



# Interim Financial Report (September 30, 2016)

<b>1</b>	<b>2016 INTERIM MANAGEMENT REPORT</b>	<b>3</b>
	1 – THIRD QUARTER 2016 RESULTS	3
	2 – SECOND QUARTER 2016 RESULTS	26
	3 – FMC TECHNOLOGIES AND TECHNIP TO COMBINE	51
	4 – FIRST QUARTER 2016 RESULTS	52
	5 – MAIN RISKS	81
	6 – RELATED PARTIES	81
<b>2</b>	<b>STATEMENT OF THE PERSON RESPONSIBLE FOR THE INTERIM FINANCIAL REPORT</b>	<b>82</b>
<b>3</b>	<b>2016 INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS</b>	<b>83</b>
	1 – CONSOLIDATED STATEMENT OF INCOME	83
	2 – CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME	84
	3 – CONSOLIDATED STATEMENT OF FINANCIAL POSITION	85
	4 – CONSOLIDATED STATEMENT OF CASH FLOWS	87
	5 – CONSOLIDATED STATEMENT OF CHANGE IN EQUITY	88
	6 – NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS	89
	Note 1 – Accounting Principles	
	Note 2 – Scope of Consolidation	
	Note 3 – Segment Information	
	Note 4 – Financial Income and Expenses	
	Note 5 – Income Tax	
	Note 6 – Earnings per Share	
	Note 7 – Property, Plant and Equipment (Tangible Assets)	
	Note 8 – Intangible Assets	
	Note 9 – Available-For-Sale Financial Assets	
	Note 10 – Construction Contracts	
	Note 11 – Cash and Cash Equivalents	
	Note 12 – Shareholders’ Equity	
	Note 13 – Financial Debts (Current and Non-Current)	
	Note 14 – Provisions (Current and Non-Current)	
	Note 15 – Related Party Disclosures	
	Note 16 – Off-Balance Sheet Commitments	
	Note 17 – Litigation	
	Note 18 – Market Related Exposure and Financial Instruments	
	Note 19 – Subsequent Events	
<b>4</b>	<b>STATUTORY AUDITORS’ REVIEW REPORT ON THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS</b>	<b>110</b>

**1 – THIRD QUARTER 2016 RESULTS**

Technip's Third Quarter 2016 Results: strong group profitability at c.10%, 2016 objectives upgraded

**THIRD QUARTER 2016: STRONG FINANCIALS**

- **Net Income up 12.4%** versus 3Q 15 to €184 million
- **Adjusted Operating Margin<sup>1</sup> at c.10%**, up 0.4% versus 3Q 15
- **Adjusted net cash** resilient at €1.8 billion
- **Order intake** at €1.5 billion in line with recent quarters
- **Adjusted revenue** at €2.9 billion, stable at constant currency versus 3Q 15

**EFFECTIVE EXECUTION AND COST REDUCTION**

- Successful offshore campaigns, strong vessel utilization in Subsea, and successful sail away of all 78 modules for phase 1 of Yamal LNG project
- Cost reduction plan on track: €900 million savings by year-end 2016 out of a total of over €1 billion

**FULL YEAR 2016 OBJECTIVES UPGRADED**

- Subsea upgraded: adjusted revenue above €5.0 billion (previously between €4.7 and €5.0 billion), adjusted Operating Income From Recurring Activities<sup>2</sup> around €700 million (previously around €680 million)
- Onshore/Offshore unchanged: adjusted revenue between €5.7 and €6.0 billion, adjusted Operating Income From Recurring Activities<sup>2</sup> around €280 million

**MERGER UPDATE**

- Major regulatory milestones achieved
- Shareholder meetings called for December 5, 2016

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates, divided by adjusted revenue.

<sup>2</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates.

**Note:** The third quarter 2016 results presented in this press release were prepared on the adjusted basis as described in Technip's fourth quarter 2015 press release. These results reflect the financial reporting framework used for management purposes.

- 3Q 16 revenue at €2,126 million within IFRS framework and €2,919 million within adjusted framework
- 3Q 16 net income at €184 million within both IFRS and adjusted frameworks

On October 25, 2016, Technip's Board of Directors approved the condensed interim consolidated financial statements for the first nine-month period ended September 30, 2016.

€ million (except Diluted Earnings per Share)	3Q 15	3Q 16	Change	9M 15	9M 16	Change
<b>Adjusted Revenue</b>	<b>3,108.9</b>	<b>2,919.4</b>	<b>(6.1)%</b>	<b>9,090.6</b>	<b>8,494.4</b>	<b>(6.6)%</b>
Subsea	1,547.0	1,397.2	(9.7)%	4,388.4	4,148.8	(5.5)%
Onshore/Offshore	1,561.9	1,522.2	(2.5)%	4,702.2	4,345.6	(7.6)%
<b>Adjusted Underlying EBITDA<sup>1</sup></b>	<b>371.8</b>	<b>352.7</b>	<b>(5.1)%</b>	<b>968.5</b>	<b>981.8</b>	<b>1.4%</b>
<i>Adjusted Underlying EBITDA Margin</i>	12.0%	12.1%	12bp	10.7%	11.6%	90bp
<b>Adjusted Underlying OIFRA<sup>2</sup></b>	<b>292.0</b>	<b>284.6</b>	<b>(2.5)%</b>	<b>745.2</b>	<b>780.9</b>	<b>4.8%</b>
Subsea	232.0	229.1	(1.3)%	647.5	610.6	(5.7)%
Onshore/Offshore	75.5	70.3	(6.9)%	152.2	213.5	40.3%
<i>Adjusted Underlying Operating Margin<sup>3</sup></i>	9.4%	9.7%	36bp	8.2%	9.2%	100bp
One-off Charge	(14.4)	(9.0)	nm	(584.8)	(98.5)	nm
<b>Underlying Net Income<sup>4</sup></b>	<b>184.3</b>	<b>203.2</b>	<b>10.3%</b>	<b>475.3</b>	<b>523.9</b>	<b>10.2%</b>
<b>Net Income of the Parent Company</b>	<b>163.9</b>	<b>184.3</b>	<b>12.4%</b>	<b>(56.9)</b>	<b>422.0</b>	<b>nm</b>
Diluted Earnings per Share <sup>5</sup> (€)	1.35	1.46	8.0%	(0.50)	3.44	nm

Order Intake	1,746	1,514		4,757	3,927	
Backlog	17,459	12,285		17,459	12,285	

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates excluding exceptional items, depreciation and amortization. No exceptional items in 9M16.

<sup>2</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates excluding exceptional items. No exceptional items in 9M16.

<sup>3</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates excluding exceptional items, divided by adjusted revenue. No exceptional items in 9M16.

<sup>4</sup> Net income of the parent company excluding exceptional items. See annex V.

<sup>5</sup> As per IFRS, diluted earnings per share are calculated by dividing income/(loss) attributable to the parent company's shareholders, restated for financial interest related to dilutive potential ordinary shares, by the weighted average number of outstanding shares during the period, plus the effect of dilutive potential ordinary shares related to the convertible bonds, dilutive stock options and performance shares calculated according to the "Share Purchase Method" (IFRS 2), less treasury shares. In conformity with this method, anti-dilutive stock options are ignored in calculating EPS. Dilutive options are taken into account if the subscription price of the stock options plus the future and still outstanding IFRS 2 charge is lower than the average market share price during the EPS reference period.

**Thierry Pilenko, Chairman and CEO**, commented: "A robust operational performance associated with strong cost reduction measures enabled Technip to record a solid third quarter including an adjusted margin on recurring operations nearing 10%. In addition, we have made considerable progress towards our merger with FMC Technologies passing major regulatory milestones. Last, we recorded a first project win for our alliance.

### **Third Quarter Performance**

In Subsea, we started handover to clients on a range of projects, including T.E.N. in Ghana ahead of schedule. Vessel utilization remained strong at 86% reflecting efficient management of our high-end fleet, including in Brazil where we have 5 vessels on charter. We continued to be busy also across our flexible manufacturing plants. In Onshore/Offshore, on the Yamal project, we completed the sail away of all 78 modules planned for the first phase of the project, and their delivery on the Sabetta site in Siberia is ahead of schedule. Mobilisation on site has also been impressive this year, with over 10,000 people now active on the site construction and hook-up.

Our cost reduction efforts continued as planned and enabled us to sustain our adjusted group margins at 9.7% (compared to 9.4% last year) despite revenues being down 6.1% year-on-year.

Technip's adjusted OIFRA was therefore €285 million compared to €260 million in the second quarter and €292 million a year ago. Net income rose 12.4% to €184 million.

Our cash-flow showed the expected outflow of working capital as we applied contract advances to project progress but net cash was resilient at €1.8 billion.

Order intake was in line with last quarters, with nearly €0.5 billion in Subsea and €1 billion in Onshore/Offshore, with the Greater Enfield and Jebel Ali projects being the most important awards.

### **Market Outlook**

Our teams are busy tendering on new projects, even if the picture is varied across geographic regions.

Onshore/Offshore remains quite robust and we continue to see opportunities to get involved early with customers, positioning ourselves for future projects. The resilience of this segment is underpinned by our long-lasting client relationships, our front-end presence and our proprietary technology. We continue to be well positioned on a number of promising early stage Onshore/Offshore projects.

In Subsea, we are seeing pockets of growing demand, for example greenfield in the North Sea, and sustained interest for long tiebacks and field extensions. Also, our clients continue to work with us on securing structural cost reduction in offshore developments. This interest has accelerated over last six months through our Technip / FMC Technologies Alliance, with 17 integrated early stage studies at the Forsys Subsea joint venture and our first follow-on business - a fast track development of the Lancaster field in the North Sea.

Overall, we remain confident in our ability to drive change in our industry and therefore to enable our clients to make new offshore investments on a profitable basis, even in a low oil price environment.

Turning to our full year 2016 objectives, our Subsea guidance is upgraded with adjusted revenues expected above €5 billion and adjusted OIFRA around €700 million, while our Onshore/Offshore guidance remains unchanged in every respect.

We expect to enter 2017 with a good backlog and promising prospects, and intend to continue to drive out costs down and focus on solid project execution. Based on these elements, we would expect for 2017: Subsea to deliver roughly stable adjusted margins on lower adjusted revenues; Onshore/Offshore to deliver rising adjusted profit and adjusted margins on slightly lower revenues.

### **Merger with FMC Technologies**

A number of important milestones have been reached over the last three months. Along with obtaining anti-trust in most countries, we have foreign investment approval both in the US and France. The necessary regulatory fillings have also been validated.

As a result, we confirm that both companies will hold their shareholders' meetings on December 5, 2016. This would enable our merger to close in January, earlier than originally planned.

## **Conclusion**

To conclude, Technip's teams have shown their ability in the third quarter to capitalize on the backlog to deliver solid revenue and profit, even in the current downturn of our industry. We have retained a robust, liquid balance sheet. Based on our proven model, we are proving capable of winning diversified and integrated new projects. Last, we are taking further our strategy to create a broad based oilfield services company through the merger with FMC Technologies, which will create the third largest company in our sector, well placed to create substantial value for all our stakeholders."

# I. ORDER INTAKE AND BACKLOG

## 1. Third Quarter 2016 Order Intake

During third quarter 2016, Technip's **order intake** was €1.5 billion. The breakdown by business segment was as follows:

Order Intake <sup>1</sup> (€ million)	3Q 2015	3Q 2016
Subsea	530	486
Onshore/Offshore	1,216	1,028
<b>Total</b>	<b>1,746</b>	<b>1,514</b>

**Subsea** order intake included a large contract for the development of the Greater Enfield Project in the North West Shelf, Australia. This project covers project management, design, engineering, procurement, installation and pre-commissioning (EPIC) of flowlines, flexible risers, umbilicals and other subsea structures. The flexible pipes will be manufactured in Asiaflex in Malaysia, while the umbilicals will be supplied by Technip Umbilicals' facility in Newcastle, UK. A range of vessels from the Group's fleet will be involved in the project.

**Onshore/Offshore** order intake included a large engineering, procurement and construction (EPC) contract covering the design and construction of new processing and ancillary units for the expansion of the Jebel Ali refinery in United Arab Emirates, on which Technip worked when it was first built. The main package of the project consists of adding a new Condensate processing train to the existing facility, expanding its daily capacity to 210,000 barrels, up from 140,000 barrels per day.

In Russia, Technip was awarded a contract to provide engineering and procurement of three proprietary SMK™ grassroots furnaces at Kazan, Republic of Tatarstan. The furnaces will be part of an ethylene plant at the site. The project represents another step in the ongoing cracking furnaces replacement program of the client.

Listed in annex IV are the main contracts announced since July 2016 and their approximate value if publicly disclosed.

## 2. Backlog

At the end of third quarter 2016, Technip's **backlog** was €12.3 billion, compared with €13.5 billion at the end of second quarter 2016 and €17.5 billion at the end of third quarter 2015.

Estimated Backlog <sup>2</sup> Scheduling as of September 30, 2016 (€ million)	Subsea	Onshore/Offshore	Group
2016 (3 months)	1,006	1,337	2,343
2017	2,566	3,639	6,205
2018 and beyond	1,506	2,231	3,737
<b>Total</b>	<b>5,078</b>	<b>7,207</b>	<b>12,285</b>

<sup>1</sup> Order intake includes all projects for which revenues are consolidated in our adjusted financial statements.

<sup>2</sup> Backlog includes all projects for which revenues are consolidated in our adjusted financial statements.

## II. THIRD QUARTER 2016 OPERATIONAL & FINANCIAL HIGHLIGHTS – ADJUSTED BASIS

### 1. Subsea

**Subsea** main operations for the quarter were as follows:

- **In the Americas:**
  - **In the US Gulf of Mexico**, the Deep Blue successfully completed its offshore operations on the Thunder Horse South Expansion and Odd Job projects, and also completed the first trip of a combined installation campaign on the Blind Faith and the South Santa Cruz and Barataria developments. Meanwhile, the final completion certificate for Stones DC1 was received.
  - **In Brazil**, at our manufacturing plants in Vitória and Açú, flexible pipe production progressed for the pre-salt fields of Lula Alto, Iracema Norte and Libra Extended Well Test, and was completed for the Iracema Sul field. Meanwhile, the pipe-lay support vessel (PLSV) Skandi Açú was delivered and started working under its 8-year long term charter contract.
  - **In Central America**, the first diving trip on the Juniper project was completed by the Wellservicer which was subsequently mobilized on Mariscal Sucre Dragon development in Venezuela.
- **In the North Sea**, offshore operations continued on Quad 204 where the North Sea Atlantic completed all riser connections to the Glen Lyon FPSO and started infield works. On Edradour, the Deep Energy and the Skandi Africa successfully completed the 2016 offshore campaign, the former installing rigid pipelines and the latter manifolds and umbilicals. On Greater Stella, the Apache completed the oil export pipeline installation campaign, while the Orelia was mobilized in the end of the quarter to perform the tie-ins and commissioning.
- **In Asia Pacific**, the Deep Orient vessel completed the offshore operations related to the jumper metrology on Prelude in Australia and was mobilized once again on the project in the end of the quarter to perform the jumper installation campaign. Meanwhile, in Indonesia, the G1201 completed the S-lay campaign on Jangkrik at the end of the quarter, and started transit to Trinidad and Tobago to work on the Juniper project.
- **In West Africa**, the Deep Pioneer successfully completed its offshore operations on T.E.N. in Ghana and on the Mpungi North, part of the Block 15/06 development in Angola, while the G1200 vessel continued working on Moho Nord in Congo. On Kaombo, engineering and procurement progressed and umbilicals fabrication continued in our manufacturing plants, while the welding of the rigid pipes started in the Dande spoolbase, in Angola.

Overall, the Group **vessel utilization rate** for the third quarter of 2016 was 86%, below the 89% in the third quarter of 2015 and above the 77% in the second quarter of 2016. The Olympic Challenger lease charter expired, returned to its owner and left the Technip fleet.



Subsea **financial performance** is set out in the following table:

€ million	3Q 2015	3Q 2016	Change
<b>Subsea</b>			
Adjusted Revenue	1,547.0	1,397.2	(9.7)%
Adjusted EBITDA	302.4	289.5	(4.3)%
<i>Adjusted EBITDA Margin</i>	19.5%	20.7%	117bp
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	232.0	229.1	(1.3)%
<i>Adjusted Operating Margin</i>	15.0%	16.4%	140bp

\* No one-off charge accounted in Subsea adjusted operating income from recurring activities.

## 2. Onshore/Offshore

Onshore/Offshore main operations for the quarter were as follows:

- **In the Middle East**, the float-over of the topsides was accomplished for the FMB platforms, offshore Qatar. Meanwhile, in United Arab Emirates, fabrication continued for the Umm Lulu complex and mobilization started for the design and construction of new processing and ancillary units for the expansion of the Jebel Ali refinery.
- **In Asia Pacific**, installation works were successfully completed for the Malikai tension leg platform (TLP) offshore Malaysia, while the Petronas FLNG Satu neared Ready For Start Up. In South Korea, integration and commissioning activities continued on the Prelude FLNG. In Brunei, construction was completed for the Maharaja Lela & Jamalulalam South project.
- **In Europe and Russia**, all 78 modules of the phase 1 of the Yamal LNG project sailed away to Sabetta. 75 modules have already been delivered to the site and 3 modules are currently passing through the Northern Sea Route. In Slovakia, construction activities progressed well for the Duslo ammonia plant with the erection of steel structures ongoing. In the Czech Republic, procurement activities continued for the Litvinov polyethylene plant.
- **In Africa**, early works progressed well for the MIDOR refinery modernization and expansion project in Egypt.
- **In the Americas**, construction activities continued on the CPCChem polyethylene plant in Texas and on Sasol's ethane cracker and derivative complex near Lake Charles, Louisiana. The mechanical completion of the jacket was achieved for the Juniper platform in Trinidad and Tobago.

Onshore/Offshore **financial performance** is set out in the following table:

€ million	3Q 2015	3Q 2016	Change
<b>Onshore/Offshore</b>			
Adjusted Revenue	1,561.9	1,522.2	(2.5)%
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	75.5	70.3	(6.9)%
<i>Adjusted Underlying Operating Margin</i>	4.8%	4.6%	(22)bp

\* No one-off charge accounted in Onshore/Offshore adjusted operating income from recurring activities.

### 3. Group

The Group's **adjusted operating income from recurring activities after income/(loss) of equity affiliates** is set out in the table below. Corporate charges fell to €15 million from €16 million in the third quarter 2015.

€ million	3Q 2015	3Q 2016	Change
<b>Group</b>			
Adjusted Revenue	3,108.9	2,919.4	(6.1)%
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	292.0	284.6	(2.5)%
<i>Adjusted Underlying Operating Margin</i>	9.4%	9.7%	36bp

\* No one-off charge accounted in adjusted operating income from recurring activities.

In the third quarter of 2016, compared to a year ago, the estimated translation impact from **foreign exchange** was negative €94 million on adjusted revenue and negative €21 million on adjusted operating income from recurring activities after income/(loss) of equity affiliates.

### 4. Adjusted Non-Current Items and Group Net Income

Adjusted non-current operating items of €(9) million were booked in the quarter mainly related to the restructuring plan. We continue to expect to deliver €900 million of cost savings in 2016 out of a total of over €1 billion. In addition, we booked €12 million of transaction costs in the quarter related to the combination with FMC Technologies.

**Adjusted financial result** in the third quarter of 2016 included net interest expenses of only €4 million and a €9 million positive impact from changes in foreign exchange rates and the fair market value of hedging instruments.

€ million (except Diluted Earnings per Share and Diluted Number of Shares)	3Q 2015	3Q 2016	Change
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	292.0	284.6	(2.5)%
Adjusted Non-Current Operating Result	(14.0)	(21.6)	54.3%
Adjusted Financial Result	(39.2)	4.1	nm
Adjusted Income Tax Expense	(70.3)	(83.4)	18.6%
<i>Adjusted Effective Tax Rate</i>	29.4%	31.2%	179bp
Adjusted Non-Controlling Interests	(4.6)	0.6	nm
<b>Net Income of the Parent Company</b>	<b>163.9</b>	<b>184.3</b>	<b>12.4%</b>
<b>Underlying Net Income</b>	<b>184.3</b>	<b>203.2</b>	<b>10.3%</b>
Diluted Number of Shares	125,439,384	126,896,391	1.2%
<b>Diluted Earnings per Share (€)</b>	<b>1.35</b>	<b>1.46</b>	<b>8.0%</b>

\* No one-off charge accounted in adjusted operating income from recurring activities.

## 5. Adjusted Cash Flow and Statement of Consolidated Financial Position

As of September 30, 2016, the **cash and cash equivalents** were as follows (€ million):

<b>Adjusted Cash<sup>1</sup> as of June 30, 2016</b>	<b>4,494.9</b>
Adjusted Cash Generated from/(used in) Operating Activities	(198.9)
Adjusted Cash Generated from/(used in) Investing Activities	(35.3)
Adjusted Cash Generated from/(used in) Financing Activities*	(161.8)
Adjusted FX Impacts	47.7
<b>Adjusted Cash<sup>1</sup> as of September 30, 2016</b>	<b>4,146.6</b>

\*out of which share buy-back for €135.7 million

As of September 30, 2016, the **adjusted net cash position** was €1,824 million, down €368 million compared with €2,192 million as of June 30, 2016, reflecting project progress and the share buy-back during the quarter.

**Adjusted capital expenditures** for the third quarter of 2016 were €35 million, compared with €74 million one year ago.

The Group's balance sheet remains robust and liquid. **Adjusted shareholders' equity of the parent company** as of September 30, 2016 was €4,817 million, compared with €4,536 million as of December 31, 2015.

<sup>1</sup> Adjusted cash and cash equivalents, less bank overdraft.

## 6. Other

As previously disclosed, on March 31, 2016, Dong terminated, on the grounds of an alleged material breach, a contract signed on February 27, 2012 with a consortium of Technip France and DSME. This contract covered engineering, procurement, fabrication, hook-up, and commissioning assistance for a fixed wellhead and process platform and associated facilities for the Hejre field offshore Denmark. Dong announced that it will not complete the platform and will seek to avoid taking delivery and ownership of the platform. This dispute is currently progressing through a series of arbitration proceedings managed by the competent arbitral tribunal pursuant to which Dong and the consortium members will present their respective claims and arguments. The consortium members reiterate that they do not agree with Dong's actions or grounds.

### III. FULL YEAR 2016 OBJECTIVES UPGRADED

- **Subsea upgraded:** Adjusted revenue above €5.0 billion (previously between €4.7 and €5.0 billion), adjusted Operating Income From Recurring Activities<sup>1</sup> around €700 million (previously around €680 million)
- **Onshore/Offshore unchanged:** adjusted revenue between €5.7 and €6.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> around €280 million

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates.

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<p>The information package on Third Quarter 2016 results includes this press release and the annexes which follow, as well as the presentation published on Technip's website: <a href="http://www.technip.com">www.technip.com</a></p>
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## NOTICE

Today, Thursday, October 27, 2016, Chairman and CEO Thierry Pilenko, along with Group CFO Julian Waldron, will comment on Technip's results and answer questions from the financial community during a conference call in English starting at 9:30 a.m. Paris time.

To participate in the conference call, you may call any of the following telephone numbers approximately 5 - 10 minutes prior to the scheduled start time:

France / Continental Europe:	+33 (0) 1 70 77 09 44
UK:	+44 (0) 203 367 9453
USA:	+1 855 402 7761

The conference call will also be available via a simultaneous, listen-only audio-cast on Technip's website.

A replay of this conference call will be available approximately two hours following the conference call for three months on Technip's website and at the following telephone numbers:

	<i>Telephone Numbers</i>	<i>Confirmation Code</i>
France / Continental Europe:	+33 (0) 1 72 00 15 00	303880#
UK:	+44 (0) 203 367 9460	303880#
USA:	+1 877 642 3018	303880#

## Cautionary note regarding forward-looking statements

*This press release contains both historical and forward-looking statements. These forward-looking statements are not based on historical facts, but rather reflect our current expectations concerning future results and events, and generally may be identified by the use of forward-looking words such as “believe”, “aim”, “expect”, “anticipate”, “intend”, “foresee”, “likely”, “should”, “planned”, “may”, “estimates”, “potential” or other similar words. Similarly, statements that describe our objectives, plans or goals are or may be forward-looking statements. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied by these forward-looking statements. Risks that could cause actual results to differ materially from the results anticipated in the forward-looking statements include, among other things: our ability to successfully continue to originate and execute large services contracts, and construction and project risks generally; the level of production-related capital expenditure in the oil and gas industry as well as other industries; currency fluctuations; interest rate fluctuations; raw material (especially steel) as well as maritime freight price fluctuations; the timing of development of energy resources; armed conflict or political instability in the Arabian-Persian Gulf, Africa or other regions; the strength of competition; control of costs and expenses; the reduced availability of government-sponsored export financing; losses in one or more of our large contracts; U.S. legislation relating to investments in Iran or elsewhere where we seek to do business; changes in tax legislation, rules, regulation or enforcement; intensified price pressure by our competitors; severe weather conditions; our ability to successfully keep pace with technology changes; our ability to attract and retain qualified personnel; the evolution, interpretation and uniform application and enforcement of International Financial Reporting Standards (IFRS), according to which we prepare our financial statements as of January 1, 2005; political and social stability in developing countries; competition; supply chain bottlenecks; the ability of our subcontractors to attract skilled labor; the fact that our operations may cause the discharge of hazardous substances, leading to significant environmental remediation costs; our ability to manage and mitigate logistical challenges due to underdeveloped infrastructure in some countries where we are performing projects.*

*Some of these risk factors are set forth and discussed in more detail in our Annual Report. Should one of these known or unknown risks materialize, or should our underlying assumptions prove incorrect, our future results could be adversely affected, causing these results to differ materially from those expressed in our forward-looking statements. These factors are not necessarily all of the important factors that could cause our actual results to differ materially from those expressed in any of our forward-looking statements. Other unknown or unpredictable factors also could have material adverse effects on our future results. The forward-looking statements included in this release are made only as of the date of this release. We cannot assure you that projected results or events will be achieved. We do not intend, and do not assume any obligation to update any industry information or forward-looking information set forth in this release to reflect subsequent events or circumstances.*

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Technip is a world leader in project management, engineering and construction for the energy industry.

From the deepest Subsea oil & gas developments to the largest and most complex Offshore and Onshore infrastructures, close to 31,000 people are constantly offering the best solutions and most innovative technologies to meet the world's energy challenges.

Present in 45 countries, Technip has state-of-the-art industrial assets on all continents and operates a fleet of specialized vessels for pipeline installation and subsea construction.

Technip shares are listed on the Euronext Paris exchange, and its ADR is traded in the US on the OTCQX marketplace as an American Depositary Receipt (OTCQX: TKPPY).



