



2007 Activity Report
imagination
& management

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PPP excellence

VINCI Concessions is Europe's leading operator of transport infrastructure and the world's leading private-sector motorway concession operator.

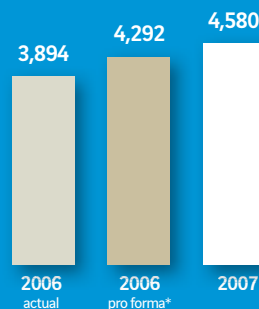
VINCI Concessions, which develops and structures new concessions and holds an unrivalled portfolio of concessions under management, is at the heart of the Public-Private Partnerships (PPP) momentum driven by public authorities' increasing infrastructure needs.

In a move to place new emphasis on customer service, VINCI Concessions is also innovating to optimise the operation of the infrastructure for which it holds the concession or which it operates as a public service company focused on meeting the expectations of its 600 million customers.

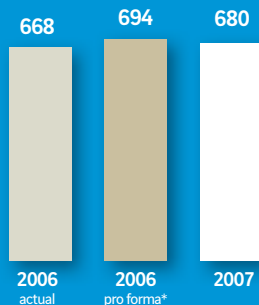
To support the next stages of its development, VINCI Concessions has adopted an organisational structure based on five divisions: VINCI Autoroutes France, VINCI Concessions Greece, VINCI Park, VINCI Concessions Asset Management and VINCI Concessions Business Development.

2007 key figures (at 31 December)

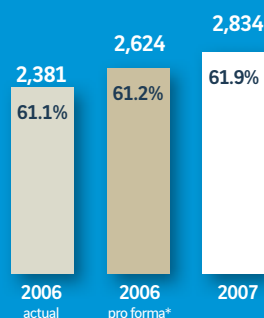
Revenue in € millions



Net profit attributable to equity holders of the parent in € millions



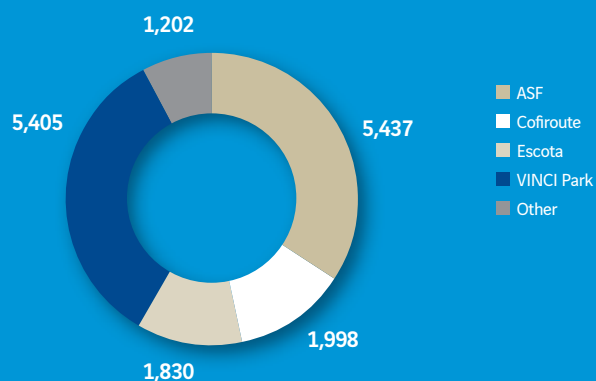
Cash flow from operations in € millions and as a percentage of revenue (before tax and cost of debt)



*Pro forma = consolidation of ASF and Escota at 100% from 1 January 2006.

Workforce

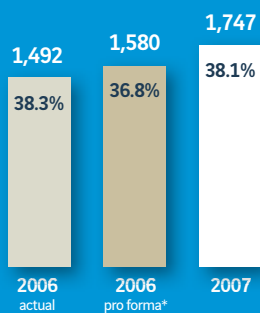
Workforce by company



10%

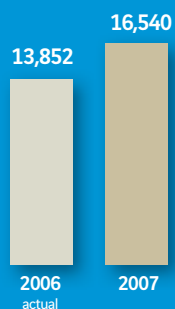
Operating profit from ordinary activities

in € millions
and as a percentage of revenue

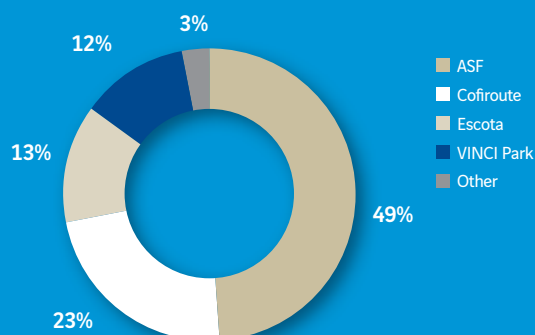


Net financial debt

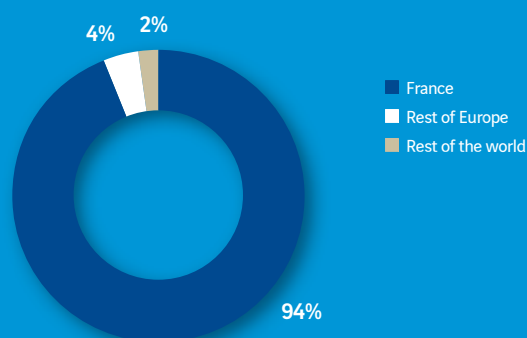
in € millions



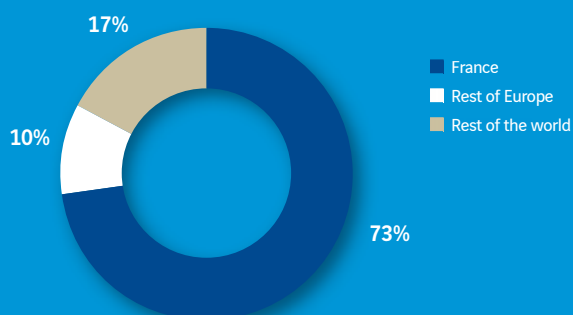
Revenue by company



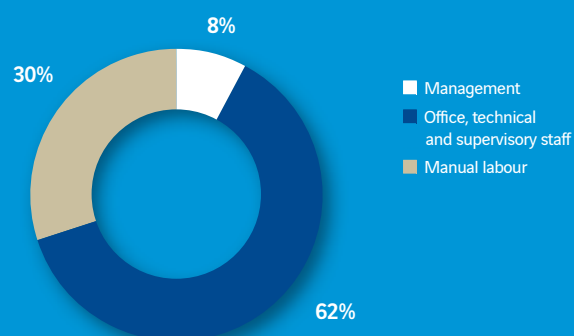
Revenue by geographical area



Workforce by geographical area



Workforce by job category



Imagination on the move

2007, a year of performance and movement, confirmed the vitality of VINCI Concessions and its role as a prime mover in the implementation of the VINCI Group's integrated concession-construction model. Beyond the year's commercial successes and projects under development, VINCI Concessions is following a long-term growth trajectory. The expanding use of PPPs in response to growing infrastructure needs boosts the company's role as a private-sector concessionaire providing public service solutions.

What are VINCI Concessions' take on 2007?

For VINCI Concessions, 2007 will go down as a year of performance and movement. First, it achieved the ambitious greenfield development objective set out in VINCI's strategic plan: the new PPPs won during the year represent over €1 billion in capital investment – that is, capital employed by the Group, including project debt. Secondly, its economic performance also exceeded the initial objectives set, with revenue increasing 6.2% and operating profit from ordinary activities 6.4%. 2007 was also a particularly significant year for VINCI Concessions' various business lines. It was ASF's first full year of integration and the creation of VINCI Autoroutes France reflects the broad range of synergies that this integration is already generating among VINCI Concessions' motorway networks. 2007 was also a banner year for VINCI Park, which grew substantially through acquisitions on the international market, and for the airport sector, where VINCI Concessions began to implement its ambitions in the French market. And then, €1 billion in capital investments also reflects impressive commercial successes, especially in Greece, where VINCI Concessions now has 600 kilometres of motorway under concession.

What are the trends in the new projects won by VINCI Concessions?

VINCI Concessions' markets have never been more buoyant. Public authorities have substantial infrastructure requirements and PPPs are increasingly proving to be the most suitable way to meet them, whatever the size and type of project. The contracts won by VINCI Concessions in 2007 are a perfect illustration of this trend: they include both major transport infrastructure projects initiated by governments – which correspond to its traditional business – and

local projects in areas as diverse as light rail systems, public lighting and special-purpose buildings. Secondly – the two trends are of course connected – the VINCI business model has never made more sense or been more effective. Just 10 years ago, VINCI was primarily a construction group that saw concessions as a way of securing construction contracts. Since then, its profile, its scale – and its value – have undergone a transformation. VINCI has proactively turned itself into an integrated concession-construction group and become the world leader in its market. The model enables us to take advantage of our extraordinary network of very diverse construction and concession activities. And the fact that public authorities are increasingly looking for comprehensive solutions encompassing everything from financing to operation lends momentum to this model. VINCI Concessions is riding that wave.

What are VINCI Concessions' priorities for 2008?

The most immediate priorities concern the concessions in hand. The first priority is to improve the operating performance of the infrastructure managed by VINCI Concessions, both by increasing

productivity and by stepping up marketing and enhancing services in order to boost sales. The synergies between the VINCI Autoroutes France networks will help drive this process, as will the deployment of sales and marketing efforts and the introduction of new products by VINCI Park. The concessions in hand also include the extraordinary challenge of building and commissioning the new concessions won in recent months and years.

In coming years, VINCI Concessions' development objective is to maintain its greenfield growth at the high level it reached in 2007 – €1 billion invested in new projects. It will be focusing its efforts on mobility infrastructure, concentrating on the European countries where its operations have reached the point at which they can snowball: France, Greece, the United Kingdom, the Benelux countries and Germany. VINCI Concessions will also be looking at the buoyant markets of Central and Eastern Europe, Russia and the United States, which offer opportunities for future growth. With regard to sectors of activity, although VINCI Concessions remains open to all types of infrastructure, railways will probably represent a large proportion of its new projects, especially in France, where it hopes to take part in the major railroad construction programmes now being launched.

“VINCI Concessions is the world's largest private-sector motorway operator: it can build on this unique position in both France and in the rest of the world.”

...

Will the crisis on financial markets not jeopardise this momentum?

The many projects on the drawing board today seem to point to the contrary. Basically, VINCI Concessions' markets are being driven by long-term trends and its business lines are focused on the long term. With its rock-solid assets and the resources to sustain its position as an essential partner for public authorities, VINCI Concessions will continue to wend its way independently of the current market turmoil. And the turmoil will give it an opportunity to demonstrate how sound its model is compared to other more speculative models.

Will business growth be based solely on greenfield projects?

Clearly VINCI Concessions will not be able to grow significantly if it bases itself only on greenfield projects. It will also be developing brownfield projects, i.e. projects that are already being operated. It will target opportunities in the form of companies that operate infrastructure. As in greenfield projects, VINCI Concessions will be focusing on geographical areas and sectors in which it has expertise. This is what drove a number of its recent initiatives such as the tie-up now being put together between VINCI Park and Interparking, Europe's third-largest parking operator.

Are VINCI Concessions business lines not themselves a source of growth through the development of new activities?

They certainly are. VINCI Concessions is also generating growth by expanding the scope of its business lines. It can make the most of its assets, competencies and strategic positions by developing activities ancillary to its current business lines, as extensions of its expertise. For example, in motorway operation, it can go beyond our current concession contracts. VINCI Concessions is the world's largest private-sector motorway operator: it can build on this unique position in both France and in the rest of the world.

