

## **Analysts presentation**

### **Other concession assets**

27 July 2006

David Azema, Senior Executive Vice President of VINCI Concessions  
Jean-Jacques Bancel, Chief Financial Officer of VINCI Concessions

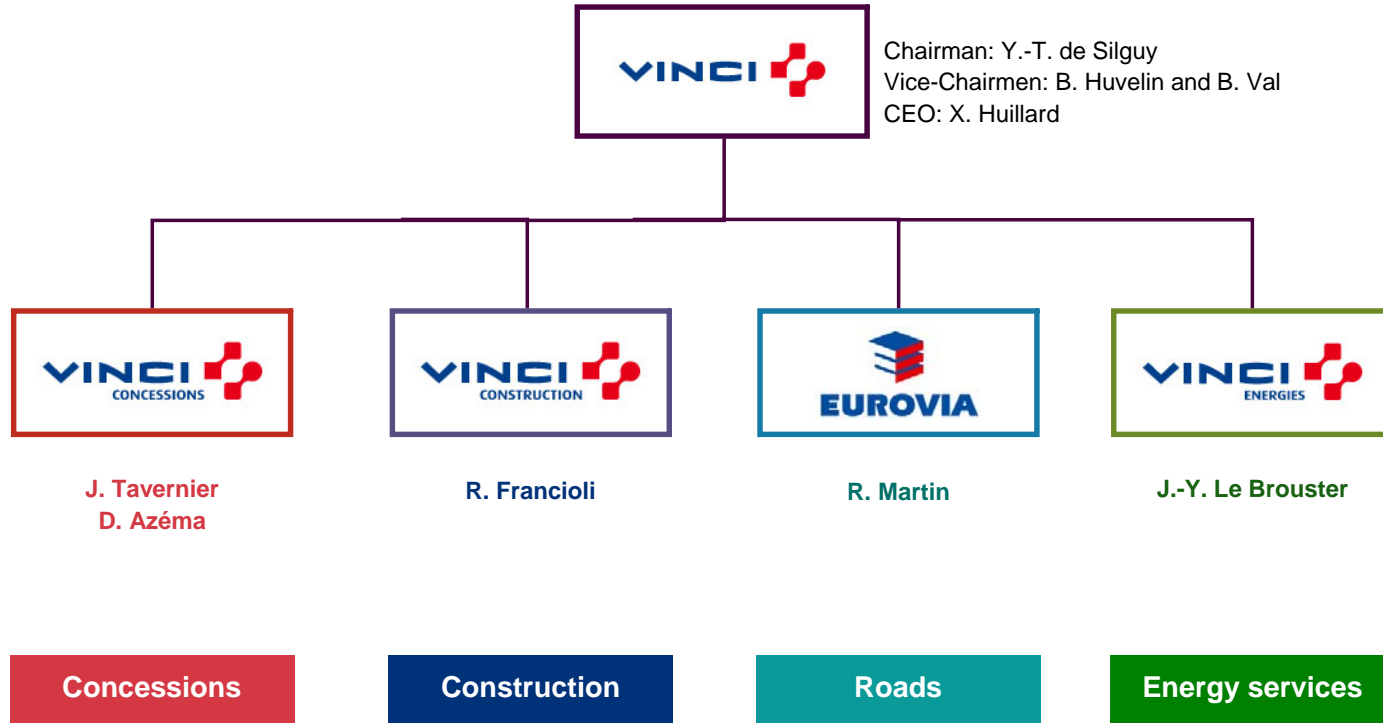
- Position and organisation of VINCI Concessions
- Review and position of "other concession assets" \*
- Valuation of main assets
- Valuation summary
- Business development

*(\*) Assets managed by VINCI Concessions, other than ASF, Cofiroute, Escota and VINCI Park*

The slide features a decorative background with a grid of colored rectangles. The top-left rectangle is blue with a white cloud pattern. The top-right rectangle is dark blue. The middle-left rectangle is light gray. The middle-right rectangle is light gray. The bottom-left rectangle is red. The bottom-right rectangle is light blue with a diagonal line pattern.