**ISIN: FR0000131708**

**Analyst and Investor Relations**

Aurélia Baudey-Vignaud  
Elodie Robbe-Mouillot

Tel.: +33 (0) 1 85 67 43 81, e-mail: [abaudeyvignaud@technip.com](mailto:abaudeyvignaud@technip.com)  
Tel.: +33 (0) 1 47 78 43 86, e-mail: [erobbemouillot@technip.com](mailto:erobbemouillot@technip.com)

**Public Relations**

Laure Montcel  
Delphine Nayral

Tel.: +33 (0)1 49 01 87 81  
Tel.: +33 (0)1 47 78 34 83, e-mail: [press@technip.com](mailto:press@technip.com)

**Technip's website**

<http://www.technip.com>

**Technip's IR website**

<http://investors-en.technip.com>

**Technip's IR mobile website**

<http://investors.mobi-en.technip.com>

**ANNEX I (a)<sup>1</sup>**  
**ADJUSTED CONSOLIDATED STATEMENT OF INCOME**

€ million (except Diluted Earnings per Share and Diluted Number of Shares)	Third Quarter Not audited			9 Months Not audited		
	2015	2016	Change	2015	2016	Change
<b>Revenue</b>	<b>3,108.9</b>	<b>2,919.4</b>	<b>(6.1)%</b>	<b>9,090.6</b>	<b>8,494.4</b>	<b>(6.6)%</b>
Gross Margin	456.8	424.6	(7.0)%	1,059.4	1,227.9	15.9%
Research & Development Expenses	(19.4)	(19.7)	1.5%	(61.0)	(60.8)	(0.3)%
SG&A and Other	(150.9)	(125.6)	(16.8)%	(459.8)	(397.7)	(13.5)%
Share of Income/(Loss) of Equity Affiliates	5.5	5.3	(3.6)%	22.2	11.5	(48.2)%
<b>OIFRA after Income/(Loss) of Equity Affiliates</b>	<b>292.0</b>	<b>284.6</b>	<b>(2.5)%</b>	<b>560.8</b>	<b>780.9</b>	<b>39.2%</b>
Non-Current Operating Result	(14.0)	(21.6)	54.3%	(417.8)	(125.9)	nm
<b>Operating Income</b>	<b>278.0</b>	<b>263.0</b>	<b>(5.4)%</b>	<b>143.0</b>	<b>655.0</b>	<b>nm</b>
Financial Result	(39.2)	4.1	nm	(106.5)	(63.2)	(40.7)%
<b>Income/(Loss) before Tax</b>	<b>238.8</b>	<b>267.1</b>	<b>11.9%</b>	<b>36.5</b>	<b>591.8</b>	<b>nm</b>
Income Tax Expense	(70.3)	(83.4)	18.6%	(84.2)	(170.7)	nm
Non-Controlling Interests	(4.6)	0.6	nm	(9.2)	0.9	nm
<b>Net Income/(Loss) of the Parent Company</b>	<b>163.9</b>	<b>184.3</b>	<b>12.4%</b>	<b>(56.9)</b>	<b>422.0</b>	<b>nm</b>
Diluted Number of Shares	125,439,384	126,896,391	1.2%	114,325,725	125,301,723	9.6%
<b>Diluted Earnings per Share (€)</b>	<b>1.35</b>	<b>1.46</b>	<b>8.0%</b>	<b>(0.50)</b>	<b>3.44</b>	<b>nm</b>

<sup>1</sup> Note that statements disclosed in annexes I(a) and I(c) do not report underlying results. Please refer to annex V for the underlying net income reconciliation.

**IFRS CONSOLIDATED REVENUE AND NET INCOME**

€ million	Third Quarter Not audited			9 Months Not audited		
	2015	2016	Change	2015	2016	Change
<b>Revenue</b>	<b>2,608.6</b>	<b>2,126.3</b>	<b>(18.5)%</b>	<b>7,945.0</b>	<b>6,413.7</b>	<b>(19.3)%</b>
<b>Net Income/(Loss) of the Parent Company</b>	<b>163.9</b>	<b>184.3</b>	<b>12.4%</b>	<b>(56.9)</b>	<b>422.0</b>	<b>nm</b>

**ANNEX I (b)**  
**FOREIGN CURRENCY CONVERSION RATES**

	Closing Rate as of		Average Rate of			
	Dec. 31, 2015	Sep. 30, 2016	3Q 2015	3Q 2016	9M 2015	9M 2016
<b>USD for 1 EUR</b>	1.09	1.12	1.11	1.12	1.11	1.12
<b>GBP for 1 EUR</b>	0.73	0.86	0.72	0.85	0.73	0.80
<b>BRL for 1 EUR</b>	4.31	3.62	3.94	3.62	3.52	3.96
<b>NOK for 1 EUR</b>	9.60	8.99	9.14	9.29	8.81	9.38

**ANNEX I (c)<sup>1</sup>**  
**ADJUSTED ADDITIONAL INFORMATION BY BUSINESS SEGMENT**

€ million	Third Quarter Not audited			9 Months Not audited		
	2015	2016	Change	2015	2016	Change
<b><u>SUBSEA</u></b>						
Revenue	1,547.0	1,397.2	(9.7)%	4,388.4	4,148.8	(5.5)%
Gross Margin	301.0	288.2	(4.3)%	841.3	797.4	(5.2)%
OIFRA after Income/(Loss) of Equity Affiliates	232.0	229.1	(1.3)%	647.5	610.6	(5.7)%
<i>Operating Margin</i>	15.0%	16.4%	140bp	14.8%	14.7%	(4)bp
Depreciation and Amortization	(70.4)	(60.4)	(14.2)%	(194.1)	(175.8)	(9.4)%
EBITDA	302.4	289.5	(4.3)%	841.6	786.4	(6.6)%
<i>EBITDA Margin</i>	19.5%	20.7%	117bp	19.2%	19.0%	(22)bp
<b><u>ONSHORE/OFFSHORE</u></b>						
Revenue	1,561.9	1,522.2	(2.5)%	4,702.2	4,345.6	(7.6)%
Gross Margin	155.8	136.4	(12.5)%	218.1	430.5	nm
OIFRA after Income/(Loss) of Equity Affiliates	75.5	70.3	(6.9)%	(32.2)	213.5	nm
<i>Operating Margin</i>	4.8%	4.6%	(22)bp	(0.7)%	4.9%	nm
Depreciation and Amortization	(9.4)	(7.7)	(18.1)%	(29.2)	(25.1)	(14.0)%
<b><u>CORPORATE</u></b>						
OIFRA after Income/(Loss) of Equity Affiliates	(15.5)	(14.8)	(4.5)%	(54.5)	(43.2)	(20.7)%
Depreciation and Amortization	-	-	-	-	-	-

<sup>1</sup> Note that statements disclosed in annexes I(a) and I(c) do not report underlying results. Please refer to annex V for the underlying net income reconciliation.

**ANNEX I (d)**  
**ADJUSTED REVENUE BY GEOGRAPHICAL AREA**

€ million	Third Quarter Not audited			9 Months Not audited		
	2015	2016	Change	2015	2016	Change
<b>Europe, Russia, Central Asia</b>	1,202.9	1,432.0	19.0%	3,385.6	3,810.8	12.6%
<b>Africa</b>	428.2	446.9	4.4%	1,371.9	1,341.9	(2.2)%
<b>Middle East</b>	193.0	133.1	(31.0)%	698.2	513.4	(26.5)%
<b>Asia Pacific</b>	581.6	315.9	(45.7)%	1,540.5	1,044.0	(32.2)%
<b>Americas</b>	703.2	591.5	(15.9)%	2,094.4	1,784.3	(14.8)%
<b>TOTAL</b>	<b>3,108.9</b>	<b>2,919.4</b>	<b>(6.1)%</b>	<b>9,090.6</b>	<b>8,494.4</b>	<b>(6.6)%</b>

**ANNEX II**  
**ADJUSTED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

€ million	Dec. 31, 2015 Audited	Sep. 30, 2016 Not audited
Fixed Assets	6,507.9	6,277.4
Deferred Tax Assets	481.8	471.9
<b>Non-Current Assets</b>	<b>6,989.7</b>	<b>6,749.3</b>
Construction Contracts – Amounts in Assets	652.0	885.7
Inventories, Trade Receivables and Other	3,366.5	3,651.8
Cash & Cash Equivalents	4,501.4	4,146.6
<b>Current Assets</b>	<b>8,519.9</b>	<b>8,684.1</b>
<b>Assets Classified as Held for Sale</b>	<b>26.4</b>	<b>0.6</b>
<b>Total Assets</b>	<b>15,536.0</b>	<b>15,434.0</b>

Shareholders' Equity (Parent Company)	4,536.4	4,817.0
Non-Controlling Interests	8.5	19.5
<b>Shareholders' Equity</b>	<b>4,544.9</b>	<b>4,836.5</b>
Non-Current Financial Debts	1,626.0	1,560.8
Non-Current Provisions	243.0	210.7
Deferred Tax Liabilities and Other Non-Current Liabilities	215.0	195.0
<b>Non-Current Liabilities</b>	<b>2,084.0</b>	<b>1,966.5</b>
Current Financial Debts	937.1	761.9
Current Provisions	435.7	580.4
Construction Contracts – Amounts in Liabilities	2,308.2	1,721.7
Trade Payables & Other	5,226.1	5,567.0
<b>Current Liabilities</b>	<b>8,907.1</b>	<b>8,631.0</b>
<b>Total Shareholders' Equity &amp; Liabilities</b>	<b>15,536.0</b>	<b>15,434.0</b>

<b>Net Cash Position</b>	<b>1,938.3</b>	<b>1,823.9</b>
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<b>Adjusted Statement of Changes in Shareholders' Equity (Parent Company)</b>	
Not audited (€ million):	
<b>Shareholders' Equity as of December 31, 2015</b>	<b>4,536.4</b>
Net Income	422.0
Other Comprehensive Income	76.0
Capital Increase	136.6
Treasury Shares	(133.0)
Dividends Paid	(236.6)
Other	15.6
<b>Shareholders' Equity as of September 30, 2016</b>	<b>4,817.0</b>

**ANNEX III (a)**  
**ADJUSTED CONSOLIDATED STATEMENT OF CASH FLOWS**

€ million	9 Months Not audited	
	2015	2016
Net Income/(Loss) of the Parent Company	(56.9)	422.0
Depreciation & Amortization of Fixed Assets	266.1	200.9
Stock Options and Performance Share Charges	19.9	13.5
Non-Current Provisions (including Employee Benefits)	145.3	(3.9)
Deferred Income Tax	(72.8)	(59.8)
Net (Gains)/Losses on Disposal of Assets and Investments	(28.3)	15.5
Non-Controlling Interests and Other	13.4	18.1
<b>Cash Generated from/(used in) Operations</b>	<b>286.7</b>	<b>606.3</b>
<b>Change in Working Capital Requirements</b>	<b>123.0</b>	<b>(281.7)</b>
<b>Net Cash Generated from/(used in) Operating Activities</b>	<b>409.7</b>	<b>324.6</b>
Capital Expenditures	(218.2)	(97.1)
Proceeds from Non-Current Asset Disposals	5.2	(71.3)
Acquisitions of Financial Assets	(2.3)	0.0
Acquisition Costs of Consolidated Companies, Net of Cash Acquired	(31.7)	0.0
<b>Net Cash Generated from/(used in) Investing Activities</b>	<b>(247.0)</b>	<b>(168.4)</b>
Net Increase/(Decrease) in Borrowings	(102.7)	(287.9)
Capital Increase	21.3	0.7
Dividends Paid	(88.9)	(100.8)
Share Buy-Back and Other	(5.8)	(135.7)
<b>Net Cash Generated from/(used in) Financing Activities</b>	<b>(176.1)</b>	<b>(523.7)</b>
<b>Net Effects of Foreign Exchange Rate Changes</b>	<b>78.2</b>	<b>12.8</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>64.8</b>	<b>(354.7)</b>
Bank Overdrafts at Period Beginning	(0.9)	(0.1)
Cash and Cash Equivalents at Period Beginning	3,738.3	4,501.4
Bank Overdrafts at Period End	0.0	0.0
Cash and Cash Equivalents at Period End	3,802.2	4,146.6
	<b>64.8</b>	<b>(354.7)</b>

**ANNEX III (b)**  
**ADJUSTED CASH & FINANCIAL DEBTS**

€ million	<b>Dec. 31, 2015 Audited</b>	<b>Sep. 30, 2016 Not audited</b>
Cash Equivalents	2,555.7	2,430.9
Cash	1,945.7	1,715.7
<b>Cash &amp; Cash Equivalents (A)</b>	<b>4,501.4</b>	<b>4,146.6</b>
Current Financial Debts	937.1	761.9
Non-Current Financial Debts	1,626.0	1,560.8
<b>Gross Debt (B)</b>	<b>2,563.1</b>	<b>2,322.7</b>
<b>Net Cash Position (A – B)</b>	<b>1,938.3</b>	<b>1,823.9</b>

## ANNEX IV CONTRACT AWARDS Not audited

The main contracts **we announced during third quarter 2016** were the following:

### **Subsea Segment:**

- A frame agreement to provide Inspection, Repair and Maintenance (IRM) services for 2016 with possible extension to include 2017 and 2018 on the client's North Sea subsea infrastructure. The frame agreement covers provision of equipment, including diving equipment, underwater intervention and engineering services, Onshore management and engineering support, provision of ancillary personnel and equipment to support execution of the work, diver inspection, ROV inspection, maintenance, repair, construction and decommissioning. *Repsol Sinopec Resources UK Limited, UK,*
- A large subsea contract for the development of the Greater Enfield Project, covering project management, design, engineering, procurement, installation and pre-commissioning (EPIC) of carbon steel production flowline, carbon steel water injection flowline, flexible risers and flowlines, umbilicals, subsea structures and valves and multi-phase pump system. The flexible pipes will be manufactured in Asiaflex, located in Malaysia, the umbilicals will be supplied by Technip Umbilicals' facility located in Newcastle, UK and the offshore installation at a water depth of between 340 and 850 meters will use several vessels from Technip's fleet. *Woodside, North West Shelf, Australia.*

### **Onshore/Offshore Segment:**

- A Master Services Agreement (MSA) for a 12 mtpa Liquefied Natural Gas (LNG) export terminal. The MSA will be utilized to execute engineering services necessary to develop the project including the Front End Engineering Design (FEED) and supporting the Federal Energy Regulatory Commission (FERC) process. *SCT&E LNG Inc, Monkey Island, Louisiana, USA,*
- A significant service contract awarded to RusTechnip for the existing GazpromNeft Refinery covering the engineering, procurement and construction management services (EPsCm) for the construction of a new Crude Distillation Unit - Vacuum Distillation Unit complex. *PJSC GAZPROM NEFT, Omsk, Russia,*
- An exclusive cooperation agreement to provide EPC services for its modular pyrolysis plants. The plants will be based on BTL's Fast Pyrolysis Oil (FPO) technology which converts biomass to oil through a rapid pyrolysis process. The agreement combines Technip's global strength in technology, engineering, procurement and construction with BTL's experience in the design and commercial operation of one of the world's first FPO production facilities. *BTG BioLiquids B.V. (BTL), Netherlands,*
- A large contract, covering the EPC for the design and construction of Jebel Ali new processing units and ancillary units. The main package of the project will add a new Condensate processing train to the existing facility, expanding its daily capacity to 210,000 barrels, up from its existing current 140,000 barrels per day. *ENOC, Dubai, United Arab Emirates.*

**Since September 30, 2016**, Technip has also announced the award of the following contracts, which were **included in the backlog** as of September 30, 2016:

**Subsea Segment:**

- A contract for the Samarang Redevelopment Project Phase 2 EOR, where Technip will manage the engineering, supply, construction, installation and commissioning (EPCIC) of flexible pipelines, with diameters ranging from 4" to 6", as well as EPCIC of associated platform I-tubes. *Petronas Carigali Sdn Bhd, Malaysia.*

**Onshore/Offshore Segment:**

- A contract to provide engineering and procurement of three proprietary SMK™ grassroots furnaces. The furnaces will be part of the existing ethylene plant at the site. This project is another step in the client's ongoing cracking furnaces replacement program. This furnace type is particularly suitable for cracking high-capacity, low-cost ethane and propane gas feedstock. *Kazanorgsintez, Kazan, Republic of Tatarstan, Russia.*

**Since September 30, 2016**, Technip has also announced the award of the following contracts, which were **not included in the backlog** as of September 30, 2016:

**Subsea Segment:**

- An important contract for the Dvalin field development (previously named Zidane) covering a tieback from a new 4-slot template to the Heidrun platform through a 15km long Pipe-in-Pipe production line. The contract includes engineering, procurement and installation of the pipelines, spools, riser bases and PLEMs (pipeline end modules) as well as rock installation and commissioning scope. Also included in the contract is the installation of a control umbilical between Heidrun and the Dvalin template. *DEA Norge AS, Norway.*



**ANNEX V**  
**UNDERLYING NET INCOME RECONCILIATION**  
**Not audited**

€ million	<b>Third Quarter 2016</b>	<b>9 Months 2016</b>
<b>Net Income of the Parent Company</b>	<b>184.3</b>	<b>422.0</b>
One-off charges in OIFRA	0.0	0.0
Charges from Non-Current Activities	9.0	98.5
Other	12.6	27.4
Taxes & Financial Result	(2.7)	(24.0)
<b>Underlying Net Income</b>	<b>203.2</b>	<b>523.9</b>

## 2 – SECOND QUARTER 2016 RESULTS

Technip's Second Quarter 2016 Results: strong operating performance; cost reduction delivery ahead of schedule; 2016 objectives upgraded

### SECOND QUARTER 2016: STRONG OPERATING PERFORMANCE

- **Adjusted revenue** at €2.8 billion: stable versus 1Q 16; balanced between both business segments
- **Adjusted Operating Income From Recurring Activities<sup>1</sup>** at €260 million
- **Order intake** at €1.5 billion
- **Balance sheet** strengthened with record €2.2 billion adjusted net cash
- **Diluted EPS<sup>2</sup>** up to €1.03; **Net Income** of €123 million

### COST REDUCTION DELIVERY AHEAD OF SCHEDULE

- Cost reduction plan ahead of schedule with €900 million savings to be delivered by 2016 (previously €700 million) out of the total planned of €1 billion

### FULL YEAR 2016 OBJECTIVES UPGRADED

- Adjusted Subsea revenue between €4.7 and €5.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> around €680 million
- Adjusted Onshore/Offshore revenue between €5.7 and €6.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> around €280 million

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates.

<sup>2</sup> As per IFRS, diluted earnings per share are calculated by dividing income/(loss) attributable to the parent company's shareholders, restated for financial interest related to dilutive potential ordinary shares, by the weighted average number of outstanding shares during the period, plus the effect of dilutive potential ordinary shares related to the convertible bonds, dilutive stock options and performance shares calculated according to the "Share Purchase Method" (IFRS 2), less treasury shares. In conformity with this method, anti-dilutive stock options are ignored in calculating EPS. Dilutive options are taken into account if the subscription price of the stock options plus the future and still outstanding IFRS 2 charge is lower than the average market share price during the EPS reference period.

**Note:** The second quarter 2016 results presented in this press release were prepared on the adjusted basis as described in Technip's fourth quarter 2015 press release. These results reflect the financial reporting framework used for management purposes.

- 2Q 16 revenue at €2,096 million within IFRS framework and €2,813 million within adjusted framework
- 2Q 16 net income at €123 million within both IFRS and adjusted frameworks

On July 26, 2016, Technip's Board of Directors approved the second quarter 2016 adjusted consolidated financial statements.

€ million (except Diluted Earnings per Share)	2Q 15	2Q 16	Change	1H 15	1H 16	Change
<b>Adjusted Revenue</b>	<b>3,098.4</b>	<b>2,812.9</b>	<b>(9.2)%</b>	<b>5,981.7</b>	<b>5,575.0</b>	<b>(6.8)%</b>
Subsea	1,553.8	1,369.3	(11.9)%	2,841.4	2,751.6	(3.2)%
Onshore/Offshore	1,544.6	1,443.6	(6.5)%	3,140.3	2,823.4	(10.1)%
<b>Adjusted Underlying EBITDA<sup>1</sup></b>	<b>353.0</b>	<b>324.4</b>	<b>(8.1)%</b>	<b>596.7</b>	<b>629.1</b>	<b>5.4%</b>
<i>Adjusted EBITDA Margin</i>	<i>11.4%</i>	<i>11.5%</i>	<i>14bp</i>	<i>10.0%</i>	<i>11.3%</i>	<i>131bp</i>
<b>Adjusted Underlying OIFRA<sup>2</sup></b>	<b>281.5</b>	<b>259.7</b>	<b>(7.7)%</b>	<b>453.2</b>	<b>496.3</b>	<b>9.5%</b>
Subsea	250.3	200.1	(20.1)%	415.5	381.5	(8.2)%
Onshore/Offshore	53.2	73.5	38.2%	76.7	143.2	86.7%
<i>Adjusted Operating Margin<sup>3</sup></i>	<i>9.1%</i>	<i>9.2%</i>	<i>15bp</i>	<i>7.6%</i>	<i>8.9%</i>	<i>133bp</i>
One-off Charge	(570.4)	(57.0)	nm	(570.4)	(89.5)	nm
<b>Underlying Net Income<sup>4</sup></b>	<b>183.0</b>	<b>175.3</b>	<b>(4.2)%</b>	<b>291.0</b>	<b>320.7</b>	<b>10.2%</b>
<b>Net Income of the Parent Company</b>	<b>(306.9)</b>	<b>123.3</b>	<b>nm</b>	<b>(220.8)</b>	<b>237.7</b>	<b>nm</b>
Diluted Earnings per Share <sup>5</sup> (€)	(2.71)	1.03	nm	(1.95)	1.97	nm
Order Intake	1,510	1,482		3,011	2,412	
Backlog	18,824	13,533		18,824	13,533	

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates excluding exceptional items, depreciation and amortization. No exceptional items in 1H16.

<sup>2</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates excluding exceptional items. No exceptional items in 1H16.

<sup>3</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates excluding exceptional items, divided by adjusted revenue. No exceptional items in 1H16.

<sup>4</sup> Net income of the parent company excluding exceptional items. See annex V.

<sup>5</sup> As per IFRS, diluted earnings per share are calculated by dividing income/(loss) attributable to the parent company's shareholders, restated for financial interest related to dilutive potential ordinary shares, by the weighted average number of outstanding shares during the period, plus the effect of dilutive potential ordinary shares related to the convertible bonds, dilutive stock options and performance shares calculated according to the "Share Purchase Method" (IFRS 2), less treasury shares. In conformity with this method, anti-dilutive stock options are ignored in calculating EPS. Dilutive options are taken into account if the subscription price of the stock options plus the future and still outstanding IFRS 2 charge is lower than the average market share price during the EPS reference period.

**Thierry Pilenko, Chairman and CEO**, commented: "Operationally, the second quarter performance highlighted our teams' continued drive to win new business, execute our clients' current projects, reduce our cost base and maintain our balance sheet strength. The result was a solid quarter of profit and cash generation. Strategically, the agreement to merge with FMC Technologies shows our determination to drive change in our industry, as it evolves in response to a lower oil price; the merger process is progressing well, with significant milestones completed.

### Quarterly performance highlights

Regarding second quarter performance, the key elements include:

- Strong Subsea activity across our regions, delivering an OIFRA at €200 million and margin at 14.6% on revenues down 12%;
- A resilient Onshore/Offshore performance, with OIFRA at €74 million and margin at 5.1% on revenues down 7%;
- Our cost reduction program is ahead of schedule and expected to deliver €900 million already by 2016, demonstrating our ability to build a leaner business faster
- Strong cash conversion: cash flow of €205 million drove record net cash to €2.2 billion end of June;
- Order intake of €1.5 billion, in line with 2Q15 and well ahead of 1Q16, with projects providing visibility and additional workload for both our people and assets.

Within Subsea, our vessels were active on North Sea projects such as Kraken and Edradour, and notably in West Africa on GirRI (Angola), TEN (Ghana) and Moho Nord (Congo). In Brazil, we renewed the charters of both our Brazilian-flagged pipelay vessels, the Skandi Niteroi and Skandi Vitoria.

In Onshore/Offshore, we inaugurated the largest ethylene cracker project in the Americas – Etileno XXI for Braskem (Mexico). In Malaysia, our first Tension Leg Platform (TLP) sailed away on Malikai for Shell and Petronas FLNG Satu has been moored. The Yamal project continued its solid progress through the quarter, with 48 modules having departed their fabrication yards since the beginning of 2016. Order intake included

a mix of early stage, reimbursable and technology-related work, as well as additional scopes on larger projects such as Yamal.

Accordingly, in light of the strong performance in the first half, we have upgraded our 2016 objectives:

- Adjusted Subsea revenue between €4.7 and €5.0 billion, adjusted OIFRA around €680 million (previously between €640 and €680 million);
- Adjusted Onshore/Offshore revenue between €5.7 and €6.0 billion, adjusted OIFRA around €280 million (previously between €240 and €280 million).

### **Market environment and outlook**

The recent rise in the oil price coupled with evident deflation across the supply chain in oil and gas gives all market participants more confidence to plan for the long term. We are therefore seeing continued focus from clients seeking to get upstream projects to work – notably fast track projects like tie-backs and brownfield, but also larger, strategic investments. This should not create undue optimism. We continue to expect for some time yet a slow rate of new orders and continued competitive pressure across the industry, notably for offshore developments: the prolonged and harsh downturn has not ended.

By contrast, we continue to see good interest among our clients in investing in downstream facilities in the current environment.

Technip continues to position itself at an early stage for work across our portfolio of activities, particularly for large or complex projects that require integrated skills and experience across different market segments, or where technology expertise is critical. Our order intake over recent quarters, as in the second quarter, reflects these strengths in both offshore/subsea and onshore/downstream.

### **Technip and FMC Technologies combination**

On May 19<sup>th</sup>, we announced our intention to combine with FMC Technologies. The transaction brings together two market leaders and their talented employees, building on the proven success of their existing alliance and joint venture, Forsys Subsea, uniting innovative technologies, common cultures and values, enabling rapid integration. The combined company will harness a new generation of comprehensive solutions in Subsea, Surface and Onshore/Offshore to reduce the cost of producing and transforming hydrocarbons. The merger process is on track. In June we reached two significant milestones ahead of schedule:

- We signed the official merger agreement mid-June, following the conclusion of the works council consultation process in Europe;
- We received a successful early conclusion of the U.S. antitrust review from U.S. regulators.

Internally, the planning for the two companies' integration is gathering momentum. In June, we announced the senior leadership team and the principles and organization of the merger integration. We expect further milestones over the coming months and will continue to communicate in tandem with FMC Technologies on our progress.

## **Conclusion**

Our second quarter results again show Technip's focus – in our day-to-day operations and our strategy – on meeting our clients' needs for solid execution and early engagement to drive their project costs down. Project execution and cost reduction supported our profitability and cash flow and we maintained a strong balance sheet. With FMC Technologies, we will be an even broader oil and gas services company: providing technology, equipment and project management expertise. Together, we will drive change by redefining the production and transformation of oil and gas – to win projects, gain new markets, and continue to build talents – and creating long-term value for all our stakeholders.”

# I. ORDER INTAKE AND BACKLOG

## 1. Second Quarter 2016 Order Intake

During second quarter 2016, Technip's **order intake** was €1.5 billion. The breakdown by business segment was as follows:

Order Intake <sup>1</sup> (€ million)	2Q 2015	2Q 2016
Subsea	892	754
Onshore/Offshore	618	728
<b>Total</b>	<b>1,510</b>	<b>1,482</b>

**Subsea** order intake included a major contract for the development of the Bahr Essalam natural gas field, located in the Central Mediterranean Sea, approximately 110 kilometers off the Libyan coast. The project covers the overall design, detailed engineering and project management, as well as procurement, installation, tie-ins, pre-commissioning and commissioning. The scope of work also includes modifications to the Sabratha platform regarding the topsides. A range of vessels from the Group's fleet will be involved in the project.

