

# VINCI

Public limited company with a capital of €1,456,035,992.50  
Registered office: 1973, boulevard de la Défense, 92000 Nanterre  
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## DECISIONS OF THE BOARD OF DIRECTORS OF 6 FEBRUARY 2025 RELATING TO THE REMUNERATION OF THE EXECUTIVE OFFICERS

At its meeting on February 6, 2025, the Board of Directors of the Company took the following decisions regarding the remuneration of the Executive Officers.

### COMPENSATION POLICIES

These policies presented in the table below will be submitted for approval to the Annual General Meeting of Shareholders on April 17, 2025.

General remuneration policy for executive and non-executive officers						Policy applicable to the combined Chairman and CEO	Policy applicable to the separate CEO	Policy applicable to the separate Chairman
Item of annual remuneration	Type of payment	Maximum amount	Upper limit	Performance conditions	Performance indicators	Amount on an annual basis	Amount on an annual basis	Amount on an annual basis
Short-term fixed component (para. 4.1.2.2)	Paid in cash in the current calendar year in 12 monthly instalments	Set by the Board	Not applicable	No	Not applicable	€1,300,000	€1,300,000	€900,000
Short-term variable component (para. 4.1.2.3)	Paid in cash in the calendar year following its approval at the Shareholders' General Meeting	Ranging from nil to the upper limit of the short-term variable component	Up to 160% of the fixed component, determined by the Board	Yes		Upper limit: 160% of the fixed component, i.e. €2,080,000 on an annual basis	Upper limit: 150% of the fixed component, i.e. €1,950,000 on an annual basis	Not applicable
					Earnings per share attributable to owners of the parent	60%	60%	Not applicable
					Recurring operating income			
					Ebitda adjusted for changes in working capital requirement (WCR) and current provisions			
					Managerial performance indicators	15%	15%	
					ESG performance indicators	25%	25%	
					<b>Total short-term variable component</b>	<b>100%</b>	<b>100%</b>	

Long-term variable component (para. 4.1.2.4)	Award of VINCI shares or units that vest after three years, subject to continued service	Number of shares or units set by the Board	100% of the total of fixed remuneration plus the upper limit of the short-term variable component	Yes		Not applicable	Upper limit: number of shares corresponding to a value capped at 100% of the total of fixed remuneration plus the upper limit of the short-term variable component	Not applicable
					Economic criterion	Not applicable	50%	Not applicable
					Stock market performance criterion		12.5%	
					Debt management criterion		12.5%	
					ESG criteria		25%	
					<b>Total long-term variable component</b>		<b>100%</b>	

### Short-term fixed component

#### Chairman and CEO

The short-term fixed component of the Chairman and Chief Executive Officer's remuneration was set at €1,300,000 per year for the duration of his term of office, with effect from the date of the 2022 Shareholders' General Meeting held on 12 April 2022. It is payable in 12 monthly instalments and will be paid on a pro rata basis in 2025.

#### Chief Executive Officer:

The short-term fixed component of the future Chief Executive Officer's remuneration from the date of his appointment was set at €1,300,000 per year for the entire duration of his term of office. It will be paid in cash 12 monthly instalments and on a pro rata basis in 2025.

#### Non-executive Chairman of the Board:

The short-term fixed component of the Chairman of the Board's remuneration once the two roles have been separated was set at €900,000 per year from the date of his appointment and for the duration of his term of office. It will be paid in 12 monthly instalments and on a pro rata basis in 2025.

### Short-term variable component

VINCI SA's executive officers receive a short-term variable remuneration based on the level of performance achieved, as noted by the Board at the end of the year in question. This component of remuneration will only be paid if the corresponding resolution is passed at the Shareholders' General Meeting (known as an "ex-post" vote).

The criteria for determining the short-term variable component are selected to take account of the Group's all-round performance. To this end, they fall into three categories, relating respectively to economic and financial, managerial, and environmental, social and governance (ESG) factors.

The rationale for choosing these indicators is given below.