Toll collection is another business area that is undergoing radical change, not just in technology, with the development of free-flow systems, but more fundamentally in terms of the whole culture. People now broadly agree to pay for access to high-quality infrastructure that provides a real service. Meanwhile, tolls are becoming an instrument for regulating service. They can be used in support of public transport policies – for example, the plan to tax heavy goods vehicles in France on non-concession roads and the congestion charging systems introduced in London and Stockholm. There too, VINCI Concessions' experience with two innovative toll collection systems – Toll Collect in Germany and SR-91 in Los Angeles – gives it expertise that it can further exploit.

And then there are the business lines relating to urban mobility management, a probable extension of VINCI Park's traditional activities, and more generally the new sustainable mobility services. The increasing focus on environmental issues will bring about a profound change in the approach to transport, urban planning and regional development issues, as illustrated by the Grenelle de l'Environnement Forum in France. For VINCI as a whole and for VINCI Concessions in particular, this offers an exceptional opportunity to develop new projects, by becoming increasingly involved in the design, planning and financing processes. Sustainable development and PPPs are both long-term trends and the combination of the two reinforces the VINCI Group's role as a private-sector company providing public service solutions.

Last but not least, VINCI Concessions carries out an activity today that can become a fully-fledged business line in future, namely its expertise in asset development and management. In a world where there is increasing enthusiasm for infrastructure assets, this type of activity can become a significant source of profits in its own right.

Taken together, by integrating its expertise as a concessionaire, investor, builder, operator and service provider, the Group offers a unique set of capabilities that is completely in phase with the fundamental expectations of its societies and its markets. VINCI's overarching credo is: imagination on the move.

Corporate governance

Chairman and CEO*



Xavier Huillard

Management



Louis-Roch Burgard
Chief Operating Officer
of VINCI Concessions*



Henri Stouff
Chief Operating Officer
of VINCI Concessions*;
Chairman of Autoroutes du Sud
de la France (ASF)



Denis Grand
Chairman and CEO of VINCI Park



Pierre Anjolas
CEO of Autoroutes du Sud
de la France (ASF)



Pierre Coppey
Chairman and CEO of Cofiroute



Philippe-Emmanuel Daussy
Chairman and CEO of Escota



Christophe Pélissié du Rausas
Vice-President,
South-East Europe



Antoine Brésolin
Director, VINCI Concessions
Asset Management



Fadi Selwan
Director, VINCI Concessions
Business Development



Pierre Duprat
Director, Marketing
and Communication of
VINCI Concessions



Erik Leleu
Director, Human Resources
of VINCI Concessions

* from 9 June 2008

Highlights

An overview of some of the highlights of 2007, which confirm the vitality of the VINCI Concessions business model and support its European development strategy against a backdrop of PPP expansion.



Public lighting PPP in Rouen

PPPs were traditionally focused on major transport development and infrastructure projects, but they now cover all types of public infrastructure.

A recent case in point is the city of Rouen, which awarded the centralised management of the safety of its public spaces to the VINCI Concessions/VINCI Energies consortium. The contract has a value of some €100 million over a period of 20 years and comprises public lighting (16,000 lighting points), traffic management systems and CCTV surveillance.



New major concession in Greece

VINCI Concessions, which already holds the concession for the Charilaos Trikoupi (Rion-Antirion) bridge in Greece, has won the contract to finance, build or renovate, and then operate for a period of 30 years, 365 km of motorways between Athens and Tsakona. It is one of the largest contracts ever won by the VINCI Group in the international market. VINCI Concessions, which is already involved in another part of the current motorway programme in Greece (the Maliakos-Kleidi section), will now hold the concession for 600 km of toll motorway.



Participation in the A-Modell programme in Germany

After contributing to the deployment of the heavy goods vehicle electronic toll system, Toll Collect, VINCI Concessions was selected for one part of the vast A-Modell programme set up to finance the renovation and extension of the German motorway network. The contract covers a 45 km section between the cities of Gotha and Eisenach (A4) in the state of Thuringia. The tolls collected by Toll Collect on this section will be paid to the concession consortium.



Okigo carsharing for sustainable mobility

VINCI Park had already set a new standard in parking quality. The brand has now taken a further step in innovation, partnering with Avis to introduce the Okigo carsharing service designed for urban residents who only use a car occasionally.

Since a shared car can replace up to eight individual cars and since Okigo vehicles are selected for their low CO₂ emissions, the new concept is a sustainable mobility solution – in line with VINCI Park's positioning of its car parks as new urban mobility centres.



VINCI Airports/Keolis Airport, a winning partnership

The VINCI Airports/Keolis Airport consortium, which has managed the Grenoble-Isère and Chambéry-Savoie airports since 2004, has implemented a development policy that has made these two airports major points of entry to the Alps. The new contract won at the end of 2007 for the operation of the Clermont-Auvergne airport reinforces this partnership: against a backdrop in which the State is discontinuing its involvement in French regional airports, VINCI and Keolis are supporting local authorities with solutions that optimise the management of their infrastructure.



A new type of PPP in Nice

VINCI Concessions and VINCI Construction France will be building the new business centre for car rental companies at Nice-Côte d'Azur airport. The 32-year contract covers financing, construction, maintenance and rental management of a 60,000 sq. metre building, which has 2,500 parking spaces. It represents an investment of approximately €45 million. The project supports the expected rise in business activity: Nice-Côte d'Azur already accounts for over 20% of car rental revenue at French airports, neck in neck with Paris-Charles de Gaulle.

A responsible Group

Living up to our role as an urban and regional development company

VINCI Concessions sees its corporate responsibility as that of a major urban and regional developer, working to a long-term horizon and taking sustainable development on board at all stages of a project life cycle, from design to construction, operation and maintenance. The approach focuses more particularly on the environment and on safety, which are central concerns in the motorway activity.

Environment and sustainable mobility

A key thrust of VINCI Concessions' strategy and practice is controlling the environmental impact of its activities. The Group's motorway companies have adopted multi-year sustainable development plans broken down into a large number of concrete actions. Since 2007 VINCI Concessions has, like all VINCI companies, been tracking greenhouse gas emissions generated by its activities. ASF, Cofiroute and Escota carried out a broader carbon assessment. The information collected was used to identify priority actions aimed at reducing direct emissions (goods transport, employee commuting, pavement maintenance)

and indirect emissions from customer use. With respect to the latter, VINCI Concessions is developing electronic toll collection (in particular for heavy goods vehicles since 2007), "free-flow" tolls (in which cars can drive through toll stations without stopping), speed regulation (for which an experiment was conducted on the A7 motorway) and optimisation of travel time (real time information), which helps to keep traffic moving smoothly and thus reduces CO₂ emissions.

Blending infrastructure into the environment

VINCI Concessions makes a major effort to blend its infrastructure into the environment. It works with landscape architects to optimise the location of the motorway in the landscape by adjusting routes and developing the adjacent land to match the surrounding terrain and region. After major infrastructure projects are opened, a two-stage environmental assessment is performed, one year after the start of operation and then three to five years later.

Conserving water

VINCI Concessions motorway companies ensure that all water coming into contact with carriageways is treated. VINCI Autoroutes France has 3,141 water recovery basins along its networks. At service and rest areas,



Fostering intermodality: VINCI Park supports cities in their intermodal transport policies.



wastewater is channelled through treatment plants (100% of areas in 2007), some working with reed filters.

In the Provence-Alpes-Côte d'Azur region, which is sensitive to drought, Escota has adopted measures to ensure economical water management (washing of toll lanes, green space watering policy, etc.) that have cut annual consumption by 30%.

Protecting biodiversity

VINCI motorways companies manage an ecological heritage of great diversity, maintaining 15,200 hectares of land along the motorway route and at parking areas. They conserve biodiversity by means of a differentiated species and habitat management policy, in partnership with specialised institutions. For example, on the new 14 km Angers motorway bypass opened in April 2008, Cofiroute planted 28,000 trees and bushes, selecting species that reflect the diversity of the regional heritage. On the entire VINCI Autoroutes France network, 381 wildlife crossings have been built to enable animals to cross the motorway safely. Studies carried out in cooperation with hunting federations analyse animal behaviour in order to fine-tune wildlife crossing design.

Fundamental changes in offerings and practices

VINCI Concessions sees the increasing focus on the environment – illustrated by the Grenelle de l'Environnement Forum in France – as an opportunity to set in motion fundamental changes in its offerings and practices as a transport infrastructure operator. In parking, VINCI Park has begun to transform its car parks into hubs that ensure the connection with other modes such as bicycles (loaned to its customers), public transport and car sharing (new Okigo carsharing service).

VINCI Autoroutes France has focused its strategy on improving the environmental assessment of the motorway by introducing new environmental standards that will entail major modernisation projects on the oldest sections. VINCI Concessions has taken a position on the emerging road-rail transport market by participating in the Perpignan-Luxembourg rail-road project brought into service in 2007.

More broadly, the Group is an active participant in the current sustainable mobility debate. The creation of the City Factory in 2007, a think-tank bringing together leading French and international urban and transport planners as well as elected officials from leading municipalities, is part of this approach.

SHOWCASING ARCHAEOLOGICAL DISCOVERIES

As a regional planner, VINCI Concessions takes an active part in bringing the archaeological heritage to light. For example, on the A19 worksite in France, the Group devoted nearly €16 million to archaeological surveys and excavations, which resulted in the discovery of a Late Bronze Age (13th to 8th century BCE) necropolis. In another discovery made during the widening of the A8 motorway in an area known for its palaeontological finds, Escota provided €345,000 in funding for a major excavation carried out in partnership with the Aix en Provence natural history museum.

Social responsibility

Taking action to ensure employee and customer safety

VINCI Concessions follows a safety policy geared to two complementary objectives. The first covers safety of employees. VINCI Concessions subsidiaries are taking more and more steps to raise awareness of road risk. ASF, Escota and Cofiroute signed a national charter with the Direction de la Sécurité et de la Circulation Routière (DSCR) road safety and traffic directorate, the French Ministry for Ecology, Sustainable Development and Spatial Planning and the national health insurance scheme. As part of this charter, companies undertake to systematically train employees using company vehicles and to diagnose ●●●

Fostering skills development

Against a backdrop of changing jobs, VINCI Concessions companies are introducing jobs and skills management policies and tools. In 2007, a company agreement was signed at ASF and extended by an agreement on changes in the toll collection field which sets up new opportunities for changing jobs within the company. Agreements of the same type were signed during the year within Escota. Major efforts were also made in training. Campus, the vocational training institution set up by Cofiroute, offers 18 courses and provided 75,000 hours of training in 2007 (up 25% in one year). ASF has an integrated training centre in winter maintenance that accommodated 300 trainees in 2007. VINCI Park, which set up its own school to train parking employees in

LOCAL DEVELOPMENT PARTNER IN CAMBODIA

VINCI Concessions, which operates three airport concessions in Cambodia through its subsidiary SCA, is providing \$2 million (of which \$1 million committed in 2007) to fund studies and pilot projects being carried out by the Cambodian government. The aim of the projects is to develop the tourist environment at the Angkor Wat temples served by the Siem Reap airport. This activity extends the partnership under way with Artisans d'Angkor, a non-profit organisation that trains and employs over 1,000 artisans in 11 village communities and provides approximately 5,000 families with a livelihood by reviving ancestral Khmer arts and crafts. In another development, VINCI Concessions provided €70,000 in funding for the non-governmental organisation Sodeco to assist in the production of biodiesel from the seeds of a tropical bush, the jatrophia.

