

OVERVIEW PRESENTATION

FY17

31 December



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01 > Who are we?

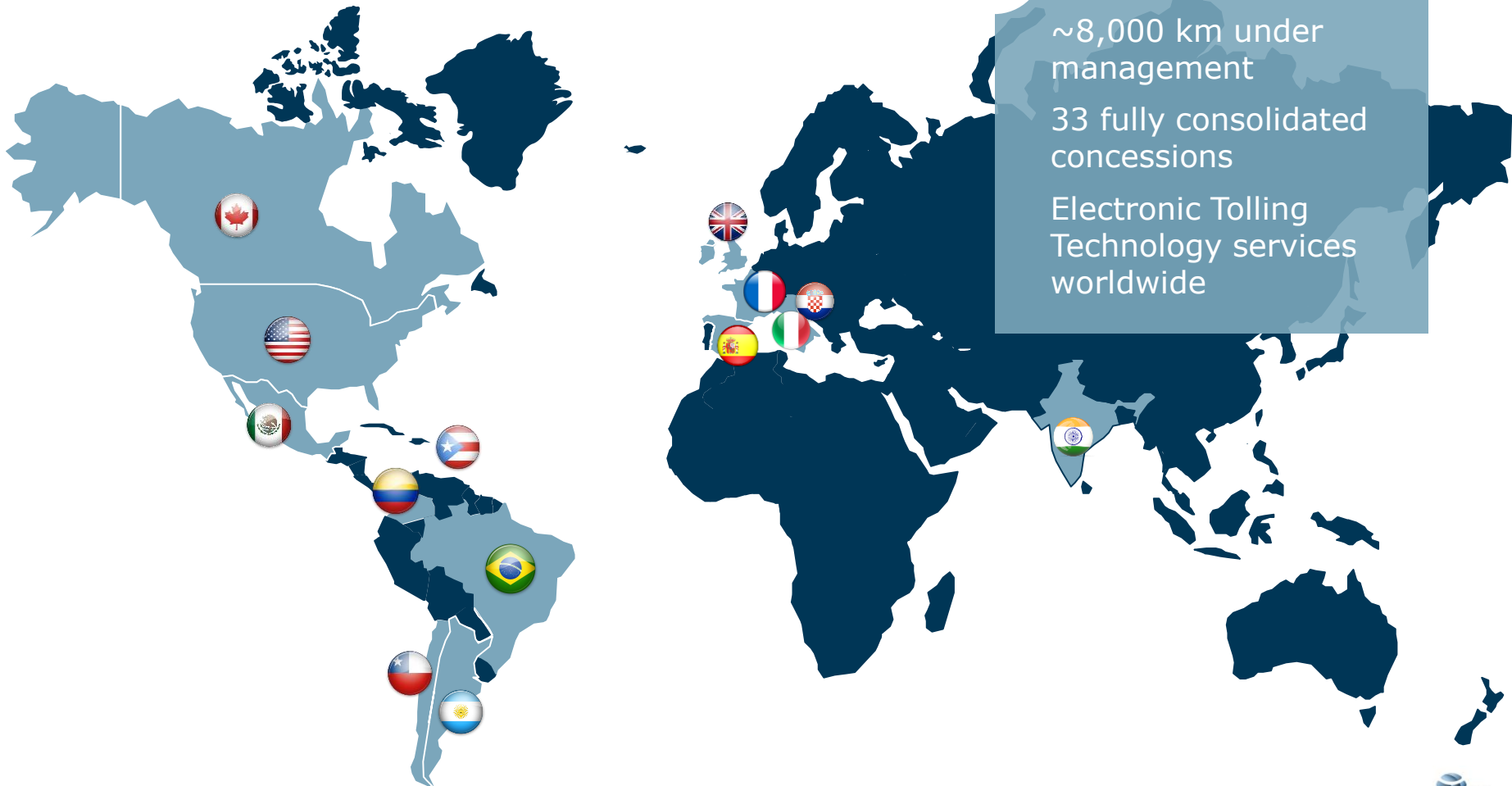
02 > Our Strategy

03 > Value Creation

- > Abertis is the **leading international group** of toll-road operators. We manage thousands of kilometers of high quality, high capacity roads around the world.
- > Our top priority is the safety of our drivers. We are **continually investing** in **technology** and **smart engineering** to make sure our customers have a smooth experience using our roads: **safe, comfortable, fast and convenient**.
- > We have grown by being **good partners to governments**: we are **committed to the long term**, and we deliver a high quality product.
- > Our **profits** come **from operating the roads**, not from speculating on public services. We take a hundred year view of our business.
- > We bring together **financial capability** and **industrial expertise**: we have the capacity for **large-scale financing**, and we have the **know-how** to manage infrastructure.
- > We want to be **part of the solution** to public problems associated with increasing road travel, such as congestion and climate change.
- > As the global leader in our sector, **we aim to set standards for the industry**. Nobody is better placed than Abertis to set the pace on quality and innovation.



The World Leader in Toll Roads...



 Assets in 14 countries
~8,000 km under management
33 fully consolidated concessions
Electronic Tolling Technology services worldwide

Financial Highlights

2016

- €4.7Bn Revenues
- €3.1Bn EBITDA
- €1.7Bn Discretionary FCF
- €2.6Bn Investments
- €14.4Bn Net Debt (4.6x EBITDA)
- BBB/BBB+ rating (S&P/Fitch)

2017

- €5.3Bn Revenues
- €3.5Bn EBITDA
- €2.0Bn Discretionary FCF
- €3.6Bn Investments
- €15.4Bn Net Debt (4.4x EBITDA)
- BBB/BBB+ rating (S&P/Fitch)

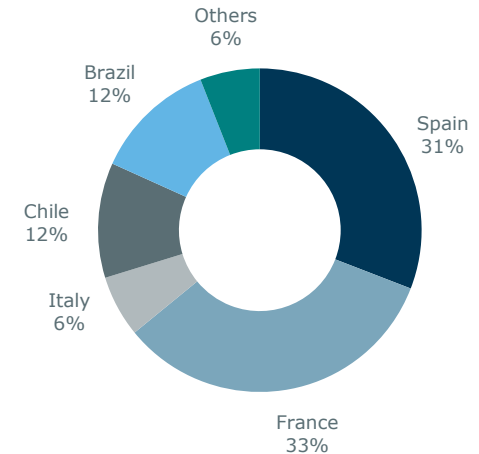
~€19Bn Market Cap

EBITDA Composition (2017)

