Vienna

2009 Annual Report
Document de Référence

JCDecaux
showcasing the world

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Incorporation by reference

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

1. Relating to fiscal year 2008:

- The Management Discussion and Analysis and consolidated financial statements, including the statutory auditors' report, set forth in the "Document de référence" filed on 10 April 2009 under number D.09-0229 (pages 51 to 117and 213, respectively).
- The corporate financial statements of JCDecaux SA, their analysis, including the statutory auditors' report, set forth in the "Document de référence" filed on 10 April 2009 under number D.09-0229 (pages 118 to 141 and 214, respectively).
- The statutory auditors' special report on regulated agreements with certain related parties, set forth in the "Document de référence" filed on 10 April 2009 under number D.09-0229 (page 216).

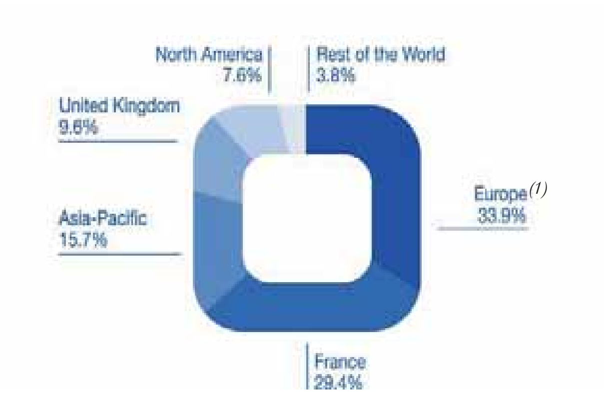
2. Relating to fiscal year 2007:

- The Management Discussion and Analysis and consolidated financial statements, including the statutory auditors' report, set forth in the "Document de référence" filed on 7 April 2008 under number D.08-207 (pages 49 to 112 and 194, respectively).
- The corporate financial statements of JCDecaux SA, their analysis, including the statutory auditors' report, set forth in the "Document de référence" filed on 7 April 2008 under number D.08-207 (pages 113 to 135 and 195, respectively).
- The statutory auditors' special report on regulated agreements with certain related parties, set forth in the "Document de référence" filed on 7 April 2008 under number D.08-207 (page 196).

COMPANY OVERVIEW

FINANCIAL HIGHLIGHTS

2009 REVENUES BY REGION



(1) *Excluding France and the United Kingdom*

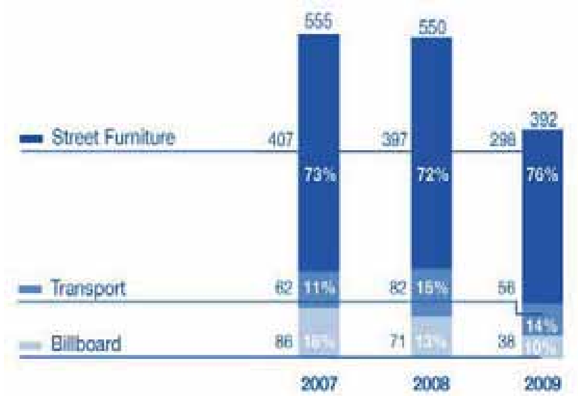
REVENUES BY BUSINESS

(in € million, segment's share in %)

In 2009, the Group's revenue decreased by 11.5% to €1,918.8 million. Excluding acquisitions and the impact of foreign exchange, organic revenue decline was 10.9%. Street Furniture revenues were €934.3 million, a decline of 12.1%. Excluding acquisitions and the impact of foreign exchange, organic revenue growth was (10.1)%. Transport revenues decreased by 6.3% to €589.6 million. Excluding acquisitions and the impact of foreign exchange, organic revenue growth was (8.3)%. Billboard revenues decreased to 17.1% to €394.9 million. Excluding acquisitions and the impact of foreign exchange, organic revenue growth was (16.1)%.

OPERATING MARGIN BY BUSINESS

(in € million, segment's share in %)

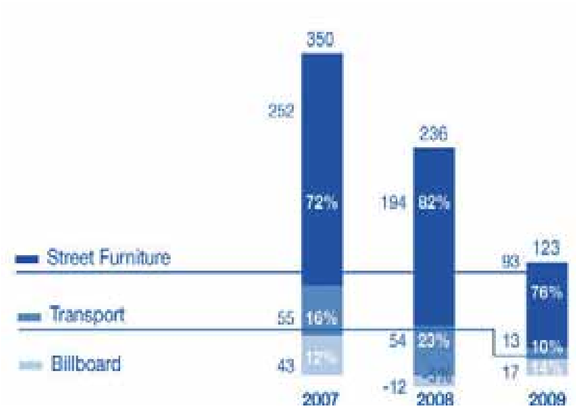


Operating margin(1) decreased by 28.7% to €392.0 million from €549.9 million in 2008. Operating margin as a percentage of consolidated revenue was 20.4%, down 500 basis points compared to the prior period (2008: 25.4%), reflecting strong operating leverage partly offset by the cost saving measures successfully implemented in 2009.

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

EBIT BY BUSINESS

(in € million, segment's share in %)

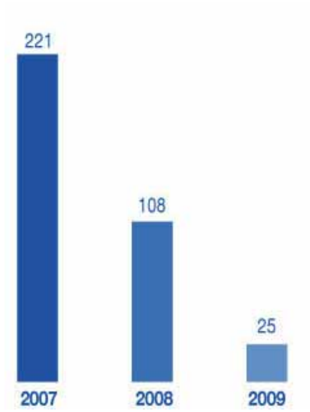


EBIT[(1)] decreased by 48.1% to €122.8 million, down from €236.4 million in 2008. The Group's EBIT margin was 6.4% of consolidated revenues, down 450 basis points compared to 2008. (10.9%)

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

NET INCOME GROUP SHARE

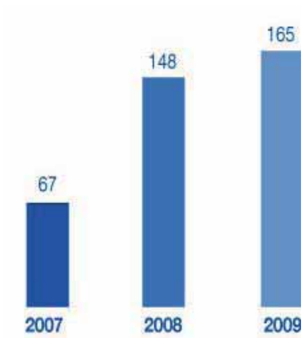
(in € million)



Net income Group share decreased by 77.3% to €24.5 million, compared to €108.1 million in 2008. This decrease reflects the lower operating margin, the increase in the effective tax rate and the strong decline in the performance of equity affiliates only somewhat offset by the improved net financial income.

FREE CASH FLOW

(in € million)



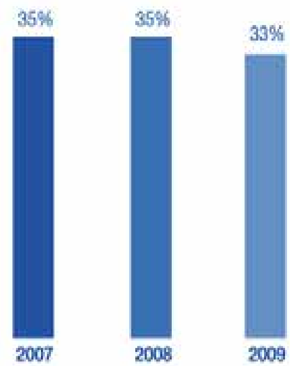
Free cash flow[(1)] increased by €16.8 million and amounted to €164.8 million, as a consequence of the strong reduction of capital expenditure and the further optimization of the Group's working capital requirements

Net debt as of 31 December 2009 was €670.0 million.

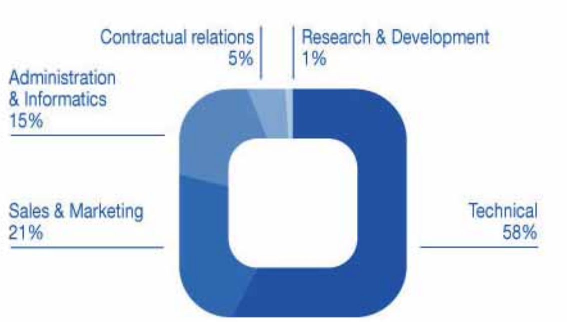
The Group is rated "Baa2" by Moody's and "BBB" by Standard and Poor's.

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

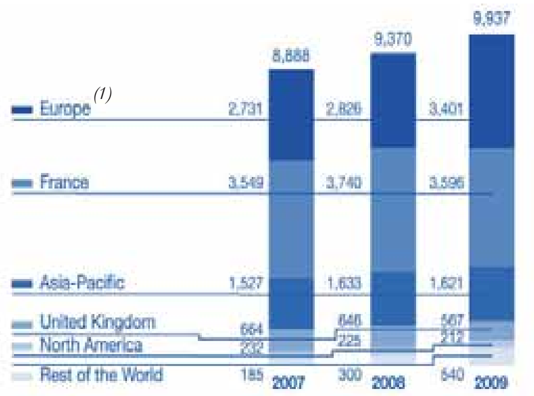
FINANCIAL NET DEBT / EQUITY RATIO



2009 EMPLOYEE BREAKDOWN BY EXPERTISE



EMPLOYEE BREAKDOWN BY REGION



[(1)] Excluding France and the United Kingdom

THE YEAR 2009

In 2009, we continued our strategy of selective organic and external growth and reinforced our position as the world leader in Street Furniture and airport advertising. 2009 saw a very difficult economic and financial environment leading to fewer tenders particularly in France. Nonetheless JCDecaux won important new and renewed contracts, both in mature markets, such as the renewal of the Marseilles Street Furniture contract, and in new markets, such as the win of the Kyoto street furniture contract, which enables JCDecaux to reinforce its presence in Japan. We also stepped up our self-service bicycle business, launching several new schemes in, among other places, Dublin in Ireland and Brussels in Belgium, where the existing scheme has been extended. The Group also exported the concept of self-service bicycle outside of Europe with the win of two contracts in Brisbane, Australia and Toyama, Japan. Both contracts will be operated in the course of 2010. JCDecaux maintained its position in the main French airports with the renewals of Nice, Toulouse and Biarritz.

Finally, in 2009 JCDecaux acquired a complementary 49.18% share of the capital of the German company Wall, increasing its holding in the second largest outdoor advertising company to 89.18%. This transaction will strengthen JCDecaux's commercial offer in the largest European market which is also one of the historical markets of the Group.

1. OUR CONTRACTS

Europe

- **In France,** we won the following public tenders:
  - The street furniture contract for the Urban Community of Marseille (CUM) Provence Métropole (population: 980,000). The award follows a competitive tender and will be for a 13-year period. The advertising street furniture contract covers the installation, maintenance and upkeep of 922 bus shelters, 432 MUPI® free-standing information panels and 96 large-format (8 m²) Senior® advertising panels in Marseille in addition to 124 bus shelters for 8 of the 18 municipalities belonging to the CUM urban community. The contract represents a total of 3,070 advertising panels;
  - The contract for indoor and outdoor advertising operations at Toulouse Blagnac Airport. This 7-year contract will begin on April 1 2009 and follows a consultation process by Toulouse Blagnac Airport. With more than 6 million passengers every year, Toulouse Blagnac is France's fourth largest airport. JCDecaux Airport, already responsible for managing indoor advertising at Toulouse Blagnac, focused its bid on innovation – with the creation of walls of video screens, the use of exceptional billboard displays, a range of sponsored services for passengers, hotel information terminals – as well as on the development of experiential advertising. JCDecaux Airport's well-designed and innovative advertising sites will enhance the environment of Toulouse Blagnac Airport's new terminal (Hall D);
  - Ten street furniture contracts in the Ile-de-France region through a process of competitive tenders over the past few months. The towns cities have a combined population of more than 316,000 inhabitants. These contracts cover a total of 883 2m² advertising panels and 182 8m² advertising panels. JCDecaux has been chosen by the following cities: Bois d'Arcy, Champigny sur Marne, Choisy le Roi, Dammarie Les Lys, Louveciennes, Maisons Alfort, Montigny le Bretonneux, Rosny sous Bois, Saint Gratien and Velizy Villacoublay.
  - Nine advertising street furniture contracts in the French provinces over the past few months. The renewed contracts follow competitive tenders and cover a total population of near of 646,000 people. These contracts total 1,507 2m² advertising panels and 227 8m² advertising displays. The local authorities that have chosen JCDecaux are the following: Bruges, Community of Moulins and its suburbs (city of Moulins and city of Yzeure), Community of Rouen and its suburbs (city of Grand Quevilly and city of Canteleu), Darmetal, Fréjus, Mâcon, Martigues, Saint Quentin and Vichy.
  - The advertising concession contract for Nice Côte d'Azur airport, with the Group's subsidiary JCDecaux Airport, the leading company in the airport advertising segment. This new contract, awarded after a competitive tender process, covers all advertising space both within and outside the airport buildings for a period of 7 years. Handling an annual total of 10.4 million passengers in 2008, Nice Côte d'Azur airport is the second largest airport in France on the 36 French airports where JCDecaux operates.
- **In Belgium**, JCDecaux was awarded the contract to provide the Brussels Region with self-service bicycles for a 15 year period. Under the contract, JCDecaux will provide the Brussels Capital Region with an initial fleet of 2,500 bicycles and 200 rental stations, followed by a second fleet boosting the overall number of bicycles to 5,000. The first 100 rental stations will be installed over the next six months, providing docking facilities for 1,200 bicycles. This Brussels bicycle service will chiefly be funded by advertising with advertisements on the bicycles and on 275 2m² scrolling billboard panels and 35 double-sided 8m² units installed by JCDecaux. This is in addition to the revenue derived from subscriptions and rentals.

- **In the United Kingdom**, BAA and JCDecaux Airport announced in May 2009 that they have jointly agreed to terminate their existing 'pan-airport' advertising agreement. The existing agreement will end in April 2010 and the process to structure a new contract commences shortly and will present both organisations with an opportunity to better structure their businesses to reflect the new airport portfolio. In May 2006 JCDecaux Airport was awarded the BAA contract for 7 UK airports: Heathrow, Gatwick, Stansted, Glasgow, Edinburgh, Aberdeen and Southampton, as well as Heathrow Express.

Asia-Pacific

- **In Japan** MCDecaux, (a joint venture between JCDecaux SA and Mitsubishi Corporation, in which JCDecaux owns a 60% interest), was awarded, following a competitive tender process, the contract to provide street furniture for the city of Kyoto (population: 1.5 million) for a period of 20 years. This new advertising street furniture contract covers the installation, maintenance and marketing of 400 advertising bus shelters in Kyoto. Kyoto is Japan's 7th largest city with a population of 1.5 million and forms the heart of the Kansai region, with the cities of Osaka and Kobe, both having already contracted with JCDecaux for advertising bus shelters.
- **In Japan,** Cyclocity (a wholly-owned subsidiary of JCDecaux) was awarded the contract to provide a self-service bicycle hire scheme to the city of Toyama (population: 400,000) for a period of 20 years. Toyama consequently becomes the first Japanese city to adopt this new type of individual public transport. This innovative project is subsidized by the city and by the Japanese Ministry of the Environment. This new contract covers the installation, starting on March 20, 2010, of 15 self-service bicycle docking stations equipped with 150 bicycles and 30 2m^2 MUPI® city information panels in the centre of Toyama. The agreement with Toyama becomes the second self-service bicycle hire contract to be signed outside of Europe, after Brisbane (Australia).
- **In China**, JCDecaux renewed and extended a 10-year bus body advertising concession contract with Shanghai Bashi Co.,Ltd (hereinafter called Shanghai Bashi), and will operate on an exclusive basis the bus body advertising business for Shanghai Bashi. This covers 10,000 buses being operated currently in Puxi of Shanghai plus new buses to be operated by Shanghai Bashi in the next 10 years, of which 5,000 can be used for advertising purposes in accordance with the new government legislation.

Middle East

- In Qatar, q.media Decaux (a 50/50 joint venture between Qatar Media Services and JCDecaux) was awarded an exclusive 10-year contract with Mowasalat-Karwa, the only public bus and taxi company operating in Qatar. The fleet comprises 1,450 buses and 800 taxis.
- q.media Decaux was also awarded a 10-year contract for Villaggio mall, the most prestigious and highly frequented mall in Doha, the capital of Qatar.

2. PARTNERSHIPS, ACQUISITIONS AND REORGANISATIONS

Germany

- In December, JCDecaux completed its transaction with Wall AG, announced in September 2009, to become its majority shareholder by receiving regulatory approval from the German competition authorities to acquire a complementary holding of 49.2%. The transaction increases JCDecaux's holding in Wall AG to 89.2%, with Daniel Wall retaining 9.9% and remaining CEO of the Group Wall, the number two outdoor advertising company in Germany and Turkey.

THE OUTDOOR ADVERTISING INDUSTRY

1. SEGMENTS OF THE OUTDOOR ADVERTISING INDUSTRY

1.1. Three main segments

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

The newest is advertising on Street Furniture: bus shelters, free-standing information panels ($2m^2$ MUPI®), large-format advertising panels (Senior® $8m^2$) and multi-service columns.

There are not as many reliable and comparable sources of data for outdoor advertising as there are for other types of media. Consequently, to provide the most accurate possible data, we have used various sources. Where these sources contain inconsistent information, we have tried to harmonise it based on our knowledge of the market. Therefore, we estimate that in 2009, Billboard accounted for approximately 53% of worldwide outdoor advertising spending, Transport accounted for approximately 27% and has been growing share, particularly in Asia, and Street Furniture accounted for approximately 20% (source: JCDecaux).

1.2. The place of outdoor advertising in the advertising market

In 2009, outdoor advertising spending worldwide was approximately $ 29.0 billion, or 6.6% of worldwide advertising spending (compared to a revised 6.5% in 2008), which was estimated at $ 438.9 billion *(source: ZenithOptimedia estimates, December 2009)*. This average market share results from variations in penetration rate in different countries. For example, outdoor advertising spending, expressed as a percentage of the overall display advertising market, is especially high in the Asia-Pacific region, because of the particularly significant market share of outdoor advertising in Japan and China, the main advertising markets in the region. In 2009, outdoor advertising accounted for 10.6% of the overall advertising market in this region, compared to only 4.5%, 6.8%, and 4.3% of the overall advertising market in North America, Europe, and South America, respectively.

2. OUTDOOR ADVERTISING: AN INCREASINGLY RELEVANT COMMUNICATION CHANNEL

2.1. A fast-growing and changing audience

The audience for outdoor advertising has grown significantly in recent years as people become increasingly urbanised. According to a UN study, World Urbanization Prospects: 2008 Revision, published in 2008, 70% of the world's people will be living in cities in 2050. In fact the report predicts that 2008 was a pivotal year where as many people lived in cities globally as in rural areas for the first time. This trend is particularly strong in the developing world, where people are migrating in growing numbers toward large urban centres. The developed world already has levels of urbanisation in excess of 50%.

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

Consequently, the average commute time between home and work has increased in most countries, which means that motorists are increasingly exposed to outdoor advertising. In France, the average distances travelled per person have more than doubled in the last 20 years. In many countries, the average number of vehicles per 1,000 inhabitants has been growing steadily, which means constant growth in road traffic. In the European Union, an area with an already relatively high density of vehicles, the average number of vehicles per 1,000 inhabitants rose by a further 3% in the five years between 2003 and 2008, with Poland, an example of a recently emerged market, showing the biggest growth, an increase of 32% during this period and is now approaching levels similar to more developed markets (source: Comité des Constructeurs Français d'Automobiles). In South Korea, where we have several Street Furniture contracts in Seoul, growth was 16% during this same period. In China, even though the number of vehicles per 1,000 inhabitants is relatively low, the volume of vehicle sales is now the largest in the world, surpassing the the US, and sales are reported to be up approximately 40% in 2009 on 2008 levels a a result of government stimulus packages but should settle to a still healthy 15% growth in 2010.

In addition to the greater amount of time spent in cars going to work, people are spending more and more time outside their homes. Similar to our own "Daily Life" study on the use of personal time, which we conducted with the BBC in the United Kingdom in 2005, the latest Touchpoints study by the IPA in the UK published in 2008 shows that people spend on average just over 7 hours per day outside the home, with working people spending an average of eight and a quarter hours per day outside the home. Inasmuch as the people studied spent half of this time outside of their place of work, advertisers have ever-increasing opportunities to reach this mobile audience whether in city centres or retail locations.

Lastly in air transport, according to the ACI (Airports Council International), after several years of strong growth passenger traffic dropped in 2009 (-2.6%) depressed by the worsening financial crisis. However they have recently reported that the decline was largely confined to the first half of 2009 and was not as bad as had been predicted, with the third quarter stable and a return to growth in the last quarter as confidence improved. A surge in passenger traffic in December 2009 of 5.3% overall and 5.6% for international passengers gives cause for optimism, coming as it did in the context of a better final quarter. Global improvement was widespread with renewed passenger demand in many airports, but was led by China and India. Our advertising concession in Bangalore for example benefited from passenger growth of 37% year on year. For the full year the European and US market situation remained difficult falling over 5% year on year but Asian Markets and the Middle East saw positive growth, as did Latin America. We hold the advertising concession for the top performing airport, Dubai, where passenger traffic grew by 9.6% in 2009 compared to 2008.

2.2. Growing fragmentation of traditional major media

As many studies show, outdoor advertising continues to benefit from the increasing fragmentation of "in-home" advertising, where ever more cable, satellite, and broadcast television channels, as well as Internet sites, compete for the viewer's attention.

Television fragmentation

Fragmentation is a consequence of an ever-larger choice of TV channels and changes in the way viewers consume their television. In France, audiences for the analogue free-to-air TV channels are in ongoing decline, with viewers increasingly switching to the digital terrestrial channels which were launched in March 2005 and whose audience has been growing ever since.

There has been a rapid growth in the number of consumers receiving a digital TV service, especially in the United Kingdom where a recent report from Ofcom highlights that the number households where the main television set is digital is the highest in the world (88%). Digital penetration is also very advanced in the US (76%) (Source: Ofcom International Communications Market 2009). The result is a significant expansion in the number of households with high numbers of television channels available to them, bringing in consumers who were reluctant to pay for satellite and cable options.

Reception of channels via digital delivery has increasingly led to devices in homes that allow consumers to become their own television schedulers. The recent expansion in the number of households with the latest generation of digital video recorders, such as TiVO in the United States or Sky+ in the United Kingdom, has started to reach penetration levels that are affecting viewing habits. In fact the pace of growth of these digital video recording devices (DVRs) increased in 2009. In the UK for example in Q1 of 2009 27% of homes had at least one DVR compared to 20% in Q1 2008 (Source: Ofcom, The Communications Market 2009). Households with these digital video recorders are able to fast-forward through advertising breaks and avoid advertising altogether. The same Ofcom report showed that over three quarters of those viewing television this way usually fast forward through the advertising breaks. While there may be techniques to reduce the negative impact of this behaviour, it is one of the factors contributing to the the declining return on investment experienced by television as reported by, amongst others, Brand Science, the econometric modelling company within the Omnicom advertising agency group (Brand Science/OAA). Many more consumers are now also viewing television over the web and are increasingly able to avoid advertising in this medium.

Furthermore, the strong growth of "freeview" poses a new threat to traditional broadcast television. In many markets, the rapid penetration of this type of service by cable, satellite, or high-speed Internet allows a continually expanding audience to watch programs without advertising content and downloadable at home via a digital unscrambler. In fact a key driver of this has been the rapid expansion in broadband penetration to homes which has accelerated again in 2009. Ofcom report that fixed broadband takeup has taken a step jump to 65% of all households in Q1 2009 up 7% points on the same period in 2008, as the technology moves to groups not in the early adoption phase. The Pew Internet report shows a similar step change in the USA after a period of relative stability with penetration rising from 55% in May 2008 to 63% in April 2009 as penetration increased in previously low usage groups such as older consumers, graduates and rural dwellers. This growth is in part motivated by the increased penetration of high definition TV channels, and in the UK video on demand from various platforms like BT, all further weakening the ability of any television channel to deliver mass audiences.

In addition, in many households, television is now rarely consumed as a primary activity in its own right. We reported from the "Daily Life" study that most viewers are distracted by another activity, or television itself is a secondary activity, while the consumer's primary activity is often something else, such as eating, talking on the phone, sending SMS messages, or surfing the Internet, while the television is on. In many markets the strong growth of the Internet is threatening the effectiveness of television advertising. An ongoing US study at the University of Southern California's Annenberg Center for the Digital Future entitled "The Digital Future Report" confirms that American consumers are increasingly surfing the Internet instead of watching television. The study, first published in 2001 and conducted annually for the last seven years, shows that the average number of hours online per week has grown every year since The Digital Future Report began in 2000 and in 2009 passed 17 hours per week.

The strong growth of high-speed Internet, now used by nearly 95% of active American Internet users (source: "The Bandwidth Report", December 2009), has also had a significant impact on media consumption habits in the United States. According to the report, France has the highest level of high-speed Internet use in Europe, marginally ahead of the US and is second only to South Korea.

The Digital Future Report has shown that Internet users without high-speed connections tended to connect to the Internet for relatively long periods of 30 minutes, whereas users with high-speed access tend to go online in short bursts, coinciding with television commercial breaks. The growing penetration of high-speed Internet will continue to reduce the effectiveness of television and could raise questions about its position as a mass medium. This process appears to be accelerating and provides an opportunity for the development of the outdoor medium.

Radio fragmentation

Radio advertising is also increasingly subject to fragmentation: consumers have access to a much broader array of stations as well as the ability to avoid advertising.

However the increasing penetration of the Internet has for many people meant less time listening to the Radio. As happened with television, radio is now seeing an increasing number of subscription-based services without advertising. Some 35 million people in the US and Canada pay for a subscription service which differentiates itself from other free to listen carriers by having music channels with no advertisements. The platform is particularly popular with motorists and in commercial out of home venues such as retail outlets, hotels and restaurants. The European Commission has approved two suppliers of a similar service for Europe. Although the recession has slowed progress here and in and Middle East countries this type of product is likely to develop in the next few years.

The podcasting phenomenon, where consumers download a radio programme in order to play it on a MP3 player, and Internet delivery of radio programmes mean that radio listeners are also increasingly able to customise listening habits to suit themselves, further fragmenting home radio listening. In this environment, outdoor advertising becomes the only mass medium that consumers will find difficult to avoid, leading to significant opportunities for continued growth, thereby rendering it more attractive than traditional mass media.

Daily newspaper and magazine fragmentation

Finally, daily newspapers and magazines are also affected by increasing fragmentation, especially as a result of free newspapers and the increase in themed magazines. The tendency of people to access news via the Internet, especially amongst the young, has a negative impact on the effectiveness of this medium. This tendency has gained momentum in 2009 with the Digital Futures Report recording the highest levels of this activity since it began studying the issue. In 2009 internet users read online newspapers for 53 minutes per week compared with 41 minutes in 2007. 22% reported cancelling subscriptions to newspapers or magazines as a result of their ability to access content online. This trend is set to continue as younger audiences, who would in the past read newspapers as adults, never acquire this habit. In effect there is limited replacement of lost readers.

2.3. An ever more attractive medium

We offer advertisers increasingly attractive and innovative advertising media. Major new contract wins, in the Street Furniture and Transport segments, mean we can offer a more extensive and sophisticated product line. In addition, the necessary removal of surplus and inferior quality products by some competitors has raised the standard of the medium overall and will attract new advertisers as confidence resumes. Overall increased investment in digital products will also increase the desirability of the medium and does not disadvantage the medium by challenging the existing business model as is the case in press and television, where product quality is itself in danger of erosion.

Our capacity for "product" innovation also means that we are able to offer advertisers communications media that are increasingly attractive and support the growth of outdoor advertising. Of particular note in 2009 was the increased use of digital screens to deliver advertising messages, particularly in the transport sector. In airports as far apart as Shanghai, Dubai, Los Angeles, London and Frankfurt, and in the Hong Kong underground, the largest in the world, we have introduced digital screens making the medium more attractive and flexible in delivering our customers' advertising messages.

In addition to these recent technological and qualitative innovations that we have developed, we continued to expand and develop our JCDecaux Innovate concept in 2009.

JCDecaux Innovate, initiated in the United Kingdom in 2001, has been adopted in 37 of the 55 countries where we now do business. JCDecaux Innovate teams around the world have developed a range of products and a sophisticated understanding of how technologies from other emerging communications industries can be combined with outdoor advertising to make the outdoor medium more attractive and interactive. In doing so, we have anticipated the increasing desire from advertisers and their agencies for media that deliver engagement. Given the high volume of advertising messages to which consumers are exposed every day, new and innovative methods are required by media owners to persuade consumers to engage with the communication. Such methods will involve actual relational marketing that flourishes in an urban environment by offering the unexpected. JCDecaux Innovate teams are constantly on the lookout for new and innovative advertising concepts for our customers' product campaigns, driving interest in the medium and stimulating diversity in our customer base and, ultimately revenue growth.

A good example of this type of campaign is the development of technologies that allow consumers to use their personal mobile devices, principally their mobile phones, to interact with a poster message and to receive information and entertainment from an advertiser. These interactive campaigns, both powerful and targeted, have been very popular, especially with leisure and mobile telephone advertisers and in 2009 were used by Nokia as well as major advertisers like Estee Lauder. Of particular interest was the use by Japan's leading mobile operator NTT Docomo, in conjunction with McDonald's Restaurants, of mobile phone technology which allows customers to interact with the bus shelter poster to connect to a website and ultimately obtain discount coupons directly to their phone while on the move. Telstra in Australia has also introduced this technology and has used it has been used by a number of clients typically to run competitions. Our broad reach to valuable target groups make outdoor particularly suitable for this type of interaction..

These campaigns allow consumers to explore and engage with their products, adding value to the advertising investment. We continue to invest in developing these ideas for application throughout our global network and foresee an increasing interaction between outdoor advertising and mobile communication as a growth driver for the industry.

Among other JCDecaux Innovate products that we have developed is "Interact", which allows a consumer to select desired information directly from the advertising medium, and "Showscreen", which involves introducing an interactive television screen into an advertising display, making it possible to transmit several messages to the consumer. These two JCDecaux Innovate products were in great demand from advertisers during 2009, and the interactive campaigns allowed us to win new advertisers in the Street Furniture segment and thereby enhance our portfolio of new clients looking for innovative solutions, over and above those that customarily use this type of campaign (mobile telephones, cinema, and television). In 2009, advertisers that invested in such campaigns included Cadbury's, the Coca-Cola Company, Electrabel, LG, Vodafone and Nokia.

"Showcase" also allowed us to bring in new advertising contracts. The process involved transforming MUPI® 2m² scrolling panels or bus shelters into an outdoor show window exposing an advertiser's products, as in a store. This JCDecaux Innovate product was particularly attractive to advertisers in the fashion and sports equipment industry (Mango, Lacoste), beauty products (Nivea), mobile telephones (T-Mobile) and retailers (Ikea)

All these innovative products, to which we have added sound, ultra-violet light, and modern forms of moving lights, have changed the image of outdoor advertising for advertisers, which contributes to the medium's growth.

Our largest markets have a new JCDecaux Innovate based campaign virtually every week driving in many cases new advertisers to the medium. In France JCDecaux Innovate ran 60 innovations in outdoor advertising in 2009 up from 44 in 2008, a significant part of which was for brands from markets that are not normally considered captive, such as food and beauty/hygiene. In the United Kingdom, where the idea has been present for some time, 50 campaigns used JCDecaux Innovate technology in 2009, and we managed 46 campaigns in the USA, 36 in Australia, 29 in Italy and 25 in Belgium. This capacity for perpetual innovation allows our sales force to attract new advertisers to outdoor advertising. A significant number of JCDecaux Innovate campaigns were also launched in other parts of Europe, and in Asia.

Online/Outdoor

There is a growing understanding of the ability of outdoor advertising to drive website traffic and makes these media highly complementary. Whereas the plethora of websites available makes it difficult for this medium to achieve mass reach, outdoor reaches a mass audience more quickly and cheaply than any major medium. A case history in the UK for one of our retail customers in 2009, Marks & Spencer, showed that during a promotion for clothing the period of outdoor activity coincided with a significantly higher levels of online search for the promoted products and product group from the company, and ultimately higher levels of sales. This fact may also explain a good growth in revenue from Internet search companies such as Google and Sohu in China, who are utilising our products to drive customers to their own websites.

2.4. Competitive cost per contact

In the difficult trading conditions experienced in 2009, with a relative softness in demand for all the main media, historic price levels were difficult to maintain. Advertising rates were at their cheapest for more than a decade, which led to a lower cost per contact in 2009 compared to 2008. No medium was exempt from downward pressure on pricing, even where audience was rising, and it is difficult to distinguish long term trends from the severe short term impacts occasioned by the economic crisis.

We believe that as the economic recovery gathers pace through 2010 the structural pressures present before the crisis will remerge and outdoor advertising will continue to be seen as an increasingly cost effective means to deliver a broad reach of valuable customer groups to advertisers. The progress of digital technology will negatively impact upon the ability of both free to air television and the press to provide advertisers with effective display advertising possibilities and will drive up the cost of reaching ever declining audiences. It is likely that major broadcasters will need to change their business models to a more pay to consume basis, further restricting supply. Outdoor conversely, where the advertising message is the medium, is likely to benefit from the expansion of digital technology.

In 2009, outdoor advertising continues to offer a cost per contact that is significantly lower than that of other media. This may be demonstrated by reference to the United Kingdom, one of the advertising markets most challenged by the economic downturn.

In the United Kingdom, audiences for television were essentially flat in 2009. Advertising rates however are at their cheapest for more than a decade, which automatically led to a significant decline in cost per contact. The audiences for radio were also stable but a decline in demand brought about by the financial crisis hit advertising rates making the medium cheaper. On the other hand, the print media experienced further audience decline, which effectively increased rates, while the relatively small cinema medium saw a modest improvement in relative cost due to increased audience numbers. Outdoor advertising was still the most competitive medium in the United Kingdom, with a strong audience during the year.

The table below shows a comparison of costs per thousand contacts in three different European markets by breakdown of advertising spends per medium. In each of these countries, outdoor advertising is the most cost-efficient medium.

Contacts reached per €1,000 spent	United Kingdom	Sweden	Finland
Outdoor advertising (Street Furniture – Billboard)	802,648	424,764	487,805
Television (broadcast, satellite, cable) – 30 sec. spot	215,203	143,501	99,502
Radio (30 sec. spot)	590,026	530,955	313,480
Daily newspaper	122,214	46,170	39,432
Cinema (30 sec. spot)	16,073	20,421	Non available
Internet	546,588	353,970	227,273

Source: Zenith Optimedia (for all media, except outdoor advertising), Dagmar 2009; KMT 2008, KRT 2009, TV-Mittari 2008(Finland), Orvesto Consumer& JCDecaux estimates (Sweden).
Outdoor advertising: Audience rating agencies in various countries.

2.5. Reliability and improvements in audience measurement

In the media world, the most advanced forms of advertising have analytical tools that allow purchasers of advertising space to plan their campaigns effectively. Outdoor advertising, unlike other major media, has traditionally lacked reliable audience measurement tools. For several years, through our subsidiary JCDecaux OneWorld, we have pioneered the development of audience measurement for outdoor advertising. In 2009, we made significant developments that will further enhance the attractiveness of this medium to advertisers.

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

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

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

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

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

In Germany, new audience measurement results were published during 2008. In this major market, as well as in Australia and the United States from early in 2010, our clients are able more easily to quantify the value of outdoor advertising in making their advertising choices, which should continue to support the medium's growth. Furthermore, GPS technology was used in refreshed audience measurements in the United Kingdom and in the Netherlands for which results will be published during the course of 2010.

Early in 2008 we introduced our first audience measurement in China using this reference methodology. This audience measurement was carried out for all of our different types of advertising media in Shanghai. Today, our objective is to extend this measurement to the principal advertising markets in China, which should significantly strengthen our competitive position there. In 2009 we delivered to the market a study using this reference methodology for the metro products in Beijing and will provide consistent audience accountability for advertisers using our products in this rapidly growing market. Similarly in emerging markets in Central and Eastern Europe this reference methodology has the potential to enhance understanding of the role outdoor can play in the media mix. In 2008 we introduced the system nationally in Slovenia, for example.

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

In connection with the development of its expertise for the advertising industry, JCDecaux Airport France has conducted an on-site, single-source audience poll with Ipsos every year for the last five years. Média Aéroport Performances (MAP) is designed first and foremost to understand the media audience better by providing precise quantitative measurements of the airport audience.

This survey will also make it possible, as a result of specifically designed media software, to measure the performance of media through indicators widely used by the advertising industry, such as coverage, number of contacts, GRP (Gross Rating Point) and cost per thousand persons reached – by face or by network. This is a major innovation for this type of medium, which can now measure its impact, as do print, television, or radio media in France. In the United Kingdom, a similar audience measurement system, RADAR, has been implemented at Heathrow Airport and the revised Postar will incorporate advertising in major UK Airports into the industry study for the first time.

Similarly, in 2007, the outdoor industry in Spain further enhanced its measurement system, Geomex, to cover a larger number of formats. This development allowed us to strengthen our promotion of outdoor and our product network with advertisers.

In most of the markets described above, the audience measurement techniques, which were previously used only in the Billboard business, have been extended to all types of outdoor advertising, including Transport advertising and, more recently, advertising structures located near points of sale. This development will soon allow advertisers to plan their campaigns more easily and purchase outdoor advertising networks more coherently. Thus in Finland, following the 2006 launch of the "Outdoor Impact" measurement system, advertisers can now measure the audience of our multi-media campaigns (Street Furniture, Billboard, buses and shopping malls) and make comparisons between different media. This type of tool will enable us to energise sales by attracting new investment. The new initiatives with Postar in the UK and O^2HM^2s in the Netherlands will be the first time that such integration has been achieved in larger, more financially significant markets.

2.6. Measuring the effect of media on sales

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

In France, working with MarketingScan, a subsidiary of GFK, we are now in a position to measure the effect of advertising media on the sale or market share of mass-market products. The goal of these studies is to measure the difference in sales of a product between a town or city where a campaign is being conducted and a town or city where it is not. This methodology makes it possible to identify accurately the impact of outdoor advertising, including in the context of a multi-disciplinary campaign. To date, more than 53 surveys have been conducted in the food and beverage industry and health and beauty products industry, using a wide variety of strategies. They have produced the largest database available in the area of comparative effectiveness. These studies show that, used alone or together with other media, outdoor advertising very often accelerates sales whether used to support a brand or to launch a new product. Of JCDecaux and Avenir campaigns tested during the last three years, 79% generated positive short-term results in terms of sales for the brand.

In 2009 the OAA in the UK, of which we are a leading member, commissioned a meta analysis of independent return on investment research conducted by the econometric company within the Omnicom agency group, Brand Science. This study revealed considerable benefits for advertisers in a number of product sectors, particularly retail and fast moving consumer goods in diverting advertising expenditure from television or press into outoor. They highlighted a trend in declining effectiveness in television particularly and recommended advertisers increase the proportion of outdoor used in the media mix to improve advertising return on investment. We believe that a number of advertisers recognise the need to do this, particularly amongst the world's largest advertisers.

3. COMPETITIVE ENVIRONMENT

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

In the area of outdoor advertising, several major international companies operate in all three principal market segments (Billboard, Street Furniture, and Transport) and in multiple countries. Our major competitors worldwide are Clear Channel Outdoor and CBS Corporation, via its outdoor advertising subsidiary, CBS Outdoor.

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

- France: Liote/Citylux (Illuminated panels), Insert (Micro-billboard), Metrobus (Transport) for which we own 34% of the shares;
- United Kingdom: Primesight (Billboard);
- Belgium: Belgian Poster (Billboard) and Business Panel (Billboard);
- Germany: Ströer (Billboard, Street Furniture, and advertising in railway stations), AWK (Billboard), Degesta (Street Furniture);
- Austria: Epamedia (Billboard), Ankünder Steiermark (Street Furniture);
- Spain: Cemusa (Street Furniture), Instalaciones especiales de Publicidad Exterior (Street Furniture and Billboard) and Emociona Comunicación (Street Furniture and Billboard), Redext (Billboard and Street Furniture);
- United States: Lamar Advertising Company (Billboard), Regency (Billboard), Adams Outdoor (Billboard), Van Wagner (Billboard and telephone call boxes), Titan Outdoor (Transport) and Tri-State/PNE Media (Billboard);
- China: Clear Media (Street Furniture), majority owned by Clear Channel Outdoor, Tom Group (Billboard), AirMedia (Airport) and VisionMedia (Transport);
- Canada: Pattison Outdoor (Street Furniture, Billboard, and Transport), Astral Media (Street Furniture, Billboard);
- Australia: APN (Transport), acting in particular on behalf of Buspak (Transport), and Adshel (Street Furniture), Cody & Australian Posters (Billboard) and Eye Corporation (Transport);
- Russia: News Outdoor (Street Furniture, Billboard and Transport), Gallery (Billboard);
- Poland: AMS (Billboard and Street Furniture), News Outdoor (Billboard and Street Furniture), Ströer (Billboard and Street Furniture).

In other countries, we also face significant local competition, and some competitors have leading positions in their areas, especially in certain markets in South America, Asia and Middle-East.

The table below shows the 15 largest outdoor advertising groups in terms of market share, based on 2009 revenues (published or estimated), in order of magnitude:

Company	Country of origin	Revenue *(in millions of US$)*	Geographic presence
Clear Channel Outdoor	USA	2,698	United States, Canada, Europe, Asia-Pacific, South America
JCDecaux [(1)]	France	2,675	Europe, Asia-Pacific, North and South America, Africa and Middle East
CBS Outdoor	USA	1,723	United States, Canada, Mexico, Europe, Asia-Pacific
Lamar	USA	1,056	United States, Canada
Ströer[(2)]	Germany	648	Germany, Poland
Titan Outdoor[(2)]	USA	350	United Kingdom, Ireland, United States
Affichage Holding	Switzerland	314	Switzerland, Greece, Eastern Europe
Metrobus	France	292	France, Spain
News Outdoor[(2)]	Russia	250	Russia, Eastern Europe
APN	Australia	195	Hong Kong, Malaisia, Indonesia, Australia, New Zealand
Epamedia[(2)]	Austria	175	Austria, Eastern Europe
Air Media	China	153	China
Cemusa	Spain	151	Spain, Portugal, Italy, Mexico, South America, United States
Wall	Germany	145	Germany, Turkey
Clear Media	China	144	Germany

Source: Research reports, press releases, Internet sites of the companies and JCDecaux estimates, with currency transactions based on an average annual US$/€ exchange rate of €0.7174/US$ in 2009, an average annual US$/CHF exchange rate of CHF 0.9231/US$, a US$/HKD exchange rate of HKD 7,7563/US$ and a US$/AUD rate of AUD 1,1842/US$ in 2009.

(1) *This amount does not include revenues generated by Affichage Holding, a Swiss company in which we are the principal shareholder with a 30% interest, nor revenues generated by Wall AG, a German company in which we own a 40% interest, nor revenues generated by Metrobus, a French company in which we have a 33% interest.*

(2) *JCDecaux estimate.*

(3) *Raiffeisen Group owns 100% of the shares as of end of February 2009.*

ONE BUSINESS THREE SEGMENTS

1. OUR STRATEGY

Each day, we reach over 308 million people around the world through our unique network of outdoor advertising displays. Our objective is to continue extending and strengthening our product line in areas of high population density and high living standards to continue to increase and improve our profitability, which is already among the highest in the industry.

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

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

1.1. Continuing organic growth

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

State of the art products
For over 45 years, we have been designing and developing street furniture products that offer cities good design and public service and advertisers an effective medium for their campaigns. We:

- design products that are innovative and have high added-value, or offer services that enhance the quality of urban life, such as: bus shelters, free-standing information panels (MUPI®), automated public toilets, large-format advertising panels (Senior®), multi-service columns (such as the Morris columns in France), self-service bicycle racks (Cyclocity® schemes operating in 65 cities including Paris, Lyon, Marseilles, Aix-en-Provence, Toulouse, Rouen, Besançon, Mulhouse, Amiens, Nantes and Nancy, and 2 Communautés d'Agglomération (La Plaine and Cergy-Pontoise) in France and elsewhere in Europe), kiosks for flowers or newspapers, public trash bins, benches, citylight panels, public information panels, streetlights, street signage, bicycle racks and shelters, recycling bins for glass, batteries or paper, electronic message boards and interactive computer terminals;
- develop a coordinated range of street furniture by working closely with internationally renowned architects and designers, such as Mario Bellini, Philip Cox, Peter Eisenman, Sir Norman Foster, Patrick Jouin, Philippe Starck, Robert Stern, Martin Szekely and Jean-Michel Wilmotte;
- determine, according to the advertising potential, the amount of advertising space needed to finance a city's street furniture needs;
- select advertising locations and position our products to maximise the impact of advertising.

1.2. Participating in the consolidation of outdoor advertising

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

This strategy enables us to grow in cities where Street Furniture contracts have already been awarded and capitalise on the synergies of these activities nationally, while, at the same time, extending our product range. Our partnership with Gewista, created in 2001 and strengthened in 2003 by the increase in our equity stake to 67%, enabled us to grow our Billboard and Street Furniture networks in Central Europe and become a major player in Street Furniture in Austria. In Italy, where we have had a partnership with IGP since 2001, IGPDecaux is the leader in outdoor advertising and now has a truly national presence in Billboard and Transport advertising. This national dimension has strengthened the business reach of our Group in Italy, which has been helpful in winning the Street Furniture tenders in Naples and Turin, in renewing our contract in Milan, and in signing the partnership agreement to display advertising in the Rome airports.

In 2005, we became the leader in outdoor advertising in China, by making three acquisitions, thanks to which we rapidly gained a significant presence in the metros and on the buses of major Chinese cities. In 2007, we entered into strategic partnerships in Central Asia and the Middle East.

We also took our first steps into the Ukraine and Russia in 2006, signing a partnership deal with the Bigboard group, the Ukrainian market leader in outdoor advertising and a middle-ranked player in the Russian market. JCDecaux has owned 40% of Bigboard since 2006, and the access this gives us to its billboard network means we can now develop these new markets for outdoor advertising.

In 2009 JCDecaux acquired a complementary 49.18% share of the capital of Wall AG, increasing its holding in the company to 89.18%. JCDecaux bought a first 11% stake in the company in 2001 and then raised its holding to 35% and 40% in 2003 and 2007 respectively. Wall is one of the leader of outdoor advertising in Germany and its integration within JCDecaux shall reinforce the German outdoor market commencing in 2010.

We believe that we have been successful in integrating the companies that we have acquired and with which we have formed alliances in recent years, especially in France, China, Sweden, the Netherlands, Germany, Spain, Portugal, Italy and Austria.

Our acquisition strategy focuses on the following main objectives:

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

1.3. Maximising the potential of our advertising network

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

In this way, we seek to:

- retain control of the key locations of our street furniture products and maximise visibility of faces so that we can offer networks to advertisers that ensure the success of their advertising campaigns;
- continue our product and marketing innovations and maintain a pricing policy that reflects the superior quality of our networks;
- capitalise on the synergies among our Street Furniture, Billboard and Transport businesses to build international and/or multiformat business alliances for major international advertisers;
- continue to develop outdoor market research and audience measurement techniques to reinforce the attractiveness of the outdoor medium for advertisers and enhance its use:
  - by using sophisticated socio-demographic behavioural, consumer, movement and audience studies of target audiences to build networks that meet the advertising objectives of our customers;
  - by providing quantitative audience information and data making it possible to measure the impact of our networks with respect to a specific audience.

2. STREET FURNITURE

2.1. The concept of Street Furniture

A simple but innovative idea

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

State of the art products

For over 45 years, we have been designing and developing street furniture products that offer cities good design and public service and advertisers an effective medium for their campaigns. We:

- design products that are innovative and have high added-value, or offer services that enhance the quality of urban life, such as: bus shelters, free-standing information panels (MUPI®), automated public toilets, large-format advertising panels (Senior®), multi-service columns (such as the Morris columns in France), self-service bicycle racks (Cyclocity® schemes operating in 65 cities including Paris, Lyon, Marseilles, Aix-en-Provence, Toulouse, Rouen, Besançon, Mulhouse, Amiens, Nantes and Nancy, and 2 Communautés d'Agglomération (La Plaine and Cergy-Pontoise) in France and elsewhere in Europe), kiosks for flowers or newspapers, public trash bins, benches, citylight panels, public information panels, streetlights, street signage, bicycle racks and shelters, recycling bins for glass, batteries or paper, electronic message boards and interactive computer terminals;

- develop a coordinated range of street furniture by working closely with internationally renowned architects and designers, such as Mario Bellini, Philip Cox, Peter Eisenman, Sir Norman Foster, Patrick Jouin, Philippe Starck, Robert Stern, Martin Szekely and Jean-Michel Wilmotte;
- determine, according to the advertising potential, the amount of advertising space needed to finance a city's street furniture needs;
- select advertising locations and position our products to maximise the impact of advertising.

Priority given to maintenance and service
We are recognised by cities, towns and advertisers for the quality of the maintenance service provided under our Street Furniture contracts. As of 31 December 2009, 58.7% of our Street Furniture employees were responsible for the cleaning and maintenance of our street furniture and for poster management. We put all of our maintenance staff and bill posters through a rigorous training programme in our in-house facilities to ensure they keep alive the company know-how and preserve our excellent reputation for maintaining our street furniture, a key element in our international renown.

2.2. Street Furniture contracts

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

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

Certain towns and local governments may prefer to charge a fee, instead of receiving street furniture or services. When we pay an advertising fee, the cost of such fee is generally offset, in whole or in part, by the fact that we install few or no non-advertising products. In 2009, we paid 22.4% of Street Furniture revenues to cities and towns in the form of advertising rents and fees.

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

Street Furniture contracts for shopping malls
Shopping mall contracts for Street Furniture generally take the form of master agreements made with the operators of malls and a separate agreement made with the managing agent of each mall. The terms and conditions of the separate agreements incorporate the provisions of the master agreement and may contain specific provisions reflecting the size, design, and character of the mall. Master agreements provide that operators will afford us the opportunity to enter into individual concessions with all of the malls that they control, and that they will use their best efforts to convince the malls in which they have an investment, but do not control, to enter into individual agreements with us. Any new mall acquired or developed by the operators during the term of our master agreement becomes covered by that master agreement. Principal provisions common to most of the Street Furniture contracts in shopping malls are as follows:

- a term of ten to fifteen years, with a right of early termination upon material breach of the agreement by either party;
- an obligation to design, construct, install, and maintain wall displays, advertising displays and public message boards at our expense. Maintenance costs, as well as the amount of capital expenditures required in connection with such contracts, however, are less than those incurred in connection with Street Furniture contracts involving the public domain;
- an exclusive right to use the common areas of the mall to market and sell advertising space on fixed and scrolling panels, in exchange for payment of a fee proportional to the net revenues earned from such displays, together with payment of a minimum rent, in certain cases;
- provisions under which the mall's managing agent may ask us to move billboards, at our expense, to another location in the mall.

Long-term contracts

Our Street Furniture contracts have terms of 8 to 25 years. In France, the contract term is generally 10 to 15 years. As of 31 December 2009, our Street Furniture contracts had an average remaining term of 7 years and 3 months (weighted by 2009 advertising revenues and adjusted to account for projected revenues from new contracts, excluding shopping malls). In France, the average remaining term of Street Furniture contracts (weighted by 2009 advertising revenues) is 6 years and 7 months. Outside France, the average remaining term of Street Furniture contracts was 7 years and 7 months.

High rate of success in competitive tenders

We continue to renew our existing Street Furniture contracts successfully through competitive tenders and to win a high proportion of the new contracts for which we bid. In 2009, we continued our successful record in competitive tenders for both new contracts and renewals although tendering activity was sharply down. Altogether, in 2009, we won 84% of the competitive tenders for Street Furniture advertising contracts (renewals and new) for which we bid worldwide, a similar percentage to 2008, and 100% in France.

2.3. Geographic presence

Number 1 worldwide in Street Furniture

We are number one worldwide in Street Furniture in terms of revenue and number of advertising faces. As of 31 December 2009, we had Street Furniture contracts in approximately 1,700 cities of more than 10,000 inhabitants, totalling almost 428,000 advertising faces in 45 countries. We have a portfolio of Street Furniture contracts that is unique in the world and includes advertising contracts in 33 of the 50 largest cities in the European Union. In addition to our operations in public areas, we are also present in over 1,000 shopping malls around the world. In 2009, Street Furniture accounted for 49% of our revenues.

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

As of 31 December 2009, the geographic coverage of our Street Furniture business was as follows:

Country	Number of advertising faces
Europe(1)	232,800
France	105,000
Asia-Pacific(2)	34,400
United Kingdom	20,500
North America(3)	22,100
Rest of World(4)	13,200
Total	**428,000**

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

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

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

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

A Street Furniture network unique in Europe

We have an exceptional presence in Europe thanks to our unique portfolio of contracts in Europe's most populous cities. As of 31 December 2009, we had Street Furniture contracts in 33 of the 50 largest cities of the European Union(1), as indicated in the table below.

	City	Country	Population (in millions)	Principal operators of Street Furniture
1	London	United Kingdom	7.62	**JCDecaux** / Clear Channel Outdoor
2	Berlin	Germany	3.43	**JCDecaux(2)**
3	Madrid	Spain	3.21	**JCDecaux** / Cemusa
4	Rome	Italy	2.72	Clear Channel Outdoor
5	Paris	France	2.18	**JCDecaux**
6	Bucharest	Romania	1.94	EPA
7	Hamburg	Germany	1.77	**JCDecaux** / Ströer
8	Budapest	Hungary	1.71	EPA / Mahir
9	Warsaw	Poland	1.71	AMS
10	Vienna	Austria	1.69	**JCDecaux(3)**
11	Barcelona	Spain	1.62	**JCDecaux**
12	Munich	Germany	1.33	**JCDecaux** - Ströer
13	Milan	Italy	1.30	**IGPDecaux(4)**
14	Prague	Czech Republic	1.23	**JCDecaux**
15	Sofia	Bulgaria	1.16	EPA
16	Brussels	Belgium	1.05	**JCDecaux**
17	Birmingham	United Kingdom	1.01	**JCDecaux** / Clear Channel Outdoor
18	Cologne	Germany	1.00	**JCDecaux** / Ströer
19	Naples	Italy	0.96	**IGPDecaux(4)**
20	Turin	Italy	0.91	**IGPDecaux(4)**
21	Marseille	France	0.84	**JCDecaux**
22	Stockholm	Sweden	0.81	**JCDecaux** / Clear Channel Outdoor
23	Valencia	Spain	0.81	**JCDecaux** / Cemusa
24	Krakow	Poland	0.76	AMS
25	Amsterdam	Netherlands	0.76	**JCDecaux**
26	Lodz	Poland	0.75	AMS
27	Athens	Greece	0.75	Affichage / Master / Remedy Outdoor
28	Riga	Latvia	0.71	**JCDecaux**
29	Seville	Spain	0.70	**JCDecaux(5)** / Cemusa
30	Zaragoza	Spain	0.67	**JCDecaux** / Cemusa / Clear Channel
31	Frankfurt	Germany	0.66	Ströer
31	Palermo	Italy	0.66	Damir
33	Glasgow	United Kingdom	0.64	**JCDecaux**
34	Wroclaw	Poland	0.63	AMS
35	Genoa	Italy	0.61	Cemusa
36	Stuttgart	Germany	0.60	**JCDecaux** / Ströer
37	Rotterdam	Netherlands	0.59	CBS Outdoor
38	Dortmund	Germany	0.58	**JCDecaux(2)** / Ruhfus
39	Düsseldorf	Germany	0.58	**JCDecaux(2)** / Stroër
40	Essen	Germany	0.58	Ströer
41	Helsinki	Finland	0.58	**JCDecaux** / Clear Channel Outdoor
42	Malaga	Spain	0.57	Cemusa
43	Poznan	Poland	0.56	AMS
44	Bremen	Germany	0.55	**JCDecaux** / Ströer
45	Vilnius	Lithuania	0.55	**JCDecaux**
46	Hannover	Germany	0.52	Ströer
47	Copenhagen	Denmark	0.51	**JCDecaux**
48	Leipzig	Germany	0.51	**JCDecaux** / Ströer
49	Dresden	Germany	0.51	**JCDecaux** / Ströer
50	Dublin	Ireland	0.51	**JCDecaux** / Clear Channel Outdoor

Source: Government census reports and T. Brinkhof "The Principal Agglomerations of the World" (http://www.citypopulation.de).

(1) *As of 31 December 2009, the European Union consisted of the following countries: Austria, Belgium, Bulgaria, Cyprus, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Ireland, Italy, Latvia, Lithuania, Luxembourg, Malta, Poland, Portugal, Romania, Slovakia, Slovenia, Spain, Sweden, The Netherlands, and the United Kingdom*

(2) *We are present in Berlin, Dortmund and Dusseldorf via our subsidiary Wall, of which we own 89.18%*

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

(4) *JCDecaux owns 32.35% of IGPDecaux's share capital*

(5) *We carry out our activities in Seville through El Mobiliario Urbano, a wholly-owned subsidiary*

We also own a Street Furniture contract in Istanbul, Turkey, through our subsidiary Wall. Ströer and Clear Channel also have operations in Istanbul. With 12.6 million people as of 31 December 2009, Istanbul is the most crowded European city.

In 2009, our Street Furniture concessions in these 30 European cities accounted for approximately 33.2% of our Street Furniture advertising revenues. These contracts had an average remaining term of nearly 7 years and 5 months (weighted by 2009 revenues). Cities operated by Wall did not contribute to the 2009 Group revenues and will only start 1 January 2010.

In France, we have exceptional territorial coverage, with Street Furniture contracts in 684 cities and towns, including Paris, Lyon, Marseilles, Bordeaux, Strasbourg, Toulouse, Nice, Grenoble, Clermont-Ferrand, and Saint-Etienne, the largest French cities by population. Although France, the birthplace of our company, remains our largest country for Street Furniture, its relative share of divisional revenues has in recent years begun to decline gradually as our international business develops. In 2009 however the strength of our networks in France meant that France took a slightly higher share being more resistant to the economic deterioration than in other markets.

In France the renewal cycle has slowed down. In 2009 we renewed Street Furniture contracts for Vichy, San Quentin, Bruges, Bois d'Arcy, Moulins, Agglomération Rouennaise, Toulon, Bayeux, Cretéil, Antony, Suresnes, Deauville and Val de Seine. We also gained a new contract in Lourdes.

Elsewhere in Europe we won new advertising faces in Valencia, the third largest city in Spain, through the street furniture contract including self-service bicycles.

Outside of Europe we gained new advertising faces in significant Asia Pacific cities like Kyoto, and Brisbane where we will be installing the first Australian self-service bicycles scheme. We have also been awarded our first self-service bicycle scheme in Japan in the city of Toyama. Finally, we renewed the important regional contract of Singapore in Asia.

Cyclocity®: an innovative self-service bicycle product financed by advertising, a true revolution in urban travel.

We launched the self-service bicycle concept in Vienna, Austria, in 2003. This was quickly followed by schemes in Cordoba and Gijón in Spain before moving into France with the successful Lyon Vélo'v in 2005. Now, JCDecaux runs its innovative Cyclocity service in an increasing number of towns: Seville and Valencia (Spain), Brussels (Belgium), Dublin (Ireland), Paris (including 30 suburb cities), Marseilles, Aix-en-Provence, Toulouse, Rouen, Besançon, Mulhouse, Amiens, Luxembourg, Nantes and Nancy, and 2 Communautés d'Agglomération (La Plaine and Cergy-Pontoise). As of 31 December 2009 120 millions uses have been recorded in 65 cities. Toyama and Brisbane will start operations in the course of 2010.

The rollout of Cyclocity has been carried out according to different economic models, based on the advertising potential of the media financing the bicycle service. When the advertising potential is large, as in Paris or Lyon, advertising revenues completely finance the fleet of bicycles. When the medium is smaller, as in Marseilles, advertising revenues partially finance the bicycles and are supplemented by a fee paid by the city, as well as by advertising on the bicycles. Finally, where the advertising medium is more modest, as in Toulouse, the system is financed by the city, partly financed by Street Furniture advertising, and we also receive revenues from advertising on the bicycles and annual subscriptions.

Self-service bicycles are now an established feature of global capitals where sustainable mobility is now a big issue in transport planning.

North America, a niche market

We have been present in the United States since 1994, when we won our first Street Furniture contract in San Francisco. In 2001, in partnership with CBS Outdoor, we won the Street Furniture contract with Los Angeles for a term of 20 years. Then, in 2002, we won a contract with Chicago, also for a term of 20 years, as well as our first Street Furniture contract in Canada, with Vancouver, the third-largest Canadian city. Vancouver was won in partnership with CBS Outdoor.

In 2003, we acquired 50% of Wall Decaux Holdings the mother company of Wall USA, a company that holds the Street Furniture contract with Boston until 2021. In March 2007, in connection with an exchange of assets with Wall AG, our interest in Wall Decaux Holdings was increased to 60%. On 30 November 2009, we bought an additional 40% of the shares of Wall Decaux Holding, raising our shareholding to 100% of the shares.

In 2005, CBS-Decaux (a 50/50 joint venture company with CBS Outdoor) won an exclusive 10-year contract to supply and maintain street furniture in West Hollywood, a very attractive area located in the heart of Los Angeles. In 2007, we strengthened our advertising network in area by winning the Street Furniture contract for the City of Glendale, located in the wealthy outskirts of Los Angeles.

As of 31 December 2009, we held Street Furniture contracts in four of the five largest urban areas of the United States (Los Angeles, Chicago, Boston and San Francisco) and are in a position to market a unique product line to advertisers. In 2009, the US Industry published the first national audience measurement study for US outdoor advertising. This will substantially improve our ability to justify the value of outdoor in the advertising media mix during the course of 2010 and beyond.

The Group extends its expertise to shopping malls

We are also developing our Street Furniture business in the United States in shopping malls, which we view as the real "downtown" of many cities in the United States. Americans make most of their essential consumer purchases (except for automobiles) in malls, where they also visit movie theatres and restaurants. In addition to a large audience, shopping malls offer the advantage of having a commercial purpose and provide advertisers with an opportunity to advertise next to points of sale. We operate in 96 shopping malls in the United States and have a 43% market share in shopping malls in the 20 largest American urban areas. Our contracts include some of the most prestigious malls in the United States, including Roosevelt Field (New York), The Mall at Short Hills (New Jersey), Water Tower Place in Chicago (Illinois), and Century City and Beverly Center in Los Angeles (California).

We have also developed this business successfully in other countries. As of 31 December 2009, we were present in 782 shopping malls in 14 European countries (Belgium, Croatia, Estonia, Finland, France, Germany, Latvia, Norway, Portugal, Slovakia, Slovenia, Spain, Sweden , and the United Kingdom) compared to 765 in 2008.

We have also developed rapidly in Japan: in addition to our advertising operations with Aeon/Jusco, MCDecaux, our 60%-owned subsidiary in Japan, was awarded a 15-year exclusive contract for installation of MUPI® advertisements in shopping malls operated by Ito Yokado, which has 179 malls that cover Japan but are most heavily concentrated in the greater Tokyo area, where it has 116 malls. As of 31 December 2009, we were present in 163 shopping malls located in Japan's largest cities, compared to 157 in 2008.

We have also successfully developed this business in Argentina, Singapore, and Hong Kong with presences in 13 further major malls.

In July 2009 we expanded our mall business for the first time to the Middle East when our joint venture QMedia Decaux was awarded the significant contract for Villaggio, the largest mall in Doha, the capital of Qatar.

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

In 2004, following a competitive tender and working through MCDecaux, our joint-venture company with Mitsubishi Corporation, we won the advertising bus shelter contract for Yokohama, the second largest city in Japan. Advertising on street furniture had previously been prohibited, but now that this restriction has been lifted we see significant growth potential in this market. In 2005, we expanded our business in Japan by winning the tenders for exclusive 20-year Street Furniture contracts in Nagoya and Kobe. In 2006, we won Street Furniture contracts, again for 20 years, in Osaka, the third-largest city in Japan and capital of Kansai Prefecture, the country's second largest economic area, as well as in Fukuoka, Hiroshima, Niigata and Shizuoka. In 2007, we won four new contracts, in Sapporo, Kitakyushu, Sakai, and Hamamatsu. In early 2008, we announced Street Furniture contracts won for Kawasaki, Sendai and Sagamihara.

In 2009 we gained new advertising faces in Kyoto and Toyama via the provision of self-service bicycles. As of the December 31st, 2009 we are present with street furniture in nineteen of the twenty largest Japanese cities and 37 out of the top 50 Japanese cities, representing a potential resident audience of 41 million people. In this way, we have created the first national outdoor advertising network to be offered in Japan providing a realistic alternative to television for advertisers seeking a mass audience.

In 2005, we significantly grew our footprint in China with the acquisitions of Texon Media, the leading Street Furniture advertiser in Hong Kong. Now trading as JCDecaux Cityscape, the company manages 5,100 advertising faces on Hong Kong bus shelters under long-term agreements with the three principal local bus companies. In 2006, JCDecaux Cityscape won the advertising concession for complete wrap-around ads awarded by Hong Kong Tramways Ltd for 5 years. JCDecaux Cityscape today has exclusive rights to manage advertising on the entire stock of 140 trams.

In 2009 we were awarded the contract to provide self-service bicycles in Brisbane, Australia's third largest city. This gives a potential of 600 new advertising faces, of both large and small format, in this key Australian market.

South America and the Middle East: developing markets
In South America, we have Street Furniture contracts in Salvador de Bahía in Brazil, Montevideo in Uruguay and Buenos Aires in Argentina (shopping malls). During 2008, we also won a major Street Furniture contract in Santiago, the capital of Chile. This is our first street furniture contract in Chile.

In Qatar, we are the exclusive operator for street furniture in the capital, Doha, through the joint venture QMedia Decaux. We operate over 1,600 faces under this contract, which is our first street furniture contract in the Middle East and allows the Group to showcase its expertise and know-how in the region.

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

2.4. Sales and marketing

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

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

In France, JCDecaux continued to innovate in 2008 and 2009, creating a radically new range based on revolutionary new concepts: City. A market research study carried out in March 2008 identified the three major communication objectives sought by brands: to expand their store chain sales, to build brand recognition and to key into urban trends. Based on this insight and with the support of Experian, the French geomarketing specialist, JCDecaux designed a multi-format offering using a territorial approach that maximises the effectiveness of advertising in meeting these objectives. This new range sits alongside JCDecaux's traditional campaigns crafted around its powerful and segmentable street furniture networks.

In the UK we have developed the "Fast Forward" printing hub which allows us to take a client's poster design electronically, proof it and print it at regional depots so allowing us to post national campaigns within two days of receiving the campaign artwork. This innovation and increased flexibility has allowed us to compete for short term tactical campaigns, particularly from entertainment clients, that may otherwise have gone to other media.

At the same time, the think tank JCDecaux Innovate, set up to enhance the impact and originality of marketing campaigns, continued its world-wide development, running campaigns that have since become landmarks in the outdoor advertising sector. In parallel with the innovation that saw the traditional bus shelter display turned into part of the advertised event itself, other revolutionary communication techniques were launched, such as the privatisation of advertising sites for a given period so they could be turned into Street Art on behalf of the brands. In 2009 JCDecaux Innovate enhanced the launch of the new Volkswagen Polo by placing its new model on 5 platforms across Paris and its suburbs of Boulogne, Courbevoie and Puteaux. For the first time ever, the JCDecaux Innovate team used the base of its furniture to showcase a clients product rising above the traffic. 8m2 vitrines were taken away and were replaced by 3.5m long and 2.2m wide platforms capable of withstanding the necessary weight.

All around the world, JCDecaux Innovate teams are forging real partnerships with advertisers and agencies to continuously push forward the boundaries of brands' urban marketing.

Because of our unique presence and advertising network in Europe, we are able to offer advertiser's pan-European, multi-display and/or multi-format campaigns. Our global sales and marketing division, JCDecaux OneWorld provides a single point of entry for international clients wishing to access our sales, research tools and JCDecaux Innovate products worldwide, further enhancing established partnerships. JCDecaux OneWorld specialise in the international coordination of advertising campaigns, has undertaken pan-European advertising campaigns for prestigious advertisers (see page 33) supported by unrivalled tools and research expertise to enhance our client's outdoor communication.

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

Principally in France and in the United Kingdom, we sell, lease and maintain street furniture, which generates revenues that are recorded in the Street Furniture segment of our financial statements. In 2009, such activities generated revenues of €105.6 million, representing 11.3% of our total Street Furniture revenues.

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

3. TRANSPORT

Our Transport advertising business includes the world's leading airport advertising business, advertising concessions in metros, trains, buses, trams and other mass transit systems, as well as the express train terminals serving international airports around the world. In addition to the 163 advertising concessions we hold in airports, we also have the right to sell advertising space in over 263 metro, train, bus and tram concessions in 148 cities in Europe, Asia-Pacific and South America. Altogether, we manage over 380,200 advertising faces in transport systems in 23 countries, with nearly 40,900 faces in airports. This figure excludes small advertising faces on airport trolleys and inside buses, trams, trains and metros.

In 2009, the Tranport business represented 31% of the Group's revenues. Airport advertising represented 51.4% of Transport business revenues and transport advertising 36.1%. Other operations conducted by subsidiaries in our Transport business, like print displays, sale of non-advertising products, marketing and sale of Innovate® media, or cinema advertisements, represented nearly 12.5% of Transport revenues.

Characteristics of transport advertising contracts
Our advertising contracts in airports and other transport systems vary considerably. This variety reflects the extensive role that grantors look for in managing the advertising space awarded. This flexibility may mean that contracts vary with regard to term, fees, ownership of equipment, termination clauses, level of exclusivity, location or advertising content.

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

- A term of between five and 15 years;
- Payment of a fee in proportion to our realised revenues, combination of minimum fees in certain cases;
- A joint-venture partnership with airport authorities as is the case for the airports in Frankfurt, Rome and Shanghai;
- Depending on the particular requirements of the grantors, we may design, build, install, and maintain at our expense wall supports, digital screens, advertising panels, or any other type of furniture. We also supply certain grantors with information and advertising panels and supports such as drawings;
- With a very few exceptions, the Group has exclusive rights to conduct its advertising business in airports. Most grantors are willing to extend our rights to include external bus shelters and other outside furniture, as well as terminal areas such as arrival platforms, but also passenger services such as NICT charging stations;
- The initial choice regarding the location of advertising panels is generally made by mutual agreement. However, in certain cases, the advertising content may be subject to the grantor's approval. The Group's rights may also be limited in this respect by airlines which have sub-leased areas within an airport and may therefore have certain rights in determining the location and content of the advertising visuals in these spaces.

3.1. Airport advertising

According to the ACI, global passenger traffic fell by 2.6% in 2009, a better result than the outlook at the start of the year would have seemed to suggest. Following a significant drop in traffic during the first and second quarters, the situation stabilised during the third and there was a significant rise during the last three months of the year. In general, this performance was largely due to a steep rise in domestic traffic in China, India and Brazil from second quarter 2009. For the year overall, results show a clear split between the two major markets within the air-transport industry. The mature markets (USA/Europe) saw a 5% drop in passenger traffic in 2009 while the expanding markets experienced continued growth: Asia/Pacific + 3.2%, Latin America/Caribbean +2.5% and the Middle East + 7%.

3.1.1. Geographical presence

The Group holds advertising contracts for 163 airports in 16 countries. In 2009, we renewed contracts in France for the Nice and Toulouse airports, both for a term of seven years. The contract for the Biarritz-Anglet airport was also renewed for seven years and extended to include outdoor spaces. Three major airports in Germany were also added to our portfolio: Berlin Schönefeld, Berlin Tegel and Düsseldorf, following the acquisition of a majority holding in Wall AG.

Under a single trade name, “JCDecaux Airport”, we reach approximately 29% of worldwide airport traffic and are present on four continents.

- In Europe, the Group manages advertising contracts for 105 airports, the three largest of which are London, Paris and Frankfurt. More specifically, JCDecaux is present in:
  - 35 airports in France, including those operated by Aéroports de Paris (Charles de Gaulle and Orly);
  - 8 British airports including Heathrow, Gatwick and Stansted;
  - 7 airports in Germany, including Frankfurt airport in a joint venture with Fraport;
  - Brussels International Airport in Belgium;
  - 23 airports in Spain (including Barcelona, Palma de Mallorca, Malaga and Alicante);
  - All airports in Portugal (9 concessions);
  - 5 airports in Italy, including the major hubs of Milan (Malpensa and Linate) and Rome via our subisidiary IGPDecaux;
  - 5 airports in Poland including Warsaw;
  - 12 airports in Scandinavia (Sweden, Norway) including Stockholm-Arlanda and Bromma.
- In Asia, JCDecaux originally began operations in 1998 in Hong Kong airport (Chek Lap Kok), a major gateway for this zone, followed by Macau. The Group has undergone significant expansion throughout this continent in recent years, initially via a joint venture with the Shanghai Pudong and Hongqiao airport authorities (2005) and then in 2006 with Bangkok Suvarnabhumi airport, a major strategic hub for South Eastern Asia, and finally in 2007, with part of the new Terminal T3 in Beijing airport for the 2008 Olympic Games and Bangalore International Airport, India's fourth largest airport. In 2008, JCDecaux reinforced its presence when it was awarded the contract to manage indoor and outdoor advertising in the new Qingdao international airport in China.
- In the United States, the Group manages advertising contracts in 29 airports, including New York (JFK, La Guardia and Newark), Houston, Miami, Minneapolis-St. Paul, Washington D.C., Los Angeles, Ontario and Orange County.

- Africa/Middle East: JCDecaux is present in 19 airports in Algeria, including the advertising concession for Algiers airport. JCDecaux also holds the exclusive concession for Sharjah airport as well as Dubai airport. This contract is key to the Group's long-term development strategy in the Middle East.

JCDecaux's presence in the 10 largest airport hubs worldwide in terms of passengers during 2009:

Airport	**Passengers** ***(in millions)***	**Contract holder**
London	127.5	**JCDecaux**
New York	100.5	**JCDecaux**
Tokyo[(1)]	94.3	Local company
Atlanta	88.4	Clear Channel Outdoor
Paris	83.2	**JCDecaux**
Chicago	80.9	Clear Channel Outdoor
Beijing	64.3	**JCDecaux** / local companies
Dallas	63.6	Clear Channel Outdoor/**JCDecaux**
Los Angeles	61.2	**JCDecaux**
Shanghai	55.8	**JCDecaux**

Source: ACI for the period November 2008-October 2009

(1) *In 2004 we entered into an agreement with Tokyu Space Creation, a subsidiary of the fourth-largest Japanese advertising agency, for joint marketing of advertising space in 26 Japanese airports (including Tokyo) and our 163 airports.*

As a result of its position in Asia, as of 1 January 2010, JCDecaux operates, exlusively or in partnership, the advertising contracts for the five largest airport hubs in Asia, i.e. part of Terminal T3 in Beijing, Tokyo Haneda (in cooperation with Tokyo Space Creation), Shanghai, Hong Kong and Bangkok.

	Passengers ***(in millions)***	**Contract holder**
Beijing	64.3	**JCDecaux** (locations in the new international T3 terminal) and other local operators for terminals T1, T2, T3
Tokyo Haneda	62.5	Tokyu Space Creation[(1)]
Shanghai	55.8	**JCDecaux**
Hong Kong	45.4	**JCDecaux**
Bangkok	37.6	**JCDecaux**

Source: ACI Passenger traffic (November 2008-October 2009)

(1) *In 2004 we entered into an agreement with Tokyu Space Creation, a subsidiary of the fourth-largest Japanese advertising agency, for joint marketing of advertising space in 26 Japanese airports (including Tokyo) and our 163 airports.*

As of 1 January 2010, the geographic coverage of our advertising faces in airports was as follows:

Country/region	**Number of airports**	**Number of advertising faces**
France	35	5,900
United Kingdom	8	6,300
Europe[(1)]	62	10,000
North America	29	12,700
Africa/Middle East	21	1,300
Asia-Pacific	8	4,700
Total	**163**	**40,900**

(1) *Germany, Belgium, Spain, Italy, Norway, Poland, Portugal and Sweden.*

3.1.2. Airport advertising contracts

JCDecaux prefers exclusive contracts for the marketing of advertising space in airports. These contracts are subject to tender procedures and are generally awarded for a term of five to 15 years. As of 31 December 2009, the average remaining term (weighted for 2009 revenues) of our airport advertising contracts was five years.

