UPDATE TO THE 2016 REGISTRATION DOCUMENT

INCLUDING THE 2017 HALF-YEAR REPORT

UPDATE TO THE REGISTRATION DOCUMENT

This document is a free translation into English of the update to the Registration Document filed with the Autorité des marchés financiers under number D.17-0163.A01 and is provided solely for the convenience of English speaking readers. In the event of any conflict between this translation and the original French version, the original French version shall prevail. The issuer draws the public attention to the fact that only the French version of this document has been registered by the Autorité des marchés financiers.

This update was filed with the French Financial Markets Authority (hereinafter: the "**AMF**") on July 27, 2017 under number D.17-0163.A01 pursuant to Article 212-13-IV of the AMF General Regulations. It completes the Registration Document file with the AMF on April 6, 2017 under number R. 17-013 (hereinafter: the "**Registration Document**").

The Registration Document and its update may be used to support a financial transaction if they are completed by a securities note approved by the AMF. This document was prepared by the issuer and is the responsibility of its signatories.

Copies of the Registration Document and this update are available free of charge at Elis's registered office at 5, boulevard Louis Loucheur, 92210 Saint-Cloud (France), on the Company's website (www.corporate-elis.com) and on the AMF's website (www.amf-france.org).

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General remarks

In this update to the Registration Document (the "**Update to the Registration Document**"), unless otherwise indicated:

- the term "**Company**" and "**Elis**" refers to Elis, a joint-stock corporation (*société anonyme*) headquartered at 5, boulevard Louis Loucheur, 92210 Saint-Cloud (France), and registered with the Nanterre Trade and Companies Register under Number 499 668 440;
- the term "**Group**" refers to the Company and its consolidated subsidiaries combined;
- the term "**Berendsen**" refers to Berendsen plc, a British company with registered offices at 1 Knightsbridge, London SW1X 7LX, United Kingdom, registered under number 1480047;
- the term "**Berendsen Group**" refers to Berendsen and its consolidated subsidiaries combined.

Forward-looking statements

The Update to the Registration Document contains information about the objectives, outlook and growth vectors of the Group taking into consideration the completion of the Berendsen acquisition. These statements are sometime identified by the use of the future tense, the conditional mood and forward-looking terms, such as "think", have the objective", "expect", "intend", "should", "ambition", "estimate", "believe", "wish", "could", etc. This information is based on data, assumptions and estimates that the Company believes are reasonable. The information could change or be modified due to uncertainties related to the contingencies of any business and to the economic, financial, competitive, regulatory or climate environment. The Company does not undertake to update or revise the forward-looking objectives, outlook and forward-looking information contained in the Update to the Registration Document, except as required by any legal or regulatory obligation that applies to it. Moreover, the concrete occurrence of certain risks described in Chapter 2 "Risk factors and insurance policy" of the Registration Document, as completed and amended by the Update to the Registration Document, could have an impact on the Group's operations and its ability to achieve its objectives. In addition, the achievement of the objectives assumes, among other factors, the success of the strategy described in Section 1.5.2 "Group Strategy" of the Registration Document and the successful integration of Berendsen. The Company makes no commitment and gives no guarantee of the achievement of the objectives described in the Update to the Registration Document.

Information concerning the market and the competition

The Update to the Registration Document contains, particularly in Chapter 1 "Presentation of the Group and its activities", information on the Group's markets and its competitive position. Some of this information comes from studies conducted by outside sources. This publicly available information, which the Company believes is reliable, has not been verified by an independent expert, and the Company cannot guarantee that a third party using different methods to collect, analyze or calculate data on the markets would reach the same results. Except where otherwise indicated, the information provided in the Update to the Registration Document concerning the Group's market share and the size of the relevant markets are Group estimates and are provided for information only.

Risk factors

Investors are invited to take into careful consideration the risk factors described in Chapter 2 – "Risk factors and insurance policy" of the Registration Document, as completed by the Update to the Registration Document and described in the transaction note for the Transaction (defined below), concerning the risks related to the Transaction, before making their investment decision. The concrete occurrence of all or some of these risks could have a negative impact on the activities, position, financial results or objectives of the Group. In addition, other risks not yet identified or considered non-material by the Company on the date of the Update to the Registration Document could have the same negative impact and investors might lose all or a portion of their investment.

Rounding

Certain calculated data (including data expressed in thousands or millions) and percentages in this Registration Document have been rounded. As applicable, the totals presented in this Registration Document may differ slightly from those that would have been obtained by adding the exact values (not rounded) of that calculated data.

1. Presentation of the Group and its activities

The information for this chapter is described in Chapter 1 of the Registration Document. On the date of the Update to the Registration Document, this information remains correct, subject to the updates and additional information provided below.

1.1 BUSINESS OVERVIEW AND STRATEGY OF THE GROUP

1.1.1 GROUP BUSINESSES

On the date of the Update to the Registration Document, the Elis group is a multi-service leader in the rental, laundry and maintenance of flat linen, workwear and hygiene and wellness appliances in Europe and Latin America. With more than 25,000 employees in 14 countries, Elis recorded in 2016 consolidated revenue of €1,512.8 million and a consolidated EBITDA of €467.9 million. Backed by more than a century of expertise, Elis today delivers to several hundred thousand customers of all sizes in the hotel-restaurant, healthcare, industrial, commercial and services sectors, supported by its network of more than 300 production and distribution centers and 13 clean rooms (controlled atmosphere environments to clean work clothing used, for example, by the pharmaceutical and microelectronics sectors), which guarantees unequalled proximity to its customers for the Company.

1.1.2 BERENDSEN ACQUISITION OFFER

On April 28, 2017, Elis made a confidential written cash and share proposal to Berendsen to acquire each Berendsen share for a combination of £4.40 per share in cash and 0.411 new Elis shares (the "**Initial Proposal**").

On May 12, 2017, the board of directors of Berendsen (the "**Berendsen Board**") rejected the Initial Proposal and declined to engage in discussions.

On May 16, 2017, Elis approached Berendsen with a revised cash and share proposal to acquire each Berendsen share for a combination of £4.40 per share in cash and 0.426 new Elis shares (the "**Revised Proposal**"). Elis' Revised Proposal was rejected by the Berendsen Board on the same day, who refused to enter into discussions. Consequently, Elis has decided it was necessary for it to make public the Revised Proposal so that it could be considered by Berendsen's shareholders.

On May 18, 2017, Elis released an announcement under Rule 2.4 (the "**2.4 Announcement**") of the City Code on Takeovers and Mergers (the "**City Code**"), in which the terms and conditions of its Initial Proposal and Revised Proposal are described (See section 1.6.3 "2.4 Announcement related to the acquisition of Berendsen" of the update registration document).

On June 6, 2017, Elis and Berendsen reached an agreement in principle regarding a possible cash-and-shares proposal that would be recommended unanimously by the Berendsen Board, to acquire each Berendsen share for a combination of £5.40 per share in cash and 0.403 new Elis shares (the "**Final Proposal**"). The proposal also includes the payment of an interim dividend of £0.11 per Berendsen share, declared and paid by Berendsen in respect of the six months ended June 30, 2017 (the "**Interim Dividend**"). The Final Proposal should be implemented through an English-law scheme of arrangement in accordance with section 26 of the Companies Act 2006 (the "**Scheme of Arrangement**" or "**Scheme**").

Accordingly, on June 7, 2017, Elis and Berendsen made the Final Proposal public by publishing a joint announcement in accordance with Rule 2.4 of the City Code (the "**Second**

2.4 Announcement") (see section 1.6.2 "Second 2.4 Announcement dated June 7, 2017 related to the Acquisition of Berendsen" of the Update to the Registration Document).

On June 12, 2017, Elis and Berendsen published a joint announcement in accordance with Rule 2.7 of the City Code (the "**2.7 Announcement**") in which Elis and Berendsen confirmed their agreement regarding the terms of a recommended acquisition by Elis of the entire issued and to be issued share capital of Berendsen, in exchange for the payment of £5.40 in cash and 0.403 new Elis shares, and the payment of the Interim Dividend (See section 1.6.1 "2.7 Announcement of June 12, 2017 related to the acquisition of Berendsen" of the Update to the Registration Document) (hereinafter, the "**Transaction**").

Nevertheless, completion of the Transaction remains subject to the satisfaction or waiver of the Conditions described in section 2.2.1.3 "Condition of the Transaction" of the securities note including in the prospectus registered by the AMF under the number 17-390 onJuly 27, 2017 (the "**Securities Note**") ("**The Prospectus**").

More information about the terms and conditions of the Transaction are presented in sections 2.1 "Economic aspects of the Contribution" and 2.2 "Legal Aspects of the Contribution" of the Securities Note. The 2.4 Announcement, the Second 2.4 Announcement and the 2.7 Announcement are included in 1.6 "Acquisition of Berendsen" of this Update to the Registration Document.

1.2 SIGNIFICANT EVENTS SINCE APRIL 6, 2017

The significant Group press releases published since April 6, 2017, the date of filing of the Registration Document, are restated below, with the exception of the releases on the Elis acquisition of Berendsen, which appear in section 1.6 "Acquisition of Berendsen" of this Update to the Registration Document.

1.2.1 FINANCIAL RESULTS

The definitions of the main financial terms used in the press releases below appear in the paragraph "Financial Definition" in section 4.2.2.2 – "Business analysis for the 1st half of 2017" of the Update to the Registration Document.

- **July 27, 2017 – 2017 Half-year results**

2017 half-year results

Strong revenue growth of +15.8%, EBITDA margin in line with full-year guidance

- **Revenue growth and EBITDA margin in line with expectations**
  - Revenue: €845.8mn (+15.8% of which +2.5% organic growth)
  - EBITDA: €244.1mn (28.9% of revenue)
  - EBITDA margin flat in France, up +60bps in Europe and +200bps in Latin America
- **Further M&A activity**
  - Closing of the acquisition of Lavebras in May
  - Agreement on the terms of a recommended acquisition of Berendsen by Elis and General Assembly of Elis's shareholders set for 31 August 2017
- **Update on 2017 outlook (excluding Berendsen[1])**
  - Revenue above €1.75bn
  - Group organic growth in line with 2016
  - EBITDA margin improvement in all geographies, including in France

[1] But including Lavebras since June 1st 2017

(EUR million)	H1 2017	H1 2016	Change
Revenue	**845.8**	**730.2**	**+15.8%**
EBITDA	**244.1**	**216.1**	**+12.9%**
EBIT	**102.6**	**92.5**	**+10.9%**
Net result	**19.9**	**23.1**	**-13.9%**
Headline net result*	**40.9**	**38.9**	**+5.1%**
Headline free cash-flow	**(14.0)**	**6.7**	**n/a**
Adjusted net financial debt (as of end of period)**	**1,800.9**	**1,599.0**	

Percentage change calculations are based on actual figures
* A reconciliation between Net result and Headline net result is presented on page 4
** The basis of comparison is as of 31 December 2016
The definitions of organic revenue growth, EBITDA, EBITDA margin, EBIT, Headline free cash-flow and Adjusted net debt are in the "Financial definitions" section of this release.

Saint Cloud, July 27, 2017 – Elis, a leading multi-services group in Europe and Latin America, specializing in the rental and maintenance of flat linen, professional clothing, hygiene and well-being appliances, announces today its 2017 half-year financial results.
The accounts have been approved by the Management Board and examined by the Supervisory Board on July 26, 2017. They have been the subject of a limited review by the company's auditors.

Commenting on the 2017 half-year results, **Xavier Martiré, CEO of Elis**, said:

« Elis posted first-half results in line with full-year targets.

In France, organic revenue growth was +1.0% in the first half. We note a solid rebound in the Hospitality activity and a resurgence of confidence amongst our clients, which still needs to be confirmed in the second half of the year. Furthermore, the initiatives implemented over the last 2 years, aimed at improving our pricing strategy, has allowed us to stabilize margin in France.

In Europe, revenue grew strongly on the back of the acquisition of Indusal, whose integration is proceeding according to plan. Organic growth remained solid at +4.5%, with Spain still performing well. Margin in the region was up 60 basis points.

In Latin America, we closed the acquisition of Lavebras in May, and the integration plan is already underway. Commercial activity is still strong with nearly +9% organic growth, which, together with productivity gains, led to a 200 basis point improvement in margin.
The first half was also marked by the agreement on a recommended acquisition to combine Berendsen and Elis. In a consolidating sector, there is a strong rationale for combining these businesses, with highly complementary geographic footprints, to create a pan-European leader in textile, hygiene and facility services. Elis will hold a General Assembly of shareholders on August 31st and a detailed schedule including the next steps will be communicated very shortly.

On the back of the first-half results, we are further refining our full-year objectives: excluding Berendsen, we now target revenues of €1.75bn and forecast EBITDA margin improvement in all geographies, including France. »

Revenues

Reported revenue growth

(EUR million)	2017			2016			Change		
	Q1	Q2	H1	Q1	Q2	H1	Q1	Q2	H1
Trade & Services	86.1	88.6	174.7	84.8	85.8	170.6	+1.5%	+3.2%	+2.4%
Hospitality	69.1	87.6	156.7	66.9	82.9	149.7	+3.4%	+5.7%	+4.7%
Industry	45.9	46.7	92.7	47.1	46.9	94.1	-2.6%	-0.4%	-1.5%
Healthcare	42.7	43.6	86.3	41.3	41.2	82.5	+3.5%	+5.6%	+4.5%
France*	**237.0**	**257.6**	**494.6**	**234.0**	**250.7**	**484.7**	**+1.3%**	**+2.8%**	**+2.0%**
Northern Europe	64.3	66.2	130.4	50.3	52.2	102.5	+27.8%	+26.8%	+27.3%
Southern Europe	55.5	68.3	123.8	33.5	40.3	73.8	+65.7%	+69.4%	+67.8%
Europe**	**119.8**	**134.5**	**254.3**	**83.8**	**92.5**	**176.3**	**+43.0%**	**+45.4%**	**+44.2%**
Latin America	**38.8**	**48.7**	**87.5**	**28.1**	**31.7**	**59.8**	**+38.2%**	**+53.6%**	**+46.4%**
Manufacturing entities	**5.0**	**4.4**	**9.4**	**4.7**	**4.8**	**9.5**	**+6.4%**	**-8.5%**	**-1.1%**
Total	**400.6**	**445.2**	**845.8**	**350.6**	**379.7**	**730.2**	**+14.3%**	**+17.3%**	**+15.8%**

Percentage change calculations are based on actual figures
* After other items including Rebates
** Europe excluding France

Organic revenue growth

(EUR million)	Q1 organic growth	Q2 organic growth	H1 organic growth
Trade & Services	+1.5%	+3.2%	+2.4%
Hospitality	+2.8%	+4.2%	+3.6%
Industry	-2.6%	-0.4%	-1.5%
Healthcare	+1.5%	-0.3%	+0.6%
France*	**+0.7%**	**+1.3%**	**+1.0%**
Northern Europe	+3.0%	+2.0%	+2.5%
Southern Europe	+6.8%	+7.9%	+7.4%
Europe**	**+4.5%**	**+4.6%**	**+4.5%**
Latin America	**+7.2%**	**+10.3%**	**+8.8%**
Manufacturing entities	**+11.0%**	**-4.3%**	**+3.3%**
Total	**+2.3%**	**+2.8%**	**+2.5%**

Percentage change calculations are based on actual figures
* After other items including Rebates
** Europe excluding France

In the first half of 2017, Group revenues increased by 15.8% to €845.8mn, with organic growth of +2.5%, a +11.6% contribution from acquisitions and a +1.7% exchange rate effect.

France

In the first half of 2017, revenue growth was +2.0% in France, with organic growth of +1.0%.

- Revenues for the Trade & Services segment increased by +2.4% (entirely organic) with a sequential improvement between Q1 and Q2. We observed a resurgence in confidence amongst our smaller clients.

- Revenue growth for the Hospitality segment was +4.7% (+3.6% organic), also with a sequential improvement between Q1 and Q2. We note a strong improvement in activity in the Parisian region, despite a difficult comparable base from a negative calendar effect (2016 was a leap year) and the 2016 Euro football cup.
- Revenues for the Industry segment were down -1.5% (entirely organic). This was impacted by the loss of some contracts though Q2 improved sequentially compared to Q1.
- Revenues for the Healthcare segment grew by +4.5% (+0.6% organic), as the rollout of large contracts for both short-stay and long-stay came to an end in 2016.

Europe (excluding France)

In the first half, revenue growth in Northern Europe was +27.3%, driven by acquisitions in Germany and Switzerland. Organic revenue growth was +2.5%. Germany performed well though Switzerland was disappointing, with subdued activity in hotels and hospitals during the winter.

Southern Europe continued to be very dynamic with revenue growth of +67.8%, driven by the acquisition of Indusal in Spain in December 2016. Organic growth in the region was +7.4%. This performance was again driven by Spain and Portugal, which both delivered organic revenue growth over 8% despite the unfavourable calendar effect. This performance notably reflects the Group's commercial momentum with the opening of new markets.

Latin America

In the first half, revenue growth in Latin America was +46.4%, with organic growth of +8.8%, a +17.6% contribution from acquisitions (including one month from Lavebras) and a +19.9% impact from foreign exchange. Commercial momentum remained very good in Brazil (nearly +10% organic growth), with price increases now in line with inflation, which is currently running at below 5%.

EBITDA

(EUR million)	H1 2017	H1 2016	Change
France	**166.9**	**163.3**	**+2.2%**
As a % of revenues	*33.7%*	*33.7%*	*+3bps*
Europe*	**60.2**	**40.7**	**+47.8%**
As a % of revenues	*23.6%*	*23.1%*	*+59bps*
Latin America	**20.0**	**12.5**	**+44.8%**
As a % of revenues	*22.8%*	*20.8%*	*+201bps*
Manufacturing entities	**1.3**	**1.7**	**-26.5%**
As a % of revenues	*9.2%*	*12.1%*	*-284bps*
Other	**(4.2)**	**(2.1)**	**n/a**
Total	**244.1**	**216.1**	**+12.9%**
As a % of revenues	*28.9%*	*29.6%*	*-73bps*

Percentage change calculations are based on actual figures
* Europe excluding France

In the first half of 2017, Group EBITDA increased 12.9% to €244.1mn. EBITDA as a percentage of revenues fell 73bps due to a negative mix effect: Europe and Latin America have improving but still lower margins than France, though much higher revenue growth rates than France.

In France, EBITDA as a percentage of revenues was stable, as expected. In a context of improvement in the Hospitality market, this flat margin is encouraging and reflects the first positive effects from the initiatives we implemented to improve our pricing strategy.
In Europe (excluding France), the consolidation of our footprint and the first 6 months of integration of Indusal led to a 59bps increase in EBITDA margin.
In Latin America, the continuing transfer of know-how led to a 201bps EBITDA margin improvement.

From EBITDA to Net result

(EUR million)	H1 2017	H1 2016
EBITDA	**244.1**	**216.1**
As a % of revenues	*28.9%*	*29.6%*
Depreciation & amortization	(141.6)	(123.6)
EBIT	**102.6**	**92.5**
As a % of revenues	*12.1%*	*12.7%*
Banking charges	(0.8)	(0.7)
IFRS 2 expense of free share plans	(5.0)	-
Amortization of customer relationships	(23.5)	(22.0)
Other operating income and expenses	(11.0)	(2.5)
Operating result	**62.3**	**67.3**
Financial result	(26.9)	(27.0)
Net result before tax	**35.4**	**40.3**
Tax	(15.6)	(17.1)
Net result	**19.9**	**23.1**
Headline net result*	**40.9**	**38.9**

Percentage change calculations are based on actual figures
* A reconciliation between Net result and Headline net result is presented below

EBIT

As a percentage of revenues, EBIT was down 54bps in the first half. The decrease in EBITDA margin was partially offset by a lower amount of Depreciation & amortization (as a percentage of revenues) than in H1 2016. This highlights better discipline with regard to linen purchases.

Operating result

Operating result was slightly down. Since H2 2016, the Group accounts for the expense of free share plans as per IFRS 2.
The bulk of the amortization of customer relationships corresponds to assets accounted for in 2007, whose amortization period will end in October 2018.
Additionally, other operating income and expenses were impacted by acquisition expenses and restructuring charges related to acquisitions.

Financial result

Financial result was stable compared to the first half of 2016. Following a refinancing achieved in January 2017 as part of the acquisition of Indusal and Lavebras, the Group increased the principal amount while reducing its average cost of debt.

From Net result to Headline net result

(EUR million)	H1 2017	H1 2016
Net result	**19.9**	**23.1**
Amortization of customer relationships (net of tax effect)	16.3	15.5
IFRS 2 expense (net of tax effect)	4.7	0.2
Headline net result	**40.9**	**38.9**

Net result amounted to €19.9mn in H1 2017, lower than in H1 2016. After the restatement of the Amortization of customer relationships (net of tax effect) and of the IFRS 2 expense (net of tax effect), H1 2017 Headline net result amounted to €40.9mn, up 5.1% compared to H1 2016.

Other financial items

Investments

Group net investments amounted to €164.7mn in H1 2017 (19.5% of revenues), compared to €134.1mn in H1 2016 (18.4% of revenues). This was due to higher linen investments related to (i) the acquisition of Indusal and Puschendorf, where the majority of linen is purchased at the beginning of the year, before the summer season and (ii) the marked recovery in Hospitality.

Headline free cash-flow

Consequently, H1 2017 Headline free cash-flow amounted to €(14.0)mn, compared to €6.7mn in H1 2016. As a reminder, due to the seasonality of the business, almost all full-year Headline Free cash-flow is generated during the second half of the year.

Adjusted net financial debt

Group Adjusted net financial debt as of 30th June 2017 was €1,800.9mn or 3.3x trailing 12 month EBITDA (proforma for the full year impact of acquisitions).
In addition to the elements mentioned above, the Adjusted net financial debt is impacted by (i) exceptional financial expenses (mainly linked to the unwinding of swaps), (ii) a VAT payment of c. €10mn as part of the Puteaux site disposal and (iii) the Lavebras acquisition closed in May. This was partially offset by the February 2017 capital increase.

Payment for the 2016 financial year

The Annual General Meeting held on May 19, 2017 approved the cash payment of €0.37 per share for the 2016 financial year. This payment was made on May 31, 2017 for a total amount of €51.9mn.

Financial definitions

- Organic growth in the Group's revenue is calculated excluding (i) the impacts of changes in the scope of consolidation of "major acquisitions" and "major disposals" (as defined in the Document de Base) in each of the periods under comparison, as well as (ii) the impact of exchange rate fluctuations.
- EBITDA is defined as EBIT before depreciation and amortization net of the portion of grants transferred to income.
- EBITDA margin is defined as EBITDA divided by revenues.

- EBIT is defined as net income (loss) before net financial expense, income tax, share in income of equity-accounted companies, amortization of customer relationships, goodwill impairment, other operating income and expenses, miscellaneous financial items (bank fees recognized in operating income) and expenses related to IFRS 2 (share-based payments).
- Headline free cash-flow is defined as cash EBITDA minus non cash-items items and after (i) change in working capital, (ii) linen purchases and (iii) manufacturing capital expenditures, net of proceeds, minus tax paid and minus interests payments excluding exceptional items.
- The concept of Adjusted net financial debt used by the Group consists of the sum of non-current financial liabilities, current financial liabilities and cash and cash equivalents adjusted by capitalized debt arrangement costs, the impact of applying the effective interest rate method, and the loan from employee profit-sharing fund.

- **April 27, 2017 - First Quarter 2017 results**

Strong growth in Q1 2017 revenue, up +14.3%
Organic growth at +2.3%

- **Further organic growth in all geographies on an already high comparable base**
    - +0.7% in France in a context marked by a recovery in the hospitality market
    - +7.2% in Latin America, with continued commercial momentum
    - +4.5% in Europe, with all countries up on an organic basis and Spain still growing strongly
- **Strong contribution of acquisitions to growth: +9.6% in the quarter**
    - Integration of Indusal and Puschendorf on schedule
    - Further consolidation of the French market with the acquisition of La Blésoise in March
    - Awaiting clearance from the Brazilian antitrust authorities for the acquisition of Lavebras
- **2017 outlook confirmed**
    - Revenue above €1.7bn (excluding Lavebras contribution)
    - Group organic growth in line with 2016
    - EBITDA margin: flat in France, improvement in Europe and in Latin America

Saint Cloud, April 27, 2017 – Elis, the leading multi-services group in Europe and Latin America, specializing in the rental-maintenance of flat linen, workwear, hygiene and wellness equipment, today announces its revenues for the 3 months ended 31 March 2017.

Commenting on the first quarter revenues, **Xavier Martiré, CEO of Elis**, said:

"Elis posted revenue growth of more than 14% in Q1. Organic growth was +2.3% with all geographies up despite a high comparable base. The acquisitions made in 2016, as well as the currency effect, largely contributed to growth.

In France, Q1 revenue was better than expected thanks to the recovery in the hospitality market, although this trend remains to be confirmed. In Europe and in Latin America, the Group continued to show very good momentum.

These good Q1 numbers reinforce our confidence in our 2017 outlook, both in terms of revenue and margin."

Q1 revenues (EUR million)	2017	2016	Reported growth	Organic growth
Trade & Services	86.1	84.8	+1.5%	+1.5%
Hospitality	69.1	66.9	+3.4%	+2.8%
Industry	45.9	47.1	-2.6%	-2.6%
Healthcare	42.7	41.3	+3.5%	+1.5%
France (a)	237.0	234.0	+1.3%	+0.7%
Northern Europe	64.3	50.3	+27.8%	+3.0%
Southern Europe	55.5	33.5	+65.7%	+6.8%
Europe	119.8	83.8	+43.0%	+4.5%
Latin America	38.8	28.1	+38.2%	+7.2%
Manufacturing Entities	5.0	4.7	+6.4%	+11.0%
TOTAL	**400.6**	**350.6**	**+14.3%**	**+2.3%**

Percentage change calculations are based on actual figures
(a): After other items including rebates

France

Q1 revenue in France was up +1.3% (+0.7% on an organic basis).

- Revenues for the Trade & Services segment increased by 1.5% on an organic basis, in an economic environment that remains uncertain.
- Organic revenue growth for the Hospitality segment was 2.8%. We noted an improvement in activity in the Parisian region, despite the positive calendar effect seen in 2016 (Easter week in March and the impact of an additional day in February as 2016 was a leap year) which made the comparable base more challenging.
- Revenues for the Industry segment were down 2.6% on an organic basis due to the loss of some contracts in 2016.
- Revenues for the Healthcare segment grew by 1.5%, as the rollout of large contracts for both short-stay and long-stay came to an end in 2016.

Europe (excluding France)

Q1 revenue growth in Northern Europe was +27.8%, driven by the acquisitions made in 2016 in Germany and Switzerland. Organic revenue growth was +3.0% despite subdued hospitality activity in Switzerland during the winter.

Southern Europe continued to be very dynamic with revenue growth of +65.9%, driven by the acquisition of Indusal in Spain in December 2016. Organic growth in the region was +6.8%. This performance was again driven by Spain and Portugal, which both delivered organic revenue growth above 7% despite the same unfavorable calendar effect as the one described for France, but with an even more material impact. This performance reflects the Group's commercial momentum with the opening of new markets.

Latin America

Q1 revenue growth was +38.2%. Organic growth was +7.2%, also unfavorably impacted by the 2016 calendar effect. We recorded a positive 27.7% impact from currency evolution.

Commercial momentum remains very good in Brazil (more than 8% organic growth, with c. +4% from price increases despite the marked slowdown in inflation). For the record, on top of the calendar effect, activity from hospitals, laboratories and medical centers was very strong in Q1 2016 as a consequence of epidemics that impacted Brazil during its summer period.

Financial definitions

Organic growth in the Group's revenue is calculated excluding (i) the impacts of changes in the scope of consolidation of "major acquisitions" and "major disposals" (as defined in the Document de Base) in each of the periods under comparison, as well as (ii) the impact of exchange rate fluctuations.

Forward looking statements

This release may contain some forward-looking statements. These statements are not undertakings as to the future performance of the Company. Although the Company considers that such statements are based on reasonable expectations and assumptions at the date of publication of this release, they are by their nature subject to risks and uncertainties which could cause actual performance to differ from those indicated or implied in such statements.

These risks and uncertainties include without limitation the risk factors that are described in the 2016 Registration Document, registered in France with the French Autorité des marchés financiers.

Investors and holders of shares of the Company may obtain copy of these documents from the Autorité des marchés financiers' website: www.amf-france.org or from the Company's website: www.corporate-elis.com/en/investor-relations.

The Company does not have the obligation and undertakes no obligation to update or revise any of the forward-looking statements.

1.2.2 ACQUISITIONS

- **July 11, 2017 - Elis announces the finalization of the acquisition of Bardusch's Brazilian operations**

Saint Cloud, July 11, 2017– Elis, a leading multi-services group in Europe and Latin America, specializing in the rental-maintenance of workwear, flat linen, hygiene and wellness equipment, has reached an agreement to acquire 100% of Bardusch Arrendamentos Texteis Ltda, the Brazilian subsidiary of the Bardusch Group, which operates three production sites in the country.

These three laundries, located in Curitiba, Jundiaí and Rio Verde (at a client's facility), mainly offer a workwear rental-maintenance service for industrial clients in the automotive and food-processing sectors.

In 2016, these three production sites posted revenues of c. 30 million Brazilian reals (c. 8 million euros using an exchange rate of 3.7 Brazilian reals for 1 euro).

Commenting on this announcement, **Xavier Martiré, CEO of Elis**, said:

"This new bolt-on acquisition in Brazil marks a further expansion of our activities in the country. By acquiring Bardusch's three laundries, Elis reinforces its offering in the workwear segment. We expect to quickly integrate the company and its employees into the Elis Group. The transfer of know-how should contribute to Elis' profitable growth trajectory going forward."

- **May 23, 2017 - Elis announces the closing of the acquisition of Lavebras**

Saint Cloud, May 23, 2017 – Elis, a leading multi-services group in Europe and Latin America, specializing in the rental-maintenance of workwear, flat linen, hygiene and wellness equipment, has closed the acquisition of Lavebras.

CADE (*Conselho Administrativo de Defesa Econômica*), the Brazilian antitrust authority, has cleared the acquisition of Lavebras by Atmosfera, Elis' Brazilian subsidiary, without any restriction.

Commenting on this announcement, **Xavier Martiré, CEO of Elis**, said:

« The closing of the acquisition of Lavebras is a very important step in Elis' development in Brazil and in Latin America. This transaction will enable us to further improve our performance in a country in which we continue to post strong growth, as we demonstrated again in the first quarter of 2017. Brazil is one of our key markets and we see other opportunities for consolidation to strengthen our position. Our local management will now focus on implementing the integration plan for Lavebras that we have defined and we are delighted to be able to count on the know-how of Lavebras' teams. »

In this transaction, Euro Latina Finance acted as exclusive M&A advisor to Elis.

- **May 10, 2017: Elis continues its targeted acquisition strategy with another acquisition in Germany**

Saint Cloud, May 10, 2017 – Elis, the leading multi-services group in Europe and Latin America, specializing in the rental-maintenance of workwear, flat linen, hygiene and wellness equipment has closed the acquisition of the business capital of MTR in Germany. MTR is located in Riesa, between the cities of Dresden and Leipzig, in Saxony. Elis acquires the business capital of the company (plant, machines, client portfolio) which was under insolvency proceedings. The activity will be maintained on site and the vast majority of jobs will be taken over. In 2017, MTR should generate revenue of c. 5 million euros; the company will be consolidated in Elis' accounts from May 1, 2017 onwards.

With this acquisition, Elis pursues the expansion of its German network and will be able to optimize the distribution of volumes between the difference production centers in the region.

1.3 PROPERTY, PLANT AND EQUIPMENT

The property, plant and equipment of the Group are described in Chapter 1, section 1.10 "Property, plant and equipment" of the 2016 Registration Document.