## Position and organisation of VINCI Concessions

# Clear and easily understandable organisation by business line

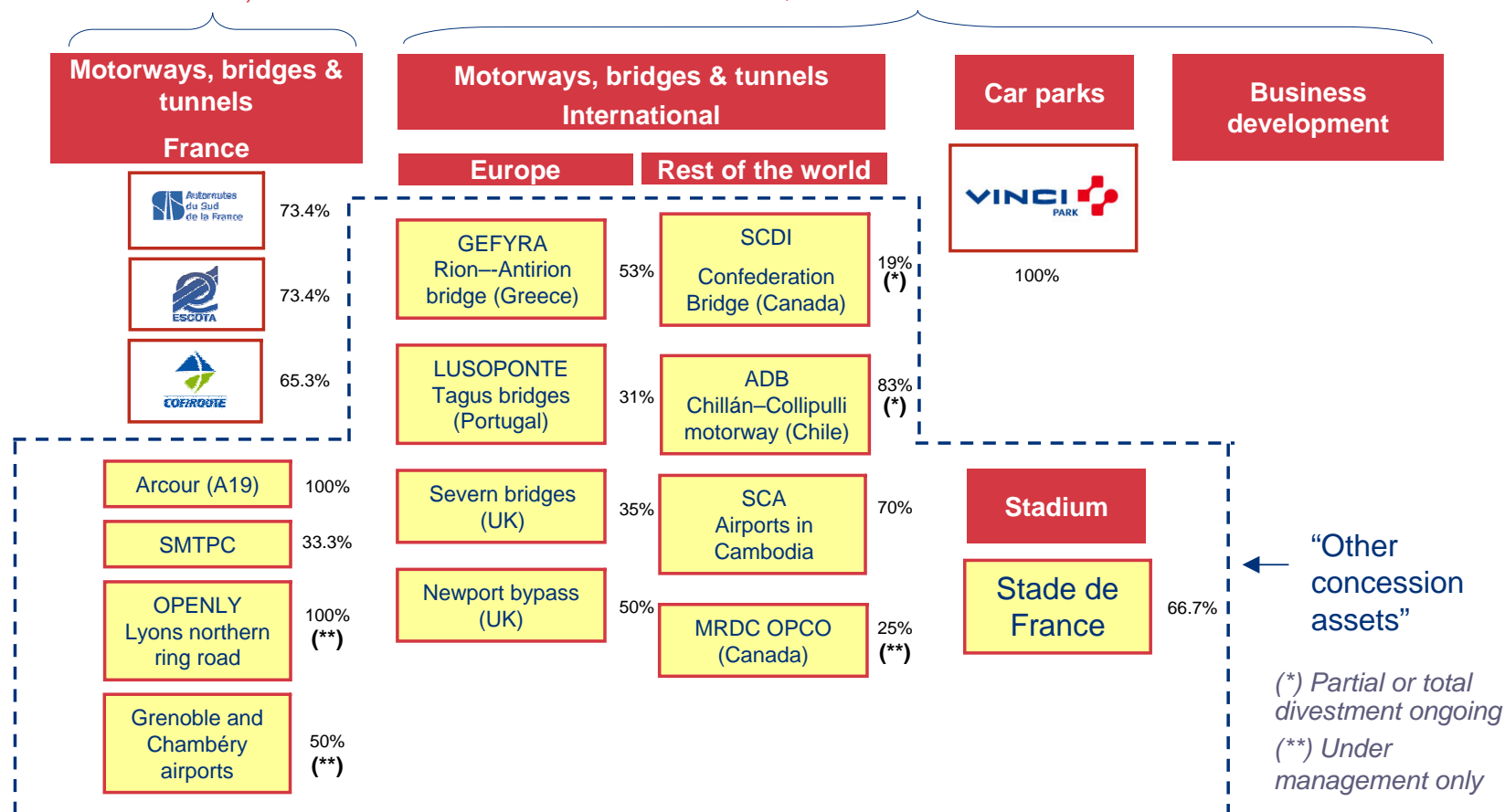


142,000 employees, of which 84,000 in France



J. Tavernier, CEO

D. Azema, Senior Executive Vice President



## Review and position of other concession assets

- Objective: value creation
  - by exploiting internal synergies - the ability of construction and operating subsidiaries jointly to control risks (design, build, operate and maintain)
  - by making the most of VINCI Concessions' design-build-operate experience
  - by benefiting from the local subsidiaries of the group, its commercial network and its ability to create partnerships
  - by taking advantage of the leverage offered by non-recourse financing
- Financing structure:
  - equity / near-equity: VINCI as majority or main minority shareholder
  - non-recourse, bank (including EIB) or bond financing, frequently at higher interest rate
  - possible initial equipment and/or operating subsidy



Maximise return on investment

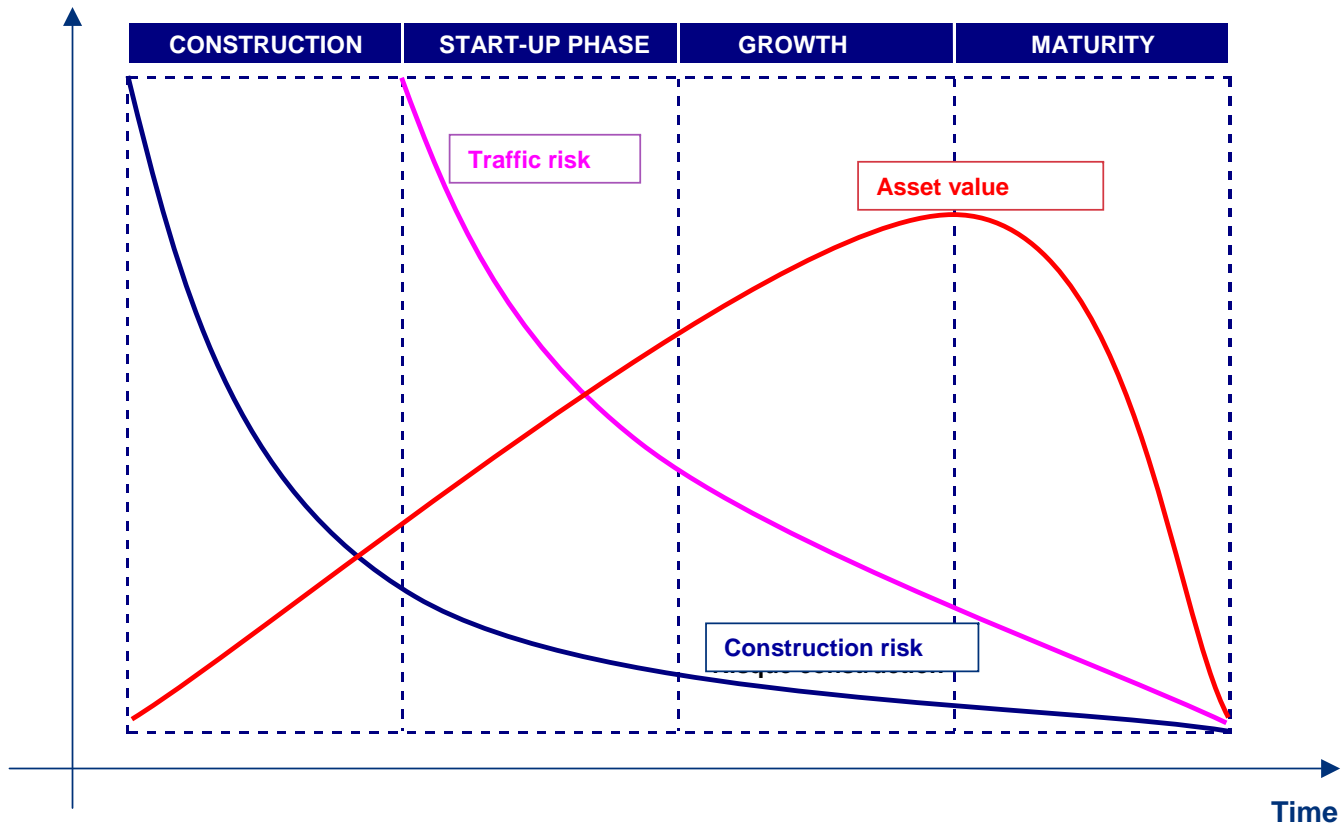
- Legal scope: the concessionaire's contractual obligations can vary, particularly with respect to:
  - infrastructure renewal, maintenance and upkeep
  - investment, improvement, extension
- So can the concession grantor's guarantees, which vary according to project:
  - minimum revenue guarantees
  - guaranteed repayment of debt in the event of early contract termination
- Receipts of varying origin:
  - payment by the concession grantor or by the user
  - payment by the concession grantor may be pegged to the use of the structure and/or on its availability
- Accounting scope: according to IFRIC, a number accounting models can apply to concession contracts:
  - intangible model (example: Gefyra)
  - financial model (example: Stade de France)
  - hybrid model (example: Lusoponte)



