unibail·rodamco

Financial report - first half 2009

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I. SCOPE OF CONSOLIDATION, ACCOUNTING PRINCIPLES

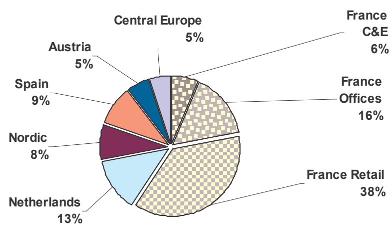
Scope of consolidation

There was no significant change in the scope of consolidation since Jan 1st, 2009.
291 companies in 13 countries have been fully consolidated with the exception of 23 companies accounted for under proportional method and 5 companies under the equity method[1].

Minority shareholders still own 1.48% of Rodamco Europe NV. Legal buy out proceedings under Dutch law initiated on December 14th, 2007 before Enterprise Chamber of the Court of Appeal in Amsterdam are ongoing.

The Unibail-Rodamco group is operationally organised under 6 geographical regions: France, the Netherlands, Nordic, Spain, Central Europe and Austria[2]. As France has substantial representation of all 3 business-lines of the group, this region is itself divided in 3 segments: Shopping Centres, Offices and Conventions & Exhibitions. The other regions operate mainly in the shopping centre segment.

The table below shows the split of asset value per region.



[1] Mainly COMEXPOSIUM subgroup (Trade show organisation business)

[2] Organised separately from Central Europe since Jan 1st, 2009

Accounting principles

Unibail-Rodamco's condensed consolidated financial statements have been prepared in accordance with IAS-34 "interim financial reporting" of the International Financial Reporting Standards[3] (IFRS) and are compliant with the EPRA[4] best-practices policy recommendations.

No changes were made compared to the accounting principles used for the previous period, except for the recently issued IAS 40 amendment on accounting of investment property under construction.

According to the new rule, investment properties under construction are measured at fair value when fair value can be measured reliably. Where fair value is not reliably measurable, the property remains accounted for at cost. This rule is applied prospectively and the total impact is booked in the income statement.

Investment properties under construction are taken at fair value once Unibail-Rodamco's management considers that a substantial part of the development's uncertainty has been eliminated[5]. In any case fair value will be used within one year before estimated project delivery.

4 projects previously at cost have been accounted for at fair value at June 30, 2009 with a limited Valuation loss of -€16 Mn.

[3] As applicable in the European Union as at June 30, 2009

[4] European Public Real-estate Association

[5] 3 criteria i) All administrative authorizations are obtained ii) Construction has started and costs are committed toward the constructor iii) Substantial uncertainty in future rental income has been eliminated.

Consolidated income statement by division

UNIBAIL-RODAMCO Consolidated Income Statement by segment (€ Mn)			2009-H1			2008-H1			2008		
			Recurring activities	Valuation movements and disposals	Result	Recurring activities	Valuation movements and disposals	Result	Recurring activities	Valuation movements and disposals	Result
SHOPPING CENTERS	France	Gross rental income	245.9		245.9	225.3	-	225.3	456.4		456.4
		Operating expenses & net service charges	- 23.5		- 23.5	- 16.0	-	- 16.0	- 36.8		- 36.8
		Net rental income	**222.4**	-	**222.4**	**209.3**	-	**209.3**	**419.6**	-	**419.6**
		Contribution of affiliates	2.7	- 14.9	- 12.2	2.3	0.6	2.9	4.7	- 3.4	1.3
		Gains on sales of properties		0.2	0.2			-			-
		Valuation movements		- 712.8	- 712.8		236.2	236.2		- 620.5	- 620.5
		Result Retail France	**225.1**	**- 727.4**	**- 502.3**	**211.6**	**236.8**	**448.4**	**424.3**	**- 623.9**	**- 199.6**
	Netherlands	Gross rental income	81.4		81.4	95.1	-	95.1	175.9		175.9
		Operating expenses & net service charges	- 7.1		- 7.1	- 9.6	-	- 9.6	- 17.2		- 17.2
		Net rental income	**74.3**	-	**74.3**	**85.5**	-	**85.5**	**158.7**	-	**158.7**
		Gains on sales of properties		4.6	4.6	-	12.3	12.3		8.7	8.7
		Valuation movements		- 80.4	- 80.4	-	59.9	59.9		- 53.5	- 53.5
		Result Retail Netherlands - Belgium	**74.3**	**- 75.8**	**- 1.5**	**85.5**	**72.2**	**157.7**	**158.7**	**- 44.8**	**113.9**
	Nordic	Gross rental income	58.9		58.9	59.1	-	59.1	119.4		119.4
		Operating expenses & net service charges	- 14.8		- 14.8	- 14.3	-	- 14.3	- 28.0		- 28.0
		Net rental income	**44.1**	-	**44.1**	**44.8**	-	**44.8**	**91.4**	-	**91.4**
		Gains on sales of properties		-	-	-	-	-			-
		Valuation movements		- 166.9	- 166.9	-	10.5	10.5		- 145.4	- 145.4
		Result Retail Nordic	**44.1**	**- 166.9**	**- 122.8**	**44.8**	**10.5**	**55.3**	**91.4**	**- 145.4**	**- 54.0**
	Spain	Gross rental income	65.0		65.0	49.5	-	49.5	114.4		114.4
		Operating expenses & net service charges	- 5.5		- 5.5	- 3.8	-	- 3.8	- 9.4		- 9.4
		Net rental income	**59.4**	-	**59.4**	**45.7**	-	**45.7**	**105.0**	-	**105.0**
		Gains on sales of properties		0.3	0.3	-	0.1	**0.1**		-	-
		Valuation movements		- 222.5	- 222.5	-	- 43.6	- 43.6		- 251.9	- 251.9
		Result Retail Spain	**59.4**	**- 222.2**	**- 162.8**	**45.7**	**- 43.5**	**2.2**	**105.0**	**- 251.9**	**- 146.9**
	Central Europe	Gross rental income	37.9		37.9	34.2	-	34.2	70.3		70.3
		Operating expenses & net service charges	- 0.9		- 0.9	- 1.1	-	- 1.1	- 2.7		- 2.7
		Net rental income	**37.0**	-	**37.0**	**33.1**	-	**33.1**	**67.6**	-	**67.6**
		Gains on sales of properties		0.1	0.1	-		-		0.5	**0.5**
		Valuation movements		- 77.2	- 77.2	-	75.5	75.5		14.4	14.4
		Impairment of Goodwill		- 37.8	- 37.8	-	-	-			-
		Result Retail Central Europe	**37.0**	**- 115.0**	**- 78.0**	**33.1**	**75.5**	**108.6**	**67.6**	**14.9**	**82.4**
	Austria	Gross rental income	34.4		34.4	16.8	-	16.8	49.2		49.2
		Operating expenses & net service charges	- 2.2		- 2.2	- 0.7	-	- 0.7	- 3.3		- 3.3
		Net rental income	**32.2**	-	**32.2**	**16.1**	-	**16.1**	**45.8**	-	**45.8**
		Gains on sales of properties			-	-		-			-
		Valuation movements		- 33.8	- 33.8	-	- 0.8	**- 0.8**		- 37.2	- 37.2
		Impairment of Goodwill			-	-	-	-		- 16.4	- 16.4
		Result Retail Austria	**32.2**	**- 33.8**	**- 1.6**	**16.1**	**- 0.8**	**15.3**	**45.8**	**- 53.6**	**- 7.7**
	TOTAL RESULT RETAIL		**472.1**	**- 1,341.1**	**- 869.0**	**436.9**	**350.6**	**787.6**	**892.7**	**- 1,104.7**	**- 211.9**
OFFICES & INDUSTRIAL	France	Gross rental income	92.1		92.1	86.3	-	86.3	175.2		175.2
		Operating expenses & net service charges	- 3.9		- 3.9	1.1	-	1.1	- 2.0		- 2.0
		Net rental income	**88.2**	-	**88.2**	**87.5**	-	**87.5**	**173.2**	-	**173.2**
		Gains on sales of properties and affiliates		0.9	0.9		4.5	4.5		28.5	28.5
		Valuation movements		- 331.0	- 331.0		- 256.5	- 256.5		- 536.8	- 536.8
		Result Offices France	**88.2**	**- 330.1**	**- 241.9**	**87.5**	**- 252.0**	**- 164.5**	**173.2**	**- 508.3**	**- 335.0**
	Other regions	Gross rental income	25.5		25.5	34.6		34.6	63.9		63.9
		Operating expenses & net service charges	- 3.3		- 3.3	- 5.2		- 5.2	- 8.8		- 8.8
		Net rental income	**22.2**	-	**22.2**	**29.4**	-	**29.4**	**55.1**	-	**55.1**
		Gains on sales of properties		0.3	0.3		5.5	5.5		9.3	9.3
		Valuation movements		- 57.7	- 57.7		2.0	2.0		- 87.3	- 87.3
		Result Offices other countries	**22.2**	**- 57.4**	**- 35.1**	**29.4**	**7.5**	**36.9**	**55.1**	**- 78.0**	**- 22.8**
	TOTAL RESULT OFFICES & INDUSTRIAL		**110.5**	**- 387.5**	**- 277.0**	**116.9**	**- 244.5**	**- 127.7**	**228.4**	**- 586.2**	**- 357.9**
CONVENTION EXHIBITION	France	Gross rental income	96.4		96.4	92.0	-	92.0	185.1		185.1
		Operating expenses & net service charges	- 48.3		- 48.3	- 49.3	-	- 49.3	- 98.7		- 98.7
		Net rental income	**48.2**	-	**48.2**	**42.7**	-	**42.7**	**86.4**	-	**86.4**
		On site property services	**21.2**		**21.2**	**18.3**	-	**18.3**	**41.0**		**41.0**
		Hotels net rental income	**5.8**		**5.8**	**6.5**	-	**6.5**	**12.7**		**12.7**
		Exhibitions organizing	**5.8**	**1.1**	**6.9**	**2.5**	**2.6**	**5.1**	**10.4**	**- 0.5**	**9.9**
		Valuation movements,depreciation and capital gain	- 5.2	- 183.0	- 188.3	- 7.1	- 10.9	- 17.9	- 11.4	- 47.7	- 59.1
	TOTAL RESULT CONVENTION & EXHIBITION		**75.7**	**- 181.9**	**- 106.2**	**62.9**	**- 8.2**	**54.7**	**139.1**	**- 48.2**	**90.9**
	Other property services net operating result		5.5		5.5	3.5		3.5	8.3		8.3
	Other net income		9.2		9.2	6.4		6.4	3.8		3.8
TOTAL OPERATING RESULT AND OTHER INCOME			**672.9**	**- 1,910.5**	**- 1,237.5**	**626.7**	**97.9**	**724.6**	**1,272.3**	**- 1,739.1**	**- 466.8**
	General expenses		**- 49.4**		**- 49.4**	**- 48.3**		**- 48.3**	**- 101.7**		**- 101.7**
	Development costs		**- 0.7**		**- 0.7**	**- 1.6**		**- 1.6**	**- 5.7**		**- 5.7**
	Financing result		**- 138.1**	**- 91.8**	**- 229.8**	**- 128.4**	**55.6**	**- 72.8**	**- 275.2**	**- 308.2**	**- 583.5**
	Impairment of Goodwill			-	-					**- 4.3**	**- 4.3**
PRE-TAX RESULT			**484.8**	**- 2,002.2**	**- 1,517.4**	**448.5**	**153.5**	**602.0**	**889.6**	**- 2,051.5**	**- 1,161.9**
	Corporate income tax		**- 13.0**	**81.8**	**68.8**	**- 6.7**	**- 47.6**	**- 54.3**	**- 16.0**	**54.2**	**38.1**
NET RESULT			**471.8**	**- 1,920.4**	**- 1,448.6**	**441.8**	**105.9**	**547.7**	**873.6**	**- 1,997.4**	**- 1,123.8**
	Non-controlling interests		**46.3**	**- 170.9**	**- 124.6**	**46.4**	**12.0**	**58.3**	**91.6**	**- 99.4**	**- 7.8**
NET RESULT -OWNERS OF THE PARENT			**425.5**	**- 1,749.5**	**- 1,324.0**	**395.4**	**93.9**	**489.4**	**782.0**	**- 1,898.0**	**- 1,116.0**

	2009-H1	2008-H1	2008
Average number of shares and ORA	90,857,546	91,142,663	91,132,579
Recurring earnings per share	**4.68 €**	**4.34 €**	**8.58 €**
Recurring earnings per share growth	**7.83%**	**7.27%**	**9.16%**

H1'08 and 2008 figures slightly differ from previous publication due to asset reclassification by segment and income tax allocation restated between recurring and non recurring result

II. Business review by segment

1. Shopping centres

1.1. Shopping centre market in H1'09

Most indicators of significance for the retail market have been negative during H1'09. GDP across most of continental Europe is negative, unemployment is increasing, footfall is declining and retailers' turnover is coming down. There are marked differences however between countries, between capital cities and other areas and between retail categories. Spain, for instance has seen a decline in national retail sales[6] with 11.4% where France saw a decline with only 3.2%. All retail sectors are feeling the effects of the crisis, but, in the Unibail-Rodamco portfolio, Health and Beauty is fairly stable at +0.7% while Household Equipment is down significantly with -5%.

Large cities, that tend to be more affluent and less dependent on the more impacted manufacturing sector, have been less affected by increasing unemployment.

The Group sees a clear preference from retailers for the large shopping centres in the capital cities, while small centres in provincial towns are facing increasing vacancy with tenants considering their options.

As footfall is the main driver for success of any shopping centre, the Group has significantly stepped up its efforts on advertising, entertainment programmes, promotions and overall visibility. The interests of the Group and its tenants are entirely aligned in this respect. As a consequence, footfall in the Group's retail portfolio was almost stable with a decline limited to 0.2% in H1'09.

Prime rents are stable and are expected to stay so, as a result of continuing strong demand for prime retail space. Demand is driven by large national and international retailers which are adopting a more opportunistic approach to their expansion plans.

The investment market for shopping centres remains slow, and only few benchmark transactions have been recorded in H1'09 across continental Europe. Yields continue to move up, with an increasing quality penalty for smaller assets becoming clearly visible. Prime yields have moved on average with another 50 basis points.

[6] Source national sales indices:
France: IFLS as at May 31, 2009
Spain: ICM index excluding food, National Statistics Institute as at May 31, 2009

1.2. Rental income from Unibail-Rodamco shopping centres

Total consolidated Net Rental Income (NRI) amounted to €469.4 Mn in first half of 2009, representing a rise of +8% compared with first half of 2008.

Region	Net Rental Income (€Mn)		
	2008-H1	2009-H1	%
France	209.3	222.4	6.3%
Netherlands	85.5	74.3	-13.1%
Nordic	44.8	44.1	-1.8%
Spain	45.7	59.4	30.0%
Central Europe	33.1	37.0	11.4%
Austria	16.1	32.2	100.0%
Global	**434.6**	**469.4**	8.0%

The total variation in NRI (€34.8 Mn) came mainly from:

- Acquisitions: +€31 Mn, of which:
  - +€16.8 Mn in Austria: mainly acquisition of Shopping City Süd in Vienna, end of May 2008.
  - +€12.4 Mn in Spain: acquisition of La Maquinista in Barcelona and Habaneras in Torrevieja in July 2008.
- Delivery of new shopping centres or extensions: +€13.2 Mn:
  - in France: opening of Rivetoile, in Strasbourg (28,200 m²) in September 2008, and opening of Docks 76 in Rouen (36,200 m²) in April 2009.
  - in Sweden: delivery of 26,100 m² of extension in Forum Nacka in Stockholm in November 2008.
  - in Czech Republic: delivery of Arkady-Pankrac, 30,100 m² in Prague in November 2008.
- Disposals: -€15.5 Mn largely due to high street retail portfolio disposed of in the Netherlands and in Belgium in 2008 and 2009.
- Taking into account -€3.9 Mn of constant currency correction[7] and -€6.5 Mn of one off items in 2008-H1, the net change like for like amounted to €16.5 Mn.

After taking into account Shopping City Süd NRI proforma in H1'08, the like for like growth amounted to €18.7 Mn and broke down as follows:

[7] Mainly in Sweden

Region	Net Rental Income (€Mn) Like-for-like		
	2008-H1	2009-H1	%
France	200.8	212.4	5.8%
Netherlands	69.0	72.0	4.3%
Nordic	44.9	45.7	1.9%
Spain	45.7	47.1	3.2%
Central Europe	31.8	32.4	1.8%
Austria*	28.1	29.4	4.8%
Global	**420.3**	**439.0**	4.5%

* Shopping City Süd proforma in 2008-H1- non audited
Excluding currency effect

On a like-for-like basis, H1'09 NRI grew by 4.5% compared to the H1'08, of which 3.0% due to indexation, as shown in the table below.

Region	Net Rental Income like-for-like evolution (%)			
	Indexation	Renewals, relettings net of departure	other	Total
France	3.8%	4.4%	-2.4%	5.8%
Netherlands	2.6%	1.2%	0.5%	4.3%
Nordic	2.5%	2.1%	-2.7%	1.9%
Spain	3.1%	-0.6%	0.7%	3.2%
Central Europe	1.4%	0.5%	-0.1%	1.8%
Austria	0.2%	2.7%	1.9%	4.8%
Global	3.0%	2.7%	-1.2%	4.5%

The highest growth was realised in France (+5.8%) and in Austria (+4.8%). Net of indexation the average growth rate like for like was +1.5%, with +4.6% for Austria and +2% for France.

On the whole portfolio, sales based rents represented 1.7% of total net rental income of H1'09 (2.3% on full year 2008).

In a more difficult economic environment, doubtful debtors, as a % of gross rental income[8], slightly increased from 0.9% at year end 2008 to 1.3% at June 30, 2009.

1.3. Leasing activity in H1'09

Leasing activity on standing shopping centres has been satisfactory during H1'09 with 545 leases signed compared to 447 leases signed over H1'08.

In total €50.1 Mn of Minimum Guaranteed Rents with an average uplift of 23% was signed in H1'09 versus €44 Mn in H1'08 and an average uplift of 25% for full year 2008.

As already observed in the second half of 2008, negotiations with tenants are taking more time in an environment where they are faced with the economic crisis and sales slowdown. Nevertheless the best shopping centres and largest malls remain in good demand from retailers in all regions.

New high profile retailers have been successfully introduced in Unibail-Rodamco shopping centres (MAC, Desigual, van Graaf …). Taking advantage of the size of the portfolio, retailers present in certain countries have been introduced in new countries, like for instance Hema from The Netherlands to France.

region	lettings / re-lettings / renewals excl. Pipeline			
	nb of leases signed	m²	MGR (€ Mn)	MGR % uplift
France	143	33 707	20.5	27%
Netherlands	64	18 532	5.4	35%
Nordic	85	25 183	5.8	10%
Spain	124	18 932	6.7	15%
Central Europe	56	17 247	2.9	14%
Austria	73	24 130	8.9	25%
Global	545	137 731	50.1	23%

MGR : Minimum Guaranteed Rent

In addition, 70 pre-lettings were signed on shopping centres or extensions under construction, mainly in France.

1.4. Vacancy and Lease expiry schedule

As at June 30, 2009 aggregated annualised Minimum Guaranteed Rents from Unibail-Rodamco's shopping centre portfolio amounted to €981.3 Mn, excluding variable rents and other income, compared to €937.7 Mn at year end 2008.

The following table shows a breakdown by expiry date and by next break option of the leases.

Retail portfolio	Lease expiry schedule			
	at date of next break option	as a % of total	at expiry date	as a % of total
Expired	34.5	3.5%	34.5	3.5%
2009	55.3	5.6%	25.1	2.6%
2010	191.1	19.5%	83.1	8.5%
2011	193.4	19.7%	60.9	6.2%
2012	157.6	16.1%	105.1	10.7%
2013	70.1	7.1%	66.0	6.7%
2014	74.2	7.6%	64.0	6.5%
2015	59.9	6.1%	61.1	6.2%
2016	27.5	2.8%	55.9	5.7%
2017	31.2	3.2%	60.9	6.2%
2018	27.0	2.8%	70.7	7.2%
2019	22.1	2.3%	56.3	5.7%
Beyond	37.2	3.8%	237.7	24.2%
M€	**981.3**	**100%**	**981.3**	**100%**

[8] Aggregated amount of accruals and reversals of provisions for doubtful debtors plus any write-offs divided by gross rental income for the period. Group policy is to provide all receivables from tenants with one or more invoices overdue for more than 6 months and to provide 50% of receivables overdue for more than 3 months (and for which there is a chance of recovery). Provisions are made on overdue amounts net of VAT, cash deposits and bank guarantees.

Potential rents from vacant space in operation on the total portfolio amounted to €20.4 Mn at June 30, 2009.

Financial vacancy remains at a low level, 2.0% on average across the total portfolio, increased slightly compared to Dec 31, 2008 (1.8%).

1.5. Investment / pipeline

Unibail-Rodamco invested € 248.4 Mn[9] (group share) in its shopping centre portfolio in H1'09:

- €57.2 Mn was invested in new acquisitions: Additional plots in Shopping City Süd in Vienna and a piece of land for Maquinista future extension in Barcelona.

- €120 Mn was invested in new shopping centres and extensions under construction, mainly:
  - Docks-76 (36,200 m²) in Rouen/France which has been successfully opened in April 2009;
  - Lyon-Confluence in Lyon/France 52,300 m², completion expected in 2011;
  - Docks Vauban in Le Havre/France: 57,200 m², which will be opened in October 2009;
  - Esplanade in Lyon/France: 1,500 m², delivered in March 2009;
  - Cours Oxygène in Lyon/France: 9,100 m², completion expected in 2010;
  - BAB 2 in Anglet/France: 3,400 m² extension, delivered in February 2009;
  - Cnit Paris-La Défense/France new retail area (17,900 m²) which will be inaugurated on Q4'09;
  - Donauzentrum extension in Vienna/Austria: 27,500 m², completion expected in 2010;
  - Almere Buiten in Almere/Netherlands: 16,300 m², completion expected in 2011.

- €44.6 Mn was invested in renovation of existing shopping centres.

- Financial and other costs were capitalised respectively for €10.4 Mn and €16.2 Mn.

The total pipeline retail projects represented 815,820 m², for a total estimated investment of €3,6 Bn, of which €1.3 Bn is already invested or contracted. The remaining part corresponds to options on potential projects which are under negotiations to ensure adequate returns.

Fully contracted projects represented 277,400 m² and are composed of:

- Brownfield projects:
  - Docks Vauban, Lyon Confluence, Almere Buiten already mentioned above;
  - Metropolis in Moscow/Russia: 50% to be acquired by Unibail Rodamco after contractual conditions are satisfied, corresponding to 40,700 m²;
  - Eiffel in Levallois/France: 48,600 m² / delivery in 2012;
  - Rotterdam Markthal /Netherlands: 10,800 m² / delivery in 2013.

- Extensions of existing shopping centres: Cours Oxygène and Donauzentrum extension already mentioned and La Maquinista extension in Barcelona/Spain: 14,800 m² / delivery in 2010.

1.6. Divestments

Following its strategy of divestment of non core assets, the Group divested €79.6 Mn in H1'09 mainly from its Dutch high street retail portfolio with a net disposal profit of €5.3 Mn.

1.7. Portfolio valuation

As at June 30, 2009 the shopping centre portfolio of Unibail-Rodamco was valued on the balance sheet at €15,983 Mn, excluding transfer taxes and disposal cost.

As from Jan 1, 2009, according to new IFRS accounting rules, "investment property" in the balance sheet includes standing assets and properties under construction (see chapter I). Five retail properties under development which were booked at cost at Dec 31, 2008, were booked at fair value at June,30, 2009: Docks Vauban (Le Havre/France), Cours Oxygène (Lyon La Part Dieu/France), Donauzentrum extension (Vienna/Austria), Docks 76 (Rouen/France) which has been delivered in April 2009, and Esplanade (Lyon/France) delivered in March 2009.

Valuation movements to shopping center investment properties (standing assets and property under development) resulted in a charge of €1,346.3 Mn in the Group's H1'09 income statement, breaking down as follows: €727.7 Mn in France, €115 Mn[10] in Central Europe, €33.8 Mn in Austria, €80.4 Mn in The Netherlands, €166.9 Mn in Nordic and €222.5 Mn in Spain (see details in note on Net Asset Value).

[9] Variation in gross asset value group share

[10] Of which €37.8 Mn of goodwill impairment

2. Offices

2.1. Office property market[11] in H1'09

As more than 86% of the Group's office portfolio is concentrated in France, the developments in this market largely drive the office division results.

Demand for office space fell considerably during H1'09 in the Paris Region. Take-up totalled 860,000 m² which corresponds to a 27.2% fall on 2008 figures. This low level of transactions continues to be explained by the uncertain economic climate and the fact that many companies are delaying moving or renegotiating their leases.

Some 25 large transactions (> 5,000 m²) were reported during H1'09. The small and medium transactions have been deeply affected by the slowdown in activity. The total take-up for 2009 is expected at a level between 1.7 and 1.8 Mn m².

