



66

September 2017

SIAS

DISCLAIMER

This document (the "document") has been prepared by ASTM Group and SIAS Group (the "companies") for the sole purpose described herein. Under no condition should it be interpreted as an offer or invitation to sell or purchase or subscribe to any security issued by the companies or its subsidiaries.

The content of this document is of purely informative and provisional nature and the statements contained herein have not been independently verified. Certain figures included in this document have been subject to rounding adjustments; accordingly, figures shown for the same category presented in different tables may vary slightly and figures shown as totals in certain tables may not be an arithmetic aggregation of the figures which precede them.

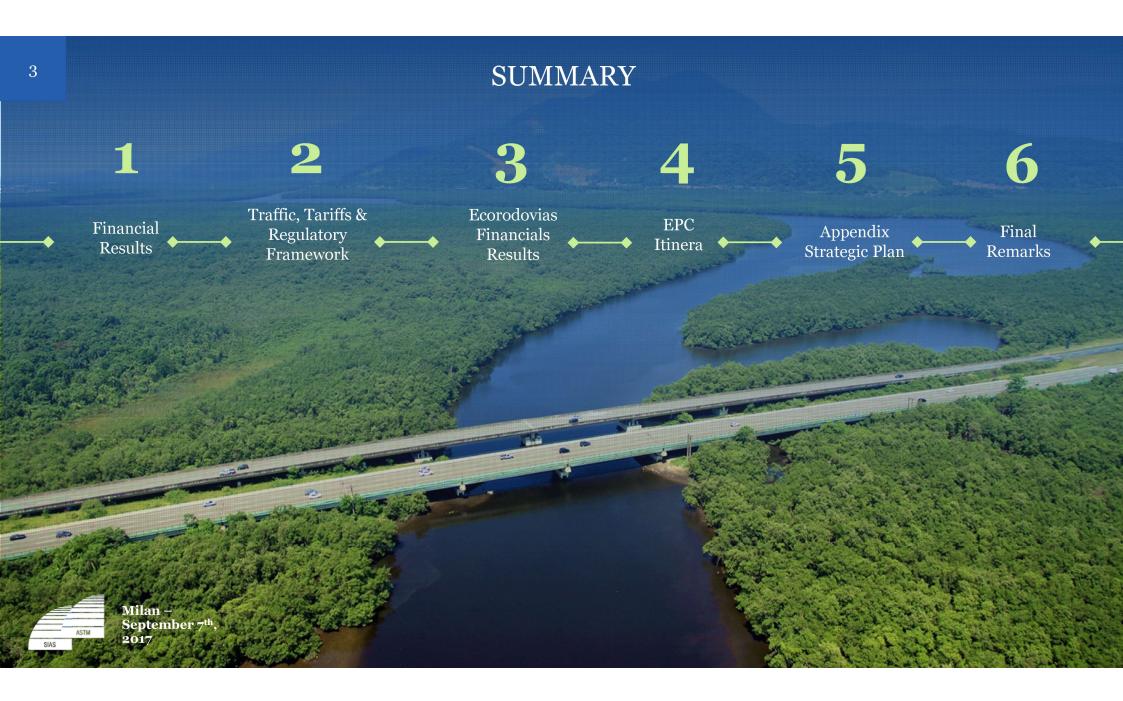
This document contains forward-looking statements, including (but not limited to) statements identified by the use of terminology such as "anticipates", "believes", "estimates", "expects", "intends", "may", "plans", "projects", "will", "would" or similar words. These statements are based on the companies' current expectations and projections about future events and involve substantial uncertainties. All statements, other than statements of historical fact, contained herein regarding the companies' strategy, goals, plans, future financial position, projected revenues and costs or prospects are forward-looking statements. Forward-looking statements are subject to inherent risks and uncertainties, some of which cannot be predicted or quantified. Future events or actual results could differ materially from those set forth in, contemplated by or underlying forward-looking statements. Therefore, you should not place undue reliance on such forward-looking statements.

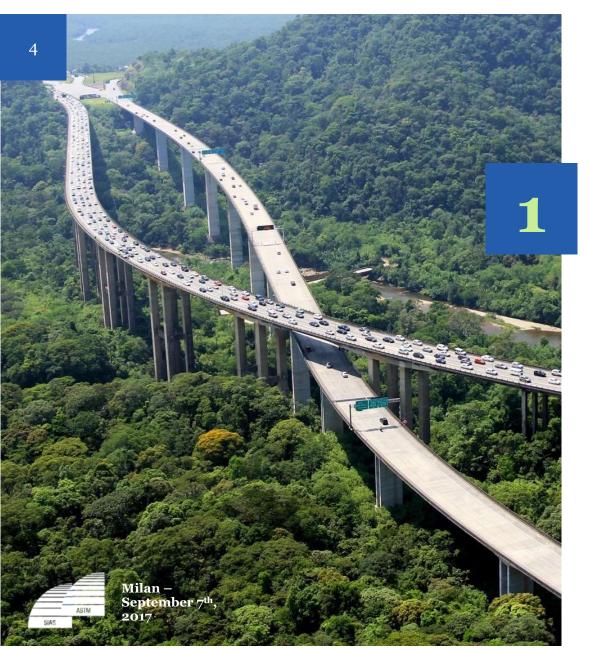
The companies do not undertake any obligation to publicly update or revise any forward-looking statements. The companies have not authorized the making or provision of any representation or information regarding the companies or their subsidiaries other than as contained in this document. Any such representation or information should not be relied upon as having been authorized by the companies.

Each recipient of this document shall be taken to have made their own investigation and appraisal of the condition (financial or otherwise) of the companies and their subsidiaries.

Neither the companies nor any of their representatives shall accept any liability whatsoever (whether in negligence or otherwise) arising from the use of this document. This document may not be reproduced or redistributed, in whole or in part, to any other person.



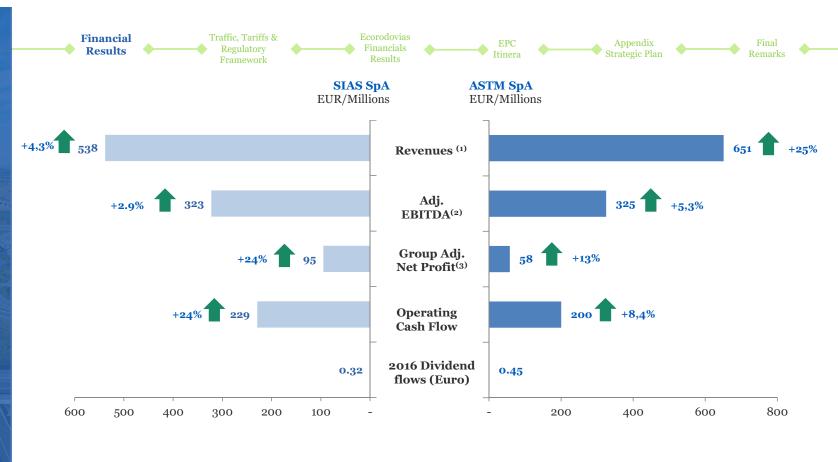




1H 2017 Group's Periodic Financial Information



Milan – September 7th, 2017



Total FY2016 Dividend €73M 44% Pay Out Ratio 2.5X Adj. NFP/Adj. Ebitda

Total FY2016 Dividend €42M 44% Pay Out Ratio 2.4X Adj. NFP/Adj. Ebitda

(1) ITINERA consolidation

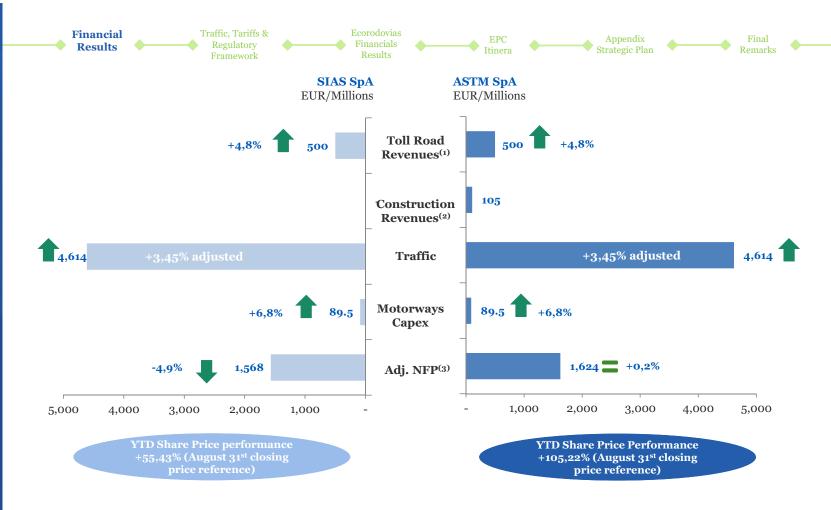
(2) Adjusted for non-operating items

(3) Net result adjusted for extraordinary items (investments available for sale & one off amortization)

1H 2017 Group's Periodic Financial Information

Milan – September 7th, 2017

ASTM



✓ Increasing Profitability, strong Cash Generation, solid Financial Profile
 ✓ 2,5€/Bn of Available Sources Funding at ASTM Group level

(1) Toll Road Revenues net of ANAS Fees

(2) Amount gross of intra group cancellations and Itinera consolidation from July $1^{\rm st}$ 2016

(3) Adjusted for the Net Present Value of payable due to ANAS

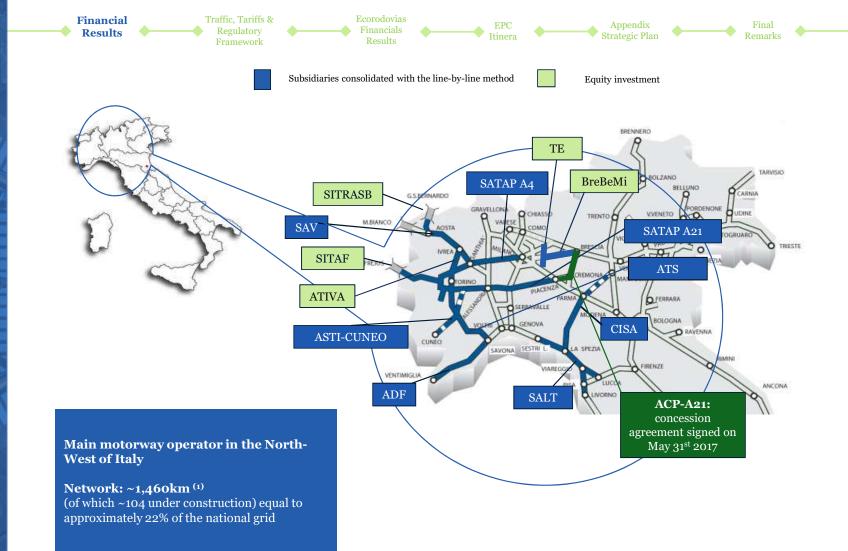
Highlights Italian network

Milan – September 7th,

2017

ASTM

SIAS



(1) Including the stretch ACP-A21, concession agreement signed on May 31st 2017.

