HALF-YEAR FINANCIAL REPORT
AT 30 JUNE 2010

Management report for the first half-year

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In a still uncertain economic climate where there are, however, some signs of recovery, VINCI's companies performed well overall in the first half of 2010, confirming the Group's previously announced forecasts.

In Concessions, the main economic indicators were favourable: light-vehicle traffic remained steady, the upturn in heavy-vehicle traffic was confirmed, and there was growth in revenue and profit. Continuing its development, VINCI was named concession operator or preferred bidder for two major transport infrastructure projects: the South Europe Atlantic high-speed rail line (SEA), which will link Tours and Bordeaux, and the Notre Dame des Landes airport near Nantes (NDDL).

In Contracting, the operating margin remained stable overall, in line with targets, despite the decline in business on a comparable structure basis. Revenue for the first half of the year rose slightly as a result of the consolidation of Cegelec since mid-April. New orders continued to increase in the first half of the year, both in France and abroad.
Drawing on the synergies between the Group's Contracting and Concessions activities, its positioning in the infrastructure market and its specialised businesses, VINCI won a number of large projects, particularly in emerging markets, driving the order book up to a record €28.4 billion at 30 June 2010. It increased 18% over 12 months as well as since the beginning of the year, and represented almost 12 months of average business activity. Excluding Cegelec, the order book rose by about 10%.

Consolidated net financial debt remained well under control: over 12 months, it was reduced by €0.7 billion to €15 billion (€13.5 billion excluding project financing). Its increase since 31 December 2009 (€1.3 billion) reflects the seasonal change in operating cash, the payment mainly in cash of the 2009 final dividend, growth investments in concessions and external growth. ASF's €500 million bond issue in March and completion of the financial arrangements for GSM-Rail demonstrate that the Group has good access to suitable sources of financing for its business. VINCI maintained its liquidity at the very high level of almost €12 billion. The Group's investment grade credit rating has been confirmed by the rating agencies (S&P: BBB+; Moody's: Baa1, stable outlook).

1. Key events in the period

1.1. Principal acquisitions

Acquisition of Cegelec

On 14 April 2010, VINCI acquired 100% of Cegelec under a strategic partnership signed on 19 January 2010 with Qatari Diar Real Estate Investment Company (Qatari Diar).

This transaction comprised the contribution of 100% of the Cegelec Group's assets and liabilities in exchange for 31.5 million VINCI shares. Consideration for the contribution of the Cegelec shares consisted of:

- the issue of 21 million new VINCI shares;
- the transfer of 10.5 million existing ordinary shares, held by VINCI; and
- a cash payment by VINCI of €16.4 million corresponding to the interim dividend paid in December 2009 (€0.52 per share transferred to Qatari Diar).

Qatari Diar thus became, with a 5.78% shareholding, VINCI's main shareholder after the Group's employees' savings funds.

Cegelec has been fully consolidated since 14 April 2010. In accordance with the accounting standards, the contributions were measured in the consolidated financial statements at the opening price of the VINCI share on the transaction date (€43.97) and amounted to €1,401 million on that basis. The provisional amount of goodwill, calculated on the basis of the measurement at fair value of the Cegelec Group's assets and liabilities and recognised following this acquisition of control, is €1,864 million.

Reorganisation of the Facility Management activity

With the acquisition of Faceo (completed on 29 July 2010) in view, VINCI has decided to bring together most of its facility management activities within a new division: VINCI Facilities, part of the Energy business line. These activities were previously housed in VINCI Construction (in France and Germany) and VINCI Energies. To make comparisons easier the 2009 data have been restated in line with the new organisation.

1.2. Financing activities

Bond issue by ASF

On 31 March 2010, ASF (Autoroutes du Sud de la France) issued 10-year bonds for €500 million, paying an annual coupon of 4.125%, under its EMTN programme. This transaction, intended to refinance ASF's debt, enables its average maturity to be extended.

VINCI’s other material financing transactions in the first half of 2010, are described in Note 16.1 to the condensed half-year consolidated financial statements.

2. Revenue

VINCI’s consolidated revenue[1] for the first half of 2010 was €15.5 billion, up 2.3% against the first half of 2009. This change is attributable to a limited decline (3%) in business on a comparable structure basis, which was more than offset by the positive impacts of external growth (mainly Cegelec, consolidated since 14 April 2010) and favourable exchange rates.

Following a difficult start to the year due to very severe weather conditions, business picked up in the second quarter, both in France and abroad, with revenue up 1.7% on a comparable structure basis.

The 4.4% increase in Concessions revenue reflects the good performance of VINCI Autoroutes (up 5%), which was attributable to the continued rise in light-vehicle traffic and faster growth of heavy-vehicle traffic in the second quarter of 2010.

Revenue for the Contracting business lines (Construction, Roads and Energy) was up slightly (1.1%) on an actual basis for the first half of the year. On a comparable basis, it fell 5.1%. Business picked up sharply in the second quarter after suffering the impact of bad weather in January and February. Second-quarter revenue was stable year-on-year on a comparable consolidation scope basis.

In France, first-half revenue was €9.5 billion, stable (up 0.4%) on an actual basis against the first half of 2009 but down 3.2% on a comparable basis.

Outside France, revenue rose 5.5% to €6.0 billion on an actual basis, declining 2.6% on a constant consolidation scope and exchange rate basis. Revenue generated outside France represented 39% of the total (45% in the Contracting activities) thanks to growth in emerging economies.

Revenue by business line

(in € millions)	1st half 2010	1st half 2009	Change 2010/2009 actual basis
Concessions	2,399	2,297	4.4%
of which, VINCI Autoroutes:	*1,972*	*1,877*	*5.0%*
Contracting	13,040	12,901	1.1%
Energy	*2,873*	*2,370*	*21.3%*
Roads	*3,440*	*3,464*	*(0.7%)*
Construction	*6,726*	*7,067*	*(4.8%)*
Property	235	223	5.7%
Eliminations and restatements	(169)	(265)	
Total excluding concession subsidiaries’ construction revenue	**15,505**	**15,155**	**2.3%**
Concession subsidiaries’ construction revenue	288	236	21.6%
TOTAL	**15,793**	**15,391**	**2.6%**

VINCI Concessions: €2,399 million[1] (+ 4.4%)

Revenue for the half-year at VINCI Autoroutes, which manages VINCI’s four motorway network in France, was €1,972 million[1], up 5.0%. Traffic grew 2.2% in the half-year on a stable network basis, with light vehicles up 2.1% and heavy vehicles up 2.8%. In addition, the opening of new sections had a positive effect (+0.8%) as did price changes. Overall, toll revenue was up 5.2%.

[1] *Revenue excluding concession subsidiaries’ external construction revenue (work carried out by non-VINCI companies on behalf of concession grantors) in application of IFRIC 12.*
VINCI’s total revenue including, in application of IFRIC 12, work carried out by non-Group companies, amounted to €15.8 billion in the first half of 2010, a 2.6% increase from the first half of 2009.

The improvement in heavy goods traffic observed since mid-February has been confirmed in recent months. Light vehicle traffic levels have also continued to rise. In the second quarter of 2010, total traffic increased by 3.3% (light vehicles: +3.1%; heavy vehicles: +4.8%).

VINCI Park's revenue was €318 million, slightly up (by 1.2% on a comparable basis). Revenue was stable in France, but increased in foreign markets, reflecting growth in North America.

Contracting: €13,040 million (+1.1% actual; -5.1% comparable)

Energy: €2,873 million (+21.3% actual; -3.1% comparable)

In France, revenue for the half-year was €1,842 million (including Cegelec for €317 million) up 20.1% on an actual basis. At comparable consolidation scope, the fall was limited to -0.7%, thanks to the increased business in the second quarter (+3.2%). Operations relating to telecommunications and energy production and transport infrastructure continued to grow, whereas a decline was seen in industry and service-sector property, but to a lesser extent than in previous quarters.

Outside France, revenue for the half-year was €1,031 million, up 23% on an actual basis (including Cegelec for €244 million) but down 7.4% on a comparable basis. This was mainly due to a poor start to the year in the European subsidiaries. In the second quarter however, the decline in business was limited, at -1.8%.

At 30 June 2010, the order book stood at €5.8 billion, including €1.9 billion for Cegelec. This figure includes €0.5 billion for the GSM-Rail contract finalised last April under a Public-Private Partnership with the French railway authority RFF. The order book has therefore increased by nearly 90% since the beginning of the year and by 69% over 12 months (+28% and +14% excluding Cegelec), and represents 9 months' average activity for this business line.

Roads: €3,440 million (-0.7% actual; -2.1% comparable)

In France, revenue was €2,109 million, slightly down, by 1.2%. After suffering from unfavourable weather conditions in January and February, business recovered from March onwards and increased by 3.2% in the second quarter of 2010, allowing most of the delays in the first quarter to be absorbed.

Outside France, revenue was €1,332 million (stable on an actual basis, down 3.7% at constant consolidation scope and exchange rates). Following a difficult first quarter, business in the second quarter of 2010 was comparable with the second quarter of 2009 (excluding foreign exchange and consolidation scope differences), despite the heavy floods in Central Europe that disrupted operations in Poland and to some extent, progress on the R1 site in Slovakia.

The Roads business line's order book at 30 June 2010 stood at €6.4 billion, up by more than 7% since the beginning of the year (and by 14% over 12 months) and represents 9.5 months' average activity for this business line.

Construction: €6,726 million (-4.8% actual; -7.1% comparable)

In France, revenue was €3,203 million, down 12.7%. The delays incurred in site work due to the bad weather in January and February were reduced in the last three months and, at -7%, the decrease in activity in the second quarter was less pronounced than at the start of the year. The private-sector building and civil engineering sectors showed the largest falls while public-sector building is holding up better, in particular in the areas of health, education and social housing.

Outside France, revenue was €3,524 million (+3.7% on an actual basis, -1.1% on a comparable basis). The second quarter saw a recovery in growth (+13.7% on actual basis; +7% on a comparable basis), thanks to good performances at Entrepose Contracting (oil and gas), Deme (dredging and maritime work), Soletanche-Freyssinet, VINCI Construction Grands Projets and Sogea Satom. However, the decline continued in the UK and Central Europe.

The Construction business line's order book at 30 June 2010 stood at €16.2 billion, up by nearly 8% since the beginning of the year (and by 7% over 12 months) and represented more than 14 months' average activity for this business line.

3. Results

Operating profit from ordinary activities amounted to €1,423 million for the first half of 2010, up 4.8% compared with the first half of 2009, a larger increase than in revenue. Excluding foreign exchange rate and consolidation scope effects (the latter mainly relating to Cegelec) the increase was 3%.

Operating profit from ordinary activities as a percentage of revenue was 9.2%, against 9.0% for the first half of 2009.

Operating profit from ordinary activities - by business line

(in € millions)	1st half 2010	*% revenue (*)*	1st half 2009	*% revenue (*)*	Change 2010/2009
Concessions	929	*38.7%*	856	*37,3%*	8.5%
of which, VINCI Autoroutes:	*839*	*42.6%*	*768*	*40.9%*	*9.3%*
Contracting	465	*3.6%*	466	*3.6%*	(0.3%)
Energy	*150*	*5.2%*	*122*	*5.1%*	*23.5%*
Roads	*3*	*0.1%*	*36*	*1.0%*	*(91.5%)*
Construction	*312*	*4.6%*	*309*	*4.4%*	*0.9%*
Property	29	*12.3%*	12	*5.6%*	132.9%
Holding companies	0		23		
Operating profit from ordinary activities	**1,423**	***9.2%***	**1,358**	***9.0%***	**4.8%**
Share-based payments (IFRS 2)	(21)		(19)		14.0%
Profit / (loss) of associates	12		17		(31.3%)
Operating profit	**1,414**	***9.1%***	**1,356**	***8.9%***	**4.2%**

(*) Excluding concession operating companies' revenue for the construction of new infrastructure by third parties (in application of IFRIC 12).

Operating profit from ordinary activities for **Concessions** was €929 million, up 8.5% from €856 million for the first half of 2009. This change is attributable to the increase in VINCI Autoroutes' operating profit from ordinary activities (up 9.3% at €839 million), due to growth in toll revenue, careful management of operating expenses and the €19 million positive effect of the reduction of amortisation following the one-year extension of the concession contracts as part of the environmental investment programme (the "green package") agreed at the beginning of the year.
With operating profit from ordinary activities of €60 million (€59 million in the first half of 2009), VINCI Park and the other concessions have performed satisfactorily overall given the economic circumstances prevailing in the period.

The **Contracting** business line's operating profit from ordinary activities and revenue margin remained stable for the first half of 2010 at €465 million (€466 million for the first half of 2009) and 3.6% of revenue, despite the decline in activity. This good performance was in line with the Group's targets announced at the beginning of the year, demonstrating the pertinence of the strategy of expanding into more resilient specialist operations that generate recurrent income streams.

Operating profit from ordinary activities for the Energy business line was strongly up by 23.5% at €150 million (€122 million in the first half of 2009), including Cegelec's contribution (€20.5 million) consolidated since 14 April 2010. The business line's margin was 5.2%, close to that at 30 June 2009 (5.1%).

Roads posted a decline in operating profit from ordinary activities, which amounted to €3 million and 0.1% of revenue. First-half results, which are not representative in this business, were very negatively impacted by the severe weather conditions at the beginning of the year in Europe and North America. There was, however, a sharp upturn in both revenue and profit during the second quarter.

Construction's operating profit from ordinary activities amounted to €312 million, (4.6% of revenue), up slightly on the first half of 2009 (€309 million, 4.4% of revenue) despite a decline of about 5% in activity. This good performance was achieved by maintaining operating margins at high levels in most divisions, both in France and elsewhere, including Entrepose Contracting, Sogea-Satom, Soletanche Freyssinet and CFE (dredging).

The improvement in VINCI Immobilier's operating profit from ordinary activities reflects the good economic climate in the residential property sector.

Operating profit which, in addition to share-based payment expenses (IFRS 2), includes the profit or loss of equity-accounted associates, was up 4.2% at €1,414 million at 30 June 2010 (a 9.1% margin), compared with €1,356 million (an 8.9% margin), for the first half of 2009.

The share-based payment expense (under IFRS 2) represents the benefits paid to employees under performance share plans, share option plans and the Group Savings Scheme and amounted to €21 million for the first half of 2010 (€19 million in the first half of 2009).

The Group's share of the **profit of associates** was €12 million (compared with €17 million at 30 June 2009) and mainly related to VINCI Concessions.

The **cost of net financial debt** was down by €30 million (a 7.9% decrease) at €350 million from €380 million in the first half of 2009. This reflects the reduction in the average amount of net financial debt and, to a lesser degree, the fall in interest rates, of which the impact was limited at Group level due to the decrease in income from cash investments.

Other financial income and expenses amounted to net income of €8 million compared with €57 million in the first half of 2009.
This item includes in particular capitalised borrowing costs for €41 million, mainly at Cofiroute, ASF and Escota, which were lower than the €70 million in the first half of 2009, following the entry into service of the first section of the A86 Duplex and the A19 (Arcour) in June 2009.

The **tax expense** for the period was €315 million, €20 million more than in the first half of 2009 (€295 million). The effective tax rate was 29.4% (28.5% in the first half of 2009).

Non-controlling interests amounted to €54 million (€49 million in the first half of 2009) and mainly represents the share of profits not attributable to the owners of the parent in Cofiroute (16.7%) and CFE (53.2%).

Consolidated net profit attributable to owners of the parent was €703 million for the first half of 2010, up 1.9% against the first half of 2009 (€690 million).

Diluted earnings per share were down 5.6%, at €1.34 per share (€1.42 in the first half of 2009), as a result of the issue of new shares in 2009 (for the payment in shares of the final 2008 dividend) and the payment in VINCI shares of the contribution of Cegelec.

Net profit or loss by business line

(in € millions)	1st half 2010	1st half 2009	Change 2010/2009
Concessions and services	374	340	9. 8%
of which, VINCI Autoroutes :	*342*	*305*	*12.2%*
Contracting	287	302	(5.1%)
Energy	*96*	*82*	*17.7%*
Roads	*(5)*	*17*	*(131%)*
Construction	*196*	*203*	*(3.6%)*
Property	18	9	94.8%
Holding companies	24	38	
TOTAL	**703**	**690**	**1.9%**

The changes in net profit by business line reflect the trends seen in operating profit from ordinary activities.

4. Cash flows

Cash flow from operations before tax and financing costs increased 3.8% to €2,229 million, against €2,147 million in the first half of 2009. This represented 14.4% of revenue (14.2% in the first half of 2009).

VINCI Concessions, the main contributor, increased its cash flow from operations by 6% to €1,480 million (61.7% of revenue), against €1,396 million for the first half of 2009 (60.8% of revenue). VINCI Autoroutes improved its cash flow from operations by 6.5% to €1,333 million, representing 67.6% of revenue (66.7% for the first half of 2009).

Cash flow from operations generated by Contracting's business activities was down by 1.5% at €721 million, following the general trend of their operating profit, and represented 5.5% of revenue for the first half of 2010 (€732 million and 5.7% for the same period in 2009).

