REGISTRATION DOCUMENT

2014

we bring life to the city

ICADE

CONTENTS

ICADE

REGISTRATION DOCUMENT

2014

Including the Annual Financial Report

CHANGES MADE TO THE 2014 REGISTRATION DOCUMENT FILED WITH THE AUTORITÉ DES MARCHÉS FINANCIERS ON 2 APRIL 2015 UNDER NUMBER D.15-0284

This registration document, prepared by the issuer as at 8 April 2015, supersedes the previous version of the registration document filed with the AMF under number D.15-0284 on 2 April 2015 that included, on page 106, inaccurate compensation amounts in the table summarising compensation benefits and the stock options and shares granted to each executive corporate officer.

In fact, for 2014, the valuation of performance shares and/or bonus allocated during the financial year amounted to €800 instead of €844,000. As a result, the total amounted to €449,000 instead of €1,292,200.

Except for these corrections made to the table, no other changes were made in the preparation of the registration document.

AUTORITÉ DES MARCHÉS FINANCIERS

AMF

This registration document was filed with the Autorité des Marchés Financiers (French Financial Markets Authority – AMF) on 2 April 2015, in accordance with Article 212-13 of its General Regulations. It may be used to support a financial transaction if accompanied by a simplified prospectus approved by the AMF.

This document has been prepared by the issuer and its signatories therefore accept responsibility for its content. Copies of this registration document are available free of charge from the Company (35 rue de la Gare –75019 Paris) and on Icade's website (www.icade.fr) and the AMF's website (www.amf-france.org).

Pursuant to Article 28 of EC Regulation No. 809/2004 of 29 April 2004, this registration document includes by reference the following information, which the reader is invited to consult:

- The consolidated financial statements as at 31 December 2012 and the reports from the statutory auditors on these accounts, as they are presented on pages 68 to 143, 146 to 147 of the registration document filed with the AMF on 7 March 2013. An update of the registration document was filed on 28 August 2013.
- The consolidated financial statements as at 31 December 2013 and the reports from the statutory auditors on these accounts, as they are presented on pages 38 to 108, 109 to 110 of the registration document filed with the AMF on 27 March 2014.

2014 - A YEAR OF SUCCESS AND A PREPARED FUTURE

Nathalie PALLADITCHEFF,
interim Chief Executive Officer

From the integration of Silic to the leasing of 75% of the Eqho tower and the reopening of the Paris Zoological Park, 2014 was rich in operational, financial and human successes.

Operationally, in 2014, we saw the outcome of projects committed to for several years, like the Dock's in Strasbourg, the Vivani building in Nantes, the Garance and Pushed Slab buildings in Paris and even the Paris Zoological Park.

These successes are a taste of Icade's new adventures such as being awarded several tenders - the Montpellier high speed train station (Gare TGV), the French Rugby Federation stadium in Evry - as well as the launch of Ynfluences Square in Lyon and the many contracts awarded in Property Management and Asset Management, which make Icade the leading third-party asset manager in La Défense.

Financially, Icade's position and performance are strengthened by an active investment policy and over €460 million in sales.

In human terms, in 2014, Icade employees proved their diversity in terms of know-how and expertise, to whom we owe all of these successes. This diversity demonstrates the power and relevance of Icade's unique and original model: commercial property and healthcare property investment, housing, offices and public sector developer, a major player in Grand Paris and a supporter of major cities.

Through its unique model, Icade supports large cities and regions in their development, new modes of economic development and new uses for our partners.

To fully play its role, Icade must integrate the changes from modern world in its strategy, its methods and its offer. This is the purpose of the innovative approach [Icade]$^{+10}$, which aims to place innovation at the heart of the business, in its way of being, thinking and acting.

Launched in 2014, [Icade]$^{+10}$ offers three initiatives: the creation of the Hub - a true innovative community within Icade, which brings together over one third of its staff; the creation of the Start-up House - an incubator for ideas and an innovation accelerator for Icade; and an ongoing search for industrial and technological partners.

These initiatives will strengthen and enhance the areas that make Icade a major player in the city. Aware of its Corporate Social Responsibility, confident in its success and more ambitious than ever, Icade is calmly approaching this new stage in its development.

CHAPTER 1

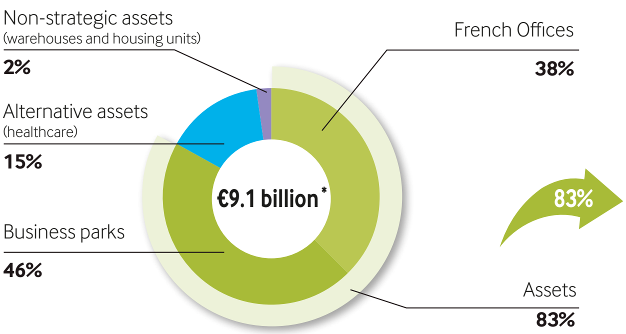
ICADE PRESENTATION

1. ACTIVITIES AND RESULTS

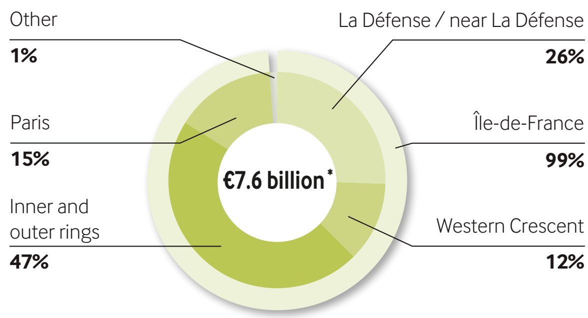
1.1. Key figures 2014

1.1.1. Property investment business indicators

PORTFOLIO DISTRIBUTION *(in %)*

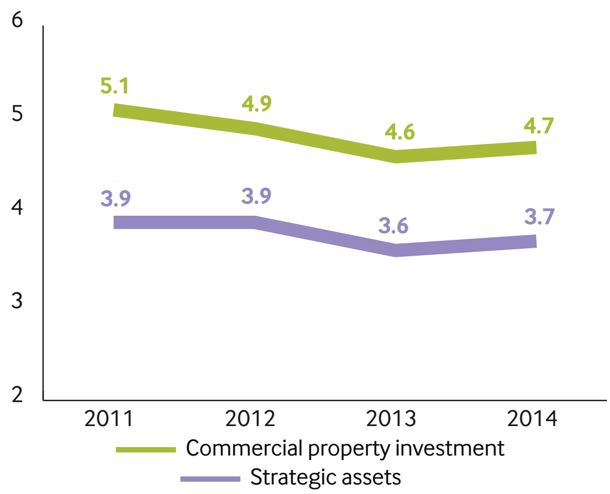


GEOGRAPHIC DISTRIBUTION OF THE OFFICES AND BUSINESS PARKS PORTFOLIO *(in %)*

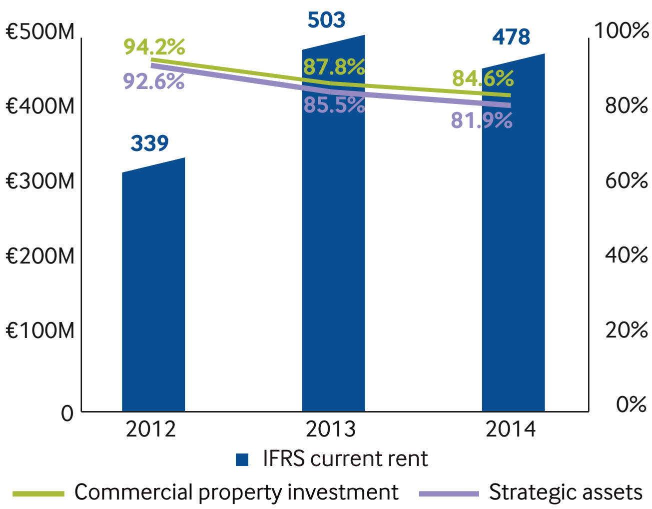


* *In proportion to stake in Icade Santé.*

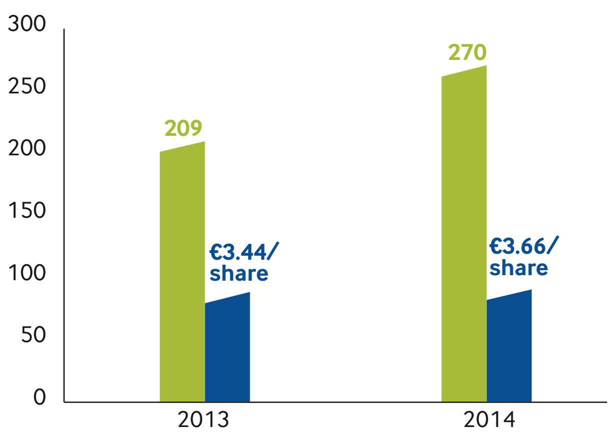
FIXED TERM RESIDUAL LEASES *(years)*



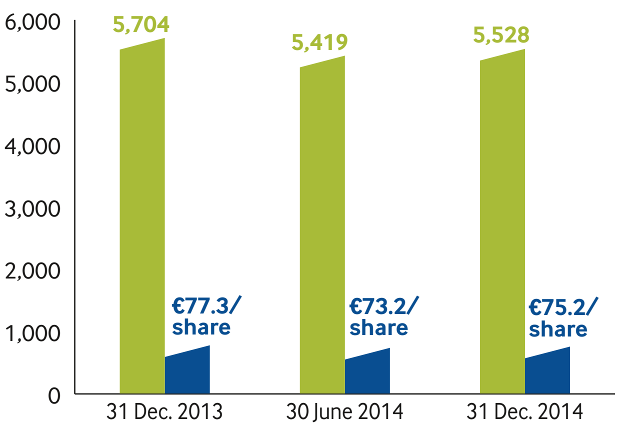
IFRS RENTS AND FINANCIAL OCCUPANCY RATE
(in € million and in %)



EPRA EARNINGS FROM PROPERTY INVESTMENT
(in € million and €/share)

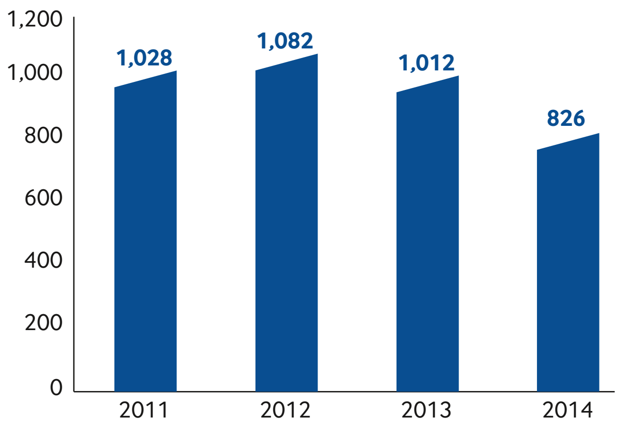


EPRA TRIPLE NET NAV *(in € million and €/share)*

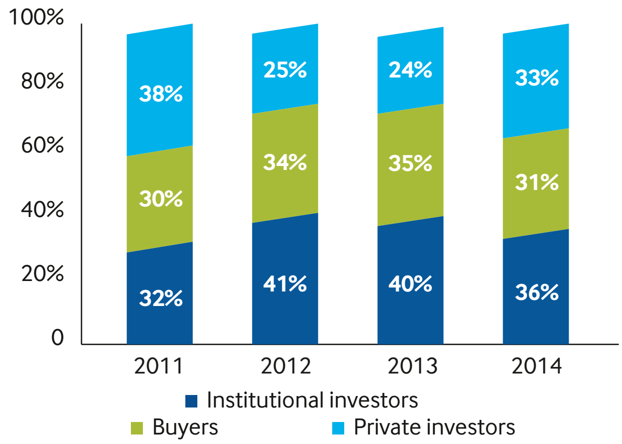


1.1.2. Property development business indicators

PROPERTY DEVELOPMENT BACKLOG *(€ million)*

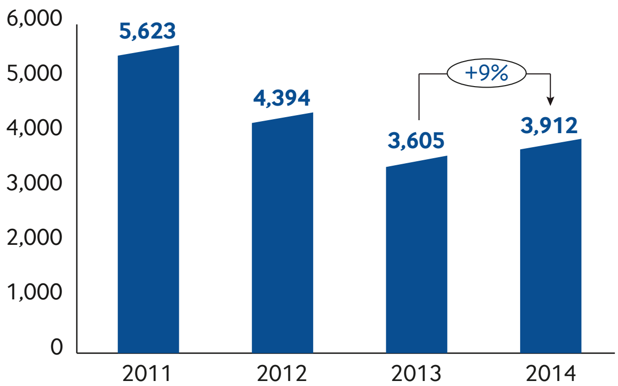


BREAKDOWN IN RESERVATIONS BY TYPE OF CUSTOMER *(in %)*

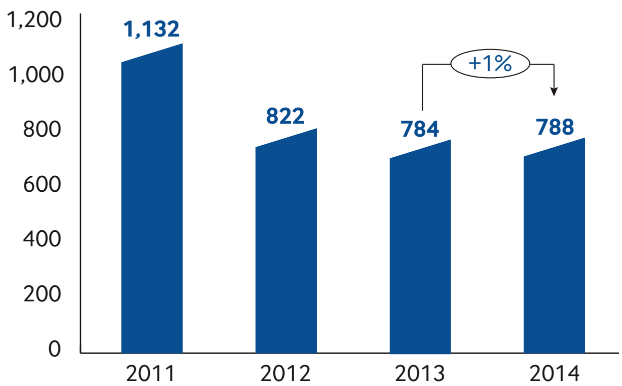


2014 NET RESERVATIONS

IN VOLUME *(Number of housing units and building plots)*

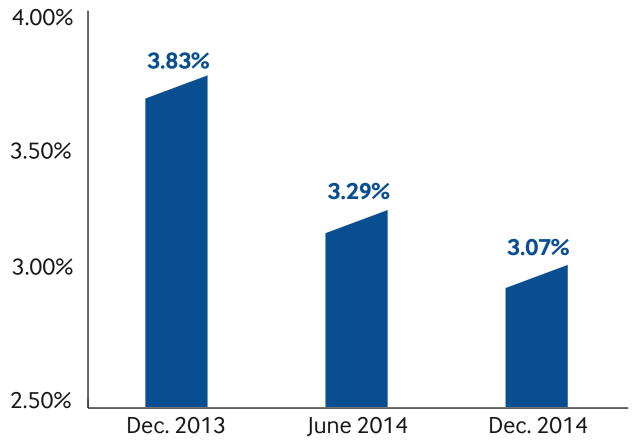


IN VALUE *(€ million)*

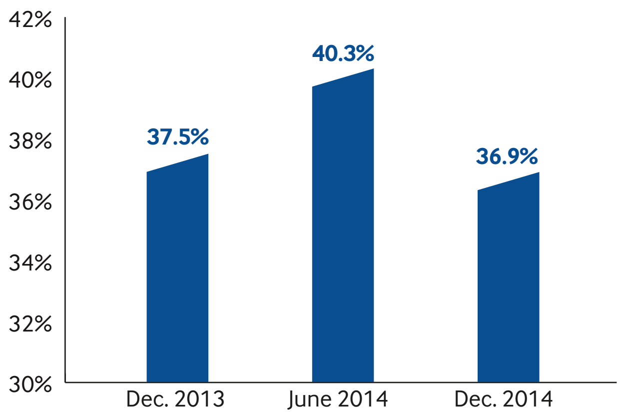


1.1.3. Financing indicators

AVERAGE COST OF DEBT AFTER HEDGING *(in %)*

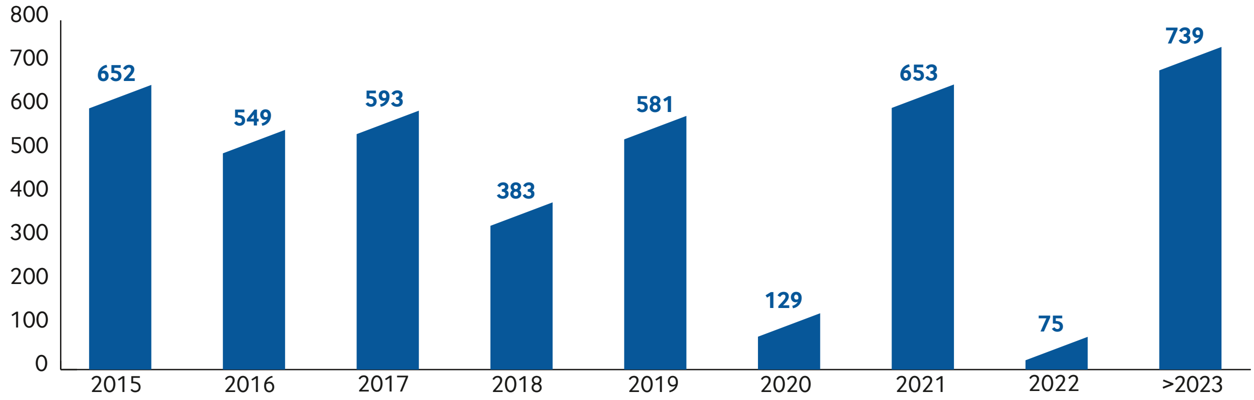


LOAN-TO-VALUE *(in %)* (*)



(*) *Integrates the value of the development and service companies as well as financial receivables from public-private partnerships.*

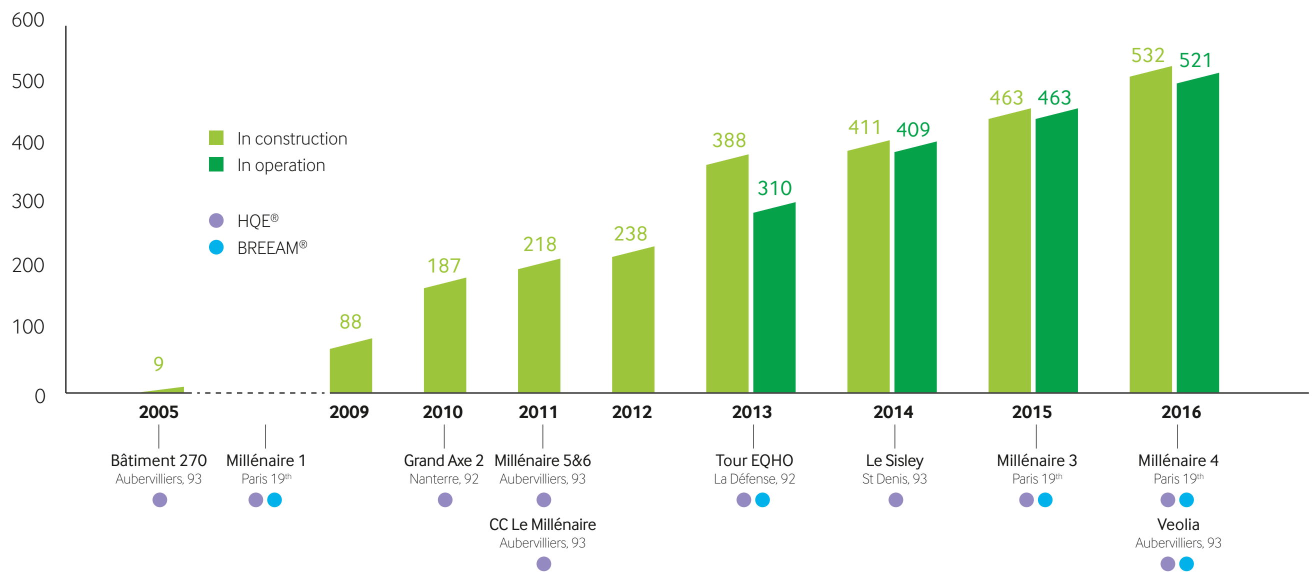
SCHEDULE OF DRAWN DEBT *(€ million)*



1.1.4. RSE indicators – CSR Environmental certifications

- All new property assets have at least HQE® certification since 2005 for buildings under construction and HQE® certification since 2009 for buildings in operation (even dual BREEAM® certification).
- In 2014, 76% of Icade floor area had ISO 14001 certification, with the 2016 target being 100%.

HQE CERTIFIED ASSETS – FLOOR AREA ***(in thousands of m²)***



Our commitment

1st Commercial property HQE® certification in 2005

1st Operating HQE® certification in 2009

1st Retail HQE® certification in 2011

1st Apartment building labeled BBC delivered in 2011

1st Development HQE® certification in 2012

In 2012, 98% of the OS of housing units were BBC

In 2013, 10 business parks were certified ISO 14001 over 1,158,000 m²

In 2014, 12 business parks were certified ISO 14001 over 1,751,058 m²

The share of HQE® Exploitation certified or BREEAM in use assets in operation represents 50.3% of mapped surfaces

All the Icade Property Investment programmes are at a minimum developed with HQE® certification (Millénaire 3, Veolia…)

An efficiency of assets for tenants

- Limited level of charge (consumption control, etc.)
- Optimised occupancy ratio (flexibility of the surface areas with options for expansion, etc.)

1

1.2. Highlights of the year

2013

31 DEC.

ICADE AND SILIC MERGER

2014

3 FEB.

DELIVERY OF THE **VIVIANI IN NANTES**

13 MARCH

LAUCHING OF **L'ÎLOT A3 LYON CONFLUENCE 2**

20 MARCH

IMPROVEMENT OF THE TERMS OF SIGNIFICANT PORTION **OF ICADE DEBT**

9 APRIL

SUCCESSFUL INVESTMENT OF THE **SECOND ICADE BOND ISSUE**

5 JUNE

ICADE AND KPMG SIGN A LEASE FOR **40,468 M² OF OFFICE SPACE IN EQHO**

10 JUNE

ICADE SIGNS WITH THE **MINISTRY OF THE INTERIOR** FOR **26,000 M² OF OFFICE SPACE IN PARIS 20E**

11 JUNE

ACQUISITION BY ICADE SANTÉ OF THE PREMISES OF **3 CLINICS OF THE MÉDIPÔLE SUD SANTÉ GROUPE**

13 JUNE

ICADE SANTÉ **WON THE BID PUT OUT BY CAPIO SANTÉ** FOR OUTSOURCING THE PREMISES OF 7 CLINICS

23 JUNE

DISPOSAL OF PRACTICALLY ALL OF **THE GERMAN PORTFOLIO**

29 JULY

ICADE WILL BUILD **THE NEW TGV TRAIN STATION IN MONTPELLIER**

17 OCT.

ICADE AND BANQUE DE FRANCE SIGN A LEASE FOR 5,616 M² OF OFFICE SPACE **IN EQHO**

11 DEC.

ICADE SOLD A PORTFOLIO OF **MR. BRICOLAGE STORES TO TIKEHAU CAPITAL ADVISORS**

22 DEC.

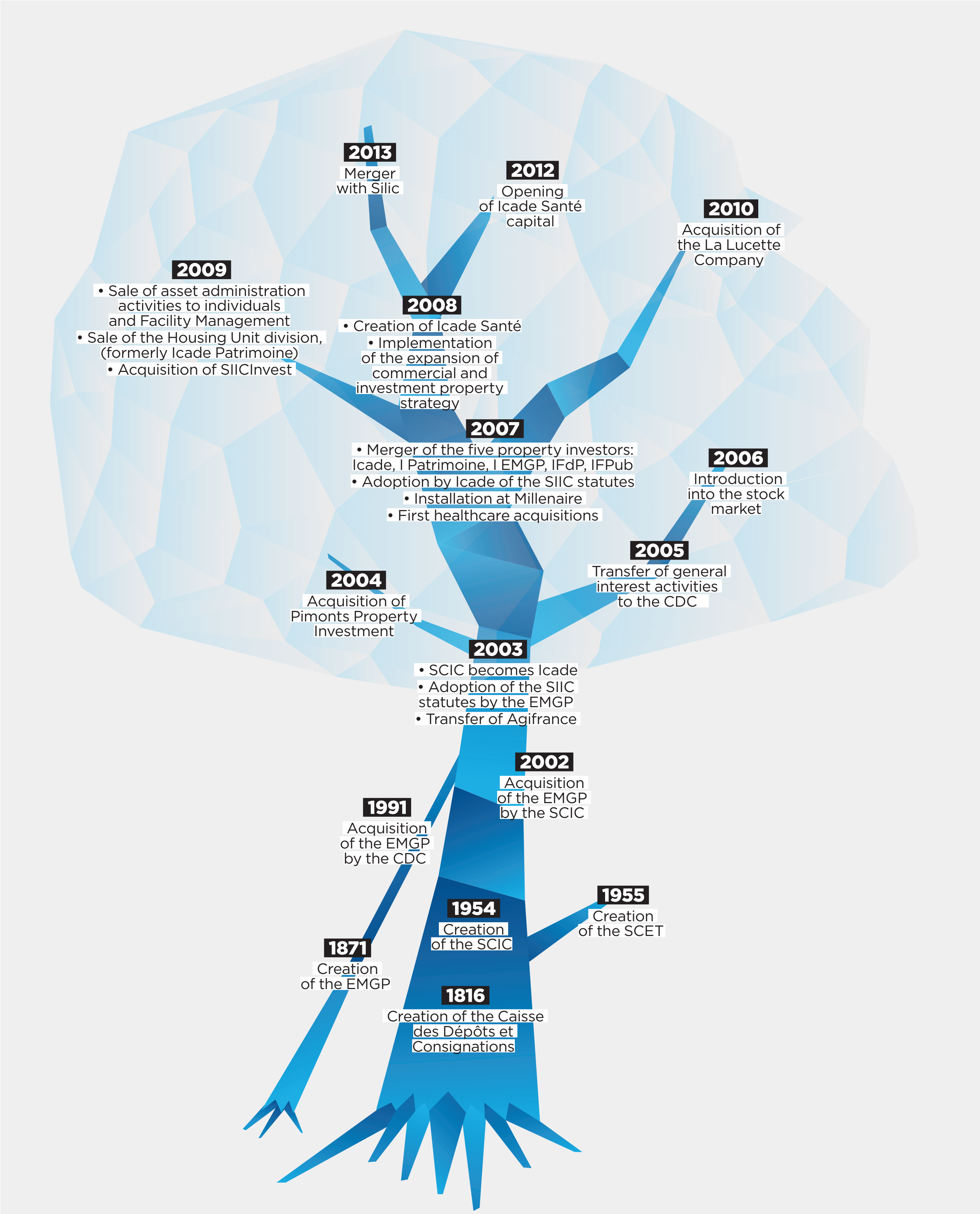
ICADE AND AIR LIQUIDE SIGN A LEASE FOR **9,955 M² OF OFFICE SPACE** IN THE EQHO TOWER

31 DEC.

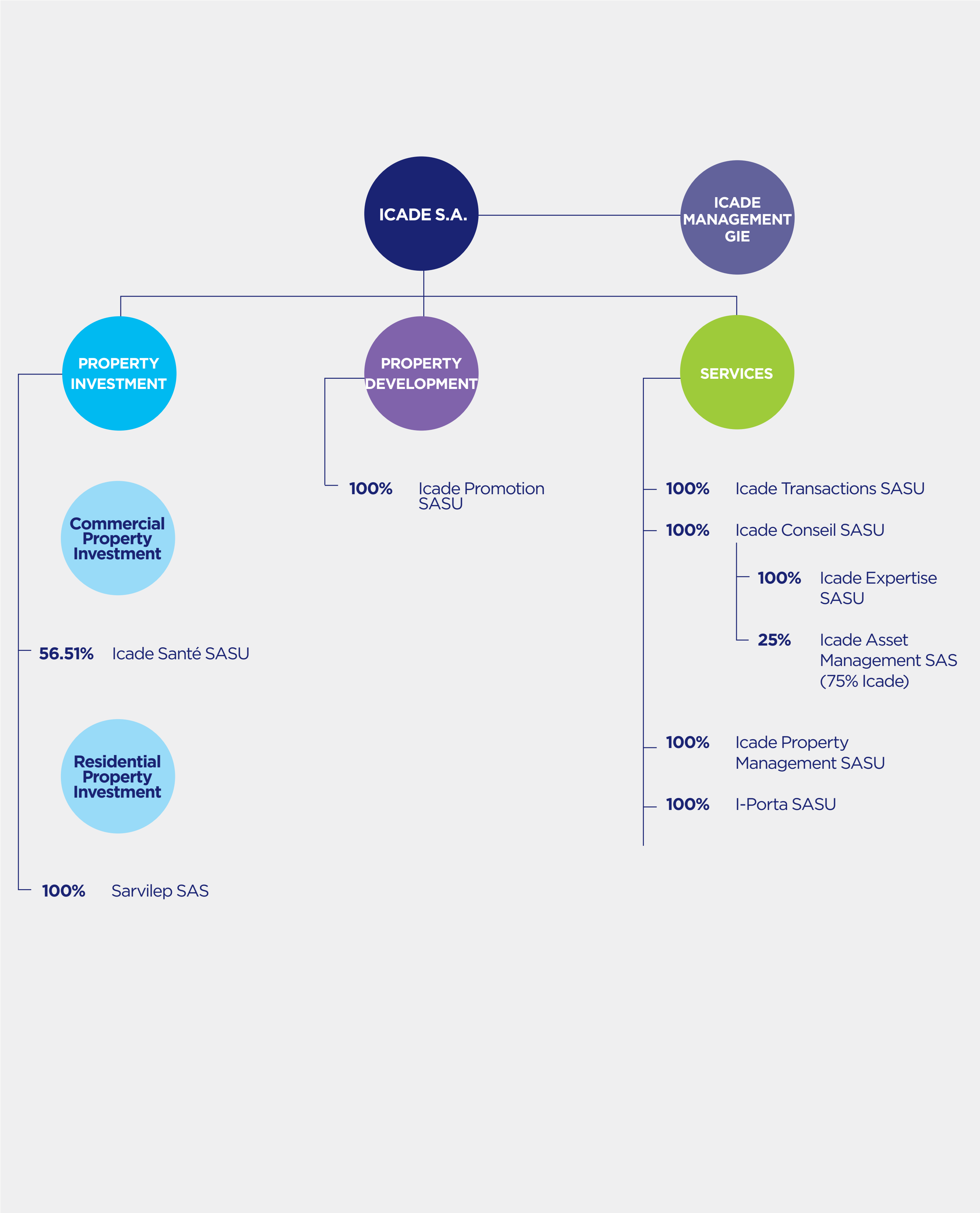
THE FRENCH GOVERNMENT ACQUIRED LE GARANCE, FROM ICADE, WHICH WILL HOUSE, WITH 26,000 M² OF MINISTRY OFFICE, **AN RATP BUS CENTER, A SCHOOL AND A DAY-CARE CENTRE**

2. GROUP PRESENTATION AND STRATEGY

2.1. Group history



2.2. Simplified legal organisational chart



1

2.3. Shareholding structure

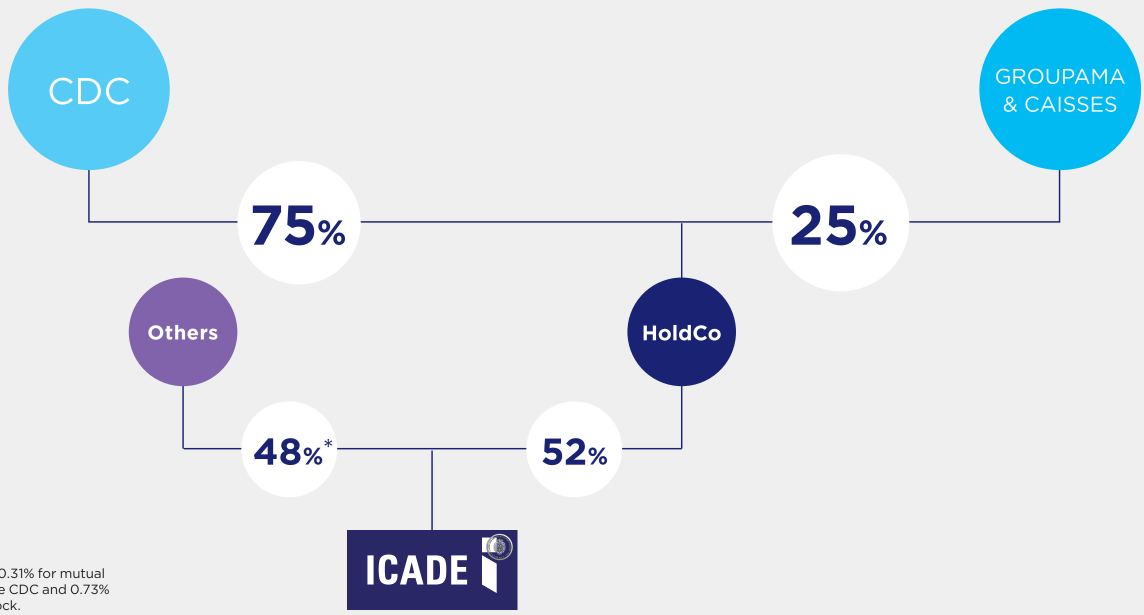
CAPITALISATION
at 31/12/2014
4,915.1 million

NUMBER OF LISTED SHARE
at 31/12/2014
74,022,386

DATA SHEET

ISIN Code	FR0000035081
Mnemonic	ICAD
Listing place	Euronext Paris – Euronext – Local Values
Market	Local values – Compartment A (Blue Chips)
Activity Sector (Euronext classification)	6570, Real Estate Investment Trusts
PEA (Share savings plan)	Not eligible (except for shares purchased before 21 October 2011)
SRD (Deferred Settlement Service)	Eligible
ICB Sectoral classification	ICB Industrial & Office REITS, 8671
Indices	SBF 120, CAC ALL-TRADABLE, Euronext 100, IEIF SIIC France, CAC All Shares, CAC Mid & Small, CAC Mid 60, CAC Financials, CAC Real Estate

SHAREHOLDERS AT 31/12/2014 (IN %)



* Including 0.31% for mutual funds by the CDC and 0.73% treasury stock.

2.4. Strategy

Icade is positioned as the top commercial property investor of Grand Paris. With the integration of Silic completed in 2014, our Group has implemented its strategy of refocusing its investment activity in offices which has raised it up to become a leader in Europe. It is now entering a new phase in its development.

Icade's growth is based on a balanced economic model which ensures the creation of long-term value. The core of this model is to hold and develop offices and business parks in Paris and in Ile-de-France, a region which ranks among the most liquid and deepest property markets in Europe. Icade offers a broad range of office space to its users with locations throughout the Grand Paris area near existing or planned main public transportation lines. Its assets range from traditional offices with the best market standards to business parks built with a campus feel with integrated services. The recent leases, especially in the EQHO tower in La Défense and in the Millénaire business park prove that the quality of the Group's assets corresponds to the expectations of the tenants. Economically, offices and business parks complement each other perfectly: the offices generate ongoing and secure revenue while constituting a source of funding for the development of business parks through their regular rotation; the parks have a major value creation potential over the long term because of their constructibility reserves of several hundred thousand square meters that are unparalleled in the sector.

Since 2008, Icade has also chosen to diversify its investment base by creating Icade Santé, which has become the leading property investor in healthcare establishments in France. This now mature class of assets generates recurring results based on elevated and practically non-cyclical returns.

Icade is also continuing its historical development activity over various segments: residential, commercial and the public and healthcare sector. In a difficult and regulated economic environment, it keeps its ranking among the national level first rate developers in supporting the projects of large French metropolises. While maintaining a cautious approach to business, the Group strives to offer the private and institutional investors programs in line with their expectations. Moreover, the number of contracts won in rental management and in asset management on behalf of third parties over the recent period are a reminder that Icade also remains a major player in the real estate services business being the top asset manager in La Défense.

Observing and analysing the current major changes and understanding and explaining these changes are at the heart of Icade's concerns so that its full offer is always in step with the changing needs of its customers and stakeholders. That is why Icade launched [Icade]$^{+10}$, an innovative approach bringing together all of its employees around the Icade Hub, a collaborative digital and physical laboratory open to everyone, a call for start-up candidates and the creation of the Start-up House in its Parc des Portes de Paris, and the closing of new industrial and technological partnerships. With this initiative, the entire innovation community at Icade now works towards imagining, designing and building the city, housing, office, healthcare and company of tomorrow.

CHAPTER 2

MANAGEMENT REPORT

1. ITEMS OF BUSINESS

1.1. Profit/(loss) and cash flows

1.1.1. Property Investment Income statement as at 31 December 2014

	31/12/2014			31/12/2013 restated		
(in millions of euros)	Property Investment (EPRA)	Other [(1)]	Total	Property Investment (EPRA)	Other [(1)]	Total
RENTAL INCOME	**556.0**	**-**	**556.0**	**450.9**	**-**	**450.9**
Charges from real estate	(2.4)	-	(2.4)	(1.5)	-	(1.5)
Rental charges not recovered	(33.2)	-	(33.2)	(14.7)	-	(14.7)
Charges on buildings	(2.3)	-	(2.3)	(16.6)	-	(16.6)
NET RENTAL INCOME	**518.0**	**-**	**518.0**	**418.1**	**-**	**418.1**
Margin (net rents/rental income)	***93.2%***		***93.2%***	***92.7%***		***92.7%***
Net functioning costs	**(52.8)**	**-**	**(52.8)**	**(29.8)**	**-**	**(29.8)**
Profit/(loss) from other activities	**0.4**	**-**	**0.4**	**-**	**-**	**-**
EBITDA	**465.7**	**-**	**465.7**	**388.3**	**-**	**388.3**
Amortization and impairment of operating assets	(8.0)	(6.3)	(14.3)	(9.6)	-	(9.6)
CURRENT OPERATING PROFIT/(LOSS)	**457.6**	**(6.3)**	**451.3**	**378.7**	**-**	**378.7**
Amortization and impairment of investment properties	-	(264.3)	(264.3)	-	(270.9)	(270.9)
Profit/loss from disposals	-	98.6	98.6	-	120.7	120.7
Impairment on acquisition differences	-	-	-	-	(3.2)	(3.2)
Share in profit/loss of equity-accounted companies	5.1	(6.6)	(1.4)	13.3	(11.3)	2.1
OPERATING PROFIT/(LOSS)	**462.8**	**(178.5)**	**284.2**	**392.0**	**(164.7)**	**227.3**
Cost of gross debt	**(149.5)**	**-**	**(149.5)**	**(145.9)**	**-**	**(145.9)**
Net income from cash and cash equivalents, related loans and receivables	15.6	-	15.6	12.2	-	12.2
Cost of net debt	(133.9)	-	(133.9)	(133.7)	-	(133.7)
Adjustment to value of derivatives and other discounting (ORNANEs)	-	(5.3)	(5.3)	-	8.5	8.5
Other financial income and charges	(5.1)	-	(5.1)	0.1	-	0.1
FINANCIAL PROFIT/(LOSS)	**(139.0)**	**(5.3)**	**(144.3)**	**(133.6)**	**8.5**	**(125.1)**
Corporate income tax	(6.9)	(0.2)	(7.1)	(10.9)	0.4	(10.4)
Net profit/(loss) – Property development, services, inter-group	**-**	**39.9**	**39.9**	**-**	**53.2**	**53.2**
NET PROFIT/(LOSS)	**316.9**	**(144.0)**	**172.8**	**247.5**	**(102.5)**	**144.9**
Net profit/(loss) – Share of non-controlling interests	47.0	(25.8)	21.2	38.2	(20.1)	18.0
NET PROFIT/(LOSS) – GROUP SHARE	**269.9**	**(118.2)**	**151.5**	**209.4**	**(82.4)**	**126.9**
Average number of shares in circulation, diluted			*73,735,312*			*60,865,381*
NET PROFIT/(LOSS) – GROUP SHARE (IN €/SHARE)			**€2.05**			**€2.08**

(1) The "Other" column groups the activities of Property Development and Services, the depreciation allowance of the investment properties, the profit/(loss) of the disposals, the conversion to fair value of financial instruments and ORNANEs, and other non-recurring items.

1.1.2. Cash flows

(in millions of euros)	31/12/2014			31/12/2013 restated		
EPRA Earnings from property investment	**269.9**		**269.9**	**209.4**		**209.4**
Net current cash flow from other activities		48.1	48.1		51.4	51.4
Group net current cash flow			**317.9**			**260.7**
(in euros per share)						
EPRA Earnings from property investment	***€3.66***		***€3.66***	***€3.44***		***€3.44***
Net current cash flow from other activities		*€0.65*	*€0.65*		*€0.84*	*€0.84*
Group net current cash flow			***€4.31***			***€4.28***

1.2. Activity and profit/(loss)

1.2.1. Highlights

Rental business

The financial year 2014 was marked by the near total leasing of EQHO tower space. In fact, in addition to the leasing in June 2014 of over 40,000 m^2 with the KPMG company, in the 2nd half of 2014, Icade announced the signing of two leases covering over 16,000 m^2 with exclusive tenants. The balance, which represents less than 19,000 m^2, is the subject of advanced negotiations.

In 2014, Icade also initiated renewals of 73,200 m^2, securing €14 million in rent over a fixed period of around five years.

Asset rotation

Investments made in 2014 amounted to €720 million, broken down as €250 million in development, €429 million in acquisitions (mainly in the healthcare portfolio) and the balance of €42 million on maintenance work on the portfolio.

The financial year 2014 was marked by the delivery of office buildings of close to 28,000 m^2. This was the case with the "Sisley" building in Saint-Denis (19,500 m^2, leased to the Siemens company) and the "Brahms" building on the Parc de Colombes (8,600 m^2, leased to Alcatel). The "Millénaire 3" building located in Paris 19 and pre-rented to the Ministry of Justice will be delivered in the first half of 2015.

In extending the disposals occurring during the year 2013, the year 2014 was characterised by the continued active optimisation of the portfolio of activities of Icade and the increased focusing of its assets on commercial property.

The total sales conducted over the year represent €481 million with an emphasis on:

- the total withdrawal from the German portfolio which represents €159 million over the year;
- completed sales of nearly €154 million for the non-strategic assets portfolio (block sales of residential units, the "Mr Bricolage" portfiolio, jointly-owned office space);
- disposals of mature assets for €117 million.

Concerning the commercial property development business, on behalf of the Ministry of the Interior, the agency France Domaine exercised the purchase option that it held at the end of the lease in the planned project signed in the first half-year with Icade for the "Le Garance" building in Paris 20 on 31 December 2014.

Financing strategy

Accelerated asset optimization has been continued in 2014, through the renegotiation of a significant share of bank debt (€875 million), the issuing of a new bond in particularly favourable conditions (€500 million for seven years), the strengthening of unused lines of credit, for a higher amount (€1,260 million) and accompanied by improved financial conditions, and lastly by the 3rd quarter launch of a commercial paper program (graded A2 by Standard & Poor's).

The goal of lowering the cost of debt by 40 to 60 basis points in 2014 was surpassed with an average rate of establishment at 3.07% *versus* 3.83% as at 31 December 2013.

Portfolio

On a like-for-like basis, the value of all the entire portfolio is slightly down ((0.3)%) with respect to 2013. Compared with 30 June 2014, this change is, in contrast, positive by 0.6%, particularly considering a compression of rates noted in Paris and in the first rim suburbs.

Continuing the trend observed in the 1st half-year, the value of Parcs des Portes Nord de Paris improved by 7.8% over the past year, which validates the development strategy of this area.

The value of EQHO has again appreciated in the second half-year with a positive change of 4.2%, *i.e.*, annual growth of +5.5% compared with 31 December 2013, because of signings occurring during the year.

1.2.2. Outlook

In 2015 and 2016, Icade should see an increase in its EPRA Earnings from property investment, through the marketing of EQHO and the delivery of secured projects (le Monet in Saint-Denis in 2015 and the head office of Veolia in Aubervilliers in 2016).

2015 EPRA Earnings from property investment, and therefore the 2015 dividend, should be up slightly compared to 2014:

- thanks to increased marketing efforts across the whole portfolio in order to raise the financial occupancy rate above 90%;
- thanks to control over operational costs, particularly under the effect of cost synergies as a result of the merger with Silic;
- in spite of the likely acquisition of "Millénaire 3" by the French Government;

- maintenance of LTV at around 40% and the continued reduction of the average cost of debt through greater financial disintermediation.

2015 Group net current cash flow will change related to the performance of the property development activity.

1.2.3. Property Investment Division

1.2.3.1. Portfolio presentation

The assets of Icade's Property Investment Division represent over 2.7 million m² of leasable floor space. It is primarily composed of offices, business parks and health care establishments. Finally, residually, Icade owns a very small number of non-strategic assets, such as warehouses and dwellings.

Portfolio breakdown in leasable surface areas

	Strategic assets			Alternative assets portfolio			
Geographic region *(in m²)*	**Business parks**	**Offices**	**Sub-total**	**Healthcare (1)**	**Non-strategic assets portfolio**	**Total**	**%**
Paris	144,142	17,174	161,316	2,644	-	163,960	6.05%
La Défense/Near La Défense	87,617	288,994	376,611	-	-	376,611	13.89%
Other Western Crescent	62,746	84,070	146,816	-	-	146,816	5.41%
Inner Ring	364,350	112,964	477,314	10,695	-	488,009	17.99%
Outer Ring	790,408	42,721	833,129	58,760	15,915	907,804	33.47%
Regional	-	30,993	30,993	525,216	72,736	628,945	23.19%
COMMERCIAL PROPERTY INVESTMENT	**1,449,263**	**576,916**	**2,026,179**	**597,315**	**88,651**	**2,712,145**	**100.00%**
%	53.4%	21.3%	74.7%	22.0%	3.3%	100.0%	

(1) In proportion to Icade's stake in Icade Santé (56.5%).

Strategic assets portfolio

Description of the portfolio

- Offices

Icade owns office buildings (with a total area of 610,000 m² including 33,600 m² being restructured) primarily in Paris, the Western Crescent and Villejuif.

In 2014, Icade delivered a building in Saint Denis (Sisley) of 19,500 m² leased entirely to Siemens.

On the other hand, Icade sold six office buildings with a total area of 26,900 m² (the Link Building in Paris with 10,650 m², three ground floor shops in Montpellier with 2,700 m² and two buildings in Cap Breton with 13,550 m²).

- Business parks

Additionally, Icade holds business parks located in Paris 19, Saint-Denis, Aubervilliers, Rungis, Naterre-Seine, Paris-Nord, Colombes, Cergy, Antony, Every, Villebon and Fresnes, *i.e.*, 1,555,700 m² including 106,400 m² being restructured. The business parks stand out for their high organic development potential. That is why the Commercial Property Investment Division is concentrating a significant proportion of its medium-term investments in this segment, both for the refurbishment of existing assets and the construction of new assets. This business is a future cash flow generator and a significant value creator.

In 2014, Icade delivered a building in Colombes (Brahms) with 8,600 m² leased entirely by Alcatel. Icade also acquired the 50% of office buildings held by Klépierre in the Millénaire 5 and 6 buildings (8,500 m²) located in the Parc du Millénaire in the north of Paris.

On the other hand, Icade sold three buildings with area of 16,300 m² including two in Fresnes and one in Évry.

Market context

Investment in business real-estate: strength due to mega-deals

At the end of 2014, there were €22.6 billion which have been compiled in France, with close to 7.9 billion exchanged in the 4th quarter. The year 2014 returned to the pre-crises levels of 2006.

The segment of deals greater than €200 million has alone concentrated over 46% of the total commitments. In total, although the volumes exchanged grew to around 40% between 2013 and 2014, the number of transactions has shrunk by 20%, confirming the lack of offers.

In 2014, France had the best performance among the large mature European markets. Paris inner city remains a strong place for secured real-estate investment with €6.5 billion commitments in offices (44% of the total). The focus on secured buildings remains tight. In fact, the "core" assets attracted 65% of the office commitments in 2014, *versus* 58% in 2013.

On the other hand, the off-plan sales market, after a subdued new-year start, has picked up over the last months in very targeted locations in the Paris market. *(Source: CB Richard Ellis).*

Like the offices which concentrated 65% of the volumes exchanged with €14.6 billion, the retail property segment has done very well with performance surpassing 27% of the total France with €6.1 billion in commitments. Finally, the investment in industrial and logistics with €1.8 billion, is slightly down over one year (8%). *(Source: CB Richard Ellis).*

The offices: A market in full recovery over the entire year

The year 2014 was characterised by the compression of "prime" returns, a result of the traditional weakness of the cost of money. The Parisian "prime" rate of return now totals 3.75% for the offices. This rate crash spread to the best locations of the Western Crescent, to the North and South rings and the outer ring, but a hierarchical organization remains.

The "prime" rental rate of return henceforth ranges from 3.75% to 5.00%. The offices of the Parisian CBD are now positioned on the same level as London. The appeal of real-estate is much stronger than the OAT returns which passed under the 1% bar at the start of December 2014.

The rates for La Défense are between 5.25% and 6.50%, for the Western Crescent between 4.65% and 8.75%, for the inner ring, between 5.25% and 8.75% and elsewhere in France between 5.40% and 8.00%.

Demand placed above 13% compared to 2013

The volume of demand placed on offices in IDF (Île-de-France) totalled 2.1 million m^2 over the entire year 2014 ; the office market in this area posted an increase of 13% compared to 2013 but volumes remain 8% below their 10-year average.

The niche for hypermarkets greater than 5,000 m^2 jumped 26% in 2014 with 62 transactions for 826,800 m^2 (*versus* 53 transactions in 2013 totalling 655,500 m^2). The small and medium segment (less than 1,000 m^2) also performed well (+8%), while the intermediate market between 1,000 m^2 and 5,000 m^2 posted a limited annual increase of +1%.

Across the market as a whole, 40% of surface areas leased in 2014 were new or restructured offices (stable compared to 2013: 41%). Among all of the geographic sectors of Île-de-France, La Défense showed the strongest dynamism in 2014 with 234,800 m^2 placed, the highest since 2008. *(Source: CB Richard Ellis).*

Immediate supply increased by 2.5% over one year, to 4 million m^2 as at 1 January 2015. The vacancy rate in the Grand Paris area remained stable, on average at 7.2% for Île-de-France (5.1% in Paris, around 12% in La Défense and in the Western Crescent). The share of new or restructured area in immediate inventory represents 20%, a relative stable proportion for several years.

The geographic and structural disparities remain significant. Out of all the sectors, it is the peripheral locations and especially those in the West (La Défense and the Western Crescent) which concentrate 54% of the new and restructured supply in the region and 48% of the inventory > 5,000 m^2.

The face values for leases in Île-de-France have stabilised but vary from one sector to another.

In Paris, the stable level of available inventory keeps rental values stable even though the peripheral markets push the face values and especially economics lower. The average weighted face rent in Île-de-France for new, restructured or refurbished space totalled €297/m^2/year excluding taxes and charges at year-end, stable compared to 2013 (€294/m^2/year before taxes and charges at the end of 2013).

The incentives remain elevated in all sectors, on the order of 20% for transactions > 1,000 m^2.

The average "prime" rent in Paris Centre West totalled €687/m^2/year excluding taxes and charges, *versus* €707/m^2/year excluding taxes and charges in 2013. In La Défense, progressive leasing of new and restructured assets delivered during the last 18 months has increased the "prime" rent to €498/m^2/year excluding taxes and charges, *versus* €442/m^2/year excluding taxes and charges in 2013. In the Western Crescent, significant transactions have led to an increase, €459/m^2/year excluding taxes and charges, *versus* €438/m^2/year excluding taxes and charges in 2013. *(Source: CB Richard Ellis).*

Alternative assets portfolio (Icade Santé)

Description of the portfolio

The leader in its market, Icade has become a major player in healthcare since 2007 by building up a property portfolio of 71 establishments, featuring:

- assets that are instant cash flow generators;
- initial fixed lease terms of 12 years and a residual term of 8.8 years as at 31 December 2014;
- high rental margin rates (net/gross rent).

For the development and management of Icade Santé, Icade benefits from a team and expertise recognised on the market.

In 2014, Icade acquired 12 healthcare establishments for a total of €390.5 million.

In order to support its growth and maintain the Group's key balance sheet ratios, Icade Santé successfully opened €250 million of its capital, during the 1st half of 2012 to three institutional investors (Crédit Agricole Assurance, BNP Paribas Cardif and CNP Assurances). At end-2012, a second capital increase of €155 million was carried out, to support investments in the 2nd half of the year (including €45 million provided by Icade). In July 2014, a new capital increase was carried out for a total of €190 million with OPCI Messidor, C-Santé, Holdipierre, MF Santé and SOGECAPIMMO and Icade (€107 million).

As at 31 December 2014, Icade's stake in Icade Santé stood at 56.5%.

Market context

A market of monovalent assets with a long term investment horizon

Two types of assets are usually distinguished on the healthcare real estate market:

- the health establishments that are short-stay in medical, surgery and obstetrics (MCO) or medium-stay which are for psychiatric or after care and re-habilitation (SSR);
- the medical-social establishments, namely elderly care homes (Housing Establishments of Dependent Elderly Persons or Ehpad), retirement homes (Housing Establishments for Elderly Persons or EHPA) and residence services.

These monovalent assets are of various property natures, sometimes with large areas of medical and technical capacities and sometimes mainly housing structures.

The leases signed on these assets are predominantly for a duration of 12 years fixed and all the charges are recoverable by the tenants (including major works falling under Article 606 of the French Civil Code). However, since the publication of the French law 2014-626 dated 18 June 2014 on commercial leases (the Pinel law) and the entry into force of the decree specifying the law in matters of division of the charges, major works falling under Article 606 of the French Civil Code are now the responsibility of the lessor in new leases signed on or after 5 November 2014, In the scope of externalisations, undertaking of works and guarantees are then taken or contributed by the sellers.

A class of assets created the growing interest of numerous investors

Healthcare property has long been a niche gathering few investors or narrowly tied to the operators of establishments. Yet, with the research of diversification towards property assets procuring stable long-term rents, attractive returns and low risk of vacancy, the interest and the number of players has greatly increased in healthcare property.

Icade Santé, the market leader specialising in healthcare assets (MCO, SSR and psychiatric facilities), Gecimed (a subsidiary of Gecina), Foncière des Murs and Cofinimmo (a Belgian REIT) are the primary investors in France.

In the last few years, several asset managers have also greatly contributed to the increased market activity in 2014: BNP PARIBAS (Health Property Fund 1), PRIMONIAL (Primovie), Swiss Life REIM and also La Française.

Last, international property investment companies – notably North American – specialised in the healthcare sector have also made investments in Europe and are interested in France.

Rare products that lead to rate compression
(Source: Jones Lang Lasalle).

The healthcare real-estate market is now characterised by increased demand on the part of investors. The supply of quality assets is limited and even primarily related to the externalisations of the operators who participate in the concentration of the sector or through sales of premises and business assets carried out by the doctors (primary market).

After a year 2013 in retreat in terms of investment volume (around €450 million compared to €650 million in 2011 and 2012), the year 2014 posted an investment volume of over €620 million.

This rise is not only the reflection of large operator externalisation transactions (Capio, Médipôle Partenaires) which have continued, but also of a record number of transactions on the secondary market which represent close to 40% of total volume. This increase in transactions between investors is the reflection of a growing maturity of the market.

The current "prime" rate of return (new or excellent condition for establishments nicely positioned in dynamic pools, excluding Paris) is about 6.40% to 6.60% for medical, surgery, obstetrician clinics and 5.50% for Housing Establishments of Dependent Elderly Persons (Ehpad).

Non-strategic assets portfolio

In 2014, Icade continued its policy of refocusing its activities around strategic assets proceeding with the sale of all of its assets located in Germany and its "Mr Bricolage" retail business. It also sold a warehouse in Besançon (73,660 m^2) and 122 dwellings.

Thus, Icade still residually holds warehouses and dwellings.

1.2.3.2. Key figures as at 31 December 2014

Key figures for Property Investment

(in millions of euros)	31/12/2014	31/12/2013 restated	Change
Rental income	556.0	450.9	+23.3%
Net rental income	518.0	418.1	+23.9%
Margin (net rents/rental income)	93.2%	92.7%	
OPERATING PROFIT/(LOSS)	**284.2**	**227.3**	**+25.1%**
Financial profit/loss	(144.3)	(125.1)	+15.3%
Profit tax	(7.1)	(10.5)	(32.4)%
Net profit/(loss) Property Investment	132.9	91.7	+44.9%
NET INCOME GROUP SHARE PROPERTY INVESTMENT	**113.8**	**75.0**	**+51.7%**
EPRA earnings from property investment	269.9	209.4	+28.9%
or in €/share	*€3.66*	*€3.44*	*+6.4%*

Development of Property Investment rental income

(in millions of euros)	31/12/2013 restated	Acquisitions/ Deliveries	Disposals/ restructuring	Indexing	Rental business	31/12/2014	Variation on a like-for-like basis
France Offices	138.0	35.5	(2.2)	0.6	(0.2)	171.7	0.3%
Business parks	147.9	70.4	(0.8)	0.4	(2.2)	215.8	(1.2)%
STRATEGIC ASSETS	**285.9**	**105.9**	**(3.0)**	**1.0**	**(2.4)**	**387.5**	**(0.5)%**
ALTERNATIVE ASSETS	**123.9**	**17.0**	**-**	**1.0**	**(0.1)**	**141.7**	**0.7%**
NON-STRATEGIC ASSETS	**46.7**	**-**	**(14.7)**	**-**	**0.6**	**32.7**	**1.3%**
Intra-group Property Investment businesses	(5.6)	(0.1)	-	-	(0.3)	(5.9)	5.3%
RENTAL INCOME	**450.9**	**122.8**	**(17.7)**	**2.0**	**(2.2)**	**556.0**	**(0.0)%**

Rental income generated by the Property Investment Division during the financial year 2014 accounts for €556.0 million, or an increase of €105 million in rent, up 23.3% compared to 2013.

On a like-for-like basis, rental income is stable.

- Changes in scope of consolidation: +105.1 million
  - Or €122.8 million in additional rent related to acquisitions and deliveries including:
    - €96.8 million for the Silic acquisition;
    - €17.0 million for the clinics acquired in 2013 and 2014;
    - €5.0 million for the acquisition of f 50% of the offices held by Klépierre in the Millénaire 5 & 6 buildings;
    - €3.2 million for the delivery of the Sisley building in Saint-Denis leased entirely to Siemens.
    - €0.8 million for the delivery of the Brahms building in Colombes leased entirely to Alcatel.
  - Asset disposals led to a decrease in rental income of €16.8 million, revolving around the sale of non-strategic assets for €14.7 million for non-strategic assets (warehouses, offices in Germany, shops and dwellings) and mature strategic assets for €2.2 million.
  - Restructurings were accompanied by a loss of rental income of €0.8 million.
- Like-for-like basis: (0.2) million
  - The variation of indices represents an increase in revenue of €2.0 million.
  - Meanwhile, rental activity presents a negative net balance of €2.2 million, which breaks down as follows:
    - €(2.8) million for several rent renegotiations in the parks, primarily conducted successfully in exchange for an extension of lease terms and a reduction in rents, illustrating Icade's ability to build loyalty among its tenants despite them being aggressively pursued by the competition;
    - +€0.6 million including €(0.3) million for the flow of entries and exits especially in the parks and warehouses and +€0.9 million for an exceptional asset accounted for in 2013.

Net rent from the Property Investment Division for the year 2014 totalled €518.0 million, *i.e.*, a margin rate of 93.2%, almost stable compared to 2013 (+0.5 point).

	31/12/2014		31/12/2013 restated	
(in millions of euros)	Net rental income	Margin	Net rental income	Margin
France Offices	158.7	92.4%	126.9	92.0%
Business parks	191.8	88.9%	133.5	90.3%
STRATEGIC ASSETS	**350.5**	**90.5%**	**260.4**	**91.1%**
ALTERNATIVE ASSETS	**140.0**	**98.8%**	**122.4**	**98.8%**
NON-STRATEGIC ASSETS	**21.8**	**66.6%**	**32.2**	**69.0%**
Intra-group property investment businesses	5.8		3.1	
PROPERTY INVESTMENT DIVISION	**518.0**	**93.2%**	**418.1**	**92.7%**

- The rate recovery on strategic assets decreased slightly mainly because of the decline in the occupancy rate in the sites of the outer ring and mainly Rungis and Paris-Nord.
- Non-strategic assets have seen their rates decline 2.4 points, particularly in the warehouses after the sale of the completely occupied Besançon warehouse.

The **financial profit/(loss)** of the Property Investment Division as at 31 December 2014 totalled €(144,3) million *versus* €(125.1) million as at 31 December 2013. This change can mainly be explained by the increase in debt related to Silic's integration into Icade's consolidation as at 22 July 2013 (see chapter 2, paragraph 1.5.: "Financial Resources").

The **duplicate Corporate income tax charge** from the Property Investment Division as at 31 December 2014 totalled €(7.1) million, down €3.4 million compared to 31 December 2013. This change can be explained by a significant drop in the taxable activity in the German scope following the asset disposals occurring between 2013 and 2014.

After accounting for the items above, **EPRA Earnings from property investment** reached €269.9 million (€3.66/share) as at 31 December 2014, *versus* €209.4 million as at 31 December 2013 (€3.44/share).

1.2.3.3. Rental activity from the Commercial Property Investment Division

Classes of assets	Leasable space *(in m²)*	Leased space *(in m²)*	Financial occupancy rate *(in %)*	Index-linked IFRS Rental Income *(in € million)*	Fixed residual term of leases (1) *(in years)*
France Offices	576,916	469,119	80.3%	171.9	4.3
Business parks	1,449,264	1,215,288	83.1%	214.3	3.1
Healthcare	597,315	597,315	100.0%	88.7	8.8
Warehouses	88,651	68,382	81.8%	2.7	2.6
COMMERCIAL PROPERTY INVESTMENT	**2,712,146**	**2,350,104**	**84.6%**	**477.6**	**4.7**

(1) Total rents reported for the term of the lease.

2

New signings

For Icade, the year 2014 was characterised by intense commercial activity, both in the first and second half-years with strong commercial success, especially in La Défense. Reflecting the rental market in Île-de-France, Icade noted a resumption of signings greater than 5,000 m². Icade has recorded signing of 127 new leases concerning close to 146,200 m² (including 123,700 m² in the strategic portfolio) and representing €46.4 million in facial rent including 73% effective in 2015. Thus, this commercial dynamism will bear its fruit in the 2015 financial indicators.

The main signings revolved on the leasing of:

- 76% of the space in the EQHO tower concluded with the signing of three leases: 40,468 m² leased to KPMG in April 2015 for a fixed term of 12.5 years, 9,955 m² leased to Air Liquide in August 2015 for a term of nine years and 5,616 m² leased to La Banque de France in September 2015 for a term of nine years;
- 5,616 m² leased to Tarkett including 1,872 m² in Icade's share in Tour Intiale building in La Défense (effective date 1 March 2105);
- 5,018 m² leased to QVC in the Gardinoux building in the Portes de Paris (effective date 1 January 2015);
- 2,817 m² leased to Xerox in the Exelmans building in the Paris Nord (effective date 1 March 2015);
- 2,740 m² leased to the Ministry of Justice in the Millénaire 2 building (effective date 1 April 2015);
- 2,539 m² in the European building in Évry leased to the La Direccte company (effective date 1 September 2014);
- 2,524 m² of the Millénaire 2 building leased to the Regional Health Agency (Agence régionale de santé) (effective date 25 March 2014);
- in the non-strategic portfolio, three leases were signed for a total area of 22,500 m².

Tenant departures

Departures corresponded to 152,900 m² and represented €28.4 million in lost rent. 40,100 m² of this space was not re-leased because a restructuring or construction project is planned.

In the scope of the offices, the tenant departures concerned 18,030 m².

- 2,604 m² in the space of the Défense1 building to be restructured in view of housing the Campus La Défense project. Most of these tenants were transferred in the Axe Seine transaction.
- 4,816 m² (in proportion to holding) in the Tour Initiale in La Défense (Nexity tenant).
- 3,236 m² in the Défense2 building including 1,980 m² related to the Socomie employees who were transferred to Millénaire 1.

For business parks, the number of tenant departures during the financial year stood at a significant 126,300 m². The Rungis and Paris Nord sites had a significant but anticipated tenant turnover. The year 2014 was marked by the exit of 16 leases whose areas exceeded 2,000 m², *i.e.*, a total of 69,400 m² including two leases with an area over 12,000 m².

- Mondelez in the "Saarinen" building in Rungis for an area of 12,773 m².
- Alcatel in the "Bourgognes" building in Colombes for an area of 17,924 m², Alcatel having leased 8,614 m² in the "Brahms" building in Colombes delivered in the 3rd quarter 2014.

Finally, thanks to the efficiency of the asset management teams, numerous surface areas vacated in 2014 have been or are about to be re-leased. The property investment teams' activity also led to the renewal of 73,200 m² of surface areas, under less favourable rental conditions ((16)%), although securing €14.4 million over a fixed period of approximately five years.

The **vacant space** as at 31 December 2014 stood at 362,000 m² and €90.1 million in potential rent. 71,600 m² of this space has been pre-leased effective in 2015.

- The EQHO tower alone represents €35.6 million, or close to 40% of the total potential rent and in area of 79,000 m², 56,000 m² of which is pre-leased.
- The business parks represent €45.8 million, including €13.9 million in the area of Rungis (including €3.3 million in the Saarinen building following the departure of the Mondelez tenant in the 4th quarter 2014) and 7.7 million in Nanterre Seine (including €4.4 million in the Axe Seine building).

The average fixed term of the leases is 4.7 years and slightly less in the offices because of the maturity in 2015 of four leases of the AXA tenant for a total area of 75,400 m².

As at 31 December 2014, the 10 largest tenants accounted for total annual rents of €138.6 million (35.6% of annual rents from assets excluding Healthcare).

The financial occupancy rate at 84.6% as at 31 December 2014 is down 3.2 points in comparison to 31 December 2013 (87.8%).

This change is related to a combination of several factors:

- offices: the drop in the occupancy rate of 3.4 points is related to the impact of the restructuring start-up and non-leasing of space in December 2014 in the PB5 building in La Défense;
- business parks: the drop in occupation has penalised the financial occupancy rate by 3.9 points, notably in the Rungis parks ((9.5) points) and Paris Nord ((8.5) points). The exit of Mondelez in Rungis has negatively impacted the Rungis rate by (5) points.

The leasing of 56,040 m² of the EQHO tower whose effect in 2015 will bring the financial occupancy rate to 88.9%, *i.e.*, a rise of 4.3 points and 11.4 points in the occupancy rate of the offices.

Schedule of leases per business in annual rents (in millions of euros)

	France Offices	Business Parks	Healthcare	Warehouses	Total	Share of total
2015	55.9	41.3	-	0.7	97.9	20.5%
2016	15.8	56.8	0.2	0.6	73.4	15.4%
2017	15.1	40.7	-	0.8	56.6	11.9%
2018	18.9	15.9	-	0.2	35.0	7.3%
2019	9.6	18.1	3.1	-	30.8	6.4%
2020	4.3	8.9	15.1	0.2	28.5	6.0%
2021	25.9	15.7	3.8	-	45.4	9.5%
2022	3.5	7.0	4.5	0.2	15.2	3.2%
2023	5.8	4.8	17.6	-	28.2	5.9%
>2023	17.1	5.1	44.4	-	66.6	13.9%
TOTAL	**171.9**	**214.3**	**88.7**	**2.7**	**477.6**	**100.0%**

Among the leases maturing in 2015, five leases represent close to 40% of the potential exits in rents, four of which are the subject of advanced renegotiation in favour of renewal. The AXA tenant concentrates a total area of 75,400 m² including 57,800 m² which are in the process of re-negotiation.

Excluding these four leases, the total maturing in 2015 stands at €66.4 million. Based on the turnover of tenants observed in previous financial years, only 25% to 30% of potential exit options are actually exercised. There is therefore a strong possibility that a significant share of tenants with an exit option in 2015 will decide not to exercise this right and opt to extend their lease for a new three-year period.

The business park users, especially in the former Silic portfolio, occupy small and medium space and are committed mainly to 3/6/9 leases explaining the significant share of breaks for the years 2015 to 2017. Thus, the property investment teams have set up leasing orders in all parks, the goal being to re-lease the medium spaces on the basis of 6/9 year leases.

1.2.3.4. Investments

Icade has continued to add value to its assets in order to increase the generation of cash flows in the longer term, and at the same time, it has acquired healthcare assets that produce immediate cash flows. Total investments over the period amounted to €720.3 million.

To finance its investments over the financial year, Icade used its own cash flow, corporate credit lines and more specifically for investments in its subsidiary Icade Santé, capital increases carried out with institutional investors.

The investments are presented according to the recommendations of the EPRA in distinguishing tenant works, leasing fees and financial costs under the title "others".

(in millions of euros)	Asset acquisitions	Construction/Asset restructuring	Other Capex (GER, REL)	Other	Total
France Offices	-	78.4	5.4	16.1	99.9
Business parks	38.1	127.5	19.0	14.3	198.8
STRATEGIC ASSETS	**38.1**	**205.9**	**24.3**	**30.4**	**298.7**
Healthcare	390.5	28.8	1.0	0.3	420.7
ALTERNATIVE ASSETS	**390.5**	**28.8**	**1.0**	**0.3**	**420.7**
NON-STRATEGIC ASSETS	**-**	**-**	**0.1**	**0.8**	**0.9**
Intra-group Property Investment businesses	**-**	**-**	**-**	**-**	**-**
PROPERTY INVESTMENT DIVISION	**428.6**	**234.7**	**25.5**	**31.5**	**720.3**

This policy can be divided into four types of investments:

Asset acquisitions

Icade follows a selective acquisition strategy concerning assets with high profitability and generating instant cash flows. In 2014, the amount of acquisitions stood at €428.6 million and concerns:

- twelve healthcare establishments including three clinics of the Groupe Médipôle Sud Santé in the eastern Pyrénées, seven clinics with Capio Santé, one clinic in Caen and the La Muette clinic in Paris;
- the acquisition of 50% of the offices held by Klépierre in the Millénaire 5 and 6 buildings in Aubervilliers.

Construction/extensions and asset restructurings

These investments are mainly related to:

- strategic assets for €205.9 million in 2014, including:
  - the offices in France for €78.4 million, with the construction expenses of two buildings in Saint Denis including €10.2 million for the Sisley in Saint-Denis (delivered in April 2014 and pre-leased to Siemens), €40.2 million for Le Monet in Saint-Denis (delivery planned for the 2nd quarter 2015 and pre-leased to SNCF). The studies on the Camps La Défense building in Nanterre Prefecture concerned €6.6 million. The restructuring of the PB5 towers whose works were completed in December 2014 and the works in the EQHO tower concerned respectively €10.4 and €15.7 million,
  - the business parks at €127.5 million, with the construction expenses of Millénaire 3 pre-leased to the Ministry of Justice in April 2015 (€44.9 million), the head office of Véolia (€40.4 million), the start of the Millénaire 4 building (€8.0 million), the Québec in Rungis (€19.7 million), the Brahms in Colombes (€14.6 million). This construction is all pre-leased with the exception of the Québec building (12,000 m^2), deliverable at the beginning of 2015 and the Millénaire 4 building deliverable at the end of 2016;
- alternative assets: it's a matter of construction or extensions of clinics for a total of €28.8 million whose rental conditions, set contractually during acquisitions, will be subject to extra rent at delivery.

Other Capex

Representing primarily the renovation expenses of the business parks (major maintenance and repairs, refurbishment work of the premises).

Other

Representing mainly the support measures (tenant works), the costs associated with leasing these assets, and the capitalised financial costs of projects under development.

Development projects

A €1.4 billion pipeline including €621 million committed and secured at 75%.

						Remaining to be produced			
	Delivery	**Pre-leasing**	**Area**	**Rents**	**Cost [1]**	**Total**	**2015**	**2016**	**2017**
Millénaire 3 (Paris 19)	2015	100%	32,000	11.6	150.4	17.0	17.0	-	-
Monet (Saint-Denis)	2015	100%	20,700	6.3	89.9	7.1	7.1	-	-
Québec (Rungis)	2015	0%	11,600	3.4	47.2	3.5	2.8	0.7	-
Véolia (Aubervilliers)	2016	100%	45,000	16.5	224.0	156.3	94.5	54.2	7.6
Millénaire 4 (Paris 19)	2016	0%	23,000	8.7	109.2	82.8	39.6	42.1	1.1
PROJECTS LAUNCHED		**75%**	**132,300**	**46.5**	**620.6**	**266.8**	**161.1**	**97.0**	**8.7**
Pop Up (Saint-Denis)		0%	28,300	8.9	110.4	105.1			
Ottawa (Rungis)		0%	13 600	3.9	47.6	39.9			
Campus La Défense (Nanterre)		0%	79,200	29.1	454.0	346.3			
Vauban (Rungis)		0%	20,400	5.8	89.6	71.3			
Vancouver (Rungis)		0%	13 600	3.9	51.5	45.6			
PROJECTS CONTROLLED		**0%**	**155,100**	**51.6**	**753.1**	**608.2**			
TOTAL			**287,400**	**98.1**	**1,373.7**	**875.0**	**161.1**	**97.0**	**8.7**

(1) *Cost of the project as approved by the authority of Icade's governance. This price includes the book value of the property investment, works budget, the cost of financial porterage and the possible support measures.*

1.2.3.5. Arbitration

Icade is carrying out an active trade-off policy on its assets, based on three main principles:

- **optimisation, rotation:** sale of mature assets, for which most of the asset management work has been done and where there is a probability of significant capital gain on the sales;
- **portfolio streamlining:** sale of assets of modest size or held under joint ownership;
- **commercial property focus, disposal of non-strategic assets:** sale of assets not belonging to the core business of the Commercial Property Investment Division.

The value of sales made during 2014 was €480.0 million.

Assets	Optimisation	Portfolio streamlining	Shift to the commercial sector	Total
France Offices	116.8	30.3	-	147.1
Business parks [1]	-	16.4	4.7	21.1
Strategic assets	**116.8**	**46.7**	**4.7**	**168.2**
Shops and shopping centres	-	-	130.7	130.7
Germany	-	-	158.6	158.6
Warehouses	-	-	9.5	9.5
Housing	-	-	13.0	13.0
Non-strategic assets portfolio	**-**	**-**	**311.8**	**311.8**
Property Investment Division	**116.8**	**46.7**	**316.5**	**480.0**

(1) Including €2.7 million in intra-group transfers from Property Investment to Property Development.

This relates primarily to the following:

- the December 2014 sale of the Link asset (10,650 m²) located in Paris which had been acquired during the repurchase of Compagnie La Lucette;
- the disposal in 2014 of the entire balance of the assets located in Germany;
- the disposal in the 4th quarter 2014 of the retail business Mr Bricolage.

These arbitrations were motivated by the refocusing policy on strategic assets and the attractiveness of the offerings.

This arbitration policy illustrates Icade's ability to adapt to market conditions which change quickly. In particular, the sale of the Link building demonstrates how Icade in 2014 was able to profit from the growing appetite of investors for well-leased buildings located in Paris.

1.2.4. Other activities

	31/12/2014				31/12/2013 restated			
Key figures *(in millions of euros)*	Property development	Services	Inter-group	Total	Property development	Services	Inter-group	Total
Revenues	1,166.7	44.6	(19.1)	1,192.3	970.4	48.4	(25.8)	993.0
EBITDA	55.7	1.7	(0.3)	57.1	44.2	4.6	0.8	49.6
Margin (EBITDA/Revenues)	*4.8%*	*3.8%*	*1.5%*	*4.8%*	*4.6%*	*9.5%*	*(3.1)%*	*5.0%*
OPERATING PROFIT/(LOSS)	**64.2**	**1.0**	**(1.9)**	**63.3**	**73.5**	**3.4**	**2.8**	**79.7**
Financial profit/loss	3.6	(0.1)	-	3.5	2.2	(0.1)	-	2.1
Profit tax	(25.2)	(1.7)	-	(26.9)	(27.0)	(1.6)	0.1	(28.5)
Net profit/(loss)	42.6	(0.8)	(1.9)	39.9	48.5	1.7	2.9	53.2
NET INCOME GROUP SHARE	**40.5**	**(0.8)**	**(1.9)**	**37.8**	**47.2**	**1.7**	**2.9**	**51.9**

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1.2.4.1. Development Division

Key figures

Summary income statement by business

(in millions of euros)	31/12/2014 IFRS	31/12/2014 Reclassification of co-enterprises	31/12/2014 Total	31/12/2013 restated IFRS	31/12/2013 restated Reclassification of co-enterprises	31/12/2013 restated Total	Change
Residential Property Development	795.4	31.9	827.3	702.5	26.8	729.3	13.4%
Commercial Property Development	371.9	46.5	418.4	267.9	94.3	362.2	15.5%
Intra-group property development businesses	(0.6)	-	(0.6)	-	-	-	-
REVENUE (1)	**1,166.7**	**78.4**	**1,245.1**	**970.4**	**121.1**	**1,091.5**	**14.1%**
Residential Property Development	45.2	1.7	46.9	37.6	2.4	40.0	17.2%
Commercial Property Development	10.5	5.7	16.2	6.6	15.3	21.9	(25.9)%
EBITDA	**55.7**	**7.4**	**63.1**	**44.2**	**17.7**	**61.9**	**1.9%**
Residential Property Development	46.9	-	46.9	52.4	(2.1)	50.3	(6.8)%
Commercial Property Development	17.4	(0.1)	17.3	21.2	-	21.2	(18.4)%
OPERATING PROFIT/(LOSS)	**64.2**	**(0.1)**	**64.1**	**73.5**	**(2.0)**	**71.5**	**(10.3)%**

(1) Revenue based on progress, after inclusion of the commercial progress and work progress of each operation.

Icade considers that the application of the IFRS 11 standard on co-enterprises does not allow it to fully reflect the business of Property Development.

The financial indicators indicated below therefore take into consideration the co-enterprises in proportional consolidation (economic presentation).

The IFRS 11 standard requires the equity method of accounting for co-enterprises. Consequently, the financial indicator tables below present the passage from the accounting presentation to the economic presentation.

Development backlog and Service order book

The backlog represents the revenue signed (before tax) but not yet posted for development operations based on progress and signed orders (before tax).

The order book represents the service contracts (before taxes) that have been signed but are not yet productive.

(in millions of euros)	31/12/2014 Total	31/12/2014 Île-de-France	31/12/2014 Regions	31/12/2013 Total	31/12/2013 Île-de-France	31/12/2013 Regions
Residential development (incl. subdivision)	825.8	386.9	438.9	1,011.7	599.0	412.7
Commercial Property Development	183.8	146.5	37.3	233.5	215.8	17.7
Public and Healthcare Development	182.5	9.8	172.7	249.0	19.9	229.1
Project management services order book	41.9	29.7	12.2	44.3	25.0	19.3
Engineering order book	-	-	-	-	-	-
TOTAL	**1,234.1**	**572.9**	**661.2**	**1,538.5**	**859.7**	**678.8**
Share of total	100.0%	46.4%	53.6%	100.0%	55.9%	44.1%

The Property Development Division's total backlog was €1,234.1 million (*versus* €1,538.5 million as at 31 December 2013), down 19.8% compared with 31 December 2013.

These changes can be analysed as follows:

- a decrease of 18.4% of the "Residential Property Development" backlog, related in part to the advancement of significant operation works in North East Paris (Paris 19 – Mac Donald), whose delivery is planned for the 2nd quarter of 2015;
- a drop in the "Commercial Property Development" backlog of €233.5 million to €183.8 million, primarily because of the delivery over the year of several large-scale transactions (Joinville Urbagreen, Saint Denis Landy le Sisley, Lyon Opale, Paris Pushed Slab, Paris PNE offices);
- a decrease of 27% of the "Public and Healthcare Development" backlog related to low renewal, this year, of development contracts for this business;
- the project services order book decreased 5.3% (€42.0 million *versus* €44.3 million).

Residential property development

(in millions of euros)	31/12/2014 IFRS	31/12/2014 Reclassification of co-enterprises	31/12/2014 Total	31/12/2013 IFRS	31/12/2013 Reclassification of co-enterprises	31/12/2013 Total	Change
Revenues	795.4	31.9	827.3	702.5	26.8	729.3	13.4%
EBITDA	45.2	1.7	46.8	37.6	2.4	40.0	17.1%
Margin (EBITDA/Revenues)	*5.7%*	*5.2%*	*5.7%*	*5.4%*	*8.9%*	*5.5%*	
OPERATING PROFIT/(LOSS)	**46.9**	**(0.0)**	**46.9**	**52.3**	**(2.1)**	**50.2**	**(6.5)%**

The residential property market stabilised in 2014. In an unstable economic climate, deteriorating macro-economic indicators and a lack of confidence among private individuals as well as investors are encouraging caution. Only the still lower and lower interest rates support the market in creating a historic situation in the matter.

We note a certain return to private investors. The tax and regulatory measures in the ALUR law and the provisions of the Pinel law should start generating some positive effects in 2015.

Over the entire territory, the residential market contracted significantly in Île-de-France, but has observed good resistance in the rest of France, contrary to 2013.

Leasing has, nevertheless, remained active and better than in 2013. The flow of commercial stock has increased slightly (7.7% rate of flow *versus* 6.6% in 2013).

The number of first-time buyers and second-time buyers is down slightly, but this is more than compensated for by investor activity sustained by block sales and private investors being present a little more often than in 2013.

Sales of social and intermediate leases are also down slightly.

The revenue of the residential property development business totalled €827.3 million as at 31 December 2014, up 13.4% compared to 2013. This increase is primarily explained by good control of construction sites, and the rise in power of the Paris Nord Est (North East Paris) operation (Paris 19 – Mac Donald: 1,126 dwellings).

EBITDA for this business rose to €46.8 million (5.7% of revenue) compared with €40.0 million in 2013 (5.5% of revenue).

This performance is mainly related to better coverage of fixed costs, with regard to the importance of the year's revenue.

The operating profit/(loss) for the Residential Development Division was down 6.7% (€50.2 million as at 31 December 2014 compared with €46.8 million as at 31 December 2013), given the significant reversals of non-recurring provisions in 2013.

The Residential Property Development Division remains vigilant in its commitments by adapting production to market conditions and tightening its commitment criteria to preserve operations margins and its volume of activity.

As at 31 December 2014, unsold completed inventory comprised of 123 residential properties, representing €25.4 million in revenues compared with an inventory of 109 plots as at 31 December 2013 for €21.1 million in revenues.

The indicators below reflect the condition of the residential property market. The trend in 2015 should be identical to that of 2014, with market stability in volume and low price erosion, if the rates are kept at their current levels.

The revenue of the Residential Property Development Division should register a drop in 2015 because of the end of the significant Paris-Nord Est operation.

In the Île-de-France region, the ambition of the Grand Paris project to increase production to 70,000 homes, *i.e.*, doubling current production, is also an encouraging sign for the development in sales volumes.

At the national level, Icade is also counting on the institutional investment dynamic in interim housing in order to grow its production.

Primary physical indicators as at 31 December 2014:

	31/12/2014	31/12/2013	Change
Marketing of new housing units and plots for construction			
Île-de-France	1,249	1,422	(12.2)%
Regions	3,307	2,114	56.4%
TOTAL PLOTS *(number)*	**4,556**	**3,536**	**28.8%**
Île-de-France	278.2	351.6	(20.9)%
Regions	619.7	443.1	39.9%
TOTAL REVENUE *(potential in € million)*	**897.9**	**794.7**	**13.0%**
Launch of projects to build new residential properties and building plots – SO			
Île-de-France	1,044	2,535	(58.8)%
Regions	2,003	1,948	2.8%
TOTAL PLOTS *(number)*	**3,047**	**4,483**	**(32.0)%**
Île-de-France	261.0	656.4	(60.2)%
Regions	397.5	371.4	7.0%
TOTAL REVENUE *(potential in € million)*	**658.5**	**1,027.8**	**(35.9)%**
Reservations of new homes and plots of building land			
Housing reservations ***(number)***	3,849	3,533	8.9%
Housing reservations ***(in € million, including tax)***	783.7	776.4	0.9%
Housing withdrawal rate ***(in %)***	19%	25%	(23.6)%
Building plot reservations ***(number)***	63	72	(12.5)%
Reservations of building plots ***(in € million, including tax)***	4.0	7.5	(46.4)%
Average sale price and average surface area based on reservations			
Average price including taxes per habitable m² ***(in €/m²)***	3,615	3,535	2.3%
Average budget including tax per residential unit ***(in k€)***	205.7	219.8	(6.4)%
Average floor area per residential unit ***(in m²)***	56.9	62.2	(8.5)%

Breakdown in reservations by type of customer

	31/12/2014	31/12/2013
Social housing companies – Social landlords	20.9%	30.5%
Institutional Investors	15.4%	9.8%
Individual Investors	33.0%	24.4%
Buyers	30.7%	35.3%
TOTAL	**100.0%**	**100.0%**

The number of dwellings and building plots sold during the year 2014 has increased 28.8% compared to the previous year (4,556 plots *versus* 3,536 plots).

The number of dwellings and building plots launched in the year 2014 totalled 3,047 compared to 4,483 as at 31 December 2013. The year 2013 saw a number of significant launchings, notably the start of large operations such as Paris 19 Mac Donald (1,126 plots) and Boulogne Trapèze Est B5 (412 plots).

Net new dwelling reservations and building plots created by Icade as at 31 December 2014 grew 8.5% in volume compare to the previous year, reaching 3,912 reservations. In value, the amount is stable totalling €787.8 million (*versus* €783.9 million as at 31 December 2013) because of a lower proportion of reservations made in Île-de-France (28.2% *versus* 46.2% as at 31 December 2013) where the average price is greater than that noted in the region.

The average price of reservations per m² was €3,615/m² at the end of the year 2014, up 2.3% compared to the end of 2013 (€3,535/m²). This change is explained primarily by the decrease in average area per dwelling (56.9 m² as at 31 December 2014 *versus* 62.2 m² as at 31 December 2013), more marked in the rest of France than in Île-de-France.

The number of reservations made with private customers was up and stood at 63.7% of reservations for the year 2014 *versus* 59.7% for the year 2013, related to a significant increase in individual investing (33% *versus* 24%).

The volume of block reservations is down (36.3% instead of 40.3%) with a different division between the social and institutional leases (20.9% instead of 30.5% for social lease investors) and (15.4% *versus* 9.8% for institutional investors).

Notarised sales as at 31 December 2014 reached 3,133 plots for revenue of €673.6 million, *versus* 3,792 plots for €817.4 as at 31 December 2013, *i.e.* a drop of 17.3% in volume. This erosion is explained partly by the extension of transformation time limits of reservations in authentic instruments.

Property portfolio

The housing property and building plots investment portfolio remains stable. It stood at 6,835 plots as at 31 December 2014 (6,291 plots as at 31/12/2013) for potential revenue estimated at €1.45 billion (*versus* €1.4 billion as at 31/12/2013).

Commercial Property Development

(in millions of euros)	31/12/2014 IFRS	31/12/2014 Reclassification of co-enterprises	31/12/2014 Total	31/12/2013 IFRS	31/12/2013 Reclassification of co-enterprises	31/12/2013 Total	Change
Revenues	371.9	46.5	418.4	267.9	94.3	362.2	15.5%
EBITDA	10.5	5.7	16.2	6.6	15.3	21.9	(26.0)%
Margin (EBITDA/Revenues)	2.8%	12.2%	3.9%	2.5%	16.2%	6.0%	
OPERATING PROFIT/(LOSS)	**17.4**	**(0.1)**	**17.3**	**21.2**	**(0.0)**	**21.1**	**(18.0)%**
Public and Healthcare	82.9	3.8	86.7	80.4	12.1	92.5	(6.2)%
Commercial	269.7	43.3	313.0	157.3	84.0	241.3	29.7%
Project Management Assistance	19.2	(0.6)	18.7	30.2	(1.8)	28.4	(34.3)%
REVENUE	**371.9**	**46.5**	**418.4**	**267.9**	**94.3**	**362.2**	**15.5%**

Public and healthcare business

2014 revenue for the "public and healthcare" development business fell by 6.2% in 2014 reaching €86.7 million. The launching of the works of the "Private Hospital of Nouméa Division" in the second half-year has allowed catching up for the slowdown in revenue noted in the 1st half-year of 2014.

As at 31 December 2014, the portfolio of projects in the domain of "Public and Healthcare" Development corresponds to 278,996 m² (278,508 m² as at 31 December 2013) of projects, including 106,506 m² of works in progress.

Over the financial year 2014, the deliveries represent 44,708 m², with the delivery of the PPP Zoo de Vincennes for 10,000 m² in the first quarter of 2014.

Since 1 January 2014, €43.4 million (in Icade share) of new contracts were signed off plan or in property development contracts. Moreover, Réseau Ferré de France has designated the grouping conducted by Icade as award-winner for the creation of the new TGV (high speed) *Montpellier-Sud de France* train station in the form of a public-private partnership (PPP).

Commercial property and shops

As at 31 December 2014, the revenue from the office development and shops business totalled €313.0 million, *versus* €241.3 million as at 31 December 2013. This increase of 29.7% is primarily attributable to the disposal of the "le Garance" building occurring as planned on 31 December 2014. On behalf of the Ministry of the Interior, the agency France Domaine exercised the purchase option that it held at the end of the lease in the planned project.

Over the year 2014, several significant operations were delivered (Joinville Urbagreen, Saint Denis Landy le Sisley, Lyon Opale, Pushed Slab, PNE bureaux, etc.), representing a total of 120,142 m² of floor space delivered.

As at 31 December 2014, Icade Property Development has a portfolio of projects in the domain of the Commercial Property Development and Retail Shops of around 835,489 m² (*versus* 879,000 m² as at 31 December 2013), including 196,617 m² of projects in development. The works were just launched for the creation of "Panorama T6" located in the Zac (integrated development zone) Paris Rive Gauche (16,498 m²).

Speculative transactions represent a commitment of €130.4 million as at 31 December 2014, down substantially compared to 31 December 2013 (€232.7 million).

Project Management Assistance

The project management assistance business concerns project management assistance contracts and studies created for customers from Public and Healthcare sectors, Commercial Property and Retail Shops.

In 2014, revenue from this business fell 34.3% to €18.7 million.

Requirements for working capital and borrowing

Working capital requirement (WCR) improved strongly and shrank €125.3 million since the beginning of the financial year 2014, totalling €254.9 million.

This drop is completely attributable to the commercial property business because of deliveries in the year 2014 and the disposal of the Le Garance building in Paris occurring at the end of the year.

The Commercial Property WCR is slightly positive at €15.7 million even though that of Residential increased to €239.2 million, but remained stable in proportion to the revenue in comparison to 2013 (28.9% of the 2014 revenue, *versus* 28.6% in 2013).

Net cash flow from the Property Development Division totalled €158 million.

1.2.4.2. Services Division

The Services Division comprises the property management business as well as the consultancy and solutions business.

Revenues from this division reached €44.6 million as at 31 December 2014 compared with €48.4 million as at 31 December 2013.

This change is mainly related to the effects of change in the scope. In fact, the disposal in 2013 of the Suretis subsidiary, specialised in the operation of security services and electronic surveillance, led to a loss of revenue of €1.9 million. On a like-for-like basis, revenue is down €1.9 million compared to 2013 primarily because of a significant decrease in the activity of transaction consulting.

The assets managed by the property management business as at 31 December 2014 has improved slightly in comparison to that of 31 December 2013. In fact, the integration of Silic in 2013 allowed the allocation on 1 January 2014 to Icade Property Management of the external assets up to then managed by Socomie (close to 80,000 m²). On the other hand, Icade won the order of property agent for the D2 tower located in Courbevoie, a building of 54,550 m² on 171 meters offering 37 floors.

1.2.5. Group net current cash flow

After taking into account the above items, the Group net current cash flow reached €317.9 million (€4.31/share) as at 31 December 2014, *versus* €260.7 million as at 31 December 2013 (€4.28/share).

	31/12/2014			31/12/2013 restated			
(in millions of euros)	EPRA Earnings from property investment	NCCF Other activities	NCCF Group	EPRA Earnings from property investment	NCCF Other activities	NCCF Group	Change
EBITDA	**465.7**	**57.0**	**522.7**	**388.3**	**49.6**	**437.9**	**19.4%**
Depreciation not related to investment properties	(8.0)	8.0	-	(9.7)	9.7	-	
Share in profit/loss of equity-accounted companies	5.1	7.7	12.8	13.4	15.7	29.2	
CURRENT OPERATING PROFIT/(LOSS)	**462.8**	**72.7**	**535.5**	**392.0**	**75.1**	**467.1**	**14.7%**
Profit/(loss) of non-consolidated companies	0.6	0.8	1.4	0.6	-	0.6	
Cost of net debt	(133.9)	2.8	(131.0)	(144.4)	12.9	(131.5)	
Other financial income and charges	(5.7)	(0.1)	(5.8)	10.2	(10.9)	(0.6)	
CURRENT FINANCIAL PROFIT/(LOSS)	**(139.0)**	**3.6**	**(135.4)**	**(133.6)**	**2.0**	**(131.5)**	**2.9%**
CURRENT CORPORATE TAX	**(6.9)**	**(26.0)**	**(32.9)**	**(10.9)**	**(24.5)**	**(35.4)**	**(7.0)%**
Profit/(loss), minority interests share	(47.0)	(2.2)	(49.2)	(38.1)	(1.3)	(39.4)	24.9%
EPRA EARNINGS FROM PROPERTY INVESTMENT	**269.9**		**269.9**	**209.4**		**209.4**	
NET CURRENT CASH FLOW FROM OTHER ACTIVITIES		**48.1**	**48.1**		**51.3**	**51.3**	
GROUP NET CURRENT CASH FLOW			**317.9**			**260.7**	**21.9%**
Data in euros per share	***€3.66***	***€0.65***	***€4.31***	***€3.44***	***€0.84***	***€4.28***	***0.7%***

The Group net current cash-flow is comprised of the following two items:

- EPRA Earnings from property investment. Introduced in the 2013 accounts, it measures the cash flow from the property investment business pursuant to the EPRA recommendations; and
- the “Net current cash flow from other activities” which measures the cash flow from property development activities and services.

As a reminder, since 30 June 2014, Group net current cash flow excludes the change in fair value of derivatives and ORNANEs.

1.2.6. Obligation of the SIIC regime and distribution

The ratio of activities not eligible for the SIIC regime in the parent company’s balance sheet totalled 8.81% as at 31 December 2014.

Icade’s 2014 net book profit was €95.1 million, corresponding to a fiscal profit of €170.2 million.

This tax base breaks down over the various sectors as follows:

- €92.4 million in exempt current income from SIIC activities, subject to a 95% distribution obligation;
- €47.7 million in exempt current income from SIIC activities, subject to a 60% distribution obligation;
- €14.6 million in tax-exempt dividends from SIIC subsidiaries, subject to a 100% distribution obligation;
- taxable profit, which stands at €15.5 million before allocation of previous deficits.

These results generated a distribution obligation of a total of €131.0 million for the financial year 2014, broken down as follows:

- €87.8 million relating to the rental business (95% obligation);
- €28.6 million relating to the sales (60% obligation);
- €14.6 million relating to dividends from SIIC subsidiaries (100% obligation).

Furthermore, in the scope of the subsidiaries having opted for the SIIC regime, created during the financial year 2014, Icade committed to substituting them for their distribution obligations, totalling €17.1 million.

This results in a total distribution obligation of €148.1 million.

	Fiscal Profit/(loss)	Distribution obligation		Fiscal Profit/(loss)	Distribution obligation	
(in millions of euros)	31/12/2014	%	Amount	31/12/2013	%	Amount
Current profit/(loss) from SIIC activities	92.4	95.00%	87.8	52.8	95.00%	50.2
Profit/(loss) from disposals	47.7	60.00%	28.6	(17.2)	0.00%	-
Dividends from SIIC subsidiaries	14.6	100.00%	14.6	48.3	100.00%	48.3
Taxable profit/(loss)	15.5	0.00%	-	20.9	0.00%	-
TOTAL	**170.2**		**131.0**	**104.8**		**98.5**
Limitation on obligations for exempt profit			N/A			83.9
Taking over of distribution obligations for merged companies			17.1			80.0
TOTAL			**148.1**			**163.9**

The distribution of a dividend of €3.73 per share will be proposed to the Annual General Shareholders' Meeting, which will take place on 29 April 2015. Based on existing shares as at 17 February 2015, *i.e.* 74,022,386 shares, the dividend distribution amount proposed to the Shareholders' Meeting will be €276.1 million.

	31/12/2014	31/12/2013
Dividend ***(in € million)***	276.10	271.30
Including current dividend	276.10	271.30
Including exceptional dividend	-	-
Dividend ***(in €/share)***	3.73	3.67
Including current dividend	3.73	3.67
Including exceptional dividend	-	-

Article 6 of the amended 2012 French Finance law introduced an additional contribution to the corporate tax, which is calculated on the amount of revenues distributed. This contribution represents 3% of dividends distributed beyond the distribution obligation. In 2014, Icade paid €3.2 million for this tax.

1.2.7. Non tax deductible charges

The financial year's charges do not include expenditure, which is non-deductible by the tax authorities, as defined by the provisions of Article 39-4 and 223 quarter of France's General Tax Code.

1.2.8. Contracts

1.2.8.1. Major contracts

Icade and its subsidiaries did not conclude any significant contracts, outside the normal course of business, for the unit consisting of Icade and its subsidiaries during the two years preceding the date of this report.

1.2.8.2. Related-party transactions

The most significant contracts concluded between Icade and/or certain of its subsidiaries include: contracts for service provisions, a brand license as well as financing contracts.

Moreover, the report produced by Icade's Statutory Auditors on the agreements and regulated commitments referred to in Article L. 225-38 of the French Commercial Code which were authorised or which continued during the year ended 31 December 2014 is reproduced in chapter 7 of this annual report.

The Group consolidated some support functions within Icade. Thus, in 2008, Icade concluded service-provision and brand licensing contracts with its subsidiaries effective 1 January 2008, which were continued to 30 June 2014.

Moreover, brand licensing contracts have been concluded starting 1 January 2008 and have been continued throughout the financial year 2014.

1.2.8.2.1. Service-provision contracts

Icade undertook to ensure a group of services for the benefit of its subsidiaries. These contracts were continued until 30 June 2014.

On 1 July 2014, the administrative management and property management activities coming from Icade and the former Sillic, until then exercised respectively by Icade and by the SAS Socomie, were grouped within the GIE Icade Management.

This legal structure, coming out of the transformation of the SAS Socomie, received by way of a contribution, the set of material and human means constituting the activity of assistance and services in matters of support functions and in real-estate matters, for the exclusive benefit of the companies of the Icade group.

The relations between the GIE Icade Management and its members, exclusive beneficiaries of its services, are governed by internal regulations and service provision contracts.

1.2.8.2.2. Brand licensing contracts

Icade grants to the subsidiaries concerned the non-exclusive right to use the name "Icade" and the "Icade" trademarks and stylised "I", the dot of which shows the Caisse des dépôts badge, in their company name, and/or their sign within the scope of their business activities as well as the right to use the logo owned by Icade.

The brand licenses were concluded for an initial period of one year, renewable by tacit agreement for a further three years. The brand license contracts can be terminated annually by either party by giving at least three months' notice before the end of the current year.

1.2.8.2.3. Specific clauses relating to activities

None.

1.3. Net asset value as at 31 December 2014

1.3.1. Valuation of property assets

1.3.1.1. Surveyors' mission and methodology

1.3.1.1.1. Valuation mission

Icade's property assets are valued by independent property surveyors twice a year for the publication of the half-yearly and annual financial statements, according to arrangements compliant with the SIIC code of ethics published in July 2008 by the Fédération des sociétés immobilières et foncières [Federation of property and real-estate companies].

The property valuations were performed by Jones Lang LaSalle Expertises, DTZ Eurexi, CBRE Valuation, Catella Valuation FCC and BNP Paribas Real Estate.

At the beginning of 2014, Icade launched a consultation with the principal real estate experts in the scope of renewing valuation missions of its office and business parks portfolio. The experts were retained according to the criteria of independence, qualification, reputation, skill in real estate appraisal, ability in matters of organization and resourcefulness and proposed price level but also with the desire to rotate experts by portfolio.

The property valuation fees are billed to Icade based on a flat remuneration, taking into account the specifics of the buildings (number of units, number of square meters, number of current leases, etc.) and independent of the value of the assets.

The surveyors' assignments, for which the main methods of valuation and the conclusions are presented hereafter, are performed according to the standards of the profession, in particular:

- the Property Valuation Charter, fourth edition, published in October 2012;
- the Barthès de Ruyter report from the COB (AMF) dated 3 February 2000 on the valuation of the property assets of companies making public offerings for investment;
- at the international level, the TEGoVA (The European Group of Valuers' Association) European valuation standards published in April 2009 in the Blue Book and the standards of the Red Book from the Royal Institution of Chartered Surveyors (RICS).

These various texts specify the qualification of the surveyors, the rules for good conduct and ethics and the basic definitions (values, surface areas, rates and the main valuation methods).

On each valuation assignment and during the presentation of values, Icade ensures the consistency of the methods used for valuation of its assets within the panel of surveyors.

The values are established on the basis of "duties included" and "duties excluded", the "duties excluded" values being determined after deduction of fees and legal expenses calculated on an outright basis by the surveyors.

The Crystal Park office building and the EQHO and PB5 towers are appraised twice ; the valuation retained corresponds to the average of the two appraised values.

The sites are systematically visited by the surveyors for all new assets coming into the portfolio. New site visits are then organised according to a long-term schedule or each time that a specific event in the life of the building requires it (occurrence of significant modifications in its structure or environment).

Following the procedures currently in practice within the Group, including land reserves and projects under development, all Icade's assets were valued at 31 December 2014, with the exception of:

- properties currently in a disposal process, including those covered by a promise of sale at the time the accounts were closed and which are valued on the basis of the contract selling price; as at 31 December 2014, the jointly owned lots in the Arago Tower and the Rueil extension. The Strasbourg warehouse was appraised as at 31 December 2014 but has been valued at the offer accepted at the end of 2014;
- the buildings underlying a financial operation (*i.e.* capital leasing or rent with the option to buy where Icade acts exceptionally as the leaser), which are maintained at the total financial debt entered in the accounts, or as in this case, the purchase option cited in the contract: the Levallois-Perret office block leased to the Ministry of the Interior for a 20-year duration with a purchase option (LDA) is the only building which figures in that category on 31 December 2014;
- public buildings and works held via a PPP (public-private partnership) which are not valued, as the ownership ultimately returns to the State at the end of partnership contracts. These assets are therefore held at the net book value and listed without modification in the property assets currently published by Icade;
- buildings acquired less than three months before the semi-annual or annual closing date, which are valued at their net book value. As at 31 December 2014, one clinic in Caen falls into that category.

1.3.1.1.2. Methodology used by the surveyors

The methodologies used by the surveyors were identical to those used in the previous fiscal year.

The investment properties are valued by the appraisers by crossing two methods: the revenue method (the surveyor using the net rent capitalisation or discounted cash flow method, whichever is the most appropriate) cross-checked using the method of direct comparison with the prices of transactions recorded on the market on equivalent assets in terms of nature and location (unit, block or building price).

The net revenue capitalisation method consists of applying a rate of return to revenue, whether that revenue is established, existing, theoretical or potential (market rental value). This approach may be carried out in different ways according to the revenue basis considered (actual rent, market rent and net revenue) to which different rates of return correspond.

The discounted cash flow method assumes that the value of the assets is equal to the discounted sum of the financial flows expected by the investor, including resale at the end of the holding period. In addition to the resale value obtained by applying a theoretical rate of return on the rents for the last year, which differs depending on the sites, the financial flows integrate the rents, the different charges not recovered by the owner and the heavy maintenance and repair work. The discount rate is calculated based either on a risk-free rate plus a risk premium (linked both to the property market and the building in question, based on its qualities in terms of location, construction and security of revenues) or on the weighted average cost of capital.

Irrespective of the method used, the valuation calculations are carried out on a lease by lease basis, except for particular cases and exceptions.

Land reserves and buildings under development are also valued at their fair value. They are therefore subject to a valuation taken into account in calculating the NAV. The main methods used by the surveyors are the developer balance sheet and/or discounted cash flows, combined in some cases with the comparison method (see above for details of the last two methods).

The developer balance sheet method involves producing the financial balance sheet for the project according to the approach of a property developer to whom the land has been offered. From the selling price of the building on delivery, the surveyor deducts all the costs to be incurred, building costs, fees and margin, financial expenses as well as the amount that could be assigned to the land cost.

For buildings under development, all outstanding costs linked to the completion of the project, along with the carrying charge until delivery, must be deducted from the buildings' provisional sale price.

Projects under development are valued on the basis of a clearly identified and documented project, as soon as planning permission can be examined and implemented.

Whichever method is selected, it is ultimately up to the property surveyors to set a value and discount rate in line with the risks inherent in each project and, in particular, the state of progress of the various authorisation and building phases (demolition permit, building permit, objections, progress of work, any pre-marketing or rental guarantee). From the exit value, the surveyors must explain which procedure they followed in estimating the degree of risk and revaluation attaching to the building in the light of the circumstances under which they work and the information made available to them.

The buildings of clinics or healthcare establishments are valued by surveyors taking the average value obtained using the rent capitalisation (or rental value) method or the discounted future cash flow method.

The market value of a hospital is essentially dependent on operation and its ability to generate sufficient revenues to ensure a normal return on the property investment. These buildings fall under the category of single-use buildings and the value given by the surveyor nevertheless is totally related to its operation and consequently the value of the business. Being unsuitable for use as another business without substantial conversion works, these premises are not subject to renewal rent capping or review, or the traditional rules for determining the rental value because the configuration and specialisation of the building imposes objective physical limits on the operator (number of beds or rooms, etc.) regardless of its qualities.

The market rental value used by the property surveyors is therefore based on taking into account a quota share of the average revenue or EBITDA that the establishment made over the last few years of operation, with or without adjustment, in the light of its category, contents, its administrative environment, the quality of its operating structure (price positioning, subsidies, operating accounts, etc.) and any competition. The establishment's premises could otherwise be valued by capitalisation of the rental income advised by Icade.

1.3.1.2. Summary of surveyor valuations of Icade's assets

The classification of assets is presented in the following way:

- strategic assets comprise offices in France (including public buildings and works held via public-private partnerships) and business parks (including the Le Millénaire shopping centre);
- alternative assets include only the Healthcare portfolio;
- non-strategic assets comprise the assets located in Germany, warehouses, shops and housing.

Furthermore, assets in the Healthcare portfolio are valued in proportion to Icade's stake in Icade Santé (56.5%). If these assets were included at 100% of their value, Icade's portfolio would total €10,151.4 million excluding duties instead of €9,901.1 million at the end of 2013 and €10,682.2 million including duties instead of €10,376.2 million at the end of 2013.

