Supplement no. 2 dated 15 November 2017 to the Base Prospectus dated 30 June 2017 as supplemented by a first supplement dated 25 August 2017

VEOLIA ENVIRONNEMENT

(Established as a société anonyme in the Republic of France)

EURO 16,000,000,000
EURO MEDIUM TERM NOTE PROGRAMME

This second supplement (the "**Second Supplement**") is supplemental to and must be read in conjunction with the base prospectus dated 30 June 2017 (the "**Base Prospectus**"), which was granted visa no. 17-315 on 30 June 2017 as supplemented by a first supplement which was granted visa no. 17-447 on 25 August 2017 by the *Autorité des marchés financiers* (the "**AMF**"), prepared by Veolia Environnement ("**Veolia Environnement**" or the "**Issuer**") with respect to its Euro 16,000,000,000 Euro Medium-Term Note Programme (the "**Programme**"). Unless otherwise defined, terms defined in the Base Prospectus have the same meaning when used in this Supplement.

Terms defined in the Base Prospectus shall have the same meaning when used in this Second Supplement.

This Second Supplement has been prepared pursuant to Article 16.1 of the Directive 2003/71/EC of 4 November 2003 (as amended) on the prospectus to be published when securities are offered to the public or admitted to trading (the "**Prospectus Directive**") and Article 212-25 of the AMF's General Regulations for the purposes of incorporating some recent information with respect to the Issuer. The impacted sections of the Base Prospectus are "Résumé (French Summary)", "Summary" and Recent Developments.

Application has been made for approval of this Second Supplement to the AMF in France in its capacity as competent authority pursuant to Article 212-2 of its General Regulations (*Règlement Général*) which implements the Prospectus Directive.

Copies of this Second Supplement are available for viewing on the website of the AMF (www.amf-france.org), on the Issuer's website (www.veolia.com) and copies of such documents may be obtained, during normal business hours, free of charge from the office of Veolia Environnement, 30, rue Madeleine Vionnet, 93300 Aubervilliers, France and at the specified offices of the Fiscal Agent and of each Paying Agents.

Save as disclosed in this Second Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus.

To the extent that there is any inconsistency between (a) any statement in this Second Supplement and (b) any statement in, or incorporated by reference in the Base Prospectus, the statements referred to in (a) above will prevail.

To the extent applicable, and provided that the conditions of Article 212-25 I of the AMF's General Regulations are fulfilled, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before this Second Supplement is published, have the right, according to Article 212-25 II of the AMF's General Regulations, to withdraw their acceptances by no later than 17 November 2017.

In accordance with Articles L.412-1 and L.621-8 of the French *Code monétaire et financier* and with the general regulations (*réglement général*) of the *Autorité des marchés financiers* (AMF), in particular Articles 212-31 to 212-33, the AMF has granted to this Second Supplement its visa no.17-592 on 15 November 2017. It was prepared by the Issuer and its signatories assume responsibility for it.

In accordance with Article L.621-8-1-I of the French *Code monétaire et financier*, the visa was granted following an examination by the AMF of whether the document is exhaustive and understandable, and whether the information it contains is consistent. It does not imply that the AMF has verified the accounting and financial data set out herein and the appropriateness of the issue of the Notes.

In accordance with Article 212-32 of the AMF's general regulations (*réglement général*), the Final Terms of any issue or admission to trading of Notes on the basis of this base prospectus must be published.

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RÉSUMÉ DU PROGRAMME

The sections headed "RÉSUMÉ (FRENCH SUMMARY)" and "RÉSUMÉ SPÉCIFIQUE A L'ÉMISSION (FRENCH ISSUE SPECIFIC SUMMARY)" of the Base Prospectus are modified as follows:

1. On pages 7 to 9 and on pages 118 to 120 of the Base Prospectus, the item headed "*B.12 Informations financières historiques clés sélectionnées*" is deleted in its entirety and replaced with the following:

B.12	**Informations financières historiques clés sélectionnées**	Les informations financières clés sélectionnées au 30 juin 2017 (non-certifiées), 31 décembre 2016 (certifiées), 30 juin 2016 (non-certifiées) et au 31 décembre 2015 (certifiées) sont tirées du Document de Référence 2016 et de la Première Actualisation du Document de Référence 2016 qui est incorporé par référence dans le Prospectus de Base. **Informations financières consolidées sélectionnées en normes IFRS.**

(en millions d'euros)	**30/06/2017**	**31/12/2016** (5)	**30/06/2016** (5)	**31/12/2015** (5)
Chiffre d'affaires	12 346,5	24 187,0	11 835,1	24 737,7
EBITDA(1)	1 651,4	3 219,4	1 645,8	3 152,2
EBIT courant(1)	773,8	1 460,2	771,2	1 382,3
Résultat Net Courant part du Groupe(1)	295,2	596,6	322,8	565,4
Capacité d'autofinancement	1 353,9	2 610,2	1 360,2	2 546,0
Résultat opérationnel après quote-part de résultat net dans les entités mises en équivalence(2)	648,1	1 193,3	651,0	1 209,7
Résultat Net part du Groupe	204,6	383,1	252,0	437,7
Dividendes versés (3)	440	401	401	384
Dividende par	0,80	0,80	0,73	0,73

action versé au cours de l'exercice *(en euros)*				
Total actif	37 259,0	37 949,2	36 174,0	37 103,3
Endettement financier net	8 561	7 812	8 678	8 170
Investissements industriels (y-compris nouveaux actifs financiers opérationnels)	- 593	- 1 597	- 609	- 1 576
Free Cash Flow Net [(4)]	- 176	940	- 140	856

(1) Comme indiqué dans sa communication 2014, le Groupe a décidé la mise en place de nouveaux indicateurs financiers à compter de l'exercice 2015, désormais utilisés dans la communication de ses résultats financiers.
Ces nouveaux indicateurs sont : l'EBITDA, l'EBIT Courant et le Résultat Net Courant.

(2) Le résultat opérationnel après quote-part de résultat net des entités mises en équivalence n'inclut pas les plus ou moins-values de cessions financières comptabilisées en résultat financier.

(3) Dividendes versés par la société mère.

(4) Le free cash-flow net correspond au free cash-flow des activités poursuivies i.e. somme de l'EBITDA, des dividendes reçus, de la capacité d'autofinancement financière, de la variation du besoin en fonds de roulement opérationnel moins les investissements industriels nets, les frais financiers courants cash, les impôts cash, les charges de restructuration et les dépenses de renouvellement.

(5) Conformément à la norme IFRS 5 « actifs non courants détenus en vue de la vente » les comptes de résultat des activités en cours de cession soit l'activité en Lituanie est présentée rétrospectivement sur une ligne distincte « résultat net des activités non poursuivies » sur l'ensemble des périodes présentées.

L'Émetteur a publié le 7 novembre 2017 un communiqué de presse contenant des informations financières non auditées pour le 3ème trimestre 2017.

Information financière trimestrielle au 30 septembre 2017

En million d'€	**30/09/2016 publié**	**Retraitements IFRIC 12 et IFRS 5[(3)]**	**30/09/2016 retraité**	**30/09/2017 y.c. IFRIC 12**
Chiffre d'affaires	17 708	(139)	17 569	18 221
EBITDA	2 206	123	2 329	2 359
EBIT Courant [(1)]	979	56	1 035	1 049

Résultat net courant – part du Groupe	421	(9)	412	406
Résultat net courant – part du Groupe *hors plus ou moins-values de cessions financières nettes d'impôt et des minoritaires*	388	(9)	379	392
Investissements industriels	902	84	986	982
Free cash flow net [(2)]	3	(28)	(25)	(63)
Endettement financier net	8 883	-	8 883	8,419

(1) Y compris la quote-part de résultat net courant des co-entreprises dans le prolongement des activités du Groupe et entreprises associées.

(2) Le free cash-flow net correspond au free cash-flow des activités poursuivies i.e somme de l'EBITDA, des dividendes reçus, de la variation du besoin en fonds de roulement opérationnel, de la capacité d'autofinancement financière, moins les frais financiers nets, les investissements industriels nets, les impôts versés, les dépenses de renouvellement, les charges de restructuration et les autres charges non courantes.

(3) Les retraitements au 30 septembre 2016 concernent l'application de l'interprétation IFRIC 12 ainsi que le classement de la Lituanie en activité non poursuivie conformément à la norme IFRS 5 (cf. Annexe).

Déclarations de l'Émetteur :

- Sous réserve de ce qui est indiqué à l'Élément B.13 ci-dessous, il n'y a pas eu de détérioration significative des perspectives de l'Émetteur depuis le 31 décembre 2016.
- Sous réserve de ce qui est indiqué à l'Élément B.13 ci-dessous, aucun changement significatif de la situation financière ou commerciale de l'Émetteur n'est survenu depuis le 30 juin 2017.

The section headed "RÉSUMÉ (FRENCH SUMMARY)" of the Base Prospectus is modified as follows:

1. On pages 9 to 10 of the Base Prospectus, the item headed "*B.13 Evènements récents*" is deleted in its entirety and replaced with the following:

B.13	**Evènements récents**	L'Émetteur estime qu'aucun évènement récent ayant une incidence sur l'évaluation de sa solvabilité n'est intervenue à l'exception de la publication, le 7 novembre 2017, des chiffres clés au 30 septembre 2017.

SUMMARY OF THE PROGRAM

The sections headed "SUMMARY" and "ISSUE SPECIFIC SUMMARY" of the Base Prospectus are modified as follows:

3. On pages 23 to 25 and on pages 134 to 136 of the Base Prospectus, the item headed "*B.12 Selected historical key financial information*" is deleted in its entirety and replaced with the following:

<table>
<tr>
<td>B.12</td>
<td>Selected historical key financial information</td>
<td>
Selected key financial information as at 30 June 2017 (non-audited), 31 December 2016 (audited), 30 June 2016 (non-audited) and 31 December 2015 (audited) has been extracted from the 2016 Registration Document and the First Update of the 2016 Registration Document which is incorporated by reference into the Base Prospectus.