The change in working capital requirement and current provisions, which is generally negative for the first six months of the year due to the seasonality of some of Contracting's activities, was a net outflow of €-845 million for the first half of 2010, compared with a net outflow of €-757 million for the same period the previous year. This is attributable in particular to changes in consolidation scope (Cegelec), the impact of the upturn in business in the second quarter of 2010 on accounts receivable and the continued application of the LME Act on modernising the economy (shorter supplier payment terms) in France.

Financial interest paid amounted to €438 million at 30 June 2010, down €33 million over the period.

Taxes paid were strongly up during the six months, at €538 million compared with €205 million in the first half of 2009. In the first half of 2009, the Group benefited from a tax refund of some €100 million and the low level of instalments paid and calculated on the basis of the 2008 tax charge.

Net cash flows from operating activities stood at €408 million, down €306 million compared with the first half of 2009 (€714 million).

Investments in operating assets net of disposals were down 12% to €392 million, compared with €442 million for the first half of 2009. This is attributable to certain business activities adapting their production resources to the economic environment, especially in the Roads business line.

Operating cash flow was positive at €16 million for the first half of 2010, compared with €272 million at 30 June 2009.

Growth investments in the concessions (including the net increase in financial assets in the PPP projects) amounted to €507 million in the period (compared with €585 million in the first half of 2009). They include €281 million invested in motorways in France – including €293 million at ASF and Escota under the current master agreements (including €116 million on the Lyon Balbigny section) and €106 million at Cofiroute (excluding a grant of €120 million relating to the A86 Duplex) – and €226 million on other projects currently under construction (mainly the R1 Expressway in Slovakia and Locorail, a rail tunnel under the port of Antwerp).

Net financial investments (including net cash of companies acquired) amounted to €283 million, compared with €48 million for the first half of 2009. This figure includes €200 million in respect of Cegelec's negative net cash at 14 April 2010. It is to be noted that Cegelec's shares were paid for by 31.5 million VINCI shares (of which 21 million were new shares) (see Key events in the period, above).

After taking account of these items, free cash flow after net investments was an outflow of €781 million compared with an outflow of €371 million in the first half of 2009.

Dividends paid during the six-month period amounted to €625 million (€553 million for the first half of 2009), including €590 million in respect of VINCI's final 2009 dividend. The balance was mainly the dividends paid by Cofiroute to its minority shareholders.

The share capital increases made in the first half of 2010 (excluding that relating to VINCI shares transferred as payment for Cegelec shares) represented €232 million; of this €40 million was for the payment in shares of the final 2009 dividend and €192 million relating to the savings plan and the exercise of subscription options. For the first half of 2009, these transactions generated a net cash inflow of €529 million, of which €367 million for the payment in shares of the final dividend in respect of 2008.

The other changes in debt with no cash effect (-€128 million) include the negative change in the fair value of derivatives for –€248 million (mainly relating to the effect of the fall in rates on hedging swaps) partly offset by the positive impact of changes in the exchange rates of the main currencies.

After taking account of these transactions, cash flows for the period resulted in an increase in net financial debt from 31 December 2009 of €1,308 million, compared with a deterioration of €330 million in the first six months of 2009.

5. Balance sheet

Consolidated non-current assets at 31 December 2010 stood at €34.2 billion (€31.7 billion at 31 December 2009). A large part of this consists of the concession assets (€26.7 billion), including ASF for nearly €17.4 billion.

Overall, the Group's capital employed amounted to €28.7 billion at 30 June 2010, up €3.2 billion from the end of 2009, due in particular to the acquisition of Cegelec on 14 April 2010.
Concession companies accounted for nearly 89% of the Group's total capital employed.

Group equity at 30 June 2010 stood at €12.1 billion compared with €10.4 billion at 31 December 2009; and includes non-controlling interests for €651 million.

Net financial debt amounted to €15.0 billion at the end of June 2010, down €0.7 billion over the last 12 months (€15.7 billion at 30 June 2009 and €13.7 billion at 31 December 2009). Excluding project financing, net debt amounted to €13.5 billion at 30 June 2010, compared with €14.7 billion at 30 June 2009 and €12.5 billion at 31 December 2009. Concessions' debt (€18.0 billion) is stable compared with the end of 2009 and up €0.5 billion over the last 12 months, as a result of the investments in progress in new projects. Contracting shows a positive net cash position of €2 billion (€1.9 billion at 30 June 2009 and €3.4 billion at 31 December 2009), while the holding companies had net cash of €1.0 billion at 30 June 2010.

6. Parent company financial statements

VINCI's individual financial statements show revenue of €4.6 million for the first half of 2010, compared with €4.2 million in the first half of 2009. This mainly comprises rebilling by the holding company of various assistance services to its subsidiaries.

The parent company's net profit was €978 million in the first half of 2010 compared with €545 million in the first half of 2009.

7. Main transactions with related parties

Details of the main transactions with related parties are given in Note H.21 to the condensed half-year consolidated financial statements.

8. Risk factors

Details of the main risks that VINCI could face are given in Note C. "Risk factors" in the management report included in the 2009 registration document, number D.10-0177, filed with the AMF on 26 March 2010.

Condensed half-year consolidated financial statements

Financial statements

Key figures

(in € millions)	1st half 2010	1st half 2009	2009
Revenue	**15,792.5**	**15,391.1**	**32,459.6**
of which:			
Revenue excluding construction by third parties of new infrastructure under concession	*15,505.1*	*15,154.7*	*31,927.6*
Revenue realised by concession operators for the construction of new infrastructure by third parties	*287.5*	*236.5*	*532.0*
Revenue outside France	6,060.1	5,743.8	12,366.1
% of revenue (*)	*38.9%*	*37.7%*	*38.5%*
Operating profit from ordinary activities	1,423.3	1,357.8	3,192.5
% of revenue (*)	*9.2%*	*9.0%*	*10.0%*
Operating profit	1,413.8	1,356.2	3,144.8
Net profit attributable to owners of the parent	**702.9**	**690.1**	**1,596.0**
Earnings per share (in €)	1.36	1.44	3.27
Diluted earnings per share (in €)	1.34	1.42	3.21
Dividend per share (in €)			1.62
Equity including non-controlling interests	12,132.1	9,732.9	10,439.9
Net financial debt	(14,991.6)	(15,701.2)	(13,684.1)
Net financial debt excluding project finance	(13,488.6)	(14,676.3)	(12,482.9)
Cash flow from operations	**2,228.5**	**2,147.2**	**4,964.2**
Net investments in operating assets	(392.2)	(441.9)	(797.7)
Investments in concessions and PPP contracts	(506.7)	(585.3)	(1,227.0)
Net financial investments (**)	(283.0)	(47.9)	(110.3)
Operating cash flow	**15.9**	**272.3**	**3,301.9**

(*) Percentage calculated using revenue excluding the construction by third parties of new infrastructure under concession.
(**) Including net cash in companies acquired or sold.

Income statement for the period

(in € millions)	Notes	1st half 2010	1st half 2009	2009
Revenue	**1-2-3**	**15,792.5**	**15,391.1**	**32,459.6**
of which:				
Revenue excluding construction by third parties of new infrastructure under concession		*15,505.1*	*15,154.7*	*31,927.6*
Revenue realised by concession operators for the construction of new infrastructure by third parties		*287.5*	*236.5*	*532.0*
Revenue from ancillary activities		97.6	100.3	201.5
Operating expenses	4	(14,466.9)	(14,133.7)	(29,468.6)
Operating profit from ordinary activities	**2-3-4**	**1,423.3**	**1,357.8**	**3,192.5**
Share-based payment expense (IFRS 2)	4-13	(21.2)	(18.6)	(62.9)
Goodwill impairment expense	9			(11.8)
Profit / (loss) of associates		11.7	17.0	27.1
Operating profit	**4**	**1,413.8**	**1,356.2**	**3,144.8**
Cost of gross financial debt		(380.7)	(434.9)	(829.6)
Financial income from cash management investments		30.9	55.4	86.2
Cost of net financial debt	**5**	**(349.7)**	**(379.5)**	**(743.4)**
Other financial income	5	66.1	115.0	164.8
Other financial expenses	5	(58.2)	(57.8)	(123.4)
Income tax	6	(315.2)	(294.6)	(744.7)
Net profit from continuing operations		**756.8**	**739.2**	**1,698.2**
Profit after tax from discontinued activities (halted or sold)				-
Net profit for the period		**756.8**	**739.2**	**1,698.2**
Net profit for the period attributable to non-controlling interests		53.8	49.2	102.2
Net profit for the period attributable to owners of the parent		**702.9**	**690.1**	**1,596.0**
Earnings per share from continuing operations				
Earnings per share (in €)	7	1.36	1.44	3.27
Diluted earnings per share (in €)	7	1.34	1.42	3.21
Earnings per share attributable to owners of the parent				
Earnings per share (in €)	7	1.36	1.44	3.27
Diluted earnings per share (in €)	7	1.34	1.42	3.21

Statement of comprehensive income for the period

(in € millions)	1st half 2010	1st half 2009	2009
Net profit for the period (including non-controlling interests)	**756.8**	**739.2**	**1,698.2**
Financial instruments: changes in fair value	(247.1)	(18.5)	(52.1)
of which:			
Available-for-sale financial assets(*)	*(14.6)*	*(2.8)*	*14.4*
Cash flow hedge (effective part)(**)	*(232.5)*	*(15.6)*	*(66.5)*
Change in equity of associates recognised directly in equity	(26.8)	3.6	(7.7)
Currency translation differences	156.7	39.4	39.4
Tax(***)	78.8	0.9	11.5
Income and expenses for the period recognised directly in equity	**(38.5)**	**25.5**	**(9.0)**
Total comprehensive income for the period	**718.2**	**764.7**	**1,689.3**
of which:			
Attributable to owners of the parent	664.5	711.0	1,584.3
Attributable to non-controlling interests	53.7	53.7	104.9

(*) At the balance sheet date, available-for-sale financial assets are measured at their fair value. In the absence of any objective indication of impairment, these changes in fair value are recognised directly in equity.

(**) Changes in the fair value of cash flow hedges (interest-rate hedges) are recognised in equity for the effective part. Cumulative gains and losses in equity are recognised through profit or loss when the cash flow affects profit or loss.

(***) €78.8 million of tax effects relating to changes in the fair value of financial instruments (€0.9 million at 30 June 2009), including €5 million relating to available-for-sale financial assets (–€4.1 million at 30 June 2009) and €73.8 million relating to cash flow hedges (effective part) (+€5 million at 30 June 2009).

Consolidated balance sheet

Assets

(in € millions)	Notes	30/06/2010	30/06/2009	31/12/2009
Non-current assets				
Concession intangible assets	8	24,019.1	24,136.6	24,223.8
Goodwill, net	9	5,572.3	3,634.0	3,638.2
Other intangible assets		496.5	189.0	184.3
Property, plant and equipment	10	4,763.8	4,713.6	4,614.0
Investment property		51.3	45.2	49.9
Investments in associates		209.4	210.3	214.1
Other non-current financial assets	11	1,300.6	696.4	892.6
Deferred tax assets		181.4	136.1	144.6
Total non-current assets		**36,594.3**	**33,761.1**	**33,961.4**
Current assets				
Inventories and work in progress	15	951.9	887.6	755.7
Trade and other operating receivables	15	12,628.5	11,698.2	10,369.9
Other current assets	15	414.9	370.0	368.1
Current tax assets		170.1	59.5	64.6
Other current financial assets		318.0	316.0	242.9
Cash management financial assets	16	785.0	898.5	1,116.7
Cash and cash equivalents	16	4,866.3	4,980.7	5,556.9
Total current assets (before assets classified as held for sale)		**20,134.8**	**19,210.6**	**18,474.8**
Total current assets		**20,134.8**	**19,210.6**	**18,474.8**
Total assets		**56,729.1**	**52,971.7**	**52,436.1**

Consolidated balance sheet

Equity and liabilities

(in € millions)	Notes	30/06/2010	30/06/2009	31/12/2009
Equity				
Share capital	12.1	1,374.2	1,288.9	1,302.4
Share premium		6,754.4	5,642.9	5,749.6
Treasury shares	12.2	(490.3)	(1,125.8)	(1,108.2)
Other equity instruments		490.6	490.6	490.6
Consolidated reserves		2,951.2	2,348.7	2,040.9
Currency translation reserves		71.4	(78.0)	(75.4)
Net profit attributable to owners of the parent		702.9	690.1	1,596.0
Amounts recognised directly in equity	12.3	(373.0)	(154.7)	(187.6)
Equity attributable to owners of the parent		**11,481.5**	**9,102.7**	**9,808.4**
Non-controlling interests		650.6	630.2	631.5
Total equity		**12,132.1**	**9,732.9**	**10,439.9**
Non-current liabilities				
Non-current provisions	14	1,182.1	927.0	994.8
Bonds	16	5,962.8	5,109.3	5,318.7
Other loans and borrowings	16	12,846.7	12,896.9	12,895.9
Other non-current liabilities		134.8	116.2	133.6
Deferred tax liabilities		2,373.6	2,436.9	2,364.6
Total non-current liabilities		**22,500.1**	**21,486.3**	**21,707.6**
Current liabilities				
Current provisions	15	3,033.6	2,617.6	2,842.2
Trade payables	15	6,987.3	6,284.7	6,233.6
Other current payables	15	9,536.3	8,671.6	8,507.8
Current tax payables		152.4	216.4	222.2
Current borrowings	16	2,387.4	3,962.2	2,482.8
Total current liabilities (before liabilities classified as held for sale)		**22,097.0**	**21,752.5**	**20,288.6**
Total current liabilities		**22,097.0**	**21,752.5**	**20,288.6**
Total equity and liabilities		**56,729.1**	**52,971.7**	**52,436.1**

Consolidated cash flow statement

(in € millions)	Notes	1st half 2010		1st half 2009	2009
Consolidated net profit for the period (including non-controlling interests)		**756.8**		**739.2**	**1,698.2**
Net depreciation and amortisation		892.6		883.2	1,814.0
Net increase / (decrease) in provisions		4.4		13.9	163.4
Share-based payments (IFRS 2) and other restatements		(28.0)		(41.9)	(30.6)
Gain or loss on disposals		(9.1)		(29.1)	(29.5)
Change in fair value of financial instruments		10.9		6.1	7.3
Share of profit or loss of associates, dividends received from unconsolidated entities and profit or loss from operations classified as held for sale		(23.4)		(28.2)	(41.2)
Capitalised borrowing costs		(40.7)		(70.2)	(105.4)
Cost of net financial debt recognised		349.7		379.5	743.4
Current and deferred tax expense recognised		315.2		294.6	744.7
Cash flows (used in) / from operations before tax and financing costs	**2-3**	**2,228.5**		**2,147.2**	**4,964.2**
Changes in working capital requirement and current provisions	15	(844.6)		(757.0)	608.8
Income taxes paid		(538.4)		(205.5)	(689.6)
Net interest paid		(437.5)		(470.5)	(783.8)
Net cash flows (used in) / from operating activities	**I**	**408.1**		**714.2**	**4,099.6**
Purchases of property, plant and equipment, and intangible assets		*(445.7)*		*(481.2)*	*(893.0)*
Proceeds from sales of property, plant and equipment, and intangible assets		*53.5*		*39.3*	*95.3*
Net investments in operating assets		**(392.2)**		**(441.9)**	**(797.7)**
Operating cash flow		***15.9***		***272.3***	***3,301.9***
Investments in concession fixed assets (net of grants received)		*(333.1)*		*(541.1)*	*(1,051.8)*
Financial receivables (PPP contracts and others)		*(173.5)*		*(44.3)*	*(175.2)*
Investments in concessions and PPP contracts		**(506.7)**		**(585.3)**	**(1,227.0)**
Purchases of shares in subsidiaries and associates (consolidated and unconsolidated)		*(109.8)*	(*)	*(82.3)*	*(185.5)*
Proceeds from sales of shares in subsidiaries and associates (consolidated and unconsolidated)		*22.3*		*31.2*	*69.5*
Net effect of changes in scope of consolidation		*(195.5)*		*3.2*	*5.7*
Net financial investments		**(283.0)**		**(47.9)**	**(110.3)**
Dividends received from associates and unconsolidated entities		25.7		21.9	33.6
Other		(33.1)		(31.8)	(40.1)
Net cash flows (used in) / from investing activities	**II**	**(1,189.3)**		**(1,085.0)**	**(2,141.6)**
Changes in share capital		231.8	(*)	528.7	648.8
Changes in treasury shares		(5.2)		0.2	(2.5)
Non-controlling interests in share capital increases of subsidiaries		0.1			5.1
Dividends paid					
- to shareholders of VINCI SA		*(589.9)*		*(524.7)*	*(816.0)*
- to non-controlling interests		*(34.9)*		*(28.5)*	*(57.0)*
Proceeds from new borrowings		610.3		1,223.1	1,489.5
Repayment of borrowings and changes in other current financial debt		(632.9)		(490.5)	(1,996.5)
Change in cash management assets		266.9		(521.5)	(813.7)
Net cash flows (used in) / from financing activities	**III**	**(153.8)**		**186.7**	**(1,542.2)**
Change in net cash	**I+II+III**	**(935.0)**		**(184.1)**	**415.9**
Net cash and cash equivalents at beginning of period		**4,956.3**		**4,513.4**	**4,513.4**
Other changes		79.4		5.8	26.9
Net cash and cash equivalents at end of period	**16**	**4,100.7**		**4,335.1**	**4,956.3**
Increase / (decrease) of cash management financial assets		(266.9)		521.5	813.7
(Proceeds from) / repayment of loans		22.6		(732.6)	507.0
Other changes		(207.6)		59.0	(76.9)
Change in net debt		**(1,307.5)**		**(330.4)**	**1,686.7**
Net debt at beginning of period		**(13,684.1)**		**(15,370.8)**	**(15,370.8)**
Net debt at end of period	**16**	**(14,991.6)**		**(15,701.2)**	**(13,684.1)**

(*) Excluding acquisition of shares in Cegelec (€1.4 billion) paid for by an increase in share capital and transfer of existing shares.