Highlights Italian network (**)



Milan – September 7th, 2017

	ncial sults	Traffic, Tariffs & Regulatory Framework	Ecorodov Financia Results	ls 🔶 🗕 🚽	EPC Itinera	Appe Strateg			nal harks	
	Concessionaire	Stretch	% Stake	Km	Maturity	2016FY Toll Revenues (€M)	2016FY EBITDA (€M)	2016FY Net Profit (€M)	2016FY NFP (€M)	Est. @ 31/8 TV (€M)
	SATAP	A4 Torino – Milano	99,87%	130,3	31/12/2026 + 4Years ⁽⁷⁾	233,8	169,6	97,6	669,2	TBD ⁽⁸⁾
Controlled Companies	SATAP	A21 Torino – Piacenza	99,87%	167,7	30/06/2017 + 2Years ⁽⁵⁾	177,1	117,1			102
	SALT	Sestri Levante - Livorno, Viareggio - Lucca e Fornola - La Spezia	95,23%	154,9	31/07/2019	183,9	122,5	50,8	195,8	290
(Line by Line	ADF	Savona – Ventimiglia	70,92%	113,2	30/11/2021	152,9	94,1	35,5	56,3	99
Consolidation)	CISA	La Spezia – Parma	99,35%	182 ⁽¹⁾	31/12/2031	95,7	55,2	11,4	4,4	-
	SAV	Quincinetto – Aosta	65,08%	59,5	31/12/2032	67,5	41,6	17,5	50,4	-
	ATS	Torino – Savona	100,00%	130,9	31/12/2038	64,6	32,8	10,9	41,1	-
	ASTI-CUNEO	Asti-Cuneo	60,00%	$78^{(2)}$	31/12/2030 ⁽³⁾	17,4	2,3	1,4	205,7	-
	AUTOVIA PADANA	Piacenza - Brescia ⁽⁴⁾	51%	88,6	31/12/2041	65,0	32,0	10,6	172	-
Joint Controlled	ATIVA	Tangenziale di Torino, Torino - Quincinetto, Ivrea - Santhià e Torino – Pinerolo	41,17%	155,8	31/8/2016 + 2Years ⁽⁵⁾	123,3	74,2	19,8	(47,2)	102
Companies (Equity Method	SITAF	Traforo del Frejus Torino – Bardonecchia	36,60%	94	31/12/2050	126,4	76,0	25,2	209,8	-
Consolidation)	SITRASB	Traforo del Gran San Bernardo	36,50%	12,8	31/12/2034	11,3	4,6	-	(12,6)	-
	ТЕ	Tangenziale esterna di Milano	62% ⁽⁶⁾	32	30/04/2065	45,0	24,7	(36,2)	1.041	-

1) Inclusive of the Parma and Nogarole Rocca Stretch (81km – not yet built)

2) 23Km under construction

3) Originally 23,5 years from the completion (Under negotiation reduction of the maturity to 31/12/2030 in the SATAP A4 extention program)

4) Concession expected to start in the next months – Figures make reference to the former Concessionaire – Final % stake after the disposdal to Ardian, expected by year end

5) Concession expired; additional 2 years expected of prorogatio

6) Agreement reached with Banca Intesa on July 28th. By the way cocontrol still in place till the end of 2018.

7) 4 years exentions under approval of MIT in the Asti-Cuneo Cross Financing Program

8) Satap A4 will be eligible for a significant TV in the A33 cross financing scheme

8



Tangenziale Esterna -BreBeMi.

> Milan Septen 2017

Milan – September 7th, 2017



Agreement with Banca Intesa:

On July 28th Sias signed an agreement with Intesa Sanpaolo to swap their respective partecipations in Tangenziale Esterna di Milano and BreBeMi by 31 December 2018. Sias will concentrate its investments in Tangenziale Esterna di Milano

- ✓ Sias stake in TEM @ 62,22% and in TE @ 61,88 (directly and indirectly through TEM)
- The completion of the transaction is subject to the condition precedent of the Granting Body (MIT/CAL) obtaining the authorisations/waivers from the lending banks and the Italian Antitrust Authority.
- ✓ Sias cash out: € 20,6mln as well as coverage of commitments and guarantees of around € 9,9mln
- ✓ Sias intends to initiate discussions with potentially interested parties so as to be able to guarantee, through the transfer of shareholdings agreement and corporate action, aa joint control situation of the investment in TEM / TE along the lines of the current arrangement with Intesa

Financial 1H17 Results

ASTM Group – Strong financial performance and operating cash flows generation



Milan – September 7th, 2017



ASTM Group

	1H16	1H17	Chg.	
€ in millions	Actual	Actual (*)	1H17 vs. 1H16	Chg. %
Revenues	522.1	651.0	128.9	24.7%
of which net toll revenues	477.3	500.3	23.0	4.8%
Adjusted EBITDA (**)	308.6	324.7	16.1	5.2%
EBITDA margin	59.1%	49.9%	n.a.	n.a.
Net result assigned to the Parent Company's Shareholders	49.3	46.0	(3.2)	-6.6%
Adjusted Net result assigned to the Parent Company's Shareholders (***)	51.0	57.6	6.6	13.0%
Adjusted net debt (****) Dec31st 2016 vs June30th 2017	(1,621.5)	(1,624.0)	(2.5)	0.2%
Adjusted EBITDA FY2016	662.7		n.a	n.a
Adjusted net debt / adjusted EBITDA FY16	2.4x		n.a	n.a
Operating cash flows	184.7	200.2	15.5	8.4%
Motorway sector capex, net of grants (*****)	82.3	85.9	3.6	4.4%

(*) Consolidation of Itinera, starting from July 1, 2016

(**) Adjusted for non-operating items

(***) Net result adjusted for extraordinary items (investments available for sale)

(****) Adjusted for the Net Present Value of payable due to ANAS: €162,96m as at 30June17 and €158.1m as at 31Dec16

(*****) Motorw ay sector capex gross of grants amounted to €83,8m in 1H16 and €89,5m in 1H17

✓ Dividend pay-out ratio FY2016: 44%
 ✓ Dividend ps in 2016: 45 euro cent

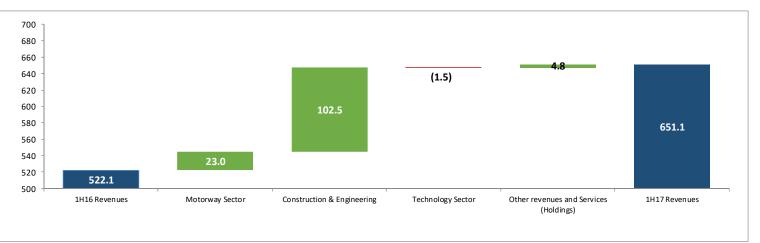
✓ Dividend yield on FY 2016: 4,44% ✓ 2017-2021 DIVIDEND CAGR: +7%



ASTM Group - Revenues

€ in millions	1H16 Actual	1H17 Actual	Chg. 1H17 vs. 1H16	Chg. %
Net toll revenues	463.8	485.4	21.6	4.7%
Royalties	13.5	14.9	1.4	10.7%
Motorway Sector	477.3	500.3	23.0	4.8%
Construction/Engineering	6.2	108.7	102.5	n.a.
Technology Sector	20.2	18.7	(1.5)	-7.3%
Other revenues and Services (Holdings)	18.4	23.3	4.8	26.3%
Revenues	522.1	651.0	128.9	24.7%

✓ 2017 1H Revenues increased by c.€129m (+24,7% vs. 1H16) thanks to Motorway sector recovery and Itinera's consolidation, starting from 1st July 2016



Financial Results

ASTM Group – Revenues Breakdown

> Milan – September 7th, 2017

SIAS



ASTM Group – EBITDA Breakdown

ASTM

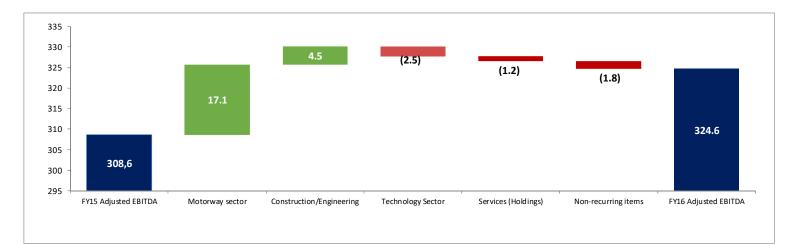
SIAS

Milan – September 7th, 2017



ASTM Group - EBITDA

	1H16	1H17	Chg.	
€ in millions	Actual	Actual	1H17 vs. 1H16	Chg. %
Motorway Sector	304.5	321.6	17.1	5.6%
Construction/Engineering	3.7	8.2	4.5	121.6%
Technology Sector	10.1	7.6	(2.5)	-24.8%
Services (Holdings)	(7.0)	(8.2)	(1.2)	17.1%
Reported EBITDA	311.3	329.2	17.9	5.8%
Non-recurring items	(2.7)	(4.5)	(1.8)	n.a.
Adjusted EBITDA	308.6	324.7	16.1	5.2%





ASTM Group - Net Debt

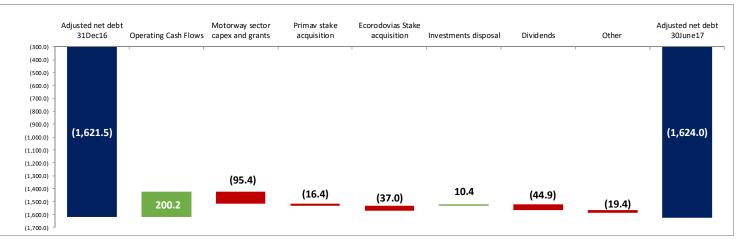
€ in millions	30June17 Actual	31Dec16 Actual	Chg. 1H17 vs. FY16
Cash and cash equivalents	602.4	888.8	(286,4)
Financial receivables (*)	466.1	451.8	14,3
Current Financial payables	(516,4)	(814,6)	298,1
Net cash / (debt) – current portion	552,1	526,1	26,0
Non current financial payables	(2.015,5)	(2.039,3)	23,8
Reported net debt	(1.463,4)	(1.513,2)	49,8
Non current financial receivables (**)	2,4	49,8	(47,4)
Payables due to ANAS (NPV)	(163,0)	(158,1)	(4,9)
Adjusted net debt	(1.624,0)	(1.621,5)	(2,5)

(*) Mainly including financial receivables from interconnections and grants to be collected

(**) Referred to minimum amount guaranteed by the grantor with regard to agreements signed by Euroimpianti.