Selected consolidated financial statement figures presented in accordance with IFRS

<table>
<tr><th></th><th>30/06/2017</th><th>31/12/2016 [5]</th><th>30/06/2016 [5]</th><th>31/12/2015 [5]</th></tr>
<tr><td>(in € million)</td><td></td><td></td><td></td><td></td></tr>
<tr><td>Revenue</td><td>12,346.5</td><td>24,187.0</td><td>11,835.1</td><td>24,737.7</td></tr>
<tr><td>EBITDA[1]</td><td>1,651.4</td><td>3,219.4</td><td>1,645.8</td><td>3,152.2</td></tr>
<tr><td>Current EBIT[1]</td><td>773.8</td><td>1,460.2</td><td>771.2</td><td>1,382.3</td></tr>
<tr><td>Current net income – Group share[1]</td><td>295.2</td><td>596.6</td><td>322.8</td><td>565.4</td></tr>
<tr><td>Operating cash flow before changes in working capital</td><td>1,353.9</td><td>2,610.2</td><td>1,360.2</td><td>2 546.0</td></tr>
<tr><td>Operating income after share of net income (loss) of equity-accounted entities [2]</td><td>648.1</td><td>1,193.3</td><td>651.0</td><td>1 209.7</td></tr>
<tr><td>Net income (loss) – Group share</td><td>204.6</td><td>383.1</td><td>252.0</td><td>437.7</td></tr>
<tr><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>Dividends paid [3]</td><td>440</td><td>401</td><td>401</td><td>384</td></tr>
<tr><td>Dividend per share paid during the fiscal year
(in euros)</td><td>0.80</td><td>0.80</td><td>0.73</td><td>0.73</td></tr>
</table>
</td>
</tr>
</table>

Total Assets	37,259.0	37 949,2	36,174.0	37,103.3
Net financial debt	8,561	7,812	8,678	8,170
Industrial investments (including new operating financial assets)	- 593	- 1,597	- 609	- 1,576
Net free cash flow [4]	- 176	940	- 140	856

(1) As stated at the time of the Group's 2014 annual results communication, the Group decided to introduce new financial indicators starting fiscal year 2015 that will now be used in the communication of its financial results.
These new indicators are: EBITDA, Current EBIT and Current Net Income.

(2) Operating income after share of net income (loss) of equity-accounted entities does not include capital gains or losses on financial divestitures, booked in other financial income and expenses.

(3) Dividends paid by the parent company.

(4) Net free cash flow corresponds to free cash flow from continuing operations, and is calculated by: the sum of EBITDA, dividends received from joint ventures, operating cash flow from financing activities, and changes in working capital for operations, less net industrial investments, current cash financial expense, cash taxes paid, cash restructuring charges, acquisition and disposal costs, and renewal expenses.

(5) According to the standard IFRS 5 "non-current Assets held for sale and discontinued Operations" the P&L of activities to be sold in Lithuania is retrospectively presented on a distinct line "net income from discontinued operations" on the whole presented periods.

On 7 November 2017, the Issuer published a press release containing unaudited financial information for the third quarter of 2017.

Quaterly financial information for the period ended September 30, 2017

(in € million)	**30/09/2016 published**	**IFRIC 12 and IFRS 5[3] adjustment**	**30/09/2016 represented**	**30/09/2017 including IFRIC 12**
Revenue	17,708	(139)	17,569	18,221
EBITDA	2,206	123	2,329	2,359
Current EBIT [1]	979	56	1,035	1,049
Current net income – Group share	421	(9)	412	406
Current net income – Group share *excluding capital gains and losses on financial divestures net of tax and minority interest*	388	(9)	379	392

Industrial investments	902	84	986	982
Net free cash flow (2)	3	(28)	(25)	(63)
Net financial debt	8,883	-	8,883	8,419

(1) Including the share of current net income of joint ventures viewed as core Company activities and associates.

(2) Net free cash flow corresponds to free cash flow from continuing operations, and is equal to the sum of EBITDA, dividends received, changes in operating working capital and operating cash flow from financing activities, less interest expense, net industrial investments, taxes paid, renewal expenses, restructuring costs and other non-current expenses.

(3) Adjustments as of September 30, 2016 concern the application of IFRIC 12 and the transfer of activities in Lithuania to discontinued operations pursuant to IFRS 5 (see Appendix).

Issuer' statements:

- Save as disclosed in Element B.13 below, there has been no material adverse change in the prospects of the Issuer since 31 December 2016.
- Save as disclosed in Element B.13 below, there has been no significant change in the financial or trading position of the Issuer since 30 June 2017.

The section headed "SUMMARY" of the Base Prospectus is modified as follows:

1. On page 25 of the Base Prospectus, the item headed "*B.13 Recent Events*" is deleted in its entirety and replaced with the following:

B.13	**Recent Events**	There have been no recent events which the Issuer considers materially relevant to the evaluation of its solvency except for the publication, on 7th November 2017, of the key figures for the nine-month period ending 30th September 2017.

RECENT DEVELOPMENTS

The section Recent Developments appearing on pages 149 to 170 of the Base Prospectus is hereby deleted in its entirety and replaced with the following:

The following press releases have been published by the Issuer:

VEOLIA

Press release

Paris (France), September 9, 2017

Hurricanes Irma and José: Veolia teams remain mobilized

Veolia, which produces and distributes drinking water on Saint-Martin and produces drinking water on Saint-Barthélemy, remains mobilized in the wake of the hurricane in the French West Indies.

Since the passage of hurricane Irma between Wednesday and Thursday this week, Veolia continues to mobilize its energies on restoring drinking water supplies on the two islands, despite the difficulties arising from the lack of electricity and the approach of hurricane José.

To address the most urgent requirements Veolia is working with State services to organize the transfer by air of a Veolia mobile seawater desalination unit – which weighs over 24 metric tons – to Saint-Martin. This unit, which has capacity to produce 30 m^3 per hour, will provide temporary relief for the local population until the installations are back in service.

On Friday night, Veolia had already transferred several employees based in Guadeloupe to Saint-Martin to strengthen its local teams. Initially, they will assess damage to our installations, a crucial preliminary for bringing them back into service.

Moreover, various Group units are assembling a group of experts, with the Fondation Veolia's support, to bolster these teams as soon as possible. An emergency VeoliaForce mission will be dispatched at the beginning of the week to facilitate these interventions and provide skills and water storage and distribution equipment.

Press release

Paris (France), September 9, 2017

Veolia group is the global leader in optimized resource management. With over 163 000 employees worldwide, the Group designs and provides water, waste and energy management solutions that contribute to the sustainable development of communities and industries. Through its three complementary business activities, Veolia helps to develop access to resources, preserve available resources, and to replenish them.

In 2016, the Veolia group supplied 100 million people with drinking water and 61 million people with wastewater service, produced 54 million megawatt hours of energy and converted 30 million metric tons of waste into new materials and energy. Veolia Environnement (listed on Paris Euronext: VIE) recorded consolidated revenue of €24.39 billion in 2016. www.veolia.com

Contacts

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Press Release

Paris, September 18, 2017

France – Municipal water

SIAAP and Veolia will jointly manage operation and maintenance of the Valenton wastewater treatment plant in the Paris region

Veolia has been selected by SIAAP (Greater Paris Sanitation Authority) to provide at its side the service and maintenance operations for the Valenton wastewater treatment plant, Paris region (France), under a single-purpose semipublic company (SEMOP).

Signed for 12 years and worth a cumulative amount of nearly €400 million, this contract reflects their commitment to contribute through this partnership to strengthening the exemplary and innovative nature of the Paris region wastewater treatment service within a long-term perspective.

Photo SIAAP / Nicolas KLOPOCKI

An unprecedented partnership in France for an operation of this size, it is through a single-purpose semipublic company (SEMOP) that SIAAP and Veolia will manage the day-to-day operation of this wastewater treatment plant which is a crucial part of the Paris region's wastewater treatment system today and for the years ahead.A public sector reference for the wastewater industry in France and

Press Release
Paris, September 18, 2017

Europe, SIAAP selected Veolia, following a call for tenders, to assist it in realizing its avant-garde project for its wastewater treatment plant located in Valenton, Paris region (France).

From December 1, 2017, Veolia will be working alongside SIAAP to prepare for operational start-up on April 1, 2018. In order to guarantee service continuity, a detailed human and technical transition program will be implemented under the responsibility of the full-time Director of the SEMOP supported by Veolia's HR and technical teams.

In this SEVESO Directive classified plant, industrial security and team safety management are the day-to-day number one priority. Innovation here will serve to improve sustainable development and to optimize operation by developing an efficient and responsible management approach.

The Valenton plant will produce as much sustainable energy as it consumes. With cutting-edge digital, smart and connected tools, it will also employ geolocation for 100% of its facilities, together with 3D digital modelling to assist with operation, maintenance and works scheduling, training and for use as an educational tool. The introduction of a hypervision system will provide SIAAP with real-time tracking of its KPIs.

In order to strengthen the public-sector management side, an updated and visionary governance system will be based on a Board of Directors chaired by SIAAP and on a decisive commitment to transparency shared by all each and every day.

"With SIAAP, we are going to invent the wastewater treatment service of the future: a service based on excellence, in the forefront of innovation, and delivering remarkable performance on the technical, economic and social levels, thereby emphasizing SIAAP's leadership in the wastewater treatment business," explains Frédéric Van Heems, CEO Water for Veolia in France.

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PRESS RELEASE
Paris, 20 September 2017

VEOLIA AND ICADE IN PARTNERSHIP TO IMPROVE AIR QUALITY IN OFFICE BUILDINGS

Icade and Veolia are working together to experiment ways of improving indoor air quality in office buildings, thanks to cutting-edge sensors that measure and continually increase indoor air quality (ventilation, indoor air recycling, and improved filtration systems). The sensors also monitor CO_2 levels, hydrometric data, fine particles, volatile organic compounds.

To design the cutting-edge sensors, Veolia and Icade called upon several innovative start-ups. This process of open innovation will lead to initial testing taking place from spring 2018, in particular in the PB5 tower in Paris' major business district of La Défense.

"This experiment, carried out in collaboration with Icade, will allow us to offer our commercial and industrial clients a combined solution, integrating energy efficiency and health security in buildings," said Sabine Fauquez, OFIS Executive vice-president, Veolia.

