VINCI ENERGIES 2012

CONNECTING OUR ENERGIES





VINCI ENERGIES 2012

BUSINESS LINES	
Responsibility and commitments	10
Ambition and BUSINESS APPROACH	8
Highlights	6
Interview with the chairman	4
Key FIGURES	3
Profile	2

Infrastructure	12
Industry	18
Service sector	24
Telecommunications	30



Profile

VINCI Energies serves public authorities and business clients, helping them to deploy, equip, operate and optimise their energy, transport and communication infrastructure, industrial facilities and buildings.

VINCI Energies combines expertise in its own technology areas - electrical power, heating, ventilation and air conditioning (HVAC), mechanical engineering and information and communication technologies - with expert knowledge of its customers' businesses. It leverages these capabilities to develop high value-added solutions to address customers' efficiency, reliability and safety requirements.

As a key provider of energy efficiency and renewable energy solutions, VINCI Energies' capacity to integrate complex systems is a key component of VINCI's overall offer.







MAIN GROUP BRANDS

Actemium

Axians

Cegelec

Citéos

Graniou

Omexom

Opteor

VINCI Facilities





3

VINCI Energies 2012

We are a major player in markets that will remain buoyant

Yves MEIGNIÉ Chairman and Chief Executive Officer of VINCI Energies

Interview with the chairman

VINCI Energies underwent further change in 2012. How would you describe the Group today?

VINCI Energies is a market leader generating revenue of more than €9 billion, with 64,000 employees and business units in 45 countries including 25 countries outside Europe. It is a robust group with expertise positioned in key areas of its major markets - energy, transport, industry, telecommunications and the service sector. We have clear goals, strong momentum and a sturdy organisational structure that can cope with the current economic instability and take advantage of growth opportunities.

What action taken in 2012 brought the Group to this point?

I would mention three emblematic projects:

• We finalised the organisation of our Group with its unique network of business units that emerged from the "docking" of Cegelec and the creation of VINCI Facilities in 2010.

• We continued to pursue external growth. With GA Gruppe, we have become a major electricity and communication infrastructure provider in Germany. Europe's leading economy is now VINCI Energies' second largest market.

• We again achieved an excellent level of operating income, which came in at 5.6%, with revenue up 4% to €9 billion.

What accounts for these results?

Our segmentation enables our teams to acquire technical excellence and full familiarity with their customers' processes. Our broad range of solutions and services enables us to meet our customers' day-to-day requirements and to serve as an integrated provider for their complex and international projects. All this helps to consolidate our long-term working relationship centred on their installations.

A further success factor is our worksite safety record, which has been steadily improving for the past two years. But our results are above all due to the outstanding work done day-to-day by our VINCI Energies employees.

Does the VINCI Energies business model give you a competitive edge in your markets?

Our time-honoured business model is very powerful, both internally and externally. Our networked business unit structure gives us a rock-solid understanding of our customers' expectations and enables us to be very responsive to their needs and to offer solutions that are precisely tailored to their requirements. Yes, our business model does give us an advantage.

expansion. objectives.

What is the main development focus in 2013?

ical base strong economy

opportunities.

Group's strategy?

to 2013?

Lucid and confident. Our order book stands at a high level. We offer a unique range of expertise, talent, solutions and services and we have the capacity to support our customers. We are a major player in markets that will remain buoyant. Our organisational structure will enable us to flexibly navigate the ups and downs of our markets and take advantage of every opportunity.

What about the future?

The push for energy efficiency will generate substantial investments across the entire sector, from power generation to building, plant and infrastructure equipment and the smart grids of the future. Transport infrastructure, with its growing use of complex systems, and communication networks, with their constant evolution and increasing capacity requirements, are further investment drivers.

Our industrial customers are constantly looking for productivity gains and support for their international

We deliver solutions and services that match all these

It is very straightforward: we will continue to build on our business model, focusing on our productivity and allowing our Group to grow within our current geograph-

In France, we offer a broad range of services and expertise and our closely-knit network of 900 business units holds out many opportunities for expansion.

In Germany, our size enables us to make the most of the

In other European countries, we will continue to expand our networks of business units.

Outside Europe, our volume now accounts for 6% of our revenue and that proportion is set to increase. We operate in a number of high-growth regions around the world and we will be cultivating that base.

We have a broad playing field and a wide range of

How does this development fit in with the VINCI

It forms an excellent fit. We give VINCI a strong position in the high-growth energy and information technology sector. We also broaden VINCI's global offerings.

And last but not least, VINCI aspires to be a partner for its customers over the long haul. Our products and services are geared to VINCI's long-term focus.

In conclusion, how would you describe your approach

Highlights

MARCH 2012

III UMINATION OF THE TOUR MONTPARNASSE

The new Montparnasse Tower light show was inaugurated on 21 March 2012. nearly 40 years after the high-rise was built. Every evening the Tower appears as a blue silhouette over which the light plays according to the seasons and the events it is associated with. The illumination, created by lighting designer Régis Clouzet who heads the Agence Lumière, will be a permanent feature and will change over time. It was implemented by Citéos in partnership with Philips Lighting. Nearly 40,000 light emitting diodes were used to cut power consumption by more than 90% compared to the previous installation. With the new lighting, the Tower has become one of the central elements of the night-time Paris panorama.



APRIL 2012 THE NATIONAL GRID CONTRACT IS SIGNED

National Grid and the Electricity Alliance MSVE joint venture, which brings together VINCI Energies United Kingdom, Omexom Nîmes and Morgan Sindall, signed an alliance agreement to deliver an overhead line construction programme in the United Kingdom. The agreement took effect in April 2012, is valid for a period of one year and can be extended for a further four years. It covers design, implementation and maintenance of power transmission infrastructure and includes a large number of projects aimed at renovating 400 kV overhead lines in England and Wales to develop and maintain an effective grid.

APRIL 2012

GA GRUPPE IOINS VINCI ENERGIES

VINCI Energies finalised an agreement to acquire GA Gruppe from the Swiss Alpiq Group on 27 April 2012. Based in Heidelberg (Germany), GA Gruppe covers engineering and works activities in the energy infrastructure and telecommunications sectors. It is made up of subsidiaries in Germany and local subsidiaries in Central Europe that have joined it over the past 15 years. The group has a workforce of about 3,000 employees and generated revenue of €512 million in 2011. This acquisition strengthens VINCI Energies' operations in Germany, its second largest market, and positions the Group as one of Europe's top infrastructure providers at a time when the energy landscape is set for transformation.





