ASF

FINANCIAL REPORT

2014

Half-year financial report for the six months ended 30 June 2014

VINCI AUTOROUTES

Half-year financial report
for the six months ended 30 June 2014

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Half-year management report
for the six months ended 30 June 2014

Key events in the period

In the first quarter of 2014, France's gross domestic product (GDP) remained stable compared to the previous quarter, but increased 0.8% year-on-year, whereas manufacturing output was up 1.8%. The price of diesel fell by 3.0% in the first six months of the year compared to the same period in 2013. This improvement in the economic context, combined with more favourable weather conditions compared to the same period in 2013, was reflected in an average 2.8% increase in traffic in the first half of the year, with a 2.9% rise in light vehicle traffic and a 2.1% rise in heavy vehicle traffic.

The ASF Group thus recorded a 4.2% increase in revenue in the period.

Control over expenditure and continued operational synergies led to an improvement in the Group's economic performance and in particular its EBITDA, which rose from 69.4% of revenue in the first half of 2013 to 69.8% of revenue in the first half of 2014.

In terms of investment, the relief motorway for the A9 at Montpellier is the Group's most important project for the next few months. This construction of a new 12-kilometre section and the redevelopment of 13 kilometres of existing roads are scheduled for completion by 31 December 2017. Progress on both project phases is in line with forecasts.

Regarding contracts, the French government and the motorway concession companies continued their discussions concerning a recovery plan for motorways, whose investments are to be offset by extending the term of concession contracts.
In May 2014, the government officially submitted the proposed plan to the European Commission, which has two months to review the matter.

Traffic

Traffic in the first half of 2014 was affected by the following factors:
- greater use of the new link in the A89 between Balbigny and La-Tour-de-Salvagny (which entered into service on 19 January 2013);
- milder weather in 2014 compared to 2013, in the winter as well as the spring;
- the price of diesel, down 3.0% on average in the first half of 2014 compared to the first half of 2013;
- a tentative return to economic growth in France and improving conditions for economies in neighbouring countries, particularly Spain, Portugal and Italy.

Nevertheless, ASF and Escota achieved a 2.8% increase, on average, in traffic in the first half of 2014 compared with the first half of 2013:
- 2.9% for light vehicles, which accounted for 85.7% of total traffic;
- 2.1% for heavy vehicles.

Users travelled 16,401 million kilometres on the ASF and Escota networks in the first half of 2014, compared with 15,957 million kilometres in the first half of 2013:

Distance travelled *(in millions of kilometres)*	First half 2014				First half 2013				Change first half 2014/2013	
	ASF	Escota	ASF + Escota	%	ASF	Escota	ASF + Escota	%	Amount	%
Light vehicles	11,154	2,896	14,050	85.7%	10,820	2,834	13,654	85.6%	396	2.9%
Heavy vehicles	2,050	301	2,351	14.3%	2,005	298	2,303	14.4%	48	2.1%
Light + heavy	**13,204**	**3,197**	**16,401**	**100.0%**	**12,825**	**3,132**	**15,957**	**100.0%**	**444**	**2.8%**

The annual average daily traffic on the network as a whole was 29,266 vehicles per day in the first half of 2014 compared with 28,434 vehicles per day in the first half of 2013, representing year-on-year growth of 2.9%.

Prices

The reference index for the price increase at 1 February 2014 showed a rise of 0.505%.

- For ASF:
  Based on the pricing formula specified in the 2012-2016 master plan [0.85i + 0.80%], the corresponding increase was 1.229% for all classes of vehicle.

- For Escota:
  Based on the pricing formula specified in the 2012-2016 master plan [0.85i + 0.30%], the corresponding increase was 0.729% for all classes of vehicle.

These figures do not take into account the price adjustments to offset the rise in the *redevance domaniale* state fee, which came into effect on 1 July 2013. The terms of these adjustments will be detailed in amendments to be published in France's Official Journal.

Toll revenue

Toll revenue increased by 4.1% to €1,545 million in the first half of 2014 from €1,484 million in the year-earlier period.

The breakdown is as follows:

	First half 2014			First half 2013			Change first half 2014/2013
(in € millions)	ASF	Escota	ASF + Escota	ASF	Escota	ASF + Escota	%
Toll revenue	1,218	327	1,545	1,168	316	1,484	4.1%

The number of payment transactions rose by 2.8% to 329 million in the first half of 2014 (320 million in the first half of 2013).

The use of automatic payment lanes increased by 3.2% to 324 million transactions in the first half of 2014 (314 million in the first half of 2013).

The proportion of transactions made on automatic lanes thus rose to 98.5% in the first half of 2014 (98.1% in the first half of 2013).

This increase was due to:
- the construction of new automatic payment lanes and the improved attractiveness of existing lanes;
- the significant increase in the number of light vehicles using electronic toll collection (ETC).

Breakdown of ASF and Escota transactions by collection method:

Type of transaction *(in millions)*	First half 2014	First half 2013	Change first half 2014/2013	2014 breakdown	2013 breakdown
Manual payments	**5**	**6**	**-16.7%**	**1.5%**	**1.9%**
Automatic payments	165	165	0.0%	50.2%	51.6%
ETC payments	159	149	6.7%	48.3%	46.6%
Sub-total automatic and ETC	**324**	**314**	**3.2%**	**98.5%**	**98.1%**
Total	**329**	**320**	**2.8%**	**100.0%**	**100.0%**

There were 1,516,686 subscribers to the light vehicle tag payment system for the two companies at 30 June 2014, which corresponds to 1,870,825 tags in circulation (compared with 1,280,663 subscribers and 1,595,105 tags at 30 June 2013).

	30/06/2014			30/06/2013			Change at 30 June 2014/2013	
	ASF	Escota	ASF + Escota	ASF	Escota	ASF + Escota	Amount	%
Number of customers	1,283,820	232,866	1,516,686	1,054,263	226,400	1,280,663	236,023	18.4%
Number of tags	1,541,569	329,256	1,870,825	1,274,655	320,450	1,595,105	275,720	17.3%

Investments

ASF and Escota made investments totalling €159 million in the first half of 2014, compared with €255 million in the first half of 2013, a decrease of €96 million:

Type of investment	First half 2014			First half 2013			Change first half 2014/2013
(in € millions)	ASF	Escota	ASF + Escota	ASF	Escota	ASF + Escota	%
Construction of new sections (*)	10		10	60		60	-83.4%
Supplementary investments on motorways in service (*)	102	31	133	111	66	177	-24.9%
Operating tangible fixed assets (*)	13	3	16	14	4	18	-11.1%
Total	**125**	**34**	**159**	**185**	**70**	**255**	**-37.6%**

(*) Including capitalised production, borrowing costs, grants and financial investments

These investments related mainly to:

New sections

A89 – Brive Nord/Saint-Germain-les-Vergnes (relief motorway for the RD9 – 4 km)

Large-scale development work, which began in October 2013, continued during the period, with a view to the entry into service of this two-lane dual carriageway section by February 2016, in line with contractual commitments.

A64 – Briscous/Bayonne – Mousserolles (former RD1) (11 km)

The detailed plan of work required on this section is in the process of being finalised and will be presented to the government authorities in summer 2014.
Initial work to reclassify the section for motorway use and to upgrade its safety installations may only be carried out once the motorway reclassification procedure has been completed. However, on an exceptional basis justified by its urgency, shot blasting work was carried out by ASF in October 2013 in order to improve surface characteristics for the parts of the section most in need of repair.

Widening and capacity improvement

A63 – Biriatou/Ondres: widening to a three-lane dual carriageway (39 km)
Work on widening the Nivelle viaduct, which began in September 2013, will be completed in summer 2014 for the northbound side (Spain/France). Work on the southbound side is scheduled to be carried out from September 2014 until summer 2015.
The contract for the large-scale development work has been awarded: preparatory work (tree felling, fences, etc.) began in May 2014. The widening work itself is scheduled to start in September 2014, with the aim of completing the upgrade of the Biriatou/Biarritz section to a three-lane dual carriageway by 9 July 2018, in line with contractual commitments.
In addition, the upgrading of the Saint-Jean-de-Luz toll plaza, which began in autumn 2013, is nearly complete: the four lanes of the oceanfront portion of the toll plaza came into service on 16 June 2014, as did two of the four lanes on the opposite side; the two remaining lanes will be opened once the former toll plaza's facilities have been dismantled, which is due to be completed in summer 2014. At the same time, improvement work continues on the Saint-Jean-de-Luz Sud interchange. All links joining the interchange to the network of local access roads are scheduled to be completed by the end of 2014.

A9 – Perpignan Sud/Le Boulou: widening to three-lane dual carriageway (17 km)
The master contract stipulates that this section be upgraded to a three-lane dual carriageway by 31 December 2016 at the latest.
All of the necessary official authorisations for the start of work have been obtained.
The outside portion of the widening work was carried out over two 6-km segments in both directions (Perpignan Nord → Perpignan Sud and Perpignan Sud → Perpignan Nord), between autumn 2013 and June 2014. The motorway section has been opened up to allow for normal use as a two-lane dual carriageway and provide access to the emergency callbox during the summer. Large-scale development work will start up again in September 2014.
The current schedule is in line with targets established in the master contract.

A9 – Relief motorway for the A9 at Montpellier (23 km)
Under the 2012-2016 master plan, the entry into service of the relief motorway for the A9 at Montpellier is due no later than 31 December 2017.
The study phase is nearing completion.
All of the land required for the project has been acquired. The land for the compensatory measures related to the protection of the habitat of protected species is still to be acquired.
All of the necessary official authorisations for the start of large-scale development work have been obtained and the archaeological salvage excavations have been completed.
The utilities diversion work is due to continue until the end of 2014 as planned.
Preliminary railway crossing work and pre-loading work in areas with compressible soils both began in late 2013. The construction of the Lez-Lironde viaduct began in May 2014.
The two large-scale development contracts relating to the current section have been awarded and work is under way.
In addition, studies relating to the environmental upgrading of the existing A9 motorway at Montpellier are ongoing.
An initial preliminary request application presenting a work programme to be carried out in the first phase was submitted for review by government authorities on 4 April 2014.

Escota's investments related in particular to:
- work on the A8 tunnels bypassing Nice as far as La Turbie and between La Turbie and the Italian border, to make them compliant with new safety rules;
- work to widen the A50 to a three-lane dual carriageway on the La Ciotat/Bandol section.

Financing

During the first half of 2014, ASF carried out the following issues as part of its EMTN (Euro Medium Term Note) programme:
- a bond issue in the amount of €600 million on 17 January 2014, with a maturity of 10 years;
- a first private placement in the amount of €45 million on 20 March 2014, with a maturity of 15 years;
- a second private placement in the amount of €75 million on 26 March 2014, with a maturity of 15 years.

