CASTOR INTERNATIONAL

the International Group Share Ownership Plan of VINCI group

Subscription order to the Employee Offering 2017

Please return to your Human Resources Department by June 9, 2017 at the latest

I, the undersigned,	☐ Mr	☐ Mrs	☐ Ms	
Family name	First name .			
Date of birth LILI Citizenship			IC No	
Employer		IC	VINCI Group	
Personal address				
Postal CodeCity		Co	ountry	
E-mail			obile	
Certify the following: I have read and understood the offering documents that Local Supplement as well as the Key Investor Information INTERNATIONAL (available upon request from your empel have been informed of the subscription price; I agree to be bound by the representations and undertaked International I	n Document for to loyer or at www. sings set forth on on order, I am	he FCPE CASTO inci.net); the reverse of the an employee	R INTERNATION is subscription of a VINCI gr	NAL RELAIS 2017 and FCPE CASTC order. Youp company and I satisfy th
I chose to invest in this offering the amou (must be equal to or above local currency of the subscription price of one VINCI sha	equivalent		Ц	RM
I opt to pay the amount indicated above (t	tick one box	only):		
by cheque at the name of my employer that I attach to this su by wire transfer to the account the details of which will be made such period at my Human Resources department* *Please note that your payment must be received at the latest by salary advance of the amount indicated above and repaym repay the advance in six (6) monthly installments and authoriz *Monthly withholdings will be made in accordance with law an net monthly salary.	de available to me b on June 9, 2017; nent of such advance my employer to o	ce by salary deducted	ctions over six (6) s from my salary	months. Accordingly, I undertake to starting from June 2017.*
▶ I have duly noted that:				
 subscription to this offering is governed by the provisions order; 	of the Internation	nal Group Share	Ownership Plan	of VINCI group and this subscription
 I acquire VINCI shares in this offering through the subs merge in the FCPE CASTOR INTERNATIONAL, subject t Securities Authority; 				
 my subscription order becomes final and irrevocable at online, the order submitted online will prevail and my sul 				
 the payment of my personal contribution, together with the at any time during the subscription period (i.e., between contribution and the submission of this subscription ord (i.e., June 9, 2017) regardless of the actual date upon which subscription order, is made / submitted to my Human Re 	n May 22, 2017 ler shall be deem hich the paymen	and June 9, 201 ed to be received t of my persona	7, inclusive). Ho d by VINCI on th	wever, the payment of my person ne last day of the subscription perio
Any subscription order, if not duly completed or error order as not valid if it is not accompanied by paymen. I have retained a copy of this subscription order for m	t of the subscri	ption price as		
Place .	Date			
Signature (please write « Read and approved »)				



REPRESENTATIONS AND UNDERTAKINGS

- I have noted that by investing in this offering, I become a participant in the International Group Share Ownership Plan of VINCI group.
- I understand that although I will pay for my investment in Ringgit Malaysia ("RM"), subscription of VINCI shares is made in Euros. Thus, the amount of my investment will be converted into Euros at the exchange rate determined by VINCI on the price fixing date (ie 19 May 2017). It is expected that VINCI will use the exchange rate as applicable on that date. During the life of my investment, the value of my assets will be affected by fluctuations in the currency exchange rate between the Euro and the Ringgit Malaysia. As a result, if the value of the Euro strengthens relative to the Ringgit Malaysia, the value of my assets expressed in Ringgit Malaysia will increase. On the other hand, if the value of the Euro weakens relative to the Ringgit Malaysia, the value of the assets expressed in Ringgit Malaysia will decrease.
- I have duly noted that, save for the occurrence of a case of early release (as described in the Information Brochure) my investment will remain blocked for a 3-year period.
- VINCI makes available upon request the regulations of the International Group Share Ownership Plan of VINCI group and of the FCPEs referred to in the front of this subscription order.
- VINCI shares are listed on Euronext. The value of my investment will track the value of VINCI shares that may go up as well as down. VINCI makes available on www.inci.com its document de référence (annual report) and other financial reports that contain important information on the activities, strategy, management and financial results of VINCI as well as the risk factors related to activities of VINCI group. I certify that I was able to access these documents.
- I have noted the tax consequences that may result from my participation in the International Group Share Ownership Plan and assume full responsibility therefore. In particular, I acknowledge that I must reimburse my employer for any sum that it would have had to advance on my behalf for the tax or social charges that are applicable to me. My employer may, subject to applicable laws, deduct such amounts from my pay or any other amounts due to me and/or may order the sale of all or part of my FCPE units or shares and withhold from the proceeds.
- My decision whether or not to participate in this offering is entirely voluntary and personal. My decision will have no effect, either positive or negative, on my employment within the VINCI group. Participation in this offering is separate from and does not form a part of my employment agreement and does not confer to me any right or entitlement in relation to my employment or subsequent benefits or entitlements, including upon termination.
- I also noted that neither this document nor any other material distributed or made available to me in connection with this offering or the International Group Share Ownership Plan shall confer to me any right or entitlement in relation to future offerings.
- My investment will be complemented by a grant of shares without consideration by VINCI. Details thereof are described in the Information Brochure.
- I certify that my payments to the International Group Share Ownership Plan made in 2017 will not exceed 25% of my annual gross compensation.
- The number of shares available for the offering is 8 956 491. If the overall amount of subscription requests exceeds the number of shares available for offering, the amount of my investment will be reduced. The reduced amount will be calculated as follows:
 - (i) An individual threshold will be calculated equal to the average subscription request calculated based on the overall amount of subscription requests. Subscription requests will be wholly served up to this threshold.
 - (ii) Then, the remaining amount of shares will be determined and a reduction ratio will be calculated to be applied to remaining individual subscription requests.

I accept to reduce the amount of my investment accordingly. Amounts corresponding to subscription requests that could not be met will be reimbursed to me up to my voluntary payment or the amount to be withheld reduced accordingly. Payment will be made according to terms provided locally.

I have noted that if I fail to pay or do not pay in time the amount of my investment, this subscription order can be cancelled without notice. If my order has been processed, I will remain liable to my employer for the amount of my subscription. I recognize and expressly accept that VINCI or my employer may redeem or have redeemed, without any prior notice whatsœver, all of my FCPE units and/or shares and allocate the proceeds towards payment of my subscription amount. If the proceeds from the sale are not sufficient to cover the amount indicated above, I will remain liable to my employer for the corresponding amount. Further, my employer reserves the right to file a claim against me for payment of the unpaid amounts.

This subscription order is subject to provisions of French Law n°78-17 of January 6, 1978 on data processing, data files and individual liberties. I have read and understand the privacy notice set out in the local supplement. I have been informed that information contained in this subscription order shall be used in the context of the computer data processing by VINCI. I take note that information provided in this subscription order may only be used in order to manage the International Group Share Ownership Plan and to meet legal requirements. This data may be transmitted to any person involved in administration of the International Group Share Ownership Plan. In particular, I authorize transfer of my personal information to these persons in France. This data will be retained for the time necessary to process subscriptions of VINCI shares and all transactions resulting therefrom as well as for management of assets held in the International Group Share Ownership Plan. I may exercise my right to access and rectify my personal data by contacting the Human Resources department of my employer.

• I understand that the offer is not open to "U.S. Persons" and I hereby certify accordingly that I am not a resident of the United States of America. I understand that further information about this restriction is available in the FCPE's regulations and on the website of the management company: www.amundi.com.