In Norway, Technip was awarded a contract to supply umbilicals to the Oseberg Vestflanken 2 field covering project management, engineering and manufacturing of over 9 kilometers of static steel tube umbilical, which will be fabricated in Technip Umbilicals' facility in Newcastle, UK. Additionally, Technip signed work orders on a new frame agreement to provide diving support and IRM services in the North Sea.

In Brazil, the charter contracts for the Skandi Vitoria and the Skandi Niteroi were both renewed.

**Onshore/Offshore** order intake included a contract to provide basic engineering and proprietary equipment for a grassroots ethylene cracking furnace at the Saudi Kayan petrochemical complex in Jubail, Saudi Arabia. The furnace will be based on Technip's proprietary USC® furnace technology and this award shows once again the potential of our technology, equipment and consulting activities.

In Russia, Technip awarded a service contract in joint-venture with Rostec for the existing GazpromNeft Refinery covering the engineering, procurement and construction management services for the construction of a new Crude Distillation Unit - Vacuum Distillation Unit complex.

Additionally, order intake included conversion into backlog of contracted work (non-backlog elements) on various projects, as well as some Front-End Engineering Designs (FEEDs) and other early stage studies.

Listed in annex IV are the main contracts announced since April 2016 and their approximate value if publicly disclosed.

## 2. Backlog

At the end of second quarter 2016, Technip's **backlog** was €13.5 billion, compared with €14.9 billion at the end of first quarter 2016 and €18.8 billion at the end of second quarter 2015.

<b>Estimated Backlog<sup>2</sup> Scheduling as of June 30, 2016 (€ million)</b>	<b>Subsea</b>	<b>Onshore/Offshore</b>	<b>Group</b>
2016 (6 months)	2,187	2,594	4,781
2017	2,199	3,272	5,471
2018 and beyond	1,492	1,789	3,281
<b>Total</b>	<b>5,878</b>	<b>7,655</b>	<b>13,533</b>

<sup>1</sup> Order intake includes all projects for which revenues are consolidated in our adjusted financial statements.

<sup>2</sup> Backlog includes all projects for which revenues are consolidated in our adjusted financial statements.

## II. SECOND QUARTER 2016 OPERATIONAL & FINANCIAL HIGHLIGHTS – ADJUSTED BASIS

### 1. Subsea

**Subsea** main operations for the quarter were as follows:

- **In the Americas:**
  - **In the US Gulf of Mexico**, the Deep Blue vessel completed its class renewal dry-dock, while engineering and procurement phases continued for the Blind Faith, Thunderhorse South, South Santa Cruz and Barataria developments. Meanwhile, at our Mobile spoolbase, pipe welding was completed for Stones DC2.
  - **In Brazil**, at our manufacturing plants in Vitória and Açú, flexible pipe production continued for the pre-salt fields of Lula Alto, Iracema Norte, Iracema Sul and Libra Extended Well Test. Meanwhile, charters of Skandi Vitoria and Skandi Niteroi were renewed after the former's return from Africa and the latter's dry-dock.
- **In the North Sea**, offshore operations restarted in Scotland with the North Sea Atlantic on Quad 204 and the Deep Energy on Kraken. In Norway, the Apache started working on Gullfaks Rimfaksdallen and the Deep Arctic completed its campaign on Alvheim. Finally, the Skandi Africa and Deep Energy vessels were mobilized on Edradour and began the installation of pipelines and manifold at the end of the quarter.
- **In Asia Pacific**, the Deep Orient vessel performed its first installation campaign of flexible pipes for Jangkrik in Indonesia and was also mobilized on Prelude in Australia on offshore operations related to the jumper metrology.
- **In West Africa**, the G1200 vessel continued its offshore campaign on Moho Nord in Congo, while the Skandi Africa completed its first installation phase on the same project. In Ghana, offshore works continued on T.E.N. with the Deep Pioneer vessel. In Angola, the remaining umbilical installation campaign for phase 2 of the GirRI project was successfully completed by the Skandi Vitoria and on Kaombo engineering and procurement progressed and umbilicals fabrication continued in our manufacturing plants.

Overall, the Group **vessel utilization rate** for the second quarter of 2016 was 77%, below the 89% in the second quarter of 2015 and the 82% in the first quarter of 2016, mainly explained by planned dry-docks of Deep Blue and Skandi Niteroi, as mentioned above.

Subsea **financial performance** is set out in the following table:

€ million	2Q 2015	2Q 2016	Change
<b>Subsea</b>			
Adjusted Revenue	1,553.8	1,369.3	(11.9)%
Adjusted EBITDA	311.6	255.7	(17.9)%
<i>Adjusted EBITDA Margin</i>	<i>20.1%</i>	<i>18.7%</i>	<i>(138)bp</i>
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	250.3	200.1	(20.1)%
<i>Adjusted Operating Margin</i>	<i>16.1%</i>	<i>14.6%</i>	<i>(150)bp</i>

\* No one-off charge accounted in Subsea adjusted operating income from recurring activities.



## 2. Onshore/Offshore

Onshore/Offshore main operations for the quarter were as follows:

- **In the Middle East**, the installation progressed on the FMB platforms offshore Qatar with the completion of the G1201 campaign. In Abu Dhabi, fabrication continued for the Umm Lulu complex and neared completion for Upper Zakum 750 field.
- **In Asia Pacific**, the Malikai tension leg platform (TLP) sailed away offshore Malaysia, while the Petronas FLNG Satu reached the Kanowit gas field and completed the mooring chains connection. Meanwhile, still in Malaysia, the Block SK316 project received its Ready For Start Up certificate. In South Korea, integration activities continued on the Prelude FLNG hull with the furnace commissioning. In Brunei, construction progressed after execution of a third shutdown for the Maharaja Lela & Jamalulalam Sud project.
- **In Europe and Russia**, the shipment of modules continued for the Yamal LNG project, with 48 modules having departed their fabrication sites since the beginning of 2016. Also in Russia, performance tests started running for a grassroots furnace in Kazan. In Slovakia, site activities started on the Duslo ammonia plant, while in the Czech Republic, piling activities began on the Litvinov polyethylene plant.
- **In Africa**, early works continued for the MIDOR refinery modernization and expansion project in Egypt.
- **In the Americas**, construction activities continued on the CPChem polyethylene plant in Texas and on Sasol's world-scale ethane cracker and derivative complex near Lake Charles, Louisiana. At the same time, construction also progressed for the Juniper platform in Trinidad and Tobago. In Mexico, the Etileno XXI petrochemical project was inaugurated.

Onshore/Offshore **financial performance** is set out in the following table:

€ million	2Q 2015	2Q 2016	Change
<b>Onshore/Offshore</b>			
Adjusted Revenue	1,544.6	1,443.6	(6.5)%
Adjusted Underlying OIFRA after Income/(Loss) of Equity Affiliates	53.2	73.5	38.2%
<i>Adjusted Underlying Operating Margin</i>	3.4%	5.1%	165bp
Adjusted OIFRA after Income/(Loss) of Equity Affiliates	(131.2)	73.5	nm
<i>Adjusted Operating Margin</i>	(8.5)%	5.1%	nm

### 3. Group

The Group's **adjusted operating income from recurring activities after income/(loss) of equity affiliates** is set out in the table below. Corporate charges fell to €14 million from €22 million in the second quarter 2015.

€ million	2Q 2015	2Q 2016	Change
<b>Group</b>			
Adjusted Revenue	3,098.4	2,812.9	(9.2)%
Adjusted Underlying OIFRA after Income/(Loss) of Equity Affiliates	281.5	259.7	(7.7)%
<i>Adjusted Underlying Operating Margin</i>	9.1%	9.2%	15bp
Adjusted OIFRA after Income/(Loss) of Equity Affiliates	97.1	259.7	167.5%
<i>Adjusted Operating Margin</i>	3.1%	9.2%	610bp

In the second quarter of 2016, compared to a year ago, the estimated translation impact from **foreign exchange** was negative €166 million on adjusted revenue and negative €9 million on adjusted operating income from recurring activities after income/(loss) of equity affiliates.

### 4. Adjusted Non-Current Items and Group Net Income

Adjusted non-current operating items of €(57) million were booked in the quarter related to restructuring plan. We now expect to deliver €900 million of cost savings in 2016 out of the total target of €1 billion. In addition, we booked €(15) million of costs related to the combination with FMC Technologies.

**Adjusted financial result** in the second quarter of 2016 included €17 million of interest expenses on long-term debt and a €13 million negative impact from changes in foreign exchange rates and the fair market value of hedging instruments.

€ million (except Diluted Earnings per Share and Diluted Number of Shares)	2Q 2015	2Q 2016	Change
Adjusted OIFRA after Income/(Loss) of Equity Affiliates	97.1	259.7	167.5%
Adjusted Underlying OIFRA after Income/(Loss) of Equity Affiliates	281.5	259.7	(7.7)%
Adjusted Non-Current Operating Result	(397.8)	(71.8)	nm
Adjusted Financial Result	(28.4)	(24.2)	(14.8)%
Adjusted Income Tax Expense	24.2	(40.6)	nm
<i>Adjusted Effective Tax Rate</i>	nm	24.8%	nm
Adjusted Non-Controlling Interests	(2.0)	0.2	nm
<b>Net Income of the Parent Company</b>	<b>(306.9)</b>	<b>123.3</b>	<b>nm</b>
<b>Underlying Net Income</b>	<b>183.0</b>	<b>175.3</b>	<b>(4.2)%</b>
Diluted Number of Shares	113,121,323	125,154,724	10.6%
<b>Diluted Earnings per Share (€)</b>	<b>(2.71)</b>	<b>1.03</b>	<b>nm</b>

## 5. Adjusted Cash Flow and Statement of Consolidated Financial Position

As of June 30, 2016, the **cash and cash equivalents** were as follows (€ million):

<b>Adjusted Cash<sup>1</sup> as of March 31, 2016</b>	<b>4,319.4</b>
Adjusted Cash Generated from/(used in) Operating Activities	441.1
Adjusted Cash Generated from/(used in) Investing Activities	(110.0)
Adjusted Cash Generated from/(used in) Financing Activities*	(116.6)
Adjusted FX Impacts	(39.0)
<b>Adjusted Cash<sup>1</sup> as of June 30, 2016</b>	<b>4,494.9</b>

\*out of which dividends paid for €101 million

As of June 30, 2016, the **adjusted net cash position** was €2,192 million, up €205 million compared with €1,987 million as of March 31, 2016.

**Adjusted capital expenditures** for the second quarter of 2016 were €39 million, compared with €87 million one year ago.

The Group's balance sheet remained robust and liquid. **Adjusted shareholders' equity of the parent company** as of June 30, 2016 was €4,716 million, compared with €4,536 million as of December 31, 2015.

<sup>1</sup> Adjusted cash and cash equivalents, less bank overdraft.

### III. FULL YEAR 2016 OBJECTIVES UPGRADED

- Adjusted Subsea revenue between €4.7 and €5.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> around €680 million (previously between €640 and €680 million)
- Adjusted Onshore/Offshore revenue between €5.7 and €6.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> around €280 million (previously between €240 and €280 million)

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates.

The information package on Second Quarter 2016 results includes this press release and the annexes which follow, as well as the presentation published on Technip's website: [www.technip.com](http://www.technip.com)

## NOTICE

Today, Thursday, July 28, 2016, Chairman and CEO Thierry Pilenko, along with Group CFO Julian Waldron, will comment on Technip's results and answer questions from the financial community during a conference call in English starting at 9:30 a.m. Paris time.

To participate in the conference call, you may call any of the following telephone numbers approximately 5 - 10 minutes prior to the scheduled start time:

France / Continental Europe:	+33 (0) 1 70 77 09 47
UK:	+44 (0) 203 367 9462
USA:	+1 855 402 7764

The conference call will also be available via a simultaneous, listen-only audio-cast on Technip's website.

A replay of this conference call will be available approximately two hours following the conference call for three months on Technip's website and at the following telephone numbers:

	<i>Telephone Numbers</i>	<i>Confirmation Code</i>
France / Continental Europe:	+33 (0) 1 72 00 15 00	302204#
UK:	+44 (0) 203 367 9460	302204#
USA:	+1 877 642 3018	302204#

## Cautionary note regarding forward-looking statements

*This press release contains both historical and forward-looking statements. These forward-looking statements are not based on historical facts, but rather reflect our current expectations concerning future results and events, and generally may be identified by the use of forward-looking words such as “believe”, “aim”, “expect”, “anticipate”, “intend”, “foresee”, “likely”, “should”, “planned”, “may”, “estimates”, “potential” or other similar words. Similarly, statements that describe our objectives, plans or goals are or may be forward-looking statements. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied by these forward-looking statements. Risks that could cause actual results to differ materially from the results anticipated in the forward-looking statements include, among other things: our ability to successfully continue to originate and execute large services contracts, and construction and project risks generally; the level of production-related capital expenditure in the oil and gas industry as well as other industries; currency fluctuations; interest rate fluctuations; raw material (especially steel) as well as maritime freight price fluctuations; the timing of development of energy resources; armed conflict or political instability in the Arabian-Persian Gulf, Africa or other regions; the strength of competition; control of costs and expenses; the reduced availability of government-sponsored export financing; losses in one or more of our large contracts; U.S. legislation relating to investments in Iran or elsewhere where we seek to do business; changes in tax legislation, rules, regulation or enforcement; intensified price pressure by our competitors; severe weather conditions; our ability to successfully keep pace with technology changes; our ability to attract and retain qualified personnel; the evolution, interpretation and uniform application and enforcement of International Financial Reporting Standards (IFRS), according to which we prepare our financial statements as of January 1, 2005; political and social stability in developing countries; competition; supply chain bottlenecks; the ability of our subcontractors to attract skilled labor; the fact that our operations may cause the discharge of hazardous substances, leading to significant environmental remediation costs; our ability to manage and mitigate logistical challenges due to underdeveloped infrastructure in some countries where we are performing projects.*

*Some of these risk factors are set forth and discussed in more detail in our Annual Report. Should one of these known or unknown risks materialize, or should our underlying assumptions prove incorrect, our future results could be adversely affected, causing these results to differ materially from those expressed in our forward-looking statements. These factors are not necessarily all of the important factors that could cause our actual results to differ materially from those expressed in any of our forward-looking statements. Other unknown or unpredictable factors also could have material adverse effects on our future results. The forward-looking statements included in this release are made only as of the date of this release. We cannot assure you that projected results or events will be achieved. We do not intend, and do not assume any obligation to update any industry information or forward-looking information set forth in this release to reflect subsequent events or circumstances.*

\*\*\*\*

*This press release does not constitute an offer or invitation to purchase any securities of Technip in the United States or any other jurisdiction. Securities may not be offered or sold in the United States absent registration or an exemption from registration. The information contained in this presentation may not be relied upon in deciding whether or not to acquire Technip securities.*

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Technip is a world leader in project management, engineering and construction for the energy industry.

From the deepest Subsea oil & gas developments to the largest and most complex Offshore and Onshore infrastructures, close to 32,500 people are constantly offering the best solutions and most innovative technologies to meet the world's energy challenges.

Present in 45 countries, Technip has state-of-the-art industrial assets on all continents and operates a fleet of specialized vessels for pipeline installation and subsea construction.

Technip shares are listed on the Euronext Paris exchange, and its ADR is traded in the US on the OTCQX marketplace as an American Depositary Receipt (OTCQX: TKPPY).



**ISIN: FR0000131708**



#### **Analyst and Investor Relations**

Aurélia Baudey-Vignaud  
Elodie Robbe-Mouillot

Tel.: +33 (0) 1 85 67 43 81, e-mail: [abaudeyvignaud@technip.com](mailto:abaudeyvignaud@technip.com)  
Tel.: +33 (0) 1 47 78 43 86, e-mail: [erobbemouillot@technip.com](mailto:erobbemouillot@technip.com)

#### **Public Relations**

Laure Montcel  
Delphine Nayral

Tel.: +33 (0)1 49 01 87 81  
Tel.: +33 (0)1 47 78 34 83, e-mail: [press@technip.com](mailto:press@technip.com)

#### **Technip's website**

<http://www.technip.com>

#### **Technip's IR website**

<http://investors-en.technip.com>

#### **Technip's IR mobile website**

<http://investors.mobi-en.technip.com>

**ANNEX I (a)<sup>1</sup>**  
**ADJUSTED CONSOLIDATED STATEMENT OF INCOME**

€ million (except Diluted Earnings per Share and Diluted Number of Shares)	Second Quarter Not audited			First Half Not audited		
	2015	2016	Change	2015	2016	Change
<b>Revenue</b>	<b>3,098.4</b>	<b>2,812.9</b>	<b>(9.2)%</b>	<b>5,981.7</b>	<b>5,575.0</b>	<b>(6.8)%</b>
Gross Margin	266.6	414.5	55.5%	602.6	803.3	33.3%
Research & Development Expenses	(23.7)	(22.6)	(4.6)%	(41.6)	(41.1)	(1.2)%
SG&A and Other	(157.5)	(135.6)	(13.9)%	(308.9)	(272.1)	(11.9)%
Share of Income/(Loss) of Equity Affiliates	11.7	3.4	(70.9)%	16.7	6.2	(62.9)%
<b>OIFRA after Income/(Loss) of Equity Affiliates</b>	<b>97.1</b>	<b>259.7</b>	<b>167.5%</b>	<b>268.8</b>	<b>496.3</b>	<b>84.6%</b>
Non-Current Operating Result	(397.8)	(71.8)	nm	(403.8)	(104.3)	nm
<b>Operating Income</b>	<b>(300.7)</b>	<b>187.9</b>	<b>nm</b>	<b>(135.0)</b>	<b>392.0</b>	<b>nm</b>
Financial Result	(28.4)	(24.2)	(14.8)%	(67.3)	(67.3)	0.0%
<b>Income/(Loss) before Tax</b>	<b>(329.1)</b>	<b>163.7</b>	<b>nm</b>	<b>(202.3)</b>	<b>324.7</b>	<b>nm</b>
Income Tax Expense	24.2	(40.6)	nm	(13.9)	(87.3)	nm
Non-Controlling Interests	(2.0)	0.2	nm	(4.6)	0.3	nm
<b>Net Income/(Loss) of the Parent Company</b>	<b>(306.9)</b>	<b>123.3</b>	<b>nm</b>	<b>(220.8)</b>	<b>237.7</b>	<b>nm</b>
Diluted Number of Shares	113,121,323	125,154,724	10.6%	113,353,706	124,498,527	9.8%
<b>Diluted Earnings per Share (€)</b>	<b>(2.71)</b>	<b>1.03</b>	<b>nm</b>	<b>(1.95)</b>	<b>1.97</b>	<b>nm</b>

<sup>1</sup> Note that statements disclosed in annexes I(a) and I(c) do not report underlying results. Please refer to annex V for the underlying net income reconciliation.

**ANNEX I (b)**  
**FOREIGN CURRENCY CONVERSION RATES**

	Closing Rate as of		Average Rate of			
	Dec. 31, 2015	Jun. 30, 2016	2Q 2015	2Q 2016	1H 2015	1H 2016
<b>USD for 1 EUR</b>	1.09	1.11	1.11	1.13	1.12	1.12
<b>GBP for 1 EUR</b>	0.73	0.83	0.72	0.79	0.73	0.78
<b>BRL for 1 EUR</b>	4.31	3.59	3.39	3.96	3.31	4.13
<b>NOK for 1 EUR</b>	9.60	9.30	8.56	9.32	8.64	9.42



**ANNEX I (c)<sup>1</sup>**  
**ADJUSTED ADDITIONAL INFORMATION BY BUSINESS SEGMENT**

€ million	Second Quarter Not audited			First Half Not audited		
	2015	2016	Change	2015	2016	Change
<b><u>SUBSEA</u></b>						
Revenue	1,553.8	1,369.3	(11.9)%	2,841.4	2,751.6	(3.2)%
Gross Margin	314.0	263.0	(16.2)%	540.3	509.2	(5.8)%
OIFRA after Income/(Loss) of Equity Affiliates	250.3	200.1	(20.1)%	415.5	381.5	(8.2)%
<i>Operating Margin</i>	16.1%	14.6%	(150)bp	14.6%	13.9%	(76)bp
Depreciation and Amortization	(61.3)	(55.6)	(9.3)%	(123.7)	(115.4)	(6.7)%
EBITDA	311.6	255.7	(17.9)%	539.2	496.9	(7.8)%
<i>EBITDA Margin</i>	20.1%	18.7%	(138)bp	19.0%	18.1%	(92)bp
<b><u>ONSHORE/OFFSHORE</u></b>						
Revenue	1,544.6	1,443.6	(6.5)%	3,140.3	2,823.4	(10.1)%
Gross Margin	(47.4)	151.5	nm	62.3	294.1	nm
OIFRA after Income/(Loss) of Equity Affiliates	(131.2)	73.5	nm	(107.7)	143.2	nm
<i>Operating Margin</i>	(8.5)%	5.1%	nm	(3.4)%	5.1%	nm
Depreciation and Amortization	(10.2)	(9.1)	(10.8)%	(19.8)	(17.4)	(12.1)%
<b><u>CORPORATE</u></b>						
OIFRA after Income/(Loss) of Equity Affiliates	(22.0)	(13.9)	(36.8)%	(39.0)	(28.4)	(27.2)%
Depreciation and Amortization	-	-	-	-	-	-

<sup>1</sup> Note that statements disclosed in annexes I(a) and I(c) do not report underlying results. Please refer to annex V for the underlying net income reconciliation.

**ANNEX I (d)**  
**ADJUSTED REVENUE BY GEOGRAPHICAL AREA**

€ million	Second Quarter Not audited			First Half Not audited		
	2015	2016	Change	2015	2016	Change
<b>Europe, Russia, Central Asia</b>	1,154.5	1,358.2	17.6%	2,182.7	2,378.7	9.0%
<b>Africa</b>	524.7	398.2	(24.1)%	943.7	895.0	(5.2)%
<b>Middle East</b>	220.5	159.5	(27.7)%	505.2	380.3	(24.7)%
<b>Asia Pacific</b>	482.8	314.8	(34.8)%	958.9	728.1	(24.1)%
<b>Americas</b>	715.9	582.2	(18.7)%	1,391.2	1,192.9	(14.3)%
<b>TOTAL</b>	<b>3,098.4</b>	<b>2,812.9</b>	<b>(9.2)%</b>	<b>5,981.7</b>	<b>5,575.0</b>	<b>(6.8)%</b>

**ANNEX II**  
**ADJUSTED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

€ million	Dec. 31, 2015 Audited	Jun. 30, 2016 Not audited
Fixed Assets	6,507.9	6,363.8
Deferred Tax Assets	481.8	508.4
<b>Non-Current Assets</b>	<b>6,989.7</b>	<b>6,872.2</b>
Construction Contracts – Amounts in Assets	652.0	647.8
Inventories, Trade Receivables and Other	3,366.5	3,618.3
Cash & Cash Equivalents	4,501.4	4,495.0
<b>Current Assets</b>	<b>8,519.9</b>	<b>8,761.1</b>
<b>Assets Classified as Held for Sale</b>	<b>26.4</b>	<b>0.7</b>
<b>Total Assets</b>	<b>15,536.0</b>	<b>15,634.0</b>

Shareholders' Equity (Parent Company)	4,536.4	4,715.5
Non-Controlling Interests	8.5	8.3
<b>Shareholders' Equity</b>	<b>4,544.9</b>	<b>4,723.8</b>
Non-Current Financial Debts	1,626.0	1,555.5
Non-Current Provisions	243.0	217.2
Deferred Tax Liabilities and Other Non-Current Liabilities	215.0	204.8
<b>Non-Current Liabilities</b>	<b>2,084.0</b>	<b>1,977.5</b>
Current Financial Debts	937.1	748.0
Current Provisions	435.7	523.9
Construction Contracts – Amounts in Liabilities	2,308.2	2,036.0
Trade Payables & Other	5,226.1	5,624.8
<b>Current Liabilities</b>	<b>8,907.1</b>	<b>8,932.7</b>
<b>Total Shareholders' Equity &amp; Liabilities</b>	<b>15,536.0</b>	<b>15,634.0</b>

<b>Net Cash Position</b>	<b>1,938.3</b>	<b>2,191.5</b>
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<b>Adjusted Statement of Changes in Shareholders' Equity (Parent Company)</b>	
<b>Not audited (€ million):</b>	
<b>Shareholders' Equity as of December 31, 2015</b>	<b>4,536.4</b>
Net Income	237.7
Other Comprehensive Income	29.3
Capital Increase	136.6
Treasury Shares	2.6
Dividends Paid	(236.6)
Other	9.5
<b>Shareholders' Equity as of June 30, 2016</b>	<b>4,715.5</b>

**ANNEX III (a)**  
**ADJUSTED CONSOLIDATED STATEMENT OF CASH FLOWS**

€ million	First Half Not audited	
	2015	2016
Net Income/(Loss) of the Parent Company	(220.8)	237.7
Depreciation & Amortization of Fixed Assets	186.1	132.8
Stock Options and Performance Share Charges	15.2	8.4
Non-Current Provisions (including Employee Benefits)	137.6	5.0
Deferred Income Tax	(100.6)	(86.2)
Net (Gains)/Losses on Disposal of Assets and Investments	(26.7)	13.0
Non-Controlling Interests and Other	7.7	15.7
<b>Cash Generated from/(used in) Operations</b>	<b>(1.5)</b>	<b>326.4</b>
<b>Change in Working Capital Requirements</b>	<b>370.9</b>	<b>197.1</b>
<b>Net Cash Generated from/(used in) Operating Activities</b>	<b>369.4</b>	<b>523.5</b>
Capital Expenditures	(144.6)	(62.1)
Proceeds from Non-Current Asset Disposals	2.0	(71.0)
Acquisitions of Financial Assets	(2.5)	-
Acquisition Costs of Consolidated Companies, Net of Cash Acquired	(32.4)	-
<b>Net Cash Generated from/(used in) Investing Activities</b>	<b>(177.5)</b>	<b>(133.1)</b>
Net Increase/(Decrease) in Borrowings	(107.5)	(261.8)
Capital Increase	21.3	0.7
Dividends Paid	(88.9)	(100.8)
Share Buy-Back and Other	-	-
<b>Net Cash Generated from/(used in) Financing Activities</b>	<b>(175.1)</b>	<b>(361.9)</b>
<b>Net Effects of Foreign Exchange Rate Changes</b>	<b>222.0</b>	<b>(34.9)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>238.8</b>	<b>(6.4)</b>
Bank Overdrafts at Period Beginning	(0.9)	(0.1)
Cash and Cash Equivalents at Period Beginning	3,738.3	4,501.4
Bank Overdrafts at Period End	(0.3)	(0.1)
Cash and Cash Equivalents at Period End	3,976.5	4,495.0
	<b>238.8</b>	<b>(6.4)</b>

**ANNEX III (b)**  
**ADJUSTED CASH & FINANCIAL DEBTS**

€ million	<b>Dec. 31, 2015</b> <b>Audited</b>	<b>Jun. 30, 2016</b> <b>Not audited</b>
Cash Equivalents	2,555.7	2,392.1
Cash	1,945.7	2,102.9
<b>Cash &amp; Cash Equivalents (A)</b>	<b>4,501.4</b>	<b>4,495.0</b>
Current Financial Debts	937.1	748.0
Non-Current Financial Debts	1,626.0	1,555.5
<b>Gross Debt (B)</b>	<b>2,563.1</b>	<b>2,303.5</b>
<b>Net Cash Position (A – B)</b>	<b>1,938.3</b>	<b>2,191.5</b>

