

PRESS RELEASE

Boulogne, February 24, 2016

Colas: Financial Year 2015

- **Revenue: €12.0 B (-3.5 %)**
- **Current operating income: €344 M (+3.6%)**
- **Net profit attributable to the Group: €234 M (€604 M in 2014 including net after tax capital gain of €385 M from the disposal of the stake in Cofiroute)**
- **Dividend proposed: €5.45 per share**
- **High level of work-on-hand: €7.0 B (-2 %)**
 - *increase in work-on-hand for international and French Overseas (+4 %)*
 - *decrease in work-on-hand for Mainland France (-11 %)*

The Board of Directors of Colas, chaired by Mr. Hervé Le Bouc, met on February 22, 2016 to finalize the 2015 financial statements that are to be submitted to the Annual General Shareholders' Meeting on April 13, 2016.

Consolidated Key Figures

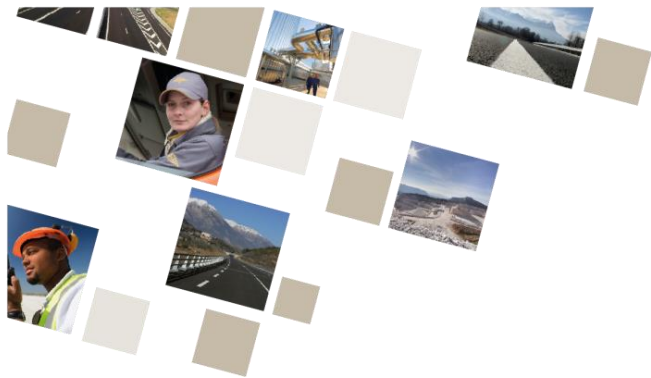
<i>in millions of euros</i>	2015	2014	Change 2015/2014
Consolidated revenue	11,960	12,396	- 3.5 %
<i>of which France</i>	<i>6,044</i>	<i>6,582</i>	<i>- 8.2 %</i>
<i>of which International</i>	<i>5,916</i>	<i>5,814</i>	<i>+ 1.8 %</i>
Current operating income	344	332	+ 12
<i>Current operating profit margin</i>	<i>2.9 %</i>	<i>2.7 %</i>	<i>+ 0.2 %</i>
Operating income	249^(a)	265^(b)	- 16
Consolidated net profit attributable to the Group	234	604^(c)	- 370
Net cash flow	583	610	- 27
Free cash flow^(d)	272	154	+ 118
Net cash (net debt)	560	682	- 122

^a Including € 95 M in non-current expenses mainly relating to the cessation of activity at SRD.

^b Including €67 M in non-current expenses mainly relating to SRD Dunkirk.

^c Net profit attributable to the Group in 2014 included a net capital gain of €385 M (disposal of Cofiroute stake).

^d Free cash flow = cash flow (determined after cost of net debt and net income tax expense, but before changes in working capital requirements) minus net capital expenditure for the period.



Revenue in 2015 amounted to 12.0 billion euros, down 3.5% due to a decrease in road activity in Mainland France

Revenue for the financial year 2015 amounted to 11.960 billion euros, down 3.5% from 12.396 billion euros in 2014 (-8% in France, +2% in the international units). At constant scope and exchange rates¹, the change is -4.3%.

Roads

In **Mainland France**, revenue totaled 3.98 billion euros, against 4.46 billion euros in 2014, an 11% decrease. The market underwent its second consecutive year on the downswing, due to the cumulated impact of ongoing cutbacks in government funding earmarked for local authorities since 2014.

In the **International units and French Overseas Departments**, revenue is up 5%, close to figures posted in 2014 at constant scope and exchange rates (-2%), with buoyant business in North America, Asia, central Europe and the French Overseas Departments, whereas revenue in Africa and the Indian Ocean is down.

Specialized Activities

Revenue excluding the sale of refined products amounted to 2.11 billion euros, up 4% thanks to a 12% increase in the Railways sector and stability in the other lines of business: Waterproofing (-2%), Safety and Signaling (-1%) and Networks (+1%).

