

# IFRS INDIVIDUAL FINANCIAL STATEMENTS

2017





# IFRS individual financial statements at 31 December 2017

---

<b>IFRS INDIVIDUAL FINANCIAL STATEMENTS AT 31 DECEMBER 2017</b>	<b>2</b>
Income statement	2
Statement of comprehensive income	2
Balance sheet - Assets	3
Balance sheet - Equity and liabilities	3
Cash flow statement	4
Statement of changes in equity	5
<b>NOTES TO THE IFRS INDIVIDUAL FINANCIAL STATEMENTS</b>	<b>6</b>
A. General principles and use of estimates	7
B. Key events of the period	10
C. Main items in the income statement	10
D. Service Concession Contracts	15
E. Other balance sheet items and commitments related to the business	17
F. Equity	20
G. Financing and financial risk management	21
H. Employee benefits and share-based payments	31
I. Other notes	34
J. Post-balance sheet events	35
K. Disputes	35
<b>REPORT OF THE STATUTORY AUDITORS ON THE IFRS INDIVIDUAL FINANCIAL STATEMENTS</b>	<b>36</b>

---

# IFRS INDIVIDUAL FINANCIAL STATEMENTS AT 31 DECEMBER 2017

## Income statement

(in € millions)	Notes	2017	2016
<b>Revenue</b>	<b>3.1</b>	<b>1,521.4</b>	<b>1,457.7</b>
o/w:			
Operating revenue		1,400.4	1,363.6
Revenue – construction of new infrastructure assets under concession		121.0	94.1
Income from ancillary activities		1.9	2.4
Operating expenses	3.2	(718.7)	(692.5)
<b>Operating income from ordinary activities</b>		<b>804.5</b>	<b>767.6</b>
Share-based payments (IFRS 2)	20	(2.0)	(1.8)
Other current operating items		0.0	19.8
<b>Current operating income</b>		<b>802.5</b>	<b>785.6</b>
Other non-current operating items		0.0	0.0
<b>Operating income</b>	<b>3.2</b>	<b>802.5</b>	<b>785.6</b>
Cost of gross financial debt		(90.0)	(102.2)
Financial income from cash management investments		0.0	1.2
<b>Cost of net financial debt</b>	<b>4</b>	<b>(90.0)</b>	<b>(101.0)</b>
Other financial income and expenses	4	(2.6)	(7.8)
Income tax expense	5	(252.9)	(200.0)
including non-current tax effects <sup>(4)</sup>		(9.2)	31.1
<b>Net income</b>		<b>457.1</b>	<b>476.8</b>
<b>Net earnings per share (in euros) – including non-current tax effects<sup>(4)</sup></b>	<b>6</b>	<b>112.62</b>	<b>117.48</b>
<b>Net earnings per share (in euros) – excluding non-current tax effects<sup>(4)</sup></b>		<b>114.89</b>	<b>109.80</b>

<sup>(4)</sup> In 2017 the net effect of non-current taxes on Cofiroute's net income remained limited to -€9.2 million and was the result of the following tax measures adopted in France by the amending 2017 Finance Act and the 2018 Finance Act: the exceptional contribution of 15% tax on companies with revenue of between €1 billion and €3 billion (-€36.1 million), a refund of the 3% contribution on dividends (+€10.8 million), the gradual lowering of the income tax rate in France from 33.33% to 25% in 2022, entailing a remeasurement of the deferred taxes (+€16 million). The impact of this last measure is without effect on cash flow for the year, unlike the first two (-€25.3 million).

## Statement of comprehensive income

(in € millions)	2017	2016
<b>Net income</b>	<b>457.1</b>	<b>476.8</b>
Changes in fair value of cash flow and net investment hedging instruments <sup>(1)</sup>	(0.3)	(0.3)
Tax expense <sup>(2)</sup>	0.1	0.1
<b>Other comprehensive income items that can be subsequently recycled in net income</b>	<b>(0.2)</b>	<b>(0.2)</b>
Actuarial gains and losses on retirement benefit obligations	1.4	(1.6)
Tax expense	(0.5)	0.6
<b>Other comprehensive income items that cannot be subsequently recycled in net income</b>	<b>0.9</b>	<b>(1.1)</b>
<b>Total other comprehensive income items recognised directly in equity</b>	<b>0.7</b>	<b>(1.3)</b>
<b>Comprehensive income</b>	<b>457.8</b>	<b>475.5</b>

<sup>(1)</sup> Changes in the fair value of cash flow hedges (interest rate hedges) are recognised in equity for the effective portion. Cumulative gains or losses in equity are recorded in the income statement if the hedged cash flow affects earnings.

<sup>(2)</sup> Tax effects related to changes in the fair value of cash flow hedges (effective portion).

## Balance sheet - Assets

(in € millions)	Notes	31/12/2017	31/12/2016
<b>Non-current assets</b>			
Concession intangible assets	7	4,768.2	4,757.3
Other intangible assets	8	2.7	4.2
Concession property, plant and equipment	8	228.5	342.3
Property, plant and equipment	8	7.1	8.4
Non-current derivative instruments, assets	15 - 17	54.2	76.6
<b>Total non-current assets</b>		<b>5,060.7</b>	<b>5,188.8</b>
<b>Current assets</b>			
Inventories and work in progress	10	2.0	2.1
Trade and other receivables	10	110.2	107.5
Other current operating assets	10	38.6	41.0
Other current non-operating assets		1.5	0.0
Current derivative instruments, assets	15 - 17	51.4	77.8
Cash management financial assets	15	4.0	4.0
Cash and cash equivalents	15	840.6	5.6
<b>Total current assets</b>		<b>1,048.4</b>	<b>238.0</b>
<b>Total assets</b>		<b>6,109.1</b>	<b>5,426.8</b>

## Balance sheet - Equity and liabilities

(in € millions)	Notes	31/12/2017	31/12/2016
<b>Share capital</b>			
Share capital		<b>158.3</b>	<b>158.3</b>
Reserves		166.9	(116.4)
Net income for the period		457.1	476.8
Transactions recognised directly in equity		(2.0)	(2.7)
<b>Total equity</b>	<b>13</b>	<b>780.2</b>	<b>516.0</b>
<b>Non-current liabilities</b>			
Non-current provisions	11	0.0	0.2
Provisions for employee benefits	19	18.8	21.7
Bonds	15	3,131.8	3,030.3
Other loans and borrowings	15	708.4	839.9
Non-current derivative instruments, liabilities		49.5	39.2
Other non-current liabilities		2.5	1.8
Net deferred tax liabilities	5.3	146.0	166.6
<b>Total non-current liabilities</b>		<b>4,057.0</b>	<b>4,099.8</b>
<b>Current liabilities</b>			
Current provisions	10.4	241.0	238.2
Trade payables	10.1	32.9	28.5
Payables related to non-current assets		47.1	34.8
Other current operating liabilities	10.1	111.5	108.4
Current tax liabilities		6.0	31.3
Current derivative instruments, liabilities	15 - 17	26.8	50.9
Current financial liabilities	15	806.5	318.9
<b>Total current liabilities</b>		<b>1,271.9</b>	<b>811.1</b>
<b>Total equity &amp; liabilities</b>		<b>6,109.1</b>	<b>5,426.8</b>

## Cash flow statement

(in € millions)

	Notes	2017	2016
<b>Net income for the period</b>		<b>457.1</b>	<b>476.8</b>
Depreciation and amortisation	34	248.9	246.7
Net increase/(decrease) in provisions		1.1	(11.7)
Share-based payments and other restatements	20	(1.0)	(0.4)
Gain on disposals		(0.6)	0.3
Cost of net financial debt recognised	4	90.0	101.0
Current and deferred tax expense recognised	5	252.9	200.0
<b>Cash flows (used in)/from operations before tax and financing costs</b>		<b>1,048.3</b>	<b>1,012.7</b>
Changes in operating working capital requirement and current provisions	10	7.1	(16.4)
Income taxes paid		(298.6)	(224.9)
Net interest paid	4	(83.3)	(103.8)
<b>Cash flows (used in)/from operating activities</b>	<b>I</b>	<b>673.4</b>	<b>667.5</b>
<i>Purchases of property, plant and equipment and intangible assets</i>		(2.2)	(1.7)
<i>Disposals of property, plant and equipment and intangible assets</i>		(0.2)	0.0
Operating investments (net of disposals)		(2.4)	(1.7)
<b>Operating cash flow</b>		<b>671.1</b>	<b>665.8</b>
Investments in concession fixed assets (net of grants received)	7 - 8	(129.3)	(121.1)
<b>Free cash flow (after investments)</b>		<b>541.7</b>	<b>544.7</b>
Other		0.0	0.0
<b>Net cash flows (used in)/from investing activities</b>	<b>II</b>	<b>(131.7)</b>	<b>(122.7)</b>
Dividends paid to Cofiroute SA shareholders	14	(192.4)	(2,806.2)
Proceeds from new long-term borrowings	15	740.3	1,296.3
Repayment of long-term borrowings	15	(54.2)	(553.2)
Change in cash management assets and other current liabilities	15 - 16	0.0	0.1
<b>Net cash flows (used in)/from financing activities</b>	<b>III</b>	<b>493.7</b>	<b>(2,063.0)</b>
<b>Change in net cash</b>	<b>I + II + III</b>	<b>1,035.5</b>	<b>(1,518.2)</b>
<b>Net cash at start of period</b>		<b>(194.9)</b>	<b>1,323.3</b>
<b>Net cash at end of period</b>		<b>840.6</b>	<b>(194.9)</b>
Increase/(decrease) in cash management financial assets		0.0	(0.1)
(issue) repayment of borrowings		(686.1)	(743.1)
Other changes		(7.0)	2.5
<b>Change in net financial debt</b>	<b>15</b>	<b>342.3</b>	<b>(2,258.9)</b>
Net financial debt at beginning of period		(4,115.2)	(1,856.3)
<b>Net financial debt at end of period</b>		<b>(3,772.8)</b>	<b>(4,115.2)</b>

## Statement of changes in equity

(in € millions)	Equity				Total
	Capital	Reserves	Transactions recognised directly in equity	Net income	
<b>Equity at 01/01/2016</b>	<b>158.3</b>	<b>2,314.9</b>	<b>(1.4)</b>	<b>375.9</b>	<b>2,847.6</b>
Net income for the period				476.8	476.8
Other comprehensive income items			(1.3)		(1.3)
<b>Comprehensive income for the period</b>	<b>0.0</b>	<b>0.0</b>	<b>(1.3)</b>	<b>476.8</b>	<b>475.5</b>
Appropriation of net income and dividend payments		(2,430.3)		(375.9)	(2,806.2)
Share-based payments		(1.0)			(1.0)
<b>Equity at 31/12/2016</b>	<b>158.3</b>	<b>(116.4)</b>	<b>(2.7)</b>	<b>476.8</b>	<b>516.0</b>
Net income for the period				457.1	457.1
Other comprehensive income items			0.7		0.7
<b>Comprehensive income for the period</b>	<b>0.0</b>	<b>0.0</b>	<b>0.7</b>	<b>457.1</b>	<b>457.8</b>
Appropriation of net income and dividend payments		284.4		(476.8)	(192.4)
Share-based payments		(1.1)			(1.1)
<b>Equity at 31/12/2017</b>	<b>158.3</b>	<b>166.9</b>	<b>(2.0)</b>	<b>457.1</b>	<b>780.2</b>

# NOTES TO THE IFRS INDIVIDUAL FINANCIAL STATEMENTS

---

<b>A.</b>	<b>General principles and use of estimates</b>	<b>7</b>
1.	Basis of preparation of the financial statements	7
2.	Use of estimates	8
<b>B.</b>	<b>Key events of the period</b>	<b>10</b>
<b>C.</b>	<b>Main items in the income statement</b>	<b>10</b>
3.	Revenue and operating profit	10
4.	Financial income and expenses	12
5.	Income tax expense	13
6.	Earnings per share	15
<b>D.</b>	<b>Service Concession Contracts</b>	<b>15</b>
7.	Concession intangible assets	16
<b>E.</b>	<b>Other balance sheet items and commitments related to the business</b>	<b>17</b>
8.	Property, plant and equipment and other intangible assets	17
9.	Other non-current financial assets	18
10.	Working capital requirement and current provisions	18
11.	Non-current provisions	20
12.	Other contractual obligations and commitments given and received	20
<b>F.</b>	<b>Equity</b>	<b>20</b>
13.	Information related to equity	20
14.	Dividends	21
<b>G.</b>	<b>Financing and financial risk management</b>	<b>21</b>
15.	Information on net financial debt	21
16.	Net cash managed and available resources	24
17.	Information on financial risk management	25
18.	Carrying amount and fair value by accounting category	29
<b>H.</b>	<b>Employee benefits and share-based payments</b>	<b>31</b>
19.	Provisions for employee benefits	31
20.	Share-based payments	33
<b>I.</b>	<b>Other notes</b>	<b>34</b>
21.	Transactions with related parties	34
22.	Statutory Auditors' fees	35
<b>J.</b>	<b>Post-balance sheet events</b>	<b>35</b>
<b>K.</b>	<b>Disputes</b>	<b>35</b>

---

## A. General principles and use of estimates

### 1. Basis of preparation of the financial statements

As required by European regulation No. 1606/2002 of 19 July 2002, Cofiroute's IFRS individual financial statements for the year ended 31 December 2017 have been prepared and presented in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union at 31 December 2017<sup>(1)</sup>.