On the date of the Update to the Registration Document, and as a result of the closing of the acquisition of Lavebras, the information on the property, plant and equipment is completed as follows":

	Regional Presence as at June 30, 2017			
	Processing centers	Dispatching centers attached to a processing center	Independent dispatching centers	"Ultra-Clean" centers

Europe	**130**	**130**	**71**	**12**
France	58	58	48	6
Andorra			1	
Germany	17	17		
Belgium	1	1	4	1
Spain	33	33	5	2
Italy	2	2	3	1
Luxembourg			1	
Switzerland	16	16	3	1
Czech Republic				1
Portugal	3	3	6	
Latin America	**55**	**54**	**0**	**1**
Brazil*	45	45		1
Chile	8	7		
TOTAL	**185**	**184**	**71**	**13**

** Excluding the more than 60 laundries located on the sites of Lavebras customers*

1.4 INVESTMENTS

The principal investments made by the Group are described in Chapter 1, section 1.11 "Investment Policy" of the Registration Document as well as in the paragraph "Acquisitions" in Section 4.2.2.1 "Significant items of the first half of 2017" of the Update to the Registration Document.

On the date of the Update to the Registration Document, the principal investments in progress consist of the investments related to the Group's current business activities, such as the industrial investments to maintain and upgrade its architecture (plants, machines, service vehicles, information systems and sanitary equipment leased) and external growth transactions, including the acquisition of Berendsen, which is detailed in the prospectus approved by the AMF under number 17-390 on July 27, 2017.

1.5 MAJOR AGREEMENTS

The Group has signed the financial agreements described in the paragraph "Financing Agreements" in section 4.2.2.1 "Significant items of the first half of 2017", as well as in notes 2 "Highlights and changes in consolidation of the period and 8 "Refinancing and financial instruments" to the consolidated financial statements at June 30, 2017 that appear in Chapter 5 "Condensed interim consolidated financial statements" of the half-yearly financial report at June 30, 2017, included in section 4.2 of the Update to the Registration Document.

On the date of the Update to the Registration Document, and in additional to these agreements, primarily to ensure financing for the Berendsen acquisition, the Company signed the agreements described in 1.5.1 "Financing Agreements" below.

Moreover, section 1.13 “Major Agreements” of the Registration Document is completed by the descriptions of the agreements provided below.

1.5.1 FINANCING AGREEMENTS

On January 17, 2017, Elis entered into senior facility agreement between (i) Elis as borrower, (ii) M.A.J., Société de Participations Commerciales et Industrielles, Atmosfera Gestão e Higienização de Têxteis S.A., Sociedade Portuguesa de Aluguer e Serviço de Têxteis, S.A. et Lavotel S.A, as guarantor, (iii) BNP Paribas, Crédit Agricole Corporate and Investment Bank, Caisse Régionale de Crédit Agricole Mutuel de Paris et d’Ile-de-France, Caisse Régionale de Crédit Agricole Mutuel de Touraine et du Poitou, Crédit Lyonnais, Deutsche Bank Luxembourg S.A, HSBC France, and Société Générale Corporate and Investment Banking, as mandated lead arrangers, (iv) certain persons mentioned in the agreement, as arrangers, vi) certain financial institutions as lenders, (vii) Crédit Agricole Corporate and Investment Bank, as documentation agent, and (viii) BNP Paribas, as credit agent (the “**Senior Facilities Agreement**”).

A detailed description of the Senior Facilities Agreement is provided in section 4.2.2.1.5 “Financing Agreement” of the Update to the Registration Document.

Bridge Term Facility Agreement

On June 12, 2017, Elis entered into a bridge term facility agreement between (i) Elis as borrower, (ii) M.A.J. as guarantor, (iii) BNP Paribas and Crédit Agricole Corporate and Investment Bank as mandated lead arrangers, bookrunners and underwriters, (iv) BNP Paribas and Crédit Agricole Corporate and Investment Bank as lenders, and (v) BNP Paribas as facility agent (the “**Bridge Term Facility Agreement 2017**”), pursuant to which the lenders thereunder agreed to make available to Elis a non-revolving term loan facility in an aggregate amount equal to €1,920 million as at the date of the Bridge Term Facility Agreement (the “**Bridge Term Facility 2017**”). The Bridge Term Facility Agreement was syndicated on July 13, 2017, with BNP Paribas, Crédit Agricole Corporate and Investment Bank, HSBC France and Société Générale as bookrunners and mandated lead arrangers and ING as lead arranger.

A detailed description of the Bridge Term Facility Agreement 2017 is provided in Section 4.2.2.1.5 “Financing Agreement” of the Update to the Registration Document.

Syndication and Fee Letter

On June 12, 2017, Elis, Crédit Agricole Corporate and Investment Bank and BNP Paribas entered into a syndication and fee letter (the “**Syndication and Fee Letter**”) in connection with, and supplementary to, the Bridge Term Facility Agreement 2017.

A detailed description of the Syndication and Fee Letter is provided in Section 4.2.2.1.5 “Financing Agreement” of the Update to the Registration Document.

1.5.2 INVESTMENT AGREEMENT

A detailed description of the investment agreement entered into on June 7, 2017, between Elis and Canada Pension Plan Investment Board is provided in Sections 4.2.2.1.5 “Financing Agreements” and 4.2.5.7 “Shareholders’ agreement and other agreements” of the Update to the Registration Document.

1.5.3 PUT AND CALL OPTION AGREEMENT

Elis, Berendsen and the Estera Trust (Jersey) as trustee of the Employee Benefit Trust of Berendsen (the "**Employee Benefit Trust**") will enter into a put and call option agreement on or around the date hereof (the "**Put and Call Option Agreement**") in relation to the 1,291,621 Berendsen shares held by the Employee Benefit Trust which are not subject to the *Scheme of Arrangement*.

Under the Put and Call Option Agreement, the Employee Benefit Trust irrevocably undertakes to Elis and Berendsen that:

- following the Scheme becoming Effective, it shall refrain from exercising any voting rights attaching to any Berendsen share held by it other than with the consent of Elis in accordance with the terms of the trust deed constituting the Employee Benefit Trust;

- other than to satisfy the vesting or exercise of options and awards under the Berendsen share schemes following the Scheme becoming effective or following the exercise of the Put Option (as defined below) or the Call Option (as defined below), it shall not transfer any Berendsen shares held by it other than with the consent of Elis; and

- it shall, as requested by Elis following the Scheme becoming effective, procure the transfer to any person who holds an award that vests or is exercising options under the Berendsen share schemes of the number of Berendsen shares in respect of which such person is exercising options or such award vests.

Berendsen also agrees with Elis and the Employee Benefit Trust that it shall satisfy in cash any option or award which vests or is exercised under the Berendsen share schemes and is required to be satisfied before the Scheme of Arrangement becomes effective under the rules of the relevant Berendsen share scheme, and otherwise that it shall only satisfy any option or award which vests using Berendsen shares to be transferred out of the Employee Benefit Trust after the Scheme of Arrangement becomes effective.

In addition, under the Put and Call Option Agreement, the Employee Benefit Trust grants a call option to Elis (the "**Call Option**") under which Elis may acquire, and Elis grants a put option to the Employee Benefit Trust (the "**Put Option**") under which the Employee Benefit Trust may require Elis to acquire, all the remaining Berendsen shares held by the Employee Benefit Trust at such time so that Elis becomes the sole shareholder of Berendsen. The Call Option and the Put Option are each exercisable following the first to occur of (i) the date falling six months after the Effective Date, or (ii) if earlier, the first date on which there are no options or awards outstanding under any of the Berendsen share schemes.

The consideration for the transfer of the Berendsen shares held by the Employee Benefit Trust under the Call Option or the Put Option, as the case may be, is £5.40 in cash and 0.403 Elis Shares for each Berendsen share. Elis intends, for the purposes of the exercise of, as the case may be, the Call Option or the Put Option, to deliver existing Elis shares which will be acquired on the market pursuant to Elis' repurchase program.

1.5.4 LAVEBRAS SHARE PURCHASE AGREEMENT

On 5 January 2017, Elis entered into a share purchase agreement (the "**Lavebras Share**

Purchase Agreement") via its subsidiary Atmosfera Gestão e Higienização de Têxteis S.A. (as purchaser) with (i) Fundo de Investimento em Participações Genoma I, Castor - Fundo de Investimento em Participações and Gilmar José Cadore as sellers, (ii) Ricardo Castellar de Faria, (iii) Lavebras Gestão de Têxteis S.A. ("**Lavebras**"), and (iv) LVB Holding LTDA, with respect to the purchase of 100 per cent. of the share capital of Lavebras. The Lavebras Share Purchase Agreement is governed by the laws of Brazil. The transaction closed on 23 May 2017, as announced by Elis in a press release dated 23 May 2017.

Under the terms of the Lavebras Share Purchase Agreement, the consideration for the sale of the relevant shares, which was payable in cash, reflected an enterprise value of approximately 1.3 billion Brazilian Reais, subject to adjustments including for net debt.

The transaction was subject to customary conditions precedent, including antitrust approvals in Brazil. In the Lavebras Share Purchase Agreement, the sellers gave certain covenants and customary warranties and indemnities (subject to customary limitations), which survive until 23 May 2022.

1.5.5 INDUSAL SHARE PURCHASE AGREEMENT

On December 21, 2016, Elis entered into a share purchase agreement (the "**Indusal Share Purchase Agreement**") via its subsidiary Elis Manomatic, S.A., unipersonal (as buyer) with Femerosa, S.L., TCM Plaza Mayor 2002, S.L. and 45 individuals (together as sellers), with respect to the purchase of the entire share capital of Compañía Navarra de Servicios Integrales, S.L. ("**Indusal**"). The Indusal Share Purchase Agreement is governed by the laws of Spain. The transaction closed simultaneously with the signing of the Indusal Share Purchase Agreement, as announced by Elis in a press release dated 20 December 2016.

Under the terms of the Indusal Share Purchase Agreement, the consideration for the sale of the relevant shares represented an enterprise value of approximately €170 million. Subject to the terms of the Indusal Share Purchase Agreement, the sellers thereunder were further entitled to receive an additional variable consideration amount in connection with any proceeds Indusal may have received or may receive from the disposal or transfer of certain assets of Indusal. The buyer under the Indusal Share Purchase Agreement is entitled to be paid the amount or market value of any leakage from Indusal, subject to certain permitted leakage.

In the Indusal Share Purchase Agreement, the sellers gave customary warranties, subject to customary limitations, which generally survive until 21 March 2019 with some exceptions.

1.5.6 AGREEMENT ENTERED INTO WITHIN THE FRAMEWORK OF THE ELIS COMMERCIAL PAPER PROGRAM

Placing Agreements

Elis (the "**Issuer**") entered into seven placing agreements (the "**Placing Agreements**" and each a "**Placing Agreement**") dated September 9, 2015, September 17, 2015, September 21, 2015, and May 27, 2016 respectively, under which the Issuer appointed Société Générale, Aurel BGC, Crédit Agricole Corporate and Investment Bank, BNP Paribas, Crédit Industriel et Commercial, Natixis and BRED as placing agents (the "**Placing Agents**" and each a "**Placing Agent**") for the placing of the notes (Titres de Créances Négociables – TCNs) to be issued as part of the Issuer's commercial paper programme (the "**Notes**").

Upon any issuance of Notes, provided agreement is reached between the Issuer and the Placing Agent on the terms and conditions of the issuance, such as the nominal amount, the purchase price, the issuance currency, the issuance date, the maturity and the

compensation of the Notes (in accordance with the provisions of the Placing Agreements), the Issuer shall issue the Notes and the Placing Agent shall subscribe (on its own account or on behalf of a third party) for the Notes and pay the subscription price to the Issuer.

The maximum amount of the commercial paper programme is €400,000,000. The minimum nominal value of each Note is €200,000. The maturity of the Notes ranges from one day to one year.

The Placing Agreements have been entered into for an indefinite duration. The rights and obligations of each party will terminate on the redemption date of the last outstanding Note.

The Placing Agreements may be terminated (i) at any time by the Issuer or the Placing Agents, without cause, with 10-business days' notice, or (ii) at any time by the Placing Agents, without notice, in limited circumstances.

Domiciliation agreement

Elis (the "**Issuer**") entered into a domiciliation agreement (the "**Domiciliation Agreement**") dated September 8, 2015 under which the Issuer appointed CACEIS Corporate Trust as domiciliary agent (the "**Domiciliary Agent**") for the domiciliation of the Notes to be issued as part of the Issuer's commercial paper programme.

Upon any issuance of Notes, the Issuer must provide the Domiciliary Agent with a domiciliation instruction, which must contain all details regarding the implementation of the issuance and the settlement of the Notes by the Domiciliary Agent. Upon receipt of the domiciliation instruction, the Domiciliary Agent instructs Euroclear France to (i) credit the Notes on its Euroclear France account, (ii) transfer the Notes from its account to the subscriber's account in exchange for the payment of the subscription price. On the date of settlement of the Notes, the subscription price is paid to the Issuer by the Domiciliary Agent provided that the subscription price owed by the Placing Agent was effectively received by the Domiciliary Agent.

The Domiciliary Agent shall inform the Issuer of any amount owed under the Notes with 5-business days' notice prior to (i) any interest payment date, (ii) any maturity date, (iii) any redemption date, as the case may be, or (iv) any other date on which the Issuer must pay any amount owed under the Notes. The Issuer shall then pay such amounts to the Domiciliary Agent in a timely manner and the Domiciliary Agent shall transfer the funds owed under the Notes in accordance with applicable terms and conditions of the Notes.

The Domiciliation Agreement has been entered into for an indefinite duration. The rights and obligations of each party will terminate on the redemption date of the last outstanding Note.

The Domiciliation Agreement may be terminated (i) at any time by the Issuer or the Domiciliary Agent, without cause, with 60-business days' notice, or (ii) at any time by the Domiciliary Agent, without notice, in limited circumstances.

1.6 ACQUISITION OF BERENDSEN

Berendsen is a European company specializing in services solutions for textile, hygiene and protection articles. Berendsen supplies its customers with service solutions that include the design, supply, leasing, cleaning and maintenance of textiles, medical and well-being articles. The availability of its services by Berendsen implies an investment in inventories of articles, the management of these inventories, the collection of used arti-

cles and the delivery of these same articles after they have been cleaned, repaired and quality-controlled by professionals.

Berendsen provides professional expertise in the design of work clothing, the supply and purchases of textile articles, the maintenance of textiles articles, the decontamination and sterilization of medical and well-being devices, and optimized service for each customer. The outsourcing of these functions to Berendsen by Berendsen customers offers significant advantages to those customers, who save money and time, space, personnel, and investment capacities so that they can focus on their core business.

On May 18, 2017, Elis published the 2.4 Announcement announcing the terms of its proposals for a combination with Berendsen.

On June 7, 2017, Elis and Berendsen jointly published the Second 2.4 Announcement announcing that they had reach an agreement in principle on the main terms of a possible recommended offer from Elis for Berendsen.

On June 12, 2017, Elis and Berendsen jointly published the 2.7 Announcement announcing that they had reached an agreement on the terms of a recommended acquisition for all Berendsen capital issued and to be issued by Elis.

1.6.1 SUMMARY OF THE 2.7 ANNOUNCEMENT OF JUNE 12, 2017 ON THE POSSIBLE BERENDSEN ACQUISITION

12 June 2017

Recommended acquisition of Berendsen plc by Elis SA to create a pan-european textile, hygiene and facility services leader

The boards of Elis SA ("**Elis**") and Berendsen plc ("**Berendsen**") are pleased to announce that they have reached agreement on the terms of a recommended acquisition by Elis of the entire issued and to be issued share capital of Berendsen (the "**Transaction**").

Elis believes the combination of Berendsen and Elis offers a compelling opportunity to create a pan- European textile, hygiene and facility services leader ("the **Combined Group**"). The Combined Group would be geographically diversified and well-positioned in the majority of markets in which it would operate. Elis believes the Combined Group would be well-placed to deliver enhanced strategic and financial value to Berendsen Shareholders and Elis Shareholders and to pursue further growth.

The Berendsen Directors intend unanimously to recommend that Berendsen Shareholders vote in favor of the Transaction.

Under the terms of the Transaction, which will be subject to the Conditions and certain further terms set out in Appendix 1 and to the full terms and conditions to be set out in the Scheme Document ("**the Scheme Document**"), Berendsen Shareholders will receive:

for each Berendsen Share:

- £5.40 in cash; and
- 0.403 New Elis Shares.

In addition, under the Transaction, Berendsen Shareholders will be entitled to a dividend of £0.11 per Berendsen Share expected to be declared and paid by Berendsen in respect of the six- month period ending 30 June 2017 (the "**Interim Dividend**"). Further details of the expected record date, payment date and ex-dividend date for the Interim Dividend will be set out in the Scheme Document.

The terms of the Transaction as set out above valued each Berendsen Share at £12.501 [(1)] (excluding the Interim Dividend) and £12.61 (including the Interim Dividend) at the time of the announcement by Elis and Berendsen of agreement on the key terms of the Transaction on June 7, 2017.

As at June 9, 2017, being the last Business Day before the date of this Announcement, and based on the Closing Price of an Elis Share of €19.90 on June 9, 2017 and a £ : € exchange rate of £1 = €1.138 on June 9, 2017, the terms of the Transaction value each Berendsen Share at £12.45 (excluding the Interim Dividend) and imply a total equity value for Berendsen of approximately £2.17 billion on a fully diluted basis[(2)].

The cash portion of the Transaction represents approximately 63 per cent of the Closing Price of a Berendsen Share of £8.64 on May 17, 2017, the last Business Day preceding the announcement by Elis of a possible offer for Berendsen.

Under the terms of the Transaction, Elis intends to make available a mix and match facility (the "**Mix and Match Facility**") to Berendsen shareholders. Under the Mix and Match Facility, Berendsen shareholders may elect to vary the proportions in which they receive new Elis shares (the "**New Elis Shares**") and cash consideration, subject to off-setting elections being made by other Berendsen Shareholders. To the extent the elections cannot be satisfied in full, they will be scaled down on a pro rata basis. Elis and Berendsen will seek to work together to address costs of holding and dealing in Elis Shares for certain Berendsen Shareholders.

Berendsen shareholders would receive New Elis Shares representing approximately 32 per cent of the enlarged Elis share capital in issue immediately following completion of the Transaction (assuming completion of the CPPIB Cash Placing (as defined below)).

The value of the Transaction represents as at June 9, 2017:

- a premium of approximately 44 per cent to the closing price of a Berendsen share of £8.64 on May 17, 2017, the last business day preceding the announcement by Elis of a possible offer for Berendsen; and
- a premium of approximately 50 per cent to Berendsen's six-month volume weighted average share price to May 17, 2017 of £8.29.

The Transaction values Berendsen as at June 9, 2017 at an implied Enterprise Value / 2016 Adjusted EBITDA multiple of 7.6x and an implied Enterprise Value / 2016 Adjusted Operating Profit multiple of 16.5x [(3)].

Canadian Pension Plan Investment Board ("**CPPIB**"), which currently holds approximately 5 per cent of the Elis Shares in issue, has agreed to subscribe for 10,131,713 new Elis Shares to be issued to it through a reserved capital increase (the "**CPPIB Shares**") at a price of €19.744 [(4)] per Elis Share (the "**CPPIB Cash Placing**"). The total proceeds of the CPPIB Cash Placing would be €200 million. CPPIB is a leading global institutional investor that manages the funds of the Canada Pension Plan. At March 31, 2017, the CPP Fund totaled CAD$316.7 billion. The funds raised by the CPPIB Cash Placing will not be used to fund

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(1) Based on the Closing Price of an Elis Share of €20.17 on June 6, 2017 and a £ : € exchange rate of £1 = €1.145 on June 6, 2017.

(2) On the basis of a fully diluted share capital for Berendsen of 174,412,423 shares, being the aggregate of 172,627,894 Berendsen Shares currently in issue and 1,784,529 Berendsen options and awards (being the maximum number of Berendsen options which become exercisable or awards that vest on a change of control which must be satisfied using newly issued Berendsen Shares and cannot be satisfied by Berendsen Shares currently held by the Berendsen EBT).(3) Adjusted EBITDA and Adjusted Operating Profit are stated before exceptional costs, goodwill impairment and amortization of customer contracts and have been extracted from Berendsen's annual report and accounts for the year ended December 31, 2016. The EBITDA multiple is based on Enterprise Value, which is defined as Equity Value on a fully diluted basis plus net debt (adjusted for the payment of the Interim Dividend), tax adjusted net pension deficit and minority interests, in each case as extracted from Berendsen's annual report and accounts for the year ended December 31, 2016.

(3) Adjusted EBITDA and Adjusted Operating Profit are stated before exceptional costs, goodwill impairment and amortization of customer contracts and have been extracted from Berendsen's annual report and accounts for the year ended December 31, 2016. The EBITDA multiple is based on Enterprise Value, which is defined as Equity Value on a fully diluted basis plus net debt (adjusted for the payment of the Interim Dividend), tax adjusted net pension deficit and minority interests, in each case as extracted from Berendsen's annual report and accounts for the year ended December 31, 2016.

(4) Based on Elis' 20-day volume weighted average share price to June 6, 2017.

the cash portion of the consideration but will be used to repay borrowing incurred by Elis to finance the consideration and to help Elis meet its 2018 leverage target of ~3x (consistent with its current level) if the Transaction is completed. The CPPIB Cash Placing is conditional on, amongst other matters, the Scheme being approved by Berendsen Shareholders and sanctioned by the Court (as defined below) and approval of the Elis Shareholder Resolutions. While Elis is firmly committed to the CPPIB Cash Placing, the Transaction is not conditional upon the CPPIB Cash Placing becoming unconditional or being completed.

The Transaction should be implemented via a Scheme of Arrangement in accordance with Part 26 of the 2006 Companies Act (the "**Scheme"**), which must be approved by the High Court of Justice in England and Wales (the "**Court"**), whose details concerning terms and methods are included in the full text of the press release in English that Elis published in application of Rule 2.7 of the Code (the "**Rule 2.7**"). Elis reserves the right to implement the Transaction by way of an offer, subject to the Panel's consent.

The Berendsen Directors, who have been so advised by Credit Suisse and J.P. Morgan Cazenove as to the financial terms of the Transaction, consider the terms of the Transaction to be fair and reasonable. In providing its financial advice, each of Credit Suisse and J.P. Morgan Cazenove has taken into account the commercial assessments of the Berendsen Directors.

Accordingly, the Berendsen Directors intend unanimously to recommend that Berendsen shareholders vote in favor of the Scheme at the Court Meeting and the resolutions to be proposed at the Berendsen General Meeting (or, in the event that the Transaction is implemented by way of an offer, to recommend that Berendsen shareholders accept the offer), as they have irrevocably undertaken to do in respect of the beneficial holdings which are under their control of, in aggregate, 572,144 Berendsen shares representing approximately 0.33 per cent. Of Berendsen's issued share capital on June 9, 2017, being the last Business Day before this Announcement[1].

The Elis Directors intend unanimously to recommend that Elis Shareholders vote in favor of the Elis Shareholder Resolutions at the Elis General Meeting, as the chief executive officer and chief financial officer of Elis have irrevocably undertaken to do in respect of the beneficial holdings which are under their control of, in aggregate 197,457 Elis Shares representing in aggregate approximately 0.19 per cent of the voting rights of Elis Shares in issue on June 5, 2017, being the latest practicable date before the date of this Announcement.

Elis has received irrevocable undertakings from certain Elis Shareholders to vote (or procure the voting) in favor of the Elis Shareholder Resolutions in respect of, in aggregate, 44,395,942 Elis Shares representing in aggregate approximately 39.8 per cent of the voting rights of Elis Shares in issue on June 5, 2017, being the latest practicable date before the date of this Announcement. For as long as the Elis Directors continue to recommend that Elis Shareholders vote in favor of the Elis Shareholder Resolutions at the Elis General Meeting, Elis will not agree, except with Berendsen's consent, to the release of such undertakings.

Further details of the irrevocable undertakings received by Elis and Berendsen (including details of the circumstances in which the irrevocable undertakings will cease to be binding) are set out in paragraphs 15, 16 and 17 of this Announcement.

Elis believes the combination of Berendsen and Elis offers a compelling opportunity to create a pan-European textile, hygiene and facility services leader, combining Berend-

(1) The irrevocable undertakings for James Drummond and Kevin Quinn also apply to Berendsen Shares that are issued or received on the exercise of any options or the vesting of any awards held by the relevant Berendsen Director. Accordingly, the number of Berendsen Shares the subject of the irrevocable undertakings will change in the event any options or awards held by those Berendsen Directors are exercised or vest.

sen's competitive position in Northern Europe with Elis' strengths in the rest of Europe and a number of high-growth emerging markets. Elis also notes that:

- together, the Combined Group would have revenues in excess of €3 billion (1) and EBITDA of c.€960 million (2), with over 440 sites and operations in 28 countries;
- the Combined Group would be geographically diversified and well-positioned in the majority of the geographies in which it would operate, including France, the UK, Germany, Sweden, Brazil, Denmark, Spain, Portugal, the Netherlands, Switzerland and Norway; and
- in Germany, the Transaction would result in a stronger, more balanced footprint with combined revenues of approximately €310 million (3), from over 30 industrial sites and an enhanced product offering.

Elis further believes the Combined Group will be well-positioned to deliver enhanced value to both Berendsen Shareholders and Elis Shareholders from a strategic and financial perspective by continuing to pursue the four pillars of Elis' strategic plan: (i) consolidating its positions through organic growth and acquisitions across new and existing services and markets; (ii) developing activities in Latin America; (iii) continuing to improve its operational excellence; and (iv) introducing new products and services at limited marginal cost.

Elis expects the Combined Group to generate recurring pre-tax operating and capital expenditure synergies of at least €40 million per annum by the end of the third year following completion of the Transaction. This is comprised of €35 million per annum of operating expenditure EBITDA synergies and €5 million per annum of capital expenditure synergies.

Elis expects the Transaction to lead to double digit earnings accretion on an adjusted earnings per share basis for Elis in 2018 by comparison with the position if the Transaction had not taken place (4).

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(1) Combined Group 2016 revenue of €3,102 million represents the aggregate of the Adjusted Elis 2016 Revenue (as defined in note 22) and the consolidated revenue of Berendsen (€1,359 million) for the 12-month period ended December 31, 2016, extracted from Berendsen's annual report and accounts for the year ended December 31, 2016, and converted to euro at the average 2016 GBP/EUR rate of 1:1.225. The resulting aggregate revenue is derived from the addition of these components with no further adjustments to conform to Elis' accounting policies or otherwise.

*The Elis 2016 adjusted revenue of €1,742 million (the "**2016 Adjusted Revenue**") represents the aggregate of: (a) the Elis consolidated revenue (€1,513 million) over a 12-month period until December 31, 2016, as extracted from the Elis financial statements for the year ended December 31, 2016; (b) the unaudited estimated consolidated revenue of Indusal (€90 million) and of Lavebras (€103 million) over a 12-month period until December 31, 2016, as published by Elis on December 20, 2016; and (c) an unaudited adjustment to reflect the full-year impact in 2016 of the acquisition of Puschendorf (€37 million), provided by the Elis management. The aggregate revenue is the result of the sum of these items without other adjustment in order to comply with Elis accounting principles.*

(2) Group 2016 EBITDA of €959 million represents the aggregate of the Adjusted Elis 2016 EBITDA (as defined in note 23) and the consolidated EBITDA of Berendsen (€427 million) for the 12-month period ended 31 December 2016 extracted from Berendsen's annual report and accounts for the year ended December 31, 2016, and converted to euro at the average 2016 GBP/EUR rate of 1:1.225. The resulting aggregate EBITDA is derived from the addition of these components with no further adjustments to conform to Elis' accounting policies or otherwise.

The Elis 2016 adjusted EBITDA of €532 million (the "2016 Adjusted EBITDA") represents the aggregate of: (a) the Elis consolidated EBITDA (€468 million) over a 12-month period until December 31, 2016, as extracted from the Elis financial statements for the year ended December 31, 2016; (b) the unaudited estimated consolidated EBITDA of Indusal (€24 million on the basis of an estimated EBITDA margin of 27%, as published by Elis on December 20, 2016) and of Lavebras (€31 million on the basis of a minimum estimated EBITDA margin of 30%, as published by Elis on December 20, 2016) over a 12-month period until December 31, 2016; and (c) an unaudited adjustment to reflect the impact over a full year in 2016 of the acquisition of (€9 million), provided by the Elis management. The aggregate EBITDA is the result of the sum of these items without other adjustments in order to comply with Elis accounting principles.

*(3) Represents the aggregate of: (a) the consolidated revenue of Elis in Germany (€81 million) for the 12-month period ended December 31, 2016extracted from Elis' annual reports and accounts for the year ended December 31, 2016; (b) an unaudited adjustment for the full-year 2016 impact of the acquisition of Puschendorf (€37 million) as provided by Elis' management; and (c) the consolidated revenue of Berendsen in Germany (€193 million) for the 12-month period ended December 31, 2016 extracted from Berendsen's annual report and accounts for the year ended December 31, 2016 and converted to euro at the average 2016 GBP/EUR rate of 1:1.225 (the "**Adjusted Combined Germany 2016 Revenue**"). The resulting aggregate revenue for Germany is derived from the addition of these components with no further adjustments to conform to Elis' accounting policies or otherwise.*

(4) Adjusted EPS excludes goodwill impairments, amortization of customer relationships, restructuring, intangible assets, and other exceptional items. Theestimated adjusted EPS for 2018 of Elis assumes completion of the Transaction, and accordingly includes Elis' estimate of the Berendsen adjusted net income contribution for 2018 and takes account of the synergies expected to occur in 2018. It is then compared to Elis' estimated adjusted EPS for 2018 assuming no Transaction. The statement that the Transaction is earnings accretive should not be construed as a profit forecast and is therefore not subject to the requirements of Rule 28 of the Code. It should not be interpreted to mean that the earnings per share in 2018 or any other future financial period will necessarily match or be greater than those for any preceding financial period. This statement is the sole responsibility of Elis. The Berendsen estimated 2018 adjusted net

Elis intends to retain a strong and robust balance sheet with a target leverage of ~3x (consistent with its current level) by the end of 2018. Elis' pro forma leverage (as at 31 December 2016) taking into account the impact of the Transaction, the CPPIB Cash Placing and the Interim Dividend would be 3.1x [(1)].

Elis intends to finance the cash portion of the Consideration from third party debt. Elis has entered into a bridge loan facility with two of its relationship banks, BNP Paribas and Crédit Agricole Corporate and Investment Bank, in connection with, amongst other matters, financing the cash portion of the Consideration.

Commenting on the Transaction, Xavier Martiré, CEO of Elis, said:

"*I am delighted to have reached agreement on a recommended acquisition to bring together Berendsen and Elis. In a consolidating sector, we believe there is a strong rationale for combining these businesses, with highly complementary geographic footprints, to create a pan-European leader in textile, hygiene and facility services. The combined group would be well-positioned to pursue further growth and we see the potential to create substantial financial value for both Berendsen and Elis shareholders*."

Commenting on the Transaction, Iain Ferguson, Chairman of Berendsen said:

"*The Berendsen Board believes that the offer from Elis, which represents £12.61 [(2)] per share (including an interim dividend), recognizes the quality of our business and the strength of our future prospects. The offer provides shareholders with immediate value for their shares, whilst allowing them to participate in any future growth of the enlarged group. As a result, the Berendsen Board intends to recommend unanimously that Berendsen Shareholders accept this offer from Elis and we wish the combined entity all the very best going forward*."