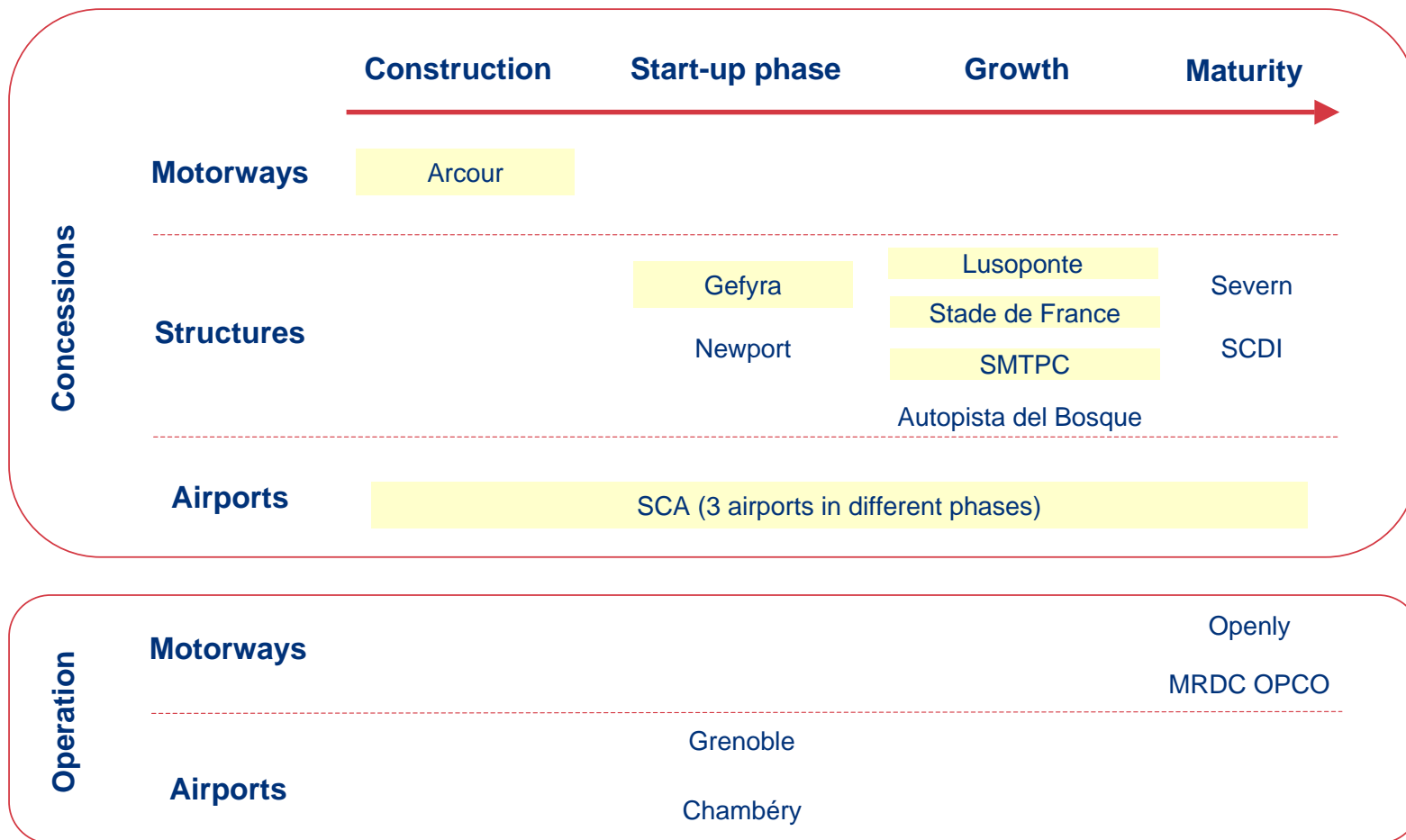
	Gefyra	Stade de France	Lusoponte
■ <b>Applicable accounting model</b>			
Payment according to use of the structure	User	User + Concession grantor	User + Concession grantor
Minimum revenue guarantee by concession grantor	None	Total	Partial
Applicable accounting model(*)	Intangible	Financial	Hybrid
■ <b>Contractual obligations</b>			
Renewal, maintenance obligation	Yes	Yes	Yes
Accounting treatment (*)	Provisions	Expense	Fixed assets
Improvement, extension obligations	No	No	No

(\*) Subject to change according to interpretation currently being carried out by IFRIC

Risk level/ asset value



# Vinci's diversified portfolio of concessions is positioned over the entire value chain



*Detailed presentation provided*

The slide features a complex background with several colored rectangular blocks. A blue block at the top left contains a sky and clouds image. A large dark blue block on the right contains the title. A light gray block is below the dark blue one. A red horizontal bar is near the bottom. A light blue block is at the bottom left, and a hatched block is at the bottom center.

## Presentation and valuation of main assets

- The valuation covers 100% of equity
- Financial projection to the end of the concession
- Free cash flow discounted (Nopat - Capex)
- The discount rate used (variable WACC) takes account of the financial structure of the project company and a country-specific risk premium
- Total shareholder return mentioned is calculated on the basis of equity contributed and dividends withdrawn from the project company
- Other information is also used when available (recent transaction, listed share price, etc.)
  
- *Note:* No valuation over time has been performed for Arcour at this stage.

