


Half-Year Results 2014

Welcome

Jean-François BOUCHER

- Chief Executive Officer

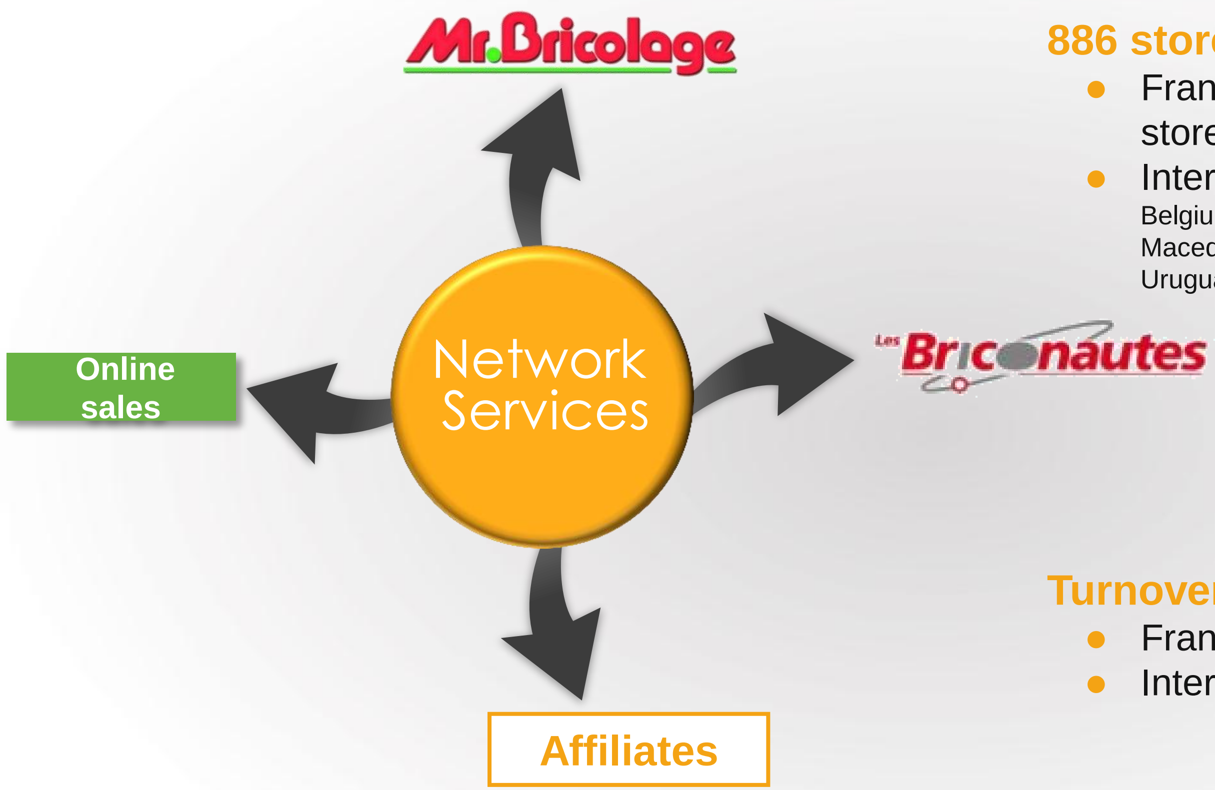
Guy BEGHIN

- Deputy Managing Director

Éric BILHAUT

- Chief Financial Officer

No. 1 local DIY Group in France



886 stores at 30 June 2014

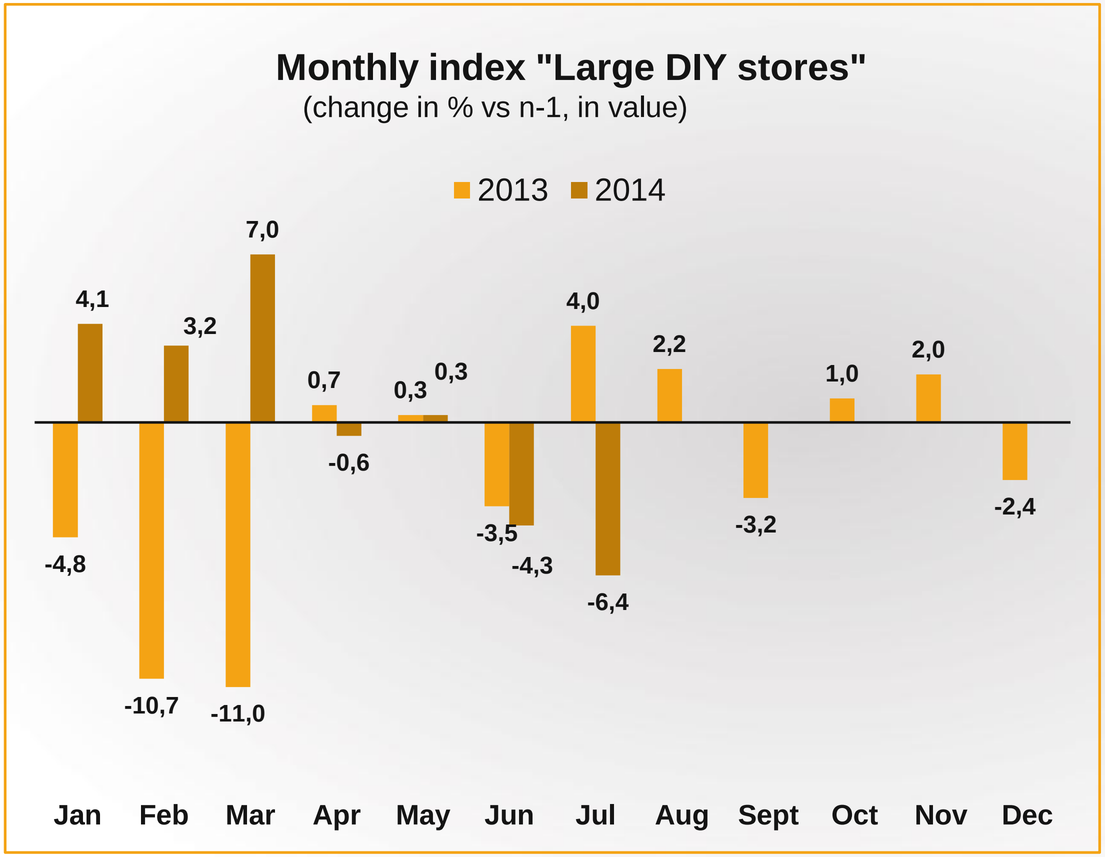
- France: 818 of which 87 Directly-owned stores
- International: 68 in 9 countries
  Belgium (43) - Bulgaria (10) - Romania (3)
  Macedonia (1) - Morocco (4) - Mauritius (2) - Madagascar (2)
  Uruguay (2) - Andorra (1)