●●● the driving of employees using both light and heavy company vehicles. In 2007, for example, 1,100 ASF employees earned the "route safety permit"; at Escota, 80 employees underwent the diagnosis and awareness-raising was carried out for all employees by means of a simulator. Cofiroute for its part is developing driving licence follow-up training and in 2007 launched accident prevention seminars, at which employees watch a film shot on the network, hear case studies and are then called on to discuss situations and behaviours that can result in accidents. With regard to the safety of customers using its networks, VINCI Autoroutes France has signed the European road safety charter in which it undertakes, in particular, to develop awareness-raising and information for HGV drivers. A variety of partnerships have also been signed with training institutions (HGV drivers, driving school instructors, etc.) and events are regularly organised for motorway users. The Group is involved, in partnership with the transport authorities and automobile manufacturers, in a large number of research programmes aimed at boosting safety on the networks. For example, the European SafeSpot programme aims to develop vehicle safety systems that will encourage drivers to alter their behaviour in unexpected situations.

2005, received a golden trophy from the DIF in recognition of its ability to prepare for change through training.

Promoting equal opportunities

All VINCI Group entities aim to combine their economic and their human goals. This vision is reflected in the formal commitments made in the Group Manifesto. In line with these commitments, and in the first initiative of this type taken by a large French company, VINCI called on an independent corporate social rating agency, Vigeo, to audit its equal opportunities policy. Six VINCI Concessions companies and 126 VINCI Concessions employees were audited. The results were published in April 2008. The audit identified best practices and avenues for improvement, providing input for the improvement programme implemented by each company for the four areas covered by the Group's equal opportunities policy: women, the disabled, people of immigrant background and people over the age of 50.

Encouraging civic engagement by employees

The VINCI Group encourages its employees' civic engagement through the VINCI Foundation for the Community, which supports initiatives aimed at promoting employment among disadvantaged sections of the community and at creating community ties.

150 projects of this type received Foundation support amounting to €6 million in 2007; this funding is backed by the involvement of 2,000 VINCI employees (including over 200 VINCI Concessions employees), who volunteer their skills. Solidarity actions have also been undertaken at the initiative of subsidiaries. For example, the Children without Christmas initiative organised at Escota motorway barriers collects over 30,000 toys every year, which are then made available to associations. In Greece, Gefyra, the Charilaos Trikoupi bridge concession company, mobilised during the forest fires in the summer of 2007 to undertake a number of solidarity activities: free tolls, action taken by employees using company vehicles to support firefighters, €150,000 grant to help victims and to support site rehabilitation.

With its real-time information services and its dynamic traffic control system, VINCI Concessions helps keep traffic moving smoothly on its motorways and reduces CO₂ emissions.



Our ac



tivities

600 million – this is the number of end-customers for whom VINCI Concessions makes its expertise and its services available day by day.



VINCI Autoroutes France

The leading European motorway operator's network synergies and leadership momentum

Since the end of 2007, VINCI Autoroutes France has brought together the four VINCI Concessions motorway companies in France – ASF, Cofiroute, Escota and Arcour. Together they account for nearly 50% of the French motorway network under concession.

VINCI Autoroutes France serves, from Paris, the Loire Valley, the Centre region, the Atlantic seaboard, the Garonne and Adour Valleys, the Rhone and Durance Valleys and the Mediterranean seaboard, while ensuring continuity among its networks. Beyond the cooperation agreements already existing among its networks since the acquisition of the ASF Group in 2006, the creation of VINCI Autoroutes France will accelerate the development of synergies in all areas: broadening and harmonising commercial offerings, development of new services, purchasing policy, operating systems, etc. Expertise will be pooled to generate new offerings in innovative toll collection systems (satellite-based, dynamic tolls, etc.). The experience gleaned in Germany and the United States (see pages 21 and 22) will prove useful in the move to apply free-flow tolls across the entire network.

Customer-focused companies

Concrete action plans have been harmonised within VINCI Autoroutes France to stimulate the emergence of new mobility services and the development of activities going beyond current concession contracts:

- services charter to foster:
 - precise traffic information;
 - high-quality customer service on motorway networks;
 - travel time optimisation;
- innovations to promote:
 - enhanced safety (encouraging motorists to comply with speed limits and distances between vehicles);
 - smoother traffic flows (electronic toll collection, modular pricing, speed regulation system).

Wide-ranging expertise

This expertise is related to the diversity of networks.

- ability to manage traffic on:
 - high density corridors: A7, A8, A9, A10, A63;
 - bypasses around urban areas with heavy traffic: Paris, Orleans, Le Mans, Tours, Angers, Nantes, Poitiers, Bordeaux, Bayonne, Toulouse, Montpellier, Aix en Provence, Lyons, Nice;
- ability to operate motorway tunnels:
 - A86 West greater Paris area (10 km);
 - Nice / Italian border and Durance (19 km);
 - Puymorens (5.5 km);
 - northern Angers bypass (2 km).



With 4,373 km, VINCI Autoroutes France accounts for nearly 50% of the French motorway network under concession.



key figures:

	Kilometres operated	Kilometres under construction
ASF	2,590	123
Cofiroute	1,082	18
Escota	459	0
Arcour	0	101

4,373

km of motorways

under concession, of which 4,131 km were operating at the end of 2007 and 242 km were under construction.

€1

billion

invested annually in network maintenance, modernisation and expansion.

VINCI Autoroutes France is Europe's leading motorway concession company (in km) ⁽¹⁾

VINCI Autoroutes France	4,373
Atlantia	3,408
Abertis	3,335
Eiffage	2,584
Brisa	1,368
Cintra	1,250

(1) Source: company press releases.

Autoroutes du Sud de la France

Autoroutes du Sud de la France (ASF), which celebrated its 50th anniversary in 2007, is the leading French motorway concession company. It operates a 2,590 km network in service (at 31 December 2007) and has 123 km under construction. The network serves major economic traffic and tourist flows in Europe as well as substantial regional traffic.

There was a further improvement in ASF's operating activity and economic results in 2007. Driven by the combined effect of traffic growth (3.3% based on a constant network) and price increases in February in accordance with the ASF concession contract, toll receipts increased 7.3% to €2.184 million. Meanwhile, an effort was made to increase productivity, generating a further improvement in cash flow, which now stands at 65.5% of revenue.

ASF continued its toll automation programme. 67% of transactions carried out during the year involved automated lanes (electronic toll collection or ETC, magnetic cards and automatic payment machines). ETC transactions increased 24.7%, accounting for 22.4% of all transactions, compared to 18.7% in 2006. This increase is due in particular to the introduction of the new heavy goods vehicle ETC system in April. Meanwhile, 427,000

Traffic increased 3.3% in 2007 on the ASF network. ETC transactions increased 24.7%, accounting for 22.4% of total transactions.



ETC transponders were in circulation at the end of 2007, an increase of 18.6% from the previous year.

Master plan: €2.6 billion invested over five years

On 8 June 2007, ASF signed the twelfth rider to its concession contract with the state. The new 2007-2011 master plan gives the company very good visibility for coming years. In return for annual price increases, the amounts and procedures of which are covered by the contract, ASF will invest nearly €2.6 billion over five years in its infrastructure: over half of this amount will be devoted to the construction of new sections and the remainder to modernisation of existing sections. The master plan includes performance objectives with respect to safety, traffic flow, toll collection, quality of customer service and sustainable development. ...

Montpellier into a dual carriageway and for the widening to a three-lane dual carriageway of the A63 between Ondres and Biriattou at the Spanish border (a section with a length of approximately 40 km). ASF continued, meanwhile, to modernise the existing network. For example, on the A7 the refurbishment of the central reservation between Vienne and Orange was completed and major pavement renovation work was carried out between Valence-Nord and Sénas. ASF obtained renewal of its ISO 9001 certification for its "motorway design, construction and development" activity.

Partnerships and new services

ASF signed the first European cross-border electronic toll collection agreement with Spanish Basque company Bidegi: Spanish transponders (Via-T ETC) will now be accepted



... In accordance with the master plan, two new sections were included in the scope of the ASF concession in 2007: the 16 km Montauban bypass on the A20 and a 6.6 km section of the RN620 motorway between Sorges and Mûrs Erigné, an extension of the A87 (Angers-La Roche sur Yon), as part of the inclusion of the eastern Angers bypass from 1 January 2008.

Construction programme: completion of the A89 Bordeaux-Clermont Ferrand motorway

During the year, the Thenon-Terrasson section of the A89 was completed. This last 18 km section, opened to traffic in January 2008, completes the 324 km continuous Bordeaux-Clermont Ferrand motorway, a project that has taken 12 years to build and required a capital investment of €4 billion. On the A87, ASF performed the earthworks on La Roche sur Yon's southern ring road. This toll-free urban bypass, scheduled to open to traffic in 2008, will provide a continuous two-lane dual carriageway link between Paris and Les Sables d'Olonne. In October 2007, ASF started work on the A75-A9 connection at Béziers. Procedures continued for the 53 km Balbigny-La Tour de Salvagny section that will extend the A89 to Lyons; work on the section, awarded to ASF in 2006, will be getting under way in 2008. ASF also obtained public interest declarations for the conversion of the A9 to the south-east of

in France on the A63 (Basque coast) and A64 (Bayonne-Lestelle) motorways and French transponders (Liber-t Océan) will be accepted on the Spanish A8 motorway in the direction of San Sebastian.

In Toulouse, ASF worked with the city authorities to keep Radio Trafic FM listeners abreast of traffic conditions within the urban area and on the Toulouse bypass – where variable message boards display travel times. In Perpignan, ASF co-financed (with the urban community) an electronic toll formula (Zap Perpignan) that enables inhabitants to avoid the city centre by using the A9 between the Perpignan South and North toll stations free of charge, while taking advantage of ETC throughout the country. Last but not least, ASF carried out a first experiment with digital radio between Lyons and Valence on the A7, to test the potential for services broadcast over this type of technology which is set to replace the current analogue system.

NORTHERN LYONS RING ROAD

Through its wholly-owned subsidiary Openly, ASF has been operating the northern Lyons ring road since 2006 under an eight-year public service contract that includes major repair and replacement work.

The management transfer was completed to the satisfaction of the owner, the Communauté Urbaine du Grand Lyon urban community. The complex structure (four tunnels with a combined length of over 6 km, a viaduct, seven intersections, two toll stations) recorded traffic of 135,000 vehicles per day in 2007, of which 45,000 on the toll section alone.





Cofiroute is carrying out a three-year programme (2007-2009) of toll station and rest and service area upgrades.

Cofiroute

Cofiroute operates 1,082 km of motorway in western France (A10, A11, A28, A71, A81, A85) representing 12% of the national motorway network and records over 100 million toll transactions a year. Cofiroute also holds the concession for the A86 Duplex, the 10 km underground motorway being built near Paris, which will run for 70 years from the date the tunnels go into service.

