

**SIXTH SUPPLEMENT DATED 10 JANUARY 2017**  
**TO THE BASE PROSPECTUS DATED 29 JUNE 2016**



(incorporated as a *société anonyme* in France)

**Euro 6,000,000,000**

**Euro Medium Term Note Programme**

**Due from one year from the date of original issue**

This sixth supplement (the "**Sixth Supplement**") constitutes a supplement to and must be read in conjunction with the Base Prospectus dated 29 June 2016 granted visa No. 16-280 on 29 June 2016 by the *Autorité des marchés financiers* (the "**AMF**") as supplemented by the first supplement dated 5 August 2016, granted visa No. 16-389 on 5 August 2016, the second supplement dated 18 August 2016 granted visa No. 16-396 on 18 August 2016, the third supplement dated 14 September 2016 granted visa No. 16-431 on 14 September 2016, the fourth supplement dated 2 November 2016 granted visa No. 16-508 on 2 November 2016 and the fifth supplement dated 28 November 2016 granted visa No. 16-554 on 28 November 2016 (the "**Base Prospectus**") prepared by Vinci (the "**Issuer**") with respect to the Euro 6,000,000,000 Euro Medium Term Note Programme (the "**Programme**"). Terms defined in the Base Prospectus have the same meaning when used in this Sixth Supplement. The Base Prospectus as supplemented constitutes a base prospectus for the purpose of the Directive 2003/71/EC as amended (the "**Prospectus Directive**").

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

This Sixth Supplement has been prepared pursuant to Article 16.1 of the Prospectus Directive for the purposes of updating the "Recent Developments" section of the Base Prospectus by including (i) the press release of the Issuer dated 4 January 2017 relating to the implementation of a share buyback programme by the Issuer and (ii) the press release of the Issuer dated 5 January 2017 relating to the issuance of a €1 billion 10-year bond by ASF.

Copies of this Sixth Supplement (a) may be obtained, free of charge (i) at the office of the Fiscal Agent and the Paying Agents set out at the end of the Base Prospectus during normal business hours and (ii) at the registered office of the Issuer during normal business hours and (b) will be available on the website of the Issuer ([www.vinci.com](http://www.vinci.com)). A copy of this Sixth Supplement will also be available on the website of the AMF ([www.amf-france.org](http://www.amf-france.org)).

To the extent that there is any inconsistency between any statement in this Sixth Supplement and any other statement in or incorporated in the Base Prospectus, the statements in this Sixth Supplement will prevail.

Save as disclosed in this Sixth 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 the Notes to be issued under the Programme since the publication of the Base Prospectus.

This Sixth Supplement has been prepared pursuant to Article 16.1 of the Prospectus Directive and Article 212-25 of the AMF's *Règlement Général* for the purpose of giving information with regard to the Issuer and the Notes to be issued under the Programme additional to the information already contained or incorporated by reference in the Base Prospectus.

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## **RECENT DEVELOPMENTS**

The following will be added at the end of the "Recent Developments" section beginning at page 70 of the Base Prospectus:

"The following press release was published by VINCI on 4 January 2017:

### **Implementation of the share buyback programme**

As part of its share buyback programme, VINCI signed a share purchase agreement with an investment services provider on 3 January 2017.

According to the agreement, the investment services provider will sell to VINCI no later than 29 March 2017 up to €165 million worth of VINCI shares at an average price per share determined on the basis of the market prices observed during the entire duration of the agreement, with a guaranteed discount. This price cannot exceed the maximum purchase price of €80 per share set by the VINCI Ordinary and Extraordinary Shareholders' Meeting on 19 April 2016.

The following press release was published by VINCI on 5 January 2017:

### **ASF successfully issues a €1 billion 10-year bond**

ASF (Autoroutes du Sud de la France) has successfully issued a €1 billion bond due to mature in January 2027 and carrying an annual coupon of 1.25%.

The bond was more than three times oversubscribed, confirming investor confidence in ASF's credit quality. The company is rated A- by Standard & Poor's and A3 by Moody's, with stable outlook.

The issue forms part of ASF's EMTN programme and its purpose is to refinance ASF's existing debt. It enables the company to take advantage of good market conditions in order to continue optimising the cost of its debt and extend its average maturity. The issue was the first 10-year euro-denominated corporate bond of 2017.

The joint bookrunners for the deal were: Mizuho (global co-ordinator), Natixis (global co-ordinator), Barclays, ING, RBC CM and SMBC Nikko."

## PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THE SIXTH SUPPLEMENT

To the best knowledge of the Issuer (having taken all care to ensure that such is the case) the information contained in this Sixth Supplement is in accordance with the facts and contains no omission likely to affect its import.

### VINCI

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France

Duly represented by:

Marie Bastart

*Directeur Financier Adjoint*

authorised signatory

made in Rueil-Malmaison on 10 January 2017



### *Autorité des marchés financiers*

In accordance with Articles L.412-1 and L.621-8 of the French *Code monétaire et financier* and with the General Regulations (*Règlement général*) of the *Autorité des marchés financiers* ("AMF"), in particular Articles 212-31 to 212-33, the AMF has granted to this Sixth Supplement the visa No. 17-010 on 10 January 2017. This Sixth Supplement 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 complete and comprehensible, and whether the information it contains is coherent". It does not imply the approval by the AMF of the opportunity of the transactions contemplated hereby nor that the AMF has verified the accounting and financial data set out in it. In accordance with Article 212-32 of the AMF's General Regulations, any issuance or admission to trading of notes on the basis of the Base Prospectus, as supplemented by this Sixth Supplement, shall be subject to the publication of Final Terms setting out the terms of the securities being issued.