(value of the portfolio excluding duties in millions of euros Group share)	31/12/2014	31/12/2013 restated [1]	Change *(in € million)*	Change *(as a %)*	Change on a like-for-like basis [2] *(in € million)*	Change on a like-for-like basis [2] *(as a %)*	Total areas *(in m²)*	Price [3] *(in €/m²)*	Net rate of return, excl. duties [4] *(as a %)*	Reversion potential [5] *(as a %)*	Overall market rental value *(in € million)*	EPRA vacancy rate [6] *(as a %)*
France Offices												
Paris	220.2	309.3	(89.1)	(28.8)%	+13.6	+6.6%	17,174	12,823	5.2%	(1.1)%	11.4	11.6%
La Défense/Near La Défense	1,681.6	1,709.7	(28.1)	(1.6)%	(57.4)	(3.4)%	320,134	5,253	7.5%	(6.7)%	118.7	34.6%
Other Western Crescent	723.7	756.0	(32.3)	(4.3)%	(28.5)	(3.8)%	84,070	8,608	7.4%	(9.4)%	48.6	0.3%
Inner Ring	569.7	453.3	+116.4	+25.7%	+99.7	+22.0%	112,973	5,043	6.1%	(2.7)%	34.1	1.1%
Outer Ring	66.6	66.8	(0.2)	(0.2)%	(1.8)	(2.7)%	29,096	1,190	12.2%	(5.5)%	4.1	18.3%
Total IDF	**3,261.9**	**3,295.1**	**(33.2)**	**(1.0)%**	**25.6**	**+0.8%**	**563,447**	**5,732**	**7.1%**	**(6.5)%**	**216.8**	**20.1%**
Regional	77.1	103.5	(26.4)	(25.5)%	(0.3)	(0.3)%	4,348	1,746	9.9%	(22.4)%	0.6	10.9%
TOTAL	**3,339.0**	**3,398.6**	**(59.6)**	**(1.8)%**	**25.4**	**+0.8%**	**567,795**	**5,702**	**7.1%**	**(6.5)%**	**217.4**	**20.1%**
Property reserves and projects under development	119.6	155.3	(35.7)	(23.0)%	(84.3)	(54.3)%						
TOTAL	**3,458.6**	**3,553.9**	**(95.3)**	**(2.7)%**	**(59.0)**	**(1.7)%**	**567,795**	**5,702**	**7.1%**	**(6.5)%**	**217.4**	**20.1%**
Business parks												
Paris	701.7	674.8	+26.9	+4.0%	+22.4	+3.3%	143,959	4,874	6.8%	(1.5)%	46.8	10.2%
La Défense/Near La Défense	234.6	230.0	+4.6	+2.0%	(0.2)	(0.1)%	94,365	2,486	7.7%	+4.3%	18.6	41.3%
Other Western Crescent	161.9	150.4	+11.4	+7.6%	(4.4)	(2.9)%	62,746	2,580	7.2%	(2.6)%	11.4	11.0%
Inner Ring	944.0	914.9	+29.1	+3.2%	(15.4)	(1.7)%	373,076	2,530	7.9%	(1.1)%	73.4	9.6%
Outer Ring	1,429.2	1,503.2	(74.1)	(4.9)%	(66.3)	(4.5)%	821,820	1,739	8.5%	(0.6)%	121.0	20.7%
Total IDF	**3,471.3**	**3,473.4**	**(2.0)**	**(0.1)%**	**(63.8)**	**(1.8)%**	**1,495,966**	**2,320**	**7.9%**	**(0.8)%**	**271.1**	**16.9%**
Property reserves and projects under development	691.6	487.8	+203.8	+41.8%	+89.7	+18.4%						
TOTAL	**4,162.9**	**3,961.1**	**+201.8**	**+5.1%**	**+25.9**	**+0.7%**	**1,495,966**	**2,320**	**7.9%**	**(0.8)%**	**271.1**	**16.9%**
Strategic assets	**7,621.5**	**7,515.0**	**+106.5**	**+1.4%**	**(33.1)**	**(0.4)%**	**2,063,761**	**3,251**	**7.5%**	**(3.5)%**	**488.5**	**18.3%**
Healthcare												
Inner Ring	54.8	39.5	+15.3	+38.9%	+1.1	+2.7%	13,339	4,112	6.4%			0.0%
Outer Ring	202.9	193.3	+9.6	+4.9%	+8.3	+4.3%	58,758	3,453	6.7%			0.0%
Total IDF	**257.7**	**232.8**	**+24.9**	**+10.7%**	**+9.4**	**+4.0%**	**72,097**	**3,575**	**6.6%**			**0.0%**
Regional	1,070.7	833.4	+237.3	+28.5%	+17.4	+2.1%	525,196	2,039	6.8%			0.0%
Alternative assets portfolio	**1,328.4**	**1,066.2**	**+262.2**	**+24.6%**	**+26.8**	**+2.5%**	**597,293**	**2,224**	**6.8%**			**0.0%**
Non-strategic assets [7]	**179.2**	**499.2**	**(320.0)**	**(64.1)%**	**(20.4)**	**(10.3)%**	**88,651**	**254**	**11.4%**			**19.6%**
GENERAL TOTAL	**9,129.1**	**9,080.4**	**+48.6**	**+0.5%**	**(26.7)**	**(0.3)%**	**2,749,705**	**2,931**	**7.4%**			**15.5%**
Including consolidated assets by the equity	184.2	251.6	(67.3)	(26.8)%	(69.4)	(27.6)%						

(1) Restated for a change in adjustment method related to the consistency of appraisal value/consolidated financial statements.
(2) Net change in dispositions for the period and investments.
(3) Established according to the appraisal value excluding duties.
(4) Net annualised rents for rented floor areas added to potential net rents of vacant floor areas at the market rental value related to the surveyed value excluding duties of the rentable floor areas.
(5) Difference ascertained between the market rental value of the rented floor areas and the annual rent net of unrecoverable charges for the same space (expressed as a percentage of net rent). The reversion potential as calculated above is established without taking into consideration the schedule of repayments of the leases and is not subject to discounting.
(6) Calculated based on the estimated rental value of vacant premises divided by the overall rental value.
(7) The indicators (Total area, Price in €/m², EPRA net rate of return excluding duties and vacancy rates) are presented excluding the Residential Property Investment Division and excluding PPPs.

1.3.1.2.1. Strategic assets

The overall value of the strategic portfolio in Icade share totals €7,621.5 million excluding duties as at 31 December 2014 *versus* €7,515.0 million at the end of 2013, i.e, an increase of €106.5 million (+1.4%).

After eliminating the impact of investments and acquisitions and disposals carried out during 2014, the change in the value of strategic assets is (0.4)%.

By value, 99% of the portfolio is located in Île-de-France.

The value of property reserves and projects under development amounted to €811.2 million as at 31 December 2014 and breaks down as €239.0 million in property reserves and €572.2 million in projects under development.

France Offices

During 2014, investments made in office assets, which mainly include work on the Monet and Sisley buildings in Saint-Denis, rose to a total of €99.9 million.

After eliminating the impact of these investments and asset disposals carried out during the financial year, the change in the value of the Offices Division as at 31 December 2014 was €(59.0) million on a like-for-like basis (*i.e.*, (1.7)%) and is broken down as follows:

- an effect related to the buildings' business plan (change in the rental situation and works budgets and rent indexation) of €(105.5) million;
- an effect linked to the downward adjustment in rates of return and discount rates used by property surveyors to reflect changes in the real-estate market, of +€46.5 million.

Business parks

The property assets of the business parks consist of built assets in use as well as property reserves and building rights for which property projects have been identified and/or are under development.

During the year 2014, Icade made €160.8 million in maintenance and development investments in its business parks.

On a like-for-like basis, after the elimination of investments, the acquisition of 50% of the Millénaire 5&6 office building with Klépierre and some disposals, the value of the business parks portfolio grew €25.9 million over the year 2014, *i.e.*, +0.7%. This growth resulted in contrasted changes ; the parks of Portes de Paris recorded growth of +€127.8 million conveying the attractiveness of the site, while the shopping centre of the Millénaire recorded negative changes because of vacancy, and drops in rental values for the shopping centre.

The overall change can be explained by the effect of business plans of the buildings of €(85.2) million, and the impact of the downward adjustment in rates of return and discount rates used by the property surveyors to reflect changes in the real-estate market, of +€111.2 million.

1.3.1.2.2. Alternative assets portfolio

The Healthcare property portfolio consists of clinics and healthcare establishments.

The overall value of this portfolio as Icade's shares is estimated at €1,328.4 million excluding duties as at 31 December 2014 *versus* €1,066.2 million at the end of 2013, *i.e.* an increase of €262.2 million which is explained by the acquisition of 12 healthcare establishments over the year for €213.3 million (in Icade's share) and by the increase of values.

On a like-for-like basis, after eliminating investments during the year of €17.0 million (Icade's proportional share), acquisitions, the value of the portfolio varies by +€26.8 million over the year 2014, *i.e.*, +2.5%. This variation is explained at around +€36.4 million by the impact of the rates and at €(9.6) million by the impact of the business plans of the buildings.

1.3.1.2.3. Non-strategic assets portfolio

Warehouses

The market value of the warehouses was assessed at €22.5 million excluding duties at 31 December 2014 compared with €40.2 million at 31 December 2013, representing a downward change of €17.6 million ((43.9)%).

This sharp decrease is mainly the result of the sale of a warehouse in Besançon in 2014.

Housing

The assets of the Residential Property Investment Division as at 31 December 2014 are composed of buildings managed by the SNI, together with the joint ownership housing and various residual assets, which were valued on the basis of property valuations.

The value of this portfolio was €156.7 million excluding duties as at 31 December 2014 *versus* €182.0 million at the end of 2013, representing a change of €(25.3) million ((13.9)%) which can be explained mainly by the effect of the disposals.

1.3.2. Valuation of property development and services businesses

Icade's development and service companies have been valued by an independent firm for the purposes of calculating the NAV (net asset value). The method used by the appraiser, which remains identical to that used for the previous year, is essentially based on a discounted cash flow (DCF) over the period of each company's business plan, extended over a 10 year horizon, together with a terminal value based on a normative cash flow increasing to infinity.

In the first half of 2014, Icade launched a consultation with six valuation experts from companies in the scope of renewing its valuation mission of its development and services companies. The experts were retained according to the criteria of independence, qualification, reputation, skill in real estate appraisal, ability in matters of organisation and resourcefulness and proposed price level.

The valuation mission was awarded to the office of Détroyat Associates.

On these bases, the values of the development and services companies as at 31 December 2014 are broken down in the following manner:

	31/12/2014		31/12/2013	
(in millions of euros)	Property development companies	Services companies	Property development companies	Services companies
Corporate value	290.0	37.4	483.8	36.5
Net debt	176.9	2.4	(3.9)	3.5
Other adjustments	(41.3)	(9.5)	(32.1)	(5.5)
Value of equity capital of the companies in global consolidation	**425.6**	**30.3**		
Value of equity capital of equity-accounted companies [(1)]	**14.7**			
Equity value	**440.3**	**30.3**	**447.8**	**34.5**

(1) After application on 1st January 2014 of the new IFRS 11 standard relating to "joint-venture" partnerships.

Among the financial parameters adopted, the appraiser used a weighted average cost of capital ranging from 9.70% to 12.14% for the development companies and from 7.36% to 12.64% for the service companies.

The enterprise value of the property development companies as at 31 December 2014 amounted to €322 million (including the enterprise value of equity-accounted companies) *versus* €483.8 million as at 31 December 2013. This drop resulted essentially from an effect related to the business plans of the companies adjusted to account for a less robust market in the short term. A significant variation in the working capital requirement due to the sale of the Garance operation also weighs on the enterprise value of Icade Commercial Property Development; this same transaction has an opposite effect on net cash flow and, consequently, on the value of equity value, up over 2014.

1.3.3. Calculating EPRA net asset value

(in millions of euros)		31/12/2014	30/06/2014	31/12/2013 restated
Consolidated equity in Group share[a]	(1)	4,042.3	3,917.7	4,167.6
Impact of the dilation of shares giving access to the capital[b]	(2)	0.0	7.1	6.9
Unrealised capital gain on property assets (excl. duties)	(3)	1,615.9	1,509.4	1,492.4
Unrealised capital gains on securities of equity-accounted Property Investment companies (excluding duties)	(4)	4.5	11.2	
Unrealised capital gain on development companies	(5)	8.2	52.1	50.5
Unrealised capital gain on securities of equity-accounted property development companies	(6)	(6.4)	2.2	
Unrealised capital gain on service companies	(7)	7.4	9.8	7.7
Restatement of the revaluation of rate hedging instruments	(8)	92.3	100.6	96.5
Group share of EPRA NAV	**(9)=(1)+(2)+(3)+4)+(5) +(6)+(7)+(8)**	**5,764.1**	**5,610.0**	**5,821.7**
Revaluation of rate hedging instruments	(10)	(92.3)	(100.6)	(96.5)
Revaluation of fixed-rate debt	(11)	(129.3)	(74.3)	(6.1)
Tax liability on unrealised capital gains of real estate assets (excluding duties)[c]	(12)	0.0	(0.3)	(0.3)
Tax liability on unrealised capital gains from securities of property development companies[d]	(13)	(13.9)	(15.1)	(14.2)
Tax liability on unrealised capital gains from securities of services companies[d]	(14)	(0.8)	(0.9)	(1.0)
Group share of EPRA triple net NAV	**(15)=(9)+(10)+(11)+ (12)+(13)+(14)**	**5,527.8**	**5,418.8**	**5,703.5**
Number of fully diluted shares[e]	n	73,530,191	74,015,169	73,774,827
EPRA NAV simple net per share (Group share – fully diluted in €)	**(9)/n**	**78.4**	**75.8**	**78.9**
Annual growth		*(0.6)%*		
EPRA NAV simple net per share (Group share – fully diluted in €)	**(15)/n**	**75.2**	**73.2**	**77.3**
Annual growth		*(2.7)%*		

(a) Including a 2014 Group share net profit of €151.5 million.
(b) Dilution related to stock-options which had the effect of increasing consolidated capital and reserves and the number of shares will be deducted from the number of exercisable shares at the end of the fiscal year.
(c) Relates to office assets in Germany taxed at 15.83%.
(d) Calculated at a rate of 34.43% for securities held for less than two years and at a rate of 4.13% for securities held for more than two years. For securities owned directly by Icade, these rates are subject to the exceptional contribution, increasing them respectively to 38.0% and 4.56%.
(e) Stands at 73,530,191 as at 31 December 2014, after cancelling treasury stock (539,308 shares) and the impact of diluting instruments (47,113 shares).

The variation of the NAV over the period is detailed in the table below.

EPRA TRIPLE NAV IN GROUP SHARE AS AT 31/12/2013 *(in € per share)*	**€77.3**
Dividends paid during the 1st half of the year	€(3.7)
Group share of consolidated profit for the year	+€2.2
Change in fair value of financial derivative instruments	+€0.1
Variation of the unrealised capital gains on real estate assets of equity-accounted property investment companies	+€1.7
Change in unrealised capital gains on property-development and service companies	€(0.7)
Change in the fair value of fixed-rate debt	€(1.7)
Impact of the change in the number of diluted shares on the NAV per share	€+0.3
Other	€(0.2)
EPRA TRIPLE NAV IN GROUP SHARE AS AT 31/12/2014 *(in € per share)*	**€75.2**

The change in unrealised capital gains of real estate assets and from property development and services companies results in changes in values explained above (in 1.3.1.2. and 1.3.2.). The changes most marked concern the real estate assets situated in dynamic locations or in recovery (immediate inner ring north, La Défense), which have recorded movement of significant value having increased the unrealised capital gains.

Conversely, the constant decline in the interest rate, all throughout the year, has aggravated the difference of fair value of the fixed rate debt, whose outstanding debt grew in 2014, notably by the issuing of a €500 million bond in April.

The fair value of rate derivatives has appreciated, which is explained by the passing of time and the maturity of derivative products historically contracted at elevated rates.

1.4. EPRA reporting as at 31 December 2014

Below, Icade presents all the European Public Real Estate Association (EPRA) performance indicators drawn up in accordance with its recommendations.

1.4.1. EPRA net asset value (simple net and triple net)

The calculation of the EPRA NAV is detailed in chapter 2, paragraphe 1.3.3.: "Calculating EPRA net asset value".

(in millions of euros)	31/12/2014	30/06/2014	31/12/2013 restated	Change 2013/2014	Change *(as a %)*
Group share of EPRA NAV	5,764.1	5,610.0	5,821.7	(57.6)	(1.0)%
EPRA NAV simple net, Group share, per share (in €)	78.4	75.8	78.9	(0.5)	(0.6)%
Group share of EPRA triple net NAV	5,527.8	5,418.8	5,703.5	(175.7)	(3.1)%
EPRA NAV triple net, Group share, per share (in €)	75.2	73.2	77.3	(2.1)	(2.7)%

1.4.2. EPRA Earnings from property investment

EPRA Earnings from property investment measures the operational performance of recurring operating activities for the Property Investment Division.

	(in millions of euros)	31/12/2014	31/12/2013 restated	Change 2013/2014
	Net profit/(loss	**172.8**	**145.0**	**19.2%**
	Net profit/(loss) – Other activities [(1)]	(39.9)	(53.2)	
(a)	**Net profit/(loss) – Property Investment**	**132.9**	**91.7**	**44.9%**
(i)	Change in value of investment properties and depreciation allowance	(270.6)	(269.6)	
(ii)	Profit/(loss) from disposal of assets	98.6	120.7	
(iii)	Profit/(loss) from disposal of shops	-	(0.1)	
(iv)	Tax on profits from disposals and impairments	(0.2)	0.4	
(v)	Negative acquisition difference/depreciation of goodwill	-	(3.2)	
(vi)	Change in fair value of financial instruments	(5.3)	8.4	
(vii)	Acquisition cost for shares	-	-	
(viii)	Deferred tax related to EPRA adjustments	-	-	
(ix)	Adjustments for equity-accounted companies	(6.6)	(12.5)	
(x)	Minority interests (Icade Santé)	47.0	38.1	
(b)	**Total Restatements**	**(136.9)**	**(117.8)**	**(16.2)%**
(A-B)	**EPRA EARNINGS FROM PROPERTY INVESTMENT**	**269.9**	**209.4**	**28.9%**
	Average number of diluted shares in circulation used in the calculation	73,735,312	60,865,381	
	EPRA EARNINGS FROM PROPERTY INVESTMENT IN €/SHARE	**€3.66**	**€3.44**	**6.4%**

(1) Other activities corresponding to property development, services and inter-group.

EPRA Earnings from property investment represents €3.66 per share as at 31 December 2014 *versus* €3.44 per share as at 31 December 2013.

1.4.3. EPRA rate of return

The table below presents the switch from the Icade net rate of return as described elsewhere and the rates of return defined by EPRA. The calculation is carried out after restatement of Icade Santé's minority interests.

	31/12/2014	31/12/2013
ICADE NET RETURN (1)	**7.4%**	**7.4%**
Effect of estimated duties and fees	(0.4)%	(0.3)%
Restatement for potential rents from vacant premises	(0.8)%	(1.0)%
EPRA TOPPED-UP NET INITIAL RETURN (2)	**6.1%**	**6.0%**
Integration of rental holidays	(0.6)%	(0.3)%
EPRA NET INITIAL RETURN (3)	**5.5%**	**5.8%**

(1) Net annualised rents for rented floor areas added to potential net rents of vacant floor areas at the market rental value, excluding special rent arrangements, related to the surveyed value excl. duties of assets in operation.
(2) Annualised rents net of leased surface areas, excluding special rent arrangements, related to the surveyed value including duties of assets in operation.
(3) Annualised rents net of leased surface areas, excluding special rent arrangements, related to the surveyed value including duties of assets in operation.

1.4.4. EPRA vacancy rate

The EPRA vacancy rate is defined as the ratio between the market rent for vacant surface areas and the market rent of the total surface area. Assets under development are not included in 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 restatement of Icade Santé's minority interests.

	31/12/2014	31/12/2013
Strategic assets	18.3%	13.8%
Alternative assets (healthcare)	0.0%	0.0%
Non-strategic assets portfolio	19.6%	5.6%
TOTAL COMMERCIAL PROPERTY INVESTMENT	**15.5%**	**11.7%**

The negative change of the EPRA vacancy rate between 2013 and 2014 is primarily explained by the increase in financial vacancy between 2013 and 2014.

The leases signed in 2014 for the EQHO tower, which represent 71% of the floor space of the asset (56,000 m^2 – excluding IRE share), have not been integrated in the calculation of the EPRA vacancy rate because the effective dates of the leases entered into are expected in 2015.

Reprocessing these leases, the EPRA vacancy rates on the strategic scope fall to 12.8%.

The segment of non-strategic commercial property assets has experienced a significant increase of its EPRA vacancy rate between 2013 and 2014 because of the asset disposals taking place during the year. In fact, the assets disposed (Germany, warehouse) have experienced quite low vacancy.

1.4.5. EPRA cost ratio (Property Investment)

The data below present the detail of the cost ratio, in accordance with the definition recommended by EPRA, for the Commercial Property Investment portfolio after restatement of Icade Santé's minority interests.

		31/12/2014	31/12/2013 restated
	Includes:		
(i)	Structural expenses and other overheads	(82.5)	(67.1)
(ii)	Rental charges net of re-invoicing	(29.3)	(24.7)
(iii)	Management fees net of actual/estimated margins		0.0
(iv)	Other re-invoicing covering overheads	33.6	38.9
(v)	Share of overheads and expenses of equity-accounted companies	(3.1)	(4.9)
(vi)	Share of overheads and charges allocated to non-controlling interests	4.5	3.7
	Excludes:		
(vii)	Depreciation of investment properties	-	-
(viii)	Land leasing costs	(2.4)	(1.5)
(ix)	Other property charges incorporated into rental revenues	(0.1)	0.0
(A)	**EPRA COSTS (INCLUDING VACANCY COSTS)**	**(74.2)**	**(52.6)**
(x)	Minus: Vacancy expenses	(27.7)	(15.7)
(B)	**EPRA COSTS (EXCLUDING VACANCY COSTS)**	**(46.5)**	**(36.9)**
(xi)	Gross rental revenues minus land leasing costs	538.5	432.8
(xii)	Other property charges incorporated into rental revenues	-	-
(xiii)	Plus: share of rental income less charges from equity accounted property investment companies	10.4	23.3
(xiv)	Share of rental income less charges from property investment allocated to non-controlling interests	(61.6)	(50.8)
(C)	**RENTAL INCOME**	**487.2**	**405.3**
(A/C)	**EPRA PROPERTY INVESTMENT COST RATIO (INCLUDING VACANCY COSTS)**	**15.2%**	**13.0%**
(B/C)	**EPRA PROPERTY INVESTMENT COST RATIO (EXCLUDING VACANCY COSTS)**	**9.5%**	**9.1%**

The negative change in the EPRA Property Investment cost ratio between 31 December 2013 and 2014 is explained by:

- starting the operation of the EQHO tower in July 2013. This asset supports the financial vacancy over the financial year 2014 (€2.2 million);
- non-recurring costs supported over the financial year 2014 (legal costs related to the merger of eight companies in Icade);
- write-backs of non-current provisions noted in 2013 (€2.5 million).

1.5. Financial resources

Strong from its inaugural bond issue in 2013, Icade successfully placed its second issue on the euro market in the amount of €500 million with a maturity of seven years in April 2014, accompanied by a margin of 98 basis points above the reference rate (*i.e.*, a 2.25% coupon). This new bond was largely oversubscribed by European investors confirming their trust in the credit quality of Icade.

Continuing the dynamic management of its liabilities, Icade has also improved the terms of a substantial portion of its bank debt in March 2014. This was reflected in:

- the extension of the maturity of the €500 million term loan by one year;
- substitution of the forward start of €375 million by a credit refinancing of a superior average duration;
- new lowered financial conditions for all these lines.

Last 30 June, Icade also strengthened its undrawn facilities by varying their maturity from three to seven years. Their terms have been improved and the total amount of its available lines has been raised to €1,260 million as at 31 December 2014.

During the summer, in order to increase the diversification of its sources of funding, Icade set up a commercial paper program – support for short term debts – and thus constituted an outstanding debt of €203 million at the end of 2014.

All of these transactions have allowed the Group to continue implementing its financial policy of extending the average duration of debt, lowering its cost and diversifing of its financing resources initiated in 2011.

Finally, Icade gathered on 8 and 9 December 2014 selling interests from holders of its ORNANEs in a reverse bookbuilding procedure. A five-day repurchased offer opened after this first buy-back. At the end of the operation, 61.7% of the ORNANEs in circulation were repurchased, which constitutes an high success rate for this type of operation ; thus as at 31 December 2014, there were no more than 359,942 ORNANEs in circulation, which represented 25.6% of the initial number issued. The operation allowed Icade to limit the risk of dilution attached to these instruments as well as the volatility that they generate in financial profit/loss.

1.5.1. Liquidity

Icade's financial resources were strengthened during 2014 by renewing existing credit lines and by setting up new credit lines. The main financing transactions were the following:

- cancellation of €550 million in revolving credit and setting up €680 million in medium and long term revolving lines of credit;
- renewal of a €80 million medium-term revolving credit line;
- setting up a long term mortgage loan of €49 million on Icade Santé;
- issuing €500 million in bonds;
- issuing commercial paper for an amount of €203 million outstanding debt at the end of the year.

The credit lines have an average credit margin of 126 basis points and an average maturity of 4.9 years.

Icade has drawing capacity on short and medium-term credit lines of €1,260 million, to be used entirely as it sees fit. The total available cash as at 31 December 2014 allows covering almost two years of repayments of capital and interest on debt.

1.5.2. Debt structure as at 31 December 2014

1.5.2.1. Debt by nature

The gross financial debt of €4,376.2 million as at 31 December 2014 consisted of the following:

- €1,602.2 million in corporate loans;
- €1,310.2 million in bonds;
- €842.0 million in mortgage financing;
- €232.4 million in financial leases;
- €203.0 million in commercial paper;
- €94.1 million in private placement;
- €34.7 million in bank overdrafts;
- €49.9 million in ORNANEs; and
- €7.8 million in debts associated with equity interest.

Net financial debt totalled €3,849.1 million as of 31 December 2014, down €17.6 million compared to 31 December 2013.

The change between these two dates primarily stems from the following:

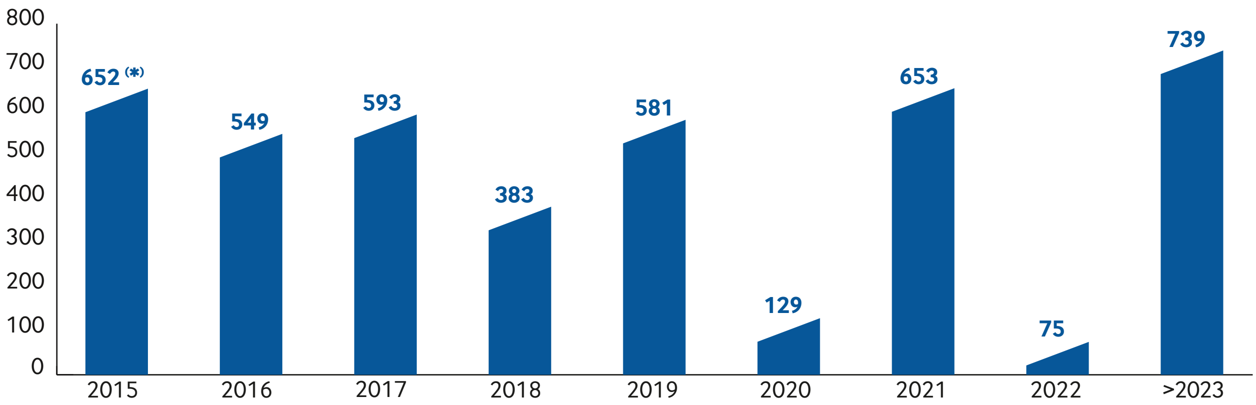
- new debt for €1,130 million corresponding in large part to the bond issue in April, the growth of the outstanding debt of commercial paper during the last half year, drawing of the credit refinancing in July as well as the setting up of a new mortgage loan for Icade Santé ;
- the drawing and repayment over the year of €80 million on available lines;
- the final maturity of the 2014 Icade syndicated loan for €700 million, and two corporate lines for a total amount of €140 million;
- the final maturity of a mortgage loan for Icade Santé for €31 million;
- natural debt amortisation and repayments of corporate credit lines for a total of €67 million;
- early repayments for a €140 million corporate loan;
- natural amortisation on finance leases of €23 million;
- the inclusion of €56 million of new debt by Icade Santé in the scope of consolidation during acquisitions;
- an increase of €2.2 million of the fair value of the ORNANEs, coupled with a repayment of €79 million of outstanding debt at the time of the repurchase transaction;
- an €5.4 million increase in the value of hedging instruments;
- a drop in cash & cash-equivalent of approximately €67 million;
- a drop in bank overdrafts of €83 million.

1.5.2.2. Debt by maturity date

The maturity schedule of the debts drawn by Icade (excluding overdrafts) as at 31 December 2014 is given below:

SCHEDULE OF DRAWN DEBT

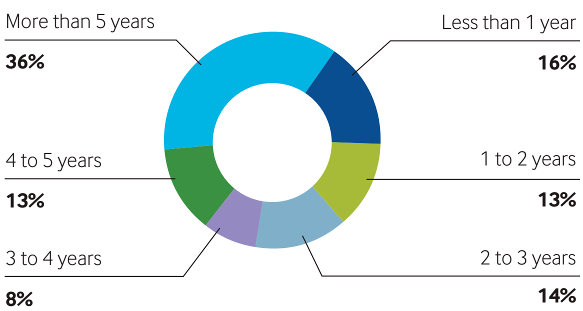
(31 December 2014, in millions of euros)



(*) Including €203 million in commercial paper.

BREAKDOWN OF DEBT BY MATURITY DATE

(31 December 2014)



The average life of debt works out at 4.7 years as at 31 December 2014 (excluding commercial paper). As at 31 December 2013, it was 4.6 years, indicating that the financing raised in 2014 extended the average maturity of Icade's debt.

1.5.2.3. Debt by business

After allocation of the intra-group refinancing, nearly 99% of the Group's debt relates to the Property Investment Division and 1% relates to the Property Development Division. The share assigned to the services business line is insignificant. These proportions convey a slight decrease of indebtedness of the Property Development Division compared to 2013.

1.5.2.4. Average cost of debt

The average cost of financing in 2014 was 1.97% before hedging and 3.07% after hedging, compared with 1.71% and 3.83% respectively in 2013.

The average cost of financing decreased sharply between 2013 and 2014, through the full year effect of hedging restructuring carried out during the second half of 2013, and proactive management of financing – renegotiations made in the 1st half of 2014 and new issues of debt (bonds and commercial paper).

1.5.2.5. Interest rate risk

The monitoring and management of financial risks are centralised within the Financing and Cash Management Division.

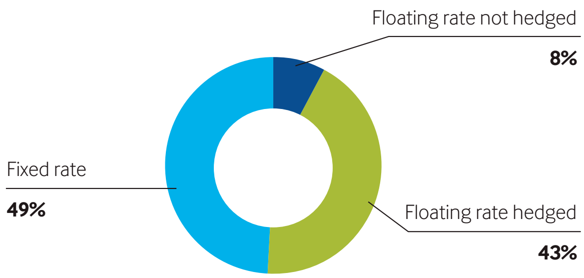
This department reports on a monthly basis to Icade's risk, rates, Treasury and Finance Committee on all matters related to finance, cash-management, interest-rate risk management and liquidity management.

Changes in financial markets can entail a variation in interest rates, which may be reflected in an increase in the cost of refinancing. To finance its investments, Icade also uses floating-rate debt, which is then hedged, thus conserving its ability to prepay loans without penalties. This debt represents, before hedging, nearly 50.4% of its total debt as at 31 December 2014 (excluding debts associated with equity interests and bank overdrafts).

In 2014, Icade continued its prudent debt management policy by maintaining limited exposure to interest-rate risks by setting up appropriate hedging contracts (plain vanilla swaps and caps). Rate floor contracts on a Euribor 3 month at 0% have been subscribed for a €300 million nominal during the 2nd half of the year, to cover an economic risk of a drop in the reference index of some of our financing contracts below a minimum threshold.

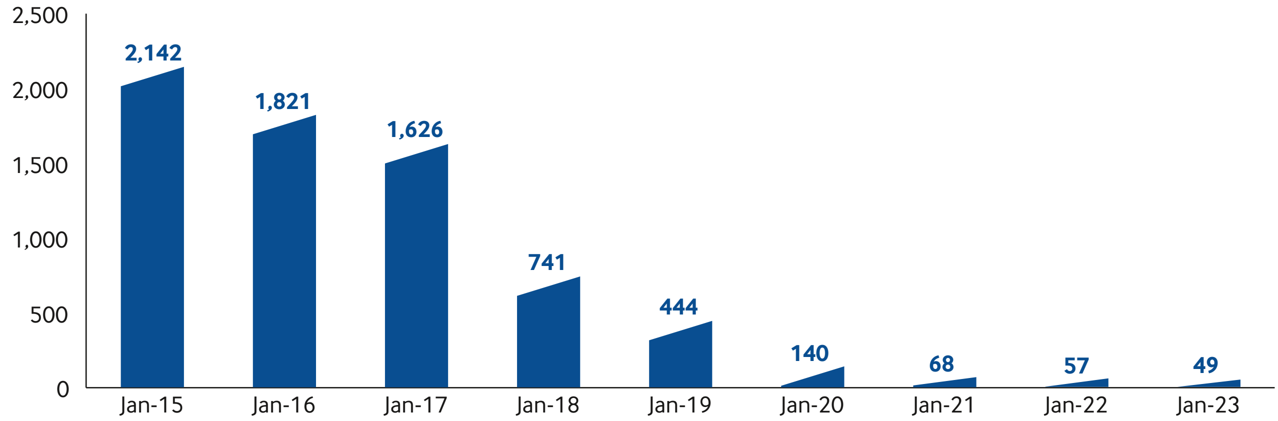
BREAKDOWN OF DEBT BY TYPE OF RATE (EXCLUDING REPURCHASED DEBT IN INVESTMENTS AND BANK OVERDRAFTS)

(31 December 2014)



OUTSTANDING HEDGING POSITIONS

(31 December 2014, in millions of euros)



The majority of the debt (92.1%) is protected against a rise in interest rates (fixed rate debt or variable rate debt hedged). The notional amount of derivatives is summarised in the graph above.

Given the financial assets and the new hedges set up, the net position is given in the following table:

	Financial assets (a)		Financial liabilities (b)		Net exposure before hedging (c) = (b) - (a)		Rate hedging instrument (d)		Net exposure after hedging (e) = (d) - (c)	
31/12/2014 ***(in millions of euros)***	**Fixed Rate**	**Floating Rate**	**Fixed Rate**	**Floating Rate**	**Fixed Rate**	**Floating Rate**	**Fixed Rate**	**Floating Rate**	**Fixed Rate**	**Floating Rate**
Less than one year	40.7	560.1	245.6	459.1	204.9	(101.0)	-	320.9	(204.9)	421.9
One to two years	0.1	0.1	29.7	517.7	29.6	517.6	-	195.6	(29.6)	(322.0)
Two to three years	-	-	84.4	510.7	84.4	510.7	-	584.9	(84.4)	74.2
Three to four years	-	-	29.8	352.4	29.8	352.4	-	296.4	(29.8)	(56.0)
Four to five years	0.1	3.7	522.1	50.2	522.0	46.5	-	304.6	(522.0)	258.1
Over five years	13.2	0.3	1,236.9	337.4	1,223.8	337.1	-	139.8	(1,223.8)	(197.3)
TOTAL	**54.0**	**564.2**	**2,148.6**	**2,227.7**	**2,094.6**	**1,663.4**	**-**	**1,842.2**	**(2,094.6)**	**178.8**

The average life of variable debt was 2.9 years and of associated hedges was also 2.9 years, providing adequate hedging.

Finally, Icade favours classifying its hedging instruments as "cash flow hedges" according to the IFRS standards, which implies that the change in the fair value of these instruments be recognized directly in equity (for the effective portion) rather than as profit/loss.

Considering the year's profile, and the change in interest rates, the change in fair value of hedging instruments has had a €1 million positive impact in equity.

1.5.3. Financial rating

Icade has been rated by rating agency Standard & Poor's since September 2013.

Following changes to its rating criteria, in May 2014 Standard & Poor's confirmed Icade's long-term rating as "BBB+" with a stable outlook, as well as its short term rating as A2.

1.5.4. Financial structure

1.5.4.1. Financial structure ratios

1.5.4.1.1. LTV (loan to value)

The ratio of LTV (net financial debt divided by the value of assets excluding duties increased by the value of the property development and services companies) comes out to 36.9% as at 31 December 2014 (compared with 37.5% as at 31 December 2013).

This ratio remains well below the ceiling levels to be met under the financial covenants stipulated in the banking documents (50% and 52% in the majority of cases where this ratio is mentioned as a covenant). These covenants do not include the value of property development and services companies in the calculation of the ratio, positioning it at 38.2% (compared with 39.1% as at 31 December 2013).

If the value of the portfolio used for its calculation was assessed including duties and if the fair value of interest rate derivatives was not included in net debt, the adjusted LTV ratio would be 34.3% at 31 December 2014.

1.5.4.1.2. ICR (interest coverage ratio)

The interest coverage ratio by operating profit (ICR) (corrected for depreciation) was 4.74x in financial year 2014. This ratio increased in comparison with previous years (4.02x in 2013), considering the Silic inclusion in the consolidation scope, the disposals carried out during the year and the improvment in the cost of net debt. Compared with EBITDA, this ratio works out as 3.99x.

	31/12/2014	31/12/2013 restated (2)
Ratio of net financial debt/revalued portfolio (LTV) (1)	36.9%	37.5%
Interest coverage ratio by operating profit (ICR)	4.74x	4.02x

(1) Integrates the value in the balance sheet of property development and services companies as well as the financial receivables of public-private partnerships.
(2) The values at 31/12/2013 have been restated with respect to those published to account for the IFRS 11 standard.

1.5.4.2. Table of covenants

Nature of the limit	Direction	Threshold	31/12/2014
LTV (1)	Maximum	45%, 50% or 52%	38.2%
ICR	Minimum	2.00x	4.74x
Control of the Caisse des dépôts (CDC) (2)	Minimum	34%, 50% or 51%	52.0%
Value of the Property Investment portfolio (3)	Minimum	3, 4, 5 or 7 billion euros	€10.1 billion
Debt ratio of property development subsidiaries/Consolidated gross debt	Maximum	20%	0.9%
Surety on assets	Maximum	20% of the property investment portfolio	10.7% (4)

(1) Around 83% of the debt relating to an LTV covenant has a limit of 52%, 15% of the debt has a limit of 50%, while the remaining 2% has a limit of 45%.
(2) Around 96% of the debt relating to the covenant for the CDC change of control clause has a limit of 34%, with a limit of 50-51% for the remaining 4%.
(3) Around 19% of the debt relating to the value of Investment property assets covenant has a limit of €3 billion, 3% of the debt has a limit of €4 billion, 16% of the debt has a limit of €5 billion, with a limit of €7 billion on the remaining 62%.
(4) Maximum calculation with regard to the loan clauses.

The covenants were observed as at 31 December 2014.

1.6. *Pro forma* 2013

The financial statements as at 31 December 2013 have been restated in order to reflect the new consolidation methods from the IFRS 10 and 11 standards. These restatements have no effect on the net profit/(loss) – Group share. The amounts restated were accounted for in the "shares in companies accounted for by the equity method" on the balance sheet and in the share in the profit/loss of equity-accounted companies in the income statement. The latter aggregate is included in the operating profit/(loss), same as the share of profit/loss of companies historically consolidated by the equity method of accounting, in the past positioned below the financial profit/(loss).

1.6.1. Property investment income statement

(in millions of euros)	Published 31/12/2013	Restatements	31/12/2013 restated	Including EPRA Earnings from Property Investment	Including Others [1]
RENTAL INCOME	**474.1**	**(23.2)**	**450.9**	**450.9**	**-**
Net rent	**434.3**	**(16.1)**	**418.1**	**418.1**	**-**
Margin (net rents/rental income)	***91.6%***	***69.5%***	***92.7%***	***92.7%***	***0.0%***
Net functioning costs	**(30.1)**	**0.4**	**(29.8)**	**(29.8)**	**-**
Profit/(loss) from other activities	**-**	**-**	**-**	**-**	**-**
EBITDA	**404.1**	**(15.8)**	**388.3**	**388.3**	**-**
Amortization and impairment of operating assets	(12.9)	3.2	(9.6)	(9.6)	-
CURRENT OPERATING PROFIT/(LOSS)	**391.2**	**(12.6)**	**378.7**	**378.7**	**-**
Amortization and impairment of investment properties	(282.1)	11.3	(271.0)	-	(271.0)
Profit/loss from disposals	120.8	-	120.7	-	120.7
Impairment on acquisition differences	(3.2)	-	(3.2)	-	(3.2)
Share in profit/loss of equity-accounted companies	-	2.1	2.1	13.3	(11.3)
OPERATING PROFIT/(LOSS)	**226.5**	**0.8**	**227.3**	**392.0**	**(164.7)**
Cost of gross debt	(145.9)	-	(145.9)	(145.9)	-
Net income from cash and cash equivalents, related loans and receivables	1.6	10.7	12.2	12.2	-
Cost of net debt	**(144.4)**	**10.7**	**(133.7)**	**(133.7)**	**-**
Adjustment to value of derivatives and other discounting	8.4	-	8.5	-	8.4
Other financial income and charges	11.6	(11.4)	0.1	0.1	-
FINANCIAL PROFIT/(LOSS)	**(124.4)**	**(0.8)**	**(125.1)**	**(133.6)**	**8.5**
Corporate income tax	(10.4)	-	(10.4)	(10.9)	0.4
Net profit/(loss) – Property Development, services, inter-group	**53.2**	**-**	**53.2**	**-**	**53.2**
NET PROFIT/(LOSS)	**144.9**	**-**	**144.9**	**247.5**	**(102.5)**
Net profit/(loss): Share of non-controlling interests	18.0	-	18.0	38.1	(20.1)
NET PROFIT/(LOSS) – GROUP SHARE	**126.9**	**-**	**126.9**	**209.4**	**(82.4)**

(1) The "Other" column groups the activities of Property Development and Services, the depreciation allowance of the investment properties, the profit/(loss) of the disposals, the conversion to fair value of financial instruments and ORNANEs, and other non-recurring items.

2

1.6.2. Key figures for Property Investment Division

(in millions of euros)	31/12/2013 published	Restatements	31/12/2013 restated
Revenue – Property Investment	476.4	(12.6)	463.7
EBITDA	404.1	(15.8)	388.3
Margin (EBITDA/Revenues)	*84.8%*		*83.7%*
OPERATING PROFIT/(LOSS)	**226.5**	**0.8**	**227.3**
Financial profit/loss	(124.4)	(0.8)	(125.2)
Profit tax	(10.4)	-	(10.4)
Net profit/(loss) – Property Investment	91.7	-	91.7
NET INCOME GROUP SHARE PROPERTY INVESTMENT	**75.0**	**-**	**75.0**

1.6.3. Rental income Property Investment Division

(in millions of euros)	31/12/2013 published	Restatements	31/12/2013 restated
France Offices	143.5	(5.6)	138.0
Business parks	150.1	(2.2)	147.9
STRATEGIC ASSETS	**293.6**	**(7.8)**	**285.9**
Shops and shopping centres	25.5	(25.5)	-
Healthcare	123.9	-	123.9
ALTERNATIVE ASSETS	**149.4**	**(25.5)**	**123.9**
NON-STRATEGIC ASSETS	**36.6**	**10.1**	**46.7**
Intra-group businesses – Property Investment	(5.6)	-	(5.6)
RENTAL INCOME	**474.1**	**(23.2)**	**450.9**
Other Revenues	2.3	10.5	12.8
REVENUE – PROPERTY INVESTMENT	**476.4**	**(12.7)**	**463.7**

1.6.4. Net rents Property Investment Division

(in millions of euros)	31/12/2013 published	Restatements	31/12/2013 restated	
France Offices	132.2	(5.3)	126.9	92.0%
Business parks	137.9	(4.4)	133.5	90.3%
STRATEGIC ASSETS	**270.2**	**(9.7)**	**260.4**	**91.1%**
Shops and shopping centres	21.9	(21.9)	-	0.0%
Healthcare	122.4	-	122.4	98.8%
ALTERNATIVE ASSETS	**144.3**	**(21.9)**	**122.4**	**98.8%**
NON-STRATEGIC ASSETS	**20.4**	**11.9**	**32.3**	**69.0%**
Intra-group businesses – Property Investment	(0.6)	3.7	3.1	0.0%
PROPERTY INVESTMENT DIVISION	**434.3**	**(16.1)**	**418.1**	**92.7%**

1.6.5. EPRA Earnings from property investment

(in millions of euros)	31/12/2013 published	Restatements	31/12/2013 restated
EBITDA	469.4	(31.5)	437.9
EBITDA – Other activities	(65.3)	15.7	(49.6)
EBITDA – PROPERTY INVESTMENT	**404.1**	**(15.8)**	**388.3**
Depreciations and impairments not related to investment properties	(12.9)	3.3	(9.6)
Share in profit/loss of equity-accounted companies	-	13.3	13.3
CURRENT OPERATING PROFIT/(LOSS)	**391.2**	**0.8**	**392.0**
Consolidated financial profit/(loss)	(122.1)	(1.0)	(123.1)
Financial profit/(loss) from other activities	(2.2)	0.2	(2.0)
Non-discounting charge of exit tax	-	0.1	0.1
Change in fair value of financial instruments	(3.6)	(5.0)	(8.6)
CURRENT FINANCIAL PROFIT/(LOSS)	**(127.9)**	**(5.6)**	**(133.6)**
Consolidated corporate tax	(39.2)	0.3	(38.9)
Corporate tax from other activities	28.7	(0.3)	28.4
Tax on capital gains from sales	(0.4)	-	(0.5)
CURRENT CORPORATE TAX	**(10.8)**	**-**	**(10.9)**
PROFIT/(LOSS) SHARE OF MINORITY INTERESTS	**(38.1)**	**-**	**(38.1)**
EPRA EARNINGS FROM PROPERTY INVESTMENT	**214.3**	**(4.8)**	**209.4**
EPRA EARNINGS FROM PROPERTY INVESTMENT *(in €/share)*	**€3.52**		**€3.44**

In its recommendations published in 2014, the EPRA reminded that spreading charges for expected unblocking of derivative products must not be restated in the calculation of EPRA Earnings. In 2013, the impact of the consolidated financial statements of Property Investment represented a charge of €4.8 million which had been restated in the calculation.

1.6.6. Key figures other activities

(in millions of euros)	31/12/2013 published	Restatements: Property development	Restatements: Inter-group	31/12/2013 restated
Revenues	1,116.4	(121.1)	(2.3)	993.0
EBITDA	65.3	(17.7)	1.9	49.6
Margin (EBITDA/Revenues)	*5.8%*			*5.0%*
OPERATING PROFIT/(LOSS)	**77.6**	**2.1**	**-**	**79.7**
Financial profit/loss	2.2	(0.2)	-	2.0
Profit tax	(28.7)	0.3	-	(28.4)
Net profit/(loss)	53.2	-	-	53.2
NET INCOME GROUP SHARE	**51.9**	**-**	**-**	**51.9**

1.6.7. Key figures Housing Property Development Division

(in millions of euros)	31/12/2013 published	Restatements	31/12/2013 restated
Revenues	729.3	(26.8)	702.5
EBITDA	40.1	(2.5)	37.6
Margin (EBITDA/Revenues)	*5.5%*		*5.4%*
OPERATING PROFIT/(LOSS)	**50.2**	**2.1**	**52.3**

1.6.8. Key figures Commercial Property Development Division

(in millions of euros)	31/12/2013 published	Restatements	31/12/2013 restated
Revenues	362.2	(94.3)	267.9
EBITDA	21.8	(15.2)	6.6
Margin (EBITDA/Revenues)	*6.0%*		*2.5%*
OPERATING PROFIT/(LOSS)	**21.2**	**-**	**21.2**
Public and Healthcare	92.5	(12.1)	80.4
Commercial	241.3	(84.0)	157.3
Project Management Assistance	28.4	1.8	30.2
REVENUE	**362.2**	**(94.3)**	**267.9**

1.6.9. Group net current cash flow

(in millions of euros)	31/12/2013 published	Restatements	31/12/2013 restated
EBITDA	**469.4**	**(31.5)**	**437.9**
Depreciation not related to investment properties	-	-	-
Share in profit/loss of equity-accounted companies	-	29.1	29.1
CURRENT OPERATING PROFIT/(LOSS)	**469.4**	**(2.4)**	**467.1**
Consolidated financial profit/(loss)	(122.1)	(1.0)	(123.1)
Non-discounting charge of exit tax	0.1	-	0.1
Variation of fair value of hedge instruments and ORNANEs	-	(8.5)	(8.5)
CURRENT FINANCIAL PROFIT/(LOSS)	**(122.0)**	**(9.5)**	**(131.5)**
CURRENT CORPORATE TAX	**(33.0)**	**(2.4)**	**(35.4)**
Profit/(loss) minority interests share	(35.0)	(4.4)	(39.4)
GROUP NET CURRENT CASH FLOW	**279.4**	**(18.7)**	**260.7**
GROUP NET CURRENT CASH FLOW ***(in €/share)***	**€4.59**		**€4.28**

1.6.10. EPRA NAV

(in millions of euros)		31/12/2013 published	Restatements	31/12/2013 restated
Consolidated equity in Group share	(1)	4,167.6	-	4,167.6
Impact of the dilution of shares giving access to the capital	(2)	6.9	-	6.9
Unrealised capital gain on property assets (excl. duties)	(3)	1,492.4	-	1,492.4
Unrealised capital gain on development companies	(4)	50.5	-	50.5
Unrealised capital gain on service companies	(5)	7.7	-	7.7
Restatement of the revaluation of rate hedging instruments	(6)	102.2	(5.7)	96.5
EPRA NAV SIMPLE NET GROUP SHARE	**(7) = (1) + (2) + (3) + (4) + (5) + (6)**	**5,827.3**	**(5.7)**	**5,821.6**
Revaluation of rate hedging instruments	(8)	(102.2)	5.7	(96.5)
Revaluation of fixed-rate debt	(9)	(6.1)	-	(6.1)
Tax liability on unrealised capital gains of real estate assets (excluding duties)	(10)	(0.3)	-	(0.3)
Tax liability on unrealised capital gains from securities of property development companies	(11)	(14.2)	-	(14.2)
Tax liability on unrealised capital gains from securities of services companies	(12)	(1.0)	-	(1.0)
EPRA TRIPLE NET ASSET VALUE – GROUP SHARE	**(13) = (7) + (8) + (9) + (10) + (11) + (12)**	**5,703.5**	**-**	**5,703.5**
Number of fully diluted shares	n	73,774,827	-	73,774,827
EPRA NAV SIMPLE NET PER SHARE (in Group share – fully diluted in €)	**(7)/n**	**79.0**		**79.0**
EPRA TRIPLE NET ASSET VALUE PER SHARE (in Group share – fully diluted in €)	**(13)/n**	**77.3**		**77.3**

2

1.6.11. EPRA cost ratio (Property Investment)

		Published 31/12/2013	Restatements	31/12/2013 restated
	Includes:			
(i)	Structural expenses and other overheads	(27.7)	(39.4)	(67.1)
(ii)	Rental charges net of re invoicing	(25.3)	0.6	(24.7)
(iii)	Management fees net of actual/estimated margins	-	-	-
(iv)	Other re invoicing covering overheads	2.1	36.8	38.9
(v)	Share of overheads and expenses of equity-accounted companies	-	(4.9)	(4.9)
(vi)	Share of overheads and charges allocated to non-controlling interests	-	3.7	3.7
	Excludes:			
(vii)	Depreciation of investment properties	-	-	-
(viii)	Land leasing costs	(1.5)	-	(1.5)
(ix)	Other property charges incorporated into rental revenues	-	-	-
(A)	**EPRA COSTS (INCLUDING VACANCY COSTS)**	**(49.4)**	**(3.2)**	**(52.6)**
(x)	Minus: Vacancy expenses	(14.7)	(1.0)	(15.7)
(B)	**EPRA COSTS (EXCLUDING VACANCY COSTS)**	**(34.7)**	**(2.2)**	**(36.9)**
(xi)	Gross rental revenues minus land leasing costs	405.3	27.5	432.8
(xii)	Other property charges incorporated into rental revenues	-	-	-
(xiii)	Plus: share of rental income less charges from equity accounted property investment companies	-	23.3	23.3
(xiv)	Share of rental income less charges from property investment allocated to non-controlling interests	-	(50.8)	(50.8)
(C)	**RENTAL INCOME**	**405.3**	**-**	**405.3**
(A/C)	**EPRA COST RATIO (INCLUDING COSTS OF VACANCY)**	**12.2%**		**13.0%**
(B/C)	**EPRA COST RATIO PROPERTY INVESTMENT (EXCLUDING COSTS OF VACANCY)**	**8.6%**		**9.1%**

2. CORPORATE SOCIAL AND ENVIRONMENTAL RESPONSIBILITY

2.1. A CSR approach in line with our corporate vision: "We bring life to the city"

As a committed player in the Grand Paris regional project and in the development of major French cities, we are convinced that we can develop only by offering property assets that guarantee energy performance and economic gains and that adapt to the new behaviours of our clients.

In times of economic crisis, corporate social responsibility (CSR) is a performance driver for the company and progress factor for the entire community. It is through this momentum that we contribute particularly to preparing tomorrow's sustainable city.

CSR is inherent to our business model. It is supported by all our employees and structures our relations with stakeholders.

It is an integral part of our strategy and our corporate vision, embodied by the expression: "We bring life to the city". It is structured around three areas that each encompass concrete actions:

- the "City", our sphere of activity;
- "Life", the purpose of our approach;
- "We", a collective mode of action.

2.1.1. "The City", our sphere of activity

Cities continue to develop all over France and are already home to three quarters of the population. Our major cities generate new living contexts, uses and needs. It is in their territory that we develop our projects and our expertise.

Our CSR ambition: contribute to better living in urban areas, in particular in the major cities.

We are accelerators of the responsible development of metropolitan cities. We are stakeholders of five contracts for the territorial development of the Grand Paris area, for 7 million people in 124 municipalities. We also have commitments with the major French cities such as Lyon, Bordeaux, Strasbourg, Lille, Nantes and Marseille.

We hope to promote a more sustainable city, with reduced resource consumption and environmental footprint, with a stronger connection between buildings and transport networks, that is more harmonious in the coexistence of activities and the diversity of populations, that is smarter in its management and more connected. This ambition leads to the anticipation of changes in habits (adaptability of the building and new working modes), life styles (intergenerational diversity and housing/office units) the dynamics being acted out in society (taking the ageing of the population into account). We also contribute to actions of general interest with, for example, the improvement of the healthcare offering in our 71 clinics.

Icade's response: be a world-class player and urban incubator.

Tomorrow's sustainable city is being prepared today through experimentation. They draw on our industry-recognised technical implementation capabilities. For example, in 2014, Icade Property Development won eight "Silver Pyramids" during the competition organised by the Fédération des Promoteurs Immobiliers de France (Federation of French property developers) to promote quality, expertise and innovation in the building of real estate programmes. One of the managers of the Property Development Division was elected "Pierre d'Or Promoteurs" in 2014.

2.1.2. "Life", the purpose of our approach

We consider life in all its forms because there are so many interactions between the life of the earth (nature, biodiversity, climate, etc.) and the life of the men and women who live on this earth.

Our CSR ambition: contribute to major challenges of the climate and the quality of life.

Reducing our carbon impact to fight against climate change, giving priority to renewable energy to protect the planet or improving energy efficiency have become fundamental stakes for us.

Our commitments also concern everyday life. This is because our actions are designed to improve the quality of life of men and women in the city, at work and at home.

Icade's response: create value by contributing to energy transition and by taking new property use into account.

Because it integrates challenges related to climate change and the energy transition, our business model creates value, both financial and extra-financial, for the benefit of the planet, its inhabitants and in particular our users.

Likewise, our actions and projects in favour of eco-design and the circular economy show that there are many value creation opportunities in these areas. We will continue to work in this direction and we will seek to optimise our competitiveness by tapping into this new economy.

2.1.3. "We", a collective mode of action

The collaborative approach consists in involving our internal stakeholders, managers, employees and our many external stakeholders such as shareholders, suppliers, clients, elected representatives and partners.

Our CSR ambition: develop a collaborative approach at the service of the sustainable city.

Our various stakeholders share our objective to "bring life to the city". Because our history, our values and our governance encourages us to move forward together, the following key words and areas of action guide our attitude towards others - cohesion, collaboration, diversity, inclusiveness, participation, dialogue, health and well being.

Icade's response: harness our internal talents and involve our partners in our CSR commitments.

The expertise and involvement of our employees are our main assets that we mobilise in an innovative, collective approach.

Our role as the benchmark in urban development involves an organisation that takes our stakeholders into account at the highest managerial level. We therefore rolled out our CSR governance at the end of 2014 with the launch of a CSR strategic orientation committee (CSR SOC) chaired by the Chairman and CEO of Icade, and with the assessment of priority CSR challenges with respect to stakeholder expectations. We are aware that our actions can have a direct impact on a broad ecosystem. An example is the responsible purchasing approach, the main component of which comprises the respect of human rights by all our suppliers.

We have chosen to work through experimentation, the principle being to produce benchmarks that are efficient enough to be spread outside the country.

Thanks to the action programmes that we have been implementing for several years now, we can already see many results on a number of CSR aspects. Nevertheless, in 2014, we sought to develop our approach further and open new fields in order to rise up even more to the challenges faced today and to meet new needs and behaviours.

2014 was therefore a year of transition towards a new CSR vision that we will define in 2015.

2.2. Our action programmes and our results

In keeping with the actions programmes that we have put in pace for several years now, our global governance is evolving towards more innovation and better governance: the CSR SOC deploys its operations around internal and external experts, and the Hub, a tool and place for developing innovation that was established at the end of 2014, already brings together more than a third of Icade employees to think ahead in creating tomorrow's city, office, home, health and company.

The monitoring of the 12 priority programmes presented in the CSR section of the 2013 management report continues to be operational at the beginning of 2015. Under the authority of the CSR SOC, the objective for the first half is to redefine the priorities according to the three focuses of our corporate vision: the "City", "Life" and "We".

In addition to our action programmes and results, this section includes a summary of the CSR reporting scope, in accordance with regulatory provisions. These data were audited by the independent third-party Mazars. The precise methodologies as well as exhaustive data can be found in the CSR section of our website (http://www.icade.fr/).

2.2.1. 2014 reporting scope

2.2.1.1. The scope concerned by employment data

The scope concerned by "Human Resources and Employment Data" refers to the Group scope in the economic sense, *i.e.* Icade S.A. France and the French subsidiaries that it controls (see the chart below). Data is grouped by business: Property Investment, Property Development and Services.

Property Investment Business	Property Development Business	Services Business
Icade	Icade Promotion	Icade Asset Management
Icade Management		Icade Property Management
Sarvilep		Icade Transactions
		I Porta
		Icade Conseil
		Icade Expertise

2.2.1.2. The scope of the Property Investment Division

Each year the Property Investment Division maps its environmental performance indicators (energy, carbon, water, waste) on a scope of "significant buildings". The other "non-significant" buildings are not included in this mapping for the following reasons:

- asset to be disposed of in the near future (for example, the warehouse sector);
- asset to be renovated in the near future, very partially occupied;
- asset with a very specific activity that is currently not very measurable and/or that does not wish to disclose consumption information directly linked to its activity (data centre, television studio, etc.).

However, each year since 2012, the Property Investment Division increases the scope covered by the mapping.

For 2014, the objective was to integrate the certified buildings of Silic's assets after the two property investment companies merged, and to include asset typologies that had not yet been mapped, *i.e.* representative clinics and business park shopping centres. These objectives were reached in 2014 (excluding clinical waste, which was not disclosed).

The Property Investment Division has a software application called ENERGIMMO that enables it to draw up a results file for energy per real estate portfolio segment according to the EPRA (European Public Real Estate Association) format.

2.2.1.2.1. First scope: "significant" properties with global data

The mapping now covers 912,012 m^2 (75 properties), *i.e.* approximately 29% in surface area and 42% in value. The 2013 scope covered 535,991 m^2 (55 properties).

The breakdown of the typologies covered in 2014 is presented below:

Sectors	Rentable floor space *(in m²)*	Mapped floor space *(in m²)*	Proportion of mapping surface area	Values *(in € thousand)*	Mapped values *(in € thousand)*	Proportion of mapping in value
Offices	576,916	323,486	56.07%	3,459,000	2,136,083	61.75%
Business parks	1,449,263	489,715	33.79%	4,163,000	1,792,901	43.07%
Healthcare	1,056,968	98,811	9.35%	2,351,000	248,540	10.57%
Warehouses	88,651	0	0.00%	23,000	0	0.00%
COMMERCIAL PROPERTY INVESTMENT	**3,171,799**	**912,012**	**28.75%**	**9,996,000**	**4,177,524**	**41.79%**

The indicators obtained from this mapping include all the actual consumption figures of buildings (based on supplier invoices). They therefore include consumption financially controlled by Icade where there is a real leverage (see CSR Construction reporting guide – Real Estate, France GBC) and consumption directly paid for by tenants of buildings (private areas).

Significant buildings include the corporate scope comprising buildings occupied by Icade, Icade Management and Icade Services in the Portes de Paris and Millénaire business parks, regional establishments of the Property Development division stated in 2014 using 2013 values.

The indicators used for Property Investment are consistent with existing frameworks, in particular those of the EPRA and the GRI (Global Reporting Initiative).

2.2.1.2.2. Second scope: standard buildings only with data controlled by Icade

This scope includes a building complex located on four separate parks, which belonged to Silic, and for which we do not have the private data. The environmental data (energy and water consumption alone) therefore concern only expenses controlled by Icade, consolidated based on reporting made by the park operators.

Parks	Rentable floor space *(in m²)*
Rungis	284,754
Villebon	99,240
Antony	32,453
Évry	65,448
TOTAL	**481,894**

- Follow-up of the commitment made at the end of 2013

Commitment	2014 reporting	Comments
Increase the scope of the significant properties by 5% in value including all the types of Icade's holdings.	Healthcare and shopping centres included, representing a 70% increase in surface area.	Merging of Icade and Silic property assets in the technical management system with an extension of scope.

2015 commitment

Increase the scope by including buildings under green lease that have not yet been integrated.

2.2.1.3. The scope of the Property Development Division

The scope is that of the buildings and operations for which the service orders were initiated during the year, corresponding to the data below. The associated indicators came from three sources: the Property Development Division business tool, field investigations, and thermal studies of operations.

	No. of operations	No. of housing units	Net floor area *(m²)*
Housing	49	3,054	211,970
Office – activity	10		66,299
TOTAL	**59**		**278,269**

2.2.1.4. The IPM (Icade Property Management) scope of the Services Division

For the first year, we are publishing data about IPM, mainly of societal data. The environmental data will primarily concern managing items, without nevertheless being representative this year.

Although we effectively monitored the 12 priority programmes presented in the CSR section of the 2013 management report, today our CSR approach is divided into three groups of actions, the highlights and results of which are developed below in three parts, based on our corporate vision "We bring life to the city":

1. "The City": Icade, urban player and incubator;
2. "Life": Icade, creator of value by contributing to energy transition and by taking new property use into account;
3. "We": Harness our internal talents and involve our partners in our CSR commitments.

2.2.2. "The City": Icade, urban player and incubator

Tomorrow's sustainable city is being prepared today. Icade is an expert in the development of the urban space. When "we bring life to the city", in partnership with the urban stakeholders, we have to devise veritable urban strategies that project the existing dynamics.

In a world subject to increasingly rapid change, contributing to the development of major cities requires an overall perspective of the urban challenges and transformations to the city, backed by a concrete ability to think a step ahead.

This approach involves working in concert with stakeholders to contribute to developing urban areas, designing "sustainable city parts", building a mixed city, linking buildings and transport, protecting or integrating biodiversity into the urban landscape. In other words, we are constantly moving forward with all the city's players.

2.2.2.1. Develop territories and employment

We are very conversant with the territories in which we operate. Mindful of the general interest as a subsidiary of Caisse des dépôts, we strive to contribute to their development, going much further than simply carrying out real estate transactions. We make a long-term commitment, either by owning a significant proportion of assets or through the commitment of our development teams.

For example, we own business parks in three strategic development areas of Grand Paris: in the northeast with Roissy-Charles de Gaulle and the Plaine Commune area; in the west with La Défense-Nanterre and in the south with Orly-Rungis. We are key players in these parks for the long term and our goal is to make them succeed. Whole new neighbourhoods will be created or restructured around 72 new stations (planned) which will be receiving the new Grand Paris Express metro. As developers, it is our aim to be very active and creative in these parks. Extending beyond the Paris region, we take part in major development operations in towns like Bordeaux (Euratlantique), Lille (Euralille business district), Marseille (around the ambitious project in La Capelette), Nantes (Île-de-Nantes), Lyon (several blocks of the Lyon Confluence programme) or Strasbourg (behind the Docks).

We are accelerators of public policies for development, pathfinders for new solutions because our fundamental purpose is to master all real estate businesses (development, design, project management, marketing and administrative and technical management). We combine excellent knowledge of market fluctuations, general interest over the long term and the support to local communities that is based on trust.

One of the major successes of an area lies in its ability to create or retain jobs. Our property development operations enable us to maintain thousands of jobs in the building sector. Our commercial buildings that we own or manage provide companies with places of activity that constitute the economic fabric and provide jobs to the region.

Specifically, during construction works, we give preference to local employment and integration jobs. This is systematic for property development operations since the beginning of 2014 through CSR charters. The PNE development operation in Paris in the 19th arrondissement, had anticipated the system as far back as 2010. Of the commitment to create 96,600 hours of job insertion, 73,000 hours had already been carried out as at 30 September 2014.

For operations carried out by the Property Investment Division, there are employment charters aimed at the same purpose:

- an initial large-scale operation with the "100 opportunities, 100 jobs" programme at the Le Millénaire shopping centre in Aubervilliers (Seine-Saint-Denis) that we managed between 2010 and 2014 has enabled 103 young people to find a job since 2010 with 73% of positive outcomes (permanent contracts, fixed-term contracts of at least six months, training). This partnership, which led to some wonderful encounters, also enables two young people to join Icade under permanent contracts;
- we are partners of "Trades Channel" website, an area for discovering professions of the future as well as professions with job openings in Plaine Commune. Our support has contributed to fitting out media libraries and "youth information" areas in the towns of Aubervilliers, Épinay and L'Île-Saint-Denis with a library of over 12,000 films that enable young people to discover other professions well ahead of their career choice;
- for the building of the Veolia head office, we signed a charter with Plaine Commune to add 65,000 hours of insertion for the duration of the construction works. Started in 2014, this project currently has a total of 12,200 hours as at 31 December 2014 over eight months;
- we are continuing our commitment with the authorities of the 19th arrondissement in Paris by entrusting it with services at its head office and on certain green spaces (€190,000/year in 2014).

2015 commitments

- Systematically sign CSR charters for new property development projects with commitments to local employment and integration;
- Sign an employment charter with the City of Paris for the Property Investment of Le Millénaire 4 at Porte d'Aubervilliers.

2.2.2.2. Experiment eco-neighbourhoods

Although the sustainable city to which we aspire cannot be imposed in existing cities, it can be experimented on "parts" of the city or territories. Whether they are newly urbanised territories or requalified zones, they must fit into the existing urban fabric.

Our approach in eco-neighbourhoods follows this rationale. We carry out this experimentation through several approaches confirmed in 2014:

- the development of large-scale neighbourhoods with HQE Aménagement certification, such as the Clos-Billes in Cergy, which had 850 housing units in 2014 (54% had been sold), or La Riche in the Tours urban area where are the developers for a 15.5 ha project with HQE Aménagement certification since May 2013 (130 housing units were launched in 2014 out of a programme of 1,300 units. The first of the two university housing phases was completed in September 2014);
- the creation of innovative blocks of building in very large-scale operations such as the 27,300 m^2 positive energy Îlot A3 block in the Confluence operation in Lyon, which is currently in the building permit application phase;
- our coordinated participation with other stakeholders in 18 ambitious eco-neighbourhood projects.

2.2.2.3. Design tomorrow's business parks

Our business parks are located in existing urban areas close to Porte d'Aubervilliers (75 ha), which is undergoing a transformation around the Le Millénaire, Pont de Flandre and Portes de Paris parks. We also have some other parks in Orly-Rungis and Nanterre-La Défense. They are true pieces of the city, born from a sustainable partnership in project mode with local communities.

They must propose to and offer new services to the companies already in place. The scalability of spaces makes it possible to meet the needs of all companies, whether they are SMEs or major CAC 40 groups. Today, we are capable of finding residential solutions for companies regardless of their size. Our parks must also become places to experiment new forms of work in companies and new forms of stimulating relationships among companies. In this respect, we are going to propose new types of leases and spaces in these parks adapted to fledgling companies.

In 2014, this preparation of tomorrow's business parks took place as follows:

- as part of the revision of the Rungis urban planning document in which we are participating as an "affiliate public person";
- by creating workshops with Plaine Commune for the implementation of a development charter, which will become a shared strategic vision of the territory in the medium/long-term between Plaine Commune, Aubervilliers, Saint-Denis and Icade;
- more generally through a working group coordinated by the French standards body Afnor, with the objective of setting up a sustainable development reference system for business districts.

2.2.2.4. Promote diversity

An active and open city links together all functions on a daily basis: offices, shops and housing units. It also mixes all the types of housing: non-subsidised and controlled price home-owning options, social housing. Lastly, it mixes all ages with the appropriate housing. Our role is to promote all this diversity to obtain a rich, diverse and vibrant city; achieving "better living in cities" might also require the breaking of existing urban barriers. We have all the advantages and references for "succeeding this diversity".

2.2.2.4.1. Functional diversity

The construction potential to develop over the long-term on land owned by the Property Investment Division enables us to have office-residential mixed programmes in inner Paris suburban areas. We try to integrate housing and personal services functions to reinforce diversity in these neighbourhoods. Several large-scale projects being carried out by the Property Development Division in city centres also make this functional diversity a priority:

- Îlot A3 block of buildings in Lyon: eight buildings, of which 225 housing units (social housing, non-subsidised and controlled price home-owning options), 10,000 m^2 of offices, shops and a day nursery;
- the "Espace Océan" project in Saint-Denis de la Réunion (97) which combines housing units, offices and shops;
- the Îlot Malraux building block project in Strasbourg made up of housing units, student residences, offices, shops and a hotel.

2.2.2.4.2. Social diversity

A very large proportion of our residential property development operations target social diversity programmes in close collaboration with local communities and social landlords.

In 2014, as in 2013, our production of housing units is balanced between three buyer typologies:

Types of buyers	2013	2014
Investors (Duflot scheme + other + without tax optimisation + non-professional furnished rental scheme)	32.6%	33.0%
Block sales (social-housing companies + non-social)	29.1%	36.3%
Private buyers (secondary + main homes)	38.3%	30.7%
TOTAL	**100%**	**100%**

2.2.2.4.3. Intergenerational diversity

We think that we must anticipate, as from now, the adaptation of housing to the ageing of the population. The figures from the national statistics agency (INSEE) are very clear:

- 1.4 million people over 85 in 2011 and 3.9 million in 2040;
- 800,000 dependent elderly people in 2011 and 1.2 million in 2040.

That is why our programmes promote intergenerational diversity. We are leaders in this area and innovate with products adapted to the various life stages according to the diagram below:

	Independence				Dependence
Social	Standard housing	Adapted Housing	Housing Establishments for Elderly Persons (EHPA)	Residence Services	Housing Establishments of Dependent Elderly Persons (EHPAD)
Private	Standard housing		Residence Services		Housing Establishments of Dependent Elderly Persons (EHPAD)

EHPA: housing establishments for the elderly.
EHPAD: housing establishments for the elderly.

In 2014, we can cite several projects at various levels of maturity:

- the first eco-neighbourhood in France with a "high ageing quality" in Chevilly-Larue (Val-de-Marne) in the completion phase (there 750 m^2 remaining to be built out of 22,000 m^2 of the initial project);
- the "Armée des Alpes" operation in Nice, where construction works were launched in 2014 with 130 housing units as residence services for seniors, 42 housing units for social home ownership schemes and 94 residence service housing units for students;
- the Montaigu programme delivered in 2015 with 22 EHPAD units, eight non-subsidised units, 24 social housing rental units adapted to the elderly, 20 low-cost ownership units adapted to the elderly, a shared business park;
- the La Guérinière project on the island of Noirmoutier, to be carried out between 2015 and 2017 around a medical complex (SSIAD), 16 social housing units, 30 low-cost ownership units.

- Follow-up of the commitment made at the end of 2013

Commitment	2014 reporting	Comments	Observations for the future
Advance the sustainable city through the creation of mixed operations allowing for social and intergenerational diversity	Commitment achieved	Many initiatives in the various forms of diversity	This commitment is a permanent one found in Icade Property Development's DNA

2.2.2.5. Foster mobility in the city

A well-balanced city fights against urban sprawl and facilitates the movements of residents by giving priority to mass transit or shared transportation. These are the keys of a simple city that is a joy to live in. Although we are not transport operators, we think that real estate players are also responsible for well-designed mobility solutions. Our involvement takes two forms: the most direct, by locating our real estate programmes as close as possible to a means of public transport. Next, by contributing to the improvement of the urban operation system with the development of alternative mobility solutions or the development of management tools and decision support tool at the service of mobility.

Locating our programmes as close as possible to public transport offers high quality city travel and contributes to saving energy ad greenhouse gas emissions by reducing the use of individual cars.

In 2014, in this respect, we improved our methodological know-how by using a new tool that calculates greenhouse gas emissions linked to commuting and private travel.

- Follow-up of the commitment made at the end of 2013

Commitment of Property Investment and Property Development	2014 reporting	Comments
Reinforce and converge expertise and methods to link buildings and transport facilities	Commitment achieved	Work carried out with Carbone 4, delivered at the end of 2014

We used the mapping of the distance of new transport programmes as an arbitration tool for property acquisitions.

The criteria of the proximity of the property to public transport continues to be a priority, as seen in property development operations:

Distance *(in metres)*	Proportion of buildings in 2013	Proportion of buildings in 2014	Average duration *(in minutes)*
Less than 100	27%	29%	1
Between 100 and 200	34%	26%	2
Between 200 and 300	19%	21%	4
Between 300 and 400	11%	10%	5
Over 400	9%	14%	>6
TOTAL	**100%**	**100%**	

To sum up 2014, 86% of Property Development operations were located less than five minutes on foot from public transport.

To improve the urban operation system, we test tools suited to all situations:

- at the service of the designers of the town, as part of a large consortium, in 2013 and 2014, we developed an arbitration tool, Impetus, that weighs the options between an efficient building and a low-impact transportation service, that will be made available to local stakeholders in 2015;
- to reduce the number of car parks in housing dwelling units and to encourage clients keep their use of private cars to a minimum, we have launched fully electric vehicle sharing in residential property development, in Strasbourg (Cap Curvau programme) since September 2014 and scheduled in Lyon (Panoramic programme in the 3rd arrondissement) in June 2015. In the same vein, in some city centres, in Nantes and Rennes, since 2014, all home buyers receive a free locally-manufactured electric bicycle;
- we initiated the creation of a company called Automobilité for the CDC innovation contest. Since November 2014, this new entity has been providing EHPAs with self-service shared electric vehicles, converted minibuses with driver upon request and coaches. Two service residences at La Rochelle – Villa Royale and Villa Océane – are partners for experimenting these new additional services that prevent situations of isolation, breakdown of social ties or dependence.

2015 commitments

Systematically examine car sharing in future development operations.

In the management of our parks, thanks to the updating of the inter-company travel plan (plan de déplacement inter-entreprises - PDIE) at the end of 2013, we have been able to set up new actions including the creation in 2014 of a transport committee made up of Icade and its tenants concerned.

- One of the concrete measures concerns geopositioning in our parks with Mobil'Icade (geopositioning and search functionalities inside Icade parks). We have set up a web platform (Mobil'icade) in our parks in the North of Paris to enable clients, suppliers or visitors to calculate in real time, the optimum public transport to use in moving around (all the modes of transport in the Paris region are listed, including Icade private transport facilities such as river shuttles).
- According to the annual assessment of the use of the Property Investment Division's private transport facilities around the Icade head office, the most popular private mode of transport continues to be the electric river shuttles with 1,254,000 passengers in 2014 (compared with 1,211,000 in 2013), which service business park employees as well as shopping centre clients.
- Under a call for innovative projects launched by the CDC (LAB CDC), Icade is taking part in a project to install charging terminals in its parks that should be operational in the first quarter of 2015.

2.2.2.6. Enhancing biodiversity inside the city

A construction that is not well controlled can disrupt the animal and plant ecosystems that could be irreversible. As a responsible player, we consider that we need to be attentive to the soil economy, protect urban biodiversity and reinforce it whenever possible. We also feel that integrating biodiversity into real estate projects, and their management must contribute to raising the awareness of urban populations to the fact that biodiversity contributes to better living. We also consider that, unlike some older practices, nature has its place in the city. This place must be promoted in building and operation stages by raising awareness of users.

We launched many actions in 2014, often in partnership with CDC Biodiversité, with results that were in line with our objectives.

With CDC Biodiversité, in 2014, we set up, as an experiment on the Portes de Paris site, a tool for measuring the most significant impacts of its activities on ecosystem services (ES) as well as its dependence on these activities. We therefore conducted an ESR (Ecosystem Services Review) analyse that enabled us to set up an action plan in this park in 2015.

We were one of the first seven pilot companies to obtain the "Biodivercity" label for the building of Veolia's new headquarters in Aubervilliers. At the same time, we are continuing our contribution to ongoing work by the HQE association on biodiversity to align these different approaches. With CDC Biodiversité, we also contributed to the implementation of a research programme by the École Normale Supérieure de Paris on new-generation green roofs at our head office for a 24-month period.

- Follow-up of commitments made at the end of 2013

Property Investment Commitments	2014 reporting	Comments	Observations for the future
A framework contract was signed with CDC Biodiversity for the management of green spaces in order to improve the ecosystems around the building	Commitment achieved		Roll-out to other parks in the long-term
Introduction of a biodiversity improvement approach with definition of monitoring indicators in a first business park	Commitment achieved	CDC Biodiversité final report submitted in January 2015	Establishment of indicators in 2015
Implementation of an experiment on the adaptability of a green roof depending on their location in the city in partnership with the École normale supérieure de Paris and CDC Biodiversity	Commitment achieved	Experimentation over two years on site as from the 1st half of 2014	In the medium-term, if the results are positive, carry out a pilot project on a building of the property investment division

2015 commitments

As part of a concerted approach with the CDC, in 2014, we launched an action timetable for 2015/2017 based on five themes:

- master the "biodiversity characteristics" of the territories. 2015 will be the opportunity to test the surface biotope coefficient on the Portes de Paris business park before extending it for use on a larger scale on our property investments;
- as from 2015, aim at positive or neutral biodiversity based on the systematic assessment of the potential of our new operations, on our own account and under property development;
- integrate biodiversity into the operation of real estate assets;
- in 2015, draft a best practices guide for the "biodiversity" operation that can be used by all our Icade entities;
- integrate biodiversity into our purchases (impacts of materials, non-use of phytosanitary products, maintenance methods, etc.);
- raise the awareness of employees and train them in the measurable benefits of biodiversity.

We also work alongside reputable associations to consolidate our approach. These include: The bird protection league (Ligue de Protection des Oiseaux) for the Property Investment Division, the national beekeepers' union (Union Nationale des Apiculteurs de France) for the Services Division and the association NOE for the Property Development Division.

2.2.3. "Life": Icade, creator of value by contributing to energy transition and by taking new property use into account

Energy transition represents the transformation from a society founded on the abundant consumption of fossil energies to a society that has a reduced consumption of energy and carbon. It is a new model that we have to invent that will be better for the planet and better for its inhabitants.

Because our responsibility to give the city "a better life" is part of our DNA as well as an integral part of our business development model, we have placed energy efficiency and the control of the carbon footprint at the heart of our CSR approach. We also hope to contribute to the emergence of a veritable wood sector and do all we can to ensure that our clients and users adopt the most virtuous behaviours thanks to the green lease and its environmental appendix.

Energy transition is a key issue that has an impact on production and consumption modes and practices. We wish to support the new forms of wealth creation, situated at the heart of this green economy (eco-design, circular economy). Water and waste management and our certification process are all examples that drive our partners to adopt our progress targets on these issues.

Furthermore, we anticipate the design of living and work spaces adapted to these new uses. Our programmes are designed to meet the demands for modularity and scalability, whether for offices or residential premises.

Lastly, we pay particularly close attention to the health and well-being of users of our buildings. For example, we propose a comprehensive offering of useful services and provide a whole range of health guarantees (noise, air, light, etc.), which are veritable performance levers for Icade.

2.2.3.1. Control energy and greenhouse gas emissions

The challenges linked to climate change and in particular the need to preserve resources and control greenhouse gas emissions, as well as the cost of energy for users, oblige us to keep energy efficiency at the heart of our CSR approach. On this subject, in 2015, we will work actively with CDC for operations related to the 21st session of the Conference of the Parties (COP 21).

Our energy-carbon strategy is comprehensive: energy efficiency for new and old buildings, development of renewable energies, management of the carbon objective.

This is a priority approach since 2008, for the construction of new buildings and the renovation on our own account and for real estate development clients. In 2015, as in 2014, we are aiming for high energy efficiency on our entire production, accompanied by experimentation on exceptional buildings.

Given the weight of consumption on existing buildings, it is our responsibility to control energy consumption of buildings in operation. To this end, our organisation on Property Investment assets is based on the monitoring of consumption, the involvement of tenants through the green lease, work on the building and energy efficiency contracts. The setting up of an energy efficiency observatory enables us to capitalise on our expertise and to share the results with our clients and partners.

The regular conduct of GHG emissions assessment enables us to monitor and measure the consequences of decisions taken to minimise our impact on the environment.

2.2.3.1.1. Energy consumption assessment

Property investment

Energy consumption of significant Icade buildings in 2014

	Indicator	EPRA Reference	Unit	Global (common and private) Adjusted by Unified Degree Days	Global (common and private) Gross	Corporate	Controlled	Not controlled
TOTAL excluding clinics and shopping centres	Total electric energy consumption	IFT-Env.01	MWh_{pe}	320,824	306,572	12,708	122,207	171,657
	Total consumption of heating or cooling networks	IFT-Env.02	MWh_{pe}	20,874	18,075	815	17,260	0
	Total fuel energy consumption	IFT-Env.03	MWh_{pe}	11,767	11,574	198	11,376	0
	Energy intensity by surface area	IFT-Env.09	kWh_{pe}/m^2 net floor area	457	435	412	435	435
	Energy intensity of the building by person	IFT-Env.10	kWh_{pe}/ person/year	6,857	6,523	6,179	6,523	6,523

For the first year, Icade returns its energy consumption containing a climatic adjustment (UDD), the methodology of which is described in the CSR section of our website (http://www.icade.fr/).

In 2014, Icade included shopping centres and healthcare buildings in its reporting scope. The indicators linked to these assets with typologies that are very different from offices are published separately in order not to skew the comparisons.

Shopping centres	Energy intensity by surface area	IFT-Env.09	kWh_{pe}/m^2 net floor area	128
Clinics	Energy intensity by surface area	IFT-Env.09	kWh_{pe}/m^2 net floor area	701
	Energy intensity of the building by person	IFT-Env.10	kWh_{pe}/person/year	63,496

Energy intensity of significant buildings excluding clinics and shopping centres (common and private) over time

Indicator	EPRA Reference	Unit	2011	2012	2013	2014	2015 objective	2020 objective
Energy intensity by surface area	IFT-Env.09	kWh_{pe}/m^2 net floor area	469	494	498	457	444	375
Energy intensity of the building by person	IFT-Env.10	kWh_{pe}/ person/year	7,042	7,412	7,466	6,857	6,651	5,634

The failure to reach our annual objectives in 2012 and 2013 led to an action plan that yielded its first results in 2014 (8% of reduction for an objective of 2%, despite the UDD adjustment) and led us to raise the final objective for 2020 to (20)% compared with 2011.

For the first time, we also mapped the controlled data of non-significant assets on which we have a real leverage. We added these data to the controlled data of significant buildings, thus bringing the reporting coverage ratio to 46% in surface area (the coverage ratio would have been 70% of surface area without taking into account the surface areas of clinics).

Total consumption controlled by Icade

	MWh	kWh/m²/year	m² covered
Controlled consumption data (significant buildings)	153,895	346	990,449
Controlled consumption data of non-significant assets (addition to Silic business parks)	60,922		481,894
TOTAL	**214,817**		**1,472,343**

- Follow-up of the commitment made at the end of 2013

Property Investment Commitment	2014 reporting	Comments
To reduce the energy consumption of Icade's major commercial buildings by 2% per m² and by year until 2020 *i.e.* a total reduction of 18% compared to 2011	8% improvement compared with 2013	Objective largely exceeded in 2014, which has pushed us to raise the multi-year target as from 2015

2015 commitments

- First feedback of energy meters installed at the Icade head office;
- Reduce the energy consumption of significant buildings by 3% per m² and per year from 2015 to 2020, to reach an overall reduction of 20% between 2011 and 2020.

Property Development

- Results in 2014

Housing	Number of housing units	Share of total
BBC Effinergie	1,397	46%
RT 2012	1,173	38%
RT 2012 - 10%	244	8%
RT 2005	192	6%
BBC Effinergie rénovation	48	2%
TOTAL	**3,054**	**100%**

Offices	Net floor area m²	Share of total
BBC Effinergie	3,635	10%
RT 2012	32,079	90%
TOTAL	**35,714**	**100%**

Shops and businesses	Net floor area m²	Share of total
RT 2012 - 10%	870	3%
RT 2012	20,534	67%
RT 2005	9,181	30%
TOTAL	**30,585**	**100%**

For Property Development, the 59 operations launched in 2014, all typologies included (housing units and offices), representing nearly 278,300 m² of net floor area generated an average weighted primary energy consumption (PEC) of 75 kWpe/m²/year, to be compared with an average PEC of 66 kWpe/m²/year in 2013. This difference is mainly due to a higher proportion of medical premises.

- Follow-up of the commitment made at the end of 2013

Property Development Commitment	2014 reporting	Comments
Set up energy efficiency contracts on commercial buildings (Garance and T6 buildings)	Commitment ongoing, to be completed in 2015	Records for two financial years

2015 commitment

Operationally implement the Garance and T6 energy efficiency contracts when they become operational in 2016.

Services

In its capacity as a Property Manager, in 2014, IPM advised and assisted its clients in optimising their energy consumption:

- its "objective NOME" project makes it possible to organise group energy purchases, review metering strategies and carry out actions that improve energy efficiency;
- it has distributed an Energy Management Operational Guide to its employees and clients;
- the role of a network of energy points-of-contact is to advise and assist clients and employees.

2.2.3.1.2. Use of renewable energy

Property investment

Although it is essential to limit energy consumption in buildings, it is strategic to work on a low-carbon energy future using renewable energy.

We use three forms of renewable energy:

- the integration of solar power into new buildings, for example for the Millénaire 3 in the Le Millénaire business park delivered in March 2015 which will produce domestic hot water with a thermal solar installation;
- the connection of buildings to heat networks with, in 2014, an energy consumption of 18,076 MWh, *i.e.* 12% of the consumption mapped on significant buildings compared with 11,715 MWh in 2013. 2,726 MWh out of this portion of the heat network are obtained from renewable energy (according to the legal information provided by the heat networks);
- the purchase of 19,277 MWh of green certificates in 2014. These certificates guarantee that the volume of energy purchased is renewable. This volume correspond to all the electricity purchased for the head office (Millénaire 1) and for other buildings with HQE® or BREEAM® certificates (with the exception of Millénaire 2 (50% of electricity purchased).

The renewable energy portion of the electricity that we buy (23.7% of our purchases, excluding the clinic scope) already exceeds the European targets of the 2020 climate and energy package (20% in 2020).

2015 commitment

Continue to increase the share of renewable energy in our energy mix.

Property Development

Property development surface area concerned by renewable energy (all building typologies included)

	Net floor area m² in 2013	Net floor area m² in 2014
Thermal solar power	89,000	6,372
Heat network	87,000	92,392
TOTAL	**176,000**	**98,764**

Although heat networks continue to increase, the 2013 profit was due to the exceptional transaction of Balard.

2.2.3.1.3. Assessment of greenhouse gas emissions

Aware of the impact of our activities on climate change, we monitor the adaptation of our property portfolio and new buildings, on our own account and for property development, to the consequences of climate change. We consider in particular that the application of the thermal regulation associated with energy labels contributes to adapting our buildings to climate change. For example, thanks to improved building inertia, the temperatures of the housing unit remain acceptable even when temperatures are high, without having to use air-conditioning.

We however consider it a priority to keep climate change to a minimum as much as possible, in particular by reducing greenhouse gas emissions (GHG).

Property investment

	Indicator excluding clinics	EPRA Reference	Unit	Icade Global (common and private) Gross	Corporate	Excluding corporate
Offices, Warehouses	Direct greenhouse gas emissions	IFT-Env.04		2,708	0	2,708
	Indirect greenhouse gas emissions	IFT-Env.05	tons CO_2 eq.	17,464	65	17,399
	Building carbon intensity	IFT-Env.13	kg CO_2 eq/m²	26	20	26
	Building carbon intensity (excluding shopping centres)	IFT-Env.14	kg CO_2 eq/person/year	391	316	391

As with energy, the indicators linked to these assets with typologies that are very different from offices (shopping centres and clinics) are published separately in order not to skew the comparisons.

Shopping centres	Building carbon intensity	IFT-Env.13	kg CO_2 eq/m²	6
Clinics	Building carbon intensity	IFT-Env.13	kg CO_2 eq/m²	53
	Building carbon intensity	IFT-Env.14	kg CO_2 eq/person/year	4,775.4

Property Investment Division: Carbon intensity of significant office buildings, excluding clinics and shops, over time

	EPRA Reference	Unit	2011	2012	2013	2014	2015 objective	2020 objective
Building carbon intensity	IFT-Env.13	kg CO_2 eq/m²/year	23	25	27	26	25	18
Building carbon intensity	IFT-Env.14	kg CO_2 eq/ person/year	349	373	407	391	376	279

The 4% improvement in 2014 corresponds to the rate targeted for 2020.

- Follow-up of commitments made at the end of 2013

Property Investment commitment made at the end of 2013	2014 reporting	Comments	Observations for the future
Extend the GHG assessment of operating energy to the entire Property Investment portfolio in 2014. Offset GHG emissions in 2013 of Le Millénaire 1 to make the Icade head office carbon neutral in 2014	Commitment achieved	Offsetting made to CDC Climat. Increase in GHG resulting from the expanded of the scope	Increase in the share of GHG measured according to the expansion of the scope of significant buildings
Reduce greenhouse gases linked to operational energy by 3% per year on the basis of 2011 emissions, *i.e.* a quarter of emissions by 2020	Commitment achieved	3.7% drop in emissions between 2013 and 2014	After the disappointing results of 2012 and 2013, the improvement observed in 2014 encourages us to step up the commitment to reduce greenhouse gases by 4% per year from 2015 to 2020

2015 commitment

Raise the annual GHG reduction target from 3% to 4% as from 2015, *i.e.* a 20% reduction between 2011 and 2020.

Property Development

To establish our carbon footprint, in 2014, we fine-tuned the methodology that we had been using until 2013. The Property Development Division used the services of the firm Carbone 4 and calculations now take into account emissions linked to access facilities works and to technical trades. They also integrate superstructure components more precisely. Moreover, they now include GHGs linked to commuting and necessary travel.

Consequently, the 2014 results below differ and cannot be compared to 2013 results. 2014 is now the reference for the coming years.

		Construction emissions excluding emissions avoided (total)	Operating emissions (total over 9 years)	Emissions due to renewal of materials (renewal on 9/50th)	Emissions avoided by using wood	Total linked to non-transport emissions	Emissions from commuting and necessary travel (total over 9 years)
Housing	kg eq CO_2/m^2	522.22	107.28	3.31	(11.01)	621.8	166.49
Offices-Activities	kg eq CO_2/m^2	410.16	190.69	4.69	(6.87)	598.67	551.58
Global	kg eq CO_2/m^2	495.52	127.16	3.64	(10.03)	616.29	258.24

2015 commitment

Establish a property development carbon footprint according to the benchmark adopted in 2014.

2.2.3.2. Limit our environmental footprint

2.2.3.2.1. Creation of artificial environments

The most visible regional impact of real estate concerns the creation of artificial environments. Use of soil in France is governed by urban planning law; each plot of land has an associated building capacity and the business of any real estate contractor is to design projects that permanently maximise the restrictions. For our own offices and in our property development activities, we prefer reasonable density and high-quality projects: collective housing units with three to five levels, clustered individual housing units, compact office buildings, without contributing to the urban sprawl marked by subdivisions of the urban suburbs.

Furthermore, Icade and CDC Biodiversité have set up a working group to create an indicator for monitoring the land use of the property investment division. For the development of our business parks, we make medium and long-term projections by studying several scenarios for developing these areas. The idea is to plan the built surface areas by reducing the ground footprint by increasing density and through taller buildings.

The property development division optimises land use, and the current approach is the same as the one described in the Biodiversity section. In 2014, the launch of the T6C project, with the architect Marc Mimram at Paris Austerlitz, demonstrated that innovation could contribute significantly to this approach. Made up of 15,000 m^2 of offices and 1000 m^2 of shops, it will cross 58 metres of railway, and therefore without land use. It will be delivered in 2017, and is compliant with an "RT 2012 - 30%" level. It is also aiming for HQE and BREEAM certifications, both at the exceptional level.

2.2.3.2.2. Environmental impacts related to building activity

The second physical impact of real estate on the territory is associated with developed activity in buildings, which can lead to environmental risks and pollution. Our assets are made up of office buildings and activities the ordinary activities of which do not, by nature, severely affect the environment through discharge into the air, water or ground, which does not preclude vigilance on these questions: In 2014, we stepped up this vigilance:

- the systematic HQE approach integrates this dimension;
- monitoring the condition of the water tables of the business parks in the cities of Aubervilliers and Saint-Denis through half-yearly campaigns;
- the active prevention policy of environmental risks comprised particularly of the performance of all the necessary tests (lead, asbestos, etc.) and regular statutory controls has been improved with the setting up of an improved EDM system under the auspices of the Security division, which was created at the end of 2013.

2.2.3.2.3. Water

A third impact with serious consequences concerns water management. Conscious of this major challenge, we have deployed resources to save water at all the stages of the life of the building on which we can act:

- on construction sites via environmental certifications and a clean work site charter to reduce water consumption and site pollution;
- in building design (sanitary networks, taps) via NF certifications on own account buildings (Millénaire 3 and Veolia) and all Property Development operations;
- in building use through the experimentation of a "green action" campaign conducted in 2014 to enable site users to become more accountable. We could propose the conditions of this campaign to our tenants in 2015;
- through the use of rain water or waste water for green spaces, to obtain environmental certifications. This was the case in 2014 for Millénaire 3 and Veolia on own account and for all commercial buildings of the Property Development Division. The same will apply to Millénaire 4 in 2015.

Below are the water consumption data in 2014:

	WATER indicators	EPRA Reference	Unit	Global	Corporate	Controlled	Not controlled
TOTAL excluding clinics and shopping centres	Water consumption by source	IFT-Env.06	m^3	386,898	12,887	337,766	36,245
	Building carbon intensity	IFT-Env.11	$m^3/m^2/year$	0.50	0.54	0.52	0.36
	Building water intensity (excluding shops)	IFT-Env.12	litre/person/day	34.59	37.50	35.71	24.71

Shopping centres	Building carbon intensity	IFT-Env.11	$m^3/m^2/year$	0.35
Clinics	Building carbon intensity	IFT-Env.11	$m^3/m^2/year$	1.65
	Building carbon intensity	IFT-Env.12	litre/bed/day	414.10

Property Investment Division: Water intensity of significant office buildings, excluding clinics and shopping centres, over time

WATER indicators	EPRA Reference	Unit	2011	2012	2013	2014
Building carbon intensity	IFT-Env.11	$m^3/m^2/year$	0.6	0.5	0.44	0.50
Building carbon intensity	IFT-Env.12	litre/person/day	38.9	34.7	30.69	34.59

After decreasing over two years, the substantial change in scope cancelled part of these effects in 2014.

2.2.3.3. Multiply eco-design and circular economy solutions

For us, eco-design combines real estate with sustainability by choosing construction, management and deconstruction solutions that use up the least resources and have the least greenhouse gas emissions. The circular economy must enable us to recycle materials. For example, we have outline a green economy model that is not based on supply, but rather on use, functionality and industrial ecology.

This model is based on three complementary focuses: eco-materials, building design technique and management and waste management.

2.2.3.3.1. Eco-materials

The promotion of eco-materials makes it possible to reduce the grey energy used in construction.

In 2014, we affirmed our strategy, which is based on better design. That is why since 2014, all own account operations undergo life cycle analyses and a GHG assessment.

- Follow-up of the commitment made at the end of 2013

Property investment

Property Investment commitment made at the end of 2013	2014 reporting	Comments	Observations for the future
Conduct an assessment of GHG and LCA on all new Icade Property Investment operations	Commitment achieved	First reports expected in 2015 for PDM3 and Le Monet	Planned: Full LCA of new operations

In 2014, the Property Development Division set up an observatory to measure its own impacts by drawing up an inventory of the materials, which is the first stage in a multi-annual progress plan. The results are as follows:

Trades	Materials	Proportion of net floor area
Structure	Concrete	70.26%
	Hollow blocks	14.02%
	Bricks	13.65%
	Wooden framework	2.08%
	TOTAL	**100.00%**
Cladding/Front facing	Plaster	63.05%
	Brick slips	25.66%
	Metal	6.71%
	Wood	3.65%
	Zinc	0.93%
	TOTAL	**100.00%**
Joinery work	PVC	73.75%
	Aluminium	23.20%
	Double glazing wood	3.05%
	TOTAL	**100.00%**

In 2014, we took part in a report on the construction timber sector coordinated by the ALEC (Local Energy and Climate Agency) in Plaine Commune. The purpose of this work is to be able to develop the expertise of decision-makers in construction timber and to change local urban planning documents to promote wooden constructions.

After focusing on the use of biosourced materials in 2013 by obtaining the "Biosourced Building Label" for the first private operation, in 2014, we launched a "Carpe Haute" development programme in Strasbourg Roberstau which will be pre-marketed in early 2015 with approximately 2,100 m^2 of floor area for 24 low-cost ownership units and 10 social housing units.

We took part in the creation of the association ADIVbois to support the implementation of the "wooden construction" programme of the French government's "Nouvelle France Industrielle" plan.

- Follow-up of the commitment made at the end of 2013

Property Development commitment made at the end of 2013	2014 reporting	Comments	Observations for the future
Launch a wood demonstration project	Commitment achieved	Two ongoing operations (Cergy and Strasbourg Roberstau)	Ambition to develop this mode of construction (drop in GHG)

2015 commitment

Launch new wood constructions.

2.2.3.3.2. Building design and management technique

In 2014, we took part in a working group on the Building Information Model (BIM), a sort of digital platform for the exchange and dynamic sharing of the contributions of the various players. The aim is to capitalise on and develop a memory of the original construction information of the building throughout its life cycle (Sustainable Building Plan). Sharing knowledge enables the introduction, at each life cycle stage of a building, of technologies to make it smart, *i.e.* to enable its connectivity, by making it easy to use, by memorising all changes and by adjusting consumption.

2.2.3.3.3. Waste management

Managing waste during construction work and building operation reduces waste volumes and enables the recycling of an increasing proportion. Thus for our building in operation:

- we track the annual waste volumes using an annual mapping;
- we implement action and progress plans, in particular for certified buildings in operation or with an environmental appendix, including selective waste collection while assessing the share of recyclable waste.

Below are the 2014 waste management results for significant assets, first for Offices/Warehouses and then the two shopping centres (we do not have data for clinics on this subject, because they are not comparable with the other assets):

	Waste	Ref. EPRA	Unit	Global	Corporate	Controlled	Not controlled
Offices and Warehouses	Total mass of waste	IFT-Env.07	Tons/year	6,518	105	3,271	3,142
	Percentage of non-recyclable waste	IFT-Env.08	%	57.74%	42.08%	62.25%	53.77%
La Cerisaie shopping centre	Total mass of waste	IFT-Env.07	Tons/year	528	0	528	0
	Percentage of non-recyclable waste	IFT-Env.08	%	75.90%	0.00%	75.90%	0%
Le Millénaire shopping centre	Total mass of waste	IFT-Env.07	Tons/year	654	0	654	0
	Percentage of non-recyclable waste	IFT-Env.08	%	70.30 %	0.00%	70.30 %	0%

Property Investment Division: percentage of non-recyclable waste of significant office building over time, excluding clinics and shopping centres

Waste indicators	EPRA Reference	Unit	2011	2012	2013	2014
Percentage of non-recyclable waste	IFT-Env.08	%	64.8%	60.3%	60.5%	57.7%

The share of non-recyclable waste continued to drop with 4.5% in 2014 and 11% in three years.

On our property development building sites, an NF certification and a "Guide of recommendations for a work site with low environmental impact" contain concrete recommendations for the various players of a real estate programme with respect to selective waste collection and their orientation towards recycling systems.

2.2.3.4. Develop services for the well-being and health of occupants

On a daily basis, over and above technical performance and regulatory compliance, we strive to provide a service that corresponds to the user's needs and provide a comprehensive health guarantee.

Even before we discuss the well-being and health of our clients, we are committed to the well-being and health of our own employees.

Since Icade's activities are mainly non-industrial and sedentary, in 2014, the main task of the CHSCT committees was to support employees in issues related to moving or changes in organisation and the prevention of psycho-social risks.

Although no new workplace health and safety agreement was signed, Icade applied the collective agreement of 10 September 2013 on the prevention of psycho-social risks, continued to train managers and reinforced the toll-free number system in 2014. In addition, pilot working groups were created in several Group entities to propose actions for improving the quality of life at work; these will be implemented in 2015.

Workplace accidents, in particular their frequency and severity, and occupational illnesses

The data below sets out the number, frequency rate and the severity rate of occupational and commuting accidents from 1st January to 31 December 2014 for Icade.

The number of days off is calculated as follows:

- the first day off is the date on which the declaration sent to the social security agency is signed;
- lost days are working days.

The data are those known as at 31 December 2014. Adjustments may therefore be made in the human resources report to take into account decisions by the Social Security that may be taken subsequently.

Number and frequency rate of occupational accidents in 2014

	Local employees (property caretakers)	Employees	Supervisors	Managerial personnel	Total
Number of accidents acknowledged with time off (excluding relapses in 2014)	0	5	3	6	14
Theoretical number of hours worked (1)	34,660	755,118	176,216	1,557,460	2,523,454
Frequency rate (2)	0	6.62	17.02	3.85	5.55

(1) Calculation of the number of theoretical hours: 5 days x 52 weeks – 26 theoretical leave/holiday days (2013 unique agreement) x 7 hours x annual average number of employees in the category. Average number of employees corresponds to the sum of monthly employees for the year divided by 12.
(2) The frequency rate is equal to the number of accidents with days off multiplied by 1 million and divided by the theoretical number of hours worked.

Severity rate of occupational accidents in 2014: (occupational accidents with days off and relapses in 2013)

	Local employees (property caretakers)	Employees	Supervisors	Managerial personnel	Total
Number of lost days	365	197	277	244	1,083
Theoretical number of hours worked(1)	34,660	755,118	176,216	1,557,460	2,523,454
Severity rate (2)	10.53	0.26	1.57	0.16	0.43

(1) Calculation of the number of theoretical hours: 5 days x 52 weeks – 26 theoretical leave/holiday days (2013 unique agreement) x 7 hours x annual average number of employees in the category. Average number of employees corresponds to the sum of monthly employees for the year divided by 12.
(2) The accident severity rate is equal to the number of accidents with days off multiplied by 1,000 and divided by the theoretical number of hours worked.

	Local employees (property caretakers)	Employees	Supervisors	Managerial personnel	Total
The number of commuting accidents with days off (including relapses in 2014)	0	8	1	4	13

As in 2013, no employee was identified with an occupational disease in 2014.

We provide a large number of services in our buildings for both employees and tenants, thus contributing to the well-being and comfort of occupants. In the new major buildings (EQHO, etc.), at the Icade head office or in business parks, services are systematically included in the overall package: company restaurants with several menu options for different needs; meeting rooms or even conference rooms; corporate porter service, gym; company day care centres, alternative mobility solutions (car sharing, carpooling etc.); satisfaction surveys of these services to support the progress policy. There may be other services such as: services (hairdresser, aesthetician, etc.), day market with organic produce delivered to the workplace as well as time-saving services (dry cleaner, alterations, cobbler, waterless carwash, etc.).

To increase the comfort and health of its employees and occupants, Property Development has established many services both in its business parks and in its non-business assets:

- 50% of business parks have a private transport service, and car sharing is proposed on 24% of parks;
- 31% of our sites have a porter service, which itself includes a large number of personal services;
- 9% of our sites have a fitness area;
- All the sites have a customer service (call centre completed with an IT tool).

We are also concerned with the health of our clients and residents. Since noise pollution is still one of the curses of life in the city, Icade pays particular attention to it in its various activities, even if the typology of assets of the Property Development Division do not involve sound nuisances in operation. Nevertheless, we protect the day-to-day lives of our users when this is desirable. The attention that we pay to the health of our occupants also involves the control of air quality. In 2014, as in 2013, we regularly conducted assessments of indoor air quality for the major commercial properties in operation.

2.2.3.5. Creating living and work spaces adapted to new uses

The real estate world is undergoing a profound transformation, linked to the rapid changes in many areas, both technical (regulations, energy transition, information technology, materials, search for lower costs, etc.) and sociological.

Our responsibility as a world-class real estate company that is attentive to the needs of its clients leads to support and guide users across the changes in use at work and in residential units. For several years, space requirements have been changing and will continue to change and may vary from one occupant to another, whose demands could change over time. Our new commercial property programmes, whether for property development or own account, are designed to be modular and scalable, with platforms that can easily be adapted and divided.

Scalable innovation over time is another response to these expectations:

- this search is conducted within 17 innovation working groups under the HUB, which was launched in November 2014. There, we prepare tomorrow's spaces, and imagine new office and housing concepts;
- at the same time, after creating an innovation department, the Property Development Division spurred on this momentum by launching the Innovation Challenge for employees based on four themes: digital technology, energy transition, reversibility of use, and build "better and more affordable";
- we continue to test a new housing concept BIHOME, as part of Property Development. This programme proposes an offering that promotes shared housing by bringing together or separating two adjoining apartments to extend or reduce the housing space. In 2014, 38 units were sold and today many new operations now integrate this approach.

2.2.3.6. Strengthen our environmental management tools

To achieve our CSR targets, in particular, environmental targets, we use tools that are the most appropriate for management and moving forward. The two most representative of these are certifications and environmental appendices.

Since the beginning of French certification and labelling processes, we have been one of the companies that have taken part in drawing up the various reference systems. This has enabled us to be among the first real estate operators to be certified in each of these areas (HQE® Construction and Exploitation Tertiaire, HQE® Commerces and HQE® Aménagement). We were also the first property developer in France to receive NF certification for its entire production. Our business parks had already obtained ISO 14001 certification for 76% of their surface area.

2

2.2.3.6.1. Environmental certifications

Property investment

Under the commitments taken at the end of 2013, we received the following certifications:

- HQE Exploitation for the EQHO and Cézanne buildings;
- Breeam-in-use for the Icade head office, Millénaire 1 and the EQHO tower;
- ISO 14001 for the La Cerisaie, Saint-Denis and Oont de Flandre, raising the share of certified parks to 76%, *i.e.* 1,751,058 m² of land. By 2016, we hope to have received ISO 14001 certification for all our business parks.

We also worked on the design of the Property Investment Division's General Management Systems (GMS), both for construction and operation, obtaining the results below.

- Follow-up of commitments made at the end of 2013

Property Investment Commitments	2014 reporting	Comments
All new Icade Property Investment buildings certified HQE or BREEAM and establishment of the SMG HQE Construction	Commitment achieved	GMS audit successfully completed in December 2014
Growth of certifications for buildings in operation: in 2014, HQE certification in operation for the Tour EQHO and set up of the SMG HQE Exploitation in the Property Investment Division	Commitment achieved	GMS obtained

At the end of 2014, the Property Investment Division had a portfolio of 411,129 m² of certified offices under construction (*i.e.* 28,117 m² more than in 2013 on the former Icade/Silic scopes and 20.3% of office space as at 31 December 2014) and 408,776 m² of offices in operation.