2007 was another year of strong growth for Cofiroute. On a constant network basis, traffic rose 6.5% for heavy vehicles and 3.3% for light vehicles. Taking the network extension into account, the increase was 7.6% for heavy vehicles and 4.4% for light vehicles. Toll revenue rose 8.3%, of which 4.9% was attributable to traffic growth, and crossed the €1 billion mark (€1,018 million). The company's efforts to improve competitiveness led to further growth in cash flow from operations, which reached 70% of revenue two years ahead of its initial targets. This performance was achieved in a new shareholding environment. In February 2007, VINCI Concessions increased

its shareholding in Cofiroute from 65% to 83% by purchasing the shares owned by Eiffage and two banks.

At the beginning of July, as part of its investment programme, Cofiroute reopened the 15-year bond issue contracted in 2006, increasing it to €1.1 billion with the issue of an additional €350 million, all at fixed rate. This refinancing operation, carried out with a limited number of investors, extends the maturity of the company's debt – now almost 10 years – and improves interest rate hedging.

Cofiroute sold 66,000 Liber-t transponders during the year, raising the total number in operation to 205,000. ETC accounted for 20% of all transactions. The objective is to exceed 100,000 transponders per year; the development of new offerings in synergy with the other VINCI Autoroutes France networks should contribute to achieving that objective. The inter-company electronic toll collection for heavy vehicles (TIS-PL) system was deployed on schedule; at the end of 2007, the number of TIS-PL transactions was equivalent to that of the Caplis card system it has replaced.

360 km of new sections in five years

Cofiroute's construction programme, which corresponds to investments of €3 billion over the period of its 2004–2008 master plan, makes the motorway operator one of the key players in urban development in France and one of the largest private-sector investors. This programme, which will result in the opening of 360 km of new motorways over the five-year period, led to intense construction activity in 2007, epitomised by the official opening in January of the company's 1,000th kilometre. On the intercity network, the construction of new sections focused principally on the A85. Several months ahead of contractual commitments, the Bourgueil–Langeais (25 km) and Saint Aignan–Druye (63 km) sections were brought into service in January and December 2007 respectively. These were the final links in the ...

rollout of the operating system and the safety systems that will make the underground structure the safest ever built in France.

The DSAO pre-opening safety dossier was approved by the government in May 2007.

The very large testing programme continues, in line with the new European Directive on road tunnel safety, in the run-up to the opening of this first 4.5 km section.

Service commitments formally set out in a Charter

In the operating activity, the ongoing endeavour to improve service was formally set out in a Safety and Quality Charter that describes Cofiroute's commitments with respect to information accuracy, quality of customer support and optimisation of journey times. For example, Cofiroute undertakes to ensure that



... Angers–Tours–Vierzon (206 km) motorway, which runs east to west, and they provide continuity of the Lyons–Nantes corridor. To the south of Tours, at the junction of the two branches of the A85 built by Cofiroute, a 10 km section (Langeais–Druye), built and operated initially by the government, was transferred into Cofiroute's scope in June 2007 through a twelfth rider to its concession contract. The company expects the opening of the final two links on the A85 to have a significant impact on traffic on its concession.

On the A11, the northern Angers bypass progressed to schedule. This 14.3 km section, which includes a 532 metre viaduct and a 1.7 km cut-and-cover tunnel, completes the A11 and thus provides continuity of the major east-west motorway artery connecting Nantes and the Atlantic seaboard with Paris. It was inaugurated on 24 April 2008 four months ahead of Cofiroute's contractual deadline.

Work also continued on the A86 Duplex near Paris, the 10 km underground toll motorway that completes the outer ring road around the city. On the 5.5 km A13 Pont Colbert (Versailles) section, the breakthrough of the tunnel in August 2007 marked the completion of one of the largest tunnel-boring operations undertaken in Europe in recent years.

On the section linking Rueil–Malmaison with the A13 motorway, the year's main focus was on the

customers forced to stop on the side of the motorway will never remain unassisted for more than 30 minutes. The same quality standard underpins the three-year programme of toll station and rest and service area upgrades launched in 2007; the pilot Boutroux area on the A10, refurbished in accordance with the network's new design manual, was officially opened in May 2007. Cofiroute has won ISO 9001 certification for all its operational activities and its goal is to offer uniform high service quality to all its customers at all points on its networks throughout the year.

International operations: Cofiroute exports its expertise as an operator of complex toll systems

Cofiroute has developed and implemented fully automated, free flow toll systems in the United States. In Los Angeles, the company has been operating the SR-91 Express Lanes (two-lane dual carriageway, 40,000 vehicles/day) since 1996, using a variable road charging system (10 different time slots in each direction).

In Minnesota, it operates high occupancy vehicle lanes on I-394 using dynamic variable charging (the toll is adjusted every three minutes based on traffic conditions).

In Germany, the Toll Collect consortium, of which Cofiroute is a shareholder, has been operating a motorway toll system for vehicles of over 12 tonnes covering the entire national network

“The tie-up between motorway radio stations is one of the first effects of the synergies developed within VINCI Autoroutes France. Autoroute FM, the Cofiroute radio station, and Radio Trafic FM, the ASF and Escota station, cover nearly 50% of the French motorway concession network. Our objective is to harmonise them without making them uniform. By harmonisation, we mean that a motorist driving on one of these networks will understand immediately that he or she is listening to a VINCI motorway radio; and at the same time, the local identity and features of each station will be maintained in order to remain close to listeners and to motorway operations. The synergies notably involve general news (Autoroute FM provides it to Radio Trafic FM, which previously purchased it outside the company) and coverage of certain events. Since early January, a single authority has managed advertising for both stations. Finally, both stations will be working together to prepare the major move to digital broadcasting.”

JEAN-MARIE FERRAND
MANAGING DIRECTOR OF
AUTOROUTE FM

(12,000 km) since 2005. The system uses satellite technology combined with GSM links and achieves 99.7% accuracy. In 2007, the tolls collected on behalf of the German government amounted to €3.4 billion. The fraud rate is under 2%. In addition, Cofiroute operates, via its Le Crossing Ltd. subsidiary, a bridge and two tunnels in Dartford in the United Kingdom.

... opted for this service by the end of 2007. After a period of technical assessment, Escota started deploying TIS-PL, the new electronic toll collection system for heavy vehicles, in April. At the end of the year, TIS-PL payments accounted for 41% of toll revenue from heavy vehicle traffic.

Substantial network modernisation works

Escota continued to invest in modernising its network. The pace of upgrading some 20 tunnels between Nice and the Italian border to meet new regulatory safety standards picked up significantly (see box). On the A8, major work was started or continued to widen the Châteauneuf le Rouge–Saint Maximin and Nice Saint Augustin–Nice Saint Isidore sections to three-lane dual carriageway. On the latter section, rip-rap protection of the

RENOVATION OF 38 TUNNELS ON THE ESCOTA NETWORK

To comply with the new tunnel safety regulations, Escota launched a major renovation programme in 2004 in 38 tunnels, most of them along the 33 km section between Nice and the Italian border. Given that traffic is particularly heavy on this part of the network, the works (construction of escape tunnels, installation of technical equipment, etc.) are being performed at night so as to avoid closing the tunnels to traffic. The programme accounts for a total investment of €360 million. In 2007, work was carried out in all the tunnels and the investment over the year amounted to €80.5 million.

Escota

Escota is France's oldest toll motorway concession operator. It has a network of 459 km (A8, A500, A50, A51, A52, A520 and A57) located entirely in the Provence Alpes-Côte d'Azur region. The company records the highest traffic intensity per kilometre of all French motorways under concession, with 39,340 vehicles a day on average.

Escota's revenue increased 6.3% to €578 million in 2007. Of this, toll revenue amounted to €569 million, up 6.1%. On a constant network basis, the number of kilometres travelled rose from 6.4 billion to 6.6 billion, which breaks down into 2.6% growth for light vehicles and 3.2% for heavy vehicles.

The number of electronic transactions, which was already at a high level, increased 4.4% to represent 31% of all payment transactions, making Escota France's leading motorway operator in this field. Despite the maturity of its market, Escota sold 26,400 new transponders during the year, an increase of 10% that took the total number of transponders in operation up to 255,000. The company introduced an electronic billing service for individual customers: of 30,000 customers contacted by email, 4,600 had ...

motorway slopes called for major earthworks in the immediate vicinity of the Var River, with blocks laid to provide the motorway with long-term protection in case of floods. Still on the A8, studies are under way for the creation or extension of heavy goods vehicle parking areas: the programme involves 600 parking spaces in nine areas and the development of three emergency parking areas with a total of over 1,500 spaces.

Noise mapping

In application of a new EU regulation, Escota developed a noise map of all sections of its network carrying annual traffic of over 6 million vehicles – 350 km in total. As Escota's network is in a heavily populated area, an ambitious programme to protect local residents from noise was launched in 1987. This programme has led to the installation of 33,140 metres of noise screens, 13,750 metres of embankments and 2,250 individual noise barriers for houses and apartment blocks.

Last but not least, Escota created a quality and safety department in 2007 as part of its Horizon 2009 business plan and it undertook its second Sustainable Development action plan for the 2007–2009 period.

Arcour

Through its subsidiary Arcour, VINCI Concessions holds the concession to operate the future A19 motorway between Artenay and Courtenay (101 km), the southern link in the outer bypass around the Paris region. It will join the A10 to the A6 and A77. Arcour is prime contractor with responsibility for financing, and a consortium of VINCI companies is in charge of building the road, which will be operated by Cofiroute. The 65-year concession contract was signed in 2005.

2007 was a year of intense activity on the A19 worksite, which was the biggest motorway construction site under way in France as work was carried out simultaneously over the entire route. The archaeological surveys were completed in October, the first having started two years earlier. The principal activities in 2007 were earthworks and building tunnels and bridges (102 in all, including a viaduct over the Loing with a span of more than 1,000 metres). Paving started in October (1 million tonnes of surfacing material). Interoperability agreements on the motorway's operation and toll system were initiated with the other French motorway concession operators. The A19 is scheduled for opening during the third quarter of 2009.

870

metres,
is the average distance
between wildlife crossings over
the entire A19 network.

VINCI motorway concessions in France



VINCI Concessions Greece

A new motorway division in south-eastern Europe



"The Charilaos Trikoupis bridge on the Gulf of Corinth has become an emblem of the region and a source of pride for its inhabitants. Our role is to maintain customer satisfaction at a high level by providing users with comfort, safety and high-quality service – the bridge is of course in competition with the ferry. We have a large number of customised offerings for local users (weekly or monthly pass, return-trip card, e-pass, etc.). Our active policy of forging local partnerships also helps boost acceptability of tolls."

ANDROMACHUS SOTIROPOULOU
MARKETING DIRECTOR AT GEFYRA

VINCI Concessions was already operating the Charilaos Trikoupis bridge (Rion–Antirion) in Greece when, as part of a consortium, it won the contract for the Athens-Tsakona motorway, its largest-ever contract in the international market. This success is in addition to the Maliakos-Kleidi motorway concession won by the same consortium. At the end of 2007, the Group was in final negotiations for a further motorway concession in Cyprus.

