Prospectus dated 26 February 2018

(a *société anonyme* incorporated in the Republic of France)
€600,000,000 1.625 per cent. Notes due 28 February 2028
Issue Price: 98.438 per cent.

This document constitutes a prospectus (the **"Prospectus"**) for the purposes of Article 5.3 of Directive 2003/71/EC of the European Parliament and of the Council dated 4 November 2003, as amended (the **"Prospectus Directive"**). Application has been made to the *Autorité des marchés financiers* (the **"AMF"**) for approval of this Prospectus in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Prospectus Directive.

The €600,000,000 1.625 per cent. Notes due 28 February 2028 (the "**Notes**") of Icade (the **"Issuer"** or **"Icade"**) will be issued on 28 February 2018 (the **"Issue Date"**).

Interest on the Notes will accrue at the rate of 1.625 per cent. *per annum* from, and including, the Issue Date and will be payable in Euro annually in arrear on 28 February in each year, commencing on 28 February 2019. Payments of principal and interest on the Notes will be made without deduction for or on account of taxes of the Republic of France (See "Terms and Conditions of the Notes – Taxation").

Unless previously purchased and cancelled in accordance with the terms and conditions of the Notes, the Notes will be redeemed at their principal amount on 28 February 2028 (the **"Maturity Date"**). The Notes may, and in certain circumstances shall, be redeemed, in whole but not in part, at their principal amount together with accrued interest in the event that certain French taxes are imposed (See "Terms and Conditions of the Notes – Redemption and Purchase").

If a Put Event occurs further to a Change of Control, each Noteholder (as defined in "Terms and Conditions of the Notes") will have the option to require the Issuer to redeem or procure the purchase of, all or part of the Notes held by such Noteholder at their principal amount together with interest accrued all as defined and more fully described in "Terms and Conditions of the Notes – Redemption and Purchase – Redemption at the option of Noteholders following a Change of Control".

The Issuer may, at its option (i) from and including 28 November 2027 to but excluding the Maturity Date, redeem the Notes outstanding on any such date, in whole or in part, at their principal amount plus accrued interest, in accordance with the provisions set out in "Terms and Conditions of the Notes – Pre-Maturity Call Option", (ii) redeem the Notes, in whole or in part, at their Optional Redemption Amount (as defined in "Terms and Conditions of the Notes") at any time or from time to time, prior to their Maturity Date, in accordance with the provisions set out in "Terms and Conditions of the Notes – Make Whole Redemption by the Issuer" and (iii) redeem the Notes, in whole but not in part, at their principal amount plus accrued interest, at any time prior to their Maturity Date, if 80 per cent. of the Notes have been redeemed or purchased and cancelled, in accordance with the provisions set out in "Terms and Conditions of the Notes – Clean-Up Call Option".

Application has been made to Euronext Paris S.A. (**"Euronext Paris"**) for the Notes to be admitted to trading as of their Issue Date on the regulated market of Euronext Paris. Euronext Paris is a regulated market for the purposes of Markets in Financial Instruments Directive 2014/65/EU of 15 May 2014, as amended.

The Notes will upon issue on the Issue Date, be inscribed (*inscription en compte*) in the books of Euroclear France which shall credit the accounts of the Account Holders (as defined in "Terms and Conditions of the Notes – Form, Denomination and Title") including Euroclear Bank S.A./N.V. (**"Euroclear"**) and the depositary bank for Clearstream Banking, SA (**"Clearstream, Luxembourg"**). The Notes have been accepted for clearance through Euroclear France, Euroclear and Clearstream, Luxembourg.

The Notes will be issued in dematerialised bearer form (*au porteur*) in the denomination of €100,000 each. Title to the Notes will be evidenced in accordance with Articles L.211-3 *et seq.* and R.211-1 *et seq.* of the French *Code monétaire et financier* by book-entries (*inscription en compte*). No physical document of title (including *certificats représentatifs* pursuant to Article R.211-7 of the French *Code monétaire et financier*) will be issued in respect of the Notes.

The Notes have been rated BBB+ by Standard & Poor's Credit Market Services France (**"S&P"**). The long-term debt of the Issuer has been rated BBB+ (stable outlook) by S&P. S&P is established in the European Union and is registered under Regulation (EC) No. 1060/2009 of the European Parliament and of the Council on credit rating agencies dated 16 September 2009, as amended (the **"CRA Regulation"**). As such, S&P is included in the list of registered credit rating agencies published by the European Securities and Markets Authority on its website (www.esma.europa.eu/supervision/credit-rating-agencies/risk) in accordance with the CRA regulation. A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, revision or withdrawal at any time by the assigning rating agency.

Prospective investors should have regard to the factors described in the section headed "Risk Factors" in this Prospectus.

Joint Lead Managers

Crédit Agricole Corporate and Investment Bank **CM-CIC MARKET SOLUTIONS**

HSBC **Natixis**

Société Générale Corporate & Investment Banking

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RISK FACTORS

The following are certain risk factors of the offering of the Notes of which prospective investors should be aware. The Issuer believes that the following factors may affect its ability to fulfil its obligations under the Notes. All of these factors are contingencies which may or may not occur and the Issuer is not in a position to express a view on the likelihood of any such contingency occurring. Factors which the Issuer believes may be material for the purpose of assessing the market risks associated with the Notes are also described below. The Issuer believes that the factors described below represent the principal risks inherent in investing in the Notes, but the inability of the Issuer to pay interest, principal or other amounts on or in connection with any Notes may occur for other reasons and the Issuer does not represent that the statements below regarding the risks of holding any Notes are exhaustive. Prospective investors should make their own independent evaluations of all risk factors and should also read the detailed information set out elsewhere in this Prospectus (including any documents incorporated by reference herein) and reach their own views prior to making any investment decision.

The terms defined in "Terms and Conditions of the Notes" shall have the same meaning when used below.

1. Risks related to the Issuer and its business

The risks relating to the Issuer and its business are set out on pages 26 to 27, 142 to 148, 177 to 181, 220 to 222 and 227 of the 2016 Registration Document (as defined in Section "Documents incorporated by Reference") and on pages 76 to 78 and 81 of the 2017 Half-Year Financial Report (as defined in Section "Documents incorporated by Reference") and include the following:

- Risks related to the property market;
  - risk of fluctuations in the property market;
  - risk of fluctuations in rent levels;
  - risk related to the competitive environment;
  - regulatory risks;
- Financial risks;
  - liquidity risk;
  - interest rate risk;
  - currency risk;
  - risk concerning shares and other financial instruments;
  - credit or counterparty risks;
- Operational risks;
  - risk of vacancy in the rental property portfolio/mismatch between Icade's products and market needs;
  - development risk;
  - health and safety risks;
  - major loss affecting the properties;
  - risk of misstatements in the financial statements;
  - risks related to working with outside partners and service providers;

- risk of IT system failure;
- ethics and non-compliance risks;

− Legal and tax risks;

- shareholding structure;
- SIIC regime; and

− Risks related to insurance and disputes.

2. Risks related to the Notes

2.1 General risks relating to the Notes

The Notes may not be a suitable investment for all investors

The Notes may not be a suitable investment for all investors. Each potential investor in the Notes must determine the suitability of that investment in light of its own circumstances. In particular, each potential investor should:

(i) have sufficient knowledge and experience to make a meaningful evaluation of the Notes, the merits and risks of investing in the Notes and the information contained or incorporated by reference in this Prospectus or any applicable supplement;

(ii) have access to, and knowledge of, appropriate analytical tools to evaluate, in the context of its particular financial situation, an investment in the Notes and the impact the Notes will have on its overall investment portfolio;

(iii) have sufficient financial resources and liquidity to bear all of the risks of an investment in the Notes, including where the currency for principal or interest payments is different from the potential investor's currency or where the currency for principal or interest payments is different from the currency in which such potential investor’s financial activities are principally denominated;

(iv) understand thoroughly the terms of the Notes and be familiar with the behaviour of any relevant financial markets; and

(v) be able to evaluate (either alone or with the help of a financial adviser) possible scenarios for economic, interest rate and other factors that may affect its investment and its ability to bear the applicable risks.

Independent Review and Advice

Each prospective investor in the Notes must determine, based on its own independent review and such professional advice as it deems appropriate under the circumstances, that its acquisition of the Notes is fully consistent with its financial needs, objectives and condition, complies and is fully consistent with all investment policies, guidelines and restrictions applicable to it and is a fit, proper and suitable investment for it, notwithstanding the clear and substantial risks inherent in investing in or holding the Notes. A prospective investor may not rely on the Issuer, the Joint Lead Managers or any of their respective affiliates in connection with its determination as to the legality of its acquisition of the Notes or as to the other matters referred to above.

The Notes may be redeemed prior to maturity

In the event that the Issuer would be obliged to pay additional amounts payable in respect of any Notes due to any withholding as provided in Condition 5(b) of the Terms and Conditions of the Notes, the Issuer may, and in certain circumstances shall, redeem all outstanding Notes in accordance with such Condition.

In addition, the Issuer may, at its option (i) from and including 28 November 2027 to but excluding the Maturity Date, redeem the Notes outstanding on any such date, in whole or in part, at their principal amount plus accrued interest, as provided in Condition 5(f) of the Terms and Conditions of the Notes and (ii) redeem, in whole or in part, the then outstanding Notes at any time prior to the Maturity Date, at the relevant make whole redemption amount, as provided in Condition 5(d) of the Terms and Conditions of the Notes.

Furthermore, if eighty (80) per cent. or more in initial aggregate nominal amount of the Notes have been redeemed or purchased and cancelled, the Issuer will have the option to redeem all of the outstanding Notes at their principal amount plus accrued interest as provided in Condition 5(e) of the Terms and Conditions of the Notes. In particular, there is no obligation for the Issuer to inform investors if and when this percentage has been reached or is about to be reached, and the Issuer's right to redeem will exist notwithstanding that immediately prior to the serving of a notice in respect of the exercise of this option, the Notes may have been trading significantly above par, thus potentially resulting in a loss of capital invested.

The Issuer may choose to redeem the Notes in accordance with Conditions 5(d) and 5(f) of the Terms and Conditions of the Notes at times when prevailing interest rates may be relatively low. During a period when the Issuer may elect, or has elected, to redeem Notes, such Notes may feature a market value not substantially above the price at which they can be redeemed. As a consequence, the yields received upon redemption may be lower than expected. Furthermore, an investor may not be able to reinvest the redemption proceeds in a comparable security at an effective interest rate as high as that of the relevant Notes.

In addition, a partial redemption of the Notes pursuant to Conditions 5(d) and 5(f) of the Terms and Conditions of the Notes may also adversely affect liquidity for the remaining outstanding Notes depending on the number of Notes in respect of which such partial redemption is exercised.

Change of Control - Put option

Upon the occurrence of a Put Event further to a Change of Control of the Issuer (as more fully described in Condition 5(c) of the Terms and Conditions of the Notes), each Noteholder will have the right to request the Issuer to redeem or, at the Issuer's option, to procure the purchase of all or part of its Notes at their principal amount together with any accrued interest. In such case, any trading market in respect of those Notes in respect of which such redemption right is not exercised may become illiquid. In addition, investors may not be able to reinvest the moneys they receive upon such early redemption in securities with the same yield as the redeemed Notes.

Purchases by the Issuer in the open market or otherwise (including by tender offer) in respect of certain Notes may affect the liquidity of the Notes which have not been so purchased

Depending on the number of Notes purchased by the Issuer as provided in Condition 5(h) of the Terms and Conditions of the Notes, any trading market in respect of the Notes that have not been so purchased may become illiquid.

A Noteholder's actual yield on the Notes may be reduced from the stated yield by transaction costs

When Notes are purchased or sold, several types of incidental costs (including transaction fees and commissions) are incurred in addition to the current price of the security. These incidental costs may significantly reduce or even exclude the profit potential of the Notes. For instance, credit institutions as a rule charge their clients for own commissions which are either fixed minimum commissions or pro-rata commissions depending on the order value. To the extent that additional – domestic or foreign – parties are involved in the execution of an order, including but not limited to domestic dealers or brokers in foreign markets, Noteholders must take into account that they may also be charged for the brokerage fees, commissions and other fees and expenses of such parties (third party costs). In addition to such costs directly related to the purchase of securities (direct costs), Noteholders must also take into account any follow-up costs (such as custody fees). Investors should inform themselves about any additional costs incurred in connection with the purchase, custody or sale of the Notes before investing in the Notes.

Modification of the Terms and Conditions of the Notes and waiver

The conditions of the Notes contain provisions for calling meetings of Noteholders, to consider matters affecting their interests generally. These provisions permit defined majorities to bind all Noteholders including Noteholders who did not attend and vote at the relevant meeting and Noteholders who voted in a manner contrary to the majority and Noteholders who did not respond to, or rejected, the relevant Written Resolution. General Meetings may deliberate on proposals relating to the modification of the Conditions of the Notes subject to the limitation provided by French law.

Change of law

The conditions of the Notes are based on the laws of France in effect as at the date of this Prospectus. No assurance can be given as to the impact of any possible judicial decision or change to the laws of France or administrative practice after the date of this Prospectus. Furthermore, the Issuer operates in a heavily regulated environment and has to comply with extensive regulations in France and elsewhere. No assurance can be given as to the impact of any possible judicial decision or change to laws or administrative practices after the date of this Prospectus.

French insolvency law

Under French insolvency law, notwithstanding anything to the contrary, holders of debt securities (*obligations*) are automatically grouped into a single assembly of holders (the **"Assembly"**) in order to defend their common interests if a safeguard procedure (*procédure de sauvegarde, procédure de sauvegarde accélérée* or *procédure de sauvegarde financière accélérée*) or a judicial reorganisation procedure (*procédure de redressement judiciaire*) is opened in France with respect to the Issuer. The Assembly will comprise all holders of debt securities (*obligations*) issued by the Issuer (including the Notes) regardless of their governing law. The Assembly will deliberate on the proposed safeguard plan (*projet de plan de sauvegarde, projet de plan de sauvegarde accélérée* or *projet de plan de sauvegarde financière accélérée*) or judicial reorganisation plan (*projet de plan de redressement*) prepared in relation to the Issuer and may further agree to:

- increase the liabilities (*charges*) of such holders of debt securities (including the Noteholders) by rescheduling payments which are due and/or partially or totally writing off debts of the Issuer;

- establish an unequal treatment between holders of debt securities (including the Noteholders) as appropriate under the circumstances; and/or

- decide to convert debt securities (including the Notes) into securities that give or may give right to share capital.

Decisions of the Assembly will be taken by a two-third majority (calculated as a proportion of the amount of debt securities held by the holders expressing a vote). No quorum is required to convoke the Assembly. The holders whose rights are not modified by the proposed plan do not participate in the vote.

The procedures, as described above or as they will or may be amended, could have an adverse impact on holders of the Notes seeking repayment in the event that the Issuer were to become insolvent.

For the avoidance of doubt, the provisions relating to the Representation of the Noteholders described in this Prospectus in Condition 9.1 of the Terms and Conditions of the Notes will not be applicable to the extent they are not in compliance with compulsory insolvency law provisions that apply in these circumstances.

Taxation

Potential purchasers and sellers of the Notes should be aware that they may be required to pay taxes or documentary charges or duties in accordance with the laws and practices of the jurisdiction where the Notes are transferred or other jurisdictions. In some jurisdictions, no official statements of the tax authorities or court decisions may be available for financial instruments such as the Notes. Further, a Noteholder's effective yield on the Notes may be diminished by the tax impact on that Noteholder of its investment in the Notes.

Potential investors are advised not to rely upon the tax summary contained in this Prospectus but to ask for their own tax adviser's advice on their individual taxation with respect to the subscription, acquisition, holding, disposal and redemption of the Notes. Only these advisors are in a position to duly consider the specific situation of each potential investor. This investment consideration has to be read in connection with the taxation sections of this Prospectus.

Each prospective investor should consult its own advisers as to legal, tax and related aspects of an investment in the Notes.

Transactions on the Notes could be subject to the European financial transaction tax, if adopted

On 14 February 2013, the European Commission published a proposal (the "**Commission's Proposal**") for a directive for a common financial transactions tax (the "**FTT**") in Belgium, Germany, Estonia, Greece, Spain, France, Italy, Austria, Portugal, Slovenia and Slovakia (the "**Participating Member States**"). In March 2016, Estonia officially indicated that it would no longer be a Participating Member State.

The Commission's Proposal has very broad scope and could, if introduced, apply to certain dealings in the Notes (including secondary market transactions) in certain circumstances.

Under the Commission's Proposal, the FTT could apply in certain circumstances to persons both within and outside of the Participating Member States. Generally, it would apply to certain dealings in the Notes where at least one party is a financial institution established in a Participating Member State, and at least one party is established in a Participating Member State. A financial institution may be, or be deemed to be, "established" in a Participating Member State in a broad range of circumstances, including (a) by transacting with a person established in a Participating Member State or (b) where the financial instrument which is subject to the dealings is issued in a Participating Member State.

However, the FTT proposal remains subject to negotiation between the Participating Member States. It may therefore be altered prior to any implementation, the timing of which remains unclear. Additional EU Member States may decide to participate and/or Participating Member States could decide to withdraw.

Prospective holders of the Notes are strongly advised to seek their own professional advice in relation to the FTT.

2.2 Risks relating to the market generally

Market value of the Notes

The market value of the Notes will be influenced by the creditworthiness of the Issuer and a number of additional factors, including, but not limited to, market interest and yield rates and the time remaining to the maturity date. The value of the Notes depends on a number of interrelated factors, including economic, financial and political events in France or elsewhere, including factors affecting capital markets generally and the stock exchanges on which the Notes are traded. The price at which a holder of Notes will be able to sell the Notes prior to maturity may be at a discount, which could be substantial, from the issue price or the purchase price paid by such purchaser.

An active trading market for the Notes may not develop (liquidity risk)

There can be no assurance that an active trading market for the Notes will develop or, if one does develop, that it will be maintained. If an active trading market for the Notes does not develop or is not maintained, the market or trading price and liquidity of the Notes may be adversely affected. Therefore, investors may not be able to sell their Notes in the secondary market in which case the market or trading price and liquidity may be adversely affected or at prices that will provide them with a yield comparable to similar investments that have a developed secondary market.

Exchange rate risks and exchange controls

The Issuer will pay principal and interest on the Notes in Euro. This presents certain risks relating to currency conversions if an investor's financial activities are denominated principally in a currency or currency unit (the **"Investor's Currency"**) other than Euro. These include the risk that exchange rates may change significantly (including changes due to devaluation of Euro or revaluation of the Investor's Currency) and the risk that authorities with jurisdiction over the Investor's Currency may impose or modify exchange controls. An appreciation in the value of the Investor's Currency relative to the Euro would decrease (i) the Investor's Currency-equivalent yield on the Notes, (ii) the Investor's Currency-equivalent value of the principal payable on the Notes and (iii) the Investor's Currency-equivalent market value of the Notes.

Government and monetary authorities may impose (as some have done in the past) exchange controls that could adversely affect an applicable exchange rate. As a result, investors may receive less interest or principal than expected, or no interest or principal.

Interest rate risks

The Notes bearing interest at a fixed rate, investment in the Notes involves the risk that subsequent changes in market interest rates may adversely affect the value of the Notes.

Credit Ratings may not reflect all risks

The Notes have been rated BBB+ by S&P. The rating assigned by S&P to the Notes and/or the Issuer may not reflect the potential impact of all risks related to structure, market, additional factors discussed above, and other factors that may affect the value of the Notes. A rating is not a recommendation to buy, sell or hold securities and may be revised, suspended or withdrawn by S&P at any time. A revision, suspension or withdrawal of a rating may adversely affect the market price of the Notes.

Credit Risk

An investment in the Notes involves taking credit risk on the Issuer. If the financial situation of the Issuer deteriorates, it may not be able to fulfil all or part of its payment obligations under the Notes or the value of the Notes may decrease, and investors may lose all or part of their investment.

IMPORTANT NOTICE

This Prospectus has been prepared for the purpose of giving information with regard to the Issuer, the Issuer and its consolidated subsidiaries taken as a whole (the **"Group"**) and the Notes which is necessary to enable investors to make an informed assessment of the assets and liabilities, financial position and profit and losses of the Issuer.

This Prospectus is to be read in conjunction with all the documents which are incorporated herein by reference.

This Prospectus does not constitute an offer of, or an invitation by or on behalf of the Issuer or the Joint Lead Managers (as defined in "Subscription and Sale" below) to subscribe or purchase, any of the Notes. The distribution of this Prospectus and the offering of the Notes in certain jurisdictions may be restricted by law. Persons into whose possession this Prospectus comes are required by the Issuer and the Joint Lead Managers to inform themselves about and to observe any such restrictions. The Notes have not been and will not be registered under the United States Securities Act of 1933, as amended (the **"Securities Act"**). Subject to certain exceptions, the Notes may not be offered or sold within the United States or to, or of the account or benefit of, U.S. persons (as defined in Regulation S under the Securities Act (**"Regulation S"**)). For a description of certain restrictions on offers and sales of Notes and on distribution of this Prospectus, see "Subscription and Sale" below.

IMPORTANT - EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and, with effect from such date, should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU ("**MiFID II**"); (ii) a customer within the meaning of Directive 2002/92/EC ("IMD"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive. Consequently, no key information document required by Regulation (EU) No 1286/2014 (the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPS Regulation.

MIFID II product governance / Professional clients and ECPs only type of clients – Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion in relation to the type of clients criteria only that: (i) the type of clients to whom the Notes are targeted is eligible counterparties and professional clients only, each as defined in MiFID II; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturers' type of clients assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' type of clients assessment) and determining appropriate distribution channels.

No person is authorised to give any information or to make any representation not contained in this Prospectus and any information or representation not so contained must not be relied upon as having been authorised by or on behalf of the Issuer or the Joint Lead Managers. Neither the delivery of this Prospectus nor any sale made in connection herewith shall, under any circumstances, create any implication that there has been no change in the affairs of the Issuer or the Group since the date hereof or that there has been no adverse change in the financial position of the Issuer or the Group since the date hereof or that the information contained or incorporated by reference in it or any other information supplied in connection with the Notes is correct as of any time subsequent to the date on which it is supplied or, if different, the date indicated in the document containing the same.

To the extent permitted by law, each of the Joint Lead Managers accepts no responsibility whatsoever for the content of this Prospectus or for any other statement in connection with the Issuer or the Group.

The Joint Lead Managers have not separately verified the information or statements contained or incorporated by reference in this Prospectus in connection with the Issuer or the Group. None of the Joint Lead Managers makes any representation, express or implied, or accepts any responsibility, with respect to the accuracy or completeness of any of the information or statements in or incorporated by reference in this Prospectus in connection with the Issuer or the Group. Neither this Prospectus nor any other financial statements are intended to provide the basis of any credit or other evaluation and should not be considered as a recommendation by any of the Issuer and the Joint Lead Managers that any recipient of this Prospectus should purchase the Notes. Each potential purchaser of Notes should determine for itself the relevance of the information contained or incorporated by reference in this Prospectus and its purchase of Notes should be based upon such investigation as it deems necessary. Each potential purchaser of Notes should consult its own advisers as to legal, tax, financial, credit and related aspects of an investment in the Notes. None of the Joint Lead Managers undertakes to review the financial condition or affairs of the Issuer or the Group during the life of the arrangements contemplated by this Prospectus nor to advise any investor or potential investor in the Notes of any information coming to the attention of any of the Joint Lead Managers.

See "Risk Factors" above for certain information relevant to an investment in the Notes.

Certain of the Joint Lead Managers (as defined in "Subscription and Sale" below) and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform services for, the Issuer and its affiliates in the ordinary course of business. In addition, in the ordinary course of their business activities, the Joint Lead Managers and their affiliates may make or hold a broad array of investments and actively trade debt and equity securities (or related derivative securities) and financial instruments (including bank loans) for their own account and for the accounts of their customers. Such investments and securities activities may involve securities and/or instruments of the Issuer or Issuer's affiliates. Certain of the Joint Lead Managers or their affiliates that have a lending relationship with the Issuer routinely hedge their credit exposure to the Issuer consistent with their customary risk management policies. Typically, such Joint Lead Managers and their affiliates would hedge such exposure by entering into transactions which consist of either the purchase of credit default swaps or the creation of short positions in securities, including potentially the Notes. Any such short positions could adversely affect future trading prices of the Notes. The Joint Lead Managers and their affiliates may also make investment recommendations and/or publish or express independent research views in respect of such securities or financial instruments and may hold, or recommend to clients that they acquire, long and/or short positions in such securities and instruments.

In this Prospectus, unless otherwise specified, references to a "**Member State**" are references to a Member State of the European Economic Area, references to "**Euro**" or "**EUR**" or "**euro**" or "**€**" are to the single currency introduced at the start of the third stage of European Economic and Monetary Union pursuant to the Treaty establishing the European Community, as amended.

DOCUMENTS INCORPORATED BY REFERENCE

This Prospectus should be read and construed in conjunction with the sections referred to in the table below which are incorporated by reference in, and shall be deemed to form part of, this Prospectus and which are included in the following documents, which the Issuer has previously published and filed with the *Autorité des marchés financiers*:

(i) the French language consolidated financial statements of the Issuer as at and for the fiscal year ended 31 December 2017 (the "**2017 Financial Statements**");

(ii) the French language half-year financial report of the Issuer (the "**2017 Half-Year Financial Report**") which includes the unaudited condensed consolidated financial statements of the Issuer as at and for the six-month period ended 30 June 2017 and the auditors' limited review report on such unaudited financial statements;

(iii) the French language *Document de référence 2016* of the Issuer (the **"2016 Registration Document"**) which was filed with the *Autorité des marchés financiers* on 23 March 2017 under number D.17-0217, except for the third paragraph of the "*Attestation du Responsable du Document*" on page 302 referring to the *lettre de fin de travaux* of the statutory auditors of the Issuer that shall not be deemed to be incorporated by reference in this Prospectus; and

(iv) the French language *Document de référence 2015* of the Issuer (the **"2015 Registration Document"**) which was filed with the *Autorité des marchés financiers* on 31 March 2016 under number D.16-0237, except for the third paragraph of the "*Attestation du Responsable du Document*" on page 312 referring to the *lettre de fin de travaux* of the statutory auditors of the Issuer that shall not be deemed to be incorporated by reference in this Prospectus.

Any information contained in a document listed in (i), (ii), (iii) and (iv) above and not listed in the cross-reference table herein shall be given for information purposes only and shall not be deemed to be incorporated, and to form part of, this Prospectus. Any statement contained in a section which is incorporated by reference herein shall be deemed to be modified or superseded for the purpose of this Prospectus to the extent that a statement contained in the Prospectus modifies or supersedes such earlier statement (whether expressly, by implication or otherwise); any statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Prospectus.

So long as any of the Notes remains outstanding, copies of the documents incorporated by reference in this Prospectus will be available for inspection, free of charge, at the office of the Fiscal Agent during normal business hours and will be available on (i) the website of the *Autorité des marchés financiers* (www.amf-france.org) (except for the 2017 Financial Statements and the 2017 Half-Year Financial Report), (ii) the website of the Issuer (www.icade.fr) and (iii) on request at the principal office of the Issuer and at specified offices of the Paying Agent during normal business hours, as described in "General Information" below.

Free English translations of the 2017 Financial Statements, the 2017 Half-Year Financial Report, the 2016 Registration Document and the 2015 Registration Document are available on the website of the Issuer (www.icade.fr). These documents are available for information purposes only and are not incorporated by reference in this Prospectus. The only binding versions are French language versions.

For the purposes of the Prospectus Directive, information can be found in such documents incorporated by reference in this Prospectus in accordance with the following cross-reference table:

Rule	Annex IX of the European Regulation 809/2004/EC of 29 April 2004, as amended	Document incorporated by reference	Page
2.	**Statutory Auditors**		
2.1	Names and addresses of the Issuer's statutory auditors	2016 Registration Document	303
2.2	Change of situation of the Issuer's statutory auditors	Not applicable	
3.	**Risk factors**		
3.1	Prominent disclosure of risk factors that may affect the Issuer's ability to fulfil its obligations under the securities to investors in a section headed "Risk Factors"	2017 Financial Statements 2017 Half-Year Financial Report 2016 Registration Document	36 to 38 76 to 78; 81 26 to 27, 142 to 148, 177 to 181, 220 to 222 and 227
4.	**Information about the Issuer**		
4.1.1	Legal and commercial name of the Issuer	2016 Registration Document	286
4.1.2	Place of registration of the Issuer and registration number	2016 Registration Document	286
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TERMS AND CONDITIONS OF THE NOTES

The terms and conditions of the Notes will be as follows:

The issue of €600,000,000 1.625 per cent. Notes due 28 February 2028 (the **"Notes"**) of Icade (the **"Issuer"**) has been authorised by a resolution of the Board of Directors (*Conseil d'administration*) of the Issuer dated 19 December 2017 and a decision of Olivier Wigniolle, Chief Executive Officer (*Directeur Général*) of the Issuer dated 19 February 2018. The Issuer has entered into a fiscal agency agreement (the **"Fiscal Agency Agreement"**) dated 26 February 2018 with Société Générale as fiscal agent, principal paying agent and calculation agent. The fiscal agent, principal paying agent, paying agents and calculation agent for the time being are referred to in these Conditions as the **"Fiscal Agent"**, the **"Paying Agent"** and the **"Calculation Agent"**, each of which expression shall include the successors from time to time of the relevant persons, in such capacities, under the Fiscal Agency Agreement, and are collectively referred to as the **"Agents"**. References to **"Conditions"** are, unless the context otherwise requires, to the numbered paragraphs below. The provisions of Article 1195 of the French *Code civil* shall not apply to these Conditions.

In these Conditions, references to "day" or "days" are to calendar days unless the context otherwise specifies.

1 Form, Denomination and Title

The Notes are issued on 28 February 2018 (the **"Issue Date"**) in dematerialised bearer form (*au porteur*) in the denomination of €100,000 each. Title to the Notes will be evidenced in accordance with Articles L.211-3 *et seq.* and R. 211-1 *et seq.* of the French *Code monétaire et financier* by book-entries (*inscription en compte*). No physical document of title (including *certificats représentatifs* pursuant to Article R.211-7 of the French *Code monétaire et financier*) will be issued in respect of the Notes.

The Notes will, upon issue, be inscribed in book entry form in the books of Euroclear France (**"Euroclear France"**), which shall credit the accounts of the Account Holders. For the purpose of these Conditions, **"Account Holders"** shall mean any intermediary institution entitled to hold accounts, directly or indirectly, on behalf of its customers with Euroclear France, and includes Euroclear Bank S.A./N.V. (**"Euroclear"**) and the depositary bank for Clearstream Banking, SA (**"Clearstream, Luxembourg"**).

Title to the Notes shall be evidenced by entries in the books of Account Holders and will pass upon, and transfer of Notes may only be effected through, registration of the transfer in such books, and only in the denomination of €100,000.

2 Status and Negative Pledge

(a) Status of the Notes

The obligations of the Issuer under the Notes in respect of principal, interest and other amounts, constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer (*engagements chirographaires*), and rank and will at all times rank *pari passu* and without any preference among themselves and equally and rateably with all other present or future unsecured and unsubordinated obligations (subject to exceptions mandatory under French law) of the Issuer.

(b) Negative Pledge

So long as any of the Notes remains outstanding (as defined below), the Issuer undertakes that it will not create or permit to subsist any mortgage, lien, charge, pledge or other form of security interest that would constitute a *sûreté réelle* upon any of its respective assets or revenues, present or future, to secure (i) any Bond Indebtedness (as defined below) incurred by it or (ii) any guarantee or indemnity assumed or granted by it in respect of any Bond Indebtedness, unless at the same time or prior thereto, the Issuer's obligations under the Notes are equally and rateably secured therewith.

For the purpose of this Condition:

(i) **“outstanding”** means, in relation to the Notes, all the Notes issued other than: (a) those which have been redeemed on their due date or otherwise in accordance with the Conditions, (b) those in respect of which the date for redemption in accordance with the Conditions has occurred and the redemption monies (including all interest accrued on such Notes to the date for such redemption and any interest payable under Condition 4 after such date) have been duly paid to the Fiscal Agent, (c) those which have been purchased and cancelled as provided in Condition 5 and (d) those in respect of which claims have become prescribed under Condition 11; and

(ii) **“Bond Indebtedness”** means any present or future indebtedness for borrowed money in the form of, or represented by, bonds (*obligations*) or other debt securities (including *titres de créances négociables*) which are, or are capable of being, quoted, admitted to trading or ordinarily dealt in any stock exchange, over-the counter or other securities market.

3 Restriction on Secured Borrowings

The Issuer agrees that, so long as any of the Notes remains outstanding and except with the prior approval of the General Meeting (as defined under Condition 9.1) of the Noteholders, the Unsecured Revalued Assets Value (as defined below) shall not be less than the Relevant Debt (as defined below) at any time.

“Appraisal Value” means, with respect to any Person, the aggregate market value of all Real Estate Assets owned or held directly or indirectly by such Person (including through financial leases and including the Real Estate Assets used as operating properties) as it is shown in, or derived from, the latest annual or semi-annual consolidated financial statements of the Issuer.

“Financial Indebtedness” means at any time any obligation for the payment or repayment of money, whether present or future, in respect of:

(i) any outstanding principal amount (together with any fixed or minimum premium payable on final repayment) of all moneys borrowed (with or without security);

(ii) any amounts raised by acceptance or under any acceptance credit opened by a bank or other financial institution;

(iii) any lease, sale-and-lease-back, sale-and-repurchase or hire purchase contracts or arrangements which would, in accordance with the accounting principles applicable in the preparation of the latest consolidated financial statements of the Issuer, be treated as financial debt (*emprunts et dettes financières*);

(iv) the outstanding principal amount of any bond (*obligation*), note or other similar security (including *titres de créances négociables*) of any member of the Group;

(v) any outstanding amount of the deferred purchase price of Real Estate Assets (as defined below) where payment (or, if payable in instalments, the final instalment) is due more than one (1) year after the date of purchase of such Real Estate Asset; or

(vi) any amount raised under any other transaction which is treated in accordance with the relevant accounting principles in the latest consolidated balance sheet as financial debt (*emprunts et dettes financières*) (or, in the case of such amounts raised after the date of this Prospectus, would have been so treated had they been raised on or prior to such date);

provided that:

(a) for purposes of computing the outstanding principal amount of any Financial Indebtedness in paragraphs (i) to (vi) above, any interest, dividends, commission, fees or the like shall be excluded save to the extent that they have been capitalised; and

(b) no amount shall be included or excluded more than once in calculating the amount of principal outstanding in respect of any Financial Indebtedness.