2015 commitments

- HQE Exploitation certification of three buildings;
- Launch of ISO 50001 certification and energy audits of the portfolio;
- Launch of the ISO 14001 process on the Millénaire business park.

Property Development

Results of certifications of the 2014 scope

Housing	% Housing in 2013	% Housing in 2014
NF Logement	43%	49.7%
H&E	41%	24.3%
NF HQE Logement	12%	9.6%
Qualitel	0%	0.4%
No certification	4%	16.0%
TOTAL	**100%**	**100.0%**

Île-de-France offices	Proportion of net floor area %
NF Commercial Property HQE + BREEAM	100%
	100%

Offices and Activities outside the Paris region	Proportion of net floor area %
NF Commercial Property HQE	8.0%
No certification	92.0%
	100.0%

- Follow-up of commitments made at the end of 2013

Property Development Commitments	2014 reporting	Comments	Observations for the future
Environmental Certification of commercial buildings/facilities: 100% NF HQE certified, of which 50% with BREEAM dual certification Target: seek an HQE performance profile to obtain at least the "HQE Excellent" passport	Commitment not achieved	Target met in the Paris region. However, at the national level, the economic conditions of 2014 did not help to promote technical excellence, which results in additional costs that clients could not absorb	The "HQE Excellent" target has been defined and Icade Property Development is ready to apply it
Environmental certification of housing unit operations (HQE and NF Logement HQE): Objective: perform 10% better than 2013 to exceed the threshold of 60% of the lots certified H&E or NF HQE	Commitment not achieved	The economic conditions of 2014 did not help to promote technical excellence, which results in additional costs that clients could not absorb	
Certifications of HQE development operations: Monitor the two certifications in progress on La Riche and Closbilles	Commitment achieved	These two operations undergo a follow-up audit as they advance	
NF Logement certification: 100% of the operations which are not certified in other respects	Commitment not achieved	In 2014, many programmes were sold as block sales to institutional clients who did not wish to certify their operations	

2.2.3.6.2. Environmental appendices

The environmental appendix ("green lease") is closely linked to the history of sustainable development at Icade since the "green lease" idea came from the "private commercial" working group of the "Grenelle Building Plan" a working group that was chaired by the Chairman of Icade.

We are convinced by the initial feedback that it is possible to achieve energy savings at a low cost by working on how energy is used. The green lease helps to do this. This interest is expressed in three ways:

- 159 environmental appendices were signed at the beginning of 2013 and the end of 2014. As at 31 December 2014, following the sale of the "Mr. Bricolage" retail business and the "Link" building, all under green leases, there are 114 environmental appendices signed out of 135 (*i.e.* 681,810 m² covered), representing 84% of the regulatory target. In 2015, we will continue to raise the awareness of the 16% of tenants remaining;

Regulatory progress alone	Leases	Surface area *(m²)*	Share in number	Share in surface area
Green leases signed (tenants > 2,000 m²)	114	681,810	84%	79%
Remaining to be signed (tenants > 2,000 m²)	21	185,465	16%	21%
Total leases and surfaces (tenants > 2,000 m²)	135	867,275	100%	100%

- in 2014, we rolled out the first action plans with our key tenants for 12% of the surface area. The action plans provided under the environmental appendix will continue to be rolled out in 2015 with new tenants;
- we have committed to progressively extend the green lease to tenants who are not bound by the law. This is because in buildings where some tenants are subject to the green lease while others are not, it will be complicated to implement action plans. That is why we will be particularly targeting these buildings for the extension of the green lease. In 2015, we will be aiming for the first extensions as a priority on HQE Exploitation® buildings.

- Follow-up of commitments made at the end of 2013

Commitments	2014 reporting	Comments	Observations for the future
100% of statutory green leases signed in 2014	Commitment ongoing, to be completed in 2015	Target of 84% Drop in proportion as a result of the sale of Mr Bricolage and Link	Priority files to be processed in 2015: Key tenant in Villejuif, Silic tenants
100% of green leases signed at the end of 2014 in HQE Exploitation and *Breeam in-use* buildings	Commitment ongoing, to be completed in 2015	Work over two fiscal years	Deferred to 2015, but the tenants have been identified
Setting up of action plans for green leases already signed at the end of 2013	Ongoing commitment, to be completed in the first half of 2015	12% of green leases already monitored Launch of project management to progressively cover the others	

2015 commitments

- Roll out green lease actions;
- 100% of statutory green leases signed;
- 100% of green leases signed on all the leases of certified buildings in operation;
- Complete the implementation of action plans started at the end of 2013.

2.2.4. "We": Harness our internal talents and involve our partners in our CSR commitments

Because our ambition is to be a world-class urban player and incubator, we are bound by this responsibility: value by example will work only if it is championed by a group. Our Icade community is mobilised around CSR commitments because it knows that it spearheads a chain of committed players.

Our shared values include open communication, sharing and exchange. As a subsidiary of Caisse des dépôts, we consider that it is our responsibility to promote and develop virtuous behaviour in all our stakeholders, by sharing our best practices and success.

Based on a sustained CSR approach, our ambition is therefore to contribute to the creation of "a better life" in the city: thanks to the quality of our governance and our employees, their skills, the intensity of our dialogue and our external partnerships, as well as our responsible purchasing, we can share our progress objectives with all our stakeholders. This is what we call the shared values creation chain.

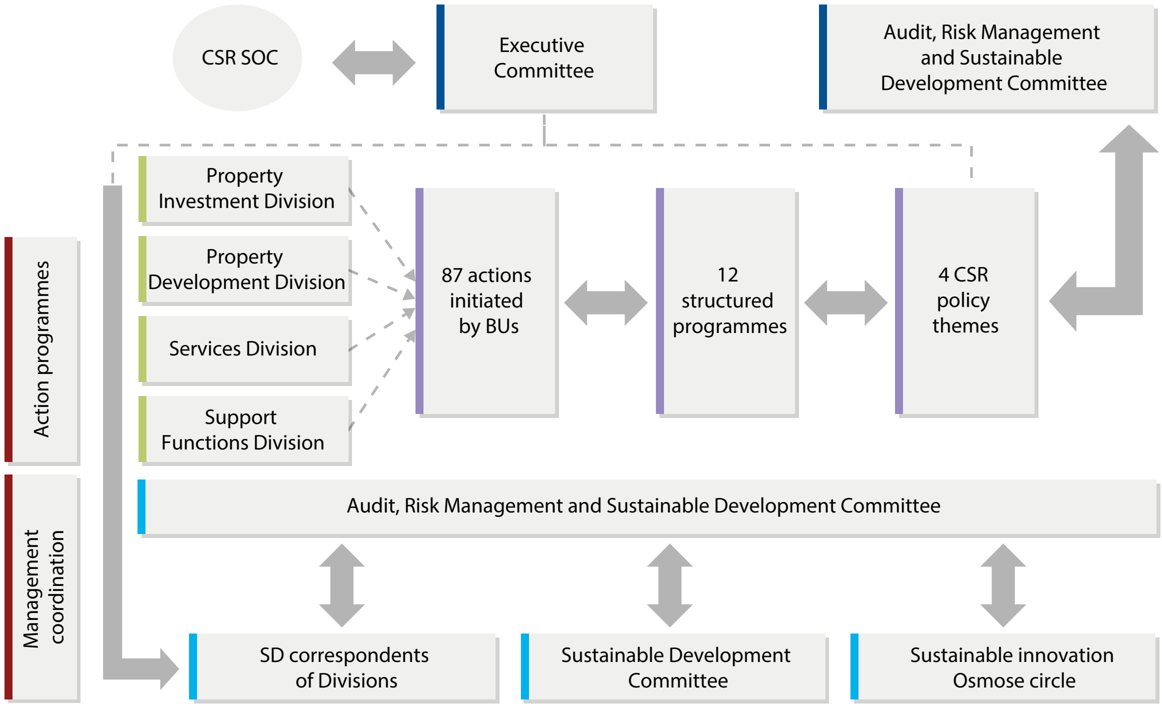
2.2.4.1. Consolidate our CSR governance

2.2.4.1.1. Organisation of governance

Icade's CSR policy is regulated by a solid governance since 2007 which has made the approach part of a long-term strategy. This governance is provided by the Audit, Risk Management and Sustainable Development Committee, and by the Executive Committee, which conducts a half-yearly progress review of actions.

The CSR objectives are managed by the Audit, Risk Management, and Sustainable Development department. Coordination with business lines is performed by the Sustainable Development Committee, the Sustainable Innovation Circle, and a network of agents in the operational decisions (Property Investment, Property Development and Services) and in the functional divisions (Key Accounts, HT, Finance, Legal and IT), with the constant desire to make as many employees as possible embrace the CSR values.

CSR GOVERNANCE ORGANISATIONAL CHART AS AT 31/12/2014



2.2.4.1.2. Monitoring of the 12 priority programmes

Since 2012, Icade has included its CSR goals in all of its processes and for all of its products. An action programme that is adapted to new priorities is thus monitored to serve the 12 programmes grouped into four themes (table below) and mobilises company teams and external stakeholders dedicated to environmental, social and societal goals. As at 31 December 2014, 126 concrete actions have been initiated, 87 are active, 30 completed and nine abandoned.

The three CSR areas	Icade CSR policy themes	Number of programmes	Number of actions in 2013	Number of actions in 2014
Environmental	no. 1: Energy and carbon	2	15	23
	no. 2: Sustainable Building and City	5	17	31
Social	no. 3: Mobilised Company	3	14	16
Societal	no. 4: Stakeholders	2	16	17
TOTAL		**12**	**62**	**87**

This governance is adapted to meet CSR challenges:

- at the end of 2013, a sustainable development correspondent from the Audit, Risk Management, and Sustainable Development department was appointed to the Services Division with very concrete actions as from 2014:
  - leading of an internal network trained raising the awareness of internal teams and clients,
  - creation of an "energy" network trained in ongoing developments arising from the NOME Act as well as from regulatory changes (energy audits, etc.);
- at the end of 2014, a CSR strategic orientation committee (CSR SOC) comprising a panel of external experts and members of the Executive Committee was set up to exchange perspectives between the external experts and Icade executives and to take into account all the dimensions of sustainable development and CSR. This committee is the proof of our determination to compare develop and enrich our CSR strategy through governance that is reinforced and deployed at the highest corporate level;

- 2015 will be the occasion to re-examine the 87 actions carried out in the 12 priority programmes. The monitoring of these 12 programmes will continue to be operational at the beginning of the year, with the target during the first quarter, to redefine, under the auspices of the CSR SOC and the Sustainable Development committee, the priorities based on the three focuses of our corporate vision defined in the first section of this report: the "City", "Life", We".

2.2.4.2. Mobilising our employees

Our greatest asset, our essential stakeholders are our employees! We act every day to improve the work place, our employees' state of mind, recognition of efforts, the search for efficiency and the culture of innovation.

Our success is the work put in by our employees. We have different systems for rewarding these efforts: profit-sharing and incentives, growth in compensation, link between the results of each company entity and performance bonus.

2.2.4.2.1. Workforce

Total work force and employee distribution by gender, age and geographic region

The definition of workforce corresponds to all registered employees (excluding trainees) who may or may not receive compensation as at 31 December 2014.

The workforce by category, gender, division and geographical area (France and International) as at 31 December 2014 is 1,529 employees (excluding trainees)

	Non-managerial personnel			Managerial personnel			Total		Total registered workforce including Silic as at 31/12/2013
	Men	Women	Total	Men	Women	Total	Total	%	
Property investment	46	77	123	160	139	299	422	27.6%	446
Property Development	53	250	303	270	145	415	718	47.0%	740
Services	47	117	164	126	98	224	388	25.4%	386
TOTAL	**146**	**444**	**590**	**556**	**382**	**938**	**1,528**	**100%**	**1,572**
Breakdown of the workforce ***(in %)***	9.6%	29.1%	38.6%	36.4%	25.0%	61.4%	100.0%		
International					1	1	1		4

As at 31 December 2014, open-end contracts accounted for 93.2% of the French workforce, while fixed-term contracts accounted for 6.8%.

	CDI (permanent contract)	CDD (fixed-term contract)
Property investment	403	19
Property Development	694	24
Services	327	61
TOTAL	**1,424**	**104**
Breakdown ***(in %)***	93.2%	6.8%

Registered Icade workforce as at 31 December 2014 per geographical area (France and International): 1,529 people

	Non-managerial personnel			Managerial personnel			Total	
	Men	Women	Total	Men	Women	Total	Total	%
Île-de-France	111	262	373	375	312	687	1,060	69.3%
Regions	35	182	217	181	70	251	468	30.6%
International			-		1	1	1	0.1%
TOTAL	**146**	**444**	**590**	**556**	**383**	**939**	**1,529**	**100%**

Icade France average monthly workforce per category, gender and division (excluding trainees and students on summer jobs).

In 2014, the average monthly Icade workforce was 1,540.6 employees.

	Non-managerial personnel			Managerial personnel			Total	
	Men	Women	Total	Men	Women	Total	Total	%
Property investment	46.3	79.6	125.9	162.9	138.0	300.9	426.8	27.7%
Property Development	50.9	255.6	306.5	271.3	150.0	421.3	727.8	47.2%
Services	38.8	118.6	157.4	128.1	100.5	228.6	386.0	25.1%
TOTAL	**136.0**	**453.8**	**589.8**	**562.3**	**388.5**	**950.8**	**1,540.6**	**100%**
Breakdown of the workforce ***(in %)***	8.8%	29.5%	38.3%	36.5%	25.2%	61.7%	100.0%	

The percentage of women in the main management bodies was 43% for the Executive Committee and 27% in the Coordination Committee.

Breakdown of the France and international registered workforce by age and gender (situation as at 31 December 2014 excluding trainees).

	Men	Women
Over 65 years	2	1
60 to 65	47	31
55 to 59	88	99
50 to 54	96	127
45 to 49	80	123
40 to 44	92	120
35 to 39	115	116
30 to 34	95	117
25 to 29	63	66
Under 25	24	27
TOTAL	**702**	**827**

The average age has remained rather stable these last three years. In 2014, the average age was 44.1 years for managerial personnel and 40.9 years for non-managerial personnel.

The average length of service in 2014 was 11.1 years compared with 10.7 years in 2013.

Entries and departures

Number of entries in 2014

Entries	
Permanent contracts (including integration of fixed-term contracts)	75
Mergers – Acquisitions	91
Transfers to Caisse des dépôts and its subsidiaries	3
Fixed-term contracts for extra activity	64
Fixed-term contracts for replacements	17
Fixed-term contracts reserved for student summer jobs	31
Apprentice contracts/professional training	32
TOTAL	**313**

2

Number of departures

Departures	
Voluntary departures	38
Lay-offs	51
Contract terminations	12
Terminations during trial period	8
Retirements	17
Deaths	1
Transfers to Caisse des dépôts and its subsidiaries	11
Disposals	4
End of temporary contracts/internships and professional training, and transition to permanent contracts	121
TOTAL	**263**

Internal mobility

Number of transfers between Icade divisions and between Icade and other Caisse des dépôts entities: 24.

2.2.4.2.2. Wage levels and their development

Compensation policy

The total compensation policy contributes to attracting key competencies, increasing the personal and collective motivation of employees and developing their loyalty.

Total compensation is made up of a fixed salary that remunerates the skills attached to the function and an individual and collective variable portion.

Based on an envelope calculated by business division depending on the financial results for the fiscal year, the individual variable portion is paid based on the employee's individual contribution and the achievement of the objectives set beforehand by the employee's line manager.

For the collective variable compensation and to make employees participate in the company's performances, we use all the tools proposed by law: incentive bonuses, profit sharing, group savings plan (PEG), group collective pension savings plan (Percog) and employee shareholders.

Average monthly basic salary of the workforce receiving compensation from Icade by status and by gender.

The Icade base monthly gross salary of employees (contract not suspended) with a permanent contract by status as at 31 December 2014 (excluding sales personnel, officers and members of the Executive Committee) was:

Local employees (e.g.: property caretakers)	€1,652	Men	€1,582
		Women	€1,688
Employees	€2,159	Men	€1,953
		Women	€2,208
Supervisors	€2,529	Men	€2,460
		Women	€2,559
Managerial personnel	€4,608	Men	€4,931
		Women	€4,139
TOTAL	**€3,740**	**MEN**	**€4,430**
		WOMEN	**€3,158**

The significant change in scope linked to the consolidation of Silic does not allow comparison with 2013.

Average increase per division

The change in base salary received between 31 December 2013 and 31 December 2014 is detailed as follows between the different Icade divisions (at constant headcount present on this date):

Property investment	2.85%
Property Development	2.67%
Services	2.79%
TOTAL	**2.73%**

The result of the changes in base salary includes all the movements of personnel between divisions. These figures include all the effects of developments as well as promotions as well as organisation effects that could occur during the year.

The Icade variable compensation packages are determined in accordance with the economic and financial results of each division. The individual distribution is then based on the employee's contribution to achieving the goals set by his or her immediate superior.

In 2014, 76% of employees were paid variable remuneration determined on the basis of the 2013 results.

In order to involve Icade employees in the company's performance, two agreements allow the payment to employees of sums from profit sharing and incentives. These sums can be paid to a group savings plan (PEG) or a group-wide collective pension savings plan (Percog) for which employees are eligible if they have at least three months of service.

Sums paid in 2014 to 1,782 beneficiaries (after CSG/CRDS)

	Net amount paid	Average amount
Employee shareholding	€570,721	€320
Incentives	€6,977,923	€3,916

Additionally, Icade established bonus share allocation plans for all employees in 2011, 2012 and 2014. These bonus share allocations are an integral part of Icade's compensation policy because they play an essential role in attracting and retaining employees. The plans have a vesting period of two years and a retention period of two years.

2.2.4.2.3. Organisation of work and working hours

As at 1 January 2014, working hours were organised as follows:

- employees, supervisors and non-independent executives work 37 hours and fifty minutes per week on the average and have 17 days off for a full year of service;
- independent executives work 210 days per year and have 17 days off for a full year of service.

In the French scope of the Icade group, part-time work is granted at the employee's request. The number of part-time contracts is summed up below:

	Men	Women	Total
5 - Part-time contracts			
Property Investment	1	19	20
Property Development	3	63	66
Services	5	24	25
TOTAL	**9**	**106**	**111**

Absence from work

Absence from work for Icade includes all days of absences for illness (occupational illness, other illness, permanent disability), days of absence due to occupational/commuting accidents, absences for family events (exceptional leave, moving) and days of absence for other causes (unpaid authorised absences, absence without reason, short-term leave without pay).

In 2014, there were 20,994 calendar days of absence from work (according to the definition criteria used and excluding SARVILEP), *i.e.* 3.73% of theoretical working days, of which:

Illness (excluding therapeutic part-time work)	89.4%
Occupational/commuting accident	7.3%
Family events	0.8%
Other causes	2.5%
TOTAL	**100%**

Organisation of employee dialogue, particularly the procedures for informing, consulting and negotiating with employees

At the social level, noting that the complementary nature of their activities and the fact that employees work together among themselves, Icade and its subsidiaries have been organised since the end of 2007 into an economic and social unit (UES), a frame of reference for setting up employee representation bodies and the appointment of union representation

With respect to elected employee representation, a single work council operates under the Icade UES. It represents all employees of the Icade group companies. Staff delegates are designated by the Icade Business Division: Property Investment, Property Development and Services. Lastly, the scopes of the CHSCT (Hygiene Safety Working Conditions Committees) are configured in association with the workplace of the employees concerned: the "Millénaire 1" CHSCT for the head office site, the "Millénaire 1" building in Paris 19th; the "Commercial Services" CHSCT for all sites, in the Paris region and other regions, companies of the Services division; lastly the "non-Millénaire development" CHSCT for the sites of the Property Development division excluding "Millénaire 1", in the Paris region and other regions.

The Icade UES also serves as a framework for setting up the designated trade union representation. The representative trade union organisations therefore appoint the company's trade union representatives, including a coordinating trade union coordinator delegate for all the companies of the Icade UES. At the end of 2014, five trade union organisations were represented in Icade.

With 118 joint meetings held in 2014, Icade has confirmed to all its social partners that it wishes to continue to foster quality social dialogue.

These exchanges enabled the following:

- 14 meetings of the work councils that resulted in consultations of this body;
- 17 joint committees (diverse agreement follow-up committees);
- 36 meetings of staff delegates;
- 22 meetings of the various CHSCT.

12 agreements (including three amendments) and two action plans (including the assessment of the existing intergenerational plan were signed after 29 negotiation meetings.

- Follow-up of commitments made at the end of 2013

Commitments	2014 reporting	Comments	Observations for the future
100% of the performance reviews, performed at the end of March, are subject to an interim review in September	Commitment achieved	87.3% are finalised at the end of May, optimum figures as a result of interviews that could not be made (illness, recent arrival, recent or imminent departures)	Classic procedure of annual professional development management interviews with more frequent interviews for certain categories
Formalisation of an action plan relating to the intergenerational agreement	Commitment achieved	Completed and operational in the long term: This action plan has three objectives: facilitate the long-term insertion of young people, favour the keeping of senior employees and ensure the transmission of knowledge and skills	Follow-up of the plan
100% of managerial training completed in 2014	Commitment ongoing, to be completed in 2015	Training courses: 7 theme-based workshops were deployed in November 2013 and continued in 2014	In 2015, the entire managerial line will have received core training on managerial training

2015 commitment

Continue and complete managerial training.

2.2.4.3. Optimise skills and equal opportunity

At Icade, the management of skills and careers is reflected in a proactive collective dynamic that enables each employee to progress and learn, change professions or develop professionally. The development of employee skills allows them, in a personal development approach, to adapt their know-how. Overall, based on a formalised training policy, this process allows all employees to benefit from the appropriate means for reaching their goals. It also guarantees the company that it will have the skills that it needs in its businesses and will meet its operational and strategic challenges.

2.2.4.3.1. Training policies

The training policy actively contributes to implementing Icade's strategy. Its purpose is to adapt the skills of employees to changes in their jobs and the market with a rationale of economic performance. It also includes actions for personal development and the development of managerial skills.

Integration of key orientations and strategic projects, annual performance review and personnel reviews, completed with interviews with operational staff to define our strategic training focuses and to draw up our plans. The medium-term strategic focuses are updated and validated each year by the executive committee.

The training actions implemented throughout the year enable all employees to develop their skills, ensure that they remain employable, all the while contributing to Group performance.

Main cross-cutting training courses in 2014

- quality of life at work:

After an action to raise awareness about the quality of life in the workplace and the prevention of psychosocial risks with managers alternated e-learning training modules and webinars, managers were offered additional one-on-one days based on experience sharing.

- course on managerial relationships:

Priority was also given to business skills with real estate and environmental training on our business software.

Lastly, we continued to provide support for setting up a national sales department within the Housing Property Development division, with a training course concerning each reporting level of this new organisation.

- integration:

For the arrival of Silic – Socomie employees, an integration seminar was held for new hires to reinforce their knowledge of the company, its values, understand the interactions between the various Group businesses and develop a sense of belonging.

At the same time, specific training courses were implemented for Silic – Socomie employees, basically on IT tools to help them better understand our tools and harmonise practices within the departments.

Training times and areas

The data and information provided are those known as at 31 December 2014. This state can change since the components required to close the training plans have not all been collected.

In 2014, Icade gave 24,085 hours of training, representing an investment of €2,493,753, *i.e.* 2.62% of the payroll, 0.90% of which corresponds to time spent (salaries). 1,200 employees were trained in 2014 for an average of 20 hours.

The training areas	Percentage of total number of hours
Property construction	21%
Office automation	20%
Management	18.5%
Personnel development, communication	9.5%
Sales, marketing and customer relations	9.5%
Safety	7.5%
Environment	6.5%
Accounting, finance, taxes, law	4.5%
Human Resources	3%
TOTAL	**100%**

The 6.5% of training related to the environment correspond to 1,585 hours compared with 768.25 hours in 2013 (excluding Silic).

Conscious of the richness that diversity can bring to our teams in terms of skills and innovation, we develop equal opportunity in all its forms throughout professional life. We thus fight against all forms of discrimination and guide the management in setting up new practices, oriented towards people with disabilities, professional equality between men and women and intergenerational cooperation.

Assessment of systems for passing on knowledge and skills

Some 20 business experts have been identified to create the network. They will be given training as from 2015 and system will be set up to lead the instructor network.

Tutors, apprentice and internship tutors will receive specific training.

2.2.4.3.2. Measures to promote gender equality (assessment as at 30 September 2014)

This plan, which was established unilaterally, defined for one year the progress targets, actions to achieve them as well as quantified indicators in the following six areas:

- recruitment;
- training;
- promotion and professional development;
- compensation;
- work-life balance;
- parenting.

2.2.4.3.3. Measures to promote employment and integration of disabled people

A "disabled" policy based on a core value

A policy set up in 2009, based on an initial collective agreement signed for a three-year period.

An agreement was renewed with trade union organisations in 2012 for a three-year period.

- a policy structured around three focuses:
  - keeping employees with disabilities at work,
  - measures in favour of taking into account disabilities in the professional and personal lives of employees,
  - actions in favour of offering internships and work/study programmes to people with disabilities,
  - development of partnerships with the sheltered and adapted sector,
  - actions to communicate about and raise awareness about disabilities;
- key figures as at 24 December 2014:
  - there are 44 employees recognised as having the status of disabled workers (RQTH) and several applications are in progress,
  - adaptation of workstations: seven workstations have been converted and three are ongoing,
  - 2014 apprentice tax: €53,350 paid to associations dedicated to disabilities,
  - measures of the disability agreement:
    - disability services voucher (CESU handicap): 29 beneficiaries,
    - contribution to expenses related to the use of personal vehicles for commuting: four beneficiaries,
    - flexible working hours: four beneficiaries,
    - telecommuting: six beneficiaries,
    - sheltered and adapted sector: Icade promotes the use of the sheltered and adapted sector with services amounting to €212,000 in 2013, *i.e.* 43% more than in 2012.

2.2.4.3.4. Respect of employee's rights

Icade operates only in France. Compliance with French law guarantees compliance with the stipulations of the ILO's conventions on the elimination of employment and occupation discrimination, the elimination of forced labour and the effective abolition of child labour. It guarantees the freedom to organise and the right to collective bargaining.

2.2.4.4. Develop internal dialogue

For us, CSR is first and foremost a community approach by the company, aware of its societal role in carrying out its missions and providing support to its partners. CSR must not be forced down on the Company through environmental regulations, but must reveal its commitments. It is first in our midst that we reinforce our cohesion to the benefit of our CSR approach. The quality of our internal dialogue is one of our strengths.

This dialogue is first aimed at achieving shared goals to ensure the smooth running of the company. In 2014, it mainly concerned the success of the merger between Icade and Silic. It also concerned innovation, one of the guiding principles of our internal dialogue. Lastly, it is implemented through active internal communication to nurture the community of employees and provide them with insight on the transformation of real estate professions, in particular the CSR dimension.

In 2014, these exchanges were focused on:

- the Icade/Silic merger which was the occasion to test an original method for guaranteeing Silic's smooth integration into Icade. Special attention was paid to the welcoming of Silic employees: joint working group between Icade management and former representatives of Silic staff, Icade commitment that each Silic employee found a position in Icade, access to the Icade job market for employees of Silic, follow-up visit for each of the former Silic employees HRD in 4th quarter of 2014. In addition to the attention paid to each employee, the merger was also organized around different working groups bringing together representatives from Icade and Silic management as well as employees of both entities. Over the long term, these groups worked on comparisons between the collective status, projections of organisational charts, the productive processes of the two companies, etc.

- Follow-up of commitments made at the end of 2013

Commitments	2014 reporting	Comments
Successfully manage the operational merger of Icade/Silic and activate all the latent synergies	Commitment achieved	We launched many actions in 2014: Creation of the Icade Management GIE, harmonisation of tools, grouping of teams, etc.
Organise a Silic/Icade integration seminar in March and a "feedback" seminar in the autumn	Commitment achieved	Creation in 2014 of an induction seminar for the newcomers and Managers seminar in September (Icade+ 10)

- The sustainable Innovation Osmose circle, which groups together about 20 participants from all across the company, has met about 40 times since its creation in 2010, of which eight in 2014.
- To promote innovation even further, the HUB of the Icade+ 10 programme, launched after a Managers' seminar in September 2014, mobilises nearly one third of employees around 17 work programmes.

  A veritable forward planning and innovation tool, the HUB is made up of five theme-based laboratories for launching new products and services for housing, offices, the city, health and company of tomorrow. Communication is regularly provided on the HUB since a platform has been put online and an exhibition area has been set aside at our head office.

2.2.4.5. Control our risks

Risks, including environmental risks are managed through an internal control system tested since 2011 under the supervision of the Audit, Risk Management and Sustainable Development Committee. It is based on a mapping of over 200 operational risks, the criticality of which is assessed every quarter, and also on an assessment of strategic risks by the Executive Committee. Each risk comprises control measures, in the form of action plans or procedures the efficiency of which is assessed every six months by second-level controls.

The Audit, Risk Management and Sustainable Development department manages the updates of risks, control measure and controls in collaboration with internal controllers from the operational and functional divisions.

The creation in 2013 of a Security division, dedicated to Icade Foncière business parks, has improved the management and prevention of security risks, including environmental risks on our sites.

In 2014, the internal control system was reinforced with three new risk mappings: accounting risks, financial risks and risks of fraud. These creations exclusively correspond with the desire to comply with internal control best practices. As at 31 December 2014, the number of monitored environmental operational risks was 18 out of a total of 227 operational risks.

For example, with respect to operational risk management, Icade Property Management meets its contractual commitments as a management agent in the management of asbestos risk for the real-estate complex of the Montparnasse Tower (EITMM). It is compliant with administrative instructions, very structured and transparent. It continues the operation of the EITMM within the framework of the obligations of prefectoral order No. 2014135-0002 of 15 May 2014. A new asbestos risk management unit has been operational since June 2014. It does not depend on the management agent and advises co-owners in drawing up a global strategy for asbestos risk prevention and treatment actions, the phasing of these actions and planning in the private and public areas of the EITMM.

Both Property Investment and Property Development assets represent no risk of discharge into the air, water or soil that would severely affect the environment (no building located near an environmentally-regulated facility (ICPE) in 2014) and all of these actions logically lead to the absence of recognition of provision or guarantee for environment-related risk in 2014.

- Follow-up of the commitment made at the end of 2013

Commitments	2014 reporting	Comments
Prepare a full reporting on environmental risks over all Property investment holdings with action plans and preventions	Commitment ongoing, to be completed in 2015	12 business parks out of 14 under ISO 14001 are already being monitored

2015 commitment

Implement the reporting of environmental risks for the Millénaire business park.

2.2.4.6. Share a strict code of ethics

Effective and virtuous professional practices are based on solid ethical and professional foundations. Our expertise and professional ethic are grounded in more than half a century of history at the service of the city. Above all, we act with the idea that it is necessary to have a code of ethics in conducting our business.

We therefore voluntarily chose to establish a Code of Ethics in 2008, which governs relations with stakeholders, the personal ethics of employees and concrete issues such as the acceptance of gifts and conflicts of interest. This Code is given to all new employees, which can be accessed on the Intranet. We have also set up a system to fight money-laundering and the financing of terrorism since 2009 that exceeds the scope of legal obligations. It involves more than 120 employees. It comprises a system for detecting suspected money laundering, the use of databases and bodies for examining and monitoring suspicious cases.

In 2014:

- we started revising the Code of Ethics, which will be circulated to a larger public in 2015;
- the compliance officer, who ensures the enforcement of the Code of Ethics, has launched an awareness raising campaign for 250 employees that will be continued in 2015;
- the anti-money-laundering measures have been upgraded, in particular, with the extension to purchases and sales of assets on own account. The preparation of a new training campaign in 2014 will enable us to update the knowledge of the employees involved in 2015.

2015 commitments

- Distribute a new Code of Ethics;
- Update the knowledge of employees involved in the fight against money laundering.

2.2.4.7. Strengthen our exchanges and external partnerships

The city of tomorrow belongs to everyone and CSR is profoundly useful both as a tool for creating links and as an incredibly effective lever for developing parcels of land sustainably and responsibly. Our project-based organisation, our governance, our businesses and our positioning as experimenters push us to create a partnership momentum around us. In real estate operations, taking the constraints and expectations of all stakeholders into account ensures the richness and success of the setting up and management of a building. We therefore organise exchanges in the five forms that we consider to be relevant: at the managerial level, professional or industry exchanges, for the success of operations, in corporate partnership and corporate giving:

- at the managerial level, the setting up of a CSR strategic orientation committee made up of independent experts from very diverse backgrounds: sociology, local communities, sustainable development, architecture, town planning, etc. takes on a symbolic dimension with all employees and external partners. This exchange at the highest managerial level is the extension of what we achieved at the end of 2013/early 2014 in the form of panels of employees and partners to build a materiality matrix that was submitted to the company's management. This matrix will be built again at the beginning of 2015;

2

- Follow-up of the commitment made at the end of 2013

Commitment	2014 reporting	Comments	Observations for the future
Convene a broad panel of stakeholders on the CSR challenges of the Property Division and put together a formal dedicated action plan	Commitment in progress following the CSR strategic orientation committee, finalisation in Q1 2015	Results published on the Icade website	Implementation of actions following the results of the matrix

- in 2014, we also continued our involvement in many professional circles, which we will continue in 2015:
  - we are also active in numerous working groups, and particularly:
    - energy transition of Grand Paris,
    - HQE association (co-management of the working group for the new HQE reference system),
    - France GBC,
    - Plan Bâtiment Durable (Sustainable building plan),
    - Plaine Commune Promotion,
    - ALEC (Local Agency of Energy and Climate for Plaine Commune),
    - Club Vitecc,
    - standardisation of the sustainable development of business districts with Afnor,
    - participation in numerous associations and working groups, such as the Federation of Real Estate and Property Companies (Fédération des sociétés immobilières et foncières), the Regional Observatory for Business Real Estate in Ile-de-France (Observatoire régional de l'immobilier d'entreprise en Île-de-France) or the Association for the Right to Economic Initiative (Association pour le droit à l'initiative économique),
  - for Icade Property Development, dialogue with regional stakeholders or in outside working groups is an essential component of the business line. Five examples illustrate this involvement:
    - actions in favour of the development of residential paths for seniors,
    - development of "project houses" favouring dialogue with the local population, the associations and local authorities and representing a place of central information and work, especially in Bondoufle and Cergy,
    - participation on the Technical Committee of the Federation of Real Estate Development (FPI) in the working group "500,000 logements" (500,000 housing units) managed by the French government,
    - participation with the NF Logement (Cerqual) brand application committee for the creation of the future generic certification reference dedicated to housing,
    - ADIVbois for the Promotion of wood buildings;
- our role is also to boost public policies and be a pathfinder for new solutions because our identity places us at the heart of a very dense fabric of stakeholders and partners. The difficulty for first-time buyers to step up the property ladder has led us to think up new solutions. After two years of work and liaising with our partners to approach the government authorities, the French leasehold ("bail réel immobilier") was created in February 2014. This legal instrument will increase the possibility of acquiring property in the more competitive housing areas through a long-term leasehold (up to 99 years). It will also enable land owners to support the governments housing policy in certain sectors such as Grand Paris, while protecting their land and by creating value through the return of the building to them at the end of the lease;
- for our operations to succeed, we consider that dialogue with stakeholders is a factor of progress. Thanks to our constant dialogue with elected representatives of Plaine Commune or Orly Rungis, we have improved the development outlook of sites, and in 2014 we obtained significant progress in terms of transportation (crossing through of the T7 tramway in the Orly-Rungis business park; preparatory reflections for T8 tramway in the Portes de Paris business park). Our close relationship with operators of healthcare institutions where we own the buildings has enabled us to prepare in close cooperation the building of two HQE certified clinics, one of which is France's largest HQE clinic in Reims.

Property Development operations continue to generate dialogue with clients. In 2014, the improvement of the "Client Path" is based on a partnership with the Masters programme in Distribution and Customer Relations of the Paris Dauphine University concluded for the 2014-2015 academic year. Some of the ideas to reduce the number of dissatisfied clients include the finishing of housing units and the quality of services. The ideas for improving client satisfaction even further include making clients feel more welcome.

- Follow-up of the commitment made at the end of 2013

Commitment	2014 reporting	Comments
To continue and further explore customer satisfaction surveys in housing, in keeping with the idea of NF certification targeting progress in service quality	Commitment achieved	

- To be at the leading edge of innovations that anticipate and heighten future orientations concerning sustainable urban development, we are developing corporate partnerships. Our research has thus enabled us to design innovative solutions in terms of lighting and healthcare technology applied to the real estate sector thanks to an ongoing partnership with Philips, a world leader of lighting solutions and a key player on the healthcare market.
- Responsible and multi-faceted corporate giving.

In 2014, our relations with the major business and engineering schools in France (Essec, ESTP) took the form of specialised partnerships. With respect to charity ventures, we renewed the VertiGO race, the first vertical race launched in 2013 in the staircases of the First Tower in La Défense (corporate giving in partnership with Sport sans Frontières), as well as the provision of an Icade park for the Téléthon Village and participation in the Raid Amazones women's raid in Cambodia for the benefit of the association "Aide & Actions".

We continue to provide help for professional insertion such as our support to the District government of the 19th arrondissement neighbourhood in Paris or a computer equipment recycling business that employs people with disabilities.

The total amount of our sponsoring and corporate giving initiatives was €443,490, up 23% compared with 2013.

2015 commitments

- Continue the working group with Paris Dauphine University on the "Client Path" to change the customer relation;
- Develop partnerships with start-ups as with major groups.

2.2.4.8. Consolidate our responsible purchasing policies

Our responsibility as a responsible company includes our relationship with our sub-contractors whom we consider should embrace our values. This position corresponds to that of the UN Global Compact to which we adhere as a subsidiary of Caisse des dépôts. We expect our subcontractors to treat their employees decently and in compliance with the French labour laws for employees and to refuse to use illegal workers. We are very attached to the respect of human rights at Icade, where we scrupulously apply all the French legislation on this subject. Through our purchasing policy, we ask our subcontractors to make a similar commitment.

We also expect ethical commitments as well as commitments to protect the environment and, whenever possible, promote employment.

We organise the involvement of our subcontractors through the gradual adoption of "responsible purchasing charters":

- for property development operations, these charters, which were established in principle in 2013 were extended to all subcontractors in 2014;
- for the Property Investment division, they were initiated in 2014 and will be extended in 2015; in 2014, a sustainable development and customer service division was created, charged with implementing a responsible purchasing approach;
- for the purchase of real estate services by BUs, the charters will be initiated in 2015 in consultation with clients that uses these services.

The extension of the themes covered by the "responsible purchasing charters" will be examined in 2015, with a first experiment on the taking into account of biodiversity of materials used (their impacts, non-use of phytosanitary methods, maintenance methods, etc.). There is currently a think tank with CDC to include the "raw material" dimension.

- Follow-up of commitments made at the end of 2013

Commitments	2014 reporting	Comments	Observations for the future
Structure a "responsible purchasing" approach for the Property Investment division with a charter	Commitment achieved	14 suppliers (20%) representing 80% of property investment purchases have signed the charter	
Continue the generalisation of the CSR "Supplier" Charter to all Property Development works contracts	Commitment achieved		Commitment now permanent

2015 commitments

- For the Property Investment division, include the "responsible purchasing charter" in all new contracts;
- For the Services division, draw up and circulate the future "responsible purchasing charter".

2.2.5. In short, CSR is a chain of shared value creation

Our CSR strategy is designed for the long-term, since 2007, based on long-term operations and lasting partnerships. It is aimed at building the sustainable city of tomorrow, right from today. And it is anchored in our relationship as a subsidiary with Caisse des dépôts and the obligations that stem from our position as world-class player in the French real estate sector.

It benefits from the very positive results of our action in the past, draws on the involvement and creativity of our employees and is built around concrete commitments that have been renewed for 2015 and the coming years. And for all that, it cannot be frozen in time. It must and will adapt in 2015 to the context of a changing economy and uses that are undergoing profound transformation. The three focuses "City", "Life" and "We" will be reaffirmed in this strategy.

Placed at the heart of our corporate vision, "We bring life to the city", our CSR approach contributes, on the basis of an adapted governance structure and a strong innovation momentum, to the creation of value for the Group, both financial and extra-financial. Thus, in a difficult and highly competitive economic context, the CSR approach makes us more competitive by improving our offering and by mobilising energies around challenges shared by our employees and by our partners. That is why our chain of shared value creation involves all our stakeholders.

SUMMARY OF 2015 CSR COMMITMENTS

Themes	No.	Commitments
Scope	1	Increase the scope by including buildings under green lease that have not yet been integrated
Territory	2	Systematically sign CSR charters for new property development projects with commitments to local employment and integration
	3	Sign an employment charter with the City of Paris for the Property Investment of Le Millénaire 4 at Porte d'Aubervilliers
Mobility	4	Systematically examine car sharing in future development operations
Biodiversity	5	Master the "biodiversity characteristics" of territories. 2015 will be the opportunity to test the surface factor on the Portes de Paris business park before extending it for use on a larger scale on our property investments
	6	As from 2015, aim at positive or neutral biodiversity based on the systematic assessment of the potential of our new operations, on our own account and under property development
	7	Integrate biodiversity into the operation of real estate assets
	8	In 2015, draft a best practices guide for the "biodiversity" operation that can be used by all our Icade entities
	9	Integrate biodiversity into our purchases (impacts of materials, non-use of phytosanitary products, maintenance methods, etc.)
	10	Raise the awareness of employees and train them in the measurable benefits of biodiversity
Energy	11	First feedback of energy meters installed at the Icade head office
	12	Reduce the consumption of significant buildings by 3% per m^2 and per year from 2015 to 2020, to reach an overall reduction of 20% between 2011 and 2020
	13	Operationally implement the Garance and T6 energy efficiency contracts when they become operational in 2016
	14	Continue to increase the share of renewable energy in our energy mix
Carbon	15	Raise the annual GHG reduction target from 3 to 4% as from 2015, *i.e.* a 20% reduction between 2011 and 2020
	16	Establish a property development carbon footprint according to the reference system adopted in 2014
	17	Launch new wood constructions
Certifications	18	HQE Exploitation certification of three buildings
	19	Launch of ISO 50001 certification and energy audits of the portfolio
	20	Launch of the ISO 14001 process on the Millénaire business park
Green leases	21	Roll out "green lease" actions
	22	100% of statutory green leases signed
	23	100% of green leases signed on all the leases of certified buildings in operation
	24	Complete the implementation of action plans started at the end of 2013
HR	25	Continue and complete managerial training
Risks	26	Implement the reporting of environmental risks for the Millénaire business park
	27	Distribute a new Code of Ethics
	28	Update the knowledge of employees involved in the fight against money laundering
Partnership	29	Continue the work group with Paris Dauphine University on the "Client Path" to change the customer relation
	30	Develop partnerships with start-ups as with major groups
Purchasing	31	For the Property Investment division, include the "responsible purchasing charter" in all new contracts
	32	For the Services division, draw up and circulate the future "responsible purchasing charter"

2.3. Appendix: Concordance table of Chapter 2 with Article R. 225-105-1 of the French Commercial Code, relating to the companies' social and environmental transparency requirements (Article 225 – French Grenelle II Environment Act)

Designation	Article
Total work force and employee distribution by gender, age and geographic region	2.2.4.2.1.
Hirings and lay-offs	2.2.4.2.1.
Wage levels and their development	2.2.4.2.2.
Organisation of work time	2.2.4.2.3.
Absence from work	2.2.4.2.3.
Organisation of employee dialogue, particularly the procedures for informing, consulting and negotiating with employees	2.2.4.2.3.
Report on collective agreements	2.2.4.2.3.
Workplace health and safety conditions	2.2.3.4.
Assessment of the agreements signed with the unions or employees representative on health and safety at work	2.2.3.4.
Workplace accidents, in particular their frequency and severity, and occupational illnesses	2.2.3.4.
Training policies implemented	2.2.4.3.1.
Total number of training hours	2.2.4.3.1.
Measures to promote gender equality	2.2.4.3.2.
Measures to promote employment and integration of people with disabilities	2.2.4.3.3.
Anti-discrimination policy	2.2.4.3.3.
Respect for the freedom to organise and the right to collective bargaining	2.2.4.3.3.
Elimination of job and professional discrimination	2.2.4.3.4.
Elimination of forced or compulsory labour	2.2.4.3.4.
Effective elimination of child labour	2.2.4.3.4.
Organisation of the Company to take environmental issues into consideration and to undergo environmental assessment or certification processes if applicable	2.2.4.1. and 2.2.3.6.1.
Employee training and information programmes on environmental protection	2.2.4.3.1.
Resources devoted to the prevention of environmental risks and pollution	2.2.3.2.
The amount of the provisions and guarantees for environmental risks, provided that this information could not cause serious damage to the Company in a current dispute	2.2.4.5.
Measures to prevent, reduce or repair discharges into the air, water and soil which could seriously impact the environment	2.2.4.5.
Measures to prevent, recycle and eliminate waste	2.2.3.3.3.
Consideration of sound nuisances and any other form of pollution specific to an activity	2.2.3.2.2.
Water consumption and supply based on local requirements	2.2.3.2.3.
Consumption of raw materials and measures taken to improve the efficiency of their use	2.2.3.3.
Energy consumption and measures taken to improve energy efficiency and the use of renewable energies	2.2.3.1.
Soil use	2.2.3.2.1.
Greenhouse gas emissions (GHG)	2.2.3.1.3.
Adaptation to the consequences of climate change	2.2.3.1.3.
Measures taken to preserve or develop biodiversity	2.2.2.6.

Designation	Article
On employment and regional development	2.2.2.1.
On nearby or local populations	2.2.2.1.
Conditions of the dialogue with these people or organisations	2.2.2.1.
Partnerships and corporate giving	2.2.4.7.
Integration of social and environmental challenges in the purchasing policy	2.2.4.7.
The importance of subcontracting and the integration of social and environmental responsibility in relations with suppliers and subcontractors	2.2.4.8.
Actions initiated to prevent corruption	2.2.4.8.
Measures taken to protect consumer health and safety	2.2.3.4.

2.4. Statutory Auditors' independent third party report on consolidated social, environmental and societal information published in the management report

Year ended 31 December 2014

To the Shareholders,

An independent third-party, member of the Mazars network, statutory auditor for Icade SA, network, with COFRAC accreditation, we hereby present under number 3-1058 [(1)] our report on the consolidated social, environmental and societal information of Icade SA provided in the management report prepared for the year ended 31 December 2014, (hereinafter referred to as "CSR Information"), pursuant to Article L.225-102-1 of the French Commercial Code.

Responsibility of the Company

The Board of Directors of Icade is responsible for preparing a management report including the CSR Information required under Article R. 225-105-1 of the French Commercial Code, in accordance with the reporting criteria used by Icade (the "Reporting Criteria"), a summary of which is included in the management report and available on request from the Company's head office.

Independence and quality control

Our independence is defined by regulatory texts, the profession's Code of Ethics and by the provisions of Article L. 822-11 of the French Commercial Code. Furthermore, we have set up a comprehensive quality control system that includes documented policies and procedures designed to ensure compliance with ethical rules, professional standards and applicable legal texts and regulations.

Responsibility of the Independent Third-Party

Based on our work, our role is to:

- attest that the required CSR Information is disclosed in the management report or, that an explanation has been provided if any information has been omitted, in accordance with the third paragraph of Article R. 225-105 of the French Commercial Code (Attestation of completeness);
- provide limited assurance that, on the whole, the CSR Information is fairly presented, in all material respects, in accordance with the adopted Reporting Criteria (Fairness report regarding CSR Information).

Our work was carried out by a team of 4 people between December 2014 and February 2015 and lasted approximately seven weeks.

We conducted the work described below in accordance with the professional standards applicable in France and the legal order dated 13 May 2013 determining the methodology according to which the independent third party body conducts its engagement and, on the reasoned opinion and the reasonable assurance report, in accordance with ISAE 3000 [(2)].

1. Attestation of completeness of the CSR Information

We got acquainted with the direction that the Group is taking in terms of sustainability, with regard to the social and environmental consequences of the Company's business and its societal commitments and, where appropriate, the actions or programs that stemmed from it.

We compared the CSR Information presented in the management report with the list set forth in Article R. 225-105-1 of the French Commercial Code.

In the event of omission of certain consolidated information, we verified that explanations were provided in accordance with the third paragraph of the article R. 225-105 of the French Commercial Code.

We verified that the CSR Information covered the consolidated scope, which includes the company and its subsidiaries within the meaning of Article L. 233-1 of the French Commercial Code and the companies that it controls within the meaning of Article L. 233-3 of the French Commercial Code, subject to the limits set forth in the methodological note presented in Section 2.2.2.1 of the management report.

Based on our work and taking into account the limitations mentioned above, we attest that the required CSR Information has been disclosed in the management report.

(1) The scope of which is available on the website www.cofrac.fr.
(2) ISAE 3000 – Assurance engagements other than audits or reviews of historical financial information.

2. Fairness report with respect to CSR Information

Nature and scope of procedures

We conducted about 15 interviews with the people responsible for the preparation of CSR Information from departments in charge of the process of gathering information and, where appropriate, responsible of the internal control and risk management to:

- assess the appropriateness of the Reporting Criteria in terms of its relevance, completeness, reliability;
- neutrality and clarity by taking into consideration, when relevant, the sector's best practices;
- verify the set-up within the Group of a process to collect, compile, process and check the CSR Information with regard to its completeness and consistency. We familiarized ourselves with the internal control and risk management procedures relating to the compilation of the CSR Information.

We determined the nature and extent of our tests and controls depending on the nature and importance of CSR Information in relation to the characteristics of the Company, the social and environmental issues of its operations, its strategic priorities in relation to sustainable development, and the Industry best practices.

Concerning the CSR information that we considered to be most significant [(1)], at the Audit, Risks and Sustainable Development Department, the Human Resources Department, the Property Investment Division and the Property Development Division, we:

- consulted source documents and conducted interviews to corroborate the qualitative information (organization, policies, actions), we implemented analytical procedures on the quantitative and verified, on the basis of sampling techniques, the calculations and consolidation of the information and we verified its consistency with the other information contained in the management report;
- selected based on their activity, their contribution to consolidated indicators, their location and a risk analysis, we conducted interviews to verify the proper application of procedures and conducted substantive tests, using sampling basis, to verify the calculations performed and reconciled data with supporting evidence.

The selected sites contribution to Group data equals to 100% of headcount and 100% of the quantitative environmental information tested.

Regarding the other CSR consolidated Information, we assessed its fairness and consistency based on our knowledge of the Company.

Finally, we assessed the relevance of the explanations relating to, where necessary, the omission of certain information.

We deem that the sampling methods and sample sizes we have learned by exercising our professional judgement allow us to formulate a conclusion providing limited assurance; a higher level of assurance would have required more extensive work. Because of the use of sampling techniques, and because of other limits inherent to any information and internal control systems, the risk of not detecting a material misstatement in the CSR Information cannot be completely eliminated.

Conclusion

Based on our work, we did not identify any material misstatements that cause us to believe that the CSR Information, taken as a whole, has not been fairly presented, in all material respects, in accordance with the Reporting Criteria.

Paris La Défense, 17 February 2015

Independent Third-Party

Mazars SAS

Emmanuelle Rigaudias

CSR and Sustainable Development Partner

MAZARS SAS

61, rue Henri Regnault

92075 Paris – La Défense Cedex

(1) Total workforce at year-end and breakdown of employees by gender, age and geographical area; Occupational accidents, including their frequency and severity, and occupational diseases; Absence from work; Measures to promote employment and insertion of people with disabilities; Company organization in order to take into account environmental issues and, if necessary, environmental assessment or certification procedures; Training and information for employees about environmental protection; Energy consumption, measures taken to improve energy efficiency and the use of renewable energy; Greenhouse gas emissions; Partnership and corporate giving actions; Taking into account in the purchasing policy of social and environmental challenges; Measures to protect consumer health and safety.

3. GOVERNANCE

3.1. Governance bodies

3.1.1. The Board of Directors

3.1.1.1. Declarations relating to corporate governance

Out of concern for transparency and public information, Icade refers to the AFEP-MEDEF Corporate Governance Code dated 16 June 2013 (AFEP-MEDEF Recommendations). The specific report of the Chairman of the Board of Directors describing the board's composition and the application of the principle of equal representation between men and women within its membership, conditions for the preparation and organisation of the work of the Board of Directors, and internal control and risk management procedures implemented by the Company (the Report of the Chairman of the Board of Directors drawn up pursuant to Article L. 225-37 of the French Commercial Code), detailed in chapter 5 of this registration document.

Icade applies all AFEP-MEDEF Recommendations with the exception of the following recommendations:

Staggered renewal of the terms of corporate officers

The Board of Directors, at the Company's Annual General Shareholders' Meeting on 29 April, will propose the establishment of a staggered renewal scheme for the terms of directors and to consequently modify the Company's Articles of Association.

All bonus shares awarded to the senior executive corporate officer subject to performance conditions

Most, but not all, of the options or bonus shares awarded to the Chairman and CEO are contingent on performance conditions.

The internal regulations of the Company describe the composition and duties of the Board of Directors and the rules governing its functioning. In particular it describes the criteria used to qualify an independent director, sets the rules for assessing the work of the board and the composition, duties and responsibilities of each of the committees. The Icade directors' charter specifies the duties and obligations of each director particularly in terms of conflicts of interest, participation in the work of the board and contribution to good governance. Lastly, the Board of Directors has prepared a guide to the prevention of insider trading containing a series of specific obligations covering permanent and occasional insiders.

The internal regulations of the Board of Directors also stipulate the terms under which the work of the Board is assessed.

A formal assessment of the work of the Board of Directors was carried out in October and November 2014, with the assistance of an outside consulting firm, Spencer Stuart. The results of this assessment were presented and discussed by the Board of Directors on 4 December 2014.

As in 2011, during 2014, the Board of Directors performed an assessment of its ability to respond to shareholder expectations based on a thorough questionnaire on the following topics: general impression of governance, organisation and functioning of the board of directors, relations of the board with committees, composition of the board of directors, fields of competences of the board of directors and working methods, relations of the board of directors with the general management, shareholders and stakeholders, the personal contribution of directors and committees.

In particular, the Board of Directors analysed its methods of operation and those of its committees, checked that major issues were suitably prepared and discussed, and rated the effective contribution of each director in the board's work on the basis of his/her skills and involvement in discussions.

It results from this formal assessment that Icade ranks among the best practices concerning the quality of documents and presentations submitted to the board, financial and operational reporting and functioning of the Audit, Risk Management and Sustainable Development Committee. The same applies to the dynamics of the board and its performance as well as the material organisation of board meetings. The strategic seminar shed a strategic light on the board. Improvements must be examined to increase the number of independent directors, appoint an independent director as Chairman of the Appointments and Remuneration Committee and provide for an action plan to meet the requirements of the Copé-Zimmerman Act.

The regulations governing the payment of directors' fees and individual payments made to directors as well as the allocation criteria are set out in Chapter 5, paragraph 1.6.2., page 268 and Chapter 2, paragraph 3.2.2., page 105 of the registration document.

The Stock Option Plans 1-2008 and 1.2-2008 put in place by the Board of Directors of Icade on 30 November 2007 and 24 July 2008 respectively, *i.e.* prior to the publication of the AFEP-MEDEF Recommendations on the remuneration of senior executive corporate officers of listed companies, to some extent anticipated the said recommendations as they specified the performance conditions for exercising a part of the options awarded. Furthermore, over 60% of the total number of options awarded under Plans 1-2008 and 1.2-2008, the exercise of which is partially subject to performance conditions, were for the benefit of beneficiaries who are not senior executive corporate officers and to whom the AFEP-MEDEF Recommendations do not apply. These recommendations were applied to senior executive corporate officers who are beneficiaries of the 1-2011 Stock Option Subscription and Purchase Plans by Icade's Board of Directors of 16 February 2011 and of the 2-2012 Stock Option Purchase Plan approved by Icade's Board of Directors of 16 February 2012.

In connection with the reappointment of the Chairman and Chief Executive Officer, the Board of Directors, at its meeting of 7 April 2011 resolved to grant him, in the event of a forced departure related to a change of control (within the meaning of Article L.233-3 of the French Commercial Code) or strategic disagreement with the Board of Directors, a severance payment of which (i) the amount will be capped at two years' fixed and variable remuneration and (ii) the payment will be subject to performance conditions in accordance with applicable regulations and the AFEP-MEDEF Recommendations [(1)].

In addition, the Company, as a member of the FSIF (Federation of Property and Investment Companies) refers to the Code of Ethics of listed property investment companies, established by the FSIF. Thus, Icade's board meeting of 18 December 2009 adopted the Icade Code of Ethics, covering the application and compliance with the Code of Ethics for listed investment companies established by the FSIF.

(1) *Following the resignation of Serge Grzybowski from his positions as director and Chairman and CEO of the Company, which took place on 17 February 2015, a settlement agreement was signed on 17 February 2015 between the Company and Serge Grzybowski. The severance payment as provided by the Board of Directors in its meeting of 7 April 2011 was not allocated.*

Chairing of the Committee in Charge of Remuneration

The chairing of the Appointments and Remuneration Committee by a non-independent member in 2014 is explained by the Company's share structure. The Caisse des Dépôts is vigilant about the application of best practices in matters of "appointments and remuneration". Additionally, Icade points out that two thirds of the members of the Appointments and Remuneration Committee are independent and all the decisions made within the Appointments and Remuneration Committee have been unanimous throughout the financial year 2014.

3.1.1.2. Composition of the Board of Directors and directorships

Directors and change in the composition of the board of directors

The Icade Board of Directors as at 31 December 2014 consists of 13 directors, five of whom are independent directors (more than a third):

- Christian Bouvier;
- Caisse des Dépôts et Consignations, represented by Maurice Sissoko;
- Cécile Daubignard, independent director;
- Éric Donnet, independent director;
- Jean-Paul Faugère [(1)];
- Nathalie Gilly;
- Jérôme Grivet, independent director;
- Serge Grzybowski, Chairman and Chief Executive Officer of Icade [(2)];
- Marie-Christine Lambert, independent director;
- Benoît Maes, independent director;
- Olivier Mareuse;
- Céline Scemama; and
- Franck Silvent.

2

During financial year 2014 and until 19 March 2015, the following changes occurred in the composition of the Board of Directors:

Director's Name	Renewal	Appointment	Departure	Comments
Thomas Francis Gleeson			X	Resignation from this directorship, on 15 January 2014 and effective as at 17 January 2014, accepted by the Board of Directors on 19 February 2014.
Franck Silvent	X			Renewal of his directorship by the Annual General Shareholders' Meeting of 29 April 2014 for a four-year term, *i.e.* up to the end of the Annual General Shareholders' Meeting convened to vote the financial statements of the year ended 31 December 2017.
Olivier de Poulpiquet	X		X	Renewal of his directorship by the Annual General Shareholders' Meeting of 29 April 2014 for a four-year term, *i.e.* up to the end of the Annual General Shareholders' Meeting convened to vote the financial statements of the year ended 31 December 2017. Resignation from his directorship on 29 April 2014 and effective at the end of the Annual General Shareholders' Meeting of 29 April 2014, accepted by the Board of Directors on 29 April 2014.
PREDICA		X	X	Cooptation by the Board of Directors' Meeting of 29 April 2014 to replace Olivier de Poulpiquet, who resigned, for the remaining term of Olivier de Poulpiquet, *i.e.* up till the end of the Annual General Shareholders' Meeting convened to vote the financial statements of the year ended 31 December 2017. Cooptation submitted to the approval of the Annual General Shareholders' Meeting ruling on the accounts for the year ended 31 December 2014. Resignation from this directorship, on 10 July 2014 and effective as at 23 July 2014, accepted by the Board of Directors on 23 July 2014.
Benoît Faure-Jarrosson			X	Resignation from this directorship, at the end of the meeting and effective immediately, accepted by the Board of Directors on 26 June 2014.
Alain Quinet			X	Resignation from this directorship, on 15 July 2014, accepted by the Board of Directors on 23 July 2014.
Jérôme Grivet		X		Cooptation by the Board of Directors' meeting of 23 July 2014 to replace PREDICA, which resigned, for the remaining term of PREDICA, *i.e.* up till the end of the Annual General Shareholders' Meeting convened to vote the financial statements of the year ended 31 December 2017. Cooptation submitted to the approval of the Annual General Shareholders' Meeting ruling on the accounts for the year ended 31 December 2014.

(1) Jean-Paul Faugère was appointed Chairman of the Board of Directors on 17 February 2015.

(2) On 17 February 2015, Serge Grzybowski resigned from his positions as director and Chairman and CEO of the Company.

Director's Name	Renewal	Appointment	Departure	Comments
Éric Donnet		X		Cooptation by the Board of Directors' meeting of 23 July 2014 to replace Benoît Faure-Jarrosson, who resigned, for the remaining term of Benoît Faure-Jarrosson, *i.e.* up till the end of the Annual General Shareholders' Meeting convened to vote the financial statements of the year ended 31 December 2014. Cooptation submitted to the approval of the Annual General Shareholders' Meeting ruling on the accounts for the year ended 31 December 2014.
Serge Grzybowski			X	Resignation from his positions as director and Chairman and CEO on 17 February 2015, accepted by the Board of Directors on 17 February 2015.
Jean-Paul Faugère		X		Appointment as Chairman of the Board of Directors on 17 February 2015, accepted by the Board of Directors on 17 February 2015.

Policy of equal representation of men and women on the Board of Directors

Icade continues its policy of equal representation of men and women on its Board of Directors in accordance with the provisions of the AFEP-MEDEF Code and the law.

As at 19 March 2015, the proportion of women on the Board of Directors is 33.33%.

Independent Directors

Each year, upon a proposal by the Appointments and Remuneration Committee, the board of directors of Icade examines the situation of each member regarding to the independence criteria set out in the Afep-Medef Code, namely:

a) he/she is not an employee or corporate officer of the Company, an employee or corporate officer of a company or entity belonging to the Group and has not been so for the last five years;

b) he/she is not a corporate officer of a company in which the Company directly or indirectly holds a directorship or in which an employee designated as such, or a corporate officer of the Company, (currently or having been so for less than five years) holds a directorship;

c) he/she is not a customer, supplier, commercial banker or financial banker of the Company or its Group, or for which the Company or its Group neither represents a significant part of activity nor is linked directly or indirectly to any of the individuals mentioned above;

d) he/she has no close family ties with a corporate officer or employee holding management positions with a Group company or entity;

e) he/she has not been, during the last five years, a statutory auditor of the Company, or of a company or entity holding at least 10% of the Company's share capital or of a company in which the Company holds at least 10% of the share capital, when his/ her term of office ended;

f) he/she has not been a company director for more than 12 years, noting that the loss of status of independent director occurs only upon expiration of the term of office during which the 15-year duration is exceeded;

g) he/she does not represent a shareholder owning more than 10% of the share capital or voting rights in the Company or the parent company.

Furthermore, the internal regulation of the Icade Board of Directors notes that the board may always take the position that a director, although meeting the above criteria, must not be considered as independent given his or her specific situation or that of the Company, with regard to its shareholder structure or for any other reason, and vice versa.

Pursuant to the above-mentioned criteria, the Board of Directors of Icade concluded after its examination that 5 out of 12 of its members could be qualified as independent directors (41.7%).

List of the terms of the members of the Board of Directors and its Chairman and CEO as at 31 December 2014

The table below describes the terms of the members of the Board of Directors and its Chairman and CEO as at 31 December 2014.

Chairman of the Board of Directors and CEO

Grzybowski Serge [(1)] 56 yrs First appointed: AGM of 30/11/07 Term expires: AGM of 29/04/2015	**Chairman of the Strategy and Investment Committee** Number of shares held: 1 Address for service: 35, rue de la Gare - 75019 Paris	**Member of the Group Management Committee** Caisse des dépôts **Chairman of the Board of Directors** GIE Icade Management (**) **Director** GIE Icade Management (**)

(*) Listed company.
(**) Icade Group company / CDC Group.
(***) Non-Group company.

(1) On 17 February 2015, Serge Grzybowski resigned from his positions as director, Chairman and CEO of the Company.

Directors

Caisse des dépôts (CDC) Permanent representative: **Sissoko Maurice** 48 yrs First appointed: AGM of 30/11/2007 Term expires: AGM of 29/04/2015	Number of shares held: 1 Address for service: 57, rue de Lille – 75007 Paris	**Chairman** CDC Arkhineo (**) **Chairman of the Supervisory Board** CDC Fast (**) **Director** CDC Informatique (**) SCET (**) **Member of the Strategic Committee** Neocase Software (***) **Permanent representative of the CDC on the Board of Directors** C LOG International (***) **Chief Executive Officer** Informatique CDC (**)
Bouvier Christian 77 yrs First appointed: AGM of 23/06/1999 Term expires: General Meeting ruling on the accounts for the year ending 31 December 2015	**Member of the Strategy and Investment Committee** Number of shares held: 80 Address for service: 64, rue Madame – 75006 Paris	**Director** HLM Pax Progres Pallas (***) HLM Domaxis (***)
Daubignard Cécile 50 yrs First appointed: AGM of 22/06/2012 Term expires: General Meeting ruling on the accounts for the year ending 31 December 2015	**Independent Director** **Chairman of the Audit, Risk and Sustainable Development Committee** Number of shares held: 1 Address for service: 48, route de Montesson – 78110 Le Vésinet	**Member of the Supervisory Board** Réunima (***) **Director** STAR (***)
Donnet Éric 45 yrs First appointed: Board meeting of 23/07/2014 Term expires: AGM of 29/04/2015	**Independent Director** **Member of the Strategy and Investment Committee** Number of shares held: 10 Address for service: 21, boulevard Malesherbes – 75008 Paris	**Chief Executive Officer** Groupama Immobilier (***) CIE Foncière Parisienne (***) Expertisimo (***) **Director** Expertisimo (***) **Member of the Strategic Committee** Expertisimo (***) **Permanent representative of** CIE Foncière Parisienne (***) OFI GB2 (***) SCI 261 Raspail (***) Cofintex 18 (***) GAN Foncier (***) Gan Foncier II (***) Haussmann Laffitte Immobilier (***) Immobilière Rennes Vaugirard (***) Immopref 2 (***) Ixellor (***) Paris Falguière (***) Sc de la tour GAN (***) SCI Chamalières Europe (***) SCI Groupama Frères Lumière (***) SCI La Défense Astorg (***) SCI Victor Hugo-Villiers (***) SCI 1 Bis Avenue Foch (***) SCI 102 Malesherbes (***) SCI 12 Victoire (***) SCI 150 Rennes (***) SCI 16 Messine (***) SCI 3 Rossini (***) SCI 38 Le Pelletier (***) SCI 40 René Boulanger (***) SCI 44 Théâtre (***) SCI 79 Champs Élysées (***) SCI 9 Malesherbes (***) SCI 97 Victor Hugo (***) SCI 99 Malesherbes (***) Société Forestière Groupama (***) 5/7 Percier (***)

(*) Listed company.
(**) Icade Group company / CDC Group.
(***) Non-Group company.

Faugère Jean-Paul [1] 58 yrs First appointed: AGM of 12/04/2013 Term expires: AGM of 29/04/2015	**Member of the Strategy and Investment Committee** Number of shares held: 20 Address for service: 4, place Raoul-Dautry – 75716 Paris cedex 15	**Chairman of the Board of Directors** CNP Assurances (*) (**) **Director** Caixa Seguros Brésil (***)
Gilly Nathalie 50 yrs First appointed: AGM of 07/04/2011 Term expires: AGM of 29/04/2015	Number of shares held: 1 Address for service: 15, quai Anatole-France – 75007 Paris	**Director of Banking Services** Caisse des dépôts **Director** CDC Climat (**) Informatique CDC (**) GIP ADAJ (***) La Banque Postale Collectivités Locales (***) **Permanent representative of the CDC on the Board of Directors** Elan CDC (**) Caisse Nationale des Autoroutes (*) ASINCA (***) **Permanent representative of the CDC at the General Meeting** Fondation pour le Droit Continental (***) **Permanent representative of ELAN CDC on the Board of Directors** DINAMIC (***)
Grivet Jérôme 53 yrs First appointed: Board meeting of 23/07/2014 Term expires: General Meeting ruling on the accounts for the year ending 31 December 2017	**Independent Director** **Member of the Appointments and Remuneration Committee** Number of shares held: 10 Address for service: 16/18, boulevard de Vaugirard – 75015 Paris	**Chief Executive Officer** Crédit Agricole Assurances (*) (***) PREDICA (*) (***) **Chairman** SPIRICA (***) CA LIFE GREECE (***) **Director** CAAGIS (***) Crédit Agricole Vita Spa (***) KORIAN (*) (***) Pacifica (***) **Permanent representative of PREDICA** CA Grands Crus (***) Foncière des Régions (*) (***) **Permanent representative of CAA** CACI (***) **Member of the Executive Committee and Management Committee** Crédit Agricole SA (*) (***) **Observer** La Médicale de France (***) Crédit Agricole Immobilier (***)
Lambert Marie-Christine 61 yrs First appointed: AGM of 22/06/2012 Term expires: General Meeting ruling on the accounts for the year ending 31 December 2015	**Independent Director** **Member of the Audit, Risk and Sustainable Development Committee** Number of shares held: 10 Address for service: 208, rue Raymond-Losserand – 75014 Paris	**Deputy CFO** Groupe Orange (***) **Director** Orange Studio (***) Buy-in joint venture (Orange/Deutsche Telekom) (***) **Member of the Supervisory Board and Audit Committee** Orange Polska (***)
Maes Benoît 57 yrs First appointed: AGM of 22/06/2012 Term expires: General Meeting ruling on the accounts for the year ending 31 December 2015	**Independent Director** **Member of the Appointments and Remuneration Committee** Number of shares held: 1 Address for service: 26, rue de l'Université – 75007 Paris	**Chairman of the Board of Directors** Compagnie Foncière Parisienne (***) France Gan (***) Groupama Asset Management (***) Groupama Immobilier (***) Groupama Japon Stock (***) Securi-Gan (***) **Chief Executive Officer** Groupama GAN Vie (***) **Director** Groupama Gan Vie (***) La Banque Postale Assurances IARD (***) **Permanent representative of Groupama GAN Vie** Gan Investissement Foncier (***)

(*) Listed company.
(**) Icade Group company / CDC Group.
(***) Non-Group company.

(1) Jean-Paul Faugère was appointed Chairman of the Board of Directors on 17 February 2015.

Mareuse Olivier 51 yrs First appointed: AGM of 07/04/2011 Term expires: AGM of 29/04/2015	**Member of the Audit, Risk and Sustainable Development Committee** Number of shares held: 1 Address for service: 56, rue de Lille – 75007 Paris	**Chief Financial Officer** Caisse des dépôts **Member of the Management Committee Caisse des dépôts** **Group Director** AEW Europe (***) Société Forestière de la CDC (**) CDC Infrastructure (**) CNP Assurances (*) (**) French Association of Institutional Investors (AF2i) (***) CDC International Capital (**) **Permanent representative of CDC** Qualium Investissement (**) Veolia environnement (*) CDC GPI (Management of Real Estate Investments) (**)
Scemama Céline 43 yrs First appointed: AGM of 07/04/2011 Term expires: AGM of 29/04/2015	**Member of the Strategy and Investment Committee** Number of shares held: 1 Address for service: 56, rue de Lille – 75007 Paris	**Director in charge of non-listed portfolios** Caisse des dépôts **Chairman and Chief Executive Officer** Société Foncière Mogador (***) **Chair** CDC-GPI (**) AIH France (***) **Director** SITQ Les tours SA (***) CDC-GPII (**) Galaxy (***) **Permanent representative of CDC** Foncière Franklin (***) GIE RER 97 (***) Société d'Épargne Forestière, "Sustainable Forests" (**) **Chairman of the Investment Committee** Société d'Épargne Forestière, "Sustainable Forests" (**) **Member of the *Advisory Board*** European Property Investors (***) PBW Real Estate Fund NV (***) **Member of the Investment Committee** Curzon Capital Partners II LLP (***) **Member of the Strategic Committee** Neocase Software (***)
Silvent Franck 42 yrs First appointed: Board meeting of 29/04/2014 Term expires: General Meeting ruling on the accounts for the year ending 31 December 2017	**President of the Appointments and Remuneration Committee** Number of shares held: 1 Address for service: 56, rue de Lille – 75007 Paris	**Director of the Finance, Strategy and Shareholding Division of the CDC** **Director** CNP Assurances (*) (**) Transdev Group (**) La Poste (*) (***) BPI Groupe (**) BPIFRANCE Participations (**) BPIFRANCE Investissement (**) **Permanent representative of CDC as director** CDC International Capital (**) **Chairman of the Audit Committee** La Poste (*) (***) Transdev Group (**) **Member of the Quality and Sustainable Development Committee** La Poste (*) (***) **Member of the Investment Committee** BPIFRANCE Participations (**) **Member of the Strategy and Investment Committee** La Poste (*) (***) CDC International Capital (**) CNP Assurances (*) (**)

(*) Listed company.
(**) Icade Group company / CDC Group.
(***) Non-Group company.

As far as the Company is aware: there are no family links between the corporate officers and the other senior managers of the Company; no corporate officer and no senior manager of the Company has, over the last five years (i) been convicted of fraud, (ii) been associated with bankruptcy, placed under compulsory administration or liquidation or (iii) been charged with an offence and/or official public sanction ordered by statutory or regulatory authorities; no corporate officer has been prevented by a Court from acting as a member of a management or supervisory body of an issuer or from being involved in the management or conduct of the business affairs of an issuer over the last five years.

Summary of the directorships and functions in all companies during the last five years and expired

Grzybowski Serge	**Chief Executive Officer of Icade** Chairman of the Board of Directors **Compagnie la Lucette (merged by Icade)** Member of the Executive Management Committee **HSBC France** **Head of Financial Institution Group, European Head, Real Estate HSBC – plc** Director **Compagnie La Lucette** **Silic** Permanent representative of Icade, Chairman **SAS 21/29 Rue des Fontanot** **SAS Foncière Nanteuil** **SAS SOCOMIE** **SAS HAVANE** Permanent representative of Icade, Manager **SCI SEPAC** **SCI JCB2**
Sissoko Maurice **Permanent Representative of the Caisse des dépôts**	Chairman of the Board of Directors **SCET** Director **Neocase** **C LOG International** Member of the Supervisory Board **Achatpublic.com** Permanent representative of the CDC on the Board of Directors **ARCAT**
Bouvier Christian	Director **Société d'Autoroute ASF** **Société d'Autoroute Escota** Member of the Appointments and Remuneration Committee **Icade**
Daubignard Cécile	Director **Amaline Assurance**
Donnet Éric	**N/A**
Faugère Jean-Paul	**N/A**
Gilly Nathalie	Chairman of the Board of Directors **CDC Placement** **CDC Trésor Première Monétaire** **Fonsicav** **Oblisécurité Sicav** Director **AEW Europe** **SAGACARBON** Permanent representative of CDC **CDC Trimestriel** At the office of the APCC

Grivet Jérôme	Chairman **Dolcea Vie** **CAAIH** Director **CA Indosuez Pivate Banking** **LCL Obligation Euro SICA** **CA CHEVREUX** **CEDICAM** Union Banques Arabes & Françaises **Newedge Group SA** Member of the Supervisory Board **KORIAN** Permanent representative of PREDICA, Observer **SIPAREX Associés** Vice-Chairman **BES VIDA** Permanent representative of PREDICA, Director **MDF** **CAPE** Permanent representative of CALYON, Director FLETIREL *Managing Director* **Sitching CLSA Foundation** **Crédit Lyonnais Securities** **Asia CLSA Hong Kong** Chairman and Chief Executive Officer **MESCAS** Chief Executive Officer **CALYON**
Lambert Marie-Christine	Director **Orange France**
Maes Benoît	Chairman of the Supervisory Board **Reunima** Permanent representative of Groupama SA, Director **Groupama Banque** Chief Executive Officer **Cegid Group** **Gan Assurances** Chairman of the Board of Directors **Groupama Private Equity**
Mareuse Olivier	Investment Director **CNP Assurances** Director Fonds Stratégique d'Investissement **DEXIA Groupe SA** CDC Entreprise
Scemama Céline	Director **Verdun Participations 1** **Verdun Participations 2** Permanent representative of CDC **Alteau SAS** **AIH France** **SAGITRANS** **SAFIFRANS** Member of the Investment Committee **Patrimonio Uno**

Silvent Franck	Director **Premier Financial Services** **Lafuma** **By Grévin (formerly Swissalp SA)** **Compagnie du Mont Blanc - CMB** **SAS Santoline** Chairman **CDA Brands** **CDCE 1** Centrale Investissement Et Loisirs (CIEL) **Compagnie Immobilière des 2 Savoie** Member of the Executive Board **Compagnie des Alpes** Chairman of the Supervisory Board **Compagnie des Alpes-Domaines Skiables (CDA-DS)** Vice-Chairman of the Supervisory Board **Domaine Skiable de Flaine (DSF)** **Domaine Skiable du Giffre** Member of the Supervisory Board **Looping Holding** **Société du Parc du Futuroscope** **CNP Assurances** Permanent representative of Compagnie des Alpes **BELPARK BV** **Grévin et Cie SA** **Musée Grévin** **Safari Africain de Port Saint-Père** **Valbus SAS** Chief Operating Officer **Compagnie des Alpes** Member of the Audit Committee **SAS Santoline**

3.1.1.3. Personal information concerning current members of the Board of Directors

The directors have the following experience:

Maurice Sissoko

Maurice Sissoko, Inspector General of Finance, is a graduate of the École nationale des impôts (ENI). A tax auditor from 1987 to 1991, he was appointed tax inspector in the management of national and international verifications where he inspected insurance, reinsurance and property lease companies. In 1999 he became senior tax inspector, head of a research section and the fight against tax evasion in the financial sector in the national department of tax investigation. In 2001, he was appointed to the French Ministry of the Economy, Finance and Industry, where he carried out several audit and consulting missions in the financial sector. In 2005, he joined the Caisse des dépôts where he was appointed director of loans and housing in the savings funds department (financing for social housing, transport infrastructure and public interest missions). In 2008, he became director of Icade's "Real Estate Services" division, a real estate subsidiary of the Caisse des dépôts. As a Member of Icade's Executive Committee, he was responsible for the property and facility management activities, consulting and real estate solutions (engineering, safety asset management and digital solutions), administration of goods and residences with services. In 2010, he was appointed CEO of Informatique CDC and Chairman of the companies Fast and Arkhineo (2011), companies specialised in computer systems and management of flow and secured digital archives. He is a member of the management committee of the Caisse des dépôts Group.

Christian Bouvier

Christian Bouvier began his career as official representative with the Deputy General of the Paris Region and then as engineer to the Essonne public works department (DDE), responsible for major works and public construction. From 1970 to 1978, he was Director of the Tête – Défense project within the Établissement Public pour l'Aménagement de La Défense (EPAD), and then became technical adviser to the Office of Michel d'Ornano, Minister of the Environment and Living Standards. From 1981 to 1987, he was the director of SGE Construction and then became Chairman and Chief Executive Officer of BORIE-SAE, a public works subsidiary of the SAE. From 1993 to 2004, he held the position of CEO of EPAD.

Cécile Daubignard

A graduate of the École Centrale de Lyon, with an MBA from the École Supérieure de Commerce de Lyon, a graduate of the Centre d'Études Actuarielles (CEA), and a member of the French Actuarial Institute, Cécile Daubignard began her career at the Mazars accounting firm, in charge of auditing and consulting.

In 1995, she joined the Groupama group as Auditing Manager within the Gan Auditing Department, and then joined the Health Department in 1997 as Manager of Accounting and Actuarial Services.

In 1999, she joined the International Department of Groupama S.A., where she headed the Financial Engineering Department then the Planning, Budget and Results Department. She managed the Initial Public Offering project in 2002 within the Group's Finance Department and in 2005 became project officer to the CEO of Groupama SA.

In January 2008, Cécile Daubignard was appointed Chief Strategy Officer. She joined the Executive Management Committee of Groupama SA in July 2011.

Éric Donnet

Éric Donnet, a graduate of the Institut Commercial de Nancy business school and holds the title of French Certified Public Accountant. He began his career as a management controller with Lyreco in the UK. In 1995, he joined PricewaterhouseCoopers as head of audit and advisory, before returning to Lyreco in France in 1997, where he was Europe business development and acquisitions manager for Lyreco Management. In 2000, he joined the Valéo group as Head of Strategy and Special Projects of Valéo Distribution. In 2002, he joined the GE Real Estate group in Bail Investissement, as a Deputy Director of Bail Investissement Foncière, CEO of ADDVIM Property Management and President and CEO of Deltis FM. In 2005, he joined AEW Europe (a subsidiary of Natixis Global Asset Management and CDC), as Head of Asset Management Europe, and then as Chief Operating Officer. Since 3 June 2013, Éric Donnet has been serving as CEO of Groupama Immobilier. He reports directly to Benoît Maes, Group CFO.

Jean-Paul Faugère

A former student of the École Polytechnique and the École Nationale d'Administration, Jean-Paul Faugère, 56 years old, served as Director of the Office of the Prime Minister from 2007 to 2012. Prior to this, he worked as Director of the Office of François Fillon (in charge of Social Affairs, then of National Education) from 2002–2005 and Prefect of the Alsace-Bas Rhin region from 2005–2007. Jean-Paul Faugère has been Chairman of the Board of Directors of CNP Assurances since 29 June 2012. Previously, Jean-Paul Faugère held the following positions and offices: Insurance Commissioner (1980-1981), Auditor to the Conseil d'État (1983), Deputy Secretary General of the Conseil d'État (1986–1987), Technical Adviser of the Ministry of Infrastructure, Housing, Territorial Development and Transport (1987–1988), Government Commissioner to the Combined Court of the Conseil d'État (1988–1990), Financial Director (1991–1994) of the French Atomic Energy Commission (CEA), Director of Civil Liberties and Legal Affairs for the Ministry of the Interior and territorial Planning (1994–1997), Prefect of Loir-et-Cher (1997–2001), Prefect of Vendée (2001–2002), and member of the Conseil d'État (1998).

Nathalie Gilly

Nathalie Gilly is a graduate of the Paris Institute of Political Science (IEP de Paris) and holder of a "DESCF" postgraduate degree in Accounting and Finance. She began her career in 1987 at Price Waterhouse and joined Caisse des dépôts in 1994 in the Department of Banking and Finance Operations (DABF) as a financial auditor and then as Head of Internal Audit. In 2000, Nathalie Gilly joined the Department of Banking Services and in 2003 became head of the Strategy and Customer Department. After serving as Deputy to the Director of Banking Services from 2008, she was appointed Director of Banking Services in 2010 and in that capacity is a member of the Caisse des dépôts Management Committee.

Jérôme Grivet

Jérôme Givet, Inspector of Finance, former student of the National School of Administration, graduate of Essec and the Institut d'études politiques de Paris, is the chief executive officer of Predica and Crédit Agricole Assurances since the end of 2010. He is also chairman of the French Bankassurance Group (Groupement Français des Bancassureurs) since 2013. He began his career as a civil servant in the French Inspectorate General of Finances. He then became adviser on European affairs to the Prime Minister, Alain Juppé, before joining Crédit Lyonnais in 1988 as Head of Finance and Management Control for retail banking in France. In 2001, he was appointed head of Strategy of Crédit Lyonnais. He then held the same position within Crédit Agricole SA. In 2004, he was Head of Finance, General Secretariat and Strategy at Calyon before being appointed Deputy Chief Executive Officer in 2007.

Serge Grzybowski

A graduate of the Paris Institute of Political Studies and former pupil of the ENA, Serge Grzybowski began his career as Civil Administrator in the Local Development Department of Caisse des Dépôts from 1983 to 1987 then in the sub-department of savings and financial markets of the Office of Housing and Construction Financing of the Treasury Department from 1987 to 1989. He was Deputy Managing Director of the Bourdais Group from 1989 to 1992, Deputy Managing Director and then Managing Director of the Banque la Henin from 1992 to 1997, Member of the Executive Board and Managing Director of the Banque du Developpement des PME, the CEPME and Sofaris from 1997 to 2000, Managing Director and Chairman of Banque Worms from 2000 to 2001. He then continued his career in Gecina as Managing Director from 2001 to 2005 and then joined HSBC France in 2006 as Director of Financial Institutions and European Property Manager. Appointed Chairman and Chief Executive Officer of Icade in August 2007 and Icade Emgp in September 2007, he was re-elected Chairman and Chief Executive Officer of Icade (formerly Icade Emgp) on 30 November 2007, following the merger-absorption of Icade. Mr. Grzybowski was Chairman of the France Green Building Council from October 2010 to July 2013 and has been Chairman of the Board of Directors of the European Public Real Estate Association (EPRA) since 12 March 2014.

Marie-Christine Lambert

Marie-Christine Lambert, a graduate of the ESC Dijon with a Finance major, is Chief Financial Officer of the Orange group. After joining France Télécom in 1992, she served successively as Finance Director of the IT subsidiaries, Chief Financial Officer of cell phones in France, Chief Financial Officer of the Orange division (the Group's mobile phone arm) and then Director of Finance and Operations Management in France (landlines and cell phones). Marie-Christine Lambert began her career in 1975 in a French subsidiary of ITT, and then worked in operational finance in industry, services and telecommunications.

Benoît Maes

A Corps des Mines engineer and graduate of the French Actuarial Institute, Benoît Maes began his career working in government. He was Project Leader with the prefect of France's Central Region from 1982 to 1985, Secretary General of the Energy Observatory from 1987 to 1988 and Technical Adviser to the Cabinet of the Ministry of Industry from 1988 to 1990. In 1991, he joined the Gan Group where he exercised various functions as manager of the general technical studies department, the management of individual life insurance and in distribution management before becoming, in 2002, deputy CEO of Gan Assurances. Maes became Groupama SA's Executive Director of Auditing and Actuarial Services in 2005. In 2007 he was appointed Managing Director of Gan Assurances. In 2010, he became Managing Director of Groupama Gan Vie and Director of Individual Insurance for Groupama SA. He has been the Chief Financial Officer of Groupama SA since December 2011.

Olivier Mareuse

Graduate of the Paris Institute of Political Studies, former student of the ENA, Oliver Mareuse began his career in 1988 in the management of group insurance for CNP Assurances, as deputy manager of the financial establishments department and then as technical, administrative and accounting director in 1989. In 1991, he was appointed policy officer to the CEO, then director of strategy, control and management of shareholder relations in 1993. Appointed in 1999, director of investments of CNP Assurances, Olivier Mareuse rejoined the Caisse des Dépôts in October 2010 as deputy CFO of the Caisse des dépôts. Since December 2010, he has served as Chief Financial Officer of the Caisse des dépôts group.

Céline Scemama

Céline Scemama is a graduate of the École Supérieure de Commerce de Paris, holds a "DESS" postgraduate degree in Human Resources and is a member of the French Society of Financial Analysts, SFAF. She joined Caisse des dépôts 18 years ago and is currently in charge of unlisted portfolios. Céline Scemama spent 10 years working in the Department of Structured Finance in Paris and New York, where she worked on real estate financing, LBOs, and project and asset financing. She then joined the Department of Strategy where she worked on a number of strategic investments, including an infrastructure asset portfolio. Céline Scemama also strategically monitors some of the Group's subsidiaries and shareholdings.

Franck Silvent

Franck Silvent, a finance inspector and former student of the École nationale d'administration, was detached in April 2002 as Deputy Director of Strategy, Finance, Audit Management and Accounting at the Caisse des dépôts. From January 2005 to March 2009, he was Director of Finance, Strategy and Development and a member of the Management Board of the Compagnie des Alpes (CDA). In March 2009, he became the Deputy Director of the CDA and then Deputy CEO in October 2009. In January 2013, he was appointed Director of Strategy and also member of the management committees of the Group. In May 2013, he was appointed Director of the Finance, Strategy, Subsidiaries and Holdings Division of the Caisse des Dépôts Group.

3.1.1.4. Operation of the Board of Directors

Powers of the Board of Directors

The Board of Directors establishes the Company's business strategy and supervises its execution. Subject to the powers expressly reserved for Shareholder Meetings and within the limit of the corporate purpose, it addresses all questions relating to the due and proper functioning of the Company and settles matters concerning it through its discussions.

In its reports with third parties, the Company is committed even by acts of the Board of Directors that are beyond the scope of the corporate purpose, unless it can prove that the third party knew that the act was beyond the scope of said purpose or the third party could not have failed to know that fact, given the circumstances, bearing in mind that the publication of the Articles of Association alone are not sufficient proof. The Board of Directors conducts checks and controls as it deems appropriate.

The Chairman or Chief Executive Officer of the Company is bound to provide every Director with all the documents and information necessary to the performance of his mission.

With the assistance of its internal committees, the Board:

- defines powers within the Company and exercises the respective powers and responsibilities of the Company's bodies;
- ensures that no person has the power to make binding decisions on behalf of the Company without control;
- oversees the proper functionning of the internal control bodies and the satisfactory performance of their duties by the auditors. The Board monitors the quality of the information supplied to shareholders and the financial markets through the accounts and annual report it produces.

Operation of the Board of Directors

In order to specify the internal operating procedures, at its meeting of 22 June 2012, the Board of Directors of the Company adopted a new version of its bylaws.

Icade's internal regulations are available on the Company's website (see: http://www.icade.fr/icade/direction/gouvernance).

The Board of Directors meets at least twice a year and as frequently as the interests of the Company so require, upon a notice of meeting from its Chairman or at the written request to the Chairman of at least three of its members.

If the Board has not met for more than two months, a group of directors representing at least one third of the members in office can ask the Chairman to call a meeting of the Board with a specific agenda. If the positions of Chairman and Chief Executive Officer are separate, the Chief Executive Officer can ask the Chairman to call a meeting of the Board with a specific agenda.

The Chairman is bound by requests sent to him and must call a meeting of the Board of Directors as quickly as possible and in any case within seven days of receiving such a request.

Notices of meeting are issued at least five days in advance by any written means. This five-day period may be reduced if three Directors (including the Chairman) agree to hold the meeting sooner.

The meeting is held at the registered office or any other venue indicated in the notice of meeting.

Before the meeting, the Directors receive the agenda for the board meeting and, whenever circumstances permit, the information necessary for their consideration.

Every member of the Board of Directors has the freedom and responsibility to ask the Chairman to include any topics he or she considers to come within the purview of the Board of Directors on the draft agenda.

The following are deemed to be present for calculating the quorum and majority: Directors who attend the Board of Directors meeting by videoconferencing, telecommunications or remote transmission enabling them to be identified and guaranteeing their actual participation in the Board of Directors meeting, the deliberations of which are transmitted continuously and simultaneously. This provision is applicable in all circumstances permitted by applicable legal and regulatory provisions.

The Board can only deliberate validly if at least half the directors are present. Decisions are taken by a majority of the votes of members present or represented. In the event of a split vote, the Chairman of the meeting shall have the casting vote.

In respect of each item on the agenda, the decision adopted must be clearly expressed and identified in the minutes of the Board of Directors.

Icade's Board of Directors met six times in 2014. The members of the Committee were present at a rate of 80% during the year. A strategic seminar for directors was also held on 27 March 2014, and was attended by 13 out of 14 directors.

3.1.1.5. Board of Directors' committees

For sake of transparency and to provide information to the public, Icade has put in place the three specialised committees described below: The three committees are the Audit, Risk Management, and Sustainable Development Committee, the Appointments and Remuneration Committee, and the Strategy and Investment Committee.

These committees have an advisory function and operate under the responsibility of the Board of Directors.

In areas falling within their jurisdiction, the function of the committees is to prepare and facilitate the work of the Board of Directors. They issue recommendations to the Board of Directors.

The committees consist of a minimum of three and a maximum of five members, selected by the Board of Directors among its members least two thirds of whom should be independent directors in respect of the Audit, Risks and Sustainable Development Committee. Members are appointed in a personal capacity and may not have themselves represented.

3.1.1.5.1. The Audit, Risk Management and Sustainable Development Committee

Assignments

The Audit, Risk Management and Sustainable Development Committee is responsible for assisting the Board of Directors in its analysis of the accuracy and truthfulness of Icade's annual corporate and consolidated financial statements as well as the quality of internal audit and information provided to shareholders and to the market.

It assesses significant risks and ensures adherence to the individual and collective values upon which Icade's operations are founded, and the codes of conduct which all its staff must apply. Amongst these values are Icade's specific responsibilities as regards protecting and improving the environment and sustainable development.

Composition and operation

At 31 December 2014, the three members of the Audit, Risk Management and Sustainable Development Committee, two thirds of whom are independent directors, are Marie-Christine Lambert (independent director), Cécile Daubignard (independent director and Chairman of the Committee since 3 December 2014), and Olivier Mareuse.

This Committee meets as often as it considers necessary or appropriate, whenever convened through any means by its Chairman or, with him latter's consent, by the Secretary of the Board of Directors.

This Committee met three times in 2014. The level of attendance of Committee members was 100% during this financial year.

3.1.1.5.2. Appointments and Remuneration Committee

Assignments

The Appointments and Remuneration Committee is responsible for assessing applications for the appointment of corporate officers and for making suggestions as regards their remuneration. It is involved in establishing the Company's employee profit-sharing policy and for making suggestions on (i) resolutions to grant subscription and/or purchase options for the Company's shares to all or some of the employees and (ii) the bonus share allocation. It is also responsible for calculating the amount of the total envelope of directors' attendance fees, each year, which is submitted to the approval of the General Shareholder's Meeting and the methods for distributing such directors' attendance fee among the Board of Directors' members. The Committee also examines significant transactions involving a conflict of interest risk between the Company and the Board of Directors' members. Finally, each year, the Committee discusses the status of independent director.

Composition and operation

At 31 December 2014, the three members of the Appointments and Remuneration Committee are Franck Silvent (Chairman), Benoît Maes (independent director) and Jérôme Grivet (independent director).

This Committee meets as often as it considers necessary or appropriate, whenever convened through any means by its Chairman or, with the latter's consent, by the Secretary of the Committee.

This Committee met six times in 2014. The level of attendance of Committee members was 94% during this financial year.

3.1.1.5.3. Strategy and Investment Committee

Assignments

The duty of the Strategy and Investment Committee is to examine any investment or disinvestment project by the Company for which the amount exceeds €50 million and any external growth operation or disposal of equity interests or businesses higher than €30 million. It also examines the internal and/or external growth driven development policy and the strategic guidelines of the Group.

Composition and operation

At 31 December 2014, the five members of the Strategy and Investment Committee are Serge Grzybowski (Chairman), Olivier de Poulpiquet (independent director), Jean-Paul Faugère, Christian Bouvier and Céline Scemama.

This Committee meets as often as it considers necessary or appropriate, whenever convened through any means by its Chairman or, with him latter's consent, by the Secretary of the Board of Directors.

Due to the nature of its work, this Committee meets at least once a year to give a progress report on the execution of the strategic plan.

This Committee met five times in 2014. The level of attendance of Committee members was 83% during this financial year.

3.1.2. Governance bodies

On recommendation by the Appointments and Remuneration Committee, the Board of Directors, in its meeting of 19 March 2015, decided to maintain the separation between the functions of the Chairman of the Board and the CEO. Since 17 February 2015, these positions have been filled by Jean-Paul Faugère and Nathalie Palladitcheff, respectively.

On recommendation by the Appointments and Remuneration Committee, the Board of Directors, in its meeting of 19 March 2015, also decided (i) to appoint Olivier Wigniolle as future CEO of Icade, effective after the General Shareholders' Meeting of 29 April 2015 and (ii) to submit to the General Shareholders' Meeting of 29 April 2015 to appoint André Martinez as director, for the purpose of appointing him Chairman of the Board after this General Shareholders' Meeting.

No Deputy Chief Executive Officer has been appointed.

3.1.2.1. Powers of the Chief Executive Officer

The CEO has the most extensive powers to act in the name of the Company in all circumstances. He exercises his powers within the limits of the corporate purpose and subject to those that the law expressly assigns to Shareholders' Meetings and the Board of Directors.

He represents the Company in dealing with third parties. The Company is committed even by actions by the Chief Executive Officer that are beyond the scope of the corporate purpose, unless the Company can prove that the third party knew that the act was beyond the scope of said purpose or could not have failed to know that fact, given the circumstances, bearing in mind that the publication of the Articles of Association alone are not being sufficient proof.

The clauses of the Articles of Association or the decisions of the Board of Directors limiting the powers of the Chief Executive Officer may not be invoked in relation to third parties.

Neither the Company's articles of association, nor the Board of Directors have set limits on the commitment authority of the Chief Executive Officer with the exception of the implementation of the share repurchase program approved by the General Shareholders' Meeting on 12 April 2013.

3.1.2.2. Management

The principal senior managers of the Company are as follows:

Marianne de Battisti, member of the Executive Committee and head of Key Accounts, Institutional Relations and Communications

A graduate of the Institute of Political Studies in Grenoble and Paris, as well as the École Nationale des Ponts et Chaussées, Marianne de Battisti gained operational experience at Icade where she successively held the position of Development Director in Lyon, Branch Director in Grenoble and Rouen, and Institutional Director for northern France and the Paris Region. At the same time, she had management responsibilities in several real estate semi-public companies. In 2001, she took the position of Managing Director of Icade Cités. In 2004, de Battisti became a member of the Executive Committee, in charge of Icade's marketing and communication. In 2005, in addition to her previous positions, she was appointed International Director of Icade. She has been in charge of Key Accounts, Institutional Relations and Communications on Icade's Executive Committee since 2011. In 2012, she was appointed director of "Entreprises & Médias". She is an ASC-certified corporate executive (IFA 2012) and director of SCET. She is a member of FRICS (Fellows Royal Institution of Chartered Surveyors), a member of the orientation committee of the real estate research institute, EIF. She is also a member of the Real Estate Womens' Circle, the Association of Real Estate Directors and Vice-President of Alter Egales (the network of women in managerial positions in the Caisse des dépôts Group).

Marianne de Battisti has received the title of "Chevalier" in the National Order of Merit.

Dominique Béghin, member of the Executive Committee in charge of the assets portfolio, healthcare and international business

Dominique Béghin graduated from the École Supérieure du Bâtiment, de l'Industrie et des Travaux Publics in 1979. He was director of investment at Générali Immobiliare, having been Development Director for the group Atrium European Real Estate, Executive Director at Morgan Stanley, Deputy Director for 12 years at Ségecé Klépierre, and having held various management positions at Eiffage Real Estate for 11 years.

Béghin joined Icade in April 2011 as a member of the Executive Committee and head of the Commercial Property Investment Division and International Business.

Jean Bensaïd, member of the Executive Committee and head of Asset Management, Grand Paris and Services

A graduate of the École Normale Supérieure de Cachan and the ENSAE, Jean Bensaïd began his career as an economist with INSEE before becoming branch head of the French Ministry of Finance's forecasting department. Between 1994 and 1997, he was a financial attaché to the French Embassy in Washington.

In 1997, he joined the office of the Prime Minister as a macro-economics and taxation advisor. Between 2002 and 2004, he was deputy director for social policy and employment with the Treasury Directorate General of the French Ministry of the Economy and Finance.

He joined the Caisse des dépôts group in 2004, as deputy director of the Finance and Strategy Division. In 2008, he was appointed managing director of CDC Infrastructure and member of the management committee of the Caisse des dépôts group. In 2014, he became a member of the Icade Executive Committee.

Jean Bensaïd is an ASC-certified corporate executive (IFA) and has received the title of "Chevalier" in the National Order of Merit. He is also a member of the board of directors of Séché Environnement.

Hervé Manet, member of the Executive Committee and head of the Property Development Division

Hervé Manet graduated from IEP in Lyon and holds a "DEUG" postgraduate degree in economics. After 17 years with SAE, including six as managing director for property development in Île-de-France, he moved on to become Chairman and Director of Bouwfonds Marignan Immobilier for eight years. A member of the Île-de-France Property Club, he also serves as Vice-Chairman of the Federation of Property Developers and Builders (FPI), Île-de-France region, and member of the national committee of the FPI. He is a manager of CAPEM, the centre for real estate analyses and forecasts, and a director of ORIE, a real estate observatory for the Paris region. Hervé Manet joined Icade in November 2007 where he is head of the Property Development division.

Nathalie Palladitcheff, interim Chief Executive Officer

Nathalie Palladitcheff graduated from ESC Dijon and holds a DESCF and a DECF (post-graduate accounting and finance degrees). She began her career in audit and advising at Coopers & Lybrand Audit (1991-1997). She then joined Banque Française Commerciale Océan Indien (Crédit Agricole Indosuez group, 1997-2000) as director of financial affairs and management audits, before becoming deputy Managing Director of Société Foncière Lyonnaise de Paris (2000-2006). She served as Managing Director of Dolmea Real Estate (Axa Group) beginning in May 2006 before joining Icade in September 2007 as member of the Executive Committee and head of Finance, Legal Affairs and IT. In addition to her previous functions, she was entrusted with the responsibility for the Real Estate Services division in 2010 up till 2014. In April 2012, Nathalie Palladitcheff received the distinguished merits of the "Chevalier" of the National Order of Merit.

She is the interim CEO since 17 February 2015.

Corinne Lemoine, member of the Executive Committee and head of Human Resources

A graduate of CELSA (1984) and the IGS (1993), Corinne Lemoine began her career working for Transearch International (1984–1986). She then joined Partner Consulting Group, where she served as a consultant (1986-1992). In 1992, she joined Scetauroute (Egis group) where she was in charge of hiring and professional mobility counselling. She became human resources director at Scetauroute in 1998. She had been director of human resources development at Egis SA since October 2007.

Corinne Lemoine joined Icade on 1 February 2013 as a member of the Executive Committee in charge of Human Resources.

3.1.2.3. Management committees

The Executive Committee

The Executive Committee meets every week to address matters relating to Icade's finances, organisation, customers and staff. It also systematically reviews ongoing projects.

The Executive Committee comprises the following members at the date of this document:

- Nathalie Palladitcheff, interim Chief Executive Officer;
- Marianne de Battisti, member of the Executive Committee and head of Key Accounts, Institutional Relations and Communications;
- Dominique Béghin, member of the Executive Committee and head of the Portfolio, Healthcare and International Business;
- Jean Bensaïd, member of the Executive Committee and head of asset management of Grand Paris and of services;
- Hervé Manet, member of the Executive Committee and head of the Property Development Division;
- Corinne Lemoine, member of the Executive Committee and head of Human Resources.

The Coordination Committee

The Coordination Committee meets to discuss the Company's strategy, developments in operational activities, business acquisitions and disposals and synergies between companies in the Group.

Sustainable Development Committee

The Sustainable Development Committee is tasked with steering the Group's sustainable development policy and ensuring its foothold within the operating teams and relevance to market developments. It coordinates the monitoring of the Group's program of sustainable development initiatives, reviews its progress every six months and looks at related indicators. It manages forward studies aimed at better understanding customers' sustainable development expectations and needs, and keeps up to date with changes in regulatory frameworks. It oversees the running of demonstration projects and makes recommendations with regard to priority training programmes. It holds five meetings per year.

The Commitments Committee

The Commitments Committee is responsible for examining and giving its opinion on all investment and disinvestment commitments of Icade and its subsidiaries, whether on or off the Group balance sheet. It meets twice a month and whenever circumstances so dictate.

It examines all projects higher than a certain threshold. The projects subject to the opinion of Icade's Commitment Committee are subject to a prior opinion from the commitment committees and/or offices of each business, which express an opinion on all projects with no threshold consideration. The Commitments Committee gives its opinion, with no threshold consideration, on all international development projects, new business development projects and external growth operations as well as holdings, disposal of securities, businesses, mergers and partnerships.

The Human Resources Committee

The Human Resources Committee usually meets every two weeks to discuss human resources matters within the Group and in particular the monitoring of major dossiers in progress, reporting on mobility in progress, recruitment, legislation and legal aspects, training and the introduction and monitoring of procedures.

The Risks, Rates, Cash Flow and Financing Committee

The Risks, Rates, Cash Flow and Financing Committee is responsible for studying and deciding upon the Group's refinancing and rate-risk hedging policy and relations with banks and financial market players. It is responsible for monitoring asset/liability management, allocation of Group resources and market risks in the event of investment (loan, rates, etc.). It also monitors macro-economic indicators and market factors influencing Icade's business sector as well as the financial activity indicators of Icade's cash and debt sectors. It meets once a month.

The Information Systems Committee

In addition to unifying technology and streamlining skills, the main challenge for the Information Systems Department is in pooling and integrating the business and financial resources of each subsidiary so that all subsidiaries have an overall and cohesive view of the information system. Consequently Icade is faced with a number of decisions to make regarding a project's relevance, priority and budget. To remain responsive and not hinder the Company's development projects, the Information Systems Committee provides an opinion on key projects annually and is consulted as necessary throughout the year.

The Marketing Committee

The purpose of the Marketing Committee is to bring together all of Icade's business lines and the Key Accounts Department on a bi-monthly basis to examine the following on a Group-wide level:

- actions taken with key accounts (such as CAC 40 companies);
- actions taken with potential users for assets to be leased;
- prospects for our commercial property development activities.

At 31 December 2014, the Marketing Committee was chaired by Serge Grzybowski.

3.1.3. Conflicts of interest between management bodies and general management

As far as the Company is aware, there are no potential conflicts of interest between the duties of members of the Board of Directors and general management towards the Company and their private interests. As far as the Company is aware, there is no restriction accepted by a member of the Board of Directors regarding the disposal of the member's holding in the share capital of the Company within a certain period of time. It is however pointed out that according to Article 10, paragraph 2 of the Articles of Association, each director must hold at least one share in the Company throughout the director's term of office.

3.1.4. Transactions in shares carried out by members of governance bodies

In 2014, the following transactions in shares were carried out by members of the management bodies:

Declaring party	Date	Transaction	Unit price *(in €)*	Transaction amount *(in €)*
Serge Grzybowski	24/02/2014	Acquired	68.8849	41,193.13
Hervé Manet	27/02/2014	Acquired	70.09	19,975.65
Nathalie Palladitcheff	04/03/2014	Acquired	70.9742	21,221.29
Isabelle Duchatelet	06/03/2014	Acquired	71.49	2,716.62
Dominique Béghin	10/03/2014	Acquired	70.97	14.194
Marianne de Battisti	11/03/2014	Acquired	70.86	5,668.80
Marianne de Battisti	11/03/2014	Acquired	70.91	4,963.70
Marianne de Battisti	18/03/2014	Acquired	70.62	5,649.60
Nathalie Palladitcheff	08/04/2014	Exercise of stock-options	66.61	532,800
Nathalie Palladitcheff	08/04/2014	Disposal	74.0077	592,061.60
Serge Grzybowski	08/04/2014	Exercise of stock-options	66.61	1,065,760
Serge Grzybowski	08/04/2014	Disposal	74.0077	1,184,123.20
Isabelle Duchatelet	10/04/2014	Exercise of stock-options	66.61	186,508
Isabelle Duchatelet	10/04/2014	Disposal	75.4479	211,254.12
Serge Grzybowski	30/04/2014	Exercise of stock-options	66.61	532,880
Serge Grzybowski	30/04/2014	Disposal	73.226	585,808

3.2. Remuneration and benefits for corporate officers

3.2.1. Remunerating policy of corporate officers

In accordance with Article L. 225-37 of the French Commercial Code, the principles and rules for determining remuneration and benefits of any kind granted to corporate officers are specified in the Chairman of the Board of Director's report on the conditions for preparing and organising the Board's work and on the internal control procedures.

The rules for allocating the variable portion of the remuneration of the Chairman and Chief Executive Officer are as follows:

On recommendation by the Appointments and Remuneration Committee, the Board of Directors decided, on 26 June 2014, to maintain the annual gross compensation for Serge Grzybowski for 2014 at €450,000 for these functions, *i.e.* maintaining his fixed compensation at €400,000 and a maximum variable portion of 12.5% of his fixed compensation (following the decision of the Board of Directors and on proposal of the Caisse des dépôts given Icade's membership in the public sector).