The financial statements for the year ended 31 December 2017 have been prepared using the same accounting principles as those used for the consolidated financial statements at 31 December 2016.

The IFRS individual financial statements were approved by the Board of Directors on 2 February 2018 and will be submitted for shareholder approval at the Shareholders' General Meeting on 23 March 2018.

#### 1.1. New standards and interpretations applicable from 1 January 2017

No new standards apply for the first time from 1 January 2017. Only a few amendments of standards are mandatory for financial years opened in 2017:

- amendments to IAS 7 "Disclosure initiative";
- amendments to IAS 12 "Recognition of deferred tax assets for unrealised losses".

The implementation of these amendments has no significant impact on the Cofiroute individual financial statements apart from the change introduced by the amendment to IAS 7 to the presentation of disclosures relating to liabilities from financing activities. A table of reconciliation between the opening and closing balances of the main financial liabilities of the Group, distinguishing the variations resulting from cash flows from the non-cash flow variations, is presented in Note G.15. "Information on net financial debt".

#### 1.2. Standards and interpretations adopted by the IASB but not yet applicable at 31 December 2017

Cofiroute has not opted for the early adoption of any of the new standards and interpretations listed below, which may relate to it, but whose application was not mandatory at 1 January 2017:

- IFRS 9 "Financial Instruments";
- IFRS 15 "Revenue from Contracts with Customers";
- IFRS 16 "Leases";
- amendments to IAS 28 "Long-term interests in associates and joint ventures";
- amendments to IFRS 2 "Classification and measurement of share-based payment transactions";
- amendments to IFRS 9 "Prepayment features with negative compensation".
- annual improvements, 2014-2016 cycle.

IFRS 15 "Revenue from Contracts with Customers" is the new IFRS standard governing the accounting principles for revenue. It replaces standards IAS 11 "Construction Contracts" and IAS 18 "Revenue", as well as the different existing interpretations, particularly IFRIC 15 "Agreements for the Construction of Real Estate".

Cofiroute has completed the main work to identify the potential impacts of the new standard. The results of the analyses carried out show that the Group's current model of revenue recognition is not invalidated by the new provisions of IFRS 15. Cofiroute has not identified an impact on the method for recognising revenue on concession contracts based on the current IFRIC 12 model. The contractual provisions of concession contracts do not indicate a distinct performance obligation relating to infrastructure maintenance and renewal work. Such work will continue to be treated in a special accounting provision, measured and recognised in accordance with the provisions of IAS 37.

IFRS 15 becomes effective from 1 January 2018. In the light of the immaterial impacts expected from the first application of the standard, Cofiroute will opt for the so-called "simplified retrospective" transition method, with no restatement of the comparable 2017 period. Consequently, shareholders' equity appearing on the opening balance sheet on 1 January 2018 May be adjusted in a non-material fashion when this new standard is applied.

In the first half of 2018 Cofiroute will finish integrating all the new requirements of the standard in terms of notes to the statements.

IFRS 9 "Financial Instruments" proposes new provisions regarding the classification and measurement of financial assets based on the business management model and the contractual characteristics of the financial assets.

<sup>(1)</sup> Available at: [https://ec.europa.eu/info/business-economy-euro/company-reporting-and-auditing/company-reporting\\_en](https://ec.europa.eu/info/business-economy-euro/company-reporting-and-auditing/company-reporting_en).

The standard will change the methods for recording impairment of Cofiroute's financial assets, as IFRS 9 proposes a new model based on expected losses. The provisions on hedge accounting should be more advantageous, since the standard aims to align accounting methods and the risk management policy implemented by Cofiroute.

Cofiroute does not expect there to be significant impacts on the classification and measurement of its financial assets. Cofiroute considers that at the present time the existing, effective hedging relationships meet the provisions of IFRS 9. Initial analyses of historic losses on receivables do not reveal any material effects. Since refinancings that took place before 31 December 2017 have all been treated as extinguishment of debt, Cofiroute does not expect any impact from the retrospective application of IFRS 9 in this regard.

IFRS 16 "Leases" changes the recognition of leases by lessees. It replaces IAS 17, IFRIC 4, SIC 15 and SIC 27. According to the provisions of IAS 17, the accounting treatment of leases is determined by assessing the transfer of risks and rewards of ownership of the asset, whereas IFRS 16 imposes a single lessee accounting model that affects the balance sheet in a similar way to finance leases.

Due to the features of certain leases (in particular in terms of renewal conditions), the periods used to measure contracts under IFRS 16 could, in some cases, be different from those used to measure those off-balance-sheet commitments where only the firm commitment period was taken into account. The commitments mentioned in Note E.12. "Other Contractual obligations of an operational nature" may accordingly not be fully representative of the liabilities that will need to be recognised in applying IFRS 16. The potential effects on Cofiroute's financial statements are still being assessed. The work is complex given the volume of contracts to be reviewed and the decentralised way that leases are managed.

## 2. Use of estimates

The preparation of financial statements under IFRS requires estimates to be used and assumptions to be made that affect the amounts shown in these financial statements.

These estimates assume the operation is a going concern and are drawn up on the basis of the information available at the time. Estimates may be revised if the circumstances on which they were based change or if new information becomes available. Actual results may be different from these estimates.

### Values used in impairment tests

The assumptions and estimates drawn upon to determine the recoverable amount of intangible assets and property, plant and equipment relate in particular to the market outlook required to assess the cash flow and discount rates applied. Any change in these assumptions could have a material effect on the recoverable amount.

### Measurement of provisions

The factors that materially influence provision amounts include:

- forecasts for medium- to long-term maintenance expenditure and for major repairs, which serve as a basis for provisions for the obligation to maintain infrastructure assets under concession in good condition. These forecasts are estimated by taking into account the indexing clauses of construction contracts (primarily the TP01, TP02 and TP09 indices);
- the discount rates used to discount these provisions to present value.

### Measurement at fair value

Cofiroute mainly uses fair value in measuring, on a consistent basis, derivative instruments, cash and cash equivalents and cash management financial assets. Fair values of other financial instruments (debt instruments and loans and receivables at amortised cost in particular) are disclosed in Note G.18. "Carrying amount and fair value by accounting category" of the notes to the IFRS individual financial statements.

Fair value is the price that would be received from selling an asset or paid to transfer a liability in a normal transaction. It is recognised on the basis of the asset or liability's main market (or the most advantageous market if there is no main market), i.e. the one that offers the highest volume and activity levels. The fair value of derivative financial instruments includes a "counterparty risk" component for derivatives carried as assets and an "own credit risk" component for derivatives carried as liabilities.

To determine these fair values, Cofiroute mainly uses the following measurement methods:

- market-based approaches, based on observable market prices or transactions;
- revenue-based approaches, which convert future cash flows into a single present value;
- cost-based approaches, which take the physical, technological and economic obsolescence of the measured asset into account.

The following three-level ranking of fair values is used:

- level 1: quoted prices in an active market. Marketable securities and listed bonds are valued in this way;
- level 2: internal model using observable factors based on internal valuation techniques: these techniques are based on usual mathematical computation methods, which incorporate observable market data (forward prices, yield curves, etc.). Most derivatives (swaps, caps, floors, etc.) traded on markets are measured on the basis of models commonly used by market practitioners in pricing these financial instruments;

Internal valuations of derivatives are checked quarterly for consistency with the valuations sent by counterparties.

- level 3: internal model using non-observable inputs: this model applies only to holdings of unlisted shares in Toll Collect, which are measured at acquisition cost plus transaction costs, in the absence of an active market.

#### **Measurement of retirement benefit obligations**

- Cofiroute subscribes to defined-contribution and defined-benefit retirement plans. Its obligations in connection with these defined benefit plans are measured using the actuarial projected unit credit method based on assumptions such as the discount rate, future increases in wages and salaries, employee turnover, mortality rates and the healthcare expenditure growth rate.
- These assumptions are generally updated annually. Cofiroute considers that the actuarial assumptions used are appropriate and justified in current conditions. Obligations may, however, change in the event of changes in assumptions.

#### **Valuation of share-based payments**

Cofiroute recognises a share-based payment expense for the granting of stock options (offers to subscribe to or purchase shares), performance share plans and shares to certain employees under the VINCI group savings plan. This expense is measured using actuarial calculations based on estimated behavioural assumptions arising from observation of past behaviour.

The main actuarial assumptions (volatility, return on shares) used by the Group are described by plan in Note K.28. "Share-based payments".

## B. Key events of the period

### Bond issue as part of its EMTN programme

In October 2017, under its EMTN programme, Cofiroute issued a €750 million bond at a coupon rate of 1.125% and maturing in October 2027.

This bond issue enables Cofiroute to benefit from favourable market conditions and hence to continue to optimise the cost of its debt (see Note G.15. "Information on financial debt").

## C. Main items in the income statement

### 3. Revenue and operating profit

#### 3.1. Revenue

##### Accounting principles

Cofiroute recognises revenue in accordance with IAS 18 "Revenue" and IAS 11 "Construction Contracts". The method used to recognise revenue generated by concession contracts is described in depth in Note D. "Service Concession Contracts" below. They comprise:

- toll revenue received on road infrastructure operated under concession, as well as ancillary income such as fees for commercial facilities and rental income from telecommunications infrastructures and advertising space; and
- revenue recognised for the construction of new infrastructure assets under concession according to the percentage of completion method of accounting under IAS 11.

(in € millions)	2017	2016
Revenue – Tolls	1,381.4	1,345.2
Revenue – Other	19.0	18.3
<b>Operating revenue</b>	<b>1,400.4</b>	<b>1,363.5</b>
Revenue – construction of new infrastructure assets under concession	121.0	94.1
<b>Total revenue</b>	<b>1,521.4</b>	<b>1,457.7</b>

#### 3.2. Operating income

##### Accounting principles

**Operating income from ordinary activities** corresponds to the measurement of Cofiroute's operating performance before taking into account expenses associated with share-based payments (IFRS 2).

**Current operating income** is intended to show the level of Cofiroute's recurring operating performance excluding the impact of non-recurring transactions and events of the period. It is calculated by adding impacts associated with share-based payments (IFRS 2) and other current operating income and expenses to the operating income from ordinary activities.

**Operating income** is obtained by adding income and expenses considered as non-current to current operating income.

(in € millions)	2017	2016
<b>Revenue</b>	<b>1,521.4</b>	<b>1,457.7</b>
o/w:		
Operating revenue	1,400.4	1,363.5
Revenue – construction of new infrastructure assets under concession	121.0	94.1
<b>Income from ancillary activities</b>	<b>1.9</b>	<b>2.4</b>
Construction expenses	(121.0)	(94.1)
Purchases consumed	(10.1)	(8.4)
External services	(77.4)	(77.8)
Taxes	(169.7)	(168.8)
Employment costs	(92.2)	(92.8)
Other operating income and expenses <sup>(1)</sup>	0.6	(0.3)
Depreciation and amortisation	(248.8)	(246.7)
Net provision expense and other	(0.3)	(3.6)
<b>Operating expenses</b>	<b>(718.7)</b>	<b>(692.5)</b>
<b>Operating income from ordinary activities</b>	<b>804.5</b>	<b>767.6</b>
% of revenue <sup>(2)</sup>	57.4%	56.3%
Share-based payments	(2.0)	(1.8)
Other current operating items	0.0	19.8
<b>Current operating income</b>	<b>802.5</b>	<b>785.6</b>
<b>Operating income</b>	<b>802.5</b>	<b>785.6</b>
% of revenue <sup>(2)</sup>	57.3%	57.6%

<sup>(1)</sup> Capital gains or losses net of disposal of property, plant and equipment and intangible assets.

<sup>(2)</sup> Percentage calculated on the basis of revenue excluding the construction of new concession infrastructure assets by third parties.

In 2016, other current operating items notably included the impact of changes in the indexation clauses used in the measurement of provisions for the obligation on the upkeep of the concession assets (see Note G.10.4. "Breakdown of current provisions").

### 3.3. Employment costs

Employment costs break down as follows:

(in € millions)	2017	2016
Wages and salaries	(51.0)	(53.5)
Payroll expenses	(24.6)	(25.7)
Costs of defined-contribution plans	(5.0)	(4.8)
Performance-based and statutory profit-sharing	(11.6)	(8.8)
<b>Wages and employee benefit expenses</b>	<b>(92.2)</b>	<b>(92.8)</b>

The headcount at 31 December 2017 was as follows:

	31/12/2017	31/12/2016
Engineers and managers	239	228
Office staff, workers and supervisory staff	1,144	1,228
<b>Total</b>	<b>1,383</b>	<b>1,456</b>

### 3.4. Depreciation and amortisation

Depreciation and amortisation break down as follows:

(in € millions)	2017	2016
Concession intangible assets	(107.6)	(197.1)
Concession property, plant and equipment	(137.4)	(45.2)
Property, plant and equipment and intangible assets	(3.9)	(4.4)
<b>Depreciation and amortisation</b>	<b>(248.8)</b>	<b>(246.7)</b>

Depreciation and amortisation expenses amounted to €248.8 million, remaining stable compared with 2016 (–€246.7 million). During fiscal year 2017, €91.9 million in amortisation of intangible assets under concession were reclassified as amortisation of property, plant and equipment under concession.

