



Public limited company

with share capital of 149,405,909.10 euros

Registered office: 28, rue de Mogador - 75009 Paris

RCS Paris 485 182 448

2015 CONSOLIDATED FINANCIAL STATEMENTS

FINANCIAL INFORMATION CONCERNING
THE ISSUER'S ASSETS AND LIABILITIES,
FINANCIAL POSITION AND PROFITS AND LOSSES



1. STATEMENT OF COMPREHENSIVE PROFIT OR LOSS

(I N THOUSANDS OF EUROS)	12/31/2015	12/31/2014	CHANGE	CHANGE %	NOTE NO.
Revenue	58,482	27,592	30,890	+112%	7
Other operating income	83	18	66	x 4.7	
Purchases consumed	(8,570)	(2,257)	(6,313)	x 3.8	8
External expenses	(10,985)	(5,996)	(4,989)	+83%	8
Payroll expenses	(4,930)	(2,559)	(2,370)	+93%	8
Income and other taxes	(3,046)	(3,411)	365	-11%	
Depreciation and amortization	(10,714)	(5,018)	(5,696)	+114%	9
Depreciation, amortization and provisions	2,789	(1,556)	4,345	N/A	9
Other operating income and expenses	(481)	(76)	(405)	x 6.3	8
Current operating income	22,629	6,736	15,892	x 3.4	
Income from disposal of consolidated investments	79	(0)	79	N/A	
Other operating income and expenses	(409)	(774)	365	-47%	10
OPERATING INCOME	22,298	5,962	16,336	x 3.7	
Income from cash and cash equivalents	3,493	2,897	596	+21%	
Cost of net financial debt	(17,730)	(3,896)	(13,835)	x 4.6	
Cost of net financial debt	(14,237)	(999)	(13,238)	x 14.3	11
Other financial income and expenses	(606)	422	(1,027)	N/A	11
EARNINGS BEFORE TAXES	7,455	5,385	2,070	+38%	
Income tax and other taxes	(2,996)	(555)	(2,441)	N/A	12
Deferred taxes	(67)	552	(619)	N/A	
Taxes due	(559)	(287)	(273)	+95%	
Lucro Presumido	(2,369)	(821)	(1,548)	x 1.9	
EARNINGS AFTER TAXES	4,459	4,830	(371)	-8%	
Share of income of associates	91	66	25	+37%	
TOTAL NET INCOME	4,550	4,896	(346)	-7%	
GROUP SHARE	3,888	4,495	(607)	-13.5%	
Non-controlling interests	662	401	261	+65%	
Group share of earnings per share - in euros					25
before dilution	0.149	0.246			
after dilution	0.143	0.245			

(IN THOUSANDS OF EUROS)	12/31/2015	12/31/2014
TOTAL NET CONSOLIDATED INCOME	4,550	4,896
Items of comprehensive income that will not be recycled as income		
	-	-
Items of comprehensive income that may be recycled as income		
Currency conversion adjustments resulting from the conversion of foreign operations	(45,707)	(9,757)
Change in value of hedging instruments	562	(2,357)
Deferred taxes related to changes in value of hedging instruments	(88)	179
COMPREHENSIVE INCOME OR LOSS	(40,683)	(7,039)
Share attributed to owners of the Company	(24,847)	(7,161)
Share attributed to non-controlling shareholders	(15,836)	123

2. OTHER ELEMENTS OF COMPREHENSIVE INCOME

The 33% devaluation of the Real in 2015, for the reasons previously explained, had the significant effect of lowering the value in euros of the assets and liabilities held by the Brazilian entities. With respect to production tools and long-term financial instruments, the counterpart to these technical fluctuations due to the necessary Real-Euro translations to date is recognized as “Other elements of comprehensive income”. The volatility thus recognized represents a total of 45 million euros for fiscal 2015. This decline in value is therefore already recognized in the balance sheet.

3. STATEMENT OF FINANCIAL POSITION

IN THOUSANDS OF EUROS	12/31/2015	12/31/2014	CHANGE	CHANGE %	NOTE NO.
Non-current assets	487,750	415,582	72,168	+17%	
Goodwill	1,056	1,068	(12)	-1%	13
Intangible assets	35,043	38,521	(3,478)	-9%	15
Property, plant and equipment	445,622	369,430	76,192	+21%	16
Share of equity associates	278	187	91	+48%	14
Non-current financial assets	5,411	5,209	202	+4%	17
Other non-current assets	0	10	(10)	N/A	17
Deferred tax assets	339	1,155	(816)	-71%	
Current assets	63,406	78,299	(14,893)	-19%	
Inventories	596	107	489	x 5.6	
Trade payables and related accounts	16,361	15,663	698	+4%	19
Tax assets payable	379	2	377	N/A	
Other current assets	1,979	2,191	(213)	-10%	20
Cash and cash equivalents	43,591	58,779	(15,187)	-26%	21
Assets held for sale	500	1,557	(1,057)	-68%	22
TOTAL ASSETS	551,157	493,881	57,276	+12%	

IN THOUSANDS OF EUROS	12/31/2015	12/31/2014	CHANGE	CHANGE %	NOTE NO.
Equity of controlling interests	153,404	162,399	(8,995)	-6%	23
Share capital	149,406	139,107	10,299	+7%	
Additional paid-in capital	61,325	56,267	5,058	+9%	
Treasury shares	(29,966)	(10,253)	(19,713)	+192%	
Other reserves	(330)	(320)	(10)	+3%	
Reserves	(30,296)	(10,573)	(19,723)	187%	
Retained earnings	(30,919)	(26,897)	(4,022)	+15%	
Consolidated reserves	(61,215)	(37,470)	(23,745)	+63%	
Income for the year	3,888	4,495	(607)	-14%	
Non-controlling interests	57,761	48,342	9,419	+19%	
Group equity	211,165	210,741	424	+0%	
				N/A	
Non-current liabilities	265,108	155,268	109,840	+71%	
Borrowings and financial debt	263,673	152,602	111,071	+73%	26
Provisions	1,335	2,552	(1,217)	-48%	28
Deferred tax liabilities	102	115	(13)	-11%	
Non-current liabilities	(1)	-	(1)	N/A	
Current liabilities	74,883	127,872	(52,989)	-41%	
Trade and other payables	28,630	32,992	(4,362)	-13%	29
Borrowings and financial debt	44,365	92,371	(48,006)	-52%	26
Current tax liabilities	702	586	117	+20%	29
Other current liabilities	7	519	(513)	-99%	29
Liabilities held for sale	1,179	1,403	(224)	-16%	22
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	551,157	493,881	57,276	+12%	-

4. STATEMENT OF CASH FLOWS

(IN THOUSANDS OF EUROS)	12/31/2015	12/31/2014
TOTAL NET CONSOLIDATED INCOME	4,550	4,896
Elimination of expenses and income not affecting cash or not related to activities		
Depreciation, amortization and provisions	9,286	5,967
Gains on disposals	544	861
Elimination of share of results of associates	(91)	(66)
Calculated expenses and income related to share-based payments	162	14
CASH FLOW FROM OPERATING ACTIVITIES OF CONSOLIDATED COMPANIES	14,451	11,672
Tax liability	2,996	555
Cost of net financial debt	14,237	999
CASH FLOW FROM OPERATING ACTIVITIES OF CONSOLIDATED COMPANIES BEFORE COST OF FINANCIAL DEBT	31,684	13,226
Tax paid	(2,607)	(381)
Change in working capital requirement for operating activity	16,300	(10,373)
NET CASH FLOWS GENERATED FROM OPERATING ACTIVITIES	45,378	2,472
Acquisition of non-current assets	(193,229)	(261,842)
Disposal of non-current assets	664	746
Investment subsidies received	718	106
Acquisitions of subsidiaries net of cash	(2,583)	0
NET CASH FLOWS FROM INVESTING ACTIVITIES	(194,430)	(260,990)
Capital increase	40,763	126,077
Partial disposal without loss of control	-	17,352
Bonds and borrowings with credit institutions	194,140	188,994
Financing of non-controlling interests	-	-
Financing by bank overdrafts	4,775	-
Loan repayments to credit institutions	(82,287)	(44,498)
Net financial interest paid	(13,930)	(523)
Treasury share purchases	(10)	(242)
Dividends paid to non-controlling interests	(80)	-
NET CASH FLOWS FROM INVESTING ACTIVITIES	143,371	287,160
Impact of changes in accounting principles	-	(22)
Impact of changes in currency prices	(9,555)	(564)
CHANGE IN CASH	(15,236)	28,057
Cash at beginning of period	58,690	30,633
Cash at end of period	43,454	58,690

5. STATEMENT OF CHANGE IN CONSOLIDATED EQUITY

	SHARE CAPITAL	ADDITIONAL PAID-IN CAPITAL	GROUP CONSOLIDATED RESERVES	CONVERSION RESERVES	INCOME FOR THE YEAR	SHAREHOLDER S' EQUITY - GROUP SHARE	NON- CONTROLLING INTERESTS	EQUITY UNDER IFRS
Total at 12/31/2013	72,761	23,570	(20,061)	(3,399)	(5,466)	67,405	8,093	75,498
Appropriation of earnings			(5,466)		5,466	0		0
Income for the period					4,495	4,495	401	4,896
Change in currency conversion adjustments				(9,613)		(9,613)	(145)	(9,757)
Change in value of hedging instruments			(2,043)			(2,043)	(134)	(2,177)
Total comprehensive income			(7,510)	(9,613)	9,961	(7,161)	123	(7,038)
Changes in consolidated entity			3,340			3,340	(86)	3,254
Capital increase	66,346	32,697				99,043	40,213	139,256
Other (including stock options, treasury shares, etc.)			(228)			(228)		(228)
Total at 12/31/2014	139,107	56,267	(24,459)	(13,011)	4,495	162,399	48,342	210,741
Appropriation of earnings			4,495		(4,495)	0		0
Income for the period					3,888	3,888	662	4,550
Change in currency conversion adjustments				(29,142)		(29,142)	(16,564)	(45,707)
Change in value of hedging instruments			407			407	66	473
Total comprehensive income			4,903	(29,142)	(607)	(24,847)	(15,836)	(40,683)
Changes in			667			667	1	668

	SHARE CAPITAL	ADDITIONAL PAID-IN CAPITAL	GROUP CONSOLIDATED RESERVES	CONVERSION RESERVES	INCOME FOR THE YEAR	SHAREHOLDER S' EQUITY - GROUP SHARE	NON- CONTROLLING INTERESTS	EQUITY UNDER IFRS
Consolidated entity								
Distributions paid to non- controlling interests							(260)	(260)
Capital increase	10,299	5,058				15,357	25,684	41,042
Other (including stock options, treasury shares, etc.) (*)			(172)			(172)	(171)	(342)
Capital reduction	(0)				(0)	(0)		(0)
Total at 12/31/2015	149,406	61,325	(19,061)	(42,154)	3,888	153,404	57,761	211,165

(*) Including -488,000 euros for the cancellation of the IDA recognized for the companies subject to the "Lucro Presumido" tax treatment, which does not fall within the scope of application of IAS12.

6. NOTES

NOTE 1- FORMATION AND DEVELOPMENT OF THE GROUP

The Voltalia company was founded on November 28, 2005. Its corporate headquarters are in Paris, France. Its development, initiated in French Guiana in 2003, continued in Brazil, France, Greece, and recently in Morocco.

Listed on the free market of Euronext Paris from May 2005 to June 2014, the company was transferred to compartment B of Euronext in July 2014.

The attached annual consolidated financial statements as of December 31, 2015 report the operations of Voltalia and its subsidiaries (together referred to as the “Group”) and the Group’s proportionate share in associates and joint ventures.

NOTE 2- ACTIVITIES OF THE GROUP

The activities of the Voltalia Group fall within the framework of sustainable development, with respect for the environment and for future generations.

The Voltalia Group is a producer of electricity from renewable energy sources in France, French Guiana, Brazil, Greece and Morocco. The Group designs, develops and operates power plants using a multi-energy approach. It uses the best suited source for the geographic region: wind, solar, hydraulic or biomass.

Throughout its history, Voltalia has established lasting relationships with many partners.

The Caisse des Dépôts has been a shareholder of Voltalia Guiana since 2008. COPEL and CHESF, the Brazilian leaders in power production, and Encalco, a leading civil engineering company in Brazil, are shareholders in major Voltalia power plants in Brazil. Other partners in the areas of capital, banking, and operations, as well as public partners, have also contributed to the development of Voltalia since its inception.

Voltalia has also been a partner of the WWF since November 21, 2014.

NOTE 3- HIGHLIGHTS AND SUBSEQUENT EVENTS

HIGHLIGHTS OF 2015

GOVERNANCE AND FINANCING

Capital increase of 15.4 million euros

In January 2015, the Company carried out a capital increase through a private placement in the amount of 15,350,019 euros through the issue of 1,784,886 new shares at a price of 8.60 euros per share. The transaction was supported

by the investment company Korys, already a shareholder of the Company in the amount of 1.43% of the capital since July 2014, and which as of January 23, 2015, held 7.99% of the shares of Voltalia.

Governance developments at Voltalia

At the Shareholders' Meeting of June 11, 2015, the Voltalia shareholders adopted the new governance team for the Group, with the departure of Bertrand de Talhouët from the Board of Directors, replaced by the Creadev company represented by Chantal Toulas. Vincent Vliebergh also joined the Board.

The other Board members were also re-elected at the Meeting of June 11, 2015, and Laurence Mulliez was named Chair of the Board of Directors.

The Voltalia bylaws were also amended to shorten the term of office of directors from 4 to 3 years.

Establishment of an equity financing line to expand the float and increase the liquidity of the stock

In October 2015, the Company issued a total of 1,000,000 warrants giving the right to subscribe to the same number of shares to Kepler Cheuvreux which, provided that the conditions defined by the parties are met, agreed to

exercise them over the next 36 months, including at least 250,000 warrants in the first 12 months. If all these warrants are exercised, the share of the minority shareholders of the Company would increase from 14.7% to 17.8%.

Debt raised to finance the construction of new power plants

In Brazil, in order to finance the construction of its SMG and Vamcruz wind projects, the Group in 2015 signed long-term financing agreements for a total of 500 million Brazilian reais (around 115 million euros) with Banco Nacional de Desenvolvimento Econômico e Social (BNDES), which benefits during construction from bank guarantees underwritten by Banco Santander,

Itaú and Bradesco for SMG and by Banco Santander and ING for Vamcruz.

Two of the SMG power plants also benefit from a bridge loan of 45.2 million Brazilian reais (approximately 10 million euros) from Banco Santander, which will be refinanced over the long term in the first quarter of 2016.

COMMISSIONINGS IN 2015

Commissioning of the last tranche of the Areia Branca wind site in Brazil

In February 2015, the Company announced the start of production of the final tranche (30 MW)

of the Areia Branca power plants (90 MW total) in Brazil.

Completion of the construction of the Sao Miguel do Gostoso site in Brazil (108 MW)

In July 2015, the Company announced the completion of construction of the São Miguel do Gostoso wind farm, which contains four farms of 27 MW each. However, the farms have not come online because of a delay in the connection line to the grid, which is the responsibility of the regulator and electricity buyer.

Thus, the Group has been receiving since July the contractual revenues corresponding to the contractual production while waiting to be able to inject electricity into the electric grid. These revenues, which are definitively acquired, were recognized for the amount of 8,231,000 in the second half of 2015.

As long as the connection has not been made, the turbines are idle, in a preservation position. As a result, they receive little or no stress from the wind conditions. All the rotating parts and wear parts are shut down. Conservation maintenance keeps the turbine in new condition until connection and the start-up of power

production. In order to better represent the consumption of the economic benefits of this farm, amortization is equal to zero until the farm is connected to the grid. If the plants had been in production, amortization would have been 2,600,000 euros.