Athens-Tsakona motorway

On 24 July, in the major achievement of 2007, VINCI Concessions signed the concession contract with the Greek government for the Athens-Corinth-Patras-Tsakona motorway, part of a vast motorway construction and renovation programme covering the country as a whole. The Apion Kleos consortium led by VINCI Concessions (36%), which includes Hochtief of Germany (25%) and three Greek companies, was awarded the financing, construction-renovation and 30-year operation of 365 km of toll motorway between Athens and the south-western Peloponnese, including

81 km of existing motorway, 120 km to be renovated and widened and 164 km to be built from scratch. The work will take 72 months to complete. It will include the construction of 19 km of tunnels, over 400 engineering structures (to be built or re-built) and some 20 new interchanges. The overall value of the project exceeds €2 billion. The work will be carried out by VINCI Construction Grands Projets, in association with the consortium partners. Toll revenue following the construction period is estimated at €250 million per year. Apart from an initial subsidy from the Greek government (€550 million) and revenue from existing traffic, the project funding will be based on three financing tranches totalling €1,685 million.

The concession contract was ratified by a large majority in the Greek parliament on 29 November 2007. Following final approval from the European Union, the concession is set to effectively start up in the first half of 2008.

Maliakos-Kleidi motorway

VINCI Concessions is also involved in another chapter of the current Greek motorway programme with the same partners. The Aegean Motorway consortium, in which VINCI Concessions has a 13.75% interest, secured the 30-year concession for the 230 km section between Maliakos and Kleidi, i.e. the northern part of the Athens-Thessalonica



The Charilaos Trikoupis (Rion-Antirion) bridge, operated since August 2004 by VINCI Concessions subsidiary Gefyra, recorded average daily traffic of 13,200 vehicles in 2007, an increase of 6.8% from 2006.



motorway. The concession contract was signed on 28 June 2007, ratified by the Greek parliament on 1 August 2007 and approved by the European Union in January 2008. It entered into force on 5 March 2008. The work will last 48 months. In addition to modernisation and upgrade to motorway standards of the 230 km section, it will include construction of three tunnels totalling 11 km in the Tembi Valley.

Charilaos Trikoupis bridge

The two new motorway concessions won in 2007 extend and amplify VINCI Concessions' operations in Greece, where the Group built and is operating as a concession one of Europe's largest maritime crossings, the Charilaos Trikoupis bridge linking the cities of Rion and Antirion on either side of the Gulf of Corinth. The bridge, which opened to traffic in 2004, saw a further significant increase in traffic in 2007. Daily traffic has now reached 13,200 vehicles, up 6.8% in one year.

The growth involves all types of vehicles and especially heavy vehicles (+7.9%). The corresponding revenue growth was 10.3%. During the year, a series of projects ancillary to the initial construction (installation of noise protection systems and hydraulic dampers on the cable stays) were completed.

Prospects for regional development

VINCI Concessions is now engaged, for a 30-year period, in three motorway concessions in Greece totalling 600 km. A Greece division was set up within VINCI Concessions at the end of 2007 to support the start-up of the new concessions. More broadly, the new division confirms the Group's strong commitment to Greece – now VINCI Concessions' second-largest market after France – where the PPP culture has firmly taken hold and where infrastructure requirements remain quite large. Building on the excellent partnerships developed over the years with public authorities, local authorities and local companies, VINCI Concessions intends to continue its expansion in Greece and the region as a whole. In a major step in this direction, a first project is under negotiation in Cyprus (see page 37).

600
kilometres

is the length of the toll network for which VINCI Concessions holds the concessions in Greece.

VINCI Park

Consolidation of growth in Europe and strong new positions in North America



“The mobility centre that will open in the autumn of 2008 in La Défense (where VINCI Park manages 16 car parks and 22,000 spaces) will meet all the mobility needs of the site’s stakeholders and offer a comprehensive mix of all types of transport: the private automobile of course, as well as carsharing with our Okigo service, motorcycle taxis, bicycles (special free spaces), public transport (automated sales points), combined transport (payment of parking with the Liber-t motorway transponders), etc.”

NORBERT DEMONGEOT
OPERATIONS DIRECTOR
LA DÉFENSE BOUCLE DE SEINE
REGIONAL DIVISION

With revenue increasing 7.4% to €562 million, 2007 was a year of very strong growth for VINCI Park – the strongest since the creation of the brand in 2001. Driven both by intense commercial activity and an ambitious acquisition policy, the growth took the company from 863,000 spaces under management to over 1,000,000 in one year.

France: optimisation of operations ...

VINCI Park’s revenue in France increased 4.9% to €396 million. Despite the efforts made by municipal authorities to limit the space taken up by the automobile in the city, car park occupancy rates did not decline. In Paris, hourly occupancy rose 3.3%, the best growth recorded in the capital since the creation of VINCI Park in 2001. These figures reflect a change in motorists’ habits, which includes increased usage of car parks. Outside Paris, a slight decline in hourly occupancy recorded during the year was due principally to major urban development projects that made it difficult to access some city centres. The projects have now been completed and growth in season tickets and rentals partially offset their impact.

Against that backdrop, the increase in revenue is primarily due to an increase in prices. VINCI Park’s

service policy – which has set new standards in parking – and the high-quality maintenance and renovation of its car parks justify a regular increase in prices.

...and major commercial successes

In France, the year was marked by some significant commercial successes. These included the brand starting operations in Evry (3,650 spaces), Sables d’Olonne (2,300 spaces), Noisy le Grand (1,410 spaces), Lorient (610 spaces) and Antibes (360 spaces). There was also growth in towns where the brand already had a presence: Neuilly sur Seine, where VINCI Park was awarded a public service contract for a new car park and an extension of on-street parking (4,140 spaces); Marseilles, where the urban authority awarded VINCI Park 16 new car parks (2,455 spaces); Strasbourg, where the company started operating two new facilities (1,140 spaces) and the biggest bicycle park in France (850 spaces); and Rueil Malmaison, where the concession has been extended to include three additional car parks (650 spaces); Noisy le Grand, where a new public service contract extended VINCI Park’s operations (2,410 spaces). At the same time, VINCI Park consolidated its operations in major centres by securing the renewal of its contracts, the main ones being La Défense (22,600 spaces for six years, i.e. all 16 car parks serving the



Organic and external growth took **VINCI Park** beyond the mark of 1,000,000 spaces managed worldwide.



Launched in July 2007 in four Paris car parks, Okigo is the new carsharing service set up by partners VINCI Park and Avis.

VINCI PARK CREATES OKIGO, A CARSHARING COMPANY

VINCI Park and Avis have created Okigo, a carsharing company, to meet the needs of urban residents who only use a car on rare occasions. Following trials in Paris during 2007, the service will be rolled out in about 30 sites in the Greater Paris area and other major cities. The concept of self-service cars provided to subscribers for short periods is a sustainable mobility solution for short journeys on two counts: Okigo vehicles are selected based on their low CO₂ emissions and a shared car can replace up to eight private cars.

business district), Caen (4,000 spaces for 10 years), Saint Maurice (2,500 spaces for eight years) and Lille (910 spaces for five years).

Last but not least, niche markets, particularly the hospital and retail sectors, which have generated significant contracts over recent years, hold out excellent prospects for development on the French market.

Major acquisition in the United States

In 2007, for the first time since VINCI Park was founded in 2001, the number of spaces managed in the international market (588,000) exceeded the number managed in France (447,000). Over and above the satisfactory level of activity in the existing subsidiaries, this change is driven by major acquisitions under a strategy focusing on markets with high potential in Europe and North America. The main acquisition was a 50% interest in LAZ Parking, which operates over 230,000 spaces in 77 cities in the United States, including Boston, New York, Washington, Atlanta, Miami, Chicago and Dallas. Its contracts cover 14 States and a wide variety of locations: city centres, hotels, hospitals, universities and other public infrastructure. In the neighbouring Canadian market, where VINCI Park has been operating for about 10 years, 2007 saw the signature of a management contract

for the 11,500 parking spaces at Montreal-Trudeau Airport, increasing the total number of spaces managed in Canada to 70,000.

Expansion in Germany, a foothold in Russia

In Germany, the acquisition of Netpark (12,300 spaces), following on from the signature in 2006 of a 15-year contract with Karstadt Quelle (56 car parks, 17,300 spaces), strengthened VINCI Park's new positions in that country. In the Czech Republic, VINCI Park acquired an 80% interest in Parking Praha (5,300 spaces) and won a management contract for on-street parking in three districts of Prague (30,000 spaces). In Belgium, two new contracts were signed in Mechelen and Ostend covering a total of 550 spaces. A first contract was signed in Russia to operate the car park at Terminal 1 of Sheremetyevo Airport in Moscow (920 spaces). In addition, the creation of Mosparkinginvest with a local partner aims to develop a comprehensive car park design, build and operate offering in order to respond to the Russian capital's major needs for infrastructure. At the same time, VINCI Park withdrew from the Austrian market, where it managed 2,000 spaces, and sold most of its business in Hong Kong (46,800 spaces managed under service contracts).

Towards worldwide market leadership in parking

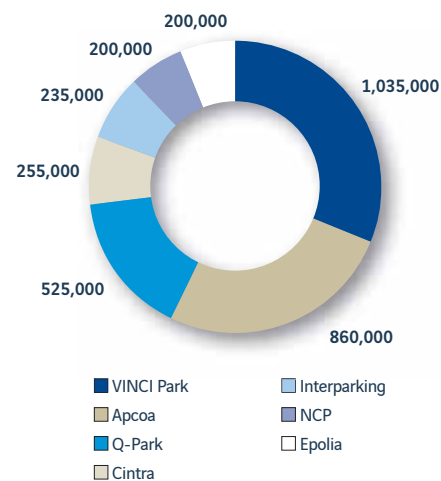
In the spring of 2008, VINCI Concessions and Fortis signed a memorandum of understanding with a view to combining their activities in the public car park industry.

The two groups would share the equity of a new entity, which would be majority owned by VINCI Concessions, with Fortis keeping a significant stake. The tie-up would create the world's leading parking company, with 1.3 million parking spaces under management in 1,800 car parks in 16 countries.

The two companies have a very complementary set of activities, especially in Europe. VINCI Park has strong operations in France, the UK and Spain, while Interparking, has a strong presence in Benelux, Germany, Austria, Italy and Spain, and holds full ownership of a large number of car parks.