In line with the drop in take-up, available supply increased during H1'09 and stood at 3,215,000 m² by mid-year (+8% compared to the end of 2008). This increase is the direct consequence of the slowdown in economic activity.

The immediate vacancy rate is stabilized at 6.1% in the Paris Region: the vacancy rate stays relatively stable in the CBD 4.8% and in La Défense 3.9%.

On the whole, the Paris Region market saw a decrease in rents (prime and average rents). Users are expecting a drop in values and more commercial incentives are granted in new leases.

Both the Central Business District and La Défense continue to experience a decrease in rents. However, recent transactions such as the lease signed by Suez-Environnement on the refurbished CB 21 Tower demonstrate only modest rental decreases.

Investment market: The Paris Region saw its level of investment activity decline from €4.6 Bn during H1'08 to €1.2 Bn during H1'09. This represents a decline of 74%.

[11] Sources: Immostat, JLL, DTZ

2.2. Office division H1'09 activity

Unibail-Rodamco consolidated net rental income (NRI) from offices portfolio came to €110.5 Mn in H1'09.

Region	Net Rental Income (€Mn)		
	2008-H1	2009-H1	%
France	87.5	88.2	0.8%
Netherlands	14.1	11.8	-16.3%
Nordic	9.1	8.6	-5.5%
Spain	3.9	1.2	-69.2%
Central Europe	1.5	-	-100.0%
Austria	0.8	0.7	-12.5%
Global	**116.9**	**110.5**	-5.5%

The decrease of €6.4 Mn from H1'08 to H1'09 is explained as follows:

- -€16.3 Mn came from disposals (mainly buildings disposed of in 2008);
- +€3.1 Mn came from the delivery and leasing of new buildings in Paris (Clichy, 12 rue du Mail) and in Spain;
- -€2.7 Mn of non recurring item (tax reimbursement in France in 2008);
- Like-for-like NRI increased by €9.5 Mn, ie a 10.1% growth, of which 7.3% from indexation.

This growth is broken down as shown in the following table.

Region	Net Rental Income (€Mn) Like-for-like		
	2008-H1	2009-H1	%
France	73.2	81.0	10.6%
Netherlands	10.8	11.6	7.5%
Nordic	8.9	9.9	10.7%
Spain	-	-	
Central Europe	-	-	
Austria	0.8	0.7	ns
Global	**93.7**	**103.2**	10.1%

In France, despite the difficult economic context, the group leasing activity remained satisfactory with 59,360 m² signed[12] for €26.1 Mn of annual rent, of which:

- 28,377m² in Galilée building in La Défense fully let to an industrial tenant (9-year firm lease / €443 /m²);
- 5,293m² pre-let to Ernst & Young on Tour Oxygène in Lyon to be delivered in 2010 (€ 272/m²);
- 4,953m² let to ESSEC in Cnit-La Défense (€510/m²).

As at June 30, 2009 annualised minimum guaranteed rents generated by the office portfolio amounted to €258.1 Mn, of which €209.7 Mn in France.

[12] Weighted lettable area

The expiry schedule of the leases (termination option and expiry date) is shown in the following table.

Office portfolio	Lease expiry schedule			
	at date of next break option	as a % of total	at expiry date	as a % of total
Expired	8.4	3.3%	8.4	3.3%
2009	6.9	2.7%	3.3	1.3%
2010	36.9	14.3%	7.8	3.0%
2011	25.3	9.8%	4.2	1.6%
2012	29.4	11.4%	10.8	4.2%
2013	17.7	6.9%	31.5	12.2%
2014	15.7	6.1%	14.8	5.7%
2015	26.4	10.2%	36.9	14.3%
2016	39.0	15.1%	39.8	15.4%
2017	13.5	5.2%	26.5	10.3%
2018	9.7	3.7%	18.8	7.3%
2019	15.7	6.1%	28.7	11.1%
Beyond	13.5	5.2%	26.5	10.3%
M€	**258.1**	**100%**	**258.1**	**100%**

Potential rents from vacant office space in operation amounted to €24.8 Mn (annualised) at June 30, 2009. The financial vacancy, 8.8% (8.9% for France) at June 30, 2009 declined slightly compared to Dec 31, 2008 (9.8%).

The significant vacant areas at June 30, 2009 were located in Cnit and Ariane-tower in Paris-la Défense.

On July 16, 2009, a lease was signed with SNCF with a 9.5 year firm period for 100% of the restructured part of the Cnit (20,500 m²).

Pursuant to this signature the vacancy rate was reduced to 4.7%.

2.3. Investment / divestment

Unibail-Rodamco invested €52.9 Mn in its office portfolio in H1'09.
No new acquisition was made. €47.6 Mn was invested for works, mainly in France for Tour Oxygène in Lyon and for development projects Phare, Majunga and Eiffel Levallois.

The total pipeline office projects represented 400,700 m² of which 95,200 m² was fully committed:

- Tour Oxygène in Lyon/France, 77% pre-let, which will be delivered in April 2010
- Eiffel Office in Levallois/France whose delivery is expected in 2011;
- Michelet Galilée Paris-La Défense/France refurbishment, 100% pre-let.

The Group sold 3 office buildings in H1'09 for a total net disposal price of €25.5 Mn: 42 av d'Iéna in Paris and 2 small units in Sweden and The Netherlands.
Based on the appraised value booked in the balance sheet as at Dec 31, 2008, the net capital gain amounted to €1.2 Mn.

2.4. Portfolio valuation

The office portfolio was valued €3,811 Mn (excluding transfer taxes and disposal cost) on the balance sheet at June 30, 2009, of which 7 Adenauer Paris (own-use building) assigned at historical cost.

The change in the fair value of office investment properties since December 31, 2008 generated a negative valuation result of €388.7 Mn (see note on Net Asset Value).

3. Convention & Exhibition

This activity is exclusively located in France, and consists of a real estate venues and operations organisation (VIPARIS) and a trade show organisation (COMEXPOSIUM).
Both organisations are jointly owned with the Paris Chamber of Commerce and Industry, where VIPARIS is fully managed and consolidated by Unibail-Rodamco and COMEXPOSIUM is controlled by the CCIP and recorded under the equity accounting method.

The Convention and Exhibition business is seeing some impacts of the global economic crisis. A number of shows have been cancelled or postponed, the average floor space rented for a typical show is reducing and the creation of new shows is slowing down. Yet exhibitors still rank exhibitions as one of the top two effective advertising media: the shows attracted 1% more exhibitors and 95% will commit to participate in the next edition of their show. Visitor numbers to these shows are not disappointing, especially in the BtoC segment where a 2.6% increase in footfall compared to the previous edition was seen. BtoB has seen a 7.3% drop in visit numbers due to cost reductions of companies which visit shows, but the number of companies visiting shows stays quite stable[13].

Despite this headwind, VIPARIS posted results ahead of the H1'08 results. Its operating income improved with 13.8% to €69.4 Mn, which was largely driven by the bi-annual air show at Le Bourget, and slightly offset by lower income from the CNIT which has just been renovated.

Corrected for seasonal effect, Comexposium saw a reduction in its results. This is not directly visible in the comparison of its contribution[14] to Unibail-Rodamco's result between H1'09 (€5.8 Mn) and H1'08 (€2.5 Mn) as two large shows which are organized every 2 years, took place in H1'09.

[13] Sources: OJS (Office de Justification des Statistiques)
[14] Result consolidated under equity method + financial product on Unibail-Rodamco financing.

III. First half 2009 Result

Administrative expenses amounted to €50.1 Mn, including €0.7 Mn incurred for feasibility studies of development projects, at a same level as in H1'08.

Property services net operating result (+€5.5 Mn) came from property services companies in France and in Spain.

The item 'other income' (+€9.2 Mn) reflected the result of the finance leasing portfolio of ex-Unibail and a reversal of a provision for a litigation regarding an acquisition, solved in H1'09.

Group net financial expenses totalled €152.2 Mn, including capitalised financial expenses of €14.1 Mn allocated to projects under construction.
Net borrowing expenses recorded in the net recurring profit thus came to €138.1 Mn.

The ORNANE[15] issued in April 2009 was accounted at fair value, in accordance with IFRS. The change in value amounted to -€28 Mn at June 30, 2009 and did not affect the recurring result.

According to IFRS rules, a debt component of the ORA has been accounted for in the balance sheet, which is amortised over the life of the ORA. The fixed rate debt of Rodamco which was accounted at fair value in Unibail Rodamco's balance sheet at the date of the merger is amortised over the life of the bonds as well. These amortisations and long term provisions discounting, amounted to €10.1 Mn in the first half 2009 and did not affect the recurring result.

In accordance with the option adopted by Unibail-Rodamco for hedging instruments accounting (IAS 39), the change in value of caps and swaps was recognised directly in the P&L, resulting in a negative amount of €52 Mn[16]. This charge did not affect the recurring result.

The Group's average cost of financing came to 3.8% over first half of 2009 (4.2% over full year 2008). Unibail-Rodamco's refinancing policy is described in the following section 'Financial Resources'.

[15] Net share settled bonds convertible into new and/or existing shares.
[16] Including €-0.8 Mn of discounting effect

The income tax charge came from countries where specific tax regimes for property companies[17] do not exist and activities in France which are not eligible to the SIIC regime, mainly in the Convention & Exhibition business.

Allocation of income taxes between recurring and non recurring result in the P&L by segment was refined to be closer to the cash / non cash effect of taxes. Previous years were restated accordingly with a small positive impact on Net Recurring Result per share (H1'08: €0.01/share and 2008: €0.06/share).

Total income tax allocated to the recurring result amounted to €13 Mn, while a credit of €81.8 Mn was accounted for in valuation result due mainly to the variation of deferred taxes on assets' fair value.

Minority interests in the consolidated net recurring profit after tax amounted to €46.3 Mn. They related mainly to CCIP's minority share in VIPARIS (€17.4 Mn), to shopping centres in France (€26.4 Mn, mainly Les Quatre Temps and Forum des Halles) and to the remaining 1.48% minority shareholders in Rodamco Europe and to those of La Maquinista (€2.5 Mn).

Consolidated net result (group share) was a loss of €1,324 Mn in H1'09. This figure breaks down as follows:

- **€425.5 Mn of recurring net profit**
- **€6.8 Mn net gains on disposals**
- **-€1,756.3 Mn of fair value adjustments under IAS-40, mainly due to decreasing real estate values.**

The average number of shares and ORAs[18] in issue during this period was 90,857,546.

Recurring Earnings per Share came to €4.68 in H1'09, representing an increase of 7.8% compared to H1'08.

[17] In France : SIIC (Société Immobilière d'Investissements Cotée) and in The Netherlands: FBI (Fiscale Beleggings Instelling)
[18] ORA: Obligations Remboursables en Actions = bonds redeemable for shares. It has been assumed here that the ORAs have a 100% equity component.

IV. DISTRIBUTION AND OUTLOOK

Distribution

The Group reiterates its ambition to distribute 85% to 95 % of its recurring net results.

Due to the impact of the asset revaluation losses on Unibail-Rodamco-SE's statutory profit and retained earnings, distributions are likely to be paid to a large extent from its additional paid-in capital. Such distribution would require a decision from the Annual General Meeting of shareholders.

For this reason it has been decided to switch from quarterly distributions to an annual payment, scheduled for April 2010. This decision is not related to the cash position of the Group.

Outlook[19]

The Group will continue to invest in its development pipeline, having adapted its return criteria to the current market situation. It remains alert to asset acquisition opportunities which may be triggered by the current harsh economic climate.

Based on the results achieved this first half year, the Group confirms its recurring earnings per share growth target for the full year of at least 7%.

[19] Outlook may be influenced by risk factors as described in the "Risk factors" section of annual report registered with AMF on March 18, 2009.

NET ASSET VALUE AS AT JUNE 30, 2009

Unibail-Rodamco's fully-diluted triple net liquidation NAV (Net Asset Value) amounted to €131.70 per share as at June 30, 2009, down 12.9% from year-end 2008. Value reduction during the six-month period amounted to €16.00 per share, by adding back to the NAV decrease of €19.50 per share, the €3.50 dividend paid out in the first six months of 2009.

1. PROPERTY PORTFOLIO

The financial crisis has continued to take its toll on the general economy and as such also further impacted the commercial real estate sector. The European real estate investment market continued to deteriorate and showed declining levels of investment volumes, mostly driven by scarce and high cost financing, which caused investors to stay out of the market. Investment in retail in Europe during the first half of 2009 was down 51% compared to H2 2008 and 65% compared to H1 2008 (CBRE).

Unibail-Rodamco's asset portfolio including transfer taxes decreased from €24,572 Mn at year-end 2008 to €22,794 Mn at June 30, 2009. On a like-for-like basis, the value of the overall portfolio decreased by €1,930 Mn net of investments, i.e. a drop of 8.2% compared with year-end 2008.

Asset portfolio valuation of UNIBAIL-RODAMCO (including transfer taxes) (1)	December 31, 2008		June 30, 2009		Like-for-like change net of investment at June 30, 2009 (2)	
	€ Mn	%	€ Mn	%	€ Mn	%
Shopping centres	18 037	74%	16 821	74%	- 1 339	-7.8%
Offices	4 478	18%	4 095	18%	- 403	-9.4%
Convention-Exhibition centres (3)	1 724	7%	1 542	7%	- 188	-10.9%
Services	333	1%	336	1%		
Total	**24 572**	**100%**	**22 794**	**100%**	**- 1 930**	**-8.2%**

(1) Based on a full scope of consolidation, including transfer taxes and disposal costs (see §1.5 for Group share figures).
The portfolio valuation includes:
- the appraised value of the entire property portfolio (100% when fully consolidated, group share when consolidated under the proportional method).
- the market value of Unibail-Rodamco's equity holdings in companies consolidated under the equity method and loans granted to these companies (SCI Triangle des Gares, which owns the Euralille shopping centre in Lille/France and Comexposium, a trade shows organisation business).

(2) Principal changes in the scope of consolidation during the first half year:
- Acquisition of lots in Shopping City Süd (Vienna/Austria)
- Acquisition of a piece of land for Maquinista extension (Barcelona/Spain)
- Acquisition of Palais des Congrès d'Issy les Moulineaux (Convention-Exhibition center in France).
- Disposal of part of the highstreet shop portfolio in The Netherlands.
- Disposal of 42-Iena, office building in Paris.

Changes on a like-for-like basis do not include the changes listed above.
(3) Based on a full scope of consolidation; with a 50% ownership for most Convention-Exhibition centres, group share portfolio valuation as at June 30, 2009 is equal to €929 Mn (see §1.5).

Valuation methodology

The appraisers valuing Unibail-Rodamco's Shopping centres and Office assets are appointed from a short list based on a number of solid qualifications, e.g. reputation, credibility, compliance with RICS (Royal Institute of Chartered Surveyors) and IVSC 'International Valuation Standards Committee' and codes of conduct. This list is used to select appraisers and includes: CB Richard Ellis, Cushman & Wakefield, Healey & Baker, Jones Lang LaSalle and DTZ.

The valuation principles adopted are based on a multi-criteria approach. The independent appraiser determines the fair market value based on the results of two methods: the discounted cash flow and the yield methodologies. Furthermore, the resulting valuations are cross-checked against the initial yield and the fair market values established through actual market transactions.

As reported previously, reduced access to capital continues to cause a significantly reduced level of representative ("benchmark") transactions. Most transactions that do occur involve vendors with some degree of financial distress and purchasers looking for 'bargains' with increased pricing volatility as a result. Appraisers have reacted to this situation of increased uncertainty by carefully interpreting the limited evidence available, including abortive transactions, and by putting more emphasis on both discounted cash flow parameters and the yield method.

Appraisers confirmed that their opinion on value has been calibrated and put in pan-European context, given the lack of representative transactions and the fact that especially larger investment opportunities attract competition on an international scale.

Valuation scope

As at June 30, 2009, independent experts have appraised 96.0% of Unibail-Rodamco's portfolio.

According to the new IFRS rules, Investment Properties Under Construction (IPUC) for which a value could be reliably determined, are required to be accounted for at fair value and were assessed by external appraisers.

Investment Properties Under Construction were taken at fair value once management considers that a substantial part of the development's uncertainty has been eliminated, such that a reliable fair value can be established. The company uses generic guidelines to establish the remaining level of risk, focusing notably on uncertainty remaining in construction and leasing.

Investment Properties Under Construction were valued using a discounted cash flow or yield method approach (in accordance with RICS and IVSC standards) as deemed appropriate by the independent appraiser. In some cases, both methods were combined to validate and cross-check critical valuation parameters.

Four Investment Properties Under Construction, previously stated at cost, were assigned at fair value:

- Tour Oxygène, development of an office building in Lyon/France.
- 3 shopping centres under construction: Cours Oxygène (Lyon/France), Docks Vauban (Le Havre/France), Donauzentrum extension (Vienna/Austria).

The remaining assets (4.0%) of the portfolio, which have not been externally appraised as at June 30, 2009, have been valued as follows:

- At cost for the Investment Properties Under Construction for which a reliable value could not yet be established (see above). These Investment Properties Under Construction at cost accounted for 2.1% of the value of Unibail-Rodamco's total portfolio. These mainly represent shopping centres under development (notably Badajoz in Spain and Lyon Confluence in France) and office developments (Phare and Majunga at La Défense/France).
- At their acquisition cost for assets purchased during the preceding six-month period, including lots in Shopping City Süd Vienna and Convention-Exhibition Centre in Issy (Paris region). Theses assets represented 0.2% of the total portfolio.
- At their disposal price for assets under sale agreement (Centrum Huizen in The Netherlands and 12 Mail office in Paris) representing 0.2% of the total asset portfolio.
- At appraisal value at December 31, 2008 for service companies (Comexposium, Espace Expansion and Rodamco Gestion), i.e. 1.5% of the total Unibail-Rodamco portfolio, with service companies appraised on an annual basis.

1.1 Shopping Centre portfolio

The value of Unibail-Rodamco's shopping centre portfolio is the addition of the value of each individual asset. Accordingly, no value is placed on Unibail-Rodamco's market share, even though its market share is undoubtedly significant in this sector.

Evolution of Unibail-Rodamco's Shopping Centre portfolio valuation

The value of Unibail-Rodamco's Shopping Centre Portfolio decreased from €18,037 Mn to €16,821 Mn as at June 30, 2009, including transfer taxes and disposal costs:

Valuation 31/12/2008	18 037	
Like for Like revaluation	-1 339	
Revaluation of Non Like for Like assets	-54	(1)
Capex / Acquisitions	306	
Disposals	-79	
Constant Currency effect	-50	(2)
Valuation 30/06/2009	16 821	

(1) Non Like for Like assets regarding:
(a) Investment properties under construction taken at fair value previously booked at cost (b) Investment properties under construction remaining at cost (c) Deliveries during H1 2009 (d) Part of standing assets under extension.
(2) Composed of a currency loss €33 Mn in Nordic and €17 Mn in Central Europe, before offsets from foreign currency loans and hedging programs.

Based on an asset value, excluding estimated transfer taxes and disposal costs, the shopping centre division's net initial yield at June 30, 2009 came to 5.9% vs. 5.4% at year-end 2008:

Shopping Centre portfolio by region	Valuation including transfer taxes in € Mn	Valuation excluding estimated transfer taxes in € Mn (1)	Net inital yield (2) June 30, 2009	Net initial yield (2) Dec. 31, 2008
France (3)	8 374	8 031	5.6%	5.0%
Netherlands	2 568	2 401	6.2%	5.9%
Nordic	1 618	1 596	5.9%	5.3%
Spain	1 986	1 937	6.7%	6.1%
Central Europe	1 109	1 091	6.9%	6.5%
Austria	1 165	1 143	5.6%	5.5%
Total	**16 821**	**16 200**	**5.9%**	**5.4%**

(1) Valuation excluding estimated transfer taxes and disposal costs (see §2.7).
(2) Annualised rent (including latest indexation) net of expenses, divided by the value of the portfolio net of estimated transfer taxes and disposal costs. Shopping centres under development are not included in the calculation.
(3) For France, the effect of including Key Moneys in the Net Rental Income would increase net initial yield to 6.1% as at 30/06/2009 and 5.5% as at 31/12/2008.

Based on the midyear yield of 5.9%, a further change of + 25 basis points would result in a downward adjustment of €659 Mn (or -3.9%) of the shopping centre portfolio value (including transfer taxes and disposal costs).

Like for like analysis:

On a like-for-like basis, the value of the Shopping Centre portfolio, including transfer taxes and disposal costs and restated for capital expenditure, capitalised financial expenses, leasing expenses and eviction costs, came down by €1,339 Mn or 7.8%. This breaks down into +1.9% from the increase in revenues of shopping centres and -9.7% due to changes in yield.

Shopping Centre - Like for Like change (1), 1st half year 2009		Like for Like change (1) in € Mn	Like for Like change (1) in %	Like for Like change (1) - Rent impact	Like for Like change (1) - Yield impact
France	-	711	-8.4%	2.4%	-10.8%
Netherlands	-	87	-3.3%	2.1%	-5.4%
Nordic	-	175	-9.7%	1.0%	-10.7%
Spain	-	206	-10.1%	-0.2%	-9.9%
Central Europe	-	120	-10.3%	-0.2%	-10.1%
Austria	-	40	-3.7%	6.7%	-10.4%
Total	**-**	**1 339**	**-7.8%**	**1.9%**	**-9.7%**

(1) Like for like change net of investments from December 31, 2008 to June 30, 2009.

Shopping centre development and extension projects

Shopping centre development and extension projects have been either assigned a market value, where possible, or taken at cost[20]. These development and extension projects mainly comprise:

- Investment Properties Under Construction at fair value: notably Docks Vauban (Le Havre/France), Cours Oxygène (Lyon/France) and Donauzentrum extension in Vienna.
- Investment Properties Under Construction at cost: Lyon Confluence, Versailles-Chantiers, the Eiffel project in Levallois, the Aéroville project (Paris Charles de Gaulle airport) in France as well as Badajoz in Spain and Shopping City Süd extension in Austria.
- In Spain, a €17 Mn impairment was recognised on land in view of market developments.

At June 30, 2009, Shopping Centre development projects represented a total amount of €521 Mn on the balance sheet of Unibail-Rodamco.

[20] See 'valuation methodology' on previous page on the valuation of Investment Property Under Construction (IPUC).

1.2 Office portfolio

Evolution in Unibail-Rodamco's Office valuation

The value of the Office Portfolio decreased from €4,478 Mn to €4,095 Mn at June 30, 2009, including transfer taxes and disposal costs:

Valuation 31/12/2008	4 478	
Like for Like revaluation	-403	
Revaluation of Non Like for Like assets	-3	(1)
Capex / Acquisitions	56	
Disposals	-26	
Constant Currency effect	-7	(2)
Valuation 30/06/2009	4 095	

(1) Non Like for Like assets regarding for the first six months of 2009 Investment properties under construction taken at fair value (Tour Oxygène in Lyon/France).
(2) Composed of currency loss of €7 Mn on Nordic, before offsets from foreign currency loans and hedging programs.

The split by region of the total portfolio is the following:

Valuation of Office portfolio	Valuation (including transfer taxes) (1)	
	€ Mn	%
France	3 544	86.5%
Netherlands	280	6.8%
Nordic	225	5.5%
Spain	28	0.7%
Central Europe		
Austria	18	0.5%
Total	**4 095**	**100%**

(1) Valuation including transfer taxes and disposal costs of all office portfolio assets.

For occupied offices and based on an asset value excluding estimated transfer taxes and disposal costs, the Office division's net initial yield at June 30, 2009 increased by 70 basis points to 7.1% vs. 6.4% at year-end 2008.

Valuation of occupied office space	Valuation including transfer taxes in € Mn (1)	Valuation excluding estimated transfer taxes in € Mn (1)	Net initial yield (2) June 30, 2009	Net initial yield (2) Dec. 31, 2008
France	3 152	3 049	6.9%	6.2%
Netherlands	238	222	9.6%	8.4%
Nordic	214	211	7.5%	6.9%
Spain	28	27	8.4%	7.3%
Central Europe				
Austria	18	18	7.7%	7.3%
Total	**3 650**	**3 527**	**7.1%**	**6.4%**

(1) Valuation of occupied office space as at June 30, 2009, based on the appraiser's allocation of value between occupied and vacant space.
(2) Annualised rent (including latest indexation) net of expenses, divided by the value of occupied space net of estimated transfer taxes and disposal costs.

Based on the midyear yield of 7.1%, a further change of + 25 basis points would result in a downward adjustment of €139 Mn (or -3.4%) of the total office portfolio value (occupied and vacant space, including transfer taxes and disposal costs).

Like for Like analysis:

On a like-for-like basis, the value of Unibail-Rodamco's office portfolio, including transfer taxes and disposal costs, and after accounting for the impact of capital expenditure and capitalised financial and leasing expenses, has decreased on a like-for-like basis by €403 Mn or 9.4%. This breaks down into +0.7% from the increase of rents and lettings and -10.1% due to changes in yield.