Under an amendment signed in May 2014 with its pool of banks, ASF renegotiated the financial conditions of its €1,785 million syndicated revolving credit facility, bringing the amount down to €1,670 million and changing its maturity to five years plus two extension options of one year each.

Main transactions with related parties

The main transactions with related parties are described in Note F.17. "Related party transactions" to the half-year consolidated financial statements for the six months ended 30 June 2014.

Risk factors

Since toll receipts account for virtually all the revenue from operating concessions, the main risks for the ASF Group relate in particular to traffic or infrastructure usage and users' acceptance of tolls and prices. Traffic levels may also be affected by fuel prices.

Details of the main financial risks are given in Note C.16. "Management of financial risks" to the 2013 consolidated annual financial report.

1. Revenue

(in € millions)	First half 2014	First half 2013	% change
Toll revenue	1,545	1,484	4.1%
Fees for use of commercial premises	26	22	18.2%
Fees for optical fibres, telecommunications and other	12	13	-7.7%
Revenue excluding concession companies' revenue derived from works	**1,583**	**1,519**	**4.2%**
Concession companies' revenue derived from works	145	178	-18.5%
Total revenue	**1,728**	**1,697**	**1.8%**

The ASF Group's consolidated revenue for the first halves of 2014 and 2013 breaks down as follows:

(in € millions)	First half 2014	First half 2013	% change
Toll revenue	**1,545**	**1,484**	**4.1%**
of which ASF	1,218	1,168	4.3%
of which Escota	327	316	3.5%
Fees for use of commercial premises	**26**	**22**	**18.2%**
of which ASF	22	18	22.2%
of which Escota	4	4	0.0%
Fees for optical fibres, telecommunications and other	**12**	**13**	**-7.7%**
of which ASF	6	6	0.0%
of which Escota	1	2	-50.0%
of which Truck Etape	0	0	
of which Openly	1	1	0.0%
of which Jamaican Infrastructure Operator	4	4	0.0%
Revenue excluding concession companies' revenue derived from works	**1,583**	**1,519**	**4.2%**
of which ASF	1,246	1,192	4.5%
of which Escota	332	322	3.1%
of which Truck Etape	0	0	
of which Openly	1	1	0.0%
of which Jamaican Infrastructure Operator	4	4	0.0%
Concession companies' revenue derived from works	**145**	**178**	**-18.5%**
of which ASF	129	124	4.0%
of which Escota	16	54	-70.4%
Total revenue	**1,728**	**1,697**	**1.8%**
of which ASF	1,375	1,316	4.5%
of which Escota	348	376	-7.4%
of which Truck Etape	0	0	
of which Openly	1	1	0.0%
of which Jamaican Infrastructure Operator	4	4	0.0%

Revenue (excluding construction revenue) for ASF and Escota breaks down as follows:

	First half 2014			First half 2013			Change 2013 vs 2012	
Revenue (in € millions)	ASF	Escota	ASF + Escota	ASF	Escota	ASF + Escota	Amount	%
Revenue from tolls	1,218	327	1,545	1,168	316	1,484	61	4.1%
Fees for use of commercial premises	22	4	26	18	4	22	4	18.2%
Fees for use of optical fibres and telecommunication pylons	6	1	7	6	2	8	(1)	-12.5%
Total revenue	**1,246**	**332**	**1,578**	**1,192**	**322**	**1,514**	**64**	**4.2%**

Consolidated revenue for the first half of 2014 (excluding revenue from construction work) generated by ASF and Escota alone was €1,578 million, up 4.2% compared with the first half of 2013 (€1,514 million).

1.1. Revenue from tolls

Toll revenue increased by 4.1% in the first half of 2014 to €1,545 million, from €1,484 million in the year-earlier period. This change was due to the combined effect of the following two main factors:

- effect of traffic on an actual network basis: +2.8%;
- effect of prices and rebates: +1.3%.

Toll revenue breaks down by payment method as follows:

Revenue *(in € millions)*	First half 2014 ASF	First half 2014 Escota	First half 2014 ASF + Escota	First half 2013 ASF	First half 2013 Escota	First half 2013 ASF + Escota	Change first half 2014/2013 Amount	Change first half 2014/2013 %
Immediate payment	96	41	137	98	42	140	(3)	-2.1%
Account holders	10	62	72	10	60	70	2	2.9%
ETC payments	633	121	754	588	110	698	56	8.0%
Bank cards	401	86	487	395	87	482	5	1.0%
Charge cards	77	17	94	76	17	93	1	1.1%
Onward-invoiced expenses	1		1	1		1	0	0.0%
Toll revenue	**1,218**	**327**	**1,545**	**1,168**	**316**	**1,484**	**61**	**4.1%**

1.2. Revenue from commercial premises

Revenue from commercial premises amounted to €26 million in the first half of 2014 compared with €22 million in the first half of 2013, an 18.2% increase.

1.3. Revenue from optical fibres and pylon rentals

Revenue from the rental of optical fibre and pylons was €7 million in the first half of 2014, 12.5% lower than in the year-earlier period (€8 million).

2. Results

2.1. Operating income

Operating income totalled €747 million in the first half of 2014, an increase of 2.8% (€20 million) over the €727 million achieved in the first half of 2013.

The increase in revenue (excluding works revenue), combined with a firm grip on operating expenses, was partially offset by higher depreciation charges resulting from roads coming into service as well as taxes and levies, including the *redevance domaniale* state fee.

The significant changes in operating expenses were thus the following:

- an increase of 9.6% (€32 million) in net **"depreciation and amortisation"**: €365 million in the first half of 2014 (€333 million in the first half of 2013), arising mainly from projects entering into service in 2013 and 2014;
- an increase of 13.7% (€27 million) in **"taxes and levies"**: €224 million in the first half of 2014 (€197 million in the first half of 2013), which includes the increase in the *redevance domaniale* state fee introduced during the second half of 2013;
- an increase of €14 million in **"net provision charges"**, which generated an expense of €10 million in the first half of 2014 (income of €4 million in the first half of 2013);
- a decrease of 6.9% (€12 million) in **"employment costs"**: €163 million in the first half of 2014 (€175 million in the first half of 2013);
- a decrease of 12.6% (€13 million) in **"external purchases and expenses other than construction costs"**, which generated an expense of €90 million in the first half of 2014 (expense of €103 million in the first half of 2013);
- an increase of 30.8% (€4 million) in **"revenue from ancillary activities"**: €17 million in the first half of 2014 (€13 million in the first half of 2013).

2.2. Cost of net financial debt and other financial income and expense

The cost of net financial debt recorded a slight increase of 2.3% (€5 million) to €223 million in the first half of 2014 (€218 million in the first half of 2013 (see Note D.3. "Financial income and expense" to the condensed half-year consolidated financial statements for the six months ended 30 June 2014).

Other financial income and expense decreased by €6 million, resulting in net income of €1 million in the first half of 2014 compared with net income of €7 million in the year-earlier period (see Note D.3. "Financial income and expense" to the condensed half-year consolidated financial statements for the six months ended 30 June 2014).

2.3. Income tax

The tax expense, corresponding to current and deferred tax, was €202 million in the first half of 2014, compared with €189 million in the first half of 2013, an increase of 6.9% (see Note D.4. "Income tax" to the condensed half-year consolidated financial statements for the six months ended 30 June 2014).

2.4. Net income

Net income attributable to owners of the parent amounted to €322 million in the first half of 2014, down 1.2% compared with €326 million in the year-earlier period.
Earnings per share amounted to €1.394 in the first half of 2014 compared with €1.411 in the first half of 2013.
Income attributable to non-controlling interests was stable at €1 million in the first half of 2014, the same as in the first half of 2013.

3. Balance sheet

Total non-current net assets amounted to €12,893 million at 30 June 2014, a decrease of €78 million compared with 31 December 2013 (€12,971 million).

This decrease was due in particular to the increase in depreciation and amortisation in the first half of 2014 (€358 million), which was higher than the gross amount of construction and operating assets acquired (€155 million).

It also reflects a €128 million increase in the fair value of derivative financial instruments (assets).

Total current assets amounted to €607 million at 30 June 2014, down €63 million from the 31 December 2013 figure of €670 million. The increase was mainly due to increases of €23 million in other current non-operating assets, €20 million in the fair value of current derivative financial instruments (assets), €7 million in trade and other receivables and €10 million in current tax assets.

These increases were offset by the decreases of €54 million in other current operating assets, €1 million in inventories and work in progress and €68 million in cash management financial assets and cash and cash equivalents.

Equity decreased by €191 million to €478 million at 30 June 2014, compared with €669 million at 31 December 2013. This change arose from income for the first half 2014 attributable to owners of the parent (€322 million), which was decreased by amounts recognised directly in equity of €50 million, final and interim dividend payments in the amount of €460 million and share-based payments of €3 million.

Total non-current liabilities were €11,338 million at 30 June 2014 (€10,837 million at 31 December 2013), an increase of €501 million. This was mainly due to increases of €918 million in bonds in issue, €36 million in the fair value of non-current derivative financial instruments (liabilities), €9 million in non-current provisions and €2 million in other non-current liabilities, combined with decreases of €433 million in other loans and financial debts and €31 million in non-current deferred tax liabilities.

Total current liabilities amounted to €1,684 million at 30 June 2014, down €451 million from 31 December 2013 (€2,135 million). This decrease was mainly due to a reduction of €341 million in the short-term portion of loans, €91 million in other current non-operating liabilities, €22 million in current tax liabilities and €21 million in other current operating liabilities, offset by increases of €14 million in current provisions, €9 million in the fair value of derivative financial instruments (liabilities) and €1 million in trade payables.

After taking account of these various items, the **Group's net financial debt** at 30 June 2014 amounted to €11,040 million, compared with €10,931 million at 31 December 2013, an increase of €109 million.

4. Cash flows

The Group's statement of cash flows shows a closing **net balance of cash** and cash equivalents of €61 million, down €68 million from the opening balance of €129 million.

This change breaks down as follows:

- **cash flow from operations before tax and financing** costs came to €1,105 million in the first half of 2014, up 4.8% from the year-earlier period (€1,054 million). As a proportion of revenue, cash flow from operations before tax and financing costs rose from 69.4% in the first half of 2013 to 69.8% in the first half of 2014;
- **cash flows from operating activities** totalled €685 million in the first half of 2014, 13.8% more than in the first half of 2013 (€602 million);

- **net cash flows from investing activities** amounted to €263 million in the first half of 2014, 9.0% less than in the first half of 2013 (€289 million);
- **net cash flows used in financing activities** totalled €490 million in the first half of 2014 compared with an outflow of €395 million in the first half of 2013. These flows comprise dividend payments to ASF shareholders (€460 million), the proceeds of new long-term borrowings (€720 million, mainly comprising bond issues and private placements), the repayment of long-term borrowings for a total of €744 million, and the €5 million negative impact from cash management assets and other current financial debts.