## 4. Financial income and expenses

### Accounting principles

The cost of net financial debt includes:

- the cost of gross financial debt, which includes the interest expense calculated at the effective interest rate, and gains and losses on interest-rate derivatives allocated to gross financial debt whether designated as hedges for accounting purposes or not;
- financial income from investments, which includes revenue generated by investments in cash and cash equivalents measured at fair value through profit or loss.

Other financial income and expenses mainly comprise discounting income and expenses, capitalised borrowing costs, foreign exchange gains and losses, and changes in the value of derivatives not related to interest-rate and foreign-exchange risk management.

Capitalised borrowing costs relate to the concession works and are incorporated in the value of non-current assets during the construction period. They are determined as follows:

- to the extent that funds are borrowed specifically for the purpose of constructing an asset, the borrowing costs eligible for capitalisation on that asset are the actual borrowing costs incurred during the financial year less any investment income arising from the temporary investment of those borrowings;
- when borrowing is not intended to finance a specific project, the interest eligible for capitalisation on an asset is determined by applying a capitalisation rate to the expenditure on that asset. This capitalisation rate is equal to the weighted average of the costs of borrowing funds for construction work, other than those specifically intended for the construction of given assets.

(in € millions)	2017	2016
<b>Cost of gross financial debt</b>	<b>(90.0)</b>	<b>(102.2)</b>
Financial income from cash investments	0.0	1.2
<b>Cost of net financial debt</b>	<b>(90.0)</b>	<b>(101.0)</b>
Capitalised borrowing costs	0.0	0.0
Discounting costs	(2.6)	(7.8)
Foreign exchange gains and losses	0.0	0.0
<b>Other financial income and expenses</b>	<b>(2.6)</b>	<b>(7.8)</b>

The cost of net financial debt amounted to €90 million in 2017 against €101 million in 2016. This change came primarily from refinancing on better terms following the repayments made in 2016 and 2017 and from lower interest rates on the variable rate portion of the debt.

Other financial expenses included discounting costs, which totalled -€2.6 million at 31 December 2017, compared to -€7.8 million at 31 December 2016.

These relate mainly to provisions for the obligation to maintain the condition of concession assets in the amount of -€2.5 million at 31 December 2017 (-€7.5 million at 31 December 2016).

Financial income and expenses break down as follows by category of financial assets and liabilities:

(in € millions)	31/12/2017		
	Cost of net financial debt	Other financial expenses and revenue	Equity
Liabilities at amortised cost	(115.8)		
Assets and liabilities measured at fair value through earnings	(0.5)		
Derivatives designated as hedges: assets and liabilities	26.3		0.0
Derivatives at fair value through profit and loss: assets and liabilities	0.0		
Discounting costs		(2.6)	
Foreign exchange gains and losses		0.0	
<b>Total financial income and expenses</b>	<b>(90.0)</b>	<b>(2.6)</b>	<b>0.0</b>

(in € millions)	31/12/2016		Equity
	Cost of net financial debt	Other financial expenses and revenue	
Liabilities at amortised cost	(131.2)		
Assets and liabilities measured at fair value through earnings	1.2		
Derivatives designated as hedges: assets and liabilities	28.0		0.0
Derivatives at fair value through profit and loss: assets and liabilities	1.1		
Discounting costs		(7.8)	
Foreign exchange gains and losses		0.0	
<b>Total financial income and expenses</b>	<b>(101.0)</b>	<b>(7.8)</b>	<b>0.0</b>

Gains and losses on derivatives relating to borrowings (derivatives designated as hedging instruments) break down as follows:

(in € millions)	31/12/2017	31/12/2016
Net interest from derivatives designated as fair value hedges	26.0	27.7
Change in value of derivatives designated as fair value hedges	(31.8)	(53.7)
Change in value of the adjustment to hedged financial debt at fair value	31.8	53.7
Reserve transferred to income in respect of cash flow hedges	0.3	0.3
<i>of which, the change in fair value of derivative instruments qualifying as cash flow hedges</i>	<i>0.3</i>	<i>0.3</i>
Ineffective portion of cash flow hedges	0.0	0.0
<b>Gains and losses on derivative instruments allocated to net financial debt</b>	<b>26.3</b>	<b>28.0</b>

## 5. Income tax expense

### Accounting principles

Cofiroute calculates its income taxes in accordance with French tax law. In accordance with IAS 12, deferred tax is recognised for the temporary differences between the carrying amount and the tax base of assets and liabilities. Tax is calculated on the basis of the latest tax rates enacted or substantively enacted at the balance sheet date. The effects of changes in tax rates from one period to another are recognised in the income statement in the period in which the change occurs except when they relate to transactions recognised in other comprehensive income or directly in equity.

Deferred tax relating to share-based payments (IFRS 2) is recognised in income as long as the deductible base does not exceed the fair value of the plans drawn up in accordance with IFRS 2.

Deferred tax balances are determined on the basis of the tax status of Cofiroute and are presented as assets or liabilities at their net position by tax category. Deferred tax is reviewed at each balance sheet date to take account in particular of the impact of changes in tax law and the prospect of recovery. Deferred tax assets are only recognised if their recovery is probable.

Deferred tax assets and liabilities are not discounted.

Income tax expense climbed to €252.9 million at 31 December 2017, from €200 million at 31 December 2016.

### 5.1. Breakdown of net tax expense

(in € millions)	2017	2016
Current tax	(248.5)	(241.8)
Deferred tax	5.0	10.7
<b>Total excl. Non-current taxation</b>	<b>(243.6)</b>	<b>(231.2)</b>
impact of non-current changes in deferred tax	16.0	31.1
Exceptional contribution of 15% tax	(36.1)	0.0
Refund of the 3% contribution on dividends	10.8	0.0
<b>Total taxes</b>	<b>(252.9)</b>	<b>(200.0)</b>

Net tax expense for the period reflects:

- tax recorded by Cofiroute, belonging to the VINCI tax group;
- the supplementary welfare tax of 3.3% of the Company tax rate;
- the non-recurring contribution of 15% tax on companies with revenue of between €1 billion and 3 billion;
- the refund of the 3% contribution on dividends;
- non-current changes in deferred tax (reduction in corporate income tax rate from 33.33% to 25.00% in 2022 with an impact of €16 million (€31.1 million in 2016)).

## 5.2. Effective tax rate

The effective tax rate fell to 34.31% in 2017, excluding the effect of non-recurring taxes, from 34.15% in 2016.

The difference between the tax calculated using the standard tax rate in force in France and the amount of tax effectively recognised in the period can be analysed as follows:

(in € millions)	2017	2016
Income before tax	709.9	676.8
Theoretical tax rate in force in France	34.43%	34.43%
<b>Expected theoretical tax expense</b>	<b>(244.4)</b>	<b>(233.0)</b>
Permanent differences and other	0.9	1.9
<b>Tax actually incurred excl. Non-current portion</b>	<b>(243.6)</b>	<b>(231.2)</b>
Effective tax rate excl. non-current taxation	34.31%	34.15%
Impact of non-current changes in deferred tax	16.0	31.1
Exceptional contribution of 15% tax	(36.1)	0.0
Refund of the 3% contribution on dividends	10.8	0.0
Effective tax rate	35.62%	29.55%

The permanent differences include in particular the effects stemming from the fact that most components of the share-based payment expense are not tax deductible.

## 5.3. Breakdown of deferred tax assets and liabilities

(in € millions)	Change				31/12/2016
	31/12/2017	Net income	Shareholders' equity	Other	
<b>Deferred tax assets</b>					
Retirement benefit obligations	6.7	(0.3)	0.5	(0.9)	7.4
Temporary differences on provisions	0.0			(11.4)	11.4
Concession assets (capitalised borrowing costs and other)	19.7	0.1		10.6	9.1
Fair value adjustment on financial instruments	(0.0)			(0.7)	0.7
Other	14.9	(0.8)		(21.7)	37.3
<b>Total</b>	<b>41.2</b>	<b>(1.0)</b>	<b>0.5</b>	<b>(24.2)</b>	<b>65.9</b>
<b>Deferred tax liabilities</b>					
Property, plant and equipment	7.4	(1.3)		8.7	0.0
Fair value adjustment on financial instruments	3.9	(0.5)	(0.1)	4.5	0.1
Provisions	2.2	0.0		(10.1)	12.2
Concession assets (capitalised borrowing costs and other)	172.5	(24.2)		(9.9)	206.7
Tax-regulated depreciation and amortisation	(0.0)			(8.7)	8.7
Other	1.2	4.0		(7.7)	4.9
<b>Total</b>	<b>187.2</b>	<b>(22.0)</b>	<b>(0.1)</b>	<b>(23.2)</b>	<b>232.6</b>
<b>Net deferred tax</b>	<b>(146.0)</b>	<b>21.0</b>	<b>0.6</b>	<b>(1.0)</b>	<b>(166.6)</b>

Deferred taxes net of liabilities were €146 million (versus €166.6 million in 2016).

## 5.4. Unrecognised deferred taxes

Deferred tax assets amounting to €7.3 million (unchanged from 31 December 2016) were not recognised at 31 December 2017 as it was deemed unlikely that sufficient taxable income would be available to enable their use. They relate to the impairment of Toll Collect shares.

## 6. Earnings per share

### Accounting principles

Earnings per share before dilution (basic earnings per share) correspond to net income divided by the number of shares for the year.

The share capital of Cofiroute SA comprises 4,058,516 shares, unchanged from 2016 to 2017. The Company has not issued any instrument granting rights to shares.

As a result, the number of shares used to calculate both basic and diluted earnings per share in 2017, as in 2016, stood at 4,058,516.

Earnings per share amounted to €112.62 in 2017 (€117.48 in 2016).

## D. Service Concession Contracts

### Accounting principles

At Cofiroute and according to the provisions of IFRIC 12 "Service Concession Arrangements", a concession operator has two business activities:

- a construction business consisting of its obligations to design, build and finance new infrastructure that it provides for the concession grantor: revenue is recognised according to the percentage of completion method of accounting under IAS 11;
- an operating and maintenance activity in respect of concession assets: revenue is recognised in accordance with IAS 18.

The operator has the right to receive toll or other revenue from users for financing and building the infrastructure. If the grantor pays the concession operator on the basis of the extent to which users use the service, with no guarantee of payment amounts (simple "pass through" or "shadow toll" agreement), the "Intangible Asset Model" also applies.

In accordance with this model, the concession operator's right to receive toll or other revenue is recognised in the concession company's balance sheet under "Concession intangible assets" (see Note D.7.1. "Concession intangible assets").

This right corresponds to the fair value of the infrastructure asset under concession plus the capitalised borrowing costs recognised during the construction period. It is amortised over the period covered by the contract in order to reflect the pace at which the contract's economic benefits are consumed, from the date on which the infrastructure asset is commissioned.

This model has been applied to the two Cofiroute concession contracts.

Grants related to assets are presented on the balance sheet and charged against the carrying amount of the asset for which they were received.

## 7. Concession intangible assets

### 7.1. Details of intangible assets under concession

(in € millions)	Cost of infrastructure in service <sup>(*)</sup>	Advances and outstanding amounts	Total
<b>Gross</b>			
<b>At 01/01/2016</b>	<b>8,004.6</b>	<b>97.1</b>	<b>8,101.7</b>
Acquisitions during the period	16.4	77.8	94.1
Other movements	(14.3)	(52.8)	(67.0)
<b>At 31/12/2016</b>	<b>8,006.7</b>	<b>122.1</b>	<b>8,128.8</b>
Acquisitions during the period	15.6	104.2	119.8
Other movements	43.8	(46.3)	(2.5)
<b>At 31/12/2017</b>	<b>8,066.1</b>	<b>180.0</b>	<b>8,246.1</b>
<b>Depreciation and amortisation</b>			
<b>At 01/01/2016</b>	<b>(3,237.8)</b>		<b>(3,237.8)</b>
Depreciation and amortisation during the period	(197.1)		(197.1)
Other movements	63.4		63.4
<b>At 31/12/2016</b>	<b>(3,371.5)</b>		<b>(3,371.5)</b>
Depreciation and amortisation during the period	(107.6)		(107.6)
Other movements	1.2		1.2
<b>At 31/12/2017</b>	<b>(3,477.9)</b>		<b>(3,477.9)</b>
<b>Net</b>			
<b>At 01/01/2016</b>	<b>4,766.7</b>	<b>97.1</b>	<b>4,863.9</b>
<b>At 31/12/2016</b>	<b>4,635.2</b>	<b>122.1</b>	<b>4,757.3</b>
<b>At 31/12/2017</b>	<b>4,588.2</b>	<b>180.0</b>	<b>4,768.2</b>

<sup>(\*)</sup> After deduction of grants.

The increase in intangible assets under concession in gross value corresponds mainly to the €119.8 million of acquisitions made in 2017 (against €94.1 million in 2016). They include fixed assets in progress of €104.2 million in 2017 related mainly to completion of the operations of the 3rd plan contract, the continuing work on the final configuration of the A28 and A85 and the implementation of the motorway stimulus plan signed in 2015. During fiscal year 2017, €91.9 million in amortisation of intangible assets under concession were reclassified as amortisation of property, plant and equipment under concession.

