Report by one of the Statutory Auditors, appointed as an independent third party, on the consolidated non-financial statement included in the management report

For the year ended, 31st 2018
Report by one of the Statutory Auditors, appointed as an independent third party, on the non-financial statement included in the management report.

For the year ended, 31st 2018

To the General Assembly of the SPIE company
Parc Saint-Christophe - Pôle Vinci
95863 Cergy Pontoise Cedex

In our capacity as Statutory Auditor of SPIE company (hereinafter the “entity”), appointed as an independent third party and accredited by COFRAC under number 3-1060 rév.2 (whose scope is available at www.cofrac.fr), we hereby report to you on the consolidated non-financial statement for the year ended... (hereinafter the “Statement”), included in the management report pursuant to the legal and regulatory provisions of articles L. 225-102-1, R. 225-105 and R. 225-105-1 of the French Commercial Code (Code de commerce).

The entity’s responsibility

Pursuant to legal and regulatory requirements, the Board of Directors is responsible for preparing the Statement, including a presentation of the business model, a description of the principal non-financial risks, a presentation of the policies implemented considering those risks and the outcomes of said policies, including key performance indicators.

The Statement has been prepared in accordance with the entity’s procedures (hereinafter the “Guidelines”), the main elements of which are presented in the Statement and which are available on request from the entity’s head office.

Independence and quality control

Our independence is defined by the provisions of article L. 822-11-3 of the French Commercial Code and the French Code of Ethics (Code de déontologie) of our profession. In addition, we have implemented a system of quality control including documented policies and procedures regarding compliance with the ethical requirements, French professional guidance and applicable legal and regulatory requirements.
Responsibility of the Statutory Auditor, appointed as an independent third party

On the basis of our work, our responsibility is to provide a report expressing a limited assurance conclusion on:

- the compliance of the Statement with the provisions of article R. 225-105 of the French Commercial Code;
- the fairness of the information provided in accordance with article R. 225-105 I, 3 and II of the French Commercial Code, i.e., the outcomes, including key performance indicators, and the measures implemented considering the principal risks (hereinafter the “Information”).

However, it is not our responsibility to comment on:

- The entity’s compliance with other applicable legal and regulatory provisions, in particular the French duty of care law and anti-corruption and tax evasion legislation;
- The compliance of products and services with the applicable regulations.

Nature and scope of our work

The work described below was performed in accordance with the provisions of articles A. 225-1 et seq. of the French Commercial Code determining the conditions in which the independent third party performs its engagement and with the professional guidance of the French Institute of Statutory Auditors (“CNCC”) applicable to such engagements, as well as with ISAE 3000 – Assurance engagements other than audits or reviews of historical financial information.

Our procedures allowed us to assess the compliance of the Statement with regulatory provisions and the fairness of the Information:

- we obtained an understanding of all the consolidated entities’ activities, the description of the social and environmental risks associated with their activities and, where applicable, the impact of these activities on compliance with human rights and anti-corruption and tax evasion legislation, as well as the resulting policies and their outcomes;
- we assessed the suitability of the Guidelines with respect to their relevance, completeness, reliability, objectivity and understandability, with due consideration of industry best practices, where appropriate;
- we verified that the Statement includes each category of social and environmental information set out in article L. 225-102-1 III, as well as information regarding compliance with human rights and anti-corruption and tax evasion legislation;
- we verified that the Statement includes an explanation for the absence of the information required under article L. 225-102-1 III, 2;
- we verified that the Statement presents the business model and the principal risks associated with all the consolidated entities’ activities, including where relevant and proportionate, the risks associated with their business relationships and products or services, as well as their policies, measures and the outcomes thereof, including key performance indicators;
- we verified, where relevant with respect to the principal risks or the policies presented, that the Statement provides the information required under article R. 225-105 II;
- we assessed the process used to identify and confirm the principal risks;
- we asked what internal control and risk management procedures the entity has put in place;
- we assessed the consistency of the outcomes and the key performance indicators used with respect to the principal risks and the policies presented;
we verified that the Statement covers the scope of consolidation, i.e., all the companies included in the scope of consolidation in accordance with article L. 233-16 within the limitations set out in the Statement;

we assessed the data collection process implemented by the entity to ensure the completeness and fairness of the Information;

for the key performance indicators and other quantitative outcomes that we considered to be the most important, which is listed in appendix, we implemented:

- analytical procedures to verify the proper consolidation of the data collected and the consistency of any changes in those data,
- substantive tests, using sampling techniques, in order to verify the proper application of the definitions and procedures and reconcile the data with the supporting documents. This work was carried out on a selection of contributing entities SPIE GmbH, SPIE SAG GmbH and SPIE Nederland and covers between 20% and 47% of the consolidated data relating to the key performance indicators and outcomes selected for these tests;

we referred to documentary sources and conducted interviews to corroborate the qualitative information (measures and outcomes) that we considered to be the most important, which is listed in appendix;

we assessed the overall consistency of the Statement based on our knowledge of all the consolidated entities.

We believe that the work carried out, based on our professional judgement, is sufficient to provide a basis for our limited assurance conclusion; a higher level of assurance would have required us to carry out more extensive procedures.

Means and resources
Our work was carried out by a team of 7 people between September 2018 and April 2019 and took a total of 7 weeks.

We were assisted in our work by our specialists in sustainable development and corporate social responsibility. We conducted some 12 interviews with the people responsible for preparing the Statement, representing executive management, risk management, compliance, human resources, health and safety, environmental, business development and purchasing departments.

Conclusion
Based on our work, nothing has come to our attention that causes us to believe that the non-financial statement is not in accordance with the applicable regulatory provisions and that the Information, taken as a whole, is not presented fairly in accordance with the Guidelines.

Comments
Without qualifying our conclusion and in accordance with article A.225-3 of the French Commercial Code, we have the following comments:
- For the indicators “Greenhouse gas emissions (scope 1 & 2)”, “Carbon intensity per turn over”, “Number of electric and hybrid vehicles” and “fuel car consumption”, the scope of reporting doesn’t include the activities of SPIE Deutschland & Zentraleuropa and covers 67% of consolidated workforce.

- No key performance indicators are stated for the information on the risks in relation to business ethics, quality and clients’ satisfaction and suppliers.

Neuilly sur Seine, 8th of April 2019

One of the Statutory Auditors
PricewaterhouseCoopers Audit

Yan Ricaud
Partner

Sylvain Lambert
Sustainable Development Partner
Appendix: List of the information we considered most important

Key performance indicators and other quantitative results:

- Evolution of Employee number;
- OSHAS certification (% of workforce);
- Absolute frequency rate;
- Severity rate;
- Carbon intensity per turn over;
- Number of new hired employee (permanent contract);
- Number of pair-work “Digital reverse monitoring”;
- Number of participants for the run “la Parisienne”;
- % of employee shareholder;
- Number of fatal accident;
- Coverage rate of purchasing spent evaluated by Ecovadis.

Qualitative information (actions and results):

- Energy efficiency projects / Durable city in SPIE clients;
- Decrease of carbon footprint of SPIE;
- Hiring;
- Intensification and professionalization of sourcing;
- Health and safety policy for “zero accident” a real objective;
- Risk management of suppliers;
- Quality and satisfaction of clients;
- Business ethic.