



Rueil Malmaison, 19 November 2009

Press release

**VINCI will change corporate governance arrangements**

VINCI's Board of Directors, chaired by Yves-Thibault de Silguy, met on Thursday 19 November 2009. With a view to being ready when the terms of office of Yves-Thibault de Silguy and Xavier Huillard come to an end, the Board unanimously approved a project for a new form of corporate governance, which will be implemented following VINCI's next Shareholders' Meeting on 6 May 2010.

The Board thanked Yves-Thibault de Silguy and Xavier Huillard, congratulating them on the high quality of corporate governance they have set in place over the past three and a half years. In line with its chairman's proposal, the Board has decided to merge the functions of Chairman and Chief Executive Officer and to appoint a Vice-Chairman and Senior Director. This change in VINCI's corporate governance will strengthen the company's operating efficiency and improve the way its governance bodies work.

The Chairman and CEO will have full responsibility for managing and representing VINCI. The Vice-Chairman and Senior Director will assist the Chairman in his tasks, focusing in particular on the organisation and good operation of the Board and its committees. The Vice-Chairman and Senior Director will assist the Board in respect of the good operation of governance bodies and provide his insight on the elements necessary to the Board for carrying out its control tasks to the best possible extent.

This change in VINCI's operating method is better suited to the current economic climate, which requires greater responsiveness, and will enable the Group to meet the challenges of the future.

Subject to the renewal of the interested parties' terms of office by the Shareholders' Meeting in May 2010, the Board will appoint Xavier Huillard as Chairman and CEO of VINCI and Yves-Thibault de Silguy as Vice-Chairman and Senior Director.

*Xavier Huillard, born on 27 June 1954, is an alumnus of the Ecole Polytechnique and the Ecole Nationale des Ponts & Chaussées. Following a brief period as a civil servant, firstly in a local Public Works and Planning Department and then in the Ministry for Infrastructure's International Business Department, he has spent the rest of his career in the concessions and construction sector. Having joined SGE in 1996 as Director of International Business at SOGEA, Xavier Huillard became Chairman and CEO of that company in 1998. Appointed Chairman of VINCI Construction in 2000, he was made Senior Executive Vice-President of VINCI in 2002 and became Chairman of VINCI Energies, stimulating its growth in Europe. Xavier Huillard has been Director and CEO of VINCI and Chairman of VINCI Concessions since January 2006.*

*Yves-Thibault de Silguy, born in 1948, is an alumnus of the Ecole Nationale d'Administration. Between 1976 and 1988, he held various positions at the Ministry of Foreign Affairs, European Commission, the French Embassy in Washington and in the Prime Minister's office. From 1988 to 1993, he was Director of International Business at Usinor Sacilor. From 1993 to 1995, he was Secretary-General of the Interdepartmental Committee for Questions of Economic Cooperation in Europe and, at the same time, adviser*

*on European affairs and Vice-Sherpa (preparation of summits of the industrialised nations) in the Prime Minister's office. From 1995 to 1999, he was European Commissioner responsible for economic, monetary and financial affairs. In January 2000, he became a member of the Executive Board of Suez Lyonnaise des Eaux and was CEO of that company until 2002. He remained an executive officer of Suez until he was appointed Chairman of VINCI's Board of Directors in June 2006.*

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