### 7.2. Main characteristics of concession contracts

The characteristics of the main concession contracts operated by Cofiroute are shown in the following table:

2017	Control and regulation of prices by concession grantor	Remuneration paid by	Grant or guarantee from concession grantor	Residual value	Concession end date or average duration	Accounting model
<b>Cofiroute</b>						
<b>Inter-urban toll motorway network - France (1,100 km of toll motorways)</b>	Pricing regulation as defined in the concession contract. Rate increases subject to the approval of the concession grantor.	Users	None	Infrastructure returned to grantor for no consideration at the end of the contract unless purchased before term by the grantor on the basis of its economic value.	Contract end: 30 June 2034	Intangible asset
<b>Duplex A86 - France (11-km toll tunnel)</b>	Pricing regulation as defined in the concession contract. Price increases subject to agreement by grantor.	Users	None	Infrastructure returned to grantor for no consideration at the end of the contract unless purchased before term by the grantor on the basis of its economic value.	Contract end: end of December 2086	Intangible asset

### 7.3. Commitments given under concession contracts

#### Contractual investment and renewal obligations

Under the concession contracts it has signed, Cofiroute has committed to making certain infrastructure investments in facilities that it will subsequently operate as a concession company.

Cofiroute has a well-defined contractual framework of concession contracts and master contracts, and enjoys good visibility with respect to its outlook.

As at 31 December 2017, the total investment commitment provided for under the concession contracts was €881.8 million compared with €984.7 million in 2016.

## E. Other balance sheet items and commitments related to the business

### 8. Property, plant and equipment and other intangible assets

#### 8.1. Property, plant and equipment

##### Accounting principles

Property, plant and equipment are recorded at acquisition or production cost, net of investment grants received, less cumulative depreciation and any impairment losses. Their value is not remeasured. These assets mainly include fittings, equipment, furniture and vehicles wholly owned by Cofiroute. They also include concession operating property, plant and equipment that is not controlled by the grantor but that is necessary for the operation of the concession: buildings used in operations, toll equipment, signage, remote transmission, video surveillance, vehicles and equipment.

Depreciation is generally calculated on a straight-line basis over the period of use of the asset. Accelerated depreciation may, however, apply when deemed more appropriate given the terms of use of the asset.

Periods of use of the various categories of property, plant and equipment (fittings, equipment, furniture and vehicles) range from three to ten years.

Depreciation commences on the date on which the asset is ready to come into service.

(in € millions)	Concession property, plant and equipment	Land	Fixtures and fittings	Plant, equipment and fixtures	Total
<b>Gross</b>					
<b>At 01/01/2016</b>	<b>833.4</b>	<b>1.1</b>	<b>11.1</b>	<b>37.3</b>	<b>882.9</b>
Acquisitions during the period	27.4	0.0	1.0	0.8	29.1
Disposals during the period	(3.6)	(0.0)	(0.2)	(0.1)	(3.9)
Other movements	5.5	0.3	(21.1)	(8.6)	(24.0)
<b>At 31/12/2016</b>	<b>862.7</b>	<b>1.4</b>	<b>(9.2)</b>	<b>29.3</b>	<b>884.2</b>
Acquisitions during the period	22.4	0.0	2.2	0.0	24.6
Disposals during the period	(10.8)	(0.0)	(2.5)	(0.2)	(13.5)
Other movements	2.4	(0.0)	(0.0)	0.2	2.6
<b>At 31/12/2017</b>	<b>876.7</b>	<b>1.3</b>	<b>(9.5)</b>	<b>29.3</b>	<b>897.8</b>
<b>Depreciation and amortisation</b>					
<b>At 01/01/2016</b>	<b>(475.8)</b>		<b>(5.4)</b>	<b>(29.0)</b>	<b>(510.2)</b>
Depreciation and amortisation during the period	(45.2)		(2.6)	(1.9)	(49.6)
Other movements	0.5		20.9	4.8	26.2
<b>At 31/12/2016</b>	<b>(520.5)</b>		<b>12.9</b>	<b>(26.0)</b>	<b>(533.6)</b>
Depreciation and amortisation during the period	(137.4)		(1.9)	(0.4)	(139.8)
Other movements	9.6		1.3	0.2	11.0
<b>At 31/12/2017</b>	<b>(648.3)</b>		<b>12.3</b>	<b>(26.3)</b>	<b>(662.3)</b>
<b>Net</b>					
<b>At 01/01/2016</b>	<b>357.6</b>	<b>1.1</b>	<b>5.7</b>	<b>8.3</b>	<b>372.7</b>
<b>At 31/12/2016</b>	<b>342.3</b>	<b>1.4</b>	<b>3.7</b>	<b>3.3</b>	<b>350.6</b>
<b>At 31/12/2017</b>	<b>228.5</b>	<b>1.3</b>	<b>2.8</b>	<b>3.0</b>	<b>235.5</b>

During fiscal year 2017, €91.9 million in amortisation of intangible assets under concession were reclassified as amortisation of property, plant and equipment under concession.

**8.2. Other intangible assets**

They mainly include software licenses and software. They are stated in the balance sheet at acquisition cost less amortisation and any accumulated impairment losses. They are amortised on a straight-line basis over their useful life.

The net value of the other intangible assets amounted to €2.7 million at 31 December 2017. These include software, patents, licences and other intangible assets, representing a gross value of €29.7 million.

Cumulative depreciation recorded at the end of 2017 stood at €26.9 million.

**8.3. Impairment of non-financial non-current assets**

Impairment tests must be performed on intangible assets and property, plant and equipment under certain circumstances. For current assets under construction, a test is performed at least once a year, and whenever there is an indication that the asset may be impaired. For other fixed assets, a test is performed only when an indication of impairment appears. In accordance with IAS 36, the criteria adopted to assess indications that an asset might be impaired will either be external (e.g. a material change in market conditions) or internal (e.g. a material reduction in revenue, etc.). Assets tested for impairment are grouped within cash-generating units (CGUs), defined as homogenous assets that generate identifiable cash inflows. If a CGU's recoverable amount is lower than its net carrying amount, an impairment loss is recognised under operating income. The recoverable amount of a CGU is the higher of its fair value less costs to sell and its value in use. Value in use is the discounted present value of the future cash flows expected to arise from an asset or CGU. The discount rate is determined for each cash-generating unit, according to its geographical location and the risk profile of its business.

No impairment loss was recorded for 2017.

**9. Other non-current financial assets**

Available-for-sale assets at 31 December 2017 included the 10% stake in Toll Collect in Germany, whose historical cost of €47 million was fully written down.

**10. Working capital requirement and current provisions****Accounting principles**

Trade and other operating receivables are current financial assets. They are initially measured at their fair value, i.e. generally their nominal value, unless they have been significantly discounted. At each period, trade receivables and other operating current assets are measured at amortised cost less impairment losses, taking into account any risks of non-recovery.

An estimate of the probability of non-recovery is made at each balance sheet date and an impairment loss is recognised if necessary. The likelihood of non-recovery is assessed in the light of payment delays and guarantees obtained.

Inventories are recognised at their acquisition cost. They mainly comprise supplies needed to maintain motorways and keep them open for traffic (chloride and fuel). They are measured using the weighted average cost (WAC) method at the balance sheet date.

**10.1. Change in the working capital requirement**

(in € millions)	31/12/2017	31/12/2016	2017-2016 changes	
			Related to operations	Other changes
Inventories and work in progress (net)	2.0	2.1	(0.1)	0.0
Trade and other receivables	110.2	107.5	2.8	0.0
Other current operating assets	38.6	41.0	(2.3)	0.0
<b>Inventories and operating receivables (I)</b>	<b>150.9</b>	<b>150.6</b>	<b>0.4</b>	<b>0.0</b>
Trade payables	(32.9)	(28.5)	(4.4)	0.0
Other current operating liabilities	(110.6)	(107.8)	(2.9)	0.0
<b>Trade and other operating payables (II)</b>	<b>(143.6)</b>	<b>(136.3)</b>	<b>(7.3)</b>	<b>0.0</b>
<b>Working capital requirement (before current provisions) (I+II)</b>	<b>7.4</b>	<b>14.3</b>	<b>(6.9)</b>	<b>0.0</b>
<b>Current provisions</b>	<b>(241.0)</b>	<b>(238.2)</b>	<b>(0.2)</b>	<b>(2.6)</b>
o/w part at less than one year of non-current provisions	0.0	(0.6)	1.2	(0.6)
<b>Working capital requirement (after current provisions)</b>	<b>(233.7)</b>	<b>(223.9)</b>	<b>(7.1)</b>	<b>(2.6)</b>

The working capital requirement (WCR) comprises current assets and liabilities related to operations except for current tax assets and liabilities and other current financial assets and liabilities.

## 10.2. Current operating assets and liabilities

The components of working capital requirement break down with respect to maturity in the following manner:

(in € millions)	31/12/2017	Maturity				
		< 1 year			From 1 to 5 years	> 5 years
		1 to 3 months	3 to 6 months	6 to 12 months		
Inventories and work in progress (net)	2.0	2.0				
Trade and other receivables	110.2	110.2				
Other current operating assets	38.6	32.4	0.2	0.4	2.7	3.0
<b>Inventories and operating receivables (I)</b>	<b>150.9</b>	<b>144.7</b>	<b>0.2</b>	<b>0.4</b>	<b>2.7</b>	<b>3.0</b>
Trade payables	(32.9)	(32.9)				
Other current operating liabilities	(110.6)	(99.5)	(11.2)			
<b>Trade and other operating payables (II)</b>	<b>(143.6)</b>	<b>(132.4)</b>	<b>(11.2)</b>	<b>0.0</b>	<b>0.0</b>	<b>0.0</b>
<b>Working capital requirement (before current provisions) (I + II)</b>	<b>7.4</b>	<b>12.3</b>	<b>(11.0)</b>	<b>0.4</b>	<b>2.7</b>	<b>3.0</b>

## 10.3. Breakdown of trade receivables

The following table presents invoiced trade receivables and any possible depreciation:

(in € millions)	31/12/2017	31/12/2016
Trade receivables invoiced	23.1	24.8
Allowance against trade receivables	(10.0)	(8.5)
<b>Trade receivables net</b>	<b>13.1</b>	<b>16.3</b>

On 31 December 2017 the breakdown of trade receivables and impairment was as follows:

(in € millions)	31/12/2017	< 1 year			
		1 to 3 months	3 to 6 months	6 to 12 months	From 1 to 5 years
Trade receivables invoiced	23.1	20.4	(0.6)	0.7	2.7
Allowance against trade receivables	(10.0)	(7.9)	(0.0)	(0.0)	(2.0)

## 10.4. Breakdown of current provisions

Current provisions are directly linked to the operating cycle, irrespective of their expected maturity. They are accounted for in accordance with IAS 37. They also include the current part (maturing in less than one year) of provisions not directly linked to the operating cycle.

Provisions are recognised for the contractual commitments to keep the facilities under concession in good working order. They are calculated on the basis of a medium to long-term expenditure programme that is reviewed annually. This expenditure is remeasured using the appropriate indices (primarily the TP01, TP02 and TP09 indices).

Provisions are also booked when structures have been identified with established problems. These provisions are recognised at their discounted amounts. The discounted cost is recorded under "Other financial income and expenses".

In 2017 and 2016, current provisions recognised as liabilities in the balance sheet changed in the following manner:

(in € millions)	Opening	Additions	Provisions used	Other reversals not used	Other	Closing
<b>01/01/2016</b>	<b>239.8</b>	<b>32.2</b>	<b>(25.5)</b>	<b>(0.6)</b>	<b>0.0</b>	<b>245.7</b>
Provisions for site restoration	0.1			(0.1)		0.0
Obligation to maintain the condition of concession intangible assets	241.0	17.9	(0.1)	(5.4)	(19.9)	233.6
Other liabilities	4.5	3.8	(1.3)	(2.3)		4.6
<b>31/12/2016</b>	<b>245.7</b>	<b>21.7</b>	<b>(1.5)</b>	<b>(7.8)</b>	<b>(19.9)</b>	<b>238.2</b>
Obligation to maintain the condition of concession intangible assets	233.6	33.1	(21.3)	(5.4)		240.0
Other liabilities	4.6	0.6	(0.9)	(3.4)	0.2	1.0
<b>31/12/2017</b>	<b>238.2</b>	<b>33.7</b>	<b>(22.2)</b>	<b>(8.8)</b>	<b>0.2</b>	<b>241.0</b>

Current provisions relate directly to the operating cycle. The above provisions amounted to €241 million at 31 December 2017 (compared with €238.2 million at 31 December 2016) and mainly relate to provisions for the obligation to maintain the condition of concession assets.

Provisions for the obligation to maintain infrastructure assets under concession in good condition mainly relate to spending on road-surface repairs (surfacing, restructuring of slow lanes, etc.), engineering structures, hydraulic structures and specific equipment for the A86 motorway Duplex. These provisions totalled €240 million at 31 December 2017, up from €233.6 million at 31 December 2016.

## 11. Non-current provisions

Cofiroute fully reversed non-current provisions (€0.2 million) for the year 2017.

## 12. Other contractual obligations and commitments given and received

The commitments given and received by Cofiroute under concession contracts are included in Note D.7.3. to the consolidated financial statements.

### Other contractual obligations

Operating lease commitments totalled €1.7 million at 31 December 2017 and mostly related to long-term leases. These commitments break down by maturity in the following manner:

(in € millions)	31/12/2017	< 1 year	1 to 5 years	> 5 years
Operating leases	1.7	1.1	0.7	0.0

## F. Equity

### 13. Information related to equity

#### 13.1. Share capital

The Company's share capital comprises 4,058,516 shares, unchanged between 2017 and 2016. The Company has not issued any instrument granting rights to shares.

