SNC • LAVALIN

Management's Discussion and Analysis

Second Quarter and First Six Months of 2009 versus Second Quarter and First Six Months of 2008

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August 7th, 2009

All financial information in Canadian dollars, unless otherwise indicated

1 – HIGHLIGHTS OF THE FIRST SIX MONTHS OF 2009

INCREASE IN NET INCOME

- Net income was $80.0 million ($0.53 per share on a diluted basis) for the second quarter of 2009, compared to $75.4 million ($0.49 per share on a diluted basis) for the second quarter of 2008. For the first six months of 2009, net income was $157.5 million ($1.04 per share on a diluted basis), compared to $146.3 million ($0.96 per share on a diluted basis) for the corresponding period of 2008, mainly due to higher operating income in the Infrastructure and Environment, and Power segments, partially offset by the Chemicals and Petroleum segment which recorded a loss in the first six months of 2009.

LOWER REVENUES

- Revenues in the second quarter of 2009 were $1.5 billion, compared to $1.7 billion in the corresponding period of 2008. Revenues were $3.1 billion in the first six months of 2009, compared to $3.5 billion in the same period of 2008, mainly reflecting an expected decrease in Packages activities, partially offset by increased Services, and Operations and Maintenance activities.

STRONG FINANCIAL POSITION

- The Company's financial position remained strong with cash and cash equivalents of $635.6 million as at June 30, 2009, compared to $872.3 million as at March 31, 2009 and to $988.2 million as at December 31, 2008. The variance compared to December 31, 2008 is mainly due to working capital requirements on certain major Packages projects, the acquisition of property and equipment by Infrastructure Concession Investments and payments related to Infrastructure Concession Investments.

BACKLOG REMAINS SOLID

- The Company's total backlog for the four revenue categories totalled $9.9 billion at the end of June 2009, compared to $9.0 billion at the end of March 2009, and to $9.6 billion at the end of December 2008.
- As at June 30, 2009, the Company's backlog by revenue category was comprised of Services of $1.6 billion, Packages of $3.8 billion, Operations and Maintenance of $2.0 billion, and Infrastructure Concession Investments of $2.5 billion, while as at December 31, 2008, the Company's backlog consisted of Services of $1.6 billion, Packages of $3.5 billion, Operations and Maintenance of $2.2 billion, and Infrastructure Concession Investments of $2.3 billion.

SUBSTANTIAL RETURN ON AVERAGE SHAREHOLDERS' EQUITY ("ROASE")

- ROASE was 27.3% for the 12-month period ended June 30, 2009, significantly higher than the Company's performance objective of 600 basis points above the long-term Canada Bond Yield (totalling 9.9% for the period).

ISSUANCE OF RECOURSE LONG-TERM DEBT

- On July 3, 2009, the Company issued $350 million of 10-year unsecured debentures maturing in July 2019, bearing interest at a rate of 6.19% per year. The Company expects to use the net proceeds from this issuance to fully repay its $105 million principal amount 7.70% unsecured debentures due in September 2010, to fund potential investments in Infrastructure Concession Investments opportunities and potential selective business acquisitions, and for general corporate purposes.

Management's Discussion and Analysis is designed to provide the reader with a greater understanding of the Company's business, the Company's business strategy and performance, the Company's expectations of the future, and how the Company manages risk and capital resources. It is intended to enhance the understanding of the unaudited interim consolidated financial statements and accompanying notes, and should therefore be read in conjunction with these documents and with the Annual Report for the year ended December 31, 2008. Reference in this Management's Discussion and Analysis to the "Company" or to "SNC-Lavalin" means, as the context may require, SNC-Lavalin Group Inc. and all or some of its subsidiaries or joint ventures, or SNC-Lavalin Group Inc. or one or more of its subsidiaries or joint ventures.

2 – CAUTION REGARDING FORWARD-LOOKING STATEMENTS

Statements made in this Management's Discussion and Analysis that describe the Company's or management's budgets, estimates, expectations, forecasts, objectives, predictions or projections of the future may be "forward-looking statements", which can be identified by the use of the conditional or forward-looking terminology such as "anticipates", "believes", "estimates", "expects", "may", "plans", "projects", "should", "will", or the negative thereof or other variations thereon. The Company cautions that, by their nature, forward-looking statements involve risks and uncertainties, and that its actual actions and/or results could differ materially from those expressed or implied in such forward-looking statements, or could affect the extent to which a particular projection materializes. For more information on risks and uncertainties, and assumptions that would cause the Company's actual results to differ from current expectations, please refer to the section "Risks and Uncertainties" and the section "How We Budget and Forecast Our Results and Basis for Providing Financial Guidance", respectively, in the Company's 2008 Annual Report under "Management's Discussion and Analysis". Unless otherwise mentioned, the forward-looking statements in this document reflect the Company's expectations as of the date of this report and are subject to change after this date.

3 – OUR BUSINESS

The Company provides engineering, project and construction management, construction, and operations and maintenance expertise through its network of offices located across Canada and in over 35 other countries, and is currently working in some 100 countries.

SNC-Lavalin also makes selective investments in infrastructure concessions that are complementary to its other activities, for which its technical, engineering, project and construction management, construction, and operations and maintenance expertise, along with its experience in arranging project financing, represent a distinct advantage.

3.1 – HOW WE ANALYZE AND REPORT OUR RESULTS

SNC-Lavalin reports its results, based on the analysis of its contracts, both **by category of activity** and **by segment**. The Company's revenues are derived from four categories of activity: **Services, Packages, Operations and Maintenance,** and **Infrastructure Concession Investments**. The Services and Packages categories relate to engineering and construction operations and are presented in the way management performance is assessed by regrouping its projects within the industries they are executed for, and are as follows: **Infrastructure and Environment, Power, Mining and Metallurgy, Chemicals and Petroleum,** and **Other Industries**. The **Operations and Maintenance,** and **Infrastructure Concession Investments** segments correspond to the categories of activity of the same name.

3.2 – NON-GAAP FINANCIAL MEASURES

The Company analyzes its performance and financial position primarily based on measures prepared in accordance with Canadian Generally Accepted Accounting Principles ("GAAP"). The Company also supplements its analyses using certain measures that do not have any standardized meaning as prescribed by Canadian GAAP, and are therefore unlikely to be comparable to similar measures presented by other issuers. Management believes that these indicators nevertheless provide useful information because they allow for the evaluation of the performance of the Company and its components based on various aspects, such as past, current and expected profitability and financial position. These non-GAAP financial measures include the Company's revenues backlog, net cash position, freehold cash and return on average shareholders' equity ("ROASE"). Definitions of all non-GAAP financial measures are provided throughout this document, as necessary, to give the reader a better understanding of the indicators used by management, and when applicable, the Company provides a clear quantitative reconciliation from the non-GAAP financial measures to the most directly comparable measure calculated in accordance with GAAP. As such, the Company's net cash position is reconciled to GAAP measures in section 8.1.1 of this report.