Turnover inclusive of tax 2013: €2.3 Bn

- France: 90.5 %
- International: 9.5 %

The French Large DIY stores' market

A first semester marked by still strong volatility



Positive trend since the beginning of the year but still volatile

- Q1: + 5.0%
- Q2: - 1.4 %

H1 : + 1.3%

Negative trend Summer 2014

- July: -6.4%
  → cumulative (7 months) : - 0.1%

Source: Banque de France, September 2014

S1 2014 summary

Consolidated turnover of € 283.0 million: + 2.2%

- Network Services: +3.1%
- Retail: +1.8%

Operating profit of € 15.3 m : + 72.2%

- Operating Profit Network Services: € 21.5 m vs. € 21.2 m at H1 2013
- Operating Loss Retail: € - 6.3 m vs. € -12.3 m at H1 2013

Healthy financial structure (at 30.06.14)

- Net Financial Debt: €131.0 m
- Gearing [(1)]: 52%
- NFD/EBITDA: 3.0

Merger with Kingfisher

- 2 April: entered into exclusive negotiations
- 23 July: signing of a binding agreement
- Operation subject to the control of the anti-trust clearances
- Acquisition of controlling block of shares would follow agreement

(1) Gearing : Net financial debt/ equity

Summary

1. **Network activity**
2. **Consolidated half-year results**
3. **Outlook 2014**
4. **Update on the merger with Kingfisher**
5. **Stock Market**
6. **Appendices**

1. Networks activity

Mr.Bricolage

Turnover of the Networks (inclusive of tax): 1.1 Bn€ in 1st Semester 2014

A multi-brand, multi-channel offer

Mr.Bricolage | Les Briconautes | Affiliates | Online sales

Turnover (inclusive of tax) in €m	30.06.14	Change total-store basis	Change like-for-like store basis	Number of stores
Sales in stores	1 086.3	- 0.4%	- 1.4%	886
of which France	979.4	- 1.1%	+1.4% (1)	818
Mr Bricolage	717.3	- 0.1%	+1.5 %	376
Les Briconautes	117.2	- 0.8 %	+1.1 %	137
Affiliates	144.9	- 0.7 %	- 0.5 %	305
of which International	106.9	+7.0 %	+1.7 %	68
Online sales	10.7	n/a	n/a	–
Turnover of the Networks (inclusive of tax)	1 097.0	- 0.4 %	+1.4 %	886

(1) Variations calculated based on all Mr.Bricolage stores, from a panel of 75 Les Briconautes stores and 22 affiliate stores

Development of networks

Reminder of 2014 objectives

2014 objectives

- **France**
  Mr Bricolage: 5 openings
  Les Briconautes: 3 openings
  +4 affiliations

- **International**
  2 openings: Belgium and Cyprus
  Coverage of new countries under master franchise, without capital investment

Executions 1st semester 2014

- **France**
  Mr Bricolage: 6 openings
  Les Briconautes: 1 opening
  +16 affiliations

- **International**
  1 opening: Belgium
  New Master franchises signed:
  Côte d’Ivoire, Congo, Gabon and Senegal

International development

International turnover: € 106.9 m, **+ 7.0%** of total-store basis

Belgium: organic and external growth

43 stores

Turnover H1 2014: €62.1m, **+ 16.9%** (total-store basis)

- **+4.6%** like-for-like store basis
- 1 opening and 4 acquisitions during the last 12 months

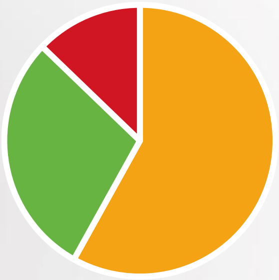
Eastern Countries: end of restructuring

14 stores

Turnover H1 2014: €31.1m, **-2.6%** (total-store basis)

- **-0.4%** like-for-like store basis
- **Serbia**: last store (franchise) closed 1st May 2014, Mr.Bricolage no longer has a presence in Serbia.
- **Romania**: restructuring underway
- **Bulgaria**: organic growth confirmed (+3.4% at H1 2014)

Distribution by zone
of International H1 2014 T.O.