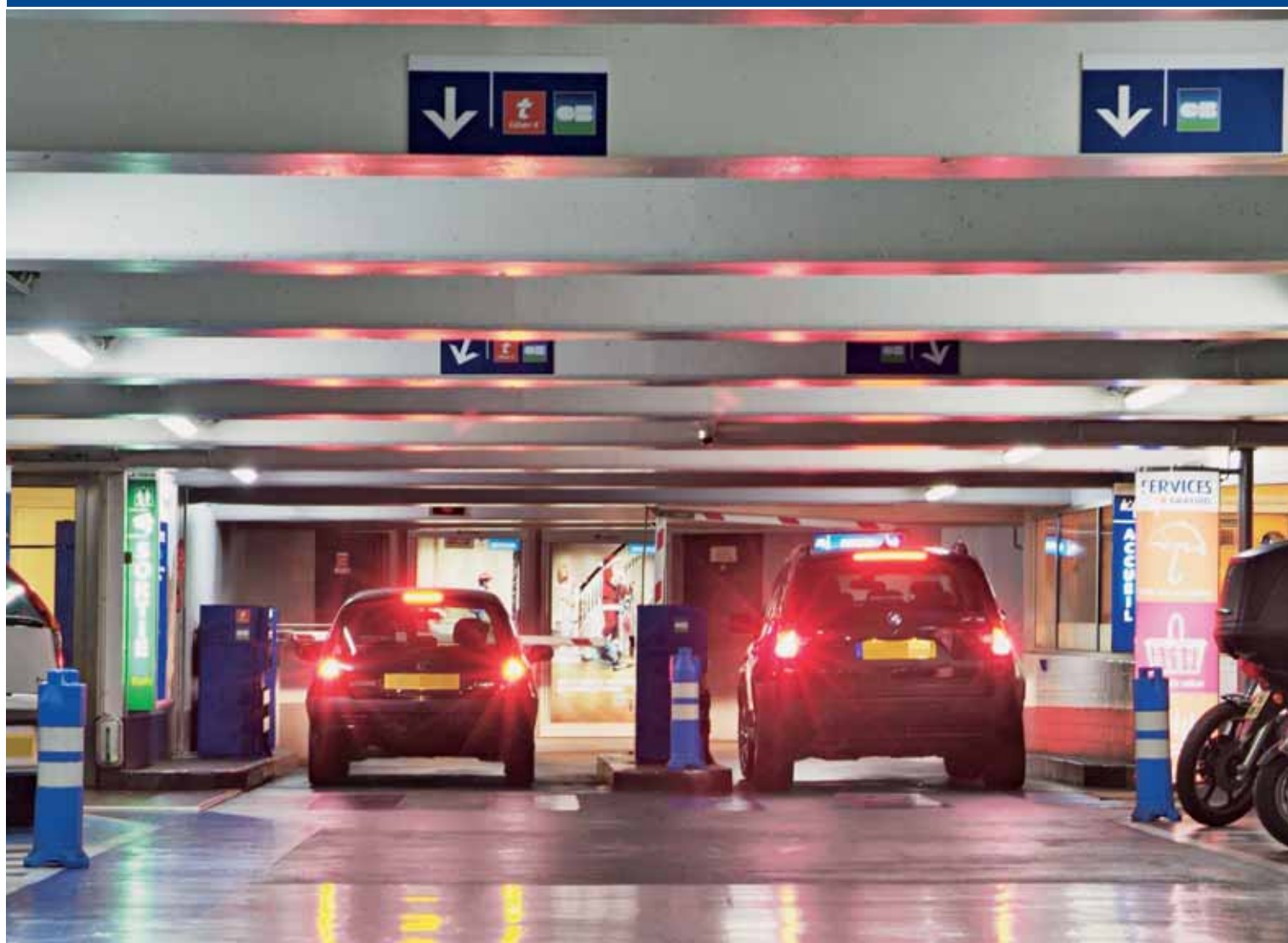
The operation could be finalised in the third quarter of 2008. It would mark a new major milestone in the development of VINCI Park.

**VINCI Park,
European parking leader**



Source: company press releases.

VINCI Park is the first parking company to adopt the Liber-t motorway electronic toll transponder as a means of payment.



VINCI Airports

VINCI Concessions' business development model applied to airport management

VINCI AIRPORTS/ KEOLIS AIRPORT, A STRATEGIC PARTNERSHIP

Against the backdrop of French regional airport decentralisation, the VINCI Airports/Keolis Airport partnership aims to support local authorities' efforts to optimise their airport infrastructure for the benefit of the regional economy.

Building on their complementary expertise – Keolis in public transport, VINCI in infrastructure concessions – and on their experience with the Grenoble-Isère, Chambéry-Savoie and Clermont-Auvergne airports, the two partners are working out development models that help to stimulate air traffic while seeking, without changing the objectives, to reduce the financial burden on local authorities. This partnership is targeted at decentralised regional airports with traffic between 100,000 and 1,000,000 passengers per year.

Airport operation is an integral part of VINCI Concessions' business activity. The Group operates three regional airports in France in partnership with Keolis Airport, including one won at the end of 2007. VINCI Concessions also holds the concessions for three international airports in Cambodia and is one of the main players in the country's economic development.

Grenoble-Isère and Chambéry-Savoie: two major references

The VINCI Airports-Keolis Airport consortium has been operating the Grenoble-Isère and Chambéry-Savoie airports since 2004 under public service contracts. The Isère and Savoie departments were among the first to experiment with a process, prior to the decentralisation law of 2004, that has since spread: the transfer by the government of regional French airport ownership to local authorities, which in most cases call on private-sector partners to operate them.

In Grenoble and Chambéry, the consortium's proactive policy applying to airlines – with 11 new companies and 26 new lines welcomed

in three years – have made these airports into major gateways to the Alps, promoting the development of regional tourism. In addition to a proactive approach to low-cost airlines, management by the two partners has generated strong development of tour operator and business air travel.

In four years of operation, traffic has increased 163% in Grenoble and 68% in Chambéry. Despite poor snow conditions at the beginning of the year, which penalised traffic to ski resorts during the winter months, traffic continued to grow in 2007: 8% in Grenoble (472,000 passengers during the year) and 19% in Chambéry (231,000 passengers), compared to average growth of 5% across all French airports.

Further success in Clermont-Auvergne

On the strength of their operation of the Grenoble-Isère and Chambéry-Savoie airports, the VINCI Airports/Keolis Airport consortium was awarded the operation of a third French regional airport: Clermont-Auvergne. Negotiated and concluded at the end of 2007, the contract came into effect on 1 January 2008 for a period of seven years.

In addition to airport operation and maintenance (passenger terminal, equipment, retail outlets), the contract stipulates that all the airport staff



In France, VINCI Concessions manages three airports in partnership with Keolis Airport under public service contracts: Grenoble-Isère (shown above), Chambéry-Savoie and Clermont-Auvergne.



are to be hired by the entity created by the consortium. The new entity is tasked with stimulating business in an environment in which passenger numbers have been declining strongly over the recent period, while optimising the organisation and operation of the airport, which served 550,000 passengers in 2007. Overall, annual traffic in the French airports operated jointly by VINCI Airports and Keolis Airport exceeds 1.2 million passengers.

Cambodia: long-term PPP

VINCI Concessions has been operating in Cambodia since 1995. Through its subsidiary SCA, the company holds the concession for the country's three airports. This long-term public-private partnership makes VINCI a key player in Cambodia's economic and tourism development. In 2007, SCA benefited from the buoyant market in Asia in general and Cambodia in particular. Traffic increased 21% at Phnom Penh airport and 27% at Siem Reap, where the new international terminal brought into service in 2006 helps to absorb the ever-growing number of tourists visiting the Angkor temples. In total, the two airports handled 3.3 million passengers during the year. Following the extension in 2006 of the concession scope to include Sihanoukville airport, the country's third airport, SCA started

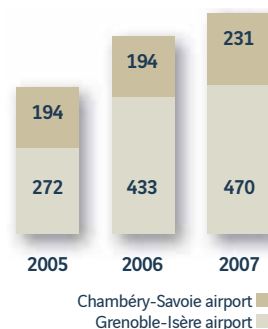
the transformation of this modest facility into an international airport. Cambodia is thus becoming a comprehensive tourist destination, with a "sun and sea" holiday offering for those visiting the Angkor temples.

In a major step towards this development, construction of a new runway capable of carrying wide-bodied aircraft is scheduled to start in 2008.

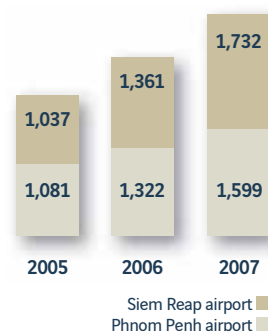
Acquisition of an interest in ADP

At the end of 2007, VINCI announced its purchase of 3.3% of the share capital of ADP (Aéroports de Paris). ADP owns and operates three airports serving the French capital (Paris-Charles de Gaulle, Paris-Orly and Paris-Le Bourget), as well as 10 airfields and a heliport. Together, these locations handled over 86 million passengers in 2007, increasing 4.7% over the previous year. Through this financial investment, VINCI reaffirmed its long-term interest in airport infrastructure. The Group supports the profitable growth strategy put in place by ADP's management team and does not intend to raise its shareholding above the current level unless there is a change in the government's shareholding in the future.

Passenger traffic France
In thousands of passengers



Passenger traffic Cambodia
In thousands of passengers



VINCI Concessions Asset Management

Optimising the value of the Group's assets

VINCI Concessions is the shareholder of a portfolio of 25 subsidiaries. Considering that concessions are assets whose value must be optimised, VINCI Concessions set up an asset management structure tasked with optimising the Group's investments in concessions.

VINCI Concessions is an operator of infrastructure and services, and it is also the shareholder and manager of a portfolio of infrastructure concessions. The asset management teams are responsible for monitoring and optimising the management of these assets in the Group's interest. To this end, they develop tools to optimise the performance of VINCI Concessions holdings in all its subsidiaries (introduction of indicators, sector benchmarks, etc.); they also provide operational teams with technical expertise by identifying ways to optimise the operation of an infrastructure concession, taking part in structuring a new project as a shareholder and supporting an acquisition by helping to determine its value for the Group, for example. The teams from the asset management

structure teams are also called in when there is a need to seek other investors for a project, re-balance a portfolio and modify VINCI Concessions' shareholder position. Depending on the maturity and performance of a concession, a financial and strategic analysis may result in the acquisition of a greater holding in certain subsidiaries or the divestment of other assets at the most appropriate time. For example, VINCI Concessions recently reduced its holding in the Confederation Bridge concession company in Canada and divested, on favourable terms, all of its interest in Autopista del Bosque, the concession company that operates the Chillan-Collipulli motorway in Chile, which was originally built by VINCI.

Since they cover all activities across VINCI Concessions as a whole, the specialised asset management teams could also provide valuable assistance in non-concession projects and support operations undertaken in VINCI Concessions' activity sector.

**The Stade de France**

Operating the Stade de France until 2025, after participating in its construction, VINCI Concessions has developed a dynamic management model that optimises the value of the site's exceptional resources.

Portfolio assets

France

Prado-Carénage and Prado-Sud tunnels in Marseilles

Designed, financed, built and operated by VINCI under a 30-year concession contract, the Prado-Carénage tunnel enables motorists to save 25 minutes when crossing the greater Marseilles area. 41,000 vehicles use the structure on average every day, reducing traffic in the city centre and enabling the city to develop surface mobility services such as light rail. On 22 June 2007, a new record was set when nearly 60,000 vehicles used the tunnel. A new tunnel (Louis Rège), financed under a

concession extension, was officially opened on 4 June 2007.