5. Parent company financial statements

5.1. Revenue

ASF's revenue amounted to €1,246 million in the first half of 2014, up 4.5% compared with the first half of 2013 (€1,192 million).

5.2. Net income

ASF's net income was €403 million in the first half of 2014, 2.9% lower than in the year-earlier period (€415 million).

This includes dividends of €159 million received from its subsidiary Escota in the first half of 2014 (compared with €181 million in the first half of 2013).

Condensed half-year consolidated financial statements for the six months ended 30 June 2014

CONSOLIDATED FINANCIAL STATEMENTS

Consolidated income statement for the period

(in € millions)	Note	First half 2014	First half 2013	2013
Revenue (*)	**D.1.**	**1,583**	**1,519**	**3,308**
Concession companies' revenue derived from works		145	178	377
Total revenue		1,728	1,697	3,685
Revenue from ancillary activities		17	13	29
Operating expenses	D.2.	(997)	(982)	(2,079)
Operating income from ordinary activities	**D.2.**	**748**	**728**	**1,635**
Share-based payments (IFRS 2)	D.2.	(1)	(1)	(4)
Income/(loss) of companies accounted for under the equity method				(7)
Other current operating items				
Current operating income	**D.2.**	**747**	**727**	**1,624**
Operating income	**D.2.**	**747**	**727**	**1,624**
Cost of gross financial debt		(223)	(218)	(428)
Financial income from cash investments				
Cost of net financial debt	**D.3.**	**(223)**	**(218)**	**(428)**
Other financial income and expense	D.3.	1	7	7
Income tax	D.4.	(202)	(189)	(459)
Net income		**323**	**327**	**744**
Net income attributable to non-controlling interests		1	1	1
Net income attributable to owners of the parent		**322**	**326**	**743**
Earnings per share attributable to owners of the parent	**D.5.**			
Earnings per share *(in €)*		1.394	1.411	3.217
Diluted earnings per share *(in €)*		1.394	1.411	3.217

(*) Excluding concession companies' revenue derived from works.

Consolidated comprehensive income statement for the period

(in € millions)	Note	First half 2014 Attributable to owners of the parent	First half 2014 Attributable to non-controlling interests	First half 2014 Total	First half 2013 Attributable to owners of the parent	First half 2013 Attributable to non-controlling interests	First half 2013 Total	2013 Attributable to owners of the parent	2013 Attributable to non-controlling interests	2013 Total
Net income		**322**	**1**	**323**	**326**	**1**	**327**	**743**	**1**	**744**
Financial instruments: changes in fair value	E.10.2.	(67)	0	(67)	53	0	53	97	0	97
of which:										
Available-for-sale financial assets				*0*			*0*			*0*
Cash flow hedge (1)		*(67)*		*(67)*	*53*		*53*	*97*		*97*
Translation differences				0			0			0
Tax (2)	E.10.2.	23		23	(18)		(18)	(33)		(33)
Other comprehensive income that can be recycled in net income at a later date		**(44)**	**0**	**(44)**	**35**	**0**	**35**	**64**	**0**	**64**
Actuarial gains and losses on retirement benefit obligations		(9)		(9)	(3)		(3)			0
Tax		3		3	1		1			0
Other comprehensive income that cannot be recycled in net income at a later date		**(6)**	**0**	**(6)**	**(2)**	**0**	**(2)**	**0**	**0**	**0**
All other comprehensive income recognised directly in equity		**(50)**	**0**	**(50)**	**33**	**0**	**33**	**64**	**0**	**64**
of which:										
Companies controlled		*(50)*	*0*	*(50)*	*33*	*0*	*33*	*64*	*0*	*64*
Companies accounted for under the equity method										
Total comprehensive income		**272**	**1**	**273**	**359**	**1**	**360**	**807**	**1**	**808**

(1) Changes in the fair value of cash flow hedges (interest-rate hedges) are recognised in equity for the effective portion. Cumulative gains and losses in equity are taken to profit or loss at the time when the cash flow affects profit or loss.

(2) The entire amount of €23 million in the first half of 2014 corresponds to the positive tax effects of changes in the fair value of financial instruments used to hedge cash flows (effective portion), compared with negative tax effects of €18 million in the first half of 2013.

Consolidated balance sheet – assets

(in € millions)	Note	30/06/2014	30/06/2013	31/12/2013
Non-current assets				
Concession intangible assets	E.6.	11,561	11,740	11,713
Other intangible assets		46	50	46
Property, plant and equipment	E.7.	714	864	768
Investments in companies accounted for under the equity method	E.8.	8	16	8
Other non-current financial assets	E.9.	15	14	15
Fair value of derivative financial instruments (non-current assets)	E.14.	549	483	421
Total non-current assets		**12,893**	**13,167**	**12,971**
Current assets				
Inventories and work in progress	E.13.1.	5	8	6
Trade and other receivables	E.13.1.	273	258	266
Other current operating assets	E.13.1.	105	127	159
Other current non-operating assets		39	10	16
Current tax assets		10	30	
Fair value of derivative financial instruments (current assets)	E.14.	114	98	94
Cash management financial assets	E.14.	4		
Cash and cash equivalents	E.14.	57	53	129
Total current assets		**607**	**584**	**670**
Total assets		**13,500**	**13,751**	**13,641**

Consolidated balance sheet – equity and liabilities

(in € millions)	Note	30/06/2014	30/06/2013	31/12/2013
Equity				
Capital		29	29	29
Consolidated reserves		300	293	20
Net income attributable to owners of the parent		322	326	743
Amounts recognised directly in equity	E.10.2.	(177)	(158)	(127)
Equity attributable to owners of the parent		**474**	**490**	**665**
Non-controlling interests	E.10.4.	4	4	4
Total equity		**478**	**494**	**669**
Non-current liabilities				
Non-current provisions	E.12.	115	114	106
Bonds	E.14.	6,779	5,788	5,861
Other loans and borrowings	E.14.	4,130	4,545	4,563
Fair value of derivative financial instruments (non-current liabilities)	E.14.	195	138	159
Other non-current liabilities		17	14	15
Deferred tax liabilities		102	122	133
Total non-current liabilities		**11,338**	**10,721**	**10,837**
Current liabilities				
Current provisions	E.13.2.	394	362	380
Trade payables	E.13.1.	69	67	68
Fair value of derivative financial instruments (current liabilities)	E.14.	26	31	17
Other current operating liabilities	E.13.1.	364	367	385
Other current non-operating liabilities		197	327	288
Current tax liabilities				22
Current financial debts	E.14.	634	1,382	975
Total current liabilities		**1,684**	**2,536**	**2,135**
Total equity and liabilities		**13,500**	**13,751**	**13,641**

Consolidated cash flow statement

(in € millions)		First half 2014	First half 2013	2013
Consolidated net income for the period (including non-controlling interests)		**323**	**327**	**744**
Depreciation and amortisation		363	331	697
Net increase/(decrease) in provisions				(4)
Share-based payments (IFRS 2) and other adjustments				3
Gain or loss on disposals		1	1	1
Share of profit or loss of companies accounted for under the equity method and dividends received from unconsolidated entities				7
Capitalised borrowing costs		(7)	(12)	(19)
Cost of net financial debt recognised		223	218	428
Current and deferred tax expense recognised		202	189	459
Cash flows (used in)/from operations before tax and financing costs		**1,105**	**1,054**	**2,316**
Changes in operating working capital requirement and current provisions		36	28	22
Income taxes paid		(236)	(241)	(461)
Net interest paid		(220)	(239)	(399)
Cash flows (used in)/from operating activities	**I**	**685**	**602**	**1,478**
Purchases of property, plant and equipment and intangible assets		*(5)*	*(6)*	*(11)*
Operating investments (net of disposals)		**(5)**	**(6)**	**(11)**
Operating cash flow		***680***	***596***	***1,467***
Investments in concession fixed assets (net of grants received)		*(237)*	*(286)*	*(554)*
Proceeds from sales of concession fixed assets		*(22)*	*3*	*(1)*
Investments in concessions		**(259)**	**(283)**	**(555)**
Free cash flow (after investments)		***421***	***313***	***912***
Sales of shares in subsidiaries and affiliates (consolidated and unconsolidated)				*1*
Net financial investments		**0**	**0**	**1**
Other		1		1
Net cash flows (used in)/from investing activities	**II**	**(263)**	**(289)**	**(564)**
Dividends paid				
- to shareholders of ASF		*(460)*	*(508)*	*(783)*
- to non-controlling interests		*(1)*	*(1)*	*(1)*
Proceeds from new long-term borrowings		720	927	1,160
Repayments of long-term loans		(744)	(457)	(472)
Change in cash management assets and other current financial debts		(5)	(356)	(823)
Net cash flows (used in)/from financing activities	**III**	**(490)**	**(395)**	**(919)**
Change in net cash	**I + II + III**	**(68)**	**(82)**	**(5)**
Net cash and cash equivalents at beginning of period		**129**	**135**	**135**
Other changes				(1)
Net cash and cash equivalents at end of period		**61**	**53**	**129**
Increase/(decrease) in cash management financial assets		5	356	823
(Proceeds from)/repayment of loans		24	(470)	(688)
Other changes		(70)	74	68
Change in net financial debt		**(109)**	**(122)**	**197**
Net financial debt at beginning of period		**(10,931)**	**(11,128)**	**(11,128)**
Net financial debt at end of period		**(11,040)**	**(11,250)**	**(10,931)**

Consolidated statement of changes in equity

	Equity attributable to owners of the parent							
(in € millions)	Capital share	Consolidated reserves	Net income	Currency translation reserves	Amounts recognised directly in equity	Total attributable to owners of the parent	Non-controlling interests	Total
Equity at 31/12/2012	**29**	**18**	**787**		**(191)**	**643**	**4**	**647**
Net income for the period			326			326	1	327
Other comprehensive income recognised directly in equity					33	33		33
Total comprehensive income for the period			**326**		**33**	**359**	**1**	**360**
Allocation of net income and dividend payments		279	(787)			(508)	(1)	(509)
Share-based payments (IFRS 2)		(4)				(4)		(4)
Equity at 30/06/2013	**29**	**293**	**326**		**(158)**	**490**	**4**	**494**
Net income for the period			417			417		417
Other comprehensive income recognised directly in equity					31	31		31
Total comprehensive income for the period			**417**		**31**	**448**		**448**
Allocation of net income and dividend payments		(275)				(275)		(275)
Share-based payments (IFRS 2)		2				2		2
Equity at 31/12/2013	**29**	**20**	**743**		**(127)**	**665**	**4**	**669**
Net income for the period			322			322	1	323
Other comprehensive income recognised directly in equity					(50)	(50)		(50)
Total comprehensive income for the period			**322**		**(50)**	**272**	**1**	**273**
Allocation of net income and dividend payments		283	(743)			(460)	(1)	(461)
Share-based payments (IFRS 2)		(3)				(3)		(3)
Equity at 30/06/2014	**29**	**300**	**322**		**(177)**	**474**	**4**	**478**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

A. Seasonal nature of the business

The first half of the year is affected by the seasonal nature of the Group's business.