4 – OVERALL FINANCIAL PERFORMANCE

(IN MILLIONS OF CANADIAN DOLLARS, UNLESS OTHERWISE INDICATED)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Net income	**$ 80.0**	$ 75.4	**$ 157.5**	$ 146.3
Earnings per share ($)				
Basic	**$ 0.53**	$ 0.50	**$ 1.04**	$ 0.97
Diluted	**$ 0.53**	$ 0.49	**$ 1.04**	$ 0.96
Dividend declared per share ($)	**$ 0.15**	$ 0.12	**$ 0.30**	$ 0.24

4.1 – NET INCOME

Net income was $80.0 million ($0.53 per share on a diluted basis) for the second quarter of 2009, compared to $75.4 million ($0.49 per share on a diluted basis) for the second quarter of 2008. **For the first six months of 2009, net income increased by 7.7% to $157.5 million ($1.04 per share on a diluted basis),** compared to $146.3 million ($0.96 per share on a diluted basis) for the same period of 2008, mainly due to higher operating income in the Infrastructure and Environment, and Power segments, partially offset by the Chemicals and Petroleum segment which recorded a loss in the first six months of 2009.

SNC-Lavalin maintains its outlook for expected growth in profitability in 2009, in line with its long-term financial objective of annual growth in net income between 7% and 12%.

5 – BREAKDOWN OF INCOME STATEMENT

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues by activity:				
Services	**$ 568.8**	$ 567.2	**$ 1,128.6**	$ 1,044.7
Packages	**575.5**	795.9	**1,142.3**	1,659.6
Operations and Maintenance	**241.3**	250.3	**650.7**	605.8
Infrastructure Concession Investments	**84.8**	89.1	**174.5**	167.5
	$ 1,470.4	$ 1,702.5	**$ 3,096.1**	$ 3,477.6
Gross margin	**$ 260.8**	$ 245.9	**$ 528.6**	$ 486.5
Selling, general and administrative expenses	**131.7**	117.7	**268.6**	237.9
Interest and capital taxes	**22.3**	26.9	**49.0**	52.1
Income before income taxes and non-controlling interest	**106.8**	101.3	**211.0**	196.5
Income taxes	**24.7**	24.4	**49.5**	47.3
Non-controlling interest	**2.1**	1.5	**4.0**	2.9
Net income	**$ 80.0**	$ 75.4	**$ 157.5**	$ 146.3

5.1 – REVENUE ANALYSIS

Revenues for the second quarter of 2009 were $1,470.4 million, compared to $1,702.5 million in the second quarter of 2008. **Year-to-date revenues were $3,096.1 million,** compared to $3,477.6 million in the comparable period of 2008, mainly reflecting an expected decrease in Packages activities, partially offset by increased Services, and Operations and Maintenance activities.

Services revenues in the second quarter of 2009 were $568.8 million, compared to $567.2 million in the same quarter of 2008. **In the first six months of 2009, Services revenues increased to $1,128.6 million,** from $1,044.7 million in the corresponding period of 2008, due to increased activities in Mining and Metallurgy, Infrastructure and Environment, and Power, partially offset by decreased activities mainly in Chemicals and Petroleum.

Packages revenues in the second quarter of 2009 were $575.5 million, compared to $795.9 million in the second quarter of 2008, mainly due to decreased activities in Chemicals and Petroleum, and Power. **In the first six months of 2009, Packages revenues were $1,142.3 million,** compared to $1,659.6 million in the comparable period of 2008, reflecting a lower level of activities from Chemicals and Petroleum, and Power, primarily due to the near-completion or completion of certain major projects, and from Mining and Metallurgy.

Operations and Maintenance revenues in the second quarter of 2009 were $241.3 million, compared to $250.3 million in the second quarter of 2008, **while year-to-date revenues increased to $650.7 million,** from $605.8 million in the corresponding period of 2008, in large part due to increased volume on certain ongoing contracts, mainly inside Canada.

Infrastructure Concession Investments revenues in the second quarter of 2009 were $84.8 million, compared to $89.1 million in the second quarter of 2008, **while revenues in the first six months of 2009 were $174.5 million,** compared to $167.5 million in the comparable period of 2008.

5.2 – GROSS MARGIN ANALYSIS

Gross margin for the second quarter of 2009 was $260.8 million, compared to $245.9 million for the corresponding period last year. **In the first six months of 2009, gross margin was $528.6 million,** compared to $486.5 million in the same period of 2008, mainly due to an increased Packages gross margin, as the higher gross margin-to-revenue ratio from this category of activity more than offset its lower level of activities.

5.3 – SELLING, GENERAL AND ADMINISTRATIVE EXPENSES ANALYSIS

Selling, general and administrative expenses were $131.7 million in the second quarter of 2009, compared to $117.7 million in the second quarter of 2008. **Selling, general and administrative expenses were $268.6 million in the first six months of 2009,** compared to $237.9 million in the same period of 2008, mainly attributable to higher general and administrative costs, coupled with higher proposal costs.

5.4 – INTEREST (REVENUES) AND CAPITAL TAXES ANALYSIS

SECOND QUARTER (IN MILLIONS OF CANADIAN DOLLARS)	2009			2008		
	FROM INFRASTRUCTURE CONCESSION INVESTMENTS	OTHER	TOTAL	FROM INFRASTRUCTURE CONCESSION INVESTMENTS	OTHER	TOTAL
Interest revenues	**$ (10.4)**	**$ (1.0)**	**$ (11.4)**	$ (0.8)	$ (7.9)	$ (8.7)
Interest on long-term debt:						
Recourse	**–**	**2.0**	**2.0**	–	2.0	2.0
Non-recourse:						
AltaLink	**13.1**	**–**	**13.1**	13.6	–	13.6
Highway 407	**19.5**	**–**	**19.5**	19.1	–	19.1
Other	**2.4**	**–**	**2.4**	0.2	–	0.2
Capital taxes and other	**(3.5)**	**0.2**	**(3.3)**	0.1	0.6	0.7
Interest (revenues) and capital taxes	**$ 21.1**	**$ 1.2**	**$ 22.3**	$ 32.2	$ (5.3)	$ 26.9

