Atlantia

Annual report

2014

Atlantia

Annual Report 2014

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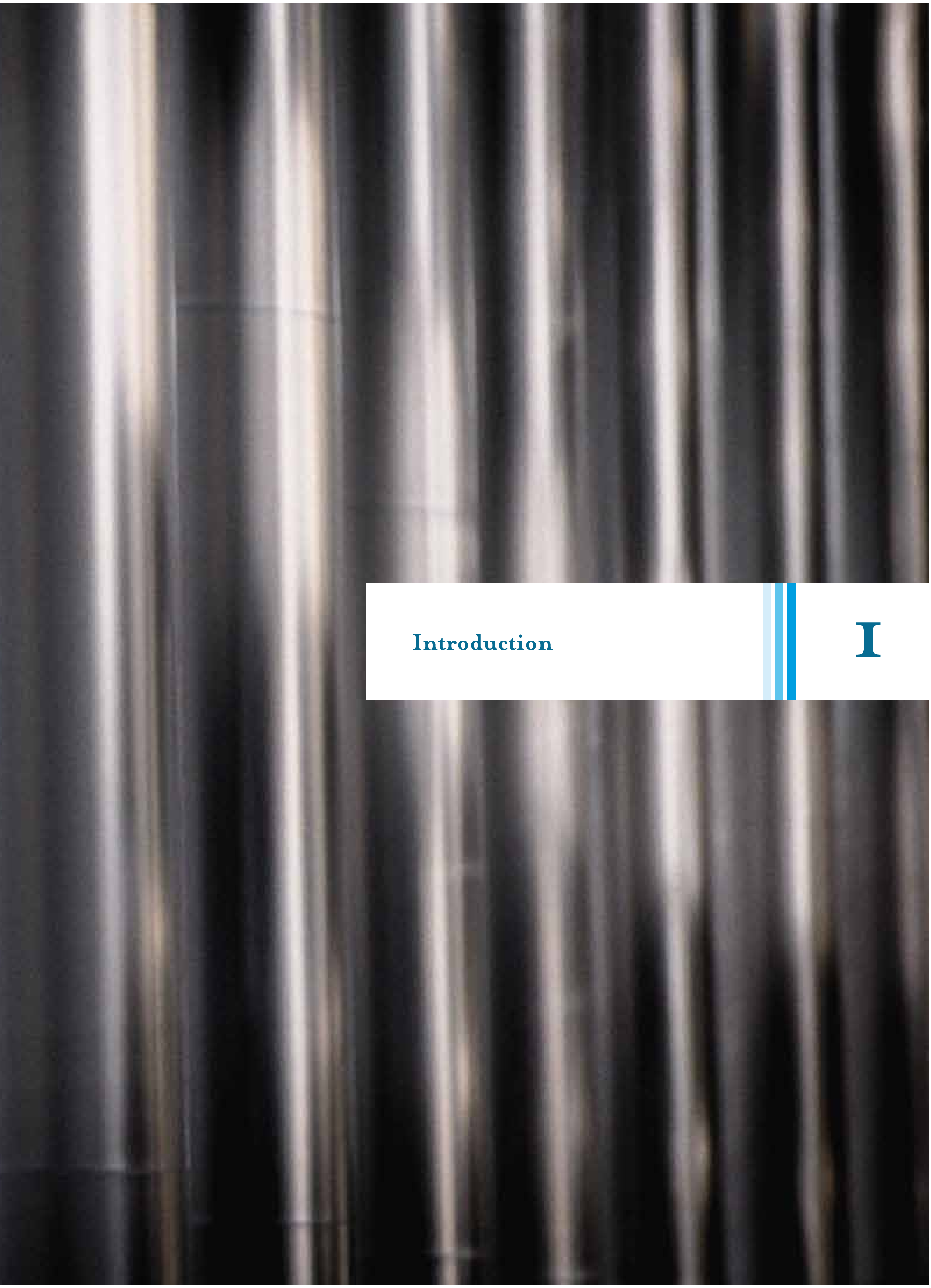
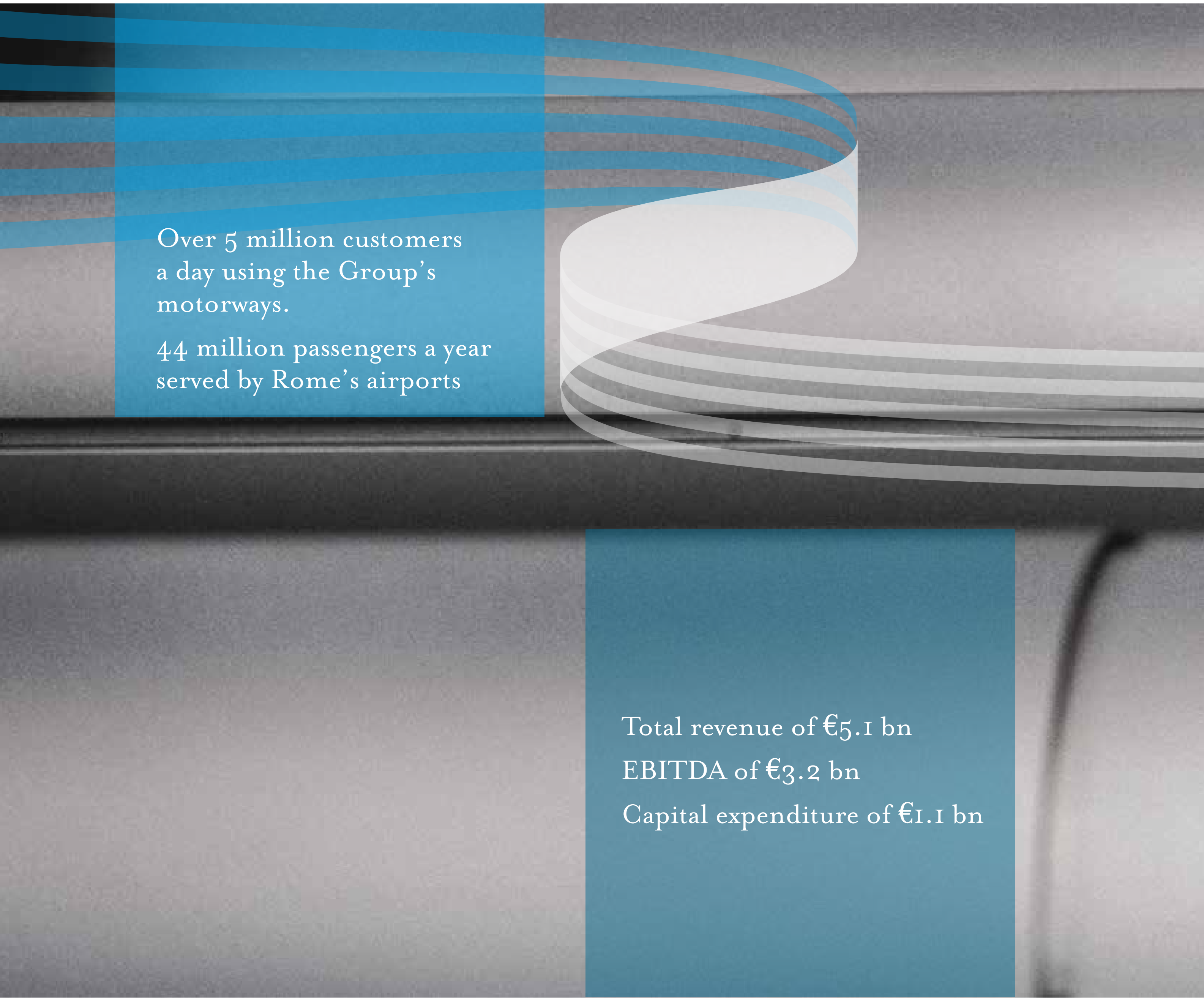