"Group" means the Issuer and its Subsidiaries taken as a whole;

"Person" includes any individual, company, corporation, firm, partnership, joint-venture, association, organisation, trust, state or agency of a state (in each case whether or not having separate legal personality);

"Public-Private Partnerships" means any project completed pursuant to:

(a) a partnership agreement (*marché de partenariat*) within the meaning of Articles 66 *et seq.* of Ordinance No. 2015-899 of 23 July 2015, Articles 143 *et seq.* of Decree No. 2016-360 of 25 March 2016 and Articles L. 1414-1 *et seq.* of the French *Code général des collectivités territoriales*, or

(b) a partnership agreement (*contrat de partenariat*) within the meaning of Article L. 1414-1 of the French *Code général des collectivités territoriales* or pursuant to a similar project resulting, either from an authorization to occupy land (*autorisation d'occupation du terrain – AOT*) or an administrative long term lease (*bail emphytéotique*) when the financing of such project is granted with limited recourse on financed intangible investments, structures or equipment.

"Property Valuers" means the or those property valuer(s) of the Issuer referred to in its most recent annual report or, in the event that the Issuer publishes semi-annual financial information including revaluations of its Real Estate Assets, in its most recent semi-annual financial report, or any other recognised property valuer of comparable repute as selected by the Issuer;

"Real Estate Assets" means (i) those assets of any Person being real estate properties (being land and buildings (either completed or under construction) (excluding the real estate properties of Public-Private Partnerships to which the Issuer or any Real Estate Subsidiary is party) and (ii) equity or equivalent investments (*participations*) directly or indirectly held in any other Real Estate Subsidiary;

"Real Estate Subsidiary" means a Subsidiary which is a *société à prépondérance immobilière* (or its equivalent in any other jurisdiction) or any other Subsidiary (whether listed or not listed) whose more than fifty (50) per cent. of the assets comprise real estate assets.

"Relevant Debt" means at any time the aggregate amount of the Financial Indebtedness of the Issuer as shown in, or derived from, the latest audited annual or unaudited semi-annual consolidated financial statements of the Issuer, excluding any Financial Indebtedness incurred in connection with Public-Private Partnerships and excluding any Secured Debt;

"Revalued Assets Value" means at any time, with respect to the Issuer, (i) the Appraisal Value (excluding transfer rights (*droits de transferts*), latent taxes (*fiscalité latente*) and legal duties (*frais d'actes*)) provided by the Property Valuers on all relevant Real Estate Assets owned or held directly or indirectly by the Issuer (including through financial leases and including the Real Estate Assets used as operating properties) as shown in the latest audited annual or unaudited semi-annual consolidated financial statements of the Issuer and restated from the share not held by the Issuer of assets held by Persons that are proportionally consolidated in such Issuer's consolidated financial statements and (ii) the value of the equity-accounted investments (including advances) held directly or indirectly by the Issuer in any Person as shown in such financial statements[1];

"Secured Debt" means at any time the aggregate amount of the Financial Indebtedness of the Issuer as shown in, or derived from, the latest audited annual or unaudited semi-annual consolidated financial statements of the Issuer, that is secured by or benefits from a Security Interest over any of the Group's assets excluding any Financial Indebtedness incurred in connection with Public-Private Partnerships;

"Security Interest" means any mortgage, charge, pledge, lien or other form of encumbrance or security interest which would constitute a *sûreté réelle* or any other agreement or arrangement having substantially the same economic effect (including, but not limited to, any retention of title, lease or hire purchase arrangement);

"Subsidiary" means each subsidiary, as defined in Article L.233-1 of the French *Code de commerce*, of the Issuer or an entity controlled (within the meaning of Article L.233-3 of the French *Code de commerce*) by the Issuer; and

"Unsecured Revalued Assets Value" means at any time an amount equal to the Revalued Assets Value less the Secured Debt.

4 Interest

The Notes bear interest at the rate of 1.625 per cent. *per annum*, from and including 28 February 2018 (the **"Interest Commencement Date"**) to but excluding 28 February 2028 (the **"Maturity Date"**), payable annually in arrear on 28 February in each year (each an **"Interest Payment Date"**), and for the first time on 28 February 2019.

The period commencing on, and including, the Interest Commencement Date and ending on, but excluding, the first Interest Payment Date and each successive period commencing on, and including, an Interest Payment Date and ending on, but excluding, the next succeeding Interest Payment Date is called an **"Interest Period"**.

Notes will cease to bear interest from the date provided for their redemption, unless the Issuer defaults in making due provision for their redemption on said date. In such event, the Notes will continue to bear interest in accordance with this Condition (as well after as before judgment) on the principal amount of such Notes until whichever is the earlier of (i) the day on which all sums due in respect of such Notes up to that day are received by or on behalf of the relevant holder and (ii) the day after the Fiscal Agent has notified the holders of the Notes (the **"Noteholders"**) in accordance with Condition 10 of receipt of all sums due in respect of all the Notes up to that day.

Interest will be calculated on an Actual/Actual (ICMA) basis. Where interest is to be calculated in respect of a period of less than one (1) year, it shall be calculated on the basis of the number of days elapsed in the relevant period, from and including the date from which interest begins to accrue to but excluding the date on which it falls due, divided by the number of days in such period in which the relevant period falls (including the first but excluding the last day of such period).

[1] For the sake of clarity, this definition does not take into account assets held by any member of the Group in connection with Public-Private Partnerships.

5 Redemption and Purchase

The Notes may not be redeemed otherwise than in accordance with this Condition 5 and Condition 8.

(a) Final Redemption

Unless previously redeemed or purchased and cancelled as provided below, the Notes will be redeemed by the Issuer at their principal amount on 28 February 2028.

(b) Redemption for Taxation Reasons

(i) If, by reason of a change in French law or regulation, or any change in the official application or interpretation of such law or regulation, becoming effective after the Issue Date, the Issuer would on the occasion of the next payment due in respect of the Notes, not be able to make such payment without having to pay additional amounts as specified in Condition 7 below, the Issuer may on any Interest Payment Date, subject to having given not more than sixty (60) nor less than thirty (30) days' prior notice to the Noteholders (which notice shall be irrevocable), in accordance with Condition 10, redeem all, but not some only, of the outstanding Notes at their principal amount plus any interest accrued to the date fixed for redemption provided that the due date for redemption of which notice hereunder may be given shall be no earlier than the latest practicable Interest Payment Date on which the Issuer could make payment of principal and interest without withholding or deduction for French taxes.

(ii) If the Issuer would on the occasion of the next payment in respect of the Notes be prevented by French law from making payment to the Noteholders of the full amount then due and payable, notwithstanding the undertaking to pay additional amounts contained in Condition 7 below, then the Issuer shall forthwith give notice of such fact to the Fiscal Agent and the Issuer shall upon giving not less than seven (7) days' prior notice to the Noteholders in accordance with Condition 10 redeem all, but not some only, of the Notes then outstanding at their principal amount plus any accrued interest on the latest practicable date on which the Issuer could make payment of the full amount payable in respect of the Notes without withholding or deduction for French taxes, or, if such date is past, as soon as practicable thereafter.

(c) Redemption at the option of the Noteholders following a Change of Control

If at any time while any Note remains outstanding (i) a Change of Control occurs and (ii) within the Change of Control Period, (x) (if at the time of the Change of Control the Issuer and/or the Notes outstanding have a rating from a Rating Agency) a Rating Downgrade occurs or has occurred as a result of such Change of Control or (y) (if at the time of the Change of Control the Issuer and/or the Notes outstanding do not have a rating from a Rating Agency) a Negative Rating Event in respect of that Change of Control occurs (such Change of Control and Rating Downgrade or Negative Rating Event, as the case may be, occurring within the Change of Control Period together called a **"Put Event"**), each Noteholder will have the option (the **"Change of Control Put Option"**) (unless, prior to the giving of the Put Event Notice (as defined below), the Issuer gives notice of its intention to redeem the Notes under Condition 5) to require the Issuer to redeem or, at the Issuer's option, to procure the purchase of that Note, on the Optional Redemption Date (as defined below). Each Note shall be redeemed or purchased at its principal amount together with (or, where purchased, together with an amount equal to) accrued interest to (but excluding) the Optional Redemption Date.

A **"Change of Control"** shall be deemed to have occurred each time that (i) any person or persons acting in concert (the **"Relevant Person"**) (other than the *Caisse des Dépôts et Consignations* and/or any company or other legal entity which are controlled by the *Caisse des Dépôts et Consignations* within the meaning of Article L.233-3 of the French *Code de commerce*) come(s) to own, directly or indirectly, more than one third of the share capital or voting rights normally exercisable at a general meeting of the Issuer or (ii) the *Caisse des Dépôts et Consignations* and/or any company or other legal entity which are controlled, directly or indirectly, by the *Caisse des Dépôts et Consignations* within the meaning of Article L.233-3 of the French *Code de commerce* cease(s) to own more than one third of the share capital and voting rights normally exercisable at a general meeting of the Issuer.

"Change of Control Period" means the period commencing one hundred twenty (120) days prior to the date of the first public announcement of the result (*avis de résultat*) by the *Autorité des marchés financiers* (the **"AMF"**) of the relevant Change of Control and ending on the date which is one hundred eighty (180) days thereafter.

"Negative Rating Event" shall be deemed to have occurred if the Notes have no credit rating and no Rating Agency assigns an investment grade rating to the Notes within the Change of Control Period, provided that the Rating Agency (A) announces or publicly confirms or, (B) having been so requested by the Issuer, informs the Issuer or the Fiscal Agent in writing that its declining to assign such rating was the result, in whole or in part, of the applicable Change of Control (whether or not the Change of Control shall have occurred at the time such rating is declined).

"Rating Agency" means any of the following: (a) Standard & Poor's Rating Services, a division of the McGraw-Hill Companies, Inc.; or (b) any other rating agency of equivalent international standing established in the European Union and registered under Regulation (EC) No. 1060/2009, as amended and requested from time to time by the Issuer to grant a rating and, in each case, their respective successors or affiliates.

A **"Rating Downgrade"** shall be deemed to have occurred in respect of a Change of Control if within the Change of Control Period:

(A) the rating previously assigned to the Notes or to the Issuer by any Rating Agency is (x) withdrawn or (y) changed from an investment grade rating (BBB-, or its equivalent for the time being, or better) to a non-investment grade rating (BB+, or its equivalent for the time being, or worse); and

(B) such rating is not within the Change of Control Period subsequently upgraded (in the case of a downgrade) or reinstated (in the case of a withdrawal) either to an investment grade credit rating (in the case of (y)) or to its earlier credit rating or better (in the case of (x)) by such Rating Agency;

provided however that a Rating Downgrade otherwise arising by virtue of a particular change in rating shall be deemed to have occurred in respect of a particular Change of Control only if (i) the Rating Agency making the relevant decision referred to above publicly announces or publicly confirms that such decision was the result, in whole or in part, of the Change of Control or (ii) the Rating Agency making the relevant decision referred to above has confirmed in a letter or other form of written communication sent to the Issuer and publicly disclosed that such decision was the result, in whole or in part, of the Change of Control, and provided further that if the Notes are rated by more than one Rating Agency, a Rating Downgrade shall be deemed not to have occurred in respect of a particular Put Event if only one Rating Agency has withdrawn or lowered its rating.

Promptly upon the Issuer becoming aware that a Put Event has occurred, the Issuer shall give notice (a **"Put Event Notice"**) to the Fiscal Agent and to the Noteholders in accordance with Condition 10 specifying the nature of the Put Event, the circumstances giving rise to it and the procedure for exercising the Change of Control Put Option contained in this section.

To exercise the Change of Control Put Option to require redemption or, as the case may be, purchase of a Note under this section, a Noteholder must transfer (or cause to be transferred by its Account Holder) its Notes to be so redeemed or purchased to the account of the Fiscal Agent (details of which are specified in the Put Option Notice) for the account of the Issuer within the period of forty-five (45) days after the Put Event Notice is given (the **"Put Period"**), together with a duly signed and completed notice of exercise in the form obtainable from the specified office of the Fiscal Agent or the Paying Agent (a **"Put Option Notice"**) and in which the Noteholder shall specify a bank account denominated in euro to which payment is to be made under this Condition.

A Put Option Notice once given shall be irrevocable.

The Issuer shall redeem or, at the option of the Issuer, procure the purchase of, the Notes in respect of which the Change of Control Put Option has been validly exercised as provided above, and subject to the transfer of such Notes to the accounts of the Fiscal Agent for the account of the Issuer as described above on the date which is the fifth (5th) Business Day following the end of the Put Period (the **"Optional Redemption Date"**). Payment in respect of any Note so transferred will be made via the relevant Account Holders on the Optional Redemption Date in Euro to the Euro-denominated bank account specified by the Noteholder in the Put Option Notice.

For the avoidance of doubt, no additional amount shall be payable by the Issuer to a Noteholder as a result of or in connection with such Noteholder's exercise of, or otherwise in connection with, any Put Option (whether as a result of any purchase or redemption arising therefrom or otherwise).

(d) *Make Whole Redemption by the Issuer*

The Issuer will, subject to compliance by the Issuer with all relevant laws, regulations and directives and having given not less than thirty (30) nor more than forty-five (45) days' notice in accordance with Condition 10 to the Noteholders (which notice shall be irrevocable), have the option to redeem the Notes, in whole or in part, at any time prior to their Maturity Date (the **"Optional Make Whole Redemption Date"**) at their **"Optional Redemption Amount"** (as defined below) together with any accrued and unpaid interest up to, but excluding, the Optional Make Whole Redemption Date and any additional amounts.

The Optional Redemption Amount will be calculated by the Calculation Agent and will be an amount in Euro rounded to the nearest cent (half a cent being rounded upwards) being the greater of (x) one hundred (100) per cent. of the Principal Amount (as defined below) of the Notes so redeemed and, (y) the sum of the then present values on the Optional Make Whole Redemption Date of (i) the Principal Amount (as defined below) of the Notes and (ii) of the remaining scheduled payments of interest on such Note for the remaining term of such Note (determined on the basis of the interest rate applicable to such Note from but excluding the Optional Make Whole Redemption Date), discounted to the Optional Make Whole Redemption Date on an annual basis (Actual / Actual ICMA) at the Early Redemption Rate plus an Early Redemption Margin.

The determination of any rate or amount, the obtaining of each quotation and the making of each determination or calculation by the Calculation Agent shall (in the absence of manifest error) be final and binding upon all parties. The Calculation Agent shall act as an independent expert and not as agent for the Issuer or the Noteholders.

"Early Redemption Margin" means 0.20 per cent. *per annum*.

"Early Redemption Rate" means the average of the four (4) quotations given by the Reference Dealers of the mid-market annual yield to maturity of the Reference Benchmark Security on the fourth (4th) business day in Paris preceding the Optional Make Whole Redemption Date at 11.00 a.m. (Central European time (CET)).

If the Reference Benchmark Security is no longer outstanding, a Similar Security will be chosen by the Calculation Agent after prior consultation with the Issuer if practicable under the circumstances, at 11.00 a.m. (Central European time (CET)) on the fourth (4th) business day in Paris preceding the Optional Make Whole Redemption Date, quoted in writing by the Calculation Agent to the Issuer.

"Principal Amount" means €100,000.

"Reference Benchmark Security" means the German government bond (bearing interest at a rate of 0.50 per cent. *per annum* and maturing on 15 February 2028 with ISIN DE0001102440.

"Reference Dealers" means each of the four (4) banks (that may include the Joint Lead Managers) selected by the Calculation Agent which are primary European government security dealers, and their respective successors, or market makers in pricing corporate bond issues.

"Similar Security" means a reference bond or reference bonds issued by the German Government having an actual or interpolated maturity comparable with the remaining term of the Notes that would be utilised, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of comparable maturity to the remaining term of the Notes.

(e) Clean-Up Call Option

In the event that eighty (80) per cent. or more in initial aggregate nominal amount of the Notes (including any further notes to be assimilated with the Notes pursuant to Condition 12) have been redeemed or purchased and cancelled and provided that the Issuer has not redeemed the Notes in part pursuant to Condition 5(d) above, the Issuer may, at its option, subject to having given not more than sixty (60) nor less than thirty (30) days' prior notice to the Noteholders in accordance with Condition 10 (which notice shall be irrevocable), redeem the outstanding Notes, in whole but not in part, at their principal amount plus accrued interest up to but excluding the date fixed for redemption.

(f) Pre-Maturity Call Option

The Issuer may, at its option, from and including 28 November 2027 to but excluding the Maturity Date, subject to having given not more than sixty (60) nor less than thirty (30) days' prior notice to the Noteholders in accordance with Condition 10 (which notice shall be irrevocable), redeem the outstanding Notes, in whole or in part, at their principal amount plus accrued interest up to but excluding the date fixed for redemption.

(g) Partial Redemption

If the Issuer decides to redeem the Notes in part as set out in Conditions 5(d) and 5(f), such partial redemption may be effected, at the option of the Issuer, either by (i) reducing the nominal amount of all such Notes in proportion to the aggregate nominal amount redeemed or (ii) redeeming in full only part of such Notes and, in such latter case, the choice between those Notes that will be fully redeemed and those Notes that will not be redeemed shall be made in accordance with Article R.213-16 of the French *Code monétaire et financier*, subject to compliance with any applicable laws and regulated market or stock exchange requirements.

(h) *Purchases*

The Issuer may at any time purchase Notes together with rights to interest relating thereto in the open market or otherwise (including by way of tender offer) at any price and on any condition, subject to compliance with any applicable laws. Notes so purchased by the Issuer may be cancelled or held and resold in accordance with Articles L.213-0-1 and D.213-0-1 of the French *Code monétaire et financier* for the purpose of enhancing the liquidity of the Notes.

(i) *Cancellation*

All Notes which are redeemed or purchased for cancellation pursuant this Condition will forthwith be cancelled and accordingly may not be reissued or resold and the obligations of the Issuer in respect of any such Notes shall be discharged.

6 Payments

(a) *Method of Payment*

Payments of principal and interest in respect of the Notes will be made in Euro by credit or transfer to a Euro-denominated account (or any other account to which Euro may be credited or transferred) specified by the payee in a city in which banks have access to the TARGET System. **"TARGET System"** means the Trans European Automated Real Time Gross Settlement Express Transfer (known as TARGET2) System or any successor thereto.

Payments of principal and interest on the Notes will, in all cases, be subject to any fiscal or other laws and regulations applicable thereto in the place of payment, but without prejudice to the provisions of Condition 7. No commission or expenses shall be charged to the Noteholders in respect of such payments.

(b) *Payments on Business Days*

If any due date for payment of principal or interest in respect of any Note is not a Business Day (as defined below), then the Noteholder thereof shall not be entitled to payment of the amount due until the next following day which is a Business Day and the Noteholder shall not be entitled to any interest or other sums in respect of such postponed payment.

In these Conditions, **"Business Day"** means any day, not being a Saturday or a Sunday, on which the TARGET System is operating and on which Euroclear France is open for general business.

(c) *Fiscal Agent, Calculation Agent and Paying Agent*

The names of the initial Agents and their specified offices are set out below:

Société Générale
32, rue du Champ de Tir
CS 30812
44308 Nantes Cedex 3
France

The Issuer reserves the right at any time to vary or terminate the appointment of the Fiscal Agent, the Calculation Agent or the Paying Agent and/or appoint additional or other Paying Agents or approve any change in the office through which any such Agent acts. Notice of any such change or any change of specified office shall promptly be given to the Noteholders in accordance with Condition 10.

7 Taxation

(a) Withholding Tax

All payments of principal, interest and other assimilated revenues by or on behalf of the Issuer in respect of the Notes shall be made free and clear of, and without withholding or deduction for, any taxes, duties, assessments or governmental charges of whatever nature imposed, levied, collected, withheld or assessed by or on behalf of any jurisdiction or any political subdivision or any authority thereof having power to tax, unless such withholding or deduction is required by law.

(b) Additional Amounts

If, pursuant to French laws or regulations, payments of principal, interest or other assimilated revenues in respect of any Note become subject to withholding or deduction in respect of any present or future taxes, duties, assessments or other governmental charges of whatever nature, the Issuer shall, to the fullest extent then permitted by law, pay such additional amounts as may be necessary in order that the holder of each Note, after such withholding or deduction, will receive the full amount then due and payable thereon in the absence of such withholding or deduction; provided however that the Issuer shall not be liable to pay any such additional amounts in respect of any Note to, or to a third party on behalf of, a Noteholder who is liable to such taxes, duties, assessments or governmental charges in respect of such Note by reason of his having some connection with France other than the mere holding of such Note.

Any references to these Conditions to principal, interest and other assimilated revenues shall be deemed also to refer to any additional amounts which may be payable under the provisions of this Condition 7.

8 Events of Default

The Representative (as defined in Condition 9.1) of the *Masse* (as defined in Condition 9.1) shall, by written notice sent to the Issuer, with a copy to the Fiscal Agent, require all the Notes (but not some only) to be redeemed at their principal amount, together with accrued interest thereon as of the date on which a copy of such notice for payment is received by the Fiscal Agent, if any of the following events (**"Events of Default"**) occurs, unless such Events of Default have been cured by the Issuer prior to the receipt of such notice:

(a) if any amount of principal or interest on any Note shall not be paid by the Issuer on the due date thereof and such default shall not be remedied by the Issuer within a period of fifteen (15) days from such due date; or

(b) if the Issuer defaults in the due performance of any other obligation in respect of the Notes and such default continues for a period of thirty (30) days following receipt by the Issuer of a written notice of such default given by the Representative of the *Masse*; or

(c) if (i) any other present or future Financial Indebtedness (as defined in Condition 3) of the Issuer or any of its Material Subsidiaries (as defined below) becomes due and payable prior to its stated maturity by reason of any default, event of default or the like (howsoever described) in respect of such Financial Indebtedness and including, where applicable, after the delivery of any notice and/or the expiration of any applicable grace period required in order for such Financial Indebtedness to become so due and payable, or (ii) any such present or future Financial Indebtedness is not paid by the Issuer or any of its Material Subsidiaries when due or, as the case may be, within any applicable grace period, or (iii) the

Issuer or any of its Material Subsidiaries fails to pay when due or, as the case may be, within any applicable grace period, any amount payable by it under any present or future guarantee for, or indemnity in respect of, any present or future Financial Indebtedness; provided that the aggregate amount of the relevant Financial Indebtedness and/or guarantees or indemnities, individually or in the aggregate, is equal to or in excess of €40 million (or its equivalent in any other currency); or

(d) if the Issuer is wound up or dissolved or ceases to carry on all or substantially all of its business except (i) in connection with a merger or spin-off (including *fusion-scission*), consolidation, amalgamation or other form of reorganisation pursuant to which the surviving entity shall be the transferee of or successor to all or substantially all of the business of the Issuer and assumes all of the obligations of the Issuer with respect to the Notes or (ii) on such other terms approved by a resolution of the general meeting of the Noteholders; or

(e) if the Issuer or any of its Material Subsidiaries (i) makes any proposal for a general moratorium in relation to its debts or (ii) any judgment is issued for its judicial liquidation (*liquidation judiciaire*) or the transfer of the whole of its business (*cession totale de l'entreprise*) in the context of a procedure of judicial liquidation (*liquidation judiciaire*) or of a judicial rehabilitation (*redressement judiciaire*).

For the purpose of this Condition:

(i) **"Material Subsidiary"** means, on any given date, any Subsidiary (as defined in Condition 3) of the Issuer which is consolidated by way of global consolidation (*intégration globale*) (i) which has EBITDA representing five (5) per cent. or more of the Consolidated EBITDA or (ii) which Contributory Revalued Net Assets represent more than five (5) per cent. of the Revalued Assets Value (as defined in Condition 3) of the Issuer, in each case calculated by reference to the latest audited annual or unaudited semi-annual consolidated financial statements of the Issuer;

(ii) **"Consolidated EBITDA"** means the EBITDA (*Excédent brut opérationnel*) of the Issuer as shown in its latest audited annual or unaudited semi-annual consolidated financial statements;

(iii) **"EBITDA"** means, with respect to a Subsidiary, the EBITDA of this Subsidiary as shown in its latest audited annual or unaudited semi-annual financial statements;

(iv) **"Contributory Revalued Net Assets"** means the product of the Relevant Revalued Assets Value of the relevant Subsidiary and the rate of direct or indirect detention of the Issuer in the relevant Subsidiary; and

(v) **"Relevant Revalued Assets Value"** means for any Subsidiary the Appraisal Value (as defined in Condition 3) (excluding transfer rights (*droits de transferts*), latent taxes (*fiscalité latente*) and legal duties (*frais d'actes*)) provided by the Property Valuers (as defined in Condition 3) on all relevant Real Estate Assets (as defined in Condition 3) owned by said Subsidiary (including through financial leases and including the Real Estate Assets used as operating properties) as shown in the latest audited annual or unaudited semi-annual consolidated financial statements of the Issuer and (ii) the value of the equity-accounted investments (including advances) held directly or indirectly by the Subsidiary in any Person (as defined in Condition 3) as shown in such financial statements.

9 Representation of the Noteholders

9.1 General

Noteholders will be grouped automatically for the defence of their common interests in a masse (the **"*Masse*"**). The Masse will be governed by the provisions of the French *Code de commerce*, and with the exception of Articles L.228-48, L.228-59, R. 228-61, R.228-67, R.228-69, R. 228-79 and R. 236-11 subject to the following provisions:

(a) **Legal Personality:** The Masse will be a separate legal entity and will act in part through a representative (the **"Representative"**) and in part through a general meeting of the Noteholders (the **"General Meeting"**).

The *Masse* alone, to the exclusion of all individual Noteholders, shall exercise the common rights, actions and benefits which now or in the future may accrue respectively with respect to the Notes.

(b) **Representative:** The office of the Representative may be conferred on a person of any nationality. However, the following persons may not be chosen as Representatives:

(i) the Issuer, the members of its Board of Directors (*Conseil d'administration)*, its general managers (*directeurs généraux*), its statutory auditors, or its employees as well as their ascendants, descendants and spouse; or

(ii) companies guaranteeing all or part of the obligations of the Issuer, their respective managers *(gérants*), general managers *(directeurs généraux*), members of their Board of Directors (*Conseil d'administration*), Management Board (*Directoire*) or Supervisory Board (*Conseil de surveillance*), their statutory auditors, or employees as well as their ascendants, descendants and spouses; or

(iii) companies holding ten (10) per cent. or more of the share capital of the Issuer or companies having ten (10) per cent. or more of their share capital held by the Issuer; or

(iv) persons to whom the practice of banker is forbidden or who have been deprived of the right of directing, administering or managing an enterprise in whatever capacity.

The following person is designated as initial Representative of the *Masse*:

DIIS GROUP
12 rue Vivienne
75002 Paris
Email address: rmo@diisgroup.com

The Issuer shall pay to the Representative of the Masse an amount equal to €450 (VAT excluded) *per annum*, payable annually on each Interest Payment Date with the first payment at the Issue Date.

The Representative will exercise its duty until its death, liquidation, dissolution, resignation or termination of its duty by a General Meeting or until it becomes unable to act. Such Representative will be replaced by an alternate Representative which will be elected by a meeting of the general assembly of Noteholders. Its appointment shall automatically cease on the Maturity Date, or any date on which all the Notes are redeemed prior to the Maturity Date in accordance with these Conditions.

(c) **Powers of the Representative:** The Representative shall (in the absence of any decision to the contrary of the General Meeting) have the power to take all acts of management necessary in order to defend the common interests of the Noteholders.

All legal proceedings against the Noteholders or initiated by them, must be brought by or against the Representative.

The Representative may not interfere in the management of the affairs of the Issuer.

(d) **General Meeting:** A General Meeting may be held at any time, on convocation either by the Issuer or by the Representative. One or more Noteholders, holding together at least one-thirtieth of the principal amount of the Notes outstanding, may address to the Issuer and the Representative a demand for convocation of the General Meeting, together with the proposed agenda for such General Meeting. If such General Meeting has not been convened within two (2) months after such demand, the Noteholders may commission one of their members to petition a competent court in Paris to appoint an agent *(mandataire*) who will call the General Meeting.

Notice of the date, time, place, agenda and quorum requirements of any General Meeting will be published as provided under Condition 10 not less than fifteen (15) days prior to the date of such General Meeting on first convocation and six (6) days on second convocation.

Each Noteholder has the right to participate in a General Meeting in person, by proxy, correspondence, or by videoconference or any other means of telecommunications allowing the identification of the participating Noteholders. Each Note carries the right to one vote.

(e) **Powers of the General Meetings:** The General Meeting is empowered to deliberate on the dismissal and replacement of the Representative and the alternate Representative and also may act with respect to any other matter that relates to the common rights, actions and benefits which now or in the future may accrue with respect to the Notes, including authorising the Representative to act at law as plaintiff or defendant.

The General Meeting may further deliberate on any proposal relating to the modification of the Conditions including any proposal, whether for arbitration or settlement, relating to rights in controversy or which were the subject of judicial decisions, it being specified, however, that the General Meeting may not increase the liabilities (*charges*) to Noteholders, nor establish any unequal treatment between the Noteholders, nor to decide to convert Notes into shares.

General Meetings may deliberate validly on first convocation only if Noteholders present or represented hold at least a fifth of the principal amount of the Notes then outstanding. On second convocation, no quorum shall be required. Decisions at meetings shall be taken by a two-third majority of votes cast by Noteholders attending such General Meetings or represented thereat.

In accordance with Article R.228-71 of the French *Code de commerce*, the rights of each Noteholder to participate in General Meetings will be evidenced by the entries in the books of the relevant Account Holder of the name of such Noteholder on the second (2nd) business day in Paris preceding the date set for the meeting of the relevant General Meeting at 0:00, Paris time.

(f) **Information to Noteholders:** Each Noteholder or Representative thereof will have the right, during the fifteen-day (15) period preceding the holding of each General Meeting, to consult or make a copy of the text of the resolutions which will be proposed and of the reports which will be presented at the General Meeting, all of which will be available for inspection by the relevant Noteholders at the registered office of the Issuer, at the specified offices of the Paying Agent and at any other place specified in the notice of the General Meeting.

(g) **Expenses:** The Issuer will pay all reasonable expenses relating to the operation of the Masse, including expenses relating to the calling and holding of General Meetings and, more generally, all administrative expenses resolved upon by the General Meeting, it being expressly stipulated that no expenses may be imputed against interest payable under the Notes.

(h) **Notice of Decisions:** Decisions of the meetings and Written Resolutions shall be published in accordance with the provisions set out in Condition 10 not more than ninety (90) days from the date thereof.

9.2 Written Resolutions and Electronic Consent

Pursuant to Article L.228-46-1 of the French *Code de commerce*, the Issuer shall be entitled, in lieu of convening a *Masse*, to seek approval of a resolution from the Noteholders by way of a Written Resolution. Subject to the following sentence, a Written Resolution may be contained in one document or in several documents in like form, each signed by or on behalf of one or more of the Noteholders. Pursuant to Articles L.228-46-1 and R.223-20-1 of the French *Code de commerce*, approval of a Written Resolution may also be given by way of electronic communication allowing the identification of Noteholders ("**Electronic Consent**").

Notice seeking the approval of a Written Resolution (including by way of Electronic Consent) will be published as provided under Condition 10 not less than five (5) calendar days prior to the date fixed for the passing of such Written Resolution (the "**Written Resolution Date**"). Notices seeking the approval of a Written Resolution will contain the conditions of form and time-limits to be complied with by the Noteholders who wish to express their approval or rejection of such proposed Written Resolution. Noteholders expressing their approval or rejection before the Written Resolution Date will undertake not to dispose of their Notes until after the Written Resolution Date.

For the purpose of these Conditions, "**Written Resolution**" shall mean a resolution in writing signed or approved by or on behalf of the holders of not less than ninety (90) per cent. in nominal amount of the Notes outstanding. References to a Written Resolution include, unless the context otherwise requires, a resolution approved by Electronic Consent.

10 Notices

Any notice to the Noteholders will be valid if delivered to the Noteholders through Euroclear France, Euroclear or Clearstream, Luxembourg, and, for so long as the Notes are admitted to the operations of such depositaries or custodian, published on the website of the Issuer (www.icade.fr); and so long as the Notes are admitted to trading on Euronext Paris and the rules of Euronext Paris so require, on the website of Euronext Paris (www.euronext.com). Any such notice shall be deemed to have been given on the date of such delivery or, if delivered more than once or on different dates, on the first date on which such delivery is made.

11 Prescription

Claims against the Issuer for the payment of principal and interest in respect of the Notes shall become prescribed ten (10) years (in the case of principal) and five (5) years from the due date for payment thereof.

12 Further Issues

The Issuer may, from time to time without the consent of the Noteholders, issue further notes to be assimilated (*assimilables*) with the Notes as regards their financial service, provided that such further notes and the Notes shall carry rights identical in all respects (or in all respects except for the first payment of interest thereon) and that the terms of such further notes shall provide for such assimilation. In the event of such assimilation, the Noteholders and the holders of any assimilated notes will, for the defence of their common interests, be grouped in a single Masse having legal personality.

13 Governing Law and Jurisdiction

The Notes are governed by the laws of France.
The competent courts within the jurisdiction of the Court of Appeal of Paris have non-exclusive jurisdiction to settle any dispute arising out of or in connection with the Notes.

USE OF PROCEEDS

The net proceeds of the issue of the Notes are estimated to €588,978,000 and will be used to refinance part of the existing debt of the Issuer by purchasing all or part of the existing €500,000,000 2.25 per cent. Notes due 30 January 2019 (of which €245,100,000 are currently outstanding) (ISIN: FR0011577170), €500,000,000 2.25 per cent. Notes due 16 April 2021 (of which €454,700,000 are currently outstanding) (ISIN: FR0011847714) and €500,000,000 1.875 per cent. Notes due 14 September 2022 (of which €500,000,000 are currently outstanding) (ISIN: FR0012942647) (together, the "**Existing Notes**"). The part of the net proceeds of the issue of the Notes not used for purchasing such Existing Notes will be used for general corporate purposes.

DESCRIPTION OF THE ISSUER

Information on the Issuer is set out in the 2017 Financial Statements, the 2017 Half-Year Financial Report, the 2016 Registration Document and the 2015 Registration Document incorporated by reference in this Prospectus, as set out in the section "Documents incorporated by reference" on pages 9 to 12 of this Prospectus and in particular, the cross reference tables included therein.