By Business



By Market



A focused company with a geographic diversification

A Rock-Solid Cash Cow Company

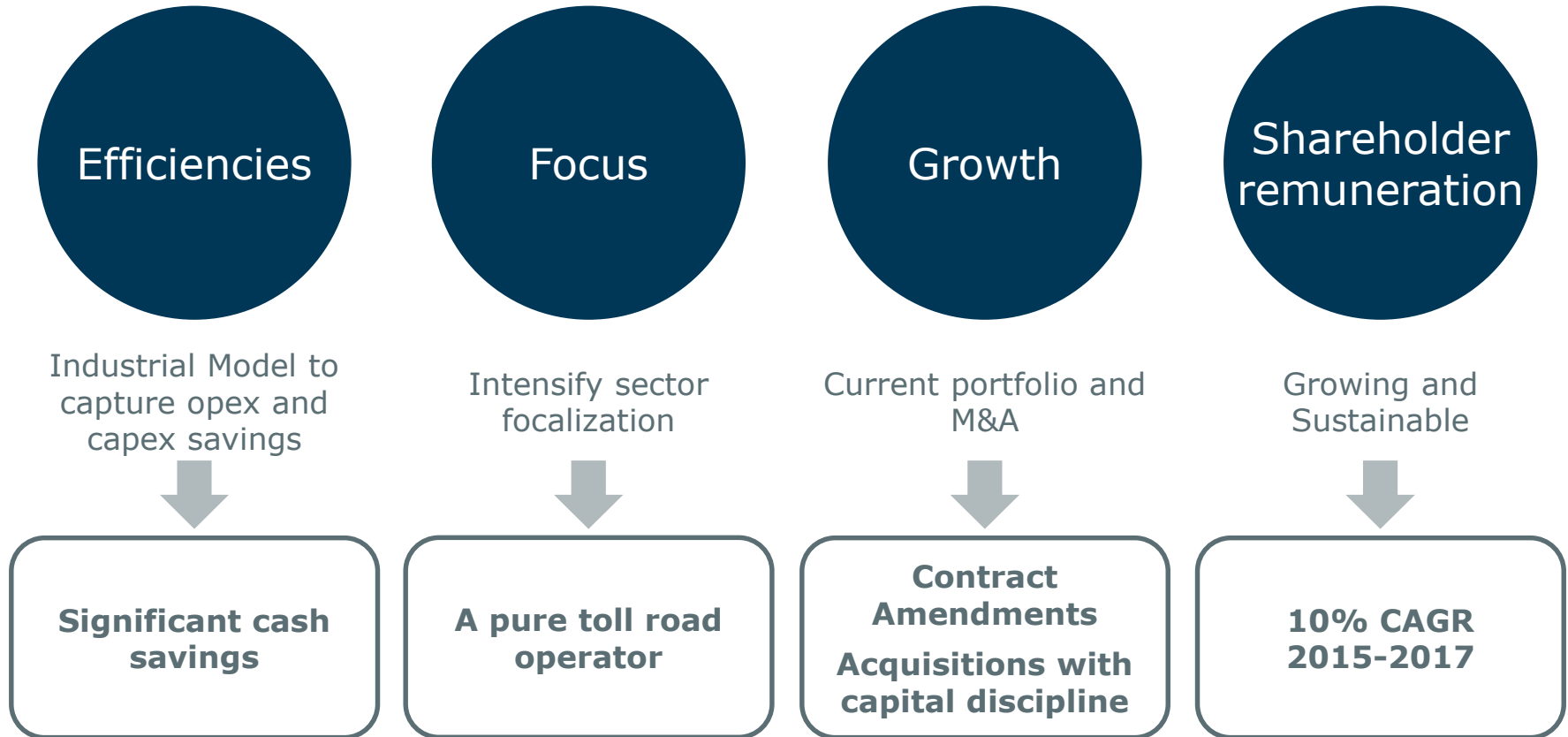
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Our road to value – 2015-2017 Strategic Plan



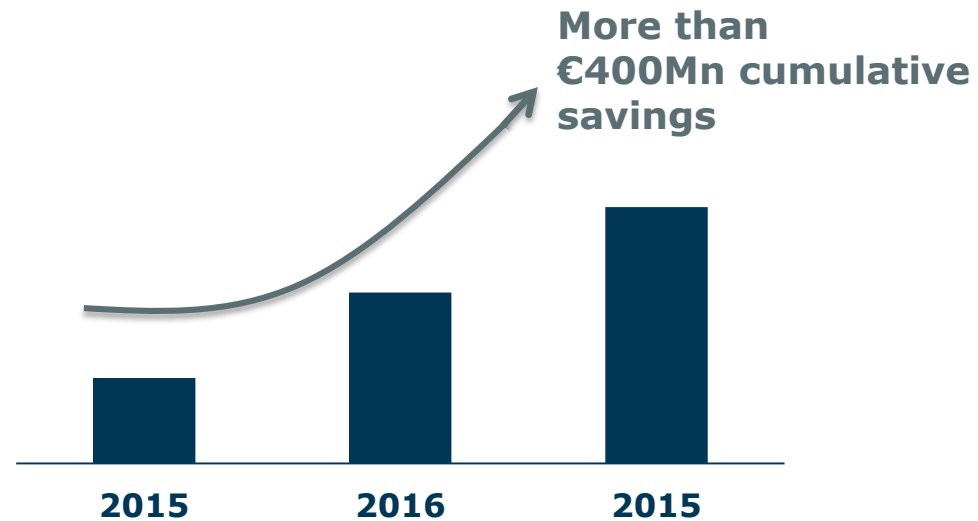
**Efficiency Plan I
2011-2014**

**Initial Target
€570Mn cumulative
cash savings**




**Final outcome
€741Mn cumulative
cash savings**

**Efficiency Plan II
2015-2017**



Significant cash efficiencies

- > 2nd efficiency plan 
- > Liability management programs

2010

- > 5 non-synergic business units
- > Non-controlling stakes
- > 47% of EBITDA outside Spain

2017

- > 1 business unit (after Hispasat was reclassified as discontinued operations)
- > Controlling shareholder of the main operations
- > ~70% of EBITDA outside Spain

In 2011 Abertis initiated a strategic plan focused on toll roads




Acquisitions



Disposals (airports, car parks, logistics, non core stakes)



