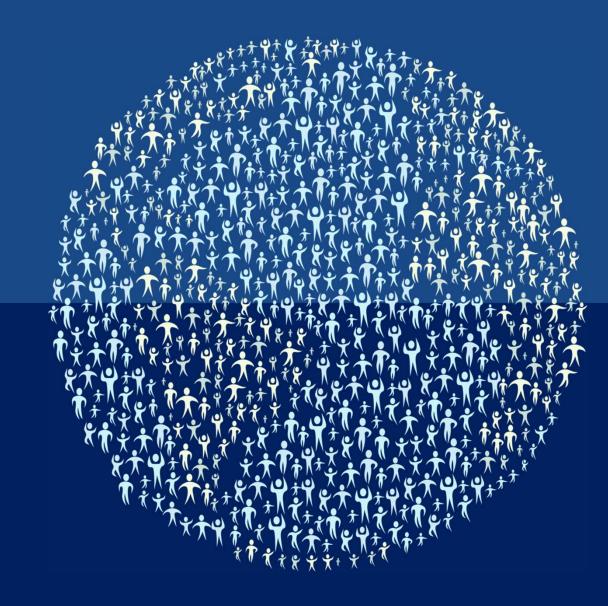
# **SIAS GROUP**

Investor Presentation 9M18 Results





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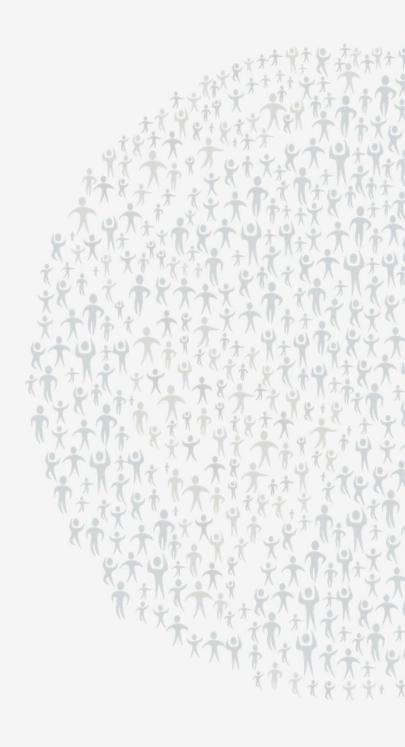
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# Agenda

| 1 | Our Group                   |
|---|-----------------------------|
| 2 | Our development<br>strategy |
| 3 | Focus on target markets     |
| 4 | Financial metrics           |
| 5 | Conclusions                 |
| 6 | Appendix                    |







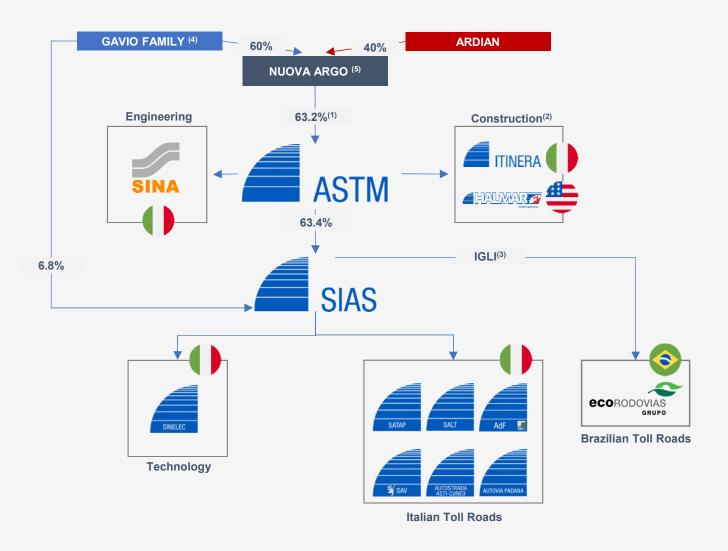




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## AN INTEGRATED AND SYNERGIC GROUP WITH AN INDUSTRIAL DNA

# GROUP STRUCTURE



1) Including treasury shares (total: 7.5%; pro-quota Nuova Argo: 4.4%)

2) ITINERA owned by ASTM (66%) and SIAS (34%); Halmar controlled by ITINERA (50%)

3) Ecorodovias owned by ASTM and SIAS (49.21%) through IGLI (60% ASTM and 40% SIAS)

4) Gavio Family owns directly 0.4% in ASTM

5) Nuova Argo owns 0.4% directly in SIAS



# OUR SKILLS

6

SIAS leverages a consolidated experience in the origination, financing, development and operations of motorway projects



An **integrated business model**, based on **synergies**, to develop **business opportunities** in an increasingly competitive global scenario



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# A SUCCESSFUL STORY

## STRATEGY FOCUS ON GROWTH WITH A SUSTAINABLE FINANCIAL PROFILE



SIAS

# 3<sup>rd</sup> LARGEST MOTORWAY OPERATOR IN THE WORLD

4,156 km of managed toll-road concessions

# ~1,423 km (13 concessions)

the main motorway operator in the north-west of Italy



# ~2,649 km (10 concessions)

through the joint control of EcoRodovias, the Group is the second biggest motorway operator in Brazil



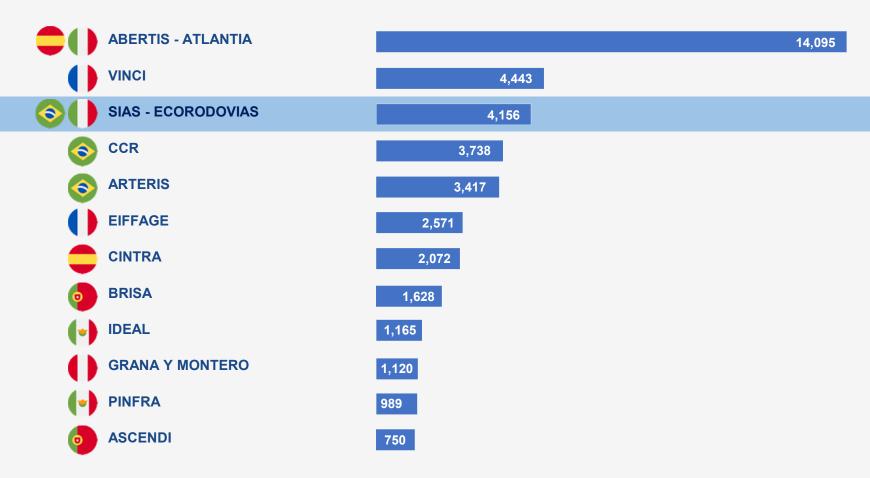
# 84 km (1 concession)

through its holding in Road Link (Newcastle-Carlisle section)



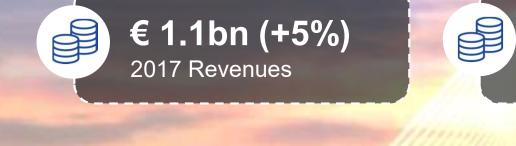
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## THE LEADING MOTORWAY OPERATORS IN THE WORLD (Figures in Km)





# KEY FIGURES



€ 704m (+7%) 2017 EBITDA



**1.86x** 2017 Leverage

€ 517m (+9%) 2017 Funds from operations € 0.35ps (+9%) 2017 Dividend per share

SIAS

# OUR DEVELOPMENT STRATEGY





# BUSINESS DEVELOPMENT GUIDANCE

### DEVELOPMENT STRATEGY DRIVEN BY AN ACCURATE SELECTION OF GEOGRAPHIC TARGETS

Three main key drivers considered for the selection:

market GROWTH, business and regulatory RISKS and PROFITABILITY

Geographic areas identified:

**EUROPE, LATAM and NORTH AMERICA** 

#### **Underlying rationale:**

- Fitting with our industrial approach & integrated/synergic business model
- Stable and advanced regulatory framework
- Relevant traffic expansion
- Significant infrastructure investment pipelines

|               | EUROPE<br>(Italy, France, North Europe) | LATAM<br>(Colombia and Brazil) | NORTH AMERICA<br>(USA) |  |  |  |  |
|---------------|-----------------------------------------|--------------------------------|------------------------|--|--|--|--|
| Growth        |                                         | (<br>)<br>=                    | (<br>)                 |  |  |  |  |
| Risk          |                                         |                                | (d)<br>=               |  |  |  |  |
| Yield         | (<br>)                                  | (<br>)                         |                        |  |  |  |  |
| Stable Stable |                                         |                                |                        |  |  |  |  |