## ANNEX IV CONTRACT AWARDS Not audited

The main contracts **we announced during second quarter 2016** were the following:

### Subsea Segment:

- A four-year extension of a five-year initial contract signed in January 2011 for the Flexible Pipes Logistic Base in Vitória (BAVIT). The scope covers storage, handling, inspection, testing, load-out, internal cleaning and maintenance of flexible pipes. The base has a 300t handling capacity, storage capacity for 220 reels and serves as the main load-out point for all pre-salt flexible pipes: *Petrobras S.A., Vitória, Brazil,*
- An engineering services contract to provide multi-disciplinary engineering services as part of an engineering panel. This contract covers all client operated onshore, offshore and subsea producing assets. Under the agreement, Technip and Genesis may provide a comprehensive suite of engineering services, including concept select and feasibility studies, front-end engineering and design (FEED), detailed engineering, production engineering support, engineering assessment and review, as well as Genesis' specialist technical services: *Woodside, Australia,*
- A contract to supply the umbilical to the Oseberg Vestflanken 2 field offshore Norway. The contract covers project management, engineering and manufacturing of over 9 kilometers of static steel tube umbilical. The umbilical includes a large bore integrated service line and multiple power cables. Technip Umbilicals' facility in Newcastle, UK, will manufacture the project: *Statoil ASA, Norway,*
- A major contract to develop the Bahr Essalam, Phase II development in the Central Mediterranean Sea. This natural gas field development will be tied back to the Sabratha platform in a water depth of approximately 190 meters. The overall scope of work covers the overall design, detailed engineering and project management, as well as procurement, installation, tie-ins, pre-commissioning and commissioning. A range of vessels from the Group's fleet will be involved in the project: *Mellitah Oil & Gas B.V. Libyan Branch, a consortium between National Oil Corporation and ENI North Africa, Libya.*

### Onshore/Offshore Segment:

- A contract to provide proprietary equipment for the world's first commercial High Severity Fluid Catalytic Cracking (HS-FCC™) unit. The HS-FCC cracks heavy hydrocarbons into lighter olefins such as propylene and lighter fuels such as gasoline. It will be constructed as part of the expansion of the existing residue conversion facilities at the S-Oil refinery: *Daelim Industrial Company, Onsan, South Korea,*
- A contract to provide basic engineering and proprietary equipment for a grassroots ethylene cracking furnace at the Saudi Kayan petrochemical complex. The furnace will be based on Technip's proprietary USC® furnace technology. Technip's operating center in Milton Keynes, UK, will execute this project: *CTCI, Jubail, Saudi Arabia.*

**Since June 30, 2016,** Technip has also announced the award of the following contracts, which were **included in the backlog** as of June 30, 2016:

#### **Subsea Segment:**

- A frame agreement to provide Inspection, Repair and Maintenance (IRM) services for 2016 with possible extension to include 2017 and 2018 on the client's North Sea subsea infrastructure. The frame agreement covers provision of equipment, including diving equipment, underwater intervention and engineering services, Onshore management and engineering support, provision of ancillary personnel and equipment to support execution of the work, diver inspection, ROV inspection, maintenance, repair, construction and decommissioning. *Repsol Sinopec Resources UK Limited, UK.*

#### **Onshore/Offshore Segment:**

- A significant service contract awarded to RusTechnip for the existing GazpromNeft Refinery covering the engineering, procurement and construction management services (EPsCm) for the construction of a new Crude Distillation Unit - Vacuum Distillation Unit complex. *PJSC GAZPROM NEFT, Omsk, Russia.*

**Since June 30, 2016**, Technip has also announced the award of the following contracts, which were **not included in the backlog** as of June 30, 2016:

#### **Subsea Segment:**

- A large subsea contract for the development of the Greater Enfield Project, covering project management, design, engineering, procurement, installation and pre-commissioning (EPIC) of carbon steel production flowline, carbon steel water injection flowline, flexible risers and flowlines, umbilicals, subsea structures and valves and multi-phase pump system. The flexible pipes will be manufactured in Asiaflex, located in Malaysia, the umbilicals will be supplied by Technip Umbilicals' facility located in Newcastle, UK and the offshore installation at a water depth of between 340 and 850 meters will use several vessels from Technip's fleet. The operation is scheduled for completion in 2018. *Woodside, North West Shelf, Australia.*

#### **Onshore/Offshore Segment:**

- A Master Services Agreement (MSA) for a 12 mtpa Liquefied Natural Gas (LNG) export terminal. The MSA will be utilized to execute engineering services necessary to develop the project including the Front End Engineering Design (FEED) and supporting the Federal Energy Regulatory Commission (FERC) process. *SCT&E LNG Inc, Monkey Island, Louisiana, USA.*

**ANNEX V**  
**UNDERLYING NET INCOME RECONCILIATION**  
**Not audited**

€ million	<b>Second Quarter 2016</b>	<b>First Half 2016</b>
<b>Net Income of the Parent Company</b>	<b>123.3</b>	<b>237.7</b>
One-off charges in OIFRA	-	-
Charges from Non-Current Activities	57.0	89.5
Other	14.8	14.8
Taxes & Financial Result	(19.8)	(21.3)
<b>Underlying Net Income</b>	<b>175.3</b>	<b>320.7</b>

\*\*\*\*

The annex VI presents the first half IFRS consolidated financial statements and a reconciliation to the adjusted basis.

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**ANNEX VI (a)**  
**CONSOLIDATED STATEMENT OF INCOME**  
**Not audited**

€ million (except Diluted Earnings per Share, and Diluted Number of Shares)	First Half			<i>Adjustments</i>	<i>2016 Adjusted</i>
	<b>2015 IFRS</b>	<b>2016 IFRS</b>	<b>Change</b>		
<b>Revenue</b>	<b>5,336.4</b>	<b>4,287.4</b>	(19.7)%	<b>1,287.6</b>	<b>5,575.0</b>
Gross Margin	597.5	758.1	26.9%	45.2	803.3
Research & Development Expenses	(41.6)	(41.1)	(1.2)%	-	(41.1)
SG&A and Other	(308.7)	(262.8)	(14.9)%	(9.3)	(272.1)
Share of Income/(Loss) of Equity Affiliates	17.5	13.2	(24.6)%	(7.0)	6.2
<b>OIFRA after Income/(Loss) of Equity Affiliates</b>	<b>264.7</b>	<b>467.4</b>	<b>76.6%</b>	<b>28.9</b>	<b>496.3</b>
Non-Current Operating Result	(403.8)	(104.3)	nm	-	(104.3)
<b>Operating Income</b>	<b>(139.1)</b>	<b>363.1</b>	<b>nm</b>	<b>28.9</b>	<b>392.0</b>
Financial Result	(66.2)	(63.4)	(4.2)%	(3.9)	(67.3)
<b>Income/(Loss) before Tax</b>	<b>(205.3)</b>	<b>299.7</b>	<b>nm</b>	<b>25.0</b>	<b>324.7</b>
Income Tax Expense	(10.9)	(62.3)	nm	(25.0)	(87.3)
Non-Controlling Interests	(4.6)	0.3	nm	-	0.3
<b>Net Income/(Loss) of the Parent Company</b>	<b>(220.8)</b>	<b>237.7</b>	<b>nm</b>	<b>-</b>	<b>237.7</b>

Diluted Number of Shares	113,353,706	124,498,527	9.8%
<b>Diluted Earnings per Share (€)</b>	<b>(1.95)</b>	<b>1.97</b>	<b>nm</b>



**ANNEX VI (b)**  
**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

€ million	Dec. 31, 2015 IFRS (audited)	Jun. 30, 2016 IFRS (not audited)	Adjustments	Jun. 30, 2016 Adjusted (not audited)
Fixed Assets	6,539.0	6,406.2	(42.4)	6,363.8
Deferred Tax Assets	430.4	455.0	53.4	508.4
<b>Non-Current Assets</b>	<b>6,969.4</b>	<b>6,861.2</b>	<b>11.0</b>	<b>6,872.2</b>
Construction Contracts – Amounts in Assets	637.6	647.8	-	647.8
Inventories, Trade Receivables and Other	3,116.5	3,503.0	115.3	3,618.3
Cash & Cash Equivalents	2,919.1	2,808.3	1,686.7	4,495.0
<b>Current Assets</b>	<b>6,673.2</b>	<b>6,959.1</b>	<b>1,802.0</b>	<b>8,761.1</b>
<b>Assets Classified as Held for Sale</b>	<b>26.4</b>	<b>0.7</b>	-	<b>0.7</b>
<b>Total Assets</b>	<b>13,669.0</b>	<b>13,821.0</b>	<b>1,813.0</b>	<b>15,634.0</b>
Shareholders' Equity (Parent Company)	4,536.4	4,715.5	-	4,715.5
Non-Controlling Interests	8.5	8.3	-	8.3
<b>Shareholders' Equity</b>	<b>4,544.9</b>	<b>4,723.8</b>	-	<b>4,723.8</b>
Non-Current Financial Debts	1,626.0	1,555.5	-	1,555.5
Non-Current Provisions	242.0	216.2	1.0	217.2
Deferred Tax Liabilities and Other Non-Current Liabilities	207.6	189.1	15.7	204.8
<b>Non-Current Liabilities</b>	<b>2,075.6</b>	<b>1,960.8</b>	<b>16.7</b>	<b>1,977.5</b>
Current Financial Debts	937.1	748.0	-	748.0
Current Provisions	433.7	521.9	2.0	523.9
Construction Contracts – Amounts in Liabilities	908.4	815.9	1,220.1	2,036.0
Trade Payables & Other	4,769.3	5,050.6	574.2	5,624.8
<b>Current Liabilities</b>	<b>7,048.5</b>	<b>7,136.4</b>	<b>1,796.3</b>	<b>8,932.7</b>
<b>Total Shareholders' Equity &amp; Liabilities</b>	<b>13,669.0</b>	<b>13,821.0</b>	<b>1,813.0</b>	<b>15,634.0</b>

<b>Statement of Changes in Shareholders' Equity (Parent Company)</b>	
<b>IFRS, Not audited (€ million):</b>	
<b>Shareholders' Equity as of December 31, 2015</b>	<b>4,536.4</b>
Net Income	237.7
Other Comprehensive Income	29.3
Capital Increase	136.6
Treasury Shares	2.6
Dividends Paid	(236.6)
Other	9.5
<b>Shareholders' Equity as of June 30, 2016</b>	<b>4,715.5</b>

**ANNEX VI (c)**  
**CONSOLIDATED STATEMENT OF CASH FLOW**  
**Not audited**

€ million	First Half			
	2015 IFRS	2016 IFRS	Adjustments	2016 Adjusted
Net Income/(Loss) of the Parent Company	(220.8)	237.7	-	237.7
Depreciation & Amortization of Fixed Assets	186.1	132.6	0.2	132.8
Stock Options and Performance Share Charges	15.2	8.4	-	8.4
Non-Current Provisions (including Employee Benefits)	137.6	5.0	-	5.0
Deferred Income Tax	(96.8)	(79.5)	(6.7)	(86.2)
Net (Gains)/Losses on Disposal of Assets and Investments	(26.7)	13.0	-	13.0
Non-Controlling Interests and Other	6.9	48.2	(32.5)	15.7
<b>Cash Generated from/(used in) Operations</b>	<b>1.5</b>	<b>365.4</b>	<b>(39.0)</b>	<b>326.4</b>
<b>Change in Working Capital Requirements</b>	<b>56.2</b>	<b>17.1</b>	<b>180.0</b>	<b>197.1</b>
<b>Net Cash Generated from/(used in) Operating Activities</b>	<b>57.7</b>	<b>382.5</b>	<b>141.0</b>	<b>523.5</b>
Capital Expenditures	(144.4)	(61.8)	(0.3)	(62.1)
Proceeds from Non-Current Asset Disposals	2.0	(71.2)	0.2	(71.0)
Acquisitions of Financial Assets	(2.5)	-	-	-
Acquisition Costs of Consolidated Companies, Net of Cash acquired	(32.4)	-	-	-
<b>Net Cash Generated from/(used in) Investing Activities</b>	<b>(177.3)</b>	<b>(133.0)</b>	<b>(0.1)</b>	<b>(133.1)</b>
Net Increase/(Decrease) in Borrowings	(107.6)	(261.8)	-	(261.8)
Capital Increase	21.3	0.7	-	0.7
Dividends Paid	(88.9)	(100.8)	-	(100.8)
Share Buy-Back and Other	-	-	-	-
<b>Net Cash Generated from/(used in) Financing Activities</b>	<b>(175.2)</b>	<b>(361.9)</b>	<b>-</b>	<b>(361.9)</b>
<b>Net Effects of Foreign Exchange Rate Changes</b>	<b>109.5</b>	<b>1.6</b>	<b>(36.5)</b>	<b>(34.9)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>(185.3)</b>	<b>(110.8)</b>	<b>104.4</b>	<b>(6.4)</b>
Bank Overdrafts at Period Beginning	(0.9)	(0.1)	-	(0.1)
Cash and Cash Equivalents at Period Beginning	2,685.6	2,919.1	1,582.3	4,501.4
Bank Overdrafts at Period End	(0.3)	(0.1)	-	(0.1)
Cash and Cash Equivalents at Period End	2,499.7	2,808.3	1,686.7	4,495.0
	<b>(185.3)</b>	<b>(110.8)</b>	<b>104.4</b>	<b>(6.4)</b>

### 3 – FMC TECHNOLOGIES AND TECHNIP TO COMBINE

#### FMC Technologies and Technip to Combine: Driving Change by Redefining the Production and Transformation of Oil and Gas

##### *Strategic Highlights*

- Creates a leader in Subsea, Surface and Onshore/Offshore, driven by technology and innovation
- Builds a comprehensive and flexible offering across each market from concept to project delivery and beyond
- Accelerates growth: broader portfolio of solutions will increase innovation, improve execution, reduce costs and enhance customer success
- The combined company will be called TechnipFMC. It brings together two complementary market leaders and their talented employees, building on the proven success of their existing alliance, enabling rapid integration.

##### *Financial Highlights*

- Combined 2015 revenue of \$20 billion and EBITDA<sup>(1)</sup> of \$2.4 billion; \$20 billion backlog on March 31, 2016
- All-stock transaction: Technip shareholders to receive 2.0 shares of the combined company for each share of Technip; FMC Technologies shareholders to receive 1.0 share of the combined company for each share of FMC Technologies; TechnipFMC to be listed on the New York and Paris stock exchanges
- Expected to deliver at least \$400 million in annual pretax cost synergies in 2019
- Significantly accretive to both companies' earnings per share
- One of the strongest balance sheets in the industry

(1) EBITDA before restructuring, impairment and other exceptional items as defined by both companies in their respective previous public filings

**Paris and Houston, May 19, 2016** —Technip (Euronext: TEC) and FMC Technologies, Inc. (NYSE: FTI) today announce that the companies will combine to create a global leader that will drive change by redefining the production and transformation of oil and gas. The combined company, which will be called TechnipFMC, would have an equity value of \$13 billion based on pre-announcement share prices.

The companies have entered into a Memorandum of Understanding (MOU) and expect to execute a definitive business combination agreement to combine the companies in an all-stock merger transaction. Under the terms of the MOU, Technip shareholders will receive two shares of the new company for each share of Technip, and FMC Technologies shareholders will receive one share of the new company for each share of FMC Technologies. Each company's shareholders will own close to 50 percent of the combined company.

The transaction brings together two market leaders and their talented employees, building on the proven success of their existing alliance and joint venture, Forsys Subsea, uniting innovative technologies, common cultures and values, enabling rapid integration. The combined company will offer a new generation of comprehensive solutions in Subsea, Surface and Onshore/Offshore to reduce the cost of producing and transforming hydrocarbons. TechnipFMC's flexible commercial model will provide both integrated and discrete solutions to customers across the value chain. With more than 49,000 employees operating in over 45 countries, TechnipFMC generated 2015 combined revenue of approximately \$20 billion and combined 2015 EBITDA of approximately \$2.4 billion. As of March 31, 2016, the two companies together had consolidated backlog of approximately \$20 billion.

John Grep, Chairman and Chief Executive Officer of FMC Technologies, said, "This is a compelling combination that will create significant additional value for clients and all shareholders, by expanding the success that FMC Technologies and Technip have achieved through our alliance and joint venture, to capitalize on new opportunities and drive accelerated growth."

Thierry Pilenko, Technip Chairman and Chief Executive Officer, who will serve as Executive Chairman of TechnipFMC, stated, “Technip and FMC Technologies both have long track records of innovation and commitment to helping their clients meet the challenges of the oil and gas industry. A year ago, we were at the forefront of recognizing the importance of a broader view of our clients’ challenges and seized the opportunity that working together in our alliance could bring. Today we want to take this strategy further and across the full footprint of the two companies. We have complementary skills, technologies and capabilities which our customers can access on an integrated basis or separately as they prefer. Together, TechnipFMC can add more value across Subsea, Surface and Onshore/Offshore, enabling us to accelerate our growth. I am confident that we can quickly demonstrate the power of TechnipFMC to our clients, our people and our shareholders.”

Doug Pferdehirt, President and Chief Operating Officer of FMC Technologies, who will serve as the CEO of TechnipFMC, added, “Our alliance has shown that as customers evaluate solutions, they are involving us in the process earlier and to a greater degree than ever before. The more they seek our recommendations and new products, the more we differentiate ourselves from the competition. This transaction will allow us to deliver even greater benefits to our customers through a broadened portfolio that provides a unique set of integrated technologies and competencies that are underpinned by a history of developing rich partnerships and creating customer success. We look forward to rapidly bringing together the outstanding employees and cultures of both companies, as well as the complementary capabilities of our organizations, to position the combined company at the forefront of a new generation of solutions for the oil and gas industry.”

### Strategic Benefits of the Combination

- **Creates a leader in Subsea, Surface and Onshore/Offshore, driven by technology and innovation:** The new company will combine Technip’s innovative systems and solutions, state of the art assets, engineering strengths and project management capabilities with FMC Technologies’ leading technology, manufacturing and service capabilities. Together, TechnipFMC will engage with customers earlier in the development process to design, deliver and install more comprehensive solutions, redefining the production and transformation of hydrocarbons.
- **Builds a comprehensive and flexible offering across each market from concept to project delivery and beyond:** The combined company allows for a simplified, go-to-market strategy that spans from individual products or services to fully integrated solutions. With a single interface to ensure seamless execution, the combined company will significantly reduce the cost of development for customers for both new and existing fields.
- **Accelerates growth: broader portfolio of solutions will increase innovation, improve execution, reduce costs and enhance customer success:** The combined company will leverage both FMC Technologies’ and Technip’s competencies to accelerate technology innovation, integrate and improve project execution and reduce costs for customers. It will expand on competencies in digital life-of-field and data management services to reduce maintenance and enhance production.
- **TechnipFMC brings together two complementary market leaders and their talented employees, building on the proven success of their existing alliance, enabling a rapid integration:** The combined company expects its global reach, flexibility, advanced engineering capabilities, and distinctive technologies and competencies will position it as a global industry leader. Bringing together the two companies’ common cultures, talented employees and customer portfolios is also expected to drive profitable growth and value creation.

### Financial Benefits of the Combination

- **All-stock transaction expected to deliver at least \$400 million in annual pretax cost synergies:** The combined company will quickly implement its new organizational plan following closing. The combined company expects to achieve pretax cost synergies of approximately \$200 million in 2018,

and of at least \$400 million in 2019 and thereafter. These cost synergies are in addition to the cost saving to be delivered through the plans that the two companies have separately announced previously. The cost synergies are primarily related to supply chain efficiencies, real estate, infrastructure optimization and other corporate and organizational efficiencies. Therefore, **this transaction is expected to be significantly accretive to both companies' earnings per share.** In addition, revenue synergies are expected to be achieved from the integrated subsea project execution model.

- **Diversifies revenue mix and drives cash flow:** The combined company had a consolidated backlog of \$20 billion as of March 31, 2016, providing revenue visibility over the mid-term. This backlog will drive well-diversified cash flow, providing financial strength and flexibility for continued investment in strategic initiatives as well as research and development. All of these elements make both Technip and FMC Technologies confident in the combined company's ability to fund both an annual cash dividend and a share repurchase program.
- **One of the strongest balance sheets in the industry:** The all-stock transaction will create a company with a solid and sustainable capital structure by combining two of the strongest balance sheets in the industry. Bringing together two industry leaders will drive profitable growth and value creation, especially as market conditions improve.

## Transaction Terms

Under the terms of the agreement, FMC Technologies and Technip will be merged into a new entity. At closing, each share of Technip common stock will be converted into 2.0 ordinary shares of TechnipFMC and each common share of FMC Technologies will be exchanged for 1.0 ordinary share of TechnipFMC.

## Leadership, Governance, Structure

Technip Chairman and CEO, Thierry Pilenko, will serve as Executive Chairman of TechnipFMC's Board of Directors. Doug Pferdehirt, currently FMC Technologies' President and COO, will serve as CEO of TechnipFMC. FMC Technologies announced on May 9, 2016 that Doug Pferdehirt will be appointed as CEO of FMC Technologies effective September 1, 2016.

The Board of Directors will consist of seven members designated by FMC Technologies, including Doug Pferdehirt, and seven members designated by Technip, including Thierry Pilenko. The governance principles provide for clear and balanced corporate governance and leadership.

The group will organize its activities into five business units covering Surface, Subsea Services, Products, Subsea Projects, and Onshore/Offshore, with the first two headquartered in Houston and the others in Paris.

The TechnipFMC senior management team will include executives from both companies. The heads of the above business units have been identified and will be communicated in due course along with the other senior functional and operational executives of the company.

## Headquarters

TechnipFMC will have its operational headquarters in Paris, France, (where the Executive Chairman will have his principal office), in Houston, Texas, USA (where the CEO will have his principal office) and in London, United Kingdom (where the Forsys Subsea JV is headquartered and the new corporation will be domiciled).

The global Integrated Research and Development center will be located in France and is expected to grow as it drives innovation and technology throughout the new company.

Upon closing, TechnipFMC shares will trade on the New York Stock Exchange and on the Paris Euronext Stock Exchange.

### **Timing and Approvals**

The business combination was unanimously approved by the eligible directors of the Boards of both companies. The transaction is expected to close early in 2017, subject to the approval of both Technip and FMC Technologies shareholders, regulatory approvals and consents, as well as other customary closing conditions. Bpifrance Participations and IFPEN, shareholders of Technip, support the transaction as presented.

### **Advisors**

Goldman Sachs and Rothschild are acting as financial advisors and Darrois Villey Maillot Brochier and Davis Polk & Wardwell LLP are serving as legal counsel to Technip. Evercore and Société Générale are acting as financial advisors and Latham & Watkins LLP is serving as legal counsel to FMC Technologies.

### **Memorandum of Understanding**

The Memorandum of Understanding documentation will be made available on the Securities and Exchange Commission (SEC) website at <https://www.sec.gov/edgar.shtml>

## Practical information

**On Thursday, May 19, 2016**  
**Investor Calls at 09:30am CET and again at 02:00pm CET/08:00am EST**  
**Press Conference at 10:45am CET at 89 Avenue de la Grande Armée, 75116 Paris**

### Investor Calls Details

Investor Call 1, at 09:30am Paris time (London 08:30am, New York 03:30am)

FR: +33 (0) 1 70 77 09 38

UK: +44 (0) 207 107 1613

US (Free): +1 866 907 59 28

Investor Call 2, at 08:00am New York time (Paris 02:00pm, London 01:00pm)

FR: +33 (0) 1 70 77 09 41

UK: +44 (0) 203 367 9456

USA (Free): +1 866 907 59 25

**Replays** – available for 90 days

**All details available on Technip's and FMC Technologies' websites**

### Press Conference Details

10:45-11:45am CET at 89 Avenue de la Grande Armée, 75116 Paris.

Held by Thierry Pilenko, Chairman and CEO of Technip, and Doug Pferdehirt, President and Chief Operating Officer of FMC Technologies

### About Technip

Technip is a world leader in project management, engineering and construction for the energy industry. From the deepest Subsea oil & gas developments to the largest and most complex Offshore and Onshore infrastructures, our 32,500 people are constantly offering the best solutions and most innovative technologies to meet the world's energy challenges. Present in 45 countries, Technip has state-of-the-art industrial assets on all continents and operates a fleet of specialized vessels for pipeline installation and subsea construction. Technip shares are listed on the Euronext Paris exchange, and its ADR is traded in the US on the OTCQX marketplace as an American Depositary Receipt (OTCQX: TKPPY). Visit us at [www.technip.com](http://www.technip.com)

### About FMC Technologies

FMC Technologies, Inc. (NYSE: FTI) is the global market leader in subsea systems and a leading provider of technologies and services to the oil and gas industry. We help our customers overcome their most difficult challenges, such as improving shale and subsea infrastructures and operations to reduce cost, maintain uptime, and maximize oil and gas recovery. The company has approximately 16,500 employees and operates 29 major production facilities and services bases in 18 countries. Visit [www.fmctechnologies.com](http://www.fmctechnologies.com) or follow us on Twitter @FMC\_Tech for more information.

## For more information, contact

### For Technip

#### Investors

Aurélia Baudey-Vignaud  
P : +33 (0) 1 85 67 43 81  
[abaudeyvignaud@technip.com](mailto:abaudeyvignaud@technip.com)

Elodie Robbe-Mouillot  
P: +33 (0) 1 85 67 43 86  
[erobbemouillot@technip.com](mailto:erobbemouillot@technip.com)

#### Media

Christophe Bêlorgeot  
P : +33 (0) 1 47 78 39 92  
[cbelorgeot@technip.com](mailto:cbelorgeot@technip.com)

Laure Montcel  
P : +33 (0) 1 49 01 87 81  
[lmontcel@technip.com](mailto:lmontcel@technip.com)

Charles Fleming  
P: +33 (6) 14 45 05 22  
[charles.fleming@havasww.com](mailto:charles.fleming@havasww.com)

### For FMC Technologies

#### Investors

Matt Seinsheimer  
P: 281.260.3665  
[investorrelations@fmcti.com](mailto:investorrelations@fmcti.com)

#### Media

Lisa Albiston  
P: 281.610-9076  
[media.request@fmcti.com](mailto:media.request@fmcti.com)

Lisa Adams  
P: 281.405.4659  
[media.request@fmcti.com](mailto:media.request@fmcti.com)

## Forward-Looking Statements

This communication contains “forward-looking statements”. All statements other than statements of historical fact contained in this report are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the “Securities Act”), and Section 21E of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Forward-looking statements usually relate to future events and anticipated revenues, earnings, cash flows or other aspects of our operations or operating results. Forward-looking statements are often identified by the words “believe,” “expect,” “anticipate,” “plan,” “intend,” “foresee,” “should,” “would,” “could,” “may,” “estimate,” “outlook” and similar expressions, including the negative thereof. The absence of these words, however, does not mean that the statements are not forward-looking. These forward-looking statements are based on our current expectations, beliefs and assumptions concerning future developments and business conditions and their potential effect on us. While management believes that these forward-looking statements are reasonable as and when made, there can be no assurance that future developments affecting us will be those that we anticipate.