Latest developments towards becoming a pure toll road operator

-  > Cellnex IPO
 - > Value crystallization above expectations
 - > ~€2.7Bn capital gains
-  > Airports full exit (MBJ: €177Mn)
 - > Attractive sale IRRs
-  > Acquisition of Autopista Central (Chile), A4 Holding (Italy), stake increases (France Italy and Brazil), Indian acquisition, Via Paulista ("Autovias Retender")

Consolidating Our International Leadership in Toll Roads

Industrial Role

- Group’s best practices
- Industrial fees to Abertis
- Core investments with professional minority investors

Financial Discipline

- IRR 250-450 bps over K_e (risk-adjusted)
- Sustainable capital structures by project
- Sustainable dividend policy

Strict Geographic Selection

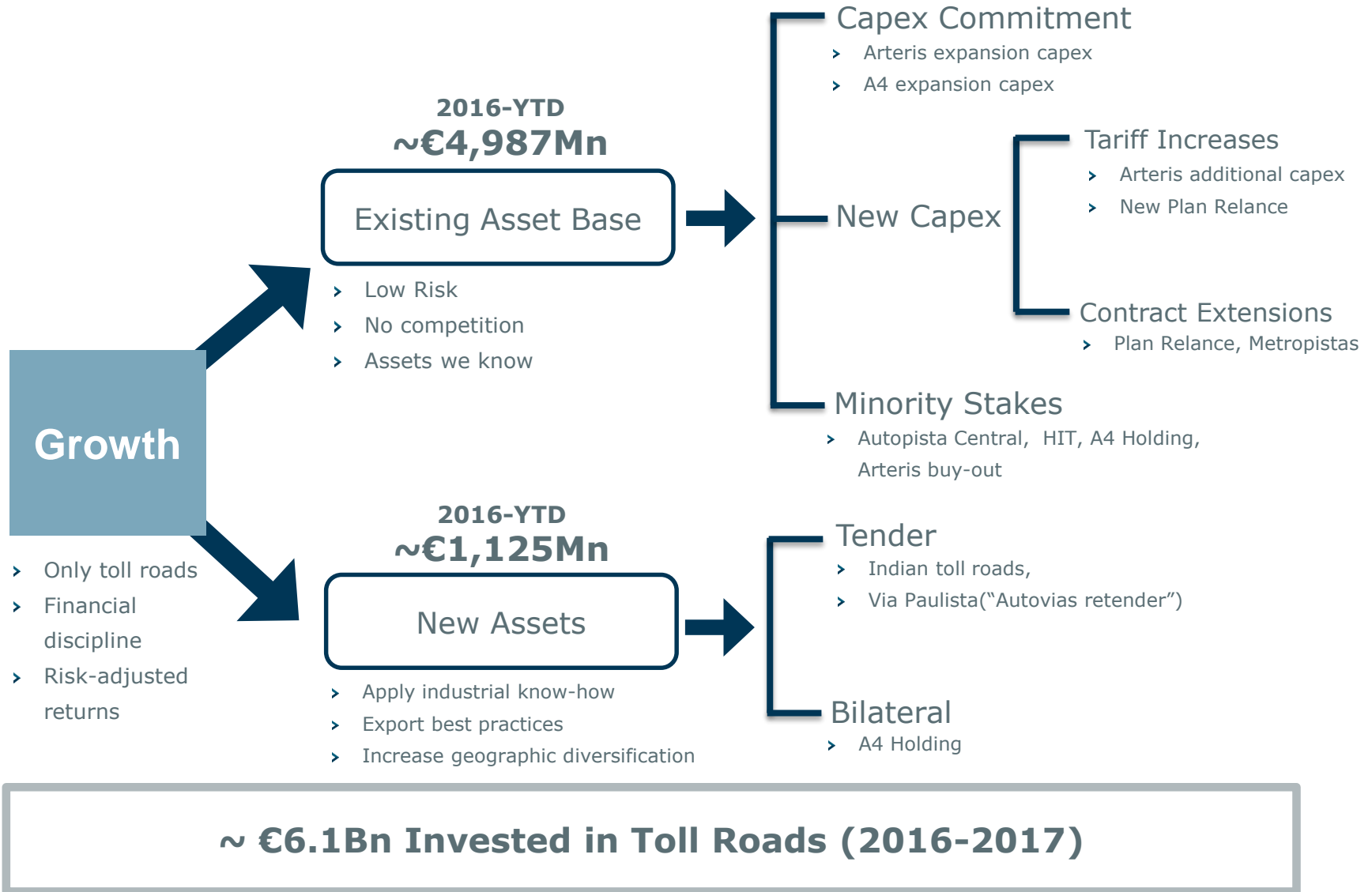
- Countries with solid legal framework
- Political stability
- Mature and stable economy

