

VINCI

Public Limited Company (« *Société Anonyme* »)

1 Cours Ferdinand de Lesseps
92851 Rueil Malmaison Cedex

**Attestation by the Statutory Auditors on the
information disclosed under Article L. 225-
115-4 of the French Commercial Code relating
to the global amount of remuneration paid to
the highest-paid individuals
in the financial year ending
31 December 2014**

Shareholders' General Meeting held to approve the
financial statements for the year ending 31 December
2014

KPMG Audit IS
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France

DELOITTE & ASSOCIES
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France

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To the shareholders,

In our capacity as Statutory Auditors of the company VINCI and pursuant to Article L. 225-115-4 of the French Commercial Code (*Code de commerce*), we have prepared this attestation on the information relating to the global amount of remuneration paid to the highest-paid individuals in the financial year ending 31 December 2014, as set out in this document.

Preparation of this information is the responsibility of the Deputy Chief Executive Officer of the Company. Our role is attest this information.

As part of our statutory audit work, we have carried out an audit of the annual accounts of the Company for the financing year ending 31 December 2014. The purpose of our audit, carried out in accordance with professional standards applicable in France, was to express an opinion on the annual accounts as a whole, and not on the specific items of those accounts used to determine the global amount of the remuneration paid to the highest-paid individuals. Consequently, we did not carry out our audit tests and sampling for that purpose and we express no opinion on those items in isolation.

We have carried out the procedures we considered necessary for this task pursuant to the professional standards of the French National Institute of Statutory Auditors (*Compagnie*

Nationale des Commissaires aux Comptes). Those procedures, which constitute neither an audit nor a limited review, involve making the necessary reconciliations between the global amount of the remuneration paid to the highest-paid individuals and the books of account in which that amount is recorded, and verifying that it was consistent with the information used as the basis for preparation of the annual financial statements for the year ending 31 December 2014.

On the basis of our work, we have no observations to make on the consistency between the global amount of the remuneration paid to the highest-paid individuals as stated in the attached document and amounting to €10,483,886, and the books of account used as the basis for preparation of the financial statements for the year ending 31 December 2014.

This attestation certifies the accuracy of the global amount of the remuneration paid to the highest-paid individuals within the meaning of Article L. 225-115-4 of the French Commercial Code.

It has been prepared for your attention in the context specified in the first paragraph above and must not be used, distributed or referred to for other purposes.

Paris La Défense and Neuilly-sur-Seine, 16 March 2015

The Statutory Auditors

KPMG Audit IS

DELOITTE & ASSOCIES

Jay Nirmsimloo

Philippe Bourhis

Alain Pons

Marc de Villartay

This is a free translation into English of a report issued in the French language and is provided solely for the convenience of English-speaking users.

This report should be read in conjunction with, and construed in accordance with, French Law and professional auditing standards applicable in France.