* Morocco - Mauritius - Madagascar - Uruguay - Andorra

Directly-owned stores: make the link back to operating performance

Re-prioritise business

2014 objectives

Re-prioritise business

- **Increase traffic and average basket**
  Improved application of brand policy and business basics
  Reduce operating costs and non-business costs
- **Directly-owned stores'performance consistent with that of the market**

Executions 1st semester 2014

- **Traffic +0.4% (**like-for-like store basis**)**
- **Average basket +0.5% (**like-for-like store basis**)**
- **Product mix: increase in weight of own-brand products**
  17.2% of TO: +2.1 points vs. June 2013
- **Turnover of Directly-owned stores (inclusive of tax) (1) across like-for-like store basis + 0.9 %**

(1) The effect of VAT increase in 2014 is estimated at 0.5 growth points

Directly-owned stores : continue with restructuring

Continue with reconfiguration of the network

2014 objectives

- **Continuing with disposal plan**
- **Reconfiguration of stores'network**

  Reducing surface area and remodelling of Colmar (Q1)

  Querqueville re-opening after transfer Q2)

  Preparing transfer (Q4) of Perpignan in 2015
- **Openings**

  Creation of city-centre store in Orléans (Q2)

Executions since beginning of 2014

- **Disposal plan**

  Disposal of 3 stores on 01/09/2014 (Sablé sur Sarthe, Mayenne, Château Gontier)

  Disposal to a Mr.Bricolage member of 1 store (Obernai) planned on Q4 2014
- **Reconfiguration of network of stores**

  Reducing surface area and remodelling of Colmar, 25 March

  Re-opening of Querqueville store, 9 April
- **Openings**

  Opening of the Orléans store, 2 April

  Acquisition of a majority stake in the Hagetmau store on 1stJanuary

  Integration of 3 stores (IFRS 10&11) Les Herbiers, Sillé Le Guillaume and Château du Loir

Roll-out of web-to-store

3 national websites + 239 local websites

mr-bricolage.fr

- 23,000 items listed end June 2014

Le-jardin-de-catherine.com

- 4,100 items listed end June 2014

La-maison-de-catherine.com

- 2,000 items listed end June 2014

	mr-bricolage.fr			
	National site	Local sites	LJDC.fr	LMDC.fr
Home delivery	●		●	●
Delivery points and countermark	●			
2H-Pick up		●		

Roll-out of web-to-store

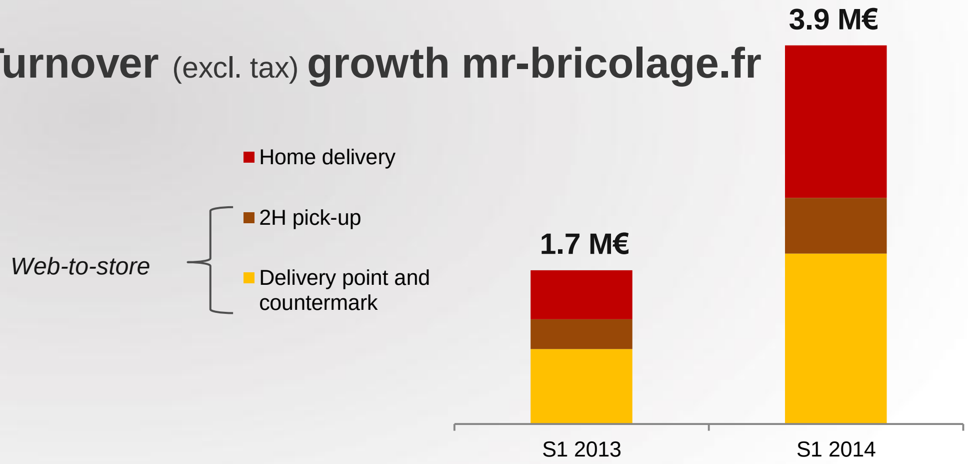
Set up end June 2014

2014 objectives

- **Increasing online traffic**
- **Maximising use of data**
- **Historic sites: redeploy sales and refresh websites**

Executions 1st semester 2014

- **Traffic growth of mr-bricolage.fr**
  8.4 million UV accumulated end June 2014: +59 % vs H1 2013
- **Turnover** (excl. tax) **growth mr-bricolage.fr**



2. Consolidated half-year results

Turnover H1 2014

Sales growth of 2.2% to € 283.0 million

Turnover in €, million	30.06.14	30.06.13	% variation
Retail	**185.9**	**182.7**	**+ 1.8 %**
Sales from Directly-Owned Stores	177.9 (1)	174.0	+ 2.3 %
Online sales	8,0	8.7	- 8,2 %
Network Services	**97.1**	**94.2**	**+ 3.1 %**
Sales of goods	60.1	58.0	+ 3.7 %
Sales of services	37.0	36.2	+ 2.1 %
Total consolidated turnover excl. tax	**283.0**	**276.9**	**+ 2.2 %**

(1) Reclassification of the Les Herbiers, Château du Loir and Sillé le Guillaume stores applying the IFRS 10 and 11 rules (backdated to 1st January)

Retail: € 185.9 million of turnover
at 30/06/2014

Directly-Owned Stores: turnover growth at H1 2014

	Consolidated Turnover	Change like-for-like store basis (1)	Change total store basis (1)
Q1 2014	€ 80.0 m	+ 4.0 %	+ 1.9 %
Q2 2014	€ 97.9 m	+ 2.5 %	2.6% (2)
Total turnover H1 2014	**€ 177.9 m (2)**	**+ 0.4 %**	**+ 2.3 % (2)**