I Introduction

Highlights

Infrastructure, finance, technology and innovation



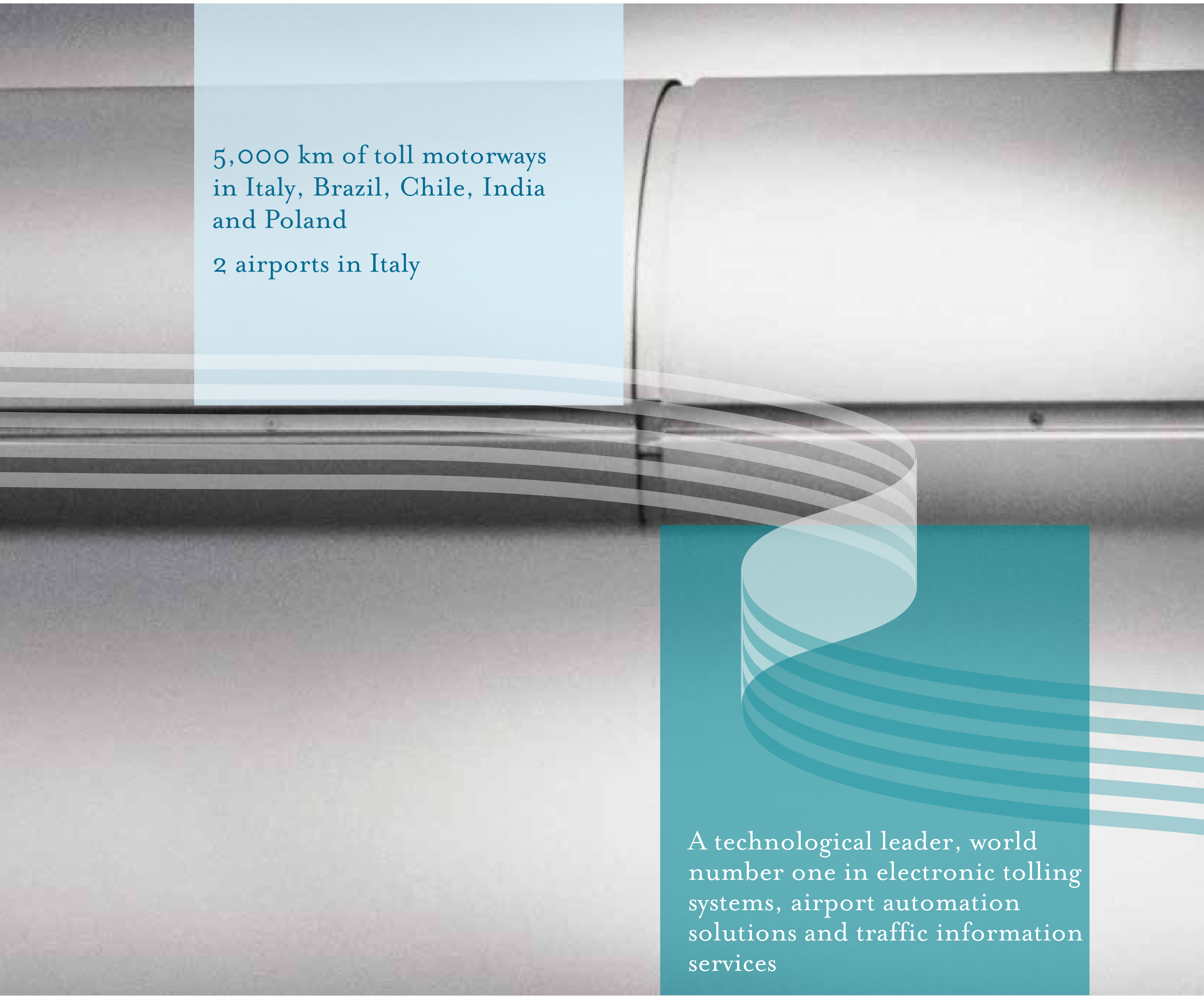
Over 5 million customers a day using the Group's motorways.

44 million passengers a year served by Rome's airports

Total revenue of €5.1 bn

EBITDA of €3.2 bn

Capital expenditure of €1.1 bn



5,000 km of toll motorways in Italy, Brazil, Chile, India and Poland

2 airports in Italy

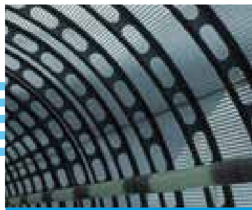
A technological leader, world number one in electronic tolling systems, airport automation solutions and traffic information services

60 years of setting records

1958/64

Autostrada del Sole

Construction
and opening of the 800
km long Autostrada
del Sole motorway (A1
Milan-Naples)



1963

Eurobond

First Eurobond issue
in the history of the
capital markets

1990

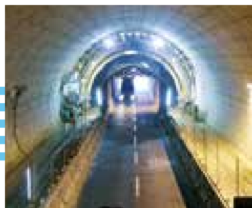
Telepass

The world's first
free-flow tolling system

2005

Tutor

The world's first system
for monitoring average
speeds



2007

Patented method of tunnel widening

The world's first system
of excavation without
interrupting traffic flow

2012

Brazil and Chile

Atlantia expands
its presence in Brazil,
with responsibility for
over 1,500 km
of network

Atlantia strengthens its
foothold in Chile,
operating more
than 300 km of network

1995

USA

The first ever privately-owned toll motorway in the USA, the Dulles Greenway, Virginia

2003

UK

Opening of the M6 Toll, the UK's first ever toll motorway

2004

Austria

The world's first free-flow tolling system on over 2,000 km of motorway network

2014

Aeroporti di Roma

Integration and turnaround of Aeroporti di Roma

2014

Variante di Valico

Boring of tunnels for the Variante di Valico completed, using the world's biggest tunnelling machine