The decrease is due to Fiera Milano Parking re-classification

✓ ASTM Group - H1 2017 Net Debt in line with FY2016 Net Debt



Financial Results

ASTM Group – H1 2017 **Net Debt**

Milan – September 7th, 2017

SIAS Group – Strong financial performance and operating cash flows



Milan – September 7th, 2017



SIAS Group

	1H16	1H17	Chg.	
€ in millions	Actual	Actual	1H17 vs. 1H16	Chg. %
Revenues	516.1	538.2	22.1	4.3%
of which net toll revenues	463.8	485.4	21.6	4.7%
Adjusted EBITDA (*)	313.8	322.6	8.8	2.8%
EBITDA margin	60.8%	59.9%	n.a.	n.a.
Net result assigned to the Parent Company's Shareholders	76.1	78.8	2.7	3.5%
Adjusted Net result assigned to the Parent Company's Shareholders (**)	76.9	95.3	18.4	23.9%
Adjusted net debt (***) Dec31st 2016 vs June30th 2017	(1,648.1)	(1,567.6)	80.5	-4.9%
Adjusted EBITDA FY2016	661.5		n.a.	n.a.
Adjusted net debt / adjusted EBITDA FY16	2.5x		n.a.	n.a.
Operating cash flows	185.2	229.4	44.2	23.9%
Motorway sector capex, net of grants (****)	82.3	85.9	3.6	4.4%

(*) Adjusted for non-operating items

(**) Net result adjusted for extraordinary items (investments available for sale)

(***) Adjusted for the Net Present Value of payable due to ANAS: €158,1m as at 31Dec16 and €163m as at 30Jun17

(****) Motorw ay sector capex gross of grants amounted to €83,8m in 1H16 and €89,5m in 1H17

✓ Dividend pay-out ratio FY2016: 44%
✓ Dividend ps in 2016: 32 euro cent

✓ Dividend yield on FY 2016: 3,80% ✓ 2017-2021 DIVIDEND CAGR: +7%



SIAS Group – Revenues Breakdown

> Milan – September 7th, 2017

SIAS

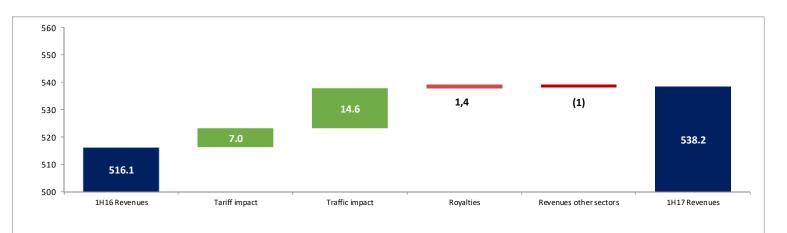


SIAS Group - Revenues

	1H16	1H17	Chg.	
€ in millions	Actual	Actual	1H17 vs. 1H16	Chg. %
Net toll revenues	463.8	485.4	21.6	4.7%
Royalties	13.5	14.9	1.4	10.6%
Motorway Sector	477.3	500.3	23.0	4.8%
Construction/Engineering (*)	0.7	0.0	(0.7)	n.a.
Technology Sector	20.5	20.7	0.2	0.9%
Other revenues and Services (Holdings)	17.7	17.2	(0.5)	-3.0%
Revenues	516.1	538.2	22.0	4.3%

(*) Deconsolidation of ABC Construction into Itinera

✓ 2017 1H Revenues are up 4,3% vs 1H 2016 – The boost comes from traffic recovery!





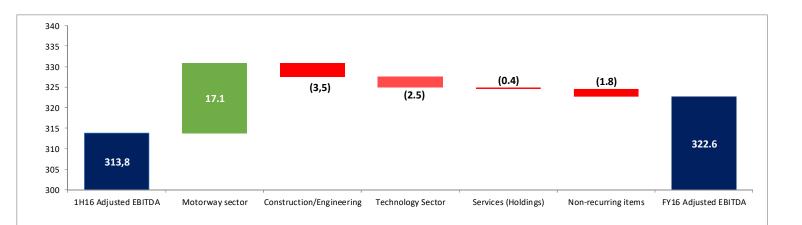
SIAS Group – EBITDA Breakdown

> Milan – September 7th, 2017



SIAS Group - EBITDA

	1H16	1H17	Chg.	
€ in millions	Actual	Actual	1H17 vs. 1H16	Chg. %
Motorway Sector	304.5	321.6	17.1	5.6%
Construction/Engineering	3.8	0.3	(3.5)	-92.1%
Technology Sector	10.1	7.6	(2.5)	-24.8%
Services (Holdings)	(3.6)	(4.0)	(0.4)	11.1%
Reported EBITDA	314.8	325.5	10.7	3.4%
Non-recurring items	(1.1)	(2.9)	(1.8)	n.a.
Adjusted EBITDA	313.8	322.6	8.8	2.8%





SIAS Group - Net Debt

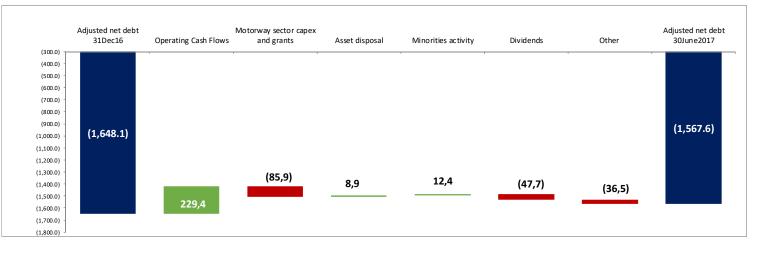
	30June17	31Dec16	Chg.
€ in millions	Actual	Actual	1H17 vs. FY16
Cash and cash equivalents	472.9	757.5	(284.6)
Financial receivables (*)	466.1	448.4	17.7
Current Financial payables	(358.2)	(736.8)	378.6
Net cash / (debt) – current portion	580.8	469.1	111.8
Non current financial payables	(1,987.8)	(2,008.9)	21.1
Reported net debt	(1,407.0)	(1,539.8)	132.9
Non current financial receivables (**)	2.4	49.8	(47.4)
Payables due to ANAS (NPV)	(163.0)	(158.1)	(4.9)
Adjusted net debt	(1,567.6)	(1,648.1)	80.5

(*) Mainly including financial receivables from interconnections and grants to be collected

(**) Referred to minimum amount guaranteed by the grantor with regard to agreements signed by Euroimpianti.

The decrease is due to Fiera Milano Parking re-classification

✓ SIAS Group - H1 2017 Net Debt: €80m decrease thanks to high cash flow generation



Financial Results

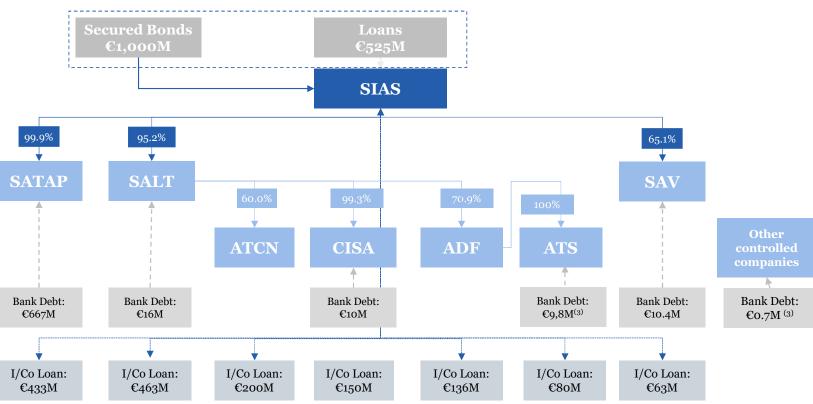
SIAS Group – H1 2017 Net Debt

Milan – September 7th, 2017

SIAS



SIAS is the main funding entity of the Group. The proceeds arising from corporate loans/bond issues are allocated – through intercompany loans – to SIAS' operating subsidiaries. A security interest (pledge) over the intercompany loans is granted to avoid structural subordination issue.



 $(1) \quad Excluding (i) \ NPV of non financial \ debt \ vs. \ FCG \ (\pounds 186.5m), (ii) \ fair \ value \ of \ derivatives \ (\pounds 100.5m) \ and \ (iii) \ bank \ overdrafts \ (\pounds 25m).$

(2) Including Logistica Tirrenica

(3) The repayment is born by ANAS (principal + interest). It is a State contribution granted to ATS to fund some investments and therefore not real debt

SIAS Group financial structure

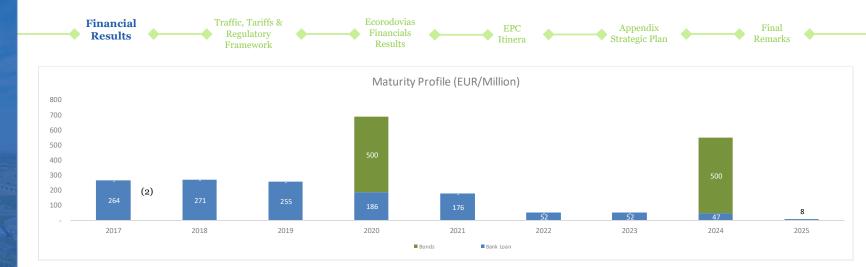
Group's Financial Debt ⁽¹⁾ allocation as of 30 June 2017



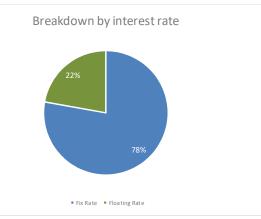
ASTM Group's Financial Debt⁽¹⁾ details on June 30th 2017

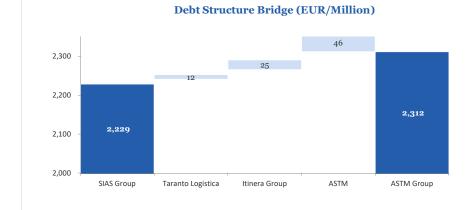






✓ Total ASTM Group long term financial debt: € 2,3Bn with an average maturity of some 4,5 years
 ✓ ASTM Group average cost of debt is 3,6% and the 78% is at Fix Rate





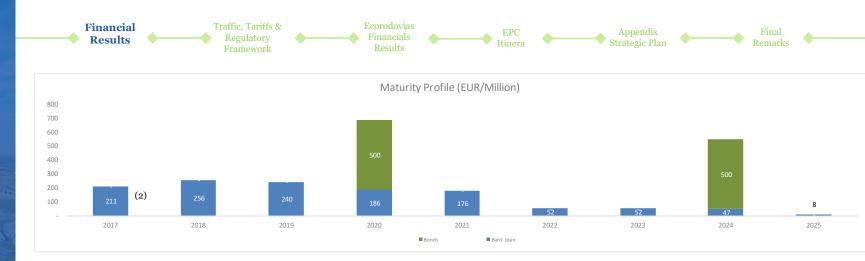
(1) Excluding (i) NPV of non financial debt vs. FCG, (ii) fair value of derivatives and (iii) bank overdrafts.