There has been no change in the fixed compensation of the Chairman and Chief Executive Officer since 2011.

On the recommendation of the Appointments and Remuneration Committee of 19 June 2014, the Board of Directors on 26 June 2014 established the criteria for the variable part of the Icade Chairman and Chief Executive Officer's compensation for 2014, including financial goals and qualitative goals and for which the maximum amount was set at 12.5% of his fixed remuneration.

The variable part of compensation linked to financial goals represents 60% of the total possible bonus, *i.e.* €30,000 (7.5% of base compensation). These goals are the profitability of the Icade Group in 2014: EBITDA/Revenue (30% of the variable portion) and the change in current net cash flow for the Icade Group (30% of the variable portion) based on preset targets.

The qualitative goals concern the Silic transaction (20% of the variable portion, *i.e.* €10,000) and strategic goals (20% of the variable portion, *i.e.* €10,000).

The goal of the Silic transaction consists of achieving the operational integration of Silic by securitizing the rents for Silic's assets, continuing the development project guided by a value creation and social integration logic.

The goal concerning strategic orientations consists of continuing the analysis designed to generate a renewed strategic vision for Icade, particularly in the property investment business lines, and also to conduct regular information sessions on the company's risk situation.

The payment of this variable portion is deferred to 2015 on the day the Board recognises that the goals have been reached.

3.2.2. Individual and detailed remuneration of corporate officers

The following table lists the pay and benefits of all types paid to each corporate officer (including directors' fees) during 2013 and 2014.

The Chairman and Chief Executive Officer does not have an employment contract with Icade. He is remunerated in respect of his corporate position, under the conditions set by the Board of Directors.

	2013							2014						
Members of the Board of Directors Surname/ First name/ Function *(in thousands of euros)*	**Fixed portion gross (A)**	**Variable portion gross – Amounts due**	**Variable portion gross (B) – Amounts paid**	**Directors' fees – Amounts due**	**Directors' fees – Amounts paid**	**Benefits in kind (car)**	**Total gross (A) + (B)**	**Fixed portion gross (A)**	**Variable portion gross – Amounts due**	**Variable portion gross (B) – Amounts paid**	**Directors' fees – Amounts due**	**Directors' fees – Amounts paid**	**Benefits in kind (car)**	**Total gross (A) + (B)**
Icade														
GRZYBOWSKI SERGE/ Chairman and Chief Executive Officer	400.0	50.0 (6)	184.4 (5)	0.0 (1) (2)	0.0 (1)	6.1	584.4	400.0 (8)	42.2 (7)	50.0 (6)	0.0 (1) (4)	0.0 (1) (3)	6.1	450.0
CAISSE DES DÉPÔTS/ Director	0.0	0.0	0.0	83.3	78.8	0.0	0.0	0.0	0.0	0.0	50.7	83.3	0.0	0.0
ARKWRIGHT EDWARD/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
PREDICA (J GRIVET)/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	1.5	0.0	0.0	0.0
BOUVIER CHRISTIAN/ Director	0.0	0.0	0.0	22.5	19.5	0.0	0.0	0.0	0.0	0.0	16.5	22.5	0.0	0.0
DAUBIGNARD CÉCILE/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
DONNET ÉRIC/Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
FAUGÈRE JEAN-PAUL/ Director	0.0	0.0	0.0	19.5	1.5	0.0	0.0	0.0	0.0	0.0	12.0	19.5	0.0	0.0
FAURE JARROSSON BENOIT/ Director	0.0	0.0	0.0	23.3	20.5	0.0	0.0	0.0	0.0	0.0	6.2	23.3	0.0	0.0
GILLY NATHALIE/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
GLEESON THOMAS FRANCIS/Director	0.0	0.0	0.0	16.5	12.0	0.0	0.0	0.0	0.0	0.0	0.0	16.5	0.0	0.0
GRIVET JÉRÔME/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	7.5	0.0	0.0	0.0
LAMBERT MARIE-CHRISTINE/ Director	0.0	0.0	0.0	19.5	16.5	0.0	0.0	0.0	0.0	0.0	12.2	19.5	0.0	0.0
MAES BENOIT/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
MAREUSE OLIVIER/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
DE POULPIQUET OLIVIER/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
QUINET ALAIN/ Director	0.0	0.0	0.0	9.0	7.5	0.0	0.0	0.0	0.0	0.0	4.5	9.0	0.0	0.0
SCEMAMA CÉLINE/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
SCHIMEL SABINE/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
SILVENT FRANCK/ Director	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
TOTAL	**400.0**	**50.0**	**184.4**	**193.6**	**156.3**	**6.1**	**584.4**	**400.0**	**42.2**	**50.0**	**111.1**	**193.6**	**6.1**	**450.0**

(1) After waiving the directors' attendance fees.
(2) Total directors' attendance fees paid to the CDC (including those of Edward Arkwright, Nathalie Gilly, Olivier Mareuse, Céline Scemama and Sabine Schimel).
(3) Total directors' attendance fees paid to the CDC (including those of Nathalie Gilly, Olivier Mareuse, Céline Scemama and Sabine Schimel and Frank Silvent).
(4) Total directors' attendance fees paid to the CDC (including those of Nathalie Gilly, Olivier Mareuse, Céline Scemama and Frank Silvent).
(5) Amount decided by the Board of Directors on 20 February 2013.
(6) Amount decided by the Board of Directors on 19 February 2014.
(7) Amount decided by the Board of Directors on 17 February 2015.
(8) Following the decision of the Board of Directors and on proposal of the Caisse des dépôts given Icade's membership in the public sector.

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Each Board member owned at least one Icade share at 31 December 2014, in accordance with legal provisions.

Table summarising remuneration, options and shares awarded to each senior executive corporate officer

(in thousands of euros)	2013	2014
Name and function of the executive corporate officer	GRZYBOWSKI Serge, Chairman and CEO	GRZYBOWSKI Serge, Chairman and CEO
Compensation due for the year	456.1	448.2
Valuation of options awarded during the year (1)	N/A	N/A
Valuation of performance and/or bonus shares allocated during the year	N/A	0.8
TOTAL	**456.1**	**449.0**

(1) This value corresponds to the value of options and financial instruments during their allocation as held within the scope of application of IFRS 2, having taken in account, in particular, any discount associated with performance criteria and with the probability of service in the Company at the start of the acquisition period, but prior to the effect of deferral of the charge as required by IFRS 2 over the vesting period.

Table summarising benefits (concepts of employment contract, pension scheme, compensation or benefits owed or which may be owed due to termination or change of functions or compensation relating to non-competition clause)

	Employment Contract		Additional pension scheme		Compensation or benefits due or likely to be due in the event of a termination or change of functions		Compensation relating to noncompetition clause	
Executive Corporate Officers	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
GRZYBOWSKI Serge Chairman and Chief Executive Officer Date of start of office: 30/11/2007 Date of end of office: 31/12/2014 (1)		x		x	x			x

(1) At the end of the General Meeting which will rule on the accounts for the year ending 31 December 2014.

3.2.3. Compensation, pension liabilities and other benefits

3.2.3.1. Liabilities and benefits granted to Serge Grzybowski

On 7 April 2011, the Icade Board of Directors agreed to pay Serge Grzybowski a severance payment in the event of forced departure associated with a change of control (under Article L. 233-3 of the French Commercial Code) or with a strategic disagreement with the Board of Directors.

In accordance with Article L. 225-42-1 of the French Commercial Code, this severance pay shall be subject to compliance with performance conditions related to value creation as defined by the Board of Directors in the process hereafter describe.

Reference to the NPGS below means after restatement of capital gains from disposals.

3.2.3.1.1. Determining the change in the NPGS

The change in the NPGS shall be assessed by making a comparison between the last known NPGS during the calendar year preceding the date of dismissal of Serge Grzybowski (hereinafter referred to as the "most recent NPGS") on the one hand, and the average of the NPGS for the two calendar years preceding the last NPGS (hereinafter referred to as the "NPGS of the reference period") on the other hand.

If the last NPGS is the same as or more than the NPGS of the reference period, the payment shall be due.

3.2.3.1.2. Taking into account changes in market trends

This severance payment will be equal to:

- twice the total gross salary (fixed and variable portions) received during the twelve months before his position is terminated, if he has served as Chairman and Chief Executive Officer for at least twelve months;

- if the effective duration of his term as Chairman and CEO is less than 12 months, his remuneration received during the latest months of his previous term as CEO will be taken into account, in order that the Severance Payment may be calculated over a 12-month period.

Icade's Board of Directors meeting of 7 April 2011 agreed for the Company to purchase an unemployment insurance policy for Serge Grzybowski from GSC (Garantie Sociale des Chefs et Dirigeants d'Entreprise), a French insurance association. For the period from 1 January 2014 to 31 December 2014, the amount of contributions totalled €28,738.

Icade's Board of Directors meeting of 7 April 2011 also decided to grant Serge Grzybowski a company car as per the rules defined within Icade.

Following the resignation of Serge Grzybowski from his positions as director and Chairman-CEO of the Company, which took place on 17 February 2015, a settlement agreement was signed on 17 February 2015 to which the Company and Serge Grzybowski agreed on a gross compensation settlement of €450,000. The severance payment as provided by the Board of Directors in its meeting of 7 April 2011 was not allocated.

3.2.3.2. Liabilities and benefits granted to other corporate officers

At 31 December 2014, no compensation is planned for the other corporate officers of Icade on termination of their directorship within the Company.

As at that same date, Icade has not given any retirement pension or similar undertaking to its corporate officers. In addition, none of the Icade corporate officers has a company-sponsored supplemental retirement plan.

As at the date of this document, Icade has not granted any loans, advances, or guarantees to any of its corporate officers, and neither Icade nor its subsidiaries have any agreements in place to grant benefits to Icade Board Members, except those listed in 3.2.2. of this report.

3.2.4. Stock options and bonus share allocation allocated during the financial year to each corporate officer by the issuer and by any company within the Group

On 19 February 2014, the Board of Directors of the Company approved a bonus share plan for all staff of the Icade Group (plan 1-2014), including the Chairman and CEO (Article L. 225-185 of the French Commercial Code).

This plan is based on the allocation of 15 bonus shares per beneficiary but is not based on a performance condition.

Share subscription or purchase options allocated during the year to each corporate officer by the issuer and by any company within the Group:

Name of executive corporate officer	Type of plan No. and date of plan	Number of stock options allocated	Value of options according to the method used for the consolidated accounts (actuarial value extract as at 31/12/2014)	Opening date (options) or Acquisition Date (shares)	Date available	Performance conditions
GRZYBOWSKI Serge Chairman and Chief Executive Officer	Bonus share plan Plan 1-2014 4 March 2014	15	€844	04/03/2016	04/03/2018	No condition (democratic plan)

During 2014, 24,000 options were exercised by the corporate officers.

Executive Corporate Officers	Share plan	Total number of options exercised	Date when options were exercised	Exercise price
GRZYBOWSKI Serge Chairman and Chief Executive Officer	Plan -1-2-2008	24,000	April 2014	€66.61

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4. CAPITAL AND SHARES

4.1. Information on the issuer and its capital

4.1.1. Legal information on the issuer

4.1.1.1. Company name

The Company name is "Icade" following the change of name from Icade Emgp decided by its shareholders at the Combined Ordinary and Extraordinary General Meeting of 30 November 2007.

4.1.1.2. Commercial and companies register

The Company is registered in the Paris Commercial and Companies Register under number 582 074 944. The Company's SIRET number (Company ID) is 582 074 944 00650. Its NAF code (tax ID) is 6820 B.

4.1.1.3. Date of constitution and life of the Company

The Company was registered in the Paris Commercial and Companies Register on 27 October 1955. It shall terminate on 31 December 2098, unless it is extended or prematurely dissolved as provided in the legal provisions and Articles of Association.

4.1.1.4. Registered office, legal form and applicable legislation

The Company's registered office is situated at:

35, rue de la Gare

75019 Paris

Tel: 01.41.57.70.00

Fax: 01.41.57.80.32

Website: www.icade.fr

The Company is a "French public limited company" with a Board of Directors governed by all current legal and regulatory provisions applicable to commercial companies as well as the provisions of its Articles of Association.

4.1.2. Articles of Association

The provisions of the Articles of Association as described in this paragraph are those which have applied since being adopted by the Company's Combined Ordinary and Extraordinary Meeting of 30 November 2007.

4.1.2.1. Corporate purpose (Article 2 of the Articles of Association)

The purpose of the Company shall be:

- the acquisition, construction and operation, in any form whatsoever, of all property, land and property rights or buildings located in France or abroad and in particular all business premises, offices, shops, dwellings, warehouses or public salesrooms, restaurants, drinks outlets, any means of communication, all stocks and shares, corporate rights and all assets constituting incidentals or appendices to the said assets;
- the realisation of all studies relating to those business activities, both for its own account and that of its subsidiaries or third parties;
- all transport, transit and handling operations, transport commission, transport auxiliary and related activities;
- all assistance and all services of an administrative, accounting, financial and management nature to all subsidiaries and holdings as well as the contribution to the companies in its Group of all material or financial resources, particularly for the realisation of treasury operations, ensuring or encouraging their development as well as carrying out or assisting with all economic, technical, legal, financial or other studies without any restriction other than compliance with current legislation;
- estate agency business and everything relating to property, chattel or commercial negotiation as an intermediary.

To that end, the creation, acquisition, leasing, installation and operation of all establishments relating to the estate agency business:

- the exercise of all property management mandates and in particular collection of rents and tenants' charges;
- all operations related to the operating costs of buildings or services rendered to the occupants of buildings;
- the Company taking a direct or indirect interest or holding in all industrial, commercial or financial, property or chattel activities or operations, in France or abroad, of any kind, in any form whatsoever, existing or future, provided those activities or operations directly or indirectly relate to the corporate purpose or similar related or complementary purposes;
- and more generally speaking, all operations of any kind whatsoever, whether economic or legal, financial, civil or commercial, which may directly or indirectly relate to the corporate purpose or any similar related or complementary purposes.

4.1.2.2. Rights and obligations attached to the shares (Articles 6 to 8 of the Articles of Association)

4.1.2.2.1. Types of shares and identities of shareholders

The shares, fully paid, are registered or bearer shares, at the shareholder's option, within the framework of and subject to legal provisions then in force.

The shares give rise to an account entry under the conditions in accordance with the procedures provided by legal provisions then in force and are transferred by transfer from one account to another.

The Company may at any time request information on the composition of its shareholders in accordance with the provisions of Article L. 228-2 of the French Commercial Code and/or any other law which may supplement or replace it.

4.1.2.2.2. Rights attached to each share

The ownership of one share automatically assumes the acknowledgment and approval of the Articles of Association and decisions of the General Meeting. Whenever it is necessary to own a certain number of shares in order to exercise a right, it shall be up to owners who do not own the required number to make suitable pooling arrangements to reach the required share number.

All shares which make up or will make up the share capital of the Company are entirely assimilated from the moment they bear the same dividend, provided they are of the same category, the same nominal value and fully paid at the same price.

Apart from the non-pecuniary rights provided by the legal provisions then applicable or these Articles of Association, each share provides entitlement to a quota share of the profits or liquidation dividend in proportion to the number of existing shares.

4.1.2.2.3. Payment for shares

The value of shares issued as part of a capital increase and to be paid for in cash is payable under the conditions laid down by the applicable legal and regulatory provisions.

Calls for funds shall be brought to the attention of subscribers and shareholders at least two weeks before the date set for each payment by means of a notice inserted in a legal announcements newspaper where the registered office is located or by personal registered letter.

Any delay in paying any sums due on the unpaid value of the shares shall, automatically and without the need for any formalities, entail automatically payment of interest calculated *pro rata temporis* at the legal interest rate plus two hundred (200) basis points without prejudice to any personal action that the Company may initiate against the defaulting shareholder and any enforced execution measures provided by current regulations.

4.1.2.3. General Meetings (Article 15 of the Articles of Association)

4.1.2.3.1. Notice of meeting

Shareholders' meetings shall be called, held and deliberated under the conditions provided by current regulations.

4.1.2.3.2. Access to meetings

General Meetings shall consist of all shareholders whose securities, in accordance with the provisions of Article R. 225-85 of the French Commercial Code, are fully paid (in respect of due payments), and registered either in the name of the shareholder or, if the shareholder is not domiciled on French territory, in the name of the intermediary registered on his behalf, at midnight (Paris time) on the third working day preceding the meeting.

The registration of the securities within the time limit mentioned in the preceding paragraph must be either in the registered securities accounts held by the Company or in the bearer securities accounts held by the authorised intermediary.

Access to the General Meeting is open to its members upon simple proof of their status and identities. If it sees fit, the Board of Directors may give shareholders individual, personal admission cards and require these to be produced.

Any shareholder may vote by post, under legal conditions, or may appoint his/her spouse as proxy or any other shareholder in order to be represented at a General Meeting.

In accordance with legal and regulatory conditions, shareholders may send their postal ballot or proxies, as well as a statement of participation, in paper form at least three days before the date of the General Meeting. These submission procedures are specified by the Board of Directors in the notice of meeting. The Board of Directors may shorten or remove this three-day period.

A shareholder who has already voted by postal ballot, submitted a proxy, or requested his admission card or a statement of participation could sell all or part of his shares at any time.

However, if the sale is made before midnight, Paris time, on the third working day preceding the meeting, the Company shall invalidate or amend accordingly, as appropriate, the postal vote, the proxy, the admission card or statement of participation. To this end, the authorised intermediary account holder shall notify the Company or its representative of the sale and forward the necessary information to it.

No sale or any other transaction carried out after midnight, Paris time, on the third working day preceding the meeting, regardless of the means used, shall be notified by the authorised intermediary or taken into consideration by the Company, notwithstanding any contrary agreement.

4.1.2.3.3. Voting rights

Each member of the Meeting, whether Ordinary or Extraordinary, has the same number of voting rights as the number of shares he or she owns or represents.

4.1.2.3.4. Officers, attendance sheet and minutes

Meetings shall be chaired by the Chairman of the Board of Directors or, in his absence, the Vice-Chairman or a director specially appointed by the Board. Otherwise, the meeting shall elect its Chairman itself.

Minutes shall be drawn up and copies shall be certified and distributed in accordance with current regulations.

In accordance with Article L. 2323-62 of the French Labour Code, two members of the Employee-Representative Committee, appointed by the Committee, one belonging to the category of managers, technicians and foremen and the other to the category of employees and labourers, also attend all meetings of the Board of Directors in an advisory capacity.

4.1.3. Information on the capital

4.1.3.1. General information

4.1.3.1.1. Value of the share capital

Icade's share capital stands at €112,902,784.44 divided into 74,069,286 shares fully paid, all of the same category. As far as the Company is aware and at the date of this annual report, none of the Company's 74,069,286 shares have been pledged.

4.1.3.1.2. Capital authorised but not issued

Statement of authorisations granted by the General Meetings of 22 June 2012, 12 April 2013 and 29 April 2014

Securities concerned	Period of authorisation and expiry	Maximum nominal value of increases in capital	Use of authorisations in 2014
Bonus shares, existing or to be issued (16th resolution of the General Shareholders Meeting of 22 June 2012)	Term: 38 months from the General Shareholders Meeting of 22 June 2012 Expiry: 21 August 2015	1% of the total number of shares making up the diluted capital on the day on which the Board of Directors decided to use this authorisation (**) (****)	Unused to date
Increase in capital by incorporation of reserves, profits, issue or merger premiums or by the contribution of any other sum for which capitalisation is permitted (16th resolution of the General Shareholders Meeting of 12 April 2013)	Term: 26 months from the General Shareholders Meeting of 12 April 2013 Expiry: 11 June 2015	Maximum nominal value of increases in capital: €15 million (*) (**)	Unused to date
Allocations of stock options (17th resolution of the General Shareholders Meeting of 12 April 2013)	Term: 38 months from the General Shareholders Meeting of 12 April 2013 Expiry: 11 June 2016	1% of the total number of shares making up the diluted capital on the day on which the Board of Directors decided to use this authorisation (***)	Unused to date
Reduction in capital by the Company's buy-back of treasury shares (11th resolution the General Shareholders Meeting of 29 April 2014)	Term: 18 months from the General Shareholders Meeting of 29 April 2014 Expiry: 28 October 2015	Maximum number of shares: 10% of the shares making up the share capital of the Company	Used
Issue of shares with preferential right of subscription (13th resolution of the General Shareholders Meeting of 29 April 2014)	Term: 26 months from the General Shareholders Meeting of 29 April 2014 Expiry: 28 June 2016	Maximum nominal value of immediate or future increases in capital: €38 million (*)	Deduction on the €38 million maximum of the nominal value of the capital increase resulting from the public exchange offer on Silic (*i.e.* €31,182,481.17) (***)
Issue of shares or other securities in the Company or of equities providing access to up to 10% of the Company's capital to be used for contributions-in-kind and made up of capital securities or equities giving access to capital (14th resolution of the General Shareholders' Meeting of 29 April 2014)	Term: 26 months from the General Shareholders' Meeting of 29 April 2014 Expiry: 28 June 2016	10% of the share capital as it stands on the date of use of this delegation by the Board of Directors(*) (****)	Unused to date
Capital increase without preferential right of subscription for employees of the Company and its associates (15th resolution of the General Shareholders' Meeting of 29 April 2014)	Term: 26 months from of the General Shareholders' Meeting of 29 April 2014 Expiry: 28 June 2016	1% of the diluted capital as of the General Shareholders' Meeting of 29 April 2014 (*) (***)	Unused to date

(*) Where appropriate, the additional amount of the nominal value of the shares or other capital securities to be issued to protect the rights of holders of transferable securities or other rights providing access to the Company's capital, shall be added to this maximum amount.

(**) The maximum for this authorisation is separate from the €38 million maximum stated in the 1st resolution of the General Shareholders' Meeting of 26 March 2012.

(***) The nominal amount of the capital increases likely to be carried out pursuant to the (i) delegations specified in the 13th and 14th resolutions of the General Shareholders' Meeting 29 April 2014, (ii) the delegations specified in the 1st and 2nd resolutions of the GSM of 26 March 2012, as well as (iii) the delegations specified in the 13th, 14th and 17th resolutions of the GSM of 12 April 2013 shall be deducted from the maximum amount of €38 million specified in the 13th resolution of the GSM of 29 April 2014.

(****) Where appropriate, the additional amount of the nominal value of the shares to be issued to protect the rights of bonus share recipients shall be added to this maximum amount.

Statement of authorisations voted on by the Combined Ordinary and Extraordinary General Meeting to be held on 29 April 2015

Securities concerned	Period of authorisation and expiry	Maximum nominal value of increases in capital
Increase in capital by incorporation of reserves, profits, issue or merger premiums or by the contribution of any other sum for which capitalisation is permitted (24th resolution of the General Shareholders' Meeting of 29 April 2015) Renewal of the 16th resolution of the General Shareholders' Meeting of 12 April 2013	Term: 26 months from of the General Shareholders' Meeting of 29 April 2015 Expiry: 28 June 2017	Maximum nominal value of increases in capital: €15 million (*) (**)
Reduction in capital by The Company's shares buy-back (20th resolution of the General Shareholders' Meeting of 29 April 2015) Renewal of the11th resolution of the General Shareholders' Meeting of 29 April 2014	Term: 18 months from of the General Shareholders' Meeting of 29 April 2015 Expiry: 28 October 2016	Maximum number of shares: 10% of the shares making up the share capital of the Company

(*) Where appropriate, the additional amount of the nominal value of the shares or other capital securities to be issued to protect the rights of holders of transferable securities or other rights providing access to the Company's capital, shall be added to this maximum amount.

(**) The maximum for this authorisation is separate from the €38 million maximum stated in the 1st resolution of the General Shareholders' Meeting of 26 March 2012.

4.1.3.2. Securities not representing the capital

There are no securities not representing Icade's capital.

4.1.3.3. Securities held by Icade or for its own account

The Company's Ordinary and Extraordinary General Meeting of 29 April 2014 renewed a resolution authorising the Board of Directors to have the Company buy its own shares for a period of 18 months within the framework of the provisions of Article L. 225-209 et seq. of the French Commercial Code. The Ordinary and Extraordinary General Meeting renewed this authorisation under the following conditions:

- the number of shares that the Company buys during the repurchase programme shall not exceed 10% of the shares of capital of the Company (that percentage at all times applying to a capital adjusted according to the transactions affecting it after the meeting of 29 April 2014) on the understanding that a maximum of 5% of the shares comprising the capital of the Company may be set aside to be kept and subsequently delivered in payment or exchange within the framework of a merger, demerger or contribution operation; and
- the number of shares that the Company shall hold at any given time shall not exceed 10% of the shares comprising the capital of the Company.

Under the terms and conditions of this authorisation, the Company's shares may at any time be repurchased, sold, transferred or exchanged in accordance with current regulations in the market or over the counter, specifically by transactions in blocks of shares (which may be as large as the whole of the program), by the use of financial derivatives (traded on a regulated or over the counter market) or by certificates or securities providing entitlement to the Company's shares, or by setting up strategic options, or issuing equities that can be converted, exchanged or redeemed for shares in the Company held by the latter at such times as the Board of Directors or the person representing the Board of Directors shall determine.

The maximum value of the funds used to implement this share buy-back programme is €735 million. The maximum purchase price is set at €150, excluding acquisition fees.

This authorisation is intended to enable the Company (i) to keep the shares and subsequently deliver them in payment or exchange within the framework of possible external growth operations, within the framework of market practices accepted by the French Financial Markets Authority (AMF); (ii) to enhance the liquidity of transactions and regularity of listings of the Company's securities and avoid the volability of the share price consequent of market trends through the conclusion of a liquidity contract concluded with an investment services provider operating independently but in accordance with market practices accepted by the AMF and the AMAFI (formerly the AFEI) code of ethics dated 8 March 2011 regarding liquidity contracts; (iii) to allocate them to the corporate officers or employees of the Company and/or companies in its Group under the conditions and in accordance with the procedures provided by legal and regulatory provisions applicable within the framework of sharing in the benefits of the Company's expansion, the share purchase option scheme provided by articles L. 225-179 et seq. of the French Commercial Code, the free share allocation scheme provided by articles L. 225-197-1 et seq. of the French Commercial Code and a Company savings plan, and to carry out all hedging transactions relating to those operations under the conditions laid down by the market authorities and at such times as the Board of Directors or person representing the Board of Directors shall determine;(iv) to deliver them on exercise of rights attaching to securities providing immediate or future entitlement to the allocation of Company shares, as well as to carry out all hedging transactions in connection with the issue of such securities, under the conditions laid down by the market authorities and at such times as the Board of Directors or person representing the Board of Directors shall determine; or (v) to cancel them totally or partially by means of a reduction in share capital (particularly in order to improve cash management, return on equity or earnings per share).

This authorisation is also intended to enable the Company to trade in its own shares for any other authorised purpose or some purpose which may be authorised by applicable legal and regulatory provisions or which may become recognised as a market practice by the AMF.

The Board of Directors meeting of 29 April 2014 decided to implement the share repurchase program in respect of all the objectives set out by the Ordinary and Extraordinary General Meeting of 29 April 2014.

In this respect, a liquidity contract compliant with the AMAFI code of ethics approved by the order of the AMF on 1 October 2008, was signed with Rothschild & Cie Banque, investment service providers on 31 December 2010 with effect from 1 January 2011. A part of the shares was acquired by the Company in the context of the liquidity contract. On 1 January 2011, the sum of €5 million and 231,803 Icade shares were transferred to the liquidity account to implement said contract.

Situation as at 31 December 2014

Of the 539,308 treasury shares representing 0.73% of the capital as at 31 December 2014, 300,000 are affected to the liquidity contract.

Combined information 2014	Shares	% of capital
Number of shares issued at the start of the program (1 January 2011)	51,802,133	100.00%
Treasury shares at the start of the program (direct and indirect)	€705,205	
Number of shares held at 31 December 2014	539,308	0.73%
Number of shares repurchased during the year	828,774	1.12%
Number of shares sold during the year	609,771	0.82%
Average price of repurchases	€69.65	
Average price of sales	€70.58	
Transaction costs excluding tax	€75,000	
Portfolio book value	€35,019,763.61	
Portfolio nominal value	€822,059.70	

4.1.3.4. Complex securities

4.1.3.4.1. ORNANEs

On the date of the merger-acquisition of Silic by Icade (the Merger), Icade automatically succeeds Silic in all obligations resulting from commitments made by Silic pursuant to the Offering Circular of 3 November 2010 approved by the AMF under number 10386 for owners of 940,641 bonds redeemable in cash and/or new and/or existing shares (ORNANEs) in circulation on the date the Merger is finalised (excluding those held by Icade).

The ORNANEs were issued on 16 November 2010 at a unit nominal value of €124.59. They have a 2.5% annual coupon. In accordance with the issue contract, the ORNANEs shall be fully redeemable on 1 January 2017, except for cases of early amortisation or early redemption and if the bondholder does not exercise the share allotment right. As from 1 January 2015 (inclusive), bondholders may exercise their share allotment right according to the procedure described in the Offering Circular.

ORNANEs are admitted for trading on Euronext Paris.

Adjustment of the ORNANE conversion rate

Since the effective date of the Merger, the allotment right to new and/or existing shares for the ORNANEs has been transferred to the Icade shares, and the conversion rate of these bonds has been adjusted according to the exchange parity of five (5) Icade shares for four (4) Silic shares kept under the Merger. The other terms of the Offering Circular relating to the issue of the ORNANEs remain unchanged.

The number of Icade shares to which each ORNANE holder would be entitled pursuant to the Offering Circular thus corresponds to the number of Silic shares to which the holder is entitled by virtue of prevailing conversion rate on the date of the Merger multiplied by the 1.25 exchange ratio of the Merger.

Since the dividend distribution of 7 May 2014, the conversion rate was changed from 1.49 Icade shares to 1.57 Icade shares.

ORNANE early reimbursement of December 2014

On 8 and 9 December 2014, Icade gathered selling interests from certain holders of its ORNANEs in the scope of a reverse bookbuilding procedure. It then repurchased them and opened a five-day repurchase offer. Following this transaction, 61.7% of outstanding bonds were redeemed. Consequently, 359,942 ORNANEs 2017, representing 25.6% of the ORNANEs initially issued, are still outstanding.

4.1.3.4.2. Stock options

The information and history of bonus share allocations are described in chapter 2 of this report, paragraphs 4.3.3. and 4.3.4., pages 120 and 127.

4.1.3.4.3. Bonus share allocations

The information and history of stock option allocations are described in chapter 2 of this report, paragraph 4.3.4., page 124.

4.1.3.5. Option or agreement relating to the capital of Icade or companies in its Group

As of the date of this registration document, there are no promises of purchase or sale enabling (i) all or part of the capital of Icade or (ii) all or part of the capital of a direct subsidiary of Icade to be purchased or sold.

4.1.3.6. Table of changes in Icade's capital over the last three years

Date	Transaction	Number of shares issued/ cancelled	Nominal value of the variation in capital *(in €)*	Issue, merger or contribution premium *(in €)*	Total capital *(in €)*	Total number of shares
Between 1 March and 31 March 2012	Increase in capital due to exercise of Icade stock options (noted by the Board of Directors on 3 May 2012)	4,027	6,138,30	244,864,61	79,257,221,52	51,996,289
Between 1 April and 30 April 2012	Increase in capital due to exercise of Icade stock options (noted by the Board of Directors on 22 June 2012)	655	998.41	39,827.74	79,258,219.93	51,996,944
Between 1 June and 30 June 2012	Increase in capital due to the exercise of Icade stock options (noted by the Board of Directors on 25 July 2012)	3,573	5,446.27	217,258.82	79,263,666.20	52,000,517
Between 1 May and 31 May 2013	Increase in capital due to the exercise of Icade stock options (noted by the Board of Directors on 24 June 2013)	6,800	10,365.15	442,582.85	79,274,031.35	52,007,317
19 July 2013	Increase in capital due to the issue of new Icade shares to be allocated in exchange for the Silic shares contributed to the offer	19,295,355	29,411,641.77	1,301,967,856.23	108,685,673.12	71,302,672
9 August 2013	Increase in capital due to the issue of new Icade shares to be allocated in exchange for the Silic shares contributed to the re-opened Offer	1,161,750	1,770,839.40	76,484,640.60	110,456,512.52	72,464,422
31 December 2013 at midnight	Increase in capital due to the issue of new Icade shares to be allocated in exchange for the Silic shares contributed during the merger	1,451,687	2,212,786.34	8,855,692.66	112,669,298.86	73,916,109
Between 1 March and 31 March 2014	Increase in capital due to exercise of Icade stock options (noted by the Board of Directors on 29 April 2014)	16,782	25,580.57	914,547.07	112,694,879.43	73,932,891
Between 1 April and 30 April 2014	Increase in capital due to exercise of Icade stock options (noted by the Board of Directors on 26 June 2014)	59,482	90,667.59	3,796,430.05	112,785,547.02	73,992,373
Between 1 June and 30 June 2014	Increase in capital due to exercise of Icade stock options (noted by the Board of Directors on 23 July 2014)	30,013	45,748.4	2,007,276.40	112,831,295.42	74,022,386

4.1.3.7. Table of changes in the distribution of Icade's capital over the last three years

Shareholders	31/12/2014 Number of shares	31/12/2014 % of capital	31/12/2013 Number of shares	31/12/2013 % of capital	31/12/2012 Number of shares	31/12/2012 % of capital
Public	34,759,738	46.96	34,926,865	47.25	22,682,175	43.62
Caisse des dépôts	-	-	-	-	-	-
HoldC SIIC [(1)]	38,491,773	52.00	38,491,773	52.07	28,895,228	55.57
Employees	231,567	0.31	177,166	0.24	186,885	0.36
Treasury	539,308	0.73	320,305	0.43	236,229	0.45
TOTAL	**74,022,386**	**100**	**73,916,109**	**100**	**52,000,517**	**100**

(1) Company whose capital is held by the Caisse des dépôts and Groupama, with stakes of 75.07% and 24.93% respectively.

More than 10% of the capital was paid for using assets other than cash during the period covered by the historical financial information.

As far as the Company is aware, there is no other shareholder who holds more than 5% of the capital or voting rights.

4.1.3.8. Threshold crossing (Article 6 III of the Articles of Association)

In addition to the thresholds provided by applicable legal provisions, any individual or legal entity who, acting alone or in concert, exceeds or falls below a threshold of 0.5% or more of the Company's capital or voting rights, or any whole multiple of that percentage below 5%, must, within the time limits and in accordance with the provisions set out in Article L. 233-7 of the French Commercial Code (or any other article which may replace it), inform the Company, by registered letter with acknowledgement of receipt, of the total number of shares and voting rights he/it holds as well as the total number of securities providing future access to the capital of the Company and associated voting rights.

Beyond 5% and up to a threshold of 50% (however without prejudice to any commitment resulting from applicable legal provisions), the disclosure obligation provided in the above paragraph shall apply when a threshold of 1% or more of the Company's capital or voting rights has been crossed, upwards or downwards, or any whole multiple of that percentage.

For the purposes of this article, the holding of the person concerned shall be calculated in the same way as for legal thresholds. In respect of crossing the threshold as a result of a purchase or sale on the regulated market, the time limit mentioned in Article L. 233-7 of the French Commercial Code shall begin to run from the date on which the securities are traded and not the date of their delivery.

In the event of non-compliance with this statutory information commitment, the sanctions provided in Article L. 233-14 of the French Commercial Code shall apply; in particular, at the request of one or more shareholders holding at least 5% of the share capital, set out in the minutes of the General Meeting, the shares exceeding the fraction which should have been declared without their voting rights in respect of any shareholders meeting which may be held up to two years following the date of the regularisation declaration.

4.1.4. Distribution of capital

4.1.4.1. Majority shareholder

The following table shows the number of shares, percentage of capital and corresponding percentage of voting rights held by the Company's shareholders as of 31 December 2014.

Shareholders (at 31/12/2014)	Number of shares	Percentage of capital	Number of voting rights	Percentage of voting rights
HoldC SIIC [(1)]	38,491,773	52.00	38,491,773	52.38
Public	34,759,738	46.96	34,759,738	47.30
Employees (FCPE Icade)	231,567	0.31	231,567	0.32
Treasury	539,308	0.73	0	0.00
TOTAL	**74,022,386**	**100.00**	**73,483,078**	**100.00**

(1) Company with an investment stake of 75.07% held by Caisse des dépôts and 24.93% by Groupama.

In accordance with Icade's Articles of Association, no shareholder holds any individual voting rights.

4.1.4.2. Statements of crossing the Icade statutory threshold

		Crossing of threshold		
Declaring party	**Transaction date**	**% compared to the number of shares**	**% compared to the number of votes**	
SMA Vie BTP	17/01/2014	1.17	1.17	Up
Allianz Global Investors	21/01/2014	0.50		Down
Crédit Agricole Assurances and its subsidiaries	28/01/2014	3.00	3.00	Up
Crédit Agricole SA	28/01/2014	3.00	3.00	Up
Amundi Asset Management	31/01/2014	3.50	3.50	Up
PREDICA	04/02/2014	0.50	0.50	Up
CREDIT AGRICOLE SA	05/03/2014	3.50	3.50	Up
BNP PARIBAS Investment Partners SA	13/03/2014	2.2387	1.4908	Down
Amundi Asset Management	14/03/2014	1.00	1.00	Down
CREDIT AGRICOLE ASSURANCES and its subsidiaries	14/03/2014	5.00	5.00	Up
CREDIT AGRICOLE SA	14/03/2014	5.00	5.00	Up
Amundi Group	18/03/2014	5.00	5.00	Up
Bank of America Corporation	04/04/2014	0.50	0.50	Up
Sumitomo Mitsui Trust Holdings	17/04/2014	1.50	1.50	Up
BNP PARIBAS Investment Partners SA	25/04/2014	1.9808	1.3110	Down
Citigroup Inc	29/04/2014	0.1101	0.4322	
Groupe AGRICA	22/05/2014	1.00	1.00	Down
BNP PARIBAS Investment Partners SA	18/06/2014	2.0114	1.3420	Up
Aviva Investors France SA & Aviva Investors Global Services Limited	23/06/2014	0.51	0.505	
Groupe AGRICA	26/06/2014	0.50	0.50	Down
Sumitomo Mitsui Trust Holdings	14/07/2014	1.50	1.50	Down
Aberdeen Asset Managers Limited	16/07/2014	0.50	0.50	Up
Schroders Plc	24/07/2014	0.62	0.62	
BNP PARIBAS Investment Partners SA	29/07/2014	1.9953	1.3516	Down
BNP PARIBAS Investment Partners SA	08/08/2014	2.1007	1.4978	Up
Aberdeen Asset Managers Limited	26/08/2014	0.50	0.50	Up
BNP PARIBAS Investment Partners SA	01/09/2014	2.1061	1.5031	Up
Dimensional Fund Advisors LP	08/09/2014	0.50	0.50	Up
Schroders Plc	18/09/2014	0.433	0.433	
BNP PARIBAS Investment Partners SA	22/10/2014	2.507	1.7361	Up
BNP PARIBAS Investment Partners SA	04/11/2014	2.4799	1.7378	Down
Aberdeen Asset Managers Limited	17/11/2014	0.48	0.49	Down
BNP PARIBAS Investment Partners SA	17/11/2014	2.5008	1.7672	Up

4.1.4.3. Declaration relating to the majority shareholder's control of the Company

Out of a concern for good corporate governance, Icade has taken a number of measures intended to prevent conflicts of interest and has five independent directors on its Board of Directors.

Icade is controlled indirectly (through HoldC SIIC) by Caisse des Dépôts in line with Article L 233-3, I-1 of the French Commercial Code.

4.1.4.4. Agreement relating to control of the Company

To the Company's knowledge, there is no agreement which could entail a change of control in Icade.

As at 31 December 2014, Icade has implemented a set of measures with a view to prevent conflicts of interest, amongst which:

- the presence of five independent directors on the Board of Directors made up of thirteen members. The part of independent directors within the Board of Directors is in accordance with Article 8.2 of the Afep-Medef Corporate Governance Code;
- the existence of three committees on which independent directors sit: appointments and remunerations committee (2/3 independent directors), audit, risks and sustainable development committee (2/3 of members are independent directors) and the strategy and investment committee (1/5 independent directors);
- the Chairman and Chief Executive Officer of Icade does not vote during Board of Directors' meetings concerning the conditions of his remuneration and the allocation of stock options;
- the capital link between Caisse des dépôts and Icade is set out in this document. An agreement in line with Article L. 225-38 of the French Commercial Code was entered into over the financial year ended 31 December 2014 and two agreements were renewed during the same period (see Auditors' Special Report on regulated agreements).

4.1.5. Subsidiaries and Holdings

4.1.5.1. Subsidiaries

(in thousands of euros)		Capital	Equity excluding share capital	Share of capital held in %	Book value of shares held		Loans and advances	Guarantees given to subsidiaries	Revenues	Income from the previous year end (+ or -)	Dividends received	Obs. (date of last balance sheet)
					Gross	Net						
Subsidiaries (held at more than 50%)												
SAS	Icade tour EQHO	305,842	(85,688)	100	405,842	220,154	270,626	-	-	4,894	-	2014
SAS	Sarvilep	1,000	71,566	100	156,500	72,573	-	-	15,002	(1,896)	-	2014
SASU	Icade Promotion	29,683	329,084	100	135,089	135,089	-	-	606,761	22,070	-	2013
SCI	Icade-Léo Lagrange	121,911	2,273	100	121,911	121,911	116,919	-	17,113	2,273	-	2014
SCI	Icade-Rue Des Martinets	99,177	(15,751)	100	99,177	83,426	42,973	-	7,326	7,331	-	2014
SCI	68 Avenue Victor Hugo	60,994	(135)	100	60,994	60,994	75,496	-	5,945	(98)	-	2014
SCI	Mondotte	58,368	16,257	100	58,369	53,944	20,715	-	4,828	20,680	-	2014
SCI	PDM 2	42,702	26,139	100	42,702	42,702	34,223	-	6,928	2,023	-	2014
SCI	PDM 1	39,652	36,376	100	39,652	39,652	39,182	-	9,807	4,882	-	2014
SCI	Messine Participations	24,967	11,868	100	34,388	34,388	32,918	-	5,904	3,112	-	2014
SCI	Gascogne	25,871	(10,779)	100	25,871	10,566	5,263	-	1,223	5,263	-	2014
SCI	Icade 69 Bd Haussmann	28,984	2,366	100	24,834	24,834	28,970	-	4,275	2,366	-	2014
GIE	Icade Management (formerly Socomie)	10,000	9,368	100	23,240	19,368		-	24,925	(912)	-	2014
SCI	Le Tolbiac	22,938	624	100	22,938	22,938	18,964	-	2,669	624	-	2014
SCI	Icade Camille Desmoulins	15,862	2,165	100	17,869	17,869	18,464	-	3,670	2,165	-	2014
SCI	Évry Europeen	4,635	3,480	100	13,360	8,115	8,756	-	1,645	(190)	-	2014
SAS	Icade Conseil	270	(611)	100	12,829	9,100	1,094	-	4,690	(784)	594	2014
SCI	Évry Mozart	7,257	(912)	100	12,268	6,644	6,277	-	1,136	(697)	-	2014
SCI	Bati Gautier	1,530	3,137	100	11,497	11,497	2,695	-	3,406	2,695	-	2014
SCI	Icade Morizet	9,100	1,075	100	10,234	10,234	11,733	-	2,104	1,075	-	2014
SAS	Iporta	500	(328)	100	2,700	2,700	374	-	2,334	(473)	150	2014
SAS	Icade Property Management	3,450	402	100	2,406	2,406	-	-	33,309	(401)	1,208	2014

(in thousands of euros)		Capital	Equity excluding share capital	Share of capital held in %	Book value of shares held		Loans and advances	Guarantees given to subsidiaries	Revenues	Income from the previous year end (+ or -)	Dividends received	Obs. (date of last balance sheet)
					Gross	Net						
SCI	BSM du CHU de Nancy	1,400	(6,758)	100	1,400	1,400	1,120	-	4,122	(1,339)	-	2014
SCI	Des Pays de Loire	637	(516)	100	576	121	-	-	-	1	-	2014
SCI	2C Marseille	480	64	100	479	479	755	-	1,742	56	-	2014
SCI	PCM	145	860	100	145	145	139	-	1,823	(47)	-	2014
SAS	Icade Transactions	524	(759)	100	131	-	745	-	1,956	(563)	-	2014
GMBH	Icade Reim Deutschland (*)	25	299	100	25	25	-	-	966	(107)	100	2014
SCI	Les Tovets	10	242	100	10	10	-	-	315	130	100	2014
BV	Icade Reit (*)	18	17,434	100	4	-	13,117	-	114	7,847	-	2014
SNC	SNC Capri Danton	1	-	100	1	1	-	-	-	-	-	2014
SCI	BSP	10	(448)	99	10	10	-	-	1,188	(385)	-	2014
SCI	La Sucrière	5	43	99	4	4	40	-	-	(3)	-	2013
SAS	Icade Asset Management	494	628	75	371	371	-	-	4,087	350	76	2014
SASU	Icade Santé	383,768	713,979	57	557,632	557,632	510,068	-	142,216	34,915	32,102	2014
SCI	Fam de Lomme	900	701	51	459	459	265	-	748	144	-	2014
Subsidiaries (held at 10%-50%)												
SCI	Bassin Nord	103,889	25,436	50	72,762	72,762	66,470	-	14,334	(15,959)	-	2014
SCI	CNM	420	1,212	50	210	210	60	-	1,033	(26)	-	2014
SCIA	Le Parc Du Millénaire	2	(5,589)	49	1	1	153,311	-	-	(5,589)	-	2014
SPPICAV	BOUTIQUES PREMIUM	7,822	(61)	46	3,482	3,482	-	-	6	(61)	-	2014
SCI	Terrasse Bellini	91,469	2,375	33	37,179	37,179	10,405	-	10,101	2,371	3,003	2014
SCI	De La Vision	1,065	3,264	22	330	330	-	-	3,383	310	-	2014
SCI	Centre des Archives Diplomatiques	1,440	1,843	22	317	317	87	-	3,509	211	34	2014
SCI	Hôtel de Police Strasbourg	76	2,591	19	14	14	-	-	4,295	2,512	420	2014
SAS	Chrysalis	40	29,997	16	590	590	1,197	-	3,037	1	-	2013
SAS	Guyane Lycées	1,650	35,386	16	264	264	90	-	5,784	736	40	2013
SAS	La Cité	1,618	14	16	259	259	2,307	-	16,963	(29)	-	2014
SAS	UMAG	898	9,515	10	90	90	-	-	1,267	105	-	2013

(*) Equity, revenues and profit/loss are determined according to IFRS standards.

4.1.5.2. Information on holdings

The information on holdings which has to be made public according to the recommendations of the Committee of European Securities Regulators (CESR) of February 2005 is detailed in Chapter 3 of this annual report.

4.1.6. Significant events since the end of the financial year

On February, 17th, 2015, the Board of Directors accepted the resignation of Serge Grzybowski from his positions as director and Chairman and CEO of Icade with immediate effect.

A deal was signed at the same time by and between Icade and Serge Grzybowski who agreed on the payment of a gross compensation settlement of €450,000.

This disbursement will have an impact on the profit for the 2015 fiscal year.

4.1.7. Items that could have a bearing on a takeover bid

It should be remembered that the Caisse des Dépôts indirectly exercises control over Icade via its subsidiary HoldC SIIC. In fact, it is the majority shareholder (with a 75.07% stake) of HoldC SIIC, which holds 52% of the capital and 52.38% of the voting rights in the Company as of 31 December 2014.

- Shareholder structure

  These elements are described in Chapter 2, paragraph 4.1.4.1., page 114.

- Restrictions in the Company's Articles of Association or clauses in agreements that the Company is aware of relating to the exercise of voting rights or share transfers

  None.

- Treasury shares

  These elements are described in Chapter 2, paragraph 4.1.3.3., page 111.

- List of shareholders with special control rights and description of these shares (preference shares)

  None.

- Ownership mechanisms when the ownership rights attached to employee-owned shares are not exercised by employees

  The Company has not implemented any particular system for employee shareholding in which control rights are not exercised by the staff with the exception of the FCPE Icade Shareholding Structure, investing in Icade shares with an "Icade Actions" sub-fund and offered to employees in connection with the Group Savings Plan as described in Chapter 2, paragraph 4.3.1., page 120.

- Shareholder agreements of which the Company is aware that could restrict share transfers and the exercise of voting rights

  None.

- Rules governing the appointment and replacement of Board Members and changes to the Company's Articles of Association

  These areas are consistent with applicable law and regulations.

- Board Member authorisations concerning Icade share issues repurchases

  Board Member authorisations mentioned in Chapter 2, paragraph 4.1.3.1.2. page 110 although they are suspended during a takeover bid, unless the reciprocity exception is invoked, as required by law.

- Agreements that will change or terminate if there is a change of control of the Company, unless disclosure of such agreements would severely damage its interests and is not required by law

  Some of the Company's loans were obtained as a result of Caisse des dépôt's majority stake in the Company.

- Agreements on severance payments for Icade Board Members or Corporate Officers if they resign or are dismissed without good cause, or if their position is terminated because of a takeover

  After deliberation on 7 April 2011, Icade's Board of Directors committed to make a severance payment to Serge Grzybowski in the event that his mandate as Chairman and CEO should be terminated.

  In accordance with the recommendations of the Code of Corporate Governance of publicly-traded companies by the Afep and the Medef revised in June 2013, in the event of a forced departure linked to (i) a change of control (as defined by Article L. 233-3 of the French Commercial Code) or (ii) a strategic disagreement with the Board of Directors (Forced Departure), the Chairman and CEO will be allocated severance payments by the Board of Directors under the conditions described below:

4.1.7.1. Severance Payment Amount

The amount of the Severance Payment will be equal to twice the total gross overall remuneration (fixed and variable portions) received by the Chairman and CEO over the 12 months preceding the date of the Forced Departure. In the event that the effective duration of Serge Grzybowski's new term as CEO is less than 12 months, his remuneration received during the latest months of his previous term as CEO will be taken into account, in order that the Severance Payment may be calculated over a 12-month period.

Following the resignation of Serge Grzybowski from his positions as director and Chairman-CEO of the Company, which took place on 17 February 2015, a settlement agreement was signed on 17 February 2015 between the Company and Serge Grzybowski. The severance payment as provided by the Board of Directors in its meeting of 7 April 2011 was not allocated.

4.1.7.2. Conditions for Severance Payment

In accordance with the provisions of Article L. 225-42-1 of the French Commercial Code, the Severance Payment will be contingent upon fulfilment of the performance condition described below:

In the event of Forced Departure, Icade will pay the Chairman and CEO the Severance Payment if the most recent NPGS is greater than or equal to NPGS during the benchmark period.

For purposes of assessing the performance conditions:

- **NPGS** means the net income of the Group share as published by a company in its consolidated financial statements and after adjustment for capital gains from disposals;
- the **Most recent NPGS** means the most recent NPGS of Icade known for the financial year preceding the date of the Forced Departure;
- the **NPGS for the benchmark period** means the arithmetic average of Icade's NPGSs over the two latest financial years preceding the most recent NPGS.

4.2. Equity market of the Company

As at 31 December 2014, Icade's share capital stood at €112,831,295.42 divided into 74,022,386 shares. As at 31 December 2014, the Company's stock market capitalisation was €4,915,086,430.40.

The shares have been listed on the Euronext - A single regulated market since 21 January 2008 (code: FR0000035081-ICAD). The share is part of the SBF 120, SBF 80, Euronext 100, Dow Jones Stoxx Europe 600, Dow Jones Euro Stoxx, CAC Mid&Small, CAC AllShares, CAC All-Tradable, CAC Mid 60, CAC Financials, CAC RE Inv Trusts and IEIF SIIC France indices.

The following data relates to Icade shares from 1 January to 31 December 2014.

	Price *(in €)*		Trading volumes	
2014	High	Low	Securities exchanged *(number)*	Capital exchanged *(in millions of euros)*
January	67.80	64.56	1,787,759	117.22
February	71.42	64.35	1,436,887	98.83
March	71.93	69.05	4,008,648	280.67
April	76.83	71.70	1,685,606	125.34
May	73.59	69.09	1,595,227	112.93
June	78.72	73.75	1,832,835	140.11
July	79.20	71.80	1,455,454	110.31
August	72.58	68.20	1,538,784	107.99
September	72.00	65.64	1,802,058	122.15
October	67.07	59.00	1,931,069	121.22
November	64.70	60.25	1,159,638	72.41
December	68.20	61.13	1,513,460	98.60
			21,747,425	**1,507.78**

(Sources: Euronext / Reuters.)

CHANGE IN ICADE'S SHARE PRICE DURING 2014

2

4.3. Employee shareholding

In order to make employees feel more closely connected to Icade's performance and to strengthen their sense of belonging to the Group, whatever their rank or position, Icade has implemented a series of employee shareholding programmes including a Group Savings Plan with a fund for employee-owned Icade shares (FCPE), bonus shares and stock option plans.

4.3.1. Group Savings Plan

Employees of Icade's Economic and Social Unit are beneficiaries of the Group Savings Plan, as long as they have completed at least three months of service in the Icade Group.

To invest these assets, the Icade Group Savings Plan offers employees several mutual funds (FCPE), four of them being multi-Company, together with the Icade fund.

The FCPE Icade Action represents 35.6% of outstanding assets invested in the Group Savings Plan and 41% of unit holders hold their assets within this fund.

As at 31 December 2014, the Icade Action fund (FCPE) holds all employee-owned Icade shares, and had the following composition: 231,567 securities, *i.e.* 0.31% of capital.

Employees had no other mutual funds (FCPE) invested in Icade shares as of 31 December 2014.

4.3.2. Bonus share plans

In 2011, Icade launched bonus share allocation plans (AGA) for all of its employees.

These plans have a duration of four years (two years of vesting and two years of retention).

The 2014 allocation of 15 bonus shares will become final after a vesting period of two years starting 3 March 2014, and is subject to the observance of the continuous attendance condition within the Group or subsidiaries within the Icade Economic and Social Unit.

After the vesting period, beneficiaries will become owners of the bonus shares, and these will be registered nominatively to an account. As from the final allocation date, they may only dispose of the said shares at the end of a so-called retention period of two years.

4.3.3. Stock options – history of allocations and information

In accordance with the authorisation given to it by the Ordinary and Extraordinary General Meeting of Icade (absorbed) of 6 March 2006, the Board of Directors of that Company, at its meetings of 29 June 2006 and 14 December 2006, granted stock options and finalised the plans, the main characteristics of which are described below.

Due to the realisation of the merger-acquisition of the Icade company, at its General Shareholders' Meeting on 30 November 2007, the Icade Emgp (renamed Icade) company decided in its 5th resolution to replace Icade in respect of the stock options granted by the latter, on the basis of the following merger parity: one share in Icade Emgp (renamed "Icade") for two shares in Icade (absorbed by Icade Emgp). Thus, each option granted by the Icade, the absorbed, will provide entitlement to subscribe for 0.5 of an Icade Emgp (renamed "Icade") share.

In accordance with the authorisation given to it by the Combined Ordinary and Extraordinary General Meeting of Icade (absorbed) of 30 November 2007, the Board of Directors of that Company, at its meetings of 30 November 2007 and 24 July 2008, granted stock options and finalized the plans, the main characteristics of which are described below.

When Compagnie la Lucette was acquired and then merged and absorbed by Icade, the plan laid down by the CLL Board of Directors on 21 August 2006 by delegation of its combined general meeting of 21 April 2006 was converted into Icade stock option plans in application of the exchange parity ratio used for the merger.

In accordance with the authorisation given to it by the Combined Ordinary and Extraordinary General Meeting of Icade (absorbed) of 15 April 2009, the Board of Directors of that Company, at its meeting of 16 February 2011, granted stock options and finalised the plans, the main characteristics of which are described below.

4.3.3.1. "Plan 1-2008"

In accordance with the authorisation given to it by the Ordinary and Extraordinary General Meeting of Icade Emgp (renamed "Icade") of 30 November 2007, the Icade Board of Directors meeting of 30 November 2007 finalised a "Plan 1-2008" in favour of the corporate officers (Article L. 225-185 of the French Commercial Code) including the Chairman of a simplified joint stock company in the Group and/or a salaried individual of a company in the Group and member of Executive Committee or Coordination Committee of the Company or performing management duties within a company in the Group.

That same Board of Directors meeting of 30 November 2007 decided that the assignment of the Plan 1-2008 options would take place on 3 January 2008.

The main characteristics of this "Plan 1-2008" are described below:

	Plan 1-2008
Maximum number of options that can be subscribed for if all the options are allocated and exercised	775,901 (1) and 517,267 by exercising options
Total number of share subscription options initially allocated	54,500
New options after adjustments following distribution of reserves (Icade revenue as at 16/04/2008) (1bis)	545
Total number of shares that can be subscribed for by exercising options	55,045 of which 19,695 shares by a non-corporate officer employee (member of the executive committee) and 35,350 shares which can be subscribed by Serge Grzybowski, Chairman and CEO and the only corporate officer concerned.
Total number of beneficiaries	2
Starting point for exercising the options ("opening date")	4 January 2012
Expiry Date	3 January 2014
Subscription price	€101.20
Exercise procedure	These options can be exercised by their beneficiaries with effect from the opening date under the following conditions and in accordance with the following procedures: - up to 40% of the total number of options allocated to them; and for the remainder, *i.e.* 60% of the total number of options allocated to them (the "Conditional Options") under the following conditions and in accordance with the following procedures: - for half of the Conditional Options, a variable portion determined according to objectives set in terms of Stock Market prices (2); - for half of the Conditional Options, a variable portion determined according to objectives set in terms of net profit of the Group share ("NPGS") (3).
Cancelled stock options	12,386 (for failing to meet objectives set under the performance conditions) And 42,659 cancelled at maturity.
Exercised stock options	-
Outstanding stock options as at 31/12/2014	0

*(1) The 23rd resolution of the Ordinary and Extraordinary General Meeting of 30 November 2007 states that: the General Meeting decided that the number of options granted cannot provide entitlement to a total number of shares representing a nominal increase in capital exceeding 1.5% of the diluted capital on the day of this meeting during the period of this authorisation (*i.e. *38 months) and 1% of the diluted capital on the day of this meeting per financial year.*

(1bis) The Board of Directors of Icade decided, on 16 April 2007, following the distribution of reserves and premiums:
- to reduce the exercise price of "Plan 12008", initially set at €103.01, by €1.81 to €101.20;
- to adjust the number of shares under options that could be subscribed for within the framework of "Plan 1-2008" and to increase it by 974 new options, i.e. *0.01 of a new subscription option for one subscription option originally granted within the framework of "Plan 2008", the balance corresponding to the calculation of fractions.*

(2) Thus, these objectives will be achieved if the annual reference price (defined as the volume weighted average by daily dealing at the closing price of Icade shares on each stock market day of the financial year in question) is equal to or higher than a coefficient, depending on the reference years, of between 1.125 and 1.45 applied to the flotation price of the absorbed Icade, i.e. *€27.90.*

(3) Thus, these objectives will be achieved if the annual NPGS rate (defined as the ratio expressed as a percentage between the net profit of the Group share and consolidated earnings as shown by the certified consolidated accounts for the year in question) is equal to or higher than a rate, depending on the reference years, of between 6.90% and 7.80%.

The coefficients applied, (2) and (3), are determined in the Regulations of the Plan. These are examined by the Remunerations Committee then finalised by the Board of Directors, in accordance with the powers granted to it by the Ordinary and Extraordinary General Meeting.

4.3.3.2. "Plan 1.2-2008"

In accordance with the authorisation given to it by the Ordinary and Extraordinary General Meeting of Icade Emgp (renamed "Icade") of 30 November 2007, the Icade Board of Directors meeting of 24 July 2008 adopted a "Plan 1.2-2008" in favour of the corporate officers (Article L. 225-185 of the French Commercial Code) including the Chairman of a simplified joint stock company in the Group and/or a salaried individual of a company in the Group and member of Executive Committee or Coordination Committee of the Company or performing management duties within a company in the Group.

In accordance with the delegation granted to him by Icade's Board of Directors on 24 July 2008, the Chairman and Chief Executive Officer decided that the assignment of options of "Plan 1.2-2008" would take place on 8 August 2008.

The main characteristics of this "Plan 1.2-2008" are described below:

	Plan 1.2-2008
Maximum number of options that can be subscribed for if all the options are allocated and exercised	775,901 [(1)] and 517,267 by exercising options
Total number of share subscription options initially allocated	145,000
Total number of shares that can be subscribed for by exercising options	145,000 of which 74,000 shares can be subscribed by the top 10 non-corporate officer employee awardees, 31,000 can be subscribed by the non-corporate employee awardees, and 40,000 shares can be subscribed for Serge Grzybowski, Chairman and Chief Executive Officer and the only corporate officer concerned.
Total number of beneficiaries	24
Starting point for exercising the options ("opening date")	9 August 2012
Expiry Date	8 August 2015
Subscription price	€66.61
Exercise procedure	These options can be exercised by their beneficiaries with effect from the opening date under the following conditions and in accordance with the following procedures: up to 80% of the total number of options allocated to them; and for the balance, *i.e.* up to 20% of the total number of options allocated to them (the "Conditional Options"), exercisable shall be determined by the change in Icade share price in relation to the variation in the IEIF index [(2)].
Cancelled stock options	34,200 (including 28,000 for failing to meet objectives set under the performance conditions)
Exercised stock options	71,200
Outstanding stock options as at 31/12/2014	39,600

(1) *The 23rd resolution of the Ordinary and Extraordinary General Meeting of 30 November 2007 states that: the General Meeting decided that the number of options granted cannot provide entitlement to a total number of shares representing a nominal increase in capital exceeding 1.5% of the diluted capital on the day of this meeting during the period of this authorisation (*i.e. *38 months) and 1% of the diluted capital on the day of this meeting per financial year.*

(2) *Thus these objectives will be achieved if, over the reference periods, the change in Icade's share price (average of the twenty opening prices prior to 2 January of each period) is more than 4% greater than 16% of the variation in the IEIF index over the same periods. However, if the variation in Icade's share price between 2 January 2008 and 2 January 2012 is 16% greater than the variation in the IEIF index over the same period, all of the conditional options may be exercised by the beneficiary.*

4.3.3.3. "Plan 1-2011" for stock options

In accordance with the authorisation given to it by the Ordinary and Extraordinary General Meeting of Icade Emgp (renamed "Icade") of 15 April 2009, the Icade Board of Directors meeting of 16 February 2011 adopted a "Plan 1-2011" in favour of the corporate officers (Article L. 225-185 of the French Commercial Code) including the Chairman of a simplified joint stock company in the Group and/or a salaried individual of a company in the Group and member of Executive Committee or Coordination Committee of the Company or performing management duties within a company in the Group.

In accordance with the delegation granted to him by Icade's Board of Directors on 16 February 2011, the Chairman and Chief Executive Officer decided that the assignment of options of "Plan 1-2011" would take place on 3 March 2011.

The main characteristics of this "Plan 1-2011" are described below:

	Plan 1-2011
Maximum number of options that can be subscribed for if all the options are allocated and exercised	751,361 (1) and 498,377 by exercising options
Total number of share subscription options initially allocated	147,500
Total number of shares that can be subscribed for by exercising options	147,500 of which 80,500 shares can be subscribed by the top 10 non-corporate officer employee awardees, 26,000 can be subscribed by the non-corporate employee awardees, and 40,000 shares can be subscribed for Serge Grzybowski, Chairman and Chief Executive Officer and the only corporate officer concerned.
Total number of beneficiaries	32
Starting point for exercising the options ("opening date")	4 March 2015
Expiry Date	3 March 2019
Subscription price	€80.86
Exercise procedure	These options can be exercised by their beneficiaries with effect from the opening date under the following conditions and in accordance with the following procedures: up to 35% of the total number of options allocated to them; and for the balance, *i.e.* 65% of the total number of options allocated to them (the "Conditional Options"), exercisable shall be determined by the change in Icade's share price in relation to the variation in the IEIF index (2) for 32.5% and depending on the achievement of objectives set in terms of current net cash flow for 32.5%
Cancelled stock options	6,500
Exercised stock options	-
Outstanding stock options as at 31/12/2014	141,000

(1) The 18th resolution of the Ordinary and Extraordinary General Meeting of shareholders of 15 April 2009 states that: the General Meeting decided that the number of options granted cannot provide entitlement to a total number of shares representing a nominal increase in capital exceeding 1.5% of the diluted capital on the day of this meeting during the period of this authorisation (i.e. 38 months) and 1% of the diluted capital on the day of this meeting per financial year.

(2) Thus, these objectives will be achieved for half of the conditional options if, over the reference periods, the movement in Icade's share price (average of the 20 opening prices prior to 2 January of each period) is 4% to 16% greater than the movement in the IEIF index over the same periods. However, if the Icade share price movement between 2 January 2011 and 2 January 2015 is more than 16% of the movement in the IEIF Index over the same period, and the independently determined conditions for each of the periods have not been achieved, 80% of the conditional options may be exercised by the beneficiaries.

Similarly, the objectives will be achieved for half the conditional options if, in the first four fiscal years, the 2011 cash flow reaches €240 million, the 2012 cash flow reaches €284 million, the 2013 cash flow reaches €291 million, the 2014 cash flow reaches €337 million. However, if in year 4 the objective is 100% achieved, 80% of the options conditional on cash flow can be exercised by the beneficiaries.

4.3.4. Bonus share

4.3.4.1. "Icade Bonus Share Plan 2011"

In accordance with the authorisation given to it by the Ordinary and Extraordinary General Meeting of Icade Emgp (renamed "Icade") of 15 April 2009, the Icade Board of Directors meeting of 16 February 2011 finalised a Bonus Share Distribution Plan in favour of the corporate officers (Article L. 225-197-1 of the French Commercial Code) including the Chairman of a simplified joint stock company in the Group and/or an employee of a company in the Group and member of Executive Committee or Coordination Committee of the Company or performing management duties within a company in the Group.

In accordance with the delegation granted to him by Icade's Board of Directors on 16 February 2011, the Chairman and Chief Executive Officer decided that the assignment of bonus share of Plan 2011 would take place on 3 March 2011.

The main characteristics of this Plan 2011 are described below:

	Plan 2011
Maximum number of bonus shares that may be allocated	498,377 (1)
Total number of bonus shares initially allocated	17,660
Maximum number of shares that may be acquired	17,660, *i.e.* 10 shares per employee present and holding a permanent contract on 31 January 2011 and still present on the day of allocation (2).
Total number of beneficiaries	1,766
Acquisition date	4 March 2013
Disposal date	3 March 2015
Grant price	€80.86 (3)
Acquisition procedure	These shares will be permanently acquired by their beneficiary provided that said beneficiary is still present within the company on the acquisition date.
Cancelled shares	2,790
Shares acquired March 2013 (4)	14,860

*(1) The 19th resolution of the Ordinary and Extraordinary General Meeting of 15 April 2009 states that: the General Meeting decides that the total number of shares thus consented may not represent a nominal amount of increase in capital exceeding 1% of diluted capital on the day of the general meeting over the period of this authorisation (*i.e.* thirty-eight months).*

(2) The members of the Executive Committee and the Coordination Committee, who already benefit from a stock option subscription plan, declined the bonus shares that were awarded to them under this democratic plan.

(3) Average of the 20 most recent prices, prior to 3 March 2011.

(4) Includes shares acquired early in accordance with the rules defined in the plan regulations.

4.3.4.2. "Plan 1-2012" and "Plan 2-2012" of Icade bonus shares

In accordance with the authorisation given to it by the Ordinary and Extraordinary General Meeting of Icade Emgp (renamed "Icade") of 15 April 2009, the Icade Board of Directors meeting of 16 February 2012 finalised a Bonus Share Distribution Plan in favour of the corporate officers (Article L. 225-185 of the French Commercial Code) including the Chairman of a simplified joint stock company in the Group and/or an employee of a company in the Group and member of Executive Committee or Coordination Committee of the Company or performing management duties within a company in the Group.

In accordance with the delegation granted to him by Icade's Board of Directors on 16 February 2012, the Chairman and Chief Executive Officer decided that the assignment of bonus share under the two 2012 Plans would take place on 2 March 2012.

The main characteristics of this "Plan 1-2012" and "Plan 2-2012" are described below:

	Plan 1-2012
Maximum number of bonus shares that may be allocated	498,377 (1)
Total number of bonus shares initially allocated	26,190
Maximum number of shares that may be acquired	26,190, *i.e.* 15 shares per employee present and holding a permanent contract on 31 December 2011 and still present on the day of allocation.
Total number of beneficiaries	1,746
Acquisition date	3 March 2014
Disposal date	2 March 2016
Grant price	€62.84 (2)
Acquisition procedure	These shares will be permanently acquired by their beneficiary provided that said beneficiary is still present within the company on the acquisition date.
Cancelled shares	2,430
Acquired shares (3)	23,760
Remaining shares at 31/12/2014	-

(1) The 19th resolution of the Ordinary and Extraordinary General Meeting of 15 April 2009 states that: the General Meeting decides that the total number of shares thus consented may not represent a nominal amount of increase in capital exceeding 1% of diluted capital on the day of the general meeting over the period of this authorisation (i.e. thirty-eight months).
(2) Average of the 20 most recent prices, prior to 3 March 2012.
(3) As at 31 December 2013, there were two early acquisitions in accordance with the rules defined in the plan regulations (i.e. 30 shares for death and disability).

	Plan 2-2012
Maximum number of bonus shares that may be allocated	498,377 (1)
Total number of bonus shares initially allocated	28,290
Maximum number of shares that may be acquired	28,290 of which 14,140 shares may be acquired by the top 10 non-corporate officer employee awardees, 8,166 can be subscribed by the non-corporate employee awardees, and 5,984 shares can be acquired by Serge Grzybowski, Chairman and Chief Executive Officer and the only corporate officer concerned.
Total number of beneficiaries	35
Acquisition date	3 March 2014
Disposal date	3 March 2016
Grant price	€62.84 (2)
Exercise procedure	100% of these shares will be permanently acquired by their beneficiary provided that said beneficiary is still present within the company on the acquisition date and that the current net cash flow meets the objective set under the plan's performance conditions.
Cancelled shares	2,652
Acquired shares	25,638
Remaining shares at 31/12/2014	-

(1) The 19th resolution of the Ordinary and Extraordinary General Meeting of 15 April 2009 states that: the General Meeting decides that the total number of shares thus consented may not represent a nominal amount of increase in capital exceeding 1% of diluted capital on the day of the general meeting over the period of this authorisation (i.e. thirty-eight months).
(2) Average of the 20 most recent prices, prior to 3 March 2012.

4.3.4.3. "Plan 1-2014" and "Plan 2-2014" of Icade bonus shares

In accordance with the authorisation given to it by the Combined Ordinary and Extraordinary General Meeting of Icade of 22 June 2012, the Board of Directors of that Company, at its meeting of 19 February 2014, approved a bonus share plan for the employees of Icade and its subsidiaries within the Icade Economic and Social Unit (*i.e.* Icade SA, Sarvilep, Icade Promotion, Icade transactions, Icade Property Management, I Porta, Icade Conseil,Icade Expertise, Icade Asset Management, Socomie), employees holding a permanent contract and still present on 31 December 2013.

In accordance with the delegation granted to him by Icade's Board of Directors on 19 February 2014, the Chairman and Chief Executive Officer decided that the assignment of bonus share under the two 2014 Plans would take place on 3 March 2014.

The main characteristics of this "Plan 1-2014" and "Plan 2-2014" are described below:

	Plan 1-2014
Maximum number of bonus shares that may be allocated	519,962 (1)
Total number of bonus shares initially allocated	21,990
Maximum number of shares that may be acquired	21,990, *i.e.* 15 shares per employee present and holding a permanent contract on 31 December 2013 and still present on the day of allocation.
Total number of beneficiaries	1,466
Acquisition date	3 March 2016
Disposal date	3 March 2018
Grant price	€68.81 (2)
Acquisition procedure	These shares will be permanently acquired by their beneficiary provided that said beneficiary is still present within the company on the acquisition date.
Cancelled shares	1,440
Acquired shares (3)	-
Remaining shares at 31/12/2014	20,550

(1) The 16th resolution of the Ordinary and Extraordinary General Meeting of 22 June 2012 states that: the General Meeting decides that the total number of shares thus consented may not represent a nominal amount of increase in capital exceeding 1% of diluted capital on the day of the general meeting over the period of this authorisation (i.e. *thirty-eight months).*
(2) Average of the 10 most recent prices, prior to 3 March 2014.

	Plan 2-2014
Maximum number of bonus shares that may be allocated	519,962 (1)
Total number of bonus shares initially allocated	14,250
Maximum number of shares that may be acquired	14,250 of which 9,300 shares may be acquired by the top 10 non-corporate officer employee awardees, 4,950 can be subscribed by the non-corporate employee awardees.
Total number of beneficiaries	34
Acquisition date	3 March 2016
Disposal date	3 March 2018
Grant price	€68.81 (2)
Exercise procedure	100% of these shares will be permanently acquired by their beneficiary provided that said beneficiary is still present within the company on the acquisition date and that the current EPRA earnings per share and the price of the Icade share reach the objectives set under the plan's performance conditions.
Cancelled shares	-
Acquired shares	-
Remaining shares at 31/12/2014	14,250

(1) The 16th resolution of the Ordinary and Extraordinary General Meeting of 22 June 2012 states that: the General Meeting decides that the total number of shares thus consented may not represent a nominal amount of increase in capital exceeding 1% of diluted capital on the day of the general meeting over the period of this authorisation (i.e. *38 months).*
(2) Average of the 10 most recent prices, prior to 3 March 2011.

4.3.5. Information on stock options issued by the Company granted and exercised by employees who are not corporate officers during the year

Date on which the options were granted Exercise of stock options granted to employees and former employees who are not corporate officers (aggregate information)	
Allocation of 08/08/2008	40,400
Options granted by the Company during the year to the 10 employees who are not corporate officers, who received the highest number of options thus granted	0
Share subscription price	66,61

Stock options granted to the top ten non-corporate officer employee awardees and options exercised by the latter during the year.	Total number of options allocated/ shares subscribed or purchased	Weighted average price
Options granted during the year by the issuer and any company included within the scope of allocations of options to the ten employees of the issuer and any company within this scope, who received the highest number of options thus granted (aggregate information).	-	-
Options held on the issuer and the companies previously named exercised during the year by the ten employees of the issuer or of these companies, who received the highest number of options thus purchased or subscribed (aggregate information).	40,400	74.5

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5. RISK MANAGEMENT AND CONTROL

5.1. Risks associated with the property market

5.1.1. Changing conditions in the property market

The Group's business is exposed to economic factors beyond its control and to systemic risks related to the cyclical nature of the property sector.

The property market is related to supply and demand for property, particularly from commercial companies, and has historically had phases of growth and contraction, characterised by changes to expected capitalisation rates or rental values.

International and national economic conditions, particularly the level of economic growth, interest rates, the unemployment rate in France, the level of French consumer confidence and buying power, the situation of public finances, corporate property strategies, and the means of calculating rent indexing and changes to various indices, may also vary significantly.

These variations in the property market or the general economic context may have a significant negative impact on Icade's investment and arbitrage policy, on its policy on developing new assets and, more generally, on its business, its financial situation, its profits and its prospects, particularly through (i) a reduction in demand for its business property projects and/or its programmes for new housing which could cause certain partially completed operations to be abandoned or which could reduce profit margins, (ii) the reduction in occupation rates and prices for renting and re-letting its property, (iii) a drop in demand in the services business (and correlative social costs) and (iv) a fall in the value of its assets.

In this matter Icade benefits from the diversity of the assets held and the variety of activities and markets in which the Company operates, which reduce the consequences of the cyclical nature of the property market on its results.

5.1.2. Competition

Icade operates in all French property markets, and faces stiff competition in each one. Icade competes with numerous international, national, and regional players, some of which have greater financial resources, a larger property portfolio, more employees and more extensive regional, national, or international coverage. In certain cases, these competitors chose to or were able to buy or develop property under conditions (such as prices) that do not meet Icade's investment criteria or goals.

Icade faces competition in particular when purchasing land and available property, setting prices for the services it offers, hiring qualified subcontractors, and obtaining financing. While Icade believes that its position as both a property investment and development Company provides a competitive advantage, rivals in each of its businesses currently have a greater market share. If Icade is not able to gain market share or defend its existing market share, or maintain or grow its profit margin, its earnings, profits, and corporate strategy could be adversely affected.

5.2. Operational risks

5.2.1. Difficulties in financing development

Icade's business development is financed by a combination of bank borrowings or bond issues, equity, the cash generated by its activities and by income from its arbitrage operations. Icade cannot guarantee that it will have access to enough outside financing, under acceptable conditions, to finance its growth, nor can it guarantee that the market will be sufficiently liquid to enable the implementation of its disposal programme.

Icade's strategy also includes making targeted acquisitions in France. Icade could encounter difficulties in acquiring assets and/or companies, particularly due to its investment criteria, or possible difficulties in the availability of funding or in the sale of assets.

5.2.2. Acquisition risks

The completion of acquisition transactions may carry several risks.

The yield of acquired assets could prove to be less than forecast, whether these assets are buildings, property-investment companies, property development companies or services companies, particularly in periods of high economic uncertainty. Hidden defects, such as environmental, technical or urban planning non-compliance, might not have been covered by the acquisition agreements.

Also, in the case of the acquisition of companies, the integration of teams or processes may be difficult and, in particular may reduce the hoped-for synergies for a while.

5.2.3. Risks related to the use of outside service providers

Although Icade, in its property investment business, manages its own property assets internally, it is nevertheless exposed to risks related to the use of subcontractors, suppliers and other service providers in its projects, particularly in its property development and property services businesses. Icade selects its service providers very carefully, but cannot guarantee the quality of their work or that they will comply with all applicable regulations. Icade's operations and profits could be adversely affected if any of its service providers experience financial difficulties, insolvency, cost overruns or delays in its work for Icade, or a reduction in the quality of its products or services. Such events could slow the progress of Icade's projects and result in higher costs, especially if a flawed service provider has to be replaced by one charging higher fees. Icade may not be able to pass on the higher costs to its customers, or may have trouble meeting its warranty obligations. In addition, any such failings on the part of its service providers may require that Icade pay penalty fees for the related delays, or cover the costs of any consequent legal action. In periods of difficulty in the building sector, bankruptcies of subcontractors may be more frequent.

In order to limit these risks, the Company has put preventive procedures in place, such as "calls for tenders" committees, implementing prior checks on the robustness of these companies and vigilance as operations are performed.

5.2.4. Risk of information system failure

Icade uses a certain number of information systems and software, as well as managing several large databases in its operations. The failure of one of these systems or the loss or corruption of data could impact the Company's profits and weaken its reputation with customers.

Icade has several back-up procedures in place to mitigate this risk and limit the potential damage. These procedures include (i) the duplication of production systems (ii) the outsourcing, to a service provider specialised in data storage and hosting, of the backup for the last business day of each week, and (iii) a system of controlling backups. An Enterprise Continuity Plan (ECP) organises a procedure in the event of a major event affecting the IT systems and operating premises.

5.2.5. Change in accounting standards and risk of inadequate presentation of financial statements

As a listed company, Icade is required to publish its consolidated financial statements in accordance with IFRS standards. These standards are amended periodically, and such changes could have a significant impact on items in its balance sheet or income statement and, consequently, on its financial statements.

The accounting and financial information system may also encounter some malfunctions in transactions during the financial year. These risks are identified and monitored through the internal control system, while financial communication is regulated by specific procedures.

5.2.6. Risk of fraud

The diversity and scope of Icade's business activities expose the Company to internal and external fraud, in particular through the embezzlement of funds or payment of expenses that may alter the Company's financial results and/or image. To respond to these risks, Icade has set up a customised internal control system, a system to ensure the security of means of payment and has developed receipts by bank transfer.

5.2.7. Higher insurance premiums or lack of insurance coverage for certain operating risks

The insurance premiums that Icade currently pays for its mandatory and optional insurance policies make up only a minor portion of its operating costs.

However, in a difficult market, these premiums could rise in the future, which would have a negative impact on Icade's financial position and profits. In addition, some of Icade's operating risks may no longer be covered by insurance companies. Lastly, Icade may be confronted with the risk of bankruptcy of one of its insurers, thus preventing it from paying compensation which might be due.

5.2.8. Risks specific to the property investment business

5.2.8.1. Property surveys (risks related to estimating the value of assets)

Icade's property portfolio is valued on a half-yearly basis by independent surveyors: CBRE Valuation, Jones Lang LaSalle Expertise, DTZ Eurexi, Catella and BNP Paribas Real Estate. The portfolio value depends on several factors which could vary significantly, most notably the economic climate and market supply and demand and economic conditions, which can vary significantly, with consequences on Icade's valuation. The value resulting from the methods used by the surveyors for their valuations may exceed the sale value of the assets. Also, the valuations are based on assumptions that may not prove to be true.

Given that Icade carries its property investments at cost (depreciation cost method), a decrease in the market value of this property will not affect its consolidated profit unless the market value becomes less than the book value.

5.2.8.2. Risks of not completing the investment and arbitrage plan

In accordance with its SIIC (real estate investment company) status, Icade's strategy consists, in particular, in (i) investing selectively, (ii) managing its portfolio of assets and (iii) carrying out arbitrage operations on mature assets. The Company may encounter significant challenges in implementing this strategy, making it more arduous and less profitable than expected, or delaying its execution. Therefore Icade may not be able to meet its goals, which could have a substantially negative impact on its businesses and profits.

More specifically, Icade's investment plans (*i.e.* property purchases, renovations, extensions or rebuilding) are subject to numerous uncertainties such as: whether property is available for purchase under acceptable conditions (most notably price); whether Icade is able to obtain the required regulatory permits; and whether any cost overruns or delays occur which could slow the pace of investment projects or stand in the way of their completion.

Likewise, the conclusion of planned disposals may be compromised by the lack of investors, in particular, in the case of properties with large surface areas that are highly priced.

5.2.8.3. Icade's profits depend on tenants, vacancy rates, and the renewal terms of commercial leases

Earnings in the property investment business come primarily from rental income, and can therefore be severely affected if a tenant responsible for a significant percentage of these earnings moves out or becomes insolvent. However in 2014, no tenant represented more than 7.3% of total rents received. The commercial rental market depends on the economic climate and local factors in the area surrounding each piece of property. Icade cannot guarantee that occupancy rates will not decrease in the coming years.

Furthermore, Icade cannot guarantee that it will be able to find new tenants quickly and renew leases at acceptable rents when they expire, or that changes in laws, regulations or case law will not impose new financial restrictions. Also, the Company is careful, as far as possible, to anticipate expiry dates of leases. Moreover, the terms and variation of the leases signed by Icade smooth out the effect of rental market fluctuation, to some extent.

According to changes in the economic environment, any financial difficulties encountered by tenant companies may be more frequent, impairing their solvency and consequently negatively impacting rates of rent recovery by Icade. Moreover, during periods of low inflation or drop in certain indices, negative rent indexations could not be excluded.

Given the limited number of housing units that Icade now retains, the impact of difficulties in collecting housing rent will be moderate.

Given the large number of clinics whose premises are owned by Icade, developments in public health policies may put pressure on the situation of tenant clinics and thus the profitability of these assets.

Any of these events, if they occur, could have a negative impact on the value of Icade's property, profits, or financial position.

5.2.8.4. Icade may not be able to renovate ageing property or bring some of its property into compliance with new standards

Icade may be required to invest considerable amounts in refurbishment work in order to renovate ageing property or bring property into compliance with new standards, specifically regarding energy improvements viz. the Grenelle 2 Law, or cope with rising maintenance or operating costs. Icade cannot guarantee that it will be able to obtain financing for such work, and investments in this work may not meet the Company's return criteria and may have negative consequences on its earnings.

The Company attentively monitors the technical state of its assets, carries out environmental upgrade audits and, for each asset in its portfolio, plans five-year renovation work.

5.2.9. Risks specific to the Property Development business

5.2.9.1. The expansion of Icade's property development business depends on land availability and its acquisition cost

The further expansion of Icade's property development business depends on the availability of land, the Company's success in being able to locate suitable plots and their acquisition cost, and therefore in factors that are not completely within Icade's control. The scarcity of available land, unfavourable pre-marketing operations and fierce competition among the different market participants could result in land prices escalating to levels that may not be compatible with the sale prices of transactions as estimated by Icade and could impair the Company's operations, profits and growth outlook.

5.2.9.2. Other than the discovery of pollution and its treatment, the discovery of archaeological remains could lead to work being suspended, causing additional costs and delays, or to the modification or abandonment of the planned construction programme

In this respect, the Group carries out systematic prior studies on the quality of the ground, with the support of specialist consultancy firms. In addition, all real estate acquisition contracts include clauses implicating the liability of the vendor in case of discovery of pollution.

5.2.9.3. Administrative authorisations that must be obtained prior to building may be granted at a later date, or indeed refused or disputed by third parties: building permits, CDAC or CNAC authorisations in the case of buildings destined for commercial use

This may result in delays in the execution of projects (execution of work, marketing), additional costs to adapt the programme, or even the abandonment of the project and loss of the research costs in certain cases.

5.2.9.4. Icade is exposed to changes in construction costs

The control of profitability in the property development business depends partly on the ability to have buildings constructed at a level of costs consistent with sale prices acceptable in the market. Construction costs have been subject to wide variations over the last few years. These variations may be related to changes in demand for the services of building companies, changes in the costs of labour and raw materials, or to changes in construction standards. Furthermore, in the case of a declining property market, the Group cannot maintain its level of margins, because the reduction in costs does not compensate for the drop in sales prices.

In addition, during operation, an extension of the duration of work or technical difficulties may lead to additional costs that are difficult to pass on to buyers. To reduce these additional costs, the Company accurately monitors the progress, costs and risks of each programme.

5.2.9.5. Icade may face claims from other parties after construction work is completed or property is made available

When Icade has marketed or sold a property programme, or has participated in such an operation as representative of the prime contractor, delegated prime contractor or project manager, it may be held liable by the prime contractors or buyers. This liability may result from non-compliance with contractual descriptions, damage, disorders affecting the buildings or delivery delays. While most of these construction faults or delivery delays would be either covered by Icade's mandatory insurance policies or attributable to other parties, the Company could be required to cover repair costs or pay damages to the corresponding prime contractors or buyers.

5.2.9.6. Icade's speculative and semi-speculative commercial property development carries specific risks

For a promoter, launching a speculative operation means doing so without any investors, while launching a semi-speculative operation means doing so while bearing part of the rental risk (pre-commercialisation rate or contracting a rental guarantee). Speculative and semi-speculative transactions face the risk that buyers or users cannot be located within a short period of time from launch of the building. This could incur significant expenses for Icade in terms of construction or financing costs, which could significantly diminish the profitability of these operations and, more generally, Icade's overall financial position and profits. In a period of reduced demand, particularly for business property, the Group limits this type of operation to rare and specific cases. Speculative transactions are subject to a prior agreement given by Icade's governing bodies. Moreover, for semi-speculative operations, commitment is restricted to partial or total consumption of the rental guarantee which is then entered on the financial statement of the transaction.

5.2.9.7. Certain of Icade's activities are conducted under the form of partnerships which, if they fail, could have a significant and unfavourable impact on Icade's operations and profits

The success of Icade's partnership projects depends on the specific partners and how well the partnership agreement is implemented, especially when Icade has only a minority interest in the project. Icade selects its partners and words its partner agreements carefully, but cannot guarantee that said partners will fulfil their obligations, comply with all applicable regulations, and provide high quality work. Moreover, financial difficulties or even cessation of payments from these partners could slow the course of the operations concerned and oblige Icade to bear the whole of the requirement for working capital, or increase costs. They would be likely to have negative consequences for Icade's business, profits and cash position.

For the year ending on 31 December 2014, the proportion of consolidated turnover arising from partnership operations represented about 9% of consolidated turnover for the housing development business, while about 1.9% came from commercial property development and public and healthcare property development. Icade keeps this risk under control by being attentive to the financial strength of its co-developers.

5.2.10. Risks specific to the Property Services business

In its property management business and in its activity as a management agent or a provider of safety and security services, Icade's criminal and civil liability could be implicated in the event of non-compliance with legal or regulatory obligations applicable to the buildings concerned and the services provided, in the event of bodily harm related to faulty maintenance or surveillance of the common parts of the buildings, or to the absence of urgent measures taken to correct serious disorders arising in the buildings. Icade's financial liability could be implicated for failure to advise in transaction or valuation operations during appraisal missions. It is possible that Icade could also be held liable in the event of serious, proven misconduct in the asset management activities it performs on behalf of third parties. This activity is subject to regulation by the AMF as part of its activities as a management company. Any such event could incur fines or criminal charges, and would damage Icade's reputation.

Icade has set up internal procedures to regulate these activities in order to reduce these risks.

5.3. Technical and environmental risks

5.3.1. Environmental risks related to pollution and soil quality

The current practice of property purchases waiving the hidden defects guarantee could make it difficult to take any action against the former owners of the building. This could result in additional expenses for Icade, which would have a negative impact on its financial position and profits.

Moreover, soil and sub-soil pollution or quality problems could hinder the progress of Icade's projects, new building construction, or renovation work, even after buildings are completed. Such problems could incur substantial delays or additional costs, possibly causing projects to exceed the initial estimates made when the project was set up. These additional costs may not be covered by Icade's insurance policies or claims against property inspectors. Also, Icade anticipates this risk, as far as it can, by means of adequate surveys and analyses. Thus, for example, it carries out a historical survey of areas of risk and the origin of pollution in the Parc des Portes de Paris.

5.3.2. Environmental risks related to public health and safety

All of Icade's businesses are subject to regulations concerning the accessibility of buildings to the disabled, public health, and the environment, covering a number of areas, including the ownership and use of classified facilities, the use, storage, and handling of hazardous materials in building construction; inspections for asbestos, lead, and termites; inspections of gas and electricity facilities; assessments of energy efficiency; and assessments of technological and natural risks. Moreover, construction or renovation works on buildings generate site accident risks, just as the occupation of buildings may be behind accidents for users. These situations lead to the risk of the civil – or possibly criminal – liability of Icade and/or its managers being invoked, and consequently damaging the Company's reputation.

Icade's procedures concerning its different businesses and the protection of its employees, in particular the strict maintenance of the master risk assessment document (Document Unique) enabling the proper application of these recommendations and obligations.

5.4. Legal and tax risks

5.4.1. Caisse des dépôts' controlling interest in the Company

The Caisse des dépôts indirectly exercises control of Icade via its subsidiary HoldC SIIC. In fact, it is the majority shareholder of the company HoldC SIIC, which holds 52% of the capital and 52.38% of the voting rights in the Company. Consequently, Caisse des dépôts has a significant influence on the Company via its HoldC SIIC subsidiary and can have all the resolutions submitted for the approval of Icade's shareholders at an Ordinary General Meeting adopted. Caisse des dépôts therefore has the ability to take decisions on its own relating to the appointment of members of the Board of Directors, approval of the consolidated and annual accounts and distribution of dividends.

5.4.2. Risks related to changes concerning sustainable development

Active on the property markets, Icade may be impacted in various ways by changes in the regulatory and legislative provisions concerning sustainable development, resulting from the national or European law. These are, in particular, likely to impose performance criteria on buildings managed and sold by the Company and particular responsibilities for services to third parties. These may result in costs being incurred, adaptations to processes or even risks of Icade's liability being implicated as operator or owner, both in relation to the property development business and concerning the acquisition and holding of buildings by the property investment division. The same goes for thermal regulation 2012 (TR 2012), which has imposed demanding energy performance (50 kWh of primary energy/m^2/year) in the production of new commercial buildings for all building permits filed since the end of October 2011, then in housing units for all building permits filed since January 2013.

Other obligations resulting from the Grenelle 2 Law of 2 July 2010 such as the establishment of a greenhouse gas emissions statement on the Corporate business as from 2013, the provision of "corporate social responsibility" information certified by a third-party auditor in the management report from 2012, the installation of electric outlets to charge vehicles from 2015, energy improvement work on the existing park, as well as the signing of green leases and their mandatory monitoring could affect management for its own account and for third parties. Other obligations, such as the conduct of an energetic audit before December 2015, create non-compliance risks and impose new organisations.

Tax provisions or, on the contrary, incentives, public financings or related items may change, penalising some products or the impact of some activities, or conversely, encouraging others, as shown in the change in repurchase prices for energy produced by photovoltaic facilities, or the change in tax breaks for real estate investments made by individuals, that may or may not give priority, depending on the finance laws, to energy efficiency levels that are more stringent than regulations.

New professional standards, quality labels or certification may regulate certain activities or impose non-regulatory technical objectives, appreciated or demanded by clients. The same goes for general demand from players regarding HQE environmental certifications on most new commercial buildings: to begin with restricted to office buildings, this demand now covers most commercial assets, such as shopping centres and clinics. This type of practice also affects the area of commercial property management with, for example, operational certification for buildings; this extends to renovation activities. It is sometimes completed by applications for double or triple certification that add certifications from other countries (BREEAM or LEED) to the HQE certification.

Icade anticipates such developments via a regulatory watch in terms of sustainable development, precise monitoring of its realisations and the market, and a sustainable development action plan that constantly adapts its product and service offering.

5.4.3. Modifications to the regulations applying to the property investment and property services businesses

Certain buildings held by the property investment division or managed by the Group as a service provider are subject to the regulation concerning establishments receiving the public. This applies particularly to the Le Millénaire shopping centre in Aubervilliers, or to high-rise buildings such as at La Défense for which Icade provides property management services.

More generally, non-compliance with, or any substantial modification to, the legislative and regulatory provisions concerning hygiene, health and safety, the environment, the construction of buildings and urban planning, could have a significant negative influence on the business, the profitability and the prospects for Icade's development or growth. The main consequences would be the requirement to undertake work to upgrade buildings, the increase in operating costs, and declining attractiveness for actual or potential tenants. Icade keeps a close watch on regulatory developments to cope with these risks.

In connection with its property investment and property services business, Icade takes into account the legislative and regulatory provisions concerning the relationships between lessors and lessees, particularly in the lessor's recovery of charges, in connection with the status of commercial leases amended by the Pinel law of 18 June 2014 and the methods for exercising the property agent profession amended by the ALUR law of 24 March 2014. Icade monitors case law developments in this area.

5.4.4. Changes to the rules applying to the property development business or to public-private partnerships

In its property development business, the Group is subject to numerous legislative and regulatory provisions and changes to them, particularly those introduced via the Grenelle 2 Law of 12 July 2010, those introduced by the ALUR law of 24 March 2014 concerning urban planning rules, restoration of polluted soil, pre-emptive rights. Any non-compliance with these provisions is likely to impact the business and operating profitability.

Moreover, operations carried out on behalf of public bodies, regardless of the type of contract used (particularly public contracts, public service delegations, temporary permission to occupy the public domain, administrative 99 year leases, hospital 99 year leases, partnership contracts) present specific risks related to (i) the instability of standards applicable to public orders which, over the last fifteen years, have been constantly amended by the public authorities or jurisprudence and in some cases validation by the French legislator of contracts concluded in an erroneous interpretation of the applicable rules (as well as public developer mandates concluded without tender proceedings before 6 March 2003) which does not avoid the risk that these contracts may still be considered to be null and void in the light of EC law; (ii) the fact that the procedures for concluding contracts, conducted by public authorities, may give rise to errors which may affect the validity of the contracts concluded; (iii) the possibility of legal action for cancellation initiated by unsuccessful tenderers, taxpayers or the Prefect, the existence and outcome of which may delay the start of an operation or even, if the contract is ruled null and void while it is under way, cap the remuneration of the co-contracting party to full or partial repayment of the costs incurred by the local authority to the exclusion of any profit; the specifics of administrative law which in particular allow a public body to unilaterally cancel an administrative contract at any time if the general interest justifies this and prohibits the co-contracting party from entering a plea of non-performance; (iv) the lengthy term of certain contracts (public service delegation, leases) making the profitability of the operation concerned uncertain. Icade protects itself against this risk by contractually scheduling the payment of compensation by the public body.

5.4.5. Risks relating to the failure to issue administrative authorisations and possible cancellation of authorisations issued

In its property development business, as well as in its property investment and service businesses, Icade is bound to obtain a number of administrative authorisations before carrying out any works, services or commissioning amenities. The examination of authorisation applications by the competent administrative departments takes time, which is not always easy to control. Icade cannot control the time needed to obtain these authorisations, including building permits. Once obtained, factors may cause them to be cancelled or rescinded, or they may expire. This could result in delays, additional costs, or the decision to abandon a project, which could have a negative impact on Icade's operations and profits.

5.4.6. Risks related to a change in tax laws

5.4.6.1. SIIC regime

In 2007, Icade opted for status as a French REIT (SIIC), exempting it from French corporate tax. The benefit of this status is subject to compliance with various conditions, which have been modified several times under the finance laws and annual amendments to finance laws, particularly under the amended Finance Law for 2006, the Finance Law for 2009 concerning the capital composition of SIICs and amendment to finance laws of 2013 concerning the increase in the share of exempted profits that must be distributed to shareholders. They may also be subject to the interpretation of the tax administration. If Icade fails to meet the conditions, or if Silic has failed to meet them previously, it would be required to pay additional taxes which would reduce its profits.

Icade complies with all the conditions of the SIIC regime. However, these conditions may continue to change. Also, the SIIC regime imposes compliance with a minimum ratio of 80% assets invested in property, assessed by comparing the gross value of assets allocated to achieving the company's main objectives (property, securities in property investment companies and associated receivables, etc.) with total gross assets. Given the wide range of Icade's business, this rule represents a restriction on the Company. It will continuously monitor this ratio. As at 31 December 2014, Icade's ratio was 91.19%.

5.4.6.2. Tax arrangements benefiting clients of Icade

Changes to tax laws, especially the abolition or developments in certain tax advantages in favour of rental investment (such as the "Duflot" law, renamed the "Pinel" law, which is more favourable), the introduction of requirements for such advantages (such as maximum rent or maximum tenant income), the introduction or amendment (via a series of finance laws) of measures to cap total tax advantages and to concentrate certain tax advantages on energy-saving homes, or the change to VAT rates applicable to certain activities, may have a significant influence on the property market and could consequently have a significant unfavourable impact on Icade's business, profit and prospects. They may also oblige the Company to refocus its property development business on products meeting the conditions for these regimes.

5.4.6.3. French tax rules

Icade is exposed to tax risks related to changes in regulations, such as those governing corporate taxation, the creation of new taxes, or more generally the increase in taxable income bases or tax rates. Even if the Company can in some cases pass on part of the corresponding charges, such changes could reduce its profits.

Moreover, the complexity, the formalism and the constant changes that characterise the tax environment in which it exercises its activities create risks of error in compliance with tax rules. Although the Company takes all measures to prevent them, Icade might be subject to adjustments and disputes in tax matters. Any adjustments or disputes may have unfavourable consequences for Icade's profits.

5.5. Financial risks

5.5.1. Credit and/or counterparty risks

In part, credit and counterparty risk concerns cash and cash equivalents, as well as the banks at which they are placed. The investment vehicles chosen have maturities of less than one year, a very low risk profile, and are monitored daily. A regular review of authorisations on those vehicles completes the control process. Additionally, in order to limit its counterparty risk, Icade only deals in rate derivatives with first-rate banking institutions, with which it has relations to finance its development. With both types of instruments, Icade applies a principle of dispersion of risk, avoiding any concentration of exposure to any single counterparty.

Credit and/or counterparty risk also applies in respect of tenants. To this end, the broad range of the client portfolio in the Commercial Property Investment Division limits this risk: the top ten tenants in terms of rent amount represent 44.3% of current rents. Client solvency is also analysed on a regular basis (see Chapter 3, note 24.4. "Credit risk").

5.5.2. Liquidity risks

Icade has limited its liquidity risk by centralising the management of its cash and debt and by diversifying its sources of funding.

The Group manages its medium and long-term liquidity risk through multi-year funding plans, and its short-term risk through confirmed, unused lines of credit.

The Company periodically carries out liquidity projections over a rolling 12 to 18-month period, presented to the Risk, Rates, Treasury and Finance Committee (CRTTF). It carries out the necessary adjustments so that it is able to meet its future contractual maturities. In view of the last review carried out, the Company considers that its resources are commensurate with its liquidity requirements.

On the whole, the availability of banking resources depends on our compliance with several financial ratios, in particular those related to the balance sheet structure (loan-to-value or LTV) and the interest coverage ratio (interest coverage ratio or ICR). As at 31 December 2013, as with the closings of previous years, the Group had observed all the covenants attached to the loans that it has taken out.

Finally, since 2013, the Group has initiated a diversification of its funding sources by disintermediating part of its debt on financial markets (public bond loans in euro and treasury bills), to spread out its exposure.

Additional information is provided in Chapter 2, paragraph 1.5.1. "Liquidity", and Chapter 3, paragraph 24.1. "Liquidity risk".

5.5.3. Market risks

5.5.3.1. Interest rate risk

5.5.3.1.1. Higher financing costs

Within the framework of Icade's need for external financing, it is exposed to rises in interest rates which could increase its financing costs. The Company has set up interest rate hedges designed to mitigate this risk, but cannot guarantee that these hedges will offset the entire effect of higher interest rates.

In this respect, for example, if the Caisse des Dépôts reduces it stake in the Company it would have an adverse effect on the financing and guarantees costs paid by the Company.

In addition, Icade's financing costs could also rise if the Company substantially increases its debt level or if its credit rating is downgraded.

The increase in the cost of liquidity, particularly from banks, due to the global financial crisis, may have a direct impact on Icade's financing margins.

5.5.3.1.2. Variation in interest rates

Icade's businesses are subject to fluctuations in interest rates. A significant increase in interest rates, especially over the long term, could significantly curtail demand and reduce the prices of new homes and offices developed by Icade and adversely affect the value of Icade's property assets.

Moreover, Icade is in part a borrower at variable rates. In order to limit the effect on profits of a variation in interest rates, Icade manages its exposure to interest rates by taking out interest rate derivatives (mainly single rate swaps and options). Through its hedging policy, Icade favours products that are eligible for hedge accounting in the sense of IAS 39, thus limiting the impact on profit/loss of a change in the fair values of its hedging instruments. Finally, the centralisation of the Group's financing facilitated the analysis and management of interest rate risk on the borrowing entities.

Additional information is provided in Chapter 3, paragraph 24.2. "Interest rate risk".

5.5.3.2. Foreign exchange risk

As Icade does not conduct any transactions in foreign currencies and all its assets and liabilities are expressed in euros, Icade is not exposed to any exchange risk.

5.5.3.3. Risk concerning shares and other financial instruments

Share price risk

Icade does not have any equity interests in listed companies and is therefore not exposed to the risk of share price fluctuations.

Icade does not invest any of its cash in equity investment funds or other financial instruments with an equity component.

In 2007, Icade implemented a share repurchase program and, within that framework, signed a liquidity contract with an investment services provider. Under this contract, Icade held 300,000 treasury shares at 31 December 2014. It also holds 239,308 treasury shares at 31 December 2014.

Changes in its share price can also have a limited impact on the value of the ORNANEs and on the income and on earnings per share.

6. INSURANCE AND DISPUTES

6.1. Insurance

6.1.1. General presentation of Icade's insurance policy

For several years, Icade has been part of a procedure designed to limit, in the long term, the number of its insurance brokers to two main brokers: the Marsh & McLenann firm (for all Icade insurance policies and those of its subsidiaries with the exception of third-party insurance in the property management field) and the Gras Savoye firm in the property management field for third-party insurance and related Icade contracts – Fleet and company car – Individual Accident and IT All-Risks.

This regrouping is due to a desire for rationalisation and harmonisation within Icade particularly in order to secure competitive rates, perpetuate risk coverage, ensure better control of cover and more efficient claims management enhanced by a report from the insurance department and their intervention whenever major or physical injury claims occur.

Thus, on the basis of the information available to it, Icade considers that the overall value of the insurance premiums of Icade and its subsidiaries should fall in 2015.

Depending on the various branches concerned, Icade's main insurance companies are (i) AXA for professional liability cover (ii) AXA for comprehensive property insurance, (iii) Albingia and AXA damage to works (dommages-ouvrage) and non-managing builder (Constructeur Non Réalisateur, CNR) insurance and (iv) AXA for public liability under the Hoguet Law.

6.1.2. Risk prevention and assessment material facts pertains to the Company's cover

The diversity of the businesses operated by Icade means that risk insurance varies according to each business's own insurance obligations and the main risks identified.

In collaboration with its brokers, Icade endeavours to maintain a level of cover that it considers appropriate to each identified risk, in particular subject to insurance market related constraints and according to an estimate of the amount it considers reasonable to cover and the probability of a future claim.

Thus, in order to identify and as far as possible quantify the most significant specific risks in its businesses, from 2002 Icade undertook a process of mapping its main risks.

This risk mapping, which breaks down into specific risks (business related) and non-specific risks (cross-disciplinary) is populated by risk reporting files. Each of these files identifies a specific risk which is assessed in terms of occurrence and impact and the critical nature of which is assessed by a set of measures (transfer to insurance, implementation of specific procedures or special measures, etc.).

These are examined on a quarterly basis by the management of the operational entity concerned and any changes are included in the mapping at the same frequency. In addition, any significant claims are monitored.

6.1.3. Icade's main insurance policies

Insurance policies taken out by Icade can be schematically grouped into two main categories: (i) compulsory insurance pursuant to legal or regulatory provisions, and (ii) insurance taken out by Icade in addition to compulsory insurance so as to provide cover for certain other risks.

In view of the large number of Icade businesses and the different types of insurance policies taken out within the framework of its activities, this section provides a summary of the main insurance policies taken out by Icade.

6.1.3.1. Main compulsory insurance

Compulsory insurance varies primarily according to Icade's three main businesses: Property Development, Property Investment and Property Services.

6.1.3.1.1. Property development

Icade has the compulsory insurance required by Law no. 7812 of 4 January 1978 covering completed works (so-called "damage to works" insurance) and the liability of the builder, the property developer/vendor of the building to be built or completed within ten years (the so-called "ten-year liability insurance" ("Responsabilité Civile Décennale") "non-managing builder" insurance or "CNR").

Damage to works insurance is taken out by anyone acting as the owner of the structure, vendor or trustee of the owner of the structure who has to carry out building work. This insurance must be taken out as soon as work commences on site and is primarily designed to pre-finance the repair of any problems appearing under the ten-year guarantee. This insurance primarily covers damage which compromises the strength of the structure or which, by affecting one of its constituent parts or one of its amenities, makes it unfit for its purpose. This buildings insurance therefore follows the building and is transferred to purchasers and then their successors in the event of a subsequent sale. The damage to works insurer can look to those responsible for the problems, including Icade, if they were at fault in the building operations.

Ten-year liability insurance or non-managing builder (CNR) insurance covers ten-year building liability whether said company carried out the building work or not, such as payment for the repairs to the building in which Icade was involved as builder, developer or vendor when it was held liable on the basis of the presumption established by articles 1792 and following of the Civil Code. This coverage is unlimited in respect of the compulsory cover.

It should be noted that courts tend to widen vendor and tenant liabilities beyond the minimum legal obligations.

6.1.3.1.2. Property Investment

This business involves taking out compulsory insurance in the field of buildings insurance both for new builds and for works carried out on assets.

Icade then has to take out damage to works and CNR policies when carrying out new building operations and damage to works policies known as "works to existing property" ("Travaux sur Existants") (including CNR) when carrying out major refurbishment works on its properties.

6.1.3.1.3. Provision of services

In its project management missions for public authorities or private companies, Icade can be considered as the lessor of the structure and as such comes under the compulsory ten-year insurance.