We pay a percentage of our advertising revenues to airport authorities under our concession agreements, varying between 50% to 70%, on average, of our realised revenues. However, the investment, as well as the operating costs linked to maintaining these panels are much lower than those for street furniture contracts.

3.1.3. Audience and traffic

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

According to the ACI, following a fall in traffic in 2008 (-0.1%) and 2009 (-2.6%), 2010 - with forecasts of +2.2% - should see renewed growth in passenger traffic. The ACI predicts continued growth up to 2013, with 2008-2013 CAGR of +3.2%. Significant growth will be seen in the Middle-East (+5.5%), Asia-Pacific (+5.3%) and in Africa (+4.2%) during this same period.

3.1.4. Sales and marketing

We sell advertising packages for individual airports as well as packages that allow international advertisers to display their advertisements in multiple airports around the world. We believe that our presence in 163 airports around the world, especially in the major airports of London, New York, Paris, Los Angeles, Frankfurt, Hong Kong, Shanghai and Dubai, is a major asset both with respect to international advertisers, for which we can design national and international campaigns, and with respect to the airport authorities that benefit from our ability to generate greater sales and value per face as a result of marketing advertising displays nationally or globally.

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

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

Our products include a wide range of advertising structures in different formats, as well as exhibition spaces and advertising faces mounted on trolleys. These panels are placed where passengers tend to congregate, such as at check-in areas, passenger lounges, gate areas, passenger corridors and baggage carousel areas, offering advertisers the opportunity to interact with their target audience close to points of sale and to the commercial areas of the airport. We also design custom-made advertising structures for our advertisers, such as 3-D products or giant display panels, which have a maximum impact on incoming and outgoing airport traffic.

Targeting and measuring the audience for airport media

Pioneer in audience measurement, we were the first outdoor advertising group to develop a system of audience measurement specifically designed for airports in Great Britain (RADAR), which makes it possible to inventory advertising faces, establish their proximity to points of sale and determine the socio-demographic characteristics of the public that is likely to see such advertising faces. With this tool, we can offer advertisers targeted advertising networks.

In France, JCDecaux provides its customers and media agencies with tools to evaluate the performance of airport media and measure their audience, thus enabling them to compare this with other major media. The study of French airports was designed to evaluate performance by face, location and combination of media and non-media devices using a tailored media-planning application. This study, which is known as *Media Aéroport Performances*, MAP, also facilitates an analysis of the audience profile per airport in terms of socio-demographics, trip frequency, consumption profile, etc., and to determine waiting times. The data from this study offer a strategic and exclusive tool for this media to optimise airport offerings and the pricing policy.

More recently, JCDecaux presented a new study on the consumption mode/consultation of digital screens in airports conducted by Eyetracker, the only European agency specialised in "eye tracking"; this study used cutting-edge technology to accurately observe what passengers focus their gaze on. Eyetracker glassers are equipped with two small cameras which record the field of vision and follow the gaze of those wearing them. This research provides the first confirmation of the high visibility of digital media. The 20 participants who wore the Eyetracker glasses produced 1,985 unique points of impact, or an average of 99.25 impacts per person. This proves that each passenger sees on average 100 advertising faces as they pass through the airport.

Events and services: growth levers for airport media
Advertisers are always looking for ways to differentiate their products to really assert their brand within the airport. JCDecaux Airport offers personalised mechanisms to enlarge and multiply the impact of a campaign, using, for example, giant display panels, 3D displays, interactive furniture, exhibition spaces or relationship marketing. Interactive devices advertising passenger services also form part of the communications solutions favoured by advertisers. In 2009, all subsidiaries worldwide multiplied their event campaigns and the implementation of passenger services.

One of the most convincing examples is the NICT (New Information and Communication Technologies) charging stations, which allow passengers to work and charge their MP3 player or mobile before boarding, while preserving the battery on their electronic device. This invaluable service is a fine example of how passengers can maximise their time in the airport. New-York JFK was the first to introduce this service in 2003 with the roll out of 50 charging stations designed by JCDecaux and sponsored by Samsung. In 2009, this device was rolled out in a large number of new locations with charging stations in airports in Paris, Hong Kong, Frankfurt, Milan and Dubai. New sponsors also entered the field of play; in addition to Samsung who sponsors this service in five airports throughout the USA and France, the most visible brands include Oracle, LG and the One World air alliance.

The dynamic and interactive communications medium developed by JCDecaux Airport in partnership with the Pages Jaunes Group is another example of the interest among brands to sponsor passenger services. With this medium, which was designed by JCDecaux Airport, the Pages Jaunes Group offers travellers a new means of accessing its services as part of a multi-channel strategy. The interactive Pages Jaunes terminals combine practical information and a highly targeted form of advertising.

In terms of event advertising, Fiat's campaign in Frankfurt and Paris Orly was without doubt the highlight of the year. In Frankfurt, FIAT hung a full-size model of the very trendy Fiat 500 Cabriolet from the airport ceiling, ensuring maximum visual impact for passengers. In Orly, the car was put on its side and equipped with a plexiglass roof for a panoramic view of the interior. In both airports, this high-impact staging was complemented by ad-hoc billboards.

Finally, in Algiers, the WTA telephone operator ensured even more impact by selecting the water tower, a real architectural feature at the airport entrance, thus targeting all passengers using both the national and international airports. With a 155 m2 visual at a height of 15 m, and visible from more than 300 m, the WTA campaign is a huge step towards Naming Right, real brand sponsoring associated with the name of the airport.

The airport: a laboratory for new technologies
Digital screens are a key feature of the airport environment, whether for broadcasting information, advertising messages or content aimed at entertaining passengers. With their closed environments and extended waiting times, airports are a place where digital media are highly efficient and could prove useful in increasing trade for travel retail spaces, for example.

In 2003, JCDecaux Airport launched "Aéo®", the first 100%-digital, soundless televisual medium dedicated to the airport-passenger relationship, in Paris's airports. Since then, the Group has installed more than 2,000 screens in airports in 11 countries: Germany, Belgium, Spain, France, Italy, Norway, the United Kingdom, the United Arab Emirates, the United States, India and China. Business models have changed as a result of these developments and nowadays they tend more towards devices that are exclusively dedicated to advertising content. Following on from its small format advertising networks (2 m^2 panels), JCDecaux now develops highly effective "premium" devices comprising giant screens (such as the 32 m2 LED screen installed in Dubai airport in 2008) in strategically important locations.

Digital media offers advertisers a new form of flexibility by allowing them to target their communication depending on the audience, place or time of journey and to instantly update their advertisements. One of the best examples of 2009 was the Vodafone campaign on 600 digital screens in BAA airports throughout the United Kingdom. Vodafone chose this media to directly distribute information to passengers on two sporting events that it was sponsoring: the Formula 1 Grand Prix in Monaco and the final of the UEFA Champion's League, both at the end of May. Through this campaign, for the first time, the results of key sporting events were transmitted directly to passengers, in real time, on a digital medium. This campaign also emphasised the creative and entertainment capacity of this media. Vodafone hired a sports expert to create enthusiastic and creative comments displayed on digital screens as if they were sent by a friend texting you from the terraces.

3.2. Metro and other transport advertising

As of 1 January 2010, we had 263 advertising contracts representing 339,300 advertising spaces in metros, trains, buses, trams and rapid transit systems serving airports around the world.

3.2.1. Geographical presence

Thanks to our numerous transport advertising concessions (metros and buses), JCDecaux is the leading outdoor transport communication company in China. The Group holds advertising contracts for almost 34,700 buses in 15 Chinese cities.

In terms of the metro, JCDecaux has held the MTR (Mass Transit Railway) advertising concession and the Airport Express Line (AEL) in Hong Kong since 1977. We also manage advertising spaces in Beijing, Guangzhou, Nanjing, Tianjin, Shanghai and Chongqing. With more than 80% of the market share, the Group's presence in Chinese metro systems cannot be ignored. Thanks to JCDecaux China's advertising networks, an advertiser can purchase spaces in six different cities, something which was unheard of in the past. As well as simplifying the purchase process for advertisers and agencies, this unique network also offers opportunities in terms of creativity and innovation, thus improving the impact of communication in Chinese metro systems.

In 2009, we renewed, and extended for ten years, our contract with Shanghai Bashi Co., Ltd for the exclusive advertising concession on its buses. This contract covers 10,000 buses currently operated in Shanghai Puxi, as well as new buses which Shanghai Bashi will put into operation in the next ten years, 5,000 of which may be used for advertising purposes in accordance with new government regulations.

In metro systems outside the Asia-Pacific zone, JCDecaux holds advertising contracts in Santiago in Chile, Turin, Milan, Rome, Budapest, Vienna, Prague and Oslo. In Spain, JCDecaux manages event advertising for the entire Madrid metro system, as well as all advertising on new lines created since 2007. We have also been managing advertising concessions for the Barcelona metro (major medium for Spanish advertisers and agencies) and the Bilbao metro since 1999.

In addition to our strong presence in 17 Chinese cities, JCDecaux holds numerous advertising contracts on buses, trams and stations throughout the world, in particular Melbourne, New York, Vienna, Oslo, Rome, Milan, Barcelona and Prague, and has national coverage in Sweden and Italy. Finally, JCDecaux has been present in land transport systems in Africa since 2008, with the signing of a ten-year advertising concession contract with Tahkout bus in Algiers (1,200 buses transporting more than 220,000 students between the Algiers campus and those of Blida, Tipaza, Medea, Bouira and Boumerdes).

3.2.2. Metro and other transport advertising contracts

The term of our metro contracts is typically between three and ten years. As of 31 December 2009, the average remaining term (weighted for 2009 revenues) of our metro and other transportation system contracts was six years. The initial investment sum and the operating costs linked to maintaining advertising panels in the metro are generally lower than those for street furniture contracts. We also pay a variable fee to grantors, in the form of a percentage of our advertising revenue.

3.2.3. Audience and traffic

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

The R&F study for the Beijing metro reveals that a traditional advertising campaign can reach more than 58% of the adult population in Beijing in just four weeks. This means that an advertiser can make 428 GRPs or 42 million effective visual contacts with a standard network of 100 illuminated panels. The figures are even better for targeted campaigns of particular interest to young people, graduates or high earners, for example. For example, 607 GRPs are reached among white-collar workers, 42% above the average. The study therefore confirms that our metro network not only has a high advertising impact within a closed environment, but also facilitates highly effective contacts among the targeted public.

3.2.4. Sales and marketing

In 2009, our transit media experienced great success with advertisers as a result of certain highly original advertising events.

JCDecaux creates advertising events in the metro

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

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

The Innovate Festival in Hong Kong, organised by JCDecaux Transport in collaboration with MTR (Mass Transit Railway) Corporation, aims to promote the creative potential of MTR media. From October to December, zones with the highest passenger traffic in key stations throughout the network are dedicated to creative advertising campaigns. Advised by JCDecaux Transport experts, brands and agencies are told to let their imagination run wild and design innovative campaigns, whether this be through the use of technology, interaction with MTR users or dramatic use of the space. MTR is the ideal platform for creative advertising, reaching millions of people every day, making their commute more enjoyable.

Leading advertisers - such as HSBC, LG Electronics and the Macau Government Tourism Office (MGTO) - have already seized this opportunity to widen their advertising boundaries and demonstrate their innovative capacity. For example, for their last campaign, MGTO used fibre optic lighting to project a twinkling light imitating the effect of a fireworks display, while Floor Vision technology was used to recreate Macau's ancient stone paths. Finally, visuals on 3D lamps with special lighting and large scrolling panels and sound effects gave metro users the impression that they were right in the heart of Macau. The combination of these devices creates an all-together unique stage and demonstrates the boundless creativity of outdoor advertising.

MTR users are invited to participate in the festival by playing the Thumbs-up lottery organised by Innovative Advertising. Via interactive touch-screens located near the exhibition zones, they can vote for their favourite campaign based on creativity and the quality of the execution.

The metro and other transport systems: laboratories for new technologies
As is the case with airports, the closed environment of the metro provides an ideal location for digital media. This media is particularly advanced in China where JCDecaux manages more than 600 screens in the metro systems in Hong Kong, Shanghai and Beijing. Aimed at a highly mobile audience inside stations where waiting times are limited (two to three minutes), the model used is exclusively for advertising purposes with short programme loops to optimise visibility for advertisers.

In Europe, in Barcelona and Vienna, the model is different. Here, advertising takes the form of content media aimed at informing and entertaining passengers.

4. BILLBOARD

We are the leading Billboard advertising company in Europe in terms of sales. In 2009, Billboard accounted for 20% of our revenues.

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

The Billboard activity also includes illuminated advertising (JCDecaux Artvertising), basically the creation and installation of large-format neon signs. We also offer wall wrap advertising. Present in 12 countries, with 70 neon signs, we currently cover the major European capitals and aim to strengthen our position in Asia and Central Europe. In 2009, illuminated and wall wrap advertising generated revenues of €12.8 million, accounting for 3.2% of total Billboard revenue.

4.1. Characteristic of Billboard contracts

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

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

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

4.2. Geographic presence

As of 31 December 2009, we had just over 232,300 advertising faces. These were placed in 23 countries in Europe (including Russia and the Ukraine), covering nearly 2,900 European towns and cities of more than 10,000 people, three countries in the Asia-Pacific region (Thailand, Singapore and China), two in Central Asia (Kazakhstan and Uzbekistan), and one in the Middle East (Qatar). In 2009, we continued to pursue our strategy of improving the quality of our billboards by dismantling certain low-quality panels and replacing them with more state-of-the-art displays, backlit and scrolling panels. In 2009 we also further controlled costs by the removal of uneconomic panels altogether in a number of the more mature markets. As of 31 December 2009, we had approximately 49,100 billboard faces in France.

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

As of 31 December 2009, the geographic distribution of our billboards was as follows:

Country	Number of advertising faces
Europe[(1)]	144,500
France	49,100
Asia-Pacific[(2)]	500
United Kingdom[(3)]	36,400
Rest of the world[(3)]	1,800
Total	**232,300**

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

(2) *Includes Thailand, Singapore, and China.*

(3) *Includes 25 800 Telephone Kiosk panels*

(4) *Includes Kazakhstan, Qatar, Russia, Ukraine and Uzbekistan. Most of the panels are in Qatar and Uzbekistan.*

4.3. Our product offering

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

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

The new billboards incorporate successful Street Furniture concepts, such as backlighting and scrolling panels. The use of scrolling panels increases the number of faces that can be marketed per display and creates new marketing opportunities, such as timesharing. Since the acquisition of Avenir in 1999, we have invested significantly to improve the quality of our Billboard network, especially in the major markets of France and the United Kingdom. This qualitative improvement has enabled us to strengthen the advertising effectiveness of our networks and differentiate our product offering to advertisers. For the most visible and prestigious displays, for example, we have continued to replace fixed panels with 8, 12 and 18 m^2 backlit scrolling panels called "Vitrines®". In 2009 in the UK we expanded our coverage of these scrolling billboard products by winning public tenders for their provision at high traffic flow locations in the important cities of Southampton and Trafford (Manchester).

As of 31 December 2009, the Billboard division had installed over 2,300 Vitrines® in France, over 280 in the United Kingdom, over 120 in Belgium, and over 250 spread across nine other European markets, mostly Austria, Portugal, Slovenia, Sweden and Spain.

In 2009, in France, 48% of the advertising faces offered in our short-term campaigns were illuminated, boosted by our earlier winning the RFF / SNCF contracts and developing this existing patrimony. This is considerably better than our French competitors' networks, which had only 40% of their billboards backlit on average. In the United Kingdom, we also invested in recent years in this segment to increase the number of backlit panels.

In 2003, we were the first national UK Company to exceed a 50% illumination level. In 2009, we offer the largest supply of illuminated billboard panels in the UK (source: Postar, Issue 115 2009). This should enable us to continue increasing average revenues generated per face, since these panels reach a more significant audience.

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

In some markets, particularly the United Kingdom, we have continued to bring forward new, large, landmark billboards (the Premier line). These are large backlit panels, both horizontal and vertical to capture synergies with street furniture creative forms, in a range of sizes from 18 to 83 m^2 and situated only at the most prestigious and highest audience flow locations. As of December 2009, we had installed 757 of these high-quality panels, compared to 770 as at 31 December 2008 and 265 as of 31 December 2004, the year the Premier offering was launched, the year the Premier offering was launched. After London, we expanded this product to key locations in the other major cities of the United Kingdom, including Manchester, Birmingham, Glasgow and Leeds. The largest Premier sites, 4.6m high by 18m long, include the Cromwell Road in London (a high-traffic route from the city centre to Heathrow Airport) and a new site next to Junction 2 on the M1 motorway (London's major gateway to the north).

In September 2005, we added M4 Tower, the United Kingdom's tallest purpose-built advertising structure (28.5 meters tall, as high as a seven-storey building), which is positioned for maximum visibility on the main highway to Heathrow Airport from London. Designed for JCDecaux by the award-winning architects Foster and Partners, the two $50m^2$ panels on the structure reach over 1.6 million consumers every week. Through innovative design incorporating thousands of mini-LEDs, the structure can change colour to reflect the corporate identity of the advertiser. In 2006, we continued building this type of unusual advertising display in locations near major, high-density traffic arteries. Thus, we erected the Torch on the M4 motorway in London, not far from the Foster M4 Tower, as well as a similar structure on the A3 motorway.

In 2009 we continued to invest in these high profile superstructures sites, strategically placed to expand our landmark offering and reinforce our London dominance in the run up to the Olympics in 2012. Two further towers were built on the M3 motorway and the A40M motorway in London next to the new Westfield shopping centre, the largest inner city mall in Europe. These sites in conjunction with the towers on the A3 and M4 motorway mean that we offer iconic sites on all the "wealth corridors" leading to the capital city. In addition, also at Westfield we have built one of our larger Premier sites to capitalize on this valuable location. The new structures also incorporate the LED lighting effect permitting customers to customise the sites.

Such locations can be sold in conjunction with a Street Furniture network in order to increase the visual impact of a campaign, because of the unusual size of their structures. In 2007, the Torch was converted into a large-format digital panel, transforming this structure into an advertising medium that is particularly flexible for advertisers.

In 2008, we also introduced 20 new digital billboard displays at high-impact locations in central London. These new structures are part of the Premier line and enhance the attractiveness of these high value-added systems for advertisers, with still three years to the 2012 Olympic Games. The new billboard structures offer advertisers the best digital display in the United Kingdom and have made it possible for us to attract new clients. These $18m^2$ LED billboards enable an advertiser to see its display downloaded automatically on 20 digital screens, to send multiple messages and to change the text in real time. The advertising displays are shown 60 times per hour and more than 20,000 times in two weeks. This platform, located on prime commuting routes, gives new opportunities to develop relationships with our customers. Tapping into commuters' desire to know what is happening in the world in 2009 we partnered with Sky News to bring content for the first time to roadside outdoor. Updated via a live data feed, London PrimeTime provides the latest headlines in business news, sport, show business and weather as part of the display on the 20 digital boards.

Finally, in 2007, JCDecaux United Kingdom announced the conversion of all of its traditional billboards to carry completely recyclable one-piece polyethylene posters. All of our billboards in the United Kingdom will be transformed into high definition billboards. This conversion will not only make it possible for us to reduce their environmental impact, as a result of lower consumption of paper pasted to structures, but also to speed up the posting process and improve their visibility. Implemented through 2008 and 2009, this initiative has helped us maintain our advantage over our principal competitors in the United Kingdom.

The more sustainable nature of the recyclable posters has proved an attractive element to many of our advertisers who share our ambition to minimise impact upon the environment while maintaining a high quality communication. The nature of the posting has increased flexibility by making posting quicker and easier. We have recently introduced in the UK a capability to receive advertising copy from advertisers to a central hub, proof it, distribute it to our network print centres throughout the country, print and then post a campaign all within the space of two days. Named "Fast Forward" this increased flexibility overcomes one of the perceived problems with large format advertising and allows us to attract short term tactical advertising which may have otherwise ended up in other media. This advantage has also been generally strengthened by the addition of a proof of posting system, JCDecaux Live!, which was developed in conjunction with Vodafone and allows clients to see in real time evidence that their posters have been posted via a simple extranet connection.

4.4. Sales and marketing

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

All advertising space is sold by our own sales forces to advertisers or to their advertising or media agencies.

A large proportion of our Billboard business comes from short-term seven- to fifteen-day advertising campaigns, although in some countries, such as France, long-term packages ranging from one to three years also contribute significantly to revenue (23.6% in 2009). Long-term packages tend to be purchased in order to provide directions to the location of a particular advertiser or to promote its brand or corporate image.

Because of our unique presence and advertising network in Europe, we are able to offer advertisers' pan-European, multi-display and/or multi-format campaigns. Our global sales and marketing division, JCDecaux OneWorld provides a single point of entry for international clients wishing to access our sales, research tools and JCDecaux Innovate products worldwide, further enhancing established partnerships. JCDecaux OneWorld specialise in the international coordination of advertising campaigns, has undertaken pan-European advertising campaigns for prestigious advertisers (see page 33) supported by unrivalled tools and research expertise to enhance our client's outdoor communication.

Unlike Street Furniture advertising, prices may be discounted from our standard rate cards, consistent with market practice. This practice led us to develop a system that allows our sales force to optimise Billboard network sales. Thanks to our Yield Management system, our sales force can follow in real time the development of supply and demand for our advertising networks and can appropriately adjust discounts offered to advertisers in order to sell each Billboard network at the highest best price.

In France, an additional strategy was introduced in 2007, with the first mixed national display associating JCDecaux 2m² and Avenir 8m² faces: NOVEO. This idea involves sale at a price net of any discount.

Each Billboard network is assembled in conjunction with audience measurement studies. These audience measurements are compiled on the basis of geomarketing data and tools, such as "Geo-Logic®", a unique geomarketing tool that compiles socio-demographic data on movement, behaviour, consumption and sectors of activity on the basis of geography crossed with net worth information. We use these data to help our customers to tailor their advertising campaigns to the characteristics of their target audience, such as age, gender, income, Internet usage or the proximity of panels to particular retail stores. This tool has also helped us in optimising the placement of our panels and selecting new sites.

Constructed with the help of these geomarketing tools and audience measurement studies, our Billboard networks address the specific communication objectives of our advertisers. Advertisers can buy networks that provide them with homogenous national or regional advertising coverage, or that focus coverage in a key city, or that are located near stores, movie theatres or metro stations. Use of these tools allows us, among other things, to sell our billboard networks on a time-share basis. With the advent of scrolling billboards and remote control technology, we are now able to manage in a very precise manner the display face that appears on a billboard at a given time. We offer our advertisers the option of targeting their potential audience at the times that such audience is most likely to be in the vicinity of a given billboard. Along the Paris Peripherique (ring road), for example, we now sell separate advertising packages on our panels during the morning, afternoon and evening hours. The same is true with the Paris network Chrono Connect, involving interactive content for mobile telephones. Similarly, we developed a unique line of targeted display systems in France at the national level. Avenir, our Billboard subsidiary in France, is the only operator today able to offer this to advertisers, due in large part to the quality of its national coverage.

In 2009 our Billboard proposition has also was supported by the introduction of the Fast Forward concept. In particular retail clients took advantage of the rapid posting made possible. A good example was major food retailer Morrisons who used the increased flexibility and turnaround time on posting to promote money off vouchers available in the national press. Other clients included McDonalds, Asos (Internet clothing), finance brands Nationwide, ING Direct and Hiscock, Expedia, in media The Times and car company Mazda. In many case clients moved money that would have been spent in the press and in some cases were still able to use outdoor even if the creative was approved late on standard campaigns. For major retailer Tesco we have been able to secure longer term bookings where the client is able to change copy each week based upon analysis of their own sales data. This initiative supported revenue in a broad range of sectors including retail which as a result did not decline as much as other parts of our UK business.

Our Billboard offering also benefits from the developments of our JCDecaux Innovate concept. We have been able to attract new advertisers with imaginative uses of our scrolling billboards, by adding LCD panels to large format boards and by using lens technology and special lighting techniques. Finally, in the United Kingdom, we have developed a new, innovative billboard technology called Chameleon, which makes it possible to put up two completely different displays, night and day, on a single backlit structure. We financed this innovation and own the exclusive marketing rights to use it for our customers.

OUR ADVERTISERS

1. KEY ADVERTISERS

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

In 2009, in the face of the worsening economic conditions we believe that the positions we have established in emerging markets, especially in China and the Middle East region, and the long term partnerships we have fostered with leading advertisers helped us offset the extreme declines in spend experienced by some advertisers as their response to the economic crisis. We succeeded in a large part in retaining high levels of spend from our leading clients and this in some cases significantly increased. The fact that we are not in any significant sense reliant on one client meant that even significant reductions for some larger clients did not disproportionately damage our revenue base.

This condition continued in 2009 when revenues from only five advertisers accounted for more than 1% of our consolidated Group advertising revenue. Our established long term partnership arrangements with leading customers on a national and international basis meant that in difficult trading we were still able to justify our position in our clients media mix as a cost effective media supplier. For example following the announcement of our Global partnership in 2007 due to our expertise in international campaigns, in 2009 Unilever once again increased its advertising spend with JCDecaux. We also benefited from our global partnership with Samsung, our leading advertiser, who although reducing investment levels with us did so at a rate much less than the average decline in investment. Another leading advertiser with us, HSBC, having increased spend with us in 2008, maintained investment almost unchanged in 2009. McDonalds Restaurants and the Volkswagen Group also significantly increased spend with us in 2009 and moved into the Group of our top 10 advertisers for the first time. Hennes & Mauritz, having recently returned to outdoor advertising, following a temporary shift to television, also entered our top 10 customers with a significant increase in spend year on year.

The Ford Motor Company, particularly effected by the economic crisis in 2009, left the list of our largest customers while the Coca-Cola Company, which appeared on the list of our top 10 advertisers for the first time with a significantly increased investment with us in 2008, remains one of our leading customers thanks to an ever closer international relationship based upon our unique offering.

Our ten largest advertisers in 2009 accounted for approximately 11.8% of our consolidated revenues, as in 2008, and were: Samsung Electronics, Unilever, HSBC, L'Oréal, McDonald's Restaurants, France Télécom, the Coca-Cola Company, Hennes & Mauritz (H&M), Vodafone Group and the Volkswagen Group.

Breakdown of advertisers by industry

The following table shows the breakdown of our advertising revenues by industry in 2008 and 2009:

	% of the total	
Secteur	**2009**	**2008**[(1)]
Retail sales	14.8	13.3
Leisure / Entertainment / Film	13.3	13.1
Food and Beverage	9.0	8.6
Bankink/Finance	8.8	9.8
Services	8.7	8.2
Luxury and beauty products	7.8	8.3
Telecom / Technology	7.0	7.6
Automobile	6.5	7.5
Fashion	5.9	5.8
Travel	5.4	5.7
Government	3.3	2.7
Restaurants	2.5	2.0
Wines and spirits	2.4	2.7
Beer	1.8	1.8
Tobacco	0.7	0.6
Internet	0.7	0.6
Other	1.4	1.7
Total	**100%**	**100%**

[(1)] Revenue by category for 2008 has been restated in light of new analysis.

In 2009, the classification by category of our advertisers was slightly revised to reflect growing areas of our business. It should be noted that our second largest market, the UK, experienced a further significant reduction in the currency exchange rate to our quoted currency between 2008 and 2009 and this fact alone can have a disproportionate negative impact on categories where the UK has a particularly high relative spend to the Group.

There was more volatility in the category movements in 2009 than in previous years, conditional on the nature of the products and their positioning and exposure to the economic crisis. All categories with the exception of Restaurants and Government experienced some decline, although the rate of decline varied considerably with some important areas of business only slightly affected while others saw substantial negative growth.

In 2009, companies in the retail industries excluding clothing represented the biggest customer category for us, accounting for 14.7% of our consolidated advertising revenues, up from 13.3% in 2008, spend with us having shown considerable resilience to the decline experienced in outdoor advertising and advertising more generally. We experienced a relatively modest fall in spend, the lowest of any major category. In diverse parts of the world spend actually increased (North America, Scandinavia, Central Asia/Middle East) while the most significant region, Northern Europe and specifically France, remained almost constant. Overall, in many medium-sized European markets, growth in this sector was solid. The growth in advertising spending by retailers was driven by increased competition and store expansion, which resulted in increased outdoor advertising spending by existing advertisers in *many of our markets and by the addition of new clients.* Although some major advertisers did cut back (Carrefour, Ikea) this was offset by large number of smaller customers increasing spend, seeking to increase market share, some benefitting from our partnership arrangements (Tesco, MediaMarkt, El Corte Ingles, Lidl). Advertising spend by Mulliez (which includes Auchan, Decathlon and Leroy Merlin*, among others) again remained constant in 2009 and Mulliez remained one of out top 20 advertisers over the year.* In France, the trend of retailers transferring a portion of their advertising budgets back from television *to outdoor advertising appeared to be maintained with investment from significant customer groups like Rallye (Casino) and Leclerc largely maintained.*

Our second largest category, Entertainment and Media, experienced marginally below average decline and increased share of our overall consolidated advertising revenue in 2009 to 13.3% from 13.1% in 2008. While in line with the general slowdown in average spend in Europe the category still performed relatively well in North America and Asia Pacific. Some major customers expanded their business with us into new markets resulting in category growth in Latin America and the Middle East. In a media market that remained difficult and in which advertisers found it harder to connect with their audiences, outdoor advertising continued to be the "media's medium". Subject to increasing competition, the large television, film, radio and print companies continue to turn to outdoor advertising to promote their products. In 2009, major advertising campaigns were again purchased by NewsCorp (BSkyB/The Times) in the United Kingdom. The need to promote channels and programmes in a competitive television market led to stable or increased spend by other significant advertisers (Time Warner) and new customers (ProSieben, MTV and TV stations in Australia). A buoyant film market resulted in companies such as UIP, Sony Pictures and Metropolitan Films considerably increasing their investment with us, along with increased investment from significant existing advertiser Walt Disney.

The advertising spending of food and beverage companies (including Nestlé, Kraft and Danone, among others), household products companies, and beauty products companies (including Unilever, Procter & Gamble and Beiersdorf, etc.) declined slightly less than the average spend in 2009. This is largely explained by relatively strong trading in significant European markets for this sector (France, Italy, Germany, the Netherlands) and good growth in Asia, particularly in China and Australia which offset a squeeze on margins for major advertisers in this category in particularly Spain, Belgium, Croatia and the UK. The sector moved to third place in our portfolio of advertisers and accounted for 9.0% of our consolidated advertising revenues, compared to 8.5% in 2008. Despite the pressures in the UK and Spain the sector was buoyed by good growth amongst some key advertisers such as Kraft, Glaxo Smithkline, PepsiCo and Henkel amongst others. The extension in 2007 of our pan-European relationship with Unilever to 41 countries around the world continued to yield benefit in advertising spending by this advertiser in Asia and in the principal European markets, which showed the power of our advertising networks around the world. In 2009, despite the aforementioned squeeze in the UK, Unilever continued to be one of our largest customers and business from this advertiser grew significantly and became more diverse with us globally. We also benefited from the steady growth in advertising spending by this sector in the United States.

In China we benefitted from the introduction of audience measurement in the major markets of Shanghai and Beijing which improved accountability and contributed in 2009 to a broadening of our customer base and new investment from this sector. Beverage advertiser Wang Lao Ji made significant new investment with us becoming a top 25 advertiser with the group as a result. Noodles company Ting Hsin significantly increased investment after experimenting with the medium in 2008. In France, the transfer of part of advertising spending in the retail business to television in 2007 generated significant rate increases, driving certain food and beverage companies (like Coca-Cola and Kraft) to transfer part of their budgets to outdoor. Having experienced the effect of our advertising networks these customers increased their levels of advertising investment with us in 2008 and remained among our larger customers in 2009. We also attracted investment from a range of new smaller customers in France such as Fleury Michon.

Revenues from the banking and financial industry having experienced significant growth in 2008 was the first of the larger categories to experience significantly above average decline reflecting a reduction in spending by financial companies on advertising generally in the face of the financial crisis, and ranked fourth place among our advertisers, with 8.8% of consolidated advertising revenues in 2009, compared to 9.8% in 2008. With the exception of the UK our largest markets for financial spending actually performed quite strongly (France, USA, PR China) but the widespread and significant decline in the majority of other markets offset this resilience. Despite a growing recognition, especially by banks, of the power of this medium, the emergency measures taken in the industry in the face of the crisis meant that spending generally on advertising and promotions were severely curtailed.

Spend in PR China, however, remained strong where some advertisers new in 2008 significantly increased investment with us in 2009 (Industrial and Commercial Bank of China, Bank of Communications) and benefited from a broadening of the customer base with increased advertising spending by a large number of smaller customers. Despite the crisis our business relationship with HSBC, which expanded in 2007 and in 2008, remained strong: institutional campaigns were sold on new airport structures around the world and especially on passenger ramps and passageways in airports in the United States, France, the UK, PR China and Thailand. In 2009 investment grew slightly, and particularly in core markets France and the USA, and HSBC remains one of our main advertisers.

Revenues from the services industry were variable in 2009, according to the markets involved. The weakness in the UK and French markets was countered by strong growth in Spain and Portugal with increased investment by France Telecom and Vodafone being matched by more national (local) companies. The USA performed relatively well with continued growth from clients such Verizon, and China benefitted particularly from the introduction of 3G to the market, leading to increased spend from the leading platform providers. Decline from this group of advertisers was generally a little less than the average for the year. Amongst mobile phone platform providers Vodafone trimmed it's overall spend with us further but continues to invest heavily and remains one of our largest customers. France Telecom, having increased advertising investment with us significantly in 2008, reduced investment in 2009 but also was still a significant user of our products. The Middle east and North Africa, particularly, delivered increased or new spend from a diverse range of this client group including QTel (Qatar), Orascom(Algeria), Du (UAE)

Following strong growth in 2008 in the revenues from the major luxury and beauty products companies (such as L'Oreal, LVMH and Shiseido) in many countries where we do business, in 2009 customers in the sector were more cautious in investment and the category was our sixth largest. France is a core driver for this business and experienced some reduced spends particularly in the luxury area. Expansion was particularly significant in PR China in 2008, and although growth continued in 2009 this was not enough to offset declines elsewhere including Hong Kong. LVMH having increased its investment with us in 2008 on a range of brands in its portfolio, and geographically through the Group, was obliged to reduce the number of markets covered and the scale of investment. Another leading advertiser with us, L'Oreal, essentially maintained the significantly increased spend we experienced in 2008 while expanding the number of markets used. L'Oreal remains one of our leading customers.

In the telecom and technology sector we saw a relatively sharp decline due to softness in the mobile telephony segment (Nokia/Sony Ericsson) and fewer campaigns for software releases which are driven by the development cycle. However investment from our largest customer, Samsung Electronics with whom we signed a global partnership in 2007, remained high. Through our partnership Samsung has benefited from our broad global presence and has increased investment throughout the Group. Also offsetting the declines in telephony was increased investment with us by some other electrical goods companies including among others LG, Sony, Panasonic and Hitachi which was in response to developments in digital provision of video and audio material. Clients such as IBM and Oracle have also significantly increased spend in this category which represented 7.0% of our consolidated advertising revenues in 2009 compared with 7.6% in 2008.

The auto industry experienced a sharp slowdown in spending with us in 2009 in keeping with a general slowdown in advertising investment for this sector. Although advertising spending in this category of advertisers is strongly correlated to new vehicle introductions, the extraordinary turbulence in this industry occasioned by the crisis in financial markets and the need for government support have caused an extreme shock in the market. Ford in particular, reduced investment significantly in 2009 and was no longer one of our leading customers. Although PSA Peugeot Citroën, and to lesser extent Renault Nissan, BMW, Toyota, General Motors and Honda all reduced their advertising spend with us in 2009, this decrease was very slightly offset by continued growth among smallest advertiser brands with us. Hyundai Kia Group, Daimler, Fiat Group and Tata all strongly increased their business with us, especially in France. Of particular note was an increased investment by the Volkswagen Group which made it one of our top ten customers for the first time. Overall the category represented 6.5% of our consolidated advertising revenue in 2009 against 7.4% in 2008.

In 2009, the proportion of our consolidated advertising revenues represented by advertisers in the fashion industry was essentially stable at 5.9%. Overall a softening of demand in core markets for this category France and Italy was counteracted by increased demand in other leading markets, Germany, UK and Spain and smaller European markets such as Sweden and Austria. In the Chinese market in particular the sector experienced some reduction in investment from fashion sports clients who had geared promotions to the Olympic Games. Conversely, Hennes & Mauritz (H&M), a client who had been among our leading advertisers before reducing its outdoor advertising spend for several years in favour of television but who had come back to us in 2007, and maintained this spend in 2008, sharply increased their investment with us in 2009. In the UK street furniture was seen as a desirable format to drive high street business, while some budget clothing retailers used large format to compete In Qatar the combination of the new Villagio shopping mall contract with growing market understanding of our street furniture concept has strengthened activity in this sector with largely local clients.

Advertising spending by the travel industry was a sector also badly affected by the financial crisis in 2009 and declined in many of our principal markets, particularly the UK, France and Southern Europe and particularly from major scheduled airlines, rail companies (SNCF) and some large hotel groups. Conversely business in the large markets of USA and Germany were quite stable experiencing only modest decline. This was in part due to competition in the low cost airline industry (AirBerlin), from which some revenues were generated by our international sales unit JCDecaux OneWorld. There were a number of new campaigns by tourist boards (Australia) which complemented this low cost airline activity. This trend should strengthen in the coming years and be extended to new countries. The addition of the Middle East to our geographical coverage also meant further increased spend from clients such as Emirates Air. The travel business remains an important sector for us, accounting for 5.4% of our consolidated advertising revenues.

Revenues from government sources have typically been dependent to a large degree on the cycle of national elections although governments in certain markets increasingly promote programmes designed to achieve a social good. In the UK although such activity did reduce it remained high and the year 2009 saw increased activity of this nature in France, Italy, the USA and a broad range of Central European countries. There were also increased contributions to this relatively small category from relatively new markets such as Qatar and India. In addition our central sales and marketing unit JCDecaux OneWorld contributed to growth with the co-ordination of spend by the European Parliament promoting voting in the European Elections. In 2009, Government was one of only two defined categories to experience growth and the portion of our consolidated advertising revenues represented by this category of advertisers rose strongly (to 3.3% of advertising revenue).

In 2009 we have separately identified restaurants as category of spend due to its strong growth in recent years. Fast food restaurant customers such as Quick, Yum (KFC, Pizza Hut, Taco Bell), Burger King and particularly McDonalds Restaurants all increased spend with us in 2009 seeking to benefit from the proximity of our advertising products to their retail locations and their relevance to key audience groups for this sector.

In 2009, revenues from beer advertising declined noticeably, in particular due to the difficult trading conditions in the UK, French and German markets.-This is now a relatively small sector of our business, the core of which is in Northern Europe, and as we predicted last year these advertisers are starting to return as the market recovers with this core region experiencing modest growth. In the UK Molson Coors returned to the medium although not yet at the very high 2007 levels and in Ireland Diageo spend was well up to support the 250th anniversary celebrations of the Guinness brand. In 2009 Heineken and InBev maintained the good levels of investment committed in 2008. In the wine and spirits sector, having experienced a growth in spending in 2008 by major advertisers like Diageo and Pernod-Ricard, these major advertisers contracted investment somewhat in the face of the economic crisis particularly in France and Spain. Conversely investment with us for this product category in Asia pacific, particularly PR China, continues to grow, from these advertisers and others such as Suntory. As a result, the contribution of advertising for alcoholic drinks (including beer) was 4.2% of our consolidated revenues for the period.

Internet advertising is separately categorised and although a relatively small part of our business saw interesting growth from companies such Google and major new investment from Chinese search company Sohu.

Advertising for tobacco remains low and now accounts for 0.7% of advertising revenues. The only significant markets for us where tobacco advertising was still permitted in 2008 are Germany and to a certain extent the new market of UAE.

Cyclicality and seasonality

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

Street furniture is also characterised by long reservation periods for advertising campaigns, from three to four months on average, but up to one year at times, which moderates the effect of fluctuations in the business cycle. In 2009 reservation period have been reduced reflecting the loss of traditional point of reference as well as attempt to put pressure on media owners.

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

2. CHARACTERISTICS OF ADVERTISING CONTRACTS

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

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

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

3. JCDECAUX ONEWORLD: SERVING OUR INTERNATIONAL ADVERTISERS

The decision in January 2009 to merge our long established international sales and marketing divisions to form JCDecaux OneWorld has benefited the group in 2009 with a strong increase in the revenue stream from this centralised source. JCDecaux OneWorld has given our leading international clients a single clear point of access to the Group's international portfolio, across all business sectors, and permits us to better service and develop business opportunities with these customers. The centralised resource simplifies the process of purchasing international campaigns for advertisers that develop their media strategy on a European or international scale and we believe has allowed JCDecaux to show leadership in developing tools for our customers to improve and evaluate their outdoor communication effectiveness.

Located in London, JCDecaux OneWorld is also responsible for developing and managing alliances with international advertisers in the 55 countries where we do business. Since its creation, JCDecaux OneWorld has successfully completed international campaigns for customers such as Estee Lauder, Calvin Klein, Dolce & Gabbana, Logitech, Acer, Stefanel, Intimissimi, Oakley, Prada, Armani and various airlines and international tourist offices.

JCDecaux OneWorld creates innovative campaigns by emphasizing the creative and universal aspects of a display in order to create a truly international advertisement. We have developed tools with global application such as the Outdoor Creative Optimiser, which allow clients to optimise the effectiveness of their campaign communication and have shown leadership in the development of increased outdoor industry accountability.

In addition JCDecaux OneWorld manages international co-ordination of JCDecaux Innovate, a means by which the Group shares creative and innovative ideas throughout the world, and allows us to develop and attract new customers beyond individual country borders.

Our group has also entered into long term international alliances, such as the one with Unilever, which was previously renewed and extended to 41 countries around the world. This close relationship continued in 2009 and resulted in an increased investment from this client. More recently, we entered into a European alliance with Cheil Worldwide for Samsung, covering 43 European countries. In 2008, through this partnership, Samsung considerably increased their investment with the Group and became our largest customer, which they remain in 2009. We have also entered into other alliances in the areas of consumer products, technology, large-scale retail and cosmetics.

These international alliances managed by JCDecaux OneWorld enable us to strengthen the attractiveness of outdoor advertising for our major customers.

SUSTAINABLE DEVELOPMENT

The JCDecaux Group has been committed to a policy of continuous improvement of its business since 1999. Created in 2007 under the authority of the Executive Board, the corporate Sustainable Development and Quality Control Department plays a role at key points in the value chain and is also involved in the company's day-to-day business.

Its field of operations embraces all our activities and its task is to:

- Define and implement the Group's strategic objectives in terms of sustainable development;
- Unite the subsidiaries in the implementation of action plans;
- Consolidate the Group's leading role.

After consultation with our subsidiaries, in 2008 we issued our *Sustainable Development Statement* to JCDecaux employees and our external stakeholders via the Group's website. Several communications were issued to subsidiaries throughout the year to ensure their continued support for the Group's policy.

Sustainable Development Statement

Since the beginning, the JCDecaux group has been committed to working proactively with cities, transport companies, airports and advertisers as well as media and advertising agencies to improve the urban environment.

The Group has become one of the world's leading outdoor advertising companies by developing innovative products, taking a bold attitude, and respecting rigorous standards of ethics.

It is JCDecaux's continued dedication to these values that will maintain its industry leading position.

JCDecaux and its subsidiaries endeavour to:

- Pursue and increase the implementation of measures aimed at reducing the impact of the company's activities on the environment: in particular, by reducing energy and water consumption and recycling billboards and other waste, in addition to other measures;
- Pursue eco-design in the re-engineering of existing products and the creation of new products; intensify the use of lifecycle analysis; and increase the development and implementation of "green" products;
- Accelerate the ISO 14001 certification process;
- Develop and implement a policy to reduce carbon emissions;
- Proactively support, by offering our products and services, the sustainable development policies of the cities, transport companies, airports, corporate landlords, advertisers and media and advertising agencies that we work with;
- Develop a specific measurement tool to monitor improvements;
- Encourage and support internal professional development without discrimination;
- Provide a safe, sound and efficient working environment for our employees;
- Maintain our commitment to causes that the Group has chosen to support;
- Involve all our teams, through local initiatives, in the Group's day-to-day commitment to developing sustainability.

The great challenge of the 21st century is to pursue economic development while at the same time respecting mankind and the environment; this is at the core of our company culture and values. The continued involvement of JCDecaux's teams on these subjects underlines the Group's dedication to fulfil its global corporate responsibility commitments.

The Group's commitments to sustainable development have been implemented under its policy of continuous improvement since 2008 and these efforts will be continued and intensified over the following years.

An internationally-recognised programme of continuous improvement

Our commitment and performance is reviewed and recognised by extra-financial rating agencies as well as by fund managers and analysts specialising in socially responsible investment.

This recognition helps show that JCDecaux is a socially-responsible group, careful to develop its business in accordance with ethical, human, social and environmental values.

For several years, JCDecaux has been included in the three leading ethical investment indexes, which list the best companies according to strictly defined criteria of corporate social responsibility.

We have been part of the ASPI Eurozone® since 2003, the FTSE4Good since 2005 and the DJSI since 2007.

- The FTSE4Good index (compiled by the Financial Times and London Stock Exchange) covers 671 companies world-wide, including 38 French companies;
- The ASPI Eurozone® index consists of the 120 companies in the DJ Stoxx SM universe that achieve the highest CSR ratings from Vigeo. The index includes 85% of CAC 40 companies, i.e. 45 French companies;
- The DJSI (Dow Jones Sustainability Index) comprises 317 global companies, including 23 French ones.

In 2009, JCDecaux was listed in the *Excellence Investment Register* drawn up by Forum Ethibel. This register identifies those companies which are pioneering or leading the field in terms of CSR within their business sector and includes 198 companies, 34 of which are French.

Although reporting on sustainable development has been in place at the Group for several years, its implementation is increasing and is constantly being improved. The indicators were reviewed in 2009 to ensure their relevance and were drafted based on the voluntary reporting guidelines issued by the Global Reporting Initiative (GRI), a set of internationally recognised guidelines.

Code of Ethics: encouraging community engagement at JCDecaux

The Group's Code of Ethics is reviewed regularly. The first edition was issued in 2001 and it was updated in 2005 and again in 2009. It was signed by all managerial staff during the course of the year, as well as all those whose duties may give rise to the possibility of making commitments on behalf of the Group, both towards government agencies as well as customers and suppliers. It has been translated into several languages and has been published on the Group's Intranet site; a public version is now available under the Sustainable Development section of the Group's website.

The Code is organised around two sets of rules:

- Fundamental Ethical Rules which apply to dealings with government agencies, shareholders and financial markets. A Group Ethics Committee, consisting of the Chairman of the Audit Committee, who is an independent member of the Supervisory Board, the General Counsel and the Director of Internal Audit, is responsible for ensuring compliance with these rules, which include an absolute prohibition of any form of active or passive corruption and which are essential to our existence and success. The Committee was referred to once in 2009 regarding an issue that was completely unrelated to corruption. The referral to the Committee was deemed unfounded following an investigation by the Group Ethics Committee;
- Code of Good Conduct regarding relations with suppliers and customers, as well as with fellow employees within our Company. The rules it contains must be implemented in each of our companies, in accordance with applicable local laws and regulations. Compliance with them is the responsibility of the Group's directors, both in France and elsewhere.

While confirming and consolidating the principles of the 2005 Code, the 2009 edition also aims to draw the attention of all employees to the following in particular:

- Compliance with European and national laws and regulations on free and fair competition between companies;
- An absolute obligation to refrain from all corrupt activity or similar and;
- Compliance with the fundamental principles of labour law as established by the International Labour Organization.

In France, the Advertising Ethics Committee, made up of the heads of the legal, marketing, asset management and sales departments, makes sure that particularly sensitive forms of visual advertising (lingerie/nudity/respect of the individual, religion, violence, products targeted at young people, politics, sustainable development, etc.) comply with regulations, ethics and the Group image. It was referred to on twelve occasions in 2009 and rejected nine advertising campaigns, an 80% increase on the number of campaigns rejected in 2008, thus underlining the Group's increased commitment to respecting advertising ethics.

1. HUMAN RESOURCES

With operations across five continents and in 55 countries, JCDecaux employs a total of 9,937 people; these employees are managed within each individual subsidiary. This flexibility allows the Group to adapt its operating mode to better suit the specific context and local regulations, while complying with the Group's Code of Ethics.

Attracting new talent, maximising human capital, building employee loyalty and providing a healthy and stimulating working environment are among our core concerns. Our employees share the Group's fundamental values: professionalism, know-how, transparency and integrity.

Changes in the number of employees

As of 31 December 2009, we employed approximately 9,937 people (full-time equivalent). Excluding change in consolidation scope in 2009, we employed 9,002 people (full-time equivalent) a decrease of 3.9% compared to 2008. In 2009, despite the Group's efforts to take all necessary measures to limit the impact of the global economic crisis on our employees, cuts were made throughout the year, in particular in the United Kingdom, as well as Spain and Finland. New consolidated entities led to an increase of 935 full-time employees largely due to the acquisition of Wall AG, which had 703 employees as of 31 December 2009, the majority of whom are located in Germany but also by the 50% integration of Russia and the Ukraine also resulted in an 80% increase in the number of employees in the "Rest of the World" (+240 employees).

With 3,596 employees (representing 60% of our operating headcount), France accounted for 36.18% of our worldwide headcount at the end of fiscal year 2009. These employees are distributed among 14 locations, 13 of which are outside the Paris region (Ile de France). Of our French staff, 61%, or 2,183 full-time equivalent people, are based in the Paris region (Ile-de-France) and work in our offices at Plaisir and Neuilly-sur-Seine, in our billboard preparation and manufacturing warehouses in Plaisir and Maurepas, or in our Paris operations offices.

ATTRACT AND ENGAGE

Promotion of diversity and anti-discrimination

The Human Resources Departments in our various subsidiaries work hard to create working conditions in which all our employees can thrive and fulfil their potential.

One of our key aims is to encourage pluralism, pursuing diversity in the workforce through hiring and career management. We view professional integration of people of diverse ethnic, social and cultural backgrounds as an opportunity to enrich our values. Anti-discrimination policies are an integral part of our Code of Ethics.

To help the inclusion of vulnerable youths in France, JCDecaux is a partner of the *Fondation Agir contre l'Exclusion* (Foundation for action against exclusion), collaborating in their *Un but pour l'emploi* (A goal for employment) programme. It is also a member of the *Conseil National des Entreprises pour la Banlieue* (National council of companies for deprived areas) created by the French government in 2009 and is also a partner of the *Nos quartiers ont des talents* association, which helps young graduates from working-class areas find employment. JCDecaux has helped them with their advertising campaign, providing them with advertising spaces, free of charge, in spring and summer 2009 and has also provided sponsorship. In 2009, the Director of Human Resources received an award, on behalf of JCDeacaux France, recognising the Group's social commitment in relation to the work of this association. Each of the partnerships established by JCDecaux forms part of the Group's wider social and community policy in France, and is symbolic of its commitment to this policy.

Strategy of internal recruitment: maximising our human capital

We have experienced strong and steady growth in our headcount since the company was first founded. To keep pace with our rapid development, in France and abroad, we regularly recruit new employees. We can offer exciting professional opportunities in all business lines and in many different regions.

The Group's diverse activities mean that there are almost 100 different business lines within the company. This in turn ensures that employees have several channels of development open to them (technical, hierarchical, geographical); through *Boursemploi*, which is accessible on the Intranet, they can consult all job vacancies within the Group and thus ensure that they do not miss out on the opportunities available to them. In this way employees play an active role in their development within the company.

Since 2007, evaluation tools have been in place in France to develop the quality of managerial relationships between employees and their managers and implement a comprehensive career-management process called SCOPE (Supervision of Competences, Orientation, Potential and Evolution). In 2009, Scope Committees were held with each of the Chief Executive Officers to discuss the development aims of all Managers in their Departments. Those who hoped to progress in the short term (one year) met with the Human Resources Department (HRD) to discuss their careers plans. To improve the recruitment process and increase mobility, the HRD also has the *PerformanSe* tool: this online questionnaire is used to perform a "behavioural assessment", which remains the property of the employee or candidate.

Induction programmes are also offered to new employees. For example, in France, since 2008, managerial staff has attended a three-day induction programme during their first month with the Group. They are introduced to the different departments and business lines at JCDecaux, including the Sustainable Development Department. The strategic and cross-disciplinary vision of this programme, as well as the friendly exchanges that take place, make this programme a key stage in welcoming new employees to the Group.

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

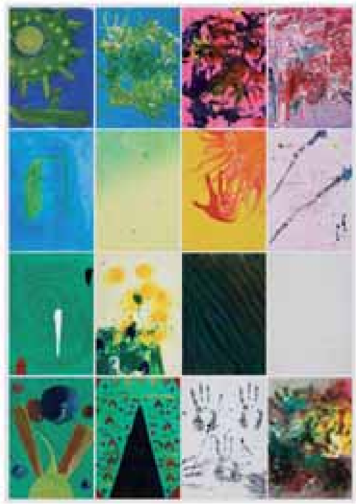
We give priority to permanent employment agreements, rather than using part-time temporary workers or subcontractors. This strategy is directly linked to our quality standards, where priority is given to the transfer of know-how.

Community values that involve all of our employees

During the course of a team-building seminar held in November 2008 by JCDecaux Australia, the team identified five fundamental values that should be at the core of the work carried out by the technical department; these values also coincide with the Group's global ideals and its Australian subsidiary's corporate mission.

This task resulted in 16 illustrations depicting these values, which were then merged into one single work entitled "Creativity in adversity". In 2009, to consolidate these values, a song entitled "Discover your Heart" was written by the team in collaboration with a musician. The collective work produced in 2008 was used for the cover.

The song is available on the Internet and the sale profits went to the Fred Hollows Foundation for the prevention of blindness.



Creativity through Adversity

Encouraging learning and attracting young talent
To develop a pool of high-potential young managers, we work closely with selected universities and institutions of higher education.

In France in 2009, 120 trainees from various backgrounds interned at JCDecaux in France for periods of a few weeks to one year. These internships are an excellent way to identify future potential and represent a unique source for recruiting new talent. Engaging these young people in long-term internships (six months minimum) facilitates their integration into the company, offering them "real" operational duties and identifying a mentor to advise and help the intern in their daily work. In 2009, 37 "long-term" interns joined the company and more than 10% of them were employed with permanent or fixed-term contracts.

Employment of people with disabilities
We comply with legislation on the employment and integration of people with disabilities. In France, our ambition is to steadily increase the number of people with disabilities working in the Group to achieve our target of 6% as soon as possible. In this respect, JCDecaux has an action plan in partnership with Agefiph (Association for the management of funding for the integration of disabled people) for: the recruitment of people with disabilities (partnerships with the Capemploi networks, specialist Internet agents, participation in local and national forums on employment for the disabled); helping retain disabled employees within the company (training programmes on re-evaluation in conjunction with the *Services d'Aide au Maintien dans l'Emploi des Travailleurs Handicapés* (Services to help keep disabled workers in employment), preventive measures to reduce the risk of developing musculoskeletal problems); and support for disabled employees (support unit for different administrative tasks).

Specific training is also offered to managers and teams who have a disabled team member.

An increasing number of projects are also being put in place to encourage the local and social economy.

Encourage
Because every employee has their own contribution to make to the Group's innovation and dynamism, we have created structures where staff can express their ideas and suggest new services or procedures, either to improve the company's business or day-to-day working life.

The "Eureka" competition, which has been running since 2007, is open to all staff in France and invites ideas on creativity, efficiency or working conditions. The best ideas are picked and the winners are rewarded. JCDecaux constantly strives to analyse and support urban trends and innovation is therefore a key value within the Group; a theme proposed in 2009 was "bus shelters of the future". The proposal selected combines a local service with a space for community exchange.

Over the years, almost ten countries have introduced a "Suggestion Box" system. This can take various forms but the focus is always the same: innovation of the business lines and improvement of the work environment.

In Denmark in 2009, a brainstorming exercise concentrated on suggestions relating to climate change and energy saving.

The Ecoreflex programme, which seeks to raise awareness among employees of environmental best practices, is also an important channel of communication, with a dedicated mailbox and Intranet site.

During the last five years, around ten countries have completed employee satisfaction questionnaires, the results of which have been shared. The most common positive points to emerge are the level of recognition and work satisfaction, as well as a good understanding of the company's objectives. Action plans have been put in place to take into account suggestions for improvements, such as internal newsletters. Close to ten other subsidiaries would like to conduct a similar questionnaire in the forthcoming years. In 2009, 51% of JCDecaux managers in France took part in a study on Managerial Communication, which was conducted by the Afci (French association for internal communication) and the ANDRH (National association of human resources directors). The questionnaire shows that the Group is perceived as dynamic and bases its growth on an ambitious and relevant strategy. It also points to a level of confidence among its employees which is much higher than that expressed by other participating companies.

René Ricol, Médiateur du Crédit, presenting the award to Jean-Charles Decaux.

France, Senate - 25 March 2009, JCDecaux awarded the *Grand Prix de l'Entreprise Patrimoniale et Familial* (Award for owner-managed and family businesses). Under the patronage of Gérard Larcher, President of the Senate, the aim of the *Grand Prix* is to recognise and reward family businesses which stand out for having created the right conditions for sustainable growth. It is awarded to companies who have achieved significant economic success, but who have also made a worthy contribution through their social and environmental work. Family and owner-managed companies therefore prove the relevance of combining performance and ethics.

"We have chosen to honour JCDecaux, a family company dedicated to a long-term vision for governance and human resources with a true company philosophy and global school of thought",
stated Thierry Lombard, Vice-chairman of the Awarding Panel, during the presentation of the Grand Prix 2009.

Advance

We are rolling out an ambitious training programme. Many training programmes are run each year to help employees in all areas related to the business: management, operations, technical, security, languages, communication, marketing, sales, software, etc. Employee training and continuing education have been one of our key focus areas. Although the global crisis did affect the Group, we worked hard to maintain a high level of training despite the difficulties encountered during this period. In 2009, 7,047 employees took part in over 62,907 hours of training throughout all the Group's subsidiaries.

In 2009, more than 2,300 interns completed more than 26,000 hours of training in France, representing an investment of more than one million euros.

Since 2004, we have had our own school for sales training, the JCDecaux Media Academy. The school offers modules to enhance sales effectiveness on the ground with workshops, one-to-one coaching, *team-building* and à la carte training programmes. Also in 2009, more than 350 interns in France received training in the Sales and Development Department as well as all Regional Managers and sales agents within the Property Development Department.

The JCDecaux Management Academy encourages the implementation of the managerial standard developed in 2007, with the active participation of 16 of the company's managers representing the different business lines and the diversity of JCDecaux. Since 2007, all managers in JCDecaux's French subsidiaries have taken part in this training course on management techniques. The training has been offered since 2008 and is aimed at skilled employees with a managerial role. In 2009 close to 100 local managers completed this training.

A HEALTHY AND EFFICIENT WORKING ENVIRONMENT

Organisation of working time

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

Working conditions: safety prioritised

Continuous improvement in employee safety and working conditions is a key objective. In 2009, a total of 3,210 employees received 23,683 hours of safety training. Our policy and strategy for improving safety and working conditions is directed by the technical departments of each subsidiary, based on applicable legal requirements, and primarily involves controlling risks relating to working at elevated locations, road safety and electrical safety. A programme to raise awareness of and provide training on occupational risks was established in France in 2007. The PEPS (Ergo Health Production) programme, which was rolled out to employees of the billboard workshops in 2008 (Plaisir and Lyon), was completed by more than 50% of the teams in the La Clé St Pierre logistics site and was extended to operations agents in Ile de France who perform work on "elevated" street furniture. The programme is scheduled to be rolled out in all the French regions in 2010. Activities linked to the Self-Service Bicycle schemes are under study.

In addition to national requirements, certain countries have voluntarily established "health and safety committees", such as Belgium and Portugal, or have created systems enabling employees to suggest improvements.

Against the backdrop of the H1N1 flu pandemic, the Group took measures to ensure that all of the subsidiaries provided adequate information to their employees on the precautions to be taken, that they had the necessary equipment and that business continuity plans were established.

Certain subsidiaries are also certified to OHSAS 18001 or SA 8000 standards.

Compensation strategy and social insurance contributions

Salary policy is decided at the level of each subsidiary in accordance with regulations in force, based on agreements negotiated annually and the financial resources of the subsidiaries.

Employee compensation is based on objective criteria, such as job profile, qualification, and experience. For managers, a strategy of variable compensation and bonuses based on individual objectives is generally used. At the same time, bonuses for “performance quality” are awarded to field staff to encourage them and reward individual results.

We are in compliance with all legal requirements relating to social insurance and other contributions relating to compensation.

Since 2009, all of JCDecaux France's Company Savings Plans offer a "Solidarity" fund. The "JCDecaux Diversifié" fund has therefore been created. This fund invests at least 5% of its assets in the "Solidarity" economy, which has lead to the allocation of more than €450,000 to finance "Solidarity" programmes. These sums are used to support many projects in favour of insertion, home ownership and access to credit, etc.

Balanced employee relations

We pay considerable attention to the views of our employees, which are expressed within an organised institutional framework. We attempt to reach formal agreements that are fair to the parties involved in all circumstances.

In France, professional elections took place in 2009 for the UES JCDecaux (representing the Group) and redefined union representation within the Group. JCDecaux staff is hence represented as follows:

- JCDecaux SA and JCDecaux MU: UES Workers' Council, comprising 15 members and 15 substitutes, well beyond the legal minimum (nine members/nine substitutes), plus five union representatives. A total of 21 establishments have Employee Representative Committees while 17 have Occupational Safety and Health Committees (CHSCT). These committees will be renewed in 2010;
- Avenir: a Workers' Council comprising eight members and eight substitutes (over the legal minimum) and four union representatives. A total of 17 establishments have Employee Representative Committees while one has an Occupational Safety and Health Committees (CHSCT). These committees will be renewed in 2010;
- JCDecaux Airport France: one single Employee Representative Committee comprising three members and three substitutes.

More than 50 collective agreements have been signed since 2006 for all of the French entities of which the most significant concerned JCDecaux SA and the employment of senior citizens, the classification of activities in the billboard production workshop and operational activities, social relations and triennial profit-sharing. For Avenir, agreements were established relating to the employment of senior citizens and triennial profit-sharing.

Professional elections took place within Cyclocity in 2008. The Workers' Council consists of six members and six substitutes, as well as three union representatives (CGT/SUD/FO). Two Occupational Safety and Health Committees (CHSCT) have been created within Cyclocity, one in Ile de France and the other in the Rhône-Alpes region. There are also Employee Representatives Committees in Paris, and in Ile-de-France, Lyon and Marseille. Nine agreements have been signed since 30 April 2008, relating to the employment of senior citizens, membership of inter-company Profit-Sharing and Savings Plans systems, the creation of Occupational Safety and Health Committees, collective guarantees, the reimbursement of health costs, negotiation procedures, night work, collective profit-sharing, as well as the pre-election agreement protocol and the amendment hereto.

Collective agreements on working conditions and compensation were also negotiated in other countries which are key to the Group, covering almost 64% of the Group's total workforce.

Employee profit sharing

The principles applicable to sharing of profits with employees depend on each subsidiary. In France, profit-sharing agreements apply to all employees. In 2009, a somewhat reduced yet still significant collective profit sharing was paid to all employees at the end of the Group's most difficult year since its creation in 1964. The total of all sums paid by way of profit-sharing in the fiscal year ending 31 December 2009 amounts to €2.7 million. The amount of profit sharing paid in France during the last three fiscal years is as follows:

In € thousands	2009	2008	2007
Profit sharing	1,945	6,796	7,265
Participation	833	933	488
Contribution(1)		92	121
Total	**2,778**	**7,729**	**7,753**

(1) *Refers to the company's contribution of a collective profit-sharing payment to the Employee Stock Purchase Plans in 2009*

Breakdown of employees by geographic region (FTE)

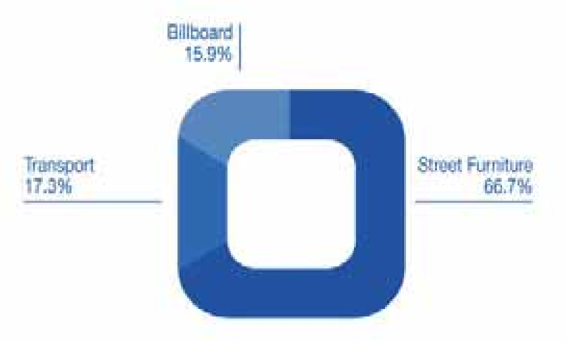
As of 31 December	2009	2008	2007
Rest of Europe	3,401	2,826	2,731
France	3,596	3,740	3,549
Asia-Pacific	1,621	1,633	1,527
United Kingdom	567	646	664
North America	212	225	232
Rest of World	540	300	185
Group Total	**9,937**	**9,370**	**8,888**

As of 31 December 2009

Breakdown of employees by segment (FTE)

As of 31 December	2009	2008	2007
Street Furniture	6,631	6,149	5,732
Transport	1,722	1,683	1,606
Billboard	1,584	1,538	1,550
Group Total	**9,937**	**9,370**	**8,888**

As of 31 December 2009



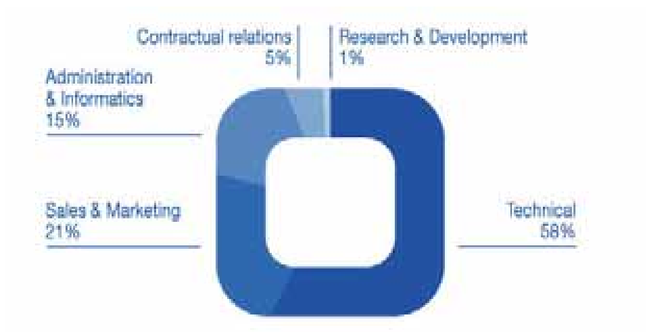
Breakdown of 2009 employees by gender (FTE)

Breakdown of 2009 employees by gender (excluding field and technical staff - FTE)

Breakdown of employees by expertise (FTE)

As of 31 December	2009	2008	2007
Technical	5,836	5,529	5,183
Sales and Marketing	2,059	2,007	1,918
Administration and IT	1,472	1,285	1,243
Contractual Relations	474	465	455
Research and Development	96	84	89
Total	**9,937**	**9,370**	**8,888**
France	3,596	3,740	3,549
Outside France	6,341	5,630	5,339

As of 31 December 2009



Breakdown of employees in France by category (FTE)

As of 31 December	2009	2008	2007
Senior executives	20[(1)]	19[(1)]	17[(1)]
Managers	561	588	578
Skilled Employees	1,049	1,049	1,023
Employees	1,966	2,084	1,933
Group Total	**3,596**	**3,740**	**3,551**

[(1)] *Senior executives based in France having responsibilities for French subsidiaries, or for International business.*

As of 31 December 2009

2. RELATIONS WITH CUSTOMERS AND SUPPLIERS

Our success is based on the recognised quality of our products and services, as well as our ability to understand and anticipate the needs of our customers, whether local governments, transport companies, corporate landlords or advertisers. To ensure long-term growth, we must not only offer innovative and high-quality products and services but also help and support our customers to develop sustainably.

Long-term partnerships
In its constant search for quality and innovation, the Group has won the loyalty of the majority of its partners. Relationships with local governments have ensured lasting support.

Since 2006, the Group has lead many discussions on the future of cities and transport in France. This research, and in particular the 2006 and 2008 publications dedicated to these issues, provide local governments and our media agency and advertiser customers with tools to help understand these urban problems.

In the Transport sector, JCDecaux has been collaborating with major airports such as those of Paris and Milan for 30 years, and with the airports in New York for 20 years. With the majority of airports in Europe and United States for which the Group currently manages the advertising concession, partnerships have been in place for more than ten years. The same trend is seen in land transport where, for example, the metro authorities in Hong Kong and Milan have put their trust in JCDecaux for more than 20 years.

Promoting sustainable development with our partners
The Group has established itself as an expert in local government services: it supports them in their efforts to implement more environmentally-friendly practices. The Group plays an active role in awareness-raising exercises for selective recycling and has developed a full range of street furniture equipped with facilities for recycling batteries, glass and other waste. We also offer local governments a way to reconcile urban mobility with safety, freedom and concern for the environment through our self-service bicycle concept: Cyclocity.

In recent years, campaigns to promote sustainable development or "green" products have been created by different subsidiaries, such as Innovate in France with its "Trier, c'est préserver" (Sorting is preserving) campaign in conjunction with the Association des Maires de France (the French mayors' association) and Eco-Emballages. More recently, JCDecaux Artvertising, in collaboration with Crédit Agricole and the Greenwall Company, installed the work entitled "Marseille 2013 à cœur" a ten metre plant wall on the front of a building overhanging the Old Port of Marseille in France. According to the Town Hall, this initiative is a sign of the city's commitment to sustainable development.

In summer 2009, JCDecaux Innovate in the Netherlands ensured necessary coverage of the Netherland Schoon Foundation campaign (Keep the Netherlands clean) to convince the public to stop throwing their chewing-gum on the street and sticking it on benches or on bus shelters. JCDecaux provided great impetus to this campaign by confronting passers-by with their behaviour.

Sustainable development is a fundamental value shared by airport authorities and JCDecaux Airport. It therefore forms the basis of the Group's solutions provided in response to airport briefs, in particular "carbon neutral" solutions, optimisation of electricity consumption and recyclable devices. In 2009, the strength of such solutions helped us win pitches from the French airports of Bordeaux and Nice, for example.

Constant adaptation to the needs of our advertising customers
One of our core aims is to encourage loyalty among our customers by continuously providing differentiating value in an increasingly competitive market. Leading international groups have been working with JCDecaux for more than ten years. Our constant adaptation to customer needs through our marketing, commercial, or "contractual relations" teams is supplemented by periodic customer satisfaction surveys conducted at the initiative of each subsidiary with principal advertisers and local governments.

In 2009, the transformation of One Stop Shop into JCDecaux OneWorld has improved the relationship between Marketing and Sales for our customers and media and advertising agencies. By putting in place one single "office", ensuring easy access to our portfolio of worldwide outdoor advertising solutions, we aim to support brands and their communications departments.

The professionalism, know-how and creativity of our teams have often been recognised and awarded. The awards obtained underline our long-term commitment to building confidence among our customers. For example, JCDecaux Spain received the *Premier Prix de la Meilleure Entreprise de Publicité Extérieure* (Best outdoor advertising company) at the last edition of the *Prix Control*, which has been organised for the last 40 years by Revue Control, a monthly publication and pioneer of specialist information related to advertising and marketing. In Australia, the "team spirit which brings out the best in its employees, its creative solutions and ideas, which go beyond the mere sale of advertising space, the know-how which inspires respect within the market, the efficient collaboration with its partners, its skills in product launches which are both tactical and strategic" were recognised in 2009, when the subsidiary received the award for the Best Sales Team" at the B&T Awards. And our subsidiary in Belgium was awarded "Media Sales House of the Year" at the "Annual Masters of Media Awards 2009", one of the most prestigious awards within the Belgian communications sector. Finally, in India JCDecaux has been awarded three prizes, two of which were for innovation, at the Outdoor Advertising Awards organised during the 2009 Outdoor Advertising Convention.

Fostering innovation in advertising: supporting our customer's communications strategies

JCDecaux China has organised the "Best of The Best Awards" since 2007. This annual event aims to encourage and recognise excellence and creative brilliance in advertising campaigns designed for the metro system in order to stimulate the development of this segment in China. In 2009, in a move to promote interaction, JCDecaux China invited metro users to participate by voting in different categories, thus establishing a platform for communication and exchange with the public. The Sichuan Cultural and Tourism Development group and Wanglaoji were rewarded for the "Most popular charity campaign" and the "Best national campaign", respectively.

In Spain, Greenpeace was awarded first place in the *Confirmés – Affichage classique* (Traditional billboards) category and the WWF third place in the *Nouveaux talents – campagne innovante* (New talents - innovative campaign) category during the 7th edition of the JCDecaux Awards.

Internationally recognised quality

Our keen sensitivity to quality is supported by the ISO 9001 certification for the business of certain subsidiaries, particularly in France, Spain, Italy, Portugal, Hong Kong and Ireland.

Industrial activities managed by the Research, Production and Operations Department have been ISO 9001 certified since 1997 and ISO 14001 certified since 2007.

Purchasing is governed by a Code of Ethics for Suppliers

Most industrial processes are carried out by the Research, Production and Operations Department based in Plaisir (Yvelines, France). The Research Department, reinforced this year by the creation of the Electronic Research Department and JCDecaux MediaLab, is responsible for designing street furniture. The Purchasing, Supply Chain and Production Department procures parts and subassemblies, and assembles the most complicated structures for delivery to the subsidiaries. This department also procures certain items centrally for the Group: it supplies, on behalf of our subsidiaries and for France, some of the spare parts and items required for the repair and maintenance of street furniture.

In 2009, the Group redefined its Code of Ethics governing its relations with its suppliers, emphasising the following values: quality, honouring commitments, transparency, as well as principles relating to compliance with regulations (social, environmental), unfair competition and integrity. The Code of Ethics is signed by all strategic suppliers managed by the Purchasing, Supply Chain and Production Department and is passed on to any new supplier. The Code and all technical documents and specifications are available on the dedicated Extranet site.

Suppliers are selected based on their ability to meet our price, quality, and ethical requirements. We periodically audit and visit our principal suppliers, whether in France or China, which allows us to monitor their performance quality, encourage progress and development, and check that there are effective measures in place to comply with our Code of Ethics and regulations in force. These audits also enable us to forge real partnerships with our suppliers. Suppliers are systematically notified where they fail to comply. Stricter selection criteria in terms of respect for the environment are increasingly being introduced into tenders for the selection of suppliers.

In 2009, 80% of the Purchasing, Supply Chain and Production Department's purchases were made from approximately 85 suppliers, representing 9% of the total range of suppliers. No supplier represented more than 10% of our annual production expenses.

Promoting the social economy

We are increasingly looking to collaborate with our suppliers to encourage the social inclusion of disabled or vulnerable persons. The repair of street furniture or certain elements of advertising campaigns are therefore entrusted to people with disabilities, thus enabling them to participate in our projects.

In tandem with the various self-service bicycle schemes running in France, we took part in community programmes encouraging the social inclusion of vulnerable youngsters. Agreements were struck, notably, with EPIDE (public organisation for social inclusion in the La Défense district) and FACE (Foundation for action against exclusion). Since the end of 2008, bike repairs have been carried out by a sheltered workshop, in collaboration with ADAPEI (Regional association of friends and family of the mentally disabled) in Oise.

In France, certain supply orders are completed within the sheltered sector (sector providing employment for the disabled). The Purchasing, Supply Chain and Production Department plans to launch a project to list companies within the sheltered sector to improve knowledge of the local social economy network and thus make better use of this sector.

3. RELATIONS WITH THE COMMUNITY

We deal with a wide range of groups with highly disparate concerns, not just local government and our customers (advertisers and agencies), commercial partners, public bodies and associations, but also their employees and shareholders. To meet the challenge of sustainable development, we mobilise our resources and creativity and we include citizens in these processes, the aim of which is:

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

JCDecaux, a supporter of major causes
Outdoor advertising is a medium that affects a huge number of people around the world and is a prime medium for mounting awareness-raising campaigns. Since our inception, we have been actively involved in many humanitarian and charitable activities to support major causes such as the fight against disease, support for the disadvantaged, protection of the environment and road safety. Every year, the Group provides advertising space on our networks, free of charge, in support of various causes. In this way, we work with our employees to help to contribute to the welfare of the greater community.

