



Rueil 22 December 2000

PRESS RELEASE

GTM to be merged into VINCI

The shareholders of GTM and VINCI, in their Extraordinary Shareholders' Meetings of 19 December 2000, approved the merger of GTM into VINCI.

The exchange of GTM for VINCI shares is to begin on 22 December 2000, on the basis of a parity of 12 VINCI shares for 5 GTM.

GTM shareholders wishing to exchange their stock are invited to get in touch with their financial intermediary.

As specified in notice no.2000-5280 published by Euronext on 20 December 2000, GTM shares will continue to be listed on the Premier Marché until 22 January 2001. As of the 23 January 2001, they will be de-listed from the Premier Marché and transferred to the special section for de-listed stock, where they will remain tradable under the same Sicovam code (12060) until 23 July 2001.

GTM 1998/2005 bonds at 5.2% (Sicovam code 20928) will be denominated "VINCI" as of 22 December 2000.

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This press release is available in English and French
on the VINCI website: www.groupe-vinci.com