PRESS RELEASE

Sèvres, February 23, 2015

2014 Annual Results
2014 Fourth-Quarter Revenue

CFAO's robust performance confirms the strength of its business model

- ***2014 revenue: €3,560.4m***
- ***Recurring Operating Income: €270.7m, or 7.6% of revenue***
- ***Net income attributable to owners of the parent: €100.5m***
- ***Free Operating Cash Flow: +€94.8m***
- ***Proposed dividend: 0.81 euro per share***

- ***2014 Fourth-Quarter Revenue: €947.4m, up +3.5%***

In a statement, Richard Bielle, Chairman of CFAO's Management Board said:
"*CFAO has once again delivered a substantial performance. The robust growth in the Healthcare and Consumer Goods business lines in 2014 almost fully offset the contraction in a number of our automotive markets and the staged withdrawal from distribution contracts in the Maghreb region and in East Africa. Having improved our operating margin and maintained the level of net income, the strength of CFAO's business model and the resilience of our results are clearly demonstrated.*

The signing of new partnerships with vehicle manufacturers in 2015 will gradually compensate the impact of the non-renewal of some distribution agreements.

Backed by our sound fundamentals and sustained growth on the African continent, we are in a position to pursue our policy of investment in a number of major strategic projects and expect to substantially grow the share of B-to-C business in the next few years".

1. Fourth-quarter 2014 revenue

Throughout the press release, "like-for-like" changes correspond to changes observed on a constant Group structure and exchange rate basis.

	Fourth quarter				Full year			
(in €m)	Q4 2013	Q4 2014	Change (reported)	Change (like-for-like)	2013	2014	Change (reported)	Change (like-for-like)
Equipment & Services	567.4	524.2	-7.6%	-9.4%	2,257.0	1,977.4	-12.4%	-11.4%
Healthcare	275.6	327.8	+18.9%	+6.8%	1,103.4	1,216.1	+10.2%	+7.9%
Consumer Goods	72.6	95.3	+31.3%	+2.5%	267.5	366.8	+37.1%	+5.6%
Total CFAO	**915.7**	**947.4**	**+3.5%**	**-3.2%**	**3,628.1**	**3,560.4**	**-1.9%**	**-3.9%**

CFAO posted **fourth-quarter** revenue of €947.4 million, up +3.5% on the same prior-year period. Group structure changes had a positive +€55.3 million impact in the quarter. The impact of exchange rates (translating subsidiaries' revenue into euros) was also positive at +€7.5 million for the quarter.

Like-for-like, fourth-quarter revenue fell by -3.2% compared to the same period in 2013.

Revenue from **Equipment & Services** was €524.2 million in the fourth-quarter 2014, down -7.6% reported and -9.4% like-for-like on the prior-year period. Within the Automotive, Equipment & Services division sales remained weak in the Maghreb, where markets shrank, and the East African subsidiaries continued to be held back by the end of some distribution contracts. In all other regions revenue grew over the period.

Healthcare reported revenue of €327.8 million in the quarter, up +18.9% and +6.8% like-for-like, thanks largely to solid performances in the institutional customer business.

Revenue from the **Consumer Goods** business was €95.3 million in the final quarter 2014, up +31.3% on the same prior-year period. The like-for-like rise was +2.5%. This strong increase in reported figures reflects the first-time consolidation of Nigeria's General Import & Distribution business into the **FMCG Industries & Distribution** division.

2. 2014 financial and operating performance

(in €m)	2013	2014	Change
Revenue	**3,628.1**	**3,560.4**	**-1.9%**
Cost of sales	(2,814.9)	(2,717.5)	-3,5%
Gross profit	**813.1**	**842.9**	**+3.7%**
as a % of revenue	*22.4%*	*23.7%*	+1.27 pp
Payroll expenses	(267.9)	(282.8)	+5.5%
Other recurring operating income and expenses	(276.2)	(289.4)	+4.9%
Recurring operating income	**269.0**	**270.7**	**+0.6%**
as a % of revenue	*7.4%*	*7.6%*	+0.19 pp
Other non-recurring operating income and expenses	(1.9)	(4.2)	+127.8%
Operating income	**267.1**	**266.4**	**-0.3%**
EBITDA(*)	**328.4**	**332.2**	**+1.2%**
as a % of revenue	*9.1%*	*9.3%*	+0.28 pp
Finance costs, net	(41.2)	(41.5)	+0.7%
Income before tax	**225.9**	**224.9**	**-0.4%**
Income tax	(83.1)	(76.8)	-7.7%
Overall effective tax rate	*36.8%*	*34.1%*	*-2.7 pts*
Share in earnings of associates	1.6	1.5	-11.1%
Net income of consolidated companies	**144.4**	**149.6**	**+3.6%**
Net income attributable to non-controlling interests	44.0	49.1	+11.4%
Net income attributable to owners of the parent	**100.4**	**100.5**	**+0.2%**
Earnings per share	**1.63**	**1.63**	**-**