SIX MONTHS ENDED JUNE 30 (IN MILLIONS OF CANADIAN DOLLARS)	2009			2008		
	FROM INFRASTRUCTURE CONCESSION INVESTMENTS	OTHER	TOTAL	FROM INFRASTRUCTURE CONCESSION INVESTMENTS	OTHER	TOTAL
Interest revenues	**$ (11.0)**	**$ (3.0)**	**$ (14.0)**	$ (1.9)	$ (16.2)	$ (18.1)
Interest on long-term debt:						
Recourse	**–**	**4.1**	**4.1**	–	4.1	4.1
Non-recourse:						
AltaLink	**26.2**	**–**	**26.2**	28.1	–	28.1
Highway 407	**31.6**	**–**	**31.6**	32.2	–	32.2
Other	**4.8**	**–**	**4.8**	0.5	0.4	0.9
Capital taxes and other	**(4.2)**	**0.5**	**(3.7)**	2.6	2.3	4.9
Interest (revenues) and capital taxes	**$ 47.4**	**$ 1.6**	**$ 49.0**	$ 61.5	$ (9.4)	$ 52.1

Interest and capital taxes expense totalled $22.3 million for the second quarter of 2009, compared to $26.9 million for the same quarter last year. **Year-to-date interest and capital taxes expense totalled $49.0 million in 2009,** compared to $52.1 million in the corresponding period of 2008. Interest and capital taxes are analyzed separately for amounts from infrastructure concession investments and from other activities.

Interest and capital taxes expense from infrastructure concession investments decreased to $21.1 million in the second quarter of 2009, from $32.2 million in the comparable period of 2008, mainly due to interest revenues of $10.0 million generated from providing temporary financing to Astoria Project Partners II LLC and its subsidiary (“Astoria II”). **Interest and capital taxes expense from infrastructure concession investments in the first six months of 2009 amounted to $47.4 million,** compared to $61.5 million in the corresponding period last year, which mainly reflects

i) interest revenues of $10.0 million generated from providing temporary financing to Astoria II, ii) lower Capital taxes and other, primarily due to the Company's proportionate share of a favourable fair value adjustment of $3.0 million relating to Highway 407's investment in long-term non-bank notes, compared with an unfavourable fair value adjustment of $1.9 million in 2008, partially offset by iii) higher interest expense of $3.6 million on non-recourse long-term debt, mainly due to Okanagan Lake Concession, for which interest was capitalized during the construction period, and is expensed since the opening of the bridge to traffic on May 31, 2008.

Interest expense and capital taxes from other activities were $1.2 million in the second quarter of 2009, compared to interest revenue and capital taxes of $5.3 million in the second quarter of 2008. **For the first six months of 2009, interest expense and capital taxes from other activities were $1.6 million,** compared to interest revenue and capital taxes of $9.4 million in the corresponding period last year, due to decreased interest revenues, in large part as a result of lower effective yields, coupled with a lower average cash balance in 2009.

5.5 – INCOME TAXES ANALYSIS

Income taxes expense was $24.7 million in the second quarter of 2009, compared to $24.4 million in the second quarter of 2008. **In the first six months of 2009, income taxes expense was $49.5 million,** compared to $47.3 million in the comparable period last year. The effective tax rate for the six-month period ended June 30, 2009 was in line with that of the corresponding period of 2008.

6 – REVENUES BACKLOG

The Company reports revenues backlog, which is a non-GAAP financial measure, for its **categories of activities**: i) **Services**; ii) **Packages**; iii) **Operations and Maintenance**; and iv) **Infrastructure Concession Investments**. Revenues backlog is a **forward-looking indicator of anticipated revenues** that will be recognized by the Company. It is determined based on **contract awards** that are considered **firm**, as well as on a **five-year rolling basis** for recurring revenues from **Infrastructure Concession Investments** accounted for under the **full consolidation** or **proportionate consolidation** methods where the Company exercises control or joint control, respectively. Infrastructure Concession Investments backlog is reported by the Company since the future revenues of these concessions constitute one of the Company's categories of revenue activities. Future revenues from Infrastructure Concession Investments accounted for under the equity or cost methods are not reported in backlog as they represent the Company's expected share of net results or dividends and distributions. In the case of **Operations and Maintenance** activities, the Company **limits** the revenues backlog to **the earlier of**, i) **the contract term awarded**, and ii) **the next five years**.

The following table provides a breakdown of the Company's revenues backlog by category of activity and by segment:

AT JUNE 30 (IN MILLIONS OF CANADIAN DOLLARS)	2009				
BY SEGMENT	SERVICES	PACKAGES	OPERATIONS AND MAINTENANCE	INFRASTRUCTURE CONCESSION INVESTMENTS	TOTAL
Services and Packages					
Infrastructure and Environment	$ 712.4	$ 1,677.8	$ –	$ –	$ 2,390.2
Power	300.5	420.2	–	–	720.7
Mining and Metallurgy	371.7	–	–	–	371.7
Chemicals and Petroleum	141.6	1,586.7	–	–	1,728.3
Other Industries	85.9	125.2	–	–	211.1
Operations and Maintenance	–	–	2,004.9	–	2,004.9
Infrastructure Concession Investments	–	–	–	2,487.3	2,487.3
Total	$ 1,612.1	$ 3,809.9	$ 2,004.9	$ 2,487.3	$ 9,914.2

AT MARCH 31 (IN MILLIONS OF CANADIAN DOLLARS)	2009				
BY SEGMENT	SERVICES	PACKAGES	OPERATIONS AND MAINTENANCE	INFRASTRUCTURE CONCESSION INVESTMENTS	TOTAL
Services and Packages					
Infrastructure and Environment	$ 710.9	$ 1,949.7	$ –	$ –	$ 2,660.6
Power	211.7	533.9	–	–	745.6
Mining and Metallurgy	325.8	–	–	–	325.8
Chemicals and Petroleum	177.1	542.5	–	–	719.6
Other Industries	94.9	128.4	–	–	223.3
Operations and Maintenance	–	–	1,893.5	–	1,893.5
Infrastructure Concession Investments	–	–	–	2,412.3	2,412.3
Total	$ 1,520.4	$ 3,154.5	$ 1,893.5	$ 2,412.3	$ 8,980.7

AT DECEMBER 31 (IN MILLIONS OF CANADIAN DOLLARS)	2008				
BY SEGMENT	SERVICES	PACKAGES	OPERATIONS AND MAINTENANCE	INFRASTRUCTURE CONCESSION INVESTMENTS	TOTAL
Services and Packages					
Infrastructure and Environment	$ 676.8	$ 2,174.4	$ –	$ –	$ 2,851.2
Power	194.7	546.0	–	–	740.7
Mining and Metallurgy	392.0	–	–	–	392.0
Chemicals and Petroleum	179.5	647.9	–	–	827.4
Other Industries	102.3	139.7	–	–	242.0
Operations and Maintenance	–	–	2,196.2	–	2,196.2
Infrastructure Concession Investments	–	–	–	2,342.7	2,342.7
Total	$ 1,545.3	$ 3,508.0	$ 2,196.2	$ 2,342.7	$ 9,592.2

At June 30, 2009, revenues backlog was $9,914.2 million, compared to $8,980.7 million at March 31, 2009, and to $9,592.2 million at December 31, 2008. The increase since December of 2008 reflects an increase in the Packages, Infrastructure Concession Investments, and Services categories, partially offset by a decrease in the Operations and Maintenance category.