JCDecaux OneWorld was responsible for the free Pink ribbon campaign, a movement which fights against breast cancer. The campaign was organised with the support of Samsung. Campaigns were organised in the United Kingdom, Austria, Spain, the Netherlands, Finland and Italy. JCDecaux OneWorld also helped Action Innocence in their fight to protect the integrity and dignity of children on the Internet by organising a free campaign for this charity in France.

This year the Group also lent its support to the “Hopenhagen” campaign, sponsored by the International Advertising Agency, to try to influence the decisions of the international leaders meeting at the United Nations Climate Change conference in Copenhagen in December 2009. The campaign was launched during the Cannes Film Festival in France, thus ensuring widespread visibility. It was then rolled out in different international sites and on digital supports at Los Angeles airport and JFK in New York.

JCDecaux China took part in the WWF's "Earth Hour" campaign. Urban furniture and advertising spaces in 12 cities across China were switched off for one hour in the early evening. Advertising spaces were also provided free of charge to promote this initiative, as part of their continuing partnership with the World Wild Fund for Nature and Panda Friend.

In France, the Group is committed to supporting the AFM (French muscular dystrophy association) in the long term, and for the eighth year running we took part in the Telethon. Billboards were put up free of charge thanks to the collaboration of 270 cities throughout France and more than 500 electronic information boards covered the campaign. The company covered 50% of the printing costs for 16,000 campaign billboards and, at the request of the Telethon, made available logistics vehicles and provided support for the volunteers.

For the fourth year in a row, the Group supported Secours Populaire's campaign to organise a trip to the seaside during the summer for disadvantaged children. According to Julien Lauprêtre, President of Secours populaire français, "*The billboards, which JCDecaux have provided us with for several years, have been a great help in alerting the public who can in turn give generously. Kids are able to discover the sea, mountains, Paris and the Eiffel Tower for the first time. You can see a difference when they return to their families: they have experienced something different which gives them comfort. They will remember this experience for the rest of their lives*".

In France, JCDecaux once again lent its support to the "Evolution: Chapitre 2" (Evolution: Part 2) campaign by the Nicolas Hulot Foundation for the protection of the environment.

"*I salute JCDecaux's loyal support for this unique movement, the Nicolas Hulot foundation, and the confidence they have shown in our work*".

Nicolas Hulot, President of the Nicolas Hulot Foundation for nature and mankind

France, November 2009. JCDecaux received the *Affiche d'Or* (Golden billboard award) in the 15th edition of the Affichades Sup de Co Toulouse. Organised in conjunction with Ipsos, this event compares 3,000 billboards in eight categories and honours the talent of the designers and advertisers. A panel of 500 young people aged between 18 and 25 vote via the Internet for the three best billboards in each category.

The design team from the Graphic Design Department received the "Affiche d'Or" in the "Grandes causes" (Major causes) category, thanks to its road safety visual.

We have also been part of the fight against AIDS for more than ten years.

Outdoor communication can also be used as a cultural medium. In Chile, JCDecaux appealed to young artists from different disciplines who were able to put their mark on the metro for one month. The movement started with two walls left white and a question: which artist will be able to exercise their art? On a second occasion, reference was made to Ballantine, the brand behind the project, in the spirit of its new slogan "Leave an impression". Artists had approximately five days to paint the walls using methods of their own choice. The idea was that metro users could witness the creative process involved in creating a work of art right in the station itself.

The public are given a voice
The Group has also seized upon opportunities made available by new technologies to give the public a voice. For example, in Milan (Italy), the "S.O.S. sustainable development" campaign was launched in June 2009 by IGPDecaux and Koinètica, using two media: billboards and the Internet. Hundreds of tramways and buses in Milan displayed the campaign slogan and invited the public to connect to a dedicated website www.sossostenibilita.it. The site was created as a space for exchange and communication. The site was constantly changing thanks to the collaboration of the public who participated by sending their suggestions, submitting positive experiences and completing tests on sustainable development.

4. PROTECTING THE ENVIRONMENT

The JCDecaux Group views its environmental responsibility as an ongoing commitment. Continuous improvement of the processes in place and the exploration of new areas of environmental responsibility will guarantee sustainable development and maintain respect for our values.

Throughout the value chain, we strive to optimise the use of natural resources, to hold down consumption of water and energy, to limit the environmental impact of our operations and to maximise recycling and reuse of waste. Platforms are constantly being set up to share best practices between subsidiaries.

Goals	Objectives	Actions
Improve the quality of urban life	***Improve the urban environment***	Reduce our display inventory through use of scrolling billboards
		Create multifunctional structures: bus shelters incorporating glass recycling bins, Morris columns with telephone booths, etc.
	Develop environmentally-friendly solutions for urban movement	Design of the Cyclocity system (automated, self-service bicycle rental system available 24/7)
	Assist in waste collection	Create collection bins for certain types of waste, such as batteries, glass and paper Since 1995, more than four million batteries and 20 million tons of glass have been collected.
	Raise awareness of the need for conservation	Free billboard posting of information campaigns supporting environmental protection
Reduce consumption of water, energy, and raw materials	***Control water consumption***	Recycling water units used for cleaning automated toilets
		Investigate alternative methods for cleaning street furniture (collecting rainwater)
		Incorporate rainwater collection tanks into urban furniture
	Control energy consumption	Use of electronic ballasts for light structures (energy savings of approximately 25%)
		Use of scalable electronic ballasts for lighting certain furniture, generating additional energy savings of 25%
		Optimise the power systems for street furniture (energy savings of 60% and more)
		Research and application of timed lighting systems for some furniture and inside our buildings
		Investigate less energy intensive solutions for new digital media
	Use renewable energy sources	Use solar panels for lighting certain street furniture
		Purchase green electricity to power street furniture and advertising spaces
		Voluntary carbon offsetting of emissions linked to the operation of street furniture and advertising spaces or our buildings
	Reduce fuel consumption	Implementation of a programme to reduce fuel consumption by vehicles (the "Black Gold" plan)
		Optimisation of delivery and maintenance routes
	Protect biodiversity	Implement a forestry policy to prevent the use of protected plant species and to use wood certified by recognised bodies
	Reduce consumption of disposable office products	Implementation of the Ecoreflex® programme to raise awareness among employees of good environmental practices
Control industrial waste	***Reduce industrial waste***	Eco-design: street furniture design which takes into account how it will be treated at the end of its useful life
		Use reusable metal racks when shipping and storing street furniture and spare parts
		Use "long-lasting" fluorescent tubes to reduce the frequency of changing such tubes
	Sort and recycle waste	Selective sorting of industrial waste and treatment by authorised processing companies where possible. Emphasis on recycling

ISO 14001 certification
Our goal is to meet the highest international standards in the area of environmental protection. In 2009, the Swedish subsidiary gained ISO 14 001 certification, bringing the total number of certified subsidiaries to seven: Spain (2003), Norway (2006), France (2007), Portugal (2007), Italy (2007), United Kingdom (2008) representing more than 53% of the Group's 2009 revenues.

Work is under way in several subsidiaries to extend the scope of their certification or to earn first-time certification, such as the Netherlands and Finland, which are aiming to do so in 2010.

Cleaning of street furniture using rainwater and without detergent
The aim of collecting rainwater is to provide an autonomous water supply at sites for washing street furniture. In addition to the substantial savings in drinking water, using rainwater for cleaning purposes has many ecological advantages. Rainwater, which is naturally free from minerals, reduces the systematic use of detergent products. These properties also reduce the quantity of water required for each maintenance task, thus easing the environmental impact.

JCDecaux has increased its total rainwater recovery capacity by almost 42% in the last two years to over 650,000 litres, in particular in France, Belgium and Australia.

In France, JCDecaux has installed rainwater collectors in its offices and warehouses, thus increasing its rainwater recovery capacity by 36% in the last year.

In Australia, which is a dry continent often affected by droughts, the Group has recently installed rainwater collectors at its Sydney site. Taking into account the local area's average rainfall, these collectors can cover all of the site's requirements for the maintenance of street furniture and advertising spaces.

The Group is investigating the possibility of systematically incorporating water collectors into its street furniture. As well as the rain collectors incorporated into advertising columns in Paris, the new toilet units rolled out in 2009 were also equipped with collectors, thus reducing the consumption of drinking water.

Eco-design and waste reduction
Our teams constantly strive to inject more innovation into the products developed. We therefore incorporate eco-design strategies when creating new products. The materials used are all of the highest quality and maximum strength to ensure durability. Modular design, reduced energy consumption, adaptation to useful life and recyclability are at the core of our design processes.

In 2009, JCD received the "Good Design 2009" Award for the Vélib' self-service bicycle scheme in Paris in the "Environment" category and the "Green Good Design 2009" Award for the Stern solar bus shelter in the "Products/Industrial Design 2009" category in Chicago (United States) by the Chicago Athenaeum - Museum of Architecture and Design, in association with The European Centre for Architecture Art Design and Urban Studies.

Waste is selectively sorted at each production and operating facility, in accordance with local regulations in each country and the options for recycling and reuse available, such as recovering billboards, fluorescent tubes, waste packaging materials, iron, aluminium, glass and gravel.

Ecoreflex: raising awareness of environmental best practices

The internal Ecoreflex® programme aims to raise awareness among employees of environmental best practices.
Through an interactive website, notices and displays, we provide them with suggestions of simple, daily, meaningful gestures that they can adopt to limit consumption of paper, energy and water.

The programme also promotes environmental best practices among subsidiaries. A certain number of key messages concerning the measures implemented were created in 2009 for communication on JCDecaux exhibition sites.

For example, office paper consumption per employee, which fell by almost 20% between 2006 and 2008 in France, decreased a further 13% between 2008 and 2009. The number of printers was reduced by 15% in the same period and the IT Services Department hopes to achieve a further 50% reduction in equipment by the end of 2010, as well as a further 20% drop in paper consumption.

In France, the company's transport plan has been implemented gradually since 2007. The second phase was introduced in spring 2009, with the roll-out of a new function, an inter-site car pool forum for central sites in Ile de France. This initiative follows on from Car Pool and Public Transport modules introduced during the European Mobility Week in 2008. Discussions are also in progress with local partners and companies to share best practices and possibly merge certain services.

To enable employees to travel "smart", bicycle parking has been provided and premises have been adapted at certain sites, as in France and the United Kingdom for example.

5. CARBON POLICY

Looking beyond the actions already undertaken, we are progressively implementing a carbon policy aimed at reducing energy consumption and greenhouse gases, tailored to the circumstances of each subsidiary. Structural changes are under investigation and JCDecaux has already put in place a series of specific measures in several countries which it aims to implement systematically across the group: a reduction in the electricity consumption of our street furniture, increased use of clean vehicles, optimisation of transport, reduction in the consumption of electricity and heating in our buildings, carbon offsetting of our activities, etc. Our first carbon balance sheet was drawn up in 2009, based on 2008 data. These data, which will be made reliable overtime thanks to sustainable development reporting, are used to develop a carbon policy for the Group's main subsidiaries.

Since 2008, data concerning CO_2 emissions have been published in the Carbon Disclosure Project report covering the entire Group.

Reduce electricity consumption of street furniture

The JCDecaux Research Department is continuously seeking ways to reduce the power consumed by our street furniture. An inventory of the different lighting techniques used in our street furniture and products was conducted. Both traditional and new techniques were subjected to comparative tests and their durability was also taken into account. The aim of the Research Department is to optimise the energy performance of street furniture or public service products.

A number of improvements have been made in recent years, including the use of natural light in public toilets (Jouin model), yielding a 30% reduction in the consumption of electricity in comparison with the previous model.

In the UK, JCDecaux Airport worked closely with suppliers to optimise lighting for the airport environment. The introduction of LED lighting in several airports in 2009 resulted in a 60% reduction in consumption for each advertising space concerned. Such initiatives will be continued in 2010.

Eco-friendly cars: developing new solutions

Our carbon policy also involves developing and using a vehicle fleet that is responsive to environmental concerns, especially in respect of CO_2 emissions. In renewing and developing our vehicle fleet, we look for the cleanest available vehicles for the job. The number of eco-friendly cars in circulation within the Group increased by almost 9% between 2007 and 2009.

France, 1 July 2009. At the 14th edition of the 2009 Automobile & l'Entreprise Awards, the mobility management magazine, the award for the "Gestionnaire de Parc Citoyen" (Community fleet manager) was presented to JCDecaux in the environmental protection category. The panel wanted to recognise all of the measures implemented by the Group for a fleet of vehicles that was increasingly environmentally friendly, as well as measures such as the "Black Gold" plan, our eco-driving programme.

Optimisation of journeys

This environmental approach also involves ongoing research into ways to make travel more efficient, even including the use of environmentally-friendly logistics systems, as has been proposed for Paris in connection with the Vélib' contract. 80% of journeys made by operations agents are done so by bike and 20% using clean vehicles (NGV, electric); the storage of maintenance equipment at each station facilitates on-site repairs; and major repairs are performed in an "easily accessible workshop" aboard a barge with 12 docking points.

Also, in 2009, we expanded our programme to reduce fuel consumption by vehicles at the Group's subsidiaries. This "Black Gold" plan aims to change our drivers' driving habits through theoretical and practical training. Sweden has even created a programme recognising the best eco-driver of the month.

The implementation of systems for tracking journeys is under investigation in several subsidiaries to allow further reductions in journey miles and so reduce greenhouse gas emissions.

Carbon offsetting

When carbon emissions cannot be further reduced, subsidiaries can consider the use of carbon offsetting for certain activities. For example, in France (Paris, Bordeaux, Nice), voluntary carbon offsetting of emissions linked to the operation of street furniture and advertising spaces is increasingly considered.

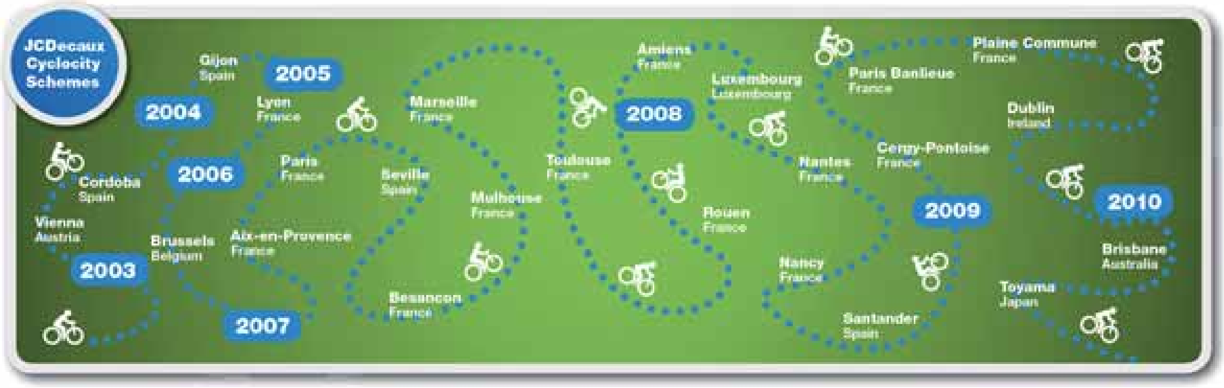
Use of alternative energies

We also put our ability to innovate to work for the environment. We developed a bus shelter equipped not with advertising panels, but with solar panels that can remain illuminated at night without using electrical energy. The first solar shelters were installed in Plymouth, in the United Kingdom, in 2003. Since then, contracts for similar shelters have been signed across the world.

Work by the Research & Development Department continues to assess how solar technologies can be integrated into street furniture. The buying of green electricity to power street furniture and advertising spaces has been extended, as is the case in France and the United Kingdom.

The increasing integration of energy from renewable sources forms part of our daily management, as has been the case with the supply of the main buildings belonging to our Spanish subsidiary in Madrid since 2009. The roll out of solar roofs is also under investigation in certain subsidiaries, in cases where renovations are required.

The bicycle: an environmentally friendly form of urban transport



In 2007, Cyclocity, a self-service bicycle system designed and developed by us, established itself as a real "personal public transport" solution. Taken together, the schemes now up and running in 65 European cities, including 57 in France, prevent the emission of 29,127 tonnes of CO_2 each year[(1)], assuming each use of a bike replaces a car journey, and there are 42,000 self-service bicycle journeys a day over an average distance of 9.5 kilometres, which totals 145,635,000 km a year. The self-service bicycle systems have recorded nearly 115 million individual rentals since they first came into service. In 2010, the systems will be introduced in Australia and Japan.

This form of "personal public transport" has become an established part of the daily lives of its users. A study by the Paris Town Hall illustrates trends specific to Vélib', however these are shared by all the self-service bicycle systems operated by JCDecaux. The study shows that since its launch in July 2007, users have adjusted to Vélib' and 94% are satisfied.[1] The fight against pollution (90%), interconnection with means of transport (86%), health benefits (85%) and the low cost (69%), are qualities clearly associated with the Vélib'. These results show that the services proposed by the Group for all self-service bicycle systems meet user needs.

Provisions, bonds and indemnities for environmental risks

Our facilities in France that come under the environmental protection disclosure regime (ICPE) are not required to be bonded and are not subject to special financial undertakings for emergency measures that might be required because of pollution risks.

(1) *ADEME estimate – the current set of private vehicles driving in urban settings generates on average 200 g of CO2 per kilometre travelled.*

1 *Satisfaction questionnaire conducted by the TNS Sofres Institute among 853 Vélib' users; the questionnaire was conducted online on 26 and 27 March 2009.*

RESEARCH AND DEVELOPMENT

The success of JCDecaux within the outdoor advertising market has always been based upon an ambitious research and development policy and a unique capacity for innovation. By constantly developing new street furniture and public service supports, by expanding its offering with new and innovative products such as the self-service bicycle system, JCDecaux plays its role as Cityprovider to the full and actively contributes to creating the city of tomorrow but also to making the environment within transport infrastructures (airports, metros, etc.) more serviceable and harmonious for users.

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

The Group therefore works with internationally recognised architects and designers. These include Philippe Starck, Lord Norman Foster, Robert A.M. Stern, Mario Bellini, Riccardo Bofill, Jean-Michel Wilmotte, André Poitiers and Patrick Jouin. The contracts signed guarantee exclusivity for JCDecaux over the work of its creators for the types of products defined, thus ensuring their maximum creativity.

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

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

This constant search for design excellence and the incorporation of sustainable development into our design process was once again recognised when we were awarded two very prestigious prizes:

- **Good Design 2009**, awarded to JCDecaux for the "Vélib'" self-service bicycle system in Paris, in the "Environment" category, by Chicago Athenaeum - Museum of Architecture and Design in association with The European Centre for Architecture Art Design and Urban Studies. This is the oldest and most prestigious award in the world.
- **Green Good Design 2009** awarded to JCDecaux for the Sterm solar bus shelter in Chicago; this award recognises the incorporation of sustainable development into the design of industrial products and promotes responsible companies among the public.

JCDecaux creations were recognised in this competition in 1996, 1998 and 2006.

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

In organisational terms, mechanical and electrical-electronic Research and Development activities have been regrouped into one single Research Department. This change was accompanied by the physical regrouping of teams at the Plaisir site who have also been equipped with a new performance tool for research and experimentation in new technologies, the Medialab.

Improved collaboration on tenders between the research and development function and the Projects Department, an entry point for the Research, Production and Operations Department, has increased the suitability of our research and development work to the needs of both our direct customers, such as local governments or transport authorities, and our indirect customers, such as users of public roads or urban transport systems.

Collaboration with the purchasing Department restructured in 2009 and reinforced for the arrival of a Purchasing Director at the start of the year, was also developed ahead of this. Sourcing has also been involved since the design phase. New products in the large and small formats have been re-engineered, while retaining quality in accordance with JCDecaux standards, but reducing their cost by 40%.

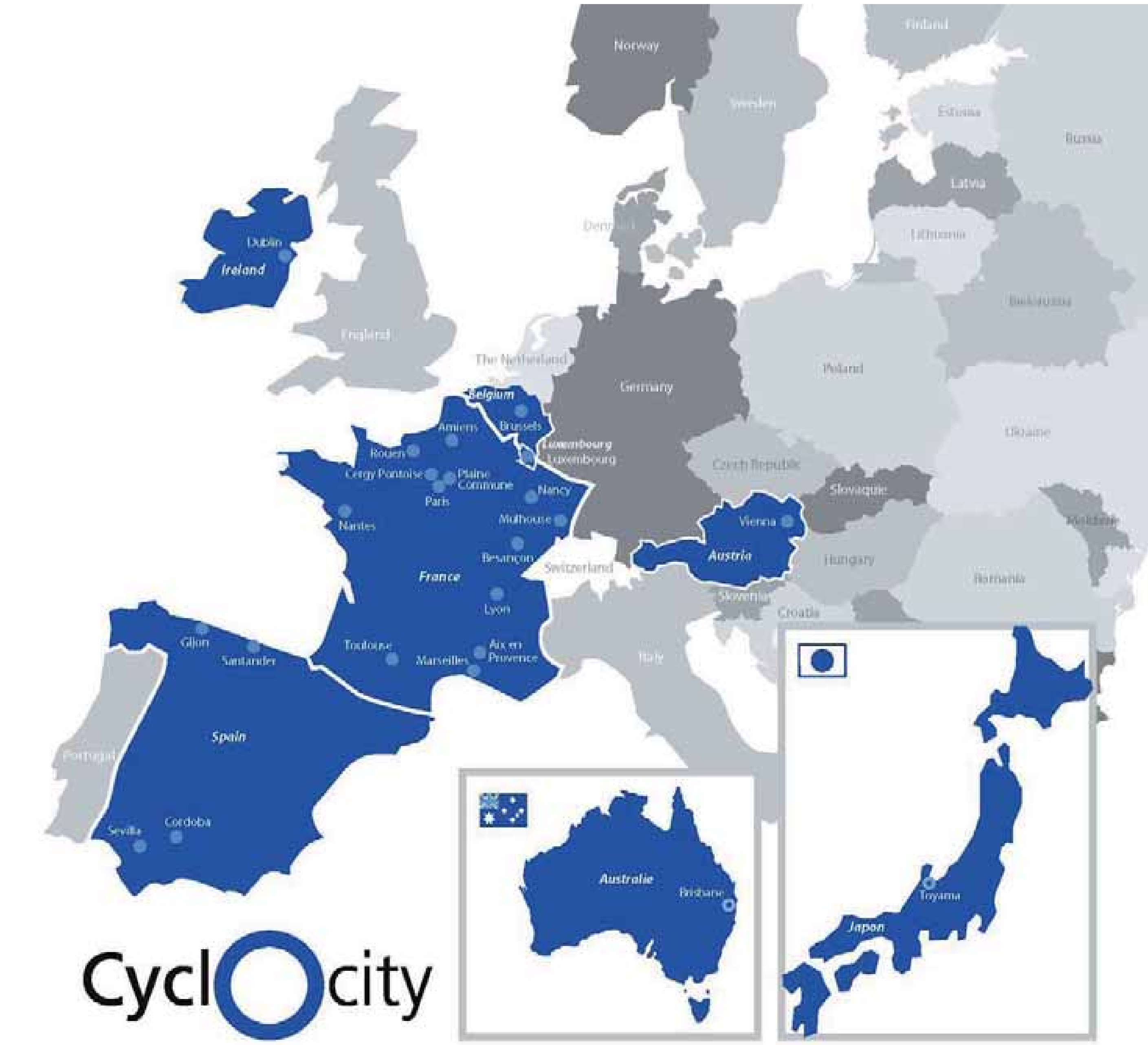
This more streamlined operation has also produced very significant results in the following key fields:

- A reduction in electrical consumption: a full inventory of the different lighting techniques in our street furniture and products was taken, lighting tests were performed and energy consumption measurements taken. Traditional (tubes) and new (LED) techniques were subjected to comparative tests conducted by the Research and Development Department. The durability of next generation products was also taken into account. These changes have resulted in 30% reductions in electricity consumption.

- Digital services and technologies: development of new solutions and products within the field of digital technologies, in close collaboration with the Digital Media Director, a role created and incorporated in 2009 into the Research, Productions and Operations Department; in particular a new "digital timetable": this interactive device, which is installed in bus shelters just like the traditional model, provides a new, high-quality level of service to users of the bus network. It allows them to access network information, a complete database of bus services, and cultural and economic information for the area they have arrived in.

Against the backdrop of a global economic crisis in 2009, JCDecaux chose to continue investment in research and development: €6.4 million have been invested, which is comparable with previous years.

In 2009, the portfolio included 889 patents and models, thus demonstrating our commitment to this policy as well as the creative vitality and innovative power of our teams.



Country	City	Start date
Austria	Vienna	May 03
Belgium	Brussels	September 06
France	Amiens	February 08
	Aix en Provence	June 07
	Besançon	September 07
	Cergy Pontoise	Mars 09
	Lyon	May 05
	Marseilles	October 07
	Mulhouse	September 07
	Nantes	May 08
	Nancy	September 08
	Paris	July 07
	Paris suburb	Mars 09
	Plaine Commune	Juin 09
	Rouen	December 07
	Toulouse	November 07
Luxembourg	Luxembourg	March 08
Spain	Cordoba	October 03
	Gijon	July 04
	Santander	September 08
	Sevilla	July 07
Ireland	Dublin	Septembre 09
Australia	Brisbane	H1 2010
Japan	Toyama	H1 2010

● Bicycle stations already in operation

○ Planned bicycle stations

FINANCIAL STATEMENTS

MANAGEMENT DISCUSSION AND ANALYSIS OF GROUP CONSOLIDATED FINANCIAL STATEMENTS

I. DISCUSSION OF THE FINANCIAL STATEMENTS

The following discussion of the Group's financial position and results of operations should be read in conjunction with the audited consolidated financial statements and the related notes thereto, as well as the other financial information included elsewhere in this Reference Document. As required by European Union Regulation no. 1606/2002, dated July 19, 2002, the consolidated financial statements for 2009 have been prepared in accordance with international accounting standards ("IAS/IFRS") adopted by the European Union and applicable on the balance sheet date, i.e. as of December 31, 2009, and presented with comparative financial information for 2008 prepared in accordance with the same standards.

Introduction

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

From 1964, when it was created, to 1999, the Group's expansion was mainly due to organic growth, and Street Furniture was the principal business of JCDecaux. In 1999, JCDecaux acquired Havas Média Communication Publicité Extérieure (also known as Avenir) from the Havas group, thereby expanding the outdoor advertising business into Billboard and Transport advertising. Since 2001, the Group has continued to grow organically and externally, successfully completing acquisitions and entering into partnership agreements in several European countries. It has also ventured into new geographical areas, namely China in 2005 and the Middle East beginning in 2008. By the end of December 2009, JCDecaux had become the majority shareholder of Wall AG, number two in outdoor advertising in Germany and Turkey.

Summary of operations for the 2008-2009 period

Group revenues decreased by 11.5% in 2009. Excluding the acquisitions and foreign exchange impact, revenues decreased by 10.9%. The Group's operating margin decreased by 28.7% in 2009, representing 20.4% of revenues compared to 25.4% in 2008. Group EBIT declined by 48.1% in 2009, representing 6.4% of revenues in 2009, compared to 10.9% in 2008. Excluding goodwill impairment and exceptional asset write-downs, Group EBIT declined by 53.3% in 2009, representing 7.5% of revenues.

Street Furniture revenues decreased by 12..1% in 2009. Excluding the acquisitions and foreign exchange impact, revenues decreased by 10.1%. The Street Furniture operating margin represented 31.9% of the activity's revenues in 2009, compared to 37.3% in 2008. EBIT represented 10.0% of the activity's revenues in 2009, compared to 18.2% in 2008. Excluding goodwill impairment and exceptional asset write-downs, Street Furniture EBIT declined by 45.3% in 2009, representing 12.3% of revenues.

Transport revenues decreased by 6.3% in 2009. Excluding the acquisitions and foreign exchange impact, revenues decreased by 8.3%. The Transport operating margin raised 9.4% of this activity's revenues in 2009, compared to 13.1% in 2008. EBIT represented 2.8% of the activity's revenues in 2009, compared to 8.7% in 2008. Excluding goodwill impairment and exceptional asset write-downs, Transport EBIT decreased by 70.0% in 2009, representing 3.1% of revenues.

Billboard revenues declined by 17.1% in 2009. Excluding the acquisitions and foreign exchange impact, revenues decreased by 16.1%. The Billboard operating margin reached 9.6% of this activity's revenues in 2009, compared to 14.8% in 2008. EBIT represented 3.2% of the activity's revenues in 2009, compared to -2.5% in 2008. Excluding goodwill impairment and exceptional asset write-downs, Billboard EBIT declined by 72.2% in 2009, representing 2.5% of revenues.

The following table summarizes revenues, operating margin, EBIT, and operating margin and EBIT as a percentage of revenues for each of the Group's three business segments in 2008 and 2009.

Fiscal Year ended December 31

In million of euros, except for percentages	2009	2008
STREET FURNITURE		
Revenues		
- Advertising	828.7	956.2
- Sale, rental and maintenance	105.6	107.3
Total revenues	**934.3**	**1,063.5**
Operating margin	**298.4**	**396.9**
Operating margin/revenues	*31.9%*	*37.3%*
EBIT	**93.5**	**193.7**
EBIT/revenues	*10.0%*	*18.2%*
TRANSPORT		
Revenues	**589.6**	**629.0**
Operating margin	**55.6**	**82.5**
Operating margin/revenues	*9.4%*	*13.1%*
EBIT	**16.6**	**54.6**
EBIT/revenues	*2.8%*	*8.7%*
BILLBOARD		
Revenues	**394.9**	**476.1**
Operating margin	**38.0**	**70.5**
Operating margin/revenues	*9.6%*	*14.8%*
EBIT	**12.7**	**(11.9)**
EBIT/revenues	*3.2%*	*-2.5%*
TOTAL GROUP		
Revenues	**1,918,8**	**2,168.6**
Operating margin	**392.0**	**549.9**
Operating margin/revenues	***20.4%***	***25.4%***
EBIT	**122.8**	**236.4**
EBIT/revenues	***6.4%***	***10.9%***

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

1. REVENUES

1.1. Definitions

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

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

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

1.1.1. Organic and reported growth

Group organic growth reflects growth in revenues excluding acquisitions and disposals of long term investments, at a constant foreign exchange rate, but including revenues from new concessions. Reported growth reflects organic growth increased by revenues generated by acquired companies and by companies recently included within the scope of consolidation (in connection with partnership arrangements) and decreased by the negative impact on revenues arising from disposals of long term investments and foreign exchange rates.

1.1.2. Advertising revenues

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

1.1.3. Non-advertising revenues

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

1.2. Revenue growth

In 2009, Group revenues totaled €1,918.8 million, compared to €2,168.6 million in 2008. Acquisition, disposals of long term investments, partnership transactions and asset swaps in 2008 and 2009 had a negative impact of €-7.4 million on revenue. Foreign exchange fluctuations between 2008 and 2009 had a negative impact of €-5.8 million on revenues. Excluding the acquisitions and foreign exchange impact, organic revenue decline reached -10.9% in 2009. This decline reflects the performance of the Street Furniture and Billboard segments, which posted organic growth of -10.1% and -16.1%, respectively, while Transport recorded double-digit organic decline of -8.3%.

1.2.1. Revenues by segment

Street Furniture
Street Furniture revenues totaled €934.3 million in 2009, compared to €1,063.5 million in 2008, down by -12.1%.

Changes in scope in 2009 (change in the consolidation percentage of our activities in Qatar; switch from equity accounting to proportional consolidation for Russia) had a negative impact of €-14.0 million.

Foreign exchange fluctuations between 2008 and 2009 generated an annual negative impact of €-7.5 million on Street Furniture revenues, essentially related to the British pound.

- ***Advertising revenues***

Advertising revenues decreased by 13.3% in 2009.

Excluding the acquisitions and foreign exchange impact, Street Furniture advertising revenue fell by 11.4% in 2009. The performances of the Asia-Pacific, Northern Europe and United Kingdom areas were in line with that of the Group. The most significant declines were posted in North America, Scandinavia and Southern Europe (primarily due to the severe economic slowdown in Spain). France and Central Europe were more resilient, recording a single-digit internal decrease. The Rest of the World area continued to grow in 2009 thanks to South America and the Middle East.

- ***Non-advertising revenues***

Non-advertising revenues totaled €105.6 million in 2009, compared to €107.3 million in 2008, for a decrease of 1.6%. Growth in the self-service bicycle activity did not offset the decrease in equipment sales, street furniture rentals, maintenance and services. Non-advertising revenues, which largely comprise one-off sales of equipment or services, are by nature more volatile than advertising revenues.

Transport
Transport revenues totaled €589.6 million in 2009, compared to €629.0 million in 2008, for a decrease of 6.3%.

There were no changes in scope in 2009 concerning Transport.

Foreign exchange fluctuations had a positive impact of €12.7 million on revenues for this segment in 2009, relating to activity in the United States and Hong Kong.

Excluding the acquisitions and foreign exchange impact, Transport revenues recorded decline of 8.3% in 2009. Western Europe, including France, the United Kingdom, Spain and Italy were particularly affected, while North America posted a performance that was in line with that of the Group. The Asia-Pacific area recorded a double-digit decline in organic revenue mainly due to a difficult economic environment in Hong Kong and a marked decline in Continental China year on year, but renewed with growth in the fourth quarter of 2009. The Rest of the World area benefited from a ramp-up in new contracts, including the Dubai and Algiers airports.

Billboard
Billboard revenues amounted to €394.9 million in 2009, compared to €476.1 million in 2008, a decrease of 17.1%.

Foreign exchange fluctuations between 2008 and 2009 generated an annual negative impact of €-11.0 million on Billboard revenues in 2009, essentially related to the British pound.

Changes in scope (change in the consolidation percentage of our activities in Qatar, Slovenia and Kosovo; switch from equity accounting to proportional consolidation for Russia and Ukraine) had a positive impact of +€6.6 million.

Excluding the acquisitions and foreign exchange impact, revenues decreased by 16.1% in 2009. All the billboard activities recorded an organic decrease, reflecting weak demand and intense price competition between operators. France continued to record performances that were slightly better than the average, while extremely adverse market conditions in the United Kingdom and Southern Europe triggered a double-digit decrease in revenues. However, there was improvement in the fourth quarter, particularly in the United Kingdom, which posted solid revenue growth.

1.2.2. Revenues by region

Fiscal year ended December 31	2009		2008	
In million of euros, except for percentages	Revenues	% of total	Revenues	% of total
France	563.7	29.4	617.6	28.5
United Kingdom	183.8	9.6	246.8	11.4
Rest of Europe	650.9	33.9	781.4	36.0
Asia-Pacific	300.9	15.7	322.4	14.9
North America	146.2	7.6	156.4	7.2
Rest of the World (1)	73.3	3.8	44.0	2.0
Total	**1,918.8**	**100**	**2,168.6**	**100.0**

(1) *In 2008, Rest of the World included South America, Central Asia, Middle-East and Africa; in 2009, it also includes Russia and Ukraine*

- Revenues in France totaled €563.7 million in 2009, down 8.7% compared to 2008;
- United Kingdom revenues represented €183.8 million, down 25.7% in relation to 2008;

  Excluding the acquisitions and foreign exchange impact, United Kingdom revenues decreased by 16.7%;
- Rest of Europe revenues amounted to €650.9 million, down 16.7% compared to 2008;

  Excluding the acquisitions and foreign exchange impact, revenues for the Rest of Europe fell by 15.7%. Revenue declines in Northern and Central Europe were in line with the Group, while revenues in Southern Europe decreased by over 20%, mainly due to the severe economic slowdown in Spain.
- Revenues from Asia-Pacific amounted to €300.9 million, down 6.7% compared to 2008;

  Excluding the acquisitions and foreign exchange impact, Asia-Pacific revenue decrease stood at 11.4% compared to 2008, with a revenue decrease in almost all the region's countries;
- Revenues from North America amounted to €146.2 million, down by 6.5% compared to 2008;

  Excluding the foreign exchange impact, North America revenues decreased by 11.4%;
- Rest of the World revenues totaled €73.3 million, up 66.6% compared to 2008;

  Excluding the foreign exchange impact, Rest of the World revenues increased by 81.3%, particularly due to the sharp growth in Middle Eastern country;
- Regarding the relative weight of each geographic region within the Group, the momentum of the Rest of the World region in 2009 boosted its contribution to Group consolidated revenues. Rest of the World weight rose from 2.0% in 2008 to 3.8% in 2009. Conversely, the relative weight of the United Kingdom diminished.

1.3. Impact of acquisitions on Group revenues

The impact of acquisitions, disposals of long term investments and partnership arrangements on Group consolidated revenues represented €-7.4 million in 2009, including €-14.0 million in Street Furniture and €6.6 million in Billboard.

This impact resulted mainly from the following transactions:

- January 1, 2009 proportional consolidation (50%) of Q Media Decaux in Qatar, previously fully consolidated, following a change in governance;
- July 1, 2009 acquisition of an additional 8.13% interest in Proreklam-Europlakat Doo in Slovenia, which holds the Group's other Slovene companies and a Kosovar company;
- Change in consolidation method for the BigBoard Group, which operates in Russia and Ukraine, with a switch from equity accounting to a 50% proportional consolidation since the beginning of November 2009.

2. OPERATING MARGIN

2.1. Definitions

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

- Operating margin;
- EBIT.

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

The operating margin is defined as revenue less direct operating and SG&A expenses, excluding consumption of spare parts used for maintenance, inventory write-downs, depreciation, amortization and provisions (net), goodwill impairment losses and other operating income and expenses. It includes charges to provisions net of reversals relating to trade receivables. The operating margin is impacted by cash discounts granted to customers deducted from revenue and cash discounts received from suppliers deducted from direct operating expenses, as well as stock option expenses recognized in "Selling, general and administrative expenses".

Approximately 80% of operating expenses are fixed and do not vary directly based on revenues. When the Group expands its network, the level of fixed operating expenses – such as fixed fees paid to concession grantors, rent, and maintenance expenses – increases, but not in direct proportion to the increase in advertising revenues. The principal costs that vary as a function of advertising revenues are variable rent and fees paid in connection with advertising contracts and the subcontracting of certain operations relating to the posting of advertising panels. The proportion of variable operating expenses is structurally weaker in the Billboard and Street Furniture activities than in Transport.

Since operating expenses are mostly fixed, the level of revenues is the principal factor that determines the analysis of the operating margin as a percentage of revenues. As a result, the Group is able to exercise a significant influence over the operating margin as a percentage of revenues by optimizing its pricing (yield management) and introducing innovative marketing techniques. On the other hand, a decline or stagnation in revenues has the effect of reducing the operating margin as a percentage of revenues.

The Group nevertheless strives to control costs as much as possible by taking advantage of synergies among its various businesses, and maximizing the productivity of its technical teams and its purchasing and operating methods. In 2009, the Group was able to significantly offset the impact of lower revenues on the operating margin through a globally implemented program that cut operating expenses by €92 million.

Excluding acquisitions, the Group's headcount decreased by 3.9% between the 2008 and 2009 year-ends. As a result of the acquisitions and changes in scope at the end of 2009, particularly the acquisition of Wall AG, the headcount rose by 6.0%, from 9,370 persons at the end of 2008 to 9,937 persons at the end of 2009.

2.2. Changes in the operating margin

The Group operating margin stood at €392.0 million in 2009, compared to €549.9 million in 2008, representing a decrease of 28.7% of revenues. The operating margin represented 20.4% of revenues in 2009 compared to 25.4% in 2008.

Street Furniture
The Street Furniture operating margin was €298.4 million in 2009, compared to €396.9 million in 2008, down by 24.8%. The operating margin as a percentage of revenues represented 31.9% of the segment's revenues, compared to 37.3% in 2008.

The operating margin as a percentage of revenues remains high compared to the other Group businesses. This is primarily due to the fact that a significant portion of the costs generated by Street Furniture operations consists of the depreciation of capital expenditures for property, plant and equipment.

The Street Furniture operating margin was affected by a decline in the advertising markets, which was partially offset by the Group savings plan launched in 2009.

Transport
The Transport operating margin stood at €55.6 million in 2009, compared to €82.5 million in 2008, a decrease of 32.6%. The operating margin as a percentage of revenues amounted to 9.4% of the segment's revenues in 2009, compared to 13.1% in 2008.

The operating margin was affected by the fall in air traffic and advertising markets, which could not be offset by new contracts in the Middle East, Africa and Asia, and the Group savings plan launched in 2009.

Billboard
The Billboard operating margin declined by 46.1%, amounting to €38.0 million in 2009, compared to €70.5 million in 2008. The operating margin as a percentage of revenues represented 9.6% of Billboard revenues in 2009, compared to 14.8% in 2008.

As with the Group's two other activities, the Billboard operating margin was affected by the advertising downturn across its markets, which was partially offset by the launch of the Group savings plan.

3. EBIT

3.1. Definitions

EBIT is determined based on the operating margin less consumption of spare parts used for maintenance, net charges to depreciation, amortization and provisions, goodwill impairment losses, and other operating income and expenses. Inventory write-downs are recognized in the line item "Maintenance spare parts". Other operating income and expenses include gains and losses on disposal of property, plant and equipment, intangible assets and the shares of fully and proportionately consolidated companies, as well as non-recurring items. The net charges related to impairment tests performed on property, plant and equipment and intangible assets are recognized in the line item, "Depreciation, amortization, and provisions (net)".

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

Billboards are depreciated according to the methods prevailing in the relevant countries, in accordance with local regulations and economic conditions. The main method of depreciation is straight-line, with a term of between 2 and 10 years.

3.2. Changes in EBIT

In 2009, EBIT stood at €122.8 million, compared to €236.4 million in 2008, a decrease of 48.1%. EBIT represented 6.4% of this segment's revenues in 2009, compared to 10.9% in 2008. The €113.6 million decrease over 2009 was due to a €157.9 million decline in the operating margin, exceptional asset write-downs of €50.3 million, (excluding exceptional asset write-downs), spare parts for maintenance and other operating income and expenses.

Depreciation and amortization totaled €223.0 million, compared to €249.5 million in 2008. This €26.5 million decline is mainly due to comprises exceptional asset write-downs of €23.2 million.

Provision charges in 2009 amounted to €24.0 million, compared to €7.4 million in 2008, while reversals amounted to €16.1 million, compared to €17.8 million in 2008.

Goodwill impairment totaled €27.1 million in 2008, compared to 0 in 2009.

The "Maintenance spare parts" line item stood at €38.3 million in 2009, compared to €41.1 million in 2008, a decrease of €2.8 million.

The "Other operating income and expenses" line item represents €0.0 million in 2009, compared to an income of €6.2 million in 2008.

Street Furniture
EBIT for Street Furniture declined by 51.7% in 2009, amounting to €93.5 million, compared to €193.7 million in 2008. It represented 10.0% of revenues, compared to 18.2% in 2008.

Depreciation, amortization and goodwill impairment losses represented €174.0 million in 2009, compared to €167.5 million in 2008, an increase of €6.5 million, of which €4.7 million due to the increase of goodwill impairment and exceptional asset write-downs.

Provision charges in 2009 amounted to €5.6 million, compared to €4.5 million in 2008, while reversals amounted to €11.4 million, compared to €11.5 million in 2008.

The "Maintenance spare parts" line item comprises a charge of €35.3 million, a decline over the €37.5 million charge recorded in 2008.

The "Other operating income and expenses" line time represents an expense of €1.4 million in 2009, compared to an expense of €4.6 million in 2008.

Transport
Transport generated EBIT of €16.6 million in 2009, compared to €54.6 million in 2008. Transport EBIT represented 2.8% of this activity's revenues in 2009, compared to 8.7% in 2008.

The lower EBIT for this segment is attributable to the €26.9 million decrease in the operating margin and an increase in depreciation, amortization (excluding exceptional asset write-downs) and provision charges, maintenance spare parts, and other operating income and expenses in the amount of €15.8 million, slightly offset by a €4.7 million decrease in goodwill impairment and exceptional asset write-downs.

Depreciation, amortization (excluding exceptional asset write-downs) and provision charges for the Transport activity are substantially lower than those of Street Furniture and Billboard activities. They represented €19.6 million in 2009, or 3.3% of revenues, compared to €21.4 million or 3.4% of revenues in 2008. The low level of depreciation, amortization charges compared to the two other segments reflects the fact that, overall, the Group invests little in transport contracts, whose terms are shorter than street furniture contracts (from 5 to 10 years), but whose fees are higher.

Billboard
Billboard EBIT amounted to €12.7 million in 2009, compared to €-11.9 million in 2008. It represented 3.2% of the activity's revenues, compared to -2.5% in 2008.

Despite a €32.5 million decrease in the operating margin, Billboard EBIT increased due to the favorable trend in goodwill impairment and exceptional asset write-downs in the amount of €50.3 million and a €6.8 million decrease in depreciation, amortization (excluding exceptional asset write-downs) and provision charges, maintenance spare parts, and other operating income and expenses.

Depreciation, amortization (excluding exceptional asset write-downs) and provision charges, maintenance spare parts, and other operating income and expenses represented €28.1 million in 2009.

4. NET FINANCIAL INCOME/(LOSS)

In 2009, net financial income amounted to €-19.6 million, an improvement of €8.3 million compared to 2008. This is attributable to a €22.9 million decrease in net financial interest and financial income arising from a debt waiver for €10.7 million. These positive impacts were partially offset by the recognition of a €22.6 million discount gain in 2008 relating to the 10-year deferral of the Group's purchase commitment regarding a minority interest.

5. INCOME TAX

In 2009, consolidated income taxes totaled €38.0 million, compared to €62.9 million in 2008.

The 2009 effective tax rate, excluding goodwill impairment losses and the Group's share of net profit of associates, stood at 36.8%, compared to 26.7% in 2008. As the Group opted to qualify the Corporate VAT contribution (known as the "Cotisation sur la valeur ajoutée des enterprises") as an income tax, a deferred tax charge has increased the effective tax rate. Adjusted for this non-recurring item and the impact of the debt discounting on minority interest purchase commitments, the effective tax rate stood at 32.1% in 2009. In 2008, the discount gain on the Gewista put option reduced the effective tax rate which, adjusted for this non-recurring item, amounted to 29.5%.

6. NET INCOME

Net income (Group share) amounted to €24.5 million in 2009, compared to €108.1 million in 2008. The item's decrease is mainly attributable to the significant decrease in EBIT and the share in net profit of associates, the result of a sharp decline in the worldwide advertising market in 2009, the impact of which was mitigated by an improvement in net financial income and by lower income taxes.

Excluding goodwill impairment and exceptional asset write-downs, net income (Group share) amounted to €52.5 million in 2009, compared to €184.2 million in 2008.

7. CASH FLOW

As of December 31, 2009, Group net debt (excluding commitments to purchase minority interests, as described in greater detail in Note 2.17 to the Consolidated Financial Statements) stood at €670.0 million, compared to €706.6 million as of December 31, 2008, for a decrease of €36.6 million.

7.1. Net cash provided by operating activities

Net cash provided by operating activities amounted to €419.2 million in 2009, compared to €584.9 million in 2008. The €165.7 million decrease is primarily related to a €157.9 million decline in the operating margin. The 2009 cash flows were primarily generated by the €392.0 million operating margin less maintenance spare parts for €34.5 million, added to which the change in working capital requirement which generated a positive cash flow of €70.6 million. Of note:

- a decrease in inventories for €27.6 million, mainly observed in France;
- a decrease in trade and other receivables for €96.9 million relating to the business downturn and tighter control over collection periods;
- a decrease in trade and other payables for €53.9 million.

Net financial interest paid represented €21.7 million, compared to €41.6 million in 2008, the decrease due to lower interest rates.

Income taxes paid represented €53.0 million, compared to €91.0 million in 2008, for a decrease of €38.0 million, of which €17.1 million in France, €6.3 million in Germany, €5.4 million in Spain and €4.4 million in the United Kingdom.

Net cash from operating activities in 2009 represented €344.5 million, compared to €452.3 million in 2008.

7.2. Net cash used in investing activities

Net cash used in investing activities consisted of €179.7 million worth of net capital expenditures for property, plant and equipment and intangible assets, €77.8 million to acquire long-term investments, €6.2 million to acquire other financial assets, €1.4 million from changes in payables on financial investments, less €-14.7 million from disposals of long-term investments and €11.1 million in disposals of financial assets.

Acquisitions of property, plant and equipment and intangible assets amounted to €197.8 million, while disposals totaled €18.1 million, generating a net flow of €179.7 million. Group acquisitions of property, plant and equipment include €170.5 million for new street furniture and billboards and €12.6 million for general investments, consisting mainly of tooling, vehicles, computer equipment and software, real estate, and improvements. Group acquisitions of intangible assets include €4.9 million in new advertising rights and capitalized development costs, as well as €9.8 million in general investments, essentially comprising software.

In 2008, the Group recorded €272.1 million for acquisitions of new street furniture and billboards, new advertising rights and capitalized development costs, and €38.8 million for general investments.

Street Furniture accounted for 82% of the Group's acquisitions of property, plant and equipment, amounting to €150.1 million in 2009. Acquisitions of intangible assets, primarily comprising capitalized development costs, amounted to €9.1 million in 2009. Total investments for the Street Furniture activity did therefore decrease significantly compared to the €205.7 million recorded in 2008. The high level is primarily related to the implementation of contracts signed by the Group. Of note are the contracts for Paris Area (self-service bicycle program), Paris (automatic toiletts), and advertising street furniture in Marseilles, Toulouse and Lyon in France, Brussels in Belgium, Barcelona in Spain, Hamburg in Germany, Doha in Qatar, Fukuoka, Osaka, Kobe and Chiba in Japan.

Transport acquisitions of property, plant and equipment totaled €16.4 million in 2009, while acquisitions of intangible assets amounted to €1.6 million. These investments mainly related to contracts for the airports in Dubai in the United Arab Emirates and in Shanghai in China, and the subway contracts for Shanghai and Beijing in China. Total investments for the Transport activity amounted to €65.2 million in 2008.

In 2009, Billboard acquisitions of property, plant and equipment totaled €16.6 million, while acquisitions of intangible assets amounted to €4.0 million. The two main capital expenditure programs concern train stations and the public railway sector in France, large-format billboards in Dublin, and the supplying of self-service bicycles. Total investments for the Billboard activity amounted to €35.7 million in 2008.

Acquisitions of long-term investments amounted to €79.2 million in 2009, and represented additional interests in companies within the Group scope, of which €72.7 million for an additional 49.18% interest in the share capital of Wall AG, €5.5 million for the 40% interest in Wall Decaux Holding and €4.9 million for an additional 8.13% interest in the share capital of Proreklam-Europlakat Doo in Slovenia. Acquisitions of other long-term investments amounted to €6.2 million.

Disposals of long-term investments represented €14.7 million and mainly concerned the sale of Europlakat Kft in Hungary, following the exercise by Affichage Holding of its call option.

Disposals of other financial assets represented €11.1 million, including a €5.3 million repayment of the loan granted by JCDecaux Deutschland to Wall AG as part of the acquisition of an additional 40% interest in Wall Decaux Holdings and a €2.9 million repayment of the loan granted to the partner of JCD Momentum Shanghai Airport Advertising Co. Ltd.

7.3. Net Cash used in financing activities

The Group decreased its net debt by €36.6 million in 2009. The decrease breaks down into a €65.7 million decline in gross debt, partially offset by a €25.5 million reduction in net cash and cash equivalents.

Foreign exchange fluctuations, the net impact of IAS 39 on indebtedness and financial derivatives, changes in the scope of consolidation and various reclassifications contributed €68.6 million to the decrease in gross financial indebtedness, including hedging financial instruments.

7.3.1. Net cash provided by financing activities

In 2009, net cash flow from repayments and borrowings amounted to €131.7 million within the Group.

Debt repayments and borrowings involved the following countries:

	Debt repayments
Germany	2,0
Austria	1,4
China	19,4
Denmark	1,7
United States	0,3
France (JCDecaux SA)	125,3
United Kingdom	1,5
Italy	3,9
Thailand	2,2
Other	3,0
Total	**160,7**
Subsidiaries excluding JCDSA	**35,4**

	New borrowings
Germany	1,4
Austria	0,3
Chili	2,3
China	7,3
United States	1,5
France	8,1
Italy	0,1
Kasakhstan	1,2
Qatar	4,2
Thailand	1,5
Other	1,1
Total	**29,0**
Subsidiaries excluding JCDSA	**29,0**
Borrowings net of repayments	**(131,7)**
Subsidiaries excluding JCDSA	**(6,4)**

7.3.2. Shareholders' equity and dividends

In 2009, JCDecaux SA did not pay any dividends.

Certain JCDecaux SA subsidiaries, in which there are minority stakes, made dividend payments amounting to €5.6 million. In addition, the Group received dividends from non-consolidated companies in the amount of €0.1 million, and dividends from associates for €7.2 million.

The €1.8 million increase in shareholders' equity is primarily related to issues of new shares by JCDecaux SA as a result of the exercise of stock options.

8. FINANCIAL MANAGEMENT

The type of financial risks arising from the activity conducted by the Group and its risk management policy, as well as an analysis of the management of such risks in 2009, are described in the Notes to the Consolidated Financial Statements" (pages 74 to 127 of this document).

9. COMMITMENTS OTHER THAN THOSE RELATING TO FINANCIAL MANAGEMENT

The Group's material off-balance sheet commitments as of December 31, 2009 are listed and analyzed in Note 6 to the Consolidated Financial Statements.

II. RECENT DEVELOPMENTS AND OUTLOOK

In early 2010, the market outlook remains uncertain, despite the improved mood of advertisers since the fourth quarter of 2009. However, whether or not this represents the beginning of a long-term recovery in the advertising market remains to be seen. The main strategic focus of JCDecaux continues to be organic growth and selective investment in projects that promote Group development. As of December 31, 2009, the Group's business and financial position had not experienced any material change requiring discussion in this document.

III. INVESTMENT POLICY

1. MAIN INVESTMENTS COMPLETED

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

In 2009, the Group invested €179.1 million in street furniture and other advertising media.

These investments are mainly related to new contracts, including self-service bicycles contracts for the Greater Paris region in France, Brussels in Belgium and Dublin in Ireland, advertising for the cities of Doha in Qatar, and Fukuoka, Osaka, Kobe, and Chiba in Japan, train stations and the public railway sector in France, airports in Dubai in the United Arab Emirates and in Shanghai in China, and subways for Shanghai and Beijing in China.

These investments are also associated with renewed contracts in France (automatic toilets in Paris, street furniture advertising in Marseille, Lyon and Toulouse, some of which include the supply of self-service bicycle systems), Spain (Barcelona) and Germany (Hamburg).

The Group also spent €18.7 million on general investments (building improvements, tooling, vehicles and computer systems).

In 2008, investments amounted to €268.8 million for advertising contracts and €42.1 million for general investments.

2. MAIN FUTURE INVESTMENTS

Investments in 2010 will be primarily devoted to furthering the development of street furniture installation programs in connection with new or renewed agreements: Hamburg in Germany, Paris (automatic toilets), and various cities from France provinces and from Paris area, Brussels (self-service bicycles) in Belgium, Valencia (self-service bicycles) and Barcelona (subway) in Spain, Odense (self-service bicycles) in Denmark, Brisbane (self-service bicycles) in Australia, Washington (airport) in the United States of America, Toyama (self-service bicycles) and Kyoto in Japan, Nanjing and Beijing (subways) in China.

CONSOLIDATED FINANCIAL STATEMENTS AND NOTES

STATEMENT OF FINANCIAL POSITION

Assets

In million euros		12/31/2009	12/31/2008
Goodwill	§ 2.3	1,336.3	1,210.8
Other intangible assets	§ 2.3	333.7	257.8
Property, plant and equipment	§ 2.4	1,171.2	1,056.6
Investments in associates	§ 2.5	134.0	301.0
Financial investments	§ 2.6	2.7	17.0
Financial derivatives	§ 2.19	0.0	0.0
Other financial investments	§ 2.7	15.4	23.6
Deferred tax assets	§ 2.13	19.7	8.3
Current tax assets	§ 2.12	1.3	0.9
Other receivables	§ 2.8	53.0	58.6
NON-CURRENT ASSETS		**3,067.3**	**2,934.6**
Other financial investments	§ 2.7	4.3	17.8
Inventories	§ 2.9	110.2	127.7
Financial derivatives	§ 2.19	1.6	0.0
Trade and other receivables	§ 2.10	601.4	672.0
Current tax assets	§ 2.12	11.8	13.1
Assets classified as held for sale	§ 2.14	0.0	7.5
Cash and cash equivalents	§ 2.11	90.9	112.1
CURRENT ASSETS		**820.2**	**950.2**
TOTAL ASSETS		**3,887.5**	**3,884.8**

Liabilities and Equity

In million euros		12/31/2009	12/31/2008
Share capital		3.4	3.4
Additional paid-in capital		996.3	993.5
Consolidated reserves		1,042.8	935.4
Net income for the period (Group share)		24.5	108.1
Other components of equity		(36.5)	(46.1)
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT COMPANY		**2,030.5**	**1,994.3**
Minority interests		(21.2)	(24.6)
TOTAL EQUITY	**§ 2.15**	**2,009.3**	**1,969.7**
Provisions	§ 2.16	187.2	158.2
Deferred tax liabilities	§ 2.13	115.5	95.7
Financial debt	§ 2.17	533.4	749.3
Debt on commitments to purchase minority interests	§ 2.18	78.7	63.1
Other payables		12.5	9.0
Current tax payable	§ 2.12	0.0	1.2
Financial derivatives	§ 2.19	29.6	21.4
NON-CURRENT LIABILITIES		**956.9**	**1,097.9**
Provisions	§ 2.16	28.9	20.0
Financial debt	§ 2.17	195.1	44.9
Bank overdrafts	§ 2.17	11.4	7.1
Debt on commitments to purchase minority interests	§ 2.18	3.2	5.3
Financial derivatives	§ 2.19	0.4	4.4
Trade and other payables	§ 2.20	665.4	711.9
Current tax payable	§ 2.12	16.9	23.6
CURRENT LIABILITIES		**921.3**	**817.2**
TOTAL LIABILITIES		**1,878.2**	**1,915.1**
TOTAL LIABILITIES AND EQUITY		**3,887.5**	**3,884.8**

INCOME STATEMENT

In million euros		2009	2008
NET REVENUES		**1,918.8**	**2,168.6**
Direct operating expenses	§ 3.1	(1,214.3)	(1,267.6)
Selling, general and administrative expenses	§ 3.1	(312.5)	(351.1)
OPERATING MARGIN		**392.0**	**549.9**
Depreciation, amortization and provisions (net)	§ 3.1	(230.9)	(239.1)
Impairment of goodwill	§ 3.1	0.0	(27.1)
Maintenance spare parts	§ 3.1	(38.3)	(41.1)
Other operating income	§ 3.1	10.9	2.4
Other operating expenses	§ 3.1	(10.9)	(8.6)
EBIT		**122.8**	**236.4**
Financial income	§ 3.2	24.1	27.0
Financial expenses	§ 3.2	(43.7)	(54.9)
NET FINANCIAL INCOME (LOSS)		**(19.6)**	**(27.9)**
Income tax	§ 3.3	(38.0)	(62.9)
Share of net profit of associates	§ 3.5	(30.7)	(18.7)
PROFIT OF THE YEAR FROM CONTINUING OPERATIONS		**34.5**	**126.9**
Gain or loss on discontinued operations			
CONSOLIDATED INCOME		**34.5**	**126.9**
Minority interests		10.0	18.8
NET INCOME (GROUP SHARE)		**24.5**	**108.1**
Earnings per share (in euros)		0.110	0.487
Diluted Earnings per share (in euros)		0.110	0.487
Weighted average number of shares	§ 3.4	221,322,760	221,773,911
Weighted average number of shares (diluted)	§ 3.4	221,389,683	221,886,709

STATEMENT OF COMPREHENSIVE INCOME

In million euros	2009	2008
CONSOLIDATED INCOME	**34.5**	**126.9**
Translation reserve adjustment on foreign operations	6.7	(15.5)
Translation reserve adjustments on net foreign investments	4.2	(2.3)
Available-for-sale securities	(1.7)	0.2
Revaluation reserves	1.7	0.0
Cash flow hedges	0.0	0.2
Share of the other comprehensive income of associates	(2.6)	(0.1)
- Translation reserve adjustments of associates	(2.2)	(0.1)
- Available-for-sale securities of associates	(0.2)	0.0
- Gains and losses on disposal of treasury shares of associates	(0.2)	0.0
Other comprehensive income before tax (1)	**8.3**	**(17.5)**
Tax on the other comprehensive income (2)	**0.0**	**0.0**
TOTAL COMPREHENSIVE INCOME	**42.8**	**109.4**
Minority interests	8.7	19.8
TOTAL COMPREHENSIVE INCOME - GROUP SHARE	**34.1**	**89.6**

(1) *Among other comprehensive income items, the only reclassification impact concerns the amount of €(1.7) million in Available-for-sale securities*
(2) *No other comprehensive income item has a tax impact as of December 31, 2009, as was the case as of December 31, 2008.*

STATEMENT OF CHANGES IN EQUITY

	Group											
	Share Capital	Additional paid-in capital	Treasury shares	Retained earnings	Other reserves					Total	Minority interests	Total
In million euros					Cash flow hedges	Available-for-sale securities	Translation reserve adjustment	Revaluation reserves	Other			
Equity as of December 31, 2007	**3.4**	**985.6**	**0.0**	**1,072.0**	**(0.2)**	**1.0**	**(28.9)**	**0.0**	**0.5**	**2,033.4**	**(40.8)**	**1,992.6**
Capital increase [(1)]		4.7								4.7	3.4	8.1
Treasury shares:												
- Purchase			(38.8)							(38.8)		(38.8)
- Cancellation			38.8	(38.8)						0.0		0.0
Distribution of dividends				(97.7)						(97.7)	(7.0)	(104.7)
Share-based payments		3.2								3.2		3.2
Debt on commitments to purchase minority interests										0.0		0.0
Change in consolidation scope										0.0		0.0
Net income for the period				108.1						108.1	18.8	126.9
Other comprehensive income					0.2	0.2	(18.9)			(18.5)	1.0	(17.5)
Total comprehensive income	**0.0**	**0.0**	**0.0**	**108.1**	**0.2**	**0.2**	**(18.9)**	**0.0**	**0.0**	**89.6**	**19.8**	**109.4**
Other				(0.1)						(0.1)		(0.1)
Equity as of December 31, 2008	**3.4**	**993.5**	**0.0**	**1,043.5**	**0.0**	**1.2**	**(47.8)**	**0.0**	**0.5**	**1,994.3**	**(24.6)**	**1,969.7**
Capital increase [(1)]		1.0								1.0	6.6	7.6
Distribution of dividends										0.0	(5.6)	(5.6)
Share-based payments		1.8								1.8		1.8
Debt on commitments to purchase minority interests										0.0	(9.7)	(9.7)
Change in consolidation scope										0.0	3.7	3.7
Net income for the period				24.5						24.5	10.0	34.5
Other comprehensive income						(1.3)	9.4	1.7	(0.2)	9.6	(1.3)	8.3
Total comprehensive income	**0.0**	**0.0**	**0.0**	**24.5**	**0.0**	**(1.3)**	**9.4**	**1.7**	**(0.2)**	**34.1**	**8.7**	**42.8**
Other				(0.7)	0					(0.7)	(0.3)	(1.0)
Equity as of December 31, 2009	**3.4**	**996.3**	**0.0**	**1,067.3**	**0.0**	**(0.1)**	**(38.4)**	**1.7**	**0.3**	**2,030.5**	**(21.2)**	**2,009.3**

(1) The increase in JCDecaux SA's share capital and additional paid-in capital is related to the exercise of stock options.

STATEMENT OF CASH FLOWS

In million euros		2009	2008
Net income before tax		72.5	189.8
Share of net profit of associates		30.7	18.7
Dividends received from non-consolidated subsidiaries		(0.1)	(0.1)
Expenses related to share-based payments		1.8	3.2
Depreciation, amortization and provisions (net)		228.2	267.4
Capital gains and losses		(0.8)	2.6
Discounting expenses (income)		13.9	(18.2)
Net financial interest expense		8.1	41.7
Financial derivatives and translation adjustments		(5.7)	12.3
Change in working capital		70.6	67.5
Change in inventories		27.6	(1.3)
Change in trade and other receivables		96.9	(18.0)
Change in trade and other payables		(53.9)	86.8
CASH PROVIDED BY OPERATING ACTIVITIES		**419.2**	**584.9**
Net financial interest paid		(21.7)	(41.6)
Income taxes paid		(53.0)	(91.0)
NET CASH PROVIDED BY OPERATING ACTIVITIES	**§ 4.1**	**344.5**	**452.3**
Acquisitions of intangible assets and property, plant and equipment		(194.6)	(281.1)
Acquisitions of long-term investments		(77.8)	(0.8)
Acquisitions of other financial assets		(6.2)	(6.4)
Change in payables on intangible assets and property, plant and equipment		(3.2)	(29.8)
Change in payables on financial investments		(1.4)	0.5
Total investments		**(283.2)**	**(317.6)**
Proceeds on disposal of intangible assets and property, plant and equipment		18.1	6.6
Proceeds on disposal of long-term investments		14.7	0.0
Proceeds on disposal of other financial assets		11.1	11.4
Change in receivables on intangible assets and property, plant & equipment		0.0	0.0
Change in receivables on financial investments		0.0	(1.9)
Total asset disposals		**43.9**	**16.1**
NET CASH USED IN INVESTING ACTIVITIES	**§ 4.2**	**(239.3)**	**(301.5)**
Dividends paid		(5.6)	(104.7)
Capital decrease		(0.1)	0.0
Purchase of treasury shares		0.0	(38.8)
Repayment of long-term debt		(157.7)	(87.3)
Repayment of debt (finance lease)		(3.0)	(3.1)
Cash outflow from financing activities		**(166.4)**	**(233.9)**
Dividends received		7.3	9.8
Capital increase		1.8	7.7
Increase in long-term borrowings		29.0	30.2
Cash inflow from financing activities		**38.1**	**47.7**
NET CASH USED IN FINANCING ACTIVITIES	**§ 4.3**	**(128.3)**	**(186.2)**
Effect of exchange rate fluctuations and other movements		(2.4)	10.4
CHANGE IN NET CASH POSITION		**(25.5)**	**(25.0)**
Net cash position beginning of period		**105.0**	**130.0**
Net cash position end of period		**79.5**	**105.0**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

I. MAJOR EVENTS OF THE YEAR

In 2009, JCDecaux continued its development strategy through organic growth and strengthened its worldwide leading position in street furniture and airport advertising. The year 2009 was marked by a highly challenging economic and financial situation which triggered a decline in the number of calls for tender. This was particularly so in France. JCDecaux was nevertheless able to renew previous agreements and secure significant new contracts in both mature markets, such as the renewal of the street furniture contract in Marseilles, and in developing markets, with the awarding of the street furniture contract in Kyoto, which will strengthen the Group's presence in Japan. JCDecaux also stepped up the roll-out of its self-service bicycle operations with the launch of new programs, primarily in Dublin, Ireland, and in Brussels, Belgium, where the park of bicycles was extended. The Group has also exported the self-service bicycle concept outside of Europe, with the awarding of two contracts in Brisbane, Australia and Toyama, Japan. These two programs will be operational in 2010. JCDecaux has maintained its position in the main French regional airports, with contracts being renewed in Nice, Toulouse and Biarritz.

Lastly, in 2009, JCDecaux acquired an additional 49.18% interest in the German company Wall, bringing the JCDecaux stake in Germany's second largest outdoor advertising operator to 89.18%. The transaction will reinforce the Group's commercial offering for this market, among the European leaders, and one where the Group has been historically present.

Partnerships and principal acquisitions

The principal partnerships and acquisitions are detailed in Note 2.1 *Changes in the consolidation scope in 2009*.

1. ACCOUNTING METHODS AND PRINCIPLES

1.1. General principles

The JCDecaux SA consolidated financial statements for the year ended December 31, 2009 include JCDecaux SA and its subsidiaries (hereinafter referred to as the "Group") and the Group's share in associates or companies under joint control.

Pursuant to European Regulation No. 1606/2002 of July 19, 2002, the 2009 consolidated financial statements were prepared in accordance with IFRS, as adopted by the European Union. They were approved by the Executive Board and were authorized for release by the Supervisory Board on March 9, 2010. These financial statements shall only be definitive upon the approval of the General Meeting of Shareholders.

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

- all standards and interpretations adopted by the European Union and in force as of December 31, 2009. These are available on the European Commission website: http://ec.europa.eu/internal_market/accounting/ias/index_en.htm. Moreover, these principles do not differ from the IFRS standards published by IASB, insofar as there would be no material impact arising from the application of the amendments and interpretations, whose implementation is mandatory for annual periods beginning on or after January 1, 2009 in the framework published by the IASB, but not yet mandatory in the framework adopted by the European Union;
- standards which the Group has decided to apply in advance;
- accounting treatments adopted by the Group in cases where no guidance is provided by current standards.

These various options and positions are detailed as follows:

The Group has implemented the following standards, amendments and interpretations adopted by the European Union and applicable for annual periods beginning on or after January 1, 2009:

- IFRS 8 Operating segments;
- IAS 1 revised Presentation of Financial Statements : A Revised Presentation;
- IAS 23 revised Borrowing Costs;
- Amendments to IFRS 2 Share-Based Payment : Vesting Conditions and Cancellations;
- Amendments to IFRS 1 and IAS 27 Cost of an Investment in a Subsidiary, Jointly-Controlled Entity or Associate;
- Amendments to IAS 32 and IAS 1 Puttable Financial Instruments and Obligations Arising on Liquidation;

- 2008 IFRS Annual Improvements except amendments to IFRS 1 and IFRS 5, which are applicable for annual periods beginning on or after July 1, 2009;
- Amendments to IFRS 7 Financial Instruments : Disclosures;
- IFRIC 11 IFRS 2 – Group and Treasury Share Transactions.

IFRIC 12 *Service Concession Arrangements*, whose application is mandatory for annual periods beginning on or after January 1, 2008, and which was adopted by the European Union on March 25, 2009, does not apply to the current activities of the JCDecaux Group;

The Group has also implemented the following standards, amendments and interpretations adopted by the European Union:

- IFRIC 13 Customer Loyalty Programmes, applicable as of July 1, 2008;
- Amendments to IFRIC 9 and IAS 39 Embedded Derivatives applicable to annual periods beginning on or after June 30, 2009.

The adoption of these standards did not have a material impact on the published consolidated financial statements.

Likewise, the Group has not opted for the early adoption of the following new standards, amendments to standards and interpretations adopted by the European Union and not yet in force for the year ended December 31, 2009:

- Amendment to IAS 39 Financial Instruments – Eligible hedged items;
- Amendment to IAS 32 Financial Instruments: Presentation : Classification of Rights Issues;
- IFRS 3 revised Business combinations;
- IAS 27 amended Consolidated and separate financial statements;
- IFRIC 15 Agreements for the Construction of Real Estate;
- IFRIC 16 Hedges of a net investment in a foreign operation;
- IFRIC 17 Distributions of non-cash assets to owners;
- IFRIC 18 Transfers of Assets from Customers.

Management believes that the application of the amendment to IAS 32 regarding the *Classification of Rights Issues*, the amendment to IAS 39 *Financial Instruments: Recognition and Measurement "Eligible Hedge Items"*, IFRIC 15 *Agreements for the Construction of Real Estate;* IFRIC 16 *Hedges of a Net Investment in a Foreign Operation*, IFRIC 17 *Distributions of Non-cash Assets to Owners* and IFRIC 18 *Transfer of Assets from Customers* will not have a material impact on the consolidated financial statements.

Likewise, the Group has not implemented the new standards, amendments to standards and interpretations not yet adopted by the European Union and not yet in force for the year ended December 31, 2009:

- Amendment to IFRS 2 Group Cash-settled Share-based Payment Transactions;
- Amendment to IFRIC 14 Prepayments of a Minimum Funding Requirement;
- IAS 24 revised Related Party Disclosures;
- IFRIC 19 Extinguishing Financial Liabilities with Equity Instruments;
- 2009 IFRS annual improvements.

Management believes that the adoption of these standards will not have a material impact on the published consolidated financial statements.

Finally, accounting positions have been adopted pursuant to paragraphs 10 and 12 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* in the absence of specific IFRS provisions. These positions primarily concern:

- Commitments to purchase minority interests. The policies adopted are described in Note 1.21 Commitments to purchase minority interests;
- Step acquisitions in companies consolidated under the proportionate method with no change in method. The policies adopted are described in Note 1.9 Business combinations.

1.2. First-time adoption of IFRS

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

- The Group decided to apply IFRS 3 Business combinations on a prospective basis starting from January 1, 2004. Business combinations that occurred before January 1, 2004 have not been restated;

- The Group decided not to apply the provisions of IAS 21 the effects of changes in foreign exchange rates for the cumulative amount of foreign exchange differences existing at the date of transition to IFRS. Accordingly, the cumulative amount of foreign exchange differences for all foreign activities is considered to be zero as of January 1, 2004. As a result, any profits and losses realized on the subsequent sale of foreign activities exclude the exchange differences existing before January 1, 2004, but include any subsequent differences;
- The Group, in connection with IAS 19 Employee benefits, decided to recognize in equity all cumulative actuarial gains and losses existing as of the date of transition to IFRS. This option for the opening statement of financial position does not call into question the use of the "corridor" method used for cumulative actuarial gains and losses generated subsequently;
- The Group applied IFRS 2 to stock option plans granted on or after November 7, 2002, but not yet vested as of January 1, 2005;
- The Group decided not to apply the option allowing property, plant and equipment to be remeasured at fair value at the date of transition.

1.3. Scope and methods of consolidation

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

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

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

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

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

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

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

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

1.5. Translation of the financial statements of subsidiaries

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

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

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

1.6. Use of estimates

As part of the process for the preparation of the consolidated financial statements, the assessment of some assets and liabilities requires the use of judgments, assumptions and estimates. This primarily involves the valuation of property, plant and equipment and intangible assets, the valuation of the investments in associates, and determining the amount of provisions for employee benefits and dismantling, and the valuation of commitments on securities. These judgments, assumptions and estimates are made on the basis of information available or situations existing at the financial statement preparation date, which could prove to be different from reality in the future. The accounting estimates used in connection with the financial statements for the year ended December 31, 2009 were prepared in a context of strong volatility in the advertising market and uncertain economic outlooks. Valuation methods are more specifically described, mainly in Note 1.11 *Impairment of intangible assets, property, plant and equipment and goodwill* and in Note 1.23 *Dismantling provision*. The results of sensitivity tests are provided in Note 2.3 *Goodwill and other intangible assets* for the valuation of goodwill, property, plant and equipment and other intangible assets, in Note 3.5 *Share of net profit of associates* for the valuation of the investments in associates and in Note 2.16 *Provisions* for the valuation of provisions for employee benefits and dismantling.

1.7. Current/non-current distinction

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

1.8. Intangible assets

1.8.1. Development costs

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

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

Development costs capitalized in the statement of financial position from January 1, 2004 onwards include all costs related to the development, modification or improvement to street furniture ranges in connection with contract proposals having a strong probability of success.

Given JCDecaux's statistical success rate in its responses to street furniture bids for tender, the Group considers that it is legitimate to capitalize tender response preparation costs. Amortization, spread out over the term of the contract, would begin when the project is awarded. Should the bid be lost, the amount capitalized would be expensed.

Development costs carried in assets are recognized at cost less accumulated amortization and impairment losses.

1.8.2. Other intangible assets

Other intangible assets primarily involve Street Furniture, Billboard and Transport contracts, which are amortized over the contract term.

Only individualized and clearly identified software (such as ERP) is capitalized and amortized over a maximum period of 5 years. Other software is recognized in expenses for the period.