VINCI Concessions and Eiffage, shareholders in the Société Marseillaise du Prado-Carénage (SMTPC), submitted a bid on a tender issued by the Marseille Provence Métropole metropolitan authority for a new concession covering the future Prado-Sud tunnel, a 1,400 metre cut-and-cover tunnel with two superposed two-lane carriageways for light vehicles, which extends the Prado-Carénage tunnel.

The VINCI Eiffage consortium won the contract on 8 February 2008.

The Prado-Carénage tunnel in Marseilles beat its own traffic record on 22 June 2007 when 60,000 vehicles drove through it.



Leslys light rail system in Lyons

The first rail concession in modern-day France, Leslys is an express link between the city and its airport. The 30-year contract was awarded to a consortium led by VINCI Concessions. The light rail system will cover the journey from the railway station and Part Dieu district of Lyons to Saint Exupéry Airport in 25 minutes over a route that is interconnected with the city's public transport networks (metro and high speed train stations). Leslys will operate every day of the year, with a train every 15 minutes on average. The contract, which was signed in January 2007, calls for the financing, construction and operation of the line. It represents a total investment of €100 million. VINCI Construction and Eurovia will build the infrastructure (9 km of track between ...

for the first and July 1996 for the second. The concession contract was signed in 1992 and will end in 2016. It called for the design, construction, financing and operation of the second bridge, as well as the takeover and operation of the first.

The two bridges carry average daily traffic of 36,000 vehicles.

Also in the United Kingdom, VINCI designed, built and financed the Newport Southern Distributor Road, a 9.3 km motorway bypass that includes a bowstring arch bridge. Morgan-VINCI Ltd. will operate the bypass for 40 years from 15 December 2004. In 2007, traffic averaged 23,000 vehicles a day.



... Meyzieu and the airport), and VINCI Energies will be in charge of electrical engineering with Cegelec. The consultation phase prior to the Declaration of Public Interest – a necessary stage before starting the work – was completed in October 2007.

Germany

A-Modell motorway programme

As part of the A-Modell programme, which has been set up to finance the repair and extension of the country's motorway network, the 50/50 consortium made up of VINCI Concessions and Hochtief signed the concession contract for a 45 km section of motorway between Gotha and Eisenach (A4) in Thuringia, central Germany, in 2007. A consortium comprising Eurovia (project leader), Hochtief and some small and medium-sized German companies will execute the work, which includes the construction of a new 25 km section. The tolls for vehicles of over 12 tonnes on this section will be collected via the Toll Collect satellite system and paid to the concession operator.

United Kingdom

Bridges over the Severn and Newport Southern Distributor Road

The two bridges over the Severn between England and Wales have been operated by Severn River Crossing, the concession holder in which VINCI is a shareholder, since April 1992

Portugal

Vasco da Gama and 25 April bridges, Lisbon

VINCI built the Vasco da Gama Bridge (12.3 km), which crosses the Tagus estuary in Lisbon, for the Expo '98 to alleviate congestion on the 25 April Bridge. The concession contract, which ends in 2030, covers operation of the two bridges. The bridges carried average toll-paying traffic in excess of 100,000 vehicles a day in 2007.

Canada

Motorway and bridge in New Brunswick

VINCI Concessions is a shareholder in the companies that hold the concession for the 200 km Fredericton-Moncton motorway in New Brunswick, which has been in operation since 2002, and the Confederation Bridge, which connects Prince Edward Island with the continent; the 13 km structure, in service since 1997, was built to replace a government-subsidised ferry line and is used by 2,000 paying vehicles per day.

VINCI Concessions also operates a 34 km motorway network in Jamaica through an ASF subsidiary, Jamaican Infrastructure Operator, on behalf of the concession company, TransJamaican Highway, in which ASF is also a shareholder.

“Managing the execution of an infrastructure project

as a concession holder involves a wide variety of tasks: coordinating the work of the builder, operator, equipment supplier and all the other parties involved in the project; handling reporting to banks and lenders to ensure that the funds are released every month; reassuring the client when procedural complexities arise and when unforeseen construction problems crop up, etc.

We take the same long-term approach that the client does and we are there, first and foremost, to win and keep the client's trust.”

LUC BORGNA

DIRECTOR OF RHÔNEXPRESS
(CONCESSION HOLDER
FOR THE FUTURE LESLYS
LIGHT RAIL SYSTEM IN LYONS)

VINCI Concessions Business Development

Significant successes in 2007, buoyant prospects in the medium and long term

“The financial structure of a project contributes to its competitiveness at the tendering stage and then in its long-term operation. At VINCI Concessions, there are some 15 structured financing specialists – who focus on project finance as opposed to corporate finance. We work with development teams to devise a financial model that takes on board all the parameters of a project (construction and operation costs, traffic forecasts, future revenue, tax implications, etc.) and then bring together the lenders that will participate in the financing – since infrastructure projects are financed 80% or more by debt. The financial structuring is essentially complete at the time we submit a bid, and it can make all the difference, especially when we manage to minimise the subsidy to be paid by the concession grantor. In our relations with banks, the power and credibility of the VINCI Group helps us to raise funds on good terms and conditions.”

ROMAIN VERZIER
DIRECTOR FOR STRUCTURED
FINANCING, VINCI CONCESSIONS

Following a record year in 2007, in which several major contracts were won, 2008 is expected to confirm VINCI Concessions sustained growth curve. Beyond the contracts now in the final stages of negotiation, major transport and public facility infrastructure programmes are expected to drive activity and contribute to making VINCI Concessions a world leader in public-private partnerships.

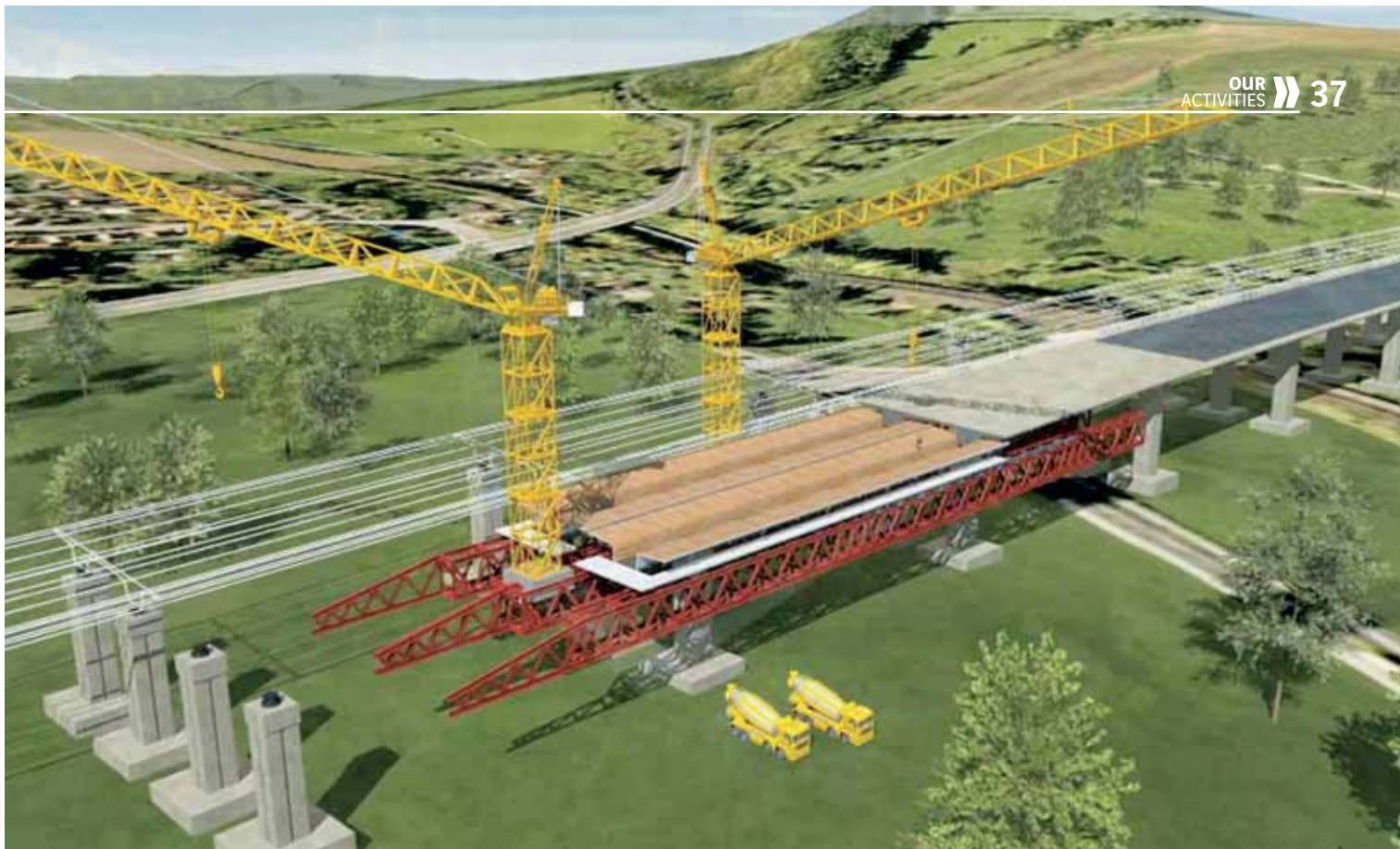
The VINCI Concessions business development team brings together some 50 financial, legal, technical and sales specialists based in France and abroad. They are experts in structuring new greenfield concession projects and they manage the full range of upstream operations: identifying and selecting partners; negotiating a partnership agreement with each of them; prequalification; drawing up a winning bid; negotiation of the final bid with the client; finalisation of agreements with banks and the concession contract; forwarding the dossier to the asset management teams that will manage the downstream project operations.

Intense activity in 2007

A brief review of the new projects won in 2007 confirms both the validity of the strategic VINCI Concessions model and the vitality of its development teams. The new contracts signed in France – the Leslys light rail system in Lyons, public lighting in Rouen, the car rental firm business complex at Nice airport, the operation of the Clermont-Auvergne airport – illustrate a dual long term trend toward the increasing use of PPP for local projects and extension of PPPs to all types of public facilities. This trend, which is gaining pace as time goes on, holds out prospects for growth for VINCI Concessions beyond its traditional activity as a major transport infrastructure concession company. Three major contracts stand out in 2007: the Athens-Tsakona and Maliakos-Kleidi motorways in Greece and the Gotha-Eisenach A-Modell motorway in Germany, which together total 640 km. These projects, which are fully consistent with the VINCI Group's historic model, call on VINCI Concessions' prime contractor, investor and operator competencies in synergy with the construction expertise of the VINCI works divisions. Several other contracts were in the final stages of negotiation (see box opposite page).