# KEY STRATEGIC DRIVERS BY COUNTRY

**ITALY** 

## **STRENGHTS**

#### LOW COMPETITION IN THE ITALIAN TOLL-ROADS SECTOR

- High enter barriers
- High capital requirements for a fragmented network

#### WELL-EFFICIENT GROUP

Pure industrial approach, acting as ONE COMPANY, with an integrated business model (Concessions, Construction, Technology, Engineering)

#### DEEP KNOWLEDGE OF THE MARKET

- 1.423 km managed through 13 concessions
- High tender hit-ratio (Asti-Cuneo, Tangenziale Esterna and Autovia Padana)

#### **HIGH LEVEL OF SAFETY & SERVICE QUALITY**

Real time monitoring of infrastructure through:

- the highest technological instruments (sensors, cameras)
- Continuous monitoring, also with the support of National and International leading consulting companies (average maintenance cost per Km: €170k)

## **OPPORTUNITIES**

#### RE-AWARDING THE EXPIRED CONCESSIONS THROUGH TENDER PROCESS

- SATAP A21
- ATIVA A4-A5
- SALT A12 (exp. in 2019)
- Any expired toll-road concessions of other operators, if coherent with our Group Strategy

#### DEVELOPMENT AND IMPROVEMENT OF THE ITALIAN NETWORK

Opportunities to expand/improve the current Italian network

#### EXPLOITING ANY POTENTIAL GROWTH OPPURTUNITIES

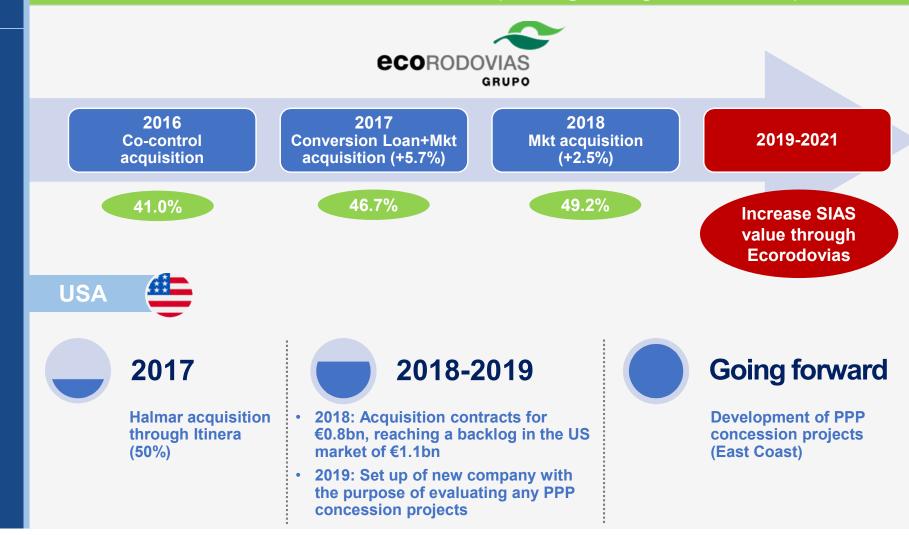
Arising from the current Italian environment





- Increase SIAS value through Ecorodovias
- Auction boom in the next 3 years
- New asset projects already announced

#### **ECORODOVIAS STAKE GROWTH (looking through IGLI-Primav)**



# KEY STRATEGIC DRIVERS BY COUNTRY

BRAZIL USA

SIAS

# OTHER COUNTRIES OF POTENTIAL INTERESTS

COLOMBIA NORTH EUROPE



- Consolidated knowledge of South America market (Costanera Norte and EcoRodovias)
- Few projects with important capex program
- JV opportunities with some operators

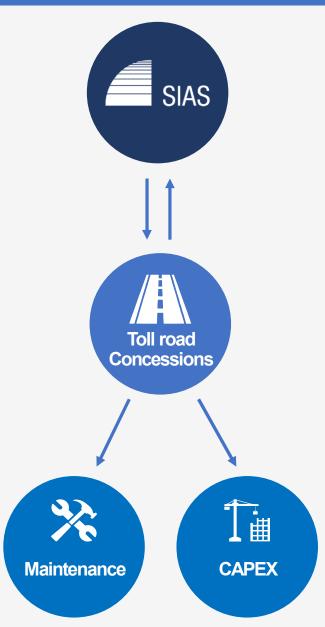


- Current presence through the construction sector (Denmark and Sweden)
- Selective qualifications already demonstrated and achieved in the current projects of Itinera
- Under evaluation some PPP projects
- Chances to operate in JV with some international construction companies





# ONE INTEGRATED COMPANY AND...



- ONE COMPANY INTEGRATED BUSINESS MODEL, FOSTERING OPERATING SYNERGIES AMONG BUSINESS UNITS, IMPROVING OPERATING PERFORMANCE, COMPETITIVENESS, PROFITABILITY AND MITIGATING THE RISKS
  - Strategic and regulatory coordination
  - Business development
  - Centralized funding entity

- Holder in Italy of 13 Independent Concession Agreements by Grantor - Italian Ministry of Infrastructures and Transportation (MIT)
- Toll collection (electronic and cash payment)
- Traffic management and info mobility
- Existing Concessions: 60% on the market via tender process and 40% in house via direct awarding
- New Concessions: 100% in house via direct awarding









...A STRONG FINANCIAL PARTNERSHIP TO GET THE TARGETS

# **ARDIAN** PARTNERSHIP

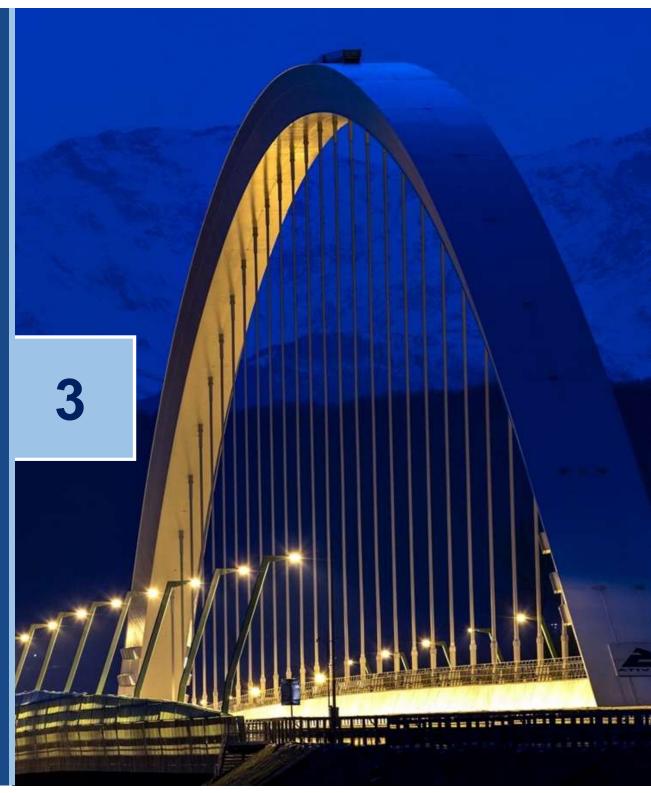
- The most important European infrastructure fund married our ONE COMPANY integrated approach
- Considerations: acquired 40% of Nuova Argo for c.€850m (implying c.€37 per ASTM share)



