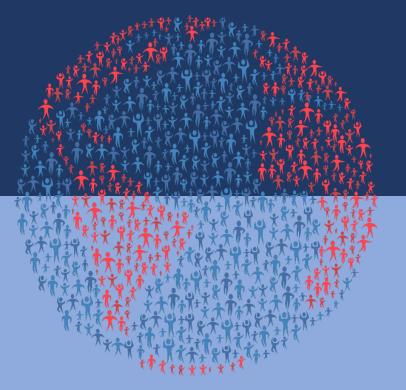




ASTM presentation

Mid-Q3 2020



E-MARKET SDIR CERTIFIED

Agenda



- Our platform to growth in South America:
 The EcoRodovias transaction
- Growth ability even in a challenging environment: SITAF success and the upcoming opportunities
- 4 Traffic update & expected financial trends
- 5 Appendix







Six transactions done, six in progress

Outline of recent transactions and on-going tenders-initiatives



Overview of

transactions

and on-going

recent

tenders-

initiatives

Cross financing final approval; acquisition of SITAF; EcoRodovias Transaction; disposal of A7 Serravalle; ATIVA / A21, A12 / A10 Tenders won; 6 on-going Tenders

Transactions completed

Asti-Cuneo cross-financing approval



November 2ND, 2020: New additional deeds signed with the MIT for the cross-financing loan of the A33 Asti-Cuneo. The signing of the Additional Deeds will make it possible to initiate the works to complete the AstiCuneo with important and positive benefits for Italy in terms of higher employment and growth in production both nationwide and in Piedmont.

Sitaf consolidation



OCTOBER 27th: Ownership transfer of shares (19.347% stake in the share capital of SITAF that ASTM S.p.A. was awarded in the tender held in July 2020), with consequent payment of the fee equal to EUR 272 million. ASTM participation, directly and indirectly held, equal to 67.22%

Milano-Serravalle stake disposal



JULY 29TH, 2020: ASTM Group sold its 13.6% stake in the share capital of MI-SE (A7)

EcoRodovias consolidation of the control



JULY 30TH, 2020: ASTM Group entered into a dissociation agreement with Primav Construções to reorganize their equity stakes held in EcoRodovias and, ultimately, to capitalize EcoRodovias. As a consequence of the transactions contemplated by the Agreement the ASTM Group will consolidate its control over EcoRodovias in 2021.

Tenders won



Italy - ATIVA / A21

TENDER WON *

* awaiting TAR/RAT decision



Italy - A12/A10

TENDER WON

E-MARKET SDIR

On-going tenders



Norway - Sotrasambandet Bridge RV555

PRE-QUALIFIED



USA - Miami-Dade County Rapid Mass Transit Solution North Corridor

PRE-QUALIFIED



USA - Georgia: SE400 Express Lane





Brazil - Nova Dutra

TENDER OF INTEREST

ASTM

USA - Maryland: Capital Beltway





Brazil - Santos New Bridge

CONCESSION EXTENSION NEGOTIATION

Italian tenders won



Italian tenders







BASE TENDER CONDITIONS:

- Currently operated by ASTM
- Tender awarded definitively: **November 19**th (by MIT)
- Duration: 12 years (11.5 yrs awarded)
- Concession awarded at the best economic bid

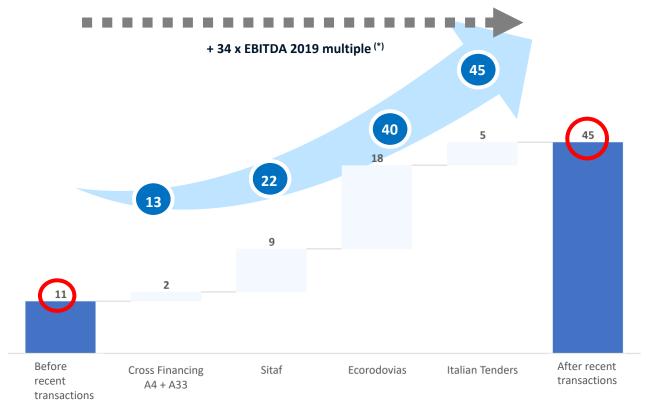
- Currently operated by ASTM
- Tender awarded: November 27th (by MIT)
- Duration: 12 years (11.5 yrs awarded)
- Concession awarded at the best economic bid
- The award is subject to Rome Administrative Tribunal (TAR) decision