Commissioning of the first unit of the Oiapoque combined power plant in Brazil (12 MW)

Following the bid tender process won by Valtalia in the fourth quarter of 2014, the Group commissioned the thermal unit of the Oiapoque power plant in October 2015. The site consists of a 12 MW thermal plant and a 7.5 MW hydropower plant located near Saut Cafesoca on the Oiapoque River. Construction of the hydropower plant will be launched once the

detailed technical designs have been completed, with commissioning scheduled no later than 2021. As of that date, the hydro plant will produce first and the thermal power plant will provide the additional power during peak periods, the dry season and maintenance periods.

Commissioning of the Vamcruz wind farm (93 MW) in Brazil

In January 2016, the Group announced the start of production in late 2015 of the entire Vamcruz site, following the progressive commissioning of the 31 turbines in the farm.

The Group's installed capacity rose to 376.1 MW at December 31, 2015, up from 271.1 MW at June 30, 2015 and 133.1 MW at December 31, 2014.

CONSTRUCTIONS in 2015

Purchase of turbines and construction start for Vila Pará power plants with a capacity of 99 MW

This complex, which consists of four wind farms near the Areia Branca and VamCruz farms, is located in the State of Rio Grande do Norte in Brazil. The Vila Pará complex holds electricity sales contracts won during the bid tender of December 2013. The contracts run for 20 years as of January 2018.

Valtalia took a new step by signing a contract to purchase 33 turbines which will equip the wind plant at Vila Pará, and then by launching the construction work at the end of 2015.

Commissioning of the farms is scheduled for the final quarter of 2016.

2015 BIDDING SUCCESSES

French solar bid tender: 2 projects won for 14.3 MW

In November 2015, the Group won two solar projects with a total capacity of 14.3 MW in the third bid tender process organized by the French Energy Regulatory Commission (CRE). The two projects won by Voltalia are located in the Var: the Canadel project (10.5 MW) in Brignoles and

the Castellet II projects (3.8 MW) in the municipality of Le Castellet. This second project is adjacent to the first farm with the same name, commissioned by Voltalia in 2013 following the CRE I bid round won in 2012.

Brazilian bid tender: a 27 MW wind project won

Voltalia won a 27 MW project in the national electronic auctions organized by the Brazilian federal authorities on November 13, 2015. The 27 MW project is located in Vila Acre, in the Serra Branca *cluster*, which already has existing power plants (the Areia Branca and VamCruz plants) and

plants under construction (Vila Pará). The new 27 MW project will benefit from synergies with these plants: construction continues the projects now under construction and the new plant will use the same transmission line built by Voltalia in 2014

OTHER DEVELOPMENTS

Acquisition of a portfolio of projects in the second half of 2015

Voltalia acquired a portfolio of 379 MW in wind projects in France from Maïa Eolis along with the land rights to projects now in the upstream study phase. Construction could begin within the next two years. This transaction increases Voltalia's

global pipeline of projects in development, while rebalancing the pipeline geographically. As of December 31, 2015, the French projects in development represented 22% of the global pipeline of projects in development.

VOLTALIA SIGNS NEW OPERATING AND MAINTENANCE SERVICE CONTRACTS

Voltalia is progressively developing operating and maintenance services for solar power plants located in Greece. After its first Chinese customer in June 2014, Greek customers then signed new contracts in July 2015, including contracts for

solar plants equipped with trackers (a device for automatic tracking of the sun's path to maximize production). Today, Voltalia operates 65 solar power plants for third-party customers in Greece for a total of 31.5 MW.

NEW GROUP SITE: MOROCCO

In April 2015, Voltalia opened a subsidiary in Morocco, based in Rabat.

Deploying its strategy to Morocco, Voltalia is establishing operations in the country to develop, build and operate electricity projects. Voltalia is positioned in both competitive bid tenders launched by the public authorities and in the sale of electricity on the Moroccan free market.

After forming its team, Voltalia has already filed applications for authorizations for four hydraulic projects (a total of 39 MW) and one solar project (3 MW). Thanks to this rapid start-up, Moroccan projects in development at December 31, 2015 already represented 9% of the global pipeline of projects in development.

RESOLUTION OF THE VOLTA GUIANA DISPUTE

The dispute between Volta Guiana and a photovoltaic installation builder was resolved in July 2015. After an initial judgment in Voltalia's favor in March 2012, upheld by the ruling of the non-current charge of (342) thousand euros.

Court of Appeals in March 2015, the builder was planning an appeal to the Court of Cassation. The agreement signed by the parties early in July 2015 definitively ended the dispute with a net

PRIZES AND AWARDS

Award of ISO 9001:2008 certification in Greece

The Greek subsidiary Voltalia Greece earned ISO 9001:2008 certification in March 2015 for its services to operate, manage and maintain

photovoltaic solar power plants. This certification is the result of an in-depth audit conducted by an accredited agency.

2015 Grand Prize for Growth Companies

In July 2015, the Group won the Grand Prize for Growth Companies in the Greentech & Energies category for companies with annual revenues of between 20 and 100 million euros. This prize recognizes businesses from all sectors and of all

sizes that demonstrate remarkable growth by innovating, creating jobs, and developing corporate, social and environmental programs.

SUBSEQUENT EVENTS

RECENT MACROECONOMIC AND ENERGY CHANGES

Brazil is suffering from recession, high inflation, rising interest rates and the decline of its currency. The BNDES, the principal Brazilian infrastructure bank, has slowed the granting of long-term loans. In this context, Voltalia has negotiated the extension of some of its Brazilian bridge loans. In addition, the very low rainfall in recent years until the beginning of 2016 made electricity rare and exceptionally expensive in the spot market. Voltalia has benefited from this trend since 2015 by selling on the spot market the quantities exceeding the production level stipulated in the long-term contracts, the rates for which are indexed to inflation. The Brazilian public authorities continue to launch bid tenders for very high volumes (5.4 GW in contracts awarded in 2015) in order to improve the balance between supply and demand.

In France, the site of the COP 21 conference on climate, and the country which passed the Act on the Energy Transition, the public authorities on September 1, 2015 modified France's target for capacities in solar energy by 2020, raising it from 5,400 MW to 8,000 MW.

The Greek public authorities negotiated an agreement with their principal creditors on July 13, 2015 that allowed the resumption of the service on their debt. The foreign currency control implemented on June 29, 2015 is still in place today. This process did not have a significant impact on the Group's financial position as Greece has installed capacity of 4.7 MW, which represented 1.25% of the Group's installed capacity at December 31, 2015.

NOTE 4- ACCOUNTING RULES AND METHODS

a. Statement of compliance

The Voltalia Group's consolidated financial statements have been prepared in accordance with IFRS (International Financial Reporting Standards) as adopted by the European Union and applicable at the closing date of the accounts, i.e. December 31, 2015.

http://ec.europa.eu/internal_market/accounting/ias/index_fr.html

The consolidated financial statements of the Voltalia Group were approved by the Board of Directors of Voltalia SA on February 19, 2016.

b. Financial statements

The Group presents the income statement by type, including revenue, current operating income, other operating income and expense, financial income, income from equity affiliates and net income from consolidated companies.

Following the recommendation of the Accounting Standards Authority No. 2013-03 of November 7, 2013, relating in particular to the income statement format under IFRS, the Voltalia Group decided to include in its income statement the item "Current operating income", calculated as the difference between "Operating income" and "Other operating income and expenses", the latter corresponding to unusual, abnormal and infrequent events of a significant material nature.

Non-current operations of material amounts that could make current operating performance more difficult to interpret are classified in "other operating income and expenses". This may include the following:

- Gains or losses on disposal or significant and unusual impairment of non-current tangible or intangible assets,
- Certain restructuring charges: These are solely restructuring costs that would be likely to make the interpretation of recurring operating income more difficult to interpret as a result of their unusual nature and importance.
- Other operating income and expenses, such as a provision for litigation, are of very significant materiality.

For the presentation of the statement of financial position, the distinction between current and non-current items required by IAS 1 corresponds essentially to the division of assets (fixed/circulating) and liabilities (long term/short term).

c. Functional and presentation currency

The consolidated financial statements are presented in thousands of euros, the reporting currency and functional currency of the parent company.

d. Valuation basis of the financial statements

In the consolidated financial statements for the year ended December 31, 2015, the Group applied the same accounting principles and valuation methods as those used on December 31, 2014.

At December 31, 2015, the financial statements were prepared in accordance with the principles of operational continuity and historical cost, with the exception of financial items held for trading valued at fair value. The methods used to measure fair value are discussed in Note 31.

e. Use of estimates

As part of the process of drawing up the consolidated financial statements, the valuation of certain balance sheet items requires the use of assumptions, estimates and assessments. This includes the valuation of the intangible assets and, in particular, the assets related to projects in development, the determination of provisions, the recognition of revenues, impairment tests, and the valuation of financial instruments. These assumptions, estimates or assessments are made based on information or situations existing at the financial statement preparation date and that may differ from the actual situation in the future.

In addition, at each reporting date the Group identifies assets whose sale is in progress and assesses whether the sale is highly probable as

specified in IFRS 5, which requires an entity to classify a non-current asset (or group held for sale) as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use.

Finally, most of the Group's operating entities have multi-year contracts with significant clients. During the course of these contracts and on the occasion of their termination and/or renewal, discussions may take place between these entities and their clients about the conditions, including financial, from the past performance of these contracts.

f. New standards

NEW STANDARDS, AMENDMENTS TO STANDARDS AND INTERPRETATIONS OF MANDATORY STANDARDS IN THE EUROPEAN UNION AS OF DECEMBER 31, 2015

As of December 31, 2015, the Voltalia Group applied the standards, interpretations, principles and accounting policies in force in the financial statements for the year 2014, with the exception of the changes required by the IFRS mentioned below, applicable from January 1, 2015; these changes have no significant impact on the accounts:

- IFRIC 21 "Taxes (Levies)" is applicable retrospectively to fiscal years opened on or after June 17, 2014. This standard now leads to the recognition on January 1 of all taxes due (IFER, property tax, C3S, etc.) on this same date.

TEXTS THAT CAN BE EXPECTED BY PUBLIC TRADED EUROPEAN COMPANIES OVER THE YEAR

As of December 31, 2015, these texts are applicable only on an optional basis, provided the interpretations of the texts in force and already approved by Europe and are not in conflict. The Voltalia Group has opted not to apply these provisions early.

TEXTS AND INTERPRETATIONS PUBLISHED BY THE IASB, BUT WHICH CANNOT BE ANTICIPATED BY PUBLICLY TRADED EUROPEAN COMPANIES OVER THE YEAR

The Group is currently studying the impacts of the application of IFRS 15 “Revenue from contracts with customers”, which would apply to the Group as of the year opening January 1, 2018, subject to adoption by the European Union.

g. Consolidation and equity accounting methods

FULL CONSOLIDATION

In accordance with IFRS 10 “Consolidated Financial Statements”, the consolidated financial statements include the accounts of all entities that the Group controls directly or indirectly, whatever their level of participation in the equity of these entities. An entity is controlled when the Group has power over this entity, when it is exposed to or has rights to variable returns because of its involvement in this entity, and when it has the ability to use its power over the entity to influence the amount of these returns. The determination of control takes into account the existence of potential voting rights if they are significant, i.e. if they can be exercised on a

timely basis when decisions about the relevant activities of the entity must be taken.

The consolidated entities of the Group are classified as “affiliates”. The entities that the Group controls by means other than voting rights are described as “unconsolidated structured entities.”

Reciprocal receivables and liabilities, as well as reciprocal income and expenses related to fully consolidated companies, are eliminated in full. The internal margins between these companies are eliminated.

JOINT ACTIVITIES AND COMPANIES AT EQUITY

IFRS 11 supersedes IAS 31 “Interests in Joint Ventures” and SIC 13 “Jointly Controlled Entities - Non-Monetary Contributions by Venturers”. This new standard defines how a joint arrangement is to be treated.

Under this new standard, partnerships through which two or more parties have joint control are accounted for on the basis of rights and obligations of each party to the partnership, taking particular account of the structure, the legal form of the agreements, the rights granted to each party by the agreements, as well as the facts and circumstances, as appropriate:

- Assets and liabilities (income and expenses) of joint activities that give each of the co-participants direct rights

in the assets and obligations reported as liabilities shall be recognized using the interest in the joint activity.

- Joint ventures that confer rights in the net assets should be accounted for using the equity method, because the proportional consolidation method is no longer permitted.

In addition to the case of joint ventures (see above), and pursuant to IAS 28 R, the equity method is applied to associates in which the Group has significant influence (generally over 20%), i.e., when it has the power to participate in financial and operating policy decisions, but

cannot control or exercise exclusive or joint control over those policies.

This method of consolidation consists of retaining the net assets and net income of a company in proportion to the interest held by the parent company in the capital and the goodwill relating thereto, as appropriate.

Receivables and payables to associates are considered outside of the Group and therefore not eliminated.

Consequently, IFRS standards require consolidation under the equity method of the following:

- Associates, companies over which the Voltalia Group has significant influence;
- Joint ventures, companies over which the Voltalia Group has joint control.

As at December 31, 2015, the Voltalia Group has not identified any companies classified as joint ventures.

h. Foreign currency transactions

Foreign currency transactions are translated into euros using the exchange rate in effect on the transaction date. For practical purposes, an annual average price is generally used. Monetary items and, where appropriate, non-monetary items measured at fair value in a foreign currency are translated using the closing price. The general principle is that translation differences relating to these items are recognized in income over the period.

Translation differences relating to intragroup assets and liabilities are also recognized in income. On an exceptional basis, such translation differences are temporarily recognized in other comprehensive income when the monetary asset or liability forms an integral part of the net investment in a foreign company. This is the case for loans and receivables for activities in Brazil and for which settlement is neither planned nor likely in the foreseeable future.

i. Financial statements denominated in foreign currencies

The functional currency of the foreign subsidiaries of the Voltalia Group always corresponds to the local currency of these entities. On this basis, the assets and liabilities of the companies included in the scope of consolidation and denominated in foreign

currencies are translated into euros using the exchange rate at the balance sheet date.

The income and expenses of these subsidiaries are translated into euros at an average exchange rate over the period.

Exchange rates used within the Group are as follows:

	Closing rates 12 31 2015	Closing rate 2015	Average rate 2014	Opening rate 01 01 2015
MAD Moroccan Dirham	0.0918	0.0918		0.0908
BRL Brazilian Real	0.2313	0.2741	0.3202	0.3061

All currency translation differences arising from the conversion of these financial statements are recognized in other comprehensive income.

i. Earnings per share

The information presented is calculated using the following principles:

Basic earnings per share: the result for the period (Group share) is the weighted average number of common shares outstanding during the period, excluding treasury shares held during the period. The average number of ordinary shares in circulation is an adjusted annual weighted average of the number of ordinary shares bought back or issued during the period and calculated

based on the date of issue of shares during the period.

Diluted earnings per share: The result of the period (Group share) and the weighted average number of shares outstanding used to calculate the basic earnings per share are adjusted for the effects of all potentially diluting common shares: stock options, bonus shares and other diluting instruments (BSPCE).

j. Revenue recognition

The Group's revenue primarily comprises the supply of electricity (and heat) from the Group's production units. To a very minor extent, the Group's revenue includes the provision of operational and maintenance services for power plants and the disposals of renewable electricity power plant projects before construction has been started.