Office - Like for Like change (1), 1st half year 2009	Like for Like change (1) in € Mn	Like for Like change (1) in %	Like for Like change (1) Rent impact	Like for Like change (1) Yield impact
France	- 346	-9.4%	1.4%	-10.8%
Netherlands	- 40	-12.7%	-5.3%	-7.4%
Nordic	- 10	-4.2%	1.8%	-6.0%
Spain	- 5	-15.7%	-2.7%	-13.0%
Central Europe				
Austria	- 2	-9.6%	-2.8%	-6.8%
Total	**- 403**	**-9.4%**	**0.7%**	**-10.1%**

(1) Like for like change net of investments from December 31, 2008 to June 30, 2009.

French Office Portfolio:

Unibail-Rodamco's French office portfolio split by sector is the following:

French Office portfolio by sector	Valuation (including transfer taxes) (1)	
	€ Mn	%
Paris CBD	1 406	40%
Neuilly-Levallois-Issy	485	14%
La Défense	1 395	39%
Other	258	7%
Total	**3 544**	**100%**

(1) Valuation including transfer taxes and disposal costs of all French office portfolio assets.

For occupied offices, and based on an asset value, excluding estimated transfer taxes and disposal costs, the French Office division's yield at June 30, 2009 came to 6.9%. This yield was 70 basis points higher than at year-end 2008:

Valuation of French occupied office space	Valuation including transfer taxes in € Mn (1)	Valuation excluding estimated transfer taxes in € Mn (1)	Net initial yield (2)	Average price €/ m² (3)
Paris CBD	1 373	1 339	6.3%	12 174
Neuilly-Levallois-Issy	471	444	7.7%	4 673
La Défense	1 070	1 032	7.3%	6 434
Other	239	234	7.4%	4 067
Total	**3 152**	**3 049**	**6.9%**	**7 284**

(1) Valuation of occupied office space as at June 30, 2009, as based on the appraiser's allocation of value between occupied and vacant space.
(2) Annualised rent (including latest indexation) net of expenses, divided by the value of occupied space net of estimated transfer taxes and disposal costs.
(3) Average price, excluding estimated transfer taxes, per m2 for occupied office space as based on the appraiser's allocation of value between occupied and vacant space. For parking spaces, average price was restated on the basis of €30,000 per space for Paris CBD and Neuilly-Levallois-Issy and €15,000 for other areas.

1.3 Convention-Exhibition Portfolio

The value of Unibail-Rodamco's convention-exhibition centre portfolio is derived from the combination of the value of each individual asset.

Valuation methodology

The valuation methodology adopted by KPMG for the venues is mainly based on a discounted cash flow model applied to total net income projected over the life of the concession or leasehold, if it exists or otherwise over a 10-year period, with an estimation of the asset's value at the end of the given time period, based either on the residual contractual value for concessions[21] or on capitalised cash flows over the last year.

The valuations carried out by KPMG took into account total net income, which comprised net rents and ancillary services, as well as net income from car parks.

The cost of maintenance works, major repairs, refurbishments, redevelopments and extensions, as well as concession or leasehold fees, are included in projected cash flow figures.

The valuation methodology used by DTZ Eurexi to determine the fair market value of the Méridien-Montparnasse hotel asset at June 30, 2009 consists in capitalising the fixed portion of annual income, plus discounting cash flows representing the variable portion of rents. The discounted cash flow model has been adopted for the Cnit-Hilton hotel (operating under an operational lease agreement).

[21] For Porte de Versailles, a concession renewal probability of 30% was assumed by the appraiser.

Evolution of the Convention-Exhibition Centres valuation

The value of Convention-Exhibition centres (including hotels), including transfer taxes and disposal costs, came to €1,542 Mn as at June 30, 2009. On a like-for-like basis, net of investments, the value of Convention and Exhibition properties is down 10.9% compared with year-end 2008.

Convention-Exhibition Portfolio including transfer taxes (€ Mn)	Dec 31, 2008	June 30, 2009 (1)	Like-for-like change net of investments	
			€ Mn	%
Viparis (2)	1 527	1 373	- 159	-10.4%
Hotels	197	169	- 29	-14.9%
Total	**1 724**	**1 542**	**- 188**	**-10.9%**

(1) Based on a full scope of consolidation, including transfer taxes and disposal costs (see §1.5 for Group share figures).
(2) Viparis includes all of the Group's Convention-Exhibition centres (of which 50% of Palais des Sports).

On a like-for-like basis and net of investments, the value of the Convention-Exhibition venues (Viparis) decreased by 10.4% compared to year-end 2008. The decline resulted from an increase of the discount rate and the amortisation of another semester of the Porte de Versailles lease (end in December 2026) with the City of Paris.

Based on these valuations, the average EBITDA yield on Viparis at June 30, 2009 (recurring operating profit divided by the value of the asset, excluding transfer taxes) was 9.4%.

The value of the Cnit-Hilton and Méridien-Montparnasse hotels in Paris decreased over the half year by a total of €29 Mn, a reduction of 14.8%.
The Lyon Confluence Hotel project is valued at cost.

1.4 Services

Services portfolio is composed of:
- Comexposium, a trade show organisation business, resulting from the merger of the activities of Exposium and Comexpo.
- Espace Expansion and Rodamco Gestion, companies specialised in the promotion, marketing and management of property assets.

This portfolio is appraised once a year by PriceWaterhouseCoopers[22] on the basis of the 5 year plan which is produced every year by management.

[22] PricewaterhouseCoopers valued on 31/12/2008 Comexposium, Espace Expansion and Rodamco Gestion mainly using the discounted cash flow method based on their business plans. A market-based (peer comparison) approach was also used by PricewaterhouseCoopers to cross-check the resulting valuations.

The Services portfolio was thus valued following the appraisal made as at December 31, 2008. The slight change in value (+€ 3Mn) is due to a change of scope (acquisition of a trade show by Comexposium).

Intangible assets are not revalued but maintained at their historical cost on Unibail-Rodamco's consolidated balance sheet.

1.5 Group share figures for the Property Portfolio.

Figures above are based on a full scope of consolidation. The following table also provides the group share level (in gross market value):

	Full scope of consolidation		Group Share	
Asset portfolio valuation - 31.12.2008	€ Mn	%	€ Mn	%
Shopping centres (1)	18 037	74%	16 548	74%
Offices	4 478	18%	4 465	20%
Convention-Exhibition centres	1 724	7%	1 041	5%
Services	333	1%	333	1%
Total	**24 572**	**100%**	**22 387**	**100%**
Asset portfolio valuation - 30.06.2009	€ Mn	%	€ Mn	%
Shopping centres	16 821	74%	15 481	74%
Offices	4 095	18%	4 085	20%
Convention-Exhibition centres	1 542	7%	929	4%
Services	336	1%	336	2%
Total	**22 794**	**100%**	**20 831**	**100%**
Like for Like change - net of Invt - 1H09	€ Mn	%	€ Mn	%
Shopping centres	- 1 339	-7.8%	- 1 229	-7.8%
Offices	- 403	-9.4%	- 402	-9.4%
Convention-Exhibition centres	- 188	-10.9%	- 116	-11.2%
Services	-	0.0%	-	0.0%
Total	**- 1 930**	**-8.2%**	**- 1 747**	**-8.2%**
Like for Like change - net of Invt - 1H09 - Split rent/yield impact	Rent impact %	Yield impact %	Rent impact %	Yield impact %
Shopping centres	1.9%	-9.7%	2.5%	-10.3%
Offices	0.7%	-10.1%	0.7%	-10.1%
Net Initial Yield	June 30, 2009	Dec. 31, 2008	June 30, 2009	Dec. 31, 2008
Shopping centres	5.9%	5.4%	6.0%	5.5%
Offices - occupied space	7.1%	6.4%	7.1%	6.4%

(1) The group share value as at December 31, 2008 has been slightly restated since previous publication.

2. TRIPLE NET NAV CALCULATION

Triple net liquidation NAV is calculated by adding to consolidated shareholders' equity (Group share), as shown on the consolidated balance sheet (under IFRS) several items as described hereafter.

2.1 Consolidated shareholders' equity

At June 30, 2009, consolidated shareholders' equity (Group share) came to €11,278.3 Mn.

Shareholders' equity (Group share) incorporated net recurring profit of €425.5 Mn and €-1,749.5 Mn of fair value adjustments on property assets and on derivative financial instruments and of capital gain on sales of properties.

The debt component of the ORAs, recognised in the financial statements (€146.6 Mn) was added to shareholders' equity for the calculation of NAV. At the same time, all ORAs were treated as equity shares.

A payable of €193.1 Mn was recognised as at June 30, 2009, in respect of the final dividend due and which was actually paid on July 15th, 2009, being €2.25 per share and €0.25 per ORA. This amount, which was deducted from the shareholders' equity shown on the consolidated balance sheet as at June 30, 2009, was added back for the calculation of NAV.

2.2 Adjustments linked to the combination with Rodamco

The remaining goodwill (€152.3 Mn) which corresponds to the value of tax optimisation on Rodamco's assets at the date of the combination was deducted, as the optimisation of deferred taxes and transfer taxes was computed for the Unibail-Rodamco portfolio as a whole (see below).

Following the IAS 40 amendment, projects under development for which a fair value can be reliably determined are taken at fair value. Other projects remain at cost less impairment, where applicable. As a consequence, the previous adjustment on pipeline revaluation is no longer required.

2.3 Unrealised capital gains on intangible assets

The appraisal of Espace Expansion, Rodamco Gestion (dating back to December 2008) and of the goodwill of Paris Nord Villepinte / Palais des Congrès de Paris / Palais des Congrès de Versailles gave a rise to an unrealised capital gain of €102.2 Mn which was added for the NAV calculation.

Unibail-Rodamco's other operational subsidiaries (U2M, and Unibail Management) were valued at their consolidated book value, i.e. the value of their operating fixed assets. Accordingly, this cautious approach did not give rise to any unrealised capital gains or losses.

2.4 Mark-to-market value of debt

In accordance with IFRS rules, derivative financial instruments and the ORNANE[23] were recorded on Unibail-Rodamco's balance sheet at their fair value and their impact included in the consolidated shareholders' equity. Only fixed-rate debt was not accounted for at its fair value: nominal value for ex-Unibail debt and fair value at the date of the combination (June 30, 2007) for ex-Rodamco debt. Taking fixed rate debt at its fair value would have had a negative impact of €4.6 Mn. This impact was taken into account in the NAV calculation.

2.5 Adjustment of capital gains taxes

In accordance with accounting standards, deferred tax on property assets was calculated on a theoretical basis on the consolidated balance sheet as at June 30, 2009. For the purpose of the NAV calculation, deferred tax on unrealised capital gains on assets not qualifying for tax exemption (SIIC or FBI regime), has been added back and replaced by taxes actually payable, should a disposal take place.

This resulted in an adjustment of €276.1 Mn to the NAV calculation.

[23] Shares settled bonds convertible into new and/or existing shares – see Financial Resources note.

2.6 Restatement of transfer taxes and disposal costs

Transfer taxes are estimated after taking into account the disposal scheme minimising these costs: sale of the asset or the company that owns it, provided the anticipated method is achievable, which notably depends on the net book value of the asset. This estimation is carried out on a case-by-case basis on each individual asset, according to the local tax regime.

As at June 30, 2009, these estimated transfer taxes and other disposal costs compared to transfer taxes and costs already deducted from asset values on the balance sheet (in accordance with IFRS) came to an adjustment of €197.0 Mn.

2.7 Treasury shares and securities giving access to share capital

Unibail-Rodamco did not hold treasury shares as at June 30, 2009.

Dilution coming from securities giving access to share capital was computed when such instruments came in the money.

The exercise of stock-options whose price was below share price[24] at June 30, 2009, would have led to a rise in the number of shares of 1,087,019, increasing shareholders' equity by €96.3 Mn.

As at June 30, 2009, the fully-diluted number of shares taken into account for the NAV calculation totalled 92,132,064 including the ORAs and the dilutive impact of stock-options.

Unibail-Rodamco's triple net liquidation NAV (Group share) thus stood at €12,132.7 Mn or <u>€131.70</u> per share (fully-diluted) as at June 30, 2009, a decrease of 12.9% compared with year-end 2008.

Value reduction during the six month period amounted to €16.00 per share, by adding back to the NAV decrease of €19.50 per share, the €3.50 dividend paid out in the first six months of 2009.

[24] Until December 31, 2008, all stock options were taken into account to calculate the fully-diluted number of share, regardless of the share price.

UNIBAIL-RODAMCO Triple net liquidation NAV (€ Mn)	June 30, 2008	Dec 31, 2008	June 30, 2009
Consolidated shareholders' equity	**14 883.2**	**12 885.2**	**11 278.3**
Amounts owed to shareholders	**155.4**	**142.6**	**191.5**
Bonds redeemable for shares (restatement of debt component)	**232.7**	**224.6**	**146.6**
Amounts owed to bonds redeemable for share	**17.7**	**15.2**	**1.6**
Deduction of the goodwill on exchange offer	**- 203.7**	**- 174.0**	**- 152.3**
Deduction of pipeline fair value recognised in PPA (1)	**- 44.1**	**- 36.1**	
Fair value adjustment			
Intangible asset (2)	**101.4**	**99.6**	**102.2**
Fixed-rate debt	**139.9**	**132.8**	**- 4.6**
Adjustment to taxes (3)	**320.4**	**290.3**	**276.1**
Adjustment to transfer taxes and disposal costs (4)	**189.5**	**204.0**	**197.0**
Impact of rights giving acces to share capital			
Potential impact of stock options granted	**252.0**	**343.6**	**96.3**
Triple net liquidation NAV	**16 044.3**	**14 127.8**	**12 132.7**
Fully diluted number of shares	93 268 803	93 465 395	92 132 064
Fully diluted triple net liquidation NAV per share	**172.0 €**	**151.2 €**	**131.7 €**
% Change vs 31.12.2008			**-12.9%**

(1) Following the IAS40 amendment, the previous adjustment on pipeline revaluation is no longer required (see paragraph 2.2).

(2) Espace Expansion, Rodamco Gestion, and goodwill of Paris Nord Villepinte, Palais des Congrès Paris, Palais des Congrès Versailles and Palais des Congrès Issy-les-Moulineaux.

(3) Deferred tax on unrealised capital gains on property assets (balance sheet) minus Actual tax

(4) Taxes already deducted from value of assets (balance sheet) minus Actual Transfer taxes

NAV as at June 30, 2009 is reconciled with NAV as at December 31, 2008 in the following table:

Evolution of triple net liquidation NAV Dec. 31, 2008 to June 30, 2009		
Fully diluted NAV per share as at Dec. 31, 2008		**151.20 €**
Revaluation of property assets		- 17.58
Retail	*- 12.18*	
Offices	*- 4.21*	
Convention & exhibition and other	*- 1.19*	
Capital gain on disposals		0.07
Recurring net profit		4.63
Distribution in H1 2009		- 3.50
Mark-to-market of debt and financial instruments		- 3.24
Variation in transfer taxes & deferred taxes adjustments		0.09
Other		0.03
Fully diluted NAV per share as at June 30, 2009		**131.70 €**

In H1 2009, the financial market environment saw short term interest rates decreasing, credit spreads gradually decreasing and liquidity improving with still a differentiation by sector. In this environment, Unibail-Rodamco raised €1.15 bn of new medium to long term debt, accessing various types of markets (especially the convertible bond and bank markets).
Financial ratios are maintained at healthy levels with an interest coverage ratio of 4.2x, an LTV of 33% and an average cost of debt limited to 3.8% in H1 2009.

1. Debt structure at 30 June 2009

Unibail-Rodamco's consolidated nominal financial debt at 30 June 2009 amounted to €7,605 Mn.

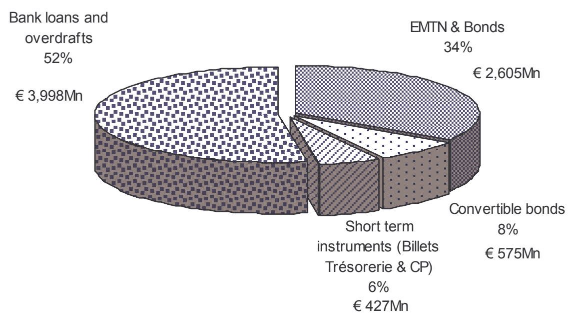
This financial debt includes the €575 Mn of net share settled bonds convertible into new and/or existing shares of Unibail-Rodamco (ORNANE) for 100% of their nominal value while the ORA is treated as equity[25].

1.1. Debt breakdown

Unibail-Rodamco's nominal financial debt as at 30 June 2009 breaks down as follows:

- €2,605 Mn in bond issues, of which €605 Mn in Euro Medium Term Notes (EMTN) of Unibail-Rodamco's programme and €1,500 Mn in EMTN of Rodamco's programme, the remainder, €500 Mn, in Rodamco bonds;
- €575 Mn in ORNANE;
- €427 Mn short term issues in commercial paper (*billets de trésorerie* and Euro Commercial Papers)[26];
- €3,998 Mn in bank loans, including €3,159 Mn in corporate loans, €796 Mn in mortgage loans and €43 Mn in bank overdrafts.

No loans were subject to prepayment clauses linked to the Group's ratings[27].



1.2. Funds Raised

Main financing transactions completed in H1 2009 include:

- The issue in April 2009 of a €575 Mn convertible bond (ORNANE). The ORNANE has the following features[28]:
  - 3.50% coupon
  - Duration of 5.7 years at issuance
  - Exercise price of €146.36 at issuance corresponding to a 30% issue premium
  - Upon conversion, the lower of the share price and nominal value is paid in cash and the optional value is paid in shares, thereby limiting the dilution impact for the Group.

- Signing of medium to long term loans with banks for €575 Mn including:
  (i) A 5-year club deal loan of €350 Mn signed in June 2009;
  (ii) €225 Mn of bilateral loans with a maturity ranging between 2.5 years and 5 years;

  On average, the margin applicable to these new medium to long term bank loans is 224 bps and the average maturity is 4.5 years. This margin represents a 100 bps increase compared to H2 2008 mitigated by the decrease in short term interest rates (Euribor 3 months of 1.7% on average in H1 2009 vs 4.6% on average in H2 2008). In total, cost of debt remains stable in H1 2009 vs 2008 (see section 1.4). Recent transactions, signed in July or currently under discussion, show a decrease in the spread on the new financing transactions, in line with the significant improvement of Unibail-Rodamco bonds secondary level and CDS (decrease by more than 300 bps from ca. 520 bps on January 1, 2009 to ca. 200 bps on June 30, 2009).

[25] ORA=Obligations Remboursables en Actions Unibail-Rodamco. The €146.6 Mn of the ORA recognised as debt is included in shareholders' funds – this approach is consistent with treatment of the ORA by S&P For more information on ORA, see the Annual Report.
[26] Short term paper is backed by confirmed credit lines (see 1.2)
[27] Barring exceptional circumstances (change in control)
[28] For more details please refer to the AMF prospectus (dated 21 April 2009, n°09-104)

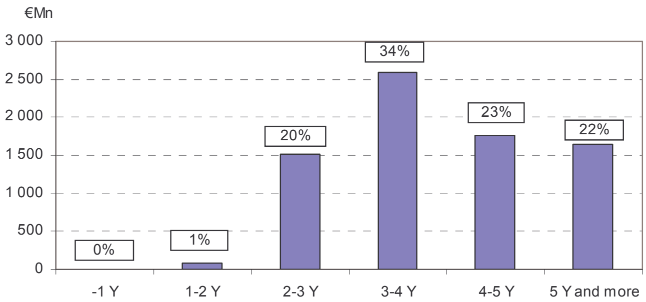
- Other new financial resources were obtained from the money-market by issuing €1,550 Mn of commercial paper with a maturity of up to 4 months.
  €1,445 Mn in *Billets de Trésorerie* and €105 Mn in Euro Commercial Paper were raised during H1 2009. €402 Mn *Billets de Trésorerie* and €25 Mn of Euro Commercial Paper was outstanding as at 30 June 2009.

- As at 30 June 2009, the total amount of undrawn credit lines came to €2,388 Mn.

In addition, since the beginning of July 2009, Unibail-Rodamco has concluded a €70 Mn EMTN transaction at 10 years and signed the restructuring of existing credit lines through an extension of maturity (2Y) and amount, bringing the total amount of the new line to €330 Mn and the duration to 5 years.

1.3. Debt maturity

The following chart illustrates Unibail-Rodamco's debt as at 30 June 2009 after the allocation of the confirmed credit lines (including the undrawn part of the bank loans) by date of maturity and based on the residual life of its borrowings.



Nearly 80% of the debt had a maturity of more than 3 years as at 30 June 2009 (after taking into account undrawn credit lines).

The average maturity of the Group's debt as at 30 June 2009, taking into account the confirmed unused credit lines, stood at 4.2 years (4.4 years as of 31 December 2008).

<u>Liquidity needs</u>

Unibail-Rodamco's immediate debt repayment needs are limited: the amount of bonds or bank loans outstanding as at 30 June 2009 and maturing or amortizing in H2 2009 is €150 Mn and is €534 Mn for 2010, to be compared with €2,388 Mn of undrawn credit lines outstanding as at 30 June 2009.

1.4. Average cost of Debt

Unibail-Rodamco's average cost of debt came to 3.8% over H1 2009 (4.2% over 2008). This average cost of debt results from the level of margins on existing borrowings and the low interest rate environment in H1 2009.

2. Ratings

Unibail-Rodamco is rated by the rating agencies Moody's and Standard & Poor's.

Standard & Poor's confirmed its long-term rating 'A' and its short-term rating 'A1' with a stable outlook in March 2009.

Moody's confirmed the Group's long-term rating of 'A3', also with a stable outlook in June 2009.

3. Market risk management

Market risks can generate losses resulting from fluctuations in interest rates, exchange rates, raw material prices and share prices. Unibail-Rodamco's risk is limited to interest rate fluctuations on the loans it has taken out to finance its investments and maintain the cash position it requires, as well as to exchange rate fluctuations due to the Group's international activities in countries outside the Euro-zone. The Group is not exposed to any equity risks.

Unibail-Rodamco's risk management policy aims to limit the impact of interest rate fluctuations on profit, while minimising the overall cost of debt. To achieve these objectives, the Group uses derivatives, mainly caps and swaps, to hedge its interest rate exposure through a macro hedging policy. Market transactions are confined exclusively to these interest rate hedging activities, which are managed centrally and independently.

To manage exchange rate risk, the Group aims to limit its net exposure by raising debt in local currency, by using derivatives and by buying or selling foreign currencies at spot rates.

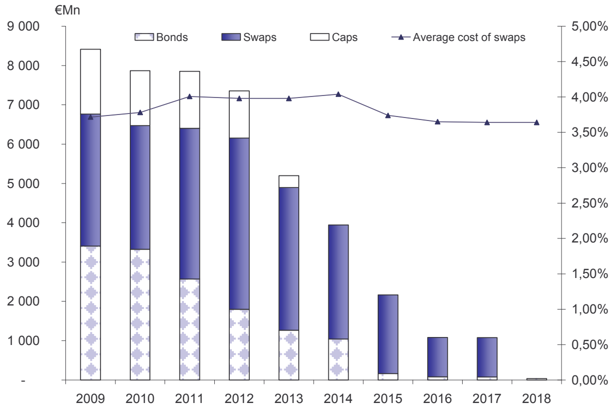
Due to its use of derivatives to minimise its interest rate and currency risk, the Group is exposed to potential counterparty defaults. The counterparty risk is the risk of replacing the derivative transactions at current market rates in the case of default.

3.1. Interest rate risk management

Interest rate hedging transactions

During H1 2009, Unibail-Rodamco took the opportunity of the low interest rate environment to reinforce its already existing hedging portfolio for the years 2011 to 2013. In particular, it entered into €300 Mn of 3-year collars beginning in 2011.

Annual projection of average hedging amounts and fixed rate debt (€ Mn)



The graph above shows:
- The part of debt which is kept at fixed rate, corresponding mainly to Rodamco's bonds.
- The hedging instruments used to hedge the variable rate loans and fixed rate debt immediatly converted into variable-rate debt through the Group's macro hedging policy.

Note that, when applying IFRS, Unibail Holding did not opt to classify its financial hedging instruments as a cash flow hedge. As a result, any fair value changes in these instruments are recognised in the income statement.
As for Rodamco, it applied a cash flow hegde accounting policy according to IFRS for some of its derivative instruments.

Measuring interest rate exposure

As at 30 June 2009, net financial debt stood at €7,472 Mn, excluding partners' current accounts and after taking cash surpluses into account (€133 Mn).

The outstanding debt was hedged in totality against an increase in variable rates, based on debt outstanding as at 30 June 2009 through both:
- Debt kept at fixed rate
- Hedging in place as part of Unibail-Rodamco's macro-hedging policy
- Part of this hedging is made of caps and collars which will allow the Group to benefit to a certain extent from the decrease of short-term interest rates in 2009.

Based on Unibail-Rodamco's debt situation as at 30 June 2009, if interest rates (Euribor, Stibor or Libor) were to rise by an average of 1%[29] (100 basis points) during H2 2009, the resulting increase in financial expenses would have an estimated negative impact of - €0.4 Mn on recurring net profit. A further rise of 1% would have an additional adverse impact of - €2 Mn. Conversely, a 1% (100 basis points) drop in interest rates would reduce financial expenses by an estimated €0.3 Mn and would enhance H2 2009 recurring net profit by an equivalent amount.