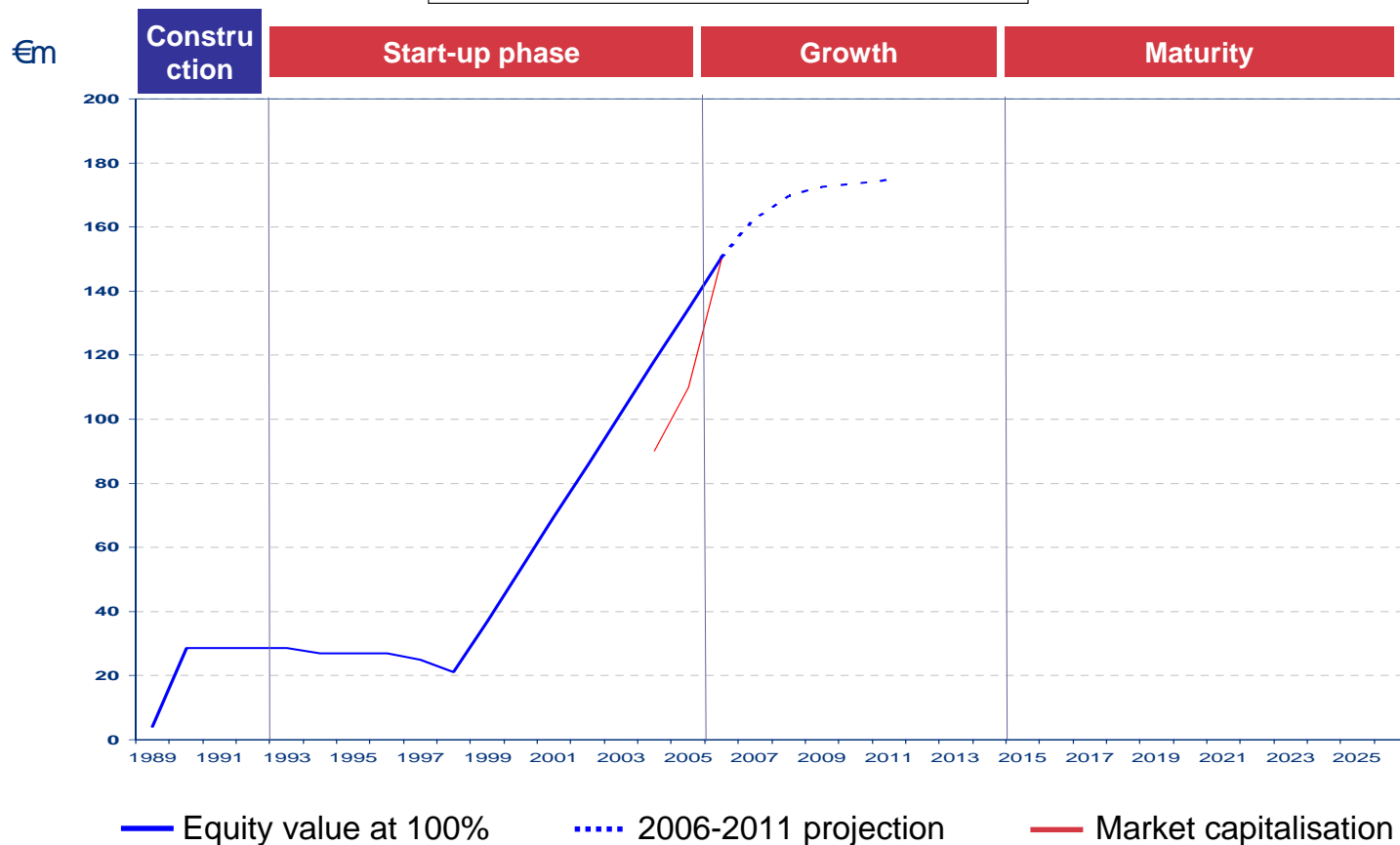




- Built by VINCI and Eiffage between 1990 and 1993 (€166m)
- Commissioned: September 1993
- Financing
  - equity / subordinated convertible notes: €28m (VINCI 33%)
  - bank and EIB financing: €148 m (maturing 2020 and 2009)
- 2005 key figures (100%)
  - traffic: 15.1 million trips (+3.8% vs 2004)
  - revenue: €29.2m
  - EBITDA: 80%
- Market capitalisation: €167m in July 2006 (listed from July 2004)
- End of the concession: 2025 (instead of 2023 as initially provided)
- Expected Total Shareholder Return: 12%

## Change in equity value over time

Total Shareholder Return = 12%





## Change in revenue and EBITDA over time (100%)

<i>in €m</i>	2005 (actual)	2006 (estimated)	2011 (projected)
Revenue	29	30	~ 38
EBITDA	23	24	~ 30
EBITDA/Revenue	80%	80%	~ 80%

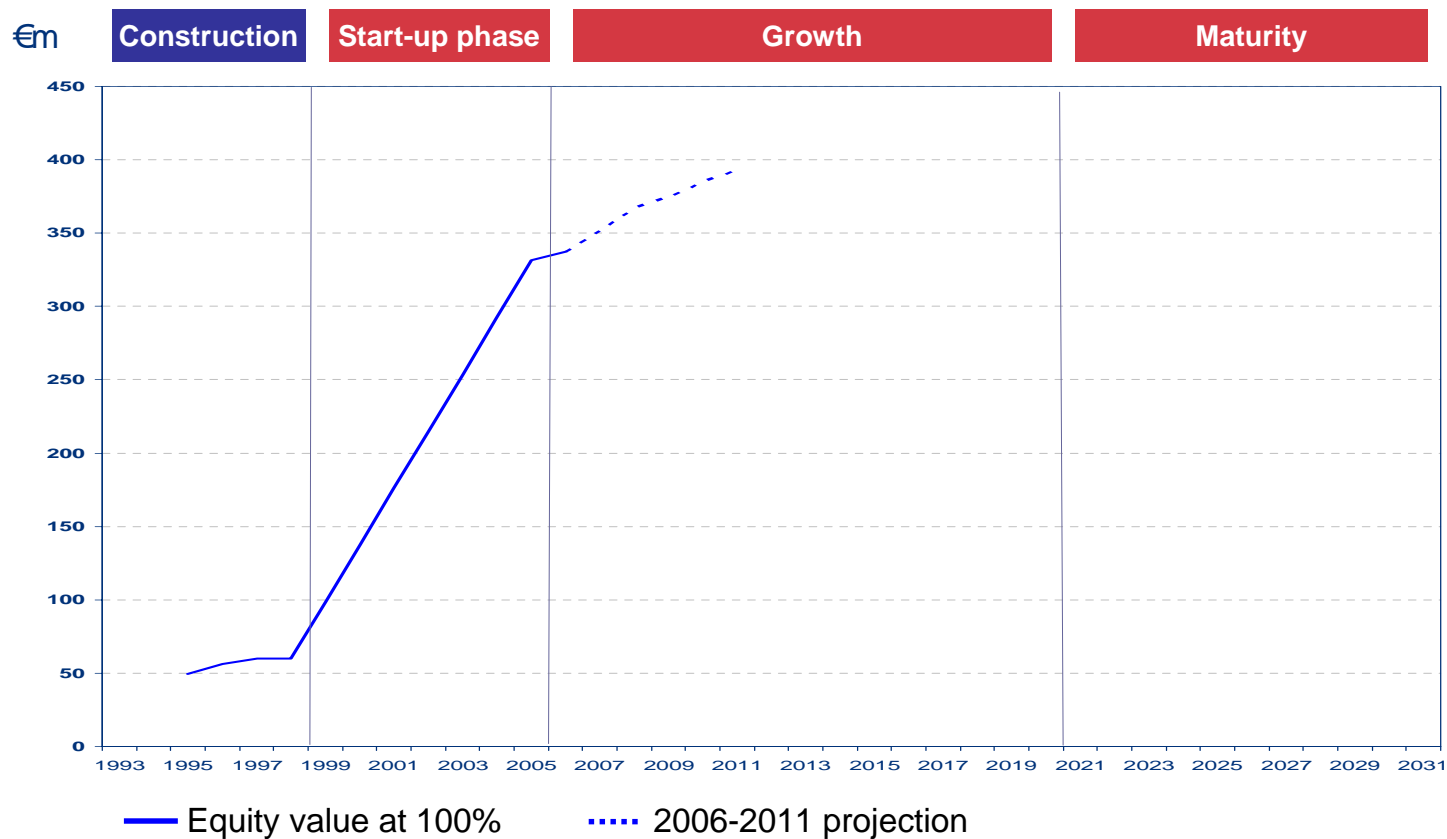




- Built by VINCI and other Portuguese and British construction companies between 1994 and 1998 (€770m of which VINCI 23%)
- Commissioned: March 1998
- Financing:
  - equity and subordinated debt: €100m (VINCI 31%)
  - European subsidies: €295m
  - bank and EIB financing: €392m (maturities 2019 and 2021)
  - backed by receipts from the 25th of April bridge
- 2005 key figures (100%)
  - traffic: 40 million trips
  - Revenue (including subsidies): €88m
  - EBITDA: 88%
- End of concession: 2030
- Expected Total Shareholder Return: 13%