Income from ordinary activities refers to the fair value of the consideration received or receivable for goods and services sold in the normal course

of the Group's activities. Income from ordinary activities is recognized net of discounts and rebates, and net of intragroup sales. No revenue is recognized if there is significant uncertainty as to the recoverability of the consideration due.

Indemnities for late payments received on plant construction are recorded as revenue from the supply of electricity. These indemnities are used to offset revenue not invoiced by the Group due to the delay of the launch of electricity production.

k. Cost of net financial debt

The cost of net financial debt includes interest payable on borrowings calculated using the effective interest rate method, net of interest receivable on investments and other financial income.

Income from interest is recognized in the income statement as it accrues, using the effective interest rate method.

l. Taxes on income

Income tax expense (tax income) comprises current tax expense (current tax income) and deferred tax expense (deferred tax income). Tax is recognized in the income statement unless it relates to items recognized directly in equity, in which case it is recognized in other comprehensive income.

Current tax is (i) the estimated amount of tax payable on the taxable income of a period, determined using tax rates that have been

enacted or substantively enacted by the balance sheet date, and (ii) any adjustment to the amount of tax payable in respect of previous periods.

Tax consolidation scopes have been established within the Group. Each of the areas is treated as a taxable entity under IAS 12 and is accordingly the subject of a corresponding deferred taxation compensation.

Deferred tax: see Note 18 in this report.

m. Segment reporting

Segment reporting is presented in accordance with the internal reporting system of the Group, which is used by the General Management to measure performance and allocate resources.

Risks and returns are also specific to each of the sectors. Geographical areas are defined according to their specific economic environment and are subject to different risks and returns.

n. Goodwill

Business combinations are accounted for under IFRS 3R. Under this method, assets acquired, liabilities and contingent liabilities are measured at fair value in accordance with the requirements of this standard.

The valuation differences arising on consolidation are allocated to the assets and liabilities concerned, including the share attributable to non-controlling interests.

Goodwill corresponds to the difference between the purchase price paid during a business combination and the amount of assets and liabilities acquired, net of the liabilities and contingent liabilities assumed.

The positive difference between the acquisition cost and the proportionate share of the acquirer in the fair value of identifiable assets and liabilities acquired is recognized as goodwill in the balance sheet. If this difference is negative, it is recognized directly in income at the date of acquisition.

Goodwill is not amortized and is subject to impairment tests at each balance sheet.

o. Intangible assets

Intangible assets are initially recognized at their cost or fair value if they are acquired in the context of a business combination.

Development costs correspond to the capitalized costs of projects under development. Expenses

for each project are capitalized as soon as all of the following criteria are met:

- Visibility with respect to access to land, such as obtaining a lease agreement and favorable environmental impact studies.
- Visibility of authorizations, e.g., filing of administrative records and high probability of obtaining permits.
- Feasibility of the grid connection.
- Sufficient profitability of the project.

Capitalized costs include the internal and external costs recorded for each project:

- External costs correspond to commitments to outside vendors or service providers (invoices, invoices receivable, status reports, etc.)
- Internal costs are measured based on the time allocated to these projects.

All projects are reviewed at each closing, and projects in development that no longer meet the activation criteria or which are abandoned are fully depreciated.

Projects under consideration continue to be recognized in expenses.

Depreciation is recognized in expense using the straight line method over the useful lives of the intangible assets, unless such lives are indefinite. Intangible assets with finite useful lives are amortized as soon as they are brought into service. Intangible assets with an indefinite useful life and intangible assets not yet in service are subject to an annual impairment test and each time there is an index of impairment.

Please note that projects held for sale whose value is less than the carrying amount will be impaired in the amount of the price specified in the sales agreements.

p. Property, plant and equipment

Property, plant and equipment consist mainly of steam and electricity generation facilities. They are recognized at cost (purchase price plus ancillary costs).

When the components of an asset have different useful lives, they are accounted for separately and depreciated over their own useful lives. Significant spare parts are capitalized and depreciated over the useful life of power plants.

The straight line amortization method, which leads to a constant expense over the useful life of the assets, is normally used by the Group. The

Group may opt for amortization using production units in the specific case where the power plants in production face technical, operations or regulatory constraints. In the absence of connection to the power grid, and therefore an absence of production, amortization is zero. This is the case for the SMG wind farm, operational since June 30, 2015, which is not connected to the grid because of the delay in the connection work which is the government's responsibility. For information, the annual allocation using the straight line method that would have been recognized would have been 2.5 million euros.

The useful lives used for the main components are the following:

- For wind energy: 25 years
- For solar energy: 25 years

- For hydraulic energy: infrastructure from 5 to 40 years; equipment from 8 to 20 years
- For biomass: infrastructure 15 to 30 years; equipment from 5 to 30 years.

Other fixed assets are amortized on a straight-line basis over periods of between 2 and 10 years. The Group conducts an annual review of useful lives.

Land is not depreciated.

Decommissioning obligations were recognized as an asset component against a provision in the same amount. Decommissioning obligations are amortized based on the life of the underlying assets concerned.

In the absence of multi-year maintenance expenses, expenses for routine maintenance of power plants to keep them in good working order are recorded as expenses as they arise.

Residual values and useful lives of assets are reviewed and, if necessary, adjusted at each balance sheet date. This was in particular the case at December 31, 2015, the date on which the Group draws the accounting consequences from the operating experience acquired in very specific geographic regions. It shows, in fact, that at the end of several years of operation the

Guiana local environment (very humid climate and high wood density) significantly increases wear on certain components. Power plant operators are now convinced that it was therefore more useful to replace these components more frequently.

The carrying amount of an asset is written down immediately to its recoverable amount when the carrying amount of the asset exceeds its estimated recoverable amount.

Production facilities are amortized on a straight line basis over their estimated useful lives, or actual use if a contract provides for a transfer of ownership, as of the date on which the asset is put into use, i.e., once it is in place and in the condition necessary to be capable of operating in the manner intended by management.

q. Impairment of goodwill, intangible assets and property, plant and equipment

The Group uses estimates and must use certain assumptions designed to (i) assess the expected useful life of the assets in order to determine their amortization period; and (ii) recognize impairment, if necessary, on the balance sheet value of any asset.

In order to ensure the correct valuation of its assets on the balance sheet, the Group regularly reviews certain indicators that would lead to the performance of an impairment test, if necessary.

Impairment tests are based on the use of assumptions concerning:

- The determination of future operating cash flows (weather conditions, inflation,

operating costs, CAPEX of projects in development or in construction).

- The determination of the discount rates on future cash flows.

The assumptions used by the Group to calculate the recoverable value of its assets is based on past experience and on external data. CGUs correspond to homogeneous sets of assets, the continued use of which generates cash flows.

The Group's activities, primarily composed of electricity sales, are classified in the following categories:

- The activity located in Brazil, which corresponds to the sale of electricity produced primarily by wind farms held and controlled by the Group.
- The activity in Greece, which corresponds to the sale of electricity produced by solar farms held and controlled by the Group.
- The activity located in France and Guiana, which corresponds to the sale of electricity produced by solar, wind, biomass and hydraulic farms held and controlled by the Group.

It should be noted that all these activities are subdivided into as many CGUs as farms or *clusters* of farms in operation or development.

Discount rates are determined from the weighted average cost of capital (WACC). They are calculated by geographic region and are adjusted on the basis of the state of progress of the projects (development, construction and operation). At December 31, 2015, the discount rates used were as follows:

- Between 9.3% and 10.2% for the CGUs in Brazil.
- Between 11.9% and 13.6% for the CGUs in Greece.
- Between 4.6% and 5.1% for the CGUs in France and Guiana.

An impairment test is performed:

- at least once a year for assets with an indefinite life span (goodwill and assets in progress or under construction); or
- in the presence of an index of impairment for assets that can be depreciated (property, plant and equipment).

Impairment is recognized, if applicable, in the amount of the potential recoverable loss of value of the asset. The recoverable value is the higher of the fair value of the assets (defined by the CGU) and its useful value. The useful value is

exclusively determined from the discounted future cash flows expected from the CGU. These flows are determined on the basis of electricity sale contracts.

The tangible and intangible assets of the farms and clusters in operation present no index of impairment at December 31, 2015.

While the macro-economic situation is still uncertain in Greece, it has been improving since June 30, 2015. No specific difficulty is encountered on the farms in operation. In this context, no test of impairment was performed. The cash flows as determined were discounted on the basis of an average rate of 11.9%. On the basis of these tests, no impairment was recognized. An impairment test of the value of these assets at the discount rate was performed: a change of 100 basis points upward in the rate would have a negative impact on the value of the assets tested of 0.6 million euros.

The non-amortizable assets (goodwill, projects in development and power plants under construction) were tested for impairment. The Greek non-amortizable assets have been depreciated entirely since 2011. Non-amortizable assets in Morocco were activated over the year and are not significant at year-end 2015. The non-amortizable assets in Brazil and France were tested for impairment, which did not result in the recognition of depreciation.

Analysis of the sensitivity of the impairment tests was performed for the CGUs in Brazil and France on a change of +/- 1 point in the discount rates cited above. It would not lead to any potential depreciation

r. Government Grants IAS 20

Government grants are recognized when there is reasonable assurance that the Group will fulfill the conditions attached to the grant and that the grant will be received.

Grants attached to assets (investment grants) are presented as a decrease of the asset and depreciated over the lifetime of the asset for

which the grant was made through a reduction in the depreciation expense.

Operating grants are presented as a credit in the income statement over the periods necessary to connect them with the costs they are intended to compensate.

s. Payments made under operating leases

Payments made under operating leases are recognized as an expense on a straight-line basis over the lease term.

Benefits received are part of the total net lease expense and are recognized in income according to the same rule.

t. Finance leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental thereto. These finance lease contracts are then recognized at the lower of the fair value of the asset and the present value of the minimum payments under the lease. Lease payments are apportioned between the finance

charge and the reduction of the outstanding liability. The finance charge is allocated to the various periods during the lease term so as to produce a constant periodic effective rate of interest on the remaining balance of the liability under each period.

u. Handling of “Girardin” transactions

These transactions are specific to France to develop and foster certain transactions on predefined territories. The main steps of a “Girardin” transaction are as follows:

Step 1: Production of an asset by the Voltalia Group

Step 2: Transfer of the asset to a company of “Investors”

Step 3: Lease of the property by the Voltalia Group from the company of “Investors”

Step 4: Acquisition of the asset or project by the Voltalia Group from the company of “Investors” after 5 years.

The implementation of this arrangement can have different legal forms (sale/acquisition of shares and/or shares in a company holding the asset). Whatever the method used, the consolidation of Girardin transactions remains unchanged from the options already used by the Voltalia Group last year. The delivery of the production facilities that correspond to the contributions made by investors to make

commissioning possible is the trigger event of the emergence of an operating company, of which the Group takes control. This event generates the recognition of operational income up to the capital increase granted by investors, net of any losses accrued during the period between the entry of investors until the date of their exit.

v. *Deferred taxes*

Deferred taxes are recognized in the income statement and statement of financial position to reflect the temporary differences between the carrying amounts and tax bases of assets and liabilities.

Deferred taxes are accounted for using the balance sheet approach of the liability method. Deferred taxes are measured taking into account known changes in tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. The impact of possible changes in tax rates on deferred taxes previously recognized on the income statement or in equity is recognized on the income statement or in equity during the year in which these rate changes become effective.

Deferred taxes are recognized in the statement of net income or in other comprehensive income or in equity during the year in which they relate

to the items themselves recognized in profit or loss or in equity.

Deferred tax assets are recognized if and only if it is probable that taxable profits will be available against which the deferred tax asset can be utilized. In the absence of a high degree of probability, such assets are not recognized. The carrying amount of deferred tax assets is reviewed at each balance sheet date to determine whether this value should be reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilized. Conversely, any such reduction must be reversed to the extent that it becomes probable that sufficient taxable profit will be available.

Deferred tax assets and liabilities are not discounted.

w. *Inventories*

Replacement part inventories are valued at historical cost and in application of the FIFO method. Impairment exists when the fair value is below the purchase cost.

x. *Trade and other receivables*

Trade receivables are initially recognized at their nominal value and subsequently measured at amortized cost. An impairment of trade

receivables is established when objective evidence exists that the Group will be unable to collect all amounts due according to the original

contractual terms. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial restructuring and default or delinquency in payment are indicators

of impairment of a receivable. The amount of the impairment represents the difference between the carrying amount of the asset and the value of the estimated future cash flows.

y. *Cash and cash equivalents*

Cash and cash equivalents comprise cash on hand and demand deposits. They also include UCITS that meet the definition of IAS 7. UCITS that do not meet the definition of cash and cash equivalents are classified as other current financial assets.

Any bank overdrafts repayable on demand that are an integral part of the Group's cash management are a component of cash and cash equivalents for purposes of the statement of cash flow.

The concept of net cash used by the Group corresponds to the total of cash and cash equivalents less bank overdrafts.

An instrument is classified as an investment at fair value through profit or loss if it is held for trading or designated as such upon initial recognition. Financial instruments are designated at fair value through profit or loss if the Group manages such investments and makes purchase and sale decisions based on their fair value. On initial recognition, directly attributable transaction costs are recognized in income as incurred. Financial instruments at fair value through profit or loss are measured at fair value and any resulting change is recognized in income.

z. *Share-based compensation expense*

Stock options granted to corporate officers and certain key executives are measured at fair value at the grant date by the Board of Directors. This measurement is not subsequently revised. Based on the estimated number of options that will vest at the end of the vesting period, the Group recognizes the overall charge spread equally across this period. These expenses are offset by charges in equity under reserves.

aa. *Financial assets and liabilities*

Financial assets consist of accounts receivable, term deposits, loans, non-consolidated investments, investments and cash equivalents and derivative instruments with a positive value.

Sufficiently liquid investments are considered to be trading assets and are classified as "assets at fair value through profit or loss".

Non-consolidated investments and other assets available for sale are recognized at fair value, and the consideration for these variations is included in other comprehensive income.

Trade receivables, guarantee deposits and term deposits are recorded using the amortized cost method at the effective interest rate. This method does not result in significant differences

with the nominal value of receivables that is used. In case of difficulties in debt recovery, impairments are recognized on the basis of collection estimates.

Despite the possible negative value of financial instruments, financial liabilities recognized by the Group are recognized using the amortized cost method at the effective interest rate.

bb. Share capital

Ordinary shares are classified as equity instruments. Supplementary costs directly attributable to the issue of new shares or options are recognized in equity as a reduction of income from the issue.

cc. Assets and liabilities held for sale

In accordance with IFRS 5, when the Group has decided to sell 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 present condition subject only to the conditions that are usual and customary for sales of such assets;
- and its sale is likely within one year.

Furthermore, an activity is classified under “discontinued operations” when:

- all the criteria for classification as non-current assets held for sale or discontinuation are met, and if
- one of the additional criteria described below is also satisfied:
 - it represents a separate major line of business or geographical area of operations;
 - it forms an integral part of a unique plan to dispose of a business line or of the activities in a geographic area;
 - it is a subsidiary acquired in order to be sold or abandoned.

dd. Derivative financial instruments

The Group uses derivative financial instruments to hedge its exposure to interest rate risks arising from its operating, financing and investment activities. In accordance with its cash management policy, the Group does not hold or issue derivative financial instruments for trading purposes.

Derivative financial instruments are measured at fair value. The fair value of interest rate swaps is

the estimated amount that the Group would receive or would settle to terminate the swap at the balance sheet date, taking into account the current level of interest rates and the credit risk of the counterparties to the swap.