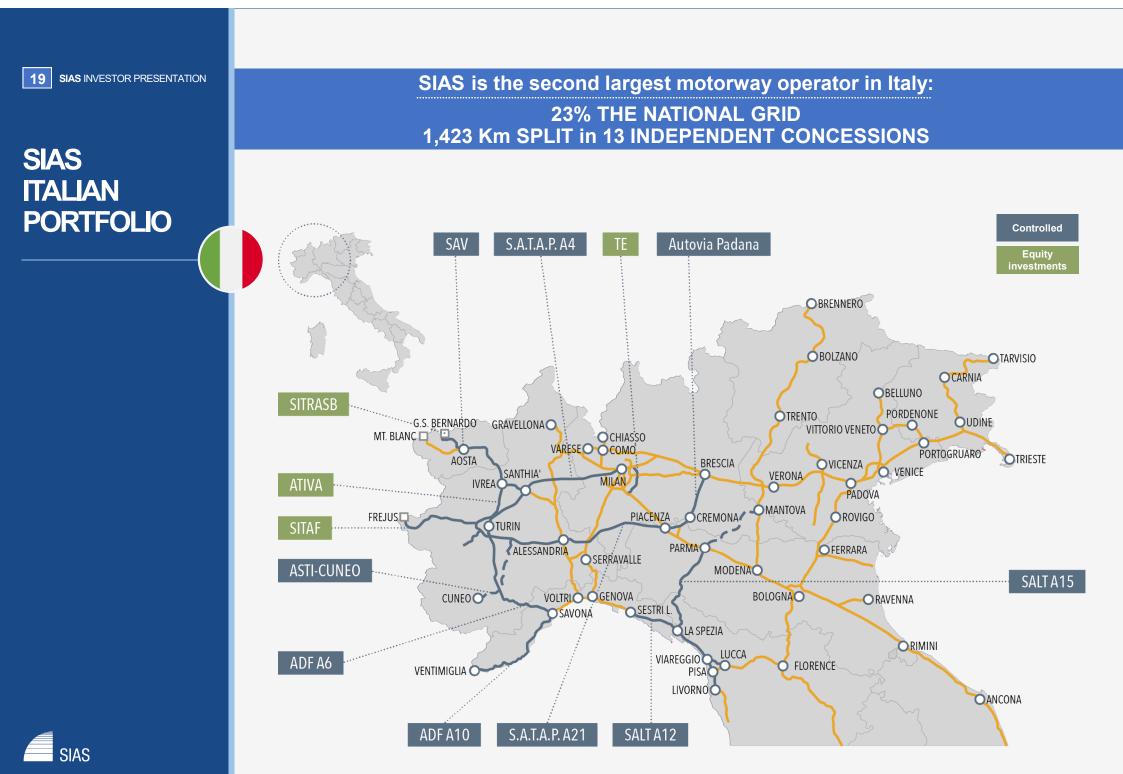
- Improvement of dividend policy: 60% of group consolidated net profit (from current c.40%)
- High scouting capability of infrastructures opportunities in new markets



# FOCUS ON TARGET MARKETS





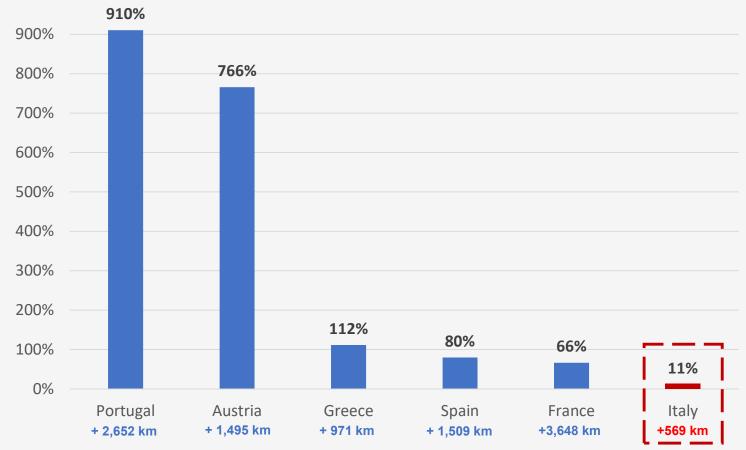




## ITALIAN TOLL-ROADS NETWORK

#### FROM 1990 TO 2016 THE GROWTH OF ITALIAN TOLL-ROADS NETWORK WAS VERY LIMITED (+11% IN TERMS OF KILOMETRES, CONSIDERABLY LOWER THAN ALL OTHER MAIN EUROPEAN COUNTRIES)

#### **1990-2016** European toll-road network evolution by Country

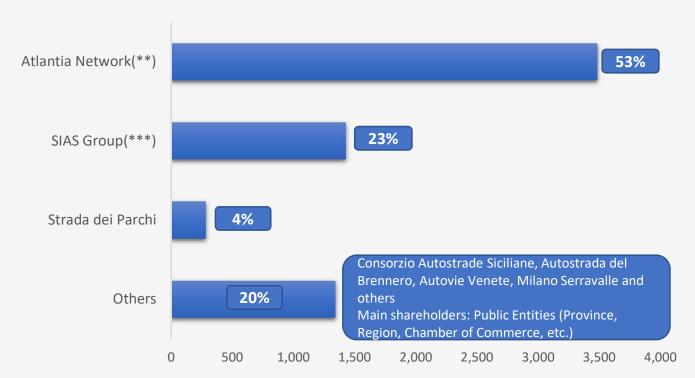


(% growth in terms of kilometers from 1990 to 2016)

Source: «Relazione Attività 2016 – Direzione Generale per la Vigilanza sulle Concessionarie Autostradali» (MIT)

CURRENT ENVIRONMENT MIGHT TRIGGER INVESTING OPPORTUNITIES FOR A WELL-ORGANIZED AND POSITIONED GROUP





#### Kilometers by toll road concessionaire companies<sup>(\*)</sup>

#### WE DEEM THAT IN THE CURRENT COMPETITIVE SCENARIO OUR GROUP COULD HAVE GREAT OPPORTUNITIES DUE TO LIMITED PRESENCE OF INDUSTRIAL OPERATORS

- Likely low interest of the main competitor in the Italian market
- Limited attractiveness for foreign investors: fragmented network and entry barriers (Terminal Value)
- State/public entities: partnerships already implemented with ANAS (State Company) in Asti-Cuneo and SITAF and with Public Entities in other concessionaires

**SIAS** INVESTOR PRESENTATION

COMPETITIVE

SIAS

ENVIRONMENT

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<sup>&</sup>lt;sup>(\*)</sup> Source: AISCAT, including also kilometers under construction and planned

<sup>&</sup>lt;sup>(\*)</sup> Including: Autostrade per l'Italia, Autostrada Brescia-Verona-Vicenza-Padova, Società Autostrada Tirrenica, Autostrade Medridionali, RAV, Tangenziale di Napoli, SITMB

<sup>(\*\*\*)</sup> Including equity investments (assets not consolidated): ATIVA A4\_A5, SITAF A32 and Frejus Tunnel T4, SITRASB and Tangenziale Esterna

# ITALIAN MARKET OPPORTUNITIES

#### A BRIEF SUMMARY OF THE CURRENT ITALIAN SCENARIO

#### **Re-auction of expired concessions**

| LICENSEE    | Expiration | Extension<br>(Km) | Net Rev.<br>2017<br>(€m) | EBITDA<br>2017<br>(€M) | EBITDA<br>Margin | Terminal<br>Value |
|-------------|------------|-------------------|--------------------------|------------------------|------------------|-------------------|
| SATAP A21   | Jun-17     | 168               | 174.8                    | 126.1                  | 72%              | 111               |
| ATIVA A4_A5 | Aug-16     | 156               | 126.5                    | 74.1                   | 59%              | 117               |
| TOTAL       |            | 324               | 301.3                    | 200.2                  | 67%              | 228               |

#### SITAF: secondary market

A very interesting asset: brand new safety tunnel with the unique double link between Italy and France

- Stretch: A32 Torino-Bardonecchia and T4 Frejus (94 Km)
- **Current SIAS %**: 37%
- Maturity: 2050
- Traffic (T4): +10.32% HV and +3.37% LV in IH18
- **2017 Revenues**: €132m
- 2017 EBITDA: €76m (58%)

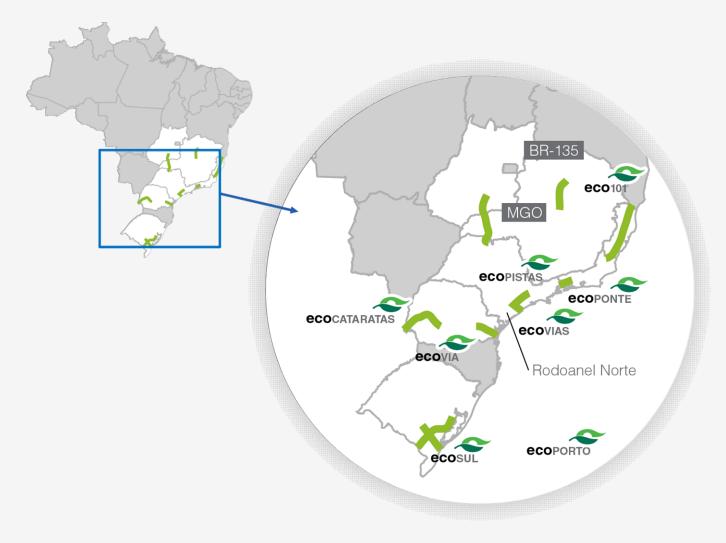




EcoRodovias portfolio includes 10 highway concessions with total of 2,649 km and one port asset (EcoPorto) in eight different states of Brazil, located in the main trade corridors in the South and Southeast regions