1.9. Business combinations

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

Goodwill is the excess of the consideration paid over the share in fair value of all identified assets, liabilities and contingent liabilities at acquisition date.

Negative goodwill, if any, is recognized immediately against income.

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

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

For acquisitions achieved in stages, the purchase method applies to each transaction until control is acquired. Hence, for acquisitions of minority interests concerning companies over which the Group already exercises control, only goodwill is recognized.

In the case of an acquisition of an additional stake in a company that is already consolidated through the proportionate method, and when this method continues to apply, the excess of the consideration paid over the share of net worth acquired is only recognized as goodwill, in the absence of specific IFRS guidance on the subject.

Goodwill is not amortized. At each statement of financial position date, the Group assesses whether there are any indicators of impairment and, when justified by particular circumstances (significant changes in the technical, legal or market environment, insufficient profitability, etc.), a goodwill impairment loss is recognized in accordance with the methodology detailed in Note 1.11 *Impairment of intangible assets, property, plant and equipment and goodwill*. When recognized, such a loss cannot be reversed at a later period.

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

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

Street furniture

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

Street furniture maintenance costs are recognized as expenses.

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

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

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

Depreciation charges are calculated over the following normal useful lives:

DEPRECIATION PERIOD

Property, plant and equipment:

- Buildings and constructions 10 to 50 years
- Technical installations, tools and equipment 5 to 10 years
- (excluding street furniture and billboards)
- Street furniture and billboards 2 to 20 years

Other property, plant and equipment:

- Fixtures and fittings 5 to 10 years
- Transport equipment 3 to 10 years
- Computer equipment 3 to 5 years
- Furniture 5 to 10 years

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

As set out by IAS 36, items of property, plant and equipment, intangible fixed assets as well as goodwill are tested for impairment at least annually.

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

When the recoverable amount is assessed on the basis of the value in use, forecast cash flows are determined using growth assumptions based either on the term of the contracts, or over a five-year period with a subsequent projection to infinity and a discount rate reflecting current market estimates of the time value of money. Risks specific to the CGU tested are largely reflected in the assumptions adopted for determining the cash flows and the discount rate used.

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

Methodology followed

- Level of testing
  - For items of PP&E and intangible assets, impairment tests are carried out at the CGU level corresponding to the entity.
  - For goodwill, tests are carried out at the level of each group of CGUs determined according to the operating segment considered (Street Furniture, Billboard, and Transport) and taking into account the level of synergies expected between the CGUs. Thus, tests are generally performed at the level where the operating segments and the geographical area meet, which is the level where commercial synergies are generated, or even beyond this level if justified by the synergy.
- Discount rates used

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

The countries are broken down into five areas based on the risk associated with each country, and each area corresponds to a specific discount rate ranging from 7.1% to 19.1%, for the area presenting the most risk. An after-tax rate of 7.1% (compared to 7.2% in 2008) was determined for areas such as Western Europe, North America, Japan and Australia, where the Group conducts nearly 80% of its activity.

- Recoverable amounts

They are determined in accordance with the following two methods:

  - An initial level of testing consists in identifying entities whose assets may be impaired. This test is based on a projection of the 2009 operating margin according to a term and procedures specific to each operating segment considered. Thus, for the Street Furniture and Transport segments, the residual duration of the contracts is used assuming an average yearly growth rate of 3%, in line with past internal growth rates and the use of a discount rate as described above. For the Billboard activity, a 15-year term is used.
  - On the basis of a business plan when entities' assets have not passed this first level of testing or when the Group estimates that the projected operating margin does not reflect the expected future cash flows. Here again, the procedures for determining future cash flows depend on the business segment considered, with a time horizon usually exceeding five years owing to the nature of the Group's activity. In general:
  - for the Street Furniture and Transport segments, future cash flows are computed over the remaining term of contracts, taking into account the likelihood of renewal after term;
  - for the Billboard segment, future cash flows are computed over a five-year period with a perpetual projection using a yearly growth rate of between 2% and 3%.

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

1.12. Investments in associates

Goodwill recognized on acquisition is included in the value of the investments.

The share of the depreciation charge arising from the impairment of assets recognized on acquisition or the fair value adjustment of existing assets is presented under the heading "Share of net profit of associates."

Investments in associates are subject to impairment tests on an annual basis, or when existing conditions would suggest a possible impairment. When necessary, the related loss, which is recorded in "Share of net profit of associates" is calculated from the values in use based on the expected future cash flows less net debt. The method used to calculate the values in use is the same one applied for PP&E and intangible assets as described in Note 1.11 *Impairment of intangible assets, property, plant and equipment and goodwill.*

1.13. Financial investments (Available-for-sale assets)

This heading includes investments in non-consolidated entities.

These assets are initially recognized at their fair value, generally represented by their acquisition cost plus transaction costs. In the absence of an active market, they are then measured at fair value or the value in use, which takes into account the share of shareholders' equity and the probable recovery amount.

Changes in values are recognized in a separate item of other comprehensive income in equity. However, when the asset is sold, cumulative gains and losses recognized in equity are cleared by an offsetting entry in the income statement. When the impairment loss is permanent, total cumulative gains are cleared in the amount of the loss. The net loss is recorded in the income statement if the total loss exceeds the total cumulative gains.

1.14. Other financial assets

This heading includes loans to long-term investments, current account advances granted to equity-accounted companies or non-consolidated entities, the non-eliminated portion of loans proportionately-consolidated companies, as well as deposits and guarantees.

On initial recognition, they are measured at fair value plus transaction costs(IAS 39, Loans and receivables category).

At each statement of financial position date, they are measured at amortized cost.

A loss in value is recorded in the income statement when the recovery value of these loans and receivables is less than their carrying amount.

1.15. Treasury shares

Treasury shares are recognized at their acquisition cost and deducted from shareholders' equity. Gains or losses on disposals are also recorded in equity and do not contribute to profit or loss for the year.

1.16. Inventories

Inventories mainly consist of:

- parts necessary for the maintenance of installed street furniture;
- street furniture or billboards in kit form or partially assembled.

Inventories are valued at weighted average cost, which may include production, assembly and logistic costs.

Inventories are written down to their net realizable value when the net realizable value is less than cost.

1.17. Trade and other receivables

Trade receivables are recorded at fair value, which corresponds to their nominal invoice value. A provision for bad debt is recognized when their recovery value is less than their carrying amount.

1.18. Cash and cash equivalents

Cash in the statement of financial position comprises cash at bank and in hand and short-term deposits.

Cash equivalents in the statement of financial position are comprised of short-term investments. They are easily convertible into a known cash amount and subject to little risk of change in value. They are measured at fair value and changes in fair value are recorded in net financial income.

For the consolidated cash flow statement, net cash consists of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

1.19. Financial debt

Financial debt is initially recorded at the value corresponding to the amount received less related issuance costs and subsequently measured at amortized cost.

1.20. Financial derivatives

A derivative is a financial instrument having the following three characteristics:

- an underlying item that changes the value of the contract (in particular, the interest rate or the foreign exchange rate);
- little or no initial net investment;
- settlement at a future date.

Derivatives are recognized in the statement of financial position at fair value. Changes in subsequent values are offset in the income statement, unless they have been qualified as cash flow hedges or as foreign net investment.

Hedge accounting may be adopted if a hedging relationship between the hedged item (the underlying) and the derivative is established and documented from the time the hedge is set up and its effectiveness is demonstrated from inception and at each period-end. The Group currently limits itself to two types of hedges for financial assets and liabilities:

- Fair Value Hedge, the purpose of which is to limit the impact of changes in the fair value of assets, liabilities or firm commitments at inception, due to changes in market conditions. Included in this category are, for example, receive-fixed pay-floating interest rate swaps used to transform a fixed-rate liability into a floating-rate liability. From an accounting point of view, the change in the fair value of the hedging instrument is recorded as profit or loss. However, this impact is cancelled out by symmetrical changes in the fair value of the hedged risk (to the extent of hedge effectiveness);
- Cash Flow Hedge, the purpose of which is to limit changes in cash flows attributable to existing assets and liabilities or highly probable forecasted transactions. Included in this category are, for example, pay-fixed receive-floating interest rate swaps used to lock in the cost of a floating-rate borrowing. From an accounting point of view, the effective portion of the change in fair value of the hedging instrument is directly offset against other comprehensive income in equity, and the ineffective portion is maintained as profit or loss. The amount recorded in other comprehensive income in equity is reclassified to profit or loss when the hedged item itself has an impact on profit or loss.

The hedging relationship involves a single market parameter, which currently for the Group is either a foreign exchange rate or an interest rate. When the same derivative hedges both a foreign exchange and interest rate risk, the foreign exchange and interest rate impacts are treated separately.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or no longer qualifies for hedge accounting. At that point in time, any cumulative gain or loss on a cash flow hedge as part of the hedging of a highly probable forecasted transaction recognized in other comprehensive income in equity is maintained in equity until the forecasted transaction occurs. If the hedged transaction is no longer expected to occur, the net cumulative gain or loss recognized in other comprehensive income in equity is transferred to net financial income for the year.

For derivatives that do not qualify for hedge accounting, any gains or losses arising from changes in fair value are recorded directly in net financial income for the year.

The accounting classification of derivatives in current or non-current items is determined by that of the related underlying item.

1.21. Commitments to purchase minority interests

The application of IAS 32 results in the recognition of a financial liability relating to commitments to purchase shares held by minority interests in the Group's subsidiaries, not only for the portion already recognized in minority interests (transferred to liabilities), but also for the excess resulting from the present value of the commitment. In the absence of precision from the standard covering this issue, the Group has decided to deduct the excess portion from minority interests in shareholders' equity. Subsequent changes in the fair value of the liability are recognized in net financial income and allocated to minority interests in profit or loss.

Commitments recorded in this respect are presented under the statement of financial position heading "Debt on commitments to purchase minority interests."

1.22. Provision for retirement and other long-term benefits

The Group's obligations resulting from defined benefit plans, as well as their cost, are determined using the projected unit credit method.

This method consists in measuring the obligation based on the projected end-of-career salary and the rights vested at the valuation date, determined in accordance with collective trade union agreements, branch agreements or prevailing legal rights.

The actuarial assumptions used to determine the obligations vary according to the economic conditions prevailing in the country of origin and the demographic assumptions specific to each company.

These plans are either funded, their assets being managed by an entity legally separate from the Group, or partially funded or unfunded, the Group's obligations being covered by a provision in the statement of financial position.

For post-employment defined benefits, actuarial gains or losses exceeding the greater of 10% of the present value of the defined benefit obligation or the fair value of the related plan assets are amortized over the remaining average working lives of employees within the Group. Past service costs are amortized on a straight-line basis, over the average period until the benefits become vested.

For other long-term benefits, actuarial gains or losses and past service costs are recognized as income or expense when they occur.

1.23. Dismantling provision

Costs for dismantling street furniture at the end of a contract are recorded in provisions, where a contractual dismantling obligation exists. These provisions represent the entire estimated dismantling cost from the contract's inception and are discounted. As an offsetting entry, dismantling costs are recognized under fixed assets in the statement of financial position and amortized over the term of the contract. The discounting charge is recorded in net financial income.

1.24. Share purchase or subscription plans at an agreed price and bonus shares

1.24.1. Share purchase or subscription plans at an agreed price

In accordance with IFRS 2 *Share-based payment*, employee stock options are considered to be part of compensation in exchange for services rendered over the period extending from the grant date to the vesting date.

The fair value of services rendered is determined by reference to the fair value of the financial instruments granted.

The Group has decided to apply IFRS 2 with respect to option exercise rights that were not fully vested as of January 1, 2005 for all stock option plans granted on or after November 7, 2002.

The fair value of options is determined at their grant date by an independent actuary, and any subsequent changes in the fair value are not taken into account. The Black & Scholes valuation model is used based on the assumptions described in Note 3.1 *Net operating expenses* hereafter.

The right to exercise options is vested over successive tiers over a period of three years (graded vesting). All plans are exclusively settled in shares.

The cost of services rendered is recognized in the income statement and against a corresponding increase in equity on a basis that reflects the vesting pattern of the options. This entry is recorded at the end of every period until the date at which all vesting rights of the considered plan have been fully granted.

The amount stated in equity reflects the extent to which the vesting period has expired and the number of awards that, based on management's best available estimate, will ultimately vest.

Stock option plans are attributed on a basis of individual objectives and Group results. No specific performance conditions are to be met for the stock options to be vested but individuals are subject to length of service conditions.

1.24.2. Bonus shares

The fair value of bonus shares is determined at their grant date by an independent actuary. The fair value of the bonus share is determined based on the price on the grant date less discounted future dividends.

All bonus shares are granted after a defined number of years of continuous presence in the Group, based on the plans.

The cost of services rendered is recognized in the income statement via an offsetting entry in an equity heading, following a profile that reflects the procedures for granting bonus shares. The period begins from the time the Executive Board grants the bonus shares.

1.25. Revenues

Group revenues mainly consist in sales of advertising spaces on street furniture equipment, billboards and advertising in transport systems.

Advertising space revenues, rentals and services provided are recorded as revenues on a straight-line basis over the realization period of the transaction.

Revenues resulting from the sale of advertising spaces are recorded on a net basis after deduction of commercial rebates. In some countries, commissions are paid by the Group to advertising agencies and media brokers when they act as intermediaries between the Group and advertisers. These commissions are then deducted from revenues. In agreements where the Group pays variable fees or revenue sharing, and insofar as the Group bears the risks and rewards incidental to the activity, the Group recognizes all gross advertising revenues as revenues and books fees and the portion of revenues repaid as operating expenses.

Discounts granted to customers for early payments are deducted from revenues.

1.26. Operating margin

The operating margin is defined as revenues less direct operating and SG&A expenses, excluding consumption of spare parts used for maintenance, inventory impairment loss, depreciation, amortization and provisions (net), goodwill impairment losses, and other operating income and expenses.

It includes charges to provisions net of reversals relating to trade receivables.

The operating margin is impacted by cash discounts granted to customers deducted from revenues, and cash discounts received from suppliers deducted from direct operating expenses. It also includes stock option expenses recognized in the line item "Selling, general and administrative expenses."

1.27. EBIT

EBIT is determined based on the operating margin less consumption of spare parts used for maintenance, depreciation, amortization and provisions (net), goodwill impairment losses, and other operating income and expenses. Inventory impairment losses are recognized in the line item "Maintenance spare parts".
Other operating income and expenses include the gains and losses generated on the disposal of property, plant and equipment, intangible assets, and shares of companies fully or proportionately consolidated, as well as non-recurring items.
Net charges related to impairment tests performed on property, plant and equipment and intangible assets are included in the line item "Depreciation, amortization and provisions (net)."

1.28. Current and deferred income tax

Deferred taxes are recognized on the basis of temporary differences between the accounting value and the tax base of assets and liabilities. They mainly stem from consolidation adjustments (standardization of Group accounting principles and amortization/depreciation periods for property, plant and equipment and intangible assets, finance leases, recognition of contracts as part of the purchase method, etc.). Deferred tax and assets liabilities are measured at the tax rate expected to apply for the period in which the asset is realized or the liability is settled, based on the tax regulations that were adopted at the year-end closing date.

Deferred tax assets on tax losses carried forward are recognized when it is probable that the Group will incur future taxable profits against which those tax losses may be offset.

1.29. Finance lease and operating lease

Finance leases, which transfer to the Group substantially all the risks and rewards associated with the ownership of the leased item, are capitalized at the inception of the lease at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and a reduction of the lease liability so as to obtain a constant interest rate on the remaining balance of the liability. Finance charges are recognized directly in profit and loss.

Capitalized leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Leases where the lessor retains substantially all the risks and rewards incident to ownership of the asset are considered as operating leases. Operating lease payments are recognized as an expense in the income statement.

1.30. Earnings per share

Earnings per share are calculated based on the weighted average number of outstanding shares adjusted for treasury shares. The calculation of diluted earnings per share takes into account the dilutive effect of the issuance and buyback of shares and the exercise of stock options.

2. COMMENTS ON THE STATEMENT OF FINANCIAL POSITION

2.1. Changes in the consolidation scope in 2009

The main changes that took place in the consolidation scope during 2009 are as follows:

Acquisitions (controlling interests)
On September 11, 2009, JCDecaux Deutschland GmbH acquired an additional 9.6% interest in Wall AG, bringing its stake in this associate to 49.6%. This was followed by an additional acquisition of 39.58% on December 22, 2009, bringing the Group's stake to 89.18%. The 2009 acquisition amounted to €72.7 million (of which €0.3 million in acquisition costs and less the net cash acquired for €1.3 million). Wall AG and its subsidiaries are fully consolidated.

The acquisition of Wall AG had the following impacts on the Group consolidated financial statements:

In million euros	Carrying amounts before purchase accounting adjustments	Purchase accounting adjustments	Recognized values after purchase accounting adjustments
Non-current assets	151.3	57.1	208.4
Current assets	4.3	0.0	4.3
Total assets	**155.6**	**57.1**	**212.7**
Minority interests	(0.9)	5.6	4.7
Non-current liabilities	41.1	7.9	49.0
Current liabilities	105.0	0.0	105.0
Total liabilities	**145.2**	**13.5**	**158.7**
Net asset at fair value - Group Share	**10.4**	**43.6**	**54.0**
Change in fair value of assets and liabilities since the previous acquisition			**(1.7)**
Accumulated profit or loss from equity-accounted associates as of the date control was acquired			**(17.7)**
Goodwill			**120.3**
Price paid on prior acquisitions			**80.9**
Price paid in the year control was acquired			**74.0**
Net cash acquired			(1.3)
Acquisitions of financial assets (long-term investments)			**72.7**

As the December 31, 2009 values of assets and liabilities were used, the acquisition of Wall AG had no impact on the Group's 2009 income statement.

The restatements recorded were primarily related to the valuation of current contracts.

Goodwill is primarily explained by the major synergies expected from the merger of the JCDecaux Group and Wall in Germany.

Had the acquisition taken place as of January 1, 2009, revenue would have increased by €103.8 million and net income (Group share) would have decreased by €7.3 million.

Other entries into the scope of consolidation
JCDecaux Citycycle Australia Pty Ltd was created on January 14, 2009 to manage the bicycle contracts in Australia. It is 100% held by the Group and fully consolidated.

On March 22, 2009, JCDecaux Advertising and Media (United Arab Emirates) was created to manage the advertising spaces of Sharjah Airport. This company is fully consolidated with the Group holding an 80% interest.

The JCDecaux - BigBoard joint venture, 50% held by the Group, was created on February 27, 2009 and is proportionately consolidated. This company was created to manage a street furniture contract for the city of Prague in the Czech Republic.

Change in holding percentages and consolidation methods
As of January 1, 2009, Q. Media Decaux WLL (Qatar), which was previously fully consolidated, is now 50% proportionately consolidated due to a change in governance.

On February 18, 2009, JCDecaux Pearl & Dean (Hong-Kong) purchased a 20% additional interest in JCDecaux Advertising (Beijing) Company Ltd (formerly Beijing Top Result Public Transportation Advertising Co. Ltd) for €0.1 million, bringing its interest in this fully consolidated company to 100%.

On July 1, 2009, Europlakat International Werbe GmbH acquired an additional interest of 8.13% in Proreklam-Europlakat Doo in Slovenia, which also holds the Slovene companies Inreklam Progress Doo, Plakatiranje Doo, Svetlobne Vitrine, Madison Doo, Metropolis Media Doo (Slovenia) and Interflash Doo Ljubljana and the Kosovar company N.B.S.H. Proreklam-Europlakat Prishtina. These companies are still proportionately consolidated, now at 41.13% for the Slovene companies and 30.85% for the Kosovar Company (compared to respectively, 33% and 24.75%, previously).

On October 31, 2009, JCDecaux Central Eastern Europe GmbH exercised its subscription option for a capital increase in the BigBoard group bringing its percentage of control from 40% to 50%, without modifying its percentage of interest, which is maintained at 50%. In addition, following changes to the governance of BigBoard B.V., JCDecaux Central Eastern Europe GmbH has had joint control since October 31, 2009. The entities of the BigBoard group were therefore proportionately consolidated at 50% as of this date.

On November 30, 2009, JCDecaux North America, Inc. purchased a 40% additional interest, for €5.5 million, in Wall Decaux Holdings (which now holds JCDecaux Boston Inc, formerly Wall Decaux Inc.) from Wall AG, bringing its interest in this company to 100%.

Mergers

On January 1, 2009, JCDecaux Buitenreclame B.V. (the Netherlands), previously fully consolidated, was absorbed by JCDecaux Nederland B.V.

2.2. Financial assets and liabilities by category

	12/31/2009						12/31/2008					
In million euros	Fair value through profit or loss	Available-for-sale assets	Loans & receivables	Liabilities at amortised cost	Total Net booked value	Fair value	Fair value through profit or loss	Available-for sale assets	Loans & receivables	Liabilities at amortised cost	Total Net booked value	Fair value
Financial investments		2.7			2.7	2.7		17.0			17.0	17.0
Financial derivatives (assets) (2)	1.6				1.6	1.6					0.0	0.0
Other financial assets			19.7		19.7	19.7			41.4		41.4	41.4
Trade and other receivables (non-current)			7.6		7.6	7.6			8.2		8.2	8.2
Trade, miscellaneous and other operating receivables (current)			514.1		514.1	514.1			578.9		578.9	578.9
Cash			89.5		89.5	89.5			110.4		110.4	110.4
Cash equivalents (1)	1.4				1.4	1.4	1.7				1.7	1.7
Total financial assets	**3.0**	**2.7**	**630.9**	**0.0**	**636.6**	**636.6**	**1.7**	**17.0**	**738.9**	**0.0**	**757.6**	**757.6**
Financial debt				(728.5)	(728.5)	(725.3)				(794.2)	(794.2)	(777.3)
Debt on commitments to purchase minority interests				(81.9)	(81.9)	(81.9)				(68.4)	(68.4)	(68.4)
Financial derivatives (liabilities) (2)	(30.0)				(30.0)	(30.0)	(25.8)				(25.8)	(25.8)
Trade and other payables and other operating liabilities (current)				(437.0)	(437.0)	(437.0)				(437.9)	(437.9)	(437.9)
Other payables (non-current)				(12.5)	(12.5)	(12.5)				(9.0)	(9.0)	(9.0)
Bank overdrafts				(11.4)	(11.4)	(11.4)				(7.1)	(7.1)	(7.1)
Total financial liabilities	**(30.0)**	**0.0**	**0.0**	**(1,271.3)**	**(1,301.3)**	**(1,298.1)**	**(25.8)**	**0.0**	**0.0**	**(1,316.6)**	**(1,342.4)**	**(1,325.5)**

(1) *The fair value measurement of financial assets refers to an active market.*

(2) *The fair value measurement of financial assets and liabilities uses valuation techniques that are based on observable market data.*

2.3. Goodwill and other intangible assets

The values of intangible assets and the residual goodwill relating to acquisitions are determined on a provisional basis and are likely to change over the goodwill allocation period, which can extend to twelve months following the date of acquisition.

Changes in gross value and net carrying amount:

In million euros	Goodwill	Development costs	Patents, licences, advertising contracts, ERP(1)	Leasehold rights, payments on account, other	Total
Gross value as of January 1, 2008	**1,234.1**	**18.7**	**367.9**	**55.9**	**1,676.6**
Acquisitions	4.2	2.1	8.9	4.9	20.1
Disposals		(0.3)	(14.5)		(14.8)
Changes in scope			0.9		0.9
Translation adjustments	2.5	(0.2)	10.5	4.4	17.2
Reclassifications (2)		0.3	5.2	(5.2)	0.3
Gross value as of December 31, 2008	**1,240.8**	**20.6**	**378.9**	**60.0**	**1,700.3**
Amortization / Impairment loss as of January 1, 2008	**(3.0)**	**(5.4)**	**(133.7)**	**(15.3)**	**(157.4)**
Amortization charge		(1.8)	(29.8)	(0.9)	(32.5)
Impairment loss	(27.1)		(23.6) (3)	(0.1) (3)	(50.8)
Disposals			14.5		14.5
Changes in scope					0.0
Translation adjustments	0.1	0.1	(5.7)		(5.5)
Reclassifications (2)			(0.2)	0.2	0.0
Amortization / Impairment loss as of December 31, 2008	**(30.0)**	**(7.1)**	**(178.5)**	**(16.1)**	**(231.7)**
Net value as of January 1, 2008	**1,231.1**	**13.3**	**234.2**	**40.6**	**1,519.2**
Net value as of December 31, 2008	**1,210.8**	**13.5**	**200.4**	**43.9**	**1,468.6**
Gross value as of January 1, 2009	**1,240.8**	**20.6**	**378.9**	**60.0**	**1,700.3**
Acquisitions	127.3	1.9	6.0	3.7	138.9
Disposals			(7.5)		(7.5)
Changes in scope			108.7	0.4	109.1
Translation adjustments	(1.8)	0.1	(3.3)	(0.9)	(5.9)
Reclassifications (2)			1.0	(17.9)	(16.9)
Gross value as of December 31, 2009	**1,366.3**	**22.6**	**483.8**	**45.3**	**1,918.0**
Amortization / Impairment loss as of January 1, 2009	**(30.0)**	**(7.1)**	**(178.5)**	**(16.1)**	**(231.7)**
Amortization charge		(2.0)	(25.0)	(0.8)	(27.8)
Impairment loss			(3.2)	0.1	(3.1)
Disposals			7.5		7.5
Changes in scope			(10.1)	(0.2)	(10.3)
Translation adjustments		(0.1)	1.6	(0.1)	1.4
Reclassifications (2)			16.1	(0.1)	16.0
Amortization / Impairment loss as of December 31, 2009	**(30.0)**	**(9.2)**	**(191.6)**	**(17.2)**	**(248.0)**
Net value as of January 1, 2009	**1,210.8**	**13.5**	**200.4**	**43.9**	**1,468.6**
Net value as of December 31, 2009	**1,336.3**	**13.4**	**292.2**	**28.1**	**1,670.0**

(1) Includes the valuation of contracts recognized in connection with business combinations.
(2) The net impact of reclassifications is not zero, as some reclassifications have an impact on other statement of financial position items.
(3) Exceptional impairment loss on intangible assets due to the expected downturn in the advertising market and the loss of a contract.

The change in goodwill over 2009 breaks down as follows:

In million euros	Goodwill
As of January 1, 2009	**1,210.8**
New goodwill arising during the period	127.3
Complementary acquisition in Wall (1)	*120.3*
Complementary acquisition in Slovenian and Kosovar Companies (2)	*3.9*
Wall Decaux Holdings (USA)	*3.0*
JCDecaux Advertising (Beijing) Company Ltd	*0.1*
Impairment loss	0.0
Translation adjustments	(1.8)
As of December 31, 2009	**1,336.3**

(1) The Wall transaction described in Note 2.1 resulted in the recognition of goodwill for the Wall group.
(2) The transaction involving the Slovene and Kosovar companies as described in Note 2.1 resulted in the recognition of goodwill for the Slovene companies Inreklam Progress Doo, Proreklam-Europlakat Doo, Plakatiranje Doo, Madison Doo, Metropolis Media Doo (Slovenia) and Interflash Doo Ljubljana and for the Kosovar company N.B.S.H. Proreklam-Europlakat Prishtina.

Goodwill, property, plant and equipment and intangible assets refer to the following CGU groups:

	12/31/2009			12/31/2008		
In million euros	**Goodwill**	**PP&E / intangible assets (1)**	**Total**	**Goodwill**	**PP&E / intangible assets (1)**	**Total**
Street Furniture Europe (excluding France and United Kingdom)	359.1	481.6	840.7	238.8	351.7	590.5
Billboard Europe (excluding France and United Kingdom)	259.7	100.1	359.8	255.7	105.5	361.2
Airports World	159.4	27.8	187.2	159.4	31.4	190.8
Billboard United Kingdom	156.4	52.1	208.5	156.1	53.9	210.0
Billboard France	138.9	21.3	160.2	138.9	23.6	162.5
Other	262.8	773.1	1,035.9	261.9	725.7	987.6
Total	**1,336.3**	**1,456.0**	**2,792.3**	**1,210.8**	**1,291.8**	**2,502.6**

This table takes into account the impairment losses recognized on intangible assets and property, plant and equipment and goodwill.

(1) *Intangible assets and property, plant and equipment are presented net of provisions for onerous contracts, for a respective amount of €4.8 million and €2.5 million as of December 31, 2009 and 2008, and net of deferred tax liabilities relating to the recognition of intangible assets acquired, for a respective amount of €44.1 million and €20.1 million as of December 31, 2009 and 2008.*

Impairment tests conducted as of December 31, 2009 for goodwill, intangible assets and property, plant and equipment resulted in the recognition of a €(20.6) million net impairment loss, on certain tangible and intangible assets, and a provision for onerous contracts of a net €(2.2) million.

The negative impact on 2009 net income, Group share, arising from impairment losses on intangible assets and property, plant and equipment amounted to €(13.2) million.

Sensitivity tests demonstrate that an increase of 50 basis points in the discount rate would result in an additional impairment loss of €(15.2) million on goodwill, intangible assets and property, plant and equipment, of which €(12.2) million for the goodwill of the Billboard United Kingdom CGU.

Sensitivity tests demonstrate that a decrease of 50 basis points in the normative growth rate of the operating margin would result in an additional impairment loss of €(2.1) million on goodwill, intangible assets and property, plant and equipment.

A reasonable change in the discount rate could increase the carrying amount over the recoverable amount for the following two CGUs:

- The Billboard United Kingdom CGU if the discount rate increased by 23 basis points;
- The Billboard Europe CGU (excluding France and the United Kingdom) if the discount rate increased by 54 basis points.

Given the weight of investments in the activity, the discount rate is considered to be the Group's key assumption with respect to impairment testing.

The results of impairment tests conducted on equity-accounted companies are described in Note 3.5 *Share of net profit of associates.*

Other intangible assets
As of December 31, 2009, other net intangible assets, excluding goodwill, amounted to €333.7 million, compared to €257.8 million as of December 31, 2008.

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

	12/31/2009			12/31/2008
In million euros	**Gross value**	**Depreciation or provision**	**Net value**	**Net value**
Land	26.9	(1.0)	25.9	18.3
Buildings	81.1	(52.4)	28.7	19.2
Technical installations, tools and equipment	2,345.3	(1,347.0)	998.3	915.0
Vehicles	124.3	(79.8)	44.5	42.2
Other	130.9	(112.3)	18.6	18.3
Assets under construction and advance payments	56.7	(1.5)	55.2	43.6
Total	**2,765.2**	**(1,594.0)**	**1,171.2**	**1,056.6**

Changes in gross value and net carrying amount:

In million euros	Land	Buildings	Technical installations, tools & equipment	Other	Total
Gross value as of January 1, 2008	**30.3**	**70.1**	**1,933.4**	**266.0**	**2,299.8**
- including finance lease		*4.3*	*5.3*	*11.1*	*20.7*
- including dismantling cost			*86.6*		*86.6*
Acquisitions	0.2	1.6	128.7	145.8	276.3
- including acquisitions under finance lease			*0.1*	*2.0*	*2.1*
- including dismantling cost			*12.7*		*12.7*
Disposals	(0.2)	(0.6)	(59.9)	(13.1)	(73.8)
- including disposals under finance lease				*(1.6)*	*(1.6)*
- including dismantling cost			*(10.9)*		*(10.9)*
Changes in scope			(0.2)	(0.7)	(0.9)
Reclassifications	(6.5)	(2.7)	96.6	(112.6)	(25.2)
Translation adjustments	(4.8)	(1.0)	(51.5)	(4.1)	(61.4)
Gross value as of December 31, 2008	**19.0**	**67.4**	**2,047.1**	**281.3**	**2,414.8**
Depreciation as of January 1, 2008	**(0.8)**	**(44.1)**	**(1,053.2)**	**(174.0)**	**(1,272.1)**
- including finance lease		*(2.2)*	*(2.4)*	*(5.9)*	*(10.5)*
- including dismantling cost			*(42.3)*		*(42.3)*
Depreciation charge net of reversals		(3.3)	(153.2)	(16.9)	(173.4)
- including finance lease		*(0.3)*	*(0.5)*	*(2.0)*	*(2.8)*
- including dismantling cost			*(7.0)*		*(7.0)*
Impairment loss		(2.4)	(16.6)	(0.8)	(19.8)
Decreases		0.6	45.8	12.3	58.7
- including finance lease				*1.4*	*1.4*
- including dismantling cost			*3.5*		*3.5*
Changes in scope			0.0		0.0
Reclassifications		0.6	14.2	(0.3)	14.5
Translation adjustments	0.1	0.4	30.9	2.5	33.9
Depreciation as of December 31, 2008	**(0.7)**	**(48.2)**	**(1,132.1)**	**(177.2)**	**(1,358.2)**
Net value as of January 1, 2008	**29.5**	**26.0**	**880.2**	**92.0**	**1,027.7**
Net value as of December 31, 2008	**18.3**	**19.2**	**915.0**	**104.1**	**1,056.6**
Gross value as of January 1, 2009	**19.0**	**67.4**	**2,047.1**	**281.3**	**2,414.8**
- including finance lease		*4.3*	*5.4*	*10.6*	*20.3*
- including dismantling cost			*86.9*		*86.9*
Acquisitions		0.8	78.2	116.1	195.1
- including acquisitions under finance lease				*1.3*	*1.3*
- including dismantling cost			*10.8*		*10.8*
Disposals	(5.9)	(3.0)	(43.1)	(15.9)	(67.9)
- including disposals under finance lease				*(3.0)*	*(3.0)*
- including dismantling cost			*(6.3)*		*(6.3)*
Changes in scope	6.9	12.7	161.5	27.8	208.9
Reclassifications	5.8	3.0	76.4	(99.2)	(14.0)
Translation adjustments	1.1	0.2	25.2	1.8	28.3
Gross value as of December 31, 2009	**26.9**	**81.1**	**2,345.3**	**311.9**	**2,765.2**
Depreciation as of January 1, 2009	**(0.7)**	**(48.2)**	**(1,132.1)**	**(177.2)**	**(1,358.2)**
- including finance lease		*(2.5)*	*(2.9)*	*(6.2)*	*(11.6)*
- including dismantling cost			*(44.6)*		*(44.6)*
Depreciation charge net of reversals		(3.2)	(154.2)	(17.4)	(174.8)
- including finance lease		*(0.3)*	*(0.6)*	*(1.9)*	*(2.8)*
- including dismantling cost			*(7.0)*		*(7.0)*
Impairment loss		2.4	(20.7)	0.8	(17.5)
Decreases		0.7	33.6	14.9	49.2
- including finance lease				*2.7*	*2.7*
- including dismantling cost			*4.6*		*4.6*
Changes in scope	(0.3)	(3.4)	(79.3)	(13.4)	(96.4)
Reclassifications		(0.6)	19.6		19.0
Translation adjustments		(0.1)	(13.9)	(1.3)	(15.3)
Depreciation as of December 31, 2009	**(1.0)**	**(52.4)**	**(1,347.0)**	**(193.6)**	**(1,594.0)**
Net value as of January 1, 2009	**18.3**	**19.2**	**915.0**	**104.1**	**1,056.6**
Net value as of December 31, 2009	**25.9**	**28.7**	**998.3**	**118.3**	**1,171.2**

The net impact of reclassifications amounted to €5.0 million as of December 31, 2009, compared to €(10.7) million as of December 31, 2008.

As of December 31, 2009, the net value of property, plant and equipment under finance lease amounted to €7.3 million, compared to €8.7 million as of December 31, 2008, and breaks down as follows:

In million euros	12/31/2009	12/31/2008
Buildings	1.5	1.8
Panels	1.9	2.5
Vehicles	3.8	4.2
Other property, plant and equipment	0.1	0.2
Total	**7.3**	**8.7**

Over 80% of the Group's property, plant and equipment are comprised of street furniture, and other advertising structures. These assets represent a range of very diverse products (Seniors Vitrine and large format, MUPIs®, columns, flag poles, bus shelters, public toilets, benches, bicycles, public litter bins, etc.) for which the unit value ranges from approximately €190 to €107,000. These assets are fully owned and the Group revenues represent the sale of advertising spaces present in some of this furniture.

2.5. Investments in associates

In million euros	12/31/2009	12/31/2008
Germany		
Stadtreklame Nürnberg GmbH	9.3	9.5
Wall AG (1)	0.0	99.2
Austria		
Werbeplakat Soravia GmbH	0.7	1.7
China		
Shanghai Zhongle Vehicle Painting Co. Ltd	0.2	0.2
France		
Metrobus	9.9	18.5
Hong Kong		
Bus Focus Ltd (2)	0.4	1.0
Poad	1.8	2.2
Switzerland		
Affichage Holding	111.7	137.3
Ukraine / Russia		
BigBoard (3)	0.0	31.4
Total	**134.0**	**301.0**

(1) Company fully consolidated as of December 31, 2009
(2) Subsidiary of JCDecaux Texon International Ltd
(3) Company proportionately consolidated as of November 1, 2009

The items representatives of the statement of financial position of these associates are as follows (*):

In million euros	12/31/2009 % of integration	12/31/2009 Total assets	12/31/2009 Total liabilities (excluding equity)	12/31/2009 Total equity	12/31/2008 % of integration	12/31/2008 Total assets	12/31/2008 Total liabilities (excluding equity)	12/31/2008 Total equity
Germany								
Stadtreklame Nürnberg GmbH	35%	13.5	5.0	8.5	35%	14.8	5.8	9.0
Wall AG (1)	-	-	-	-	40%	316.3	173.9	142.4
Austria								
Werbeplakat Soravia GmbH	33%	4.4	3.2	1.2	33%	4.7	0.5	4.2
China								
Shanghai Zhongle Vehicle Painting Co. Ltd	40%	0.8	0.5	0.3	40%	1.0	0.6	0.4
France								
Metrobus	33%	55.8	66.7	(10.9)	33%	83.8	68.6	15.2
Hong Kong								
Bus Focus Ltd (2)	40%	1.4	0.3	1.1	40%	4.2	1.7	2.5
Poad	49%	10.1	6.5	3.6	49%	13.7	9.2	4.5
Switzerland								
Affichage Holding (3)	30%	245.2	149.1	96.1	30%	403.3	221.7	181.6
Ukraine / Russia								
BigBoard (4)	-	-	-	-	50%	78.7	22.0	56.7

(*) On a 100% basis restated according to IFRS
(1) Company fully consolidated as of December 31, 2009
(2) Subsidiary of JCDecaux Texon International Ltd
(3) Value at 30% of Affichage Holding's stock market price as of December 31, 2009 amounts to €66 million
(4) Company proportionately consolidated as of November 1, 2009

Changes in investments in associates for 2009 are as follows:

In million euros	12/31/2008	Income/ (loss)	Dividends	Change in consolidation scope	Other	Translation adjustments	12/31/2009
Stadtreklame Nürnberg GmbH	9.5	0.6	(0.8)				9.3
Wall AG (1)	99.2	(4.2)		(95.9)		0.9	0.0
Werbeplakat Soravia GmbH	1.7	0.1	(0.3)		(0.8)		0.7
Shanghai Zhongle Vehicle Painting Co. Ltd	0.2	0.0					0.2
Metrobus	18.5	(7.0) (2)	(1.5)		(0.1)		9.9
Bus Focus Ltd (3)	1.0	0.4	(0.9)			(0.1)	0.4
Poad	2.2	1.0	(1.2)			(0.2)	1.8
Affichage Holding	137.3	(23.0) (4)	(2.5)		(0.1)		111.7
BigBoard (5)	31.4	1.4		(29.7)		(3.1)	0.0
Total	**301.0**	**(30.7)**	**(7.2)**	**(125.6)**	**(1.0)**	**(2.5)**	**134.0**

(1) Company fully consolidated as of December 31, 2009
(2) Including an exceptional impairment loss of €(4.0) million
(3) Subsidiary of JCDecaux Texon International Ltd
(4) Including an exceptional impairment loss of €(10.8) million
(5) Company proportionately consolidated as of November 1, 2009

2.6. Financial investments

Financial investments totaled €2.7 million as of December 31, 2009, compared to €17.0 million as of December 31, 2008. The decrease is primarily due to the asset disposal involving Europlakat Kft in Hungary, for a net carrying amount of €15.1 million, following the exercise of a call option by Affichage Holding.

2.7. Other financial assets (current and non-current)

In million euros	12/31/2009	12/31/2008
Loans	11.7	32.7
Loans to participating interests	0.6	0.7
Other financial investments	7.4	8.0
Total	**19.7**	**41.4**

Other financial assets are mainly comprised of current account advances granted to equity-accounted companies or non-consolidated companies, the non-eliminated portion of loans to proportionately-consolidated companies as well as deposits and guarantees.

As of December 31, 2009, other financial assets had decreased by €21.7 million compared to December 31, 2008. This change is mainly attributable to the change in consolidation method for Wall AG, which cancels out the JCDecaux Deutschland loan to Wall AG, which amounted to €18.9 million as of December 31, 2008.

The maturity of other financial assets breaks down as follows:

In million euros	12/31/2009	12/31/2008
≤ 1 year	4.3	17.8
> 1 year & ≤ 5 years	13.9	21.2
> 5 years	1.5	2.4
Total	**19.7**	**41.4**

2.8. Other receivables (non-current)

In million euros	12/31/2009	12/31/2008
- Miscellaneous receivables	9.6	10.5
Write-down for miscellaneous receivables	(2.0)	(2.1)
- Tax receivables	0.8	0.8
- Prepaid expenses	44.6	49.4
Total other receivables (non-current)	**55.0**	**60.7**
Total write-down for other receivables (non-current)	**(2.0)**	**(2.1)**
Total	**53.0**	**58.6**

2.9. Inventories

In million euros	12/31/2009	12/31/2008
Gross value of inventories	132.6	151.1
Raw materials, supplies and goods	*90.3*	*92.4*
Finished and semi-finished goods	*42.3*	*58.7*
Write-down	(22.4)	(23.4)
Raw materials, supplies and goods	*(15.8)*	*(15.7)*
Finished and semi-finished goods	*(6.6)*	*(7.7)*
Total	**110.2**	**127.7**

In 2009, the €17.5 million decrease in inventories is attributable to the achievement of the street furniture installation programs, mainly in France.

2.10. Trade and other receivables

In million euros	12/31/2009	12/31/2008
- Trade receivables	511.0	573.3
Write-down for trade receivables	(27.8)	(27.1)
- Miscellaneous receivables	12.0	11.8
Write-down for miscellaneous receivables	(1.2)	(0.2)
- Other operating receivables	15.3	14.8
Write-down for other operating receivables	(0.9)	(0.3)
- Miscellaneous tax receivables	37.1	41.0
- Receivables on disposal of financial investments	7.6	7.6
- Advance payments	5.7	6.4
- Prepaid expenses	42.6	44.7
Total trade and other receivables	**631.3**	**699.6**
Total write-down for trade and other receivables	**(29.9)**	**(27.6)**
Total	**601.4**	**672.0**

As of December 31, 2009, trade and other receivables had decreased by €70.6 million year on year, primarily attributable to lower Group revenues.

The balance of past due trade receivables that have not been provided amounted to €202.5 million as of December 31, 2009, compared to €213.2 million as of December 31, 2008. Less than 6% of trade receivables were past due by more than 90 days as of December 31, 2009, compared to less than 7% as of December 31, 2008. No provisions were recorded for impairment since these trade receivables do not present a risk of non-recovery.

2.11. Cash and cash equivalents

In million euros	12/31/2009	12/31/2008
Cash	89.5	110.4
Cash equivalents	1.4	1.7
Total	**90.9**	**112.1**

As of December 31, 2009, the Group had €90.9 million in available cash, compared to €112.1 million as of December 31, 2008. The available cash decreased by €21.2 million.

Among the €90.9 million in cash and cash equivalents, €1.4 million was invested in short-term investments and €6.9 million was invested in guarantees.

2.12. Tax receivable and payable

In million euros	12/31/2009	12/31/2008
Tax receivable	13.1	14.0
Tax payable	(16.9)	(24.8)
Total	**(3.8)**	**(10.8)**

2.13. Net deferred taxes

2.13.1. Deferred taxes recorded

In million euros	12/31/2009	12/31/2008
Deferred tax assets	19.7	8.3
Deferred tax liabilities	(115.5)	(95.7)
Total	**(95.8)**	**(87.4)**

Breakdown of deferred taxes:

In million euros	12/31/2009	12/31/2008
PP&E and intangible assets (1)	(127.2)	(114.9)
Tax losses carried forward	8.4	11.1
Dismantling provision	14.2	10.6
Financial instruments	0.3	1.9
Other (2)	8.5	3.9
Total	**(95.8)**	**(87.4)**

(1) *Of which €(5.7) million with respect to a new French local tax ("CVAE") (see note 3.3)*
(2) *Of which €(1.9) million in unrealized taxes relating to a new French local tax ("CVAE") (see note 3.3)*

2.13.2. Unrecognized deferred tax assets on tax losses carried forward

Deferred tax assets on losses carried forward that have not been recognized amounted to €27.3 million as of December 31, 2009, compared to €28.9 million as of December 31, 2008.

2.14. Assets classified as held for sale

The €7.5 million amount classified under "Assets classified as held for sale" represented the net carrying amount of a building owned by JCDecaux UK Ltd as of December 31, 2008.

This building was sold on December 17, 2009, and is therefore not presented in the consolidated statement of financial position as of December 31, 2009. This operation was considered as a related party transaction and is described in greater detail in Note 8 *Related parties*.

2.15. Equity

Breakdown of share capital
As of December 31, 2009, share capital amounted to €3,374,765.27 divided into 221,369,929 shares of the same class and fully paid up.

Reconciliation of the number of outstanding shares as of January 1, 2009 and December 31, 2009

Number of outstanding shares as of 01/01/2009	221,270,597
Shares issued following the exercise of bonus shares	9,987
Shares issued following the exercise of options	89,345
Number of outstanding shares as of 12/31/2009	**221,369,929**

As of December 31, 2009, the Group did not hold any treasury shares.

Delegations of authority granted by the General Meeting of Shareholders to the Executive Board used in 2009 or still valid, are described in the section on "Share Capital" in the LEGAL INFORMATION chapter of the Registration Document.

2.16. Provisions

Provisions break down as follows:

In million euros	12/31/2009	12/31/2008
Provisions for dismantling cost	151.2	128.1
Provisions for retirement and other benefits	32.7	29.3
Provisions for litigation	5.8	5.7
Other provisions	26.4	15.1
Total	**216.1**	**178.2**

Provisions consist mainly of provisions for dismantling costs in respect of street furniture. They are calculated at the end of each accounting period and based on the street furniture park and their unitary dismantling cost (labor, cost of destruction and restoration of ground surfaces).

Provisions for dismantling are discounted at a rate of 4.50% as of December 31 2009, instead of a rate of 5.00% as of December 31 2008. The use of a 4.25% discount rate (change of 25 basis points) would have generated an additional financial expense of approximately €1.8 million, while the use of a 4.00% discount rate (change of 50 basis points) would have generated an additional financial expense of approximately €3.6 million.

Provisions for litigation amounted to €5.8 million as of December 31, 2009.

The JCDecaux Group is a party to several legal disputes regarding the terms and conditions of application for certain contracts with its concession grantors and the terms and conditions governing supplier relations. In addition, the specificity of its activity (contracts with government authorities in France and abroad) may generate specific contentious procedures. The JCDecaux Group is thus involved in litigation over the awarding or cancellation of street furniture and/or billboard contracts, as well as activity-related taxation litigation.

The Group's Legal Department identifies all litigation (nature, amounts, procedure, risk level), regularly monitors developments and compares this information with that of the Financial Control Department. The amount of provisions to be recognized for this litigation is analyzed case by case, based on the positions of the plaintiffs, the assessment of the Group's legal advisors and any decisions handed down by a lower court.

Change in provisions

	12/31/2008	Charges	Discount	Reversals		Reclassifi-cations	Translation adjustments	Change in Scope	12/31/2009
In million euros				Used	Not used				
Provisions for dismantling cost	128.1	10.8	9.6	(6.3)	(4.3)		0.7	12.6	151.2
Provisions for retirement and other benefits	29.3	4.2		(2.1)			0.3	1.0	32.7
Provisions for litigation	5.7	0.2		(0.1)	(0.1)			0.1	5.8
Other provisions	15.1	16.8		(2.0)	(3.3)	(0.6)	(0.1)	0.5	26.4
Total	**178.2**	**32.0**	**9.6**	**(10.5)**	**(7.7)**	**(0.6)**	**0.9**	**14.2**	**216.1**

Total provisions rose by €37.9 million over the year, including €14.3 million relating to the acquisition of Wall AG and its subsidiaries. Excluding this acquisition, provisions for dismantling cost increased by €10.5 million, provisions for retirement and other benefits increased by €2.4 million, mainly in France, while provisions for litigation and other provisions increased by €10.7 million.

Contingent assets and liabilities

Subsequent to a risk analysis, the Group deemed that it was not necessary to recognize a contingency provision with respect to ongoing procedures or the terms and conditions governing the implementation or awarding of contracts.

In the absence of a contractual obligation to dismantle billboards, no provision for dismantling costs is recognized in the Group financial statements. However, certain companies (such as France, Austria, and the United Kingdom) operate large format panels similar to street furniture for which the unitary dismantling cost is material. Accordingly, the overall non-discounted dismantling cost is estimated at €9.0 million as of December 31, 2009 as well as of December 31, 2008.

Provision for retirement and other benefits

The Group's defined employee benefit obligations mainly consist in retirement benefits (contractual termination benefits, pensions and other retirement benefits for Co-CEOs of certain Group subsidiaries) and other long-term benefits paid during the working life such as long service awards.

The Group's retirement benefits mainly involve France, the United Kingdom, Austria and the Netherlands.

In France, the termination benefits paid at the retirement date are calculated in accordance with the "*Convention Nationale de la Publicité*" (Collective Bargaining Agreement for Advertising). A portion of the obligation is covered by contributions made to an external fund by the French companies of JCDecaux Group.

In the United Kingdom, retirement obligations mainly consist in a pension plan previously open to some employees of JCDecaux UK Ltd. In December 2002, the related vested rights were frozen.

In Austria, the obligations mainly comprise termination benefits.

In the Netherlands, retirement obligations mainly relate to a pension plan partially covered by the contributions paid to an external fund.

Contributions paid for defined contribution plans represented €27.9 million in 2009, compared to €27.2 million in 2008.

There are two multi-employer defined benefit plans in Sweden (ITP) and in Finland (TEL). These plans have not been subject to an actuarial valuation, insofar as they are national plans for which the necessary information is not available to date.

Provisions are calculated according to the following assumptions:

	2009	2008
Discount rate (1)		
Euro Zone	5.00%	5.25%
United Kingdom	5.60%	6.15%
Estimated annual rate of increase in future salaries		
Euro Zone	2.68%	2.41%
United Kingdom (2)	0%	0%
Estimated annual rate of increase in post-employment benefits		
Euro Zone	1.92%	2.00%
United Kingdom	3.70%	3.20%

(1) The index adopted as a benchmark for the Euro and United Kingdom areas is taken from the Bloomberg data on the AA rated security.
(2) The United Kingdom plan had been frozen, and then, no revaluation of salaries had been performed.

Retirement benefits and other long-term benefits (before tax) break down as follows:

- In 2008:

In million euros	Retirement benefits unfunded	Retirement benefits funded	Other long-term benefits	Total
Change in benefit obligation				
Opening balance	12.2	63.8	4.0	80.0
Service cost	0.6	1.8	0.3	2.7
Interest cost	0.6	3.3	0.2	4.1
Amendments to plans				0.0
Actuarial gains/losses (1)		(3.4)	(0.3)	(3.7)
Benefits paid	(1.0)	(1.8)	(0.3)	(3.1)
Other (exchange gains/losses)		(8.6)		(8.6)
Benefit obligation at the end of the year	**12.4**	**55.1**	**3.9**	**71.4**
including France	*8.4*	*19.3*	*2.1*	*29.8*
including other countries	*4.0*	*35.8*	*1.8*	*41.6*
Change in plan assets				
Opening balance		43.0		43.0
Expected return on plan assets (2)		2.6		2.6
Actuarial gains/losses (3)		(8.2)		(8.2)
Employer contributions		2.0		2.0
Benefits paid		(1.0)		(1.0)
Other (exchange gains/losses)		(6.7)		(6.7)
Fair value of assets at the end of the year		**31.7**		**31.7**
including France		*4.7*		*4.7*
including other countries		*27.0*		*27.0*
Provision				
Funded status	12.4	23.4	3.9	39.7
Unamortized actuarial gains/losses	(1.7)	(5.5)		(7.2)
Unamortized past service cost	(0.9)	(2.3)		(3.2)
Assets unrecognized				0.0
Provision at the end of the year	**9.8**	**15.6**	**3.9**	**29.3**
including France	*6.5*	*10.3*	*2.1*	*18.9*
including other countries	*3.3*	*5.3*	*1.8*	*10.4*
Periodic pension cost				
Service cost	0.6	1.8	0.3	2.7
Interest cost	0.6	3.3	0.2	4.1
Expected return on plan assets		(2.6)		(2.6)
Amortization of actuarial gains/losses		(0.3)	(0.3)	(0.6)
Amortization of past service cost	0.1	0.2		0.3
Other				0.0
Charge for the year	**1.3**	**2.4**	**0.2**	**3.9**
including France	*1.0*	*1.9*	*(0.1)*	*2.8*
including other countries	*0.3*	*0.5*	*0.3*	*1.1*

(1) Including €(3.8) million related to changes in assumptions and €0.1 million related to experience gains and losses.
(2) The rates of return on pension funds were determined in each country concerned, based on the allocation of assets observed for each fund as of December 31, 2007.
(3) Actuarial gains or losses generated by hedging assets are experience gains and losses.

▪ In 2009:

In million euros	Retirement benefits unfunded	Retirement benefits funded	Other long-term benefits	Total
Change in benefit obligation				
Opening balance	12.4	55.1	3.9	71.4
Service cost	0.6	2.0	0.4	3.0
Interest cost	0.7	3.3	0.2	4.2
Acquisitions	0.3		0.7	1.0
Actuarial gains/losses (1)	0.5	5.4	(0.2)	5.7
Benefits paid	(1.1)	(3.2)	(0.3)	(4.6)
Other (exchange gains/losses)		2.2		2.2
Benefit obligation at the end of the year	**13.4**	**64.8**	**4.7**	**82.9**
including France	*9.2*	*22.0*	*2.2*	*33.4*
including other countries	*4.2*	*42.8*	*2.5*	*49.5*
Change in plan assets				
Opening balance		31.7		31.7
Expected return on plan assets (2)		1.9		1.9
Actuarial gains/losses (3)		2.8		2.8
Employer contributions		1.9		1.9
Benefits paid		(2.5)		(2.5)
Other (exchange gains/losses)		1.6		1.6
Fair value of assets at the end of the year		**37.4**		**37.4**
including France		*4.9*		*4.9*
including other countries		*32.5*		*32.5*
Provision				
Funded status	13.4	27.4	4.7	45.5
Unamortized actuarial gains/losses	(2.2)	(7.7)		(9.9)
Unamortized past service cost	(0.8)	(2.1)		(2.9)
Assets unrecognized				0.0
Provision at the end of the year	**10.4**	**17.6**	**4.7**	**32.7**
including France	*6.8*	*11.9*	*2.2*	*20.9*
including other countries	*3.6*	*5.7*	*2.5*	*11.8*
Periodic pension cost				
Service cost	0.6	2.0	0.4	3.0
Interest cost	0.7	3.3	0.2	4.2
Expected return on plan assets		(1.9)		(1.9)
Amortization of actuarial gains/losses		0.7	(0.2)	0.5
Amortization of past service cost	0.1	0.2		0.3
Other				0.0
Charge for the year	**1.4**	**4.3**	**0.4**	**6.1**
including France	*1.0*	*2.2*	*0.2*	*3.4*
including other countries	*0.4*	*2.1*	*0.2*	*2.7*

(1) Including €6.1million related to changes in assumptions and €(0.4) million related to experience gains and losses.
(2) The rates of return on pension funds were determined in each country concerned, based on the allocation of assets observed for each fund as of December 31, 2008.
(3) Actuarial gains or losses generated by hedging assets are experience gains and losses.

As of December 31, 2009 the Group's benefit obligation amounted to €82.9 million and mainly involves four countries: France (40% of the total obligation), United Kingdom (41%), Austria (6%) and the Netherlands (7%).

The valuations were performed by an independent actuary who also conducted sensitivity tests for each of the plans.

The results of the sensitivity tests demonstrate that a decrease of 50 basis points in the discount rate would have an impact of approximately €6.5 million on the amount of the obligation's present value.

The variances observed do not call into question the rates adopted for the preparation of the financial statements, as they are considered the rates that most closely match the market.

Unamortized actuarial losses as of December 31, 2009 amounted to €9.9 million and are mainly related to the French and UK companies.

As of December 31, 2009, unamortized past service cost amounted to €2.9 million and corresponds to the surplus resulting from application of the French law on retirement benefits ("*loi Fillon*"). The surplus is amortized over the average employee working period until the benefits are vested.

Net movements in retirement and other benefits are as follows:

In million euros	**2009**	**2008**
January 1	**29.3**	**30.6**
Charge for the year	6.1	3.9
Translation adjustments	0.3	(1.1)
Contributions paid	(1.9)	(2.0)
Benefits paid	(2.1)	(2.1)
Other	1.0	
December 31	**32.7**	**29.3**

The breakdown of the related plan assets is as follows:

	2009				**2008**			
	Breakdown of the plan assets		**Expected return of the plan assets (1)**		**Breakdown of the plan assets**		**Expected return of the plan assets (1)**	
	In M€	**%**	**Euro Zone**	**United Kingdom**	**In M€**	**%**	**Euro Zone**	**United Kingdom**
Shares	15.5	41%	6.5%	6.9%	12.6	40%	6.5%	7.6%
Bonds	14.2	38%	4.1%	3.9%	12.6	40%	4.1%	4.5%
Real Estate	0.3	1%	4.7%		0.4	1%	4.7%	
Other	7.4	20%	5.0%	6.9%	6.1	19%	4.9%	0.0%
Total	**37.4**	**100%**	**4.7%**	**5.5%**	**31.7**	**100%**	**4.7%**	**7.0%**

(1) The expected long-term returns on plan assets are determined based on historical performances and current and long-term outlooks for pension fund assets.

Future contributions to hedging assets for fiscal year 2010 are estimated at €1.6 million.

Retrospective information on post-employment benefits is as follows:

In million euros	**2009**	**2008**	**2007**	**2006**	**2005**
Benefit obligation at the end of the year	82.9	71.4	80.0	88.5	79.2
Fair value of assets at the end of the year	37.4	31.7	43.0	43.5	37.5
Funded status	45.5	39.7	37.0	45.0	41.7
Actuarial experience gains / losses on the benefit obligation	(0.4)	0.1	1.0	2.6	(1.7)
in % of the benefit obligation	*(0.5)%*	*0.1%*	*1.3%*	*2.9%*	*(2.1)%*
Actuarial experience gains / losses on the assets	2.8	(8.2)	(1.8)	1.5	3.1
in % of the assets	*7.5%*	*(25.9)%*	*(4.2)%*	*3.4%*	*8.3%*

2.17. Net financial debt

In million euros		12/31/2009 Current portion	12/31/2009 Non-current portion	12/31/2009 Total	12/31/2008 Current portion	12/31/2008 Non-current portion	12/31/2008 Total
Bonds		69.4	292.3	361.7		364.1	364.1
Banks borrowings		114.8	250.0	364.8	35.8	370.0	405.8
Miscellaneous facilities and other financial debt		5.6	16.1	21.7	2.2	30.4	32.6
Finance lease liabilities		2.3	5.8	8.1	2.7	6.7	9.4
Accrued interest		3.0		3.0	4.2		4.2
Economic financial debt	**(1)**	**195.1**	**564.2**	**759.3**	**44.9**	**771.2**	**816.1**
Impact of amortized cost			(1.3)	(1.3)		(1.8)	(1.8)
Impact of fair value hedge			(29.5)	(29.5)		(20.1)	(20.1)
IAS 39 remeasurement	**(2)**	**0.0**	**(30.8)**	**(30.8)**	**0.0**	**(21.9)**	**(21.9)**
Gross balance sheet financial debt	**(3)=(1)+(2)**	**195.1**	**533.4**	**728.5**	**44.9**	**749.3**	**794.2**
Financial derivatives (assets)		(1.6)		(1.6)			0.0
Financial derivatives (liabilities)		0.4	29.6	30.0	4.4	21.4	25.8
Hedging financial instruments	**(4)**	**(1.2)**	**29.6**	**28.4**	**4.4**	**21.4**	**25.8**
Cash and cash equivalents		90.9		90.9	112.1		112.1
Overdrafts		(11.4)		(11.4)	(7.1)		(7.1)
Net cash	**(5)**	**79.5**	**0.0**	**79.5**	**105.0**	**0.0**	**105.0**
Restatement of the loans granted to the proportionately consolidated companies	(6)	1.4	6.0	7.4	0.6	7.8	8.4
Net financial debt (excluding minority interest purchase commitments)	**(7)=(3)+(4) -(5)-(6)**	**113.0**	**557.0**	**670.0**	**(56.3)**	**762.9**	**706.6**

From an economic point of view, the Group judges that it is more relevant to make comments on the changes in the financial debt based on its repayment value rather than on its carrying amount. For this purpose, aggregate "economic" financial debt is defined and determined based on a debt carrying amount that is adjusted for the fair value revaluation arising from hedging and amortized cost (IAS 39 restatements).

The net financial debt is restated for the loans granted to the proportionately consolidated companies when their funding is shared between the different shareholders. The debt on commitments to purchase minority interests is recorded separately and therefore is not included in financial debt, as broken down in Note 2.18. *Debt on commitments to purchase minority interests.*

Financial derivatives and debt characteristics before and after hedging are described in Note 2.19. *Financial derivatives.*

The Group's main financial debts are held by JCDecaux SA, the drawn amount being as follows as of December 31, 2009:

In million euros	Economic value	Carrying amount	Market value	Issuing date	Maturity date
Bond debt (US private placement)	361.7	331.6	327.7	April 2003	between April 2010 and April 2015
Committed revolving credit facility (1)	75.0	74.3	75.0	March 2005 amended in June 2006	June 2012 (16%) and June 2013 (84%)
Bank loans (1)	75.0	75.0	75.0	October 2006	October 2011
Total	**511.7**	**480.9**	**477.7**		

(1) The Group considers that the values stated in its books for the revolving credit facility and the bank facility approximates the market value.
As the Group's financial debts are not quoted on an active market, the values mentioned have been estimated based primarily on information communicated by banks. The use of different assumptions or valuation methods could result in values that could vary from those mentioned.

These funding sources held by JCDecaux SA are committed, but they require compliance with various restrictive covenants, based on consolidated financial statements.

They require the Group to maintain specific financial ratios:

- Interest coverage ratio: operating margin / net financial expenses strictly greater than 3.5;
- Net debt coverage ratio: net financial debt / operating margin strictly less than 3.5.

As of December 31, 2009, the Group is compliant with all covenants, with values significantly distant from required limits, with respective ratios of 19.3 and 1.7 (pro forma data taking into account the impact of the Wall acquisition for the full year).

The average effective rate of these debts after interest rate hedging was approximately 2.5% for 2009.

Financial debt also includes:

- bank loans held by JCDecaux SA's direct and indirect subsidiaries, for a total amount of €214.8 million;
- finance lease liabilities for €8.1 million described in the final section of this note;
- miscellaneous facilities and other financial debt for €21.7 million, comprising shareholder loans held by subsidiaries not wholly owned by JCDecaux SA and granted by the other shareholders of such entities;
- accrued interest for €3.0 million.

In addition, the Group has a total of €775.0 million available unused credit facilities as of December 31, 2009, mainly comprised of the undrawn portion of JCDecaux SA's committed revolving credit line.

Maturity of financial debt (excluding unused committed credit facilities)

In million euros	12/31/2009	12/31/2008
Less than one year	195.1	44.9
More than one year and less than 5 years	458.1	660.2
More than 5 years	106.1	111.0
Total	**759.3**	**816.1**

The increase in maturity of less than one year is attributable to the tranche A bonds (USPP) maturing in 2010 and by including the the Wall group debt which is being refinanced.

Breakdown of financial debt by currency

Breakdown of debt by currency (before basis and currency swaps)

In million euros	12/31/2009	12/31/2008
Euro	458.2	508.8
US dollar	214.5	214.6
Chinese yuan	27.1	40.2
Thai baht	15.5	16.1
Japanese yen	10.6	10.3
Indian rupee	8.6	8.8
Chilean peso	8.2	4.7
Other	16.6	12.6
Total	**759.3**	**816.1**

Breakdown of debt by currency (after basis and currency swaps)

	12/31/2009		12/31/2008	
	In M€	**In %**	**In M€**	**In %**
Euro	608.5	80%	620.3	76%
US dollar	36.0	5%	54.3	7%
Chinese yuan	27.1	4%	40.2	5%
Pound sterling	22.4	3%	28.2	3%
Thai baht	15.5	2%	16.1	2%
Israeli shekel	13.9	2%	6.2	1%
Japanese yen	13.5	2%	10.9	1%
Indian rupee	8.5	1%	8.8	1%
Hong Kong dollar	7.8	1%	40.7	5%
Canadian dollar	5.5	1%	6.6	1%
Norwegian krone	0.0	0%	6.1	1%
Emirati dirham (1)	(1.3)	0%	(9.6)	-1%
Australian dollar (1)	(17.5)	-2%	(19.6)	-3%
Other	19.4	3%	6.9	1%
Total	**759.3**	**100%**	**816.1**	**100%**

(1) *Negative amounts correspond to lending positions*

Breakdown of debt by interest rate (excluding unused committed credit facilities)

Breakdown of debt by interest rate (before committed and optional interest rate derivatives)

In million euros	12/31/2009	12/31/2008
Fixed rate	243.8	232.8
Floating rate	515.5	583.3
Total	**759.3**	**816.1**

Breakdown of debt by interest rate (after committed and optional interest rate derivatives) – Additional information on hedging is disclosed in Note 2.19

	12/31/2009		12/31/2008	
	In M€	**In %**	**In M€**	**In %**
Fixed rate	72.1	9%	49.8	6%
Floating rate hedged with options	125.8	17%	171.6	21%
Floating rate	561.4	74%	594.7	73%
Total	**759.3**	**100%**	**816.1**	**100%**

Finance lease liabilities

Finance lease liabilities break down as follows:

	12/31/2009			12/31/2008		
In million euros	Minimum future lease payments	Interest	Principal	Minimum future lease payments	Interest	Principal
≤ 1 year	2.7	0.4	2.3	2.8	0.1	2.7
> 1 year and ≤ 5 years	6.0	0.3	5.7	6.6	0.3	6.3
> 5 years	0.1		0.1	0.4		0.4
Total	**8.8**	**0.7**	**8.1**	**9.8**	**0.4**	**9.4**

2.18. Debt on commitments to purchase minority interests

The debt on commitment to purchase minority interests amounted to €81.9 million as of December 31, 2009, compared to €68.4 million as of December 31, 2008.

The item primarily comprises a purchase commitment given to the partner Progress, for its interest in Gewista Werbe GmbH, exercisable between January 1, 2019 and December 31, 2019, for a present value on the statement of financial position of €53.4 million.

The €13.5 million increase in the debt on commitments to purchase minority interests between December 31, 2008 and December 31, 2009 mainly represents:

- a new purchase commitment with the partner Daniel Wall for its remaining interest in Wall AG, in the amount of 9.9%, that can be exercised until December 31, 2011, for a discounted value in the statement of financial position liabilities of €12.2 million, and a €1.4 million purchase commitment for the Wall family's remaining 0.92% interest, the latter commitment arising from the additional acquisition in 2009;
- a new €1.8 million purchase commitment with the partner Emre Kamçili for its remaining 10% interest in Era Reklam AS (a subsidiary of Wall AG in Turkey);
- a net discounting loss for €3.7 million, of which €2.7 million was related to a change in the discount rate from 5.00 % to 4.50% for all current debt;
- offset by the exercise of the purchase commitment with Wall AG for the shares it held in Wall Decaux Holdings for €(5.6) million (of which a foreign exchange impact of €0.2 million).

2.19. Financial derivatives

The Group uses derivatives solely for interest rate and foreign exchange rate hedging purposes. The use of these derivatives primarily concerns JCDecaux SA.

2.19.1. Hedging derivative instruments related to bond issues

In connection with the issuance of its bond debt (US private placement) in 2003, JCDecaux SA raised funds, a significant portion of which ($250 million) were denominated in US dollars and carried a fixed coupon. As the Group did not generate such US dollar funding needs and in compliance with its policy to have its medium and long-term debt indexed to floating rates, JCDecaux SA entered into swap transactions combined with the issuance of its private placement to hedge against the change in fair value of the debt.

As of December 31, 2009, the bond debt (USPP) is as follows - before and after hedging - :

	Tranche A	Tranche B	Tranche C	Tranche D	Tranche E
Principal amount before hedging	US$100 million	US$100 million	€100 million	US$50 million	€50 million
Maturity date	April 2010	April 2013	April 2013	April 2015	April 2015
Repayment	At maturity	At maturity	At maturity	At maturity	At maturity
Interest rate before hedging	US$ Fixed rate	US$ Fixed rate	Euribor rate	US$ Fixed rate	Euribor rate
Hedging instrument	interest rate swap: receiving fixed rate / paying floating rate (Libor)	interest rate swaps combined with basis swaps: receiving fixed rate / paying floating rate (Euribor)	NA	interest rate swaps combined with basis swaps: receiving fixed rate / paying floating rate (Euribor)	NA
Principal amount after hedging	US$100 million	€94.8 million	€100 million	€47.4 million	€50 million
Interest rate after hedging	Libor rate	Euribor rate	Euribor rate	Euribor rate	Euribor rate

These swaps meet the conditions required to qualify as fair value hedges within the meaning of IAS 39. The features of the hedged debt and the hedging instrument being identical, the hedge is effective.

As the debt is measured at fair value, the changes in value of the hedged debt are offset by symmetrical changes in value of the derivatives. The impacts on the income statement are therefore cancelled out.

The market values of these derivatives were determined by discounting the future cash flow differential based on zero coupon rates prevailing as of the closing date of the statement of financial position:

In million euros	IAS 39 treatment	Market value as of 12/31/09	Market value as of 12/31/08
Interest rate swap	hedging of changes in fair value of debt relating to changes in interest rate	9.6	13.8
Basis swap	hedging of changes in fair value of debt relating to changes in foreign exchange rate	(38.1)	(34.5)
		(28.5)	**(20.7)**

2.19.2. Other interest rate instruments

Most of the Group's debt is denominated in euros and indexed to floating rates. In order to limit the impact of an increase in rates on its cost of debt, the Group has set up medium-term hedges in the form of caps, sometimes funded by sales of caps or floors.

Accordingly, as of December 31, 2009, the positions contracted by the Group are as follows:

- caps purchased for €105 million and US$30 million maturing between 2010 and 2012; none were in the money on December 31, 2009;
- swaps for €40 million maturing 2010;
- caps sold for €50 million maturing 2010; none were in the money on December 31, 2009;
- floors sold for €50 million and US$30 million maturing 2010; these floors were in the money based on market conditions as of December 31, 2009.

In accordance with the definitions of IAS 39, the effectiveness of these financial instruments in relation to the hedged items is not perfect. The Group currently does not wish to apply hedge accounting to these instruments. Consequently, only the market value of these instruments is recorded on the statement of financial position, with changes in fair value recorded in the income statement.

The market values used for this type of derivative are the valuations communicated by banks.

As of December 31, 2009, the market value of these financial instruments amounted to €(1.2) million, against €(0.7) million as of December 31, 2008, attributable to the decrease in interest rates between the two closing dates.

2.19.3. Foreign exchange rate instruments (excluding financial instruments related to bond issues)

The foreign exchange risk exposure of the Group is generated by its business in foreign countries. However, because of its operating structure, the JCDecaux Group is not very vulnerable to currency fluctuations in terms of cash flows, as the subsidiaries in each country do business solely in their own country and inter-company services and purchases are relatively insignificant. Accordingly, most of the foreign exchange risk stems from the translation of local-currency-denominated accounts to the euro-denominated consolidated accounts.

The foreign exchange risk on flows is mainly related to financial activities (refinancing and recycling of cash deposits with foreign subsidiaries pursuant to the Group's cash centralization policy). The Group covers this risk mainly with short-term currency swaps.

Since the inter-company loans and receivables are eliminated on consolidation, only the value of the hedging instruments is presented in the statement of financial position.

As of December 31 2009, the hedging transactions implemented by the Group are as follows (net positions):

In million euros	12/31/2009	12/31/2008
Forward purchases against the Euro		
American dollar	38.0	16.4
Australian dollar	18.8	21.2
Singapore dollar	4.8	3.3
Emirati dirham	1.3	9.6
Norwegian Krone	1.2	0.0
Swedish krone	0.0	0.4
Other	0.0	0.3
Forward sales against the Euro		
Pound sterling	21.2	25.9
Israeli shekel	14.6	7.3
Hong Kong dollar	7.8	40.7
Danish krone	4.0	1.3
Canadian dollar	3.3	4.4
Japanese Yen	3.3	0.7
Swedish Krone	2.2	0.0
Norwegian krone	0.0	6.6
Other	0.2	0.0
Options		
New Turkish Lira	3.7	0.0

As of December 31, 2009, the market value of these financial instruments amounted to €1.3 million, compared to €(4.4) million as of December 31, 2008.

2.20. Trade and other payables (current liabilities)

In million euros	12/31/2009	12/31/2008
Trade payables	252.9	264.2
Tax and employee related liabilities	148.9	152.4
Other operating liabilities	146.4	129.3
Payables on the acquisition of PP&E and intangible assets	10.0	18.3
Payables on the acquisition of financial investments	14.2	15.6
Other liabilities	13.5	10.5
Payments on account received	6.4	7.2
Deferred income	73.1	114.4
Total	**665.4**	**711.9**

The €46.5 million decrease in current liabilities as of December 31, 2009 is primarily related to the decline in Group activity.

Operating liabilities have a maturity of one year or less.

3. NOTES TO THE INCOME STATEMENT

3.1. Net operating expenses

In million euros	2009	2008
Rent and fees	(716.9)	(726.1)
Other net operating expenses	(386.3)	(446.2)
Taxes and duties	(14.3)	(15.6)
Staff costs	(409.3)	(430.8)
Direct operating expenses & Selling, general & administrative expenses (1)	**(1,526.8)**	**(1,618.7)**
Net provision charge	**(7.9)**	**10.4**
Net depreciation and amortization	**(223.0)**	**(249.5)**
Impairment of goodwill	**0.0**	**(27.1)**
Maintenance spare parts	**(38.3)**	**(41.1)**
Other operating incomes	**10.9**	**2.4**
Other operating expenses	**(10.9)**	**(8.6)**
Total	**(1,796.0)**	**(1,932.2)**

(1) Including €1,214.3 million of "Direct operating expenses" and €312.5 million of "Selling, general & administrative expenses" in 2009 (compared to respectively €1,267.6 million and €351.1 million in 2008).

Rent and fees
This item includes rent and fees that the Group pays to landlords, public authorities, airports, transport companies and shopping centers.

In 2009, fees paid for the right to advertise totaled €716.9 million:

In million euros	Total	Fixed expenses	Variable expenses
Fees associated with Street Furniture and Transport contracts	(572.3)	(409.9)	(162.4)
Rent related to Billboard locations	(144.6)	(119.1)	(25.5)
Total	**(716.9)**	**(529.0)**	**(187.9)**

Variable expenses are determined based on contractual terms and conditions: rent and fees that fluctuate according to revenue levels are considered as variable expenses. Rent and fees that fluctuate according to the number of furniture items are treated as fixed expenses.