## Change in equity value over time

Total Shareholder Return= 13%



## Change in revenue and EBITDA over time (100%)

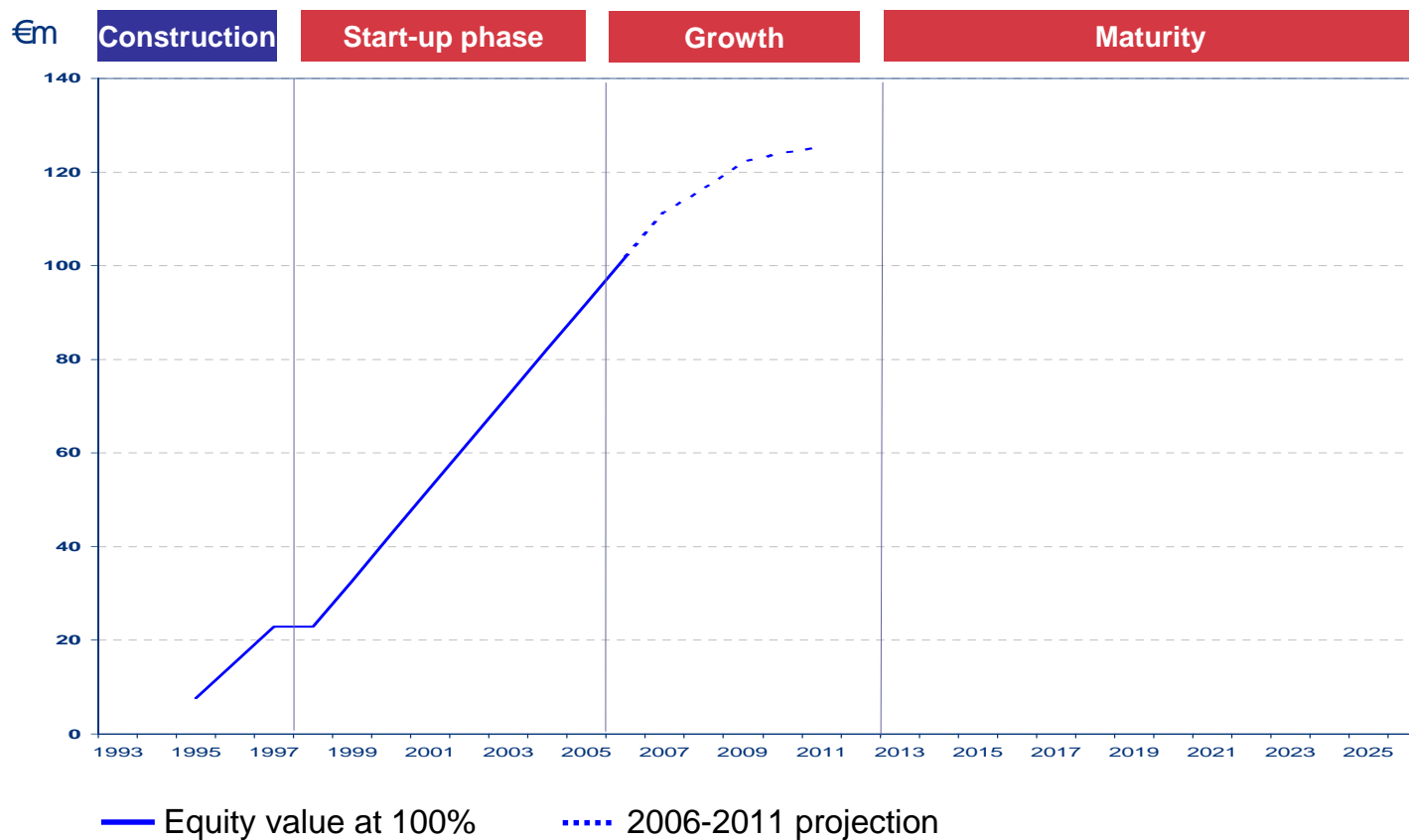
<i>en m€</i>	2005 (actual)	2006 (estimated)	2011 (projected)
Revenue	88	83	~106
<i>of which subsidies</i>	30	23	~26
EBITDA	78	71	~ 88
EBITDA/Revenue	88%	86%	~ 83%



- Built by VINCI and Bouygues between 1995 and 1997 for €360m
- Financing:
  - equity: €30m
  - government subsidies: €190m
  - bank loan: €121m (maturity 2016)
- 25 major events between 1 July 2005 and 30 June 2006
  - rugby, football matches
  - track and field events
  - automobile races
  - concerts and shows
- Subsidy to compensate for the absence of a home club
- EBITDA shared with government
- A production company (not within the scope of the concession) smooths scheduling with exceptional events
- 2005 key figures (100%):
  - revenue: €85m
  - EBITDA: 30%
- End of concession: 2025
- Expected Total Shareholder Return: 15%

## Change in equity value over time

Total Shareholder Return= 15%





Change in revenue and EBITDA over time (100%)

<i>in €m</i>	2005 (actual)	2006 (estimated)	2011 (projected)
Revenue	85	103	~ 92
EBITDA	26	28	~ 25
EBITDA/Revenue	30%	27%	~ 27%