The Transaction will be formally proposed to Berendsen Shareholders for approval at the Court Meeting and the Berendsen General Meeting (which is expected to take place shortly after the Court Meeting). The Court Meeting and the Berendsen General Meeting are required to enable Berendsen shareholders to consider, and if thought fit, vote in favor of the resolutions to approve the Scheme and its implementation. In order to become effective, the Scheme must be approved by a majority in number of Berendsen Shareholders on the register of members of Berendsen on the voting record date of the holders of voting rights for the approbation of the Scheme, present and voting, whether in person or by proxy, representing 75 per cent. or more in nominal value of the Scheme Shares held by those Scheme Shareholders.

Elis will convene the Elis General Meeting for a date which is as close as reasonably practicable to the date for the Court Meeting and the Berendsen General Meeting.

In accordance with the full description contained in the 2.7 Announcement, the Scheme will be subject to conditions, which Elis may waive, and to the terms that will be incorpo-

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income contribution referred to above is Elis' own estimate of such net income which takes into account publicly available information on Berendsen.

(1) Adjusted 2016 net debt figure for Elis of €1,611 million ("Adjusted Elis 2016 net debt") represents the aggregate of: (a) the consolidated net debt of Elis (€1,596 million) as of 31 December 2016 extracted from Elis' financial statements for the year ended 31 December 2016; (b) the proceeds from the share capital increase launched by Elis in January 2017 (€325 million); and (c) the consideration paid as part of the acquisition of Lavebras (€340 million) which closed on May 23, May 2017.

Combined Group 2016 net debt of €3,007 million represents the aggregate of: (a) the Adjusted Elis 2016 net debt; (b) the consolidated net debt of Berendsen (€502 million) extracted from Berendsen's annual report and accounts for the year ended December 31, 2016 and converted to euro at the exchange rate of 1:170 on December 31, 2016; (c) the cash component of the Offer (€1,072 million) based on a cash consideration of £5.40 per Berendsen Share multiplied by the aggregate of 172,627,894 Berendsen Shares currently in issue and 1,784,529 Berendsen options and awards (being the maximum number of Berendsen options which become exercisable or awards that vest on a change of control must be satisfied using newly issued Berendsen Shares and cannot be satisfied by Berendsen Shares currently held by the Berendsen EBT) (assuming the issue of new Berendsen Shares to satisfy all such options), and converted to euro at the exchange rate of 1:138 on 9 June 2017; (d) the aggregate amount of the Interim Dividend payable to Berendsen Shareholders of €22 million (based on an Interim Dividend of £0.11 per Berendsen Share and multiplied by 172,627,894 outstanding Berendsen Shares and converted to euro at an exchange rate of 1:138); less the proceeds from the reserved capital increase subscribed by CPPIB of €200 million. The resulting aggregate net debt is derived from the addition of these components with no further adjustments to conform to Elis' accounting policies or otherwise.

(2) Based on the Closing Price of an Elis Share of €20.17 on June 6, 2017 and a £ : € exchange rate of £1 = €1.145 on June 6, 2017.

rated into the Scheme document. The conditions relate specifically to (i) (a) the approval of the Scheme by a majority of Berendsen shareholders holding at least 75% of Berendsen shares, present or represented at the Court Meeting, all of which were registered in the Berendsen members registry on the record date of the vote, (b) approval of all necessary resolutions relating to the Scheme by required majorities at Berendsen Shareholders' Meetings, (c) approval of the Scheme by the Court, with or without modification, provided such modifications are approved by Elis and Berendsen; (ii) (a) approval of the capital increase that must be carried out by Elis under the Scheme by the Elis Shareholders' Meeting, (b) approval granted by the French Market Authorities (AMF) of the French prospectus for admitting New Shares (the "**Prospectus**") and (c) publication of an opinion by Euronext Paris relating to their future listing in trading on the Euronext Paris market; (iii) approval of regulatory authorizations by the Financial Conduct Authority (FCA) under Article 178 of the Financial Services Market Act; and (iv) approval of authorizations by the German, Austrian and potentially Polish Competition authorities.

It is expected that the Scheme Document, containing further information about the Transaction and notices of the Court Meeting and General Meeting, together with the Forms of Proxy, will be posted to Berendsen shareholders no later than July 31, 2017. An expected timetable of principal events will be included in the Scheme Document.

The Scheme is expected to become effective in the third or fourth quarter of 2017, subject to satisfaction or (where permissible) waiver of the Conditions and compliance with certain further terms set out in Appendix 1 to this Announcement.

It is intended that the French Prospectus will be published at or around the same time as the Scheme Document is posted to Berendsen Shareholders.

This summary should be read in conjunction with, and is subject to, the full text of this Announcement (including the Appendices). the 2.7 Announcement and a description of the Transaction will be accessible on the Elis website (www.corporate-elis.com).

1.6.2 SECOND 2.4 ANNOUNCEMENT OF JUNE 7, 2017 ON THE POSSIBLE BERENDSEN ACQUISITION

June 07, 2017

Elis SA and Berendsen plc

Agreement in Principle on a Recommended Possible Offer for Berendsen

The Boards of Elis SA ("**Elis**") and Berendsen plc ("**Berendsen**") are pleased to announce that they have reached agreement in principle on the key terms of a possible recommended offer to be made by Elis for Berendsen, which would create a strong Pan-European leader in textile, hygiene and facility services. The transaction would be implemented by means of a scheme of arrangement in relation to the entire issued and to be issued share capital of Berendsen (the **"Possible Offer"**), which the Board of Berendsen expects to recommend unanimously.

The Possible Offer comprises £5.40 in cash and 0.403 new Elis shares for each Berendsen share.

In addition, under the Possible Offer, Berendsen shareholders will be entitled to a dividend of 11 pence per share expected to be declared and paid by Berendsen in respect of the six-month period ended June 30, 2017 (the "**Interim Dividend**").

Based on the closing price of Elis's shares of €20.17 on June 6, 2017, being the latest practicable day prior to the date of this announcement, and a GBP:EUR exchange rate of 1.145, the Possible Offer values each Berendsen share at £12.50 per share (excluding the Interim Dividend), and implies a total equity value for Berendsen of approximately £2.2 billion on a fully diluted basis [(1)].

The Possible Offer consists of approximately 43% in cash with the remaining approximately 57% being satisfied by issuance of new Elis shares. Elis is intending to offer a mix and match facility to all Berendsen shareholders under which Berendsen shareholders may elect, subject to availability as a result of elections made by other Berendsen shareholders, to vary the proportions in which they receive new Elis shares and cash in respect of their holdings in Berendsen shares.

The Possible Offer represents:

- a premium of approximately 45% to Berendsen's closing share price of £8.64 on May 17, 2017, being the last business day prior to announcement of Elis's initial proposal;
- a premium of approximately 50% to Berendsen's one-month volume weighted average share price to 17 May 2017 of £8.33; and
- a premium of approximately 54% to Berendsen's three-month volume weighted average share price to 17 May 2017 of £8.12.

Canada Pension Plan Investment Board ("**CPPIB**"), which currently holds approximately 5% of the Elis shares in issue, has agreed to subscribe for 10,131,713 new Elis shares to be issued to it through a reserved capital increase (the "**CPPIB Shares**") at a price of €19.74 [(2)] per Elis share (the "**CPPIB Cash Placing**"). CPPIB is a leading global institutional investor that manages the funds of the Canada Pension Plan. At March 31, 2017, the CPP Fund totaled CAD$316.7 billion. The funds raised by the CPPIB Cash Placing will not be used to fund the cash portion of the consideration but will be used to repay borrowing incurred by Elis to finance the consideration. The CPPIB Cash Placing would be conditional on, among other matters, the scheme of arrangement becoming effective. While Elis is firmly committed to the CPPIB Cash Placing, any formal offer would not be conditional upon the CPPIB Cash Placing completing.

The Board of Berendsen has indicated to Elis that it expects to recommend unanimously to Berendsen shareholders an offer on customary terms at the level and composition of the Possible Offer, subject to agreement on the conditions of the formal offer and completion of confirmatory due diligence.

The announcement by Elis of a formal offer would require the satisfaction or waiver of the following pre-conditions:

- formal unanimous recommendation of the offer by the Berendsen Board and such recommendation not having been withdrawn or modified; and
- the receipt of irrevocable undertakings to vote in favor of the transaction from the members of the Berendsen Board in their capacity as Berendsen shareholders on terms acceptable to Elis.

Elis reserves the right to waive in whole or in part any of the pre-conditions to making an offer set out in this announcement.

The Board of Elis fully supports the terms of the Possible Offer and expects to recommend unanimously Elis shareholders to vote in favor of the issuance of the new Elis shares in connection with the transaction.

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(1) On the basis of 172,627,894 shares currently outstanding (excluding outstanding options) and 174,470,777 shares on a totally diluted basis.
(2) Based on the 20 day volume weighted average price to 6 June 2017.

The conditions of the transaction will be customary for a combination of this nature, and will include approval by Berendsen shareholders of the scheme of arrangement, by Elis shareholders of the issuance of new Elis shares as consideration under the transaction, receipt of a required approval from the UK Financial Conduct Authority and receipt of any required antitrust approvals.

Elis reserves the following rights:

- to introduce other forms of consideration and/or to vary (including by reduction) the composition of the consideration referred to above with the agreement or recommendation of the Board of Berendsen;
- to make an offer for Berendsen on less favorable terms with the agreement or recommendation of the Board of Berendsen; and
- to reduce its offer by the amount of any dividend that is announced declared, made or paid by Berendsen prior to completion, save for the Interim Dividend.

The announcement does not constitute an offer or impose any obligation on Elis to make an offer, nor does it evidence a firm intention to make an offer within the meaning of the Code. There can be no certainty that a formal offer will be made.

A further update will be provided when appropriate.

1.6.3 RULE 2.9 ANNOUNCEMENT OF JUNE 1, 2017

June 1, 2017

Rule 2.9 Announcement

In accordance with Rule 2.9 of the UK City Code on Takeovers and Mergers (the "**Code**"), Elis confirms that, as at the close of business on May 31, 2017, it had in issue 140,111,549 ordinary shares of €10.00 each (excluding 55,500 ordinary shares held in treasury) in issue and admitted to trading on Euronext Paris (ISIN: FR0012435121).

1.6.4 2.4 ANNOUNCEMENT OF MAY 18, 2017 ON THE POSSIBLE BERENDSEN ACQUISITION

May 18, 2017

Elis SA proposes a combination with Berendsen plc to create a strong Pan-European leader in textile and facility services

Combination would create a strong Pan-European leader in Textile and Facility Services

Complementary geographical footprints – balanced presence across Northern & Southern Europe with high-growth Latam exposure and enhanced position in Germany

Significant revenue, operating cost and capex synergies Combination expected to lead to double digit earnings accretion

Cash and share proposal at a highly attractive premium of 36% to Berendsen's share price and 49% to the consensus target price for Berendsen published by equity research analysts

Berendsen shareholders would benefit from a substantial value creation opportunity through an approximately 35% stake in the combined group

Elis SA ("**Elis**") today announces that it has made a revised proposal to Berendsen plc ("**Berendsen**") to combine the two companies and create a leading Pan-

European textile and facility services company, which has been rejected by the board of directors of Berendsen (the "**Berendsen Board**").

Revised Proposal is Highly Attractive to Berendsen Shareholders

The revised cash and share proposal (the "**Revised Proposal**") that Elis made on May 16, 2017, is to acquire each Berendsen ordinary share for a combination of:

- **£4.40 in cash; and**
- **0.426 new Elis ordinary shares.**

Based on the closing price of Elis's ordinary shares on May 17, 2017 (being the last business day prior to the date of this announcement) of €19.99 and a £ : € exchange rate of £1 = €1.161, the Revised Proposal values each Berendsen ordinary share at £11.73 per share, and implies a total equity value for Berendsen of approximately £2.05 billion (on a fully diluted basis) (1).

Elis reserves the right to make an offer on different terms as set out later in this announcement under the heading "Reservations".

The cash portion of Elis's Revised Proposal represents approximately 51% of Berendsen's closing share price on May 17, 2017.

Elis's Revised Proposal would provide Berendsen shareholders with an ownership stake in the combined group of approximately 35% on a fully diluted basis.

Elis is intending to offer a mix and match facility to all Berendsen shareholders under which Berendsen shareholders may elect, subject to availability, to vary the proportions in which they receive new Elis shares and cash in respect of their holdings in Berendsen ordinary shares.

Elis believes that this Revised Proposal is highly attractive to Berendsen shareholders and provides a compelling opportunity for them to share in the benefits of combining the two businesses.

Elis Has Made Good Faith Efforts to Engage in Discussions with Berendsen

On April 28, 2017, Elis made a written cash and share proposal in private to Berendsen (the "**Initial Proposal**") to acquire each Berendsen ordinary share for a combination of £4.40 per share in cash and 0.411 new Elis ordinary shares. At the time, the Initial Proposal valued each Berendsen ordinary share at £11.00 per share (being a premium of approximately 31% to Berendsen's then trading price) (2).

On May 12, 2017, the Berendsen Board rejected the Initial Proposal and declined to engage in discussions.

On May 16, 2017, Elis approached Berendsen with the Revised Proposal, which, as of May 15, 2017, valued each Berendsen ordinary share at £11.75 per share (being a premium of approximately 41% to Berendsen's then trading price) (3). Elis's Revised Proposal was rejected by the Berendsen Board on the same day without any engagement.

Consequently, Elis has decided it is necessary for it to make public the Revised Proposal so that it can be considered by Berendsen's shareholders.

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(1) On the basis of 172,618,597 outstanding shares and 2,091,818 dilutive options.

(2) 0.411 new Elis ordinary shares were valued at £6.60 as at 11 am (BST) on April 28, 2017 (latest practicable time prior to the delivery of the Initial Proposal) based on a £:€ exchange rate of 1:1.18. The premium of 31% is stated by reference to Berendsen's share price as at 11 am (BST) on April 28, 2017.

(3) 0.426 new Elis ordinary shares were valued at £7.35 as at market close on May 15, 2017 (last business day prior to the delivery of the Revised Proposal) based on a £:€ exchange rate of 1:1.18. The premium of 41% is stated by reference to Berendsen's closing share price on May 15, 2017.

Elis is willing to move quickly and cooperatively to engage with Berendsen with a view to achieving a transaction for the benefit of Berendsen and Elis shareholders.

The Revised Proposal Represents a Significant Premium

The Revised Proposal represents:

- a significant increase of approximately **7%** from the Initial Proposal, which was valued at £11.00 per Berendsen ordinary share on April 28, 2017;
- a premium of approximately **36%** to Berendsen's closing share price on May 17, 2017 of £8.64;
- a premium of approximately **41%** to Berendsen's one-month volume weighted average share price to May 17, 2017 of £8.33;
- a premium of approximately **45%** to Berendsen's three-month volume weighted average share price to May 17, 2017 of £8.12;
- a premium of approximately **42%** to Berendsen's six-month volume weighted average share price to May 17, 2017 of £8.29; and
- a premium of approximately 49% to the consensus target price for Berendsen published by equity research analysts of £7.89 (1) per share.

The Revised Proposal represents an implied Enterprise Value / 2016 Adjusted EBITDA multiple of 7.2x and an implied Equity Value / 2016 Adjusted Profit After Tax multiple of 19.0x (2). In addition, the Revised Proposal values Berendsen at an implied Enterprise Value / 2016 Adjusted Operating Profit multiple of 15.6x, which is above that of comparable transactions in this sector, in particular, the 15.2x (3) valuation of Rentokil Initial's workwear and hygiene businesses transferring into its joint venture with Haniel & Cie.

<u>Elis believes that the Revised Proposal is such that the Berendsen Board should recommend it to its shareholders for the reasons outlined in this announcement.</u>

A Compelling Opportunity: Combination Would Create a Strong Pan-European Leader in Textile and Facility Services

A combination of Berendsen and Elis offers a compelling opportunity to create a Pan-European textile and facility services group, combining Berendsen's competitive position in Northern Europe with Elis's strengths in the rest of Europe and a number of high-growth

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(1) The consensus target price for Berendsen ordinary shares is sourced from Bloomberg and the equity research reports referred to below. The consensus target price for Berendsen ordinary shares is as published by equity research analysts between March 3, 2017 and May 17, 2017 (being the last business day prior to the date of this announcement) and excludes Credit Suisse (April 27, 2017) due to involvement as financial adviser to Berendsen, J.P. Morgan (April 27, 2017) and HSBC (March 3, 2017), due to involvement as corporate brokers to Berendsen, and Investec and EVA Dimensions due to lack of published reports post March 3, 2017. The analyst estimates comprise Morgan Stanley (645p, April 28, 2017), RBC Capital Markets (660p, April 27, 2017), Stifel (680p, April 28, 2017), Numis (695p, May 8, 2017), Barclays Capital (700p, April 27, 2017), Peel Hunt (908p, April 27, 2017), Exane BNP Paribas (950p, May 17, 2017), Goldman Sachs (1,070p, March 7, 2017). These analyst estimates are not endorsed by Elis, are not being referred to with the consent of Berendsen, and have not been reviewed or reported on in accordance with the requirements of Rule 28.1(a). The minimum and maximum target prices have been published by Morgan Stanley (£6.45, 28 April 2017) and Goldman Sachs (£10.70, March 7, 2017), respectively.

(2) Adjusted EBITDA, Adjusted Profit After Tax and Adjusted Operating Profit are stated before exceptional costs, goodwill impairment and amortisation of customer contracts and have been extracted from Berendsen's annual report and accounts for the year ended December 31, 2016. The EBITDA multiple is based on Enterprise Value, which is defined as Equity Value on a fully diluted basis plus net debt, in each case as extracted from Berendsen's annual report and accounts for the year ended December 31, 2016.

(3) Based on adjusted profit before interest, tax and amortisation for 12 months to June 30, 2016 for the business transferred by Rentokil Initial into the JV with Haniel & Cie as extracted from Rentokil Initial's investor presentation "Joint Venture with Haniel, Delivering Shareholder Value" dated December 16, 2016.

emerging markets. Elis generated revenue of c. €1.7 billion (1) and EBITDA of c. €530 million (2) in 2016, adjusted for recent acquisitions.

Together, the combined group would have revenues in excess of €3 billion (3) and EBITDA of c.€960 million (4), with over 440 sites and operations in 28 countries.

The combined group would be geographically diversified and very well placed in the majority of the geographies in which it would operate, including France, the UK, Germany, Sweden, Brazil, Denmark, Spain, the Netherlands, Switzerland and Norway.

In Germany, the transaction would result in a stronger regional footprint with combined revenues of approximately €310 million (5), over 30 industrial sites and an enhanced product offering.

The combined group would be well-positioned from a strategic and financial perspective to pursue organic growth and further acquisitions across new and existing services and markets and to deliver enhanced value to both Berendsen and Elis shareholders.

Significant Benefits to Berendsen and its Shareholders

Elis believes the Revised Proposal offers a number of unique benefits to Berendsen and its shareholders:

1. it provides an enhanced platform from which Berendsen can address its operational challenges, with the cushion of a supportive shareholder in Elis, reducing the risks to a successful achievement of Berendsen's standalone strategic plan;

2. it allows Berendsen shareholders, through the receipt of Elis shares, to participate in the benefits of Berendsen's strategic plan, enhanced by the value created by the synergies achievable from the combination;

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(1) Adjusted 2016 revenue figure for Elis of €1,742 million ("Adjusted Elis 2016 Revenue") represents the aggregate of: (a) the consolidated revenue of Elis (€1,513 million) for the 12-month period ended December 31, 2016 extracted from Elis's financial statements for the year ended December 31, 2016; (b) the estimated unaudited consolidated revenue of each of Indusal (€90 million) and Lavebras (€103 million) for the 12-month period ended December 31, 2016, as published by Elis on December 20, 2016; and (c) an unaudited adjustment for the full-year 2016 impact of the acquisition of Puschendorf (€37 million) as provided by Elis's management. The resulting aggregate revenue is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.

(2) Adjusted 2016 EBITDA figure for Elis of €532 million ("Adjusted Elis 2016 EBITDA") represents the aggregate of: (a) the consolidated EBITDA of Elis (€468 million) for the 12-month period ended December 31, 2016 extracted from Elis's financial statements for the year ended December 31, 2016; (b) the estimated unaudited consolidated EBITDA of each of Indusal (€24 million based on estimated EBITDA margin of 27% as published by Elis on December 20, 2016) and Lavebras (€31 million based on minimum estimated EBITDA margin of 30% as published by Elis on December 20, 2016) for the 12-month period ended December 31, 2016; and (c) an unaudited adjustment for the full-year 2016 impact of the acquisition of Puschendorf (€9 million) as provided by Elis's management. The resulting aggregate EBITDA is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.

(3) Combined group 2016 revenue of €3,102 million represents the aggregate of the Adjusted Elis 2016 Revenue and the consolidated revenue of Berendsen (€1,359 million) for the 12-month period ended December 31, 2016 extracted from Berendsen's annual report and accounts for the year ended December 31, 2016 and converted to euro at the average 2016 GBP/EUR rate of 1:1.225. The resulting aggregate revenue is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.

*(4) Combined group 2016 EBITDA of €959 million represents the aggregate of the Adjusted Elis 2016 EBITDA and the consolidated EBITDA of Berendsen (€427 million) for the 12-month period ended December 3, 2016, extracted from Berendsen's annual report and accounts for the year ended December 31, 2016, and converted to euro at the average 2016 GBP/EUR rate of 1:1.225. The resulting aggregate EBITDA is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.(5) Represents the aggregate of: (a) the consolidated revenue of Elis in Germany (€81 million) for the 12-month period ended December 31, 2016, extracted from Elis's annual reports and accounts for the year ended December 31, 2016; (b) an unaudited adjustment for the full-year 2016 impact of the acquisition of Puschendorf (€37 million) as provided by Elis's management; and (c) the consolidated revenue of Berendsen in Germany (€193 million) for the 12-month period ended December 31, 2016 extracted from Berendsen's annual report and accounts for the year ended December 31, 2016 and converted to euro at the average 2016 GBP/EUR rate of 1:1.225 (the "**Adjusted Combined Germany 2016 Revenue**"). The resulting aggregate revenue for Germany is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.*

*(5) Represents the aggregate of: (a) the consolidated revenue of Elis in Germany (€81 million) for the 12-month period ended December 31, 2016, extracted from Elis's annual reports and accounts for the year ended December 31, 2016; (b) an unaudited adjustment for the full-year 2016 impact of the acquisition of Puschendorf (€37 million) as provided by Elis's management; and (c) the consolidated revenue of Berendsen in Germany (€193 million) for the 12-month period ended December 31, 2016 extracted from Berendsen's annual report and accounts for the year ended December 31, 2016 and converted to euro at the average 2016 GBP/EUR rate of 1:1.225 (the "**Adjusted Combined Germany 2016 Revenue**"). The resulting aggregate revenue for Germany is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.*

3. it de-risks Berendsen shareholders' current position by offering a significant amount of cash, while the mix and match will, subject to availability, allow shareholders the opportunity to exchange some cash for more shares and vice versa; and

4. it makes these benefits available at a very substantial premium to the value currently available to Berendsen shareholders in the market and the consensus target price for Berendsen published by equity research analysts.

Elis encourages the Berendsen Board to engage with Elis with respect to a recommended transaction.

Significant Synergy Opportunity for Both Berendsen and Elis Shareholders

The supervisory board of Elis (the "**Elis Board**") believes that the combined group will generate attractive synergies and create additional shareholder value.

The Elis Board expects the combined group to generate recurring run-rate pre-tax operating and capital expenditure synergies (together, "**Cost Synergies**") of at least €40 million per annum by the end of the third year following completion. This is comprised of €35 million per annum of operating expenditure EBITDA synergies, and €5 million per annum of capital expenditure synergies.

These synergies are expected to arise as a direct result of the transaction and could not be achieved independently of the transaction.

Cost Synergies

The constituent elements of quantified operating and capital expenditure synergies, which are expected to originate from the cost bases of both Elis and Berendsen, comprise:

- Operational savings: approximately 20% of the identified Cost Synergies are expected to be generated from footprint rationalization and logistics optimization in two overlapping geographies, Germany and the Benelux region, in which Elis and Berendsen have complementary service site and logistics networks and from which, on a combined basis, Elis and Berendsen generated over €400 million [1] in annual revenues in FY16;
- Procurement savings: approximately 15% of the identified Cost Synergies are expected to be generated from:
    - o Third party cost efficiencies resulting from economies of scale, realized by combining procurement of key consumables (chemical products, energy and sanitary consumables) and operating assets (linen, machines, trucks);
    - o Efficiencies in procurement spend associated with Berendsen's sanitary equipment by introducing Elis's UK-based subsidiary, Kennedy, as an additional supplier; and

(1) Represents the aggregate of (a) the Adjusted Combined Germany 2016 Revenue and (b) the aggregate of: (i) the consolidated revenue of Elis in Belgium & Luxembourg (€29 million) for the 12-month period ended December 31, 2016, extracted from Elis's annual reports and accounts for the year ended December 31, 2016; and (ii) the consolidated revenue of Berendsen in Holland (€111 million) for the 12-month period ended December 31, 2016, extracted from Berendsen's annual report and accounts for the year ended December 3, 2016, and converted to euro at the average 2016 GBP/EUR rate of 1:1.225 (the "Adjusted Combined Benelux 2016 Revenue") . The resulting aggregate revenue for Benelux is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.

- Combining and rationalizing Berendsen and Elis IT development initiatives in areas including RFID tags and connected appliances.

Amongst the identified procurement savings, approximately 80% consist of capital expenditure synergies and the remaining approximately 20% consist of operating expenditure EBITDA synergies.

- Corporate overhead savings: approximately 25% of the identified Cost Synergies are expected to be generated from the reduction of duplicate costs across board and executive leadership functions, and the elimination of costs associated with maintaining Berendsen's public listing; and
- Central cost savings: approximately 40% of the identified Cost Synergies are expected to be generated from the reduction of duplicate costs across central administration and support functions.

Synergy realization costs and dis-synergies

It is expected that the realization of the quantified synergies will require estimated one-off cash costs of approximately €40 million, incurred materially in the first two years after completion. The phasing will be assessed further and refined as part of the detailed integration planning in due course.

Aside from the one-off costs referred to above, the Elis Board does not expect any material dis-synergies to arise as a direct result of the transaction.

Revenue synergies

The Elis Board is confident of realizing significant further value via the delivery of incremental revenue synergies and growth that have not been quantified for reporting under the Code at this time. The Elis Board believes such further value could be generated by:

- capitalizing on the cross-selling opportunities arising from the combination with Berendsen, particularly the ability to offer new products and services (e.g. pest control and beverages) to Berendsen's customers, building on Elis's successful roll- out of these complementary offerings to its own customers;
- the optimization of Berendsen's customer mix; and
- the ability to serve customers who organize their procurement at a pan-European level (for instance in the market for cleanroom services).

Please refer to Part A of the Appendix to this announcement for further detail on the above. The Elis Quantified Financial Benefits Statement has been reported on under Rule 28.1 of the Code by Deloitte LLP, Elis's reporting accountants, and by Lazard and Zaoui, Elis's financial advisers, as set out in Part B and Part C of the Appendix to this announcement.

Robust Balance Sheet for the Combined Group

The cash consideration under the transaction would be financed through new third party debt, for which financing commitments are in place. The combined group will continue to maintain its current dividend policy while retaining a strong and robust balance sheet consistent with its current leverage levels.

Double Digit Earnings Accretion

The transaction is expected to lead to double digit earnings accretion on an adjusted EPS basis for Elis by comparison with the position which would have applied if the transaction had not taken place [1].

Combining with Elis will Enhance Berendsen's Standalone Prospects

Berendsen has been in the process of implementing the Berendsen Excellence Strategy, which was first launched in November 2015. Since then, Berendsen has communicated that, in the short term, Berendsen's profitability will continue to be impacted by the underlying performance of the legacy operations in the UK and it is embarking on a strategy of investing in commercial and customer service capabilities that is underpinned by increased capital deployment [2].

Elis believes that the delivery of Berendsen's strategic plan on a standalone basis will be subject to (i) a changing political landscape, (ii) a changing competitive landscape, of which the creation of the joint venture between Rentokil Initial plc & Haniel & Cie is one example, and (iii) meaningful execution risk. Elis also believes that Berendsen will be much better placed to deal with these challenges as part of the combined group and through additional support from Elis.

Proven Track Record of Successfully Integrating Businesses and Creating Shareholder Value

Elis's strong, stable and experienced management team has demonstrated an extensive and successful track-record of executing value-added acquisitions that complement Elis's organic growth, having acquired, and effectively integrated, approximately 50 businesses representing over €500 million [3] of acquired revenues since 2010. Most recently, Elis announced the acquisitions of Indusal in Spain and Lavebras in Brazil, which increased Elis's scale and positioned Elis as the number one in both markets.

Elis's unique multi-service model of combining (i) field agents that have a frontline touchpoint with clients, who can provide the full Elis service offering, who are incentivized to cross-sell and deliver strong client satisfaction, with (ii) a strong logistics capability, has led Elis to deliver a consistent net sales growth of c. 8.7% CAGR between 2011 and 2016, and to continuously expand its service offering and international footprint whilst main-

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(1) Adjusted EPS excludes goodwill impairments, amortization of customer relationships, restructuring, intangible assets, and other specified items. The estimated adjusted EPS for 2018 of Elis assumes completion of the transaction, and accordingly includes the Berendsen adjusted net income contribution based on the consensus analyst estimated Berendsen adjusted EPS for 2018 (59.8p/€0.69) and takes account of the synergies expected to occur in 2018. It is then compared to Elis's estimated adjusted EPS for 2018 assuming no transaction. The statement that the transaction is earnings accretive should not be construed as a profit forecast and is therefore not subject to the requirements of Rule 28 of the Code. It should not be interpreted to mean that the earnings per share in 2018 or any other future financial period will necessarily match or be greater than those for any preceding financial period.

The consensus analyst estimated Berendsen adjusted EPS for 2018 is sourced from Bloomberg and the equity research reports referred to below. The mean estimated Berendsen adjusted EPS for 2018 is as published by equity research analysts between March 3, 2017 and May 17, 2017 (being the last business day prior to the date of this announcement) and excludes Credit Suisse (April 27, 2017) due to involvement as financial adviser to Berendsen, J.P. Morgan (April 27, 2017) and HSBC (March 9, 2017), due to involvement as corporate brokers to Berendsen, and Investec and EVA Dimensions due to lack of published reports post March 3,2017. The analyst estimates comprise Morgan Stanley (58.1p, April 28, 2017), RBC Capital Markets (58.0p, March 27, 2017), Stifel (61.8p, April 28, 2017), Numis (56.8p, May 8, 2017), Barclays Capital (59.3p, April 27, 2017), Peel Hunt (61.6p, April 27, 2017), Exane BNP Paribas (61.1p, April 27, 2017) and Goldman Sachs (61.9p, March 7, 2017). These analyst estimates are not endorsed by Elis, are not being referred to with the consent of Berendsen, and have not been reviewed or reported on in accordance with the requirements of Rule 28.1(a) of the Code. The minimum and maximum estimates of Berendsen adjusted EPS for 2018 have been published by Numis (56.8p, May 8, 2017) and Goldman Sachs (61.9p, March 7, 2017), respectively. All of the foregoing estimates are converted from sterling to euro using a £:€ exchange rate of 1:1.16.(2) Based on information contained in Berendsen's announcement of preliminary results for the 12-month period ended December 31, 2016.

(2) Based on information contained in Berendsen's announcement of preliminary results for the 12-month period ended December 31, 2016.

(3) The figure of over €500 million of acquired revenues since 2010 represents the aggregate of the estimated unaudited consolidated revenue of each acquired business for the most recent financial period prior to its acquisition by Elis, as publicly announced by Elis at the time of announcement of each acquisition. The resulting aggregate figure for acquired revenues is derived from the addition of these components with no further adjustments to conform to Elis's accounting policies or otherwise.

taining a highly resilient and profitable business model that has generated >30% EBITDA margins [1].