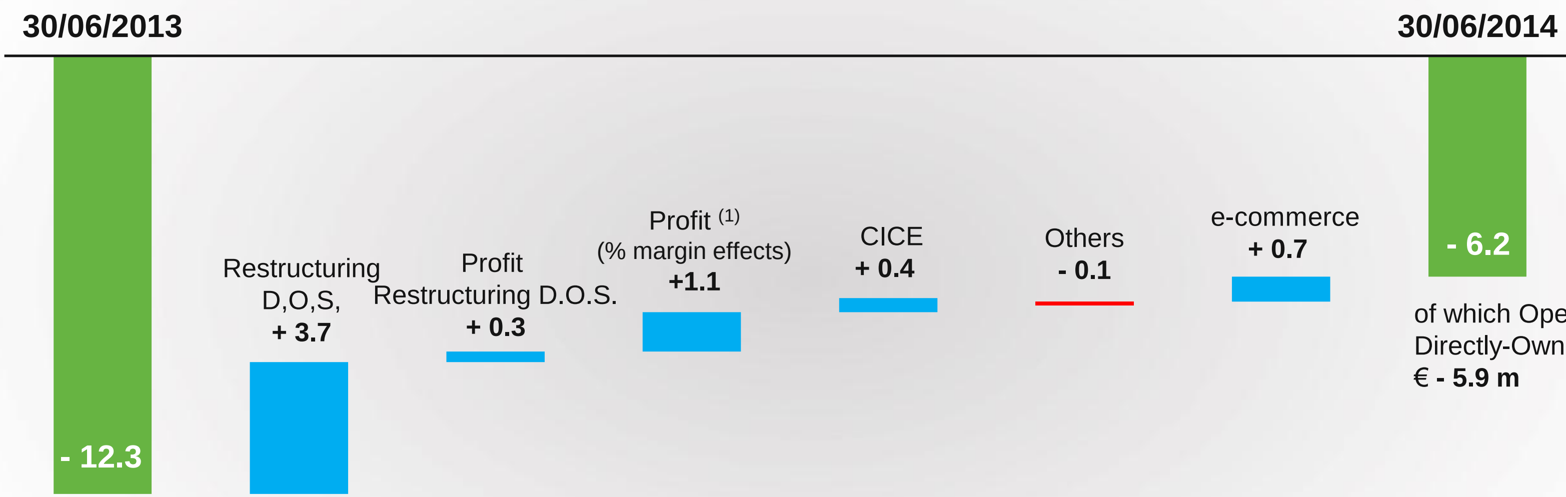
(1) 2014 vs 2013
(2) Reclassification of the Les Herbiers, Château du Loir and Sillé le Guillaume stores applying the IFRS 10 and 11 rules (backdated to 1st January)

Online sales home delivered (8.0 M€) + stores pick up = 9.7 M€, +1.4%
Of which allocated to Retail activity: 8.0 M€ (- 8.2 %)
Of which allocated to Network Services activity: 1.7 M€ (+53.5%)

Retail:
contribution to Operating Profit

Improvement Operating Result Retail: + € 6.1 m

H1 2013 growth at H1 2014 (in €m)



of which Operating result
Directly-owned stores (D.O.S):
€ - 11.3 m

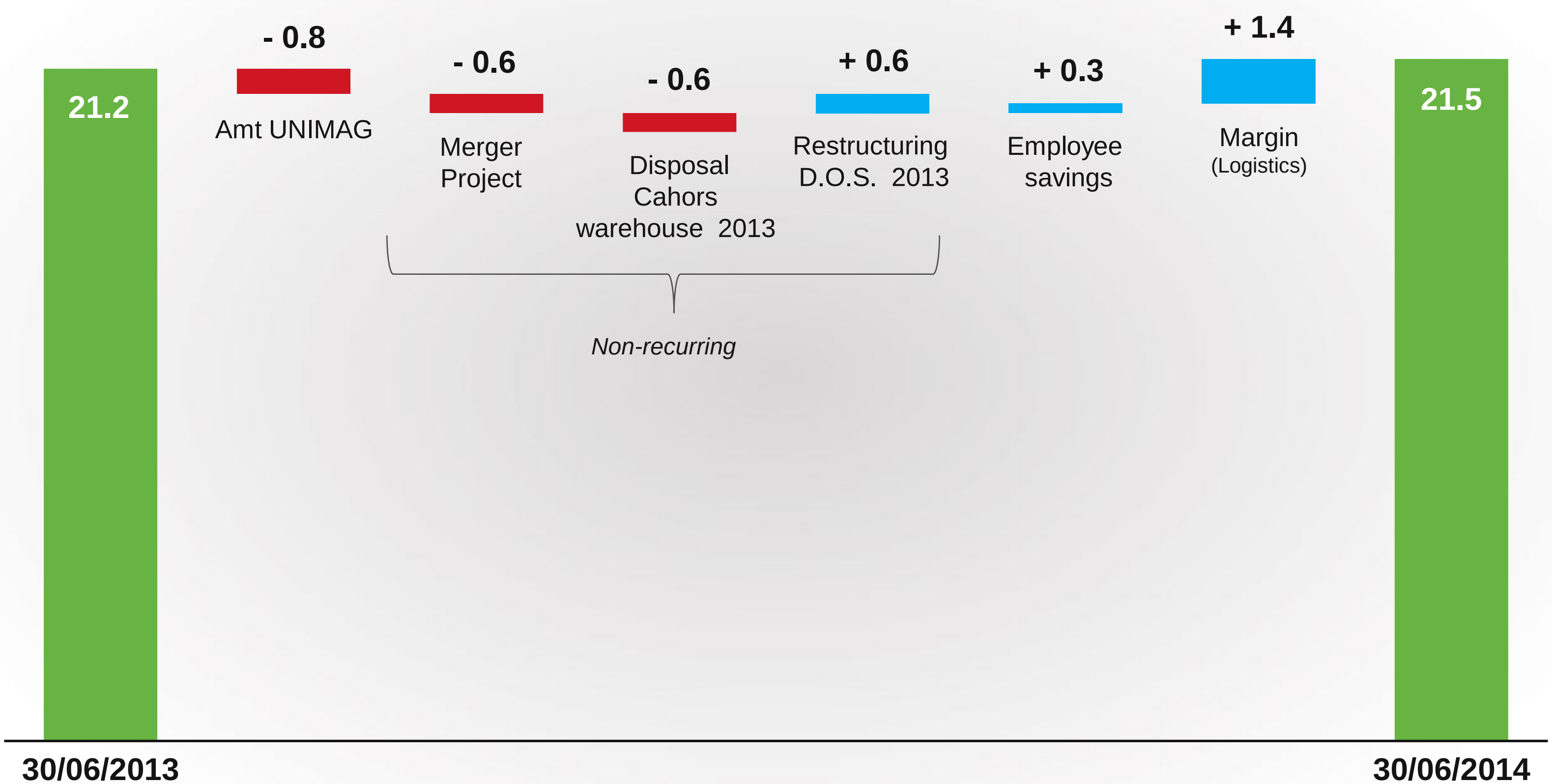
of which Operating result
Directly-Owned stores:
€ - 5.9 m