#### 13.2. Distributable reserves and statutory reserve

At 31 December 2017, Cofiroute's distributable reserves amounted to €12.8 million, compared to €2,480.5 million at 31 December 2016, while its statutory reserve remained unchanged at €15.8 million.

#### 13.3. Transactions recognised directly in equity

The following tables provide a breakdown of changes in these items by type of financial instrument:

(in € millions)	31/12/2017	31/12/2016
<b>Cash flow hedges</b>		
Reserve at start of period	1.3	1.6
Changes in fair value for the period	0.0	0.0
Fair value items recognised in the income statement	(0.3)	(0.3)
<b>Gross reserve before tax effect at balance sheet date</b>	<b>0.9</b>	<b>1.3</b>
<b>Gross reserve before tax effect at balance sheet date (Items that can be recycled in the income statement)</b>	<b>0.9</b>	<b>1.3</b>
Associated tax effect	(0.3)	(0.4)
<b>Reserve net of tax (Items that can be recycled in the income statement)</b>	<b>0.6</b>	<b>0.8</b>
<b>Actuarial gains and losses on retirement benefit obligations</b>		
Reserve at start of period	(5.4)	(3.7)
Actuarial gains and losses recognised in the period	1.4	(1.6)
<b>Gross reserve before tax effect at balance sheet date</b>	<b>(4.0)</b>	<b>(5.4)</b>
<b>Gross reserve before tax effect at balance sheet date (Items that cannot be recycled in the income statement)</b>	<b>(4.0)</b>	<b>(5.4)</b>
Associated tax effect	1.4	1.8
<b>Reserve net of tax (Items that cannot be recycled in the income statement)</b>	<b>(2.6)</b>	<b>(3.5)</b>
<b>Total items recognised directly in equity</b>		
Gross reserve before tax effect at balance sheet date	(3.1)	(4.1)
Associated tax effect	1.1	1.4
<b>Reserve net of tax</b>	<b>(2.0)</b>	<b>(2.7)</b>

Changes in fair value recognised in the income statement for the period mainly concern the hedging of floating-rate bonds through the setting up of fixed-for-floating interest rate swaps. These transactions are described in Note 17.1.3. "Description of cash flow hedges".

## 14. Dividends

The balance of the 2016 dividend was paid in April 2017 and amounted to €111.1 million.

An interim dividend on the year was paid in August 2017 in the amount of €81.3 million.

The total amount of the dividend that will be paid out for 2017 will be submitted for approval at the Shareholders' Ordinary General Meeting.

# G. Financing and financial risk management

## 15. Information on net financial debt

### Accounting principles

Bonds, other borrowings and financial debt are recognised at amortised cost using the effective interest rate. The effective interest rate is determined after taking redemption premiums and issuance expenses into account. Under this method, interest expense is measured using the actuarial method and reported under "Cost of gross financial debt".

When the prevailing rate is significantly lower than market rates, particularly in the case of project financing granted by public bodies, the economic benefit that results is considered, according to IAS 20, as a government grant for debt reduction and the related investments.

Certain financing contracts provide for early redemption options, for amounts that are always close to the amortised cost of the financial liabilities that are recognised as a result. Consequently, Cofiroute does not recognise any derivative financial instrument separately from these original contracts.

The current portion of financial debt is reported under "Current financial debt".

At 31 December 2017, net financial debt, as defined by the Group, fell by €342.4 million from 31 December 2016 to €3,772.8 million.

Net financial debt breaks down as follows:

(in € millions)		31/12/2017					31/12/2016				
		Non-Current	Ref.	Current <sup>(*)</sup>	Ref.	Total	Non-Current	Ref.	Current <sup>(*)</sup>	Ref.	Total
Financial instruments recognised at amortised cost	Bonds	(3,131.8)	(1)	(670.5)	(3)	(3,802.3)	(3,030.3)	(1)	(58.4)	(3)	(3,088.7)
	Other bank loans and other financial liabilities	(708.4)	(2)	(136.0)	(3)	(844.4)	(839.9)	(2)	(60.0)	(3)	(899.9)
	<b>Long-term financial liabilities</b>	<b>(3,840.2)</b>		<b>(806.5)</b>		<b>(4,646.7)</b>	<b>(3,870.2)</b>		<b>(118.4)</b>		<b>(3,988.6)</b>
	Other current financial liabilities			0.0	(3)	0.0			(200.5)	(3)	(200.5)
	Bank overdrafts										
	<b>I – Gross financial liabilities</b>	<b>(3,840.2)</b>		<b>(806.5)</b>	<b>(3)</b>	<b>(4,646.7)</b>	<b>(3,870.2)</b>		<b>(318.9)</b>		<b>(4,189.1)</b>
Financial assets measured at fair value through P&L	<i>o/w impact of fair value hedges</i>	(4.7)		(0.9)		(5.6)	(37.4)		0.0		(37.4)
	Cash management financial assets - not cash equivalents			4.0	(4)	4.0			4.0	(4)	4.0
	Cash equivalents			835.6	(5)	835.6					
	Cash			4.9	(5)	4.9			5.6	(5)	5.6
	<b>II – Financial assets</b>	<b>0.0</b>		<b>844.6</b>		<b>844.6</b>	<b>0.0</b>		<b>9.6</b>		<b>9.6</b>
Derivatives	Derivative Financial Instruments – Liabilities	(49.5)	(7)	(26.8)	(8)	(76.3)	(39.2)	(7)	(50.9)	(8)	(90.1)
	Derivative Financial Instruments – Assets	54.2	(6)	51.4	(9)	105.6	76.6	(6)	77.8	(9)	154.5
	<b>III – Derivative instruments</b>	<b>4.7</b>		<b>24.6</b>		<b>29.3</b>	<b>37.4</b>		<b>26.9</b>		<b>64.3</b>
	<b>Net financial debt (I + II + III)</b>	<b>(3,835.5)</b>		<b>62.6</b>		<b>(3,772.8)</b>	<b>(3,832.8)</b>		<b>(81.8)</b>		<b>(4,115.2)</b>

<sup>(\*)</sup> The current portion includes accrued interest not yet due and the part at less than one year.

Derivative financial instruments (assets/liabilities) qualified as hedges are reported in the balance sheet according to their maturity: non-current derivatives instruments (assets/liabilities) due in more than one year and current derivative instruments (assets/liabilities) due within one year.

Derivative financial instruments (assets/liabilities) not qualified as hedges are reported under "current derivative instruments (assets/liabilities)" irrespective of their maturity.

The change in net financial debt breaks down as follows:

(in € millions)	Opening	Cash flows	Ref.	Non-cash changes				Ref.	Closing
				Changes in consolidation scope	Translation effect	Changes in fair value	Other changes		
<b>Bonds</b>	<b>(3,030.3)</b>	<b>(739.9)</b>	<b>3</b>			<b>28.0</b>	<b>610.4</b>	<b>4</b>	<b>(3,131.8)</b>
<b>Other loans and borrowings</b>	<b>(839.9)</b>		<b>3</b>				<b>131.6</b>	<b>4</b>	<b>(708.4)</b>
<b>Current financial liabilities</b>	<b>(318.9)</b>	<b>142.4</b>				<b>3.8</b>	<b>(633.9)</b>		<b>(806.5)</b>
<i>o/w non-current portion of long-term debt</i>	<i>(53.8)</i>	<i>53.8</i>	<i>3</i>				<i>(739.1)</i>	<i>4</i>	<i>(739.1)</i>
<i>o/w current liability</i>	<i>(200.5)</i>	<i>200.5</i>	<i>1</i>					<i>1</i>	<i>-</i>
<i>o/w int accrued not yet due</i>	<i>(64.6)</i>	<i>(111.9)</i>	<i>4</i>				<i>109.0</i>	<i>4</i>	<i>(67.5)</i>
<i>o/w overdraft</i>	<i>-</i>							<i>4</i>	<i>-</i>
<b>Cash mgt assets</b>	<b>4.0</b>		<b>2</b>					<b>4</b>	<b>4.0</b>
<b>Cash and cash equivalents</b>	<b>5.6</b>	<b>835.0</b>	<b>1</b>					<b>1</b>	<b>840.6</b>
<b>Derivative financial instruments - net</b>	<b>64.3</b>	<b>29.2</b>				<b>(35.7)</b>	<b>(28.5)</b>		<b>29.3</b>
<i>FV</i>	<i>43.4</i>	<i>-</i>	<i>3</i>			<i>(35.7)</i>		<i>4</i>	<i>7.7</i>
<i>o/w int accrued not yet due</i>	<i>20.9</i>	<i>29.2</i>	<i>4</i>				<i>(28.5)</i>	<i>4</i>	<i>21.6</i>
<b>Net financial debt</b>	<b>(4,115.2)</b>	<b>266.6</b>	<b>5</b>	<b>-</b>	<b>-</b>	<b>(3.9)</b>	<b>79.7</b>	<b>5</b>	<b>(3,772.8)</b>

Reconciliation of net financial debt with financing flows on statement of cash flows:

(in € millions)	Ref.	2017
Change in net cash	(1)	1,035.5
Change in cash management assets and other current financial debt	(2)	0.0
(Issue) repayment of borrowings	(3)	(686.1)
Other changes	(4)	(7.0)
<b>Change in net financial debt</b>	<b>(5)</b>	<b>342.4</b>

### 15.1. Breakdown of long-term financial debt

At 31 December 2017, long-term financial debt recognised in the balance sheet stood at €4,646.7 million, an increase of €658.1 million compared to 31 December 2016.

This increase in long-term financial debt is principally due to:

- new €750 million financing from a bond issue under its EMTN (Euro Medium Term Note) programme maturing in October 2027, with a coupon rate of 1.125%;
- repayments in the amount of €52.2 million.

Long-term financial debt at 31 December 2017 showed the following characteristics:

(in € millions)	31 december 2017						31/12/2016	
	Currency	Contractual interest rate	Maturity	Nominal amount outstanding	Value in the balance sheet	o/w accrued interest not yet due	Nominal amount outstanding	Value in the balance sheet
<b>Bonds</b>								
2003 bond issue	EUR	5.250%	April-18	600.0	622.3	21.2	600.0	625.7
2006 bond issue	EUR	5.000%	May-21	750.0	823.0	22.8	750.0	840.8
2006 bond tap issue	EUR	5.000%	May-21	350.0	353.8	10.6	350.0	352.1
2016 bond issue	EUR	0.750%	September-28	650.0	607.0	1.5	650.0	614.4
2016 bond issue	EUR	0.375%	February-25	650.0	644.9	2.2	650.0	644.5
2017 bond issue	EUR	1.125%	October-27	750.0	741.9	1.8		
May 2012 Company Savings Plan	EUR	4.750%	May-17	0.0	0.0	0.0	1.1	1.2
May 2013 Company Savings Plan	EUR	4.250%	May-18	8.8	9.1	0.2	8.8	9.3
May 2021 Company Savings Plan	EUR	3.250%	May-21	0.2	0.2	0.0	0.6	0.7
<b>Other bank loans and other financial liabilities</b>								
EIB March 2002	EUR	EIB RATE	March-13 to March-27	50.0	50.0	0.0	55.0	55.0
EIB December 2002	EUR	EUR3M + 0.455%	December-13 to December-27	33.3	33.3	0.0	36.7	36.7
EIB March 2003	EUR	5.080%	March-18	75.0	78.8	2.9	75.0	82.6
EIB December 2004	EUR	EIB RATE	December-19	200.0	200.0	0.0	200.0	200.0
EIB December 2005	EUR	4.115%	December-12 to December-25	121.0	121.4	0.4	133.6	134.1
EIB December 2006	EUR	4.370%	December-13 to December-29	35.3	35.4	0.1	38.2	38.3
EIB June 2007	EUR	4.380%	June-14 to June-29	157.5	161.0	3.5	170.6	174.4
EIB November 2008	EUR	EUR3M + 0.324%	November-13 to November-28	171.9	165.2	0.0	187.5	179.8
Credit facility	EUR	EUR +0.35%	May-21		(0.8)	0.06		(1.0)
<b>Long-term financial debt</b>				<b>4,603.0</b>	<b>4,646.7</b>	<b>67.5</b>	<b>3,907.2</b>	<b>3,988.6</b>

## 15.2. Repayment schedule of financial liabilities and associated interest payments

The maturity of Cofiroute's financial liabilities, at redemption value and the associated interest payments, based on interest rates at 31 December 2017, breaks down as follows:

	31/12/2017							
(in € millions)	Value in the balance sheet	Capital and interest cash flows	≤ 3 months	> 3 months ≤ 6 months	> 6 months ≤ 1 year	> 1 year ≤ 2 years	> 2 years ≤ 5 years	> 5 years
<b>Bonds</b>								
Capital	(3,802.3)	(3,759.0)	0.0	(608.8)	0.0	0.0	(1,100.2)	(2,050.0)
Interest payment cash flows		(408.0)	(1.0)	(86.9)	(13.3)	(70.8)	(157.3)	(78.8)
<b>Other bank loans and other financial liabilities</b>								
Capital	(844.4)	(844.0)	(80.0)	(16.5)	(31.7)	(253.7)	(164.4)	(297.7)
Interest payment cash flows		(82.3)	(3.8)	(6.9)	(6.5)	(12.2)	(28.9)	(23.9)
<b>Sub total: long-term financial liabilities</b>	<b>(4,646.7)</b>	<b>(5,093.3)</b>	<b>(84.8)</b>	<b>(719.1)</b>	<b>(51.6)</b>	<b>(336.7)</b>	<b>(1,450.8)</b>	<b>(2,450.4)</b>
Other current financial liabilities	0.0	0.0	0.0					
<b>I – Financial liabilities</b>	<b>(4,646.7)</b>	<b>(5,093.3)</b>	<b>(84.8)</b>	<b>(719.1)</b>	<b>(51.6)</b>	<b>(336.7)</b>	<b>(1,450.8)</b>	<b>(2,450.4)</b>
Cash management financial assets	4.0	4.0	4.0					
Cash equivalents	835.6	835.6	835.6					
Cash	4.9	4.9	4.9					
<b>II – Financial assets</b>	<b>844.6</b>	<b>844.6</b>	<b>844.6</b>					
Derivative Financial Instruments – Liabilities	(76.3)	99.8	1.4	(26.4)	10.7	12.4	37.1	64.6
Derivative Financial Instruments – Assets	105.6	53.3	1.1	53.9	(8.7)	12.0	22.3	(27.4)
<b>III – Derivative instruments</b>	<b>29.3</b>	<b>153.0</b>	<b>2.5</b>	<b>27.5</b>	<b>2.0</b>	<b>24.4</b>	<b>59.4</b>	<b>37.2</b>
<b>Net financial debt (I + II + III)</b>	<b>(3,772.8)</b>	<b>(4,095.7)</b>	<b>762.2</b>	<b>(691.5)</b>	<b>(49.5)</b>	<b>(312.3)</b>	<b>(1,391.4)</b>	<b>(2,413.1)</b>
Trade accounts payable	(80.0)	(80.0)	(80.0)					

At 31 December 2017, the average maturity of Cofiroute's long-term financial debt was 5.7 years (compared to 5.9 years at 31 December 2016).