RECENT DEVELOPMENTS

Press releases

The following press releases have been published by the Issuer:

Paris, 12 February 2018

ICADE: STRONG 2017 RESULTS

- **Net current cash flow per share: €4.77, i.e. +8.3%**
- **Portfolio value (on a proportionate consolidation basis): €10.8 billion[1] i.e. +11.1% vs. December 2016**
- **EPRA triple Net Asset Value per share at €84.8, +7.8% vs. December 2016**
- **Proposed dividend per share: €4.30, i.e. +7.5%**
- **Net profit attributable to the Group: €170.3 million vs. €58.0 million in 2016 (+193.9%)**
- **2018 outlook: growth in Group net current cash flow per share of about +5%**

Key figures	12/31/2017	12/31/2016	Change
EPRA earnings from Property Investment (in €m)	**319.1**	**296.8**	+7.5%
EPRA earnings from Property Investment per share	€4.31	€4.02	+7.3%
Group net current cash flow (in €m)	**353.2**	**325.4**	+8.5%
Group net current cash flow per share	€4.77	€4.41	+8.3%
Net profit/(loss) attributable to the Group (in €m)	**170.3**	**58.0**	+193.9%
EPRA triple net asset value per share	**€84.8**	**€78.7**	+7.8%
Average cost of debt	**1.59%**	**2.18%**	-59 bps
LTV ratio	**41.0%**	**37.9%**	+310 bps
Property Development ROE[2]	**12.5%**	**6.1%**	+640 bps

[1] Value of the Commercial and Healthcare Property Investment divisions' portfolios on a proportionate consolidation basis including 89.02% holding in ANF Immobilier (excl. treasury shares) and 56.51% holding in Icade Santé

[2] Net profit/(loss) attributable to the Group excluding income from the refund of the 3% tax on dividends / Average allocated capital (on a group share basis and excluding profit/(loss))

1. 2017 - a positive year across Icade's 3 business lines

1.1 Commercial Property Investment: strong dynamic, higher results

Robust leasing activity: occupancy rates on an upward trajectory

As of December 31, 2017, the **financial occupancy rate** of the Commercial Property Investment Division stood at 92.5%, up 1.4 pp (including 95.3% for offices (+0.7 pp) and 89.3% for business parks (+1.2 pp). As such, Icade already achieved in 2017 its target occupancy rates.

In addition, the year was marked by:

- The acquisition of the ANF Immobilier portfolio representing 169,773 sq.m of leased space (based on full consolidation)

- The **renewal of 57 leases**[3] representing a combined floor area of 152,175 sq.m and an annualised headline rental income of €31 million with a weighted average unexpired lease term of 6.6 years.

- **New leases** were signed, representing an aggregate floor area of 211,600 sq.m and an annualised headline rental income of €56.9 million. These new leases include an off-plan lease agreement signed with TechnipFMC in the Origine development project in Nanterre for approximately 51,000 sq.m, which has allowed Icade to pre-lease 79% of the building three years before its completion.

Like-for-like exits resulting from tenant departures totalled 43,195 sq.m and €8.8 million of annualised headline rental income.

On a reported basis, **rental income** from the Commercial Property Investment Division was slightly down (-1.1%) to €375.4 million, mainly due to asset disposals carried out in 2016 (€48.8 million in rental income). On a like-for-like basis, rental income rose by 0.4%.

The margin rate in the office and business park segments rose to 90.4% vs. 89.7% as of December 31, 2016.

Proactive asset management

Investments carried out in 2017 by the Commercial Property Investment Division amounted to €1,048.9 million, including:

- Operating asset acquisitions for €741.7 million, mainly due to the consolidation of ANF Immobilier's property portfolio and related building works for a total of €659.3 million[4]

- Investments in off-plan acquisitions for €114.7 million: Go Spring in Nanterre, Gambetta building in the 20th district of Paris and Eko Active building in Marseille.

- Investments in construction, redevelopment and renovation works for €192.4 million.

Asset disposals carried out in 2017 totalled €256 million. They included primarily the sale of 3 office buildings in Villejuif for €226 million. These disposals generated a capital gain of €74.9 million.

As of December 31, 2017, the **portfolio value** for the Commercial Property Investment Division (on a proportionate consolidation basis) reached €8.5 billion, up +2.9% on a like-for-like basis (**+10.7%** on a reported basis).

These increases in portfolio value reflect the positive impacts of acquisitions, development projects, higher occupancy rates as well as yield compression for the most secure assets.

As of December 31, 2017, the pipeline of the Commercial Property Investment Division totalled €1.8 billion in investments[5], mainly in the heart of the Greater Paris area. Value creation is expected to represent €0.5 billion, of which 87% remains to be captured in the NAV.

1.2 Healthcare Property Investment: continued sharp earnings growth

Rental income from Healthcare Property Investment was up +3.6% on a reported basis in 2017 totalling €214.9 million, mainly due to acquisitions and property extensions made in 2017.

The financial occupancy rate of the portfolio is 100%. The weighted average lease break stands at 7.6 years.

Investments made in 2017 in the Healthcare Property Investment Division amounted to €354.7 million divided between 5 new healthcare facility acquisitions as well as extension, redevelopment and development works.

Portfolio value stands at €2.3 billion (on a proportionate consolidation basis), up +3.3% on a like-for-like basis, mainly due to a slight capitalisation rate compression.
On a reported basis, the increase was greater (+12.6%) as a result of new acquisitions added to the portfolio and strong momentum of projects under development.

As of December 31, 2017, the pipeline of the Healthcare Property Investment Division totalled €237 million in investments relating to the development of 4 private healthcare facilities (of which three are scheduled for completion in 2018 and one in 2020).

1.3 Property Development: indicators strongly up (revenue, ROE, land portfolio)

In 2017, **economic revenue** rose by **20.3%** to **€1,208.6 million** with:

- Residential revenue up **21.0%** (**€806.4 million**): business performance was fuelled by positive leading indicators (land portfolio and backlog) and the recovery in the residential market was driven by individual investors in the rental property market (Pinel tax incentive scheme extended to December 31, 2021), combined with housing loans at persistently low interest rates.

- Commercial revenue up **18.8%** (**€402.2 million**): 2017 was characterised by several major transactions, including Twist (10,400 sq.m) and Thémis (10,655 sq.m) in the Batignolles neighbourhood and the Sky 56 building (31,471 sq.m) in Lyon.

Current economic operating margin[6] rose by +0.7 pp to **6.3%** (vs. 5.5% over 12 months in 2016) as a result of revenue growth and tight control over running costs.

Property Development NCCF shows a 36.5% year-on-year increase to **€30.4 million**.

[5] Total investment includes the fair value of the asset, cost of works, lease incentives and finance costs

[6] Current economic operating margin = Current economic operating profit/(loss) (IFRS current operating profit/(loss) adjusted from IFRS 11 and for trademark royalties and holding company costs) / economic revenue (IFRS revenue adjusted from IFRS 11)

As of December 31, 2017, **ROE** stood at **12.5%** vs. 6.1% as of December 31, 2016 (up +640 bps), driven by higher net profit attributable to the Group[7] from Property Development (+47.1% over a 12-month period) and optimised allocated capital (€245.3 million of average allocated capital in 2017).

The Property Development Division's **backlog** stood at €1,643.6 million, up +2.9%. The **Residential backlog** (€1,119.5 million) grew by +5.8% (vs. December 2016), with housing orders up +2.0% in volume terms and an increase in sales (+14.7%). The **Commercial backlog** (€379.6 million) grew by +3.5%.

The **land portfolio** of the Residential Property Development Division was up +12.5% to €2.4 billion (including taxes).

2. Strong 2017 Financial Results

EPRA earnings from Property Investment rose by +**7.5%** to €319.1 million, including €223.2 million for the **Commercial segment (+8.5%)** and €96.0 million for the **Healthcare segment (+5.2%)**.

The net current cash flow of Icade Promotion surged by **+36.5%** to €30.4 million.

Group net current cash flow stood at €353.2 million, up +8.5%, due to positive results generated by all of business lines.

EPRA triple net asset value amounted to €6,273.8 million, up **+7.8%**, driven by net current cash flow growth and the increase in both property values and Property Development revenue.

As of December 31, the **value of the whole property portfolio (Group share)** amounted to €10.8 billion, up 11.1% compared to the end of 2016 (**+3.0%** on a like-for-like basis), due to acquisitions, development projects and continued capitalisation rate compression, especially in the Commercial segment.

Net profit/(loss) attributable to the Group jumped to €170.3 million for 2017 (vs. €58.0 million in 2016); it should be noted that income arising from the future refund of the 3% tax on dividends was recognised in 2017 (€35 million with no impact on the year's net current cash flow).

Significant reduction in cost of debt and a LTV controlled

Average debt maturity remained stable on a year-over-year basis at 6.5 years as of December 31, 2017 and the **average cost of debt** continued its slide to 1.59% in 2017 vs. 2.18% in 2016 (-59 bps).

The **LTV ratio** stood at 41.0% as of December 31, 2017 vs. 37.9% as of December 31, 2016 in a context of acceleration of the acquisition plan. In particular, the acquisition of ANF Immobilier will allow Icade to carry out the investment plan designed for outside the Paris region over the next two years.

On August 30, Standard & Poor's affirmed Icade's BBB+ rating with a stable outlook and also indicated that the acquisition of ANF Immobilier (with its limited impact on the LTV ratio) did not impact the Group's credit rating.

[7] The net profit/(loss) attributable to the Group used to calculate 2017 ROE has been adjusted for €7.7 million of income recognised in respect of the 3% tax of dividends, including penalty interest

3. Dividends

Icade's Board of Directors will ask the General Meeting to be held on April 25, 2018 to approve a dividend of €4.30 per share (+7.5% vs 2016).

4. Acquisition of ANF Immobilier and proposed merger

On October 23, 2017, Icade completed the off-market acquisition of Eurazeo's controlling interest in ANF Immobilier, i.e. 50.48 % of the share capital and 50.23 % of the voting rights[8].

On November 13, 2017, Icade acquired from Caisse d'Epargne CEPAC 6.42% of the share capital and 6.39% of the voting rights through an off-market acquisition.

Following the filing of a simplified public tender offer, which was opened from November 16, 2017 to December 6, 2017 for €22.15 per share and taking into account subsequent on-market purchases, Icade owned 85.17% of the share capital and 84.91% of the voting rights as of December 31, 2017.

During their respective meetings held on February 9 and 8, 2018, the Board of Directors of Icade and the Supervisory Board of ANF Immobilier approved the principle of a merger which, subject to satisfaction of certain conditions precedent, should take place before summer 2018.

According to the indicative range for the exchange ratio, the shareholders of ANF Immobilier would receive between 0.25 and 0.30 Icade share for 1 ANF Immobilier share. See the dedicated press release published today.

5. 2018 Outlook

Icade's priorities for the year 2018 are:

- ☐ Continue development projects;
- ☐ Diversify Icade Santé into the nursing home segment (EHPAD) and prepare for international expansion;
- ☐ Maintain rigorous monitoring of liabilities (hedging, maturities, LTV ratios, etc.);

In 2018, Group net current cash flow per share should grow by about 5% compared with 2017.

Ahead of schedule in carrying out its strategic plan and supported by the Board of Directors, Icade is currently preparing its 2019/2023 strategic plan which will be presented at the end of H1 2018.

[8] *Based on the total number of shares and theoretical voting rights (i.e. voting rights calculated in accordance with the provisions of Article 223-11 of the AMF General Regulation) as of October 23, 2017 (following the acquisition of the controlling interest and the loss of 1,436,172 double voting rights attached to some of the shares sold by Eurazeo) published by the Company on October 24, 2017, i.e. 19,009,271 shares and 19,105,108 theoretical voting rights.*

6. Financial calendar 2018

Q1 financial report: April 27 before the market opens.

Annual General Meeting: April 25.

Half-year results: July 23 before the market opens.

Q3 financial report: October 19, after the market closes.

The consolidated financial statements as approved by the Board of Directors on February 9 have been audited. The Statutory Auditors' report will be issued after the Board of Directors meeting to be held to approve the draft resolutions submitted to the General Meeting.

*The consolidated financial statements are available for **viewing or downloading on the website** (www.icade.fr), in the section:*

In French: http://www.icade.fr/finance/resultats-publications/resultats-comptes

In English: http://www.icade.fr/en/finance/results-and-publications/results-and-accounts

APPENDICES

December 31, 2017

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1. Group

1.1. Highlights of the financial year 2017

Two years after announcing our strategic plan, Icade is delivering on its growth and performance ambitions:

The Group has recorded strong performance, which is reflected in the significant increase in its leading indicators: Group NCCF at €4.77 per share (+8.3%) and EPRA triple net asset value up 7.8% to €84.8 per share.

Crédit Agricole Assurances increasing its stake in Icade has further strengthened the company's shareholding structure, as it is now 39% owned by Caisse des Dépôts et Consignations and 18% owned by Crédit Agricole Assurances. The free float represents 42% of market capitalisation.

On June 19, 2017, Crédit Agricole announced the acquisition of Groupama's stake in Icade, which represented 12.95% of the share capital. A shareholder since 2013, Crédit Agricole is represented on Icade's Board of Directors and has supported the implementation of the strategic plan. This move shows Crédit Agricole Assurances's confidence in the Icade's value creation potential in the coming years.

The shareholder agreement between CDC and Groupama became void as a result of the sale of Groupama's entire stake. On July 18, the Board of Directors thus acknowledged the resignation of the directors representing Groupama.

As of the end of 2017, Icade was ahead of schedule on its action plan. The target occupancy rates for offices and business parks were already achieved this year and the Property Development business's profitability improved substantially, with Return on Equity (ROE) at 12.5% for 2017, reaching the target ROE announced to the market one year earlier than expected.
Double-digit Share Price Total Shareholder Return (TSR) for the second year in a row: nearly 28% as of December 31, 2017. The Icade share outperformed its industry and peers. At the end of the reporting period, Icade's market capitalisation stood at about €6 billion.

Continued positive momentum across our three business lines

Commercial Property Investment

In 2017, asset rotation was particularly strong for the Commercial Property Investment Division, the most significant transaction being the acquisition of the listed company ANF Immobilier.
ANF Immobilier was acquired through the purchase on October 23, 2017 of Eurazeo's stake in ANF Immobilier (50.48% of share capital and 50.23% of voting rights) for €213 million. Following this acquisition, Icade crossed over the thresholds of 30% and 50% of the share capital and voting rights of ANF Immobilier, and as a result, it filed with the AMF a simplified public tender offer for ANF Immobilier shares on October 25, 2017.
On November 13, 2017, Icade acquired from Caisse d'Epargne CEPAC 1,219,914 shares representing the same number of voting rights of ANF Immobilier (i.e. 6.42% of the share capital and 6.39% of the voting rights) through an off-market acquisition. Lastly, the public tender offer took place from November 16, 2017 to December 6, 2017, at a price of €22.15 per share. Immediately following this offer, Icade owned 16,091,464 shares representing the same number of voting rights of ANF Immobilier, i.e. 84.65% of the share capital and at least 84.28% of this company's voting rights. Following the acquisitions (at a price of €22.15 per share) made as part of the share purchase mandate for ANF Immobilier shares signed between Icade and Natixis on December 19, 2017, Icade owned 16,190,546 shares representing 85.17% of the share capital and 84.91% of the voting rights as of December 31, 2017. These shares were purchased at a price that was less than €22.15 per share.
The portfolio of ANF Immobilier, which amounted to €457 million on a proportionate consolidation basis as of June 30, 2017 (€614 million on a full consolidation basis), primarily includes office buildings in Lyon, Marseille, Toulouse and Bordeaux. The portfolio's yield stands at 5.8%.

Icade also carried out the following acquisitions:

- acquisition of the "Le Ponant D" office building covering approximately 5,800-sq.m and located in the 15th district of Paris for €55.5 million (including duties, excluding fees), which is in addition to the 4 assets totalling 27,400 sq.m already owned by Icade on this site;
- off-plan agreement signed in July 2017 for a total of €137 million (excluding duties), to acquire a building located on avenue Gambetta in the 20th district of Paris. This 20,000-sq.m development includes offices and shops. Furthermore, Icade signed an off-plan lease for the retail section (3,300 sq.m) of the development.

Asset disposals represented an aggregate amount of €256.0 million, relating primarily to the sale of three office buildings (Seine, Rhône and Garonne) in Villejuif for €226.0 million (including duties) to the French bank LCL.

Meanwhile, leasing activity was especially robust for the Commercial Property Investment Division, with:

- The signing of an off-plan lease agreement subject to conditions precedent with TechnipFMC, for approximately 51,000 sq.m in the Origine building for a term of 9 years with no break option. This major project developed by Icade is expected to be completed in 2020;

- Furthermore, during the financial year 2017, Icade signed 139 new leases for a combined floor area of 160,170 sq.m, representing €34.4 million in headline rental income, including the lease signed with Groupama for the Fontanot building in Nanterre, which extends to 15,700 sq.m;
  In 2017, exits from the portfolio of leased space represented 71,200 sq.m, equivalent to €17.4 million of annual rental income.
- 57 leases were renewed for a total floor area of 152,175 sq.m, including those with LCL in the Loire and Rhin buildings in Villejuif (29,772 sq.m).

The spot financial occupancy rate of the Commercial Property Investment Division reached 92.5% as of December 31, 2017, an increase of 1.4 pp compared to December 31, 2016. It was fuelled by an increase in its two main types of assets: offices (95.3%, i.e. +0.9 pp) and business parks (89.3%, i.e. +1.7 pp). Icade reached one of the key objectives from its strategic plan announced in 2015.

Healthcare Property Investment

The Healthcare Property Investment Division continued to consolidate its leading position through acquisition-led growth and development projects:

- Acquisitions for a total of €229.4 million, relating mainly to five healthcare facilities under long leases, with an average remaining term of 10.7 years, which will provide secure income streams to the Healthcare Property Investment Division;
- Investments in development projects, with €125.3 million spent in 2017.

Also significant for the Healthcare Property Investment Division was the innovative and promising development partnership that was formed with Korian, the leading player in the nursing home segment: Under this partnership, Icade Promotion will be in charge of developing an initial set of 16 new facilities (nursing homes and post-acute care facilities) in France for a total of €175 million. Korian and Icade Santé retain the option to act as investors, on a case-by-case basis.

Property Development

2017: A roadmap based on growth and performance; results showing a strong improvement and supporting our ambition to bring our financial performance into line with that of our industry peers by the end of 2018.
As of the end of 2017, the economic revenue of the Property Development Division reached €1,208.6 million, rising by as much as 20.3% compared to 2016:

- +21.0% for the Residential Property Development Division;
- +18.8% for the Commercial Property Development Division.

As of the end of 2017, the land portfolio of the Property Development Division represented over €2.4 billion in potential revenues (i.e. +12.5% from 2016) and a backlog of €1,643.6 million (i.e. +2.9%).
These positive results, combined with a disciplined management of the capital allocated to this activity, made it possible for Icade Promotion to achieve its target ROE of 'over 12%' one year earlier than announced in its strategic plan.

Stronger synergies between Property Investment and Property Development

The expected synergies became a reality in 2017, with a potential revenue of €370 million in total, including primarily:

- A framework agreement signed with Latécoère regarding the company's historic site in Toulouse. The development programme provides for the completion of Latécoère's new headquarters in 2019 (an off-plan lease agreement has already been signed for a floor area of over 11,000 sq.m), where Icade's Commercial Property Investment Division will be the investor. The development will total about 70,000 sq.m. The Property Development Division will build the housing section of the project (831 units totalling 55,200 sq.m);
- Development by the Property Development Division of about 1,300 housing units (80,000 sq.m) on land owned by the Commercial Property Investment;
- Korian partnership developed in synergy with the Healthcare Property Investment Division (16 new buildings to be completed by 2024);
- Development by the Property Development Division of an 84-room hall of residence (Poissonniers project);
- Five healthcare property development projects on behalf of third parties (operators of Icade Santé's properties and physicians).

Gradual increase in the value of Icade's property portfolio and diversification of the commercial property portfolio outside the Paris region thanks to the acquisition of ANF and the operational achievements that had a positive impact on asset value

The value of the whole property portfolio (on a proportionate consolidation basis) stood at €10.8 billion, up 11.1% from December 31, 2016. It expanded by 3.0% on a like-for-like basis, including:

- +3.3% in the healthcare segment;
- +3.9% in the office segment;
- +1.9% in the business park segment.

Another highlight of the financial year was the continued debt restructuring programme and the issuance of a Green Bond fully in line with the proactive CSR policy pursued by Icade

After a year 2016 marked by significant restructuring in the company's liabilities, in 2017 Icade continued its policy of optimising its funding structure, in a favourable market environment, allowing the company to:

- Maintain its average debt maturity above 6.5 years;
- Lower significantly the average cost of debt to 1.59% in 2017, compared to 2.18% in 2016.

The year 2017 was also marked by the issuance in early September of an Inaugural Green Bond for a total of €600 million, with a maturity of 10 years and an annual coupon of 1.5%. These funds were raised with an 80-bp spread over the reference rate and a near-zero premium.

On August 30, 2017, Standard & Poor's affirmed Icade's long-term rating of BBB+, stable outlook and short-term rating of A-2. This rating comes after the agency's annual review.

2017 also saw Icade climb to the top of ESG rankings from rating agencies GRESB, EPRA and Vigeo. These ESG ratings reflect the quality and relevance of Icade's CSR policy.

1.2. Events after the balance sheet date

During their respective meetings held on February 9, 2018 and February 8, 2018, the Board of Directors of Icade and the Supervisory Board of ANF Immobilier approved the principle of a merger which, subject to satisfaction of certain conditions precedent, should take place before the summer of 2018.

According to the indicative range for the exchange ratio, the shareholders of ANF Immobilier would receive between 0.25 and 0.30 Icade share for 1 ANF Immobilier share.

1.3. Income and cash flow statements

1.3.1. IFRS consolidated income statement

In 2017, IFRS net profit/(loss) attributable to the Group stood at €170.3 million, a very substantial improvement compared to 2016, driven by positive trends in all contributing factors:

- A significant improvement in operating activities across the three business lines;
- Rising income from asset disposals;
- A significant reduction in the cost of net debt;
- And, to a lesser extent, the recognition of accrued extraordinary income for the refund by the tax authorities of a 3% tax paid on dividends.

The following presentation of the income statement, with a breakdown between current and non-current items, makes it possible to identify the Group's net current cash flow as of December 31, 2017 and the other non-current items.

	12/31/2017			12/31/2016			
(in millions of euros)	Current	Non-current	Total	Current	Non-current	Total	Change
REVENUE	1,654.2		1,654.2	1,492.7		1,492.7	10.8%
EBITDA	534.9		534.9	521.1		521.1	2.6%
OPERATING PROFIT/(LOSS)	552.9	(229.1)	323.7	538.2	(275.5)	262.7	23.2%
FINANCE INCOME/(EXPENSE)	(92.7)	(34.0)	(126.7)	(113.3)	(50.2)	(163.6)	22.5%
NET PROFIT/(LOSS)	430.8	(227.7)	203.1	397.7	(308.8)	88.9	128.5%
NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP	353.2	(182.9)	170.3	325.4	(267.5)	58.0	193.9%
NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP (in euros per share after dilution)	**4.77**	**(2.47)**	**2.30**	**4.41**	**(3.62)**	**0.78**	

1.3.2. Group net current cash flow

Group net current cash flow is one of Icade's key indicators as it reflects the operating and financial performance of the Commercial Property Investment, Healthcare Property Investment and Property Development divisions. The dividend policy is based on this indicator. It primarily comprises the following two items:

- "EPRA earnings from Property Investment" which represents the income from Commercial Property Investment and Healthcare Property Investment activities in accordance with EPRA recommendations (European Public Real Estate Association); and
- "Net current cash flow from Property Development" which measures the cash flow from Property Development activities.

Group net current cash flow increased by as much as 8.5% to €353.2 million (€4.77 per share) as of December 31, 2017, vs. €325.4 million as of December 31, 2016 (€4.41 per share).

(in millions of euros)	12/31/2017	12/31/2016	Year-on-year change
Total Group	**353.2**	**325.4**	**8.5%**
Total Group - in euros per share	**4.77**	**4.41**	**8.3%**

1.3.3. Segment reporting

As of December 31, 2017, segment reporting is divided into four main categories: Commercial Property Investment Division, Healthcare Property Investment Division, Property Development Division and "Other".

(in millions of euros)	12/31/2017				12/31/2016				Year-on-year change	
	EPRA earnings from Property Investment	%	NCCF	%	EPRA earnings from Property Investment	%	NCCF	%	EPRA earnings from Property Investment	NCCF
Commercial Property Investment	223.2	69.9%	231.5	65.5%	205.6	69.3%	213.9	65.7%	8.5%	8.2%
Healthcare Property Investment	96.0	30.1%	96.0	27.2%	91.2	30.7%	91.2	28.0%	5.2%	5.2%
Total Property Investment (a)	**319.1**	**100.0%**	**327.4**	**92.7%**	**296.8**	**100.0%**	**305.1**	**93.7%**	**7.5%**	**7.3%**
Property Development			30.4	8.6%			22.2	6.8%		36.5%
Other (b)			(4.6)	(1.3%)			(1.9)	(0.6%)		N/A
Total Group			**353.2**	**100.0%**			**325.4**	**100.0%**		**8.5%**
Total Group - in euros per share	**4.31**		**4.77**		**4.02**		**4.41**		**7.3%**	**8.3%**

(a) "EPRA earnings" includes the depreciation of operating assets which are excluded from net current cash flow.
(b) "Other" includes "Intersegment transactions and other items", as well as discontinued operations.

The improvement in Group net current cash flow results from the performance of all business activities. The Commercial Property Investment Division, the Healthcare Property Investment Division and the Property Development Division all posted growing NCCF—8.2%, 5.2% and 36.5%, respectively.
As of December 31, 2017, the contribution to Group net current cash flow of the Commercial Property Investment Division was 65.5%, that of the Healthcare Property Investment Division was 27.2%, and that of the Property Development Division was 8.6%.

1.4. EPRA reporting as of December 31, 2017

Icade presents below all its performance indicators as defined by the European Public Real Estate Association (EPRA) and as calculated in accordance with its recommendations. They are all leading indicators for the property investment industry.
EPRA earnings from Property Investment includes the Commercial and the Healthcare Property Investment segments. The net asset value (NAV) is estimated based on all of the Group's assets (including the value of Property Development companies).

1.4.1. EPRA net asset value as of December 31, 2017

The NAV is the main indicator of the Company's year-on-year value creation efficiency. It measures the value of Icade, after distribution of dividends, based on two parameters: on the one hand, the changes in equity, and on the other hand, the changes in value of asset portfolios, liabilities and Icade Promotion.
The Icade Group's triple net asset value stood at €6,273.8 million as of December 31, 2017 (€84.8 per share), a significant improvement of +7.8% compared to December 31, 2016.

(in millions of euros)		12/31/2017	06/30/2017	12/31/2016
Consolidated equity attributable to the Group[a]	(1)	3,336.3	3,229.2	3,435.2
Impact of dilution from securities convertible or exchangeable into Icade shares[b]	(2)	0.0	0.0	0.0
Unrealised capital gains on property assets and property development companies	(3)	3,098.7	2,689.3	2,528.5
Tax on unrealised capital gains	(4)	(16.5)	(10.2)	(10.3)
Revaluation of fixed-rate debt	(5)	(144.7)	(98.8)	(132.4)
EPRA triple net asset value attributable to the Group	**(6)=(1)+(2)+(3)+(4)+(5)**	**6,273.8**	**5,809.4**	**5,820.9**
(in euros per share)	**(6)/n**	**84.8**	**78.6**	**78.7**
Year-on-year change		**7.8%**		
Adjustment for tax on unrealised capital gains	(7)	16.5	10.2	10.3
Adjustment for revaluation of fixed-rate debt	(8)	144.7	98.8	132.4
Adjustment for revaluation of interest rate hedges	(9)	(7.5)	(7.0)	1.2
EPRA net asset value attributable to the Group	**(10)=(6)+(7)+(8)+(9)**	**6,427.5**	**5,911.5**	**5,964.9**
(in euros per share)	**(10)/n**	**86.9**	**79.9**	**80.6**
Year-on-year change		**7.8%**		
Number of fully diluted shares[c]	n	73,978,328	73,949,951	73,987,751

(a) Including Net profit attributable to the Group of +€170.3 million for 2017. This includes income of €35.0 million including penalty interest relating to the refund claims submitted to the tax administration with regard to the 3% contribution paid on dividends distributed from 2014 to 2017.

(b) Dilution related to stock options which had the effect of increasing consolidated equity and the number of shares. This increase can be up to the number of shares that can be obtained from the stock options exercisable at the end of the period.
(c) Stands at 73,978,328 as of December 31, 2017, after cancelling treasury shares (-206,644 shares) and the positive impact of dilutive instruments (+73,786 shares).

The change in triple net asset value over the period is detailed in the table below.

EPRA TRIPLE NAV ATTRIBUTABLE TO THE GROUP AS OF 12/31/2016 (in euros per share)	**€78.7**
Dividends paid in H1	€(4.0)
Consolidated profit/(loss) for the year attributable to the Group[a]	+€2.3
Changes in fair value of financial derivatives	+€0.3
Changes in unrealised capital gains on property assets and Property Development companies	+€7.7
Changes in fair value of fixed-rate debt	€(0.2)
Impact of the change in number of diluted shares on NAV per share	€(0.0)
Other	€(0.0)
EPRA TRIPLE NAV ATTRIBUTABLE TO THE GROUP AS OF 12/31/2017 (in euros per share)	**€84.8**

(a) This includes income of €0.5 per share including penalty interest relating to the refund claims submitted to the tax administration with regard to the 3% contribution paid on dividends distributed from 2014 to 2017.

The favourable trend in EPRA triple net asset value results from:

- The performance of the different business lines with a significant increase in Group net current cash flow;
- The strong increase in value of the property assets of the Commercial and Healthcare Property Investment divisions;
- The significant rise in the values of the Group's property development companies in a context of strong increase in the profitability of the division and positive medium-term outlook;

It should also be noted that the change in equity includes the distribution of a dividend of €4.00 per share, i.e. 90.7% of 2016 Group net current cash flow, and the recognition of accrued extraordinary income of €35.0 million to be received from the tax administration for the refund request submitted in respect of the 3% tax paid on dividends.

1.4.2. EPRA earnings from Property Investment

EPRA earnings from Property Investment measure the performance of the recurring (current) operations of the Commercial Property Investment and Healthcare Property Investment divisions.

	(in millions of euros)	12/31/2017	12/31/2016	Year-on-year % change
	NET PROFIT/(LOSS)	203.1	88.9	
	Net profit/(loss) from other activities (a)	44.1	32.9	
(a)	NET PROFIT/(LOSS) FROM PROPERTY INVESTMENT	159.0	56.0	
(i)	Changes in value of investment properties and depreciation charges	(282.6)	(263.9)	
(ii)	Profit/(loss) from asset disposals	75.1	19.1	
(iii)	Profit/(loss) from acquisitions	(7.0)	(0.6)	
(iv)	Tax on profits from disposals and impairments			
(v)	Negative goodwill / goodwill impairment	0.1	1.9	
(vi)	Changes in fair value of financial instruments and restructuring of financial liabilities	(34.2)	(50.3)	
(vii)	Acquisition costs on share deals			
(viii)	Tax expense related to EPRA adjustments	20.5	5.5	
(ix)	Adjustment for equity-accounted companies	(7.2)	(22.7)	
(x)	Non-controlling interests (Healthcare Property Investment)	75.2	70.2	
(b)	TOTAL ADJUSTMENTS	(160.1)	(240.9)	
(a-b)	**EPRA EARNINGS FROM PROPERTY INVESTMENT**	**319.1**	**296.8**	**7.5%**
	Average number of diluted shares outstanding used in the calculation	73,971,634	73,848,960	
	EPRA EARNINGS FROM PROPERTY INVESTMENT IN € PER SHARE	**€4.31**	**€4.02**	**7.3%**

(a) Other activities include property development, intersegment transactions and other items, as well as discontinued operations.

EPRA earnings from Property Investment totalled €319.1 million as of December 31, 2017, up +7.5% year-on-year. This significant increase was driven by strong operational performance in both Commercial and Healthcare Property Investment.

1.4.3. EPRA yield

The table below presents the adjustments to Icade's net yields that are required to obtain EPRA yields. The calculation includes Icade's three types of assets: offices, business parks and healthcare property assets. It is carried out after adjustment for non-controlling interests in Icade Santé and ANF Immobilier.

	12/31/2017	06/30/2017	12/31/2016
ICADE NET YIELD[(a)]	6.1%	6.2%	6.4%
Impact of estimated duties and fees	(0.3)%	(0.3)%	(0.3)%
Adjustment for potential rental income from vacant properties	(0.3)%	(0.4)%	(0.4)%
EPRA TOPPED-UP NET INITIAL YIELD[(b)]	5.4%	5.4%	5.7%
Inclusion of rent-free periods	(0.3)%	(0.5)%	(0.6)%
EPRA NET INITIAL YIELD[(c)]	4.9%	5.0%	5.1%

(a) Annualised net rental income from leased space plus potential net rental income from vacant space at estimated rental value, excluding lease incentives, divided by the appraised value excluding duties of operating properties.
(b) Annualised net rental income from leased space, excluding lease incentives, divided by the appraised value (including duties) of operating properties.
(c) Annualised net rental income from leased space, including lease incentives, divided by the appraised value (including duties) of operating properties.

The EPRA net initial yield was down 0.2 pp compared to December 31, 2016, mainly due to a like-for-like increase in appraised values of €283.8 million (+3.0% for the entire portfolio).

1.4.4. EPRA vacancy rate

The EPRA vacancy rate is defined as the ratio between the estimated rental value of vacant space and the estimated rental value of the whole portfolio. Properties under development are not included in the calculation of this ratio.
Below are detailed figures concerning the vacancy rate, in accordance with the definition recommended by EPRA, for the Commercial Property Investment portfolio after adjustment for non-controlling interests in Icade Santé and ANF Immobilier.

	12/31/2017	06/30/2017	12/31/2016
Total office and business park assets	7.8%	8.3%	9.0%
Other assets	0.0%	16.2%	16.5%
COMMERCIAL PROPERTY INVESTMENT DIVISION (excluding Residential)	**7.7%**	**8.4%**	**9.1%**
HEALTHCARE PROPERTY INVESTMENT DIVISION (based on proportionate consolidation)	**0.0%**	**0.0%**	**0.0%**
TOTAL PROPERTY INVESTMENT (excluding Residential)	**6.1%**	**6.6%**	**7.1%**

The EPRA vacancy rate was down 1.0 pp year-on-year, thanks to improved financial occupancy during the period. This is the result of proactive efforts to build loyalty among the tenants and to attract new ones. It can also be explained by the integration of ANF Immobilier, which shows a lower vacancy rate than the portfolio average.