(2) 150€/M subject to usual roll over , already signed

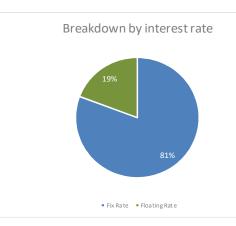
SIAS Group's Financial Debt⁽¹⁾ details on June 30th 2017







- ✓ Total SIAS Group long term financial debt: EUR
 2.2Bn with an average maturity of some 4,6 years and a smooth amortization profile
- ✓ SIAS Group average cost of debt is 3,49% and the 81% is at Fix Rate
- ✓ Solid Credit Rating: Baa2 (stable outlook) by Moody's (from 2010, confirmed on December 2016).
 BBB+ (stable outlook) by Fitch (from 2014, confirmed on April 2016)
- ✓ Convertible Bond fully repaid by cash available, on June 30th 2017



(2) 150€/M subject to usual roll over

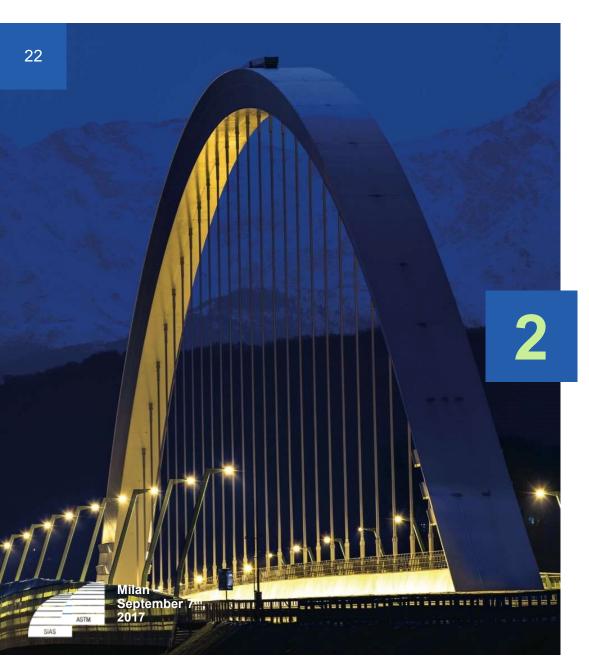
⁽¹⁾ Excluding (i) NPV of non financial debt vs. FCG, (ii) fair value of derivatives and (iii) bank overdrafts.

ASTM Group Available sources of funding on June 30th 2017





SIAS Group CASH AND CASH EQUIVALENTS as at June 30 th 17 (EUR/Millions)	938	
CDP financing	290	SATAP
Pool Loans related to Società di Progetto Autovia Padana	270	SIAS
VAT Pool Loan related to Società di Progetto Autovia Padana	66	AUTOVIA PADANA
Committed back up facilities	80	SIAS
Uncommitted bank credit lines	350	SIAS and Consolidated Companies
Committed facilities	70	SIAS
SIAS Group TOTAL UNDRAWN CREDIT LINES	1,126	
SIAS Group TOTAL AVAILABLE SOURCES OF FUNDING (EUR/Millions)	2,064	
ASTM Group (ex SIAS) CASH AND CASH EQUIVALENT as at June 30 th 17 (EUR/Millions)	131	
Uncommitted bank credit lines	291	ASTM and Consolidated Companies
Committed back up facilities	30	ASTM
Committed facilities	13	ITINERA
ASTM Group (ex SIAS) TOTAL UNDRAWN CREDIT LINES	334	
GROUP TOTAL AVAILABLE SOURCES OF FUNDING (EUR/Millions)	2,529	



Traffic, Tariffs & Regulatory Framework



✓ H1 2017 traffic increased by 2,94% (reported) and 3,45% (adjusted for the effect of leap year) vs. H1 2016 (+2.74% Light Vehicles and +3,52% Heavy Vehicles)

	1/1-30/06/2017			1/1-30/06/2016			Changes		
	Light	Heavy	Total	Light	Heavy	Total	Light	Heavy	Total
Total Q1: 1/1 – 31/3	1,506	558	2,064	1,528	533	2,061	-1.44%	4.92%	0.23%
April	644	189	833	568	195	763	13.35%	-3.24%	9.11%
May	595	218	813	602	208	810	-0.98%	4.41%	0.41%
June	690	214	904	647	203	850	6.68%	5.42%	6.38%
Total Q2: 1/4 – 30/6	1,929	621	2,550	1,817	606	2,423	6.29%	2.29%	5.29%
Total 1/1–30/6	3,435	1,179	4,614	3,345	1,139	4,484	2.74%	3.52%	2.94%
							Effect of	f leap year	0.51%

"Adjusted" traffic change

3.45%

Traffic, Tariffs & Regulatory Framework

H1 2017 Traffic performance – (1 of 4)

> Milan – September 7th, 2017

SIAS



✓ Traffic performance by single Concession holder:

Traffic, Tariffs & Regulatory Framework

H1 2017 Traffic performance – (2 of 4)



Milan – September 7th, 2017

(data in million vehicle Km.)	1/1-30/6/2017			1/	1/1-30/6/2016			Changes		
Company	Light	Heavy	Total	Light	Heavy	Total	Light	Heavy	Total	
SATAP S.p.A. – A4 section	832	284	1,116	816	274	1,090	1.99%	3.83%	2.45%	
SATAP S.p.A. – A21 section	649	332	981	640	322	962	1.43%	3.34%	2.07%	
SAV S.p.A.	128	38	166	125	36	161	2.38%	4.86%	2.93%	
Autostrada dei Fiori S.p.A.	431	148	579	432	143	575	-0.20%	3.47%	0.71%	
SALT S.p.A.	693	183	876	672	178	850	3.22%	2.83%	3.14%	
Autocamionale della Cisa S.p.A.	284	93	377	266	91	357	6.81%	1.68%	5.50%	
Autostrada Torino- Savona S.p.A.	364	83	447	343	79	422	6.13%	5.07%	5.93%	
Autostrada Asti-Cuneo S.p.A.	54	18	72	51	16	67	6.85%	9.77%	7.55%	
Total 1/1–30/6	3,435	1,179	4,614	3,345	1,139	4,484	2.74%	3.52%	2.94%	
						Effect of leap year			0.51%	
						"Adjusted" traffic change			3.45%	

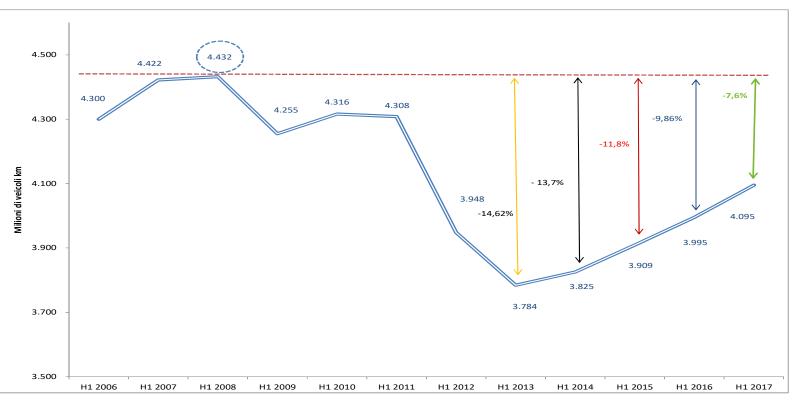


H1 2017 Traffic performance – (3 of 4)





- ✓ There is still upside from traffic recovery and past tariffs not yet recognized:
- ✓ Despite a recovery starting in 2014, "traffic volumes" (on a half-yearly basis) were lower by around 7.6% - compared to pre-crisis data, as shown in the table below⁽¹⁾.

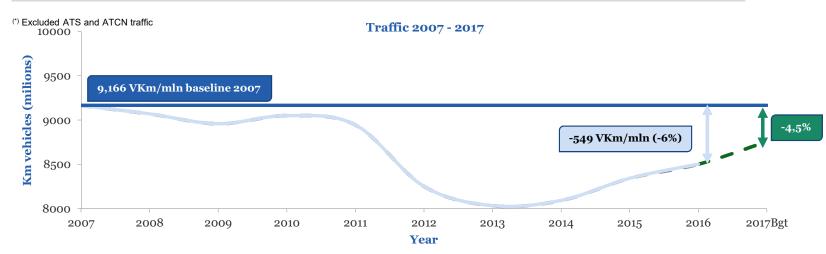


(1) Changes to the scope of consolidation in the period 2006-2017 were not considered (therefore, the "traffic volumes" for Ativa S.p.A., Autostrada Asti-Cuneo S.p.A. and Autostrada Torino-Savona S.p.A. were not included).



✓ Traffic performance: 2007 - 2017

Km vehicles 2017 2007 2008 2009 2010 2011 2012 2013 2014 2015 2016 budget (mln) 6.225 6.299 Light 6.803 6.760 6.850 6.854 6.757 6.062 6.111 6.403 6.485 Heavy 2.363 2.310 2.110 2.197 2.189 2.028 1.974 1.984 2.046 2.101 2.133 Total (*) 9.166 9.071 8.960 9.052 8.946 8.253 8.036 8.095 8.345 8.504 8.617 Chg. YoY -1,0% -1,2% 1,0% -1,2% -7,7% -2,6% 0,7% 3,1% 1,9% 1,3% Chg. 2017bgt vs. -6,0% 2007 Chg. 2017current recovery vs. -4,5% 2007



 Changes to the scope of consolidation in the period 2006-2017 were not considered (therefore, the "traffic volumes" for Ativa S.p.A., Autostrada Asti-Cuneo S.p.A. and Autostrada Torino-Savona S.p.A. were not included).

Traffic, Tariffs & Regulatory Framework

H1 2017 Traffic performance – (4 of 4)

> Milan – September 7th, 2017

SIAS



Actual tariffs increases

%	2015	2016	2017
SATAP A4	1.50%	6.50%	4.60%
SATAP A21	1.50%	0.00%	0.85%
SALT	1.50%	0.00%	0.00%
CISA	1.50%	0.00%	0.24%
ADF	1.50%	0.00%	0.00%
ATS	1.50%	0.00%	2.46%
SAV	1.50%	0.00%	0.00%

Weighted average tariffs increases

	2015	2015		2016		2017	
%	Requested	Actual	Requested	Actual	Requested	Actual	
Weighted Average Tariffs Increases	4.80%	1.50%	5.38%	1.48%	6.54%	1.42%	

Traffic, Tariffs & Regulatory Framework

Tariffs increases



Milan – September 7th, 2017



STABILIZATION OF REGULATORY FRAMEWORK:

Extension Satap A4 (Milano-Torino)

Completion A33 (Asti-Cuneo)

Financial Plan Renewals

ASTM Milan Septem 2017

Milan – September 7th, 2017 Sias group is currently dealing with the Grantor (MIT) and the European Authorities in order to settle all the pending issue before year end

Traffic,

Tariffs &

Regulatory Framework

Regulatory

Framework



Cross financing A4-A33 – main indicative terms:

Asti-Cuneo A33 completion and financial plan re-balance through cross financing with Satap A4 Milano-Torino:

- ✓ Asti-Cuneo A33 capex to completion: € 350mln (2018-2021)
- ✓ Satap A4 maturity extension at 31/12/2030 (+4 years)
- Satap A4 annual tariff increase: CPI + 50bps (fixed for the outstanding period of the concession)
- ✓ Satap A4 Terminal Value method: capitalization of the credits on the cross financing capex with a cap of 1,6x 2030 Ebitda (A4+A33)
- ✓ Remuneration based on 3 different WACC:
- Wacc 1: fixed to be applied to Asti-Cuneo A33 initial RAB and completion capex
- Wacc 2: floating as per CIPE regulation, to be applied to Satap A4 initial RAB
- Wacc 3: fixed 2018-2022 to be applied to Satap A4 residual capex
- ✓ Final settlement of all legal disputes on Asti-Cuneo A33 financial plan

29

Traffic, Tariffs & Regulatory Framework

Regulatory Framework



Milan – September 7th, 2017



Financial plan renewals- main indicative terms:

Advanced negotiations on SALT, ADF, CISA, ATS and SAV 2014-2018 financial plans renewals based on:

- ✓ Capex: stated on the original financial plans
- ✓ WACC definition method, as per CIPE regulation with:
- ERP increased to 5,5%
- Risk free rate based on the last 12 months avg 10 years BTP
- Kd based on the effective debt cost with a cap of risk free rate plus 200 bps
- ✓ Terminal value: agreement for SALT, ADF and Satap A21
- ✓ Recovery of the missing past tariff increases for €40 mln regarding SALT, ADF, CISA,
 SAV and Satap A21
- ✓ Final settlement of all legal disputes on renewals and delays

Safety measures

✓ Potential additional capex for ADF, ATS and Satap A21 in exchange of extension or additional Terminal Value

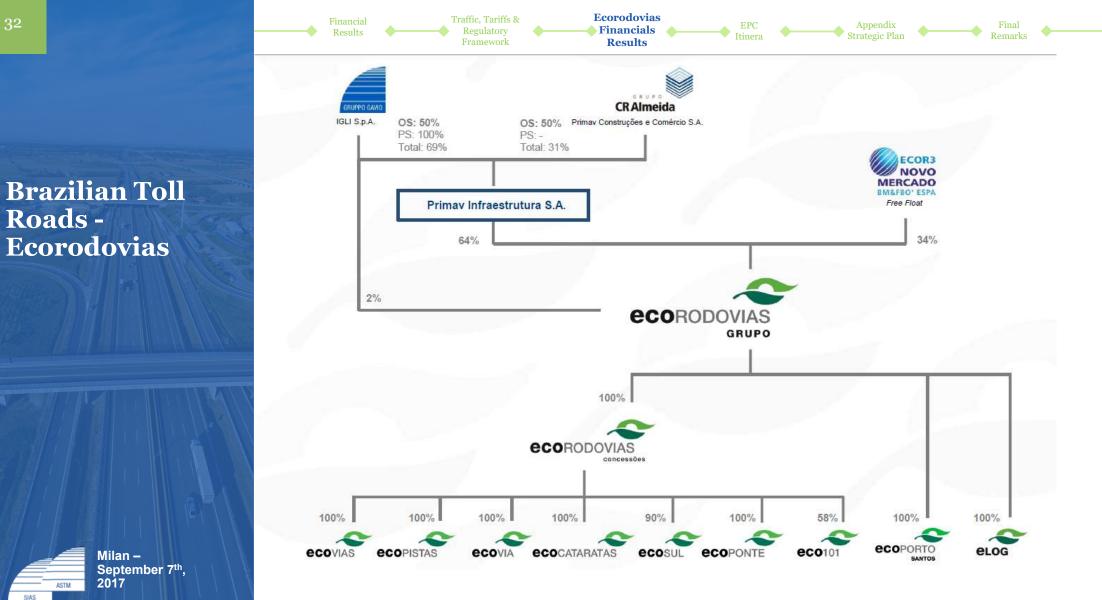
Traffic, Tariffs & Regulatory Framework

Regulatory Framework

> Milan − September 7th, 2017

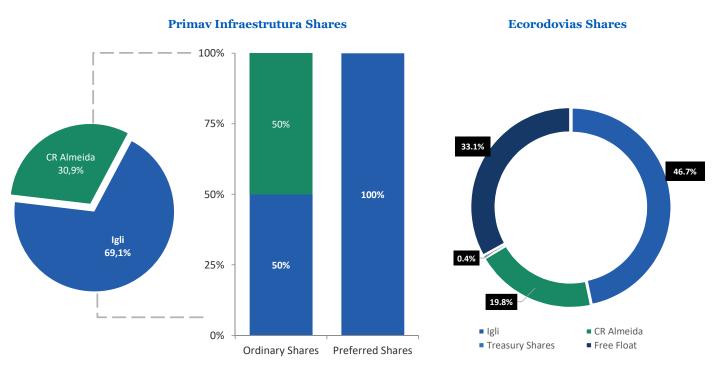


Ecorodovias Financial Results





- ✓ May 2016 Acquisition of 64.1% of Primav Infrestrutura (41% of Ecorodovias looking through)
- ✓ May 2017 agreement for the acquisition of a further 5% of Primav Infrestrutura (3.2% of Ecorodovias looking through)⁽¹⁾
- ✓ April / May 2017 Acquisition of further 2,51% of Ecorodovias⁽²⁾



Purchase Price approx. 188M/BRL paid by (i) converting the IGLI Financial Loan vs CRASA (approx. 133M/BRL) and (ii) cash (approx. 55M/BRL)
 Purchase price approx. 132M/BRL

Brazilian Toll Roads -Ecorodovias

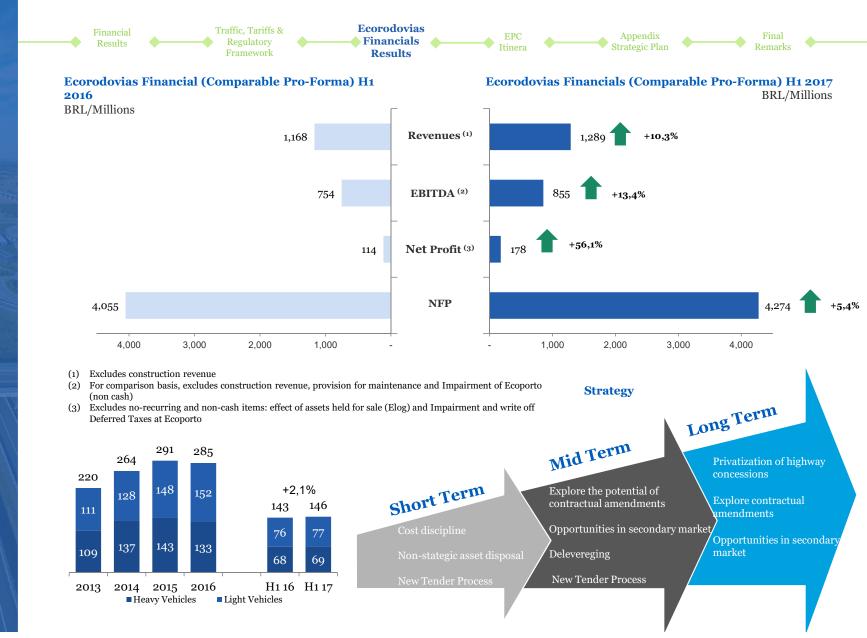
Milan – September 7th, 2017

Ecorodovias Highlights

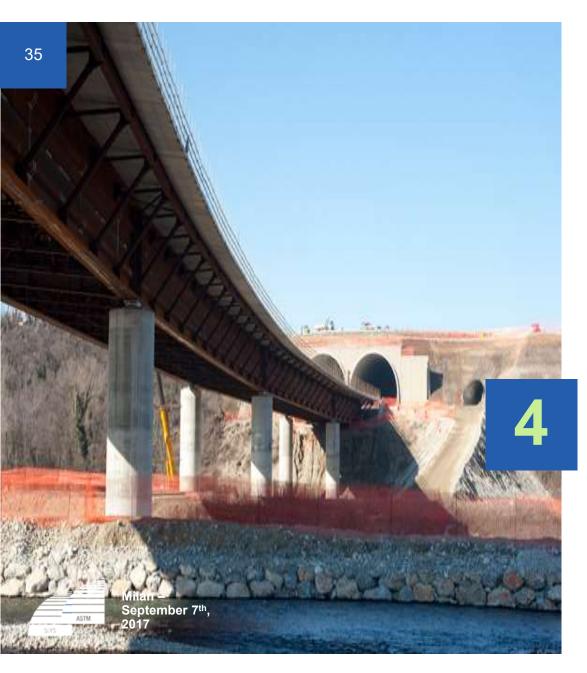
Milan – September 7th, 2017

ASTM

SIAS



Milan –



EPC - Itinera

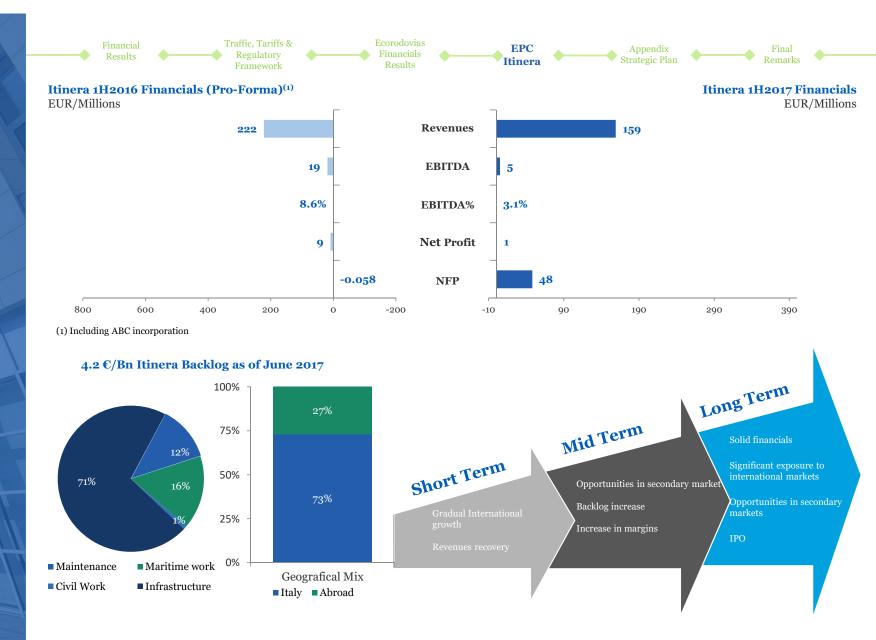
Construction -Itinera

EPC

Itinera Strategic and Financial Highlights







26



HEADQUARTER Itinera Branches **Countries where Itinera**

Final Remarks

KAZAKHSTAN

UAE

submitted tenders

Countries where Itinera awarded contracts

Milan – September 7th, 2017

ASTM

SIAS



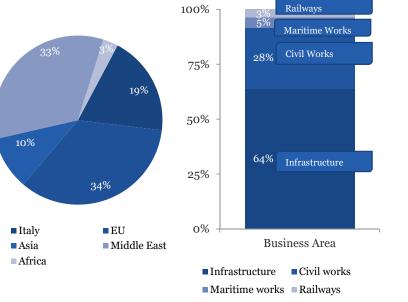
EPC

Itinera Current Tenders and Pre-Qualifications

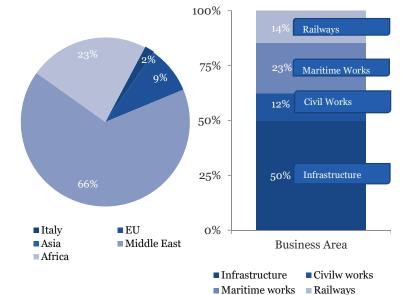




Itinera Tender as of June 2017



Itinera Pre-Qualification as of June 2017



- ✓ 2.4 €/Bn of tenders already submitted and still in progress
- ✓ 2.1 €/Bn of pre-qualifications already submitted and still in progress