Consequently, Elis believes that the acquisition of Berendsen would not increase execution risk against implementation of the companies' standalone strategies for either Berendsen or Elis but would create the potential for substantial value creation for both sets of shareholders. Elis believes that the combination would result in a stronger group better positioned to effectively pursue organic and inorganic growth opportunities, the development of new innovative systems and technologies and the establishment of a pan-European clean room network.

Elis attaches great importance to the skills and experience of the existing managers and employees of Berendsen. Elis will approach integration of the broader management team in an open and transparent manner and with a view to leveraging the best of both teams.

Pre-Conditions

The announcement by Elis of a formal offer would require the satisfaction or waiver of the following pre-conditions:

- unanimous recommendation of the offer by the Berendsen Board and such recommendation not having been withdrawn or modified;
- receipt of irrevocable undertakings to accept the offer from the members of the Berendsen Board, in their capacity as Berendsen shareholders, in a form acceptable to Elis; and
- final approval by the Elis Board of the terms and conditions of the offer.

Elis reserves the right to waive in whole or in part any of the pre-conditions to making an offer set out in this announcement.

The conditions to any offer will be customary for a combination of this nature, and will include approval by Berendsen shareholders, approval by Elis shareholders for the issuance of new Elis shares and receipt, on satisfactory terms, of all antitrust and regulatory approvals.

Any offer by Elis, and any acceptances and elections in respect thereof, will be governed by and will be construed in accordance with English law. The courts of England will have exclusive jurisdiction to settle any dispute arising from or connected with any offer and any acceptances and elections in respect thereof. There will be no public offer of securities in the United States in connection with any offer by Elis and Elis accepts no responsibility to, and denies any liability to, any person who makes a claim against Elis on the basis they had acted in reliance on the protections afforded to investors in a public offer of securities in the United States.

Any new Elis ordinary shares issued to Berendsen shareholders in connection with any offer will carry the right to receive and retain dividends and other distributions declared, made or paid by reference to a record date falling on or after the date on which they are issued (but will not, for the avoidance of doubt, carry the right to receive any dividends and other distributions for which the record date is before the date on which they are issued).

Elis's Revised Proposal does not constitute an offer or impose any obligation on Elis to make an offer, nor does it evidence a firm intention to make an offer within the meaning of the Code. Elis does not, therefore, regard it as forming the basis for an announcement pursuant to Rule 2.2(a) of the Code. There can be no certainty that a formal offer will be

(1) Based on Elis's published annual reports and accounts for the years from 2014 to 2016 and on annual accounts from 2011 to 2013 as published in Elis's IPO prospectus.

made even if the pre-conditions are satisfied or waived. A further statement will be made as appropriate.

Reservations

Elis reserves the following rights:

- to introduce other forms of consideration and/or to vary (including by reduction) the composition of the consideration referred to above;
- to implement the transaction through or together with a subsidiary of Elis or a company which will become a subsidiary of Elis;
- to announce an offer (including a cash offer and/or a share offer) for Berendsen on less favorable terms:
    - with the agreement or recommendation of a majority of the Berendsen Board;
    - if a third party announces a firm intention to make an offer for Berendsen on less favorable terms;
    - following the announcement by Berendsen of a whitewash transaction pursuant to the Code on less favorable terms; and
- in the event that any dividend is announced, declared, made or paid by Berendsen, to reduce the cash and/or share component of its offer by the gross amount of such dividend.

Elis has retained Lazard and Zaoui & Co as its financial advisers and Sullivan & Cromwell LLP as legal adviser in connection with the Revised Proposal.

In accordance with Rule 2.6(a) of the Code, Elis is required, by not later than 5.00 pm (London time) on June 15, 2017, to either announce a firm intention to make an offer for Berendsen in accordance with Rule 2.7 of the Code or announce that it does not intend to make an offer, in which case the announcement will be treated as a statement made in accordance with the requirements of Rule 2.8 of the Code. This deadline can be extended with the consent of the Panel in accordance with Rule 2.6(c) of the Code.

English and French copies of this announcement will be available at www.corporate-elis.com but will not be available to persons in the United States, Australia, Canada, Japan or any of the jurisdictions where publication of this announcement would violate the laws of such jurisdiction. The contents of the website referred to in this announcement are not incorporated into and do not form part of this announcement.

1.6.5 CREDIT RATINGS

Following the Company's announcement of its intention to purchase Berendsen, Moody's and Standard & Poor's rating agencies confirmed the ratings assigned to the Company, namely Ba2 (outlook stable) (in a press released dated June 22, 2017) and BB (outlook positive) (in a press release dated May 24, 2017), respectively.

Both agencies have also rated Elis' bond issue of April 2015 maturing in 2022. On June 30, 2017, the rating of these securities was the same as that of Elis.

2. Risk factors

The risk factors are described in Chapter 2 of the Registration Document and are still accurate on the date of the Update to the Registration Document.

The description of the risks relating to disputes and litigation was updated in the 2017 half-year financial report included in section 4.2 of this Update to the Registration Document following the decision rendered by the Labor Court in Brazil in the context of the Brazilian proceeding with the Ministry of Labor.

These risks are those which the Company believes could have a material adverse effect on the Group, its businesses, financial position, results or ability to achieve its objectives if they occur. Moreover, other risks may exist or occur that are unknown or have not been considered on the date of the Update to the Registration Document as potentially having a negative impact on the Group, its businesses, financial position, its results or its ability to achieve its objectives.

The risks related to the new shares and the Transaction, as well as the risks related to the combined group are described in sections 3.5.1 "Risks related to the New Shares and to the Transaction" and 3.5.2 "Risks related to the Combined Group" in the Securities Note.

3. Corporate governance

The information for this chapter is described in Chapter 4 of the Registration Document. On the date of the Update to the Registration Document, this information remains correct.

The information on governance, more specifically, the membership of the Supervisory Board and the executive compensation policy for 2017 as approved by the shareholders during the shareholders' general meeting of May 19, 2017, as well as the information on the equity compensation elements for members of the Management Board, were updated in the 2017 half-year financial report in Chapter 4, which is included in section 4.2 of this Update to the Registration Document.

4. Financial and accounting information

The information for this chapter is described in Chapter 6 of the Registration Document. On the date of the Update to the Registration Document, this information remains correct, subject to the updates and additional information provided below.

4.1 OUTLOOK FOR THE 2017 FINANCIAL YEAR

The Group has constructed its forecasts for the 2017 financial year on the basis of the Group's consolidated financial statements for the year ended December 31, 2016 and the summary interim consolidated financial statements for the six months ended June 30, 2017.

These forecasts are based on the following assumptions:

Assumptions over which the Company's executive committee cannot exert control or influence

- the following foreign exchange rates are used at the end of the 2017 financial year: the EUR:BRL exchange rates is €1 = 3.75 BRL and the EUR:CHF rate is €1 = CHF 1.09;
- the continuation in the second half of 2017 of the turnaround in hotel activity observed in France in the first half of 2017 over 2016;
- the absence of a significant change in the political, economic, regulatory, social and fiscal environment that would very negatively impact Elis;
- the absence of any outside event affecting the business, Group customers, supplies, labor force, including any natural disaster, act of terrorism or cyber-attack that would very negatively affect Elis; and
- the absence of a significant lawsuit or dispute that could have a very negative impact on Elis.

Assumption over which the Company's executive committee can exert control or influence:

- the absence of significant change in the scope of consolidation from the situation at July 25, 2017.

On the basis of the assumptions above, the Group believes that it can reach consolidated revenue greater than €1.75 billion (including Lavebras as from June 1, 2017 but excluding Berendsen).

The 2017 organic growth in revenue is expected to be nearly the same as in 2016.

Furthermore, the Group in 2017 is targeting growth in its EBITDA margin rate in Europe and Latin America and to maintain stable growth in France in all for each geographic region where it operates, including in France.

The forecasts presented above are based on data, assumptions and estimates considered reasonable by the Group on the date of this Update to the Registration Document. The information could change or be modified due to uncertainties related to the contingencies of any business and to the economic, financial, competitive, regulatory or climate environment or as a function of other factors of which the Group may be unaware on the date of the Prospectus. Moreover, the concrete occurrence of certain risks described in Chapter 2 ("Risk factors and insurance policy") of the Registration Document and in section 3.5 of the Securities Note could have an impact on the Group's operations, results or outlook and therefore, call these forecasts into question. In addition, the achievement of the forecasts assumes the success of the Group's strategy. The Group

therefore makes no commitment and gives no guarantees of the achievement of the forecasts set forth above.

4.2 HALF-YEAR FINANCIAL REPORT FOR THE PERIOD ENDED JUNE 30, 2017

4.2.1 PRESENTATION OF THE GROUP

4.2.1.1 Company profile and financial highlights of the first half of 2017

Elis is a leading multi-service group in the rental, laundry and maintenance of flat linen, workwear and hygiene and well-being appliances in Europe and Latin America. With more than 25,000 employees spread across 14 countries, in 2016 Elis's consolidated revenue was €1,512.8 million with consolidated EBITDA of €467.9 million. Drawing on more than a century of expertise, Elis today serves hundreds of thousands of customers of all sizes in the Hospitality, Healthcare, Industry, and Trade and Services sectors, thanks to its network of 300 processing and dispatching centers and 13 clean rooms, which guarantees it an unrivaled proximity to its clients.

- **FINANCIAL HIGHLIGHTS OF THE FIRST HALF OF 2016**

(EUR million)	H1 2017	H1 2016	Change
Revenues	**845.8**	**730.2**	**+15.8%**
EBITDA	**244.1**	**216.1**	**+13.0%**
EBIT	**102.6**	**92.5**	**+10.9%**
Net result	**19.9**	**23.1%**	**-13.9%**
Headline net result *	**40.9**	**38.9**	**+5.1%**
Headline free cash flow **	**(14.0)**	**6.7**	**n/a**
Adjusted net debt at end of period**	**1,800.9**	**1,599.0**	

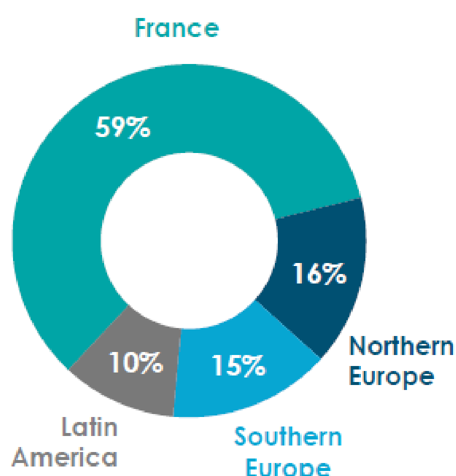
Percentage change calculations are based on actual figures.

* A transition table from Net Income to Net Income before Tax is shown on page 5.

** Basis for comparison is at December 31, 2016.

The concepts of organic growth of revenues, EBITDA, EBIT, headline free cash flow and adjusted net debt are defined in Section 4.2.2.2 of the Update to the Registration Document.

- **BREAKDOWN OF REVENUE FOR FIRST-HALF 2016 BY REGION**



4.2.1.2 Risks factors and transactions with related parties

4.2.1.2.1 Risk factors

The main risk factors that the Group could face during the second half of 2017 are similar to those described in chapter 2 of the 2016 Registration Document, section 2.1 "Risks factors" on pages 45 to 63 of said document and to the section 3.5 of the Securities Note comprising the Prospectus registered by the French Market Authority on July 27, 2017 under the number 17-390.

These risk factors remain applicable at the date of the present report.

The Company believes these risks could, as at the date of this registration document, have a material adverse effect on the Group and its business, financial position, results, or ability to achieve its objectives. The Company reviewed the risks that could have a material adverse effect on its business, financial position or results (or on its ability to achieve its objectives) and believes that there were no other significant risks apart from those presented.

With regard to the risk factor relating to the litigation to which the Company is party, it is specified that in respect of the two proceedings initiated in Brazil further to the inspection performed in February 2014 by the Brazilian Federal Police of the premises of Maiguá, one of Atmosfera's suppliers, such proceedings being described in pages 59 and 60 of the 2016 Registration document:

- in relation with the proceedings engaged by the national prosecuting authority, negotiations initiated with the prosecutor at the judge's request have not led to an agreement and the proceedings continue;
- in relation with the proceedings with the Labor Court to contest the decision of the Brazilian Ministry of Labor to place Atmosfera on a "black list", the Labor court further to the hearing which took place on February 1, 2017, decided to annul the sanctions announced by the Brazilian Ministry of Labor, including the registration of Atmosfera on a black list. This decision will be challenged before the Court of appeal.

4.2.1.2.2 Transactions with related parties

The major transactions with other related parties are set out in notes 5.2 to the condensed intermediate half-year consolidated financial statements in section 4.2.4.2 of the Update to the Registration Document.

4.2.2 MANAGEMENT REPORT FOR THE FIRST HALF OF 2017

4.2.2.1 Key highlights of the first half of 2017

4.2.2.1.1 Acquisitions

On March 3, 2017, the Elis Group (the "**Group**") acquired the company HTE Sanitation, based in Châteauneuf-Les Martigues, active in the 3D Pest Control market in the area of Aix-Avignon-Marseille. This company generates a turnover of approximately €0.8 million and employs 9 people.

On March 13, 2017, the Group acquired the company Blanchisserie Blésoise SAS, which owns a laundry unit in Blois and operates with customers in both Healthcare and Hospitality sectors. This company – which has a turnover of approximately €12 million in 2016 – is operating in the Val de Loire and Île-de-France areas and employs approximately 180 people.

In April 2017 Elis acquired the laundry Blanchisserie des Caves (Biarritz region/Lourdes) in France and Flashocean (Charentes Martimes and Bordeaux) that generates annual turnover respectively of €0.5 and 0.6 millions.

On May 10, 2017, Elis announced it had finalized the acquisition of MTR in Germany. MTR is located in Riesa in Saxony, between the cities of Dresden and Laipzig. In 2017, MTR should generate turnover of approximately € 5 million and has been consolidated in the accounts of the Group since the May 1, 2017. This transaction allows the Group to continue its development in Germany and optimize the volume allocation between the processing centers of the region.

On May 23, 2017, following the agreement of the Brazilian antitrust authority, the Group announced it has finalized the acquisition of Lavebras Gestão de Têxteis S.A., ("**Lavebras**") in Brazil, ranked second in the Brazilian market, pursuant to the terms of the agreement entered into on January 5, 2017. Lavebras is located in 17 states in Brazil and employs approximately 4,000 employees spread out over 76 industrial sites. A family business founded in 1997, Lavebras operates Brazil's most extensive network of industrial laundry facilities. Lavebras operates in the healthcare, industry (especially agri-food) and hospitality segments. In 2016, Lavebras generated a turnover of BRL 370 million. Lavebras has been consolidated in the accounts of the Group since June 1, 2017.

4.2.2.1.2 acquisition of BERENDSEN

On April 28, 2017, Elis made a written cash and share proposal in private to Berendsen to acquire each Berendsen share for a combination of £4.40 per share in cash and 0.411 new Elis shares (the "**Initial Proposal**").

On May 12, 2017, the board of directors of Berendsen (the "Berendsen Board") rejected the Initial Proposal and declined to engage in discussions.

On May 16, 2017, Elis approached Berendsen with a revised cash and share proposal to acquire each Berendsen share for a combination of £4.40 per share in cash and 0.426 new Elis shares (the "**Revised Proposal**"). Elis' Revised Proposal was rejected by the Berendsen Board on the same day without any engagement. Consequently, Elis has decided it was necessary for it to make public the Revised Proposal so that it could be considered by Berendsen's shareholders.

On May 18, 2017, Elis released an announcement under Rule 2.4 (the "**2.4 Announcement**") of the City Code on Takeovers and Mergers (the "**City Code**"), in which the terms and conditions of its Initial Proposal and Revised Proposal are described (See section 1.6.3 "2.4 Announcement related to the acquisition of Berendsen" of the update registration document).

On June 6, 2017, Elis and Berendsen reached an agreement in principle regarding a possible cash-and-shares proposal that would be recommended unanimously by the Berendsen Board, to acquire each Berendsen share for a combination of £5.40 per share in cash and 0.403 new Elis shares (the "**Final Proposal**"). The proposal also includes the payment of an interim dividend of £0.11 per Berendsen share, declared and paid by Berendsen in respect of the six months ended June 30, 2017 (the "Interim Dividend"). The Final Proposal is likely to be implemented through an English-law scheme of arrangement in accordance with section 26 of the Companies Act 2006 (the "**Scheme of Arrangement**" or "**Scheme**").

Accordingly, on June 7, 2017, Elis and Berendsen made the Final Proposal public by publishing a joint announcement in accordance with Rule 2.4 of the City Code (the "**Second 2.4 Announcement**") (see section 1.6.2 "Second 2.4 Announcement dated June 7, 2017 related to the Acquisition of Berendsen" of the update registration document.

On June 12, 2017, Elis and Berendsen published a joint announcement in accordance with Rule 2.7 of the City Code (the "**2.7 Announcement**") in which Elis and Berendsen confirmed their agreement regarding the terms of a recommended acquisition by Elis of the entire issued and to be issued share capital of Berendsen, in exchange for the payment of £5.40 in cash and 0.403 new Elis shares, and the payment of the Interim Dividend (See section 1.6.1 "2.7 Announcement of June 12, 2017 related to the acquisition of Berendsen" of the update registration document (hereinafter, the "**Transaction**").

Nevertheless, completion of the Transaction remains subject to the satisfaction or waiver of the Conditions described in section 2.2.1.3 "Condition of the Transaction" of the securities note including in the prospectus registered by the AMF under the number 17-390 on July 27, 2017 (the "**Securities Note**") ("**The Prospectus**").

More details on the terms and conditions of the Transaction are detailed in sections 2.1 "Economic aspects of the contribution" and 2.2 "Legal aspect of the contribution" of the Securities Note. The 2.4 Announcement, the Second 2.4 Announcement and the 2.7 Announcement are included in the section 1.6 "Acquisition of BERENDSEN" of the update of the Registration document, and are available on the Group's website and the French Market Authority's website (**www.amf-france.org**).

4.2.2.1.3 Change in the Governance

The Combined General Meeting of Elis, held on May 19, 2017, reappointed Philippe Audouin and Florence Noblot as members of the Supervisory Board (Ms. Noblot being also renewed in her functions at the Appointments and Compensation Committee), and appointed Anne-Laure Commault as new member of the Supervisory Board, each for another four year-period, i.e. until the end of the shareholders' meeting that will be called to approve the financial statements of the 2020 financial year. The shareholders also ratified the co-optation of Magali Chesse approved by the Supervisory Board on June 1st, 2016 replacing Virginie Morgon who resigned for the duration of the term of office of her predecessor, i.e. until the end of the shareholders' meeting that will be called to approve the financial accounts of the 2018 financial year.

Since the May 19, 2007, the Supervisory Board has been composed of 10 members, including 4 women. The current composition of the Supervisory Board offers a complementary mix of experience and reflects the diversity policy conducted by the Group. The proportion of independent members amounts to 60%.

In addition, the shareholders approved the amendment of the articles of association to include provisions on the conditions for appointing Members of the Supervisory Board representing employees.

4.2.2.1.4 share capital increase

As part of the financing of the acquisitions of Indusal and Lavebras, the Company carried out a share capital increase with preferential subscription right for an amount of 325,176,649.50 (gross amount before the issue fees) through the issuance of 25,910,490 new shares. This operation has closed the financing of the bridge loan entered into by Elis in connection with the above mentioned acquisitions.

Following the subscription period, which ended on February 3rd, 2017, total subscription orders amounted to approximately €853 million, representing a subscription rate of 262.34%:

- 25,790,720 new shares were subscribed on an irreducible basis, representing 99.54% of the new shares to be issued;
- orders submitted on a reducible basis represented 42,183,211 new shares and were therefore partly fulfilled. 119,770 new shares (representing 0.46% of the new shares to

be issued) were allocated in this respect according to a ratio of 0.003199940025 calculated on the number of rights exercised on a non-reducible basis, disregarding fractions and provided that no allocation may exceed the number of shares subscribed for on a reducible basis.

In accordance with their respective subscription commitments, Eurazeo[1] and Crédit Agricole Assurances[2], Elis's two main shareholders holding respectively 16.9% and 10% of the share capital, exercised all of their subscription rights on a non-reducible basis, for a combined amount of approximately €87 million.

Settlement and delivery of and the admission to trading on Euronext Paris (Segment A) of the new shares occurred on February 13, 2017.

As part of this share capital increase, an adjustment of the rights of the beneficiaries of unvested performance shares was made and the beneficiaries were informed of such adjustement by a public notice published in the Bulletin des Annonces Légales Obligatoires (BALO). This adjustment occurred on February 13, 2017.

4.2.2.1.5 Financing agreement

Senior Facilities Agreement

On January 17, 2017, Elis entered into a senior facilities agreement between (i) Elis as borrower, (ii) M.A.J., Société de Participations Commerciales et Industrielles, Atmosfera Gestão e Higienização de Têxteis S.A., Sociedade Portuguesa de Aluguer e Serviço de Têxteis, S.A. and Lavotel S.A. as guarantors, (iii) BNP Paribas, Crédit Agricole Corporate and Investment Bank, Caisse Régionale de Crédit Agricole Mutuel de Paris et d'Ile-de-France, Caisse Régionale de Crédit Agricole Mutuel de Touraine et du Poitou, Crédit Lyonnaise, Deutsche Bank Luxembourg S.A, HSBC France, and Société Générale Corporate and Investment Banking as mandated lead arrangers, (iv) Crédit Industriel at Commercial, ING Bank N.V. and La Banque Postale as lead arrangers; (v) certain persons specified therein as arrangers, (vi) certain financial institutions specified therein as lenders, (vii) Crédit Agricole Corporate and Investment Bank as documentation agent, and (viii) BNP Paribas as facility agent (the "**Senior Facilties Agreement**").

Pursuant to the Senior Facilities Agreement, the lenders thereunder agreed to make available to Elis:

(i) a term loan facility in an aggregate amount equal to €450 million as at the date of the Senior Facilities Agreement (the "**Term Facility**");

(ii) an acquisition/capex facility in an aggregate amount equal to €200 million as at the date of the Senior Facilities Agreement (the "**Acquisition/Capex Facility**"); and

(iii) a multicurrency revolving loan facility in an aggregate amount equal to €500 million as at the date of the Senior Facilities Agreement (the "**Revolving Facility**"), of which €200 million is a swingline loan facility (the "**Swingline Facility**").

Key terms and conditions of the Senior Facilities Agreement

The facilities under the Senior Facilities Agreement provide financing for:

(i) in respect of the Acquisition/Capex Facility and the Revolving Facility:

[1] As of the launch date of the rights issue, Eurazeo held directly 0.8% of Elis's share capital, and 16.1% via its subsidiary Legendre Holding 27.
[2] As of the launch date of the rights issue, Crédit Agricole Assurances held 10% of Elis's share capital via its subsidiary Predica.

(A) the purchase price for each of the acquisitions of Lavebras Gestão de Têxteis S.A. ("**Lavebras**") and Compania Navarra de Servicios Integrales, SL ("**Indusal**") and related acquisition costs;

(B) the repayment and payment of certain financial indebtedness of Indusal and of Lavebras to be prepaid in connection with the acquisitions;

(C) the repayment of any outstanding amounts under the second tranche of a bridge term facility agreement dated 10 November 2016 in connection with the acquisitions referred to in (i)(A) above;

(D) certain specified permitted acquisitions;

(E) restructuring expenditure in relation to the acquisitions referred to in (i)(A) or (i) (D) above;

(ii) in respect of the Acquisition/Capex Facility, capital expenditure of the Elis Group;

(iii) in respect of the Revolving Facility:

(A) the repayment of any outstanding amounts under any utilisations of a senior term and facilities agreement dated 2 September 2014 (as amended and restated) between, amongst others, Elis and certain of its subsidiaries as borrowers and BNP Paribas as agent and lender; and

(B) general corporate purposes of the Elis Group; and

(iv) in respect of the Swingline Facility, the refinancing of any note or other instrument maturing under a euro commercial paper programme of a member of the Elis Group.

The aggregate amount financed by loans under the Revolving Facility pursuant to paragraph (i) above may not exceed €100 million.

The facilities under the Senior Facilities Agreement must be drawn down in one or more utilisation requests, subject to a maximum number of loans and minimum amount thresholds. Loans under the Term Facility and the Acquisition/Capex Facility become repayable five years after the date on which the Term Facility is drawn; loans under the Revolving Facility and the Swingline Facility become payable on the last day of the applicable interest period.

INTEREST RATES

The interest rate on each loan under the Senior Facilities Agreement is the percentage rate per annum which is the aggregate of EURIBOR, EONIA or LIBOR (as applicable) for the applicable interest period (or day in respect of the Swingline Facility) and the applicable margin. The margin is (i) in respect of the Term Facility and Acquisition/Capex Facility, 1.80 per cent. per annum; (ii) in respect of the Revolving Facility, 1.40 per cent. per annum; and (iii) in respect of the Swingline Facility, 1.40 per cent. per annum, in each case subject to applicable adjustment based on total net leverage. The interest rate is increased by 1.00 per cent. per annum if Elis defaults in its payment obligations under the Senior Facilities Agreement.

REPRESENTATIONS, COVENANTS, UNDERTAKINGS AND EVENTS OF DEFAULT

The Senior Facilities Agreement contains customary representations, warranties, conditions precedents, covenants, indemnities and information undertakings. In addition, the Senior Facilities Agreement incorporates a leverage covenant of total net debt to consolidated pro-forma EBITDA of 4.00:1 prior to 30 June 2018 and 3.75:1 from (and including)

30 June 2018 and tested with reference to the last day of each semester (31 December and 30 June) over the period of 12 months preceding each of these accounting dates.

The Senior Facilities Agreement contains various events of default, subject to applicable remedy periods, including, but not limited to, those relating to non-payment, compliance with the leverage covenant described above, sanctions, anti-corruption, anti-money laundering, non-compliance with provisions of the Finance Documents (as defined in the agreement), misrepresentation, cross-default, certain insolvency events and material adverse effect. Subject to provisions relating to the Certain Funds Period (as defined in the agreement), if any event of default is outstanding the lenders may cancel the total commitments and/or declare that all or part of any loans under the Senior Facilities Agreement, and all other amounts accrued or outstanding, would be immediately due and payable.

GUARANTEE

M.A.J., Société de Participations Commerciales et Industrielles, Atmosfera Gestão e Higienização de Têxteis S.A., Sociedade Portuguesa de Aluguer e Serviço de Têxteis, S.A. and Lavotel S.A., as guarantors, provide a continuing payment and performance guarantee in favour of the agent, arranger and lenders under the Senior Facilities Agreement, in respect of Elis' obligations under the Finance Documents (as defined in the agreement). Limitations on the guarantee depend on the provisions on financial assistance of the jurisdiction of the guarantor.

SECURITY

Other than the guarantee provided by the guarantors, the facilities under the Senior Facilities Agreement are unsecured.

Bridge Term Facility 2017

On June 12, 2017, Elis entered into a bridge term facility agreement between (i) Elis as borrower, (ii) M.A.J. as guarantor, (iii) BNP Paribas and Crédit Agricole Corporate and Investment Bank as mandated lead arrangers, bookrunners and underwriters, (iv) BNP Paribas and Crédit Agricole Corporate and Investment Bank as lenders, and (v) BNP Paribas as facility agent (the "**Bridge Term Facility Agreement**"), pursuant to which the lenders thereunder agreed to make available to Elis a non-revolving term loan facility in an aggregate amount equal to €1,920 million as at the date of the Bridge Term Facility Agreement (the "**Bridge Term Facility**"). The Bridge Term Facility Agreement was syndicated on July 13, 2017, with BNP Paribas, Crédit Agricole Corporate and Investment Bank, HSBC and Société Générale as bookrunners and mandated lead arrangers and ING as lead arranger.

KEY TERMS AND CONDITIONS OF THE BRIDGE TERM FACILITY AGREEMENT

The Bridge Term Facility may be drawn in sterling or euro pursuant to one or more utilisation requests, and provides financing for:

(i) the cash portion of the offer consideration of the Transaction, up to a maximum aggregate amount of €1,085 million; and

(ii) payments up to a maximum aggregate amount of €835 million relating to: (a) the refinancing of certain financial indebtedness of Berendsen, (b) certain costs, fees and expenses (relating to the Transaction, the refinancing of Berendsen's financial indebtedness and the Bridge Term Facility), and (c) any additional euros that may be required in connection with the cash portion of the offer consideration of the Transaction as a result of foreign exchange movements.

Elis has the right to cancel the whole or any part of an available commitment (including, in certain circumstances, in the case of a defaulting lender) subject to a minimum amount threshold.

The Bridge Term Facility matures and becomes repayable in full on the first anniversary of the date on which the first loan under the Bridge Term Facility is made, save that such maturity period may be extended two times at Elis' discretion, in each case by an additional six months and subject to certain conditions set out in the Bridge Term Facility Agreement (including the payment of a fee equal to 0.10 per cent. of all outstanding amounts under the Bridge Term Facility in respect of the first extension and a fee equal to 0.15 per cent. of all outstanding amounts under the Bridge Term Facility in respect of the second extension).

PREPAYMENT

Elis may, following the expiry of the Availability Period (as defined in the agreement) or, if applicable, the date on which all funds available under the Bridge Term Facility have been drawn down, voluntarily prepay the whole or any part of any loan subject to break costs in certain circumstances and a minimum amount threshold.

Elis is obliged to make specified mandatory prepayments upon the occurrence of certain events, including, but not limited to, (i) the issue of equity or debt instruments by Elis other than in connection with the Transaction and subject to certain other exceptions; (ii) the subscription by members of the Elis group with third parties of new mid or long-term financial indebtedness, subject to certain exceptions; (iii) the sale of any member of the Berendsen Group after the Scheme has become effective; (iv) certain disposals of fixed assets of the Elis Group; and (v) if it becomes unlawful for Elis to perform certain obligations towards any given lender (in which case prepayment will be limited to the participation of the lender affected by such unlawfulness).

Elis may not reborrow any part of the Bridge Term Facility that has been prepaid.

INTEREST RATES AND FEES

The interest rate on each loan under the Bridge Term Facility Agreement is the percentage rate per annum which is the aggregate of EURIBOR for the applicable interest period (in respect of a loan in euro) or LIBOR for the applicable interest period (in respect of a loan in sterling) and the applicable margin (starting at 1.00 per cent, per annum for the period between 0 and 3 months from the date on which the first loan is made and increasing by 0.25 per cent for each subsequent 3 month period until the first anniversary of the date on which the first loan under the Bridge Term Facility is made and, in the event that the maturity date is extended, by between 0.50 per cent. and 0.75 per cent. for each subsequent 3 month period until the second anniversary of the date on which the first loan is made). The interest rate is increased by 1.00 per cent, per annum if Elis defaults on its payment obligations under the Bridge Term Facility Agreement.

Interest is payable in respect of a loan under the Bridge Term Facility Agreement on the last day of the applicable interest period for the loan (such period being of either 1, 2, 3 or 6 months' duration, as selected by Elis in the relevant utilization request or, by default, of 1 month).

A ticking and commitment fee (at a rate of (i) 0.00 per cent during the three month period starting on 12 June 2017, (ii) 0.20 per cent, per annum during the three month period starting on 12 September 2017 and (iii) 0.25 per cent, per annum thereafter, in each case calculated on the undrawn and uncancelled amount of a lender's available commitment and in any event ending on the last day of the Availability Period), an underwriting and arrangement fee (as described below), an agent fee in the case of an extension as described above and extension fees are payable under the terms of the Bridge Term Facility Agreement.

REPRESENTATIONS, COVENANTS, UNDERTAKINGS AND EVENTS OF DEFAULT

The Bridge Term Facility Agreement contains customary representations, warranties, conditions precedents, covenants (including in connection with the Transaction), indemnities and information undertakings.