**15.3. Financial covenants**

Cofiroute's financing agreements (bonds, bank loans and credit facilities) do not include any case of default as defined by financial covenants. Financial terms of bank credit lines of €500 million are determined based on a leverage ratio.

Furthermore, some finance agreements stipulate that a change in control of the borrower may require mandatory early redemption or repayment.

**15.4. Credit ratings**

At 31 December 2017, Cofiroute had a long-term financial rating from Standard & Poor's of A- with a stable outlook.

**16. Net cash managed and available resources****Accounting principles**

Cash and cash equivalents include bank current accounts, short-term liquid investments and are subject to an insignificant risk of changes in value. Cash equivalents comprise in particular interest-bearing accounts, monetary UCITS and certificates of deposit with maturities not exceeding three months at inception. Bank overdrafts are not included in cash and are reported under "Current financial liabilities". Changes in the fair value of these instruments are recognised directly in profit or loss.

Cash management financial assets include money market securities and bonds and short-term investments in UCITS that do not meet the criteria for cash equivalents defined by IAS 7. They are measured and recognised at their fair value. Changes in the value of these instruments are recognised directly in profit or loss.

Purchases and sales of cash management financial assets are recognised at their transaction date.

At 31 December 2017, Cofiroute's available resources amounted to €1,344.6 million, comprising €844.6 million in net cash under management and €500 million in the form of a confirmed but undrawn medium-term bank line of credit.

**16.1. Breakdown of net cash under management**

Net cash under management, including cash management financial assets, breaks down as follows:

<i>(in € millions)</i>	31/12/2017	31/12/2016
<b>Cash equivalents</b>	<b>835.6</b>	<b>0.0</b>
<i>Balance of cash management current accounts</i>	<i>835.6</i>	<i>0.0</i>
<i>Term deposits</i>	<i>0.0</i>	<i>0.0</i>
<b>Cash</b>	<b>4.9</b>	<b>5.6</b>
<b>Current financial debt</b>	<b>0.0</b>	<b>(200.5)</b>
<b>Net cash</b>	<b>840.6</b>	<b>(194.9)</b>
<b>Cash management financial assets</b>	<b>4.0</b>	<b>4.0</b>
<i>Term accounts</i>	<i>4.0</i>	<i>4.0</i>
<b>Net cash managed</b>	<b>844.6</b>	<b>(190.9)</b>

The investment vehicles used by Cofiroute are mainly money market UCITS, negotiable debt securities (in particular, bank certificates of deposit) and term accounts. They are measured and recognised at their fair value.

Investments ("cash management financial assets" and "cash equivalents") are managed to avoid risks to capital and are monitored through a performance and risk control system.

Most cash is invested in a current account with VINCI Autoroutes in the form of time deposits under a cash pooling agreement. Other cash management financial assets consist of marketable securities pledged to the employee savings plan. Where applicable, any cash borrowed from the VINCI Autoroutes current account is presented under current financial debt.

At 31 December 2017, the Group had total outstandings of €844.6 million in cash under management.

**16.2. Bank credit facilities**

Cofiroute has a revolving credit line of €500 million maturing in May 2021.

## 17. Information on financial risk management

### Accounting principles

The Group uses derivatives to hedge its exposure to market risks, mainly interest rate risk. Most interest rate derivatives used by Cofiroute are designated as hedging instruments. Hedge accounting is applicable in particular if the criteria set out in IAS 39 are met:

- the hedging relationship is clearly designated and documented at inception;
- “the effectiveness” of the hedging relationship is demonstrated prospectively and retrospectively from the outset and at each reporting date.

Changes in fair value from one period to another are recognised in various ways, depending on whether they constitute:

- a fair value hedge of an asset or a liability or an unrecognised firm commitment;
- a cash flow hedge.

A fair value hedge is used to hedge exposure to the risk of a change in the fair value of a financial asset, a financial liability or an unrecognised firm commitment.

Changes in the fair value of the hedging instrument are recognised in the income statement for the period. The change in value of the hedged item attributable to the hedged risk is recognised symmetrically in the income statement for the period (and adjusted to the carrying amount of the hedged item). These two revaluations offset each other within the same line items in the income statement, for the exact amount of the “ineffective part” of the hedge.

A cash flow hedge is used to hedge exposure to variability in future cash flows associated with an existing asset or liability, or a forecast highly probable transaction.

Changes in the fair value of the derivative financial instrument are recognised in equity for the effective part and in the income statement for the “ineffective part” of the hedge. Cumulative gains or losses in equity are taken to the income statement under the same line item as the hedged item — i.e. under operating income and expenses for cash flows from operations and under financial income and expense otherwise — when the hedged cash flow affects the income statement.

If the hedging relationship is interrupted because it is no longer considered effective, the cumulative gains or losses in respect of the derivative instrument are retained in equity and symmetrically recognised with the cash flow hedged. If the future cash flow is no longer expected, the gains and losses previously recognised in equity are taken to the income statement.

Derivative financial instruments not designated as hedging instruments are recognised in the balance sheet at their fair value, while changes in fair value are recognised in the income statement.

### Management rules

Given the high level of its net financial debt and associated financial income, Cofiroute has set up a system to manage and monitor its various financial risks, and principally interest rate risk; Cofiroute’s IFRS net debt is entirely denominated in euros.

The Group’s Finance Department is generally in charge of managing and limiting these financial risks, in accordance with the management policies approved by the Audit Committee and the guidelines issued by the Treasury and Finance Committees.

The Treasury Committee is responsible for identifying, assessing and hedging financial risks. Furthermore, Cofiroute uses the information system of its parent company, VINCI.

To manage its exposure to market risks, the Group uses derivative financial instruments recognised in the balance sheet at fair value.

At the balance sheet date, the fair value of derivatives broke down in the following manner:

(in € millions)	Notes	31/12/2017	31/12/2016
		Fair value <sup>(*)</sup>	Fair value <sup>(*)</sup>
Interest-rate derivatives: fair value hedges	17.1.2	24.6	55.6
Interest-rate derivatives: cash flow hedges	17.1.3	0.0	0.0
Interest-rate derivatives: not designated as hedges	17.1.4	4.0	7.9
Other derivatives		0.8	0.8
<b>Interest rate derivatives</b>		<b>29.3</b>	<b>64.3</b>

<sup>(\*)</sup> The fair value includes unpaid accrued interest amounting to €21.6 million at 31/12/2017 and €20.9 million at 31/12/2016

**17.1. Interest rate risk management**

Interest rate risk is managed with two timescales: a long-term timescale, aiming to ensure and optimise the concession's financial equilibrium, and a short-term timescale, aiming to optimise the average cost of debt within the budget according to the situation prevailing in financial markets.

The long-term management objective is to change over time the breakdown between fixed and floating rate debt depending on the debt level (measured by the ratio of net debt to EBITDA), proportion at a fixed rate will be all the greater the higher the level of debt is.

To hedge its interest rate risk, Cofiroute uses derivative financial instruments in the form of options or swaps of which the start may be deferred. These derivatives may be designated as hedges for accounting purposes or not, in accordance with IFRS, but in any event they provide economic hedges.

**17.1.1. Long-term financial debt before and after interest rate hedging and sensitivity to interest rate risk**

The table below shows the breakdown at 31 December 2017 of long-term debt between fixed rate, floating rate and capped floating rate before and after taking hedging derivative financial instruments into account:

Split between fixed and floating rate before hedging											
(in € millions)	Fixed rate			Floating-rate capped/inflation			Floating rate			Total	
	Debt	Proportion	Rate	Debt	Proportion	Rate	Debt	Proportion	Rate	Debt <sup>(4)</sup>	Rate
<b>Total at 31/12/2017</b>	<b>4,125.9</b>	<b>90%</b>	<b>3.01%</b>				<b>455.2</b>	<b>10%</b>	<b>0.01%</b>	<b>4,646.7</b>	<b>2.72%</b>
Total at 31/12/2016	3,416.2	88%	3.41%				479.2	12%	0.01%	3,988.6	2.99%

  

Breakdown between fixed and floating rate after hedging											
(in € millions)	Fixed rate			Floating-rate capped/inflation			Floating rate			Total	
	Debt	Proportion	Rate	Debt	Proportion	Rate	Debt	Proportion	Rate	Debt <sup>(4)</sup>	Rate
<b>Total at 31/12/2017</b>	<b>2,508.6</b>	<b>55%</b>	<b>3.26%</b>				<b>2,072.5</b>	<b>45%</b>	<b>0.49%</b>	<b>4,646.7</b>	<b>2.01%</b>
Total at 31/12/2016	2,046.6	53%	3.76%	0.0	0.0	0.0	1,848.8	47%	0.53%	3,988.6	2.23%

<sup>(4)</sup> Long-term financial debt at amortised cost + unpaid accrued interest + impact of fair value hedges.

**Sensitivity to interest rate risk**

Cofiroute's income statement is exposed to fluctuations in interest rates arising from:

- cash flows related to floating-rate financial instruments;
- fixed-rate financial instruments, recognised at fair value in the balance sheet through earnings;
- derivatives that are not designated as hedging instruments.

By contrast, fluctuations in the value of derivatives designated as cash flow hedges for their effective portion do not have a direct impact on the income statement and are recognised in equity.

The following analysis was carried out by assuming that the amount of financial debt and derivatives at 31 December 2017 remains constant over a year.

A 25-basis point fluctuation in interest rates at the balance sheet date would lead to an increase or a contraction in equity and (pre-tax) income amounting to the sums shown below. For the purpose of this analysis, all the other variables are assumed to remain constant.

(in € millions)	31/12/2017			
	Net income		Equity	
	Impact of the sensitivity calculation		Impact of the sensitivity calculation	
	+ 25 bps	- 25 bps	+ 25 bps	- 25 bps
Floating-rate liabilities after hedging	(5.2)	5.2		
Floating-rate assets after hedging	2.1	(2.1)		
Derivatives not designated as hedges	0.0	0.0		
Derivatives designated as cash flow hedges			0.0	0.0
<b>Total</b>	<b>(3.1)</b>	<b>3.1</b>	<b>0.0</b>	<b>0.0</b>

**17.1.2. Description of fair value hedges**

At the balance sheet date, derivatives designated as fair value hedges broke down as follows:

(in € millions)	31/12/2017				Notional	Fair value
	≤ 1 year	> 1 year ≤ 2 years	> 2 years ≤ 5 years	more than 5 years		
Receive fixed/pay floating interest rate swaps	75.0	0.0	500.0	1,050.0	1,625.0	24.6
Interest rate options (caps, floors, collars)						0.0
<b>Interest rate derivatives: fair value hedges</b>	<b>75.0</b>	<b>0.0</b>	<b>500.0</b>	<b>1,050.0</b>	<b>1,625.0</b>	<b>24.6</b>

(in € millions)	31/12/2016				Notional	Fair value
	≤ 1 year	> 1 year ≤ 2 years	> 2 years ≤ 5 years	more than 5 years		
Receive fixed/pay floating interest rate swaps		75.0	500.0	800.0	1,375.0	55.6
Interest rate options (caps, floors, collars)						0.0
<b>Interest rate derivatives: fair value hedges</b>	<b>0.0</b>	<b>75.0</b>	<b>500.0</b>	<b>800.0</b>	<b>1,375.0</b>	<b>55.6</b>

These transactions mainly hedge the Group's fixed-rate bond issuance.

**17.1.3. Description of cash flow hedges**

Cofiroute's exposure to risks of fluctuation in future interest flows results from floating-rate debt payments as at 31 December 2017.