Other net operating expenses
This item includes four main cost categories:

- Subcontracting costs for certain maintenance operations;
- Billboard advertising stamp duties and taxes;
- Operating lease expenses;
- Fees and operating costs, excluding staff costs, for different Group services.

Operating lease expenses, amounting to €33.2 million in 2009, are fixed expenses.

Taxes and duties
This item includes taxes and similar charges other than income taxes. The principal taxes recorded under this item are business tax (*taxe professionnelle*) and property taxes.

Research and development costs
Research costs and non-capitalized development costs are included in "Other net operating expenses" and in "Staff costs" and amounted to €4.6 million in 2009, compared to €6.6 million in 2008.

Staff costs
This item includes salaries, benefits, share-based payments and social security including furniture installation and maintenance staff, research and development staff, sales team and administrative staff.

It also covers profit-sharing and investment plans and related expenses for French employees.

Staff costs include:

In million euros	2009	2008
Compensation and other benefits	(316.4)	(335.9)
Social security contributions	(91.1)	(91.7)
Share-based payment expenses	(1.8)	(3.2)
Total	**(409.3)**	**(430.8)**

Staff costs in respect of post-employment benefits break down as follows:

In million euros	2009	2008
Retirement benefits and pensions	(5.7)	(3.7)
Other long-term benefits	(0.4)	(0.2)
Total (1)	**(6.1)**	**(3.9)**

(1) *Including €(2.1) million of expenses related to retirement benefits and pensions and other post-employment benefits included in the line item "Net provision charge" in 2009, against no expense in 2008.*

Share-based payment expenses recognized pursuant to IFRS 2 totaled €1.8 million in 2009 compared to €3.2 million in 2008.

Breakdown of bonus share plans:

	2009 Plan		2008 Plan	
Grant date	02/23/2009	02/23/2009	02/15/2008	02/15/2008
Number of beneficiaries	1	1	1	1
Acquisition date	02/23/2011	02/23/2013	02/15/2010	02/15/2012
Number of bonus shares	21,188	29,446	10,588	16,098
Risk-free interest rate (%)	1.56	2.31	3.38	3.36
Value at grant date (in €)	9.999	9.999	20.460	20.460
Dividend / share expected Y+1 (1) (in €)	0.24	0.24	0.54	0.54
Dividend / share expected Y+2 (1) (in €)	0.32	0.32	0.59	0.59
Dividend / share expected Y+3 (1) (in €)	-	0.33	-	0.60
Dividend / share expected Y+4 (1) (in €)	-	0.42	-	0.63
Fair value of bonus shares (in €)	9.48	8.88	19.44	18.47

(1) *Consensus of financial analysts on future dividends (Bloomberg source)*

The February 20, 2007 bonus share plan expired in 2009. Share capital was increased by 9,987 shares to fully cover the 2007 plan.

Breakdown of stock option plans:

	2009 Plan	2008 Plan	2007 Plan	2006 Plan	2005 Plan	2004 Plan	2003 Plan
Grant date	February 23, 2009	February 15, 2008	February 20, 2007	February 20, 2006	March 4, 2005	March 5, 2004	January 16, 2003
Vesting date	February 23, 2012	February 15, 2011	February 20, 2010	February 20, 2009	March 4, 2008	March 5, 2007	January 16, 2006
Expiry date	February 23, 2016	February 15, 2015	February 20, 2014	February 20, 2013	March 4, 2012	March 5, 2011	January 16, 2010
Number of beneficiaries	2	167	178	4	140	120	20
Number of options	101,270	719,182	763,892	70,758	690,365	678,711	209,546
Exercise price	€ 11.15	€ 21.25	€ 22.58	€ 20.55	€ 19.81	€ 15.29	€ 10.78

Stock option movements during the period and average exercise price by category of options:

Period	2009	Average exercise price in euros	2008	Average exercise price in euros
Number of options outstanding at the beginning of the period	**2,494,913**	**€ 19.91**	**2,379,216**	**€ 18.75**
Options granted during the period	101,270	€ 11.15	719,182	€ 21.25
Options forfeited during the period	74,398	€ 21.47	117,552	€ 20.56
Options exercised during the period	89,345	€ 10.78	289,559	€ 16.31
Options expired during the period	0	€ 0.00	196,374	€ 15.58
including plan of June 21, 2001			152,845	
including plan of July 20, 2001			12,385	
including plan of December 14, 2001			31,144	
Number of options outstanding at the end of the period	2,432,440	€ 19.84	2,494,913	€ 19.91
Number of options exercisable at the end of the period	**1,695,272**	**€ 19.67**	**1,321,327**	**€ 18.28**

The average strike price per plan of options exercised during the year was as follows:

Plan	Grant date	Options exercised in 2009	Average exercice price in euros	Options exercised in 2008	Average exercice price in euros
2001	June 2001	0		266,647	17.99
	July 2001	0		7,347	17.37
	December 2001	0		6,837	15.23
2002	2002	59,512	12.73	0	
2003	2003	28,293	11.11	0	
2004	2004	1,540	15.31	8,728	17.99
2005	2005	0		0	
2006	2006	0		0	
2007	2007	0		0	
2008	2008	0		0	
2009	2009	0		0	
Total		**89,345**	**12.26**	**289,559**	**17.91**

The residual terms of option plans outstanding as of December 31, 2009 and 2008 were as follows:

		12/31/2009			12/31/2008		
Plan	Grant date	In options	Residual term in years	Average strike price in euros	In options	Residual term in years	Average strike price in euros
2002	2002				59,512	0.95	10.67
2003	2003	35,277	0.04	10.78	63,570	1.04	10.78
2004	2004	354,732	1.18	15.29	356,272	2.18	15.29
2005	2005	534,708	2.18	19.81	551,917	3.18	19.81
2006	2006	70,758	3.15	20.55	70,758	4.15	20.55
2007	2007	669,148	4.15	22.58	700,194	5.15	22.58
2008	2008	666,547	5.13	21.25	692,690	6.13	21.25
2009	2009	101,270	6.15	11.15			
Total		**2,432,440**		**19.84**	**2,494,913**		**19.91**

The plans were valued using the Black & Scholes model based on the following assumptions:

	Plan						
Assumptions	**2009**	**2008**	**2007**	**2006**	**2005**	**2004**	**2003**
- Price of underlying at grant date	€9.99	€20.46	€22.86	€20.70	€19.70	€16.19	€11.78
- Estimated volatility	31.74%	24.93%	28.66%	29.43%	32.84%	50.00%	50.00%
- Risk-free interest rate	2.31%	3.37%	4.02%	3.11%	2.96%	3.61%	3.96%
- Estimated option life (in years)	4.5	4.5	4.5	4.5	4.5	7.0	7.0
- Estimated turnover	0%	2%	5%	0%	5%	2%	2%
- Dividend payment rate *(1)*	2.41%	2.56%	2.0%	1.9%	-	-	-
- Fair value options	€2.00	€3.77	€5.76	€5.11	€6.21	€9.23	€6.88

(1) Consensus of financial analysts on future dividends (Bloomberg source)

The estimated option life represents the period from the grant date to management's best estimate of the most likely date of exercise.

Stock option plans granted between 2002 and 2004 were valued at the date of transition to IFRS based on historical volatility, with the date of the stock market initial public offering (IPO) as the starting point. It was assumed that options would be exercised at the end of their life.

As the Group had more historical data for the valuation of the 2005 to 2009 plans, it was able to refine its volatility calculation assumptions. Therefore, the first year of listing was not included in the volatility calculation, as it was considered abnormal due primarily to the sharp movements in share price inherent to the IPO and the effect of September 11, 2001.

Furthermore, based on observed behavior, the Group considered upon the issuance of the 2005 to 2009 plans, that the option would be exercised 4.5 years on average after the grant date.

Net depreciation and amortization

In 2009, this item comprises a net charge of €22.8 million relating to impairment tests. In 2008, this line item comprised an exceptional impairment loss on tangible and intangible assets due to the expected downturn in the advertising market and to the loss of a contract for €(43.8) million.

Impairment of goodwill

In 2009, no goodwill impairment was recognized.

In 2008, this line item comprised a €27.1 million impairment loss on goodwill mainly attributable to the Billboard activity in France for €21.3 million and to the subway, train and bus advertising activities in the Rest of Europe area for €5.1 million.

Maintenance spare parts

The item comprises the cost of spare parts for street furniture as part of maintenance operations for the advertising network, excluding glass panel replacements and cleaning products, and inventory impairment loss.

Other operating income and expenses

Other operating income and expenses break down as follows:

In million euros	2009	2008
Gain on disposal of financial assets	0.1	0.0
Gain on disposal of PP&E and intangible assets	6.5	1.6
Other operating income	4.3	0.8
Other operating income	**10.9**	**2.4**
Loss on disposal of PP&E and intangible assets	(5.9)	(4.0)
Other operating expenses	(5.0)	(4.6)
Other operating expenses	**(10.9)**	**(8.6)**
Total	**0.0**	**(6.2)**

Gains on disposal of PP&E and intangible assets for €6.5 million primarily relate to the sale of a building in the United Kingdom for €6.1 million.

Other operating income for €4.3 million mainly comprises a €3.7 million indemnity received as compensation for the termination of a contract in Norway.

Other operating expenses include a €3.1 million accounting impact for an Asian subsidiary, victim of a misappropriation detected by internal control. The impact also included provisions for asset impairment for €5.4 million, recognized under "Depreciation, amortization and provisions net of reversals."

In 2008, other operating expenses for €(4.6) million primarily comprised €(2.8) million in costs relating to acquisition projects, €(1.0) million in expenses concerning the Barcelona contract in Spain and €(0.5) million in fines and penalties.

3.2. Net financial income / (loss)

In million euros	2009	2008
Interest income	19.3	8.1
Interest expense	(27.4)	(49.8)
Net interest expense (1)	**(8.1)**	**(41.7)**
Dividends	**0.1**	**0.1**
Net foreign exchange gains / (losses)	**(2.0)**	**5.5**
Impact of IAS 39 - foreign exchange	4.7	(5.5)
Impact of IAS 39 - interest rate	0.0	0.0
Variation in fair value of derivatives not qualified as hedges	(0.3)	(3.3)
Amortized cost impact	(0.5)	(0.5)
Impact of IAS 39	**3.9**	**(9.3)**
Net discounting income (losses)	**(13.9)**	**18.2**
Bank guarantee costs	**(1.1)**	**(0.7)**
Charge to provisions for financial risks	(0.3)	(0.6)
Reversal of provisions for financial risks	1.8	0.6
Provisions for financial risks - Net charge	**1.5**	**0.0**
Net income / (loss) on the sale of financial investments	**0.1**	**0.0**
Other	(0.1)	0.0
Other net financial expenses (2)	**(11.5)**	**13.8**
Net financial income (loss) (3) = (1)+(2)	**(19.6)**	**(27.9)**
Total financial income	*24.1*	*27.0*
Total financial expenses	*(43.7)*	*(54.9)*

Net financial income totaled €(19.6) million in 2009 compared to €(27.9) million in 2008, representing an improvement of €8.3 million.

The improvement is primarily explained by the decrease in net interest expense for €33.6 million, of which €10.7 million was related to a debt forgiveness for Somupi and €22.9 million to a decrease in the interest on net debt attributable to lower interest rates.

- A net discounting loss of €(13.9) million was recorded in 2009, of which €(9.6) million for the dismantling provision and €(3.7) million for discounting losses on debts on commitments to purchase minority interests. In 2008, a net discounting income of €18.2 million had been recognized, which included a €22.6 million gain on the debt involving the commitment to purchase the minority interests of Gewista Werbe GmbH, attributable to the exercise of the put option being postponed to 2019 (instead of 2009).

3.3. Income tax

Breakdown between deferred and current taxes

In million euros	2009	2008
Current taxes	(45.3)	(83.0)
Deferred taxes	7.3	20.1
New French local Tax ("CVAE")	(5.7)	0.0
Other (1)	13.0	20.1
Total	**(38.0)**	**(62.9)**

(1) Of which €1.9 million in unrealized taxes relating to the new French local Tax ("CVAE")

The effective tax rate before impairment of goodwill and the share of net profit of associates was 36.8% in 2009 and 26.7% in 2008. Excluding the impacts of discounting the debts on commitments to purchase minority interests and the new French local Tax, the effective tax rate was 32.1% in 2009, compared to 29.5% in 2008.

Breakdown of deferred tax charge

In million euros	2009	2008
Intangible assets and PP&E [(1)]	5.6	12.5
Tax losses carried forward	(2.5)	(1.2)
Dismantling provision	1.5	0.4
Financial instruments	(1.5)	3.1
Other [(2)]	4.2	5.3
Total	**7.3**	**20.1**

(1) *Of which €(5.7) million for the new French local Tax ("CVAE")*
(2) *Of which €1.9 million in unrealized taxes relating to the new French local Tax ("CVAE")*

Tax proof

In million euros	2009	2008
Consolidated net income	**34.5**	**126.9**
Income tax charge	(38.0)	(62.9)
Consolidated income before tax	**72.5**	**189.8**
Impairment of goodwill	0.0	27.1
Share of net profit of associates	30.7	18.7
Taxable dividends received from subsidiaries	1.7	12.1
Non-taxable other income [(1)]	(7.6)	(26.3)
Non-deductible other expenses	20.5	17.5
Net income before tax subject to the standard tax rate	**117.8**	**238.9**
Weighted Group tax rate	27.16%	28.63%
Theoretical tax charge	**(32.0)**	**(68.4)**
Deferred tax on unrecognized tax losses	(6.5)	(8.1)
Recognition or use of unrecognized prior year tax losses carried forward	8.4	4.7
Other unrecognized deferred tax assets	(4.4)	1.6
Miscellaneous [(2)]	0.3	7.3
Income tax calculated	(34.2)	(62.9)
CVAE (Local Tax on added value)	(3.8)	0.0
Income tax recorded	**(38.0)**	**(62.9)**

(1) *Including in 2008 a €22.6 million discount gain recorded on the borrowing for the Gewista minority interest purchase commitment.*
(2) *Including €6.5 million tax credit in 2008.*

The 2010 Finance Act, adopted on December 30, 2009, abolished the business license tax for French tax entities, as of January 1, 2010 in favor of two new contributions:

- A local property tax based on property rental values under the current business license tax;
- A local Tax based on corporate added value (known as "Cotisation sur la Valeur Ajoutée des Entreprises" and hereinafter referred to as the "CVAE") is based on the added value determined according to the company financial statements.

Following this taxation change, the Group reviewed the tax accounting treatment in France with respect to IFRS, while considering the most recent tax analyses available, and specifically the analyses provided by the IFRIC and the CNC (French National Accounting Council). The Group thus determined that the CVAE fell within the scope of IAS 12, the added value being net of income and expenses and representing an intermediate level of profit or loss which systematically serves as a base, according to French tax regulations, for determining the CVAE due.

The expenses entering into the calculation of the added value comprise fees the Group pays to municipalities, airports, transport companies and shopping centers, as well as sub-contracting expenses for the maintenance of street furniture and posting of advertising faces. The Group considers that these expenses contribute to determining the level of pre-tax accounting income and that therefore that the same accounting treatment can be applied to both the corporate income tax and the CVAE.

In accordance with IAS 12, the qualification of the CVAE as an income tax resulted in the recognition of deferred taxes as of December 31, 2009 for temporal differences then existing, counter-balanced by a net expense for the income statement of the fiscal year since the Finance Act was adopted in 2009. This deferred tax expense is presented under "Income tax"

The December 31, 2009 net carrying amount for the depreciable assets of companies subject to CVAE, used as a basis for calculating the deferred tax, amounted to €380.6 million. The deferred tax liability with respect to the CVAE thus amounts to €5.7 million as of December 31, 2009. As the CVAE can be deducted from the corporate income tax, a deferred tax asset with respect to the corporate income tax in the amount of €1.9 million should be recorded for the CVAE deferred tax liability. The net impact of the CVAE on Group tax is therefore a €3.8 million expense as of December 31, 2009. As of the 2010 fiscal year, the total current and deferred expense relating to the CVAE will be presented under this same line item.

3.4. Number of shares for the earnings per share (EPS) / diluted EPS computation

	2009	2008
Weighted average number of shares for the purposes of earnings per share	**221,322,760**	**221,773,911**
Weighted average number of stock options	187,987	761,419
Weighted average number of stock options issued at the market price	(121,064)	(648,621)
Weighted average number of shares for the purposes of diluted earnings per share	**221,389,683**	**221,886,709**

As of December 31, 2009, the February 23, 2009, the February 15, 2008, the February 20, 2007, the February 20, 2006 the March 4, 2005 and the March 5, 2004 stock option plans are excluded from the calculation, since they have an anti-dilutive effect.

3.5. Share of net profit of associates

In million euros	**2009**	**2008**
Stadtreklame Nürnberg GmbH	0.6	0.7
Wall AG (1)	(4.2)	(1.1)
Werbeplakat Soravia GmbH	0.1	0.2
Metrobus	(7.0)	1.6
Bus Focus Ltd (2)	0.4	0.6
Poad	1.0	1.3
Affichage Holding	(23.0)	6.8
BigBoard (3)	1.4	(28.8)
Total	**(30.7)**	**(18.7)**

(1) Company fully consolidated as of December 31, 2009
(2) Subsidiary of JCDecaux Texon International Ltd
(3) Company proportionately consolidated as of November 1, 2009

The share of net profit of associates in 2009 totaled €(30.7) million including exceptional impairment loss of €(10.8) million recognized on Affichage Holding and €(4.0) million recognized on Metrobus. In 2008, the €(18.7) million for the line item included the recognition of a €(28.0) million impairment loss for the BigBoard company.

Sensitivity tests demonstrate that an increase by 50 basis points in the discount rate would result in an additional impairment loss of €(10.7) million on the share of net profit of associates. Sensitivity tests demonstrate that a decrease by 50 basis points in the normative growth rate of the operating margin would result in an additional impairment loss of €(6.4) million on the share of net profit of associates.

Key income statement items of associates are as follows [1]:

In million euros	% integration 2009	2009 Net Income	2009 Net Revenues	2008 Net Income	2008 Net Revenues
Germany					
Stadtreklame Nürnberg GmbH	35%	1.8	9.6	2.1	11.2
Wall AG	49.6% [2]	(8.9)	103.2	(2.8)	118.9
Austria					
Werbeplakat Soravia GmbH	33%	0.2	4.6	0.8	5.9
China					
Shanghai Zhongle Vehicle Painting Co. Ltd	40%	0.0	0.9	0.0	1.5
France					
Metrobus	33%	(21.3)	209.8	4.7	206.7
Hong Kong					
Bus Focus Ltd	40%	1.1	4.3	1.4	4.0
Poad	49%	2.1	24.4	2.6	26.8
Switzerland					
Affichage Holding	30%	(76.7)	225.2	22.6	284.7
Ukraine / Russia					
BigBoard [3]	50%	2.8	15.3	(57.6)	52.3

(1) On a 100% basis restated according to IFRS
(2) 40% consolidated until September 30, 2009 and then 49.6% until December 31, 2009
(3) Company consolidated using the equity method until October 31, 2009

3.6. Headcount

In 2009, the Group had 9,937 employees compared to 9,370 employees in 2008.

The Group's share of employees of proportionately consolidated companies is 775 in 2009, included in the above total of 9,937 employees.

The breakdown of employees by function for 2009 and 2008 is as follows:

	2009	2008
Technical	5,836	5,529
Sales and marketing	2,059	2,007
IT and administration	1,472	1,285
Contract business relations	474	465
Research and development	96	84
Total	**9,937**	**9,370**

The incorporation of the employees of both Wall AG and BigBoard groups justify the increase of the employees of the Group. On a constant Group structure basis, the Group headcount decreased by 368 employees.

4. COMMENTS ON THE STATEMENT OF CASH FLOWS

4.1. Net cash provided by operating activities

In 2009, net cash provided by operating activities for €344.5 million comprised:

- operating cash flows generated by operating income and other financial income and expenses, adjusted for non-cash items, for a total of €348.6 million;
- a change in the working capital for €70.6 million, the favorable impacts of which are mainly related to lower revenues and inventory levels for the year. In 2008, the invoicing of payments on account for services not rendered in the Middle East had an impact of €(51) million and €+51 million, respectively, for the two line items "Change in trade and other receivables" and "Change in trade and other payables," with the line item "Change in trade and other receivables" being increased by €+8 million received over the period. In 2009, these impacts had a reverse impact for €+45.1 million and €(45.1) million respectively for "Change in trade and other receivables" and "Change in trade and other payables," as the services were rendered;
- and the payment of net financial interest and tax for €(21.7) million and €(53) million, respectively.

4.2. Net cash used in investing activities

In 2009, net cash used in investing activities for €(239.3) million comprised:

- acquisitions of intangible assets and PP&E for €(197.8) million;
- sales of intangible assets and PP&E for €18.1 million;
- acquisitions of long-term investments and other financial assets, net of disposals, for a total of €(59.6) million, including €(72.7) million for a 49.18% additional interest in Wall AG, €(4.9) million for a 8.13% additional interest in Proreklam-Europlakat Doo in Slovenia and €+14.5 million for the sale of Europlakat Kft in Hungary following the exercise of a call option by Affichage Holding

In 2008, net cash used in investing activities for €(301.5) million included the payment of the second of two tranches for advertising rights as part of the renewal of the Shanghai subway contract for €(39.1) million.

4.3. Net cash used in financing activities

Net cash used in financing activities for €(128.3) comprised for €(131.6) million net cash flows on borrowings, mainly in France and in China. In 2008, the item amounted to €(186.2) million, taking into account the payment of dividends for €(104.7) million, compared to €(5.6) million in 2009.

4.4. Cash flows of proportionately consolidated companies

Cash flows of proportionately consolidated companies break down as follows:

- Net cash provided by operating activities in 2009 was €43.5 million compared to €35 million in 2008;
- Net cash used in investing activities was €(13.4) million in 2009 compared to €(22.1) million in 2008;
- Net cash used in financing activities was €(22.5) million in 2009 compared to €(8.8) million in 2008.

4.5. Non-cash transactions

The increase in property, plant and equipment and liabilities related to finance lease contracts amounted to €1.3 million in 2009, compared to €2.1 million in 2008.

5. MARKET RISKS

As a result of its operations, the Group is exposed to different degrees of market risks (notably the liquidity and financing risk, the interest rate risk, the foreign exchange rate risk, and risks related to financial management, in particular the counterparty risk). The objective is to minimize such risks by pursuing appropriate financial strategies. However, the Group may need to manage residual positions. This strategy is monitored and managed centrally, by a dedicated team within the Group Finance Department. Risk management policies and hedging strategies are approved by Group management.
In 2010, this policy will be extended to Wall AG and its subsidiaries, acquired at the end of December 2009.

5.1. Risks relating to operations and strategy for managing such risks

Liquidity and financing risk

The following table presents the contractual cash flows related to financial liabilities and derivative instruments:

In million euros	Carrying amount	Contractual cash flows	01/01/2010 to 06/30/2010	07/01/2010 to 12/31/2010	01/01/2011 to 12/31/2012	01/01/2013 to 12/31/2014	> 12/31/2014
Bonds	331.6	359.9	75.0	4.4	17.6	177.2	85.7
Bank borrowings at floating rate (1)	346.3	350.3	335.7	11.7	1.5	0.8	0.6
Bank borrowings at fixed rate	17.8	18.9	8.2	2.6	5.5	2.3	0.3
Miscelleanous facilities and other financial debt	21.7	23.8	14.3	1.1	1.5	1.5	5.4
Finance lease liabilities	8.1	8.1	1.2	1.1	2.7	2.7	0.4
Accrued interest	3.0	3.0	3.0	0.0	0.0	0.0	0.0
Overdrafts	11.4	11.4	11.4	0.0	0.0	0.0	0.0
Total financial liabilities excluding derivatives	**739.9**	**775.4**	**448.8**	**20.9**	**28.8**	**184.5**	**92.4**
Swaps on bonds	(28.5)	(13.9)	(2.5)	(1.7)	(6.7)	(2.6)	(0.4)
Interest rate hedges	1.2	1.2	1.2	0.0	0.0	0.0	0.0
Foreign exchange hedges	(1.1)	(1.1)	(1.1)	0.0	0.0	0.0	0.0
Total derivatives	**(28.4)**	**(13.8)**	**(2.4)**	**(1.7)**	**(6.7)**	**(2.6)**	**(0.4)**

This table presents the contractual interest cash-flows and contractual repayments for financial liabilities and derivative instruments. For revolving debt, the nearest maturity is indicated.

(1) The interest rates on floating-rate borrowings are adjusted at one, three or six-month intervals. The maturity indicated is therefore less than one year regardless of the maturity date. This is particularly true for the JCDecaux SA confirmed revolving credit line whose maturity is June 2012 up to 16% of its nominal value and June 2013 up to 84% of its nominal value, and bank borrowing, whose maturity is October 2011 (€850 million and €75 million respectively) and the Somupi confirmed revolving credit line for €45 million whose maturity is December 2012 (decreasing by €15 million per year until December 2012).

The Group generates significant operating cash flows that enable it to self-finance organic growth. In the Group's opinion, acquisition opportunities could lead it to temporarily increase this net debt.

The Group's financing strategy consists of:

- centralizing financing at the parent company level. Subsidiaries are therefore primarily financed through direct or indirect loans granted by JCDecaux SA. However, the Group may use external financing for certain subsidiaries, (i) depending on the tax or currency or regulatory situation (withholding tax, etc.); (ii) for subsidiaries that are not wholly owned by the Group; or (iii) for historical reasons (financing already in place when the subsidiary joined the Group);
- having financing resources available (i) that are diversified; (ii) which maturity is in line with the medium and long-term life of its assets; and (iii) flexible, in order to cover Group development and the investment and activity cycles;
- having permanent access to a liquidity reserve in the form of committed credit facilities;
- minimizing the risk of non-renewal of financing sources, by staggering annual installments;
- optimizing financing margins, through early renewal of loans that are approaching maturity, or by re-financing certain financing sources when market conditions are favorable; and
- optimizing the cost of net debt, by recycling excess cash flow generated by different Group companies as much as possible, in particular by repatriating the cash to JCDecaux SA through loans or dividend payments.

Group medium and long-term debt is rated "Baa2" by Moody's and "BBB" by Standard and Poor's (Last Moody's rate on May 11, 2009, and Standard and Poor's on September, 22, 2009), with a negative outlook in both cases, largely attributable to current market conditions.

As of December 31, 2009, statement of financial position debt excluding hedging instruments amounts to €728.5 million. After deduction of net cash of €79.5 million and the impact of the loans granted to the proportionately consolidated companies for €7.4 million, Group net debt is €641.6 million.

Pursuant to IFRS, this debt balance includes the remeasurement of the hedged risk in the debt and the impact of amortized cost (IAS 39 adjustments). This debt balance should, however, be corrected for these adjustments in order to assess its repayment value. Debts on commitments to purchase minority interests (IAS 32 adjustments) are recorded in a separate line of the statement of financial position and are not included in financial debt.

As of December 31, 2009, the "economic" net debt is €670.0 million, representing a debt/equity (Group share) ratio of 33.0%, compared to €706.6 million and a debt/equity (Group share) ratio of 35.4% as of December 31, 2008.

68% of Group financial debt is carried by JCDecaux SA and has an average maturity of around 3.1 years.

As of December 31, 2009, the Group has cash of €90.9 million and unused committed credit facilities of €775 million (see Note 2.11 Cash and cash equivalents).

JCDecaux SA financing sources are confirmed but they require compliance with a number of covenants, based on consolidated financial statements.

They require the Group to maintain specific financial ratios:

- Interest coverage ratio: operating margin / net financial expenses strictly greater than 3.5;
- Net debt coverage ratio: net financial debt / operating margin strictly less than 3.5.

Breach of these covenants could, if conditions are met, trigger early repayment of loans and credit facilities. As of December 31, 2009, the Group was compliant with all covenants, with respective ratios of 19.3 and 1.7.

Interest rate risk

The Group is exposed to interest rate fluctuations as a result of its debt, including the euro, the US dollar, the Hong Kong dollar and the Chinese Yuan. Given the high correlation between the advertising market and the level of general economic activity of the countries where the Group operates, it is Group policy to secure primarily floating-rate financing. Hedging operations are mainly centralized at the JCDecaux SA level.

The following table breaks down financial assets and liabilities by interest rate.

For fixed-rate assets and liabilities, the maturity indicated is that of the asset and the liability.

The interest rates on floating-rate assets and liabilities are adjusted at one, three or six-month intervals. The maturity indicated is therefore less than one year regardless of the maturity date. This is particularly true for the JCDecaux SA confirmed revolving credit line and bank borrowing (€850 million and €75 million respectively) and the Somupi confirmed revolving credit line for €45 million.

		12/31/2009			
In million euros		**≤ 1 year**	**> 1 year & ≤ 5 years**	**> 5 years**	**Total**
JCDecaux SA borrowings		(369.4)	(94.8)	(47.4)	(511.6)
Other borrowings		(225.0)	(22.2)	(0.5)	(247.7)
Financial liabilities	(1)	**(594.4)**	**(117.0)**	**(47.9)**	**(759.3)**
Loans granted to the proportionately consolidated companies		7.4	0.0	0.0	7.4
Other assets		10.4	0.0	0.0	10.4
Financial assets	(2)	**17.8**	**0.0**	**0.0**	**17.8**
Net position before hedging	(3)=(1)+(2)	**(576.6)**	**(117.0)**	**(47.9)**	**(741.5)**
Swaps transaction on USPP		69.4	94.8	47.4	211.6
Other interest rate hedging		140.8	0.0	0.0	140.8
Off balance sheet	(4)	**210.2**	**94.8**	**47.4**	**352.4**
Net position after hedging	(5)=(3)+(4)	**(366.4)**	**(22.2)**	**(0.5)**	**(389.1)**

The cost of the JCDecaux SA gross debt after hedging would be impacted over the year 2009 by changes in the Euribor rate as follows:

Change in basis points of Euribor rates compared to rates as of Dec. 31, 2009	**rate to 0**	**+100bp**	**+200bp**	**+300bp**
Impact in basis points on the cost of gross debt	-58bp	+82bp	+166bp	+256bp

As of December 31, 2009, 9% of total Group economic gross debt, all currencies combined, was at fixed rates, 17% was hedged against an increase in short-term interest rates in the currencies concerned, 3% of the total Group euro-denominated[2] economic gross debt was at fixed rates, and 16% was hedged against an increase in Euribor rates.

[1] *Euro-denominated debt after adjustment for currency swaps and issue swaps*

Foreign exchange risk
In 2009, revenues generated in currencies other than the euro accounted for 43.7% of Group net revenues.

Despite its presence in 55 countries, the Group is relatively immune to currency fluctuations in terms of cash flows, as the subsidiaries in each country do business solely in their own country and inter-company services and purchases are relatively insignificant.

However, as the currency of financial statements of the Group is the euro, these Group financial statements are affected by the conversion into euro of financial statements denominated in local currencies.

Based on the 2009 actual data, Group exposure to the pound sterling, US dollar, Chinese yuan and Hong Kong dollar is as follows:

The portion of the Group's revenues denominated in pound sterling represents 9.7%. A variance of -5% in the pound sterling exchange rate would have an impact of -0.5% and -0.2%, respectively, on the Group's revenues and operating margin.

The portion of the Group's revenues denominated in US dollars represents 7.5%. A variance of -5% in the US dollar exchange rate would have an impact of -0.4% and -0.2%, respectively, on the Group's revenues and operating margin.

The portion of the Group's revenues denominated in Chinese yuan represents 8.1%. A variance of -5% in the Chinese yuan exchange rate would have an impact of -0.4% and -0.4%, respectively, on the Group's revenues and operating margin.

The portion of the Group's revenues denominated in Hong Kong dollars represents 4.1%. A variance of -5% in the Hong Kong dollar exchange rate would have an impact of -0.2% on the Group's revenues and would not impact the Group's operating margin.

In 2009, the Group mainly implemented foreign currency hedges of financial transactions:

- pursuant to application of its centralized financing policy and its multi-currency excess cash position, and in order to hedge inter-company loan transactions, the Group implemented short-term currency swaps. The Group does not hedge positions generated by inter-company loans when hedging arrangements are (i) too costly (ii) not available or (iii) when the loan amount is limited;
- the Group implemented swaps covering the full term of operations, for the portion of its long-term debt denominated in US dollars(2) not used to finance the current expansion of activities in the United States.

As of December 31, 2009, the Group considers then that its financial position and earnings would not be materially affected by exchange rate fluctuations.

Management of excess cash positions
As of December 31, 2009, the Group's excess cash position totaled €90.9 million.

Out of the total amount of €90.9 million, €1.4 million is invested in short-term investments and €6.9 million is used as guarantees.

Management of capital and the debt/equity (Group share) ratio
The Group is not subject to any externally imposed capital requirement.

The Group financial policy is to optimize the debt/equity (Group share) balance. Accordingly, the Group objective – unless in the case of any exceptional acquisition – is to maintain debt below 2.5 times its operating margin, which would result in a net debt/total equity (Group share) ratio of 55%.

Net debt refers to net financial debt as disclosed in the Note 2.17 *Net financial debt* (excluding debt on commitments to purchase minority interests). Total equity (Group share) corresponds to the equity disclosed in the statement of financial position adjusted by IAS 39 items (cash flow hedges and financial investments available for sale).

As of December 31, 2009, the debt/operating margin ratio stood at 1.7 (pro forma data, given the impact of Wall on a full year) and the debt/equity ratio at 33.0%, compared to, respectively, 1.3 and 35.4% as of December 31, 2008.

5.2. Risks related to financial management

Risks related to interest rate and foreign exchange derivatives
The Group does not use derivatives except for hedging foreign exchange and interest rate risks, which is done centrally.

Risks related to credit rating
The Group is rated "Baa2" by Moody's and "BBB" by Standard & Poor's as of the date of publication of these Notes, with a negative outlook in both cases, largely attributable to current market conditions. The Group's principal financing sources (financing raised by the parent company), as well as principal hedging arrangements are not subject to early termination in the event of a downgrade of the Group's credit rating.

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(2) *Bond debt in the United States in 2003*

Counterparty risk
Group counterparty risks relate to the investment by the subsidiaries of their excess cash balances with banks and to other financial transactions principally involving JCDecaux SA (via unused committed credit facilities and hedging commitments). The Group strategy is to minimize this risk by (i) reducing excess cash flows within the Group by centralizing the subsidiaries' available cash at the JCDecaux SA level as much as possible, (ii) obtaining the prior authorization of the Group's financial management for the opening of bank accounts, and (iii) selecting banks in which the Group and its subsidiaries can make deposits. In addition, the Group has not identified any counterparty risk in respect of its trade receivables since the necessary provisions have already been recorded.

Risk related to portfolio securities
To earn a return on excess cash position, the Group occasionally subscribes to short-term investments. The investments acquired consist of money market securities (mutual funds and money-market SICAV funds; certificates of deposits; short-term government securities etc.). These instruments are acquired on a short-term basis, earn interest at money market benchmark rates, are liquid, and involve only limited counterparty risk.

Group policy is not to own marketable shares or securities other than money market securities and treasury shares. As such, the Group considers its risk exposure arising from marketable shares and securities to be very low.

6. COMMENTS ON OFF-STATEMENT OF FINANCIAL POSITION COMMITMENTS

6.1. Security and other commitments

In million euros	12/31/2009	12/31/2008
Commitments given (1)		
Business guarantees	113.5	90.6
Other guarantees	7.3	18.1
Pledges, mortgages and collateral	24.4	8.8
Commitments on securities	15.5	251.2
Total	**160.7**	**368.7**
Commitments received		
Guarantees	1.5	1.5
Commitments on securities	16.2	56.5
Credit facilities	775.0	672.5
Total	**792.7**	**730.5**

(1) Excluding commitments relating to lease, rent and minimum franchise payments, given in the ordinary course of business.

Business guarantees are granted mainly by JCDecaux SA. As such, JCDecaux SA guarantees the performance of contracts entered into by subsidiaries, either directly to third parties or by counter-guaranteeing guarantees granted by banks or insurance companies.

"Other guarantees" include guarantees granted mainly by JCDecaux SA: (i) covering payments under building lease agreements and car rentals of its subsidiaries; (ii) as counter-guarantees for guarantee lines granted by banks to subsidiaries; (iii) covering payments related to financial debt of non-consolidated subsidiaries or equity associates; (iv) covering payments related to financial debts of proportionately consolidated companies when the guarantee amount exceeds the Group's percentage of interest.

The "pledges, mortgages and collateral" mainly comprise the mortgage of a building in Germany, and amounts of cash given in guarantees. A breakdown of cash given in guarantees is provided in Note 2.11 *Cash and cash equivalents*.

Guarantees received are mainly related to the representations and warranties received.

Commitments on securities are mainly granted and received in the context of acquisitions.

As of December 31, 2009, commitments on securities given in favor of different partners comprise the following options:

- Regarding the BigBoard group, a call option with the two exercise periods: from October 1, 2011 to September 30, 2012 or from December 1, 2011 to November 30, 2012. This option concerns the Group's 50% interest in the BigBoard group. The contractual calculation formula values this commitment at approximately €13 million as of December 31, 2009. This amount is subject to uncertainty regarding market trends in Russia and the Ukraine and the currencies of these two countries.
- Regarding the company Proreklam Europlakat Doo (Slovenia), a put option granted to our local partner exercisable from January 1, 2012, on 8.13% of this company's shares. The contractual calculation formula values this commitment at approximately €2.4 million;
- Regarding the Wall group, a call option of a Group partner covering a share of the capital of Nextbike GmbH.

As of December 31, 2009, commitments on securities received by the Group comprise the following options:

- Regarding the Metrobus group, a put option, valid from April 1, 2014 to September 30, 2014. The option covers the Group's 33% interest in the Metrobus group. It can be exercised if the RATP renews its contract with Metrobus. The exercise price will be determined by investment banks.
- Regarding the BigBoard group, a call option with the two exercise periods: from April 1, 2011 to September 30, 2011 or from June 1, 2011 to November 30, 2011. This option concerns our partner's 50% interest in the BigBoard group. The contractual calculation formula values this commitment at approximately €13 million as of December 31, 2009. This amount is subject to uncertainty regarding market trends in Russia and the Ukraine and the currencies of these two countries.
- Regarding the BigBoard group, a call option that can be exercised by CEE Media Holding Limited over the Group's partner covering 50% of the share capital of Garmoniya (Ukraine). The option can be exercised between March 15, 2010 and June 15, 2010 and the contractual calculation formula values this commitment at less than €0.1 million.
- Regarding the company Proreklam Europlakat Doo (Slovenia), a call option that can be exercised beginning January 1, 2014 by Europlakat International Werbe over our partner covering 8.13% of the share capital of this company. A contractual calculation formula values this commitment at approximately €2.4 million.
- Regarding the Wall group, a call option that can be exercised by Wall AG for a maximum of 24.8% of the share capital of Nextbike GmbH bringing the Group's interest to 50% plus one vote. A contractual calculation formula values this commitment at €0.7 million.

In addition, as part of their binding cooperation agreement, JCDecaux SA and Affichage Holding have granted reciprocal calls should contractual clauses not be respected or in case of transfer of certain assets and in case of change in control.

Lastly, the Group benefits from pre-emptive rights under certain partnership agreements, and can provide for emption or option rights, which are not considered as commitments given or received.

Credit facilities primarily comprise the confirmed revolving credit line secured by JCDecaux SA for €775.0 million.

6.2. Commitments relating to lease, rent and minimum franchise payments given in the ordinary course of business

In the ordinary course of business, JCDecaux has entered into the following agreements:

- contracts with cities, airports and transport companies, which entitle the Group to operate its advertising business and collect the related revenues, in return for payment of fees, comprising a fixed portion or guaranteed minimum (minima garantis);
- rental agreements for billboard locations on private property;
- lease agreements for buildings, vehicles and other equipment (computers, office equipment, or other….).

Such commitments given in the ordinary course of business break down as follows (amounts are not discounted):

In million euros	≤ 1 year	>1 & ≤ 5 years	> 5 years (1)	Total
Minimum franchise payments associated with Street Furniture or Transport contracts	396.6	1,324.6	1,354.7	3,075.9
Rent related to Billboard locations	98.9	182.5	48.4	329.8
Operating leases	27.4	54.8	7.3	89.5
Total	**522.9**	**1,561.9**	**1,410.4**	**3,495.2**

(1) Until 2034.

6.3. Commitments to purchase assets

Commitments to purchase property, plant and equipment and intangible assets total €295.7 million and €5.9 million, respectively, as of December 31, 2009.

6.4. Commitments relating to employee benefits

Pursuant to IAS 19 *Employee benefits*, and in accordance with the Group decision to apply the corridor method, a portion of actuarial gains and losses, and past service costs, is not recognized as provisions. A breakdown is provided in Note 2.16 *Provisions*.

7. SEGMENT REPORTING

The application of IFRS 8 had no impact on segment reporting. The information communicated to the Executive Board is based on the business segment, as adopted pursuant to the application of IFRS 8 *Operating segments*.

7.1. Information related on operating segments

Definition of operating segments

Street Furniture
The Street Furniture operating segment covers, in general, the advertising agreements relating to public property entered into with cities and local authorities. It also includes advertising in shopping centers, as well as the renting of street furniture, the sale and rental of equipment, and other various services such as cleaning and maintenance.

Transport
The Transport operating segment covers advertising in public transport systems, including airports, subways, buses, tramways and trains.

Billboard
The Billboard operating segment covers advertising on private property, including both traditional large format and back-light billboards. It also includes neon-type activity.

Transactions between operating segments
Transfer prices between operating segments are equal to prices determined on an arm's length basis, as in transactions with third parties.

The breakdown of the 2009 segment reporting by operating segment is as follows:

In million euros	Street Furniture	Transport	Billboard	Eliminations	Total
Net revenues					
- to third parties	934.3	589.6	394.9		1,918.8
- inter-segment revenues	19.4	1.2	18.6	(39.2)	0.0
Total	**953.7**	**590.8**	**413.5**	**(39.2)**	**1,918.8**
Operating margin	**298.4**	**55.6**	**38.0**	**0.0**	**392.0**
EBIT (=Segment profit)	**93.5**	**16.6**	**12.7**	**0.0**	**122.8**
Net financial income /(loss)					(19.6)
Income tax					(38.0)
Share of net profit of associates	(3.1)	(7.0)	(20.6)		(30.7)
Consolidated net income					**34.5**
Segment assets	2,132.7	694.0	916.7	(137.6)	3,605.8
Investments in associates	10.5	10.0	113.5		134.0
Financial investments					2.7
Other financial investments					19.7
Financial derivatives					1.6
Cash and cash equivalents					90.9
Tax assets					32.8
Assets classified as held for sale					0.0
Total assets					**3,887.5**
Segment liabilities	559.4	221.0	251.2	(137.6)	894.0
Balance sheet gross financial debt					728.5
Debt on commitments to purchase minority interests					81.9
Financial derivatives					30.0
Bank overdrafts					11.4
Tax liabilities					132.4
Total equity					2,009.3
Total liabilities and equity					**3,887.5**
Acquisitions of intangible assets and PP&E net of disposals (1)	157.4	17.8	4.5		179.7
Depreciation and amortization (2)	(173.7)	(21.3)	(28.0)		(223.0)
Non-cash expenses other than depreciation and amortization	2.8	(16.0)	7.1		(6.1)

(1) Including sales of intangible assets and PP&E and changes in payables on fixed assets
(2) Including impairment losses on intangible assets and PP&E and excluding goodwill impairment losses

The breakdown of the 2008 segment reporting by operating segment is as follows:

In million euros	Street Furniture	Transport	Billboard	Eliminations	Total
Net revenues					
- to third parties	1,063.5	629.0	476.1		2,168.6
- inter-segment revenues	27.0	1.6	18.7	(47.3)	0.0
Total	**1,090.5**	**630.6**	**494.8**	**(47.3)**	**2,168.6**
Operating margin	**396.9**	**82.5**	**70.5**	**0.0**	**549.9**
EBIT (=Segment profit)	**193.7**	**54.6**	**(11.9)**	**0.0**	**236.4**
Net financial income /(loss)					(27.9)
Income tax					(62.9)
Share of net profit of associates	0.4	1.6	(20.7)		(18.7)
Consolidated net income					**126.9**
Segment assets	1,897.3	728.3	906.9	(149.0)	3,383.5
Investments in associates	111.4	18.6	171.0		301.0
Financial investments					17.0
Other financial investments					41.4
Financial derivatives					0.0
Cash and cash equivalents					112.1
Tax assets					22.3
Assets classified as held for sale					7.5
Total assets					**3,884.8**
Segment liabilities	540.2	250.5	257.4	(149.0)	899.1
Balance sheet gross financial debt					794.2
Debt on commitments to purchase minority interests					68.4
Financial derivatives					25.8
Bank overdrafts					7.1
Tax liabilities					120.5
Total equity					1,969.7
Total liabilities and equity					**3,884.8**
Acquisitions of intangible assets and PP&E net of disposals (1)	206.6	65.0	32.7		304.3
Depreciation and amortization (2)	(167.5)	(22.7)	(59.3)		(249.5)
Non-cash expenses other than depreciation and amortization	5.2	(6.3)	(21.5)		(22.6)

(1) Including sales of intangible assets and PP&E and changes in payables on fixed assets
(2) Including impairment losses on intangible assets and PP&E and excluding goodwill impairment losses

7.2. Other information

The 2009 information by geographical area breaks down as follows:

In million euros	France	United Kingdom	Europe (2)	North America	Pacific-Asia	Rest of the world	Eliminations	Total
Net revenues	563.7	183.8	650.9	146.2	300.9	73.3		1,918.8
Segment assets	967.1	373.8	1,537.9	113.7	396.5	96.1	(38.7)	3,446.4
Unallocated assets								159.4
Acquisitions of intangible assets and PP&E net of disposals (1)	111.3	(9.2)	45.3	2.9	16.0	13.4		179.7

(1) Including sales of intangible assets and PP&E and changes in payables on fixed asset
(2) Excluding France and United Kingdom

Unallocated assets of €159.4 million comprise goodwill relating to airport advertising that is not allocated by geographical area, global coverage being a key success factor for this activity from a commercial point of view and in connection with the awarding and renewal of contracts. This also applies to impairment tests.

The 2008 information by geographical area breaks down as follows:

In million euros	France	United Kingdom	Europe (2)	North America	Pacific-Asia	Rest of the world	Eliminations	Total
Net revenues	617.6	246.8	781.4	156.4	322.4	44.0		2,168.6
Segment assets	987.0	376.1	1,241.6	144.6	415.7	100.1	(41.0)	3,224.1
Unallocated assets								159.4
Acquisitions of intangible assets and PP&E net of disposals (1)	111.4	19.6	91.3	7.5	62.5	12.0		304.3

(1) Including sales of intangible assets and PP&E and changes in payables on fixed assets
(2) Excluding France and United Kingdom

No single client represents more than 10% of Group revenues.

8. RELATED PARTIES

8.1. Definitions

Related party transactions break down into the following five categories:

- the portion of transactions with proportionately consolidated companies not eliminated in the consolidated financial statements,
- transactions between JCDecaux SA and its parent JCDecaux Holding,
- transactions between a fully consolidated company and its significant minority interests,
- the portion of transactions with equity associates not eliminated in the Group consolidated financial statements,
- transactions with key management personnel and companies held by such personnel and over which they exercise control.

8.2. Related party transactions

Loans granted to related parties as of December 31, 2009 totaled €7.5 million, including a loan of €4.2 million loan to Proreklam Europlakat Doo (Slovenia), as well as a loan of €1.6 million to CBS Outdoor JCDecaux Street Furniture Canada, Ltd.

Borrowings secured from related parties and debt on commitments to purchase minority interests as of December 31, 2009 totaled €91.7 million, including €53.4 million in purchase commitments given to the partner Progress, €13.1 million from Media Regies to Somupi and €13.6 million from Wall Family regarding Wall AG and a borrowing amounted for €2.4 million from Media Regies to Somupi.

Liabilities to related parties as of December 31, 2009 totaled €8.9 million, including €4.2 million towards Affichage Holding and €1.2 million towards Dopravni Podnik in the Czech Republic.

Receivables on the related parties as of December 31, 2009 totaled €7.0 million, including €1.9 million with JCD Momentum Shanghai Airport and Beijing Press JCD Media Advertising.

Operating income generated with related parties amounted to €25.2 million in 2009, including a €14.1 million disposal gain with a subsidiary of JCDecaux Holding for a building in the UK (see paragraph below), €1.1 million in operating income with IGP Decaux Spa in Italy and €1.9 million in operating income with Shanghaï Shentong JCD Metro Advertising in China.

A building owned by JCDecaux UK Ltd was sold on December 17, 2009 to a subsidiary of JCDecaux Holding, wholly owned by the Decaux family, as part of a sale and leaseback transaction without redevelopment of the site. The valuation, conducted by two independent experts appointed by the two parties, determined a sale price of £12.65 million, or €14.1 million, and an annual rent of £870,090. The disposal and valuation process were presented to the Group's supervisory Board. The building's net carrying amount was classified as an asset held for sale under non-current assets as of December 31, 2008.

Operating expenses with related parties represented €33.6 million in 2009, of which €8.0 million concerns the net carrying amount of the UK building, including €11.9 million in rent charges with the SCI Troisjean companies (€7.1 million) in France, Belgium, Spain and the United Kingdom, and with JCDecaux Holding (€4.8 million) in France, and €3.1 million in rental charges with the Dopravni Podnik company.

In 2009, financial expenses represented €5.8 million, including €5.0 in discounting losses regarding the commitment to purchase the minority interests of Gewista.

Financial income represented €14.9 million, including €12.3 million for Somupi following the debt forgiveness concerning Média Régies for €10.7 million and the commitment to purchase minority interests for €1.6 million.

8.3. Executive officer compensation

Compensation owed to members of the Executive Board for 2009 and 2008 breaks down as follows:

In million euros	2009	2008
Short-term benefits	3.5	3.6
Fringe benefits	0.1	0.1
Director's fees	0.1	0.1
Life insurance/special pension	0.2	0.2
Share-based payments	0.6	0.7
Total	**4.5**	**4.7**

In addition, two of the four members of the Executive Board will receive severance payments, under the terms of which compensation of up to one to two years' payment would be payable on termination of their employment contract by the Group.

Post-employment benefits booked in the statement of financial position amount to €0.7 million as of December 31, 2009 against €0.6 million as of December 31, 2008.

Directors' fees of €0.1 million were owed to members of the Supervisory Board in respect of 2009.

9. PROPORTIONATELY CONSOLIDATED COMPANIES

The Group holds a number of investments which are proportionately consolidated.

The Group's share in the assets, liabilities and earnings of these joint ventures (included in the consolidated financial statements) is as follows as of December 31, 2009 and 2008:

In million euros	12/31/2009	12/31/2008
Non-current assets	38.2	63.3
Current assets	100.0	100.6
Total Assets	**138.2**	**163.9**
Non-current liabilities	39.6	35.0
Current liabilities	77.4	68.5
Total Liabilities (excluding net equity)	**117.0**	**103.5**
Net equity	**21.2**	**60.4**
including net income	**22.0**	**21.5**
including profits	*176.7*	*176.0*
including losses	*(154.7)*	*(154.5)*

The €39.2 million decrease in net equity is mainly attributable to:

- for €(35.9) million, to the change in consolidation method of the BigBoard Group, which was previously consolidated using the equity method and is now proportionately consolidated;
- for €2.5 million, to the change in consolidation method for Q Media Decaux in Qatar, which was previously fully consolidated and is now proportionately consolidated, following a modification of the shareholder's agreement;
- foreign exchange impacts for €(3.3) million, mainly in Asia.

10. SCOPE OF CONSOLIDATION

10.1. Identity of the parent company

As of December 31, 2009, 70.48% of the share capital of JCDecaux SA is held by JCDecaux Holding.

10.2. List of consolidated companies

COMPANIES	Country	% interest	Consolidation Method	% control
STREET FURNITURE				
JCDECAUX SA	France	100.00	F	100.00
JCDECAUX MOBILIER URBAIN	France	100.00	F	100.00
SOPACT	France	100.00	F	100.00
SEMUP	France	100.00	F	100.00
DPE - DECAUX PUBLICITE EXTERIEURE	France	100.00	F	100.00
SOMUPI	France	66.00	F	66.00
JCDECAUX ASIE HOLDING	France	100.00	F	100.00
JCDECAUX EUROPE HOLDING	France	100.00	F	100.00
JCDECAUX AMERIQUES HOLDING	France	100.00	F	100.00
CYCLOCITY	France	100.00	F	100.00
ACM GmbH	Germany	100.00	F	100.00
JCDECAUX STADTMOBLIERUNG GmbH	Germany	100.00	F	100.00
JCDECAUX DEUTSCHLAND GmbH	Germany	100.00	F	100.00
DSM DECAUX GmbH	Germany	50.00	P	50.00
JCDECAUX GmbH	Germany	100.00	F	100.00
STADTREKLAME NÜRNBERG GmbH	Germany	35.00	E	35.00
ILG AUSSENWERBUNG GmbH	Germany	50.00	F	50.00
WALL AG (3)	Germany	89.18	F	89.18
GEORG ZACHARIAS GmbH (3)	Germany	89.18	F	100.00
VVR WALL GmbH (1) & (3)	Germany	89.18	F	100.00
DIE DRAUSSENWERBER GmbH (3)	Germany	89.18	F	100.00
WALL MOBILIARE GmbH (3)	Germany	89.18	F	100.00
SKY HIGH TG GmbH (3)	Germany	89.18	F	100.00
IMMOBILIENGESELLSCHAFT ORANIENBURGER TOR GmbH (3)	Germany	89.18	F	100.00
STAUDENRAUS AUSSENWERBUNG GmbH	Germany	100.00	F	100.00
JCDECAUX UK Ltd (1)	United Kingdom	100.00	F	100.00
JCDECAUX ARGENTINA SA	Argentina	99.93	F	99.93
JCDECAUX STREET FURNITURE Pty Ltd	Australia	100.00	F	100.00
JCDECAUX AUSTRALIA Pty Ltd	Australia	100.00	F	100.00
ADBOOTH Pty Ltd	Australia	50.00	P	50.00
JCDECAUX CITYCYCLE AUSTRALIA Pty Ltd (2)	Australia	100.00	F	100.00
AQMI GmbH	Austria	67.00	F	100.00
ARGE AUTOBAHNWERBUNG	Austria	33.50	P	50.00
WERBEPLAKAT SORAVIA GmbH	Austria	22.11	E	33.00
JCD BAHRAIN HOLDING SPC (4)	Bahrain	99.99	F	100.00
JCDECAUX BELGIUM PUBLICITE SA	Belgium	100.00	F	100.00
ACM SA	Belgium	100.00	F	100.00
JCDECAUX DO BRASIL SA	Brazil	100.00	F	100.00
JCDECAUX SALVADOR SA	Brazil	100.00	F	100.00
WALL SOFIA EOOD (3)	Bulgaria	89.18	F	100.00

COMPANIES	Country	% interest	Consolidation Method	% control
CBS OUTDOOR JCDECAUX STREET FURNITURE CANADA Ltd.	Canada	50.00	P	50.00
JCD P&D OUTDOOR ADVERTISING Co. Ltd	China	100.00	F	100.00
TOP RESULT KIOSK (SHANGHAI) DEVELOPMENT Co. Ltd	China	100.00	F	100.00
BEIJING GEHUA JCD ADVERTISING Co. Ltd	China	50.00	P	50.00
BEIJING PRESS JCDECAUX MEDIA ADVERTISING Co. Ltd	China	50.00	P	50.00
IPDECAUX Inc.	Korea	50.00	P	50.00
AFA JCDECAUX A/S (1)	Denmark	50.00	F	50.00
JCDECAUX MIDDLE EAST FZ-LLC (4)	United Arab Emirates	99.99	F	99.99
JCDECAUX STREET FURNITURE (4)	United Arab Emirates	99.99	F	100.00
EL MOBILIARIO URBANO SLU	Spain	100.00	F	100.00
JCDECAUX ATLANTIS SA	Spain	85.00	F	85.00
JCDECAUX EESTI OU	Estonia	100.00	F	100.00
JCDECAUX NEW YORK, Inc.	United States	100.00	F	100.00
JCDECAUX SAN FRANCISCO, LLC	United States	100.00	F	100.00
JCDECAUX MALLSCAPE, LLC	United States	100.00	F	100.00
JCDECAUX CHICAGO, LLC	United States	100.00	F	100.00
JCDECAUX NEW YORK, LLC	United States	100.00	F	100.00
CBS DECAUX STREET FURNITURE, LLC	United States	50.00	P	50.00
JCDECAUX NORTH AMERICA, Inc.	United States	100.00	F	100.00
WALL DECAUX HOLDINGS, Inc. (5)	United States	100.00	F	100.00
JCDECAUX BOSTON, Inc. (previously WALL DECAUX USA, Inc) (5)	United States	100.00	F	100.00
JCDECAUX FINLAND Oy (1)	Finland	100.00	F	100.00
JCDECAUX TEXON INTERNATIONAL LTD (6)	Hong Kong	100.00	F	100.00
INTELLECT WORLD INVESTMENTS LTD	Hong Kong	100.00	F	100.00
JCDECAUX ADVERTISING INDIA PVT LTD (1)	India	100.00	F	100.00
AFA JCDECAUX ISLAND ehf	Iceland	50.00	F	100.00
JCDECAUX ISRAEL Ltd	Israel	100.00	F	100.00
MCDECAUX Inc. (7)	Japan	60.00	P	60.00
CYCLOCITY Inc. (2)	Japan	100.00	F	100.00
RTS DECAUX JSC	Kazakhstan	50.00	P	50.00
JCDECAUX LATVIJA SIA	Latvia	100.00	F	100.00
JCDECAUX LIETUVA UAB	Lithuania	100.00	F	100.00
JCDECAUX LUXEMBOURG SA	Luxembourg	100.00	F	100.00
JCDECAUX GROUP SERVICES SARL	Luxembourg	100.00	F	100.00
JCDECAUX MACAO (1)	Macau	80.00	F	80.00
JCDECAUX UZ	Uzbekistan	71.35	F	71.35
JCDECAUX NEDERLAND BV (8)	The Netherlands	100.00	F	100.00
VERKOOP KANTOOR MEDIA (V.K.M) BV	The Netherlands	100.00	F	100.00
JCDECAUX PORTUGAL MOBILIARO URBANO Lda	Portugal	100.00	F	100.00
PURBE PUBLICIDADE URBANA & GESTAO Lda	Portugal	100.00	F	100.00
Q. MEDIA DECAUX WLL (1)	Qatar	50.00	P	49.00
JCDECAUX MESTSKY MOBILIAR Spol Sro	Czech Rep.	100.00	F	100.00
JCDECAUX – BIGBOARD AS (2)	Czech Rep.	50.00	P	50.00
JCDECAUX SINGAPORE Pte Ltd	Singapore	100.00	F	100.00
JCDECAUX OUT OF HOME ADVERTISING Pte Ltd	Singapore	100.00	F	100.00
JCDECAUX SLOVAKIA Sro	Slovakia	100.00	F	100.00

COMPANIES	Country	% interest	Consolidation Method	% control
JCDECAUX SVERIGE AB (1)	Sweden	100.00	F	100.00
OUTDOOR AB	Sweden	48.50	P	48.50
JCDECAUX THAÏLAND Co., Ltd (1)	Thailand	95.15	F	95.15
ERA REKLAM AS (3)	Turkey	79.93	F	90.00
WALL SEHIR DIZAYNI LS (3)	Turkey	88.81	F	99.58
JCDECAUX URUGUAY (9)	Uruguay	100.00	F	100.00
TRANSPORT				
JCDECAUX AIRPORT FRANCE	France	100.00	F	100.00
METROBUS	France	33.00	E	33.00
MEDIA FRANKFURT GmbH	Germany	39.00	P	39.00
JCDECAUX AIRPORT MEDIA GmbH	Germany	100.00	F	100.00
TRANS – MARKETING GmbH (3)	Germany	50.10	F	56.17
JCDECAUX AIRPORT UK Ltd	United Kingdom	100.00	F	100.00
JCDECAUX ALGERIE Sarl (4)	Algeria	79.99	F	80.00
JCDECAUX AIRPORT ALGER (4)	Algeria	79.99	F	100.00
INFOSCREEN AUSTRIA GmbH	Austria	67.00	F	100.00
JCDECAUX AIRPORT BELGIUM	Belgium	100.00	F	100.00
JCDECAUX CHILE SA (1)	Chile	100.00	F	100.00
JCD MOMENTUM SHANGHAI AIRPORT ADVERTISING Co. Ltd	China	35.00	P	35.00
JCDECAUX ADVERTISING (BEIJING) Co Ltd (previously BEIJING TOP RESULT PUB. TRANSP. ADV.Co Ltd) (10)	China	100.00	F	100.00
SHANGHAI TOP RESULT METRO ADVERTISING Co. Ltd	China	90.00	F	90.00
BEIJING TOP RESULT METRO ADV. Co. Ltd (7)	China	90.00	P	38.00
JCDECAUX ADVERTISING (SHANGHAI) Co. Ltd	China	100.00	F	100.00
SHANGHAI METRO-ADS ADVERTISING Co. Ltd (7)	China	90.00	P	90.00
SHANGHAI DONGHU MPI ADV. Co.	China	70.00	F	70.00
NANJING MPI METRO ADVERTISING Co. Ltd	China	70.00	F	70.00
GUANGZHOU YONG TONG METRO ADV. Ltd	China	32.50	P	32.50
NANJING MPI TRANSPORTATION ADVERTISING	China	50.00	F	87.60
CHONGQING MPI PUBLIC TRANSPORTATION ADVERTISING Co. Ltd	China	100.00	F	100.00
CHENGDU MPI PUBLIC TRANSPORTATION ADV. Co. Ltd	China	50.00	F	50.00
SHANGHAI ZHONGLE VEHICLE PAINTING Co. Ltd	China	40.00	E	40.00
JINAN CHONGGUAN SHUNHUA PUBLIC TRANSPORT ADV. Co. Ltd	China	30.00	P	30.00
SHANGHAI SHENTONG JCDECAUX METRO ADVERTISING Co. Ltd	China	65.00	P	51.00
JCDECAUX XINCHAO ADV. (XIAMEN) LIMITED Co	China	80.00	F	80.00
JCDECAUX-DICON FZCO (previously JCDECAUX AIRPORT DUBAI LLC) (4)	United Arab Emirates	74.99	F	75.00
JCDECAUX ADVERTISING AND MEDIA (2)	United Arab Emirates	80.00	F	49.00
JCDECAUX AIRPORT ESPANA SA	Spain	100.00	F	100.00
JCDECAUX-PUBLIMEDIA UTE (11)	Spain	70.00	F	70.00
JCDECAUX & CEVASA SA	Spain	50.00	P	50.00
JCDECAUX ESPANA SL Y PUBLIMEDIA SISTEMAS PUBLICITARIOS - METRO DE BARCELONA (2) & (11)	Spain	70.00	F	70.00
JCDECAUX AIRPORT, Inc.	United States	100.00	F	100.00
JCDECAUX TRANSPORT INTERNATIONAL, LLC	United States	100.00	F	100.00

COMPANIES	Country	% interest	Consolidation Method	% control
JOINT VENTURE FOR THE OPERATION OF THE ADVERTISING CONCESSION AT LAWA, LLC	United States	92.50	F	92.50
JCDECAUX PEARL & DEAN Ltd	Hong Kong	100.00	F	100.00
MNI HOLDING (12)	Hong Kong	100.00	F	100.00
MPI HOLDING (12)	Hong Kong	100.00	F	100.00
JCDECAUX OUTDOOR ADVERTISING HK Ltd	Hong Kong	100.00	F	100.00
JCDECAUX INNOVATE Ltd	Hong Kong	100.00	F	100.00
MEDIA PRODUCTION Ltd	Hong Kong	100.00	F	100.00
JCDECAUX CHINA HOLDING Ltd	Hong Kong	100.00	F	100.00
TOP RESULT PROMOTION Ltd	Hong Kong	100.00	F	100.00
MEDIA PARTNERS INTERNATIONAL Ltd	Hong Kong	100.00	F	100.00
DIGITAL VISION (MEI TI BO LE GROUP)	Hong Kong	100.00	F	100.00
IGPDECAUX Spa (1)	Italy	32.35	P	32.35
AEROPORTI DI ROMA ADVERTISING Spa	Italy	24.10	P	32.35
JCDECAUX NORGE AS (1)	Norway	97.69	F	100.00
JCDECAUX AIRPORT POLSKA Sp zoo	Poland	100.00	F	100.00
JCDECAUX AIRPORT PORTUGAL SA	Portugal	85.00	F	85.00
RENCAR PRAHA AS (13)	Czech Rep.	47.79	F	71.33
JCDECAUX ASIA SINGAPORE Pte Ltd	Singapore	100.00	F	100.00
XPOMERA AB	Sweden	79.00	F	79.00
BILLBOARD				
AVENIR	France	100.00	F	100.00
JCDECAUX ARTVERTISING	France	100.00	F	100.00
JCDECAUX MEDIA SERVICES Ltd	United Kingdom	100.00	F	100.00
MARGINHELP Ltd	United Kingdom	100.00	F	100.00
JCDECAUX Ltd	United Kingdom	100.00	F	100.00
JCDECAUX UNITED Ltd	United Kingdom	100.00	F	100.00
ALLAM GROUP Ltd	United Kingdom	100.00	F	100.00
EXCEL OUTDOOR MEDIA Ltd	United Kingdom	100.00	F	100.00
GEWISTA WERBEGESELLSCHAFT mbH (1)	Austria	67.00	F	67.00
EUROPLAKAT INTERNATIONAL WERBE GmbH	Austria	67.00	F	100.00
PROGRESS AUSSENWERBUNG GmbH	Austria	67.00	F	100.00
PROGRESS WERBELAND Werbe. GmbH	Austria	34.17	F	51.00
ISPA WERBEGES.mbH	Austria	67.00	F	100.00
USP UNI SERVICE PLAKAT GmbH	Austria	50.25	F	75.00
JCDECAUX INVEST HOLDING GmbH	Austria	100.00	F	100.00
JCDECAUX SUB INVEST HOLDING GmbH	Austria	100.00	F	100.00
JCDECAUX CENTRAL EASTERN EUROPE GmbH	Austria	100.00	F	100.00
GEWISTA SERVICE GmbH	Austria	67.00	F	100.00
AUSSENW.TSCHECH.-SLOW.BETEILIGUNGS GmbH	Austria	67.00	F	100.00
PSG POSTER SERVICE GmbH	Austria	32.83	P	49.00
ROLLING BOARD OBERÖSTERREICH WERBE GmbH	Austria	25.13	P	50.00
KULTURPLAKAT	Austria	46.90	F	70.00
JCDECAUX BILLBOARD	Belgium	100.00	F	100.00

COMPANIES	Country	% interest	Consolidation Method	% control
JC DECAUX ARTVERTISING BELGIUM	Belgium	100.00	F	100.00
CITY BUSINESS MEDIA	Belgium	100.00	F	100.00
HDE INVESTISSEMENT	Belgium	100.00	F	100.00
OUTDOOR MEDIA SYSTEMS (14)	Cyprus	50.00	P	50.00
CEE MEDIA HOLDING (14)	Cyprus	50.00	P	50.00
DROSFIELD ENTERPRISES (14)	Cyprus	50.00	P	50.00
FEGPORT INVESTMENTS (14)	Cyprus	50.00	P	50.00
EUROPLAKAT-PROREKLAM Doo	Croatia	34.17	F	51.00
METROPOLIS MEDIA Doo (CROATIA)	Croatia	34.17	F	100.00
FULLTIME Doo	Croatia	34.17	F	100.00
JCDECAUX ESPANA SLU (1)	Spain	100.00	F	100.00
JCDECAUX PUBLICIDAD LUMINOSA SL	Spain	100.00	F	100.00
POAD	Hong Kong	49.00	E	49.00
DAVID ALLEN HOLDINGS Ltd (15)	Ireland	100.00	F	100.00
DAVID ALLEN POSTER SITES Ltd	Ireland	100.00	F	100.00
SOLAR HOLDINGS Ltd	Ireland	100.00	F	100.00
JCDECAUX IRELAND Ltd	Ireland	100.00	F	100.00
N.B.S.H. PROREKLAM - EUROPLAKAT PRISHTINA (16)	Kosovo	20.67	P	41.13
JCDECAUX MEDIA Sdn Bhd	Malaysia	100.00	F	100.00
EUROPOSTER BV	The Netherlands	100.00	F	100.00
MAG INTERNATIONAL BV	The Netherlands	67.00	F	100.00
BIGBOARD B.V. (14)	The Netherlands	50.00	P	50.00
JCDECAUX NEONLIGHT Sp zoo	Poland	60.00	F	60.00
RED PORTUGUESA – PUBLICIDADE EXTERIOR SA	Portugal	94.86	F	94.86
PLACA Lda	Portugal	100.00	F	100.00
CENTECO - PUBLICIDADE EXTERIOR Lda	Portugal	70.00	F	70.00
AUTEDOR - PUBLICIDADE EXTERIOR Lda	Portugal	51.00	F	51.00
GREEN - PUBLICIDADE EXTERIOR Lda	Portugal	54.02	F	55.00
RED LITORAL - PUBLICIDADE EXTERIOR Lda	Portugal	71.14	F	75.00
JCDECAUX NEONLIGHT (PORTUGAL)	Portugal	67.04	F	67.04
AVENIR PRAHA	Czech Rep.	90.00	F	90.00
EUROPLAKAT Spol Sro	Czech Rep.	67.00	F	100.00
WALL GUS (14)	Russia	50.00	P	50.00
BIG – MEDIA Ltd . (14)	Russia	50.00	P	50.00
BIGBOARD Co., Ltd. (14)	Russia	50.00	P	50.00
X – FORMAT PLUS, Ltd. (14)	Russia	50.00	P	50.00
PETROVIK KRASNODAR (14)	Russia	50.00	P	50.00
ISPA BRATISLAVA Spol Sro	Slovakia	67.00	F	100.00
EUROPLAKAT INTERWEB Spol Sro	Slovakia	67.00	F	100.00
INREKLAM PROGRESS Doo (16)	Slovenia	27.56	P	41.13
PROREKLAM-EUROPLAKAT Doo (16)	Slovenia	27.56	P	41.13
PLAKATIRANJE Doo (16)	Slovenia	27.56	P	41.13
SVETLOBNE VITRINE (16)	Slovenia	27.56	P	41.13
MADISON Doo (16)	Slovenia	27.56	P	41.13
METROPOLIS MEDIA Doo (SLOVENIA) (16)	Slovenia	27.56	P	41.13
INTERFLASH doo LJUBLJANA (16)	Slovenia	27.56	P	41.13
AFFICHAGE HOLDING	Switzerland	30.00	E	30.00
BIGBOARD GROUP (14)	Ukraine	50.00	P	50.00
BIGBOARD KIEV (14)	Ukraine	50.00	P	50.00
BIGBOARD KHARKHOV (14)	Ukraine	50.00	P	50.00

COMPANIES	Country	% interest	Consolidation Method	% control
BIGBOARD DONETSK (14)	Ukraine	50.00	P	50.00
BIGBOARD KRIVOY ROG (14)	Ukraine	50.00	P	50.00
BIGBOARD SIMFEROPOL (14)	Ukraine	50.00	P	50.00
BIGBOARD NIKOLAEV (14)	Ukraine	50.00	P	50.00
BIGBOARD VYSHGOROD (14)	Ukraine	50.00	P	50.00
AUTO CAPITAL (14)	Ukraine	50.00	P	50.00
BIGBOARD LVIV (14)	Ukraine	50.00	P	50.00
POSTER GROUP (14)	Ukraine	50.00	P	50.00
POSTER KIEV (14)	Ukraine	50.00	P	50.00
POSTER DNEPROPETROVSK (14)	Ukraine	50.00	P	50.00
ALTER – V (14)	Ukraine	50.00	P	50.00
UKRAYINSKA REKLAMA (14)	Ukraine	50.00	P	50.00
BOMOND (14)	Ukraine	50.00	P	50.00
GARMONIYA (14)	Ukraine	50.00	P	50.00
BIG MEDIA (14)	Ukraine	50.00	P	50.00
UKRAINSKYY MEDIA MONITOR (14)	Ukraine	50.00	P	50.00
MEDIA CITY (14)	Ukraine	50.00	P	50.00

(1) Companies spread over each of the three activities for segment reporting purposes, but listed here according to their historical activity.
(2) Company consolidated since 2009.
(3) Acquisition of a 49.18% additional interest in Wall AG. Previously equity accounted, this company and its major subsidiaries are now fully consolidated.
(4) 2009 sale to the partner of two JCDecaux Middle East FZZ-LLC shares held by JCDecaux Asia Holding; impact on the percentage of interest in the subsidiaries JCDecaux Bahrain Holding SPC, JCDecaux Street Furniture, JCDecaux - Dicon FZCO, JCDecaux Algérie Sarl and JCDecaux Airport Alger.
(5) 2009 purchase of 40% of the remaining minority interests in the share capital of Wall Holdings (USA). Impact on the percentage of interest in the subsidiary JCDecaux Boston, Inc now wholly owned.
(6) Including Bus Focus Ltd, an equity-accounted company.
(7) MCDecaux Inc. (Japan), Beijing Top Result Metro Adv. Co Ltd (China) and Shanghai Metro-ads Advertising Co. Ltd (China) are proportionately consolidated due to joint control over management with the Group's partner.
(8) JCDecaux Buitenreclame BV was absorbed by JCDecaux Nederland BV.
(9) This company is a representative office of JCDecaux Mobilier Urbain.
(10) 2009 purchase of 20% of the minority interests in the share capital of JCDecaux Advertising (Beijing) Company Ltd (formerly Beijing Top Result Pub. Transp. Adv. Co Ltd), now wholly owned.
(11) This company is a representative office of JCDecaux Espana SLU
(12) In 2009, these companies previously consolidated in JCDecaux China Holding Ltd were liquidated.
(13) Sale to a partner in 2009 of 2 Rencar Praha shares.
(14) On October 31, 2009, JCDecaux Central Eastern Europe GmbH exercised its subscription option for a capital increase in the BigBoard Group bringing its percentage of control from 40% to 50%, without modifying its percentage of interest, which is maintained at 50%. In addition, following changes to the governance of BigBoard B.V., JCDecaux Central Eastern Europe GmbH has had joint control since October 31, 2009. The entities of the BigBoard Group were therefore proportionately consolidated at 50% as of this date.
(15) Company incorporated under UK law and operating in Northern Ireland.
(16) Acquisition of an additional 8.13% interest in the share capital of Proreklam- Europlakat Doo in 2009; impact on the shares of the Slovene and Kosovar subsidiaries.

Note: F = Full consolidation P = Proportionate consolidation E = Equity accounted

11. SUBSEQUENT EVENTS

On January 18, 2010, in the United Kingdom, JCDecaux UK purchased certain assets including the retail and rail advertising business of Titan Outdoor Advertising Ltd. subsequent to the company being placed in administration. Titan has a leading position in the railway and retail advertising sectors in the UK, following the purchase of Maiden Outdoor in March 2006. Titan has been instrumental in driving digital outdoor. There is a great potential fit with the Group's existing roadside and airport advertising business. With strong positioning in retail and rail advertising, it is well placed for growth.

MANAGEMENT DISCUSSION AND ANALYSIS OF CORPORATE FINANCIAL STATEMENTS

1. BUSINESS CONTENTS

In an advertising market that was particularly difficult in 2009, JCDecaux SA introduced a policy to control investments and operating costs to limit the losses relating to lower revenues.

