

VINCI

COMBINED SHAREHOLDERS' GENERAL MEETING 17 APRIL 2018 : **AMENDED** RESULT OF THE VOTE OF THE RESOLUTIONS

QUORUM : 57,59 %

Title of the resolutions	Result of the vote	Participating votes	Vote For	% of votes for	Votes Against	Abstention
ORDINARY PART						
First resolution Approval of the 2017 consolidated financial statements	Adopted	318 229 073	316 875 489	99,57%	1 056 858	296 726
Second resolution Approval of the 2017 parent company financial statements	Adopted	318 229 073	317 678 548	99,83%	195 457	355 068
Third resolution Appropriation of the Company's net income for the 2017 financial year	Adopted	318 229 073	317 708 005	99,84%	186 925	334 143
Fourth resolution Renewal of the appointment of Mr Xavier Huillard as Director for a period of four years	Adopted	318 229 073	228 997 940	71,96%	88 876 711	354 422
Fifth resolution Renewal of the appointment of Mr Yves-Thibault de Silguy as Director for a period of four years	Adopted	318 229 073	262 598 307	82,52%	55 237 200	393 566
Sixth resolution Renewal of the appointment of Mrs Maris-Christine Lombard as Director for a period of four years	Adopted	318 229 073	238 314 896	74,89%	79 560 801	353 376
Seventh resolution Renewal of the appointment of Qatar Holding LLC as Director for a period of four years	Adopted	318 229 073	265 023 935	83,28%	52 833 062	372 076
Eighth resolution Appointment of Mr René Medori as Director for a period of four years	Adopted	318 229 073	306 200 073	96,22%	11 655 544	373 456
Ninth resolution Renewal of the authorisation of the Board of Directors in view of the purchase by the Company of its own shares	Adopted	318 229 073	311 925 547	98,02%	5 927 110	376 416
Tenth resolution Approval of the Company's commitment in favour of Mr Xavier Huillard in respect of a supplementary pension	Adopted	317 831 055	307 221 705	96,66%	10 249 762	359 588
Eleventh resolution Approval of the Company's commitment in favour of Mr Xavier Huillard in respect of severance pay	Adopted	317 831 055	290 435 033	91,38%	27 036 128	359 894

Twelfth resolution Approval of the service agreement between VINCI and YTSEuropaconsultants	Rejected	318 183 413	157 463 067	49,49%	160 345 893	374 453
Thirteenth resolution Approval of the principles and guidelines used to determine and structure the fixed, variable and exceptional components of the total remuneration and benefits of any kind payable to the Chairman and Chief Executive Officer	Adopted	318 229 073	174 276 627	54,76%	143 276 711	675 735
Fourteenth resolution Approval of the fixed, variable and exceptional elements of total remuneration and all kinds of benefits paid or granted with respect to 2017 to Mr Xavier Huillard, Chairman and Chief Executive Officer	Adopted	318 229 073	181 180 469	56,93%	136 694 515	354 089

EXTRAORDINARY PART

Fifteenth resolution Renewal of the authorisation granted to the Board of Directors in view of the reduction of the share capital through cancellation of VINCI shares held in treasury	Adopted	318 229 073	315 684 812	99,20%	2 185 768	358 493
Sixteenth resolution Authorisation of the Board of Directors to allot, for no consideration, existing performance shares acquired by the Company to employees of the Company and of certain related companies or groups in accordance with Articles L225-197-1 et seq. of the French Commercial Code	Adopted	318 229 073	303 861 810	95,49%	14 012 683	354 580
Seventeenth resolution Delegation of authority to the Board of Directors to carry out share capital increases reserved for employees of the Company and VINCI Group companies in the context of savings plans, with shareholders' preferential subscription rights cancelled	Adopted	318 229 073	310 199 041	97,48%	7 675 244	354 788
Eighteenth resolution Delegation of authority to the Board of Directors to proceed with share capital increases reserved for a category of beneficiaries in order to offer employees of certain foreign subsidiaries benefits comparable to those offered to employees subscribing directly or indirectly via a company mutual fund in the context of a savings plan, with shareholders' preferential subscription rights cancelled	Adopted	318 229 073	310 216 889	97,48%	7 650 693	361 491
Nineteenth resolution Powers to carry out formalities	Adopted	318 229 073	317 629 705	99,81%	240 847	358 521