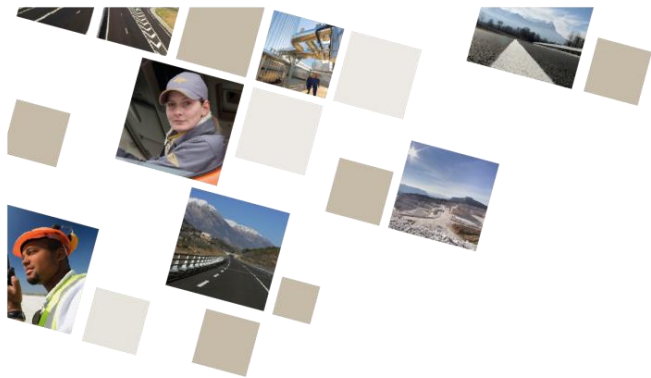
Current operating income totaled 344 million euros (332 million euros in 2014)

Current operating income totaled 344 million euros in 2015, compared to 332 million euros in 2014, with a current operating profit margin of 2.9% (2.7% in 2014).

The Roads business posted a current operating profit margin of 3.5%, up from 3.3% in 2014, thanks to:

- strong improvement in International and French Overseas units, in particular in North America, Europe, the French Overseas Departments, and Asia,
- resilience of subsidiaries in Mainland France where operating profit margin amounted to 2.1%, thanks to continued effort to adapt to the slumping market.

¹ The cessation in 2015 of the sales of base oil (refined products) was posted as a change in scope.



Current operating income for **Specialized Activities excluding the sale of refined products** amounted to 60 million euros, compared to 57 million in 2014. Railways had another good year, and the same was true for business at Networks (Spac). Waterproofing began to see improvement and Safety and Signaling resisted well.

The **sale of refined products** recorded current operating losses of 77 million euros (64 million euros in 2014). In today's long-term market configuration, the bitumen production business model is not viable. Production at SRD was halted at the end of December 2015 and the search for a buyer has been launched.

Operating income totaled 249 million euros (265 million euros in 2014) including 95 million euros in non-current expenses (67 million in 2014)

The non-current expenses are mainly linked to the cessation of activity at SRD in Dunkirk, France.

Net profit attributable to the Group totaled 234 million euros (604 million euros in 2014 which included a 385-million euro capital gain from the disposal of Cofiroute shares)

The share of income from associates and joint ventures amounted to 78 million euros in 2015, compared to 413 million in 2014, which included a net after tax capital gain of 385 million euros following the disposal of Colas' stake in Cofiroute. Excluding the Cofiroute capital gain, the share of income from associates and joint ventures increased sharply in 2015, thanks in particular to strong headway at the Thai subsidiary Tasco.

After 19 million euros in cost of net debt, similar to 2014 (18 million euros) and 68 million euros in income tax expense (65 million euros in 2014), net profit attributable to the Group amounted to 234 million euros.

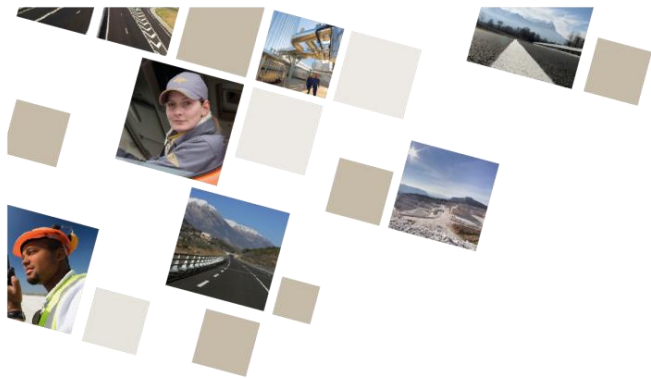
Solid financial structure

Net cash flow amounted to 583 million euros, compared to 610 million euros in 2014.