Cofiroute has set up interest-rate swaps and/or caps in order to fix the coupons on floating-rate debt. Contractual payments relating to these derivatives are settled symmetrically with the hedged interest flows on bonds. The deferred amount in equity is recognised in the income statement in the period in which the interest flows of the debt affect earnings. As there is no intrinsic value, the change in the fair value of caps is entirely recognised in the income statement.

At the balance sheet date, Cofiroute did not hold any instruments designated as cash flow hedges.

The amounts recorded in equity correspond to qualified products derived from settled cash flow hedges. These amounts will have an impact on the income as follows:

(in € millions)	Amount recognised under equity	Reversal to the income statement			
		≤ 1 year	> 1 year ≤ 2 years	> 2 years ≤ 5 years	more than 5 years
Unwound interest rate derivatives designated as cash flow hedges	0.9	0.3	0.3	0.4	0.0
Interest rate derivatives designated as hedges of highly probable future cash flows	0.0	0.0	0.0	0.0	0.0
<b>Total interest rate derivatives designated as cash flow hedges</b>	<b>0.9</b>	<b>0.3</b>	<b>0.3</b>	<b>0.4</b>	<b>0.0</b>

**17.1.4. Derivatives not designated as hedging instruments**

At the balance sheet date, these transactions broke down as follows:

(in € millions)	31/12/2017				Notional	Fair value
	≤ 1 year	> 1 year ≤ 2 years	> 2 years ≤ 5 years	more than 5 years		
Interest rate swap	1,200.0			1,000.0	2,200.0	4.0
Interest rate options (caps, floors, collars)					0.0	0.0
<b>Interest rate derivatives: not designated for hedge accounting</b>	<b>1,200.0</b>	<b>0.0</b>	<b>0.0</b>	<b>1,000.0</b>	<b>2,200.0</b>	<b>4.0</b>

(in € millions)	31/12/2016				Notional	Fair value
	≤ 1 year	> 1 year ≤ 2 years	> 2 years ≤ 5 years	more than 5 years		
Interest rate swap		1,200.0			1,200.0	7.9
Interest rate options (caps, floors, collars)					0.0	0.0
<b>Interest rate derivatives: not designated for hedge accounting</b>	<b>0.0</b>	<b>1,200.0</b>	<b>0.0</b>	<b>0.0</b>	<b>1,200.0</b>	<b>7.9</b>

Transactions not designated as hedges at 31 December 2017 are mirror swaps that do not generate significant risk of changes in fair value in the income statement.

**17.2. Exchange rate risk**

Cofiroute is exposed to a currency risk that is not considered to be significant.

**17.3. Credit and counterparty risk**

Cofiroute is exposed to credit risks in the event of default by its customers. It is exposed to counterparty risk through the investment of its cash and cash equivalents (bank credit balances, negotiable debt securities, term deposits, marketable securities, etc.), the subscription of derivatives, commitments received (sureties and guarantees), unused credit authorisations and financial receivables.

Cofiroute has set up procedures to manage and curb credit risk as well as counterparty risk.

**Receivables**

Cofiroute has set up procedures to keep counterparty risk on trade receivables in check. As such, there is no concentration of credit with any single customer accounting for more than 0.5% of revenue (revenue in excess of €7 million) apart from contracts with badge issuers. Cofiroute considers this risk to be minimal. The breakdown of trade receivables is provided in the Note "Breakdown of trade receivables".

**Financial instruments (investments and derivatives)**

Financial instruments are arranged with financial institutions that meet the credit rating criteria defined by the Group. Moreover, the Group has set up a system of limits per counterparty to manage its counterparty risk. This system sets maximum lines of risk by counterparty defined according to their credit ratings, as determined by Standard & Poor's and Moody's. These limits are regularly monitored and updated by the Group's Finance Department at Treasury Committee meetings on the basis of quarterly reporting.

In addition, the Group's Finance Department has issued instructions setting limits for every authorised counterparty and defining a list of authorised UCITS.

The measurement of the fair value of financial derivative instruments carried by Cofiroute includes a counterparty risk component for the derivative instruments carried as assets and an "own risk" for the derivative instruments carried as liabilities. Credit risk is measured by drawing on the mathematical models usually drawn upon by market players. At 31 December 2017, a €0.8 million adjustment was recognised under counterparty risk.

**Netting agreements**

At 31 December 2017 and in accordance with the provisions of IAS 32, Cofiroute's financial assets and liabilities (including derivative instruments) are not netted in the balance sheet.

However, Cofiroute has netting agreements for its derivative instruments. In the event of default by the Group or by financial institutions with which it holds contracts, these agreements provide for netting between the fair values of assets and liabilities arising from derivative financial instruments presented in the IFRS statement of financial position.

The table below presents the Group's net exposure stemming from these netting agreements:

(in € millions)	31/12/2017			31/12/2016		
	Fair value of derivatives recognised on the balance sheet <sup>(*)</sup>	Impact of netting agreements	Total	Fair value of derivatives recognised on the balance sheet <sup>(*)</sup>	Impact of netting agreements	Total
Derivative Financial Instruments – Assets	102.2	(27.1)	75.1	153.5	(46.7)	106.8
Derivative Financial Instruments – Liabilities	(72.9)	27.1	(45.8)	(89.2)	46.7	(42.5)
<b>Derivative financial instruments – net</b>	<b>29.3</b>	<b>0.0</b>	<b>29.3</b>	<b>64.3</b>	<b>0.0</b>	<b>64.3</b>

<sup>(\*)</sup> Gross amounts as stated on the balance sheet.

Cofiroute's financial derivative instruments, traded over the counter, are not associated with any collateralisation process.

## 18. Carrying amount and fair value by accounting category

The following table shows the carrying amount in the balance sheet of assets and liabilities by category as defined by IAS 39 and their fair value:

	31/12/2017										
	Accounting categories						FV				
	Financial instruments through income statement	Derivatives classified as hedges	Assets measured at fair value (FV option)	Financial assets available for sale	Loans and receivables	Liabilities at amortised cost	Total net carrying amount on the balance sheet of the class	Level 1 Quoted prices	Level 2 Internal model with observable inputs	Level 3 Internal model using non-observable inputs <sup>(1)</sup>	Fair value of the class
(in € millions)											
Investments in unlisted companies				0.0			0.0			0.0	0.0
I – Non-current financial assets				0.0			0.0			0.0	0.0
II – Derivative instruments - assets	30.3	71.8					102.2		102.2		102.2
III – Trade receivables					110.2		110.2		110.2		110.2
Cash management financial assets – not cash equivalents			4.0				4.0		4.0		4.0
Cash equivalents			835.6				835.6		835.6		835.6
Cash			4.9				4.9	4.9			4.9
IV – Current financial assets			844.6				844.6	4.9	839.6	0.0	844.6
Total assets	30.3	71.8	844.6	0.0	110.2	0.0	1,056.9	4.9	1,052.0	0.0	1,056.9
Bonds						(3,802.3)	(3,802.3)	(3,956.0)	(9.2)		(3,965.2)
Other bank loans and other financial debt						(844.4)	(844.4)		(850.9)		(850.9)
V –Non-current financial debt						(4,646.7)	(4,646.7)	(3,956.0)	(860.1)		(4,816.2)
VI – Derivative instruments - liabilities	(25.6)	(47.3)					(72.9)		(72.9)		(72.9)
VII – Trade payables						(80.0)	(80.0)		(80.0)		(80.0)
Other current financial liabilities							0.0	0.0			0.0
VI – Current financial liabilities							0.0	0.0			0.0
Total liabilities	(25.6)	(47.3)	0.0	0.0	0.0	(4,726.7)	(4,799.6)	(3,956.0)	(1,013.0)	0.0	(4,969.0)
Carrying amount of categories	4.7	24.6	844.6	0.0	110.2	(4,726.7)	(3,742.6)	(3,951.1)	39.0	0.0	(3,912.1)

31/12/2016											
Accounting categories											FV
(in € millions)	Financial instruments through income statement	Derivatives classified as hedges	Assets measured at fair value (FV option)	Financial assets available for sale	Loans and receivables	Liabilities at amortised cost	Total net carrying amount on the balance sheet of the class	Level 1 Quoted prices	Level 2 Internal model with observable inputs	Level 3 Internal model using non-observable inputs <sup>(*)</sup>	Fair value of the class
Investments in unlisted companies				0.0			0.0			0.0	0.0
<b>I – Non-current financial assets</b>				0.0			0.0			0.0	0.0
<b>II – Derivative instruments - assets</b>	59.6	93.8					153.5		153.5		153.5
<b>III – Trade receivables</b>					107.5		107.5		107.5		107.5
Cash management financial assets – not cash equivalents			4.0				4.0		4.0		4.0
Cash equivalents			0.0				0.0		0.0		0.0
Cash			5.6				5.6	5.6			5.6
<b>IV – Current financial assets</b>			9.6				9.6	5.6	4.0	0.0	9.6
<b>Total assets</b>	59.6	93.8	9.6	0.0	107.5	0.0	270.6	5.6	265.0	0.0	270.6
Bonds						(3,088.7)	(3,088.7)	(3,267.8)	(10.8)		(3,278.7)
Other bank loans and other financial debt						(899.9)	(899.9)		(903.9)		(903.9)
<b>V – Non-current financial debt</b>						(3,988.6)	(3,988.6)	(3,267.8)	(914.8)		(4,182.6)
<b>VI – Derivative instruments - liabilities</b>	(50.9)	(38.2)					(89.2)		(89.2)		(89.2)
<b>VII – Trade payables</b>						(63.3)	(63.3)		(63.3)		(63.3)
Other current financial liabilities			(200.5)				(200.5)		(200.5)		(200.5)
<b>VI – Current financial liabilities</b>			(200.5)				(200.5)		(200.5)		(200.5)
<b>Total liabilities</b>	(50.9)	(38.2)	(200.5)	0.0	0.0	(4,051.9)	(4,341.6)	(3,267.8)	(1,267.8)	0.0	(4,535.6)
<b>Carrying amount of categories</b>	8.7	55.6	(190.9)	0.0	107.5	(4,051.9)	(4,071.0)	(3,262.2)	(1,002.8)	0.0	(4,265.0)

In 2017, the criteria used to measure the fair value of financial assets and liabilities remained unchanged.

## H. Employee benefits and share-based payments

### 19. Provisions for employee benefits

As at 31 December 2017, provisions for employee benefits due in more than one year broke down as follows:

(in € millions)	31/12/2017	31/12/2016
Provisions for retirement benefit obligations	18.8	19.7
Provisions for other employee benefits	0.0	2.0
<b>Provisions for employee benefits</b>	<b>18.8</b>	<b>21.7</b>

#### 19.1. Provisions for retirement benefit obligations

##### Accounting principles

Provisions are booked in the balance sheet for obligations arising from defined-benefit retirement plans for current employees. These provisions are determined by using the projected unit credit method based on actuarial assessments made at each annual balance sheet date. Each plan's obligations are recognised separately.

Under IAS 19, for defined-benefit plans financed under external management arrangements (i.e. pension funds or insurance policies), the surplus or shortfall of the fair value of the assets compared with the discounted value of the obligations is recognised as an asset or liability in the balance sheet.

The expense recognised under operating income or loss in each period comprises the current service cost and the effects of any change, reduction or winding up of the plan. The accretion impact recognised on actuarial debt and interest income on plan assets are recognised under other financial income and expenses. Interest income from plan assets is calculated using the discount rate used to calculate obligations with respect to defined benefit plans.

The impacts of remeasuring net liabilities (or assets as the case may be) with respect to defined-benefit plans are recorded under other comprehensive income. They primarily comprise:

actuarial gains and losses on obligations resulting from changes in actuarial assumptions and from experience adjustments (the effects of differences between the actuarial assumptions adopted and what has actually occurred);

plan asset outperformance/underperformance (i.e. the difference between the effective return on plan assets and the return calculated using the discount rate applied to the actuarial liability).

The share of provisions for retirement benefit obligations that matures within less than one year is shown under "Other current non-operating liabilities".

Provisions for retirement benefits amounted to €19.3 million at 31 December 2017, including €18.8 million maturing in more than one year, compared to €19.9 million at 31 December 2016, including €19.7 million maturing in more than one year.

Cofiroute's retirement benefit obligations for defined-benefit plans break down into two categories:

- obligations borne directly by Cofiroute, covered by provisions recognised in the IFRS balance sheet. Retirement bonuses and additional defined-benefit pension plans;
- plans that are pre-financed through a contract with an insurance company.

Retirement benefit obligations covered by provisions in the balance sheet are measured on the basis of the following assumptions:

Plan	2017	2016
Discount rate	1.75%	1.20%
Inflation rate	1.60%	1.60%
Rate of salary increases	1.00%	1.00%

The discount rate was determined on the basis of the yields of blue chip corporate bonds (AA rating) whose maturities correspond to the plans' expected cash flows. The discount rate finally adopted is a single rate equivalent to the application of the various rates depending on maturities.