In addition, the Bridge Term Facility Agreement contains a leverage covenant of Total Net Debt to Consolidated Pro-Forma EBITDA (as each such term is defined in the agreement) ranging between 4.50:1 and 3.75:1 and tested with reference to the last day of each semester (June 30 and December 31) over the period of 12 months preceding each of these accounting dates.

The Bridge Term Facility Agreement contains various events of default, subject to applicable remedy periods, including, but not limited to, those relating to non-payment, compliance with the leverage covenant described above, sanctions, anti-corruption, anti-money laundering, non-compliance with provisions of the Finance Documents (as defined in the agreement), misrepresentation, cross-default, certain insolvency events and material adverse effect. Subject to provisions relating to the Certain Funds Period (as defined in the agreement), if any event of default is outstanding the lenders may cancel the total commitments and/or declare that all or part of any loans under the Bridge Term Facility, and all accrued interest thereon, would be immediately due and payable.

GUARANTEE

M.A.J. as guarantor provides a continuing payment and performance guarantee in favor of the agent, arranger and lenders under the Bridge Term Facility Agreement, in respect of Elis' obligations under the Finance Documents (as defined in the Bridge Term Facility Agreement). The guarantee is limited to an amount equal to the aggregate amount borrowed by M.A.J. from Elis which is funded by a loan under the Bridge Term Facility and outstanding from time to time plus the aggregate amount of certain intragroup loans.

SECURITY

Other than the guarantee provided by M.A.J., the Bridge Term Facility is unsecured.

Syndication and Fee Letter

On 12 June 2017, Elis, Crédit Agricole Corporate and Investment Bank and BNP Paribas entered into a syndication and fee letter (the "**Syndication and Fee Letter**") in connection with, and supplementary to, the Bridge Term Facility Agreement.

Under the Syndication and Fee Letter, Elis agrees to pay to BNP Paribas and Crédit Agricole Corporate and Investment Bank as bookrunners, mandated lead arrangers and underwriters, and BNP Paribas as agent, a non-refundable underwriting and arrangement fee in an aggregate maximum amount of €11,520,000, in tranches on dates specified in the Syndication and Fee Letter. In addition, subject to pre-agreed caps Elis agrees to pay certain reasonably incurred and documented costs and expenses (including legal fees).

Elis agrees in the Syndication and Fee Letter not to, among other matters, issue, arrange, borrow or raise debt finance without the consent of BNP Paribas and Crédit Agricole Corporate and Investment Bank until the earlier of the close of syndication and October 28, 2017, subject to specified exemptions (including pursuant to the Bridge Term Facility and other specified facilities, renewals of short term financings, certain derivative instruments and debt in connection with the activities of the Elis Group not exceeding €100,000,000).

The Group has also hedged the cost of acquiring Berendsen shares in an amount of £950 million at a GBP:EUR exchange rate of 1:1346.

Investment Agreement

On June 7, 2017, Canada Pension Plan Investment Board ("**CPPIB**"), which held 4.83% of Elis' capital, undertook to the Company to subscribe to 10,131,713 new Elis shares to be issued as part of a reserved capital increase (the "**CPPIB Shares**"), at a price of €19.74 [(1)] per share (the "**CPPIB Cash Placing**"), representing an aggregate investment of approximately €200 million.

The funds raised by the CPPIB Cash Placing will not be used to fund the cash portion of the Transaction consideration but will be used to repay the amount, due pursuant to the Bridge Term Facility Agreement 2017 (as defined below), incurred by Elis to finance the Transaction consideration and to help Elis meet its 2018 leverage target of ~3x (consistent with its current level) if the Transaction is completed.

The CPPIB Cash Placing is conditional on, amongst other matters, the Scheme of Arrangement being approved by Berendsen shareholders and sanctioned by the High Court of Justice in England and in Wales, and the approval of resolutions authorizing the issue of new shares as part of the Transaction by the Elis shareholders' general meeting convened on this matter.

More information about the cash placing entered into between the Company and CPPIB are described to the section 4.2.5.7 of the Update to the Registration Document.

4.2.2.2 Business Overview

Strong revenue growth of +15.8%, EBITDA margin in line with full-year guidance

- Revenue growth and EBITDA margin in line with expectations
  - Revenue: €845.8mn (+15.8% of which +2.5% organic growth)
  - EBITDA: €244.1mn (28.9% of revenue)
  - EBITDA margin flat in France, up +60bps in Europe and +200bps in Latin America
- Further M&A activity
  - Closing of the acquisition of Lavebras in May
  - Agreement on the terms of a recommended acquisition by Elis and General Assembly of shareholders set for 31 August
- Update on 2017 outlook (excluding possible Berendsen contribution)
  - Revenue above €1.75bn
  - Group organic growth in line with 2016
  - EBITDA margin improvement in all geographies, including in France

(millions EUR)	**S1 2017**	**S1 2016**	**Variation**
Chiffre d'affaires	**845,8**	**730,2**	**+15,8%**
EBITDA	**244,1**	**216,1**	**+13,0%**
EBIT	**102,6**	**92,5**	**+10,9%**
Résultat net	**19,9**	**23,1**	**-13,9%**
Résultat net courant*	**40,9**	**38,9**	**+5,1%**
Free cash-flow courant	**(14,0)**	**6,7**	**n/a**
Endettement financier net ajusté (fin de période)**	**1 800,9**	**1 599,0**	

Percentage change calculations are based on actual figures
* A reconciliation between Net result and Headline net result is presented hereinafter
** The basis of comparison is as of 31 December 2016
The definitions of organic revenue growth, EBITDA, EBITDA margin, EBIT, headline free cash-flow and adjusted net debt are in the "Financial definitions" section of this release.

(1) Based on Elis's volume-weighted average daily share price during the 20 trading days until June 6, 2017.

Saint Cloud, July 27, 2017 – Elis, a leading multi-services group in Europe and Latin America, specializing in the rental and maintenance of flat linen, professional clothing, hygiene and well-being appliances, announces today its 2017 half-year financial results.

The accounts have been approved by the Management Board and examined by the Supervisory Board on July 26, 2017. They have been the subject of a limited review by the company's auditors.

Commenting on the 2017 half-year results, **Xavier Martiré, CEO of Elis**, said:

« Elis posted first-half results in line with full-year targets.

In France, organic revenue growth was +1.0% in the first half. We note a solid rebound in the Hospitality activity and a resurgence of confidence among our clients, which still needs to be confirmed in the second part of the year. Furthermore, the initiatives implemented over the last 2 years, aiming at improving our pricing strategy, allowed us to stabilize margin in France.

In Europe, revenue grew strongly on the back of the acquisition of Indusal, whose integration is proceeding according to plan. Organic growth remains solid at +4.5%, with Spain still performing well. Margin in the region is up 60 basis points.

In Latin America, we closed the acquisition of Lavebras in May, and the integration plan is already underway. Commercial activity is still excellent with nearly +9% organic growth, which, together with productivity gains, led to a 200 basis point margin improvement.

The first half was also marked by the agreement on a recommended acquisition to combine Berendsen and Elis. In a consolidating sector, there is a strong rationale for combining these businesses, with highly complementary geographic footprints, to create a pan-European leader in textile, hygiene and facility services. Elis will hold a General Assembly of shareholders on 31 August and a detailed calendar including the next steps will be communicated very shortly.

On the back of the first-half results, we are further refining our full-year objectives: we target revenues of €1.75bn at current Elis scope and forecast EBITDA margin improvement in all geographies, including in France. »

Revenues

Reported revenue growth

(millions EUR)	2017			2016			Change		
	Q1	**Q2**	**H1**	**Q1**	**Q2**	**H1**	**Q1**	**Q2**	**H1**
Trade & Services	86.1	88.6	174.7	84.8	85.8	170.6	+1.5%	+3.2%	+2.4%
Hospitality	69.1	87.6	156.7	66.9	82.9	149.7	+3.4%	+5.7%	+4.7%
Industry	45.9	46.7	92.7	47.1	46.9	94.1	-2.6%	-0.4%	-1.5%
Healthcare	42.7	43.6	86.3	41.3	41.2	82.5	+3.5%	+5.6%	+4.5%
France*	**237.0**	**257.6**	**494.6**	**234.0**	**250.7**	**484.7**	**+1.3%**	**+2.8%**	**+2.0%**
Northern Europe	64.3	66.2	130.4	50.3	52.2	102.5	+27.8%	+26.8%	+27.3%
Southern Europe	55.5	68.3	123.8	33.5	40.3	73.8	+65.7%	+69.4%	+67.8%
Europe**	**119.8**	**134.5**	**254.3**	**83.8**	**92.5**	**176.3**	**+43.0%**	**+45.4%**	**+44.2%**
Latin America	**38.8**	**48.7**	**87.5**	**28.1**	**31.7**	**59.8**	**+38.2%**	**+53.6%**	**+46.4%**
Manufacturing entities	**5.0**	**4.4**	**9.4**	**4.7**	**4.8**	**9.5**	**+6.4%**	**-8.5%**	**-1.1%**
Total	**400.6**	**445.2**	**845.8**	**350.6**	**379.7**	**730.2**	**+14.3%**	**+17.3%**	**+15.8%**

Percentage change calculations are based on actual figures
* After other items including Rebates
**Europe excluding France

Organic revenue growth

(millions EUR)	Q1 organic growth	Q2 organic growth	H1 organic growth
Trade & Services	+1.5%	+3.2%	+2.4%
Hospitality	+2.8%	+4.2%	+3.6%
Industry	-2.6%	-0.4%	-1.5%
Healthcare	+1.5%	-0.3%	+0.6%
France*	**+0.7%**	**+1.3%**	**+1.0%**
Northern Europe	+3.0%	+2.0%	+2.5%
Southern Europe	+6.8%	+7.9%	+7.4%
Europe**	**+4.5%**	**+4.6%**	**+4.5%**
Latin America	**+7.2%**	**+10.3%**	**+8.8%**
Manufacturing entities	**+11.0%**	**-4.3%**	**+3.3%**
	+2.3%	**+2.8%**	**+2.5%**

Percentage change calculations are based on actual figures
* After other items including Rebates
** Europe excluding France

In the first half of 2017, Group revenues increased by 15.8% to €845.8mn, with organic growth of +2.5%, a +11.6% contribution from acquisitions and a +1.7% exchange rate effect.

FRANCE

In the first half of 2017, revenue growth was +2.0% in France, with organic growth of +1.0%.

- Revenues for the Trade & Services segment increased by +2.4% (entirely organic) with a sequential improvement between Q1 and Q2. We observe a certain resurgence in confidence among our smaller clients.
- Revenue growth for the Hospitality segment was +4.7% (+3.6% organic), also with a sequential improvement between Q1 and Q2. We note a strong improvement in activity in the Parisian region, despite a difficult comparable base: negative calendar effect (2016 was a leap year) and football Euro cup 2016.
- Revenues for the Industry segment were down -1.5% (entirely organic). The year's activity was impacted by the loss of some contracts but Q2 sequentially improved compared to Q1.
- Revenues for the Healthcare segment grew by +4.5% (+0.6% organic), as the rollout of large contracts for both short-stay and long-stay came to an end in 2016.

EUROPE (EXCLUDING FRANCE)

In the first half, revenue growth in Northern Europe was +27.3%, driven by acquisitions in Germany and Switzerland. Organic revenue growth was +2.5%. Germany well but Switzerland was disappointing, with subdued activity with hotels and hospitals during the winter.

Southern Europe continued to be very dynamic with revenue growth of +67.8%, driven by the acquisition of Indusal in Spain in December 2016. Organic growth in the region was +7.4%. This performance was again driven by Spain and Portugal, which both delivered organic revenue growth above 8% despite the unfavourable calendar effect. This performance reflects the Group's commercial momentum with the opening of new markets.

LATIN AMERICA

In the first half, revenue growth in Latin America was +46.4%, with organic growth of +8.8%, a +17.6% contribution from acquisitions (including a 1 month contribution from Lavebras) and a +19.9% currency effect. Commercial momentum remains very good in

Brazil (nearly +10% organic growth), with price increases now in line with inflation, which is currently running below 5%.

EBITDA

(EUR million)	**H1 2017**	**H1 2016**	**Change**
France	**166.9**	**163.3**	**+2.2%**
As a % of revenues	*33.7%*	*33.7%*	*+3bps*
Europe*	**60.2**	**40.7**	**+47.8%**
As a % of revenues	*23.6%*	*23.1%*	*+59bps*
Latin America	**20.0**	**12.5**	**+44.8%**
As a % of revenues	*22.8%*	*20.8%*	*+201bps*
Manufacturing entities	**1.3**	**1.7**	**-26.5%**
As a % of revenues	*9.2%*	*12.1%*	*-284bps*
Other	**(4.2)**	**(2.1)**	**n/a**
Total	**244.1**	**216.1**	**+12.9%**
As a % of revenues	*28.9%*	*29.6%*	*-73bps*

Percentage change calculations are based on actual figures

* Europe excluding France

In the first half of 2017, Group EBITDA increased 12.9% to €244.1mn. EBITDA as a percentage of revenues fell 73bps due to a negative mix effect: Europe and Latin America, which have improving but still lower margins than France, have much higher revenue growth rates than France.

In France, EBITDA as a percentage of revenues is stable, as expected. In a context of improvement of the Hospitality market, this flat margin is encouraging et reflects the first positive effects from the initiatives we implemented to improve our pricing strategy.

In Europe (excluding France), the consolidation of our footprint and the first 6 months of integration of Indusal led to a 59bps increase in EBITDA margin.

In Latin America, the continuing transfer of know-how led to a 201bps EBITDA margin improvement.

From EBITDA to net result

(EUR million)	**H1 2017**	**H1 2016**
EBITDA	244.1	216.1
As a % of revenues	*28.9%*	*29.6%*
Depreciation & amortization	(141.6)	(123.6)
EBIT	**102.6**	**92.5**
As a % of revenues	*12.1%*	*12.7%*
Banking charges	(0.8)	(0.7)
IFRS 2 expense of free share plans	(5.0)	-
Amortization of customer relationships	(23.5)	(22.0)
Other operating income and expenses	(11.0)	(2.5)
Operating result	**62.3**	**67.3**
Financial result	(26.9)	(27.0)
Net result before tax	**35.4**	**40.3**
Tax	(15.6)	(17.1)
Net result	**19.9**	**23.1**
Headline net result*	**40.9**	**38.9**

Percentage change calculations are based on actual figures

* A reconciliation between Net result and Headline net result is presented below

EBIT

As a percentage of revenues, EBIT was down 54bps in the first half. The decrease in EBITDA margin was partially offset by a lower amount of Depreciation & amortization (as a percentage of revenues) than in H1 2016. This highlights the better discipline with regard to linen purchases.

Operating result

OPERATING RESULT WAS SLIGHTLY DOWN. SINCE H2 2016, THE GROUP ACCOUNTS FOR AN EXPENSE OF FREE SHARE PLANS AS PER IFRS 2.

The bulk of the amortization of customer relationships corresponds to assets accounted for in 2007, whose amortization period will end in October 2018

Additionally, other operating income and expenses were impacted by an important amount of acquisition expenses and restructuration charges relating to acquisitions.

FINANCIAL RESULT

Financial result was stable compared to the first half of 2016. Following the new refinancing achieved in January 2017 as part of the acquisition of Indusal and Lavebras, the Group increased the principal amount whilst reducing its average cost of debt.

From Net result to Headline net result

(EUR million)	H1 2017	H1 2016
Amortization of customer relationships (net of tax effect)	**19.9**	**23.1**
IFRS 2 expense (net of tax effect)	16.3	15.5
Headline net result	4.7	0.2
Amortization of customer relationships (net of tax effect)	**40.9**	**38.9**

Net result amounted to €19.9mn in 2016, slightly lower than in H1 2016. After the restatement of the Amortization of customer relationships (net of tax effect) and of the IFRS 2 expense (net of tax effect), H1 2017 Headline net result amounted to €40.9mn, up 5.1% compared to H1 2016.

Other financial items

INVESTMENTS

Group net investments amounted to €164.7mn in H1 2017 (19.5% of revenues), compared to €134.1mn in H1 2016 (18.4% of revenues), as a result of higher linen investments due to (i) the acquisition of Indusal and Puschendorf, which purchase the majority of their linen at the beginning of the year, before the summer season and (ii) the marked recovery in Hospitality.

HEADLINE FREE CASH-FLOW

Consequently, H1 2017 Headline free cash-flow amounted to €(14.0)mn, compared to €6.7mn in H1 2016. As a reminder, due to the seasonality of the business, almost all full-year Headline Free cash is always generated during the second half of the year.

ADJUSTED NET FINANCIAL DEBT

Group Adjusted net financial debt as of 30th June 2017 was €1,800.9mn or 3.3x trailing 12 month EBITDA (proforma for the full year impact of acquisitions).

In addition to the elements mentioned above, the net financial debt is impacted by (i) exceptional financial expenses (mainly linked to unwinding of swaps), (ii) a VAT payment of c. €10mn as part of the Puteaux site disposal and (iii) the Lavebras acquisition finalized in May. This was partially offset by the February 2017 capital increase.

PAYMENT FOR THE 2016 FINANCIAL YEAR

The Annual General Meeting held on May 19, 2017 approved the cash payment of €0.37 per share for the 2016 financial year. This payment was made on May 31, 2017 for a total amount of €51.9mn.

Financial definitions

- Organic growth in the Group's revenue is calculated excluding (i) the impacts of changes in the scope of consolidation of "major acquisitions" and "major disposals" (as defined in the Document de Base) in each of the periods under comparison, as well as (ii) the impact of exchange rate fluctuations.
- EBITDA is defined as EBIT before depreciation and amortization net of the portion of grants transferred to income.
- EBITDA margin is defined as EBITDA divided by revenues.
- EBIT is defined as net income (loss) before net financial expense, income tax, share in income of equity-accounted companies, amortization of customer relationships, goodwill impairment, other operating income and expenses, miscellaneous financial items (bank fees recognized in operating income) and expenses related to IFRS 2 (share-based payments).
- Free cash-flow is defined as cash EBITDA minus non cash items and after (i) change in working capital, (ii) linen purchases and (iii) manufacturing capital expenditures, net of proceeds, minus interest payments and minus tax paid.

The concept of Adjusted net financial debt used by the Group consists of the sum of non-current financial liabilities, current financial liabilities and cash and cash equivalents adjusted by capitalized debt arrangement costs, the impact of applying the effective interest rate method, and the loan from employee profit-sharing fund.

4.2.2.3 Events after the reporting period

On July 19, 2017, the Supervisory Board expressed unanimously a favorable opinion to the realization of the Transaction and recommended to Elis's shareholders to approve the issuance of the new shares to be granted to Berendsen shareholders in consideration for the contribution of their Berendsen securities.

The Prospectus related to the Transaction was approved by the 'AMF on July 27, 2017 under the number 17-390.

More information regarding the Transaction are available on the Group's website (**www.corporate-elis.com**) and the one of the 'AMF (**www.amf-france.org**).

No other significant events have occurred since the half-year financial statements were closed.

4.2.3 CORPORATE GOVERNANCE

The Combined Shareholders'General Meeting of Elis was held on May 19, 2017, achieving a quorum of 72.98%, representing 265 shareholders and 102,272,973 shares representing 121,844,285 voting rights. This General Meeting approved all resolutions included on the agenda.

As mentioned above in section 3.1.3, during this General Meeting, the shareholders notably approved the Supervisory Board's recommendation to reappoint Philippe Audouin and Florence Noblot as members of the Supervisory Board for another four-year period and to appoint Anne-Laure Commault as member of the Supervisory Board. The shareholders also ratify the co-optation of Magalie Chessé decided by the Supervisory Board on June 1, 2017. The Supervisory Board also extended the terms of office of Florence Noblot in the Appointments and Compensation Committee.

In addition, the shareholders approved the amendment of the Company's articles of association to include provisions on the representation of employees on the Supervisory Board.

4.2.3.1 Composition of the Supervisory Board as at June 30, 2017

As at June 30, 2017, the Elis Supervisory Board was composed of ten members, four of whom were women and six independent, i.e. 60% of the members of the Supervisory Board:

Full name or company name	Position		Expiration of term of office
Thierry Morin	Chairman of the Supervisory Board	■	General Meeting called to approve the financial statements for the year that will end on December 31, 2018
Marc Frappier	Vice-Chairman of the Supervisory Board		General Meeting called to approve the financial statements for the year that will end on December 31, 2019
Michel Datchary	Member of the Supervisory Board	■	General Meeting called to approve the financial statements for the year that will end on December 31, 2019
Magali Chesse	Member of the Supervisory Board		General Meeting called to approve the financial statements for the year that will end on December 31, 2018
Philippe Delleur	Member of the Supervisory Board	■	General Meeting called to approve the financial statements for the year that will end on December 31, 2018
Florence Noblot	Member of the Supervisory Board	■	General Meeting called to approve the financial statements for the year that will end on December 31, 2020
Agnès Pannier-Runacher	Member of the Supervisory Board	■	General Meeting called to approve the financial statements for the year that will end on December 31, 2017
Philippe Audouin	Member of the Supervisory Board		General Meeting called to approve the financial statements for the year that will end on December 31, 2020
Maxime de Bentzmann	Member of the Supervisory Board		General Meeting called to approve the financial statements for the year that will end on December 31, 2017
Anne-Laure Commault	Member of the Supervisory Board	■	General Meeting called to approve the financial statements for the year that will end on December 31, 2020

■ *Independent member.*

4.2.3.2 Composition of the Supervisory Board's committees as at June 30, 2017

As at June 30, 2017, unchanged since December 31, 2016, the Supervisory Board's committees were comprised as follows:

- The Audit Committee was comprised of the following three members (two of which were deemed independent) appointed for a term coincident with their terms of office as members of the Supervisory Board:
  - Agnès Pannier-Runacher, Chairman of the Audit Committee;
  - Thierry Morin, member of the Audit Committee;
  - Magali Chesse, member of the Audit Committee;
- The Appointments and Compensation Committee was comprised of the following three members (two of which are independent), appointed for a term coinciding with their terms of office as members of the Supervisory Board:
  - Michel Datchary, Chairman of the Appointments and Compensation Committee;
  - Florence Noblot, member of the Chairman of the Appointments and Compensation Committee;
  - Marc Frappier, member of the Chairman of the Appointments and Compensation Committee.

4.2.3.3 Composition the Management Board

As at June 30, 2017, the Management Board was comprised of the following three members:

Full name	Position	Expiration of term of office
Xavier Martiré	Chairman of the Management Board	September 5, 2018
Louis Guyot	Member of the Management Board	September 5, 2018
Matthieu Lecharny	Member of the Management Board	September 5, 2018

4.2.3.4 Compensation of the members of the Management Board

During the shareholders' meeting held on May 19, 2017, the shareholders expressed a favorable opinion on the compensation components of the executive corporate officers and the Chairman of the Supervisory Board for the 2016 financial year in connection with three specific resolutions (14th to 16th resolutions) and approved under the 10th to 13th resolutions the principles and criteria for determining the 2017 compensation of the Company's executive officers (i.e., the Chairman and members of the Management Board and the Chairman and members of the Supervisory Board), applicable for the 2017 financial year in accordance with articles L225-82-2 and L.225-100 of the French commercial Code as they are described in Chapter 4 of the 2016 Registration Document.

Accordingly, for 2017, the fixed compensation of the Management Board members remains unchanged, namely, €550,000 for the Chairman of the Management Board, and €250,000 for the two other members of the Management Board.

With regard to the annual variable bonus, the shareholders approved the principles of this compensation, in particular, the financial and non financial indicators on which the targets of the variable component of compensation are based, with the stipulation that the financial performance indicators, their targets and their weighting are strictly identical for the each of the he Management Board members. The non financial criteria used to determine annual variable compensation are individualized according to the responsibilities of each members of the Management Board. On this basis, the variable compensation of the members of the Management Board as decided by the Supervisory Board on March 14, 2017 and the principles shall be set according to the principles approved by the shareholders on May 19, 2017 are described in the 2016 Registration document pages 142 to 144.

In addition, in accordance with the compensation policy approved by the shareholders, performance shares were granted to the members of the Management Board under a new plan implemented on March 24, 2017, with the proviso that the award to the members of the management board was subject to the approval of the compensation policy by the shareholders.

Hence, on March 24, 2017, as part of the new plan, 100,000 performance shares were granted to Xavier Martiré in his capacity as Chairman of the Management Board, and 23,350 performance shares were granted to each of the other members of the Management Board, Louis Guyot and Matthieu Lecharny, in their respective capacities as Chief Financial Officer and Chief Operating Officer. This grant was part of an overall plan for more than 200 Group executives and senior managers totaling 577,050 shares (representing 0.41% of the Company's share capital as it stood on the date of the grant decision, including 146,700 shares, i.e. 0.10% for the members of the Management Board).

The vesting of performance shares by the members of the executive committee (including the members of the management board) will be definitive at the end of a vesting period of three years from their grant date. The vesting is subject to a condition of continued presence and to the achievement of performance targets, these latter being defined based on three quantitative criteria linked to consolidated revenue, consolidated EBIT and the Company's share price performance relative to the SBF 120 index.

The determination of the definitive number of vesting shares at the end of the vesting period will be assessed at the end of a performance period of two years (i.e. at the end of the 2019 financial year) for 66% of performance shares allocated, and at the end of a performance period of three years (i.e. at the end of the 2020 financial year) for 34% of performance shares.

The number of vested shares will depend on the number of targets achieved with the understanding that, for each share class, the achievement of performance targets is binary, so that if a target is not met, the number of rights linked to that target is not due and the corresponding shares do not vest.

On this basis, the beneficiaries will acquire 20% of granted shares if one target is achieved, 50% if two targets are achieved and 100% of granted shares if three targets are achieved.

There is no holding period for this plan, but each Management Board member has an obligation to retain shares until the termination of his duties.

At its meeting of March 14, 2017, the Supervisory Board examined the performance attached to the performance share plan implemented on April 7, 2015, under the 21st resolution of the general meeting of shareholders of October 8, 2014, and of the Supervisory Board meetings of January 26 and April 3, 2015, the assessment period of which had ended on December 31, 2016.

It is reminded that the number of rights granted to all beneficiaries under the said plan was subject to an adjustment related to a capital increase with preferential subscription rights carried out in February 2017; this capital increase had a dilutive effect on the share's value following the removal of the preferential subscription rights.

This adjustment was made pursuant to the rules applicable to stock options provided for in paragraph 1, Article R. 228-91 of the French Commercial Code.

Accordingly, in accordance with the aforementioned provisions, the new bases for granting rights associated with performance shares were recalculated to take into account the relationship between first, the value of the preferential subscription rights, and second, the value of the share after removal of preferential subscription rights, as reflected in the average of the opening share prices at all market trading sessions during the capital increase subscription period.

At its meeting of March 14, 2017, the Supervisory Board:

- noted that two of the three criteria had been achieved: revenue, which stood at €1,512.8 million, and TSR (total shareholder return), which outperformed the SBF 120 (+39% versus +4%). However, the EBIT criterion was not achieved (€214.5 million) and therefore counted for zero, and
- deemed that the number of vested shares on April 7, 2017, for each of the Management Board members was equal to 50% of the adjusted grant, namely:

Performance share plan	Xavier Martiré	Louis Guyot	Matthieu Lecharny
Number of performance shares initially granted[a]	104,108[a]	13,253[a]	13,253[a]
Number of performance shares granted after rights adjustment	110,504[a][b]	14,068[a][b]	14,068[a][b]
Number of performance shares vested on April 7, 2017, in accordance with the performance conditions	55,252	7,034	7,034
Percentage of shares vested on April 7, 2017, compared with the number of performance shares granted on April 7, 2017, as adjusted	50%	50%	50%

(a) Number corresponding to a target performance with 100% of targets achieved.

(b) After the €325 million capital increase, the necessary adjustments were made such that beneficiaries' rights to outstanding performance shares as at January 20, 2017, shall be maintained in accordance with applicable laws and regulations and the performance share plan rules. This information was published in the French Bulletin of Mandatory Legal Announcements (BALO) on January 20, 2017.

In order to serve these awarded shares the vesting period of which became definitive on April 7, 2017, the Company increased its share capital by capitalizing reserves (see section 4.2.5.1 of the Update to the Registration Document).

4.2.4 CONDENSED HALF-YEAR CONSOLIDATED FINANCIAL STATEMENTS

4.2.4.1 STATUTORY AUDITORS' REVIEW REPORT ON THE HALF-YEAR FINANCIAL INFORMATION

For the six months ended June 30, 2017

Elis

5, boulevard Louis Loucheur

92210 Saint-Cloud

France

This is a free translation into English of the Statutory Auditors' review report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the Shareholders,

In compliance with the assignment entrusted to us by your General Meeting and in accordance with the requirements of Article L. 451-1-2 III of the French Monetary and Financial Code (*Code monétaire et financier*), we hereby report to you on:

- the review of the accompanying condensed interim consolidated financial statements of Elis for the six months ended June 30, 2017;
- the verification of the information contained in the interim management report.

These condensed interim consolidated financial statements are the responsibility of the Management Board. Our role is to express a conclusion on these financial statements based on our review.

I - Conclusion on the financial statements

We conducted our review in accordance with professional standards applicable in France.

A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed interim consolidated financial statements have not been prepared, in all material respects, in accordance with IAS 34 – "Interim Financial Reporting", as adopted by the European Union.

II - Specific verification

We have also verified the information given in the interim management report on the condensed interim consolidated financial statements subject to our review.

We have no matters to report as to its fair presentation and its consistency with the condensed interim consolidated financial statements.