"With Veolia, we want to guarantee a healthy, effective environment. This experiment, facilitated by Airlab, will enable us to drive change in best practices in indoor air quality and continue to enhance the comfort of occupants" said Benjamin Ficquet, Director of green transition at Icade.

Press Release

Paris, september 25, 2017

Water production and distribution are gradually being restored following hurricane IRMA

A reduced water production and distribution service is gradually being reestablished in Saint Martin, where the sustained mobilization of Veolia's teams has made it possible to exceed initial targets several days ahead of schedule. Since the end of last week, the desalination plant has been operating at over 30% of its production capacity before hurricane IRMA struck, supplying over 1.5 million liters of water per day.

This is a decisive step in meeting the fundamental needs of local populations.

In the drive to restore essential services, Veolia's teams have made considerable progress that has enabled Saint Martin's desalination plant to exceed its targets in terms of water production by September 25. The objective was to reach 30% of the plant's previous capacity before the recent series of hurricanes.

Veolia has succeeded in this initial challenge, and a further increase in capacity will be generated following the imminent operations start-up of the company's mobile desalination unit from Madrid.

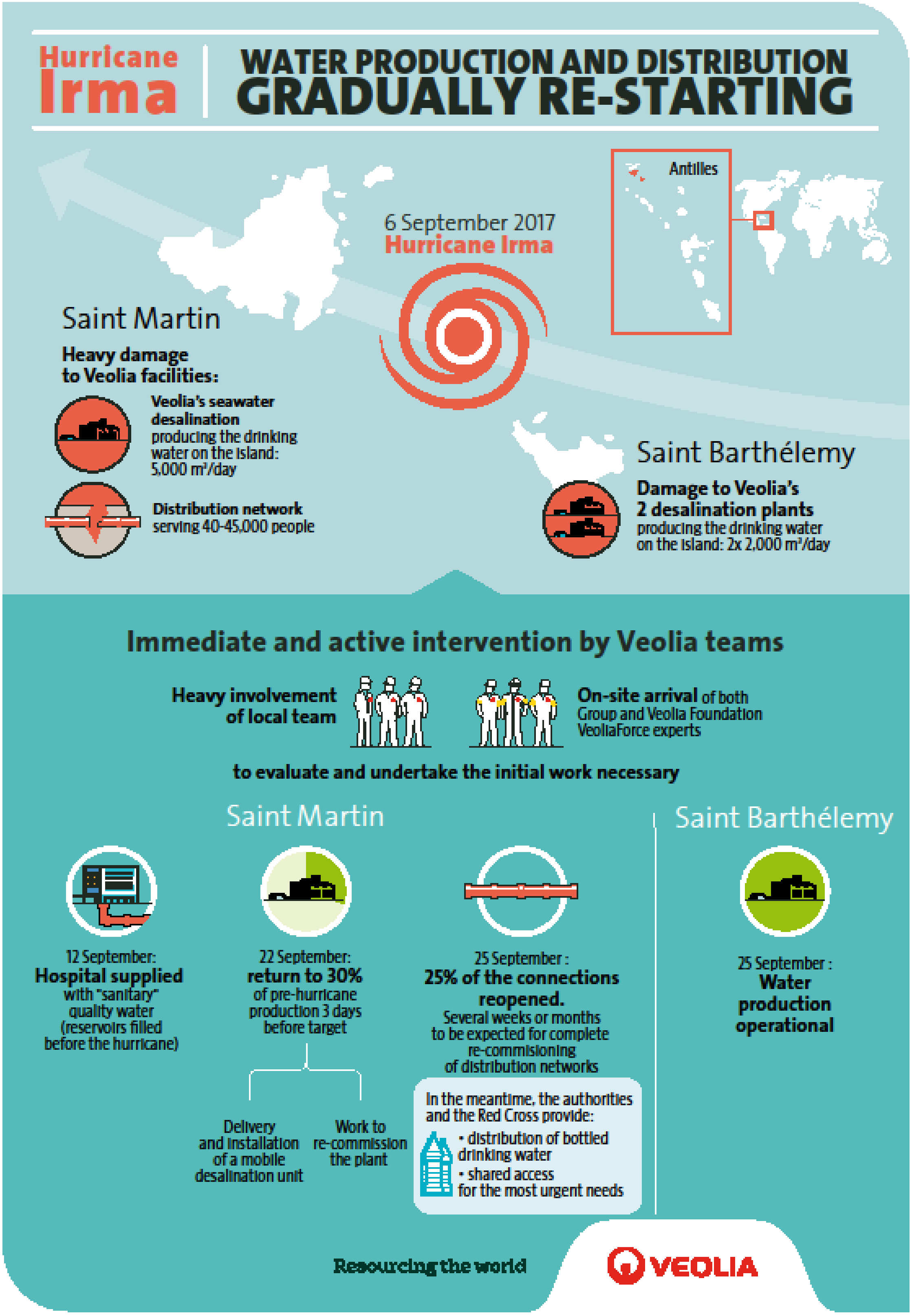
Water production, therefore, is expected to continue to improve every day.

From production to distribution, our teams are working on the network and the individual connections to gradually return them to working order. The damage they have sustained is considerable. To date, close to a quarter of water connections have been re-established. It will take several weeks for a normal service to resume, and probably several months in some areas, particularly because, as a result of the widespread damage, numerous leaks could become apparent once the water supply is restored across the network.

In the meantime, the water supply to the hospital was reestablished on September 12, and water reserves have been stored in case of another hurricane. Requested and controlled by local authorities, emergency solutions have been implemented on a temporary basis to support the French Red Cross. Distributing water of safe quality helps to meet hygiene needs but, for now, cannot be used to replace bottled water for drinking.

Employees, experts in emergency situations, desalination, distribution of drinking water, sanitation and network rehabilitation, including the Veoliaforce volunteers, the Veolia group and its foundation are continuing to mobilize their resources to help people locally, working in close collaboration with state services, local authorities and other local operators, such as EDF.

…


Hurricane Irma
WATER PRODUCTION AND DISTRIBUTION GRADUALLY RE-STARTING
Antilles
6 September 2017
Hurricane Irma
Saint Martin
Heavy damage to Veolia facilities:
Veolia's seawater desalination producing the drinking water on the island: 5,000 m³/day
Distribution network serving 40-45,000 people
Saint Barthélemy
Damage to Veolia's 2 desalination plants producing the drinking water on the island: 2x 2,000 m³/day
Immediate and active intervention by Veolia teams
Heavy involvement of local team
On-site arrival of both Group and Veolia Foundation VeoliaForce experts
to evaluate and undertake the initial work necessary
Saint Martin
Saint Barthélemy
12 September: Hospital supplied with "sanitary" quality water (reservoirs filled before the hurricane)
22 September: return to 30% of pre-hurricane production 3 days before target
Delivery and installation of a mobile desalination unit
Work to re-commission the plant
25 September : 25% of the connections reopened. Several weeks or months to be expected for complete re-commisioning of distribution networks
In the meantime, the authorities and the Red Cross provide:
• distribution of bottled drinking water
• shared access for the most urgent needs
25 September : Water production operational
Resourcing the world
VEOLIA

Veolia group is the global leader in optimised resource management. With over 163,000 employees worldwide, the Group designs and provides water, waste and energy management solutions that contribute to the sustainable development of communities and industries. Through its three complementary business activities, Veolia helps to develop access to resources, preserve available resources, and to replenish them. In 2016, the Veolia group supplied 100 million people with drinking water and 61 million people with wastewater service, produced 54 million megawatt hours of energy and converted 30 million metric tonnes of waste into new materials and energy. Veolia Environnement (listed on Paris Euronext: VIE) recorded consolidated revenue of €24.39 billion in 2016. www.veolia.com

• Press contact

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VEOLIA

Press release

Paris, October 9, 2017

France – Municipal water

Le Mans Métropole chooses Veolia for its wastewater treatment plant contract

Veolia, through its subsidiary CFSP, has been selected by Le Mans Métropole for the contract for its La Chauvinière wastewater treatment plant.
Worth a total of approximately €60 million, or €16.38 million for the construction of the new facilities by OTV-Veolia and €43.5 million for nine years' operation, this contract reflects the aim to build a truly circular economy around wastewater with the installation of an anaerobic digester and the introduction of various innovative processes.

Under the lead of CFSP, Veolia's local subsidiary, this new contract for the operation of the La Chauvinière wastewater treatment plant will result in OTV-Veolia establishing a multi-disciplinary team to design and build the new structures, including local architects Pièces Montées, and the engineering firm and assistant to the Program Manager Naldeo. A responsible consortium established to serve a project that will be environmentally, technically and economically efficient.

With Veolia, Le Mans Métropole is making a firm commitment to the circular economy and to transforming waste into a resource, conserving raw materials and helping combat climate change.

Work on the anaerobic digester will begin in 2018 for commissioning scheduled at the end of 2020. It will allow the La Chauvinière plant to produce energy in the form of biomethane from wastewater. The amount of gas the plant will inject into the local reticulated network will the equivalent to the gas consumed by one of the city's buses.

Already in 2018, Veolia will introduce innovations to help make the La Chauvinière plant a virtuous model committed to minimizing the energy consumed by the plant and its facilities, while also developing new technology. For example, the Alcion process converts CO_2 from the purification of biogas into sodium bicarbonate that can be used by the neighboring household waste energy recovery facility. This is a first at such a scale for this type of plant. Similarly, the removal of phosphorus – in demand from agriculture – will also be the subject of a specific R&D phase at the plant.

With cutting-edge digital tools, the La Chauvinière wastewater treatment plant will be entirely managed by an integrated "Hypervision 360" control center that will use all service data and information to continuously optimize operation and production. The municipal services of Le Mans Métropole will also have direct access to this data and will be able to track the KPIs transparently and in real time.

Involved for many years in the development of the Le Mans region, Veolia's subsidiary CFSP expects to hire 16 apprentices locally to join the water treatment plant's team. An integration clause will be systematically included in all sub-contractor contracts and 85% of these will be signed with companies in the surrounding area.

The plant will also be a key factor in advancing the population's ecological awareness through a new interactive educational visit. Finally, the La Sarthe river flowing past the plant will be the focus of another project to demonstrate how industry and nature can co-exist harmoniously.

