



**KPMG Audit**

Tour EQHO  
2 Avenue Gambetta  
CS 60055  
92066 Paris la Défense Cedex  
France

**ERNST & YOUNG et Autres**

1/2, place des Saisons  
92400 Courbevoie  
Paris La Défense 1  
France

# JCDecaux SA

**Statutory Auditors' Report prepared in accordance with Article L.225-235 of the French Commercial Code on the Report by the Chairman of the Supervisory Board of JCDecaux SA**

*This is a free translation into English of the original 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, professional guidelines applicable in France.*

Year ended 31 December 2016  
JCDecaux SA  
17, rue Soyer - 92200 Neuilly-sur-Seine  
*This report contains 4 pages*



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## **JCDecaux SA**

Registered Office: 17, rue Soyer - 92200 Neuilly-sur-Seine  
Share Capital: €3,240,270.51

Statutory Auditors' Report prepared in accordance with Article L.225-235 of the French Commercial Code on the Report by the Chairman of the Supervisory Board of JCDecaux SA

Year ended 31 December 2016

To the Shareholders,

In our capacity as Statutory Auditors of JCDecaux SA (hereinafter "the Company"), and in accordance with Article L. 225-235 of the French Commercial Code, we hereby report on the report prepared by the Chairman of your Company, in accordance with Article L. 225-68 of the French Commercial Code, for the year ended December 31, 2016.

It is Chairman's responsibility to prepare and submit a report to the Supervisory Board on the internal control and risk management procedures implemented by the Company and to include the other disclosures required by Article L.225-68 of the French Commercial Code, particularly in terms of corporate governance measures.

It is our responsibility:

- to report to you on the information provided in the Chairman's report in respect of the internal control and risk management procedures relating to the preparation and processing of accounting and financial information; and
- to attest that the report provides the other disclosures required by Article L. 225-68 of the French Commercial Code, it being specified that we are not responsible for verifying the fair presentation of the disclosures.

We conducted our work in accordance with the professional standards applicable in France.



**JCDecaux SA**

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### **Information on the internal control and risk management procedures relating to the preparation and processing of accounting and financial information**

Professional standards require that we perform the necessary procedures to assess the fairness of the information provided in the Chairman's report in respect of the internal control and risk management procedures relating to the preparation and processing of accounting and financial information. Our procedures consisted mainly in:

- obtaining an understanding of the internal control and risk management procedures relating to the preparation and processing of accounting and financial information on which the information presented in the Chairman's report is based and existing documentation;
- obtaining an understanding of the work involved in the preparation of the information and existing documentation;
- determining whether any significant weaknesses in the internal control procedures relating to the preparation and processing of accounting and financial information, which we identified during our engagement, have been properly disclosed in the Chairman's report.

Based on our work, we have nothing to report on the information on the Company's internal control and risk management procedures relating to the preparation and processing of accounting and financial information contained in the report prepared by the Chairman of the Board, in accordance with Article L. 225-68 of the French Commercial Code.



**JCDecaux SA**  
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**Other disclosures**

We hereby attest that the Chairman of the Supervisory Board's report includes the other disclosures required by Article L. 225-68 of the French Commercial Code.

Paris La Défense, 1 March 2017

The Statutory Auditors,

KPMG Audit  
*Division of KPMG S.A.*

ERNST & YOUNG et Autres

Jacques Pierre  
*Partner*

Gilles Puissochet  
*Partner*