ALL-ROUND PERFORMANCE	Type of performance indicator	Performance indicators	Relevance of indicators and how they are used
	Economic and financial performance indicators	Earnings per share	These three indicators reflect the quality of the Group's economic and financial management from different complementary angles. A bonus is associated with each economic and financial performance indicator. The amount of each bonus ranges from 0% to 120% of an amount (considered the "reference amount") equal to one-third of an amount corresponding to 60% of the upper limit for the short-term variable component, depending on the year-on-year change in the corresponding indicator. The bonus will be 0% of the reference amount if a decrease of 10 percentage points or more is recorded, 100% of the reference amount if an increase of at least 5 points is recorded, and it can reach 120% of the reference amount if an increase of at least 20 percentage points is recorded. An incremental scale applies between the two limits of this range. In all cases, the sum of the three bonuses is capped at an amount equal to 60% of the upper limit for the short-term variable component.
		Recurring operating income	
		Ebitda adjusted for changes in working capital requirement (WCR) and current provisions	
	Upper limit: <b>60%</b> of the upper limit for the short-term variable component		
	Managerial performance indicators	Stability or increase in the proportion of revenue generated outside France	This indicator aims to maintain a focus on the geographical balance of the Group's activities.
	Upper limit: <b>15%</b> of the upper limit for the short-term variable component		
	CSR performance indicators	Environment 8%	As the Group is in a position to actively reduce upstream and downstream Scope 1 and 2 emissions, the Board continually tracks and assesses the Group's progress on its emissions reduction trajectory.
		Monitoring of reductions in Scope 1 and 2 CO <sub>2</sub> emissions	However, it can only seek to influence the various stakeholders (customers, partners, suppliers) to which its Scope 3 emissions are attributed, encouraging them to make responsible investments or use the infrastructure assets the Group manages in a way that respects the environment. The Board aims to ensure that significant efforts are being made to this end across the Group's business lines.
		Managerial efforts to reduce Scope 3 CO <sub>2</sub> emissions expressed in terms of intensity relative to revenue	
		Workforce safety and engagement 11%	The Board has set continuous improvement in the effectiveness of the Group's occupational health and safety policies as a key priority. Its specific goals are to reduce workplace accident frequency and severity rates, while also encouraging efforts to implement best practices on the ground.
		Reduction in the workplace accident frequency rate	
		Reduction in the workplace accident severity rate	
		Quality and deployment of safety management policies	
		Greater female representation on leadership bodies	Achieving greater female representation on leadership bodies is important yet challenging given the industries in which the Group operates. The Board has set a target and a time frame within which to achieve this objective.
	Upper limit: <b>25%</b> of the upper limit for the short-term variable component		
		Governance and compliance 6%	This indicator is used by the Board to assess the implementation of the succession plan for the Chief Executive Officer, paying particular attention to how well the governing bodies are functioning.

The amount of the short-term variable remuneration is equal to the sum of different bonuses determined in accordance with these rules.

At the start of a given year, the Board sets goals, applying a weighting coefficient to those considered as priorities. As part of this overall policy, the Board reserves the option to modify the indicators in use, whether in relation to their type or how they are applied, when it believes the circumstances justify such a move, provided that the reasons for the changes are outlined at the Shareholders' General Meeting in which shareholders are asked to vote on the remuneration of the individuals concerned. The Board reaches its decisions when examining the financial statements for the prior year, once it has reviewed the recommendations of the Remuneration Committee and given Board members the opportunity to discuss matters in the absence of any executive office

The terms and conditions for the application of the economic performance indicators for 2025 are set as follows:

Chairman and Chief Executive Officer			Chief Executive Officer	
Indicator	Movement in the indicator	Indicative bonus amount <sup>(*)</sup> per indicator	Movement in the indicator after the separation of roles	Indicative bonus amount <sup>(*)</sup> per indicator
Economic and financial performance indicators	Decrease of 10 percentage points or more	€0	Decrease of 10 percentage points or more	€0
	Increase of at least 5 percentage points	€416,000	Increase of at least 5 percentage points	€390,000
	Increase of at least 20 percentage points	€499,200	Increase of at least 20 percentage points	€468,000
	Upper limit for the three bonuses	€1,248,000	Upper limit for the three bonuses	€1,170,000

<sup>(\*)</sup> The bonus amount is determined by applying an incremental scale between the lower and upper limits.