Global presence

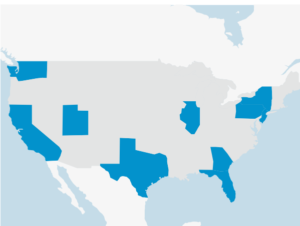
USA

Brazil

1,538 km of network

Chile

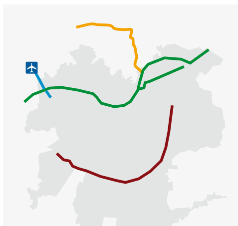
313 km of network



ETC Corporation

Tolling systems

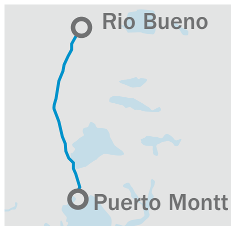
- Triangulo do Sol
- Tietê
- Colinas
- Nascentes das Gerais



Santiago

- Costanera Norte
- Vespucio Sur
- Nororiente
- Vial Aeropuerto

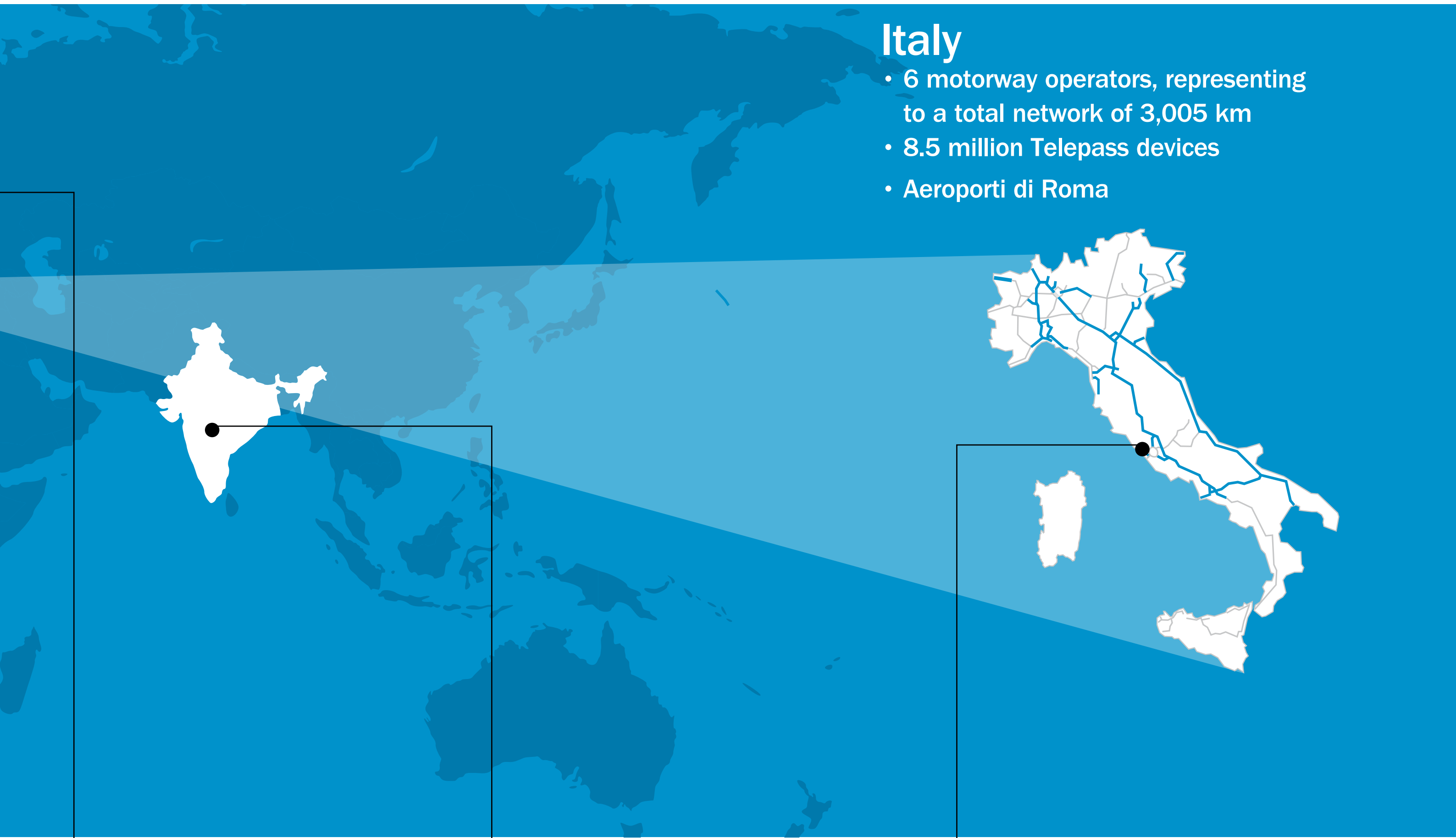
Litoral Central



Los Lagos

Italy

- 6 motorway operators, representing to a total network of 3,005 km
- 8.5 million Telepass devices
- Aeroporti di Roma



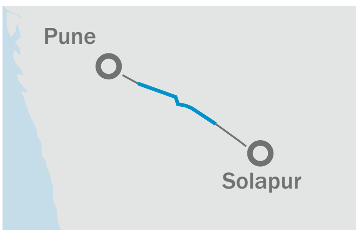
Poland

61 km of network

Stalexport Autostrady

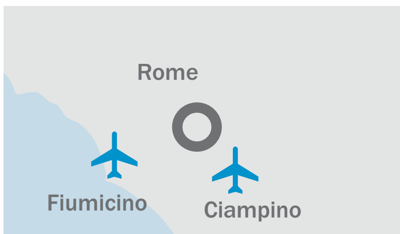
India

110 km of network



Pune-Solapur

The Roman airport system



Aeroporti di Roma

Consolidated financial highlights

(€M)	2014 [(a)]	2013 [(a) (b)]
Total revenue	**5,083**	**4,221**
Net toll revenue	3,678	3,540
Aviation revenue	520	34
Other operating income	885	647
Gross operating profit (EBITDA)	**3,169**	**2,585**
Adjusted gross operating profit (EBITDA) [(c)]	**3,246**	**2,665**
Operating profit (EBIT)	**1,933**	**1,821**
Profit/(Loss) from continuing operations	1,262	1,124
Profit for the period (including non-controlling interests)	**773**	**721**
Profit attributable to owners of the parent	**740**	**637**
Operating cash flow [(d)]	**2,079**	**1,663**
Adjusted operating cash flow [(c)]	**2,181**	**1,658**
Capital expenditure	**1,100**	**1,247**

(€M)	31.12.2014 [(a)]	31.12.2013 [(a) (b)]
Equity (including non-controlling interests)	8,263	8,210
Equity attributable to owners of the parent	6,519	6,481
Net debt	10,528	10,769
Adjusted net debt [(c)]	11,666	12,541