In motorway concession companies, traffic volumes are lower in the first half than the second because of high levels of light-vehicle traffic in the summer period. In the last few years, first-half revenue has accounted for 46-47% of the full-year total, depending on the network and the year.

As a result, first-half revenue and earnings cannot be extrapolated over the full year.

The seasonality of the Group's business is reflected in the net use of cash in the first half, which is attributable to the lower level of receipts during this period and the pattern of operating cash flows, the majority of which is generated in the second half of the year.

The impact of seasonal factors has not resulted in any adjustment to the Group's half-year financial statements.

Group income and expenses in respect of ordinary activities that are of a seasonal, cyclical or occasional nature are accounted for using the same accounting methods as those adopted for the full-year financial statements. They are neither brought forward nor deferred at the closing date for the half-year accounts.

Income and expenses invoiced on an annual basis (e.g., patent and licence fees) are accounted for on a pro rata basis using an estimate for the full year.

Risks arising in the first half are provisioned at the end of the period.

B. Accounting policies and measurement methods

B.1. General principles

The Group's condensed half-year consolidated financial statements for the six months ended 30 June 2014 have been prepared in accordance with IAS 34 "Interim Financial Reporting". They were approved by the Board of Directors on 25 July 2014. As these are condensed consolidated financial statements, they do not include all the information required by IFRSs for annual financial statements and should therefore be read in conjunction with the financial statements for the year ended 31 December 2013.

The accounting policies adopted in preparing and presenting the condensed half-year consolidated financial statements comply with standards and interpretations (IFRS) as adopted by the European Union at 30 June 2014.

The accounting policies used at 30 June 2014 are the same as those used in preparing the consolidated financial statements at 31 December 2013, except for the standards and interpretations adopted by the European Union whose application is mandatory for annual reporting periods beginning on or after 1 January 2014 (see Note B.1.1. "New standards and interpretations applicable from 1 January 2014"), and for the change in the presentation of the consolidated income statement as detailed in Note D.2. "Operating income".

The Group's condensed half-year consolidated financial statements are presented in millions of euros, rounded to the nearest million. The amounts rounding may, in certain cases, give rise to non-material discrepancies in the totals and sub-totals indicated in the tables.

B.1.1. New or amended standards and interpretations applicable from 1 January 2014

New or amended standards and interpretations whose application is mandatory for annual reporting periods beginning on or after 1 January 2014, comprised mainly of those listed below, had no material impact on the consolidated financial statements of the ASF Group for the six months ended 30 June 2014.

Standards on consolidation methods:

- IFRS 10 "Consolidated Financial Statements";
- IFRS 11 "Joint Arrangements";
- IFRS 12 "Disclosure of Interests in Other Entities";
- Amendments to IFRS 10, 11 and 12 on transition guidance;
- IAS 28 (Revised) "Interests in Associates and Joint Ventures".

Other standards and interpretations:

- IAS 32 (Revised) "Offsetting Financial Assets and Financial Liabilities";
- Amendment to IAS 36 "Recoverable Amount Disclosures for Non-Financial Assets".

B.1.2. Standards and Interpretations adopted by the IASB but not yet applicable at 30 June 2014

The Group has not applied early any of the following Standards or Interpretations, application of which was not mandatory at 1 January 2014.

- IFRS 9 "Financial Instruments, Classification and Measurement";
- IFRS 9 "Financial Instruments, Hedge Accounting";

- IFRS 15 "Revenue from Contracts with Customers";
- Amendments to IAS 19 "Defined Benefit Plans: Employee Contributions";
- Amendments to IFRS 11 "Accounting for Acquisitions of Interests in Joint Operations";
- Amendments to IAS 16 and IAS 38 "Clarification of Acceptable Methods of Depreciation and Amortisation";
- Annual improvements, 2010-2012 cycle;
- Annual improvements, 2011-2013 cycle;
- IFRIC 21 "Levies".

The ASF Group is currently analysing the impacts and practical consequences of applying these Standards and Interpretations.

B.2. Consolidation methods

B.2.1. Consolidation scope and methods

With effect from 1 January 2014, the Group applies the new standards relating to the consolidation scope, namely IFRS 10, 11, 12 and IAS 28 revised.

IFRS 10 "Consolidated financial statements" replaces IAS 27 and interpretation SIC 12 "Consolidation – Special Purpose Entities" for all aspects pertaining to control and consolidation procedures according to the full consolidation method. It redefines the concept of control over an entity based on three criteria:
- the power exercised over the entity, i.e. the ability to govern activities that have the greatest impact on its profitability;
- the entity's exposure to variable returns, which may be positive, in the form of dividends or any other financial benefit, or negative;
- and the link between the entity's power and its returns, i.e. the ability to exercise power over the entity so as to influence the returns obtained.

In practice, companies in which the Group directly or indirectly owns the majority of the voting rights at Shareholders' General Meetings, on the Board of Directors or within the equivalent governing body, giving it the power to govern their operating and financial policies, are generally deemed to be controlled and consolidated under the full consolidation method. To determine control, ASF carries out an in-depth analysis of the established governance and an analysis of the rights held by other shareholders in order to verify their purely protective nature. Where necessary, an analysis of the instruments held by the Group or third parties (potential voting rights, dilutive instruments, convertible instruments, etc.) which, if exercised, may modify the type of influence exercise by each party, is also performed.
The control analysis is reviewed should any event arise liable to have an impact on the level of control exercised by the Group (change to an entity's share capital distribution or its governance, exercise of a dilutive financial instrument, etc.).

IFRS 11 "Joint Arrangements" replaces IAS 31 for all aspects relating to the accounting of jointly controlled entities.
This standard has no impact within the ASF Group as the Group has no joint ventures or joint operations.

IAS 28 revised defines the concept of significant influence and describes the equity method applicable to investments in associates and joint ventures within the meaning of IFRS 11. Associates are entities in which the Group exercises significant influence. Significant influence is assumed to exist where the Group's shareholding is at least 20%.
However, it may exist for smaller percentages, for example where the Group is represented on the Board of Directors or in any equivalent governance body and thus plays a role in developing the entity's operational and financial policies and its strategic directions.

IFRS 12 "Disclosure of Interests in Other Entities" defines the information to be included in the financial statements with respect to interests in subsidiaries, joint arrangements, associates and unconsolidated structured entities.
With respect to the Group's scope of consolidation, the work to implement the new standards IFRS 10, IFRS 11 and IAS 28 revised did not modify the consolidation methods. There is therefore no impact on the 2013 comparative period published.
IFRS 12 will have no material impact on the annual consolidated financial statements published with respect to 2014, as the Group has already presented most of the required information in its annual consolidated financial statements.

The companies consolidated using the full consolidation method are Escota, Jamaican Infrastructure Operator (JIO), Truck Etape and Openly.
The companies consolidated using the equity method are the TransJamaican Highway and Axxès associates.

The consolidated financial statements include the financial statements of all companies with revenue of more than €2 million, and of subsidiaries whose revenue is below this figure but whose impact on the Group's financial statements is material.

Change in the consolidation scope:

	30/06/2014			30/06/2013			31/12/2013		
(number of companies)	Total	France	International	Total	France	International	Total	France	International
Full consolidation	5	4	1	5	4	1	5	4	1
Equity method	2	1	1	2	1	1	2	1	1
Total	**7**	**5**	**2**	**7**	**5**	**2**	**7**	**5**	**2**

B.2.2. Intragroup transactions

Reciprocal operations and transactions relating to assets and liabilities, income and expenses between companies that are consolidated or accounted for under the equity method are eliminated in the consolidated financial statements.

Where a Group entity consolidated using the full consolidation method carries out a transaction with a Group joint venture or associate consolidated using the equity method, the profits and losses arising from this transaction are only recognised in the Group's consolidated financial statements in the amount of the interests held by third parties in the joint venture or associate.

B.2.3. Translation of the financial statements of foreign subsidiaries and establishments

In most cases, the functional currency of companies is their local currency.

The financial statements of foreign companies of which the functional currency is different from that used in preparing the Group's consolidated financial statements are translated at the closing rate for balance sheet items and at the average rate for the period for income statement items. Any resulting translation differences are recognised under items of other comprehensive income.

B.2.4. Foreign currency transactions

Transactions in foreign currency are translated into euros at the exchange rate at the transaction date. At the balance sheet date, financial assets and monetary liabilities denominated in foreign currencies are translated at the closing rate. Resulting exchange gains and losses are recognised under foreign exchange gains and losses and are recognized in income.

Foreign exchange gains and losses arising on loans denominated in foreign currency or on foreign currency derivative instruments qualifying as hedges of net investments in foreign subsidiaries, are recorded under currency translation differences in equity.

B.2.5. Transactions between shareholders, acquisitions and disposals of non-controlling interests after acquisition of control

In accordance with IFRS 10, acquisitions or disposals of non-controlling interests, with no impact on control, are considered as transactions with the Group's shareholders. The difference between the consideration paid to increase the percentage shareholding in an already-controlled entity and the supplementary share of equity thus acquired is recorded under equity attributable to owners of the parent. Similarly, a decrease in the Group's percentage interest in an entity that continues to be controlled is booked in the accounts as a transaction between shareholders, with no impact on profit or loss.

B.3. Measurement rules and methods

B.3.1. Use of estimates

The preparation of financial statements under IFRS requires estimates to be used and assumptions to be made that affect the amounts shown in those financial statements.
These estimates assume the operation is a going concern and are made on the basis of information available at the time. Estimates may be revised if the circumstances on which they were based alter or if new information becomes available. Actual results may be different from these estimates.
The consolidated half-year financial statements have therefore been prepared with reference to the immediate environment, including as regards the estimates given below.

Estimates are used in particular with respect to the following items:
- measurement of share-based payment expenses under IFRS 2;
- measurement of retirement benefit obligations;
- measurement of provisions;
- determination of the discount rates to be used when performing impairment tests (IAS 36) and when calculating the present value of provisions (IAS 37) and employee benefits (IAS 19);
- measurement of financial instruments at fair value.