(1) Excl. IFRS 10&11 integrations

Network Services: contribution to Operating Profit

Stability of Operating Profit Network Services

H1 2013 growth at H1 2014 (in €m)



Contribution of activities to Operating Profit

In € million	As of 30 June 2014			As of 30 June 2013
	Network Services	Businesses	TOTAL	TOTAL
Consolidated turnover	**97.1**	**185.9**	**283.0**	**276.9**
Financial turnover (1)	**141.5**	**185.9**	**-**	**-**
Trading margin *as % of T.O.*	62.4 *44.1 %*	64.4 *34.7 %*	11.,7 *42.3 %*	*115.4* *41.7 %*
External costs *as % of T.O.*	(20.9) *14.8 %*	(32.4) *17.4 %*	(46.2) *16.3 %*	(47.1) *17.0 %*
Staff costs *as % of T.O.*	(15.4) *10.9 %*	(29.1) *15.7 %*	(44.5) *15.7 %*	(44.7) *16.2 %*
Taxes	(0.7)	(5.2)	(5.9)	(5.7)
Other products and operating costs	(0.9)	0,3	(0.6)	1.8
Depreciations, amortizations and provisions *as % of T.O.*	(2.9) *2.1 %*	(4.3) *2.3 %*	(7.2) *2.5 %*	(10.8) *3.9 %*
Operating profit (ROP)	**21.5** *15.2 %*	**(6.2)** *(3.4 %)*	**15.3** *5.4 %*	**8.9** *3.2 %*
Ordinary operating profit (ROPO) (2)	**22.5** *15.9 %*	**(6.5)** *(3.5 %)*	**16.0** *5.6 %*	**12.7** *4.6 %*

(1) Economic turnover = turnover before reprocessing inter-sector sales
(2) ROPO = operating profit before capital gains or losses of cessions and extraordinary transactions

Improvement in contribution of associates

Net improvement in the share of net profit from associates: + € 2.5 m

H1 2013 growth at H1 2014 (in €m)

End of DEDB partnership: capital gains € 1.2 m from disposal

P&L
for all activities

In € million	30.06.14	30.06.13	Variation
Consolidated turnover	**283.0**	**276.9**	**+ 2.2 %**
EBITDA *as % of T.O.*	**22.5** *8.0 %*	**19.7** *7.1 %*	**+ 14.5 %** *+ 0.9 pts*
Operating profit (ROP) *as % of T.O.*	**15.3** *5.4 %*	**8.9** *3.2 %*	**+ 72.2 %** *+ 1.2 pts*
Ordinary operating profit (ROPO) (1) *as % of T.O.*	**16.0** *5.6 %*	**12.7** *4.6 %*	**+ 25.5 %** *+ 1.0 pt*
Financial loss	(3.0)	(2.6)	+ 17.8 %
Profit before tax (PBT) (2) *as % of T.O.*	**12,3** *4.3 %*	**6.3** *2.3 %*	**+ 94.5 %** *+ 2.0 pts*
Share of net profit (loss) from associates	1.3	(1.2)	ns
Taxes	(5.2)	(4.1)	+ 27.6 %
Net profit, Group share *as % of T.O.*	**8.4** *3.0 %*	**1,0** *0.4 %*	**x 8.4** *+ 2.6 pts*

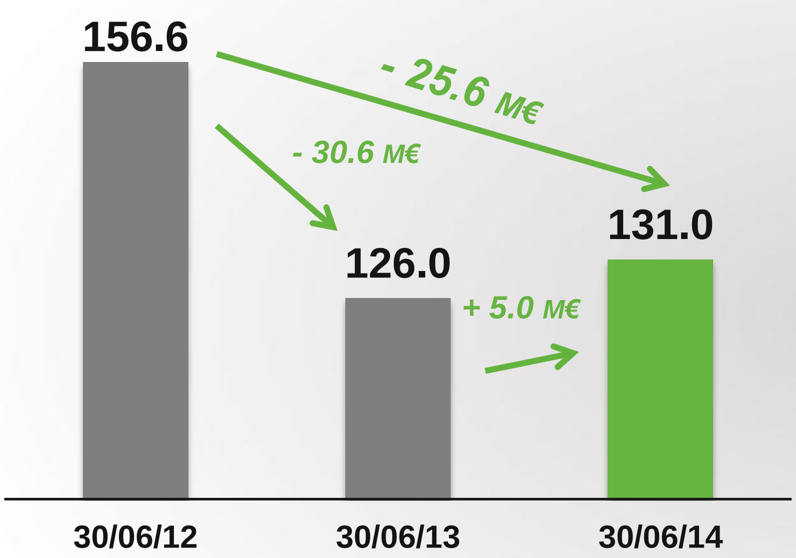
(1) ROPO = operating profit before capital gains or losses of cessions and extraordinary transactions
(2) PBT = Profit before tax excluding share in net profit of associated entities and activities to be surrendered.