3.2. Managing and measuring currency risk exposure

The Group has activities and investments in countries outside the euro-zone, primarily in Sweden. When converted into euros, the income and value of the Group net investment may be influenced by fluctuations in exchange rates against the euro. Wherever possible, the Group aims to match foreign currency income with expenses in the same currency, reducing the exchange effects on earnings volatility and net valuation of the investment. Translation risks are hedged by either matching cash investments in a specific currency with debt in the same currency, or using derivatives to achieve the same risk management-driven goal. Currency risk during the building period of pipeline investments is covered as early as possible after signing of the actual building contract. Other monetary assets and liabilities held in currencies other than the euro are managed by ensuring that net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates where necessary to address short-term balances.

Currency hedging transactions

To enhance its hedging instruments, during H1 2009 the Group put in place cross currency swaps transactions (replacing maturing foreign exchange swaps): 2-year cross currency swaps (SEK/EUR) have been put in place for a nominal amount of SEK3,385 Mn.

Measuring currency exposure

Main foreign currency positions (in € Mn)

(in € Mn) Currency	Assets	Liabilities	Net exposure	Hedging Instruments	Exposure net of hedges
SEK	1 402.5	351.8	1 050.7	647.1	403.6
DKK	297.4	77.8	219.5	127.3	92.3
HUF	0.6	-	0.6	-	0.6
USD	184.7	55.4	129.3	31.9	97.4
CZK	0.1	145.7	- 145.6	- 146.3	0.7
PLN	0.2	- 0.2	0.4	-	0.4
Total	**1 885.5**	**630.6**	**1 255.0**	**659.9**	**595.0**

[29] The eventual impact on exchange rates due to this theoretical increase of 1% in interest rates is not taken into account; theoratical impact of rise in interest rates are calculated above a Euribor, a Stibor and a Libor of 1.09%.

The main exposure kept is in Swedish Krona. A decrease of 10% in the SEK/EUR exchange rate would have a €37 Mn negative impact on shareholders' equity.
The sensitivity of H2 2009 recurring result[30] to a 10% depreciation in the SEK/EUR exchange rate is limited to €3 Mn.

4. Financial structure

As at June 30 2009, the portfolio valuation (including transfer taxes) of the Unibail-Rodamco group amounted to €22,794 Mn.

Debt ratio

As at June 30 2009, the Loan-to-Value ratio (LTV) calculated for Unibail-Rodamco was set at 33% compared to the level recorded at 31 December 2008 (30%). The slight increase of the ratio mainly results from the decrease in the fair market value of the portfolio.

[30] The sensitivity is measured by applying a change in exchange rate to the net revenues in SEK (net rents – financial expenses - taxes), based on an EUR/SEK exchange rate of 10.7528

Interest coverage ratio

The interest coverage ratio (ICR) for Unibail-Rodamco came to 4.2x for H1 2009. It is in line with the high levels achieved in recent years (3.8x in 2008). This level was realised as a result of: (i) the low level of the Group's average debt, (ii) the tightly controlled cost of debt and (iii) stable income.

Financial ratios	31 Dec. 2008	30 June 2009
LTV[31]	30%	33%
ICR[32]	3.8x	4.2x

Those ratios show ample headroom vis a vis bank covenants usually set up at 60% for LTV and 2x for ICR.

As at 30 June 2009, 90% of the Group's[33] credit facilities and bank loans allowed indebtedness amounting to 60% or more of total asset value.

There are no financial covenants (such as LTV or ICR) in the EMTN and the CP programs.

[31] Loan-to-Value (LTV) = Net financial debt / Total portfolio valuation including transfer taxes
[32] Interest Cover Ratio (ICR) = Recurring Ebitda / Recurring Net Financial Expenses (including capitalized interest); Recurring Ebitda being calculated as [total recurring operating results and other income less general expenses, excluding depreciation and amortization]
[33] Credit facilities and bank loans taken at Corporate level, ie at Unibail-Rodamco, Rodamco Europe NV or Rodamco Europe Finance level, and excluding loans in other subsidiaries

I. Consolidated interim income statement : EPRA format

II. Other comprehensive income

III. Consolidated interim statement of financial position

IV. Consolidated interim statement of cash flows

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10. Transactions after the closing date

VIII. Statutory Auditors' review report on the first half-yearly financial information

CONSOLIDATED INTERIM INCOME STATEMENT - Presented under EPRA [1] format (in € Mn)	Notes	H1-2009	H1-2008	2008
Gross rental income	18	743.5	699.4	1,422.7
Ground rents paid	19	-9.9	-11.2	-21.3
Net service charge expenses	20	-7.3	-5.2	-10.3
Property operating expenses	21	-92.4	-82.2	-175.5
Net rental income [2]		**633.8**	**600.7**	**1,215.5**
Corporate expenses		-48.3	-47.0	-99.3
Development expenses		-0.7	-1.6	-5.7
Depreciation		-1.1	-1.3	-2.4
Administrative expenses [2]	22	**-50.1**	**-49.9**	**-107.4**
Revenues from other activities		88.1	84.2	172.7
Other expenses		-57.3	-63.0	-131.0
Net other income	23	**30.9**	**21.1**	**41.7**
Proceeds from disposal of investment property		107.9	953.5	1,474.3
Carrying value of investment property sold		-101.1	-931.1	-1,427.2
Profit on disposal of investment property	24	**6.8**	**22.4**	**47.1**
Valuation gains		60.4	583.3	474.9
Valuation losses		-1,926.1	-518.4	-2,248.1
Valuation movements	25	**-1,865.7**	**64.9**	**-1,773.2**
Impairment of Goodwill	26	**-37.8**	**-**	**-20.7**
NET OPERATING RESULT BEFORE FINANCING COST		**-1,282.1**	**659.3**	**-596.9**
Result from non-consolidated companies		-0.1	0.1	-
Financial income		*45.1*	*40.5*	*134.0*
Financial expenses		*-183.2*	*-168.8*	*-409.2*
Net financing costs		-138.1	-128.4	-275.2
Bonds redeemable for shares		-4.8	-5.8	-11.5
Net share settled bonds convertible into new and/or existing shares (ORNANE)		-28.1	-	-
Fair value adjustments of derivatives and debt	27	-58.2	62.3	-294.8
Debt discounting		-0.8	-0.9	-1.9
Profit on disposal of associates		-	7.5	7.2
Share of the profit of associates	28	-11.5	3.5	0.8
Income on financial assets		6.2	4.5	10.4
RESULT BEFORE TAX		**-1,517.4**	**602.0**	**-1,161.9**
Income tax expenses	29	68.8	-54.3	38.1
NET RESULT FOR THE PERIOD		**-1,448.6**	**547.7**	**-1,123.8**
Non-controlling interests	30	-124.6	58.3	-7.8
NET RESULT (Owners of the parent)		**-1,324.0**	**489.4**	**-1,116.0**

Average number of shares (undiluted)		82,725,028	81,876,510	81,815,557
Net result for the period (Owners of the parent)		-1,324.0	489.4	-1,116.0
Net result for the period (Owners of the parent) per share (€)		**-16.00**	**5.98**	**-13.64**
Average number of diluted shares		91,020,439	91,554,952	91,544,086
Diluted net result per share - Owners of the parent (€)		**-14.55**	**5.35**	**-12.19**

[1] Presentation complying with European Public Real Estate Association best practices policy recommendations.
[2] H1-2008 figures have been restated following the reclassification of valuation fees from "Net rental income" to "Administrative expenses".

OTHER COMPREHENSIVE INCOME	Notes	H1-2009	H1-2008	2008
NET RESULT FOR THE PERIOD		**-1,448.6**	**547.7**	**-1,123.8**
Foreign currency differences on translation of financial statements of subsidiaries		-21.7	-1.0	-33.8
Gain/loss on net investment hedge		-7.9	-	-3.6
Cash flow hedge:				
Depreciation of hedging reserves		-5.4	-1.1	-2.2
OTHER COMPREHENSIVE INCOME	31	**-35.0**	**-2.1**	**-39.6**
NET COMPREHENSIVE INCOME		**-1,483.6**	**545.6**	**-1,163.4**
Non-controlling interests		-125.1	58.3	-8.2
NET COMPREHENSIVE INCOME (OWNERS OF THE PARENT)		**-1,358.5**	**487.3**	**-1,155.2**
Recurring result [1]		425.5	395.4	782.0
Non recurring result [1]		-1,749.5	93.9	-1,898.0
Recurring earning per share and ORA (€)		**4.68**	**4.34**	**8.58**

[1] H1'and 2008 figures slightly differ from previous publication due to income tax allocation restated between recurring and non recurring result.

For the presentation of the income statement by division, please refer to the "notes to the consolidated interim financial statements" section 2 "Business segment report".

(in € Mn)	Notes	H1-2009	Year-end 2008
NON CURRENT ASSETS		**22,026.2**	**23,847.4**
Investment properties	1	**20,694.6**	**22,439.9**
Investment properties at fair value		*20,230.3*	*21,702.6*
Investment properties at cost		*464.3*	*737.3*
Other tangible assets	2	180.5	199.8
Goodwill	3	301.4	322.8
Intangible assets	4	183.9	186.2
Loans		237.4	241.9
Deferred tax assets	13	46.4	52.4
Derivatives at fair value	12	90.1	81.6
Shares of companies consolidated under the equity method	5	291.9	322.8
CURRENT ASSETS		**1,120.0**	**1,076.8**
Properties under promise or mandate of sale	1	**278.7**	**215.3**
Trade receivables from activity	6	**321.5**	**323.8**
Property portfolio (1)		283.8	278.4
Other activities (1)		37.7	45.4
Other trade receivables		**386.6**	**379.0**
Tax receivables		185.4	190.4
Other receivables	7	136.2	120.0
Prepaid expenses		65.0	68.6
Cash and equivalent	8	**133.2**	**158.7**
Financial assets		18.5	27.6
Cash		114.7	131.1
TOTAL ASSETS		**23,146.1**	**24,924.2**
Shareholders' equity (Owners of the parent)		**11,278.3**	**12,885.1**
Share capital		423.7	407.3
Additional paid-in capital		7,265.7	6,786.4
Bonds redeemable for shares		1,050.8	1,566.5
Consolidated reserves		3,948.5	5,516.7
Hedging reserve		-2.5	2.9
Other reserves		-83.9	-54.7
Retained earnings		-	62.0
Consolidated result		-1,324.0	-1,116.0
Interim dividends		-	-286.0
Non-controlling interests		**1,093.6**	**1,264.6**
TOTAL SHAREHOLDERS' EQUITY		**12,371.9**	**14,149.7**
NON CURRENT LIABILITIES		**9,132.3**	**8,850.6**
Commitment to purchase non-controlling interests	9	42.0	44.9
Net share settled bonds convertible into new and/or existing shares (ORNANE)	10	592.7	-
Long-term bonds and borrowings	11	7,254.9	7,510.0
Derivatives at fair value	12	244.5	174.6
Deferred tax liabilities	13	791.3	908.4
Long-term provisions	14	18.9	38.4
Employee benefits	14	9.4	9.4
Guarantee deposits		164.9	153.3
Tax liabilities		3.4	1.8
Amounts due on investments	16	10.3	9.8
CURRENT LIABILITIES		**1,641.9**	**1,923.9**
Amounts owed to shareholders	15	**191.5**	**157.7**
Amounts due to suppliers and other current debt	16	**586.0**	**645.8**
Amounts due to suppliers		112.2	138.6
Amounts due on investments		163.0	210.1
Sundry creditors		159.0	144.7
Other liabilities		151.8	152.4
Current borrowings and amounts due to credit institutions	11	**705.6**	**985.4**
Tax and social security liabilities	17	**134.2**	**121.8**
Contingencies and other current liabilities	14	**24.6**	**13.2**
TOTAL LIABILITIES AND EQUITY		**23,146.1**	**24,924.2**

(1) The split of the trade receivables between property folio and other activities has been reviewed in 2008 for the Viparis entities.

The financial statements are presented in millions of euros, rounded to the nearest hundred thousand and as a result slight differences between rounded figures could exist in the different statements.

(in € Mn)	Notes	H1-2009	H1-2008	2008
Operating activities				
Net result		**-1,448.6**	**547.7**	**-1,123.8**
Depreciation & provisions		40.4	9.7	49.3
Changes in value of property assets		1,865.7	-64.7	1,773.2
Changes in value of financial instruments		86.2	-62.3	294.8
Discounting income/charges		0.8	0.9	1.9
Charges and income relating to stock options and similar items		4.3	3.1	6.1
Other income and expenses		0.2	-0.6	0.3
Net capital gains/losses on sales of properties (1)		-6.8	-32.2	-53.5
Income from companies consolidated under the equity method		11.5	-3.5	-0.8
Income on financial assets		-6.2	-4.5	-10.4
Dividend income from non-consolidated companies		-	-0.1	-
Net financing costs		142.9	133.9	286.8
Income tax charge		-68.8	54.3	-38.1
Cash flow before net financing costs and tax		**621.6**	**581.7**	**1,185.8**
Income on financial assets		6.2	4.5	10.4
Dividend income and result from non-consolidated companies or consolidated under equity method		8.7	0.1	-
Income tax paid		-11.6	-22.0	-34.6
Change in working capital requirement		-26.8	-78.9	-124.4
Total cash flow from operating activities		**598.2**	**485.4**	**1,037.2**
Investment activities				
Property activities		**-277.5**	**-406.7**	**-735.9**
Acquisition of consolidated subsidiaries	32	-56.9	-695.3	-689.1
Amounts paid for works and acquisition of property assets		-333.0	-833.0	-1,846.9
Exit tax payment (2)		-	-	-54.8
Property financing		3.4	-22.2	-30.5
Disposal of consolidated subsidiaries	32	1.0	279.8	541.3
Disposal of investment property		108.0	864.0	1,344.1
Finance leasing and short-term lending activities		**0.8**	**0.4**	**3.7**
Repayment of finance leasing		0.8	0.4	3.7
Financial activities		**8.8**	**0.7**	**1.4**
Disposal of financial assets		0.5	0.7	1.4
Repayment of financial assets		8.3	-	-
Total cash flow from investment activities		**-267.9**	**-405.6**	**-730.8**
Financing activities				
Capital increase		18.7	11.2	15.6
Dividends paid to parent company shareholders		-317.7	-310.1	-643.4
Dividends paid to non-controlling interests of consolidated companies		-10.9	-4.5	-4.2
Purchase of treasury shares		-	-	-57.4
New borrowings and financial liabilities		2,896.9	4,876.4	6,327.5
Repayment of borrowings and financial liabilities		-2,859.7	-4,499.6	-5,641.5
Financial income		57.4	32.1	132.5
Financial expenses		-148.2	-155.2	-407.5
Total cash flow from financing activities		**-363.4**	**-49.7**	**-278.4**
Change in cash and cash equivalents during the period		**-33.2**	**30.1**	**28.0**
Cash at the beginning of the year		**123.7**	**96.9**	**96.9**
Effect of exchange rate fluctuations on cash held		**-0.5**	**7.7**	**-1.2**
Cash at period-end (3)	33	**90.0**	**134.7**	**123.7**

(1) This item includes capital gains/losses on property sales (excluding charges spread over the duration of the lease), disposal of short-term investment property, disposals of finance leasing and disposals of operating assets.
(2) Exit tax in 2008 included €26.0 Mn of exit tax in France and €27.9 Mn of an entry charge for the FBI regime in The Netherlands.
(3) Cash and cash equivalents include bank accounts and current accounts with terms of less than three months.

CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

(in € Mn)	Capital	Additional paid-in capital	Bonds Reedemable for Shares	Consolidated reserves [1]	Consolidated net profit	Cash flow hedging reserves	Currency translation reserve [2]	Total Owners of the parent	Non-controlling interests	Total equity
Balance as at December 31, 2007	**408.8**	**6,827.4**	**1,566.5**	**4,854.2**	**959.4**	**5.1**	**-17.7**	**14,603.7**	**1,031.2**	**15,634.9**
Opening adjustment [3]	-	-	-	-	-14.6	-	-	-14.6	-	-14.6
Balance as at December 31, 2007 - restated	**408.8**	**6,827.4**	**1,566.5**	**4,854.2**	**944.8**	**5.1**	**-17.7**	**14,589.1**	**1,031.2**	**15,620.3**
Profit or loss of the period	-	-	-	-	489.4	-	-	**489.4**	58.3	**547.7**
Other comprehensive income	-	-	-	-	-	-1.1	-1.0	**-2.1**	-	**-2.1**
Net comprehensive income	**-**	**-**	**-**	**-**	**489.4**	**-1.1**	**-1.0**	**487.3**	**58.3**	**545.6**
Earnings appropriation	-	-	-	944.8	-944.8	-	-	**-**	-26.0	**-26.0**
Dividends related to 2007	-	-	-	-295.0	-	-	-	**-295.0**	-	**-295.0**
Interim dividends related to 2008	-	-	-	-	-	-	-	**-**	-	**-**
Stock options and Company Savings Plan	0.8	10.4	-	-	-	-	-	**11.2**	-	**11.2**
Distribution related to the Bonds Redeemable for Shares	-	-	-	-20.9	-	-	-	**-20.9**	-	**-20.9**
Revaluation	-	-	-	54.6	-	-	-	**54.6**	-	**54.6**
Share based payment	-	-	-	3.1	-	-	-	**3.1**	-	**3.1**
Cancellation of treasury shares	-	-	-	-	-	-	-	**-**	-	**-**
Changes in scope of consolidation	-	-	-	54.9	-	-	-	**54.9**	252.4	**307.3**
Reclassification of non-controlling interests	-	-	-	-1.0	-	-	-	**-1.0**	-13.8	**-14.8**
Balance as at June 30, 2008	**409.6**	**6,837.8**	**1,566.5**	**5,594.7**	**489.4**	**4.0**	**-18.7**	**14,883.3**	**1,302.1**	**16,185.4**
Profit or loss of the period	-	-	-	-	-1,605.4	-	-	**-1,605.4**	-66.1	**-1,671.5**
Other comprehensive income	-	-	-	-	-	-1.1	-36.0	**-37.1**	-0.4	**-37.5**
Net comprehensive income	**-**	**-**	**-**	**-**	**-1,605.4**	**-1.1**	**-36.0**	**-1,642.5**	**-66.5**	**-1,709.0**
Earnings appropriation	-	-	-	-	-	-	-	**-**	-	**-**
Dividends related to 2007	-	-	-	-0.4	-	-	-	**-0.4**	-	**-0.4**
Interim dividends related to 2008	-	-	-	-286.0	-	-	-	**-286.0**	-	**-286.0**
Stock options and Company Savings Plan	0.4	3.4	-	-	-	-	-	**3.8**	-	**3.8**
Distribution related to the Bonds Redeemable for Shares	-	-	-	-17.8	-	-	-	**-17.8**	-	**-17.8**
Share based payment	-	-	-	2.2	-	-	-	**2.2**	-	**2.2**
Cancellation of treasury shares	-2.7	-54.8	-	1.1	-	-	-	**-56.4**	-	**-56.4**
Changes in scope of consolidation	-	-	-	-1.6	-	-	-	**-1.6**	26.7	**25.1**
Reclassification of non-controlling interests	-	-	-	0.5	-	-	-	**0.5**	2.3	**2.8**
Balance as at December 31, 2008	**407.3**	**6,786.4**	**1,566.5**	**5,292.7**	**-1,116.0**	**2.9**	**-54.7**	**12,885.1**	**1,264.6**	**14,149.7**
Profit or loss of the period	-	-	-	-	-1,324.0	-	-	**-1,324.0**	-124.6	**-1,448.6**
Other comprehensive income	-	-	-	-	-	-5.4	-29.2	**-34.6**	-0.5	**-35.0**
Net comprehensive income	**-**	**-**	**-**	**-**	**-1,324.0**	**-5.4**	**-29.2**	**-1,358.6**	**-125.1**	**-1,483.6**
Earnings appropriation	-	-	-	-1,116.0	1,116.0	-	-	**-**	-48.0	**-48.0**
Dividends related to 2008	-	-110.1	-	-224.0	-	-	-	**-334.1**	-	**-334.1**
Stock options and Company Savings Plan	1.4	17.4	-	-	-	-	-	**18.8**	-	**18.8**
Conversion of Bonds Redeemable for Shares	15.0	572.0	-515.7	-	-	-	-	**71.3**	-	**71.3**
Distribution related to the Bonds Redeemable for Shares	-	-	-	-6.2	-	-	-	**-6.2**	-	**-6.2**
Share based payment	-	-	-	2.2	-	-	-	**2.2**	-	**2.2**
Changes in scope of consolidation	-	-	-	-	-	-	-	**-**	-1.0	**-1.0**
Reclassification of non-controlling interests	-	-	-	-0.2	-	-	-	**-0.2**	3.1	**2.9**
Balance as at June 30, 2009	**423.7**	**7,265.7**	**1,050.8**	**3,948.5**	**-1,324.0**	**-2.5**	**-83.9**	**11,278.3**	**1,093.6**	**12,371.9**

[1] Includes consolidated reserves, retained earnings and interim dividend.
[2] The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries. It is also used to record the effect of hedging net investments in foreign operations.
[3] Relates to the completion of the Purchase Price Allocation of the business combination of Unibail and Rodamco (see section 3 "Highlights and comparability of the last two years – In 2008", §5 in the consolidated financial statements included in the 2008 Annual Report).

CHANGES IN SHARE CAPITAL

		Total number of shares
As at December 31, 2008		**81,444,653**
	Capital increase reserved for employees under Company Savings Plan	25,919
	Exercise of stock options	261,751
	Bonds reedemable for shares	3,000,184
As at June 30, 2009		**84,732,507**

1) Accounting principles and consolidation methods

The interim consolidated financial statements have been prepared in accordance with IAS 34 "Financial interim information". As these are condensed financial results, they do not include all of the information required by the IFRS and must be read in relation with the Group's annual consolidated financial accounts for the year ended December 31, 2008.

The accounting principles applied for the preparation of these half-yearly consolidated financial accounts are in accordance with the IFRS and interpretations as adopted by the European Union as of June 30, 2009. These can be consulted on the website http://ec.europa.eu/internal_market/accounting/ias_en.htm#adopted-commission.

The accounting principles and methods used are consistent with those applied for the preparation of the annual consolidated financial statements as at December 31, 2008, except for the application of the following new obligatory standards and interpretations :

IFRS 8 : Operating Segments
Improvement of IFRS (May 2008)
IAS 23 A : Borrowing Costs
IAS 1 A : Presentation of Financial Statements (revised)
IAS 32 A & IAS 1 : Puttable Financial Instruments and Obligations Arising on Liquidation
IFRS 2 A : Share-based payments – Vesting Conditions and Cancellations
IFRIC 13 : Customer Loyalty Programmes

These standards, amendments and interpretations do not have a significant impact on the Group's accounts, except for the IAS 40 amendment about the accounting of investment property under construction as detailed below.

These accounting principles do not differ from the IFRS as published by the IASB, in that the obligatory application to accounting periods opened as of January 1, 2009 of the following amendments and interpretations would not have had a material impact on the Group's accounts :

- *Texts which have been adopted by the European Union with effective date later than that specified by IASB and hence are not yet applicable in the European standard:*

IFRIC 12 : Service Concession Arrangements
IFRIC 16 : Hedges of a Net Investment in a Foreign Operation

- *Texts which have not yet been adopted by the European Union :*

IFRIC 9 & IAS 39 A : Reassessment of Embedded Derivatives
IFRS 7 A : Improving Disclosures about Financial Instruments
IFRIC 15 : Agreements for the Construction of Real Estate
IFRIC 17 : Distributions of Non-Cash Assets to Owners (prospective application)
IFRIC 18 : Transfers of Assets from Customers (prospective application)
Amendments to IFRS (April 2009)
IFRS 2 : Group Cash Settled – Share Based payment transactions

The Group has not applied the following amended or revised norms :

- *which are not yet applied by IASB :*

IFRS 3 R : Business Combinations
IAS 27 A : Consolidated and Separate Financial Statements

- *which have not yet been adopted by the European Union as of June 30, 2009 :*

IAS 39 A : Financial instruments : recognition and measurement - Eligible hedged items

The Group is currently analysing the potential impact of all of these standards on its consolidated accounts. At this stage of the analysis, the Group does not anticipate that there will be any significant impact, except for :

IFRS 3 R : Business Combinations, that will change in a prospective way the accounting terms of business combinations

Change in accounting method on Investment Properties Under Construction

The main significant change compared to the consolidated financial accounts for the year ended December 31, 2008 is the application of the IAS 40 A "Investment property – Property under construction or development for future use as investment property". This new disposition is applied since January 1, 2009 in a prospective way.