1.4.5. EPRA cost ratio for the Property Investment Division

Below are detailed figures concerning the cost ratio of the Commercial Property Investment Division (excluding the Residential Property Investment Division and after adjustment for non-controlling interests in ANF Immobilier) and the Healthcare Property Investment Division (after adjustment for non-controlling interests).

		12/31/2017	12/31/2016
	Including:		
(i)	Structural costs and other overhead costs	(100.9)	(87.5)
(ii)	Service charges net of recharges to tenants	(29.4)	(30.8)
(iii)	Management fees net of actual/estimated profit element		
(iv)	Other recharges intended to cover overhead expenses	42.9	41.8
(v)	Share of equity-accounted companies of overheads and expenses	(4.0)	(2.4)
(vi)	Share of non-controlling interests of overheads and expenses	7.4	6.9
	Excluding:		
(vii)	Depreciation of investment properties	-	-
(viii)	Ground rent costs	(2.2)	(2.1)
(ix)	Other service charge costs recovered through rents but not separately invoiced	(0.2)	(0.1)
(A)	**EPRA COSTS (INCLUDING DIRECT VACANCY COSTS)**	**(81.5)**	**(69.8)**
(x)	**Direct vacancy costs**	**(21.0)**	**(27.7)**
(B)	**EPRA COSTS (EXCLUDING DIRECT VACANCY COSTS)**	**(60.5)**	**(42.2)**
(xi)	Gross rental income less ground rent costs	574.2	570.1
(xii)	Other service charge costs recovered through rents but not separately invoiced		
(xiii)	Plus: share of equity-accounted companies of rental income less ground rent costs	9.6	9.0
(xiv)	Share of non-controlling interests of rental income less ground rent costs	(95.2)	(90.2)
(C)	**GROSS RENTAL INCOME**	**488.6**	**488.9**
(A/C)	**EPRA COST RATIO - PROPERTY INVESTMENT (INCL. DIRECT VACANCY COSTS)**	**16.7%**	**14.3%**
(B/C)	**EPRA COST RATIO - PROPERTY INVESTMENT (EXCL. DIRECT VACANCY COSTS)**	**12.4%**	**8.6%**

Following a like-for-like improvement in occupancy in the past 24 months and, at the end of 2016, the disposal of the business parks that strongly contributed to the vacancy rate, vacancy costs went down by as much as -24.0% compared to 2016.

Nevertheless, the EPRA cost ratio increased between 2016 and 2017:

- +2.4 pps including vacancy costs;
- +3.8 pps excluding vacancy costs.

This change is due in particular to:

- an increase in structural costs and other overhead costs of €13.4 million, most of which relates to:
    - non-recurring costs related to the relocation of Icade's headquarters to the Open building;

- o the impact of introducing the bonus share plan at the end of 2016;
- o the development of operational expertise in connection with the expansion of Icade’s main business lines. However, Icade was able to keep the costs of support functions stable compared to 2016.

- ♦ A year-on-year increase in service charges net of recharges to tenants of €1.4 million. However, these include provisions net of non-recurring reversals for compensation payments for termination of lease in relation to future development projects, for €3.0 million.

It should also be noted that the 2017 EPRA cost ratio includes the expenses and income of the company ANF Immobilier (on a proportionate consolidation basis) since its acquisition by Icade at the end of 2017.

After adjustment for non-recurring items and the impact of changes in scope of consolidation due to the ANF Immobilier acquisition, the EPRA cost ratio shows an increase compared to December 31, 2016:

- +1,1 pp including vacancy costs (from 14.3% at the end of 2016 to 15.4% at the end of 2017);
- +2,5 pps excluding vacancy costs (from 8.6% at the end of 2016 to 11.0% at the end of 2017).

1.5. Financial resources

Against a backdrop of favourable financing conditions, Icade continued the optimisation of its financial resources.

In September 2017, Icade issued its first 10-year, €600 million euro-denominated Green bond, with an attractive margin of 80 bps above the benchmark rate and a near-zero risk premium (i.e. a 1.50% coupon). This new bond issue was substantially oversubscribed, taken up by both French and international investors, including SRI investors. Such enthusiasm underscores the confidence these investors have in both Icade’s creditworthiness and the high environmental quality of the assets financed through the funds raised. The proceeds from this issue will be used to finance or refinance assets and Green projects for the Commercial Property Investment Division, based on stringent eligibility criteria. These criteria have been selected to reflect Icade’s environmental policy, which covers the entire life cycle of the properties including the environmental quality of new properties, improvement projects for the existing property portfolio, support for tenants and access to low-impact transport.

This Green issue complies with “Green Bond Principles 2017” issued by the International Capital Market Association (ICMA) and is subject to an independent second party opinion provided by Sustainalytics, a non-financial rating agency (available on the Icade website).

Over the course of 2017, the Group also carried out a number of major financial transactions:

- optimisation of Icade’s interest rate hedging structure through the purchase of €300 million in long-term forward swaps in an environment of historically low rates;
- prepayment of €282 million in bank debt with a low average maturity replaced by new bank debt for €300 million with a 7-year maturity;
- prepayment of private placement debt (USPP) for a total of €84.5 million with a fixed rate of 5.07%;
- new bank debt facilities and mortgage financing secured for €208.4 million and new swaps purchased for €198.6 million for Icade Santé.

All these transactions allowed the Group to continue to implement an appropriate and optimised funding policy, by lowering the average cost of debt, maintaining its average debt maturity above 6 years and diversifying its funding sources.
The average cost of drawn debt stood at a historical low of 1.59% (after hedging) in 2017, with average debt maturity nearly constant over the year, at 6.5 years as of December 31, 2017.
At year-end, the LTV ratio stood at 41.0% in the context of a stepped-up acquisition plan—the ANF Immobilier transaction has made it possible to carry out the investment plan outside the Paris region which was scheduled over the next two years. Icade has informed the market that its LTV ratio should stabilise around 40% no later than the end of 2019.
The interest coverage ratio (ICR) based on EBITDA increased sharply to 6.53x.
Icade’s balance sheet fundamentals have remained strong.

1.5.1. Cash

Icade’s financial resources were strengthened during 2017 by renewing existing credit lines, setting up new ones and increasing the outstanding amount of NEU Commercial Paper. The main financing transactions were as follows:

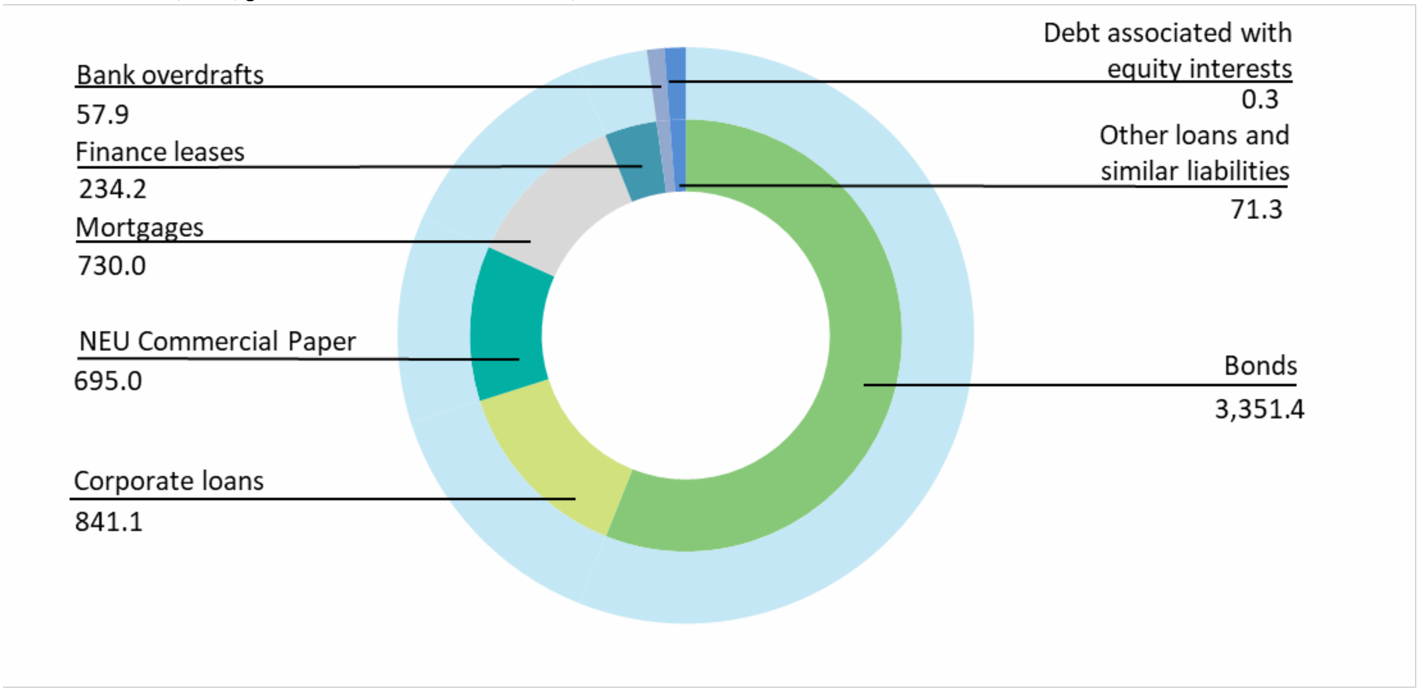
- cancellation of €230 million in revolving credit;
- €400 million in new medium- and long-term revolving credit lines;
- issue of NEU Commercial Paper to reach an outstanding amount of €695 million at the end of the year (€166.5 million increase between December 31, 2016 and December 31, 2017).

Icade now has fully-available undrawn amounts from short- and long-term credit lines of €1,750 million compared with €1,580 million as of December 31, 2016. These undrawn amounts as of December 31, 2017 cover more than three years of debt principal and interest payments.

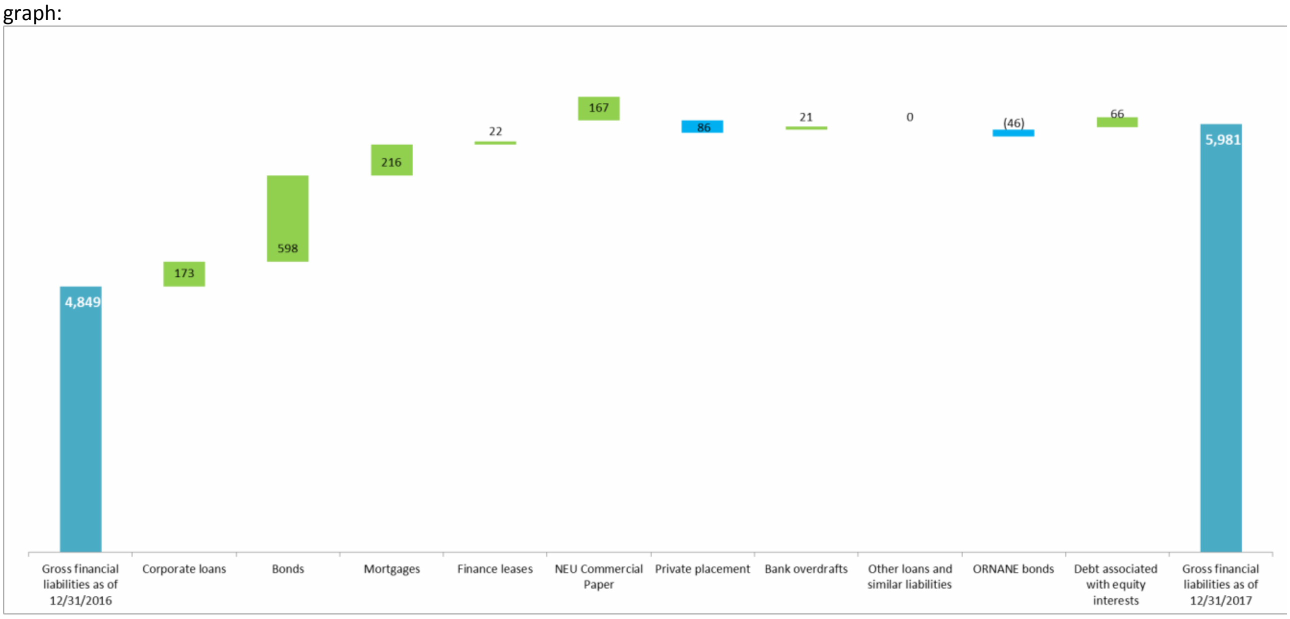
1.5.2. Debt structure as of December 31, 2017

1.5.2.1. Debt by type

As of December 31, 2017, gross financial liabilities stood at €5,981.1 million and broke down as follows:



As of December 31, 2016, gross financial liabilities amounted to €4,849.0 million. The €1,132.1 million change is explained in the following graph:



Net financial liabilities amounted to €5,471.0 million as of December 31, 2017, representing an increase of €1,019.7 million compared to December 31, 2016.

This trend is explained by higher short-term financial liabilities as the outstanding amount of NEU Commercial Paper was increased, and higher medium- and long-term financial liabilities as a Green Bond was issued and new bank financing was obtained.

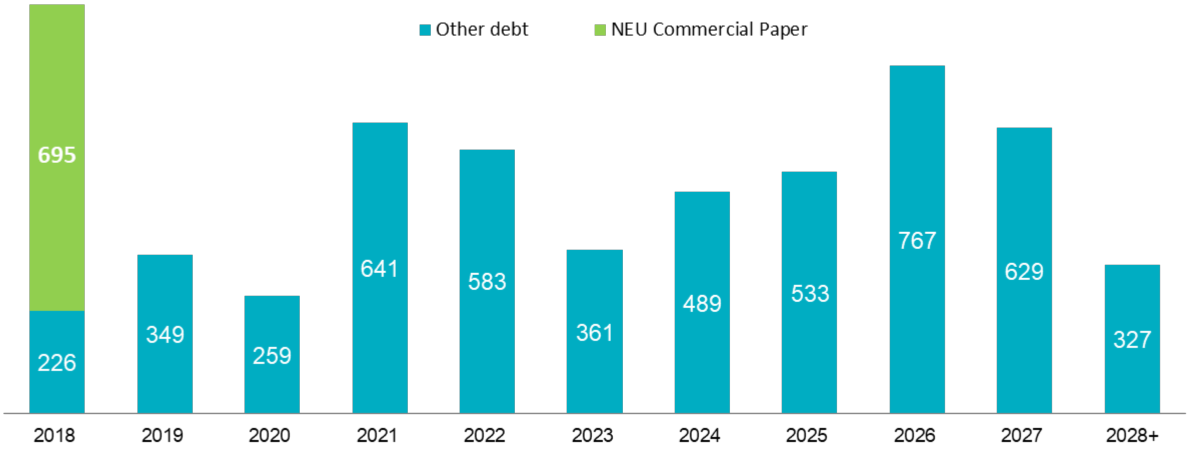
The new debt facilities secured in 2017 have an average credit margin of 85 bps and an average maturity of 8.6 years and represent a total of €1,108.4 million (excluding NEU Commercial Paper and revolving credit).

1.5.2.2. Debt by maturity date

The maturity schedule of debt drawn by Icade (excluding overdrafts) as of December 31, 2017 is as follows:

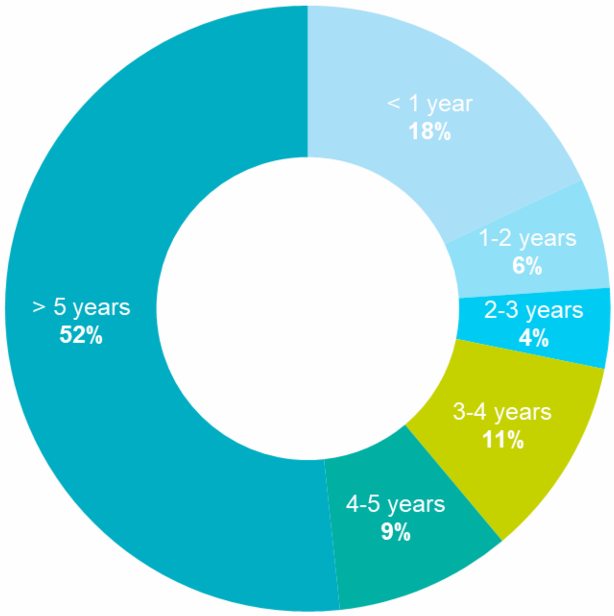
MATURITY SCHEDULE OF DRAWN DEBT

(December 31, 2017, in millions of euros)



BREAKDOWN OF DEBT BY MATURITY

(December 31, 2017)



The average debt maturity was 6.5 years as of December 31, 2017 (excluding NEU Commercial Paper), stable on a year-on-year basis.

1.5.2.3. Debt by division

After allocation of intra-group financing, almost 97% of the Group's debt is used by the Commercial and the Healthcare Property Investment divisions.

1.5.2.4. Average cost of debt

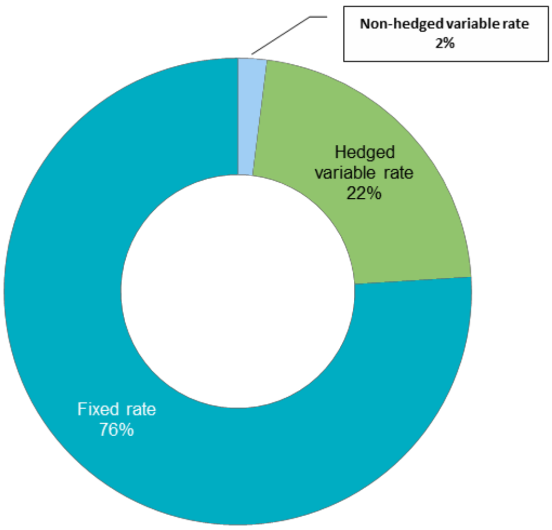
In 2017, the average cost of debt was 1.50% before hedging and 1.59% after hedging, compared with 1.80% and 2.18% in 2016, respectively.
This strong decrease in the average cost of debt between 2016 and 2017 was achieved through the proactive management of existing debt and interest rate hedges.

1.5.2.5. Management of interest rate risk exposure

Variable rate debt represented nearly 24% of total debt as of December 31, 2017 (excluding debt associated with equity interests and bank overdrafts).
In 2017, Icade continued its prudent debt management policy, maintaining limited exposure to interest rate risk while taking advantage of low interest rates, by entering into appropriate hedging contracts covering future financing needs (vanilla swaps). Out of a total of €498.6 million swaps taken out, €300 million are forward-start swaps. As of December 31, 2017, hedged variable rate debt accounted for 22% of total debt while unhedged variable rate debt accounted for 2% of total debt.

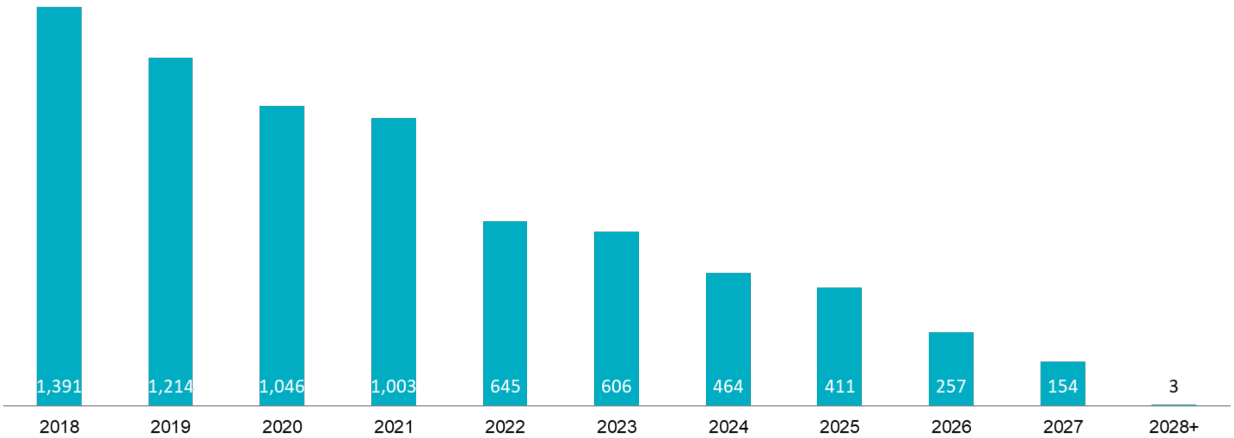
BREAKDOWN OF DEBT BY TYPE OF RATE (EXCLUDING LIABILITIES ASSOCIATED WITH EQUITY INTERESTS AND BANK OVERDRAFTS)

(December 31, 2017)



OUTSTANDING HEDGING POSITIONS

(December 31, 2017, in millions of euros)



Most of the debt (98%) is protected against an increase in interest rates (fixed rate debt or variable rate debt hedged by interest rate swaps or options). The notional amounts of hedging instruments are summarised in the graph above.

The net position is shown in the following table, taking into account the financial assets and the new hedges entered into:

(in millions of euros)	12/31/2017 Financial assets (A) Fixed rate	Variable rate	Financial liabilities (B) Fixed rate	Variable rate	Net exposure before hedging (C) = (B) - (A) Fixed rate	Variable rate	Interest rate hedging instruments (D) Fixed rate	Variable rate	Net exposure after hedging (E) = (D) - (C) Fixed rate	Variable rate
< 1 year	20.8	466.9	731.5	342.2	710.7	(124.7)	-	215.5	(710.7)	340.2
1 to 2 years	-	-	257.5	92.4	257.5	92.4	-	196.1	(257.5)	103.7
2 to 3 years	-	-	12.1	247.2	12.1	247.2	-	167.9	(12.1)	(79.2)
3 to 4 years	-	-	479.8	161.3	479.8	161.3	-	43.0	(479.8)	(118.2)
4 to 5 years	0.1	-	492.8	71.0	492.7	71.0	-	358.1	(492.7)	287.0
> 5 years	27.5	0.1	2,489.1	604.3	2,461.6	604.1	-	644.6	(2,461.6)	40.4
TOTAL	**48.4**	**467.0**	**4,462.8**	**1,518.3**	**4,414.3**	**1,051.3**	**-**	**1,625.1**	**(4,414.3)**	**573.8**

The average maturity is 4.3 years for variable rate debt and 6.2 years for related hedges, reflecting Icade's policy of anticipating coverage of future financing needs.
Finally, Icade favours classifying its hedging instruments as "cash flow hedges" according to IFRS standards; this involves recognising changes in fair value of these instruments in equity (for the effective part), rather than in the income statement.

1.5.3. Credit rating

Icade has been rated by the Standard & Poor's rating agency since September 2013.
After its annual review, in August 2017, Standard & Poor's affirmed Icade's long-term rating at BBB+ with a stable outlook and its short-term rating at A2. The agency also specified that the acquisition of ANF Immobilier and its limited impact on the LTV ratio did not affect the Group's credit rating.

1.5.4. Financial structure

1.5.4.1. Financial structure ratios

1.5.4.1.1. LTV (loan-to-value) ratio

The LTV ratio, which is the ratio of net financial liabilities and the latest valuation of the property portfolio excluding duties (total share) plus the value of property development companies, stands at 41.0% as of December 31, 2017 (compared with 37.9% as of December 31, 2016).
The level recorded on December 31, 2017 is in line with Icade's policy (LTV around 40%) and is fully compatible with Icade's expansion.
If the value of the portfolio used for its calculation was including duties and if the fair value of interest rate derivatives was not included in net debt, the adjusted LTV ratio would be 38,8% as of December 31, 2017.
The LTV ratio calculated as part of bank covenants stood at 42.8%, well below the maximum level of 52% provided for in the bank agreements.

1.5.4.1.2. ICR (Interest Coverage Ratio)

The interest coverage ratio based on EBITDA plus the Group's share in profit/(loss) of equity-accounted companies was 6.53x for the financial year 2017. This ratio, which was calculated using the same method as in 2016, increased on a year-over-year basis (4.71x in 2016) and its level demonstrates the Company's ability to comfortably comply with its bank covenants (see table below).

	12/31/2017	12/31/2016
Ratio of net financial liabilities/asset value (LTV)[(a)]	41.0%	37.9%
Interest coverage ratio (ICR) based on EBITDA plus the Group's share in profit/(loss) of equity-accounted companies	6.53x	4.71x

(a) Includes the balance sheet value of property development companies.

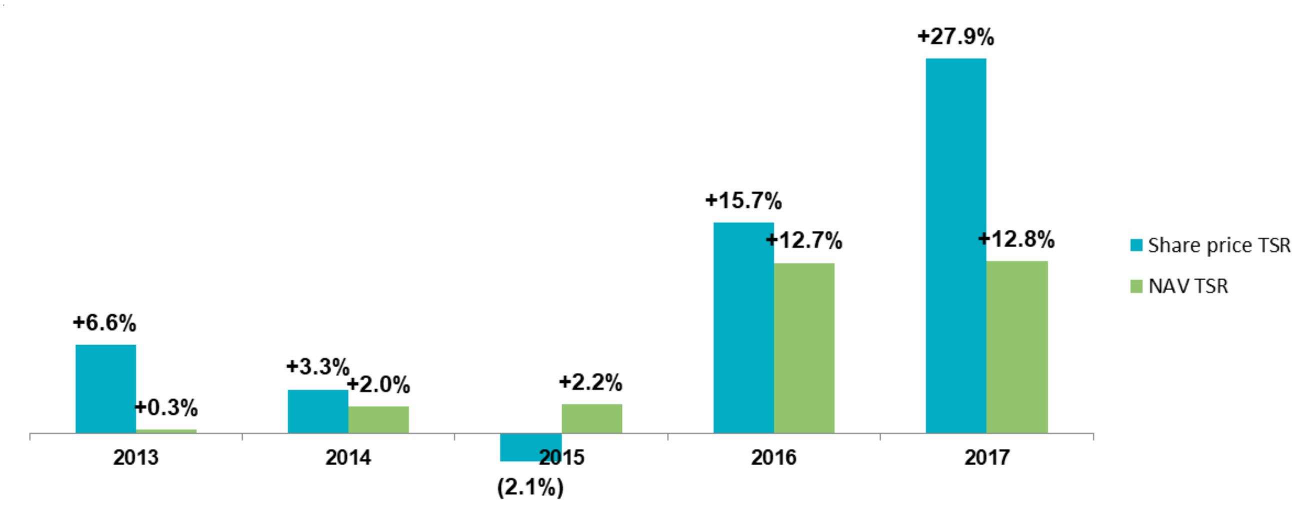
1.5.4.2. Table of covenants

		Covenants	12/31/2017
LTV bank covenant	Maximum	< 52%	42.8%
ICR	Minimum	> 2	6.53x
CDC's stake	Minimum	34%	38.99%
Value of Property Investment assets [(a)]	Minimum	From > €1.7bn to > €7bn	€12.8bn
Debt from Property Development subsidiaries / consolidated gross debt	Maximum	< 20%	0.7%
Security interests in assets	Maximum	< 20% of property investment assets	7.5%

(a) Around 6% of the debt subject to a covenant on the value of the Property Investment Division's portfolio has a limit of €1.7 billion, 8% of the debt has a limit of €2 billion, 12% of the debt has a limit of €5 billion and the remaining 74% has a limit of €7 billion.

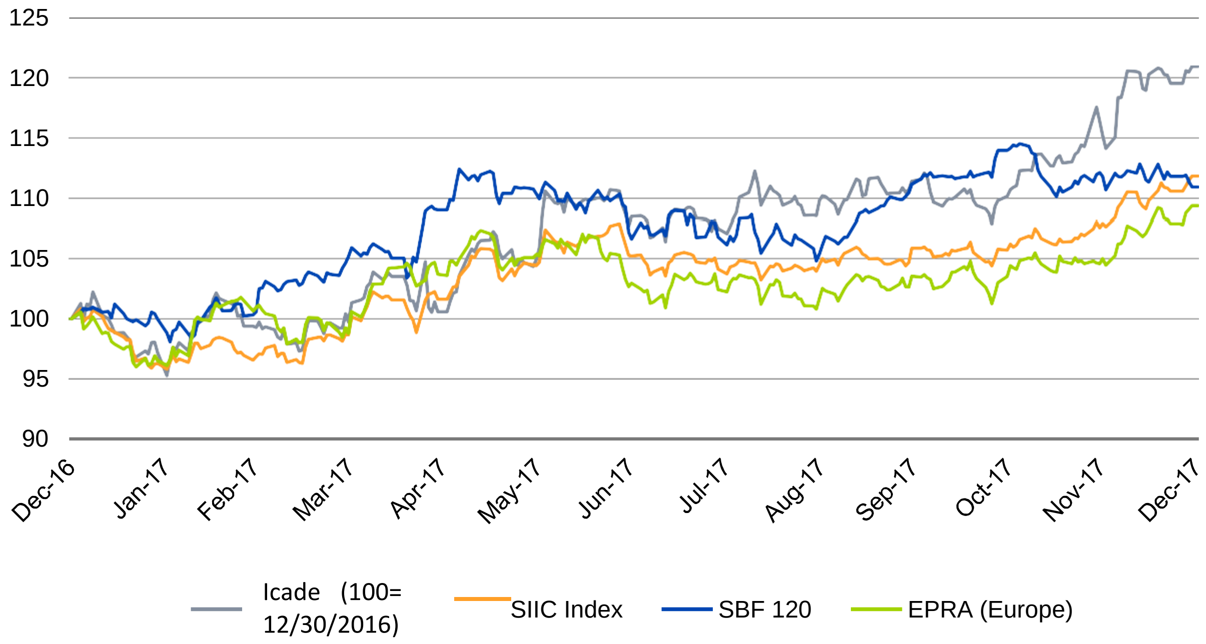
All covenants were met as of December 31, 2017, and remain comfortably within the limits.

1.6. Share performance and NAV performance



The Icade share, which stood at €82.9 as of December 31, 2017, outperformed the SIIC/Foncière France (Euronext) and EPRA Europe indices in 2017, with a market return of 20.9% and a total shareholder return, with dividends reinvested, around 27.9%.
It is calculated as the difference between the share price at the end of the previous reporting period and the share price at the end of the reporting period under consideration (assuming that all dividends paid out are reinvested in shares at the share price as of the ex-dividend date; for the purpose of calculating 2017 TSR, €4.00 are assumed to be reinvested at the closing share price on April 25, 2017), divided by the share price at the end of the previous reporting period.
NAV TSR, which is based on the change in triple net asset value, again grew by double digits, with +12.8% in 2017 after +12.7% in 2016.
The NAV TSR is the difference between the triple net asset value per share at the end of the previous financial year and that recorded at the end of the financial year under consideration (including, for the purpose of calculating 2017 TSR, the €4.00 dividend paid during the period), divided by the triple net asset value per share at the end of the previous financial year.

Icade's share price vs. EPRA Europe, SIIC Index and SBF 120
from 12/30/2016 to 12/29/2017 (100 = Icade's share price as of 12/30/2016)



1.7. Outlook

Icade's priorities for the year 2018 are:

- Continue value creating development projects;
- Diversify Icade Santé into the nursing home segment (EPHAD) and prepare for international expansion;
- Maintain rigorous liability management (hedging, maturities, LTV, etc.);

In addition, the awarding of the 2024 Olympic Games to Paris will allow Icade to step up the development of 650,000 sq.m and of the 332,000 sq.m of land plots it owns in the north of Paris (19th district of Paris/Aubervilliers/Saint-Denis) at the heart of the future Olympic infrastructure.
From an operational perspective, the Commercial and Healthcare Property Investment divisions also have a €2.1 billion development pipeline on plots of land for which construction projects are under development.

In 2018, Group net current cash flow per share should grow by "about 5%" compared with 2017.

Ahead of schedule in carrying out its strategic plan and bolstered by the Board of Directors and its largest shareholders, Icade is currently drafting its 2019/2023 strategic plan which will be presented before the end of H1 2018.

2. Property Investment Divisions

2.1. Income statement and valuation of property assets for the Property Investment divisions (EPRA indicators)

Icade's Property Investment segment covers the following business activities:

- The Commercial Property Investment Division's portfolio consists primarily of office assets located in the Paris region but also, since 2017, of office buildings in major cities outside the Paris region. The whole portfolio is valued at €8.5 billion on a proportionate consolidation basis (€8.8 billion on a full consolidation basis). It can be broken down between office buildings valued at €4.7 billion and business parks (also mainly composed of office assets) valued at €3.6 billion. It also includes a portfolio of hotels as a result of acquiring ANF Immobilier and a portfolio of residual assets, made up of warehouses and housing units (worth €183 million as of December 31, 2017, i.e. 2.1% of the Commercial Property Investment Division's portfolio).
- The Healthcare Property Investment Division, whose activities are carried out through 56.51% owned Icade Santé (and its subsidiaries). The Division is valued at €2.3 billion (€4.0 billion on a full consolidation basis), is mainly made up of private healthcare properties such as medicine, surgery and obstetrics (MSO) facilities and post-acute care (PAC) facilities.

2.1.1. EPRA income statement for the Property Investment Division

The following table summarises the IFRS income statement for the Commercial and Healthcare Property Investment divisions.
The column "EPRA earnings from Property Investment (Recurring)" is the main indicator used to analyse the financial results of these two divisions.
This indicator stood at €319.1 million as of December 31, 2017, a significant increase of 7.5% compared to 2016 (see the analysis for each Property Investment division in the following pages).