Financial Strength

- Corporate Investment Grade rating
- Non-recourse debt by project

Our Strategy

Growth in Toll Roads

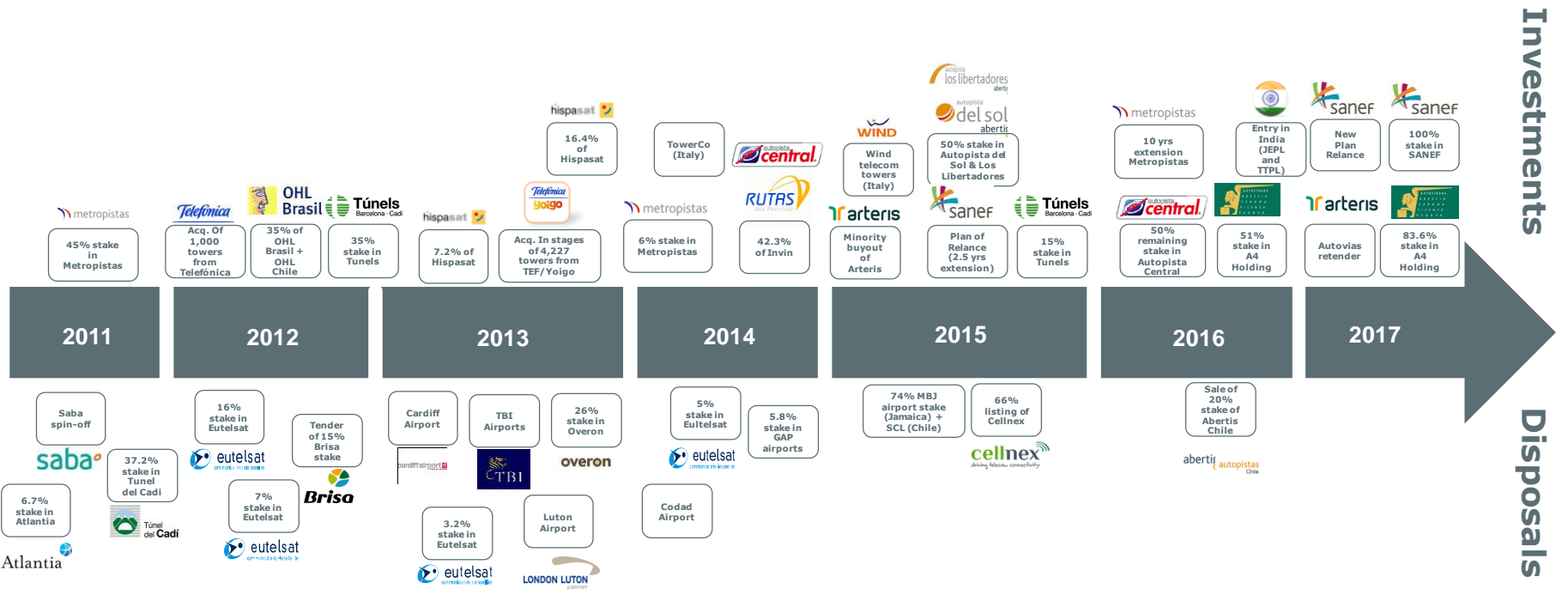


Partners (current and former)

Shared Projects

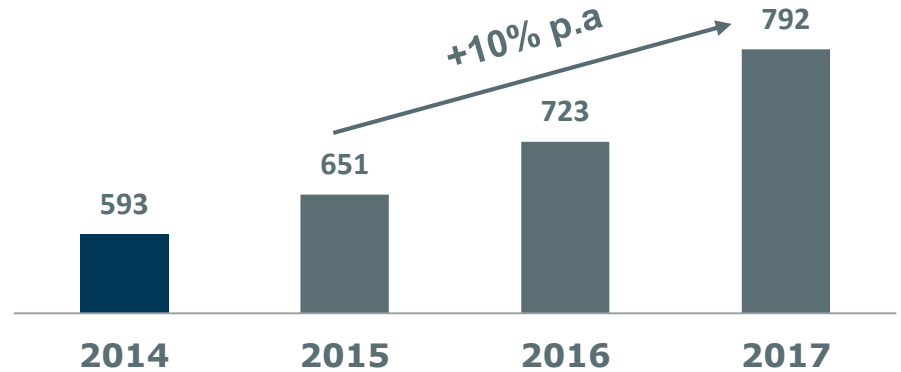
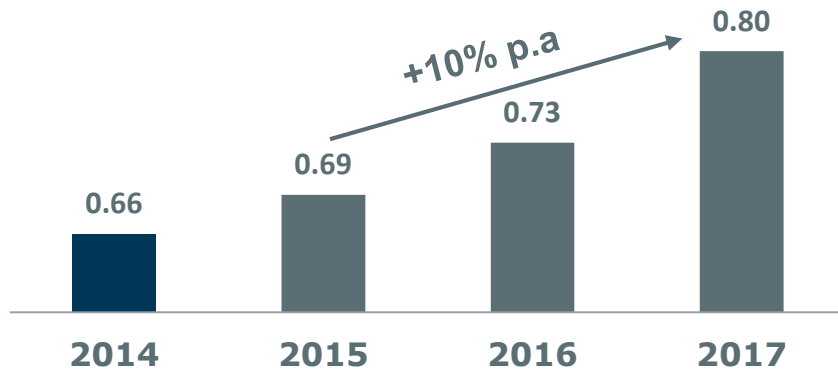


~€11Bn equity invested in Toll Roads growth since 2011 (M&A and Expansion)



Becoming A Pure Toll Road Operator

€Mn



> **Final 2017:**

€0.40/share (proposed payment on 20/03/2018) to be approved on next AGM (13/03/18)