Neuilly-sur-Seine and Courbevoie, July 27, 2017

The Statutory Auditors

PricewaterhouseCoopers Audit **Mazars**

Bruno Tesnière Isabelle Massa

4.2.4.2 Condensed half-year consolidated financial statements for the six months ended June 30, 2017

4.2.4.2.1 Interim consolidated income statement

(In thousands of euros)	Notes	2017	2016
(unaudited)			
Revenue	3.1	845 764	730 233
Cost of linen, equipment and other consumables		(136 538)	(121 083)
Processing costs		(334 269)	(276 906)
Distribution costs		(135 048)	(116 482)
Gross margin		239 909	215 762
Selling, general and administrative expenses		(143 133)	(123 919)
Operating income before other income and expense and amortization of customer relationships	3.2	96 776	91 843
Amortization of customer relationships	4.1	(23 498)	(22 017)
Goodwill impairment		0	0
Other income and expense	4.2	(10 979)	(2 550)
Operating income		62 300	67 275
Net financial expense	8.1	(26 869)	(27 003)
Income (loss) before tax		35 430	40 272
Income tax benefit (expense)	9	(15 575)	(17 145)
Share of net income of equity-accounted companies		0	0
Net income (loss)		19 855	23 127
Attributable to:			
- owners of the parent		19 457	23 119
- non-controlling interests		398	8
Earnings (loss) per share (EPS) / Earnings (loss) per share (EPS) from continuing operations (in			
- basic, attributable to owners of the parent	10.3	€0,15	€0,20
- diluted, attributable to owners of the parent	10.3	€0,14	€0,20

4.2.4.2.2 Interim consolidated statement of comprehensive income

(In thousands of euros)	Notes	2017	2016
(non audité)			
Net income (loss)		19 855	23 127
Gains (losses) on change in fair value of hedging instruments		(1 056)	(5 399)
Hedging reserve reclassified to income		3 663	402
Total change in hedging reserve	8.7	**2 607**	**(4 997)**
Related tax		(897)	1 716
Translation reserve		**(64 621)**	**28 642**
Other comprehensive income (loss) which may be subsequently reclassified to income		**(62 911)**	**25 361**
Actuarial gains and losses recognized in equity		**1 352**	**(3 740)**
Related tax		(482)	1 288
Other comprehensive income (loss) which may not be subsequently reclassified to income		**870**	**(2 452)**
Other comprehensive income		**(62 041)**	**22 909**
TOTAL COMPREHENSIVE INCOME (LOSS)		(42 186)	46 037
Attributable to:			
- owners of the parent		(42 547)	46 027
- non-controlling interests		362	10

4.2.4.2.3 Interim consolidated statement of financial position – assets

(In thousands of euros)	Notes	June 30, 2017 net	Dec. 31, 2016 net
(unaudited)			
Goodwill	6.1	2 049 463	1 747 745
Intangible assets		339 551	350 874
Property, plant and equipment	6.3	963 940	909 982
Equity-accounted companies		0	0
Available-for-sale financial assets		110	136
Other non-current assets		3 264	4 048
Deferred tax assets		26 241	22 512
TOTAL NON-CURRENT ASSETS		3 382 568	3 035 297
Inventories		64 190	61 609
Trade and other receivables		452 081	393 932
Current tax assets		21 985	6 925
Other assets		27 144	16 721
Cash and cash equivalents	8.3	56 982	168 852
Assets held for sale		1 146	1 146
TOTAL CURRENT ASSETS		623 527	649 186
TOTAL ASSETS		**4 006 096**	**3 684 482**

4.2.4.2.4 Interim consolidated statement of financial position – equity and liabilities

(In thousands of euros)	Notes	June 30, 2017	Dec. 31, 2016
(unaudited)			
Share capital	10.1	140 167	1 140 062
Additional paid-in capital	10.1/10.2	1 546 350	280 874
Treasury share reserve		(303)	(1 582)
Other reserves		724	724
Retained earnings (accumulated deficit)		(245 018)	(267 709)
Other components of equity		(68 107)	(6 103)
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT		1 373 812	1 146 266
NON-CONTROLLING INTERESTS	2.2	2 770	4 345
TOTAL EQUITY		1 376 583	1 150 611
Non-current provisions	7.1	24 136	24 641
Employee benefit liabilities		63 632	64 748
Non-current borrowings	8.2	1 434 954	1 277 994
Deferred tax liabilities		184 536	177 560
Other non-current liabilities		14 195	22 256
TOTAL NON-CURRENT LIABILITIES		1 721 454	1 567 200
Current provisions	7.1	4 761	4 908
Current tax liabilities		5 149	4 621
Trade and other payables		183 660	164 738
Other liabilities		292 899	297 009
Bank overdrafts and current borrowings	8.2	421 590	495 395
Liabilities directly associated with assets held for sale		0	0
TOTAL CURRENT LIABILITIES		908 059	966 671
TOTAL EQUITY AND LIABILITIES		**4 006 096**	**3 684 482**

4.2.4.2.5 Interim consolidated statement of cash flows

(In thousands of euros)	Note	2017	2016
(unaudited)			
CASH FLOWS FROM OPERATING ACTIVITIES			
CONSOLIDATED NET INCOME (LOSS)		**19 855**	**23 127**
Depreciation, amortization and provisions	4.1	163 726	144 060
Portion of grants transferred to income	4.1	(55)	(58)
Goodwill impairment		0	0
Share-based payments		4 120	654
Discounting adjustment on provisions and retirement benefits	8.1	412	502
Net gains and losses on disposal of assets		517	903
Share of net income of equity-accounted companies		0	0
Other		(125)	(817)
Dividends received (from non-consolidated entities)		(4)	(12)
CASH FLOWS AFTER FINANCE COSTS AND TAX		**188 446**	**168 359**
Net finance costs	8.1	26 320	26 787
Income tax expense	9	15 575	17 145
CASH FLOWS BEFORE FINANCE COSTS AND TAX		**230 341**	**212 292**
Income tax paid		(25 407)	(7 120)
Change in inventories		(1 352)	(2 636)
Change in trade and other receivables		(37 526)	(31 383)
Change in other assets		(5 081)	(2 702)
Change in trade and other payables		13 138	(7 339)
Change in other liabilities		(7 405)	7 856
Other changes		(69)	(103)
Employee benefits		279	204
NET CASH FROM OPERATING ACTIVITIES		**166 919**	**169 070**
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of intangible assets		(6 886)	(4 879)
Proceeds from sale of intangible assets		0	0
Acquisition of property, plant and equipment		(157 449)	(129 239)
Proceeds from sale of property, plant and equipment		(101)	185
Acquisition of subsidiaries, net of cash acquired	2.1	(395 744)	(32 122)
Proceeds from disposal of subsidiaries, net of cash transferred		1 022	1 000
Changes in loans and advances		(39)	461
Dividends from equity-accounted companies		4	12
Investment grants		9	54
NET CASH FROM INVESTING ACTIVITIES		**(559 184)**	**(164 528)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Capital increase		313 382	457
Treasury shares		1 279	449
Dividends paid			
- to owners of the parent		(51 914)	(39 871)
- to non-controlling interests		(5)	0
Change in borrowings (1)		66 481	136 210
- Proceeds from new borrowings		1 124 669	866 865
- Repayment of borrowings		(1 058 188)	(730 655)
Net interest paid		(36 357)	(22 790)
Other flows related to financing activities		(256)	(331)
NET CASH USED IN FINANCING ACTIVITIES		**292 609**	**74 125**
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(99 656)**	**78 666**
Cash and cash equivalents at beginning of period		165 158	55 697
Effect of changes in foreign exchange rates on cash and cash equivalents		(10 388)	1 123
CASH AND CASH EQUIVALENTS AT END OF PERIOD	8.3	**55 114**	**135 486**

(1) Net change in credit lines

4.2.4.2.6 Interim consolidated statement of changes in equity for the six months ended June 30, 2017

(In thousands of euros)	Share capital	Additional paid-in capital	Treasury share reserve	Other reserves	Retained earnings (accumulated	Hedging reserves	Translation reserve	Actuarial gains and losses	**Owners of the parent**	Non-controlling interests	**Total equity**
(unaudited)											
Balance as at December 31, 2016	**1 140 062**	**280 874**	**(1 582)**	**724**	**(267 709)**	**(6 408)**	**7 460**	**(7 155)**	**1 146 266**	**4 345**	**1 150 611**
Increase in share capital	259 105	58 338			(0)				317 443		317 443
Decrease in share capital											
Amounts paid to shareholders		(51 862)			3				(51 858)	(5)	(51 863)
Share-based payments					4 109				4 109		4 109
Changes in treasury shares			1 279						1 279		1 279
Acquisition of NCI without a change in control					(881)			(0)	(881)	(1 932)	(2 813)
Acquisition of subsidiary - NCI										(0)	(0)
Other	(1 259 000)	1 259 000			3				3		3
Net income (loss) for the period					19 457				19 457	398	19 855
Other comprehensive income						1 710	(64 584)	870	(62 004)	(37)	(62 041)
Total comprehensive income					19 457	1 710	(64 584)	870	(42 547)	362	(42 186)
Balance as at June 30, 2017	**140 167**	**1 546 350**	**(303)**	**724**	**(245 018)**	**(4 698)**	**(57 124)**	**(6 285)**	**1 373 812**	**2 770**	**1 376 583**
							(68 107)				

4.2.4.2.7 Interim consolidated statement of changes in equity for the six months ended June 30, 2016

(In thousands of euros)	Share capital	Additional paid-in capital	Treasury share reserve	Other reserves	Retained earnings (accumulated	Hedging reserves	Translation reserve	Actuarial gains and losses	**Owners of the parent**	Non-controlling interests	**Total equity**
(unaudited)											
Balance as at December 31, 2015	**1 140 062**	**320 777**	**(2 175)**	**724**	**(360 754)**	**(6 543)**	**(33 344)**	**(4 524)**	**1 054 223**	**(338)**	**1 053 885**
Increase in share capital										457	457
Decrease in share capital											
Amounts paid to shareholders		(39 902)			31				(39 871)		(39 871)
Share-based payments					654				654		654
Changes in treasury shares			449						449		449
Acquisition of NCI without a change in control					(3 360)			(112)	(3 472)	474	(2 998)
Acquisition of subsidiary - NCI											
Other					(12)				(12)		(12)
Net income (loss) for the period					23 119				23 119	8	23 127
Other comprehensive income						(3 281)	28 641	(2 452)	22 908	2	22 909
Total comprehensive income					23 119	(3 281)	28 641	(2 452)	46 027	10	46 037
Balance as at June 30, 2016	**1 140 062**	**280 874**	**(1 726)**	**724**	**(340 322)**	**(9 824)**	**(4 703)**	**(7 088)**	**1 057 997**	**603**	**1 058 600**
							(21 615)				

4.2.4.2.8 Notes to the condensed half-year consolidated financial statements

The Elis Group is a leader in the textile rental, laundry and maintenance of textiles and hygiene services in Continental Europe and Brazil. Elis is a French legal entity listed on Euronext Paris with its registered office at 5, boulevard Louis Loucheur, 92210 Saint-Cloud, France.

The condensed half-year consolidated financial statements have been approved by the Management Board on July 26, 2017 and were reviewed by the Audit Committee on July 25, 2017 and by the Supervisory Board on July 26, 2017. They have also been reviewed by the Statutory Auditors.

NOTE 1 Significant accounting policies

1.1 BASIS OF PREPARATION

The Elis Group's condensed intermediate consolidated financial statements include the financial statements of Elis and its subsidiaries.

The Elis Group (or the Group) refers to Elis (or the Company), the parent company of the Elis Group, and the companies it controls and consolidates.

The condensed half-year consolidated financial statements have been prepared on a going concern basis and under the historical cost convention, except for derivative financial instruments and available-for-sale financial assets which have been measured at fair value. The financial statements are presented in thousands of euros, unless otherwise stated.

1.2 ACCOUNTING STANDARDS APPLIED

The condensed half-year consolidated financial statements of Elis for the six months ended June 30, 2017 have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, notably IAS 34 "Interim Financial Reporting". As they are condensed financial statements, they do not include all of the information required by IFRS for a complete set of financial statements, and should be read in conjunction with the Group's consolidated financial statements for the year ended December 31, 2016.

The condensed half-year consolidated interim financial statements have been prepared in accordance with the international standards issued by the IASB, which include IFRS and International Accounting Standards (IAS), interpretations issued by the former International Financial Committee (IFRIC), now referred to as the IFRS Interpretations Committee and by the former Standing Interpretations Committee (SIC), as adopted by the European Union and applicable as at the reporting date. As at June 30, 2017, the Group had not opted for the early adoption of any other standards, amendments or interpretations that have been issued but are not yet mandatory.

The financial statements comprise:

- the consolidated income statement and the consolidated statement of comprehensive income;
- the consolidated statement of financial position;
- the consolidated statement of cash flows;
- the consolidated statement of changes in equity;
- the notes to the consolidated financial statements.

The amounts are shown with comparative figures from the consolidated financial statements for the year ended December 31, 2016 and with the condensed half-year consolidated financial statements for the six months ended June 30, 2016.

1.3 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of interim financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, income and

expenses and related disclosures. Amounts reported in future financial statements may differ from current estimates due to changes in assumptions or if conditions vary from those anticipated.

In preparing these condensed half-year consolidated financial statements, the judgments and significant estimates made by management in applying the Group's accounting policies were the same as those made for the consolidated financial statements for the year ended December 31, 2016, with the exception of:

- estimates made to determine the income tax expense for interim periods;
- provisions for the French business tax (cotisation sur la valeur ajoutée – CVAE) and profit-sharing expenses, which are set aside on the basis of 50% of the estimated expense for full-year;
- retirement benefit liabilities were not remeasured using actuarial methods for the purposes of the condensed half-year consolidated financial statements. The retirement benefit expense for the period corresponds to 50% of the estimated expense for full-year 2017, based on data used as at December 31, 2016, extrapolated for any significant changes in assumptions (change of the discount rate in France). In Switzerland, there were no significant changes in discount rates and pension plan assets related to employee benefits have also not been revalued as at June 30, 2017.

1.4 SEASONALITY OF OPERATIONS

Revenue, recurring operating income (before other income and expense) and all operating indicators are subjects to low seasonal fluctuations, with the exception of tourism and summer vacation periods which impact activity at certain centers. The extent of the seasonal impact varies in the countries in which the Group operates. Consequently, the half-year results for the six months ended June 30, 2017 are not necessarily representative of those that may be expected for full-year 2017.

1.5 ACCOUNTING CHANGES AND RESTATEMENT OF PRIOR-YEAR FINANCIAL INFORMATION

The accounting policies adopted are identical to those used to prepare the consolidated financial statements for the year ended December 31, 2016, as the standards, amendments and improvements published by the IASB that are mandatory for financial periods beginning on or after January 1, 2017 have not been endorsed by the European Union as of June 30, 2017.

Moreover, IFRS 3 requires previously published comparative periods to be retrospectively restated in the event of business combinations (recognition of the final fair value of the assets acquired and liabilities and contingent liabilities assumed if fair value had been estimated on a provisional basis at the end of the previous reporting period).

In connection with the acquisitions of the past 12 months, the amount of allocated goodwill shown in the condensed half-year consolidated financial statements differs from that presented in the consolidated financial statements for the year ended December 31, 2016 published in the 2016 Registration Document by an amount of €7,950,000. However, the initial recognition of these business combinations remains incomplete.

The following tables show the impacts of this allocation on the statement of financial position as at December 31, 2016 approved in March 2017.

(In thousands of euros)	Dec. 31, 2016 published	IFRS 3	Dec. 31, 2016 restated
(unaudited)			
Goodwill	1 755 695	(7 950)	1 747 745
Intangible assets	350 877	(3)	350 874
Property, plant and equipment	896 508	13 474	909 982
Equity-accounted companies	0	0	0
Available-for-sale financial assets	85	50	136
Other non-current assets	4 230	(183)	4 048
Deferred tax assets	19 414	3 099	22 512
TOTAL NON-CURRENT ASSETS	3 026 809	8 487	3 035 297
Inventories	62 401	(792)	61 609
Trade and other receivables	392 613	1 319	393 932
Current tax assets	6 597	328	6 925
Other assets	16 972	(251)	16 721
Cash and cash equivalents	169 578	(726)	168 852
Assets held for sale	1 146	0	1 146
TOTAL CURRENT ASSETS	649 307	(121)	649 186
TOTAL ASSETS	**3 676 116**	**8 366**	**3 684 482**

(In thousands of euros)	Dec. 31, 2016 published	IFRS 3	Dec. 31, 2016 restated
(unaudited)			
Share capital	1 140 062	0	1 140 062
Additional paid-in capital	280 874	0	280 874
Treasury share reserve	(1 582)	0	(1 582)
Other reserves	724	0	724
Retained earnings (accumulated deficit)	(266 976)	(733)	(267 709)
Other components of equity	(6 103)	0	(6 103)
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT	1 146 999	(733)	1 146 266
NON-CONTROLLING INTERESTS	3 954	391	4 345
TOTAL EQUITY	1 150 953	(342)	1 150 611
Non-current provisions	24 247	394	24 641
Employee benefit liabilities	62 927	1 821	64 748
Non-current borrowings	1 276 797	1 197	1 277 994
Deferred tax liabilities	176 845	716	177 560
Other non-current liabilities	22 611	(355)	22 256
TOTAL NON-CURRENT LIABILITIES	1 563 427	3 773	1 567 200
Current provisions	4 921	(13)	4 908
Current tax liabilities	3 886	735	4 621
Trade and other payables	162 554	2 184	164 738
Other liabilities	296 283	726	297 009
Bank overdrafts and current borrowings	494 092	1 303	495 395
Liabilities directly associated with assets held for sale	0	0	0
TOTAL CURRENT LIABILITIES	961 736	4 935	966 671
TOTAL EQUITY AND LIABILITIES	**3 676 116**	**8 366**	**3 684 482**

NOTE 2 Key highlights and changeS in the scope of consolidation

2.1 ACQUISITIONS CARRIED OUT IN FIRST-HALF 2017

The Group made the following investments during the period:

In Germany:

On May 10, 2017, the Group closed the acquisition of the business assets of MTR in Germany. MTR is located in Riesa, between the cities of Dresden and Leipzig, in the State of Saxony. Elis acquired the business assets of the company (plant, machines, client portfolio) which was under insolvency proceedings. The business remained on site and the vast majority of jobs were saved. In 2017, MTR should generate revenue of around €5 million. With this acquisition, Elis continues to increase the capacity of its German network and will be able to optimize volume allocation of volumes between the difference production centers of the region.

In Brazil:

On May 23, 2017, the Group finalized the acquisition of Lavebras Gestão de Têxteis S.A, after CADE (Conselho Administrativo de Defesa Econômica), the Brazilian antitrust authority, approved the unrestricted acquisition of Lavebras by Atmosfera, Elis' Brazilian subsidiary. Lavebras is the number two player in the Brazilian market behind Elis and has operations in 17 States of Brazil, employing around 4,000 people across over 76 industrial sites. This family-owned company established in 1997 has the densest industrial laundry complex in Brazil. The Lavebras Group serves customers in the Healthcare, Industry (particularly Agri-food) and Hospitality sectors. The Lavebras Group’s revenue was BRL 368 million (€95million) for 2016.

In France:

Elis Group also acquired:

- on March 3, 2017, HTE Sanitation, based in Châteauneuf-les-Martigues, active in the 3D Pest Control market in the area of Aix-Avignon-Marseille. HTE generates a turnover of approximately €0,9 million and employs 9 people.
- on March 13, 2017, the Blanchisserie Blésoise, which holds a laundry unit in Blois and services customers in both the Healthcare and Hospitality sectors. This company – which has a turnover of approximately €12 million in 2006 –operates in the Val de Loire and Île-de-France areas and employs approximately 180 people.
- in April 2017, the business assets of Blanchisserie des Gaves (Biarritz/Lourdes/Pau area) and FlashOcean (Charente Maritime and Bordeaux areas), generating an annual turnover of respectively, approximately €0.5 million and €0.6 million.

- **SUMMARY OF THE AFOREMENTIONED ACQUISITIONS**

The identifiable assets and liabilities at the acquisition date were as follows:

(In thousands of euros)	Fair value at the acquisition date	of which France	of which Germany	of which Spain	of which Brazil
Statement of financial position					
Intangible assets	11 040	*4 787*	*0*	*0*	*6 253*
Property, plant and equipment	45 650	*8 793*	*2 570*	*0*	*34 287*
Available-for-sale financial assets	0	*0*	*0*	*0*	*0*
Other non-current assets	0	*0*	*0*	*0*	*0*
Deferred tax assets	2 161	*0*	*0*	*0*	*2 161*
Inventories	2 182	*58*	*20*	*0*	*2 104*
Trade and other receivables	26 553	*3 119*	*0*	*0*	*23 435*
Current tax assets	0	*0*	*0*	*0*	*0*
Other assets	206	*202*	*0*	*0*	*4*
Cash and cash equivalents	5 544	*751*	*0*	*0*	*4 793*
Non-current provisions	(1 765)	*0*	*0*	*0*	*(1 765)*
Employee benefit liabilities	0	*0*	*0*	*0*	*0*
Non-current borrowings	(5 322)	*(4 708)*	*0*	*0*	*(614)*
Deferred tax liabilities	(1 593)	*(1 593)*	*0*	*0*	*0*
Other non-current liabilities	(5 228)	*(549)*	*0*	*0*	*(4 679)*
Current provisions	(38)	*(38)*	*0*	*0*	*0*
Current tax payables	(1 352)	*325*	*0*	*0*	*(1 677)*
Trade and other payables	(6 018)	*(1 559)*	*0*	*0*	*(4 460)*
Other liabilities	(19 575)	*(1 551)*	*0*	*0*	*(18 024)*
Bank overdrafts and current borrowings	(8 967)	*(8)*	*0*	*0*	*(8 959)*
Total identifiable net assets at fair value	**43 479**	***8 030***	***2 590***	***0***	***32 859***
Non-controlling interests	0	*0*	*0*	*0*	*0*
Goodwill	342 816	*7 959*	*1 059*	*0*	*333 798*
Purchase price	***386 294***	***15 989***	***3 649***	***0***	***366 657***

As at June 30, 2017, due to these recent acquisitions, the initial accounting for the business combinations acquired during the last 12 months had not been completed and the amounts recognized were therefore provisional.

Since their acquisition, companies acquired in 2017 subsidiaries have contributed €13.9 million in revenue and €2.5 million in operating income (before amortization of customer relationships).

Residual goodwill

Residual goodwill included unidentifiable items, such as the Group's human capital and the synergies expected to be derived from the acquisitions.

Cash flows from acquisitions

(In thousands of euros)	June 30, 2017	of which France	of which Germany	of which Spain	of which Brazil
Net cash acquired	5 541	748	0	0	4 793
Amount paid	(401 285)	(17 021)	(4 149)	(2 789)	(377 326)
Net cash flow	**(395 744)**	**(16 273)**	**(4 149)**	**(2 789)**	**(372 534)**

2.2 ACQUISITION OF NON-CONTROLLING INTERESTS

In June 2017, the Group acquired in cash all non-controlling interests in three subsidiaries of the Indusal sub-group for €2.8 million. The impact of this acquisition is presented under the line item "Acquisition of NCI without a change in control" of the statement of changes in equity for the six months ended June 30, 2017.

2.3 CHANGES IN THE SCOPE OF CONSOLIDATION

The following changes in the scope of consolidation occurred during the first half of 2017:

Company name	Registered office	Principal Activity	% interest 2017	% interest 2016
France				
Grenelle Service	Gennevilliers	Textile & hygiene services	Merger	100
Lovetra	St Ouen l'Aumône	Textile & hygiene services	Merger	100
Blanchisserie Professionnelle d'Aquitaine	Mios	Textile & hygiene services	100	96
HTE Sanitation	Chateauneuf les Martigues	Textile & hygiene services	100	-
Blanchisserie Blésoise SAS	La Chaussée-Saint-Victor	Textile & hygiene services	100	-
S.C.I. Les Gailletrous	La Chaussée-Saint-Victor	Other activity	100	-
Brazil				
Reis & Nóbrega Lavanderia Ltda	Fortaleza	Textile & hygiene services	Merger	100
NJ Lavanderia Industrial e Hospitalar LTDA ME	Brasilia	Textile & hygiene services	100	-
Prolav Servicos Tecnicos LTDA	Rio Bonito	Textile & hygiene services	100	-
Lavari I Vestiti Lavanderia LTDA - EPP	Paço do Lumiar	Textile & hygiene services	100	-
Pontuali Servico de Lavanderia LTDA EPP	Maceio	Textile & hygiene services	100	-
Global Service Lavanderia LTDA ME	Goiana	Textile & hygiene services	100	-
Lavanderia Lav-Service LTDA - EPP	São Paulo	Textile & hygiene services	100	-
Oficial Lavanderia Hospitalar LTDA EPP	Cedral	Textile & hygiene services	100	-
Oficial Lavanderia e Toalheiros LTDA ME	Cedral	Textile & hygiene services	100	-
Maximum Clean Lavanderia Profissional LTDA	Bady Bassit	Textile & hygiene services	100	-
Maxihotel Lavanderia Profissional Limitada EPP	Bady Bassit	Textile & hygiene services	100	-
LVB Holding LTDA	Videira	Other activity	100	-
Lavebras Gestao de Texteis S.A.	Videira	Textile & hygiene services	100	-
Spain				
Lavalia Sur Servicios y Renting Textil	La Nucia (Alicante)	Dormant	Liquidation	In liquidation
Serlasa Patrimonial Siglo XXI, S.L.	Abanto y Ciervana (Vizcaya)	Other activity	100	51
Serlasa, S.A.	Abanto y Ciervana (Vizcaya)	Textile & hygiene services	100	51
Insernaco Patrimonial S. XXI, Sociedad Limitada	Abanto y Ciervana (Vizcaya)	Other activity	100	51
Switzerland				
Blanchâtel S.A.	La Chaux-de-Fonds	Textile & hygiene services	Merger	100
Blanchisserie des Epinettes S.A.	Plan-les-Ouates	Textile & hygiene services	Merger	100
Blanchival S.A.	Sion	Textile & hygiene services	Merger	100
Großwäscherei Domeisen AG	Endingen	Textile & hygiene services	Merger	100
Laventex S.A.	Givisiez	Textile & hygiene services	Merger	100
Prohotel Wäscherei AG	Kloten	Textile & hygiene services	Merger	100
Wäscherei Papritz AG	Rüdtligen-Alchenflüh	Textile & hygiene services	Merger	100
Wäscheria Textil Service AG	Ilanz	Textile & hygiene services	Merger	100
Wäscheria Textil Service Bad Ragaz AG	Bad Ragaz	Textile & hygiene services	Merger	100

2.4 REFINANCING AND CAPITAL INCREASE

On January 17, 2017, Elis entered into a new syndicated senior credit facilities agreement for an amount of €1,150 million to refinance the previous senior credit facilities of the Company and the bridge-to-debt tranche of the bridge loan agreement entered into on November 10, 2016 to secure the financing of the Indusal and Lavebras acquisitions. The new agreement extends the maturity of the debt by around two years (to January 2022 as opposed to January, 2020 for the previous agreement), increases its amount (to €1,150 million versus €850 million for the previous agreement) and reduces the interest rate margin by around 50 bp.

In order to finance the Indusal and Lavebras acquisitions, Elis also carried out a capital increase with preferential subscription rights in the amount of €325 million (gross amount before deduction of issuance costs) through the issue of 25,910,490 new shares with settlement and delivery occurring on February 13, 2017. The net revenue of the share capital increase was entirely allocated to the refinancing of the bridge-to-equity of the bridge loan entered into on November 10, 2016.

On February 13, 201, the bridge loan implemented on November 10, 2017 to secure the refinancing of the acquisition of Lavebras and Indusal was fully repaid by the Company.

Moreover, at the same time, the Company amended its interest rate swap contracts to hedge the new syndicated senior credit facilities until its maturity on February 20, 2022, with a reduction of the fixed rate paid out of 68.3 bp and in exchange for a cash payment of €10 million.

2.5 ACQUISITION OF BERENDSEN

As part of the Transaction in progress as at June 30, 2017, for which more information on the Transaction is available on the Elis website (**www.corporate-elis.com**), Elis entered into the following agreements:

- on June 12, 2017, Elis entered into a bridge term facility agreement with Crédit Agricole Corporate and Investment Bank and BNP Paribas Corporate & Investment Banking regarding the arrangement of funding in a total amount of €1,920 million. This agreement was syndicated with BNP Paribas, Crédit Agricole Corporate Investment Bank, HSBC, ING and Société Générale Corporate Invesment Bank. The purpose of the Bridge Term Facility 2017 is to (i) finance the portion of the Transaction consideration payable in cash, (ii) refinance in full or in part any financial indebtedness of Berendsen (including that which is required to be repaid as a result of the Transaction) and (iii) finance any costs, fees and expenses in connection with the Transaction and with the arrangement and granting of the Bridge Term Facility 2017. The maturity of the Bridge Term Facility 2017 is 12 months from the date of first drawing, with Elis having the option to extend that maturity twice by six months on each occasion (i.e. a maximum term of 24 months), subject to no breach existing on the date that an extension is requested.
- on June 13, 2017, forward purchases amounting to £950 million, at a GBP: EUR exchange rate of £ 1: € 1.1346, to hedge the purchase price. At June 30, 2017, the fair value of these financial instruments amounted to € 1,825,000.

2.6 EVENTS AFTER THE REPORTING PERIOD RELATED TO CHANGES IN THE CONSOLIDATION SCOPE

- On July 4, 2017, Elis completed the acquisition of the company EMTM (Első Magyar Tisztatéri Mosoda Ltd), located in Miskolc in Hungary. EMTM operates in the cleanroom and workwear business, with one of the main cleanroom laundries in Central Europe. EMTM is serving mainly industrial customers in the pharmaceutical, electronics and chemicals sectors, in Hungary and in the neighboring countries. With this acquisition Elis strengthens its offer in the Cleanroom and workwear segment in Central Europe, a nice complementary fit with our plant in Slavkov (Czech Republic). In 2016, EMTM generated revenues of around €1.4 million and had 55 employees.
- On July 10, 2017, Elis reached an agreement to acquire 100% of Bardusch Arrendamentos Texteis Ltda, the Brazilian subsidiary of the Bardusch Group, which operates three production sites in the country. These three laundries, located in Curitiba, Jundiaí and Rio Verde (at a client's facility), mainly offer a rental and maintenance service of professional clothing for industrial clients in the automotive and food-processing sectors. In 2016, these three production sites posted revenues of around €9 million. The company has 350 employees.

NOTE 3 Operating segments

The definition of segments and the rules for assessing the performance of each segment as at June 30, 2017 are the same as those used to prepare the annual financial statements.

3.1 REVENUE

(In millions of euros) 2017	France	Europe	Latin America	Manufacturing entities	Eliminations & holding	Total
External customers	494,6	254,3	87,5	9,4	0,0	845,8
Inter-segment	0,9	0,3	0,0	4,2	(5,5)	0,0
Segment revenue	**495,5**	**254,6**	**87,5**	**13,6**	**(5,5)**	**845,8**
	58,5%	30,1%	10,3%	1,1%		

(In millions of euros) 2016	France	Europe	Latin America	Manufacturing entities	Eliminations & holding	Total
External customers	484,7	176,3	59,8	9,5	0,0	730,2
Inter-segment	0,6	0,3	(0,0)	4,7	(5,7)	0,0
Segment revenue	**485,3**	**176,6**	**59,8**	**14,2**	**(5,7)**	**730,2**

3.2 EARNINGS

(In millions of euros) 2017	France	Europe	Latin America	Manufacturing entities	Eliminations & holding	Total
Operating income before other income and expense and amortization of customer relationships	**84,7**	**14,0**	**6,7**	**0,6**	**(9,3)**	**96,8**
Miscellaneous financial items	*0,4*	*0,3*	*0,0*	*0,0*	*0,1*	*0,8*
Expenses related to share-based payments	*0,0*	*0,0*	*0,0*	*0,0*	*5,0*	*5,0*
EBIT	**85,1**	**14,3**	**6,7**	**0,6**	**(4,2)**	**102,6**
Depreciation and amortization including portion of grants transferred to income	*81,8*	*45,9*	*13,2*	*0,6*	*0,0*	*141,6*
EBITDA	**166,9**	**60,2**	**20,0**	**1,3**	**(4,2)**	**244,1**
	33,7%	*23,6%*	*22,8%*	*9,2%*		*28,9%*

(In millions of euros) 2016	France	Europe	Latin America	Manufacturing entities	Eliminations & holding	Total
Operating income before other income and expense and amortization of customer relationships	**83,1**	**7,3**	**2,6**	**1,0**	**(2,2)**	**91,8**
Miscellaneous financial items	*0,2*	*0,1*	*0,1*	*0,0*	*0,1*	*0,7*
Expenses related to share-based payments	*0,0*	*0,0*	*0,0*	*0,0*	*0,0*	*0,0*
EBIT	**83,3**	**7,4**	**2,8**	**1,1**	**(2,1)**	**92,5**
Depreciation and amortization including portion of grants transferred to income	*80,0*	*33,3*	*9,7*	*0,6*	*0,0*	*123,6*
EBITDA	**163,3**	**40,7**	**12,5**	**1,7**	**(2,1)**	**216,1**
	33,7%	*23,1%*	*20,8%*	*12,1%*		*29,6%*

Non-IFRS indicators

EBIT is defined as net income (loss) before net financial expense, income tax, share of net income of equity-accounted companies, amortization of customer relationships, goodwill impairment losses, other income and expense, miscellaneous financial items (bank fees recognized in operating income) and expenses related to IFRS 2 (share-based payments).

EBITDA is defined as EBIT before depreciation and amortization net of the portion of grants transferred to income.