	12/31/2017			12/31/2016		
(in millions of euros)	EPRA earnings from Property Investment (recurring)	Non-recurring (a)	Total Property Investment	EPRA earnings from Property Investment (recurring)	Non-recurring (a)	Total Property Investment
GROSS RENTAL INCOME	590.2	-	590.2	587.0	-	587.0
Land-related costs	(2.2)	-	(2.2)	(2.1)	-	(2.1)
Service charges not recovered from tenants	(27.0)	-	(27.0)	(34.0)	-	(34.0)
Property operating expenses	(8.9)	-	(8.9)	(5.9)	-	(5.9)
NET RENTAL INCOME	552.2	-	552.2	545.0	-	545.0
Margin rate (net rental income / gross rental income)	*93.6%*	*0.0%*	*93.6%*	*92.8%*	*0.0%*	*92.8%*
Net operating costs	(61.1)	-	(61.1)	(50.2)	-	(50.2)
Profit/(loss) from other activities	(0.3)	-	(0.3)	(1.0)	-	(1.0)
EBITDA	490.8	-	490.8	493.8	-	493.8
Depreciation and impairment of operating assets	(8.3)	(17.3)	(25.6)	(8.2)	20.6	12.4
Depreciation and impairment of investment properties	-	(265.3)	(265.3)	-	(284.5)	(284.5)
Profit/(loss) from acquisitions	-	(6.9)	(6.9)	-	1.3	1.3
Profit/(loss) from asset disposals	-	75.1	75.1	-	19.1	19.1
Share of profit/(loss) of equity-accounted companies	5.3	(7.2)	(1.9)	5.5	(22.7)	(17.2)
OPERATING PROFIT/(LOSS)	487.8	(221.6)	266.2	491.1	(266.3)	224.9
Cost of gross debt	**(89.2)**	**-**	**(89.2)**	**(116.4)**	**-**	**(116.4)**
Net income from cash and cash equivalents, related loans and receivables	6.9	-	6.9	6.5	-	6.5
Cost of net debt	**(82.3)**	**-**	**(82.3)**	**(109.9)**	**-**	**(109.9)**
Other finance income and expenses	(5.2)	(34.2)	(39.4)	(4.2)	(50.3)	(54.5)
FINANCE INCOME/(EXPENSE)	(87.5)	(34.2)	(121.7)	(114.1)	(50.3)	(164.3)
Corporate tax (b)	(6.0)	20.5	14.6	(10.1)	5.5	(4.6)
NET PROFIT/(LOSS)	394.3	(235.3)	159.0	367.0	(311.0)	56.0
Net profit/(loss) attributable to non-controlling interests	75.2	(44.3)	30.9	70.2	(40.9)	29.2
NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP	**319.1**	**(191.0)**	**128.1**	**296.8**	**(270.1)**	**26.7**
Average number of diluted shares outstanding			73,971,634			73,848,960

(a) The "Non-recurring" column includes depreciation charges for investment properties, profit/(loss) from disposals, fair value adjustments to financial instruments, and other non-recurring items.

(b) Including €20.4 million recorded for the 3% tax on dividends, including penalty interest.

2.1.2. Valuation of the Property Investment divisions' property assets

The valuation methods used by the property valuers are described in the notes to the consolidated financial statements, section 4.1 Valuation of the property portfolio: methods and assumptions of Note 4 "Portfolio and fair value".

Valuation of the Property Investment divisions' property assets

Assets are classified as follows:

- offices and business parks of the Commercial Property Investment Division (including public-sector properties and projects held as part of public-private partnerships, and the Millénaire shopping centre);
- other assets of the Commercial Property Investment Division, which consist of warehouses, housing units and hotels;
- the assets of the Healthcare Property Investment Division.

Furthermore, the assets from the Healthcare Property Investment and ANF portfolios are valued in proportion to Icade's holding in Icade Santé (56.5%) and ANF (89.02%, including treasury shares), respectively. Therefore, the portfolio of the Property Investment divisions totals €10,810.6 million (€8,530.0 million for the Commercial segment and €2,280.6 million for the Healthcare segment).
If these assets were presented on a full consolidation basis, Icade's portfolio would represent €12,786.9 million excluding duties vs. €11,285.3 million at the end of 2016.
Unless otherwise stated, Icade does not present values including duties.

(value of the property portfolio excl. duties on a proportionate consolidation basis)	12/31/2017 (in €m)	12/31/2016 (restated*) (in €m)	Change (in €m)	Change (in %)	Like-for-like change (in €m) [a]	Like-for-like change (in %) [a]	Total floor area on a proportionate consolidation basis (in sq.m)	Price [b] (in €/sq.m)	Net initial yield excl. duties (in %) [c]	EPRA vacancy rate (in %) [d]
Offices										
Paris	501.2	407.2	+94.0	+23.1%	+15.6	+3.8%	43,007	11,653	4.2%	11.3%
La Défense & surroundings	2,037.0	1,918.1	+118.9	+6.2%	+86.8	+4.5%	306,052	6,656	5.6%	6.1%
Other Western Crescent	854.1	790.5	+63.6	+8.0%	+31.0	+3.9%	75,990	11,240	5.0%	0.1%
Inner Ring	625.6	779.1	(153.6)	(19.7%)	+33.8	+5.7%	105,818	5,912	5.0%	0.4%
Outer Ring	18.7	20.2	(1.4)	(7.2%)	(1.1)	(5.6%)	6,341	473	18.1%	56.4%
Total Paris region	**4,036.6**	**3,915.1**	**+121.5**	**+3.1%**	**+166.1**	**+4.5%**	**537,207**	**7,485**	**5.2%**	**4.7%**
Outside the Paris region	366.9	71.9	+295.0	+410.1%	(1.6)	(2.3%)	105,324	2,865	6.8%	6.5%
Total operating office properties [e]	**4,403.6**	**3,987.1**	**+416.5**	**+10.4%**	**+164.5**	**+4.3%**	**642,531**	**6,727**	**5.3%**	**4.9%**
Land bank	17.3	5.1	+12.2	+238.4%	+1.1	+22.0%				
Projects under development	119.0	95.9	+23.2	+24.2%	(14.1)	(14.7%)				
Floor space awaiting redevelopment (not leased) [f]	2.0	5.8	(3.8)	(65.4%)	(0.5)	(19.4%)				
Off-plan acquisition	182.1	21.7	+160.4	+738.2%	+3.3	+15.0%				
TOTAL OFFICES	**4,724.0**	**4,115.6**	**+608.4**	**+14.8%**	**+154.4**	**+3.9%**	**642,531**	**6,727**	**5.3%**	**4.9%**
Business parks										
Paris	896.5	834.2	+62.3	+7.5%	+50.6	+6.1%	140,162	6,396	5.2%	1.0%
Other Western Crescent	134.0	133.9	+0.1	+0.1%	(4.4)	(3.3%)	62,746	2,136	8.1%	10.8%
Inner Ring	1,284.0	1,232.4	+51.6	+4.2%	+24.4	+2.0%	414,049	3,101	6.7%	6.9%
Outer Ring	1,014.6	985.3	+29.3	+3.0%	(7.8)	(0.8%)	596,514	1,701	9.2%	18.1%
Total Paris region	**3,329.0**	**3,185.7**	**+143.3**	**+4.5%**	**+62.8**	**+2.0%**	**1,213,470**	**2,743**	**7.1%**	**10.2%**
Land bank	117.2	142.1	(24.9)	(17.5%)	(21.6)	(15.7%)				
Projects under development	169.6	112.8	+56.7	+50.3%	+24.9	+22.1%				
Floor space awaiting redevelopment (not leased) [f]	7.5	11.0	(3.6)	(32.4%)	(0.1)	(1.2%)				
TOTAL BUSINESS PARKS	**3,623.2**	**3,451.7**	**+171.5**	**+5.0%**	**+66.1**	**+1.9%**	**1,213,470**	**2,743**	**7.1%**	**10.2%**
TOTAL OFFICES AND BUSINESS PARKS	**8,347.2**	**7,567.3**	**+780.0**	**+10.3%**	**+220.4**	**+3.0%**	**1,856,002**	**4,123**	**6.1%**	**7.6%**
Other assets of the Commercial Property Investment Division [g]	182.8	135.1	+47.7	+35.3%	(3.0)	(2.4%)	59,267	1,172	7.7%	0.0%
TOTAL COMMERCIAL PROPERTY INVESTMENT ASSETS	**8,530.0**	**7,702.4**	**+827.6**	**+10.7%**	**+217.4**	**+2.9%**	**1,915,269**	**4,031**	**6.1%**	**7.5%**
Healthcare Property Investment										
Paris region	370.6	359.3	+11.2	+3.1%	+11.1	+3.1%	100,232	3,697	5.8%	0.0%
Outside the Paris region	1,789.8	1,595.2	+194.5	+12.2%	+50.6	+3.2%	710,355	2,520	6.0%	0.0%
TOTAL	**2,160.3**	**1,954.6**	**+205.8**	**+10.5%**	**+61.6**	**+3.2%**	**810,587**	**2,665**	**6.0%**	**0.0%**
Projects under development	120.2	70.1	+50.1	+71.4%	+4.7	+6.7%				
TOTAL HEALTHCARE PROPERTY INVESTMENT	**2,280.6**	**2,024.7**	**+255.9**	**+12.6%**	**+66.4**	**+3.3%**	**810,587**	**2,813**	**6.0%**	**0.0%**
GRAND TOTAL	**10,810.6**	**9,727.1**	**+1,083.5**	**+11.1%**	**+283.8**	**+3.0%**	**2,725,856**	**3,669**	**6.1%**	**5.9%**
Including assets consolidated using the equity method	*144.0*	*159.5*	*(15.5)*	*(9.7%)*	*(15.5)*	*(9.7%)*				
Including ANF Immobilier [h]	*429.0*	*0.0*	*+429.0*	*N/A*	*N/A*	*N/A*				

** Adjusted for the asset reclassifications made between the two periods, including reclassifications from "Projects under development" to the "Operating" category upon completion of a property.*

(a) Net change in disposals for the period, investments and changes in the values of assets treated as financial receivables (PPP).

(b) Established based on the appraised value excluding duties.

(c) Annualised net rental income from leased space plus potential net rental income from vacant space at estimated rental value, divided by the appraised value excluding duties of leasable space.

(d) Calculated based on the estimated rental value of vacant space divided by the overall estimated rental value.

(e) Indicators (total floor area, price in €/sq.m, EPRA net initial yield excluding duties, and EPRA vacancy rates) are presented excluding PPPs.

(f) Properties that are completely vacant, held for sale, or due to be redeveloped or demolished.

(g) Includes hotels from the ANF Immobilier portfolio

Indicators (total floor area, price in €/sq.m, EPRA net initial yield excluding duties, and EPRA vacancy rates) are presented excluding the Residential Property Investment Division.

(h) €429.0 million on a proportionate consolidation basis, based on Icade's holding in ANF Immobilier as of December 31, 2017. On a full consolidation basis, the value as of December 31, 2017 was €650.1 million

2.2. Commercial Property Investment Division

2.2.1. Key figures as of December 31, 2017

Income statement for the Commercial Property Investment Division

	12/31/2017			12/31/2016		
(in millions of euros)	EPRA earnings from Commercial Property Investment (recurring)	Non-recurring (a)	Total Commercial Property Investment	EPRA earnings from Commercial Property Investment (recurring)	Non-recurring (a)	Total Commercial Property Investment
GROSS RENTAL INCOME	375.4	-	375.4	379.7	-	379.7
Land-related costs	(2.2)	-	(2.2)	(2.1)	-	(2.1)
Service charges not recovered from tenants	(24.4)	-	(24.4)	(31.5)	-	(31.5)
Property operating expenses	(7.9)	-	(7.9)	(5.1)	-	(5.1)
NET RENTAL INCOME	340.9	-	340.9	341.0	-	341.0
Margin rate (net rental income / gross rental income)	*90.8%*	*0.0%*	*90.8%*	*89.8%*		*89.8%*
Net operating costs	**(48.4)**	**-**	**(48.4)**	**(37.6)**	**-**	**(37.6)**
Profit/(loss) from other activities	**(0.3)**	**-**	**(0.3)**	**(1.0)**	**-**	**(1.0)**
EBITDA	292.2	-	292.2	302.4	-	302.4
Depreciation and impairment of operating assets	(8.3)	(17.3)	(25.6)	(8.2)	20.6	12.4
Depreciation and impairment of investment properties	-	(167.0)	(167.0)	-	(189.4)	(189.4)
Profit/(loss) from acquisitions	-	(6.8)	(6.8)	-	-	-
Profit/(loss) from asset disposals	-	74.9	74.9	-	19.4	19.4
Share of profit/(loss) of equity-accounted companies	5.3	(7.2)	(1.9)	5.5	(22.7)	(17.2)
OPERATING PROFIT/(LOSS)	289.2	(123.3)	165.9	299.7	(172.1)	127.6
Cost of gross debt	**(78.5)**	**-**	**(78.5)**	**(105.7)**	**-**	**(105.7)**
Net income from cash and cash equivalents, related loans and receivables	24.5	-	24.5	25.3	-	25.3
Cost of net debt	**(53.9)**	**-**	**(53.9)**	**(80.5)**	**-**	**(80.5)**
Other finance income and expenses	(4.8)	(33.8)	(38.6)	(3.6)	(50.0)	(53.6)
FINANCE INCOME/(EXPENSE)	(58.7)	(33.8)	(92.5)	(84.0)	(50.0)	(134.1)
Corporate tax (b)	(6.0)	20.5	14.5	(10.0)	5.2	(4.8)
NET PROFIT/(LOSS)	224.5	(136.6)	88.0	205.6	(216.9)	(11.3)
Net profit/(loss) attributable to non-controlling interests	1.3	(1.4)	(0.0)	-	-	-
NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP	**223.2**	**(135.2)**	**88.0**	**205.6**	**(216.9)**	**(11.3)**
Average number of diluted shares outstanding			73,971,634			73,848,960

Rental income from the Commercial Property Investment Division

(in millions of euros)	12/31/2016	Asset acquisitions	Asset disposals	New builds / Redevelopments	Leasing activity and rent escalation	12/31/2017	Total change	Like-for-like change
OFFICES & BUSINESS PARKS	368.1	23.4	(47.3)	19.6	0.9	364.7	(3.4)	0.3%
Other assets	17.4	0.8	(1.5)	-	0.1	16.8	(0.5)	8.3%
Intra-group transactions from Property Investment	(5.8)	-	-	-	(0.5)	(6.2)	(0.5)	N/A
GROSS RENTAL INCOME	379.7	24.2	(48.8)	19.6	0.6	375.4	(4.3)	0.4%

(a) Reclassification of Axe Seine from the business park to the office segment

Gross rental income generated by the Commercial Property Investment Division during the financial year 2017 amounted to

€375.4 million, a decrease of €4.3 million compared to 2016 (-1.1%) due primarily to the full-year impact of the disposals made in 2016 and 2017. The loss in rental income relating to asset disposals in 2016 and 2017 represents -€48.8 million (offices for €25.1 million and business parks for €22.2 million).
On the other hand, the acquisitions made during the period generated additional income of +€24.2 million, of which €18.6 million are related to the acquisition of three office buildings in 2016 (Orsud, Arc Ouest, Parissy) and €5.5 million to the acquisition of the company ANF Immobilier.
After adjustment for acquisitions and disposals, gross rental income went up by €20.3 million, i.e. +5.3% between 2016 and 2017.

This change resulted from:

- New builds and redevelopments: +€19.6 million which include:
- +€22.9 million from projects completed in 2016, in particular the Veolia and Millénaire 4 buildings;
- +€7.1 million for three assets completed in 2017 (phase B of Go Spring, Défense 456 and Open in Issy-les-Moulineaux);
- -€3.2 million drop in rental income due to buildings subject to redevelopments, including Icade's former headquarters (Millénaire building in the 19th district of Paris).

- Leasing activity and rent escalation: +€0.6 million
- Positive impact of +€2.4 million for the office segment
- Negative impact of -€1.5 million for the business park segment

As a result, on a like-for-like basis (excluding the impact of asset acquisitions, disposals, new constructions and redevelopments), gross rental income went up by 0.4%.

Net rental income from the Commercial Property Investment Division for the year 2017 totalled €340.9 million, stable compared to 2016. The margin rate stands at 90.8%, up 1 pp from 2016.

	12/31/2017		12/31/2016 (a)	
(in millions of euros)	Net rental income	Margin	Net rental income	Margin
OFFICES & BUSINESS PARKS	**329.7**	**90.4%**	**330.1**	**89.7%**
Other assets	7.8	46.0%	5.3	30.3%
Intra-group transactions from Commercial Property Investment	3.5	N/A	5.7	N/A
NET RENTAL INCOME	**340.9**	**90.8%**	**341.0**	**89.8%**

(a) Adjustment for assets transferred from the business park segment to the office segment.

Net operating costs from the Commercial Property Investment Division stood at €48.4 million, an increase compared to 2016 (see EPRA reporting – EPRA cost ratio from Property Investment). It should be borne in mind that they include holding company costs.

The recurring portion of finance income/(expense) from the Commercial Property Investment Division amounted to -€58.7 million as of December 31, 2017, vs. -€84.0 million a year earlier.
This change stemmed primarily from a reduction in the average cost of debt between 2016 and 2017 (1.59% in 2017 vs. 2.18% in 2016, i.e. -59 bps) as debt and derivatives restructuring undertaken in 2016 made it possible to cut the cost of net debt by nearly 33% between 2016 and 2017.
Thus, after taking into account the items above, EPRA earnings from Commercial Property Investment reached €223.2 million (€3.02 per share) as of December 31, 2017, vs. €205.6 million (€2.78 per share) as of December 31, 2016, i.e. an 8.5% year-on-year increase.
Other items that had an impact on the net profit/(loss) attributable to the Group from the Commercial Property Investment Division represented a total net expense of -€135.2 million and were mainly comprised of:

- depreciation and impairment of investment properties of -€167.0 million as of December 31, 2017 vs. -€189.4 million in 2016. This was due mainly to the reversal of an impairment loss for +€65.9 million, to be compared with a reversal of €30.7 million in 2016;
- profit/(loss) from asset disposals for +€74.9 million vs. +€19.4 million in 2016;
- non-current tax income of +€20.4 million corresponding to accrued extraordinary income to be received from the tax administration for the refund request submitted in respect of the 3% tax paid on distributed dividend (classified as non-current).

In view of the above, **net profit/(loss) attributable to the Group** from the Commercial Property Investment Division reached +€88.0 million as of December 31, 2017 vs. -€11.3 million as of December 31, 2016.

2.2.2. Leasing activity of the Commercial Property Investment Division

Asset class Full consolidation basis	12/31/2016 Leased floor area *(sq.m)*	2017 changes Additions *(sq.m)*	 Exits *(sq.m)*	 Exits due to disposals *(sq.m)*	 Floor area adjustments [(a)]	12/31/2017 Leased floor area *(sq.m)*	New leases Impact in 2017 *(sq.m)*	 Impact after 2017 *(sq.m)*	12/31/2017 Total *(sq.m)*
Offices	451,559	12,240	(6,738)	-	-	457,061	8,357	19,169	27,526
Business parks	970,625	48,972	(36,457)	-	-	983,140	41,525	25,890	67,415
Warehouses	34,321	4,819	-	-	-	39,140	4,819	4,819	9,638
LIKE-FOR-LIKE SCOPE (A)	1,456,505	66,031	(43,195)	-	-	1,479,341	54,701	49,878	104,579
Offices	20,964	190,983	(928)	-	(246)	210,773	14,970	65,867	80,837
Business parks	54,262	14,854	(27,040)	-	354	42,430	9,003	16,942	25,945
Warehouses	-	-	-	-	(376)	(376)	-	-	-
Hotels	-	29,590	-	-	-	29,590	-	-	-
ACQUISITIONS / COMPLETIONS / REDEVELOPMENTS (B)	75,226	235,427	(27,968)	-	(268)	282,417	23,973	82,809	106,782
SUBTOTAL (A+B)	1,531,731	301,458	(71,163)	-	(268)	1,761,758	78,674	132,687	211,361
Offices	43,001	-	-	(43,001)	-	-	-	-	-
Warehouses	29,718	285	-	(30,003)	-	-	285	-	285
DISPOSALS (C)	72,719	285	-	(73,004)	-	-	285	-	285
COMMERCIAL PROPERTY INVESTMENT (A)+(B)+(C)	1,604,450	301,743	(71,163)	(73,004)	(268)	1,761,758	78,959	132,687	211,646

(a) Change in floor areas as a result of a new survey by a licensed surveyor

As of December 31, 2017, leased floor area in the Commercial Property Division's portfolio reached 1,761,758 sq.m, up 157,308 sq.m from December 31, 2016.
In 2017, the main like-for-like changes were as follows:

- Office segment:
  - Additions: 12,240 sq.m recorded during the financial year, including:
    - 3,040 sq.m leased in the PB5 tower in La Défense, of which 972 sq.m were leased to PwC;
    - 2,050 sq.m in additional floor space leased to the company IFF in the Crystal Park building in Neuilly-sur-Seine;
    - 2,860 sq.m in new leases signed in the Axe Seine building in Nanterre.
  - Exits: 6,738 sq.m recorded during the financial year, including:
    - 1,807 sq.m vacated by Avnet Technology in the Fontanot building, which is scheduled for redevelopment in 2019;
    - 1,686 sq.m vacated in the Marignan building in Paris;
    - 1,594 sq.m vacated in the Défense 2 building.

- Business park segment
  - Additions: 48,972 sq.m recorded during the financial year, including:
    - 18,655 sq.m of new leases signed in the Rungis business park;
    - 8,073 sq.m leased in the Portes de Paris business park;
    - 10,877 sq.m leased in the Paris Nord 2 business park, including a new lease with Ophtalmic Cie in the Eddington building (6,326 sq.m).
  - Exits: 36,457 sq.m recorded during the financial year, including:
    - 13,537 sq.m vacated in the Rungis business park;
    - 11,875 sq.m vacated in the Portes de Paris business park, including 3,784 sq.m from the departure of TARKETT France;
    - 4,029 sq.m vacated in the Paris Nord 2 business park.

In the financial year 2017, 140 **new leases** were signed, representing a total floor area of 211,600 sq.m and €56.9 million of annualised headline rental income, including 108,400 sq.m in the office segment (€39.7 million), 93,360 sq.m in business parks (€16.8 million) and 9,923 sq.m in warehouses (€0.4 million).

The most significant **new leases** were:

- 51,476 sq.m signed with the company TechnipFMC in the “Origine” building, for a term of 9 years with no break option. This major project developed by Icade is expected to be completed in 2020;
- 15,700 sq.m signed with the company Groupama Immobilier in the Fontanot building in Nanterre (12-year off-plan lease with no break option);
- 11,088 sq.m signed with the company Latécoère in Toulouse (12-year off-plan lease with no break option);
- 8,450 sq.m signed with URSSAF in the Pont de Flandre business park (9-year off-plan lease with no break option);
- 5,739 sq.m signed with the Eramet group in the Maine Montparnasse tower (new lease in the condominium units);
- 4,483 sq.m signed with Esi Group in the Rungis business park (Séville-Venise building).

In 2017, 57 leases were **renewed**, representing a combined floor area of 152,175 sq.m and annualised headline rental income of €31.0 million.
These renewed leases have a weighted average unexpired lease term of 6.6 years and the most significant ones are:

- Leases with LCL for 29,772 sq.m in two buildings (Loire and Rhin) in Villejuif with lease terms of 9 and 7 years, respectively;
- Lease with GIE AXA France (16,432 sq.m) in the AXE 13 building in Nanterre Préfecture renewed for a term of 9 years with no break option;
- Lease with IFF (5,477 sq.m) in the Crystal Park building in Neuilly-sur-Seine renewed for 12 years with no break option.

Acquisitions / completions
The balance of acquisitions and completed projects reached 207,459 sq.m, resulting primarily from:

- The addition of the 169,773-sq.m portfolio of leased space (on a full consolidation basis) of ANF Immobilier acquired in 2017 to the Icade Group’s portfolio;
- The completion of the first phase of the GO Spring development project (off-plan purchase) in Q1 2017 for a total of 14,300 sq.m. Icade benefits from a rent guarantee of €4.8 million linked to this completion;
- Icade moving to its new headquarters (Open building) in Issy-les-Moulineaux (9,321 sq.m) in September 2017;
- The completion of the Défense 456 building which is fully leased to Groupama and DIRECCTE (15,853 sq.m);
- Two office assets acquired in December 2017 and located in the 15th district of Paris: Le Ponant D (about 5,800 sq.m) and three office floors (floors 51 to 53) totalling 5,739 sq.m in the Maine Montparnasse tower, and their annexes.

Taking all these changes into account, the **weighted average unexpired lease term** was 4.8 years as of December 31, 2017, stable compared with December 31, 2016.
As of December 31, 2017, the ten largest tenants (excluding government agencies) generated a combined annual rental income of €121.4 million (30.2% of the annualised rental income of the Commercial Property Investment portfolio).

Financial occupancy rate and weighted average unexpired lease term

As of December 31, 2017, the **financial occupancy rate** stood at 92.5%, up 1.4 pp compared to December 31, 2016 (91.1%).
The financial occupancy rate improved in both business segments, especially in business parks, where it was up 1.2 pp. These rates were supported by strong occupancy in the Pont de Flandre business park (occupancy rate of nearly 100%) and improved leasing activity, especially in the Rungis business park, which benefited from the *Coach Your Growth With Icade* programme.
The office segment recorded a solid occupancy rate of 95.3%, 0.7 pp higher than in 2016.

	Financial occupancy rate *(in %)*[(b)]			Weighted average unexpired lease term *(in years)*[(b)]	
Asset class	**12/31/2017**	**12/31/2016** [(c)]	**Like-for-like change** [(a)]	**12/31/2017**	**12/31/2016** [(c)]

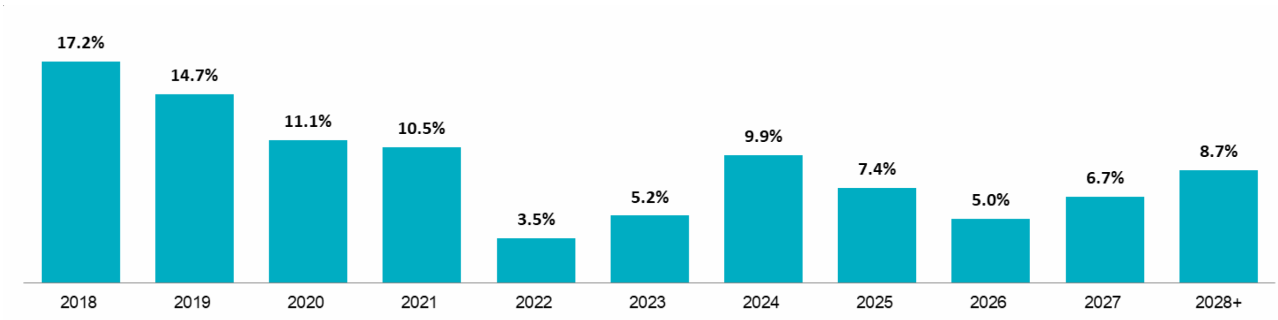
Offices	95.3%	94.6%	+0.9 pp	5.7	5.9
Business parks	89.3%	88.1%	+1.7 pp	3.7	3.9
OFFICES & BUSINESS PARKS	**92.4%**	**91.1%**	**+1.4 pp**	**4.7**	**4.8**
Hotels	100.0%	-	-	8.4	-
Warehouses	100.0%	84.7%	+10.5 pps	2.2	1.3
COMMERCIAL PROPERTY INVESTMENT	**92.5%**	**91.1%**	**+1.4 pp**	**4.8**	**4.8**

(a) Excluding completions, acquisitions and disposals for the period
(b) On a full consolidation basis
(c) After reclassification of the Axe Seine building from the business park segment to the office segment

Annualised potential rental income from vacant space (excluding structural vacancy estimated at 8% on average in business parks) in operating properties represented €27 million. The related annualised vacancy costs stood at €10 million. This means that the Commercial Property Investment Division has an optimisation potential of €37 million, representing 11.6% of EPRA earnings from the Property Investment Division as a whole.

Lease expiry schedule by segment in terms of IFRS annualised rents (in millions of euros and on a full consolidation basis)

	France offices	Business parks	Hotels	Warehouses	Total	Share of total
2018	36.0	33.0	-	0.4	69.4	17.2%
2019	20.6	38.2	0.4	-	59.2	14.7%
2020	9.1	34.3	-	1.2	44.7	11.1%
2021	16.1	26.4	-	-	42.4	10.5%
2022	4.4	9.1	0.6	-	14.0	3.5%
2023	11.3	9.5	-	0.2	21.0	5.2%
2024	36.0	4.0	-	-	40.0	9.9%
2025	10.6	18.3	0.9	-	29.8	7.4%
2026	15.7	4.1	0.3	-	20.0	5.0%
2027	23.9	1.9	1.1	-	26.9	6.7%
2028 and beyond	23.4	10.0	1.8	-	35.2	8.7%
TOTAL	**207.0**	**188.8**	**5.0**	**1.8**	**402.6**	**100.0%**



Lease rollover risk for 2018 (leases expiring or having a break option in 2018) represents a total of €69.4 million, evenly distributed between business parks and offices.
Business park users occupy small and medium-size units and have mainly signed leases with break options on years 3/6/9, which explains the significant proportion of break options in the next 3 years: 55.9% of total rental income from business parks (69.9% in the next 4 years).
Based on the turnover of tenants observed in previous financial years and confirmed in 2017, about 20% of tenants usually exercise their break options. Thus, the probability that most tenants will not exercise their break options is high.
Also, it should be noted that leases expiring in 2018 are, on average, in line with their estimated rental value.

Breakdown of rental income by rent review index—ICC, ILAT and ILC (based on IFRS current rental income)

(in %)	2016	2017
Cost-of-construction index (ICC)	50.1%	34.3%
Tertiary activities rent index (ILAT)	47.4%	60.3%
Commercial rent index (ILC)	1.6%	2.3%
Other	0.9%	3.1%
TOTAL	**100.0%**	**100.0%**

The portion of leases subject to the Tertiary Activities Rent Index (ILAT) increased in the portfolio between 2016 and 2017, owing in particular to:

- leases renewed this year which are now subject to the ILAT index while they were previously subject to the Cost-of-Construction Index (ICC);
- the addition of ANF's assets, predominantly subject to the ILAT index, to Icade's portfolio
- several disposals carried out in this financial year, including leases subject to the ICC.

2.2.3. Asset rotation

2.2.3.1. Investments

Investments are presented as per EPRA recommendations: tenant improvements, broker fees and finance costs are grouped under the heading "Other".

(in millions of euros)	Operating asset acquisitions	Off-plan acquisitions	Projects under development	Other capex	Other	Total
OFFICES & BUSINESS PARKS	**652.9**	**114.7**	**77.5**	**102.4**	**10.9**	**958.4**
Other assets	88.8	-	-	1.2	0.3	90.4
COMMERCIAL PROPERTY INVESTMENT	**741.7**	**114.7**	**77.5**	**103.7**	**11.2**	**1,048.9**

Total investments over the period amounted to **€1,048.9 million**. This amount breaks down as follows according to the recommendations of EPRA:

- Asset acquisitions:

These amounted to €741.7 million over the period and related to:

- First-time consolidation of ANF Immobilier's property portfolio and related building works for a total of €659.3 million (values as reported on Icade's consolidated balance sheet as of December 31, 2017, to be compared with the reference value of property assets that was used for the acquisition of the company (values as of June 30, 2017), i.e. €614 million on a full consolidation basis and €457 million on a proportionate consolidation basis). This property portfolio located in major French cities consists primarily of office buildings (€570.5 million) and hotels (€88.8 million);
  It includes:
  - €538.8 million of operating assets
  - €80.2 million of assets being acquired off-plan
- acquisitions of operating assets for a total of €82.4 million (including duties), including:
  - €55.9 million for the Le Ponant D office building in the 15th district of Paris, covering a floor area of approximately 5,800 sq.m and entirely leased to CEA;
  - €26.5 million of office space in the Maine Montparnasse tower;

- Off-plan acquisitions (excluding ANF Immobilier's off-plan acquisitions) for a total of €114.7 million, which included the following three projects:
- Go Spring in Nanterre (Hauts-de-Seine) for €42.1 million. This development representing a total investment of €191.2 million comprises two phases, the first of which (14,100 sq.m) was completed in 2017. The second phase (18,500 sq.m) that is scheduled for completion in Q1 2019 has been partially preleased to the company Franfinance (13,700 sq.m).
- Gambetta (20th district of Paris) for €71.2 million. In total, this project represents 20,000 sq.m (16,000 sq.m of offices and 4,000 sq.m of retail space) and a total investment of €139.0 million including duties.
- EKO Active (Marseille) for €1.4 million invested during the financial year out of a total of €28.4 million, to develop 8,370 sq.m of office space.

- New builds/extensions and redevelopments (€77.5 million) including €32.3 million in offices and €45.2 million in business parks.
- In business parks, investments were focused on the Pulse project (€22.5 million), the URSSAF project (€4.7 million), the renovation works to Millénaire 1 (€4.2 million) and the renovation of the Romarin staff restaurant in Rungis (€2.9 million).

- In offices, most of the investments of the financial year were made in the Origine (€16.8 million) and Défense 456 projects (€7.7 million), the latter project having been completed in 2017.
- Other capex (€103.7 million): these include primarily the renovation costs of the business parks and offices (major maintenance and repairs and restoration work on the premises).
- Other investments (€11.2 million): these include lease incentives (tenant improvements), broker fees and capitalised finance costs of projects under development.

Property development projects

Icade has significant development projects[a] representing a total investment of €1.83 billion and nearly 340,000 sq.m., including 170,000 sq.m already started.

Project name	Location	Type of works	Type of property	Estimated date of completion	Floor area	Expected rental income	Yield on cost (b)	Total investment (c)	Remaining to be invested > 2017	% pre-committed
ORIGINE	NANTERRE PREFECTURE	Development	Offices	Q3 2020 - Q3 2021	65,000	28.8	5.8%	500.1	343.8	79% (d)
MILLENAIRE 1	MILLENAIRE	Renovation	Offices	Q2 2018	29,700	9.9	5.1%	192.4	9.7	100%
B007	PONT DE FLANDRE	Development	Offices	Q3 2019	8,500	3.2	7.4%	43.4	31.2	100%
PULSE	PORTES DE PARIS	Development	Offices	Q4 2018	28,700	9.4	7.3%	128.2	71.8	0%
POLE NUMERIQUE	PORTES DE PARIS	Development	Offices / business centre	Q4 2019	9,400	2.1	5.4%	38.5	33.4	50%
B034	PONT DE FLANDRE	Redevelopment	Hotel	Q2 2020	4,900	1.1	4.3%	24.5	19.9	0%
FONTANOT	NANTERRE PREFECTURE	Redevelopment	Offices	Q4 2021	15,800	5.5	4.8%	115.2	41.8	100%
MONACO	RUNGIS	Redevelopment	Hotel	Q3 2019	4,600	0.9	4.9%	17.5	13.4	100%
19 Quai Rive Neuve	MARSEILLE	Redevelopment	Offices	Q2 2019	3,100	0.7	5.4%	13.7	8.3	98%
PROJECTS STARTED					**169,700**	**61.5**	**5.7%**	**1,073.5**	**573.3**	**69%**
ILÔT B2	MILLENAIRE	Development	Offices		40,600	14.8	7.6%	196.1	169.1	0%
ILÔT D	PORTES DE PARIS	Development	Offices / hotel		14,500	4.7	6.4%	73.8	63.5	0%
ILÔT B32	MILLENAIRE	Development	Offices		27,300	10.0	7.8%	128.1	106.1	0%
PARK VIEW	LYON	Development	Offices		22,800	5.0	6.2%	80.8	52.5	0%
LAFAYETTE B-C	LYON	Redevelopment	Offices		7,100	1.9	6.6%	28.3	15.2	0%
OTTAWA 1	RUNGIS	Development	Offices		7,500	2.0	7.7%	26.0	20.7	0%
OTTAWA 2	RUNGIS	Development	Offices		7,500	2.0	7.7%	26.0	20.7	0%
ILÔT C1	PORTES DE PARIS	Development	Offices		42,900	14.4	7.1%	201.3	174.0	0%
COMMERCIAL PROJECTS UNDER DEVELOPMENT					**170,200**	**54.8**	**7.2%**	**760.4**	**621.8**	**0%**
TOTAL PIPELINE					**339,900**	**116.3**	**6.3%**	**1,833.9**	**1,195.1**	**35%**

(a) On a full consolidation basis – Includes identified projects on secured plots of land, which have started or will start within 24 months – Excludes off-plan acquisitions

(b) YOC = Headline rental income / Cost of the project as approved by Icade's governance bodies. This cost includes the appraised value of the asset, cost of works, carrying costs and any lease incentives.