(*) *EBITDA is defined as recurring operating income plus depreciation, amortization and provisions for non-recurring operating assets recognized in recurring operating income.*

2.1 Activity

Over the year the Group's reported **revenue** fell by -1.9%. On like-for-like basis the fall was -3.9%.

The main changes in Group structure during 2014 related to the first-time consolidation of GI & Distribution into the scope of FMCG Industries & Distribution. There were a number of other smaller consolidations, including Fazzini which joined the Eurapharma division. These changes had a positive +€121.0 million impact on revenue for the year.

Fluctuations in the exchange rates used to translate annual revenue into euros resulted in a negative -€42.4 million impact in 2014.

Equipment & Services revenue was €1,977.4 million in 2014, down -12.4% reported and -11.4% like-for-like.

The revenue breakdown for Equipment & Services is as follows:

in €m	**2013**	**2014**
Equipment & Services	**2,257.0**	**1,977.4**
Light vehicles	1,271.9	1,121.4
Used vehicles	50.7	50.8
Services, spare parts and tires	270.2	254.7
Motorcycles and other	46.3	50.6
Heavy trucks	397.9	292.5
Machinery	59.1	53.9
Elevators	38.8	33.6
Rental Services	36.5	40.4
Automotive, Equipment & Services	2,171.4	1,897.9
Technologies	85.7	79.4

Revenue from the **Automotive, Equipment & Services** division was €1,897.9 million in 2014, down -12.6% reported and -11.6% like-for-like. Volumes fell as contracts ended in Nigeria, Ghana and East Africa. They also suffered from a particularly tough economic environment in Gabon. In the Maghreb, volume sales fell as the Algerian market again shrank significantly and a number of distribution contracts also ended.

The **Technologies** division was also badly affected by the slump in Gabon.

Healthcare (**Eurapharma** division) posted sales of €1,216.1 million, up +10.2% year on year and +7.9% like-for-like. Consolidated revenue from recent acquisitions contributed €30.6 million to the division's growth. Revenue for the division grew in all regions.

The revenue breakdown for the Eurapharma division by business line is as follows:

in €m	2013	2014
Eurapharma	**1,103.4**	**1,216.1**
Import-Wolesale-Resale	765.5	827.5
Pre-Wholesale	171.3	193.6
Distribution agent	83.2	85.9
Direct sales	72.6	95.4
Other	10.7	13.6

In **Consumer Goods**, the **FMCG Industries and Distribution division** posted growth of +37.1% or +5.6% like-for-like. Sales from the beverages business continued to grow (+5.6%). Revenue from the plastics business was reduced by the consolidation into the FMCG division of the company General Import & Distribution (resulting in the elimination of its sales, previously reported as external), and by the conflict in northern Nigeria.

in €m	2013	2014
FMCG Industries & Distribution	**267.5**	**366.8**
Beverages	214.3	226.3
Plastics	50.8	41.1
Food, Hygiene & Spirits	2.5	99.4

The **Retail division** is scheduled for launch in the second half of 2015. It therefore made no contribution to 2014 revenue.

2.2 Results

Gross profit came in at €842.9 million, or 23.7% of consolidated revenue, compared with 22.4% in 2013. The 1.3 percentage point growth was largely due to a rise in gross profit at the Equipment & Services division whose Automotive business was boosted by favorable movements in the Japanese yen against the euro.

Payroll expenses and **other recurring operating income and expenses** increased by +5.5% and +4.9% respectively in 2014. Changes in Group structure and start-up expenses at new businesses being launched had an impact on this item.

Recurring operating income came in at €270.7 million, up +0.6% on the prior-year period. This represents a **recurring operating margin** of 7.6% compared with 7.4% in 2013.