3.3 INFORMATION BY COUNTRY AND CUSTOMER SEGMENT

(In millions of euros)	2017	2016
Hospitality	*156,7*	*149,7*
Industry	*92,7*	*94,1*
Trade & Services	*174,7*	*170,6*
Healthcare	*86,3*	*82,5*
Other	*(15,7)*	*(12,2)*
France	**494,6**	**484,7**
Germany	*58,9*	*36,6*
Belgium & Luxembourg	*16,1*	*14,7*
Czech Republic	*1,0*	*0,9*
Switzerland	*54,4*	*50,3*
Northern Europe	130,4	102,5
Spain & Andorra	*87,8*	*40,0*
Italy	*13,9*	*13,6*
Portugal	*22,1*	*20,3*
Southern Europe	123,8	73,8
Europe	**254,3**	**176,3**
Brazil	*75,0*	*50,2*
Chile	*10,7*	*9,6*
Colombia	*1,8*	*0,0*
Latin America	**87,5**	**59,8**
Manufacturing entities	**9,4**	**9,5**
Revenue	**845,8**	**730,2**

NOTE 4 Other operating data

4.1 DEPRECIATION, AMORTIZATION, PROVISIONS AND OTHER COSTS BY NATURE

(In thousands of euros)	2017	2016
Depreciation and amortization (including portion of grants)		
- included in Operating income before other income and expense and amortization of customer relationships		
Property, plant and equipment and intangible assets	(40 147)	(34 692)
Rental-cleaning items	(93 412)	(80 649)
Other leased items	(8 047)	(8 325)
Portion of grants transferred to income	55	58
- included in Other income and expense	*0*	*0*
- amortization of customer relationships	*(23 498)*	*(22 017)*
Total depreciation and amortization (including portion of grants)	**(165 049)**	**(145 625)**
Additions to or reversals of provisions		
- included in Operating income before other income and expense and amortization of customer relationships	*493*	*1 398*
- included in Other income and expense	*885*	*226*
Total additions to or reversals of provisions	**1 378**	**1 624**
Operating lease expense	**(19 516)**	**(17 563)**

4.2 OTHER OPERATING INCOME AND EXPENSE

(In thousands of euros)	2017	2016
Transaction costs	(3 350)	(681)
Restructuring costs	(4 218)	(1 104)
Uncapitalizable costs for change in IT systems	(420)	(183)
Contingencies	(999)	(387)
Net gains on site disposals	0	0
Expenses relating to site disposal	(206)	(95)
Environmental rehabilitation costs	0	0
Expense associated with free shares granted, post IPO	0	(654)
Badwill	0	817
Other	(1 786)	(263)
Other income and expense	**(10 979)**	**(2 550)**

NOTE 5 Employee benefits expense

5.1 SHARE-BASED PAYMENTS

In accordance with IFRS 2, Elis estimated the fair value of services received in return for bonus shares granted, based on the fair value of the equity instruments granted measured using the Monte-Carlo model, which is conditioned on the variation of the share price, weighted by a reasonable assumption of meeting the share grant criteria. The expense, recognized together with a corresponding entry to equity, is spread over the vesting period starting from the date of the Management Board's approval of the plan and is recorded under operating income.

The details of the performance shares plan granted free of charge in 2015 and 2016 are presented in the 2016 Registration Document including the annual financial report, on pages 209 and 210. As at June 30, 2017, the number of remaining rights to be vested as part of these plans amounted to 40,364 performance shares for the December 21, 2016 plan, 1.016.121 performance shares for the June 15, 2017 plan and 55,681 performance shares for the December 21, 2016 plan.

On March 24, 2017 a new performance shares plan was implemented. This plan covered 577,050 performance shares granted to slightly more than 200 Group executives and senior managers (including the members of the Management Board).

These shares vest at the end of a two-year vesting period, except for the members of the Executive Committee (including the members of the Management Board), for whom the shares vest at the end of a three-year vesting period. The vesting of the shares is subject to a condition of continued presence and to the achievement of performance targets. The performance conditions were defined based on three criteria linked to consolidated revenue, consolidated EBIT and the Company’s share price performance relative to the SBF 120 index.

The performance will be evaluated over a two-year period for all beneficiaries, except for the members of the Executive Committee (including the members of the Management Board), for whom the performance will be evaluated over a two-year period (2017 and 2018) for 66% of the performance shares granted, and over a three-year period (2017, 2018 and 2019) for 34% of the performance shares granted.

5.2 EXECUTIVE COMPENSATION (RELATED PARTY DISCLOSURES)

As at June 30, 2017, executives comprise the eight members and the Chairman of the management Board. Total compensation (paid or payable) of the main executives is as follows:

(In thousands of euros)	2017	2016
Short-term employee benefits	4 087	3 330
Post-employment benefits	16	18
Termination benefits	0	0
Share-based payments	2 006	251

NOTE 6 Intangible assets and property, plant and equipment

6.1 GOODWILL

(In thousands of euros)	June 30, 2017
Gross value	1 814 192
Accumulated impairment	(66 447)
Carrying amount at beginning of period	**1 747 745**
Acquisitions	342 816
Disposals	0
Translation adjustments	(41 409)
Other changes	0
Changes in gross carrying amount	**301 406**
Impairment	0
Translation adjustments	312
Other changes	0
Changes in impairment	**312**
Carrying amount at end of period	**2 049 463**
Gross value	2 115 598
Accumulated impairment	(66 135)

6.2 IMPAIRMENT TESTS AS AT JUNE 30, 2017

In accordance with IAS 36, the Group identifies indications of impairment using both internal and external sources of information.

External sources of information primarily consist of reviewing the weighted average cost of capital (WACC).

Internal sources of information are based on the main indicators used in financial reporting. A significant drop in revenue/profitability or failure to meet the forecasts are indicators of impairment.

Given the economic environment, the Group regularly reviews the performance of each cash-generating unit (CGU) before deciding whether to perform impairment tests. After reviewing both internal and external sources of information, management concluded that there was no indication of impairment as at June 30, 2017.

6.3 PROPERTY, PLANT AND EQUIPMENT

During the six months ended June 30, 2017, the Group acquired assets with a costs of €160.2 million (€128.800 for the six months ended June 30, 2016). The changes which occurred during the period are presented as of follows :

(In thousands of euros)	Land and buildings	Vehicles	Plant & equipment	Rental-cleaning items	Total
Gross value	340 790	116 273	682 548	798 218	1 937 830
Accumulated depreciation and impairment	(117 522)	(78 869)	(370 729)	(460 726)	(1 027 847)
Net carrying amount as at Dec. 31, 2016	**223 268**	**37 404**	**311 819**	**337 492**	**909 982**
Investments	15 924	6 097	25 851	112 341	160 213
Changes in scope of consolidation	19 217	1 310	18 898	6 226	45 650
Retirements and disposals	(429)	(173)	(349)	(210)	(1 161)
Depreciation	(6 673)	(5 674)	(24 328)	(101 456)	(138 131)
Translation adjustments	(2 498)	(431)	(6 261)	(2 846)	(12 036)
Impairment	0	0	0	0	0
Other movements	(503)	583	(524)	(133)	(577)
Gross value	372 904	124 317	725 522	863 986	2 086 729
Accumulated depreciation and impairment	(124 598)	(85 202)	(400 417)	(512 573)	(1 122 790)
Net carrying amount as at June 30, 2017	**248 306**	**39 115**	**325 105**	**351 414**	**963 940**

NOTE 7 Provisions and contingent liabilities

7.1 PROVISIONS

(in thousands of euros)	Compliance	Litigation	Other	Total
As at December 31, 2016	16 019	8 161	5 369	**29 549**
Increases/additions for the year		828	301	1 129
Changes in consolidation scope		1 179	624	1 803
Decreases/reversals of provisions used	(653)	(1 632)	(212)	(2 498)
Translation adjustments	(225)	(450)	(411)	(1 087)
Other			0	0
As at June 30, 2017	15 140	8 085	5 672	**28 897**
Current portion	5	3 319	1 436	**4 761**
Non-current portion	15 135	4 766	4 236	**24 136**
France	*10 192*	*3 107*	*816*	*14 114*
Europe	*2 724*	*112*	*360*	*3 196*
Latin America	*2 224*	*4 866*	*4 497*	*11 587*
Manufacturing Entities				

7.2 CONTINGENT LIABILITIES

The Elis Group has contingent liabilities relating to legal or arbitration proceedings arising in the normal course of its business:

- In Brazil:

Proceedings related to alleged acts of administrative improbity

A public action filed against several industrial laundry service providers, including Atmosfera and Prolav Servicios Tecnicos Ltda (Prolav), a Lavebras' subsidiary, relating to alleged bribery regarding contracts in the State of Rio de Janeiro. In this action, Atmosfera filed a preliminary response in December 2014 to. The public prosecutor rejected arguments put forward by Atmosfera and ruled to continue the action.

As at June 30, 2017, Atmosfera and Prolav were still awaiting additional information and therefore are unable to estimate the contingent liability incurred and the indemnification asset to be received under the vendor warranty. The Atmosfera Group's former owners, who were notified of the proceedings through interim measures on November 26, 2014 with respect to the December 20, 2013 guarantee agreement relating to the acquisition of the Atmosfera Group, have disputed Atmosfera's compensation request.

Proceedings related to degrading working conditions

- Proceeding initiated by the national prosecuting authority

After a hearing held on April 20, 2015, the public prosecutor and Atmosfera failed to reach an agreement on a settlement that would have required Atmosfera to adopt a series of measures. In December 2016 the national prosecuting authority filed a public civil action aimed at preventing Atmosfera from using subcontractors to carry out its main business activities, in particular with regard to manufacturing textile products used in its business, and to comply with certain provisions of Brazilian legislation in the area of

labor law, hygiene and safety related to findings by the federal police during an inspection.

The motion lodged by the prosecuting authority, also seeks damages from Atmosfera in the amount of €830 million under a collective moral damages charge. Currently, Atmosfera no longer uses subcontractors in these businesses.

Since the reporting date of the 2016 consolidated financial statements and further to this motion, a judge from the Jundiai's Labor Court (1st degree judge) is in charge of the case and various hearings took place. The judge has also taken some preliminary measures against Atmosfera, notably the prohibition to use subcontractors, which have been suspended by the Regional Labor Court (2nd degree judge).

As at 30 June 2017, no definitive decision has been taken by the Jundiai's Labor Court; the proceeding is continuing.

- Proceeding initiated by Atmosfera before the Labor Court against Brazil's Ministry of Work and Employment

Atmosfera filed an appeal that challenged the decision of the Ministry of Labor which provided for the inclusion of Atmosfera on the blacklist of companies convicted of this type of practice.

The Labor Court rendered a favorable decision to Afmosfera further to the hearing of February 1, 2017 and decided to proceed to the annulment of the sanctions announced against Atmosfera and notably related to its registration on a blacklist. This decision will be subject to appeal before the 2nd degree judge.

Proceedings initiated by the Brazilian antitrust authority (CADE)

In December 2008, the CADE initiated an inquiry into a number of industrial laundry service providers, including Prolav, regarding alleged deals and collusion in industrial laundry services for public health institutions in the state of Rio de Janeiro between 1999 and 2005. In February 2016, the CADE ordered Prolav to pay a fine of BRL 2.5 million (approximately €700,000). Prolav has not, to date, paid the aforementioned fine, has set aside a provision in the amount of BRL 1.25 million (approximately €350,000) and has appealed the aforementioned decision, an appeal that was rejected by the CADE on June 28, 2016. Prolav has filed an action in the federal courts to have the CADE decision overturned or the amount of the fine reduced, this action is ongoing.

Further to the acquisition of Lavebras by Atmosfera on May 23, 2017, the analysis of the existing proceedings is being executed by the Group.

- In France:

The Group was informed of an inquiry by the French competition authorities following a complaint relating to some of the Group's pricing practices, which was filed by a self-catering cottage, a customer of the Group, with the Pays de Loire regional board for companies, competition, consumption, labor and employment (DIRECCTE). The Group cannot rule out the investigation being extended to practices other than pricing practices.

No provision was recognized as at June 30, 2017 since at this stage it is difficult to assess whether this risk will materialize and what might be the consequences, especially financial, for the Group.

NOTE 8 Financing and financial instruments

8.1 NET FINANCIAL EXPENSE

(In thousands of euros)	2017	2016
Interest expense on borrowings and employee profit-sharing fund	(29 070)	(26 560)
Gross finance costs	**(29 070)**	**(26 560)**
Gains (losses) on traded derivatives	(1 037)	(281)
Other financial income	3 787	54
Net finance costs	**(26 320)**	**(26 787)**
Foreign exchange gains	140	198
Foreign exchange losses	(274)	(153)
Interest expense on provisions and retirement benefits	(412)	(502)
Other	(4)	241
Total other financial income and expenses	**(550)**	**(216)**
Net financial expense	**(26 869)**	**(27 003)**

The main changes were mainly due to:

- Gross finance cost increase compared to the first half of 2016, due to the financing of the acquisitions of Indusal and Lavebras;
- Financial income from cash and cash equivalent in Brazilian reals, invested between the date of the Elis capital increase and the acquisition date of Lavebras in Brazil.

8.2 GROSS DEBT

As at June 30, 2017, consolidated debt mainly comprised the following:

(in thousands of euros)	June 30, 2017	Fixed	Floating		Maturities
			hedged	unhedged	
High-Yield Bonds 3%	**804 067**	804 067			2022
Senior Credit Facilities Agreement EURIBOR +2.125%	**452 156**		452 156		2020
Bridge loan/Revolving	**0**			0	2017
Capex line	**165 459**			165 459	2022
Commercial paper	**396 100**	396 100			less than 12 months
Unamortized loan costs	**(27 966)**	(7 965)	(20 001)	0	
Loan from employee profit-sharing fund	**26 928**	26 928			
Financial leases	**13 716**	13 652		64	
Other	**24 217**	22 538	989	691	
Overdrafts	**1 868**			1 868	
Total interest-bearing loans and borrowings	**1 856 545**	**1 255 319**	**433 144**	**168 081**	

Significant issues and repayments of debt securities during the period are as follows:

- Senior Credit Facilities Agreement
- As stated in Note 2.4, the syndicated credit facility approved on January 17, 2017 includes a term loan in the amount of €450 million. This loan was refinanced under terms identical to the previous syndicated loan.

- The revolving credit facility of this syndicated facility amounts to €500 million. It has nonetheless been drawn down twice in the first quarter of 2017 for a period of less than or equal to one month, in the respective amounts of €65 million in April, 2017 and €40 million in May, 2017. These two drawdowns were paid off before the deadline.
- The Capex syndicated credit facility in the amount of €200 million was drawn on June 30, 2017 for a sum of €165 million. The Capex line was drawn down three times during the first half of 2017 to finance acquisitions, for an amount of €90 million in January, 2017, €10 million in March, 2017 and €65 million in May, 2017. These drawdowns will be repaid upon the maturity of the syndicated credit facility on January 22, 2022.
- 2016 bridge loan
- In the wake of refinancing programs that were implemented, i.e. the new syndicated credit facility on January 17, 2017 and the capital increase on February 13, 2017 (see Note 2.4), the bridge loan contract implemented on November 10, 2016 to secure financing for the Indusal and Lavebras acquisitions were fully refinanced by the Company on February 13, 2017.
- Commercial paper

As at June 30, 2017, outstandings of the commercial paper program amounted to €396.1 million, versus an outstanding amount of €303.8 million as at December 31, 2016, up €92.3 million.

- Other debts

The Group reimbursed substantially all of the Syndicated Loan of the Indusal Group for € 40.2 million in March 2017.

8.3 CASH AND CASH EQUIVALENTS

For the purposes of the statement of cash flows, cash and cash equivalents comprise the following:

(In thousands of euros)	June 30, 2017	Dec. 31, 2016
Demand deposits	52 266	158 247
Term deposits and marketable securities	4 716	10 605
Cash and cash equivalents	**56 982**	**168 852**
Cash classified as assets held for sale	0	0
Bank overdrafts	(1 868)	(3 694)
Cash and cash equivalents, net	**55 114**	**165 158**

In Latin America, where exchange control restrictions may exist, cash and cash equivalents totaled €10.3 million as at June 30, 2017, compared with €19.5 million as at December 31, 2016.

In France, cash allocated to the Elis liquidity agreement amounted to €2.8 million as at June 30, 2017, compared with €1.5 million as at December 31, 2016.

8.4 NET DEBT

(In thousands of euros)	June 30, 2017	Dec. 31, 2016
Bond debt	800 000	800 000
Senior facilities	450 000	450 000
Bridge loan/revolving	0	130 000
Commercial paper	396 100	303 800
Finance lease liabilities	13 716	14 448
Capex line	165 459	0
Other loans and overdrafts	24 376	62 935
Loan from employee profit-sharing fund	26 597	28 374
Loans	1 076 247	989 556
Accrued interest	8 264	6 660
Unamortized loan costs	(27 966)	(22 827)
Borrowings	**1 856 545**	**1 773 389**
Of which maturing in less than one year	421 590	495 395
Of which maturing in more than one year	1 434 954	1 277 994
Cash and cash equivalents (assets)	**56 982**	**168 852**
Net debt	**1 799 563**	**1 604 537**
Reconciliation to adjusted net debt		
Net debt	**1 799 563**	**1 604 537**
Unamortized loan costs	27 966	22 827
Loan from employee profit-sharing fund	(26 597)	(28 374)
Adjusted net debt	**1 800 932**	**1 598 991**
Loans and borrowings by currency		
EUR	1 843 946	1 768 135
BRL	8 780	299
CHF	1 816	2 575
CLP	2 002	2 380
COP	0	0
CZK	0	0
GBP	0	0

8.5 FINANCIAL ASSETS AND LIABILITIES

	June 30, 2017		Breakdown by category of financial instrument				
(In thousands of euros)	Carrying amount	Fair value	Fair value through income	Fair value through equity	Loans and receivables	Debt at amortized cost	Derivative financial instruments
Available-for-sale financial assets (non-	110	110		110			
Other non-current assets	3 264	3 264			3 264		0
Trade and other receivables	452 081	452 081			452 081		
Other current assets	27 144	27 144			25 096		2 048
Cash and cash equivalents	56 982	56 982	56 982				
Financial assets	**539 580**	**539 580**	**56 982**	**110**	**480 441**	**0**	**2 048**
Loans and borrowings	1 434 954	1 473 435				1 434 954	
Other non-current liabilities	14 195	14 195			6 905		7 290
Trade and other payables	183 660	183 660			183 660		
Other liabilities	292 899	292 899			292 693		206
Bank overdrafts and portions of loans due in less than one year	421 590	427 489				421 590	
Financial liabilities	**2 347 298**	**2 391 678**	**0**	**0**	**483 257**	**1 856 545**	**7 496**

	Dec. 31, 2016		Breakdown by category of financial instrument				
(In thousands of euros)	Carrying amount	Fair value	Fair value through income	Fair value through equity	Loans and receivables	Debt at amortized cost	Derivative financial instruments
Available-for-sale financial assets (non-	136	136		136			
Other non-current assets	4 048	4 048			4 048		0
Trade and other receivables	393 932	393 932			393 932		
Other current assets	16 721	16 721			13 948		2 773
Cash and cash equivalents	168 852	168 852	168 852				
Financial assets	**583 689**	**583 689**	**168 852**	**136**	**411 928**	**0**	**2 773**
Loans and borrowings	1 277 994	1 298 944				1 277 994	
Other non-current liabilities	22 256	22 256			2 901		19 356
Trade and other payables	164 738	164 738			164 738		
Other liabilities	297 009	297 009			297 009		0
Bank overdrafts and portions of loans due in less than one year	495 395	242 864				495 395	
Financial liabilities	**2 257 393**	**2 025 812**	**0**	**0**	**464 648**	**1 773 389**	**19 356**

The table below shows the level at which each fair value is ranked in the fair value hierarchy:

(In thousands of euros)	June 30, 2017 Fair value	Fair value hierarchy Level 1	Level 2	Level 3
Current asset derivatives (currency forward)	2 048		2 048	
Assets measured at fair value	**2 048**	**0**	**2 048**	**0**
Non-current derivatives - liabilities (interest rate swap)	7 290		7 290	
Current derivatives - liabilities(currency forward)	206		206	
Liabilities measured at fair value	**7 496**	**0**	**7 496**	**0**
High-Yield Bonds 3%	820 480	820 480		
Liabilities for which fair value is disclosed	**820 480**	**820 480**	**0**	**0**

(In thousands of euros)	Dec. 31, 2016 Fair value	Fair value hierarchy Level 1	Level 2	Level 3
Current asset derivatives (currency forward)	2 773		2 773	
Assets measured at fair value	**2 773**	**0**	**2 773**	**0**
Non-current derivatives - liabilities (interest rate swap)	19 356		19 356	
Liabilities measured at fair value	**19 356**	**0**	**19 356**	**0**
High-Yield Bonds 3%	808 000	808 000		
Liabilities for which fair value is disclosed	**808 000**	**808 000**	**0**	**0**

NOTE 9 Income tax expense

The Group recognizes income tax expense for interim periods based on its best estimate of the weighted average annual tax rate expected to apply to total annual earnings. This rate is computed on a country-by-country basis.

NOTE 10 Stockholders' equity and earnings per share

10.1 CHANGES IN SHARE CAPITAL

Number of shares as at December 31, 2016	**114 006 167**
Number of shares as at June 30, 2017	**140 167 049**
Number of authorized shares	140 167 049
Number of shares issued and fully paid up	140 167 049
Number of shares issued and not fully paid up	-
Par value of shares	1,00
Treasury shares	55 500
Shares reserved for issue under options and sales agreements	-

Elis carried out a capital increase with preferential subscription rights in the amount of €325,177,00(gross amount before deduction of issuance costs of €7,734,000net of tax effect) through the issue of 25,910,490 new shares with settlement and delivery occurring on February 13, 2017.

Following the final free allocation of performance shares, the capital was subsequently increased by € 2,504,000 as at April 7, 2017, in consolidation of the " Additional paid-in capital“ account.

The Combined General Meeting of May 19, 2017 also decided to implement a capital reduction of the Company by reducing the par value of the shares making up that capital from €10 to €1 each and allocating the amount of the reduction of €1,261,503,000 to the " Additional paid-in capital" account, carried out on June 21, 2017.

10.2 DIVIDENDS AND DISTRIBUTIONS PAID AND PROPOSED

The General Meeting of May 19, 2017 approved the payment of a dividend in the amount of €0.37 per share, fully deducted from "Additional paid-in capital", representing an aggregate amount of €51,847,000 (versus €0.35 per share, €39,871,000 for the previous year), paid on May 31, 2017.

10.3 EARNINGS PER SHARE

The weighted average number of ordinary shares outstanding during the period is disclosed below:

(In thousands of euros)	2017	2016
Net income or loss attributable to owners of the parent	**19 457**	23 119
Weighted average number of shares	133 970 617	113 896 758
Weighted average number of shares used for diluted EPS	134 236 966	114 145 451

NOTE 11 Off-balance sheet commitments

(In thousands of euros)	June 30, 2017	Dec. 31, 2016
Engagements donnés		
Assignment and pledge of receivables as collateral		
Pledges, mortgages and sureties	3 735	47 865
Pledges, endorsements and guarantees given	7 924	7 938
Liability guarantees		2 150
Other commitments given		
Operating leases		
-Future minimum lease payments under non-cancellable operating leases (within one year)	27 693	28 875
-Future minimum lease payments under non-cancellable operating leases (between 1 and 5 years)	81 616	85 804
-Future minimum lease payments under non-cancellable operating leases (after five years)	117 907	137 207
Commitments received		
Pledges, mortages and sureties		
Pledges, endorsements and guarantees received	17 733	12 532
Liability guarantees	182 053	137 898
Other commitments received		

NOTE 12 Events after the reporting period

No other events have occurred since the condensed half-year consolidated financial statements were prepared as at June 30, 2017 that are likely to have a material impact on the financial position of the Elis Group, except for the events specified in note 2.6 to the condensed half-year consolidated financial statements.

NOTE 13 Standards issued but not yeT effective

Group diagnosis for the consequences of the new accounting standard herebelow have been made on the Group consolidation scope at the date of the present condensed consolidated accounts. This review may have to be completed and harmonized with Berendsen's after completion of the acquisition Transaction.

13.1 IFRS 9 « FINANCIAL INSTRUMENTS »

IASB's IFRS 9 standard "Financial Instruments" issued in July 2014 is effective on or after 1 January 2018. The Group doesn't know the actual impact of IFRS 9 on its consolidated financial statements in 2018 as it will depend on the financial instruments that the Group holds and economic conditions prevailing at that time, as well as accounting decisions and judgments that it will make simultaneously. However, the Group has performed a preliminary assessment of the potential impact of the adoption of IFRS9 on the basis of its situation as at 30 June 2017.

The new standard provides for a **new classification of financial assets**, in three principal categories: measured at amortized cost, fair value through Other Comprehensive Income and fair value through Income or Loss, thereby simplifying categories previously defined under IAS39.

As per its preliminary assessment, the Group doesn't believe that the new classification will a have a significant impact on its accounting for trade receivables, loans, invest-

ments in debt securities and investments in equity securities that are managed on a fair value basis.

IFRS9 provides for a **new impairment model for financial assets**, replacing "incurred loss" by "expected credit losses". This will require Group's judgment for appraisal of potential credit losses over the expected life of financial instrument. The Group preliminary limited review shows that application of IFRS 9's impairment requirements at June 30, 2017 would probably have resulted in an increase of €600,000in loss allowance for French trade receivables, compared with impairment losses recognized under IAS 39. However, the Group has not yet completed its review of all Group entities neither the impairment method that it will apply under IFRS 9.

The **new classification of financial liabilities** under IFRS 9 are almost similar to IAS 39. The new requirements in the method for accounting change in value of liabilities designated as at fair value through Income and Loss will not affect the Group as none of its liabilities have been designated to enter in this category.

The Group holds **hedging instruments** which the Group plans to value under the new requirement of IFRS 9. IFRS 9 offers opportunities to apply hedge accounting to a broader range of risk component (other than foreign currency or interest rate risk) but the Group doesn't undertake hedges of such risk components.

The hedging instruments used by the Group are:

- **forward foreign exchange contracts**, to hedge the variability of the currencies used for its inventory or fixed assets purchases. According to IAS 39, the Group accounts the change in the efficient portion of the hedging instrument fair value in a cash flow hedge reserve while the inefficient portion is immediately accounted in Income and Loss. In the same period as the hedged component affects its operation, the Group recognizes the amounts accumulated in the cash flow hedge reserve either in Income and Loss, or includes them in the initial cost of the non financial asset as per "Basis adjustment' method". From adoption of IFRS 9, the Group may recognize the forward component of the hedging instrument in "Other Components of Income" and accumulate them in a separate component of the reserves up to their reclassification in Income and Loss or in the initial cost of the non financial asset. According to the Group's preliminary assessment, the existing scheme of foreign exchange forward contracts held by the Group will meet the requirements of IFRS 9 and the new standard would have had no material impact if applied to the present consolidated financial statements.
- **interest rate swaps**, to swap a portion of its indebtedness subject to variable interest rate to a fixed rate. The change in fair value of those hedging instruments are split according to the same principles between efficient (accumulated among reserves) and inefficient portion (accounted in Income and Loss). Application of IFRS 9 shall not have a material impact on the accounting treatment of those instruments.

For transition to IFRS 9, the Group plans to take advantage of the exemption allowing it not to restate comparative information for prior periods with respect to classification and measurement (including impairment) changes. Differences in the carrying amounts of financial assets and liabilities resulting from the adoption of IFRS 9 will therefore be recognized in

The Group is still expecting clarifications on accounting for transition to IFRS 9 of past indebtedness renegotiation, for which the original interest rate shall be kept beyond the original maturity of the indebtedness. The Group has not yet assessed the impact of the retrospective application of IFRS 9, which requires for a restatement of all indebtedness

still existing as of January 1, 2018 and having been subject to one or more changes in the past and therefore will only be able to communicate on this matter at a later date.

13.2 IFRS 15 « REVENUE FROM CONTRACTS WITH CUSTOMERS »

IFRS 15 relating to accounting for revenues from contracts with customers published by IASB in May 2014 is effective from January 1, 2018 and replaces IAS 18 « Revenues » presently applied by the Group.

The five step model introduced by IFRS 15 requires the identification of the various Performance Obligations set out in each contract with Customers.

Almost all Group's revenues are deriving from the sale of services under pluriannual contracts. The Group is presently in the course of analyzing the main contract templates used in these operations to determine whether the services are rendered in a single or in several performance obligations. Based on this first analysis, the Group doesn't expect material impacts resulting from the application of IFRS 15 compared to its present accounting principles. The new standard will be applied as of January 1, 2018 and the Group has not yet defined its transition policy.

13.3 IFRS 16 « LEASES »

IFRS 16 "Leases" was released by IASB in June 2016 and is effective as of January 1, 2019, subject to the prior approbation of this standard by the European Union. The new standard introduces a different definition of lease contracts, retains the distinction between operating leases and leases, but provides a single model of accounting for lessees.

The Group chose not to apply this new standard early, and has not yet assessed the impact of its application, nor has it determined the transition method it will apply.

4.2.5 INFORMATION ABOUT SHARE CAPITAL

4.2.5.1 SHARE CAPITAL STRUCTURE

As at June 30, 2017, the Company's share capital amounted to €140,167,049, divided into 140,167,049 shares with a par value of €1 each following the share capital decrease through the decrease of the nominal value of the shares approved by the Shareholders' meeting held on May 19, 2017 and acknowledged on June 21, 2017. All shares attach voting rights, except for the 55,500 treasury shares held by the Company as at June 30, 2017.

Since the beginning of the financial year beginning on January 1, 2017, the following transactions occurred on the Company's share capital:

- the issuance of 25,910,490 new shares issued at a subscription price of €12.55 per share as part of a share capital increase with preferential subscription rights for a gross amount of €325,176,649.50 including the share premium, decided by the Management Board held on January 17, 2017 as authorized by the Supervisory Board;
- the issuance of 250,392 shares as part of a share capital increase by capitalization of reserves in the amount of €2,503,920 deducted from the "Share, merger and contribution premiums" account carried out by the Management Board on April 7, 2017; the new shares are subject to a holding period of 2 years as from the date of the vesting date, i.e. until April 7, 2019.
- the share capital decrease not through losses for an amount of €1,261,503,441 by reducing the nominal value of the shares from €10 to €1, which was allocated to the "share, merger and contribution premiums" account", bringing share capital from €1,401,670,490 to €140,167,049.

4.2.5.2 SHARE CAPITAL AND SHAREHOLDING STRUCTURE

The latest ownership structure of the Company's share capital is available on the Group's website at http://www.corporate-elis.com.

In accordance with the provisions of Article 9 of the Company's articles of association, double voting rights are granted to shares held in registered form for at least two years. As at June 30, 2017, 19,659,876 shares had double voting rights.

Based on statutory disclosures establishing an interest of more than 5% of share capital or voting rights, and disclosures by parties related to the Group, the ownership structure is as follows as at June 30, 2017:

	June 30, 2017					
Shareholders	Nomber of shares	Number of theoretical voting rights	Number of exercisable voting rights	% of share capital	% of theoretical voting rights	% of exercisable voting rights
EURAZEO						
o/w Legendre Holding 27 SAS [a]	22,522,058	40,873,361	40,873,361	16.07	25.57	25.58
o/wt Eurazeo SA [a]	1,112,974	2,019,338	2,019,338	0.79	1.26	1.26
EURAZEO SUB-TOTAL	**23,635,032**	**42,892,699**	**42,892,699**	**16.86**	**26.84**	**26.85**
Crédit Agricole Assurances [a]	13,991,662	13,991,662	13,991,662	9.98	8.75	8.76
CPPIB [c]	6,769,248	6,769,248	6,769,248	4.83	4.24	4.24
PUBLIC	**95,715,607**	**96,117,816**	**96,117,816**	**68.29**	**60.14**	**60.16**
o/wAmeriprise Financial, Inc[b]	14,694,718	14,694,718	14,694,718	10.48	9.19	9.20
o/w executive officers and employees[e]	399,801	484,476	484,476	0.29	0.30	0.30
o/w ECIP Elis SARL [a]	190,172	345,124	345,124	0.14	0.22	0.22
TREASURY SHARES	**55,500** [D]	**55,500** [D]	**0**	**0.04**	**0.03**	**0**
TOTAL	**140,167,049**	**159, 826,925**	**159,771,425**	**100**	**100**	**100**

(a) Shareholders who have disclosed that they are bound by a shareholders' agreement which is not a concerted action within the meaning of article L. 233-10 of the French Commercial Code. (see section 4.2.7.7 of the updating of the registration document and the section 8.5.10 of the 2016 Registration Document)
(b) Based on Ameriprise Financial. Inc.'s disclosure regarding the crossing of ownership thresholds dated June 22, 2017. Ameriprise Financial, Inc. holds Elis shares via its subsidiary Threadneedle Asset Management Limited.
(c) CPPIB and the Company are parties to a cash placing agreement described at the below section 5.7 below.
(d) As at June 30, 2017.
(e) Following the acquisition of 250,392 shares under the performance shares plan implemented on April 7, 2017, whose vesting period ended on April 7, 2017.