(a) *Comparative amounts reflect the different contribution to the operating results and operating cash flow of the former Gemina group companies, consolidated from 1 December 2013; they also reflect the deconsolidation, in the first half of 2014, of TowerCo, as described in the section, "Group financial review".*

(b) *Certain amounts in the income statement for 2013 and statement of financial position as at 31 December 2013 have been restated with respect to those published in the Anual Report for 2013. In particular, these changes regard: i) completion of the process of identifying the fair value of the assets and liabilities of the former Gemina group companies, consolidated from 1 December 2013; ii) reclassification of TowerCo's contribution to the consolidated income statement to "Profit/(Loss) from discontinued operations", following completion of the sale of this company in the first half of 2014, and reclassification of the contributions of Ecomouv, Ecomouv D&B and Tech Solutions Integrators to "Profit/(Loss) from discontinued operations", following the French government's decision to terminate the contract for collection of the ecotax (the "Eco-Taxe" project).*

(c) *Information on the nature of the adjustments and on differences between the reported and adjusted amounts is provided in the specific section "Group financial review".*

(d) *Operating cash flow is calculated as profit + amortisation/depreciation +/- provisions/releases of provisions + financial expenses from discounting of provisions +/- impairments/reversals of impairments of assets +/- share of profit/(loss) of investments accounted for using equity method +/- (losses)/gains on sale of assets +/- other non-cash items +/- portion of net deferred tax assets/liabilities recognised in profit or loss.*

Key market data for Atlantia

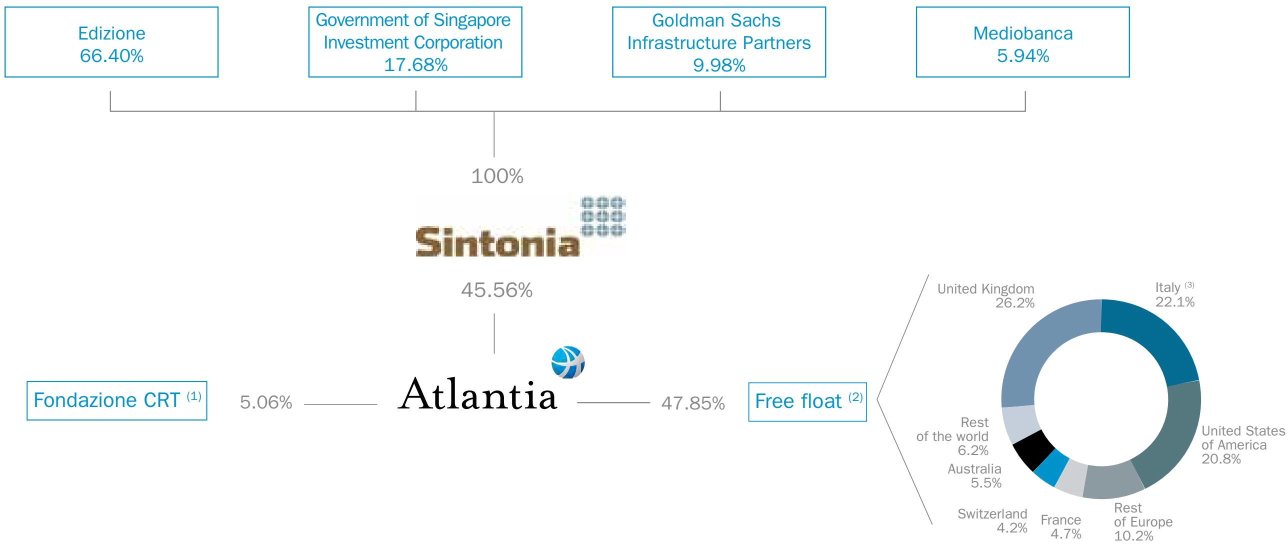
KEY MARKET DATA	2014	2013
Issued capital (at 31 December) (€)	825,783,990	825,783,990
Number of shares	825,783,990	825,783,990
Market capitalisation (€m) [(a)]	15,962	13,469
Earnings per share (€) [(b)]	0.91	0.78
Operating cash flow per share (€)	2.56	2.51
Dividend per share (€)	0.800	0.746
Interim (€)	0.355	0.355
Final (€)	0.445	0.391
Dividend/Cash flow per share (%)	31%	30%

KEY MARKET DATA	2014	2013
Dividend yield [(a)]	4.1%	4.6%
Year-end price (€)	19.33	16.31
High (€)	21.31	16.51
Low (€)	16.52	11.92
Share price/Earnings per share (P/E) [(a)]	21.24	20.8
Share price/Cash flow per share [(a)]	7.6	6.5
Market to book value [(a)]	1.9	1.6
Atlantia as % of FTSE Italia All Share index [(a)]	2.73%	2.54%
Atlantia as % of FTSE/Mib index [(a)]	3.11%	2.92%

GROUP'S CREDIT RATINGS		
Standard & Poor's	BBB+ (stable outlook)	BBB+ (negative outlook)
Moody's	Baa1 (stable outlook)	Baa1 (stable outlook)
Fitch Ratings	A- (stable outlook)	A- (negative outlook)

(a) Figures based on the closing price at the end of the year.
(b) Calculated on the basis of the number of shares at the end of the year, after excluding treasury shares.

Ownership structure

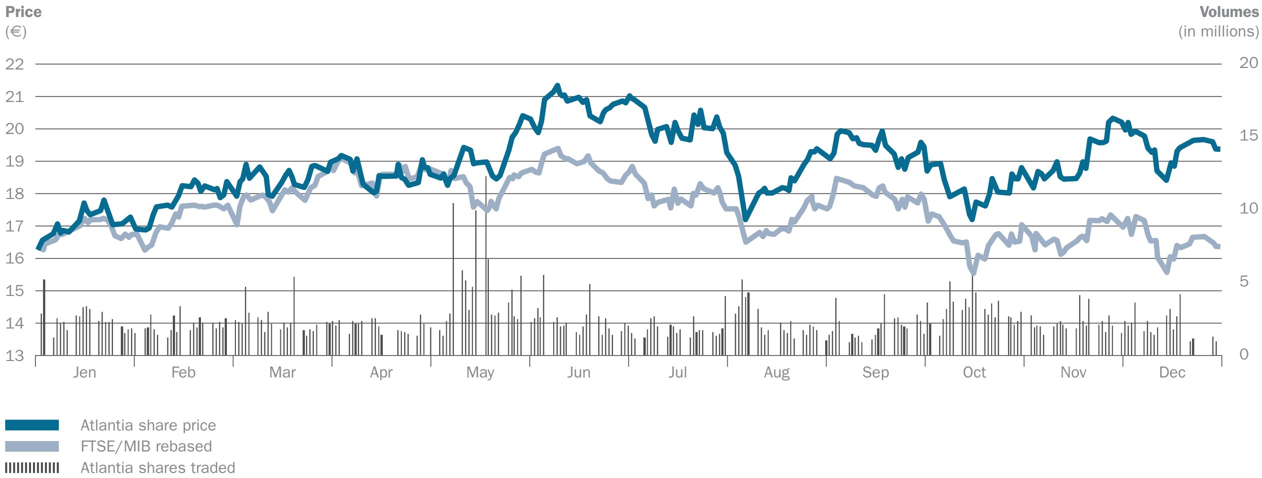


Geographical breakdown of free float (4)

(1) Source: Consob (figures at 31 December 2014).
(2) Source: Thomson Reuters (figures at 31 December 2014).
(3) Includes retail investors.
(4) Excludes treasury shares held by Atlantia S.p.A.

