

EGIS AND IOSIS GIVE BIRTH TO A SINGLE GROUP WITH AN ATYPICAL CAPITAL STRUCTURE.

Egis, engineering and infrastructure leader, and Iosis, construction and civil nuclear engineering leader, are joining forces to create a single construction engineering group with an atypical capital structure.

This decision, announced on Thursday 14 October 2010, will take effect on 1 January 2011. It responds to the need to field an offering meeting the expectations of French and international clients.

"Since our clients expect international know-how in construction engineering, we have decided to join forces to create a single group with an atypical capital structure," said Nicolas Jachiet, Egis's CEO.

This alliance will allow the new entity, which will be called Egis, to offer a global range of services covering design, consulting, project engineering, project management and operation to clients that are increasingly active in all international markets. This new group is the **only French construction engineering player** listed among **the top 10 ten European and the top 20 international groups**.

The new group will offer its engineering services on the local and international scale in urban development, embracing both buildings and transport infrastructure: hospitals, tertiary buildings, stadiums, museums, railway stations, airports and light rail. It will be an internationally recognised bidder for major transport and civil engineering projects: high-speed lines, motorways, port installations, civil nuclear engineering, etc.

It will also bring together top-end expertise in the fields of water, the environment and landscaping.

It is keen to work on a raft of major emblematic projects, among them the Greater Paris project, the future ECT system for heavy vehicles in France and new towns in China, Algeria and Qatar.

The new group has **a workforce of approximately 10,000 employees** as of 2010, including 6,700 engineers, and projected revenue of over **€15 billion**, of which **50%** is generated outside France in over 100 countries.

"This operation enables us to envisage more rapid development and generate revenue of approximately €1.2 billion in five years," noted Bernard Boyer, Chairman of Iosis, and Bernard Le Scour, its Vice-President.

AN ATYPICAL CAPITAL STRUCTURE

Egis's acquisition of all Iosis Holding shares is accompanied by a placement of shares in the new engineering group reserved for the top executives of the two companies, the "Partners", and a block of shares offered to all employees via a company investment fund (FCPE).

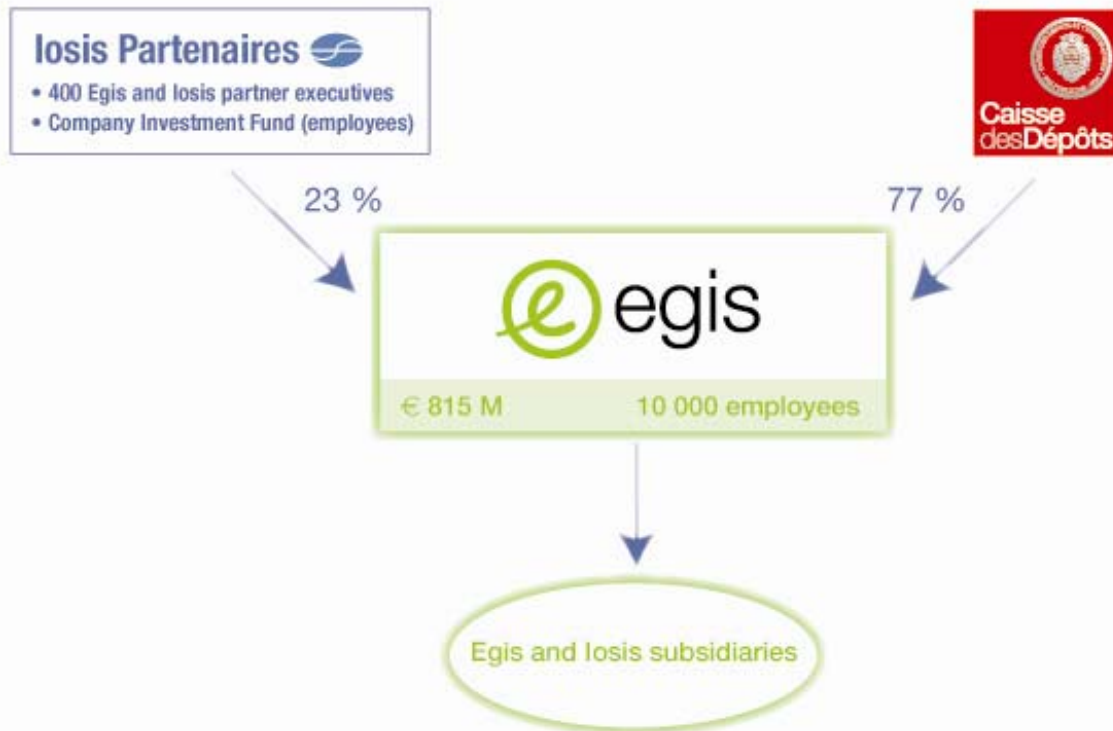
This holding (partner executives and FCPE) will be carried by a dedicated company, Iosis Partenaires, which will hold 23% of the capital, the balance being held by the Caisse des Dépôts.

By allowing executives and employees to hold a significant stake in the new group alongside a major core shareholder, the Caisse des Dépôts, the operation throws up an original model, and one that is atypical in the engineering sector.

All the operational subsidiaries will gradually be moved under the Egis brand. The name Iosis Partenaires is reserved for the employee shareholding company to accentuate its continuity with the executive shareholding model that has already proved so successful at Iosis.

The Caisse des Dépôts fully supports this operation, which responds to the goal set for Egis: to foster the consolidation of French engineering against a backdrop of international competition.

Simplified capital structure diagram



About Egis

Subsidiary of the Caisse des Dépôts, Egis is an engineering and consulting group active in infrastructure and systems for transport, development, water and the environment. The group also works in project engineering and road and airport operation.

With 8,400 employees worldwide and revenue of €563 million in 2009, it is active in over 100 countries and has around 50 entities in France. In 2010, Egis is expected to generate revenue of €650 million.

Recent Egis projects include the East-West motorway in Algeria, the new metro lines in the Chinese administrative region of Macao and the cities of Chennai and Calcutta in India, the concession and operation of the M25 motorway (London ring road), the Gaillac (Tarn) WWTP, the Sud-Europe-Atlantique high-speed line between Tours and Bordeaux, the Express Bus Service (BHNS) in Marseille, the Aubagne and Nice tram lines, the Bordeaux vertical lift bridge and the new town of Hengquin in China.

More information on www.egis-group.com

About Iosis:

Iosis is an engineering group that provides expert consulting, management and engineering services for the construction, infrastructure, civil engineering, energy and industrial sectors.

In 2009, it generated production revenue of €160 million. It currently has over 1,100 employees and is expected to post revenue of €165m in 2010.

Iosis works on large-scale projects in France and abroad. Its references include the First Tower in Paris La Défense, the Megajoule Laser Plant in Bordeaux, the ITER programme at Cadarache, EPR nuclear power plants in Flamanville and Taishan (China), the Paris Philharmonic Hall, the Noumea Air Terminal, the Council of Europe building in Strasbourg, the new Grand Stade sports stadium in Lille, Jeddah Airport in Saudi Arabia, the Renault-Nissan plant in Tangiers (Morocco), numerous hospitals (Lorient, Dijon, Castres, Chambéry), eco-neighbourhoods in Chartres, Rouen and Schiltgeheim, the EuroCalais 2020 development project, the Beugrenelle shopping centre in Paris, and the Musée des Confluences in Lyon, etc.

More information on www.iosisgroup.fr