

**SECOND SUPPLEMENT DATED 5 OCTOBER 2022
TO THE BASE PROSPECTUS DATED 12 JULY 2022**



(incorporated as a *société anonyme* in France)

Euro 12,000,000,000

Euro Medium Term Note Programme

Due from one year from the date of original issue

This second supplement (the "**Second Supplement**") constitutes a supplement to and must be read in conjunction with the Base Prospectus dated 12 July 2022 granted approval number 22-297 on 12 July 2022 by the *Autorité des marchés financiers* (the "**AMF**") as supplemented by the first supplement dated 30 August 2022 granted approval number 22-363 on 30 August 2022 (together, the "**Base Prospectus**") prepared by Vinci (the "**Issuer**") with respect to the Euro 12,000,000,000 Euro Medium Term Note Programme (the "**Programme**"). Terms defined in the Base Prospectus have the same meaning when used in this Second Supplement. The Base Prospectus as supplemented constitutes a base prospectus for the purpose of Article 8 of Regulation (EU) 2017/1129, as amended (the "**Prospectus Regulation**").

Application has been made to the AMF in France for approval of this Second Supplement to the Base Prospectus, in its capacity as competent authority under the Prospectus Regulation.

The Issuer accepts responsibility for the information contained in this Second Supplement.

This Second Supplement has been prepared pursuant to Article 23.1 of the Prospectus Regulation for the purposes of updating the "Recent Developments" section of the Base Prospectus.

Copies of this Second Supplement (a) may be obtained, free of charge, 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). A copy of this Second Supplement will also be available on the website of the AMF (www.amf-france.org).

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

Save as disclosed in this Second Supplement, there has been no other significant new factor, material mistake or material inaccuracy relating to information contained or incorporated 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.

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RECENT DEVELOPMENTS

The following will be added at the end of the "Recent Developments" section beginning at page 101 of the Base Prospectus:

"Press release published by Vinci on 3 October 2022:

Implementation of the share buyback programme

As part of the implementation of its share buyback programme, VINCI signed a share purchase agreement with an investment services provider on 3 October 2022.

According to the agreement, valid from October 4th until December 23rd 2022 at the latest, VINCI is mandating the investment services provider to purchase VINCI shares on its behalf within the limit of €250 million. The purchase price cannot exceed the maximum price set by the VINCI Ordinary and Extraordinary Shareholders' Meeting of 12 April 2022."

PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THE SECOND SUPPLEMENT

The Issuer hereby declares that, to the best of its knowledge, the information contained or incorporated by reference in this Second Supplement is in accordance with the facts and the Second Supplement makes no omission likely to affect its import.

VINCI

1973, boulevard de la Défense
92000 Nanterre
France

Duly represented by:
Christophe Ferrer

Directeur de la Trésorerie et des Financements

authorised signatory
made in Nanterre on 5 October 2022



Autorité des marchés financiers

This Second Supplement has been approved on 5 October 2022 by the AMF, in its capacity as competent authority under Regulation (EU) 2017/1129.

The AMF has approved this Second Supplement after having verified that the information it contains is complete, coherent and comprehensible within the meaning of Regulation (EU) 2017/1129.

This approval is not a favourable opinion on the Issuer described in the Second Supplement.

This Second Supplement obtained the following approval number: n°22-411.