MAY 2012 THE KENITRA THERMAL **POWER PLANT** IS COMPLETED AHEAD **OF SCHEDULF**

Cegelec Power Plants, in a consortium with GE Energy, handed over the 315 MW Kenitra gas turbine power plant to the Office National de l'Electricité du Maroc (ONE) six weeks ahead of schedule. The business unit implemented all auxiliary, electrical and mechanical BOP, performed the civil engineering works and coordinated the overall worksite. This success consolidates Cegelec's positioning as a special partner of turbine manufacturers in the construction of turnkey power plants.

JUNE 2012 SATELLITE S4 AT PARIS -CHARLES DE GAULLE AIRPORT IS **INAUGURATED**

Completed in June 2012, the S4 extension of Terminal 2E can handle 7.8 million passengers per year. It is to serve long-haul flights of the Skyteam alliance, which includes Air France. The 756 metre long, 120,000 sq. metre structure has 16 parking spots for wide-bodied aircraft. VINCI Energies business units Santerne IdF Tertiaire. SDEL GPI, Santerne Roissy, Actemium Maisons-Laffitte and Cegelec Tertiaire IdF Electricité were among the main participants in the project, with €50 million in high and low current works packages.



SEPTEMBER 2012 VINCI ENERGIES GAINS A LOCATION IN THE INDIAN MARKET

The Bangalore based Vasundara company joined VINCI Energies on 13 September 2012. Vasundara has 160 employees and brings together two business activities: Vasundara Automation & Engineering Services (VAES), which specialises in industrial automation, and Vasundara Manufacturing Systems (VMS), which provides mechanical and robotic solutions. The move gives VINCI Energies a location in the Indian market and extends the presence of its Industry network to a growth region with high demand in sectors such as energy, materials and healthcare.

DECEMBER 2012 TWO LRT SYSTEMS OPEN TO TRAFFIC

The LRT systems in Casablanca, Morocco and Le Havre, France, were commissioned on 12 December 2012. In Casablanca, Cegelec Mobility and Cegelec Morocco installed the overhead power line and Roiret Transport implemented the Building Management System (BMS) for the 32 km network. In Le Havre, Cegelec Mobility took part, as a member of a VINCI consortium, in the roadbed and overhead power line works over the 13.5 km line. The business unit also worked with Cegelec Sandouville Travaux to install the traction system, integrating an innovative solution that recovers energy generated during braking. In addition, Citéos Rouen implemented the traffic regulation and traffic light system and Forlumen Réseaux, as part of a consortium, handled the public lighting system.

DECEMBER 2012 OFFSHORE FACILITIES ARE COMMISSIONED FOR A GAS FIELD IN AUSTRALIA



Cegelec Oil & Gas Services won two commissioning contracts as part of the Ichthys gas field project. The project, carried out by Total and Japanese oil group Inpex Corporation, comprises the construction of a gas production and treatment facility as well as a floating production, storage and offloading (FPSO) unit off the Australian coast. An 889 km underwater gas pipeline will connect the field with a new liquefaction plant. Cegelec Oil & Gas Services will carry out, in South Korea, the engineering work and supervise the testing of the platform and the FPSO for Samsung Heavy Industries and Daewoo Shipbuilding and Marine Engineering.





Ambition and **BUSINESS APPROACH**

SERVICES PROVIDED AROUND THE WORLD

Bolstered by the confidence of our customers, VINCI Energies works to support their expansion around the world. Our business units offer a one-of-akind range of expertise, talent, products and services in infrastructure, industry, the service sector and telecommunications. The Group is positioned as a partner able to support our customers throughout the life cycle of their projects.

With its 64,000 highly skilled employees spread across 1,500 business units in 45 countries, VINCI Energies is a leading player in energy and information technology related services. In France and internationally, VINCI Energies teams are driven by the same goal: to demonstrate their entrepreneurial skills and make their expertise available to serve their customers.

ENHANCED INTERNATIONAL PRESENCE

In 2012, VINCI Energies consolidated our international presence by pursuing a proactive external growth strategy. In Europe, the acquisition of GA Gruppe in Germany rounded out our activity range not only in energy and telecommunications infrastructure in Germany, but also in the Czech Republic, Austria, Slovakia, Hungary and northern Italy. Germany has become VINCI Energies' second largest market after France.

This strategy of expanding through acquisitions was also implemented outside Europe. The Indian Vasundara company, which specialises in industrial automation engineering, was one of the largest acquisitions. Meanwhile, several organic growth opportunities came to fruition, including the creation of business units in China, Malaysia, Brazil and Kazakhstan. The latter has considerable potential in the mining sector.

STRONG ADDED VALUE PROJECTS

In all of its activity segments, VINCI Energies now serves as an integrator, offering customers a global response perfectly tailored to their needs and expectations, no matter how complex, and devising integrated solutions for them that create value. Our business units can provide contracting authorities with full support throughout their projects, from engineering and works execution to operation, facility management and multi-technical and multi-site maintenance.

VINCI Energies' dense global network of business units and their capacity to work in synergy with each other enable us to serve our customers both globally and locally. To roll out our solutions on the ground, the Group bases itself on both its local brands and its network brands. The latter include Actemium and Opteor, which support industry by enhancing process reliability and optimising processes. Actemium is responsible for project engineering and execution; Opteor maintains customer facilities. In energy infrastructure, Omexom proposes turnkey power generation, transmission, transformation and distribution solutions while Citéos is a leader in the French public lighting market. Cegelec, meanwhile, offers expertise across a wide number of Group business lines (infrastructure, industry, etc.).

Within VINCI Energies, Axians covers information technologies for business communication network and system rollouts, and Graniou for fixed line and mobile telephone network operators, equipment suppliers and local authorities. In the service sector, VINCI Facilities specialises in building and end user services and handles multi-technical and multi-service maintenance and facility management.

FULLY OPERATIONAL NETWORKS



Responsibility and **commitments**

GROWING WITH OUR EMPLOYEES

The leading success factor of our business units is investment in human potential. Recruitment, training and health and safety spearhead our proactive policy. The Group pays close attention to providing orientation for new employees, fostering employee career development, sharing value created and strengthening the labour-management dialogue.