Statement of changes in consolidated equity

(in € millions)	Capital and reserves attributable to owners of the parent										
	Share capital	Share premium	Treasury shares	Other equity instruments	Consolidated reserves	Net profit / (loss) for the period	Currency translation reserves	Amounts recognised directly in equity	Total attributable to owners of the parent	Non-controlling interests	Total
Balance at 31/12/2008	**1,240.4**	**5,162.7**	**(1,247.5)**	**490.6**	**1,436.1**	**1,591.4**	**(113.7)**	**(139.7)**	**8,420.5**	**605.3**	**9,025.8**
Net profit for the period						690.1			**690.1**	49.2	**739.2**
Income and expenses for the period recognised directly in equity							36.1	(15.2)	**20.9**	4.5	**25.5**
Total comprehensive income for the period						**690.1**	**36.1**	**(15.2)**	**711.0**	**53.7**	**764.7**
Increases in share capital	48.5	480.1							**528.7**	(0.0)	**528.6**
Decreases in share capital											
Changes in treasury shares			121.6		(121.4)				**0.2**		**0.2**
Allocation of net income and dividend payments					1,066.7	(1,591.4)			**(524.7)**	(28.5)	**(553.2)**
Share-based payment expense (IFRS 2)					12.5				**12.5**	0.1	**12.6**
Impact of acquisitions or disposals of non-controlling interests after acquisition of control					(0.4)				**(0.4)**	(1.9)	**(2.3)**
Changes in consolidation scope					0.5		(0.5)		**0.0**	1.9	**1.9**
Other					(45.3)			0.2	**(45.1)**	(0.5)	**(45.6)**
Balance at 30/06/2009	**1,288.9**	**5,642.9**	**(1,125.8)**	**490.6**	**2,348.7**	**690.1**	**(78.0)**	**(154.7)**	**9,102.7**	**630.2**	**9,732.9**
Net profit for the period						905.9			**905.9**	53.1	**959.0**
Income and expenses for the period recognised directly in equity							0.2	(32.8)	**(32.6)**	(1.8)	**(34.5)**
Total comprehensive income for the period						**905.9**	**0.2**	**(32.8)**	**873.3**	**51.2**	**924.5**
Increases in share capital	13.5	106.7							**120.2**	5.1	**125.3**
Decreases in share capital											
Changes in treasury shares			17.7		(20.3)				**(2.7)**		**(2.7)**
Allocation of net income and dividend payments					(291.2)	0.0			**(291.2)**	(28.5)	**(319.7)**
Share-based payment expense (IFRS 2)					30.8				**30.8**	0.4	**31.2**
Impact of acquisitions or disposals of non-controlling interests after acquisition of control					(22.8)		2.0		**(20.7)**	(23.3)	**(44.0)**
Changes in consolidation scope					(0.4)		0.4		**0.0**	(3.4)	**(3.4)**
Other					(3.9)		0.0	(0.1)	**(3.9)**	(0.2)	**(4.1)**
Balance at 31/12/2009	**1,302.4**	**5,749.6**	**(1,108.2)**	**490.6**	**2,040.9**	**1,596.0**	**(75.4)**	**(187.6)**	**9,808.4**	**631.5**	**10,439.9**
Net profit for the period						702.9			**702.9**	53.8	**756.8**
Income and expenses for the period recognised directly in equity							147.4	(185.8)	**(38.4)**	(0.1)	**(38.5)**
Total comprehensive income for the period						**702.9**	**147.4**	**(185.8)**	**664.5**	**53.7**	**718.2**
Increases in share capital	71.8	1,004.8			78.5				**1,155.2**	0.1	**1,155.3**
Decreases in share capital											
Changes in treasury shares			617.9		(161.3)				**456.5**		**456.5**
Allocation of net income and dividend payments					1,006.1	(1,596.0)			**(589.9)**	(34.9)	**(624.9)**
Share-based payment expense (IFRS 2)					14.8				**14.8**	0.1	**14.9**
Impact of acquisitions or disposals of non-controlling interests after acquisition of control					(2.6)		(0.0)		**(2.6)**	(4.8)	**(7.4)**
Changes in consolidation scope					(0.6)		0.6		**0.0**	5.9	**5.9**
Other					(24.6)		(1.2)	0.5	**(25.3)**	(1.1)	**(26.4)**
Balance at 30/06/2010	**1,374.2**	**6,754.4**	**(490.3)**	**490.6**	**2,951.2**	**702.9**	**71.4**	**(373.0)**	**11,481.5**	**650.6**	**12,132.1**

Notes to the consolidated financial statements

A. Seasonal nature of the business

The seasonal nature of the business marks the first half of the year for most of the Group's business lines and more particularly as regards:

- roadworks, where the volume of activity is less than in the second half, due to less favourable weather;
- motorway concession operating companies where the volume of activity in the first half is less than in the second due to the high level of traffic during the summer period. During recent years, revenue in the first half has accounted for approximately 46% to 48% of the year's total revenue, depending on the network and the year.

Revenue and results in the first half cannot therefore be extrapolated to the full financial year.

The seasonal nature of business is reflected in a net use of operating cash flows over the first half of the year, due to the low level of cash receipts during this period and the pattern of free cash flows, most of which are generated during the second half of the year.

No correcting adjustments have been made to take account of the impact of seasonal factors on the Group's financial statements for the first half.

Group income and expenses from normal business operations that are of a seasonal, cyclical or occasional nature are accounted for using the same accounting methods as those adopted for the full-year financial statements. They are neither recognised in advance nor deferred in the half-year financial statements.

Income and expenses invoiced on an annual basis (e.g. patent royalties, licence fees, etc.) are accounted for pro-rata using an estimate for the full year.

Liabilities arising in the first half, including those expected to be extinguished in the second half of the year, have been provided for at the end of the period. In particular, in the case of loss-making contracts, known losses on completion are provided for in full at 30 June.

B. Accounting policies and measurement methods

1. General principles

The condensed half-year consolidated financial statements at 30 June 2010 have been prepared in accordance with IAS 34 "Interim Financial Reporting". They were approved by the Board of Directors on 31 August 2010. As these are condensed financial statements they do not include all the information required by the IFRSs and should therefore be read in conjunction with the financial statements for the period ended 31 December 2009.

The accounting policies adopted in preparing and presenting the condensed half-year consolidated financial statements comply with the IFRS Standards and Interpretations as endorsed by the European Union as at 30 June 2010[1].

The accounting policies applied are the same as those used in preparing the annual consolidated financial statements for the year ended 31 December 2009, except for the points presented below (see Note B.1.1 "New Standards and Interpretations applicable from 1 January 2010"). The Group elected for early application of Interpretation IFRIC 12 "Service Concession Arrangements", as from 31 December 2008, and of Interpretation IFRIC 15 "Agreements for the Construction of Real Estate", as from 31 December 2009.

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[1] *Available on the website: http://ec.europa.eu/internal_market/accounting/ias_en.htm#adopted-commission*

1.1 New Standards and Interpretations applicable from 1 January 2010

1.1.1 Application of the revised versions of IFRS 3 "Business Combinations" and IAS 27 "Consolidated and Separate Financial Statements".

Application of these Standards is mandatory for reporting periods commencing on or after 1 July 2009, i.e. as from 1 January 2010 for VINCI.

The revised Standards IFRS 3 "Business Combinations" and IAS 27 "Consolidated and Separate Financial Statements" are based on two fundamental concepts:

- The obtaining of control is a major event that constitutes a change in the nature of the investment; and
- Not only identifiable assets, liabilities and contingent liabilities, but also the amount of the investment made to obtain control must be measured at fair value, at the acquisition date of control.

IFRS 3 Revised introduces changes to the acquisition method as defined in the previous IFRS 3. In particular, these include:

- The option to measure non-controlling interests in the acquiree either at their share of the acquiree's net identifiable assets, or at fair value. This option is applied on a case-by-case basis for each acquisition.
- Recognition of costs directly related to the acquisition in expenses for the period.
- Measurement at fair value at the acquisition date of any adjustments to the purchase price. After the acquisition date, adjustments to the purchase price are measured at fair value at each balance sheet date. After one year from the acquisition date, any subsequent change to this fair value is recognised in profit or loss if the price adjustment generates a financial liability.
- In the case of a business combination achieved in stages, measurement of previously acquired shareholdings in the acquiree at fair value at the acquisition date of control. Any resulting gain or loss is recognised in profit or loss.

IFRS 3 Revised is applied prospectively. It therefore does not affect business combinations made before 1 January 2010. In the period, application of this Standard affects the acquisition of Cegelec in particular.

The other policies set out in Note B.2.5 "Business Combinations" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010, remain unchanged.

IAS 27 Revised introduces several changes, including in particular:

- Acquisitions or disposals of non-controlling interests, with no change of control, are considered as transactions with the Group's shareholders. Under this approach, the difference between the consideration paid to increase the percentage shareholding in an already-controlled entity and the supplementary share of equity thus acquired is recorded under consolidated equity. Similarly, a decrease in the Group's percentage holding in an entity that continues to be controlled is booked in the accounts through equity, with no impact on profit or loss. VINCI has applied these policies, relating to transactions with non-controlling interests, since 31 December 2007 (see Note B.2.5. "Transactions between shareholders, acquisition and disposal of non-controlling interests after acquisition of control").
- Disposals of shares with loss of control result in the inclusion in the disposal gain or loss of the change in fair value calculated on the full amount of the shareholding at the transaction date. Any residual shareholding retained will therefore be measured at its fair value at the time of loss of control.

IAS 27 Revised is applied prospectively. It therefore does not affect business combinations made before 1 January 2010.

1.1.2 Other standards and interpretations applicable from 1 January 2010

The other new Standards and Interpretations applicable from 1 January 2010, with no material impact on VINCI's financial statements at 30 June 2010, are:

- IFRS 2 Amendment "Group Cash-settled Share-based Payment Transactions" (incorporating IFRIC 8 and IFRIC 11) published in June 2009
- IFRS 5 – Amendments published in May 2008 under the IFRS annual improvements procedure
- IAS 39 Amendment "Eligible Hedged Items" (partially adopted by the European Union)
- IFRIC 17 "Distributions of Non-cash Assets to Owners"
- Certain amendments published in April 2009 under the IFRS annual improvements procedure.

1.2 Standards and Interpretations adopted by the IASB but not applicable at 30 June 2010

The Group has not applied early the Standards and Interpretations below of which application is not mandatory at 1 January 2010:

- IFRS 9 "Financial Instruments"
- IAS 24 Amended "Related Party Disclosures"
- IFRIC 14 Amendment "Prepayments of a Minimum Funding Requirement"
- IFRIC 19 "Extinguishing Financial Liabilities with Equity Instruments"
- IAS 32 Amendment "Classification of Rights Issues"
- Certain amendments published in May 2010 under the IFRS annual improvements procedure.

VINCI is currently analysing the impacts and practical consequences of the application of these Standards and Interpretations.

2. Consolidation methods

2.1 Consolidation scope

Companies of which the Group holds, whether directly or indirectly, the majority of voting rights enabling control to be exercised, are fully consolidated. Companies that are less than 50% owned but in which VINCI exercises *de facto* control – i.e. has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities – are consolidated using this same method. This relates mainly to CFE, a Belgium construction group quoted on the Brussels stock market, of which VINCI owns 46.84% and over which it has *de facto* control in view in particular of the widely-held nature of that company's shareholder register.

Proportionate consolidation is used for jointly controlled entities. This relates in particular to joint venture agreements (*sociétés en participation*) in the Construction division, various companies in the Concessions division, and Consortium Stade de France, of which VINCI owns 66.67% and where there is a shareholders' agreement with Bouygues, which owns 33.33%. This agreement organises the joint control by that company's two sole shareholders.

VINCI's consolidated financial statements include the financial statements of all companies with revenue of more than €2 million, and of companies whose revenue is below this figure but whose impact on the Group's financial statements is material.

Companies over which the Group exercises significant influence are accounted for using the equity method.

Change in the consolidation scope

	30/06/2010			31/12/2009			30/06/2009		
(number of companies)	**Total**	France	Foreign	**Total**	France	Foreign	**Total**	France	Foreign
Full consolidation	**1,814**	1,144	670	**1,738**	1,109	629	**1,706**	1,086	620
Proportionate consolidation	**414**	168	246	**422**	185	237	**413**	177	236
Equity method	**98**	43	55	**95**	43	52	**88**	42	46
Total	**2,326**	**1,355**	**971**	**2,255**	**1,337**	**918**	**2,207**	**1,305**	**902**

The main acquisition made by VINCI during the first half of 2010 relates to the Cegelec group (74 entities) described in Note C "Business Combinations".
The other changes in consolidation scope arise mainly from the acquisition of 13 companies in the Construction division, 5 in the Roads division and 1 in VINCI Immobilier.

2.2 Intragroup transactions

Reciprocal operations and transactions relating to assets and liabilities, income and expenses between consolidated or equity-accounted companies are eliminated in the consolidated financial statements. This is done:

- for the full amount if the transaction is between two subsidiaries;
- applying the percentage of proportionate consolidation of an entity if the transaction is between a fully consolidated entity and a proportionately consolidated entity;
- applying the percentage owned of an equity-accounted entity in the case of profits or losses realised between a fully consolidated entity and an equity-accounted entity.

2.3 Translation of the financial statements of foreign subsidiaries and establishments

In most cases, the functional currency of companies and establishments is their local currency.
The financial statements of foreign companies of which the functional currency is different from that used in preparing the Group's consolidated financial statements are translated at the closing rate for balance sheet items and at the average rate for the period for income statement items. Any resulting translation differences are recognised under translation differences in consolidated reserves. Goodwill relating to foreign entities is considered as comprising part of the assets and liabilities acquired and is therefore translated at the exchange rate in force at the balance sheet date.

2.4 Foreign currency transactions

Transactions in foreign currency are translated into euros at the exchange rate at the transaction date. At the balance sheet date, financial assets and monetary liabilities expressed in foreign currencies are translated at the closing rate. Resulting exchange gains and losses are recognised under foreign exchange gains and losses and are shown under other financial income and other financial expenses in the income statement.
Foreign exchange gains and losses arising on loans denominated in foreign currency or on foreign currency derivatives used as long-term finance of investments in foreign subsidiaries that is neither expected nor likely to be repaid in the foreseeable future, or as hedges of investments in foreign subsidiaries, are recorded under currency translation differences in equity.

2.5 Transactions between shareholders, acquisitions and disposals of non-controlling interests after acquisition of control

Acquisitions or disposals of non-controlling interests, with no change of control, are considered as transactions with the Group's shareholders. Under this approach, the difference between the consideration paid to increase the percentage shareholding in the entities that are already controlled and the supplementary share of the equity thus acquired is recorded under consolidated equity. Similarly, a decrease in the Group's percentage holding in an entity that continues to be controlled is booked in the accounts through equity, with no impact on profit or loss.

2.6 Discontinued operations (halted or sold), operations and assets classified as held for sale

Discontinued operations

Whenever discontinued operations (halted or sold), or operations and assets classified as held for sale are:

- a business line or a geographical area of business that is material for the Group and that forms part of a single disposal plan; or
- a subsidiary acquired exclusively with a view to resale;

they are shown on a separate line of the consolidated balance sheet at the balance sheet date of the period under consideration.
Assets connected with discontinued operations are measured at the lower of their carrying amount or their estimated sales price less costs to sell. Income statement and cash flow items relating to these discontinued operations are shown on a separate line for all the periods presented.

Assets classified as held for sale

Non-current assets of which the sale has been decided during the period are shown on a separate line of the balance sheet whenever the sale is expected to be completed within one year. Such assets are measured at the lower of their carrying amount or their estimated sales price less costs to sell.
Contrary to discontinued operations, the related income statement and cash flow items are not shown on a separate line.

3. Measurement rules and methods

3.1 Use of estimates

The preparation of financial statements under the IFRSs requires estimates to be used and assumptions to be made that affect the amounts shown in those financial statements.
These estimates assume the operation is a going concern and are made on the basis of the information available at the time. Estimates may be revised if the circumstances on which they were based alter or if new information becomes available. Actual results may be different from these estimates.

2009 and the first half of 2010 were marked by an economic and financial crisis of which the scale and duration beyond 30 June 2010 cannot be accurately forecast. The consolidated financial statements for the year have been prepared with reference to this immediate environment, in particular as regards the estimates given below.