Share price performance

Atlantia share - 2014



Group structure (*)

Atlantia

100% autostrade per l'italia

95.92% Aeroporti di Roma

Italian motorways

- Tangenziale di Napoli 100%
- Autostrade Meridionali 58.98%
- Traforo del Monte Bianco 51%
  - Raccordo Autostradale Valle d'Aosta 47.97% [1]
- Telepass 100%
- Autostrade dell'Atlantico 100%
- AD Moving 100%
- EsseDiEsse 100%

Overseas motorways

Brazil

- Autostrade Brasil 100%
- Atlantia Bertin Concessões 50 + 1 share [2]
  - Triangulo do Sol Auto-Estradas 100%
  - Rodovia das Colinas 100%
  - Concessionaria da Rodovia MG050 100%
  - Concessionaria Rodovias do Tietê 50% [3]

Chile

- Grupo Costanera 50.01%
  - Costanera Norte 100%
  - AMB 100%
  - Litoral Central 100%
  - Autopista Nororiente 100%
  - Sociedad Concesionaria Vespucio Sur 100%
- Autostrade Holding do Sur 100%
  - Los Lagos 100%

Poland

- Stalexport Autostrady 61.20%
  - Stalexport Autostrada Małopolska 100%

India

- Pune Solapur Expressways Private 50% [3][4]

Italian airports

- ADR Sviluppo 100%
- ADR TEL 100%
- ADR Assistance 100%
- ADR Advertising 100%
- ADR Security 100%
- ADR Mobility 100%
- Airport Cleaning 100%
- Fiumicino Energia 87.14% [4]
  - Leonardo Energia 90%

Other activities

- Pavimental 98.58% [5]
- Spea Ingegneria Europea 98.90% [6]
- ADR Engineering 100% [4]
- Ecomouv 70% [7]
- Ecomouv D&B 75% [7]
- ETCC 64.46% [7]
- Autostrade Tech 100% [7]
- Tech Solutions Integrators 100% [7]
- Infoblu 75% [7]

(*) The above chart shows interests in the principal Atlantia Group companies as at 31 December 2014.
(1) The percentage shown refers to the interest in terms of the total number of shares in issue, whilst the interest in ordinary voting shares is 58.00%.
(2) This company is held through the holding company, Infra Bertin Participações.
(3) Unconsolidated companies.
(4) Direct subsidiaries of Atlantia.
(5) This company is 59.4% owned by Atlantia, 20% by Autostrade per l'Italia and 20% by Aeroporti di Roma.
(6) This company is 46% owned by Atlantia, 27% by Autostrade per l'Italia and 27% by Aeroporti di Roma.
(7) Subsidiaries of Autostrade per l'Italia.

The Group around the world

MOTORWAY NETWORKS OPERATED UNDER CONCESSION	GROUP'S INTEREST (%)	KM	CONCESSION EXPIRY
Italy		**2,968**	
Autostrade per l'Italia	100.00	2,855	2038
Società Italiana per il Traforo del Monte Bianco	51.00	6	2050
Raccordo Autostradale Valle d'Aosta (1)	58.00	32	2032
Tangenziale di Napoli	100.00	20	2037
Autostrade Meridionali (2)	58.98	52	2012
Brazil		**1,538**	
Atlantia Bertin Concessões (3)	50.00		
Colinas	100.00	307	2028
Rodovia MG050	100.00	372	2032
Triangulo do Sol	100.00	442	2021
Tietê (4)	50.00	417	2039
Chile		**313**	
Grupo Costanera	50.01		
Costanera Norte	100.00	43	2033
Acceso Vial Aeropuerto AMB (5)	100.00	10	2020
Litoral Central	100.00	81	2031
Nororiente (5)	100.00	22	2044
Vespucio Sur	100.00	24	2032
Los Lagos	100.00	135	2023
India		**110**	
Pune Solapur Expressways (4)	50.00	110	2030
Poland		**61**	
Stalexport Autostrada Malopolska	61.20	61	2027

AIRPORTS	GROUP'S INTEREST (%)	NO. OF AIRPORTS	CONCESSION EXPIRY
Aeroporti di Roma	95.92	2	2044

ELECTRONIC TOLLING SYSTEMS	GROUP'S INTEREST (%)	KM OF NETWORK OBJECT OF SERVICE
Telepass	100.00	5,800
Electronic Transaction Consultants (USA)	64.46	994

DESIGN AND CONSTRUCTION	GROUP'S INTEREST (%)
Pavimental	98.58
Spea Ingegneria Europea	98.90

(1) The percentage solely refers to ordinary voting shares.
(2) The process of awarding the new concession is underway.
(3) The Atlantia Group owns 50% plus one share of the company.
(4) Unconsolidated companies.
(5) The duration of concession is estimated on the basis of specific agreement with the Grantor.

Corporate bodies

Board of Directors in office for 2013-2015	Chairman	Fabio Cerchiai
	Chief Executive Officer	Giovanni Castellucci
	Directors	Carla Angela (*independent*)
		Gilberto Benetton
		Carlo Bertazzo
		Bernardo Bertoldi (*independent*)
		Matteo Botto Poala [(1)]
		Alberto Clô (*independent*)
		Gianni Coda (*independent*)
		Massimo Lapucci
		Lucy P. Marcus (*independent*)
		Giuliano Mari (*independent*)
		Valentina Martinelli
		Monica Mondardini (*independent*)
		Clemente Rebecchini
		Paolo Zannoni [(2)]
	Secretary	Andrea Grillo
Internal Control, Risk and Corporate Governance Committee	Chairman	Giuliano Mari (*independent*)
	Members	Carla Angela (*independent*)
		Lucy P. Marcus (*independent*)
Committee of Independent Directors with responsibility for Related Party Transactions	Chairman	Giuliano Mari (*independent*)
	Members	Bernardo Bertoldi (*independent*)
		Monica Mondardini (*independent*)

Human Resources and Remuneration Committee	Chairman	Alberto Clô (*independent*)
	Members	Carlo Bertazzo
		Gianni Coda (*independent*)
		Massimo Lapucci
		Monica Mondardini (*independent*)
Supervisory Board	Coordinator	Giovanni Ferrara
	Members	Simone Bontempo
		Concetta Testa (3)
		Pietro Fratta
Ethic Officer	Coordinator	Giuseppe Langer
	Members	Giulio Barrel
		Antonio Sanna (4)
		Enzo Spoletini
Board of Statutory Auditors for three-year period 2012-2014	Chairman	Corrado Gatti
	Auditors	Tommaso Di Tanno
		Raffaello Lupi
		Milena Teresa Motta
		Alessandro Trotter
	Alternate Auditors	Giuseppe Maria Cipolla
		Fabrizio Riccardo Di Giusto
Independent Auditors for the period 2012-2020	Deloitte & Touche S.p.A.	