Factors that could cause actual results to differ materially from those in the forward-looking statements include failure to obtain applicable regulatory or stockholder approvals in a timely manner or otherwise; failure to satisfy other closing conditions to the proposed transactions; failure to obtain favorable opinions from counsel for each company to the effect of how TechnipFMC PLC (“TechnipFMC”) should be treated for U.S. tax purposes as a result of the proposed transaction; risks associated with tax liabilities, or changes in U.S. federal or international tax laws or interpretations to which they are subject, including the risk that the Internal Revenue Service disagrees that TechnipFMC is a foreign corporation for U.S. federal tax purposes; risks that the new businesses will not be integrated successfully or that the combined companies will not realize estimated cost savings, value of certain tax assets, synergies and growth or that such benefits may take longer to realize than expected; failure to realize anticipated benefits of the



combined operations; risks relating to unanticipated costs of integration; reductions in client spending or a slowdown in client payments; unanticipated changes relating to competitive factors in the companies' industries; ability to hire and retain key personnel; ability to successfully integrate the companies' businesses; the potential impact of announcement or consummation of the proposed transaction on relationships with third parties, including clients, employees and competitors; ability to attract new clients and retain existing clients in the manner anticipated; reliance on and integration of information technology systems; changes in legislation or governmental regulations affecting the companies; international, national or local economic, social or political conditions that could adversely affect the companies or their clients; conditions in the credit markets; risks associated with assumptions the parties make in connection with the parties' critical accounting estimates and legal proceedings; and the parties' international operations, which are subject to the risks of currency fluctuations and foreign exchange controls.

All of our forward-looking statements involve risks and uncertainties (some of which are significant or beyond our control) and assumptions that could cause actual results to differ materially from our historical experience and our present expectations or projections. You should carefully consider the foregoing factors and the other risks and uncertainties that affect the parties' businesses, including those described in FMC Technologies' ("FMC Technologies") Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and other documents filed from time to time by FMC Technologies and TechnipFMC with the United States Securities and Exchange Commission (the "SEC") and those described in Technip's ("Technip") annual reports, registration documents and other documents filed from time to time with the French financial markets regulator (Autorité des Marchés Financiers or the "AMF"). We wish to caution you not to place undue reliance on any forward-looking statements, which speak only as of the date hereof. We undertake no obligation to publicly update or revise any of our forward-looking statements after the date they are made, whether as a result of new information, future events or otherwise, except to the extent required by law.

### **Additional Information**

#### Important Additional Information Will be Filed with the SEC

TechnipFMC will file with the SEC a registration statement on Form S-4, which will include the proxy statement of FMC Technologies that also constitutes a prospectus of TechnipFMC (the "proxy statement/prospectus"). INVESTORS AND STOCKHOLDERS ARE URGED TO CAREFULLY READ THE PROXY STATEMENT/PROSPECTUS, AND OTHER RELEVANT DOCUMENTS TO BE FILED WITH THE SEC, IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT FMC TECHNOLOGIES, TECHNIP, TECHNIPFMC, THE PROPOSED TRANSACTIONS AND RELATED MATTERS. Investors and stockholders will be able to obtain free copies of the proxy statement/prospectus and other documents filed with the SEC by the parties through the website maintained by the SEC at [www.sec.gov](http://www.sec.gov). In addition, investors and stockholders will be able to obtain free copies of the proxy statement/prospectus and other documents filed with the SEC on FMC Technologies' website at [www.fmctechnologies.com](http://www.fmctechnologies.com) (for documents files with the SEC by FMC Technologies) or on Technip's website at [www.technip.com](http://www.technip.com) (for documents files with the SEC with Technip).

#### Additional Information Will be Made Available in an Information Document

Technip will prepare an information document to be made available in connection with the Technip meeting of stockholders called to approve the proposed transaction (the "Report"). INVESTORS AND STOCKHOLDERS ARE URGED TO CAREFULLY READ THE INFORMATION DOCUMENT, AND OTHER RELEVANT DOCUMENTS TO BE PUBLISHED ON THE TECHNIP WEBSITE, IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT FMC TECHNOLOGIES, TECHNIP, TECHNIPFMC, THE PROPOSED TRANSACTIONS AND RELATED MATTERS. Investors and stockholders will be able to obtain free copies of the information document from Technip on its website at [www.technip.com](http://www.technip.com) or by contacting Technip's Investor Relations.

#### Important Additional Information Will be Made Available in an Prospectus Prepared in accordance with the EU Prospectus Directive

TechnipFMC will make publicly available a prospectus, prepared in accordance with the EU Prospectus Directive 2003/71/EC, with respect to the issuance of new shares as a result of the proposed transaction and their admission to trading on the regulated market of Euronext Paris (including any supplement thereto, the "Admission Prospectus"). INVESTORS AND STOCKHOLDERS ARE URGED TO CAREFULLY READ THE ADMISSION PROSPECTUS, AND OTHER RELEVANT DOCUMENTS, IN THEIR ENTIRETY WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT FMC TECHNOLOGIES, TECHNIP, TECHNIPFMC, THE PROPOSED TRANSACTIONS AND RELATED MATTERS. Investors and stockholders will be able to obtain free copies of the Admission Prospectus from TechnipFMC when available.

### **No Offer or Solicitation**

This communication is not intended to and does not constitute an offer to sell or the solicitation of an offer to subscribe for or buy or an invitation to purchase or subscribe for any securities or the solicitation of any vote in any jurisdiction pursuant to the proposed transactions or otherwise, nor shall there be any sale, issuance or transfer of securities in any jurisdiction in contravention of applicable law. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act and applicable European regulations. Subject to certain exceptions to be approved by the relevant regulators or certain facts to be ascertained, the public offer will not be made directly or indirectly, in or into any jurisdiction where to do so would constitute a violation of the laws of such jurisdiction, or by use of the mails or by any means or instrumentality (including without limitation, facsimile transmission, telephone and the internet) of interstate or foreign commerce, or any facility of a national securities exchange, of any such jurisdiction.

### **Participants in Solicitation**

FMC Technologies, Technip, TechnipFMC and their respective directors and executive officers may be deemed to be participants in the solicitation of proxies from the stockholders of FMC Technologies and Technip, respectively, in respect of the proposed transactions contemplated by the proxy statement/prospectus and the Report. Information regarding the persons who are, under the rules of the SEC, participants in the solicitation of the stockholders of FMC Technologies and Technip, respectively, in connection with the proposed transactions, including a description of their direct or indirect interests, by security holdings or otherwise, will be set forth in the proxy statement/prospectus when it is filed with the SEC. Information regarding FMC Technologies' directors and executive officers is contained in FMC Technologies' Annual Report on Form 10-K for the year ended December 31, 2015 and its Proxy Statement on Schedule 14A, dated March 25, 2016, which are filed with the SEC and can be obtained free of charge from the sources indicated above. Information regarding Technip's directors and executive officers is contained in Technip's annual report for the year ended December 31, 2015 files with the AMF and can be obtained free of charge from the sources indicated above.

## 4 – FIRST QUARTER 2016 RESULTS

### Technip's First Quarter 2016 Results: long-term strategy supported by solid operational performance

#### FIRST QUARTER 2016: SOLID START TO THE YEAR

- **Adjusted revenue** at €2.8 billion balanced between both business segments at €1.4 billion each
- **Adjusted Operating Income From Recurring Activities<sup>1</sup>** at €237 million, up 38% supported by record 1Q vessel utilization and margin improvement in Onshore/Offshore
- **Underlying Net Income<sup>2</sup>** at €145 million
- **SG&A** down 11% reflecting accelerated restructuring plan
- **Backlog** at €15 billion with order intake at €930 million
- **Balance sheet** strengthened with €2 billion adjusted net cash
- **Diluted EPS<sup>3</sup>** up to €0.94; **Net Income** at €114 million

#### FULL YEAR 2016 OBJECTIVES UNCHANGED

- Adjusted Subsea revenue between €4.7 and €5.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> between €640 and €680 million
- Adjusted Onshore/Offshore revenue between €5.7 and €6.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> between €240 and €280 million

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates.

<sup>2</sup> Net income of the parent company excluding exceptional items. See annex V.

<sup>3</sup> As per IFRS, diluted earnings per share are calculated by dividing income/(loss) attributable to the parent company's shareholders, restated for financial interest related to dilutive potential ordinary shares, by the weighted average number of outstanding shares during the period, plus the effect of dilutive potential ordinary shares related to the convertible bonds, dilutive stock options and performance shares calculated according to the "Share Purchase Method" (IFRS 2), less treasury shares. In conformity with this method, anti-dilutive stock options are ignored in calculating EPS. Dilutive options are taken into account if the subscription price of the stock options plus the future and still outstanding IFRS 2 charge is lower than the average market share price during the EPS reference period.

**Note:** The first quarter 2016 results presented in this press release were prepared on the adjusted basis as described in Technip's fourth quarter 2015 press release. These results reflect the financial reporting framework used for management purposes.

- 1Q 16 revenue at €2,192 million within IFRS framework and €2,762 million within adjusted framework
- 1Q 16 net income at €114 million within both IFRS and adjusted frameworks

On April 26, 2016, Technip's Board of Directors approved the first quarter 2016 adjusted consolidated financial statements.

€ million (except Diluted Earnings per Share)	1Q 15	1Q 16	Change
<b>Adjusted Revenue</b>	<b>2,883.3</b>	<b>2,762.1</b>	<b>(4.2)%</b>
Subsea	1,287.6	1,382.3	7.4%
Onshore/Offshore	1,595.7	1,379.8	(13.5)%
<b>Adjusted EBITDA<sup>1</sup></b>	<b>243.7</b>	<b>304.7</b>	<b>25.0%</b>
<i>Adjusted EBITDA Margin</i>	<i>8.5%</i>	<i>11.0%</i>	<i>258bp</i>
<b>Adjusted OIFRA<sup>2</sup></b>	<b>171.7</b>	<b>236.6</b>	<b>37.8%</b>
Subsea	165.2	181.4	9.8%
Onshore/Offshore	23.5	69.7	3x
<i>Adjusted Operating Margin<sup>3</sup></i>	<i>6.0%</i>	<i>8.6%</i>	<i>261bp</i>
One-off Charge	-	(32.5)	nm
<b>Underlying Net Income<sup>4</sup></b>	<b>108.0</b>	<b>145.4</b>	<b>34.6%</b>
<b>Net Income of the Parent Company</b>	<b>86.1</b>	<b>114.4</b>	<b>32.9%</b>
Diluted Earnings per Share <sup>5</sup> (€)	0.73	0.94	29.6%
Order Intake	1,501	930	
Backlog	20,618	14,924	

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates excluding depreciation and amortization.

<sup>2</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates.

<sup>3</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates, divided by adjusted revenue.

<sup>4</sup> Net income of the parent company excluding exceptional items. See annex V.

<sup>5</sup> As per IFRS, diluted earnings per share are calculated by dividing income/(loss) attributable to the parent company's shareholders, restated for financial interest related to dilutive potential ordinary shares, by the weighted average number of outstanding shares during the period, plus the effect of dilutive potential ordinary shares related to the convertible bonds, dilutive stock options and performance shares calculated according to the "Share Purchase Method" (IFRS 2), less treasury shares. In conformity with this method, anti-dilutive stock options are ignored in calculating EPS. Dilutive options are taken into account if the subscription price of the stock options plus the future and still outstanding IFRS 2 charge is lower than the average market share price during the EPS reference period.

**Thierry Pilenko, Chairman and CEO**, commented: "At the start of the year, Technip set out to execute our projects, sustain our balance sheet strength, reduce our costs and progress our strategy – all in response to the harsh and prolonged downturn in our industry. The first quarter shows that our teams are following through on these objectives.

On revenues down 4.2%, we improved our profitability – the Group's OIFRA margin was 8.6% compared to 6.0% in 1Q 2015. In Subsea, our manufacturing plants were busy and so were our vessels on West African offshore campaigns in particular driving a record 82% vessel utilization rate for a first quarter. In terms of early stage work, we won an important contract with Statoil through our Forsys Subsea JV for the development of the Trestakk field. We also renewed for a four-year period the contract to provide logistic support for Petrobras at our Vitória base in Brazil. In Onshore/Offshore, we started the 2016 campaign on Yamal with the first module shipments and early works continued for the upgrade and expansion of the MIDOR refinery in Egypt.

We continued to implement our restructuring plan. During the quarter, SG&A expenses fell 11% year-on-year. Cashflow was robust and we ended the quarter with 2 billion euros of adjusted net cash on the balance sheet slightly up compared to December 2015.

Order intake remained at a low level, but its quality and diversity was satisfactory, spread across both Subsea and Onshore/Offshore projects and our technology, equipment and consulting activities. We ended the quarter with 15 billion euros of backlog and our 2016 guidance well underpinned – and unchanged from the targets we set out in mid-February.

Our views on the market outlook are unchanged compared to mid-February. With a low and volatile oil price and their cashflows under pressure, our clients are more than ever focused on cutting their capex and costs to substantially below 2014 levels. Project awards are therefore being postponed and even cancelled, putting visible strain on some parts of our industry. Overall, we are seeing continued interest worldwide in investing, revamping and upgrading Downstream, but Upstream - even if we may see momentum on a few strategic developments - will be less resilient with front-end work only gaining momentum from late 2016 into 2017.

Technip's performance in the first quarter illustrates well our areas of focus in this unprecedented environment. We can secure early stage engagement with our clients and drive their project costs down through the application of technology, simplicity and standardization. Internally we are focused on project execution, controlling our costs and maintaining a strong balance sheet and therefore our capacity to reinforce our leadership. In building a broad-based oilfield services and equipment company, we adapt to resist and shape the future – to win projects, gain new markets, retain and build talents – and create long-term value for all our stakeholders.”

# I. ORDER INTAKE AND BACKLOG

## 1. First Quarter 2016 Order Intake

During first quarter 2016, Technip's **order intake** was €930 million. The breakdown by business segment was as follows:

Order Intake <sup>1</sup> (€ million)	1Q 2015	1Q 2016
Subsea	1,033	447
Onshore/Offshore	468	483
<b>Total</b>	<b>1,501</b>	<b>930</b>

**Subsea** order intake included two lump sum contracts for Johan Sverdrup Development and Oseberg Vestflanken 2 in Norway, covering the installation of infield flowlines to be welded at our spoolbase in Orkanger and installed by the Deep Energy vessel.

In Brazil, Technip signed a four-year contract extension for its Flexible Pipe Logistic Base (BAVIT), located in Vitória, covering storage, handling, inspection, testing, load-out, internal cleaning and maintenance of flexible pipes.

In Australia, Technip was awarded a fast-track contract for the disconnection of the Kitan field Floating Production Storage & Offloading (FPSO) unit using the Deep Orient vessel to complete the offshore works in the Timor Sea.

Finally, in United Arab Emirates, Technip was awarded a contract for additional work on the ongoing Rashid-C field development, offshore Dubai, including engineering, procurement, fabrication, installation, and pre-commissioning of a replacement 42" export pipeline.

**Onshore/Offshore** order intake included a contract to supply proprietary ethylene technology, a Process Design Package (PDP), technical services and proprietary equipment for a 650 KTA grassroots gas cracker in China. In South Korea, Technip was awarded a contract to provide proprietary equipment for the world's first commercial High Severity Fluid Catalytic Cracking unit, as part of the expansion of the residue conversion facilities at the S-Oil refinery. Both contracts show the potential of our TEC<sup>2</sup> activities.

Additionally, order intake included conversion into backlog of non-backlog elements on various contracts, as well as numerous Front-End Engineering Design (FEED) and other early stage contracts.

Listed in annex IV are the main contracts announced since January 2016 and their approximate value if publicly disclosed.

## 2. Backlog

At the end of first quarter 2016, Technip's **backlog** was €14.9 billion, compared with €17.0 billion at the end of fourth quarter 2015 and €20.6 billion at the end of first quarter 2015.

<b>Estimated Backlog<sup>3</sup> Scheduling as of March 31, 2016 (€ million)</b>	<b>Subsea</b>	<b>Onshore/Offshore</b>	<b>Group</b>
2016 (9 months)	3,435	3,803	7,238
2017	1,838	3,056	4,894
2018 and beyond	1,085	1,707	2,792
<b>Total</b>	<b>6,358</b>	<b>8,566</b>	<b>14,924</b>

<sup>1</sup> Order intake includes all projects whose revenues are consolidated in our adjusted financial statements.

<sup>2</sup> Technology, Equipment and Consulting.

<sup>3</sup> Backlog includes all projects whose revenues are consolidated in our adjusted financial statements.

## II. FIRST QUARTER 2016 OPERATIONAL & FINANCIAL HIGHLIGHTS – ADJUSTED BASIS

### 1. Subsea

**Subsea** main operations for the quarter were as follows:

- **In the Americas:**
  - **In the US Gulf of Mexico**, the Deep Blue vessel completed its second and third installation trips on Stones and started its class renewal dry-dock at the end of the quarter as planned.
  - **In Brazil**, at our manufacturing plants in Vitória and Açú, flexible pipe production continued for the pre-salt fields of Lula Alto, Iracema Norte and Iracema Sul and started for the Libra Extended Well Test.
- **In the North Sea**, engineering and procurement phases continued for the Edradour project in Scotland, for which umbilicals are being manufactured in our Newcastle plant.
- **In Asia Pacific**, the Deep Orient vessel completed its installation campaigns for Bangka in Indonesia and Kitan in Australia, before being mobilized on Jangkrik, for which flexible pipe manufacturing progressed at our Asiaflex plant. In Australia, the North Sea Atlantic successfully completed its offshore campaigns for Wheatstone as well as for Prelude where it installed christmas trees on the seabed. In United Arab Emirates, the G1201 vessel completed the Rashid C project.
- **In West Africa**, the Deep Energy vessel completed its installation campaign for the Block 15/06 East Hub development in Angola. Meanwhile, engineering and procurement advanced on the major Kaombo project, also in Angola, while umbilicals for this project were being fabricated in our manufacturing plants. In Congo, the G1200 vessel continued working on Moho Nord, while the newly-built Skandi Africa started its campaign on this project. In Ghana, offshore works progressed on T.E.N. with the completion of the Deep Energy campaign and the ongoing campaign by the Deep Pioneer.

Overall, the **vessel utilization rate** for the first quarter of 2016 reached 82%, well above the 68% in the first quarter of 2015 and 74% in the fourth quarter of 2015: operations in Asia Pacific and West Africa counterbalanced the effects of the traditional winter season in North Sea.

Subsea **financial performance** is set out in the following table:

€ million	1Q 2015	1Q 2016	Change
<b>Subsea</b>			
Adjusted Revenue	1,287.6	1,382.3	7.4%
Adjusted EBITDA	227.6	241.2	6.0%
<i>Adjusted EBITDA Margin</i>	<i>17.7%</i>	<i>17.4%</i>	<i>(23)bp</i>
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	165.2	181.4	9.8%
<i>Adjusted Operating Margin</i>	<i>12.8%</i>	<i>13.1%</i>	<i>29bp</i>

\* No one-off charge accounted in Subsea adjusted operating income from recurring activities in 1Q 2016.



## 2. Onshore/Offshore

Onshore/Offshore main operations for the quarter were as follows:

- **In the Middle East**, fabrication continued for the Umm Lulu complex in Abu Dhabi. Meanwhile, for the FMB platforms, the first topside was successfully loaded out and the G1201 vessel was mobilized to proceed with installation works offshore Qatar.
- **In Asia Pacific**, the Malikai tension leg platform (TLP) was successfully loaded out and floated off offshore Malaysia. In South Korea, the Petronas FLNG Satu had its naming ceremony and integration continued on the Prelude FLNG hull.
- **In Europe and Russia**, the first of the 2016 shipments of process modules fabricated in Chinese yards were sent on their way to the Yamal LNG site in Sabetta, Russia. Engineering and procurement progressed on the Duslo ammonia plant in Slovakia and engineering continued for a polyethylene plant in the Czech Republic.
- **In Africa**, early works continued for the MIDOR refinery modernization and expansion project in Egypt.
- **In the Americas**, engineering and procurement started for two grassroots hydrogen plants in Montana and Texas, while construction activities continued on the CPChem polyethylene plant in Texas and on Sasol's world-scale ethane cracker and derivative complex near Lake Charles, Louisiana. At the same time, construction of the topsides and jacket progressed for the Juniper project in Trinidad and Tobago.

Onshore/Offshore **financial performance** is set out in the following table:

€ million	1Q 2015	1Q 2016	Change
<b>Onshore/Offshore</b>			
Adjusted Revenue	1,595.7	1,379.8	(13.5)%
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	23.5	69.7	3x
<i>Adjusted Operating Margin</i>	1.5%	5.1%	358bp

\* No one-off charge accounted in Onshore/Offshore adjusted operating income from recurring activities in 1Q 2016.

On the Hejre platform, the involvement of the Technip and DSME consortium in this project has ended at the request of its client, Dong Energy which said that the platform will not be completed, that they will not take possession of the elements of the platform under construction and that the overall project in its current form will be stopped. Given that the project was well advanced, this project represented less than 1% of our backlog. The consortium disagrees with many aspects of the Dong statement and will defend its interests as arbitration proceedings on claims proceed.

### 3. Group

The Group's **adjusted operating income from recurring activities after income/(loss) of equity affiliates**, including Corporate charges of €15 million, is set out in the following table:

€ million	1Q 2015	1Q 2016	Change
<b>Group</b>			
Adjusted Revenue	2,883.3	2,762.1	(4.2)%
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	171.7	236.6	37.8%
<i>Adjusted Operating Margin</i>	6.0%	8.6%	261bp

\* No one-off charge accounted in adjusted operating income from recurring activities in 1Q 2016.

In the first quarter of 2016, compared to a year ago, the estimated translation impact from **foreign exchange** was a negative €97 million on adjusted revenue and a negative €22 million on adjusted operating income from recurring activities after income/(loss) of equity affiliates.

### 4. Adjusted Non-Current Items and Group Net Income

Adjusted non-current operating items of €(33) million were booked in the quarter, related to the restructuring plan announced on July 6, 2015 and extended in February 2016 to reflect a €1 billion cost saving target.

**Adjusted financial result** in the first quarter of 2016 included €20 million of interest expenses on debt and a €26 million negative impact from changes in foreign exchange rates and the fair market value of hedging instruments.

€ million (except Diluted Earnings per Share and Diluted Number of Shares)	1Q 2015	1Q 2016	Change
Adjusted OIFRA after Income/(Loss) of Equity Affiliates*	171.7	236.6	37.8%
Adjusted Non-Current Operating Result	(6.0)	(32.5)	nm
Adjusted Financial Result	(38.9)	(43.1)	10.8%
Adjusted Income Tax Expense	(38.1)	(46.7)	22.6%
<i>Adjusted Effective Tax Rate</i>	30.0%	29.0%	(104)bp
Adjusted Non-Controlling Interests	(2.6)	0.1	nm
<b>Net Income of the Parent Company</b>	<b>86.1</b>	<b>114.4</b>	<b>32.9%</b>
<b>Underlying Net Income</b>	<b>108.0</b>	<b>145.4</b>	<b>34.6%</b>
Diluted Number of Shares	125,717,937	124,423,268	(1.0)%
<b>Diluted Earnings per Share (€)</b>	<b>0.73</b>	<b>0.94</b>	<b>29.6%</b>

\* No one-off charge accounted in adjusted operating income from recurring activities in 1Q 2016.

## 5. Adjusted Cash Flow and Statement of Consolidated Financial Position

As of March 31, 2016, the **adjusted net cash position** was €1,987 million, up €49 million compared with €1,938 million as of December 31, 2015.

<b>Adjusted Cash<sup>1</sup> as of December 31, 2015</b>	<b>4,501.3</b>
Adjusted Cash Generated from/(used in) Operating Activities	82.4
Adjusted Cash Generated from/(used in) Investing Activities	(23.1)
Adjusted Cash Generated from/(used in) Financing Activities	(245.3)
Adjusted FX Impacts	4.1
<b>Adjusted Cash<sup>1</sup> as of March 31, 2016</b>	<b>4,319.4</b>

**Adjusted capital expenditures** for the first quarter of 2016 were €24 million, compared with €58 million one year ago.

The Group's balance sheet remained robust and liquid. **Adjusted shareholders' equity of the parent company** as of March 31, 2016 was €4,648 million, compared with €4,536 million as of December 31, 2015.

<sup>1</sup> Adjusted cash and cash equivalents, less bank overdraft.

### III. FULL YEAR 2016 OBJECTIVES UNCHANGED

- **Adjusted Subsea revenue between €4.7 and €5.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> between €640 and €680 million**
- **Adjusted Onshore/Offshore revenue between €5.7 and €6.0 billion, adjusted Operating Income From Recurring Activities<sup>1</sup> between €240 and €280 million**

<sup>1</sup> Adjusted operating income from recurring activities after income/(loss) of equity affiliates.

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The information package on First Quarter 2016 results includes this press release and the annexes which follow, as well as the presentation published on Technip's website: [www.technip.com](http://www.technip.com)

## NOTICE

Today, Thursday, April 28, 2016, Chairman and CEO Thierry Pilenko, along with Group CFO Julian Waldron, will comment on Technip's results and answer questions from the financial community during a conference call in English starting at 9:30 a.m. Paris time.

To participate in the conference call, you may call any of the following telephone numbers approximately 5 - 10 minutes prior to the scheduled start time:

France / Continental Europe:	+33 (0) 1 70 77 09 42
UK:	+44 (0) 203 367 9453
USA:	+1 855 402 7761

The conference call will also be available via a simultaneous, listen-only audio-cast on Technip's website.

A replay of this conference call will be available approximately two hours following the conference call for three months on Technip's website and at the following telephone numbers:

	<i>Telephone Numbers</i>	<i>Confirmation Code</i>
France / Continental Europe:	+33 (0) 1 72 00 15 00	300260#
UK:	+44 (0) 203 367 9460	300260#
USA:	+1 877 642 3018	300260#

## Cautionary note regarding forward-looking statements

*This press release contains both historical and forward-looking statements. These forward-looking statements are not based on historical facts, but rather reflect our current expectations concerning future results and events, and generally may be identified by the use of forward-looking words such as “believe”, “aim”, “expect”, “anticipate”, “intend”, “foresee”, “likely”, “should”, “planned”, “may”, “estimates”, “potential” or other similar words. Similarly, statements that describe our objectives, plans or goals are or may be forward-looking statements. These forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied by these forward-looking statements. Risks that could cause actual results to differ materially from the results anticipated in the forward-looking statements include, among other things: our ability to successfully continue to originate and execute large services contracts, and construction and project risks generally; the level of production-related capital expenditure in the oil and gas industry as well as other industries; currency fluctuations; interest rate fluctuations; raw material (especially steel) as well as maritime freight price fluctuations; the timing of development of energy resources; armed conflict or political instability in the Arabian-Persian Gulf, Africa or other regions; the strength of competition; control of costs and expenses; the reduced availability of government-sponsored export financing; losses in one or more of our large contracts; U.S. legislation relating to investments in Iran or elsewhere where we seek to do business; changes in tax legislation, rules, regulation or enforcement; intensified price pressure by our competitors; severe weather conditions; our ability to successfully keep pace with technology changes; our ability to attract and retain qualified personnel; the evolution, interpretation and uniform application and enforcement of International Financial Reporting Standards (IFRS), according to which we prepare our financial statements as of January 1, 2005; political and social stability in developing countries; competition; supply chain bottlenecks; the ability of our subcontractors to attract skilled labor; the fact that our operations may cause the discharge of hazardous substances, leading to significant environmental remediation costs; our ability to manage and mitigate logistical challenges due to underdeveloped infrastructure in some countries where we are performing projects.*

*Some of these risk factors are set forth and discussed in more detail in our Annual Report. Should one of these known or unknown risks materialize, or should our underlying assumptions prove incorrect, our future results could be adversely affected, causing these results to differ materially from those expressed in our forward-looking statements. These factors are not necessarily all of the important factors that could cause our actual results to differ materially from those expressed in any of our forward-looking statements. Other unknown or unpredictable factors also could have material adverse effects on our future results. The forward-looking statements included in this release are made only as of the date of this release. We cannot assure you that projected results or events will be achieved. We do not intend, and do not assume any obligation to update any industry information or forward-looking information set forth in this release to reflect subsequent events or circumstances.*

\*\*\*\*

*This press release does not constitute an offer or invitation to purchase any securities of Technip in the United States or any other jurisdiction. Securities may not be offered or sold in the United States absent registration or an exemption from registration. The information contained in this presentation may not be relied upon in deciding whether or not to acquire Technip securities.*

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Technip is a world leader in project management, engineering and construction for the energy industry.