B.3.2. Fair value measurement

The Group mainly uses fair value to measure, on a recurring basis on the balance sheet, derivative instruments, cash and cash equivalents, financial assets held for sale and cash management financial assets. The fair values of other financial instruments (for example debt instruments and loans and receivables at amortised cost) are communicated in the notes to the condensed half-year consolidated financial statements, summarised in Note E.16. to this report, "Book and fair value of financial instruments by accounting category".

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. It is recorded on the main market of the asset or liability (or the most advantageous in the absence of a main market), i.e. that which offers the largest volume and the best level of activity. The fair value of derivative financial instruments includes a measurement of the "counterparty risk" for asset derivative instruments and the "own credit risk" for liability derivative instruments.

The Group uses the following measurement methods to determine these fair values:

- market-based approaches, based on observable market prices or transactions;
- revenue-based approaches, which convert the sum of future cash flows to a single discounted amount;
- cost-based approaches, which take the physical, technological and economic obsolescence of the asset being measured into account.

Fair values are prioritised according to three levels:

- level 1: price quoted on an active market. Marketable securities and some available-for-sale financial assets and listed bond issues are measured in this way;
- level 2: internal model using internal measurement techniques with observable factors: these techniques are based on usual mathematical computation methods, which incorporate observable market data (forward prices, yield curves, etc.). The calculation of the fair value of most derivative financial instruments (swaps, caps, floors, etc.) traded over the counter is made on the basis of internal models commonly used by market participants to price such financial instruments.
  Every quarter, the internally calculated values of derivative instruments are checked for consistency with the values sent to us by the counterparties;
- level 3: internal model using non-observable factors: this model applies to customer relationships and contracts acquired through business combinations, as well as to holdings of unlisted shares, which, in the absence of an active market, are measured at their cost of acquisition plus transaction costs.

B.3.3. Specific measurement rules and methods applied by the Group in preparing the interim financial statements

B.3.3.1. Estimation of the tax expense

The tax expense for the first half year is determined by applying the Group's estimated average tax rate for the whole of 2014 (including deferred tax) to the pre-tax profit. This rate is adjusted if necessary for the tax effects of exceptional items recognised in the period.

B.3.3.2 Retirement benefit obligations

No new comprehensive actuarial assessment is carried out for the condensed half-year consolidated financial statements. The expense for the half year in respect of retirement benefit obligations is half the expense calculated for 2014 on the basis of the actuarial assumptions at 31 December 2013. Impacts arising from changes in assumptions relating to post-employment benefits (discount rate and long-term inflation rate) during the first half of 2014 are recognised under other comprehensive income.

C. Information by operating segment

The ASF Group is managed as a single business line, i.e. the collection of toll payments, to which ancillary payments are connected in relation to commercial premises, rental of fibre optic facilities, telecommunication equipment, and heavy goods vehicle parking facilities.

D. Notes to the income statement

D.1. Revenue

(in € millions)	First half 2014	First half 2013	Change first half 2014 vs. first half 2013	2013
Toll revenue	1,545	1,484	4.1%	3,227
Fees for use of commercial premises	26	22	18.2%	52
Fees for optical fibres, telecommunications and other	12	13	-7.7%	29
Revenue excluding concession companies' revenue derived from works	**1,583**	**1,519**	**4.2%**	**3,308**
Concession companies' revenue derived from works	145	178	-18.5%	377
Total revenue	**1,728**	**1,697**	**1.8%**	**3,685**

Breakdown of revenue in France and abroad, by Group company:

First half 2014

	Revenue generated in France					Abroad	
(in € millions)	ASF	Escota	Truck Etape	Openly	Total	Jamaican Infrastructure Operator	Revenue first half 2014
Toll revenue	1,218	327			1,545		1,545
Fees for use of commercial premises	22	4			26		26
Fees for optical fibres, telecommunications and other	6	1		1	8	4	12
Revenue excluding concession companies' revenue derived from works	**1,246**	**332**	**0**	**1**	**1,579**	**4**	**1,583**
Proportion of revenue generated in France	78.9%	21.0%		0.1%	100.0%		
Proportion of total revenue	78.7%	21.0%		0.1%	99.7%	0.3%	100.0%
Concession companies' revenue derived from works	**129**	**16**			**145**		**145**
Total revenue	**1,375**	**348**	**0**	**1**	**1,724**	**4**	**1,728**

First half 2013

	Revenue generated in France					Abroad	
(in € millions)	ASF	Escota	Truck Etape	Openly	Total	Jamaican Infrastructure Operator	Revenue first half 2013
Toll revenue	1,168	316			1,484		1,484
Fees for use of commercial premises	18	4			22		22
Fees for optical fibres, telecommunications and other	6	2		1	9	4	13
Revenue excluding concession companies' revenue derived from works	**1,192**	**322**	**0**	**1**	**1,515**	**4**	**1,519**
Proportion of revenue generated in France	78.7%	21.3%		0.1%	100.0%		
Proportion of total revenue	78.5%	21.2%		0.1%	99.7%	0.3%	100.0%
Concession companies' revenue derived from works	**124**	**54**			**178**		**178**
Total revenue	**1,316**	**376**	**0**	**1**	**1,693**	**4**	**1,697**

2013

(in € millions)	Revenue generated in France: ASF	Escota	Truck Etape	Openly	Total	Abroad: Jamaican Infrastructure Operator	Revenue 2013
Toll revenue	2,558	669			3,227		3,227
Fees for use of commercial premises	44	8			52		52
Fees for optical fibres, telecommunications and other	14	4		3	21	8	29
Revenue excluding concession companies' revenue derived from works	**2,616**	**681**	**0**	**3**	**3,300**	**8**	**3,308**
Proportion of revenue generated in France	79.3%	20.6%		0.1%	100.0%		
Proportion of total revenue	79.1%	20.6%		0.1%	99.8%	0.2%	100.0%
Concession companies' revenue derived from works	**293**	**84**			**377**		**377**
Total revenue	**2,909**	**765**	**0**	**3**	**3,677**	**8**	**3,685**

D.2. Operating income

(in € millions)	First half 2014	First half 2013	2013
Revenue (*)	**1,583**	**1,519**	**3,308**
Concession companies' revenue derived from works	145	178	377
Total revenue	1,728	1,697	3,685
Revenue from ancillary activities	**17**	**13**	**29**
Purchases consumed	(14)	(17)	(31)
External services	(69)	(77)	(169)
Temporary employees	(1)	(1)	(3)
Subcontracting and concession operating companies' construction costs	(150)	(186)	(393)
Taxes and levies	(224)	(197)	(441)
Employment costs	(163)	(175)	(344)
Other operating income and expenses	(1)		
Depreciation and amortisation	(365)	(333)	(697)
Net provision expense	(10)	4	(1)
Operating expenses	**(997)**	**(982)**	**(2,079)**
Operating income from ordinary activities	**748**	**728**	**1,635**
% of revenue (*)	*47.3%*	*47.9%*	*49.4%*
Share-based payments (IFRS 2)	(1)	(1)	(4)
Income/(loss) of companies accounted for under the equity method			(7)
Other current operating items			
Current operating income	**747**	**727**	**1,624**
Operating income	**747**	**727**	**1,624**
% of revenue (*)	*47.2%*	*47.9%*	*49.1%*

(*) Excluding concession companies' revenue derived from works.

Change to the presentation of the consolidated income statement

With effect from the 2014 financial year and in order to improve the presentation of its performance, the Group decided to specify the presentation of the consolidated income statement by adding an intermediate indicator between operating income from ordinary activities and operating income (current operating income).

Operating income from ordinary activities (ROPA) measures the operating performance of the Group before taking account of expenses related to share-based payments (IFRS 2), the share of the income or loss of companies accounted for under the equity method and other current and non-current operating items. This indicator was not restated with respect to previous periods and financial years.

Current operating income is an indicator aimed at presenting the Group's recurring operating performance level excluding the impact of non-current transactions and events during the period. It is obtained by adding the impacts associated with share-based payments (IFRS 2), income of companies accounted for under the equity method and other current operating items to the operating income from ordinary activities.

This change, which had no impact on the presentation of the ASF Group's financial statements, was applied retrospectively to the comparative periods in 2013, in accordance with the provisions of IAS 1.

D.3. Financial income and expense

(in € millions)	First half 2014	First half 2013	2013
Cost of gross financial debt	(223)	(218)	(428)
Financial income from cash investments			
Cost of net financial debt	**(223)**	**(218)**	**(428)**
Capitalised borrowing costs	7	12	19
Effect of discounting to present value	(6)	(5)	(12)
Other financial income and expense	**1**	**7**	**7**

In the first half of 2014, the cost of net financial debt was €223 million, up by 2.3% (€218 million in the first half of 2013), an increase of €5 million due mainly to the adverse effect of the bond refinancing of the bank term loan of €755 million, which benefited from a 1-month Euribor +0.225% rate.

Other financial income and expense resulted in net income of €1 million in the first half of 2014 compared with net income of €7 million in the year-earlier period. This item includes in particular:

- borrowing costs included in the cost of non-current assets under construction in the amount of €7 million in the first half of 2014, compared with €12 million in the first half of 2013;
- the effect of discounting provisions as well as payables and receivables at more than one year for €6 million in the first half of 2014, compared with €5 million in the first half of 2013. Provisions for retirement benefit obligations in the amount of €2 million in the first half of 2014 and 2013, and provision for the obligation to maintain the condition of concession assets in the amount of €4 million in the first half of 2014, compared to €3 million in the first half of 2013.

D.4. Income tax expense

Income tax expense was €202 million in the first half of 2014 (€189 million in the first half of 2013).

The effective tax rate, excluding the Group's share of companies accounted for under the equity method and the tax on dividends received from Escota, was close to 37.9% in the first half of 2014 (36.0% in the first half of 2013).
This rate gives the theoretical tax rate in France of 38.0% (standard tax rate in force in France plus the exceptional contribution which increased from 5.0% to 10.7% since the second half of 2013).

D.5. Earnings per share

The number of shares outstanding has amounted to 230,978,001 since 2002. The Company has not purchased any of its own shares. The Company has not issued any instrument that could give rights to shares. As a result, the weighted number of shares to be taken into consideration when calculating basic and diluted earnings per share in the first half of 2014 and the first half of 2013 is 230,978,001. Basic and diluted earnings per share are the same.

Earnings per share in the first half of 2014 came to €1.394 (€1.411 in the first half of 2013).