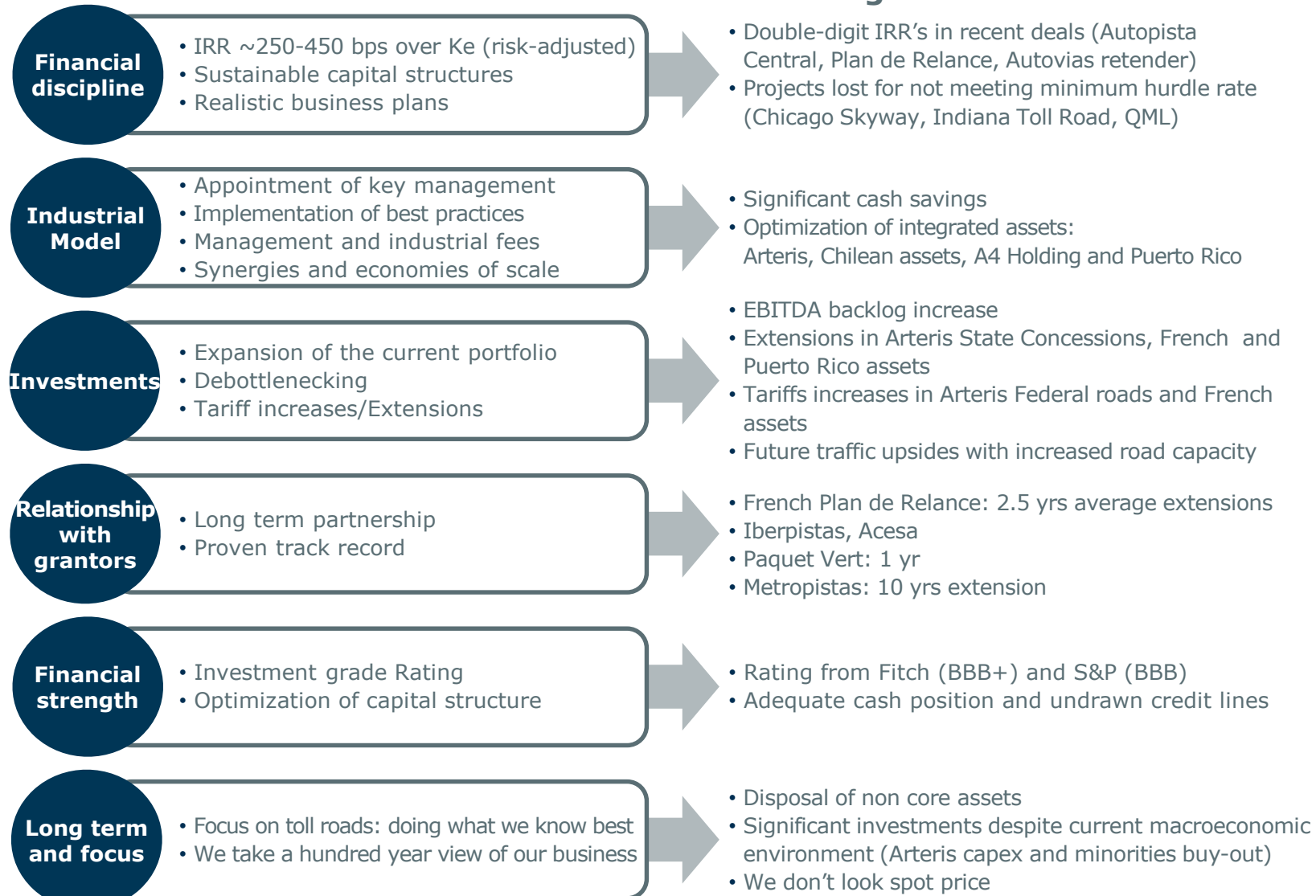
Value Oriented Shareholder Remuneration

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Value Creation Our Business Model

FOCUSING ON EFFICIENCIES

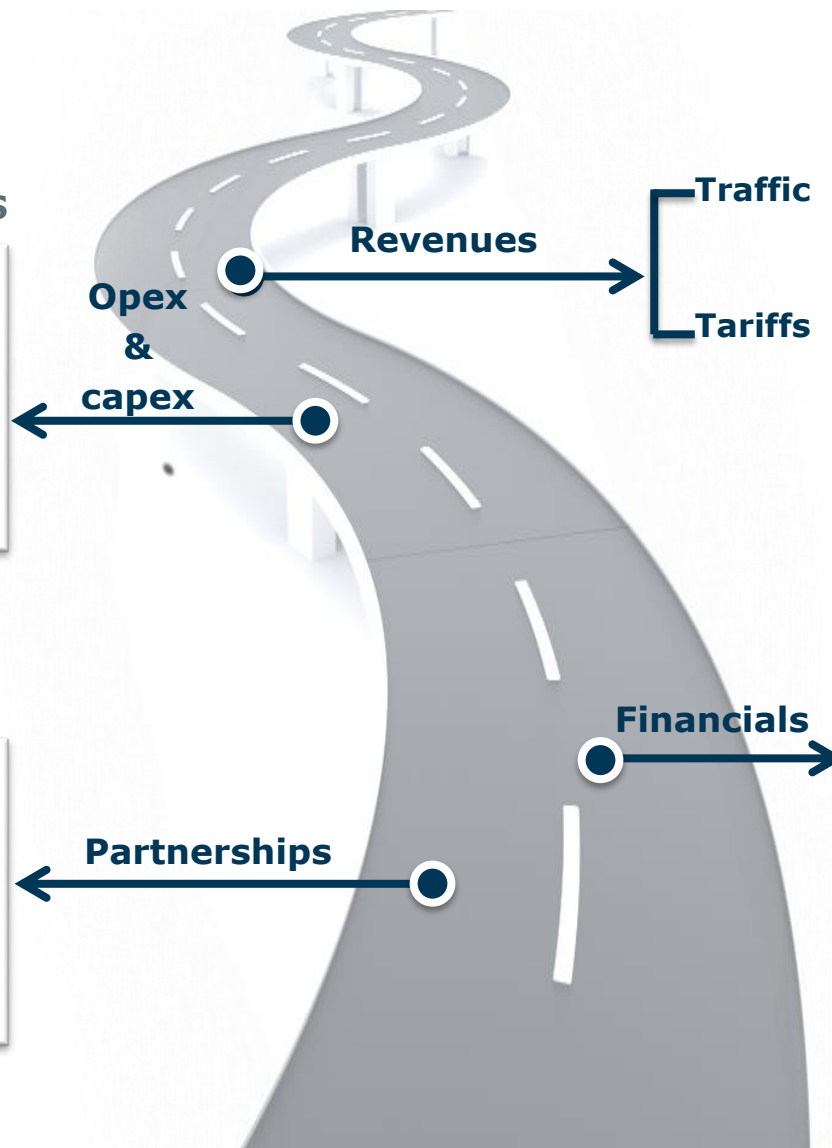


- Opex and capex committee
- Industrial model
- Outsourcing with competition and electronic auctions
- Centralized Corporate services
- Synergies

SHARING EXPERTISE



- Industrial
- Strategic partners
- Negotiation with grantors
- Institutional relations



PREDICTABLE TOP LINE



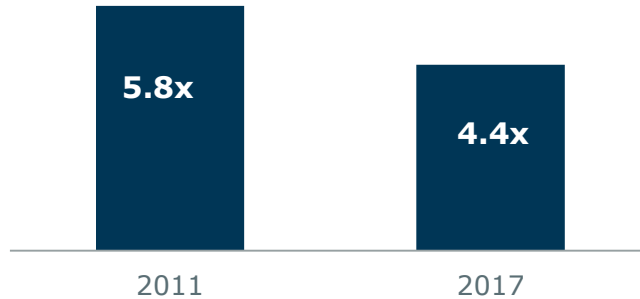
- 50 yrs of market trends knowledge and traffic studies know-how
- Tariffs linked to inflation + spread to compensate investments and rebalance contracts

PRESERVING INVESTMENT GRADE



- Capital Market access
- Liability management
- Strong cash position and approved credit lines
- Risk management and hedging

**Net Debt
EBITDA
4.4x**



**Liquidity
€5.7Bn**

- > €2.5Bn consolidated cash
- > €3.2Bn undrawn Group credit lines

**Investment
Grade**

- > Rating S&P BBB
- > Rating Fitch BBB+

Net Debt (2017)

Total:
~€15.4Bn

at HoldCo:
~€6.9Bn

Discretionary Free Cash Flow Yield ~11%



Autopista Central

- > **Acquisition** of Autopista Central (**stake increase** to 100% from 50%)
- > €948 Mn equity (**double-digit IRR**)
- > Full control and consolidation
- > **€217Mn in annual revenues and €172Mn in EBITDA**