Many projects under development

At the end of 2007, VINCI Concessions was prequalified or in competition for a large



The 45 km motorway section won by VINCI Concessions in 2007 is one of projects carried out under the A-Modell programme set up to finance the repair and extension of the German motorway network.



number of significant projects which may be finalised in the short or medium term. In France, some 15 major transport infrastructure projects – the LGV South Europe-Atlantic high-speed rail line, the Seine-North Europe canal, the Reunion Island light rail system, the Nantes airport, the Strasbourg bypass, etc. – will be studied or initiated in coming months, and the VINCI Concessions development teams will be working on them. Several projects may be finalised in Germany, where VINCI Concessions is in final competition for two further A-Modell motorway projects, the United Kingdom (M25, Birmingham) and the Benelux countries. In Greece and the neighbouring regions of south-eastern Europe, VINCI Concessions may, in addition to the recently-won motorway concessions, work with the same partners to develop further PPPs in transport infrastructure and public facilities (prisons, barracks, etc.) VINCI Concessions will also be seeking targeted growth in the buoyant Central and Eastern European, US and Russian markets (road projects in Slovakia, motorway, parking and transport system infrastructure in Russia, etc.).

Projects under negotiation

IN FRANCE,

VINCI Concessions was named preferred bidder for the future 25,000-seat MMArena stadium in Le Mans. The final decision will be taken by the new municipal government following elections in the spring of 2008.

IN THE NETHERLANDS,

as part of the Coentunnel Company BV consortium, VINCI Concessions will be signing, in the spring of 2008, a 30-year concession contract to build and operate a three-lane dual carriageway submerged tunnel in Amsterdam for 30 years. The tunnel runs between the city centre and its northern suburbs. The project, with a total value of about €600 million, also includes repairing an existing tunnel.

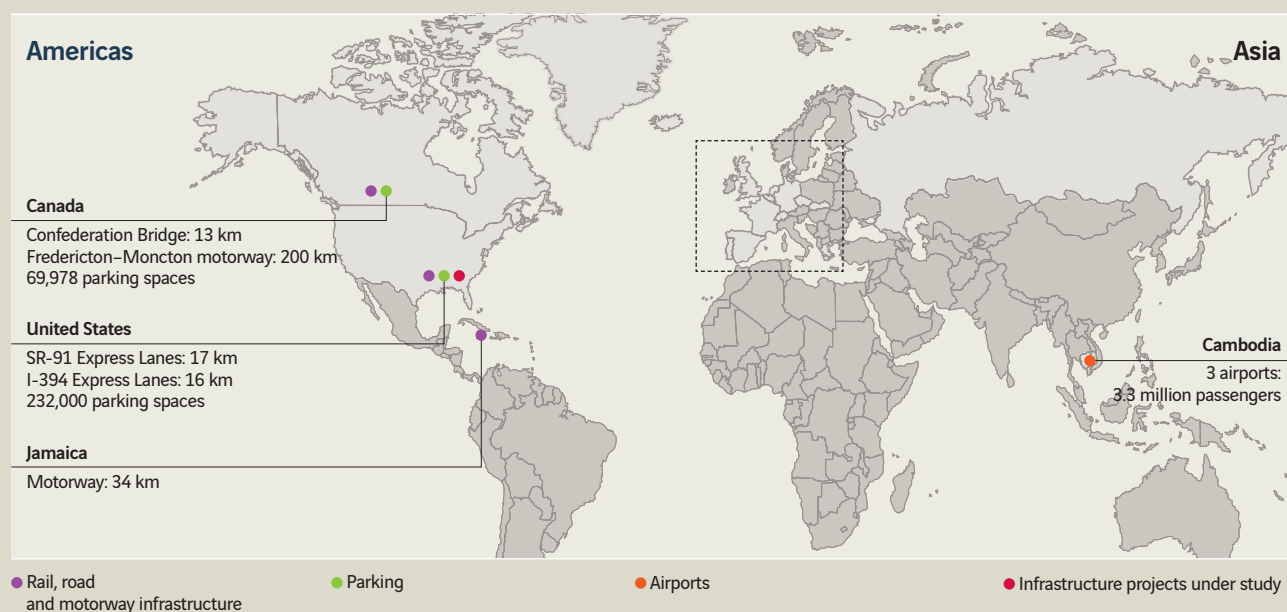
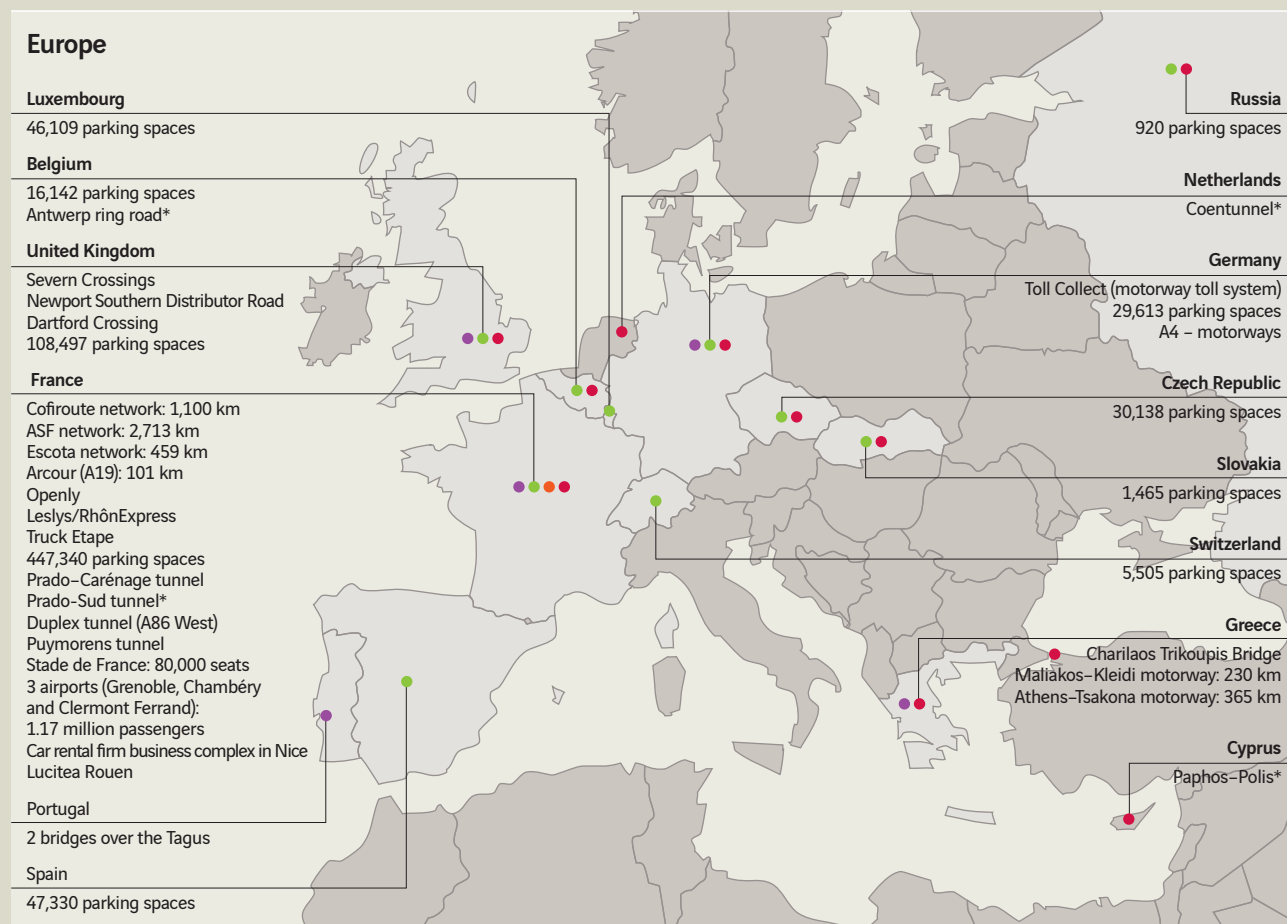
IN BELGIUM,

a consortium led by VINCI Concessions and including CFE (a VINCI Construction subsidiary) was announced preferred bidder on the project to complete the Antwerp ring road. The contract, a 39-year PPP, calls for the design, financing, construction and maintenance of 30 km of motorway infrastructure.

IN CYPRUS,

the consortium comprising VINCI Concessions (40%), J&P (consortium leader, 45%) and Cybarco (15%) was named preferred bidder at the beginning of 2008 covering the 30-year concession for the 31 km of motorway between Paphos and Polis on the west coast of the island. This is the first Cypriot PPP for road infrastructure. It involves a total of €470 million, of which €300 million in investment and €170 million for providing operational services.

VINCI Concessions around the world



* Preferred bidder.

VINCI's concessions

Structure	Description		Country	Capital held	Revenue at 100% (in € millions)	Residual term of concession (in years) from 31/12/2007
Motorways						
	Network under concession					
Cofiroute intercity network	1,100 km		France	83% ⁽¹⁾	1,039	23
ASF network ⁽²⁾	2,713 km		France	100%	2,234	25
Escota network	459 km		France	99%	578	19
A19 motorway ⁽³⁾	101 km		France	100%	–	63
Newport Southern Distributor Road	10 km		United Kingdom	50%	9	35
Fredericton-Moncton motorway	200 km		Canada	12%	–	21
A4 - A-Modell	45 km		Germany	50%	3	30
Bridges and tunnels						
Charilaos Trikoupis Bridge (Rion-Antirion)	Peloponnese – mainland	–	Greece	54%	48	32
Tagus bridges	Two bridges in Lisbon	–	Portugal	31%	63	23
Prado-Carénage tunnel	Tunnel in Marseilles	–	France	33%	33	18
Severn Crossings	Two bridges over the Severn	–	United Kingdom	35%	111	9
Confederation Bridge	Prince Edward Island – mainland	–	Canada	19%	21	25
A86 tunnels (Cofiroute) ⁽³⁾	Rueil-Malmaison – Versailles	–	France	83% ⁽¹⁾	–	70 ⁽⁴⁾
Puymorens tunnel (ASF)	Pyrenees – France	–	France	100%	–	30
Parking						
	Number of spaces					
VINCI Park	1,035,000		France / Europe, United States, Canada	100%	562	26 ⁽⁵⁾
Airports						
	2007 traffic (passengers)					
Cambodia (three airports)	3.3 million]	Cambodia	70%	48	33
Phnom-Penh airport	1.6 million					
Siem Reap airport	1.7 million					
Sihanoukville airport	–					
Chambéry-Savoie airport	231,000		France	50%	6	4 ⁽⁶⁾
Grenoble-Isère	470,000		France	50%	8	1 ⁽⁶⁾
Clermont-Auvergne	550,000		France	50%	–	7 ⁽⁶⁾
Stade de France	80,000 ⁽⁷⁾		France	67%	109	18

(1) VINCI increased its holding in Cofiroute from 65% to 83% in early 2007 by acquiring the shares held by Eiffage and banks.

(2) Including the Lyons-Balagny section.

(3) Under construction.

(4) From the date on which the tunnels go into full service.

(5) Average residual term for the 359,375 spaces under concession.

(6) Public service contracts.

(7) Seating capacity.

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