# CURRENT PORTFOLIO

6



DIVERSIFIED PORTFOLIO WITH A REMAING DURATION OF: 17 YEARS AND 3 MONTHS





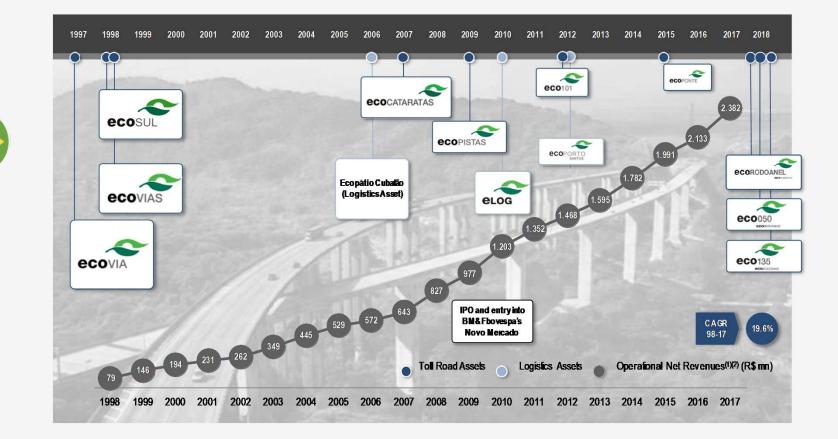
SUCCESSFUL

TRACK

RECORD

Α

#### EcoRodovias is one of the main players in the concession sector in Brazil: 10 ASSETS ADDED TO ITS PORTFOLIO IN THE LAST 12 YEARS



#### 3 new concessions awarded in 2018:

- Rodoanel Norte (48 Km)
- MGO (437 Km)
- BR 135 (364 Km)

#### 1 extension:

Ecovias Dos Imigrantes (7 months and 24 days)





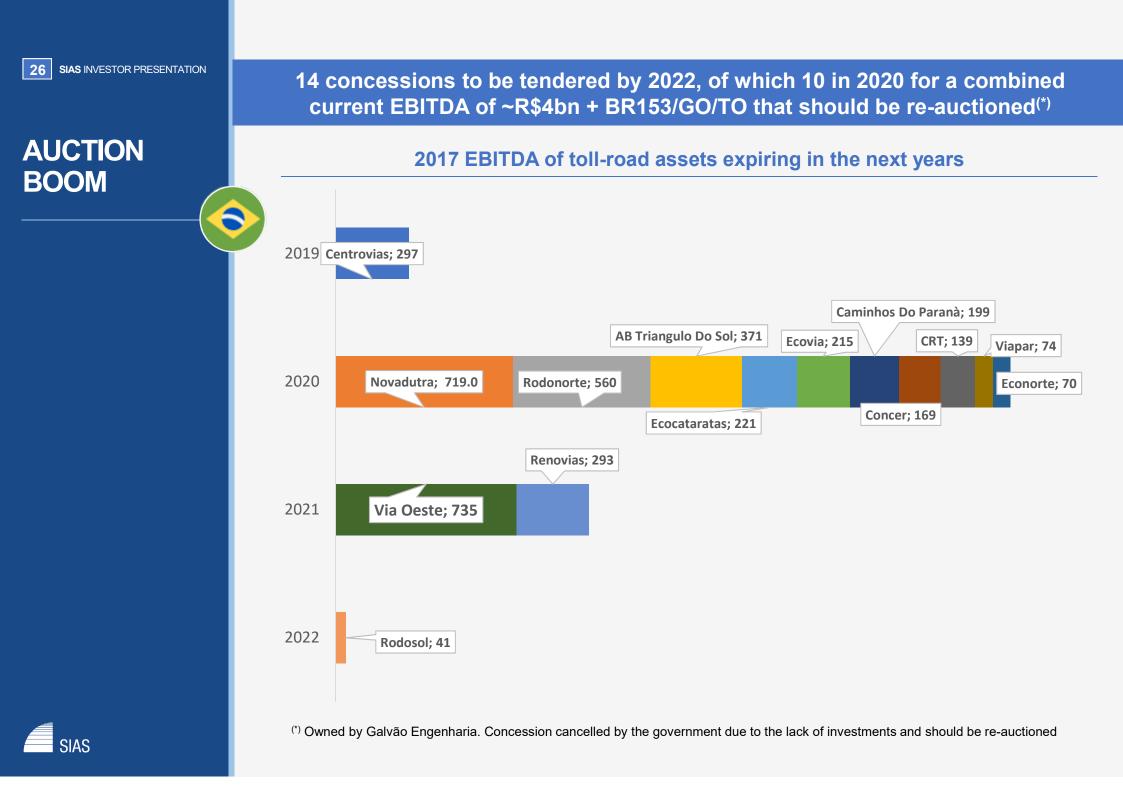
# BRAZILIAN MARKET OPPORTUNITIES

### A GREAT PIPELINE IN THE NEXT FIVE YEARS



SIAS

(\*) PPI: Programa de Parcerias de Investimentos



| 27 SIAS INVESTOR PRESENTATIO |
|------------------------------|
|------------------------------|

# PIPELINE SUMMARY

6

| Concession                  | Current<br>Owner | Exp.   | Auction<br>expected in | Extension<br>(Km) | Net<br>revenues<br>(R\$m) | EBITDA<br>margin | Estimated Capex<br>(R\$b) |
|-----------------------------|------------------|--------|------------------------|-------------------|---------------------------|------------------|---------------------------|
| Centrovias                  | Arteris          | Jun-19 | 2Q19                   | 1,000             | 369                       | 81%              | 9.0                       |
| BR-116/RJ/SP NovaDutra      | CCR              | Feb-21 | 3Q20                   | 691               | 1,210                     | 59%              | 15.5                      |
| Rodonorte                   | CCR              | Nov-21 | 4Q20                   | 567               | 698                       | 80%              | n.a.                      |
| Triangulo Do Sol            | Ab               | Jul-21 | 3Q20                   | 442               | 458                       | 81%              | n.a.                      |
| Ecocataratas                | Ecor             | Nov-21 | 4Q20                   | 458               | 305                       | 72%              | n.a.                      |
| Ecovia Caminho do Mar       | Ecor             | Nov-21 | 4Q20                   | 175               | 278                       | 77%              | n.a.                      |
| Caminhos do Paraná          | Cartellone       | Nov-21 | 4Q20                   | 405               | 303                       | 66%              | n.a.                      |
| BR-040/MG/RJ Concer         | Triunfo          | Mar-21 | 3Q20                   | 211               | 264                       | 64%              | 4.3                       |
| BR-116/493/RJ CRT           | Invepar          | Mar-21 | 3Q20                   | 711               | 225                       | 62%              | 3.3                       |
| Econorte                    | Triunfo          | Nov-21 | 4Q20                   | 340               | 206                       | 34%              | n.a.                      |
| Viapar                      | QE               | Nov-21 | 4Q20                   | 550               | 334                       | 22%              | n.a.                      |
| ViaOeste                    | CCR              | Dec-22 | -                      | 169               | 975                       | 75%              | n.a.                      |
| Renovias                    | CCR              | Jun22  | -                      | 346               | 410                       | 71%              | n.a.                      |
| Rodosol                     | Coimex           | Dec-23 | -                      | 68                | 62                        | 66%              | n.a.                      |
| RE-AUCTIONS                 |                  |        |                        | 6,133             | 6,097                     | 67%              | n.a.                      |
| BR-153/GO/TO <sup>(*)</sup> | Galvao           |        | 2Q19                   | 850               |                           |                  | 4.3                       |
| BR-364 MT/RO                |                  |        | 4Q20                   | 806               |                           |                  | 6.3                       |
| BR-163 PA                   |                  |        | 2Q20                   | 976               |                           |                  | 10.7                      |
| BR-364/060 MT/GO            |                  |        | 2Q20                   | 439               |                           |                  | 5.5                       |
| BR-364/365 GO/MG            |                  |        | 2Q19                   | 445               |                           |                  | 2.0                       |
| Rodovias de Goiàs GO        |                  |        | -                      | 896               |                           |                  | 1.9                       |
| BR-101 SC                   |                  |        | 3Q19                   | 220               |                           |                  | 2.9                       |
| NEW ASSET PROJECTS          |                  |        |                        | 3,782             |                           |                  | 29.3                      |

(\*) Owned by Galvão Engenharia. Concession cancelled by the government due to the lack of investments and should be re-auctioned