A4 Holding

- > **Acquisition of 51.4% stake** (€589Mn **deferred payment**)
- > One of the busiest toll roads in Italy
- > 236 kilometers in operation
- > A platform for growth
- > Double-digit IRR
- > **RAB system** with guaranteed returns
- > **€544n in annual revenues and €200Mn in EBITDA**



Arteris Buy-Out

- > Shares acquired from the minority shareholders
- > Controlling block increase to 8% from 69%
- > **Indirect control increase** to 42% from 35%
- > Arteris **delisting** from Bovespa



Metropistas

- > Implementation and operation of new tolling gantries
- > Investments of \$115Mn
- > **10 year contract extension** (from 2051 to 2061)
- > Double-digit IRR
- > Increase in DTL revenue shares

Expansion of Existing Portfolio and Addition of New Markets



Jadcherla Expressways and Trichy Tollway

- > Two key corridors for the country
- > 252 km in operation
- > A market with significant growth potential

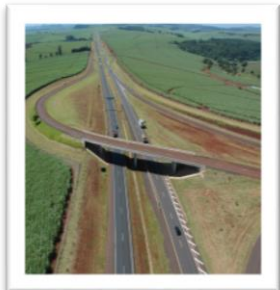
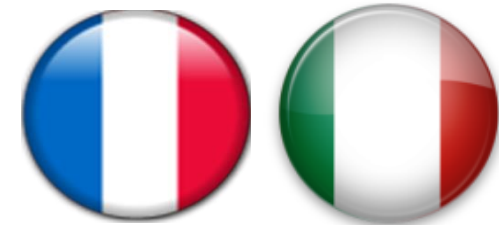
€30Mn in annual revenues and €25Mn in EBITDA



Sanef Group and A4 Holding (Minorities)

- > 47.5% stake increase achieving 100% in France + 83.6% reached in A4 Holding
- > Greater dividend stream from France and Italy
- > Increasing the weight of developed markets

Higher Net Income 2017E by lower minorities



Via Paulista (Autovias Retender)

- > 720 km highway in the State of Sao Paulo
- > 30-year concession expiring in 2047
- > Extending 4 years our Brazilian portfolio
- > 15% nominal equity IRR

~€135Mn in revenues and €85Mn EBITDA by 2019



Following the Same Growth Pattern than 2016

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Annex: Toll Roads Overview Europe



Spain

- > #1 Operator
- > 1,559 Km Direct Management
- > EBITDA 2017: €1.1Bn
- > Stake: 100%

France

- > #3 Operator
- > 1,761 Km Direct Management
- > EBITDA 2017: €1.2Bn
- > Stake: 100%

Annex: Toll Roads Overview Brazil & Chile



Brazil

- > #1 Operator (in Km)
- > 3,250Km Direct Management
- > 9 concessions fully consolidated
- > EBITDA 2017: €0.43Bn
- > 51% of Participes en Brasil (82% of Arteris)

Chile

- > #1 Operator
- > 771 Km Direct Management
- > 6 concessions fully consolidated in 2017
- > EBITDA 2017: €0.4Bn
- > Stake: 80%