Cash flow statement

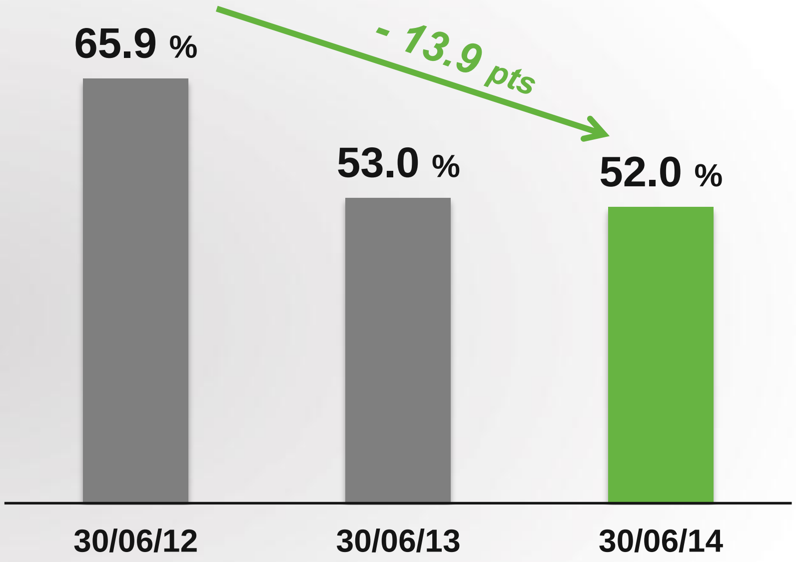
In € million	30.06.14
Cash flow from operating activities	**20.1**
Current taxes paid	(0.7)
Change in working capital requirements	(25.0)
Cash flow from investing activities	(2.1)
Free cash flow	**(7.7)**
2013 dividends paid out in 2014	(2.5)
Disposal of Mr.Bricolage shares net of acquisitions	0,1
Acquisition of securities in already controlled entities	(0.1)
Change in borrowings	(1.2)
Net change other financial liabilities	(1.4)
Interest charges disbursed for income from cash	(2.7)
Variation in cash	**(15.4)**

Healthy financial structure

Net debt [1]
(in M€)



Gearing [2]
(in %)



(1) Net debt = Net financial debt As of 30/06/14, which includes the reclassification linked to the IFRS 10&11 for the sum of 1.0 M€.
(2) Gearing = (Net financial debt) / (equity)

Simplified balance sheet

In €m at 30.06.14

	ASSETS
Non current assets(1)	308.2
of which goodwill	*210.0*
of which real estate	*43.5*
of which bank guarantee deposits	*2.6*
Current assets(2)	283.8
of which stocks(3)	*161.0*
of which receivables	*85.4*
Cash and equivalents	2.7
Assets to be divested	14.6
of which real estate	*10.7*
TOTAL	609.3

	LIABILITIES
Equity	251.1
Minority interests	0.2
Financial debt	136.3
of which Syndicated Loans	*112.6*
Other liabilities	214.4
of which suppliers	*96.3*
Liabilities to be divested	7.3
TOTAL	609.3

(1) Of which 18.4 M€ in intangible fixed assets and 57.0 M€ in tangible fixed assets
(2) This "current assets" line excludes cash and cash equivalents as well as assets classified as held for sale
(3) Of which 28.7 M€ Network Services and 132.3 M€ Retail

Objective 2014: more cash

2014 objectives

- Optimisation of Working Capital

Stock plan in stores and warehouses

Pursue Reverse Factoring (DZB Bank)

more referenced suppliers (target 350)
more registered members (target 160)

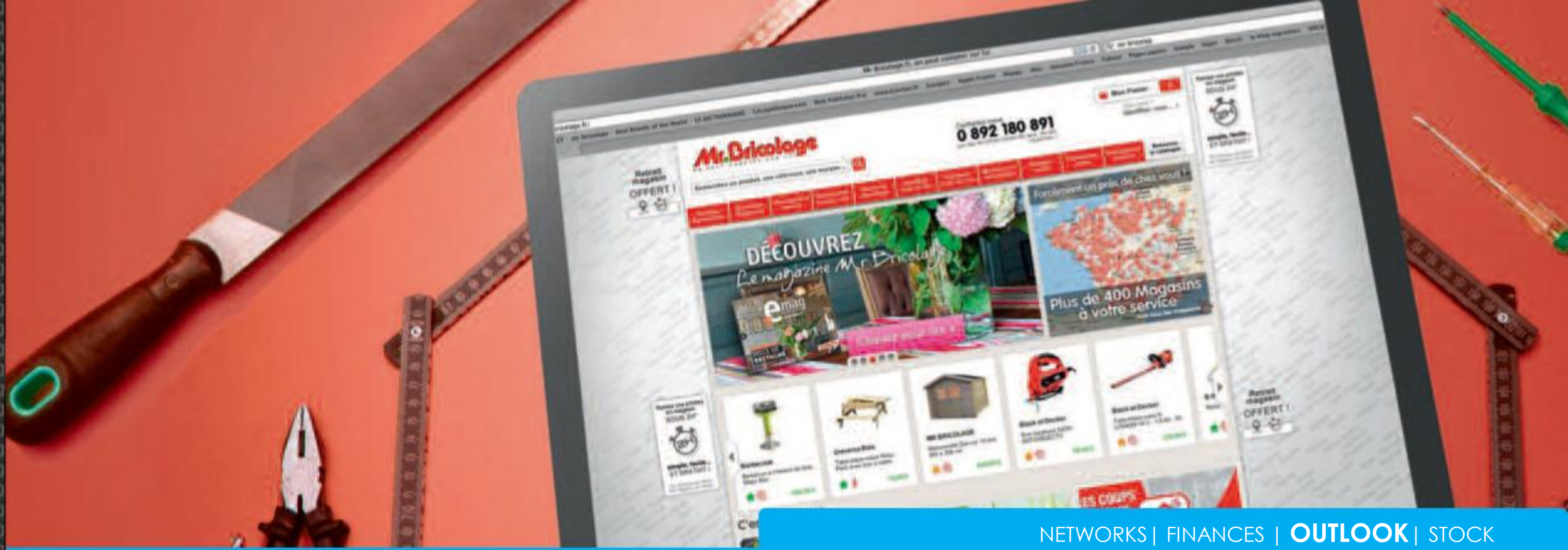
- CAPEX control 2014: € 10 m
  - Businesses € 5.6 m
  - SAR € 4.4 m