From the deepest Subsea oil & gas developments to the largest and most complex Offshore and Onshore infrastructures, our 33,000 people are constantly offering the best solutions and most innovative technologies to meet the world's energy challenges.

Present in 45 countries, Technip has state-of-the-art industrial assets on all continents and operates a fleet of specialized vessels for pipeline installation and subsea construction.

Technip shares are listed on the Euronext Paris exchange, and its ADR is traded in the US on the OTCQX marketplace as an American Depositary Receipt (OTCQX: TKPPY).



**ISIN: FR0000131708**



#### **Analyst and Investor Relations**

Aurélia Baudey-Vignaud

Tel.: +33 (0) 1 85 67 43 81, e-mail: [abaudeyvignaud@technip.com](mailto:abaudeyvignaud@technip.com)

Elodie Robbe-Mouillot

Tel.: +33 (0) 1 47 78 43 86, e-mail: [erobbemouillot@technip.com](mailto:erobbemouillot@technip.com)

#### **Public Relations**

Laure Montcel

Tel.: +33 (0)1 49 01 87 81

Delphine Nayral

Tel.: +33 (0)1 47 78 34 83, e-mail: [press@technip.com](mailto:press@technip.com)

#### **Technip's website**

<http://www.technip.com>

#### **Technip's IR website**

<http://investors-en.technip.com>

#### **Technip's IR mobile website**

<http://investors.mobi-en.technip.com>

**ANNEX I (a)<sup>1</sup>**  
**ADJUSTED CONSOLIDATED STATEMENT OF INCOME**

€ million (except Diluted Earnings per Share and Diluted Number of Shares)	First Quarter Not audited		
	2015	2016	Change
<b>Revenue</b>	<b>2,883.3</b>	<b>2,762.1</b>	<b>(4.2)%</b>
Gross Margin	336.0	388.8	15.7%
Research & Development Expenses	(17.9)	(18.5)	3.4%
SG&A and Other	(151.4)	(136.5)	(9.8)%
Share of Income/(Loss) of Equity Affiliates	5.0	2.8	(44.0)%
<b>OIFRA after Income/(Loss) of Equity Affiliates</b>	<b>171.7</b>	<b>236.6</b>	<b>37.8%</b>
Non-Current Operating Result	(6.0)	(32.5)	nm
<b>Operating Income</b>	<b>165.7</b>	<b>204.1</b>	<b>23.2%</b>
Financial Result	(38.9)	(43.1)	10.8%
<b>Income/(Loss) before Tax</b>	<b>126.8</b>	<b>161.0</b>	<b>27.0%</b>
Income Tax Expense	(38.1)	(46.7)	22.6%
Non-Controlling Interests	(2.6)	0.1	nm
<b>Net Income/(Loss) of the Parent Company</b>	<b>86.1</b>	<b>114.4</b>	<b>32.9%</b>
Diluted Number of Shares	125,717,937	124,423,268	(1.0)%
<b>Diluted Earnings per Share (€)</b>	<b>0.73</b>	<b>0.94</b>	<b>29.6%</b>

<sup>1</sup> Note that statements disclosed in annexes I(a) and I(c) do not report underlying results. Please refer to annex V for the underlying net income reconciliation.

**IFRS CONSOLIDATED REVENUE AND NET INCOME**

€ million	First Quarter Not audited		
	2015	2016	Change
<b>Revenue</b>	<b>2,618.8</b>	<b>2,191.8</b>	<b>(16.3)%</b>
<b>Net Income/(Loss) of the Parent Company</b>	<b>86.1</b>	<b>114.4</b>	<b>32.9%</b>



**ANNEX I (b)**  
**FOREIGN CURRENCY CONVERSION RATES**

	Closing Rate as of		Average Rate of	
	Dec. 31, 2015	Mar. 31, 2016	1Q 2015	1Q 2016
<b>USD for 1 EUR</b>	1.09	1.14	1.13	1.10
<b>GBP for 1 EUR</b>	0.73	0.79	0.74	0.77
<b>BRL for 1 EUR</b>	4.31	4.12	3.22	4.31
<b>NOK for 1 EUR</b>	9.60	9.41	8.73	9.53

**ANNEX I (c)<sup>1</sup>**  
**ADJUSTED ADDITIONAL INFORMATION BY BUSINESS SEGMENT**

€ million	First Quarter Not audited		
	2015	2016	Change
<b><u>SUBSEA</u></b>			
Revenue	1,287.6	1,382.3	7.4%
Gross Margin	226.3	246.2	8.8%
OIFRA after Income/(Loss) of Equity Affiliates	165.2	181.4	9.8%
<i>Operating Margin</i>	12.8%	13.1%	29bp
Depreciation and Amortization	(62.4)	(59.8)	(4.2)%
EBITDA	227.6	241.2	6.0%
<i>EBITDA Margin</i>	17.7%	17.4%	(23)bp
<b><u>ONSHORE/OFFSHORE</u></b>			
Revenue	1,595.7	1,379.8	(13.5)%
Gross Margin	109.7	142.6	30.0%
OIFRA after Income/(Loss) of Equity Affiliates	23.5	69.7	3x
<i>Operating Margin</i>	1.5%	5.1%	358bp
Depreciation and Amortization	(9.6)	(8.3)	(13.5)%
<b><u>CORPORATE</u></b>			
OIFRA after Income/(Loss) of Equity Affiliates	(17.0)	(14.5)	(14.7)%
Depreciation and Amortization	-	-	-

<sup>1</sup> Note that statements disclosed in annexes I(a) and I(c) do not report underlying results. Please refer to annex V for the underlying net income reconciliation.

**ANNEX I (d)**  
**ADJUSTED REVENUE BY GEOGRAPHICAL AREA**

€ million	<b>First Quarter Not audited</b>		
	<b>2015</b>	<b>2016</b>	<b>Change</b>
<b>Europe, Russia, Central Asia</b>	1,028.2	1,020.5	(0.7)%
<b>Africa</b>	419.0	496.8	18.6%
<b>Middle East</b>	284.7	220.8	(22.4)%
<b>Asia Pacific</b>	476.1	413.3	(13.2)%
<b>Americas</b>	675.3	610.7	(9.6)%
<b>TOTAL</b>	<b>2,883.3</b>	<b>2,762.1</b>	<b>(4.2)%</b>

**ANNEX II**  
**ADJUSTED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

€ million	Dec. 31, 2015 Audited	Mar. 31, 2016 Not audited
Fixed Assets	6,507.9	6,394.2
Deferred Tax Assets	481.8	470.7
<b>Non-Current Assets</b>	<b>6,989.7</b>	<b>6,864.9</b>
Construction Contracts – Amounts in Assets	652.0	699.1
Inventories, Trade Receivables and Other	3,366.5	3,415.5
Cash & Cash Equivalents	4,501.4	4,319.5
<b>Current Assets</b>	<b>8,519.9</b>	<b>8,434.1</b>
<b>Assets Classified as Held for Sale</b>	<b>26.4</b>	<b>18.0</b>
<b>Total Assets</b>	<b>15,536.0</b>	<b>15,317.0</b>
Shareholders' Equity (Parent Company)	4,536.4	4,648.4
Non-Controlling Interests	8.5	7.6
<b>Shareholders' Equity</b>	<b>4,544.9</b>	<b>4,656.0</b>
Non-Current Financial Debts	1,626.0	1,536.1
Non-Current Provisions	243.0	238.7
Deferred Tax Liabilities and Other Non-Current Liabilities	215.0	195.4
<b>Non-Current Liabilities</b>	<b>2,084.0</b>	<b>1,970.2</b>
Current Financial Debts	937.1	796.5
Current Provisions	435.7	459.0
Construction Contracts – Amounts in Liabilities	2,308.2	2,020.6
Trade Payables & Other	5,226.1	5,414.7
<b>Current Liabilities</b>	<b>8,907.1</b>	<b>8,690.8</b>
<b>Total Shareholders' Equity &amp; Liabilities</b>	<b>15,536.0</b>	<b>15,317.0</b>
<b>Net Cash Position</b>	<b>1,938.3</b>	<b>1,986.9</b>

<b>Adjusted Statement of Changes in Shareholders' Equity (Parent Company)</b>	
<b>Not audited (€ million):</b>	
<b>Shareholders' Equity as of December 31, 2015</b>	<b>4,536.4</b>
Net Income	114.4
Other Comprehensive Income	(10.2)
Capital Increase	0.1
Treasury Shares	2.3
Dividends Paid	-
Other	5.4
<b>Shareholders' Equity as of March 31, 2016</b>	<b>4,648.4</b>

**ANNEX III (a)**  
**ADJUSTED CONSOLIDATED STATEMENT OF CASH FLOWS**

€ million	<b>First Quarter Not audited</b>	
	<b>2015</b>	<b>2016</b>
Net Income/(Loss) of the Parent Company	86.1	114.4
Depreciation & Amortization of Fixed Assets	72.0	68.1
Stock Options and Performance Share Charges	6.5	5.5
Non-Current Provisions (including Employee Benefits)	22.3	0.5
Deferred Income Tax	0.6	(24.0)
Net (Gains)/Losses on Disposal of Assets and Investments	0.3	0.3
Non-Controlling Interests and Other	5.2	12.7
<b>Cash Generated from/(used in) Operations</b>	<b>193.0</b>	<b>177.5</b>
<b>Change in Working Capital Requirements</b>	<b>317.7</b>	<b>(95.1)</b>
<b>Net Cash Generated from/(used in) Operating Activities</b>	<b>510.7</b>	<b>82.4</b>
Capital Expenditures	(57.9)	(23.6)
Proceeds from Non-Current Asset Disposals	0.1	0.5
Acquisitions of Financial Assets	(2.4)	-
Acquisition Costs of Consolidated Companies, Net of Cash Acquired	(0.1)	-
<b>Net Cash Generated from/(used in) Investing Activities</b>	<b>(60.3)</b>	<b>(23.1)</b>
Net Increase/(Decrease) in Borrowings	(51.8)	(245.4)
Capital Increase	1.7	0.1
Dividends Paid	-	-
Share Buy-Back and Other	-	-
<b>Net Cash Generated from/(used in) Financing Activities</b>	<b>(50.1)</b>	<b>(245.3)</b>
<b>Net Effects of Foreign Exchange Rate Changes</b>	<b>183.0</b>	<b>4.1</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>583.3</b>	<b>(181.9)</b>
Bank Overdrafts at Period Beginning	(0.9)	(0.1)
Cash and Cash Equivalents at Period Beginning	3,738.3	4,501.4
Bank Overdrafts at Period End	(0.9)	(0.1)
Cash and Cash Equivalents at Period End	4,321.6	4,319.5
	<b>583.3</b>	<b>(181.9)</b>

**ANNEX III (b)**  
**ADJUSTED CASH & FINANCIAL DEBTS**

€ million	Dec. 31, 2015 Audited	Mar. 31, 2016 Not audited
Cash Equivalents	2,555.7	2,117.7
Cash	1,945.7	2,201.8
<b>Cash &amp; Cash Equivalents (A)</b>	<b>4,501.4</b>	<b>4,319.5</b>
Current Financial Debts	937.1	796.5
Non-Current Financial Debts	1,626.0	1,536.1
<b>Gross Debt (B)</b>	<b>2,563.1</b>	<b>2,332.6</b>
<b>Net Cash Position (A – B)</b>	<b>1,938.3</b>	<b>1,986.9</b>

## ANNEX IV CONTRACT AWARDS Not audited

The main contracts **we announced during first quarter 2016** were the following:

### Subsea Segment:

- A lump sum contract for the development of the South Santa Cruz and Barataria fields. The contract covers fabrication and installation of approximately 23 kilometers of pipe-in-pipe flowline and associated system, to be fabricated at our spoolbase in Mobile, Alabama and installed by the Deep Blue vessel: *Deep Gulf Energy II LLC., Mississippi Canyon offshore New Orleans, US Gulf of Mexico,*
- Two lump sum contracts for infield pipeline construction for the Johan Sverdrup Development and the Oseberg Vestflanken 2 projects, covering the fabrication and installation of 29 kilometers of plastic lined 16" water injection flowlines for Johan Sverdrup, and 7.5 kilometers of 14" production pipeline and 9 kilometers of 10" gas injection pipeline for Oseberg Vestflanken 2: *Statoil, North Sea.*

### Onshore/Offshore Segment:

- A contract to provide proprietary technology and engineering and procurement services for a grassroots hydrogen plant. The 3.5 million standard cubic meters per day plant will produce hydrogen and carbon monoxide (CO): *Air Products, Baytown, Texas, USA,*
- A contract to provide engineering and procurement services for a 480 metric ton per day Dorr Oliver FluoSolids® roaster system for the Glogow I Copper Smelter Optimization Project, also covering proprietary technology and equipment, erection supervision, commissioning, startup and training assistance: *KGHM, Glogow, Poland,*
- A contract to supply proprietary ethylene technology, a Process Design Package (PDP), technical services and proprietary equipment for a 650 KTA grassroots gas cracker. The plant will use low-cost ethane and propane from North America and will be part of SP Olefins 1100 KTA Light Hydrocarbon Utilization Project: *SP Olefins (Taixing) Co. Ltd, a subsidiary of SP Chemicals, Taixing, Jiangsu Province, China,*
- A three-year contract to provide engineering, technical assistance, management, supervision and coordination, as well as procurement-related activities for the existing Girassol, Pazflor, Dalia and CLOV floating production storage and offloading (FPSO) units and associated subsea field development: *Total E&P Angola, located in Block 17 offshore Angola.*

**Since March 31, 2016,** Technip has also announced the award of the following contracts, which were **included in the backlog** as of March 31, 2016:

### Subsea Segment:

- A four-year extension of its five-year initial contract signed in January 2011 for its Flexible Pipes Logistic Base (BAVIT). The scope covers storage, handling, inspection, testing, load-out, internal cleaning and maintenance of flexibles pipes. The base has a 300t handling capacity, storage capacity for 220 reels and serves as the main load-out point for all pre-salt flexible pipes: *Petrobras S.A., Vitória, Brazil.*

**Onshore/Offshore Segment:**

- A contract to provide proprietary equipment for the world's first commercial High Severity Fluid Catalytic Cracking (HS-FCC™) unit. The HS-FCC cracks heavy hydrocarbons into lighter olefins such as propylene and lighter fuels such as gasoline. It will be constructed as part of the expansion of the existing residue conversion facilities at the S-Oil refinery: *Daelim Industrial Company, Onsan, South Korea*.

## ANNEX V UNDERLYING NET INCOME RECONCILIATION

€ million

<b>First Quarter 2016 Not audited</b>
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<b>Net Income of the Parent Company</b>	<b>114.4</b>
One-off charges in OIFRA	-
Charges from Non-Current Activities	32.5
Other	-
Taxes & Financial Result	(1.5)
<b>Underlying Net Income</b>	<b>145.4</b>



## **5 – MAIN RISKS**

The main risks the Group could be facing for the nine-month period ended September 30, 2016 are presented in Section 4 of the 2015 Reference Document. Note 17 of the interim condensed consolidated financial statements of this quarterly financial report describes the new proceedings and developments in existing litigations that have occurred since the publication of the consolidated financial statements for the year ended December 31, 2015.

## **6 – RELATED PARTIES**

IFP Énergies nouvelles (IFP) is represented on Technip's Board of Directors. Its percentage of ownership amounted to 2.3% as of September 30, 2016 compared to 2.4% in December 31, 2015.

Technip paid IFP a royalty in respect of an agreement for research cooperation on offshore deepwaters. This royalty is determined under arm's length conditions.

The recorded expense is an amount of €1.7 million for nine months ended September 30, 2016 and an amount of €4.3 million of royalty was paid during this period.

During the nine-month period ended September 30, 2016, there was no modification concerning other related parties as described in 2015 Annual Financial Report

## **2 STATEMENT OF THE PERSON RESPONSIBLE ON THE INTERIM FINANCIAL REPORT**

I hereby declare that to the best of my knowledge,

- the condensed interim consolidated financial statements as of September 30, 2016 have been prepared in accordance with the applicable set of accounting standards and give a true and fair view of the assets, liabilities, financial position and results of Technip and of entities included in the consolidation; and
- the interim management report describes the material events that occurred in the first nine months of the year and their impact on accounts, together with the main related-party transactions and a description of the main risks and uncertainties for the remaining three months of the year.

Paris, October 26, 2016

Thierry Pilenko  
Chairman and Chief Executive Officer

# 3 2016 INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 1 – CONSOLIDATED STATEMENT OF INCOME

In millions of Euro	Notes	September 30, 2016	September 30, 2015
		9 months	9 months
<b>Revenues</b>		<b>6,413.7</b>	<b>7,945.0</b>
Cost of Sales		(5,257.4)	(6,900.0)
<b>Gross Margin</b>		<b>1,156.3</b>	<b>1,045.0</b>
Research and Development Costs		(60.8)	(61.0)
Selling Costs		(155.5)	(160.8)
Administrative costs		(233.2)	(299.9)
Other Operating Income		10.2	17.4
Other Operating Expenses		(13.7)	(16.6)
<b>Operating Income / (Loss) from Recurring Activities</b>		<b>703.3</b>	<b>524.1</b>
Share of Income / (Loss) of Equity Affiliates		41.9	31.2
<b>Operating Income / (Loss) from Recurring Activities after Income / (Loss) of Equity Affiliates</b>		<b>745.2</b>	<b>555.3</b>
Income / (Loss) from Sale of Activities		-	-
Charges from Non-Current Activities		(125.9)	(417.8)
<b>Operating Income / (Loss)</b>		<b>619.3</b>	<b>137.5</b>
Financial Income	4	693.5	765.2
Financial Expenses	4	(756.2)	(872.7)
<b>Income / (Loss) before Tax</b>		<b>556.6</b>	<b>30.0</b>
Income Tax Expense	5	(135.5)	(77.7)
<b>Income / (Loss) from Continuing Operations</b>		<b>421.1</b>	<b>(47.7)</b>
<b>NET INCOME / (LOSS) FOR THE PERIOD</b>		<b>421.1</b>	<b>(47.7)</b>
Attributable to:			
Shareholders of the Parent Company		422.0	(56.9)
Non-Controlling Interests		(0.9)	9.2
Earnings per Share (in Euro)	6	3.53	(0.50)
Diluted Earnings per Share (in Euro)	6	3.44	(0.50)

## 2 – CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

In millions of Euro	September 30, 2016 9 months	September 30, 2015 9 months
<b>Net Income / (Loss) for the Period</b>	<b>421.1</b>	<b>(47.7)</b>
<b>Other Comprehensive Income</b>		
<i>Other Comprehensive Income to Be reclassified to Statement of Income in Subsequent Periods:</i>		
Exchange Differences on Translating Entities Operating in Foreign Currency	(49.4)	108.1
Fair Value Adjustment on Available-for-Sale Financial Assets	1.2	-
Income Tax Effect	-	-
Cash Flow Hedging	199.9	(9.3)
Income Tax Effect	(48.6)	14.4
<i>Other Comprehensive Income not Being Reclassified to Statement of Income in Subsequent Periods:</i>		
Actuarial Gains / (Losses) on Defined Benefit Plans	(19.5)	9.8
Income Tax Effect	4.3	(2.5)
<b>COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>509.0</b>	<b>72.8</b>
Attributable to:		
Shareholders of the Parent Company	498.0	64.5
Non-Controlling Interests	11.0	8.3

### 3 – CONSOLIDATED STATEMENT OF FINANCIAL POSITION

#### ASSETS

In millions of Euro	Notes	September 30, 2016	December 31, 2015
Property, Plant and Equipment, Net	7	2,359.8	2,574.9
Intangible Assets, Net	8	3,575.4	3,582.5
Investments in Equity Affiliates		190.8	131.4
Other Financial Assets		188.3	221.2
Deferred Tax Assets		412.1	430.4
Available-For-Sale Financial Assets	9	30.2	29.0
<b>Total Non-Current Assets</b>		<b>6,756.6</b>	<b>6,969.4</b>
Inventories		400.4	431.3
Construction Contracts - Amounts in Assets	10	883.4	637.6
Advances Paid to Suppliers		100.0	160.4
Derivative Financial Instruments		145.4	47.1
Trade Receivables		2,023.6	1,668.2
Current Income Tax Receivables		254.6	220.3
Other Current Receivables		648.5	589.2
Cash and Cash Equivalents	11	2,512.9	2,919.1
<b>Total Current Assets</b>		<b>6,968.8</b>	<b>6,673.2</b>
Assets Classified as Held for Sale		0.6	26.4
<b>TOTAL ASSETS</b>		<b>13,726.0</b>	<b>13,669.0</b>

## EQUITY AND LIABILITIES

In millions of Euro	Notes	September 30, 2016	December 31, 2015
Share Capital	12(a)	93.3	90.8
Share Premium		2,302.3	2,162.1
Retained Earnings		2,262.3	2,477.4
Treasury Shares	12(c)	(166.6)	(55.2)
Foreign Currency Translation Reserves		54.0	103.8
Fair Value Reserves		(150.3)	(287.6)
Net Income		422.0	45.1
<b>Total Equity Attributable to Shareholders of the Parent Company</b>		<b>4,817.0</b>	<b>4,536.4</b>
Non-Controlling Interests		19.5	8.5
<b>Total Equity</b>		<b>4,836.5</b>	<b>4,544.9</b>
Non-Current Financial Debts	13	1,560.8	1,626.0
Non-Current Provisions	14	209.6	242.0
Deferred Tax Liabilities		118.2	175.4
Other Non-Current Liabilities		32.4	32.2
<b>Total Non-Current Liabilities</b>		<b>1,921.0</b>	<b>2,075.6</b>
Current Financial Debts	13	761.9	937.1
Trade Payables		2,556.2	2,480.4
Construction Contracts - Amounts in Liabilities	10	706.1	908.4
Derivative Financial Instruments		267.5	334.4
Current Provisions	14	578.4	433.7
Current Income Tax Payables		333.4	200.0
Other Current Liabilities		1,765.0	1,754.5
<b>Total Current Liabilities</b>		<b>6,968.5</b>	<b>7,048.5</b>
<b>Total Liabilities</b>		<b>8,889.5</b>	<b>9,124.1</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>13,726.0</b>	<b>13,669.0</b>

## 4 – CONSOLIDATED STATEMENT OF CASH FLOWS

In millions of Euro	September 30, 2016	September 30, 2015
Net Income for the Year (including Non-Controlling Interests)	421.1	(47.7)
<b>Adjustments for:</b>		
Depreciation and Impairment of Property, Plant and Equipment	188.2	250.5
Amortization and Impairment of Intangible Assets	12.3	15.5
Non-Cash Convertible and Synthetic Bond Expense	19.1	22.7
Charge related to Share-Based Payment and Employee Saving Plan ("Plan d'Epargne Entreprise")	13.5	19.9
Non-Current Provisions (Including Pensions and other Long-Term Employee Benefits Plans)	(3.9)	145.2
Share of Income / (Loss) of Equity Affiliates (net of Distributed Dividends)	9.0	(14.9)
Net (Gains) / Losses on Disposal of Assets and Investments	15.5	(28.3)
Deferred Income Tax (Credit) / Expense	(73.5)	(64.3)
	<b>601.3</b>	<b>298.6</b>
(Increase) / Decrease in Working Capital Requirement	(360.8)	70.3
<b>Net Cash Generated / (Used) from Operating Activities</b>	<b>240.5</b>	<b>368.9</b>
Purchases of Property, Plant and Equipment	(86.2)	(208.7)
Proceeds / (Losses) from Disposal of Property, Plant and Equipment	9.1	5.1
Purchases of Intangible Assets	(10.3)	(8.8)
Proceeds / (Losses) from Disposal of Intangible Assets	-	0.1
Acquisitions of Financial Assets	-	(2.4)
Proceeds / (Losses) from Disposal of Financial Assets	(80.5)	-
Acquisition Costs of Consolidated Companies, net of Cash Acquired	-	(31.7)
<b>Net Cash Generated / (Used) in Investing Activities</b>	<b>(167.9)</b>	<b>(246.4)</b>
Increase in Borrowings	404.3	41.9
Decrease in Borrowings	(691.8)	(144.6)
Capital Increase	0.7	21.3
Share Buy-Back	(135.7)	-
Dividends Paid	(100.8)	(88.9)
Dividends Paid to Non-Controlling Interests	-	(5.8)
<b>Net Cash Generated / (Used) from Financing Activities</b>	<b>(523.3)</b>	<b>(176.1)</b>
Net Effects of Foreign Exchange Rate Changes	44.6	1.6
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(406.1)</b>	<b>(52.0)</b>
Cash and Cash Equivalents as of January 1	2,919.1	2,685.6
Bank Overdrafts as of January 1	(0.1)	(0.9)
Cash and Cash Equivalents as of September 30	2,512.9	2,632.7
Bank Overdrafts as of September 30	-	-
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(406.1)</b>	<b>(52.0)</b>

Interest paid for the nine-month period ended September 30, 2016 amounted to €66.8 million.

Interest received for the nine-month period ended September 30, 2016 amounted to €44.6 million.

Income tax paid for the nine-month period ended September 30, 2016 amounted to €119.1 million.