Since January 1, 2009, Investment Properties Under Construction (IPUC) are covered by IAS 40 and are eligible to be measured at fair value. In accordance with the group investment property valuation method, they are valued at fair value by an external appraiser. Those for which the fair value is not reliably determinable are consequently still valued at cost until such time as a fair value valuation becomes reliable, or until the construction completion.
The pipeline project is eligible for a fair value measurement once all 3 following criteria are fulfilled:

- All administrative authorisations needed to complete the project are obtained,
- The construction has started and costs are committed toward the constructor,
- Substantial uncertainty in future rental income has been eliminated.

If the time to delivery is less than one year, the project has to be taken at fair value.

The investment properties under construction whose fair value can be reliably measured were valued for the first time on June 30, 2009, and the difference between market value and cost value was recognised in the income statement.

Following this application, the impact of this revaluation on the income statement of the period was a net loss of €16 Mn.

Investment properties under construction still measured at cost are subject to impairment tests.

Change in business segment reporting

The geographical business segment reporting was changed so that Austria be shown as a business segment separate from Central Europe. Indeed, following the acquisition of the “Shopping City Süd” shopping centre in Vienna in 2008, this area represents more than €1,000 Mn of investment property. The Central Europe area now brings together the Czech Republic, Germany, Hungary, Poland, Russia, Slovakia and Ukraine (sold in July 2008).
In the consolidated interim income statement by division, 2008 data was restated accordingly.
Following the first application of IFRS 8, there are no significant changes in the business segment presentation of the Group.

Estimations and assumptions

Certain amounts recorded in the consolidated financial statements reflect estimates and assumptions made by management, particularly with regards to the fair value of investment property and financial instruments as well as the valuation of goodwill and intangible assets. The most significant estimates are set out in the notes to the consolidated financial statements included in the 2008 Annual Report : for the valuation of investment property in section 1 § 1.5 “Asset valuation methods” and section 5 note 1 “Change in investment properties”, for the goodwill and intangible assets, respectively in § 1.3 “Business combinations” and § 1.5 “Asset valuation methods” and, for fair value of financial instruments, in note 13 “Hedging instruments”. Actual future results or outcomes may differ from these estimates. The property portfolio and intangible assets used by the Retail, Office and Exhibition Organisation segments are valued by independent appraisals.

2) Business segment report

Consolidated interim income statement by division

(in € Mn)		H1 - 2009 Recurring activities	H1 - 2009 Valuation movements and disposals	H1 - 2009 Result	H1 - 2008 Recurring activities	H1 - 2008 Valuation movements and disposals	H1 - 2008 Result	2008 Recurring activities	2008 Valuation movements and disposals	2008 Result
RETAIL	Gross rental income	245.9	-	245.9	225.3	-	225.3	456.4	-	456.4
	Operating expenses & net service charges	-23.5	-	-23.5	-16.0	-	-16.0	-36.8	-	-36.8
	Net rental income	**222.4**	**-**	**222.4**	**209.3**	**-**	**209.3**	**419.6**	**-**	**419.6**
	Contribution of affiliates	2.7	-14.9	-12.2	2.3	0.6	2.9	4.7	-3.4	1.3
	Gains on sales of properties	-	0.2	0.2	-	-	-	-	-	-
	Valuation movements	-	-712.8	-712.8	-	236.2	236.2	-	-620.5	-620.5
	Result Retail France	**225.1**	**-727.4**	**-502.3**	**211.6**	**236.8**	**448.4**	**424.3**	**-623.9**	**-199.6**
	Gross rental income	81.4	-	81.4	95.1	-	95.1	175.9	-	175.9
	Operating expenses & net service charges	-7.1	-	-7.1	-9.6	-	-9.6	-17.2	-	-17.2
	Net rental income	**74.3**	**-**	**74.3**	**85.5**	**-**	**85.5**	**158.7**	**-**	**158.7**
	Gains on sales of properties	-	4.6	4.6	-	12.3	12.3	-	8.7	8.7
	Valuation movements	-	-80.4	-80.4	-	59.9	59.9	-	-53.5	-53.5
	Result Retail Netherlands - Belgium	**74.3**	**-75.8**	**-1.5**	**85.5**	**72.2**	**157.7**	**158.7**	**-44.8**	**113.9**
	Gross rental income	58.9	-	58.9	59.1	-	59.1	119.4	-	119.4
	Operating expenses & net service charges	-14.8	-	-14.8	-14.3	-	-14.3	-28.0	-	-28.0
	Net rental income	**44.1**	**-**	**44.1**	**44.8**	**-**	**44.8**	**91.4**	**-**	**91.4**
	Valuation movements	-	-166.9	-166.9	-	10.5	10.5	-	-145.4	-145.4
	Result Retail Nordic	**44.1**	**-166.9**	**-122.8**	**44.8**	**10.5**	**55.3**	**91.4**	**-145.4**	**-54.0**
	Gross rental income	65.0	-	65.0	49.5	-	49.5	114.4	-	114.4
	Operating expenses & net service charges	-5.5	-	-5.5	-3.8	-	-3.8	-9.4	-	-9.4
	Net rental income	**59.4**	**-**	**59.4**	**45.7**	**-**	**45.7**	**105.0**	**-**	**105.0**
	Gains on sales of properties	-	0.3	0.3	-	0.1	0.1	-	-	-
	Valuation movements	-	-222.5	-222.5	-	-43.6	-43.6	-	-251.9	-251.9
	Result Retail Spain	**59.4**	**-222.2**	**-162.8**	**45.7**	**-43.5**	**2.2**	**105.0**	**-251.9**	**-146.9**
	Gross rental income	37.9	-	37.9	34.2	-	34.2	70.3	-	70.3
	Operating expenses & net service charges	-0.9	-	-0.9	-1.1	-	-1.1	-2.7	-	-2.7
	Net rental income	**37.0**	**-**	**37.0**	**33.1**	**-**	**33.1**	**67.6**	**-**	**67.6**
	Gains on sales of properties	-	0.1	0.1	-	-	-	-	0.5	0.5
	Valuation movements	-	-77.2	-77.2	-	75.5	75.5	-	14.4	14.4
	Impairment of Goodwill	-	-37.8	-37.8	-	-	-	-	-	-
	Result Retail Central Europe	**37.0**	**-115.0**	**-78.0**	**33.1**	**75.5**	**108.6**	**67.6**	**14.9**	**82.4**
	Gross rental income	34.4	-	34.4	16.8	-	16.8	49.2	-	49.2
	Operating expenses & net service charges	-2.2	-	-2.2	-0.7	-	-0.7	-3.3	-	-3.3
	Net rental income	**32.2**	**-**	**32.2**	**16.1**	**-**	**16.1**	**45.8**	**-**	**45.8**
	Valuation movements	-	-33.8	-33.8	-	-0.8	-0.8	-	-37.2	-37.2
	Impairement of Goodwill	-	-	-	-	-	-		-16.4	-16.4
	Result Retail Austria	**32.2**	**-33.8**	**-1.6**	**16.1**	**-0.8**	**15.3**	**45.8**	**-53.6**	**-7.7**
	TOTAL RESULT RETAIL	**472.1**	**-1,341.1**	**-869.0**	**436.9**	**350.6**	**787.6**	**892.7**	**-1,104.7**	**-211.9**
OFFICES & INDUSTRIAL	Gross rental income	92.1	-	92.1	86.3	-	86.3	175.2	-	175.2
	Operating expenses & net service charges	-3.9	-	-3.9	1.1	-	1.1	-2.0	-	-2.0
	Net rental income	**88.2**	**-**	**88.2**	**87.5**	**-**	**87.5**	**173.2**	**-**	**173.2**
	Gains on sales of properties and affiliates	-	0.9	0.9	-	4.5	4.5	-	28.5	28.5
	Valuation movements	-	-331.0	-331.0	-	-256.5	-256.5	-	-536.8	-536.8
	Result Offices France	**88.2**	**-330.1**	**-241.9**	**87.5**	**-252.0**	**-164.5**	**173.2**	**-508.3**	**-335.0**
	Gross rental income	25.5	-	25.5	34.6	-	34.6	63.9	-	63.9
	Operating expenses & net service charges	-3.3	-	-3.3	-5.2	-	-5.2	-8.8	-	-8.8
	Net rental income	**22.2**	**-**	**22.2**	**29.4**	**-**	**29.4**	**55.1**	**-**	**55.1**
	Gains on sales of properties	-	0.3	0.3	-	5.5	5.5	-	9.3	9.3
	Valuation movements	-	-57.7	-57.7	-	2.0	2.0	-	-87.3	-87.3
	Result Offices other countries	**22.2**	**-57.4**	**-35.1**	**29.4**	**7.5**	**36.9**	**55.1**	**-78.0**	**-22.8**
	TOTAL RESULT OFFICES & INDUSTRIAL	**110.5**	**-387.5**	**-277.0**	**116.9**	**-244.5**	**-127.7**	**228.4**	**-586.2**	**-357.9**
CONVENTION EXHIBITION	Gross rental income	96.4	-	96.4	92.0	-	92.0	185.1	-	185.1
	Operating expenses & net service charges	-48.3	-	-48.3	-49.3	-	-49.3	-98.7	-	-98.7
	Net rental income	**48.2**	**-**	**48.2**	**42.7**	**-**	**42.7**	**86.4**	**-**	**86.4**
	On site property services	**21.2**	**-**	**21.2**	**18.3**	**-**	**18.3**	**41.0**	**-**	**41.0**
	Hotels net rental income	**5.8**	**-**	**5.8**	**6.5**	**-**	**6.5**	**12.7**	**-**	**12.7**
	Exhibitions organizing	**5.8**	**1.1**	**6.9**	**2.5**	**2.6**	**5.1**	**10.4**	**-0.5**	**9.9**
	Valuation movements, depreciation, capital gains	-5.2	-183.0	-188.3	-7.1	-10.9	-17.9	-11.4	-47.7	-59.1
	TOTAL RESULT CONVENTION EXHIBITION	**75.7**	**-181.9**	**-106.2**	**62.9**	**-8.2**	**54.7**	**139.1**	**-48.2**	**90.9**
	Other property services net operating profit	5.5	-	5.5	3.5	-	3.5	8.3	-	8.3
	Other net income	9.2	-	9.2	6.4	-	6.4	3.8	-	3.8
TOTAL OPERATING RESULT AND OTHER INCOME		**672.9**	**-1,910.5**	**-1,237.5**	**626.7**	**97.9**	**724.6**	**1,272.3**	**-1,739.1**	**-466.8**
	General expenses	-49.4	-	-49.4	-48.3	-	-48.3	-101.7	-	-101.7
	Development costs	-0.7	-	-0.7	-1.6	-	-1.6	-5.7	-	-5.7
	Financing result	-138.1	-91.8	-229.8	-128.4	55.6	-72.8	-275.2	-308.2	-583.5
	Impairment of Goodwill	-	-	-	-	-	-	-	-4.3	-4.3
PRE-TAX RESULT		**484.8**	**-2,002.2**	**-1,517.4**	**448.5**	**153.5**	**602.0**	**889.6**	**-2,051.5**	**-1,161.9**
	Corporate income tax	-13.0	81.8	68.8	-6.7	-47.6	-54.3	-16.0	54.2	38.1
NET RESULT		**471.8**	**-1,920.4**	**-1,448.6**	**441.8**	**105.9**	**547.7**	**873.6**	**-1,997.4**	**-1,123.8**
	Non-controlling interests	46.3	-170.9	-124.6	46.4	12.0	58.3	91.6	-99.4	-7.8
NET RESULT - OWNERS OF THE PARENT		**425.5**	**-1,749.5**	**-1,324.0**	**395.4**	**93.9**	**489.4**	**782.0**	**-1,898.0**	**-1,116.0**
Average number of shares and ORA (million)		90.9			91.1			91.1		
RECURRING EARNINGS PER SHARE (€)		**4.68**			**4.34**			**8.58**		
RECURRING EARNINGS PER SHARE GROWTH		**7.83%**			**7.27%**			**9.16%**		

H1-2008 and 2008 figures slightly differ from previous publication due to asset reclassification by segment and income tax allocation restated between recurring and non recurring result.

Segment reporting

Segment information is presented in respect of the Group's business line and geographical segments, based on the Group's management and internal reporting structure.

Business segments

The Group presents its result by division: Retail, Offices & Industrial, Convention-Exhibition and Property services.
The Convention-Exhibition division comprises management of exhibition venues (Viparis), leasing and lease management of respectively the Méridien Montparnasse and Cnit Hilton hotels, and the organisation of exhibitions (Comexposium), this latter consolidated under the equity method.

Geographical segments

Geographical segments are determined on the basis of the Group's definition of a home region. A home region is defined as a region with more than €1 billion in property investment and a local organisation dedicated to all three business lines: the "owner fonction" (asset selection and management including pipeline), retail management, and the finance function. The following are considered home regions based on specific operational and strategic factors :

- France,
- The Netherlands,
- Spain,
- Nordic Countries managed from Sweden, including Sweden, Denmark and Finland,
- Austria,
- Central Europe managed from the Czech Republic, including the Czech Republic, Germany, Hungary, Poland, Russia , Slovakia and Ukraine (sold in July 2008).

The income statement by division is split between recurring and non-recurring Result. The non-recurring result before tax is made up of the valuation movements on investment property, fair value adjustments on derivatives and debts, the result on disposals and impairment of Goodwill.
The income tax is also split between recurring taxes and non-recurring taxes. The Group refined the definition of recurring tax which led to an adjustment of half-year 2008 and full-year 2008 figures in the income statement by division.

Recurring tax is the outcome of:

- the payable income tax, but only as far as related to recurring income,
- plus/minus changes in deferred tax asset-recurring (excluding those caused by a change in tax rate and/or those caused by a use of the deferred tax asset-recurring by non-recurring profits),
- plus/minus changes in "other deferred tax assets" and "other deferred tax liabilities".

Reconciliation between the Results by division and the income statement of the period (EPRA format) as at June 30, 2009

(in € Mn)	Retail						Offices		C.E [(1)]	Not allocated	TOTAL
	France	Netherlands	Nordic	Spain	Central Europe	Austria	France	Others	France		H1 - 2009
Gross rental income	245.9	81.4	58.9	65.0	37.9	34.4	92.1	25.5	102.4	-	743.5
Net rental income	**222.4**	**74.3**	**44.1**	**59.4**	**37.0**	**32.2**	**88.2**	**22.2**	**54.0**	-	**633.8**
Administrative expenses	-	-	-	-	-	-	-	-	-	**-50.1**	**-50.1**
Revenues from other activities	-	-	-	-	-	-	-	-	54.5	33.6	88.1
Net other income	-	-	-	-	-	-	-	-	**16.0**	**14.9**	**30.9**
Gains on disposals	**0.2**	**4.6**	-	**0.3**	**0.1**	-	**0.9**	**0.3**	**0.4**	-	**6.8**
Valuation movements	**-712.8**	**-80.4**	**-166.9**	**-222.5**	**-77.2**	**-33.8**	**-331.0**	**-57.7**	**-183.4**	-	**-1,865.7**
Impairment of Goodwill	-	-	-	-	**-37.8**	-	-	-	-	-	**-37.8**
Operating income	**-490.2**	**-1.5**	**-122.8**	**-162.8**	**-77.9**	**-1.6**	**-241.9**	**-35.2**	**-113.1**	**-35.2**	**-1,282.1**
Contribution of companies consolidated under equity method & interest on financial assets	-12.2	-	-	-	-	-	-	-	6.9	-	-5.3
Net financing costs										-138.1	-138.1
Bonds reedemable for shares										-4.8	-4.8
Net share settled bonds convertible into new and/or existing shares (ORNANE)										-28.1	-28.1
Value adjustment of derivatives and discounting of loans and receivables										-58.9	-58.9
Income & dividends from non-consolidated companies										-0.1	-0.1
Pre-tax profit										-	**-1,517.4**
Corporate income tax										68.8	68.8
Net profit											**-1,448.6**

(1) Convention-Exhibition division

Reconciliation between the Results by division and the income statement of the period (EPRA format) as at June 30, 2008

(in € Mn)	Retail						Offices		C.E [(1)]	Not allocated	TOTAL
	France	Netherlands and Belgium	Nordic	Spain	Central Europe	Austria	France	Others	France		H1 - 2008
Gross rental income	225.3	95.1	59.1	49.5	34.2	16.8	86.3	34.6	98.5	-	699.4
Net rental income	**209.3**	**85.5**	**44.8**	**45.7**	**33.1**	**16.1**	**87.5**	**29.4**	**49.2**	-	**600.7**
Administrative expenses	-	-	-	-	-	-	-	-	-	**-49.9**	**-49.9**
Revenues from other activities	-	-	-	-	-	-	-	-	54.5	29.7	84.2
Net other income	-	-	-	-	-	-	-	-	**11.2**	**9.9**	**21.1**
Gains on disposals	-	**12.3**	-	**0.1**	-	-	**4.5**	**5.5**	-	-	**22.4**
Valuation movements	**236.2**	**59.9**	**10.5**	**-43.6**	**75.5**	**-0.8**	**-256.5**	**2.0**	**-18.3**	-	**64.9**
Impairment of Goodwill	-	-	-	-	-	-	-	-	-	-	-
Operating income	**445.5**	**157.7**	**55.3**	**2.2**	**108.6**	**15.3**	**-164.5**	**36.9**	**42.1**	**-40.0**	**659.3**
Contribution of companies consolidated under equity method & interest on financial assets	2.9	-	-	-	-	-	-	-	5.1	-	8.0
Profit on disposal of associates	-	-	-	-	-	-	-	-	7.5	-	7.5
Net financing costs										-128.4	-128.4
Bonds reedemable for shares										-5.8	-5.8
Value adjustment of derivatives and discounting of loans and receivables										61.4	61.4
Income & dividends from non-consolidated companies										0.1	0.1
Pre-tax profit										-	**602.0**
Corporate income tax										-54.3	-54.3
Net profit											**547.7**

(1) Convention-Exhibition division

Investment properties as at June 30, 2009

(in € Mn)	Retail						Offices		C.E [(1)]	Total H1 - 2009
	France	Netherlands	Nordic	Spain	Central Europe	Austria	France	Others	France	
Investment properties at fair value	7,744.5	2,211.5	1,560.7	1,828.4	1,026.0	1,079.7	3,035.0	430.9	1,313.6	20,230.3
Investment properties at cost	146.6	15.9	15.2	108.5	42.9	30.1	102.5	-	2.6	464.3
Properties under promise or mandate of sale	-	173.4	-	-	-	-	13.9	91.4	-	278.7

1) Convention-Exhibition division

Investment properties as at December 31, 2008

(in € Mn)	Retail						Offices		C.E [(1)]	Total 2008
	France	Netherlands and Belgium	Nordic	Spain	Central Europe	Austria	France	Others	France	
Investment properties at fair value	8,132.8	2,319.1	1,757.4	1,999.7	1,117.8	1,010.9	3,286.4	584.8	1,493.8	21,702.6
Investment properties at cost	318.4	16.5	14.0	124.4	41.7	72.2	147.7	-	2.4	737.3
Properties under promise or mandate of sale	-	212.0	-	-	-	-	-	3.3	-	215.3

(1) Convention-Exhibition division

3) Scope of consolidation

List of consolidated companies	Country	% interest Dec 31, 2008	% interest June 30, 2009	% control June 30, 2009	Method (1)
SE Unibail-Rodamco	France	100.00	100.00	100.00	FC
SHOPPING CENTRES					
Andraka Beteiligungsverwaltungs GmbH	Austria	98.52	98.52	100.00	FC
Donauzentrum Besitz- u. Vermietungs GmbH	Austria	88.67	88.67	90.00	FC
SCS Erweiterungsbau GmbH & Co Anlagenvermietung KG	Austria	98.52	98.52	100.00	FC
SCS Infrastruktur GmbH	Austria	98.52	98.52	100.00	FC
SCS Liegenschaftsverwertungs GmbH	Austria	98.52	98.52	100.00	FC
SCS Motor City Süd Errichtungs GmbH	Austria	98.52	98.52	100.00	FC
Shopping Center Planungs- und Entwicklungs GmbH	Austria	98.52	98.52	100.00	FC
Shopping Center Planungs- und Entwicklungs GmbH & Co Werbeberatung KG	Austria	98.52	98.52	100.00	FC
Südpark Betriebs und Verwaltungs GmbH	Austria	49.26	49.26	50.00	PC
Centrum Cerny Most as	Czech Republic	98.52	98.52	100.00	FC
Centrum Praha Jih-Chodov sro	Czech Republic	98.52	98.52	100.00	FC
Moravska Obchodni as	Czech Republic	64.04	64.04	65.00	FC
Pankrac Shopping Center ks	Czech Republic	73.89	73.89	75.00	PC
Kiinteistö Oy Vantaanportin Liikekeskus	Finland	21.08	21.08	21.40	PC
Kiinteistö Oy Vantaanportin Liiketilat	Finland	59.11	59.11	60.00	PC
SA SFLA	France	100.00	100.00	100.00	FC
SA Société d'Exploitation des Parkings et du Forum des Halles de Paris	France	65.00	65.00	65.00	FC
SARL Immo-Limo	France	100.00	100.00	100.00	FC
SAS Cipcom	France	50.00	50.00	100.00	FC
SAS des Grandes Bruyères	France	10.00	10.00	10.00	EM
SAS La Toison d'Or	France	100.00	100.00	100.00	FC
SAS Le Carrousel du Louvre	France	100.00	100.00	100.00	FC
SAS Monpar	France	100.00	100.00	100.00	FC
SAS Nice Etoile	France	100.00	100.00	100.00	FC
SAS Parimall-Bobigny 2	France	98.52	98.52	100.00	FC
SAS Parimall-Parly 2	France	98.52	98.52	100.00	FC
SAS Parimall-Ulis 2	France	98.52	98.52	100.00	FC
SAS Parimall-Vélizy 2	France	98.52	98.52	100.00	FC
SAS Parimmo-58 Marceau	France	98.52	98.52	100.00	FC
SAS Parly 2 Avenir	France	77.24	77.24	78.40	FC
SAS SALG	France	98.52	98.52	100.00	FC
SAS SFAM	France	100.00	100.00	100.00	FC
SAS Société de Lancement de Magasins à l'Usine	France	100.00	100.00	100.00	FC
SAS Spring Alma	France	100.00	100.00	100.00	FC
SAS Spring Valentine	France	100.00	100.00	100.00	FC
SAS Spring Vélizy	France	100.00	100.00	100.00	FC
SAS Uni-commerces	France	100.00	100.00	100.00	FC
SAS Uniwater	France	100.00	100.00	100.00	FC
SAS Villeneuve 2	France	98.52	98.52	100.00	FC
SCI Aéroville	France	100.00	100.00	100.00	FC
SCI Berri Washington	France	98.52	98.52	100.00	FC
SCI Bobigninvest	France	98.52	98.52	100.00	FC
SCI Bordeaux-Bonnac	France	100.00	100.00	100.00	FC
SCI Channel City	France	100.00	100.00	100.00	FC
SCI Colline Défense	France	53.30	53.30	53.30	FC
SCI Coquelles et Coquelles	France	100.00	100.00	100.00	FC
SCI du CC de Bordeaux Préfecture	France	61.00	61.00	61.00	FC
SCI du CC de Lyon La Part Dieu	France	98.52	98.52	100.00	FC
SCI du CC de Rouen St Sever	France	98.52	98.52	100.00	FC
SCI du CC des Pontôts	France	100.00	100.00	100.00	FC
SCI du Forum des Halles de Paris	France	65.00	65.00	65.00	FC
SCI du Petit Parly 2	France	98.52	98.52	100.00	FC
SCI Eiffel Levallois Commerces	France	100.00	100.00	100.00	FC
SCI Elysées Châlons	France	98.52	98.52	100.00	FC
SCI Elysées Parly 2	France	98.52	98.52	100.00	FC