E. Notes to the balance sheet

E.6. Concession intangible assets

(in € millions)	Cost of infrastructure	Advances and in progress	Investment grants	Total
Gross				
At 01/01/2013	**17,557**	**2,049**	**(326)**	**19,280**
Acquisitions in the period (*)	133	263	(13)	383
Disposals and retirements during the period	(3)			(3)
Other movements	1,809	(1,703)		106
At 31/12/2013	**19,496**	**609**	**(339)**	**19,766**
Acquisitions in the period (*)	23	130	(19)	134
Disposals and retirements during the period				0
Other movements	251	(233)		18
At 30/06/2014	**19,770**	**506**	**(358)**	**19,918**
Depreciation and amortisation				
At 01/01/2013	**7,598**	**0**	**(121)**	**7,477**
Amortisation during the period	585		(9)	576
Disposals and retirements during the period				0
Other movements				0
At 31/12/2013	**8,183**	**0**	**(130)**	**8,053**
Amortisation during the period	308		(4)	304
Disposals and retirements during the period				0
Other movements				0
At 30/06/2014	**8,491**	**0**	**(134)**	**8,357**
Net				
At 01/01/2013	**9,959**	**2,049**	**(205)**	**11,803**
At 31/12/2013	**11,313**	**609**	**(209)**	**11,713**
At 30/06/2014	**11,279**	**506**	**(224)**	**11,561**

(*) Including capitalised borrowing costs.

Investments in the first half of 2014, excluding capitalised borrowing costs, amounted to €127 million (€364 million in full-year 2013).

Borrowing costs included in the cost of concession assets before their entry into service amounted to €7 million in the first half of 2014 (€19 million in full-year 2013).

Concession intangible assets comprise assets under construction for €506 million at 30 June 2014 (including €403 million for ASF and €103 million for Escota), compared with €609 million at 31 December 2013 (including €316 million for ASF and €293 million for Escota).

The main characteristics of the concession contracts relating to the intangible model and the associated obligations are described in Note D. to the 2013 consolidated annual financial report, "Note on the main characteristics of concession contracts".

The main obligations associated with these contracts are described in Note F.18. to this report, "Contractual obligations under concession contracts".

E.7. Property, plant and equipment

(in € millions)	Tangible fixed assets related to concession contracts	Advances and in progress on concession tangible fixed assets	Investment grants on concession tangible fixed assets	Other property, plant and equipment	Total
Gross					
At 31/12/2013	2,097	130	(7)	5	2,225
At 30/06/2014	**2,139**	**78**	**(7)**	**5**	**2,215**
Depreciation and amortisation					
At 31/12/2013	1,458	0	(6)	5	1,457
At 30/06/2014	**1,502**	**0**	**(6)**	**5**	**1,501**
Net					
At 31/12/2013	639	130	(1)	0	768
At 30/06/2014	**637**	**78**	**(1)**	**0**	**714**

E.8. Investments in companies accounted for under the equity method

E.8.1. Changes during the period

(in € millions)	30/06/2014	31/12/2013
Value of shares at start of the period	**8**	**15**
Group share of profit or loss for the period		(7)
Value of shares at end of the period	**8**	**8**

E.8.2. Financial information on companies accounted for under the equity method

	30/06/2014		31/12/2013	
(in € millions)	TransJamaican Highway	Axxès	TransJamaican Highway	Axxès
% held	**12.6%**	**35.5%**	**12.6%**	**35.5%**
Income statement				
Revenue	2	138	3	337
Operating income			1	(1)
Net income			(1)	(6)
Balance sheet				
Non-current assets	30	13	30	10
Current assets	3	72	3	120
Equity	8		8	
Non-current liabilities	25	9	25	9
Current liabilities		76		122
Net financial debt	**(22)**	**16**	**(22)**	**24**

E.8.3. Related party transactions

There was no material change in the first half of 2014 in the nature of transactions conducted with related parties from those at 31 December 2013, which were referred to in Note C.9.3. "Related party transactions" in the 2013 consolidated annual financial report.

E.9. Other financial assets and fair value of derivative financial instruments (non-current assets)

(in € millions)	30/06/2014	31/12/2013
Investments in listed companies at fair value	5	5
Investments in unlisted companies	1	1
Available-for-sale financial assets (gross)	**6**	**6**
Available-for-sale financial assets (net)	**6**	**6**
Loans and receivables at amortised cost	9	9
Total	**15**	**15**
Fair value of derivative financial instruments (non-current assets)(*)	549	421
Other financial assets and fair value of derivatives (non-current assets)	**564**	**436**

(*) See Note E.15. to this report, "Financial risk management".

Available-for-sale assets amounted to €6 million at 30 June 2014, the same as at 31 December 2013. Investments in listed companies totalled €5 million, and investments in unlisted companies totalled €1 million, which do not meet the Group's minimum financial criteria for consolidation.

Long-term loans and other receivables, measured at amortised cost, totalled €9 million at 30 June 2014, unchanged relative to 31 December 2013. They mainly comprise the companies' participation in employee housing funds.

Net financial debt includes the fair value of derivative financial instruments (non-current assets) (see Note E.14. to this report, "Net financial debt").

The part at less than one year of other non-current financial assets is included under other current operating assets for €1 million at 30 June 2014 (€2 million at 31 December 2013).

E.10. Equity

E.10.1. Shares

The number of shares outstanding has amounted to 230,978,001 since 2002. The Company has not purchased any of its own shares. Finally, the Company has not issued any instrument that could give rights to shares.

E.10.2. Transactions recognised directly in equity

		30/06/2014			31/12/2013		
(in € millions)		Attributable to owners of the parent	Attributable to non-controlling interests	Total	Attributable to owners of the parent	Attributable to non-controlling interests	Total
Available-for-sale financial assets							
Reserve at beginning of period		**1**	**0**	**1**	**1**	**0**	**1**
Changes in fair value in the period				0			0
Gross reserve before tax effect at balance sheet date	**I**	**1**	**0**	**1**	**1**	**0**	**1**
Cash flow hedge							
Reserve at beginning of period		**(176)**	**0**	**(176)**	**(273)**	**0**	**(273)**
Changes in fair value in the period		(91)		(91)	55		55
Fair value items recognised in profit or loss		24		24	42		42
Gross reserve before tax effect at balance sheet date	**II**	**(243)**	**0**	**(243)**	**(176)**	**0**	**(176)**
Gross reserve before tax effect at balance sheet date (items that may be recycled through profit or loss)	**I+II**	**(242)**	**0**	**(242)**	**(175)**	**0**	**(175)**
Associated tax effect		85		85	62		62
Reserve net of tax (items that may be recycled through profit or loss)	**III**	**(157)**	**0**	**(157)**	**(113)**	**0**	**(113)**
Actuarial gains and losses on retirement benefit obligations							
Reserve at beginning of period		**(14)**	**0**	**(14)**	**(14)**	**0**	**(14)**
Actuarial gains and losses recognised in the period		(9)		(9)			0
Associated tax effect		3		3			0
Reserve net of tax at end of period (items that may not be recycled through profit or loss)	**IV**	**(20)**	**0**	**(20)**	**(14)**	**0**	**(14)**
Total of transactions recognised directly in equity	**III+IV**	**(177)**	**0**	**(177)**	**(127)**	**0**	**(127)**

The changes in fair value relating to cash flow hedges recorded in equity relate mainly to the hedging of future loan issues (acquisition of deferred start interest rate swaps). These operations are described in Note C.16.1.3. to the 2013 consolidated annual financial report, "Cash flow hedges".

E.10.3. Dividends

The dividends paid by ASF SA in respect of 2013 and 2012 break down as follows:

	2013	2012
Interim dividend		
Amount *(in € millions)* **(I)**	275	132
Per share in euros	1.19	0.57
Final dividend		
Amount *(in € millions)* **(II)**	460	508
Per share in euros	1.99	2.20
Total net dividend per share		
Amount *(in € millions)* **(I) + (II)**	735	640
Per share in euros	3.18	2.77

ASF paid the final divided for the 2013 financial year in March 2014, in the amount of €460 million.

E.10.4. Non-controlling interests

No non-controlling interests were acquired or disposed of during the first half of 2014.

E.11. Share-based payments

Equity compensation benefits paid by VINCI to ASF Group employees

Since the acquisition of the ASF Group by VINCI in March 2006, the employees of ASF and Escota regularly benefit from the share purchase option, share subscription and performance share plans and the group savings scheme of the parent company, VINCI.

The expense relating to employee benefits was valued at €1 million for the first half of 2014 (€1 million for the first half of 2013).

In the first half of 2014, the VINCI Group did not grant any share subscription or purchase options.

As regards performance shares, VINCI's Board of Directors' meeting held on 15 April 2014 decided to implement a new long-term incentive plan that consists of granting some employees a conditional award comprising a cash portion ("deferred cash"; outside the scope of application of IFRS 2) and a portion in the form of performance shares. The awards in cash and performance shares will only be allocated definitively after a vesting period of three years. They depend on the employee's presence within the Group until the end of the vesting period and on performance conditions where the performance shares are concerned.

VINCI's Board of Directors defines the conditions for subscribing to the group savings scheme in accordance with the authorisations granted to it by the Shareholders' General Meeting. VINCI issues new shares in France three times a year reserved for VINCI Group employees, with a subscription price that includes a 5% discount against the average stock market price over a period of twenty days. Subscribers benefit from an employer contribution, which is capped at an annual maximum of €2,500 per person. The benefits granted in this way to employees of the Group are recognised in profit or loss and are valued in accordance with IFRS 2, on the basis of the following assumptions:

- length of subscription period: four months;
- length of period during which funds are frozen: five years.

E.12. Non-current provisions

(in € millions)	Note	30/06/2014	31/12/2013
Provisions for retirement benefit obligations	E.12.1	105	95
Other non-current provisions	E.12.2	10	11
Total non-current provisions at more than one year		**115**	**106**

E.12.1. Provisions for retirement benefit obligations

At 30 June 2014, provisions for retirement benefit obligations connected with post-employment benefit plans amounted to €107 million (including €105 million at more than one year) compared with €97 million at 31 December 2013 (including €95 million at more than one year). They comprise provisions for lump sums on retirement and provisions for obligations for supplementary retirement benefits, and provisions relating to medical expense cover. The part at less than one year of these provisions (€2 million at both 30 June 2014 and 31 December 2013) is reported under other current non-operating liabilities. The details of employee benefits granted to Group employees are presented in Note C.13.1. to the 2013 consolidated annual financial report, "Provisions for retirement benefit obligations".

The expense recognised for the first half of 2014 in respect of retirement benefit obligations is half the forecast expense for 2014 determined on the basis of actuarial assumptions at 31 December 2013 and in accordance with the provisions of IAS 19.