The gain or loss arising from the fair value remeasurement is recognized immediately in income, except when a derivative financial instrument is designated as a hedging instrument

for the cash flow variations of a highly probable forecast transaction. The effective portion of the gain or loss on the derivative financial instrument is recognized in other comprehensive income and

transferred to profit or loss when the hedged item affects the result itself. The ineffective portion (non-existent on December 31, 2015) is recognized immediately in income.

ee. Employee benefits

These benefits may be offered through defined contribution plans or defined benefit plans. Within the framework of defined contribution plans, the Group has no obligation other than to pay contributions; the charge corresponding to the contributions paid is recognized directly in income for the year.

Post-employment benefits

Defined benefit plans are subject to actuarial measurement using the projected unit credit method. Under this method, each period of service gives rise to an additional unit of benefit entitlement and each unit is measured separately to measure the final obligation. This final obligation is then discounted.

These actuarial calculations include demographic and financial assumptions defined across each of the entities concerned and taking into consideration their local macro-economic environment.

ff. Provisions

The Group recognizes provisions when:

- it has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation;
- it can reliably estimate the amount of the obligation.

For the wind energy sector and in application of Decree No. 2011-985 mentioned in the highlights of the year, the Voltalia Group has a decommissioning and reclamation obligation

All actuarial differences are recognized under other comprehensive income.

Termination benefits

Where necessary, employment contract termination benefits may be reviewed, and provisions are made up to the amount of the resulting commitment. Benefits that fall due more than 12 months after the balance sheet date are discounted.

Short-term benefits

Short-term obligations are measured on an undiscounted basis and recognized when the related service is provided.

after the production period. This obligation includes the decommissioning of production installations, excavation of part of the foundations, restoration of the land unless the

owner wants to maintain it in its current condition, and recovery or disposal of waste materials resulting from demolition or decommissioning.

A provision for decommissioning the farm is established with an offsetting entry for decommissioning the asset, the cost of which is the subject of an estimate each year and which is amortized on a straight-line basis over the useful life of the asset. In case of a change in estimate that leads to an increase in the provision, the net value of the asset being decommissioned will be increased accordingly. Conversely, if the change in estimate leads to a decrease in the provision, the asset being decommissioned will be depreciated.

For the photovoltaic sector, decommissioning costs are not considered significant.

In rare cases, maintenance obligations assumed by the Group that meet the provisioning requirements summarized above have been recorded as a liability. As with all reserves, the Group regularly reviews these provisions, which must in any case reflect the best estimate at the close of the period.

In this context, operating experience has led the Group to break down these assets with more granularity and to revise the depreciation schedule of the most vulnerable components of the production units accordingly; some provisions are thus no longer applicable.

gg. Trade and other payables

All these liabilities are initially recognized at nominal value and subsequently at amortized cost.

NOTE 5- SCOPE OF CONSOLIDATION

ENTITY	CORE BUSINESS	PERCENTAGE INTEREST AT 12/31/2015	PERCENTAGE INTEREST AT 12/31/2014	CONSOLIDATION METHOD
Parent Company				
Voltalia SA	Holding/Engineering		Consolidating entity	
Subsidiaries				
France				
3VD	Wind	100.00%	100.00%	FC
3LE	Wind	40.00%	40.00%	EM
Biobar	Biomass	100.00%	100.00%	FC
Anelia	Holding/Engineering	50.10%	50.10%	FC
Parc Eolien Argenteuil	Wind	50.10%	50.10%	FC
Parc Eolien Coulmier	Wind	50.10%	50.10%	FC
Parc Eolien Laignes	Wind	50.10%	50.10%	FC
Parc Eolien Sarry	Wind	50.10%	50.10%	FC
Adriers Energies	Wind	100.00%	100.00%	FC
La Faye Energies	Wind	62.71%	62.71%	FC
Echauffour Energies	Wind	100.00%	100.00%	FC
Meje Energies	Solar	100.00%	100.00%	FC
Montmayon	Solar	100.00%	100.00%	FC
Parc éolien de Molinons	Wind	100.00%	100.00%	FC
Parc solaire de Montclar	Solar	100.00%	100.00%	FC
Parc solaire du Castellet	Solar	100.00%	100.00%	FC
St Marcel de Careiret	Solar		100.00%	-
Parc solaire de Piboulon	Solar	100.00%	100.00%	FC
Parc Solaire Puy Madame I	Solar	100.00%	100.00%	FC
Parc Solaire Puy Madame II	Solar	100.00%	100.00%	FC
Parc Solaire Puy Madame III	Solar	100.00%	100.00%	FC
Parc Solaire Puy Madame IV	Solar	100.00%	100.00%	FC
4 Termes 1	Solar	40.00%	40.00%	EM
4 Termes 2	Solar	40.00%	40.00%	EM
Fangas 1	Solar	40.00%	40.00%	EM
Fangas 2	Solar	40.00%	40.00%	EM
Parc solaire Carrière des plaines	Solar	100.00%	100.00%	FC
Parc solaire de Tresques	Solar	100.00%	100.00%	FC
Parc solaire Pays de Jales	Solar		100.00%	-
Parc solaire de Grignan	Solar	100.00%	100.00%	FC
Parc solaire du Castellet 2	Solar	100.00%	100.00%	FC

ENTITY	CORE BUSINESS	PERCENTAGE INTEREST AT 12/31/2015	PERCENTAGE INTEREST AT 12/31/2014	CONSOLIDATI ON METHOD
Overseas departments and territories				
Voltalia Caraïbes	Holding/Engineering	100.00%	100.00%	FC
Brazil				
Voltalia Do Brasil	Holding/Engineering	100.00%	100.00%	FC
Paracatu Energia	Hydropower	51.00%	51.00%	FC
Sapeel	Hydropower	95.00%	95.00%	FC
Junco 1	Wind	25.60% *	25.60%	FC
Junco 2	Wind	25.60% *	25.60%	FC
Caiçara 1	Wind	25.60% *	25.60%	FC
Caiçara 2	Wind	25.60% *	25.60%	FC
Terral	Wind	100.00%	100.00%	FC
Carcara 1	Wind	100.00%	100.00%	FC
Carcara 2	Wind	100.00%	100.00%	FC
Reduto	Wind	51.00%	51.00%	FC
Santo Cristo	Wind	51.00%	51.00%	FC
Carnauba	Wind	51.00%	51.00%	FC
Sao Joao	Wind	51.00%	51.00%	FC
Envolver	Holding/Engineering	50.20%	50.20%	FC
Areia Branca I	Holding/Engineering	100.00%	100.00%	FC
Areia Branca II	Holding/Engineering	100.00%	100.00%	FC
Tourinho I	Wind	100.00%	100.00%	FC
Tourinho II	Wind	100.00%	100.00%	FC
Vila Para I	Wind	100.00%	100.00%	FC
Vila Para II	Wind	100.00%	100.00%	FC
Vila Para III	Wind	100.00%	100.00%	FC
Vila Amazonas V	Wind	100.00%	100.00%	FC
Voltalia Sao Miguel Do Gostoso	Holding/Engineering			
Participacoes S.A		51.00%	51.00%	FC
Oiapoque Energia	Hydropower	100.00%		FC
Voltalia SMG I	Holding/Engineering	51.00%	51.00%	FC
Vamcruz Participacoes SA	Holding/Engineering	25.60% *		FC
Vamcruz 1 Participacoes SA	Holding/Engineering	25.60% *		FC
Serra Pará Participações S.A	Holding/Engineering	100.00% *		FC
Serra Pará I Participações S.A	Holding/Engineering	100.00% *		FC

*

These companies are controlled by the Group.

ENTITY	CORE BUSINESS	PERCENTAGE INTEREST AT 12/31/2015	PERCENTAGE INTEREST AT 12/31/2014	CONSOLIDATION METHOD
Greece				
Voltalia Greece	Holding/Engineering	100.00%	100.00%	FC
Energiaki Aguelokastrou	Solar	100.00%	100.00%	FC
Energiaki Sesklou Magnisias	Solar	100.00%	100.00%	FC
Energiaki Sesklou 1 Ltd	Solar	100.00%	100.00%	FC
Greek Wind Power	Wind	45.00%	45.00%	EM
Cluster Holding SA	Wind	80.00%	80.00%	FC
Rougero Holding SA	Wind	51.00%	51.00%	FC
Gerovolt Ltd	Solar	100.00%	100.00%	FC
Energen SA	Solar	100.00%	100.00%	FC
Forgero Holding SA	Wind	65.00%	65.00%	FC
Energiaki Agionoriou	Solar	100.00%	100.00%	FC
Sarafadis SNC	Solar	100.00%	100.00%	FC
Kalaitzidis St - Ofidis AR	Solar	100.00%	100.00%	FC
Fotovoltaiki Systimata Katerin	Solar	100.00%	100.00%	FC
Fotovoltaiki Parka Pieras	Solar	100.00%	100.00%	FC
Fotovoltaiki Katerinis SNC	Solar	100.00%	100.00%	FC
Lakka Kokkini Aioliiki SARL	Wind	100.00%	100.00%	FC
GSolar Energiaki	Solar	64.00%	64.00%	FC
Xenakis Yorgos SCS	Solar	98.00%	98.00%	FC

ENTITY	CORE BUSINESS	PERCENTAGE INTEREST AT 12/31/2015	PERCENTAGE INTEREST AT 12/31/2014	CONSOLIDATI ON METHOD
French Guiana				
Voltalia Guyane	Holding	80.00%	80.00%	FC
SIG Mana	Hydropower	80.00%	80.00%	FC
SIG Cacao	Hydropower	80.00%	80.00%	FC
SIG Kourou - gérant = Gerinves	Biomass and solar	80.07%	80.07%	FC
Voltalia Kourou	Biomass and solar	80.07%	80.07%	FC
Centrale Hydroélectrique de Saut Maman Valentin (CHSMV)	Hydropower	80.00%	80.00%	FC
Voltalia Organabo Investissement	Solar	80.00%	80.00%	FC
Belle Etoile energie Guyane	Solar	80.00%	80.00%	FC
Tamanoir energie Guyane	Hydropower	80.00%	80.00%	FC
Voltalia Saut Mapaou Exploitation	Hydropower	80.00%	80.00%	FC
VLT saut Mapaou Investissement	Hydropower	80.00%	80.00%	FC
Solaire Kourou In	Solar	80.00%	80.00%	FC
Bon Espoir energie Guyane	Biomass	80.00%	80.00%	FC
Voltalia Biomasse Amazone Investissement	Biomass	80.00%	80.00%	FC

Volta Guyane	Solar	100.00%	100.00%	FC
Montsinery SNC (Volta G holding)	Solar	100.00%	100.00%	FC
Voltalia Investissement	Holding		100.00%	-
Saut Dalles Energie Guyane	Hydropower	80.00%	80.00%	FC
Maripasoula Energie Guyane	Hydropower	80.00%		FC

Entity	Core business	Percentage interest at 12/31/2015	Percentage interest at 12/31/2014	Consolidation method
Morocco				
Voltalia Maroc	Holding	99.97%		FC

Changes in scope, and/or restructuring operations for the year 2015, are as follows:

In Brazil:

- Creation of Vamcruz Participacoes SA and Vamcruz 1 Participacoes SA.
The Group created the company Vamcruz Participacoes through contributions of equity securities from the companies Junco 1, Junco 2, Caiçara 1 and Caiçara 2, which were previously held by Envolver (51%) and CHESF (49%).
- Creation of a company to build the Oiapoque thermal power plant and Cafesoca hydropower plant following the successful tender of September 2014.
This resulted in the creation of the Oiapoque Energia project company, which is 100% controlled and fully consolidated.

In metropolitan France:

Companies Saint Marcel de Careiret and Pays de Jalès were sold in the first half of 2015.

In French Guiana:

- Universal transfer of assets and liabilities of Volta Investissement:
Volta Investissement was dissolved by a universal transfer of assets and liabilities in the second half of 2015.
- Creation of Maripasoula Energie Guyane:
The Group created the company Maripasoula Energie Guyane, wholly owned by Voltalia Guyane and fully consolidated.

In Morocco:

- Creation of Voltalia Maroc
The Group incorporated Voltalia Maroc in 2015.
At December 31, 2015, the following entities were wholly-owned but not consolidated by the Group:
- France:
 - Parc Solaire du Canadel
 - GEP Energie France

- PEP Energie France
- ECM Energie France
- SVNC Energie France
- French Guiana:
 - Roura Biomasse Energie
 - Cr'Eole
- Brazil:
 - Vila Acre 1
 - Voltalia Energia Do Brasil e Consultoria e Participacoes.

NOTE 6- OPERATING SEGMENTS

Segment reporting is presented on the basis of the internal organization of the Group, which reflects the different levels of risk and returns in which the Group operates.

Segment reporting by business segment is favored, because risks and returns of different types depend mainly on the Group's activities rather than their geographical location.

The segmentation used by the management of the Group is as follows:

Electricity production (by energy source):

- Wind power: This activity includes our wind farm, which provides electricity production pursuant to contracts with a term of at least 15 years from their commissioning.
- Solar power: This activity includes our solar parks on the ground or solar roofs, which provide electricity production in accordance with contracts with a term of 20 years from their commissioning.
- Hydropower: This activity includes our hydropower plants along the river, which provide electricity production to national distribution companies in accordance with contracts with a term of at least 20 years from their commissioning.
- Biomass: This activity includes our biomass-fueled thermal power stations, which provide either electricity production or co-generation of electricity and heat for domestic or private companies in accordance with contracts of 20 to 25 years from their commissioning.
- Hybrid: This activity includes power plants that provide electricity from a hydro/thermal mix. During times of peak demand, maintenance, and the dry season, hydropower generation is supplemented by thermal power to meet the demand for electricity.

Corporate:

- Income from the provision of services: Group companies develop projects and carry out tasks in order to obtain construction and production permits. These services can be managed by the services of the Group or delegated and supervised by service providers that the Group partners with. This activity generates operational income when projects are sold. The Group can also perform operations and maintenance services for renewable power plants owned by third parties.
- Corporate/Engineering and unallocated: The Corporate segment includes the operating and financial activities of the Group and the newly established companies that have made any significant investment.

As at December 31, 2015, the operating breakdown by market is as follows:

Assets and liabilities in 2015 allocated according to activity:

BALANCE SHEET ITEMS 12/31/2015	Holding	Wind	Biomass	Hydropower	Solar	Hybrid	Total
Goodwill and assets	4,578	408,05	8,680	22,464	37,071	1,131	482,000
Non-current assets	2,215	2,850	0	12	673	1	5,751
Current assets	9,435	44,961	692	224	5,860	1,722	62,895
Equity	199,368	4,453	613	3,239	3,256	235	211,165
Non-current liabilities	6,532	224,79	3,833	9,563	20,440	-	265,108
Current liabilities	31,048	34,757	1,062	1,899	3,752	1,187	73,706

Excluding assets and liabilities held for sale.

Assets and liabilities in 2015 allocated according to region:

BALANCE SHEET ITEMS 12/31/2015	FRANCE	FRENCH GUIANA	BRAZIL	GREECE	MOROCCO	Total
Goodwill and assets	69,823	42,989	356,210	12,661	317	482,000
Non-current assets	5,612	3	122	8	6	5,751
Current assets	10,190	3,832	45,399	3,248	237	62,906
Equity	199,768	9,800	17,517	(15,589)	(331)	211,165
Non-current liabilities	62,024	19,376	181,538	2,171	(0)	265,108
Current liabilities	25,361	6,004	39,887	2,240	212	73,704

Excluding assets and liabilities held for sale.