(1) Mr. Matteo Botto Poala was co-opted on to the Board of Directors at the Board meeting of 12 June 2014.
(2) Prof. Zannoni resigned his directorship by letter dated 8 May 2014, received on 9 May 2014.
(3) Appointed as a replacement for Mr. Simone Bontempo with effect from 1 January 2015.
(4) Appointed as a replacement for Mr. Giulio Barrel with effect from 21 May 2014.

Statement to Shareholders

Shareholders,

the results for the year just ended are due reward for our commitment to delivering on the key objectives we have set ourselves in the Group's development strategy: growth, investment, service quality and international expansion.

Italian motorways

Despite the continuing weakness of the European economy, traffic on the Italian motorway network showed positive signs of stabilising in 2014, with contributions to the overall increase of 1% from both the light and heavy vehicle categories.

Investment in the Italian network

2014 witnessed completion of the last of the 41 tunnels forming part of the *Variante di Valico* project, which in terms of size and complexity can claim to rival other major European infrastructure projects, such as the San Gotthard and Channel tunnels. At the same time, construction of the third lane of the Senigallia-Ancona North and Ancona North-Ancona South sections of the motorway that runs down Italy's Adriatic coast proceeded, marking the final 35km stretch of motorway to be widened as part of the upgrade of 155 km of the A14. In preparation for Expo 2015, work on widening the Milan-Lainate section of the A8 Milan-Lakes motorway to five lanes also began. Major works with a value of more than €9 billion have so far been completed, out of a total of over €15 billion envisaged in the Group's concession arrangements.

International operations

Our overseas motorway networks saw strong growth in traffic (up 3.9%) during 2014, in spite of slower growth in Brazil due to the downturn in the country's economy. The contribution of the South American operators to the Group's results was, however, adversely affected by the weakness of the respective currencies. Investment in upgrading the network rose: in Chile, the operator, Costanera Norte, continued with a series of projects with a value of approximately €325 million, with the aim of eliminating the principal bottlenecks on the motorway that crosses the country's capital city.

Our commitment to Aeroporti di Roma

A little over one year since completing the merger, we are pleased to be able to say that we have already made significant progress. Airport traffic in 2014 was well ahead of the previous year, above all reflecting growth in the international segment and the fact that new carriers have chosen Fiumicino as the base from which to serve new routes.

We immediately launched the Quality Plan, with the aim of achieving excellence in our service offering and monitoring the satisfaction of our customers. According to the independent body, Airports Council International, our Fiumicino hub now beats the airports of Madrid, Frankfurt and Paris in terms of the quality of the services provided to passengers.

Over €170 million to be invested in modernising terminals

We are working hard to ensure that Fiumicino airport is able to offer increasing levels of comfort and handle growing volumes of traffic. Investment in the airport's expansion was stepped up significantly in 2014 and we expect a further boost in 2015.

The rescue of Alitalia, thanks to its partnership with Etihad and the company's recapitalisation, in which Atlantia participated, will give further impetus to the development of Fiumicino airport, to international tourism and to the country's economy as a whole.

Annual results

Thanks to the full-year consolidation of Aeroporti di Roma, the Group's revenue is in excess of €5 billion, with more than €1 billion invested in infrastructure during the year and EBITDA of over €3 billion. We have strong cash reserves to finance our programme of capital expenditure, having raised funds on the international markets at highly competitive rates, reflecting the strength of Atlantia's credit ratings.

Medium-term strategies and objectives

The integration with Aeroporti di Roma has laid the foundations for new opportunities for diversification and growth, not only in Italy, but also in rapidly developing countries. We are, therefore, firmly committed to building a global player in the management of motorway and airport infrastructure, consolidating our key role in the Italian economy and reinforcing our ability to compete internationally with the biggest and best in the industry.

Fabio Cerchiai
Chairman

Giovanni Castellucci
Chief Executive Officer

Report on operations

2

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Group financial review

Introduction

The financial review contained in this section includes and analyses the reclassified consolidated income statement, the statement of comprehensive income, the statement of changes in equity and the statement of changes in net debt for the year ended 31 December 2014, in which amounts are compared with those of the previous year. The review also includes and analyses the reclassified statement of financial position as at 31 December 2014, compared with comparative amounts as at 31 December 2013, and the reconciliation of Atlantia's equity and profit for 2014 with the Atlantia Group's corresponding consolidated amounts.

There have not been any material changes in the accounting standards or accounting policies applied in the preparation of the consolidated financial statements as at and for the year ended 31 December 2014 with respect to those adopted in the consolidated financial statements for the previous year.

The scope of consolidation at 31 December 2014 has changed with respect to 31 December 2013. This is due to the deconsolidation of TowerCo following Atlantia's sale of its 100% interest in the company in the first half of 2014.

In addition, the operating results and cash flow for 2014 have benefitted from the full-year contribution of the former Gemina group companies, consolidated from 1 December 2013.

The term "at constant exchange rates and on a like-for-like basis", used in the following review, indicate that amounts for comparative periods have been determined by eliminating:

a) from the consolidated amounts for 2014:
    1) the difference between foreign currency amounts for 2014 converted at average exchange rates for 2014 and the matching amounts converted using average exchange rates for 2013;
    2) the contribution of the former Gemina group companies;
    3) the contribution of TowerCo in the first quarter;
    4) the after-tax gain resulting from the sale of TowerCo;
b) from the consolidated amounts for 2013:
    1) the contribution of the former Gemina group companies for December;
    2) the contribution of TowerCo.

Following the above sale of the investment in TowerCo, as required by IFRS 5 "Non-current Assets Held for Sale and Discontinued Operations", the resulting gain and TowerCo's contribution to the income statements for both comparative periods (in 2014, only until the date of deconsolidation) is accounted for in "Profit/(Loss) from discontinued operations", rather than included in each component of the consolidated income statement for continuing operations.

Furthermore, following the French government's decision to terminate the contract for collection of the Eco-Taxe (the "Eco-Taxe" project), to have been carried out by the French-registered subsidiaries, Ecomouv, Ecomouv D&B and Tech Solutions Integrators, and in accordance with IFRS 5 "Non-Current Assets Held for Sale and Discontinued Operations", the contributions of these companies to the consolidated income statement for both comparative periods have been presented in "Profit/(Loss) from discontinued operations", rather than included in each component of the consolidated income statement for continuing operations. Again in accordance with IFRS 5, the above French companies' contributions to the consolidated statement of financial position as at 31 December 2014 have also been classified, according to their nature (financial or non-financial), in the items included in assets and liabilities related to discontinued operations.