(c) Total investment includes the fair value of the asset, cost of works, lease incentives and finance costs

(d) Including off-plan lease on the Origine project confirmed after 12/31/2017

2.2.3.2. Asset disposals

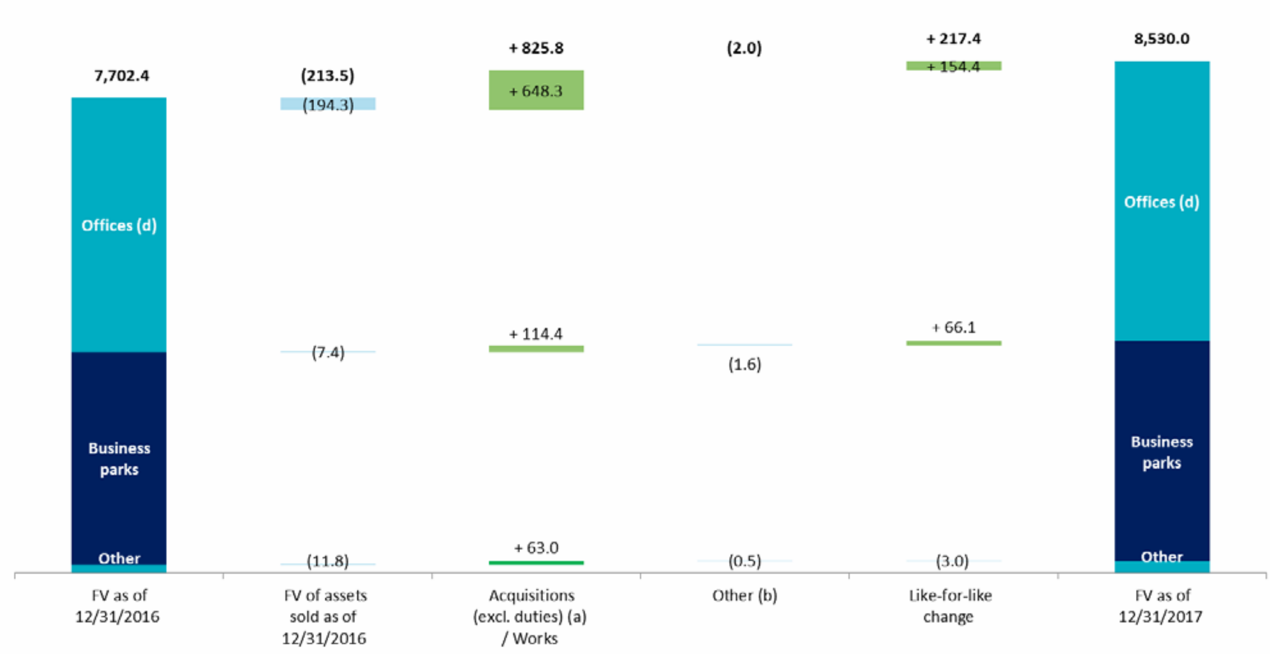
The value of asset disposals carried out in 2017 was €256.0 million.

They included the following main transactions:

- The sale of the three office buildings (Garonne, Rhône and Seine) located in Villejuif for a total of €226.0 million;
- The sale of the Saint Quentin Fallavier warehouse for €9.8 million;
- The sale of housing units for €6.7 million.

Overall, asset disposals generated a net capital gain of €74.9 million.

2.2.4. Changes in value of assets from the Commercial Property Investment Division



(on a proportionate consolidation basis)	FV as of 12/31/2016	FV as of 12/31/2016 of assets sold	Acquisitions incl. duties [a] / Works	Other [b]	LFL change	FV as of 12/31/2017
Offices [d]	4,115.6	(194.3)	648.3	-	154.4	4,724.0
Business parks [d]	3,451.7	(7.4)	114.4	(1.6)	66.1	3,623.2
Other Commercial Property Investment assets [c]	135.1	(11.8)	63.0	(0.5)	(3.0)	182.8
TOTAL	**7,702.4**	**(213.5)**	**825.8**	**(2.0)**	**217.4**	**8,530.0**

[a] Includes the acquisition (including duties and fees) of the ANF portfolio, of two operating assets (the Ponant D building and a condominium unit in Tour Montparnasse) and the portion paid in 2017 for off-plan purchases.
[b] Includes transfer duties and fees, changes in the values of assets acquired during the period, works to properties sold and changes in the values of assets treated as financial receivables (PPP)
[c] Includes warehouses, housing units and hotels
[d] After reclassification of Axe Seine to the office segment

2.2.4.1. Offices and business parks of the Commercial Property Investment Division

Based on proportionate consolidation, the overall value of Icade's office and business park portfolio was €8,347.2 million excluding duties as of December 31, 2017 vs. €7,567.3 million at the end of 2016, i.e. an increase of €780.0 million (+10.3%).
Excluding the impact of investments, acquisitions and disposals made during the year 2017, the change in value of office and business park assets was +3.0% on a like-for like basis.
In value terms, 95% of Icade's commercial property portfolio is located in the Paris region.
The value of the land bank, projects under development and properties awaiting redevelopment stood at €432.5 million as of December 31, 2017: €134.5 million land bank, €288.6 million of projects under development, and €9.5 million of properties awaiting redevelopment (not leased).

Offices

In 2017, investments made in office assets included acquisitions (mainly, the ANF portfolio, the Gambetta and Ponant D office buildings) for a total value as of 12/31/2017 of €577.7 million (including duties and fees) and redevelopment works (Crystal Park, Défense 456, Origine development project) which totalled €70.6 million.
Excluding the impact of these investments and of asset disposals completed during the year (whose fair value as of 12/31/2016 was €194.3 million), the value of the Office division's assets as of December 31, 2017 was up +€154.4 million on a like-for-like basis (i.e. +3.9%) to €4,724.0 million.

Business parks

Business park assets consist of a stock of operating properties as well as a land bank and building rights for which property projects have been identified and/or are under development.

In 2017, Icade spent €114.4 million in maintenance and development investments in the business parks, namely in the Pulse development project (Portes de Paris business park), PAT007 (Pont de Flandre business park), and the continuation of its *Coach Your Growth With Icade* marketing plan.

On a like-for-like basis, after adjustment for these works and disposals (fair value of €7.4 million as of 12/31/2016), the value of business park assets increased by €66.1 million over the year 2017, i.e. +1.9% to €3,623.3 million (vs. 1.4% in 2016).

2.2.4.2. Other assets of the Commercial Property Investment Division

Warehouses

The market value of the warehouses was estimated at €13.6 million excluding duties as of December 31, 2017 vs. €19.8 million as of December 31, 2016, a decrease of €6.2 million (-31.3%) following the sale of a warehouse.
After adjustment for this disposal (fair value of €7.9 million as of 12/31/2016) and works performed during the period, the like-for-like change in warehouses was +€1.6 million (+13.0%).

Residential

As of December 31, 2017, the property portfolio of the Residential Property Investment Division consisted of buildings whose management was outsourced to a social landlord (CDC Habitat), condominium housing units and various residual assets.
The value of these assets was €108.4 million excluding duties as of December 31, 2017 vs. €115.3 million at the end of 2016, i.e. a change of -€7 million (•6.0%), which is explained by disposals.

Hotels

The hotel portfolio was created in 2017 as a result of the acquisition of the ANF portfolio.
These assets are predominantly located outside the Paris region and their aggregate value stood at €60.8 million (Icade share) as of December 31, 2017.

2.3. Healthcare Property Investment Division

2.3.1. Key figures as of December 31, 2017

Income statement for the Healthcare Property Investment Division

	12/31/2017			12/31/2016		
(in millions of euros)	EPRA earnings from Healthcare Property Investment (recurring)	Non-recurring (a)	Total Healthcare Property Investment	EPRA earnings from Healthcare Property Investment (recurring)	Non-recurring (a)	Total Healthcare Property Investment

GROSS RENTAL INCOME	214.9	-	214.9	207.3	-	207.3
Service charges not recovered from tenants	(2.6)	-	(2.6)	(2.5)	-	(2.5)
Property operating expenses	(1.0)	-	(1.0)	(0.8)	-	(0.8)
NET RENTAL INCOME	211.3	-	211.3	204.0	-	204.0
Margin rate (net rental income / gross rental income)	*98.3%*	*0.0%*	*98.3%*	*98.4%*	*0.0%*	*98.4%*
Net operating costs	(12.7)	-	(12.7)	(12.6)	-	(12.6)
Profit/(loss) from other activities	-	-	-	-	-	-
EBITDA	198.6	-	198.6	191.4	-	191.4
Depreciation and impairment of investment properties	-	(98.3)	(98.3)	-	(95.1)	(95.1)
Profit/(loss) from acquisitions	-	(0.2)	(0.2)	-	1.3	1.3
Profit/(loss) from asset disposals	-	0.2	0.2	-	(0.3)	(0.3)
OPERATING PROFIT/(LOSS)	198.6	(98.3)	100.2	191.4	(94.2)	97.3
Cost of gross debt	**(10.8)**	**-**	**(10.8)**	**(10.6)**	**-**	**(10.6)**
Net income from cash and cash equivalents, related loans and receivables	(17.6)	-	(17.6)	(18.8)	-	(18.8)
Cost of net debt	**(28.4)**	**-**	**(28.4)**	**(29.4)**	**-**	**(29.4)**
Other finance income and expenses	(0.4)	(0.4)	(0.8)	(0.6)	(0.2)	(0.9)
FINANCE INCOME/(EXPENSE)	(28.8)	(0.4)	(29.2)	(30.0)	(0.2)	(30.3)
Corporate tax	-	-	-	-	0.3	0.3
NET PROFIT/(LOSS)	169.8	(98.7)	71.1	161.4	(94.1)	67.2
Net profit/(loss) attributable to non-controlling interests	73.8	(42.9)	30.9	70.2	(40.9)	29.2
NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP	**96.0**	**(55.8)**	**40.2**	**91.2**	**(53.2)**	**38.0**

(a) The "Non-recurring" column includes depreciation charges for investment properties, profit/(loss) from disposals, fair value adjustments to financial instruments and ORNANE bonds, and other non-recurring items.

Rental income from the Healthcare Property Investment Division

(in millions of euros)	12/31/2016	Asset acquisitions	Asset disposals	New builds / Redevelopments	Leasing activity and rent escalation	12/31/2017	Total change	Like-for-like change
HEALTHCARE PROPERTY INVESTMENT	207.3	5.6	(0.5)	1.6	0.8	214.9	7.5	0.4%

Gross rental income generated by the Healthcare Property Investment Division in 2017 amounted to €214.9 million, a €7.5 million increase compared to 2016 (+3.6%).
On a like-for-like basis, leasing activity rose by 0.4%, due mainly to rent escalation.
Changes in scope of consolidation represented +€6.8 million, including:

- +€5.6 million in additional rental income related to acquisitions, in particular the Ormeau polyclinic in Tarbes and the Saint Roch polyclinic in Cabestany, both purchased in 2017;
- +€1.6 million in additional rental income as a result of extension works and completions;
- -€0.5 million in loss of rental income due to the sale of the Chênes polyclinic.

Net rental income from the Healthcare Property Investment Division for the year 2017 totalled €211.3 million, implying a margin rate of 98.3%, almost the same level as in 2016.

	12/31/2017		12/31/2016	
(in millions of euros)	Net rental income	Margin	Net rental income	Margin
HEALTHCARE PROPERTY INVESTMENT	211.3	98.3%	204.0	98.4%

The recurring portion of **finance income/(expense)** from the Healthcare Property Investment Division as of December 31, 2017 amounted to -€28.8 million, down by -€1.2 million compared to December 31, 2016 to -€30.0 million.
Net profit/(loss) attributable to non-controlling interests from the Healthcare Property Investment Division stood at €30.9 million vs. €29.2 million thanks to an improvement in net profit. This corresponds to non-controlling interests (43.49% of capital) in Icade Santé as of December 31, 2017.

After taking into account the items above, **EPRA earnings from Healthcare Property Investment** reached €96.0 million (€1.30 per Icade share) as of December 31, 2017, vs. €91.2 million as of December 31, 2016 (€1.24 per Icade share).
The non-recurring items included in net profit/(loss) attributable to the Group from the Healthcare Property Investment Division represented a net expense of -€55.8 million vs. -€53.2 million as of December 31, 2016 and consisted primarily of depreciation charges for investment properties.
As a result, **net profit/(loss) attributable to the Group** from the Healthcare Property Investment Division reached €40.2 million as of December 31, 2017 vs. €38.0 million as of December 31, 2016, an improvement of +5.8% (+€2.2 million).

2.3.2. Leasing activity of the Healthcare Property Investment Division

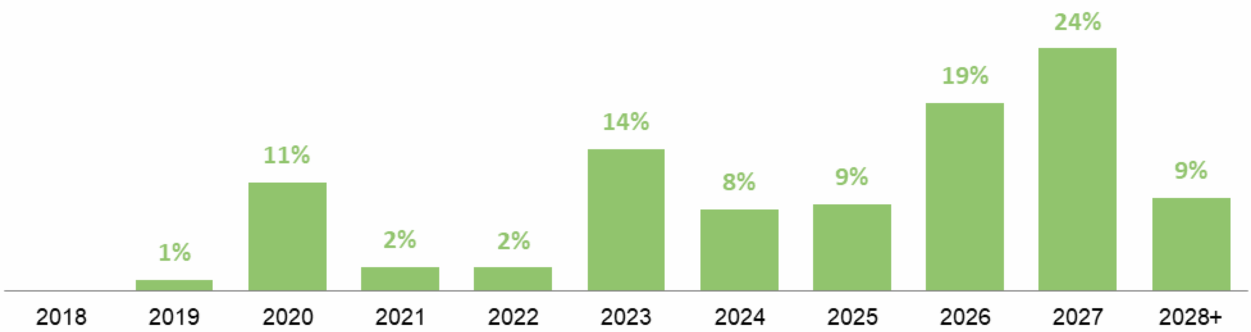
As of December 31, 2017, the **financial occupancy rate** remained unchanged compared to December 31, 2016, at 100%. Private healthcare facilities also showed a physical occupancy rate of 100%.
The weighted average unexpired lease term was 7.6 years, down 0.6 year compared with 2016.

	Financial occupancy rate (in %)			Weighted average unexpired lease term (in years)	
Asset class	12/31/2017	12/31/2016	Like-for-like change[a]	12/31/2017	12/31/2016
HEALTHCARE PROPERTY INVESTMENT	100.0%	100.0%	+0.0 pp	7.6	8.2

(a) Excluding completions, acquisitions and disposals for the period

Lease expiry schedule by segment in terms of IFRS annualised rental income (in millions of euros)

On a full consolidation basis	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028+		Total
HEALTHCARE PROPERTY INVESTMENT	-	2.3	24.5	5.4	5.2	32.1	18.4	19.5	42.5	55.0	21.1	-	226.0



2.3.3. Asset rotation for the Healthcare Property Investment Division

2.3.3.1. Investments

(in millions of euros)	Asset acquisitions	Projects under development	Other capex	Other	Total
HEALTHCARE PROPERTY INVESTMENT	**229.4**	**79.0**	**45.0**	**1.3**	**354.7**

Investments made in 2017 added up to €354.7 million, of which €229.4 million related to acquisitions, including:

- Clinique de l'Europe private hospital in Rouen (Seine-Maritime) acquired for €87.7 million;
- Saint Roch polyclinic in Cabestany (Pyrénées-Orientales) acquired for €76.5 million;
- Ormeau polyclinic in Tarbes (Hautes-Pyrénées) acquired for €43.3 million;
- Helios disability care home in Saint-Germé (Gers) acquired for €9.8 million.

This is in addition to €79.0 million in investments made in the development pipeline of the Healthcare Property Investment Division as part of the following projects:

- Courlancy polyclinic in Bezannes for €31.2 million;
- La Croix du Sud polyclinic in Quint-Fonsegrives for €32.0 million;
- Elsan Stoa project in Saint-Herblain for €15.8 million.

Lastly, following the acquisition of Medipôle-Partenaires by ELSAN in July 2017, the construction project for the Greater Narbonne Private Hospital in Montredon-des-Corbières (Aude) was rescheduled to start in 2018.

Other investments made during the financial year represented €46.3 million. They mainly consisted of extension works or redevelopments generating additional rental income.

Development pipeline

In millions of euros	Completion	Operator	Number of inpatient and outpatient beds	Rental income	Yield on Cost [(a)]	Total cost of project	Remaining to be invested 2018-2020
Reims-Bezannes polyclinic - Bezannes	2018	Courlancy	458			75.7	3.3
La Croix du Sud polyclinic - Quint-Fonsegrives	2018	Capio	269			80.4	11.7
Saint-Herblain polyclinic (Bromélia)	2018	Elsan	169			31.9	2.5
Greater Narbonne Private Hospital - Montredon-des-Corbières	2020	Elsan	283			49.0	45.5
PROJECTS STARTED			**1,179**	**15.8**	**6.7%**	**237.0**	**63.0**

(a) YOC = headline rental income / Cost of the project as approved by Icade's governance bodies. This cost includes the carrying amount of land, cost of works (excluding internal costs), carrying costs and any lease incentives.

The Healthcare Property Investment Division has a development pipeline of €237.0 million (costs of the projects excluding internal costs). The average estimated yield on cost of these projects is 6.7%.

2.3.3.2. Asset disposals

The amount of asset disposals made during the financial year mainly related to a private hospital, which accounted for €7.6 million.

2.3.4. Changes in value of assets from the Healthcare Property Investment Division

(on a proportionate consolidation basis)	FV as of 12/31/2016	FV as of 12/31/2016 of assets sold	Acquisitions incl. duties / Works	Other [a]	Like-for-like change	FV as of 12/31/2017
Healthcare	2,024.7	-3.2	200.5	-7.8	66.4	2,280.6
TOTAL	**2,024.7**	**-3.2**	**200.5**	**-7.8**	**66.4**	**2,280.6**

(1) Includes transfer duties and acquisition costs and changes in value of assets acquired during the financial year.

The property portfolio of the Healthcare Property Investment Division includes private clinics and other healthcare properties.

Based on proportionate consolidation, the overall value of Icade's Healthcare Property Investment portfolio is estimated at €2,280.6 million excluding duties as of December 31, 2017, vs. €2,024.7 million at the end of 2016, i.e. an increase of €255.9 million, which is explained by value increases, the acquisition of five main healthcare facilities for €124.6 million (including duties and fees, based on proportionate consolidation), and investments in construction works.

On a like-for-like basis, after (i) exclusion of works for the year for €70.8 million (proportionate consolidation basis), (ii) exclusion of acquisitions, and (iii) adjustment for acquisition duties and fees and change in value of assets acquired during the financial year, the value of the portfolio rose by +€66.4 million over the year 2017, i.e. +3.3%.

3. Property Development Division

3.1. Income statement and performance indicators

The Property Development Division's business activities are conducted through its wholly-owned subsidiary Icade Promotion (and its subsidiaries). The Residential and Commercial segments account for two-thirds and one-third of the division's revenue, respectively. This reflects Icade Promotion's positioning as an all-around player in property development throughout Metropolitan France and its overseas departments and territories.

The Residential segment not only involves new development projects for multi-family buildings, but also student and senior residences.

The Commercial segment covers property development for third parties in Offices and Hotels, in Healthcare (private clinics, nursing homes [EHPAD], medical centres) as well as Delegated Project Management, especially for the Commercial and Healthcare Property Investment divisions, for which Icade Promotion is the exclusive property developer.

The growth strategy fulfilled its promise in 2017, evidenced by the sharp increase in economic revenue[9], up 20.3% on a year-on-year basis, amounting to €1,208.6 million in 2017 compared to €1,005 million in 2016.

This growth was evenly divided between the Residential (+21.0%) and Commercial (+18.8%) segments, with their economic revenue representing €806.4 million and €402.2 million respectively in 2017.

The increase in revenue mirrors the increase in housing sales in the Residential segment (5,510 units, i.e. +14.7% compared to 2016) and the progress of the Commercial segment's construction projects.

The efforts deployed by the operational teams also resulted in a strong performance in terms of orders (5,776 units compared to 5,665 in 2016) and a backlog up +2.9% over the year (€1,644 million compared to €1,597 million in 2016), up for Residential to €1,119 million and steady for Commercial, at €524 million.

Business was not only buoyed by this large backlog of orders in the short term, but also in the medium term by a land portfolio worth €2.4 billion, up 12.5% in value terms compared to 2016.

The strong growth of the Property Development Division was also accompanied by a considerable improvement in its performance in terms of profitability, through improving operating margins and controlling operating costs.

As a result, the current economic operating profit/(loss) increased by +35.9% in 2017, reaching €75.6 million in 2017 compared to €55.6 million in 2016. The current economic operating profit/(loss) for the Residential segment stood at €45.7 million in 2017 (+46.8% compared to 2016) and for the Commercial Segment at €29.9 million (+22.2% compared to 2016).

Operating profitability, measured by the current economic operating margin (current economic operating profit/(loss)[10] / economic revenue) rose from 5.5% in 2016 to 6.3% in 2017. The Residential segment contributed +1.0% and the Commercial segment +0.2% in this overall +0.7 pp increase in margin.

The 2017 net profit/(loss) attributable to the Group (NPAG) for the Property Development Division amounted to €38.3 million. After adjustment for €7.7 million of income recognised in 2017 for the refund of the 3% tax of dividends (including penalty interest), the NPAG would have amounted to €30.6 million, i.e. an increase of €9.7 million (+46.8%) compared to 2016.

The Net Current Cash Flow (NCCF) was also sharply up, reaching €30.4 million in 2017 compared to €22.2 million in 2016, representing an increase of €8.1 million.

Thanks to the increase in NPAG coupled with a capital optimisation policy, the ROE goal of 12% set in the strategic plan was achieved ahead of schedule, in 2017. As a result, the 2017 ROE[11] stood at 12.5% compared to 6.1% in 2016.

[9] *Revenue including entities accounted for using the equity method*
[10] *Operating profit/(loss) including entities accounted for using the equity method, adjustment for non-current items, trademark royalties and holding company costs*
[11] *Net profit(/loss) attributable to the Group (excluding income from the refund of the 3% tax on dividends) / Average allocated capital*

3.1.1. Condensed income statement and contribution to net current cash flow

(in millions of euros)	12/31/2017 Current	12/31/2017 Non-current	12/31/2017 Total	12/31/2016 Current	12/31/2016 Non-current	12/31/2016 Total
Revenue	1,071.8		1,071.8	913.1		913.1
Income from operating activities	1,075.1		1,075.1	917.9		917.9
Purchases used	(874.3)		(874.3)	(744.9)		(744.9)
Outside services	(58.0)		(58.0)	(55.0)		(55.0)
Taxes, duties and similar payments	(6.1)		(6.1)	(4.5)		(4.5)
Staff costs, performance incentive scheme and profit sharing	(73.2)		(73.2)	(71.3)		(71.3)
Other operating expenses	(14.8)		(14.8)	(10.3)		(10.3)
Operating expenses	(1,026.4)		(1,026.4)	(886.0)		(886.0)
EBITDA	48.7		48.7	31.9		31.9
Depreciation charges net of government investment grants		(1.5)	(1.5)		(1.3)	(1.3)
Charges and reversals related to impairment of tangible, financial and other current assets		1.6	1.6		(1.4)	(1.4)
Profit/(loss) from asset disposals		-	-		(0.1)	(0.1)
Share of profit/(loss) of equity-accounted companies	12.7	(0.2)	12.5	11.6	0.1	11.6
OPERATING PROFIT/(LOSS)	61.4	(0.1)	61.3	43.4	(2.7)	40.7
Cost of gross debt	**(0.4)**	**-**	**(0.4)**	**-**	**-**	**-**
Net income from cash and cash equivalents, related loans and receivables	(0.9)	-	(0.9)	0.5	-	0.5
Cost of net debt	**(1.2)**	**-**	**(1.2)**	**0.4**	**-**	**0.4**
Other finance income and expenses	(4.0)	0.2	(3.8)	0.4	-	0.4
FINANCE INCOME/(EXPENSE)	(5.2)	0.2	(5.0)	0.8	-	0.8
Income tax (a)	(23.4)	7.6	(15.8)	(19.9)	0.9	(19.0)
NET PROFIT/(LOSS)	32.8	7.8	40.6	24.3	(1.8)	22.5
Net profit/(loss) attributable to non-controlling interests	2.4	(0.1)	2.3	2.0	(0.3)	1.7
NET PROFIT/(LOSS) ATTRIBUTABLE TO THE GROUP	**30.4**	**7.9**	**38.3**	**22.2**	**(1.4)**	**20.8**

The revenue and economic operating profit presented below include the partnerships entered into by companies accounted for according to the equity method in the consolidated financial statements.

In millions of euros	12/31/2017 Total Property Development	12/31/2017 Residential Property Development	12/31/2017 Commercial Property Development	12/31/2016 Total Property Development	12/31/2016 Residential Property Development	12/31/2016 Commercial Property Development	Change Total Property Development
Economic revenue:							
IFRS segment reporting	1,071.8	747.0	324.8	913.1	627.6	285.5	
Joint ventures	136.8	59.4	77.4	91.8	38.9	53.0	
ECONOMIC REVENUE	**1,208.6**	**806.4**	**402.2**	**1,005.0**	**666.5**	**338.5**	**20.3%**
Economic operating profit/(loss):							
IFRS segment reporting	61.3	36.0	25.3	40.7	23.9	16.8	
Cancellation of IFRS income from equity-accounted joint ventures	(12.4)	(5.0)	(7.4)	(11.4)	(3.1)	(8.3)	
Operating profit/(loss) from joint ventures	12.6	5.1	7.5	11.5	3.2	8.3	
Adjustment (a)	14.1	9.5	4.6	14.8	7.1	7.7	
CURRENT ECONOMIC OPERATING PROFIT/(LOSS)	**75.6**	**45.7**	**29.9**	**55.6**	**31.1**	**24.5**	**35.9%**
Current economic operating margin (current economic operating profit or loss/revenue)	**6.3%**	**5.7%**	**7.4%**	**5.5%**	**4.7%**	**7.2%**	**+0.7 pp**

(a) Adjustment for non-current items, trademark royalties and holding company costs.

3.1.2. Return on equity

(in millions of euros)	12/31/2017	12/31/2016
Adjusted net profit/(loss) attributable to the Group (a)	30.6	20.8
Average allocated capital (b)	245.3	339.5
Return on equity	**12.5%**	**6.1%**

(a) Net profit/(loss) attributable to the Group for 2017 has been adjusted for €7.7 million of income recognised in respect of the 3% tax of dividends, including penalty interest.

(b) Weighted average value over the period of equity attributable to the Group before elimination of securities and excluding profit/(loss).

As of December 31, 2017, return on equity stood at 12.5%, more than double that of the previous year, driven by improved net profit/(loss) attributable to the Group and lower capital allocated to Property Development. In particular, the special dividend of €100 million paid at the end of 2016 had a full-year impact on 2017.

3.1.3. Working capital requirement and debt

(in millions of euros)	12/31/2017 IFRS	12/31/2017 Reclassification of joint ventures	12/31/2017 Total	12/31/2016 IFRS	12/31/2016 Reclassification of joint ventures	12/31/2016 Total	Change
Residential Property Development	(212.1)	(17.4)	(229.5)	(201.7)	(27.7)	(229.4)	(0.1)
Commercial Property Development	(24.0)	(31.8)	(55.8)	(81.5)	(15.4)	(96.9)	41.1
NET WORKING CAPITAL REQUIREMENT (a)	**(236.1)**	**(49.2)**	**(285.3)**	**(283.2)**	**(43.1)**	**(326.3)**	**41.0**
NET DEBT (a)	**11.7**	**22.8**	**34.4**	**53.2**	**30.7**	**83.9**	**(49.5)**

(a) A negative number is a net asset, while a positive number is a net liability.

The working capital requirement (WCR) went down by €41.0 million over the year 2017 to €285.3 million as the WCR of the Commercial Property Investment business declined from €96.9 million at the end of 2016 to €55.8 million at the end of 2017, mainly as a result of fewer land acquisitions in 2017.

Net debt from the Property Development Division stood at €34.4 million, down €49.5 million compared to December 31, 2016, due to the lower WCR.

3.1.4. Property Development backlog and service order book

The backlog represents contracts signed expressed in terms of revenues (excluding taxes) but not yet recognised for property development projects, based on the stage of completion and signed orders (excluding taxes).

The order book represents service contracts (excluding taxes) that have been signed but have not yet been executed.

(in millions of euros)	12/31/2017 Total	12/31/2017 Paris region & DOM-TOM (overseas)	12/31/2017 Outside the Paris region	12/31/2016 Total	12/31/2016 Paris region & DOM-TOM (overseas) *(a)*	12/31/2016 Outside the Paris region *(a)*
Residential Property Development	1,119.5	511.7	607.8	1,058.2	392.2	666.0
Commercial Property Development	379.6	263.6	116.0	366.9	168.3	198.6
Public and Healthcare Amenities Development	107.2	16.6	90.6	142.2	57.8	84.4
Project Management Support service order book	37.3	36.5	0.8	29.7	28.1	1.6
TOTAL	**1,643.6**	**828.4**	**815.2**	**1,597.0**	**646.4**	**950.6**
Share of total	100.0%	50.4%	49.6%	100.0%	40.5%	59.5%

(a) The financial year 2016 is presented based on the new organisational structure introduced in 2017.

The Property Development Division's total backlog was up 2.9% to €1,643.6 million from €1,597.0 million as of December 31, 2016. This change originates from:

- Increase in the Residential Property Development Division's backlog in connection with still strong housing orders;
- Resilience of the commercial backlog, as revenue recorded as construction projects progressed was almost fully renewed thanks to new contracts signed in 2017 for the following projects:
  - In Lyon, the 9,800-sq.m KARRE office building located at the heart of the Carré de Soie multimodal hub;
  - In Tours, as part of the Méliès project, a multiplex cinema (1,940 seats and a 499-space multi-storey car park), a hotel and a restaurant;
  - In Marseille, 6,580 sq.m of warehouses and ancillary offices, jointly developed with Eiffage on behalf of the company Alliance Healthcare Répartition;
  - In Toulouse, 3 buildings at the base of the Borderouge metro station (representing a total floor area of 10,000 sq.m), an off-plan sale agreement signed with Korian for the development of a 5,600 sq.m post-acute care (PAC) facility on the Oncopole site in Toulouse, and the DAURAT office development covering 7,034 sq.m and located in Blagnac, sold to property investor INEA;
  - In the municipality of Miramont (Lot-et-Garonne), a 119-bed nursing home (EHPAD);
  - In the municipality of Canohes (Pyrénées-Orientales), an elderly care complex consisting of an 81-bed nursing home and a 17-dwelling residence with services, with a total leasable floor area of 5,325 sq.m;
  - In the French West Indies (Antilles), a 14,000-sq.m hotel with a 3,716-sq.m conference centre in Les Trois-Îlets, on the island of Martinique, and a 9,632-sq.m hotel in Pointe-à-Pitre, on the island of Guadeloupe
  - In Villejuif (Paris region), a turnkey office building spanning 18,000 sq.m with a 9-year off-plan lease with no break option signed with the Orange Group;
- The order book for Delegated Project Management grew by 25.6%, driven mostly by new projects from the Commercial Property Investment Division.

3.2. Residential Property Development

(in millions of euros)	12/31/2017	12/31/2016	Change
Economic revenue	806.4	666.5	21.0%
Current economic operating profit/(loss)	45.7	31.1	46.8%
Current economic operating margin (current economic operating profit or loss/revenue)	**5.7%**	**4.7%**	

The acceleration in housing orders and sales by the Residential Property Development Division, which stems from market recovery, is reflected in the economic revenue of the Residential Property Development Division, which stood at €806.4 million as of December 31, 2017, up 21.0% compared to 2016.

The Property Development Division benefited from the recovery which was confirmed in the residential real estate market, still driven by individual investors in the rental property market (Pinel tax incentive scheme extended to December 31, 2021) and by home buyers who benefit from interest-free loans and from the implementation of the Priority Neighbourhoods government programme (QPV).
The solvency of buyers has been preserved thanks to a still very favourable low interest rate environment and longer loan maturities, which offset their very slight increase during the financial year. New build prices remained stable, although with significant variations between regions, intensified by the increased concentration of the French population in metropolitan areas.
Current economic operating profit/(loss) from the Residential Property Development Division increased to €45.7 million as of December 31, 2017 compared to €31.1 million as of December 31, 2016.