"Working alongside Le Mans, we will make the La Chauvinière plant a real reference in the water treatment sector," says Frédéric Van Heems, Chief Executive Officer of Water for Veolia in France. *"This plant illustrates what tomorrow's plants will be like, that is, firmly committed to the circular economy, benefiting from excellent service in the forefront of innovation, and delivering remarkable performance."*

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VEOLIA

Press release

Paris-Houston, October 11, 2017

United States – Complex Waste & Oil & Gas

Veolia Awarded Significant Contract with Oil and Gas Operator Antero Resources to Showcase Broad Waste Collection, Treatment Expertise

Veolia announced today that it has been selected by Antero Resources, through its subsidiary Veolia Water North America Operating Services L.L.C, to manage the sophisticated process of loading, packaging, transporting and proper disposal of water treatment sludge generated at its Clearwater Facility near Pennsboro, West Virginia. Antero, a leading independent natural gas and oil company, selected Veolia through its subsidiary Veolia North America, which will be supported by the expertise of Veolia's Nuclear Solutions entity.

The contract will take advantage of Veolia's best-in-class offerings in providing holistic solutions to tackle the world's toughest waste challenges for clients when it comes to environmental waste and remediation support.
Under this up to 10-year, $70 million contract, Veolia will utilize its broad expertise to address the water treatment sludge produced at the facility. This includes collecting and treating TENORM – technologically enhanced, naturally occurring radioactive materials which are exposed to the environment as a result of human activities – highlighting Veolia's ability to deal with the range of clients' toughest and complex waste needs.

"Veolia's broad and comprehensive expertise allows us to provide this vital service for Antero and we're pleased they have selected us to handle this important work," said Veolia North America president and CEO William J. "Bill" DiCroce. "Ensuring the safe and efficient treatment and recycling of water is a vital part of oil and gas exploration activities, and it is critical that the materials generated from that work are properly managed," added Steve Hopper, executive vice president and chief operating officer of Veolia North America Industrial Water and Regeneration Services.

In 2015, Antero contracted with Veolia to design, build, operate and maintain the water treatment and recycling plant near Pennsboro. The facility's construction is under commission. The sludge-related services agreed to in today's contract will be provided in addition to the construction and operation-maintenance of that facility, which includes the scope of low-level TENORM waste segregation.

As part of the agreement, Veolia will also provide a comprehensive Environmental Health and Safety program to protect Veolia's employees and subcontractors, the public, and the environment.

"Segregation and disposal of TENORM waste in a safe and reliable manner to an approved landfill is key to Antero's operations," said Al Schopp, SVP and Chief Administrative Officer for Antero Resources. "Veolia's expertise in providing a comprehensive solution for TENORM waste segregation and management has been great value to Antero in achieving its long term sustainability goals."

Once completed, the Clearwater facility will treat and recycle 60,000 barrels of produced water a day.

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About Veolia
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In 2016, the Veolia group supplied 100 million people with drinking water and 61 million people with wastewater service, produced 54 million megawatt hours of energy and converted 30 million metric tons of waste into new materials and energy. Veolia Environment *(listed on Paris Euronext: VIE)* recorded consolidated revenue of €24.39 billion in 2016. www.veolia.com

About Antero Resources
Antero Resources is an independent natural gas and oil company engaged in the acquisition, development and production of unconventional liquids-rich natural gas properties, as well as water logistics located in the Appalachian Basin in West Virginia and Ohio. The Company's website is located at www.anteroresources.com.

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Press Release
Paris, Lille, October 16, 2017

France – Water Business

Veolia wins public contract to operate Ovilléo, the new-generation wastewater treatment Plant for Métropole Européenne de Lille.

Following a call for tenders, Métropole Européenne de Lille (MEL) granted Veolia, through its subsidiary OTV Exploitation, the five-year public contract to operate Ovilléo, Marquette-lez-Lille wastewater treatment plant, (France), for around €40 million. With a treatment capacity of 620,000 population equivalent, Ovilléo is the largest new-generation wastewater treatment plant in Northern France.



Veolia Photo Library – Olivier Guerrin

With its treatment capacity of 620,000 population equivalent, the largest wastewater treatment plant in Northern France accumulates many challenges. In wet weather, for example, its hourly inflow can be as much as the equivalent to 11 Olympic swimming pools.

Ovilléo has two separate treatment lines, one treating wastewater (flow rate of 2.8 m^3/s), and the other storm water (maximum flow rate of 5.3 m^3/s) from MEL's 37 constituent municipalities. The wastewater treatment complies with high standards for parameters such as nitrogen and phosphates, in order to protect the water quality in the river where the treated water is discharged.

The plant is particularly remarkable for its production of biogas stored in gasometers, which covers approximately 94% of the plant's heat energy needs; the remaining 6% is supplied by natural gas. This biogas is used to fire the various boilers and cogeneration engines.

The methane produced is also used in a cogeneration plant which converts the gas into electricity, in a quantity sufficient for the annual consumption of the equivalent of 800 households.

The Marquette-lez-Lille plant's location in a built-up urban area meant particular attention had to be paid to odor treatment: OTV, a Veolia subsidiary and leader of the consortium that built the plant, also added permanent control of emission sources and their treatment. These measures are designed to minimize any odor and noise problems for the neighboring communities.

In order to meet MEL's expectations, Veolia has created a specific team for Ovilléo and a 24/24 information sharing service that operates completely transparently with MEL's municipal services. A comprehensive dashboard for the elected officials, Urban Board, will include, for example, technical information and social network feeds. This is a more systematic smart-city approach guaranteeing performance of urban services.

On a technical level, this team will also be able to call on Veolia Group experts to conduct ambitious action plans aimed at improving performance, especially energy performance.

"Ovilléo is truly a 21st-century plant. We are proud to have been selected by Métropole Européenne de Lille for its operation," says Frédéric Van Heems, Chief Executive Officer of Water for Veolia in France. *"Perfectly integrated into its region, this new-generation plant is an extraordinary concentrate of environmental and technological innovation. Marquette is now ahead of the curve for wastewater treatment."*

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Press Release

Paris (France) – Hamamatsu (Japon), October 30 2017

Municipal Water - Japan

Veolia to take charge of Hamamatsu's sewage water, first ever long-term concession project of this kind in Japan

Following a call for tenders, Veolia, through its subsidiary Veolia Japan, and together with its partners, has been selected by the city of Hamamatsu to manage part of its wastewater and sewage scheme including the operation and maintenance of its main facilities of Seien, Hamana and Akura. This 20-year contract is the first long-term concession contract for municipal sewage management in Japan, the nation's biggest infrastructure asset class. It has been signed today and operations will begin in April 2018.

Hamamatsu is a coastal city located in the western part of the Shizuoka prefecture, between Tokyo and Osaka. The city has a population of roughly 810,000 inhabitants. Hamamatsu is well-known as an industrial city, notably as the cradle for musical instruments and motorbikes. The three biggest musical instrument companies – Yamaha, Kawai, and Roland, as well Japanese automobiles & motorbikes manufacturers Suzuki, Honda and Yamaha are headquartered or have their origin in Hamamatsu.

Veolia will implement fully its best practices and expertise to operate, maintain and renew the wastewater treatment plant and related facilities. Veolia's offer includes a more risk-analysis related approach to the asset management, which will optimize the overall Operations & Maintenance scheme as well as costs. The integration of the IT systems will moreover improve monitoring and remote management of the plant. The contract will enable the city to improve the quality and efficiency of services provided to the public. The wastewater treatment plant is designed to treat up to 200,000 cubic meters per day, the equivalent of over 50 Olympic pools every day.

This contract, the first example of a new contractual scheme between public and private partners promoted by the Japanese Government, is also a "user-pay" project where "water will pay for water", i.e the cost of the sewage service will be covered according to the consumption of drinking water. The city, on behalf of the operator, will invoice and collect sewage tariff from the end-users based on their consumption. The remuneration for Veolia's service will be correlated to the number of end-users, their consumption and the tariff agreed with the city.

With long-standing co-constructed projects in Japan, Veolia has formed a consortium with JFE Engineering Corporation, ORIX Corporation, Suyama Construction and Tokyu Construction for this project. Cumulative revenues for Veolia are estimated at 450 million euros over the contract, for works, operation and maintenance.

Régis Calmels, Asia Zone Director for Veolia, said: «We are very proud that, together with the trust of Japanese local government, our expertise and know-how allows Veolia to be the only foreign private operator to have obtained public service delegations in a country that has recently opened up to public-private partnerships.»

Veolia established its presence in Japan in 2002 and provides Japanese municipalities with tailored solutions to not only to provide them with the services they require, but also to provide innovative solutions using advanced technology, which is the key to ensuing quality services and lower operational costs. Veolia is the only private foreign company to have won public service management contracts in the water and wastewater sector in Japan since 2002. In 2006, Veolia and its local partner have been awarded one of the largest municipal wastewater projects in Japan, for operations and maintenance of Hiroshima's wastewater treatment plant. It is one of the first major international tenders in the history of Japan's wastewater industry.

In addition to water management services, Veolia provides waste management services, including resource recycling and recovery at its facilities Ecos Factory, Green Loop and Nisen, which are located in Tokyo and Nagoya Area. The company also offers energy management services such as biomass power plants and industrial energy services. In 2015, Veolia partnered with Takeei to operate two biomass power generation plants in Tsugaru and Hanamaki, Veolia's first energy projects in Japan.

To know more on Veolia Japan http://www.veolia.jp/en

To discover how wastewater is treated YouTube

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In 2016, the Veolia group supplied 100 million people with drinking water and 61 million people with wastewater service, produced 54 million megawatt hours of energy and converted 30 million metric tons of waste into new materials and energy. Veolia Environnement *(listed on Paris Euronext: VIE)* recorded consolidated revenue of €24.39 billion in 2016. www.veolia.com

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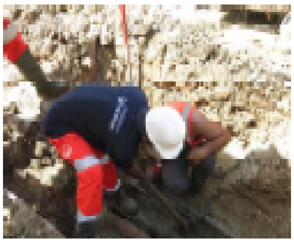
VEOLIA

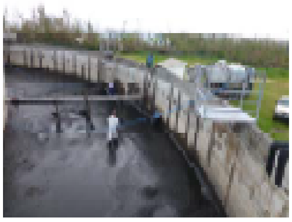
Press Release

Paris, november 2, 2017

Progress update on resumption of water and wastewater services in Saint Martin

One and half months after the passage of Hurricane Irma, drinking water production and distribution has made huge progress on the island of Saint Martin. First, in terms of production, because the desalination plant is now producing more than five million liters a day, the island's entire usual consumption. Then, in terms of distribution, more than 80% of households now have access to continuous water supply. Veolia's teams are still working tirelessly to normalize the situation for the population.