The Company's activities cover the following areas:

- Marketing of advertising space for JCDecaux Mobilier Urbain, SOPACT and SOMUPI;
- Installation, maintenance, repair and removal of street and sidewalk furniture;
- Supply of street furniture and spare parts for Group subsidiaries;
- Assistance and consulting services in the technical, administrative, IT, legal, real estate, employee relations and industrial areas for the various JCDecaux Group subsidiaries;
- Investment management.

2. COMMENTS ON FINANCIAL STATEMENTS

2.1. Revenue

Revenue for 2009 amounted to €710.9 million, a decrease of 7.1% compared to €764.9 million in 2008.

Contributory advertising revenue decreased by 8.4%, amounting to €306.9 million in 2009, compared to €335.2 million in 2008. The item represented 43.2% of revenue in 2009, compared to 43.8% in 2008.

Sales of street furniture and other goods fell by 13.2%, amounting to €143 million in 2009, compared to €164.8 million in 2008. The item represented 20.1% of revenue in 2009, compared to 21.5% in 2008.

The substantial change in inventories of finished goods and work-in-progress, amounting to €(14.8) million in 2009, is explained by the decision to reduce finished goods inventories.

Other revenue rose by €1.1 million in 2009, primarily relating to bonuses and profit-sharing on self-service bicycle contracts.

2.2. Operating expenses

Operating expenses amounted to €644.1 million in 2009, compared to €723.1 million in 2008, for a €79 million decrease, representing 10.9%.

The decline is primarily due to fewer purchases of raw materials and other supplies for €20.1 million, in line with the lower street furniture sales and the substantial decrease in other purchases and external charges for €55.8 million.

The decrease in other purchases and external charges from €423 million in 2008 to €367.1 million in 2009 primarily comprises:

- Fewer purchases of advertising space for €22 million, in line with lower advertising revenues due to an economic situation that was particularly unfavorable in 2009,
- Decrease in manufacturing outsourcing costs for €12 million due to lower street furniture sales,
- Decrease in other purchases and external charges following the cost control policy.

In 2009, employee-related expenses amounted to €135.2 million, compared to €141.3 million in 2008, for a decrease of 4.3% mainly attributable to lower profit-sharing.

Depreciation, amortization and provisions were relatively stable, amounting to €22.5 million.

The €3.3 million increase in other expenses is mainly attributable to rent and fees paid to municipalities.

Non-deductible expenses, as provided under Article 223 quater of the French Tax Code, amounted to €61,923, generating an estimated tax charge of €21,301.

2.3. Operating income

Operating income posted a profit of €81.7 million in 2009, compared to €70.6 million in 2008, for an increase of 15.7%. The item represented 11.5% of net revenue in 2009, compared to 9.2% in 2008.

2.4. Net financial income

Net financial income stood at €(131.1) million in 2009, compared to €54.1 million in 2008, for a decrease of €185.2 million.

The change is primarily explained by:

- a €31.6 million decrease in financial investment income,
- a €29.6 million decrease in interest cost paid on borrowings offset by a €7.7 million decrease in interest received,
- a €20.8 million debt waiver granted on December 30, 2009 to the subsidiary SOMUPI, the waiver including a cancellation clause pending financial recovery expiring December 31, 2017,
- a €154.6 million increase in equity investment impairment, mainly concerning financial assets held in North America.

2.5. Non-recurring income

Non-recurring income amounted to €2.3 million in 2009, compared to €6.6 million in 2008, for a decline of €4.3 million year on year. In 2008, the item had been significantly impacted by the reversal of accelerated depreciation and the proceeds from disposal of equity investments.

2.6. Net income

Net income posted a loss of €48 million in 2009, compared to a profit of €130.4 million in 2008.

3. GROWTH FORECASTS AND OUTLOOK

Given the continuing uncertainty as to the future, the possibility of a long-term recovery in the advertising market remains uncertain. Accordingly, the Company will continue its stringent cost control policy.

CORPORATE FINANCIAL STATEMENTS AND NOTES

BALANCE SHEET ASSETS

(In million euros)		2009	2008
INTANGIBLE ASSETS	Gross value	58.6	55.3
	Amortization	(49.0)	(44.1)
	Net value	9.6	11.2
PROPERTY, PLANT AND EQUIPMENT	Gross value	159.7	159.1
	Depreciation	(139.6)	(134.2)
	Net value	20.1	24.9
LONG-TERM INVESTMENTS	Gross value	2,977.0	2,931.5
	Amortization	(259.6)	(82.7)
	Net value	2,717.4	2,848.8
FIXED ASSETS		**2,747.1**	**2,885.0**
INVENTORIES	Gross value	66.2	94.4
	Provisions	(12.3)	(14.7)
	Net value	53.9	79.7
TRADE RECEIVABLES	Gross value	190.6	210.2
	Provisions	(5.0)	(5.5)
	Net value	185.6	204.7
OTHER RECEIVABLES	Gross value	25.3	32.4
	Provisions	0.0	0.0
	Net value	25.3	32.4
MISCELLANEOUS	Cash and cash equivalents	7.3	9.8
PREPAID EXPENSES		6.8	7.2
CURRENT ASSETS		**278.9**	**333.8**
	Deferred charges	1.3	1.8
	Unrealized translation losses	4.4	14.4
TOTAL		**3,031.7**	**3,235.0**

BALANCE SHEET LIABILITIES AND EQUITY

(In million euros)		2009	2008
Share capital		3.4	3.4
Premium on share issues, mergers and contributions		1,141.7	1,140.6
Reserves		745.0	614.7
Retained earnings		0.5	0.5
NET INCOME FOR THE YEAR		(48.0)	130.4
Tax-driven provisions		7.2	9.0
EQUITY		**1,849.8**	**1,898.6**
PROVISIONS FOR CONTINGENCIES AND LOSSES		**19.9**	**18.4**
LONG-TERM DEBT	Other bonds	363.7	367.2
	Bank borrowings	156.2	282.9
	Miscellaneous facilities and other financial debt	446.1	443.4
OPERATING LIABILITIES	Trade payables and related accounts	73.5	106.8
	Tax and social security liabilities	59.8	68.2
MISCELLANEOUS LIABILITIES	Amounts due on fixed assets and related accounts	1.2	2.0
	Other liabilities	27.3	13.1
DEFERRED INCOME		11.6	9.4
LIABILITIES		**1,139.4**	**1,293.0**
	Unrealized translation gains	22.6	25.0
TOTAL		**3,031.7**	**3,235.0**

INCOME STATEMENT

(In million euros)	2009	2008
NET REVENUES	**710.9**	**764.9**
Change in inventories of finished goods and work-in-progress	(18.3)	(3.5)
Self created assets	2.8	3.5
Reversals of amortization, depreciation, provisions, expense reclassifications	10.3	9.8
Other revenue	20.1	19.0
TOTAL OPERATING INCOME	**725.8**	**793.7**
Purchase of raw materials and other supplies	84.6	104.7
Other purchases and external charges	367.1	423.0
Taxes	10.8	10.6
Wages and salaries	92.7	98.1
Social security contributions	42.5	43.1
Amortization, depreciation and provisions	22.5	23.0
Other charges	23.9	20.6
TOTAL OPERATING CHARGES	**644.1**	**723.1**
NET OPERATING INCOME	**81.7**	**70.6**
NET FINANCIAL INCOME	**(131.1)**	**54.1**
CURRENT INCOME BEFORE TAXES	**(49.4)**	**124.8**
Non-recurring income	4.5	122.4
Non-recurring charges	2.2	115.8
NON-RECURRING INCOME/(CHARGES)	**2.3**	**6.6**
Employee profit-sharing	(0.4)	(0.3)
Income taxes	(0.5)	(0.6)
NET INCOME	**(48.0)**	**130.4**

NOTES TO THE CORPORATE FINANCIAL STATEMENTS

The corporate financial statements of JCDecaux SA for the year ended December 31, 2009 were approved by the Executive Board on March 4, 2010 and show revenues of €710.9 million, net income of €(48.0) million and total assets of €3,031.7 million.

1. ACCOUNTING POLICIES AND METHODS

1.1. General principles

The corporate financial statements for the twelve-month period ended December 31, 2009 have been prepared in accordance with current and regulations and with generally accepted accounting principles:

- going concern;
- consistency;
- accrual basis.

The items recorded in the accounts are valued according to the historical cost method.

1.2. Main methods used

1.2.1. Fixed assets

Fixed assets are valued at acquisition cost in accordance with accounting standards. There has been no change in valuation methods.

1.2.1.1. Intangible assets

Intangible assets consist mainly of software. They are amortized on a straight-line basis, over a period of 3 to 5 years.

Expenses incurred, both internal and external, to develop significant software (core business line IT applications) are carried in intangible assets and amortized on a straight-line basis over 5 years. In accordance with current accounting regulations, only expenses incurred in the detailed design, programming and configuration, testing and acceptance phases are recorded under intangible assets.

In order to benefit from tax provisions, the Company records the difference between accounting and tax depreciation in accelerated depreciation (12 months).

Any research and development expenditure incurred over the year is booked as an expense.

1.2.1.2. Property, plant and equipment

The depreciation methods and periods are as follows

- Buildings.. straight-line - 20 years
- Fixtures and fittings in buildings................................ straight-line - 5 or 10 years
- Technical installations, tools and equipment............ straight-line or declining balance - 5 or 10 years
- Vehicles .... straight-line - 4 years
- Office and other equipment .... straight-line or declining balance - 3 or 5 years
- Furniture.. straight-line - 10 years
- Street Furniture term of contracts

1.2.1.3. Long-term investments

Equity investments are presented on the balance sheet at acquisition cost. An impairment loss is recognized when their value in use is less than the acquisition cost.

Value in use is calculated based on discounted future cash flows, less net debt.

When equity investments are sold, the FIFO method is applied.

1.2.2. Current assets

1.2.2.1. Inventories and work-in-progress

Inventories of raw materials are valued at purchase price. Semi-finished and finished goods are valued at cost, including direct and indirect production costs.

A provision is recognized on the basis of value in use and the probability of future use.

1.2.2.2. Receivables

Provisions are recognized based on the risk of non-recovery for disputed debt or bad debt due to age.

1.2.2.3. Prepaid expenses

In accordance with the accrual basis principle, expenses relating to 2010 and thereafter are recorded in this account.

1.2.3. Liabilities and Equity

1.2.3.1. Provisions for contingencies and losses

Provisions are recognized to meet legal or implicit obligations, arising from past events existing at the balance sheet date and for which an outflow of resources is expected.

1.2.3.2. Provisions for retirement and similar benefits

JCDecaux SA's obligations resulting from defined benefit plans, as well as their cost, are determined using the actuarial projected unit credit method.

This method consists in measuring the obligation based on the projected end-of-career salary and the rights vested at the valuation date, determined in accordance with collective trade union agreements, Company-wide agreements or current legal rights.

For post-employment defined benefits, actuarial gains or losses exceeding the greater of 10% of the present value of the defined benefit obligation or the fair value of the related plan assets are amortized over the remaining average working lives of employees within the Group. Past service costs are amortized on a straight-line basis, over the average period until the benefits become vested.

For long-term benefits, actuarial gains or losses and past service costs are recognized as income or expense when they occur.

1.2.3.3. Deferred income

In accordance with the accrual basis principle, income relating to 2010 and thereafter is recorded in this account.

1.2.4. Foreign currency transactions and financial instruments

1.2.4.1. Foreign currency transactions

Payables, receivables and cash denominated in foreign currencies are shown on the balance sheet at their euro equivalent value using year-end exchange rates. Any difference resulting from the revaluation of these foreign currency payables and receivables is recorded in the balance sheet under "Unrealized translation gains and losses" within assets and liabilities.

Unrealized foreign exchange losses that are not hedged are covered by a foreign exchange loss provision.

1.2.4.2. Financial instruments

The purpose of interest rate hedging is to limit the impact of fluctuations in short-term interest rates on loans secured by the Company.

Items are hedged by means of over-the-counter instruments with leading banking counterparties. The financial instruments used are mainly swaps, forward rate agreements and interest rate options.

The purpose of foreign exchange hedging is to protect the Company against foreign currency fluctuations affecting the euro. The instruments used are mainly forward purchases and sales of foreign currencies against the euro and foreign exchange options.

2. SIGNIFICANT EVENTS OF THE YEAR

On December 30, 2009, JCDecaux SA granted a €20.8 million debt waiver to its subsidiary SOMUPI with respect to the December 13, 2007 shareholder loan. The waiver included a cancellation clause pending financial recovery expiring December 31, 2017.

3. NAME AND ADDRESS OF THE CONSOLIDATING PARENT COMPANY

Although the Company publishes consolidated financial statements, its corporate financial statements are fully consolidated into the consolidated financial statements of the following company:

JCDecaux Holding
17, Rue Soyer
92200 Neuilly sur Seine

4. INTANGIBLE ASSETS

(In million euros)	Amount as of 01/01/2009	Increase	Decrease	Amount as of 12/31/2009
Gross value	55.3	6.3	3.0	58.6
Amortization and impairment	(44.1)	(5.0)	0.1	(49.0)
Net value	**11.2**	**1.3**	**2.9**	**9.6**

Gross value *(In million euros)*	Amount as of 01/01/2009	Increase	Decrease	Amount as of 12/31/2009
Patents, licenses and software	53.1	3.5		56.6
Purchased goodwill	0.1			0.1
Intangible assets under development	2.1	2.8	3.0	1.9
Total	**55.3**	**6.3**	**3.0**	**58.6**

Amortization *(In million euros)*	Amount as of 01/01/2009	Increase	Decrease	Amount as of 12/31/2009
Patents, licenses and software	(44.1)	(5.0)	0.1	(49.0)
Total	**(44.1)**	**(5.0)**	**0.1**	**(49.0)**

5. PROPERTY, PLANT AND EQUIPMENT

(In million euros)	Amount as of 01/01/2009	Increase	Decrease	Amount as of 12/31/2009
Gross value	159.1	4.2	3.6	159.7
Depreciation and impairment	(134.2)	(8.4)	(3.0)	(139.6)
Net value	**24.9**	**(4.2)**	**0.6**	**20.1**

Gross value *(In million euros)*	Amount as of 01/01/2009	Increase	Decrease	Amount as of 12/31/2009
Land	0.2			0.2
Buildings	23.9	0.2		24.1
Street furniture	1.4			1.4
Technical installations, machinery and equipment	31.8	1.3		33.1
Fixtures and fittings	36.0	0.5		36.5
Vehicles	43.5	0.9	1.9	42.5
Office and other equipment	21.2	1.0	1.0	21.2
Other	0.1			0.1
PPE under construction	0.6	0.3	0.3	0.6
Advances and payments on account	0.4		0.4	0.0
TOTAL	**159.1**	**4.2**	**3.6**	**159.7**

Depreciation and impairment *(In million euros)*	Amount as of 01/01/2009	Increase	Decrease	Amount as of 12/31/2009
Buildings	(16.6)	(1.1)		(17.7)
Street furniture	(1.1)	(0.1)		(1.2)
Technical installations, machinery and equipment	(28.1)	(1.5)		(29.6)
Fixtures and fittings	(31.7)	(1.6)		(33.3)
Vehicles	(37.5)	(2.6)	(1.9)	(38.2)
Office and other equipment	(18.8)	(1.5)	(1.1)	(19.2)
Other	(0.1)			(0.1)
PPE under construction	(0.3)			(0.3)
TOTAL	**(134.2)**	**(8.4)**	**(3.0)**	**139.6**

6. LONG-TERM INVESTMENTS

(In million euros)	Amount as of 01/01/2009	Increase	Decrease	Amount as of 12/31/2009
Equity investments	2,583.2	NM	0.3	2,582.9
Loans to affiliates	198.1	86.6	37.8	246.9
Loans and other long-term investments	150.2	260.6	263.6	147.2
Gross value	**2,931.5**	**347.2**	**301.7**	**2,977.0**
Impairment	(82.7)	(234.4)	(57.5)	(259.6)
Net value	**2,848.8**	**112.8**	**244.2**	**2,717.4**

The increase or decrease in “Loans to affiliates” corresponds to new loans and to the repayment of loans granted to subsidiaries.

Changes in “Loans and other long-term investments” correspond to new loans exceeding one year and the repayments of subsidiaries.

The change in “Equity investments” corresponds to the sale of VBM shares and the creation of JCDecaux Newco in December 2009.

Impairment of equity investments was recorded for a net amount of €176.9 million over the year. The charges reflect the decline in the advertising market in a period of high volatility. The impairment primarily concerned North America.

7. INVENTORIES

(In million euros)	2009	2008
Raw materials and supplies	34.5	44.4
Work-in-progress	0.8	1.2
Semi-finished goods	18.0	28.6
Finished goods	12.9	20.2
Gross value	**66.2**	**94.4**
Provision	(12.3)	(14.7)
Net value	**53.9**	**79.7**

8. MARKETABLE SECURITIES AND OTHER FINANCIAL INSTRUMENTS

As of December 31, 2009, the portfolio of JCDecaux SA does not contain any marketable security.

9. CASH AND CASH EQUIVALENTS

(In million euros)	2009	2008
Bank	7.3	9.8
Cash	NM	NM
Total	**7.3**	**9.8**

10. DEFERRED CHARGES

(In million euros)	2009	2008
Loan issuing costs	1.3	1.8
Total	**1.3**	**1.8**

Loan issuing costs relate to the 2003 private placement issue in the United States and the renewal of the revolving credit line in 2005, which was subsequently amended in 2006. These costs are expensed over the respective term of each loan. In 2008, the Club Deal loan was extended. Related costs for K€ 568 are spread over the remaining term of the credit line, i.e. 5 years.

11. MATURITY OF RECEIVABLES AND PAYABLES

(In million euros)	Total	Less than 1 year	More than 1 year but less than 5 years	More than 5 years
Receivables	616.3	226.8	384.8	4.7
Payables	1,139.4	261.3	780.7	97.4

The amounts shown in receivables include loans to affiliates, loans, other long-term investments, as well as trade receivables and related accounts, other receivables and prepaid expenses.

The amounts appearing under “Payables” include bond debt, bank debt and other long-term debt with respect to subsidiaries, as well as trade payables and related accounts, other liabilities and deferred income.

JCDecaux SA's long-term debt with respect to companies that are not directly or indirectly owned subsidiaries consists of:

- a private placement issued for US$250 million and €150 million in 2003 in the United States, repayable between 2010 and 2015, and valued at €361.7 million as of December 31, 2009, hedging included;
- a €75 million draw-down on a credit facility set up in March 2005 and amended in 2006 and 2008. This confirmed revolving credit line for €850 million matures in June 2012 for €140 million and June 2013 for €710 million, with a one-year extension option that was exercised and accepted by the banking pool in June 2008 in the amount of €710 million. Consequently, as of December 31, 2009, the Company had available confirmed credit facilities amounting to €775 million;
- a €75 million credit facility set up in October 2006 with an October 2011 maturity.

While JCDecaux SA financing sources are confirmed, they impose compliance with a number of covenants. As of December 31, 2009, the Group was compliant with all covenants, with values in large excess of required limits.

12. PREPAID EXPENSES AND DEFERRED INCOME

(In million euros)	2009	2008
Leasing of advertising sites	5.3	5.4
Miscellaneous costs (maintenance, leasing, etc.)	1.5	1.8
Prepaid expenses	**6.8**	**7.2**
Sales of advertising space	11.6	9.4
Miscellaneous	NM	NM
Deferred income	**11.6**	**9.4**

13. EQUITY

(In million euros)	01/01/2009	Allocation of 2008 income	Change 2009	12/31/2009
Share capital	3.4		NM	3.4
Additional paid-in capital	737.5		1.1	738.6
Merger premium	159.1			159.1
Contribution premium	244.0			244.0
Legal reserve	0.3			0.3
Other reserves	614.4	130.4	(0.1)	744.7
Retained earnings	0.5			0.5
Net income for the period	130.4	(130.4)	(48.0)	(48.0)
Equity	**1,889.6**	**0.0**	**(47.0)**	**1,842.6**
Tax-driven provisions	9.0		(1.8)	7.2
Total equity	**1,898.6**	**0.0**	**(48.8)**	**1,849.8**

As of December 31, 2009, share capital amounted to €3,374,765.27, consisting of 221,369,929 fully paid-up shares.

During the year, 89,345 shares were created following the exercise of stock options, 9,987 shares were created in accordance with the bonus share allotment plan of February 20, 2007.

As part of the share subscription option plan authorized by the General Meeting of Shareholders of May 10, 2007, the Executive Board granted 101,270 options during fiscal year 2009. As of December 31, 2009, a total of 3,233,724 options, broken down as follows, were allocated under the stock option plans authorized by the General Meetings of Shareholders of May 23, 2002, May 11, 2005 and May 10, 2007:

Date of issuance	01/16/2003	03/05/2004	03/04/2005	02/20/2006	02/20/2007	02/15/2008	02/23/2009
Number of options issued	209,546	678,711	690,365	70,758	763,892	719,182	101,270
Option strike price	€10.78	€15.29	€19.81	€20.55	€22.58	€21.25	€11.15
Expiry date	01/16/2010	03/05/2011	03/04/2012	02/20/2013	02/20/2014	02/15/2015	02/23/2016

As of December 31, 2009, JCDecaux Holding held 70.48% of the Company's share capital (i.e. 156,030,573 shares).

Tax-driven provisions consist of accelerated depreciation.

14. PROVISIONS FOR CONTINGENCIES AND LOSSES

(In million euros)	Amount as of 01/01/09	Charges 2009	Reversals 2009	Amount as of 12/31/09
Provisions for contingencies				
Litigation	5.2	0.8	0.1	5.9
Foreign exchange losses	0.7	0.2	0.7	0.2
Other	0.5		0.3	0.2
Provisions for losses				
Provision for retirement benefits and long-service bonuses	12.0	1.6		13.6
Provision for taxes	0.0			0.0
Total	**18.4**	**2.6**	**1.1**	**19.9**

Reversals of provisions for contingencies break down as follows:

(In million euros)	Provisions used	Provisions unused	Total
Provisions for contingencies	0.2	0.9	1.1

JCDecaux SA's commitments in respect of defined-benefit plans for employees are mainly made up of retirement benefits pursuant to the applicable collective bargaining agreement and long-service bonuses.

The retirement benefit plan is financed in part by a special fund.

Provisions are calculated according to the following assumptions:

As of December 31	2009
Discount rate	5.00%
Salary revaluation rate	2.70%
Expected return on plan assets	4.50%
Average remaining working lives of employees	15 years

Retirement and other long-term benefits break down as follows:

(In million euros)	Retirement benefits	Other commitments	Total
Change in benefit obligation			
Opening balance	19.3	1.6	20.9
Service cost	1.2	0.1	1.3
Interest cost	1.0	0.1	1.1
Actuarial gains/losses	1.2	0.1	1.3
Benefits paid	(0.7)	(0.1)	(0.8)
Benefit obligation at the end of the period	**22.0**	**1.8**	**20.9**
Change in plan assets			
Opening balance	4.7	-	4.7
Expected return on plan assets	0.2	-	0.2
Actuarial gains/losses	-	-	-
Benefits paid by the fund	-	-	-
Employer contribution to the fund	-	-	-
Fair value of assets at the end of the period	**4.9**	**-**	**4.9**

Provision			
Funded status	17.2	1.8	19.0
Actuarial gains or losses to be amortized	(3.2)		(3.2)
Past service cost to be amortized	(2.2)		(2.2)
Closing provision	**11.8**	**1.8**	**13.6**
Net periodic pension cost			
Service cost	1.2	0.1	1.3
Interest cost	1.0	0.1	1.1
Expected return on plan assets	(0.2)	-	(0.2)
Amortization of actuarial gains or losses	-	-	-
Amortization of past service cost	0.2		0.2
Charge for the year	**2.2**	**0.2**	**2.4**

Net changes during the year were as follows:

(In million euros)	2009
As of 01/01/2009	**12.0**
Cost based on the income statement	2.4
Benefits paid	(0.8)
As of 12/31/2009	**13.6**

The breakdown of assets is as follows:

	2009	
(In million euros)	Principal amount	%
Shares	0.6	13.0
Bonds	3.9	80.0
Real estate	0.4	7.0
Total	**4.9**	**100**

15. UNRECOGNIZED TAX ASSETS OR LIABILITIES

Decrease (+) and increase (-) in the future tax debt

(In million euros)	2009	2008
Retirement benefits	11.9	10.3
Other provisions	0.5	0.9
Social security tax	0.8	0.8
Unrealized foreign exchange gains/losses	18.9	11.8
Provisions for NER receivables	0.4	0.4
Total	**32.5**	**24.2**

16. BREAKDOWN OF REVENUE

(In million euros)	2009	2008
France	650.4	673.4
Export	60.5	91.5
Total	**710.9**	**764.9**

(In million euros)	France	Export
Administrative and financial services	28.7	7.7
Sales of advertising space	296.6	10.3
Sales of street furniture and other assets	110.0	33.0
Other services	215.1	9.5
Total	**650.4**	**60.5**

Revenue includes the sale of advertising space for the Street Furniture business in France, services rendered to non-advertiser clients (local authorities), the sale of street furniture to French and foreign subsidiaries, as well as technical and administrative services provided to all of the Group's French companies.

17. NET FINANCIAL INCOME

Net financial income amounted to €(131.1 million) in 2009, compared to €54.1 million in 2008, for a decrease of €185.2 million.

The change is primarily explained by:

- the decrease in revenue from equity investments for €31.6 million,
- the €29.6 million decrease in the interest cost paid on borrowings, offset for €7.7 million by the decrease in interest received,
- debt waiver granted on December 30, 2009 to the subsidiary SOMUPI for €20.8 million,
- the increase in the net change of impairment of equity investments for €154.6 million.

18. NON-RECURRING INCOME AND CHARGES

(In million euros)	**2009**
Net carrying amount of tangible and intangible assets sold	0.1
Net carrying amount of financial assets sold	0.2
Accelerated depreciation charge	1.9
Total non-recurring charges	**2.2**

(In million euros)	**2009**
Price of tangible and intangible assets sold	0.1
Reversal of accelerated depreciation	3.6
Reversal of provisions for contingencies	0.3
Other	0.5
Total non-recurring income	**4.5**

19. ACCRUED INCOME AND EXPENSES

(In million euros)	**2009**	**2008**
ACCRUED EXPENSES		
Long-term debt		
Other bonds	2.1	3.1
Bank borrowings	-	0.6
Other borrowings and long-term debt	0.9	-
Operating liabilities		
Trade payables and related accounts	57.8	50.9
Tax and social security liabilities	24.6	28.1
Miscellaneous liabilities		
Amounts due on non-current assets and related accounts	0.8	0.8
Other liabilities	24.1	11.0

(In million euros)	**2009**	**2008**
ACCRUED INCOME		
Long-term investments		
Loans to affiliates	0.8	0.9
Loans	0.5	0.5
Operating receivables		
Trade receivables and related accounts	16.5	13.6
Other receivables	1.1	1.5
Miscellaneous receivables		
Cash instruments	1.7	6.0
Cash and cash equivalents	1.0	0.1

20. BREAKDOWN OF INCOME TAX

(In million euros)	Income before taxes	Taxes	Income after taxes
Current income	(49.5)	0.4	(49.9)
Non-recurring income	2.3	-	2.3
Employee-profit sharing	(0.4)	-	(0.4)
Net income	(47.6)	0.4	(48.0)

A tax consolidation agreement, under which JCDecaux SA is the head company, came into effect as of January 1, 2002 and comprised the following companies:

- JCDecaux Mobilier Urbain;
- Avenir;
- JCDecaux Airport France;
- JCDecaux Artvertising;
- SEMUP;
- DPE.

As of January 1, 2006, SOPACT joined the consolidation group as a consolidated company.

As of January 1, 2007, Cyclocity, JCDecaux Asie Holding, JCDecaux Amériques Holding and JCDecaux Europe Holding joined the consolidation group as consolidated companies.

As of January 1, 2009, International Bike Technology joined the consolidation group as a consolidated company.

Pursuant to the provisions of this agreement and in accordance with prevailing regulations, each tax-consolidated company determines its taxable income and calculates its corporate income tax as if there were no tax consolidation. The tax expense is recorded by the tax-consolidated company, and the corporate income tax is paid by the consolidating company. In the event of a tax loss for the consolidated company, the tax saving represents an immediate gain for the consolidating company.

In the event that one of the Group's subsidiaries leaves the consolidated tax group, the parties shall meet to analyze the consequences.

21. OFF-BALANCE SHEET COMMITMENTS OTHER THAN FINANCIAL INSTRUMENTS

(In million euros)	12/31/2009	12/31/2008
Commitments given		
Business guarantees (1)	74.7	64.9
Other guarantees (2)	123.2	128.8
Pledges, mortgages and collateral	-	-
Commitments received on shares (3)	15.9	19.2
Total	**213.8**	**212.9**
Commitments received		
Commitments received on shares (4)	-	-
Available credit facility	775.0	650.0
Abandonned Property	20.8	-
Total	**795.8**	**650.0**

(1) *Business guarantees correspond to guarantees issued whereby the Company guarantees, either directly or through counter–guarantees with respect to banks or insurance companies, the performance of concession agreements by subsidiaries.*

(2) *The "Other guarantees" line item consists of the guarantees issued in respect of settlement of lease payments, long-term debt, and vehicle rental for certain subsidiaries or counter-guarantees to banks within the scope of collateral security granted to certain subsidiaries. It should be noted that the amount of the guarantees with regard to long-term debt (credit facilities and bank overdrafts) and collateral security corresponds to the actual amount as of the closing date.*

Commitments given and received on shares are primarily related to acquisition transactions.

(3) *Commitments given on shares comprise:*

A put option exercisable from April 1, 2014 to September 30, 2014. This option concerns the 34% interest held by the Group's partner Publicis in Somupi, and the exercise price will be determined by investment banks. It is estimated at €15.9 million as of December 31, 2009.

(4) *Commitments received on shares comprise:*
A put option exercisable from April 1, 2014 to September 30, 2014. This option concerns the 33% interest held by the Group in the Metrobus group, and the exercise price will be determined by investment banks. This option can only be exercised if the RATP renews its contract with Metrobus.

In addition, as part of their binding cooperation agreement, JCDecaux SA and Affichage Holding have granted each other reciprocal calls should contractual clauses not be respected or in case of transfer of certain assets or change in control.

In addition, as part of their binding cooperation agreement, JCDecaux SA and Affichage Holding have granted each other reciprocal calls should contractual clauses not be respected or in case of transfer of certain assets or change in control.

Lastly, the Group benefits from pre-emptive rights under certain partnership agreements, and can provide for emption or option rights, which are not considered as commitments given or received.

The credit facility comprises the JCDecaux SA confirmed revolving credit line.

22. FINANCIAL INSTRUMENTS

The Company uses derivative instruments solely for interest rate and foreign exchange rate hedging purposes.

a) Financial instruments related to bond issues

In connection with the issuance of its US private placement in 2003, JCDecaux SA raised funds, a significant portion of which ($250 million) were denominated in US dollars and carried a fixed coupon. As the Group did not generate US dollar funding needs for such an amount and in compliance with its policy to have its medium and long-term loans indexed to floating rates, JCDecaux SA entered into issue swap transactions in tandem with the issuance of its private placement:

	Tranche A	Tranche B	Tranche C	Tranche D	Tranche E
Amount before hedging	USD 100 million	USD 100 million	EUR 100 million	USD 50 million	EUR 50 million
Maturity date	April 2010	April 2013	April 2013	April 2015	April 2015
Repayment	On maturity	On maturity	On maturity	On maturity	On maturity
Interest rate before hedging	USD fixed	USD fixed	Euribor	USD fixed	Euribor
Amount after hedging	USD 100 million	EUR 94.8 million	EUR 100 million	EUR 47.4 million	EUR 50 million
Interest rate after hedging	Libor	Euribor	Euribor	Euribor	Euribor

The market value of the financial instruments portfolio as of December 31, 2009 (theoretical cost of liquidation) is €(28.5) million.

b) Hedging of foreign exchange risk

The Company is exposed to foreign exchange rate risk on the activities of its subsidiaries abroad. Such risks are primarily related to:

- commercial transactions: purchases of equipment
- financial transactions:
  - refinancing and recycling of cash flows for foreign subsidiaries, hedged by foreign exchange swaps (the latest maturity of these agreements is June 2010);
  - loans denominated in US dollars and converted into euros, hedged through issue swaps with the same maturity as the loans (see paragraph a).

As of December 31, 2009, the Company had entered into the following hedging agreements:

(In million euros)	Financial and commercial assets	Financial and commercial liabilities	Assets – Liabilities	Off-balance sheet [1]	Contingent positions	Difference
USD	36.9	222.0	(185.1)	102.0	0	(83.1)
CAD	3.3	0.3	3.0	3.2	0	6.2
GBP	21.7	4.4	17.3	21.2	0	38.5
SGD	0.2	6.2	(6.0)	(4.8)	0	(10.8)
SEK	2.3	-	2.3	2.2	0	4.5
AUD	0.3	20.5	(20.2)	(18.8)	0	(39.0)
NOK	0.3	1.4	(1.1)	(1.2)	0	(2.3)
DKK	4.1	-	4.1	4.0	0	8.1
JPY	3.7	0.2	3.5	3.3	0	6.8
HKD	9.1	0.8	8.3	7.8	0	16.1
THB	0.2	-	0.2	0	0	0.2
CZK	0.2	-	0.2	0.2	0	0.4
CNY	-	0.1	(0.1)	0	0	(0.1)
CHF	-	0.1	(0.1)	0	0	(0.1)
ILS	14.6	0.2	14.4	14.6	0	29.0
AED	1.7	4.9	(3.2)	(1.3)	0	(4.5)
PLN	-	-	-	0	0	-
Total	**98.6**	**261.1**	**(162.5)**	**132.4**	**0**	**(30.1)**

(1) *Issue swaps and short-term foreign exchange swaps. Issue swaps are valued at the hedging rate in the same way as the corresponding financial liabilities. The other swaps are valued at the year-end rate.*

The market value of the short-term financial instrument portfolio (foreign exchange swaps, excluding issue swaps covered above) as of December 31, 2009 (theoretical cost of liquidation) was €0.9 million.

c) Hedging of interest rate risk

The Company is exposed to interest rate risk on:

- bonds issued directly at a floating rate or at a fixed rate but converted into a floating rate upon issue of the bonds, throughout their term;
- bank loans indexed to a floating interest rate.

Thus, the loans subscribed by the Company are mainly indexed to money market rates. In order to protect itself against a rise in rates, the Company has entered into hedges in the form of purchases of straight caps, or caps financed by sales of caps or floors.

As of December 31, 2009, the Company had entered into the following interest rate hedging agreements:

- caps purchased for €100 million and $30 million maturing in 2010;
- swaps for €25 million, maturing in 2010;
- caps sold for €50 million, maturing in 2010, none of which were in the money as of December 31, 2009;
- floors sold for €50 million and $30 million, maturing in 2010, all of which were in the money under the market conditions prevailing as of December 31, 2009.

The market value of these financial instruments as of December 31, 2009 (theoretical cost of liquidation) was €(1.1) million.

23. COMPENSATION OF SENIOR EXECUTIVES

Attendance fees paid to members of the Supervisory Board in respect of 2009 amounted to €123,625.

Compensation and benefits payable to the Executive Board for 2009 amounted to €1,542,449.

24. STATUTORY AUDITORS' FEES

Statutory auditors' fees amounted to €608,000 with respect to the statutory audit of the accounts.

25. HEADCOUNT

The headcount breakdown by employee category is as follows:

Category	**2009**	**2008**
Executives	416	425
Supervisors	740	725
Employees	1,490	1,543
Total	**2,646**	**2,693**

26. TRANSACTIONS CARRIED OUT WITH RELATED COMPANIES

(In million euros)

Balance sheet items (gross value)	**2009**	**2008**
Long-term investments		
Equity investments	2 432.0	2 432.2
Loans to affiliates	246.9	198.1
Loans	145.5	148.5
Deposits and sureties paid	1.1	1.1
Receivables		
Trade receivables and related accounts	76.4	88.0
Other receivables	4.9	5.6
Prepaid expenses	5.3	5.4
Liabilities		
Miscellaneous loans and long-term debt	436.7	437.7
Trade payables and related accounts	33.6	47.6
Other liabilities	28.9	6.4
Amounts due on non-current assets and related accounts	0.1	0.7
Deferred income	NM	NM

Income statement items	2009	2008
Total operating charges	**256.5**	**279.3**
Total operating income	**404.7**	**429.1**
Interest expenses		
Interest and similar charges	28.1	20.1
Interest income		
Income from equity investments	81.3	110.4
Interest	10.0	20.8
Non-recurring income		
Income from the disposal of non-current assets	0.1	114.1

In addition to companies likely to be fully consolidated, related companies include companies that are proportionately consolidated in the JCDecaux Group financial statements.

27. SUBSEQUENT EVENTS

None.

28. SUBSIDIARIES AND EQUITY INVESTMENTS AS OF 12/31/2009

COMPANIES	Share capital in K€	Other equity (1) in K€	Share in capital in %	Net carrying amount of shares held in K€		Loans and advances granted by the Company and not repaid in K€	Amount of guarantees and securities given by the Company in K€	Net revenues excluding tax for 2009 in K€	Net income (loss) for 2009 in K€	Dividends received by the Company during the year in K€
				Gross	Net					
A – FRENCH SUBSIDIARIES held at over 50%										
SOPACT	229	5,185	100	30,031	30,031	-		17,319	2,578	2,550
JCDecaux Mobilier Urbain	993	63,491	100	233,677	233,677	166,880		210,388	(33,536)	-
SEMUP	831	3,657	100	39,471	39,471	32,608		18,473	(1,129)	218
AVENIR	26,805	124,873	100	608,462	608,462		5,200	182,177	1,720	-
JCDecaux Artvertising	778	759	100	30,390	30,390			8,811	59	2,552
JCDecaux Airport France	768	1,546	100	98,799	45,704	3,000	4,097	41,100	6,256	7,200
JCDecaux Asie Holding	6,525	48,017	100	54,691	54,691				(10,061)	-
JCDecaux Ameriques Holding	297,000	(6,025)	100	297,000	139,306			-	(147,251)	
JCDecaux Europe Holding	581,923	141,467	100	622,224	622,224			-	48,685	64,011
SOMUPI	762	(17,866)	66	1,135	1,135	4,641	29,700	52,254	19,037	
CYCLOCITY	37	279	100	37	37	3,610		26,655	2,083	1,406
International Bike Technology (non consolidated)	37		100	37	37					
JCDecaux Newco (non consolidated)	0.2	-	100	0.5	0.5					
B – EQUITY INVESTMENTS in France held at between 10% and 50%										
METROBUS	1,840	25,599	33	17,886	9,582	-		209,775	(8,901)	1,518
DPE	153	18	27.70	3,168	3,168	2,700		8,832	(217)	30

(1) *Equity excluding share capital and net income for the year.*

COMPANIES	Share capital in K currency	Other equity (1) in K currency	Share in capital in %	Net carrying amount of shares held in K€		Loans and advances granted by the Company and not repaid in K€	Amount of guarantees and securities given by the Company in K€	Net revenues excluding tax for 2009 in K€	Net income (loss) for 2009 in K€	Dividends received by the Company during the year in K€
				Gross	Net					
C – Foreign subsidiaries held at over 50%										
JCDecaux Belgium Publicité SA	EUR 269	EUR 349,699	100	355,493	355,493			29,349	6,742	-
JCDecaux Eesti	EEK 40	EEK 163,861	100	10,838	5,936			3,017	491	-
JCDecaux MESTSKY MOBILIAR Spool Sro	CZK 120,000	CZK 4,864	96.20	3,092	3,092			6,911	2,221	3,234
JCDecaux SALVADOR S.A.	BRL 5,200	BRL (41,323)	90	2,330	2,330	14,420	150	2,854	3,001	-
IP Decaux Inc.	KRW 1,000,000	KRW 6,522,974	50	1,424	1,424		3,488	6,517	1,048	-
AFA JCDecaux A/S	DKK 7,200	DKK 69,056	50	2,209	2,209	4,031		22,587	1,414	-
JCDecaux UZ	UZS 3,093,825	UZS 861,557	71.35	1,296	1,296			490	58	-
JCDecaux ISRAEL	ILS 100	ILS (9,053)	100	19	19	14,079	3,676	2,999	(4,158)	
UDC-JCDecaux Airport (non consolidated)			50	772	0	83				-
D – Foreign equity investments held at between 10% and 50%										
Affichage Holding	CHF 7,800	CHF 216,580	30	133,084	111,764			225,171	(39,159)	2,613
IGP Decaux Spa	EUR 11,086	EUR 69,535	20.48	34,861	30,423			125,624	(1,281)	-
E – Other Foreign equity investments held at less than 10% but whose gross value exceeds 1% of the company's capital										
JCDecaux Artvertising Belgium	EUR 1,735	EUR (42)	9.29	274	274			375	66	-
JCDecaux PORTUGAL Lda	EUR 1,247	EUR 11,129	0.15	253	253			34,959	7,290	83

(1) *Equity excluding share capital and net income for the year.*

FIVE-YEAR FINANCIAL SUMMARY

Type of data	2005	2006	2007	2008	2009
I - CAPITAL AT THE END OF THE FISCAL YEAR					
a) Share capital (in euros)	3,366,466	3,380,030	3,400,558	3,373,251	3,374,765
b) Number of common shares	220,825,551	221,715,260	223,061,788	221,270,597	221,369,929
c) Maximum number of future shares to be created (stock options)	3,895,898				
II - OPERATIONS AND INCOME FOR THE FISCAL YEAR (in euros)					
a) Revenue excluding taxes	583,634,027	638,686,328	764,462,923	764,931,112	710,923,182
b) Income before taxes, profit-sharing and calculated charges (depreciation, amortization and provisions)	138,468,132	132,225,776	107,404,556	163,734,757	140,508,118
c) Income tax	4,894,074	13,534,833	17,522,262	604,470	445,202
d) Employee profit-sharing	33,774	41,763	291,890	379,224	443,987
e) Income after taxes, profit-sharing and calculated charges (depreciation, amortization and provisions)	79,977,350	113,952,229	67,151,154	130,410,809	(48,000,020)
f) Dividends paid	88,330,220	93,120,409	97,655,886	-	[1]
III - EARNINGS PER SHARE (in euros)					
a) Income after taxes and profit-sharing but before calculated charges	0.61	0.54	0.40	0.74	0.63
b) Income after taxes, profit-sharing and calculated charges	0.36	0.51	0.30	0.59	(0.22)
c) Net dividend allocated to each share	0.40	0.42	0.44	-	[1]
IV - PERSONNEL					
a) Average headcount during the fiscal year	2,522	2,519	2,642	2,693	2,646
b) Total payroll for the fiscal year (in euros)	86,748,722	90,089,881	94,987,691	98,112,159	92,682,118
c) Total amounts paid during the fiscal year for employee-related benefits (social security, welfare organizations, etc.) (in euros)	36,405,945	37,799,970	41,389,650	43,159,848	42,487,982

[1] *Subject to approval of the 2009 proposed income allocation by the General Meeting of Shareholders.*

LEGAL INFORMATION

CORPORATE GOVERNANCE, INTERNAL CONTROL AND RISK MANAGEMENT

1. REPORT PREPARED BY THE CHAIRMAN OF THE SUPERVISORY BOARD ON CORPORATE GOVERNANCE, AND INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES

This report was approved by the Supervisory Board on 9 March 2010.

The Company refers to the AFEP-MEDEF Corporate Governance Code of December 2008 for drawing up this report pursuant to Article L.225-68 of the French Commercial Code in accordance with the Law of 3 July 2008.

Any points of divergence from this Code are, where applicable, stated and explained within the said report.

Since 2000, our Company has been organised as a French corporation (*Société Anonyme*) with an Executive Board and a Supervisory Board

1.1. Corporate governance

1.1.1. Composition, preparation and organisation of the Executive Board's work

Composition

At 31 December 2009, the Executive Board was composed of four members appointed for three years by the Supervisory Board: Jean-François Decaux (Chairman of the Executive Board), Jean-Charles Decaux (Chief Executive Officer), Gérard Degonse and Jeremy Male.

The Chairman is appointed for one year (annual rotation between Jean-Charles Decaux and Jean-François Decaux). By means of the Articles of Association, the CEO has the same authority to represent the Company as the Chairman of the Executive Board.

Operation

The Executive Board manages the Company, pursuant to the law and to the Articles of Association.

The Executive Board's role is to define the Company's broad strategic direction, to implement it and to monitor proper performance. It relies on the overall coordination and implementation of the strategy of the Management Committees in each geographic area or, for larger countries, in each country.

The Executive Board meets at least once a month and for an entire day.

Each Executive Board meeting results in the drafting of a preparatory file covering the points on the agenda. Employees or third parties are invited to participate in Executive Board meetings. The Statutory Auditors are also heard during meetings held to review the financial statements. Executive Board meetings are recorded in a summary of decisions. A quarterly report is submitted to the Supervisory Board.

The Executive Board does not have by-laws.

Work

In 2009, the Executive Board met 13 times with a 100% attendance rate of its members.

The Executive Board's work covers in particular:

- the Company's business and affairs (the level of commercial activity, outlook for the year, and trends in operating results);
- organic or external growth operations, new bids, and proposed acquisitions;
- periodic subjects, such as the presentation of the results of audits, budgets, review and approval of half-yearly and annual financial statements, the results of the reviews and audits by Statutory Auditors, financing of the Group and coverage of Group risks, guarantees and other forms of security and sureties, capital increases resulting from exercising stock options or free shares, the terms and conditions of compensation of the Group's senior executives and preparation of all documents issued for the General Meeting of Shareholders;
- occasional subjects such as communication, the application of AFEP-MEDEF recommendations, the validation of the process for the circulation of the Code of Ethics, internal and external growth operations and the cost reduction plan.

1.1.2. Composition, preparation and organisation of the Supervisory Board's work

Composition

At 31 December 2009, the Supervisory Board was composed of five members appointed for three years by the General Meeting of Shareholders: Jean-Claude Decaux (Chairman), Jean-Pierre Decaux (Vice Chairman), Pierre Mutz, Pierre-Alain Pariente and Xavier de Sarrau.

Members are chosen for their abilities, integrity, independence and determination to take account of the shareholders' interests.

- **Independence of members of the Supervisory Board**

Pursuant to AFEP-MEDEF recommendations, integrated in the Corporate Governance Code of December 2008 and under the terms of the Supervisory Board's by-laws, the Board deemed that a member is independent when he has no relations of any kind whatsoever with the Company, its Group or its Management, that could compromise his ability to judge freely. On this basis, the Board has opted for, in order to guide it in assessing the independence of its members, AFEP-MEDEF criteria, namely:

- not being or having been an employee or director of JCDecaux SA; employee or director of JCDecaux Holding or a company that it consolidates over the past five years;
- not being an employee or director of a company in which JCDecaux SA or one of its employees or directors is a director or member of the Supervisory Board;
- not having business relations with the JCDecaux Group representing a significant proportion of the activity of the member of the Supervisory Board under consideration;
- not having a close family tie with a member of JCDecaux SA's Executive Board;
- not having been an auditor of JCDecaux SA over the past five years;
- not having been a member of JCDecaux SA's Supervisory Board for more than 12 years.

Each year the Compensation and Nominating Committee reviews whether each member of the Supervisory Board meets the independence criteria, and reports on it to the Supervisory Board.

Following this review, the Supervisory Board deemed that three of the five members that form it are independent: Pierre Mutz, Pierre-Alain Pariente and Xavier de Sarrau.

In practice, the Company exceeds its by-laws, which stipulate that the proportion of independent members must be at least a third.

- **Change in the composition of the Supervisory Board**

The General Meeting of Shareholders held on 13 May 2009, on the proposal of the Supervisory Board, appointed Pierre Mutz as a member of the Supervisory Board for a term of three years.

Operation

The Supervisory Board's role, defined by law and the Company's Articles of Association, is the continuous supervision of the Company's management by the Executive Board.

The Board meets as often as required by the Company and at least once per quarter.

By-laws set out the guiding principles concerning operating rules: the holding of meetings (number of meetings, participation by videoconference) and the creation of committees (tasks, operating rules).

Each Board meeting results in the drafting of a preparatory file covering the points on the agenda and sent several days before the meeting. During the meeting, a detailed presentation of the points on the agenda is made by the Chairman of the Executive Board and the other members of the Executive Board as well as by the Board's Secretary.

Presentations are questioned and debated before the resolutions are voted on, where applicable. Supervisory Board meetings are recorded in detailed and written minutes. These minutes are then sent to Supervisory Board members for review and comments before approval by the Supervisory Board during the next meeting.
The Statutory Auditors are also heard during meetings held to review the financial statements.

Representatives of the Workers' Council attend meetings of the Supervisory Board, on a purely advisory basis.

- **Assessment of the Supervisory Board**

The Board annually assesses its composition, organisation and operation as well as that of its Committees, using individual questionnaires filled out by members. The questionnaire includes a section, specific to each Committee, enabling members of these Committees to assess the operation of the latter. This assessment, which focuses on the Board's operating procedures, also checks that important questions are suitably prepared and debated.

Action proposals (if required) are drawn up from the summary of the answers given, for adoption by the Board. The Board discusses this subject once a year.

- By-laws of the Supervisory Board

Under the terms of the Company's by-laws:

- members of the Supervisory Board are required to disclose any transactions undertaken in respect of the Company's shares under terms and conditions prescribed by law, and, in accordance with legal requirements, must refrain from such transactions during certain periods. In practice, Board members are advised of the periods during the year when they may not trade in shares, based on the dates for making public disclosure of financial information;
- each member of the Supervisory Board must own at least 1,000 of the Company's shares, registered in a nominative form.

Work

In 2009, the Supervisory Board met four times, with a 95% attendance rate of its members.

During each Supervisory Board meeting, Executive Board members reported on Group activity, its results and financial position, proposed bids and major external growth projects and, more generally, implementation of Group strategy and possible changes to it.

Moreover, the following subjects were discussed:

- periodic subjects, such as the review of Company documents and all the documents prepared for the Annual General Shareholders' Meeting (review of the Executive Board's draft annual report, draft agendas, distribution of profits, draft resolutions submitted to the General Meeting of Shareholders and preparation of the report to the General Meeting of Shareholders), prior authorisation of sureties and guarantees for bids, the appointment of the Chairman of the Executive Board and CEO and the review of the Audit Committee and Compensation and Nominating Committee minutes respectively;
- less frequent subjects such as the amendment of its by-laws on the work of the Audit Committee, the renewal of the offices of the Chairman and Vice Chairman of the Supervisory Board and members of the Executive Board, and authorisation of agreements with a related party.

1.1.3. Committees

The Supervisory Board is assisted by two Committees.

The Audit Committee

Composition

At 31 December 2009, due to the appointment of Pierre Mutz during the General Meeting of Shareholders on 13 May 2009, the Audit Committee is composed of two members: Xavier de Sarrau, independent member who has the required financial expertise and Pierre Mutz, also an independent member.

Operation

The Audit Committee is reported to, jointly or separately, in order to confirm the different points of view, by the Financial Control, Legal, and Internal Audit Departments and by external auditors. By calling on the professional experience of its members, it monitors the preparation process of financial information, the legal control process of financial statements (including consolidated financial statements), accounting methods used as well as the existence, organisation, operation and application of internal control procedures and risk management ensuring any risks incurred are reasonably planned for. The Audit Committee also reviews the choice and renewal of the external auditors: it reviews their selection procedure, gives its opinion on their choices and examines the nature of their work and the amount of their fees.

The Audit Committee meets at least twice a year, and systematically before the Supervisory Board meetings that review the annual or half-yearly financial statements.

The Audit Committee can call on outside experts. A memo on the Company's accounting, financial and operational particularities is organised on request for any member of the Audit Committee.

Each meeting results in the drafting of a preparatory file sent several days before it takes place. At the meeting, each point on the agenda is presented by the Director of Financial Controls and/or by the Chief Financial and Administrative Officer and/or the General Counsel and/or the Statutory Auditors and is subsequently discussed.

Audit Committee meetings are recorded in written minutes. Minutes are read out to the Supervisory Board after each Audit Committee meeting.

Work
In 2009, the Audit Committee met five times, with a 100% attendance rate of its members.

The following subjects were discussed:

- periodic subjects such as the annual and half-yearly Company and consolidated financial statements, the financial development of the group, the Statutory Auditors' planned projects relating to the auditing of accounts, pending Group litigation, review of risks, planned projects and actions of the internal audit group, measures guaranteeing the independence of the Company in relation to its controlling shareholder, the review of the independence of the Statutory Auditors and the review of fees paid to external auditors for the previous fiscal year;
- less frequent subjects such as legislative and regulatory changes relating to Audit Committee work (Law of 3 July 2008 on internal control and risk management and Ordinance of 8 December 2008 on the Audit Committee's role).

The Compensation and Nominating Committee

Composition
At 31 December 2009, the Compensation and Nominating Committee was composed of two members: Jean-Claude Decaux (Chairman) and Pierre Mutz.

Following the resignation of Christian Blanc in April 2008, Xavier de Sarrau temporarily replaced Christian Blanc as a member of the Compensation and Nominating Committee, until the appointment of Pierre Mutz during the General Meeting of Shareholders on 13 May 2009.

The Company meets the recommendations of the AFEP-MEDEF Corporate Governance Code, which stipulates that this Committee must not include any corporate officer. Furthermore, one in two members is an independent director.

Operation
Its purpose is also to periodically review changes in the Supervisory Board and to submit candidates for new members to be approved by the General Meeting of Shareholders. The Committee submits to the Supervisory Board all of the conditions for the compensation and exercising of the terms of office of members of the Executive Board and Supervisory Board. These proposals include allocations of share options and free shares.

The Compensation and Nominating Committee meets at least once a year.

It can review the compensation policies of the other senior executives introduced by the Executive Board as well as authorisation requests for the allocation of share options by the latter to the Supervisory Board.

Each meeting results in the drafting of a preparatory file sent several days before it takes place. At the meeting, each point on the agenda will be presented and discussed.

The Compensation and Nominating Committee meeting can be attended by specialist external advisors.

Compensation and Nominating Committee meetings are recorded in written minutes. Minutes are read out to the Supervisory Board after each Compensation and Nominating Committee meeting.

Work
In 2009, the Compensation and Nominating Committee met twice, with a 100% attendance rate of its members.

The following subjects were discussed:

- periodic subjects, such as the review of the independence of members of Board, drawing up the questionnaire relating to the operation and composition of the Board and its processing, the fixed and variable compensation of members of the Executive Board and directors' fees for members of the Board. The Committee then proposed to the Board the principles for the distribution of the directors' fees between the Board and the Committees;
- less frequent subjects such as the proposal made to the supervisory Board to appoint Pierre Mutz as a member of the Compensation and Nominating Committee, subject to his appointment as a member of the Supervisory Board during the General Meeting of 13 May 2009.

1.2. Compensation

The principles and regulations finalised by the Supervisory Board to determine the compensation and any benefits granted to members of the Executive Board and Supervisory Board are set out in the compensation report below on pages 161 to 172; they are part of this report.

1.3. Internal control and risk management procedures introduced by the Company

The Chairman of the Supervisory Board has assigned the Director of Internal Audit and the General Counsel to collect the information to compile this report on internal control and risk management procedures introduced by the Company.

The Company's internal control process refers to the reference framework on the internal control plan, supplemented by the Application Guide drawn up under the aegis of the *Autorité des Marchés Financiers* (French Financial Markets Authority).

This information has been presented to the Executive Board, which considers it compliant with the existing plans in the Group. It has also sent it to the Statutory Auditors for them to draw up their own report as well as the Audit Committee and Supervisory Board.

Objectives of the internal control

Policies in place within the Group aim to ensure that its activities and the behaviour of its members comply with laws and regulations, the internal standards and good practices applicable, as part of the objectives set out by the Company, in order to preserve Group assets, that the financial and accounting information sent both internally and externally provide a true picture of the situation of Group activity and comply with current accounting standards.

Generally, the Group's internal control plan must contribute to controlling its activities, the efficiency of its transactions and the effective use of its resources.

As with any control system, it cannot, however, provide an absolute guarantee that such risks have been completely eliminated.

Our internal control procedures apply to companies that are fully and proportionally consolidated in the consolidated financial statements of JCDecaux SA, and do not apply to companies that are accounted for by the equity method. These procedures are the result of an analysis of the principal financial and operating risks arising from the Company's business in accordance with its objectives.

They are widely circulated to the personnel concerned and their implementation rests on the Group's operational departments. The Internal Audit is responsible for verifying compliance with the procedures adopted and identifying any weaknesses in such procedures.

Risk management

To ensure continuity in the development of its business, the Group must permanently monitor the prevention and strict control of risks (principally operating risks linked to the business and finance) to which it is exposed.

In 2009 the Group continued its existing actions, which include the implementation of appropriate procedures and controls in order to manage these risks and to limit the financial impact.

In early 2009, the Group's control procedures allowed it to identify some anomalies concerning the management of one of its Asian subsidiaries. In September 2009, following the introduction of some additional protective measures, it was confirmed that these anomalies were the result of malpractice and that the Group was the victim of a fraud organized within its subsidiary. Following investigations, the persons believed to be responsible or involved in this fraud have left the company, and legal proceedings have been initiated.

The financial consequences amounted to €8.5 million and have been fully included in the Group consolidated financial statements in 2009.

The Group has decided to further reinforce its internal control system by implementing new provisions with regards to contractual commitments and their execution. The Group has also decided to strengthen its Internal Audit team.

The Executive Board regularly monitors this risk management policy and reports on it to the Supervisory Board.

The risk identification area concerns the Company, its direct and indirect subsidiaries as well as the companies in which the Company holds a stake and has managerial control.

Risk management is based on risk mapping. Reviewed in its entirety over the fiscal year, the mapping lists the main risks faced by the Group and its subsidiaries.

It is organised around six actions:

- Identify: a working group composed of the Director of Internal Audit, Finance Director, General Counsel and Director of Sustainable Development and led by the Chief Financial and Administrative Officer regularly reviews the risk mapping identified and makes the necessary adaptations.
- Quantify: the risks are assessed according to probability and impact at the Group and subsidiary levels, resulting in a risk percentage being shown.
- Validate: the working group validates the risks assessed and sends them to the operating teams for comments. Any amendment suggestion made by the operating teams is then analysed and incorporated by the working group.

- Formalise: all risks defined as "significant" are listed on a detailed sheet. This sheet validated by the working group sets out the risk and the key elements that have enabled the risk level to be reached. It includes the controls to be introduced, the person in charge, the actions and monitoring to undertake. Each sheet is then sent to the operating teams, which are then invited to ensure that the appropriate solutions are introduced at the local level.
- Ensure the consistency of the process: the review of the risk mapping is included in the procedures for preparing the Annual Report, the Internal Audit Plan and updates of the control lists of the Internal Control.
- Review annually: each year the working group reviews the elements to amend the risk mapping in order to ensure its exhaustiveness and validity and the opportunity for control points for each risk. The control points are determined thanks to the Internal Control and Self-Evaluation Manual set out on page 159.

Control environment

The control environment is an important factor in the strict management of risks.

This control environment rests on the Operational Departments (Asset Management, Sales and Marketing, Operations) and the Internal Audit, Legal, Finance, IT, Quality Control and Sustainable Development Departments.

Since the initial public offering in 2001, the Company has sought to strengthen internal control and develop a culture of risk management. Thus, the Internal Audit Department was created on 1st April 2004. The Internal Audit Department reports to the CEO. Members of the Audit Committee and the Chairman of the Supervisory Board have direct access, outside normal reporting lines, to the Internal Audit Department and may assign specific tasks to it.

The Internal Audit checks the compliance, relevance and effectiveness of the internal control procedures as part of audits that it performs in Group companies according to a schedule finalised beforehand by the Directors of the subsidiaries and presented to the Group's Audit Committee. This schedule is monitored by this Audit Committee.

The Internal Audit's work rests on audits and operating methods that are constantly reviewed and improved. The audits' conclusions are sent to the Executive Board and systematically followed up with corrective action plans if necessary. This work and the conclusions are communicated to and exchanged with the Statutory Auditors.

The Legal Department takes an inventory of all Group companies and litigation (type, amounts, proceedings, level of risk) and tracks and monitors it on a regular basis, comparing this information with the information held by the Financial Control Department and reports on the major cases to the Audit Committee and the Statutory Auditors twice a year.

The Financial Control Department tracks the trend in performance of the French and foreign subsidiaries on the basis of the information they report, prepares comparisons among subsidiaries, and carries out specific analyses of costs and investments. Within the Financial Control Department, a group of controllers is responsible for the financial monitoring of our foreign subsidiaries. The Finance Directors of the subsidiaries meet on a regular basis to analyse and discuss technical and ethical developments and their responsibilities in terms of controls.

The IT Department works, with regard to internal control, according to four strategies: safeguarding data and information, standardising systems, hosting systems and a business recovery plan.

The Department of Quality Control and Sustainable Development verifies, among other things, compliance with new standards and laws and regulations relating to the environment.

This control environment is supplemented by:

- **the Group Code of Ethics**

Since 2001 the Group has formalised the rules of conduct that have been integral to its success from its inception. There was a first update in 2005 and a second in 2009.

The Code is composed of two series of rules:

  - Fundamental Ethical Rules which apply to dealings with government agencies, shareholders, financial markets and compliance with free competition rules; a Group Ethics Committee is responsible for ensuring compliance with these rules, which are essential to the Group's existence and success and which include the absolute prohibition of any form of corruption, active or passive;
  - a Code of Good Conduct regarding Group relations with Suppliers and Customers, as well as the rights and responsibilities of fellow employees within the Company. The rules it contains must be implemented in each company of the Group, in accordance with applicable national regulations. Compliance with them is the responsibility of the Group's local general managers, both in France and elsewhere.

This new version of the Code of Ethics took effect during the second quarter 2009. It was widely circulated throughout the Group so that employees were aware of the Group's ethical rules and the importance of complying with them.

The Code of Ethics is accessible via JCDecaux's Intranet and on request from the Human Resources Department of each of the Group companies. Furthermore, each new employee (executive) receives a copy of the Code of Ethics when hired.

The Group Ethics Committee consists of three members: the Chairman of the Audit Committee, the Group General Counsel and the Director of Internal Audit. These persons are members of the Committee in as much as they exercise their functions in their official capacity within JCDecaux SA.

Its purpose is to deal with questions in relation to the Fundamental Ethical Rules of the JCDecaux Group and formulate with the Executive Board any recommendation that it deems necessary to examine, by complying with the strictest confidentiality, any situation that is contrary to the Fundamental Ethical Rules that could be brought in good faith to its attention by an employee or by a third party and to formulate any recommendation that it deems necessary, to put forward any amendment to the Code of Ethics, prepare any response to claims against, or questions to, the Group made in good faith relating to the Fundamental Ethical Rules.

It meets as often as required, has the widest powers to obtain the facts related to a situation contrary to Fundamental Ethical Rules and can be assisted by specialist external advisors. It reports on its work to the Chairman of the Executive Board and to the Supervisory Board.

It can be approached directly by any Group employee on the Group's major risks.

A matter was referred to the Group Ethics Committee once in 2009, on a subject not relating to any corruption charge. The matter submitted to the Committee turned out to be unfounded, after investigation by the Group Ethics Committee.

- **a system of delegations**

Since the Group's operating structure is based on fully operational subsidiaries in France and in other countries where it operates, the general management of these companies is vested by law with the appropriate authority.

In 2004, however, the Executive Board adopted a system of more specific delegations of authority by function for subsidiaries in France and in other countries, a system that it recently reviewed for the purpose of adapting it to the Group's new organisation, implemented in France in April 2007.

In three areas of particular sensitivity for the Group, the Executive Board has limited the authority of its French and foreign subsidiaries (responses to bids, opening and operation of bank accounts, obligations other than bank transactions).

- **internal Control Manual and Self-Evaluation**

In 2003, the Group prepared an Internal Control Manual with the assistance of an outside consultant. This Manual was presented to all of the Group's Finance Directors in June 2003 and sent to all subsidiaries. The preparation of this Manual enabled them to identify the principal decision-making processes and to define their major risks.

On the basis of the Internal Control Manual, the Group developed a self-evaluation questionnaire to obtain feedback from the Finance Directors of the subsidiaries regarding the administrative processes and the related risks for which they were responsible.

This questionnaire was used to identify certain weak points in the internal control over certain administrative cycles with respect to which corrective actions have been included in action plans implemented in 2004. These weaknesses are not considered to be material deficiencies in the internal control.

Lastly, beginning on the same date, the Group reviewed the various stages of each of the processes identified to define the most appropriate points of control. With respect to each of these points, the subsidiaries were asked to describe the internal control they applied and evaluate the suitability and adequacy of such controls. Between 2005 and 2007, six principal processes were covered: sales cycle (from placing the order to billing), purchasing cycle (from dispatch of the order to payment), asset management cycle (leases, town contracts, etc), information systems (security, availability and business continuity), fixed assets cycle (registration, depreciation, dismantling) and financial and treasury controls. The responses from the subsidiaries, although they did not expose major deficiencies in the internal control, helped identify corrective actions that are now being implemented.

In 2008, subsidiaries updated their responses based on the 24 control points considered to be the most important. Exchanges with subsidiaries will thus be even more dynamic, and facilitate the identification and sharing of best practices in the area of internal control.

The work undertaken with subsidiaries, which are asked to describe and evaluate the adequacy and appropriateness of control points, will continue.

- **process for producing financial and accounting information**

This process for producing JCDecaux SA's financial and accounting information is intended to provide to members of the Executive Board and to operating management the information they need to manage the Company and its subsidiaries, to permit accounting consolidation, manage the business through reporting and the budget and to ensure the Group's financial communications.

This process of producing financial and accounting information is organised around three cycles: budget, reporting and consolidation. These three cycles apply to all legal entities and follow an identical format (scope, definitions, treatment) set out in the "Finance Manual". This manual contains all the current accounting and management principles, rules and procedures applicable within the Group.

  - The budget is prepared in the autumn and covers closing forecasts for the end of the fiscal year then pending, the budget for the year Y+1. Approved by the Executive Board in December, it is sent out to the subsidiaries before the start of the year under consideration. In addition to information, which is strategic and commercial, the budget includes an operating income account and a table of source and application of funds prepared according to the same format as the consolidated financial statements;
  - The reporting prepared monthly, except for January and August, includes several sections: an operating income account, monitoring of investments, treasury and cash flow reporting, and monitoring of headcount. In addition

to the usual comparisons with prior periods and budget, the reports include an updated forecast of the closing forecasts;

- The consolidated financial statements are prepared monthly, except for the months of January and August, and distributed on a half-yearly basis. They include a profit and loss account, balance sheet and a cash flow statement and appendices. Consolidation is centralised (no consolidation cut-off).

All of these cycles are under the responsibility of the following Departments of the Corporate Finance and Administration Department:

- the Financial Control Department consisting of a Budget and Reporting Group, a Consolidation Group and an International Management Control Group responsible for tracking the financial performance of foreign subsidiaries;
- the Mergers, Acquisitions, and Cash Flow Management Department consisting of a Financing-Cash Flow Management Department and a Mergers-Acquisitions and Development Department;
- the Tax Department.

The Executive Officers that head these Departments have global and interdivisional responsibility for all subsidiaries. The Chief Financial and Administrative Officer has operational authority over the Finance Directors of all of the subsidiaries. This structure is strengthened by the aforementioned delegations of authority.

When the financial statements are closed, the General Managers and Finance Directors of the subsidiaries prepare "letters of confirmation" signed jointly and sent to the Director of Financial Controls.

The financial statements are audited twice a year by the Statutory Auditors, in connection with the annual closing (full audit) and half-year closing (limited review) of the consolidated financial statements and company accounts of JCDecaux SA.

In connection with the annual closing, subsidiaries within the scope of consolidation are audited. For the half-year closing, targeted audits are conducted on key subsidiaries.

The Group considers that it has a strong and coherent internal control system, well adapted to the business. However, it will continue to evaluate the system on a regular basis and make any changes that appear necessary.

- **the control bodies**

The Supervisory Board exercises its control over the Group's management by referring to quarterly reports of the Executive Board's activity that are sent to it and the work of the Audit Committee according to the terms already set out (minutes, reports, etc).

The Executive Board is closely involved in the internal control. It exercises its control as part of its monthly meetings. It also refers to existing reports (particularly the work of the Corporate Finance and Administration Department).

1.4. Matters that could be relevant in case of a public offering and on the structure of the Company's capital

The structure of the Company's capital
These items are listed in the "Shareholders" paragraph on page 179 and in the "Share Capital" paragraph on page 186 herein.

Direct or indirect shareholding in the Company's capital of which it is aware by virtue of Articles L.233-7 and L.233-12 of the French Commercial Code.

This information is given in the "Distribution of share capital over the past three fiscal years" paragraph on page 180 herein.

The control mechanisms provided for in any employee shareholding system, when the control rights have not been exercised by the latter.

None to the Company's knowledge.

Agreements stipulating indemnities for members of the Executive Board or the employees, if they resign or are made redundant without just cause or if their job comes to an end due to a public offering.

Termination indemnities for members of the Executive Board are stipulated in the paragraph "Compensation for members of the Executive Board" on page 161 herein.

The rules applicable for the nomination and replacement of members of the Executive Board as well as the amendment of the Company's articles of association.

These rules comply with the regulations in force. The rules applicable to the composition, operation and powers and responsibilities of members of the Executive Board are listed in the paragraph "Composition, preparation and organisation of the Executive Board's work" on page 153 herein.

The rules applicable to the amendment of the Company's articles of association comply with the regulations in force, with the amendment of the articles of association falling within the exclusive remit of the Extraordinary General Meeting of Shareholders, except in the cases expressly stipulated by law.

The powers and responsibilities of the Executive Board, in particular share issues or repurchases.

The powers and responsibilities granted to the Executive Board with regard to the issue or repurchase of shares stated on pages 187 and 188.

The statutory restrictions on the exercising of voting rights and transfers of shares or clauses of agreement brought to the attention of the Company pursuant to Article L.233-11 of the French Commercial Code; the list of holders of any title including special control rights and the description of them; agreements between shareholders of which the Company is aware and which can lead to restrictions in share transfers and the exercise of voting rights.

None to the Company's knowledge.

Agreements signed by the Company that are amended or come to an end in the event of a change in control of the Company, unless this disclosure seriously affects its interests.

None to the Company's knowledge.

Terms relating to the participation of shareholders in the General Meeting
The terms relating to the participation of shareholders in the General Meeting are set out in the articles of association on page 190 to 197; they are part of this report.

2. COMPENSATION, STOCK OPTIONS AND FREE SHARES

2.1. Report on compensation for members of the Executive Board and Supervisory Board (Article L.225-102 of the French Commercial Code)

The Company has decided to comply fully with the *AFEP-MEDEF* recommendations of October 2008 such as incorporated into the *AFEP-MEDEF* Corporate Governance Code of December 2008 regarding its legal representatives, Jean-François Decaux and Jean-Charles Decaux, who alternatively have the authority to represent the Company with regard to third parties, as Chairman of the Executive Board and Co-CEO. Both have a compensation structure that fully complies with *AFEP-MEDEF* recommendations.

Regarding Gerard Degonse and Jeremy Male, both members of the Executive Board without being legal representatives, the Supervisory Board considers that the conformity to the *AFEP-MEDEF* recommendations of the Chairman of the Executive Board and Co-CEO of the Company is sufficient to meet the objectives sought for these recommendations.

In fact, the purpose of the corporate governance rules is to define the terms for exercising and distributing the authority to guarantee that the Company is managed in accordance with the corporate interest and that of its shareholders.

In a family group such as JCDecaux, 70% held by JCDecaux Holding, and for which the principal shareholders are legal representatives of the Company, the ability to ensure that the interests of members of the Executive Board are fully in line with the interests of the shareholders is already effectively assured within the Company by the composition of its shareholders and its corporate bodies.

Furthermore, the specific position of Gerard Degonse and Jeremy Male, as Chief Financial and Administrative Officer and Co-CEO for United Kingdom and Northern Europe respectively, demonstrates that it is mainly in their capacity as employees and under their operational duties that they serve the interests of the Company and Group. Therefore, the internal rules for hierarchical subordination, inherent in an employment contract, guarantee continuous and effective control of their performances.

Consequently, and taking account of the current situation of Gerard Degonse and Jeremy Male, the Supervisory Board deemed that it was not necessary to impose a renegotiation of the employment contracts of Gerard Degonse and Jeremy Male to comply with the objective sought by *AFEP* and *MEDEF*.

The information on the compensation elements of all the members of the Executive Board, namely Jean-François Decaux, Jean-Charles Decaux, Gerard Degonse and Jeremy Male, is provided in this annual report complying with the *AMF* recommendations of 22 December 2008 relating to the information to be set out in the annual reports on compensation for corporate officers.

2.1.1. Compensation for members of the Executive Board

Principles and rules for determination

Criteria for calculating base salary and bonus (variable portion)
The amounts shown are those paid by JCDecaux SA together with those paid by JCDecaux Holding, JCDecaux SA's controlling shareholder and those paid by JCDecaux SA's foreign subsidiaries. The members of the Executive Board receive no compensation from the French subsidiaries.

For compensation paid in pounds sterling, the exchange rate used is 2009 average of exchange rates month by month of £1 to €1.121418.

Bonuses paid in 2009 are based on results of operations during the fiscal year 2008. As an exception, bonuses paid in the United Kingdom to Jean-François Decaux and Jeremy Male in 2009 are based on results of operations for the fiscal year 2009 and those paid in 2008 are based on results of operations for fiscal year 2008.

Any compensation and adjustments for members of the Executive Board, their bonuses and any benefits are approved by the Supervisory Board, on the recommendation of the Compensation and Nominating Committee, after analysis by it of the Group's overall performance during the year.

Bonuses correspond to a percentage of fixed annual base salary.

For Jean-François Decaux and Jean-Charles Decaux, bonuses may reach 150% of the annual base salary, 50% with respect to financial objectives tied to EBIT and to Free Cash Flow and 100% in respect of achievement of strategic objectives by head office, as and when they occur (for example, signing new contracts and acquisition of new companies). In connection with particularly major contracts, a special bonus may be awarded.

For Jeremy Male, under application of its employment contract, the bonus may total 75% of his annual base salary, if the operating income of the countries in his area of responsibility grows by at least 15%, 50% if profits increase by at least 10%. This may be increased in the event of exceptional profits.

For Gerard Degonse, under application of its employment contract, the reference annual bonus is €150,000, 50% of which is guaranteed and 50% is awarded based on the achievement of financial objectives tied to EBIT and Free Cash Flow, the achievement of specific objectives set by the Executive Board, and the achievement of personal objectives linked to the departments for which he is responsible. This reference amount is not a limit.

Termination indemnities

Jean-François Decaux and Jean-Charles Decaux are not entitled to receive any special compensation upon the termination of their responsibilities.

If Gerard Degonse's employment agreement is terminated by the Company, he will be entitled to receive from it:

- retirement compensation equal to 2 years of base and variable salary, including indemnities provided by law or collective agreement;
- a non-competition indemnity equal to 1.5 years of base and variable salary for two years.

If Jeremy Male's employment agreement is terminated by JCDecaux UK Ltd, he will be entitled to receive from it:

- compensation equal to one year's salary and the average of his performance bonuses paid for the preceding two years.

Fringe benefits

The fringe benefits valued above relate to the use of company vehicles for Jean-François Decaux and Jeremy Male in the United Kingdom, and for Gerard Degonse in France, and an allocation of free shares to Jean-François Decaux and Gerard Degonse as compensation for their services as Directors of Affichage Holding (a publicly listed company in Switzerland; JCDecaux owns a minority holding).