Assets and liabilities in 2014 allocated according to activity:

BALANCE SHEET ITEMS						
12/31/2014	Holding	Wind	Biomass	Hydropower	Solar	Total
Goodwill and assets	2,904	334,386	9,311	23,280	39,326	409,207
Non-current assets	2,291	3,080	0	75	930	6,375
Current assets	18,570	47,927	1,359	2,320	6,566	76,742
Non-current liabilities	2,303	114,794	4,924	11,023	22,223	155,268
Current liabilities	10,923	106,889	939	3,625	4,093	126,469

Excluding assets and liabilities held for sale.

Assets and liabilities in 2014 allocated according to region:

BALANCE SHEET ITEMS					
12/31/2014	FRANCE	FRENCH GUIANA	BRAZIL	GREECE	Total
Goodwill and assets	69,538	44,885	280,813	13,971	409,207
Non-current assets	5,050	21	836	468	6,375
Current assets	33,021	7,189	33,689	2,843	76,742
Non-current liabilities	57,345	24,073	71,277	2,573	155,268
Current liabilities	18,304	5,745	99,722	2,698	126,469

Excluding assets and liabilities held for sale.

Components of results as at December 31, 2015 based on activity:

INCOME STATEMENT ITEMS	Corporate	Wind	Biomass	Hydro-power	Solar	Hybrid	Total
12/31/2015							
Revenue	1,046	44,074	2,854	1,601	7,404	1,503	58,482
Other operating income	30	3	0	27	23		83
Consumables	(1,138)	(6,064)	(383)	(69)	(180)	(736)	(8,570)
External expenses	(3,073)	(4,404)	(1,357)	(856)	(995)	(300)	(10,985)
Payroll expenses	(3,904)	(267)	(355)	(148)	(255)	-	(4,930)
Taxes other than on income	(436)	(2,002)	(305)	(5)	(244)	(55)	(3,046)
Depreciation and amortization	(391)	(7,265)	(653)	(892)	(1,507)	(6)	(10,714)
Depreciation, amortization and provisions	312	374	1,577	257	269	-	2,789
Changes in inventories of finished goods and work in progress	-	-	-	-	-	-	-
Other financial income and expenses	300	(85)	(160)	(194)	(342)	-	(481)
Current operating income	(7,254)	24,364	1,217	(278)	4,173	407	22,629
Income from disposal of consolidated assets	79	-	-	-	-	-	79
Other non-current operating income and expenses	(42)	(46)	(5)	1	(317)	-	(409)
EBITDA	(7,138)	31,209	288	357	4,914	412	30,043

INCOME STATEMENT ITEMS 12/31/2015	Corporate	Wind	Biomass	Hydro- power	Solar	Hybrid	Total
% EBITDA margin	<i>N/A</i>	<i>71%</i>	<i>10%</i>	<i>22%</i>	<i>66%</i>	<i>27%</i>	<i>51%</i>
OPERATING INCOME	(7,217)	24,318	1,212	(277)	3,855	407	22,298
% Operating margin	<i>N/A</i>	<i>55%</i>	<i>42%</i>	<i>-17%</i>	<i>52%</i>	<i>27%</i>	<i>38%</i>
Income from cash and cash equivalents	416	3,047	-	-	30	0	3,493
Cost of gross financial debt	(817)	(14,720)	(338)	(565)	(1,291)	(0)	(17,730)
Cost of net financial debt	(401)	(11,673)	(338)	(565)	(1,260)	0	(14,237)
Other financial income and expenses	1,960	(1,730)	(512)	(115)	(213)	5	(606)
PROFIT BEFORE INCOME TAXES	(5,658)	10,914	362	(957)	2,382	412	7,455
Taxes on income	(298)	(2,496)	0	(0)	(155)	(46)	(2,996)
AFTER TAX INCOME	(5,956)	8,418	362	(957)	2,227	365	4,459
Income from companies at equity	-	101	-	-	(10)	-	91
TOTAL NET INCOME	(5,956)	8,519	362	(957)	2,217	365	4,550

Components of results as at December 31, 2015 based on geographical area:

INCOME STATEMENT ITEMS 12/31/2015	FRANCE	FRENCH GUIANA	BRAZIL	GREECE	MOROCC O	Total
Revenue	11,463	6,925	36,944	3,150	-	58,482
Other operating income	0	27	30	26	-	83
Income from ordinary activities	11,464	6,952	36,974	3,176	-	58,565
Income from ordinary activities	11,464	6,952	36,974	3,176	-	58,565
Current operating income	1,091	2,256	18,734	863	(317)	22,629
EBITDA	2,857	2,939	23,323	1,417	(313)	30,042
% EBITDA margin	<i>25%</i>	<i>42%</i>	<i>63%</i>	<i>45%</i>	<i>N/A</i>	<i>51%</i>
OPERATING INCOME	1,149	1,923	18,711	832	(317)	22,298
% Operating margin	<i>10%</i>	<i>28%</i>	<i>51%</i>	<i>26%</i>	<i>N/A</i>	<i>38%</i>
NET FINANCIAL INCOME	(1,580)	(1,813)	(11,043)	(398)	(8)	(14,843)
PROFIT BEFORE INCOME TAXES	(431)	110	7,668	433	(325)	7,455

Taxes on income	(174)	(155)	(2,667)	0	-	(2,996)
AFTER TAX INCOME	(604)	(45)	5,000	433	(325)	4,459
Income from companies at equity	99	-	-	(8)	-	91
TOTAL NET INCOME	(506)	(45)	5,000	425	(325)	4,550

Components of results as at December 31, 2014 based on activity:

INCOME STATEMENT ITEMS	Corporate	Wind	Biomass	Hydropower	Solar	Total
12/31/2014 (12 months)						
Revenue	344	12,709	3,783	2,896	7,858	27,592
Other operating income	7	0	0	-	10	18
Consumables	(621)	(179)	(976)	(83)	(398)	(2,257)
External expenses	(2,113)	(1,131)	(1,424)	(417)	(911)	(5,996)
Payroll expenses	(1,524)	(188)	(544)	(98)	(205)	(2,559)
Taxes on other than income	(2,211)	(632)	(93)	(6)	(468)	(3,409)
Depreciation and amortization	(275)	(1,768)	(889)	(449)	(1,638)	(5,020)
Depreciation, amortization and provisions	(414)	359	(949)	(408)	(144)	(1,556)
Changes in inventories of finished goods and work in progress	-	-	-	-	-	-
Other financial income and expenses	249	(115)	(8)	(95)	(108)	(76)
Intra-group transactions			-	72	74	146
Current operating income	(6,557)	9,055	(1,098)	1,340	3,997	6,736
	-					-
Income from disposal of consolidated assets	-	-	-	-	-	-
Other non-current operating income and expenses	(870)	(17)	1	10	101	(774)
						-
OPERATING INCOME	(7,427)	9,038	(1,097)	1,350	4,098	5,962
						-
Income from cash and cash equivalents	766	2,101	-	-	30	2,897
Cost of gross financial debt	(466)	(901)	(379)	(592)	(1,558)	(3,896)
Cost of net financial debt	299	1,200	(379)	(592)	(1,528)	(999)
						-
Other financial income and expenses	792	(1,301)	1,386	(152)	(303)	422
						-
PROFIT BEFORE INCOME TAXES	(6,335)	8,937	(90)	606	2,267	5,385
						-
Taxes on income	(36)	(282)	212	(241)	(208)	(555)
						-
AFTER TAX INCOME	(6,371)	8,655	122	365	2,059	4,830
Income from companies at equity	-	78	-	-	(12)	66
TOTAL NET INCOME	(6,371)	8,733	122	365	2,048	4,898

Components of results as at December 31, 2014 based on geographical area:

INCOME STATEMENT ITEMS 12/31/2014	FRANCE	FRENCH GUIANA	BRAZIL	GREECE	Total
Revenue	7,900	8,269	8,682	2,740	27,592
Other operating income	0	1	2	14	18
Income from ordinary activities	7,900	8,271	8,684	2,754	27,609
Income from ordinary activities	7,900	8,271	8,684	2,754	27,609
Current operating income	(1,428)	2,181	5,828	156	6,736
EBITDA	318	5,151	6,188	879	12,536
OPERATING INCOME	(2,284)	2,198	5,828	221	5,962
NET FINANCIAL INCOME	(1,502)	(1,778)	3,137	(435)	(577)
PROFIT BEFORE INCOME TAXES	(3,786)	420	8,965	(214)	5,385
Taxes on income	69	(447)	(177)	(0)	(555)
AFTER TAX INCOME	(3,717)	(27)	8,788	(215)	4,830
Income from companies at equity	74	-	-	(8)	66
TOTAL NET INCOME	(3,642)	(27)	8,788	(223)	4,896

NOTE 7- REVENUE

Revenues generated by the Group break down as follows:

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014	Chge	% Chge
Revenue - energy sales	57,435	26,748	30,687	+115%
Revenue - development activities and services	1,046	844	202	+24%
Total revenue	58,482	27,592	30,890	+112%

On December 31, 2015, [revenues from energy sales](#), the core activity of Volitalia with very long-term visibility, totaled 57,435,000 euros, up 115% compared to December 31, 2014.

The exceptional growth of +30,687,000 euros in energy sales for the year is mainly based on:

- o new revenues in Brazil (8,232,000 euros) from the Sao Miguel do Gostoso wind farms commissioned at the end of June 2015, but not yet connected to the grid;
- o the full-year impact of revenues generated from the Areia Branca wind farms in Brazil (24,275,000 euros) and the Adriers and Molinons wind farms in France (4,729,000 euros).

Revenue from service provision activities and the sale of developed projects rose to 1,046,000 euros in 2015, from 844,000 euros in 2014. This increase is related to revenues from operating and maintenance service contracts in Greece, a new activity for the Group.

The table below provides details on the key customers contributing to revenue:

<i>(In thousands of euros)</i>	12/31/2015	%	12/31/2014	%
EDF	18,147	31%	15,184	55%
Private customer (Brazil)	12,299	21%	-	0%
CCEE (Brazil)	11,849	20%	-	0%
Spot market (Brazil)	11,273	19%	8,382	30%
DESMIE (Greece)	2,292	4%	2,301	8%
Others	2,622	4%	1,725	6%
TOTAL	58,482	100%	27,592	100%

NOTE 8- OPERATING EXPENSES

The increase in current operating expenses is due to the load increase at plants that came online as well as the costs of purchasing energy for resale in Brazil.

Personnel expenses allocated to development and construction projects are recorded as assets.

Other personnel expenses are included in the income statement.

The increase in personnel expenses is related to the necessary recruitments of support teams and lower allocations of personnel to project construction.

NOTE 9- DEPRECIATION, AMORTIZATION AND PROVISIONS

Depreciation and amortization in the amount of 10,714,000 euros (versus 5,018,000 euros as of December 31, 2014) reflects the depreciation of plants in operation. This increase is in line with the new wind farms commissioned late in 2014 and in 2015 (110 MW mainly from Areia Branca, Adriers and Molinons).

These provisions also include depreciation calculated according to the units-of-output method (amount nil) for the Sao Miguel de Gostoso wind farm. This wind farm has been operational since June 30, 2015, but is not generating energy due to the delay in building

the transmission line (construction is the responsibility of the French government). During this period before connection to the electrical grid, the wind turbines in question are locked into a protective position. In this way they are subject to little to no wind conditions. Similarly, all rotating and wear-prone parts are kept stationary until the start of electrical generation, that date being the effective start date of depreciation, using the straight-line method, over 25 years. This will lead to a depreciation charge of about 5,200,000 euros per year (at constant exchange rates).

At December 31, 2015, the net reversal of impairment losses and provisions came to 2,789,000 euros.

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014
Reversals of impairment losses	3,818	-
Impairment charges	(1,029)	(1,556)
Total	2,789	(1,556)

It mainly covers:

- net provisions to cover the feasibility risks of projects in development in the amount of 984,000 euros;
- the net reversal of a provision for the impairment of trade receivables in the amount of 1,221,000 euros, which corresponds to payments actually collected.
- Net reversals of provisions amounting to 630,000 euros concerns certain provisions originally recorded for the French Guiana region in response to regulatory obligations. These have become irrelevant under the revised depreciation schedule.

NOTE 10- OTHER OPERATING INCOME AND EXPENSES

Other income and expenses mainly reflects the unwinding of litigation (342,000 euros) between Volta Guyane and a supplier in French Guiana.

NOTE 11- NET FINANCIAL INCOME

Net financial income includes both the cost of debt and other financial income and expenses.

<i>In thousands of euros</i>	12/31/2015	12/31/2014
Income from cash and cash equivalents	3,493	2,897
Interest expenses on bank loans and overdrafts	(17,730)	(3,896)
Cost of net financial debt	(14,237)	(999)
Translation gains	424	(0)
Translation losses	(1,155)	(0)
Other financial income and expenses	126	422
Other financial income and expenses	(606)	422
Total net financial income	(14,843)	(577)

The change in financial income mainly includes the following:

- The sharp increase in the Group's [cost of net financial debt](#), directly related to strong business development in Brazil. In effect, in 2015, the increase in interest expense is due to the full-year impact of loans on new projects commissioned in late 2014 (Terral, Carcara 2, Adriers and Molinons) and projects commissioned in 2015 (and Carcara1 and SMG), in a context where the main Brazilian interest rate applied to Group borrowings (the TJLP) increased from 5.5% to 7% between January 1 and December 31 of 2015.
- Investment income recorded mainly in Brazil (3,493,000 euros at end 2015).
- The balance of translation gains and losses of (731,000 euros) from the liquidation of debts.

NOTE 12- INCOME TAX EXPENSE AND RELATED LIABILITIES

Income tax expense and related liabilities of (3,000,000 euros) mainly includes current taxes of Brazilian subsidiaries under the "lucro presumido" tax regime and, to a lesser degree, corporate income taxes on two French operating companies that are not consolidated.