Finally, the process of identifying the fair value of the assets and liabilities of the companies acquired as a result of the merger of Gemina S.p.A. with and into Atlantia S.p.A. was completed in 2014. Certain amounts affected by this transaction in the statement of financial position and income statement as at and for the year ended 31 December 2013 have therefore been restated.

As a result of the above, amounts in the statement of financial position and income statement for 2013 differ from those published in the Atlantia Group's Annual Report for the year ended 31 December 2013.

There were no transactions, either with third or related parties, of a non-recurring, atypical or unusual nature during 2014 having a material impact on the Group's income statement or financial position.

The reclassified financial statements included and analysed below have not been audited.

Consolidated results of operations

"**Revenue**" for 2014 amounts to €5,083 million, marking an increase of €862 million (20%) on 2013 (€4,221 million). At constant exchange rates and on a like-for-like basis, total revenue is up €218 million (5%).

"**Toll revenue**" for 2014 of €3,678 million is up €138 million (4%) on the figure for 2013 (€3,540 million). After stripping out the negative effect of adverse exchange rate movements (€50 million), toll revenue is up €188 million (5%), primarily reflecting a combination of:

a) application of annual toll increases for 2014 by the Group's Italian operators (a rise of 4.43% for Autostrade per l'Italia from 1 January 2014), boosting toll revenue by an estimated €115 million;
b) a 1.0% improvement in traffic on the Italian network, accounting for an estimated €28 million increase in toll revenue (including the impact of the different traffic mix);
c) the rise in toll increases matching the increased concession fees payable by Italian operators [(1)], amounting to €4 million and linked to traffic growth;
d) a reduction in revenue resulting from the discounts applied following the decision to reduce the tolls payable by commuters who subscribe to the Telepass service (approximately €3 million);
e) an increase in toll revenue at overseas operators (up €43 million), primarily reflecting traffic growth (up 2.3% at the Brazilian operators, 5.9% at the Chilean operators and 7.4% at the Polish operator), toll increases applied by the Chilean and Brazilian operators in 2014 (as provided for in the related concession arrangements) and the measures (tolls for vehicles with suspended axles) introduced by ARTESP (Brazil's public transport regulator) to compensate operators in the State of São Paulo for the decision not to apply annual toll increases for 2013.

(1) *From 1 January 2011, the additional concession fees payable to ANAS, pursuant to Laws 102/2009 and 122/2010, calculated on the basis of the number of kilometres travelled, amount to 6 thousandths of a euro per kilometre for toll classes A and B and 18 thousandths of a euro per kilometre for classes 3, 4 and 5.*

Reclassified consolidated income statement

(€M)	2014	2013	INCREASE/(DECREASE) ABSOLUTE	%
Toll revenue	3,678	3,540	138	4
Aviation revenue	520	34	486	n.s.
Contract revenue	69	49	20	41
Other operating income	816	598	218	36
Total revenue [(1)]	**5,083**	**4,221**	**862**	**20**
Cost of materials and external services [(2)]	-737	-619	-118	19
Concession fees	-462	-428	-34	8
Staff costs	-787	-661	-126	19
Capitalised staff costs	72	72	-	-
Total net operating costs	**-1,914**	**-1,636**	**-278**	**17**
Gross operating profit (EBITDA) [(3)]	**3,169**	**2,585**	**584**	**23**
Amortisation, depreciation, impairment losses and reversals of impairment losses	-867	-694	-173	25
Provisions and other adjustments	-369	-70	-299	n.s.
Operating profit (EBIT) [(4)]	**1,933**	**1,821**	**112**	**6**
Financial income from discounting to present value of concession rights and government grants	56	61	-5	-8
Financial expenses from discounting of provisions for construction services required by contract and other provisions	-116	-96	-20	21
Other financial income/(expenses)	-620	-668	48	-7
Capitalised financial expenses	18	13	5	39
Share of profit/(loss) of associates and joint ventures accounted for using the equity method	-9	-7	-2	29
Profit/(Loss) before tax from continuing operations	**1,262**	**1,124**	**138**	**12**
Income tax (expense)/benefit	-553	-415	-138	33
Profit/(Loss) from continuing operations	**709**	**709**	**-**	**-**
Profit/(Loss) from discontinued operations	64	12	52	n.s.
Profit for the year	**773**	**721**	**52**	**7**
(Profit)/Loss attributable to non-controlling interests	-33	-84	51	-61
(Profit)/Loss attributable to owners of the parent	**740**	**637**	**103**	**16**

(1) Revenue in this statement is different from revenue shown in the income statement in the consolidated financial statements, as revenue from construction services, recognised on the basis of the services costs, staff costs and capitalised financial expenses incurred on services provided under concession, are presented in this statement as a reduction in the respective operating costs and financial expenses.
(2) After deducting the margin recognised on construction services provided by the Group's own technical units.
(3) EBITDA is calculated by deducting all operating costs, with the exception of amortisation, depreciation, impairment losses on assets and reversals of impairment losses, provisions and other adjustments, from revenue.
(4) EBIT is calculated by deducting amortisation, depreciation, impairment losses on assets and reversals of impairment losses, provisions and other adjustments from EBITDA. In addition, it does not include the capitalised component of financial expenses relating to construction services, included in revenue in the income statement in the consolidated financial statements and shown in a specific line item under financial income and expenses in this statement.

	2014	2013	INCREASE/(DECREASE)
Basic earnings per share attributable to the owners of the parent (€) [(5)]	**0.91**	**0.96**	**-0.05**
of which:			
- continuing operations	0.83	0.94	-0.11
- discontinued operations	0.08	0.02	0.06
Diluted earnings per share attributable to the owners of the parent (€) [(5)]	**0.91**	**0.96**	**-0.05**
of which:			
- continuing operations	0.83	0.94	-0.11
- discontinued operations	0.08	0.02	0.06
Operating cash flow (€m)	**2,079**	**1,663**	**416**
of which:			
- continuing operations	2,084	1,638	446
- discontinued operations	-5	25	-30
Operating cash flow per share (€) [(5)]	**2.55**	**2.51**	**0.04**
of which:			
- continuing operations	2.56	2.47	0.09
- discontinued operations	-0.01	0.04	-0.05

(5) The weighted average number of shares used as the basis for 2014 is higher than the figure used for 2013, taking into account the new shares issued in connection with the merger of Gemina with and into Atlantia with effect from 1 December 2013.

"**Aviation revenue**" of €520 million is up €486 million on 2013 (€34 million), reflecting the consolidation of Aeroporti di Roma from 1 December 2013.