Indicator	Performance target	Maximum amount of the bonus expressed as a percentage of the upper limit for the short-term variable component
Revenue generated outside France / Total revenue	The Board is targeting further revenue growth outside France as well as an increase in the relative contribution of the Group's international activities compared with 2024 (57.8%).	5%
Managerial performance and dialogue with stakeholders	Board's evaluation	10%
Monitoring of reductions in Scope 1 and 2 CO <sub>2</sub> emissions	Alignment with the Group's planned progress on its emissions reduction trajectory (see paragraph 2.2.3.3 of the Sustainability report, page 217)	5%
Managerial initiatives to reduce indirect CO <sub>2</sub> emissions intensity in order to remain in line with the reduction plan for Scope 3	The level of performance achieved is determined by the Board upon reviewing the policies implemented and the initiatives taken by the business lines vis-à-vis their stakeholders.	3%
Reduction in the workplace accident frequency rate	The Board is targeting a reduction in the workplace accident frequency rate, which equalled 5.80 at end-2024.  The bonus will be paid at 100% if this rate is no higher than 5.60 at end-2025.	2%
Reduction in the workplace accident severity rate	The Board is targeting a reduction in the workplace accident severity rate, which equalled 0.41 at end-2024.  The bonus will be paid at 100% if this rate is no higher than 0.40 at end-2025.	2%
Quality and deployment of safety management policies	The level of performance achieved is determined by the Board upon reviewing the policies implemented and the initiatives taken by the business lines.	3%
Greater female representation on leadership bodies	The Board is targeting an increase in the proportion of women on leadership bodies, which stood at 20.5% at end-2024. The bonus will be paid at 100% if female representation on leadership bodies is at least 21.5% at end-2025.	4%
Governance and compliance	Qualitative assessment by the Board	6%

As part of this policy, the Board reserves the right to amend or adapt these performance conditions or the way in which they are applied, while explaining the rationale behind its decision, if it believes that specific circumstances, whether internal or external to the Group, warrant such changes

#### Chairman and Chief Executive Officer

The short-term variable component of the Chairman and Chief Executive Officer's remuneration for 2025 will be calculated in accordance with the rules set out above, taking into account his performance over the year as a whole. The amount of the bonus awarded to the Chairman and Chief Executive Officer for 2025 resulting from this calculation will be reduced on a pro rata basis between 1 January and the date of the end of his term of office as Chief Executive Officer.

#### Chief Executive Officer

The short-term variable component of the future Chief Executive Officer's remuneration for 2025 will be calculated in accordance with the rules set out above, taking into account his performance over the year as a whole. The amount of the bonus awarded to the future Chief Executive Officer for 2025 resulting from this calculation will be reduced on a pro rata basis beginning on the date of his appointment.

#### Chairman of the Board

Following the separation of roles, the Chairman of the Board will not receive any short-term variable remuneration

### Long-term variable component

#### Chairman and Chief executive officer

Due to the end of his service as Chief Executive Officer in 2025, Xavier Huillard will not receive any long-term variable remuneration in 2025.

With respect to the share plans set up for the Chairman and Chief Executive Officer prior to 31 December 2024 for which the vesting periods are still ongoing, the activation of the succession plan resulting in the end of Mr Huillard's term of office as Chief Executive Officer will maintain his eligibility, but only on a pro rata basis over the period running from the grant date of the award under the plan in question until the date on which his term of office as Chief Executive Officer ends

#### Chief Executive Officer

The long-term component of the Chief Executive Officer's remuneration will take the form of an allocation of so-called "non-qualified" performance shares (i.e. not covered by the free share regime provided for in Article L 225-197-1 of the French Commercial Code) whose IFRS value at the time of its implementation will not exceed 100% of the total annual remuneration ceiling (fixed + variable), i.e. a sum of €3,250,000.