On the basis of these assumptions, retirement benefits, the provisioned and recognised pension expenses break down as follows:

### Reconciliation of obligations and provisions recorded in the balance sheet

(in € millions)	31/12/2017	31/12/2016
<b>Actuarial liability from retirement benefit obligations</b>	<b>24.1</b>	<b>25.2</b>
Fair value of hedging assets	(4.7)	(5.4)
<b>Deficit (or surplus)</b>	<b>19.3</b>	<b>19.9</b>
<b>Provision recognised as liabilities in the balance sheet</b>	<b>19.3</b>	<b>19.9</b>

### Changes in actuarial liabilities and plan assets for the period

(in € millions)	31/12/2017	31/12/2016
<b>Actuarial liability from retirement benefit obligations</b>		
<b>At start of period</b>	<b>25.2</b>	<b>23.0</b>
o/w obligations covered by plan assets	5.4	6.2
Current service cost	1.0	0.9
Actuarial debt discount cost	0.3	0.5
Past service cost (plan changes and curtailments)	0.0	0.0
Actuarial gains and losses recognised in other comprehensive income items <sup>(*)</sup>	(1.3)	1.7
o/w impact of changes in demographic assumptions	0.0	0.0
o/w impact of changes in financial assumptions	(1.6)	2.0
o/w experience gains and losses	0.3	(0.3)
Benefits paid to beneficiaries	(1.2)	(0.8)
Disposals of companies and other	0.1	(0.1)
<b>At close of period</b>	<b>24.1</b>	<b>25.2</b>
o/w obligations covered by plan assets	4.7	5.4

(in € millions)	31/12/2017	31/12/2016
<b>Plan assets</b>		
<b>At start of period</b>	<b>5.4</b>	<b>6.2</b>
Interest income during the period	0.1	0.1
Actuarial gains and losses recognised in other comprehensive income items <sup>(*)</sup>	0.1	0.1
Benefits paid to beneficiaries	(0.8)	(1.0)
<b>At close of period</b>	<b>4.7</b>	<b>5.4</b>

<sup>(\*)</sup> Experience gains and losses corresponding to the variance between the actual return on plan assets and a nominal yield calculated using the discount rate for the actuarial liability.

For 2018, the Company estimates €0.7 million in payments for retirement benefit obligations, comprised solely of benefits paid to retired employees.

### Change in provisions for retirement benefit obligations during the period

(in € millions)	31/12/2017	31/12/2016
<b>Provisions for retirement benefit obligations recognised under liabilities on the balance sheet</b>		
<b>At start of period</b>	<b>19.9</b>	<b>16.9</b>
Total charge recognised with respect to retirement benefit obligations	1.3	1.2
Actuarial gains and losses recognised in other comprehensive income items	(1.4)	1.6
Benefits paid to beneficiaries	(0.4)	0.2
<b>At close of period</b>	<b>19.3</b>	<b>19.9</b>

### Expenses recognised in respect of defined benefit plans break down as follows

(in € millions)	2017	2016
Current service cost	(1.0)	(0.9)
Actuarial debt discount cost	(0.3)	(0.5)
Interest income during the period	0.1	0.1
Impact of plan settlements and other	(0.1)	0.1
<b>Total</b>	<b>(1.3)</b>	<b>(1.2)</b>

The Company contributes to basic government pension plans. This expense is recognised in the amount of the contributions required by government bodies. Basic government pension plans are treated as defined-contribution plans.

The amount of retirement benefit contributions recognised as an expense in the period under defined-contribution plans (excluding basic government plans) amounted to €5 million at 31 December 2017 (€4.7 million at 31 December 2016). This sum comprises the contributions paid to the CRICA and ANEP providence funds.

#### Breakdown of plan assets by type of vehicle

	31/12/2017	31/12/2016
	Eurozone	Eurozone
Equities	7%	6%
Bonds	84%	86%
Real estate	9%	8%
Total split of plan assets	100%	100%
<b>Plan assets (in € millions)</b>	<b>4.7</b>	<b>5.4</b>
<b>Coverage rate of actuarial debt (as %)</b>	<b>20%</b>	<b>21%</b>

## 19.2. Other employee benefits

In 2017 and 2016, provisions for other employee benefits recognised on the balance sheet broke down as follows:

(in € millions)	Opening	Additions	Provisions used	Other reversals not used	Change in the part at less than one year	Closing
<b>01/01/2016</b>	<b>3.0</b>	<b>0.0</b>	<b>(1.0)</b>	<b>(0.3)</b>	<b>0.8</b>	<b>2.5</b>
Other employee benefits	3.2		(0.3)	(0.4)		2.5
Reclassification of the part at less than one year	(0.7)				0.3	(0.4)
<b>31/12/2016</b>	<b>2.5</b>	<b>0.0</b>	<b>(0.3)</b>	<b>(0.4)</b>	<b>0.3</b>	<b>2.0</b>
Other employee benefits	2.5		(0.1)	(2.0)		0.3
Reclassification of the part at less than one year	(0.4)				0.1	(0.3)
<b>31/12/2017</b>	<b>2.0</b>	<b>0.0</b>	<b>(0.1)</b>	<b>(2.0)</b>	<b>0.1</b>	<b>0.0</b>

Provisions for other employee benefits consisted mainly of provisions relating to early retirement compensation under the "CATS" agreements (CATS is the French acronym for "Early Retirement Scheme for Certain Employees") and these provisions were measured at the discounted value of future benefits.

At 31 December 2017, the amount of provisions for the early retirement agreement amounted to €0.3 million (all at less than one year).

## 20. Share-based payments

### Accounting principles

Cofiroute Group employees may be granted stock options or performance shares by parent company VINCI, or may subscribe to the VINCI group savings plans (in France and abroad).

The measurement and recognition methods for share subscription plans, VINCI group savings plans and performance share plans are defined by IFRS 2 "Share-based Payment". The granting of stock options, performance shares and offers to subscribe to Group savings plans in France and abroad represent a benefit granted to their beneficiaries and therefore constitute supplementary remuneration borne by the Group. Because such transactions do not give rise to monetary transactions, the benefits granted in this way are recognised as expenses in the period in which the rights are acquired, with a corresponding increase in equity. Benefits are measured on the basis of the fair value, at the grant date, of the equity instruments granted.

Benefits granted under stock option plans, performance share plan grants and the Group savings plan are implemented as decided by VINCI SA's Board of Directors after their approval by the Shareholders' General Meeting, and are not, in general, systematically renewed. Moreover, their measurement is not directly related to the business lines' operating activities. Consequently, Cofiroute considered it appropriate not to exclude the corresponding expense from the operating income from ordinary activities, which is an indicator of business lines' performance, and instead to report it on a separate line, labelled "Share-based payments (IFRS 2)", in current operating income.

### Stock options

Under some of these plans, the stock options granted vest when performance-based objectives are met. The fair value of the options is determined at the grant date, by using the Monte-Carlo valuation model. Where applicable, the model includes the impact of the market performance condition. The Monte-Carlo model enables a larger number of scenarios to be modelled, in particular by factoring in assumptions about how beneficiaries behave into the valuation, on the basis of historical observations.

No new stock option plans were introduced in 2017 or in 2016.

No expenses relating to stock options were recorded in 2017.

**Performance share plans**

Since financial criteria may have to be met for these shares to vest, the fair value of VINCI performance shares is measured at the share value on the grant date, according to the likelihood of the financial criteria being met, as recommended by IFRS 2.

On 7 February 2017, the Board of Directors of VINCI voted to definitively grant to the beneficiaries of the long-term incentive plan of 15 April 2014 (1,661 employees, including 30 at Cofiroute) all of the performance shares originally awarded, i.e., 946,474 shares, after satisfaction of the performance conditions.

**VINCI group savings plan**

With regard to the Group savings plan, the VINCI Board of Directors defines the subscription conditions in accordance with the authorisations granted by the Shareholders' General Meeting. VINCI issues new shares in France three times a year reserved for VINCI group employees, with a subscription price that includes a 5% discount against the average stock market price of the VINCI share during the last 20 business days preceding the authorisation by the Board of Directors. Subscribers also benefit from a matching employer's contribution, which is capped at an annual maximum of €2,500 per person and per year until 31 December 2017. Starting 1 January 2018, the maximum amount of the matching contribution that employees will receive by subscribing to the France Group savings plans is increased to €3,500. The benefits granted in this way to employees of the Group are recognised in profit or loss and are valued in accordance with IFRS 2, on the basis of the following assumptions:

- subscription period: four months;
- lock-up period: five years.

The number of shares estimated as subscribed at the end of the subscription period is calculated using linear regression based on historical observations of the 2006-2016 plans, taking into account a cost for frozen mutual fund shares.

The lock-up cost is estimated by a third party who will hold a diversified portfolio and will be prepared to purchase the blocked securities at a discounted rate. This will correspond to the profitability sought by an investor on the allocated equity for the purposes of hedging against market risk during the five-year lock-up period. The market risk is measured on an annual basis using a value at risk approach.

The total share-based payment expense recognised at 31 December 2017 totalled €2 million including €0.6 million for the Group savings plan, compared with €1.8 million in 2016, including €0.6 million for the Group savings plan.

# I. Other notes

## 21. Transactions with related parties

Transactions with related parties include:

- remuneration and similar benefits granted to members of the governing and management bodies;
- transactions with the VINCI group, and other related parties (mainly companies in which the Group holds an equity stake).

### 21.1. Remuneration and similar benefits paid to members of the governing and management bodies

The remuneration of Cofiroute's company Officers is determined by the Board of Directors following proposals from the Remuneration Committee.

The table below shows the remuneration and similar benefits, on a full-year basis, granted by Cofiroute to persons who, at the balance sheet date are (or, have been, during the year), members of Cofiroute's governing bodies and Executive Committee. The corresponding amounts have been recognised and expensed in 2016 and 2017 as follows:

(in € millions)	Members of governing bodies and Executive Committee	
	2017	2016
Remuneration	1.3	1.1
Employer's social charges	0.6	0.5
Post-employment benefits	0.0	0.0
Severance payments	0.0	0.0
Share-based payments <sup>(4)</sup>	1.1	0.6
Provisions for retirement benefit obligations	0.3	0.2

<sup>(4)</sup> This amount is determined in accordance with IFRS 2 and the terms and conditions described in Note H20. "Share-based payments".

Members of Cofiroute's Executive Committee do not benefit from a supplementary retirement plan. They benefit from the arrangements described in Note H.19.1. "Provisions for retirement benefit obligations".

Corporate officers benefit from a supplementary retirement plan. Contributions to this plan are made by the parent company VINCI SA.

## 21.2. Transactions with the VINCI group

Transactions in 2017 and 2016 between Cofiroute and the VINCI group break down as follows:

VINCI (in € millions)	2017	2016
Construction expenses	(35.9)	(29.4)
Trade receivables	5.9	5.4
Dividend payments	192.4	2,806.2
Trade suppliers	13.5	18.0
Liabilities on concession fixed assets	6.7	0.0
Revenue and other ancillary revenue	2.1	0.5
Financial income and expenses	(0.5)	1.2
Other external expenses	(26.2)	(26.8)

## 22. Statutory Auditors' fees

Statutory Auditors' fees totalled €176 thousand in 2017, compared to €215 thousand in 2016.

They consisted of €107 thousand for KPMG (including €69 thousand relating to the statutory audit and €38 thousand for other assignments invoiced in 2017) and €69 thousand for Deloitte & Associés (relating exclusively to the statutory audit).

# J. Post-balance sheet events

### Rates

Toll rates on the A86 Duplex increased on 1 January 2018 pursuant to the Interministerial Decree of 18 December 2017.

Toll rates for the interurban network increased on 1 February 2018 pursuant to the Interministerial Decree of 29 January 2018. The toll rates increased by +1.33% for vehicles in classes 1, 2, 4 and 5, and by +2.46% for vehicles in class 3.

# K. Disputes

To Cofiroute's knowledge, there are no disputes likely to have a material impact on the Company's business, earnings, assets or financial position.

# Report of the Statutory Auditors on the IFRS individual financial statements

**For the year ended 31 December 2017**

COFIROUTE  
Limited Liability Company  
Registered office: 12-14 rue Louis Blériot – CS30035 – 92506 Rueil Malmaison Cedex  
Share capital: €158,282,124

To the Chairman,

In our capacity as Statutory Auditors for the company COFIROUTE and further to your request, we have performed an audit of the COFIROUTE IFRS individual financial statements for the year ended 31 December 2017, as attached hereto.

These IFRS individual financial statements were prepared under the responsibility of the Board of Directors. Our role is to express an opinion on these financial statements, based on our audit.

We have conducted our audit in accordance with the professional auditing standards applicable in France and with CNCC guidelines on this procedure; these standards require us to take reasonable steps to ensure that the financial statements are free from material misstatements. An audit involves examining, on a test basis or by means of other selection methods, the evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion, which follows.

In our opinion, the IFRS individual financial statements provide, in all material respects, a true and fair view of the Company's financial position, assets and liabilities and results for the year ended 31 December 2017, in accordance with the International Financial Reporting Standards as adopted by the European Union.

Paris La Défense and Neuilly-sur-Seine, 2 February 2018

KPMG Audit  
Department of KPMG SA  
**Xavier FOURNET**

Deloitte & Associés  
**Frédéric SOULIARD**

Designed & published by  LABRADOR +33 (0)1 53 06 30 80

Copyright: A10 Orléans - Photo library of VINCI Autoroutes' / Pascal le Doaré.



Head office  
12, rue Louis Blériot  
CS 30035  
92506 Rueil-Malmaison Cedex  
Tél. : 01 55 94 70 00  
**[www.vinci-autoroutes.com](http://www.vinci-autoroutes.com)**