VINCI Energies has 64,000 highly skilled employees, 4,000 of them from companies that joined the Group in 2012. Meanwhile, we hired 7,500 people under longterm contracts during the year, of whom nearly 50% were young people, including beginners, across all gualifications and job categories. This active recruitment policy is made possible by the strong relationships the Group has forged with schools in the countries where it operates and by the development of apprenticeships in all business segments. VINCI Energies also focuses on investing in training and an extremely well-developed mentoring system.

Mobility offers employees a more varied career path and enables them to forge networks and to disseminate best practices. The same approach is taken to exchanges of personnel between business units in cases of work overload or shortfall. The system reflects the spirit of solidarity that prevails within the Group and guarantees high-quality work.

A MORE INTENSIVE LABOUR-MANAGEMENT DIALOGUE

Labour-management dialogue is crucial to the success of every VINCI Energies business unit and involves its employees. A major agreement on the subject was signed in France on 23 May 2012. When forms of dialogue that exceed legislative requirements are introduced or expanded, the result is a more rewarding, more participatory discussion. Because VINCI Energies employees strive to help their business units succeed, nearly €90 million were distributed as part of profit sharing and shareholding schemes and as employer contributions in conjunction with sums invested in the VINCI savings scheme.

ENVIRONMENTAL RESPONSIBILITY

substantial attention

HEALTH AND SAFETY AT ALL TIMES

Preventing workplace accidents and illness is a day-to-day focus of the entire management chain and all the teams. This requires training, awareness raising and action on risks that are specific to VINCI Energies' business activities. In 2012, such action significantly improved the workplace lost time accident frequency rate, which dropped to 8.21 from 9.77 in 2011, as well as the severity rate, which came down to 0.46 from 0.61 in 2011. This progress is due to safety training provided to managers at all levels (7,500 people trained in four years) and specifically worksite supervisory staff and new employees.

A STRONG ONGOING TRAINING EFFORT

VINCI Energies maintained a high level of training in 2012, devoting nearly 6% of payroll to providing 950,000 hours of training. The Académie VINCI Energies, the hub of skills development within the Group, has welcomed nearly 10,000 trainees. For example, 200 directors and business unit managers were trained in grassroots labour-management dialogue. Lastly, special attention was paid to training in individual management interviews.

SHARED SKILLS AND MOBILITY

Nearly 1,500 VINCI Energies employees engaged in in-house mobility in 2012, sometimes between different Group countries.

In 2012, VINCI Energies created a club dedicated to our environmental programme. Its goal is to capitalise on best environmental practices, pool initiatives taken in response to calls for tender (such as the partnership with the French Office National des Forêts) and provide keys for understanding environmental regulations. VINCI Energies works across the board with VINCI to improve management of water, the natural resource that is under most threat. Initiatives taken earlier, such as waste sorting and CO2 tools, were continued. Lastly, biodiversity - conserving ecosystems under power transmission pylons, or reducing urban light pollution for example - was a focus of



RTE is actively engaged in building what amounts to a European grid alongside partners of the same size.



Dominique Maillard Chairman of the Management Board, RTE

Energy transition, energy mix, growth of renewables: RTE is at the centre of a fastchanging energy landscape. What are the main challenges that lie ahead?

Electricity consumption in France has more or less stabilised. One might think that RTE is therefore facing fewer challenges. The opposite is true, but the challenges have shifted. The first challenge is connecting the new generating sites to the power distribution points. Generation is changing geographically as a result of the shift from large conventional power plants to offshore, wind and solar units. We must accommodate the new geographical pattern and make certain that transmission and distribution remain optimal. The second is stepping up networking of our French regions and developing mutual assistance between them to manage consumption disparities and interconnections with our European neighbours. The third is anticipating and managing new electricity uses and issues: domestic and business uses, energy efficiency, peak consumption management, and so forth. RTE must be there to support the energy transition, one of the major issues affecting us as a society.

We have and will have the technology to do this. We are increasing our investments substantially year by year. In 2013, we will be investing €1,440 million, double what we invested five years ago. We must now make progress on lead time. Some eight years elapse, on average, between the decision to build a major facility and its construction - including six years to obtain the permits. We must streamline the procedures if we are to follow the pace of change in the energy landscape.

What are your expectations of VINCI Energies to meet these current and future challenaes?

Based on the extent and the volume of our cooperation, VINCI Energies is our leading supplier. As a general rule, we strive to ensure long-term cooperation with our suppliers to give them visibility and stability. There are four things we expect of them: the best terms and conditions to honour the long-term relationship; flexibility and responsiveness when necessary; and then the ability to provide continuous innovation and make proposals for changes and upgrades, especially in the field of technology, to enable us to meet the needs and goals of our customers and beneficiaries while protecting the environment. This is predicated on anticipation, creativity, and skills. And lastly, safety is a priority concern for us.

RTE and VINCI Energies are both multi-local players, attentive to regional networks in France and in Europe. Could you explain why that is important to you?

We talked about the need to strengthen the networks that tie together the French regions. Beyond that, it is no longer possible to think in purely French terms when developing and operating a power transmission system. We are now interconnected and interdependent across Europe. RTE is actively engaged in building what amounts to a European grid and is working with its partners in other European countries to ensure compatibility of technical standards and create common research and supervision organisations. Of course, as we open up, we have an incentive to work with partners of the same scale (especially geographical) that can support us by delivering the same quality in different areas.

Business Line INFRASTRUCTURE

World energy consumption will increase by 40% over the coming 20-year period. Electricity accounts for a growing proportion of the energy consumed, so that building and reinforcing electricity infrastructure will be indispensable. Meanwhile, growing urbanisation will drive expansion of public transport and rail systems. Supplying energy and mobility will be two major societal goals, for which VINCI Energies provides solutions.

MARKET CONTEXT

Energy production continues to grow to keep pace with steadily increasing demand. This, and the massive advent of alternative energies and increasing exchanges between countries, drive the need to reinforce energy infrastructure. VINCI Energies works across the entire chain, from generation plants to smart grids - which will be one of the major challenges in coming years - and power distribution. In transport infrastructure, the market is driven by major urban development projects (LRT, BRT, etc.). On the highways, toll stations must be upgraded, tunnels brought into compliance with new tighter standards and traffic regulated; and all these things call for complex systems. VINCI Energies operates in all these segments, making life safer and more comfortable for local residents

A FIRST LIGHTING PPP IN BRITTANY

A consortium made up of business units Citéos Exploitation Normandie, Citéos Rennes and Cegelec Infra Rennes signed a publicprivate partnership (PPP) contract covering public lighting in the town of Cesson Sévigné, France. The 12-year contract covers renovation and maintenance of public lighting systems, festive illuminations and illumination of municipal buildings. It includes a commitment to reduce energy consumption by more than 30%. To achieve this, the teams assigned to this PPP will, among other things, replace more than 3,000 lighting points. Synergies among the Group's various business units made it possible to meet the municipality's expectations.





