



**French public limited company (Société Anonyme) with share capital of €841,461,220.
Registered office: 1, cours Ferdinand-de-Lesseps, 92851 Rueil-Malmaison.
Company registration number 552 037 806 R.C.S. Nanterre.**

Notice of early redemption of the 1% July 2001 / January 2007 bonds convertible into and / or exchangeable for new and / or existing VINCI shares issued on 20 July 2001 (ISIN number FR0000181190)

VINCI has decided to undertake the early redemption of all the outstanding 1% July 2001 / January 2007 bonds convertible into and / or exchangeable for new and / or existing VINCI shares issued on 20 July 2001 (ISIN number FR0000181190) (the "**Bonds**") in accordance with Article 2.2.6.3 of the terms of the Bonds as described in the prospectus approved by the Commission des Opérations de Bourse under Visa 01-954 dated 11 July 2001.

The early redemption will be made on 22 August 2005 at a price of €103.19 per Bond, to which will be added the interest accrued since 1 January 2005 of €0.57, making a total amount of €103.76 per Bond.

Interest will cease to accrue as from 22 August 2005.

Owners of the Bonds may exercise their right to the allocation of VINCI shares (FR0000125486) until the end of the seventh business day preceding 22 August 2005 included, in the proportion of [TWO] VINCI shares for [ONE] Bond presented, following the division by TWO of the nominal value of the VINCI share on 13 May 2005.

In accordance with the issuance contract, the new shares issued on conversion of the Bonds will confer rights as from 1 January 2005.

The bonds that are not presented for conversion will be redeemed in cash on 22 August 2005.