Use of estimates relates in particular to the following:

- measurement of construction contract profit or loss using the stage of completion method
- values used in impairment tests
- measurement of share-based payment expenses under IFRS 2
- measurement of retirement benefit obligations
- measurement of provisions
- determination of the discount rates used to perform impairment tests (IAS 36) and to calculate the present value of provisions (IAS 37) and employee benefits (IAS 19)
- measurement of financial instruments at fair value.

3.2 Specific measurement rules and methods applied by the Group in preparing the interim financial statements

3.2.1 Estimation of tax expense

The tax expense for the first half year is determined by applying the Group's estimated average tax rate for the whole of 2010 (including deferred tax) to the pre-tax profit. This rate is adjusted if necessary for the tax effects of exceptional items recognised in the period.

3.2.2 Retirement benefit obligations

No actuarial assessment has been made for the condensed interim consolidated financial statements. The expense for the half year in respect of retirement benefit obligations is half the expense calculated for 2010 on the basis of the actuarial assumptions at 31 December 2009, adjusted if necessary for material changes in the market assumptions (discount and inflation rates and return on assets) and the recognition of any reductions in plans (in the form of curtailment, settlement), in accordance with IAS 19.

C. Business combinations

Acquisition of Cegelec

In the context of a proposed strategic partnership, Qatari Diar Real Estate Investment Company (Qatari Diar) and VINCI entered into exclusive negotiations on 31 August 2009. After the opinion of the employee representative bodies of VINCI and Cegelec had been received, a contract was signed on 19 January 2010.
Under the terms of this agreement, Qatari Diar contributes 100% of the Cegelec Group's assets and liabilities to VINCI, in exchange for 31.5 million VINCI shares, comprising 21,000,000 new shares and 10,500,000 treasury shares. Following approval by the competition authorities, Qatari Diar made this contribution on 14 April 2010 in exchange for a 5.78% holding of VINCI's equity and voting rights.

Cegelec is a major provider of services to businesses and local authorities. It operates primarily in four major sectors: electrical engineering, climate control and mechanical engineering; automation, instrumentation and control; information and communication technologies; maintenance and services.

This alliance between VINCI and Cegelec allows the Group to strengthen its competences in:

- the management of complex major projects in France and abroad, which are destined to represent a growing proportion of the VINCI group's business;
- facility management[1], an activity that offers opportunities for recurring business;
- international operations in the energy sector, in Europe and emerging countries;
- operations in France, thanks to a high degree of complementarity of establishments;
- in promising sectors such as energy, oil & gas, transport systems and nuclear.

The acquisition of Cegelec will allow VINCI to become one of Europe's leading providers of energy services to industry and local authorities.

The acquisition by Qatari Diar of a shareholding in VINCI by means of the contribution of Cegelec is accompanied by an agreement on stable shareholding. In accordance with this agreement, the appointment of Qatari Diar as a Director of VINCI was ratified by VINCI's Shareholders' General Meeting on 6 May 2010. This Director has become a member of the Strategy and Investments Committee. The agreement provides that Qatari Diar will retain a shareholding in VINCI of between 5% and 8% for three years (with some exceptions).

Cegelec has been consolidated since 14 April 2010 in VINCI's financial statements.

The VINCI shares allocated to Qatari Diar in exchange for this acquisition have been valued at the spot rate on the transaction date in accordance with the IFRSs (€43.97 on 14 April 2010), for a total of €1,385 million, which affects the Group's equity for the same amount. In addition, a cash payment of €16.4 million was made to Qatari Diar corresponding to the interim dividend paid by VINCI in December 2009 (€0.52 per share) in respect of the shares allocated to Qatari Diar. In total, the fair value of the assets transferred to obtain control of Cegelec was €1,401.4 million. The agreement does not provide for any adjustment to the price.

In accordance with IFRS 3 Revised, VINCI is now assessing the fair value of the assets and liabilities, and contingent liabilities acquired and is determining the related deferred tax effects. A provisional allocation of the values of the identifiable assets, liabilities and contingent liabilities has been determined as at 14 April 2010 on the basis of information available at that date. These values may be changed during a maximum of 12 months from the acquisition date, depending on new information obtained about the facts and circumstances at the acquisition date.

[1] *The term facility management generally relates to the provision by one supplier of several combined services for a single customer; this can be referred to as "multi-services" (for general services) or "multi-technique maintenance"» (management of technical installations, electricity, communication, air-conditioning, etc).*

Determination of the identifiable assets, liabilities and contingent liabilities at the acquisition date

(in € millions)

Assets and liabilities acquired on 14 April 2010	Fair values
Non-current assets	
Intangible assets	301.0
Property, plant and equipment	58.0
Non-current financial assets	18.3
Deferred tax assets	30.9
Total non-current assets	**408.1**
Current assets	
Inventories and work in progress	100.7
Trade and other operating receivables	845.5
Other current assets	97.6
Current tax assets	11.0
Cash and cash equivalents	104.5
Total current assets	**1,159.3**
Non-current liabilities	
Other non-current liabilities	172.4
Deferred tax liabilities	122.9
Total non-current liabilities	**295.3**
Current liabilities	
Current provisions	218.9
Trade payables	516.0
Other current payables	665.4
Current tax payables	11.7
Current borrowings	323.0
Total current liabilities	**1,735.0**
Net assets acquired on 100% basis	**(462.9)**
Purchase price	**1,401.4**
Provisional goodwill	**1,864.4**

As the date of obtaining control of Cegelec was close to 30 June 2010, the work on assessing the fair value of the identifiable assets, liabilities and contingent liabilities is provisional.

The provisional non-allocated goodwill corresponds to the future supplementary economic benefits that VINCI considers will flow to it following the acquisition of Cegelec and the alliance with its energy services activities.

Contribution of Cegelec to VINCI's results for the period

(in € millions)	14/04/2010 - 30/06/2010
Consolidated revenue	561.6
Operating profit from ordinary activities	20.5
Net profit for the period	8.8

For the period from 1 January 2010 to 30 June 2010, revenue, operating profit from ordinary activities and net profit, on the basis of assumptions comparable to those retained at acquisition date (including the immediate redemption of the convertible bonds acquired by the Group) and as if the provisionally determined opening balance sheet entries had been booked at 1 January 2010, would be €1,312.8 million, €48.7 million and €20.7 million respectively.
External acquisition-related expenses amounted to €2.7 million and were recognised in profit or loss in 2009 and 2010.

D. Segment information

Based on the Group's long-standing internal organisation, segment information is presented by business line. Following the acquisition of the Cegelec Group, and in view of the integration of Faceo (see Note J "Post-balance sheet events"), the Group carried out an internal reorganisation in the first half of 2010: the Construction Division's facility management activity [1] (in France and Germany), which accounted for revenue of €248 million in 2009, has been reclassified to the newly created VINCI Facilities Division within the Energy Division.

To ensure comparability of segment information, the 2009 data have been restated to take account of this new internal organisation.

The main business lines are:

Concessions

- Construction: construction under concession agreements of motorways and major infrastructures such as bridges and tunnels, car parks, airports and public infrastructure equipment. on behalf of concession grantors.
- Operation: management under concession, tenancy or service provision agreements of motorways and major infrastructures such as bridges and tunnels, car parks, airports and public infrastructure equipment.

Contracting

- Energy: electrical works and engineering, information and communication technology, heating ventilation and air conditioning engineering, insulation and facility management. Since 14 April 2010, this business line includes Cegelec's activities.
- Roads: building and maintenance of roads, motorways and railways, urban infrastructure, environmental work, production of materials, demolition, recycling and signing.
- Construction: design and construction of buildings and infrastructure in the civil engineering sector, hydraulic works, foundations, soil treatment and dredging.

1. Revenue

1.1 Breakdown of revenue by business line

(in € millions)	1st half 2010	1st half 2009 restated	Change 2010/2009	2009 restated
Concessions	**2,927.7**	**2,737.1**	**7.0%**	**5,888.5**
Revenue from tolls and other services	2,398.6	2,296.6	**4.4%**	4,898.5
Construction of new infrastructure under concessions (*)	529.1	440.5	20.1%	990.0
Contracting	**13,040.0**	**12,900.6**	1.1%	**26,891.1**
Energy	2,873.4	2,369.6	**21.3%**	4,868.7
Roads	3,440.4	3,464.2	(0.7)%	8,002.9
Construction	6,726.2	7,066.8	(4.8)%	14,019.5
Eliminations and miscellaneous (*)	**(175.2)**	**(246.5)**	(28.9)%	**(319.9)**
Total	**15,792.5**	**15,391.1**	**2.6%**	**32,459.6**
of which:				
Revenue excluding construction by third parties of new infrastructure under concession.	***15,505.1***	***15,154.7***	***2.3%***	***31,927.6***
Revenue realised by concession operators for the construction of new infrastructure by third parties	***287.5***	***236.5***	***21.5%***	***532.0***

(*) Including intragroup revenue in the Contracting Division from work for concession operating companies (€241.7 million in the first half of 2010, €204.1 million in the first half of 2009 and €458 million for the twelve months of 2009).

[1] The term facility management generally relates to the provision by one supplier of several combined services for a single customer; this can be referred to as "multi-services" (for general services) or "multi-technique maintenance"» (management of technical installations, electricity, communication, air-conditioning, etc).

1.2 Breakdown of revenue by geographical market

(in € millions)	1st half 2010	%	1st half 2009	%	2009	%
France	**9,732.4**	**61.6%**	**9,647.3**	**62.7%**	**20,093.5**	**61.9%**
United Kingdom	968.8	6.1%	1,097.4	7.1%	2,149.4	6.6%
Germany	712.1	4.5%	775.2	5.0%	1,821.0	5.6%
Central and Eastern Europe (*)	883.2	5.6%	859.1	5.6%	2,170.4	6.7%
Belgium	568.6	3.6%	471.1	3.1%	976.4	3.0%
Spain	198.3	1.3%	203.3	1.3%	412.5	1.3%
Other European countries	573.6	3.6%	553.1	3.6%	1,141.9	3.5%
Europe (**)	**13,637.0**	**86.4%**	**13,606.5**	**88.4%**	**28,765.1**	**88.6%**
of which, European Union:	*13,446.4*	*85.1%*	*13,418.6*	*87.2%*	*28,371.9*	*87.4%*
North America	411.6	2.6%	427.7	2.8%	916.9	2.8%
Africa	903.5	5.7%	665.2	4.3%	1,456.2	4.5%
Rest of world	840.4	5.3%	691.8	4.5%	1,321.3	4.1%
Total	**15,792.5**	**100.0%**	**15,391.1**	**100.0%**	**32,459.6**	**100.0%**
of which:						
Revenue excluding construction by third parties of new infrastructure under concession.	***15,505.1***		***15,154.7***		***31,927.6***	
Revenue realised by concession operators for the construction of new infrastructure by third parties	***287.5***		***236.5***		***532.0***	

(*) Albania, Belarus, Bosnia-Herzegovina, Bulgaria, Croatia, Czech Republic, Estonia, Hungary, Latvia, Lithuania, Macedonia, Moldova, Poland, Romania, Russia, Serbia-Montenegro, Slovakia, Slovenia and Ukraine.
(**) Including the eurozone for €11,718 million in the first half of 2010, €11,520 million in the first half of 2009 and €24,319 million for the twelve months of 2009.

Revenue arising in foreign countries amounted to €6,060 million in the first half of 2010, 5.5% more than in the first half of 2009, and represented 38.9% of revenue excluding the construction of new infrastructure assets (compared with 37.7% in the first half of 2009).

The Contracting Division's revenue arising in foreign countries amounted to €5,886 million in the first half of 2010, 5.8% more than in the first half of 2009, and represented 45.1% of total revenue (compared with 42.6% in the first half of 2009).

2. Other segment information by business line

The data below is for each business line separately and is stated before elimination, at their own level, of transactions with other business lines. This takes account of the internal reorganisation of the facility management activity (in France and Germany) reclassified from the Construction division to the Energy Division.

1st half 2010

(in € millions)	Concessions	Contracting: Energy	Contracting: Roads	Contracting: Construction	Contracting: Total	Holding companies & other activities	Eliminations	Total
30/06/2010								
Income statement								
Revenue	2,927.7	2,873.4	3,440.4	6,726.2	13,040.0	235.2	(410.4)	15,792.5
of which, revenue realised by concession operators for the construction of new infrastructure by third parties:	*529.1*						*(241.7)* (*)	*287.5*
Operating profit from ordinary activities	929.2	150.1	3.0	311.7	464.9	29.2		1,423.3
% of revenue (**)	*38.7%*	*5.2%*	*0.1%*	*4.6%*	*3.6%*	*12.4%*		*9.2%*
Other indicators								
Cash flows (used in) / from operations before tax and financing costs	1,479.7	167.0	93.0	460.6	720.5	28.3		2,228.5
Capital employed	25,391.5	1,822.6 (***)	1,244.1	190.4	3,257.1	40.4		28,689.0
Net financial surplus (debt)	(17,987.1)	637.9	(9.7)	1,369.0	1,997.2	998.3		(14,991.6)

(*) Intragroup revenue of the Contracting Divisions from work for the Group's concession operating companies.
(**) Percentage calculated using revenue excluding construction by third parties of new infrastructure under concession.
(***) Including €1,866.6 million related to the acquisition of Cegelec.

1st half 2009 restated

(in € millions)	Concessions	Contracting: Energy	Contracting: Roads	Contracting: Construction	Contracting: Total	Holding companies & other activities	Eliminations	Total
30/06/2009 restated								
Income statement								
Revenue	2,737.1	2,369.6	3,464.2	7,066.8	12,900.6	222.6	(469.1)	15,391.1
of which, revenue realised by concession operators for the construction of new infrastructure by third parties:	*440.5*						*(204.0)* (*)	*236.5*
Operating profit from ordinary activities	856.1	121.5	35.8	309.1	466.4	35.3		1,357.8
% of revenue (*)	*37.3%*	*5.1%*	*1.0%*	*4.4%*	*3.6%*			*9.0%*
Other indicators								
Cash flows (used in) / from operations before tax and financing costs	1,396.4	138.7	131.9	460.9	731.5	19.2		2,147.2
Capital employed	25,199.4	40.6	1,286.7	144.1	1,471.4	50.1		26,720.9
Net financial surplus (debt)	(17,523.8)	753.0	(102.5)	1,258.0	1,908.5	(86.0)		(15,701.2)

(*) Intragroup revenue of the Contracting Divisions from work for the Group's concession operating companies.
(**) Percentage calculated using revenue excluding construction by third parties of new infrastructure under concession.

2009 restated

(in € millions)	Concessions	Contracting: Energy	Contracting: Roads	Contracting: Construction	Contracting: Total	Holding companies & other activities	Eliminations	Total
31/12/2009 restated								
Income statement								
Revenue	**5,888.5**	**4,868.7**	**8,002.9**	**14,019.5**	**26,891.1**	**559.3**	**(879.2)**	**32,459.6**
of which, revenue realised by concession operators for the construction of new infrastructure by third parties:	*990.0*						*(458.0)* (*)	*532.0*
Operating profit from ordinary activities	**1,916.9**	**266.9**	**318.8**	**633.9**	**1,219.7**	**56.0**		**3,192.5**
% of revenue (**)	*39.1%*	*5.5%*	*4.0%*	*4.5%*	*4.5%*	*10.0%*		*10.0%*
Other indicators								
Cash flows (used in) / from operations before tax and financing costs	**3,086.4**	**294.4**	**514.8**	**927.9**	**1,737.0**	**140.8**		**4,964.2**
Capital employed	**25,261.0**	**(140.4)**	**855.5**	**(459.6)**	**255.5**	**(25.9)**		**25,490.6**
Net financial surplus (debt)	**(17,916.8)**	**965.5**	**426.9**	**1,946.5**	**3,338.9**	**893.8**		**(13,684.1)**

(*) Intragroup revenue of the Contracting divisions from work for the Group's concession operating companies.
(**) Percentage calculated using revenue excluding construction by third parties of new infrastructure under concession.

Reconciliation between capital employed and the financial statements

The definition of capital employed used by VINCI to measure value creation is non-current assets less working capital requirements (including current provisions) (see Note F.16 "Working capital requirements and current provisions") and less tax payable.