2012 ACTIVITY

VINCI Energies operates throughout the energy sector, with a focus on electricity generation and grids.

Generating capacity

In 2012, VINCI Energies handed over the Kenitra power plant in Morocco and signed two new contracts, one for a 3 x 150 MW power plant in Algeria and the other for the installation and commissioning of a 110 MW gas turbine near Abidjan, Côte d'Ivoire. Similarly, the Group built a turnkey thermal power plant in Borneo, Indonesia. Meanwhile, VINCI Energies is supporting nuclear operators in building, optimising and ensuring the safety of their power plants. Work done for EDF at the Flamanville EPR site in France was one of the projects that set the pace in 2012.



In renewable energy, the overhaul of the solar electricity tariff resulted in a slowdown. Despite the unfavourable context, VINCI Energies will nevertheless be building a 12 MWp solar power plant at Le Castellet under permits issued by the French energy regulatory commission.

In wind energy, the Group also built Turkey's largest wind farm in Balikesir, comprising 52 turbines with installed capacity of 143 MW. In offshore wind farms, the Group worked with GA Gruppe to connect the onshore grid to the DolWin II wind farm in the North Sea.

Grids

With its strong presence in high and very high voltage electricity transmission, VINCI Energies worked under its Omexom brand alongside RTE to build the Cotentin-Maine

AN EXPERT'S VIEWPOINT

The advent of smart grids will have a major economic impact on the electricity sector. By networking and through synergies among its business units, VINCI Energies already covers the entire chain of infrastructure and equipment that will be needed to design, implement and manage smart grids, from electricity generation to final consumption.

Olivier Monié

Director of the Omexom brand and the VINCI Energies Power & Grid network

CEGELEC POWER PLANTS WITH THE WIND AT ITS BACK

The 143 MW Balikesir wind farm 200 km south of Istanbul is Turkey's largest. The Cegelec Power Plants business unit built it for Turkish electricity supplier EneriiSA and General Electric supplied the 52 wind turbines. Cegelec Power Plants carried out all the work, including civil engineering and grid connection, installed the HV transformer station and erected and assembled the machines. The business unit also designed an IT system to monitor and control the wind farm either from the site control room or remotely from Istanbul.

line and the Taute transformer station, two facilities designed to evacuate the power generated by the Flamanville EPR. In the autumn of 2012, Omexom began work on the Biancon-Fréjus line designed to secure power supply to southeastern France. Outside France, VINCI Energies carried out a large number of VHV line projects, in such countries as the United Kingdom (for National Grid), the Czech Republic and Morocco.

The fledgling electric vehicle market constitutes an opportunity for VINCI Energies, which has put together two types of charging station offers, one "standard" and the other "fastcharging". Group business units worked in the United Kingdom, Germany, Switzerland and several French regions as part of a European project initiated by Nissan.

Public lighting

As French leader in urban lighting management, VINCI Energies' Citéos brand signed several performance contracts with the cities of Aubagne, Lillebonne, Epernon, Varennes Vauzennes and Limeil-Brevannes. The goal in Limeil-Brevannes was to reduce public lighting consumption by 43% by the end of the contract period. Other PPP (public-private partnership) type contracts were signed with the municipalities of Cesson-Sévigné, Goussainville, Gouzon, Onnaing, Sablé-sur-Sarthe and Veneux-les-Sablons, and the maintenance contract in Bilbao, Spain, continues.

Transport infrastructure

VINCI Energies business units demonstrated their ability to manage complex transport systems (roads, tunnels, mass transit, etc.) such as the light rail systems built in Prague, Casablanca, the Greater Paris area, Brest, Tours, Montpellier and Le Havre, where a system that recovers braking energy was rolled out for the first time.

In Morocco, Cegelec was selected to implement the electricity supply system for the high-speed line that will connect Tangier and Casablanca. In the highway segment, work was carried out in 2012 to renovate urban tunnels such as the Elbe tunnel in Germany and the Les Halles complex in Paris. Lastly, projects carried out for VINCI Autoroutes generated a substantial volume of activity, especially along the final section of the A89 motorway.

OUTLOOK

The energy transition will drive the electricity generation, transformation and distribution activity over the long term. In Germany, the nuclear phase-out will require the construction of 4,000 km of VHV lines between now and 2020. In France, post-Fukushima programmes and plant life extensions will be a long-term activity driver in the nuclear sector. Lastly, the pace of smart grid development and cross-border interconnections will also increase. All these investments will ultimately amount to several tens of billions of euros.

Transport infrastructure also holds out substantial opportunities, involving development of systems to smooth traffic and increase road safety, light rail projects in medium-sized cities, modernisation of rail networks and renovation, extension and creation of airport terminals.



Cegelec Hamburg renovated

UNDER THE ELBE,

the electro-technical

SAFELY

Over a period of four years, the business unit carried out a comprehensive upgrade of the ventilation and safety equipment, traffic signs and traffic management systems. Cegelec had previously equipped the fourth and most recent tube. The 3.3 km long structure was inaugurated in its original condition in 1975. The tunnel is the region's mostused Elbe crossing, serving 150,000 vehicles per day.





Citéos implemented the roof illumination of the Lyon Confluence leisure and shopping complex in Lyon, France.



BASF SITE IN LUDWIGSHAFEN (GERMANY) BASF and VINCI Energies have been partners at the chemicals site for about a century via G+H and 50 years via Cegelec.

BASF needs stable providers capable of engaging in long-term partnerships.

BASF and VINCI Energies have been partners for about a century via G+H and 50 years via Cegelec. How do you explain the longevity of the relationship?

To achieve its long-term objectives and expand its business activity, BASF needs stable providers capable of engaging in a long-term partnership. VINCI Energies meets these criteria and has been supporting us by providing technical expertise and customised services for many years now. Over all these years of working together, we developed a partnership based on trust. Physical location is also a major advantage for several reasons, including:

Responsiveness: G+H and Cegelec
both have locations near our facilities in
Ludwigshafen. Their teams can be called in at any time and arrive very quickly if need be.
Excellent familiarity with our needs and our facilities. For example, every year G+H trains young industrial insulation technicians at our site to ensure availability of qualified manpower suited to our needs.
Another key point is health and safety.
BASF is committed to safety as a strategic priority. The fact that safety is also a priority for the VINCI Energies Group and that the Zero Accidents goal is an integral part of your corporate culture is important to us.