Main physical indicators as of December 31, 2017

	12/31/2017	12/31/2016	Change
Properties put on the market			
Paris region & DOM-TOM (overseas) *(b)*	2,596	2,105	23.3%
Outside the Paris region *(b)*	3,315	3,185	4.1%
TOTAL UNITS *(a)*	**5,911**	**5,290**	**11.7%**
Paris region & DOM-TOM (overseas) *(b)*	512.7	443.8	15.5%
Outside the Paris region *(b)*	600.7	580.4	3.5%
TOTAL REVENUE *(potential in millions of euros)*	**1,113.4**	**1,024.2**	**8.7%**
Projects started			
Paris region & DOM-TOM (overseas) *(b)*	1,623	1,435	13.1%
Outside the Paris region *(b)*	3,069	3,691	(16.9%)
TOTAL UNITS	**4,692**	**5,126**	**(8.5%)**
Paris region & DOM-TOM (overseas) *(b)*	336.0	297.7	12.9%
Outside the Paris region *(b)*	551.4	677.4	(18.6%)
TOTAL REVENUE *(potential in millions of euros)*	**887.4**	**975.1**	**(9.0%)**
Net housing orders			
Housing orders *(in units)*	5,776	5,665	2.0%
Housing orders *(in millions of euros including taxes)*	1,082.6	1,114.8	(2.9%)
Housing order cancellation rate *(in %)*	18%	14%	+4.0 pps
Average sale price and average floor area based on orders			
Average price including taxes per habitable sq.m *(in €/sq.m)*	3,663	3,671	(0.2%)
Average budget including taxes per housing unit *(in €k)*	187.5	198.1	(5.4%)
Average floor area per housing unit *(in sq.m)*	51.2	54.0	(5.2%)

(a) *"Units" means the number of residential units or equivalent residential units (for mixed-use developments) of any given development. The number of equivalent residential units is determined by dividing the floor area by type (business premises, shops, offices) by the average floor area of residential units calculated as of December 31 of the preceding year.*

(b) *The financial year 2016 is presented based on the new organisational structure introduced in 2017.*

Breakdown of orders by type of customer

	12/31/2017	12/31/2016
Social housing institutional investors (ESH) – social landlords	25.9%	21.9%
Institutional investors	14.7%	17.5%
Individual investors	36.8%	39.7%
Home buyers	22.6%	20.9%
TOTAL	**100.0%**	**100.0%**

The number of housing units put on the market during the year 2017 was up 11.7% compared with the preceding year (5,911 as of December 31, 2017 vs. 5,290 as of December 31, 2016), and this increase was even stronger in the Paris region, which had experienced a slowdown in 2016.

Icade Promotion's net housing orders as of December 31, 2017 increased by 2.0% in volume terms compared to the previous year (5,665)—which was already a record for Icade Promotion—reaching 5,776 orders, and decreasing by 2.9% in value terms. The discrepancy between the increase in value and volume terms can be explained by a unit price lower than in the previous year due to sales of smaller housing units on average (average floor area of 51.2 sq.m in 2017 vs. 54.0 sq.m in 2016), and in particular to a stronger level of orders for managed residences (894 units in 2017 vs. 651 in 2016, a 37% increase).

In line with the recovery in the real estate market, the absorption rate improved from 10.3% as of December 31, 2016 to 10.7% at the end of 2017.

In line with the trend observed in H1 2017, orders from institutional investors and social housing companies remained significant at 40.6% of total orders made as of December 31, 2017, vs. 39.4% for the same period a year earlier. On the other hand, the proportion of individual investors using the Pinel tax incentive scheme continued to predominate. The number of orders from first-time buyers also slightly increased thanks to the new incentive measures taken by the government (especially the interest-free loan).

The unsold housing stock declined, with €24 million as of December 31, 2017 vs. €30 million as of December 31, 2016. The average level of pre-committed projects recorded at construction start remained high (70% on average).

Land portfolio

The portfolio of residential land and building plots represented 11,365 units and potential revenues of €2.4 billion, a 12.5% increase in value terms compared to December 31, 2016 (10,449 units for €2.2 billion). This increase reflects the acceleration in the development strategy pursued by the Property Development Division and its new management, as part of the new strategic plan.

Icade Promotion continued to develop projects in synergy with the Commercial and Healthcare Property Investment divisions. For example, the Property Development and Commercial Property Investment divisions won two joint bids, one in Toulouse (Latécoère project) and the other in Paris (Poissonniers project). In both cases, in addition to those developed for the Commercial Property Investment Division, the Property Development Division will develop buildings to sell them to third parties—830 housing units in Toulouse and an 84-room hall of residence with common areas in Paris.

3.3. Commercial Property Development

(in millions of euros)	12/31/2017	12/31/2016	Change
Economic revenue	402.2	338.5	18.8%
Current economic operating profit/(loss)	29.9	24.5	22.2%
Current economic operating margin (current economic operating profit or loss/revenue)	**7.4%**	**7.2%**	

Public and Healthcare Amenities Development

As of December 31, 2017, revenue from Public and Healthcare Amenities Development dropped 13% to €105.5 million, as a result of the lower level of new contracts signed for this segment.

As of December 31, 2017, the portfolio of Public and Healthcare Amenities Development projects was equivalent to 250,457 sq.m (vs. 202,314 sq.m as of December 31, 2016), including 104,219 sq.m under construction. The projects in this portfolio were mostly located outside the Paris region and in the French overseas departments and territories (DOM-TOM). Projects completed during the year represented 20,831 sq.m.

Icade Promotion and Icade Santé entered into a partnership agreement with the Korian Group. Most of the 16 projects that have been identified are expected to be completed in the next five years.

Office, Hotel and Retail Property Development

As of December 31, 2017, revenue from the Office, Hotel and Retail Property Development business reached €278 million, compared to €199 million as of December 31, 2016. This growth of as much as 39.7% was primarily driven by the numerous contracts signed in the past two years which contributed greatly to 2017 revenues. The largest contributors were: in the Paris region, the Twist (10,400 sq.m) and Thémis projects (10,655 sq.m), both located in the Clichy Batignolles development zone in Paris; and in Lyon, the OXAYA building (7,200 sq.m) and the regional headquarters of RTE (14,000 sq.m), both in the Gerland neighbourhood, as well as the Sky 56 building (31,471 sq.m), located in the Part Dieu neighbourhood.

As of December 31, 2017, Icade Promotion had a portfolio of projects in the Commercial and Retail Property Development segment of around 510,671 sq.m (vs. 507,657 sq.m as of December 31, 2016), including 218,643 sq.m under construction. In particular, the Property Development Division started construction of the building located in Villejuif (18,000 sq.m). In 2017, completions added up to 48,920 sq.m and included the 7,440-sq.m Le Conex building located at the base of the Lille Flandres train station in Lille, and the 7,550-sq.m Ivoire building in Lyon.

Delegated Project Management

The Delegated Project Management business focuses on synergistic projects developed for the Commercial and Healthcare Property Investment divisions.

In addition, Icade Promotion still possesses valuable expertise in the field of public amenities. In 2017, revenue from this business activity stood at €18.8 million.

Paris, 29 January 2018

ICADE SIGNS AN OFF-PLAN LEASE FOR 51,000 SQ.M OF OFFICE SPACE IN THE FUTURE ORIGINE BUILDING IN NANTERRE

Icade and TechnipFMC have signed an off-plan lease agreement for approximately 51,000 sq.m in the Origine building for a term of 9 years with no break option starting on completion of the building, which is scheduled for late 2020. TechnipFMC will thus be able to bring all its employees together currently spread over several sites in the Paris region.

The project is ideally located in Nanterre: next to the Nanterre Préfecture RER A station (Regional Express Network rail line), the Eole RER E station[1], the Nanterre-La Folie station including Grand Paris Express Line 15[2] and 500m from the Grande Arche and the Coeur Transport multimodal hub. Origine will strive for the highest environmental certifications and labels (HQE, BREEAM, LEED, BIODIVERSITY and BEPOS).

With a total floor area of about 67,000 sq.m, this development will put innovation in the spotlight through both the choice of building materials (wood and concrete) and services for the users.

This agreement has allowed Icade to pre-lease 80% of the development. It demonstrates the company's ability to launch large-scale projects on its own land bank and lease them to first-class tenants.

The Origine project further features 145 housing units totalling about 10,800 sq.m. which will be developed and sold by Icade Promotion.

This project is being designed through the collaborative efforts of Maud Caubet Architectes and Quadrifiore Architecture.

For this transaction, TechnipFMC was advised by JLL and law firm GIDE, and Icade by law firm LIGL.

Paris, 7 December 2017

ICADE: SUCCESS OF THE SIMPLIFIED PUBLIC TENDER OFFER FOR ANF IMMOBILIER SHARES

Icade today announced the outcome of its simplified public tender offer for ANF Immobilier shares opened on November 16, 2017.

According to the results published today by the French Financial Markets Authority (AMF), a total number of 5,275,283 shares was purchased in the offer.

[1] Expected to open by 2022.

[2] Expected to open by 2024.

Icade now owns 16,091,464 ANF Immobilier shares representing the same number of voting rights, i.e. 84.65% of the share capital and at least 84.28% of the voting rights in this company[3].

The offer comes after Icade acquired Eurazeo's controlling interest in ANF Immobilier on October 23, 2017. As announced on November 30, 2017, ANF Immobilier has also concluded the sale of its portfolio of residential and retail property assets in Marseille and Lyon to two companies managed by Primonial REIM.

Icade welcomes the successful outcome of this transaction, which enables the company to step up the implementation of its strategic plan.

Paris, 27 November 2017

INVESTOR DAY: ICADE'S STRATEGIC PLAN IMPLEMENTED FASTER THAN EXPECTED, GUIDANCE REVISED UPWARDS FOR FY 2017 NET CURRENT CASH FLOW

Icade today presents its strategic outlook for the 2017-2019 period.

Commercial Property Investment: dynamic and development pipeline

- Continued focus on leasing activity, goals relating to the financial occupancy rate surpassed (Offices > 95% and Business Parks > 89%),
- Accelerating volume of development projects on Icade's land bank: €1.7bn (over 300,000 sq.m) by 2018-2021, value creation expected to be around €500m, i.e. +32%[4],
- Strong asset rotation: asset disposals, potential joint ventures and continuation of the acquisition plan,
- Integration of ANF Immobilier,
- Significant upcoming completions: Pulse, Go Spring (2nd phase), Gambetta and Eko Active – Potential rental income per year: €26m,
- Launch of the Origine (Offices in Nanterre – 65,000 sq.m), B007 (Offices in the Pont de Flandre business park – 8,500 sq.m), Monaco projects (hotel in Rungis) for an aggregate investment amount of €492m and new office projects (*Îlots* D and B32) representing an investment of €183m[5],
- New impetus for our innovative real estate solutions.

Healthcare Property Investment: evolution and outlook

- Pipeline of development projects for c. €250m (Yield on Cost[6] of 6.7%), including 3 projects completed in 2018,
- For 2018–2019: explore diversification into the nursing home (EHPAD) segment, portfolio values expected to rise, study of opportunities in international markets,
- Continue expanding the property portfolio to reinforce our leadership position,
- Extend the development pipeline,

[3] Based on a share capital of 19,009,271 shares representing 19,092,888 voting rights, in accordance with the 2nd alinea of article 223-11 of the AMF General Regulation.

[4] Total investment in all development projects of €1.7bn (includes the fair value of the assets, cost of works, lease incentives and finance costs) and about €500m of value creation.

[5] Investment: cost of works and lease incentives,

[6] Yield on Cost = headline rents / cost of the project as approved by Icade's governance bodies. This cost includes the fair value of the asset, cost of works, carrying costs and any lease incentives. Data as at June 30, 2017.

- Continue working towards and preparing Icade Santé's self-reliance (governance, management, debt).

Icade Promotion: favourable market and performance ambitions

- A favourable market: the government's housing plan is favourable (extension of both the interest-free loan scheme and the Pinel tax incentive scheme in areas with the tightest supply-demand balance), low interest rates in the medium term,
- Continued improvement in financial performance and optimisation of financial resources (capital allocation and WCR management):
  - For 2017: target economic revenue[7] around €1.2bn, ROE8 expected to reach 12% one year ahead of schedule,
  - For 2018: targets confirmed for economic revenue of €1.3bn and a current economic operating margin[9] between 6.5% and 7%. Target ROE at 15%,
  - Contribution to Group net current cash flow expected to exceed 10% for 2018.

Liability optimisation

Liability optimisation will also contribute to net current cash flow growth. Cost of debt should be reduced by 30% between 2015 and 2017e compared to a 33% increase in net debt during the same period. Objective of maintaining the loan-to-value (LTV) ratio around 40% at the end of 2019.

Overall, the plan's financial goals should be reached nearly one year ahead of schedule, especially regarding portfolio value (€11.4bn expected as early as the end of 2018).

Icade's outlook for 2017

In view of the positive impact of debt restructuring and improving operating performance, Icade anticipates:

- 2017 net current cash flow up by around 8%, revised upwards from the "around 7%" forecast announced last July,
- The dividend policy continues to be based on the evolution of the net current cash flow.

2017 TSR[10] based on estimated NAV as of December 31, 2017 should show an increase of over 10%.

Olivier Wigniolle, CEO of Icade, declared:

"*Two years after launching our strategic plan, Icade is ahead of schedule on its roadmap. The relevance of our strategic choices announced at the end of 2015 has been confirmed. Thanks to the disciplined execution of our plan, reduced cost of debt and favourable market conditions, we are increasing our net current cash flow guidance for 2017. We are also confident in the outlook for 2018*".

[7] IFRS revenue adjusted from IFRS 11 including joint ventures.

[8] Return on Equity: Net profit attributable to the Group/weighted average equity attributable to the Group over the period before elimination of securities and excluding profit/(loss) (FY 2017e: about €250m).

[9] Current economic operating profit (IFRS current operating profit adjusted from IFRS 11 and for royalties expenses and holding company costs) / economic revenue.

[10] TSR: Total Shareholder Return as defined on page 28 of the 2016 Registration Document.

UPCOMING EVENTS

2017 Full Year Results: Monday, February 12, 2018, before the market opens.

The presentation for analysts and investors will begin on November 27 at 10:00 a.m. (Paris time) and will be available on the website:

In French: http://www.icade.fr/finance/resultats-publications/presentations-financieres
In English: http://www.icade.fr/en/finance/results-and-publications/financial-presentations

Live webcast with synchronised slides will be accessible from 10:00 a.m. (Paris time), via the following link:

In French: http://edge.media-server.com/m/go/IcadeID2017
Conference call: +33(0)1 76 77 22 26
Conference ID: Journée Investisseurs Icade Français: **9868606**

In English: http://edge.media-server.com/m/go/IcadeID2017/lan/en
Conference call: **UK** +44(0)20 3427 1909 / **US** +1212 444 0412
Conference ID: Icade Investor Day English: **4902308**

Paris, 24 October 2017

ICADE ACQUIRES EURAZEO'S CONTROLLING INTEREST IN ANF IMMOBILIER

In line with its press releases of July 24 and October 11, 2017, and following the signing by ANF Immobilier and two companies managed by Primonial REIM of bilateral sale agreements with respect to the disposal of a portfolio of residential and retail property assets in Marseille and Lyon for €400 million (excluding duties), Icade has completed the acquisition of Eurazeo's controlling interest in ANF Immobilier for €22.15 per ANF Immobilier share (i.e. a total price of about €213 million for the stake).

With this acquisition, Icade now owns approximately 50.5% of the share capital and 50.2% of the voting rights[11] in ANF Immobilier.

The composition of ANF Immobilier's Supervisory Board has been modified as a result of Icade's takeover of ANF Immobilier. It is now chaired by Mr Olivier Wigniolle, CEO of Icade, and consists of 10 members, including 5 representatives of Icade and 4 independent members. The Executive Board of ANF Immobilier will be chaired by Ms Emmanuelle Baboulin, the member of Icade's Executive Committee in charge of the Commercial Property Investment Division.

The filing with the French Financial Market Authority (AMF) of the tender offer project at a price of 22.15 €/share will take place in the coming days. The public tender offer will be launched during November,

[11] Based on the number of shares and voting rights making up ANF Immobilier's capital as of September 30, 2017, as reported by ANF Immobilier. The difference in percentage of voting rights between Eurazeo's stake prior to selling its controlling interest (53.7%) and Icade's stake (50.2%) after acquiring is explained by the loss of double voting rights attached to certain shares as a result of their acquisition by Icade.

subject to the Board of the French Financial Market Authority confirming its compliance. The Supervisory Board of ANF Immobilier has issued a positive opinion on the terms of the proposed offer.

The sale of the above-mentioned portfolio by ANF Immobilier to two companies managed by Primonial REIM should take place by the end of December 2017, subject to satisfaction of conditions precedent (inter alia the cancellation of the city pre-emption right).

Olivier Wigniolle, CEO of Icade, declared: "*Acquiring a controlling stake in ANF Immobilier will enable Icade to step up the implementation of its strategic plan and grow its development pipeline. This acquisition will create value for Icade and its shareholders*".

Paris, 20 October 2017

ICADE FAVORABLE DYNAMIC ACROSS ALL BUSINESS LINES IN Q3 2017

- Commercial Property Investment: Continued increase in the financial occupancy rate to 92.3%, up +0.3 pp from June 2017
- Healthcare Property Investment: Framework agreement signed between Icade Santé and Korian, paving the way for new opportunities in the nursing home sector (EHPAD)
- Property Development: Sharp increase in economic revenue[12] to €811.1 million over 9M 2017 (+32%)
- Takeover of ANF Immobilier: agreement to acquire Eurazeo's controlling interest in ANF Immobilier signed on October 11, subject to conditions precedent
- Launch of Icade's inaugural Green Bond in early September: €600 million, 10 year bond with a coupon of 1.50%, whose proceeds will be used to finance green assets and projects
- ESG : Icade at the top of rating agencies' rankings, GRESB, EPRA and Vigeo
- Icade new headquarters in Issy-les-Moulineaux: OPEN building—100% flexible office space
- 2017 outlook confirmed for net current cash flow per share: growth of around 7%

1. REVENUE AS OF SEPTEMBER 30, 2017

As of September 30, 2017, Icade's consolidated revenue stood at €1,152.9 million, up 16.1% year-on-year, driven by Property Development (+28.2%).

(in millions of euros)	09/30/2017	09/30/2016	Change (%)	Like-for-like change (%)
Gross rental income from Commercial Property Investment	279.7	282.4	(1.0)%	(0.4)%
Gross rental income from Healthcare Property Investment	159.7	154.8	3.2%	0.2%
Property Development revenue	719.2	561.1	28.2%	28.2%
Other revenue	*(5.7)*	*(5.0)*	-	-
CONSOLIDATED REVENUE	**1,152.9**	**993.3**	**16.1%**	**16.9%**

2. PROPERTY INVESTMENT DIVISION

2.1 COMMERCIAL PROPERTY INVESTMENT

Rental income:

[12] Economic revenue: IFRS revenue adjusted from IFRS 11.

(in millions of euros)	09/30/2016 restated*	Acquisitions/ completions	Disposals/ redevelopments	Rent escalation	Leasing activity	09/30/2017	Change (%)	Like-for-like change (%)
Offices	125.3	19.1	(17.5)	0.6	0.8	128.2	2.4%	1.3%
Business parks	148.2	15.2	(18.1)	1.0	(2.3)	144.1	(2.8)%	(1.1)%
TOTAL OFFICE AND BUSINESS PARK	**273.5**	**34.3**	**(35.6)**	**1.6**	**(1.5)**	**272.3**	**(0.4)%**	**0.0%**
Other assets	*13.2*	*-*	*(1.1)*	*0.0*	*0.1*	*12.2*	*(7.6)%*	*0.7%*
Intra-group transactions from Commercial Property Investment	*(4.3)*	*-*	*-*		*(0.5)*	*(4.8)*		
GROSS RENTAL INCOME	282.4	34.3	(36.7)	1.7	(1.9)	279.7	(1.0)%	(0.4)%

** Reclassification of the Axe Seine building from the business park segment to the office segment*

Gross rental income from Commercial Property Investment totalled €279.7 million as of September 30, 2017, down 1.0% compared to September 30, 2016. In the office and business parks segment, rental income was stable on a like-for-like basis.
Rental income rose by 2.4% in the office segment (+1.3% like-for-like) and declined by 2.8% in the business parks segment (-1.1% like-for-like) following the disposal of non-core business parks carried out in 2016.

Changes in scope of consolidation (**acquisitions**, completions and asset disposals) had an impact of -€1.4 million on rental income:

- +€15.1 million positive impact from acquisitions made in 2016 (Orsud, Parissy and Arc Ouest buildings)
- +€16.5 million in additional rental income from asset **completions**, including the Véolia (+€9.0 million) and Millénaire 4 (+€6.2 million) buildings in the Millénaire business park in 2016, and Défense 4/5/6 (+€0.9 million) completed in 2017 in Nanterre
- +€2.7 million from the rent guarantee linked to the completion of the first phase of the **Go Spring off-plan purchase project** in 2017
- -€34.7 million decrease in rental income due to the **disposals** carried out in 2016 and 2017 (including 3 office buildings in Villejuif)

Analysis of leasing activity: (See Appendix)

New leases starting in 9M 2017 represented **104,147** sq.m, of which **45,312** sq.m during the quarter ended.

On a like-for-like basis, the main exits from the portfolio of leased space totalled 9,842 sq.m during the period, the largest one being the departure of Tarkett France (3,785 sq.m) in the Portes de Paris business park.

The first 9 months of 2017 saw the renewal of **38 leases** representing a combined floor area of 121,444 sq.m and annualised rental income of €26.8 million (with 14 leases renewed in Q3 for 18,713 sq.m and €3.0 million in headline rents). The weighted average unexpired lease term of these renewed leases over the last 9 months stood at 7 years.

On average 9M, these leases were signed with rents 2.9% higher than the respective properties' estimated rental value.

Most leases renewed in 9M 2017 related to office assets, including:

- LCL for the Rhin and Loire buildings situated in Villejuif (30,000 sq.m)
- IFF for the Crystal Park building in Neuilly-sur-Seine (5,500 sq.m)
- AXA for the Axe 13 building in Nanterre (16,400 sq.m)

The **weighted average unexpired lease term** for the Commercial Property Investment Division was 4.9 years, stable compared to June 30, 2017.

The financial occupancy rate reached 92.3%, a 0.3 pp increase from June 30, 2017 (+0.5 pp for offices and stable for business parks). A +0.3 pp rise was recorded on a like-for-like basis.

	Financial occupancy rate (in %)**				Weighted average unexpired lease term (in years)**	
Asset class	**09/30/2017**	**12/31/2016 restated*** **	**06/30/2017**	**Like-for-like change***	**09/30/2017**	**06/30/2017**
Offices	95.8%	94.6%	95.3%	+0.4 pp	6.2	6.2
Business parks	89.1%	88.1%	89.1%	+0.2 pp	3.7	3.7
OFFICES & BUSINESS PARKS	**92.3%**	**91.1%**	**92.0%**	**+0.4 pp**	**4.9**	**4.9**
Warehouses	*100.0%*	*84.7%*	*84.9%*	*+10.5 pps*	*2.1*	*2.2*
COMMERCIAL PROPERTY INVESTMENT	**92.3%**	**91.1%**	**92.0%**	**+0.3 pp**	**4.9**	**4.9**

** Change between June 2017 and September 2017, excluding completions, acquisitions and disposals for the period*

*** Based on proportionate consolidation*

**** Reclassification of the Axe Seine building from the business park segment to the office segment*

New leases signed since the beginning of the year added up to 110,382 sq.m (53,090 sq.m during the quarter ended), equivalent to €24.6 million in rental income.

New leases signed in 9M 2017 which are scheduled to start after September 30, 2017 represented an aggregate floor area of 54,900 sq.m.

The quarter was marked by the signing of an off-plan lease agreement for the Fontanot office building located in Nanterre (Hauts-de-Seine). This off-plan agreement provides for the leasing of 15,700 sq.m for a term of 12 years with no break option. A major overhaul of the building will start in Q1 2019 and is scheduled for completion at the end of 2020, while the lease should start in Q1 2021.

Cumulative investments since January 1, 2017:

(in millions of euros)	Operating asset acquisitions	Off-plan acquisitions	Projects under development	Other CAPEX	Other	Total
Offices	5.9	88.8	13.6	40.0	2.8	151.1
Business parks	0.0	0.0	29.9	30.5	0.4	60.8

OFFICES & BUSINESS PARKS	**5.9**	**88.8**	**43.5**	**70.4**	**3.3**	**211.9**
Other assets	0.0	0.0	0.0	1.0	0.3	1.3
COMMERCIAL PROPERTY INVESTMENT	**5.9**	**88.8**	**43.5**	**71.4**	**3.6**	**213.2**

Investments for the period amounted to €213.2 million (vs. €204.2 million as of September 30, 2016).

Off-plan purchases represented €88.8 million and included the following:

- Gambetta (20th district of Paris) for €71.2 million. Completion is scheduled for 2019 (20,000 sq.m including 16,000 sq.m of offices and 4,000 sq.m of shops with 3,300 sq.m already pre-leased under a 12-year off-plan lease agreement)
- Go Spring (Nanterre) for €16.2 million, with the second phase (18,500 sq.m) due to be completed in 2019 and already 75% pre-leased to Franfinance, a subsidiary of Société Générale
- Eko Active (Marseille) for €1.4 million (8,300 sq.m of office space to be completed in 2019).

Investments in the development pipeline (€43.5 million) related primarily to the Origine, Pulse and Défense 4/5/6 projects.

Asset disposals:

As of September 30, 2017, **disposals** carried out since the beginning of the year amounted to €247.7 million and related mainly to three of the five office assets located in Villejuif (42,600 sq.m) and sold to LCL for €226.0 million (two of these disposals took place in H1).
In Rhin and Loire (totalling 30,000 sq.m), the two buildings that were not sold, the leases with French bank LCL were renewed for terms of 7 and 9 years, respectively.

Other disposals relate to non-strategic assets and represent €21.7 million.
These asset disposals generated a total capital gain of €76.9 million.

2.2 HEALTHCARE PROPERTY INVESTMENT

Rental income:

(in millions of euros)	09/30/2016	Acquisitions/ completions	Disposals/ redevelopments	Rent escalation	Leasing activity	09/30/2017	Change (%)	Like-for-like change (%)
GROSS RENTAL INCOME	154.8	4.9	(0.3)	0.7	(0.3)	159.7	3.2%	0.2%

Rental income stood at €159.7 million on September 30, 2017, an increase of 3.2% compared to September 30, 2016 (€154.8 million). On a like-for-like basis, the change was +0.2%.

Changes in scope of consolidation (acquisitions / completions) brought an additional €4.9 million in rental income (positive impact of the Tarbes, Mas Helios and Domont healthcare facilities, among others).

Analysis of leasing activity on a like-for-like basis:

Asset class	Financial occupancy rate *(in %)***	Weighted average unexpired lease term *(in years)***

	09/30/2017	06/30/2017	Like-for-like change*	09/30/2017	06/30/2017
HEALTHCARE PROPERTY INVESTMENT	100.0%	100.0%	+0.0 pp	7.7	7.9

** Excluding completions, acquisitions and disposals for the period*
*** Based on proportionate consolidation*

The financial occupancy rate stood at 100% as of September 30, 2017.
The weighted average unexpired lease term was 7.7 years and was down by only 0.2 year compared with June 30, 2017.

Cumulative investments since January 1:

(in millions of euros)	Asset acquisitions	Projects under development	Other CAPEX	Other	Total
HEALTHCARE PROPERTY INVESTMENT	**133.5**	**65.1**	**30.6**	**1.0**	**230.2**

Over 9M 2017, Icade Santé's investments totalled €230.2 million (vs. €156.1 million during the same period last year).
Development work relates primarily to the Courlancy facility in Bezannes (Marne), Croix du Sud in Quint-Fonsegrives (Haute-Garonne) and Bromélia in Saint-Herblain (Loire-Atlantique).

The Healthcare Property Investment Division also made acquisitions for a total of €133.5 million (including duties and fees), including:

- €43.3 million for the Ormeau MSO polyclinic in Tarbes (Hautes-Pyrénées), acquired from the Médipôle Partenaires group
- €76.4 million for the Saint-Roch polyclinic acquired in Cabestany (Pyrénées-Orientales)
- €9.8 million for the Helios disability care home in Saint-Germé (Gers) (Clinipôle group)

In addition, Icade Santé and the Korian group signed a framework agreement including support for Korian in carrying out its real estate development projects. This partnership will focus on an initial group of 15 new buildings to be completed by 2020 in France. It includes the development, design and construction of the facilities by Icade Promotion as part of property development contracts. Korian has a purchase option for each building, exercisable before its completion. Icade Santé may also announce its intention to buy these buildings (accommodation facilities for dependent elderly persons (EHPAD) or follow-up and rehabilitation care (FRC) facilities) as part of off-plan lease agreements.

Asset disposals:
Asset disposals carried out in 9M 2017 represented €5.6 million (net selling price) and related to the sale of the Les Chênes d'Aire-sur-l'Adour polyclinic to its new operator, the Clinifutur group.

3. PROPERTY DEVELOPMENT DIVISION

	09/30/2017			09/30/2016			Change
(in millions of euros)	IFRS	Reclassification of joint ventures	Total	IFRS	Reclassification of joint ventures	Total	
Residential Property Development	494.2	39.3	533.5	392.0	20.7	412.7	29.3%
Commercial Property Development	225.1	52.6	277.6	169.1	34.9	204.0	36.1%

REVENUE (a)	**719.2**	**91.9**	**811.1**	**561.1**	**55.6**	**616.7**	**31.5%**

(a) Revenue based on the percentage of completion method, taking into account the stage of completion of commercial and construction work of each project.

The economic revenue of the Property Development Division reached €811.1 million as of the end of September 2017, a significant increase compared to Q3 2016 revenue (+32%).

The revenue of the Residential Property Development business amounted to €533.5 million as of the end of September 2017, a 29% increase from the same period in 2016. This increase results, on the one hand, from the progress of works in development projects and, on the other hand, from the increase of notarised sales attributable to higher housing orders since the beginning of 2016.

As of September 30, 2017, the revenue of the Commercial Property Development business stood at €277.6 million, a 36% rise compared to the same period last year. This strong growth can be mainly explained by the numerous contracts signed in the past two years, which have contributed greatly to 2017 revenues, the largest contributors being the Twist (10,400 sq.m) and Thémis (10,655 sq.m) projects, both located in the Clichy Batignolles development zone in Paris, as well as the Nouméa hospital and the "Montpellier-Sud de France" high-speed train (TGV) station.
This trend will support the revenue growth which is expected for the year 2017 in both Property Development divisions.

	09/30/2017	09/30/2016	Change *(%)*	12/31/2016
Orders for new residential units and building plots				
Housing orders *(in number of units)*[1]	3,616	3,487	3.7%	5,665
Housing orders *(in millions of euros including taxes)*	696.6	707.5	(1.5)%	1,114.8
Residential – order cancellation rate *(in %)*	18%	16%	2.0%	14%
Average sale price and average floor area based on housing orders				
Average price including taxes per habitable sq.m *(in €/sq.m)*	3,597	3,752	(4.1)%	3,671
Average budget including taxes per housing unit *(in €k)*	193.0	205.0	(5.9)%	198.0
Average floor area per housing unit *(in sq.m)*	53.7	55.0	(2.4)%	54.0
Breakdown of housing orders by type of customer (in %)				
Home buyers	25.5%	26.0%		20.9%
Private investors	41.5%	45.2%		39.7%
Institutional investors	33.0%	28.8%		39.4%
Property Development backlog and service order book	**1,424.9**	**1,620.0**	**(12.0)%**	**1,597.0**
Residential Property Development (incl. subdivisions)	1,091.0	984.4	10.8%	1,058.2
Commercial Property Development / Public and Healthcare Amenities Development	305.5	601.5	(49.2)%	509.1
Order book for Services & Project Management Support operations	28.4	34.1	(16.8)%	29.7

[1] "Units" mean the number of residential units or equivalent residential units (for mixed developments) of any given development.
The number of equivalent residential units is determined by dividing the floor area by type (business premises, shop, office) by the average floor area of residential units calculated during the preceding quarter.

3.1 RESIDENTIAL

Net orders for new residential units reached 3,616 units over 9M 2017, up 3.7% in volume terms compared with the previous year.
The decline in orders reported this quarter is partly due to a wait-and-see attitude in anticipation of the announcement by the French government of measures on tax incentives for private investment.
In September, the government announced that the mechanisms in place promoting home ownership and rental investments in difficult areas will be continued for another 4 years, which is very positive news for private investors. As of the end of September, 41.5% of housing orders involved the use of these mechanisms.
Notarised sales have grown sharply since the beginning of the year, reaching 3,182 sales as of September 30, 2017, a 23% increase on a year-on-year basis.
The backlog of the Residential Property Development business expanded by 10.8% compared to September 30, 2016 as housing orders grew.

The land portfolio of the Residential business consisted of 11,819 units and potential revenue including tax of €2.5 billion, i.e. +10% compared to Q3 2016 (10,729 units for €2.2 billion). This increase reflects the acceleration in the proactive development policy pursued by the Property Development Division since the beginning of 2016.

3.2 COMMERCIAL

After high levels in 2016, the backlog for Commercial Property Development / Public and Healthcare Amenities Development as of the end of September 2017 was down to €305.5 million, as a result of the progress made on large-scale projects signed in 2016 and the low level of new contracts signed compared to last year.

As of the end of September 2017, the "Commercial/Offices" project portfolio represented 492,530 sq.m, including projects in the execution phase for 179,900 sq.m and projects in the development phase for 312,630 sq.m.
The portfolio of Public and Healthcare Amenities development projects represented 220,192 sq.m, including 84,942 sq.m in the execution phase and 135,250 sq.m in the development phase.

4. FINANCING

Launch of Icade's inaugural Green Bond

At the beginning of September, Icade issued its first Green Bond for a total of €600 million, with a maturity of 10 years and an annual coupon of 1.50%. These funds were raised with an 80-bp spread over the reference rate and a negative new issue premium.
This issue, which was 3 times oversubscribed, was met with great success, especially with French and international SRI investors. It allowed Icade to broaden its bond investor base and continue its policy of optimising its funding structure (extending the average debt maturity and reducing the average cost of debt).

Credit rating reaffirmed by Standard & Poor's: BBB+ and stable outlook

On August 30, Standard & Poor's affirmed Icade's long-term rating of BBB+, stable outlook and short-term rating of A-2. This rating comes after the agency's annual review.

5. OTHER EVENTS

Agreement signed on October 11 to acquire Eurazeo's controlling interest in ANF Immobilier, subject to conditions precedent

Conditions precedent are expected to be fulfilled by the end of October 2017.

See the dedicated press releases published on July 24 and October 11, 2017.

Icade at the top of ESG rating agencies' rankings

Icade was named Sector Leader by **GRESB** in the category of listed European diversified companies.
Icade was ranked 1st out of 20 real estate investment companies assessed by GRESB (Global Real Estate Sustainability Benchmark). Also, Icade's Property Development business was ranked 10th out of 338 companies from around the world.

Icade again received two Gold Awards from **EPRA**—a Gold Sustainability Award for the quality of its environmental reporting and a Gold Award for the quality and transparency of its financial communication.

Icade's score is up 10 points in **Vigeo**'s 2017 ranking compared to the previous assessment, moving from 7th to 6th place out of the 37 European companies assessed.