By business line, recurring operating income breaks down as follows:

	2013		2014		
	in €m	*as a % of revenue*	**in €m**	*as a % of revenue*	*Change*
Equipment & Services	140.5	6.2%	139.8	7.1%	-0.5%
Healthcare	93.8	8.5%	105.1	8.6%	+12.0%
Consumer Goods	68.7	25.7%	64.3	17.5%	-6.4%
CFAO Holding	(34.1)	N/A	(38.6)	N/A	+13.0%
Group total	**269.0**	**7.4%**	**270.7**	**7.6%**	**+0.6%**

Equipment & Services did particularly well, increasing operating margin despite a decline in sales, thanks in large part to a more favorable yen/euro exchange rate in 2014.

Operating profit at Healthcare remained very satisfactory during the year. Most business lines increased their contribution in value terms.

The ramp-up of the Retail business - which is still at a pre-launch stage of development and not yet reporting revenue - held back the contribution by Consumer Goods and masked the growth in recurring operating income at the FMCG Industries & Distribution division.

Other non-current recurring operating income and expenses generated net expenses of €4.2 million in 2014, against a €1.9 million net expense the previous year. This was mainly due to the costs of restructuring following the loss of distribution contracts in the Automotive business.

Operating income in consequence was €270.7 million, up by +0.6% on 2013.

EBITDA came in at €332.2 million, or 9.3% of revenue.

The **overall effective tax rate** fell from 36.8% to 34.1%.

2014 **net income attributable to owners of the parent** was €100.5 million, unchanged on 2013 despite the slight decline in revenue.

Earnings per share was €1.63, compared to €1.62 in 2013.

In view of the above, at the next General Shareholders' Meeting, shareholders will be asked to approve a **dividend payment** of 0.81 euro per share, representing a pay-out ratio of 50.6%.

3. Cash flow and financial position

Consolidated statement of cash flows (condensed) (in €m)	2013	2014
Cash flow from operating activities before tax, dividends and interest	334.5	336.7
as a % of revenue	*9.2%*	*9.5%*
Change in working capital requirement	(33.0)	(46.1)
Income tax paid	(87.3)	(86.7)
Operating capital expenditure, net	(88.6)	(109.0)
Free operating cash flow	**125.6**	**94.8**

Despite the change in working capital requirement in 2014, the Group again recorded strong **free operating cash flow** of €94.8 million.

In 2014, **operating capital expenditure** amounted €109.0 million vs. €88.6 million in 2013. Most of this related to ongoing plans to modernize and extend the Equipment & Services and Healthcare networks (42% and 22% of net operating capex, respectively). The remaining 36% was for further expansion of FMCG Industries & Distribution's productive capacity and initial investments in the new Retail business line.

At December 31, 2014, **net debt** totaled €432.5 million, up €29.0 million on end-2013.

The **gearing ratio** edged down to 0.45 at year-end compared with 0.47 at the end of 2013.

CFAO
distributor of brands

4. Other significant events

On October 30, 2014 Group subsidiary Eurapharma acquired 70% of Fazzini srl, an Italian distributor of medical and hospital equipment.

To accompany the opening of its first shopping center in Abidjan (Ivory Coast) in the second half 2015, CFAO Group announced on November 26, 2014 the creation of a club of brands: a network of international brands wishing to support the rise of the African middle class. Five leading international brands have joined the club: La Grande récré (Ludendo group), L'Occitane en Provence, Cache Cache and Bonobo (Beaumanoir group) and Kaporal.

CFAO and Yamaha Motor Co announced on December 12, 2014 that they had agreed to mount a joint venture in Nigeria. The JV will be owned 50/50 by the two partners and have production and distribution rights for Yamaha motorcycles in Nigeria, Africa's leading market with more than a million new motorcycles sold each year.

5. Outlook for 2015

IMF growth forecasts for the African continent remain favorable for 2015 with +5.75% GDP growth expected in Sub-Saharan Africa. The main growth drivers are expected to be infrastructure investment, a vigorous service sector and strong farming production with a smaller contribution from oil sector-related activities. The still problematic security situation in some regions could negatively impact these forecasts if it should deteriorate.

The **Automotive, Equipment & Services** division should continue redeploying its activities in 2015. Distribution agreements signed in 2014 in East Africa with Volkswagen should gradually offset the loss of the rights to distribute the Nissan brand in this region. Similarly, at end-2014 the division lost the rights to distribute Isuzu branded products in Algeria and Morocco and now aims to replace this brand in these countries. The division is also engaged in specific project to develop its businesses in the ancillary markets to new vehicle sales.