Jürgen Nahstoll

BASF - Senior Vice President

Infrastructure and Plant

Services Ludwigshafen

VINCI Energies carries out insulation, electrical engineering and instrumentation work for BASF. What do you see as our main added value and what are your expectations for the future?

The BASF site in Ludwigshafen covers an area of more than ten square kilometres. It is the world's largest chemical site and it is constantly changing to keep pace with international competition. We need reliable partners that can support our development now and in future. VINCI Energies business units have proven their reliability, even during difficult periods, thanks to your "twinning" system, which we see as a major advantage. Cegelec, for example, is able to call on German and international teams to cover peak activity. The same goes for G+H, which can bring in fitters from all over Germany during major maintenance campaigns. Another advantage is the G+H technical office, which gives us advice and is able to propose insulation materials specifically suited to our needs.

BASF and VINCI Energies are both committed to proposing sustainable solutions, particularly in the field of energy efficiency. How does VINCI Energies support BASF in achieving its energy savings objectives?

Sustainable development and energy efficiency in particular are very important issues for BASF. BASF's "Verbund" concept involving networked production plays an essential role. Through smart networking of our plant and equipment, energy distribution systems, supply chain and infrastructure, we can use resources efficiently and reduce CO₂ emissions. The Ludwigshafen site has about 2,750 km of pipes that must be insulated to prevent heat and refrigeration losses. G+H installs high and low temperature pipe insulation for us. Clearly, a chemical company can't hope to achieve energy efficiency without high-guality insulation.

Business Line

Process and energy performance optimisation are major goals for industrial undertakings. In 2012, 51% of industries polled gave priority to investments aimed at boosting productivity through energy efficiency, reliability and modernisation of their plant and equipment. Building on its unique range of expertise, VINCI Energies delivers engineering, implementation and maintenance services to support its industrial customers all over the world.

DOUBLE CONTRACT WITH DAIMLER

Automaker Daimler undertook the assembly of its new Mercedes Class C vehicle at its Bremen, Germany site at the end of 2011. As part of the project, Actemium Guebwiller HGS is modifying the handling lines at the body-in-white building. Since successes always come in pairs, the business unit won a second contract to implement the handling facilities at a new shop set up on the same site. The business unit will thus be working for Daimler in Bremen until 2014 These orders account for volume of some €30 million



IN THE KAZAKH MINES

For the past six years, **BEA TDL**, based in Spremberg, Germany, has been stepping up its operations in Kazakhstan, a country with one of the world's largest coal reserves. The business unit specialises in the installation and maintenance of electrical, automation and monitoring systems for open-pit mining and long-distance ore transport operations. In April 2012, it opened **TOO BEA Kazakhstan**, in Almaty, to provide better local customer support. It is currently working on two outstanding mining infrastructure upgrade projects: the electrical equipment of an excavator at Bogatyr Komir and the installation of four state-of-the-art inclined belt conveyors at Vostochny.



MARKET CONTEXT

Bucking the overall trend in the industrialised economies, VINCI Energies recorded strong volume in 2012, with overall business activity up about 5%. The increase was geographically uneven, with Northern Europe reporting dynamic activity and Southern Europe experiencing difficulty. A number of sectors remained buoyant, including aerospace, food processing, chemicals, pharmaceuticals, environmental industries and oil and gas. Operating in these sectors, VINCI Energies' Actemium, Cegelec and Opteor brands pool their electrical, mechanical, instrumentationcontrol and automation expertise to boost the performance of industrial customers.

2012 ACTIVITY

Integrated services for complex projects

In 2012, VINCI Energies business units specialising in services for industry networked their teams and expertise. The Group is increasingly offering integrated services across the entire life cycle of its customers' projects. This approach meets the expectations of the growing number of customers seeking multi-technical, multisite and multi-country solutions. Major contracts signed in 2012 included the extension of the L'Occitane cosmetics plant in Manosque, Provence, France; the contract awarded by dairy industry leader FrieslandCampina to upgrade a production line in Beilen, the Netherlands; and the Baxter Pharmaceuticals contract awarded to Cegelec to build two "Clean in Place" units in Lessines, Belgium. Another example is turnkey services provided by Actemium to modify handling lines at the Daimler production site in Bremen, Germany.

International support

VINCI Energies' second development focus is on serving its customers in the emerging countries. After supporting Michelin in China for several years from France, Actemium set up a first business unit near the automotive supplier's production site in Shenyang. The brand is also developing synergies with the two Group business units in Beijing and Shanghai. In April 2012, VINCI Energies opened a new subsidiary in Almaty, Kazakhstan, a mining country where the Group has operated for the past six years. Several months later, in September, VINCI Energies acquired the Vasundara company, gaining a location in the Indian industrial engineering market (automation, mechanical engineering, robotics). Lastly, VINCI Energies won the contract to renovate the Companhia de Sena (Tereos Group) sugar refinery in Mozambique. In the automotive sector, Cegelec teamed with VINCI Construction to complete the second phase of the Renault plant in Tangier, Morocco. Meanwhile, Actemium signed a contract with the French automotive group to supply the assembly lines for the new Logan at the Moroccan site as well as the Togliatti site in Russia and the Curitiba site in Brazil, where the local Actemium business unit will also be involved in the project. In addition, Cegelec is supporting the construction of PSA Peugeot Citroën's 208 model production line in Porto

Real, Brazil.



AN EXPERT'S VIEWPOINT VINCI Energies' practice of networking its business units has given new impetus and a broader international dimension to industrial services. These synergies help to expand our offers and our ability to propose global integrated solutions.