On the island of Saint Martin, drinking water production is now higher than it was prior to the passage of Hurricane Irma. The production plant is pumping out more than five million liters of water a day, which corresponds to the population's entire needs prior to the hurricane. This is an extraordinary achievement despite the facility still being damaged. *"Our teams and our local partners have worked efficiently to repair the facility, and the desalination plant's three osmosis lines are now operating,"* explains Jean-François Nogrette, Chief Executive Officer of Veolia Water Technologies. *"We are adjusting the production rate to reflect the number of leaks repaired by our colleagues. However, there is further work to be done in order to ensure the network is more effectively protected."*

The race to restore drinking water distribution has reached additional milestones, since 81% of households now have 24/24 supply. Work has, however, entered a particularly complicated phase, as the aim is now not only to reconnect those subscribers who are still without water supply, but also to complete all the essential network repairs to stabilize its operation. This phase will involve lengthy work for which a detailed diagnosis has been requested by the local authorities.

For those districts and homes where the service lines are still not connected, the families are supplied from 12 drinking water distribution points installed by the French Red Cross, the Veolia Foundation and the Saint Martin municipal authority.

Finally, with regard to wastewater, the resumption of operation of the Pointe des Canonniers wastewater treatment plant is further good news for helping prevent health risks.

In order to continue and speed up the complete resumption of all aspects of the water service, Veolia has presented an action plan to the municipal authorities and the State. Discussions are now underway about re-establishing a contractual framework for the application of public service delegation contracts and all the work required.

"Our teams are on deck day and night," explains Cyril de Vomécourt, Director of the local Veolia teams. *"Whether employees, Foundation volunteers, subcontractors or partners, the emphasis is on repairing leaks. We are currently managing six per day compared with the average of 1.5 prior to Irma. Providing the population with information is also a key point, as we work with the local authorities, the Prefecture and the Red Cross. Additionally, we are engaged with them in operations in schools to provide training to the staff on how to maintain and repair water facilities in the island's 21 schools. We are also raising the awareness of primary and secondary school students about the conservative use of water. Additionally, we are currently discussing two draft agreements with the municipality, Education Department and the Red Cross on how best to manage and implement such initiatives."*

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VEOLIA

Press release

Paris, November 7, 2017

KEY FIGURES FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2017

(UNAUDITED IFRS FIGURES)

SUSTAINED REVENUE GROWTH AND ACCELERATED RESULTS PROGRESSION

- **REVENUE INCREASED 4.4%[1] (+3.1% LIKE-FOR-LIKE) TO €18,221 MILLION**
  - **IN THE THIRD QUARTER REVENUE INCREASED +4.3%[1]**
    - **GOOD COMMERCIAL MOMENTUM**
    - **WASTE VOLUMES UP BY +3.3%**
- **EBITDA UP 1.7%[1] TO €2,359 MILLION FOR THE NINE MONTHS**
  - **IN THE THIRD QUARTER EBITDA INCREASED +4.8%[1]**
- **€190 MILLION IN COST SAVINGS ACHIEVED DURING THE FIRST NINE MONTHS, IN LINE WITH THE €250 MILLION ANNUAL OBJECTIVE**
- **CURRENT EBIT IMPROVED 2.2%[1] TO €1,049 MILLION FOR THE NINE MONTHS**
  - **THIRD QUARTER CURRENT EBIT IMPROVED +6.9%[1]**
- **CURRENT NET INCOME- GROUP SHARE ALMOST STABLE AT €406 MILLION, UP 4.3%[1] EXCLUDING CAPITAL GAINS**
- **2017 OBJECTIVES FULLY CONFIRMED**

Antoine Frérot, Veolia Environnement's Chairman and CEO commented: "Veolia's 9-month results are satisfying, and support our strategy of growth and efficiency. The solid development of our revenue is confirmed, as announced at the beginning of the year. Good commercial momentum and revitalized attractiveness of our offerings resulted in new contract awards across all our businesses and geographies. For example, we have signed a new

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[1] At constant exchange rates.

At current consolidation scope and exchange rates: revenue up 3.7%, EBITDA up 1.3%, current EBIT up 1.3%, and current net income-group share was down 1.6%, though up 3.3% excluding capital gains.

10-year hazardous waste treatment contract with Antero Resources, an oil and gas producer in the United States, and renewed the contract to operate the Le Mans wastewater treatment plant for a period of 12 years. In addition, the successful framework and execution of our efficiency programs allowed us to achieve cost savings in line with our objectives. All in all, the combination of profitable growth and cost savings translates into an overall acceleration of EBITDA and earnings, in line with our plan. These results allow me to fully confirm our objectives."

- **Group consolidated revenue increased 3.7% (+4.4% at constant exchange rates) from represented €17,569 million for the nine months ended September 30, 2016 to €18,221 million for the nine months ended September 30, 2017.**

  The unfavorable movement in exchange rates negatively impacted revenue growth by 0.7% for the first nine months of 2017 (-€123 million). At constant consolidation scope and exchange rates (i.e. like-for-like), revenue growth for the nine months amounted to 3.1%, as in the first half of 2017.

  At constant exchange rates and excluding the impact of construction and energy prices, nine-month revenue increased 4.9%.

  - In France, revenue was almost stable for the nine months (-0.7%), but grew 1.2% at constant consolidation scope. Water was stable (+0.1%) but showed gradual improvement due to volume growth (+1%) and price indexation which improved to +0.4% in the third quarter after -0.3% in the first and second quarters. The Waste business recorded a decline of 1.6%, but at constant consolidation scope increased 2.9% due to good commercial momentum, volumes up by 2.1% (+3.5% in Q3) and the positive effect of higher recycled material prices.

  - Europe excluding France revenue was up sharply, +6.5% at constant exchange rates for the nine-month period and up 8.1% during the third quarter. All regions recorded sustained growth, with the exception of Italy (-2.8%). Germany increased 4.9% due to good commercial performance in Waste and higher paper prices. UK revenue improved 5.1% given continued strong PFI performance, good commercial momentum and higher recycled material prices. Central and Eastern Europe revenue increased 10.3% due to good volumes in Energy given favorable weather in the first half of 2017 and the contribution of the Prague Left Bank district heating network, as well as good water volumes. In addition, Nordic countries also posted good performance with revenue up 12.2%, while the Iberian Peninsula grew revenue 11.5%.

  - At constant exchange rates, the Rest of the World segment continued to record strong revenue growth for the nine-month period (+10.6%), with Q3 revenue up 9.4%. North America revenue increased 11.6% due to the integration of Chemours' sulfuric acid regeneration business and the benefit from higher energy prices in the municipal business. Industrial services revenue remains down. Revenue in Asia progressed 22%, with in particular, 30.3% growth in China, which continues to benefit from commercial successes. Japan and South Korea also recorded revenue growth. Latin American revenue increased 22.4%, due to good development in Argentina, Brazil and Columbia. Australia revenue recovered, with third quarter revenue up 8.2%.

  - Global Businesses revenue declined by 1.3% at constant exchange rates. Hazardous waste activities continue to grow at a good pace (+4.5%). Veolia Water Technologies construction revenue fell 8.7% during the nine-month period, however YTD bookings increased 10%. The SADE business recorded a good performance in France, but delays in the start-up of international projects resulted in an overall revenue decline (-2.9%).

- **Commercial reinforcement efforts launched a year ago continue to bear fruit.**

  After the good commercial performance recorded during the first half of 2017, including for example the award of several energy services contracts in China to generate more than €860 million in cumulative revenue, and the design, build and operation of the largest waste-to-energy plant in Latin America, in Mexico (cumulative revenue expected of €886 million), the Group has once again signed several significant contracts during the third quarter.

  - In Water in France, Veolia notably was awarded the operations contract for the Valenton wastewater treatment plant for a 12-year period and expected cumulative revenue of €400 million, as well as operations contracts for two wastewater treatment plants in Lille for 5 years and Le Mans for 9 years.
  - In the United States, in the oil and gas sector, Antero Resources awarded Veolia a contract to treat sludge generated from its West Virginia site for a period of up to 10 years and $70 million in cumulative revenue.
  - In recycling, Veolia has established a global industrial plastic recycling platform with a European presence in France, the United Kingdom, Germany, Benelux and Scandinavian countries, as well as an Asian presence in South Korea and Japan.
  - In addition, renewal rates for expiring contracts remained very satisfactory across all the Group's businesses.

- **EBITDA increased 1.3% (+1.7% at constant exchange rates) to €2,359 million for the nine months ended September 30, 2017.**

  - The variation in exchange rates negatively impacted EBITDA by 0.4% (-€10 million).
  - At constant exchange rates, EBITDA growth accelerated during the third quarter with 4.8% growth, after +0.4% growth in the first half of 2017.
  - This improvement was driven by continued solid revenue growth and cost savings which reached €190 million for the first nine months of 2017, in line with the €250 million annual objective. The weight from unfavorable transitory and one-off items amounted to -€103 million during the nine months, including only -€9 million for the third quarter, which made it possible to benefit from operating leverage generated from top line growth. The impact of movements in energy prices and recycled material prices was not significant, (only +€1 million for the nine-month period).

- **Current EBIT rose 1.3% (+2.2% at constant exchange rates) to €1,049 million for the nine months ended September 30, 2017.**

  - The foreign exchange impact on current EBIT amounted to -€9 million.

- At constant exchange rates, current EBIT growth was driven mainly by the increase in EBITDA. Depreciation and amortization, combined with principal payments on operating financial assets, increased 2.4% at constant exchange rates to €1,255 million (scope effect). The contribution from the current net income of joint ventures and associates was €76 million, compared to €82 million for the prior year period due to the impact of divestitures that more than offset strong growth in China (€50 million for the first nine months of 2017 vs. represented €38 million for the first nine months of 2016).