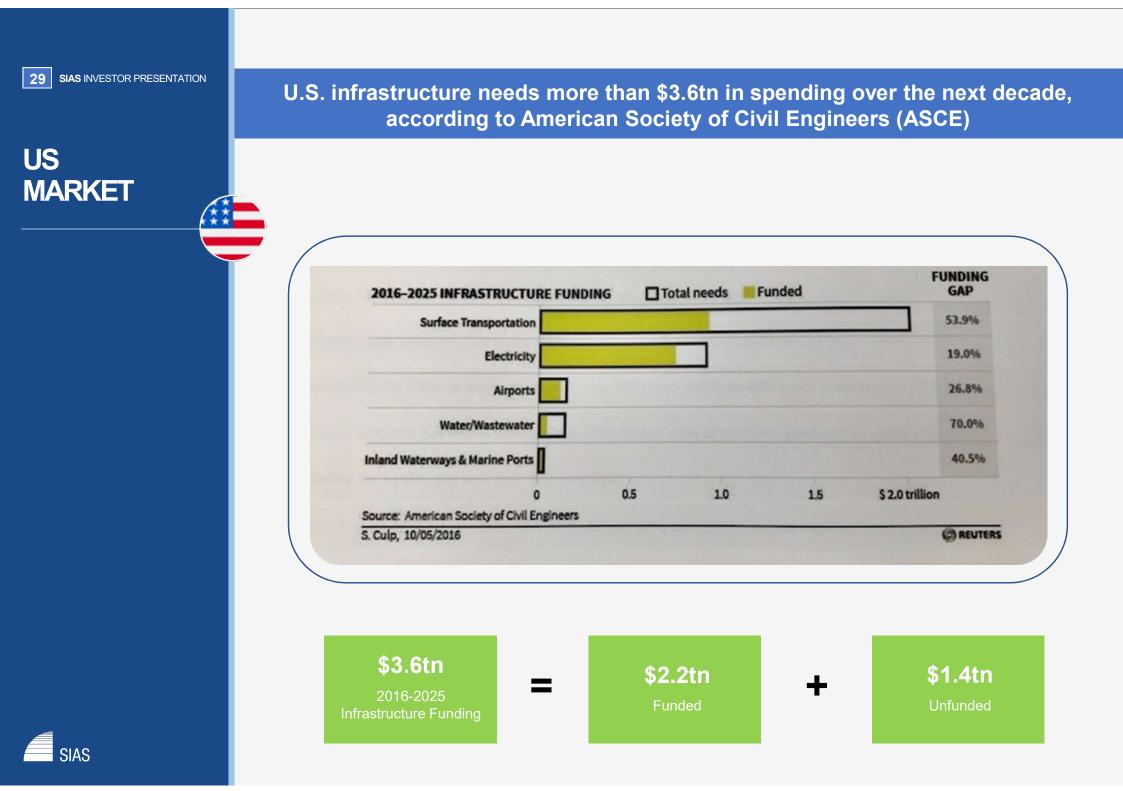
# COMPETITIVE ENVIRONMENT

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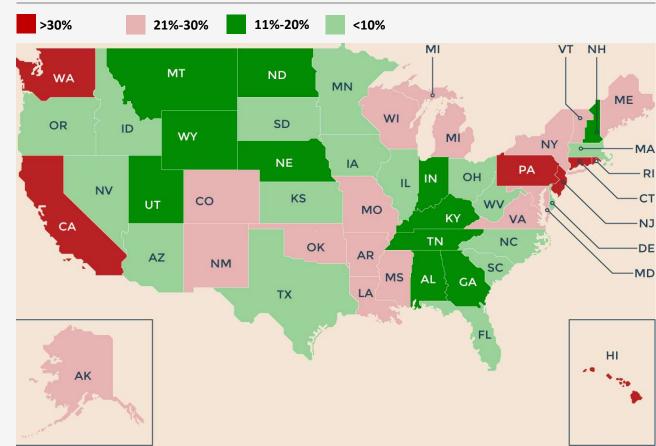




**FOCUS ON** 

**US ROADS** 

## In the most populated States, road network is in a poor condition



#### Roads in poor conditions (% on total)



# FINANCIAL METRICS







Regulatory Framework: Tariff Increase

#### SUBSIDIARY CONCESSIONS

| %         | 2019  |              |                        |
|-----------|-------|--------------|------------------------|
| SATAP A4  | 0.00% | ~            | In line on what reques |
| SALT A12  | 0.00% | $\checkmark$ | Converted into Eur 6.5 |
| CISA A15  | 1.86% | $\checkmark$ |                        |
| ADF A10   | 0.71% | ~            |                        |
| ATS A6    | 2.22% | $\checkmark$ |                        |
| SAV A5    | 0.00% | ~            |                        |
| AT-CN A33 | 0.00% | ~            |                        |
| AP A21    | 0.10% | *            | Increase to be assesse |

|                                                                                                                  | 2019  |
|------------------------------------------------------------------------------------------------------------------|-------|
| Weighted Average Tariff Increase                                                                                 | 0.42% |
| Weighted Average Tariff Increase Pro-forma (adjusted for SALT A12 tariff increase converted into terminal value) | 1.42% |

#### JOINTLY CONTROLLED ENTITIES AND ASSOCIATED COMPANIES

| %         | 2019    |
|-----------|---------|
| SITAF A32 | 6.71% 🗸 |
| TE A58    | 2.20% 🗸 |



#### 33 SIAS INVESTOR PRESENTATION

# KEY FINANCIAL FIGURES

| 1H 2017                       | Key Figures                         | 1H 20   | 18     |
|-------------------------------|-------------------------------------|---------|--------|
| € mln                         |                                     | € mln   | Chg. % |
| 538.2                         | Revenues                            | 577.6   | +7.3%  |
| 325.5                         | EBITDA                              | 352.1   | +8.2%  |
| 78.8                          | Group Net<br>Income                 | 127.8   | +62.2% |
| 244.7                         | FFO                                 | 268.7   | +9.8%  |
| <b>1,307.9</b> <sup>(1)</sup> | Net Debt                            | 1,394.6 | +6.7%  |
| 1.95x                         | Net Debt/Ebitda<br>LTM <sup>2</sup> | 1.91x   | -0.04x |
|                               |                                     |         |        |

| Key<br>Figures            | 9M18 HIGH    | LIGHTS              |
|---------------------------|--------------|---------------------|
|                           | € mln        | Chg. %              |
| Net toll road<br>revenues | 867.4        | +8.1%               |
| Interim<br>dividend       | 0.165 ps 🕇   | +10.0%              |
| Net Debt                  | 1,216.3      | -13% <sup>(1)</sup> |
| (1) Compared to 30Jur     | n18 net debt |                     |

(1) 31Dec2017 net debt

(2) LTM = Last 12 Months, 2H16: €346,3m - 1H17: €325,5m - 2H17: €378,3m - 1H18:
 €352,1m







# TRAFFIC PERFORMANCE

|                      | 1/1-30Sep18 |       |       | 1     | 1/1-30Sep17 |       |        | Changes |        |  |
|----------------------|-------------|-------|-------|-------|-------------|-------|--------|---------|--------|--|
| Millions vehicles Km | Light       | Heavy | Total | Light | Heavy       | Total | Light  | Heavy   | Total  |  |
| I Quarter            | 1.478       | 572   | 2.051 | 1.506 | 558         | 2.064 | -1,79% | 2,48%   | -0,64% |  |
| II Quarter           | 1.914       | 637   | 2.551 | 1.931 | 620         | 2.552 | -0,92% | 2,69%   | -0,04% |  |
| July                 | 814         | 226   | 1.041 | 823   | 216         | 1.039 | -0,99% | 4,91%   | 0,23%  |  |
| August               | 798         | 176   | 974   | 811   | 175         | 986   | -1,55% | 0,68%   | -1,15% |  |
| September            | 675         | 209   | 885   | 657   | 212         | 869   | 2,87%  | -1,46%  | 1,81%  |  |
| III Quarter          | 2.288       | 612   | 2.900 | 2.291 | 603         | 2.894 | -0,08% | 1,44%   | 0,24%  |  |
| Total LFL            | 5.680       | 1.821 | 7.501 | 5.726 | 1.782       | 7.508 | -0,81% | 2,20%   | -0,10% |  |
| Autovia Padana       | 406         | 205   | 610   | -     | -           | -     | -      | -       | _      |  |
| Total                | 6.085       | 2.026 | 8.111 | 5.726 | 1.782       | 7.508 | 6,27%  | 13,68%  | 8,03%  |  |