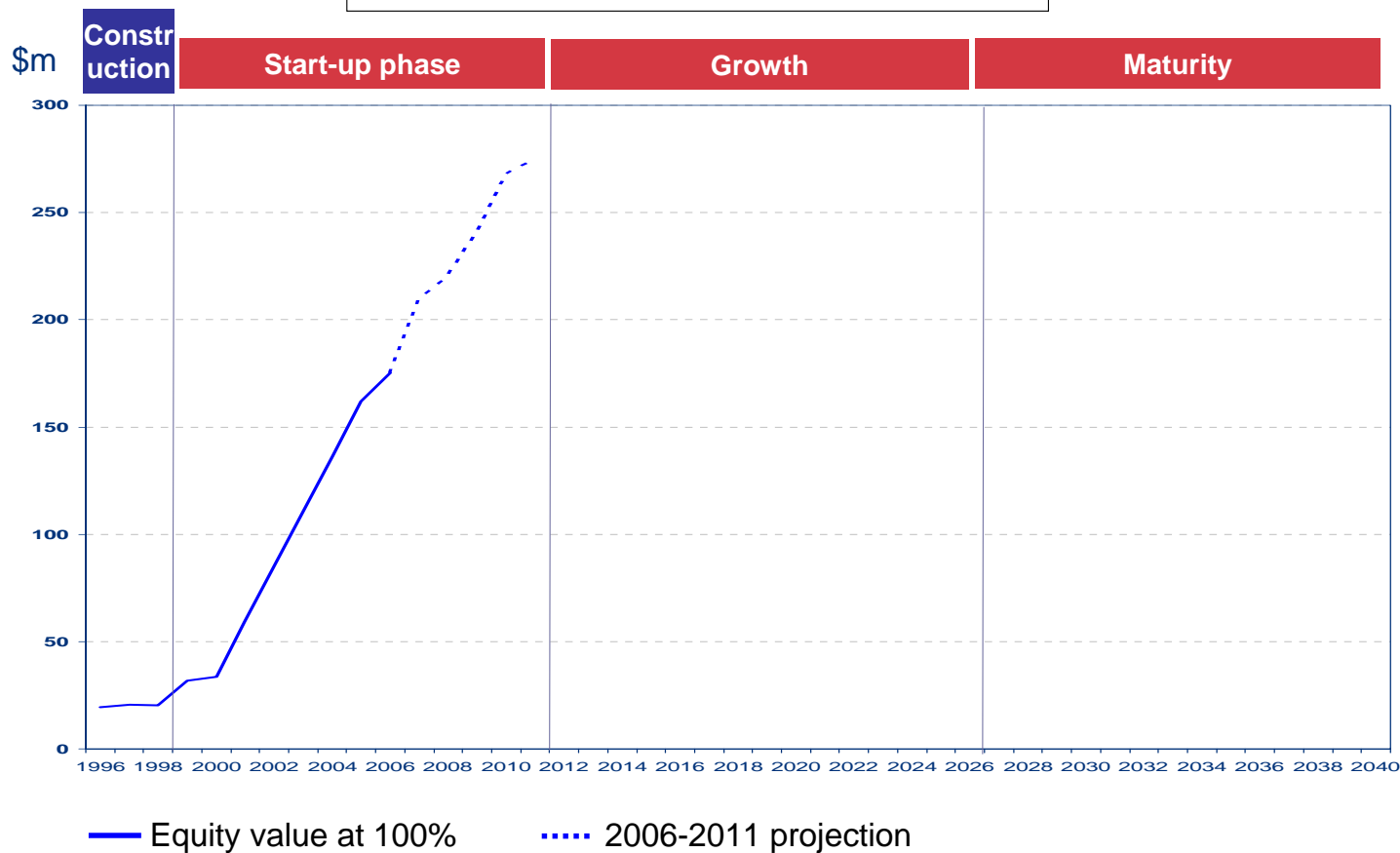




- 3 airports with major potential
  - Phnom-Penh (capital city)
  - Siem Reap (Angkor site)
  - Sihanoukville (under construction)
- Initial equity investment: \$22m
- 2005 key figures (100%):
  - traffic: 2.2m pax (+16% vs 2004)
  - revenue: €34m
  - EBITDA: 57% of revenue
- Strong growth outlook driven by development of the country's economy and tourism sector
- End of concession: 2040
- Expected Total Shareholder Return: 16%

## Change in equity value over time

Total Shareholder Return= 16%



## Change in revenue and EBITDA over time (100%)

<i>in \$m</i>	2005 (actual)	2006 (estimated)	2011 (projected)
Revenue	42	48	~ 77
EBITDA	24	23	~ 46
EBITDA/Revenue	57%	48%	~ 60%



- Operation of the Grenoble-Isère airport, public service delegation contract signed with the Isère General Council in 2004
- Operation of Chambéry-Savoie airport, *DSP* public service delegation contract with the Savoie General Council starting in July 2004
- 2005 key figures (100%)
  - Traffic: 271,000 passengers in Grenoble (+33%) and 194,000 in Chambéry
  - Revenue: €5.3m in Grenoble (-9%) and €3.8m in Chambéry
  - EBITDA: 7% of revenue
- End of public service delegation contracts in 2009 (Grenoble) and 2011 (Chambéry)
- These delegated management contracts (with no infrastructure investment by the contract holder) enable VINCI Concessions to stake out a position in the run-up to the liberalisation of the French provincial airport management market