- **Current net income – Group share declined 1.6% (-0.7% at constant exchange rates) to €406 million for the nine months ended September 30, 2017. Excluding capital gains, current net income – Group share increased 3.3% (+4.3% at constant exchange rates) for the same period.**
  - The foreign exchange impact on current net income – Group share amounted to -€4 million.
  - The cost of net financial debt was stable at €314 million.
  - Current net income – Group share included €14 million in financial capital gains, compared with represented €33 million for the first nine months of 2016.
  - The current tax rate was 25%.

- **Net financial debt declined to €8,419 million at September 30, 2017, compared with €8,883 million at September 30, 2016.**

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- **Medium-term outlook*.**

  In view of the performance recorded during the first nine months of 2017, the Group's medium-term outlook is fully confirmed:

  - 2017: a transition year
    - Resumption of revenue growth
    - Stable EBITDA, or moderate EBITDA growth
    - Increased efforts to reduce costs: more than €250 million in cost savings
  - 2018:
    - Continuation of revenue growth

    - Resumption of more sustained EBITDA growth
    - More than €300 million in cost savings
- 2019:
    - Continuation of revenue growth and full impact of cost savings
    - EBITDA between €3.3bn and €3.5bn (excluding IFRIC 12)

**at constant exchange rates*

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Important disclaimer

Veolia Environnement is a corporation listed on the Euronext Paris. This press release contains "forward-looking statements" within the meaning of the provisions of the U.S. Private Securities Litigation Reform Act of 1995. Such forward-looking statements are not guarantees of future performance. Actual results may differ materially from the forward-looking statements as a result of a number of risks and uncertainties, many of which are outside our control, including but not limited to: the risk of suffering reduced profits or losses as a result of intense competition, the risk that changes in energy prices and taxes may reduce Veolia Environnement's profits, the risk that governmental authorities could terminate or modify some of Veolia Environnement's contracts, the risk that acquisitions may not provide the benefits that Veolia Environnement hopes to achieve, the risks related to customary provisions of divesture transactions, the risk that Veolia Environnement's compliance with environmental laws may become more costly in the future, the risk that currency exchange rate fluctuations may negatively affect Veolia Environnement's financial results and the price of its shares, the risk that Veolia Environnement may incur environmental liability in connection with its past, present and future operations, as well as the other risks described in the documents Veolia Environnement has filed with the Autorités des Marchés Financiers (French securities regulator). Veolia Environnement does not undertake, nor does it have, any obligation to provide updates or to revise any forward looking statements. Investors and security holders may obtain from Veolia Environnement a free copy of documents it filed (www.veolia.com) with the Autorités des Marchés Financiers.

This document contains "non-GAAP financial measures". These "non-GAAP financial measures" might be defined differently from similar financial measures made public by other groups and should not replace GAAP financial measures prepared pursuant to IFRS standards.

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QUARTERLY FINANCIAL INFORMATION FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2017

A] PREFACE

Changes in concession standards

Under concession contracts with local authorities, infrastructure is accounted, as appropriate, as an intangible asset, a financial receivable, or a combination of the two. Veolia may have a payment obligation vis-a-vis the grantor for the use of the associated assets.

In July 2016, IFRIC published a verdict regarding these payments and concluded that in the case of fixed payments required by the operator, an asset and a liability should be recorded (intangible model). Veolia identified the contracts concerned and has applied the new IFRIC 12 measures retroactive to January 1, 2015. The most significant contracts concerned are our water concessions in the Czech Republic and Slovakia.
September 30, 2016 figures have been represented for the application of IFRIC 12. The impacts are presented in the appendix to this press release.

Figures as of September 30, 2017 discussed in this press release include the impact of adjustments resulting from the application of IFRIC 12. Reflecting these adjustments, EBITDA was increased in the amount of €160.9 million, Current EBIT in the amount of €70.9 million and Current net income, Group share in the amount of €3.6 million.

Lithuania

As of September 30, 2017, the ongoing withdrawal from Lithuania, motivated by the end of a major contract and the sales process for other activities, led the Group to transfer its Lithuanian activities to discontinued operations in accordance with IFRS 5.

B] KEY FIGURES

(in € million) (4)	9 months ended September 30, 2016 published	IFRIC 12 and IFRS 5 (3) adjustments	**9 months ended September 30, 2016 represented**	**9 months ended September 30, 2017 including IFRIC 12**	Δ	Δ at constant exchange rates
Revenue	17,708	(139)	17,569	18,221	+3.7%	+4.4%
EBITDA	2,206	123	2,329	2,359	+1.3%	+1.7%
EBITDA margin	*12.5%*		*13.3%*	*12.9%*		
Current EBIT (1)	979	56	1,035	1,049	+1.3%	+2.2%
Current net income - Group share	421	(9)	412	406	-1.6%	-0.7%
Current net income – Group share, excluding capital gains and losses on financial divestitures net of tax and minority interests	388	(9)	379	392	+3.3%	+4.3%
Industrial investments	902	84	986	982		
Net free cash flow (2)	3	(28)	(25)	(63)		
Net Financial Debt	8,883	-	8,883	8,419		

(1) Including the share of current net income of joint ventures viewed as core Company activities and associates.

(2) Net free cash flow corresponds to free cash flow from continuing operations, and is equal to the sum of EBITDA, dividends received, changes in operating working capital and operating cash flow from financing activities, less interest expense, net industrial investments, taxes paid, renewal expenses, restructuring costs and other non-current expenses.

(3) Adjustments as of September 30, 2016 concern the application of IFRIC 12 and the transfer of activities in Lithuania to discontinued operations pursuant to IFRS 5 (see Appendix).

(4) The indicators are defined in Section 3.8.3 of the 2016 Registration Document.

The main foreign exchange impacts were as follows:

***Foreign exchange impacts** as of September 30, 2017 (vs September 30, 2016 represented)*	*%*	*€M*
Revenue	*-0.7%*	*-122.7*
EBITDA	*-0.4%*	*-9.5*
Current EBIT	*-0.9%*	*-8.9*
Current net income excluding capital gains and losses	*-0.9%*	*-3.5*
Net financial debt (vs. September 2016 represented)	*-1.6%*	*-146*
Net financial debt (vs. December 2016)	*-2.8%*	*-221*

C] INCOME STATEMENT

1. GROUP CONSOLIDATED REVENUE

Group consolidated revenue for the nine months ended September 30, 2017 was €18,221 million, compared with represented €17,568.8 million for the same period in 2016, up +4.4% at constant exchange rates. Excluding Construction revenue[2] and energy price effects, revenue increased +4.9% at constant exchange rates.

As in the first two quarters, revenue growth was marked by favorable momentum across mainly Europe excluding France and Rest of the world in the third quarter of 2017:

Δ at constant exchange rates	Q1 2017	Q2 2017	**Q3 2017**
France	-1.5%	-0.4%	-0.3%
Europe excluding France	+7.2%	+4.4%	+8.1%
Rest of the world	+11.8%	+10.8%	+9.4%
Global Businesses	-3.2%	+1.7%	-2.7%
Group	**+4.5%**	**+4.4%**	**+4.3%**
Total Group excluding the impact of Construction activities and energy prices	**+5.9%**	**+4.1%**	**+4.7%**

By segment, the change in revenue compared with represented figures for the nine months ended September 30, 2016 breaks down as follows:

(in € million)	9 months ended September 30, 2016 represented	**9 months ended September 30, 2017**	*2016 / 2017 change* Δ	*Δ at constant exchange rates*	*Δ at constant scope and exchange rates*
France	4,065.5	4,036.8	-0.7%	-0.7%	+1.2%
Europe, excluding France	5,830.9	6,103.8	+4.7%	+6.5%	+4.8%
Rest of the World	4,346.8	4,815.6	+10.8%	+10.6%	+5.2%
Global Businesses	3,304.5	3,240.0	-2.0 %	-1.3%	-0.4%
Other	21.1	24.8	+17.9%	+17.8%	+17.8%
Group	**17,568.8**	**18,221.0**	**+3.7%**	**+4.4%**	**+3.1%**

- **Revenue increased +1.2% at constant scope in France**: Water revenue increased +0.1%, while Waste revenue grew 2.9% at constant scope.

[2] *Construction activities encompass the activities of Veolia Water Technologies, SADE and Sede.*

- Water revenue was €2,198.7 million, impacted by higher volumes (+1%) and stable commercial activity, slightly offset by a reduction in tariff indexation (-0.2%);
- Waste revenue declined -1.6% compared to the represented figures for the nine months ended September 30, 2016, but grew 2.9% at constant scope (adjusted for the impact of the sale of Bartin Recycling on November 30, 2016) to €1,838.1 million. Continued good commercial momentum with significant contract wins was accompanied by increased volumes and higher recyclate prices.

- **Europe excluding France** (excluding Lithuania which is classified in discontinued operations) grew +6.5% at constant exchange rates compared to the represented prior-year period, with solid momentum in all key countries:
  - In the United Kingdom, revenue increased +5.1% at constant exchange rates to €1,497.7 million, thanks to good waste performance driven by the contribution of integrated contracts, the favorable impact of recyclate prices (paper and ferrous and non-ferrous scrap metals) and contract wins (St Albans, Southend on Sea, Army 2020);
  - In Central and Eastern Europe, revenue increased +10.3% at constant exchange rates compared to the represented nine months ended September 30, 2016 to €2,050.2 million, boosted by:
    - In Energy, a favorable weather impact (+€35 million), an increase in heating and electricity volumes sold in Poland and the contribution of the Prague heating network;
    - In Water, increased volumes and new extended Armenia contract;
  - In Northern Europe, revenue increased +4.6% at constant exchange rates compared to the represented prior year period to €1,764.4 million. Germany, the main contributor (€1,298.6 million) benefited from higher paper prices, a positive price impact on industrial waste collection activities and new contract wins in the Waste sector. In addition, acquisitions, mainly in Sweden in the Waste sector, further contributed to the improvement in revenue.
- Strong revenue growth (+10.6% at constant exchange rates compared to the represented nine months ended September 30, 2016) in the **Rest of the world** segment, with strong growth reported across most regions:
  - Revenue rose +11.6% at constant exchange rates to €1,520.8 million in North America, benefiting from the integration of Chemours' Sulfur Products division assets (+€106.9 million) and the acquisition of a building energy services company (Enovity: +€26.4 million) in January 2017. Additionally, robust Municipal and Commercial activities were boosted by higher electricity and gas prices and volumes, offset by a contraction in industrial services;
  - Revenue growth was robust in Latin America (+22.4% at constant exchange rates) thanks to tariff increases in Argentina, the positive impact of the acquisition of the Pedreira landfill site in Brazil in May 2016 and the start-up of the Santa Marta contract (drinking water distribution) in Colombia in April 2017;
  - Asia reported significant revenue growth of +22% at constant exchange rates. In China, strong revenue growth (+30.3%) was due to new contracts (Sinopec, Hongda, Heijian Biomass and Hangzhou WEE) in the Industrial Water and industrial services sectors, and growth in volumes sold in the Municipal Energy and Waste sectors. Revenue growth in Japan was also driven by the development of Municipal Water activities and the

contribution of plastic recycling activities purchased in August 2016. In Korea, the acquisition of Uniken in Industrial Waste had a favorable impact on revenue;

    - Revenue increased in the Pacific zone (+2.9% at constant exchange rates for the nine months ended September 30, 2017). In the Waste business, increased volumes following the opening of new processing sites (Banksmeadow and MBT Woodlawn) were partially offset by a decrease in industrial services (loss of Rio Tinto contract);
    - In Africa and the Middle East, revenue declined by -1.9% at constant exchange rates.