6.1 – SERVICES BACKLOG

Services backlog was $1,612.1 million at the end of June 2009, compared to $1,545.3 million at the end of December 2008. The Services backlog remains strong and contributes to the Company's favourable outlook, as the gross margin-to-revenue ratio from Services is the highest compared to Packages, and Operations and Maintenance activities.

6.2 – PACKAGES BACKLOG

Packages backlog totalled $3,809.9 million at the end of June 2009, compared to $3,508.0 million at the end of December 2008. The increase in revenues backlog is mainly due to Chemicals and Petroleum, partially offset primarily by a decrease in Infrastructure and Environment, and Power. The decrease in Power mainly reflects the progress on certain major projects that are nearing completion or completed. The June 2009 Packages backlog includes notable additions for 2009 such as:

- An engineering procurement and construction ("EPC") contract to design and build natural gas process facilities capable of producing and processing 3.5 billion m^3 of natural gas per year in Algeria, in the Chemicals and Petroleum segment; and
- The EPC portion of an agreement with the Government of Quebec to design, build, finance, operate and maintain a new 2,100 seat concert hall for the Montreal Symphony Orchestra in downtown Montreal, Canada, in the Infrastructure and Environment segment.

6.3 – OPERATIONS AND MAINTENANCE BACKLOG

Operations and Maintenance backlog was $2,004.9 million at the end of the second quarter of 2009, compared to $2,196.2 million at the end of December 2008, in large part due to normal fluctuations in the timing of long-term contracts, primarily inside Canada. In the first six months of 2009, the Company was awarded an extension on a major contract in Canada.

6.4 – INFRASTRUCTURE CONCESSION INVESTMENTS BACKLOG

The Infrastructure Concession Investments revenues backlog was $2,487.3 million at the end of the second quarter of 2009, compared to $2,342.7 million as at December 31, 2008. The table below presents the revenues backlog of the Company's Infrastructure Concession Investments by major investment as at:

(IN MILLIONS OF CANADIAN DOLLARS)	**June 30 2009**	March 31 2009	December 31 2008
AltaLink [(1)]	**$ 1,792.4**	$ 1,739.8	$ 1,685.2
Highway 407 [(2)]	**584.0**	573.1	558.4
Others	**110.9**	99.4	99.1
Total Infrastructure Concession Investments revenues backlog	**$ 2,487.3**	$ 2,412.3	$ 2,342.7

(1) AltaLink is fully consolidated, therefore the related revenues backlog as at June 30, 2009, March 31, 2009 and December 31, 2008 represents 100% of its estimated recurring revenues for the next five years.
(2) Highway 407 is proportionately consolidated, therefore the related revenues backlog as at June 30, 2009, March 31, 2009 and December 31, 2008 represents 16.77% of its estimated recurring revenues for the next five years.

7 – OPERATING RESULTS BY SEGMENT

The Company's results are evaluated by segment. The segments regroup related activities within SNC-Lavalin consistent with the way management performance is assessed: i) **Services and Packages** relate to engineering and construction operations, for which the Company presents the information in the way management performance is assessed, and regroups its projects within the industries they are executed for, namely **Infrastructure and Environment**, **Power**, **Mining and Metallurgy**, **Chemicals and Petroleum**, and **Other Industries**; ii) **Operations and Maintenance**; and iii) **Infrastructure Concession Investments**.

With the exception of the Infrastructure Concession Investments segment, the Company evaluates segment performance using operating income net of imputed interest, and corporate general and administrative costs. Imputed interest is calculated on non-cash working capital position and allocated monthly to these segments at a rate of 10% per year resulting in a cost or revenue depending on whether the segment's current assets exceed current liabilities or vice versa, while corporate general and administrative costs are allocated based on the gross margin of each of these segments. Corporate income taxes are not allocated to segments except for the Infrastructure Concession Investments segment.

SNC-Lavalin makes equity investments in infrastructure concessions in certain industry sectors, which are accounted for by either the cost, equity, proportionate consolidation or full consolidation methods depending on whether SNC-Lavalin exercises, or not, significant influence, joint control or control. Such investments are grouped into the Infrastructure Concession Investments segment whereby the performance of this segment is evaluated using: i) dividends or distributions received from investments accounted for by the cost method; ii) SNC-Lavalin's share of the net income of its investments accounted for by the equity method; iii) SNC-Lavalin's share of the net income of its investments accounted for by the proportionate consolidation method; and iv) net income from investments accounted for by the full consolidation method, less the portion attributable to non-controlling interest, based on their respective financial statements using Canadian GAAP. In the case of Infrastructure Concession Investments for which income taxes are payable by the investor, such as investments in limited partnerships in Canada, corporate income taxes are allocated based on SNC-Lavalin's tax rate for such investments. Accordingly, the operating income of the Infrastructure

Concession Investments segment is reported net of income taxes and represents SNC-Lavalin's net income from its infrastructure concession investments.

The table below summarizes the revenues of the Company's segments:

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Services and Packages				
Infrastructure and Environment	**$ 435.4**	$ 412.8	**$ 840.5**	$ 761.9
Power	**239.5**	326.2	**452.2**	599.9
Mining and Metallurgy	**211.1**	211.1	**410.5**	422.4
Chemicals and Petroleum	**169.6**	314.3	**406.3**	729.3
Other Industries	**88.7**	98.7	**161.4**	190.8
Operations and Maintenance	**241.3**	250.3	**650.7**	605.8
Infrastructure Concession Investments	**84.8**	89.1	**174.5**	167.5
Total	**$ 1,470.4**	$ 1,702.5	**$ 3,096.1**	$ 3,477.6

The following table summarizes the Company's operating income (loss) by segment:

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Services and Packages				
Infrastructure and Environment	**$ 61.6**	$ 36.7	**$ 117.1**	$ 37.3
Power	**25.2**	(16.0)	**39.6**	5.1
Mining and Metallurgy	**20.8**	23.2	**47.1**	37.4
Chemicals and Petroleum	**(14.8)**	45.1	**(24.8)**	91.7
Other Industries	**12.1**	14.3	**19.5**	21.5
Operations and Maintenance	**(0.6)**	(3.9)	**9.8**	6.6
Infrastructure Concession Investments	**0.4**	3.9	**4.7**	4.3
Total	**$ 104.7**	$ 103.3	**$ 213.0**	$ 203.9

7.1 – INFRASTRUCTURE AND ENVIRONMENT

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues from Infrastructure and Environment				
Services	**$ 150.1**	$ 128.3	**$ 289.3**	$ 229.1
Packages	**285.3**	284.5	**551.2**	532.8
Total	**$ 435.4**	$ 412.8	**$ 840.5**	$ 761.9
Operating income from Infrastructure and Environment	**$ 61.6**	$ 36.7	**$ 117.1**	$ 37.3
Operating income over revenues from Infrastructure and Environment (%)	**14.1%**	8.9%	**13.9%**	4.9%

Infrastructure and Environment revenues for the second quarter of 2009 were $435.4 million, compared to $412.8 million in the corresponding quarter of 2008. **For the first six months of 2009,**

revenues were $840.5 million, compared to $761.9 million for the same period of 2008, reflecting mainly a higher level of Services and Packages activities.

For the second quarter of 2009, operating income increased to $61.6 million, from $36.7 million in the second quarter of 2008, mainly due to favourable reforecasts on certain major Packages projects. **For the first six months of 2009, operating income increased to $117.1 million,** from $37.3 million for the corresponding period of 2008, mainly due to favourable reforecasts on certain major Packages projects, coupled with an overall higher level of activities.

7.2 – POWER

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues from Power				
Services	**$ 70.7**	$ 66.3	**$ 142.8**	$ 104.0
Packages	**168.8**	259.9	**309.4**	495.9
Total	**$ 239.5**	$ 326.2	**$ 452.2**	$ 599.9
Operating income (loss) from Power	**$ 25.2**	$ (16.0)	**$ 39.6**	$ 5.1
Operating income (loss) over revenues from Power (%)	**10.5%**	(4.9%)	**8.8%**	0.8%

Power revenues were $239.5 million in the second quarter of 2009, compared to $326.2 million in the second quarter of 2008. **For the first six months of 2009, revenues were $452.2 million,** compared to $599.9 million for the first six months of 2008, mainly reflecting the decreased level of activities from certain major Packages projects that are nearing completion or completed, partially offset by increased Services activities, primarily outside Canada.

In the second quarter of 2009, operating income was $25.2 million, compared to an operating loss of $16.0 million in the second quarter last year. The operating loss in the second quarter of 2008 primarily reflected the loss recognized on the Goreway 880MW combined cycle thermal power plant located in Ontario, Canada, reflecting higher revised expected costs to complete the project. During the second quarter of 2009, testing on the power station was completed and the Goreway power plant began commercial operations. **For the first six months of 2009, operating income was $39.6 million,** compared to $5.1 million for the corresponding period last year, due primarily to the loss on the Goreway project recorded in the first six months of 2008, coupled with a higher level of Services activities in 2009, partially offset by lower Packages activities.

7.3 – MINING AND METALLURGY

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues from Mining and Metallurgy				
Services	**$ 211.1**	$ 191.0	**$ 410.5**	$ 322.6
Packages	**–**	20.1	**–**	99.8
Total	**$ 211.1**	$ 211.1	**$ 410.5**	$ 422.4
Operating income from Mining and Metallurgy	**$ 20.8**	$ 23.2	**$ 47.1**	$ 37.4
Operating income over revenues from Mining and Metallurgy (%)	**9.9%**	11.0%	**11.5%**	8.9%

Mining and Metallurgy revenues in the second quarter of 2009 were $211.1 million, in line with the same period of 2008. **For the first six months of 2009, revenues were $410.5 million,** compared to $422.4 million for the corresponding period of 2008, mainly reflecting that there were no Packages activities in the first six months of 2009, compared to revenues of $99.8 million for the comparable period of 2008, partially offset by increased Services activities, primarily outside Canada.

Operating income was $20.8 million in the second quarter of 2009, compared to $23.2 million in the same period of 2008. **For the first six months of 2009, operating income increased to $47.1 million,** from $37.4 million for the first six months of 2008, mainly due to a higher gross margin-to-revenue ratio.

7.4 – CHEMICALS AND PETROLEUM

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues from Chemicals and Petroleum				
Services	**$ 90.9**	$ 121.3	**$ 195.4**	$ 276.9
Packages	**78.7**	193.0	**210.9**	452.4
Total	**$ 169.6**	$ 314.3	**$ 406.3**	$ 729.3
Operating income (loss) from Chemicals and Petroleum	**$ (14.8)**	$ 45.1	**$ (24.8)**	$ 91.7
Operating income (loss) over revenues from Chemicals and Petroleum (%)	**(8.7%)**	14.3%	**(6.1%)**	12.6%

Revenues from Chemicals and Petroleum were $169.6 million in the second quarter of 2009, compared to $314.3 million in the second quarter of 2008. **For the first six months of 2009, revenues were $406.3 million,** compared to $729.3 million for the comparable period of 2008, mainly due to an overall decreased level of Packages and Services activities.

In the second quarter of 2009, the operating loss from Chemicals and Petroleum was $14.8 million, compared to an operating income of $45.1 million in the second quarter of 2008. **For**

the first six months of 2009, the operating loss from Chemicals and Petroleum was $24.8 million, compared to an operating income of $91.7 million for the first six months of 2008, primarily due to unfavourable cost reforecasts on a major Packages project in both the first and second quarters of 2009, coupled with a lower level of Packages activities, mainly from certain major projects nearing completion, and of Services activities.

7.5 – OTHER INDUSTRIES

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues from Other Industries				
Services	**$ 46.0**	$ 60.3	**$ 90.6**	$ 112.1
Packages	**42.7**	38.4	**70.8**	78.7
Total	**$ 88.7**	$ 98.7	**$ 161.4**	$ 190.8
Operating income from Other Industries	**$ 12.1**	$ 14.3	**$ 19.5**	$ 21.5
Operating income over revenues from Other Industries (%)	**13.7%**	14.5%	**12.1%**	11.3%

The Other Industries segment includes activities in agrifood, pharmaceuticals and biotechnology, sulphuric acid as well as other industrial facilities.

Other Industries revenues were $88.7 million in the second quarter of 2009, compared to $98.7 million in the second quarter of 2008. **For the first six months of 2009, revenues were $161.4 million,** compared to $190.8 million for the first six months of 2008, reflecting decreased activities mainly from Packages projects outside Canada, and Services activities inside Canada.