Executions 1st semester 2014

- Decrease in net logistics stocks (-4.5 M€) ahead of plan
- Launch plan Directly-Owned Stores'stocks shares effective from H2 2014
- Increase in flows from Directly-Owned Stores to warehouses: + 1.9 pts at 23.5 % from purchases (like-for-like store basis)
- DZB Bank Reverse Factoring (dedicated to Mr.Bricolage members), 336 suppliers and 136 members
- CAPEX at H1 2014: € 4.5 m (1)
  - Retail € 2.5 m
  - SAR € 2.0 m
- Disposal "DEDB" securities : € 2.4 m (2)

(1) CAPEX (including variations of debt on fixed assets): for the Network Services activity, corresponding to IT systems (Unimag / SAP), to the owned-brand products, and to the setting-up of the new Cahors warehouse, CAPEX for the Retail activity, corresponding mainly to Directly-Owned Stores (transfers, expansions and re-design) and to the development of the e-commerce sites

(2) Under disposals of securities from companies linked to the end of the partnership with La Boite à Outils (L'Entrepôt du Bricolage)



3. Outlook 2014

Strategy

- Development of France and International networks
- Increased frequency

more turnover

3 pillars of development

more operating profit

- Purchase performance
- Directly-Owned Stores

more cash

- Optimisation of Working Capital
- CAPEX control

Outlook 2014

In a market context
strained by consumption levels and low visibility

With a negative trend since June

June -4.3% | July -6.4%

→ French Large DIY Stores'market at end July (cumulative 7 months): +0.1 %
(source Banque de France)

The group remains

- committed to maintaining its in-store dynamic
- focused on the profitability of the Directly-Owned Stores

Confirmed guidance
net improvement in operating profit and in net profit in 2014

4. UPDATE ON THE MERGER WITH KINGFISHER

Why a merger with Kingfisher?

Long-term sustainability and develop independent stores

While preserving the identity of the Mr Bricolage Group

Update on the merger with Kingfisher

Reminder of the stages of the transaction

2 April 2014

Signing of non-binding preliminar agreement

Communication, 3 April

- Several workshops undertaken between April and June:

  Information/consultation process with Staff Representative Bodies for a period of 6 months

  6 regional meetings + 1 national meeting with members under Mr.Bricolage brand

  - Proposal to all members under the Mr.Bricolage brand of an addendum to the member chart with improved conditions
  - Presentation of the franchise Brico Dépôt accessible to all stores eligible for conversion and creation projects

18 June 2014: ANPF Annual shareholders' meeting

→ Broad support from Mr.Bricolage members for the project.

23rd July 2014

Signing of a binding agreement

Communication, 23rd July

- Final suspensive condition: authorisation by the relevant anti-trust clearances.