Olivier Albessard

Director of the Actemium brand and the VINCI Energies Industry network

Maintenance: major

multi-technical contracts in 2012 In addition to customer support outside France, VINCI Energies business units are increasingly being asked to provide maintenance and associated services abroad. In Western Europe, these account for 20% of their industrial activity. To meet the demand for globalised technical services, VINCI Energies business units offer multi-site and multi-technical solutions. For example, Total renewed its maintenance contract with Opteor, which covers electricity, instrumentation and automation at its Normandy refinery. Such highly technical services are sometimes combined with facility management contracts, and VINCI Facilities often builds on synergy with the Group's industrial business to win new contracts. In France, for example, Cegelec and VINCI Facilities won the contract to provide preventive and corrective maintenance at the FedEx sorting centre in Roissy. In the pharmaceutical industry, Cegelec and Actemium have signed several contracts with Roche and UCB in Switzerland and a contract with Sanofi under which they will provide electrical and instrumentation maintenance as well as technical support for the startup of the Biolaunch production unit in Vitry-sur-Seine. In another example of synergy, the Arkema chemicals company called on Cegelec and Opteor to take on a three-year global maintenance contract at its Serquigny R&D centre.

OUTLOOK

In the coming year, a large number of industrial markets, such as aerospace and chemicals, will remain buoyant. Following a sharp downturn in the chemicals sector in 2012, major projects are expected to resume all over Europe, with investments amounting to billions of euros. More than ever, in 2013, VINCI Energies business units will be positioning themselves in high-potential - especially export - markets. International customer support and an integrated services approach will drive growth.



WINNING TWINNING OPERATION FOR IGGESUND PAPER MILL

Following the contract for Saica Paper last year, German business unit Actemium Projektmanagement and British business unit Actemium East Midlands won a new contract from Iggesund Paper Mill in Workington, United Kingdom, to install and commission the instrumentation for a new 50 MW biomass-fired power plant, which should be up and running by mid-2013. Actemium Projektmanagement is in charge of designing the instrumentation solution and managing the project. Actemium East Midlands is rolling out the installation in compliance with British standards and in accordance with the Construction Design and Management Regulations (CDM), which define health and safety obligations.





SOCIÉTÉ GÉNÉRALE TOWERS IN PARIS-LA DÉFENSE (FRANCE) VINCI Facilities provides facility management services at Paris-area sites in La Défense and Val-de-Fontenay.

The quality of the relationship is clearly one of VINCI Facilities' major advantages as far as Société Générale is concerned.



Françoise Mercadal-Delasalles Group Head of Corporate Resources and Innovation, Société Générale

Société Générale issued a request for proposal in 2010 covering the outsourcing of its facility management. Why did you do that and why did you choose VINCI Facilities?

Société Générale has long had a multisupplier outsourcing policy, but our request for proposal in 2010 was different. We were looking for a partnership contract under which to build a mature relationship based on three criteria: operational and economic efficiency, service quality and a requirement - which I myself keep track of - covering corporate social responsibility. We found that partner in VINCI Facilities. Our Property Department teams now have skilled providers to work with on an expert-toexpert basis. Our mutual cultural fit stands out, as does our mutual understanding. Commitments are honoured. We have never had any negative feedback about VINCI Facilities' services, even though they are numerous and geographically dispersed. That says a lot in itself. But on top of that - and this is very important to us since we have been working on a social pact for the past four years - the quality of the relationship is outstanding. We have established trust, we have struck a balance, we have built a learning relationship in which we both make progress together on our business activities and our goals. That is a very important point because in 2010, at the time VINCI Facilities was created, the Société Générale Property Department was taking its first steps abroad and expanding its network. Together, our teams built shared success based on a new economic model and

customised services.

The quality of the relationship is clearly one of VINCI Facilities' major advantages as far as Société Générale is concerned.

Was it important to Société Générale to have the support of an international provider?

That was a prerequisite and a major issue for us. The request for proposal initially covered a new building that houses our trading rooms and requires specific skills. It is a very special building but a limited surface area compared to our group's three million square metres worldwide. Since then, VINCI Facilities has proven its capabilities, supporting us in Switzerland, Italy, Belgium, Poland and soon Germany, the United Kingdom and Morocco. We have not yet explored all the potential of this type of management.

What do you expect of VINCI Facilities going forward?

I can sum it up simply: we expect VINCI Facilities to keep up the good work over the long haul; to constantly work to convince us and appeal to us; to maintain the exceptional relationship based on trust that we have built; to continue to demonstrate the determination to succeed that we sense in VINCI Facilities' teams; and to inspire the expert-to-expert relationship between our teams.

SERVICE SECTOR Business Line

Business Line **SERVICE SECTOR**

Service sector buildings are particularly affected by the environmental requirements of the Kvoto Protocol and - in France - the Grenelle Environment Forum. Energy efficiency is a major issue for building owners and managers seeking to make the most of their assets. Moreover, it is an integral aspect of the comfort sought by users. VINCI Energies can meet all these expectations and in doing so create the more virtuous, more intelligent service sector buildings that help improve their "green value".

MARKET CONTEXT

In Europe, buildings account for 40% of overall energy consumption. Building performance is therefore a major focus of the effort to reduce emissions of the greenhouse gases responsible for global warming. Starting in 2011, low-energy buildings are required in France. This applies to both new construction and renovation and has entailed changes in construction methods. VINCI Energies is involved in building low energy (BBC), very high-energy-performance (THPE) and HQE® high environmental quality buildings, while working to optimise energy use in buildings undergoing renovation and in building operation. The Group makes available to its customers its expertise in energy systems, heating, air conditioning, plumbing, safety, detection, fire protection and building management systems. VINCI Facilities, the specialist in building and end user services, also offers multi-technical maintenance and facility management.

THALES RENEWS ITS CONFIDENCE IN VINCI FACILITIES

Thales and VINCI Facilities signed a new five-year contract 12 years after Faceo provided its first services. The new contract covers overall facility management at Thales' 47 industrial and service sector sites in France (1.3 million sq. metres) with the goal of achieving uniform quality of service and overall consistency of services provided. The combined local and global reporting tool that VINCI Facilities put together with Thales and the rollout of mobility tools will improve monitoring of the service.





2012 ACTIVITY

In France, the decline in investments in the regions was offset by strong growth in the Greater Paris area. The healthcare sector sustained a high level of activity. Several major hospital projects are being carried out in synergy with VINCI Construction France: Rangueil in Toulouse; Vinatier in Lyon; and hospitals in Chambéry, Fortde-France, Martinique and Koutio near Nouméa, New Caledonia.

In 2012, VINCI Energies again demonstrated its ability to take on the full range of large-scale project technical works packages with two emblematic service-sector projects in the Greater Paris area. In the Paris-La Défense business district, the Eqho tower uses the latest sustainable development and energy efficiency innovations. In Saint-Denis, a number of VINCI Energies business units are working on the SFR head office. The project involves the full range of VINCI expertise, from land acquisition to project execution, and demonstrates



the Group's integration capabilities and comprehensive know-how.