## 5 – CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

In millions of Euro	Share Capital	Share Premium	Retained Earnings	Treasury Shares	Foreign Currency Translation Reserves	Fair Value Reserves	Net Income - Parent Company	Shareholders' Equity - Parent Company	Shareholders' Equity - Non-Controlling Interests	Total Shareholders' Equity
<b>As of January 1, 2016</b>	<b>90.8</b>	<b>2,162.1</b>	<b>2,477.4</b>	<b>(55.2)</b>	<b>103.8</b>	<b>(287.6)</b>	<b>45.1</b>	<b>4,536.4</b>	<b>8.5</b>	<b>4,544.9</b>
Net Income of 9-month period	-	-	-	-	-	-	422.0	422.0	(0.9)	421.1
Other Comprehensive Income	-	-	-	-	(49.8)	125.8	-	76.0	11.9	87.9
<b>Total Comprehensive Income of 9-month period 2016</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(49.8)</b>	<b>125.8</b>	<b>422.0</b>	<b>498.0</b>	<b>11.0</b>	<b>509.0</b>
Capital Increase	2.5	140.2	(6.1)	-	-	-	-	136.6	-	136.6
Appropriation of Net Income 2015	-	-	45.1	-	-	-	(45.1)	-	-	-
Dividends	-	-	(236.6)	-	-	-	-	(236.6)	-	(236.6)
Treasury Shares	-	-	(21.6)	(111.4)	-	-	-	(133.0)	-	(133.0)
Valuation of Share-based Payment and Employee Savings Plan ("Plan d'Epargne Entreprise")	-	-	13.5	-	-	-	-	13.5	-	13.5
Other	-	-	(9.4)	-	-	11.5	-	2.1	-	2.1
<b>AS OF SEPTEMBER 30, 2016</b>	<b>93.3</b>	<b>2,302.3</b>	<b>2,262.3</b>	<b>(166.6)</b>	<b>54.0</b>	<b>(150.3)</b>	<b>422.0</b>	<b>4,817.0</b>	<b>19.5</b>	<b>4,836.5</b>
<b>As of January 1, 2015</b>	<b>86.9</b>	<b>1,934.8</b>	<b>2,260.1</b>	<b>(96.9)</b>	<b>(19.2)</b>	<b>(238.9)</b>	<b>436.6</b>	<b>4,363.4</b>	<b>11.8</b>	<b>4,375.2</b>
Net Income of 9-month period 2015	-	-	-	-	-	-	(56.9)	(56.9)	9.2	(47.7)
Other Comprehensive Income	-	-	-	-	109.0	12.4	-	121.4	(0.9)	120.5
<b>Total Comprehensive Income of 9-month period 2015</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>109.0</b>	<b>12.4</b>	<b>(56.9)</b>	<b>64.5</b>	<b>8.3</b>	<b>72.8</b>
Capital Increase	2.4	155.8	-	-	-	-	-	158.2	-	158.2
Appropriation of Net Income 2014	-	-	436.6	-	-	-	(436.6)	-	-	-
Dividends	-	-	(225.8)	-	-	-	-	(225.8)	-	(225.8)
Treasury Shares	-	-	(32.9)	36.6	-	-	-	3.7	-	3.7
Valuation of Share-based Payment and Employee Savings Plan ("Plan d'Epargne Entreprise")	-	-	19.9	-	-	-	-	19.9	-	19.9
Other	-	-	2.7	-	-	-	-	2.7	(3.4)	(0.7)
<b>AS OF SEPTEMBER 30, 2015</b>	<b>89.3</b>	<b>2,090.6</b>	<b>2,460.6</b>	<b>(60.3)</b>	<b>89.8</b>	<b>(226.5)</b>	<b>(56.9)</b>	<b>4,386.6</b>	<b>16.7</b>	<b>4,403.3</b>



## 6 – NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Technip's principal businesses are as follows:

- lump sum or cost-to-cost engineering service contracts performed over a short period;
- engineering, manufacturing, installation and commissioning service contracts lasting approximately 12 months; and
- turnkey projects related to complex industrial facilities with engineering, procurement, construction and start-up in accordance with industry standards and a contractual schedule. The average duration of these contracts is three years, but can vary depending on the contract.

The consolidated financial statements are expressed in millions of Euro and all values are rounded to the nearest thousand, unless specified otherwise. The condensed interim consolidated financial statements have been approved by the Board of Directors as of October 25, 2016.

### Note 1 – Accounting Principles

#### (a) Interim Condensed Information

The condensed interim consolidated financial statements for the nine-month period ended September 30, 2016 have been prepared in accordance with IAS 34 Interim Financial Reporting, standard of the IFRS framework as issued by the International Accounting Standards Board and as adopted by the European Union. International Financial Reporting Standards as endorsed by the European Union are available on the website of the European Union ([http://ec.europa.eu/internal\\_market/accounting/ias/index\\_en.htm](http://ec.europa.eu/internal_market/accounting/ias/index_en.htm)).

The condensed interim consolidated financial statements only include a selection of disclosures and notes and thus must be read in conjunction with the full year consolidated financial statements as of December 31, 2015.

#### Proposed business combination agreement with FMC Technologies Inc

On June 14, 2016, Technip entered into a definitive agreement under would combine with FMC in an all-share merger. The new group will be renamed TechnipFMC. The transaction is expected to close early 2017, subject to the approvals of Technip and FMCTI shareholders, regulatory approvals and consents, as well as other customary closing conditions. Other than certain costs recorded as non-current operating charges, the merger has had no other impact on the condensed consolidated interim financial statements as of September 30, 2016.

#### (b) Accounting Framework

The accounting policies applied in the condensed interim consolidated accounts for the nine-month period ended September 30, 2016 are in conformity with those applied and detailed in the consolidated financial statements as of December 31, 2015.

#### (c) Accounting Rules and Estimates

Interim condensed consolidated financial statements have been prepared in accordance with the IFRSs: fair presentation, consistency, going concern, relative extent and business combinations.

The preparation of financial statements in compliance with the IFRSs requires the use of certain critical accounting estimates. The main assessments and accounting assumptions made in the Group's financial statements relate to the construction contracts, to the valuation of Group exposure to litigations, to recoverable goodwill valuation and to the valuation of income tax assets resulting from carry-forward tax losses.

## **Note 2 – Scope of Consolidation**

### 2016 Significant Changes

On March 31, 2016, Technip sold the totality of its fully owned subsidiaries Technip Germany Holding GmbH and Technip Germany GmbH to Atop Beteiligungs GmbH. A net loss of €21.6 million was recorded on the consolidated accounts as of September 30, 2016 as regards this disposal.

### 2015 Significant Changes

On May 29, 2015, Technip acquired the remaining 50% of Doftech DA's shares from DOF Subsea AS. As a consequence, Doftech DA previously consolidated by equity method is consolidated at 100% by global integration. In addition, Technip becomes the sole owner of the Skandi Arctic, a diving support vessel specially designed to meet the North Sea market requirements.

### **Note 3 – Segment Information**

#### **INFORMATION BY BUSINESS SEGMENT**

The three business segments as reported to the main operating decision-maker, the Group Executive Committee, are organized as following:

- the Subsea segment includes the design, manufacture, procurement and installation of subsea equipment;
- the Onshore/Offshore segment includes the entire engineering and construction business for petrochemical and refining plants as well as facilities for developing onshore oil and gas fields (including gas treatment units, liquefied natural gas (LNG) units and onshore pipelines). It also includes the renewable energies and the engineering and construction of non-petroleum facilities; as well as the design and construction of fixed or floating facilities and surface installations; and
- the Corporate segment includes holding company activities and central services rendered to Group subsidiaries, including IT services and reinsurance activity.

The items related to segment result disclosed by Technip in its business segment information are the “Operating Income / (Loss) from Recurring Activities” and the “Operating Income / (Loss)”. As a result, the segment result does not include financial income and expenses (except financial result on contracts) or income tax expense (because of shared treasury and tax management).

Adjustment items relate to the proportionate integration of incorporated entities linked to construction contracts in joint arrangements.

Joint arrangements in which the Group holds investments could be classified in two categories: those set up for the purpose of fulfilling a defined construction contract and those set up to build and operate vessels, principally flexible pipeline installation vessels (PLSVs) in Brazil. The fulfillment of contracts in joint arrangement being the core business of Technip, the Group should continue to release its contracts in partnership using the proportionate method whatever the legal structuration of the joint arrangement and whether or not the constitution of an incorporated legal entity is scheduled to host partly or fully the contract. The objective is to disclose all relevant financial information to the Group management and to the different participants of the financial markets.

Entities holding pipeline installation vessels should remain consolidated as equity affiliates as their management and operational methods intrinsically correspond to the concept of joint ventures as described in IFRS 11.

(a) Information by Business Segment

In millions of Euro	September 30, 2016								
	Subsea	Onshore / Offshore	Corporate	Non Allocable and Eliminations	Total Continuing Operations	Discontinued Operations	Total Adjusted	Adjustments	Total consolidated
Revenues	4,148.8	4,345.6	-	-	8,494.4	-	8,494.4	(2,080.7)	6,413.7
Gross Margin	797.4	430.5	-	-	1,227.9	-	1,227.9	(71.6)	1,156.3
<b>Operating Income / (Loss) from Recurring Activities</b>	<b>600.4</b>	<b>212.2</b>	<b>(43.2)</b>	-	<b>769.4</b>	-	<b>769.4</b>	<b>(66.1)</b>	<b>703.3</b>
Share of Income / (Loss) of Equity Affiliates	10.2	1.3	-	-	11.5	-	11.5	30.4	41.9
<b>Operating Income / (Loss) from Recurring Activities after Income / (Loss) of Equity Affiliates</b>	<b>610.6</b>	<b>213.5</b>	<b>(43.2)</b>	-	<b>780.9</b>	-	<b>780.9</b>	<b>(35.7)</b>	<b>745.2</b>
Income / (Charges) from Disposal of Activities	-	-	-	-	-	-	-	-	-
Income / (Charges) from Non-Current Activities	-	-	(125.9)	-	(125.9)	-	(125.9)	-	(125.9)
<b>Operating Income / (Loss)</b>	<b>610.6</b>	<b>213.5</b>	<b>(169.1)</b>	-	<b>655.0</b>	-	<b>655.0</b>	<b>(35.7)</b>	<b>619.3</b>
Financial Income / (Expense)	-	-	-	-	(63.2)	-	(63.2)	0.5	(62.7)
Income Tax Expense	-	-	-	-	(170.7)	-	(170.7)	35.2	(135.5)
Discontinued Operations	-	-	-	-	-	-	-	-	-
<b>NET INCOME / (LOSS) FOR THE PERIOD</b>	<b>-</b>	<b>-</b>	<b>-</b>	-	<b>421.1</b>	-	<b>421.1</b>	<b>-</b>	<b>421.1</b>
<b>Other Segment Information</b>									
Backlog <sup>(1)</sup>	5,078.4	7,206.4	-	-	12,284.8	-	12,284.8	NA	NA
Order Intake <sup>(2)</sup>	1,687.1	2,239.8	-	-	3,926.9	-	3,926.9	NA	NA

September 30, 2015

In millions of Euro	Subsea	Onshore / Offshore	Corporate	Non Allocable and Elimina- tions	Total Continu- ing Opera- tions	Disconti- nued Opera- tions	Total Adjus- ted	Adjustments	Total consolida- ted
Revenues	4,388.4	4,702.2	-	-	9,090.6	-	9,090.6	(1,145.6)	7,945.0
Gross Margin	841.3	218.1	-	-	1,059.4	-	1,059.4	(14.4)	1,045.0
<b>Operating Income / (Loss) from Recurring Activities</b>	<b>625.4</b>	<b>(32.3)</b>	<b>(54.5)</b>	-	<b>538.6</b>	-	<b>538.6</b>	<b>(14.5)</b>	<b>524.1</b>
Share of Income / (Loss) of Equity Affiliates	22.1	0.1	-	-	22.2	-	22.2	9.0	31.2
<b>Operating Income / (Loss) from Recurring Activities after Income / (Loss) of Equity Affiliates</b>	<b>647.5</b>	<b>(32.2)</b>	<b>(54.5)</b>	-	<b>560.8</b>	-	<b>560.8</b>	<b>(5.5)</b>	<b>555.3</b>
Income / (Charges) from Disposal of Activities	-	-	-	-	-	-	-	-	-
Income / (Charges) from Non-Current Activities	-	(1.2)	(416.6)	-	(417.8)	-	(417.8)	-	(417.8)
<b>Operating Income / (Loss)</b>	<b>647.5</b>	<b>(33.4)</b>	<b>(471.1)</b>	-	<b>143.0</b>	-	<b>143.0</b>	<b>(5.5)</b>	<b>137.5</b>
Financial Income / (Expense)	-	-	-	-	(106.5)	-	(106.5)	(1.0)	(107.5)
Income Tax Expense	-	-	-	-	(84.2)	-	(84.2)	6.5	(77.7)
Discontinued Operations	-	-	-	-	-	-	-	-	-
<b>NET INCOME / (LOSS) FOR THE PERIOD</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(47.7)</b>	<b>-</b>	<b>(47.7)</b>	<b>-</b>	<b>(47.7)</b>
<b>Other Segment Information</b>									
Backlog <sup>(1)</sup>	8,422.0	9,036.9	-	-	17,458.9	-	17,458.9	NA	NA
Order Intake <sup>(2)</sup>	2,454.9	2,302.1	-	-	4,757.0	-	4,757.0	NA	NA

(1) Corresponds to ongoing contracts to be delivered. The backlog is defined as the difference at a specified date between the aggregate contractual sale price of all contracts in force and the cumulative revenues recognized from these contracts as of that date.

(2) Corresponds to signed contracts which have come into force during the reporting period.

**(b) Reconciliation between Adjusted and Consolidated Items**

As specified in Note 3 – Segment Information, adjustments items on Group financial statements relate to the proportionate integration of incorporated entities linked to construction contracts in joint arrangements. Adjusted financial statements and their reconciliation with consolidated financial statements as per IFRS are disclosed as following.

In millions of Euro	9 months		September 30, 2016 Consolidated
	September 30, 2016 Adjusted	Adjustments	
<b>Revenues</b>	<b>8,494.4</b>	<b>(2,080.7)</b>	<b>6,413.7</b>
Cost of Sales	(7,266.5)	2,009.1	(5,257.4)
<b>Gross Margin</b>	<b>1,227.9</b>	<b>(71.6)</b>	<b>1,156.3</b>
Research and Development Costs	(60.8)	-	(60.8)
Selling Costs	(155.5)	-	(155.5)
Administrative costs	(238.7)	5.5	(233.2)
Other Operating Income	10.2	-	10.2
Other Operating Expenses	(13.7)	-	(13.7)
<b>Operating Income / (Loss) from Recurring Activities</b>	<b>769.4</b>	<b>(66.1)</b>	<b>703.3</b>
Share of Income / (Loss) of Equity Affiliates	11.5	30.4	41.9
<b>Operating Income / (Loss) from Recurring Activities after Income / (Loss) of Equity Affiliates</b>	<b>780.9</b>	<b>(35.7)</b>	<b>745.2</b>
Income / (Loss) from Sale of Activities	-	-	-
Charges from Non-Current Activities	(125.9)	-	(125.9)
<b>Operating Income / (Loss)</b>	<b>655.0</b>	<b>(35.7)</b>	<b>619.3</b>
Financial Income	695.9	(2.4)	693.5
Financial Expenses	(759.1)	2.9	(756.2)
<b>Income / (Loss) before Tax</b>	<b>591.8</b>	<b>(35.2)</b>	<b>556.6</b>
Income Tax Expense	(170.7)	35.2	(135.5)
<b>Income / (Loss) from Continuing Operations</b>	<b>421.1</b>	<b>-</b>	<b>421.1</b>
<b>NET INCOME / (LOSS) FOR THE PERIOD</b>	<b>421.1</b>	<b>-</b>	<b>421.1</b>
Attributable to:			
Shareholders of the Parent Company	422.0	-	422.0
Non-Controlling Interests	(0.9)	-	(0.9)
Earnings per Share (in Euro)	3.53	-	3.53
Diluted Earnings per Share (in Euro)	3.44	-	3.44

In millions of Euro	9 months	
	September 30, 2016 Adjusted	
<b>Net Income / (Loss) for the Period Attributable to Shareholders of the Parent Company</b>	<b>422.0</b>	
One-off Charges	98.5	
Other Charges	27.4	
Financial Result and Tax effect	(24.0)	
<b>Underlying Net Income / (Loss) for the Period</b>	<b>523.9</b>	

Above is the reconciliation of the net income attributable to shareholders of the Parent Company to the underlying net income, which corresponds to the net income attributable to shareholders of the Parent Company excluding exceptional items.

As of September 30, 2016, non-current operating charges of €125.9 million were booked. These items include €98.5 million expenses as part of the restructuring plan and cost reduction acceleration announced by the Group on July 6, 2015.

This one-off charge includes all direct and indirect consequences of the restructuring plan, as well as losses of €21.6 million related to the full disposal of Technip Germany Holding GmbH and Technip Germany GmbH, wholly-owned subsidiaries.

As of September 30, 2016, a non-current operating charge of €27.4 million linked to the project of merger with FMC Technologies Inc. was booked.

In millions of Euro	9 months		
	September 30, 2015 Adjusted	Adjustments	September 30, 2015 Consolidated
<b>Revenues</b>	<b>9,090.6</b>	<b>(1,145.6)</b>	<b>7,945.0</b>
Cost of Sales	(8,031.2)	1,131.2	(6,900.0)
<b>Gross Margin</b>	<b>1,059.4</b>	<b>(14.4)</b>	<b>1,045.0</b>
Research and Development Costs	(61.0)	-	(61.0)
Selling Costs	(160.8)	-	(160.8)
Administrative costs	(299.9)	-	(299.9)
Other Operating Income	17.5	(0.1)	17.4
Other Operating Expenses	(16.6)	-	(16.6)
<b>Operating Income / (Loss) from Recurring Activities</b>	<b>538.6</b>	<b>(14.5)</b>	<b>524.1</b>
Share of Income / (Loss) of Equity Affiliates	22.2	9.0	31.2
<b>Operating Income / (Loss) from Recurring Activities after Income / (Loss) of Equity Affiliates</b>	<b>560.8</b>	<b>(5.5)</b>	<b>555.3</b>
Income / (Loss) from Sale of Activities	-	-	-
Charges from Non-Current Activities	(417.8)	-	(417.8)
<b>Operating Income / (Loss)</b>	<b>143.0</b>	<b>(5.5)</b>	<b>137.5</b>
Financial Income	770.4	(5.2)	765.2
Financial Expenses	(876.9)	4.2	(872.7)
<b>Income / (Loss) before Tax</b>	<b>36.5</b>	<b>(6.5)</b>	<b>30.0</b>
Income Tax Expense	(84.2)	6.5	(77.7)
<b>Income / (Loss) from Continuing Operations</b>	<b>(47.7)</b>	<b>-</b>	<b>(47.7)</b>
<b>NET INCOME / (LOSS) FOR THE PERIOD</b>	<b>(47.7)</b>	<b>-</b>	<b>(47.7)</b>
Attributable to:			
Shareholders of the Parent Company	(56.9)	-	(56.9)
Non-Controlling Interests	9.2	-	9.2
Earnings per Share (in Euro)	(0.50)	-	(0.50)
Diluted Earnings per Share (in Euro)	(0.50)	-	(0.50)

In millions of Euro	9 months	
	September 30, 2015 Adjusted	
<b>Net Income / (Loss) for the Period Attributable to Shareholders of the Parent Company</b>	<b>(56.9)</b>	
One-off Charges	584.8	
Other Charges	17.4	
Financial Result and Tax effect	(70.0)	
<b>Underlying Net Income / (Loss) for the Period</b>	<b>475.3</b>	

Above is the reconciliation of the net income attributable to shareholders of the Parent Company to the underlying net income, which corresponds to the net income attributable to shareholders of the Parent Company excluding exceptional items.

As of September 30, 2015, non-current operating items of €417.8 million were booked. These items include the €584.8 million impact of the one-off charge, part of the restructuring plan and cost reduction acceleration announced by the Group on July 6, 2015, in response to the downturn of the oil and gas industry. This one-off charge includes all direct and indirect consequences of the restructuring plan, for example asset impairments, lease overhangs, appropriate amounts for disputes with some clients and additional amounts on ongoing projects impacted by this restructuring plan.



## ASSETS

In millions of Euro	September 30, 2016 Adjusted	Adjustments	September 30, 2016 Consolidated
Property, Plant and Equipment, Net	2,361.6	(1.8)	2,359.8
Intangible Assets, Net	3,575.5	(0.1)	3,575.4
Investments in Equity Affiliates	121.4	69.4	190.8
Other Financial Assets	188.7	(0.4)	188.3
Deferred Tax Assets	471.9	(59.8)	412.1
Available-For-Sale Financial Assets	30.2	-	30.2
<b>Total Non-Current Assets</b>	<b>6,749.3</b>	<b>7.3</b>	<b>6,756.6</b>
Inventories	400.4	-	400.4
Construction Contracts - Amounts in Assets	885.7	(2.3)	883.4
Advances Paid to Suppliers	286.5	(186.5)	100.0
Derivative Financial Instruments	145.4	-	145.4
Trade Receivables	1,892.2	131.4	2,023.6
Current Income Tax Receivables	234.8	19.8	254.6
Other Current Receivables	692.5	(44.0)	648.5
Cash and Cash Equivalents	4,146.6	(1,633.7)	2,512.9
<b>Total Current Assets</b>	<b>8,684.1</b>	<b>(1,715.3)</b>	<b>6,968.8</b>
Assets Classified as Held for Sale	0.6	-	0.6
<b>TOTAL ASSETS</b>	<b>15,434.0</b>	<b>(1,708.0)</b>	<b>13,726.0</b>

## EQUITY AND LIABILITIES

In millions of Euro	September 30, 2016 Adjusted	Adjustments	September 30, 2016 Consolidated
Share Capital	93.3	-	93.3
Share Premium	2,302.3	-	2,302.3
Retained Earnings	2,262.3	-	2,262.3
Treasury Shares	(166.6)	-	(166.6)
Foreign Currency Translation Reserves	54.0	-	54.0
Fair Value Reserves	(150.3)	-	(150.3)
Net Income	422.0	-	422.0
<b>Total Equity Attributable to Shareholders of the Parent Company</b>	<b>4,817.0</b>	<b>-</b>	<b>4,817.0</b>
Non-Controlling Interests	19.5	-	19.5
<b>Total Equity</b>	<b>4,836.5</b>	<b>-</b>	<b>4,836.5</b>
Non-Current Financial Debts	1,560.8	-	1,560.8
Non-Current Provisions	210.7	(1.1)	209.6
Deferred Tax Liabilities	162.6	(44.4)	118.2
Other Non-Current Liabilities	32.4	-	32.4
<b>Total Non-Current Liabilities</b>	<b>1,966.5</b>	<b>(45.5)</b>	<b>1,921.0</b>
Current Financial Debts	761.9	-	761.9
Trade Payables	3,187.3	(631.1)	2,556.2
Construction Contracts - Amounts in Liabilities	1,721.7	(1,015.6)	706.1
Derivative Financial Instruments	267.5	-	267.5
Current Provisions	580.4	(2.0)	578.4
Current Income Tax Payables	333.9	(0.5)	333.4
Other Current Liabilities	1,778.3	(13.3)	1,765.0
<b>Total Current Liabilities</b>	<b>8,631.0</b>	<b>(1,662.5)</b>	<b>6,968.5</b>
<b>Total Liabilities</b>	<b>10,597.5</b>	<b>(1,708.0)</b>	<b>8,889.5</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>15,434.0</b>	<b>(1,708.0)</b>	<b>13,726.0</b>

## ASSETS

In millions of Euro	December 31, 2015 Adjusted	Adjustments	December 31, 2015 Consolidated
Property, Plant and Equipment, Net	2,576.7	(1.8)	2,574.9
Intangible Assets, Net	3,582.6	(0.1)	3,582.5
Investments in Equity Affiliates	98.3	33.1	131.4
Other Financial Assets	221.3	(0.1)	221.2
Deferred Tax Assets	481.8	(51.4)	430.4
Available-For-Sale Financial Assets	29.0	-	29.0
<b>Total Non-Current Assets</b>	<b>6,989.7</b>	<b>(20.3)</b>	<b>6,969.4</b>
Inventories	431.4	(0.1)	431.3
Construction Contracts - Amounts in Assets	652.0	(14.4)	637.6
Advances Paid to Suppliers	479.3	(318.9)	160.4
Derivative Financial Instruments	47.1	-	47.1
Trade Receivables	1,550.6	117.6	1,668.2
Current Income Tax Receivables	218.6	1.7	220.3
Other Current Receivables	639.5	(50.3)	589.2
Cash and Cash Equivalents	4,501.4	(1,582.3)	2,919.1
<b>Total Current Assets</b>	<b>8,519.9</b>	<b>(1,846.7)</b>	<b>6,673.2</b>
Assets Classified as Held for Sale	26.4	-	26.4
<b>TOTAL ASSETS</b>	<b>15,536.0</b>	<b>(1,867.0)</b>	<b>13,669.0</b>

## EQUITY AND LIABILITIES

In millions of Euro	December 31, 2015 Adjusted	Adjustments	December 31, 2015 Consolidated
Share Capital	90.8	-	90.8
Share Premium	2,162.1	-	2,162.1
Retained Earnings	2,477.4	-	2,477.4
Treasury Shares	(55.2)	-	(55.2)
Foreign Currency Translation Reserves	103.8	-	103.8
Fair Value Reserves	(287.6)	-	(287.6)
Net Income	45.1	-	45.1
<b>Total Equity Attributable to Shareholders of the Parent Company</b>	<b>4,536.4</b>	<b>-</b>	<b>4,536.4</b>
Non-Controlling Interests	8.5	-	8.5
<b>Total Equity</b>	<b>4,544.9</b>	<b>-</b>	<b>4,544.9</b>
Non-Current Financial Debts	1,626.0	-	1,626.0
Non-Current Provisions	243.0	(1.0)	242.0
Deferred Tax Liabilities	182.9	(7.5)	175.4
Other Non-Current Liabilities	32.1	0.1	32.2
<b>Total Non-Current Liabilities</b>	<b>2,084.0</b>	<b>(8.4)</b>	<b>2,075.6</b>
Current Financial Debts	937.1	-	937.1
Trade Payables	2,891.4	(411.0)	2,480.4
Construction Contracts - Amounts in Liabilities	2,308.2	(1,399.8)	908.4
Derivative Financial Instruments	334.4	-	334.4
Current Provisions	435.7	(2.0)	433.7
Current Income Tax Payables	200.9	(0.9)	200.0
Other Current Liabilities	1,799.4	(44.9)	1,754.5
<b>Total Current Liabilities</b>	<b>8,907.1</b>	<b>(1,858.6)</b>	<b>7,048.5</b>
<b>Total Liabilities</b>	<b>10,991.1</b>	<b>(1,867.0)</b>	<b>9,124.1</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>15,536.0</b>	<b>(1,867.0)</b>	<b>13,669.0</b>

In millions of Euro	9 months		September 30, 2016 Consolidated
	September 30, 2016 Adjusted	Adjustments	
Net Income for the Year (including Non-Controlling Interests)	421.1	-	421.1
<b>Adjustments for:</b>			
Depreciation and Impairment of Property, Plant and Equipment	188.6	(0.4)	188.2
Amortization and Impairment of Intangible Assets	12.3	-	12.3
Non-Cash Convertible and Synthetic Bond Expense	19.1	-	19.1
Charge related to Share-Based Payment and Employee Saving Plan ("Plan d'Epargne Entreprise")	13.5	-	13.5
Non-Current Provisions (Including Pensions and other Long-Term Employee Benefits Plans)	(3.9)	-	(3.9)
Share of Income / (Loss) of Equity Affiliates (net of Distributed Dividends)	(0.1)	9.1	9.0
Net (Gains) / Losses on Disposal of Assets and Investments	15.5	-	15.5
Deferred Income Tax (Credit) / Expense	(59.8)	(13.7)	(73.5)
	<b>606.3</b>	<b>(5.0)</b>	<b>601.3</b>
(Increase) / Decrease in Working Capital Requirement	(281.7)	(79.1)	(360.8)
<b>Net Cash Generated / (Used) from Operating Activities</b>	<b>324.6</b>	<b>(84.1)</b>	<b>240.5</b>
Purchases of Property, Plant and Equipment	(86.8)	0.6	(86.2)
Proceeds / (Losses) from Disposal of Property, Plant and Equipment	9.2	(0.1)	9.1
Purchases of Intangible Assets	(10.3)	-	(10.3)
Proceeds / (Losses) from Disposal of Intangible Assets	-	-	-
Acquisitions of Financial Assets	-	-	-
Proceeds / (Losses) from Disposal of Financial Assets	(80.5)	-	(80.5)
Acquisition Costs of Consolidated Companies, net of Cash Acquired	-	-	-
<b>Net Cash Generated / (Used) in Investing Activities</b>	<b>(168.4)</b>	<b>0.5</b>	<b>(167.9)</b>
Increase in Borrowings	404.3	-	404.3
Decrease in Borrowings	(692.2)	0.4	(691.8)
Capital Increase	0.7	-	0.7
Share Buy-Back	(135.7)	-	(135.7)
Dividends Paid	(100.8)	-	(100.8)
<b>Net Cash Generated / (Used) from Financing Activities</b>	<b>(523.7)</b>	<b>0.4</b>	<b>(523.3)</b>
Net Effects of Foreign Exchange Rate Changes	12.8	31.8	44.6
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(354.7)</b>	<b>(51.4)</b>	<b>(406.1)</b>
Cash and Cash Equivalents as of January 1	4,501.4	(1,582.3)	2,919.1
Bank Overdrafts as of January 1	(0.1)	-	(0.1)
Cash and Cash Equivalents as of September 30	4,146.6	(1,633.7)	2,512.9
Bank Overdrafts as of September 30	-	-	-
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(354.7)</b>	<b>(51.4)</b>	<b>(406.1)</b>

