



**Notice to holders of the
€400 million Non-Dilutive Cash Settled Convertible Bonds due 2030
of VINCI (ISIN FR001400XE50) (the “Bonds”)**

Capitalised terms not otherwise defined in this notice shall have the meaning given to them in the terms and conditions of the Bonds (the “Conditions”).

Pursuant to the Conditions, the Issuer hereby notifies Bondholders of the following determinations:

- The Share Reference Price is: €108.4401;
- The resulting initial Conversion Price is: €130.1281; and
- The resulting initial Conversion Ratio is: 768.4735.

19 February 2025

VINCI SA

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The bonds may not be offered, sold or purchased in the United States of America, Australia, Canada, South Africa or Japan. This notice does not constitute or form part of a prospectus or any offer or invitation for the sale, or any offer or inducement to purchase or subscribe for, or any solicitation of any offer to purchase or subscribe for any bonds or other securities of Vinci S.A. in France, the United States of America, Australia, Canada, South Africa and Japan or any other jurisdiction. No communication or information relating to any offering may be transmitted to the public in a country where there is a registration obligation or where an approval is required.

No action has been or will be taken in any country in which such registration or approval would be required.

This notice is not a prospectus within the meaning of Regulation (EU) 2017/1129, as amended (the “Prospectus Regulation”).

The bonds have been offered only by way of a private placement in France to persons referred to in Article L.411-2 1° of the French monetary and financial code (*Code monétaire et financier*) and outside France (excluding the United States of America, Australia, Canada, South Africa and Japan), without an offer to the public in any country (including France). This notice does not constitute a recommendation concerning the purchase of the bonds. The value of the bonds and the shares of Vinci S.A. can decrease as well as increase. Potential investors should consult a professional adviser as to the suitability of the bonds for the person concerned. The distribution of this notice in certain countries may constitute a breach of applicable law.