List of consolidated companies	Country	% interest Dec 31, 2008	% interest Jun 30, 2009	% control Jun 30, 2009	Method (1)
SCI Elysées Vauban	France	98.52	98.52	100.00	FC
SCI Elysées Vélizy 2	France	98.52	98.52	100.00	FC
SCI Espace Commerce Europe	France	50.00	50.00	50.00	PC
SCI Evry Expansion	France	100.00	100.00	100.00	FC
SCI Extension Villeneuve 2	France	98.52	98.52	100.00	FC
SCI Foncière Marceau Saint Sever	France	98.52	98.52	100.00	FC
SCI Grand Magasin Sud LPD	France	98.52	98.52	100.00	FC
SCI Grigny Gare	France	100.00	100.00	100.00	FC
SCI Labex	France	100.00	100.00	100.00	FC
SCI Lyon Kléber	France	98.52	98.52	100.00	FC
SCI Lyon Les Brotteaux	France	98.52	98.52	100.00	FC
SCI Marceau Bussy-Sud	France	98.52	98.52	100.00	FC
SCI Marceau Côté Seine	France	98.52	98.52	100.00	FC
SCI Marceau Parly 2	France	98.52	98.52	100.00	FC
SCI Marceau Plaisir	France	98.52	98.52	100.00	FC
SCI Parlunic 2	France	98.52	98.52	100.00	FC
SCI Pégase	France	53.30	53.30	53.30	FC
SCI Rosny Beauséjour	France	50.00	50.00	50.00	PC
SCI Rosvil	France	60.00	60.00	60.00	FC
SCI Rouen Bretagne	France	98.52	98.52	100.00	FC
SCI Rouen Verrerie	France	98.52	98.52	100.00	FC
SCI SCC de la Défense	France	53.30	53.30	53.30	FC
SCI SCC du Triangle des Gares	France	40.00	40.00	40.00	EM
SCI Sicor	France	73.00	73.00	73.00	FC
SCI Sirmione	France	100.00	100.00	100.00	FC
SCI Takiya	France	100.00	100.00	100.00	FC
SCI Tayak	France	-	100.00	100.00	FC
SCI Val Commerces	France	50.02	50.02	50.02	FC
SCI Vendôme Boisseuil	France	100.00	100.00	100.00	FC
SCI Vendôme Boissy 2	France	100.00	100.00	100.00	FC
SCI Vendôme Saint Genis	France	100.00	100.00	100.00	FC
SCI Vendôme Villeneuve 2	France	98.52	98.52	100.00	FC
SCI VRG 1	France	100.00	100.00	100.00	FC
SCI VRG 3	France	100.00	100.00	100.00	FC
SCI VRG 4	France	100.00	100.00	100.00	FC
SCI Winter	France	50.02	50.02	50.02	FC
SEP du CC d'Evry 2	France	7.50	7.50	7.50	PC
SEP du CC de Rosny 2	France	26.00	26.00	52.00	PC
SEP Extension Evry 2	France	7.50	7.50	7.50	PC
SEP Première Extension Evry 2	France	7.50	7.50	7.50	PC
SEP Valorisation CC LPD	France	61.63	61.63	62.51	PC
SEP Valorisation CC Parly 2	France	47.14	47.14	48.47	PC
SEP Valorisation CC Saint Sever	France	75.42	75.42	76.55	PC
SEP Valorisation CC Ulis 2	France	38.65	38.65	38.92	PC
SEP Valorisation CC Villeneuve 2	France	51.79	51.79	52.57	PC
SNC Almacie	France	100.00	100.00	100.00	FC
SNC CC Francilia	France	100.00	100.00	100.00	FC
SNC Cegep et Cie	France	98.52	98.52	100.00	FC
SNC de Bures-Palaiseau	France	100.00	100.00	100.00	FC
SNC de l'Extension de Rosny	France	100.00	100.00	100.00	FC
SNC du CC de Labège	France	100.00	100.00	100.00	FC
SNC Eiffel Levallois	France	100.00	100.00	100.00	FC
SNC Les Docks de Rouen	France	100.00	100.00	100.00	FC
SNC Les Passages de l'Etoile	France	100.00	100.00	100.00	FC
SNC Maltèse	France	100.00	100.00	100.00	FC
SNC Randoli	France	100.00	100.00	100.00	FC
SNC Saint Genis Laval	France	100.00	100.00	100.00	FC
SNC Vélizy Petit-Clamart	France	100.00	100.00	100.00	FC
SNC Vuc	France	100.00	100.00	100.00	FC
Immobilien KG Dr. Mühlhauser & Co Einkaufs-Zenter	Germany	49.26	49.26	50.00	PC
KG Schliebe & Co Geschäftszentrum Frankfurter Allee	Germany	65.68	65.68	66.67	PC

List of consolidated companies	Country	% interest Dec 31, 2008	% interest Jun 30, 2009	% control Jun 30, 2009	Method (1)
EKZ 6 Kft	Hungary	32.51	32.51	33.00	PC
Euromall Kft	Hungary	98.52	98.52	100.00	FC
Vezer Center Kft	Hungary	98.52	98.52	100.00	FC
Rodamco CH1 Sp zoo	Poland	49.26	49.26	50.00	PC
Aupark as	Slovakia	49.26	49.26	50.00	PC
Essential Whites SL	Spain	52.00	52.00	100.00	FC
Promociones Immobiliarias Gardiner SL	Spain	52.00	52.00	100.00	FC
Proyectos Immobiliarios Time Blue SL	Spain	50.35	50.35	100.00	FC
Unibail-Rodamco Benidorm SL	Spain	86.98	86.98	88.29	PC
Unibail-Rodamco Garbera SL	Spain	98.52	98.52	100.00	FC
Unibail-Rodamco Inversiones SL	Spain	98.52	98.52	100.00	FC
Unibail-Rodamco Ocio SL	Spain	98.52	98.52	100.00	FC
Unibail-Rodamco Proyecto Badajoz SL	Spain	98.52	98.52	100.00	FC
Unibail-Rodamco Steam SL	Spain	50.35	50.35	100.00	FC
Unibail-Rodamco Vallsur SL	Spain	98.52	98.52	100.00	FC
Eurostop KB	Sweden	98.52	98.52	100.00	FC
Rodamco Arninge Centrum KB	Sweden	98.52	98.52	100.00	FC
Rodamco Centerpool AB	Sweden	98.52	98.52	100.00	FC
Rodamco Eneby AB	Sweden	98.52	98.52	100.00	FC
Rodamco Fisketorvet AB	Sweden	98.52	98.52	100.00	FC
Rodamco Forum Nacka KB	Sweden	98.52	98.52	100.00	FC
Rodamco Garage AB	Sweden	98.52	98.52	100.00	FC
Rodamco Helsingborg KB	Sweden	98.52	98.52	100.00	FC
Rodamco Nova Lund KB	Sweden	98.52	98.52	100.00	FC
Rodamco Nova Lund 2 AB	Sweden	98.52	98.52	100.00	FC
Rodamco Nova Lund 3 AB	Sweden	98.52	98.52	100.00	FC
Rodamco Parkering AB	Sweden	98.52	98.52	100.00	FC
Rodamco Solna Centrum AB	Sweden	98.52	98.52	100.00	FC
Rodamco Täby Centrum KB	Sweden	98.52	98.52	100.00	FC
Rodamco Tyresö Centrum AB	Sweden	98.52	98.52	100.00	FC
Rodamco Väsby Centrum AB	Sweden	98.52	98.52	100.00	FC
Oranjevast/Amvest CV	The Netherlands	9.85	9.85	10.00	EM
Rodamco Nederland Winkels BV	The Netherlands	98.52	98.52	100.00	FC
RRN Monumenten BV	The Netherlands	98.52	98.52	100.00	FC
Turbozwaan BV	The Netherlands	98.52	98.52	100.00	FC
OFFICES					
SA Rodamco France	France	98.52	98.52	100.00	FC
SAS Alba	France	100.00	100.00	100.00	FC
SAS Immobilière Château Garnier	France	100.00	100.00	100.00	FC
SAS Immobilière Louvre	France	100.00	100.00	100.00	FC
SAS Iseult	France	100.00	100.00	100.00	FC
SAS Liberty	France	100.00	100.00	100.00	FC
SAS Parimmo-18 Bis Hoche	France	98.52	98.52	100.00	FC
SAS Parimmo-20 Hoche	France	98.52	98.52	100.00	FC
SAS Unibail Investissements II	France	100.00	100.00	100.00	FC
SCI 3-5 Malesherbes	France	100.00	100.00	100.00	FC
SCI 39/41 rue Cambon	France	100.00	100.00	100.00	FC
SCI Arali	France	100.00	100.00	100.00	FC
SCI Ariane-Défense	France	100.00	100.00	100.00	FC
SCI Bureaux Tour Crédit Lyonnais	France	98.52	98.52	100.00	FC
SCI Cnit Développement	France	100.00	100.00	100.00	FC
SCI Eiffel Levallois Bureaux	France	100.00	100.00	100.00	FC
SCI Gaîté Bureaux	France	100.00	100.00	100.00	FC
SCI Galilée-Défense	France	100.00	100.00	100.00	FC
SCI Marceau Part Dieu	France	98.52	98.52	100.00	FC
SCI Ostraca	France	100.00	100.00	100.00	FC
SCI Sept Adenauer	France	100.00	100.00	100.00	FC
SCI Village 3 Défense	France	100.00	100.00	100.00	FC
SCI Village 4 Défense	France	100.00	100.00	100.00	FC
SCI Village 5 Défense	France	100.00	100.00	100.00	FC

List of consolidated companies	Country	% interest Dec 31, 2008	% interest Jun 30, 2009	% control Jun 30, 2009	Method (1)
SCI Village 6 Défense	France	100.00	100.00	100.00	FC
SCI Village 7 Défense	France	100.00	100.00	100.00	FC
SCI Village 8 Défense	France	100.00	100.00	100.00	FC
SCI VRG 2	France	100.00	100.00	100.00	FC
SCI Wilson (Puteaux)	France	100.00	100.00	100.00	FC
SNC Capital 8	France	100.00	100.00	100.00	FC
SNC Gaîté Parkings	France	100.00	100.00	100.00	FC
SNC Lefoullon	France	100.00	100.00	100.00	FC
Akvest Kantoren CV	The Netherlands	88.67	88.67	90.00	FC
CONVENTION-EXHIBITION					
SA Comexposium (subgroup)	France	50.00	50.00	50.00	EM
SA Viparis - Le Palais des Congrès	France	50.00	50.00	100.00	FC
SA Viparis - Porte de Versailles	France	50.00	50.00	100.00	FC
SAEM Semipaci	France	-	47.56	95.12	FC
SARL Pandore	France	50.00	50.00	100.00	FC
SAS Paris Expo Services	France	50.00	50.00	100.00	FC
SAS Société d'Exploitation du Palais des Sports	France	50.00	50.00	50.00	PC
SAS Viparis	France	50.00	50.00	100.00	FC
SAS Viparis - Le Bourget	France	50.00	50.00	100.00	FC
SAS Viparis - Nord Villepinte	France	50.00	50.00	100.00	FC
SAS Viparis - Palais des Congrès de Versailles	France	45.00	45.00	90.00	FC
SCI Propexpo	France	50.00	50.00	50.00	FC
SERVICES					
Donauplex Betriebs GmbH	Austria	88.67	88.67	100.00	FC
Donauzentrum Betriebsführungs GmbH	Austria	88.67	88.67	100.00	FC
Rodamco Central Europe GmbH	Austria	98.52	98.52	100.00	FC
SCS Immobilienverwaltungs GmbH	Austria	98.52	98.52	100.00	FC
Shopping Center Vösendorf Verwaltungs GmbH	Austria	98.52	98.52	100.00	FC
Südpark Holding Gmbh	Austria	98.52	98.52	100.00	FC
Unibail-Rodamco Beteiligungsverwaltung GmbH	Austria	98.52	98.52	100.00	FC
Rodamco Ceska Republica sro	Czech Republic	98.52	98.52	100.00	FC
SARL Sovalec	France	99.26	99.26	100.00	FC
SARL SPSP	France	100.00	100.00	100.00	FC
SAS Cnit Restauration	France	100.00	100.00	100.00	FC
SAS Espace Expansion	France	99.99	100.00	100.00	FC
SAS Rodamco France Management	France	98.52	98.52	100.00	FC
SAS Rodamco Gestion	France	98.52	98.52	100.00	FC
SAS S2B	France	100.00	100.00	100.00	FC
SAS Société d'Exploitation Hôtelière du Cnit	France	100.00	100.00	100.00	FC
SAS Unibail Management	France	100.00	100.00	100.00	FC
SAS Unibail Marketing & Multimédia	France	100.00	100.00	100.00	FC
SAS Unibail-Rodamco Développement	France	100.00	100.00	100.00	FC
Rodamco Europe Sp zoo	Poland	98.52	98.52	100.00	FC
Rodamco Metropolis Management LLC	Russia	98.52	98.52	100.00	FC
RF Property Management spol, sro	Slovakia	-	49.26	50.00	FC
Unibail-Rodamco Spain SA	Spain	98.52	98.52	100.00	FC
Rodamco Management AB	Sweden	98.52	98.52	100.00	FC
Rodamco Projekt AB	Sweden	98.52	98.52	100.00	FC
Rodamco Sverige AB	Sweden	98.52	98.52	100.00	FC
Rodamco Europe Beheer BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Nederland BV	The Netherlands	98.52	98.52	100.00	FC
Unibail-Rodamco Development Nederland BV	The Netherlands	98.52	98.52	100.00	FC
Unibail-Rodamco Management BV	The Netherlands	100.00	100.00	100.00	FC
HOLDINGS AND OTHER					
SCS Werbe GmbH	Austria	98.52	98.52	100.00	FC
Unibail-Rodamco Liegenschaftserwerbs GmbH	Austria	98.52	98.52	100.00	FC
Rodamco Pankrac as	Czech Republic	98.52	98.52	100.00	FC
Rodareal Oy	Finland	98.52	98.52	100.00	FC

List of consolidated companies	Country	% interest Dec 31, 2008	% interest Jun 30, 2009	% control Jun 30, 2009	Method [1]
SA Société de Tayninh	France	97.68	97.68	97.68	FC
SA Uni-Expos	France	100.00	100.00	100.00	FC
SA Union Internationale Immobilière	France	98.52	98.52	100.00	FC
SA Viparis Holding	France	-	50.00	50.00	FC
SARL Espace Expansion Immobilière	France	100.00	100.00	100.00	FC
SAS Cegep	France	98.52	98.52	100.00	FC
SAS Doria	France	100.00	100.00	100.00	FC
SAS Frankvink Investissements	France	98.52	98.52	100.00	FC
SAS Hoche Poincaré	France	98.52	98.52	100.00	FC
SAS Unibail-Rodamco Participations	France	100.00	100.00	100.00	FC
SAS Valorexpo	France	100.00	100.00	100.00	FC
SNC Financière 5 Malesherbes	France	100.00	100.00	100.00	FC
SNC Foncière Richelieu Commerce	France	100.00	100.00	100.00	FC
Rodamco Deutschland GmbH	Germany	98.52	98.52	100.00	FC
Rodamco Deutschland GmbH & Co Süd Liegenschafts KG	Germany	98.52	98.52	100.00	FC
Rodamco Germany Management GmbH	Germany	98.52	98.52	100.00	FC
Zeilgalerie Gbr	Germany	98.52	98.52	100.00	FC
Arrendamientos Vaguada CB	Spain	61.55	61.55	62.47	PC
Promociones Unibail-Rodamco Generales SL	Spain	98.52	98.52	100.00	FC
Proyectos Immobiliarios New Visions SL	Spain	98.52	98.52	100.00	FC
Unibail-Rodamco Levante SL	Spain	98.52	98.52	100.00	FC
Unibail-Rodamco Parques Comerciales SL	Spain	98.52	98.52	100.00	FC
Eurostop AB	Sweden	98.52	98.52	100.00	FC
Eurostop Holding AB	Sweden	98.52	98.52	100.00	FC
Fjärilen Bostads AB	Sweden	-	98.52	100.00	FC
Piren AB	Sweden	98.52	98.52	100.00	FC
Rodamco AB	Sweden	98.52	98.52	100.00	FC
Rodamco Expand AB	Sweden	98.52	98.52	100.00	FC
Rodamco Hallunda Centrum HB	Sweden	98.52	98.52	100.00	FC
Rodamco Holding AB	Sweden	98.52	98.52	100.00	FC
Rodamco Invest AB	Sweden	98.52	98.52	100.00	FC
Rodamco Nacka AB	Sweden	98.52	98.52	100.00	FC
Rodamco Northern Europe AB	Sweden	98.52	98.52	100.00	FC
Rodamco Täby AB	Sweden	98.52	98.52	100.00	FC
Rodamco Tumlaren AB	Sweden	98.52	98.52	100.00	FC
Belindam BV	The Netherlands	98.52	98.52	100.00	FC
Cijferzwaan BV	The Netherlands	98.52	98.52	100.00	FC
Deenvink BV	The Netherlands	98.52	98.52	100.00	FC
Dotterzwaan BV	The Netherlands	98.52	98.52	100.00	FC
Feldkirchen BV	The Netherlands	98.52	98.52	100.00	FC
New Tower Real Estate BV	The Netherlands	50.35	50.35	51.11	FC
Old Tower Real Estate BV	The Netherlands	52.00	52.00	52.78	FC
Rodamco Austria BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Central Europe BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Czech BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Deutschland BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Eastern Europe Holding BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco España BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Europe Finance BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Europe Finance II BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Europe NV	The Netherlands	98.52	98.52	98.52	FC
Rodamco Europe Properties BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Hungary BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Project I BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Retail Deutschland BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Russia BV	The Netherlands	98.52	98.52	100.00	FC
Rodamco Turkey BV	The Netherlands	98.52	98.52	100.00	FC
Romanoff Eastern Europe Property BV	The Netherlands	78.82	78.82	80.00	FC
RoProperty Holding BV	The Netherlands	35.37	35.37	35.90	EM
Vuurvink BV	The Netherlands	98.52	98.52	100.00	FC

[1] FC=fully consolidated companies, PC=proportional consolidation method, EM=consolidated under the equity method.

Sales of offices

In France, the office property located at 42 avenue d'Iéna – Paris 16th was sold at a net price corresponding to a 6% premium above the last appraised value in December 2008.
In Sweden, part of the property Väsby Centrum was sold.

Sales in The Netherlands

Unibail-Rodamco continued its process of divestment of part of the Dutch Retail portfolio for a net amount of €78.8 Mn, with a net disposal profit of €4.6 Mn.

Issuance of net share settled bonds convertible into new and/or existing shares (ORNANE)

Unibail-Rodamco announced on April 29, 2009 the settlement-delivery of 3,928,670 net share settled bonds convertible into new and/or existing shares (ORNANE) at a nominal value of €146.36 per unit (including a premium of 30% compared to the reference price of the Unibail-Rodamco share) for a total amount of €575 Mn.
The private placement of the ORNANE to qualified investors was very successful with an order book of more than €4.5 billion corresponding to a 9x oversubscription coming primarily from long term investors.
The public offer was open from April 22, 2009 to April 24, 2009 included, based on a prospectus approved by the French securities regulator, *Autorité des marchés financiers* (the "AMF") under No. 09-104 on April 21, 2009. The prospectus constituted of the annual report, *document de référence*, filed with the AMF on March 18, 2009 under the No. D.09-0129 and a securities note, *note d'opération* (which includes a summary of the prospectus).

These Bonds are listed on the Euronext Paris market of NYSE Euronext.

Main characteristics of the ORNANE (for more detail, refer to the above mentioned "note d'opération")

- Bonds issued at par and bearing interest of 3.50% per year, applied to its nominal value, payable annually in arrears on January 1 of each year from January 1, 2010.
- Bonds redeemable in full at par and without premium on January 1, 2015.
- In case of early redemption, the bondholders will have the right to receive for one bond an allocation of :
  (a) an amount in cash equal to the lesser of (i) the nominal value of the bonds and (ii) the conversion value (adjusted arithmetic mean of the volume-weighted average trading price of Unibail-Rodamco shares over a period of 10 consecutive trading days beginning from the exercise date inclusive of the conversion right),
  (b) if the conversion value is greater than the nominal value of the bond, an amount payable in new or existing Unibail-Rodamco shares or a combination of the two, at the option of Unibail-Rodamco, corresponding to the difference between the conversion value and the nominal value of the bond.

Being a financial debt with an embedded derivative, and in accordance with IAS 39, the ORNANE are accounted for fully, right from the start, at fair value, on a separate line in the statement of financial position, with subsequent changes recorded on a separate line in the income statement. The accrued interests are classified in the consolidated statement of financial position on the line "Current borrowings and amounts due to credit institutions". The interest expenses are classified in the statement of comprehensive income on the line "Net financing costs".

Conversion into a European Company

The General Meeting of shareholders held on May 14, 2009 approved the conversion of the Company into a European Company with a Management Board and a Supervisory Board under the provisions of the Council Regulation 2001/2157/EC and article L. 225-245-1 of the French Commercial Code.

Rodamco Europe squeeze out proceedings

Non-controlling shareholders still own 1.48% of Rodamco Europe NV. As explained in the 2008 Annual Report, the buyout proceeding under Dutch law, initiated on December 14, 2007 before the Enterprise Chamber of the Amsterdam Court of Appeal, is still ongoing. On March 23, 2009, Unibail-Rodamco submitted to the Court of Appeal a new buyout price within this buyout procedure currently pending.

On the basis of the initial exchange ratio proposed for the Public Exchange Offer applied to the average closing prices of the Shares during the 30 trading days preceding March 23, 2009, the relevant price submitted to the Court equals €54.33 per Rodamco Europe NV share minus any distributions made after the date of the judgment rendered by the Court until the date of transfer of the shares to Unibail-Rodamco, plus interest accrued from the date of such judgment until the date of transfer of the shares to Unibail-Rodamco.

A judgment of the Enterprise Chamber of the Amsterdam Court of Appeal is expected on July 28, 2009.

Bonds Redeemable for Shares conversion

During the first half of 2009, 3,000,184 bonds redeemable for shares were exercised.

5) Notes and comments

5.1-Notes to the consolidated assets

Note 1 – Change in investment properties

In accordance with the preferred method provided under IAS 40, investment properties are stated at their market value as determined by independent appraisers.

Reduced access to capital continues to cause a significantly reduced level of representative ("benchmark") transactions. Most transactions that do occur involve vendors with some degree of financial distress and purchasers looking for “bargains” with increased pricing volatility as a result. Appraisers have reacted to this situation of increased uncertainty by carefully interpreting the limited evidence available, including abortive transactions, and by putting more emphasis on both discounted cash flow parameters and the yield method.
Appraisers confirmed that their opinion on value has been calibrated and put in the pan-European context, given the lack of representative transactions and the fact that especially larger investment opportunities attract competition on an international scale.

Investment Properties Under Construction (IPUC) are covered by IAS 40 since January 1, 2009 and hence are eligible for revaluation except for those for which the fair value is not reliably determinable (see section 1 “Accounting principles and consolidation methods”). At June 30, 2009, the assets still stated at cost are mainly those for which all administrative authorisations have not yet been obtained (in Spain, Benidorm and Badajoz ; in France, Tour Phare, Majunga, Aéroville and the Eiffel project ; in The Netherlands, Almere Buitenmere ; in the Czech Republic, the extensions of Centrum Chodov and Centrum Cerny Most ; in Sweden, the Täby extension and the Mall of Scandinavia), or for which the future rents are still uncertain, as is the case for Lyon Confluence in France.
Assets still stated at cost are subject to an impairment test at June 30, 2009. The total amount of impairment booked at June 30, 2009 is €51.9 Mn.

Investment Properties Under Construction stated at fair value mainly relate to Tour Oxygène, Cours Oxygène and Docks Vauban in France, and the Donauzentrum extension in Austria. These projects represented a total amount of €237.7 Mn in the consolidated statement of financial position at June 30, 2009, of which €75.8 Mn for Offices and €161.9 Mn for Retail. The total impact of the revaluation in the income statement for H1-2009 is a loss of €16 Mn.

As mentioned in section 1 “Accounting principles and consolidation methods” §1.5 – “Asset valuation methods” in the 2008 Annual Report, for the shopping centre and office portfolio the valuation principles adopted are based on the discounted cash flow and yield methodologies. For the Convention-Exhibition portfolio, the valuation methodology adopted is mainly based on a discounted cash flow model applied to total net income projected over the life of the concession or leasehold, if it exists or otherwise over a 10-year period, with an estimation of the asset’s value at the end of the given time period, based either on the residual contractual value for concessions[34] or on capitalised cash flows over the last year.

Shopping centre portfolio
Based on an asset value excluding estimated transfer taxes and disposal costs, the division net initial yield at June 30, 2009 came to 5.9% vs. 5.4% at year-end 2008.
Based on the midyear yield of 5.9%, a further change of +25 basis points would result in a downward adjustment of €659 Mn (or -3.9%) of the portfolio value (including transfer taxes and disposal costs).

Office portfolio
For occupied offices and based on an asset value excluding estimated transfer taxes and disposal costs, the division net initial yield at June 30, 2009 increased by 70 basis points to 7.1% vs. 6.4% at year-end 2008.
Based on the midyear yield of 7.1%, a further change of +25 basis points would result in a downward adjustment of €139 Mn (or -3.4%) of the portfolio value (occupied and vacant space, including transfer taxes and disposal costs).

Convention-Exhibition portfolio
Based on these valuations, the average EBITDA yield on Viparis at June 30, 2009 (2009 recurring operating profit divided by the value of the asset, excluding transfer taxes) was 9.4%.

For further information on the parameters used for the investment property valuation, please refer to the note on the Net Asset Value in the “Business Review and Half-Year 2009 results”.

[34] For Porte de Versailles, a concession renewal probability of 30% was assumed by the appraiser.