The number of shares to be allocated will be determined by the Board when it makes its decision, i.e. at the meeting following the General Meeting.

The allocation will be subject to the performance conditions set out below.

The condition of presence will be adapted as follows:

Event	Effect on rights
Resignation as Chief Executive Officer before the term of office ends	Complete forfeiture of non-vested awards
End of term of office as Chief Executive Officer due to resignation or expiry connected with a succession plan, age limit, or retirement or at the request of the Board	Partial eligibility maintained on a prorata basis over the period from the grant date of the award to the date of termination
Death or disability	Eligibility maintained, application of specific plan provisions in case of death or disability
Dismissal as Chief Executive Officer by decision of the Board	Partial eligibility maintained on a prorata basis over the the period from the grant date of the award to the date of termination

The condition of continued service applicable to the Chief Executive Officer, with respect to the plans under which he was granted awards as an employee prior to his appointment as Chief Executive Officer, will be assessed, for as long as his employment contract remains in force or is suspended, in accordance with the provisions applicable to the employee beneficiaries of the performance share plans set up by VINCI SA

### Other elements of the remuneration policy

#### No non-competition or severance pay

As the remuneration policy thus defined is complete, it is specified, inasmuch as necessary, that there is no provision for the payment of non-competition or severance payments to the executive officers, executive or not, which may be due to the termination or non-renewal of their corporate offices.

It is recalled that pursuant to Article L 22-10-8 of the French Commercial Code, no commitment corresponding to elements of remuneration, allowances or benefits due or likely to be due by reason of the taking, termination or change of their duties or after the exercise of these duties, may be made by the company if it is not provided for in the policy approved by the general meeting of shareholders and approved by the meeting in a specific vote.

#### Chief Executive Officer's Employment Contract

The Board decided that the Chief Executive Officer's employment contract would be suspended as of the date of his appointment.

It is specified that in the event that a corporate officer is the holder of a suspended employment contract at the time of his or her appointment as a corporate officer, this contract will continue after the expiry of the corporate office under the same conditions as before its suspension, it being specified that no employment contract entered into by the Company or one of its subsidiaries with persons who are to be invested with a corporate officer mandate of the Company does provide for any indemnity for non-competition or termination or departure or retirement other than the application of the provisions of the Collective Agreement to which this contract relates.

#### Provident / Health / Retirement

The Company's executive and non-executive officers benefit from the same pension plans, health expenses and pension schemes as those put in place by VINCI for its senior executives.

In terms of pensions, this concerns:

- a defined contribution pension scheme (known as "Reverso")
- an "Article 39" supplementary collective defined benefit pension scheme established for the benefit of senior executives of VINCI and its subsidiary VINCI Management who have at least 10 years' seniority in the Group and who claim their pension rights at VINCI or in a subsidiary. This scheme entitles the beneficiary to a pension capped at eight times the Social Security ceiling.

#### Situation of Mr Xavier Huillard

As Mr Xavier Huillard is a beneficiary of rights under the supplementary collective defined benefit pension scheme set up by VINCI, he will be entitled to an additional retirement pension when his pension rights are paid under the general scheme, the amount of which will be capped at eight times the annual social security ceiling (i.e. €376,800 for 2025).

#### Special situation of the Chief Executive Officer

If the Chief Executive Officer is a beneficiary of rights under the collective supplementary defined benefit pension scheme referred to in paragraph above, his appointment as Chief Executive Officer of VINCI SA has the effect of freezing his rights under this scheme on the basis of his last remuneration on the date of suspension of his employment contract.

In order to mitigate the consequences of this situation, namely that the rights of the person concerned under the scheme described above will decrease each year due to the annual increase in the social security ceiling referred to in its calculation, the intention is to set up for the benefit of the Chief Executive

officer a defined contribution pension scheme with individual and optional membership of the Article 82 type, to ensure that the person concerned receives a retirement pension supplement. The scheme will consist of an annual payment in cash treated as salary. The amount paid by the Company will be divided between a payment to the insurer and a payment to the interested party intended to cover the social security contributions and taxes due on the payments.