Thanks to a controlled level of net capital expenditure at 311 million euros (456 million euros in 2014) in light of the lack of visibility, in particular in France, free cash flow² amounted to 272 million euros, against 154 million euros in 2014.

The Group's financial structure is solid, with a high level of shareholders' equity at 2.7 billion euros and net cash at 560 million euros at end-December 2015.

² Free cash flow = cash flow (determined after cost of net debt and net income tax expense, but before changes in working capital requirements) minus net capital expenditure for the period.



Net profit at Colas

Net profit for the parent company Colas amounted to 105 million euros, compared to 826 million euros in 2014, of which 763 million in capital gain on the Cofiroute disposal.

Dividend

The Board of Directors will put forward a proposal to the General Shareholders' Meeting on April 13, 2016 to pay out a dividend of 5.45 euros per share (total amount distributed: 178 million³ euros representing 76% of consolidated net profit attributable to the Group). The dividend is to be compared to the ordinary dividend of 4 euros per share distributed last year. The total dividend distributed in 2015 amounted to 15.40 euros per share, and included an exceptional dividend of 11.40 euros per share corresponding to half of the cash generated by the disposal of the Group's stake in Cofiroute.

Board of Directors

The Board of Directors will put forward to the General Shareholders' Meeting on April 13, 2016 to renew the terms of Ms. Catherine Ronge and Mr. Jean-François Guillemin.

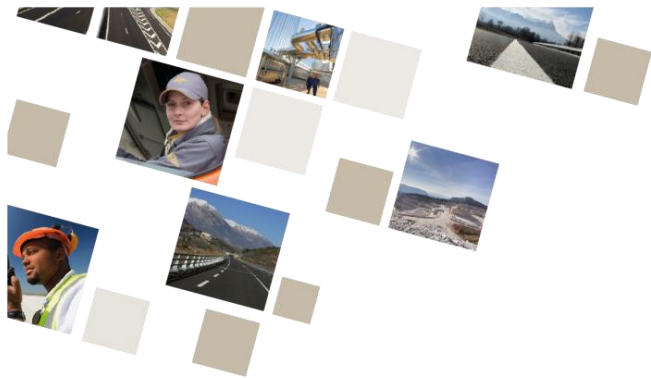
If the resolutions are approved at the General Shareholders' Meeting, the Board, comprised of eight Directors of whom more than one-third are women and independent Directors, will remain unchanged.

Outlook

At the end of December 2015, work-on-hand remained high at 7.0 billion euros, down a slight 2% from the end of December 2014. A breakdown of work-on-hand confirms the trends observed over the last two years, with an increase of 4% in the international and French Overseas units at 4.3 billion euros, and an 11% decrease in Mainland France at 2.7 billion euros.

In 2016, in the wake of a sharp two-year slump, revenue in the Roads business in Mainland France could bottom out, after continuing to drop slightly. A transformation plan to improve organization and procedures has been launched, the target being to improve operating profit margin over a two-year period in a market that will remain low for the long-term. The Roads sector in the international units and the Railways sector should enjoy good business. A series of infrastructure investment plans should yield their first positive effects (United Kingdom, Canada, USA). Business should be stable for the other Specialized Activities (Networks, Waterproofing, Safety and Signaling).

³ Based on the number of shares as of December 31, 2015.



In addition, two significant events will impact the scope:

- early 2016, in a view to increase synergies, Colas will sell its subsidiaries which operate in the storage, transportation and sale of bitumen in Vietnam, Singapore and Indonesia to its Thai subsidiary Tasco, of which it owns a 32% stake. Thus, consolidated revenue will decrease by about 150 million euros since only the results of Tasco are consolidated in "income from associates and joint ventures";
- the production and sale of refined products was halted. No revenue is expected in 2016 (120 million euros in 2015). The halt will allow a significant reduction in losses posted by the activity. Only fixed costs at the Dunkirk unit will be borne until a plan for accompanying measures for employees has been signed. Other impact from the cessation of this activity has been accounted for in provisions and depreciation at end December 2015.