Changes in investment properties at fair value

(in € Mn)	Dec 31, 2008	Acquisitions (1)	Capitalised expenses (2)	Disposals (3)	Reclassification and transfer of category (4)	Valuation movements	Currency translation	June 30, 2009
Retail	16,337.5	42.5	144.3	-1.2	223.2	-1,241.4	-54.2	15,450.6
Offices	3,871.2	-	44.9	-24.1	-47.5	-371.5	-7.0	3,466.0
Convention-Exhibition centres	1,493.9	-	5.2	-2.5	0.3	-183.4	-	1,313.6
Total investment property	**21,702.6**	**42.5**	**194.4**	**-27.8**	**176.0**	**-1,796.4**	**-61.2**	**20,230.3**
Properties under promise or mandate of sale	215.4	-	-	-73.6	137.0	-	-	278.7 (5)
TOTAL	**21,918.0**	**42.5**	**194.4**	**-101.4**	**312.9**	**-1,796.4**	**-61.2**	**20,508.9**

(1) The main acquisitions were lots in Shopping City Süd in Vienna, Austria for retail.
(2) Major works related to the Cnit (€26.8 Mn) and Tour Oxygène offices (€21.2 Mn) in France, and for shopping centres Docks-76 in Rouen (€31.9 Mn), Docks Vauban in Le Havre (€18.9 Mn) and Les Quatre Temps in La Défense (€7.5 Mn), in France, Donauzentrum in Vienna, Austria (€14.4 Mn) and Forum Nacka in Stockholm, Sweden (€ 2.3 Mn).
(3) Refers mainly to the disposal of The Netherlands (high street shops and an office property) (€75.2 Mn), and office properties in France and in Sweden (see section 4 "Highlights of the first half of 2009").
(4) See below "Changes in investment properties at cost" footnote (3) for more details.
(5) Sales commitments for office properties in France and The Netherlands for a total amount of €105.3 Mn and for retail properties in The Netherlands for a total amount of €173.4 Mn.

Changes in investment properties at cost

(in € Mn)	Dec 31, 2008	Acquisitions (1)	Capitalised expenses (2)	Disposals	Reclassification and transfer of category (3)	Impairment (4)	Currency translation	June 30, 2009
Retail	587.4	28.5	53.5	-0.2	-257.6	-51.9	-0.4	359.3
Offices	147.7	-	8.3	-	-53.5	-	-	102.5
Convention-Exhibition centres	2.3	-	0.3	-	-	-	-	2.6
TOTAL	**737.4**	**28.5**	**62.1**	**-0.2**	**-311.1**	**-51.9**	**-0.4**	**464.3**

(1) Relates to the acquisition of a piece of land for La Maquinista extension in Barcelona, Spain.
(2) Major works related to the shopping centres Lyon Confluence in France (€35.1 Mn), Badajoz in Spain (€3.4 Mn) and Almere Buitenmere in The Netherlands (€1.8Mn) and to Phare (€4.3 Mn) and Eiffel (€2.8 Mn) offices, all in France.
(3) The office Tour Oxygène and shopping centres Cours Oxygène and Docks Vauban, all in France, and the Donauzentrum extension in Austria were transferred from Investment Properties Under Construction at cost to Investment properties at fair value. In France, the shopping centres Docks-76 in Rouen and Esplanade in Lyon were delivered during the period.
(4) Refers mainly to the impairment of the shopping centres projects Benidorm in Spain and Parly 2 extension in France.

As at June 30, 2009, the outstanding balances of deferred lease incentives (net of key moneys) amortised over the firm term of the lease and deducted from the appraisal value represented €65.8 Mn.

Note 2 – Change in net tangible assets

Net value (in € Mn)	Dec 31, 2008	Acquisitions and capitalised expenses	Changes in the scope of consolidation (1)	Disposals	Amortisation (2)	Other movements	June 30, 2009
Operating assets	155.9	0.1	-	-	-18.4	-	137.6
Furniture and equipment	43.8	4.7	1.8	-0.7	-6.0	-0.7	42.9
TOTAL	**199.7**	**4.8**	**1.8**	**-0.7**	**-24.4**	**-0.7**	**180.5**

(1) Changes in the scope of consolidation come from the entry of Palais des Congrès d'Issy les Moulineaux in France, a Viparis entity.
(2) Concerning the property occupied by the Group located at 7 Place Adenauer Paris 16th - France, as the appraisal value is lower than the net book value, an impairment was booked for €17.2 Mn.

Note 3 – Goodwill

(in € Mn)	Dec 31, 2008	Entries into the scope of consolidation	Increase	Impairment	June 30, 2009
Gross value	1,784.9	0.3	37.8	-	1,823.0
Amortisation	-1,462.1	-	-	-59.5	-1,521.7
TOTAL	**322.8**	**0.3**	**37.8**	**-59.5**	**301.4**

A goodwill of €37.8 Mn has been recognised on Aupark in Bratislava, Slovakia following the payment of the earn-out. This amount has been fully impaired (see note 26 on "Impairment of Goodwill").

An impairment of €21.7 Mn has also been booked for Rodamco's goodwill due to changes in the amount of the optimisation of taxes recognised in Rodamco's goodwill. This amount was recorded in "tax expenses" in the income statement.

Note 4 – Changes in intangible assets

Net value (in € Mn)	Dec 31, 2008	Acquisitions	Disposals	Reclassification and other movements	June 30, 2009
Rights and exhibitions	177.1	0.8	-	-3.0	174.9
Other intangible assets	9.1	0.4	-0.2	-0.3	9.0
TOTAL	**186.2**	**1.2**	**-0.2**	**-3.3**	**183.9**

The main changes relate to the amortisation of the Convention-Exhibition intangible assets (€2.5 Mn).

Note 5 – Shares and investments in companies consolidated under the equity method

(in € Mn)	June 30, 2009	Dec 31, 2008
Share in SCI Triangle des Gares consolidated under the equity method	52.7	67.8
Loan granted to SCI Triangle des Gares	19.1	19.3
Sub-total SCI Triangle des Gares investment	**71.8**	**87.1**
Share in Comexposium group consolidated under the equity method	62.5	69.9
Loan granted to Comexposium group	157.5	165.9
Sub-total Comexposium group investment	**220.1**	**235.8**
TOTAL shares and investments in companies consolidated under the equity method	**291.9**	**322.8**

The value of the stake in SCI Triangle des Gares reflects the market value of properties owned.
The value of the stake in Comexposium group includes the value of the intangible assets (net of the deferred taxes) recognised for these companies at the date of entry into the scope of consolidation.

The main items of the statements of financial position of companies consolidated under the equity method are presented in the table below. These items are stated on a 100% basis including restatements for consolidation purposes.

SCI Triangle des Gares

(in € Mn)	June 30, 2009	Dec 31, 2008
Investment property	151.5	188.5
Current assets	33.8	35.2
Total assets	**185.3**	**223.7**
Restated shareholders' equity	132.0	169.6
External borrowings and debts to partners	47.7	48.2
Other non-current liabilities	4.1	3.9
Current liabilities	1.5	1.9
Total liabilities	**185.3**	**223.7**

Comexposium group

(in € Mn)	June 30, 2009	Dec 31, 2008
Intangible assets (1)	349.0	350.4
Goodwill	211.3	211.1
Current assets	162.3	207.6
Total assets	**722.6**	**769.1**
Restated shareholders' equity	148.8	165.0
Deferred tax liabilities	102.2	105.0
External borrowings and debts to partners	298.5	339.0
Other non-current liabilities	5.3	5.5
Current liabilities	167.8	154.4
Total liabilities	**722.6**	**769.1**

(1) Intangible assets are presented net of the depreciation.

The main income statement items of companies consolidated under the equity method are presented below. These items are stated on a 100% basis including restatements for consolidation purposes.

SCI Triangle des Gares

(in € Mn)	June 30, 2009	June 30, 2008
Rental revenues	7.3	7.9
Change in fair value of properties	-37.2	1.4
Net income	**-32.0**	**5.9**

Comexposium group

(in € Mn)	June 30, 2009	June 30, 2008
Revenues from other activities	131.7	99.9
Net operating profit before financing cost	17.9	10.9
Net income	**5.4**	**2.7**

Note 6 – Trade receivables from activity

All of these receivables are due within one year.

Trade related receivables (in € Mn)	June 30, 2009	Dec 31, 2008
Trade receivables	200.2	204.4
Doubtful accounts	35.8	35.0
Rent-free periods and step rents	114.6	113.9
Gross value	**350.6**	**353.3**
Provisions for doubtful accounts	-29.1	-29.5
NET	**321.5**	**323.8**

Breakdown of trade receivables by business line (in € Mn)	June 30, 2009	Dec 31, 2008
Retail	136.6	129.6
Offices	110.4	106.4
Convention-Exhibition	46.2	59.7
Property services	9.9	7.9
Other	18.5	20.2
TOTAL	**321.5**	**323.8**

Note 7 – Other receivables

Other receivables (in € Mn)	June 30, 2009	Dec 31, 2008
Receivables from suppliers	25.1	25.4
Service charges due (1)	33.2	-
Other debtors (2)	74.6	92.0
Receivables from partners	4.6	3.0
Gross value	**137.5**	**120.3**
Provisions	-1.3	-0.2
NET	**136.2**	**120.0**

(1) At June 30, 2009, this amount corresponds to major works to be reinvoiced to the tenants.
(2) Decrease in other debtors is explained by changes in the amount of accrued income on caps and swaps (-€18 Mn).

Note 8 – Cash and cash equivalents

The level of cash and cash equivalents at the end of June 2009 is stable compared to the last period and is maintained for the purpose of payments planned during the subsequent period.

5.2-Notes to the consolidated liabilities

Note 9 – Commitment to purchase non-controlling interests

Unibail-Rodamco has given commitments to purchase the non-controlling interests in the shopping centres Donauzentrum in Vienna, Austria and Val Commerce in Etrembières, France.

Note 10 – Net share settled bonds convertible into new and/or existing shares (ORNANE)

In April 2009, the Group issued €575 Mn of net share settled bonds convertible into new and/or existing shares (ORNANE) of Unibail-Rodamco.

The terms of issuance and accounting of the ORNANE are presented in section 4 "Highlights of the first half of 2009".

The ORNANE are valued for an amount of €592.7 Mn at June 30, 2009, after deduction of €10.4 Mn issuing charges. The valuation at fair value (quoted price) generated a loss of €28.1 Mn at June 30, 2009, accounted in the profit and loss of the period.

Note 11 – Current and non-current financial liabilities

> Breakdown of debt

Borrowings and other financial liabilities (in € Mn)	**June 30, 2009**	**Dec 31, 2008**
Bonds and EMTNs	**2,642.1**	**2,735.0**
Principal debt	2,605.0	2,755.0
Accrued interest	64.7	22.6
Charges and premiums on issues of borrowings	-8.5	-9.6
Mark-to-market of debt (1)	-31.9	-37.1
Mark-to-market of debt (Fair value hedge)	12.8	4.1
Bank borrowings	**3,998.5**	**4,307.4**
Principal debt	3,954.5	4,252.8
Accrued interest	6.9	21.4
Charges and premiums on issues of borrowings	-9.1	-8.4
Bank overdrafts	41.2	33.0
Accrued interest on bank overdrafts	1.9	5.5
Current accounts to balance out cash flow	2.0	2.1
Mark-to-market of debt (1)	1.2	1.1
Bonds reedemable for shares (including €0.7 Mn of issuing charges) (2)	**146.6**	**224.6**
Other financial liabilities	**1,169.8**	**1,228.4**
Interbank market instruments and negotiable instruments	427.0	535.0
Accrued interest on interbank market instruments and negotiable instruments	1.8	1.6
Current accounts with non-controlling interests	741.0	691.9
Net share settled bonds convertible into new and/or existing shares	**3.5**	**-**
Accrued interest	3.5	-
TOTAL	**7,960.5**	**8,495.4**

(1) Rodamco fixed-rate debt has been marked-to-market at the date of its first consolidation.
(2) On the first-half of 2009, 3,000,184 of bonds redeemable for shares have been exercised.

No loans were subject to prepayment clauses linked to the Group's ratings, barring exceptional circumstances such as change in control.
A significant part of bank loans and credit facilities contain financial covenants such as LTV (Loan To Value) and ICR (Interest Coverage Ratio) ratios.
Current levels of ratios show ample headroom vis-à-vis those bank covenants (see financial resources note).

Unibail-Rodamco's main refinancing operations over H1 2009 break down as follows:

- €575 Mn of convertible bonds issued in April 2009 (see note 10)
- €575 Mn of new medium to long term loans raised through :
  (iii) A 5-year club deal loan of €350 Mn signed in June 2009
  (iv) €225 Mn of bilateral loans with a maturity ranging between 2.5 years and 5 years
  - €1,550 Mn of commercial papers with a maturity of up to 4 months.

The following table shows a breakdown of outstanding duration to maturity of these borrowings and financial liabilities :

Outstanding duration to maturity (in € Mn)	Current Less than 1 year	Non-current 1 year to 5 years	More than 5 years	Total June 30, 2009
Bonds and EMTNs	**45.8**	**2,596.2**	**-**	**2,642.1**
Principal debt	-	2,605.0	-	2,605.0
Accrued interest	64.7	-	-	64.7
Charges and premiums on issues of borrowings	-8.5	-	-	-8.5
Mark-to-market of debt	-10.4	-21.5	-	-31.9
Mark-to-market of debt (Fair value hedge)	-	12.8	-	12.8
Bank borrowings	**215.1**	**3,308.3**	**475.2**	**3,998.5**
Principal debt	172.4	3,306.9	475.2	3,954.5
Accrued interest	6.9	-	-	6.9
Charges and premiums on issues of borrowings	-9.1	-	-	-9.1
Bank overdrafts	41.2	-	-	41.2
Accrued interest on bank overdrafts	1.9	-	-	1.9
Current accounts to balance out cash flow	2.0	-	-	2.0
Mark-to-market of debt	-0.2	1.4	-	1.2
Bonds reedemable for shares (including €0.7 Mn of deducted charges)	**12.4**	**53.1**	**81.0**	**146.6**
Other financial liabilities	**428.8**	**480.3**	**260.8**	**1,169.8**
Interbank market instruments and negotiable instruments	427.0	-	-	427.0
Accrued interest on interbank market instruments and negotiable instruments	1.8	-	-	1.8
Current accounts with non-controlling interests	-	480.3	260.8	741.0
Net shares settled bonds convertible into new and/or existing shares	**3.5**	**-**	**-**	**3.5**
Accrued interest	3.5	-	-	3.5
TOTAL	**705.6**	**6,438.0**	**817.0**	**7,960.5**

As at June 30, 2009, Unibail-Rodamco's average debt maturity was 4.2 years (4.4 years as of December 31, 2008), after taking into account the allocation of confirmed unused credit lines.

> Characteristics of bonds

Issue date	Rate	Amount at June 30, 2009 (€ Mn)	Maturity
July 2003	Fixed rate 3.750 %	500	July 2010
October 2004	Fixed rate 4.375 %	500	October 2014
October 2004	Fixed rate 4 %	500	October 2011
December 2005	Fixed rate 3.750 %	500	December 2012
April 2006	Fixed rate 4.125 %	500	April 2011
July 2008	Constant Maturity Swap 10 years Euro +0.74 %	105	July 2013
TOTAL		**2,605**	

Bonds issued are not restricted by any covenant based on financial ratios which can lead to early repayment of the debt. The €500 Mn bond issue launched by Unibail in October 2004 included an early redemption clause in the event of a change in ownership.

The market value of Unibail-Rodamco's fixed-rate debt is presented in the table below. The remainder of the Group's outstanding debt is variable-rate debt, which has its carrying value on the statement of financial position as the sum of the nominal amount and coupon payments.

Market value of fixed-rate debts (in € Mn)	**June 30, 2009**		**December 31, 2008**	
	Carrying value	**Market value**	**Carrying value**	**Market value**
Long-term debt				
Fixed-rate borrowings, interbank instruments and negotiable market instruments	3,688.9	3,693.5	3,244.7	3,099.3

Note 12 – Hedging instruments

Derivative instruments owned by the Group are stated at their fair values and are recorded in the statement of financial position as at June 30, 2009, for €90.1 Mn as assets and €244.5 Mn as liabilities.

Derivatives are valued by discounted estimated future cash flows based on the interest rate curve at the end of June 2009. The valuation has been cross-checked against valuations by banks.

The mark-to-market of derivatives generated a net loss of €52.8 Mn in the first half of 2009.

Regarding fair value hedge derivatives, a gain of €16 Mn has been recorded in other financial interest and a loss for the same amount has been recognised on the same line in the income statement for the hedged item.

Concerning net investment hedge a loss of €12.7 Mn has been accounted for in equity.

Note 13 – Deferred tax

(In € Mn)	**Dec 31, 2008**	**Increase**	**Decrease**	**Currency transla-tion**	**Changes in scope of consolida-tion**	**June 30, 2009**
Deferred tax liabilities	**909.6**	**-**	**-109.7**	**-8.2**	**0.3**	**792.0**
Deferred tax on investment properties	848.7	-	-108.9	-8.2	-	731.6
Deferred tax on intangible assets	60.9	-	-0.8	-	0.3	60.4
Other deferred tax liabilities	**-1.2**	**-0.2**	**0.7**	**-**	**-**	**-0.7**
- Tax loss carry-forward	-3.7	-0.2	3.6	-	-	-0.3
- Others	2.5	-	-2.9	-	-	-0.4
TOTAL DEFERRED TAX LIABILITIES	**908.4**	**-0.2**	**-109.0**	**-8.2**	**0.3**	**791.3**
Deferred tax assets						
Other deferred tax assets	-	-0.8	-	-	-	-0.8
Tax-loss carry-forward	-52.4	-1.8	8.2	0.4	-	-45.6
TOTAL DEFERRED TAX ASSETS	**-52.4**	**-2.6**	**8.2**	**0.4**	**-**	**-46.4**

Deferred tax liabilities on properties refer to those countries where there is no tax efficient status comparable to that of The Netherlands (FBI) and France (SIIC), that have a tax exemption on recurring income and capital gains on property sales. The decrease of deferred tax liabilities on investment properties is mainly due to the decrease of the valuation of the assets.

In order to keep the FBI status for Dutch companies, Unibail-Rodamco SE has to be qualified for FBI as well. Since there are a number of conditions to be met in terms of allowed activities, a two years grace period was negotiated with the Dutch Tax Authorities which ends on December 31, 2009.

Should Unibail-Rodamco SE prove unable to obtain FBI status, Rodamco Europe NV would become subject to corporate income tax from January 1, 2010. In such a case, Unibail-Rodamco would take the necessary steps to prevent, to the extent possible, that this would have a significant adverse effect on the financial position of the company.

Note 14 – Provisions

(in € Mn)	Dec 31, 2008	Allocations	Utilisations	Reversals	Other movements [3]	June 30, 2009
Long-term provisions	**38.4**	**5.3**	**-0.2**	**-12.5**	**-12.1**	**18.9**
Provisions for charges	0.8	-	-	-	-	0.8
Provisions for litigation [1]	31.1	0.6	-0.2	-9.9	-13.9	7.7
Other provisions [2]	6.5	4.7	-	-2.6	1.8	10.3
Provisions for pension liabilities	**9.4**	**0.1**	**-0.5**	**-**	**0.4**	**9.4**
Short-term provisions	**13.2**	**0.8**	**-1.0**	**-**	**11.7**	**24.6**
Provisions for litigation	3.9	0.1	-0.1	-	14.1	18.0
Other provisions	9.3	0.6	-0.9	-	-2.4	6.7
TOTAL	**61.0**	**6.2**	**-1.7**	**-12.5**	**-**	**52.9**

(1) A litigation which occurred during an acquisition process in France was settled out of court, resulting in the reversal of the provision not used for €9.2 Mn.
(2) A tax risk in France was partially resolved, resulting in the reversal of the provision not used for €2.6 Mn. However, a new risk was identified and a provision was booked for €4.1 Mn.
(3) Other movements relate principally to the reclassification of various provisions between long-term and short-term, depending on the current estimate of when they will be settled.

Note 15 – Amounts owed to shareholders

As at June 30, 2009, this item comprises the balance of the dividend voted by the Annual General Meeting of May 14, 2009 :

- a final dividend of €0.25 per share and ORA,
- a distribution of €2.00 per share deducted from the "distributable reserves" and the "contribution premium" accounts.

The balance (i.e. €2.25 per share) of the total distribution was paid on July 15, 2009.

As at December 31, 2008, this item comprised the second 2008 interim dividend payment (€1.75 per share), paid on January 15, 2009 for shares as well as for the Bonds Redeemable for Shares (ORA) in accordance with the decision made by the Management Board on December 4, 2008.

The dividend regarding the 2008 financial year amounts to € 620.2 Mn (€7.50 per share) for the owners of shares and €50 Mn for the owners of Bonds Redeemable for Shares (ORA) (€5.50 per ORA).

Note 16 – Amounts due to suppliers and other current debt

Main changes relate to "amounts due on investments" which decrease due to the payment of the earn-out of Aupark in Bratislava, Slovakia, and to the impact of the delivery of the shopping centres Pancrac in Prague, the Czech Republic and Strasbourg Etoile, France.

Note 17 – Tax and social security liabilities

The increase is mainly due to Value Added Taxes and Property taxes. These latter are accrued and will be paid at the end of the year.

5.3-Notes to the consolidated statement of comprehensive income

Note 18 – Gross Rental Income

Rental income consists of rents and similar income (e.g. occupancy compensation, key money, parking revenues) invoiced for Office properties and Shopping Centres over the period. The effects of rent-free periods, step rents and key moneys are spread over the fixed term of the lease.

Rental income from the Convention-Exhibition division includes turnover generated by the rental of exhibition space and the provision of unavoidable associated support services to this space.

Charges invoiced to tenants are not included in rental income but deducted from net service charge expenses.

Note 19 – Ground rents paid

Ground rents correspond to lease payments (or depreciation of initial payments) for properties built on land subject to a leasehold or operated under an operating contract (concession). This item mainly applies to Shopping Centres, in particular Forum des Halles and Carrousel du Louvre in France and to the French exposition venues of Le Bourget and Porte de Versailles.

Note 20 – Net service charge expenses

These expenses are net of charges re-invoiced to tenants and relate mainly to vacant premises.

Note 21 – Property operating expenses

These expenses comprise service charges borne by the owner, works-related expenses, litigation expenses, charges relating to doubtful accounts and expenses relating to property management.

Note 22 – Administrative expenses

This item comprises head office and Group administrative expenses, expenses relating to development projects and amortisation charges of Unibail-Rodamco's headquarters.

Note 23 – Net other income

Revenues from other activities cover:

- fees for property services received by companies in the Convention-Exhibition division;
- fees for property management and maintenance services provided to Offices and Shopping Centres. These fees are invoiced by property service companies for their property management activities on behalf of owners outside the Unibail-Rodamco Group;
- fees for project development and consulting services. The internal margins generated on these construction and renovation operations, the costs of which are capitalised in the Group’s individual company accounts, are eliminated;
- revenues from other property services, mainly invoiced by Unibail Marketing & Multimedia in France;
- revenues from residual financing leases, which comprise lease payments net of related amortisation costs.

Other expenses comprise charges relating to property services, general costs and depreciation charges for related fixed assets.

Note 24 – Profit on disposal of investment property

Proceeds from the disposal of investment properties correspond to the disposal price received net of disposal costs. The carrying value of disposed assets corresponds to the latest market valuation recorded on the closing statement of financial position for the previous financial year, plus works costs and capitalised expenses for the period and adjusted for reversals of rent-free periods and step rents. See section 4 “Highlights of the first half of 2009” for details of the main assets disposals.

Note 25 – Valuation movements

This item reflects changes in market valuation of investment properties.

(in € Mn)	June 30, 2009	June 30, 2008	Dec 31, 2008
Retail	-1,293.6	337.7	-1,094.2
Offices	-388.7	-254.5	-624.1
Convention-Exhibition	-183.4	-18.3	-54.9
TOTAL	**-1,865.7**	**64.9**	**-1,773.2**

Note 26 – Impairment of Goodwill

Following the payment of the earn-out on Aupark in Bratislava, Slovakia, a goodwill of €37.8 Mn was recognised and immediately impaired.

Note 27 – Fair value adjustments of derivatives and debt

During the first half of 2009, changes in fair value of derivatives (caps and swaps) generated a loss of €54 Mn and a gain of €1.1 Mn.
The amortisation of the fair value of the debt recognised at the entry of Rodamco amounted to €5.3 Mn.

Note 28 – Share of the profit of associates and income on financial assets

This item breaks down as follows:

(in € Mn)	Recurring activities	Valuation movements and disposals	Result
Income from stake in SCI Triangle des Gares consolidated under equity method	2.1	-14.9	-12.8
Income from stake in Comexposium group consolidated under equity method	0.2	1.1	1.3
Total share of income from companies consolidated under the equity method	**2.2**	**-13.7**	**-11.5**
Interest on the loan granted to SCI Triangle des Gares	0.6	-	0.6
Interest on the loan granted to Comexposium group	5.6	-	5.6
Total interest on receivables	**6.2**	**-**	**6.2**

Note 29 – Income tax expenses

(in € Mn)	June 30, 2009	June 30, 2008	Dec 31, 2008
Deferred tax on:			
- Change in fair value of investment property and impairment of intangible assets	109.8	-14.2	151.8
- Impairment of Goodwill justified by taxes	-21.7	-39.0	-84.6
- Non recurring income	-6.3	5.6	-13.1
- Recurring income	-11.5	-15.6	-15.4
Allocation / reversal of provision concerning tax issues	-1.5	8.9	-0.6
TOTAL TAX	**68.8**	**-54.3**	**38.1**
Total tax due	-11.6	-22.0	-34.7

Note 30 – Non-controlling interests

As at June 30, 2009, this item mainly comprised non-controlling interests in net losses of :

i) Rodamco Europe's Group (€34.2 Mn),
ii) several Shopping Centres in France (€46.2 Mn, mainly Les Quatre Temps for €17.5 Mn, Forum des Halles for €17.8 Mn and Bordeaux Préfecture for €4.1 Mn),
iii) and Viparis entities (€44.2 Mn).