The annual amount of the payment will be fixed by the Board at the time of determining the variable part of the remuneration of the person concerned. It will be expressed as a percentage of 12% of the paid gross short-term remuneration.

#### Benefit in kind

The Chairman and Chief Executive Officer, the dissociated Chairman and the Chief Executive Officer will benefit from a company car.

#### **VARIABLE PART OF MR. HUILLARD'S REMUNERATION FOR THE 2024 FINANCIAL YEAR**

The economic indicators used to determine the economic part of the short-term variable part of Mr Huillard's remuneration evolved as follows between 31/12/2023 and 31/12/2024:

	2023	2024	Variation	Resulting bonus according to the grid
Diluted net income per share	€8.18	€8.93	+ 9,2 %	€403,287
Recurring operating income	€8,175 million	€9,135 million	+ 11,7 %	€423,224
Operating cash flow	€7,414 million (*)	€9,147 million	+ 23,4 %	€471,648
<b>TOTAL</b>				<b>€1,298,159</b>
Amount to be deducted as a result of the cap				- €50,159
<b>TOTAL</b>				<b>€1,248,000</b>

(\*) This is the average operating cash flow for 2022/2023 as decided by the Board of Directors in 2024.

It is specified that operating cash flows for 2023 and 2024 are restated for investments in renewable energies (for €636 million) and that the three indicators are restated for the impact of the tax on long-distance transport infrastructure (€284 million for net income and operating cash flow and €249 million for operating cash flow).

These elements, which reflect the Group's excellent economic and financial performance, led the Board to set this component of the remuneration at €1,248,000, i.e. the ceiling provided therefore.

With regard to the elements of the managerial part and the ESG part, after consultation between the Remuneration Committee and the Appointments and Governance Committee, the Board determined them as follows:

#### Managerial part

The criteria and objectives adopted for the managerial part are as follows:

Managerial part	Weight	Target for 2024	Realised
Evolution of the Group's activities outside France	5 %	Up from 57% in 2023	International sales grew by 5.6% in 2024 It represents <b>57.8%</b> of the Group's turnover
Managerial performance and dialogue with stakeholders	10 %	At the Council's discretion	

The Board decided to retain:

- A 100% performance on the criterion of the evolution of international activities. Indeed, the growth in international revenue and the share it represents in relation to consolidated revenue is very satisfactory and reflects the Group's strategy.
- a 100% performance on the managerial performance indicator, given the excellent work accomplished in the managerial transition process and in the Group's management, as evidenced by the 2024 results.

#### ESG Part

The Board took the following decisions on the proposal of the Remuneration Committee:

Performance ESG	Weight	Completed in 2024 and proposal by the Committee
<b>Environment (9%)</b>		
Monitoring of efforts to reduce CO <sup>2</sup> emissions on scope 3 in intensity	3 %	Completion rate: 100% due to the efforts made
Monitoring of the reduction of CO <sup>2</sup> emissions	6 %	5 points decrease in the trajectory that is lower than the theoretical curve  Completion rate: 100%
<b>Social &amp; Security (11%)</b>		
Rate of employees eligible for Castor International	3 %	83% of eligible employees  Completion rate: 100%
Security Decrease in the TF compared to 2023 2023 base: 5.66	4 %	TF 2024 = 5.80  Completion rate: 0%
Increase in the rate of feminization of management bodies (2023 base: 19.5%)	4 %	Rate of 20.5% as of 31/12/2024  Completion rate: 100%
<b>Governance &amp; Compliance</b>		
Work with the Board and the CNG on the succession plan	5 %	Completion rate 100%
<b>TOTAL</b>	<b>25 %</b>	



In summary, the Council decided to retain the following performances:

	Ceiling	2 023	2 024	2024/2023	Completion rate
Economic performance	1 248 000	1 248 000	1 248 000	100,00%	100,00%
Managerial performance					
CA International	104 000	104 000	104 000	100,00%	100,00%
Managerial	208 000	208 000	208 000	100,00%	100,00%
TOTAL Managerial performance	312 000	312 000	312 000	100,00%	100,00%
Performance ESG					
Environment					
Scopes 1&2	62 400	46 800	62 400	133,33 %	100,00 %
Scope 3	124 800	62 400	124 800	200,00 %	100,00 %
TOTAL Environment	187 200	109 200	187 200	171,43 %	100,00 %
Social security					
Castor	62 400	62 400	62 400	100,00 %	100,00 %
Frequency rate	83 200	79 206	-	0,00 %	0,00 %
Feminization	83 200	83 200	83 200	100,00 %	100,00 %
TOTAL Health and Safety	228 800	224 806	145 600	64,77 %	63,64 %
Governance	104 000	104 000	104 000	100,00 %	100,00 %
TOTAL ESG	520 000	438 006	436 800	99,72 %	84,00 %
Managerial performance and ESG	832 000	750 006	748 800	99,84 %	90,00 %
VARIABLE TOTAL	2 080 000	1 998 006	1 996 800	99,94 %	96,00 %

This attainment rate leads to the setting of Mr. Huillard's short-term variable remuneration at €1,996,800 for the 2024 financial year.

The amount of directors' fees received by Mr. Huillard in respect of his mandates within the Group's companies exercised in 2024 will have to be deducted from this sum.

#### **FINAL AWARDS UNDER THE PERFORMANCE ACTION PLAN IMPLEMENTED ON APRIL 12, 2022**

The performance indicators for this plan have evolved as follows:

	Weight	Attainment rate	Performance
Financial criterion ROCE/WACC 1.25 per cent	50,0 %	Ratio with Airports: 1.82 Ratio without Airports : 2.23 Attainment rate: 100%	50 %
Stock market criterion TSR VINCI/ Panel	12,5 %	TSR VINCI : + 20 % TSR Panel : + 34,2 %  Attainment rate: 0%	0 %
Debt criterion FFO / This Nette	12,5 %	Ratio = 44.2% Attainment rate: 100%	12,5 %

20% for 100%			
Environmental criterion Notes CDP	15,0 %	A, A- and B Attainment rate: 100%	15 %
Safety criteria Frequency Rate 5.30 per cent	5,0 %	At the end of 2024, TF = 5.68 Attainment rate: 55%	2,75 %
Feminization criterion Feminization Rate of New Managers 29.33% for 100%	5,0 %	A fin 2024, TFNM = 28,25 % Attainment rate: 73%	3,65 %
	100,0 %		<b>83,90 %</b>

The Board decided to set the performance rate for the long-term incentive plans put in place on 12 April 2022 at **83.90%**.

#### FINAL AWARD UNDER THE LONG-TERM INCENTIVE PLAN SET UP ON 12 APRIL 2022 IN FAVOUR OF MR XAVIER HUILLARD

As the performance rate of 83.90% being also applicable to the long-term incentive plan set up for the benefit of Mr. Huillard, the allocation of 35,000 shares granted to him on April 12, 2022 will give rise to an allocation of 29,365 shares on April 12, 2025, subject to the condition of presence.

#### PERFORMANCE CONDITIONS APPLICABLE TO PERFORMANCE SHARE PLANS AND LONG-TERM INCENTIVE PLANS TO BE PUT IN PLACE FROM 2025 ONWARDS

The Board decided to set out the performance conditions for the performance share plans and long-term incentive plans to be put in place from 2025 onwards as follows.