Eurapharma is expected to continue its steady growth in Africa in 2015. Acquisitions made in 2014 will help drive revenue.

In the Consumer Goods division, the activities of **FMCG Industries & Distribution** should also continue to grow in 2015. The new **Retail** division will open its first shopping center in Abidjan (Ivory Coast) during the second half of the year. The division's development plan covers ultimately eight territories in sub-Saharan Africa.

CFAO's Supervisory Board met on February 20, 2015 under the chairmanship of Jean-Charles Pauze and in the presence of the Principal Statutory Auditors. They examined the financial statements for the 2014 fiscal year, approved on February 16, 2015 by the Management Board.

The financial information was subject to audit procedures and an audit report certifying the financial statements is in the process of being issued. The 2014 financial statements will be submitted to the approval of the next General Shareholders' Meeting, on June 12, 2015.

Disclaimer on statements relating to the Company's prospects

The information contained in this press release does not represent historical data. It expresses CFAO's medium-term expectations and objectives and includes statements relating to the Group's prospects. These statements are based on opinions and assumptions currently used by the Group and take into account a certain number of identified and unidentified risks and uncertainties. Consequently, reported results and performances may differ materially from projected figures, due to several factors.
CFAO's prospects may be affected by unfavorable changes in the macroeconomic environment in emerging or pre-emerging countries in which the Group operates, adverse changes in foreign exchange rates, and the emergence of social unrest or the deterioration of existing social tensions causing a downturn in the economic activity of certain countries. Any adverse change in these factors, or in the risk factors set out in CFAO's 2013 Reference Document filed with the French financial markets authority (Autorité des marchés financiers – AMF) on April 23, 2014 and in the Interim Financial Report for the six months ended June 30, 2014 published on July 28, 2014, could have a negative impact on the Company's prospects.

About CFAO

CFAO is a front-ranking specialized distributor and preferred partner of major international brands, serving the high-potential equipment & services, healthcare and consumer goods business lines in Africa and the French overseas territories.
CFAO has operations in 37 countries – including 34 in Africa – and 7 French overseas territories. The Group had a headcount of 12,000 at end-2014. In 2014, CFAO generated consolidated revenue of €3,560.4 million and recorded recurring operating income of € 270.7 million.
CFAO is a 97.36%-owned subsidiary of TTC (Japan).

CFAO is listed on NYSE Euronext in Paris.
Find CFAO on Bloomberg: CFAO: FP and Reuters: CFAO.PA

To find out more, go to www.cfaogroup.com

Investor and Analyst Relations
Olivier Marzloff
Corporate Secretary
+33 (0)1 46 23 58 25

Press Relations
Claude Paseri
Director of Communications
+33 (0)1 46 23 59 76

Appendix 1

Revenue trends by geographic area :	**Fourth quarter**				**Full year**			
	Q4 2013 (in €m)	**Q4 2014 (in €m)**	Change (reported)	Change (like-for-like)	**2013 (in €m)**	**2014 (in €m)**	Change (reported)	Change (like-for-like)
French-speaking Sub-Saharan Africa	378.2	416.4	+10.1%	+2.8%	1,441.3	1,484.8	+3.0%	+1.1%
French Overseas Territories and Vietnam	185.7	192.0	+3.3%	+2.9%	743.0	747.1	+0.5%	+0.6%
Maghreb	159.4	112.7	-29.3%	-31.2%	694.0	490.7	-29.3%	-28.5%
English- and Portuguese-speaking Sub-Saharan Africa	124.6	129.8	+4.1%	-10.2%	503.8	523.5	+3.9%	-5.3%
Other Europe(*)	67.3	95.6	+42.4%	+22.9%	245.9	314.3	+27.8%	+22.4%
Group total	**915.7**	**947.4**	**+3.5%**	**-3,2 %**	**3,628.1**	**3,560.4**	**-1.9%**	**-3.9%**

(*) France Export, Denmark (Missionpharma) and Italy (Fazzini)

Appendix 2

Consolidated statement of financial position (condensed) (in €m)	**2013**	**2014**
Intangible assets	229.3	241.2
Property, plant and equipment	392.9	444.7
Working capital requirement	604.6	679.3
Other assets and liabilities	30.6	21.1
Capital employed	**1,257.4**	**1,386.3**
Equity (including equity attributable to non-controlling interests)	**853.9**	**953.8**
Net debt	**403.5**	**432.5**