## Rion-Antirion bridge (Greece)



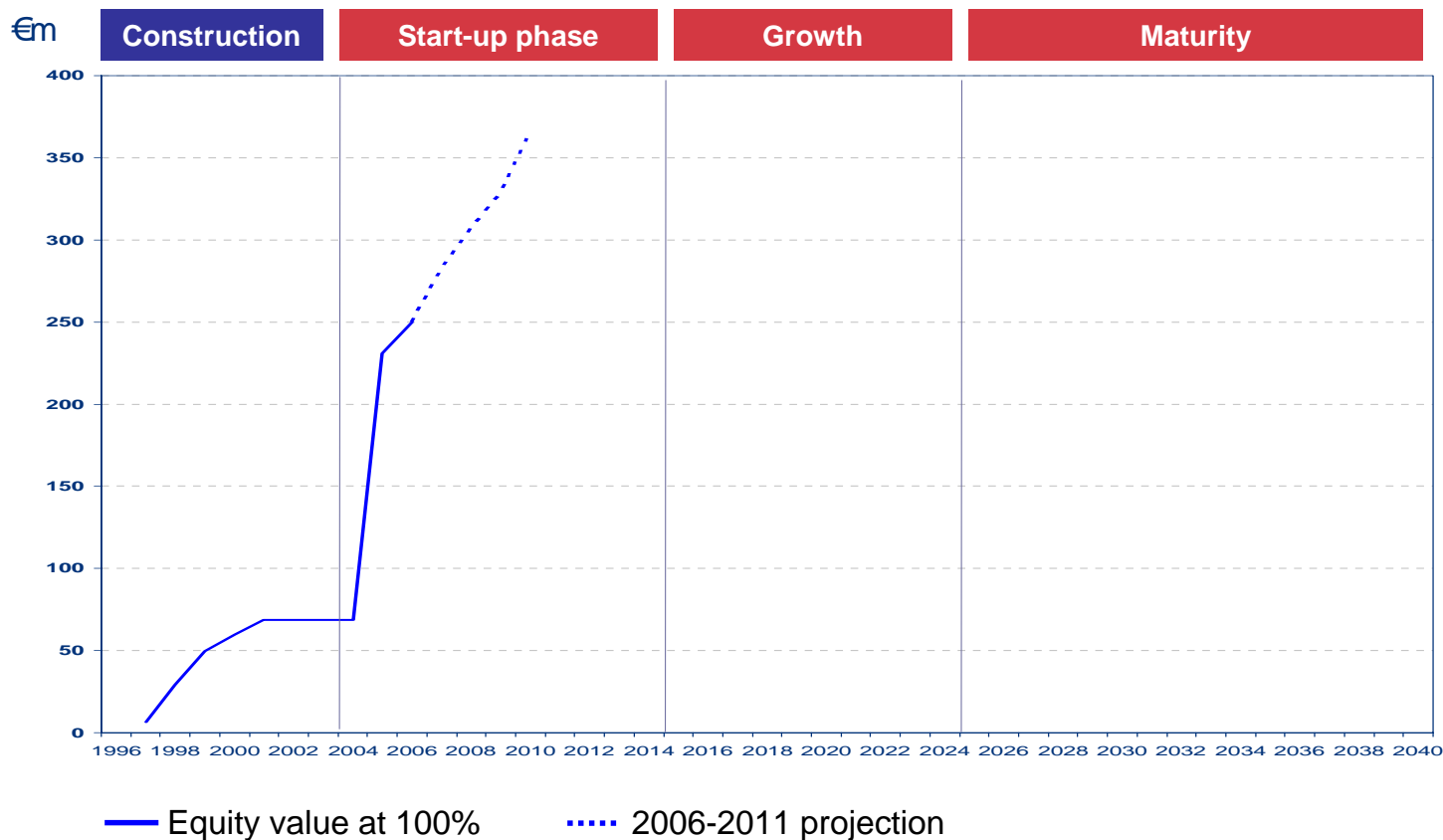




- Built by VINCI between 1998 and 2004 (€670m)
- A unique structure:
  - length: 2.9 km
  - water depth: 65 metres
  - stringent seismic standards
- Financing:
  - equity: €69m (VINCI 53%)
  - Greek government subsidy: €385m
  - EIB loan: €370m (Maturity 2025 to 2028)
- Promising operation for VINCI Concessions
  - opened to traffic on 12 August 2004
  - Cofiroute operates the bridge
  - average daily traffic 11,800 since opening
  - 2005 revenue: €40.7m
  - EBITDA: 73% of revenue
- End of concession: 2039 (variable according to Total Shareholder Return reached)
- Expected Total Shareholder Return: 12%

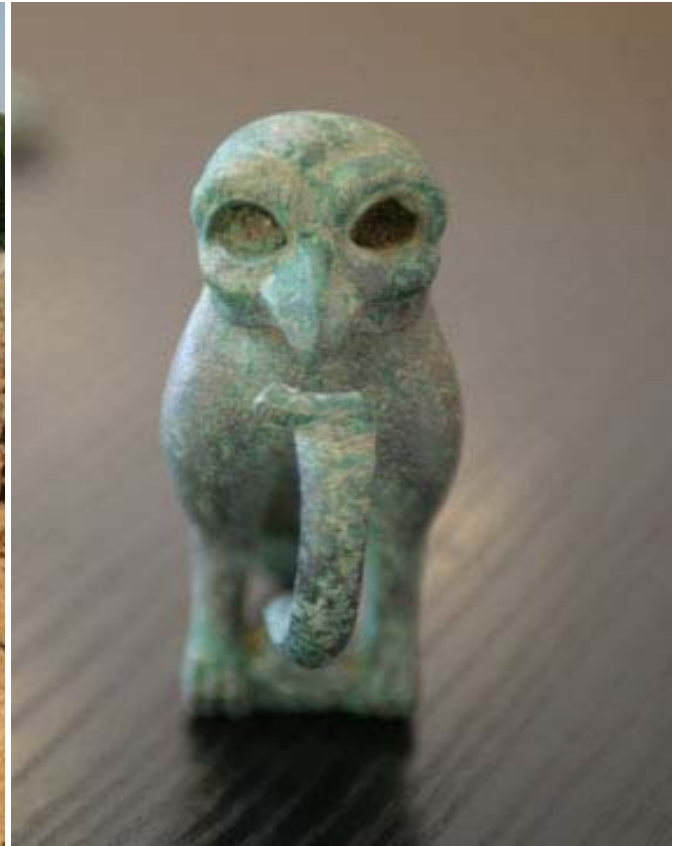
## Change in equity value over time

Total Shareholder Return= 12%



## Change in revenue and EBITDA over time (100%)

<i>in €m</i>	2005 (actual)	2006 (estimated)	2011 (projection)
Revenue	41	48	~ 54
EBITDA	30	31	~ 41
EBITDA/Revenue	73%	71%	~ 75%



- 100% VINCI
- 101 km motorway between Orléans and Sens
- Cost of construction: €550m
- Financing
  - equity: €125m
  - subsidy: €85m
  - debt: €509m (\*)
- End of concession 2070
- Expected traffic
  - at commissioning: > 8,000 veh./day
  - after 15 years: c.15,000 veh./day
- Schedule
  - start of work Q1 2007
  - opening Q3 2009
- Total Shareholder return > 8%
- Impact on Group indebtedness at 30 June 2006: €36m (of which €22m in equity)