Life insurance/special retirement

A contribution is made on behalf of Jeremy Male to a retirement fund equal to 15% of his annual salary and bonuses.

Stock options and free shares

Jean-François Decaux and Jean-Charles Decaux do not receive stock options or free share awards, since they have waived their right to do so, since the IPO in 2001.

Gerard Degonse and Jeremy Male receive the equivalent of 100% of their annual base salary in stock options, without a performance condition under application of their employment contract. Gerard Degonse and Jeremy Male receive the equivalent of 50% of their annual base salary in free shares, without a performance condition pursuant to their employment contract.

The valuation of the stock options and free shares awarded to Gerard Degonse and Jeremy Male in 2008 and 2009 is set out in the tables below. The assessment criteria for the calculation of these values are presented in the appendices to the consolidated financial statements on pages 105 and 107.

Amounts paid

Jean-François DECAUX – Chairman of the Executive Board

1. Summary of the compensation and options and free shares granted (in euros)

	2008	2009
Compensation paid for the fiscal year (listed in table 2)	1,242,501	1,228,525
Valuation of options granted during the year	0	0
Valuation of shares granted during the year	0	0
TOTAL	**1,242,501**	**1,228,525**

2. Summary of the compensation (in euros)

	2008		2009	
	Amounts paid in 2009 and 2008 for 2008	Amounts paid in 2008 for 2008	Amounts paid in 2010 and 2009 for 2009	Amounts paid in 2009 for 2009
Fixed compensation	**1,119,510**	**1,119,510**	**1,119,510**	**1,119,510**
- JCDecaux Holding	96,075	96,075	96,075	96,075
- JCDecaux SA and controlled companies	1,023,435	1,023,435	1,023,435	1,023,435
Variable compensation	**0**	**0**	**0**	**0**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	0	0	0	0
Non-recurring compensation	**0**	**0**	**0**	**0**
Directors' fees	**52,533**	**52,533**	**42,851**	**42,851**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	0	0	0	0
- Affichage Holding (Switzerland)	52,533	52,533	29,632	29,632
- Société Générale d'Affichage (Switzerland)	0	0	13,219	13,219
Fringe benefits	**55,987**	**55,987**	**50,257**	**50,257**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	38,655	38,655	40,431	40,431
- Affichage Holding (Switzerland)	17,332	17,332	9,826	9,826
Life insurance/specific pension	**14,471**	**14,471**	**15,907**	**15,907**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	14,471	14,471	15,907	15,907
TOTAL	**1,242,501**	**1,242,501**	**1,228,525**	**1,228,525**

3. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing office		Indemnities relating to a non-competition clause	
Yes	No	Yes	No	Yes	No	Yes	No
	✓		✓		✓		✓

Jean-Charles DECAUX – Co-CEO – Member of the Executive Board

1. Summary of the compensation and options and free shares granted (in euros)

	2008	2009
Compensation paid for the fiscal year (listed in table 2)	1,133,954	1,145,970
Valuation of options granted during the year	0	0
Valuation of shares granted during the year	0	0
TOTAL	**1,133,954**	**1,145,970**

2. Summary of the compensation (in euros)

	2008		2009	
	Amounts paid in 2009 and 2008 for 2008	Amounts paid in 2008 for 2008	Amounts paid in 2010 and 2009 for 2009	Amounts paid in 2009 for 2009
Fixed compensation	**1,119,510**	**1,119,510**	**1,119,510**	**1,119,510**
- JCDecaux Holding	96,075	96,075	96,075	96,075
- JCDecaux SA and controlled companies	1,023,435	1,023,435	1,023,435	1,023,435
Variable compensation	**0**	**0**	**0**	**0**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	0	0	0	0
Non-recurring compensation	**0**	**0**	**0**	**0**
Directors' fees	**0**	**0**	**0**	**0**
Fringe benefits	**0**	**0**	**10,582**	**10,582**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	0	0	10,582	10,582
Life insurance/specific pension	**14,444**	**14,444**	**15,878**	**15,878**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	14,444	14,444	15,878	15,878
TOTAL	**1,133,954**	**1,133,954**	**1,145,970**	**1,145,970**

3. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing office		Indemnities relating to a non-competition clause	
Yes	No	Yes	No	Yes	No	Yes	No
	✓		✓		✓		✓

Gerard DEGONSE – Member of the Executive Board

1. Summary of the compensation and options and free shares granted (in euros)

	2008	2009
Compensation paid for the fiscal year (listed in table 2)	611,792	594,297
Valuation of options granted during the year (listed in table 3)	42,687	44,189
Valuation of shares granted during the year (listed in table 5)	90,101	85,603
TOTAL	**744,580**	**724,089**

2. Summary of the compensation (in euros)

	2008		2009	
	Amounts paid in 2009 and 2008 for 2008	Amounts paid in 2008 for 2008	Amounts paid in 2010 and 2009 for 2009	Amounts paid in 2009 for 2009
Fixed compensation	**472,500**	**472,500**	**472,500**	**472,500**
- JCDecaux Holding	41,250	41,250	41,250	41,250
- JCDecaux SA and controlled companies	431,250	431,250	431,250	431,250
Variable compensation	**66,850**	**0**	**79,652**	**0**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	66,850	0	79,652	0
Non-recurring compensation	**0**	**0**	**0**	**0**
Directors' fees	**53,150**	**53,150**	**30,348**	**30,348**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	0	0	0	0
- Affichage Holding (Switzerland)	53,150	53,150	30,348	30,348
Fringe benefits	**19,292**	**19,292**	**11,797**	**11,797**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	1,692	1,692	1,692	1,692
- Affichage Holding (Switzerland)	17,600	17,600	10,105	10,105
Life insurance/specific pension	**0**	**0**	**0**	**0**
TOTAL	**611,792**	**544,942**	**594,297**	**514,645**

3. Stock or share purchase options granted in 2008 and 2009

Date of the plan	Type of options	Valuation of the options according to the method chosen for consolidated financial statements in 2009 (in euros)	Number of options granted during the year	Exercise price (in euros)	Period of exercise
02/23/2009	Stock options	44,189	42,377	11.15	From 02/23/2010 to 02/23/2016
Date of the plan	**Type of options**	**Valuation of the options according to the method chosen for consolidated financial statements in 2008 (in euros)**	**Number of options granted during the year**	**Exercise price (in euros)**	**Period of exercise**
02/15/2008	Stock options	42,687	21,176	21.25	From 02/15/2009 to 02/15/2015

4. Stock or share purchase options exercised during the year

No option was exercised during the year.

5. Free shares granted in 2008 and 2009

Date of the plan	Number of shares granted during the year	Valuation of the options according to the method chosen for consolidated financial statements in 2009 (in euros)	Acquisition date	Availability date	Performance conditions
02/23/2009	21,188	85,603	02/23/2011	02/23/2013	None

Date of the plan	Number of shares granted during the year	Valuation of the options according to the method chosen for consolidated financial statements in 2008 (in euros)	Acquisition date	Availability date	Performance conditions
02/15/2008	10,588	90,101	02/15/2010	02/15/2012	None

6. Free shares that became available during the year

Date of the plan	Number of shares that became available during the year	Purchase conditions
02/20/2007	9,987	2-year holding period after purchase

7. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing office		Indemnities relating to a non-competition clause	
Yes	No	Yes	No	Yes	No	Yes	No
✓			✓	✓		✓	

Jeremy MALE – Member of the Executive Board

1. Summary of the compensation and options and free shares granted (in euros)

	2008	2009
Compensation due for the fiscal year (listed in table 2)	1,006,243	**924,072**
Valuation of options granted during the year (listed in table 3)	64,903	**61,411**
Valuation of shares granted during the year (listed in table 5)	65,135	**55,659**
TOTAL	**1,136,281**	**1,041,142**

2. Summary of the compensation (in euros)

	2008		2009	
	Amounts paid in 2009 and 2008 for 2008	Amounts paid in 2008 for 2008	Amounts paid in 2010 and 2009 for 2009	Amounts paid in 2009 for 2009
Fixed compensation	**656,654**	**656,654**	**590,987**	**590,987**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	656,654	656,654	590,987	590,987
Variable compensation	**164,163**	**164,163**	**147,747**	**147,747**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	164,163	164,163	147,747	147,747
Non-recurring compensation	**0**	**0**	**0**	**0**
Directors' fees	**0**	**0**	**0**	**0**
Fringe benefits	**9,978**	**9,978**	**21,339**	**21,339**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	9,978	9,978	21,339	21,339
Life insurance/specific pension	**175,448**	**175,448**	**163,999**	**163,999**
- JCDecaux Holding	0	0	0	0
- JCDecaux SA and controlled companies	175,448	175,448	163,999	163,999
TOTAL	**1,006,243**	**1,006,243**	**924,072**	**924,072**

3. Stock or share purchase options granted in 2008 and 2009

Date of the plan	Type of options	Valuation of the options according to the method chosen for consolidated financial statements in 2009 (in euros)	Number of options granted during the year	Exercise price (in euros)	Period of exercise
02/23/2009	Stock options	61,411	58,893	11.15	From 02/23/2010 to 02/23/2016

Date of the plan	Type of options	Valuation of the options according to the method chosen for consolidated financial statements in 2008 (in euros)	Number of options granted during the year	Exercise price (in euros)	Period of exercise
02/15/2008	Stock options	64,903	32,197	21.25	From 02/15/2009 to 02/15/2015

4. Stock or share purchase options exercised during the year:

Date of the plan	Number of options exercised during the year	Exercise price (in euros)
12/13/2002	59,512	10.67
Total	**59,512**	

5. Free shares granted in 2008 and 2009

Date of the plan	Number of shares granted during the year	Valuation of the options according to the method chosen for consolidated financial statements in 2009 (in euros)	Acquisition date	Availability date	Performance conditions
02/23/2009	29,446	55,659	02/23/2013	02/23/2013	None

Date of the plan	Number of shares granted during the year	Valuation of the options according to the method chosen for consolidated financial statements in 2008 (in euros)	Acquisition date	Availability date	Performance conditions
02/15/2008	16,098	65,135	02/15/2012	02/15/2012	None

6. Free shares that became available during the year

Date of the plan	Number of shares that became available during the year	Purchase conditions
-	-	4-year holding period after allocation

7. Other information

Employment contract		Supplementary pension		Indemnities or benefits due or likely to be due for ceasing or changing office		Indemnities relating to a non-competition clause	
Yes	No	Yes	No	Yes	No	Yes	No
✓		✓		✓			✓

2.1.2. Compensation for members of the Supervisory Board

Principles and rules for determination

The amount of Directors' fees, which totals €180,000 since 1st January 2008 (authorisation granted by the General Meeting of Shareholders of 14 May 2008) is distributed as follows in accordance with the Internal By-Laws:

Supervisory Board (per member - four meetings)			Audit Committee (four meetings)		Compensation and Nominating Committee (two meetings)	
Base portion	Variable portion	Additional meeting	Variable portion Chairman	Variable portion Member	Variable portion Chairman	Variable portion Member
14,000	13,000	2,050	15,000	7,500	6,000	5,000

The amounts awarded in respect of the fixed base amount are pro-rated when terms of office begin or end during the course of a fiscal year. Directors' fees are paid to members of the Board and committees quarterly, in arrears.

Beyond 4 meetings, any Board meeting gives rise to an additional payment when the meeting is not held by conference call.

Members of the Supervisory Board do not have stock options or free shares.

Gross amounts paid (in euros)

Jean-Claude Decaux waived his Directors' fees as a member of the Supervisory Board and Chairman of the Compensation and Nominating Committee.

Mr Jean-Claude DECAUX - Chairman of the Supervisory Board

	Amounts paid in 2008	Amounts paid in 2009
Directors' fees	0	0
Other compensation:		
SOPACT	46,352	46,969
JCDecaux Holding	193,078	198,549
Including fringe benefits (car)	10,670	10,670
TOTAL	**242,430**	**245,518**

Mr Jean-Pierre DECAUX – Member of the Supervisory Board

	Amounts paid in 2008	Amounts paid in 2009
Directors' fees:		
Supervisory Board	23,750	23,750
Audit Committee	-	-
Compensation and Nominating Committee	-	-
Other compensation	-	-
TOTAL	**23,750**	**23,750**

Mr Pierre MUTZ – Independent Member of the Supervisory Board (from 13 May 2009)

	Amounts paid in 2008	Amounts paid in 2009
Directors' fees:		
Supervisory Board	-	20,250
Audit Committee	-	5,625
Compensation and Nominating Committee	-	2,500
Other compensation	-	-
TOTAL	**-**	**28,375**

Mr Pierre-Alain PARIENTE – Independent Member of the Supervisory Board

	Amounts paid in 2008	Amounts paid in 2009
Directors' fees:		
Supervisory Board	27,000	27,000
Audit Committee	-	-
Compensation and Nominating Committee	-	-
Other compensation	-	-
TOTAL	**27,000**	**27,000**

Mr Xavier de SARRAU – Independent Member of the Supervisory Board

	Amounts paid in 2008	Amounts paid in 2009
Directors' fees:		
Supervisory Board	27,000	27,000
Audit Committee	15,000	15,000
Compensation and Nominating Committee *(member until 13 May 2009)*	2,500	2,500
Other compensation	-	-
TOTAL	**44,500**	**44,500**

The aggregate amount provisioned or recorded by the Company and its subsidiaries for payment of pensions, retirement benefits, or other benefits to members of the Executive Board and Supervisory Board is shown on page 118 of this Annual Report.

2.1.3. Transactions on JCDecaux SA shares carried out by executives or persons stipulated in Article L.621-18-2 of the French Monetary and Financial Code during 2009 (Article 223-26 of the AMF's General Regulations)

In 2009, only Jeremy Male, a member of the Executive Board, declared the following transactions on Company shares:

Member	Type of Transaction	Date of Transaction	Price per share (in euros)	Amount of Transaction (in euros)
Jeremy Male	Exercise of 59,512 stock options	06.03.09	10.67	634,993.04
	Sale of 59,512 shares	06.03.09	12.392	737,472.70

No other person pursuant to Article L.621-18-2 of the French Monetary and Financial Code has declared a transaction on Company shares.

2.1.4. Stock options

Summary of the principal terms for allocation of the stock option plans

Under the authority granted by the Combined General Meeting of Shareholders held on 23 May 2002, 1,666,718 options were granted by the Executive Board to 160 employees during fiscal years 2002, 2003, 2004 and 2005.

Under the authority granted by the Combined General Meeting of Shareholders held on 11 May 2005, 834,650 options were granted by the Executive Board to 182 employees during fiscal years 2006 and 2007.

Under the authority granted by the Combined General Meeting of Shareholders held on 10 May 2007, 820,452 options were granted by the Executive Board to 167 employees during fiscal years 2007, 2008 and 2009.

At the Combined General Meeting of Shareholders held on 13 May 2009 the Executive Board was authorised, for a term of 26 months from the date of this Meeting, to grant Company stock or share purchase options up to a limit of 4% of the share capital to corporate officers and non-executive employees of the Group, or certain of them.

This authority replaced the authority granted at the General Meeting of Shareholders held on 10 May 2007.

	2002 Plan	2005 Plan	2007 Plan
Dates of Extraordinary Shareholders' Meetings authorising the stock option plans	23 May 2002	11 May 2005	10 May 2007
Dates of option grants and number of options per date of grant	13 December 2002: 88,096 options 16 January 2003: 209,546 options 5 March 2004: 678,711 options 4 March 2005: 690,365 options	20 February 2006: 70,758 options 20 February 2007: 763,892 options	15 February 2008: 719,182 options 23 February 2009: 101,270 options
Total number of beneficiaries under all grants	160	182	167
Types of options	Stock Options	Stock Options	Stock Options
Total options granted	1,666,718	834,650	820,452
to Executive Board members:			
. Gérard Degonse	91,507	38,274	63,553
. Jeremy Male	170,751	65,965	91,090
. Robert Caudron*	72,484	29,229	-
Top ten employees	362,628	114,717	113,576
Number of shares subscribed at 31.12.09	571,680	0	0
Total number of shares cancelled or become null and void at 31.12.09	170,321	94,744	52,635
Options remaining at 31.12.09	924,717	739,906	767,817
Expiry Date	7 years from date of grant	7 years from date of grant	7 years from date of grant
Exercise price for options granted :	13 December 2002: €10.67 16 January 2003: €10.78 5 March 2004: €15.29 4 March 2005: €19.81	20 February 2006: €20.55 20 February 2007: €22.58	15 February 2008: €21.25 23 February 2009: €11.15

* Robert Caudron resigned from the Executive Board on 16 July 2007.

At 31 December 2009: 3,539,932 options had been exercised. Taking into consideration the options exercised and options cancelled, there remained as of that date 2,432,440 options to be exercised. If all such options are exercised, the employees of our Company and its subsidiaries and of JCDecaux Holding will own 1.09% of our Company's shares (excluding FCPE), taking into consideration options exercised at 31 December 2009.

Features of the stock options

Criteria for exercising options

Beneficiaries under an employment agreement with a French company:

- no option may be exercised before the first anniversary of the date of the meeting of the Executive Board at which these options were granted;
- each beneficiary may exercise up to one third of the options granted on the first anniversary of the date of the meeting of the Executive Board at which these options were granted. A three-year lock-up period applies to any shares so acquired;
- each beneficiary may exercise up to two thirds of the options granted on the second anniversary of the date of the meeting of the Executive Board at which these options were granted. A two-year lock-up period applies to any shares so acquired;
- each beneficiary may exercise all of the options granted from and after the third anniversary and until the seventh anniversary of the date of the meeting of the Executive Board at which these options were granted. A one-year lock-up period applies to any shares so acquired.

Beneficiaries under an employment agreement with a foreign company:

- no option may be exercised before the first anniversary of the date of grant of these options by the Executive Board;
- each beneficiary may exercise on the first anniversary of the date of grant of these options by the Executive Board up to one third of the options granted;
- each beneficiary may exercise on the second anniversary of the date of grant of these options by the Executive Board up to two thirds of the options granted;
- each beneficiary may exercise all of the options granted from and after the third anniversary and until the seventh anniversary of the date of the meeting of the Executive Board at which these options were granted.

Special report of the Executive Board on transactions carried out under the provisions of Articles L.225-177 to L.225-186 of the French Commercial Code (Article L.225-184 of the French Commercial Code)

1. Options granted

Options granted to members of the Executive Board

The number, maturity dates and price of stock or share purchase options which, during the 2009 fiscal year and due to the terms of office and directorships exercised within the Company, were granted to each of the members of the Executive Board by the Company are set out in the Report on Compensation, on page 161.

During the 2009 fiscal year no stock or share purchase option was granted to members of the Executive Board of the Company by companies that are linked within the meaning of Article L.225-197-2 of the French Commercial Code or by companies controlled by the Company within the meaning of Article L.233-16 of the French Commercial Code.

Members of the Executive Board must retain a number of shares issued from exercising options as specified on page 172.

Members of the Supervisory Board do not benefit from the granting of stock options.

Options granted to non-members of the Executive Board

During the 2009 fiscal year no stock or share purchase option was granted to non-executive employees of the Company by the Company or by companies or groupings that are linked to it within the meaning of Article L.225-197-2 of the French Commercial Code.

2. Options exercised

Options exercised by members of the Executive Board

The number and price of shares purchased by exercising one or several options, during the year, by each of the members of the Company's Executive Board are shown in the Report on Compensation, on page 161.

Options exercised by non-members of the Executive Board

The number and price of shares purchased by exercising one or several options, during the year, by each of the ten non-members of the Executive Board of the Company and for whom the number of shares thus purchased was the highest are shown below.

Beneficiary	Number of stock options exercised	Weighted average price (in euros)
Bernard Borach	1,540	15.31

The Executive Board

Stock options held by members of the Executive Board as of 31 December 2009

Members	Number of options	Date of grant
Jean-François Decaux	None	-
Jean-Charles Decaux	None	-
Gerard Degonse	35,513	03/05/2004
	27,410	03/04/2005
	18,345	02/20/2006
	19,929	02/20/2007
	21,176	02/15/2008
	42,377	02/23/2009
Total	**164,750**	
Jeremy Male	62,491	03/05/2004
	48,748	03/04/2005
	33,528	02/20/2006
	32,437	02/20/2007
	32,197	02/15/2008
	58,893	02/23/2009
Total	**268,294**	

2.1.5. Free shares

Summary of the principal terms for allocation of the free shares plans:

At the Combined General Meeting of Shareholders held on 10 May 2007 the Executive Board was authorised to grant existing or future free shares (to the exclusion of preferential shares) up to a limit of 0.5% of the Company's share capital for a period expiring 26 months from the date of such Shareholders' Meeting, for Group employees or executives, or certain of them.

This authority replaced the authority granted at the General Meeting of Shareholders held on 11 May 2005.

Acting under the authority granted at the Combined General Meeting of Shareholders held on 11 May 2005, the Executive Board made grants of 35,961 free shares to two of its Members during fiscal years 2006 and 2007.

Acting under the authority granted at the Combined General Meeting of Shareholders held on 10 May 2007, the Executive Board made grants of 93,127 free shares to two of its Members during fiscal years 2007, 2008 and 2009.

At the Combined General Meeting of Shareholders held on 13 May 2009 the Executive Board was authorised to grant existing or future free shares (to the exclusion of preferential shares) up to a limit of 0.5% of the Company's share capital for a period expiring 26 months from the date of such Shareholders' Meeting, for Group employees or executives, or certain of them.

This authority replaced the authority granted at the General Meeting of Shareholders held on 10 May 2007.

	2005 Plan	2007 Plan
Date of Extraordinary General Meetings of Shareholders authorising grants of free shares	11 May 2005	10 May 2007
Date of grant of free shares and number of shares per date of grant	3 February 2006: 25,974 shares 20 February 2007: 9,987 shares	10 May 2007: 15,807 shares 15 February 2008: 26,686 shares 23 February 2009: 50,634 shares
Total number of beneficiaries under all grants	2	2
Types of shares	to be issued	to be issued
Total free shares granted	35,961	93,127
- to members of the Executive Board	*2*	*2*
- of which top ten employees	*0*	*0*
Total free shares granted and not yet acquired as of 31 December 2009	0	93,127
- to Gérard Degonse	*0*	*31,776*
- to Jeremy Male	*0*	*61,351*
Expiry date	grant of 3 February 2006: 3 February 2010 grant of 20 February 2007: 20 February 2011	grant of 10 May 2007: 10 May 2011 grant of 15 February 2008: 15 February 2012 grant of 23 February 2009: 23 February 2013
Price	3 February 2006: €20.52 20 February 2007: €22.58	10 May 2007: €23.06 15 February 2008: €21.25 23 February 2009: €11.15

Features of the free shares
Criteria for exercising shares:

- beneficiaries: employees or members of the Executive Board of the Group, or certain of them;
- requirement of employment by the Group on the purchase date;
- two-year acquisition period and two-year lock-up period. The acquisition period is four years for beneficiaries residing abroad who do not qualify for the special tax treatment set out in Articles 80 quaterdecies and 200A, 6 bis of the French General Tax Code without a lock-up period.

Special report of the Executive Board on transactions carried out under the provisions of Articles L.225-197-1 to L.225-197-5 of the French Commercial Code (*Article L.225-197-4 of the French Commercial Code*)

1. Free shares granted to members of the Executive Board

The number and value of the shares which, during the 2009 fiscal year and due to the terms of office and Directorships exercised within the Company, were granted free of charge to members of the Executive Board by the Company are set out in the Report on Compensation, on page 161.

No free share was granted to members of the Executive Board of the Company by companies that are linked or by companies controlled by the Company within the meaning of Article L.223-16 of the French Commercial Code.

Members of the Executive Board must hold shares in their name as stated paragraph 2.1.6 hereinafter

Members of the Supervisory Board do not benefit from the granting of free shares.

2. Free shares granted to employees non-members of the Executive Board

No free share was granted to non-executive employees of the Company by companies or groupings that are linked within the meaning of Article L.225-197-2 of the French Commercial Code.

The Executive Board

2.1.6. Terms and conditions for holding stock options and free shares by members of the Executive Board

The Supervisory Board meeting of 7 December 2007 decided that members of the Executive Board must hold in their name all of the allocations made from 1st January 2008:

- a number of shares from the exercising of options corresponding to 25% of the gross purchase capital gain released by the interested party during the exercising of the said options;
- 10% of the total number of shares granted free of charge.

2.1.7. Number of shares that can be created

As of 31 December 2009, taking account of all of the various securities outstanding that could give rise to dilution (stock options and free shares), the maximum potential percentage of dilution is 1.14%.

3. EMPLOYEE PROFIT SHARING AND BENEFIT PLANS

For France, amendments of employee profit sharing agreements of JCDecaux SA, Avenir and JCDecaux Airport France as well as the Group agreement were signed during the 2009 fiscal year; these amendments have enabled us to update the data required to calculate employee profit sharing while increasing the interest of the employees in the performance of their entity.

The JCDecaux Artvertising and JCDecaux Holding profit sharing agreements as well as the JCDecaux Mobilier Urbain agreement are in the process of application; the same applies for Cyclocity.

In France, a Group benefit plan was adopted in 2001 providing for a profit pooling agreement among its parties (JCDecaux SA, JCDecaux Airport France, Avenir and JCDecaux Artvertising). This agreement applies to all employees having served at least three months with our Group during the fiscal year giving rise to the benefit. The calculation of the benefit is made pursuant to the provisions of Article L.3324.1 of the French Labour Code.

Pursuant to Article L.3322-5 of the French Labour Code, in 2009 the employees of Cyclocity benefited (for 2008) for the first time from a Special Benefit Reserve and access to a Company Savings Plan has been proposed to them.

The amounts of the profit sharing and benefits paid for France for the last three fiscal years is set out on page 44 of the Annual Report.

JCDecaux SA, Avenir, JCDecaux Airport France, JCDecaux Artvertising, JCDecaux Mobilier Urbain, and JCDecaux Holding each have a Company Savings Plan, and each Plan was renewed in 2002; payments of sums from the profit sharing are supplemented by the employer. The covered employees can make voluntary contributions to a fund consisting of JCDecaux SA shares, allowing employees to invest in JCDecaux SA's share capital.

Moreover, all of these plans now offer a "Solidarity" fund, the "JCDecaux Diversified" fund now dedicating at least 5% of its assets to its solidarity savings. Effective as of 30 November 2009, this development has immediately dedicated over €450,000 to the "solidarity" finance.

4. INFORMATION ON MEMBERS OF THE EXECUTIVE BOARD AND SUPERVISORY BOARD

All of the offices and Directorships held by members of the Executive Board in 2009 were in direct or indirect subsidiaries of JCDecaux SA or in companies in the area of outdoor advertising in which the Group held a significant stake.

4.1. Terms of office of the Executive Board

Jean-François Decaux – Chairman of the Executive Board

Aged 51

Chairman of the Executive Board (annual rotation with Jean-Charles Decaux) since 13 May 2009, for a term of one year, in accordance with the Company's principle of alternating general management responsibilities.

Member of the Executive Board since:	13 May 2009
Date of first appointment:	9 October 2000
Expiry date of the term of office:	30 June 2012
Work address:	Brentford, 991 Great West Road, TW8 9DN Middlesex (United Kingdom)

Jean-François Decaux joined the Company in 1982 and started and developed our German subsidiary. He also oversaw the development of all of the subsidiaries in Northern and Eastern Europe and then successfully managed the Company's moves into North America and Australia.

The list of the other terms of office and directorships exercised, in 2009, in all Group companies, is as follows:

JCDecaux Holding (France)	Director - CEO (1st appointment: 15 June 1998).
Metrobus (France)	Director (1st appointment: 18 November 2005)
SCI Congor (France)	Managing Director (1st appointment: 17 January 2000)
Europlakat International Werbe (Austria)	Member of the Supervisory Board (1st appointment: 3 December 2002)
Gewista Werbegesellschaft MbH (Austria)	Vice Chairman of the Supervisory Board (1st appointment: 9 August 2003)
Affichage Holding (publicly traded company – Switzerland)	Director (1st appointment: 7 February 2002)
Société Générale d'Affichage (Switzerland)	Director (1st appointment: 11 December 2007)
Media Frankfurt GmbH (Germany)	Vice Chairman of the Supervisory Board (1st appointment: 3 April 2001)
WALL AG (Germany)	Member of the Supervisory Board (1st appointment: 20 January 2004)
DF Real Estate (Luxembourg)	Director (1st appointment: 17 December 2007)

No term of office or directorship was exercised, over the past five years, in companies outside the Group.

Jean-Charles Decaux – Chief Executive Officer – Member of the Executive Board

Aged 40

CEO since 13 May 2009, for a term of one year, in accordance with the Company's principle of alternating general management responsibilities.

Member of the Executive Board since:	13 May 2009
Date of first appointment:	9 October 2000
Expiry date of the term of office:	30 June 2012
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Jean-Charles Decaux joined the Group in 1989. He created and developed the Spanish subsidiary and then set up all of the subsidiaries in Southern Europe, Asia, South America and the Middle East.

The list of the other terms of office and directorships exercised, in 2009, in all Group companies, is as follows:

JCDecaux Holding (France)	Director – CEO (1st appointment: 22 June 1998)
Avenir (France)	Chairman (1st appointment: 3 May 2000)
Metrobus (France)	Director (1st appointment: 18 November 2005)
SCI du Mare (France)	Managing Director (1st appointment: 14 December 2007)
JCDecaux España SLU (Spain)	Chairman – Acting Director – Director (1st appointment: 30 June 2000)
El Mobiliario Urbano SLU (Spain)	Chairman of the Board of Directors (1st appointment: 14 March 2003) Acting Director (1st appointment: 17 December 1998) Director (1st appointment: 1st October 2003)
JCDecaux Atlantis (Spain)	CEO – Acting Director (1st appointment: 25 April 1997)
JCDecaux & Cevasa SA (Spain)	Chairman of the Board of Directors (1st appointment: 10 March 2000)
IGPDecaux Spa (Italy)	Vice Chairman of the Board of Directors (1st appointment: 1st December 2001)

No term of office or directorship was exercised, over the past five years, in companies outside the Group.

Gérard DEGONSE – Member of the Executive Board

Aged 62

Member of the Executive Board since:	13 May 2009
Date of first appointment:	9 October 2000
Expiry date of the term of office:	30 June 2012
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Gérard Degonse, Chief Financial and Administrative Officer, joined the Company in June 2000.

Prior to joining the Group, he was Corporate Treasurer of Elf-Aquitaine and VP Treasurer-Company Secretary of Euro Disney.

The list of the other terms of office and directorships exercised, in 2009, in all Group companies, is as follows:

JCDecaux UK Ltd. (United Kingdom)	Director (1st appointment: 1st January 2002)
Affichage Holding (publicly traded company Switzerland)	Director (1st appointment: 25 May 2005)

No term of office or directorship was exercised, over the past five years, in companies outside the Group.

Jeremy MALE – Member of the Executive Board

Aged 52

Member of the Executive Board since:	13 May 2009
Date of first appointment:	9 October 2000
Expiry date of the term of office:	30 June 2012
Work address:	Summit House, 27 Sale Place, W2 1YR, London, United Kingdom

Jeremy Male, Managing Director for Northern and Central Europe, joined the Group in August 2000.

Previously, he was Managing Director of European Operations for Viacom Affichage and held management positions with companies in the food and beverage industry such as Jacobs Suchard and Tchibo.

The list of the other terms of office and directorships exercised, in 2009, in all Group companies, is as follows:

JCDecaux Sverige AB (Sweden)	Chairman of the Board of Directors (1st appointment: 31 December 2001)
JCDecaux Sverige Forsaljningsaktiebolag AB (Sweden)	Chairman of the Board of Directors (1st appointment: 16 April 2009)
AFA JCDecaux A/S (Denmark)	Chairman of the Board of Directors (1st appointment: 5 March 2002)
JCDecaux Airport UK Ltd. (United Kingdom)	Director (1st appointment: 11 September 2000)
JCDecaux UK Ltd. (United Kingdom)	Director (1st appointment: 1 September 2000)

No term of office or directorship was exercised, over the past five years, in companies outside the Group.

4.2. Terms of office of members of the Supervisory Board

Jean-Claude DECAUX – Chairman of the Supervisory Board

Aged 72

Chairman of the Supervisory Board since:	13 May 2009
Date of first appointment:	9 October 2000
Expiry date of the term of office:	30 June 2012
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Jean-Claude Decaux is the founder of JCDecaux.

The list of the other terms of office and directorships exercised, in 2009, in all Group companies, is as follows:

SOPACT (France)	Chairman (1st appointment: 18 February 1972)

The list of terms of office and directorships exercised, during the past five years, in companies outside the Group, is the following:

JCDecaux Holding (France)	Chairman (1st appointment: 19 September 1994)
SCI Troisjean (France)	Managing Director (1st appointment: 9 April 1984)
SCI Clos de la Chaîne (France)	Managing Director (1st appointment: 31 December 1969)
Bouygues Télécom (France)	Representative of JCDecaux Holding, Director (1st appointment: 19 February 2004)
SCI Lyonnaise d'Entrepôt (France)	Managing Director (until 30 June 2006)

Jean-Pierre DECAUX – Vice Chairman of the Supervisory Board

Aged 66

Vice Chairman of the Supervisory Board since:	13 May 2009
Date of first appointment:	9 October 2000
Expiry date of the term of office:	30 June 2012
Work address:	17 rue Soyer, 92000 Neuilly-sur-Seine, France

Throughout his career with the Group, which he joined at its founding in 1964, Jean-Pierre Decaux has held several offices, in particular:

- from 1975 to 1988: Chairman and CEO of SOPACT (Société de Publicité des Abribus et des Cabines Téléphoniques)
- from 1980 to 2001: Chairman and CEO of RPMU (Régie Publicitaire de Mobilier Urbain)
- from 1989 to 2000: Chief Executive Officer of Decaux SA (now JCDecaux SA)
- from 1995 to 2001: Chairman and CEO of SEMUP (Société d'Exploitation du Mobilier Urbain Publicitaire)

No other term of office or directorship was exercised, in 2009, in any of the Group companies.

The list of terms of office and directorships exercised, during the past five years, in companies outside the Group, is the following:

SCI de la Plaine St-Pierre (France)	Managing Director (1st appointment: 14 October 1981)
SC Bagavi (France)	Managing Director (1st appointment: nc)
SCI CRILUCA (France)	Managing Director (1st appointment: nc)
Assor (France)	Director (1st appointment: nc)
Société Foncière de Joyenval (France)	Director (until 2008)

Pierre MUTZ – Independent Member of the Supervisory Board (since 13 May 2009)

Aged 67

Member of the Supervisory Board since:	13 May 2009
Date of first appointment:	13 May 2009
Expiry date of the term of office:	30 June 2012
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

A graduate from the military academy in Saint-Cyr, Pierre Mutz began his career in the Army in 1963, then joined the Prefectural Corps in 1980, where he was Chief of Cabinet to the Commissioner of Police in Paris, Executive Civil Servant, Staff Sub-Manager of the Police Headquarters and Director of Cabinet to the Commissioner of Police in Paris.

He also served as the Prefect of Essonne, from 1996 to 2000, Prefect of the Limousin region and Prefect of Haute-Vienne (administrator) from 2000 to 2002, Director General of the National Gendarmerie from 2002 to 2004 as well as the Commissioner of Police from 2004 to 2007.

Then he held the office of Prefect of the Ile-de-France region and Prefect of Paris between May 2007 and October 2008. Lastly, Pierre Mutz was appointed Prefect (administrator) on 9 October 2008.

Pierre Mutz is a Commandeur de la Légion d'honneur and Commandeur de l'Ordre national du Mérite.

No other term of office or directorship was exercised, in 2009, in any of the Group companies.

The list of terms of office and directorships exercised, during the past five years, in companies outside the Group, is the following:

Thalès (France) (listed company)	Director (1st appointment: June 2009)
Eiffage (France) (listed company)	Advisor to the Chairman (1st appointment: December 2008)
Groupe Logement Français (France)	Chairman of the Supervisory Board (1st appointment: December 2008)
Axa France IARD (France)	Director (1st appointment: December 2008)
CIS (France)	Director (1st appointment: January 2009)
RATP (France) (listed company)	Director (until 30 October 2008)
Agence de l'eau Seine-Normandie (France)	Chairman of the Supervisory Board (until 30 October 2008)

Pierre-Alain PARIENTE – Independent Member of the Supervisory Board

Aged 74

Member of the Supervisory Board since:	13 May 2009
Date of first appointment:	9 October 2000
Expiry date of the term of office:	30 June 2012
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Pierre-Alain Pariente held various positions in our Company from 1970 to 1999, in particular Sales and Marketing Director of RPMU (Régie Publicitaire de Mobilier Urbain)

No other term of office or directorship was exercised, in 2009, in any of the Group companies.

The list of terms of office and directorships exercised, during the past five years, in companies outside the Group, is the following:

SCEA La Ferme de Chateluis (France)	Managing Director (1st appointment: 23 July 2001)
Arthur SA (France)	Director (1st appointment: nc)

Xavier de SARRAU – Independent Member of the Supervisory Board

Aged 59	
Member of the Supervisory Board since:	13 May 2009
Date of first appointment:	14 May 2003
Expiry date of the term of office:	30 June 2012
Work address:	17 rue Soyer, 92200 Neuilly-sur-Seine, France

Xavier de Sarrau, an attorney, specialises in advising private companies and family businesses. He began his career in 1973 as a lawyer with Arthur Andersen in their Legal and Tax Department.

He has also held the following positions:

- from 1989 to 1993: Managing Partner of Arthur Andersen – Tax and Legal for France
- from 1993 to 1997: Chairman of Arthur Andersen for all operations in France
- from 1997 to 2000: Chairman of Arthur Andersen for Europe, Middle East, India, and Africa. Based in London;
- from 2000 to 2002: Managing Partner – Global Management Services. Based in London and in New York. He also served multiple terms on the Board of Directors of Arthur Andersen.

All of this experience has enabled him to acquire expertise in the areas of international taxation, ownership structures and management of private assets, complex financial instruments, mergers and reorganisations. He has also written several books and articles on international tax law and lectured at the World Economic Forum.

Xavier de Sarrau is a Chevalier de la Légion d'Honneur and a former member of the National Bar Council (Conseil National des Barreaux).

No other term of office or directorship was exercised, in 2009, in all the Group companies.

The list of terms of office and directorships exercised, during the past five years, in companies outside the Group, is the following:

Financière Atlas	Member of the Supervisory Board (1st appointment: 2007)
Bernardaud	Member of the Supervisory Board (1st appointment: 2009)

4.3. Nature of family ties between members of the Executive Board and Supervisory Board

Jean-Claude and Jean-Pierre Decaux, Chairman and Vice Chairman respectively, of the Supervisory Board, are brothers.

Jean-François Decaux and Jean-Charles Decaux, Chairman of the Executive Board and Co-CEO respectively, are sons of Jean-Claude Decaux.

4.4. Convictions, penalties and conflicts of interest of members of the Executive Board and the Supervisory Board

No judgement for fraud has been entered against any member of the Executive Board or the Supervisory Board during the past five years.

No official citation or penalty has been entered against any of them by any legal or regulatory authority. Amongst other things, none of them has been prevented or prohibited by a court from acting as a member of a corporate governance body or from participating in the management or conduct of the business and affairs of a company during the past five years.

No member of the Executive Board or of the Supervisory Board has been associated as a member of a corporate governance body with any insolvency or bankruptcy or receivership or liquidation proceeding of a company during the past five years.

4.5. Assets belonging directly or indirectly to members of the Executive Board and the Supervisory Board

Real Estate Assets

Some premises belong to companies controlled by JCDecaux Holding, which owns approximately 70.48% of the Company's shares. Thus, the premises situated in France, in Neuilly-sur-Seine, Plaisir, Maurepas and Puteaux, in London in the United Kingdom, in Brussels in Belgium and in Madrid in Spain belong to SCI Troisjean, a subsidiary of JCDecaux Holding.

The Group occupies these premises under commercial leases that have been entered into based on market conditions. The amount of rent paid is stated on page 201.

Intellectual property

The Group protects intellectual property necessary for the business (trademarks, designs and models, patents, domain names) by exclusive rights both in France and in the principal countries where it operates.

The majority of trademarks belong to JCDecaux SA. Certain trademarks belong to JCDecaux Mobilier Urbain and Avenir, which are both wholly owned subsidiaries of JCDecaux SA.

The trademark "JEAN-CLAUDE DECAUX" belongs to Jean-Claude Decaux, who agreed, in an agreement dated 8 February 2001, not to use it in the same line of business as the Group's. This trademark is kept for defensive purposes, in France, to prevent use of it by third parties, but it is not used by the Group, which uses the trademark JCDecaux.

The trademark "JCDecaux" is thus protected in 86 countries.

Under a trademark co-existence agreement in 2001 with Jean-Claude Decaux, JCDecaux SA and its subsidiaries have the exclusive right, royalty-free, to use and file on an unlimited basis JCDecaux trademarks, as well as any trademark containing the words "JCDecaux", in the operations relating to use and sale of advertising space on street furniture, billboards, and illuminated advertising.

All the other intellectual property rights used by the group belong to JCDecaux SA, with the exception of several secondary rights that belong to JCDecaux SA subsidiaries.

As of 31 December 2009, the Group owns more than 310 secondary trademarks. Over 813 designs and models registered in France and abroad protect products such as bus shelters, columns, billboards, interactive kiosks, bicycles, automatic public toilet, some of which are designed by internationally renowned architects. Patents protect technical innovations such as the computer system that regulates the provision of bicycle rentals or the automatic public toilets.

As of 31 December 2009, the Group owns 76 patents in France and abroad.

4.6. Agreements with related parties, loans and guarantees granted by our Company

The Supervisory Board meeting held on 4 December 2009, authorised the debt of forgiveness under application of Article L.225-86 of the French Commercial Code, subject to a clause providing for repayment in the event of improved circumstances, in favour of its subsidiary SOMUPI. This cancellation granted by the shareholders up to their stake held in the share capital of SOMUPI, was signed on 30 December 2009, for a total of €20.77 million by JCDecaux SA and for a total of €10.70 million by Médias & Régies Europe SA.

No agreement coming under Article L.225-87 of the French Commercial Code was signed during the fiscal year.

There are no service agreements between the Company and any corporate officers conferring a benefit at the end of such agreement. During the fiscal year just ended, no loan or guarantee was made or granted by the Company to members of the Executive Board or Supervisory Board.

SHAREHOLDERS AND TRADING INFORMATION

1. SHAREHOLDERS AS OF 31 DECEMBER 2009

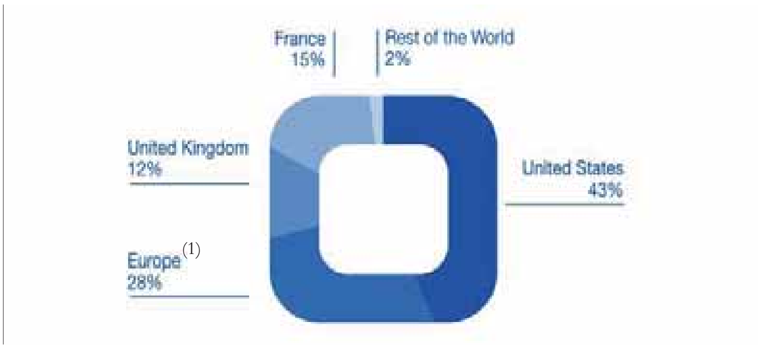
1.1. Distribution between registered shares and bearer shares

At 31 December 2009, the share capital was €3,374,765.27 divided amongst 221,369,929 shares, distributed as follows:

- registered shares: 159,790,631 held by 151 shareholders;
- bearer shares: 61,579,298 shares.

1.2. Principal shareholders

1.3. Distribution of publicly-traded floating shares by geographic area



Source: Thomson Financial/Euroclear
(on the basis of identified shares (97.26% of the publicly-traded floating shares))

(1) *Excluding France and the United Kingdom*

2. TREND IN SHAREHOLDERS

Distribution of the share capital over the past three years

Shareholders		31 December 2007			31 December 2008			31 December 2009		
		Number of shares	% of share capital	% of voting rights	Number of shares	% of share capital	% of voting rights	Number of shares	% of share capital	% of voting rights
	JCDecaux Holding	156,030,573	69.949%	69.949%	156,030,573	70.516%	70.516%	156,030,573	70.484%	70.484%
Members of the Executive Board and Supervisory Board	Jean-Charles Decaux	1,712,210	0.768%	0.768%	1,712,210	0.774%	0.774%	1,712,210	0.773%	0.773%
	Jean-François Decaux	1,156,179	0.518%	0.518%	1,156,179	0.523%	0.523%	1,156,179	0.522%	0.522%
	Gérard Degonse	0	0.000%	0.000%	9,186	0.004%	0.004%	19,173	0.009%	0.009%
	Jeremy Male	0	0.000%	0.000%	16,788	0.008%	0.008%	16,788	0.008%	0.008%
	Jean-Claude Decaux	8,175	0.004%	0.004%	8,175	0.004%	0.004%	8,175	0.004%	0.004%
	Jean-Pierre Decaux	1,574	0.001%	0.001%	1,574	0.001%	0.001%	1,574	0.001%	0.001%
	Pierre Mutz	-	-	-	-	-	-	1,000	-	-
	Pierre-Alain Pariente	1,020	-	-	1,020	-	-	1,020	-	-
	Xavier de Sarrau	11,000	0.005%	0.005%	11,000	0.005%	0.005%	11,000	0.005%	0.005%
Other registered shares	Jean-Sébastien Decaux	435,000	0.195%	0.195%	435,000	0.197%	0.197%	435,000	0.197%	0.197%
	Danielle Decaux	3,059	0.001%	0.001%	3,059	0.001%	0.001%	3,059	0.001%	0.001%
	Annick Piraud	18,572	0.008%	0.008%	18,572	0.008%	0.008%	18,572	0.008%	0.008%
	FCPE JCDecaux Développement	190,100	0.085%	0.085%	199,900	0.090%	0.090%	207,300	0.094%	0.094%
	Others	69,076	0.031%	0.031%	92,316	0.042%	0.042%	169,008	0.076%	0.076%
Subtotal registered shares	Total	159,636,538	71.566%	71.566%	159,695,552	72.172%	72.172%	159,790,631	72.183%	72.183%
Shareholders having filed a declaration of crossing a threshold	ING *	11,159,873	5.003%	5.003%	13,427,377	6.068%	6.068%	13,427,377	6.066%	6.066%
	Shares held in the Treasury	0	0.000%	0.000%	0	0.000%	0.000%	0	0.000%	0.000%
	Public	52,265,377	23.431%	23.431%	48,147,668	21.760%	21.760%	48,151,921	21.752%	21.752%
TOTAL		**223,061,788**	**100.000%**	**100.000%**	**221,270,597**	**100.000%**	**100.000%**	**221,369,929**	**100.000%**	**100.000%**

** according to the latest declaration of threshold crossing dated 07.14.08*

Share capital and voting rights at 31 December 2009

The number of voting rights at 31 December 2009 was 221,369,929 shares equal to the number of shares forming the capital. At 31 December 2009, in the absence of own shares held by the Company and in the absence of double voting rights, there is no difference between the percentage of share capital and percentage of voting rights.

To the Company's knowledge, there are no shareholder agreements or concerted actions.

Crédit Suisse Group declared it reached a holding of 0.55% of the share capital and voting rights on 1 April 2009, then held 0.49% of the capital and voting rights on 20 April 2009.

At 31 December 2009, the percentage held by the personnel directly or by the intermediary of specialist investment organisations was 0.094%.

At 31 December 2009, certain members of the Executive Board and of the Supervisory Board, listed above owned 2,927,119 of the Company's shares, accounting for approximately 1.32% of the share capital and voting rights.

At 31 December 2009, certain members of the Executive Board (Jean-François and Jean-Charles Decaux) and the Supervisory Board (Jean-Claude and Jean-Pierre Decaux) listed on page 181, owned in full legal title and bare legal title 1,299,965 shares of JCDecaux Holding (accounting for approximately 67% of the capital and voting rights of that company), which, in turn, owns approximately 70.48% of our Company's shares.

At 31 December 2009, certain members of the Executive Board, listed on page 169 held securities granting access to the Company's share capital.

At 31 December 2009, no material pledges, security interests or guarantees in respect of shares of our Company existed.

Dividends
For the past three fiscal years, the following dividend payments have been made:

- Fiscal year 2006: a dividend of €0.42 per share, eligible for a deduction of 40%;
- Fiscal year 2007: a dividend of €0.44 per share, eligible for a deduction of 40%;
- Fiscal year 2008: none.

Unclaimed dividends will revert to the French State five years from the payment date.

3. COMPANIES THAT OWN A CONTROLLING INTEREST IN THE COMPANY

The Company's principal shareholder is JCDecaux Holding, which is majority owned by the Decaux family, and the corporate purpose of which is principally to give strategic direction to companies in which it directly or indirectly holds interests.

As of 31 December 2009, the share capital of JCDecaux Holding was held as follows:

Shareholders	Number of shares		% of share capital
	Full legal title	Bare legal title	
Jean-François Decaux	45,435		2.330%
Jean-Charles Decaux	45,435	604,500 (1)	33.331%
Jean-Claude Decaux	31		0.002%
Jean-Pierre Decaux	64		0.003%
JFD Investissement	175,500		9.000%
JFD Participations		429,000 (1)	22.001%
Open 3 Investimenti	45,435		2,33%
Jean-Sébastien Decaux		604,500 (1)	31.000%
Danielle Decaux	35		0.002%
Subtotal	**311,935**	**1,638,000**	**100.000%**
Total	**1,949,935**		**100.000%**

(1) *Jean-Claude Decaux has the beneficial ownership of these shares.*

JCDecaux Holding controls the Company within the following limitations:

Neither the articles of association, nor the Internal By-Laws of the Board contain provisions that delay, defer or prevent a change of the control presently held by JCDecaux Holding.

No double voting rights or other advantages, such as awards of free shares, have been granted to the controlling shareholder, JCDecaux Holding.

With regard to JCDecaux SA's corporate governance bodies, more than half of the members of the Supervisory Board are independent. Half of the Compensation and Nominating Committee consists of independent members. The Audit Committee is fully independent.

The agreements with JCDecaux Holding or with family companies, especially leases, as set out on page 201 of this Annual Report, were made under normal market terms and conditions.

Lastly, it should be noted that the compensation of the corporate officers, who are members of the Decaux family, is reviewed annually by JCDecaux SA's Compensation and Nominating Committee. The compensation of members of the Decaux family who have positions within the Group, but are not members of management, is set out in a manner that is identical to that of persons who perform similar roles within the Group.

4. CONDITIONAL OR UNCONDITIONAL CALL OPTION OR AGREEMENT ON SHARES OF GROUP COMPANIES

Such options or agreements are listed in the Appendices to the Consolidated Financial Statements 101 and 116 of this Annual Report.

5. JCDECAUX STOCK PERFORMANCE IN 2009

JCDecaux shares are traded on Euronext Paris by NYSE Euronext (Section A), and only on that market.

JCDecaux shares have been among the shares on the SBF 120 index since 26 November 2001, and the Euronext 100 index since 2 January 2004.

Since 3 January 2005, JCDecaux has also joined a new stock index, called the CAC Mid100 index. This index consists of the Mid100 first market capitalisations that follow the 60 largest stocks that make up the CAC 40 and CAC Next20.

Since 22 September 2003, JCDecaux has also been part of the ASPI Eurozone Index, a European index used by investors who wish to invest in companies committed to sustainable development and social responsibility.

Since 21 March 2005, the Group has been included in the FTSE4Good Index, a leading share index of socially responsible companies.

Lastly, since 6 September 2007 the Group has been included among the new companies that are part of the Dow Jones Sustainability (DJSI) index, another index of socially responsible companies consisting of 319 companies world wide, including 22 French companies.

As of 31 December 2009, the number of shares outstanding was 221,369,929, and the share capital included no shares held in the Treasury. The weighted average number of shares outstanding in fiscal year 2009 was 221,322,760 shares. On average 299,326 shares were traded per day.

JCDecaux shares closed the year 2009 at €17.04, up 39% compared to 31 December 2008.

6. TREND IN TRADING PRICE AND TRADING VOLUME

Since 1st January 2008, the trading price and trading volumes of JCDecaux shares have been as follows:

	PRICES			VOLUMES		
	Highest *(in euros)*	Lowest *(in euros)*	Closing price *(in euros)*	Number of shares traded	Average of shares traded	Stock market capitalisation[(1)] *(in € millions)*
2008						
January	26.56	20.75	21.76	19,417,226	882,601	4,821.83
February	21.74	19.33	20.01	14,449,553	688,074	4,434.05
March	20.71	17.35	18.62	17,554,996	923,947	4,126.03
April	19.54	18.35	18.40	11,027,892	501,268	4,077.28
May	20.00	17.96	18.82	9,715,994	462,666	4,170.35
June	18.45	16.17	16.19	11,731,654	558,650	3,587.58
July	16.77	14.26	16.32	13,450,631	584,810	3,640.81
August	16.40	14.76	15.14	10,238,126	487,530	3,377.56
September	16.20	14.55	15.33	16,457,831	748,083	3,419.95
October	14.77	11.88	13.56	15,804,925	687,171	3,025.08
November	14.16	9.80	11.05	10,567,408	528,370	2,465.13
December	13.11	10.48	12.30	5,825,269	277,394	2,742.88
2009						
January	13.94	9.82	10.79	7,032,208	334,867	2,385.50
February	10.35	9.79	10.19	7,252,781	362,639	2,251.81
March	10.70	7.32	8.52	12,742,479	579,204	1,885.22
April	11.11	8.29	10.84	10,502,837	525,142	2,398.57
May	12.46	10.30	11.57	10,226,130	511,307	2,559.11
June	13.48	10.50	11.32	6,715,107	305,232	2,503.79
July	14.88	10.51	14.40	7,628,710	331,683	3,185.33
August	15.92	13.75	15.11	5,936,528	282,692	3,343.55
September	16.49	14.35	14.80	4,971,879	225,995	3,274.95
October	15.56	13.60	13.77	4,236,030	192,547	3,047.03
November	16.50	14.01	15.15	4,361,012	207,667	3,352.40
December	17.50	14.80	17.04	2,963,914	134,723	3,769.51
2010						
January	19.27	16.71	18.60	4,226,474	211,324	4,117.48
February	19.10	17.60	18.30	3,480,950	174,048	4,057.71

(1) *Source: Thomson Financial (on the basis of the last closing trading price of the month)*

Stock information

ISIN Code	FR 0000077919
SRD/PEA Eligibility	Yes/Yes
Reuters Code	JCDX.PA
Bloomberg Code	DEC FP

2009 trading data

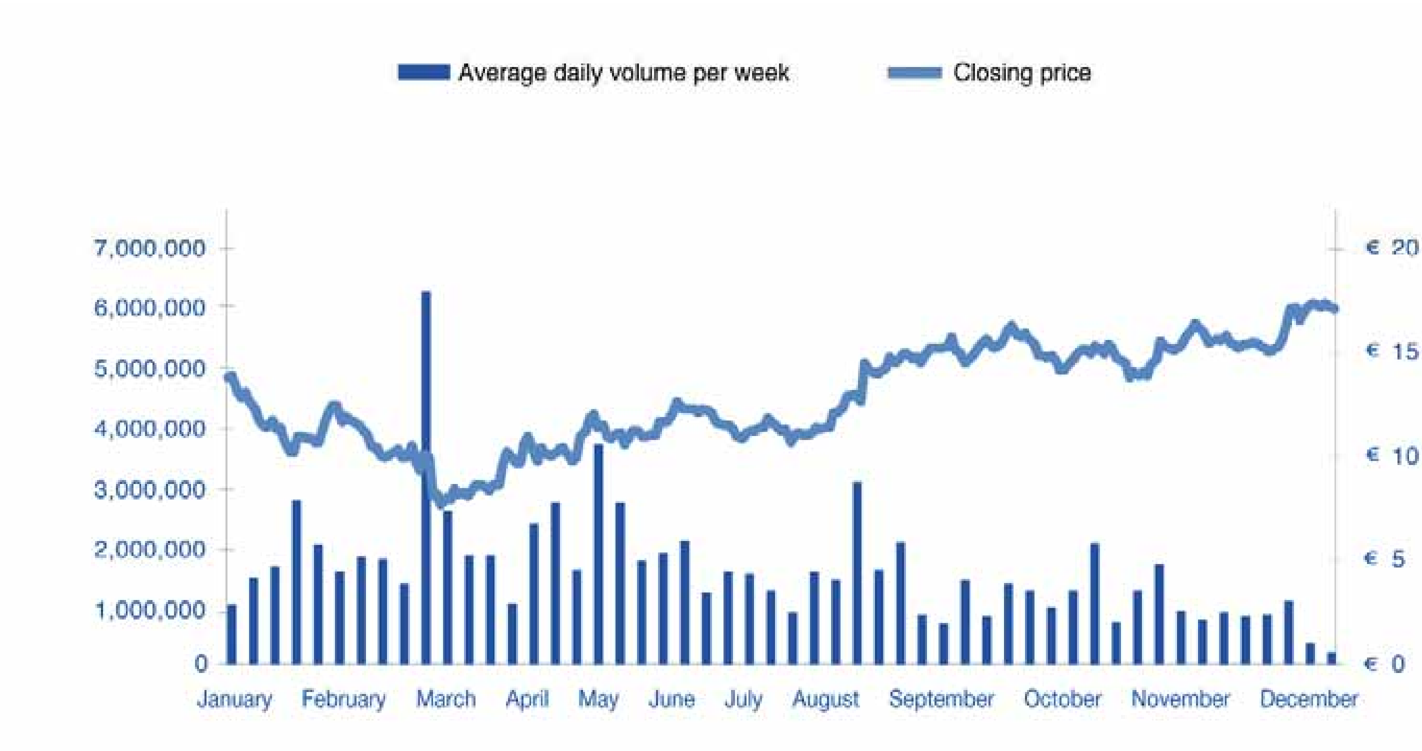
Highest price (12/29/09) (1)	17.30
Lowest price (03/13/09) (1)	7.53
Stock market capitalisation (2)	3,769.51
Number of shares as of 31/12/2009	221,369,929
Average daily volume	299,326

Source: Thomson Financial

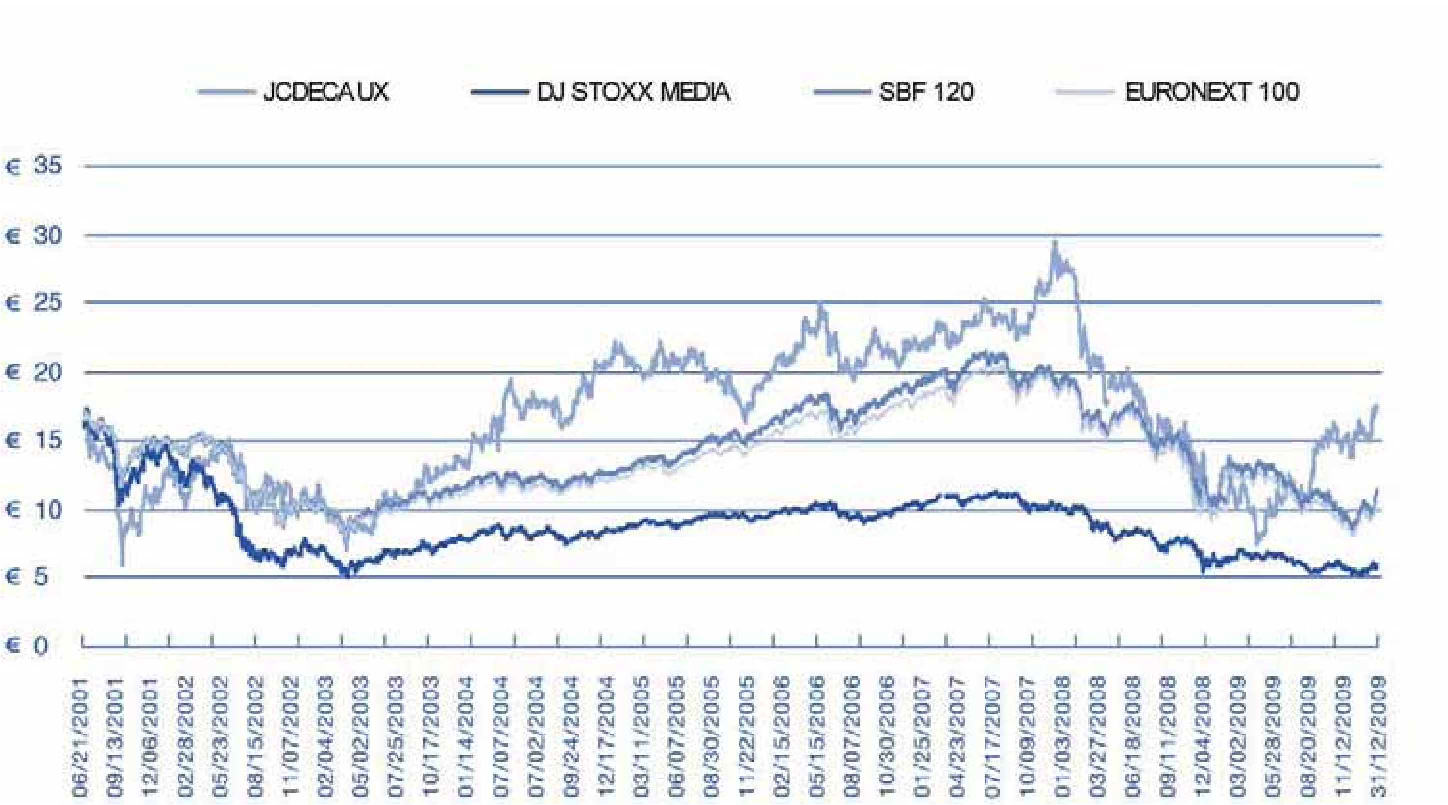
(1) *In euros, closing price*

(2) *In millions of euros, as of 31 December 2009*

Change in JCDecaux share price and trading volumes in 2009



Performance in JCDecaux share price since the IPO on 21 June 2001 compared to the SBF 120, Euronext 100, and DJ Euro Stoxx Media indices



7. SHAREHOLDERS INFORMATION

Martin Sabbagh

Manager of Financial Communications and Investor Relations

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E-mail: actionnaires@jcdecaux.fr

Market Information is available to shareholders at the following website: www.jcdecaux.com.

Provisional financial communications calendar

Date	Event
5 May 2010	First quarter 2010 revenues and quarterly information
19 May 2010	Annual General Meeting of Shareholders
30 July 2010	Second quarter 2010 revenues and half-year 2010 results of operations Half-year financial report
3 November 2010	Third quarter 2010 revenues and quarterly information

SHARE CAPITAL

1. GENERAL INFORMATION

1.1. Amount of share capital

As of 31 December 2009, the Company's share capital totalled €3,374,765,27, divided into 221,369,929 shares all of the same class and fully paid up. The breakdown of the shareholding structure is set out on page 179 and 180 of this Annual Report.

1.2. Provisions in the articles of association relating to changes in the share capital and voting rights

Any changes in the share capital or voting rights are subject to applicable law. The articles of association do not provide for any other restrictions.

1.3. Change in the share capital over the past three years

Date	Transaction	Number of shares issued/cancelled	Nominal amount of the increase/reduction in share capital	Issue premium per share	Total amount of the issue premium	Successive amounts of share capital	Total number of shares	Nominal value
			in euros	*in euros*	*in euros*	*in euros*		
31-Dec-07	Capital increase in connection with exercises of stock options	1,346,528	20,527.70	15.15	20,401,052.82	3,400,557.51	223,061,788	(1)
07-May-08	Increase in capital by the allocation of free shares	25,974	395.97	21.48	558,045.03	3,400,953.48	223,087,762	(1)
04-Dec-08	Decrease in capital by the cancellation of repurchased shares	2,106,724	32,116.82	-	-	3,368,836.66	220,981,038	(1)
31-Dec-08	Capital increase in connection with exercises of stock options	289,559	4,414.30	16.29	4,718,324.38	3,373,250.96	221,270,597	(1)
7-May-09	Increase in capital by the allocation of free shares	9,987	152.25	10.58	105,709.95	3,373,403.21	221,280,584	(1)
31-Dec-09	Capital increase in connection with exercises of stock options	89,345	1,362.06	10.77	962,176.12	3,374,765.27	221,369,929	(1)

(1) *When the share capital was converted into euros in June 2000, the reference to the nominal value of the shares was deleted from the articles of association.*

1.4. Outstanding delegations of authority granted to the Executive Board to increase share capital, used and valid, during the financial year

Date of Shareholders' Meeting	Description of authority delegated to Executive Board	Maximal amount authorised	Authority expiry date	Beneficiaries	Use made of delegation by the Executive Board in 2009
May 10, 2007	Grant Company stock and share purchase options	4% of the share capital	05.13.2009	Employees or Company officers or some of them	The Executive Board granted 101,270 stock options on 23 February 2009
May 10, 2007	Grant free shares, from shares outstanding or to be issued	0,5% of the share capital	05.13.2009	Employees or Company officers or some of them	The Executive Board granted 50,634 free shares on 23 February 2009
May 13, 2009	Increase the Company's share capital, on one or more occasions, by issuing shares and/or others securities carrying the rignt to acquire shares immediately or in the future – with shareholders' preferential subscription rights maintened – up to a limit of a maximum amount and set the terms and conditions thereof. The same authority was granted with a provision eliminating the preferential subscription right.	€2.3 million	07.12.2011	Shareholders	Not used
May 13, 2009	Issue shares or negotiable securities convertible into shares without a preferential subscription right, in consideration for contributions in kind consisting of equity securities or securities convertible into shares.	10% of the share capital	07.12.2011	Shareholders	Not used
May 13, 2009	Increase the Company's share capital, on one or more occasions, through capitalisation of bonuses, reserves or earnings.	€2.3 million	07.12.2011	Shareholders	Not used
May 13, 2009	Increase the number of securities to be issued (over-allocation option) in the event of a capital increase with or without preferential subscription rights.	Maximum of 15% of the initial issue and in the limit of the maximum threshold as set for the initial issue of shares or securities.	07.12.2011	Beneficiaries of the initial transaction	Not used
May 13, 2009	Increase the Company's share capital for the benefit of employees (acquisition under a Company Savings Plans, apart from stock options).	Maximum nominal amount of €20 000 (Issue price corresponding to 20% or 30% discount to average share price during last 20 trading days)	07.12.2011	Subscribers to Company Savings Plans	Not used
May 13, 2009	Grant Company stock and share purchase options.	4% of the share capital (Issue price corresponding to an average share price during last 20 trading days)	07.12.2011	Employees or Company officers or some of them	Not used
May 13, 2009	Grant free shares, from shares outstanding or to be issued.	0,5% of the share capital (Issue price corresponding to an average share price during last 20 trading days)	07.12.2011	Employees or Company officers or some of them	Not used

2. REPURCHASE OF THE COMPANY'S OWN SHARES

2.1. Repurchase by the Company of its own shares during 2009 fiscal year

The Combined General Meeting of Shareholders held on 14 May 2008, granted the authority for a period of 18 months, to the Executive Board to purchase the Company's shares on the market up to the limit of €30 per share and up to an aggregate maximum amount of €669,185,340, with a view to cancelling the said shares.

This delegation was not used during the 2009 fiscal year by the Executive Board.

The Combined General Meeting of Shareholders held on 13 May 2009, granted the authority for a period of 18 months, to the Executive Board to purchase the Company's shares on the market up to the limit of €20 per share and up to an aggregate maximum amount of €442,541,180, with a view to cancelling the said shares.

This delegation was not used during the 2009 fiscal year by the Executive Board.

2.2. New share repurchase programme

A new share repurchase programme, together with a resolution authorising cancellation of the shares repurchased, will be submitted to the Shareholders for their authorisation at the Combined General Meeting of Shareholders to be held on 19 May 2010.

The main features of this programme are as follows:

- Affected shares: the Company's shares
- Maximum percentage authorised to be repurchased by the General Meeting of Shareholders: 10% of the shares of the Company's share capital outstanding at any time, such percentage to apply to an amount of adjusted share capital based on transactions affecting it subsequent to the General Meeting of Shareholders to be held on 19 May 2010, or, for indicative purposes, 221,369,929 shares as of 31 December 2009.
- Maximum unit price authorised: €25.
- Maximum amount of the programme: €553,424,800 for 22,136,992 shares.
- Objectives of such programme:
  - implementation of any Company stock option plan under the provisions of Articles L.225-177 *et seq.* of the French Commercial Code; or
  - grants or sell of shares to employees to reward them for contributing to the Company's growth and implementation of any stock savings plan under the terms and conditions provided by law and particularly under Articles L.3332-1 *et seq.* of the French Labour Code; or
  - grants of free shares as provided under the provisions of Articles L.225-197-1 *et seq.* of the French Commercial Code; or
  - delivery of shares upon exercise of rights attached to negotiable securities carrying the right to acquire shares by redemption, conversion, exchange, or presentation of a bond, or in any other manner; or
  - cancellation of all or part of the shares thereby acquired, subject to approval at the Combined General Meeting of Shareholders to be held on 19 May 2010 and according to the terms indicated therein; or
  - delivery of shares in respect of an exchange, payment, or otherwise in connection with external growth transactions, merger, spin-off, or contribution transactions; or
  - support for a secondary market or for the liquidity of JCDecaux SA shares by an investment service provider in connection with a liquidity contract that complies with the ethical standards of the *Autorité des Marchés Financiers*.

This authority would also allow the Company to conduct transactions for any other authorised purpose, or that may be authorised, by applicable law or regulations. In such case, the Company would advise the shareholders by means of a press release.

- Length of the programme: this programme would expire 18 months from the date on which the General Meeting of Shareholders is held, scheduled for 19 May 2010, that is, until 19 November 2011.

OTHER LEGAL INFORMATION

1. GENERAL INFORMATION

Company name	JCDecaux SA
SA registered office	17, rue Soyer 92200 Neuilly-sur-Seine
Principal administrative office	Sainte Apolline 78378 Plaisir Cedex
Telephone number	33 (0)1 30 79 79 79
Companies' Register	307 570 747 (Nanterre)
Legal form	French corporation with an Executive Board and Supervisory Board
Governing law	French law
Date of formation	5 June 1975
Expiry date	5 June 2074 (except in the event of early dissolution or extension)
Fiscal year	from 1st January to 31st December

2. HISTORY

1964: Jean-Claude Decaux invents the concept of street furniture and forms JCDecaux. First street furniture concession in Lyon.

1970s: The Group invests in Portugal and Belgium.

1972: Free-standing information panel (MUPI®). Street furniture contract for Paris.

1973: Launch of the short-term (seven-day) advertising campaign.

1980s: Expansion in Europe, Germany (Hamburg), the Netherlands (Amsterdam), and Northern Europe.

1980: Installation of the first automatic public toilets in Paris.

1981: First electronic information boards.

1988: Creation of "Senior®", first large format billboard and street furniture of 8 m^2.

1990s: JCDecaux is present on three continents: in Europe, the United States and Asia-Pacific.

1994: First street furniture contract in San Francisco.

1998: JCDecaux extends the concept of street furniture to shopping malls in the United States.

1999: Acquisition of Avenir and diversification of the business into Billboard and Transport advertising. JCDecaux becomes a world leader in outdoor advertising.

2001: Partnership with Gewista in Central Europe and IGPDecaux in Italy. JCDecaux becomes the leading Billboard company in Europe. JCDecaux wins contracts for Los Angeles and Chicago, in the United States.

2002: JCDecaux signs the Chicago contract in the United States and, in partnership with CBS Outdoor, wins the tender for the city of Vancouver in Canada.

2003: JCDecaux increases its stake in Gewista to 67%, a leader in outdoor advertising in Austria.

2004: JCDecaux renews the street furniture contract for Lyon. In Asia-Pacific, the Group signs the first exclusive bus shelter advertising contracts in Yokohama, the second largest city in Japan, and wins the contract to manage advertising space in Shanghai airports, in partnership with the latter.

2005: JCDecaux makes three major acquisitions in China and becomes number one in outdoor advertising in this fast-growing market. The Group simultaneously pursues its growth in Japan.

2006: JCDecaux makes several acquisitions in order to penetrate new, high-growth markets, or consolidate positions in mature markets. JCDecaux thus acquires VVR-Berek, the leading outdoor advertiser in Berlin, and invests in Russia and the Ukraine. The Group accelerates its growth in Japan.

2007 and 2008: JCDecaux renews a number of major contracts, particularly in France, and introduces self-service advertising-financed bicycle systems, including the Vélib' programme in Paris. The Street Furniture business accelerates its expansion in Japan, adding four new contracts, and the Group pursues its growth in India and China, with the renewal and extension of the advertising contract for the Shanghai underground. JCDecaux makes acquisitions and alliances to penetrate new high-growth markets, particularly in the Middle East and Central Asia.

2009: JCDecaux reinforces its market position in Germany through the acquisition of the majority ownership in Wall

3. ARTICLES OF ASSOCIATION

The text of the Company's Articles of Association is stated below. They can be amended in accordance with applicable laws and regulations.

ARTICLE 1 - FORM

The Company is in the form of a limited liability company.

ARTICLE 2 – PURPOSE

The Company's purpose in France and abroad is:

- the study, invention, development, manufacture, repair, assembly, maintenance, leasing, and sale of all articles or equipment destined for industrial or commercial use, and especially the manufacture, assembly, maintenance, sale, and operation of all types of street furniture, whether advertising or not, and the provision of all services, including advisory and public relations services;
- transport of goods, directly or indirectly, by road and leasing of vehicles for transport of such goods;
- advertising, marketing of advertising space on all types of street furniture, billboards, as well as on any other media, including neon signs, façades, television, radio, the Internet, and all other media, and the undertaking on behalf of third parties of all sales, leasing, display, installation, and maintenance of advertising displays and street furniture;
- management of investments in negotiable securities, particularly relating to advertising and especially billboards, and use of its resources to invest in securities, especially through acquisition of, or subscription for, shares, equity interests, bonds, bills and notes, or other securities issued by French or foreign companies and relating particularly to advertising;

and more generally, engaging in any financial, commercial, business or real estate transactions that may be related, directly or indirectly, to the corporate purposes, or likely to extend or develop them more easily;

In particular, the Company may organise a centralised treasury management system with all companies in which it has a direct and/or indirect equity interest, for the purpose of optimising its credit, such as by investing its surplus cash, in any manner permitted by law at that time.

ARTICLE 3 – COMPANY NAME

The name of the Company is: **JCDecaux SA**

ARTICLE 4 – REGISTERED OFFICE

The registered office is located at NEUILLY-SUR-SEINE (Hauts de Seine), 17, rue Soyer.

It may be transferred pursuant to the legal provisions in force.

ARTICLE 5 – TERM

The term of the Company is 99 years from 5 June 1975; it will expire on 5 June 2074, except in the event of early dissolution or extension.

ARTICLE 6 - CAPITAL

The share capital totals €3,374,765.27 (three million three hundred and seventy-four thousand seven hundred and sixty-five euros, twenty-seven cents) divided into 221,369,929 (two hundred and twenty-one million three hundred and sixty-nine thousand nine hundred and twenty-nine) shares of the same category and fully paid-up.

ARTICLE 7 – CALL ON SHARES

Any share subscription in cash must be accompanied by a payment of at least a quarter of the nominal amount of the shares subscribed to and, where applicable, the entirety of the issue premium. The balance is payable in one or several instalments at the times and in the proportions that will be determined by the Executive Board, in accordance with the law. Notice of calls shall in each case be served on shareholders fifteen days at least before the time fixed for such payment, either by registered letter with acknowledgment of receipt, or by a notice published in legal notices publications at the place of the registered office.