Construction -Itinera

Acquisition of majority shareholding in Halmar International LLC

ASTM SO

Milan – September 7th, 2017



July 6th: ITINERA enters the US Infrastructure Market through Halmar acquisition

- ✓ Itinera acquired 50% of Halmar's share capital and got the control through the governance agreements signed
- The deal is worth \$ 60mln (of which \$ 50mln to buy shares and \$ 10mln as additional equity)
- ✓ Halmar is one the top five construction companies operating in the metropolitan area of New York in the transport infrastructure sector (roads, motorways, railways, subways, airports, bridges and viaducts)
- ✓ The company aims to achive overall revenue of about \$ 450mln with an average EBITDA od 6%. During 2017, the company took part/planned to take part in tenders having a proquota value of about \$ 4bn
- ✓ Itinera's equity holding in Halmar will enable the company to improve its ability to respond successfully to EPC Contractor (Engineering, Procurement & Construction) tenders, expand its bond capacity and, at the same time, focus on new Private Public Partnership (PPP) projects that many US States are launching

39

EPC



Business Line Construction: Itinera

EPC

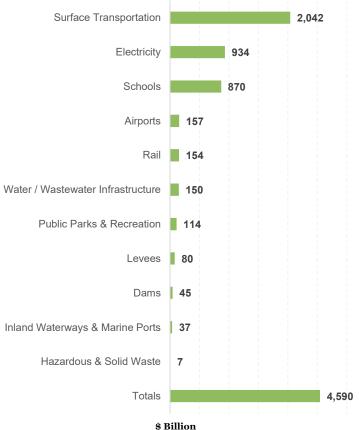
HAUMAR Acquisition



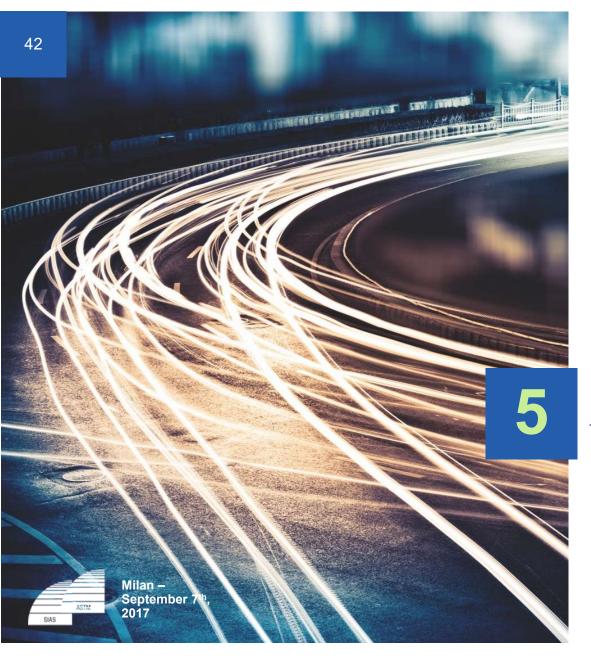
Milan – September 7th, 2017 In July 2017, Itinera acquired HAUMARS a US construction company, leader in design-build project delivery

- The deal is the starting point for USA market development both for the EPC and Concession Business Unit
- Halmar and Itinera have an aligned strategy, complementary core capabilities and a common commitment to high cash flow generations and margins
 - Itinera targeted at **15%** 2017-2021 Halmar USA Revenues CAGR and an yearly average new backlog acquisition of more than **\$300m**

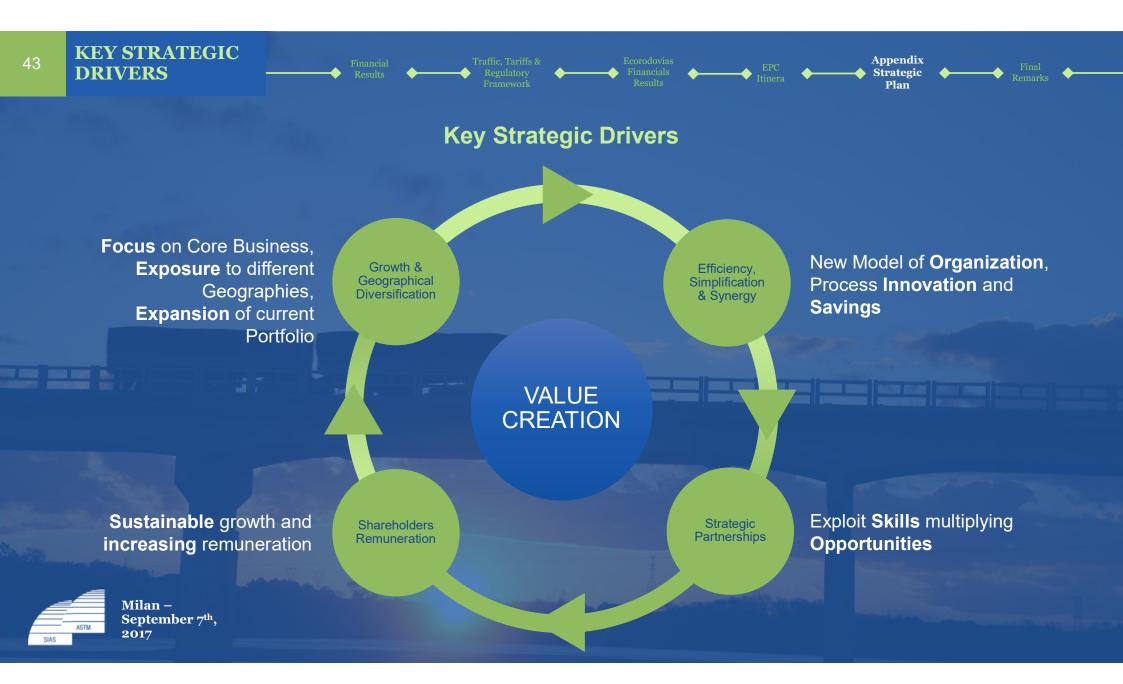
2016-2025 Cumulative USA Infrastructure Needs







Appendix - Strategic Plan









INTERNATIONAL GROWTH APPROACH

Milan – ASTM September 7th, 2017



- ✓ Selection of target geographies based on three main key drivers: market **GROWTH**, business and regulatory **RISKS** and **PROFITABILITY**
- ✓ The Group believes that EUROPE, LATAM and NORTH AMERICA represent a balanced and well diversified mix

	Italy (EUROPE)	Brazil (LATAM)	USA (NORTH AMERICA)
Growth		() =	
Risk			() =
Yield	(°)	(d)	
b Stable	Favorabl e		

Other features to be considered:

- Stable and advanced regulatory framework
- ✓ Relevant traffic expansion
- Significant infrastructure investment pipelines
- Profitability in line with Group policy and Shareholders' expectations



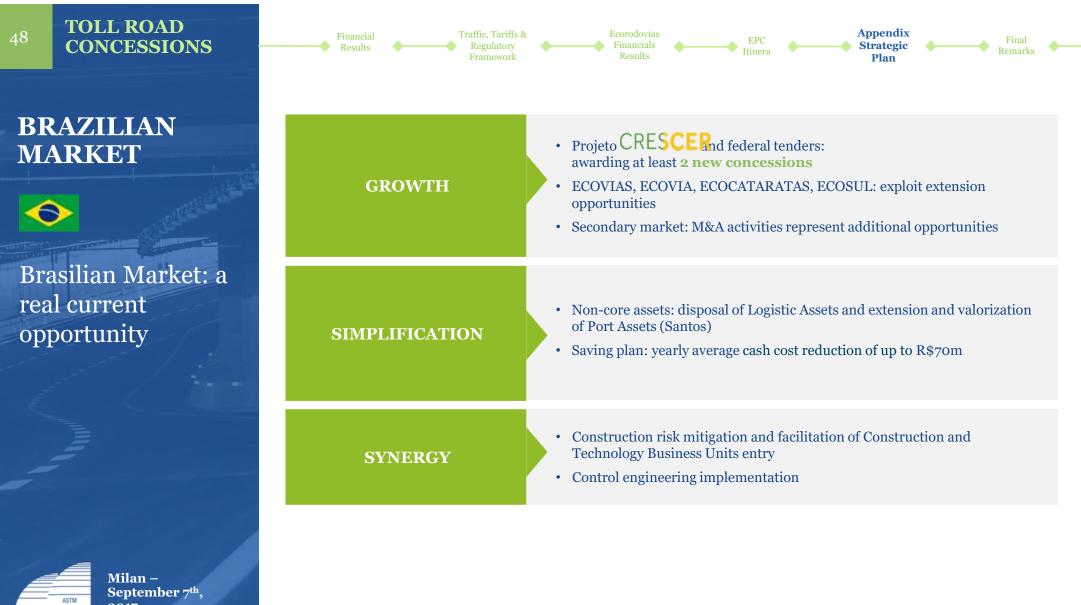
SUCCESSFUL TRACK RECORD

TOLL ROAD

2017-2021 Group growth strategy represents a new step in a process already successfully implemented in the past in terms of Asset Acquisition and Network Growth









US MARKET

USA: the new

challenge

TOLL ROAD

2016-2025 Cumulative Surface Transportation Infrastructure Needs: **\$2** Trillion

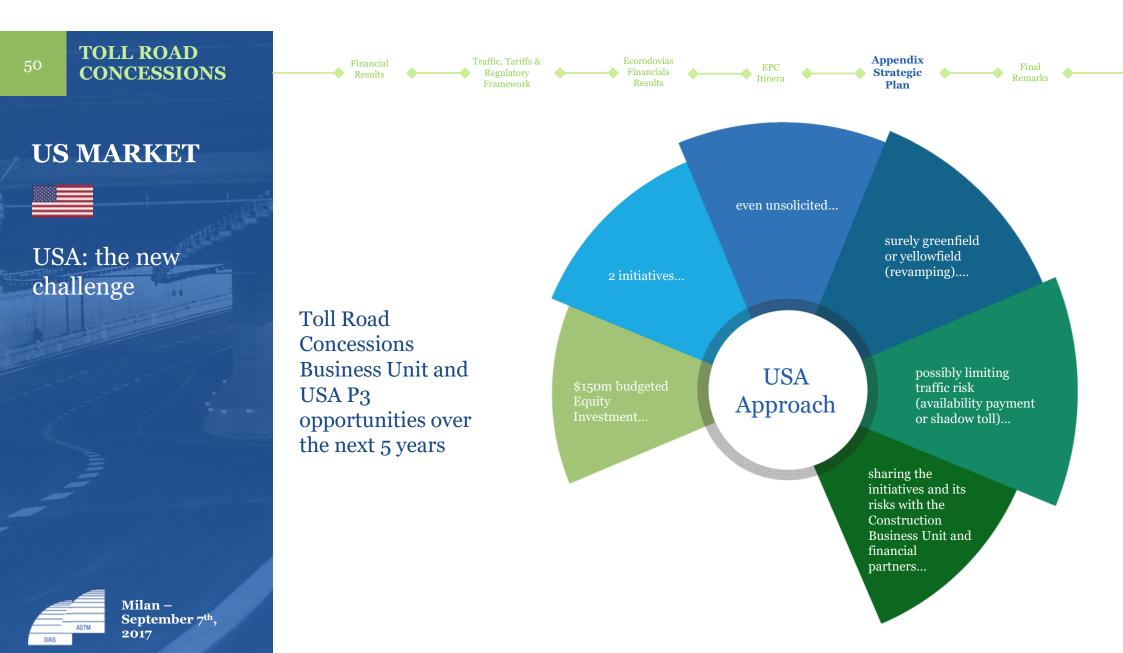


"....our nation is a cross roads. Deteriorated infrastructure is impeding our ability to compete in the thriving global economy and improvements are necessary to ensure our country is guilt for the future...after decades underinvestment in our infrastructure requires transformative action...."