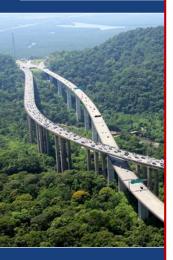
Impact of new transactions

E-MARKET SDIR

- Increasing the EBITDA generation capabilities: multiplier of EBITDA from 11x to $45x^{(*)}$
- Average concessions duration increasing significantly









⁽¹) Multiplier of EBITDA of the concessions sector for the ASTM Group as at 31 December 2019 with inclusion of minorities and €/R\$ 6.40 XR for the Brazilian figures

€ million

ASTM 2019 pro-forma figures

Including recent transactions









2

Our platform to growth in South America

The EcoRodovias transaction





The EcoRodovias transaction has a strong strategic rationale

... unlocking value, opportunities to unleash synergies and growth in the future

The transaction consolidates ASTM's control of EcoRodovias...



- Primav capital increase fully subscribed by ASTM Group to refund outstanding debt (currently R\$ 850m)
- Partial spin-off of Primav transferring of EcoRodovias and Vem ABC shares to ASTM Group
- EcoRodovias Capitalization: Public offering of newly issued shares up to R\$1.8bn
 - ASTM Group is committed to subscribe an aggregate amount of R\$1.2bn
 - ASTM Group has a priority right to subscribe and/or acquire on the market sufficient shares to reach a 51% stake, consolidating the control of the Company



 Integrate EcoRodovias in the ASTM "One Company" model, improving its operational efficiency, development effectiveness, managerial standards and internal procedures

E-MARKET SDIR

- Simplify group structure
- Allow EcoRodovias to maximize financing access to seize upcoming opportunities
- Consolidate role to capture the positive outlook of the Brazilian market

Significant upsides

- Improve ASTM Group profitability and average concession duration
- Enhance EcoRodovias' value perception in ASTM Group valuation
- Strengthening to participate in the toll Brazilian road privatization program that includes 13 concessions to tender by 2022, incl. the wealthy and growing Sao Paulo and Rio states

nt shares to reach a





The

EcoRodovias

transaction

Brazilian market brings new opportunities to grow



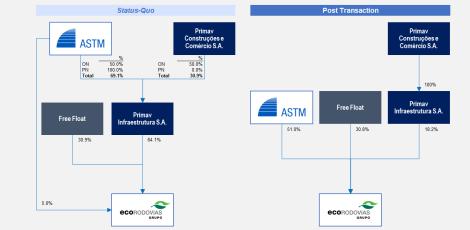
Brazil snapshot





Primav's Capital Increase by ASTM

Group structure simplification





3

Growth ability even in a challenging environment

SITAF success and the upcoming opportunities



The acquisition of the absolute majority stake of SITAF has a strong strategic rationale.

E-MARKET SDIR

SITAF

The acquisition of the absolute majority stake in SITAF...



T4 - Frejus Tunnel: 13km



A32 Motorway: 73Km (Torino – Bardonecchia)



Maturity: 2050



Revenues: 2019: €276m



... presents opportunities to unleash synergies and generate upsides for the next years



- Strengthen position as leading motorway operator in North-West Italy
- Extend average concession duration by 9 vears(1)
- Ensure stable tariff scheme
- Unlock significant synergies through ASTM "One Company" model
- Rationalize SITAF's subsidiaries operating in the O&M, Technology and Engineering
- Optimize SITAF debt-structure and centralization of treasury activities

Significant

- Frejus 2nd tunnel, expected for next year, with increase traffic capacity and safe coupled with the shortening of waiting times
- Expected closure of the alternative route, for a significantly long period, conveying additional traffic
- Enhancement of relationship with SFTRF, potential future privatization

upsides

On October 27th 2020, ASTM was awarded the tender for the acquisition of the 19.347% stake in the share capital of SITAF, bringing the participation to a total of 67.22%, directly and indirectly