If the sums called in respect of a share are not paid on expiry of the period determined by the Executive Board, interest shall fall due on the sums by operation of law without the need for legal action or formal notice, for each late day calculated from the due date, at the legal interest rate increased by two points, all without prejudice to enforcement measures provided by the law.

ARTICLE 8 – RIGHTS AND OBLIGATIONS ATTACHED TO EACH SHARE

Each share shall carry the right to a share in the Company's assets, a share in the profits and in the liquidation surplus, proportional to the number of existing shares.

Each time that it is necessary to hold a certain number of shares to exercise a right, holders who do not hold this number must group together the required shares.

Each shareholder has as many votes as shares he holds or represents.

ARTICLE 9 – FORM OF SHARES

1) Identification of shareholders

Shares are nominative or to the bearer, at the shareholder's choosing, under the conditions provided for in the legal provisions in force. These shares, whatever their form, must be registered in the account in the name of their holder.

However, when their holder does not reside on French territory, within the meaning of Article 102 of the French Civil Code, any intermediary can be registered on behalf of this owner. This registration can be in the form of a group account or in several individual accounts each corresponding to one owner.

The intermediary registered must, at the time of opening his account with either the issuing Company, or the financial intermediary authorised account holder, declare, under the conditions decreed, his capacity as an intermediary holding shares on behalf of others.

In view of identifying holders of bearer shares, the Company can request at any time from the central custodian which is the account holder for issuing its shares, depending on the case, the name, nationality, year of birth or formation and the address of the shareholders granting immediately or in the future a right to vote in its own meetings as well as the quantity of shares held by each of them and, where applicable, any restrictions that apply to the shares.

The Company shall have the right to request, in view of the list provided by the aforementioned organisation, either by the intervention of this organisation or directly, under the same conditions and under penalty of sanctions provided for in Article L.228-3-2 of the French Commercial Code, from persons named on this list and whom the Company deems to be registered on behalf of third parties, information concerning the holders of the shares. These persons must, when they have the status of an intermediary, disclose the identity of the holders of these shares. The information is provided directly to the financial intermediary holding the account, in order that the latter send it, depending on the case, to the Company or the aforementioned organisation.

If it involves shares in a nominative form, granting immediately or in the future access to the capital, the intermediary shall register them under the conditions stipulated in Article L.228-1 of the French Commercial Code and must, within a time period decreed, disclose the identity of the holders of these shares, as well as the quantity of shares held by each of them on first request of the Company or its agent, which can be made at any time.

As long as the Company deems that certain holders whose identity has been disclosed to it are holders on behalf of third parties, it has the right to request that these holders disclose the identity of the holders of these shares, as well as the quantity of the shares held by each of them, under conditions stipulated in Articles L.228-2 II and L.228-3 of the French Commercial Code.

At the end of these transactions, and without prejudice to the obligations to declare major shareholdings pursuant to Articles L.233-7, L.233-12 and L.233-13 of the French Commercial Code, the Company can request that any company holding its shares and holding shares exceeding 1/40th of the capital or voting rights, disclose the identity of the persons holding directly or indirectly more than one third of its capital or voting rights.

An intermediary that meets the requirements set out in paragraphs 7 and 8 of Article L.228-1 of the French Commercial Code, acting under general authority to manage securities, may transmit the vote or warrant of a shareholder for any General Meeting as set out in paragraph 3 of the same Article.

Prior to transmitting the warrants or votes to the General Meeting, the intermediary registered in accordance with Article L.228-1 of the French Commercial Code, is required to supply a list of the non-resident shareholders with respect to which the voting rights are attached as well as the shares held by each of them, at the request of the Company or its representative. This list is provided under the terms and conditions set out in Articles L.228-2 or L.228-3, as appropriate, of the French Commercial Code.

The vote or warrant issued by an intermediary that either has not registered as such, or has not disclosed the shareholder's name, may not be counted.

The breach of the obligations resulting from the aforementioned paragraphs is sanctioned in accordance with the provisions of Article L.228-3-3 of the French Commercial Code.

2) Crossing certain thresholds

In addition to the filings for crossing thresholds expressly provided for under the first and second paragraphs of Article L.233-7 of the French Commercial Code, any individual or entity acting alone or in unison with others who becomes the owner, directly or indirectly, through one or more companies that it controls within the meaning of Article L.233-3 of the French Commercial Code, of a number of shares representing 2% or more of the share capital or the voting rights, must notify the Company by registered letter with acknowledgment of receipt within five trading days of crossing such threshold of the total number of shares and voting rights the individual then owns, as well as of any securities convertible into shares or voting rights which may potentially be attached. The same notice requirement applies each time a change of more than 1% in shareholding occurs in respect of such threshold.

Such notice must also be given to the Company when a shareholder's ownership of shares or voting rights falls below one of the aforementioned thresholds.

The legal penalties in the event of the non-observation of the obligation to declare the crossing of the legal thresholds also applies in the event of the non-declaration of the thresholds stipulated in these articles of association, upon the request at the General Meeting of Shareholders of one or more shareholders holding at least 5% of the Company's share capital or voting rights.

ARTICLE 10 – TRANSFER AND INDIVISIBILITY OF SHARES

Shares can be traded freely.

Shares are transferred from one account to another on the signed instructions of the assignor or his authorised representative.

ARTICLE 11 – ADMINISTRATION OF THE COMPANY

The Company is managed by an Executive Board, which carries out its duties under the control of a Supervisory Board.

ARTICLE 12 – EXECUTIVE BOARD – COMPOSITION

The Executive Board is composed of at least two members and at most seven members appointed by the Supervisory Board.

Members of the Executive Board must be individuals and need not be chosen from among the shareholders.

No acting member of the Supervisory Board can be part of the Executive Board.

A member of the Executive Board can only be appointed to the Executive Board or as the sole Co-CEO of another company, under the conditions stipulated by the French Commercial Code.

Furthermore, a member of the Executive Board cannot be appointed as a legal representative of a company that JCDECAUX SA does not directly or indirectly control without having been authorised by the Chairman of the Supervisory Board.

In one case or the other, the member of the Executive Board who has not complied with the provisions stipulated in the previous two paragraphs, must resign either from his duties as a member of the Executive Board, or his unauthorised duties, within a period of three years from his appointment to the unauthorised duties.

ARTICLE 13 – TERMS OF OFFICE OF MEMBERS OF THE EXECUTIVE BOARD – COMPENSATION

The Executive Board is appointed for a term of three years. The terms of office of its members expire at the end of the General Meeting of Shareholders ruling on the financial statements for the fiscal year just ended and held during the year in which such term of office is due to expire. In the event of a vacancy due to death, resignation or removal, the Supervisory Board must, within a period of two months from the vacancy arising, fill the vacant position, for the time left to run until renewal by the Executive Board.

The acceptance and exercise of the term of office of a member of the Executive Board results in the undertaking, for each interested party, that at all times he meets the conditions and obligations required by current laws, particularly concerning the number of terms of office.

Any member of the Executive Board is eligible for re-election.

No one past the age of seventy may serve on the Executive Board. Any Executive Board member who reaches that age is deemed to have retired at the close of the meeting of the Supervisory Board following the date on which he reaches that age, unless the Supervisory Board decides to allow the member to serve out the balance of his term.

The Supervisory Board sets out in the appointment contract the method and the amount of compensation for each member of the Executive Board.

Members of the Executive Board or the sole Co-CEO may be removed by the General Meeting of Shareholders or the Supervisory Board. If the removal is decided without just cause, it can give rise to damages and interest. In the event that the interested party has signed an employment contract with the Company, the removal of his duties as a member of the Executive Board will not terminate this contract.

ARTICLE 14 – ORGANISATION AND OPERATION OF THE EXECUTIVE BOARD

The Supervisory Board confers on one of the members of the Executive Board the office of Chairman and fixes the term of his duties. It can also confer on one of the members of the Executive Board the office of Vice Chairman.

The Executive Board meets as often as the Company's interests require, at the registered office or at any other place indicated in the notice of meeting.

It is convened by the Chairman or, in the event he is hindered in so doing, by at least half of its members.

Notifications are made by all means, even verbally.

Meetings of the Executive Board are chaired by its Chairman or, in his absence, by the Vice Chairman or, in his absence, by a member of the Executive Board chosen at the beginning of the meeting. The Executive Board may also appoint a secretary who may or may not be chosen from among its members.

If the Executive Board has two members, both must be present for business to be validly conducted, if it has more than two members, at least half of the members must be present.

A member of the Executive Board can authorise another member to represent him at an Executive Board meeting by means of a letter, fax or telegram. Each member of the Executive Board may only represent one other member.

An attendance register is kept at the registered office and is signed by all the members participating in each Executive Board meeting.

It the Executive Board is comprised of two members, decisions are taken by a unanimous vote. If it has more than two members, decisions are taken on a majority of the votes of members present or represented; in the event that the votes are evenly split, the Chairman's vote shall be decisive. The Executive Board can draw up Internal By-Laws setting out its organisation or operating method.

Deliberations are recorded in minutes signed by the Chairman and one member of the Executive Board or, in the event the Chairman is absent, by two members of the Executive Board.

These minutes are either reproduced on a special register or collated.

The copies or extracts of these minutes are certified by the Chairman of the Executive Board or by one of its members, and during liquidation by a liquidator.

Members of the Executive Board who participate in the meeting by means of videoconference or telecommunications, the nature and conditions of application of which are stipulated by the French Commercial Code, which enables the identification of the members and which guarantees their actual participation are deemed to be present for calculating quorum and majority;

The Chairman of the Executive Board represents the Company in its relations with third parties.

The Supervisory Board can attribute the same power of representation to one or several members of the Executive Board who then bear(s) the title of "Co-CEO".

ARTICLE 15 – POWERS AND DUTIES OF THE EXECUTIVE BOARD

The Executive Board has the broadest possible authority to act in all circumstances on behalf of the Company with regard to third parties, subject to the powers expressly granted at Shareholders' Meetings and by the Supervisory Board, under the law and the articles of associations, particularly concerning the operations set out in paragraphs 4 and 5 of this Article and Article 18 below.

The Executive Board has the option to delegate part of its authority when it deems it suitable.

Members of the Executive Board can, with the authorisation of the Supervisory Board, distribute the management tasks between them. However, this distribution can in no case have the effect of removing from the Executive Board its purpose as a body collectively carrying out the Company's general management.

The Executive Board carries out its duties under the control of the Supervisory Board. It must notably present to the Supervisory Board:

- at least once a quarter, a report on the Company's business and affairs;
- within three months following the end of each fiscal year, the financial statements for review and approval.

Guarantees and security deposits for third parties can only be granted by the Executive Board after authorisation by the Supervisory Board.

The Supervisory Board can set, for a maximum period of one year, an overall sum or a sum below which an authorisation shall not be necessary. Non-compliance with these provisions is only binding on third parties in cases stipulated by law.

The sale of properties by accounting item, the full or partial sale of shareholdings, the forming of sureties must be authorised beforehand by the Supervisory Board. The Board can determine by transaction a sum below which an authorisation shall not be necessary. Non-compliance with these provisions is only binding on third parties in cases stipulated by law.

ARTICLE 16 - COMPOSITION OF THE SUPERVISORY BOARD

The ongoing control of the Company's management by the Executive Board is exercised by the Supervisory Board composed of at least three members and eighteen at most, subject to the exemptions provided for under Article L.225-95 of the French Commercial Code.

Members of the Supervisory Board are appointed by the General Shareholders' Meeting for a maximum term of four (4) years. However, the term of office of members of the Supervisory Board shall continue until the end of the General Shareholders' Meeting approving the financial statements for the past fiscal year and held in the year during which this member of the Supervisory Board's term of office expires.

The term of office of a member of the Supervisory Board expires at the end of the General Shareholders' Meeting that considers and acts on the financial statements of the fiscal year just ended and that is held during the year in which such term of office is due to expire.

Members of the Supervisory Board are eligible for re-election.

They may be removed by the General Meeting of Shareholders.

The number of members of the Supervisory Board over the age of 75 may not be greater than one-third of the serving members. Any appointment contrary to this provision shall be null and void. When this limit is passed, the oldest member is deemed to have left office. In addition, starting at age 75, the term of office is annual.

A legal entity can be appointed as member of the Supervisory Board. During its appointment, it must name a permanent representative.

In the event of a vacancy arising due to death, age limit or resignation, the Supervisory Board can, between two General Meetings of Shareholders, make interim appointments. These appointments are subject to ratification at the next General Shareholders' Meeting.

A member of the Supervisory Board appointed as a replacement for another, whose term of office has not expired, only remains in office for the time remaining to run of his predecessor's term of office.

If the number of members of the Supervisory Board falls below the legal minimum, the Executive Board, or failing this the Supervisory Board, must immediately convene a General Shareholders' Meeting with a view to adding to the members of the Supervisory Board.

A member of the Supervisory Board can only be appointed to the Supervisory Board of another company, under the conditions stipulated by the French Commercial Code.

ARTICLE 17 – ORGANISATION AND OPERATION OF THE SUPERVISORY BOARD

The Supervisory Board elects from among its members a Chairman and a Vice Chairman in charge of convening the Board and chairing discussions. The Board determines the amount of their compensation. The Chairman and Vice Chairman must be individuals rather than legal entities. They are elected for a term that is equal in length to their term of office on the Supervisory Board. They are always eligible to be re-elected.

The Supervisory Board may appoint a secretary who can be chosen from outside the shareholders.

The Supervisory Board meets at the registered office or at such other location indicated in the notice of meeting, on convening by its Chairman or Vice Chairman, as often as the Company's interests require and at least once every quarter to hear the Executive Board's report.

The Chairman or Vice Chairman must convene the Board to a meeting, the date of which can be no more than 15 days later when at least one member of the Executive Board or at least a third of the members of the Supervisory Board presents it with a justified request for this purpose. If the request goes unheeded, its authors may convene the meeting, by stating the meeting's agenda.

Meetings can be convened by all means, even verbally.

Any member of the Supervisory Board can authorise another member to represent him at a Supervisory Board meeting by means of a letter, fax or telegram. Each member of the Supervisory Board can only have during the same meeting one proxy; these provisions are applicable to the representative of a legal entity member of the Supervisory Board.

At least half of the Board members must be present for the Supervisory Board to transact business validly.

Meetings of the Supervisory Board are chaired by the Chairman of the Supervisory Board or, in his absence, by the Vice Chairman or, otherwise by any member chosen by the Supervisory Board.

Decisions must be taken by a majority of the members present in person or represented by proxy.

In the event of a tie, the person chairing the meeting has the deciding vote.

Members of the management can assume a consultative role at the meetings of the Supervisory Board on the Chairman's initiative.

An attendance register is kept at the registered office and is signed by all the members participating in each Supervisory Board meeting.

Minutes are drawn up and the copies or extracts of the deliberations are delivered and certified in accordance with the applicable legal and regulatory provisions.

The Supervisory Board may draw up Internal By-Laws stipulating the creation of one or more committees within it, whose duties it will define as well as the fact that for the calculation of the quorum and majority, members of the Supervisory Board who participate in the meetings by means of videoconference or telecommunications under the conditions stipulated by the French Commercial Code are deemed present.

Members of the Supervisory Board, as well as any other person attending the Supervisory Board meetings, must exercise discretion concerning the deliberations of the Board and regarding information of a confidential nature or presented as such by the Chairman.

ARTICLE 18 – RESPONSIBILITIES OF THE SUPERVISORY BOARD

The Supervisory Board oversees the management of the Company by the Executive Board.

The Supervisory Board may review or investigate the Company's operations at any time it deems appropriate and may obtain any document that it believes is necessary for this purpose.

At least once every quarter, the Executive Board must report to the Supervisory Board on the Company's business and affairs.

Within three months following the end of each fiscal year, the Executive Board must present to the Supervisory Board, for its review and approval, the financial statements for the period.

The Supervisory Board must present its report to the annual General Meeting of Shareholders on the report of the Executive Board, as well as on the financial statements for the period.

The Supervisory Board appoints a Chairman from among the members of the Executive Board, whose length of term and compensation it determines. It attributes where applicable the authority to represent the Company to one or more members of the Executive Board and authorises their accumulation of terms of office as a member of the Executive Board or as the sole Co-CEO of another company.

It can convene the General Meeting of Shareholders.

The Supervisory Board – under the conditions stipulated in Article 15 of the articles of association – grants its prior authorisation to the Executive Board for guarantees and security deposits for third parties, on the one hand, the sale of properties by accounting item, the full or partial sale of shareholdings and the forming of sureties, on the other hand, and sets the limits below which this authorisation is not required.

It authorises the agreements set out in Article 20 below.

It can move the registered office within the same French department or in a neighbouring department, subject to ratification, in accordance with the aforementioned Article 4.

It can confer on one or several of its members all special terms of office for one or several definite objects.

ARTICLE 19 – COMPENSATION FOR MEMBERS OF THE SUPERVISORY BOARD

An annual sum, in terms of Directors' fees, can be allocated to members of the Supervisory Board, in compensation for their work, the amount of which is charged to the Company's operating expenses, and determined by the General Meeting of Shareholders and continues until a contrary decision is made by the meeting. The Supervisory Board freely distributes this allocation between its members.

Furthermore, the Board can allocate to certain members non-recurring payments for work or offices entrusted to them.

ARTICLE 20 – AGREEMENTS WITH A RELATED PARTY

Any agreement taking place directly or by means of a person intervening between the Company and one of the members of the Executive Board or Supervisory Board, a shareholder holding a proportion of the voting rights greater than 10% or, if it involves a shareholder company, the company controlling it, within the meaning of Article L.233-3 of the French Commercial Code, must be subject to the Supervisory Board's prior authorisation.

The same applies to agreements in which one of the persons cited in the previous paragraph is indirectly involved.

Agreements taking place between the Company and a company are also subject to the prior authorisation, if one of the members of the Executive Board or the Supervisory Board of the Company is an owner, associate, manager, Director, member of the Supervisory Board or, generally, manager of this company.

The interested party cannot take part in the vote on the authorisation sought.

These agreements are subject to the approval of the General Meeting of Shareholders under the conditions stipulated in the French Commercial Code.

These provisions are not applicable to agreements relating to day-to-day management operations and agreed under normal conditions. However, these agreements, with the exception of those, which, due to their object or their financial implications, are not significant for any of the parties, are sent by the interested party to the Chairman of the Supervisory Board. The Chairman sends its list and object to members of the Supervisory Board and to the Statutory Auditors. Any shareholder has the right to obtain a copy of it.

Members of the Executive Board and members of the Supervisory Board other than legal entities are prohibited from contracting, in any form whatsoever, loans from the Company and from being granted an overdraft in a current account or other account by it, as well as it standing surety or guaranteeing their obligations towards third parties. The same ban applies to permanent representatives of legal entities that are members of the Supervisory Board.

It also applies to spouses, descendants and ascendants of persons cited in the previous paragraph as well as any other intermediate person.

ARTICLE 21 – STATUTORY AUDITORS

The Ordinary General Meeting of Shareholder determines, for the term, under the conditions and with the responsibilities stipulated by law, one or more statutory auditors and one or more alternate statutory auditors.

ARTICLE 22 – GENERAL MEETINGS OF SHAREHOLDERS

1. General Meetings of Shareholders are held and transact business under the terms and conditions provided by law. They may be held at the registered office or at any other location in France.

2. General Meetings of Shareholders are open to all shareholders, regardless of the number of shares they hold, as long as their shares have been fully paid up, to the extent that payment is due.

The right to be present in person or represented by proxy at a shareholders' meeting is subject to the shareholder being registered either in the books and records of registered shareholders kept by the Company, or in accounts for bearer shares held in registered form by an authorised broker or agent, under the terms and conditions and subject to the deadlines provided under applicable law and regulations.

An intermediary that meets the requirements set out in paragraphs 7 and 8 of Article L.228-1 of the French Commercial Code, acting under general authority to manage securities, may transmit the vote or proxy of a shareholder for any General Meeting of Shareholders as set out in paragraph 3 of the same article.

3. Shareholders may participate in a Meeting of Shareholders by videoconference or any other means of telecommunication permitted by applicable law and regulation and be deemed present for quorum purposes and determination of required majorities at such Shareholders' Meeting, upon a decision allowing such participation taken by the Executive Board and published in the notice of the meeting.

4. The Workers' Committee of the Company may propose resolutions for inclusion in the agenda of Shareholders' Meetings.

It can also request that the courts appoint a representative in charge of convening the General Meeting of Shareholders in the event of an emergency.

Two members of the Workers' Committee, one from the category of technicians and supervisors (shop stewards), the other from the category of employees and workers, or, if applicable, the persons indicated in the third and fourth paragraphs of Article L.432-6 of the French Labour Code, may be appointed by the Workers' Committee to attend General Meetings of Shareholders. They have the right to be heard, upon request, in respect of any matter requiring unanimity that may come before the Meeting.

5. General Meetings of Shareholders are chaired by the Chairman of the Supervisory Board or, in his absence, by the Vice Chairman of the Supervisory Board or, in his absence, by a member of the Supervisory Board specially delegated for such purpose by the Supervisory Board. Otherwise, the shareholders may elect their own person to chair the meeting.

ARTICLE 23 – FISCAL YEAR

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

ARTICLE 24 – DISTRIBUTION OF PROFITS

The Shareholders, after making any necessary credit to the legal reserve, may allocate any amount of net distributable income that they choose to retained earnings, any special reserve fund, or any other special or ordinary purpose. The remainder is to be distributed among all shareholders, in proportion to their equity interest in the share capital.

ARTICLE 25 – LIQUIDATION

1. Subject to compliance with the legal regulations in force, liquidation of the Company shall comply with the regulations below, with the observation made that Articles L.237-14 to L.237-31 of the French Commercial Code shall not be applicable.

2. Shareholders at the Extraordinary General Meeting appoint under conditions of quorum and majority stipulated in the Ordinary General Meetings, from among them or from outside, one or more liquidators whose duties and compensation they will determine.

This appointment brings to an end the terms of office of members of the Executive Board and Supervisory Board and, unless the Meeting decides otherwise, those of the Statutory Auditors.

The Ordinary General Meeting of Shareholders can still remove or replace the liquidators and extend or restrict their powers.

The liquidators' term of office is, unless otherwise stipulated, assigned for the entire term of the liquidation.

3. The liquidators have, jointly or separately, the widest powers to realize, at the price, charges and conditions that they deem suitable, any Company asset and discharge its liabilities.

The liquidator(s) can, during the liquidation, distribute payments and, at the end of the liquidation, distribute the balance available without the need for any advertising formality or deposit of funds.

Sums dues to associates or creditors and not claimed by them shall be paid to the *Caisse des Dépôts et Consignations* (French Deposit and Consignment Office) within the year that follows the termination of the liquidation.

The liquidators have, even separately, the capacity to represent the Company with regard to third parties, particularly public or private authorities, as well as to bring legal proceedings before any courts both as applicant or defendant.

4. During the liquidation, the General Meetings are held as often as required in the Company's interest without however it being necessary to comply with the stipulations of Articles L.237-23 *et seq.* of the French Commercial Code.

General Meetings are legally convened by a liquidator or by shareholders representing at least a tenth of the share capital.

Meetings are chaired by one of the liquidators or, in his absence, by the shareholder with the greatest number of votes. They deliberate under the same conditions of quorum and majority as before the dissolution.

5. At the end of the liquidation, the shareholders meet in an Ordinary General Meeting ruling on the final account of the liquidation, the discharge of the liquidators' management and their term of office.

They record, under the same conditions, the termination of the liquidation.

If the liquidators neglect to convene the Meeting, the presiding judge of the commercial court, ruling by summary order can, on the request of any shareholder, appoint an agent to carry out this notification.

If the closing meeting cannot deliberate or if it refuses to approve the liquidation accounts, it is ruled on by a decision of the commercial court, on the request of the liquidator or any interested party.

6. The amount of shareholders' equity remaining, after reimbursement of the nominal amount of the shares, is shared equally between all the shares.

During reimbursement of the share capital, the burden of any taxes that the Company must deduct at source will be distributed between the shares indistinctly in proportion uniformly to the capital reimbursed to each of them without it having to take account of the different issue dates nor the origin of the various shares.

ARTICLE 26 – DISPUTES

Any disputes that could arise during the operation of the Company or its liquidation, either between the shareholders, or between the Company and the shareholders themselves concerning the interpretation or performance of these articles of association or generally on the subject of corporate affairs will be submitted to the competent courts under the conditions of general law.

4. RISK FACTORS

The Company's internal control procedures describe the organisation and procedures introduced within the Group to manage risks, page 157.

4.1. Risks run as part of the business

The Group's reputation
Our business is closely linked to the quality and integrity of the relations we have with local governmental authorities, essentially with respect to our Street Furniture business. Our reputation for, and our history of, integrity are essential factors that help us to procure contracts with local governments.

Beginning in 2001, we developed ethical rules applicable to our entire business. These rules were revised in 2005 and in 2009 and have been broadly distributed throughout the Group. They have been clarified with terms and conditions of application adapted to our lines of business in order to avoid any misunderstanding as to their interpretation.

Reliance on key executives
We depend to a large extent on the continued services of the key executive officers, particularly Jean-François Decaux and Jean-Charles Decaux, both members of the Executive Board and Jean-Claude Decaux, Chairman of the Supervisory Board and founder of the Group. The loss of the services of any of the key executive officers, for any reason, could have an adverse effect upon the business.

Risks related to public procurement procedures
Concluding contracts with local governments in France and elsewhere is subject to complex statutory and regulatory provisions.

Over time the Group has accrued teams of lawyers with specialised knowledge in public and administrative law to manage the bids in France and elsewhere. These teams analyse the content of the public tenders and ensure strict compliance with procedures and standard specifications issued by the procurement authority.

The preparation of responses to public tenders follows a precise process that includes all of the relevant departments of our Company, under the supervision of a member of the Executive Board. Reponses to tenders that don't meet certain criteria or that exceed certain limits are systematically referred to the Executive Board for approval.

The complexity of the procedures and the multiplicity of the existing paths of recourse, before and after signing the contract increase the possibility of the Group being involved in litigation.

Furthermore, if a public procurement contract is voided by a court decision, compensation is awarded to the counterparty, but it does not necessarily cover the full amount of the loss.

Lastly, in certain countries where the Group exercises its business, including France, any local authority that is part of a contract under public law can terminate it at any time, in whole or in part, for reasons in the general interest. The scope of the compensation due to offset the loss of the counterparty remains in this case up to the court's assessment.

Risks related to the change in applicable regulations

- **Risks related to regulations applicable to billboards**

The outdoor advertising industry is subject to significant governmental regulation at both the national and local level, particularly in Europe and the United States, relating to the density, size and location of billboards and street furniture in urban and other areas, and regulation of the content of outdoor advertising (including bans and/or restrictions in certain countries on tobacco and alcohol advertising). Local law and regulations, however, are moving in the direction of reducing the total number of advertising outlets, and local authorities are becoming stricter in applying existing law and regulations. Part of the advertising outlets, in particular in the area of billboards, could therefore, in the future, have to be removed or relocated in certain countries.

Note that in France, a reform of the Environmental Code is underway as part of the "Grenelle 2" global environment project, which should reinforce the rules and procedures applicable to billboards and impact some advertising panels.

- **Risks related to regulations applicable to alcoholic beverage advertising**

The European Directive dated 30 June 1997 regulates advertising of alcoholic beverages. Laws and regulations in this area vary considerably from one European country to another, from complete prohibition of advertising to permission only at points of sale. However, the majority of the European Union States have adopted laws that restrict the content, presentation and/or timing of such advertising.

In China, advertising of alcoholic beverages is subject to regulation under the Regulatory Rules on Alcoholic Beverage Advertising, dated 17 November 1995, in particular submitting it to a prior health certificate.

An extension to these restrictions may have a negative impact on the revenue from the relevant countries.

In 2009, alcohol advertising accounted for 4.2 % of the Group's consolidated revenue, compared to 4.45% in 2008.

- **Risks related to regulations applicable to tobacco advertising**

Anti-tobacco campaigns have become a major priority in the European Union, and European countries have taken steps to harmonise the legislation against advertising tobacco products, especially in light of EU Directive 89/552 EEC, as amended by Directive 97/36/EC on Television without Frontiers, which harmonises the ban on advertising tobacco products.

Thus, tobacco advertising on billboards is banned in Australia, Belgium, Denmark, Spain, Finland, France, Norway, Ireland, Iceland, Italy, Luxembourg, The Netherlands, Portugal, UK and Sweden, as well as the majority of the States in the US. Tobacco products advertising is permitted, subject to restrictions, in Germany, Austria and China.

An extension to these restrictions may have a negative impact on the revenues from the relevant countries.

In 2009, tobacco advertising accounted for 0.7 % of our consolidated revenue, compared to 0.6% in 2008.

- **Risks related to regulations applicable to other media**

The application in France of the EU Television without Frontiers Directive, dated 3 October 1989, has involved a gradual opening of media to all industries. In France, the Decree dated 7 October 2003 provides for gradual access for large retailers to television advertising, and all televised media (local channels, cable, satellite and broadcast channels) became open to large retailer advertising from 1 January 2007. This access has had an unfavourable impact on outdoor advertising since 2007.

4.2. Risks related to regulation of competition

An element of our growth strategy involves acquisitions of additional outdoor advertising companies, many of which are likely to require the prior approval of national and/or European competition authorities.

The European Commission or national competition authorities could prevent us from making certain acquisitions or impose conditions limiting such acquisitions.

In connection with our business, we bring actions and other proceedings with national competition authorities, or are the subject of actions and proceedings brought by our competitors.

4.3. Legal risks

The JCDecaux Group is involved in several disputes relating to the terms of implementation of some of its agreements with its licensors and with the terms of its relations with suppliers.

Moreover, its business activities with local governmental authorities, in France and abroad, can lead to specific legal proceedings. Thus, the JCDecaux Group is implicated in disputes concerning the attribution or termination of street furniture and/or billboard contracts, as well as disputes relating to the taxation of its business.

To the best of our knowledge, there are no other court, arbitration or administrative proceedings including any that have been suspended or are threatened and likely to have or which have had material effects on the financial situation or profitability of the company and/or Group over the past 12 months.

4.4. Environmental risks

Since we were formed, we have been actively involved, together with local governments, transportation companies, airport authorities, advertisers, and advertising and media agencies in improving the urban environment.

In 2008 the Group publicised on its website a Sustainable Development Statement which sets out in detail its willingness to pursue economic development that respects humans and the environment.

The Group has confirmed the following objectives: reduce the impact of its business on the environment (reduction in energy and water consumption, recycling of posters and other waste), pursue eco-design, and increase the use of life-cycle analysis and “green” products, and reduce carbon emissions

The Group also intends to accelerate the ISO 14001 certification process in order to satisfy the highest international standards. Industrial activities managed by the Department for Reseach, Production & Operations, in France and the Group subsidiaries in Spain, Norway, the United Kingdom, Portugal, Italy and Sweden are already ISO 14001 certified (with these seven countries representing 53% of Group revenue). Work is underway in several subsidiaries to obtain or extend the scope of certification, as in Finland for example, which aims for certification in 2010.

In order to coordinate all of its commitments, the Group is equipped with a Quality Control and Sustainable Development Department, placed directly under the authority of one of the members of the Executive Board, whose task is to define and implement the Group’s broad strategic direction with regard to sustainable development.

At the same time, the Group supports sustainable development in a proactive way, through its products and its services, as for example the Vélib’ self-service bicycle system and the design of structures to collect waste.

Lastly, although the Group’s business activities do not involve a serious risk of pollution, the level of risk management concerning potential environmental damage, such as accidental pollution, is always being improved.

4.5. Risks covered by insurance

Organisation

Given the similarity of the operations in various countries, the strategy is to cover essential risks centrally under worldwide insurance policies taken out by JCDecaux SA with major international insurers. The Group therefore obtains coverage for risks of damage to property and operating losses, as well as for public liability risks and corporate officers' insurance.

This strategy enables us both to obtain a significant level of coverage on the basis of worldwide premium rates, but also to ensure that the degree of coverage applicable to our companies, both in France and elsewhere, is consistent with the potential risks that have been identified and with our Group strategy for risk coverage.

We may also obtain local and/or specific coverage to comply with locally applicable laws and regulations, or to meet specific requirements. Purely local risks such as covering risks associated with motor vehicles are covered by each country, under its responsibility, with the exception of France, Spain and the UK, which were included in an international automobile programme in 2009.

For essential risks, our worldwide coverage applies where there are differences or gaps in the terms and conditions or limits of coverage under local policies.

In addition, to obtain the most value for the insurance investment and have full control of risks, the Group self-insures for both recurring operating risks and low-level or mid-range risks, essentially through Business Interruption/Damage, Public Liability and Automobile Fleet policies.

Policy

The insurance management policy is to identify major catastrophic risks by assessing those, the consequences of which would be most significant for third parties, employees and for the Group.

All material risks are covered under a worldwide Group insurance programme, with self-insurance (deductibles) provided only in respect of frequent risks. The aggregate amount of premiums paid in 2009 totalled €2,169,132.

As a matter of policy the JCDecaux Group does not obtain coverage from insurers unless they have the highest rating.

All of these insurance programmes include levels of deductibles, which ensure that only non-recurring risks are covered. They also include levels of coverage that, in light both of the Group's past risk history, in particular the severe storms of 1999 in Europe, and the study undertaken of the essential industrial facilities, have the objective of insuring major risks that are exceptional in character.

Implementation – principal Group policies

The principal coverage under Group policies in force since 1 July 2006 and extended until 1 July 2010 is as follows:

- **Civil liability**

We self-insure risks in unit amounts below or equal to €3,000 in general, which may go up to €10,000 for certain countries that have a high level of recurring risks.

Above these levels of self-insurance, we put in place three successive levels of coverage, the amounts of which have been determined after analysis of risk factors specific to the Group's business and their possible consequences. These three levels cover all the global subsidiaries.

The basic deductible of these Group policies is €1 million; below that level, specific policies have been obtained in each country.

In 2009, we had no major claims.

- **Property damage - Business interruption**

A single insurance programme implemented for principal European countries (a "free servicing agreement") was continued in 2009. The Group's other main foreign subsidiaries are covered under a worldwide programme that provides reinsurance of local policies (particularly in the United States, Hong Kong, Thailand and Singapore).

The smaller foreign subsidiaries are insured locally, and the Group policy provides coverage in cases of losses under different conditions and/or limits.

Advertising structures are covered up to €15 million per claim.

Operating facilities, especially facilities where posters are prepared, are insured up to €100 million per claim. Coverage limitations include business interruption losses as a result of a covered event.

An absolute deductible of €50,000 applies to each claim. This deductible was reduced to €15,000 for the smallest subsidiaries.

In terms of business interruption, the applicable deductible of 10% of the amount of the claim, with a minimum of €15,000 and a maximum of €1,000,000, has been continued.

At the start of 2009, storm damage occurred in France and Spain; the settlement of these claims is underway. The policies taken out are standard on the market. They include specific endorsements for certain events, consistent with the market.

The strategy described above is provided as an illustration of a situation over a given period and should not be considered as representative of a permanent situation.

Our insurance strategy may change at any time, depending on the occurrence of insurable events, the appearance of new risks, or market conditions.

4.6. Market risks

Market risks are discussed in the Notes to the Consolidated Financial Statements on page 112 of this Annual Report.

Concerning its credit risk rating, Moody's rated the group "Baa2". The latter affirmed the "Baa2" rating in its latest report dated 16 March 2010, with a stable outlook while previously it was negative.

5. RELATIONS WITH THE CONTROLLING SHAREHOLDER AND WITH THE PRINCIPAL SUBSIDIARIES AND AFFILIATES

5.1. Relations with JCDecaux Holding

JCDecaux Holding provides JCDecaux SA with services in the areas of conception and implementation of strategic plans, alliances, financing and organisation under an Agreement dated 21 January 2000.

In 2009, JCDecaux Holding billed JCDecaux SA €762,245 under this agreement. This amount has not changed since 2000 and is not indexed.

This agreement, having been signed for a fixed price in accordance with market conditions, has not been considered as an agreement with a related party (*convention réglementée*).

5.2. Transactions by our Company with affiliates

The total amount of rent the Group paid to SCI TroisJean, a subsidiary of JCDecaux Holding, and to JCDecaux Holding, JCDecaux SA's parent company, was €11.9 million in 2009, with SCI TroisJean having waived applying the contractual indexing clause for rents during the 2009 fiscal year in order to take account of advertising market conditions.

The sum of €11.9 million was distributed as follows: €7.1 million to SCI TroisJean for premises in France, Belgium, Spain, and the UK, and €4.8 million to JCDecaux Holding for premises in France.

This rent is consistent with market prices, which was confirmed by an appraisal conducted by an independent appraiser in November 2004. The leases are commercial leases conforming to market standards. This rent represents the largest amount of the operating expenses incurred with related parties in 2009, or 35.3% of such expenses.

Comments on transactions with related parties in respect of fiscal year 2009 are set out in the Notes to the Consolidated Financial Statements and on page 120 of this Annual Report.

5.3. Principal subsidiaries and affiliates

A simplified organisation chart of companies owned by JCDecaux SA at 31 December 2009 appears on page 202. A list of companies controlled by JCDecaux SA is set out in the Notes to the Consolidated Financial Statements, appearing on page 121. None of these companies owns any equity interest in JCDecaux SA.

We are not aware of minority interests that pose, or could pose, a risk to our Group's structure.

The Group has subsidiaries in 55 countries: these subsidiaries conduct most of their operations locally (including sales to advertisers and local operating expenses, etc.). Thus, there exists little in the way of operating expenses and income that flows between and among the various countries where we do business. The Group's principal subsidiaries are located in France (29.4% of revenue in 2009), the United Kingdom (9.6% of revenue in 2009), Europe [(1)] (33.9% of revenue in 2009) and in Asia Pacific (15.7% of revenue in 2009). The financial information by principal groups of subsidiaries is set out in the Notes to the Consolidated Financial Statements on page 118 of this Annual Report (segment information).

JCDecaux SA provides its French and non-French subsidiaries with support in the areas of finance and control, legal affairs and insurance services, management and administration. Such services are billed to the subsidiaries in proportion to the gross margin of revenue that they represent, when they involve general assistance, and based on key factors of the type of service actually rendered to such subsidiaries when they involve pooling of resources. In 2009, JCDecaux SA billed €28.99 million to its subsidiaries.

In addition, JCDecaux SA invoices the use by its subsidiaries of intellectual property rights belonging to it. The amount billed in this respect in 2009 was €18.6 million.

JCDecaux SA, in addition to its role as a parent company, also has its own business operations in France (sale of advertising space on Street Furniture, services to non-advertising clients (local governments), sale of street furniture to the Group's subsidiaries and technical and administrative services provided to all of the Group's French companies).

(1) Excluding France and the UK

6. SIMPLIFIED GLOBAL ORGANISATION CHART[1] AS OF 31 DECEMBER 2009

JCDECAUX HOLDING

70,60%

JCDECAUX SA

France

Company	Country	%	Activity	Note
AVENIR	France	100,00	B	
JCDECAUX MOBILIER URBAIN	France	100,00	SF	
SOPACT	France	100,00	SF	
SEMUP	France	100,00	SF	
CYCLOCITY	France	100,00	SF	
JCDECAUX ARTVERTISING	France	100,00	B	
JCDECAUX AIRPORT FRANCE	France	100,00	T	
SOMUPI	France	66,00	SF	
METROBUS	France	33,00	T	

Europe

Company	Country	%	Activity	Note
JCDECAUX EUROPE HOLDING :	France	100,00	SF *	
- JCDECAUX ESPANA SLU	Spain	100,00	B	
• EL MOBILIARIO URBANO SLU	Spain	100,00	SF	
- RED PORTUGUESA SA	Portugal	94,86	B	(2)
- JCDECAUX LUXEMBOURG SA	Luxembourg	100,00	SF	(3)
- JCDECAUX FINLAND Oy	Finland	100,00	SF	(4)
- JCDECAUX SVERIGE AB	Sweden	100,00	SF	
- JCDECAUX NEDERLAND BV	The Netherlands	100,00	SF	
- JCDECAUX UK Ltd	United Kingdom	100,00	SF	
- JCDECAUX CENTRAL EASTERN EUROPE GmbH	Austria	100,00	B *	
• GEWISTA WERBEGESELLSCHAFT mbH	Austria	67,00	B	
EUROPLAKAT INTERNATIONAL WERBE GmbH	Austria	100,00	B *	(5)
– EUROPLAKAT PROREKLAM Doo	Croatia	51,00	B	(5)
– PROREKLAM-EUROPLAKAT Doo	Slovenia	41,13	B	(5)
- EUROPLAKAT Spol Sro	Rep. Czech	100,00	B	
– RENCAR PRAHA AS	Rep. Czech	71,33	T	
• BIGBOARD Co., Ltd	Russia	50,00	B	
• BIGBOARD GROUP	The Ukraine	50,00	B	
- JCDECAUX LATVIJA SIA	Latvia	100,00	SF	
- JCDECAUX LIETUVA UAB	Lithuania	100,00	SF	
- JCDECAUX SLOVAKIA Sro	Slovakia	100,00	SF	
- JCDECAUX DEUTSCHLAND GmbH	Germany	100,00	SF	
• JCDECAUX GmbH	Germany	100,00	SF	
- ILG AUSSENWERBUNG GmbH	Germany	50,00	SF	
• DSM DECAUX GmbH	Germany	50,00	SF	
• WALL AG	Germany	89,18	SF	
- VVR WALL GmbH	Germany	100,00	SF	
- WALL SEHIR DIZAYNI VE TICARET LTD SIRKETI	Turkey	99,58	SF	

Company	Country	%	Activity	Note
JCDECAUX AIRPORT ESPANA SA	Spain	100,00	T	(6)
JCDECAUX PORTUGAL Lda	Portugal	100,00	SF	(7)
IGP DECAUX Spa :	Italy	32,35	T	(8)
- AEROPORTI DI ROMA ADVERTISING Spa	Italy	74,50	T	
AFA JCDECAUX A/S :	Denmark	50,00	SF	
- AFA JCDECAUX ICELAND ehf	Iceland	100,00	SF	
JCDECAUX NORGE AS	Norway	97,69	T	(9)
EUROPOSTER BV	The Netherlands	100,00	B *	(10)
AFFICHAGE HOLDING	Switzerland	30,00	B	
JCDECAUX IRELAND Ltd	Ireland	100,00	B	(11)
JCDECAUX AIRPORT UK Ltd	United-Kingdom	100,00	T	(12)
JCDECAUX BELGIUM PUBLICITE SA	Belgium	100,00	SF	
JCDECAUX BILLBOARD	Belgium	100,00	B	(13)
JCDECAUX AIRPORT BELGIUM	Belgium	100,00	T	
MEDIA FRANKFURT GmbH	Germany	39,00	T	(14)
JCDECAUX AIRPORT POLSKA Sp zoo	Poland	100,00	T	(15)
JCDECAUX EESTI OU	Estonia	100,00	SF	
JCDECAUX MESTSKY MOBILIAR Spol Sro	Rep. Czech	100,00	SF	(20)

SF Street Furniture
B Billboard
T Transport
* Holding Companies

(1) For ease of reference, this simplified organisation chart does not feature all of consolidated companies, a list of which is included in the notes to the consolidated financial statements.
(2) 94.86 % of which 60.66 % owned by JCDecaux Europe Holding and 34.20 % owned by Europoster BV.
(3) 100% of which 99.995 % owned by JCDecaux Europe Holding and 0,005 % owned by JCDecaux Belgium Publicité SA.
(4) 100 % of which 89.89 % owned by JCDecaux Europe Holding and 10.11 % owned by SEMUP.
(5) Restructuring of assets of Europlakat International was underway as of 1st July 2007 but remained subject to approval from the local competition authorities, pending as of 31 December 2009, in addition to local legal formalities. This concerns subsidiaries in the following countries: Bosnia, Bulgaria, Hungary and Serbia.
(6) 100% owned by JCDecaux Airport France.
(7) 100% of which 99% owned by JCDecaux Mobilier Urbain and 1% owned by JCDecaux SA.
(8) 32.35 % of which 20.48 % owned by JCDecaux SA and 11.87 % owned by Europoster BV.
(9) JCDecaux Norge AS capital is as follows: 75.58 % owned by JCDecaux Europe Holding, 4.61 % owned by AFA JCDecaux A/S and 20.08% owned by JCDecaux Sverige AB.
(10) 100% owned by Avenir.
(11) 100% owned by Avenir.
(12) 100% owned by Avenir.
(13) 100 % owned by Europoster BV.
(14) 39% owned by JCDecaux Airport France.
(15) 100% owned by Avenir.
(16) 100% of which 96.20% owned by JCDecaux SA and 3.80% owned by JCDecaux Europe Holding.
(17) 100% owned by JCDecaux Belgium Publicité SA.
(18) 100% of which 99.98% owned by JCDecaux (China) Holding, 0.01% owned by Avenir and 0.01% by JCDecaux Asie Holding.
(19) 100 % of which 99.9 % owned by JCDecaux Amériques Holding and 0.1% owned by JCDecaux Argentina SA.
(20) 100% owned by JCDecaux Mobilier Urbain.

Asia - Pacific - Middle East - Africa

Company	Country	%	Activity	Note
JCDECAUX AMI HOLDING :	France	100,00	SF *	
- RTS DECAUX JSC	Kazakhstan	50,00	SF	
- JCDECAUX MIDDLE EAST FZ-LLC :	United Arab Emirates	99,99	SF *	
• Q MEDIA DECAUX WLL	Qatar	49,00	SF	
• JCDECAUX ALGERIE sarl	Algeria	80,00	T	
• JCDECAUX - DICON FZCO	United Arab Emirates	75,00	T	
- MCDECAUX Inc.	Japan	60,00	SF	
- JCDECAUX MEDIA Sdn Bhd	Malaysia	100,00	B	
- JCDECAUX THAILAND Co., Ltd	Thailand	49,50	SF	
- JCDECAUX ADVERTISING INDIA PVT LTD	India	100,00	SF	
- JCDECAUX SINGAPORE Pte Ltd	Singapore	100,00	SF	
- JCDECAUX AUSTRALIA Pty Ltd	Australia	100,00	SF	
JCDECAUX (CHINA) HOLDING Ltd :	Hong Kong	100,00	T *	(7)
- JCDECAUX PEARL & DEAN Ltd	Hong Kong	100,00	T	(8)
• SHANGHAI SHENTONG JCDECAUX METRO ADV Co. Ltd	China	51,00	T	
• JCDECAUX ADVERTISING (BEIJING) Co Ltd	China	100,00	T	
- MEDIA PARTNERS INTERNATIONAL Ltd	Hong Kong	100,00	T *	
• JCD MOMENTUM SHANGHAI AIRPORT ADV. Co. Ltd	China	35,00	T	
• JCDECAUX ADVERTISING (SHANGHAI) Co. Ltd	China	100,00	T	
• GUANGZHOU YONG TONG METRO ADV. Ltd	China	100,00	T	
• NANJING MPI TRANSPORTATION ADVERTISING	China	87,00	T	
- BEIJING TOP RESULT METRO ADV. Co. Ltd	China	38,00	T	
- JCDECAUX MACAU Limitada	Macao	80,00	SF	
IPDECAUX Inc.	South Korea	50,00	SF	
JCDECAUX UZ	Uzbekistan	71,33	SF	

Americas

Company	Country	%	Activity	Note
JCDECAUX AMERIQUES HOLDING :	France	100,00	SF *	
- JCDECAUX ARGENTINA SA	Argentina	99,93	SF	
- JCDECAUX DO BRASIL SA	Brazil	100,00	SF	
- JCDECAUX CHILE SA	Chile	100,00	T	(9)
- JCDECAUX NORTH AMERICA, Inc.	United States	100,00	SF *	
• JCDECAUX SAN FRANCISCO, LLC	United States	100,00	SF	
• JCDECAUX CHICAGO, LLC	United States	100,00	SF	
• JCDECAUX MALLSCAPE, LLC	United States	100,00	SF	
• CBS DECAUX STREET FURNITURE, LLC	United States	50,00	SF	
• JCDECAUX BOSTON Inc.	United States	100,00	SF	
• CBS OUTDOOR JCD STREET FURNITURE CANADA, Ltd.	Canada	50,00	SF	
• JCDECAUX AIRPORT, Inc.	United States	100,00	T	
- JV ADVERTISING FOR LAWA, LLC	United States	92,50	T	
JCDECAUX URUGUAY	Uruguay	100,00	SF	(9)

7. PUBLICLY AVAILABLE DOCUMENTS

During the entire time this Annual Report is outstanding, the following documents may be consulted at the registered office at 17 rue Soyer in Neuilly-sur-Seine (92200) and, where applicable, on the Internet (www.jcdecaux.fr):

- the articles of association;
- all reports, letters, evaluations, statements prepared by an expert at the Company's request which are included, in whole or in part, in this Annual Report;
- historical financial information of the JCDecaux Group for the past three fiscal years;
- as well as the Annual Information Document.

COMBINED GENERAL MEETING OF SHAREHOLDERS OF 19 MAY 2010

AGENDA

I. ORDINARY SESSION

1) Approval of the 2009 corporate financial statements.

2) Approval of the 2009 consolidated financial statements.

3) Allocation of corporate income.

4) Expenses and charges described in Article 39-4 of the French General Tax Code.

5) Agreements with related parties.

6) Authority to the Executive Board to conduct transactions in the Company shares.

II. EXTRAORDINARY SESSION

7) Delegation of authority to the Executive Board decrease the share capital by cancellation of repurchased Company's shares

8) Authority with respect to formalities.

SUMMARY OF PROPOSED RESOLUTIONS

I. ORDINARY SESSION

In the *1st and 2nd resolutions* we request that you approve the corporate and consolidated financial statements for the fiscal year ended 31 December 2009, as they have been presented to you.

The *3rd resolution* requests that you allocate the net corporate loss for the fiscal year totalling €48,000,019.77 to other provisions.

The *4th resolution* takes note of the amount of expenses and charges described in Article 39-4 of the French General Tax Code.

The *5th resolution* requests that you approve a new agreement with a related party ("convention reglementée"), previously authorised by the Supervisory Board during the 2009 fiscal year (debt of forgiveness in favour of SOMUPI) and described in the enclosed Statutory Auditors special report.

Under the *6th resolution* we request that you renew the authorisation granted to the Executive Board during the General Meeting of Shareholders held on May 13th 2009 to conduct transactions in the Company's shares aiming at acquiring some of its shares (excluding during public offering) pursuant to Articles L. 225-209 of the French Commercial Code. Those shares could then be held, sold, contributed or cancelled depending upon the objectives of the Company and under the following conditions:

- possible share buyback purposes would be:
  - the implementation of any Company stock option plan or any similar plan;
  - the grant or sale of shares to employees;
  - the grant of free shares to employees and corporate officers;
  - the delivery of shares upon exercise of rights attached to securities convertible into shares;
  - the cancellation of all or part of the equity securities so acquired (subject to the adoption of the 7th resolution);
  - the delivery of shares in respect of external growth transactions, merger, spin-off, or contribution transactions;
  - to support for a secondary market or for the liquidity of the Company's shares by an investment service provider in the framework of a liquidity contract that complies with the ethical standards approved by the Autorité des Marchés Financiers (French Financial Markets Authority/AMF);
  - to permit the implementation of any market practice that may be approved by the Autorité des Marchés Financiers, and generally, the performance of any other transaction complying with regulations.
- the number of shares that the Company would acquire or hold under this resolution shall not exceed 10% of the shares constituting the Company's share capital at any time (i.e., for indicative purposes, on 31 December 2009, 221,369,929 shares), provided, however, (i) that the number of shares acquired with a view to their retention and future delivery in connection with a merger, spin-off or contribution transaction may not exceed 5% of its share capital; and (ii) that where the shares would be acquired to favour liquidity on the share market in compliance with the conditions defined by the AMF's General Regulations, the number of shares taken into account for the calculation of the 10% limit would correspond to the number of shares acquired, after deducting the number of shares resold over the duration of the authorisation.
- the maximum purchase price per share will be €25 ;
- the overall maximum amount to repurchase the Company's shares may not exceed €553,424,800.

Authorisation granted to the Executive Board includes that of sub-delegating, implementing this decision by placing, in particular, all stock exchange orders, and completing all formalities and filings.

II. EXTRAORDINARY SESSION

The *7th resolution* authorises the Executive Board to decrease share capital by cancellation of repurchased Company's shares, up to a limit of 10% of the share capital during a period of 24 months. This authority would be valid for a period of 18 months.

The *8th resolution* grants all authority to undertake and complete the required formalities.

PROPOSED RESOLUTIONS

I. ORDINARY SESSION

FIRST RESOLUTION

(Approval of 2009 corporate financial statements)

The General Meeting of Shareholders, after reviewing the reports of the Executive Board, the Supervisory Board, and the Statutory Auditors, hereby approves such reports in their entirety, together with the corporate financial statements for the fiscal year ended 31 December 2009, as presented to them, such financial statements showing a net loss of €48,000,019.77.

Accordingly, they approve the transactions reflected in such financial statements and summarised in such reports and grant a discharge to the members of the Executive Board and the Supervisory Board in connection with the performance of their respective offices during such period.

SECOND RESOLUTION

(Approval of 2009 consolidated financial statements)

The General Meeting of Shareholders, after reviewing the reports of the Executive Board, the Supervisory Board, and the Statutory Auditors, hereby approves such reports in their entirety, together with the consolidated financial statements for the fiscal year ended 31 December 2009, as presented to them.

Accordingly, they resolve to approve the transactions reflected in such financial statements and summarised in such reports.

THIRD RESOLUTION

(Allocation of corporate income)

The General Meeting of Shareholders, after reviewing the report of the Executive Board and the comments of the Supervisory Board, and considering that:

- the net loss for fiscal year terminating on 31 December 2009 amounts to:€48,000,019.77
- the other provisions amount to: €744,693,547.00

decides to allocate the entire loss to the other provisions:

- other provisions: - €48,000,019.77

After such allocation of corporate net income, the other provisions amount to €696,693,527.23 and the amount of the legal reserve is of €340,055.75.

It is recalled that, in accordance with the law, for the last three fiscal years, the Company made the following dividend payments:

Fiscal year 2006: a dividend of €0.42 per share, eligible for a deduction of 40% as set forth in 2° of 3 of Article 158 of the French General Tax Code.

Fiscal year 2007: a dividend of €0.44 per share, eligible for a deduction of 40% as set forth in 2° of 3 of Article 158 of the French General Tax Code.

Fiscal year 2008: no dividend.

FOURTH RESOLUTION

(Expenses and charges described in Article 39-4 of the French General Tax Code)

As required under Article 223 quater of the French General Tax Code, the General Meeting of Shareholders hereby takes note that the expenses and charges described in Article 39-4 of such Code totalled €61,923 during the fiscal year 2009 and generated a tax charge estimated at €21,301

FIFTH RESOLUTION

(Agreements with related parties)

The General Meeting of Shareholders, after reviewing the Special Report of the Statutory Auditors on the execution and performance during fiscal year 2009 of agreements subject to Article L. 225-86 of the French Commercial Code, hereby takes note of the conclusions of such report relating to the following agreement:

• Debt forgiveness on SOMUPI, for a total of €20.77 million, subject to a clause providing for repayment, in the event of improved circumstances.

The General Meeting of Shareholders approves the aforementioned agreement.

SIXTH RESOLUTION

(Authorisation to the Executive Board to conduct transactions in the Company's shares)

The General Meeting of Shareholders, acting pursuant to the quorum and majority requirements applicable to Ordinary General Meetings of Shareholders, and after reviewing the Executive Board's report, authorises the Executive Board, with the right to sub-delegate authority under the conditions stipulated by the law, pursuant to Articles L. 225-209 *et seq.* of the French Commercial Code, to acquire, or cause to be acquired, Company shares for in particular the following purposes:

- implementation of any Company stock option plan under Articles 225-177 *et seq.* of the French Commercial Code or any similar plan; or
- the grant or sale of shares to employees in respect of their contribution to the results of the Company's growth and the implementation of any employee savings plan under the terms and conditions provided by law, in particular Articles L. 3332-1 *et seq.* of the French Labour Code; or
- the grant of free shares under Articles L. 225-197-1 *et seq.* of the French Commercial Code; or
- delivery of shares upon exercise of rights attached to securities convertible into shares by redemption, conversion, exchange, or presentation of a coupon, or in any other manner; or
- cancellation of all or part of the equity securities so acquired, subject to the adoption by the Extraordinary General Meeting of Shareholders of the 7th resolution set forth below and under the terms and conditions set forth therein; or
- delivery of shares (in connection with an exchange, payment, or otherwise) in respect of external growth transactions, merger, spin-off, or contribution transactions; or
- support for a secondary market or for the liquidity of JCDecaux SA shares by an investment service provider in the framework of a liquidity contract that complies with the ethical standards approved by the Autorité des Marchés Financiers (French Financial Markets Authority/AMF).

This is also intended to permit the implementation of any market practice that may be approved by the *Autorité des marchés financiers*, and generally, the performance of any other transaction complying with regulations. In such case, the Company will advise shareholders through a press release.

The acquisition of Company shares may involve a number of shares, such that:

- the number of shares that the Company acquires during the term of the buyback programme shall not exceed 10% of the shares constituting the Company's share capital at any time, such percentage to apply to the share capital as adjusted on the basis of transactions that may occur subsequent to this General Meeting of Shareholders (i.e., for indicative purposes, on 31 December 2009, 221,369,929 shares), provided, however, (i) that the number of shares acquired with a view to their retention and future delivery in connection with a merger, spin-off or contribution transaction may not exceed 5% of its share capital; and (ii) that where the shares are acquired to favour liquidity on the share market in compliance with the conditions defined by the AMF's General Regulations, the number of shares taken into account for the calculation of the 10% limit as provided for in the first paragraph corresponds to the number of shares acquired, after deducting the number of shares resold over the duration of the authorisation.
- the number of shares that the Company holds at any time shall not exceed, in any event, 10% of the shares constituting the Company's share capital on the relevant date.

The acquisition, sale or transfer of shares may be made at any time within the limits authorized by applicable laws and regulations (including during a public pre-offering or offering period) and by any means, on regulated markets, multilateral trading systems, with systematic internalizers or by mutual agreement, including by acquisition or sale in block trades (without limiting the portion of the buyback programme that may be made by this means), by public tender offer or exchange, or by use of options or other forward financial instruments traded on regulated markets, multilateral trading systems, with systematic internalizers or by mutual agreement, or by delivery of shares following an issuance of securities convertible into Company shares by conversion, exchange, redemption, exercise of a coupon, or otherwise, either directly or indirectly through an investment services provider.

The maximum purchase price of shares in connection with this resolution shall be €25 per share (or the equivalent thereof in any other currency on the same date).

The overall amount allocated to the share buyback programme authorised above may not exceed €553,424,800.

This authorisation hereby replaces and supersedes from and after the date hereof any unused portion of any prior delegation of authority to the Executive Board to conduct transactions in the Company's shares. This authorisation is granted for a period of 18 months from the date hereof.

The General Meeting of Shareholders hereby delegates to the Executive Board, in the event of a change in the nominal value of the shares, a capital increase through capitalisation of reserves, grants of free shares, stock splits or amalgamations, distribution of reserves or any other assets, amortisation of the share capital, or any other transaction involving the shareholders' equity, the power to adjust the price set forth above to reflect the impact of such transactions on the value of the shares.

The General Meeting of Shareholders hereby grants any and all authority to the Executive Board, with power to sub-delegate under applicable legal terms and conditions, to implement this authority, to specify the terms and conditions, if necessary, to complete the buyback programme, including, but not limited to, placing any order on a market, entering into any agreement, allocating or reallocating the shares purchased to the various objectives pursued in compliance with the applicable legal and regulatory conditions, determining the terms and conditions ensuring, as the case may be, the preservation of rights of holders of marketable securities or options, in accordance with the legal, regulatory and contractual provisions, making any declaration and carrying out any other formality with the *Autorité des marchés financiers* and with any other competent authority and, as a general matter, doing whatever may be necessary.

II. EXTRAORDINARY SESSION

SEVENTH RESOLUTION

(Delegation of authority to the Executive Board decrease the share capital by cancellation of repurchased Company's shares)

The General Meeting of Shareholders, acting pursuant to the quorum and majority requirements applicable to extraordinary general meetings of shareholders and after reviewing the Executive Board's report and the Statutory Auditors' special report, hereby authorises the Executive Board to reduce the share capital, in one or more times, in the proportions and at the times it may decide, by cancelling any number of repurchased Company shares that it may decide, within the limits authorized by the law and as provided for in Articles L. 225-209 *et seq.* of the French Commercial Code.

The maximum number of shares that may be cancelled by the Company pursuant to this authorisation during a period of twenty-four months shall be ten percent (10%) of the Company's issued shares, provided, however, that this limit shall apply to an amount of the Company's share capital as adjusted to take into account transactions affecting the share capital that are subsequent to this General Meeting of Shareholders.

This authorisation hereby replaces and supersedes, as of the date hereof and in the limit, if any, of the unused portion of, any previous delegation of authority to the Executive Board for the purpose of reducing the share capital by cancellation of repurchased Company shares. This authorisation is granted for a period of eighteen months from the date hereof.

The General Meeting of Shareholders hereby grants to the Executive Board any and all authority, with power of delegation, to complete such transaction(s) of cancellation or reduction of share capital that may be carried out under this authorisation, to amend the Articles of Association accordingly and complete any formalities.

EIGTH RESOLUTION

(Authority with respect to formalities)

The General Meeting of Shareholders grants all authority to the bearer of an original, copy or extract of the minutes of their deliberations to carry out any filings and formalities required by the law.

OTHER INFORMATION

REPORT OF STATUTORY AUDITORS ON CONSOLIDATED FINANCIAL STATEMENTS

This is a free translation into English of the statutory auditor's report on the consolidated financial statements issued in French and it is provided solely for the convenience of English-speaking users.

The statutory auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the audit opinion on the consolidated financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the consolidated financial statements taken as a whole and not to provide separate assurance on individual account balances, transactions, or disclosures.

This report also includes information relating to the specific verification of information given in the Group's management report.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by your shareholders' meeting, we hereby report to you, for the year ended December 31, 2009, on:

- the audit of the accompanying consolidated financial statements of JCDecaux S.A.;
- the justification of our assessments;
- the specific verification required by law.

These consolidated financial statements have been approved by the executive board. Our role is to express an opinion on these financial statements based on our audit.

I. OPINION ON THE CONSOLIDATED FINANCIAL STATEMENTS

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at December 31, 2009 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Without qualifying our opinion, we draw your attention to the matter set out in note 1.1. to the consolidated financial statements regarding the new standards and interpretations implemented by your Company during the year.

II. JUSTIFICATION OF OUR ASSESSMENTS

The accounting estimates used in the preparation of the financial statements as of December 31, 2009 were made in a context of an extreme volatility of the advertising market and of a lack of visibility concerning economic prospects. Such is the context, which already existed at the year ended December 31, 2008, and in which we made our own assessments that we bring to your attention in accordance with the requirements of article L.823-9 of the French Commercial Code (« Code de commerce »).

- Tangible and intangible fixed assets, goodwill and investments in associates are subject to impairment tests based on the prospects of future profitability following the method described in notes 1.11 and 1.12 to the financial statements. We have assessed the appropriateness of the methodology applied and of the data and assumptions used by the group to perform the valuations. On these bases, we carried out the assessment of the reasonableness of these estimates.
- Note 1.21 to the financial statements describes the accounting treatment of purchase commitments for minority interests, which is not specifically described in IFRS as adopted in the European Union. We have assessed that this note gives the relevant information as to the method used by the Company.

These assessments were made as part of our audit of the consolidated financial statements taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

III. SPECIFIC VERIFICATION

As required by law we have also verified, in accordance with professional standards applicable in France, the information presented in the group's management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

Paris La Défense and Neuilly-sur-Seine, March 9, 2010

French original signed by

The Statutory Auditors

KPMG Audit	Ernst & Young et Autres
A division of KPMG S.A.	
Frédéric Quélin	Pierre Jouanne
Partner	Partner

REPORT OF STATUTORY AUDITORS ON CORPORATE FINANCIAL STATEMENTS

This is a free translation into English of the statutory auditor's report on the financial statements issued in French and it is provided solely for the convenience of English-speaking users. The statutory auditor's report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the opinion on the financial statements and includes an explanatory paragraph discussing the auditor's assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account balances, transactions, or disclosures taken outside of the financial statements.
This report also includes information relating to the specific verification of information given in the management report and in the documents addressed to shareholders.
This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by your shareholders' meeting, we hereby report to you, for the year ended December 31, 2009, on:

- the audit of the accompanying financial statements of JCDecaux S.A.;
- the justification of our assessments;
- the specific verifications and information required by law.

These financial statements have been approved by the Executive Board. Our role is to express an opinion on these financial statements based on our audit.

I. OPINION ON THE FINANCIAL STATEMENTS

We conducted our audit in accordance with professional standards applicable in France; those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company as of December 31, 2009 and of the results of its operations for the year then ended in accordance with French accounting principles and rules.

II. JUSTIFICATION OF OUR ASSESSMENTS

The accounting estimates used in the preparation of the financial statements as of December 31, 2009 were made in a context of an extreme volatility of the advertising market and of a lack of visibility concerning economic prospects. Such is the context, which already existed at the year ended December 31, 2008, and in which we made our own assessments that we bring to your attention in accordance with the requirements of article L.823-9 of the French Commercial Code (« Code de commerce »).

Equity investments are subject to impairment tests based on the prospects of future profitability following the method described in note 1.2.1.3 to the financial statements. We have assessed the appropriateness of the methodology applied and of the data and assumptions used by the group to perform these valuations. On these bases, we carried out the assessment of the reasonableness of these estimates.

These assessments were made as part of our audit of the financial statements, taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

III. SPECIFIC VERIFICATIONS AND INFORMATION

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by French law.

We have no matters to report as to the fair presentation and the consistency with the financial statements of the information given in the management report of the Executive Board, and in the documents addressed to shareholders with respect to the financial position and the financial statements.

Concerning the information given in accordance with the requirements of article L.225-102-1 of the French Commercial Code ("Code de commerce") relating to remunerations and benefits received by the directors and any other commitments made in their favour, we have verified its consistency with the financial statements or with the underlaying information used to prepare these financial statements and, where applicable, with the information obtained by your Company from companies controlling your Company or controlled by it. Based on this work, we attest the accuracy and fair presentation of this information.

In accordance with French law, we ascertained that the information relating to the identity of shareholders and holders of voting rights were given in the management report of the Executive Board.

Paris La Défense and Neuilly-sur-Seine, March 9, 2010

French original signed by
The Statutory Auditors

KPMG Audit	Ernst & Young et Autres
A division of KPMG S.A.	
Frédéric Quélin	Pierre Jouanne
Partner	Partner

SPECIAL REPORT OF STATUTORY AUDITORS ON AGREEMENTS AND THE COMMITMENTS WITH RELATED PARTIES ("*CONVENTIONS ET ENGAGEMENTS RÉGLEMENTÉS*")

This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking readers. This report should be read in conjunction with, and is construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In our capacity as statutory auditors of your company, we hereby present to you our special report on the agreements and commitments with related parties.

AGREEMENTS AND COMMITMENTS ENTERED INTO BY THE COMPANY IN 2009

In accordance with article L.225-88 of the French Commercial Code ("Code de commerce") we have been advised of agreements and commitments which have been previously authorised by your Supervisory Board.

We are not required to ascertain whether any other agreements or commitments exist but to inform you, on the basis of the information provided to us, of the terms and conditions of the agreements and commitments of which we were notified. It is not our role to determine whether they are beneficial or appropriate. It is your responsibility, under the terms of article R.225-58 of the French Commercial Code, to evaluate the benefits arising from these agreements and commitments prior to their approval.

We performed the procedures we considered necessary in accordance with professional guidance issued by the national institute of auditors ("Compagnie nationale des commissaires aux comptes"), relating to this engagement. Our work consisted in verifying that the information provided to us is in agreement with the underlying documentation from which it was extracted.

With the company SOMUPI S.A., of which 66% of the share capital is held by your company

Nature, purpose and conditions

Your Supervisory Board authorized a debt waver on December 4, 2009, including a redemption provision clause, to the company SOMUPI. The debt waver was concluded on December 30, 2009 for a total amount of €20.77 million.

CONTINUING AGREEMENTS AND COMMITMENTS WHICH WERE ENTERED INTO IN PRIOR YEARS

Moreover, in accordance with the French Commercial Code, we have been informed of the following agreements and commitments, which were approved during previous years and which were applicable during the period:

With Mr. Gérard Degonse

Nature, purpose and conditions

Your Supervisory Board meeting held on March 15, 2005, authorized the grant to Mr. Gérard Degonse, a Member of the Executive Board, in the event of termination of his employment decided by the Company:

- of a retirement indemnity equivalent to two years of his fixed and variable salary, including indemnities provided for under French law;
- of a non-competition indemnity equivalent to one and a half year of his fixed and variable salary for an obligation of two years.

With Mr. Jeremy Male

Nature, purpose and conditions

Your Supervisory Board meeting held on March 15, 2005, authorized the redefinition of the terms and conditions for calculating the pension due to Mr. Jeremy Male, a Member of the Executive Board. This pension will be equal to 15% of his total salary and bonuses.

Paris La Défense and Neuilly-sur-Seine, March 9, 2010

French original signed by
The Statutory Auditors

KPMG Audit
A division of KPMG S.A.

Frédéric Quélin
Partner

Ernst & Young et Autres

Pierre Jouanne
Partner

REPORT ON THE REPORT PREPARED BY THE CHAIRMAN OF THE SUPERVISORY BOARD DEALING WITH INTERNAL CONTROL PROCEDURES RELATING TO THE PREPARATION AND TREATMENT OF FINANCIAL AND ACCOUNTING INFORMATION

This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking readers. This report should be read in conjunction and construed in accordance with French law and the relevant professional auditing standards applicable in France.

To the Shareholders,

In our capacity as Statutory Auditors of JCDecaux S.A., and in accordance with Article L.225-235 of the French Commercial Code ("Code de commerce"), we hereby report to you on the report prepared by the Chairman of your company in accordance with Article L.225-68 of the French Commercial Code for the year ended December 31, 2009.

It is the Chairman's responsibility to prepare, and submit to the Supervisory Board for approval, a report on the internal control and risk management procedures implemented by the company and containing the other disclosures required by Article L.225-68 particularly in terms of the corporate governance measures.

It is our responsibility:

- to report to you on the information contained in the Chairman's report in respect of the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information, and
- to attest that this report contains the other disclosures required by Article L.225-68 of the French Commercial Code ("Code de commerce"), it being specified that we are not responsible for verifying the fairness of these disclosures.

We conducted our work in accordance with professional standards applicable in France.

Information on the internal control and risk management procedures relating to the preparation and processing of accounting and financial information

These standards require that we perform the necessary procedures to assess the fairness of the information provided in the Chairman's report in respect of the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information. These procedures consisted mainly in:

- obtaining an understanding of the internal control and risk management procedures relating to the preparation and processing of the accounting and financial information on which the information presented in the Chairman's report is based and existing documentation;
- obtaining an understanding of the work involved in the preparation of this information and existing documentation;
- determining if any significant weaknesses in the internal control procedures relating to the preparation and processing of the accounting and financial information that we would have noted in the course of our engagement are properly disclosed in the Chairman's report.

On the basis of our work, we have nothing to report on the information in respect of the company's internal control and risk management procedures relating to the preparation and processing of accounting and financial information contained in the report prepared by the Chairman of the Supervisory Board in accordance with Article L.225-68 of the French Commercial Code ("Code de Commerce").

Other disclosures

We hereby attest that the Chairman's report includes the other disclosures required by Article L. 225-68 of the French Commercial Code ("Code de commerce").

Paris La Défense and Neuilly-sur-Seine, March 9, 2010.

French original signed by
The Statutory Auditors

KPMG Audit	Ernst & Young et Autres
A division of KPMG S.A.	
Frédéric Quélin	Pierre Jouanne
Partner	Partner

PERSON RESPONSIBLE FOR THE ANNUAL REPORT AND PERSONS RESPONSIBLE FOR THE AUDIT OF THE FINANCIAL STATEMENTS

1. PERSON RESPONSIBLE FOR THIS DOCUMENT

Mr. Jean-François Decaux
Chairman of the Executive Board of JCDecaux SA.

2. CERTIFICATE OF THE PERSON RESPONSIBLE FOR THIS DOCUMENT AND THE ANNUAL FINANCIAL REPORT

"I hereby certify, after taking every reasonable step for such purpose, that the information contained in this Annual Report is, to my knowledge, true to reality and does not omit any information required to make it not misleading.

I certify, to the best of my knowledge, that the accounts have been prepared in accordance with applicable accounting standards and give a fair view of the assets, liabilities and financial position and profit or loss of the Company and all the undertakings included in the consolidation, and that the management report presents a fair review of the development and performance of the business and financial position of the Company and all the undertakings included in the consolidation as well as a description of the main risks and uncertainties to which they are exposed.

I have obtained from persons legally responsible for auditing the financial statements a "*lettre de fin de travaux*" in which they state that they have conducted an audit of the information relating to the financial condition and accounting data in this Annual Report, as well as having read the entire Annual Report.

The historical financial information presented in this annual report has been the subject of the reports of the statutory auditors included on pages 212, 213 and 214 of this annual report, as well as those incorporated by reference for the 2008 and 2007 fiscal years on, respectively, pages 213 and 214 of the 2008 Annual Report (a French-language version of which was filed with the *Autorité des Marchés Financiers* on 10 April 2009 under no. D.09-0229) and pages 194 to 195 of the 2007 Annual Report (a French-language version of which was filed with the *Autorité des Marchés Financiers* on 7 April 2008 under no. D.08-207). The report of statutory auditors on consolidated financial statements ending 31 December 2009 includes an observation relating to note 1.1. to the consolidated financial statements regarding the new standards and interpretations implemented by the Company during the year."

April 16, 2010

Jean-François Decaux
Chairman of the Executive Board

3. PERSONS RESPONSIBLE FOR THE AUDIT OF THE FINANCIAL STATEMENTS AND THE INVESTOR INFORMATION

PRINCIPAL STATUTORY AUDITORS

Ernst & Young et Autres
41, rue Ybry
92200 Neuilly-sur-Seine
represented by Mr. Pierre Jouanne,
appointed on 20 June 2000, the engagement of which, renewed by the General Meeting of Shareholders of 10 May 2006, will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31 December 2011.

KPMG SA
1, cours Valmy
92923 Paris La Défense Cedex
represented by Mr. Frédéric Quélin,
appointed on 10 May 2006, the engagement of which will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31 December 2011.

ALTERNATE STATUTORY AUDITORS

AUDITEX,
11, allée de l'Arche - Faubourg de l'Arche
92400 Courbevoie
appointed on 10 May 2006, the engagement of which will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31 December 2011.

SCP Jean-Claude ANDRE & Autres
2 bis, rue de Villiers
92300 Levallois Perret
appointed on 10 May 2006, the engagement of which will expire at the General Meeting of Shareholders reviewing and approving the financial statements for the fiscal year ended 31 December 2011.

PERSON RESPONSIBLE FOR SHAREHOLDER AND INVESTOR INFORMATION

Martin Sabbagh
Manager for Investor Relations and Financial Communications
Téléphone: +33 (0)1 30 79 44 86
Fax : +33 (0)1 30 79 77 91

This Annual Report was filed with the French Autorité des Marchés Financiers (AMF) on 16 April 2010, as stipulated in Article 212-13 of the rules and regulations of the AMF.
It may not be used to support a financial transaction unless it is supplemented with an operation note approved by the AMF. This document was prepared by the issuer and is binding upon its signatories.

This document has been designed and produced by
the Corporate Finance Department/Financial Communication Department
and JCDecaux SA Investor Relations.

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JCDecaux

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