ASCE 2017 Infrastructure report card

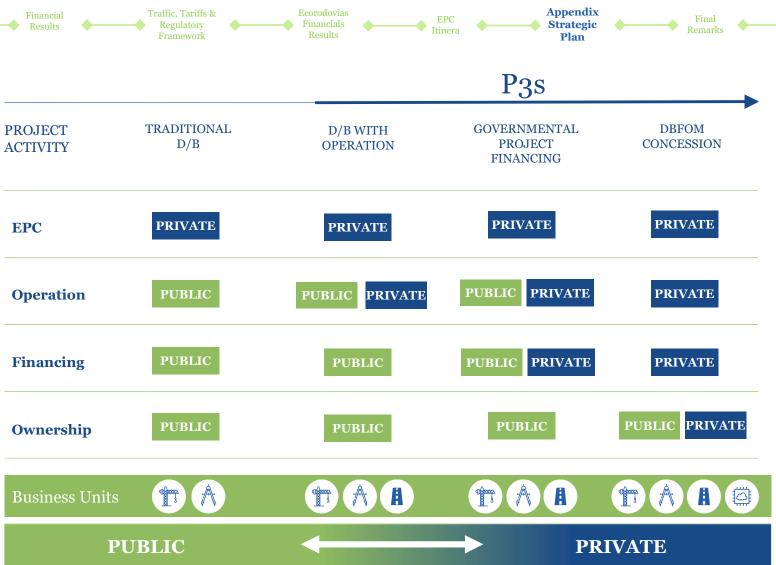
Take advantage of the local construction business unit to capture part of the significant pipeline in the transportation sector through the new P3 regulatory framework

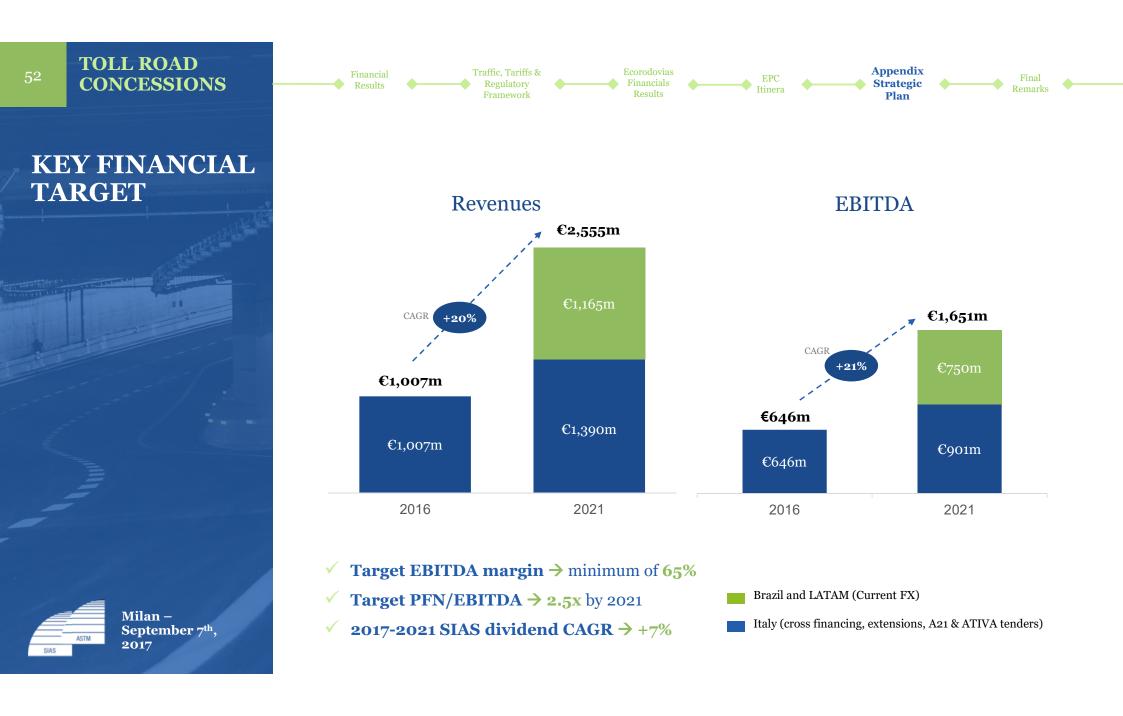






ASTM SC







Business Line Construction: Itinera

EPC

53



Milan – September 7th, 2017

International Growth

- Reverse revenues breakdown: **80%** international and **20%** domestic
- Maximize operational **partnerships**
- Acceleration of internationalization process through M&A
- ✓ Act as in-house EPC contractor of the Group's international toll-road concessions

Improve Profitability

- Enhance project execution and risk control mechanism
 - Optimize contract cash flow generation
 - Maintain a sustainable financial structure
- Integrate skills and capabilities through the partners
- Evolve vision and strategy, develop highly engaged and well-trained international professionals

Synergy

 Mitigation of Concession Business Unit construction risks, ensuring a fair technical and financial evaluation and reliable execution in terms of time and quality, minimizing contract claims

...benefitting from....

 introduction within other geographical areas already covered by the other business units



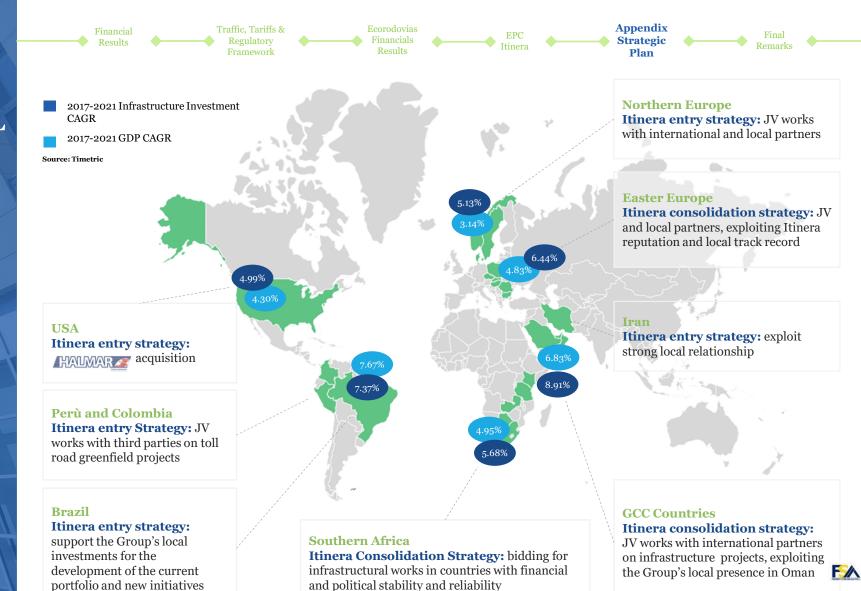
Enhancement of the Group's competitiveness

GEOGRAPHICAL CLUSTERS OF INTEREST

Business Line Construction: Itinera



Milan – September 7th, 2017



F 4

EPC

Business Line Mechanical & Electric Systems: Euroimpianti Electronics

ASTM





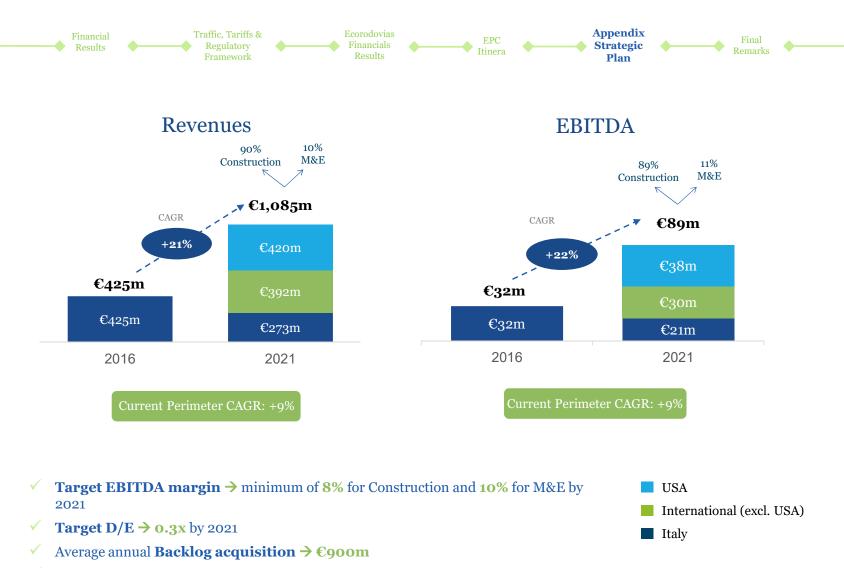
- ✓ Develop Heating, Ventilation and Air Conditioning (HVAC), Energy Saving and Efficiency Solutions to be implemented in-house and for the market.
- International growth, focusing on **South America**, **Africa** and **GCC Countries**, through:
 - Development and exploitation of synergies with Concession and Construction Business Units
 - Identification of strategic partners, establishing Joint Ventures with other operators already present in the foreign markets
- Creation of a new portfolio of **Long Term Service Contracts** each ranging from **€20m** to **€50m** (service & commercial buildings and industrial plants)
- Concessions of Public Lighting and Heating Systems, each ranging from €10m to €30m

EPC

KEY FINANCIAL TARGETS

EPC





- ✓ Backlog Rotation → 4 years for Construction and 2 years for M&E
- ✓ Potential **IPO** by 2021 to support growth

ENGINEERING

KEY OPERATIONAL DRIVERS

Milan – September 7th, 2017 Change the business mix from captive to non-captive
 → Focus on the most value adding aspects (i.e. safety systems and control engineering)

Results

Traffic, Tariffs &

Regulatory

International business in USA taking advantage of the significant infrastructural pipeline and the Group's local presence

Improve efficiency in order to align internal operational cost to the best market practice and benchmark

M&A activities → potential acquisition of US engineering firm

Market focus

Ecorodovias

Financials

ITALIAN MARKET

EPC

Itinera

Decreasing synergies with existing Toll Road Concession network due to new Regulatory constraints

Appendix

Strategic

Plan

Remarks

BRAZILIAN MARKET

Significant synergies with Toll Road Concessions in the maintenance engineering (inspection and monitoring)