Note 31 – Other comprehensive income

As at June 30, 2009, other comprehensive income comprised :

a) -€21.7 Mn of foreign currency differences on translation of financial statements of subsidiaries related mainly to Sweden, Denmark and the property company in Poland;
b) -€7.9 Mn of Net Investment Hedge which comprises the fair value adjustments of derivatives qualified as Net Investment Hedge and the impact of foreign currency translation on loans qualified as Net Investment Hedge;
c) -€5.4 Mn of depreciation of hedging reserve related to derivatives qualified as Cash Flow Hedge.

5.4- Notes to the consolidated statement of cash flows

The tax charge is classified under cash flow from operating activities.

Net financial interest payments as well as cash flow relating to the purchase or sale of derivative instruments are classified as cash flow from financing activities.

Interest received on loans granted to associates are classified as cash flow from operating activities.

In 2009, €317.7 Mn were paid in January and April as interim dividends on shares and on Bonds Redeemable for Shares (ORA) regarding the 2008 financial year.

Dividends paid on July 15, 2009 have no impact on the half-year 2009 consolidated statement of cash flows.

Note 32 – Breakdown of acquisitions and disposals of consolidated subsidiaries

(in € Mn)	June 30, 2009	June 30, 2008	Dec 31, 2008
Acquisition price of shares	-56.9	-857.0	-869.7
Cash and current accounts acquired	-	161.7	180.6
Acquisitions net of cash acquired [(1)]	**-56.9**	**-695.3**	**-689.1**
Net price of shares sold	1.0	273.0	275.4
Cash and current accounts sold	-	6.8	265.9
Sales net of cash sold	**1.0**	**279.8**	**541.3**

[(1)] As at June 30, 2009, this item refers mainly to the payment of the earn-out of Aupark in Bratislava, Slovakia.

Note 33 – Reconciliation of cash at period-end on the statement of cash flows and cash on the statement of financial position

(in € Mn)	June 30, 2009	June 30, 2008	Dec 31, 2008
Available-for-sale investments	18.5	16.0	27.6
Cash	114.7	191.3	131.1
Current account to balance out cash flow	-2.0	-14.9	-2.1
Bank overdrafts	-41.2	-57.7	-32.9
Cash at period-end	**90.0**	**134.7**	**123.7**

The principles and methods applied by the Group during the first half of 2009 to manage its credit, liquidity, interest rate, currency, counterparty and capital risks corresponded to those applied during 2008, as set out in Sections 6 and 7 of the Notes to the Group's annual consolidated financial accounts for the year ended December 31, 2008.

The main activity related to risk management during the first half of 2009 is set out below.

6.1 Credit risk

Credit risk arises from cash and cash equivalents as well as credit exposures with respect to rental customers, including outstanding receivables. Credit risk is managed on a Group level. The Group structures the level of credit risk it accepts by placing limits on its exposure to a single counterparty, or groups of counterparties, and to geographical and industry segments. Such risks are subject to, at least, an annual and, often, more frequent review. The Group has policies in place to ensure that rental contracts are made with customers with an appropriate credit history.
The main tenants of Unibail-Rodamco's Office properties in France are blue-chip companies. The tenants profile minimises insolvency risks.
In the Retail division, the risk of insolvency is spread widely across a large number of tenants.
When tenants sign their leasing agreements, they are required to provide financial guarantees, such as a deposit, first-demand guarantee or surety bond amounting to between three and six months' rent.
Payments for ancillary services provided by the Convention-Exhibition division are generally received in advance, thereby reducing the risk of unpaid debt.
Late payment reminders are automatically issued in respect of late payments and penalties are applied. Such late payments are monitored by a special "default" committee in each business division which decides on the pre-litigious or litigious action to be taken.
The Group applies the following rules to calculate the provision for doubtful accounts :
- 50 % of receivables due for more than 3 months (calculation after preliminary deduction of possible deposits and bank guarantee)
- 100% of receivables due for more than 6 months.

6.2 Market risk

a/ Liquidity risk

Unibail-Rodamco's immediate debt repayment needs are limited : the amount of bonds or bank loans outstanding as at June 30, 2009 and maturing or amortising in H2 2009 is €150.2 Mn and €534.4 Mn for 2010, to be compared with €2,388 Mn of undrawn credit lines outstanding as at 30 June 2009.

Since the beginning of July 2009, Unibail-Rodamco has concluded a €70 Mn EMTN transaction at 10 years and signed the restructuring of existing credit lines through an extension of maturity (2Y) and amount, bringing the total amount of the new line to €330 Mn and the duration to 5 years.

b/ Interest rate risk management

Average cost of Debt

Unibail-Rodamco's average refinancing rate came to 3.8% over H1 2009 (4.2% over 2008). This average cost of debt results from the level of margins on existing borrowings and the low interest rate environment in H1 2009.

Interest rate hedging transactions

During H1 2009, Unibail-Rodamco took the opportunity of the low interest rates environment to reinforce its already existing hedging portfolio for the years 2011 to 2013. In particular, it entered into €300 Mn of 3-year collars beginning in 2011.

Measuring interest rate risk

(in € Mn)	Outstanding total at June 30, 2009	
	Fixed rate	Variable rate
Financial liabilities	3,626.5	3,978.2
Financial assets	-	-133.2
Net financial liabilities before hedging programme	**3,626.5**	**3,845.0**
Hedging	-500.0	500.0
Net financial liabilities after micro-hedging [1]	**3,126.5**	**4,345.0**
Swap rate hedging [2]	-	-3,939.4
Net debt not covered by swaps	**-**	**405.7**
Cap and floor hedging	-	-1,650.0
Hedging balance	**-**	**-1,244.3**

[1] Partners' current accounts are not included in variable-rate debt.
[2] Forward hedging instruments are not accounted for in this table.

As at June 30, 2009, net financial debt stood at €7,472 Mn, excluding partners' current accounts and after taking cash surpluses into account (€133 Mn).

The outstanding debt was hedged in totality against an increase in variable rates through both :

- Debt kept at fixed rate,
- Hedging in place as part of Unibail-Rodamco's macro-hedging policy. Part of this hedging is made of caps which will allow the Group to benefit from the decrease of short-term interest rates in 2009.

Based on Unibail-Rodamco's debt situation as at June 30, 2009 and hedging instruments in place in the Group, if interest rates (Euribor, Stibor or Libor) were to rise by an average of 1% (100 basis points) during H2 2009, the resulting increase in financial expenses would have an estimated negative impact of -€0.4 Mn on recurring net profit. A further rise of 1% would have an additional adverse impact of -€2 Mn. Conversely, a 1% (100 basis points) drop in interest rates would reduce financial expenses by an estimated €0.3 Mn and would enhance H2 2009 recurring net profit by an equivalent amount.

c/ Currency exchange rate risk management

Main foreign currency positions at June 30, 2009 (in € Mn)

Currency	Assets	Liabilities	**Net Exposure**	Hedging instruments	**Exposure net of hedges**
SEK	1,402.8	351.8	**1,050.7**	647.1	**403.6**
DKK	297.4	77.8	**219.5**	127.3	**92.3**
HUF	0.6	-	**0.6**	-	**0.6**
USD	184.7	55.4	**129.3**	31.9	**97.4**
SKK	-	-	**-**	-	**-**
CZK	0.1	145.7	**-145.6**	-146.3	**0.7**
PLN	0.2	-0.2	**0.4**	-	**0.4**
Total	**1,885.5**	**630.6**	**1,255.0**	**659.9**	**595.0**

The main exposure kept is in Swedish Krona. A decrease of 10% in the SEK exchange rate vs EUR would have a €37 Mn impact on shareholders' equity. The sensitivity of H2 2009 recurring result to a 10% depreciation in the exchange rate SEK / EUR is limited to a loss of €3 Mn.

7) Financial commitments and guarantees

All significant commitments are shown below. The Group does not have any complex commitments.

Commitments given

Commitments given (in € Mn)	**June 30, 2009**	**Dec 31, 2008**
Mortgages and first lien lenders[(1)]	796.0	860.5
Commitments related to construction works [(2)]	177.9	179.6
Properties under construction :		
- Residual commitments related to works contracts[(3)]	562.9	408.2
- Residual commitments related to forward purchase agreements [(4)]	447.3	594.9
Residual commitments related to other works contracts	46.7	49.9
Liability warranties (capped) [(5)]	7.3	5.8
Purchase undertakings and earn out [(6)]	119.5	100.0
Other guarantees given	20.6	20.7
TOTAL	**2,178.2**	**2,219.8**

(1) Discloses the outstanding balances at the reporting date of the debts and credit lines which are guaranteed by mortgages. The gross amount of mortgages contracted, before taking into account subsequent debt reimbursement and unused credit lines, was €1,164.7 Mn at June 30, 2009 (€1,126.9 Mn at December 31, 2008).

(2) Concerns the commitment to carry out maintenance and refurbishment works under the contract of the exhibition site Porte de Versailles in Paris, France.

(3) Concerns commitments linked to the building of new or extension of existing shopping centres and offices, particularly Eiffel offices and retail in Levallois-Perret, Lyon Confluence in Lyon, all in France, Mall of Scandinavia in Stockholm, Sweden, Täby Centrum in Täby, Sweden, and Donauzentrum Extension in Vienna, Austria.

(4) Relates to contracts for new buildings such as Tour and Cours Oxygène in Lyon, France, Markthal in Rotterdam, The Netherlands, and Metropolis in Moscow, Russia.
Concerning Metropolis, in 2006 the Group signed an agreement to purchase 50% of the company to which the Metropolis shopping centre shall be transferred; the acquisition of the shares being also subject to various conditions precedent which are not fulfilled yet. The acquisition would take place only if and when all these conditions precedent are met and if the parties comply with all the other contractual provisions of the share purchase agreement. Considering these conditions and obligations, no certainty can be reasonably given that the acquisition will be finally completed.
In addition, the acquisition price is mainly determined based on rental revenues supported by duly signed and registered long term lease agreements at the time of such acquisition. The process of converting short term leases into long term lease agreements has just been started. Moreover, the acquisition price is subject to other subsequent adjustments at the end of a 3-year period after acquisition.
Taking into consideration the above elements, no financial estimate of potential fair value variation to the acquisition price can be reliably calculated.

(5) Liability warranties granted under the usual terms for the disposal of companies, capped at €7.3 Mn as of June 30, 2009, with the exception of certain specifically identified representations and warranties.

(6) Concerns the Aupark shopping and entertainment centre in Bratislava, Slovakia, for €115.5 Mn. Further to the Group's acquisition in 2006 of a 50% stake in this centre, the vendor has an option to sell an additional 40% to the Group from 2006 onwards. From 2009 onwards he also has an option to sell the remaining 10% to the Group.
The remaining €4.0 Mn relates to the earn out commitment on the Zlote Tarasy shopping centre located in Warsaw, Poland, subject to the finalisation of the related share acquisition.

Commitment to purchase non-controlling interests in Rodamco Europe NV

Non-controlling shareholders still own 1.48% of Rodamco Europe NV. As explained in the 2008 Annual Report, the buyout proceeding under Dutch law, initiated on December 14, 2007 before the Enterprise Chamber of the Amsterdam Court of Appeal, is still ongoing. On March 23, 2009, Unibail-Rodamco submitted to the Court of Appeal a new buyout price within this buyout procedure currently pending.

On the basis of the initial exchange ratio proposed for the Public Exchange Offer applied to the average closing prices of the Shares during the 30 trading days preceding March 23, 2009, the relevant price submitted to the Court equals €54.33 per Rodamco Europe NV share minus any distributions made after the date of the judgment rendered by the Court until the date of transfer of the shares to Unibail-Rodamco, plus interest accrued from the date of such judgment until the date of transfer of the shares to Unibail-Rodamco.

A judgment of the Enterprise Chamber of the Amsterdam Court of Appeal is expected on July 28, 2009. This judgment could entail a decision on a buyout price or a decision to start subsequent valuation procedures.

Other unquantifiable commitments given

- As part of the acquisition in 2006 of 50.02% of Val Commerces, a Shopping Centre at Etrembières, France, Unibail-Rodamco SE granted a call option to the non-controlling partner to sell to him one share of SCI Val Commerces, if the non-controlling partner's put option on his 49.98% share were to be null and void, cancelled or terminated.[35] If this call option were to be exercised, each partner would then own 50.00% of Val Commerces.

- Unibail-Rodamco SE gave an earn-out commitment in the event that an extension permit is obtained for the Chelles 2, France shopping centre before 2012. The maximum amount of this payment is €91.47 per square metre of contractual Gross Leasable Area (GLA), indexed according to the Construction Cost Index.

- Unibail-Rodamco SE undertook to retain its interests in the French subsidiary that owns the Carré Sénart 2 project until this centre is opened to the public.

- As part of the acquisition of 10% of the shares of Grandes Bruyères, Romorantin, France, a project to build a multi-brand store, Unibail-Rodamco SE signed an undertaking to acquire the remaining 90%, contingent upon certain conditions.

- As part of the agreements between the CCIP and Unibail-Rodamco to create Viparis and Comexposium, Unibail-Rodamco has committed to retain its interests in shared subsidiaries until 2013. The CCIP has a right of first choice and a right of joint sale.

- As part of the agreement between the CCIP and Unibail-Rodamco to create Viparis, it was agreed that the SCI Propexpo, a 50% subsidiary of the Group, will sign a long term lease for a new exhibition hall at Paris - Nord Villepinte, France. This lease will be concluded upon completion of the construction of the new hall, currently planned for 2010, and will have a term of 97 years.

- The Group's subsidiary SCI Aéroville has committed to sign a building lease with the Aéroports de Paris, France, contingent upon certain conditions.

- The Group has committed until 2028 to purchase from management and employees of the Comexposium Group, which is consolidated under the Equity Method, preferred shares which they may hold in Comexposium SA as a result of the Comexposium Group's stock option plan. The CCIP is also a party to this commitment.

Commitments received

Commitments received (in € Mn)	**June 30, 2009**	**Dec 31, 2008**
Refinancing agreements obtained but not used (1)	2,388.0	1,598.0
Guarantees received relating to Hoguet Regulation	76.1	79.8
Guarantees received from tenants	251.3	258.7
Other commitments received (2)	357.1	403.9
TOTAL	**3,072.5**	**2,340.4**

(1) These agreements are usually accompanied by a requirement to meet specific target ratios based on revalued shareholders' equity and debt. Certain credit lines are also subject to an early pre-payment clause (in full or in part) in the event of a change in ownership or a series of disposals reducing portfolio assets below a given threshold. Based on current forecasts, excluding exceptional circumstances, these thresholds are not expected to be attained during the current year.

(2) Mainly liability warranties for acquisitions of companies and bank guarantees provided to vendors on forward purchase agreements.

35 The Group's commitment relating to the non-controlling partner's put option is included in the liabilities of the consolidated statement of financial position.

Other unquantifiable commitments received

- Further to the vendor's options to sell a further 40% plus 10% in the Aupark shopping and entertainment centre in Bratislava, Slovakia, as described above in the "Commitments given", the Group has an option to buy an additional 40% from 2013 onwards, thereby extending its stake to 90%.

- Viparis holds a sub-concession for the exhibition venue of Parc des Expositions de Paris Le Bourget, France, which runs through to 2014 and can then be renewed by mutual agreement through to 2023. If the sub-conceder should not agree to this renewal period beyond 2014, he would have to pay a contractual indemnity to Viparis. This indemnity would be calculated based upon a combination of the turnover and the net assets of the venue. The current best estimate is that this indemnity would amount to €16.8 Mn in 2014.

- As part of the agreements between the CCIP and Unibail-Rodamco to create Viparis and Comexposium, the CCIP has committed to retain its interests in shared subsidiaries until 2013. Unibail-Rodamco has a right of first choice and a right of joint sale. Finally, the CCIP accords to the SCI Propexpo, a 50% subsidiary of the Group, a right of preferential purchase on its property rights in the areas of the Palais des Congrès de Paris and the Parc d'Expositions de Paris-Nord Villepinte in France.

Personnel costs amounted to €75 Mn in the first half of 2009 (compared with €80.8 Mn in the first half of 2008). This included :

- €0.6 Mn relating to the Company Savings Plan (compared with €0.8 Mn in the first half of 2008) for the employer contribution and the difference between the subscription price and the share price on the date of the capital increase, and
- €1.80 Mn relating to stock options (compared with €2.4 Mn in the first half of 2008).

On June 25, 2009, a share capital increase, reserved for employees under the Company Savings Plan, was carried out with the following characteristics : 25,919 shares issued at a nominal value of 5 euros resulting in an increase of share capital of €0.1 Mn and of additional paid-in capital of €2.3 Mn.

Headcount

On the first half 2009, the average number of employees of the Group's companies breaks down as follows:

Regions	June 30, 2009	June 30, 2008	Dec 31, 2008
Austria	103	62	85
Central Europe	112	85	87
France [1]	1,069	1,038	1,070
The Netherlands	122	122	130
Nordic	171	166	173
Spain	135	126	128
TOTAL	**1,712**	**1,599**	**1,673**

[1] Of which Viparis : 440 / 487 / 473

Pension plan

The majority of the Group's pension schemes are defined contribution plans. The Dutch companies have pension plans with both defined contribution as well as defined benefit components, for the latter commitments are recorded as a provision.

Stock-option plans

The 2009 authorised plan only comprises stock-options subject to performance criteria. These options have a lifespan of seven years and may be exercised at any time after the fourth anniversary of the date of allocation. The performance criteria are identical to those of the 2003 plan. 735,450 shares have been allocated on March 13, 2009. At June 30, 2009, none were exercised.

The performance-related stock-options allocated in 2009 were valued at €6.50 using a Monte Carlo model. This valuation is based on an exercise price of €99.42, a share price at the date of allocation of €98.79, a vesting period of four years, an estimated lifespan of 4.7 years, a market volatility of 23.3%, a dividend representing 8% of the share value, a risk-free interest rate of 2.8% and a volatility of EPRA index of 18.5% with a correlation EPRA / Unibail-Rodamco of 84.5%.

The table below shows allocated stock-options that had not been exercised at the period-end :

Plan		Exercise period	Adjusted subscription price (€) [(1)]	Number of options granted	Adjustments in number of options [(1)]	Numbers of options cancelled	Number of options exercised	Potential additional number of shares	Unconditional scheme	Performance-related scheme
2000 plan	2001	from 09/10/2003 to 08/10/2009	41.99	317,000	53,685	31,500	332,312	6,873	6,873	-
	2002	from 09/10/2004 to 08/10/2010	46.62	394,000	89,319	4,074	449,064	30,181	30,181	-
2003 plan	2003	from 15/10/2007 to 14/10/2010	53.88	434,500	118,466	-	457,622	95,344	88,981	6,363
	2004	from 13/10/2008 to 12/10/2011	76.91	308,000	83,038	16,865	152,502	221,671	193,672	27,999
	2005	from 13/10/2009 to 12/10/2012	108.59	404,500	-	65,500	-	339,000	244,500	94,500
2006 plan	2006	from 11/10/2010 to 10/10/2013	161.50	365,500	-	41,000	-	324,500	-	324,500
2007 plan	2007	from 11/10/2011 to 11/10/2014	180.36	653,700	-	108,750	-	544,950	-	544,950
2008 plan	2008	from 23/10/2012 to 23/10/2015	130.27	860,450	-	67,500	-	792,950	-	792,950
2009 plan	2009	from 13/03/2013 to 12/03/2016	99.42	735,450	-	6,800	-	728,650	-	728,650
Total				**4,473,100**	**344,508**	**341,989**	**1,391,500**	**3,084,119**	**564,207**	**2,519,912**

[(1)] Adjustments reflect stock-split, dividends paid from retained earnings division and other similar adjustments pursuant to regulations.

Transactions with related companies

The consolidated financial statements include all of the companies in the Group's scope of consolidation (see section 3 "Scope of consolidation").

The parent company is Unibail-Rodamco SE.

To the Group's knowledge, there are no shareholders' pacts nor persons or groups of persons exercising or who could exercise control over the Group.

The main related party transactions refer to transactions with companies consolidated under the equity method.

(in € Mn)	June 30, 2009	June 30, 2008
Groupe Comexposium		
Loan	157.5	165.9
Commercial papers	-30.0	-
Recognised interest	5.6	4.0
Rents and fees invoiced(1)	21.4	21.1
SCI Triangle des Gares		
Loan	19.1	20.4
Recognised interest	0.6	0.5
Fees invoiced(2)	0.4	0.5

(1) Correspond to rents and fees invoiced by Viparis entities to Comexposium.
(2) Correspond to asset management and property management fees invoiced by the Group.

All of these transactions are based on market prices.

No transactions with related parties have influenced significantly the consolidated financial statements.

Transactions with other related parties

For information on the remuneration of members of the Management Board and the Supervisory Board, refer to the 2008 Annual Report.

In compliance with the Afep-Medef Corporate Governance Code[36], the remuneration of M. Jaap Tonckens as Management Board member[37] has been fixed by the Supervisory Board meeting dated on July 22, 2009 on the same basis as the other current non CEO Management Board members, as follows :

- Gross annual fixed income : €400,000
- Short-term incentive (STI) : same calculation rules as for the other non CEO members (quantitative and qualitative target – see 2008 Annual Report). For 2009, by exception, the STI will – on a pro rata temporis basis- be guaranteed at a minimum of 50% of the gross annual fixed income.
- Long-term incentive (stock-options) : M. Jaap Tonckens will be eligible for a stock-options grant in March 2010 subject to Supervisory Board approval.

As the other Management Board members, M. Jaap Tonckens will have the benefit of a company car, the Company's health and life mutual insurance, an unemployment contribution (GCS-type), as well as the benefit of the Company's supplementary pension plan. He will be able to subscribe to the Company savings plan. He does not benefit from the profits-sharing scheme (Regulated employee profit-sharing plan and employee profit-sharing agreement). He does not benefit from any contractual severance package or from any contractual indemnification clause in relation to non-competition provisions.

[36] Adopted by the Company as its reference for corporate governance matters in accordance with article L.225-68 of the French Commercial Code
[37] The appointment should be effective on September 1, 2009 subject to regular approval of the Dutch Authority for the Financial Markets.

10) Transactions after the closing date

Divestment

The office building located at 12 rue du Mail Paris 2nd – France was sold on July 2, 2009.

Dividend

Unibail-Rodamco paid €2.25 per share for the 2008 final dividend and the distribution of an amount deducted from the "distributable reserves" and the "contribution premium" accounts on July 15, 2009. Following this distribution, the Redemption Ratio for ORA bonds, the Conversion Ratio for ORNANE bonds and the exercise terms for stock-options were adjusted from July 15, 2009 as follows :

- ORA bonds : the new Redemption Ratio will be 1.02,
- ORNANE bonds : the new conversion rate will be 1.02,
- Stock-options granted by the Company : the adjustment ratio applicable to the number of stock-options and the strike price will be 1.02.

STATUTORY AUDITORS' REVIEW REPORT ON THE FIRST HALF YEARLY FINANCIAL INFORMATION

Period from Period from January 1 to June 30, 2009

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 shareholders' annual general meeting and in accordance with article L. 451-1-2 III of the French monetary and financial code (Code Monétaire et Financier), we hereby report to you on:

- our review of the accompanying condensed half-yearly consolidated financial statements of Unibail-Rodamco, for the period from January 1 to June 30, 2009, and
- the verification of the information contained in the interim management report.

These condensed half-yearly consolidated financial statements are the responsibility of the management board. They have been established as described on note 5.1 to the financial statements in the context of the ongoing decline in real estate transactions and of the difficulty in forecasting the economic and financial prospects. Our role is to express a conclusion on these financial statements based on our review.

1. Conclusion on the financial statements

We conducted our review in accordance with professional standards applicable in France. A review of interim financial information consists in 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 French professional standards and consequently does not enable us to obtain assurance that the financial statements, taken as a whole, are free from material misstatements, as we would not 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 these condensed half-yearly consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34 – IFRS as adopted by the European Union applicable to interim financial information.

Without modifying the conclusion expressed above, we draw your attention to the matter discussed in note 1 to the condensed consolidated financial statements relating to new accounting standards and interpretations that the company applied starting January 1, 2009.

2. Specific verification

We have also verified the information provided in the interim management report in respect of the condensed half-yearly financial statements that were the object of our review.

We have no matters to report on the fairness and consistency of this information with the condensed half-yearly financial statements.

Neuilly-sur-Seine and Paris-La Défense, July 24, 2009

The Statutory Auditors

French original signed by

DELOITTE MARQUE & GENDROT	ERNST & YOUNG Audit
Joël Assayah	Bernard Heller