(in € millions)	Note	30/06/2010	30/06/2009	31/12/2009
Capital employed - Assets				
Concession intangible assets		24,019.1	24,136.6	24,223.8
- Deferred tax on ASF goodwill		(1,975.5)	(2,065.8)	(2,019.6)
Goodwill		5,572.3	3,634.0	3,638.2
Goodwill impairment expense		72.5	60.8	72.3
Other intangible assets		496.5	189.0	184.3
Property, plant and equipment		4,763.8	4,713.6	4,614.0
Investment property		51.3	45.2	49.9
Investments in associates		209.4	210.3	214.1
Other non-current financial assets		1,300.6	696.4	892.6
- Collateralised loans and receivables (at more than one year)	16	(0.2)	(0.4)	(0.4)
- Derivative non-current financial instruments (assets)	16	(276.6)	(123.9)	(130.8)
Inventories and work in progress		951.9	887.6	755.7
Trade and other operating receivables		12,628.5	11,698.2	10,369.9
Other current assets		414.9	370.0	368.1
Current tax assets		170.1	59.5	64.6
Total capital employed - Assets		**48,398.6**	**44,511.1**	**43,296.5**
Capital employed - Liabilities				
Current provisions		(3,033.6)	(2,617.6)	(2,842.2)
Trade payables		(6,987.3)	(6,284.7)	(6,233.6)
Other current payables		(9,536.3)	(8,671.6)	(8,507.8)
Current tax payables		(152.4)	(216.4)	(222.2)
Total capital employed - liabilities		**(19,709.6)**	(17,790.3)	**(17,805.9)**
Total capital employed		**28,689.0**	**26,720.9**	**25,490.6**

3. Breakdown of the Concessions business line

1st half 2010

(in € millions)	VINCI Autoroutes (*)	*of which* *ASF & Escota*	*Cofiroute*	VINCI Park	Other Concessions	Holding companies	Total
30/06/2010							
Income statement							
Operations - revenue from tolls and other services	1,972.0	*1,420.6*	*536.2*	318.4	108.1	0.0	2,398.6
Construction of new infrastructure under concession	349.6	*281.6*	*66.2*	7.0	169.4	3.1	529.1
Total revenue	**2,321.6**	***1,702.2***	***602.4***	**325.5**	**277.5**	**3.1**	**2,927.7**
Operating profit from ordinary activities	**839.4**	***565.2***	***269.5***	**59.7**	**39.1**	**(9.0)**	**929.2**
% of revenue (**)	*42.6%*	*39.8%*	*50.3%*	*18.8%*	*36.2%*		*38.7%*
Other indicators							
Cash flows (used in) / from operations before tax and financing costs	**1,333.5**	***949.4***	***376.2***	**96.6**	**57.7**	**(8.1)**	**1,479.7**
% of revenue (**)	67.6%	*66.8%*	*70.2%*	30.3%	53.4%		61.7%
Capital employed	**22,949.7**	***16,784.9***	***5,490.4***	**1,258.0**	**919.7**	**264.1**	**25,391.5**
Net financial surplus (debt)	**(14,142.6)**	**(10,420.1)**	**(3,099.2)**	**(816.1)**	**(879.7)**	**(2,148.8)**	**(17,987.1)**

(*) Motorway concessions in France (ASF / Escota, Cofiroute, Arcour).
(**) Percentage determined solely on concession operating companies' revenue from tolls and other services.

1st half 2009

(in € millions)	VINCI Autoroutes (*)	*of which* *ASF & Escota*	*Cofiroute*	VINCI Park	Other Concessions	Holding companies	Total
30/06/2009							
Income statement							
Operations - revenue from tolls and other services	1,877.4	*1,363.1*	*513.2*	321.8	97.4		2,296.6
Construction of new infrastructure under concession	343.4	*179.2*	*82.3*	17.7	79.4		440.5
Total revenue	**2,220.8**	***1,542.3***	***595.4***	**339.4**	**176.8**		**2,737.1**
Operating profit from ordinary activities	**767.7**	***502.7***	***265.6***	**59.1**	**28.4**	**0.9**	**856.1**
% of revenue (**)	*40.9%*	*36.9%*	*51.8%*	*18.4%*	*29.2%*		37.3%
Other indicators							
Cash flows (used in) / from operations before tax and financing costs	**1,252.5**	***894.5***	***358.0***	**98.8**	**42.4**	**2.8**	**1,396.4**
% of revenue (**)	66.7%	*65.6%*	*69.8%*	30.7%	43.5%		60.8%
Capital employed	**23,052.1**	***16,891.6***	***5,488.9***	**1,262.8**	**642.0**	**242.5**	**25,199.4**
Net financial surplus (debt)	**(14,161.5)**	***(10,372.2)***	***(3,217.4)***	**(843.7)**	**(453.0)**	**(2,065.6)**	**(17,523.8)**

(*) Motorway concessions in France (ASF / Escota, Cofiroute, Arcour).
(**) Percentage determined solely on concession operating companies' revenue from tolls and other services.

2009

(in € millions)	VINCI Autoroutes (*)	*of which* ASF & Escota	*of which* Cofiroute	VINCI Park	Other Concessions	Holding companies	Total
31/12/2009							
Income statement							
Operations - revenue from tolls and other services	4,095.0	*2,966.9*	*1,110.5*	622.5	181.0		4,898.5
Construction of new infrastructure under concession	692.2	*427.2*	*175.2*	33.3	264.5		990.0
Total revenue	**4,787.3**	***3,394.2***	***1,285.7***	**655.8**	**445.5**		**5,888.5**
Operating profit from ordinary activities	**1,792.9**	***1,189.1***	***596.8***	**101.3**	**34.6**	**(11.9)**	**1,916.9**
% of revenue (**)	*43.8%*	*40.1%*	*53.7%*	*16.3%*	*19.1%*		*39.1%*
Other indicators							
Cash flows (used in) / from operations before tax and financing costs	**2,806.9**	***1,996.7***	***799.9***	**202.7**	**76.9**	**(0.1)**	**3,086.4**
% of revenue (**)	68.5%	*67.3%*	*72.0%*	32.6%	42.5%		63.0%
Capital employed	**22,987.3**	***16,786.9***	***5,519.7***	**1,257.6**	**768.2**	**247.9**	**25,261.0**
Net financial surplus (debt)	**(14,028.9)**	**(10,211.8)**	**(3,227.0)**	**(829.7)**	**(611.1)**	**(2,447.2)**	**(17,916.8)**

(*) Motorway concessions in France (ASF / Escota, Cofiroute, Arcour).
(**) Percentage determined solely on concession operating companies' revenue from tolls and other services.

E. Notes to the income statement

4. Operating profit

(in € millions)	1st half 2010	1st half 2009	2009
Revenue	**15,792.5**	**15,391.1**	**32,459.6**
of which:			
Revenue excluding construction by third parties of new infrastructure under concession.	*15,505.1*	*15,154.7*	*31,927.6*
Revenue realised by concession operators for the construction of new infrastructure by third parties	*287.5*	*236.5*	*532.0*
Revenue from ancillary activities	**97.6**	**100.3**	**201.5**
Purchases consumed	(3,804.6)	(3,480.6)	(7,314.8)
External services	(1,954.3)	(1,803.3)	(3,824.2)
Temporary employees	(383.5)	(390.3)	(822.8)
Subcontracting	(2,905.7)	(3,274.9)	(6,733.3)
Construction costs of concession operating companies	(283.0)	(235.0)	(527.0)
Taxes and levies	(449.9)	(433.0)	(916.2)
Employment costs	(3,878.1)	(3,715.7)	(7,336.9)
Other operating income and expenses	29.7	2.7	39.2
Depreciation and amortisation (*)	(892.6)	(883.2)	(1,814.0)
Net provision charges (**)	55.1	79.6	(218.5)
Operating expenses	**(14,466.9)**	**(14,133.7)**	**(29,468.6)**
Operating profit from ordinary activities	**1,423.3**	**1,357.8**	**3,192.5**
Share-based payment expense (IFRS 2)	(21.2)	(18.6)	(62.9)
Goodwill impairment expense			(11.8)
Profit / (loss) of associates	11.7	17.0	27.1
Operating profit	**1,413.8**	**1,356.2**	**3,144.8**

(*) Including reversals of amortisation relating to investment grants.
(**) Comprises expenses and reversals of non-current provisions (see Note F14.2 "Other non-current provisions") and of current provisions (see Note F15.2 "Breakdown of current provisions")

Operating profit from ordinary activities measures the operating performance of the Group's subsidiaries before the effects of share-based payments (IFRS 2), goodwill impairment losses and profit or loss of equity-accounted associates.
It was €1,423.3 million at 30 June 2010 (9.2% of revenue[1]) against €1,357.8 million at 30 June 2009 (9% of revenue[1]).

Operating profit, after taking account of share-based payment expenses, goodwill impairment losses and the profit or loss of associates, was €1,413.8 million at 30 June 2010 (9.1% of revenue[1]) compared with €1,356.2 million at 30 June 2009 on a comparable basis (8.9% of revenue[1]).

Share-based payments

The expense relating to benefits granted to employees has been assessed at €21.2 million in respect of the first half of 2010 (€18.6 million at 30 June 2009), of which €12 million was in respect of performance share plans (€10.4 million at 30 June 2009) (see Note F.13 "Share-based payments").

[1] *Revenue excluding construction of new infrastructure assets under concession.*

5. Financial income and expenses

(in € millions)	1st half 2010	1st half 2009	2009
Cost of gross financial debt	(380.7)	(434.9)	(829.6)
Financial income from cash management investments	30.9	55.4	86.2
Cost of net financial debt	**(349.7)**	**(379.5)**	**(743.4)**
Other financial income	66.1	115.0	164.8
Other financial expenses	(58.2)	(57.8)	(123.4)
Other financial income and expenses	**8.0**	**57.2**	**41.4**

The cost of net financial debt amounted to €349.7 million at 30 June 2010, compared with €379.5 million at 30 June 2009.

Other financial income and expense amounted to net income of €8 million at 30 June 2010, compared with €57.2 million at 30 June 2009.

Other financial income mainly comprises capitalised borrowing costs included in the cost of concession infrastructure assets under construction for €40.7 million at 30 June 2010 (of which €17.3 million for Cofiroute and €18.8 million for the ASF Group) compared with €70.2 million at 30 June 2009.

Other financial expenses include the effects of discounting retirement benefit obligations and other provisions at more than one year for €33.6 million compared with €34.8 million at 30 June 2009.
The effect of discounting to present value relates mainly to provisions for retirement benefit obligations for €24 million at 30 June 2010 (€20.7 million at 30 June 2009) and to provisions for the obligation to maintain the condition of concession assets, for €8.9 million at 30 June 2010 (€13.2 million at 30 June 2009).

Disposal gains on shareholdings amounted to €4.5 million in the first half of 2010.

6. Income tax

The tax expense amounted to -€315.2 million in the first half of 2010, compared with -€294.6 million in the first half of 2009.

The effective tax rate, excluding the Group's share of associates, was 29.7% at 30 June 2010, compared with 29% at 30 June 2009.

This rate is lower than the theoretical tax rate of 34.43% (the standard tax rate in force in France), mainly because of taxation at lower rates of some foreign subsidiaries.

7. Earnings per share

Earnings per share are calculated on the basis of the weighted average number of shares outstanding during the year, less the weighted average number of treasury shares.

Diluted earnings per share are calculated on the basis of the weighted average number of shares that would have been outstanding had all potentially dilutive instruments (in particular share subscription or purchase options and performance shares) been converted into shares. Earnings are also adjusted as necessary for changes in income and expenses resulting from the conversion into shares of all potentially dilutive instruments.

The dilution resulting from the exercise of share subscription and purchase options and from performance shares is determined using the method defined in IAS 33.

The tables below show the reconciliation between earnings per share and diluted earnings per share:

1st half 2010	Net profit (in € millions)	Average number of shares	Earnings per share (in €)
Total shares		**532,961,787**	
Treasury shares		(14,983,974)	
Basic earnings per share	**702.9**	**517,977,813**	**1.36**
Subscription options		5,412,343	
Share purchase options		492,577	
Group savings scheme		287,475	
Performance shares		882,812	
Diluted earnings per share	**702.9**	**525,053,020**	**1.34**

1st half 2009	Net profit (in € millions)	Average number of shares	Earnings per share (in €)
Total shares		498,936,639	
Treasury shares		(20,924,335)	
Basic earnings per share	**690.1**	**478,012,304**	**1.44**
Subscription options		5,319,346	
Share purchase options		854,734	
Group savings scheme		735,818	
Performance shares		1,697,231	
Diluted earnings per share	**690.1**	**486,619,433**	**1.42**

2009	Net profit (in € millions)	Average number of shares	Earnings per share (in €)
Total shares		**508,632,766**	
Treasury shares		(20,965,758)	
Basic earnings per share	**1 596.0**	**487,667,008**	**3.27**
Subscription options		5,882,191	
Share purchase options		727,689	
Group savings scheme		628,628	
Performance shares		2,010,041	
Diluted earnings per share	**1 596.0**	**496,915,556**	**3.21**

Diluted earnings per share, calculated above, does not take account of VINCI's use of hedging financial instruments to hedge the dilutive effect of share subscription or purchase plans, or performance shares (see Note F.12.2 "Treasury shares").

F. Notes to the balance sheet

8. Concession intangible assets

(in € millions)	Motorways (*)	Car parks	Other infrastructure	Total VINCI Concessions	Other Concessions (**)	Total
Gross						
31/12/2008	**25,568.1**	**1,178.2**	**714.5**	**27,460.8**	**10.9**	**27,471.7**
Acquisitions in the period	846.7	24.4	65.5	936.6	0.1	936.7
Disposals and retirements in the period	(1.0)	(21.9)	(0.1)	(23.0)	(2.0)	(25.0)
Currency translation differences		2.2	(3.1)	(0.9)		(0.9)
Other movements	289.6	(1.1)		288.5	(0.2)	288.3
	26,703.4	**1,181.8**	**776.8**	**28,662.0**	**8.8**	**28,670.8**
Grants received	(33.0)	(9.1)	(39.2)	(81.3)		(81.3)
31/12/2009	**26,670.3**	**1,172.7**	**737.6**	**28,580.6**	**8.8**	**28,589.4**
Acquisitions in the period	385.7	6.8	50.1	442.7		442.7
Disposals and retirements in the period	(1.1)	(21.1)	(1.1)	(23.3)	(0.1)	(23.4)
Currency translation differences		5.5	15.7	21.2		21.2
Other movements	(335.9)	(0,8)	304.2	(32.5)	(0.7)	(33.2)
	26,719.0	**1,163.2**	**1,106.5**	**28,988.6**	**8.0**	**28,996.7**
Grants received	(145.2)			(145.2)		(145.2)
30/06/2010	**26,573.8**	**1,163.2**	**1,106.5**	**28,843.5**	**8.0**	**28,851.5**
Amortisation and impairment losses						
31/12/2008	**(2,720.0)**	**(512.6)**	**(174.6)**	**(3,407.3)**	**(5.2)**	**(3,412.5)**
Amortisation for the period	(912.4)	(36.7)	(20.9)	(970.0)	(0.2)	(970.2)
Impairment losses		(6.0)		(6.0)		(6.0)
Reversals of impairment losses		2.1		2.1		2.1
Disposals and retirements in the period		21.0	0.1	21.2		21.2
Currency translation differences		(0.8)	1.0	0.2		0.2
Other movements		(0.3)		(0.3)		(0.3)
31/12/2009	**(3,632.5)**	**(533.4)**	**(194.4)**	**(4,360.2)**	**(5.4)**	**(4,365.6)**
Amortisation for the period	(441.7)	(18.5)	(14.7)	(474.9)	(0.1)	(475.0)
Impairment losses		(0.5)		(0.5)		(0.5)
Reversals of impairment losses		1.4		1.4		1.4
Disposals and retirements in the period	0.6	14.3	0.9	15.9		15.9
Currency translation differences		(1.7)	(5.3)	(7.0)		(7.0)
Other movements	8.4	(1.3)	(9.0)	(1.8)	0.3	(1.6)
30/06/2010	**(4,065.2)**	**(539.6)**	**(222.4)**	**(4,827.1)**	**(5.2)**	**(4,832.4)**
Net						
31/12/2008	**22,848.1**	**665.6**	**539.9**	**24,053.5**	**5.7**	**24,059.2**
31/12/2009	**23,037.8**	**639.3**	**543.2**	**24,220.4**	**3.4**	**24,223.8**
30/06/2010	**22,508.7**	**623.6**	**884.1**	**24,016.3**	**2.8**	**24,019.1**

(*) VINCI Autoroutes and foreign motorway concessions.
(**) Mainly communication network concession contracts managed by VINCI Construction.

The investments for the period, excluding capitalised financial expenses, amounted to €402.6 million in the first half of 2010 (€832.9 million in the twelve months of 2009). They include the investments made by Cofiroute for €66.2 million in the first half of 2010 (€171.6 million in the twelve months of 2009) and ASF Group for €239.5 million in the first half of 2010 (€427.3 million in the twelve months of 2009).

Concession fixed assets in progress amounted to €1,932.7 million at 30 June 2010 (€1,678.2 million at 31 December 2009), of which €770.9 million related to Cofiroute, (including €707 million for the A86 Duplex), €619.4 million to ASF and €423.5 million to Escota.

The main features of concession and PPP contracts reported using the intangible model and the related commitments are referred to in Note F25.1 "Main features of concession contracts" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010. The main commitments related to these contracts are mentioned in Note G.18 "Commitments made under concession contracts - intangible asset model".

9. Goodwill

Changes in the period were as follows:

(in € millions)	30/06/2010	31/12/2009
Net at the beginning of the period	**3,638.2**	**3,578.9**
Goodwill recognised during the period (*)	1,880.8	61.4
Impairment losses		(11.8)
Currency translation differences	50.7	21.6
Entities no longer consolidated	(1.5)	(3.4)
Other movements	4.1	(8.5)
Net at the end of the period	**5,572.3**	**3,638.2**

(*) The goodwill estimated on a provisional basis recognised on the acquisition of Cegelec on 14 April 2010 was €1,864.4 million (see Note C "Business Combinations").