To the best of the Company's knowledge, as at June 30, 2016 no shareholder other than those mentioned above held, directly or indirectly, 5% or more of the Company's share capital and voting rights.

4.2.5.3 CROSSING OF SHAREHOLDING THRESHOLDS

Since the beginning of the financial year started January 1, 2017, the following notices of the crossing of shareholding thresholds were filed with the AMF:

Ameriprise Financial, Inc	June 21, 2017	217C1309	Threshold of 10% of share capital exceeded.
Eurazeo	February 15, 2017	217C0466	Threshold of 25% of share capital and voting rights following the allocation of directly and indirectly via the subsidiary Legendre Holding 27, following the allocation of double voting rights for registered shares held for at least two years. Statement of intention.
Franklin Ressources, Inc	February 7, 2017	217C0392	Drop below the threshold of 5% of the share capital.

4.2.5.4 SHARE BUYBACK

On May 19, 2017, the General Shareholders' Meeting voting as an Ordinary General Meeting renewed, for a period of 18 months, the authorization granted to the Company by the Combined General Shareholders' meeting of June 24, 2015 to trade in its own shares. The description of the share buyback program is available on the Company's website at http://www.corporate-elis.com.

The only use made of the share buyback program during the first half of 2016 was in the context of the liquidity agreement managed by Kepler Cheuvreux. The half-year report on the liquidity agreement is available on the Group's website at **http://www.corporate-elis.com**

4.2.5.5 UNISSUED AUTHORIZED CAPITAL

To allow the Company to raise funds on the financial markets as part of its initial public offering, and to aid the Group's development, if necessary, and considering the use by the Management Board up to approximately 50% of the authorization to increase the share capital with preferential right of subscription in 2017, the General Meeting of May 19, 2017 granted new financial authorizations to the Management Board. All delegations that can lead to the issuance of securities giving access to the Company's share capital, and that were valid as at June 30, 2017, are listed below:

Type of delegation or authorization granted to the Management Board by the General Meeting	Maximum amount authorized *(In euros)*	Authorization date	Expiration date	Duration of validity	Use in 2016
Capital increase through the issue of shares and/or any other securities giving access to the share capital					
Capital increase through the issue of shares and/or any other securities giving access, immediately or in future, to the Company's share capital with preferential subscription rights	70 million(1)	May 19, 2017	July 19, 2019	26 months	-
Capital increase through the capitalization of reserves, profits or share premiums, or other	130 million	May 27, 2016	July 27, 2018	26 months	-
Capital increase through the issue of shares and/or any other securities giving access, immediately or in future, to the Company's share capital **without preferential subscription rights and a public exchange offer**	14 million(2)(3)	May 19, 2017	July 19, 2019	26 months	-
Share capital increase through the issue of shares and/or any other securities giving access, immediately or in future, to the Company's share capital **without preferential subscription rights as part of an offering covered by section II of Article 411-2 of the French Monetary and Financial Code**	10% of the Company's existing share capital as at the date of the transaction per 12-month period(3)(4)	May 19, 2017	July 19, 2019	26 months	-
Authorization, in the event of an issue of shares and/or securities giving access, immediately or in the future, to the Company's share capital, without preferential subscription rights, to set the issue price	10% of the existing Company's share capital as at the date of the transaction per 12-month period	May 19, 2017	July 19, 2019	26 months	-
Capital increase through the issue of share and/or securities giving access, immediately or in the future, to the Company's share capital, **in consideration for contributions in kind** granted to the Company	10% of the Company's share capital at the time of the issue	May 27, 2016	July 27, 2018	26 months	-
Increase in the number of shares or other securities to be issued in the event of a capital increase with or without preferential	15% of the initial issue	May 19, 2017	July 19, 2019	26 months	-

subscription rights.

Share buyback program					
Share buyback	10% of the share capital Maximum purchase price per share: €30 Maximum amount of purchases: 350 million	May 19, 2017	November 19, 2018	18 months	Use excluding liquidity agreement: None As at June 30, 2017, 55,500 shares were included in the liquidity agreement
Capital reduction through the cancellation of treasury shares	10% of the share capital per 24-month period	May 27, 2016	July 27, 2018	26 months	-
Transactions reserved for employees and executive corporate officers					
Grant of bonus shares, existing or to be issued, to Group employees and/or executive corporate officers	2.5% of total shares of the Company at the grant date (0.55% for the corporate officers)	May 27, 2016	July 27, 2019	38 months	June 15, 2016 December 20, 2016 March 24, 2017
Capital increase through the issue of shares, and/or other securities giving access to the Company's share capital reserved for employees participating in a Company savings plan	3 million	May 19, 2017	July 19, 2019	26 months	

'1) Overall limit of capital increases with and without preferential subscription rights that may be carried out under the 23rd to 28th resolutions of the General Shareholders' Meeting of May 19, 2017

'2) Overall limit applicable to capital increases without preferential subscription rights that may be carried out under the 25th and 26th resolutions of the General Shareholders' Meeting of May 19, 2017.

'3) Deducted from the overall limit of €70 million set by the 29th resolution of the General Shareholders' Meeting of May 19, 2017.

'4) Deducted from the limit of €14 million set by the 29th resolution of the General Shareholders' Meeting of May 19, 2017.

Pursuant to the above authorizations, 577,050 performance shares were granted by the Management Board on March 24, 2017 (see sectuib 5.1 of the present report).

4.2.5.6 INFORMATION RELATING TO POTENTIAL DILUTION OF THE SHARE CAPITAL

Since performance shares are likely to be covered by new shares, as at June 30, 2017 the potential volume of outstanding dilutive instruments was 1,112,166 shares related to the granted bonus shares not covered by the inventory of treasury shares, to which are added 577,050 shares allocated on March 24, 2017, whose acceptance period expires on July 17, 2017. Accordingly, on the basis of a final allocation relating to 577,050 shares under the plan implemented on March 24, 2017, the overall potentially dilutive effect of these instruments stood at around 1.21% of the share capital based on the share capital as at June 30, 2017.

4.2.5.7 SHAREHOLDERS' AGREEMENT AND OTHER SETTLEMENTS

- In letters dated March 25, 2015 and March 27, 2015, in accordance with the provisions of Article L.233-11 of the French Commercial Code, Eurazeo and Ecip Elis notified the Company, for the purposes of filing with the AMF, of the signing of a shareholder agreement (the "Agreement") relating to their holdings in the Company's share capital and defining the terms and conditions of their investment in the Company's capital. The Agreement provides for a divestment clause under the terms of which each of the parties to the Agreement undertake, in the event of a sale of all or some of their Elis shares, to sell said shares concomitantly and under the same legal and financial terms and conditions. In the event of partial sale, the number of Elis shares sold by the parties shall be determined on a prorata basis of the parties' respective holdings in Elis's capital. Notwithstanding the foregoing, the Shareholders' Agreement provides that Ecip Elis's shareholders may assign or contribute the interest held by Ecip Elis in the Company' share capital, in favor of their respective shareholders, even if Eurazeo continues to keep its interest in Elis.

  The Agreement entered into force on March 23, 2015 and shall remain in force as long as Eurazeo and Ecip Elis hold Company shares, it being specified that each of the parties may terminate the agreement by giving written notice three months prior to the date on which the cancellation is due to take effect.

  The Agreement was submitted to the AMF on March 25 and March 27, 2015 and a notice relating thereto was published by the AMF on its website on March 30, 2015 (215C0370 of March 30, 2015). Parties to the Agreement have declared that the Agreement does not constitute concerted action as defined by Article L. 233-10 of the French Commercial Code.

  By letter dated May 30, 2016, Eurazeo, Legendre Holding and Predica entered into a five-year agreement, tacitly renewable, on the Company's corporate governance, whereby they undertake certain commitments related to the composition of the Elis Supervisory Board based on their respective holding in the Company. Legendre Holding and Predica undertook (i) that the members of the Supervisory Board appointed on their proposal vote in favor of a majority of independent members on the Company's Supervisory Board, and that (ii) they exercise their voting rights in the General Shareholders' Meetings in favor of maintaining a majority of independent members on the Company's Supervisory Board (except in the event of a significant change in Elis's shareholding structure). In addition, subject to Predica holding at least 5% of Elis's share capital, Eurazeo and Legendre Holding 27 have undertaken that (i) the Supervisory Board members appointed on their proposal vote in favor of any resolution allowing Predica to have a member on the Company's Supervisory Board and that (ii) they exercise their voting rights at any General Shareholders' Meeting in favor of such a resolution.

  Eurazeo and Legendre Holding 27 have also undertaken to ensure that, within six months from the date their direct or indirect holdings fall below:

  - 15% of Elis's voting rights, they will be represented by only two representatives on the Company's Supervisory Board; and
  - 10% of Elis's voting rights, they will be represented by only one representative on the Company's Supervisory Board.

  The parties disclosed that this agreement on the Company's corporate governance does not constitute acting in concert within the meaning of the Article L.233-10 of the French Commercial Code.

- On 7 June 2017, Elis and CPPIB, which then held 4.83% of Elis' share capital, entered into an investment agreement (the "**Investment Agreement**") pursuant to which CPPIB undertook to Elis to subscribe for 10,131,713 new Elis shares (the "**CPPIB Shares**") as part of a reserved

capital increase (the "**Elis Reserved Capital Increase**"), at a price of €19.74[1] per share (the "**CPPIB Cash Placing**"). The total proceeds of the CPPIB Cash Placing would be €200 million.

The funds raised by the CPPIB Cash Placing will not be used to fund the cash portion of the Transaction consideration but will be used to repay the amount, due pursuant to the Bridge Term Facility Agreement 2017 (as defined below), incurred by Elis to finance the Transaction consideration and to help Elis meet its 2018 leverage target of ~3x (consistent with its current level) if the Transaction is completed.

Pursuant to the provisions of the Investment Agreement:

- Elis undertook not to, until the completion of the Elis Reserved Capital Increase, (i) propose or issue any equity securities on a pre-emptive basis (rights issue) to Elis shareholders, (ii) propose or issue any equity securities to any Elis shareholder or third party other than CPPIB and any of Elis shareholders listed in Chapter 8 of the Registration Document as holding more than 8% or more of the share capital of the Company (the "**First Offer Investors**") (except for any issue of equity securities for compensatory purposes to employees or executive officers pursuant to the long-term incentive plans of Elis through the grant of performance shares) without first offering to all of the First Offer Investors to subscribe for such equity securities, and (iii) issue equity securities to any First Offer Investor on terms more favourable than those offered to the other First Offer Investors, which in any event shall not be more favourable than the terms of the CPPIB Shares;
- CPPIB undertook during a 12-year lock-up period as from the settlement of the reserved share capital (the "**Lock-Up Period**") not to (i) directly or indirectly transfer title to the CPPIB Shares, (ii) grant any right or promise on, such CPPIB Shares or (iii) announce its intention to perform one of the transactions mentioned in (i) and (ii). CPPIB is however authorized to tender all or part of the CPPIB Shares in the context of a public tender offer for any of the Elis Shares recommended by the Elis Supervisory Board Members and cleared by the French *Autorité des marchés financiers*.

The Investment Agreement also includes an anti-dilution clause pursuant to which as long as CPPIB holds at least 8% of Elis' share capital, Elis shall make any and all efforts for CPPIB to have the right, in connection with any future offerings of securities by Elis, including any offering of equity securities, to purchase or subscribe for a portion of such new securities pro rata to its shareholding in the Company for the same per-security price either (i) in the context of the offering or (ii) by any other means agreed among the parties so that its shareholding remains unchanged and in all cases on the same terms as such new securities are proposed to be offered to others.

At the end of the CPPIB Lock-Up Period, CPPIB may freely transfer all or part of the CPPIB Shares it/they hold(s). In the event CPPIB and/or its affiliates, wishes that such transfer occurs through a trade sale or a private placement, CPPIB may notify Elis, within the limit of 3 times every 5 years, and Elis undertakes to cooperate with CPPIB, its affiliates and its/their advisers in order to ensure the liquidity of CPPIB's investment in Elis, by using commercially reasonable efforts to implement these transactions and provides to CPPIB the assistance it is reasonably able to give it in order to facilitate the marketing of the securities that CPPIB wishes to transfer. The cooperation commitment of the company with CPPIB is only applicable if the block disposal relates to at least 10% of the share capital of the Company and/or if the private placement relates to at least 5% of the share capital of the Company.

As regards corporate governance, the Investment Agreement provides that CPPIB has the right to propose at any time the designation of a member of Elis' Supervisory Board (*membre du Conseil de surveillance*) provided that its shareholding in the Company is at least equal to 8% of

[1] Based on Elis's volume-weighted average daily share price during the 20 trading days until June 6, 2017.

Elis' share capital and the designation of a second member within Elis' Supervisory Board provided that its shareholding in the Company is at least equal to 15% of Elis' share capital.

The Investment Agreement has been entered into for a 10-year period as from its execution date and shall automatically renew for subsequent 3-year period unless previously terminated by written non-renewal notice sent by either party to the other party at least 12 months prior to the expiration of the initial 10-year period or any renewal period.

Following the completion of the Elis Reserved Capital Increase, CPPIB may terminate the Investment Agreement at any time by providing at least 4 months' prior notice to Elis.

The Investment Agreement will automatically terminate in particular in the following circumstances: (a) if the date on which the Scheme of Arrangement becomes effective does not occur on or prior to the earlier of (i) March 31, 2018, and (ii) the last day of the 9-month period starting on the date of the Rule 2.7 Annoucement; (b) if the resolutions required to approve and implement the Elis Reserved Capital Increase are not duly passed by Elis Shareholders on or prior to December 31, 2017; (c) if the Elis shareholders do not approve, by December 31, 2017, the share capital increase required to issue new Elis shares to be delivered to the Berendsen shareholders as the consideration for their Berendsen shares in connection with the Transaction; (d) if the Scheme or any resolution relating to the implementation of the Scheme is not approved by the requisite majority at the court meeting or the Berendsen general meeting; (e) if the Scheme is not sanctioned by the High Court of Justice in England and Wales; (f) in the event the Transaction is implemented by means of a takeover offer (and not by means of a Scheme), such takeover offer lapses or is withdrawn; (g) Elis announces to the public, in accordance with English law, that it does not intend to proceed with the Transaction; or (h) if an event of default entitling the lenders under the bridge facility agreement entered into by Elis to refuse to lend under such agreement has occurred and CPPIB has not waived its right to terminate.

To the best of the Company's knowledge, there are no other agreements likely to have a material impact on the Company's capital in the event of a public offer for the Company's shares.

5. Information about the Company and its capital

The information for this chapter is described in Chapter 8 of the Registration Document. On the date of the Update to the Registration Document, this information remains correct, subject to the updates and additional information provided below.

5.1 INFORMATION ABOUT THE COMPANY

The information about the Company is described in section 8.1 of the Registration Document, subject to the following updates:

The Company's legal documents, particularly its articles of association, financial statements, reports presented to the shareholders' meeting by the Management Board and the Supervisory Board and, more generally, all documents that must be sent or made available to shareholders as stipulated in Articles L. 225-115, L. 225-116 and L. 225-117 of the French Commercial Code may be viewed at the Company's registered office at 5, boulevard Louis Loucheur, 92210 Saint-Cloud, France (telephone: 33 (0)1 75 49 94 00).

5.2 ARTICLES OF ASSOCIATION

The information on the articles of association of the Company is described in 8.2 of the Registration Document, subject to the following update:

The articles of association of the Company were amended on May 19, 2017 in order to: (i) include in Article 17 the procedure for designating employee representatives to the Supervisory Board as approved at the Shareholders' Meeting of May 19, 2017; (ii) take into consideration the ratification of the transfer of the Company's registered office by the shareholders at the Shareholders' Meeting of May 19, 2017; and (iii) amend the provisions of the bylaws in order to comply with the provisions of Law 2016-1691 of December 9, 2016, which now authorizes the Supervisory Board to transfer the Company's registered Office over the entire French territory, subject to ratification by the ordinary shareholders' meeting.

The bylaws were also updated on June 21, 2017 following a reduction of the company's share capital by reducing the par value of the shares from €10 to €1, as approved by the shareholders at the meeting of May 19, 2017.

5.3 INFORMATION ABOUT THE COMPANY'S CAPITAL

5.3.1 AMOUNT AND STRUCTURE OF THE SHARE CAPITAL

The information on the amount of the share capital and the number of shares composing the capital is provided in section 4.2.5.1 of the Update to the Registration Document.

5.3.2 TREASURY SHARES, CONTROLLED SHARES, AND COMPANY ACQUISITION OF ITS OWN SHARES

On the date of the Update to the Registration Document, the Company holds 55,500 treasury shares, representing 0.04% of the capital of the Company, all of which are held under the liquidity agreement. These shares have no voting rights.

5.3.3 INFORMATION ABOUT THE POTENTIAL DILUTION OF SHARE CAPITAL

As the performance shares may be covered by new shares, on the date of the Update to the Registration Document, the number of shares underlying the allotments of unvested performance shares that are not covered by the inventory of treasury shares represents 1,686,081 shares, i.e. a potential total dilutive effect representing approximately 1.2% of the share capital.

5.4 SHAREHOLDING STRUCTURE

5.4.1 OWNERSHIP OF CAPITAL AND VOTING RIGHTS

The latest distribution of the Company's share capital is updated and available on the Group's website at http://www.corporate-elis.com.

On the basis of legal declarations establishing a stake greater than 5% of the capital or voting rights at the end of the period, pursuant to the provisions of Article L. 233-7 of the French Commercial Code and on the basis of the declarations of officers and persons related to the Group, the distribution of the capital as of June 30, 2017 was that presented in section 5.2 of the half-year financial report included in section 4.2 of this Update to the Registration Document.

5.4.2 DOUBLE VOTING RIGHTS

As of June 30, 2017, 19,659,876 shares held a double voting right pursuant to Article 9 of the Company's bylaws, the provisions of which are described in 8.2.4 "Shareholders' Rights" of the Registration Document.

5.4.3 TRANSACTIONS ON THE COMPANY'S SECURITIES EXECUTED BY OFFICERS AND RELATED PERSONS

No director, corporate officer or related person of the Company has stated, pursuant to Articles 223-22-A of the AMF general regulations having completed transactions on the Company's securities since April 6, 2017, record date of the 2016 Registration Document with the AMF.

5.4.4 LEGAL THRESHOLD CROSSED SINCE JUNE 30, 2016

The threhold crossing notifications made to the AMF and the Company since April 6, 2017 are described in section 4.2.5.3 of the Update to the Registration Document.

5.4.5 FACTORS THAT MAY HAVE AN IMPACT IN THE EVENT OF A PUBLIC OFFERING (ARTICLE L. 225-100-3 OF THE FRENCH COMMERCIAL CODE)

The information about the factors that could have an impact in the event of a public offering are described in section 8.5.10 of the Registration Document, subject to the following update:

Agreements entered into by the Company that would be amended or terminated in the event of a change in control of the Company

The 2017 Bridge Loan Agreement described in 1.5.1 "Bridge Loan Agreement" of this Update to the Registration Document provides that, in the event of a change in control of the Company, the obligations of the lenders for providing the 2017 Bridge Loan will be terminated, the outstanding amount of the 2017 Bridge Loan will be repayable early and the interest accrued will

become payable, each time automatically on the later of the following two dates: (i) the third business day after Elis receives the notification to this effect sent by the lenders' agent or (ii) the last day of the period of availability of the 2017 Bridge Loan.

5.5 DIVIDEND DISTRIBUTION POLICY

On the recommendation of the Company's Management Board, the combined ordinary and extraordinary shareholders' meeting of May 19, 2017 approved an exceptional distribution of €0.37 per share deducted from the issue premium account for the year ended December 31, 2016 (an increase of 5.7% over the previous year), which was paid out on May 31, 2017.

The Company will determine the amounts of any future distributions for the year ended December 31, 2017 and following years on the basis of various factors, including the Company's general business conditions and, in particular, its strategic objectives, financial position, the opportunities it wishes to pursue and the applicable legal provisions.

5.6 SIMPLIFIED GROUP ORGANIZATIONAL CHART

The simplified organization chart that appears in section 8.8 of the Registration Document presents the legal organization of the Group at December 31, 2016, which remains correct on the date of this Update to the Registration Document.

5.7 LIST OF PRINCIPAL SUBSIDIARIES

Elis is the Group's lead company and the head of the French tax consolidation group set up on March 1, 2008. The list of the principal direct or indirectly subsidiaries of the Company is provided in section 8.9 of the Registration Document and is completed below:

- LAVEBRAS GESTÃO DE TÊXTEIS S.A. is a Brazilian joint stock company with capital of 139,338,000 Brazilian reals, with registered office at Rodovia SC 453, Km 50, Distrito Industrial, Rio das Pedras, Videira, Estado de Santa Catarina, CEP 89560-000, Brazil and registered with the Trade Register of the Federal Republic of Brazil under JUCE SC NIRE 42.3.0004028.2. Atmosfera Gestão e Higienização de Têxteis SA (a subsidiary held by SPCI and MAJ, which is itself wholly owned by the Company) holds 100% of the capital and voting rights in Lavebras. The primary activity of Lavebras is flat linen and workwear rental and laundry services.

6. Additional information

6.1 PERSONS RESPONSIBLE

6.1.1 PERSON RESPONSIBLE FOR THE UPDATE TO THE REGISTRATION DOCUMENT CONTAINING THE HALF-YEAR FINANCIAL REPORT

Xavier Martiré, chairman of the Management Board.

6.1.2 DECLARATION OF THE PERSON RESPONSIBLE FOR THE UPDATE TO THE 2016 REGISTRATION DOCUMENT

Having taken all reasonable care to this effect, I hereby declare that, to the best of my knowledge, the information contained in this Update to the Registration Document is consistent with the facts and contains no omission that could alter its scope.

I have obtained a completion of work letter from the Auditors stating that they have verified the information relating to the financial position and financial statements contained in this Update to the Registration Document, which they have read in its entirety.

July 27, 2017

Xavier Martiré

Chairman of the Management Board

6.2 INDEPENDENT AUDITORS

6.2.1 PRINCIPAL AUDITORS

PricewaterhouseCoopers Audit

Represented by Bruno Tesnière

Member of the Association of Statutory Auditors of Versailles (*Compagnie régionale des commissaires aux comptes de Versailles*)

63, rue de Villiers

92200 Neuilly-sur-Seine, France

PricewaterhouseCoopers Audit was appointed Principal Auditor in 2007 when the Company was incorporated, and its appointment was renewed at the June 26, 2013 shareholders' meeting for a period of six financial years, i.e. until the end of the shareholders' meeting called to approve the financial statements for the financial year ending December 31, 2018.

Mazars

Represented by Isabelle Massa

Member of the Association of Statutory Auditors of Versailles (*Compagnie régionale des commissaires aux comptes de Versailles*)

61, rue Henri Regnault

Tour Exaltis

92400 Courbevoie, France

Mazars was appointed Principal Auditor on June 29, 2011, and its appointment was renewed at the June 26, 2013 Shareholders' General Meeting for a period of six financial years, i.e. until the end of the shareholders' meeting called to approve the financial statements for the financial year ending December 31, 2018.

6.2.2 ALTERNATE AUDITORS

Anik Chaumartin

Member of the Association of Statutory Auditors of Versailles (*Compagnie régionale des commissaires aux comptes de Versailles*)

63, rue de Villiers

92200 Neuilly-sur-Seine, France

Appointed Alternate Auditor on June 26, 2013 for a period of six financial years expiring at the end of the shareholders' meeting called to approve the financial statements for the financial year ending December 31, 2018.

CBA

Member of the Association of Statutory Auditors of Versailles (*Compagnie régionale des commissaires aux comptes de Versailles*)

61, rue Henri Regnault

Tour Exaltis

92400 Courbevoie, France

CBA was appointed Alternate Auditor on June 29, 2011, and renewed at the June 26, 2013 shareholders' meeting for a period of six financial years, i.e. until the shareholders' meeting called to approve the financial statements for the financial year ending December 31, 2018.

6.3 CONTACTS AND AVAILABLE FINANCIAL INFORMATION

Investor relations contact

Nicolas Buron

Director of Investor Relations

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7. Cross-Reference Table

CROSS-REFERENCE TABLE FOR THE REGISTRATION DOCUMENT

This cross-reference table lists the main disclosure items required by European Commission regulation (EC) 809/2004 of April 29, 2004 (the "**Regulation**") and refers to the pages in the Registration Document and the Update too the Regulation Document containing information regarding these items.

	European Commission Regulation (EC) 809/2004 of April 29, 2004 – Schedule I	2016 Registration Document		Update to the Registration Document	
No.	Items shown in Schedule 1 of the Regulation	Chapter/ sections	Corresponding page(s) of the Registration document	Chapter/sections	Corresponding page(s) of the Update to the Registration Document
1.	**Persons responsible**				
1.1.	**Information about the persons responsible**	**9.1.1**	**332**	**6.1.1**	**112**
1.2.	**Declaration of the persons responsible**	**9.1.2**	**332**	**6.1.2**	**112**
2.	**Independent Auditors**				
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3.2.	**Interim financial information**	**N/A**		**1.2.1** **4.2.4**	**5-13** **64-98**
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5.1.2	Place of registration and registration number of the issuer	8.1	308	General remarks	1
5.1.3	Date of incorporation and term of existence of the issuer	8.1	308	N/A	
5.1.4	Registered office and legal form of the issuer, governing law, country of incorporation, and address and telephone number of its registered office	8.1	308	N/A	
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5.2.1	Principal investments made	1.11.1	40 to 41	1.4 1.5.4 1.5.5 1.6 4.2.2.1.1 4.2.2.1.2	15 18 18-19 20-37 46 46-47
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6.	**Business overview**				
6.1.	**Principal activities**				
6.1.1	Nature of the issuer's operations and its main activities	Elis at a glance 1.3 1.5.1 1.7 1.8 1.9	8 to 10 24 to 26 28 to 29 35 to 38 36 to 37 37 to 38	1.1.1	4
6.1.2	New products or services developed	1.5.2	29 to 31	N/A	
6.2.	**Main markets**	**1.4**	**26 to 28**	**1.1.1**	**4**
6.3.	**Extraordinary events**	**N/A**		**1.6**	**20-37**
6.4.	**Dependence on patents, licenses, contracts or manufacturing processes**	**2.1**	**46**	**N/A**	
6.5.	**Sources of statements regarding the competitive position**	**1.6**	**32 to 34**	**N/A**	
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7.2.	**List of major subsidiaries**	**8.9**	**327 - 328**	**5.7**	**110**
8.	**Property, plant and equipment**				
8.1.	**Major property, plant and equipment**	**1.10**	**38 to 39**	**1.3**	**15**
8.2.	**Environmental issues that may affect the use of property, plant and equipment**	**3.5**	**86 to 98**	**N/A**	
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9.1.	**Financial position**	**5.2.4** **5.2.5**	**168** **171**	**4.2.4.2** **4.2.4.2.8 (Note 8)**	**65-98** **90-94**
9.2.	**Operating income**	**5.2** **5.8, 5.10, 5.11**	**163 to 171** **173 - 174**	**4.2.4.2**	**65-98**
9.2.1	Significant factors affecting the issuer's operating income	5.1	162	1.2 4.2.2.1	5-14 46-54
9.2.2	Explanation of material changes in net revenue or net income	5.1.1	162	4.2.2.1.1 4.2.2.1.4 4.2.2.1.5 4.2.4.2.8 (Note 2)	46 48 49-54 77-80

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9.2.3	Governmental, economic, fiscal, monetary or political strategies or factors that have materially affected or may materially affect, directly or indirectly, the issuer's operations	Message from the executives 3.2.3 5.4	2 to 3 74 172	N/A	
10.	**Cash and capital**				
10.1	**Issuer's capital**	**5.2.4 5.2.5 6.1 – Note 10 6.3 – Note 5.1**	**168 171 236 257**	**4.2.4.2.4 4.2.4.2.6 4.2.4.2.7 4.2.4.2.8 (Note 10)**	**68 70 66-71 94-95**
10.2.	**Sources and amounts of cash flows**	**5.2.4**	**168 to 171**	**4.2.4.2.5 4.2.4.2.8 (Note 8)**	**69 90-94**
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13.	**Profit forecasts or estimates**				
13.1.	**Statement setting out the principal assumptions underlying the issuer's forecast or estimate**	**N/A**		**N/A**	
13.2.	**Report prepared by the Auditors**	**N/A**		**N/A**	
13.3.	**Preparation of the forecast or estimate**	**N/A**		**N/A**	
13.4.	**Statement on the validity of a forecast previously included in a prospectus**	**N/A**		**N/A**	
14.	**Administrative, management and supervisory bodies and senior management**				
14.1.	**Composition – Statements**	**4.1.1 4.1.2 4.1.4**	**102 to 107 107 to 116 116**	**3 4.2.3 4.2.2.1.3**	**40-41 60-63 47-48**

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15.	**Compensation and benefits**				
15.1.	**Compensation and benefits in kind**	**4.5** **6.1 – Note 5.5**	**140** **210**	**4.2.3.4** **4.2.4.2.8 (Note 5)**	**61-63** **84-85**
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16.4.	**Statement on corporate governance**	**4.3.1**	**123**	**N/A**	
17.	**Employees**				
17.1.	**Number of employees**	**Elis at a glance** **3.2.1**	**4** **72 to 73**	**1.1.1**	**4**
17.2.	**Employee profit-sharing and stock options**	**8.5.1** **8.5.7** **8.5.8**	**318 to 319** **322** **322**	**4.2.5**	**99-106**
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18.3.	**Control of the issuer**	**8.5.3**	**319**	**N/A**	
18.4.	**Agreements that may result in a change of control upon implementation**	**8.5.10**	**323**	**4.2.5.7**	**103-106**
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20.5.	**Date of the latest financial information**	**31/12/2016**		**30/06/2017**	
20.6.	**Interim and other financial information**	**N/A**		**N/A**	
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21.1.4	Convertible securities, exchangeable securities or securities with warrants attached	8.3.5	314	4.2.5.5	101-103
21.1.5	Information about the terms and conditions governing any right of purchase and/or obligation attached to capital subscribed but not paid up, or about any undertaking to increase the capital	N/A		4.2.2.1.4 4.2.5.6	48 103
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21.2.2	Summary of any provision included in the issuer's articles of incorporation or bylaws regarding members of its administrative, management and supervisory bodies	4.1 8.2.2	102 309	N/A	
21.2.3	Description of rights, privileges and restrictions attached to each class of existing shares	8.2.4	309	N/A	
21.2.4	Description of the actions necessary to change shareholder rights	8.2.4	309	N/A	
21.2.5	Description of the conditions governing the manner in which the annual and extraordinary general meetings are convened	8.2.5	310	N/A	
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21.2.8	Description of the conditions governing changes in capital when those conditions are more stringent than required by law	N/A		N/A	
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