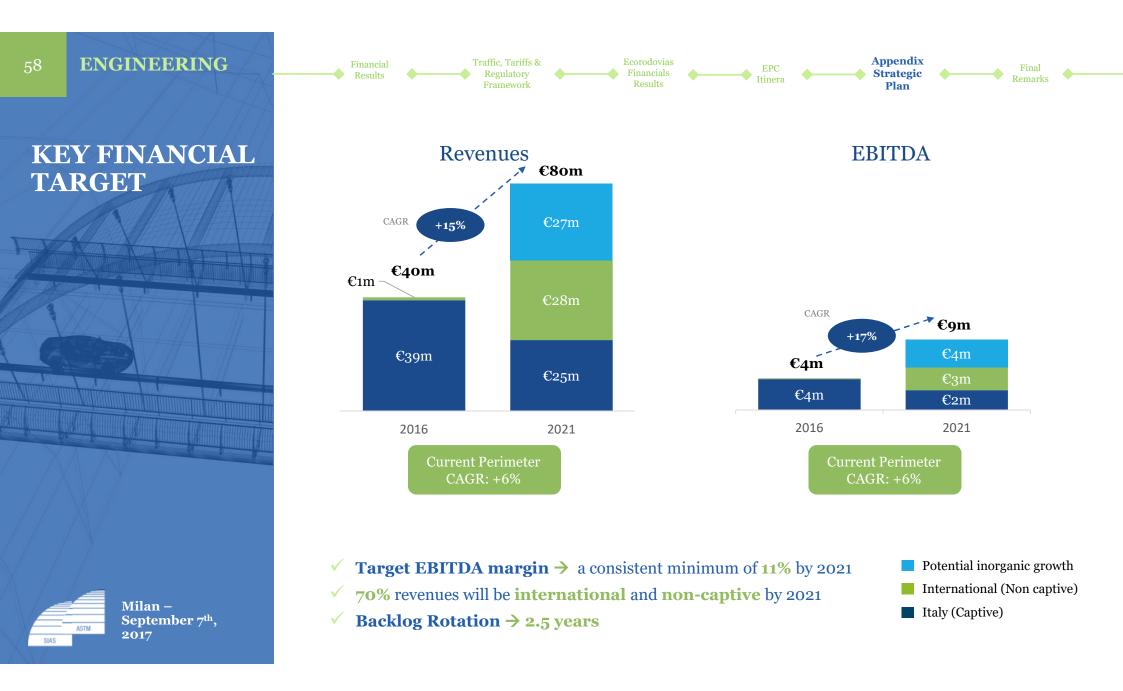
US MARKET

Interesting pipeline and profitability for engineering services, both in synergy with other Group Business Units and on a stand alone market proposition

🔅 EU MARKET

Interesting growth for the engineering services in the Northern and Easter Countries in the toll road and railways sectors supported by EU development plan

Engineering Business Unit industrial model under evaluation due to recent amendments to Italian Regulations





Growth through Differentiation and Innovation General Targets:

- Domestic market share consolidation through new solutions based on industry standards and open interfaces
- Export into foreign market the self-developed innovative technologies
- Exploit IT in the framework of IoT and advanced analytics
- Explore adjacent products in the field of infrastructure security and safety
- Establishment of strong relationships with universities and research centers in order to be at the forefront of innovation of the Industry

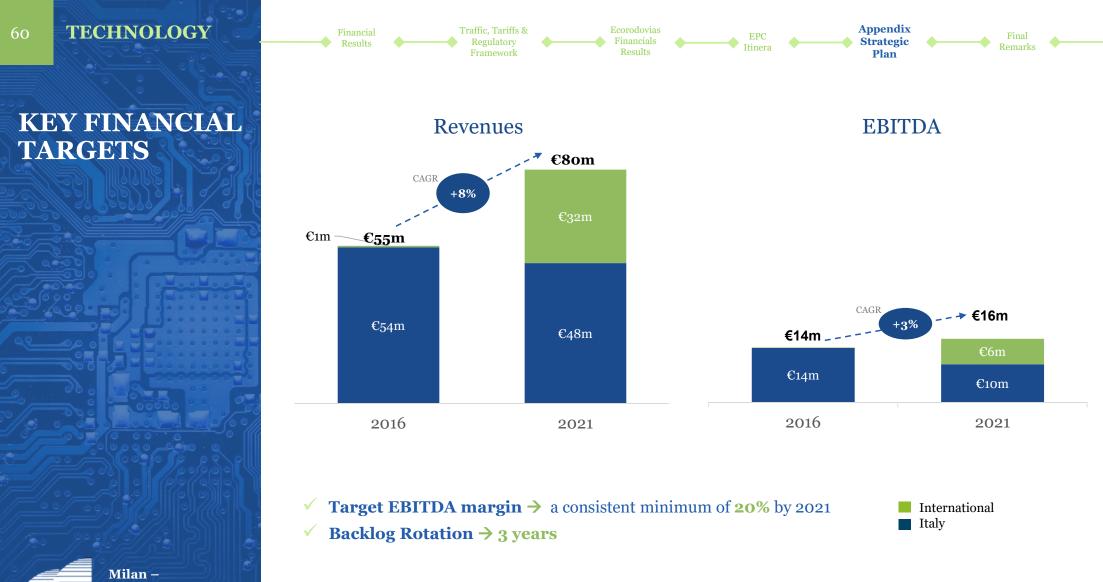
Significant Global ETC Market growth

2017-2021 CAGR of **11%** with EU and USA driving growth

Target revenues geographical breakdown

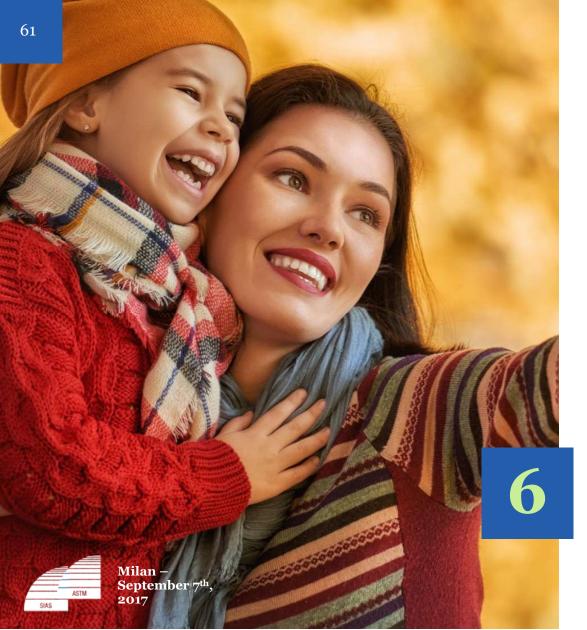
60% Italy and **40%** International

Milan – September 7th 2017 Technology Business Unit will continue to work with Toll Road Concessions and EPC Business Units, while developing its own external market in Italy and internationally

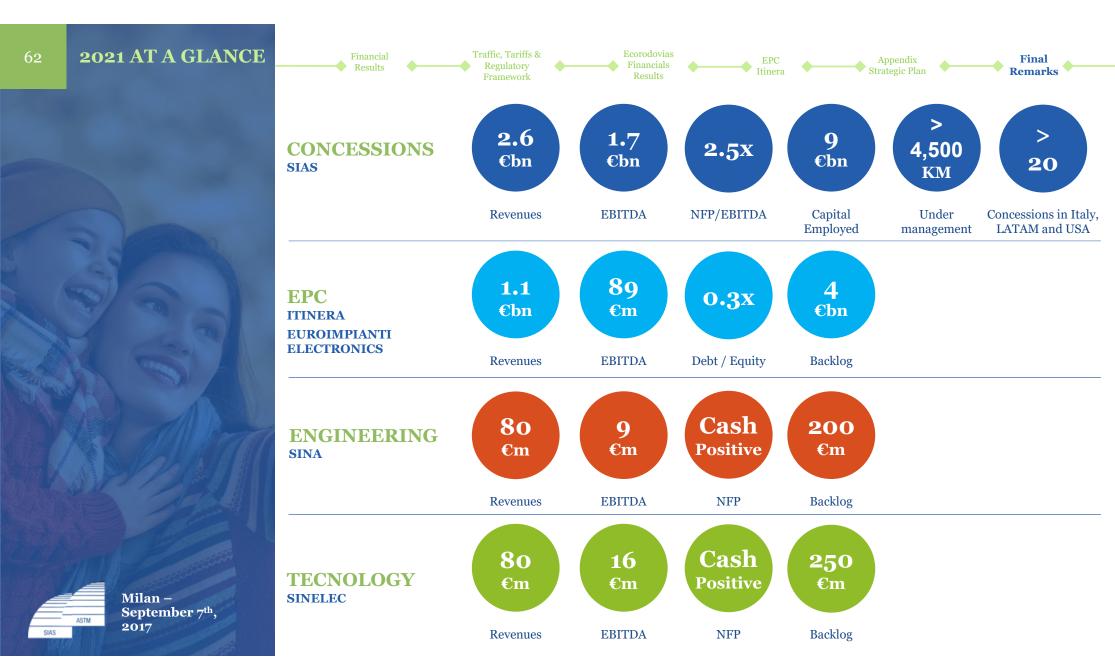


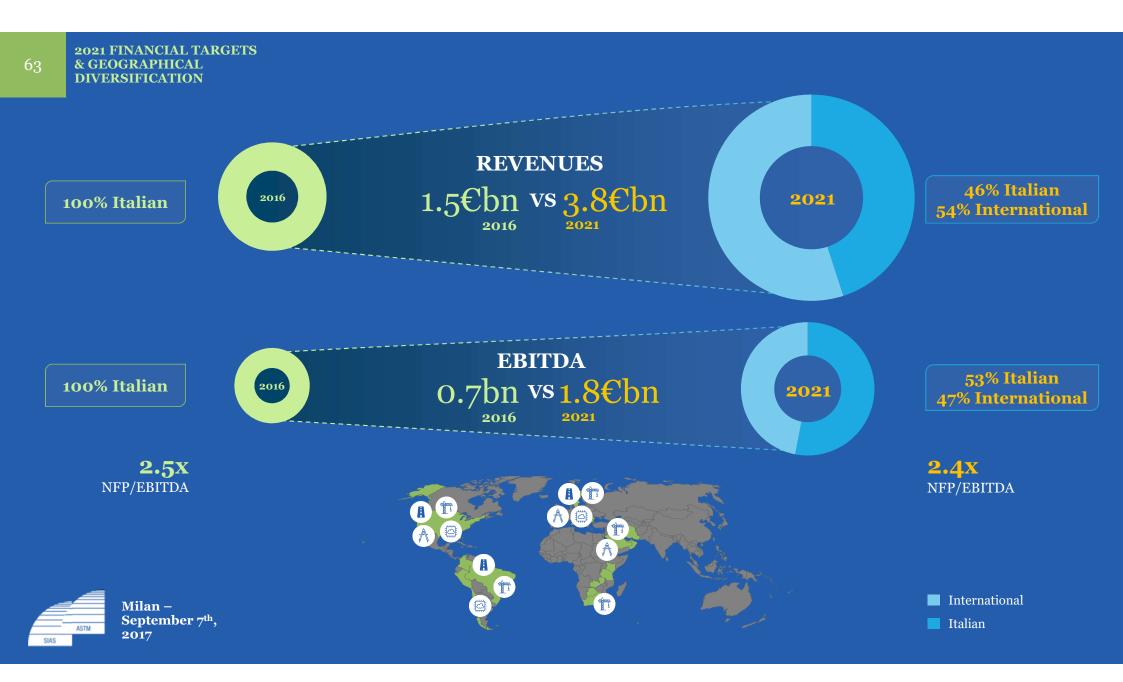
Milan – September 7th, 2017

SIAS



Final remarks







CONTACT DETAILS

investor.relations@astm.it investor.relations@grupposias.it +39 0131 87 91

WWW.ASTM.IT

WWW.GRUPPOSIAS.IT