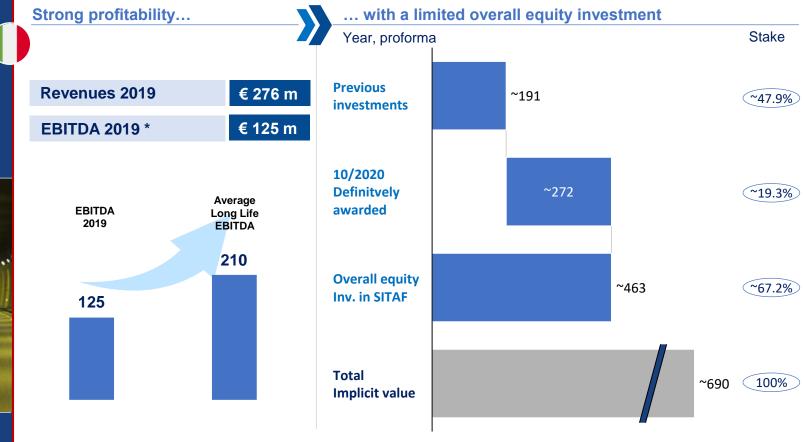


...and will generate significant profitability with a limited equity investment

E-MARKET SDIR CERTIFIED



€М





^{*} According to International Accounting Standards IAS/IFRS - € 92 m according to ITA GAAP

ASTM has pre-qualified for PPP in: Norway, Georgia, Maryland and Miami







Client:

Statens Vegvesen and Nye Veier

Contract value:

€900 million

Bid timeline:

First offer by Dec 18th 2020, contract signing by Nov 2021

Project structure:

7 years of construction and 25 years of O&M

Concession type:

Availability payment, O&M, no traffic risk



Client:

Georgia Department of Transportation (GDOT)

Contract value:

\$1,300 million

Bid timeline:

Offer by Mar 2021, contract signing by end of 2021

Project structure:

5 years of construction and 35 years of O&M

Concession type:

Availability payment P3 DBFM Express Lane contract with the state retaining toll operations and revenue risk



Client:

Maryland Department of Transportation (MLDOT)

Contract value:

\$3,000 million

Bid timeline:

Offer by Dec 2020, contract signing by end of 2021

Project structure:

4 years of construction and 46 years of O&M

Concession type:

Traffic and revenues risk P3 DBFM Managed Lane contract



Client:

Miami-Dade County Rapid Mass Transit Solution North Corridor

Contract value:

\$1,600 million

Bid timeline:

Phase 2 Proposal by Jan 2021, Anticipated award for Interim Agreement by April 2021

Project structure:

4 years of construction and 30 years of O&M

Concession type:

Availability payment and ancillary revenue streams





4

Traffic update & expected financial trends





Traffic and toll-roads revenues

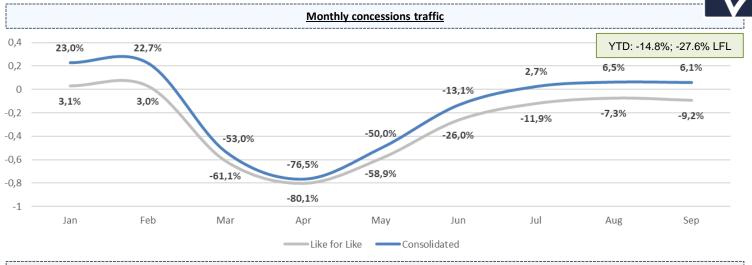


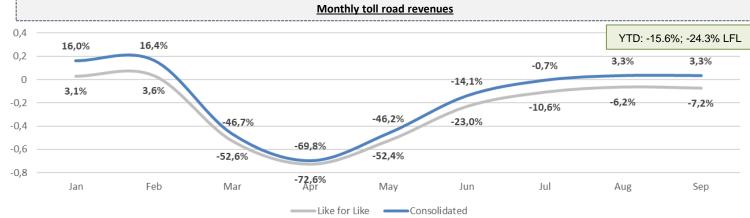


ASTM Italian traffic evolution

E-MARKET SDIR

CERTIFIED



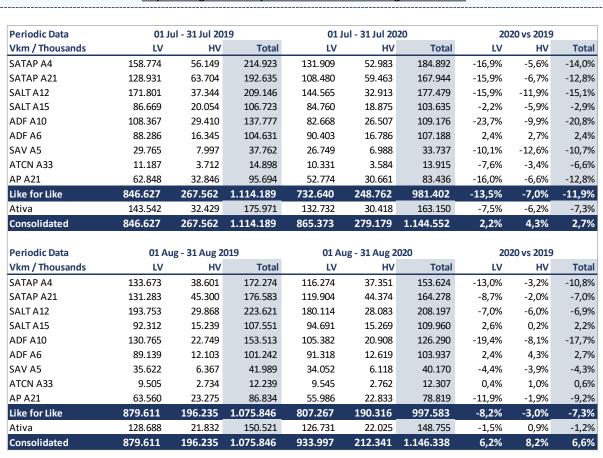


ASTM Italian single concessions traffic evolution

E-MARKET SDIR

CERTIFIED

July and August monthly concessions traffic for single concession









ASTM Italian single concessions traffic evolution

September monthly concessions traffic and 9M concessions traffic for single concession

Periodic Data	01 Sep - 30 Sep 2019			01 9	2020 vs 2019				
Vkm / Thousands	LV	HV	Total	LV	HV	Total	LV	HV	Total
SATAP A4	149.782	51.869	201.651	123.266	51.488	174.754	-17,7%	-0,7%	-13,3%
SATAP A21	121.367	59.416	180.783	102.292	58.110	160.402	-15,7%	-2,2%	-11,3%
SALT A12	142.272	33.757	176.029	131.506	33.052	164.558	-7,6%	-2,1%	-6,5%
SALT A15	66.250	18.295	84.545	66.712	18.276	84.987	0,7%	-0,1%	0,5%
ADF A10	83.845	26.332	110.177	66.285	24.865	91.150	-20,9%	-5,6%	-17,3%
ADF A6	69.570	14.935	84.505	69.008	15.556	84.564	-0,8%	4,2%	0,1%
SAV A5	22.194	6.991	29.185	20.183	6.512	26.695	-9,1%	-6,8%	-8,5%
ATCN A33	10.689	3.577	14.265	9.650	3.563	13.213	-9,7%	-0,4%	-7,4%
AP A21	60.193	30.510	90.703	51.853	30.260	82.113	-13,9%	-0,8%	-9,5%
Like for Like	726.160	245.682	971.842	640.754	241.683	882.437	-11,8%	-1,6%	-9,2%
Ativa	128.685	29.091	157.776	119.460	29.308	148.767	-7,2%	0,7%	-5,7%
Total	854.845	274.773	1.129.618	760.214	270.991	1.031.204	-11,1%	-1,4%	-8,7%
YTD Data	1 Jan - 30 Sep 2019 Act			1 Jan	2020 vs 2019				

YTD Data 1 Jan - 30 Sep 2019 Act			1 Ja	2020 vs 2019					
Vkm / Thousands	LV	HV	Total	LV	HV	Total	LV	HV	Total
SATAP A4	1.291.344	446.058	1.737.402	837.786	388.576	1.226.361	-35,1%	-12,9%	-29,4%
SATAP A21	1.017.556	510.772	1.528.329	667.469	435.674	1.103.143	-34,4%	-14,7%	-27,8%
SALT A12	1.191.231	289.887	1.481.118	830.449	239.971	1.070.420	-30,3%	-17,2%	-27,7%
SALT A15	531.114	151.647	682.761	389.555	128.182	517.737	-26,7%	-15,5%	-24,2%
ADF A10	737.756	234.046	971.802	470.584	193.136	663.720	-36,2%	-17,5%	-31,7%
ADF A6	599.141	128.391	727.532	458.136	113.656	571.792	-23,5%	-11,5%	-21,4%
SAV A5	214.524	61.252	275.776	154.602	49.531	204.133	-27,9%	-19,1%	-26,0%
ATCN A33	87.509	29.242	116.751	62.169	25.819	87.989	-29,0%	-11,7%	-24,6%
AP A21	500.785	264.113	764.898	328.100	226.439	554.539	-34,5%	-14,3%	-27,5%
Total	6.170.960	2.115.408	8.286.368	4.198.850	1.800.984	5.999.834	-32,0%	-14,9%	-27,6%
Ativa	1.140.810	251.843	1.392.653	848.903	214.815	1.063.718	-25,6%	-14,7%	-23,6%
Total	6.170.960	2.115.408	8.286.368	5.047.753	2.015.799	7.063.552	-18,2%	-4,7%	-14,8%







