



Rueil Malmaison, 27 March 2007

Press release

VINCI's Board of Directors, chaired by Yves-Thibault de Silguy, met on Tuesday, 27 March 2007. The Board co-opted two new independent directors and approved the resolutions that will be proposed to the Shareholders Meeting scheduled for 11 a.m. on 10 May 2007 in Paris ⁽¹⁾.

New directors

The Board of Directors co-opted the following as VINCI directors:

- Pascale Sourisse, president and CEO of Alcatel Alenia Space and president of Eurospace ;
- Robert Castaigne, chief financial officer and member of the Executive Committee of Total.

Shareholders Meeting: main resolutions

Dividend

Based on the strong growth in profit in 2006 and the commitment made during the ASF acquisition to increase the pay-out rate to 50% of profit, the Shareholders Meeting will be invited to approve a dividend of €2.65 per share, representing a 33% increase over the dividend paid in respect of 2005. If approved, since an interim dividend of €0.85 was paid on 21 December 2006, the final dividend of €1.80 will become payable on 14 May 2007.

Share buy-back programme

VINCI is also planning to ask the Shareholders Meeting to authorise the terms of a new share buy-back programme, which would enable the company to buy shares up to a limit of 10% of its capital and for a maximum amount of €3.5 billion.

Two-for-one split

Furthermore, the Shareholders Meeting will be asked to approve a two-for-one split of the nominal share value. This proposal aims to increase the liquidity of the share and attract more individual shareholders.

Appointment of new directors

The Shareholders Meeting will be invited to approve the appointment of the 3 new independent directors co-opted by the Board:

Mrs Pascale Sourisse, Mr Robert Castaigne and Mr Jean-Bernard Lévy⁽²⁾

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⁽¹⁾ Olympia, 28 boulevard des Capucines, 75009 Paris, France

⁽²⁾ Mr Lévy, chairman of the Management Board of Vivendi, was co-opted by the Board Meeting of 27 February 2007

Curriculum vitae of Mrs Pascale Sourisse

Professional experience

- Since 2005 President and CEO of Alcatel Alenia Space
 - 2001-2005 CEO and then chairman and CEO of Alcatel Space
 - 1997-2001 President and CEO of Skybridge
 - 1995-1997 Director of planning and strategy, Alcatel
 - 1990-1994 Deputy head and then head of the consumer electronics and audiovisual communication division of the Ministry of Industry and Foreign Trade
 - 1987-1990 Head of the enterprise network division of France Telecom
 - 1985-1986 Engineer in the telecommunications division of Jeumont-Schneider
 - 1984-1985 Engineer at Compagnie Générale des Eaux
- Since 2002, she has been president of Eurospace, the European space industry non-profit organisation.

Education

Ecole Polytechnique

Ecole Nationale Supérieure des Télécommunications

Mrs Pascale Sourisse is 45.

Curriculum vitae of Mr Robert Castaigne

Professional experience

Since June 1994	Chief financial officer and member of the Executive Committee of Total, which became Total Fina (1999), then TotalFinaElf (2000) and Total (2003)
1990-1994	Financial director and member of the Steering Committee
1985-March 1990	Secretary of the Executive Committee and special adviser to the Chairman
1977-1985	Assistant to the head of the exploration and production subsidiaries department, then head of the gas diversification subsidiaries department in the corporate financial division
1972-1977	Engineer and then head of department in the economics division

Education

Engineering degrees from the Ecole Centrale de Lille (class of 1968) and the Ecole Nationale Supérieure du Pétrole et des Moteurs (class of 1970)

PhD in Economics, Paris 1 university, Panthéon-Sorbonne (class of 1971)

Mr Robert Castaigne is 61.