The main items of goodwill at 30 June 2010 were as follows:

	30/06/2010			31/12/2009
(in € millions)	**Gross**	**Impairment losses**	**Net**	**Net**
ASF & Escota	1,934.7		1,934.7	1,934.7
Cegelec (*)	1,864.4		1,864.4	
VINCI Park (formerly Sogeparc and Finec)	343.3		343.3	343.3
Entrepose Contracting	200.9		200.9	200.9
Soletanche Bachy	170.7		170.7	170.7
Nuvia	138.9		138.9	127.9
ETF	107.6		107.6	107.6
Taylor Woodrow Construction	93.5		93.5	86.1
Etavis	84.9		84.9	76.0
Other goodwill items individually less than €50 million (**)	706.0	(72.5)	633.5	591.1
Total	**5,644.8**	**(72.5)**	**5,572.3**	**3,638.2**

(*) Estimated on a provisional basis (see Note C "Business combinations").
(**) Net amount for individual entities, in each of the two periods.

The Group reviewed goodwill at 30 June 2010 and no indications of impairment were identified.

10. Property, plant and equipment

(in € millions)	Concession operating fixed assets	Land	Buildings	Plant, equipment and fixtures	Total
Gross					
31/12/2009	2,930.0	503.0	1,184.4	6,154.4	10,771.7
30/06/2010	2,996.1	514.5	1,280.9	6,491.6	11,283.1
Depreciation and impairment losses					
31/12/2009	(1,579.5)	(104.7)	(452.1)	(4,021.5)	(6,157.8)
30/06/2010	(1,639.5)	(110.4)	(482.2)	(4,287.2)	(6,519.3)
Net					
31/12/2009	1,350.4	398.3	732.4	2 132.8	4,614.0
30/06/2010	1,356.7	404.1	798.7	2 204.3	4,763.8

This item includes assets under construction not yet in service for €568.9 million at 30 June 2010 (€488 million at 31 December 2009).

At 30 June 2010, assets acquired under finance leases amounted to €181.5 million (€189.6 million at 31 December 2009). They are mainly related to property used in operations. The payments relating to these assets are shown in Note F16.1 "Detail of long-term financial debt".

11. Other non-current financial assets

(in € millions)	30/06/2010	31/12/2009
Available-for-sale financial assets	335.9	294.6
Loans and receivables at amortised cost	688.1	467.3
including financial assets under PPPs and concessions	*510.5*	*330.7*
Fair value of derivative financial instruments (non-current assets) (*)	276.6	130.8
Other non-current financial assets	**1,300.6**	**892.6**

(*) See Note F.17 "Management of financial risks".

Available-for-sale assets amounted to €335.9 million at 30 June 2010 compared with €294.6 million at 31 December 2009. These comprise listed shareholdings for €183.8 million (including shares in ADP for €173.1 million representing a 3.3% shareholding) and unlisted shareholdings for €152.1 million, mainly in subsidiaries that do not meet VINCI's minimum financial criteria for consolidation.

Loans and receivables at amortised cost amounted to €688.1 million at 30 June 2010 compared with €467.3 million at 31 December 2009. They include, in addition to receivables relating to shareholdings and guarantee deposits (for €159.8 million), the financial receivables relating to concession and Public-Private Partnership agreements managed by Group subsidiaries for €510.5 million. The main contributors to this figure are Granvia (R1 Expressway in Slovakia) for €177.1 million and Locorail (Liefkenshoek Tunnel in Belgium) for €144.4 million.

Available-for-sale assets and loans and receivables at amortised cost break down as follows:

(in € millions)	Available-for-sale financial assets: Shares in subsidiaries and associates at fair value	Available-for-sale financial assets: Investments in unlisted subsidiaries and associates	Loans and receivables at amortised cost: Financial assets - PPPs and concessions	Loans and receivables at amortised cost: Collateralised loans and receivables	Loans and receivables at amortised cost: Other loans and receivables	Total
31/12/2008	**182.9**	**119.8**	**116.9**	**0.5**	**92.6**	**512.6**
Acquisitions as part of business combinations		0.1	1.1		0.3	1.5
Other acquisitions in the period	0.3	13.2	183.6		30.2	227.3
Fair value adjustment recognised in equity	37.1	(14.6)				22.5
Impairment losses		(7.4)			(0.9)	(8.3)
Disposals and retirements in the period	(16.2)	(5.7)	(8.5)	(0.1)	(9.6)	(40.2)
Currency translation differences	0.4	1.0	4.1		1.8	7.3
Other movements	0.2	(16.3)	33.5		21.7	39.1
31/12/2009	**204.6**	**90.0**	**330.7**	**0.4**	**136.1**	**761.8**
Acquisitions as part of business combinations		6.3			12.0	18.3
Other acquisitions in the period	0.2	55.2	179.0		24.4	258.9
Fair value adjustment recognised in equity	(11.2)					(11.2)
Impairment losses		(1.3)			(0.3)	(1.6)
Disposals and retirements in the period	(10.4)	(0.8)	(4.7)	(0.2)	(7.0)	(23.2)
Currency translation differences	0.6	2.1	5.5		2.9	11.2
Other movements		0.7	(0.0)		9.2	9.8
30/06/2010	**183.8**	**152.1**	**510.5**	**0.2**	**177.4**	**1,024.0**

Changes in available-for-sale assets in the period mainly relate to the change in the fair value of the shares in ADP for –€11.2 million and the impact of the sale of shareholdings for –€10.4 million.
The increase in the period of PPP/Concessions financial receivables for €179 million relates mainly to the Liefkenshoek Tunnel (Locorail) for €58.6 million and R1 Expressway in Slovakia (Granvia) for €97.2 million.

The fair value of current derivative financial instruments (assets) forms an integral part of net financial debt (see Note F.16 "Net financial debt").

The main features of concession and PPP contracts reported using the financial asset model, and the related commitments are described in Note F "Main features of concession and PPP contracts " in the 2009 registration document D.10-0177, filed with the AMF on 26 March 2010.

12. Equity

Capital management policy

No VINCI shares were acquired in the first half of 2010 under the share buyback programme approved by the Shareholders' General Meeting held on 15 May 2008. This programme has been replaced by a new programme approved by the Shareholders' General Meeting held on 6 May 2010, valid for 18 months and relating to a maximum amount of purchases of €2 billion at a maximum price of €60. No share buybacks have been made on the market since that date.

VINCI's employee savings policy aims to make it easier for Group employees to become shareholders. At 30 June 2010, more than 55% of the Group's employees were VINCI shareholders, through unit funds invested in VINCI shares. The employees form the largest group of shareholders in the Company, together holding 9.13% of its shares.

Neither the Group's consolidated equity nor the parent company's equity is subject to any external constraints in the form of financial covenants.

12.1 Shares

At 30 June 2010, the parent company's share capital was represented by 549,682,659 ordinary shares of €2.5 nominal value.

The changes in the number of shares during the period were as follows:

	30/06/2010	31/12/2009
Number of shares at the start of the period	**520,957,550**	**496,162,480**
Increases in share capital	28,725,109	24,795,070
Number of shares at the end of the period	**549,682,659**	**520,957,550**
Number of shares issued and fully paid	**549,682,659**	**520,957,550**
Nominal value of one share (in €)	2.5	2.5
Treasury shares held directly by VINCI	9,451,177	21,083,639
of which, shares allocated to cover share purchase option plans and allocation of performance shares:	*5,535,197*	*6,667,659*
Treasury shares held through a liquidity contract	0	0

12.2 Treasury shares

Changes in treasury shares were as follows:

	30/06/2010	31/12/2009
Number of shares at the start of the period	**21,083,639**	**22,919,652**
Purchases of shares	604,000	746,000
Disposal of shares on exercise of share purchase options	(152,137)	(528,033)
Allocation of 2007 performance shares to employees	(2,000)	(2,053,980)
Allocation of 2008 performance shares to employees	(1,582,325)	
Share exchange in connection with Cegelec transaction (*)	(10,500,000)	
Number of shares at the end of the period	**9,451,177**	**21,083,639**

(*) See Note C "Business Combinations".

At 30 June 2010, the total number of treasury shares held was 9,451,177. These were recognised as a deduction from consolidated equity for €490.3 million.

3,915,980 shares have been allocated to financing external growth transactions and 5,535,197 shares to hedging option and performance share plans.

12.3 Transactions recognised directly in equity (attributable to the owners of the parent)

(in € millions)		30/06/2010	31/12/2009
Available-for-sale financial assets			
Reserve at beginning of period		30.9	16.5
Changes in fair value in the period		(11.2)	24.2
Impairment losses recognised in profit or loss			
Changes in fair value recognised in profit or loss on disposal		(3.4)	(9.8)
Change in consolidation scope and miscellaneous		0.3	
Gross reserve before tax effect at balance sheet date	**I**	**16.6**	**30.9**
Cash flow hedges			
Reserve at beginning of period		(303.1)	(229.7)
Changes in fair value relating to associates		(26.8)	(7.7)
Other changes in fair value in the period		(222.1)	(67.2)
Fair value items recognised in profit or loss		2.6	1.3
Change in consolidation scope and miscellaneous		0.1	0.2
Gross reserve before tax effect at balance sheet date	**II**	**(549.3)**	**(303.1)**
Total gross reserve before tax effects	**I + II**	**(532.7)**	**(272.2)**
Associated tax effect		159.7	84.6
Reserve net of tax		**(373.0)**	**(187.6)**

The item "other changes in fair value in the period" relates mainly to transactions to hedge interest rates on bond issues made by concession operating subsidiaries. The main contributing entities are ASF for –€54.3 million, Granvia for –€49.3 million, Arcour for –€28 million and Locorail for –€27.5 million. These transactions are described in Note E.23.1.3 "Description of cash flow hedges" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

12.4 Dividends

The dividends paid in respect of 2009 and 2008 break down as follows:

	2009	2008
Dividend per share (in €)		
Interim dividend	0.52	0.52
Final dividend	1.10	1.10
Net total dividend	**1.62**	**1.62**
Amount of dividend (in € millions)		
Interim dividend	261.1	246.5
Final dividend	588.8	524.3
amount paid in VINCI shares	*39.3*	*367.5*
amount paid in cash	*549.5*	*156.7*
Net total dividend	**849.9**	**770.8**

VINCI paid the final dividend in respect of 2009 on 17 June 2010.

13. Share-based payments

13.1 Share subscription and purchase options

On 9 July 2010, the Board of Directors granted 4,234,595 subscription options to 1,735 employees with effect from 9 July 2010. This had no impact on the 2010 interim financial statements.

The number and weighted average exercise prices of share subscription or purchase options outstanding at 30 June 2010 were as follows:

	30/06/2010		31/12/2009	
	Options	Average price (in €)	Options	Average price (in €)
Options in circulation at start of the period	**23,346,792**	**28.55**	**23,202,365**	**25.04**
Options granted during the period			3,865,000	
Options exercised	(2,087,194)		(3,470,349)	
Options cancelled	(14,606)		(250,224)	
Options in circulation at end of the period	**21,244,992**	**29.62**	**23,346,792**	**28.55**
including exercisable options, for	*17,401,824*		*19,497,622*	

Information on the fair value of share purchase and subscription options is given in Note E.19.1 "Share subscription and purchase options" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

13.2 Performance shares

On 9 July 2010, the VINCI's Board of Directors granted 1,726,138 performance shares to 1,813 employees with effect from 9 July 2010. This had no impact on the 2010 interim financial statements.

Under the performance share plans relating to 2,165,700 shares granted on 2 January 2008 to certain eligible employees and company officers, 1,582,325 shares vested as from 2 January 2010.

Information on trends in performance share plans currently in force

	30/06/2010	31/12/2009
Number of shares granted subject to performance conditions at start of period	**3,132,907**	**4,180,555**
Shares granted	-	1,545,999
Shares acquired by beneficiaries	(1,582,325)	(2,053,980)
Shares cancelled	(13,968)	(539,667)
Number of shares granted subject to performance conditions not vested at end of period	**1,536,614**	**3,132,907**

Information on the nature of the 2008 and 2009 performance share plans and their fair value is given in Note E.19.2 "Performance shares" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

13.3 Company savings funds

VINCI's Board of Directors defines the conditions for subscribing to the Group Savings Scheme in accordance with the authorisations granted to it by the Shareholders' General Meeting.

For France, VINCI issues new shares reserved for employees three times a year at a subscription price that includes a discount of 10% against the average stock market price over 20 trading days. Subscribers benefit from an employer's contribution with an annual maximum of €3,500 per person. The benefits granted in this way to employees of the Group are recognised in profit or loss and are valued in accordance with IFRS 2 on the basis of the following assumptions:

- length of subscription period: four months;
- length of period during which funds are frozen: five years from the end of the subscription period.

Tranche	2nd four-month period 2010 (1 April - 31 August 2010)
Expected return on the VINCI share	7.95%
Dividend per share	
Dividend payable (interim) (in €)	
Dividend payable (final) (in €)	*1.10 €*
Subscription price (in €)	34.72 €
Share price at date of Board of Directors' Meeting (in €)	40.17 €
Historic volatility of VINCI share	36.07%
Estimated number of shares subscribed to	619,464
Estimated number of shares issued (subscriptions plus employer's contribution)	780,524

The estimated number of shares subscribed to at the end of the subscription period is obtained by a linear regression method applied to historical observations of the plans between 2002 and 2009, taking account of the cost of restrictions on the availability of units in the savings fund.

The opportunity cost of the frozen shares subscribed to is estimated from the point of view of a third party holding a diversified portfolio and prepared to acquire the frozen shares in return for a discount corresponding to the return demanded by the purchaser on own funds allocated to hedge against market risk over the period in which the shares are frozen (five years). The market risk is assessed on an annual basis applying a value-at-risk approach.

The disclosures relating to the characteristics of the 2009 Group Savings Schemes are made in Note E.19.3 "Company savings funds" of the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

14. Non-current provisions

(in € millions)	Note	30/06/2010	31/12/2009
Provisions for retirement benefit obligations	14.1	755.7 (*)	598.4
Other non-current provisions	14.2	426.4	396.4
Total non-current provisions at more than one year		**1,182.1**	**994.8**

(*) Including €134.1 million for Cegelec.

14.1 Provisions for retirement benefit obligations

At 30 June 2010, provisions for retirement benefit obligations amounted to €800.4 million (including €755.7 million at more than one year) compared with €635.8 million at 31 December 2009 (including €598.4 million at more than one year). They comprise provisions for lump sums on retirement and provisions for obligations for supplementary retirement benefits. The part at less than one year was €44.8 million at 30 June 2010 and €37.4 million at 31 December 2009, and is reported under other current payables.

The expense recognised for the first half of 2010 in respect of retirement benefit obligations is half the forecast expense for 2010 determined on the basis of actuarial assumptions at 31 December 2009. As changes in these assumptions during the first half of 2010 had no material impact on the financial statements, no adjustment has been recognised in this respect.

14.2 Other non-current provisions

Changes in other non-current provisions reported in the balance sheet were as follows in the first half of 2010 and in 2009:

(in € millions)	Opening	Provisions taken	Provisions used	Other reversals not used	Changes in consolidation scope and miscellaneous	Change in the part at less than one year of non-current provisions	Translation differences	Closing
31/12/2008	**418.0**	**215.0**	**(156.0)**	**(169.5)**	**41.5**	**(26.5)**	**(0.5)**	**322.0**
Other employee benefits	137.6	21.5	(14.0)	(13.6)	1.5	2.9		136.1
Financial risks	34.2	4.7	(2.2)	(0.3)	13.2			49.6
Other liabilities	359.6	222.1	(91.5)	(35.8)	(4.6)		(0.4)	449.4
Discounting of non-current provisions	(6.5)	(0.5)	0.7					(6.2)
Reclassification of the part at less than one year of non-current provisions	(203.0)				0.8	(30.3)		(232.5)
31/12/2009	**322.0**	**247.8**	**(106.9)**	**(49.7)**	**10.8**	**(27.4)**	**(0.4)**	**396.4**
Other employee benefits	136.1	4.2	(7.8)	(0.0)	(0.7)	(0.5)		131.3
Financial risks	49.6	2.2	(0.9)	(0.1)	21.0		0.1	72.0
Other liabilities	449.4	32.2	(42.5)	(6.7)	(1.7)		2.7	433.4
Discounting of non-current provisions	(6.2)	0.3						(5.9)
Reclassification of the part at less than one year of non-current provisions	(232.5)				2.8	25.8	(0.5)	(204.3)
30/06/2010	**396.4**	**38.9**	**(51.2)**	**(6.8)**	**21.4**	**25.4**	**2.3**	**426.4**

15. Working capital requirement and current provisions

15.1 Change in working capital requirement

(in € millions)	30/06/2010	30/06/2009	31/12/2009	Change 30/06/2010 - 31/12/2009 Connected with operations	Other changes (*)
Inventories and work in progress (net)	951.9	887.6	755.7	72.6	123.7
Trade and other operating receivables	12,628.5	11,698.2	10,369.9	1,199.0	1,059.7
Other current assets	414.9	370.0	368.1	(54.7)	101.5
Inventories and operating receivables (I)	**13,995.3** (**)	**12,955.9**	**11,493.6**	**1,216.8**	**1,284.9** (**)
Trade payables	(6,987.3)	(6,284.7)	(6,233.6)	(138.7)	(614.9)
Other current payables	(9,536.3)	(8,671.6)	(8,507.8)	(272.7)	(755.9)
Trade and other operating payables (II)	**(16,523.6)** (**)	**(14,956.2)**	**(14,741.4)**	**(411.4)**	**(1,370.8)** (**)
Working capital requirement (before current provisions) (I+II)	**(2,528.3)**	**(2,000.4)**	**(3,247.8)**	**805.4**	**(86.0)**
Current provisions	**(3,033.6)**	**(2,617.6)**	**(2,842.2)**	**39.1**	**(230.5)**
of which, part at less than one year of non-current provisions:	*(204.3)*	*(197.8)*	*(232.5)*		*28.2*
Working capital requirement (after current provisions)	**(5,561.9)**	**(4,618.0)**	**(6,090.0)**	**844.6**	**(316.4)**

(*) Mainly receivables and payables on non-current assets, currency translation differences, and changes in consolidation scope.
(**) Including €1,033.5 million of current assets and €1,187.6 million of current liabilities for Cegelec.