EcoRodovias traffic performance

E-MARKET SDIR CERTIFIED

Covid-19 impact on EcoRodovias

Monthly traffic performance and consolidated toll revenue¹ (2020 vs. 2019)



1) Considers Eco135 from April/19 and Eco050 from June/19

EcoRodovias reaffirmed its understanding, from the regulatory viewpoint, that its concession contracts are protected by clauses against force majeure events and/or unforeseen circumstances and, therefore, believes Ecorodovias that its concessions will be entitled to economic and rebalancing caused by the impacts of the COVID-19 pandemic, considered a force majeure event.







5 Appendix





Brazilian market brings new opportunities to grow

Execution timing to be ready to caught new

... to caught new opportunities

Brazil snapshot

Toll road pipeline

Sector	Asset	Grantor Authority	2020	2021	2022	TBD
	BR-153/414/080/GO/TO	Federal	7.5 Bln			
	BR-153/282/470/SC and SC-412	Federal		8.00 Bln		
	BR-040IMGIRJ - Concer	Federal	2.6 Bln			
	BR-116/RJ Além Paraiba to BR-040 - CRT	Federal	7.9 Bln			
	BR-116/RJ/SP - Nova Dutra	Federal	17.0 Bln			
	BR-163/230/MT/PA	Federal	1.7 Bln			
	BR-381/262/MG/ES	Federal	9.1 Bln			
	BR-364 ROMT - Porto Velho to Comodoro	Federal				8.0 Bln
	BR-158/MT	Federal				N/A
	BR-040/DF/GO/MG	Federal				12.0 Bln
	Integrated Parana roads and State roads	Federal / PR		33.6 Bln		
١١ .	15 Stretch of roads	Federal			53.6 Bln	
<u>ا</u> ا	BR-135/316/MA	Federal			N/A	
١١ -	Litoral Paulista	SP	3.0 Bln			
\	Pinheiros and Tieté Rivers Margins	SP	N/A			
-	ERS-324 – Passo Fundo to Nova Prata	RS	1.1 Bln			
	RSC-287 – Santa Maria to Tabaí	RS	2.3 Bln			
	Tangará da Serra MT Lot	MT				0.7 Bln
	Second phase – Program Pró-Estrada in MT	MT				6.0 Bln
	Stretch of roads in GO	GO				1.5 Bln
	Stretch of roads in MG	MG				7.0 Bln
	Stretch of roads in TO	TO				9.0 Bln
	MT-130	MT	0.4 Bln			
	MT-246/160, MT-343, MT-358/170/339	MT	0.8 Bln			
	MT-220/010	MT	0.3 Bln			
	Belo Horizonte Metropolitan Rodoanel			9 Bln		
	TOTAL CAPEX		BRL 53.7 Bln	BRL 50.6 Bln	BRL 53.6 Bln	BRL 44.2 Bln

Reference market of EcoRodovias presents a relevant pipeline in which the Company can invest fresh resources from the Follow-on



Timing 2020-2022

E-MARKET SDIR

- 13 projects (o/w 4 re-auctions)
- Amount R\$ 161 bn

STATE ROADS

- Timing 2020-2022
- 13 projects (o/w 9 re-auctions)
- Amount R\$ 40 bn

In the mid/long-term, Brazilian market fundamentals are expected to continue to be interesting and additional investments, for improving infrastructure performances, will be required