In Belgium, Cegelec is rolling out the electrical equipment and climate control system at the recently built NATO headquarters in Brussels. Also in Brussels, the business unit is equipping the new European Council building. In the healthcare and security sectors, contracts were signed, respectively, with GSK Biologicals in Wavre and with the Régie des Bâtiments de l'Etat Belge, covering the construction of a new prison in Beveren. Elsewhere in Europe, the large number of contracts won included the Mobilia shopping centres in Sweden and the Rolex and Swatch watchmakers in Switzerland. In Portugal, VINCI Energies is building the future headquarters of the judicial police in Lisbon. Outside Europe, the year's major projects included the Sofitel Casablanca hotel in Morocco, a high-rise HQE® certified building, and the Recife and Salvador de Bahia stadiums in Brazil being built in the run-up to the 2014 World Football Cup.

AN EXPERT'S VIEWPOINT

One of our goals is to offer property managers innovative energy efficiency solutions. VINCI Energies delivers services for new construction, refurbishment and operation. The expertise made available to customers enables them to optimise consumption throughout the entire life cycle of the structure and to reduce their energy bill.

Rainer Beisel

Deputy Managing Director - VINCI Facilities - Germany and Central Europe

SFR HEAD OFFICE: **VINCI ENERGIES TAKES ON ALL TECHNICAL** WORKS PACKAGES

Six VINCI Energies business units are helping build telephone operator SFR's head office in Saint-Denis, France, They completed five technical works packages within nine months: Lefort Francheteau Inissium and Tunzini IdF Tertiaire for HVAC, Phibor Espaces for high and low current systems, SDEL GPI for high current systems and generators, Saga Tertiaire for plumbing, and Santerne IdF Tertiaire for voice data image communication. The 130,000 sq. metre premises are HOE®, BBC and BREEAM certified and will accommodate 8,500 employees. The singleinterface method initiated on the Eqho and First tower

worksites in Paris-La Défense. France, gives the customer a single provider managing all technical works packages on a project.

From maintenance to facility management

VINCI Energies does not confine itself to service sector buildings. With VINCI Facilities, the Group operates in the multi-technical maintenance and multi-site, multi-country facility management markets, delivering longterm property asset management services. Eaton, the electrical and hydraulic components manufacturer, awarded the global facility management contract covering several European sites in Germany, France and the United Kingdom to VINCI Facilities. Meanwhile, Thales renewed its confidence by signing a further five-year contract covering similar services at its 47 French service sector and industrial sites. Public-private partnerships (PPPs) in Europe are a major goal for VINCI Energies, which strives to develop a long-term strategy with its customers. Several contracts won during the year included swimming pools in Belgium, stadiums in France and schools in Germany. For example, a PPP was signed with the Miesbach school district in Bavaria for the design, construction and 25-year operation of three schools and two gymnasiums.

Another opportunity for VINCI Facilities is property management. By applying the HQE® Exploitation guidelines in managing structures, VINCI Facilities improves their energy performance and holds down operating expenses. This type of service enhances a building's appeal. It controls costs and investments over the long term and thus better maintains the property's long-term value.

ENERGY EFFICIENCY AT THE SOFITEL CASABLANCA The Sofitel Casablanca hotel was handed over to the Accor Group in

2012. The 24-storey high-rise has two underground parking levels, conference rooms, a spa with swimming pool, 145 rooms and 31 suites, including a presidential suite. It meets HQE® certification and BBC label criteria, notably thanks to the 40 solar panels that produce a large share of its hot water and to its energy-recovery HVAC systems. Cegelec Maroc handled all fluids works packages, i.e. plumbing, hot water production, HVAC, smoke venting, spa and swimming pool and fountain treatment.

OUTLOOK

Following on from VINCI Energies' works activities, the combined multi-technical maintenance and facility management offerings broaden its market coverage. Business units follow the VINCI strategy of providing customers with an integrated solution combining the VINCI Construction and VINCI Energies offerings, from design-build to facility management. Contracting authorities have the benefit of a single interface able to support them at each key stage of their projects. The steady tightening of environmental standards between now and 2020 will entail a steady increase in the energy performance of new and renovated buildings. Beyond that, the expanded use of cloud computing will drive a rapid increase in the data center market. Such facilities, which consume large amounts of energy, will offer VINCI Energies an opportunity to showcase the Group's full range of energy efficiency expertise.





TELECOMMUNICATIONS Business Line



ORANGE POLSKA TELEPHONE SWITCHBOARD IN OPOLE (POLAND) Graniou Atem has been working for several years with Orange Polska to develop new-generation networks in Poland.

Our two companies share and deploy best practices in our cooperation.



Piotr Muszyński Orange Polska - Vice President

Orange chose Graniou Atem in 1996 for its mobile telephony, then TPSA in 2002 for fixed telephony. What are the reasons for this long-term contract?

Our long-term cooperation with Graniou Atem enabled us to verify the company's potential and proved our choice right. Graniou Atem as a company is capable of finding optimum solutions that meet desired customer service standards, with a high quality of service, effectiveness in using resources and good price quality ratio. We do appreciate our cooperation and common engagement and the fact that Graniou Atem develops the competences of its employees to keep up with our changing environment. As a result, the company was granted the Gold Certificate for Opole and Katowice Wschod zones network maintenance. Along the way, our cooperation evolved very well, adapting to our ever-evolving environment. Together, we introduced tremendous changes in the offer, the technology used and we raised our level of competence. Despite its company size, Graniou Atem proved its agility and flexibility, adapting very well to new market conditions, in the last tender for mobile network services for example.

What are Orange Polska's key stakes in the near future, on its market and given the public's /users' needs and expectations?

Our future cooperation will have to face the tough consequences of the economic crisis. Our biggest challenge will probably be the deployment of even more cost-effective solutions, while meeting our high quality customer care and customer satisfaction requirements. In this respect, competence and interpersonal skills development is a crucial success factor, as well prepared tech forces quarantee quick and efficient service. This should increase the number of our customers, hopefully willing to recommend our service to new potential customers. At present the FTTH pilot is about to start. If the pilot is successful, then a rollout in the whole of Poland is expected. New technology deployment could mean real enhancement of our cooperation.

In this context, what are your expectations vis-à-vis Graniou Atem? How could it best contribute to help Orange Polska reach its objectives?