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014
Current tax	(559)	(287)
Taxes other than on income	(2,369)	(821)
Deferred taxes	(67)	552
Total	(2,996)	(555)

The tax rationalization is shown in the following table:

<i>(In thousands of euros)</i>	12/31/2015
Net income from consolidated companies, before tax	4,550
Share of companies at equity	91
Net income from consolidated companies excluding companies at equity	4,459
Net income from entities outside the scope of IAS 12 - Income Taxes	6,817
Net income from consolidated companies excluding companies at equity and entities outside the scope of IAS 12 - Income Taxes	(2,357)
Income tax expense	(627)
Profit before income taxes	(1,731)
Theoretical tax rate	33.33%
Theoretical tax	577
Reconciliation	
Permanent differences	(1,100)
Tax losses on the year not recognized as deferred tax assets	(855)
Use of prior period tax losses not recognized as deferred tax assets	714
Difference between the tax rate of the parent company and that of its subsidiaries	38
Taxes recognized	(627)

NOTE 13- GOODWILL

<i>(In thousands of euros)</i>	12/31/2014	Increase	Decrease	Translation reserve	12/31/2015
Gross values					
Voltalia Greece	435	-	-	-	435
3VD	1,019	-	-	-	1,019
Paracatu (161 KBRE)	49	-	-	(12)	37
Sapeel	624	-	-	(153)	472
Energen	11	-	-	-	11
Total	2,139	-	-	(165)	1,974
Impairment					
Voltalia Greece	(435)	-	-	-	(435)
3VD	-	-	-	-	-
Paracatu (161 KBRE)	-	-	-	-	-
Sapeel	(624)	-	-	153	(472)
Energen	(11)	-	-	-	(11)
Total	(1,071)	-	-	153	(918)
Net values					
Voltalia Greece	-	-	-	-	-
3VD	1,019	-	-	-	1,019
Paracatu (161 KBRE)	49	-	-	(12)	37
Sapeel	-	-	-	-	-
Energen	-	-	-	-	-
Total	1,068	-	-	(12)	1,056

NOTE 14- INVESTMENTS IN ASSOCIATES

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014
3LE	379	278
Fangas 1	(20)	(20)
Fangas 2	(20)	(20)
4 Termes 1	(21)	(20)
4 Termes 2	(20)	(20)
Greek Wind Power	(19)	(11)
Total	278	187

NOTE 15- INTANGIBLE ASSETS

<i>(In thousands of euros)</i>	12/31/2014	Increase	Decrease	Changes in scope	Change in translation differences	Other changes	12/31/2015
Gross values							
Lease rights	279	-	(220)	-	-	-	59
Research and development expenses	2,216	-	-	-	-	-	2,216
Concessions, patents, licenses	425	26	-	-	-	-	451
Other intangible assets	13,640	1,186	(21)	(0)	(1,695)	9,889	22,999
Intangible assets in progress	37,535	5,946	(6)	(65)	(3,154)	(16,023)	24,233
Prepaid expenses	54	2	-	-	(0)	-	56
Total gross values	54,148	7,161	(247)	(65)	(4,850)	(6,134)	50,013
Depreciation and amortization/impairment							
Lease rights	(25)	(4)	-	-	-	-	(29)
Research and development expenses	(482)	(117)	-	-	-	-	(599)
Concessions, patents, licenses	(396)	(13)	-	-	-	-	(410)
Other intangible assets	(2,189)	(613)	-	-	14	(50)	(2,839)
Intangible assets in progress	(12,534)	(697)	1,685	-	87	366	(11,093)
Prepaid expenses	-	-	-	-	-	-	-
Total depreciation and amortization/impairment	(15,627)	(1,445)	1,685	-	101	316	(14,970)
Net carrying amounts							
Lease rights	254	(4)	(220)	-	-	-	30
Research and development expenses	1,734	(117)	-	-	-	-	1,616
Concessions, patents, licenses	29	13	-	-	-	-	41
Other intangible assets	11,450	573	(21)	(0)	(1,682)	9,838	20,159
Intangible assets in progress	25,000	5,250	1,679	(65)	(3,067)	(15,657)	13,141
Prepaid expenses	54	2	-	-	(0)	-	56
Total net values	38,521	5,716	1,438	(65)	(4,749)	(5,818)	35,043

Intangible investments at December 31, 2015 of 35,043,000 euros, net of impairment and amortization charges, relate mainly to the construction of the Areia Branca, Sao Miguel do Gostoso and VamCruz wind farms in Brazil, and to the construction of the Molinons and Adriers wind farms in mainland France. This amount includes "Other intangible assets" for 22,999,000 euros, representing design and engineering expenses on power plants in operation.

The "Other" column mainly presents:

- The reclassification of property, plant and equipment as well as depreciation and impairment charges is related to both of the following:
 - Reclassification of a Group subsidiary under "Assets held for sale" as required under IFRS 5.
 - The reclassification of assets under development to intangible assets and property, plant and equipment following the commissioning of the SMG and Carcara 1 wind farms in the first half of 2015, and that of VamCruz in the second half.

NOTE 16- PROPERTY, PLANT AND EQUIPMENT

<i>(In thousands of euros)</i>	12/31/2014	Increase	Decrease	Changes in scope	Change in translation differences	Other changes	12/31/2015
Gross values							
Land	321	-	-	-	(19)	-	302
GER component	-	-	-	-	-	541	541
Buildings	35,693	129,255	-	-	(57,441)	243,762	351,269
Leased buildings	11,160	-	-	-	-	-	11,160
Facilities and equip.	59,699	1,141	(4)	-	(216)	(195)	60,425
Facilities and equip. under finance lease	13,125	-	-	-	-	-	13,125
Other property, plant and equipment	4,032	156	(5)	-	(109)	12	4,086
Assets under construction	81,584	2,088	-	-	(8,249)	(74,028)	1,396
Prepaid expenses	184,322	39,739	(45)	-	(25,401)	(165,000)	33,615
Total	389,935	172,378	(54)	-	(91,435)	5,093	475,917
Depreciation, amortization and impairment losses							
GER component	-	(229)	-	-	27	(323)	(525)
Buildings	(4,919)	(6,018)	-	-	803	(515)	(10,649)
Leased buildings	(2,966)	(418)	-	-	-	-	(3,384)
Facilities and equip.	(6,816)	(2,648)	4	-	10	21	(9,429)
Facilities and equip. under finance leases	(2,716)	(525)	-	-	-	-	(3,241)
Other property, plant and equipment	(2,517)	(567)	1	-	27	(4)	(3,059)
Assets under construction	(571)	(4)	11	-	58	497	(9)
Total	(20,505)	(10,409)	16	-	926	(324)	(30,295)
Net carrying amounts							
Land	321	-	-	-	(19)	-	302
GER component	-	(229)	-	-	27	218	16
Buildings	30,774	123,236	-	-	(56,638)	243,247	340,620
Leased buildings	8,194	(418)	-	-	-	-	7,776
Installations techniques, mat. & out.	52,882	(1,507)	-	-	(206)	(174)	50,996
Facilities and equip. under finance lease	10,409	(525)	-	-	-	-	9,884
Other property, plant and equipment	1,515	(410)	(4)	-	(82)	8	1,027
Assets under construction	81,014	2,084	11	-	(8,191)	(73,531)	1,387
Prepaid expenses	184,322	39,739	(45)	-	(25,401)	(165,000)	33,615
Total	369,430	161,970	(38)	-	(90,509)	4,769	445,622

At December 31, 2015, the increase in property, plant and equipment of 161,969,000 euros, net of depreciation and impairment charges, was mainly due to the construction of the Sao Miguel do Gostoso and VamCruz wind farms in Brazil, commissioned in 2015, and the launch of construction of Vila Para.

In addition, the "Other" column primarily reflects the reclassification of assets under construction to intangible assets and property, plant and equipment, following the commissioning of the SMG and Carcara 1 wind farms in 2015.

Due to changes in the operating mode, a set of provisions previously recognized on the French Guiana region is no longer classified as a liability. This amount was nevertheless reclassified under depreciation and amortization in order to account for the obsolescence of the assets in question.

NOTE 17- NON-CURRENT FINANCIAL ASSETS

<i>(In thousands of euros)</i>	12/31/2014	Increase	Decrease	Scope changes	Translation adjustments	Other changes	12/31/2015
Non-current assets	11	(24)	(0)	260	4	491	742
Other receivables related to equity investments	1,545	-	(275)	-	-	-	1,270
Loans, security deposits and other receivables	3,653	623	(368)	-	(46)	(463)	3,399
Total non-current financial assets	5,209	600	(643)	260	(42)	28	5,411

Non-current financial assets mainly reflect loans and guarantees. These are mainly guarantee deposits payable to banks as part of financing arrangements, and loans to non-controlling interests. These assets are not depreciated.

NOTE 18- DEFERRED TAXES

A deferred tax asset is recognized for tax losses if and only if it is likely that there will be taxable profits in the near future against which these tax losses and unused tax credits can be utilized.

Deferred tax assets, deferred liabilities and deferred tax payments, as shown in the Group's statement of financial position and income statement, relate exclusively to French subsidiaries outside the tax consolidation arrangement.

Recognized Group deferred tax assets and liabilities have a total net value of zero. They

relate to 5,237,000 euros in deferred tax liabilities and 4,079,000 euros in deferred tax assets and other temporary differences amounting to 1,158,000 euros. Taxes are mainly on the value of assets (projects in development or in operation) and related financial instruments, as shown in the statement of financial position.

Available deferrable losses amount to 52,490,000 euros as such and 23,940,000 euros under the tax consolidation arrangement. The corresponding tax assets are respectively 16,520,000 euros and 7,980,000 euros.

NOTE 19- TRADE AND OTHER RECEIVABLES

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014
Trade & other receivables	11,834	7,793
Employee benefit receivables	91	32
Tax receivables - excl income tax	1,796	6,858
Current accounts	76	94
Other receivables	2,563	885
Total Trade Receivables	16,361	15,663

Trade and other receivables, recognized in the amount of 16,361,000 euros, reflect the following main elements:

- Trade receivables and other receivables related to energy production in December 2015 and to advances paid to suppliers
- Other receivables including acquired rights at Maia Eolis when purchasing a 378 MW wind farm portfolio
- Tax receivables in the amount of 1,796,000 euros consisting mainly of VAT receivables

Trade receivables includes impairment amounting to 1,785,000 euros as of December 31, 2015.

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014
Trade receivables - gross	13,619	9,575
Other receivables	4,527	7,870
Impairment	-1,785	-1,782
Net receivables	16,361	15,663

The change in impairment of trade receivables is as follows:

<i>(In thousands of euros)</i>	Balance at 01/01/2015	Addition	Reversal	Other (*)	Balance at 12/31/2015
Impairment - trade receivables	(1,782)	(1)	1,221	(1,222)	(1,785)

(*) reclassification of impairment of assets held for sale

Receivables by maturity are as follows:

Year	Gross value	Past due	Past due and written down	Maturity of receivables past due		
				< 1 month	1 > 6 months	> 6 months
2015	13,619	1,796	502	198	367	1,231
2014	9,575	4,593	1,782	713	1,300	2,580

NOTE 20- OTHER CURRENT ASSETS

Other receivables break down as follows:

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014
Prepaid expenses	706	1,009
Receivables related to equity investments - < 1 year	(0)	(0)
Loans, guarant. & other recv < 1 year	1,246	1,156
Accrued interest on receivables and loans	27	26
Total Other Current Assets	1,979	2,191

NOTE 21- NET CASH

The change in cash and cash equivalents resulted primarily from the investment needs of the wind farms in Brazil and France.

<i>(In thousands of euros)</i>	12/31/2014	Changes linked to activities	Scope changes	Translation adjustments	Other changes	12/31/2015
Financial and short-term investment receivables	32,411	3,824	-	(7,992)	(501)	27,742
Cash assets	26,368	(9,198)	(181)	(1,530)	390	15,849
Cash and cash equivalents	58,779	(5,374)	(181)	(9,521)	(111)	43,591
Bank overdrafts	(89)	(49)	0	-	-	(138)
Cash inflow (outflow)	(89)	(49)	0	-	-	(138)
Total Net Cash	58,690	(5,423)	(180)	(9,521)	(111)	43,454

NOTE 22- ACTIVITIES INTENDED FOR SALE

Group assets held for sale, despite being insignificant, were recognized in the financial statements as of December 31, 2014 following the signing of a memorandum of understanding in February 2015 which should complete in 2016. This group of assets is therefore kept under activities intended for sale in the sense of IFRS 5 as of December 31, 2015.

These assets held for sale amounting to 500,000 euros mainly included current assets (trade and tax receivables) of a Voltalia subsidiary. The fixed assets of that subsidiary, less depreciation, were exceptionally written down to zero.

NOTE 23- EQUITY**a. Share capital**

During fiscal year 2015, the capital evolved as follows:

Date	Transaction	Initial number of shares	Issued shares	Total shares	Value per share	Capital in euros
Jan 1/15	Number of shares	24,404,677		24,404,677	5.70	139,106,659
Jan 23/15	Capital increase		1,784,886	26,189,563	5.70	149,280,509
Nov 5/15	Exercise of 5,000 BSA - equity line		5,000	26,194,563	5.70	149,309,009
Nov 13/15	Exercise of 5,000 BSA - equity line		5,000	26,199,563	5.70	149,337,509
Dec 3/15	Exercise of 5,000 BSA - equity line		5,000	26,204,563	5.70	149,366,009
Dec 22/15	Exercise of 7,000 BSA - equity line		7,000	26,211,563	5.70	149,405,909
	Capital at December 31, 2015			26,211,563	-	149,405,909

b. Stock option plan

The General Meeting of April 2, 2008, gave permission to the Board of Directors to grant 312,454 BSPCE warrants with rights to the subscription of that same number of shares. The Board of Directors approved the allocation of 150,000 BSPCE warrants on April 1, 2009, and the allocation of the remainder (162,454 BSPCE warrants) was approved by the Board of Directors on August 3, 2009.

In total 42,105 BSPCEs were exercised and 112,354 BSPCEs expired resulting in 157,995 exercisable BSPCEs at December 31, 2015. Taking into account share consolidation decided by the AGM of June 31, 2014, there were 157,995 exercisable BSPCEs as of December 31, 2015 giving rights to 15,799 shares.

c. Bonus share plan

The general meeting of June 13, 2014 authorized the allocation of bonus shares, subject to a ceiling, to Company employees or certain categories of them and/or Company officers who meet the conditions established

by law. The Board of Directors on July 25, 2014, used this authorization to award 21,667 bonus shares to employees. This amount was unchanged at December 31, 2015.

d. Stock option plan for key managers

The general meeting of June 11, 2015 gave permission to the Board to allocate share subscription or purchase options, subject to a ceiling, to key managers who meet the conditions established by law. The Board of Directors used this authorization on August 6,

2015 to allocate 201,204 subscription options to certain employees and one corporate officer. The exercise price is 9.03 euros. The validity period of the plan is 7 years. The options will be exercisable until August 6, 2022.

e. The stock option plan as part of a share-based credit facility

In October 2015, a contract was signed between Voltalia SA and Kepler Cheuvreux to issue stock options to increase the number of floating shares and have a higher reserve of liquidity.

The Company issued a total of 1,000,000 warrants to subscribe to that same number of shares to the benefit of Kepler Cheuvreux which, subject to the conditions agreed by the contracting parties, is committed to exercising

them over the next 36 months, including at least 250,000 warrants during the first 12 months. If these warrants are exercised in full, it would increase the Company's floating component from 14.7% to 17.8% of the share capital.

As of December 31, 2015, 22,000 warrants had been exercised reducing the number of exercisable warrants to 978,000.

f. Dividends

No dividends have been paid since the Company's creation.

NOTE 24- EARNINGS ATTRIBUTABLE TO NON-CONTROLLING INTERESTS

At December 31, 2015, the earnings from non-controlling interests amounted to 73,000 euros.

NOTE 25- EARNINGS PER SHARE

a. Basic earnings per share:

<i>In euros</i>	12/31/2015	12/31/2014
Net earnings attributable to the parent company in the period	3,887,632	4,495,104
Net earnings taken into account to calculate earnings per share	3,887,632	4,495,104
Weighted average number of outstanding shares	26,052,668	18,281,893
Earnings per share in euros	0.1492	0.2459

Retrospective adjustment

Weighted average number of outstanding shares	26,052,668	26,052,668
Basic earnings per share (in €)	0.1492	0.1725

It is calculated by dividing the earnings attributable to the Group by the weighted average number of common shares outstanding during the period, less any treasury shares. The weighted average number of common shares is an average calculated from the date of issue or redemption of shares during the period.

b. Diluted earnings per share

<i>In euros</i>	12/31/2015	12/31/2014
Net earnings attributable to the parent company in the period	3,887,632	4,495,104
Net earnings taken into account to calculate diluted earnings per share	3,887,632	4,495,104
Weighted average number of outstanding shares	26,052,668	18,281,893
Number of shares resulting from the conversion of dilutive instruments	1,216,670	37,666
Weighted average number of outstanding shares used to calculate diluted earnings per share	27,269,338	18,319,559
Diluted earnings per share in euros - after consolidation	0.1426	0.2454
Retrospective adjustment		
Weighted average number of outstanding shares	27,269,338	27,269,338
Basic earnings per share (in €)	0.1426	0.1648

Diluted earnings per share takes into account the dilutive instruments outstanding at the end of the period.