In millions of Euro	9 months		
	September 30, 2015 Adjusted	Adjustments	September 30, 2015 Consolidated
Net Income for the Year (including Non-Controlling Interests)	(47.7)	-	(47.7)
<b>Adjustments for:</b>			
Depreciation and Impairment of Property, Plant and Equipment	250.6	(0.1)	250.5
Amortization and Impairment of Intangible Assets	15.5	-	15.5
Non-Cash Convertible Bond Expense	22.7	-	22.7
Charge related to Share-Based Payment and Employee Saving Plan ("Plan d'Epargne Entreprise")	19.9	-	19.9
Non-Current Provisions (Including Pensions and other Long-Term Employee Benefits Plans)	145.3	(0.1)	145.2
Share of Income / (Loss) of Equity Affiliates (net of Distributed Dividends)	(18.5)	3.6	(14.9)
Net (Gains) / Losses on Disposal of Assets and Investments	(28.3)	-	(28.3)
Deferred Income Tax (Credit) / Expense	(72.8)	8.5	(64.3)
	<b>286.7</b>	<b>11.9</b>	<b>298.6</b>
(Increase) / Decrease in Working Capital Requirement	123.0	(52.7)	70.3
<b>Net Cash Generated / (Used) from Operating Activities</b>	<b>409.7</b>	<b>(40.8)</b>	<b>368.9</b>
Purchases of Property, Plant and Equipment	(209.4)	0.7	(208.7)
Proceeds / (Losses) from Disposal of Property, Plant and Equipment	5.1	-	5.1
Purchases of Intangible Assets	(8.8)	-	(8.8)
Proceeds / (Losses) from Disposal of Intangible Assets	0.1	-	0.1
Acquisitions of Financial Assets	(2.3)	(0.1)	(2.4)
Proceeds from Disposal of Financial Assets	-	-	-
Acquisition Costs of Consolidated Companies, net of Cash Acquired	(31.7)	-	(31.7)
<b>Net Cash Generated / (Used) in Investing Activities</b>	<b>(247.0)</b>	<b>0.6</b>	<b>(246.4)</b>
Increase in Borrowings	35.5	6.4	41.9
Decrease in Borrowings	(138.2)	(6.4)	(144.6)
Capital Increase	21.3	-	21.3
Dividends Paid	(88.9)	-	(88.9)
Dividends Paid to Non-Controlling Interests	(5.8)	-	(5.8)
<b>Net Cash Generated / (Used) from Financing Activities</b>	<b>(176.1)</b>	<b>-</b>	<b>(176.1)</b>
Net Effects of Foreign Exchange Rate Changes	78.2	(76.6)	1.6
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>64.8</b>	<b>(116.8)</b>	<b>(52.0)</b>
Cash and Cash Equivalents as of January 1	3,738.3	(1,052.7)	2,685.6
Bank Overdrafts as of January 1	(0.9)	-	(0.9)
Cash and Cash Equivalents as of September 30	3,802.2	(1,169.5)	2,632.7
Bank Overdrafts as of September 30	-	-	-
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>64.8</b>	<b>(116.8)</b>	<b>(52.0)</b>

## Note 4 – Financial Income and Expenses

The financial charge as of September 30, 2016, amounts to €62.7 million compared to a charge of €107.5 million as of September 30, 2015. The breakdown is as follows:

In millions of Euro	September 30, 2016	September 2015
Interest Income from Treasury Management <sup>(1)</sup>	52.1	35.2
Financial Income related to Long-Term Employee Benefit Plans	0.6	2.5
Foreign Currency Translation Gains	607.3	702.1
Changes in Derivative Fair Value, Net	33.2	-
Net Proceeds from Disposal of Financial Assets	0.3	25.4
<b>Total Financial Income</b>	<b>693.5</b>	<b>765.2</b>

  

In millions of Euro	September 30, 2016	September 2015
Interest Expenses on Private Placements	(26.1)	(26.1)
Interest Expenses on Convertible Bonds	(13.5)	(25.7)
Interest Expenses on Synthetic Bonds	(9.4)	-
Fees Related to Credit Facilities	(1.3)	(1.1)
Financial Expenses related to Long-Term Employee Benefit Plans	(3.6)	(5.5)
Interest Expenses on Bank Borrowings and Overdrafts	(26.8)	(35.8)
Impairment of Financial Assets, Net	-	(26.9)
Foreign Currency Translation Losses	(668.5)	(722.1)
Changes in Derivative Fair Value, Net	-	(6.9)
Inefficient Part of Derivative Instruments, Net <sup>(2)</sup>	(0.6)	(9.0)
Other	(6.4)	(13.6)
<b>Total Financial Expenses</b>	<b>(756.2)</b>	<b>(872.7)</b>
<b>NET FINANCIAL RESULT</b>	<b>(62.7)</b>	<b>(107.5)</b>

(1) Mainly results from interest income from short-term security deposits.

(2) Mainly includes swap points on derivative financial instruments.

## Note 5 – Income Tax

The tax rate as of September 30, 2016, is 24.3% to be compared with a theoretical tax rate of 34.43%. This variation is mainly due to the differences between the parent company tax rate and the tax rate applicable to the other entities. This positive impact is notably due to UK entities which benefit from a low tax rate (20%).

The income tax expense breaks down as follows:

In millions of Euro	September 30, 2016	September 30, 2015
Current Income Tax Credit / (Expense)	(209.0)	(142.0)
Deferred Income Tax Credit / (Expense)	73.5	64.3
<b>INCOME TAX CREDIT / (EXPENSE) AS RECOGNIZED IN STATEMENT OF INCOME</b>	<b>(135.5)</b>	<b>(77.7)</b>
Deferred Income Tax related to Items Booked Directly to Opening Equity	73.8	60.3
Deferred Income Tax related to Items Booked Directly to Equity during the Period	(44.3)	11.9
<b>INCOME TAX CREDIT / (EXPENSE) AS REPORTED IN EQUITY</b>	<b>29.5</b>	<b>72.2</b>
<b>Tax rate</b>	<b>24.3%</b>	<b>NA</b>

## Note 6 – Earnings per Share

Reconciliation between earnings per share before dilution and diluted earnings per share is as follows:

In millions of Euro	September 30, 2016	September 30, 2015
Net Income / (Loss) Attributable to Shareholders of the Parent Company	422.0	(56.9)
Non-Cash Financial Expense on Convertible Bonds, Net of Tax	8.7	15.9
<b>ADJUSTED NET INCOME / (LOSS) FOR DILUTED EARNINGS PER SHARE</b>	<b>430.7</b>	<b>(41.0)</b>
<b>In thousands</b>		
<b>Weighted Average Number of Outstanding Shares during the Period (excluding Treasury Shares) used for Basic Earnings per Share</b>	<b>119,630</b>	<b>114,326</b>
<i>Effect of Dilution:</i>		
- Share Subscription Options	-	-
- Performance Shares	494	-
- Convertible Bonds	5,178	-
<b>WEIGHTED AVERAGE NUMBER OF OUTSTANDING SHARES DURING THE PERIOD (EXCLUDING TREASURY SHARES) ADJUSTED FOR DILUTED EARNINGS PER SHARE</b>	<b>125,302</b>	<b>114,326</b>
<b>In Euro</b>		
<b>Basic Earnings per Share</b>	<b>3.53</b>	<b>(0.50)</b>
<b>DILUTED EARNINGS PER SHARE</b>	<b>3.44</b>	<b>(0.50)</b>

As the net result attributable to shareholders of the parent company was a loss as of September 30, 2015, share subscription options, performance shares and convertible bonds had an anti-dilutive effect; as a consequence, potential shares linked to those instruments were not taken into account in the diluted weighted average number of shares or in the calculation of diluted earnings/(loss) per share.

New plans of share subscription options and performance shares were granted on July 1, 2016 and September 7, 2015.

The average share price in the first nine months of 2016 amounted to €47.77 compared to €54.47 in the first nine months of 2015. As a result, no share subscription option plan would be dilutive as of September 30, 2016.

## Note 7 – Property, Plant and Equipment (Tangible Assets)

During the nine-month period ended September 30, 2016, Group investments in property, plant and equipment amounted to €86.2 million.

The Group does not have any tangible asset acquired through a lease contract.

## Note 8 – Intangible Assets

There was no significant change over the nine-month period ended September 30, 2016. As of September 30, 2016, no meaningful event occurred which might have caused to impair the value of goodwill or other intangible assets. Therefore no impairment test was performed as of September 30, 2016.

## Note 9 – Available-For-Sale Financial Assets

As of September 30, 2016, the Group owns 8.5% stake in Malaysia Marine and Heavy Engineering Holdings Berhad (MHB) totaling 136 million shares. This company is listed in Malaysia (Bursa Malaysia Securities Berhad).

As of September 30, 2016, MHB available-for-sale financial assets amount to €30.2 million. Over the nine-month period ended September 30, 2016, a gain of €1.2 million was recognized in equity on the share revaluation at fair value.

## Note 10 – Construction Contracts

Long-term contracts are recorded in accordance with IAS 11 “Construction contracts” when they include construction and delivery of a complex physical asset, or in accordance with IAS 18 “Revenues” in other cases.

The breakdown of construction contracts is as follows:

In millions of Euro	September 30, 2016	December 31, 2015
Construction Contracts - Amounts in Assets	883.4	637.6
Construction Contracts - Amounts in Liabilities	(706.1)	(908.4)
<b>TOTAL NET CONSTRUCTION CONTRACTS</b>	<b>177.3</b>	<b>(270.8)</b>
Costs and Margins Recognized at the Percentage of Completion	14,845.0	14,698.6
Payments Received from Clients	(14,565.0)	(14,885.9)
Accruals for Losses at Completion	(102.7)	(83.5)
<b>TOTAL NET CONSTRUCTION CONTRACTS</b>	<b>177.3</b>	<b>(270.8)</b>

## Note 11 – Cash and Cash Equivalents

Cash and cash equivalents break down as follows:

In millions of Euro	September 30, 2016	December 31, 2015
Cash at Bank and in Hand	1,271.3	1,556.2
Cash Equivalents	1,241.6	1,362.9
<b>TOTAL CASH AND CASH EQUIVALENTS</b>	<b>2,512.9</b>	<b>2,919.1</b>

The market value of cash equivalents is equal to its historical cost.

## Note 12 – Shareholders' Equity

### (a) Changes in the Parent Company's Share Capital

As of September 30, 2016, Technip share capital consisted of 122,336,890 authorized shares with a par value of 0.7625 euro. The changes since January 1, 2015 can be analyzed as follows:

	Number of Shares	Share Capital (In millions of Euro)
<b>Share Capital as of January 1, 2015</b>	<b>113,945,317</b>	<b>86.9</b>
Capital Increase due to Share Subscription Options Exercised	561,746	0.4
Capital Increase due to Dividend payment in Shares	2,591,918	2.0
Capital Increase due to Dividend payment in Shares	1,925,503	1.5
<b>Share Capital as of December 31, 2015</b>	<b>119,024,484</b>	<b>90.8</b>
Capital Increase due to Share Subscription Options Exercised	13,750	-
Capital Increase due to Dividend payment in Shares	3,168,156	2.4
Capital Increase due to Dividend payment in Shares	130,500	0.1
<b>SHARE CAPITAL AS OF SEPTEMBER 30, 2016</b>	<b>122,336,890</b>	<b>93.3</b>

### (b) Technip's Shareholders

As of September 30, 2016, to the Company's knowledge and based on notices and documents received by the Company, Technip's principal shareholders in percentage of share capital are as follows (last available information):

	September 30, 2016	December 31, 2015
Banque Publique d'Investissement	6.16%	5.20%
Franklin Resources Inc.	4.22%	10.80%
Blackrock Inc.	3.94%	4.65%
Oppenheimer Funds Inc.	5.04%	3.80%
J.P. Morgan Chase and Company	4.93%	1.09%
Deutsche Bank AG	3.46%	0.08%
IFP Énergies nouvelles	2.31%	2.40%
Amundi Asset Management S.A.	2.26%	1.04%
Norges Bank Investment Management	2.24%	1.90%
AXA SA	2.16%	1.60%
Natixis Asset Management	2.02%	0.86%
Aviva Plc	2.01%	1.95%
Baytree Investments (Mauritius) Pte Ltd	0.97%	2.30%
The Capital Group Companies Inc.	0.44%	4.20%
Causeway Capital Management	0.00%	5.10%
Group Employees	2.75%	2.85%
Treasury Shares	2.54%	0.70%
Other	52.55%	49.48%
<b>TOTAL</b>	<b>100.00%</b>	<b>100.00%</b>



**(c) Treasury Shares**

The total value of treasury shares, shown as a deduction from equity, amounted to €(166.6) million as of September 30, 2016, representing 3,108,727 shares. The changes can be analyzed as follows:

	Number of Shares	Treasury Shares (In millions of Euro)
<b>Treasury Shares as of January 1, 2015</b>	<b>1,363,995</b>	<b>(96.9)</b>
Shares Acquired pursuant to Liquidity Contract	1,333,789	(69.4)
Shares Sold pursuant to Liquidity Contract	(1,419,789)	75.4
Shares Purchased for Employees	650	-
Shares Granted to Employees	(459,770)	35.7
<b>Treasury Shares as of December 31, 2015</b>	<b>818,875</b>	<b>(55.2)</b>
Shares Acquired pursuant to Liquidity Contract	1,020,968	(47.1)
Shares Sold pursuant to Liquidity Contract	(1,085,968)	49.9
Shares Purchased for Employees	2,632,509	(135.7)
Shares Granted to Employees	(277,657)	21.5
<b>TREASURY SHARES AS OF SEPTEMBER 30, 2016</b>	<b>3,108,727</b>	<b>(166.6)</b>

**(d) Dividends**

As of September 30, 2016, dividends paid for the year ended December 31, 2015 amounted to €236.6 million (*i.e.* 2.00 euros per share) of which €100.8 million in cash, compared to €88.9 million (*i.e.* 2.00 euros per share) paid as of September 30, 2015.

**(e) Share Subscription Option Plans and Share Purchase Option Plans**

New share subscription option plans were granted on July 1, 2016 and September 7, 2015.

The Group recorded a total charge related to share subscription and share purchase options of €3.1 million as of September 30, 2016 compared to €3.0 million as of September 30, 2015.

**(f) Performance Share Plans**

New performance share plans were granted on July 1, 2016 and September 7, 2015.

The Group recorded a total charge related to performance share grants of €10.4 million as of September 30, 2016 compared to €16.9 million as of September 30, 2015.

## Note 13 – Financial Debts (Current and Non-Current)

Financial debts can be analyzed as follows:

In millions of Euro	September 30, 2016	December 31, 2015
Synthetic Bonds	403.5	-
Convertible Bonds	-	483.2
Private Placements	869.8	869.1
Bank Borrowings	287.5	273.7
<b>Total Non-Current Financial Debts</b>	<b>1,560.8</b>	<b>1,626.0</b>
Convertible Bonds	493.4	550.0
Commercial Papers	200.0	200.0
Bank Borrowings	45.0	160.5
Accrued Interests Payables	23.5	26.6
<b>Total Current Financial Debts</b>	<b>761.9</b>	<b>937.1</b>
<b>TOTAL FINANCIAL DEBTS</b>	<b>2,322.7</b>	<b>2,563.1</b>

The proceeds of €375 million non-dilutive cash-settled convertible bonds (Synthetic Bonds) and additional €75 million (“tap issue”) were received on January 25, 2016 and March 10, 2016 respectively (recorded for €403.5 million as of September 30, 2016). The maturity is 5 years; the coupon rate is 0.875% per annum.

These issues of non-dilutive cash-settled convertible bonds, which are linked to the ordinary shares of Technip were backed-up simultaneously by the purchase of cash-settled equity call options in order to hedge Technip’s economic exposure to the potential exercise of the conversion rights embedded in the bonds. As the bonds will only be cash settled, the bonds will not result in the issuance of new ordinary shares or the delivery of existing ordinary shares upon conversion.

Technip intends to use the net proceeds of these issues of bonds for general corporate purposes and to finance the purchase of the call options.

The bonds were issued at par for those placed on January 20, 2016 and at 112.43802% for those placed on March 3, 2016 resulting from an adjustment over the 3-day trading period following the placement (from March 4 until March 8, 2016) allowing to determine the share reference price at €48.8355, applied to the initial tap issue price of 110.5%, plus accrued interests. The conversion premium of 40% has been applied to Technip’s share reference price. This one, being equal to €40.7940 was determined as the arithmetic average of the daily volume weighted average price of the ordinary shares on the regulated market of Euronext in Paris over the 10 consecutive trading days from January 21 to February 3, 2016. The initial conversion price of the bonds was then fixed at €57.1116. Consequently, the initial conversion ratio was set at 1,750.9578 given the €100,000 nominal value of each bond.

Any bondholder may, at its sole option, request the conversion in cash of all or part of the bonds it owns between a period starting on November 15, 2020 to the 38th business day before the maturity date, some exceptional circumstances (such as an event of change of control of Technip), giving a right to an early redemption at par.

The bonds are listed on the Euronext Paris market and on the Freiverkehr open market of Frankfurt.

The convertible bonds include the bonds convertible into and/or exchangeable for new or existing shares (OCEANE) issued in December 2011, and a convertible debenture issued by Global Industries in July 2007:

- OCEANE bonds issued on December 15, 2011 for a total amount of €497.6 million. In accordance with IAS 32, the OCEANE is recognized in two distinct components: a debt component is recognized at the amortized cost for an initial amount of €420.4 million and a conversion option component is recognized in equity for €73.1 million. As of September 30, 2016, the debt component amounted to €493.4 million. The bonds will be redeemed at par on January 1, 2017 except in the event of an early conversion, exchange or redemption; the annual coupon rate is 0.25%.
- A convertible debenture issued by Global Industries on July 27, 2007 for a total amount of USD325 million (recorded for €251.2 million as of December 31, 2011). This bond came along with an annual interest rate of 2.75% and a maturity date of August 1, 2027. On January 11, 2012, Global Industries reimbursed a principal amount of USD322.6 million (corresponding to 99.3% of outstanding bonds) and paid USD3.9 million in interests to the bondholders. As of September 30, 2016, the remaining amount for €2.1 million was reimbursed.

On January 4, 2016, Technip reimbursed the convertible bond 2010-2016 for an amount of €550 million.

The following private placement notes are recorded as non-current financial debts:

- The proceeds of €200 million from private placement notes received on July 27, 2010 (recorded for €198.8 million as of September 30, 2016). The maturity is 10 years; the annual coupon rate is 5.0%.
- The proceeds of €150 million from private placement notes received on June 14, 2012 (recorded for €149.8 million as of September 30, 2016). The maturity is 10 years; the annual coupon rate is 3.4%.
- The proceeds of €100 million from private placement notes received on June 14, 2012 (recorded for €96.0 million as of September 30, 2016). The maturity is 20 years; the annual coupon rate is 4.0%.
- The proceeds of €75 million from private placement notes received on June 15, 2012 (recorded for €74.9 million as of September 30, 2016). The maturity is 15 years; the annual coupon rate is 4.0%.
- The proceeds of €100 million from private placement notes received on October 7, 2013 (recorded for €96.5 million as of September 30, 2016). The maturity is 20 years; the annual coupon rate is 3.75%.
- The proceeds of €130 million from private placement notes received on October 16, 2013 (recorded for €129.1 million as of September 30, 2016). The maturity is 10 years; the annual coupon rate is 3.15%.
- The proceeds of €125 million from private placement notes received on October 18, 2013 (recorded for €124.7 million as of September 30, 2016). The maturity is 10 years; the annual coupon rate is 3.15%.

Bank borrowings and credit facilities principally represent drawings on loans granted to one of the Brazilian subsidiaries for the purpose of pre-financing exports and re-financing investments.

As of September 30, 2016, the current portion of the financial debts amounted to €761.9 million.

## Note 14 – Provisions (Current and Non-Current)

Changes in provisions over the first nine months of 2016 can be analyzed as follows:

In millions of Euro	As of January 1, 2016	Increase	Used Reversals	Unused Reversals	Foreign Exchange Adjustments	Other	As of September 30, 2016
Pensions and other Long-Term Employee Benefits	200.5	41.6	(19.0)	(9.0)	(0.1)	(43.9)	170.1
Restructuring	22.6	-	(3.1)	-	(0.7)	(2.0)	16.8
Tax	0.9	-	-	-	-	(0.9)	-
Litigation	2.3	-	-	-	-	-	2.3
Provisions for Claims Incurred but not Reported	11.7	-	-	(0.7)	-	-	11.0
Other Non-Current Provisions	4.0	6.3	(0.3)	(0.1)	(0.1)	(0.4)	9.4
<b>Total Non-Current Provisions</b>	<b>242.0</b>	<b>47.9</b>	<b>(22.4)</b>	<b>(9.8)</b>	<b>(0.9)</b>	<b>(47.2)</b>	<b>209.6</b>
Pensions and other Long-Term Employee Benefits	46.7	8.0	(24.5)	(0.1)	(0.9)	(5.5)	23.7
Contingencies related to Contracts	268.5	109.5	(17.5)	(19.4)	(1.3)	1.2	341.0
Restructuring	27.6	21.9	(12.0)	(1.1)	(0.7)	3.4	39.1
Tax	21.2	7.2	(3.4)	(0.7)	4.0	2.2	30.5
Litigation	9.6	5.7	(1.4)	-	2.3	-	16.2
Provisions for Claims	7.9	12.6	-	-	-	-	20.5
Other Current Provisions	52.2	53.0	(3.7)	(6.4)	12.1	0.2	107.4
<b>Total Current Provisions</b>	<b>433.7</b>	<b>217.9</b>	<b>(62.5)</b>	<b>(27.7)</b>	<b>15.5</b>	<b>1.5</b>	<b>578.4</b>
<b>TOTAL PROVISIONS</b>	<b>675.7</b>	<b>265.8</b>	<b>(84.9)</b>	<b>(37.5)</b>	<b>14.6</b>	<b>(45.7)</b>	<b>788.0</b>

The impacts related to changes in the scope of consolidation included in the column “Other” are primarily the result of the disposal of the Group wholly owned subsidiaries Technip Germany Holding GmbH and Technip Germany GmbH.

## Note 15 – Related Party Disclosures

IFP Énergies nouvelles (IFP) is represented on Technip’s Board of Directors. Its percentage of ownership amounted to 2.3% as of September 30, 2016 compared to 2.4% in December 31, 2015.

Technip paid IFP a royalty in respect of an agreement for research cooperation on offshore deepwaters. This royalty is determined under arm’s length conditions and amounted to €1.7 million in the nine-month period ended September 30, 2016. The amount paid to IFP was €4.3 million during this same period.

In the nine-month period ended September 30, 2016, there was no modification concerning other related parties as described in 2015 Annual Financial Report

## Note 16 – Off-Balance Sheet Commitments

The nature and amounts of off-balance sheet commitments are comparable to those disclosed in the notes to the Consolidated Financial Statements as of December 31 2015 included in the Annual Financial Report.

### **Note 17 – Litigation**

In 2010, Technip entered into a lump sum turn-key Engineering Procurement Construction and Commissioning contract with Sonatrach in regards to the refinery of Algiers. This contract was for the rehabilitation and modernization of the Algiers' refinery. On June 4, 2015, Technip's involvement in this project stopped at the request of the client. As per the terms of the contract, both sides initiated arbitration proceedings in respect to certain claims and these are ongoing.

On March 31, 2016, Dong terminated, on the grounds of an alleged material breach, a contract signed on February 27, 2012 with a consortium of Technip France and DSME. This contract covered engineering, procurement, fabrication, hook-up, and commissioning assistance for a fixed wellhead and process platform and associated facilities for the Hejre field offshore Denmark. Dong announced that it will not complete the platform and will seek to avoid taking delivery and ownership of the platform. This dispute is currently progressing through a series of arbitration proceedings managed by the competent arbitral tribunal pursuant to which Dong and the consortium members will present their respective claims and arguments. The consortium members reiterate that they do not agree with Dong's actions or grounds.

### **Note 18 – Market Related Exposure and Financial Instruments**

Technip has been managing its market related risks in the same way than described in the notes to the Consolidated Financial Statements in 2015 Annual Financial Report. In particular, Technip entered into exchange rate hedging financial instruments to manage its exposure to currency risks as incurred in the normal course of its business.

### **Note 19 – Subsequent Events**

There are no significant subsequent events.

# 4 STATUTORY AUDITORS' REVIEW REPORT ON THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## PricewaterhouseCoopers Audit

63, rue de Villiers  
92208 Neuilly-sur-Seine Cedex

**Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles**

## Ernst & Young et Autres

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

**Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles**

## STATUTORY AUDITORS' REVIEW REPORT ON THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### Period from January 1 to September 30, 2016

*This is a free translation into English of the statutory auditors' review report on the interim condensed consolidated financial statements issued in French and it is provided solely for the convenience of English-speaking users. This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.*

### Technip

89, avenue de la Grande Armée  
75116 Paris  
France

To the Chairman and Chief Executive Officer,

In our capacity as Statutory Auditors of Technip and in accordance with your request in connection with the contemplated merger between your company and FMC Technologies Inc., we have reviewed the accompanying interim condensed consolidated financial statements (the "Financial Statements") of Technip for the period from January 1 to September 30, 2016.

Your Board of Directors is responsible for the preparation and fair presentation of the Financial Statements. Our role is to express a conclusion on the Financial Statements based on our review.

We conducted our review in accordance with professional standards applicable in France and the professional guidance issued by the French Institute of Statutory Auditors (*Compagnie nationale des commissaires aux comptes*) relating to this engagement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the Financial Statements are not prepared, in all material respects, in accordance with IAS 34 – the standard of IFRS as adopted by the European Union applicable to interim financial information.

Neuilly-sur-Seine and Paris-La Défense, October 26, 2016

The Statutory Auditors

*French original signed by*

PricewaterhouseCoopers Audit

Ernst & Young et Autres

Bernard Gainnier    Édouard Demarcq

Pascal Macioce    Jean-Christophe Goudard



*Société anonyme*  
Share capital of 93,281,878.63 euros

Headquarters:  
89, avenue de la Grande Armée  
75116 Paris – France

Phone: +33 (0)1 47 78 24 00

589 803 261 RCS Paris  
SIRET 589 803 261 00223