Where Icade and its subsidiaries operate as property trustee or administrator, they take out professional liability insurance to cover any financial consequences they may incur in that regard (Article 49 of Decree no. 72-678 of 20 July 1972 amended by Decree no. 2005-1315 of 21 October 2005).

6.1.3.2. Other main insurances taken out by Icade

6.1.3.2.1. Discretionary insurance covering building risks

This is primarily "contractor's all-risk" ("Tous Risques Chantier") insurance and various policies supplementing the developer's public liability cover as well as certain specific risks such as fire and natural disasters.

6.1.3.2.2. Discretionary insurance covering operations

Within its property investment business, Icade takes out comprehensive property insurance specifically covering owner's public liability and damage (up to a maximum sum corresponding to the as-new rebuilding value of the property). This insurance also includes insurance covering loss of rent due to possible non-availability of the building for a fixed period of 24 months.

6.1.3.2.3. Public liability insurance

All Icade's subsidiaries carry professional liability insurance, either individually (Icade Conseil, Icade PM, etc.), or within the framework of a Group policy for Icade and some of its subsidiaries (Icade Promotion).

This "all-risks except" policy is taken out with AXA France IARD Insurance and specifically covers the financial consequences of liability stemming from applicable law (criminal, negligence and contractual public liability) which may be incumbent on the insured due to or on the occasion of its business activities by virtue of any damage and/or loss caused to third parties.

6.1.3.2.4. Other insurance policies

Icade has also taken out various other insurance policies covering property and liability of various kinds.

In particular:

- public liability insurance for corporate officers;
- fleet car insurance and so-called "company car" insurance for those employees who use their staff vehicles;
- IT all-risks insurance;
- Environmental risks insurance.

6.1.3.3. Cover and excess payments

6.1.3.3.1. Coverage

The main coverage taken out by Icade under these insurance policies currently in force can be summarised as follows:

- with regard to buildings insurance, work undertaken is covered up to its realisation cost; (works and fees);
- with regard to comprehensive property insurance, buildings are covered up to their as-new rebuilding value, in certain cases however subject to a policy limit per claim;
- with regard to public liability, the Group policy for Icade and some of its subsidiaries offers a cover ceiling of approximately €20 million;
- with regard to other insurances, these usually include cover ceilings based on the replacement values of the damaged goods.

6.1.3.3.2. Excesses

The main excesses relating to the insurance policies taken out by Icade which are currently in force can be summarised as follows:

- with regard to buildings insurance (contractor's liability insurance), the policies of Icade and its subsidiaries do not usually carry an excess; the "contractor's all-risk" and "non-managing builder" policies are subject to excess payments of €7,500 and €2,000, respectively;
- with regard to comprehensive property policies, Icade's policies carry limited excesses that are different depending on the nature of the cover;
- with regard to public liability, the Group policy for Icade and some of its subsidiaries carries a general excess of €45,734, except for Icade Property Development where the excess is 15% of the value of the claim with a minimum of €100,000 and a maximum of €200,000;
- the policies taken out under "other insurance" carry small excesses.

6.2. Disputes

Icade and its subsidiaries are parties (i) to a number of claims or disputes within the normal course of their business activities, primarily property development for construction and urban planning permits, as well as (ii) a number of other claims or disputes which, if they prove well-founded and given the amounts in question, their possible recurrence and their impact in terms of image could have a significant unfavourable impact on Icade's business, results and financial position.

These claims or disputes are, where appropriate, covered by provisions set up in the accounts of the companies concerned for the year ended 31 December 2014, depending on their probable outcome and where it was possible to estimate their financial consequences. Thus, Icade's legal department carries out an annual census of all disputes involving Icade and its subsidiaries, indicating the amount of any provision required for each significant case or dispute.

The provisions for disputes accounted for at 31 December 2014 were €14.6 million for the entire Group (of which €4.9 million for disputes over property development).

Icade considers that these provisions represent reasonable cover for these claims and disputes.

6.2.1. Tax dispute

When the accounts were audited during the 2010 financial year, in its proposed tax reassessment (8 December 2010), the French Tax Authorities questioned the market values as at 31 December 2006, resulting from the property valuations that were used as the basis for calculating the exit tax (corporate tax at the rate of 16.50%) during the merger/absorption of Icade Patrimoine (Assets) by Icade as at 1 January 2007. An increase in the bases of the exit tax resulted from this, which generated an additional tax of €204 million excluding interest. In another proposed correction dated 26 April 2012, the tax authorities increased the rate of taxation applicable to some of the revised amounts from 16.5% to 19%. The additional tax was then increased to €206 million.

On 16 July 2012, Icade applied to consult the "Commission Nationale des Impôts Directs et Taxes sur le Chiffre d'Affaires" (National Commission for Direct Taxes and Turnover Taxes).

At the end of the hearing on 5 July 2013, the Commission gave an opinion questioning the valuation method used by the tax authorities ("[the comparison method] would appear much less suitable than the DCF to the type of assets in question") while recording that some sales carried out in 2007 had been completed for higher prices than those used to estimate the exit tax.

The tax authorities did not follow the commission's recommendation and maintained the increases initially notified, and informed Icade on 3 December 2013 of this decision at the same time as the Commission's opinion was sent.

On 11 December 2013, in accordance with the applicable procedure, the tax authorities therefore sent a payment demand for all sums, *i.e.* €225,084,492, including late payment interest (or €206 million in principal).

Maintaining its position, on 23 December 2013 Icade filed a claim asking for complete discharge of the sums demanded along with deferral of payment.

This deferral was obtained after the submission of a bank guarantee covering the entire tax bill (excluding late-payment interest).

In not replying to the Company's claim, the tax authorities implicitly rejected it.

As a result, in consultation with its legal firms, Icade filed an action with the competent Administrative Court on 17 December 2014 challenging the entire amount of the proposed reassessment.

Consequently, as was the case at 31 December 2013, no provision was recorded for this purpose at 31 December 2014.

6.2.2. Report on pending legal proceedings related to the combination with Silic

6.2.2.1. Proceedings related to the public offer initiated by Icade over Silic

By appeal dated 3 and 4 May 2012, SMA Vie BTP and the Association for the Defence of Minority Shareholders (ADAM) respectively petitioned the Paris Court of Appeal to annul the AMF conformity decision regarding the public offer initiated by Icade for Silic.

By an order dated 27 June 2013, the Paris Court of Appeal rejected all of the appeals by ADAM and SMA Vie BTP thus confirming the validity and lawfulness of the Offer.

On 23 July 2013, SMA Vie BTP brought an appeal against the ruling by the Paris Court of Appeal dated 27 June 2013.

On 25 November 2014, the Court of Cassation rejected the SMA Vie BTP appeal.

6.2.2.2. Proceedings related to the merger-absorption of Silic by Icade

In a notice published on 28 November 2013, the AMF decided that the draft terms of merger, which it had examined in accordance with the provisions of Article 236-6 of the AMF's general regulations, did not justify the buyout offer on Silic securities prior to the implementation of the merger.

In proceedings on 6 December 2013, SMA Vie BTP brought an application before the Paris Court of Appeal to annul the above-mentioned decision by the AMF.

On 8 January 2015, the Paris Court of Appeal rejected all claims of SMA Vie BTP.

6.3. Declaration relating to disputes

With the exception of the disputes described in this chapter, there are no other government, judicial or arbitrage proceedings, including any proceedings of which the Company is aware, which are pending or threatening, that may have or have had in the last 12 months significant impact on the financial position or profitability of the Company and/or Group.

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7. OTHER INFORMATION

7.1. Attribution of results and distribution policy

7.1.1. History of dividends and attribution proposal

Icade	2012	2013	2014
Dividend distributed in € million for the year	189.3	271.3	276.1 (**)
Dividend distributed/share ***(in €)*** (*)	3.64	3.67	3.73
Number of shares at 31 December	52,000,517	73,916,109	74,022,386 (***)

(*) Excluding treasury shares.
(**) Subject to the approval of the annual OGM. This sum will be adjusted to the number of shares in existence on the day of the annual OGM.
(***) Number of shares as at 31/12/2014 at midnight.

7.1.2. Summary of financial data for the past five years

Icade - Nature of indications	2014	2013	2012	2011	2010
1 – Financial position at year-end					
A Share capital	112,831,295	112,669,299	79,263,666	79,251,083	78,961,283
B Number of shares issued	74,022,386	73,916,109	52,000,517	51,992,262	51,802,133
C Total bonds convertible into shares	0	0	0	0	164,016
2 – Total profit/(loss) from transactions					
A Turnover excluding tax	337,698,268	174,908,821	180,946,050	182,223,915	254,997,762
B Profit/(loss) before tax, employee profit-sharing, depreciation, amortisation and provisions	275,186,266	145,586,017	211,966,065	91,025,893	1,280,192,556
C Tax on profit on ordinary activities	5,995,796	6,361,617	4,003,466	546,667	2,636,413
D Profit/(loss) after tax, depreciation, amortisation and provisions	95,094,569	(31,183,581)	61,199,462	92,175,923	1,219,149,641
E Total dividend distribution		270,944,411	188,476,062	192,563,151	375,729,032
3 – Profit/(loss) from transactions reduced to a single share					
A Profit/(loss) after tax and employee profit-sharing, but before depreciation, amortisation and provisions	3.637	1.884	3.999	1.740	24.537
B Profit/(loss) after tax, employee profit-sharing, depreciation, amortisation and provisions	1.285	(0.422)	1.177	1.773	23.535
C Dividend paid per share	(*)	3.67	3.64	3.72 (**)	7.30
4 – Personnel					
A Number of employees at year-end	12	342	309	308	346
B Total payroll expense	19,404,131	27,423,673	25,104,852	25,292,235	37,708,820
C Amount of sums paid for employee benefits (social security, social welfare programmes, etc.)	6,393,398	12,419,164	11,329,377	10,780,857	15,855,224

(*) Subject to the approval of the annual OGM. This sum will be adjusted to the number of shares in existence on the day of the annual OGM.
(**) Including €0.37 in exceptional dividends.

7.2. Information on payment schedules

7.2.1. Trade payables

At 31 December 2014, trade payables and related debts, including intra-group debts, stood at €43.5 million compared to €28.6 million at 31 December 2013.

Details are presented below:

31 December 2014 *(in millions of euros)*	Payables with no term	Trade payables with maturities of less than 30 days	Trade payables with maturities of between 30 and 60 days	Trade payables with maturities of between 60 and 90 days	Trade payables with maturities of over 90 days	Total
Trade payables		3.5				3.5
Retention funds					0.2	0.2
Suppliers - invoices not sent	39.8					39.8
TOTAL	**39.8**	**3.5**			**0.2**	**43.5**

31 December 2013 *(in millions of euros)*	Payables with no term	Trade payables with maturities of less than 30 days	Trade payables with maturities of between 30 and 60 days	Trade payables with maturities of between 60 and 90 days	Trade payables with maturities of over 90 days	Total
Trade payables		1.8				1.8
Retention funds						
Suppliers - invoices not sent	26.8					26.8
TOTAL	**26.8**	**1.8**				**28.6**

The payment schedule agreed with suppliers is generally between thirty and sixty days. Overall, these terms are respected, with any disputes handled on a case-by-case basis.

7.2.2. Trade receivables

At 31 December 2014, trade receivables and related accounts, stood at €79.9 million compared to €64.6 million at 31 December 2013.

Details are presented below:

31 December 2014 *(in millions of euros)*	Receivables not due	Trade receivables with maturities of less than 30 days	Trade receivables with maturities of between 30 and 60 days	Trade receivables with maturities of between 60 and 90 days	Trade receivables with maturities of over 90 days	Total
Trade receivables	0.2	2.5	1.8	0.2	12.0	16.7
Invoices to be prepared	63.2					63.2
TOTAL	**63.4**	**2.5**	**1.8**	**0.2**	**12.0**	**79.9**

31 December 2013 *(in millions of euros)*	Receivables not due	Trade receivables with maturities of less than 30 days	Trade receivables with maturities of between 30 and 60 days	Trade receivables with maturities of between 60 and 90 days	Trade receivables with maturities of over 90 days	Total
Trade receivables	0.5	2.1	1.8	0.2	12.5	17.1
Invoices to be prepared	47.5					47.5
TOTAL	**48.0**	**2.1**	**1.8**	**0.2**	**12.5**	**64.6**

CHAPTER 3

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED FINANCIAL STATEMENTS

Consolidated income statement

(in millions of euros)	Notes	31/12/2014	31/12/2013 restated (1)
Revenues	**3-4**	**1,759.8**	**1,456.7**
Revenue from other related business		3.6	3.8
Net business-related financial income		0.6	1.5
Income from operating activity		**1,764.0**	**1,462.0**
Purchases used		(958.0)	(766.8)
Outside services		(114.5)	(85.8)
Tax, duty and similar payments		(13.2)	(26.2)
Personnel charges, profit sharing and share incentive scheme		(150.0)	(152.1)
Other business-related charges		(5.6)	6.8
Charges on operating activities		**(1,241.3)**	**(1,024.1)**
EBITDA		**522.7**	**437.9**
Depreciation charges net of investment grants	3	(274.0)	(204.8)
Charges and reversals related to impairment on tangible, financial and other current assets	3	(5.5)	(66.0)
Profit/(loss) on acquisitions		-	-
Profit/loss from disposals	4	99.1	122.4
Depreciation of goodwill and intangible assets		(1.0)	(3.1)
Share in profit/loss of equity-accounted companies		6.2	20.5
OPERATING PROFIT/(LOSS)	**4**	**347.5**	**306.9**
Cost of gross debt		(149.6)	(139.3)
Net income from cash and cash equivalents, related loans and receivables		18.6	12.1
Cost of net financial debt		**(131.0)**	**(127.2)**
Other financial income and charges		(9.7)	4.1
FINANCIAL PROFIT/(LOSS)	**5**	**(140.7)**	**(123.1)**
Income tax expense	6	(34.0)	(38.9)
Profit/(loss) from discontinued operations		-	-
NET PROFIT/(LOSS)		**172.8**	**144.9**
Profit/(loss) Share of non-controlling interests		21.3	18.0
Net profit: attributable to owners of the Company		**151.5**	**126.9**
Net income, Group share per share ***(in €)***	**26**	**2.06**	**2.09**
including net income attributable to owners of the Company from discontinued activities per share		-	-
Number of shares used in the calculation		73,686,607	60,789,505
Net income, Group share per share after dilution ***(in €)***	**26**	**2.05**	**2.08**
including net income attributable to owners of the Company from discontinued activities per share		-	-
Number of shares used in the calculation		73,735,312	60,865,381
NET INCOME FOR THE PERIOD		**172.8**	**144.9**
Other items of overall profit/(loss):			
Other comprehensive income recyclable in the income statement:		**5.1**	**76.4**
Financial assets available for sale		-	-
- Changes in fair value recognized directly in equity		-	-
- Transfer to income statement for the period		-	-
Recyclable cash flow hedging		5.1	76.4
- Changes in fair value recognized directly in equity		1.0	68.6
- Transfer to income statement of instruments not qualified for hedging		4.1	7.8
Tax on other comprehensive income recyclable on the income statement		-	-
Other comprehensive income not recyclable on the income statement		**(4.6)**	**(7.0)**
Actuarial gains and losses and adjustments of the asset ceiling		(4.9)	(8.8)
Taxes on actuarial gains and losses and adjustments of the asset ceiling		0.3	1.8
Total overall profit/loss recognized in equity		**0.5**	**69.4**
Including transfer to net income		4.1	7.8
Total overall income for the period		**173.3**	**214.3**
- Share of non-controlling interests		18.2	19.9
- Group share		155.1	194.4

(1) Taking into account the application of the IFRS 11 standard on the accounts published December 2013.

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Consolidated Statement of Financial Position

ASSETS *(in millions of euros)*	**Notes**	**31/12/2014**	**31/12/2013 restated [1]**
Goodwill	7	69.5	69.7
Net intangible assets		4.0	3.8
Net tangible assets	8	85.4	90.5
Net investment properties	8	7,844.2	7,713.2
Non-current securities available for sale	9	16.9	7.1
Equity-accounted securities	32	137.0	142.9
Other non-current and derivative financial assets	10-23	3.2	6.9
Deferred tax assets	6	17.8	10.5
TOTAL NON-CURRENT ASSETS		**8,178.0**	**8,044.6**
Stocks and in progress	11	450.8	631.4
Trade receivables	12	549.7	510.9
Amounts due from customers (building contracts and off-plan sales)	13	21.9	17.9
Tax receivables		5.4	9.2
Miscellaneous receivables	14	376.5	365.5
Current securities available for sale	9	-	-
Other current and derivative financial assets	15-23	139.6	180.1
Cash and cash equivalents	16	478.2	512.3
Assets held for sale	17	-	6.9
TOTAL CURRENT ASSETS		**2,022.1**	**2,234.2**
TOTAL ASSETS		**10,200.1**	**10,278.8**

(1) Taking into account the application of the IFRS 11 standard on the accounts published December 2013.

LIABILITIES *(in millions of euros)*	**Notes**	**31/12/2014**	**31/12/2013 restated [1]**
Capital		112.8	112.7
Premiums		2,686.1	2,679.3
Treasury shares		(40.1)	(27.1)
Revaluation reserves		(89.9)	(98.3)
Other reserves		1,221.9	1,374.1
Net Profit Group Share		151.5	126.9
Equity – Group share	**18**	**4,042.3**	**4,167.6**
Non-controlling interests	19	487.9	412.3
CAPITAL AND RESERVES		**4,530.2**	**4,579.9**
Non-current provisions	20-27	35.7	29.2
Long-term financial debt	21	3,671.5	3,360.5
Tax payable		1.6	1.7
Deferred tax payable	6	11.9	12.2
Other non-current and financial liabilities	23	162.5	161.4
TOTAL NON-CURRENT LIABILITIES		**3,883.2**	**3,565.0**
Current provisions	20	39.1	30.9
Current financial debts	21	704.7	1,095.3
Current tax payable		7.5	13.2
Trade payables		410.9	399.2
Amounts due to customers (building contracts and off-plan sales)	13	1.6	4.8
Miscellaneous current payables	22	609.4	569.7
Other current and derivative financial liabilities	23	13.5	20.8
Liabilities intended to be sold	17	-	-
TOTAL CURRENT LIABILITIES		**1,786.7**	**2,133.9**
TOTAL LIABILITIES AND CAPITAL AND RESERVES		**10,200.1**	**10,278.8**

(1) Taking into account the application of the IFRS 11 standard on the accounts published December 2013.

Consolidated cash flow statement

(in millions of euros)	31/12/2014	31/12/2013 restated [(1)]
I) OPERATIONS RELATED TO OPERATING ACTIVITY		
Net profit/(loss)	**172.8**	**144.9**
Net allocations to depreciation, amortization and provisions	287.2	265.1
Unrealized gains and losses due to changes in fair value	7.4	(8.5)
Other accruals	8.8	11.9
Capital gains or losses on disposal of assets	(62.4)	(62.6)
Capital gains or losses on disposal of consolidated securities	(49.3)	(66.0)
Share of profit/(loss) of equity-accounted companies	(6.2)	(21.9)
Cash flow from operating activities after cost of net financial debt and tax	**358.3**	**262.9**
Cost of net financial debt	113.9	128.5
Tax expense	33.3	38.1
Cash flow from operating activities before cost of net financial debt and taxes	**505.5**	**429.5**
Interest paid	(117.3)	(145.3)
Tax paid	(45.6)	(31.6)
Change in working capital requirement related to operating activities	143.6	(82.5)
NET CASH FLOW FROM OPERATING ACTIVITY	**486.2**	**170.1**
II) INVESTMENT ACTIVITIES		
Tangible and intangible assets and investment properties		
- acquisitions	(685.1)	(352.1)
- disposals	340.3	355.0
Investment grants received	0.5	1.0
Change in deposits paid and received	(0.3)	(0.1)
Change in financial accounts receivable	6.2	5.3
Operational investments	**(338.4)**	**9.1**
Securities available for sale		
- acquisitions	-	(4.6)
- disposals	-	-
Consolidated securities		
- acquisitions	(28.9)	(14.4)
- disposals	80.0	92.7
- impact of changes in scope	(4.4)	1.5
Dividends received	18.1	2.7
Financial investments	**64.8**	**77.9**
NET CASH FLOW FROM INVESTMENT ACTIVITIES	**(273.6)**	**87.0**
III) FINANCING ACTIVITIES		
Sums received from shareholders on increases in capital		
- paid by Icade shareholders	6.9	0.5
- paid by non-controlling interests of consolidated subsidiaries	82.6	108.7
Dividends paid during the financial year		
- dividends (including deduction at source) and interims paid in the year by Icade	(270.9)	(188.5)
- dividends and interims paid in the year to non-controlling interests of consolidated subsidiaries	(24.1)	(14.8)
Buy-back of treasury stock	(19.1)	(6.6)
Change in cash flow from capital transactions	**(224.6)**	**(100.7)**
Issues or subscriptions of borrowings and financial debts	1,263.0	1,082.9
Repayment of borrowings and financial debts	(1,274.0)	(1,153.9)
Acquisitions and disposals of current financial assets	72.0	(37.9)
Change in cash flow from financing activities	**61.0**	**(108.9)**
NET CASH FLOW FROM FINANCING ACTIVITIES	**(163.6)**	**(209.6)**
NET CHANGE IN CASH POSITION (I) + (II) + (III)	**49.0**	**47.5**
NET CASH POSITION AT THE START OF THE YEAR	**392.8**	**345.3**
NET CASH POSITION AT THE END OF THE YEAR	**441.8**	**392.8**
Cash and cash equivalents (excluding accrued interest not due)	476.5	510.6
Bank overdrafts (excluding accrued interest not due)	(34.7)	(117.8)
NET CASH POSITION	**441.8**	**392.8**

(1) Taking into account the application of the IFRS 11 standard on the accounts published December 2013.

Consolidated statement of change in consolidated capital and reserves

(in millions of euros)	Capital	Issue premium and merger premium	Cash flow hedging net of tax	Securities available for sale	Other reserves	Equity – attributable to owners of the company	Non-controlling interests	Total Equity
AT 31/12/2013	**112.7**	**2,679.3**	**(97.8)**	**(0.5)**	**1,473.9**	**4,167.6**	**412.3**	**4,579.9**
Change in method after implementation of the IFRS 11 standard modified on 01/01/2014			**-**	**-**	**-**	**-**	**-**	**-**
01/01/2014 RESTATED	**112.7**	**2,679.3**	**(97.8)**	**(0.5)**	**1,473.9**	**4,167.6**	**412.3**	**4,579.9**
Cash flow hedges:								
- Changes in fair value recognized directly in equity (1)			4.1			4.1	(3.1)	1.0
- Recycling through profit/(loss) of revaluation reserves			4.1			4.1	-	4.1
Fair value of securities available for sale:								
- Change in fair value				-		-	-	-
- Transfer to income statement for the period				-		-	-	-
Other items recognised in equity								
- Actuarial gains and losses and adjustments of the asset ceiling					(4.9)	(4.9)	-	(4.9)
- Taxes on actuarial gains and losses and adjustments of the asset ceiling					0.3	0.3	-	0.3
TOTAL CHANGES DIRECTLY RECOGNISED IN RESERVE ACCOUNTS (I)			**8.2**	**-**	**(4.6)**	**3.6**	**(3.1)**	**0.5**
NET PROFIT/(LOSS) (II)					**151.5**	**151.5**	**21.3**	**172.8**
TOTAL RECOGNISED INCOME AND EXPENSES (I) + (II)			**8.2**	**-**	**146.9**	**155.1**	**18.2**	**173.3**
Dividends for 2013					(270.9)	(270.9)	(24.1)	(295.0)
Variation in percentage of interest			-	-	-	-	-	-
Additions to the consolidation scope	-	-	-	-	-	-	-	-
Capital increase	0.1	6.8	-	-	-	6.9	82.6	89.5
Effect on equity of mergers	-	-	-	-	-	-	-	-
Treasury shares (2)			-	-	(19.1)	(19.1)	-	(19.1)
Other (3)			0.2	-	2.5	2.7	(1.1)	1.6
AT 31/12/2014	**112.8**	**2,686.1**	**(89.4)**	**(0.5)**	**1,333.3**	**4,042.3**	**487.9**	**4,530.2**

(1) Changes in the value of cash flow hedges were not significant in 2014.
(2) As at 31 December 2014, Icade held 539,308 treasury shares valued at €40.1 million.
(3) This item includes a €1.7 million positive impact, on reserves, from conditional stock options and bonus shares.

(in millions of euros)	Capital	Issue premium and merger premium	Cash flow hedging net of tax	Securities available for sale	Other reserves	Equity – attributable to owners of the company	Non-controlling interests	Total Equity
AT 31/12/2012	**79.3**	**1,303.9**	**(172.8)**	**(0.5)**	**1,443.0**	**2,652.9**	**310.7**	**2,963.6**
Change in method after implementation of the IAS19 standard modified on 01/01/2013			**-**	**-**	**2.5**	**2.5**	**-**	**2.5**
AT 01/01/2013 RESTATED	**79.3**	**1,303.9**	**(172.8)**	**(0.5)**	**1,445.5**	**2,655.4**	**310.7**	**2,966.1**
Cash flow hedges:								
- Changes in fair value recognized directly in equity [1]			65.8			65.8	2.8	68.6
- Recycling through profit/(loss) of revaluation reserves			8.7			8.7	(0.9)	7.8
Fair value of securities available for sale								
- Change in fair value				-	-	-	-	-
- Transfer to income statement for the period				-	-	-	-	-
Other items recognised in equity								
- Actuarial gains and losses and adjustments of the asset ceiling					(8.8)	(8.8)	-	(8.8)
- Taxes on actuarial gains and losses and adjustments of the asset ceiling					1.8	1.8	-	1.8
TOTAL CHANGES DIRECTLY RECOGNISED IN RESERVE ACCOUNTS (I)			**74.5**	**-**	**(7.0)**	**67.5**	**1.9**	**69.4**
NET PROFIT/(LOSS) (II)					**126.9**	**126.9**	**18.0**	**144.9**
TOTAL RECOGNISED INCOME AND EXPENSES (I) + (II)	**-**	**-**	**74.5**	**-**	**119.9**	**194.4**	**19.9**	**214.3**
Dividends for 2012					(188.5)	(188.5)	(19.3)	(207.8)
Variation in percentage of interest			0.4	-	106.3	106.7	101.0	207.7
Additions to the consolidation scope	-	-	-	-	-	-	-	-
Capital increase	-	0.4	-	-	-	0.4	-	0.4
Increase in capital following takeover of companies [4]	31.2	1,371.8	-	-	-	1,403.0	-	1,403.0
Effect on equity of mergers [5]	2.2	3.2	0.1	-	(5.5)	-	-	-
Treasury shares [2]			-	-	(6.6)	(6.6)	-	(6.6)
Other [3]			-	-	2.8	2.8	-	2.8
AT 31/12/2013	**112.7**	**2,679.3**	**(97.8)**	**(0.5)**	**1,473.9**	**4,167.6**	**412.3**	**4,579.9**

(1) The positive changes in value of cash flow hedges are considerable at 31 December 2013; they follow the rise in interest rates compared to those observed at 31 December 2012.
(2) As at 31 December 2013, Icade held 320,305 treasury shares valued at €27.2 million.
(3) In particular, this item includes a €2.6 million positive impact, on reserves, from conditional stock options and bonus shares.
(4) The increase in equity of €1,403 million concerns the acquisition of Silic, net of costs booked as issue premium.
(5) The increase in merger premium of €3.2 million concerns the mergers of the CFI and Icade Commerces subsidiaries.

The financial statements are presented in millions of euros, rounded to the nearest hundred thousand euros. Rounding errors may therefore appear between the various statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. ACCOUNTING PRINCIPLES

1.1. Standards applied

The consolidated financial statements of the Icade group ("the Group") as at 31 December 2014 have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted in the European Union pursuant to European regulation no.1606/2002 dated 19 July 2002. The statements were approved by the Board of Directors of Icade on 17 February 2015 and will be submitted for approval at the Annual General Meeting of shareholders to be held on 29 April 2015. The consolidated financial statements published by the Group on 31 December 2013 had been prepared and approved using the same principles and methods, with the exceptions of those indicated below.

The International Accounting Standards are published by the IASB (International Accounting Standards Board) and have been adopted by the European Union. They include the IFRS (International Financial Reporting Standards), the IAS (International Accounting Standards) and their interpretations.

Standards, amendments and interpretations mandatory from 31 December 2014:

- IFRS 10 "Consolidated financial statements";
- IFRS 11 "Business combinations (retrospective application";
- IFRS 12 "Disclosure of interests in other entities";
- the amendments to IFRS 10, IFRS 11, and IFRS 12;
- the amendments to IAS 32 "Offsetting financial assets and financial liabilities";
- the amendments to IAS 39 "Novation of derivatives and continuation of hedge accounting";
- the amendments to IAS 36 "Recoverable amount disclosures for non-financial assets";
- IAS 27 revised "Consolidated and separate financial statements" and IAS 28 "Investments in associates".

The impacts of the adoption of these standards are indicated below.

In adopting IFRS 10 and 11, the Articles of Association and other partners'agreements of companies not wholly owned by Icade are analysed to measure the asset rights and liability obligations of the companies concerned. This analysis led to applying the equity method to 99 companies, on 1 January 2013, instead of proportionate consolidation, which was previously used: 96 of those companies belong to the Property Development segment and 3 belong to the Property Investment segment. One of the latter three was Odysseum SAS (shopping centre holding company) which was sold in November 2013.

The full list of companies impacted by the change in accounting methods is disclosed in the note "Consolidation scope".

The 31 December 2013 financial statements have been restated to reflect the new consolidation methods adopted as part of the retrospective impact of the application of IFRS 10 and 11. Those restatements have no impact on earnings attributable to owners of the Group. The restated amounts are now recognised under "Equity-accounted securities" in the statement of financial position, and under "Share in profit/loss of equity-accounted companies" in the income statement. The latter item is included in operating profit/(loss), in the same way as the share of profit/(loss) of companies historically consolidated using the equity method, previously positioned after financial profit/(loss).

The impacts in 2013 on the Group's consolidated statement of financial position are:

ASSETS *(in millions of euros)*	**Published 31/12/2013**	**Property investment**	**Property development**	**Intra-group inter-business eliminations**	**31/12/2013 restated**
Goodwill	69.7	-	-	-	69.7
Net intangible assets	3.8	-	-	-	3.8
Net tangible assets	90.5	-	-	-	90.5
Net investment properties	7,930.7	(217.5)	-	-	7,713.2
Non-current securities available for sale	7.0	-	-	0.1	7.1
Equity-accounted securities	0.8	114.7	27.4	-	142.9
Other non-current and derivative financial assets	6.9	-	-	-	6.9
Deferred tax assets	10.6	-	(0.1)	-	10.5
TOTAL NON-CURRENT ASSETS	**8,120.0**	**(102.8)**	**27.3**	**0.1**	**8,044.6**
Stocks and in progress	683.2	-	(51.8)	-	631.4
Trade receivables	530.2	(2.5)	(18.7)	1.9	510.9
Amounts due from customers (building contracts and off-plan sales)	18.0	-	-	(0.1)	17.9
Tax receivables	9.4	-	(0.2)	-	9.2
Miscellaneous receivables	374.0	3.5	(5.0)	(7.0)	365.5
Current securities available for sale	0.1	-	(0.1)	-	-
Other current and derivative financial assets	29.6	121.2	29.3	-	180.1
Cash and cash equivalents	569.4	(5.4)	(51.6)	(0.1)	512.3
Assets held for sale	6.9	(0.1)	-	0.1	6.9
TOTAL CURRENT ASSETS	**2,220.8**	**116.7**	**(98.1)**	**(5.2)**	**2,234.2**
TOTAL ASSETS	**10,340.8**	**13.9**	**(70.8)**	**(5.1)**	**10,278.8**

LIABILITIES *(in millions of euros)*	**Published 31/12/2013**	**Property investment**	**Property development**	**Intra-group inter-business eliminations**	**31/12/2013 restated**
Capital	**112.7**	**-**	**-**	**-**	**112.7**
Premiums	2,679.3	-	-	-	2,679.3
Treasury shares	(27.1)	-	-	-	(27.1)
Revaluation reserves	(98.3)	-	-	-	(98.3)
Other reserves	1,374.1	-	-	-	1,374.1
Net Profit Group Share	126.9	-	-	-	126.9
Equity – Group share	**4,167.6**	**-**	**-**	**-**	**4,167.6**
Non-controlling interests	412.3	-	-	-	412.3
CAPITAL AND RESERVES	**4,579.9**	**-**	**-**	**-**	**4,579.9**
Non-current provisions	39.4	(1.4)	(8.8)	-	29.2
Long-term financial debt	3,360.5	-	-	-	3,360.5
Tax payable	1.7	-	-	-	1.7
Deferred tax payable	11.2	-	0.9	-	12.2
Other non-current and financial liabilities	163.2	(1.8)	-	-	161.4
TOTAL NON-CURRENT LIABILITIES	**3,576.0**	**(3.2)**	**(7.9)**	**-**	**3,565.0**
Current provisions	22.0	1.4	7.5	-	30.9
Current financial debts	1,109.3	(0.4)	(13.6)	-	1,095.3
Current tax payable	13.1	-	0.1	-	13.2
Trade payables	453.7	(2.4)	(52.1)	-	399.2
Amounts due to customers (building contracts and off-plan sales)	5.2	-	(0.5)	-	4.8
Miscellaneous current payables	560.7	18.6	(4.3)	(5.1)	569.7
Other current and derivative financial liabilities	20.9	(0.1)	-	-	20.8
Liabilities intended to be sold	-	-	-	-	-
TOTAL CURRENT LIABILITIES	**2,184.9**	**17.1**	**(62.9)**	**(5.1)**	**2,133.9**
TOTAL LIABILITIES AND CAPITAL AND RESERVES	**10,340.8**	**13.9**	**(70.8)**	**(5.1)**	**10,278.8**

(in millions of euros)	Published 31/12/2013	Property investment	Property development	Intra-group inter-business eliminations	31/12/2013 restated
Revenues	**1,592.8**	**(22.7)**	**(121.1)**	**7.7**	**1,456.7**
Revenues from other related business	4.1	-	(0.3)	-	3.8
Net business-related financial income	1.4	0.1	-	-	1.5
Income from operating activity	**1,598.3**	**(22.6)**	**(121.4)**	**7.7**	**1,462.0**
Purchases used	(871.6)	11.7	100.5	(7.4)	(766.8)
Outside services	(85.0)	(4.2)	1.8	1.5	(85.8)
Tax, duty and similar payments	(27.2)	0.8	0.2	-	(26.2)
Personnel charges, profit sharing and share incentive scheme	(152.1)	-	-	-	(152.1)
Other business-related charges	7.0	(1.4)	1.2	-	6.8
Charges on operating activities	**(1,128.9)**	**6.9**	**103.7**	**(5.9)**	**(1,024.1)**
EBITDA	**469.4**	**(15.7)**	**(17.7)**	**1.8**	**437.9**
Depreciation charges net of investment grants	(215.6)	11.4	-	(0.6)	(204.8)
Charges and reversals related to impairment on tangible, financial and other current assets	(69.0)	3.0	-	-	(66.0)
Profit/(loss) on acquisitions	-	-	-	-	-
Profit/loss from disposals	122.4	-	-	-	122.4
Depreciation of goodwill and intangible assets	(3.1)	-	-	-	(3.1)
Share in profit/loss of equity-accounted companies (1)	-	2.1	19.7	(1.3)	20.5
OPERATING PROFIT/(LOSS)	**304.1**	**0.7**	**2.0**	**-**	**306.9**
Cost of gross debt	(138.9)	-	(0.3)	-	(139.3)
Net income from cash and cash equivalents, related loans and receivables	**1.7**	**10.5**	**(0.1)**	**-**	**12.1**
Cost of net debt	(137.3)	10.5	(0.4)	-	(127.2)
Other financial income and charges	15.2	(11.3)	0.2	-	4.1
FINANCIAL PROFIT/(LOSS)	**(122.1)**	**(0.8)**	**(0.2)**	**-**	**(123.1)**
Share in profit/loss of equity-accounted companies (1)	2.1	-	(2.1)	-	-
Profit tax	(39.1)	-	0.3	-	(38.9)
Profit/(loss) from discontinued operations	-	-	-	-	-
NET PROFIT/(LOSS)	**144.9**	**-**	**-**	**-**	**144.9**
Profit/(loss) Share of non-controlling interests	**18.0**	**-**	**-**	**-**	**18.0**
Net profit: attributable to owners of the Company	**126.9**	**-**	**-**	**-**	**126.9**

(1) Following recommendation 2013-19 of the Financial Markets Authority (AMF), the item «shares in the profit/(loss) of equity-accounted companies» has been reclassified in the operating profit/(loss).

Main standards, amendments and interpretations published by the IASB, not yet approved by the European Union as at 31 December 2014:

IFRS 15 "Revenue from contracts with customers":

On 28 May 2014, the IASB published a new standard regarding recognition of revenue, intended to replace most of the existing corresponding provisions in IFRS, in particular IAS 11 and IAS 18. The new standard is applicable from 1 January 2017, with early adoption permitted.

IFRS 9 "Financial instruments":

On 24 July 2014, the IASB published a new standard regarding financial instruments, intended to replace most of the existing corresponding provisions in IFRS, in particular IAS 39. The new standard, not adopted by the European Union, is applicable from 1 January 2018, with early adoption permitted.

The Group has not early-adopted any standards or interpretations.

1.2. Basis of assessment, judgment and use of estimates

The financial statements have been prepared using the historical cost method, with the exception of certain financial instruments posted at fair value.

The preparation of the financial statements requires the use of estimates and assumptions to determine the value of assets and liabilities, assess any positive or negative unanticipated unknowns on the closing date, and income and expenses for the year.

The significant estimates made by the Group for preparing its financial statements mainly cover:

- the evaluation of tangible and intangible assets and property assets by independent surveyors as indicated in note 1.11;
- the review of real-estate developments (note 1.17);
- the evaluation of net income according to the progress of construction projects, off-plan sale projects and certain service-provision contracts as specified in note 13;
- the evaluation of employee benefits and provisions, as specified in notes 1.21, 1.22, 20 and 27;
- the evaluation of the fair value of derivative financial instruments.

Due to the uncertainties inherent in any assessment process, the Group reviews its estimates on the basis of regularly updated information. It is possible that the future results of the activities concerned may differ from those estimates.

In addition to using estimates, the Group's management makes judgments to define the appropriate accounting treatment for certain activities and transactions where current IFRS interpretations do not specifically deal with the accounting problems concerned. In particular, the Management Board has applied its judgment in classifying lease contracts (ordinary lease and direct financing lease) and in determining the accounting treatment of certain activities for which the IFRS standards do not provide any specific details.

Finally, in application of the materiality principle adopted by the Group, only information deemed relevant and useful to users' understanding of the consolidated financial statements is presented.

1.3. Consolidation methods

Companies over which the Group directly or indirectly holds exclusive control, as well as companies over which Icade exercises significant control or joint control, enter the consolidation scope, the first on a fully consolidated basis, the second as equity associates.

All internal transactions and positions are eliminated in consolidation: totally for fully consolidated companies, and in proportion to the Group's percentage interest for equity associates.

The list of fully consolidated companies and equity associates is disclosed in note 35.

1.4. Business combinations and asset acquisitions

An analysis is first carried out in order to ascertain whether it is a matter of an acquisition of securities, falling within the area of application of business combinations, or the acquisition of an isolated asset.

- The acquisition of the securities of legal entities, holding one or more investment properties as the principal asset is accounted for in accordance with IFRS 3 as amended, depending on the date of the takeover, in line with the principles described below.
- The acquisition of isolated assets, meeting the definition of investment properties, by a legal entity, is accounted for in accordance with IAS 40.
- The accounting method for investment properties and their depreciation is described in notes 1.9 and 1.11.
- Business combinations completed after 1 January 2010 are posted using the acquisition method in accordance with IFRS 3 as amended.

The consideration transferred must be measured at fair value.

"Liabilities assumed and non-controlling interests" are posted, for each business combination, on the basis of their fair value on the acquisition date or on the basis of their share in the identifiable net assets of the acquired entity.

According to the acquisition method, the buyer must, on the date of acquisition, account for the identifiable assets, liabilities and potential liabilities of the acquired entity (with the exception of non-current assets held for sale) at their fair value on that date.

Any residual difference between the fair value of the consideration transferred (plus the posted amount of the non-controlling interests) and the net balance of the amounts, on the acquisition date, of the identifiable net assets minus liabilities valued at fair value, constitutes the goodwill. This difference is recorded under the buyer's assets if positive and accounted for immediately in the income statement if negative.

Share acquisition costs are posted as charges.

From 1 January 2010, changes in scope are posted in accordance with IAS 27 as amended.

Changes in the percentage of ownership interest that do not affect control (complementary acquisition or sale) shall result in a new apportionment of equity between the Group share and the share related to non-controlling interest investments.

Changes in the percentage of ownership interest resulting in loss of control over an entity shall give rise to recognition of income from disposal and revaluation of the fair value of the percentage interest retained in exchange for the income.

The buyer has twelve months from the date of acquisition to definitively determine the fair value of the assets and liabilities acquired.

Goodwill is not amortised but tested for impairment at the end of the year, or more frequently if there are identified signs of impairment. The procedures for carrying out the depreciation tests are set out in note 1.11.

1.5. Segment reporting

The segment reporting presented corresponds to the organisation of internal reporting for the Group's management.

The Icade group is structured to identify its three business lines, the main one being property investment. Each segment presents specific risks and benefits:

- the property investment business consists mainly of holding property for the rental and arbitraging of these assets;
- property development corresponds essentially to building property assets with a view to selling them;
- services are concerned primarily with "property management" activities (administration of the property asset), and property consultancy and solutions.

Operations carried out within the same business and between different businesses are presented in the sector report in the same way as operations carried out with third parties. Eliminations and reclassifications relating to those operations appear in a separate column.

1.6. Revenue, other operating income associated with the activity, financial operating income associated with the activity

Revenues

The Group's revenues comprise four types of income:

- rental income, including financial rent;
- building contracts and off-plan sales;
- sale of goods;
- provision of services.

Rental income, including financial rent

Rental income from operating leases includes rent from office blocks, business premises, healthcare establishments, warehouses, shopping centres and housing.

Rental income is recorded by the straight line method over the firm terms of the leases. Consequently, any particular provisions and benefits specified in the leases (exemptions, payment holidays, key money) are spread over the fixed term of the lease, without taking indexing into account. The reference period used is the first firm term of the lease.

Rental charges re-invoiced to tenants are deducted from the corresponding charges accounts and excluded from revenues.

Income from finance leases includes financial rent from property assets leased within the framework of operations conducted with public partners. Financial rent is accounted for on the basis of a formula translating a constant periodic rate of return on the lessor's net investment in the finance lease contract.

Building lease contracts may be qualified as operating lease contracts or finance lease contracts according to the risks and benefits retained by the lessor.

Building leases relating to land are generally qualified as operating lease contracts, firstly because of the retention of the land by the lessor following the period of the lease and secondly because of the indefinite economic lifetime of land.

The income from building lease contracts is booked according to whether the building lease is qualified as an operating lease or as a finance lease.

Building contracts and off-plan sales

Revenues are posted on an ongoing basis.

Revenues accounted for during the year corresponds to the estimated final forecast revenues for the operation recorded pro rata to the progress of works, accrued at the end of the year, less any revenues accounted for in previous years in respect of operations already in the construction phase at the beginning of the year.

Recognition of revenues in line with progress relates only to plots sold and commenced on signature of the notarised deed.

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Sale of goods

Sales of goods relate essentially to property agent transactions.

Provision of services

Services provided essentially cover the following items:

- surveys and project-owner support: revenues are accounted for in line with the progress of the services;
- services and technical functions (management, building maintenance, general services, etc.): revenues are accounted for when the service is provided;
- property management (management, managing agent, etc.): commissions and fees are recorded as income when the service is provided.

Re-invoiced rental charges and expenses incurred on behalf of third parties are deducted from the corresponding charges if the Group does not bear any risk in respect of those services.

Revenue from other related business

Other operating income associated with the activity includes income that is not directly related to the operations described in the paragraph entitled "Revenues".

Net business-related financial income

Financial operating income includes financial income earned on funds received in respect of mandate operations and other financial income related to operating activities.

1.7. Earnings per share

The non-diluted earnings per share (basic earnings per share) is calculated by dividing profit and loss attributable to ordinary equity holders of the parent company by the weighted average number of ordinary shares outstanding during the period. The average number of shares in circulation during the period is the average number of ordinary shares in circulation at the beginning of the year, adjusted by the number of ordinary shares bought back or issued during the period on a *prorata temporis* basis.

In calculating the diluted earnings per share, the average number of shares in circulation is adjusted to take into account the diluting effect of equity instruments issued by the Company and likely to increase the number of shares in circulation.

1.8. Intangible assets

An intangible asset is a non-monetary element with no physical substance, which must be both identifiable and controlled by the Company as a result of past events which may bring future economic benefits. An intangible asset is identifiable if it can be separated from the acquired entity or if it stems from legal or contractual rights.

Intangible assets whose useful lives can be determined are amortised by the straight line method over their forecast useful lives.

Intangible assets	Useful life	Depreciation method
Contracts and customer relations acquired	Duration of contracts	Straight line
Other (1)	1 to 3 years	Straight line

(1) Other intangible assets consist primarily of software.

1.9. Property, plant and equipment and investment properties

Tangible assets mainly comprise property assets occupied by the Group and office buildings which have been amortised according to the straight line method, generally over five years.

Investment properties are properties held in order to earn rent, increase capital, or both. This category of buildings is not used in the production or provision of goods and services or for administrative purposes or to sell them within the framework of ordinary business activities.

Buildings under development with a view to future use as investment properties, as well as advances paid on those properties, are classified under investment property.

In accordance with the option offered by IAS 40, investment properties are accounted for at cost less accrued depreciation and any impairment (see note 1.11).

The cost of investment properties consists of:

- the purchase price stated on the deeds or the construction price, including non-recoverable taxes, after deducting any rebates, trade or payment discounts;
- the cost of refurbishment works;
- all directly attributable costs incurred in order to put the investment property in a condition to be leased in accordance with the use intended by management. Thus, conveyance charges, fees, commission and document costs related to the acquisition and commission related to leasing are included in the cost;
- costs relating to bringing the property in line with safety and environmental regulations;
- capitalised loan costs (see note 1.13).

Any public investment grants received are deducted from the value of the corresponding assets. These are therefore accounted for as income over the useful life of the asset depreciable by means of a reduction in the depreciation charge.

The gross value is split into separate components which have their own useful lives.

Investment properties are depreciated by the straight line method over periods which correspond to their expected useful life. Land is not depreciated. The depreciation periods used (in years) are as follows:

	Offices				
Components	"Haussmann" building	Other properties	Housing	Warehouses and business premises	Healthcare
Roads, networks, distribution	100	40-60	50	15	80
Building shell, structure	100	60	50	30	80
External structures	30	30	25	20	20-40
General and technical installations	20-25	10-25	25	10-15	20-35
Internal fittings	10-15	10-15	15-25	10-15	10-20
Specific equipment	10-30	10-30	15-25	10	20-35

The useful lives are revised at the end of each year, particularly in respect of investment properties which are the subject of a refurbishment decision.

In accordance with IAS 36, where events, changes in the market environment or internal factors indicate a risk of impairment of investment properties, they are tested for impairment (see note 1.11).

1.10. Assets held for sale

In accordance with IFRS 5, if the Group decides to dispose of an asset or group of assets, it classifies it as an asset held for sale if:

- the asset or group of assets is available for immediate sale in its current condition, subject only to customary conditions regarding the sale of such assets;
- it is likely to be sold within one year.

For the Group, only assets meeting the above criteria and subject to a formal disposal decision at the appropriate management level, or failing that, the General Meeting, are classified as assets held for sale. The accounting consequences are as follows:

- the asset (or group of assets) intended to be sold is valued at its book value or fair value less selling costs, whichever is lower;
- the asset stops being depreciated with effect from the date of transfer.

1.11. Procedures for carrying out asset impairment tests

IAS 36 provides that goodwill and intangible assets with an indeterminate lifespan must be tested at least once a year and other non-financial long term assets, such as investment properties, must be checked to see if there is any indication that they may have become impaired.

An indication of impairment may be:

- a substantial reduction in the market value of the asset;
- a change in the technological, economic or legal environment.

Impairment of an asset is accounted for where the recoverable value is less than the book value.

Procedures for depreciation of investment properties

The recoverable value of investment properties is the fair value less disposal costs, where relevant, or the going value, whichever is higher. The fair value is the market value excluding rights, determined by independent surveyors (see note 8.3). The going value is the present value of expected rental income from those assets.

If there is an indication of impairment, and where the estimated recoverable amount is less than the net book value, the difference between those two figures is accounted for as impairment. Accounting for impairment entails a review of the basis of depreciation and possibly the depreciation plans of the investment properties concerned.

If there is no longer, or a reduced, indicator of impairment, the impairment relating to the investment property may subsequently be reversed if the recoverable value again becomes higher than the net book value. The value of the asset after reversal of the impairment is capped at the book value which would have been determined net of depreciation if no impairment had been accounted for in previous years.

Although carried out by independent surveyors, it should be remembered that valuing a property asset remains a complex estimation exercise, which is also subject from one half-year to the next to the changing economic climate and the volatility of some of the market factors used, particularly return and discount rates.

Therefore, to take account of the inherent difficulties of valuing a property asset and avoiding having to post losses in value likely to lead to a full or partial reversal in the next financial statements, Icade only posts a fall in value when property assets' unrealised capital loss is more than 5% of the net book value before loss of value. This threshold is assessed on an asset-by-asset basis. Once this threshold is exceeded, the posted loss in value is the total amount of unrealised capital losses.

This loss in value is adjusted upwards or downwards in each set of financial statements to reflect changes in the value of the asset and its net book value, remembering that when the loss in value is less than 5% of the net book value before loss of value, the previously posted loss in value is reversed.

For buildings acquired less than three months before the closing date, and posted in the financial statements at their all-inclusive purchase price, the unrealised capital gain calculated, corresponding to registration fees and other acquisition costs is not posted as a loss in value.

Procedures for depreciation of goodwill, intangible assets and other tangible assets

These assets are tested individually or combined with other assets if they do not generate any cash flow independently of other assets.

If there is no longer, or a reduced, indicator of impairment, the impairment relating to the investment property may subsequently be reversed if the recoverable value again becomes higher than the net book value.

Impairment relating to goodwill cannot be reversed.

Goodwill and intangible asset impairment tests are carried out per cash generating unit on the basis of future discounted cash flows stemming from medium term plans (five-year forecasts following that of the closing).

The discount rates used are determined before tax.

1.12. Leases

Within the framework of its business activities, the Group uses assets taken or given under leases.

These leases are subject to analysis in the light of the situations described and indicators provided in IAS 17 in order to determine whether they are operating leases or direct finance leases.

Direct finance leases are leases which transfer virtually all the risks and benefits of the assets concerned to the lessee. All leases which do not match the definition of finance lease are classified as operating leases.

From the lessee's point of view

Finance lease

When first accounted for, assets used within the framework of finance leases are accounted for under tangible assets with financial debt as the counterpart entry. The asset is accounted for at the fair value of the leased asset on the start date of the lease or the discounted value of minimum payments if that is lower.

Operating lease

Payments made under operating leases (other than service costs such as insurance and maintenance) are accounted for under charges on the income statement on a straight line basis over the term of the lease.

From the lessor's point of view

Finance lease

When first accounted for, assets held by virtue of a finance lease are presented as accounts receivable for an amount equal to the net investment in the lease. These accounts receivable, including initial direct costs, are presented under "Trade receivables".

After being booked for the first time, financial income is spread over the term of the lease. This appropriation is made on the basis of a scheme reflecting a constant regular return on the net investment in the finance lease. Payments received under the lease corresponding to the period, excluding cost of services, are charged to the gross investment resulting from the lease to reduce both the principal and financing income not acquired. The initial direct costs are included in the initial valuation of the account receivable and reduce the revenue accounted for over the rental period.

Operating lease

In these leases, rental income is recorded by the straight line method over the firm terms of the leases. Consequently, any particular provisions and benefits specified in the leases (exemptions, landings, rights to entry) are spread over the fixed term of the lease, without taking indexing into account. The reference period used is the first firm term of the lease.

Any expenses directly incurred and paid to third parties for setting up a lease are recorded under the assets, under "investment properties" and amortised over the fixed term of the lease.

1.13. Capitalised borrowing costs

Loan costs directly attributable to construction or production are included under assets until work is completed.

The borrowing costs incorporated into the value of assets are determined as follows:

- where funds are borrowed in order to construct an individual building, the borrowing costs that can be incorporated are the actual costs incurred over the year less any financial income from investing the borrowed funds temporarily;
- where the borrowed funds are used to construct several buildings, the borrowing costs that can be incorporated into the cost of the building are determined by applying a capitalisation rate to the building costs. This capitalisation rate is equal to the weighted average of current borrowing costs for the year other than the costs of borrowings specifically taken out for the construction of specific buildings. The capitalised amount is limited to the amount of costs actually borne.

1.14. Securities available for sale

Available for sale securities are accounted for at their fair value on the closing date. For shares of listed companies, the fair value is determined on the basis of the stock market quotation on the closing date in question. For unlisted companies, the fair value is determined using recognised valuation techniques (reference to recent transactions, discounting of future cash flows, etc.). Exceptionally, certain securities, which do not have a price quoted on an active market and whose fair value cannot be assessed reliably, are valued at cost.

Unrealised gains and losses in relation to the acquisition price are accounted for under equity, revaluation reserves, up to the date of disposal. However, where an impairment test leads to the recognition of a potential capital loss in relation to the acquisition cost and this is similar to a significant or lasting impairment, that impairment is accounted for in the income statement. It cannot subsequently be reversed in the income statement in respect of shares and other variable income securities.

Available for sale securities are depreciated individually if there is an objective indication of depreciation as a result of one or more events that have occurred since acquisition. With regard to variable income securities listed on an active market, a prolonged or significant fall in price below its acquisition cost constitutes an objective indication of depreciation.

1.15. Other financial assets

Other financial assets essentially consist of:

- UCITS which do not meet the criteria for classification as cash equivalents, accounted for at fair value by result;
- receivables associated with investments, loans, deposits and guarantees paid, term deposits, accounted for at amortised cost.

Depreciation is established for other financial assets if there is an objective indication of measurable impairment related to an event occurring after the setting up of the loan or acquisition of the asset. Depreciation is analysed on an individual basis as the difference between the book value before depreciation and the estimated recoverable value. This depreciation is accounted for in the income statement as an unrealised capital loss.

1.16. Inventories

Inventories and work in progress are accounted for at their acquisition or production cost. At each close, it is valued at its production cost or net realisation value whichever is lower.

The net realisation value represents the estimated selling price in the normal course of business, less expected costs to complete or realise the sale.

Impairment is booked if the net realisation value is less than the booked cost.

Inventories primarily consist of land, property reserves and unsold plots from the residential property development business (under way or finished).

1.17. Building contracts and off-plan sales

The Group applies the progress method to determine revenues from and costs related to building contracts and off-plan sales to be accounted for in the income statement for each period.

Building contracts and off-plan sales costs are production costs directly assignable to the contract as well as borrowing costs incurred up to the date of completion of the works.

If it is likely that the total cost of the contract will be higher than the total income, the Group recognises a termination loss under charges for the period.

Part payments received on these contracts, before the corresponding work has been carried out, are accounted for on the liabilities side under advances and payments on account received.

In accordance with the application of the interpretation of IFRIC 15, property building contracts are accounted for in the following manner when buyers can specify the major structural elements in their design before construction begins and/or if they can specify the major structural changes once construction is under way: costs incurred plus profits accounted for, less losses accounted for as well as intermediate invoices are determined on a contract by contract basis.

If this figure is positive, it is accounted for on the asset side under "amount due from customers in respect of building contracts and off-plan sales".

If it is negative, it is accounted for on the liabilities side under "amount due to customers in respect of building contracts and off-plan sales".

1.18. Trade receivables

Trade receivables primarily consist of short term receivables. Depreciation is established where the book debt is higher than the amount recoverable. Trade receivables are depreciated on a case by case basis according to various criteria such as collection problems, litigation or the debtor's situation.

1.19. Cash and cash equivalents

Cash includes liquid assets in current and at-sight deposit bank accounts. Cash equivalents consist of cash UCITS and investments maturing in less than three months, easily convertible into a known amount of cash and subject to a negligible risk of change in value, held in order to meet short term cash commitments.

Overdrafts are excluded from the notion of cash and cash equivalents and are accounted for as current financial debts.

1.20. Processing of agency transactions

As an agent, the Group, via the Group's property-management companies, runs the principals' accounts and represents them in its own balance sheet. Specific balance sheet accounts are used under the headings "miscellaneous receivables" and "miscellaneous payables". The principals' accounts on the balance sheet thus represent the position of managed funds and accounts.

1.21. Provisions

A provision is accounted for as soon as there is a current Group obligation to a third party, resulting from past events, the extinction of which should result in an outflow of resources representing economic advantage for the Group, the value of which can be estimated reliably. If the date of realisation of that obligation is beyond one year, the amount of the provision is subject to a discounting calculation, the effects of which are recorded under financial income.

All kinds of identified risks, particularly operational and financial risks, are monitored on a regular basis, which enables the amount of provisions considered necessary to be decided.

1.22. Employee benefits

Pension and anniversary bonus commitments

Contributions paid under schemes which are analysed as defined contribution schemes, in other words where the Group has no obligation other than to pay the contributions, are accounted for under expenses for the year.

Pension schemes, similar payments and other welfare benefits, which are analysed as defined benefits schemes (scheme in which the Group undertakes to guarantee a defined amount or level of benefit), are accounted for on the balance sheet on the basis of an actuarial assessment of the liability on the closing date, less the fair value of the assets of the related scheme which are dedicated to them.

The provision appearing in the consolidated accounts is calculated according to the projected credit units method and takes the related social security charges into account.

Actuarial gains and losses are due to distortions between the assumptions used and reality or changes in the assumptions used to calculate commitments and the assets assigned to cover them:

- staff turnover rates;
- future salary and benefit levels;
- discount rate;
- mortality tables;
- expected rate of return on plan assets.

In accordance with IAS 19 as amended, actuarial gains and losses are accounted for directly in equity in the year in which they are noted, and appear as part of overall profit in "other comprehensive income not recyclable in the income statement".

In the event of legislative or regulatory reforms, or in the event of agreements affecting pre-existing regimes, pursuant to IAS 19 as amended, the Group shall immediately post the impact in the income statement.

Anniversary bonuses are subject to a provision, and are calculated based on the probability of employees reaching the seniority required for each milestone. They are updated at the end of each accounting period.

Employee shareholding

The provision for the employee profit sharing scheme is determined in accordance with a current Group agreement.

1.23. Share-based payments

Pursuant to IFRS 2 relating to payments based on shares, option plans for the purchase or allocation of shares give rise to the recording of a charge in respect of the fair value of the services to be rendered over the acquisition period. The fair value is determined on the date of allocation. This is not subsequently modified. For plans subject to acquisition conditions, this charge is spread in a straight line over the acquisition period of the right in return for an increase in reserves.

1.24. Financial debts and rate hedging

Financial debt

An ORNANE (net share settled bonds convertible into new and/or existing shares) issued in 2010 by Silic is posted, in accordance with the option provided for by IAS 39, without distinction for bonds and their embedded derivatives. As this financial instrument is not listed on a stock exchange, it is measured at each period-end using the valuation method of the financial services agent (IFRS 7, level 3). The change in fair value is recorded in financial profit under "Other financial income and charges".

The bonds bear interest, recorded in the income statement under "cost of gross financial debt".

Borrowings and other interest bearing financial liabilities are valued, after their initial booking, by the depreciated cost method using the effective interest rate of the loan. Expenses and issue premiums affect the opening value and are spread over the life of the loan via the effective interest rate.

In the case of financial debts resulting from accounting for finance leases, the financial debt recorded as the counterpart of the asset is initially accounted for at the fair value of the leased asset or the discounted value of minimum payments under the lease if that is lower.

Derivatives and hedge accounting

The Group uses financial derivatives to hedge its exposure to the market risk stemming from interest rate fluctuations. Derivatives are used within the framework of a Group rates risk management policy. Derivatives are used within the framework of a Group rates risk management policy The financial risk management strategies and methods used to determine the fair value of financial derivatives are set out in note 24.

Financial derivatives are recorded on the balance sheet at their fair value.

The Group uses derivatives to hedge its fixed interest rate or variable interest rate debts against market rate (hedging future cash flows) and applies hedge accounting where the documentation and effectiveness conditions (beforehand and retrospectively) are fulfilled. In this case, changes in the fair value of the financial derivative are recognised net of tax as other comprehensive income under equity (revaluation reserves) until the hedged transaction occurs in respect of the effective part of the hedging. The ineffective part is recorded immediately in the income statement for the period. Accrued gains and losses in equity are reclassified in the income statement under the same heading as the hedged item for the same time that the hedged cash flow affects the result.

Where the financial derivatives do not satisfy the conditions laid down by the standard for using hedge accounting, they are classified under the category of trading instruments and any changes in fair value are accounted for directly in the income statement for the period.

The fair value of derivatives is calculated by commonly accepted models (future discounted cash flow method, Black and Scholes method, etc.) and based on market data.

1.25. Hierarchy of the fair value and financial instruments

The financial instruments (assets or liabilities) accounted for at their fair value are evaluated using three methods, each reflecting levels of priority, the methodology for which is presented under note 25.

1.26. Tax

The eligible companies of the Icade group benefit from the SIIC tax regime specific to property companies (Listed Property Investment Companies); the other companies within the Group apply the common law regime.

SIIC tax regime

Icade SA and its subsidiaries eligible for Listed Property Investment Companies SIIC tax status have adopted this regime. Two distinct taxable sectors have been identified within the Group:

- a SIIC sector exempt from tax on current earnings from leasing activities, capital gains on disposals and dividends received from subsidiaries subject to the SIIC regime;
- a sector taxable under the conditions of common law in respect of other activities.

Characteristics of the SIIC tax regime

In return for tax exemption, the adoption of the SIIC regime entails specific obligations with regard to distribution, and the immediate payment of an exit tax at a rate of 19% calculated on the unrealised capital gains relating to investment properties and partnerships not subject to corporation tax. This tax is payable per quartile from 15 December, of the year of the option and the balance is spread over the following three years.

The obligation to distribute dividends changes. Entities covered by the SIIC tax regime must pay:

- 95% of profits from leasing activities;
- 60% of capital gains on disposals;
- 100% of the dividends paid by subsidiaries having opted to being subject to corporation tax.

The exit tax debt is discounted according to its payment schedule on the basis of a market rate plus a premium.

The debt and the tax liability initially booked are reduced by the impact of conversion to current value; upon each closure until maturity, a financial charge is booked in consideration of the accretion of the tax debt.

Common law regime

Tax payable

The tax liability payable is determined on the basis of current rules and rates applicable to Group companies not benefiting from the SIIC regime, and for operations not coming under the SIIC exonerated sector.

Deferred taxes

In accordance with IAS 12, deferred tax is recorded on short term differences between the book values of assets and liabilities and their values for tax purposes. According to the variable carry-over method, they are calculated on the basis of the expected tax rate for the year in which the asset will be realised or the liability paid off. The effects of changes in tax rates from one year to the next are recorded in the result for the year in which the change occurs. Deferred tax assets and liabilities for the same tax entity are compensated when it concerns tax on income paid to the same tax authority.

Deferred tax relating to items accounted for directly under equity is itself accounted for under equity.

Companies that are subject to corporation tax and that do not benefit from the SIIC system (directly or indirectly – companies considered fiscally transparent) recognise a deferred tax liability unless:

- the Group is in a position to control the date on which the short term difference will be reversed;
- the short term difference does not reverse within the foreseeable future.

Deferred tax assets resulting from short term differences, tax deficits and tax credits which can be carried over are limited to the estimated value of the recoverable tax.

This is assessed at the close of the year according to the forecast taxable results of the entities concerned. The forecasts, which are approved by the management, result from the five-year medium-term plans. Deferred tax assets and liabilities are not discounted.

Value added contribution of companies

The Group has chosen to account for the value-added contribution of companies in operating expenses.

2. MAIN TRANSACTIONS CONCERNING THE CONSOLIDATION SCOPE DURING 2014

2.1. Financial year 2014

Main changes

Following the acquisition of Silic group, the Group continued its rationalisation. Mergers of wholly owned companied (see note 35 "Consolidation scope") had no material impact on the Group's consolidated financial statements.

Property investment

Icade Santé

During the year, Icade Santé carried out a capital increase in the amount of €190.0 million. As this increase was subscribed by all shareholders in proportion to their percentage interest in the Company, Icade shareholding was not diluted.

Icade Santé acquired the companies "Floride Immo Santé", "SC Nicolo-Doumer" and "SCI Guynemer" for a total €29.0 million.

Retailing

In late November 2014, Icade sold its entire equity interest in Icade Bricolage for €75.0 million.

Germany sale

In 2014, Icade disposed of "Icade Reim Salzufer" and "Icade Reim Mercedesstrasse" securities for a total of €3.3 million.

As at 31 December 2014, Icade no longer owned any buildings or land in Germany. The four remaining German companies are in the process of liquidation. They were removed from the consolidated scope at the end of the period in review, with no significant residual obligation identified.

Development and Services

No companies were acquired or sold during 2014.

2.2. Financial year 2013

Main changes

Property investment

Silic

Following the signature of a non-binding protocol agreement on 13 December 2011 between the Caisses des Depots (CDC), Icade and Groupama, on 22 December 2011, Icade and the CDC made Groupama a firm offer which was accepted on 31 December 2011.

The combination between Icade and Silic is structured in four stages:

(i) Stage one: contribution to a subsidiary of the CDC, HoldCo SIIC, (a) of the shareholding held by the CDC in Icade and (b) of a fraction of the shareholding held by Groupama in Silic

On 30 December 2011, the CDC contributed 55.57% of its capital and voting rights in Icade to HoldCo SIIC. At the same time, Groupama offered 6.5% of its capital and voting rights in Silic to HoldCo SIIC.

Each contribution was made based on an exchange parity of five Icade shares for four Silic shares, 2011 dividend attached for each company. The valuation of HoldCo SIIC was determined by transparency on the basis of this parity.

On 6 February 2012, CDC and Groupama signed a shareholders' agreement governing their relationship within HoldCo SIIC.

This agreement relating to HoldCo SIIC is valid for a term of 20 years and includes the following stipulations:

- an agreement to not sell the shares in HoldCo SIIC owned by Groupama for 30 months from the date of signature of the shareholders' agreement;
- a preferential right for CDC at the end of the period prohibiting the sale of the shares;
- a proportional joint opt-out right for Groupama in the event that the CDC wants to sell all or some of its shares in HoldCo SIIC to a third party other than an affiliate; and
- liquidity for Groupama.

A summary of the clauses in the shareholders' agreement which fall within the scope of the provisions of Article L. 233-11 of the French Commercial Code was given to Icade and was the subject of a notice published by the AMF on 17 February 2012 under the number 212C0291.

(ii) Stage two: contribution by Groupama of the balance of its shareholding in Silic to HoldCo SIIC

After permission was obtained from the Competition Authority on 13 February 2012, the CDC and Groupama, as shareholders of HoldCo SIIC, approved the contribution by Groupama of 37.44% of the capital and voting rights in Silic following a decision on 16 February 2012. The balance of Silic shares owned by Groupama was contributed according to the same parity as the first contribution, *i.e.* five Icade shares for four Silic shares, 2011 dividend attached for each of the companies.

As a result of the contributions described above, 75.07% of HoldCo SIIC's capital is owned by CDC and 24.93% is owned by Groupama. In addition, HoldCo SIIC holds (i) 55.57% of the capital and voting rights in Icade and (ii) in conjunction with CDC and Icade, 43.94% of the undiluted capital and voting rights in Silic.

(iii) Stage three: filing by Icade of a mandatory public offer for Silic

After HoldCo SIIC, acting in concert with CDC and Icade, crossed the 30% threshold, Icade filed a mandatory offer for Silic on 13 March 2012.

The offer included a public exchange offer for Silic shares as well as a public offer to purchase bonds redeemable in cash and/or new shares and/or existing shares (ORNANEs) issued by Silic.

The terms of the offer are as follows:

- for the share exchange: the parity is the same as the parity for the contributions, *i.e.* five Icade shares issued for four Silic shares contributed (2011 dividend attached or detached in both cases); and
- for the purchase offer: the nominal value of the ORNANE convertible bonds to which the dividend accrued up to the scheduled date for early payment/delivery of the offer was added, *i.e.* €126 per ORNANE based on payment/delivery on 14 June 2012. A shift in the payment/delivery of the offer will not affect the price per ORNANE.

On 24 April 2012, the AMF declared the offer to be in compliance and appended stamp no. 12-179 to Icade's information notice and stamp no. 12-180 to Silic's response, which are available on the websites of Icade (www.icade.fr), Silic (www.silic.fr) and the AMF (www.amf-france.org).

The compliance decision and the notice of initiation of the offer were published by the AMF on 24 April 2012 under the number 212C0533 and on 26 April 2012 under the number 212C0547 respectively.

In proceedings on 3 May and 4 May 2012, SMA Vie BTP and the ADAM brought an application to annul the AMF's compliance decision before the Paris Court of Appeal.

In its comments filed at the Paris Court of Appeal on 31 May 2012, the AMF agreed *"in the interest of the market and as a precautionary measure, to extend the closing date of the public offer, originally set for 1 June 2012, so that the closing date shall be at least eight days after the decision of the court ruling on the annulment of the AMF's decision"*.

In a ruling dated 27 June 2013, the Paris Court of Appeal rejected all appeals by ADAM and SMA Vie BTP, thereby confirming the validity and regularity of the public offer for Silic.

The closing date of the public offer was fixed by the AMF as 12 July 2013 (see AMF notice no. 213C0781 dated 27 June 2013).

In an opinion dated 19 July 2013 (see AMF notice no. 213C0976), the AMF published the results of the initial public offer for which payment delivery occurred on 22 July 2013. This involved the issue of 1,295,355 new Icade shares on 19 July 2013 at €69 per share (including issue premium) to pay for the 15,436,284 Silic shares contributed to the initial offer.

Following the initial public offer, Icade owned 15,436,284 Silic shares, representing 87.98% of the capital and voting rights. Furthermore, 99,520 ORNANEs have been contributed to the public offer.

In a notice dated 19 July 2013 (see AMF notice no. 213C0985), the AMF set the closing date for the re-opened offer as 2 August 2013. The results of the re-opened offer were published by the AMF on 9 August 2013 (see AMF notice no. 213C1217). This involved the issue of 1,161,750 new Icade shares at €67.36 per share (including issue premium) to pay for the 929,400 Silic shares contributed to the re-opened offer, representing 5.30% of Silic's capital and voting rights. Payment delivery took place on 12 August 2013.

Following the public offer (including the re-opened offer), Icade owned 16,365,684 shares, representing 93.28% of Silic's share capital and voting rights on the date of publication of the results of the re-opened offer, as well as 99,520 ORNANEs convertible bonds issue by Silic.

On 23 July 2013, SMA Vie BTP brought an appeal against the ruling by the Paris Court of Appeal dated 27 June 2013.

On 25 November 2014, the Court of Cassation rejected the appeal.

Treatment used in the consolidated financial statements

Since the takeover date was 22 July 2013, Silic was included in Icade's consolidation scope from that date. The consolidation method used is full consolidation.

In application of revised IFRS 3, the transferred consideration of 93.28% of Silic shares corresponds to the fair value of Icade shares submitted in exchange for Silic shares, calculated on the basis of Icade shares (€69 on 19 July 2013 at the time of the initial offer and €67.36 for the re-opened offer).

The costs associated with the capital increases, amounting to €6.7 million, were directly allocated to the Group's capital and reserves (issue premium) and the acquisition price of shares, of €2.3 million, was posted under operating profit.

Defined in this way, Silic's transferred consideration (acquisition cost) amounts to €1,409.6 million.

The shares allocated to the non-controlling interests correspond to a proportion of the net asset value, valued according to fair value on the acquisition date.

The assets, liabilities and potential liabilities were accounted for at their fair value on that date.

The negative goodwill, determined as at 22 July using the "partial goodwill" method, stands at €2.2 million.

(in millions of euros)	Fair value at 22 July 2013
Investment properties	3,247.8
Other current and non-current assets	49.5
Cash and cash equivalents	80.4
TOTAL ASSETS	**3,377.7**
Non-current financial loans and debts	1,117.8
Other current and non-current liabilities	317.0
Current financial loans and debts	429.4
TOTAL LIABILITIES	**1,864.2**
NET ASSETS	**1,513.5**
Measurement of non-controlling interest	101.7
Transferred consideration of 93,28% of Silic shares	1,409.6
Badwill posted under profit in the income statement	2.2

For information, if the date of Silic's inclusion in Icade's consolidation scope had been 1 January 2013, the impact on the income statement would have been as follows:

	Silic: Impact on income statement		
((in millions of euros)	from 1 January 2013 to 21 July 2013	From 22 July to 31 December 2013	A complete financial year
Revenues	108.9	86.7	195.6
Income from operating activity	108.9	87.2	196.1
EBITDA	**92.2**	**74.1**	**166.3**
OPERATING INCOME	**32.6**	**26.0**	**58.6**
FINANCIAL INCOME	**(31.3)**	**(13.0)**	**(44.3)**
Profit tax	(1.6)	-	(1.6)
NET PROFIT/(LOSS)	**(0.3)**	**13.0**	**12.7**
Net profit: attributable to owners of the Group (1)		12.1	12.1

(1) Calculated amount based on Icade's percentage shareholding in the Silic group from 22 July to 31 December 2013 before merger.

For the purposes of this information, an income statement was restated, corresponding to Silic's net income in the first half of 2013 and the first three weeks of July.

In particular, the provision for depreciation was recalculated for the period from 1 January to 21 July 2013, based on the actual provision recorded from 22 July to 31 December 2013. The provision was increased by €21.5 million.

Generally, hedges appearing in Silic's consolidated accounts were treated identically for the period from 1 January to 21 July 2013. Changes in fair value did not have an impact on the income statement for this period, although they impacted the actual consolidation period from 22 July to 31 December 2013, since the portfolio was not considered as hedges in Icade's consolidated accounts.

The impact of the business combination on net income, composed of the acquisition price or shares and the badwill, stands at minus €0.1 million. Given the negligible nature of this impact, no specific entry has been created under operating profit.

(iv) Stage four: merger of Silic by Icade

The merger was part of a strategy to simplify the Group's structure and the way in which its property assets are owned as well as to optimise the Icade group's operating costs, particularly by rationalising costs associated with Silic's status as a listed company.

On 15 October 2013, the respective Boards of Directors of Icade and Silic met and approved the terms of the merger of Silic by Icade.

The General Meeting of Silic's ORNANE holders on 6 November 2013 approved the planned merger.

In an opinion published on 28 November 2013 (see AMF notice no 213C1819), the AMF decided that the planned absorption of Silic by Icade, subject to its examination pursuant to Article 236-6 of the AMF'S general regulations, did not justify the filing of a public buyout offer for Silic shares prior to the completion of the merger.

In proceedings on 6 December 2013, SMA Vie BTP brought an application before the Paris Court of Appeal to annul the abovementioned decision by the AMF. The date of the appeal hearing has been set for 23 October 2014.

On 8 January 2015, the Paris Court of Appeal rejected all applications by SMA Vie BTP.

On 6 December 2013, SMA Vie BTP asked the Nanterre Commercial Court, in the context of interim proceedings, to adjourn the Extraordinary General Meeting of Silic shareholders convened to rule on Silic's merger by Icade. In a ruling dated 20 December 2013, the Nanterre Commercial Court rejected this request and no appeal was lodged against its decision.

On 27 December 2013, the Extraordinary General Meetings of Icade and Silic approved the absorption of Silic by Icade.

The main terms of the merger affecting the consolidated financial statements were as follows:

- the parity is the same as the parity for the public exchange offer, *i.e.* five Icade shares for four Silic shares;
- the merger took effect from a legal, accounting and tax perspective at midnight on 31 December 2013, with transfer of all Silic's assets and liabilities to Icade and the dissolution without liquidation of Silic;
- on the merger completion date and in line with the exchange parity, Icade carried out an increase in its share capital for a nominal amount of €2,212,786.34 to raise it from €110,456,512.52 to €112,669,298.86, through the creation of 1,451,687 new shares allocated to Silic shareholders (with the exception of Icade and Silic, their shareholding being treasury stock). In accordance with applicable regulations, there was no exchange of the Silic shares owned by Icade and no exchange of the treasury stock owned by Silic which was automatically cancelled on the merger completion date;
- the new Icade shares were accepted for trading on compartment A of Euronext Paris under ISIN code FR0000035081;
- on the merger completion date, Icade substituted itself for Silic in its obligations to (i) holders of Silic stock options, (ii) recipients of Silic bonus shares to be acquired and (iii) ORNANE-holders. Silic ORNANEs continued to be accepted for trading on Euronext Paris and those owned by Icade were cancelled.

Treatment used in the consolidated financial statements

The merger of Silic by Icade resulted in a transfer of the balance of the non-controlling stake of €102.6 million into equity belonging to the owners of the Company.

Opening of Icade Santé's capital and acquisition of clinics

Following the opening of Icade Santé's capital to a new institutional investor, resulting in a capital increase of €108.7 million in the 1st half of 2013, Icade was diluted, but retains control over its subsidiary. As at 31 December 2013, Icade owned 56.51% of Icade Santé.

The value of the buildings of the clinics acquired during the financial year is €132.2 million, including costs.

SCI Odysseum sale

SCI Odysseum, 50%-owned by the Group, was sold during the 4th quarter of 2013 for €74.4 million.

Germany sale

Sale of the Icade Reim Hohenzollemdamm GMBH and Icade Reim Türlenstrasse GMBH subsidiaries in 2013, for an overall sale price of €11.3 million, confirms the Group's withdrawal from the international market.

Property development

Arcoba, Gestec and Sethri, specialist engineering companies, and Paris Nord Est, an urban planning company, were sold at the start of 2013 for €5.6 million.

Services

Icade Suretis sale

Icade Suretis was sold at the end of March 2013 for €1.0 million.

3. OPERATING SEGMENTS

	31/12/2014				
(in millions of euros)	Property investment	Property development	Services	Intra-group inter-business eliminations	Total
INCOME STATEMENT					
Consolidated turnover	**567.5**	**1,166.7**	**44.6**	**(19.1)**	**1,759.8**
- Inter-business sales (Group)	(45.9)	(22.4)	(1.5)	(19.1)	(88.8)
- Total sales, including inter-business lines (Group)	613.5	1,189.1	46.1	-	1,848.7
EBITDA	**465.7**	**55.7**	**1.7**	**(0.4)**	**522.7**
- Amortization and impairment of operating assets	(14.4)	(1.6)	(0.5)	-	(16.4)
- Amortization and impairment of investment properties [1]	(264.3)	-	-	1.2	(263.1)
- Profit/(loss) on acquisitions	-	-	-	-	-
- Profit from disposals [2]	98.6	1.9	-	(1.5)	99.1
- Depreciation on acquisition differences	0.1	(0.9)	(0.2)	-	(1.0)
Share in equity-accounted companies	(1.4)	9.0	-	(1.4)	6.2
OPERATING PROFIT/(LOSS)	**284.2**	**64.2**	**1.0**	**(2.0)**	**347.5**
- Cost of net debt	(133.9)	2.9	-	-	(131.0)
- Other financial income and charges	(10.4)	0.7	-	-	(9.7)
- Income tax	(7.1)	(25.2)	(1.7)	-	(34.0)
NET PROFIT/(LOSS)	**132.9**	**42.6**	**(0.7)**	**(2.0)**	**172.8**
Profit/(loss) Share of non-controlling interests	19.2	2.1	-	-	21.3
NET PROFIT/(LOSS) ATTRIBUTABLE TO OWNERS OF THE GROUP	**113.7**	**40.5**	**(0.7)**	**(2.0)**	**151.5**
STATEMENT OF FINANCIAL POSITION INVESTMENT PER SEGMENT					
Acquisition of intangible and tangible assets and investment properties	669.1	0.1	0.3	(1.5)	667.9
CLOSING BALANCE					
Goodwill	4.0	42.3	23.2	-	69.5
Net intangible assets	3.5	0.2	0.4	-	4.0
Net tangible assets	80.9	3.4	1.1	-	85.4
Net investment properties	7,901.9	-	-	(57.7)	7,844.2
Equity-accounted securities	115.9	21.1	-	-	137.0
Non-current financial assets	173.7	(137.8)	(15.8)	(0.4)	19.5
Other non-current financial assets	0.7	16.1	1.7	-	18.4
Stocks and in progress	1.4	451.1	-	(1.8)	450.8
Trade receivables	368.0	180.1	16.2	(14.6)	549.7
Amount owed by customers	-	21.9	-	-	21.9
Current financial assets and cash	392.3	216.5	5.7	(13.4)	601.1
Other current assets	91.5	205.4	101.8	(0.1)	398.6
TOTAL ASSETS	**9,133.7**	**1,020.3**	**134.2**	**(88.1)**	**10,200.1**
Equity	4,283.4	299.7	6.6	(59.5)	4,530.2
Long-term financial debt	3,671.5	-	0.4	(0.4)	3,671.5
Other non-current liabilities	188.8	15.7	7.2	-	211.7
Current financial debts	675.6	40.4	2.2	(13.4)	704.7
Trade payables	42.4	378.1	4.9	(14.5)	410.9
Amount owed to customers	-	1.6	-	-	1.6
Other current liabilities	272.1	284.7	113.0	(0.3)	669.5
TOTAL LIABILITIES AND CAPITAL AND RESERVES	**9,133.7**	**1,020.3**	**134.2**	**(88.1)**	**10,200.1**
CASH FLOW					
Tangible and intangible investments and investment properties	(683.0)	(1.9)	(0.3)		(685.1)

(1) Impairments on assets relate mainly to investment properties primarily some offices in La Défense.
(2) Profit from disposals relate mainly to the sale of the LINK office building and the holdings in Icade Bricolage.

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	31/12/2013 restated				
(in millions of euros)	Property investment	Property development	Services	Intra-group inter-business eliminations	Total
INCOME STATEMENT					
Consolidated turnover	**463.7**	**970.4**	**48.4**	**(25.8)**	**1,456.7**
- Inter-business sales (Group)	(22.9)	(27.8)	(1.4)	(25.8)	(78.0)
- Total sales, including inter-business lines (Group)	486.6	998.2	49.8	-	1,534.7
EBITDA	**388.3**	**44.2**	**4.6**	**0.9**	**437.9**
- Amortization and impairment of operating assets	(9.6)	9.3	(0.7)	1.2	0.2
- Amortization and impairment of investment properties (1)	(271.0)	-	-	-	(271.0)
- Profit/(loss) on acquisitions	-	-	-	-	-
- Profit from disposals (2)	120.7	(0.1)	(0.5)	2.1	122.4
- Depreciation on acquisition differences	(3.2)	0.2	(0.1)	-	(3.1)
Share in equity-accounted companies	2.1	19.8	-	(1.3)	20.5
OPERATING PROFIT/(LOSS)	**227.3**	**73.4**	**3.4**	**2.8**	**306.9**
- Cost of net debt	(133.7)	6.5	-	-	(127.2)
- Other financial income and charges	8.6	(4.4)	(0.1)	-	4.1
- Income tax	(10.4)	(27.0)	(1.6)	0.1	(38.9)
NET PROFIT/(LOSS)	**91.8**	**48.5**	**1.7**	**3.0**	**144.9**
Profit/(loss) Share of non-controlling interests	16.8	1.3	-	-	18.0
NET PROFIT/(LOSS) ATTRIBUTABLE TO OWNERS OF THE GROUP	**75.0**	**47.2**	**1.7**	**3.0**	**126.9**
STATEMENT OF FINANCIAL POSITION: INVESTMENT PER SEGMENT					
Acquisition of intangible and tangible assets and investment properties	337.7	1.2	0.3	0.8	340.0
CLOSING BALANCE					
Goodwill	4.1	42.3	23.4	-	69.7
Net intangible assets	2.8	0.7	0.3	-	3.8
Net tangible assets	86.4	2.8	1.3	-	90.5
Net investment properties	7,770.6	-	-	(57.4)	7,713.2
Non-current securities available for sale	161.4	(138.7)	(15.7)	-	7.1
Equity-accounted securities	114.7	28.2	-	(0.1)	142.9
Non-current financial assets	2.4	0.9	0.1	(0.5)	2.9
Other non-current financial assets	4.0	8.8	1.7	-	14.5
Stocks and in progress	1.7	629.8	-	-	631.4
Trade receivables	337.6	161.1	16.6	(4.5)	510.9
Amount owed by customers	-	17.9	-	-	17.9
Current financial assets and cash	661.2	150.7	6.6	(140.4)	678.1
Other current assets	81.6	232.3	82.1	(0.0)	395.9
TOTAL ASSETS	**9,228.4**	**1,136.8**	**116.5**	**(202.9)**	**10,278.8**
Equity	4,367.5	259.2	10.8	(57.5)	4,579.9
Long-term financial debt	3,360.5	-	0.5	(0.5)	3,360.5
Other non-current liabilities	182.5	16.1	5.8	(0.0)	204.5
Current financial debts	1,067.9	167.1	0.7	(140.4)	1,095.3
Trade payables	37.4	361.4	4.0	(3.5)	399.2
Amount owed to customers	-	4.8	-	-	4.8
Other current liabilities	212.6	328.2	94.8	(1.0)	634.6
TOTAL LIABILITIES AND CAPITAL AND RESERVES	**9,228.4**	**1,136.8**	**116.5**	**(202.9)**	**10,278.8**
CASH FLOW					
Tangible and intangible investments and investment properties	(350.6)	(1.2)	(0.3)		(352.1)

(1) Impairments on assets relate mainly to investment properties, including the EQHO tower and assets held by the German entities.
(2) Profits from sales mainly relate to the sale of the Odysseum shopping centre as well as sales of investment properties, particularly offices and housing units (Sarcelles Saint Saens).

Operating segments by geographical area

	France		Europe	
(in millions of euros)	31/12/2014	31/12/2013 restated	31/12/2014	31/12/2013 restated
Non-current assets	8,178.0	7,896.7	-	147.8
Revenues	1,755.2	1,445.5	4.6	11.2

4. ELEMENTS OF OPERATING PROFIT/(LOSS)

4.1. Revenues

Revenues by category are detailed as follows:

(in millions of euros)	31/12/2014	31/12/2013 restated
Rental income [1], including financial rent	551.9	451.0
Building contracts and off-plan sales	1,145.2	938.2
Provision of services	61.8	67.4
Other sales	0.9	0.1
TOTAL REVENUE	**1,759.8**	**1,456.7**

(1) Rental income from property investment companies.

4.2. Profit/(loss) from disposals

(in millions of euros)	31/12/2014	31/12/2013 restated
Profit/(loss) from disposals of investment properties	50.9	59.1
Profit/(loss) from disposals of other tangible and intangible assets	2.2	(0.7)
Profit/(loss) from disposals of consolidated securities	46.0	64.0
TOTAL PROFIT/(LOSS) FROM DISPOSALS	**99.1**	**122.4**

The proceeds from the disposal of investment properties relate mainly to sales of offices and housing units.

The proceeds from the disposal of consolidated securities mainly correspond to disposal of Icade Bricolage and the ongoing withdrawal of the Group from Germany.

5. FINANCIAL PROFIT/(LOSS)

(in millions of euros)	31/12/2014	31/12/2013 restated
Interest charges on financial debts	(99.4)	(60.3)
Interest charges on derivatives	(47.9)	(74.2)
Recycling in income statement of rate-hedging derivatives with underlying conservation	(2.3)	(4.9)
COST OF GROSS DEBT	**(149.6)**	**(139.3)**
Income from interest on cash and cash equivalents	3.5	0.4
Revenues from receivables and loans	14.9	11.4
Change in fair value through profit/(loss) of cash equivalents	0.2	0.3
Net income from cash and cash equivalents, related loans and receivables	**18.6**	**12.1**
COST OF NET DEBT	**(131.0)**	**(127.2)**
Profit/(loss) on disposals of securities available for sale	-	-
Income from disposals of other financial assets at fair value through profit/(loss)	-	0.1
Net income from holdings	1.4	0.6
Allocations and reversal of impairment of securities available for sale	-	(0.2)
Recycling in income statement of rate-hedging derivatives without underlying conservation	-	(3.0)
Change in fair value through profit/(loss) of derivatives	(2.8)	19.4
Change in fair value of ORNANEs	(2.2)	(7.9)
Profit/(loss) from disposals of loans and receivables	0.1	(0.2)
Allocations to and reversals of impairments of loans and receivables	(0.2)	0.6
Other financial income	0.6	3.0
Other financial charges	(6.5)	(8.4)
Other financial income and charges	**(9.7)**	**4.1**
TOTAL FINANCIAL PROFIT/(LOSS)	**(140.7)**	**(123.1)**

6. TAX

6.1. Analysis of tax expense

(in millions of euros)	31/12/2014	31/12/2013 restated
Current taxes	(41.2)	(34.4)
Exit tax (SIIC regime)	-	(0.1)
Deferred taxes	7.2	(4.4)
TOTAL TAX CHARGE RECOGNIZED IN THE INCOME STATEMENT	**(34.0)**	**(38.9)**
TAX ON ITEMS RECOGNISED IN EQUITY	**0.3**	**1.8**

(in millions of euros)	31/12/2014
Pre-tax earnings	**206.8**
Theoretical tax rate	**34.43%**
Theoretical tax charge	**(71.2)**
Impact on the theoretical tax of:	
Permanent differences	(29.9)
Sector exempt from the SIIC regime	70.2
Variation in unrecognised tax assets (including deficits that can be carried over)	3.1
Tax on distribution of dividends	(3.3)
Rate differentials (France and abroad)	(2.7)
Tax borne by non-controlling interests	0.7
Other impacts (including exit tax, provision for tax, etc.)	(0.9)
Effective tax charge	**(34.0)**
Effective tax rate	**16.43%**

6.2. Breakdown of deferred tax

(in millions of euros)	31/12/2014	31/12/2013 restated
Deferred tax related to temporary differences		
Provisions for non-deductible assets	5.9	1.6
Provisions for staff-related commitments	5.2	4.6
Provisions for non-deductible liabilities	5.6	4.1
Lease	(11.8)	(10.4)
Other	(2.8)	(4.2)
Deferred tax assets related to loss carry forwards	3.8	2.6
NET DEFERRED TAX POSITION	**5.9**	**(1.7)**
Net deferred tax assets	17.8	10.5
Net deferred tax liabilities	11.9	12.2
NET DEFERRED TAX POSITION	**5.9**	**(1.7)**

As at 31 December 2014, unactivated deferrable losses amounted to €45.1 million.

7. GOODWILLS

	31/12/2014		
(in millions of euros)	Gross amount	Impairments	Net amount
Property investment	4.0	-	4.0
Property development	42.3	-	42.3
Services	23.5	(0.3)	23.2
GOODWILLS	**69.8**	**(0.3)**	**69.5**

	31/12/2013 restated		
(in millions of euros)	Gross amount	Impairments	Net amount
Property investment	6.4	(2.3)	4.1
Property development	42.3	-	42.3
Services	23.5	(0.1)	23.4
GOODWILLS	**72.1**	**(2.4)**	**69.7**

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An impairment test was carried out as at 31 December 2014 and 31 December 2013 based on valuation carried out by experts.

The method used by the experts for measuring fair value is based on future discounted cash flows. The zero-risk rate used was the 5-month average of the 10-year OAT TEC. The risk premiums applied are specific to each business and take into account developments in their markets over the 2014 financial year.

The pre-tax discount rates accepted for determining the going-concern value varied from 7.36% to 12.64% during the 2014 financial year (7.73% to 11.83% during the 2013 financial year) depending on the assets tested.

8. TANGIBLE ASSETS AND INVESTMENT PROPERTIES AND SENSITIVITY OF NET BOOK VALUES

8.1. Table of changes

(in millions of euros)	Property, plant and equipment	Investment properties	including investment properties in lease-financing
GROSS VALUE AT 31/12/2013 PUBLISHED	**139.9**	**8,984.4**	**416.5**
Change in method after implementation of the IFRS 11 standard	(0.1)	(248.8)	-
GROSS VALUE AT 01/01/2014	**139.8**	**8,735.6**	**416.5**
Increases (1)	2.8	667.2	97.6
Capitalised production	-	-	
Decreases	(1.9)	(216.8)	-
Impact of changes in scope	-	(64.3)	2.5
Fixed assets reclassified to "assets held for sale"	0.1	(88.3)	-
Other movements	-	-	-
GROSS VALUE AT 31/12/2014	**140.8**	**9,033.2**	**516.5**
DEPRECIATION AND AMORTIZATION AT 31/12/2103 PUBLISHED	**(49.4)**	**(834.2)**	**(43.5)**
Change in method after implementation of the IFRS 11 standard	0.1	31.3	-
DEPRECIATION AND AMORTIZATION AT 01/01/2014	**(49.3)**	**(802.9)**	**(43.5)**
Increases	(7.7)	(264.1)	(15.4)
Decreases	1.6	39.4	-
Impact of changes in scope	-	28.2	4.3
Fixed assets reclassified to "assets held for sale"	-	20.0	-
Other movements	-	-	-
DEPRECIATION AND AMORTIZATION AT 31/12/2014	**(55.3)**	**(979.5)**	**(54.5)**
IMPAIRMENT AT 31/12/2013 PUBLISHED	**-**	**(219.5)**	**-**
Change in method after implementation of the IFRS 11 standard	-	-	-
IMPAIRMENT AT 01/01/2014	**-**	**(219.5)**	**-**
Increases	-	(52.1)	-
Decreases	-	58.0	-
Impact of changes in scope	-	-	-
Fixed assets reclassified to "assets held for sale"	-	4.1	-
Other movements	-	-	-
IMPAIRMENT AT 31/12/2014	**-**	**(209.5)**	**-**
NET VALUE AT 31/12/2013 PUBLISHED	**90.5**	**7,930.6**	**373.0**
Change in method after implementation of the IFRS 11 standard	-	(217.5)	-
NET VALUE AT 01/01/2014	**90.5**	**7,713.1**	**373.0**
Increases	(4.9)	350.9	82.2
Capitalised production	-	-	
Decreases	(0.3)	(119.5)	-
Impact of changes in scope	-	(36.1)	6.8
Fixed assets reclassified to "assets held for sale"	0.1	(64.2)	-
Other movements	-	-	-
NET VALUE AT 31/12/2014	**85.4**	**7,844.2**	**462.0**

(1) including activated financial costs 6.5 M€.

(in millions of euros)	Property, plant and equipment	Investment properties	including investment properties in lease-financing
GROSS VALUE AT 31/12/2012 PUBLISHED	**177.8**	**5,650.3**	**304.9**
Change in method after implementation of the IFRS 11 standard	(0.1)	(331.1)	-
GROSS VALUE AT 01/01/2013	**177.7**	**5,319.2**	**304.9**
Increases [1]	1.6	325.3	24.3
Capitalised production	-	8.4	
Decreases	(2.1)	(143.8)	-
Impact of changes in scope	(2.0)	3,197.8	87.1
Fixed assets reclassified to "assets held for sale"	-	(6.7)	-
Other movements	(35.4)	35.4	0.2
GROSS VALUE AT 31/12/2013	**139.8**	**8,735.6**	**416.5**
DEPRECIATION AND AMORTIZATION AT 31/12/2103 PUBLISHED	**(56.3)**	**(673.6)**	**(31.7)**
Change in method after implementation of the IFRS 11 standard	0.1	33.9	-
DEPRECIATION AND AMORTIZATION AT 01/01/2013	**(56.2)**	**(639.7)**	**(31.7)**
Increases	(8.9)	(192.3)	(11.8)
Decreases	1.9	36.7	-
Impact of changes in scope	1.7	4.6	-
Fixed assets reclassified to "assets held for sale"	-	-	-
Other movements	12.2	(12.2)	-
DEPRECIATION AND AMORTIZATION AT 31/12/2013	**(49.3)**	**(802.9)**	**(43.5)**
IMPAIRMENT AT 31/12/2012 PUBLISHED	**-**	**(156.3)**	**0.1**
Change in method after implementation of the IFRS 11 standard	-	-	-
IMPAIRMENT AT 01/01/2013	**-**	**(156.3)**	**0.1**
Increases	-	(85.1)	-
Decreases	-	21.5	-
Impact of changes in scope	-	-	-
Fixed assets reclassified to "assets held for sale"	-	0.4	-
Other movements	-	-	(0.1)
IMPAIRMENT AT 31/12/2013	**-**	**(219.5)**	**-**
NET VALUE AT 31/12/2012 PUBLISHED	**121.5**	**4,820.4**	**273.3**
Change in method after implementation of the IFRS 11 standard	-	(297.2)	-
NET VALUE AT 01/01/2013	**121.5**	**4,523.2**	**273.3**
Increases	(7.3)	47.9	12.5
Capitalised production	-	8.4	
Decreases	(0.2)	(85.6)	-
Impact of changes in scope [2]	(0.3)	3,202.4	87.1
Fixed assets reclassified to "assets held for sale"	-	(6.3)	-
Other movements [3]	(23.2)	23.2	0.1
NET VALUE AT 31/12/2013	**90.5**	**7,713.2**	**373.0**

(1) Including activated financial costs 6.2 M€.
(2) During the financial year 2013, investment properties were mainly affected by the addition of the Silic group assets totalling €3,247.8 million.
(3) The sale of the service companies Arcoba and Suretis at the beginning of the financial year 2013 caused the reclassification of buildings that these companies occupied from the category of property, plant and equipment to investment properties.

8.2. Investment properties

At each closing, the investment proprieties of each property investment company are valued by independent property experts, who are members of the Association Française des sociétés d'expertises immobilières (Afrexim).

In the case of the implementation of a strategy of full divestment of a portfolio's assets, the property experts may apply a discount expressing the portfolio effect and market conditions for large-scale transactions.

Pursuant to the Group's methodology, buildings being sold, including those under promise of sale, are valued based on the contractual sale price, minus disposal costs.

8.2.1. Office blocks, business premises, shopping centres, business parks and healthcare establishments

The Property Investment Division operates principally in the offices and business parks segments in the Île-de-France region, as well as the healthcare facilities segment.

The investment properties of these businesses are valued using the revenue method (discounted future cash flow method and net rent capitalisation method) cross-checked against the direct comparison method for the main assets. For single use properties in the healthcare sector, the quota share of average revenues or Ebitda realised in past years is taken into account in determining the rental value.

8.2.2. Buildings under development

Buildings under development cover various situations: property reserves not fully viable, building plots or building rights, residual building land, properties under construction and reconstruction. These properties are valued using the method based on a developer report and/or discounted cash flows, supplemented where necessary by the comparison method.

The fair values given below are appraisal values excluding rights, excluding assets acquired at the end of the year and those held for sale whose fair values are defined in note 1.10.

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8.3. Fair value of investment properties

Main valuation assumptions for investment properties

Asset types	Methods generally used	Discounted cash flow (DCF)	Rate of return at exit (DCF)	Market rate of return (capitalisation)	Overall market rental value *(in €/m²)*
STRATEGIC ASSETS					
Offices					
Paris	DCF	5.90%-6.10%	4.90%-5.00%		€582-€691
La Défense/Péri-Défense	DCF	5.75%-8.25%	5.90%-7.15%		€223-€492
Other Western Crescent	DCF	5.75%-7.75%	5.25%-6.90%		€360-€657
Inner Ring	DCF	6.65%-7.25%	6.05%-6.30%		€267-€295
Outer Ring	DCF	9.25%-12.30%	8.25%-10.75%		€116-€133
Regional	DCF	7.75%-11.00%	7.00%-9.75%		€80-€124
Business parks					
Paris	DCF	5.00%-8.50%	5.10%-8.00%		€187-€383
La Défense/Péri-Défense	DCF	6.30%-7.25%	6.75%-7.50%		€136-€263
Other Western Crescent	DCF	6.25%-8.00%	6.90%-7.75%		€141-€275
Inner Ring	DCF	6.00%-10.00%	5.50%-10.20%		€80-€368
Outer Ring	DCF	6.10%-12.00%	6.90%-10.00%		€69-€276
HEALTH					
Paris and Inner Ring	Capitalisation and DCF	6.15%-6.75%	6.20%-7.35%	5.70%-6.45%	(1)
Outer Ring	Capitalisation and DCF	6.10%-7.35%	6.65%-7.30%	6.15%-6.45%	(1)
Regional	Capitalisation and DCF	6.40%-9.35%	6.65%-9.20%	6.15%-8.00%	(1)

(1) Not subject to the traditional rules for determining market rental value, due to the configuration and specialisation of the properties.

Comparison between net book values and fair values

(in millions of euros)	Net carrying value 31/12/2014	Fair value 31/12/2014	Net carrying value 31/12/2013	Fair value 31/12/2013
Office Investment Property – France	3,141.5	3,458.6	3,216.9	3,553.9
Business parks	3,206.3	4,162.9	3,155.0	3,943.4
Alternative assets (Health)	1,961.4	2,350.7	1,605.0	1,886.8
Non-strategic assets portfolio	52.7	179.2	312.7	499.3
TOTAL	**8,361.9**	**10,151.4**	**8,289.6**	**9,883.4**
including investment properties and goodwill	7,845.4	9,549.0	7,713.2	9,187.4
including investment properties carried by equity-accounted companies	179.8	184.2	217.5	269.3
including operating assets	76.7	154.9	85.4	143.3
including assets held for sale	-	-	6.8	9.3
including financial receivables and other appraised assets	260.0	263.2	266.7	274.1

3

The ratio of net financial debt to property asset value (loan to value) stands at 38.2% at 31 December 2014.

Sensitivity of the net book values of investment properties to potential changes in fair value

Impact on net carrying amounts *(in millions of euros)*	Investment properties' change in fair value -5.00%	-2.50%	+2.50%	+5.00%
Offices				
Paris	0.0	0.0	0.0	0.0
La Défense/Péri-Défense	(78.7)	(28.7)	+35.9	+55.9
Other Western Crescent	0.0	0.0	0.0	0.0
Inner Ring	0.0	0.0	0.0	0.0
Outer Ring	(1.5)	(0.7)	+0.7	+1.5
SUB-TOTAL PARIS REGION (IDF)	**(80.2)**	**(29.4)**	**+36.7**	**+57.4**
Regional	0.0	0.0	0.0	0.0
TOTAL OFFICES	**(80.2)**	**(29.4)**	**+36.7**	**+57.4**
Business parks				
Paris	0.0	0.0	0.0	0.0
La Défense/Péri-Défense	(8.9)	(5.4)	+0.3	+0.3
Other Western Crescent	(2.7)	(1.8)		0.0
Inner Ring	(0.3)	(0.1)	+0.2	+0.3
Outer Ring	(47.5)	(18.5)	+5.6	+6.7
TOTAL BUSINESS PARKS	**(59.3)**	**(25.8)**	**+6.2**	**+7.4**
TOTAL STRATEGIC ASSETS	**(139.6)**	**(55.2)**	**+42.8**	**+64.7**
Health (1)				
Paris and Inner Ring	0.0	0.0	0.0	0.0
Outer Ring	0.0	0.0	0.0	0.0
SUB-TOTAL PARIS REGION (IDF)	**0.0**	**0.0**	**0.0**	**0.0**
Regional	(15.5)	(10.7)	+0.2	+0.4
TOTAL HEALTH	**(15.5)**	**(10.7)**	**+0.2**	**+0.4**
TOTAL NON-STRATEGIC ASSETS	**(0.6)**	**(0.3)**	**+0.3**	**+0.5**
TOTAL PROPERTY ASSETS	**(155.6)**	**(66.2)**	**+43.3**	**+65.6**

(1) Valuation carried out on 100% basis.

9. SECURITIES AVAILABLE FOR SALE

	31/12/2014		
(in millions of euros)	Gross	Impairments	Net
Shares and other variable income securities	17.5	(0.6)	16.9
NON-CURRENT SECURITIES AVAILABLE FOR SALE	**17.5**	**(0.6)**	**16.9**
Other current securities available for sale	-	-	-
CURRENT SECURITIES AVAILABLE FOR SALE	**-**	**-**	**-**
TOTAL SECURITIES AVAILABLE FOR SALE	**17.5**	**(0.6)**	**16.9**

	31/12/2013 restated		
(in millions of euros)	Gross	Impairments	Net
Shares and other variable income securities	7.7	(0.6)	7.1
NON-CURRENT SECURITIES AVAILABLE FOR SALE	**7.7**	**(0.6)**	**7.1**
Other current securities available for sale	-	-	-
CURRENT SECURITIES AVAILABLE FOR SALE	**-**	**-**	**-**
TOTAL SECURITIES AVAILABLE FOR SALE	**7.7**	**(0.6)**	**7.1**

(in millions of euros)	Net
Balance at 31/12/2013	**7.1**
Acquisitions	-
Disposals	-
Impact of changes in value of equity	(0.1)
Net charges related to impairment in income statement	-
Impact of changes in scope and capital	9.9
Other	-
BALANCE AT 31/12/2014	**16.9**

(in millions of euros)	Net
Balance at 31/12/2012	**3.3**
Acquisitions	4.1
Disposals	-
Impact of changes in value of equity	-
Net charges related to impairment in income statement	-
Impact of changes in scope and capital	0.3
Other	(0.7)
BALANCE AT 31/12/2013	**7.1**

10. OTHER NON-CURRENT FINANCIAL ASSETS

(in millions of euros)	Notes	31/12/2014 Gross	31/12/2014 Impairments	31/12/2014 Net
Investment-related receivables and other related parties		0.8	(0.8)	-
Loans		0.2	-	0.2
Deposits and guarantees paid		2.1	-	2.1
Other		0.4	-	0.4
TOTAL OTHER NON-CURRENT FINANCIAL ASSETS AT AMORTISED COST		**3.5**	**(0.8)**	**2.6**
Other financial assets at fair value through profit/(loss)		-	-	-
Derivatives	23	0.6	-	0.6
TOTAL OTHER NON-CURRENT FINANCIAL ASSETS		**4.1**	**(0.8)**	**3.2**

(in millions of euros)	Notes	31/12/2013 restated Gross	31/12/2013 restated Impairments	31/12/2013 restated Net
Investment-related receivables and other related parties		0.8	(0.8)	-
Loans		0.2	-	0.2
Deposits and guarantees paid		2.0	-	2.0
Other		0.4	-	0.4
TOTAL OTHER NON-CURRENT FINANCIAL ASSETS AT AMORTISED COST		**3.5**	**(0.8)**	**2.7**
Other financial assets at fair value through profit/(loss)		0.1	-	0.1
Derivatives	23	4.0	-	4.0
TOTAL OTHER NON-CURRENT FINANCIAL ASSETS		**7.7**	**(0.8)**	**6.8**

(in millions of euros)	Non-current financial assets
Balance at 31/12/2013	**6.8**
Acquisitions	-
Dispositions/Redemptions	(0.1)
Effets des variations de juste valeur	(3.7)
Net charges related to impairment in income statement	-
Impact of changes in scope and capital	-
Other	0.2
BALANCE AT 31/12/2014	**3.2**

Financial assets at amortised cost

(in millions of euros)	31/12/2014	Less than one year (current)	One to five years (non-current)	More than five years (non-current)	Total non-current share
Investment-related receivables and other related parties	39.6	39.6	-	-	-
Loans	0.3	0.1	0.1	0.1	0.2
Deposits and guarantees paid	2.4	0.3	0.9	1.1	2.1
Related current accounts	82.7	82.7	-	-	-
Other	0.4	-	-	0.4	0.4
TOTAL OTHER CURRENT FINANCIAL ASSETS AT AMORTISED COST	**125.4**	**122.8**	**1.0**	**1.6**	**2.6**

(in millions of euros)	31/12/2013 restated	Less than one year (current)	One to five years (non-current)	More than five years (non-current)	Total non-current share
Investment-related receivables and other related parties	20.0	20.0	-	-	-
Loans	0.3	0.1	0.1	0.1	0.2
Deposits and guarantees paid	2.4	0.4	0.6	1.4	2.0
Related current accounts	145.5	145.5	-	-	-
Other	0.4	-	-	0.5	0.5
TOTAL OTHER CURRENT FINANCIAL ASSETS AT AMORTISED COST	**168.6**	**165.9**	**0.7**	**2.0**	**2.7**

Following the adoption of IFRS 10, IFRS 11 and IFRS 12, entities previously consolidated proprtionately are from 1 January 2013 consolidated using the equity method. Current-account balances are therefore no longer completely eliminated.