|                      | 1/1-30Sep18 |       |       | 1     | 1/1-30Sep17 |       |        | Changes |        |  |
|----------------------|-------------|-------|-------|-------|-------------|-------|--------|---------|--------|--|
| Millions vehicles Km | Light       | Heavy | Total | Light | Heavy       | Total | Light  | Heavy   | Total  |  |
| SATAP A4             | 1.269       | 438   | 1.707 | 1.258 | 423         | 1.681 | 0,88%  | 3,55%   | 1,55%  |  |
| SATAP A21            | 1.021       | 504   | 1.525 | 1.042 | 499         | 1.541 | -1,97% | 1,09%   | -0,98% |  |
| SAV A5               | 212         | 60    | 272   | 217   | 59          | 276   | -2,49% | 1,42%   | -1,66% |  |
| ADF A10              | 749         | 231   | 979   | 767   | 222         | 990   | -2,45% | 3,69%   | -1,07% |  |
| ADF A6               | 608         | 128   | 737   | 617   | 125         | 741   | -1,33% | 2,80%   | -0,64% |  |
| SALT A12             | 1.205       | 285   | 1.490 | 1.215 | 283         | 1.498 | -0,82% | 0,76%   | -0,52% |  |
| SALT A15             | 530         | 148   | 677   | 525   | 144         | 669   | 0,78%  | 2,02%   | 1,05%  |  |
| ATCN A33             | 86          | 28    | 114   | 85    | 27          | 112   | 1,22%  | 4,25%   | 1,95%  |  |
| Total LFL            | 5.680       | 1.821 | 7.501 | 5.726 | 1.782       | 7.508 | -0,81% | 2,20%   | -0,10% |  |
| Autovia Padana       | 406         | 205   | 610   | -     | -           | -     | -      | -       | -      |  |
| Total                | 6.085       | 2.026 | 8.111 | 5.726 | 1.782       | 7.508 | 6,27%  | 13,68%  | 8,03%  |  |





# 2018 SIAS GROUP FORECAST

|               | Expected<br><u>REVENUES</u><br>Growth by<br>Business Unit <sup>(1)</sup> | Expected<br><u>EBITDA</u><br>Growth <sup>(2)</sup> | Expected<br>LEVERAGE                       |
|---------------|--------------------------------------------------------------------------|----------------------------------------------------|--------------------------------------------|
| SIAS<br>Group | +5% / +8%                                                                | +4% / +6%                                          | 1.6x <nfp <1.9x<="" ebitda="" td=""></nfp> |



Aggregated revenues (gross of intercompany elisions)
 Gross of holding margin

# ECORODOVIAS HIGHLIGHTS

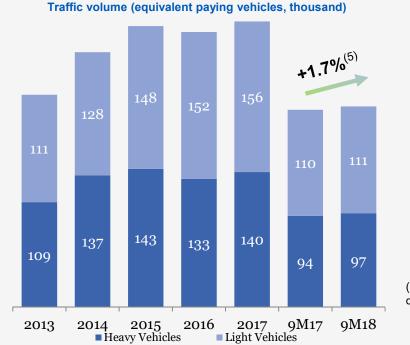
| 9M 2017 | Key Figures                                     | 9M 2018 |           |
|---------|-------------------------------------------------|---------|-----------|
| R\$ mln |                                                 | R\$ mln | variation |
| 1,850.1 | Pro-forma net revenues <sup>(1)</sup>           | 1,875.4 | +1.4% 🔶   |
| 1,311.2 | Pro-forma EBITDA <sup>(2)</sup>                 | 1,333.7 | +1.7% 🔶   |
| 303.0   | Net income <sup>(3)</sup>                       | 322.3   | +6.4% 🕇   |
| 4,172.9 | Net Debt                                        | 4,560.8 | +9.3%     |
| 2.45x   | Net Debt/Pro-forma Ebitda<br>LTM <sup>(4)</sup> | 2,57x   | +0.12x    |

(1) Excludes construction revenues

(2) Excludes construction revenue and costs, provision for maintenance

(3) Excludes non-recurring item: effect of assets held for sale

(4) LTM = Last 12 Months



# <u>3 New concessions awarded</u>: Rodoanel Norte (48Km) MGO (437 Km) BR 135 (364 Km) <u>1 Extension</u>: Ecovias Dos Imigrantes (7 months and 24 days) <u>Debt Reduction at PRIMAV Level</u> <u>Sale of Logistic Asset</u> <u>Minorities Buyout</u>

(5) Excludes tolls for suspended axles and the period from May 21 to June 3 during which traffic was affected by the truckers' strike



## CONCLUSIONS







#### **DIVERSIFICATION OF GEOGRAPHICAL FOOTPRINT**

#### 2021 GEOGRAPHICAL DIVERSIFICATION TARGETS



Target aggregated revenues

# 2021





#### WHY INVEST IN SIAS?



#### **GLOBAL PLAYER**

DIVERSIFICATION

ITALY EUROPE USA SOUTH AMERICA

#### FINANCIAL STRENGHT

STRONG FREE CASH GENERATION (15% FCF yield) <sup>(\*)</sup>

BEST IN CLASS DIVIDEND POLICY (60% pay-out)

FINANCIAL RATINGS Moody's: Baa2 Fitch Ratings: BBB+

#### INFRASTRUCTURE KNOWLEDGE

**ONE COMPANY** 

GREENFIELD PROJECTS







| -1 | SIAS INVESTOR PRESENTATION |
|----|----------------------------|

#### ITALIAN CONCESSIONS

|             | Company                        | Concessions                                                             | Stake          | Km    | Maturity             | EBITDA<br>€M (FY17) | vs 2016 | TV (€m) |
|-------------|--------------------------------|-------------------------------------------------------------------------|----------------|-------|----------------------|---------------------|---------|---------|
|             | SATAP                          | A4: Torino – Milano                                                     | 99.87%         | 130.3 | $Dec-26+4y^{1}$      | 194,2               | +14,4%  | $TBD^2$ |
| S           | SATAP                          | A21: Torino – Piacenza                                                  | 99.07%         | 167.7 | Jun-17 <sup>3</sup>  | 126,1               | +7,2%   | 111     |
| INVESTMENTS | SALT                           | A12: Sestri Levante-<br>Livorno<br>Viareggio-Lucca<br>Fornola-La Spezia | 95.18%         | 154.9 | Jul-19               | 126,3               | +2,5%   | 225,4   |
| VE          |                                | A15: La Spezia-Parma                                                    |                | 182   | Dec-31               | 62,8                | +6,9%   | -       |
| Z           | SAV                            | A5: Quincinetto-Aosta                                                   | 65.09%         | 59.5  | Dec-32               | 48,5                | +1,4%   | -       |
| CT          | ADF                            | A10: Savona-Ventimiglia                                                 | <b>TO 10</b> % | 113.2 | Nov-21               | 98,3                | +5,6%   | 99      |
| RE          |                                | A6: Torino-Savona                                                       | 72,13%         | 130.9 | Dec-38               | 34,9                | +5,2%   | -       |
| DIREC       | <b>ASTI-CUNEO</b>              | A33: Asti-Cuneo                                                         | 60.00%         | 78    | Dec -30 <sup>4</sup> | 2.4                 | +0,9%   | -       |
|             | AUTOVIA<br>PADANA <sup>5</sup> | A21: Piacenza-Brescia                                                   | 51.00%         | 111.6 | Feb-43               | 28                  | n.a.    | -       |

|           |                                    | Company | Concessions                                                                              | Stake              | Km    | Maturity            | EBITDA<br>(FY17) | TV (€m) |
|-----------|------------------------------------|---------|------------------------------------------------------------------------------------------|--------------------|-------|---------------------|------------------|---------|
| VESTMENTS | Jointly<br>Controlled<br>Companies |         | A4-A5: Tangenziale di Torino<br>Torino – Quincinetto<br>Ivrea-Santhià<br>Torino-Pinerolo | 41.17%             | 155.8 | Aug-16 <sup>6</sup> | 74               | 117     |
| INVES     |                                    | ТЕ      | A58: Tangenziale esterna di<br>Milano                                                    | 48,3% <sup>7</sup> | 32    | Apr-65              | 31,8             | -       |
| X         | Associated<br>Companies            | SITRASB | T2: Traforo del Gran San<br>Bernardo                                                     | 36.50%             | 12.8  | Dec-34              | 1,2              | -       |
| EQUIT     |                                    | SITAF   | A32-T4: Traforo del Frejus<br>Torino-Bardonecchia                                        | 36.5%              | 94    | Dec-50              | 76,3             | -       |

1) 4 years extension approved by the EU Authorities under the Proposed Cross Financing Plan