As of December 31, 2015, dilutive instruments included:

- 157,995 exercisable BSPCEs giving rights to 15,799 shares;
- 21,667 bonus shares;
- 201,204 share subscription warrants (to the benefit of employees) giving rights to that same number of shares;
- 978,000 share subscription warrants (equity line), giving rights to that same number of shares,

NOTE 26- BORROWINGS AND FINANCIAL LIABILITIES (CURRENT AND NON-CURRENT)

Financial liabilities are as follows:

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014	Chge	Chge %
Borrowings from credit establishments	260,775	149,153	111,623	+75%
Other borrowings and similar debts	2,897	3,450	(553)	-16%
NON CURRENT	263,673	152,603	111,070	+73%
			-	
Bank overdrafts (cash liability)	40	1	39	
Accrued interest not due - liabilities	97	88	10	+11%
Borrowings from credit establishments < 1 year	38,528	91,488	(52,960)	-58%
Bank overdrafts (debts)	4,775	-	4,775	N/A
Accrued interest on borrowings	924	795	129	+16%
			-	
CURRENT	44,365	92,373	(48,007)	-52%
TOTAL FINANCIAL DEBT	308,038	244,976	63,063	+26%

Current and non-current borrowings and financial liabilities mainly correspond to:

- Long-term borrowings for wind farm operation and construction in the amount of 260,775,000 euros. The 111,623,000-euro increase mainly reflects the long-term refinancing at Banque Nationale de Développement Economique et Sociale (BNDES) of bridge financing (current liabilities) raised in late 2014 and early 2015 to finance the construction of the SMG and VamCruz wind farms in Brazil.
- Short-term borrowing. This consists of: (i) bridge financing, down significantly, at 10,451,000 euros, obtained to finance the construction of the SMG wind farms in Brazil, which will be repaid by drawing down a final tranche from BNDES in early 2016; and (ii) long-term borrowing maturing within a year.
- Corporate financing in the amount of 19,209,000 euros of which 4,409,000 euros is long term. These lines of credit set up in 2015 are mainly to finance the Group's development and build projects in Brazil while awaiting long-term refinancing.

The change in the Group's consolidated borrowing (+ 63,063,000 euros) reflects the major investments under way, particularly in Brazil, and our continuing development in other Group operating regions.

a. Analysis by maturity

<i>(In thousands of euros)</i>	12/31/2015	< 1 year	1 > 5 years	> 5 years
Bonds	-	-	-	-
Borrowings and liabilities at credit establishments	284,620	37,989	68,408	178,224
Leases	15,608	1,463	6,576	7,568
Bank overdrafts	4,913	4,913	-	-
Other borrowings and similar debts	2,897	-	-	2,897
Total	308,038	44,365	74,984	188,689

b. Analysis by interest rates

<i>(In thousands of euros)</i>	12/31/2015	Fixed rate	Variable rate
Borrowings and liabilities at credit establishments	284,620	38,884	245,736
Leases	15,608	6,186	9,422
Bank overdrafts	4,913	39	4,874
Other borrowings and similar debts	2,897	2,897	-
Total	308,038	48,007	260,032

Variable rate loans include, in the amount of 202,670,000 euros, debt raised in Brazil. The majority of these borrowings carry interest at an adjustable rate ("TJLP") applicable to borrowings from the public bank BNDES. These Brazilian adjustable rates decided by the public authority are generally correlated with inflation, and therefore with the revenue of the Group's power plants in Brazil. This correlation between changes in interest expenses and changes in revenues makes possible a generally effective economic hedge of long-term interest rate risk in Brazil.

c. Analysis by currency

<i>(In thousands of euros)</i>	12/31/2015	Euros	Real	US dollars	Pounds sterling
Borrowings and liabilities at credit establishments	284,620	81,950	202,670	-	-
Leases	15,608	15,608	-	-	-
Bank overdrafts	4,913	4,913	-	-	-
Other borrowings and similar debts	2,897	2,897	-	-	-
Total	308,038	105,368	202,670	-	-

d. Change in borrowings and financial liabilities

(In thousands of euros)	12/31/2014	Increase	Decrease	Translation adjustments	Other changes	12/31/2015
Borrowings from credit establishments	134,113	179,843	(339)	(41,043)	(25,568)	247,006
Finance leases	15,039	-	-	-	(1,270)	13,770
Other borrowings and similar debts	3,450	9	-	-	(562)	2,897
NON CURRENT	152,603	179,852	(339)	(41,043)	(27,400)	263,673
Bank overdrafts (cash liability)	1	39	-	-	-	40
Bank overdrafts (debts)	-	4,775	-	-	-	4,775
Accrued interest not due - liabilities	88	10	-	-	(0)	97
Borrowings from credit establishments	90,277	14,288	(80,555)	(12,320)	25,568	37,258
Finance leases	1,211	-	(1,393)	-	1,452	1,270
Accrued interest on borrowings	795	798	(489)	(183)	3	924
CURRENT	92,373	19,911	(82,437)	(12,503)	27,022	44,365
Total Financial Debt	244,976	199,762	(82,777)	(53,546)	(377)	308,038

NOTE 27- EMPLOYEE BENEFITS

Since 2014, the Group has measured the post-employment benefits for all of its employees. A provision for severance benefits at retirement in the amount of 40,000 euros was recognized as of December 31, 2015.

NOTE 28- NON-CURRENT PROVISIONS

(In thousands of euros)	12/31/2014	Additions	Reversals used	Reversals not used	Others	12/31/2015
Provisions for post-employment benefits	75	1	(37)	-	1	40
Provisions for litigation	230	-	(180)	-	-	50
Provisions for contingencies	-	-	-	-	-	-
Provisions for expenses	2,247	43	-	(630)	(415)	1,244
Total Provisions	2,552	44	(217)	(630)	(415)	1,335

Non-current provisions are composed of the following main elements:

- Provisions for decommissioning wind and solar parks were recognized in the amount of 1,244,000 euros.
- Provisions for litigation amounted to 50,000 euros. During the period, a reversal of 180,000 euros reflects the resolution of legal proceedings between Volta Guyane and a supplier.

- Unused reversals relate to certain provisions, initially set up in the Guyane region to meet certain regulatory obligations of certain specific components. As the operating conditions have changed, the Group has now decided to replace the large components. This resulted in the reversal of 630,000 euros, partially offset by the revision of the depreciation plan for the most exposed components of the power production sites.
- The flow of "Other" provisions for expenses mainly reflects a provision of 323,000 euros as at December 31, 2015 which was adjusted and reclassified as depreciation of the assets concerned, in order to improve the presentation of the valuation of the assets concerned.

NOTE 29- TRADE PAYABLES, CURRENT TAX LIABILITIES AND OTHER CURRENT LIABILITIES

At December 31, 2015, the main components of trade payables and other liabilities are as follows:

- Trade payables amounting to 13,855,000 euros.
- Social and tax liabilities in the amount of 5,333,000 euros.
- Advances received from minority shareholders in the amount of 9,401,000 euros.

<i>(In thousands of euros)</i>	12/31/2015	12/31/2014
Trade and other payables	28,630	32,992
Tax liabilities	702	586
Other current liabilities	7	518
Total current liabilities	29,339	34,096

NOTE 30- DERIVATIVE FINANCIAL INSTRUMENTS

<i>Hedge Counterparty/Company</i> <i>In thousands of euros</i>	Notional	Start date	Duration (yrs)	Expiry	Fair value 12/31/14	Fair value 12/31/15	Change in fair value Impact on earnings	Change in fair value Impact on equity
La Faye énergies	12,964	08/09/2011	14	06/30/2025	(1,632)	(1,367)	-	265
Molinons wind farm	13,996	10/02/2014	15	10/15/2029	(1,323)	(1,119)	-	204
Adriers énergies	12,060	10/02/2014	15	09/28/2029	(496)	(403)	-	93
Total	39,020				(3,450)	(2,889)	-	561

In order to hedge against exposure to rising interest rates that impact interest flows related to the variable rate financing of the La Faye, Molinons and Adriers wind farms, Voltalia subsidiaries concluded an interest rate swap whose characteristics in terms of nominal and dates of fixings correspond exactly to the characteristics of the hedged item. Consequently, this financial instrument is accounted for as fully effective.

The Group opted to apply hedge accounting on this derivative financial instrument in order to reduce the effect of its change in value on results. The main features of this interest rate hedge are described in the Registration Document under “interest rate risk”.

NOTE 31- HIERARCHY OF FAIR VALUE MEASUREMENT OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

12/31/2015 <i>(In thousands of euros)</i>	Prices listed on an active market for identical assets (level 1)	Prices based on observable data (level 2)	Prices based on non-observable data (level 3)
Non-current assets			
Other non-current financial assets	-	-	-
Other non-current assets	-	-	-
Current assets			
Cash and cash equivalents	-	-	-
12/31/2015 <i>(In thousands of euros)</i>	Prices listed on an active market for identical assets (level 1)	Prices based on observable data (level 2)	Prices based on non-observable data (level 3)

Non-current liabilities			
Non-current bank borrowings			
Non-current current accounts of associates			
Other non-current financial liabilities		2,889	2,889
Current liabilities			
Trade and other payables			
Current borrowings and overdrafts at banks			
Current current accounts of associates			
Other current liabilities		0	0

12/31/2014 <i>(In thousands of euros)</i>	Prices listed on an active market for identical assets (level 1)	Prices based on observable data (level 2)	Prices based on non-observable data (level 3)
--	--	---	---

Non-current assets
Other non-current financial assets
Other non-current assets

Current assets
Cash and cash equivalents

12/31/2014 <i>(In thousands of euros)</i>	Prices listed on an active market for identical assets (level 1)	Prices based on observable data (level 2)	Prices based on non-observable data (level 3)
--	--	---	---

Non-current liabilities			
Non-current bank borrowings		3,450	3,450
Non-current current accounts of associates			
Other non-current financial liabilities			
Current liabilities			
Trade and other payables			
Current borrowings and overdrafts at banks			
Current current accounts of associates			
Other current liabilities			

The Volitalia Group distinguishes three categories of financial instruments based on the two valuation methods used (listed prices and valuation techniques), and uses this classification, in accordance with international accounting standards, to present the characteristics of recognized financial instruments on the balance sheet at fair value through income or other comprehensive income at the reporting date:

Category level 1: Financial instruments listed on an active market.

Category level 2: Financial instruments measured at fair value using valuation techniques based on observable market parameters.

Category level 3: Financial instruments measured at fair value using valuation techniques based on unobservable parameters (parameters whose value results from assumptions not based on observable transaction prices in markets in the same instrument or observable market data available at closing) or which are only partially observable.

NOTE 32- CATEGORIES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

At December 31, 2015, the measurement principles used for financial instruments and their market value are as follows:

At December 31, 2014, the measurement principles used for financial instruments and their market value were as follows:

<i>At Dec 31, 2015 (In thousands of euros)</i>	<i>Fair value through income</i>	<i>Available- for-sale assets</i>	<i>Loans and receivables</i>	<i>Debt at amortized cost</i>	<i>Derivative instruments</i>	<i>Balance sheet value</i>	<i>Fair value</i>
Non-current assets							
Non-current financial assets			5,411			5,411	5,411
Other non-current assets			0			0	0
Current assets							
Inventories			596			596	596
Trade and other receivables			16,361			16,361	16,361
Other current assets			1,979			1,979	1,979
Cash and cash equivalents	43,591					43,591	43,591
TOTAL ASSETS	43,591	-	24,347	-	-	67,938	67,938
Non-current liabilities							
Borrowings and financial liabilities				261,160	2,889	264,049	264,179
Other non-current liabilities				-1		-1	-1
Current liabilities							
Trade and other payables				28,630		28,630	28,630
Borrowings and financial liabilities				44,365		44,365	44,388
Other current liabilities				7	0	7	7
TOTAL LIABILITIES	-	-	-	334,161	2,889	337,050	337,202

<i>At Dec 31, 2014 (In thousands of euros)</i>	<i>Fair value through income</i>	<i>Available-for- sale assets</i>	<i>Loans and receivable s</i>	<i>Debt at amortized cost</i>	<i>Derivative instrument s</i>	<i>Balance sheet value</i>	<i>Fair value</i>
Non-current assets							
Non-current financial assets			5,209			5,209	5,209
Other non-current assets			10			10	10
Current assets							
Inventories			107			107	107
Trade and other receivables			15,663			15,663	15,663
Other current assets			2,191			2,191	2,191
Cash and cash equivalents	58,779					58,779	58,779
TOTAL ASSETS	58,779	-	23,180	-	-	81,959	81,959
Non-current liabilities							
Borrowings and financial liabilities				149,152	3,450	152,602	152,743
Other non-current liabilities				0		0	0
Current liabilities							
Trade and other payables				32,992		32,992	32,992
Borrowings and financial liabilities				92,371		92,371	92,395
Other current liabilities				519		519	519
TOTAL LIABILITIES	-	-	-	275,035	3,450	278,485	278,649

NOTE 33- INFORMATION ON INTERESTS IN OTHER ENTITIES

- Structured entities

The Voltalia Group does not hold any entity referred to as a structured entity that would justify inclusion in the scope of consolidation.

A structured entity is an entity designed so that voting rights are not the determining factor in control.

- Subsidiaries with significant minority interests

At Dec 31, 2015 (In thousands of euros)	Junco 1	Junco 2	Caiçara 1	Caiçara 2
Main activity	Wind	Wind	Wind	Wind
Place of operations (and registered office if different)	Brazil	Brazil	Brazil	Brazil
Percentage interest	25.60	25.60	25.60	25.60
Percentage of voting rights held (percentage of control)	51.00	51.00	51.00	51.00
Summary - Statement of Financial Position				
Current assets	3,338	8,462	11,599	7,097
Non-current assets	36,717	27,828	29,631	19,471
	-	-	-	-
Current liabilities	8,575	7,354	1,449	4,683
Non-current liabilities	15,623	13,131	16,526	10,760
	-	-	-	-
Non-controlling interests (aggregate at end N)	139	271	356	184
	-	-	-	-
Summary - Income Statement				
	-	-	-	-
	-	-	-	-
Revenue	809	621	935	551
Net earnings attributable to shareholders of the Group	82	142	182	102
	-	-	-	-
	-	-	-	-
Net earnings attributable to NCI	237	413	529	295
	-	-	-	-
Net earnings - Total	319	554	711	397
	-	-	-	-
Other items of comprehensive income (OCI) attributable to the Group	2	28	-	22
	-	-	-	9
Other items of comprehensive income (OCI) attributable to NCI	-	-	-	-
	652	684	-	746
	-	-	-	493
Other items of comprehensive income (OCI) - Total	-	-	-	-
	650	711	-	769
	-	-	-	-
Comprehensive income attributable to shareholders of the Group	84	114	160	92
Comprehensive income attributable to NCI	-	-	-	-
	415	271	-	217
	-	-	-	198
Comprehensive income - Total	-	-	-	-
	331	157	-	58
	-	-	-	-
Summary - Cash flow statement				
	-	-	-	-
	-	-	-	-
Dividends paid to NCI	-	-	-	-

At Dec 31, 2015 (In thousands of euros)	Junco 1	Junco 2	Caiçara 1	Caiçara 2
	-	-	-	-
Net cash flow from operating activities	230	1,646	- 3,790	6,874
	-	-	-	-
Net cash flow from investing activities	24,358	24,806	- 26,934	17,225
	-	-	-	-
Net cash flow from financing activities	27,289	23,989	35,672	18,156
	-	-	-	-
Net cash flow - Total	3,161	829	4,949	7,804