11. STOCKS AND IN PROGRESS

Analysis of inventories and impairment

(in millions of euros)	31/12/2014						
	Property investment			Property development			Total
	Gross amount	Impairments	Net amount	Gross amount	Impairments	Net amount	Net amount
Analysis of inventory							
Land and property reserves	1.7	(0.2)	1.4	78.6	(14.8)	63.8	65.3
Work in progress	-	-	-	371.7	(5.2)	366.5	366.5
Finished but unsold plots	-	-	-	19.7	(0.7)	19.0	19.0
INVENTORY AND IN PROGRESS AT CLOSE OF YEAR	**1.7**	**(0.2)**	**1.4**	**470.1**	**(20.7)**	**449.4**	**450.8**
IMPAIRMENT: OPENING BALANCE		**(0.3)**			**(20.1)**		**(20.4)**
IMPAIRMENT: CHANGES IN THE FINANCIAL YEAR		**0.1**			**(0.6)**		**(0.5)**
o/w Allocations in the financial year		-			(5.1)		(5.1)
o/w Impact of changes in scope		-			-		-
o/w Reversals in the financial year		0.1			4.5		4.6
o/w Transfer to assets held for sale		-			-		-
o/w Other		-			-		-

(in millions of euros)	31/12/2013 restated						
	Property investment			Property development			Total
	Gross amount	Impairments	Net amount	Gross amount	Impairments	Net amount	Net amount
Analysis of inventory							
Land and property reserves	1.9	(0.3)	1.7	163.9	(10.7)	153.2	154.8
Work in progress	-	-	-	473.5	(7.6)	466.0	466.0
Finished but unsold plots	-	-	-	12.4	(1.8)	10.6	10.6
INVENTORY AND IN PROGRESS AT CLOSE OF YEAR	**1.9**	**(0.3)**	**1.7**	**649.9**	**(20.1)**	**629.8**	**631.4**
IMPAIRMENT: OPENING BALANCE		**(0.2)**			**(31.3)**		**(31.5)**
IMPAIRMENT: CHANGES IN THE FINANCIAL YEAR		**(0.1)**			**11.2**		**11.1**
o/w Allocations in the financial year		(0.1)			-		(0.1)
o/w Impact of changes in scope		-			-		-
o/w Reversals in the financial year		-			13.7		13.7
o/w Transfer to assets held for sale		-			-		-
o/w Other		-			(2.5)		(13.6)

12. TRADE RECEIVABLES

	31/12/2014		
(in millions of euros)	Gross	Impairments	Net
Trade accounts and notes receivable	307.0	(15.9)	291.1
Financial accounts receivable	258.6	-	258.6
TOTAL TRADE RECEIVABLES	**565.6**	**(15.9)**	**549.7**

	31/12/2013 restated		
(in millions of euros)	Gross	Impairments	Net
Trade accounts and notes receivable	257.4	(11.4)	246.1
Financial accounts receivable	264.8	-	264.8
TOTAL TRADE RECEIVABLES	**522.2**	**(11.4)**	**510.9**

Changes in trade receivables are as follows:

(in millions of euros)	Gross	Impairments	Net
Balance at 31/12/2013	**522.2**	**(11.4)**	**510.9**
Changes in the financial year	43.4	(4.8)	38.6
Impact of changes in scope	(1.7)	-	(1.7)
Other	1.7	0.2	1.9
BALANCE AT 31/12/2014	**565.6**	**(15.9)**	**549.7**

(in millions of euros)	Gross	Impairments	Net
Balance at 31/12/2012	**530.7**	**(7.2)**	**523.4**
Changes in the financial year	(19.4)	(2.0)	(21.4)
Impact of changes in scope	11.0	(2.2)	8.8
Other	-	-	-
BALANCE AT 31/12/2013 RESTATED	**522.2**	**(11.4)**	**510.9**

The following is a breakdown of the repayment schedule of accounts receivable as at 31 December:

			Receivables due				
(in millions of euros)	Total	Receivables not due	< 30 days	30 < X < 60 days	60<X<90 days	90<X<120 days	> 120 days
2014	**291.1**	254.5	6.8	4.9	1.4	12.0	11.5
2013 restated	**246.1**	199.6	22.8	3.5	1.8	6.1	12.2

13. BUILDING CONTRACTS AND OFF-PLAN SALES

The buyer has the option to define the major structural elements in the construction of a property before and during the construction phase

(in millions of euros)	31/12/2014 Commercial	31/12/2014 Intra-group inter-business eliminations	31/12/2014 Total	31/12/2013 restated Commercial	31/12/2013 restated Intra-group inter-business eliminations	31/12/2013 restated Total
Aggregate receivables, including tax, according to the progress method	219.6	-	219.6	161.7	-	161.7
Work in progress	28.9	-	28.9	28.3	-	28.3
Termination loss	-	-	-	-	-	-
Collected calls for funds	(228.3)	-	(228.3)	(176.7)	-	(176.7)
AMOUNTS OWED BY CUSTOMERS	**21.9**	**-**	**21.9**	**18.0**	**-**	**18.0**
AMOUNTS OWED TO CUSTOMERS	**(1.6)**	**-**	**(1.6)**	**(4.7)**	**-**	**(4.7)**
INCOME FOR THE YEAR	**117.3**	**-**	**117.3**	**82.2**	**-**	**82.2**
Concerning ongoing contracts at the closing date and those completed during the period:						
Total amount of costs incurred and profits recognised (less losses recognised) until 31 December	31.2	-	31.2	20.4	-	20.4
Amount of advances received relative to non-started contracts	-	-	-	1.4	-	1.4
Reciprocal off-balance-sheet commitments (notarized instruments including tax – collected calls for funds)	223.4	-	223.4	155.0	-	155.0

Limited option for the buyer to define the major structural elements in the construction of a property

(in millions of euros)	31/12/2014 Commercial	31/12/2014 Housing	31/12/2014 Intra-group inter-business eliminations	31/12/2014 Total	31/12/2013 restated Commercial	31/12/2013 restated Housing	31/12/2013 restated Intra-group inter-business eliminations	31/12/2013 restated Total
INCOME FOR THE YEAR	**228.6**	**782.2**	**(0.6)**	**1 010,2**	**149.3**	**686.2**	**(7.7)**	**827.8**
Concerning ongoing contracts at the closing date and those completed during the period:								
Total amount of costs incurred and profits recognised (less losses recognised) until 31 December	58.8	1.1	-	59.9	39.4	-	-	39.4
Amount of advances received relative to non-started contracts	1.0	-	-	1.0	(0.2)	-	-	(0.2)
Reciprocal off-balance-sheet commitments (notarized instruments including tax – collected calls for funds)	125.4	494.1	-	619.5	180.7	810.6	(7.3)	984.0

14. MISCELLANEOUS RECEIVABLES

	31/12/2014			31/12/2013 restated
(in millions of euros)	Gross	Impairments	Net	Net
Suppliers advances	8.6	-	8.6	21.2
Receivables from disposal of assets	0.5	-	0.5	2.1
Agency transactions (1)	165.6	-	165.6	169.3
Prepaid expenses	6.6	-	6.6	2.2
Social security and tax receivables	169.2	-	169.2	147.7
Other receivables	26.3	(0.3)	26.1	23.0
TOTAL MISCELLANEOUS RECEIVABLES	**376.7**	**(0.3)**	**376.5**	**365.5**

(1) The details of the Agency transactions are presented in the table below:

(in millions of euros)	31/12/2014	31/12/2013 restated
Receivables	0.9	2.3
Cash and cash equivalents	164.7	167.0
TOTAL AGENCY TRANSACTIONS	**165.6**	**169.3**

15. OTHER CURRENT FINANCIAL ASSETS

		31/12/2014		
(in millions of euros)	Notes	Gross	Impairments	Net
Investment-related receivables and other related parties		39.9	(0.3)	39.6
Loans		0.1	-	0.1
Deposits and guarantees paid		0.3	-	0.3
Related current accounts		82.7	-	82.7
Other		-	-	-
TOTAL OTHER CURRENT FINANCIAL ASSETS AT AMORTISED COST	**10**	**123.0**	**(0.3)**	**122.8**
Other financial assets at fair value through profit/(loss)		0.2	-	0.2
Derivatives (including margin calls)	23	16.7	-	16.7
TOTAL OTHER CURRENT FINANCIAL ASSETS		**139.9**	**(0.3)**	**139.6**

(in millions of euros)	Notes	31/12/2013 restated Gross	Impairments	Net
Investment-related receivables and other related parties		20.1	(0.1)	20.0
Loans		0.1	-	0.1
Deposits and guarantees paid		0.4	-	0.4
Related current accounts		145.5	-	145.5
Other		-	-	-
TOTAL OTHER CURRENT FINANCIAL ASSETS AT AMORTISED COST	**10**	**166.0**	**(0.1)**	**165.9**
Other financial assets at fair value through profit/(loss)		-	-	-
Derivatives (including margin calls)	23	14.2	-	14.2
TOTAL OTHER CURRENT FINANCIAL ASSETS		**180.2**	**(0.1)**	**180.1**

(in millions of euros)	Current financial assets
Balance at 31/12/2013	**180.1**
Acquisitions	13.6
Disposals	(8.9)
Impact of changes in value through profit or loss	-
Short-term change in financial assets	(30.3)
Short-term change in interest accrued not due	1.5
Net charges related to impairment in income statement	(0.2)
Impact of changes in scope and capital	(14.8)
Other	(1.3)
BALANCE AT 31/12/2014	**139.6**

16. CASH AND CASH EQUIVALENTS

(in millions of euros)	31/12/2014	31/12/2013 restated
Money-market UCITS	127.0	267.6
CASH EQUIVALENTS	**127.0**	**267.6**
cash assets (including bank interest receivable)	351.2	244.7
CASH AND CASH EQUIVALENTS	**478.2**	**512.3**

17. INVESTMENT PROPERTIES AND OTHER ASSETS HELD FOR SALE

(in millions of euros)	Investment properties held for sale	Other assets held for sale	Total assets held for sale
Balance at 31/12/2013	**6.7**	**0.1**	**6.9**
Reclassification as "assets held for sale"	96.6	-	96.6
Impact of changes in scope	(6.3)	(0.1)	(6.4)
Decreases	(99.1)	-	(99.1)
Other movements	2.1	-	2.1
BALANCE AT 31/12/2014	**-**	**-**	**-**

The change in investment properties held for sale mainly corresponds to the sale of offices in France and Germany.

(in millions of euros)	Investment properties held for sale	Other assets held for sale	Total assets held for sale
Balance at 31/12/2012	**189.9**	**25.0**	**214.9**
Reclassification as "assets held for sale"	6.3	(0.2)	6.1
Impact of changes in scope	(28.5)	(24.7)	(53.2)
Decreases	(162.9)	-	(162.9)
Other movements	2.0	-	2.0
BALANCE AT 31/12/2013	**6.8**	**0.1**	**6.9**

The change in investment properties held for sale mainly corresponds to the sale of warehouses in the first half of 2013.

The change in other assets and liabilities held for sale mainly concerns the sale of Paris Nord Est (property development) at the start of 2013.

18. EQUITY

18.1. Share capital

Shareholders	31/12/2014 Number of shares	31/12/2014 % of capital	31/12/2013 Number of shares	31/12/2013 % of capital
Public	34,759,738	46.96	34,926,865	47.25
HoldCo SIIC (*)	38,491,773	52.00	38,491,773	52.07
Employees	231,567	0.31	177,166	0.24
Treasury	539,308	0.73	320,305	0.43
TOTAL	**74,022,386**	**100**	**73,916,109**	100

(*) Company, the capital of which is held by the Caisse des dépôts and Groupama, with stakes of 75.07% and 24.93% respectively.

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18.2. Changes in number of shares in circulation

	Number	Capital *(in € million)*
SHARE CAPITAL AT 31/12/2012	**52,000,517**	**79.3**
Increases in capital related to the exercise of share subscription options	6,800	0.0
Increases in capital related to the public exchange offer	20,457,105	31.2
Capital increase following a merger transaction	1,451,687	2.2
SHARE CAPITAL AT 31/12/2013	**73,916,109**	**112.7**
Increase in capital related to the exercise of stock options	106,277	0.2
SHARE CAPITAL AT 31/12/2014	**74,022,386**	**112.8**

18.3. Shares of parent company Icade SA held by third parties and that are pledged

As at 31 December 2014, three administered registered shares were pledged and no pure registered shares were pledged.

18.4. Dividends

(in millions of euros)	31/12/2014	31/12/2013
Payment to shareholders of Icade SA		
- dividends deducted from taxable income exempt from tax (applying the SIIC treatment)	270.9	176.2
- dividends deducted from the profit taxable at the ordinary rate	-	12.3
- interim dividends	-	-
TOTAL	**270.9**	**188.5**

Per-share dividends distributed in 2014 and 2013 in respect of the 2013 and 2012 financial years were €3.67 and €3.64 respectively.

The General Meeting to approve Icade's financial statement as at 31 December 2014 will be convened on 29 April 2015, at which will be proposed the distribution of a dividend of €3.73 per share. Based on the shares entitled to dividends as at 1 January 2015, *i.e.* 74,022,386 shares, the dividend distribution amount proposed to the Shareholders' Meeting will be €276.1 million.

19. NON-CONTROLLING INTERESTS

19.1. Change in non-controlling interests

(in millions of euros)	31/12/2014	31/12/2013 restated
NET POSITION AT 31/12 OF THE PRECEDING YEAR	**412.3**	**310.7**
Acquisitions of non-controlling interests	82.6	-
Other movements	(1.1)	1.9
Variation de juste valeur des instruments dérivés	(3.1)	-
Impact of changes in scope	-	101.0
Profit/(loss)	21.3	18.0
Dividends	(24.1)	(19.4)
NET POSITION AT 31/12 OF THE CURRENT YEAR	**487.9**	**412.3**

The changes in scope of non-controlling interests are mainly made up of subscriptions to Icade Santé's capital increases by institutional investors during 2014 and 2013.

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19.2. Information on the main non-controlling interests

In 2014, as in 2013, the main non-controlling interests operate:

- in the healthcare sector, for Property Investment purposes. For the record, Icade Santé is 56.51% owned by Icade SA;
- in Property Development. Even though in many entities Icade has only a partial stake in both equity and revenue, the share allocated to shareholders or unitholders of non-controlling interests is not significant.

19.3. Non-controlling interests: financial data

	31/12/2014			31/12/2013 restated		
(in millions of euros)	Property investment	Property development	Total	Property investment	Property development	Total
Investment properties	1,978.1	-	1,978.1	1,706.3	-	1,706.3
Non-current financial assets	0.7	-	0.7	0.7	-	0.8
Other non-current financial assets	(585.0)	(0.8)	(591.9)	(548.4)	(7.3)	(555.7)
TOTAL NON-CURRENT ASSETS	**1,393.8**	**(0.8)**	**1,386.9**	**1,158.6**	**(7.3)**	**1,151.3**
Stocks and in progress	-	189.1	189.7	-	352.8	352.8
Trade receivables	7.4	80.4	87.9	5.6	63.1	68.7
Amount owed by customers	-	21.4	21.4	-	17.9	17.9
Current financial assets and cash	6.8	158.9	166.1	6.4	70.7	77.1
Other current assets	2.3	75.7	78.4	2.2	86.3	88.5
TOTAL CURRENT ASSETS	**16.4**	**525.4**	**543.5**	**14.2**	**590.9**	**605.0**
TOTAL ASSETS	**1,410.2**	**524.6**	**1,930.4**	**1,172.7**	**583.5**	**1,756.3**

(in millions of euros)	31/12/2014 Property investment	31/12/2014 Property development	31/12/2014 Total	31/12/2013 restated Property investment	31/12/2013 restated Property development	31/12/2013 restated Total
Equity	554.6	42.0	589.7	491.0	27.1	518.1
Long-term financial debt	465.5	-	465.5	336.4	-	336.4
Other non-current liabilities	23.3	-	23.3	18.5	0.2	18.7
TOTAL NON-CURRENT LIABILITIES	**488.8**	**-**	**488.8**	**355.0**	**0.2**	**355.1**
Current financial debts	342.7	145.3	489.1	309.5	262.0	571.5
Trade payables	4.2	172.8	177.4	2.8	175.3	178.2
Amount owed to customers	-	6.2	6.2	-	4.8	4.8
Other current liabilities	19.9	158.3	179.3	14.4	114.2	128.6
TOTAL CURRENT LIABILITIES	**366.8**	**482.6**	**851.9**	**326.8**	**556.3**	**883.0**
TOTAL LIABILITIES AND CAPITAL AND RESERVES	**1,410.2**	**524.6**	**1,930.4**	**1,172.7**	**583.5**	**1,756.3**

(in millions of euros)	31/12/2014 Property investment	31/12/2014 Property development	31/12/2014 Total	31/12/2013 restated Property investment	31/12/2013 restated Property development	31/12/2013 restated Total
Revenues	160.9	584.6	745.5	145.1	411.9	557.0
Net rental income	-	-	-	-	-	-
Ebitda	143.0	49.3	192.3	124.7	32.4	157.1
OPERATING PROFIT/(LOSS)	**76.6**	**48.4**	**125.0**	**100.5**	**39.0**	**139.5**
Cost of gross debt	(10.3)	(0.1)	(10.4)	(10.3)	3.0	(7.3)
Cost of net debt	(23.2)	0.6	(22.6)	(22.1)	3.0	(19.1)
FINANCIAL PROFIT/(LOSS)	**(24.2)**	**0.5**	**(23.7)**	**(22.0)**	**(0.9)**	**(22.9)**
Profit tax	-	0.2	0.2	-	(1.0)	(1.0)
NET PROFIT/(LOSS)	**52.4**	**49.1**	**101.5**	**78.5**	**37.1**	**115.6**

(in millions of euros)	31/12/2014	31/12/2013 restated
OPERATIONS RELATED TO OPERATING ACTIVITY		
Net Profit Group Share	79.8	97.1
Profit/(loss) from non-controlling interests	21.3	18.0
NET PROFIT/(LOSS)	**101.1**	**115.1**
NET CASH FLOW FROM OPERATING ACTIVITY	**320.6**	**(0.2)**
NET CASH FLOW FROM INVESTMENT ACTIVITIES	**(392.5)**	**(110.8)**
NET CASH FLOW FROM FINANCING ACTIVITIES	**183.7**	**48.5**
NET CASH POSITION AT THE START OF THE YEAR	**17.3**	**79.8**
NET CASH POSITION AT THE END OF THE YEAR	**129.1**	**17.3**
NET CASH POSITION	**129.1**	**17.3**

20. PROVISIONS

(in millions of euros)	Published 31/12/2013	Change of IFRS 11 method	01/01/2014 restated	Allocations	Utilizations	Reversals	Variations in consolidation scope	Actuarial gains/ losses	Reclassification	31/12/2014
Pension payments and similar obligations	25.7	-	25.7	2.1	(1.5)	-	-	4.9	-	31.2
Losses on contracts	1.9	(0.1)	1.9	-	(0.4)	-	-	-	-	1.5
Tax risks	3.3	-	3.3	3.7	-	(0.2)	-	-	-	6.8
Risks and charges – Other	30.5	(1.2)	29.3	12.1	(3.8)	(4.1)	1.7	-	-	35.3
TOTAL	**61.4**	**(1.3)**	**60.1**	**18.0**	**(5.7)**	**(4.3)**	**1.7**	**4.9**	**-**	**74.8**
Non-current provisions	39.4	(10.2)	29.2	2.7	(3.3)	(2.1)	4.2	4.9	-	35.7
Current provisions	22.0	8.9	30.9	15.3	(2.4)	(2.2)	(2.5)	-	-	39.1
including: operating income				*17.2*	*(5.7)*	*(4.3)*				
including: financial profit/(loss)				-	-	-				
including: tax charges				*0.7*	-	-				

(in millions of euros)	Published 31/12/2012	Allocations	Utilizations	Reversals	Variations in consolidation scope	Actuarial gains/ losses	Reclassification	31/12/2013 restated
Pension payments and similar obligations	21.1	0.8	(1.5)	-	-	8.8	-	25.7
Losses on contracts	1.9	0.3	-	-	(0.3)	-	-	1.9
Tax risks	0.3	3.1	-	(0.1)	-	-	-	3.3
Risks and charges – Other	36.0	3.5	(6.9)	(6.3)	4.3	-	-	29.3
TOTAL	**59.3**	**7.7**	**(8.4)**	**(6.4)**	**4.0**	**8.8**	**-**	**60.1**
Non-current provisions	42.5	1.7	(6.4)	(2.4)	(0.8)	8.8	(9.6)	29.2
Current provisions	16.8	6.0	(2.0)	(4.0)	4.8	-	9.6	30.9
including: operating income		*7.2*	*(6.8)*	*(6.5)*				
including: financial profit/(loss)		-	*(1.6)*	-				
including: tax charges		*0.5*	-	-				

Icade identifies several types of provisions. In addition to pension payments and similar commitments, which are subject to specific explanations (see note 27), provisions are made whenever the risks identified are the result of past events creating a current obligation and it is probable that this obligation will cause an exit of resources.

The identified risks are:

- losses on service contracts and on off-plan contracts (note that losses on property development contracts appear under "amounts due from customers" and "amounts due to customers");
- tax risks: provisions cover estimated tax risks for which reassessment notices were received at 31 December 2014;
- when the accounts were audited during the 2010 financial year, in its proposed tax reassessment (8 December 2010), the French Tax Authorities questioned the market values as at 31 December 2006, based on the property valuations that were used as the basis for calculating the exit tax (corporate tax at the rate of 16.50%) during the merger/absorption of Icade Patrimoine (by Icade) as at 1 January 2007. As a result, the exit tax bases were increased, generating additional tax of €204 million in principal. In another proposed correction dated 26 April 2012, the tax authorities increased the rate of taxation applicable to some of the revised amounts from 16.5% to 19%. The additional tax was then increased to €206 million.

On 16 July 2012, Icade applied to consult the Commission nationale des impôts directs et taxes sur le chiffre d'affaires [National Commission for Direct Taxes and Revenue Taxes].

At the end of the hearing on 5 July 2013, the Commission gave an opinion questioning the valuation method used by the tax authorities ("[the comparison method] would appear much less suitable than the DCF to the type of assets in question") while recording that some sales carried out in 2007 had been completed for higher prices than those used to estimate the exit tax.

The tax authorities did not follow the commission's recommendation and maintained the increases initially notified, a decision of which it informed Icade on 3 December 2013 at the same time the Commission's opinion was sent.

On 11 December 2013, in accordance with the applicable procedure, the tax authorities therefore sent a payment demand for all sums, *i.e.* €225,084,492, including late payment interest (or €206 million in principal).

Maintaining its position, on 23 December 2013 Icade filed a claim asking for complete discharge of the sums demanded along with deferral of payment.

This deferral was obtained after the submission of a bank guarantee covering the entire tax bill (excluding late-payment interest).

In not replying to the Company's claim, the tax authorities implicitly rejected it.

As a result, in consultation with its legal firms, Icade filed an action with the competent Administrative Court on 17 December 2014 challenging the entire amount of the proposed reassessment.

Consequently, as was the case at 31 December 2013, no provision was recorded for this purpose at 31 December 2014.

- Other provisions for risks, amounting to €35.3 million, mainly cover property development and property investment for €22.3 million and €10.6 million respectively. This essentially relate to business risks, labour tribunal disputes and litigation.

These include provisions covering various significant lawsuits concerning property development, in the total amount of €4.9 million at 31 December 2014, compared with €6.6 million in provisions at 31 December 2013.

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21. FINANCIAL DEBTS

21.1. Net financial debt

(in millions of euros)	31/12/2014	31/12/2013 restated
Long- and medium-term financial debt (non-current)	3,671.5	3,360.5
Short-term financial debt (current)	704.7	1,095.3
GROSS FINANCIAL DEBT	**4,376.2**	**4,455.8**
Interest rate risk derivatives (assets and liabilities)	91.1	96.5
GROSS FINANCIAL DEBT AFTER TAKING ACCOUNT OF DERIVATIVES	**4,467.3**	**4,552.3**
Securities available for sale and other non-current financial assets (excluding interest-rate risk derivatives and deposits paid)	(17.5)	(7.7)
Securities available for sale and other current financial assets (excluding interest-rate risk derivatives and deposits paid)	(122.6)	(165.5)
Cash and cash equivalents	(478.2)	(512.3)
NET FINANCIAL DEBT	**3,849.1**	**3,866.7**

21.2. Financial debt by category

(in millions of euros)	31/12/2014	31/12/2013 restated
Bond issues	1,291.6	792.9
Bonds redeemable in cash and new and existing shares (4)	48.7	125.1
Loans with credit institutions (2)	2,028.3	2,171.8
Direct financing leases	209.4	177.2
Other loans and similar debts (3)	93.5	93.5
Debts associated with equity interests	-	-
LONG- AND MEDIUM-TERM FINANCIAL DEBT	**3,671.5**	**3,360.5**
Bond issues	18.6	3.8
Bonds redeemable in cash and new and existing shares (4)	1.1	2.9
Loans with credit institutions (2)	415.9	938.7
Direct financing leases	23.1	21.2
Other loans and similar debts (3)	0.6	0.6
Debts associated with equity interests	7.8	10.2
Commercial Paper	203.0	-
Bank overdrafts (1)	34.7	117.8
SHORT-TERM FINANCIAL DEBT	**704.7**	**1,095.3**
TOTAL GROSS FINANCIAL DEBT	**4,376.2**	**4,455.8**

(1) Including interest accrued not due.
(2) Including mortgage financing €842 million.
(3) Private investments for the same amount.
(4) Following the entry of Silic consolidation scope, this new category of debt (bonds redeemable in cash and shares, ORNANE) appeared.

Gross financial debt totalled €4,376.2 million at 31 December 2014, down by €79.6 million compared with 31 December 2013. This change mainly reflects:

- new borrowings taken out or credit lines drawn down of €1,263.0 million including:
  - a €500 million bond issue,
  - loans from credit institutions totalling €504 million,
  - commercial paper issued totalling €203 million,
  - loans associated with buildings leased by Icade Santé totalling €56 million;
- loan and debt repayments totalling €1,274.0 million, including:
  - €1,118.6 million by Icade and €51.6 million by Icade Santé to credit institutions,
  - €78.7 million as redemption of ORNANEs,
  - €23.3 million in respect of leases (Icade Santé €18 .3 million; Icade SA €3.4 million; Icade Bricolage €1.6 million);
- the reduction in debt following the disposal of some consolidated subsidiaries for €3.4 million;
- a €19.4 million increase in financial debt linked with entries into scope in the Health segment;
- bank overdrafts which fell by €83.7 million.

21.3. Financial debt by maturity

(in millions of euros)	31/12/2014	Less than one year	One to two years	Two to three years	Three to four years	Four to five years	More than five years
Bond issues	1,310.2	18.6	-	-	-	493.9	797.7
Bonds redeemable in cash and new and existing shares	49.9	1.1	-	48.7	-	-	-
Loans with credit institutions	2,444.2	415.9	514.9	513.0	350.4	50.8	599.2
Direct financing leases	232.4	23.1	24.0	25.0	23.3	19.2	117.9
Other loans and similar debts	94.1	0.6	8.5	8.5	8.5	8.4	59.5
Hybrid instruments	-	-	-	-	-	-	-
Debts associated with equity interests	7.8	7.8	-	-	-	-	-
Commercial Paper	203.0	203.0	-	-	-	-	-
Bank overdrafts (1)	34.7	34.7	-	-	-	-	-
TOTAL FINANCIAL DEBT	**4,376.2**	**704.7**	**547.4**	**595.2**	**382.2**	**572.3**	**1,574.4**

(1) Including interest accrued not due.

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(in millions of euros)	31/12/2013 restated	Less than one year	One to two years	Two to three years	Three to four years	Four to five years	More than five years
Bond issues	796.7	3.8	-	-	-	-	792.9
Bonds redeemable in cash and new and existing shares	128.1	2.9	-	-	-	125.1	-
Loans with credit institutions	3,110.5	938.7	423.9	422.2	538.1	159.7	628.0
Direct financing leases	198.4	21.2	20.2	20.3	20.9	19.2	96.7
Other loans and similar debts	94.0	0.6	-	8.4	8.5	8.5	68.0
Hybrid instruments	-	-	-	-	-	-	-
Debts associated with equity interests	10.2	10.2	-	-	-	-	-
Commercial Paper	-	-	-	-	-	-	-
Bank overdrafts (1)	117.8	117.8	-	-	-	-	-
TOTAL FINANCIAL DEBT	**4,455.8**	**1,095.3**	**444.0**	**450.9**	**567.5**	**312.5**	**1,585.5**

(1) Including interest accrued not due.

The average term of debt was 4.7 years as at 31 December 2014 (excluding commercial paper). It stood at 4.6 years as at 31 December 2013. The funding raised in 2014 therefore keep at the same level the average maturity of Icade's debts.

The average term of variable-rate debt was 2.9 years, whereas that of the associated hedging was 2.9 years, providing adequate hedging.

Financial covenants

Nature of the limit	Direction	Threshold	31/12/2014
LTV [1]	Maximum	45%, 50% or 52%	38.2%
ICR	Minimum	2.00x	4.74x
Control of the Caisse des dépôts (CDC) [2]	Minimum	34%, 50% or 51%	52.0%
Value of the Property Investment portfolio [3]	Minimum	3, 4, 5 or 7 billion euros	€10.1 billion
Debt ratio of property development subsidiaries/Consolidated gross debt	Maximum	20%	0.9%
Surety on assets	Maximum	20% of the property investment portfolio	10.7% [4]

(1) Around 83% of the debt relating to an LTV covenant has a limit of 52%, 15% of the debt has a limit of 50%, while the remaining 2% has a limit of 45%.
(2) Around 96% of the debt relating to the covenant for the CDC change of control clause has a limit of 34%, with a limit of 50-51% for the remaining 4%.
(3) Around 19% of the debt relating to the value of Investment property assets covenant has a limit of €3 billion, 3% of the debt has a limit of €4 billion, 16% of the debt has a limit of €5 billion, with a limit of €7 billion on the remaining 62%.
(4) Maximum calculation with regard to the loan clauses.

Borrowings taken out by Icade are subject to covenants based on financial ratios (loan to value and interest charge hedging notions) which may lead to an early repayment obligation. As at 31 December 2014, these ratios have been complied with.

At 31 December 2014, the company HoldCo SIIC, which is 75.07% controlled by the Caisse des dépôts, held 52,38% of the voting rights and 52,00% of the capital of Icade.

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21.4. Financial debt by rate category

	31/12/2014		
	Distribution by rate		
(in millions of euros)	Total	Fixed	Variable
Bond issues	1,310.2	1,310.2	-
Bonds redeemable in cash and new and existing shares	49.9	49.9	-
Loans with credit institutions	2,444.2	438.0	2,006.2
Direct financing leases	232.4	53.5	178.9
Other loans and similar debts	94.1	94.1	-
Hybrid instruments	-	-	-
Debts associated with equity interests	7.8	-	7.8
Commercial Paper	203.0	203.0	-
Bank overdrafts [1]	34.7	-	34.7
TOTAL FINANCIAL DEBT	**4,376.2**	**2,148.6**	**2,227.7**

(1) Including interest accrued not due.

	31/12/2013 restated		
		Distribution by rate	
(in millions of euros)	Total	Fixed	Variable
Bond issues	796.7	796.7	-
Bonds redeemable in cash and new and existing shares	128.1	128.1	-
Loans with credit institutions	3,110.5	442.8	2,667.7
Direct financing leases	198.4	32.0	166.4
Other loans and similar debts	94.0	94.0	-
Hybrid instruments	-	-	-
Debts associated with equity interests	10.2	0.1	10.1
Commercial Paper	-	-	-
Bank overdrafts [1]	117.8	-	117.8
TOTAL FINANCIAL DEBT	**4,455.8**	**1,493.7**	**2,962.1**

(1) Including interest accrued not due.

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21.5. Fair value

(in millions of euros)	31/12/2014	31/12/2013 restated
Floating rate debt	2,236.6	2,971.1
Fixed rate debt	2,281.2	1,505.3
TOTAL FAIR VALUE	**4,517.8**	**4,476.4**

22. MISCELLANEOUS CURRENT PAYABLES

(in millions of euros)	31/12/2014	31/12/2013 restated
Advance payments from customers	133.7	140.3
Debts on acquisition of assets	96.1	68.4
Shareholders – dividends payable	-	6.8
Agency transactions [1]	165.6	169.3
Prepaid income	35.2	47.8
Tax and social security payables excluding profit tax	152.9	118.8
Other debts	25.9	17.6
Employee profit sharing	0.1	0.7
TOTAL MISCELLANEOUS DEBTS	**609.4**	**569.7**

(1) The details of the Agency transactions are presented in the table below:

(in millions of euros)	31/12/2014	31/12/2013 restated
Receivables	0.9	2.3
Cash and cash equivalents	164.7	167.0
TOTAL AGENCY TRANSACTIONS	**165.6**	**169.3**

23. OTHER FINANCIAL LIABILITIES AND DERIVATIVES

23.1. Presentation of other financial liabilities (excluding derivatives)

(in millions of euros)	Notes	31/12/2014	31/12/2013 restated
Deposits and sureties received		66.0	65.8
Other		-	-
Other non-current financial liabilities		**66.0**	**65.8**
Deposits and sureties received		1.6	1.7
Other		-	-
Other current financial liabilities		**1.6**	**1.7**

23.2. Derivatives: presentation on the balance sheet

(in millions of euros)		Notes	31/12/2014	31/12/2013 restated
Assets:	non-current	10	0.6	4.0
	current	15	16.7	14.2
Liabilities:	non-current		(96.5)	(95.6)
	current		(11.9)	(19.1)
TOTAL DERIVATIVES – RATE RISK			**(91.1)**	**(96.5)**
Assets:	non-current		-	-
	current		-	-
Liabilities:	non-current		-	-
	current		-	-
TOTAL DERIVATIVES – PRICE RISK			**-**	**-**
TOTAL DERIVATIVES			**(91.1)**	**(96.5)**

23.3. Derivatives: analysis of notional amounts by maturity

	31/12/2014				
(in millions of euros)	Average rate	Total	Less than one year	Between one and five years	More than five years
Rate swaps – fixed payer	3.03%	1,306.3	270.0	896.4	139.9
Rate options	2.32%	535.9	50.9	485.0	-
TOTAL DERIVATIVES – RATE RISK		**1,842.2**	**320.9**	**1,381.4**	**139.9**

	31/12/2013				
(in millions of euros)	Average rate	Total	Less than one year	Between one and five years	More than five years
Rate swaps – fixed payer	3.38%	1,768.5	495.6	978.2	294.7
Rate options	2.94%	786.8	250.9	410.9	125.0
TOTAL DERIVATIVES – RATE RISK		**2,555.3**	**746.5**	**1,389.1**	**419.7**

23.4. Derivatives: change in fair value

(in millions of euros)	Fair value 31/12/2013 (1)	Additions to the consolidation scope (2)	Acquisition (3)	Payment for guarantee (4)	Fair value change through profit or loss (5)	Impact of downgrade and disposals (6)	Fair value change through equity (7)	Fair value 31/12/2014 (8) = from (1) to (7) inclusive
Swaps and rate options – fixed payer	(110.3)	-	-	-	(0.7)	-	2.8	(108.1)
- Variations in accrued interest not due for cash flow hedging instruments	-	-	-	-	2.4	-	-	-
- ineffective portion	-	-	-	-	(3.1)	-	-	-
TOTAL FUTURE CASH FLOW HEDGES	**(110.3)**	**-**	**-**	**-**	**(0.7)**	**-**	**2.8**	**(108.1)**
Rate swaps – fixed payer	(1.1)	-	-	-	1.1	-	-	-
Rate options	0.5	-	-	-	(0.2)	-	-	0.3
TOTAL INSTRUMENTS NOT ELIGIBLE AS HEDGES	**(0.5)**	**-**	**-**	**-**	**0.8**	**-**	**-**	**0.3**
TOTAL INSTRUMENTS – RATE RISK – EXCLUDING MARGIN CALLS	**(110.8)**	**-**	**-**	**-**	**0.2**	**-**	**2.8**	**(107.8)**
Derivatives: margin calls	**14.3**	**-**	**-**	**2.4**	**-**	**-**	**-**	**16.7**
TOTAL DERIVATIVES – RATE RISK	**(96.5)**	**-**	**-**	**2.4**	**0.2**	**-**	**2.8**	**(91.1)**

(in millions of euros)	Fair value 31/12/2012 (1)	Additions to the consolidation scope (2)	Acquisition (3)	Payment for guarantee (4)	Fair value change through profit or loss (5)	Impact of downgrade and disposals (6)	Fair value change through equity (7)	Fair value 31/12/2013 (8) = from (1) to (7) inclusive
Swaps and rate options – fixed payer	(188.6)	-	4.0	-	2.6	3.1	68.6	(110.3)
- Variations in accrued interest not due for cash flow hedging instruments	-	-	-	-	2.8	-	-	-
- ineffective portion	-	-	-	-	(0.2)	-	-	-
TOTAL FUTURE CASH FLOW HEDGES	**(188.6)**	**-**	**4.0**	**-**	**2.6**	**3.1**	**68.6**	**(110.3)**
Rate swaps – fixed payer	(2.5)	(154.4)	-	-	19.6	136.3	-	(1.1)
Rate options	-	(10.0)	-	-	2.8	7.7	-	0.5
TOTAL INSTRUMENTS NOT ELIGIBLE AS HEDGES	**(2.5)**	**(164.4)**	**-**	**-**	**22.4**	**144.0**	**-**	**(0.5)**
TOTAL INSTRUMENTS – RATE RISK – EXCLUDING MARGIN CALLS	**(191.1)**	**(164.4)**	**4.0**	**-**	**24.9**	**147.1**	**68.6**	**(110.8)**
Derivatives: margin calls	**27.7**	**-**	**-**	**(13.4)**	**-**	**-**	**-**	**14.3**
TOTAL DERIVATIVES – RATE RISK	**(163.4)**	**(164.4)**	**4.0**	**(13.4)**	**24.9**	**147.1**	**68.6**	**(96.5)**

24. MANAGEMENT OF FINANCIAL RISKS

The monitoring and management of financial risks are centralised within the Financing and Treasury Division of the Financial Department.

The latter reports on a monthly basis to Icade's Risk, Rates, Treasury and Finance Committee on all matters related to finance, investment and rate risk management policies.

24.1. Liquidity risk

The Group has drawing capacity on short and medium-term credit lines of nearly €1,260.0 million, to be used entirely as it sees fit. This amount does not include drawing capacity on development transactions, set up and earmarked for specific programmes, if any.

During this year, Icade has continued to access liquidity under good conditions and has substantial margin to manoeuvre in terms of the mobilisation of funds.

The residual contractual maturities of financial liabilities (excluding building contracts and off-plan sales shown in note 13) can be analysed as follows:

	31/12/2014									
		Less than one year		More than one year and less than three years		More than three years and less than five years		More than five years		
(in millions of euros)	Due immediately	Redemptions	Interest	Redemptions	Interest	Redemptions	Interest	Redemptions	Interest	Total
Bond issues	-	-	32.6	-	65.3	500.0	65.3	800.0	63.0	1,526.1
Bonds redeemable in cash and new and existing shares	-	-	1.1	48.7	2.2	-	-	-	-	52.1
Loans with credit institutions	-	419.1	41.5	1,028.9	63.7	403.2	39.6	616.3	102.3	2,714.5
Direct financing leases	-	23.1	5.2	49.0	8.6	42.5	6.1	118.1	8.3	261.0
Other loans and similar debts	-	-	4.7	17.0	9.1	17.0	7.4	59.7	12.1	127.0
Hybrid instruments	-	-	-	-	-	-	-	-	-	-
Debts associated with equity interests	-	7.7	0.1	-	-	-	-	-	-	7.8
Commercial Paper	-	203.0	0.1	-	-	-	-	-	-	203.1
Bank overdrafts	-	34.7	-	-	-	-	-	-	-	34.7
Accounts payable and tax debts	-	418.4	-	1.6	-	-	-	-	-	420.0
Financial derivatives	-	470.9	36.6	1,080.5	54.5	601.0	14.0	139.8	9.4	2,406.7
TOTAL	**-**	**1,577.0**	**122.0**	**2,225.8**	**203.3**	**1,563.7**	**132.2**	**1,733.9**	**195.1**	**7,753.1**

	31/12/2013 restated									
	Due	Less than one year		More than one year and less than three years		More than three years and less than five years		More than five years		
(in millions of euros)	immediately	Redemptions	Interest	Redemptions	Interest	Redemptions	Interest	Redemptions	Interest	Total
Bond issues	-	-	-	-	-	(5.3)	-	796.6	-	791.3
Bonds redeemable in cash and new and existing shares	-	-	-	-	-	125.1	-	-	-	125.1
Loans with credit institutions	-	931.5	60.2	846.1	105.0	697.8	61.7	628.0	140.2	3,470.5
Direct financing leases	-	21.2	-	40.4	-	40.1	-	96.7	-	198.4
Other loans and similar debts	-	-	-	8.4	-	17.0	-	68.0	-	93.5
Debts associated with equity interests	-	10.1	-	-	-	-	-	-	-	10.1
Commercial Paper	-	-	-	-	-	-	-	-	-	-
Bank overdrafts	-	118.2	-	-	-	-	-	-	-	118.2
Accounts payable and tax debts	-	480.2	-	1.7	-	-	-	-	-	481.9
Financial derivatives	-	51.0	-	61.4	-	33.2	-	12.3	-	157.9
TOTAL	**-**	**1,612.2**	**60.2**	**958.1**	**105.0**	**907.9**	**61.7**	**1,601.6**	**140.2**	**5,446.9**

The maturities related to interest on loans and derivative instruments are determined based on the latest known rates.

24.2. Interest rate risk

	31/12/2014									
	Financial assets (a)		Financial liabilities (b)		Net exposure before hedging (c) = (b) - (a)		Rate hedging instrument (d)		Net exposure after hedging (e) = (d) - (c)	
(in millions of euros)	Fixed Rate	Floating Rate	Fixed Rate	Floating Rate	Fixed Rate	Floating Rate	Fixed Rate	Floating Rate	Fixed Rate	Floating Rate
Less than one year	40.7	560.1	245.6	459.1	204.9	(101.0)	-	320.9	(204.9)	421.9
One to two years	0.1	0.1	29.7	517.7	29.6	517.6	-	195.6	(29.6)	(322.0)
Two to three years	-	-	84.4	510.7	84.4	510.7	-	584.9	(84.4)	74.2
Three to four years	-	-	29.8	352.4	29.8	352.4	-	296.4	(29.8)	(56.0)
Four to five years	0.1	3.7	522.1	50.2	522.0	46.5	-	304.6	(522.0)	258.1
Over five years	13.2	0.3	1,236.9	337.4	1,223.7	337.1	-	139.8	(1,223.7)	(197.3)
TOTAL	**54.0**	**564.2**	**2,148.6**	**2,227.7**	**2,094.5**	**1,663.4**	**-**	**1,842.2**	**(2,094.5)**	**178.8**

Changes in financial markets can entail a variation in interest rates, which may be reflected in an increase in the cost of refinancing. To finance its investments, Icade uses floating-rate debt, which is then hedged, thus conserving its ability to prepay loans without penalties. This represents, before hedging, nearly 50.4% of its total debt as at 31 December 2014 (excluding debts associated with equity interests and bank overdrafts).

In 2014, Icade continued its prudent debt management policy by maintaining limited exposure to interest-rate risks by setting up appropriate hedging contracts (plain vanilla swaps). Agreements totalling €300 million nominal with a floor of Euribor 3 months at 0% were signed over the course of the second half of the year, to hedge the economic risk of the reference index of some of our financing contracts falling below a minimum threshold.

The average term of variable debt was 2.9 years and of associated hedges was also 2.9 years, providing adequate hedging.

Finally, Icade favours classifying its hedging instruments as "cash flow hedges" according to the IFRS standards, which requires that the variations in the fair value of these instruments be posted as equity (for the effective portion) rather than as profit/loss.

Considering the year's profile, and the change in interest rates, the change in fair value of hedging instruments has had a positive impact on the capital and reserves of €1 million.

	31/12/2014	
(in millions of euros)	Impact on pre-tax equity	Impact on pre-tax profit/loss
Impact of +1% change in interest rates	39.0	5.0
Impact of -1% change in interest rates	(41.2)	6.7

After taking derivatives into account,

- an instantaneous 1% increase in short-term interest rates applied to the financial liabilities would have a maximum positive impact of €39.0 million on equity and a positive impact of €5.0 million on the income statement;
- an instantaneous 1% decrease in short-term interest rates applied to the financial liabilities would have a maximum negative impact of €41.2 million on equity and a positive impact of €6.7 million on the income statement.

24.3. Foreign exchange risk

As the Group does not conduct any transactions in foreign currencies, it is not exposed to any exchange risk.

24.4. Credit risk

In part, credit and counterparty risk concerns cash and cash equivalents, as well as the banks at which they are placed. The investment vehicles chosen have maturities of less than one year and a very low risk profile, and are monitored daily. A regular review of authorisations on those vehicles completes the control process. Additionally, in order to limit its counterparty risk, Icade only deals in rate derivatives with first-rate banking institutions, with which it has relations to finance its development. With both types of instruments, Icade applies a principle of dispersion of risk, avoiding any concentration of exposure to any single counterparty.

Credit and/or counterparty risk also applies in respect of tenants. The Group has introduced procedures to satisfy itself as to the credit quality of customers and third parties before dealing with them. In the property investment business, a customer solvency analysis is carried out and in the property development business a check is made on the financing of insurance and the guarantee. These procedures are subject to regular monitoring.

Impairment of accounts receivable is estimated after analysing unpaid balances. Customer folders are analysed on an individual basis.

The Group's maximum exposure to credit risk corresponds to the carrying value of accounts receivable less deposits received from customers, *i.e.*, €223.5 million on 31 December 2014, compared with €196.0 million on 31 December 2013.

The Group is not exposed to a credit concentration risk owing to the diversity of its business activities and customers.

24.5. Management of capital

The Group manages changes in its capital and makes the necessary adjustments in order to take into account changes in the economic environment. The capital is adjusted by taking into account the dividend payment policy which complies with the payment obligations related to the SIIC regime or by issuing new securities.

Furthermore, the Group monitors the following elements:

- Financial structure ratio

The LTV ratio [Net financial debt]/[Net asset value ex. rights plus the value of property development and services companies] was 36.9% at 31 December 2014 (*versus* 37.5% at 31 December 2013).

This ratio remains well below the ceiling levels to be met under the financial covenants stipulated in the banking documents (50% and 52% in the majority of cases where this ratio is mentioned as a covenant). These covenants do not include the value of development and services companies when calculating the ratio, making the ratio 38.2% (*versus* 39.1% at 31 December 2013).

If the value of the portfolio used for its calculation was assessed including duties and if the fair value of interest rate derivatives was not included in net debt, the adjusted LTV ratio would be 34,3% at 31 December 2014.

- Interest coverage ratio

This ratio [operating profit adjusted for depreciation & amortisation]/[interest expense] was 4.74x for the full year 2014, an improvement relative to previous years (4.02x in 2013) taking into account the entry of Silic into the consolidation scope, the disposals during the year, and the improvement in the cost of net debt. The ratio in terms of Ebitda was 3.99x.

25. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

		31/12/2014				
		Carrying value				Fair value
(in millions of euros)	Notes	Assets available for sale	Loans and receivables	Assets at fair value from the income statement	Total	Total
Financial assets						
Current and non-current securities available for sale	9	16.9			16.9	16.9
Other current and non-current financial assets and derivatives	10-15-23		125.4	17.5	142.9	142.9
Trade receivables	12		549.7		549.7	549.7
Other operating receivables [1]	14		35.2		35.2	35.2
Cash equivalents	16			127.0	127.0	127.0
TOTAL FINANCIAL ASSETS		**16.9**	**710.3**	**144.4**	**871.6**	**871.6**

(1) Excluding agency transactions, prepaid expenses and social security and tax receivables.

		31/12/2014				
		Carrying value				Fair value
(in millions of euros)	Notes	Liabilities at amortized cost	Liabilities at fair value by shareholders' equity	Liabilities at fair value by income statement and held for trading	Total	Total
Financial liabilities						
Current and non-current financial debt	21	4,326.4		49.9	4,376.2	4,517.8
Other current and non-current financial liabilities and derivatives	23	67.6	102.3	6.1	176.0	176.0
Trade payables		410.9			410.9	410.9
Other operating debts [1]	22	255.8			255.8	255.8
TOTAL FINANCIAL LIABILITIES		**5,060.7**	**102.3**	**56.0**	**5,218.9**	**5,360.5**

(1) Excluding agency transactions, prepaid income and social security and tax debts.

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(in millions of euros)	Notes	31/12/2013 restated – Carrying value – Assets available for sale	Loans and receivables	Assets at fair value from the income statement	Total	Fair value – Total
Financial assets						
Current and non-current securities available for sale	9	7.1			7.1	7.1
Other current and non-current financial assets and derivatives	10-15-23		168.6	18.3	186.9	186.9
Trade receivables	12		510.9		510.9	510.9
Other operating receivables [1]	14		46.4		46.4	46.4
Cash equivalents	16			267.6	267.6	267.6
TOTAL FINANCIAL ASSETS		**7.1**	**725.8**	**285.9**	**1,018.8**	**1,018.8**

(1) Excluding agency transactions, prepaid expenses and social security and tax receivables.

(in millions of euros)	Notes	31/12/2013 restated – Carrying value – Liabilities at amortized cost	Liabilities at fair value by shareholders' equity	Liabilities at fair value by income statement and held for trading	Total	Fair value – Total
Financial liabilities						
Current and non-current financial debt	21	4,327.7		128.1	4,455.8	4,476.4
Other current and non-current financial liabilities and derivatives	23	67.6	105.2	9.5	182.2	182.2
Trade payables		399.2			399.2	399.2
Other operating debts [1]	22	233.8			233.8	233.8
TOTAL FINANCIAL LIABILITIES		**5,028.2**	**105.2**	**137.5**	**5,270.9**	**5,291.6**

(1) Excluding agency transactions, prepaid income and social security and tax debts.

Hierarchy of the fair value of financial instruments

The table below presents the fair value hierarchy of financial assets and liabilities in the balance sheet by accounting category:

- level 1: the fair value of the financial instrument corresponds to prices (not adjusted) quoted in active markets for similar assets or liabilities;
- level 2: the fair value of the financial instrument is established on the basis of data observed either directly (*i.e.*, prices), or indirectly (*i.e.*, data derived from prices);
- level 3: the fair value of the financial instrument is determined using market data not observed directly.

(in millions of euros)	Notes	31/12/2014 Level 1: quoted price on an active market	Level 2: valuation technique based on observable data	Level 3: valuation technique based on non-observable data	Carrying value on 31/12/2014 (fair value)
Assets					
Financial assets designated at fair value through profit or loss					-
Derivatives excluding margin calls (assets)	10-15-23		0.6		0.6
Assets available for sale	9	-		16.9	16.9
Cash equivalents	16	127.0			127.0
Liabilities					
Liabilities designated at fair value					-
Financial liabilities designated at fair value through profit or loss	21			49.9	49.9
Derivatives (liabilities)	23		108.4		108.4

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(in millions of euros)	Notes	31/12/2013 restated Level 1: quoted price on an active market	Level 2: valuation technique based on observable data	Level 3: valuation technique based on non-observable data	Carrying value on 31/12/2013 (fair value)
Assets					
Financial assets designated at fair value through profit or loss					-
Derivatives excluding margin calls (assets)	10-15-23		3.8		3.8
Assets available for sale	9	-		7.1	7.1
Cash equivalents	16	267.6			267.6
Liabilities					
Liabilities designated at fair value					-
Financial liabilities designated at fair value through profit or loss	21			128.1	128.1
Derivatives (liabilities)	23		114.7		114.7

Financial instruments whose fair value is determined using a valuation technique based on non-observable data correspond to non-consolidated unlisted securities.

26. EARNINGS PER SHARE

	31/12/2014	31/12/2013 restated
Net profit for calculating earnings per share		
Net income attributable to owners of the company	151.5	126.9
Impact of diluting instruments	-	-
Diluted net income attributable to owners of the company	151.5	126.9
Net income attributable to owners of the company from discontinued operations	-	-
Impact of diluting instruments	-	-
Diluted net income attributable to owners of the company from discontinued operations	-	-
Net income attributable to owners of the company from continuing operations	151.5	126.9
Impact of diluting instruments	-	-
Diluted net income attributable to owners of the company from continuing operations	151.5	126.9
Number of shares used for calculating earnings per share		
Average number of shares outstanding [1]	73,686,607	60,789,505
Average number of shares used for the calculation	73,686,607	60,789,505
Impact of diluting instruments (stock options and bonus shares)	*48,705*	*75,876*
Average diluted number of shares in circulation	73,735,312	60,865,381
Earnings per share (*in €*)		
Net income attributable to owners of the company per share	2.06	2.09
Diluted net income attributable to owners of the company per share	2.05	2.08
Net income attributable to owners of the company from discontinued operations per share	-	-
Diluted net income attributable to owners of the company from discontinued operations per share	-	-
Net income attributable to owners of the company from continuing operations per share	2.06	2.09
Diluted net income attributable to owners of the company from continuing operations per share	2.05	2.08
Note [1]		
Number of shares at the opening of the financial year:	73,916,109	52,000,517
Increase in the average number of shares associated with redemption of BRS		
Increase in the average number of shares associated with the exercise of stock options	72,955	3,540
Increase in the average number of shares related to the addition of Silic	-	9,038,209
Average number of own shares outstanding:	302,457	252,761
Average number of shares used for the calculation:	**73,686,607**	**60,789,505**

27. COMMITMENTS TO PERSONNEL

27.1. Change to commitments to personnel

(in millions of euros)		31/12/2014	31/12/2013 restated
OPENING ACTUARIAL DEBT	**(1)**	**21.1**	**13.4**
Impact of changes in scope and other movements	**(2)**	**-**	**(0.3)**
Cost of services rendered during the year	(a)	1.7	0.9
Financial cost for the year	(a)	0.6	0.3
Costs for the period	**Σ(a)**	**2.3**	**1.2**
Benefits paid out	(3)	(2.0)	(2.2)
Net loss posted through profit or loss	**b = Σ(a) + (3)**	**0.3**	**(1.0)**
Actuarial (gains) losses for the year	(4)	4.9	9.0
NET LIABILITIES AT CLOSING	**(A) = (1) + (2) + (B) + (4)**	**26.3**	**21.1**
CLOSING ACTUARIAL LIABILITY	**(B) = (1) + (2) + Σ(A) + (3) + (4)**	**26.3**	**21.1**

Commitments to personnel are valued at 31 December 2014 according to the terms of the Single Group Agreement signed on 17 December 2012.

In the context of application of IAS 19 as amended, the cost of past services not posted was allocated to the net position at the start of the financial years on 1 January 2012 and 1 January 2013.

The following actuarial assumptions were used:

- discount rate: 1.66% at 31 December 2014 and 3.00% at 31 December 2013:
  - the discount rate used at year-end as at 31 December 2014, is defined in relation to the iBoxx € €Corporates AA 10+ reference system. This explicitly presents the return from category 1 corporate bonds as at 31 December 2014;
- male/female mortality tables:
  - male/female Insee tables for 2011-2012 as at 31 December 2014,
  - male/female Insee tables for 2009-2011 as at 31 December 2013,
  - inflation rate: 2%;
- retirement age from 2008: 62 for employed categories and employees, technicians and supervisors and 64 for managers.

Wage increases and staff turnover rates are defined by business, occupational category and age range. Social security and tax rates on salaries are defined by job and occupational category. Pension payments are valued according to the probable determination method.

The Group does not have an asset management policy to cover its commitments to personnel.

The Group also accounts for long-term commitments in the form of anniversary bonuses.

(in millions of euros)	31/12/2014	31/12/2013 restated
Anniversary bonuses	4.9	4.6
TOTAL	**4.9**	**4.6**

27.2. Sensitivity of accounting values in respect of commitments to personnel

Impacts on net book values ***(in millions of euros)***

Change in discount rate	Retirement benefits	Anniversary bonuses	Total
(1.00)%	(3.5)	(0.4)	(3.9)
(0.25)%	(0.8)	(0.1)	(0.9)
0.25%	0.7	0.1	0.8
1.00%	2.9	0.4	3.3

27.3. Projected flows

(in millions of euros)	Retirement benefits and pensions	Premiums Anniversary bonuses	Total
N+1	1.0	0.3	1.3
N+2	0.8	0.3	1.1
N+3	0.7	0.4	1.1
N+4	1.3	0.4	1.7
N+5	1.9	0.4	2.3
Beyond	26.8	3.5	30.3
TOTAL	**32.6**	**5.2**	**37.8**
Discount	(6.3)	(0.3)	(6.5)
Commitments as at 31/12/2014	26.3	4.9	31.2

27.4. Employee termination benefits

Finally, in the light of current decisions taken by management, end-of-employment-related benefits affecting the Group's employees (excluding affiliated parties, see note 31) are not covered by any provision.

(in millions of euros)	31/12/2014	31/12/2013
Compensation for termination of employment contract, if any	1.7	1.5
TOTAL NOT POSTED	**1.7**	**1.5**

28. WORKFORCE

	Managerial personnel Average workforce		Non-managerial personnel Average workforce		Total employees Average workforce	
	31/12/2014	31/12/2013	31/12/2014	31/12/2013	31/12/2014	31/12/2013
Property investment	296	311	116	121	412	432
Property development	408	468	291	301	699	769
Services	223	228	153	147	375	375
TOTAL WORKFORCE	**927**	**1,007**	**559**	**569**	**1,486**	**1,576**

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29. DESCRIPTION OF STOCK OPTION SUBSCRIPTION AND BONUS SHARE PLANS

29.1. Stock option plans

Description of the 2005, 2006, 2007, 2008 and 2011 stock option plans

The characteristics of the stock option plans current at 31 December 2014 and share price movements during fiscal 2014 are presented in the following table:

	2005 plan: completed	2006 plan: completed	2007 plan: completed	2008 plan: completed	2008 plan: completed	2011 plans		
		(1)						
	(b)	(b)	(b)	"1-2008" (a)	"1.2-2008" (a)	"1-2011" (a)	Total of the plans	Average exercise price per share *(in €)*
Allocation date	11/05/2005	10/05/2006	10/05/2007	03/01/2008	24/07/2008	03/03/2011	-	-
Date of amendment of performance conditions not related to the market	-	-	-	-	-			
Acquisition period	4 yrs	4 yrs	4 yrs	4 yrs	4 yrs	4 yrs	-	-
Lifespan of plans	9 yrs	9 yrs	9 yrs	6 yrs	7 yrs	8 yrs	-	-
Number of options granted	**22,425**	**65,410**	**71,000**	**54,500**	**145,000**	**147,500**	**505,835**	-
Exercise price ***(in €)***	**70.03**	**87.00**	**126.98**	**103.01**	**66.61**	**80.86**	-	-
Number of options as at 1 January 2014	**19,916**	**65,410**	**71,000**	**42,659**	**104,000**	**142,000**	**444,985**	**84.78**
Number of options assigned during the period	-	-	-	-	-	-	-	
Adjustments	(826)	-	-	-	-	-	(826)	70.03
Number of options exercised during the period	19,090	14,410	-	-	64,400	-	97,900	70.28
Number of options cancelled during the period	-	-	-	-	-	1,000	1,000	80.86
Number of options cancelled (Plan expired)	-	-	-	42,659	-	-	42,659	103.01
Number of options in circulation at 31 December 2014	**-**	**51,000**	**71,000**	**-**	**39,600**	**141,000**	**302,600**	**90.85**
Of which assigned to related parties	-	-	-	-	23,200	85,000	108,200	77.80
Of which may be exercised at the end of the period	-	51,000	71,000	-	39,600	-	161,600	99.57
Fulfilment of performance conditions								
performance conditions related to the market				acquired: 15%	0.0%	0.0%		
performance conditions not related to the market				acquired: 22.5%	NA	0.0%		
Parity [(2)]		**1 option = 1.25 share**			**1 option = 1 share**			
Potential number of shares	**-**	**63,750**	**88,750**	**-**	**39,600**	**141,000**	**333,100**	
Exercise price per share ***(in €)***	**56.02**	**69.60**	**101.58**	**103.01**	**66.61**	**80.86**		**82.53**
Average share price on the date of exercising options ***(in €)***								**69.40**

(1) The 2005 to 2007 plans correspond to those granted by the Silic group's corporate governance; the number of options granted corresponds to the number of unexercised options as of the date of Silic's entry into the Icade group, on 22 July 2013.

(2) For the 2005 to 2007 plans, the parity was the same as the parity for the public exchange offer, i.e. 4 Silic shares for 1 Icade share

(a) Stock-option plans with performance conditions related and not related to the market.
1-2007 and 1-2008 plans: the performance condition is based on the achievement of an annual NPGS rate and the development of the price of Icade shares compared with a reference price.
1-2-2008 plan: the performance condition is based on the development of the price of Icade shares compared with the development of the IEIF index.
1-2011 plan: the performance condition is based on the achievement of the rate of the net annual cash flow and the development of the price of Icade shares compared with the development of the IEIF index.

(b) Stock-option plans without performance conditions.

At 31 December 2014, 161,600 share subscription options representing 192,100 shares were exercisable for the "2006", "2007" and "1.2-2008" plans.

Valuation methodology: fair value of stock option subscription plans

	2005 plan completed	2006 plan completed	2007 plan completed	2008 plans: completed		Plan 2011
	11/05/2005	10/05/2006	10/05/2007	"1-2008"	"1.2-2008"	"1-2011"
				Plan 1	Plan 2	Plan 1
Average weighted fair value of the option	€13.24	€20.17	€32.32	€35.75	€13.92	€20.01
Probability of service	100.00%	100.00%	100.00%	100.00%	100.00%	99.77%
Risk-free interest rate	3.27%	3.98%	4.24%	4.00%	4.75%	3.38%
Expected volatility	20.01%	23.22%	25.74%	40.00%	32.00%	33.00%
Expected dividend rate	4.68%	4.93%	5.00%	3.19%	4.73%	4.00%
Price of underlying stock	€77.95	€92.70	€129.00	€105.00	€71.90	€82.43
Exercise price	€70.03	€87.00	€126.98	€103.01	€66.61	€80.86
MODEL USED	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**

29.2. Bonus share plans

The "1-2014" and "2-2014" bonus share allocation plans allow for the allocation of 15 bonus shares per employee or director.

The "2-2014" bonus share allocation plan is dedicated to members of the Executive Committee (excluding the Chairman & CEO) and to the members of the Coordination Committee. The vesting of bonus shares is conditional on satisfying performance conditions unrelated to share price performance.

The following table shows the characteristics of the bonus share plans current on 31 December 2014:

Original characteristics of the plans					Status of plans issued by Silic on 22 July 2013			Number of shares at 1 January 2014			Changes in the period			Number of shares As at 31 December 2014		
Plans	Allocation date	Acquisition period	Life-time of plan	Number of shares originally allocated to the plan	Silic shares not yet vested	Exchange parity (1)	Number of shares not yet vested converted to Icade shares	Of which number of shares acquired	Of which number of shares granted	Of which conditional	Shares in circulation	Ajustment	Cancelled shares	Of which number of shares granted	dont nombre d'actions acquises	dont soumises à conditions
2011	03/03/2011	2 yrs	4 yrs	17,660	-	-	-	14,860	-	-	-	-	-	-	14,860	-
1-2012	02/03/2012	2 yrs	4 yrs	26,190	-	-	-	30	23,640	-	23,640	90	-	-	23,760	-
2-2012 (2)	02/03/2012	2 yrs	4 yrs	28,290	-	-	-	-	25,638	12,819	25,638	-	-	-	25,638	-
2012 (3)	12/03/2012	2 yrs	4 yrs	12,000	11,947	4/5	14,969	-	12,743	-	12,743	-	70	-	12,673	-
2013 (3)	22/02/2013	2 yrs	4 yrs	12,000	12,000	4/5	15,032	-	13,002	4,563	-	-	689	12,313	-	3,564
1-2014	03/03/2014	2 yrs	4 yrs	21,990	-	-	-	-	-	-	-	-	1,440	20,550	-	-
2-2014 (4)	03/03/2014	2 yrs	4 yrs	14,250	-	-	-	-	-	-	-	-	-	14,250	-	14,250
TOTAL								**14,890**	**75,023**	**17,382**	**62,021**	**90**	**2,199**	**47,113**	**76,931**	**17,814**

(1) *After merger of Silic by Icade decided at the General Meeting of 27 December 2013 applying the exchange parity used, i.e. 4 Silic Socomie shares for 5 Icade shares. This situation does not include 2014's fractional shares.*

(2) *Plan 2-2012: The vesting of bonus shares was, at the end of each vesting period, conditional on the attainment of a given net cash flow.*

(3) *Plans originally issued by Silic: The performance conditions for the 2013 plan, linked to Ebitda growth, were defined by Silic's Board of Directors on 15/11/2013.*

(4) *The vesting of bonus shares under plan 2-2014 is conditional partly (50%) on EPRA earnings per share as published in financial communications and partly (50%) on the ability of Icade's share price to outperform the FTSE EPRA Eurozone Index.*

29.3. Impact of share subscription plans on profit/loss

Bearing in mind the vesting conditions for length of service in the Group, the impact of the stock option plans and bonus share plans corresponds to a liability of €1.7 million for 2014 compared with a liability of €2.2 million for 2013. This charge includes €0.7 million in respect of related parties in 2014 compared with €0.9 million in 2013.

30. OFF-BALANCE-SHEET COMMITMENTS

30.1. Off-balance-sheet commitments

Commitments made

(in millions of euros)		31/12/2014	Less than one year	Between one and five years	More than five years
Commitments linked to consolidation scope		**16.1**	**3.0**	**13.1**	**-**
Equity investment commitments	Promise to buy securities	-	-	-	-
	Earn-out payments	-	-	-	-
	Securities put options	-	-	-	-
	Securities call options	-	-	-	-
Commmitments given under securities sale agreements	Liability guarantees	16.1	3.0	13.1	-
Financing commitments		**1,441.8**	**81.0**	**637.2**	**723.5**
Mortgage financing and preferential mortgages	Mortgages	392.7	18.2	99.5	274.9
	Preferential mortgages	409.6	10.4	296.7	102.5
Pledge of mortgage assets and sales of receivables	Pledges of mortgage assets and sales of receivables given as loan guarantees	364.8	25.4	112.0	227.4
Leases	Lease-related debts	232.4	23.1	91.5	117.9
Pledged securities	Consolidated securities pledged	-	-	-	-
	Non-consolidated securities pledged	39.7	3.9	35.0	0.8
Sureties and deposits given to guarantee financial debt	Sureties and deposits given to guarantee financing	2.5	-	2.5	-

(in millions of euros)			31/12/2014	Less than one year	Between one and five years	More than five years
Commitments related to operating activities			**1,424.9**	**866.7**	**544.1**	**14.1**
Commitments given relating to business development and arbitrage	Residual commitments in works contracts	Property Investment: Residual commitments in works contracts, property development contracts and off-plan leases – Buildings under construction or renovation	205.1	196.1	9.0	-
	Eviction guarantees given	Eviction guarantees given – Property Investment	-	-	-	-
	Promises to sell given	Promises to sell given – Propery Investment – Tangible assets	181.8	1.8	180.0	-
		Promises to sell given – Development – Land	-	-	-	-
	Promises to purchase received	Promises to buy given – Propery Investment – Tangible assets	59.5	59.5	-	-
		Promises to buy given – Development – Land	153.5	5.6	147.9	-
	Property Development: reservations (incl tax)	Property Development: reservations (incl tax)	574.9	574.9	-	-
	Commercial property development – Off-plan and property development promises signed with customers	Commercial property development – Off-plan and property development promises signed with customers	12.5	12.5	-	-
	Guarantees given on asset sales	Guarantees given on asset sales	-	-	-	-
Commitments given relating to the execution of operating contracts	Professional guarantees in management contracts and transactions	Professional guarantees in management contracts and transactions	0.1	-	-	0.1
	On-demand guarantees	On-demand guarantees	16.3	2.2	-	14.1
	Sureties and guarantees given in operating contracts	Sureties and guarantees given in operating contracts	0.6	0.3	0.3	-
	Other commitments given	Other commitments given	220.6	13.7	206.9	-

Included in the line "Other commitments given" is a €206 million guarantee given to the French tax authorities.

3

Commitments received

(in millions of euros)			31/12/2014	Less than one year	Between one and five years	More than five years
Commitments linked to consolidation scope			**4.3**	**1.0**	**3.3**	**-**
Equity investment commitments		Promise to buy securities	-	-	-	-
Equity investment commitments		Earn-out payments on sale	1.0	-	1.0	-
Equity investment commitments		Securities put options received	-	-	-	-
Equity investment commitments		Securities call options received	-	-	-	-
Commmitments given under securities sale agreements		Liability guarantees received	3.3	1.0	2.3	-
Financing commitments			**1,327.5**	**36.2**	**1,290.4**	**0.9**
Unused credit facilities		Unused credit facilities	1,326.5	36.2	1,290.4	-
Sureties and deposits given to guarantee financing		Sureties and deposits given to guarantee financing	0.9	-	-	0.9
Commitments related to operating activities			**1,754.3**	**266.2**	**856.6**	**631.4**
Other contractual commitments received related to activity	Promises to sell received	Promises to sell received – Property Investment – Tangible assets	1.8	1.8	-	-
Other contractual commitments received related to activity	Promises to sell received	Promises to sell received – Development – Land	-	-	-	-
Other contractual commitments received related to activity	Promises to buy received	Promises to buy received – Property Investment – Tangible assets	2.5	2.5	-	-
Other contractual commitments received related to activity	Promises to buy received	Promises to buy given – Development – Land	153.5	5.6	147.9	-
Other contractual commitments received related to activity	Preliminary contracts off-plan and property development signed with customers	Commercial property development	12.5	8.7	3.8	-
Other contractual commitments received related to activity	Residual commitments in works contracts	Property Investment: Property development contracts and off-plan leases – Buildings under construction or in restructuring	-	-	-	-
Other contractual commitments received related to activity	Residual commitments in works contracts	Bank guarantees received – works	1.3	-	1.3	-
Other contractual commitments received related to activity		Bank guarantees received as rent guarantees	0.9	-	0.3	0.6
Other contractual commitments received related to activity		Bank guarantees received – other	-	-	-	-
Other contractual commitments received related to activity	On-demand guarantees	On-demand guarantees received – Rent guarantees – Property Investment	98.5	40.4	23.5	34.7
Other contractual commitments received related to activity	On-demand guarantees	Independent on-demand guarantees received – Development	52.7	33.1	19.5	-
Other contractual commitments received related to activity	Statutory professional guarantees received (Hoguet law)	Statutory professional guarantees received (Hoguet law)	-	-	-	-
Other contractual commitments received related to activity	Other commitments received	Other commitments received	11.3	11.3	-	-
Other contractual commitments received related to activity	Other commitments received	Pledges received	-	-	-	-
Other contractual commitments received related to activity	Other commitments received	Security deposits received for rent – clinics	1,375.5	157.5	625.3	592.7
Other contractual commitments received related to activity	Other commitments received	Security deposits received for rent – other assets	16.8	2.4	10.9	3.5
Other contractual commitments received related to activity	Other commitments received	Security deposits received from suppliers of works	0.5	-	0.5	-
Other contractual commitments received related to activity	Other commitments received	Other sureties and guarantees received	26.4	2.9	23.5	-

30.2. Information on leases (from the perspective of lessor and lessee)

30.2.1. Operating leases (from lessor's perspective)

Lease typology

Basis for determination of variable rents	Housing	Offices	Warehouses and business premises Revenues from lessees	Healthcare
Renewal or purchase option conditions	Tacit renewal or renewal offer with increase in rent	Proposal for six-month renewal before the end of the fixed period	Proposal for six-month renewal before the end of the fixed period	Proposal for renewal before the end of the fixed 9-years period
Indexation clauses	Reference code of rents	Construction cost index	Construction cost index or index for commercial premises at the lessee's request	Construction cost index (ICC), index for commercial premises (ILC) and composite index (ICC/ILC)
Term	6 years renewable by tacit agreement	3/6/9/12 year lease maximum	3/6/9/12 year lease maximum	Triple net 12-years fixed term lease

30.2.2. Finance leases and operating leases (from lessor's perspective)

(in millions of euros)		31/12/2014	31/12/2013 restated
Direct financing leases running at closing date			
Total gross initial investment in the operating lease	**A**	**582.8**	**582.7**
Rents due	**B**	**156.5**	**134.1**
Gross initial investment in the operating lease at less than one year		22.8	22.4
Gross initial investment in the operating lease at one to five years		94.8	95.3
Gross initial investment in the operating lease at more than five years		308.7	330.9
GROSS INVESTMENT IN THE OPERATING LEASE AT CLOSING DATE	**C=A-B**	**426.3**	**448.6**
Financial income acquired at closing date	**D**	**115.4**	**103.6**
Financial income not acquired at closing date	**E=C-I-D-F**	**167.7**	**165.4**
Impact of non-discounting	**F**	**(23.5)**	**(16.9)**
Non-guaranteed discounted residual values reverting to lessor	G	12.6	12.9
Discounted value of minimum payments receivable at less than one year		15.2	16.0
Discounted value of minimum payments receivable at one to five years		52.5	56.5
Discounted value of minimum payments receivable at more than five years		86.5	111.1
TOTAL DISCOUNTED VALUE OF MINIMUM PAYMENTS RECEIVABLE	**H=C-D-E-F-G**	**154.1**	**183.6**
Net investment in the operating lease	**I**	**166.7**	**196.5**
Non-guaranteed residual values reverting to lessor		**43.9**	**43.9**
Accrued correction to value of non-recoverable minimum payments under the lease		**-**	**-**
Conditional rent accounted for under income for the period		**-**	**-**

(in millions of euros)	31/12/2014	31/12/2013 restated
Ordinary and financial leases		
Rental income from ordinary leases	539.4	434.1
Rental income from financial leases	16.5	16.9
RENTAL INCOME	**556.0**	**451.0**
including conditional rent	0.3	0.4
Rental charges net of reinvoicing	(37.9)	(32.9)
NET RENTAL INCOME	**518.0**	**418.1**
At less than one year	476.1	554.6
One to five years	1,316.0	1,361.6
More than five years	843.4	825.9
Minimum rents to be received under non-cancellable ordinary leases	2,635.6	2,742.1

Minimum rents to be received under leases shown in the previous table.

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30.2.3. Finance leases and operating leases (from lessee's perspective)

(in millions of euros)	31/12/2014	31/12/2013 restated
At less than one year	(29.3)	(26.6)
One to five years	(107.8)	(94.9)
More than five years	(111.0)	(103.1)
MINIMUM RENTS TO BE PAID UNDER DIRECT FINANCE LEASES	**(248.1)**	**(224.6)**
At less than one year	(23.1)	(21.2)
One to five years	(91.5)	(80.5)
More than five years	(117.9)	(96.7)
DISCOUNTED VALUE OF PAYMENTS UNDER DIRECT FINANCE LEASES	**(232.4)**	**(198.4)**

(in millions of euros)	31/12/2014	31/12/2013 restated
Ordinary rentals		
Rental charges	**(11.0)**	**(5.9)**
Revenues from subletting	**1.2**	**-**
At less than one year	(6.5)	(8.7)
One to five years	(15.1)	(21.2)
More than five years	(38.8)	(45.8)
MINIMUM RENTS TO BE PAID UNDER NON-CANCELLABLE ORDINARY LEASES	**(60.4)**	**(75.7)**

31. RELATED PARTIES

31.1. Remuneration of executives

(in millions of euros)	31/12/2014	31/12/2013
Short term benefits (salaries, bonuses, etc.) [1]	4.3	3.9
Post-employment benefits [1]	0.1	-
Long-term benefits [1]	-	-
Share-based payments	0.7	0.9
BENEFITS POSTED	**5.0**	**4.8**
Compensation for termination of employment contract	3.2	3.1
TOTAL NOT RECOGNISED	**3.2**	**3.1**
TOTAL	**8.2**	**7.9**

(1) Figures include employer's charges.

The executives were the persons during or at fiscal year-end, were directors or members of the Executive Committee of Icade SA.

The share subscription options granted to affiliated parties are detailed in note 29.

31.2. Relations with related parties

	31/12/2014			31/12/2013 restated		
(in millions of euros)	Parent company	Other	Total	Parent company	Other	Total
Holding of shares in intra-group companies		-	-		60.0	60.0
Related receivables	1.1	21.1	22.3	1.0	7.3	8.4
Assets held for sale			-			-
Related payables	2.6	4.8	7.3	1.0	0.9	1.9
Guarantees given	-	-	-	-	-	-
Guarantees received	-	-	-	-	-	-
Other commitments received	-	-	-	-	-	-

Transactions with related parties are executed under normal market conditions.

The main transactions in the income statement relate to:

- property transactions for an overall price of €43.5 million, carried out by the property development business;
- provision of services for a total value of €6.8 million.

32. EQUITY-ACCOUNTED SECURITIES

	31/12/2014		
(in millions of euros)	Gross	Impairments	Net
SHARE IN NET ASSETS OF EQUITY-ACCOUNTED COMPANIES AT 31/12/2013	**0.8**	**-**	**0.8**
Change in method after implementation of the IFRS 11 standard	142.1	-	142.1
SHARE IN NET ASSETS OF EQUITY-ACCOUNTED COMPANIES AT 01/01/2014	**142.9**	**-**	**142.9**
Share in profit/(loss) of the financial year	9.3	-	9.3
Dividends paid	(18.1)	-	(18.1)
Impact of changes in scope	1.5	-	1.5
Other movements	1.4	-	1.4
SHARE IN NET ASSETS OF EQUITY-ACCOUNTED COMPANIES AT 31/12/2014	**137.0**	**-**	**137.0**

	31/12/2013 restated		
(in millions of euros)	Gross	Impairments	Net
SHARE IN NET ASSETS OF EQUITY-ACCOUNTED COMPANIES AT 31/12/2012	**-**	**-**	**-**
Change in method after implementation of the IFRS 11 standard	120.5	-	120.5
SHARE IN NET ASSETS OF EQUITY-ACCOUNTED COMPANIES AT 01/01/2013	**120.5**	**-**	**120.5**
Share in profit/(loss) of the financial year	21.8	-	21.8
Dividends paid	(2.8)	-	(2.8)
Impact of changes in scope	-	-	-
Other movements	3.3	-	3.3
SHARE IN NET ASSETS OF EQUITY-ACCOUNTED COMPANIES AT 31/12/2013	**142.9**	**-**	**142.9**

	31/12/2014		
(in millions of euros)	Net carrying amount	Market value of securities	Unrealised capital gains
Property investment	115.9	120.3	4.5
Property development	21.1	14.7	(6.4)
TOTAL	**137.0**	**135.1**	**(1.9)**

33. EQUITY INTERESTS IN BUSINESS COMBINATIONS AND ASSOCIATES

Joint ventures

Joint ventures are companies over which the Group contractually exercises joint control.

The key joint-venture indicators are presented below (statement of financial position and income statement). The figures are values attributable to the Group as restated for consolidation.

	31/12/2014			31/12/2013 restated		
(in millions of euros)	Property investment	Property development	Total	Property investment	Property development	Total
Investment properties	176.5	-	176.5	184.9	-	184.9
Non-current financial assets	-	0.5	0.5	-	0.2	0.2
Other non-current financial assets	(106.6)	(0.2)	(106.8)	(106.6)	(0.3)	(106.9)
TOTAL NON-CURRENT ASSETS	**69.9**	**0.3**	**70.2**	**78.3**	**(0.1)**	**78.2**
Stocks and in progress	-	55.6	55.6	-	49.8	49.8
Trade receivables	3.0	9.8	12.8	2.4	21.1	23.6
Amounts due from customers	-	-	-	-	-	-
Current financial assets and cash	3.5	39.7	43.2	5.6	47.7	53.2
Other current assets	18.2	21.0	42.8	17.5	22.7	40.2
TOTAL CURRENT ASSETS	**24.7**	**126.1**	**150.8**	**25.5**	**141.4**	**166.8**
TOTAL ASSETS	**94.6**	**126.4**	**221.0**	**103.8**	**141.3**	**245.0**

	31/12/2014			31/12/2013 restated		
(in millions of euros)	Property investment	Property development	Total	Property investment	Property development	Total
RESTATED EQUITY	**6.0**	**16.9**	**23.0**	**7.2**	**23.5**	**30.7**
Long-term financial debt	-	-	-	-	-	-
Other non-current liabilities	1.8	0.7	2.5	1.6	3.4	5.0
TOTAL NON-CURRENT LIABILITIES	**1.8**	**0.7**	**2.5**	**1.6**	**3.4**	**5.0**
Current financial debts	77.3	57.6	134.9	122.9	41.6	164.5
Trade payables	2.3	32.3	34.6	2.3	48.4	50.7
Amounts due to customers	-	-	-	-	0.5	0.5
Other current liabilities	7.2	18.8	26.0	(30.3)	24.0	(6.3)
TOTAL CURRENT LIABILITIES	**86.8**	**108.7**	**195.5**	**95.0**	**114.4**	**209.4**
TOTAL LIABILITIES AND CAPITAL AND RESERVES	**94.6**	**126.4**	**221.0**	**103.8**	**141.3**	**245.0**

	31/12/2014			31/12/2013 restated		
(in millions of euros)	Property investment	Property development	Total	Property investment	Property development	Total
Revenues	10.5	79.6	90.2	23.3	123.6	146.9
Net rental income	-	-	-			-
Ebitda	7.4	5.9	13.4	18.5	17.7	36.2
OPERATING PROFIT/(LOSS)	**0.8**	**5.9**	**6.8**	**7.2**	**17.7**	**24.9**
Cost of gross debt	-	-	-	(5.1)	-	(5.1)
Cost of net debt	(2.3)	0.2	(2.1)	(5.1)	0.2	(4.9)
FINANCIAL PROFIT/(LOSS)	**(2.3)**	**0.2**	**(2.1)**	**(5.1)**	**0.2**	**(4.9)**
Profit tax	-	2.5	2.5	-	(0.3)	(0.3)
NET PROFIT/(LOSS)	**(1.4)**	**8.6**	**7.2**	**2.1**	**17.6**	**19.7**

Associates

Associates are companies over which the Group exercises significant influence.

The key indicators for associates are presented below (statement of financial position and income statement). The figures are values attributable to the Group as restated for consolidation.

(in millions of euros)	31/12/2014 Property development	31/12/2013 restated Property development
Non-current financial assets	-	-
Other non-current financial assets	-	-
TOTAL NON-CURRENT ASSETS	**-**	**-**
Stocks and in progress	-	1.6
Trade receivables	15.1	20.5
Amounts due from customers	-	-
Current financial assets and cash	9.2	2.5
Other current assets	3.6	2.2
TOTAL CURRENT ASSETS	**27.8**	**26.8**
TOTAL ASSETS	**27.8**	**26.8**

(in millions of euros)	31/12/2014 Property development	31/12/2013 restated Property development
RESTATED EQUITY	**2.7**	**0.8**
Long-term financial debt	-	-
Other non-current liabilities	0.4	0.9
TOTAL NON-CURRENT LIABILITIES	**0.4**	**0.9**
Current financial debts	7.8	15.9
Trade payables	12.9	3.8
Amounts due to customers	-	-
Other current liabilities	4.1	5.5
TOTAL CURRENT LIABILITIES	**24.8**	**25.1**
TOTAL LIABILITIES AND CAPITAL AND RESERVES	**27.8**	**26.9**

(in millions of euros)	**31/12/2014 Property development**	**31/12/2013 restated Property development**
Revenues	22.2	21.2
EBITDA	1.6	2.9
OPERATING PROFIT/(LOSS)	**1.7**	**3.2**
FINANCIAL PROFIT/(LOSS)	**-**	**-**
Profit tax	0.5	1.1
NET PROFIT/(LOSS)	**2.2**	**2.1**
including depreciation net of subsidies	-	-

34. POST-CLOSING EVENTS

3

On 17th February 2015, the Board of Directors acknowledged the resignation of Serge Grzybowski as Chairman and CEO of Icade to take effect immediately.

A deal was signed on the same day according to which Icade and Serge Grzybowski agreed on a gross compensation settlement of €450,000.

This disbursement will have an impact on the profit for the 2015 fiscal year.

35. CONSOLIDATION SCOPE

Financial year		31/12/2014				2013
Company name	Legal form	% Direct ownership	% interest 2014	IFRS 11 consolidation method: Switch from proportional to equity method	Method of consolidation	% Holding 2013
ICADE	SA	100.00	100.00		IG	100.00
SARL EPP PERIPARC	SARL		Merged		IG	100.00
SAS HAVANE	SAS		Merged		IG	100.00
GIE ICADE MANAGEMENT	GIE	100.00	100.00		IG	100.00
PROPERTY INVESTMENT						
BUSINESS PARKS						
BATI GAUTIER	SCI	100.00	100.00		IG	100.00
BASSIN NORD	SCI	50.00	50.00	PC to EM	EM	50.00
PARC DU MILLÉNAIRE	SCI	100.00	100.00		IG	100.00
68 VICTOR HUGO	SCI	100.00	100.00		IG	100.00
PDM 1	SCI	100.00	100.00		IG	100.00
PDM 2	SCI	100.00	100.00		IG	100.00
SEVERINE	SCI		Liquidation		IG	60.00
SCI SEPAC	SCI		Merged		IG	100.00
SAS FONCIÈRE NANTEUIL	SAS		Merged		IG	100.00
SARL DU NAUTILE	SARL		Merged		IG	100.00
SCI JCB2	SCI		Merged		IG	100.00
OFFICES – FRANCE						
ICADE LÉO LAGRANGE (ex VILLEJUIF)	SCI	100.00	100.00		IG	100.00
MESSINE PARTICIPATIONS	SCI	100.00	100.00		IG	100.00
69 BLD HAUSSMANN	SCI	100.00	100.00		IG	100.00
MORIZET	SCI	100.00	100.00		IG	100.00
CAMILLE DESMOULINS	SCI	100.00	100.00		IG	100.00
1 TERRASSE BELLINI	SCI	33.33	33.33	PC to EM	EM	33.33
ICADE RUE DES MARTINETS	SCI	100.00	100.00		IG	100.00
ICADE TOUR EQHO	SAS	100.00	100.00		IG	100.00
LES TOVETS	SCI	100.00	100.00		IG	100.00
POLICE DE MEAUX (PCM)	SCI	100.00	100.00		IG	100.00
SCI SOUTHERN BUILDING IN PONTOISE HOSPITAL	SCI	100.00	100.00		IG	100.00
SCI BSM IN CHU AT NANCY	SCI	100.00	100.00		IG	100.00
LE TOLBIAC	SCI	100.00	100.00		IG	100.00
MONDOTTE	SCI	100.00	100.00		IG	100.00
NANTERRE ÉTOILE PARK	SCI		Merged		IG	100.00
SCI Gascogne	SCI	100.00	100.00		IG	100.00
ÉVRY MOZART	SCI	100.00	100.00		IG	100.00
ÉVRY EUROPÉEN	SCI	100.00	100.00		IG	100.00
SAS 21-29 RUE DES FONTANOT	SAS		Merged		IG	100.00
SHOPS						
ICADE BRICOLAGE	SAS		Disposal		IG	100.00
ICADE BRICOLAGE CBI	SNC		Disposal		IG	100.00
PUBLIC AND HEALTH CARE AMENITIES						
ICADE SANTÉ	SAS	56.51	56.51		IG	56.51
LE FLORIDE IMMO SANTÉ	SCI	Acquired	Merged		IG	-
SC NICOLO-DOUMER	SC	Acquired	Merged		IG	-
SCI GUYEMER	SCI	Acquired	Merged		IG	-

Financial year		31/12/2014				2013
Company name	Legal form	% Direct ownership	% interest 2014	IFRS 11 consolidation method: Switch from proportional to equity method	Method of consolidation	% Holding 2013
HOUSING						
PAYS DE LOIRE	SCI	100.00	100.00		IG	100.00
SARVILEP	SAS	100.00	99.99		IG	99.99
OFFICES – GERMANY						
ICADE REIM GERMANY GMBH	GMBH		Exit		IG	100.00
KABALO Grundstücks-Verwaltungsgesellschaft & Co KG	KG		Merged		IG	100.00
ICADE REIT	BV		Exit		IG	100.00
ICADE REIM FRIESENSTRASSE HAUS 4 GMBH	GMBH		Merged		IG	100.00
ICADE REIM DACHAUER STRASSE GMBH	GMBH		Merged		IG	100.00
ICADE REIM GOLDSTEINSTRASSE GMBH	GMBH		Exit		IG	100.00
ICADE REIM SALZUFERSTRASSE GMBH	GMBH		Disposal		IG	100.00
ICADE REIM ARNULFSTRASSE MK 9 GMBH	GMBH		Exit		IG	100.00
ICADE REIM MERCEDESSTRASSE GMBH	GMBH		Disposal		IG	100.00
KABALO Grundstücks-Verwaltungsgesellschaft GMBH	GMBH		Merged		IG	100.00
SERVICES – SPAIN						
IMMOBILIARIA de la CDC ESPANA	SA		Liquidation		IG	100.00
DEVELOPMENT						
ICADE GROUP HOUSING DEVELOPMENT						
SNC du Castillet	SNC	100.00	100.00		IG	100.00
SARL B.A.T.I.R. ENTREPRISES	SARL	100.00	100.00		IG	100.00
SCI LONGCHAMP CENTRAL FAC	SCI	100.00	100.00		IG	100.00
ST CHARLES CHANCEL	SCI	100.00	100.00		IG	100.00
SARL FONCIÈRE ESPACE ST CHARLES	SARL	86.00	86.00		IG	86.00
MONTPELLIERAINE DE RENOVATION	SARL	86.00	86.00		IG	86.00
SCI ST CHARLES PARVIS SUD	SCI	58.00	58.00		IG	58.00
MSH	SARL	100.00	100.00		IG	100.00
SARL GRP ELLUL-PARA BRUGUIERE	SARL	100.00	100.00		IG	100.00
SNC LE CLOS DU MONESTIER	SNC	100.00	100.00		IG	100.00
SCI RIVE OUEST	SCI		Liquidation		IG	100.00
SCI LES ANGLES 2	SCI	75.50	75.50		IG	75.50
SARL DOMAINE DE LA GRANGE	SARL	51.00	51.00		IG	51.00
SCI CASTEL D'UZEGES	SCI	62.50	62.50		IG	62.50
SNC MARINAS DEL SOL	SNC	100.00	100.00		IG	100.00
SCI LE BELEM	SCI	100.00	100.00		IG	100.00
SCI CŒUR MARINE	SCI	99.00	99.00		IG	99.00
SCI LES BASTIDES D'UZEGES	SCI	62.50	62.50		IG	62.50
SCI LES JARDINS D'HARMONY	SCI	100.00	100.00		IG	100.00
SCI CŒUR CATALUNA	SCI	100.00	100.00		IG	100.00
SNC MEDITERRANEE GRAND ARC	SNC	50.00	50.00	PC to EM	EM	50.00
SCI ROYAL PALMERAIE	SCI	100.00	100.00		IG	100.00
SCI LA SEIGNEURIE	SCI	62.50	62.50		IG	62.50
ICADE PROMOTION LOGEMENT	SAS	100.00	100.00		IG	100.00
CAPRI PIERRE	SARL	99.92	99.92		IG	99.92
SNC CHARLES	SNC	50.00	50.00	PC to EM	EM	50.00
SCI TERRASSE GARONNE	SCI	49.00	49.00	PC to EM	EM	49.00
SCI MONNAIE – GOUVERNEURS	SCI	70.00	70.00		IG	70.00
SCI ERSTEIN LA FILATURE 3	SCI	50.00	50.00	PC to EM	EM	50.00
SCI STIRING WENDEL	SCI	75.00	75.00		IG	75.00
STRASBOURG R. DE LA LISIERE	SCI	33.00	33.00	PC to EM	EM	33.00
SCI KEMBS	SCI	50.00	50.00	PC to EM	EM	50.00

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SNC LES SYMPHONIES	SNC	66.70	66.70		IG	66.70
SCI LES PLEIADES	SCI	50.00	50.00	PC to EM	EM	50.00
SNC LA POSEIDON	SNC	85.00	85.00		IG	85.00
SCI 225 CAILLOLS	SCI	50.00	50.00	PC to EM	EM	50.00
JARDINS D ALMERIA	SCI	50.00	50.00	PC to EM	EM	50.00
TERRASSES ALHAMBRA	SCI	50.00	50.00	PC to EM	EM	50.00
MARSEILLE PARC	SCI	50.00	50.00	PC to EM	EM	50.00
LE PRINTEMPS DES ROUGIERES	SARL	96.00	96.00		IG	96.00
LES ALPINES	SCI	90.00	90.00		IG	90.00
SCI PRADO ROUET	SCI	50.00	50.00	PC to EM	EM	50.00
SNC MONTBRILLAND	SNC	87.00	87.00		IG	87.00
SNC STE FOY – VALLON DES PRES	SNC	50.00	50.00	PC to EM	EM	50.00
SCI PIERRE AUDRY	SCI	50.00	50.00	PC to EM	EM	50.00
SCI BRENIER	SCI	95.00	95.00		IG	95.00
SCI GERLAND ILOT 3	SCI	40.00	40.00	PC to EM	EM	40.00
SCI GERLAND ILOT 4	SCI	40.00	40.00	PC to EM	EM	40.00
SCI TALENTIN	SCI		Liquidation		IG	95.00
LES CHENES	SNC	100.00	100.00		IG	100.00
SCI 460 AVENUE DE PESSICART	SCI	50.00	50.00	PC to EM	EM	50.00
PARC DU ROY D'Espagne	SNC	50.00	50.00	PC to EM	EM	50.00
SNC LES MARINES D'ARYANA	SNC		Liquidation	PC to EM	EM	50.00
LE DOMAINE DU ROY	SCI	50.00	50.00	PC to EM	EM	50.00
SCI JEAN DE LA FONTAINE	SCI	50.00	50.00	PC to EM	EM	50.00
SCI 101 CHEMIN DE CREMAT	SCI	50.00	50.00	PC to EM	EM	50.00
MARSEILLE PINATEL	SNC	50.00	50.00	PC to EM	EM	50.00
SNC 164 PONT DE SEVRES	SNC	65.00	65.00		IG	65.00
SCI LILLE LE BOIS VERT	SCI	50.00	50.00	PC to EM	EM	50.00
SCI LES LYS DE MARGNY	SCI	50.00	50.00	PC to EM	EM	50.00
SCI GARCHES 82 GRANDE RUE	SCI	50.00	50.00	PC to EM	EM	50.00
SCI RUEIL CHARLES FLOQUET	SCI	50.00	50.00	PC to EM	EM	50.00
SCI VALENCIENNES RÉSIDENCE DE L'HIPPODROME	SCI	75.00	75.00		IG	75.00
SCI COLOMBES ESTIENNES D'ORVES	SCI	50.00	50.00	PC to EM	EM	50.00
SCI VILLA DES GARDES	SCI	75.00	75.00		IG	75.00
SCI BOULOGNE SEINE D2	SCI	17.33	17.33		EM	17.33
BOULOGNE VILLE A2C	SCI	17.53	17.53		EM	17.53
BOULOGNE VILLE A2D	SCI	16.94	16.94		EM	16.94
BOULOGNE VILLE A2E	SCI	16.94	16.94		EM	16.94
BOULOGNE VILLE A2F	SCI	16.94	16.94		EM	16.94
BOULOGNE PARC B1	SCI	18.23	18.23		EM	18.23
BOULOGNE 3-5 RUE DE LA FERME	SCI	13.21	13.21		EM	13.21
BOULOGNE PARC B2	SCI	17.30	17.30		EM	17.30
SCI Lieusant Rue de Paris	SCI	50.00	50.00	PC to EM	EM	50.00
SCI Jardins d'Icard	SCI		Merged		IG	100.00
BOULOGNE PARC B3A	SCI	16.94	16.94		EM	16.94
BOULOGNE PARC B3F	SCI	16.94	16.94		EM	16.94
SCI ROTONDE DE PUTEAUX	SCI	33.33	33.33	PC to EM	EM	33.33
SCI COURBEVOIE LES LILAS D'Espagne	SCI	50.00	50.00	PC to EM	EM	50.00
SAS AD2B	SAS	100.00	100.00		IG	100.00
SCI CHATILLON AVENUE DE PARIS	SCI	50.00	50.00	PC to EM	EM	50.00
SCI FRANCONVILLE – 1 RUE DES MARAIS	SCI	49.90	49.90	PC to EM	EM	49.90

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SCI PARIS IMPASSE MARIE BLANCHE	SCI		Liquidation		IG	100.00
SCI CHATOU RUE DES BEAUNES	SCI	50.10	50.10	PC to EM	EM	50.10
LES TUILERIES	SCI	50.00	50.00	PC to EM	EM	50.00
ESSEY LES NANCY	SCI	75.00	75.00		IG	75.00
SCI LE CERCE DES ARTS – Housing	SCI	37.50	37.50		IG	37.50
LE CLOS STANISLAS	SCI	75.00	75.00		IG	75.00
LES ARCHES D'ARS	SCI	75.00	75.00		IG	75.00
ZAC DE LA FILATURE	SCI	50.00	50.00	PC to EM	EM	50.00
SCI LA SUCRERIE – Housing	SCI	37.50	37.50		IG	37.50
SCI LA JARDINERIE – Housing	SCI	37.50	37.50		IG	37.50
LES COTEAUX DE LORRY	SARL	50.00	50.00	PC to EM	EM	50.00
SCI LILLE LOT E2	SCI		Merged		IG	100.00
SCI LE PERREUX ZAC DU CANAL	SCI	72.50	72.50		IG	72.50
SCI Boulogne Ville A3 LA	SCI	17.40	17.40		EM	17.40
SNC Nanterre MH17	SNC	50.00	50.00	PC to EM	EM	50.00
SNC SOISY Avenue KELLERMAN	SNC	50.00	50.00	PC to EM	EM	50.00
SNC ST FARGEAU HENRI IV	SNC	60.00	60.00		IG	60.00
SCI ORLEANS St JEAN LES CEDRES	SCI	49.00	49.00	PC to EM	EM	49.00
SCI LES RÉSIDENCES NICOLAS ZORN	SCI		Liquidation		IG	100.00
RUE DE LA VILLE	SNC	100.00	99.99		IG	99.99
BEAU RIVAGE	SCI	100.00	99.99		IG	99.99
LES CONSULATS	SAS		Liquidation		IG	100.00
33 RUE DE LA REPUBLIQUE	SCI	55.00	55.00		IG	55.00
JARDINS DE LA SEIGNEURERIE	SCI	60.00	60.00		IG	60.00
RUE D'ORBEY	SCI		Liquidation		IG	100.00
LES RIVES DE LA THUR	SCI	100.00	100.00		IG	100.00
RUE DES HEROS	SCI	100.00	100.00		IG	100.00
SAINTIGNON	SCI		Merged		IG	100.00
RUE DU GAL LECLERC	SCI		Merged		IG	100.00
RUE DU 11 NOVEMBRE	SCI	100.00	100.00		IG	100.00
RUE DES FABRIQUES	SCI	100.00	100.00		IG	100.00
RUE GUSTAVE PETIT	SCI	100.00	100.00		IG	100.00
RUE DEBLORY	SCI	100.00	100.00		IG	100.00
SCI JEAN BAPTISTE	SCI		Liquidation		IG	100.00
AVENUE FOCH	SCI		Merged		IG	100.00
RUE DU MOULIN	SCI	100.00	100.00		IG	100.00
IMPASSE DU FORT	SCI	100.00	100.00		IG	100.00
RUE CHATEAUBRIAND	SCI	100.00	100.00		IG	100.00
SCI AVENUE DEGUISE	SCI	100.00	100.00		IG	100.00
LE GAND CHENE	SCI		Liquidation		IG	100.00
DUGUESCLIN DÉVELOPPEMENT	SAS	100.00	100.00		IG	100.00
DUGUESCLIN & ASSOCIÉS MONTAGNE	SAS	100.00	100.00		IG	100.00
CHALET DE LA VANNOISE	SCI	33.33	33.33	PC to EM	EM	33.33
LA CONSTELLATION	SCI		Liquidation	PC to EM	EM	33.33
AUGUSTIN FRENEL	SCI		Liquidation	PC to EM	EM	34.00
BALCONS DU SOLEIL	SCI	40.00	40.00	PC to EM	EM	40.00
DU LIZE LE MAS DES OLIVIERS	SCI	50.00	50.00	PC to EM	EM	50.00
CDP THONON	SCI	33.33	33.33	PC to EM	EM	33.33
SCI STRASBOURG RIVE GAUCHE	SCI		Liquidation	PC to EM	EM	25.00
SCI HAMEAU DES AIRELLES	SCI		Liquidation	PC to EM	EM	30.00

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SCI PART-DIEU PARK	SCI		Liquidation	PC to EM	EM	40.00
SCI RESID. SERVICE DU PALAIS	SCI	100.00	100.00		IG	100.00
SCI RESID. HOTEL DU PALAIS	SCI	100.00	100.00		IG	100.00
SCI LE VERMONT	SCI	40.00	40.00	PC to EM	EM	40.00
SCI HAGUENAU RUE DU FOULON	SCI	50.00	50.00	PC to EM	EM	50.00
SNC URBAVIA	SNC	50.00	50.00	PC to EM	EM	50.00
SCI GERTWILLER 1	SCI	50.00	50.00		IG	50.00
SCI ROUEN GRAMMONT	SCI	80.00	80.00		IG	80.00
SCCV LES VILLAS DU PARC	SCCV	100.00	100.00		IG	100.00
SCI RUE BARBUSSE	SCI	100.00	100.00		IG	100.00
SCCV NIMES ALIZES 2	SCCV	50.00	50.00	PC to EM	EM	50.00
SCI RESERVE 07.11	SCI		Liquidation		IG	100.00
SCI SOPHIA PARK	SCI	50.00	50.00	PC to EM	EM	50.00
LES HAUTS DE L'ESTAQUE	SCI	51.00	51.00		IG	51.00
ROUBAIX RUE DE L'OUEST	SCCV	50.00	50.00	PC to EM	EM	50.00
SARL LE NEUILLY	SARL		Merged		IG	100.00
SCV CHATILLON MERMOZ FINLANDE	SCCV	50.00	50.00	PC to EM	EM	50.00
SCI LES TERRASSES DES COSTIERES	SCI	60.00	60.00		IG	60.00
SARL LAS CLOSES	SARL	50.00	50.00	PC to EM	EM	50.00
SCI CHAMPS S/MARNE RIVE GAUCHE	SCI	50.00	50.00	PC to EM	EM	50.00
SCI BOULOGNE SEINE D3 PP	SCI	33.33	33.33		EM	33.33
SCI BOULOGNE SEINE D3 D1	SCI	16.94	16.94		EM	16.94
SCI BOULOGNE SEINE D3 E	SCI	16.94	16.94		EM	16.94
SCI BOULOGNE SEINE D3 DEF COMMERCES	SCI	27.82	27.82		EM	27.82
SCI BOULOGNE SEINE D3 ABC COMMERCES	SCI	27.82	27.82		EM	27.82
SCI BOULOGNE SEINE D3 F	SCI	16.94	16.94		EM	16.94
SCI BOULOGNE SEINE D3 C1	SCI	16.94	16.94		EM	16.94
LES COTEAUX DU VIGNOBLE	SAS	40.00	40.00	PC to EM	EM	40.00
SCCV SAINTE MARGUERITE	SCCV	50.00	50.00	PC to EM	EM	50.00
SNC ROBINI	SNC	50.00	50.00	PC to EM	EM	50.00
SCI LES TERRASSES DU SABLASSOU	SCI	50.00	50.00	PC to EM	EM	50.00
SCCV LES PATIOS D'OR – GRENOBLE	SCCV	80.00	80.00		IG	80.00
SCI DES AUBEPINES	SCI	60.00	60.00		IG	60.00
SCI LES BELLES DAMES	SCI	66.70	66.70		IG	66.70
SCI PLESSIS LÉON BLUM	SCI	80.00	80.00		IG	80.00
SCCV RICHET	SCCV	100.00	100.00		IG	51.00
SCI BOULOGNE PARC B4B	SCI	20.00	20.00		EM	20.00
SCI ID	SCI	53.00	53.00		IG	53.00
SNC PARIS MACDONALD PROMOTION	SNC	100.00	100.00		IG	100.00
RÉSIDENCE LAKANAL	SCCV	50.00	50.00	PC to EM	EM	50.00
COEUR DE VILLE	SARL	70.00	70.00		IG	70.00
SCI CLAUSE MESNIL	SCCV	50.00	50.00	PC to EM	EM	50.00
ROUEN VIP	SCCV	100.00	100.00	PC to EM	IG	50.00
OVALIE 14	SCCV	80.00	80.00		IG	80.00
SCCV VILLA ALBERA	SCCV	50.00	50.00	PC to EM	EM	50.00
SCCV 811 Av. Gal de GAULLE	SCCV	100.00	100.00		IG	100.00
SCI ARKADEA LA ROCHELLE	SCI	100.00	100.00		IG	100.00
SCCV FLEURY MEROGIS LOT1.1	SCCV	70.00	70.00		IG	70.00
SCCV FLEURY MEROGIS LOT1.2	SCCV	70.00	70.00		IG	70.00
SCCV FLEURY MEROGIS LOT2	SCCV		Merged		IG	100.00

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SCCV FLEURY MEROGIS LOT3	SCCV	100.00	100.00		IG	100.00
SCI L'ENTREPÔT MALRAUX	SCI	65.00	65.00		IG	65.00
SCCV FLEURY MEROGIS LOT 4	SCCV		Liquidation		IG	100.00
SCCV CERGY – LES PATIOS D'OR	SCCV	67.00	67.00		IG	67.00
MULHOUSE LES PATIOS D'OR	SCCV	40.00	40.00	PC to EM	EM	40.00
SCCV CLERMONT-FERRAND LA MONTAGNE	SCCV	90.00	90.00		IG	90.00
SCCV NICE GARE SUD	SCCV	100.00	100.00		IG	100.00
SCCV COLOMBES MARINE LOT A	SCCV	25.00	25.00	PC to EM	EM	25.00
SCCV COLOMBES MARINE LOT B	SCCV	25.00	25.00	PC to EM	EM	25.00
SCCV COLOMBES MARINE LOT D	SCCV	25.00	25.00	PC to EM	EM	25.00
SCCV COLOMBES MARINE LOT H	SCCV	25.00	25.00	PC to EM	EM	25.00
SEP COLOMBES MARINE	SEP	25.00	25.00	PC to EM	EM	25.00
SCI CLAYE SOUILLY – L'ORÉE DU BOIS	SCI	80.00	80.00		IG	80.00
SCI BONDOUFLE – LES PORTES DE BONDOUFLE	SCI	100.00	100.00		IG	100.00
SCCV ECOPARK	SCCV	90.00	90.00		IG	90.00
SCCV LES PATIOS D'OR – CHAMPAGNE	SCCV	83.00	83.00		IG	83.00
SCCV DUNKAN	SCCV	50.00	50.00	PC to EM	EM	50.00
SCI FI BAGNOLET	SCI	90.00	90.00		IG	90.00
LES PATIONS D'OR – THONON LES BAINS	SCCV	100.00	100.00		IG	82.40
SCI ARKADEA TOULOUSE LARDENNE	SCI	100.00	100.00	PC to EM	IG	70.00
SCCV 25 BLD ARMEE DES ALPES	SCCV	50.00	50.00	PC to EM	EM	50.00
SCCV HORIZON PROVENCE	SCCV	58.00	58.00		IG	58.00
SARL DOMAINE DE FAHAM	SARL	51.00	51.00	PC to EM	EM	51.00
SCI ARKADEA LYON CROIX ROUSSE	SCI	70.00	70.00	PC to EM	EM	70.00
SCCV SETE – QUAI DE BOSC	SCCV	90.00	90.00		IG	90.00
SCI SAINT FARGEAU CENTRE	SCI	70.00	70.00		IG	70.00
SCCV RIVES DE SEINE – BOULOGNE YC2	SCCV	80.00	80.00		IG	80.00
SCI BLACK SWANS	SCI	85.00	85.00		IG	99.99
SCCV CANAL STREET	SCCV	100.00	100.00		IG	100.00
SCCV BLACK SWANS TOUR B	SCCV	85.00	85.00		IG	-
SCCV ORCHIDEES	SCCV	100.00	100.00		IG	-
SCCV MEDICADE	SCCV	80.00	80.00		IG	-
SCI PERPIGNAN LESAGE	SCI	50.00	50.00		EM	-
SNC TRIGONES NIMES	SNC	50.00	50.00		EM	-
ICADE COMMERCIAL PROPERTY DEVELOPMENT						
PARIS BERTHELOT	SCI	50.00	50.00	PC to EM	EM	50.00
ICADE G3A PROMOTION	SNC	100.00	100.00		IG	100.00
ICADLEO	SNC	66.67	66.67		IG	66.67
SORIF ICADE LES PORTES D'ESPAGNE	SNC	50.00	50.00	PC to EM	EM	50.00
ICADE DOCKS DE PARIS	SNC	100.00	100.00		IG	100.00
PORTES DE CLICHY	SCI	50.00	50.00	PC to EM	EM	50.00
TOULOUSE CANCEROPOLE	SAS		Merged	PC to EM		50.00
MONTROUGE CAP SUD	SCI	50.00	50.00	PC to EM	EM	50.00
SCCV SAINT DENIS LANDY 3	SCCV	50.00	50.00	PC to EM	EM	50.00
SNC SAMICADE	SNC	50.00	50.00	PC to EM	EM	50.00
SNC DU PLESSIS BOTANIQUE	SNC	100.00	100.00		IG	100.00
SNC GERLAND 1	SNC	50.00	50.00	PC to EM	EM	50.00
SNC GERLAND 2	SNC	50.00	50.00	PC to EM	EM	50.00
CITE SANITAIRE NAZARIENNE	SNC	60.00	60.00		IG	60.00
SNC DU CANAL ST LOUIS	SNC	100.00	100.00		IG	100.00

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CAP EST LOISIR	SCI	50.00	50.00	PC to EM	EM	50.00
ICAPROM	SNC	45.00	45.00	PC to EM	EM	45.00
SCCV LE PERREUX CANAL	SCCV	72.50	72.50		IG	72.50
ARKADEA	SAS	50.00	50.00	PC to EM	EM	50.00
SAMICADE GUADELOUPE	SNC	40.00	40.00	PC to EM	EM	40.00
CHRYSALIS DEVELOPPEMENT	SAS	35.00	35.00	PC to EM	EM	35.00
MACDONALD BUREAUX	SCCV	50.00	50.00	PC to EM	EM	50.00
SCI 15 AVENUE DU CENTRE	SCI	50.00	50.00	PC to EM	EM	50.00
SAS CORNE OUEST VALORISATION	SAS	25.00	25.00		EM	25.00
SAS CORNE OUEST PROMOTION	SAS	25.00	25.00		EM	25.00
SAS ICADE-FF-SANTÉ	SAS	65.00	65.00		IG	65.00
SCI BOURBON CORNEILLE	SCI	100.00	99.99		IG	99.99
SCI SEINE CONFLUENCES	SCI	50.00	50.00	PC to EM	EM	50.00
SCCV IVRY SEINE	SCCV	60.00	30.00	PC to EM	EM	30.00
SCI ARKADEA FORT DE France	SCI	51.00	51.00		IG	51.00
SCCV SKY 56	SCCV	50.00	50.00		IG	50.00
SCCV OCEAN COMMERCES	SCCV	100.00	99.99		IG	99.99
SCCV SILOPARK	SCCV	50.00	50.00		EM	-
SCCV TECHNOFFICE	SCCV	50.00	50.00		EM	-
SARL LE LEVANT DU JARDIN	SARL	50.67	50.67		IG	-
SAS OCEAN AMENAGEMENT	SAS	51.00	51.00		IG	-
SCI ARKADEA RENNES TRIGONNE	SCI	51.00	51.00		EM	-
SERVICES						
PROPERTY MANAGEMENT						
ICADE PROPERTY MANAGEMENT	SASU	100.00	100.00		IG	100.00
CONSULTANCY & SOLUTIONS						
I PORTA	SAS	100.00	100.00		IG	100.00
ICADE CONSEIL	SAS	100.00	100.00		IG	100.00
ICADE EXPERTISE	SAS	100.00	100.00		IG	100.00
ICADE TRANSACTIONS	SASU	100.00	100.00		IG	100.00
ICADE ASSET MANAGEMENT	SAS	100.00	100.00		IG	100.00

36. STATUTORY AUDITORS' FEES

	Mazars				Pricewaterhouse Coopers Audit				KPMG			
	(in millions of euros)		*(in %)*		*(in millions of euros)*		*(in %)*		*(in millions of euros)*		*(in %)*	
	2014	**2013**	**2014**	**2013**	**2014**	**2013**	**2014**	**2013**	**2014**	**2013**	**2014**	**2013**
Audit												
Auditing, certification, examination of individual and consolidated accounts												
- Issuer	0.5	0.5	42.2	35.4	0.5	0.5	42.3	41.7	-	-	-	-
- Fully consolidated subsidiaries	0.6	0.7	51.5	49.6	0.6	0.5	54.3	41.7	-	0.1	-	85.7
Other duties and services directly related to the Statutory Auditors' work												
- Issuer	0.1	0.2	4.5	14.20	-	0.2	2.5	16.7	-	-	-	-
- Fully consolidated subsidiaries	-	-	1.8	0.9	-	-	0.9	-	-	0.0	-	14.3
SUB-TOTAL	**1.1**	**1.4**	**100.0**	**100.0**	**1.1**	**1.2**	**100.0**	**100.0**	**-**	**0.1**	**-**	**100.0**
Other services provided by the networks to fully integrated subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-
SUB-TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
TOTAL	**1.1**	**1.4**	**100.0**	**100.0**	**1.1**	**1.2**	**100.0**	**100.0**	**-**	**0.1**	**-**	**100.0**

STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

This is a free translation into English of the Statutory Auditors' report on the consolidated financial statements issued in French and is provided solely for the convenience of English speaking users. The Statutory Auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the audit opinion on the financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the financial statements.