The working capital requirement connected with operations comprises current assets and liabilities related to operations except for current tax assets and liabilities and current assets and liabilities of a financial nature.

15.2 Breakdown of current provisions

Changes in current provisions reported in the balance sheet were as follows in the first half of 2010 and in 2009:

(in € millions)	Opening	Provisions taken	Provisions used	Other reversals not used	Changes in consolidation scope and miscellaneous (*)	Change in the part at less than one year of non-current provisions	Translation differences	Closing
31/12/2008	**2,429.4**	**1,144.4**	**(762.3)**	**(153.8)**	**23.1**	**17.2**	**(25.6)**	**2,672.4**
Obligation to maintain the condition of concession assets	499.7	144.9	(72.5)	(27.1)			(0.3)	544.8
After-sales service	329.8	113.9	(77.7)	(27.2)	34.4		3.5	376.7
Losses on completion and construction project liabilities	730.9	497.5	(434.9)	(26.6)	5.9		3.9	776.7
Disputes	423.1	129.4	(103.1)	(34.3)	(45.7)		0.7	370.0
Restructuring	43.6	26.1	(23.3)	(5.4)	(0.8)			40.2
Other current liabilities	467.6	221.2	(147.8)	(29.6)	9.7		1.4	522.6
Discounting of current provisions	(25.3)	3.8	0.4		(0.1)			(21.3)
Reclassification of the part at less than one year of non-current provisions	203.0				(0.8)	30.3		232.5
31/12/2009	**2,672.4**	**1,136.9**	**(858.9)**	**(150.2)**	**2.6**	**30.3**	**9.1**	**2,842.2**
Obligation to maintain the condition of concession assets	544.8	54.9	(33.5)				1.6	567.7
After-sales service	376.7	44.0	(33.2)	(9.7)	11.0		5.1	393.9
Losses on completion and construction project liabilities	776.7	322.0	(345.5)	(10.2)	11.1		12.9	767.0
Disputes	370.0	43.8	(41.1)	(9.9)	35.7		2.8	401.3
Restructuring	40.2	5.4	(13.4)	(2.1)	27.2		0.1	57.4
Other current liabilities	522.6	107.1	(87.8)	(20.8)	135.6		6.2	662.9
Discounting of current provisions	(21.3)	0.5					(0.1)	(20.9)
Reclassification of the part at less than one year of non-current provisions	232.5				(2.8)	(25.8)	0.5	204.3
30/06/2010	**2,842.2**	**577.7**	**(554.6)**	**(52.8)**	**217.8**	**(25.8)**	**29.1**	**3,033.6**

(*) Including current provisions of €213.7 million for Cegelec.

Current provisions (including the part at less than one year of non-current provisions) are directly related to the operating cycle. They amounted to €3,033.6 million at 30 June 2010, compared with €2,842.2 million at 31 December 2009, and mainly relate to provisions connected with construction contracts and provisions for the obligation to maintain the condition of assets under concession.

Such provisions mainly cover the expenses incurred by motorway concession operating companies for road repairs (surface coatings, restructuring of slow lanes, etc) bridges, tunnels and hydraulic infrastructure, and mainly comprised €352.8 million for ASF at 30 June 2010 (€338.4 million at 31 December 2009) and Cofiroute for €183.5 million (€175.8 million at 31 December 2009).

16. Net financial debt

Net financial debt as defined by the Group breaks down as follows:

		30/06/2010					31/12/2009		
Accounting categories	*(in € millions)*	**Non-current**	**Ref:**	**Current (*)**	**Ref:**	**Total**	**Non-current**	**Current (*)**	**Total**
Liabilities at amortised cost	Bonds	(5,962.8)	(1)	(162.4)	(3)	**(6,125.2)**	(5,318.7)	(180.0)	**(5,498.7)**
	Other bank loans and other financial debt	(12,310.4)	(2)	(1,000.5)	(3)	**(13,310.9)**	(12,568.9)	(1,246.0)	**(13,814.9)**
	Finance lease debt restated	(124.0)	(2)	(59.5)	(3)	**(183.5)**	(125.4)	(54.6)	**(180.0)**
	Long-term financial debt	**(18,397.2)**		**(1,222.4)**		**(19,619.6)**	**(18,013.0)**	**(1,480.6)**	**(19,493.6)**
	Commercial paper			(50.1)	(3)	**(50.1)**			
	Other current financial liabilities			(129.8)	(3)	**(129.8)**		(234.9)	**(234.9)**
	Bank overdrafts			(765.7)	(3)	**(765.7)**		(600.7)	**(600.7)**
	Financial current accounts, liabilities			(29.5)	(3)	**(29.5)**		(35.3)	**(35.3)**
	I - Gross financial debt	**(18,397.2)**		**(2,197.5)**		**(20,594.7)**	**(18,013.0)**	**(2,351.5)**	**(20,364.5)**
	of which, impact of fair value hedges:	*(278.3)*				***(278.3)***	*(129.0)*		***(129.0)***
	of which effect of recognising ASF's debt at fair value in VINCI's consolidated financial statements (**):	*(74.1)*		*(2.8)*		***(76.9)***	*(80.1)*	*(11.2)*	***(91.3)***
Loans and receivables	Loans and collateralised financial receivables	0.2	(6)	6.8	(8)	**7.0**	0.4	1.3	**1.7**
	Financial current accounts, assets			41.1	(4)	**41.1**		51.2	**51.2**
Assets at fair value through profit or loss (fair value option)	Cash management financial assets			743.9	(4)	**743.9**		1,065.5	**1,065.5**
	Cash equivalents			3,260.3	(5)	**3,260.3**		4,075.5	**4,075.5**
	Cash			1,606.0	(5)	**1,606.0**		1,481.4	**1,481.4**
	II - Financial assets	**0.2**		**5,658.1**		**5,658.3**	**0.4**	**6,674.9**	**6,675.3**
Derivatives	Derivative financial instruments - liabilities	(412.3)	(2)	(189.8)	(3)	**(602.1)**	(201.6)	(131.3)	**(332.9)**
	Derivative financial instruments - assets	276.6	(7)	270.3	(9)	**546.9**	130.8	207.2	**338.0**
	III - Derivative financial instruments	**(135.7)**		**80.5**		**(55.2)**	**(70.8)**	**75.9**	**5.1**
	Net financial debt (I + II + III)	**(18,532.7)**		**3,541.1**		**(14,991.6)**	**(18,083.4)**	**4,399.3**	**(13,684.1)**
	Net financial debt breaks down by business line as follows:								
	Concession operating subsidiaries	*(15,488.2)*		*(350.1)*		***(15,838.3)***	*(14,792.4)*	*(677.3)*	***(15,469.7)***
	Contracting	*(1,385.7)*		*3,382.9*		***1,997.2***	*(1,056.6)*	*4,395.5*	***3,338.9***
	Holding companies (including Concessions holding companies) and VINCI Immobilier	*(1,658.8)*		*508.3*		***(1,150.5)***	*(2,234.4)*	*681.1*	***(1,553.3)***

(*) The current part includes accrued interest not matured.
(**) Following acquisition of control of ASF by VINCI on 9 March 2006.

Reconciliation of net financial debt with balance sheet items:

(in € millions)	Ref:	30/06/2010	31/12/2009
Bonds (non-current)	(1)	(5,962.8)	(5,318.7)
Other loans and borrowings	(2)	(12,846.7)	(12,895.9)
Current borrowings	(3)	(2,387.4)	(2,482.8)
Cash management financial assets	(4)	785.0	1,116.7
Cash and cash equivalents	(5)	4,866.3	5,556.9
Non-current collateralised loans and receivables	(6)	0.2	0.4
Derivative financial instruments - non-current assets	(7)	276.6	130.8
Current collateralised loans and receivables	(8)	6.8	1.3
Derivative financial instruments - current assets	(9)	270.3	207.2
Net financial debt		**(14,991.6)**	**(13,684.1)**

Derivative financial instruments (assets and liabilities) designated as hedges are reported in the balance sheet, classified by maturity and according to their accounting category, under other non-current financial assets or liabilities for the part at more than one year, and other current financial assets or liabilities for the part at less than one year. Derivative financial instruments (assets and liabilities) that are not designated as hedges for accounting purposes are reported as other current financial assets or liabilities, whatever their maturity dates.

16.1 Detail of long-term financial debt

The breakdown of net long-term financial debt at 30 June 2010 by business line was as follows:

	30/06/2010				31/12/2009			
(in € millions)	Concession operating subsidiaries	Contracting	Holding companies (*) and VINCI Immobilier	Total	Concession operating subsidiaries	Contracting	Holding companies (*) and VINCI Immobilier	Total
Bonds	(6,124.6)	(0.6)		**(6,125.2)**	(5,497.8)	(0.9)		**(5,498.7)**
Other bank loans and other financial debt	(9,754.2)	(689.3)	(2,867.4)	**(13,310.9)**	(10,389.5)	(531.2)	(2,894.2)	**(13,814.9)**
Finance lease debt restated	(4.1)	(178.5)	(0.9)	**(183.5)**	(5.0)	(174.1)	(0.9)	**(180.0)**
Long-term financial debt	**(15,882.9)**	**(868.4)**	**(2,868.3)**	**(19,619.6)**	**(15,892.3)**	**(706.2)**	**(2,895.1)**	**(19,493.6)**

(*) Including Concessions division holding companies.

Long-term financial debt increased by €126 million during the first half of 2010.
This change arises from the combination of contractual loan amortisation and new financing. The largest changes were:

Bond issue by ASF under its EMTN programme

In the first half of 2010, ASF made a bond issue under its EMTN programme on 31 March 2010 for €500 million nominal at a fixed nominal rate of 4.125% for 10 years.

Redemption of CNA loans by ASF and Escota

During the first half year, the ASF Group repaid various loans taken out with the CNA between 1995 and 1999, at an average rate of 5.24%, for an amount of €722.7 million.

16.2 Financing resources and liquidities

At 30 June 2010, the Group's available resources amounted to €11.9 billion, including €4.8 billion net cash managed (see Note 16.2.2 “Net cash managed”) and €7.1 billion of unused confirmed medium-term bank credit facilities.

16.2.1 Maturity of debts

At 30 June 2010, the average maturity of the Group’s long-term financial debt was 7.1 years (unchanged from 31 December 2009). The average maturity was 8.1 years in the Concession operating subsidiaries, 2.7 years for holding companies (including VINCI Immobilier and Concession division holding companies) and 4.4 years in the Contracting division.

16.2.2 Net cash managed

Net cash managed, including in particular cash management financial assets and commercial paper issued, breaks down as follows:

	30/06/2010			
(in € millions)	**Concession operating subsidiaries**	**Contracting (*)**	**Holding companies (**) and VINCI Immobilier**	Total
Cash equivalents	**386.4**	**867.7**	**2,006.3**	**3,260.4**
Marketable securities and mutual funds (UCITS)	*260.9*	*345.2*	*615.5*	*1,221.6*
Negotiable debt securities with an original maturity of less than 3 months	*125.5*	*522.4*	*1,390.8*	*2,038.7*
Cash	**123.0**	**1,415.1**	**68.0**	**1,606.1**
Bank overdrafts	**(12.2)**	**(635.4)**	**(118.1)**	**(765.7)**
Net cash and cash equivalents	**497.2**	**1,647.4**	**1,956.2**	**4,100.8**
Cash management financial assets	**42.8**	**125.6**	**575.4**	***743.8***
Marketable securities and mutual funds (UCITS) (***)	*11.1*	*42.4*	*10.4*	*63.9*
Negotiable debt securities and bonds with an original maturity of less than 3 months	*9.2*	*60.1*		*69.3*
Negotiable debt securities with an original maturity of more than 3 months	*22.6*	*23.2*	*565.0*	*610.8*
Commercial paper issued			**(50.1)**	*(50.1)*
Net cash managed	**540.0**	**1,773.0**	**2,481.5**	**4,794.5**

(*) Cash surpluses not included in VINCI Holding cash pooling system. The investments made by Contracting division companies with VINCI Holding under the cash-pooling arrangements are included in the holding companies' net cash and cash equivalents.
(**) Including Concessions division holding companies.
(***) Portion of short-term UCITS that do not meet the criteria to be designated as cash equivalents as defined by IAS 7.

	31/12/2009			
(in € millions)	**Concession operating subsidiaries**	**Contracting (*)**	**Holding companies (**) and VINCI Immobilier**	Total
Cash equivalents	**576.9**	**798.2**	**2,700.4**	**4,075.5**
Marketable securities and mutual funds (UCITS)	*363.0*	*249.5*	*1,505.3*	*2,117.8*
Negotiable debt securities with an original maturity of less than 3 months	*213.9*	*548.7*	*1,195.1*	*1,957.7*
Cash	**103.7**	**1,294.2**	**83.5**	**1,481.4**
Bank overdrafts	**(14.0)**	**(515.2)**	**(71.5)**	**(600.7)**
Net cash and cash equivalents	**666.6**	**1,577.2**	**2,712.4**	**4,956.2**
Cash management financial assets	**38.7**	**148.1**	**878.7**	**1,065.5**
Marketable securities and mutual funds (UCITS) (***)	*22.1*	*66.7*	*16.6*	*105.4*
Negotiable debt securities and bonds with an original maturity of less than 3 months	*0.3*	*68.7*		*69.0*
Negotiable debt securities with an original maturity of more than 3 months	*16.3*	*12.7*	*862.1*	*891.1*
Commercial paper issued				
Net cash managed	**705.3**	**1,725.3**	**3,591.1**	**6,021.7**

(*) Cash surpluses not included in VINCI Holding cash pooling system. The investments made by Contracting division companies with VINCI Holding under the cash-pooling arrangements are included in the holding companies' net cash and cash equivalents.
(**) Including Concessions division holding companies.
(***) Portion of short-term UCITS that do not meet the criteria to be designated as cash equivalents as defined by IAS 7.

The investment vehicles used by the Group are monetary UCITS, negotiable debt securities (certificates of deposit generally with a maturity of less than three months) and, to a limited extent, bonds. They are measured and recognised at their fair value.

These various financial assets (*cash equivalents* and *cash management financial assets*) are managed involving limited risk to capital and are managed through a system to monitor performance and related risks.

The total amount invested in respect of net cash surpluses of the companies heading divisions and VINCI's main fully-owned subsidiaries, transferred to the holding company through a cash pooling system, was €2.6 billion at 30 June 2010. This centralised system enables both the management of financial resources to be optimised and trends in the cash position of the Group's main subsidiaries to be measured and the risks to be monitored.
The investments of cash surpluses of other Group subsidiaries are managed complying with the guidelines issued by VINCI and the instructions by VINCI to subsidiaries, which define in particular the investment vehicles and the counterparties authorised by the Group. They amount to €1.4 billion, of which €0.4 billion for the concession operators (including €0.2 billion at Cofiroute and €0.1 billion at ASF) and €1 billion for the contracting companies.

The VINCI holding company monitors the performance and the risks associated with these investments regularly, through a report detailing the yield of the various assets on the basis of their fair value and analysing the associated level of risk.

16.2.3 Revolving credit facilities

At 30 June 2010, VINCI S.A. had a confirmed bank credit facility (Club Deal) of €2 billion, expiring in 2012 and confirmed bilateral medium-term credit facilities of €0.9 billion, with maturity dates between 2010 and 2013.

ASF has two syndicated bank credit facilities, one maturing in 2012 for €1 billion and one maturing in 2013 for €2 billion, both subject to financial covenants (see Note E.22.2.5 "Financial covenants" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

Cofiroute has a confirmed bank credit facility of €1 billion, expiring in 2011.

At 30 June 2010, none of the credit facilities described above was being used.

The amounts authorised and used, and the maturities of the revolving credit lines are as follows:

(in € millions)	Amount used at 30/06/2010	Amounts authorised at 30/06/2010	Maturities		
			Within 1 year	Between 1 and 5 years	After 5 years
Syndicated loan	0	2,000	0	2,000	0
Bilateral facilities	0	935	150	785	0
VINCI	**0**	**2,935**	**150**	**2,785**	**0**
ASF: syndicated loans	**0**	**3,000**	**0**	**3,000**	**0**
Cofiroute: syndicated loan	**0**	**1,020**	**1,020**	**0**	**0**
Contracting: syndicated and bilateral facilities	**80**	**270**	**10**	**260**	**0**
Total	**80**	**7 225**	**1 180**	**6,045**	**0**

16.2.4 Financial covenants

Some financing agreements include early repayment clauses applicable in the event of non-compliance with certain financial ratios. At 30 June 2010, these covenants, of which the characteristics are described in Note E.22.2.5 "Financial covenants" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010, were unchanged. The related ratios were all met at that date.