E.12.2. Other non-current provisions

Changes in other non-current provisions reported in the balance sheet in relation to the first half of 2014 and full-year 2013 are as follows:

(in € millions)	Opening	Provisions taken	Provisions used	Other reversals not used	Change in scope and miscellaneous	Change in the part at less than one year of non-current provisions	Closing
01/01/2013	**56**	**11**	**(14)**	**(10)**	**6**	**6**	**55**
Other employee benefits	58		(5)		(41)		12
Other liabilities	10	5	(5)	(1)			9
Reclassification of the part at less than one year of non-current provisions	(13)					3	(10)
31/12/2013	**55**	**5**	**(10)**	**(1)**	**(41)**	**3**	**11**
Other employee benefits	12		(2)				10
Other liabilities	9	1					10
Reclassification of the part at less than one year of non-current provisions	(10)						(10)
30/06/2014	**11**	**1**	**(2)**	**0**		**0**	**10**

Other employee benefits

At 30 June 2014, provisions for other employee benefits (long-service benefits, CATS early retirement plan) amounted to €10 million (including €7 million at more than one year) compared with €12 million at 31 December 2013 (including €8 million at more than one year).

Provisions for other liabilities

Provisions for other liabilities, not directly linked with the operating cycle, amounted to €10 million at 30 June 2014 (of which €4 million at more than one year), compared to €9 million at 31 December 2013 (of which €3 million at more than one year).

E.13. Working capital requirement and current provisions

E.13.1. Change in the working capital requirement

(in € millions)	30/06/2014	30/06/2013	31/12/2013	Change between 30/06/2014 and 31/12/2013: Changes in operating WCR	Other changes
Inventories and work in progress (net)	5	8	6	(1)	
Trade and other receivables	273	258	266	7	
Other current operating assets	105	127	159	(54)	
Inventories and operating receivables (I)	**383**	**393**	**431**	**(48)**	**0**
Trade payables	(69)	(67)	(68)	(1)	
Other current operating liabilities	(364)	(367)	(385)	21	
Trade and other operating payables (II)	**(433)**	**(434)**	**(453)**	**20**	**0**
Working capital requirement (excluding current provisions) (I + II)	**(50)**	**(41)**	**(22)**	**(28)**	**0**
Current provisions	**(394)**	**(362)**	**(380)**	**(8)**	**(6)**
of which part at less than one year of non-current provisions	*(7)*	*(5)*	*(6)*	*(1)*	
Working capital requirement (including current provisions)	**(444)**	**(403)**	**(402)**	**(36)**	**(6)**

E.13.2. Breakdown of current provisions

Changes in current provisions reported in the balance sheet for the first half of 2014 and full-year 2013 were as follows:

(in € millions)	Opening	Provisions taken	Provisions used	Other reversals not used	Change in the part at less than one year of non-current provisions	Closing
01/01/2013	**352**	**76**	**(45)**	**(16)**	**(4)**	**363**
Obligation to maintain the condition of concession assets	348	55	(39)	(5)		359
Other current liabilities	8	9	(2)			15
Reclassification of the part at less than one year of non-current provisions	7				(1)	6
31/12/2013	**363**	**64**	**(41)**	**(5)**	**(1)**	**380**
Obligation to maintain the condition of concession assets	359	26	(15)			370
Other current liabilities	15	2				17
Reclassification of the part at less than one year of non-current provisions	6				1	7
30/06/2014	**380**	**28**	**(15)**	**0**	**1**	**394**

Current provisions (including the part at less than one year of non-current provisions) are directly connected with the operating cycle and mainly comprise provisions for the obligation to maintain the condition of concession assets.
Such provisions mainly cover the expenses to be incurred by ASF and Escota for road repairs (surface courses, restructuring of slow lanes, etc.), bridges, tunnels and hydraulic infrastructure. They comprised €309 million for ASF at 30 June 2014 (€303 million at 31 December 2013) and €61 million for Escota at 30 June 2014 (€56 million at 31 December 2013).

E.14. Net financial debt

At 30 June 2014, net financial debt, as defined by the ASF Group, stood at €11.0 billion, up €109 million from 31 December 2013.

Net financial debt can be broken down as follows:

		30/06/2014					31/12/2013				
Accounting categories	*(in € millions)*	**Non-current**	**Ref.**	**Current (*)**	**Ref.**	**Total**	**Non-current**	**Ref.**	**Current (*)**	**Ref.**	**Total**
Financial liabilities at amortised cost	Bonds	(6,779)	(1)	(167)	(3)	(6,946)	(5,861)	(1)	(166)	(3)	(6,027)
	Other bank loans and other financial debt	(4,130)	(2)	(467)	(3)	(4,597)	(4,563)	(2)	(809)	(3)	(5,372)
	Long-term financial debt (**)	**(10,909)**		**(634)**		**(11,543)**	**(10,424)**		**(975)**		**(11,399)**
	Other current financial debts				(3)					(3)	
	Financial current accounts liabilities										
	I – Gross financial debt	**(10,909)**		**(634)**		**(11,543)**	**(10,424)**		**(975)**		**(11,399)**
	of which: impact of fair value hedges	(534)				*(534)*	(358)				*(358)*
Loans and receivables	Financial current accounts assets										
Financial assets measured at fair value through profit or loss	Cash management financial assets			4	(6)	4				(6)	
	Cash equivalents			46	(7)	46			117	(7)	117
	Cash			11	(7)	11			12	(7)	12
	II – Financial assets			**61**		**61**			**129**		**129**
Derivatives	Derivative financial instruments – liabilities	(195)	(4)	(26)	(5)	(221)	(159)	(4)	(17)	(5)	(176)
	Derivative financial instruments – assets	549	(8)	114	(9)	663	421	(8)	94	(9)	515
	III – Derivative financial instruments	**354**		**88**		**442**	**262**		**77**		**339**
	Net financial debt (I+II+III)	**(10,555)**		**(485)**		**(11,040)**	**(10,162)**		**(769)**		**(10,931)**

(*) Current part including accrued interest not matured.
(**) Including the part at less than one year.

Reconciliation of net financial debt with balance sheet items:

(in € millions)	**ref.**	**30/06/2014**	**31/12/2013**
Bonds	(1)	(6,779)	(5,861)
Other loans and borrowings	(2)	(4,130)	(4,563)
Current financial debts	(3)	(634)	(975)
Fair value of derivative financial instruments (non-current liabilities)	(4)	(195)	(159)
Fair value of derivative financial instruments (current liabilities)	(5)	(26)	(17)
Cash management financial assets	(6)	4	
Cash and cash equivalents	(7)	57	129
Fair value of derivative financial instruments (non-current assets)	(8)	549	421
Fair value of derivative financial instruments (current assets)	(9)	114	94
Net financial debt		**(11,040)**	**(10,931)**

Derivative financial instruments (assets and liabilities) designated as hedges are reported in the balance sheet, classified by maturity and according to their accounting category, under other non-current financial assets or liabilities for the part at more than one year, and under other current financial assets or liabilities for the part at less than one year. Derivative financial instruments (assets and liabilities) that are not designated as hedges for accounting purposes are reported as other current financial assets or liabilities, whatever their maturity dates.

E.14.1. Detail of long-term financial debt

At 30 June 2014, long-term financial debt amounted to €11.5 billion, up €144 million from 31 December 2013 (€11.4 billion).

In the first half of 2014, ASF carried out the following bond issues and issues of similar instruments under its EMTN (Euro Medium Term Note) programme:

- €600 million of 10-year bonds at a coupon rate of 2.95% on 17 January 2014;
- a €45 million 15-year private placement on 20 March 2014;
- a €75 million 15-year private placement on 26 March 2014;

The Group also made the following debt repayments in the first half of 2014:

- repayments of loans taken out with CNA at an average rate of 4.55% for a total amount of €498 million in April and May 2014;
- the reduction in outstanding amounts on the internal credit facility with VINCI in the amount of €225 million;
- repayments of EIB loans for €21 million.

E.14.2. Resources and liquidity

At 30 June 2014, the Group's available resources amounted to €2.8 billion, including €61 million net cash managed (see Note E.14.2.2. "Net cash managed") and €2.7 billion of unused confirmed medium-term bank credit facilities (see Note E.14.2.3. "Revolving credit facilities").

E.14.2.1. Debt maturity schedule and associated interest payments

At 30 June 2014, the average maturity of the Group's medium- and long-term financial debt was 5.9 years, compared with 5.7 years at 31 December 2013.

E.14.2.2. Net cash managed

Net cash managed, which includes in particular cash management financial assets, breaks down as follows:

(in € millions)	30/06/2014	31/12/2013
Cash equivalents	**46**	**117**
Marketable securities and mutual funds (UCITS)	24	115
Negotiable debt securities with an original maturity of less than three months	22	2
Cash	**11**	**12**
Bank overdrafts	**0**	**0**
Net cash and cash equivalents	**57**	**129**
Cash management financial assets	**0**	**0**
Marketable securities and mutual funds (UCITS) (*)		
Negotiable debt securities and bonds with an original maturity of less than three months		
Balances of cash current accounts	**4**	**0**
Net cash managed	**61**	**129**

(*) Portion of short-term UCITS that do not meet the criteria to be designated as cash equivalents as defined by IAS 7.

The investment vehicles used by the Group are monetary mutual funds (UCITS) and negotiable debt securities (bank certificates of deposit generally having a maturity of less than three months). They are measured and recognised at their fair value.

Net cash is managed with limited risk to capital. The performance and the risks associated with these investments of net cash are monitored regularly, through a report detailing the yield of the various assets on the basis of their fair value and analysing the associated level of risk.

E.14.2.3. Revolving credit facilities

Under an amendment signed in May 2014 with its pool of banks, ASF renegotiated the financial conditions of its €1,785 million syndicated revolving credit facility, bringing the amount down to €1,670 million and changing its maturity to five years plus two extension options of one year each.

ASF also has an internal revolving credit facility with VINCI for the amount of €2 billion, maturing in 2017.

The amount authorised and used and the maturity profile of ASF's revolving credit facilities at 30 June 2014 are as follows:

			Maturity		
(in € millions)	Amount used at 30/06/2014	Amount authorised at 30/06/2014	Within 1 year	Between 1 and 5 years	After 5 years
Revolving credit facility		1,670		1,670	
VINCI credit facility	975	2,000		2,000	
Total	**975**	**3,670**		**3,670**	

E.14.2.4. Financial covenants

Some financing agreements include early repayment clauses applicable in the event of non-compliance with financial ratios described in the 2013 consolidated annual financial report under Note C.15.2.4. "Financial covenants".

The relevant ratios were all met at 30 June 2014.

E.14.2.5. Credit ratings

On 31 March 2014, the ratings agency Standard and Poor's raised the Group's long-term credit rating by one level, from BBB+ to A-, with a stable outlook.