This report also includes information relating to the specific verification of information presented in the Group's management report.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by your shareholders' annual general meeting, we hereby report to you, for the year ended December 31, 2014, on:

- the audit of Icade's consolidated financial statements accompanying this report;
- the justification of our assessments;
- the specific verification required by law.

The consolidated financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

1. Opinion on the consolidated financial statements

We conducted our audit in accordance with professional standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit involves performing procedures using sampling techniques or others methods of selection, to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at 31 December 2014 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Without qualifying our opinion expressed above, we draw your attention on :

- the part of the note 20 to the financial statements that presents the accounting treatment relating to the tax audit that your company has supported regarding the fiscal year 2007;
- the part of the note 1.1 to the financial statements that presents the impacts of changes in accounting policies in particular coming from the application of IFRS 10 (Consolidated financial statements) and IFRS 11 (Partnerships).

2. Justification of our assessments

In accordance with the requirements of article L. 823-9 of the French Commercial Code (*Code de Commerce*) relating to the justification of our assessments, we bring to your attention the following matters:

- Notes 1.9 and 1.11 to the consolidated financial statements describe the accounting rules and methods for the valuation of investment property using the cost model and the procedures relating to impairment testing of these assets. The investments properties are subject to valuation procedures by independent appraisals in accordance with procedures described in notes 8.2 and 8.3 to the consolidated financial statements. We verified the appropriateness of accounting policies referred here above as well as the information provided in the notes thereto, and we ensured their correct application. We examined the assumptions, data and methods on which these estimates are based and we have ensured that the level of depreciation used by the management of the company was sufficient regarding these external values;
- Notes 1.16 and 1.17 to the consolidated financial statements describe the accounting rules and methods relating to the recognition, by using the percentage-of-completion method, applied to the property development business and off-plan sales agreements. As indicated in these notes, the assessment of turnover and results of these construction activities depends on final estimates made by the management of the company. Our work consisted in reviewing the assumptions on which these estimates are based, to verify the calculations made by your company and appreciate the resulting valuations;
- As indicated in the note 1.24 to the consolidated financial statements, the company is using derivative financial instruments recorded at fair value. In determining the fair value, the company uses valuation techniques based on market parameters. We have examined the data and assumptions on which these estimates are based and verified the calculations made by the company.

These assessments were made as part of our audit of the consolidated financial statements taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

3. Specific verification

As required by law, we have also verified in accordance with professional standards applicable in France the information presented in the Group's management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements.

Courbevoie and Neuilly-sur-Seine, February 17, 2015

The Statutory Auditors (French original signed by)

Mazars		**PricewaterhouseCoopers Audit**
Gilles Rainaut	Jérôme de Pastors	Jean-Baptiste Deschryver

STATUTORY AUDITORS' SUPPLEMENTARY REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

This is a free translation into English of the Statutory Auditors' supplementary report on the consolidated financial statements issued in French and is provided solely for the convenience of English speaking users.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by your Shareholders' Annual General Meeting, we hereby present you a supplementary report on the consolidated financial statements in addition to our report dated 17 February 2015.

The management report approved by the Board of Directors on 17 February 2015 was the subject of additional information about the changes that have occurred since then in the composition of governance bodies.

The Board of Directors of 19 March 2015 has thus approved a new management report. As required by law, we have verified in accordance with professional standards applicable in France the information presented in the management report.

We have no matters to report regarding the fair presentation and the consistency with the consolidated financial statements of the information given in the management report of the Board of Directors approved on 19 March 2015.

Courbevoie and Neuilly-sur-Seine, 19 March 2015

The Statutory Auditors (French original signed by)

PricewaterhouseCoopers Audit	**Mazars**	
Jean-Baptiste Deschryver	Gilles Rainaut	Jérôme de Pastors

CHAPTER 4

INDIVIDUAL ANNUAL ACCOUNTS

FINANCIAL STATEMENTS

Balance sheet

Assets *(in thousands of euros)*	Gross amount	Amortization & impairment	Net value 31/12/2014	Net value 31/12/2013
Subscribed capital not called (I)	-	-	-	-
CAPITAL ASSETS				
Intangible assets				
Research and development expenses	-	-	-	-
Concessions, patents and similar rights	9	3	6	861
Goodwill	1,276,296	35,924	1,240,372	1,256,504
Other intangible assets	23	-	23	997
Advances and payments on account on intangible assets	-	-	-	-
TOTAL INTANGIBLE ASSETS	**1,276,328**	**35,927**	**1,240,401**	**1,258,362**
Property, plant and equipment				
Land	1,050,450	112,403	938,047	901,579
Buildings	3,187,796	1,144,947	2,042,849	1,976,337
Other property, plant and equipment	1,271	1,077	194	2,289
Assets under construction	216,383	-	216,383	181,542
Advances and payments on account on tangible assets	4,153	-	4,153	209
TOTAL TANGIBLE ASSETS	**4,460,053**	**1,258,427**	**3,201,626**	**3,061,956**
Long-term investments				
Equity interests	2,011,443	324,157	1,687,286	1,629,461
Receivables associated with equity ownership	525,192	3,540	521,652	482,830
Other fixed investments	-	-	-	-
Loans	291	-	291	291
Other long-term investments (including treasury shares)	20,245	4,146	16,099	15,132
Advances and payments on account on long-term investments	-	-	-	-
TOTAL LONG-TERM INVESTMENTS	**2,557,171**	**331,843**	**2,225,328**	**2,127,714**
TOTAL CAPITAL ASSETS (II)	**8,293,552**	**1,626,197**	**6,667,355**	**6,448,032**
CURRENT ASSETS				
Inventory				
Raw materials, supply	-	-	-	-
Land and property reserves	1,660	228	1,432	1,650
Advances and payments on account on orders	4,115	-	4,115	13,307
Receivables				
Trade debtors and related accounts	79,866	5,630	74,236	58,100
Other receivables	31,416	250	31,166	24,593
Group and associates	980,411	-	980,411	1,263,599
Subscribed capital not called, not paid	-	-	-	-
Miscellaneous				
Investment securities (including treasury shares)	29,842	912	28,930	201,492
Derivatives	116,954	-	116,954	155,602
Cash assets	287,733	-	287,733	175,960
Accruals and charges				
Prepaid expenses	4,473	-	4,473	728
TOTAL CURRENT ASSETS (III)	**1,536,470**	**7,020**	**1,529,450**	**1,895,031**
Charges to be spread over several years (IV)	31,994	-	31,994	18,133
Bond repayment premiums (V)	6,211	-	6,211	5,163
TOTAL ASSETS (I TO IV)	**9,868,227**	**1,633,217**	**8,235,010**	**8,366,359**

Liabilities *(in thousands of euros)*	**31/12/2014**	**31/12/2013**
CAPITAL AND RESERVES		
Capital	112,831	112,669
Premiums from issue, merger, contribution, etc.	2,686,065	2,679,346
Revaluation differences	185,729	185,729
Legal reserve	7,926	7,926
Statutory or contractual reserves	-	-
Regulated reserves	-	-
Other reserves	-	-
Balance brought forward	797,836	1,099,964
Including interim dividends	-	-
PROFIT/LOSS FOR YEAR	**95,095**	**(31,184)**
TOTAL	**3,885,482**	**4,054,451**
Investment grants	7,236	6,901
Regulated provisions	882	758
TOTAL CAPITAL AND RESERVES (I)	**3,893,600**	**4,062,110**
OTHER SHAREHOLDERS' EQUITY		
Bonded loans repayable in shares	-	-
Conditional advances	-	-
TOTAL OTHER SHAREHOLDERS' EQUITY (II)	**-**	**-**
PROVISIONS FOR CONTINGENCIES AND LIABILITIES		
Provisions for risks	8,845	7,706
Provisions for charges	3,324	9,483
TOTAL PROVISIONS FOR RISKS AND CHARGES (III)	**12,169**	**17,189**
DEBTS		
Financial debt		
Other bond loans	1,366,953	925,578
Loans and debts with credit institutions	2,245,578	2,979,566
Miscellaneous financial loans and debts	351,372	145,331
Group and associates	147,182	71,764
Operating debts		
Advances and payments received for orders in progress	33,704	9,408
Trade debtors and related accounts	43,504	28,654
Tax and social debts	21,094	30,664
Debts on capital assets and related accounts	52,124	40,943
Other debts	22,319	10,287
Miscellaneous		
Derivatives	5,284	7,832
Accruals and charges		
Prepaid income	40,127	37,034
TOTAL DEBTS (IV)	**4,329,241**	**4,287,061**
TOTAL LIABILITIES (I TO IV)	**8,235,010**	**8,366,359**

Income statement

(in thousands of euros)	31/12/2014	31/12/2013
Operating income		
Revenues	337,698	174,909
Capitalised production	11,950	-
Operating subsidies	10	100
Reversals from depreciation and provisions, transfer of charges	41,985	35,356
Other operating income	108,709	55,745
TOTAL OPERATING INCOME	**500,352**	**266,110**
Operating expenses		
Purchases and inventory changes	70,555	13,034
Outside services	80,755	61,205
Tax, duty and similar payments	48,117	29,037
Wages and salaries	19,404	27,424
Social security costs	6,393	12,419
Allocations for amortization and impairment	200,310	63,735
Allocations for depreciation on current assets	2,094	2,986
Provisions for risks and charges	3,576	5,903
Other expenses	4,297	1,435
TOTAL OPERATING EXPENSES	**435,501**	**217,178**
OPERATING PROFIT/(LOSS)	**64,851**	**48,932**
Joint ventures		
Profit or loss borne	-	-
Financial income		
Financial income from shareholdings	141,488	151,136
Income from other securities and receivables for capital assets	-	135
Other interest and similar income	5,537	3,885
Reversals of provisions, depreciation and transfers of charges	17,898	30,580
Net income from sale of investment securities	2,287	430
TOTAL FINANCIAL INCOME	**167,210**	**186,166**
Financial charges		
Financial allocations to depreciation, impairment and provisions	20,498	158,300
Interest and similar expenses	155,894	119,207
Net charges from disposals of investment securities	4,597	1,034
TOTAL FINANCIAL CHARGES	**180,989**	**278,541**
FINANCIAL INCOME	**(13,779)**	**(92,375)**
INCOME FROM CONTINUING OPERATIONS BEFORE TAX	**51,072**	**(43,443)**

Income statement (cont'd)

(in thousands of euros)	31/12/2014	31/12/2013
Non-recurring income		
Non-recurring income on management transactions	248	2,338
Non-recurring income on capital transactions	129,529	251,412
Reversals of provisions, depreciation and transfers of charges	18,462	3,951
TOTAL NON-RECURRING INCOME	**148,239**	**257,701**
Non-recurring expenses		
Non-recurring expenses on management transactions	18,379	(124)
Non-recurring expenses on capital transactions	79,744	238,742
Non-recurring allocations to depreciation, impairment and provisions	125	462
TOTAL NON-RECURRING EXPENSES	**98,248**	**239,080**
NON-RECURRING PROFIT/LOSS	**49,991**	**18,621**
Employee profit-sharing schemes	(27)	-
Tax on profit on ordinary activities	5,995	6,361
TOTAL INCOME	**815,801**	**709,977**
TOTAL EXPENSES	**720,706**	**741,160**
NET PROFIT/(LOSS)	**95,095**	**(31,184)**

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NOTES TO THE FINANCIAL STATEMENTS

1. KEY EVENTS OF THE FINANCIAL YEAR

1.1. Update on ongoing legal proceedings relating to the merger with Silic

1.1.1. Proceedings relating to the public offering on Silic initiated by Icade

By appeal dated 3 and 4 May 2012, SMA Vie BTP and the Association for the Defence of Minority Shareholders (ADAM) respectively petitioned the Paris Court of Appeals to annul the AMF conformity decision relating to the public offering on Silic initiated by Icade.

In a ruling dated 27 June 2013, the Paris Court of Appeal rejected all of the appeals by ADAM and SMA Vie BTP thus confirming the validity and legality of the Offer.

On 23 July 2013, SMA Vie BTP brought an appeal against the ruling by the Paris Court of Appeal dated 27 June 2013.

On 25 November 2014, the Court of Cassation rejected the appeal By SMA Vie BTP.

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1.1.2. Proceedings relating to the merger of Silic by Icade

In a notice published on 28 November 2013, the AMF decided that the draft terms of merger, which it had examined in accordance with the provisions of Article 236-6 of the AMF's general regulations, did not justify the buyout offer on Silic securities prior to the implementation of the merger.

By appeal on 6 December 2013, SMA Vie BTP brought a complaint before the Paris Court of Appeal seeking to nullify the above-mentioned decision by the AMF.

On 8 January 2015, the Paris Court of Appeal rejected all applications by SMA Vie BTP.

1.2. Partial Icade asset contribution to GIE Icade Management

On 1 July 2014, the property management and administrative management activities of Icade and Silic, until then exercised respectively by Icade and by SAS Socomie, were grouped within the GIE Icade Management.

This legal structure, coming out of the transformation of SAS Socomie, received by way of a contribution, all of material and human means constituting the activity of assistance and provision of services in matters of support functions and in real-estate matters, for the exclusive benefit of the companies of the Icade group.

This grouping of Icade (excluding employees of the Promotions and Services Divisions) and Silic workforce, carried out in line with the operational organisation and guided by streamlining structural costs, completed the merger of Silic with Icade.

This partial contribution was made at market value and generated a capital gains contribution of €414,000.

(in thousands of euros)	Carrying value	market value	Capital gains contribution
Intangible assets	916	916	0
Property, plant and equipment	5,472	5,472	0
Cash and cash equivalents	20,000	20,000	0
Prepaid expenses	1,106	1,106	0
TOTAL CONTRIBUTED ASSETS	**27,494**	**27,494**	**0**
Provisions for pension payments	6,496	6,082	(414)
Provisions anniversary bonuses	1,230	1,230	0
TOTAL TRANSFERRED LIABILITIES	**7,726**	**7,312**	**(414)**
NET ASSETS CONTRIBUTED	**19,768**	**20,182**	**414**

1.3. Financing established during 2014

Icade carried out several major financing transactions in 2014:

- a bonded loan of €500 million with a seven year maturity, with a 98 bp spread over the benchmark, *i.e.* a coupon rate 2.25%;
- substitution of the forward start of €375 million by a credit refinancing of a greater average duration;
- the implementation of a treasury bill programme, support of short-term debt and thus constituted an outstanding debt of €203 million as at 31 December 2014.

Moreover, in 2014, Icade proceeded with the final payment of the syndicated loan in the amount of €700 million.

1.4. Disposals of securities of the company Icade Bricolage and various real estate assets

During 2014, Icade disposed of the Icade Bricolage shares for a total of €74,988 million and various office-use real estate assets, business parks and property investment bases for a total of €40,236 million. In addition, Icade continued its programme to dispose of housing by the unit, generating proceeds of €12,990 million.

1.5. Other legal restructuring

Icade's Board of Directors authorised the legal restructuring operations set out in the table below. These were carried out at book value.

Company	Decision by Icade's Board of Directors	Transaction type	Effective legal date	Effective accounting and tax date	Accounting impact
SARL EPP PERIPARC	29/04/2014	Transfer of all assets (Dissolution without liquidation decision on 11/04/2014)	13/05/2014	13/05/2014	losses of €1,582,000
SAS HAVANE	29/04/2014	Transfer of all assets (Dissolution without liquidation decision on 14/04/2014)	19/05/2014	19/05/2014	losses of €1,000
SARL DU NAUTILE	29/04/2014	Merger with retroactive effect	30/06/2014	01/01/2014	none
SAS FONCIÈRE NANTEUIL	29/04/2014	Merger with retroactive effect	30/06/2014	01/01/2014	none
SAS 21-29 RUE DES FONTANOT	29/04/2014	Merger with retroactive effect	30/06/2014	01/01/2014	losses of €8,932,000
SCI SEPAC	29/04/2014	Merger with retroactive effect	30/06/2014	01/01/2014	none
SCI JCB2	29/04/2014	Merger with retroactive effect	30/06/2014	01/01/2014	losses of €891,000
SCI NANTERRE ÉTOILE PARK	29/04/2014	Merger with retroactive effect	30/06/2014	01/01/2014	none

The effect on the operating profit/(loss) of the 2014 legal restructuring and the Silic merger which took place on 31 December 2013 are mentioned in the notes to the financial statements.

1.6. Capital increase of the subsidiaries

In the scope of the application of tax rules concerning the capitalisation of companies and of the financing of property transactions for subsidiaries, Icade raised capital by creating new shares concerning three companies for a total of €179,739,000.

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2. ACCOUNTING METHODS AND PRINCIPLES

2.1. Standards applied

The annual accounts of Icade ("the Company") were established on 31 December 2014 in accordance with the clauses of the French Commercial Code, the general chart of accounts and the other applicable regulations. They were approved by the Icade Board of Directors on 17 February 2015. The latest annual accounts published by Icade as at 31 December 2013 were approved according to the same principles and methods.

2.2. Basis of assessment, judgements and use of estimates

The financial statements were prepared according to the historical-cost convention.

The preparation of the financial statements requires the use of estimates and assumptions to determine the value of assets and liabilities, assess any positive or negative unanticipated unknowns on the closing date, and income and expenses for the year.

The significant estimates made by the Company for establishing the financial statements mainly relate to the recoverable value of tangible and intangible assets as specified in the "procedures for carrying out tangible and intangible assets depreciation tests" paragraph, financial assets as specified in the "equities, accounts receivable and other investment securities" paragraph and evaluation of employee benefits and provisions, as specified in the "provisions" and "employee benefits" paragraphs.

Due to the uncertainties inherent in any assessment process, the Company reviews its estimates on the basis of regularly updated information. It is possible that the future results of the activities concerned may differ from those estimates.

2.3. Revenues, other operating income

Revenues

The Company's revenues are made up of two types of income:

Rental income

Rental income from leases, including rent from offices, business premises, housing and warehouses.

Provision of services

Revenues from the provision of central services, administrative and financial management of subsidiaries, property management and asset management is posted when the service is provided.

Other operating income

Other operating income includes income that is not directly related to the operations described in the paragraph entitled "Revenues". Other operating income is mainly composed of the following three types of income:

- re-invoicing of rental charges;
- re-invoicing of expenses undertaken on behalf of subsidiaries;
- fees for the Icade brand.

2.4. Intangible assets

An intangible asset is a non-monetary element with no physical substance, which must be both identifiable and controlled by the Company as a result of past events which may bring future economic benefits. An intangible asset is identifiable if it can be separated from the acquired entity or if it stems from legal or contractual rights.

Intangible assets whose useful lives can be determined are amortised by the straight-line method over their expected useful life.

Intangible assets	Useful life	Depreciation method
Concessions, transfer taxes, patents, software, etc.	1 to 3 years	Straight line

2.5. Property, plant and equipment

Tangible assets consist mainly of properties held in order to earn rent, increase capital, or both, rather than to use them in the production and provision of goods and services or for administrative purposes or to sell them within the framework of ordinary business activities.

The other tangible assets primarily consist of IT equipment and office furniture, generally depreciated by the straight-line method over five years, and fixed assets under construction (essentially buildings under construction).

In accordance with the French regulation ANC no. 2014-03, the buildings are recognised at cost, reduced by aggregate depreciation and any impairment as specified in the paragraph "procedures for carrying out tangible and intangible assets depreciation tests".

Cost of buildings

The cost of buildings consists of:

- the purchase price stated on the deeds or the construction price, including non-recoverable taxes, after deducting any rebates, trade or payment discounts;
- the cost of refurbishment works;
- all directly attributable costs incurred in order to put the property in a condition to be leased in accordance with the use intended by management. Thus, conveyance charges, fees, commission and document costs related to the acquisition and commission related to leasing are included in the cost;

- costs relating to bringing the property in line with safety and environmental regulations;
- capitalised borrowing costs as specified in the paragraph "capitalised borrowing costs".

Depreciation procedures

In accordance with French regulation ANC no. 2014-03, the gross value is split into separate components which have their own useful lives.

The properties are depreciated by the straight-line method over periods which correspond to their expected useful lives. Land is not depreciated. The depreciation periods used (in years) are as follows:

	Offices			
Components	**Im. Haussmann**	**Other properties**	**Housing**	**Warehouses and business premises**
Roads, networks, distribution	100	40-60	50	15
Building shell, structure	100	60	50	30
External structures	30	30	25	20
General and technical installations	20-25	10-25	25	10-15
Internal fittings	10-15	10-15	15-25	10-15
Specific equipment	10-30	10-30	15-25	10

The useful lives are revised at the end of each year, particularly in respect of properties which are the subject of a refurbishment decision.

Where events, changes in the market environment or internal factors indicate a risk of impairment of investment properties, they are tested for impairment, as specified in the "procedures for carrying out tangible and intangible assets depreciation tests" paragraph.

Buildings which, exceptionally, are rented with a purchase option, are not divided into components and are the subject of financial depreciation.

Eviction compensation

When a lease contract is terminated, the Company may have to pay eviction compensation to an ex-tenant. Three types of situations may arise:

- eviction compensation is paid in order to release premises due for reconstruction or renovation; these are then capitalised by including it in the cost of related tangible assets;
- eviction compensation is paid with a view to releasing the premises for a possible future tenant; it is then accounted for as a liability in the financial year in which it was incurred;
- eviction compensation is paid following advance negotiations for the signature of a lease with a new tenant; it is then capitalised and depreciated over the rental period on the same basis as rental income.

Investment grants

Investment grants received are booked to the liabilities side of the balance sheet. They are accounted for as income over the period of use of the asset subject to depreciation.

Procedures for conducting impairment tests for tangible and intangible assets

Regulation ANC no. 2014-03 requires that, at each accounts closure and at each intermediate situation, a check be made whether an index exists showing that the assets may have suffered impairment.

An indication of impairment may be:

- a substantial reduction in the market value of the asset;
- a change in the technological, economic or legal environment.

Impairment of an asset is accounted for where the recoverable value is less than the book value.

Procedures for depreciation of properties

The current value of property corresponds to the highest value between the market value reduced by sale costs and the in-use value. The market value is the market value excluding transfer taxes, determined by independent surveyors. The in-use value is the present value of expected rental income from those assets.

If there is an indication of impairment, and where the estimated recoverable amount is less than the net book value, the difference between those two figures is accounted for as impairment. Accounting for impairment entails a review of the basis of depreciation and possibly the depreciation plans of the properties concerned.

Impairments relating to properties may subsequently be reversed if the recoverable value again becomes higher than the net book value. The value of the asset after reversal of the impairment is capped at the book value which would have been determined net of depreciation if no impairment had been accounted for in previous years.

Although carried out by independent surveyors, it should be remembered that valuing a property asset remains a complex estimation exercise, which is also subject from one half-year to the next to the changing economic climate and the volatility of some of the market factors used, particularly return and discount rates.

Therefore, to take account of the inherent difficulties of valuing a property asset and avoiding having to post losses in value likely to lead to a full or partial reversal in the next financial statements, Icade only posts a fall in value when property assets' unrealised capital loss is more than 5% of the net book value before loss of value. This threshold is assessed on an asset-by-asset basis. Once this threshold is exceeded, the posted loss in value is the total amount of unrealised capital losses.

This impairment is adjusted upwards or downwards at each closing in accordance with the changes in the value of the asset and its net carrying value, being understood that when the impairment is less than 5% of the net carrying value before impairment, the previously posted impairment is reversed.

For buildings acquired less than three months before the closing date, and posted in the financial statements at their all-inclusive purchase price, the unrealised capital gain calculated, corresponding to registration fees and other acquisition costs is not posted as a loss in value.

Procedures for depreciation of intangible assets and other tangible assets

These assets are tested individually or combined with other assets if they do not generate any cash flow independently of other assets. Where appropriate, technical malus payments are taken into account and applied pro rata to the unrealised capital gains on property assets contributed in order to test for depreciation.

Impairment relating to intangible and other tangible assets may subsequently be reversed if the recoverable value again becomes higher than the net book value.

Intangible asset impairment tests are carried out per cash-generating unit on the basis of future discounted cash flows and terminal value realised stemming from medium term plans (four-year forecasts following that of closure).

The discount rates used are determined before tax.

2.6. Leasing and financial-leasing contracts

As part of its various businesses, the Company uses assets made available to it in accordance with leasing or financial-leasing contracts, or provides assets in accordance with leasing contracts.

From the lessee's point of view

Payments made for leasing and financial-leasing contracts are booked as expenses on a straight-line basis over the term of the contract.

From the lessor's point of view

In leases from the lessor's point of view, rental income is recorded on a straight-line basis over the firm terms of the leases. Consequently, any particular provisions and benefits specified in the leases (exemptions, landings, rights to entry) are spread over the fixed term of the lease, without taking indexing into account. The reference period used is the first firm term of the lease.

Any expenses directly incurred and paid to third parties for setting up a lease are recorded under the assets, under "tangible assets" and amortised over the fixed term of the lease.

2.7. Capitalised borrowing costs

The Company has elected to include borrowing costs directly attributable to construction or production in the cost of the corresponding asset.

Borrowing costs are deducted from financial charges and included in the cost of construction up to the completion date of the works.

The borrowing costs incorporated into the value of assets are determined as follows:

- where funds are borrowed in order to construct an individual building, the borrowing costs that can be incorporated are the actual costs incurred over the year less any financial income from investing the borrowed funds temporarily;
- where the borrowed funds are used to construct several buildings, the borrowing costs that can be incorporated into the cost of the building are determined by applying a capitalisation rate to the building costs. This capitalisation rate is equal to the weighted average of current borrowing costs for the year other than the costs of borrowings specifically taken out for the construction of specific buildings. The capitalised amount is limited to the amount of costs actually borne.

2.8. Participating interests, related receivables and other fixed investments

Equity interests and other fixed investments are booked to assets at their cost of purchase, contribution or subscription, excluding expenses. Receivables related to equity interests are booked at their nominal value.

When the inventory value is below the entry value, depreciation is recorded.

Equity interests

Subsequent to purchase, equity interests, whether listed or not, are valued at their going-concern value. This value is mainly determined according to the following criteria: the corrected net assets and the profitability of the Company evaluated mainly by reference to the enterprise value net of financial debts. The enterprise value is based on the discounted cash flow method and, where appropriate, the comparable multiples method.

Investment-related receivables and other related parties

Cash advances subject to repayment schedule are classified under "Receivables related to equity interests". Other cash advances are classified under "Related advances". Advances are deigned to cover the financing needs of subsidiaries' operations.

Associated receivables are only depreciated if the corresponding securities have previously been fully depreciated. The depreciation is equal to the inventory value of the securities reduced by their entry value, within the limit of the nominal value of the receivable.

Judgment of the recoverable character of associated receivables in general partnerships also takes into account the situation of other associates.

Other fixed investments

For securities in listed companies, the inventory value is the current value, determined on the basis of the average price over the last month of the financial year.

For securities in non-listed companies, the inventory value is the current value, assessed through recognised evaluation techniques (reference to recent transactions, discounted cash flow, quota share of net assets, etc.). Exceptionally certain securities, which do not have a price quoted on an active market and whose current value cannot be assessed reliably, are valued at the cost of acquisition.

2.9. Inventory

Inventory is booked at its acquisition or production cost. At each close, it is valued at its production cost or net realisation value, whichever is lower.

The net realisation value represents the estimated selling price in the normal course of business, less expected costs to complete or realise the sale.

2.10. Trade receivables

Trade and other receivables primarily consist of short-term receivables. Depreciation is established where the book debt is higher than the amount recoverable. Trade receivables are depreciated on a case-by-case basis according to various criteria such as collection problems, litigation or the debtor's situation.

2.11. Investment securities

Investment securities are booked to assets at their acquisition price. Impairment is recorded when their realisable value is below their net book value.

2.12. Icade treasury shares

Treasury shares held under the liquidity contract are classified as "investment securities ". Other treasury shares are classified under "Other financial assets". As these are listed shares, the inventory value is defined as the average share price of the last month of the period to determine potential impairment at year-end. Unrealised losses are subject to impairment.

2.13. Provisions

A provision is accounted for as soon as there is a probable company obligation, resulting from past events, the extinction of which should result in an outflow of resources for the Company without at least an equivalent counterpart, the value of which can be estimated reliably.

All kinds of identified risks, particularly operational and financial risks, are monitored on a regular basis, which enables the amount of provisions considered necessary to be decided.

2.14. Employee benefits

Pension and anniversary premium commitments

Pension schemes, similar payments and other social benefits, which are analysed as defined benefits schemes (scheme in which the Company undertakes to guarantee a defined amount or level of benefit), are accounted for on the balance sheet on the basis of an actuarial assessment of the liability on the closing date, less the fair value of the assets of the related scheme which are dedicated to them. Contributions paid under schemes which are analysed as defined contribution schemes, in other words where the Company has no obligation other than to pay the contributions, are accounted for under expenses for the year.

The provision appearing in the individual accounts is calculated according to the projected credit units method and takes the related social security charges into account.

Actuarial gains and losses are due to distortions between the assumptions used and reality or changes in the assumptions used to calculate commitments and the assets assigned to cover them:

- staff turnover rates;
- future salary and benefit levels;
- discount rate;
- mortality tables;
- expected rate of return on plan assets.

The actuarial discrepancies are accounted for in the income statement in the year in which they are noted.

As the accounting rules do not specify the accounts treatment in the case of legislative or regulatory reforms impacting pre-existing regimes, the option accepted by Icade consists of considering these impacts as a change of regime, in terms of the cost of past services spread over the residual duration of rights acquisition.

Anniversary bonuses are subject to a provision assessed taking into account the likelihood that the employees will reach the required length of service for each stage and is discounted at the end of each year.

Employee profit sharing

The provisions for profit sharing and share-incentive schemes are determined according to the terms of Icade group agreements in force.

2.15. Financial debts and rate hedging

Financial debt

Loans and other financial liabilities bearing interest are recorded at their nominal repayment value. Issue premiums and expenses are generally recorded to assets and spread out on a straight-line basis for the loan period.

Derivatives and hedge accounting

The Company uses financial derivatives (swaps, rates options and swaptions) to hedge its exposure to the market risk stemming from interest rate fluctuations. Derivatives are used within the framework of a Group rates risk management policy.

The fair value of the derivatives shown in the notes is evaluated by commonly accepted models (future discounted cash-flow method, Black and Scholes method, etc.), and based on market data.

Unrealised capital gains and losses resulting from the difference between contracts' market value estimated at year-end and their nominal value are not recorded.

Premiums paid when rates options are put in place are amortised according to the straight-line method over these instruments' life.

When an instrument eligible for hedge accounting is unwound or reaches maturity, two scenarios are possible:

- Scenario 1: the hedging instrument is unwound or reaches maturity while the covered item still exists.

In this case, the hedge accounting continues to apply to the result obtained from the hedging instrument. The result obtained is then carried over in a pre-balance sheet suspense account provided the item itself has no impact on the income statement or is assigned to the income statement for the residual lifetime of the item covered to offset the income and expenses accounting method for this item.

- Scenario 2: the hedging instrument is unwound or reaches maturity and so does the covered item.

In this case, the hedge accounting ceases to apply to the result obtained from the hedging instrument. The termination adjustment payments for the hedging instruments are then immediately posted in the income statement.

2.16. Hybrid financial instruments

Hybrid financial instruments issued by Icade are analysed according to the substance of the contractual agreements. They are presented in "other shareholders' equity".

2.17. Tax

Icade is eligible for the SIIC regime (specified by Article 208 C of the General Tax Code).

In return for tax exemption, the application of the SIIC regime entails specific obligations with regard to distribution of dividends, and the immediate recognition, as expenses, of an exit tax at a rate of 19% calculated on unrealised capital gains at the date of adoption of the regime relating to properties and partnerships not subject to corporate tax. This tax is payable per quartile.

The specific obligations concerning the distribution of dividends are as follows:

- 95% of profits from leasing activities;
- 60% of capital gains on disposals; and
- 100% of the dividends paid by subsidiaries having opted to being subject to corporate tax.

The Company's taxable income is divided into two separate sectors:

- a SIIC sector exempt from tax on current earnings from leasing activities, capital gains on disposals and dividends received from subsidiaries subject to the SIIC regime;
- a sector taxable under common law in respect of other activities.

3. NOTES ON THE BALANCE SHEET

3.1. Tangible and intangible assets

Fixed assets *(in thousands of euros)*	**Gross value 31/12/2013**	**Mergers and contributions**	**Increases, acquisitions creations and asset contributions**	**Decreases, disposals and end of service**	**Other**	**Gross value 31/12/2014**
INTANGIBLES [1]	**1,277,015**	**14,226**	**781**	**(15,487)**	**(207)**	**1,276,328**
TANGIBLES						
Land	1,024,133	40,433	-	(13,201)	(915)	1,050,450
Buildings	2,959,220	148,739	(450)	(33,612)	113,899	3,187,796
OTHER PROPERTY, PLANT AND EQUIPMENT						
Transport equipment	22	(22)	-	-	-	-
Office equipment and tooling	1,934	(279)	-	(856)	-	799
Furnishings and IT equipment	9,699	(9,115)	-	(479)	323	428
Recoverable packaging and miscellaneous	44	-	-	-	-	44
ASSETS UNDER CONSTRUCTION	**181,751**	**9,883**	**145,231**	**(3,229)**	**(113,100)**	**220,536**
Including advances and deductions for assets under construction	***209***	***5***	***4,011***	***(67)***	***(5)***	***4,153***
SUB-TOTAL	**4,176,803**	**189,639**	**144,781**	**(51,377)**	**207**	**4,460,053**
GENERAL TOTAL	**5,453,818**	**203,865**	**145,562**	**(66,864)**	**-**	**5,736,381**

(1) Including technical losses of €1,272,601,000 as at 31 December 2014.

Outside the accounts, the technical malus is linked to property assets contributed and to equity interests of companies with underlying property assets.

For the year 2014, the amount of borrowing costs together with the gross value of long term investments totalled €3,741,000.

3.2. Statement of amortisation and impairment of tangible and intangible assets

Amortization and impairment *(in thousands of euros)*	31/12/2013	Mergers and contributions	Allocations for amortisation and impairment	Write-backs (Items exiting the assets)	Other	31/12/2014
INTANGIBLES	**18,654**	**(12,073)**	**32,062**	**(2,716)**	**-**	**35,927**
TANGIBLES						
Land	122,554	2,865	1,968	(14,984)	-	112,403
Buildings	982,883	63,310	117,887	(19,133)	-	1,144,947
OTHER PROPERTY, PLANT AND EQUIPMENT						
Transport equipment	22	(22)	-	-	-	-
Office equipment and tooling	1,811	(249)	32	(855)	-	739
Furnishings and IT equipment	7,577	(7,284)	519	(474)	-	338
Assets under construction	-	-	-	-	-	-
SUB-TOTAL	**1,114,847**	**58,620**	**120,406**	**(35,446)**	**-**	**1,258,427**
GENERAL TOTAL	**1,133,501**	**46,547**	**152,468**	**(38,162)**	**-**	**1,294,354**

3.3. Long term investments

Fixed assets *(in thousands of euros)*	31/12/2013	Mergers and contributions	Increases Acquisitions creation	Decreases, disposals	31/12/2014
Equity interests	1,956,481	(37,054)	160,525	(68,509)	2,011,443
Investment-related receivables and other related parties	482,830	-	282,371	(240,009)	525,192
Other fixed investments	-	-	-	-	-
Other long-term investments					
- Loans	291	-	-	-	291
- Treasury shares	20,517	-	5,102	(6,079)	19,540
- Deposits & sureties	708	-	-	(3)	705
- Other property receivables	-	-	-	-	-
Advances and deductions other assets	-	-	-	-	-
GROSS	**2,460,827**	**(37,054)**	**447,998**	**(314,600)**	**2,557,171**
IMPAIRMENT	**333,113**	**(5,794)**	**18,525**	**(14,001)**	**331,843**
NET	**2,127,714**	**(31,260)**	**429,473**	**(300,599)**	**2,225,328**

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Equity interests

The change in equity interests is due to the following transactions:

(in thousands of euros)	Equity interests
31 DECEMBER 2013	**1,956,481**
Mergers for the year	(57,235)
Partial asset contribution to GIE Icade Management	20,181
Capital increases	159,558
Acquisitions of securities of companies	967
Capital reduction	(37,963)
Disposals and liquidation of securities of companies	(30,010)
Other variations	(536)
31 DECEMBER 2014	**2,011,443**

Investment-related receivables and other related parties

Details of related receivables are as follows:

	Accounts receivable	
(in thousands of euros)	31/12/2014	31/12/2013
Gross amounts	521,321	480,438
Interest accrued	3,871	2,392
TOTAL	**525,192**	**482,830**
IMPAIRMENT	**3,540**	**-**
NET	**528,732**	**482,830**

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Changes in receivables related to equity interests and other associated parties during the financial year can be detailed as follows:

(in thousands of euros)	Accounts receivable (excluding accrued interest not yet due)
31 DECEMBER 2013	**480,438**
Financing set up for SASU Icade Santé	100,000
Financing set up for SCI Icade Léo Lagrange	97,500
Financing set up for SCI Mondotte	41,000
Financing set up for SCI 68 Ave, Victor Hugo	40,000
Icade Reit repayment	(164,000)
SCI Mondotte repayment	(41,000)
Icade Santé repayment	(9,506)
Icade Léo Lagrange repayment	(7,692)
Other repayments during the financial year	(15,419)
31 DECEMBER 2014	**521,321**

Impairment

The main impairment changes are as follows:

(in thousands of euros)	Depreciation of participating interests	Depreciation of accounts receivable	Depreciation of other financial assets	Total
31 DECEMBER 2013	**327,020**	**-**	**6,093**	**333,113**
Consecutive contributions to mergers	-	-	-	-
Mergers	(4,072)	-	-	(4,072)
Impairment allocations	14,935	3,540	-	18,475
Depreciation write-backs	(13,726)	-	-	(13,726)
Allocation for impairment of treasury shares	-	-	50	50
Reversal of impairment of treasury shares	-	-	(1,997)	(1,997)
31 DECEMBER 2014	**324,157**	**3,540**	**4,146**	**331,843**

3.4. Maturity of receivables

(in thousands of euros)	Gross value at 31/12/2014	<1 year	Between 1 and 5 years	+5 years or instalment not set
CAPITAL ASSETS				
Receivables associated with equity ownership	525,192	76,991	197,434	250,767
Loans	291	122	92	77
Deposits and sureties and other receivables	20,244	16	137	20,091
CURRENT ASSETS				
Advances and payments made and credit notes to be received	4,115	4,115	-	-
Trade receivables	79,866	79,866	-	-
Personnel and related accounts	200	200	-	-
Social security and other social bodies	105	105	-	-
Corporate tax	999	999	-	-
Corporate tax on added value	18,167	18,167	-	-
Other corporate taxes other than on income	644	644	-	-
Group and associates	980,411	980,411	-	-
Miscellaneous debtors	11,300	11,109	191	-
PREPAID EXPENSES	**4,473**	**4,473**	**-**	**-**
CHARGES TO BE SPREAD	**128,665**	**44,482**	**81,515**	**2,668**
TOTAL	**1,774,672**	**1,221,700**	**279,369**	**273,603**

Accrued income came to €73,001,000.

3.5. Derivatives

(in thousands of euros)	31/12/2014	31/12/2013
Premiums paid on rate options	3,583	4,843
Margin calls paid on hedged assets	16,700	14,300
Adjustments on derivatives	96,671	136,459
TOTAL	**116,954**	**155,602**

The adjustments on derivatives correspond primarily to a cancellation transaction of hedging instruments with conservation of the underlying covered debt, initiated by the Silic company, prior to the merger transaction of the Icade company, which took place on 31 December 2013. The spread of adjustments was carried out according to accounting principles set forth in the paragraph "financial debt and rate hedging".

3.6. Securities available

(in thousands of euros)	Gross value at 31/12/2014	Amortisation and impairment 31/12/2014	Net value 31/12/2014	Net value 31/12/2013
Investment securities (excluding accrued interest not yet due)	29,842	(912)	28,930	200,925
Interest accrued on investment securities	-	-	-	567
Bank balances and other liquid assets	286,414	-	286,414	175,602
Interest accrued on term accounts or deposits	1,319	-	1,319	358
TOTAL	**317,575**	**(912)**	**316,663**	**377,452**

The investment securities (excluding accrued interest not yet due) are broken down as follows (in thousands of euros):

- treasury shares-liquidity contract: 20,538;
- money-market UCITS: 7,655;
- other financial assets: 149.

(in thousands of euros)	31/12/2014	31/12/2013
Securities available (gross assets) excluding accrued interest not yet due	316,256	377,623
Investment securities (excluding accrued interest not yet due)	(612)	(71,036)
NET CASH AVAILABLE	**315,644**	**306,587**

3.7. Share capital

Change in number of shares in circulation

	Number	Capital *(in € thousands)*
SHARE CAPITAL AT 31/12/2012	**52,000,517**	**79,264**
Increases in capital related to the exercise of share subscription options	6,800	10
Increases in capital related to the public exchange offer	20,457,105	31,182
Capital increases following merger transactions	1,451,687	2,213
SHARE CAPITAL AT 31/12/2013	**73,916,109**	**112,669**
Increase in capital related to the exercise of stock options	106,277	162
SHARE CAPITAL AT 31/12/2014	**74,022,386**	**112,831**

Capital holding

	31/12/2014		31/12/2013	
Shareholders	**Number of shares**	**% of capital**	**Number of shares**	**% of capital**
Public	34,759,738	46.96	34,926,865	47.25
HoldCo SIIC (1)	38,491,773	52.00	38,491,773	52.07
Employees	231,567	0.31	177,166	0.24
Treasury	539,308	0.73	320,305	0.43
TOTAL	**74,022,386**	**100**	**73,916,109**	**100**

(1) Company whose capital is held by the Caisse des dépôts and Groupama, with stakes of 75.07% and 24.93% respectively.

The shares issued are fully paid-up.

3.8. Equity

		Appropriation of income			
(in thousands of euros)	**31/12/2013**	**Reserves**	**Dividends**	**Other movements**	**31/12/2014**
Capital	112,669	-	-	162	112,831
Premium issues	1,441,372	-	-	6,718	1,448,090
Merger premiums	1,031,473	-	-	-	1,031,473
Including merger proceeds	*68,723*	-	-	-	*68,723*
Premium contributions	143,359	-	-	-	143,359
Premiums for share bond conversions	63,143	-	-	-	63,143
Special reserve for revaluation	12,734	-	-	-	12,734
SIIC 2003 re-evaluation differences	172,995	-	-	-	172,995
Legal reserve	7,926	-	-	-	7,926
Other reserves	-	-	-	-	-
Balance brought forward	1,099,964	-	(302,128)	-	797,836
Net income for the preceding period	(31,184)	-	31,184	-	-
Profit/(loss) for the financial year	-	-	-	95,095	95,095
SUB-TOTAL	**4,054,451**	**-**	**(270,944)**	**101,975**	**3,885,482**
Investment grants	6,901	-	-	335	7,236
Regulated provisions	758	-	-	124	882
TOTAL	**4,062,110**	**-**	**(270,944)**	**102,434**	**3,893,600**

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3.9. Provisions for contingencies and liabilities

(in thousands of euros)	Nature	31/12/2013	Contribution	Allocations	Write-backs for use	Write-backs with no purpose	31/12/2014
Provisions for risks							
Subsidiary risks	financial	156	-	235	-	(156)	235
Tax risks	non-recurring	2,944	-	-	-	-	2,944
Litigation & Other provisions for risks	extraordinary/ operations	4,606	-	1,792	(114)	(618)	5,666
SUB-TOTAL		**7,706**	**-**	**2,027**	**(114)**	**(774)**	**8,845**
Provisions for charges							
Pension payments	operational	6,987	(6,496)	1,179	(134)	-	1,536
Pensions and similar obligations	operational	128	-	464	-	-	592
Anniversary bonuses	operational	1,215	(1,230)	141	(83)	-	43
Other provisions for charges	operational	1,153	-	-	-	-	1,153
SUB-TOTAL		**9,483**	**(7,726)**	**1,784**	**(217)**	**-**	**3,324**
TOTAL		**17,189**	**(7,726)**	**3,811**	**(331)**	**(774)**	**12,169**

Icade identifies several types of provisions. In addition to pension payments and similar commitments, which are subject to specific explanations (see paragraph 3.10), provisions are made whenever the contingencies and liabilities identified are the result of past events creating a probable obligation to disburse resources.

The identified contingencies and liabilities are as follows:

- tax risks: provisions cover estimated risks for which reassessment notices were received at 31 December 2014.

  When the accounts were audited during the 2010 financial year, the tax authorities questioned its proposed correction (8 December 2010) of the market values as at 31 December 2006, based on the property valuations that were used as the basis for calculating the exit tax (corporate tax at the rate of 16.50%) during the merger/absorption of Icade Patrimoine (by Icade) as at 1 January 2007. It resulted in an increase of the basis of the exit tax generating an additional tax of €204 million in principal. In another proposed correction dated 26 April 2012, the tax authorities increased the rate of taxation applicable to some of the revised amounts from 16.5% to 19%. The additional tax was then increased to €206 million.

  On 16 July 2012, Icade applied to consult the Commission nationale des impôts directs et taxes sur le chiffre d'affaires (National Commission for Direct Taxes and Revenue Taxes).

  At the end of the hearing on 5 July 2013, the Commission gave an opinion questioning the valuation method used by the tax authorities ("[the comparison method] would appear much less suitable than the DCF to the type of assets in question") while recording that some sales carried out in 2007 had been completed for higher prices than those used to estimate the exit tax.

  The tax authorities did not follow the commission's recommendation and maintained the increases initially notified, a decision of which it informed Icade on 3 December 2013 at the same time the Commission's opinion was sent.

  On 11 December 2013, in accordance with the applicable procedure, the tax authorities therefore sent a payment demand for all of these sums, *i.e.* €225,084,492, including late payment interest (or €206 million in principal).

  Maintaining its position, on 23 December 2013, Icade filed a claim asking for complete discharge of the sums demanded along with deferral of payment.

  This deferral was obtained after the submission of a bank guarantee covering the entire tax bill (excluding late-payment interest).

  In not replying to the Company's claim, the tax authorities implicitly rejected it.

  As a result, in agreement with its legal firms, Icade filed an action with the competent Administrative Court on 17 December 2014 challenging the entire amount of the proposed reassessment.

  Consequently, as was the case at 31 December 2013, no provision was recorded for this purpose at 31 December 2014.

- within the framework of its business activity, Icade is faced with disputes. On the basis of a risk analysis established by management and its legal advisors, the provisions made are considered adequate at the close of the year and the Company also considers that it possesses all the information enabling it to support its position. Provisions that are individually significant as at 31 December 2014 primarily represent tenant disputes, labour tribunals and contractual commitments made in the course of its normal business.

3.10. Commitments to personnel

(in thousands of euros)		31/12/2014	31/12/2013
ACTUARIAL DEBT AT OPENING	**A**	**6,623**	**3,723**
Past service cost not recognised at opening	b	492	649
OPENING NET LIABILITIES	**C**	**7,115**	**4,372**
Impact of changes in scope and other movements	d	(6,082)	315
Cost of services rendered during the year	e	261	209
Financial cost for the year	f	113	98
Cost for the period	**g = e + f**	**374**	**307**
Services paid for during the year	h	(1,142)	(1,368)
Spread of past service costs recognised	i	(492)	(157)
Actuarial (gains) losses for the year	j	2,355	3,646
Net loss posted through profit or loss	**k = g + h + i + j**	**1,095**	**2,428**
NET LIABILITIES AT CLOSING	**L = C + D + K**	**2,128**	**7,115**
Change of regime		-	-
Past service cost not recognised at closing	m = b + i	-	492
ACTUARIAL DEBTS AT CLOSING	**N = A + D + G + H +J**	**2,128**	**6,623**

Commitments to personnel are valued at 31 December 2014 according to the terms of the Icade Single Group Agreement signed on 17 December 2012.

As at 31 December 2014, all of the past service cost not counted remaining to be spread, related to various changes of regime, has been brought forward for a total of €493,000, including €414,000 in the scope of the contributions of the activities of Icade to Icade Management GIE.

The following actuarial assumptions were used:

- discount rate: 1.66% as at 31 December 2014 and 3.00% as at 31 December 2013; The discount rate applied is defined in relation to the iBoxx € Corporates AA 10+ benchmark. This explicitly presents the return from category 1 corporate bonds;
- male/female mortality tables:
  - male/female Insee tables for 2010-2012 as at 31 December 2014,
  - male/female Insee tables for 2009-2011 as at 31 December 2013;
- inflation rate: 0%;
- retirement age from 2008: 62 for employed categories and employees, technicians and supervisors, and 64 for managers.

Wage increases and staff turnover rates are defined by business, occupational category and age range. Social security and tax rates on salaries are defined by job and occupational category. Pension payments are valued according to the probable determination method.

Possible compensation for termination of employment contracts, and other deferred remuneration for senior executives

(in thousands of euros)	31/12/2014
Icade Executive Committee	3,160
Icade other employees	1,664
TOTAL NOT RECOGNISED	**4,824**

In the light of current decisions taken by management, employment-related benefits affecting Icade employees are not covered by any provision.

3.11. Stock option subscription and bonus stock plans

Following Silic's merger into Icade, decided by the EGM on 27 December 2013, the 2005, 2006 and 2007 stock option subscription plans granted by Silic were taken over by Icade.

The following stock option subscription plans are current as at 31 December 2014:

Description of the 2005, 2006, 2007, 2008 and 2011 stock option plans

The characteristics of the stock option plans current at 31 December 2014 and share price movements during fiscal 2014 are presented in the following table:

	Plan 2005: completed	Plan 2006: completed (1)	Plan 2007: completed	Plan 2008: completed	Plan 2008: completed	2011 plan		Average exercise price per share
	(b)	(b)	(b)	"1-2008" (a)	"1.2-2008" (a)	"1-2011" (a)	Total of the plans	*(in €)*
Allocation date	11/05/2005	10/05/2006	10/05/2007	03/01/2008	24/07/2008	03/03/2011	-	-
Date of amendment of performance conditions not related to the market	-	-	-	-	-	-	-	-
Acquisition period	4 yrs	4 yrs	4 yrs	4 yrs	4 yrs	4 yrs	-	-
Life of plans	9 yrs	9 yrs	9 yrs	6 yrs	7 yrs	8 yrs	-	-
Number of options granted	**22,425**	**65,410**	**71,000**	**54,500**	**145,000**	**147,500**	**505,835**	-
Exercise price *(in €)*	**70.03**	**87.00**	**126.98**	**103.01**	**66.61**	**80.86**	-	-
Number of options as at 1 January 2014	**19,916**	**65,410**	**71,000**	**42,659**	**104,000**	**142,000**	**444,985**	**84.78**
Number of options assigned during the period	-	-	-	-	-	-	-	-
Adjustments	(826)	-	-	-	-	-	(826)	70.03
Number of options exercised during the period	19,090	14,410	-	-	64,400	-	97,900	70.28
Number of options cancelled during the period	-	-	-	-	-	1,000	1,000	80.86
Number of options cancelled (Plan expired)	-	-	-	42,659	-	-	42,659	103.01
Number of options in circulation as at 31 December 2014	**-**	**51,000**	**71,000**	**-**	**39,600**	**141,000**	**302,600**	**90.85**
Of which assigned to related parties	-	-	-	-	*23,200*	*85,000*	*108,200*	*77.80*
Of which may be exercised at the end of the period	-	*51,000*	*71,000*	-	*39,600*	-	*161,600*	*99.57*
Fulfilment of performance conditions								
performance conditions related to the market				acquired: 15%	0.0%	0.0%		
performance conditions not related to the market				acquired: 22.5%	NA	0.0%		
Parity (2)	**1 option = 1.25 share**			**1 option = 1 share**				
Potential number of shares	**-**	**63,750**	**88,750**	**-**	**39,600**	**141,000**	**333,100**	
Exercise price per share *(in €)*	**56.02**	**69.60**	**101.58**	**103.01**	**66.61**	**80.86**		**82.53**
AVERAGE SHARE PRICES ON THE DATE OF EXERCISING OPTIONS *(in €)*								**69.40**

(1) The 2005 to 2007 plans correspond to those granted by the Silic group's corporate governance.
The number of options granted corresponds to the number of unexercised options as of the date of Silic's entry into the Icade group, on 22 July 2013

(2) For the 2005 to 2007 plans, the parity was the same as the parity for the public exchange offer, i.e. 4 Silic shares for 1 Icade share.

(a) Stock-option plans with performance conditions related and not related to the market.
Plan 1-2008: the performance condition is based on the achievement of an annual NPGS rate and the development of the price of Icade shares compared with a benchmark price.
Plan 1-2-2008: the performance condition is based on the development of the price of Icade shares compared with the development of the IEIF index.
Plan 1-2011: the performance condition is based on the achievement of the rate of the net annual cash flow and the development of the price of Icade shares compared with the development of the IEIF index.

(b) Stock-option plans without performance conditions.

As at 31 December 2014, 161,600 share subscription options representing 192,100 shares were exercisable for the "2006", "2007" and "1.2-2008" plans.

Valuation methodology: fair value of stock option subscription plans

	Plan 2005 completed	Plan 2006 completed	Plan 2007 completed	Plans 2008: completed		Plan 2011
				"1-2008"	"1.2-2008"	"1-2011"
	11/05/2005	10/05/2006	10/05/2007	Plan 1	Plan 2	Plan 1
Average weighted fair value of the option	€13.24	€20.17	€32.32	€35.75	€13.92	€20.01
Probability of service	100.00%	100.00%	100.00%	100.00%	100.00%	99.77%
Risk-free interest rate	3.27%	3.98%	4.24%	4.00%	4.75%	3.38%
Expected volatility	20.01%	23.22%	25.74%	40.00%	32.00%	33.00%
Expected dividend rate	4.68%	4.93%	5.00%	3.19%	4.73%	4.00%
Price of underlying stock	€77.95	€92.70	€129.00	€105.00	€71.90	€82.43
Exercise price	€70.03	€87.00	€126.98	€103.01	€66.61	€80.83
MODEL USED	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**	**TRINOMIAL**

Bonus share plans

The "1-2012" and "2-2012" bonus share allocation plans allow for the allocation of 15 bonus shares per employee or director.

The "2-2012" bonus share allocation plan, dedicated to members of the Executive Committee and members of the Coordination Committee, includes 100% of free shares conditional on the achievement of a non-market-related performance condition.

Following the Silic merger with deferred effect in Icade's accounts, the bonus share plans granted in 2013 and 2014 were taken over by Icade and converted according to the parity defined in the merger agreement.

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The following table shows the characteristics of the current bonus share plans as at 31 December 2014:

Original characteristics of the plans at 1 January 2014					Status of plans issued by Silic on 22 July 2013 in the period			Number of shares As at 31 December 2014				Changes		Number of shares		
Plans	Allocation date	Acquisition period	Life of the plans	Number of shares originally allocated to the plan	Number of Silic shares not yet vested	Exchange parity (1)	Number of shares not yet converted to Icade shares	including number of acquired shares	including number of allocated shares	including those subject to conditions	shares in circulation	Adjustment	shares cancelled	including number of allocated shares	including number of acquired shares	including those subject to conditions
2011	03/03/2011	2 yrs	4 yrs	17,660	-	-	-	14,860	-	-	-	-	-	-	14,860	-
1-2012	02/03/2012	2 yrs	4 yrs	26,190	-	-	-	30	23,640	-	23,640	90	-	-	23,760	-
2-2012 (2)	02/03/2012	2 yrs	4 yrs	28,290	-	-	-	-	25,638	12,819	25,638	-	-	-	25,638	-
2012 (3)	12/03/2012	2 yrs	4 yrs	12,000	11,947	4/5	14,969	-	12,743	-	12,743	-	70	-	12,673	-
2013 (3)	22/02/2013	2 yrs	4 yrs	12,000	12,000	4/5	15,032	-	13,002	4,563	-	-	689	12,313	-	3,564
1-2014	03/03/2014	2 yrs	4 yrs	21,990	-	-	-	-	-	-	-	-	1,440	20,550	-	-
2-2014 (4)	03/03/2014	2 yrs	4 yrs	14,250	-	-	-	-	-	-	-	-	-	14,250	-	14,250
TOTAL								**14,890**	**75,023**	**17,382**	**62,021**	**90**	**2,199**	**47,113**	**76,931**	**17,814**

(1) After merger of Silic by Icade, decided at the General Meeting of 27 December 2013 applying the exchange parity used, i.e. 4 Silic Socomie shares for 5 Icade shares. This situation does not include 2014's fractional shares.

(2) Plan 2-2012: The vesting of bonus shares was, at the end of each vesting period, conditional on the attainment of a given net cash flow.

(3) Plans originally issued by Silic. The performance conditions for the 2013 plan, linked to EBITDA growth, were defined by Silic's Board of Directors on 15/11/2013.

(4) The final vesting of bonus shares under plan 2-2014 is conditional based partly (50%) on EPRA net earnings per share as published in financial communications and partly (50%) on the performance of Icade's share price compared with the FTSE EPRA Euro Zone Index.

3.12. Financial Debts

(in thousands of euros)	31/12/2014	31/12/2013
Other bond loans		
Other bond loans	1,344,845	917,195
Interest accrued on bond issues	22,108	8,383
SUB-TOTAL	**1,366,953**	**925,578**
Loans and debts with credit institutions		
Loans with credit institutions (1)	2,238,710	2,902,203
Interest accrued on loans from credit institutions	6,256	6,293
Bank credit balances	612	71,036
Interest accrued on bank credit balances	-	34
Bank loans and overdrafts	-	-
Interest accrued on bank loans and overdrafts	-	-
SUB-TOTAL	**2,245,578**	**2,979,566**
Miscellaneous financial loans and debts		
Interest accrued on BRS	-	-
Other loans	296,777	93,799
Interest accrued on other loans	581	568
Deposits and sureties received	54,014	50,964
Debts associated with equity interests	-	-
SUB-TOTAL	**351,372**	**145,331**
Group and associates		
Group current accounts	136,169	65,661
Other Group debts	11,013	6,103
SUB-TOTAL	**147,182**	**71,764**
TOTAL	**4,111,085**	**4,122,239**

(1) *These loans are hedged and are further guaranteed through:*
- mortgages or privileges of lenders totalling €670,506,000;
- pledged securities up to €39,722 ,000.

3.13. Statement of financial debt instalments

(in thousands of euros)	Gross amount as at 31/12/2014	<1 year	Between 1 and 5 years	+5 years
Other bond loans				
Other bond loans	1,344,845	-	544,845	800,000
Interest accrued on bond issues	22,108	22,108	-	-
SUB-TOTAL	**1,366,953**	**22,108**	**544,845**	**800,000**
Loans and debts with credit institutions				
Loans with credit institutions	2,238,710	408,918	1,386,875	442,917
Interest accrued on loans from credit institutions	6,256	6,256	-	-
Bank credit balances	612	612	-	-
Interest accrued on bank credit balances	-	-	-	-
Bank loans and overdrafts	-	-	-	-
Interest accrued on bank loans and overdrafts	-	-	-	-
SUB-TOTAL	**2,245,578**	**415,786**	**1,386,875**	**442,917**
Miscellaneous financial loans and debts				
Other loans	296,777	203,022	34,093	59,662
Interest accrued on other loans	581	581	-	-
Deposits and sureties received	54,014	658	116	53,240
Debts associated with equity interests	-	-	-	-
SUB-TOTAL	**351,372**	**204,261**	**34,209**	**112,902**
Group and associates				
Group current accounts	136,169	136,169	-	-
Other Group debts	11,013	11,013	-	-
SUB-TOTAL	**147,182**	**147,182**	**-**	**-**
TOTAL	**4,111,085**	**789,337**	**1,965,929**	**1,355,819**

3.14. Statement of operating debt instalments and prepaid income

(in thousands of euros)	Gross amount as at 31/12/2014	<1 year	Between 1 and 5 years	+5 years
Advances and payments received on orders	33,704	33,704	-	-
Suppliers and related accounts	43,504	43,504	-	-
Personnel and related accounts	3,800	3,800	-	-
Social security and other social bodies	2,472	2,472	-	-
Employee profit-sharing and social contribution	-	-	-	-
Corporate tax	504	-	504	-
Other taxes and similar	14,318	14,318	-	-
Suppliers of fixed assets	52,124	52,124	-	-
Other debts	22,319	22,319	-	-
Prepaid income (1)	40,127	5,555	1,512	33,060
TOTALS	**212,872**	**177,796**	**2,016**	**33,060**

(1) Including the building lease relating to the Bassin Nord transaction in the amount of €34,950,000.

The expenses to be paid total €111,400,000.

3.15. Information on affiliated companies and shareholdings

	31/12/2014	
(in thousands of euros)	Affiliated companies	Businesses with which the Company has an investment relationship
ASSETS		
Advances and deductions on assets	-	-
Investments	1,894,978	109,941
Investment-related receivables and other related parties	521,652	–
Loans	1	–
Advances and payments on account on orders	–	-
Trade accounts and notes receivable	4,133	-
Other receivables	898,197	77,325
LIABILITIES		
Loans and debts with credit institutions	122	-
Miscellaneous financial loans and debts	149,166	7,980
Advances and payments received for orders in progress	1	-
Trade debtors and related accounts	14,244	-
Debts on capital assets and related accounts	517	1,246
Other debts	151	-
INCOME STATEMENT		
Participating interests	135,161	5,289
Other financial income	3,847	-
Financial charges	2,289	7,980

The amount of the proceeds from sales of assets carried out with affiliated companies and equity interests totalled €3,988,000.

Transactions with related parties are executed under normal market conditions.

4. NOTES ON THE INCOME STATEMENT

4.1. Revenues

(in thousands of euros)	31/12/2014	31/12/2013
Rental income	315,658	133,242
Sale of goods	393	106
Provision of services	21,648	41,561
including provision of central services	*10,551*	*29,104*
including other services	*11,096*	*12,457*
TOTAL	**337,699**	**174,909**

(in thousands of euros)	Contribution of companies absorbed in 2014 and Silic	Contribution of the absorbing company	31/12/2014
Rental income	179,792	135,866	315,658
Sale of goods	-	393	393
Provision of services	-	21,648	21,648
including provision of central services	-	*10,551*	*10,551*
including other services	-	*11,096*	*11,096*
TOTAL	**179,792**	**157,907**	**337,699**

All revenues are earned in France.

4.2. Other operating income

(in thousands of euros)	31/12/2014	31/12/2013
Re-invoicing of rental charges	94,468	40,109
Re-invoicing of expenses undertaken on behalf of subsidiaries	938	2,484
Fees for the Icade brand	11,640	10,916
Miscellaneous income	1,663	2,236
TOTAL	**108,709**	**55,745**

(in thousands of euros)	Contribution of companies absorbed and of Silic	Contribution of the absorbing company	31/12/2014
Re-invoicing of rental charges	58,714	35,754	94,468
Re-invoicing of expenses undertaken on behalf of subsidiaries	89	849	938
Fees for the Icade brand	-	11,640	11,640
Miscellaneous income	868	795	1,663
TOTAL	**59,671**	**49,038**	**108,709**

4.3. Operating expenses

(in thousands of euros)	31/12/2014	31/12/2013
Purchases and inventory changes	25,258	13,035
Outside services	126,051	61,205
Tax, duty and similar payments	48,118	29,037
Wages and salaries	19,404	27,424
Social security costs	6,393	12,419
Allocations for amortization and impairment	200,310	63,735
Allocations for depreciation on current assets	2,094	2,986
Provisions for risks and charges	3,576	5,903
Other expenses	4,297	1,434
TOTAL	**435,501**	**217,178**

(in thousands of euros)	Contribution of companies absorbed in 2014 and Silic	Contribution of the absorbing company	31/12/2014
Purchases and inventory changes	12,537	12,721	25,258
Outside services	42,222	83,829	126,051
Tax, duty and similar payments	28,482	19,636	48,118
Wages and salaries	-	19,404	19,404
Social security costs	-	6,393	6,393
Allocations for amortization and impairment	101,465	98,845	200,310
Allocations for depreciation on current assets	1,111	983	2,094
Provisions for risks and charges	108	3,468	3,576
Other expenses	1,685	2,612	4,297
TOTAL	**187,610**	**247,891**	**435,501**

4.4. Financial profit/(loss)

(in thousands of euros)	31/12/2014	31/12/2013
Dividends	51,467	73,390
Share of profits from tax-transparent companies	46,058	19,620
Other income related to shareholding	43,963	58,126
Other financial income	7,824	4,450
Reversal of financial impairment	17,898	30,580
Transfer of financial charges	-	-
Other interest charges	(89,563)	(49,906)
Share of loss on tax-transparent companies	(10,219)	(5,793)
Other income related to shareholding	(70)	(86)
Other financial expenses (1)	(60,640)	(64,455)
Financial provisions	(20,497)	(158,300)
TOTAL	**(13,779)**	**(92,374)**

(1) Including merger losses 21-29 rue des Fontanot totalling €8,932,000, EPP PERIPARC totalling €1,581,000 and JCB2 totalling €891,000.

4.5. Non-recurring profit/(loss)

(in thousands of euros)	Income	Expenses	Net impact
Sale of long term assets and equity interests	128,975	79,729	49,246
Profit on depreciated liabilities	18,465	18,379	86
Share of grants	138	-	138
Other	661	140	521
TOTAL	**148,239**	**98,248**	**49,991**

4.6. Income taxes

Pursuant to the rules governing SIIC, Icade's taxable income represented a profit of €7,232,000, after allocation of tax loss carryforwards.

As at 31 December 2014, the residual amount of tax loss carryforwards stood at €34,503,000.

The tax charge on profit/(loss) for the year stood at €2,775,000.

5. OFF-BALANCE-SHEET COMMITMENTS

Commitments made

(in thousands of euros)	31/12/2014	Maturity: Less than 1 year	Maturity: 1 to 5 years	Maturity: More than 5 years
Commitments linked to consolidation scope	**9,607**	**-**	**9,607**	**-**
Equity investment commitments:				
Promise to buy securities	-	-	-	-
Earn-out payments	-	-	-	-
Securities put options	-	-	-	-
Securities call options	-	-	-	-
Commitments made under securities sale transactions:				
Liability guarantees	9,607	-	9,607	-
Financing commitments	**1,826,491**	**893,824**	**505,574**	**427,094**
Unused advances granted to subsidiaries	855,156	855,156	-	-
Mortgages	260,903	10,115	62,788	188,000
Preferential mortgages	409,605	10,424	296,698	102,483
Pledges of mortgage assets and sales of receivables given as loan guarantees	117,737	7,603	39,778	70,356
Direct financing leases: Minimum rents to be paid	65,391	4,344	19,478	41,568
Pledged securities	79,696	3,885	74,687	1,124
Sureties and deposits given to guarantee financing	38,004	2,296	12,147	23,562
Commitments related to operating activities	**512,117**	**27,296**	**407,204**	**77,616**
Commitments given relating to business development and arbitrage:				
Property investment: Residual commitments in works contracts, CPI and BEFA – Buildings under construction or renovation	13,901	13,901	-	-
BEFA – Property Investment – commitments given	-	-	-	-
Eviction guarantees given – Property Investment	14,495	5,495	9,000	-
Promises to sell given – Property Investment – Tangible assets	181,800	1,800	180,000	-
Purchase option on construction in loc fi PPP given	41,593	-	-	41,593
Promises to buy given – Property Investment – Tangible assets	-	-	-	-
Guarantees given on disposal of assets	-	-	-	-
Commitments given relating to the execution of operating contracts:				
Ordinary rentals: Minimum rents to be paid	44,643	1,900	6,799	35,944
Professional guarantees in management contracts and transactions	-	-	-	-
On-demand guarantees	6,779	2,200	4,500	79
Sureties and guarantees given as part of operating contracts	-	-	-	-
Other commitments given	208,905	2,000	206,905	-

Commitments received

(in thousands of euros)	31/12/2014	Maturity: Less than 1 year	1 to 5 years	More than 5 years
Commitments linked to consolidation scope	**-**	**-**	**-**	**-**
Equity investment commitments	-	-	-	-
Promise to buy securities	-	-	-	-
Earn-out payments	-	-	-	-
Securities Put options received	-	-	-	-
Securities Call options received	-	-	-	-
Commitments given under securities disposal agreements	-	-	-	-
Liability guarantees	-	-	-	-
Financing commitments	**1,465,835**	**15,347**	**1,324,519**	**125,968**
Unused credit facilities	1,260,000	-	1,260,000	-
Finance leases – Lessor (Social)	205,835	15,347	64,519	125,968
Sureties and deposits given to guarantee financing	-	-	-	-
Commitments related to operating activities	**1,087,993**	**282,320**	**676,204**	**129,470**
Other contractual commitments received related to the activity:				
Ordinary rentals – Minimum rents to be received	851,950	249,915	484,718	117,317
Promises to sell received – Property Investment – Tangible assets	181,800	1,800	180,000	-
Promises to buy received – Property Investment – Tangible assets	-	-	-	-
BEFA – commitments received	-	-	-	-
Property investment: Residual commitments in works contracts, CPI and BEFA – Buildings under construction or renovation	13,901	13,901	-	-
Bank guarantees received – works	1,325	-	1,325	-
Bank guarantees received as rent guarantees	-	-	-	-
Bank guarantees received – other	-	-	-	-
On-demand guarantees received – loan guarantees – Property investment	5,898	4,000	927	970
On-demand guarantees received – Development	-	-	-	-
Statutory professional guarantees received ("Hoguet Law")	-	-	-	-
Other commitments received	2,111	2,020	45	46
Assets received in security, mortgage or by pledge, as well as deposits received:				
Pledges received	-	-	-	-
Security deposits received for rent – clinics	-	-	-	-
Security deposits received for rent – other assets	31,008	10,684	9,188	11,136
Security deposits received from contractors	-	-	-	-
Other sureties and guarantees received	-	-	-	-

Leasing contract commitments

	Long-term investments in leasing contracts			
		Allocations to depreciation and amortization		
Balance sheet posts	Entry cost	for the year	Accumulated	Net amount
Land	4,089	-	-	4,089
Construction	70,686	2,438	10,371	60,315
TOTAL	**74,775**	**2,438**	**10,371**	**64,404**

	Leasing contract commitments							
	Dues paid		Remaining dues to be paid					
Balance sheet posts	for the year	accumulated	up to one year	1 to 5 years	over 5 years	Total to be paid	Residual purchase price	Total
Axe Seine transaction	4,203	19,817	4,344	19,478	12,568	36,391	29,000	65,391
TOTAL	**4,203**	**19,817**	**4,344**	**19,478**	**12,568**	**36,391**	**29,000**	**65,391**

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6. OTHER INFORMATION

6.1. Post closing events

On 17 February 2015, the Board of Directors acknowledged the resignation of Serge Grzybowski as Chairman and CEO of Icade to take effect immediately.

A deal was signed on the same day according to which Icade and Serge Grzybowski agreed on a gross compensation settlement of €450,000.

This will have an impact on the profit for the 2015 fiscal year.

6.2. Commitments for loan hedging instruments

	31/12/2014				
	Notional contract value				
(in thousands of euros)	Average rate	Total	Less than one year	Between one and five years	More than five years
Swaps	3.03%	1,139,441	225,334	842,441	71,667
Interest rate options Caps (1)	2.32%	535,909	50,909	485,000	
Rate options Floors	0.00%	300,000		300,000	
TOTAL SWAPS AND RATE OPTIONS		**1,975,350**	**276,243**	**1,627,441**	**71,667**

(1) Including €150 million of forward start options, valued separately according to their maturities.

The fair value of all derivative instruments at 31 December 2014 (excluding accrued interest not yet due) is as follows:

- swaps: €(84,031,000);
- interest rates options: €627,000.

The variable-rate debt was hedged to 84.5% by swaps and rate options.

6.3 Consolidation

Icade's consolidated accounts are consolidated into those of the *Caisse des dépôts & Consignation* according to the full-consolidation method.

6.4. Remuneration and benefits allocated for the financial year to administrators and members of the Executive Committee

(in thousands of euros)	31/12/2014
Compensation paid	2,615
Director's fees paid	194
TOTAL	**2,809**

6.5. Workforce

The average number of full-time equivalent paid employees as at 31 December 2014 is as follows:

Categories	Employees of the Company not made available	Employees made available	31/12/2014
Managerial/executive staff (and similar)	124	4	128
Employees	40	-	40
TOTAL	**164**	**4**	**168**

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6.6. Table of subsidiaries and shareholdings

(in thousands of euros)		Capital	Equity excluding share capital	Share of capital held in %	Book value of shares held – Gross	Book value of shares held – Net	Loans & Advances	Guarantees given to subsidiaries	Revenues (+ or -)	Profit/(loss) from the previous year end	Dividends received	Obs, (date of the last balance sheet)
SUBSIDIARIES (held at more than 50%)												
SAS	Icade Tour EQHO	305,842	(85,688)	100	405,842	220,154	270,626	-	-	4,894	-	2014
SAS	Sarvilep	1,000	71,566	100	156,500	72,573	-	-	15,002	(1,896)	-	2014
SASU	Icade Promotion	29,683	329,084	100	135,089	135,089	-	-	606,761	22,070	-	2013
SCI	Icade-Léo Lagrange	121,911	2,273	100	121,911	121,911	116,919	-	17,113	2,273	-	2014
SCI	Icade-Rue des Martinets	99,177	(15,751)	100	99,177	83,426	42,973	-	7,326	7,331	-	2014
SCI	68 Avenue Victor Hugo	60,994	(135)	100	60,994	60,994	75,496	-	5,945	(98)	-	2014
SCI	Mondotte	58,368	16,257	100	58,369	53,944	20,715	-	4,828	20,680	-	2014
SCI	PDM 2	42,702	26,139	100	42,702	42,702	34,223	-	6,928	2,023	-	2014
SCI	PDM 1	39,652	36,376	100	39,652	39,652	39,182	-	9,807	4,882	-	2014
SCI	Messine Participations	24,967	11,868	100	34,388	34,388	32,918	-	5,904	3,112	-	2014
SCI	Gascogne	25,871	(10,779)	100	25,871	10,566	5,263	-	1,223	5,263	-	2014
SCI	Icade 69 Bd Haussmann	28,984	2,366	100	24,834	24,834	28,970	-	4,275	2,366	-	2014
GIE	Icade Management (formerly Socomie)	10,000	9,368	100	23,240	19,368		-	24,925	(912)	-	2014
SCI	Le Tolbiac	22,938	624	100	22,938	22,938	18,964	-	2,669	624	-	2014
SCI	Icade Camille Desmoulins	15,862	2,165	100	17,869	17,869	18,464	-	3,670	2,165	-	2014
SCI	Évry Europeen	4,635	3,480	100	13,360	8,115	8,756	-	1,645	(190)	-	2014
SAS	Icade Conseil	270	(611)	100	12,829	9,100	1,094	-	4,690	(784)	594	2014
SCI	Évry Mozart	7,257	(912)	100	12,268	6,644	6,277	-	1,136	(697)	-	2014
SCI	Bati Gautier	1,530	3,137	100	11,497	11,497	2,695	-	3,406	2,695	-	2014
SCI	Icade Morizet	9,100	1,075	100	10,234	10,234	11,733	-	2,104	1,075	-	2014
SAS	Iporta	500	(328)	100	2,700	2,700	374	-	2,334	(473)	150	2014
SAS	Icade Property Management	3,450	402	100	2,406	2,406	-	-	33,309	(401)	1,208	2014
SCI	BSM of the University Hospital of Nancy	1,400	(6,758)	100	1,400	1,400	1,120	-	4,122	(1,339)	-	2014
SCI	Pays de Loire Region	637	(516)	100	576	121	-	-	-	1	-	2014
SCI	2C Marseille	480	64	100	479	479	755	-	1,742	56	-	2014
SCI	PCM	145	860	100	145	145	139	-	1,823	(47)	-	2014
SAS	Icade Transactions	524	(759)	100	131	-	745	-	1,956	(563)	-	2014
GMBH	Icade Reim Deutschland (1)	25	299	100	25	25	-	-	966	(107)	100	2014
SCI	Les Tovets	10	242	100	10	10	-	-	315	130	100	2014
BV	Icade Reit (1)	18	17,434	100	4	-	13,117	-	114	7,847	-	2014
SNC	SNC Capri Danton	1	-	100	1	1	-	-	-	-	-	2014
SCI	BSP	10	(448)	99	10	10	-	-	1,188	(385)	-	2014
SCI	La Sucrière	5	43	99	4	4	40	-	-	(3)	-	2013
SAS	Icade Asset Management	494	628	75	371	371	-	-	4,087	350	76	2014
SAS	Icade Santé	383,768	713,979	57	557,632	557,632	510,068	-	142,216	34,915	32,102	2014
SCI	Fam de Lomme	900	701	51	459	459	265	-	748	144	-	2014

(1) Equity, revenues and profit/(loss) are determined according to IFRS standards.

(in thousands of euros)		Capital	Equity excluding share capital	Share of capital held in %	Book value of shares held		Loans & Advances	Guarantees given to subsidiaries	Revenues (+ or -)	Profit/(loss) from the previous year end	Dividends received	Obs, (date of the last balance sheet)
					Gross	Net						
SUBSIDIARIES (held at 10%-50%)												
SCI	Bassin Nord	103,889	25,436	50	72,762	72,762	66,470	-	14,334	(15,959)	-	2014
SCI	CNM	420	1,212	50	210	210	60	-	1,033	(26)	-	2014
SCIA	Le Parc du Millénaire	2	(5,589)	49	1	1	153,311	-	-	(5,589)	-	2014
SPPICAV	BOUTIQUES PREMIUM	7,822	(61)	46	3,482	3,482	-	-	6	(61)		2014
SCI	Terrasse Bellini	91,469	2,375	33	37,179	37,179	10,405	-	10,101	2,371	3,003	2014
SCI	De La Vision	1,065	3,264	22	330	330	-	-	3,383	310	-	2014
SCI	Centre des Archives Diplomatiques	1,440	1,843	22	317	317	87	-	3,509	211	34	2014
SCI	Hôtel de Police Strasbourg	76	2,591	19	14	14	-	-	4,295	2,512	420	2014
SAS	Chrysalis	40	29,997	16	590	590	1,197	-	3,037	1	-	2013
SAS	Guyane Lycées	1,650	35,386	16	264	264	90	-	5,784	736	40	2013
SAS	La Cité	1,618	14	16	259	259	2,307	-	16,963	(29)	-	2014
SAS	UMAG	898	9,515	10	90	90	-	-	1,267	105	-	2013

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STATUTORY AUDITORS' REPORT ON THE ANNUAL FINANCIAL STATEMENTS

This is a free translation into English of the Statutory Auditors' report on the financial statements issued in French and is provided solely for the convenience of English speaking users. The Statutory Auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the audit opinion on the financial statements and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the financial statements.

This report also includes information relative to the specific verification of information given in the management report and in the document addressed to the shareholders.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by your shareholders' annual general meeting, we hereby report to you, for the year ended December 31, 2014, on:

- the audit of the annual financial statements of Icade;
- the justification of our assessments;
- the specific verifications and information required by law.

These annual financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

1. Opinion on the financial statements

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We conducted our audit in accordance with the auditing standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or others methods of selection, to obtain audit evidence about the amounts and disclosures in the financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the financial statements give a true and fair view of the financial position and assets and liabilities of Icade, as of 31 December 2014, and of the results of its operations for the year then ended in accordance with the accounting rules and principles applicable in France.

Without qualifying our opinion expressed above, we draw your attention on the part 4.9 of the notes to the financial statements that presents the accounting treatment relating to the tax audit that your Company has supported with regard to the fiscal year 2007.

2. Justification of our assessments

In accordance with the requirements of article L. 823-9 of the French Commercial Code (*Code de Commerce*) relating to the justification of our assessments, we bring to your attention the following matters:

- The notes 2.2, 2.4, 2.5 and 2.8 to the financial statements describe the accounting rules and methods for the assessment of tangible and intangible fixed assets, equities and accounts receivables, as well as significant estimates made by the Company in connection with the implementation of impairment testing of these assets.

We assessed the adequacy of the data and assumptions used by Management and the resulting valuations. We also verified that the related to the financial statements provide the appropriate information.

The assessments were thus made in the context of the performance of our audit of the financial statements, taken as a whole, and therefore contributed to the formation of our audit opinion expressed in the first part of this report.

3. Specific verifications and information

We have also performed, in accordance with professional standards applicable in France, the specific verifications required by law.

We have no matters to report regarding the fair presentation and the conformity with the financial statements of the information given in the management report of the Board of Directors, and in the documents addressed to the shareholders with respect to the financial position and the financial statements.

Concerning the information given in accordance with the requirements of article L.225-102-1 of the French Commercial Code relating to compensation and benefits received by the Directors and any other commitments made in their favor, we have verified its consistency with the financial statements, or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by your Company from companies controlling your Company or controlled by it. Based on this work, we attest the accuracy and fair presentation of this information.

In accordance with French law, we have ensured that the required information concerning the purchase of investments and controlling interests and the identity of the shareholders and holders of the voting rights has been properly disclosed in the management report.

Courbevoie and Neuilly-sur-Seine, February 17, 2015

The Statutory Auditors (French original signed by)

Mazars

Gilles Rainaut

Jérôme de Pastors

PricewaterhouseCoopers Audit

Jean-Baptiste Deschryver

STATUTORY AUDITORS' SUPPLEMENTARY REPORT ON THE ANNUAL FINANCIAL STATEMENTS

This is a free translation into English of the Statutory Auditors' supplementary report on the annual financial statements issued in French and is provided solely for the convenience of English speaking users.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by your Shareholders' Annual General Meeting, we hereby present you a supplementary report on the annual financial statements in addition to our report dated 17 February 2015.

The management report approved by the Board of Directors on 17 February 2015 was the subject of additional information about the changes that have occurred since then in the composition of governance bodies.

The Board of Directors of 19 March 2015 has thus approved a new management report. As required by law, we have verified in accordance with professional standards applicable in France the information presented in the management report.

We have no matters to report regarding the fair presentation and the consistency with the consolidated financial statements of the information given in the management report of the Board of Directors approved on 19 March 2015.

Courbevoie and Neuilly-sur-Seine, 19 March 2015

The Statutory Auditors (French original signed by)

PricewaterhouseCoopers Audit

Jean-Baptiste Deschryver

Mazars

Gilles Rainaut

Jérôme de Pastors

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CHAPTER 5

CHAIRMAN OF THE BOARD'S REPORT

prepared pursuant to Article L. 225-37 of the French Commercial Code

In accordance with Article L. 225-37 of the French Commercial Code, the Chairman of the Board of Icade (the ***Chairman***) is reporting on the composition and application of the principle of balanced representation of men and women within its membership, conditions for preparing and organizing the Board of Directors' activities, and internal control and risk management procedures implemented by Icade (***Icade*** or the ***Company***).

This report covers the period between 1 January and 31 December 2014. It was prepared at the end of work conducted by the former Chairman with the support of management. To prepare this report, the previous Chairman consulted with management committees, particularly the Executive Committee. The report was then submitted to the Audit, Risk Management and Sustainable Development Committee for comment.

It was also approved by the Board of Directors on 19 March 2015.

Changes in governance

Serge Grzybowski served two successive terms as Chairman and CEO of Icade during which the Company became a first class commercial property investment company.

In principle, his current term ends with the Company's Annual General Meeting which will take place on 29 April.

Serge Grzybowski has, however, decided that the conditions under which he could seek re-appointment to implement the Company's future strategy are no longer favourable.

Consequently, on 17 February 2015 he presented his resignation to the Board of Directors of the Company to take effect immediately.

While commending the results that Serge Grzybowski accomplished during his eight years at the head of Icade, the Board accepted his resignation and, for the interim, appointed Jean-Paul Faugère as Chairman of the Board and Nathalie Palladitcheff as CEO.

Jean-Paul Faugère, Director of Icade who came from Caisse des dépôts, is Chairman of the Board of CNP Assurances. Nathalie Palladitcheff, until now, was a member of Icade's Executive Committee in charge of finance, legal and information technology.

The Board of Directors has set itself the goal of deciding on the permanent governance for the Company before the next Annual General Meeting on 29 April.

Icade's internal regulations are available on the Company's website (see: http://www.icade.fr/icade/direction/gouvernance).

1. CORPORATE GOVERNANCE

1.1. Reference to the AFEP-MEDEF Code

Icade refers to the "Corporate Governance Code of Listed Companies" published by the association française des entreprises privées ***(AFEP)*** and the Mouvement des entreprises de France ***(MEDEF)*** dated June 2013 (the ***Reference Code***), available at: http://www.medef.fr.

Currently, Icade applies all of the recommendations of the Reference Code except the recommendations below for the following reasons:

Protection measure	Justification
Staggered renewal of the terms of corporate officers (Article 14 of the Reference Code: *"staggering the terms of office must be organised in a manner so as to avoid a mass renewal and to encourage a harmonious reappointment of corporate officers"*).	The Board of Directors, at the Company's Annual General Meeting on 29 April, will propose the establishment of a staggered renewal scheme for the terms of corporate officers and to consequently modify the Company's Articles of Association.
Chairing of the committee in charge of remuneration (Article 18.1, paragraph of the Reference Code: the committee in charge of remuneration *"must be chaired by an independent director"*).	The chairing of the Appointments and Remuneration Committee by a non-independent in 2014 is explained by the Company's share structure. The Caisse des dépôts is vigilant about the application of best practices in matters of "appointments and remuneration". Additionally, Icade points out that two thirds of the members of the Appointments and Remuneration Committee are independent and all the decisions made within the Appointments and Remuneration Committee have been unanimous throughout the financial year 2014.
All bonus shares awarded to the executive corporate officer are subject to performance conditions (Article 23.2.4 of the Reference Code: "*the exercise by executive corporate officers of the entirety of the options and the acquisition of shares must be tied to performance conditions"*).	Most, but not all, of the options or bonus shares awarded to the Chairman and CEO are contingent on performance conditions. However, during the Board of Directors' meeting on 20 December 2012, the Chairman and CEO committed to propose to the Board that all options and bonus shares that may be awarded to him in the future should be subject to performance conditions.

Consequently, the Company's compliance with the provisions of the Reference Code may be summarised as follows:

No.		Recommendation	Compliance with the recommendation
1.		Off-balance sheet and corporate risks (recommendation no. 2.2)	Yes
2.		Information on the option of whether or not to separate the functions of the Chairman of the Board and the CEO (recommendation no. 3.2)	Yes
3.		Board of Directors and strategy (recommendation no. 4)	Yes
4.		Board of Directors and Annual General Shareholders' Meeting (recommendation no. 5.2)	Yes
5.		Independent directors (recommendation no. 9)	Yes
6.		Assessment of the Board of Directors (recommendation no. 10)	Yes
7.		Board sessions and committee meetings (recommendation no. 11)	Yes
8.		Director access to information (recommendation no. 12)	Yes
9.		Duration of the functions of directors (recommendation no. 14)	Yes With the exception of the staggered renewal of directors (explanations provided in point 1.1 above)
10.		Board committees (recommendation no. 15)	Yes
11.		Audit Committee (recommendation no. 16)	Yes
12.		Selection or Appointments Committee (recommendation no. 17)	Yes
13.		Remuneration Committee (recommendation no. 18)	Yes With the exception of the chairing of the committee (explanations supplied in point 1.1 above)
14.		Director ethics (recommendation no. 20)	Yes
15.		Remuneration of directors (recommendation no. 21)	Yes
16.		Termination of the work contract in the event of appointment to corporate office (recommendation no. 22)	Yes
17.		Remuneration of executive corporate officers (recommendation no. 23)	Yes
	17.1	Fixed portion of remuneration (recommendation no. 23.2.2)	Yes
	17.2	Variable portion of remuneration (recommendation no. 23.2.3)	Yes
	17.3	Stock options and performance shares (recommendation no. 23.2.4)	No (see point 1.1. above)
	17.4	Termination benefits (recommendation no. 23.2.5)	Yes
	17.5	Supplemental retirement schemes (recommendation no. 23.2.6)	N/A
18.		Information on remuneration of executive corporate officers (recommendation no. 24)	Yes
	18.1	Permanent information (recommendation no. 24.1)	Yes
	18.2	Annual information (recommendation no. 24.2)	Yes

1.2. Operation of the Board of Directors

1.2.1. Missions and prerogatives

The Icade Board of Directors establishes the Company's business strategy and supervises its implementation. Subject to the powers expressly reserved for Shareholders' Meetings and within the limit of the corporate purpose, it addresses all questions relating to the due and proper functioning of Icade and settles matters concerning it through its discussions. The Board of Directors meets at least twice a year and whenever the interests of the Company so require.

The Board of Directors on 19 March 2015 decided, upon recommendation of the Appointments and Remuneration Committee, to maintain the separate functions of the Chairman and the CEO, which have been assumed since 17 February 2015, respectively by Jean-Paul Faugère and Nathalie Palladitcheff.

The Board of Directors on 19 March 2015 also decided, on recommendation of the Appointments and Remuneration Committee, (i) to appoint Olivier Wigniolle as future CEO of Icade, who will take office after the Annual General Shareholders' Meeting on 29 April 2015 and (ii) to propose to the Annual General Shareholders' Meeting on 29 April 2015 the appointment of André Martinez as a director, for the purpose of designating the Chairman of the Board at the end of this Annual General Shareholders' Meeting.

On 30 November 2007, the Board of Directors of Icade adopted the internal regulations of the Board of Directors and the regulations of each of the three specialised committees for implementing its new governance. The internal regulations of the Board of Directors were updated by the Board of Directors on 11 December 2008, 7 April 2011 and 22 June 2012.

1.2.2. Composition of the Board of Directors

The Board of Directors may include between three (minimum) and 18 (maximum) members, appointed by the Company's shareholders at the Annual General Shareholders' Meeting.

The directors are appointed for a renewable four-year term. No one may be appointed as a director if, having exceeded the age of 70, his or her appointment would have the effect of bringing the number of directors who have exceeded this age to more than one third.

As at 19 March 2015, the Icade Board of Directors consists of 12 members, including four women and five independent directors (*i.e.* 41.7% of the directors including two women): Cécile Daubignard, Éric Donnet, Jérôme Grivet, Marie-Christine Lambert and Benoît Maes.

The percentage of women on the Board is currently 33.3%, and is consistent with the provisions of the French law dated 27 January 2011 relating to the equal representation of men and women on Boards of Directors and professional equality (20% in 2014 and 40% in 2017).

The average term of office of the Company's directors is 4.2 years; their average age is 53.4 and they all have French nationality.

As at 31 December 2014, the list of directors is as follows:

- Caisse des Dépôts et Consignations, represented by Maurice Sissoko, 48, French nationality and CEO of Informatique CDC – reappointed on 7 April 2011, until the approval of the accounts for the financial year ending on 31 December 2014;
- Christian Bouvier, 76, French nationality – reappointed on 22 June 2012 until the approval of the accounts for the financial year ending on 31 December 2015;
- Cécile Daubignard, 50, French nationality and Director of the Group Strategy and Mergers and Acquisitions of Groupama – appointed on 22 June 2012 until the approval of the accounts for the financial year ending on 31 December 2015;
- Éric Donnet, 44, French nationality and CEO of Groupama Immobilier – appointed on 23 July 2014 until the approval of the financial statements for the year ending 31 December 2014;
- Jean-Paul Faugère, 58, French nationality and Chairman of the Board of CNP Assurances – appointed on 20 December 2012 until the approval of the accounts for the financial year ending on 31 December 2014;
- Nathalie Gilly, 49, French nationality and Director of Banking Services of the Caisse des Dépôts – appointed on 7 April 2011 until the approval of the financial statements for the year ending 31 December 2014;
- Jérôme Grivet, 52, French nationality and CEO of Crédit Agricole Assurances and Prédica – appointed on 23 July 2014 until the approval of the financial statements for the year ending 31 December 2017;
- Serge Grzybowski, 56, French nationality and Chairman and CEO of Icade – reappointed on 7 April 2011 until the approval of the financial statements on 31 December 2014;
- Marie-Christine Lambert, 61, French nationality and Director of the Management Control Group of France Télécom/Orange – reappointed on 22 June 2012 until the approval of the financial statements for the year ending 31 December 2015;
- Benoît Maes, 57, French nationality and Group Financial Director of Groupama – appointed on 22 June 2012 until the approval of the financial statements for the year ending 31 December 2015;
- Olivier Mareuse, 51, French nationality and Financial Director of the Caisse des Dépôts Group – appointed on 31 May 2011 until the approval of the financial statements for the year ending 31 December 2014;
- Céline Scemama, 43, French nationality and representative from the Real Estate, Capital Investments and Financial Holdings portfolio within the Caisse des Dépôts – appointed on 7 April 2011 until the approval of the financial statements for the year ending 31 December 2014;
- Franck Silvent, 42, French nationality and Director of the Finance, Strategy and Investments Division of the Caisse des Dépôts – appointed on 29 April 2014 until the approval of the financial statements for the year ending 31 December 2017.

The other appointments held by the directors are described in the section relating to the administration and management of the Company in the Company's 2014 Registration Document. No director serves a term greater than the limit set by French law or the French Reference Code.

During the financial year 2014, the composition of the Icade Board of Directors was changed as follows:

- the Board of Directors on 19 February 2014 duly noted the resignation of Thomas Francis Gleeson from his directorship on 15 January 2014 and effective as at 17 January 2014;
- the Combined Shareholders' Meeting on 29 April 2014 ratified the co-optation of Franck Silvent as a director, replacing Sabine Schimel until the close of the Ordinary Shareholders' Meeting to be convened in 2014 to approve the financial statements for the financial year ending 31 December 2013;
- the Combined Shareholders' Meeting on 29 April 2014 reappointed Franck Silvent as a director for a term of four years, expiring at the close of the Ordinary Shareholders' Meeting to be called for 2018 to approve the financial statements for the financial year ending 31 December 2017;
- the Combined Shareholders' Meeting on 29 April 2014 reappointed Olivier de Poulpiquet as a director for a term of four years, expiring at the close of the Ordinary Shareholders' Meeting to be called for 2018 to approve the financial statements for the financial year ending 31 December 2017;
- on 29 April 2014, the Board of Directors duly noted the resignation of Olivier de Poulpiquet from his directorship, dated 29 April 2014 and effective at the close of the Annual General Shareholders' Meeting to be called on 29 April 2014;
- on 29 April 2014, the Board of Directors co-opted the company Prédica as a director and represented by Jérôme Grivet, replacing Olivier de Poulpiquet, for the remaining term of his predecessor, expiring at the close of the Ordinary Shareholders' Meeting to be convened in 2018 to approve the financial statements for the financial year ending 31 December 2017;
- on 26 June 2014, the Board of Directors duly noted the resignation of Benoît Faure-Jarrosson from his directorship at the end of the meeting effective immediately;
- on 23 July 2014, the Board of Directors duly noted the resignation of the company Prédica from its directorship on 10 July 2014 and effective as at 23 July 2014;

- on 23 July 2014, the Board of Directors duly noted the resignation of Alain Quinet from his directorship on 15 July 2014;
- on 23 July 2014, the Board of Directors co-opted Jérôme Grivet as a director, replacing Prédica, for the remaining term of his predecessor, expiring at the close of the Ordinary Shareholders' Meeting to be called in 2018 to approve the financial statements for the financial year ending 31 December 2017;
- on 23 July 2014, the Board of Directors co-opted Éric Donnet as a director replacing Benoît Faure-Jarrosson, for the remaining term of his predecessor, expiring at the close of the Ordinary Shareholders' Meeting to be called in 2015 to approve the financial statements for the financial year ending 31 December 2014.

1.2.3. Independent directors

During its meeting on 19 March 2015, the Board of Directors of Icade has:

(i) on the recommendation of the Appointments and Remunerations Committee, appointed independent directors Cécile Daubignard, Éric Donnet, Jérôme Grivet, Marie-Christine Lambert and Benoît Maes;

(ii) examined case by case the independent directorships of these five directors and decided, on recommendation of the Appointments and Remuneration Committee, to appoint these five directors as independent if each one of them satisfied all of the criteria required by the French Reference Code to define the independence of these directors, namely if they:

a) are not an employee or executive corporate officer of the Company, employee or director of its parent company or entity of the Group and have not been so during the preceding five years,

b) are not an executive corporate officer of a company in which the Company directly or indirectly holds a directorship or in which an employee designated as such, or an executive corporate officer of the Company, (currently or having been so for less than five years) holds a directorship,

c) are not a customer, supplier, commercial banker or major financial banker of the Company or its Group, or for which the Company or its Group represents a significant share of activity.

The significant or insignificant character of the relationship with the Company or its Group means:

a) there are no close family links with a corporate officer,

b) have not been a statutory auditor of the Company over the five previous years,

c) have not been a Company director for more than 12 years, noting that the loss of status of independent director occurs only upon expiration of the term of office during which the 12-year duration is exceeded,

d) are not or do not represent a shareholder owning more than 10% of the share capital or voting rights in the Company or its parent company.

It is noted in the rules of procedure of the Board of Directors of Icade that the Board may take the position that a director, although meeting the above criteria, may not be considered as independent given his/her specific situation or that of the Company, with regard to its shareholder structure or for any other reason. Conversely, the Board can take the position that a director, although not fulfilling the above criteria is nevertheless independent.

No Icade independent director has business connections with the Company.

Icade, whose Board, as at 31 December 2014, is composed of a total of 13 directors with more than a third of the directors being independent (38.5%), complies with the recommendation pursuant to Article 9.2 of the French Reference Code.

1.2.4. Convening and preparing the meetings of the Board of Directors

The current Articles of Association specify that meetings of the Board of Directors are convened by its Chairman at least five days in advance and by any written means. This period may be shortened if three directors, including the Chairman, have expressed their agreement to convene on shorter notice.

Prior to any meeting, each director receives information relevant to effective participation in the Board of Director's deliberations in such a way as to enable him/her to exercise his/her duties. The same procedure occurs at any time in the life of the Company, between Board meetings, when the importance or urgency of the information so requires it.

A director may ask the Chairman for any additional information that he/she considers necessary to effectively carry out his/her duties, particularly concerning the agenda of meetings.

A director may ask the Chairman to arrange for him/her to meet the senior executives of the Group, including when the Chairman is not present.

During each Board meeting, the Chairman informs its members of the main facts and significant events covering the life of the Group which have occurred since the date of the last Board meeting.

In the event of a conflict of interest of one or more directors on a topic which is subject to the decision of the Board of Directors, it is requested that they do not take part in the discussions and do not participate in the vote. This rule has been applied throughout the financial year closing 31 December 2014, in the scope of the public-private partnership for the construction of the future high-speed train station (TGV) at Montpellier.

1.2.5. Frequency of Meetings of the Board of Directors

The Icade Board of Directors met six times during the financial year 2014. The members of the Board of Directors were present at a rate of 80%.

A strategic seminar for directors was also held on 27 March 2014, with 13 out of 14 directors present.