16.2.5 Credit ratings

At 30 June 2010, the Group's credit ratings were:

	Agency	Rating		
		Long term	Outlook	Short term
VINCI S.A.	Standard & Poor's	BBB+	Stable	A2
	Moody's	Baa1	Stable	P2
ASF	Standard & Poor's	BBB+	Stable	A2
	Moody's	Baa1	Stable	P2
Cofiroute	Standard & Poor's	BBB+	Stable	A2

17. Management of financial risks

The Group's risk management policies and procedures are identical to those described in Note E.23 "Management of financial risks" in the 2009 registration document. Transactions to set up or unwind hedging instruments during the period have not altered VINCI's exposure to potential financial risks in the first half of 2010. The main risks – interest rate risk, equity risk, foreign currency exchange rate risk, credit risk and counterparty risk – are described in paragraphs 23.1, 23.2, 23.3 and 23.4 respectively of the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

G. Notes on the main features of concession contracts and PPPs

18. Commitments made under concession contracts – intangible asset model

The main features of the concession contracts reported using the intangible asset model and operated by fully or proportionately consolidated subsidiaries are given in Note F.25.1 "Main features of concession contracts" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

Contractual investment, renewal and financing obligations

(in € millions)	30/06/2010		31/12/2009
ASF Group	**3,592.6**	(*)	**3,270.2**
of which, Lyons to Balbigny:	*1,123.6*		*1,217.6*
Cofiroute	**836.5**	(*)	**609.6**
of which, intercity network:	*270.4*		*263.0*
of which, A86 Duplex:	*136.3*		*126.4*
VIA Solutions (A5 Malsch to Offenburg)	**252.7**		**260.0**
Arcour	**50.4**		**52.9**
Other	**358.1**		**245.4**
Total	**5,090.3**		**4,438.1**

(*) Including the "green motorway package" for €472 million for ASF Group and €189 million for Cofiroute.

These commitments mainly comprise contractual investment and renewal obligations made by the concession operating companies (€4,913 million) and financing commitments made by the shareholder, generally VINCI Concessions (€177 million).

The above amounts do not include maintenance expenditure on infrastructure under concessions.

The investments by ASF, Escota, Cofiroute and Arcour are financed by drawings on their available credit facilities, by taking out new loans from the European Investment Bank (EIB) and by issuing bonds on the market.

The increase in the contractual investment obligations arises from the signature with the French government of the "green package", under which the three motorway operating companies have undertaken to carry out an environmental upgrading programme on their networks in exchange for a one-year extension of their concession contracts. In constant euros, these "green investments" amount to €371 million for ASF, €103 million for Escota and €191 million for Cofiroute, before any expenditure is incurred.

Collateral security connected with the financing of concessions

Some concession operating companies have given collateral securities to guarantee the financing of their investments in concession infrastructures. These break down as follows:

(in € millions)	Start date	End date	Amount	
Arcour	2008	2045	601.0	
VINCI Park	2006	2026	494.0	(*)
Gefyra (Rion-Antirion bridge)	2001	2029	334.8	
VIA Solutions (A4 Horselberg)	2007	2035	90.3	
VIA Solutions (A5 Malsch to Offenburg)	2009	2037	49.4	
Other concession operating companies			132.4	

(*) Shares in subsidiaries pledged to guarantee a loan of €500 million taken out at the end of June 2006.

This finance is without recourse against VINCI S.A.

19. Commitments made under concession and PPP contracts– financial asset model

The main features of the concession and PPP contracts reported using the financial asset model and operated by fully or proportionately consolidated subsidiaries are given in Note F.26.1 "Main features of concession and PPP contracts – Financial asset model" in the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010.

Contractual investment, renewal and financing obligations

Under their concession and PPP contracts, Group's subsidiaries have undertaken to carry out investments as follows:

(in € millions)	30/06/2010	31/12/2009
R1 Expressway in Slovakia (Granvia)	403.8	575.3
Liefkenshoek Tunnel (Locorail)	258.1	299.1
GSM-Rail	160.2	
Nice rental car parking facility	18.0	25.0
Other	49.7	64.8
Total	**889.7**	**964.2**

These commitments mainly comprise contractual investment and renewal obligations made by the concession operating companies (€744.4 million) and financing commitments made by the shareholder, generally VINCI Concessions, (€145.3 million).

In consideration for these investments, the subsidiaries receive a guarantee of payment from the concession grantor.

Collateral security connected with the financing of PPPs

Some companies have granted collateral security to guarantee the financing of their investments relating to infrastructure under concession. These break down as follows:

(in € millions)	Start date	End date	Amount
Liefkenshoek Tunnel (Locorail)	2008	2013	137.5
R1 Expressway in Slovakia (Granvia)	2009	2031	138.4
Morgan VINCI Ltd	2002	2040	35.5
Nice rental car parking facility	2008	2036	12.6
GSM-Rail	2010	2025	4.8

20. Commitments made under concession contracts - mixed models

Contractual investment, renewal and financing obligations

Under their concession and PPP mixed contracts, Group subsidiaries have undertaken to make the following investments:

(in € millions)	30/06/2010	31/12/2009
Stade du Mans	20.8	40.6
Other	6.2	5.0

These commitments mainly comprise contractual investment and renewal obligations made by the concession operating companies (€11 million) and financing commitments made by the shareholder, generally VINCI Concessions, (€16 million).

The repayments for equipment and operating grants from grantors partially cover these investment commitments.

H. Other notes

21. Transactions with related parties

Transactions with related parties mainly relate to transactions with companies in which VINCI exercises significant influence or joint control. Transactions with related parties are undertaken at market prices.
There was no material change in the first half of 2010 in the nature of transactions with related parties from those at 31 December 2009, which were referred to in Note G.28 "Transactions with related parties" in the 2009 registration document number D.10-0177 filed with the AMF on 26 March 2010.

22. Contractual obligations and other commitments made and received

Contractual obligations and other commitments made and received break down as follows:

22.1 Contractual obligations

(in € millions)	30/06/2010	31/12/2009
Operating leases	1,118.7	1,137.0
Purchase and capital expenditure obligations (*)	465.7	159.6

(*) Excluding capital investment obligations under concession contracts (see Note G "Commitments made under concession and PPP contracts").

Operating lease commitments amounted to €1,118.7 million at 30 June 2010 (€1,137 million at 31 December 2009); of this, €796 million was for property (€823.2 million at 31 December 2009), €266 million for movable items (€264.5 million at 31 December 2009) and €56.7 million for quarrying rights.

The purchase and investment obligations referred to above relate mainly to VINCI Immobilier and to the acquisition in progress of the Tarmac group's quarries, for which the closing is set at 1 September 2010 (see Note J "Post-balance sheet events").

22.2 Other commitments made and received

(in € millions)	30/06/2010	31/12/2009
Collateral securities	316.0	311.6
Joint and several guarantees covering unconsolidated partnerships (*)	88.3	62.9
Other commitments made (received) (**)	298.1	203.9

(*) Group's share; total commitment was €169.2 million at 30 June 2010 (€121.9 million at 31 December 2009).
(**) Excluding concession contracts (see Note G "Notes on concession and PPP contracts").

The commitments made and received by the Group in connection with concession contracts, construction contracts and items connected with unrecognised retirement benefit obligations are shown in the following notes:

- G.18 "Commitments made under concession contracts – intangible asset model";
- G.19 "Commitments made under concession and PPP contracts – financial asset model";
- G.20 "Commitments made under mixed model contracts" of these condensed half-year consolidated financial statements, and
- Notes E.17.2 "Commitments given and received in connection with construction contracts" and E.20.1 "Provisions for retirement benefit obligations" of the 2009 registration document D.10-0177 filed with the AMF on 26 March 2010; these amounts have not changed materially during the first half year.

I. Disputes and arbitration

The companies comprising the VINCI group are sometimes involved in litigation arising from the normal course of business. The related risks are assessed by VINCI and the subsidiaries involved on the basis of their knowledge of the cases, and provisions are taken in consequence.

The main disputes in progress at the date of this document were as follows:

- On 23 May 2004, part of the shell structure (superstructures) over the passageway of Roissy airport's 2E terminal collapsed. The structure had been built for Aéroports de Paris, which in this project acted as principal, architect and main contractor. The construction work on terminal 2E was carried out under multiple separate contracts by numerous different companies. The passageway shells (superstructures) were constructed by a consortium comprising companies that are today VINCI subsidiaries. The incident was subject to a court-ordered expert appraisal to establish the reasons for the collapse and assessed the damages suffered. The experts submitted a report to the Court on 30 June 2009 in which they considered that responsibility for the incident lay with Aéroports de Paris for between 51% and 55%, with the consortium that built the shells (VINCI Group companies) for between 36% and 40% and with the Bureau Veritas inspection firm for between 8% and 10%. The cost of reconstruction work has now been assumed by the insurance company that insured this building for the principal. The experts have assessed the operating losses resulting from this incident as being of the order of €144 million. A criminal investigation has also been launched following the collapse. In view of the current situation, the Group considers that this dispute will not have a material unfavourable effect on its financial situation.

- VINCI's subsidiary CBC built a hotel in Bratislava (Slovakia) for Intertour, part of whose equity it held. This transaction was financed through promissory notes issued by Intertour and discounted on a non-recourse basis by CBC with a French bank, which had counter-guarantees from foreign financial institutions. Following the payment default by Intertour, VTB Bank France sued CBC claiming damages of €24 million on the basis of alleged responsibility in connection with the invalidity of the guarantees issued by the foreign financial institutions in this French bank's favour. This suit was rejected by the Paris Commercial Court in a ruling dated 13 March 2009. VTB Bank France has filed an appeal against this decision. Given the current state of affairs, the Group does not expect this dispute to have a material impact on its financial situation.

- On 12 February 2010, the regional authority for the Ile-de-France — the *Conseil Régional d'Ile de France* — applied to the Paris Court of First Instance (*Tribunal de Grande Instance*) for a ruling against fifteen enterprises, of which several are members of VINCI, and eleven natural persons, some of whom are or have been VINCI Group employees, ordering them to pay €358 million plus interest from 7 July 1997 to the regional authority. The regional authority had previously applied to the Paris Court of First Instance, on 23 May 2008, for a ruling in chambers ordering the payment of a provision of €76 million but its request was rejected by the Court on 15 January 2009.
  This application by the regional authority was further to a judgement by the Paris Appeal Court on 27 February 2007 against various natural persons finding them guilty of operating a cartel and to the decision on 9 May 2007 by the competition authority (the *Conseil de la Concurrence*) imposing penalties on the enterprises for anti-competitive practices between 1991 and 1996 in connection with the programme to renovate secondary educational establishments in the Ile-de-France region. An appeal against the Paris Appeal Court's decision of 3 July 2008 was made before the Court of Cassation (*Cour de Cassation*) and rejected by a ruling on 13 October 2009. At 30 June 2010, the Group has treated this risk as a contingent liability that it is not in a position to measure.

- The enforcement committee of the French stock market regulator, the *Autorité des marchés financiers*, notified VINCI on 23 February 2009 of a decision to impose a sanction of €800,000 for non-compliance with a black-out period obligation in relation to its share buyback programme, relating to the period from 20 January to 3 February 2005. VINCI appealed against this decision. On 23 February 2010, the Paris Appeal Court confirmed the decision of the *Autorité des Marchés Financiers*. VINCI has entered an appeal with the Court of Cassation against this ruling.

- Lastly, Mr Antoine Zacharias, former Chairman of VINCI, was summoned to appear on 25 and 26 March 2010 before the Nanterre Criminal Court to answer charges of abuse of corporate assets, following a complaint filed by an individual VINCI shareholder. The Nanterre Criminal Court acquitted Mr Zacharias of these charges in a ruling dated 26 March 2010. The *Ministère Public (State Counsel)* has filed an appeal against this ruling.

To the Company's knowledge, there are no other disputes or matters submitted to arbitration (including any proceedings known to the Company, pending or with which it is threatened) likely to have, or having had in the last six months, a material effect on the business, financial performance, net assets or financial situation of the Company or Group.

J. Post-balance sheet events

Acquisition of Faceo

On 29 July 2010, VINCI entered into an agreement to acquire Faceo, after consulting the employee representative bodies and obtaining the agreement of the competent competition authorities.

Faceo is a major player in Europe's facilities management market, providing integrated solutions for service sector maintenance, with activities in engineering, systems integration, service provision and facility management under multi-year contracts.

Faceo employs 2,500 people and generated revenue of €430 million in 2009, of which 30% was outside France. This acquisition has been made through VINCI Facilities, a newly formed company within VINCI's Energy Division where most of the Group's facility management activities will be concentrated. In total, with Faceo on a full year basis, VINCI's facility management activities will account for annual revenue of the order of €1.3 billion.

Faceo, whose shares were acquired for €279.8 million paid in cash, will be consolidated in the Group's financial statements as from 1 August 2010.

At this stage, the assessment of the fair value of the assets and liabilities acquired has not been completed.

Acquisition of quarries from Tarmac group

Eurovia has agreed to buy quarries in France, Germany, Poland and the Czech Republic from Tarmac, a subsidiary of the mining group Anglo American plc. These assets include 88 hard rock, sand and gravel extraction sites with an annual production of 27 million tons, after taking account of the disposal of 6 quarries in France and 3 in the Czech Republic as requested by the competition authorities.

This transaction will allow Eurovia to expand its geographical presence in Europe and strengthen its industrial capacity in countries where road construction activity is growing strongly.

The Tarmac entities acquired employ about 1,000 people and generate annual revenue of around €200 million. With this acquisition, Eurovia will increase its annual production of aggregate by 40%.

Eurovia has obtained the agreement of the competent competition authorities. The transaction should be completed on 1 September 2010.

Southern Europe–Atlantic high-speed railway line

On 15 July 2010, RFF (Réseau Ferré de France, the French rail authority) named the LISEA consortium, comprising VINCI, Caisse des Dépôts and AXA Private Equity, as concession operator for the Southern Europe–Atlantic high-speed railway line concession. The 50-year concession contract covers the financing, design, construction, operation and maintenance of the 303-kilometre high-speed rail link between Tours and Bordeaux. The total estimated value of the project is €7.2 billion.

LISEA and RFF must now finalise the contractual documentation with the aim of signing the concession agreement in the coming months.

Report of the Statutory Auditors on the 2010 half-year financial information

Report of the Statutory Auditors on the 2010 half-year financial information

For the period from 1 January 2010 to 30 June 2010

To the Shareholders,

Pursuant to our appointment by your General Meeting and in application of Article L.451-1-2 III of the French Monetary and Financial Code, we have performed:

- a limited review of VINCI's condensed half-year consolidated financial statements for the period from 1 January 2010 to 30 June 2010, as attached to this report; and
- the specific verification of information in the report for the half year.

These condensed half-year consolidated financial statements have been prepared under the responsibility of the Board of Directors in a context of economic and financial crisis, described in Note B.3.1 to the condensed half-year consolidated financial statements, of which the scale and duration beyond 30 June 2010 cannot be accurately forecast and which was already the context at the 31 December 2009 balance sheet date. Our role is to express our conclusion on these financial statements, based on our limited review.

I. Conclusion on the financial statements

We conducted our limited review in accordance with the professional standards applicable in France. A limited review consists mainly in conducting discussions with the members of the Management responsible for accounting and financial matters, and carrying out analytical procedures. These procedures are less extensive than those required for an audit performed in accordance with the professional standards applicable in France. In consequence, the assurance obtained through a limited review that the financial statements taken as a whole do not contain material misstatements is moderate assurance, less than that obtained when performing an audit.
On the basis of our limited review, we have not noted any material misstatements of such a nature as to bring into question the compliance of the condensed half-year consolidated financial statements with IAS 34, which is the IFRS standard as adopted in the European Union relating to interim financial reporting.

II – Specific verification

We have also verified the information contained in the half-year management report commenting on the condensed half-year consolidated financial statements submitted to our limited review. We have no comments to make as to its fair presentation and conformity with the condensed half-year consolidated financial statements.

Paris La Défense and Neuilly-sur-Seine, 31 August 2010

The Statutory Auditors

KPMG Audit
A Department of KPMG S.A.

Patrick-Hubert Petit   Philippe Bourhis

DELOITTE & ASSOCIÉS

Jean-Paul Picard   Mansour Belhiba

Free translation of the original French text. For information purpose only.

Statement by the person reponsible for the half-year financial report

Statement by the person responsible for the half-year financial report

I certify that, to the best of my knowledge, the condensed half-year financial statements presented in the half-year financial report have been prepared in accordance with the applicable financial reporting standards and that they give a true and fair view of the assets and liabilities, financial position and results of the operations of the company and of the group formed by the companies included in the consolidated financial statements, and that the management report for the first half-year period (on pages 2 to 8) faithfully presents the important events that have occurred during the first six months of the financial year, their impact on the half-year financial statements, the main transactions between related parties and a description of the main risks and uncertainties in respect of the remaining six months of the financial year.

Xavier Huillard

Chairman and Chief Executive Officer

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