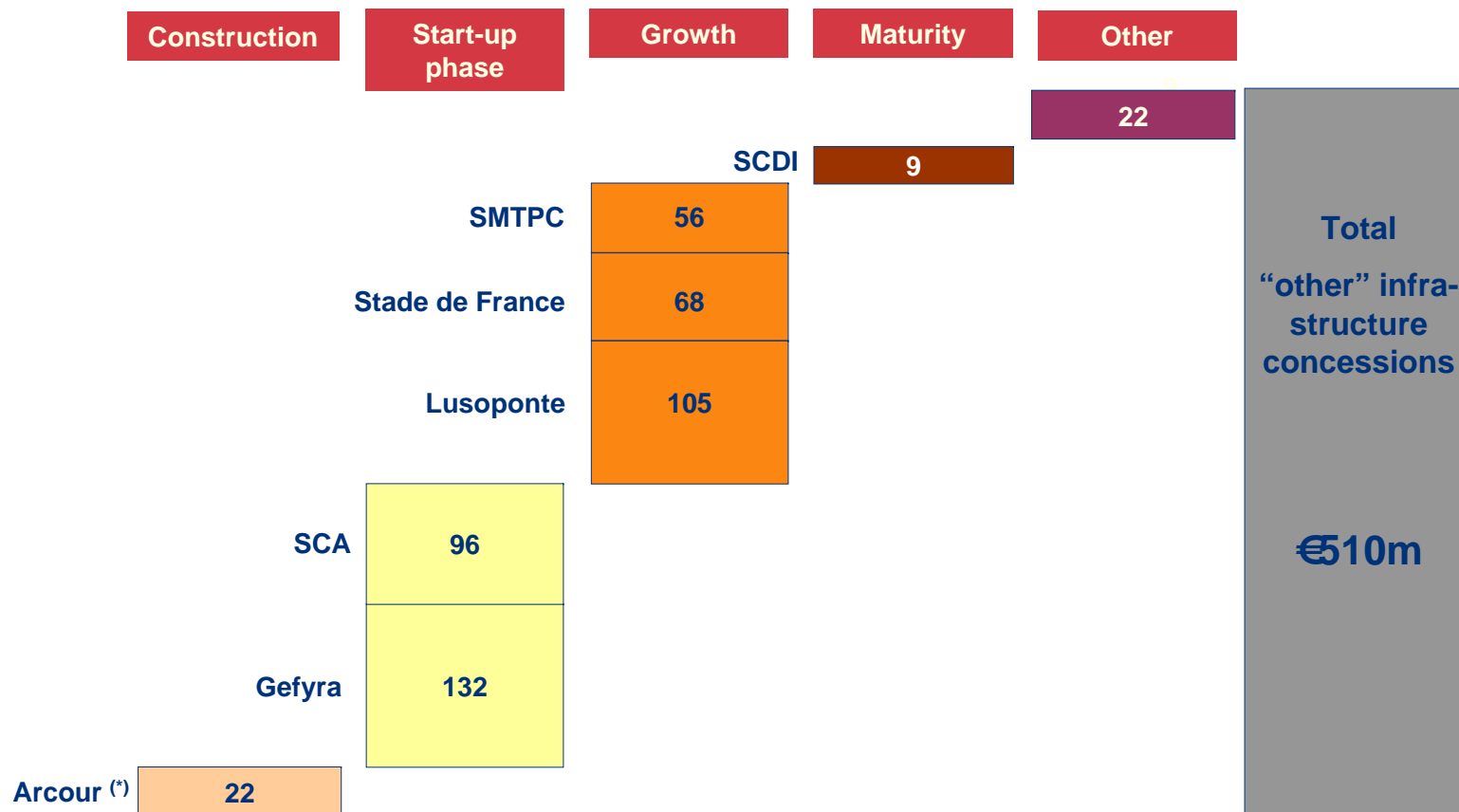


(\*) Currently financed by the Group; bank refinancing under way

The slide features a complex geometric layout. A vertical blue bar on the left contains a sky image at the top. The main content area is divided into a dark blue header, a large light gray body, and a red footer. A small blue square is in the top-left, and a hatched square is in the bottom-left.

## Valuation summary

## Equity value in €m - 2006



(\*) Book value of equity

**SCDI**  
Confederation  
Bridge, Canada

- Sale of 31.1% to Borealis (30 June 2006)
- The VINCI Concessions holding is reduced to 18.8% (from 49.9%)
- Capital gain of approximately €17m
- Initial investment ~ 0

**ADB**  
Motorways,  
Chile

- Sale agreement (*promesse de vente*) signed
- Due diligence under way
- Sale planned Q4 2006
- Initial investment: €47m



These divestments are expected to reduce the Group's consolidated indebtedness by over €300m in 2006



# Key figures and consolidation methods (2005)



m€	Name	% Held	2005 Equity (attributable to Group)	2005 Financial debt	2005 Net profit	2005 Operating profit from ordinary activities	2005 Cash flows from operations before tax and financing cost
		31 Dec 2005	31 Dec 2005	31 Dec 2005	31 Dec 2005	31 Dec 2005	31 Dec 2005
<b>Full Consolidation</b>	ARCOUR	100.0%	17.0	(3.3)	0.0	0.7	0.7
	Charilaos Trikoupis Bridge	53.0%	36.2	(320.2)	3.1	17.5	29.6
<b>Proportionate Consolidation</b>	Stade de France	66.7%	26.1	(19.0)	6.0	11.6	16.9
	Stade de France Production	66.5%	(0.5)	(0.2)	(0.2)		
	SCDI - Confederation Bridge (*)	49.9%	(6.6)	(99.6)	(1.2)	4.3	7.9
	Newport Southern Distributor Road	50.0%	(2.1)	(42.5)	(2.7)	1.6	3.1
	SCA - Cambodia Airports	70.0%	33.1	(5.9)	8.7	9.8	12.8
	CAMS (Cambodia Airport Mgt Sces)	70.0%	5.7		0.4	0.8	0.8
	SEAG (Grenoble airport)	50.0%	0.1	(0.1)	0.1	0.1	0.2
	SEAC (Chambery airport)	50.0%	(0.1)	0.6	0.0	0.0	0.1
<b>Equity Method</b>	Prado-Carénage tunnel	32.2%	27.6		1.7		
	Tagus bridges	30.9%	16.1		1.8		
	Severn River crossing	35.0%	0.0		0.0		
<b>Total</b>			<b>152.6</b>	<b>(490.0)</b>	<b>17.7</b>	<b>46.4</b>	<b>72.1</b>

(\*) Reduced to 18.8% and equity accounted from 30/06/2006

## Business development

	Project	Country	Description	Estimated cost at 100%
Concessionaire designated	■ Chiloé bridge	Chile	2,600 metre suspension bridge between Chiloé Island and mainland Chile	€400 million
Bid submitted	■ Nîmes airport	France	Management for 5 years	Nd
	■ Nice airport car hire facility	France	60,000 sq. metre car park for car rental firms	>€50m
	■ Leslys	France	Lyons Part-Dieu tramway/St Exupery airport	>€80m
	■ Birmingham PFI	UK	Repair & maintenance of Birmingham's road network	>€250 million
	■ Coentunnel	Netherlands	Widening of tunnel on Amsterdam ring road	>€800 million
	■ A8 (A-Modell)	Germany	Widening (37 km) and maintenance (52 km) of Munich–Augsburg motorway	€250 million
	■ Tel Aviv metro	Israel	22 km metro line	>€1.4 billion
Bids in preparation	■ Antwerp ring road	Belgium	10 km ring road, viaduct and tunnel	>€1 billion
	■ A4 (A-Modell)	Germany	Waltershausen–Herleshausen motorway (34km)	>€100 million
	■ Horgos–Pozega	Serbia	325 km motorway	>€900 million
	■ Athens–Patras	Greece	360 km motorway	>€1 billion

	Project	Country	Description	Estimated cost at 100%
Awaiting tender issue	■ A88	France	Falaise–Sées motorway (22 or 44 km)	~ €100 million
	■ Lighting of Rouen	France	Urban traffic management and lighting	>€100m
	■ M25	UK	Widening of 100 km and maintenance of M25 motorway around London	>€1.8 billion
	■ A5 (A-Modell)	Germany	Offenburg–Karlsruhe motorway (60 km)	>€200 million
	■ A1 (A-Modell)	Germany	Bucholz–Bremer Kreuz motorway (75 km)	>€500 million
Prequalification under way	■ A150	France	CroixMare-Barentin motorway (18 km)	~ €100m
	■ A63	France	Belin-Beliet –St Geours motorway (105 km)	nd
	■ Liefkenshoek	Belgium	Railway link in Antwerpen port (16 km)	>€600m

## **Analysts presentation**

### **Other concession assets**

27 July 2006

David Azema, DGD VINCI Concessions

Jean-Jacques Bancel, Directeur financier VINCI Concessions