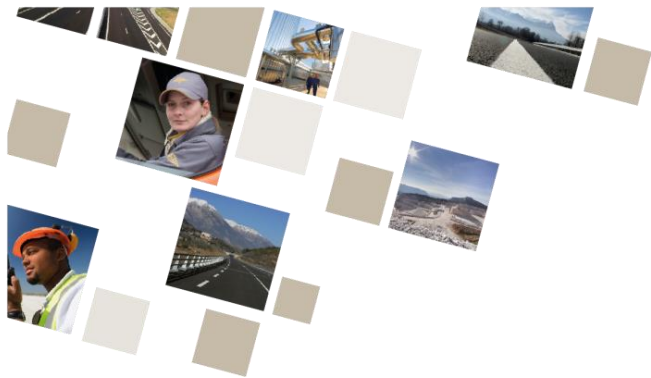
Based on these forecasts and all available information - excluding any acquisitions, revenue will likely decrease in 2016 compared to 2015, with a target of continued improvement in operating profitability. Colas also intends to continue the development of its strategic priorities, in particular internationalization and the expansion of the Railways business. Colas has the financial resources required for such growth (organic or through acquisitions).

The Statutory Auditors have duly audited and certified the financial statements.

Financial Statements and notes are available at www.colas.com.

A presentation for financial analysts will be held on February 25, 2016 at 11:00 am and will be made available at www.colas.com.

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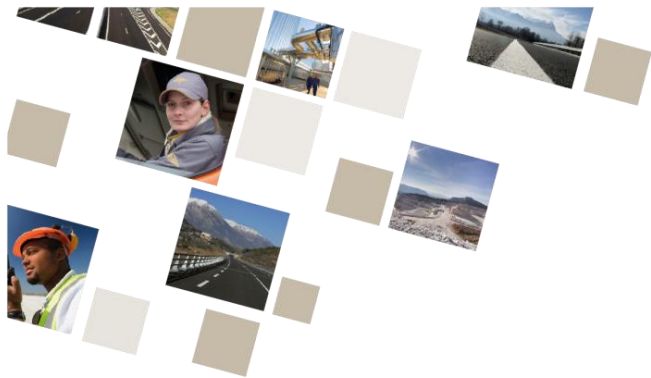
Consolidated condensed income statement for 4th quarter 2015

<i>In millions of euros</i>	4th quarter		Change 2015/2014
	2015	2014	
Revenue	3,027	3,212	- 6.0 %
Current operating income	149	166	(17)
Other operating expenses	(95)	(67)	(28)
Operating profit	54	99	(45)
Net profit attributable to the Group	45	93	(48)

Revenue in 2015 by business segment

<i>in millions of euros</i>	2015	2014	Change 2015/2014	Change at constant scope and exchange rate
Roads Mainland France	3,982	4,459	- 10.7 %	- 10.2 %
Roads Europe	1,674	1,660	+ 0.8 %	- 3.5 %
Roads North America	2,666	2,470	+ 7.9 %	- 3.0 %
Roads Rest of the World	1,395	1,351	+ 3.3 %	+ 0.9 %
Total Roads	9,717	9,940	- 2.2 %	- 5.8 %
Specialized Activities	2,227	2,446	- 8.9 %	- 1.3 %^(a)
Parent Company	16	10	ns	ns
TOTAL	11,960	12,396	- 3.5 %	- 4.3 %^(a)

(a) The cessation in 2015 of the sales of base oil (refined products) was posted as a change in scope.



Revenue in 2015 by geographic zone

<i>in millions of euros</i>	2015	2014	Change 2015/2014
Mainland France	5,533	6,108	- 9.4 %
French Overseas Departments	511	474	+ 7.8 %
France	6,044	6,582	- 8.2 %
North America	2,669	2,476	+ 7.8 %
Europe (excl. France)	2,178	2,306	- 5.6 %
Rest of the World ^(a)	1,069	1,032	+ 3.6 %
International	5,916	5,814	+ 1.8 %
TOTAL	11,960	12,396	- 3.5 %

^(a) including French Overseas Territories.