These ESG ratings reflect the quality and relevance of Icade's CSR policy.

Icade relocates its headquarters

On September 18, 2017, Icade moved to new headquarters, leaving the Millénaire 1 building, which the company will lease to a major French bank starting in April 2018 (12-year lease for 22,000 sq.m).

Icade has taken advantage of this opportunity to move to new premises, in the newly-refurbished Open building in Issy-les-Moulineaux (9,500 sq.m), which offers a totally flexible work environment (flex office).

This new headquarters and use of workspace will contribute to perform Icade operational efficiency.

6. 2017 OUTLOOK: GUIDANCE CONFIRMED

Given the company's favourable outlook, Icade confirms its target growth in Group net current cash flow per share of about 7% compared to 2016.
The Board of Directors has also confirmed that the dividend policy remains based on the trend in net current cash flow per share.

7. FINANCIAL CALENDAR

An **Investor Day** will be held on Monday, November 27, 2017. The press release will be published before the market opens.
The 2017 Full Year Results will be announced on Monday, February 12, 2018. The press release will be published before the market opens.

APPENDIX

Analysis of leasing activity of the Commercial Property Investment business:

	06/30/2017	Changes		09/30/2017	New leases signed in Q3 2017		09/30/2017
	Leased floor area	Additions	Exits	Leased floor area	Impact in Q3 2017	Impact after Q3 2017	Total
Asset class		*(sq.m)*	*(sq.m)*	*(sq.m)*	*(sq.m)*	*(sq.m)*	*(sq.m)*
Offices	492,787	2,442	(1,122)	494,107	2,229	16,495	18,724
Business parks	1,000,775	11,006	(8,720)	1,003,062	8,171	9,356	17,527
Warehouses	33,945	4,819	-	38,764	4,819	-	4,819
LIKE-FOR-LIKE SCOPE (A)	1,527,507	18,267	(9,842)	1,535,933	15,219	25,851	41,070
Offices	4,390	20,694	-	25,084	9,231		9,231
Business parks	33,705	6,351	(22,493)	17,562	2,789	-	2,789
Warehouses	-	-	-	-	-	-	-
ACQUISITIONS / COMPLETIONS (B)	38,095	27,045	(22,493)	42,646	12,021	-	12,021
SUBTOTAL	1,565,602	45,312	(32,335)	1,578,579	27,239	25,851	53,090
Offices	20,652	-	(20,652)	-	-	-	-
Business parks	-	-	-	-	-	-	-
Warehouses	30,003	-	(30,003)	-	-	-	-
DISPOSALS (C)	**50,655**	**-**	**(50,655)**	**-**	**-**	**-**	-
COMMERCIAL PROPERTY INVESTMENT (A)+(B)+(C)	**1,616,256**	**45,312**	**(82,990)**	**1,578,579**	**27,239**	**25,851**	**53,090**

Paris, 14 September 2017

ICADE: DEVELOPMENT PARTNERSHIP FOR ICADE SANTÉ, SEVERAL CONTRACTS SIGNED BY THE COMMERCIAL PROPERTY INVESTMENT DIVISION, AWARD OF THE 2024 OLYMPICS, S&P RATING REAFFIRMED

- Icade Santé has signed a development partnership with Korian
- Commercial Property Investment:
  - Signing of an off-plan lease (15,700 sq.m) for a term of 12 years with no break option in the Fontanot building in Nanterre,
  - Off-plan purchase of an initial office building in Marseille (8,300 sq.m) for €28 million (excluding duties),
  - Sale of the Garonne office building in Villejuif (20,600 sq.m) completed for €110 million (excluding duties),

- 2024 Olympics: a growth driver in Icade's operating areas
- Standard & Poor's reaffirmation of Icade's credit rating at BBB+ with stable outlook

Icade Santé

The Korian Group and Icade Santé have signed a framework agreement involving Icade Promotion that includes support for Korian in carrying out its projects for the redevelopment and construction of new healthcare facilities in France reflecting the Group's new policy regarding real estate.

This partnership will focus on an initial group of 15 new buildings by 2020. It includes the development, design and construction of the facilities by Icade Promotion. In addition, Icade Santé may offer to buy some of these buildings (accommodation facilities for dependent elderly persons (EHPAD) or follow-up and rehabilitation care (FRC) facilities) as part of off-plan lease agreements.

For Icade, this partnership reflects the quality and complementarity of the real estate solutions proposed by the Group's various business lines: Icade Promotion as the developer and Icade Santé as the long-term investor.

This partnership with Korian will enable Icade Santé, which today owns 97 facilities in the short-term and medium-term care segments (MSO[13] FRC[14]and MHE[15]), to also gain access to the EHPAD market through new facilities in France, operated by the industry leader. This asset class benefits from significant liquidity and attractive yields.

For further information, please refer to the press release "The Korian Group, Icade Santé and Icade Promotion enter into a development partnership" issued on September 13, 2017 and available on our website at:
http://www.icade.fr/en/content/download/15394/179828/version/3/file/CP+partnership+KORIAN+ICADE+-+ENG+-+VF.PDF

Commercial Property Investment

- **<u>Signing of an off-plan lease for the Fontanot building in Nanterre (Hauts-de-Seine)</u>**

Icade has signed an off-plan lease for approximately 15,700 sq.m of office space for a 12-year period with no break option.

The "Fontanot" building, located at 21/29 rue des Trois Fontanot in Nanterre, is set for a major overhaul scheduled to begin in Q1 2019 once its tenants have moved out.

The work is scheduled to be completed at the end of 2020 with the lease coming into effect in Q1 2021.

- **<u>Signing of an off-plan purchase agreement for the Eko Active building in Marseille (Bouches-du-Rhône)</u>**

[13] MSO: Medicine, surgery, obstetrics.

[14] FRC: Follow-up and rehabilitation care.

[15] MHE: Mental health establishments.

Icade has signed an off-plan purchase agreement in Marseille for a building with 8,300 sq.m of floor space for €28.4 million excluding duties with a potential yield based on headline rental income of 7.3%.

The building jointly developed with VINCI Immobilier, is located in the heart of EuroMéditerranée, a few metres from the Terrasses du Port and features a tramway station at the base of the building. The architect Franck Hammoutène will design the building, which will be certified BREEAM "Very Good" and RT 2012 (Thermal Regulations). The project is due to be completed in Q3 2019.

- **Sale of the Garonne office building in Villejuif (Val-de-Marne) after the sale of the Seine and Rhône buildings in H1**

The Garonne office building with a floor area of 20,600 sq.m has been sold to LCL for €110 million (excluding duties), following the sale to the same banking institution (for €115 million excluding duties) of the two other Seine and Rhône assets (22,000 sq.m) in H1 2017. Regarding these three transactions, valuations were in line with the net asset value of each building.

In addition to the sale of these three assets on Campus Metropolitan in Villejuif, two leases were renewed with LCL in H1 for a total floor area of 30,000 sq.m (9- and 7-year leases, retroactive to January 1, 2017).

These transactions demonstrate the attractiveness of the Villejuif site, the solid relationship with LCL and Icade's ability to work alongside its clients in the long term while continuing its asset rotation policy.

Icade at the centre of the Paris 2024 Olympics

The awarding of the 2024 Olympic Games to Paris will allow Icade to step up the development of 650,000 sq.m and of the 350,000 sq.m of land plots it owns in the north of Paris (19th district of Paris/Aubervilliers/Saint-Denis) at the heart of the future Olympic infrastructure. Following the example of Barcelona and London, the Games will ramp up development in the areas involved.

The introduction of Tram Line T8 represents another major advantage for Icade's Commercial Property Investment Division—it will positively impact close to 60% of its development pipeline and an additional 350,000 sq.m of its land bank.

For further information, please refer to the press release "Icade at the centre of the Paris 2024 Olympics" available on our website at:
http://www.icade.fr/en/finance/financial-news

Credit rating reaffirmed by Standard & Poor's: BBB+ and stable outlook

On August 30, Standard & Poor's affirmed Icade's long-term rating of BBB+, stable outlook and short-term rating of A-2. The rating affirmation comes after the agency's annual review and the announcement of the proposed acquisition of ANF Immobilier.

This transaction is in line with Icade's goals to diversify its portfolio and increase its presence in major French cities, and further strengthens Icade's credit quality.

Paris, 13 September 2017

KORIAN GROUP, ICADE SANTÉ AND ICADE PROMOTION SIGN PARTNERSHIP AGREEMENT TO SPUR GROWTH

Korian Group and Icade Santé today signed a framework agreement, including Icade Promotion, to assist Korian in reconfiguring and expanding its network in France.

This non-exclusive partnership, which is part of Korian Group's new real estate policy, **covers a first group of 15 new properties in France to be delivered by 2020**. Developer Icade Promotion will develop, design and build the facilities under contract. Before delivery, Korian may exercise a purchase option for each property, in line with its aim of increasing its ownership of the facilities it operates. Icade Santé is entitled to acquire some of these properties - long-term care nursing homes or post-acute care facilities - pursuant to off plan lease agreements (BEFA).

Korian's partnership with these two Icade subsidiaries is consistent with the strategy laid out in its Korian 2020 programme, which calls for dynamic management of the assets in its portfolio. **This programme focuses on restructuring property assets, potentially affecting 50 simultaneous projects**, from design to completion, while obtaining more favourable lease terms.
Plans call for this type of innovative partnership to be extended to all countries where Korian Group operates.

This partnership will benefit from the quality of the properties offered by Icade's various business lines, with Icade Promotion acting as a promoter and Icade Santé as a long-term investor. It offers an excellent match with Icade's corporate culture, based on working with major players in the health and medico-social sector.

Sophie Boissard, Chief Executive Officer of Korian Group, said: **"I welcome this new partnership with Icade**, which brings Korian the expertise and flexibility we need to implement our ambitious plan to expand and modernise our real estate assets, in line with our increased focus on owning selected strategic assets."

Olivier Wigniolle, Chief Executive Officer of Icade, said: **"I am delighted with this partnership, which strengthens our collaboration with Korian, the leader in its sector.** Like Korian, teams at Icade look forward to working together to develop tomorrow's long-term care nursing homes and post-acute care facilities, working to the very highest standards to deliver units better adapted to patients' needs, more attractive, more innovative and more eco-friendly."

Paris, 24 July 2017

SIGNING OF EXCLUSIVE NEGOTIATION AGREEMENTS TO ACQUIRE A CONTROLLING INTEREST IN ANF IMMOBILIER

Icade has signed exclusive negotiation agreements with Eurazeo and ANF Immobilier to acquire Eurazeo's controlling interest representing around 50.5% of the share capital and 53.7% of the voting rights16 in ANF Immobilier, a company listed on Euronext Paris. Subject to certain conditions, the acquisition of ANF Immobilier would be carried out at a price of €22.15 per share.

[16] Based on 19,009,271 shares and 20,529,238 voting rights making up ANF Immobilier's capital reported as of July 10, 2017.

In addition, ANF Immobilier has today announced the signing of an exclusive negotiation agreement with Primonial to sell Primonial a portfolio of residential and retail property assets in Marseille and Lyon for €400 million (excluding duties).

Icade's acquisition of a controlling interest in ANF Immobilier is, among other things, contingent upon ANF Immobilier and Primonial signing a bilateral sales agreement with respect to the above-mentioned portfolio.

Icade's Board of Directors and the Supervisory Boards of Eurazeo and ANF Immobilier have approved the principles upon which this transaction is based. It would take the form of Icade acquiring a controlling interest in ANF Immobilier, i.e. 9,596,267 shares. This acquisition would be followed by Icade's filing a mandatory public tender offer for €22.15/share, on the remaining shares making up the capital.

The Supervisory Board of ANF Immobilier has also approved the signing of the agreement with Primonial.

Finexsi, a financial advisory and audit firm represented by Mr Perronet, has been appointed by ANF Immobilier's Supervisory Board as an independent expert to assess the fairness of the financial terms of the sale of the portfolio to Primonial and Icade's public tender offer for ANF Immobilier's remaining share capital.

A transaction which accelerates the implementation of Icade's strategic plan announced in November 2015

The portfolio of ANF Immobilier, after the sale of the residential and retail property assets which are the subject of the agreement with Primonial, amounts to €457 million on a proportionate consolidation basis as of June 30, 2017 (€614 million on a full consolidation basis). These assets primarily include office buildings in Lyon, Marseille, Toulouse and Bordeaux. The yield on the remaining properties stands at 5.8%[17].

This transaction is part of Icade's 2016-2019 strategic plan. It meets the objectives for portfolio diversification and expansion in the main regional cities (target of 5% of property assets outside the Paris region). As a result, Icade's portfolio would increase from €9.9 billion to €10.3 billion on a proportionate consolidation basis (excluding duties), including €4.6 billion on a proportionate consolidation basis for the office portfolio.

In addition, this transaction allows Icade to access ANF Immobilier's development pipeline with value potential of €194 million (on a proportionate consolidation basis). Based on current projections, the yield on cost of property development projects[18] would be 6.7%.

The transaction's financial terms

Icade's bid represents a premium of respectively, +5,0%, +6,3% and +8,0% compared with the closing price as of July 21, 2017 and ANF Immobilier's volume weighted average price over the past one and 3 months[19]. The premium represents +5.7% compared with EPRA triple net asset value as of June 30, 2017 reported today by ANF Immobilier after taking into account Primonial's bid with respect to the sale of residential and retail properties.

Icade's acquisition of a controlling interest in ANF Immobilier amounts to €213 million. This transaction represents a valuation of €409 million[20] for 100% of the company.

How Icade will finance the acquisition

[17] Calculated for properties outside the project pipeline (Gross income / value excluding duties as of June 30, 2017).
[18] Yield on cost estimated by Icade: potential rental income / (appraised value as of 12/31/16 + investments still to be made).
[19] Premium on share price, dividend restated, represents 6,3% and 12,6%.
[20] Based on Icade's estimate of the number of diluted shares: about 18,500,000 shares.

Icade will fund the acquisition through debt.

The transaction would have a maximum impact of about +3% on Icade's loan-to-value (LTV) ratio. As a reminder, this ratio stood at 39.4% as of June 30, 2017.

Transaction timetable and conditions

The Works Councils of Icade, Eurazeo and ANF Immobilier will be notified and consulted on the proposed transaction in accordance with applicable regulatory requirements.

Subject to the decisions of the governing bodies of Icade, Eurazeo and ANF Immobilier, Icade's acquisition of Eurazeo's stake should take place in the fourth quarter of 2017. This acquisition is contingent upon ANF Immobilier and Primonial signing a bilateral sales agreement with respect to the above-mentioned portfolio.

In accordance with applicable market regulations, once the acquisition has been carried out, Icade will file a mandatory public tender offer for ANF Immobilier's remaining share capital in the fourth quarter of 2017. Icade does not envisage implementing a mandatory squeeze-out following the bid.

A merger between Icade and ANF Immobilier would be envisaged for 2018.

TAXATION – FRANCE

The following is a summary of certain French withholding tax considerations relating to the holding of the Notes. It does not purport to be a complete analysis of all tax considerations relating to the Notes. Prospective purchasers of Notes should consult their own tax advisers as to which countries' tax laws could be relevant to acquiring, holding and disposing of Notes and receiving payments of interest, principal and/or other amounts under the Notes and the consequences of such actions under the tax laws of those countries. This summary is based on the laws in force in France and their interpretation by the French tax authorities as of the date of this Prospectus and is subject to any change in law and/or interpretation thereof that may take effect after such date, possibly with a retroactive effect.

The following may be relevant to holders of Notes who do not concurrently hold shares of the Issuer.

Withholding taxes on payments made outside France

Payments of interest and other assimilated revenues made by the Issuer with respect to the Notes will not be subject to the withholding tax set out under Article 125 A III of the French *Code général des impôts* unless such payments are made outside France in a non-cooperative State or territory (*Etat ou territoire non coopératif*) within the meaning of Article 238-0 A of the French *Code général des impôts* (a **"Non-Cooperative State"**). If such payments under the Notes are made outside France in a Non-Cooperative State, a 75% withholding tax will be applicable by virtue of Article 125 A III of the French *Code général des impôts* (subject to certain exceptions and to the more favourable provisions of an applicable double tax treaty).

Furthermore, in application of Article 238 A of the French *Code général des impôts*, interest and other assimilated revenues on such Notes will not be deductible from the Issuer's taxable income (where otherwise deductible) if they are paid or accrued to persons established or domiciled in a Non-Cooperative State or paid to an account held with a financial institution established in such a Non-Cooperative State (the **"Deductibility Exclusion"**). Under certain conditions, any such non-deductible interest and other assimilated revenues may be recharacterised as constructive dividends pursuant to Articles 109 *et seq.* of the French *Code général des impôts,* in which case such non-deductible interest and other revenues may be subject to the withholding tax set out under Article 119 *bis*, 2 of the French *Code général des impôts*, at a rate of (i) 30% (to be aligned with the standard corporate income tax rate set forth in Article 219-I of the French *Code général des impôts* for fiscal years beginning as from 1 January 2020) for payments benefiting legal persons who are not French tax residents, (ii) 12.8 % for payments benefiting individuals who are not French tax residents or (iii) 75% for payments made outside France in a Non-Cooperative State (subject to certain exceptions and to the more favourable provisions of an applicable double tax treaty).

Notwithstanding the foregoing, neither the 75% withholding tax set out under Article 125 A III of the French *Code général des impôts* nor, to the extent that the relevant interest or other assimilated revenues relate to genuine transactions and are not in an abnormal or exaggerated amount, the Deductibility Exclusion (and therefore the withholding tax set out under Article 119 *bis*, 2 of the French *Code général des impôts* that may be levied as a result of the Deductibility Exclusion) will apply in respect of the Notes if the Issuer can prove that the main purpose and effect of the issue of the Notes were not that of allowing the payments of interest or other assimilated revenues to be made in a Non-Cooperative State (the **"Exception"**). Pursuant to the *Bulletin Officiel des Finances Publiques-Impôts* BOI-INT-DG-20-50-20140211, no. 550 and 990, BOI-RPPM-RCM-30-10-20-40-20140211, no. 70 and 80 and BOI-IR-DOMIC-10-20-20-60-20150320, no. 10, the Notes will benefit from the Exception without the Issuer having to provide any proof of the main purpose and effect of the issue of the Notes, if the Notes are *inter alia*:

(i) admitted to trading on a regulated market or on a French or foreign multilateral securities trading system provided that such market or system is not located in a Non-Cooperative State, and the operation of such market is carried out by a market operator or an investment services provider, or by such other similar foreign entity, provided further that such market operator, investment services provider or entity is not located in a Non-Cooperative State; or

(ii) admitted, at the time of their issue, to the operations of a central depositary or of a securities delivery and payments systems operator within the meaning of Article L.561-2 of the French *Code monétaire et financier*, or of one or more similar foreign depositaries or operators provided that such depositary or operator is not located in a Non-Cooperative State.

The Notes, which will be admitted to trading on Euronext Paris and admitted upon their issue to the operations of Euroclear France, will fall under the Exception. Consequently, payments of interest and other assimilated revenues made by the Issuer under the Notes will be subject neither to the 75% withholding tax set out under Article 125 A III of the French *Code général des impôts* nor to the Deductibility Exclusion.

Withholding tax on payments made to individuals fiscally domiciled in France

Pursuant to Article 125 A I of the French *Code général des impôts*, where the paying agent (*établissement payeur*) is established in France and subject to certain exceptions, interest and similar income received by individuals who are fiscally domiciled (*domiciliés fiscalement*) in France are subject to a 12.8% withholding tax, which is deductible from their personal income tax liability in respect of the year in which the payment has been made. Social contributions (CSG, CRDS and other related contributions) are also levied by way of withholding at an aggregate rate of 17.2% on such interest and similar income received by individuals who are fiscally domiciled (*domiciliés fiscalement*) in France.

SUBSCRIPTION AND SALE

1. Subscription Agreement

Crédit Agricole Corporate and Investment Bank, Crédit Industriel et Commercial S.A., HSBC Bank plc, Natixis and Société Générale (the **"Joint Lead Managers"**) have, pursuant to a subscription agreement dated 26 February 2018 (the **"Subscription Agreement"**), jointly and severally agreed with the Issuer, subject to the satisfaction of certain conditions, to subscribe for the Notes at an issue price equal to 98.438 per cent. of their principal amount, less the commissions agreed between the Joint Lead Managers and the Issuer. In addition, the Issuer will pay certain costs incurred by it and the Joint Lead Managers in connection with the issue of the Notes.

The Joint Lead Managers are entitled to terminate the Subscription Agreement in certain limited circumstances prior to the issue of the Notes. The Issuer has agreed to indemnify the Joint Lead Managers against certain liabilities in connection with the offer and sale of the Notes.

2. Selling Restrictions

2.1 General Selling Restrictions

Each Joint Lead Manager has agreed that it will comply with all applicable laws, regulations and directives in each jurisdiction in which it may acquire, offer or sell Notes or have in its possession or distribute this Prospectus or any other offering material relating to the Notes.

No action has been, or will be, taken in any country or jurisdiction that would permit a public offering of the Notes, or the possession or distribution of this Prospectus or any other offering material relating to the Notes, in any country or jurisdiction where action for that purpose is required. Accordingly, the Notes may not be offered or sold, directly or indirectly, and neither this Prospectus nor any circular, prospectus, form of application, advertisement or other offering material relating to the Notes may be distributed in or from, or published in, any country or jurisdiction except under circumstances that will result in compliance with any applicable laws and regulations and all offers and sales of Notes by it will be made on the same terms.

2.2 Prohibition of Sales to European Economic Area Retail Investors

Each Joint Lead Manager has represented and agreed that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes to any retail investor in the EEA. For the purposes of this provision:

(a) the expression "retail investor" means a person who is one (or more) of the following:

   (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MiFID II**"); or

   (ii) a customer within the meaning of Directive 2002/92/EC, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or

   (iii) not a qualified investor as defined in the Prospectus Directive; and

(b) the expression an "offer" includes the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to purchase or subscribe the Notes.

2.3 France

Each Joint Lead Manager has represented and agreed that it has not offered or sold and will not offer or sell, directly or indirectly, any Notes to the public in France and it has not distributed or caused to be distributed and will not distribute or cause to be distributed to the public in France, the Prospectus or any other offering material relating to the Notes and such offers, sales and distributions have been and will be made in France only to (a) persons providing investment services relating to portfolio management for the account of third parties (*personnes fournissant le service de gestion de portefeuille pour compte de tiers*) and/or (b) qualified investors (*investisseurs qualifiés*), other than individuals, acting for their own account, as defined in, and in accordance with, Articles L.411-1, L.411-2 and D.411-1 of the French *Code monétaire et financier*.

2.4 United Kingdom

Each Joint Lead Manager has represented and agreed that:

(i) it has only communicated or caused to be communicated and will only communicate or cause to be communicated an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000 (the **"FSMA"**)) received by it in connection with the issue or sale of the Notes in circumstances in which section 21(1) of the FSMA does not apply to the Issuer; and

(ii) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to the Notes in, from or otherwise involving the United Kingdom.

2.5 United States

The Notes have not been and will not be registered under the U.S. Securities Act of 1933 as amended (the "**Securities Act**"), and may not be offered or sold, directly or indirectly, in the United States of America or to, or for the account or benefit of, U.S. persons except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The Notes are being offered and sold only outside of the United States to non-U.S. persons in reliance on Regulation S. Terms used in this paragraph and not otherwise defined in this Prospectus have the meanings given to them in Regulation S under the Securities Act (**"Regulation S"**).

Each Joint Lead Manager has represented and agreed that, except as permitted by the Subscription Agreement, it has not and will not offer or sell the Notes (i) as part of their distribution at any time or (ii) otherwise until forty (40) days after the later of commencement of the offering and the completion of the distribution, within the United States or to, or for the account or benefit of, U.S. persons, and it will have sent to each dealer to which it sells Notes during the distribution compliance period a confirmation or other notice setting forth the restrictions on offers and sales of the Notes within the United States or to, or for the account or benefit of, U.S. persons.

In addition, until forty (40) days after the commencement of the offering of the Notes, an offer or sale of Notes within the United States by a dealer that is not participating in the offering may violate the registration requirements of the Securities Act.

2.6 Italy

The offering of the Notes has not been registered pursuant to Italian securities legislation. Accordingly, each Joint Lead Manager has represented and agreed that the Notes may not, and will not, be offered, sold or delivered, directly or indirectly, and nor may nor will copies of this Prospectus or any other documents relating to the Notes be distributed in the Republic of Italy except:

a. to qualified investors (*investitori qualificati*) as defined pursuant to Article 100 of Legislative Decree No. 58 of 24 February 1998, as amended (the **"Financial Services Act"**) and Article 34-*ter*, paragraph 1, letter b) of the Italian Securities Exchange Commission (*Commissione Nazionale per le Società e la Borsa,* the **"CONSOB"**) Regulation no. 11971 of 14 May 1999, as amended (the **"Regulation No. 11971"**) or

b. in any other circumstances which are exempted from the rules on public offerings pursuant to Article 100 of the Financial Services Act and Article 34-*ter* of the Regulation No. 11971.

Each Joint Lead Manager has also represented and agreed that any such offer, sale or delivery of the Notes or distribution of copies of this Prospectus or any other document relating to the Notes in the Republic of Italy must, and will, be effected in accordance with all Italian securities, tax, and exchange control and other applicable laws and regulations, and in particular will be:

(i) made by an investment firm, bank or financial intermediary authorized to conduct such activities in Italy in accordance with the Financial Services Act, CONSOB Regulation no. 16190 of 29 October 2007, as amended, and Legislative Decree No. 385 of 1 September 1993, as amended (the **"Banking Act"**) and any other applicable regulations;

(ii) in compliance with Article 129 of the Banking Act, as amended, and the implementing guidelines of the Bank of Italy, as amended from time to time, pursuant to which the Bank of Italy may request information on the issue or the offer of securities in the Republic of Italy; and

(iii) conducted in compliance with any other applicable laws and regulations or requirements imposed by CONSOB or any other Italian authority.

3. Legality of purchase

Neither the Issuer, the Joint Lead Managers nor any of their respective affiliates has or assumes responsibility for the lawfulness of the subscription or acquisition of the Notes by a prospective investor in the Notes, whether under the laws of the jurisdiction of its incorporation or the jurisdiction in which it operates (if different), or for compliance by that prospective investor with any law, regulation or regulatory policy applicable to it.

GENERAL INFORMATION

1. Clearing of the Notes

The Notes have been accepted for clearance through Euroclear France, Clearstream, Luxembourg and Euroclear. The International Securities Identification Number (ISIN) for the Notes is FR0013320058. The Common Code number for the Notes is 178140876.

The address of Euroclear France is 66, rue de la Victoire, 75009 Paris, France. The address of Euroclear is 1 boulevard du Roi Albert II, 1210 Bruxelles, Belgium and the address of Clearstream, Luxembourg is 42, avenue John Fitzgerald Kennedy, L-1855 Luxembourg, Grand-Duchy of Luxembourg.

2. Admission to trading

Application has been made to the AMF, in its capacity as competent authority pursuant to Article 212-2 of its *Règlement Général* which implements the Prospectus Directive, for the approval of this Prospectus.

Application has been made to have the Notes admitted to trading on Euronext Paris on 28 February 2018. Euronext Paris is a regulated market for the purposes of Markets in Financial Instruments Directive 2014/65/EU of 15 May 2014, as amended.

3. Corporate authorisations

The issue of the Notes was authorised by a resolution of the Board of Directors (*Conseil d'administration*) of the Issuer dated 19 December 2017 and a decision of Olivier Wigniolle, Chief Executive Officer (*Directeur Général*) of the Issuer dated 19 February 2018.

4. Documents available

Copies of:

(i) the *statuts* of the Issuer;

(ii) the Fiscal Agency Agreement;

(iii) this Prospectus; and

(iv) the documents incorporated by reference in this Prospectus,

will be available for inspection, free of charge, during the usual business hours on any week day (except Saturdays, Sundays and public holidays) at the specified offices of the Fiscal Agent and the Issuer.

This Prospectus, the 2017 Financial Statements, the 2017 Half-Year Financial Report, the 2016 Registration Document and the 2015 Registration Document will be published (i) on the website of the AMF (www.amf-france.org) (except for the 2017 Financial Statements and the 2017 Half-Year Financial Report) and (ii) on the website of the Issuer (www.icade.fr).

5. No material change in the financial or trading position of the Issuer and in the prospects of the Issuer

Save as disclosed in the section "Recent Developments" on pages 29 to 63 of this Prospectus, there has been no significant change in the financial or trading position of the Issuer or the Group since 30 June 2017.

There has been no material adverse change in the prospects of the Issuer or the Group since 31 December 2016.

6. Litigation

Save as disclosed in the relevant sections of the documents incorporated by reference on page 14 of this Prospectus, neither the Issuer, nor any member of the Group, is or has been involved in any governmental, legal or arbitration proceedings (including any such proceedings that are pending or threatened of which the Issuer is aware), during the twelve (12) months preceding the date of this Prospectus which may have, or have had in the recent past, significant effects on the financial position or profitability of the Issuer and/or the Group.

7. Auditors

Mazars and PricewaterhouseCoopers Audit are the statutory auditors of the Issuer and are both registered as *Commissaires aux Comptes* (members of the *Compagnie Régionale des Commissaires aux Comptes de Versailles*), comply with the rules issued by the *Compagnie Nationale des Commissaires aux Comptes* and are regulated by the *Haut Conseil du Commissariat aux Comptes*.

The consolidated financial statements of the Issuer as at and for the year ended 31 December 2017 prepared in accordance with IFRS as adopted by the European Union were approved by the Board of Directors of the Issuer on February 9, 2018 and were subject to audit procedures by Mazars and PricewaterhouseCoopers Audit. Their audit report on the consolidated financial statements of the Issuer as at and for the year ended 31 December 2017 will be issued after the meeting of the Board of Directors to be held to approve the draft resolutions submitted to the Issuer's annual shareholders' meeting, as stated in the Issuer's press release dated 12 February 2018 included in the "Recent Developments" section of this Prospectus.

The consolidated financial statements of the Issuer as at and for the year ended 31 December 2016 prepared in accordance with IFRS as adopted by the European Union have been audited by Mazars and PricewaterhouseCoopers Audit, as stated in their report incorporated by reference in this Prospectus.

The consolidated financial statements of the Issuer as at and for the year ended 31 December 2015 prepared in accordance with IFRS as adopted by the European Union have been audited by Mazars and PricewaterhouseCoopers Audit, as stated in their report incorporated by reference in this Prospectus.

The condensed consolidated financial statements of the Issuer as at and for the half-year ended 30 June 2017 prepared in accordance with IAS 34, the standard of IFRS as adopted by the European Union applicable to interim financial information, have been subject to a limited review by Mazars and PricewaterhouseCoopers Audit, as stated in their review report incorporated by reference in this Prospectus.

8. Admission to trading fees

The estimated costs for the admission to trading of the Notes are €15,475 (Euronext Paris and AMF fees).

9. Yield

The yield in respect of the Notes is 1.797 per cent. *per annum*, being calculated at the Issue Date on the basis of the issue price of the Notes. It is not an indication of future yield.

10. Interest material to the issue

Save for any fees payable to the Joint Lead Managers, as far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the issue.

11. Stabilisation

In connection with the issue of the Notes, Natixis (the "**Stabilising Manager**") (or any person acting on behalf of any Stabilising Manager) may over-allot Notes or effect transactions with a view to supporting the market price of the Notes at a level higher than that which might otherwise prevail. However, stabilisation may not necessarily occur. Any stabilisation action may begin on or after the date on which adequate public disclosure of the terms of the offer of the Notes is made and, if begun, may cease at any time, but it must end no later than the earlier of thirty (30) calendar days after the issue date of the Notes and sixty (60) calendar days after the date of the allotment of the Notes. Any stabilisation action or over-allotment must be conducted by the relevant Stabilising Manager (or any person acting on behalf of any Stabilising Manager) in accordance with all applicable laws and rules.

The Issuer confirms the appointment of Natixis as the central point responsible for adequate public disclosure of information, and handling any request from a competent authority, in accordance with Article 6(5) of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures.

12. Rating

The Notes have been rated BBB+ by S&P. The long-term debt of the Issuer has been rated BBB+ (stable outlook) by S&P. A rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension, reduction or withdrawal at any time by the relevant rating agency. A revision, suspension, reduction or withdrawal of a rating may adversely affect the market price of the Notes.

13. Forward-looking statements

This Prospectus contains or incorporates by reference certain forward-looking statements that are based on estimates and assumptions. Forward-looking statements include statements with respect to the Issuer's future financial condition, results of operations, business and prospects and generally include all statements preceded by, followed by or that include the words "believe", "expect", "project", "anticipate", "seek", "estimate" or similar expressions. Although it is believed that the expectations reflected in these forward-looking statements are reasonable, there is no assurance that the actual results or developments anticipated will be realised or, even if realised, that they will have the expected effects on the business, financial condition or prospects of the Issuer.

These forward-looking statements speak only as of the date on which the statements were made, and no obligation has been undertaken to publicly update or revise any outlook or forward-looking statements made in this Prospectus or elsewhere as a result of new information, future events or otherwise, except as required by applicable laws and regulations.

PERSONS RESPONSIBLE FOR THE INFORMATION GIVEN IN THE PROSPECTUS

I hereby certify, after having taken all reasonable care to ensure that such is the case, that the information contained in this Prospectus is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.

Icade
27, Rue Camille Desmoulins
92130 Issy les Moulineaux
France

Duly represented by:
Mrs. Victoire Aubry, in her capacity as *Membre du Comex en charge des Finances, du Juridique, des Systèmes d'Information et de l'Environnement de Travail*
On 26 February 2018

AMF | AUTORITÉ DES MARCHÉS FINANCIERS

Autorité des marchés financiers

In accordance with Articles L. 412-1 and L. 621-8 of the French *Code monétaire et financier* and with the General Regulations (*Réglement Général*) of the *Autorité des marchés financiers* (**AMF**), in particular Articles 211-1 to 216-1, the AMF has granted to this Prospectus the visa no. 18-061 on 26 February 2018. This Prospectus has been prepared by the Issuer and its signatories assume responsibility for it. In accordance with Article L. 621-8-1-I of the French *Code monétaire et financier*, the visa has been granted following an examination by the AMF of "whether the document is complete and comprehensible, and whether the information it contains is coherent". It does not imply that the AMF has verified the accounting and financial data set out in it and the appropriateness of the issue of the Notes.

REGISTERED OFFICE OF THE ISSUER

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France

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To the Joint Lead Managers
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France

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