Operating income for the second quarter of 2009 was $12.1 million, compared to $14.3 million in the corresponding period of 2008. **For the first six months of 2009, operating income was $19.5 million,** compared to $21.5 million in the same period of 2008, mainly due to a decreased level of activities.

7.6 – OPERATIONS AND MAINTENANCE

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues from Operations and Maintenance	**$ 241.3**	$ 250.3	**$ 650.7**	$ 605.8
Operating income (loss) from Operations and Maintenance	**$ (0.6)**	$ (3.9)	**$ 9.8**	$ 6.6
Operating income (loss) over revenues from Operations and Maintenance (%)	**(0.2%)**	(1.6%)	**1.5%**	1.1%

Operations and Maintenance revenues were $241.3 million in the second quarter of 2009, compared to $250.3 million in the second quarter of 2008. **For the first six months of 2009, revenues increased to $650.7 million,** from $605.8 million for the first six months of 2008, in large part due to increased volume on certain ongoing contracts, mainly inside Canada.

In the second quarter of 2009, the Operations and Maintenance operating loss was $0.6 million, compared to an operating loss of $3.9 million in the second quarter of 2008. **For the first six months of 2009, operating income was $9.8 million,** compared to $6.6 million for the first six months of 2008, mainly due to increased volume, coupled with a higher gross margin-to-revenue ratio.

7.7 – INFRASTRUCTURE CONCESSION INVESTMENTS

SNC-Lavalin makes equity investments in infrastructure concessions in certain industry sectors, such as airports, bridges, power, mass transit systems, roads and water, which are grouped into the Infrastructure Concession Investments segment and described in section 7.7 of the Company's 2008 Annual Report under Management's Discussion and Analysis.

7.7.1 – NET BOOK VALUE OF INFRASTUCTURE CONCESSION INVESTMENTS

Given the significant effect of infrastructure concession investments on the Company's consolidated balance sheet, the Company provides additional information in Note 3 of its unaudited interim consolidated financial statements regarding the net book value of its infrastructure concession investments by the method accounted for on SNC-Lavalin's consolidated balance sheet. As at June 30, 2009, the net book value of the Company's infrastructure concession investments was $627.0 million, compared to $547.6 million as at December 31, 2008. Based on financial valuations, the Company estimated the fair value of its infrastructure concession investments to be significantly greater than their net book value.

The net book value of the infrastructure concession investments includes the investment in Highway 407, which is accounted for by the proportionate consolidation method. Under Canadian GAAP, the proportionate consolidation method requires the venturer to recognize its proportionate share of the joint venture cumulative losses irrespective of the carrying amount of its investment in such joint venture. Consistent with this requirement, the net book value of the Company's investment in Highway 407 resulted in a negative balance of $51.2 million as at June 30, 2009, compared to a negative balance of $37.9 million as at December 31, 2008, which does not represent a liability or any future obligation that SNC-Lavalin has relative to Highway 407 or any other party. This negative balance is the result of accounting for SNC-Lavalin's proportionate share of Highway 407's cumulative accounting losses and cumulate dividends received. Highway 407 has reported positive net income since 2006, whereas previously it had reported net accounting losses since its inception in 1999. The Company received dividends from Highway 407 totalling $8.0 million in the second quarter of 2009, compared to $5.7 million in the same quarter of 2008, and year-to-date dividends totaling $15.9 million in 2009, compared to $11.3 million in the corresponding period of 2008.

7.7.2 – OPERATING RESULTS OF THE INFRASTRUCTURE CONCESSION INVESTMENTS SEGMENT

(IN MILLIONS OF CANADIAN DOLLARS)	SECOND QUARTER		SIX MONTHS ENDED JUNE 30	
	2009	2008	**2009**	2008
Revenues from Infrastructure Concession Investments	**$ 84.8**	$ 89.1	**$ 174.5**	$ 167.5
Operating income from Infrastructure Concession Investments	**$ 0.4**	$ 3.9	**$ 4.7**	$ 4.3

The Company's investments are accounted for by either the cost, equity, proportionate consolidation or full consolidation methods depending on whether SNC-Lavalin exercise, or not, significant influence, joint control or control. In evaluating the performance of the segment, the relationship between revenues and operating income may not be meaningful, as a significant portion of the investments are accounted for by the cost and equity methods, which do not reflect the line by line items of the financial results.

The Infrastructure Concession Investments segment generated an operating income of $0.4 million in the second quarter of 2009, compared to $3.9 million in the second quarter of 2008. **For the first six months of 2009, operating income was $4.7 million,** in line with the corresponding period of 2008.

8 – LIQUIDITY AND CAPITAL RESOURCES

This Liquidity and Capital Resources section has been prepared to provide the reader with a better understanding of the Company's financial position and is discussed in relation to the following:

- A review of the Company's **net cash position** and **freehold cash**;
- A **cash flow analysis,** providing details on how the Company generated and used cash and cash equivalents; and
- An assessment of the Company's **Return On Average Shareholders' Equity ("ROASE")**.

8.1 – NET CASH POSITION AND FREEHOLD CASH

8.1.1 – NET CASH POSITION

As discussed in section 2.6 of the Company's 2008 Annual Report under Management's Discussion and Analysis, maintaining a strong balance sheet with a net cash position sufficient to meet expected operating, investing and financing plans is a key financial objective.

SNC-Lavalin's net cash position, which is a non-GAAP financial measure, excludes from the Company's cash and cash equivalents, cash and cash equivalents from infrastructure concession investments and its recourse debt, and was as follows at:

(IN MILLIONS OF CANADIAN DOLLARS)	**June 30 2009**	December 31 2008
Cash and cash equivalents	**$ 635.6**	$ 988.2
Less:		
Cash and cash equivalents from infrastructure concession investments (1)	**38.1**	28.9
Recourse long-term debt	**104.8**	104.7
Net cash position	**$ 492.7**	$ 854.6

(1) Infrastructure Concession Investments accounted for by the full or proportionate consolidation methods.

The net cash position at June 30, 2009 was $492.7 million, compared to $854.6 million at December 31, 2008, mainly due to working capital requirements on certain major Packages projects and payments related to Infrastructure Concession Investments.

8.1.2 – FREEHOLD CASH

The Company estimates its freehold cash, a non-GAAP financial measure, defined as the amount of cash and cash equivalents that is not committed for its operations and not committed for Infrastructure Concession Investments. As such, the freehold cash is derived from the cash and cash equivalents, excluding cash and cash equivalents from consolidated and proportionately consolidated Infrastructure Concession Investments at the end of the period, adjusted for estimated cash requirements to complete existing projects and the estimated net cash inflows from major ongoing projects upon their completion, as well as deducting the remaining commitments related to Infrastructure Concession Investments.