- 2) SATAP A4 terminal value under the Proposed Cross Financing Plan
- 3) Concession expired on 30-June-17 and currently managed under de-facto regime
- 4) Same A4 expiry under the Proposed Cross Financing Plan
- 5) Effective from March 1<sup>st</sup> 2018. Figures shown make reference to the former concessionaire
- 6) Concession expired on 31-Aug-16 and currently managed under de-facto regime
- 7) Total SIAS Group stakes on a looking through basis after shareholding reorganization

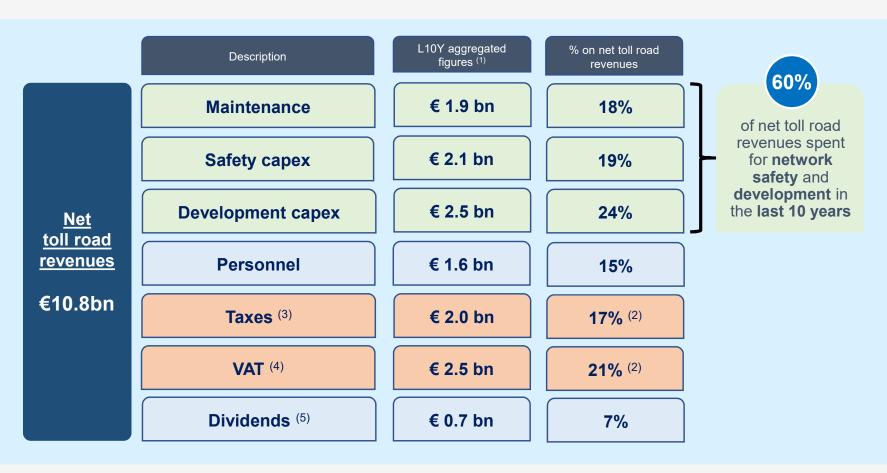




#### INDUSTRIAL DNA FOCUSED ON MANTEINANCE & CAPEX

Industrial DNA with focus on operating aspects driven by a strong commitment to:

- Italian toll road network development and improvement
- Continuous enhancement of safety and service quality levels



(1) Including ATIVA, SITAF, TE and SITRASB

- (2) As % on motorway sector revenues
- (3) Taxes including: income taxes, MIT/MEF/ANAS fees and surcharges
- (4) It refers to cumulated VAT payables
- (5) Ordinary dividends paid by SIAS SpA





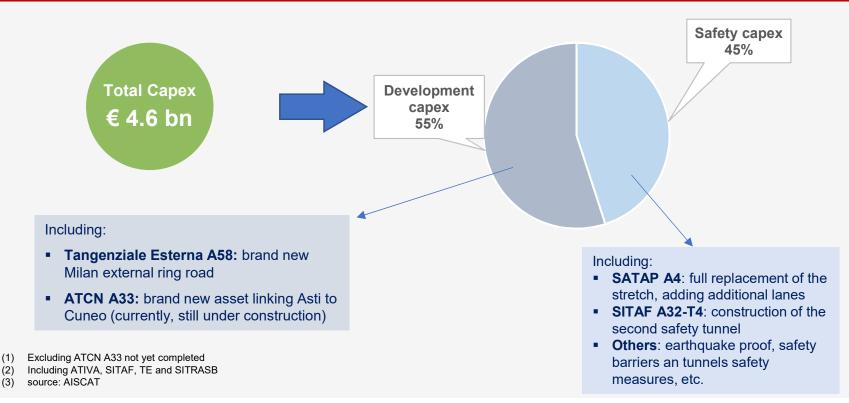
#### MANTEINANCE & CAPEX



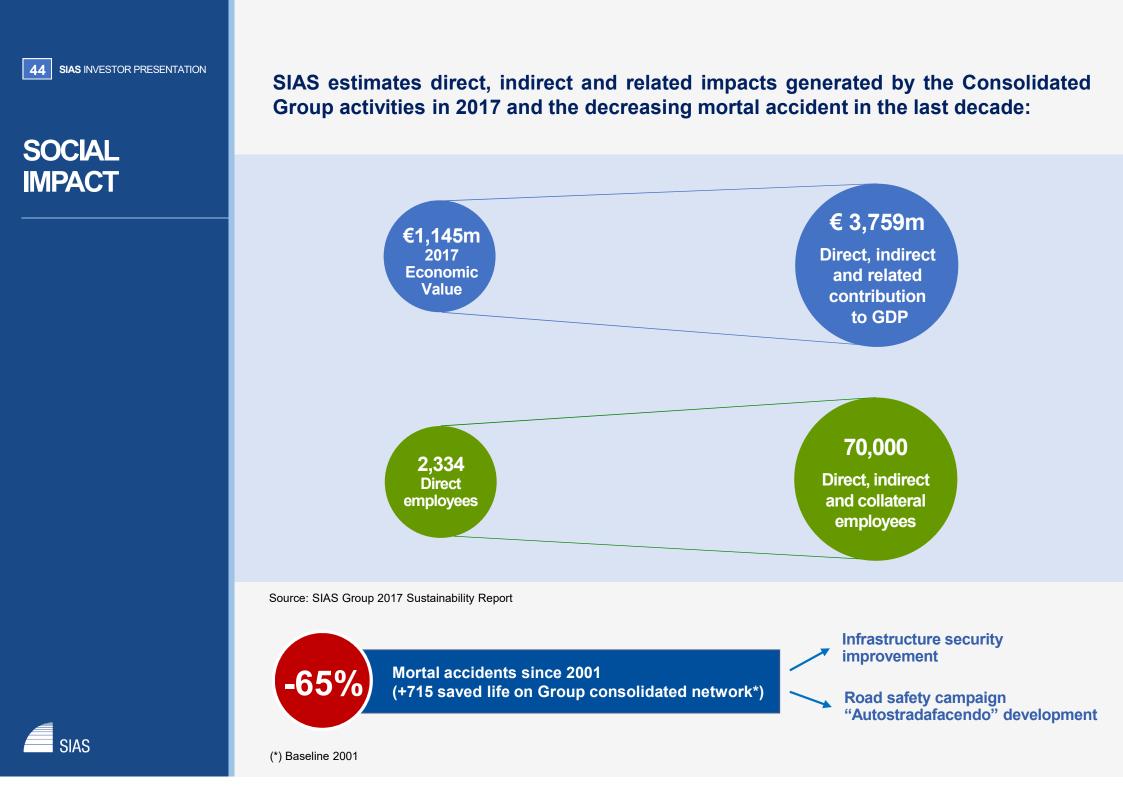
#### Last 10 years actual maintenance costs were above the contractual figures as per Financial Plan<sup>(1)</sup>

|                                         | ACTUAL L10Y               |                     |                     |                                |                                 |
|-----------------------------------------|---------------------------|---------------------|---------------------|--------------------------------|---------------------------------|
| € in thousands                          | SIAS Group <sup>(2)</sup> | ASPI <sup>(3)</sup> | ANAS <sup>(3)</sup> | French operator <sup>(3)</sup> | Spanish operator <sup>(3)</sup> |
| Annual average maintenance costs per Km | 170                       | 108                 | 19                  | 38                             | 22                              |
| Difference vs. SIAS Group actual L10Y   |                           | -36%                | -89%                | -78%                           | -87%                            |

In the last 10 years the concessionaries of SIAS Group have been involved in significant capital expenditures that have improved the Italian network and safety/service quality levels







#### REGULATED REMUNERATION COMPARISON

| WACC SIAS GROUP                             | Nominal post-taxes |                                |
|---------------------------------------------|--------------------|--------------------------------|
| AUTOVIA PADANA A21                          | 6,8%               |                                |
| ATCN A33                                    | 6,4%               |                                |
| TE                                          | 7,5%               |                                |
| Average WACC - European Tenders             | 6,9%               |                                |
| SATAP A4                                    | 5,5%               | Average WACC                   |
| SALT A12                                    | 5,2%               | related to                     |
| SALT A12                                    | 5,0%               | concessionaires                |
| ADF 10                                      | 5,2%               | awarded through                |
| ADF A6                                      | 4,9%               | tenders results                |
| SAV A5                                      | 5,4%               | higher than WACC of other SIAS |
| SITAF                                       | 5,3%               | concessionaires                |
| Average WACC - Incumbent operators          | 5,2%               |                                |
| Average                                     | 5,7%               |                                |
| WACC OF THE MAIN FRENCH TOLL ROAD OPERATORS | Nominal post-taxes |                                |
| Average                                     | 7,7%               |                                |
| Source: French Applicable Decrees of Laws   |                    |                                |
| WACC OTHER UTILITIES' SECTORS               | Nominal post-taxes |                                |
| Telecomunication                            | 6,3%<br>5.0%       |                                |

| WACC OTHER UTILITIES' SECTORS                                           | Nominal post-taxes |
|-------------------------------------------------------------------------|--------------------|
| Telecomunication                                                        | 6,3%               |
| Electricity (transmission and distribution)                             | 5,0%               |
| Gas (storage, reclassification, transportation, distribution, metering) | 5,6%               |
| Water                                                                   | 5,0%               |
| Airport                                                                 | 6,2%               |
| Average                                                                 | 5,7%               |