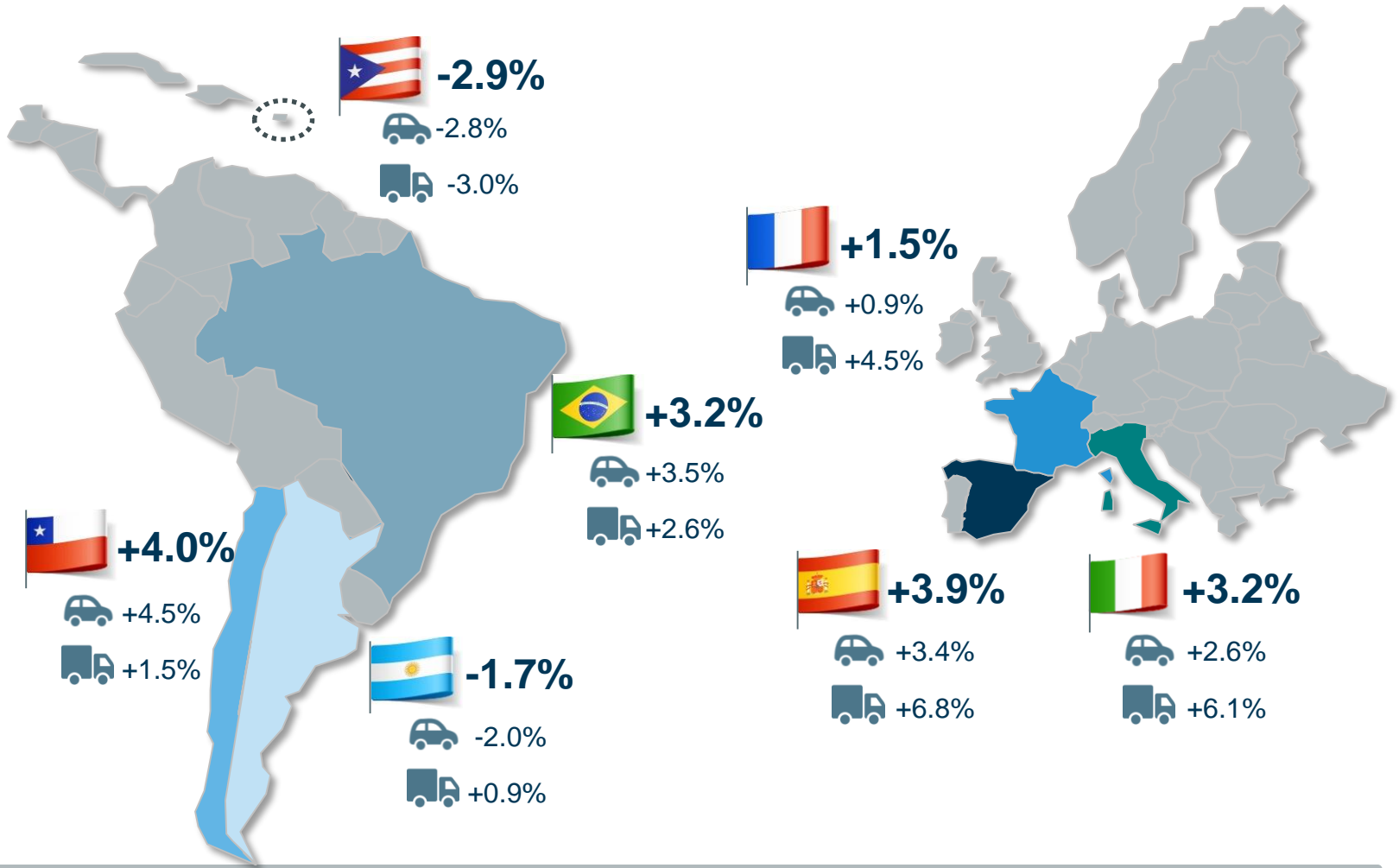
Annex: FY17 Results Income Statement

€ MN	2016	2017	L-F-L (2017 vs. 2016)
Revenues	4,707	5,323	+6.3%
Operating Expenses	-1,642	-1,843	
EBITDA	3,065	3,480	+7.7%
Comparable EBITDA	3,082	3,319	
Depreciation	-842	-1,029	
Amortization of revalued assets (PPA)	-351	-392	
EBIT	1,872	2,058	+7.9%
Cost of debt	-731	-677	
Other financial results	119	-109	
Share of profit of associates	30	19	
Profit before taxes	1,291	1,291	
Income tax	-287	-365	
Discontinued operations	-216	-102	
Minorities	7	72	
Net Profit	796	897	+24.0%

CF (€ MN)	2016	2017	L-F-L (2017 vs. 2016)
EBITDA	3,065	3,480	+7.7%
Financial Result	-611	-786	
Income tax expense	-287	-365	
Adjust. Non cash effects	-424	-257	
Gross operating cash flow	1,742	2,073	
Operating capex	-87	-85	
Discretionary cash flow	1,655	1,987	+11.5%
Dividends	-639	-658	
Payments to minorities	-126	-58	
Free cash flow II	890	1,271	
Expansion capex – organic	-854	-719	
Net Free cash flow	36	552	

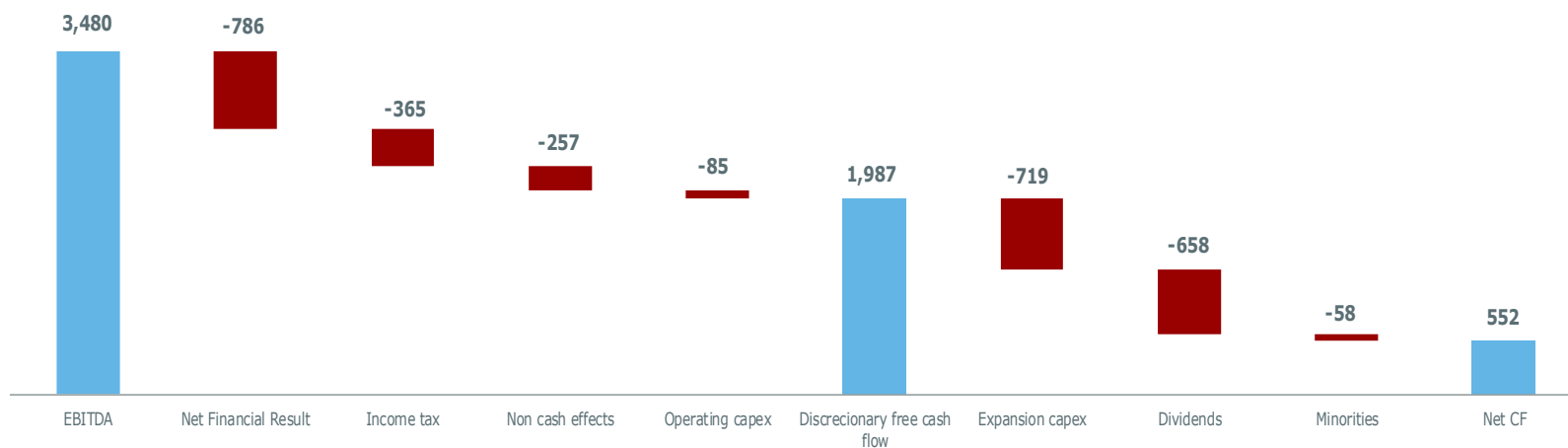
BALANCE (€ MN)	2016	2017	CHG
Non-current assets	26,788	24,203	-9.65%
Current assets	4,348	3,832	-11.87%
Assets held for sale	50	1,796	
Total assets	31,186	29,831	-4.34%
Shareholder's equity	6,901	4,777	-30.78%
Non-current liabilities	20,558	21,205	+3.15%
Current liabilities	3,683	3,221	-12.54%
Liabilities held for sale	44	628	
Total equity and liabilities	31,186	29,831	-4.34%

Annex: FY17 Results Traffic in Our Major Markets

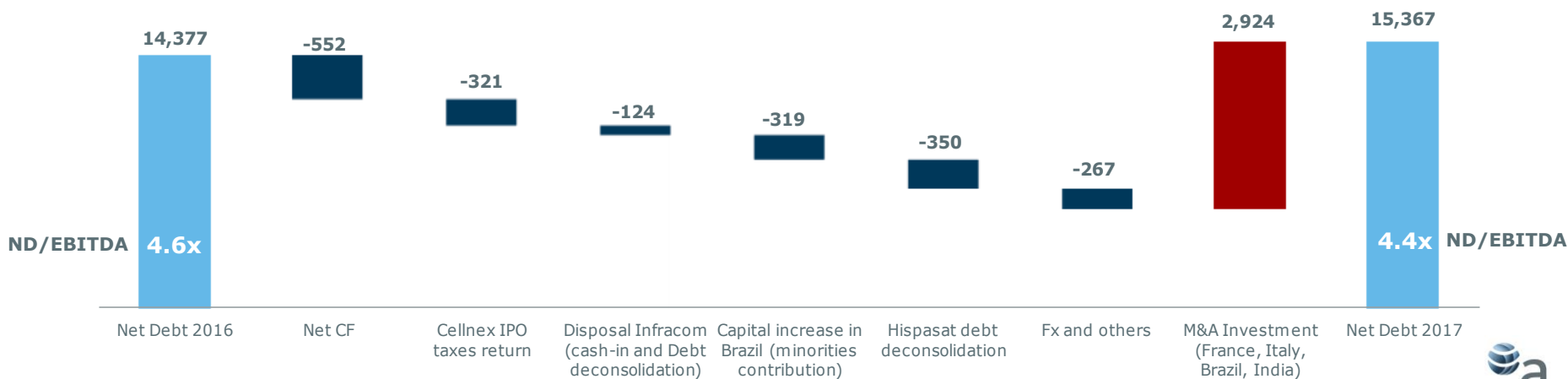


Traffic Performance Higher than Initially Expected

Discretionary Cash Flow (€Mn)