The freehold cash was approximately $500 million as at June 30, 2009, compared to approximately $600 million as at December 31, 2008, mainly due to Infrastructure Concession Investments. The Company's freehold cash is available for making engineering business acquisitions and investments in selective infrastructure concessions. As discussed in section 8.5 of this report, in July 2009, the Company issued $350 million of 10-year unsecured debentures that will add $245 million to its freehold cash, after deducting the $105 million principal amount of the Company's unsecured debentures due in September 2010.

8.2 – CASH FLOW ANALYSIS

SIX MONTHS ENDED JUNE 30 (IN MILLIONS OF CANADIAN DOLLARS)	**2009**	2008
Cash flows generated from (used by):		
Operating activities	**$ (92.4)**	$ 65.4
Investing activities	**(277.7)**	(131.9)
Financing activities	**22.6**	(84.1)
Increase (decrease) in currency translation adjustment on cash and cash equivalents held in self-sustaining foreign operations	**(5.1)**	8.3
Net decrease in cash and cash equivalents	**(352.6)**	(142.3)
Cash and cash equivalents at beginning of period	**988.2**	1,088.6
Cash and cash equivalents at end of period	**$ 635.6**	$ 946.3

Cash and cash equivalents totalled $635.6 million at June 30, 2009, compared to $988.2 million at December 31, 2008, as further explained below.

8.2.1 – CASH FLOWS RELATED TO OPERATING ACTIVITIES

Cash used for operating activities was $92.4 million for the first six months of 2009, compared to cash generated from operating activities of $65.4 million for the corresponding period of 2008, mainly due to:

- Cash used by the change in non-cash working capital items of $380.8 million in the first six months of 2009, compared to $155.9 million in the first six months of 2008, primarily due to cash outflows relating to certain major Packages projects.
- The net income of $157.5 million in the first six months of 2009, compared to $146.3 million in the corresponding period of 2008.

8.2.2 – CASH FLOWS RELATED TO INVESTING ACTIVITIES

Cash used for investing activities was $277.7 million for the first six months of 2009, compared to $131.9 million for the first six months of 2008. The major investing activities were as follows:

- The acquisition of property and equipment from fully consolidated and proportionally consolidated infrastructure concession investments used a total cash outflow of $125.6 million in the first six months of 2009, compared to $103.6 million in the same period of 2008, both in large part due to AltaLink, relating mainly to higher construction activity for transmission projects. Also of note, during the first six months of 2009, AltaLink reflected on its balance sheet an increase in its property and equipment with a corresponding increase in other long-term liabilities, which did not have any impact on cash flows, for $145.4 million, related to a change in Canadian GAAP for rate-regulated operations (see section 9 of the current report), coupled with an $86.6 million increase in asset retirement obligations resulting from revised estimates (refer to Note 3 of the Company's unaudited interim consolidated financial statements).
- Payments for infrastructure concession investments totalled $64.4 million for the first six months of 2009, compared to $8.9 million in the first six months of 2008, mainly reflecting payments for the Ambatovy investment.
- The amount loaned to the Project Operator of Ambatovy totalled $30.4 million in the first six months of 2009, compared to no amount loaned in the corresponding period of 2008. Refer to

Note 3 of the Company's unaudited interim consolidated financial statements for more information regarding the loan to Ambatovy's Project Operator.

8.2.3 – CASH FLOWS RELATED TO FINANCING ACTIVITIES

Cash generated from financing activities was $22.6 million in the first six months of 2009, compared to cash used of $84.1 million in the same period of 2008. The major financing activities were as follows:

- The increase in non-recourse long-term debt from infrastructure concession investments totalled $195.9 million in the first six months of 2009, compared to 192.2 million in the corresponding period of 2008, while the repayment of non-recourse long-term debt from infrastructure concession investments amounted to $121.9 million in the first six months of 2009, compared to $183.9 million in the comparable period last year.
- There was no repayment of non-recourse long-term debt from other activities during the first six months of 2009, compared to a repayment of $25.8 million in the same period of 2008, which was due to the repayment of the remaining balance of the Company's mortgage on its head office building in downtown Montreal.
- During the first six months of 2009, dividends paid to the Company's shareholders totalled $45.3 million, compared to $36.3 million in the first six months of 2008. The increase in dividends reflects cumulative dividends paid of $0.30 per share in the first six months of 2009, compared to $0.24 per share in the same period of 2008.
- Under its normal course issuer bid, the Company repurchased 120,700 shares and 518,300 shares for a total cash consideration of $4.2 million and $26.7 million during the first six months of 2009 and 2008, respectively.
- The issuance of shares pursuant to the exercise of stock options generated $2.3 million in cash in the first six months of 2009 (133,082 stock options at an average price of $17.08), compared to $11.1 million in the first six months of 2008 (457,900 stock options at an average price of $24.14). As at July 29, 2009, there were 5,534,602 stock options outstanding. At that same date there were 151,045,891 shares issued and outstanding.

8.3 – RETURN ON AVEAGE SHAREHOLDERS' EQUITY ("ROASE")

ROASE, a non-GAAP financial measure, is a key performance indicator used to measure the Company's return on equity. ROASE, as calculated by the Company, corresponds to the trailing 12-month after-tax earnings, divided by a trailing 13-month average shareholders' equity, excluding "accumulated other comprehensive income (loss)". As discussed in section 2.6 of the Company's 2008 Annual Report under Management's Discussion and Analysis, achieving a ROASE at least equal to the long-term Canada Bond Yield plus 600 basis points is a key financial objective of the Company.

ROASE was 27.3% for the 12-month period ended June 30, 2009, compared to 28.2% for the same period last year, significantly surpassing the Company's performance objective of 600 basis points above the long-term Canada Bond Yield (totalling 9.9% for the period).

8.4 – FINANCIAL INSTRUMENTS

The nature and extent of risks arising from financial instruments, and their related risk management, are described in Note 20 to the Company's 2008 annual audited consolidated financial statements. In the first six months of 2009, there has been no material change to the nature of risks arising from financial instruments, related risk management and classification of financial instruments. Furthermore, there has been no change in the methodology used in determining the fair value of the financial instruments that are measured at fair value on the Company's consolidated balance sheet.