Source: Sector Authorities

Average SIAS network WACC is lower than WACC of the main French toll road operators and fully in line with WACC of other Italian utilities sectors





#### TARIFF FORMULAS

#### ITALIAN TARIFF FORMULAS

| Concessionaire                                                | Tariff formula                                    |                                    |
|---------------------------------------------------------------|---------------------------------------------------|------------------------------------|
| Companies with "re-alignment" of the financial plan mechanism |                                                   |                                    |
| SATAP (A4 and A21)                                            | $\Delta T = \Delta P \pm Xr + K + \beta \Delta Q$ |                                    |
| AUTOVIA PADANA (A21)                                          | $\Delta T = \Delta P \pm Xr + K + \beta \Delta Q$ |                                    |
| SAV (A5)                                                      | ∆T = 70%*CPI ± Xr + K                             | ~ 63% of FY17 Toll<br>Roads EBITDA |
| SALT (A15)                                                    | ∆T = 70%*CPI ± Xr + K                             |                                    |
| ASTI CUNEO (A33)                                              | $\Delta T = \Delta P \pm Xr + K$                  |                                    |
| Companies with "confirmation" of the financial plan mechanism |                                                   |                                    |
| SALT (A12)                                                    | ∆T = 70%*CPI + K                                  | ]                                  |
| ADF (A10)                                                     | ∆T = 70%*CPI + K                                  | ~ 37% of FY17 Toll<br>Roads EBITDA |
| ADF (A6)                                                      | ∆T = 70%*CPI + K                                  |                                    |

| ΔΤ  | annual tariff increase                                                                                     |
|-----|------------------------------------------------------------------------------------------------------------|
| ΔΡ  | annual projected inflation rate as reported in the Italian Budget                                          |
| Xr  | determined every 5 years to remunerate the regulated invested capital at the end of each regulatory period |
| К   | determined every year to remunerate the investments performed during the previous year                     |
| CPI | actual inflation rate for the previous 12 months as reported by ISTAT                                      |
| βΔQ | quality factor (related to the status of road surface and the accident rate)                               |



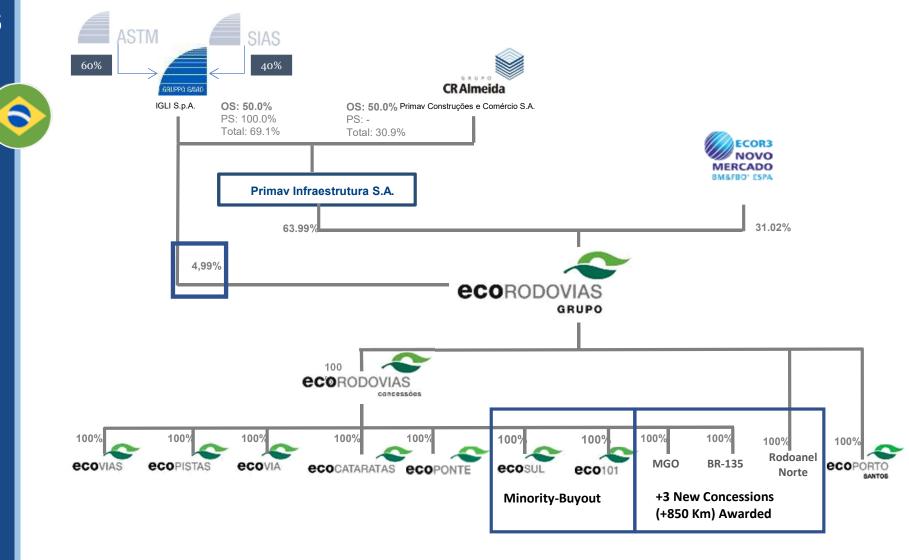


#### REGULATORY FRAMEWORK

| Early termination                    | <ul> <li>Contractual failures that can lead to revocation, withdrawal or termination of<br/>the concession agreements are expressly regulated</li> </ul>                                                                                                                                                                                                                                         |
|--------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                      |                                                                                                                                                                                                                                                                                                                                                                                                  |
| Indemnity                            | <ul> <li>In case of early termination of the concession agreements, the concessionaire is entitled to receive an amount (a) determined in accordance with the provision of the relevant concession agreement, (b) reduced by 10% by way of penalty plus damages (only in case of termination due to material breaches of their obligations by the concessionaires)</li> </ul>                    |
|                                      |                                                                                                                                                                                                                                                                                                                                                                                                  |
| "Re-alignment of the financial plan" | <ul> <li>The financial plan contained in the concessions agreements needs to be<br/>updated every five years ("regulatory period"). In addition, the Regulator or<br/>the concessionaires are entitled to request an "extraordinary review" of the<br/>financial plan in case of (i) force majeure and/or (ii) additional investments</li> </ul>                                                 |
|                                      |                                                                                                                                                                                                                                                                                                                                                                                                  |
| Penalties and sanctions              | <ul> <li>The concessionaires may be required by the Regulator to pay penalties and<br/>sanctions in case of material breach or default of certain obligations arising<br/>from the concessions agreements</li> </ul>                                                                                                                                                                             |
|                                      |                                                                                                                                                                                                                                                                                                                                                                                                  |
| Hand over<br>requirements            | <ul> <li>Upon the expiration date of each single concession, the relevant<br/>concessionaire is required to transfer the motorways and related<br/>infrastructure to the Regulator (with terminal value if due) and in a good<br/>state of repair. In any event, each concessionaire shall continue to manage<br/>the motorway infrastructure up to selection of a new concessionaire</li> </ul> |



#### ECORODOVIAS GROUP STRUCTURE



Source: Ecorodovias presentations



### BRAZILIAN CONCESSIONS

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|                    | Company        | Concessions                                       | % Stake held by<br>Ecorodovias | Km       | Maturity | Remaining<br>duration<br>(year/month) | EBITDA R\$<br>(FY17 & % vs<br>FY16) |
|--------------------|----------------|---------------------------------------------------|--------------------------------|----------|----------|---------------------------------------|-------------------------------------|
|                    | ECOPONTE       | Rio de Janeiro Noteroi-State<br>of Rio de Janeiro | 100%                           | 23       | May – 45 | 26 y 11m                              | 75,8 ( <b>+23,6%</b> )              |
|                    | ECOVIA         | Curitiba-Porto Paranagua                          | 100%                           | 137      | Nov – 21 | 3 y 5m                                | 215 ( <b>+21,3%</b> )               |
|                    | ECOCATARATAS   | Paranà-"Tripolborder"                             | 100%                           | 387      | Nov – 21 | 3 y 5m                                | 221 ( <b>+9,2%</b> )                |
|                    | ECO101         | Macuri/Ba-<br>Rio de Janeiro border               | 100%                           | 476      | May – 38 | 19 y 11m                              | 90,2 ( <b>+24,4%</b> )              |
| Jointly controlled | ECOVIAS        | San Paolo-Porto Santos                            | 100%                           | 177      | Jun – 26 | 7 y 11m                               | 789,3 ( <b>+14,3%</b> )             |
| Companies          | ECOSUL         | Pelotas-Porto Alegre-Porto<br>Rio Grande          | 100%                           | 457      | Mar – 26 | 7 y 9m                                | 192,2 ( <b>+14,8%</b> )             |
|                    | ECOPISTAS      | San Paolo-<br>Vale do Rio Paraiba                 | 100%                           | 144      | Jan – 39 | 21 y                                  | 180,7 ( <b>+9,5%</b> )              |
|                    | RODOANEL NORTE | San Paolo<br>Northern Ring Road                   | 100%                           | 48       |          | 30 y                                  | -                                   |
|                    | MGO            | Minas Gerais Goias                                |                                | 437      |          |                                       | -                                   |
|                    | BR - 135       | Montes Claros                                     | 100%                           | 364      | Jun – 48 | 30 y                                  | -                                   |
|                    | Total          |                                                   |                                | 2.649 Km |          | 17 y 3 m                              |                                     |

Source: Ecorodovias presentations

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