At Dec 31, 2015 (In thousands of euros)	Envolver	Voltalia Sao Miguel Do Gostoso Participacoes S.A	Voltalia Sao Miguel Do Gostoso I Participacoes S.A	Vamcruz Participacoes SA	Vamcruz 1 Participacoes SA	Others	Total
Main activity	Holding	Holding	Holding	Holding	Holding		
Place of operations (and registered office if different)	Brazil	Brazil	Brazil	Brazil	Brazil		
Percentage interest	50.20	51.00	51.00	100.00	51.00		
Percentage of voting rights held (percentage of control)	50.20	51.00	51.00	25.60	25.60		
Summary - Statement of Financial Position							
Current assets	239	11,880	263	1,281	447	18,990	63,595
Non-current assets	34,447	33,978	33,900	66,299	67,419	138,716	488,406
	-	-	-	-	-	-	-
Current liabilities	14,037	11,858	179	325	320	60,019	108,799
Non-current liabilities	-	-	-	-	-	70,348	126,388
	-	-	-	-	-	-	-
Non-controlling interests (aggregate at end N)	9,854	- 848	16,680	- 40	32,432	- 1,291	57,736
	-	-	-	-	-	-	-
Summary - Income Statement							
	-	-	-	-	-	-	-
Revenue	-	-	-	-	-	14,937	17,852
Net earnings attributable to shareholders of the Group	- 406	- 199	- 11	4	- 3	- 628	- 736
	-	-	-	-	-	-	-
Net earnings attributable to NCI	- 403	- 191	- 11	11	- 8	- 210	- 662
	-	-	-	-	-	-	-
Net earnings - Total	- 809	- 391	- 22	15	- 11	- 838	- 74
	-	-	-	-	-	-	-
Other items of comprehensive income (OCI) attributable to the Group	- 3,608	- 31	- 2,801	4	4	416	- 6,074
Other items comprehensive income (OCI) attributable to NCI	- 3,579	- 30	- 4,336	6	- 6,005	- 58	- 16,578
Other items of comprehensive income (OCI) - Total	- 7,187	- 61	- 7,137	10	- 6,001	357	- 22,652
	-	-	-	-	-	-	-
Comprehensive income attributable to	- 4,014	- 230	- 2,812	8	2	- 213	- 6,810

At Dec 31, 2015 (In thousands of euros)	Envolver	Voltalia Sao Miguel Do Gostoso Participacoes S.A	Voltalia Sao Miguel Do Gostoso I Participacoes S.A	Vamcruz Participacoes SA	Vamcruz 1 Participacoes SA	Others	Total		
shareholders of the Group									
Comprehensive income	-	-	-	4,347	17	-	6,013	-	-
attributable to NCI	3,982	221	-					268	15,916
Comprehensive income -	-	-	-	7,159	24	-	6,012	-	-
Total	7,996	452	-					481	22,726
	-	-	-	-	-	-	-	-	-
Summary - Cash flow statement	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
Dividends paid to NCI	-	-	41	-	-	-	39	-	80
	-	-	-	-	-	-	-	-	-
Net cash flow from operating activities	14,251	- 512	69	60	- 160	17,056	35,725		
	-	-	-	-	-	-	-	-	-
Net cash flow from investing activities	41,623	428	- 0	- -	40,892	- 41,034	35,921	169,119	
	-	-	-	-	-	-	-	-	-
Net cash flow from financing activities	- 55,849	274	142	42,037	41,083	11,709	144,503		
	-	-	-	-	-	-	-	-	-
Net cash flow - Total	25	190	211	1,204	111	7,157	11,108		
	-	-	-	-	-	-	-	-	-

- Associates

At Dec 31, 2015 (In thousands of euros)	3LE
Main activity	Wind
Place of operations (and registered office if different)	France
Percentage interest	40%
And if different, percentage of voting rights held (percentage of control)	
Valuation method: Fair value or percentage equity	Percentage equity
Summary - Statement of Financial Position	
Current assets	967
Non-current assets	1,064
Current liabilities	1,973
Non-current liabilities	263
Summary - Income Statement	
Dividends received during the year	0
Revenue	1,308
Net earnings from continuing activities	64

At Dec 31, 2015 (In thousands of euros)	3LE
IFRS 5 Earnings	0
Other items of comprehensive income (OCI)	0
Comprehensive income	64
Type of risks associated with interests held	
The type and scope of major restrictions on the transfer of funds (in the form of dividends or other) to the entity presenting the consolidated statements (contractual or regulatory constraints)	
Contractual liabilities to equity associates	Pledge of 150 shares in 3L Energies to the Unifergie, Natixis Energenco and OSEO Financement banking pool until full repayment of the finance lease concluded by 3L Energies.
	Pledge of a loan to the lessee of 1,745,000 euros in favor of Unifergie, Natixis Energenco and OSEO Financement until expiry of the lease agreement.
Reconciliation between the summarized information and the equity associates interests line	
Net assets of the equity associate	351
Percentage held by the Group	0
Goodwill	238
Other adjustments	0
	0
Net carrying amount of equity interests	379

NOTE 34- RELATED PARTY DISCLOSURES

- Compensation and benefits paid to corporate officers

Summary of compensation paid to each corporate officer

Corporate officer	2014 fiscal year	2015 fiscal year
Laurence Mulliez – Chair of the Board of Directors (1)		
Compensation for the fiscal year	32,816	80,000
Attendance fees	5,100	0
Other compensation		
Bertrand de Talhouët – Chair of the Board of Directors (2)		
Compensation for the fiscal year	-	-
Attendance fees	-	-
Other compensation		
Sébastien Clerc – Chief Executive Officer		
Compensation for the fiscal year	305,000	334,500
Attendance fees		
Other compensation	11,350	10,662
Total in euros	354,266	425,162

- (1) Laurence Mulliez was appointed Chair of the Company's Board of Directors on May 6, 2014 and was renewed in that capacity on June 11, 2015. Her fixed annual compensation of 50,000 euros paid in the form of salary (32,800 euros paid for 2014 from May 6, 2014) for fiscal year 2014 was increased to 80,000 euros for fiscal year 2015. Prior to that she was a Director of the Company and as such received attendance fees.
- (2) Bertrand de Talhouët was Chairman of the Company's Board of Directors from November 2011 to May 5, 2014. He has not been a Director of the Company since June 11, 2015.

Summary of compensation of each executive corporate officer

Executive corporate officer	2014 fiscal year		2015 fiscal year	
	Amounts payable(*)	Amounts paid(*)	Amounts payable(*)	Amounts paid(*)
Laurence Mulliez – Chair of the Board of Directors (1)				
Fixed compensation	32,816	32,816	80,000	80,000
Variable compensation	-	-	-	-
Exceptional compensation	-	-	-	-
Attendance fees	5,100	19,975	0	5,100
Benefits in kind				
Bertrand de Talhouët – Chair of the Board of Directors (2)				
Fixed compensation	-	-	-	-
Variable compensation	-	-	-	-
Exceptional compensation	-	-	-	-
Attendance fees	-	-	-	-
Benefits in kind				
Sébastien Clerc – Chief Executive Officer				
Fixed compensation	180,000	180,000	207,000	207,000
Variable compensation (3)	125,000	112,301	127,500	125,000
Exceptional compensation	-	-	-	-
Attendance fees				
Benefits in kind(4)	11,350	11,350	10,662	10,662
Total in euros	354,266	356,442	425,162	427,762

(*) Attendance fees and variable compensation payable for year N are paid in year N+1

(1) Laurence Mulliez was appointed Chair of the Company's Board of Directors on May 6, 2014. Prior to that she was a Director of the Company. Compensated as a Director in the form of attendance fees, Laurence Mulliez received fixed compensation in the amount of 50,000 euros per year from May 6, 2014, which was increased to 80,000 euros per year from January 1, 2015.

(2) Bertrand de Talhouët was Chairman of the Company's Board of Directors from November 2011 to May 2014. He has not been a Director of the Company since June 11, 2015.

(3) The variable compensation paid to Sébastien Clerc was the maximum amount of 150,000 euros, conditional on achieving qualitative objectives (success of the Brazilian subsidiary, optimization of internal processes, employee satisfaction, etc.) and quantitative objectives (launch of a number of MW under construction or commissioned, optimization of operating margins, etc.) predetermined annually by the Board of Directors of the Company. It is paid on or before January 31 of the following year. The achievement of the 2015 objectives was confirmed by the Board of Directors on February 19, 2016.

(4) The benefits in kind paid to Sébastien Clerc correspond to the assumption of a social guarantee for managers and company executives (see Section 19.3).

Attendance fees and other compensation received by non-executive directors

Corporate officer	2014 fiscal year		2015 fiscal year	
	Amounts payable(*)	Amounts paid(*)	Amounts payable(*)	Amounts paid(*)
André-Paul Leclercq - Director				
Attendance fees	7,650	13,950	15,875	7,650
Other compensation				
Robert Dardanne (1) - Director				
Attendance fees	-	-	-	-
Other compensation	30,000	30,000	30,000	30,000
The Green Option (2) - Director				
Attendance fees	12,000	-	30,000	12,000
Other compensation	25,000	25,000	40,000	40,000
Créadev (3) - Director				
Attendance fees	-	-	-	-
Other compensation	-	-	-	-
Vliebergh Vincent (4) - Director				
Attendance fees	-	-	-	-
Other compensation	-	-	-	-
Total in euros	74,650	68,950	115,875	89,650

(*) Attendance fees payable for year N are paid in year N+1

(1) Robert Dardanne indirectly receives compensation in his capacity as manager of FGD S.P.R.L. pursuant to a services agreement.

(2) Philippe Joubert indirectly receives compensation in his capacity as director of The Green Option pursuant to a services agreement between The Green Option and the Company (see Section 16.2 of the Registration Document).

(3) Creadev SAS, a company represented by Chantal Toulas, was appointed Director of the Company on June 11, 2015.

(4) Vincent Vliebergh was appointed Director of the Company on June 11, 2015.

- Loans to associates

At December 31, 2015, there were no loans to key Group executives.

- Related party transactions

The transactions made by the Voltalia Group with its non-consolidated or equity participations are included in the consolidated accounts.

At December 31, 2015, the Company had no significant balance sheet commitments vis-à-vis related parties.

NOTE 35- COMMITMENTS GIVEN OR RECEIVED

Commitments given

- **Assets pledged as collateral for debts**

Debts contracted by the Group in the framework of project financing are guaranteed by collateral (mortgages, pledge on equipment, pledge of securities and receivables, and reserve accounts) as collateral for their repayment, in the amount

of 283.8 million euros. This amount represents the outstanding balance on December 31, 2015, of debts for projects that are in operation or under construction or receiving bank financing. The latest maturity of these debts is in 2032.

- **Financial guarantees given to third parties**

As part of the remediation guarantee for facilities classified for environmental protection, the Group companies affected by this obligation benefit from a grandfather provision and took out surety insurance with a top-tier insurer in July 2015. The dismantling obligation is recognized as a dismantling asset. The dismantling insurance coverage is 1.2 million euros.

As part of the tender won by Vila Acre in Brazil, a bid bond was put in place. The bond is for 1 million reais (0.23 million euros) until May 2016.

The Group has issued bank guarantees of completion in the form of a performance bond relating to the wind farm construction projects. These guarantees expire upon the completion of the construction. The most distant completion date is in 2021. As of December 31, 2015, they amounted to 11.4 million euros.

Other payment guarantees to various suppliers have been issued totaling 22.9 million euros, covering up to the end of 2016.

Commitments received

- **Commitments received in relation to subsidies**

The Greek government has committed to pay the Group investment subsidies totaling 1.3 million euros. These subsidies enable early repayment of loans contracted for the construction of projects.

Given the estimated counterparty risk vis-à-vis the Greek state and the total amount received of 0.4 million euros in 2015, these subsidies are not recognized in the balance sheet.

- **Guarantees received from customers**

At the end of the contract (15 years) for the supply of heating by BIO BAR to Cauval, the latter shall extend the contract under conditions to be agreed, or repurchase the facilities at net book value

NOTE 36- HEADCOUNT BY CATEGORY OF PERSONNEL

The average total headcount on December 31, 2015 was 120 persons, mainly distributed across 6 locations (Paris, Aix en Provence, Athens, Cayenne, Rabat and Rio de Janeiro).

The effective headcount on December 31, 2015, was 132, versus 102 on December 31, 2014, with an increase in the numbers of executives and non-executives in connection with the start of construction of new power plants and then the commissioning of those plants in Metropolitan France and in Brazil.

Actual workforce 12/31/2015	Brazil	France	Greece	Guiana	Morocco	TOTAL	Total 12/31/2014
Management	30	28	3	6	1	68	50
Executive management	2	7	1		1	11	10
Employees	25	13	5	7	3	53	42
Total 12/31/2015	57	48	9	13	5	132	102
Total 12/31/2014	47	37	7	11	0	102	

Average workforce 2015	Brazil	France	Greece	Guiana	Morocco	TOTAL	Total 2014
Management	26.6	22.7	3.0	5.8	0.5	58.7	42.5
Executive management	2,0	7,0	1.0		0.8	10.8	10.8
Temps				0.8		0.8	0.7
Employees	23.1	13.0	5.3	6.8	1.8	49.8	37.3
Total 2015	50.9	42.6	9.3	13.4	3.1	120.1	91.3
Total 2014	40.8	32.4	7.0	11.1	0.0	91.3	

NOTE 37- STATUTORY AUDITORS' FEES

At December 31, 2015:

<i>IN THOUSANDS OF EUROS</i>	MAZARS	H3P	CONCEPT AUDIT ET ASSOCIÉS	VINCENT RUSÉ CONSEIL	KPMG	CONTROLLER AUDITORES ASOCIADOS	TOTAL
STATUTORY AUDIT	509	122	22	5	10	26	694
ANCILLARY ASSIGNMENTS	17	5	0				22
TOTAL	526	127	22	5	10	26	716

At December 2014:

<i>IN THOUSANDS OF EUROS</i>	MAZARS	H3P	CONCEPT AUDIT ET ASSOCIÉS	VINCENT RUSÉ CONSEIL	KPMG	CONTROLLER AUDITORES ASOCIADOS	TOTAL
STATUTORY AUDIT	385	103	32	8	10	14	553
ANCILLARY ASSIGNMENTS	75	19	2				96
TOTAL	460	122	33	8	10	14	648

7. STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

Report by the statutory auditors on the consolidated financial statements

To the Shareholders,

In compliance with the assignment entrusted to us by your Annual General Meeting, we hereby report to you, for the year ended December 31, 2015, on:

- The audit of the accompanying consolidated financial statements of VOLTALIA SA.
- The basis 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.

7.1. 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 that the consolidated financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other 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, 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 consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position and of the results of its operations in accordance with IFRS, as adopted by the European Union.

Without detracting from the opinion expressed above, we draw your attention to Note 3 of the Notes to the Consolidated Financial Statements "Highlights and events after the end of the reporting period", section "Completion of site construction at Sao Miguel Do Gostuoso in Brazil", which discloses the method for recognition of revenue and the absence of depreciation charges for plant assets in respect of fiscal year 2015, also disclosed in Note 9 of the Notes to the Consolidated Financial Statements "Amortization and Depreciation Charges, Impairment and Provisions".

7.2. Basis 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:

For the preparation of its consolidated financial statements, Voltalia makes estimates and assumptions on several issues, the most significant of which are identified in Note 4.e “Accounting policies - Use of estimates” of the consolidated financial statements. For all of these issues, we examined the available documentation

and verified the translation into figures of the assumptions used. We also carried out an assessment of the consistency of these assumptions and verified the reasonableness of the estimates used.

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

7.3. Specific verification

As required by law we have also specifically 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 Paris, February 23, 2016

The Statutory Auditors

MAZARS

H3P AUDIT & CONSEIL

Juliette Decoux

Jean-Benoît Monnais