Net Debt (€Mn)



Annex: FY 2017 Results Geographic Debt Distribution



Toll Roads

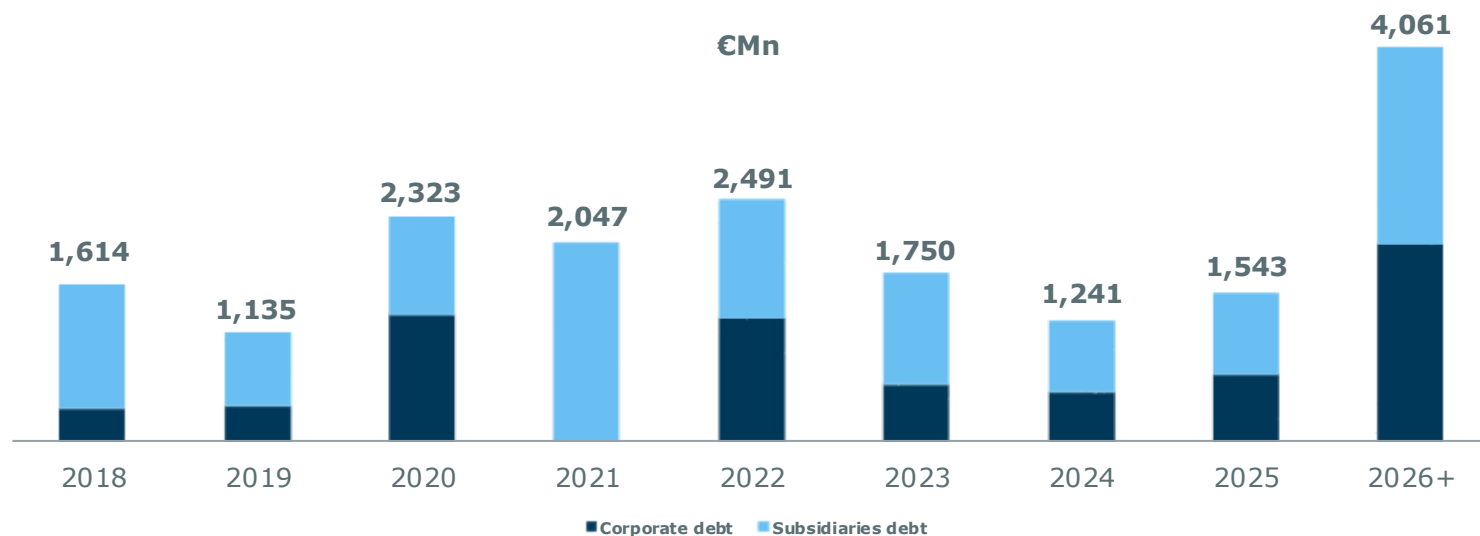
Holding



€ Mn									
Gross debt	529	6,309	492	1,218	1,498	696	0	81	7,003
Net debt	501	4,951	327	677	1,320	672	-3	6	6,916
Average cost of debt	2.7%	3.6%	2.4%	4.9%	10.7%	6.2%	nm	9.6%	2.1%
<i>Fixed rate debt</i>	64%	98%	82%	86%	48%	91%	nm	42%	66%
Average maturity (yr)	4.0	5.3	2.1	4.9	3.8	7.8	nm	3.8	5.8
Cash and equivalents	29	1,358	165	541	177	23	3	75	87
Net Debt/EBITDA	0.5	4.3	1.5	1.7	3.1	7.3	nm	0.1	nm

These figures do not take into account the assignment for the intercompany debt

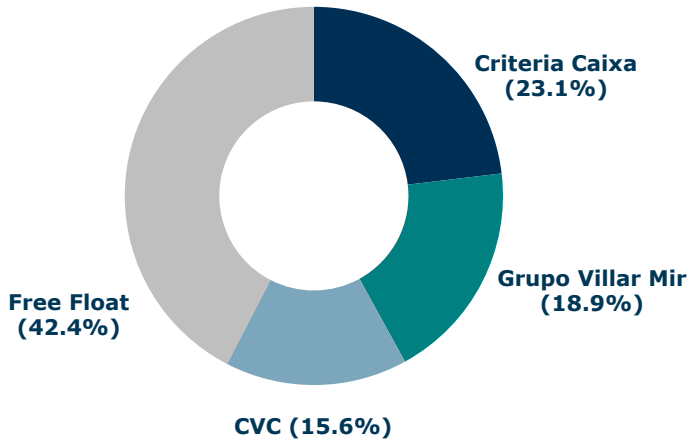
Annex: FY17 Results Debt Profile



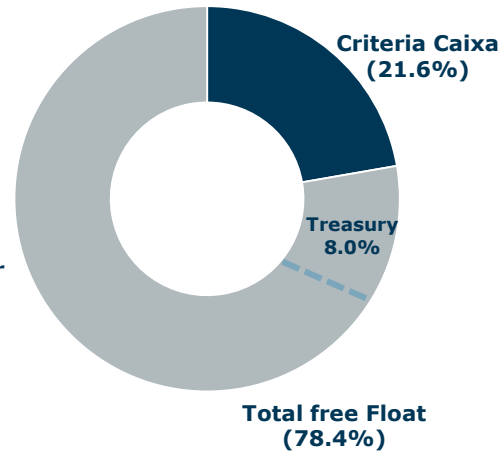
€Mn	2016	2017	€Mn	2016	2017
Gross Debt	16,906	17,825	Avg. Cost	4.8%	4.0%
Net Debt	14,377	15,367	Avg. Maturity	5.9	5.3
Net Debt/EBITDA	4.6x	4.4x	Non-recourse Debt	66%	61%
Cash – Consolidated	2,529	2,458	Fixed Rates	90%	79%

Shareholder base

Structure at Jan 15



Current Structure*



- > Abertis' **Board of Directors** is formed by **15 directors, 9 of which are independent.**
- **Independent** directors are now a **majority** in the Abertis' Board
- > Since 2009, **Board members** have been cut **from 21 to 15** while the proportion of **independent** directors has grown **from 20% to 60%**

Free float has increased from 42.4% to 78.4%

Towards the Best in Class Corporate Governance