The table below presents each director's Board of Directors meeting attendance rate in 2014:

Directors	Attendance at meeting	Total number at meeting	Individual attendance rate
Caisse des Dépôts et Consignations, represented by Maurice Sissoko;	4	6	67%
Prédica	1	2	50%
Christian Bouvier	6	6	100%
Cécile Daubignard	5	6	83%
Éric Donnet	3	3	100%
Jean-Paul Faugère	4	6	67%
Benoît Faure-Jarrosson	3	3	100%
Nathalie Gilly	5	6	83%
Jérôme Grivet	3	3	100%
Marie-Christine Lambert	5	6	83%
Serge Grzybowski	6	6	100%
Benoît Maes	4	6	67%
Olivier Mareuse	5	6	83%
Olivier de Poulpiquet	1	1	100%
Alain Quinet	3	3	100%
Céline Scemama	3	6	50%
Franck Silvent	4	6	67%

1.2.6. Duties and work of the Board of Directors

In addition to the matters and decisions for which the Board of Directors is legally responsible (review of the financial statements and the annual and half-yearly business reports, convening the Annual General Shareholders' Meeting to give a ruling particularly on the accounts of the last financial year, preparation of the interim management documents, procedures for the division of directors' fees, annual authorisation to be given to the Chairman and Chief Executive Officer for agreeing sureties, endorsements and guarantees, proposals for investment, divestiture and the Group's strategy, etc.), the Board examined or adopted the following points in particular:

- the setting of the variable portion of the Chairman and Chief Executive Officer's compensation for 2013, the setting of his gross annual compensation for 2014 and performance criteria used to determine the variable portion of the Chairman and Chief Executive Officer's compensation for the 2014 financial year;
- renewal of the authorization given to the Chairman and Chief Executive Officer, for a period of one year starting 19 February 2014, to issue debt obligations with no access to the share capital;
- the authorization given to the Chairman and Chief Executive Officer for a period of one year to issue negotiable medium term notes (BMTN) starting on 19 February 2014;
- the authorization given to the Chairman and CEO for a period of one year to issue treasury bills, starting 19 February 2014;
- the authorisation of a bonus share plan for all of the employees of the Group;
- the authorisation of bonus shares, subject to performance conditions, for the Executive Committee members (excluding the Chairman and CEO) and the members of the Coordination Committee;
- the final company financial statements of Silic as at 31 December 2013;
- the 2015 budget and the 2015-2019 medium term plan;
- the 2014 landing forecast;
- the transformation of Socomie to an economic interest grouping (EIG) and the contribution by Icade to the EIG of its property management activities and administrative management;
- the issue of Company bonds;
- the anticipated purchase of all or part of off-exchange ORNANEs;
- the internal audit activity in 2014 and the 2015 programme;
- the implementation of the Company's share buy-back programme for the purpose of repurchasing its own shares;
- the capital increase of Icade after the exercise of Icade stock options;
- the operation of the Board of Directors and the formal assessment of the work of the Board of Directors;
- the analysis of the independence of certain directors;
- the recognition of the resignation of five directors, the renewal of the appointments of two director, the examination of the candidacy of three new directors and their co-optation;
- the change in composition of the committees.

The minutes of Board of Directors meetings are prepared after each meeting and communicated to directors for approval at the next meeting.

1.2.7. Results Board of Directors activity

The Icade Board of Directors has conducted its activity in accordance with legal requirements and regulations and met regularly during the 2014 financial year.

In addition to holding ordinary and regular meetings, the Icade Board of Directors and the Silic Board of Directors was regularly informed of the property market situation and was particularly solicited and active throughout the 2014 financial year, especially in view of the Icade and Silic integration and the decisions on all transactions related thereto. In this context, during this financial year the Board of Directors of Icade had to examine and decide on strategic operations for Icade, in accordance with the recommendations of the French Reference Code.

1.2.8. Assessment of the work of the Board of Directors

A formal assessment of the work of the Board of Directors was conducted in October and November 2014, with the help of an outside adviser, the offices of Spencer Sutart. The results of this assessment were presented and discussed by the Board of Directors on 4 December 2014.

As in 2011, during 2014, the Board of Directors performed a self-assessment of its ability to respond to shareholder expectations based on a thorough questionnaire on the following topics: general impression of the governance, organisation and operation of the Board of Directors, Board relations with the committees, Board composition, Board competence domains and work methods, Board relations with the general management, shareholders and stakeholders and the personal contributions of the directors and committees.

In particular, the Board of Directors analysed its methods of operation and those of its committees, checked that major issues were suitably prepared and discussed, and rated the effective contribution of each director in the Board's work on the basis of his/her skills and involvement in discussions.

This formal assessment has shown that Icade is poised among the best practices in terms of quality of the documents and presentations submitted to the Board, financial and operational reporting and the functioning of the Audit, Risk Management and Sustainable Development Committee. Likewise on the dynamic of the Board and its performance and the material organisation of Board meetings. The strategic seminar has improved the strategic perspective of the Board. Improvements must be studied to increase the number of independent directors, appoint an independent director as the Chairman of the Appointments and Remuneration Committee and make provisions for an action plan in accordance with the requirements of the Copé-Zimmerman law.

1.3. Operation of the Board of Directors' committees

Out of a desire to be transparent and provide information to the public, Icade has established the various committees described below.

The committees have advisory power and operate under the responsibility of the Board of Directors. They issue recommendations to the Board of Directors.

As explained above, on 30 November 2007, the Board of Directors of Icade adopted the internal regulations of the Board of Directors and the regulations of each of the three specialised committees for implementing its new governance. The internal regulations of the Board of Directors have been updated by the Board of Directors meetings on 11 December 2008, 7 April 2011 and 22 June 2012. The rules of procedure of the committees have been approved by the Board of Directors meetings on 4 October and 6 December 2011.

The committees consist of a minimum of three and maximum of five members, at least two-thirds of whom are independent directors for the Audit, Risk Management and Sustainable Development Committee, and of which a majority of members are independent directors for the Appointments and Remuneration Committee. These members are chosen by the Board of Directors from among its members. They are appointed personally and may only be represented by another member of the committee.

For the financial year, committee members receive additional directors' fees of €1,500 per meeting; the Chairman of each committee meeting receives an additional fee of €1,700 per meeting.

1.3.1. The Strategy and Investment Committee

Assignments

The duty of the Strategy and Investment Committee is to examine any investment or disinvestment project by the Company valued greater than €50 million and any external growth operation or disposal of equity interests greater than €30 million. It also examines the organic and/or external growth driven development policy and the strategic guidelines of the Group.

Composition

As at 31 December 2014, the five members of the Strategy and Investment Committee are Serge Grzybowski (Chairman), Éric Donnet (independent director), Jean-Paul Faugère, Christian Bouvier and Céline Scemama.

Frequency of meetings and summary of the committee's activity

The Icade Board of Directors met five times during the financial year 2014. The members of the Board of Directors were present at a rate of 83%.

The Strategy and Investment Committee specifically examined or issued recommendations on the following issues:

- various disposal projects of assets (LINK building in Paris) and company shares (Icade Bricolage);
- various clinic acquisition projects by Icade Santé;
- commercial and PPP property development transactions (Future Gare TGV, Montpellier);
- launch of construction of the PDM4 building.

The Strategy and Investment Committee has been informed about monitoring large projects (marketing of the EQHO tower and Campus La Défense in Nanterre) and about the business real-estate market situation.

The committee reported its work to the Board which took due note thereof, and followed all of its recommendations

1.3.2. The Audit, Risk Management and Sustainable Development Committee

For setting up its Audit Committee and defining its prerogatives and assignments, the Company relied on the AMF (French Financial Markets Authority) task force report, dated 22 July 2010.

Assignments

The Audit, Risk Management and Sustainable Development Committee is responsible for assisting the Board of Directors in its analysis of the accuracy and truthfulness of Icade's annual corporate and consolidated financial statements and the quality of internal audit and the information provided to shareholders and to the market.

It assesses significant risks and ensures compliance with (i) the individual and collective values on which Icade bases its operations and (ii) the rules of conduct which all of its staff must apply. Among these values is corporate social responsibility (CSR) which Icade considers itself to particularly exhibit.

Composition

As at 31 December 2014, the three Audit, Risk Management and Sustainable Development Committee members, two thirds of which are independent directors, are Cécile Daubignard (Committee Chairman since 3 December 2014 and independent director) appointed by the Board of Directors on 23 July 2014 replacing Benoît Faure-Jarrosson who resigned, Marie-Christine Lambert (independent director) and Olivier Mareuse.

All of the members of the Audit, Risk Management and Sustainable Development Committee have particular experience and competence in financial matters and in the area of risk management.

A graduate of the École centrale de Lyon, with an MBA from the École supérieure de commerce de Lyon, and a graduate of the Centre d'études actuarielles (CEA), Cécile Daubignard began her career at the Mazars accounting firm, in charge of auditing and consulting. In 1995, she joined the Groupama group as auditing manager within the Auditing Department of Gan, then, in 1999, she joined the International Department of Groupama S.A., where she successively took charge of the Financial Engineering Department and then the Plan-Budget-Results Department. She has been Director of Group Strategy in Groupama since 2008.

Likewise, Marie-Christine Lambert has been Director of Group Management Control for France Télécom/Orange since 2008 and Olivier Mareuse, a graduate of the Paris Institute of Political Studies and former student of the National School of Administration, has been financial director since December 2010 of the Caisse des Dépôts group.

Frequency of meetings and summary of the committee's activity

This committee met three times during the financial year 2014. The members of the Board of Directors were present at a rate of 100%.

The Audit, Risk Management and Sustainable Development Committee has examined or issued recommendations on the following issues:

- the 2013 draft financial statements, business report and report of the Chairman of the Board of Directors on the conditions of preparing and organising the Board of Directors' work and on internal control procedures for 2013; the 2013 draft consolidated financial statements and the 2014 half-yearly financial report;
- the 2015 budget and the 2015-2019 PMT;
- report on audit activity in 2014 and the 2015 audit programme;
- the reporting of risk as at 31 December 2013; the updating of risks as at 30 June 2014; an overview on internal control in 2014 and approval of the new internal control charter;
- analysis of Icade's return on equity;
- the 2013 assessment of the sustainable development policy;
- tax overview;
- overview on the property market climate;
- stock market performance and the recommendations of the financial analysts;
- renewal of the authorization to issue bonds;
- renewal of the authorisation to issue negotiable medium-term notes (BMTN);
- authorisation to issue treasury notes (BMTN);
- renewal of the envelope of sureties, endorsements and guarantees.

The committee reported its work to the Board which took due note thereof, and followed all of its recommendations

1.3.3. Appointments and Remuneration Committee

Assignments

The Appointments and Remuneration Committee is responsible for assessing applications for the appointment of corporate officers and for making suggestions as regards their remuneration. It is involved in establishing the Company's employee profit-sharing policy and for making suggestions on (i) resolutions to grant subscription and/or purchase options for the Company's shares to all or some of the employees and (ii) the free share allocation. It is also responsible for determining each year the amount of the overall envelope of directors' fees which is subject to the approval of the Annual General Shareholders' Meeting and the methods of distribution of the said directors' fees among the members of the Board of Directors. The committee assesses, additionally, the major transactions comprising the risk of conflict of interest between the Company and the members of the Board of Directors. Finally, each year it debates the quality of the independent director.

Composition

As at 31 December 2014, the three members of the Appointments and Remuneration Committee are Franck Silvent (Chairman), Benoît Maes (independent director) and Jérôme Grivet (independent director).

Frequency of meetings and summary of the committee's activity

The Icade Appointments and Remuneration Committee met six times during the financial year 2014. The members of the Board of Directors were present at a rate of 94%.

The Appointments and Remuneration Committee issued recommendations on the following issues:

- the setting of the variable portion of the Chairman and Chief Executive Officer's compensation for 2013, the setting of his gross annual compensation for 2014 and performance criteria used to determine the variable portion of the Chairman and Chief Executive Officer's compensation for the 2014 financial year;
- the authorisation of a bonus share plan for all of the employees of the Group;
- the authorisation of bonus shares, subject to performance conditions, for the Executive Committee members (excluding the Chairman and CEO) and the members of the Coordination Committee;

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- the maintaining of bonus shares and stock options for the benefit of former employees;
- the analysis of the independence of directors;
- the co-optation of three new directors to replace retiring directors;
- the analysis of the directors' attendance fee practices within listed companies, the maintenance of the envelope of directors' fees for the financial year 2014 and the distribution methods.

The committee reported its work to the Board which took due note thereof, and followed all of its recommendations

1.4. Limits on the powers of the Chief Executive Officer

As at 31 December 2014, the functions of Chairman of the Board of Directors and CEO of Icade are not separated.

The Board of Directors on 19 March 2015 decided, upon recommendation of the Appointments and Remuneration Committee, to maintain the divided functions of the Chairman and the CEO, which have been assumed since 17 February 2015, respectively by Jean-Paul Faugère and Nathalie Palladitcheff.

The Board of Directors on 19 March 2015 also decided, on recommendation of the Appointments and Remuneration Committee, (i) to appoint Olivier Wigniolle as future CEO of Icade, who will take office after the Annual General Shareholders' Meeting on 29 April 2015 and (ii) to propose to the Annual General Shareholders' Meeting on 29 April 2015 the appointment of André Martinez as a director in order to appoint the Chairman of the Board at the end of this Annual General Shareholders' Meeting.

No Deputy Chief Executive Officer has been appointed.

The CEO has the most extensive powers to act in the name of the Company in all circumstances. He exercises his powers within the limits of the corporate purpose and subject to those that the law expressly assigns to Shareholders' Meetings and the Board of Directors.

He represents the Company in its relationships with third parties. The Company is committed even by actions by the Chief Executive Officer that are beyond the scope of the corporate purpose, unless the Company can prove that the third party knew that the action was beyond the scope of purpose or could not have failed to know that fact, given the circumstances, bearing in mind that the publication of the Articles of Association alone are not being sufficient proof.

The clauses of the Articles of Association or the decisions of the Board of Directors limiting the powers of the Chief Executive Officer may not be invoked in relation to third parties.

Neither the Company's Articles of Association, nor the Board of Directors have set limits on the commitment authority of the Chief Executive Officer with the exception of the implementation of the stock repurchase programme approved by the General Shareholders' Meeting on 29 April 2014.

1.5. Specific conditions relative to shareholder participation in the General Shareholders' Meetings

The procedures relating to the participation of shareholders in the Annual General Meetings are shown in Article 15 of the Company's Articles of Association.

1.6. Principles and rules for setting compensation and benefits of any kind granted to corporate officers

The actions undertaken have allowed or will allow full compliance with the rules and principles in accordance with the law.

1.6.1. General provisions

The main task of the Appointments and Remuneration Committee is to make proposals to the Board of Directors regarding the remuneration of the Chairman and Chief Executive Officer (the amount of fixed remuneration and procedure for variable remuneration where appropriate, retirement and insurance protection schemes, benefits in kind and miscellaneous remuneration, and the financial conditions for the termination of his term of office) and for senior executives with corporate powers, together with the mode of division of directors' attendance fees voted by the Company's Annual General Shareholders' Meeting. Its duties also include making proposals concerning the granting of stock options and bonus shares.

The Chairman of the committee communicates the opinion of the Appointment and Remuneration Committee to the Board of Directors.

The Board of Directors defines the factors for analysis that it wishes to see presented by the Appointments and Remuneration Committee in support of its recommendations.

Within the context of determining the overall remuneration of corporate management, the Board of Directors and the Appointments and Remuneration Committee must take into account the following principles, in accordance with the recommendations of the Reference Code:

- thoroughness: determining remuneration must be thorough (fixed part, variable part, stock options, performance and/or bonus shares, directors' attendance fees, retirement conditions and specific benefits must be applied in the total evaluation of remuneration);
- balance between the items of remuneration: each remuneration item must be clearly justified and be in the Company's general interest;
- benchmark: this remuneration must be evaluated in the context of a business line and the European or global benchmark market;
- consistency: the remuneration of the executive corporate officer must be set consistently with that of other managers and the Company's employees;
- readability of the rules: the rules must be simple, stable and transparent: performance criteria used to establish the variable part of the remuneration or, as applicable, to allocate options or performance shares, must correspond to the Company's targets, must be demanding and explainable and, as far as possible, sustainable;
- measure: the determination of remuneration and allocation of options or performance and/or bonus shares must be balanced and must, at the same time, take into account Icade's general interest, market practice and management performance.

1.6.2. Directors' attendance fees

The directors may be remunerated, according to their attendance at Board meetings, by the allocation of directors' attendance fees, for which the overall budget is fixed each year by the Annual General Shareholders' Meeting.

The division of directors' attendance fees between the directors is freely determined by the Board, upon advice from the Appointment and Remuneration Committee.

The members of the committees receive additional directors' attendance fees determined by the Board of Directors and paid according to their attendance at meetings of the committees to which they belong.

For the year 2014, the annual envelope of directors' attendance fees set by the Annual General Shareholders' Meeting for the members of the Board was €250,000. Out of this amount, the amount of directors' attendance fees allocated was €111,100, after five directors waived their fees, including the Chief Executive Officer.

Considering the existence of three specialised committees and the attention paid by the shareholders to governance bodies – and particularly the actual attendance at Board meetings – the Board has decided to divide the €111,100 in the following manner:

- for the Board of Directors: €69,000;
- for the Strategy and Investment Committee: €18,000;
- for the Audit, Risk Management and Sustainable Development Committee: €10,900;
- for the Appointments and Remuneration Committee: €13,200.

The distribution of directors' attendance fees is detailed in the Company's 2014 management report.

1.6.3. Benefit plans for senior executives

Stock options

During the 2007-2011 period, the Board of Directors adopted three stock option plans upon the proposal of the Appointment and Remuneration Committee.

An initial plan, 1-2008, was adopted by the Board of Directors on 30 November 2007, *i.e.* after the publication in October 2008 of the AFEP-MEDEF recommendations on the remuneration of executive corporate officers of listed companies. The beneficiaries, including the Chairman and Chief Executive Officer, may exercise 40% of the total number of options allocated to them, with no precondition to reach economic objectives. The exercise of the remaining options (*i.e.* 60%) depends on the fulfilment of performance conditions (market share price and Group share net profit). If it has been noted that the performance conditions were partially satisfied, only 77.5% of the options assigned are exercisable.

A second plan, 1.2-2008, was adopted by the Board of Directors on 24 July 2008, *i.e.* also after the publication of the AFEP-MEDEF recommendations on the remuneration of executive corporate officers of listed companies. The beneficiaries, including the Chairman and Chief Executive Officer, may exercise 80% of the total number of options allocated to them, with no precondition to reach economic objectives. The exercise of the remaining options (*i.e.* 20%) depends on the fulfilment of performance conditions (outperforming the stock market as measured by the Euronext IEIF French property index). If it has been noted that the performance conditions were not satisfied, only 80% of the options assigned are exercisable.

A third plan, 1-2011, was adopted by the Board of Directors on 16 February 2011. The beneficiaries, including the Chairman and Chief Executive Officer, may exercise 35% of the total number of options allocated to them, with no precondition to reach economic objectives. The exercise of the balance of the options (*i.e.* 65%) is contingent upon fulfilling performance goals (32.5% upon outperforming the stock market as measured by the Euronext IEIF Immobilier France index and 32.5% upon attaining the goals set in terms of cash flow). The recommendations of the Reference Code relating to the remuneration of executive corporate officers have been partially followed since the majority, but not all, of the options assigned to the executive corporate officer have been subject to performance conditions.

As at 31 December 2014, the Chairman and CEO had stock options which were not in the money.

Bonus shares

Concurrently with the 1-2011 stock option plan, the Board of Directors on 16 February 2011 adopted a bonus shares plan for all the Group's staff. This plan is based on the free allocation of 10 shares per employee without performance condition. The members of the Executive Committee (including the Chairman and Chief Executive Officer) and the Coordination Committee have, however, relinquished their allocation rights.

On 16 February 2012, the Board of Directors of the Company adopted a bonus shares plan for all of the Group's staff (plan 1-2012), including the Chairman and Chief Executive Officer.

This plan is based on the free allocation of 15 shares per beneficiary without performance condition.

At the same time, a bonus shares plan (plan 2-2012) was adopted at the same Board meeting, upon the proposal of the Appointments and Remuneration Committee, for the members of the Executive Committee (including the Chairman and Chief Executive Officer) and the Coordination Committee. This plan makes the acquisition of all bonus shares assigned dependent on performance conditions (net current cash flow).

This plan therefore complies with the French Reference Code.

In order for the options and bonus shares allocated to the executive corporate officer to be, in the future, fully compliant with the French Reference Code and with AMF recommendation no. 2012-02, at the 20 December 2012 Board of Directors meeting, the Chairman and Chief Executive Officer undertook to propose to the Board that all of the options and bonus shares which would be assigned to him, where appropriate, in the future, be subject to performance conditions. This proposal was approved unanimously by the Company's Board of Directors.

Furthermore and concerning the holding requirement by the Chairman of his shares (pursuant to Article 23.2.1 of the AFEP-MEDEF Governance Code), the plan stipulates that the Board of Directors shall set and periodically revise, especially in light of their personal situations, the number of bonus shares that the executive corporate officers will be required to keep registered until their functions end. To date, a part of the bonus shares has been created but they cannot be sold (during the holding period). Consequently, the Board of Directors will state the number of shares to keep on a registered account at the end of the holding period.

Moreover, the transfer of bonus share ownership is conditional on the prior acquisition on the market, by the beneficiary concerned, of an additional quantity of shares from the Company representing 10% of the number of bonus shares freely allocated.

There were no new bonus share plans validated in 2013.

In accordance with the authorisation granted to it by Icade's Combined Shareholders' Meeting on 22 June 2012, Icade's Board of Directors in 19 February 2014 adopted a bonus share allocation plan for the employees of the Icade company and its subsidiaries grouped within the UES Icade (*i.e.* Icade SA, Sarvilep, Icade Promotion, Icade transactions, Icade Property Management, I Porta, Icade Conseil, Icade Expertise, Icade Asset Management, Socomie), employees in a permanent contract actively employed on 31 December 2013 (plan 1-2014).

In accordance with the authorisation granted to him by Icade's Combined Shareholders' Meeting on 22 June 2012, Icade's Board of Directors in 19 February 2014 adopted a bonus share allocation plan for managers for the benefit of the Member of the Executive Committee (excluding the Chairman and CEO) and members of the Coordination Committee of the Icade and its subsidiaries grouped within the UES Icade (*i.e.* Icade SA, Sarvilep, Icade Promotion, Icade transactions, Icade Property Management, I Porta, Icade Conseil, Icade Expertise, Icade Asset Management, Socomie), employees in a permanent contract actively employed on the allocation date (plan 2-2014).

In accordance with the delegation granted to him by Icade's Board of Directors on 19 February 2014, the Chairman and Chief Executive Officer decided that the assignment of bonus shares options under the two 2014 plans (plan 1-2014 and plan 2-2014) would take place on 3 March 2014.

The 1-2014 plan is based on the free allocation of 15 shares per beneficiary but is not based on a performance condition. The 2-2014 plan makes the acquisition of all bonus shares allocated subject to performance conditions (EPRA earnings per share and Icade share price).

Valuation of bonus shares and stock options

The valuation of bonus shares and stock options was performed by an actuary according to the method selected for the consolidated financial statements in the scope of the annual closing. The actuary uses the financial perspectives for reaching the Net Current Cash Flow to calculate the value of the options/shares. The methodology takes into account the calculations of performance conditions with the unit value calculation after turnover and the probability of the realisation of different conditions.

This valuation information detailed below was sent to the financial services in the scope of the annual closing:

Name of executive corporate officer	Type of plan No. and date of plan	Number of options or shares allocated	Value of options according to the method used for the consolidated accounts (actuarial value extract as at 31/12/2014)	Opening date (options) or acquisition date (shares)	Performance conditions
GRZYBOWSKI Serge	Stock option plan 1-2011	40,000	€800,590	04/03/2015	65% of the total of options allocated are contingent on the variation in the IEIF index (50%) and the achievement of net current cash flow (50%)
	Bonus share plan Plan 1-2012 2 March 2012	15	€831	02/03/2014	No condition (democratic plan)
	Bonus share plan Plan 2-2012 2 March 2012	5,984	€331,573	02/03/2014	100% of shares are contingent on achieving the objectives set in terms of net current cash flow
	Bonus share plan Plan 1-2014 2 March 2014	15	€844	04/03/2016	No condition (democratic plan)

Concerning the bonus shares or under performance conditions, besides those allocated in March 2012 and finally acquired in March 2014, Serge Grzybowski lost his acquisition rights for the 15 bonus shares allocated for the 1-2014 plan, in accordance with the application of Article 6 of the plan rules specifying that the condition relative to the acquisition of bonus shares is dependent upon the active employment of the person within the Company on the acquisition date of these shares.

Concerning the stock options allocated for plans 2008-1-2 and 1-2011, and no longer meeting the conditions of exercise of options of Articles 6.1 and 6.2 of the plan regulations defining the time limits of the plans and the activity criteria, Serge Grzybowski's stock options have been permanently lost.

Hedge instruments

To the knowledge of the Company, no risk hedging instrument concerning the stock options and/or bonus shares was set up.

1.6.4. Remuneration of the Chairman and CEO as at 31 December 2014

The term served in 2014 by Serge Grzybowski, other than Chairman and CEO of the Company, was the term of Vice President of the European Public Real Estate Association since 4 September 2013, then the Chairman of the Board of the EPRA since 12 March 2014 for which he receives no compensation. Also, the information supplied on his remuneration is based on all the amounts paid associated with all the offices that he holds in the Group.

On the recommendation of the Appointments and Remuneration Committee, the Board of Directors on 19 February 2014 set the variable part of the Chairman and CEO's compensation for 2013 at €50,000 based on specific pre-established objectives.

Additionally, on the recommendation of the Appointments and Remuneration Committee, the Board decided, on 26 June 2014 to set the annual gross remuneration for Serge Grzybowski for 2014 at €450,000 [1] for these functions, *i.e.* maintaining his fixed remuneration at €400,000 and variable part equal to 12.5% of his fixed remuneration.

(1) Following the decision of the Board of Directors and upon proposal of the Caisse des Dépôts given Icade's membership in the public sector.

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There has not been any modification of the fixed remuneration of the Chairman and CEO since 2011.

On the recommendation of the Appointments and Remuneration Committee, the Board of Directors on 26 June 2014 set the determination criteria for the variable portion of the Icade Chairman and Chief Executive Officer's compensation for 2014, including financial goals and qualitative goals and for which the maximum amount was set at a maximum of 12.5% of his fixed remuneration.

The variable part of remuneration tied to financial goals represents 60% of the total possible bonus, *i.e.* €30,000 (7.5% of base remuneration). These goals are the profitability of the Icade group in 2014: Ebitda/Revenue (30% of the variable part) and the change in net current cash flow for the Icade group (30% of the variable portion) according to the determined levels reached.

The qualitative goals concerning the Silic transaction (20% of the variable part, *i.e.* €10,000) and the strategic orientations (20% of the variable part, *i.e.* €10,000).

The goal of the Silic transaction consists in succeeding the operational integration of Silic by securing rents coming from Silic assets, the continuation of development projects guided by the ideal of value creation and corporate integration.

The goal concerning the strategic orientations consists in continuing the reflection to come up with a renewed strategic vision for Icade, particularly in the property investment trades, and also to create regular information points on the Company's risk situation.

The Board of Directors on 17 February 2015, on recommendation of the Appointments and Remuneration Committee which met on 16 February 2015, set the payment to Serge Grzybowski at €42,155 gross for the variable part of his remuneration for the financial year 2014.

1.6.5. Severance payment for the Chairman and Chief Executive Officer

The Board meeting of 7 April 2011 resolved to allocate to the Chairman and Chief Executive Officer a severance payment in the event of termination of his term of office as Chairman and Chief Executive Officer. In accordance with the recommendations of the French Reference Code, this severance payment will only be allocated to the Chairman and Chief Executive Officer in the event of forced departure linked (i) to a change of control (within the meaning of L.233.-3 for the French Commercial Code) or (ii) to a strategic disagreement with the Board of Directors (the ***Forced Departure***), under the conditions described below:

a. Severance Payment Amount

The amount of the Severance Payment will be equal to twice the total gross overall remuneration (fixed and variable parts) received by the Chairman and CEO over the 12 months preceding the date of the Forced Departure.

b. Conditions for payment of the Severance Payment

In accordance with Article L. 225-42-1 of the French Commercial Code, the Severance Payment will be contingent upon fulfilment of the performance condition described below.

In the event of Forced Departure, Icade will pay the Chairman and CEO the Severance Payment if the most recent NPGS is greater than or equal to NPGS during the Benchmark Period.

For purposes of assessing the performance conditions:

- ***NPGS*** is the net share of Group profits as published by a company in its consolidated financial statements and after adjustment for capital gains from disposals;
- the ***most recent NPGN*** means the most recent NPGN of Icade known for the financial year preceding the date of the Forced Departure;
- the ***NPGN for the Benchmark Period*** means the arithmetic average of Icade's NPGNs over the two latest financial years preceding the most recent NPGN.

After the resignation of Serge Grzybowski from his offices of director and Chairman and CEO of the Company, which took place on 17 February 2015, a transactional agreement was signed on that day between the Company and Serge Grzybowski. The Severance Payment such as provided for by the Board of Directors in its decision on 7 April 2011 has not been allocated.

1.6.6. Other benefits as at 31 December 2014

In his capacity as Chairman and Chief Executive Officer of Icade, Serge Grzybowski also benefited from:

(i) a company car, assigned under the rules defined within Icade; and

(ii) an unemployment insurance contract for executive corporate officers, taken out by Icade, through the Association GSC, with a payment period of 24 months.

The premium payment due is fully paid by Icade. The premium paid by the Company is considered additional remuneration (Article 82 of the CGI) and, as such, is subject to tax and social security charges.

The Chairman and CEO is subject to the mandatory retirement plan through distribution composed of the general social security retirement plan as well as the supplementary ARRCO and AGIRC retirement scheme. The Chairman and CEO does not have any other additional retirement plan.

The Chairman and CEO does not receive any directors' attendance fees from the Company.

1.6.7. Remuneration for special assignments

The Board of Directors may also allocate extraordinary remuneration for assignments or appointments entrusted to directors, within the conditions specified by the applicable legal provisions.

For this year, there were no non-executive directors receiving extraordinary compensation.

1.7. Publication of information specified by Article L. 224-100-3 of the French Commercial Code

The information relating to items that might have an impact in the event of a public offer is shown in the management report.

2. PROCEDURES OF INTERNAL CONTROL AND RISK MANAGEMENT

2.1. The audit framework

In 2014, for the sake of continuity with previous years, Icade used the reference framework proposed by the AMF in its document entitled "Risk management and internal control mechanisms: reference framework" dated 22 July 2010.

The latter has been applied in its entirety: general principles and accounting and financial internal control framework, analysis and control of operating risks, including in the area of information systems.

Reference frameworks have been developed for Icade's main operations and activities as well as for the principal cross-disciplinary cycles.

2.2. The objectives of internal control

An internal control and risk management mechanism was deployed at the Icade group level.

In the terms of the reference framework proposed by the AMF, "the internal control mechanism is aimed [...] at ensuring:

- compliance with laws and regulations;
- the application of instructions and guidelines set by general management;
- the proper functioning of the internal processes of the Company, especially those in concert with protecting its assets;
- the reliability of financial information".

More particularly, the internal audit procedures in force in the Company and the Group have the following objectives:

- firstly, to ensure that the actions for management or implementation of operations, as well as the behaviour of personnel, come within the framework defined by the policies to which the Company's activities are subject by the governing bodies, by the laws and regulations applicable and by the values, standards and rules internal to the Company;
- secondly, to check that the accounting, financial and management information communicated to the Company's governing bodies gives an honest reflection of the Company's business and situation.

One of the objectives of the internal audit system is to prevent and control risks resulting from the Company's business and the risk of error or fraud, particularly in the financial and accounting areas. However, like any auditing system, it cannot give an absolute guarantee that these risks are totally eliminated.

Moreover, in the terms of the reference framework proposed by the AMF, "risk management is a management lever of the Company that contributes to:

- creating and preserving value, assets and the Company's reputation (etc.);
- securing decision-making and the Company's process for encouraging the attainment of objectives (etc.);
- encouraging consistency of actions with Company values (etc.);
- mobilizing the Company's staff around a common vision of the main risks".

2.3. The players in internal control

The Board of Directors is assisted by the Audit Committee in monitoring risks and their control measures; within Icade, this is the duty of the Audit, Risk Management and Sustainable Development Committee. And the CEO is responsible for the risk and internal control system, for which it defines direction and supervises its operation.

The Executive Committee met half-yearly in "Risk Committee", as follows:

- the risk identified within all the business lines and their degree of control;
- the development of general frameworks of internal control characteristic to each business line;
- the conclusions and assessments of the internal control mechanism.

In this framework, it defines the action plans or control procedures of priority risks to be implemented by the internal control teams.

The deployment and monitoring of the risk and internal control mechanism are placed under the central responsibility of the management of Audit, Risk Management and Sustainable Development, reporting to the Chairman and CEO:

- it defines the methods and harmonisation tools for monitoring risks and internal control;
- it creates, with management, the mapping of risks allowing regular identification and assessment of the various types of strategic, operational, accounting and fraud risks which Icade could encounter in each of its activities;
- it periodically assesses the general organisation of internal control of each Business Line Division and support department, including for purposes of delegation of power;
- it supervises the activity of the internal controllers of the Business Line Divisions and support departments with which it has a direct relationship;
- it ensures the relevance of the measures set up with regard to the main risks, within the business lines and support departments, in particular concerning internal control procedures and control points, in cooperation with the maintenance managers of the internal control mechanism;
- it ensures the consistency of the entire organisation and updates the domain reserved for procedures on the Intranet, in cooperation with the IT Department and the internal control correspondents of the Business Lines Division and support departments;
- it drafts or participates in the development of risk control procedures in certain cross-functional corporate areas;
- it is in charge of the reporting on the monitoring of risk and internal control to executive authorities and governance bodies (in particular the Audit committee) at least twice per year.

In each of the divisions and support departments, one or two employees are in charge of guidance for the internal control mechanism, on one hand to ensure the duties of second level control, of reporting and alert (internal controller), and on the other hand the activities of the action plans and procedures updates, delegations and control points (responsible for the maintenance of the internal control mechanism), internal controllers:

- assist unit managers in the scope of their periodic risk review;
- collect the incidents, claims or alerts by division and provide information to the Icade "incidents database";
- ensure the updating of procedures, controls and delegations of power;
- create second-level controls in order to check the effectiveness of the risk control measures and the reality of the first level controls;
- define the action plans to improve risk control.

Maintenance managers of the internal control mechanism:

- manage the set up, distribution and maintenance of the risk control procedures of the division and the associated internal control points;
- check compliance of the procedures with existing internal and external standards;
- keep the nominative delegation of powers, the expense commitment thresholds and approved liquidations up to date;
- monitor the implementation of the action plans to improve risk control.

2.4. General risk approach

2.4.1. The primary risks of Icade

The primary risks to which Icade and its subsidiaries are exposed are listed in the management report. The risks are primarily as follows:

Legal and tax risks

Risks resulting from control by the majority shareholder; risks associated with changes in sustainable development; changes to regulations which apply to the activity of Property and real estate services provider; changes to rules relating to property development or public-private partnerships; risks associated with the failure to obtain government permits and possible appeals on permits granted; risks associated with a change to the SIIC fiscal regime; risks associated with a change to fiscal systems to the benefit of Icade's clients; risks associated with a change to French tax rules.

Technical and environmental risks

Risks associated with pollution and ground quality; risks associated with public health and safety.

Risks associated with the property market

Changes in the real estate market; risk associated with the development of competition.

Operational risks

Development funding difficulties; acquisition risks; risks associated with the intervention of external suppliers; the failure of information systems; change in accounting standards and risks of inadequate presentation of accounts; risk of fraud; increase in insurance policy premiums and lack of cover for certain operational risks; risks specific to the Property investment business (risks associated with estimating the value of assets, non-completion of the investment and arbitrage plan, change in the vacancy rate and the financial terms of commercial lease renewals, costs associated with technical obsolescence or requirements to bring property assets into compliance with standards); risks specific to the Property Development business line (availability and cost of purchasing land, discovery of pollution or archaeological remains, difficulties associated with government approvals prior to building construction, changes in construction costs, appeal after the delivery or completion of work, speculative and semi-speculative property development, default of partners); risks associated with the services business (research into Icade's criminal, civil or financial liability).

Financial risks

Credit and compensation risks, liquidity risks, market risks (interest rate risk and risk on equities and other financial instruments).

2.4.2. General risk approach

Icade has defined general principles according to risk analysis.

Starting with identified risks, the analysis of factors that might affect the achievement of the Company's objectives leads to a periodic assessment of the gravity and probability of incidents, substantiated by the historical account supplied by the "incidents database".

Risks related to the environment are controlled by monitoring systems and checked by committees (investment, commitments, etc.) whose functioning is subject to selective audits.

Risks related to process and support functions are subject to a half-yearly identification, analysis and evaluation in terms of impact and probability of occurrence. The main risks identified are described, indicating existing control measures and possibly also future measures.

A mapping of risks and their controls has also been established for all of Icade's operational and support activities.

2.5. Organisation, guidance and supervision of the internal control mechanism

2.5.1. Organisation of internal control

The general framework of internal control within Icade is subject to an annual assessment

This assessment is carried out by the managers of the Business Line Divisions and support departments based on questionnaires which break down the different elements of internal control managed by the Audit, Risk Management and Sustainable Development Department.

For 2014, a result of this assessment is that the general principles of internal control have been acquired with a proper level of maturity that continues its improvement, concerning both the operational activities and corporate functions.

Internal control of taking on operational risk is entrusted to the managers of the activities

The operational managers, with the support of the management of Audit, Risk Management and Sustainable Development, have set up specific procedures, delegations and items of control to secure the steps of identified risk taking in the processes. The monitoring of control items and any ensuing action plans is centralised half-yearly by the management of Audit, Risk Management and Sustainable Development.

The control of financial and accounting information is entrusted to the Financial Department

Control frameworks, established in collaboration with the Audit, Risk Management, and Sustainable Development Department, will provide reasonable assurance as to the reliability of the management information and the financial statements established in accordance with generally-accepted accounting principles, have been established for the main activities and subsidiaries.

2.5.2. Internal control audit

According to a programme of which the Audit Committee is kept informed, the audit of internal control is carried out each year by the Audit, Risk Management and Sustainable Development Department with the managers of the activities, who are in charge of application and compliance with procedures defined by the Group within their entities, as well as the definition and application of procedures specific to the areas for which they are responsible. The methods and conditions for implementing this internal control audit are the subject of a third-party validation by the Caisse des Dépôts Audit Department.

2.5.3. Ongoing monitoring of control elements

The control of operational risks comes within the framework of a listing and description of the key processes and is reflected in a half-yearly review of operational risks with the implementation and monitoring of action plans according to four complementary approaches:

Regular monitoring of the risk control mechanism

Icade carries out the half-yearly review of risks and corresponding control measures, under the control of the Audit, Risk Management and Sustainable Development Department. While this review takes place half-yearly for strategic, operational and financial risks it takes place annually for risks of accounting and fraud.

Audit Assignments

These are carried out in order to assess compliance with procedures and processes for functioning and for the control of the main risks. These assignments cover the parent company and subsidiaries or cross-disciplinary subjects.

Tracking of first-level controls

As stipulated by Icade's internal control charter, first level controls of measures for controlling significant risks have been set in a manner which can be tracked and controlled through second-level controls ensured by internal controllers.

The action plans

The managers of the activities are charged with the maintenance of the measures of control to develop them in the face of significant operational risks. These changes can be on the initiative of each manager or consequent to a notice of failure during a second-level control.

2.5.4. Selective monitoring of control elements

Beyond the half-yearly inventory of the operational risk categories and corresponding securities, a certain number of key processes or important transactions go through control procedures across specific decision instances: for example, the risks associated with certain promotion operations can justify constituting provisions examined during Commitment Committees of the Promotion Division.

Purchases, sales and leases

During the financial year, these operations could not be undertaken, beyond certain thresholds, without validation by the operational committee of the Property Investment Division or Icade's Commitments Committee. This committee meets each month and each time that a situation requires it. Specifically, it has the authority to decide on the following points: examination of investments-disinvestments and leases.

Property Development transactions

Icade's Commitments Committee is referred to and must authorise any property development transaction proposal if, in the context of the project in question, the cost of the real estate acquisition or the construction exceeds certain thresholds. For lower amounts, it is the Promotion Division's Commitments Committee which ensures the same functions for the elapsed financial year.

Financial commitments

Icade's Commitments Committee examines cases related to external growth, shareholdings, securities divestiture, businesses, mergers and partnerships. It authorises the main commitments, either on or off-balance sheet, for any project, whether related to the business lines or not.

The Board of Directors has implemented a Strategy and Investment Committee which provides a second-level control by examining and issuing recommendations to the Board of Directors for any investment or disinvestment project greater than €50 million and €30 million for any external growth operation.

Financing and cash

Changes to financing requirements, long-term resources, working capital requirements, and cash resources and their hedging have been examined every month by the Risk, Rates, Cash and Finance Committee. This defines the strategy in these areas, which is implemented by the Financial Department.

Processes related to human resources

The Human Resources Committee meets every fortnight. It is responsible for examining the Human Resources Department's major spheres of responsibility and their progress as regards mobility, training, recruitment, payroll policy labour relations, collective bargaining, compliance with labour legislation and legal regulations, the implementation and monitoring of procedures. The detailed elements of this process are described in the annual report, which serves as a reference document. All of these responsibilities are grouped in the same department for all of Icade's structures.

Legal disputes

Icade's Legal Department periodically, and at least half-yearly, lists all disputes in which Icade and its subsidiaries are involved, on the basis of which provisions are determined for each significant dispute in liaison with the main financial managers.

Insurance policies

In collaboration with its brokers, Icade endeavours to maintain a level of cover that it considers appropriate to each identified risk, subject in particular to insurance market related constraints and according to an estimate of the amount it considers reasonable to cover and the probability of a future claim. An annual report on renewal conditions is published by the Legal Department.

2.6. The environment and procedures for controlling financial and accounting information

2.6.1. A central accounting function and financial control of the Icade group

Under the authority of the member of the Executive Committee in charge of Finance, Legal and Information Technology, the Financial Department teams in an entity of means (Icade Management EIG) created on 1 July 2014, ensures two kinds of tasks:

- the accounting production of Icade, Icade Management EIG and all the subsidiaries of property investment and the services and establishment of consolidated reporting for the entire Group; these tasks include:
  - the defining and distributing of methods, procedures and accounting benchmarks of the Group; the coordination and execution of the consolidation processes in all of the teams of Icade Management and property development,
  - the production of the consolidated financial statements published half-yearly and annually, as well as the quarterly consolidated financial statements use for internal purposes,
  - producing consolidated financial indicators,
  - producing the quarterly, half-yearly and annual consolidated tax returns,
  - producing the Group's quarterly financial information,
  - producing the annual financial statements,
  - producing the tax forms,
  - identifying and implementing the changes necessary to the accounting and management information systems,
  - Group financial control and operational management audit of holdings, property investment and certain services companies. The primary tasks are coordination and execution of the budgetary procedure and projections,
  - the quarterly analysis of actual performance compared to the forecast data,
  - producing the management report,
  - participating in the preparation of the registration document.

2.6.2. An accounting and management function for subsidiaries of the Icade Property Development Division

The subsidiaries of the Promotion Division have an autonomous accounting staff whose duty is, the following:

- adapting the accounting methods, procedures and reference frameworks to those set by the Group;
- producing the annual financial statements;
- producing the quarterly, half-yearly and annual consolidated tax returns;
- producing management commentaries integrated in the Group's publications;
- preparing the annual tax forms;
- producing operational management report;
- producing budget elements and medium-term plan.

2.6.3. Shared information systems and common accounting principles in the Icade group

A new system of Group consolidation was implemented in 2014. Statutory consolidation, statements and consolidated financial indicators come from this system which is used for all the entities of the Group, which ensures consistency of all the data that are published or used for internal purposes.

The compatibilities of all the entities are produced from a unique system and a shared benchmark. This ERP establishes accounts in local accounting standards and IFRS. Passing between the local benchmark to the IFRS benchmark for each entity is monitored in the system. The IFRS balances are integrated downstream in the consolidation system. The upstream systems (pay, cash, debt, investments, derivatives, rental management, work monitoring, advancement margins, etc.) allowing transactions to be recorded by interfacing with the accounting tool.

The off-balance sheet commitments are compiled and documented in an ad-hoc tool.

The accounting principles and methods are defined by the Group, which harmonises the accounting treatment of transactions.

2.6.4 Process for preparing the consolidated and separate financial statements

The consolidation of the financial statements is prepared according to a process defined by the instructions and an information review calendar distributed to all of the teams participating in the preparation of the financial information.

The consolidation of all the entities is centralised.

The primary controls created for the preparation of the consolidated financial statements are as follows:

- verification of the consolidation scope: entries, exits, variation of percentages of control and of interest, validation of the consolidation method;
- analyses by sector (property investment, property development, services);
- cross-discipline analyses (variation of equity, cash flow table, turnover, management fees, frozen assets and profit/(loss) from disposal, provisions, assets, liabilities and financial profit/(loss), tax, mergers, entries and exits from scope, net current cash flow, EPRA income statement);

- support documentation for consolidation entries;
- analytical reviews with respect to the budget estimates, together with the accounting and management audit teams;
- the accounting teams in charge of separate financial statements in accordance with local standards and consolidation tax forms in accordance with IFRS monitor:
  - passing between local and IFRS standards for each entity,
  - thoroughness and consistency of the data interfaced by upstream systems,
  - documentation of particular transactions for the financial year and their accounting translation in the two reference systems,
  - analytical accounting of the real estate transactions and the support functions enable the creation of very detailed budgetary control, This work is conducted working closely with accounting, management audit and property management.

The off-balance sheet commitments are compiled by the Legal Department and reviewed by the Accounting Department.

2.6.5 External control of the accounting and financial teams

Financial and accounting information is audited by the statutory auditors, presented to the Audit Committee and then the Board of Directors. In the event of complex transactions, ongoing exchanges take place with the statutory auditors.

The Audit, Risk Management and Sustainable Development Department assess the internal control mechanism set up and creates audit tasks according to a plan submitted to the Audit Committee.

2.6.6. Management reporting

All of the Group's subsidiaries take part in the cycle of management reporting which constitutes one of the central elements for managing the Group. The reporting is done in two phases:

The budgetary procedure and medium-term planning

The budgetary procedure is applied for the consolidated subsidiaries of the Group. The budget (year 1) is developed in the autumn and revised in the spring and the following autumn. The medium-term plan (years 2 to 5) is developed in the autumn and revised in the spring.

The business lines develop and propose their budget and medium-term plan to the general management of the Group. This budget then forms the point of reference for the consolidated reporting.

Monthly reporting

Monthly reporting is a component of the management mechanism. It is primarily composed of indicators and operational activity data.

2.6.7. An Icade financial communication set up in accordance with the AMF's regulations

Icade publishes its quarterly, half-yearly and annual financial information *via* press releases. These press releases are disseminated to analysts, investors and the main media outlets and also published on its website.

These press releases are simultaneously provided to the AMF, like any other information that might influence the market, together with documents published by Icade that are also available on its website.

2.7. Development of the internal control process, risks function and audit processes

2.7.1. During the financial year 2014

Within Icade, internal control is carried out under the responsibility:

- of the managers of subsidiaries and support departments for controlling operations;
- of the Finance Division for the treatment of financial data.

The risks function has been provided by the Audit, Risk Management, and Sustainable Development Department:

- which has periodically evaluated the risks in terms of probability of occurrence and severity;
- which has taken part in the preparation of cases in the Commitments Committee.

The Audit, Risk Management and Sustainable Development Department has continued its oversight of the internal control measures across all of the business lines, support functions and major processes of Icade. This mechanism was implemented under the responsibility of the Executive Committee members, who relied on a network of internal controllers appointed within each division and support department; these internal controllers have been operating since 2013 within the framework of task letters signed by the members of the Executive Committee. During 2014, the processes for evaluating the traceable and auditable control points were continued.

The design and operation of the entire mechanism went through was subject to a new audit in 2013 which resulted in the issuance of five recommendations revolving on the role of internal controllers.

The internal control map, completed and clarified, was validated by the Audit, Risk Management and Sustainable Development Committee in July 2014.

2.7.2. For the next year

In 2015, the half-yearly update of risks will be continued within Icade, as well as the permanent adaptation of risk control measures and control points. Moreover, the recommendations issued at the end of the Icade internal control audit will be implemented in order to continue the improvement of risk management processes and internal control.

Drafted in Paris on 19 March 2015

Chairman of the Board of Directors

3. STATUTORY AUDITORS' REPORT PURSUANT TO ARTICLE L. 225-235 OF THE FRENCH COMMERCIAL CODE ON THE REPORT OF THE BOARD

This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In our capacity as Statutory Auditors of Icade and pursuant to the provisions of Article L. 225-235 of the French Commercial Code, we hereby present our report dealing with the report prepared by the Chairman of your Company in accordance with Article L. 225-37 of French Commercial Code for the financial year ended 31 December 2014.

It is the Chairman's responsibility to prepare, and submit to the Board of Directors for approval, a report describing the internal control and risk management procedures implemented by the Company and providing other information required by Article L. 225.37 of the French Commercial Code in particular relating to corporate governance.

Our own responsibility is to:

- communicate to you any observations we may have as to the information contained in the Chairman's report and relating to the Company's internal control and risk management procedures in the area of the preparation and processing of financial and accounting information; and
- attest that the report includes the other disclosures required by Article L. 225-37 of the French Commercial code. It should be noted that we are not verifying the fair presentation of those other disclosures.

We have performed our work in accordance with the professional standards applicable in France.

Information relating to the Company's internal control and risk management procedures in the area of the preparation and processing of financial and accounting information

Our professional standards require the application of procedures designed to assess the fair presentation of the information contained in the Chairman's report and relating to the Company's internal control and risk management procedures in the area of the preparation and processing of financial and accounting information.

Those procedures involve in particular:

- obtaining an understanding of the underlying internal control and risk management procedures in the area of the preparation and processing of financial and accounting information presented in the Chairman's report, and of the related documentation;
- obtaining an understanding of the work performed as a basis for preparing that information and the existing documentation;
- determining if any major internal control weaknesses in the area of the preparation and processing of financial and accounting information identified by us during the course of our engagement have been appropriately disclosed in the Chairman's report.

On the basis of our work, we have no matters to report on the information relating to the Company's internal control and risk management procedures in the area of the preparation and processing of financial and accounting information set out in the Chairman's report, prepared in accordance with the provisions of Article L. 225-37 of the French Commercial Code.

Other information

We hereby attest that the report of the Chairman's report includes the other disclosures required by Article L. 225-37 of the French Commercial Code.

Courbevoie and, Neuilly-sur-Seine 16 March 2015

The Statutory Auditors *(French original signed by)*

PricewaterhouseCoopers Audit

Jean-Baptiste Deschryver

Mazars

Gilles Rainaut

Jérôme de Pastors

CHAPTER 6

LIST OF ASSETS

1. GEOGRAPHICAL DISTRIBUTION OF ASSETS BY ASSET TYPE

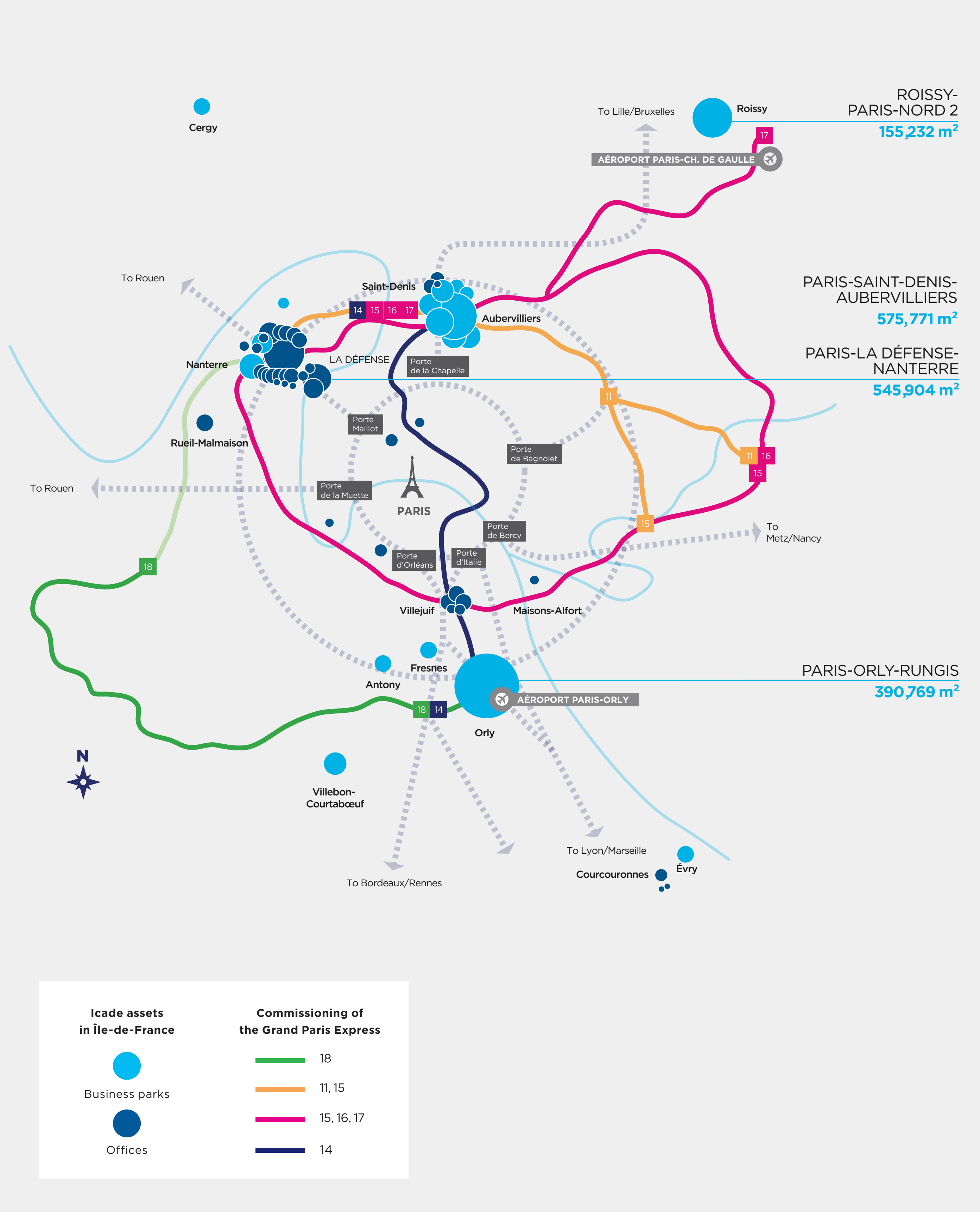
As at 31 December 2014

In value *(in millions of euros)*	Offices	Business Parks	Healthcare	Warehouses	Housing	TOTAL	%
Île-de-France	**3,382**	**4,163**	**494**	**3**	**156**	**8,197**	**80.8%**
%	*97.8%*	*100.0%*	*21.0%*	*13.3%*	*99.6%*		
including Paris (75)	220	913	25	-	1	1,159	
including Seine-et-Marne (77)	15	-	-	-	-	15	
including Yvelines (78)	-	-	185	-	10	195	
including Essonne (91)	30	249	-	3	16	298	
including Hauts-de-Seine (92)	2,432	481	-	-	16	2,930	
including Seine-Saint-Denis (93)	310	1,467	35	-	86	1,897	
including Val-de-Marne (94)	357	1,009	211	-	10	1,587	
including Val-d'Oise (95)	17	44	38	-	17	115	
Regional	**77**	**-**	**1,857**	**20**	**1**	**1,954**	**19.2%**
%	*2.2%*	*0.0%*	*79.0%*	*86.7%*	*0.4%*		
GENERAL TOTAL	**3,459**	**4,163**	**2,351**	**23**	**157**	**10,151**	
% of assets in value	**34.1%**	**41.0%**	**23.2%**	**0.2%**	**1.5%**		**100%**

Surface area *(m²)* [(1)]	Offices	Business Parks	Healthcare	Warehouses	Housing	TOTAL	%
Île-de-France	**545,923**	**1,449,263**	**146,629**	**15,915**	**1,684,370**	**3,842,100**	**79.0%**
%	*94.6%*	*100.0%*	*13.9%*	*18.0%*	*99.6%*		
including Paris (75)	17,174	144,142	4,679	-	292	166,288	
including Seine-et-Marne (77)	8,539	-	-	-	-	8,539	
including Yvelines (78)	-	-	50,324	-	38,397	88,721	
including Essonne (91)	25,064	200,696	-	15,915	693,226	934,901	
including Hauts-de-Seine (92)	373,064	188,684	-	-	11,126	572,874	
including Seine-Saint-Denis (93)	40,191	511,854	14,350	-	160,943	727,339	
including Val-de-Marne (94)	76,805	369,258	58,229	-	39,809	544,101	
including Val-d'Oise (95)	5,086	34,629	19,047	-	740,577	799,339	
Regional	**30,993**	-	**910,340**	**72,736**	**7,420**	**1,021,488**	**21.0%**
%	*5.4%*	*0.0%*	*86.1%*	*82.0%*	*0.4%*		
GENERAL TOTAL	**576,916**	**1,449,263**	**1,056,968**	**88,651**	**1,691,790**	**4,863,589**	
% of assets in surface area	**11.9%**	**29.8%**	**21.7%**	**1.8%**	**34.8%**		**100%**

(1) Rentable floor space in m² as at 31 December 2014.

ICADE ASSETS IN ÎLE-DE-FRANCE AS AT 31 DECEMBER 2014
OFFICES AND BUSINESS PARKS



2. OFFICES DIVISION

At 31 December 2014

Offices Division as at 31 December 2014	City	Dept.	Surface area m² (Rentable)	Offices Surface Area (Rentable)	Shops Surface Area (Rentable)	Other Surface Area (Rentable)	Number of Parking Spaces	Date of acquisition [(1)]	Construction or renovation	% consolidation	Main tenants
France			**576,916**	**485,926**	**15,798**	**75,193**	**7,701**				
Île-de-France			**545,923**	**484,970**	**13,374**	**47,580**	**7,605**				
SUB-TOTAL PARIS			**17,174**	**12,634**	**4,295**	**246**	**184**				
Le Marignan – 29, 31, 33, avenue des Champs-Élysées	Paris 8	75	9,966	6,003	3,717	246	-	2004	1950	100%	Pino Élysées – Eurotradia
69 Boulevard Haussmann	Paris 8	75	7,208	6,630	578	-	184	2004	1990	100%	UBS Securities
SUB-TOTAL LA DÉFENSE/ SURROUNDING AREA			**288,994**	**262,215**	**2,114**	**24,665**	**3,543**				
Tour PB5 – 1, avenue du Général-de-Gaulle	Paris – La Défense	92	27,572	25,913	-	1,659	276	2009	-	100%	ERDF – TOTAL France
Initial Tower – 1, terrasse Bellini	Puteaux	92	5,911	5,371	-	540	82	2004	2003	33%	RTE
Tour Eqho – 2, avenue Gambetta	Courbevoie	92	78,974	74,457	-	4,517	1,110	2004-2007	2013	100%	
H2O – 2, rue des Martinets	Rueil-Malmaison	92	21,729	21,609	-	120	458	2007	2008	100%	Heineken Entreprise – DBAPPAREL
Défense 1 – 39-45, boulevard des Bouvets	Nanterre	92	6,215	1,615	-	4,600	30	2013	1982	100%	Verizon France – Completel
Défense 2 – 25, boulevard des Bouvets	Nanterre	92	14,611	11,212	-	3,399	182	2013	1982	100%	Mitsubishi Electric Europe BV – ITS Group
Défense 3 – 1-5, boulevard des Bouvets	Nanterre	92	14,688	11,117	-	3,571	239	2013	1985	100%	Neopost France – Mail Services
Défense 456 – 7-11, boulevard des Bouvets	Nanterre	92	17,588	15,179	-	2,409	288	2013	2005	100%	GIE AXA France
Axe 13 – Les Terrasses de l'Arche	Nanterre	92	16,831	16,432	399	-	130	2013	2010	100%	GIE AXA France
Axe 14 – Les Terrasses de l'Arche	Nanterre	92	20,956	20,956	-	-	147	2013	2006	100%	GIE AXA France
Axe 15 – Les Terrasses de l'Arche	Nanterre	92	19,722	18,858	864	-	147	2013	2006	100%	GIE AXA France
Axe 16 – Les Terrasses de l'Arche	Nanterre	92	18,979	18,005	851	123	146	2013	2006	100%	GIE AXA France
Reflet Défense – 209 rue de la Garenne	Nanterre	92	5,804	3,939	-	1,865	124	2013	2001	100%	Department of Hauts-de-Seine
Étoile Park – 123 rue Salvador Allende	Nanterre	92	5,606	5,484	-	122	68	2009	-	100%	Société Générale – Infotel Conseil
Fontanot – 21-29 rue des 3 Fontanot	Nanterre	92	13,808	12,068	-	1,740	116	2013	2010	100%	RTE – Avnet Technology Solutions
SUB-TOTAL WESTERN CRESCENT			**84,070**	**83,263**	**-**	**807**	**1,578**				
Crystal Park – 62-64, boulevard Victor-Hugo	Neuilly-sur-Seine	92	39,911	39,911	-	-	720	2009	2003	100%	PWC
Dulud – 22, rue Jacques-Dulud	Neuilly-sur-Seine	92	1,805	1,805	-	-	36	2009	-	100%	MTV Networks
Charles de Gaulle – 93, avenue Charles-de-Gaulle	Neuilly-sur-Seine	92	1,792	1,446	-	346	-	2009	-	100%	Qliktech – CWI Group

(1) Date of entry of the asset and/or the entity in the Icade group.

Offices Division as at 31 December 2014	City	Dept.	Surface area m² (Rentable)	Offices Surface Area (Rentable)	Shops Surface Area (Rentable)	Other Surface Area (Rentable)	Number of Parking Spaces	Date of acquisition [(1)]	Construction or renovation	% consolidation	Main tenants
84, rue de Villiers	Levallois	92	26,516	26,516	-	-	478	2006	2006	100%	French Interior Ministry
27, rue Camille-Desmoulins	Issy-les-Moulineaux	92	9,064	8,603	-	461	213	2004	1999	100%	Coca-Cola
11-15, avenue Morizet	Boulogne-Billancourt	92	4,982	4,982	-	-	131	2004	2000	100%	Omnicom Media GRP
SUB-TOTAL INNER RING			**112,964**	**107,827**	**2,685**	**2,452**	**1,735**				
Ilôt 3 Loire – 32-36, avenue de Paris	Villejuif	94	19,805	19,361	444	-	250	2010	2010	100%	LCL
Ilôt 5 Seine – 10-12, avenue de Paris	Villejuif	94	14,342	14,342	-	-	238	2008	2008	100%	LCL
Ilôt 4 Rhône – 14-20, avenue de Paris	Villejuif	94	8,007	8,007	-	-	99	2010	2010	100%	LCL
Ilôt 6 Rhin – 2-4 avenue de Paris	Villejuif	94	20,652	20,226	426	-	256	2011	2011	100%	LCL
Ilôt 1 Tolbiac – 35-43, avenue de Paris	Villejuif	94	9,968	8,726	328	914	197	2012	2012	100%	LCL
Cézanne – 30 avenue des Fruitiers	Saint-Denis	93	20,688	18,454	697	1,538	352	2013	2011	100%	Arcelormittal France – Société du Grand Paris
Sisley	Saint-Denis	93	19,503	18,712	791	-	343	2013	2014	100%	Siemens
SUB-TOTAL OUTER RING			**42,721**	**19,031**	**4,280**	**19,410**	**565**				
Européen – 98, allée des Champs-Élysées	Évry	91	13,250	10,796	2,121	333	290	2009	-	100%	Tax Services of Essonne – Group ITIS
Mozart – 39-41, rue Paul-Claudel	Évry	91	6,340	-	1,091	5,249	124	2009	-	100%	El Campo – ACM Médical
Champs – 60-72, boulevard des Champs-Élysées	Évry	91	5,473	4,406	1,067	-	125	2009	-	100%	MAIF – Groupe BNP Paribas
Maisons-Alfort – 31, cours des Julliottes – 2, rue Louis-Pergaud	Maisons-Alfort	94	4,032	3,829	-	203	26	2009	-	100%	DDASS – Groupe GEOXIA
PCM Meaux – 19 and 29, avenue des Sablons-Bouillants	Meaux	77	8,539	-	-	8,539	-	2006	2008	100%	French Interior Ministry (SGAP Versailles)
BSP Pontoise – CH René Dubos, 8, avenue de l'Île-de-France	Pontoise	95	5,086	-	-	5,086	-	2007	2009	100%	CH René Dubos
Regional			**30,993**	**956**	**2,424**	**27,613**	**96**				
Champion – 27, avenue de Paris	Reims	51	2,177	-	2,177	-	-	2007	2003	100%	Amidis et Cie
2, rue Jean Artus	Bordeaux	33	1,203	956	247	-	30	1978	1978	100%	Association – Renovation
Crèche Toulouse Blagnac	Blagnac	31	968	-	-	968	-	2008	2008	100%	L'Imagine R
Les Tovets – Courchevel 1850	Les Tovets	74	-	-	-	-	66	2005	2006	100%	City of Courchevel
University Hospital of Nancy – Brabois Site – 5, allée du Morvan	Vandoeuvre	54	26,645	-	-	26,645	-	2007	2010	100%	Nancy CHU
GENERAL TOTAL (ACCORDING TO SCOPE OF CONSOLIDATION)			**576,916**	**485,926**	**15,798**	**75,193**	**7,701**				

(1) Date of entry of the asset and/or the entity in the Icade group.

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3. BUSINESS PARKS DIVISION

At 31 December 2014

Business Parks Division as at 31 December 2014	City	Dept.	Surface area m² (Rentable)	Activity Surface Area (Rentable)	Offices Surface Area (Rentable)	Warehouses Surface Area (Rentable)	Various Surface Area (Rentable)	Number of Parking Spaces	Date of acquisition [1]	% consolidation	Main tenants
Paris 19			**144,142**	**8,215**	**135,157**	**-**	**770**	**1,936**			
Parc du Pont de Flandres	Paris 19	75	86,022	3,927	81,385	-	711	1,093	2002	100%	Groupe Pierre et Vacances – Club Méditerranée
Parc du Millénaire	Paris 19	75	58,120	4,289	53,773	-	59	843	2002	100%	Icade group – Agence Régionale de la Santé (Regional Health Agency)
Seine-Saint-Denis (93)			**511,855**	**209,930**	**223,534**	**46,239**	**32,152**	**6,615**			
Parc des Portes de Paris			207,124	109,862	62,125	33,539	1,598	1,058	2002		
- Saint-Denis	Saint-Denis	93	61,612	40,983	16,675	3,876	78	217	2002	100%	Eurosites – Euro Media France
- Batigautier LEM	Aubervilliers	93	10,327	5,732	4,595	-	-	-	2002	100%	Win's et Co – Eurasia Groupe
- Aubervilliers Gardinoux	Aubervilliers	93	135,185	63,147	40,855	29,664	1,520	841	2002	100%	Euro Media France – Eurasia Groupe
South Pier	Aubervilliers	93	22,384	20,793	-	576	1,015	-	2002	100%	Eurasia Groupe – Interxion France
Parc CFI	Aubervilliers	93	67,274	41,269	23,358	2,647	-	608	2002	100%	Groupe Rhodia – Endemol France
Parc du quartier du Canal	Aubervilliers	93	5,329	5,029	300	-	-	40	2002	100%	Locaber
Parc le Mauvin	Aubervilliers	93	16,305	2,351	4,157	9,477	320	50	2011	100%	Lapeyre – Aquila Audiovisuel
Parc du Millénaire Offices	Aubervilliers	93	17,063	-	17,063	-	-	426	2011	100%	State-Prefecture
Parc du Millénaire Shopping Centre	Aubervilliers	93	28,872	-	-	-	28,872		2011	50%	Groupe Carrefour – C&A France
Parc Roissy-Paris Nord 2	Villepinte	93	147,504	30,626	116,531	-	347	4,433	2013	100%	LG Electronics France – Xerox
Hauts-de-Seine (92)			**188,684**	**64,018**	**124,666**	**-**	**-**	**3,774**			
Parc d'Antony	Antony	92	38,321	16,338	21,983	-	-	345	2013	100%	Air Liquide Medical Systems – Visiom
Parc de Colombes	Colombes	92	62,746	20,908	41,838	-	-	1,456	2013	100%	Alcatel Lucent Enterprise – Entrepose Contracting
Parc La Défense-Nanterre-Seine	Nanterre	92	87,617	26,772	60,845	-	-	1,973	2013	100%	Locatel France – Tunzini
Essonne (91)			**200,696**	**60,786**	**94,050**	**-**	**45,860**	**1,161**			
Parc Commercial La Cerisaie	Fresnes	91	56,179	4,269	6,050	-	45,860	422	2013	100%	BUT International – Mattel France
Parc Évry Lisses-Courcouronnes	Évry	91	54,836	19,127	35,708	-	-	304	2013	100%	Snecma – Serare
Parc Villebon-Courtaboeuf	Villebon-sur-Yvette	91	89,682	37,389	52,292	-	-	435	2013	100%	Groupe Thales – Thermo Electron
Val de Marne (94)			**369,258**	**97,805**	**266,011**	**-**	**5,443**	**7,959**			
Parc Orly-Rungis	Rungis	94	369,258	97,805	266,011	-	5,443	7,959	2013	100%	Groupe Thales – Système U Centrale Nationale
Val d'Oise (95)			**34,629**	**14,902**	**19,728**	**-**	**-**	**766**			
Parc Cergy-Pontoise	Cergy	95	34,629	14,902	19,728	-	-	766	2013	100%	Groupe Colas – Autoliv Electronic SAS
GENERAL TOTAL			**1,449,264**	**455,656**	**863,146**	**46,239**	**84,224**	**22,211**			

(1) Date of entry of the asset and/or the entity in the Icade group.

4. HEALTHCARE DIVISION

58 MCO CLINICS[1] ACQUIRED

13 SSR[2] AND ESM CENTERS[3] ACQUIRED

(1) Medecine, surgery, obstetrics.
(2) After-care and rehabilitation.
(3) Mental health facility.

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At 31 December 2014

Health Division As at 31 December 2014	City	Dept.	Surface area m² (Rentable)	Other Surface Area (Rentable)	MSO Clinic Surface Area (Rentable) [1]	ACR Clinic Surface Area (Rentable) [2]	Number of beds	Date of acquisition [3]	Construction or renovation	% consolidation	Operator
Centre Médico-Chirurgical de Parly II – 21, rue Moxouris	Le Chesnay	78	15,818	-	15,818	-	280	2008	1971/1997	100%	Générale de Santé
Clinique du bon secours – 9, place de la Préfecture	Arras	62	23,269	-	23,269	-	284	2009	2007	100%	Générale de Santé
Hôpital Privé de l'Ouest Parisien – 14, avenue Castiglione	Trappes	78	21,110	-	21,110	-	274	2008	1975/2000	100%	Générale de Santé
Hôpital Privé Armand Brillard – 3-5, avenue Watteau	Nogent	94	13,170	-	13,170	-	240	2008	2003/2006	100%	Générale de Santé
Hôpital Privé Paul d'Égine – 4, avenue Marx-Dormoy	Champigny	94	14,270	-	14,270	-	233	2008	2001/2007	100%	Générale de Santé
Hôpital Privé de Marne La Vallée – 33, rue Léon-Menu	Bry-sur-Marne	94	12,737	-	12,737	-	190	2010	2009	100%	Générale de Santé
Clinique du Bourget – 7-7bis rue Rigaud	Le Bourget	93	7,893	-	-	7,893	150	2010	2007	100%	Générale de Santé
Clinique du Bois d'Amour – 19, avenue Bois-d'Amour	Drancy	93	6,457	-	-	6,457	104	2009	2009	100%	Générale de Santé
Clinique de la Roseraie – 6, rue Neuve-de-l'Hôpital	Soissons	02	5,035	-	5,035	-	81	2009	2010	100%	Générale de Santé
Clinique Monet – 34, rue de Verdun	Champigny	94	6,177	-	6,177	-	130	2011	2011	100%	Générale de Santé
Hôpital Privé de Villeneuve d'Ascq – Le Recueil, Le Haut du Recueil	Villeneuve-d'Ascq	59	23,032	-	23,032	-	225	2010	2012	100%	Générale de Santé
Mas du Vendômois – A place called "Sous Grand Champ"	Naveil	41	3,240	3,240	-	-	45	2011	2012	100%	Générale de Santé
Private Hospital of the Loire – 39, boulevard de La Palle	Saint-Étienne	42	31,074	-	31,074	-	327	2013	2005	100%	Générale de Santé
Polyclinique de l'Atlantique – rue Claude Bernard	St-Herblain	44	32,506	-	32,506	-	309	2008	1993/2002	100%	Vedici
Polyclinique de Poitiers – 1, rue de la Providence	Poitiers	86	19,631	-	19,631	-	206	2008	1990/2004	100%	Vedici
Clinique Brétéché	Nantes	44	17,756	-	17,756	-	180	2009	2004/2007	100%	Vedici
Polyclinique de Keraudren – Rue Ernestine de Tremaudan – ZAC de Keraudren	Brest	29	16,279	-	16,279	-	182	2010	2007	100%	Vedici
Clinique de l'Archette – rue Jacques-Monod	Olivet	45	17,020	-	17,020	-	165	2007	2000	100%	Vedici
Clinique de l'Occitanie – 20, avenue Bernard-IV	Muret	31	13,358	-	13,358	-	170	2008	1973	100%	Vedici
Clinique St- François – 2, rue Rolland Buthier	Mainvilliers	28	11,212	-	11,212	-	155	2007	1998/2000	100%	Vedici
Convalescent Home Roz Arvor – 2, rue du Fort	Nantes	44	6,653	-	-	6,653	95	2008	1989/1996	100%	Vedici
Clinique Saint-Charles – 3, rue de la Providence	Poitiers	86	4,110	-	-	4,110	76	2008	1990/2004	100%	Vedici
Clinique de l'Elorn – 30, rue Claude-Bernard	Landerneau	29	5,019	-	-	5,019	60	2010	2010	100%	Vedici
Clinique du Pont de Chaume – 330, avenue Marcel-Unal	Montauban	82	28,544	-	28,544	-	248	2011	2006	100%	Vedici
Clinique Saint-Charles – 22, rue de la Providence	Vitry-sur-Seine	94	6,120	-	6,120	-	109	2011	2007	100%	Vedici
Clinique François Chenieux – 18 rue du Général-Catroux	Limoges	87	26,604	-	26,604	-	292	2012	2008	100%	Vedici

(1) MCO clinics (Medecine Surgery Obstetrics).
(2) SSR clinics (After-care and Rehabilitation).
(3) Date of entry of the asset and/or the entity in the Icade group.

Health Division As at 31 December 2014	City	Dept.	Surface area m² (Rentable)	Other Surface Area (Rentable)	MSO Clinic Surface Area (Rentable)(1)	ACR Clinic Surface Area (Rentable)(2)	Number of beds	Date of acquisition(3)	Construction or renovation	% consolidation	Operator
Centre Clinical – 2, chemin de Fregeneuil	Soyaux	16	20,932	-	20,932	-	233	2012	2009	100%	Vedici
Pôle Santé Sud – 28, rue de Guetteloup	Le Mans	72	36,900	-	36,900	-	472	2012	2006	100%	Vedici
Clinique des Cèdres – Impasse des Cèdres	Brive-la-Gaillarde	19	12,300	-	12,300	-	173	2012	2003	100%	Vedici
Clinique Saint-Louis – 1, rue Basset	Poissy	78	13,396	-	13,396	-	171	2013	2007	100%	Vedici
Polyclinique du Parc – 20, avenue du Capitaine-Georges-Guynemer	Caen	14	15,907	-	15,907	-	227	2014	2012	100%	Vedici
Clinique Saint Charles – 11, boulevard René-Levesque	La Roche/Yon	85	17,773	-	17,773	-	210	2008	1988/2004	100%	Regional Groups
Polyclinique du Maine – 4, avenue des Français-Libres	Laval	53	13,679	-	13,679	-	154	2008	1987/1994	100%	Regional Groups
Clinique du Val d'Olonne – Rue Jacques Monod	Olonne	85	14,425	-	14,425	-	90	2008	2009	100%	Regional Groups
Clinique de convalescence Centre Vendée – 5, rue de la Grotte	Les Essarts	85	1,916	-	-	1,916	40	2008	1987/1988	100%	Regional Groups
Clinique du Renaison – 75, rue du Général-Giraud	Roanne	42	12,274	-	12,274	-	170	2010	-	100%	Regional Groups
Clinique du Parc – 9bis, rue Piot	St-Priest-en-Jarez	42	10,128	-	10,128	-	125	2008	-	100%	Regional Groups
Clinique Les Chênes – rue Chantemerle, a place a called "Capit"	Aire-sur-l'Adour	40	9,284	-	9,284	-	92	2007	1977-1978	100%	Regional Groups
Clinique Esquirol Saint-Hilaire – 1, rue du Docteur Delmas	Agen	47	33,414	-	33,414	-	329	2007	1970-1989	100%	Regional Groups
Clinique Marzet – 42, boulevard Alsace-Lorraine	Pau	64	16,329	-	16,329	-	192	2007	1973 to 1999	100%	Regional Groups
Clinique Richelieu – 22, rue Montlouis	Saintes	17	5,416	-	5,416	-	82	2011	2004	100%	Regional Groups
Clinique du Parc – 50, rue Emile-Combes	Castelnau-le-Lez	34	21,204	-	21,204	-	206	2012	2010	100%	Regional Groups
Clinique Saint Clément – 115, avenue Saint-Sauveur-du-Pin	Saint-Clément-de-Rivière	34	4,336	-	-	4,336	83	2012	2005	100%	Regional Groups
Clinique du Pic Saint Loup – 96, avenue Saint-Sauveur-du-Pin	Saint-Clément-de-Rivière	34	2,787	2,787	-	-	50	2012	2005	100%	Regional Groups
Clinique Saint Augustin – 112, avenue d'Ares	Bordeaux	33	15,919	-	15,919	-	227	2011	2007	100%	Médipôle Partenaires
Clinique Pôle Santé République – 105, avenue de la République	Clermont-Ferrand	63	29,231	-	29,231	-	270	2011	2008	100%	Médipôle Partenaires
Clinique du Cap d'Or – 1361, avenue des Anciens-Combattants-Français-d'Indochine	La-Seyne-sur-Mer	83	6,454	-	6,454	-	100	2011	2009	100%	Médipôle Partenaires
Polyclinique Inkermann – 84, route d'Aiffers	Niort	79	21,434	-	21,434	-	223	2011	2009	100%	Médipôle Partenaires
Polyclinique du Parc – 48bis, rue Henri Barbusse	Saint-Saulve	59	17,084	-	17,084	-	174	2011	2004	100%	Médipôle Partenaires
Clinique Bercy – 9, quai de Bercy	Charenton-le-Pont	94	5,755	-	5,755	-	80	2011	2005	100%	Médipôle Partenaires
Clinique Majorelle – 1240, avenue Raymond-Pinchard	Nancy	54	11,729	-	11,729	-	146	2011	2006	100%	Médipôle Partenaires
Clinique Ambroise Paré – 387, route Saint-Simon	Toulouse	31	17,213	-	17,213	-	222	2011	2004	100%	Médipôle Partenaires

(1) MCO clinics (Medecine Surgery Obstetrics).
(2) SSR clinics (After-care and Rehabilitation).
(3) Date of entry of the asset and/or the entity in the Icade group.

Health Division As at 31 December 2014	City	Dept.	Surface area m² (Rentable)	Other Surface Area (Rentable)	MSO Clinic Surface Area (Rentable)[1]	ACR Clinic Surface Area (Rentable)[2]	Number of beds	Date of acquisition[3]	Construction or renovation	% consolidation	Operator
Clinique Pasteur – 54, rue Professeur- Pozzi	Bergerac	24	9,006	-	9,006	-	137	2011	2007	100%	Médipôle Partenaires
Clinique Vauban – 10 avenue Vauban	Valenciennes	59	18,410	-	18,410	-	234	2011	1999	100%	Médipôle Partenaires
Polyclinique les Fleurs – Quartier Quiez	Ollioules	83	12,363	-	12,363	-	208	2012	2007	100%	Médipôle Partenaires
Clinique de Flandre – 300, rue des Forts – Lieu-Dit du Boernhol	Coudekerque	59	9,927	-	9,927	-	111	2012	2004	100%	Médipôle Partenaires
Polyclinique Jean Vilar – Avenue Maryse Bastie	Bruges	33	16,982	-	16,982	-	214	2012	2009	100%	Médipôle Partenaires
Clinique Villette – 18, rue Parmentier	Dunkerque	59	11,434	-	11,434	-	123	2012	1991	100%	Médipôle Partenaires
Clinique de l'Union – Boulevard de Ratalens	Saint-Jean	31	34,343	-	34,343	-	425	2013	2006	100%	Ramsay
Centre Le Marquisat – Boulevard de Ratalens	Saint-Jean	31	5,015	-	-	5,015	107	2013	1991	100%	Ramsay
Clinique de la Muette – 46/48,- rue Nicolo	Paris 16	75	4,679	-	4,679	-	80	2014	1987	100%	Ramsay
Clinique Saint-Pierre – 169, avenue de Prades	Perpignan	66	16,029	-	16,029	-	266	2014	2001	100%	Médipôle Partenaires
Clinique Saint-Michel – 25-27 avenue Louis-Prat	Prades	66	5,127	-	5,127	-	65	2014	1997	100%	Médipôle Partenaires
Le Floride care centre – Avenue Thalassa	Le Barcarès	66	5,342	-	-	5,342	107	2014	1989	100%	Médipôle Partenaires
Clinique Les Cèdres – Château d'Alliez	Cornebarrieu	31	48,897	-	48,897	-	608	2014	2012	100%	Capio Santé
Clinique Claude Bernard – 9, avenue Louis-Armand	Ermont	95	19,047	-	19,047	-	280	2014	2014	100%	Capio Santé
Polyclinique du Beaujolais – 120 ,ancienne route Beaujeu	Arnas	69	12,959	-	12,959	-	101	2014	2004	100%	Capio Santé
Clinique Fontvert Avignon Nord – 235, avenue Louis-Pasteur	Sorgues	84	7,540	-	7,540	-	76	2014	2012	100%	Capio Santé
Clinique de la Sauvegarde – 480, avenue Ben-Gourion	Lyon	69	17,103	-	17,103	-	239	2014	2013	100%	Capio Santé
Clinique Saint-Vincent – 40, chemin des Tilleroyes	Besançon	25	18,000	-	18,000	-	279	2014	2013	100%	Capio Santé
Clinique de l'Atlantique – 26, rue du Moulin-des-Justices	Puilboreau	17	9,454	-	9,454	-	100	2014	2011	100%	Capio Santé
GENERAL TOTAL (ACCORDING TO SCOPE OF CONSOLIDATION)			**1,056,968**	**6,027**	**1,004,200**	**46,741**	**13,111**				

(1) MCO clinics (Medecine Surgery Obstetrics).
(2) SSR clinics (After-care and Rehabilitation).
(3) Date of entry of the asset and/or the entity in the Icade group.

5. WAREHOUSES DIVISION

At 31 December 2014

Warehouses Division 31 December 2014	City	Dept.	Surface area m² (Rentable)	Offices Surface Area (Rentable)	Warehouses and Various Surface Area (Rentable)	Number of Parking Spaces	Date of acquisition (1)	Construction or renovation	% consolidation	Main tenants
France			**88,651**	**4,211**	**84,440**	**107**				
Essonne (91)			**15,915**	**718**	**15,197**	**59**				
8 rue Denis Papin	Chilly-Mazarin	91	4,649	318	4,331	-	2009	-	100%	Ups France
10 rue Denis Papin	Chilly-Mazarin	91	11,266	400	10,866	59	2009	-	100%	Locapost
Regional			**72,736**	**3,493**	**69,243**	**48**				
ZAE de la Baume	Servian	34	5,610	-	5,610	-	2009	-	100%	-
ZI de Chesnes Tharabie	St-Quentin Fallavier	38	39,351	2,925	36,426	-	2007	-	100%	MGPACK
Zone Eurofret Terrain	Strasbourg	67	27,775	568	27,207	48	2009	2009	100%	Mory Ducros
GENERAL TOTAL (ACCORDING TO SCOPE OF CONSOLIDATION)			**88,651**	**4,211**	**84,440**	**107**				

(1) Date of entry of the asset and/or the entity in the Icade group.

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6. HOUSING DIVISION

At 31 December 2014

Housing Division As at 31 December 2014	City	Dept.	Habitable Surface Area m²	Acquisition date	% consolidation	Number of housing units
PORTFOLIO IN BLOCK SALE			**120,789**			**2,215**
SUB-TOTAL 93			**120,789**			**2,215**
Orgemont	Épinay-sur-Seine	93	120,789	1957	100%	2,215
ASSETS IN UNIT SALES			**60,061**			**935**
SUB-TOTAL 75			**292**			**4**
Porte de Vincennes sale	Paris	75	292	1968	100%	4
SUB-TOTAL 78			**6,088**			**121**
Gémeaux	Les Mureaux	78	310	1977	100%	4
Sorrières	Montigny-le-Bretonneux	78	1,138	1979	100%	17
Romarins	Montigny	78	55	1977	100%	1
Castillan	Poissy	78	141	1958	100%	3
Foucauld	Poissy	78	48	1954	100%	1
Corniche	Poissy	78	188	1954	100%	4
Côte Tower	Poissy	78	152	1958	100%	2
6-16 Montaigne	Poissy	78	1,172	1954	100%	25
78-88 Maladrerie	Poissy	78	1,457	1954	100%	31
6-16 rue de Montaigne-Lyautey	Poissy	78	1,014	1954	100%	27
Square Cocteau	Trappes	78	349	1974	100%	5
Mermoz	Versailles	78	64	1976	100%	1
SUB-TOTAL 91			**8,915**			**130**
2-6 d'Orbay	Draveil	91	119	1957	100%	2
Colombe	Épinay-sous-Sénart	91	284	1967	100%	5
1 rue Weber	Épinay-sous-Sénart	91	752	1967	100%	9
11 rue du Petit Pont	Épinay-sous-Sénart	91	909	1967	100%	12
5 France	Épinay-sous-Sénart	91	386	1967	100%	5
Saint Marc sale (Massy)	Massy	91	198	1960	100%	3
Toulouse Lautrec (Massy)	Massy	91	559	1960	100%	11
12-16 Mogador	Massy	91	559	1968	100%	11
2-8 Lisbonne	Massy	91	458	1968	100%	9
Thorez	Massy	91	219	1968	100%	3
Blum	Massy	91	185	1968	100%	3
Blum II	Massy	91	788	1968	100%	11
2bis Herriot	Massy	91	1,379	1968	100%	19
4 Herriot	Massy	91	834	1968	100%	10
1-5 rue Julian Grimaud	Sainte-Geneviève	91	1,286	1954	100%	17
SUB-TOTAL 92			**9,846**			**146**
Eluard	Bagneux	92	91	1972	100%	1
Galilée	Bagneux	92	180	1959	100%	2
Vaux Germains sale	Chatenay	92	107	1959	100%	2
La Roue sale	Fontenay	92	325	1958	100%	6
Voltaire	Rueil	92	53	1956	100%	1
Arthur Rimbaud	Rueil	92	291	1957	100%	5
Gibets II	Rueil	92	361	1957	100%	8
3 place André Malraux	Villeneuve-la-Garenne	92	2,531	1980	100%	39
9-10 Malraux	Villeneuve-la-Garenne	92	5,907	1980	100%	82
SUB-TOTAL 93			**13,971**			**230**
Courbet	Blanc-Mesnil	93	124	1965	100%	2
Pont de Pierre	Bobigny	93	2,573	1957	100%	46
Pasteur	Bondy	93	177	1955	100%	3

Housing Division As at 31 December 2014	City	Dept.	Habitable Surface Area m²	Acquisition date	% consolidation	Number of housing units
Jannin/Bouin	Gagny	93	3,705	1959	100%	52
Dumas	Gagny	93	518	1959	100%	8
Jean Bouin	Gagny	93	666	1959	100%	10
Moulin sale II	Gagny	93	798	1957	100%	15
Couperin	Rosny	93	55	1983	100%	1
Herodia	Rosny	93	341	1960	100%	6
108/112 Alsace	Rosny	93	715	1960	100%	16
10/14 Couperin- blérioz	Rosny	93	954	1960	100%	18
6-8 De la Lande	Rosny	93	1,028	1976	100%	15
2-4 Couperin	Rosny	93	1,099	1960	100%	19
2-4 Franck	Rosny	93	609	1975	100%	10
Sicopar	Sevran	93	61	1974	100%	1
5 Ampère	Tremblay	93	48	1967	100%	1
7 Ampère	Tremblay	93	71	1967	100%	1
1 Ampère	Tremblay	93	429	1967	100%	6
SUB-TOTAL 94			**9,824**			**155**
Cachan I	Cachan	94	44	1957	100%	1
Cachan II	Cachan	94	511	1957	100%	8
Plumerette	Créteil	94	56	1961	100%	1
Mermoz	Créteil	94	56	1961	100%	1
Savignat	Créteil	94	194	1961	100%	4
1/3 Arcos	Créteil	94	584	1958	100%	10
1/5 Timons	Créteil	94	498	1958	100%	10
8/12 Vildrac	Créteil	94	1,836	1958	100%	27
Roussel	Créteil	94	1,440	1961	100%	20
Col Rivière (Fresnes)	Fresnes	94	209	1957	100%	4
Poètes (Hay)	L'Haÿ-les-Roses	94	406	1957	100%	6
Peintres (Hay)	L'Haÿ-les-Roses	94	259	1957	100%	4
Château de Sucy sale	Sucy	94	57	1954	100%	1
Cytises	Sucy	94	702	1965	100%	10
Rodin	Villejuif	94	283	1957	100%	4
Rembrandt	Villejuif	94	154	1957	100%	2
10-16 rue Léon Moussinac	Villejuif	94	885	1954	100%	14
Karl Marx	Villejuif	94	1,523	1954	100%	26
Parc Leblanc	Villeneuve-le-Roi	94	127	1957	100%	2
SUB-TOTAL 95			**10,643**			**143**
Justice	Cergy	95	5,104	1983	100%	76
Hauts de Cergy	Cergy	95	193	1983	100%	1
Cergy Pissaro	Cergy	95	207	1983	100%	3
Van Gogh	Ermont	95	136	1961	100%	2
Orme St Edme sale	Franconville	95	358	1967	100%	6
Entrée de Ville (1.2 and 3)	Sarcelles	95	741	1972	100%	8
Guyenne Tower	Sarcelles	95	3,510	1963	100%	40
Ste Honorine	Taverny	95	186	1975	100%	3
Pompon	Villiers-le-Bel	95	60	1965	100%	1
Lalo	Villiers-le-Bel	95	108	1965	100%	2
Varagne	Villiers-le-Bel	95	40	1958	100%	1
SUB-TOTAL REGIONAL			**482**			**6**
SCI Grande terre des Vignes	Vénissieux	69	482	1966	100%	6
TOTAL HOUSING UNITS			**180,850**			**3,150**
OTHER ASSETS						
Retail and Property Assets			14,983		100%	
Homes and Residences for the Elderly			9,613		100%	
Property reserves			1,486,344		100%	
GENERAL TOTAL			**1,691,790**			**3,150**

CHAPTER 7

ADDITIONAL INFORMATION

1. PERSONS RESPONSIBLE

1.1. Person responsible for this document

Nathalie Palladitcheff, interim Chief Executive Officer of Icade.

1.2. Declaration by the person responsible for this document

I, the undersigned, Nathalie Palladitcheff, interim Chief Executive Officer of Icade certify, having taken all reasonable measures to that end, that the information contained in this registration document, to my knowledge, conforms to reality and does not contain any omission likely to alter its scope.

I declare, to the best of my knowledge, that the financial statements are established in accordance with applicable accounting standards and give a true and fair view of the assets, the financial situation and the results of the Company, and of all the companies included in the consolidation and that the management report (found on pages 17 to 140) provides an accurate picture of the development of the business, profit/loss and the financial situation of the Company and all the companies included in the consolidation, together with a description of the main risks and uncertainties to which they are exposed.

I have obtained a letter of completion of works from the statutory auditors in which they state that they have verified the information relating to the financial situation and accounts given in this registration document and have also read the whole document.

The Company's consolidated financial statements for the year ended 31 December 2014 were the subject of a report by the statutory auditors, which is presented on pages 220 to 221, and which contains the following observation:

"Without calling into question the opinion expressed above, we draw your attention to:

- the part of note 20 to the financial statements that presents the accounting treatment relating to the tax audit that your Company underwent regarding the fiscal year 2007;
- the part of note 1.1 to the financial statements that presents the impact of changes in accounting methods in accordance with the application of IFRS 10 (Consolidated Financial Statements) and IFRS 11 (Joint Arrangements)."

The Company's financial statements for the year ended 31 December 2014 were the subject of a report by the statutory auditors, presented on pages 256 and 257, which contains the following observation:

"Without calling into question the opinion expressed above, we draw your attention to the part of Note 3.9 of the financial statements concerning the accounting treatment used for the tax audit your Company underwent with regard to the financial year 2007".

The consolidated financial statements for the years ended 31 December 2013 and 31 December 2012 were the subject of reports by the statutory auditors, presented respectively in Chapter 3, pages 109 -110 of registration document no. D.14-0220 filed with the AMF on 27 March 2014, and in Chapter 4, pages 146-147 of registration document no. D.13-0110, filed with the AMF on 7 March 2013, which contain a number of observations.

Drafted in Paris, 2 April 2015

Nathalie Palladitcheff

Interim Chief Executive Officer

1.3. Statutory Auditors

1.3.1. Principal Statutory Auditors

PricewaterhouseCoopers Audit

Member of the Compagnie Regionale des Commissaires aux Comptes de Versailles

63, rue de Villiers

92200 Neuilly-sur-Seine

Nanterre Commercial and Companies Register no. 672 006 483

Represented by Jean-Baptiste Deschryver

Date first appointed: 22 June 2012

Date of end of office: at the end of the Annual General Meeting of Shareholders ruling on the accounts for the year ended 31 December 2017.

Mazars

Member of the Compagnie Regionale des Commissaires aux Comptes de Versailles

Tour Exaltis

61, rue Henri-Regnault

92400 Courbevoie

Nanterre Commercial and Companies Register no. 784 824 153

Represented by Gilles Rainaut and Jérôme de Pastors

Date first appointed: 22 March 2006

Date mandate renewed: 12 April 2013

Date of end of office: at the end of the Annual General Meeting of Shareholders ruling on the accounts for the year ended 31 December 2018.

1.3.2. Deputy Statutory Auditors

Charles de Boisriou

Deputy to Mazars

Tour Exaltis

61, rue Henri-Regnault

92400 Courbevoie

Date first appointed: 12 April 2013

Date of end of office: at the end of the Annual General Meeting of Shareholders ruling on the accounts for the year ended 31 December 2018.

Yves Nicolas

Deputy to Pricewaterhouse Coopers Audit

63, rue de Villiers

92200 Neuilly-sur-Seine

Date first appointed: 22 June 2012

Date of end of office: at the end of the Annual General Meeting of Shareholders ruling on the accounts for the year ended 31 December 2017.

1.4. Fees of the legal auditors and members of their networks for 2014

	Mazars				PricewaterhouseCoopers Audit				KPMG			
	Amount net of tax *(in millions of euros)*		% EGM		Amount net of tax *(in millions of euros)*		% EGM		Amount net of tax *(in millions of euros)*		% EGM	
	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013
Audit												
Auditing certification, examination of individual and consolidated accounts												
◆ Issuer	0.5	0.5	42.2	35.4	0.5	0.5	42.3	41.7	-	-	-	-
◆ Fully consolidated subsidiaries	0.6	0.7	51.5	49.6	0.6	0.5	54.3	41.7	-	0.1	-	85.7
Other work and services directly related to the Statutory Auditors' work												
◆ Issuer	0.1	0.2	4.5	14.20	-	0.2	2.5	16.7	-	-	-	-
◆ Fully consolidated subsidiaries	-	-	1.8	0.9	-	-	0.9	-	-	0.0	-	14.3
SUB-TOTAL	**1.1**	**1.4**	**100.0**	**100.0**	**1.1**	**1.2**	**100.0**	**100.0**	**-**	**0.1**	**-**	**100.0**
Other services provided by the networks to fully integrated subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-
SUB-TOTAL	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
TOTAL	**1.1**	**1.4**	**100.0**	**100.0**	**1.1**	**1.2**	**100.0**	**100.0**	**-**	**0.1**	**-**	**100.0**

1.5. Person responsible for the financial information

Nathalie Palladitcheff

Interim Chief Executive Officer.

35, rue de la Gare – 75019 Paris

Telephone: +33 (0)1 41 57 70 12

nathalie.palladitcheff@icade.fr

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2. INFORMATION FROM THIRD PARTIES, SURVEY DECLARATIONS AND DECLARATIONS OF INTEREST – APPRAISERS' CONDENSED REPORT

2.1. General background of the valuation mission

General background

Icade ("**the Company"**) has asked us, through a contract, to estimate the market value of the real estate assets of its portfolio. This condensed report, which summarises the circumstances surrounding our engagement, was drawn up to be included in the Company's annual report.

Our assignments are carried out totally independently.

Our Company has no capital link with Icade.

Our Company confirms that the valuations have been carried out by and under the responsibility of qualified appraisers and that the Company has carried out its task as an independent external appraiser qualified for the needs of the assignment.

Our annual fees invoiced to the Company represent less than 10% of our Company's turnover recorded in the previous accounting year.

We have not identified any conflict of interest on these assignments.

The assignments comply with the AMF's recommendation regarding the presentation of the elements of valuation and risks of the property assets of listed companies published on 8 February 2010.

Current assignment

Our assignments have consisted in the estimation of the fair market value of the buildings as they are being used on 31 December 2014.

We confirm that, in accordance with IFRS 13, the assets were evaluated according to their ("Highest and best use value").

We only included alternative use values in situations where either the elements for its implementation had been committed, or the three conditions below had been met: the operation is physically possible, legally permissible and financially feasible.

We would remind you here that when the client is the lessee under the terms of a leasing contract, the Surveyor only values the assets underlying the contract and not the leasing contract. In the same way, when the property is owned by an *ad hoc* Company, the value of the property has been estimated based on the assumption of the sale of the underlying property asset and not that of the Company.

2.2. Conditions for performing the assignment

Study elements

This assignment has been carried out based on the documents and information provided to us, which are assumed to be accurate and inclusive of all of the information and documents in the Company's possession or of which the Company is aware, and are likely to have an effect on the building's market value.

Reference frameworks

The surveyor's due diligence and the valuations have been carried out in accordance with:

- nationally:
  - the recommendations of the Barthès de Ruyter report on the valuation of the property assets of listed companies making public offerings for investment, published in February 2000,
  - the Property Valuation Survey Charter,
  - the principles set by the SIIC Code of Ethics;
- internationally, these standards being applied either as alternatives to one another or in combination:
  - the TEGoVA European value standards (The European Group of Valuers' Association) published in its European Valuation Standards blue guide,
  - and also the standards of the Royal Institution of Chartered Surveyors' (RICS) Red Book published in its RICS Valuation – Professional Standards,
  - the IVSC (International Valuation Standard Committee) provisions.

Methodology used

The valuations are based on the discounted cash flow method, the net revenue capitalisation method, the developer balance sheet method and the direct comparison method.

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2.3. Overall fair market value as at 31 December 2014

The overall fair market value corresponds to the sum of the unit values of each asset and is calculated both after fees (after deducting duties) and before fees (fair market value before deducting any duties).

Name of the appraiser	Assets appraised	Number of assets appraised	Number of assets inspected during the December 2014 campaign	Fair value excluding fees at 31/12/2014 (1) *(in millions of euros)*
BNP PARIBAS REAL ESTATE VALUATION	French Offices/Business Parks	202	2	2,098
CBRE VALUATION	French Offices/Warehouses/ Housing	148	11	3,362
DTZ VALUATION	French Offices/Business Parks	109	65	3,062
JONES LANG LASALLE EXPERTISES	Healthcare	71	17	2,321
CATELLA VALUATION FCC	Shops and shopping centres	2	1	225
Impact of the average values for assets appraised twice				(1,239)
Non-appraised assets or assets recognised at a different value				322
TOTAL ASSETS				**10,151**

(1) Fair value excluding duties and excluding legal duties and taxes restated from the share not held by Icade for assets held by equity-accounted companies in the consolidated accounts.

2.4. General comment

These values are understood to be subject to market stability and the lack of significant modifications in the buildings between the date the valuations were carried out and the value date.

This condensed report is an inseparable element of the whole of the work carried out in respect of the valuation assignment.

Each of the four appraisers confirms the values of the properties that he appraised and may not be held responsible for the values determined by the other appraisers.

Gareth Sellars
Chairman
Jones Lang LaSalle Appraisers

Philippe Dorion
Director
DTZ Valuation France

Denis François
Chairman
CBRE Valuation

Jean-François Drouets
Chairman
Catella Valuation FCC

Jean-Claude Dubois
Chairman
BNP Paribas Real Estate Valuation

3. STATUTORY AUDITORS' SPECIAL REPORT ON RELATED PARTY AGREEMENTS AND COMMITMENTS

This is a free translation into English of the Statutory Auditors' special report on related party agreements and commitments issued in French and is provided solely for the convenience of English speaking readers.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In our capacity as Statutory Auditors of Icade, we hereby report to you on related party agreements and commitments.

It is our responsibility to report to shareholders, based on the information provided to us, on the main terms and conditions of agreements and commitments that have been disclosed to us or that we may have identified as part of our engagement, without commenting on their relevance or substance or identifying any undisclosed agreements or commitments. Pursuant to the Article R. 225-31 of the French Commercial Code *(Code de commerce),* it is the responsibility of the shareholders to determine whether the agreements and commitments are appropriate and should be approved.

It is also our responsibility to provide shareholders with the information required by Article R. 225-31 of the French Commercial Code in relation to the implementation during the year of agreements and commitments already approved by the Annual General Meeting, when it is relevant.

We performed the procedures that we deem necessary for this task in accordance with professional standards applicable in France. These procedures consisted in ensuring that the information provided to us agree with the underlying documents.

Agreements and commitments to be submitted for the approval of the Annual General Meeting

Agreements and commitments authorized during the year

Pursuant to the provisions of Article L. 225-40 of the French Commercial Code, we were informed of the agreements and commitment which received the prior approval of your Board of Directors.

Insurance agreement "foresight" for your Chairman and CEO

An insurance agreement "foresight" group was subscribed by the Caisse des Dépôts ("CDC") with the CNP Assurances 15 February 2012. This contract allows certain leaders of the subsidiaries of the Caisse des Dépôts to benefit from this insurance.

In this context, the Chairman of Icade is one of the persons covered by this insurance, which allows it to receive an insurance coverage related to its director status.

The Caisse des Dépôts wished to charge back Icade, as of 1 January 2015, its quota of the insurance agreement "foresight" group, which relates to insurance which enjoyed your Chairman. The rebilling by the Caisse des dépôts of this insurance "foresight" group and the payment by Icade of invoices to be issued in this context will establish the existence of a chargeback agreement and that even if this chargeback agreement would not be formalized by a formal specific written contract.

The Board of Directors of 4 December 2014 authorized the signing of this commitment and stated that there is interest to benefit from this insurance "foresight", particularly with regard of i) pricing conditions, considered as fair and equitable for Icade on this type of insurance agreement, and ii) the complexity it would be to take out a new insurance policy for the leader concerned. The amount of the chargeback may not exceed €10,000 for 2015.

The Board also authorized the inclusion in the remuneration of the Chairman of Icade, from 1 January 2015, the cost of this insurance "foresight" as a benefit in kind.

Directors Icade concerned: Caisse des Dépôts & Serge Grzybowski.

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Agreements and commitments already approved by the Annual General Meeting

Agreements and commitments approved in previous years

a) Of which the execution continued during the financial year

Pursuant to provisions of the Article R. 225-30 of the French Commercial Code, we were informed that the following agreements and commitments, approved by the Annual General Meeting in previous years, remained in force during the year ended 31 December 2014:

Benefit of an insurance contract for your Chairman and CEO

The Board of Directors dated 7 April 2011 approved the benefit, for your Chairman and CEO benefits, of an unemployment insurance dedicated to corporate officers. The cost recorded for this agreement in 2014 is €28,737.98.

Director concerned: Mr. Serge Grzybowski.

b) Without execution during the financial year

Furthermore, we were informed of the following agreements and commitments, already approved by the Annual General Meeting in the previous years which were without execution during the financial year:

Allocation of a severance payment to your Chairman/CEO

In case of a forced departure related to a change of control or related to a strategic disagreement with the Board of Directors, your Chairman/CEO will receive a severance benefit determined as twice of the amount of his total gross retribution (fixed and variable) received over the 12 months prior to his departure.

Pursuant to Article L. 225-42-1 of the Commercial Code, the severance benefit will be calculated upon fulfillment of a performance criteria: the severance benefit will be paid if the latest Group Net Income per Share (GNIS) for the financial year previous the departure is greater than or equal to the average GNIS for the two previous financial years (GNIS: Group Net Income per Share as communicated in the consolidated financial statements, and after adjustment related to net proceeds from asset disposals).

This agreement was authorized by the Board of Directors on 7 April 2011

This agreement authorized by the Board of Directors of 7 April 2011, was not executed during the period. The Board of Directors of 17 February 2015 noted the resignation of Serge Grzybowski, Chairman and CEO of Icade, with immediate effect, making this commitment obsolete. As described in the management report, a settlement agreement was signed 17 February 2015 between the Company and Serge Grzybowski after the termination of his directorship and Chairman/CEO mandates.

Director concerned: Mr. Serge Grzybowski.

Courbevoie and Neuilly-sur-Seine, 19 March 2015

The Statutory Auditors (French original signed by)

Mazars		**PricewaterhouseCoopers Audit**
Gilles Rainaut	Jérôme de Pastors	Jean-Baptiste Deschryver

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4. DOCUMENTS ACCESSIBLE TO THE PUBLIC

The Articles of Association, minutes of General Meetings and other corporate documents of Icade, as well as historical financial information and any valuation or declaration produced by an expert at Icade's request to be made available to shareholders in accordance with applicable legislation, may be consulted at Icade's registered office.

Regulated information as defined under Article 221-3 of the French Financial Markets Authority's (AMF) general regulations is available on Icade's website at http://www.icade.fr

5. CORRESPONDENCE TABLES

5.1. Concordance table for the registration document

Topics (headings of Appendix 1 of European regulation no. 809/2004)	Registration document
1. Persons responsible	
1.1 Name and position of persons responsible	Chap. 7 § 1.1., p. 292 Chap. 7 § 1.3., p. 293 Chap. 7 § 1.5., p. 294
1.2 Declaration from persons responsible	Chap. 7 § 1.2., p. 292 Chap. 7 § 2., p. 295
2. Statutory Auditors	Chap. 7 § 1.3., p. 293 Chap. 7 § 1.4., p. 294
3. Selected financial information	Chap. 1 § 1.1., p. 6 Chap. 1 § 2.2., p. 13 Chap. 1 § 2.3., p. 14
4. Risk factors	
4.1 Legal risks	Chap. 2 § 5.4., p. 131 Chap. 2 § 6.2., p. 136
4.2 Industrial and environmental risks	Chap. 2 § 5.3., p. 131
4.3 Operational risks	Chap. 2 § 5.2., p. 128
4.4 Liquidity and covenant risks	Chap. 2 § 1.5.4., p. 45 Chap. 2 § 5.5.2., p. 133 Chap. 3 § 21.2., p. 185 Chap. 3 § 21.3., p. 186 Chap. 3 § 24.1., p. 191
4.5 Market risks – Interest rates	Chap. 2 § 1.5.2., p. 43 Chap. 2 § 5.5.3., p. 134 Chap. 3 § 24.2., p. 192
4.6 Market risks – Foreign exchange	Chap. 3 § 24.3., p. 193 Chap. 2 § 5.5.3.2., p. 134
4.7 Market risks – Equities	Chap. 2 § 5.5.3.3., p. 134
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FOR FURTHER INFORMATION...

... you can find the 2014 annual report-registration document on our website **www.icade.fr**

... all the latest news on the city, innovations (environment, city of the future, Grand Paris, urban planning, mobility, etc.) and the company at **Twitter@Icade_Officiel**

... and go behind the scenes at construction sites, watch interviews with experts, guided tours of our projects, etc. on our official YouTube channel **IcadeOfficiel**

Market listings
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Icade's Key Accounts, Institutional Relations and Communications Division – April 2015.

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