Federal Government highway concession program

Brazil growth opportunities



BR-153/080/414GO/TO

BR-163/230/MT/PA Concession tenor: 10 years Stretch: 970 km Capex: R\$1.9 billion Expected Date: 4Q 2020

Rodovia BR-116/RJ/SP (Dutra) - Rio de Janeiro to São Paulo Concession tenor: 30 years Stretch: 627 km Capex: R\$14 6 billion Expected Auction Date: 1Q 2021

BR-381/262/MG/ES Concession tenor: 30 years Stretch: 672 km Capex: R\$9.8 billion Expected Auction Date: 1Q 2021

Rodovia BR-116/493RJ - Além Paraíba to BR-040 (CRT) Concession tenor: 30 years Stretch: 711 km Capex: R\$7.9 billion Expected Auction Date: 3Q 2021



Highway concessions under studies for re-auction

Concessões das Rodovias Integradas do Paraná (divided in 8 highway concessions) Concession tenor: 30 years Stretch: 3.800 km Capex: R\$33.6 billion Expected Auction Date: 3Q 2021

E-MARKET SDIR

CERTIFIED

BR-153/282/470/SC and SC-412

Concession tenor: 35 years Stretch: 502 km Capex: R\$8.0 billion Expected Auction Date: 3Q 2021

Rodovia BR-040/MG/RJ – Juiz de Fora to

Rio de Janeiro (Concer) Concession tenor: 30 years Stretch: 211 km

Capex: R\$3.1 billion

Expected Auction Date: 1Q 2022

BR-364/MT/RO Concession tenor: 30 years Stretch: 806 km

Capex: R\$8.0 billion

Expected Auction Date: 3Q 2022

BR-364/060/452//MT/GO

Concession tenor: 30 years Stretch: 917 km

Capex: n.a

Expected Auction Date: 3Q2022





State Governments highway concession programs

E-MARKET SDIR CERTIFIED

Brazil growth opportunities

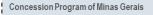


6



Varginha – Furnas (BR-491 / BR-265 / BR-369 / MG-167)
Stretch: 434 km
Capex: R\$1.2 billion
Expected Auction Date: 2Q 2022

São João Del-Rei (BR-265 / BR-383 / MG-332 / MG-155) Stretch: 377 km Capex: R\$909 million Expected Auction Date: n.a.



Announced by the Government in May 2019

Total stretch: ~2,500 km

• ~ R\$ 7 billion of investments over 30 years

MG

6 Itapecerica – Lagoa da Prata (BR-494 / BR-354 / MG-164 / MG-260 / MG-170 / MG-429 / MG-439) Stretch: 497 km Capex: R\$838 million Expected Auction Date: n.a.

Ouro Preto (BR-356 / MG-262 / MG-329 / BR-120)

Stretch: 242 km Capex: R\$936 million Expected Auction Date: n.a.

RSC-287

Concession tenor: 30 years Stretch: 205 km

Capex: R\$2.3 billion

Expected Auction Date: 4Q 2020

9 ---

RJ-186/RJ-244/RJ-158-160/RJ-122

Concession tenor: 25 years Stretch: 240 km Capex: R\$1.7 billion

Expected Auction Date: n.a.



Sources: ARTESP (website), IFC (virtual data room for public hearings), Program of Minas Gerais (SETOP & Secretary of Infrastructure – website), Rio Grande do Sul Government (RS Parcerias - website), Rio de Janeiro Government (website), BNDES

SC

PR

RS

DISCLAIMER





This document (the "document") has been prepared by ASTM Group ("ASTM" of "The Company") for the sole purpose described herein. Under no c should it be interpreted as an offer or invitation to sell or purchase or subscribe to any security issued by the Company or its subsidiaries, including EcoRodovias.

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 Company's current expectations and projections about future events and involve substantial uncertainties. All statements, other than statements of historical fact, contained herein regarding the company' 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 Company does not undertake any obligation to publicly update or revise any forward-looking statements. The Company has 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 Company.

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

Neither the Company nor any of its 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.