- **Global Businesses:** -1.3% decline in revenue at constant exchange rates compared to the represented nine months ended September 30, 2016:
    - Solid growth in Hazardous Waste activities (+4.5% at constant exchange rates), mainly due to an improvement in the oil recycling business;
    - Design & Build activities remain down by -8.7% at constant exchange rates, in line with the Veolia Water Technologies business restructuring, although bookings improved (+10%). Growth in SADE activities in France, however, partially offset international delays.

The increase in revenue between the nine months ended 2016 and 2017 breaks down by main impact as follows:

- The **foreign exchange impact** on revenue was -€122.7 million (-0.7% of revenue) and mainly reflects fluctuations in the UK pound sterling (-€139.9 million), the Argentine peso (-€15.2 million), the Chinese renminbi (-€12.8 million), the Australian dollar (+€26.1 million), the Czech crown (+€13.5 million) and the Brazilian real (+€13.1 million).
- The **consolidation scope impact** (+€225.2 million) mainly concerns developments in 2016 and 2017: in 2016, the integration of Chemours' Sulfur Products division assets in the United States (+€106.9 million), Prague Left Bank, renamed Veolia Energie Praha, in the Czech Republic (+€20.5 million) and the Pedreira landfill site in Brazil (+€16.5 million), as well as the sale of Bartin Recycling in the Waste business in France (-€104.9 million); in 2017, the acquisition of Enovity in the United States (+€26.4 million), Uniken in South Korea (+€18.0 million), the takeover of Ta-ho in Taiwan (+€28.7 million) and Corvara and Hans Andersson in Sweden (+€19.2 million), which offset the sale of the FM AB business in Sweden (-€8.1 million). At constant scope and exchange rates, revenue grew +3.1%.
- **Construction** revenue contracted by -€67 million (-€8 million in Q3 2017, compared with +€15 million in Q2 2017 and -€74 million in Q1 2017) following a decrease in Construction activity under concession agreements, slightly offset by the recovery of SADE activities in France.
- **Energy and recyclate prices** had an impact of €72 million (versus -€119 million for the nine months ended September 30, 2016).
- Commercial momentum improved significantly (**Commerce/Volumes** impact) contributing +€423 million (compared with +€110 million for the nine months ended September 30, 2016):
    - A volume effect of +€207 million in line with higher volumes sold in Central Europe (particularly electricity and heating sales), good waste volumes in France, the United Kingdom and Germany, and further growth in energy volumes in China;

- A commercial effect of +€186 million, encompassing the development of new industrial assets in Europe and Asia (Sinopec contract: €63 million);
- A weather impact of +€30 million: highly favorable impact in Central Europe (+€35 million) partially offset by North America (-€6 million).

Favorable **price effects** (+€119 million) are tied to positive tariff indexation in Germany in Waste, in Central Europe in Water and the significant impact of higher prices in Argentina.

By business, the increase in revenue for the nine months ended September 30, 2017 compared to the represented period for the prior year breaks down as follows:

(in € million)	9 months ended September 30, 2016 represented	**9 months ended September 30, 2017**	Δ	*Δ at constant exchange rates*	*Δ at constant FX and excluding construction & energy prices*	*Δ at constant scope and exchange rates*
Water	8,036.2	8,058.9	+0.3%	+0.6%	+1.8%	+0.8%
Waste	6,316.4	6,641.6	+5.1%	+6.7%	+6.8%	+4.2%
Energy	3,216.2	3,520.5	+9.5%	+9.4%	+8.9%	+6.9%
Group	**17,568.8**	**18,221.0**	**+3.7%**	**+4.4%**	**+4.9%**	**+3.1%**

WATER

Water revenue increased slightly by +0.6% at constant exchange rates and 1.8% at constant exchange rates excluding Construction revenue and energy price effects, compared with represented figures for the nine months ended September 30, 2016. This improvement can be explained as follows:

- Higher volumes in France, Central Europe (notably the new extended Armenia contract) , Asia (Sinopec contract), and a positive commercial impact lead to an overall increase of +1.9%;
- Tariff increases in Central Europe and Latin America;
- A slight decrease in Construction revenue (-0.9%) following a slowdown in activity.

WASTE

Waste revenue rose +6.7% at constant exchange rates compared with represented figures for the nine months ended September 30, 2016 (+4.2% at constant scope and exchange rates), due to:

- A scope impact of +2.6%, mostly related to the acquisition of the Chemours' Sulfur Products division assets in the United States (+€106.9 million), the acquisition of Pedreira in Brazil (+€16.5 million) and external growth transactions in Asia, partially offset by the sale of Bartin (-€105 million);
- Commercial and volume effects of +1.5%: slowdown in Waste volumes in the United States (Industrial services still weak) offset by numerous contract wins, particularly in France, the UK and Germany;
- A positive price effect of +1.0%;
- The favorable impact of higher recyclate prices (+1.5%) and particularly paper.

ENERGY

Energy revenue rose +9.4% at constant exchange rates compared with represented figures for the nine months ended September 30, 2016 (+6.9% at constant consolidation scope and exchange rates). This improvement can be explained as follows:

- The positive volume and commerce effect of +5%, due to higher volumes of energy sold in Central Europe, China and the United States and new energy efficiency contracts in Asia and Europe;
- A favorable weather impact of €30 million (+0.9%) mostly in Poland and the Czech Republic;
- A slightly positive price effect of +0.4%: lower heat and electricity prices in Europe were mostly offset by higher prices in the United States;
- A scope impact of +2.5%, related to the acquisition of Prague Left Bank and Gesten in 2016 and an energy efficiency business in the United States (Enovity) in 2017.

2. EBITDA

Group consolidated EBITDA for the nine months ended September 30, 2017 was €2,358.7 million, up 1.7% at constant exchange rates compared to the represented prior year period. The EBITDA margin decreased from represented 13.3% for the nine months ended September 30, 2016 to 12.9% for the nine months ended September 30, 2017.

Changes in EBITDA by segment were as follows:

- **In France**, EBITDA improved:
  - In the Water business, EBITDA improved significantly in the nine months ended September 30, 2017, thanks to significant cost savings and higher volumes (+1%), partially offset by squeezed margins due to negative tariff indexation and contractual renegotiations;
  - In the Waste business, EBITDA also increased, benefiting from cost savings and the impact of commercial developments.
- EBITDA stabilized in **Europe excluding France** (excluding Lithuania) as a result of several impacts:
  - In Central and Eastern Europe, EBITDA improved mainly thanks to a favorable weather impact in Energy and good volumes in Water;
  - In the United Kingdom, good operating performance was partially offset by plant outages and one-off dismantling costs;
  - Lower EBITDA in Northern Europe, mainly due to favorable non-recurring items in the first-half of 2016 (litigation payment and insurance claim reimbursement).
- EBITDA grew in the **Rest of the World**:
  - Increased EBITDA in the United States was mainly due to changes in consolidation scope, with the successful integration of Chemours' Sulfur Products division assets and progression in Energy, with the acquisition of Enovity, partially offset by the sale of West Coast energy assets. The decline in industrial services was partial offset by the restructuring measures previously implemented;

- EBITDA growth in Latin America was mainly due to price increases in Argentina and the impact of acquisitions in Brazil and a new contract in Colombia;
- Sustained EBITDA growth in China across all businesses: Municipal and Industrial Energy, Industrial Water (Sinopec) and Waste (landfill volumes and growth in hazardous waste).

- In the **Global Businesses** segment, the benefits of restructuring at Veolia Water Technologies and the good performance of Hazardous waste activities were offset by the non-recurrence of 2016 favorable impacts (favorable outcome of a contract termination). Veolia Water Technologies is pursuing its transformation plan with the standardization of its offerings, purchasing savings and a decrease in selling and administrative costs.

The increase in EBITDA between the nine months ended 2016 and 2017 breaks down by impact as follows:

- The **foreign exchange impact** on EBITDA was -€9.5 million and mainly reflects the depreciation of the UK pound sterling (-€18.1 million) and the Chinese renminbi (-€3.3 million), partially offset by the appreciation of the Czech crown (+€4.6 million), the Polish zloty (+€3.2 million), the Brazilian real (+€2.7 million), and the Australian dollar (+€2.2 million).
- The **consolidation scope impact** (+€52.6 million) mainly concerns developments in 2016: the integration of Chemours' Sulfur Products division assets in the United States, Prague Left Bank in the Czech Republic, and the Pedreira landfill site in Brazil.
- **Commerce and volume** impacts totaled +€33 million thanks to strong commercial momentum (notably in Asia), good water volumes in Europe, higher waste volumes and favorable weather conditions over the first nine months. These favorable items were partially offset by the impact (albeit weaker) of contract negotiations in France Water, contract losses in Italy and a downturn in industrial service activities in North America and the Pacific.
- **Energy and recyclate prices** positively impacted EBITDA (+€1 million): heating and electricity prices changed in line with the purchase price of fuel used to produce heat and electricity (decrease in Central Europe and increase in the U.S.). The positive impact of higher recyclate prices in the United Kingdom was offset by increased fuel costs in Waste in France.
- The -€104 million **price squeeze** includes in particular the negative impact of the start-up of new activities.
- **Cost savings plans** contributed €190 million, consistent with the annual objective of €250 million. They mainly cover operational efficiency (46%) and purchasing (31%), and were achieved across all geographic zones: France (32%), Europe excluding France (26%), Rest of the World (25%), Global Businesses (15%) and Corporate (2%).
- **Transitory costs and one-off items** mainly concern the absence of the favorable impact of one-off items recorded in the first nine months of 2016 (litigation payment in Belgium, insurance claim reimbursement received in Germany, favorable contract termination at Veolia Water Technologies) and additional insurance and maintenance costs (particularly in the United Kingdom) incurred in the first half of 2017.