8.5 – SUBSEQUENT EVENT

ISSUANCE OF RECOURSE LONG-TERM DEBT

On July 3, 2009, the Company issued $350 million of 10-year unsecured debentures maturing in July 2019, bearing interest at a rate of 6.19% per year. The Company expects to use the net proceeds from this issuance to fully repay its $105 million principal amount 7.70% unsecured debentures due in September 2010, to fund potential investments in Infrastructure Concession Investments opportunities and potential selective business acquisitions, and for general corporate purposes. The credit rating for the debentures assigned by Standard & Poor's was BBB+ and by DBRS was BBB (high) at issuance. Following the issuance of these debentures, which will be presented as recourse long-term debt, the Company's recourse debt-to-capital ratio will remain below its internal objective, which is to not exceed a ratio of 30:70.

9 – ACCOUNTING POLICIES AND CHANGES

The Company's unaudited interim consolidated financial statements have been prepared in accordance with Canadian GAAP and use the same accounting policies and methods used in the preparation of the Company's 2008 annual audited consolidated financial statements except as described below. See Note 1 to the Company's 2008 annual audited consolidated financial statements for more information about the significant accounting principles used to prepare the financial statements.

The key assumptions and basis for estimates that management has made under GAAP, and their impact on the amounts reported in the interim consolidated financial statements and notes, remain substantially unchanged from those described in the Company's 2008 Annual Report.

9.1 – RECENT CHANGES IN ACCOUNTING STANDARDS

GOODWILL AND INTANGIBLE ASSETS

In February 2008, the Canadian Institute of Chartered Accountants ("CICA") issued CICA Handbook Section 3064, "Goodwill and Intangible Assets", which provides guidance on the recognition, measurement, presentation and disclosure of goodwill and intangible assets. This new section replaced Section 3062, "Goodwill and Other Intangible Assets" and Section 3450, "Research and Development Costs", and, concurrently, EIC-27, "Revenues and Expenditures in the Pre-operating Period" was withdrawn, while Accounting Guideline 11, "Enterprises in the Development Stage" and Section 1000, "Financial Statements Concepts", was amended. These new accounting standards were effective January 1, 2009 for SNC-Lavalin and were required to be adopted retroactively, with restatement of comparative figures.

The adoption of these new accounting standards resulted in a transitional adjustment reducing the Company's retained earnings at January 1, 2008 by $5.9 million, representing the cumulative net income impact of applying the new standards up to that date. The transitional adjustment also resulted in the following changes to the Company's consolidated balance sheet at the same date: i) a decrease of $6.7 million in infrastructure concession investments accounted for by the equity method; ii) a decrease of $0.7 million in other long-term assets; and iii) an increase of $1.5 million in long-term future income tax asset. These changes relate mainly to pre-operating expenditures that were incurred and capitalized by infrastructure concession investments that are no longer capitalized under the new accounting standards. The adoption of the new accounting standards did not have any impact on the

Company's 2008 consolidated net income and, accordingly, the transitional adjustments are limited to those described above.

RATE-REGULATED OPERATIONS

On January 1, 2009, the removal of the temporary exemption granted to rate-regulated enterprises from applying Section 1100 of the CICA Handbook, "Generally Accepted Accounting Principles" took effect. The temporary exemption permitted rate-regulated entities to apply industry practice as a primary source of Canadian GAAP. Accordingly, based on industry practice, AltaLink was recording the portion of the amount collected for future removal and site restoration as a reduction to its property and equipment. The removal of the temporary exemption of Section 1100 requires AltaLink to present such amount as a liability, with such change being made prospectively. As such, the removal of the temporary exemption resulted in a $145.4 million increase in property and equipment with a corresponding increase in other long-term liabilities at January 1, 2009. This accounting change had no impact on SNC-Lavalin's 2008 consolidated net income.

9.2 – FUTURE CHANGES IN ACCOUNTING STANDARDS

ADOPTION OF INTERNATIONAL FINANCIAL REPORTING STANDARDS ("IFRS") IN CANADA

During the six-month period ended June 30, 2009, the Company continued to assess potential impacts of expected accounting differences on its consolidated financial statements. Moreover, there were no significant changes, during the six-month period ended June 30, 2009, to the implementation plan adopted by the Company. Refer to section 10 of the Company's 2008 Annual Report under Management's Discussion and Analysis for additional details and information relating to the Company's IFRS implementation plan.

10 – RISKS AND UNCERTAINTIES

Risks and uncertainties and risk management practices are described in section 11 of the Company's 2008 Annual Report under Management's Discussion and Analysis. Risks and uncertainties and risk management practices have not materially changed for the first six months of 2009.

11 – QUARTERLY INFORMATION

(IN MILLIONS OF CANADIAN DOLLARS, UNLESS OTHERWISE INDICATED)	2009		2008				2007	
	SECOND QUARTER	FIRST QUARTER	FOURTH QUARTER	THIRD QUARTER	SECOND QUARTER	FIRST QUARTER	FOURTH QUARTER	THIRD QUARTER
Revenues	**$ 1,470.4**	$ 1,625.7	$ 1,943.9	$ 1,685.4	$ 1,702.5	$ 1,775.1	$ 1,991.4	$ 1,785.3
Net income	**$ 80.0**	$ 77.5	$ 75.0	$ 91.3	$ 75.4	$ 70.8	$ 68.1	$ 63.2
Basic earnings per share ($)	**$ 0.53**	$ 0.51	$ 0.50	$ 0.61	$ 0.50	$ 0.47	$ 0.45	$ 0.42
Diluted earnings per share ($)	**$ 0.53**	$ 0.51	$ 0.49	$ 0.60	$ 0.49	$ 0.47	$ 0.45	$ 0.41
Dividend declared per share ($)	**$ 0.15**	$ 0.15	$ 0.15	$ 0.12	$ 0.12	$ 0.12	$ 0.12	$ 0.09

As detailed in section 9.1, Recent Changes in Accounting Standards of the current report, the Company adopted new CICA guidance on goodwill and intangible assets beginning on January 1, 2009. The adoption of the new accounting standards was applied retroactively with restatement of comparative figures. There was no impact on the consolidated 2008 figures, while the total impact on net income for the last two quarters of 2007 was a decrease of $0.6 million. The quarterly information presented above has been restated accordingly.

12 – CONTROLS AND PROCEDURES

INTERNAL CONTROL OVER FINANCIAL REPORTING

SNC-Lavalin's management, under the supervision of the President and Chief Executive Officer, and of the Executive Vice-President and Chief Financial Officer, has designed internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with the Company's GAAP. As of June 30, 2009, there has been no change in the Company's internal control over financial reporting that occurred during the Company's most recent interim period that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

13 – ADDITIONAL INFORMATION

The Company's quarterly and annual financial information, its Annual Information Form and other financial documents are available on the Company's website (www.snclavalin.com) as well as on SEDAR (www.sedar.com).