Update on the merger with Kingfisher

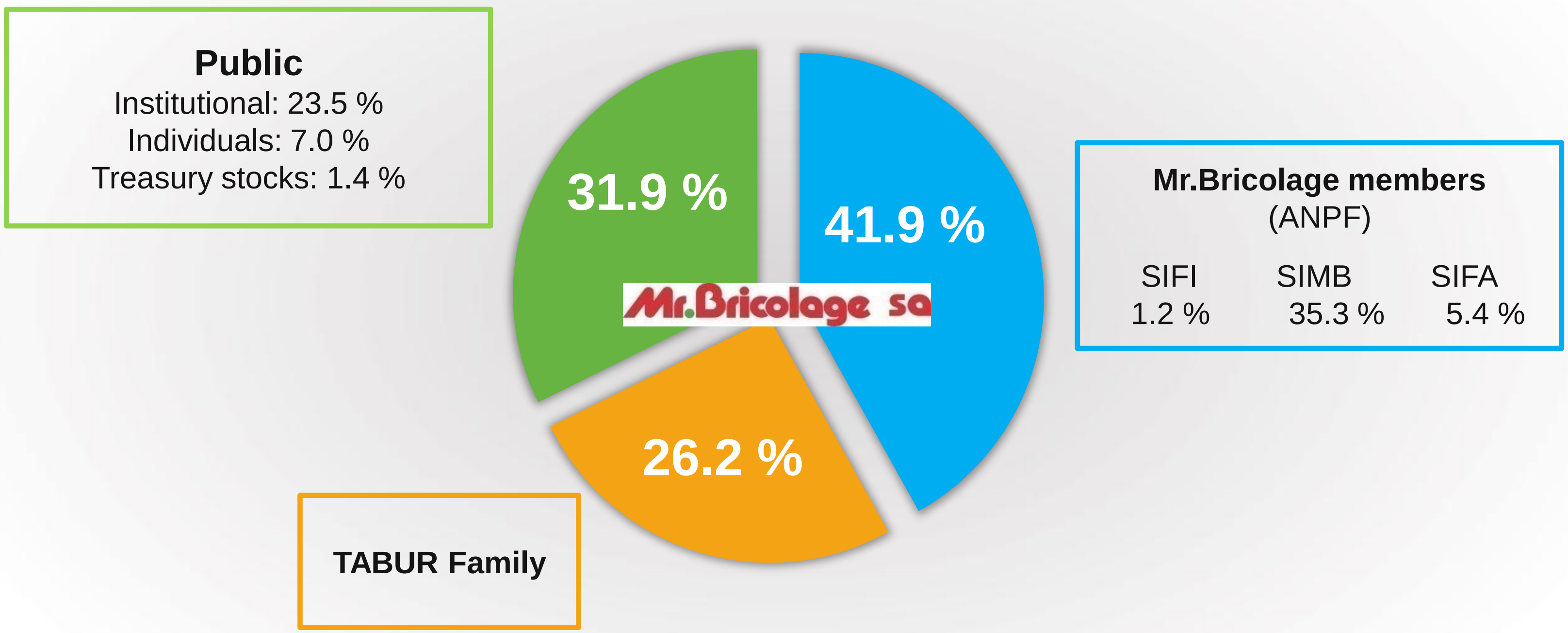
Next stages of the transaction

2nd semester 2014	2015
• Constitution and instruction of the case which shall be submitted to the relevant anti-trust clearances	• Opinion of the anti-trust clearances **If opinion accepted by the Parties, continue the process:** • Acquisition by Kingfisher of blocks of shares held by ANPF (41.9%) and by the Tabur family (26.2%) at a price of 15 Euros/ share • Launch of a compulsory takeover bid by Kingfisher for the entirety of Mr Bricolage SA securities

4. Stock Market

Mr. Bricolage Shareholding

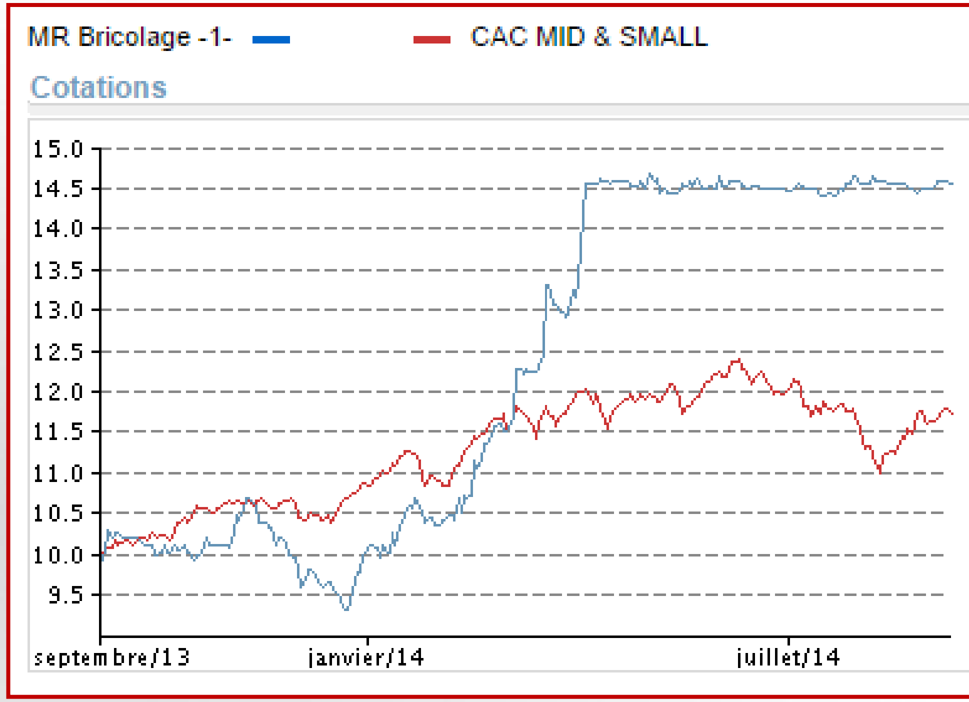
As of 31st December 2013



Share price of Mr. Bricolage Shareholding

At 09/05/14:

- Share price € 14.60
- Market cap. € 151.7 m
- 12 month high € 15.00
- 12 month low € 9.30
- 12 month perf. + 47.3%



From the indexes:

- CAC Small,
- CAC Mid &Small,
- CAC All-Tradable,
- CAC All-Share

Shareholder Guide

- ISIN Code FR 0004034320
- Number of shares 10 387 755
- Market segment Euronext C

Shareholder, analysts and investor relations

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All financial information on the Group corporate website
www.mr-bricolage.com

→ Turnover Q3 2014
Thursday 13 November, after Stock Market close

5. Appendices

Move from Operating Profit to Ordinary operating profit (1)

in € million	S1 2013				S1 2014			
	SAR	COM	IS	TOTAL	SAR	COM	IS	TOTAL
Op Profit (ROP)	**21.2**	**-12.3**	**0.0**	**8.9**	**21.5**	**-6.2**	**0.0**	**15.3**
trade disputes	-0.4			-0.4	-0.3			-0.3
warehouse disposals	0.6			0.6				0.0
D.O.S disposals	-0.2	0.2		0.0				0.0
Fees linked to merger project					-0.6			-0.6
D.O.S restructuring	-0.6	-3.4		4.0		0.3		0.3
Non-recurring elements	**-0.6**	**-3.2**	**0.0**	**-3.8**	**-0.9**	**0.3**	**0.0**	**-0.6**
ROPO	**21.8**	**-9.1**	**0.0**	**12.7**	**22.4**	**-6.4**	**0.0**	**16.0**

(1) Operating profit before capital gains or loses of cessions and extraordinary transactions

Points regarding the covenants on 30/06/14

Outstanding syndicated loan: € 110 million

OBSAAR balance: € 0.0 million

Redeemed in May 2014

Covenants

NFD (1) /EBITDA (2)	< 3.5	→ 3.02 (3)
NFD (1) / EQ (3)	< 1	→ 0.52

(1) NFD : Net Financial Debt
(2) EBITDA = EBITDA 12 months calculated from the 30.06.14 accounts
(3) That ratio which should be lower than 3.5 in the covenants is respected; it is calculated excluding any impact from changes resulting from the first application of the IFRS 10&11 rules.
(4) EQ: Equity