3. CURRENT EBIT

Group consolidated Current EBIT for the nine months ended September 30, 2017 was €1,049.2 million, up +2.2% at constant exchange rates compared to the represented figures for the prior-year period.

The reconciling items between EBITDA and Current EBIT for the nine months ended September 30, 2017 and 2016 are as follows:

(in € million)	9 months ended September 30, 2016 represented	**9 months ended September 30, 2017**
EBITDA	**2,329.0**	**2,358.7**
Renewal expenses	(202.5)	(206.7)
Depreciation and amortization (*)	(1,231.1)	(1,255.5)
Provisions, fair value adjustments & other:	58.3	76.9
• *Current impairment of property, plant and equipment, intangible assets and operating financial assets*	*1.9*	*10.5*
• *Net charges to operating provisions, fair value adjustments and other*	*36.3*	*57.2*
• *Capital gains or losses on industrial divestitures*	*20.1*	*9.2*
Share of current net income of joint ventures and associates	81.6	75.8
Current EBIT	**1,035.3**	**1,049.2**

(*) Including principal payments on operating financial assets (OFA) of -€120.1 million for the nine months ended September 30, 2017 (compared with -€140.4 million for the nine months ended September 30, 2016.)

The increase in Current EBIT at constant exchange rates reflects:

- EBITDA growth at constant exchange rates;
- the increase in depreciation and amortization charges at constant exchange rates, in line with consolidation scope impacts, primarily in the United States following the acquisition of Chemours' assets in July 2016, as well as in Brazil;
- the favorable change in net operating provision reversals, in particular captive insurance provisions (+€12 million);
- a decline in capital gains or losses on industrial divestitures in the nine months ended September 30, 2017;
- Share of current net income of joint ventures and associates was +€75.8 million versus +€81.6 million in 2016; improved performance of Chinese concessions were offset by sales of assets in United Kingdom.

The foreign exchange impact on Current EBIT was -€8.9 million and mainly reflects fluctuations in the pound sterling (-€10.5 million), Brazilian real (+€1.6 million), Czech crown (+€2.3 million), Chinese renminbi (-€3.1 million), and Australian dollar (+€1.2 million).

4. CURRENT NET INCOME

Current net income attributable to owners of the Company was €406 million for the nine months ended September 30, 2017, compared with represented €412 million for the nine months ended September 30, 2016. Excluding capital gains and losses on financial divestitures net of tax and minority interests, current net income attributable to owners of the Company rose 4.3% at constant exchange rates to €392 million from represented €379 million for the nine months ended September 30, 2016.

D] FINANCING

Net free cash flow was -€63 million for the nine months ended September 30, 2017, versus represented -€25 million for the nine months ended September 30, 2016.
The change in net free cash flow compared with the represented nine months ended September 30, 2016 mainly reflects the increase in restructuring and other costs (-€40 million).

Net FCF excluding WCR seasonality for the nine months ended September 30, 2017 amounted to €619 million.

Overall, **net financial debt** amounted to €8,419 million at September 30, 2017, compared with represented €7,812 million at December 31, 2016.

In addition to the change in net free cash flow (including the change in operating WCR), net financial debt was impacted by net financial investments of -€248 million, as well as favorable exchange rate fluctuations totaling €221 million in the first nine months of the year and dividends paid.

APPENDIX

Reconciliation of 2016 published data for the nine months ended September 30, 2016 with represented data[1]

(In €m)	Sept 30, 2016 published	IFRIC 12 Adjustment (2)	IFRS 5 Adjustment (5)	Sept 30, 2016 represented
Revenue	17,707.6	0.0	-138.8	17,568.8
EBITDA (a)	2,206.4	151.4	-28.8	2,329.0
Current EBIT (3)	978.8	69.6	-13.1	1,035.3
Operating income	828.4	69.6	-13.1	884.9
Current net income – Group share	421.4	0.5	-9.5	412.4
Gross industrial investments (b)	-902	-84	0	-986
Of which change in concession WCR	0	-80	0	-80
Interest on operating assets - IFRIC 12 (c)	0.0	-67.3	0.0	-67.3
Net free cash flow (4)	3	0	-28	-25
Net financial debt	-8,883	0	0	-8,883

(1) Unaudited figures
(2) See below
(3) Including the represented share of current net income of joint ventures and associates for the nine months ended September 30, 2016.
(4) The IFRIC 12 adjustment has no impact on net Free Cash Flow (a)+(b)+(c)=0)
(5) In order to ensure the comparability of periods, the accounts for the nine months ended September 30, 2016 have been adjusted for the reclassification of the Group's activities in Lithuania to "Net income (loss) from discontinued operations" pursuant to IFRS 5

IFRIC 12

In the income statement, the adjustments resulting from this clarification drive an increase in EBITDA and Current EBIT. In effect, the concession fee formerly accounted for as a charge is eliminated and then reallocated between interest expense and repayment of the recognized debt. At the same time, a depreciation charge for the asset is recognized and then deferred taxes are adjusted accordingly.

On the balance sheet, the liability related to the fixed payments is classified within concession liabilities and broken down between current and non-current liabilities according to maturity. The liability balance relating to the adjustments is greater than the corresponding net asset value: in effect, the asset depreciation rate is linear, while the reimbursement rate is progressive ("constant annuity formula," with reduction in the interest portion in favor of the principal repayment).

The increase in EBITDA resulting from the application of the clarification is offset by the liability repayment (classified in CAPEX) and interest payments. As a result, these adjustments have no impact on net free cash flow or net financial debt.

Press release
Paris, November 14, 2017

A consortium led by Veolia wins contract to extend and bring up to standard Bonneuil-en-France water treatment plant

Veolia, through its subsidiary OTV, was selected by the Le Croult and Le Petit Rosne valleys intermunicipal association for water management (SIAH), Paris region (France), for the contract to extend and bring up to standard the Bonneuil-en-France wastewater treatment plant. The 10-year contract, worth a total €199.4 million, excluding taxes, of which €112 million for OTV, will in particular increase the plant's treatment capacity from 350,000 to 500,000 Population Equivalent (PE).

Photo Credit © OTV

Renewed success for Veolia in municipal wastewater treatment: after SIAAP, Le Mans Métropole and the Métropole Européenne de Lille, the SIAH, a grouping of 33 municipalities and an urban area located in the eastern side of Val d'Oise in the Paris region, has decided to contract a consortium*, led by OTV, for the Design, Build, Operation and Maintenance of the extension and modernization of its Bonneuil-en-France wastewater treatment plant.

SIAH is a significant municipal grouping which, given the regional reforms being introduced in France, will see its responsibilities increased, in particular with regard to managing wastewater networks, GEMAPI (management of aquatic environments and flood prevention), and management of all wastewater not connected to a municipal network. A considerable number of projects are currently underway across its region, which has meant that the authority must adapt and increase the capacity of its wastewater treatment plant.

This project, called MEO – "Morée Énergie Eau" (Moree Water Energy) – is an innovative and exemplary industrial ecological project that will serve the SIAH and its region. The contract includes 10 years' operation to provide the authority with support for the technical management of its new facility.

Tapping into the consortium members' broad range of experience and expertise, the MEO project will focus on the performance, sustainability, and environmental and architectural quality standards set by the SIAH, all within a schedule guaranteeing service continuity.

The MEO project will benefit from the latest technological advances made by Veolia, in particular in biological wastewater treatment by using the HYBAS™ process, which combines AnoxKaldnes™ biofilm technology and activated sludge in the same tank. Compact and robust, the HYBAS™ process achieves excellent treatment performance while keeping construction and operation costs to a minimum.

Sludge treatment by thermal hydrolysis and digestion increases the volume of biogas generated while reducing the quantity of sludge then recovered by composting: that is, material and energy recovery are central aspects of this operation.

The biomethane produced will be injected into the French national grid (GRDF). Also, the ENERGIDO® process developed by Veolia will be used to recover heat from the wastewater treated, to heat all the offices and technical buildings.

Work is slated to begin in the first half of 2019, with the new Bonneuil-en-France wastewater treatment plant entering service by mid-2022.

(*) *The consortium members are OTV (lead), OTV/SOURCES treatment specialists, **DEMATHIEU BARD/EIFFAGE TP** for civil engineering works, and **LELLI** Architectes for all architectural services.*

***

Veolia group is the global leader in optimized resource management. With over 163,000 employees worldwide, the Group designs and provides water, waste and energy management solutions that contribute to the sustainable development of communities and industries. Through its three complementary business activities, Veolia helps to develop access to resources, preserve available resources, and to replenish them. In 2016, the Veolia group supplied 100 million people with drinking water and 61 million people with wastewater service, produced 54 million megawatt hours of energy and converted 30 million metric tons of waste into new materials and energy. Veolia Environnement (listed on Paris Euronext: VIE) recorded consolidated revenue of €24.39 billion in 2016. www.veolia.com

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PERSONS RESPONSIBLE FOR THE SUPPLEMENT

The Issuer, having taken all reasonable measures to ensure that such is the case, confirms that the information contained in this Second Supplement is, to the best of its knowledge, in accordance with the facts and that it contains no omission which could affect its import.

Veolia Environnement
21 rue La Boétie
75008 Paris
duly represented by Antoine Frérot, Chairman and CEO
on 15 November 2017