One of the unchangeable assumptions of our activity on the telecom market is to constantly improve the quality of the offer to our customers. We, Orange Polska and Graniou, both understand this approach, and we share and deploy best practices in our cooperation; we have the fundamentals to achieve our objectives.

TELECOMMUNICATIONS Business Line

Business Line **TELECOMMUNICATIONS**

The telecommunications needs of individual consumers and of businesses and public authorities are growing exponentially. The increase in the volume of data exchanged has prompted operators to boost the capacity and performance of their mobile and fixed-line networks. To support them, VINCI Energies business units are rolling out a broad range of expertise to help them carry out their projects.

MARKET CONTEXT

By 2015, the volume of data exchanged between mobile devices (smart phones, tablets, etc.) will increase twelve-fold. The gradual rollout of 4G in many European countries and the widespread rollout of optical fibre networks are driving momentum in the sector. Operators consider it important to carry out large-scale works on their fixedline and mobile networks in order to keep pace with traffic growth. But they are obliged to make these investments at a time when their revenue is flat or declining. The business telecommunications market is also changing substantially, impacted by the advent of cloud computing and widespread mobility. The main changes involve increased capacity requirements to transfer and store data. Contracting authorities are seeking to scale up their infrastructure while putting strong pressure on prices. In the telecommunications market, VINCI Energies business units operate mainly through their two key brands, Graniou

BROADBAND IN POLAND

For telecommunications operator Orange, Graniou Atem is designing and building passive telecommunications infrastructure and an access network with microducts and optical fibre Thanks to this operation, 250 towns in the Pomorskie region in northern Poland will have access to broadband Internet by the end of 2013.





and Axians. Graniou specialises in fixed and mobile telecommunications infrastructure while Axians offers voice-data-image communication solutions. They both provide consulting, installation, support and maintenance services for businesses and public authorities.

2012 ACTIVITY

Rollout of new-generation networks Graniou is positioned as a major player in newgeneration mobile network rollout. In all the countries where the brand operates, contracts were signed in 2012 to upgrade networks to 4G. Mobile telephone operators are counting on the new-generation network to gain an edge in highly competitive markets. Graniou business units also roll out fixed-line networks, another growth driver. Given increasing bandwidth requirements (up 100% in 2012), existing radio relay links will not be sufficient. The backbone will have to be strengthened and optical fibre networks rolled out to radio sites (Fiber to the Site). Graniou signed a contract in September 2012 with the Pomorskie region in northern Poland to carry out a large fixed-line infrastructure project. In France, Graniou connected over 500 sites in 2012. The brand also set up a location in Germany in the course of the year to meet local authority and business demand for optical fibre connections. VINCI Energies' acquisition of GA Gruppe, which has an extensive telecommunications infrastructure track record, reinforces this positioning.

Maintenance at the heart of strategy

VINCI Energies stepped up its presence in network maintenance operation, a market segment in which Graniou has significantly strengthened its positions, especially in France. The strategic activity is carried out under longer-term contracts and generates additional volume. It enables Graniou to establish itself as a global player and to consolidate its activity over the long haul. In France, two major contracts were won with operators SFR and Orange, respectively. The first covers maintenance of the SFR mobile network in the northern half of France. It supplements the national fixed-line network contract. The second covers Orange's mobile and fixed-line networks in the southern part of France.

Business Communications

In a rapidly changing market, Axians' volume increased overall, especially in Germany (up 10%). In that country, a contract was signed with DE-CIX, one of the world's largest Internet exchange points, for the installation of new optical network infrastructure which makes it possible to broaden connection to the two main data centers. In the Netherlands,

THE WTO OPTS FOR HIGH-TECH AUDIOVISUAL SYSTEMS

The World Trade Organisation (WTO) decided to upgrade the furniture and audiovisual infrastructure in some of the rooms at its headquarters in Geneva, Switzerland, Seven meeting and conference rooms with seating capacities ranging from 30 to 200 are being renovated as part of the project. Axians VP will complete the installation of audiovisual equipment in June 2013, comprising microphones with automixer, interpretation consoles, listening, voting and video projection equipment and a central console that enables the various conference spaces to be interconnected. A first pilot meeting room was handed over in lulv 2012.



AN EXPERT'S VIEWPOINT We are developing ranges of services for companies primarily small and medium companies wishing to take advantage of cloud computing. We give them an opportunity to rent data storage space, obtain networks to exchange information among their various sites, open telephone lines, etc. The services are à la carte and completely secure.

Jean-Yves Le Fèvre Director of the Axians brand Axians is restructuring Nikon's European networks. The brand also won the contract to install and manage audiovisual equipment at the World Trade Organisation in Geneva, Switzerland. In addition, it will be installing infrastructure and WiFi at the head office and locations of 3M France.

Infrastructure constitutes a strategic sector for the brand. Operating in stadiums since it first worked on the MMArena project in Le Mans, Axians installed the telephone and IT networks at the Océane stadium in Le Havre as part of a twinning operation with two local business units. At the Nice stadium, its teams rolled out a network that will support the development of additional high-value-added services. For VINCI Autoroutes, Axians also built extensive networks to support CCTV systems and supervise banking flows. It built ASF's MPLS high-availability multi-services and service quality network and also worked with Cegelec on the A89 motorway.

OUTLOOK

In 2013, Graniou expects buoyant activity, driven by 4G rollout. 4G, already a reality in the Scandinavian countries, will be ramping up in France with expanding commercial offers. In fixed-line networks, market momentum continues thanks to the rollout of optical fibre local loops and FTTH (fiber to the home). Meanwhile, the Axians brand plans to broaden its range of products and services, especially in France and Germany, and to step up its operations in the United Kingdom, Belgium, and possibly Eastern Europe. Synergies developed with VINCI Energies business units should enable it to offer its customers comprehensive communication solutions. To support the ramp-up of cloud computing and data centers, the brand is offering new "network and systems" packages for businesses, as well as data storage.



FRANKFURT, AN INTERNET HUB

For DE-CIX in Frankfurt, one of the world's largest Internet exchange points, Axians Germany rolled out a new optical infrastructure with data transmission capacity of more than 100 Gb/s per port. The project comprises consulting, design, implementation and maintenance for a period of 36 months. The infrastructure is already transmitting 2.4 Tb/s at peak periods. It is highly scalable and will be able to cope with the 3 Tb/s peak traffic expected by the end of 2013.



Axians is in charge of all integrated management services at the VINCI Energies head office in Montesson, France.



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