Nature du critère	Détail du critère	Spécificité du plan destiné aux dirigeants mandataires sociaux	Pondération dans l'allocation
<b>Critère économique</b>	<b>Création de valeur</b> La création de valeur s'apprécie par l'observation du ratio ROCE/WACC lequel s'entend du rapport constaté au 31 décembre de l'année précédant la date d'attribution définitive des actions entre, d'une part, le taux de rendement des capitaux employés (ROCE) calculé sur la moyenne des trois dernières années et, d'autre part, le coût moyen pondéré du capital (WACC) également calculé sur la moyenne des trois dernières années. Le taux d'attribution lié à ce critère économique est fonction de ce rapport, celui-ci étant de 100 % si le rapport est supérieur ou égal à 1,25 et de 0 % s'il est inférieur à 1 avec interpolation linéaire entre ces deux bornes.		50 %
<b>Critères financiers</b>	<b>Maîtrise de l'endettement</b> Ce critère a pour objet d'évaluer la capacité du Groupe à générer des flux de trésorerie en adéquation avec son niveau d'endettement, laquelle est mesurée par le ratio Funds From Operations (FFO)/dette nette. Ce ratio est déterminé selon la méthodologie de l'agence de notation Standard & Poor's et correspond à la moyenne des ratios des trois années du plan. Le taux d'attribution lié à ce critère est de 100 % si le ratio FFO/dette nette est supérieur ou égal à 20 %, et de 0 % s'il est inférieur ou égal à 15 %, avec interpolation linéaire entre ces bornes.		12,5 %
	<b>Performance boursière</b> Comparaison du Total Shareholder Return (TSR) de l'action VINCI par rapport à celui d'un panel industriel composé de sociétés cotées représentatives de la variété des métiers de VINCI. Ce critère a pour objet de mesurer, sur une période de trois ans, la performance de l'action VINCI par rapport à un indice sectoriel composite, composé de sociétés cotées qui représentent la variété des métiers de VINCI, calculé par un tiers. Cette performance s'entend de l'écart, positif ou négatif, constaté au 31 décembre de l'année précédant la date d'attribution définitive, entre le rendement total de l'action VINCI, y compris les dividendes, sur la période allant du 1 <sup>er</sup> janvier de l'année au cours de laquelle les actions font l'objet d'une allocation initiale au 31 décembre de l'année N+2 et le rendement total de l'indice sectoriel composite, y compris les dividendes, calculé sur la même période. Le taux d'attribution lié à ce critère boursier est fonction de cet écart, celui-ci étant de 100 % si l'écart est supérieur ou égal à 5 %, de 50 % s'il est égal à 0 % et de 0 % s'il est inférieur ou égal à - 5 %, avec interpolation linéaire entre ces bornes.	Le taux d'attribution lié à ce critère boursier est fonction de cet écart, celui-ci étant de 100 % si l'écart est supérieur ou égal à 5 %, et de 0 % s'il est inférieur ou égal à 0 % avec interpolation linéaire entre ces bornes.	12,5 %
<b>Critères ESG</b>	<b>Environnement</b> Objectif de réduction de l'intensité carbone (paragraphe 5.3.2 du rapport de durabilité, page 274) selon une trajectoire en cohérence avec les objectifs de décarbonation du Groupe.		15 %
	<b>Sécurité</b> Suivi de la performance du Groupe en matière de sécurité au travers de l'évolution du taux d'accidents avec arrêt de plus de 24 heures pour un million d'heures travaillées du personnel salarié du groupe VINCI dans le monde. Une moyenne annuelle du taux de fréquence sur trois ans est calculée et le taux d'attribution est égal à 100 % si la moyenne annuelle du taux de fréquence est inférieure ou égale au niveau déterminé par le Conseil au moment de la mise en place du plan et de 0 % si elle est supérieure au niveau fixé par le Conseil.		5 %
	<b>Féminisation des emplois managériaux</b> Mesure du pourcentage de femmes occupant des fonctions de manager au sein du Groupe, comparée à la situation existante au moment de la mise en place du plan. Ce critère permet d'évaluer la progression de la part des femmes ayant des fonctions de manager au sein du Groupe. Le taux d'attribution lié à ce critère est fonction de l'évolution du pourcentage de femmes managers au sein du Groupe observé au 31 décembre N+2 comparé au niveau au 31 décembre de l'année précédant l'attribution initiale du plan.		5 %