At 30 June 2014, the Group's credit ratings were as follows:

	Rating		
Agency	**Long term**	**Outlook**	**Short term**
Standard & Poor's	A-	Stable	A2
Moody's	Baa1	Stable	P2

E.15. Financial risk management

The Group's risk management policies and procedures are identical to those described in Note C.16. "Financial risk management" in the 2013 consolidated annual financial report. Transactions to set up or unwind hedging instruments during the first-half period did not materially alter the Group's exposure to potential financial risks at 30 June 2014. The main risks (interest rate, exchange rate and credit or counterparty risks) are described respectively in Notes C.16.1., C.16.2. and C.16.3. of the 2013 consolidated annual financial report.

E.16. Book and fair value of financial instruments by accounting category

The following table shows the carrying amount and the fair value of financial assets and liabilities, in the balance sheet, by accounting category as defined in IAS 39:

30/06/2014
(in € millions)

	Accounting categories (1)							Fair value			
Balance sheet headings and classes of instrument	**Financial instruments at fair value through profit or loss**	**Derivatives designated as hedges**	**Financial assets measured at fair value**	**Available-for-sale financial assets**	**Loans and receivables**	**Financial liabilities at amortised cost**	**Total carrying amount for the class**	**Level 1: quoted prices and cash**	**Level 2: internal model using observable factors**	**Level 3: internal model using non-observable factors**	**Fair value of the class**
Investments in listed subsidiaries and affiliates				5			5	5			5
Investments in unlisted subsidiaries and affiliates				1			1			1	1
Loans and financial receivables				9			9		9		9
I – Non-current financial assets (2)	**0**	**0**	**0**	**15**	**0**	**0**	**15**	**5**	**9**	**1**	**15**
II – Derivative financial instruments – assets	**33**	**630**					**663**		**663**		**663**
III – Trade receivables					**273**		**273**		**273**		**273**
Cash management financial assets other than cash equivalents			4				4		4		4
Cash equivalents			46				46	24 (3)	22		46
Cash			11				11	11			11
IV – Current financial assets	**0**	**0**	**61**	**0**	**0**	**0**	**61**	**35**	**26**	**0**	**61**
Total assets	**33**	**630**	**61**	**15**	**273**	**0**	**1,012**	**40**	**971**	**1**	**1,012**
Bonds						(6,946)	(6,946)	(6,951)	(680)		(7,631)
Other bank loans and other financial debt						(4,597)	(4,597)	(1,910) (4)	(3,088)		(4,998)
V – Long-term financial debt	**0**	**0**	**0**	**0**	**0**	**(11,543)**	**(11,543)**	**(8,861)**	**(3,768)**	**0**	**(12,629)**
VI – Derivative financial instruments – liabilities	**(18)**	**(203)**					**(221)**		**(221)**		**(221)**
VII – Trade payables					**(69)**		**(69)**		**(69)**		**(69)**
Other current financial debts							0				0
Bank overdrafts							0				0
VIII – Other current financial liabilities	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total liabilities	**(18)**	**(203)**	**0**	**0**	**(69)**	**(11,543)**	**(11,833)**	**(8,861)**	**(4,058)**	**0**	**(12,919)**
Total	**15**	**427**	**61**	**15**	**204**	**(11,543)**	**(10,821)**	**(8,821)**	**(3,087)**	**1**	**(11,907)**

(1) The Group has no held-to-maturity financial assets.
(2) See Note E.9. to this report, "Other financial assets and fair value of derivatives (non-current assets)".
(3) Mainly UCITS and "bons de caisse" deposits.
(4) Listed price of loans issued by CNA.

The method of measuring the fair value of financial assets and liabilities did not change in the first half of 2014.

31/12/2013
(in € millions)

	Accounting categories [1]							Fair value			
Balance sheet headings and classes of instrument	**Financial instruments at fair value through profit or loss**	**Derivatives designated as hedges**	**Financial assets measured at fair value**	**Available-for-sale financial assets**	**Loans and receivables**	**Financial liabilities at amortised cost**	**Total carrying amount for the class**	**Level 1: quoted prices and cash**	**Level 2: internal model using observable factors**	**Level 3: internal model using non-observable factors**	**Fair value of the class**
Investments in listed subsidiaries and affiliates				5			5	5			5
Investments in unlisted subsidiaries and affiliates				1			1			1	1
Loans and financial receivables				9			9		9		9
I – Non-current financial assets [2]	**0**	**0**	**0**	**15**	**0**	**0**	**15**	**5**	**9**	**1**	**15**
II – Derivative financial instruments – assets	**18**	**497**					**515**		**515**		**515**
III – Trade receivables					**266**		**266**		**266**		**266**
Cash management financial assets other than cash equivalents							0				0
Cash equivalents			117				117	117 [3]			117
Cash			12				12	12			12
IV – Current financial assets	**0**	**0**	**129**	**0**	**0**	**0**	**129**	**129**	**0**	**0**	**129**
Total assets	**18**	**497**	**129**	**15**	**266**	**0**	**925**	**134**	**790**	**1**	**925**
Bonds						(6,027)	(6,027)	(6,083)	(545)		(6,628)
Other bank loans and other financial debt						(5,372)	(5,372)	(2,403) [4]	(3,315)		(5,718)
V – Long-term financial debt	**0**	**0**	**0**	**0**	**0**	**(11,399)**	**(11,399)**	**(8,486)**	**(3,860)**	**0**	**(12,346)**
VI – Derivative financial instruments – liabilities	**(16)**	**(160)**					**(176)**		**(176)**		**(176)**
VII – Trade payables					**(68)**		**(68)**		**(68)**		**(68)**
Other current financial debts							0				0
Bank overdrafts							0				0
VIII – Other current financial liabilities	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Total liabilities	**(16)**	**(160)**	**0**	**0**	**(68)**	**(11,399)**	**(11,643)**	**(8,486)**	**(4,104)**	**0**	**(12,590)**
Total	**2**	**337**	**129**	**15**	**198**	**(11,399)**	**(10,718)**	**(8,352)**	**(3,314)**	**1**	**(11,665)**

(1) The Group has no held-to-maturity financial assets.
(2) See Note E.9. to this report, "Other financial assets and fair value of derivatives (non-current assets)".
(3) Mainly UCITS and "bons de caisse" deposits.
(4) Listed price of loans issued by CNA.

F. Other notes

F.17. Related party transactions

Related party transactions are:
- remuneration and similar benefits paid to members of the governing and management bodies;
- transactions with companies in the VINCI Group scope.

These transactions are conducted on the basis of market prices.

There was no material change in the first half of 2014 in the nature of transactions conducted with related parties from those at 31 December 2013, which were referred to in Note E.19. "Related party transactions" in the 2013 consolidated annual financial report.

F.18. Contractual obligations under concession contracts

Contractual investment and renewal obligations

As part of their concession contracts, ASF and Escota have undertaken to make certain investments in infrastructure that they will then operate as concession-holders. The corresponding commitments break down as follows:

(in € millions)	30/06/2014	31/12/2013
ASF	1,611	1,681
Escota	384	392
Total	**1,995**	**2,073**

These amounts do not include maintenance work on infrastructure under concession.

G. Note on litigation

Litigation is managed by the Legal Affairs Department, except for cases falling within the remit of the Human Resources Department.

The ASF Group is a party in a certain number of disputes in connection with its activities. To ASF's knowledge, there is no litigation likely to affect substantially the business, financial performance, net assets or financial situation of the ASF Group. Furthermore, provisions that the Company considers sufficient given the current state of affairs have been taken in respect of cases in progress, where necessary and taking account of insurance cover.

H. Post-balance sheet events

H.19. Payment of an interim dividend

In its 25 July 2014 meeting, the Board of Directors finalised the condensed half-year consolidated financial statements at 30 June 2014 and decided to pay an interim dividend of €1.11 per share.

H.20. Other post-balance sheet events

Annual concession performance report

The annual reports for 2013 on compliance with ASF's and Escota's contractual obligations and performance of their master contracts were submitted in June 2014 to the French Government's Transport Infrastructure Department. The companies are meeting all their commitments.

Report of the Statutory Auditors

DELOITTE & ASSOCIÉS

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France

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Autoroutes du Sud de la France (ASF)
A French limited liability company (Société Anonyme)

Registered office: 12, rue Louis Blériot
92506 Rueil-Malmaison Cedex
France
Share capital €29,343,640.56

Report of the Statutory Auditors on 2014 half-year financial information

To the Shareholders,

In compliance with the assignment entrusted to us by your Shareholders' General Meeting and with article L.451-1-2 III of the French Monetary and Financial Code, we have:

- carried out a limited review of the accompanying condensed half-year consolidated financial statements of Autoroutes du Sud de la France (ASF) for the six-month period from 1 January 2014 to 30 June 2014;
- examined information provided in the half-year management report.

The Board of Directors was responsible for the preparation of these condensed half-year consolidated financial statements. Our responsibility is to express our conclusion on these financial statements, based on our limited review.

I. Conclusion on the financial statements

We conducted our limited review in accordance with the prevailing standards of the profession in France. A limited review consists mainly of conducting discussions with the members of management responsible for accounting and financial matters, and carrying out analytical procedures. This work is less extensive than that required by an audit according to the prevailing standards of the profession in France. In consequence, the assurance obtained through a limited review that the financial statements taken as a whole do not contain material misstatements is a moderate assurance, less than that obtained when performing an audit.

On the basis of our limited review, we have not noted any material misstatements that would make the condensed half-year consolidated financial statements non-compliant with IAS 34 "Interim Financial Reporting" as adopted in the European Union.

II. Specific verification

We have also verified in accordance with the professional standards applicable in France and as required by law, the information in the Group management report.

We have no comments to make as to its fair presentation and its conformity with the consolidated financial statements.

The Statutory Auditors
Paris-La Défense and Neuilly-sur-Seine, 28 July 2014

Deloitte & Associés	KPMG Audit A department of KPMG S.A.
Alain Pons	**Philippe Bourhis**

This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking users. The Statutory Auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the opinion on the consolidated financial statements and includes an explanatory paragraph discussing the Statutory 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 captions or on information taken outside of the consolidated financial statements. This report should be read in conjunction with, and is construed in accordance with, French law and professional auditing standards applicable in France.

Statement by the person responsible for the half-year financial report

Person responsible for the half-year financial report

Pierre Coppey, Chairman and Chief Executive Officer of ASF SA.

Statement by the person responsible for the half-year financial report

I certify that, to the best of my knowledge, the condensed consolidated financial statements for the first half of 2014 presented in the half-year financial report have been prepared in accordance with the applicable financial reporting standards and give a true and fair view of the assets and liabilities, financial position and results of the operations of the Company and of the Group formed by the companies included in the consolidated financial statements, and that the half-year management report faithfully presents the important events that have occurred during the first six months of the year and their impact on the financial statements, the main transactions between related parties and a description of the main risks and uncertainties in respect of the remaining six months of the year.

Rueil-Malmaison, 25 July 2014

Pierre Coppey

Chairman and CEO

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