"**Contract revenue**" and "**Other operating income**", totalling €885 million in 2014, is up €238 million on 2013 (€647 million). After stripping out the contribution of the former Gemina group companies (€231 million in 2014 and €19 million in December 2013), primarily generated by retail sub-concessions, property management, revenue from car parks and advertising, and the negative effect of adverse exchange rate movements, contract revenue and other operating income is up €30 million. This essentially reflects the impact of one-off royalties received following the renewal of sub-concessions at a number of service areas, income recognised as a result of the handover, free of charge, of buildings following the expiry of concessions, and an increase in work carried out by Pavimental for external customers. These increases are partially offset by reductions in recurring royalties.

"**Net operating costs**" of €1,914 million in 2014 are up €278 million (17%) on 2013 (€1,636 million). At constant exchange rates and on a like-for-like basis, net operating costs are up €31 million (2%).

The "**Cost of materials and external services**" amounts to €737 million, up €118 million on 2013 (€619 million). The increase essentially reflects the contribution from the former Gemina group companies (€126 million in 2014 and €14 million in December 2013). At constant exchange rates and on a like-for-like basis, the cost of materials and external services is up €14 million on the previous year, reflecting a combination of the following:

a) an increase in maintenance costs (up €8 million), essentially due to the greater volume of maintenance work carried out on the Italian, Chilean and Polish motorway networks, partially offset by a decrease in winter operations, due to reduced snowfall during 2014, and by a reduction in work on the Brazilian network;
b) an increase in other costs of materials and external services (up €6 million), essentially linked to an increase in work carried out by Pavimental for external customers, the cost of the advertising campaign, "*Atlantia - La Passione di muovere il Paese*", and reduced margins earned on the activities of the Group's own technical units, primarily due to the reduced volume of work carried out by Spea on "Major Works", partially offset by lower costs incurred as a result of settlements with service area operators and a reduction in costs incurred in the form of consultants' fees linked to the merger of Gemina S.p.A. with and into Atlantia S.p.A. in 2013.

"**Concession fees**", totalling €462 million, are up €34 million (8%) on 2013 (€428 million), primarily due to the concession fees paid by Aeroporti di Roma. At constant exchange rates and on a like-for-like basis, concession fees are up €5 million, substantially due to the above increase in additional concession fees collected via the tolls charged by Italian operators and the increased toll revenue reported by Italian operators, partially offset by the reduction in the variable fees charged by ARTESP as a further measure designed to compensate for the decision not to apply annual toll increases for the Brazilian operators in the State of São Paulo.

"**Staff costs**", after deducting capitalised expenses, of €715 million (€589 million in 2013) are up €126 million (21%).

Before deducting capitalised expenses, which are in line with 2013, "**Staff costs**" total €787 million, up €126 million (19%) on 2013 (€661 million).

At constant exchange rates and on a like-for-like basis, staff costs before the capitalized portion amount to €664 million, up €12 million (1.8%) compared with 2013. This is due to:

a) an increase in the average unit cost (up 1.4%), primarily due to the cost of contract renewals at the Group's Italian motorway operators and industrial companies and inflation-linked salary increases at the overseas motorway operators (in Chile and Brazil), partially offset by a reduction in the cost of variable staff and the application of new contract terms by the Group's Italian operators;
b) an increase of 39 in the average workforce, excluding agency staff (up 0.4%).

"**Gross operating profit**" (**EBITDA**) of €3,169 million is up €584 million (23%) on 2013 (€2,585 million). The improvement above all reflects the contribution of the former Gemina group companies (up €438 million from one year to the other).

At constant exchange rates and on a like-for-like basis, gross operating profit is up €187 million (+7%).

"**Operating profit**" (**EBIT**) of €1,933 million is up €112 million (6%) on 2013 (€1,821 million). At constant exchange rates and on a like-for-like basis, operating profit is down €10 million (1%), reflecting a combination of the above improvement in EBITDA and a rise in "**Provisions and other adjustments**" of €189 million, primarily reflecting an increase in provisions for the repair and replacement of assets to be handed over at the end of concession terms (up €210 million on 2013), linked essentially to the significant reduction in the discount rates applied at 31 December 2014, compared with those applied at 31 December 2013.

"**Financial income from the discounting to present value of concession rights and government grants**" amounts to €56 million, down €5 million on 2013. At constant exchange rates, this item is up €3 million.

"**Financial expenses from discounting of provisions for construction services required by contract and other provisions**" are up €20 million on 2013. At constant exchange rates and on a like-for-like basis, the increase is €13 million and is primarily linked to the performance of provisions for construction services required by contract, mainly reflecting an increase in the interest rates used to discount provisions at 31 December 2013, compared with the rates used at 31 December 2012.

Net other financial expenses of €620 million are down €48 million on 2013 (€668 million). At constant exchange rates and on a like-for-like basis, the reduction is €76 million, essentially reflecting the following:

a) the recognition of financial income by Autostrade do Brasil (€54 million, including €4 million relating to exchange rate differences), linked to the agreements entered into with the Bertin group in connection with the acquisition of the Brazilian operators in 2012, which also provided for an earn-out adjustment based on the effective toll revenue of Triangulo do Sol, Rodovias das Colinas and Rodovias do Tietê during the three-year period 2012-2014;
b) an increase in impairment losses on the investment in and the financial assets attributable to Alitalia - Compagnia Aerea Italiana in 2014 (totalling €45 million), compared with the figure for 2013 (€14 million);
c) a reduction in interest payable and net charges of the companies operating in Italy (€26 million), essentially related to the debt service of the same, primarily reflecting Atlantia's redemption, in June 2014, of bonds with a par value of €2,094 million;
d) an increase in net interest income (€8 million) earned by the companies operating in Brazil, essentially due to an increase in average cash holdings and the greater average yield on the medium/long-term loan from Atlantia Bertin Concessões to Infra Bertin Empreendimentos;
e) a reduction in net interest and other expenses (€13 million) payable by the Chilean companies, essentially reflecting a decrease in average net debt.

"**Capitalised financial expenses**", amounting to €18 million in 2014, are up €5 million on 2013 (€13 million), primarily due to a progressive increase in accumulated payments for capital expenditure by Autostrade per l'Italia.

The "**Share of (profit)/loss of associates and joint ventures accounted for using the equity method**" includes a loss of €9 million, compared with a loss of €7 million recognised in 2013, essentially attributable to the Brazilian operator, Rodovias do Tietê.

"**Income tax expense**" for 2014 totals €553 million, up €138 million (33%) on 2013. After stripping out the contribution of the former Gemina group companies (€39 million) and at constant exchange rates, the increase is €119 million, essentially reflecting the impact of the tax reforms approved by the Chilean parliament in September 2014. This includes, among other things, a progressive increase in corporation tax rates from 21% in 2014 to 25% from 2017 on. This has resulted in an adjustment of approximately €112 million to the net deferred tax liabilities attributable to the Group's Chilean companies in the income statement (based on the average exchange rate for 2014).

"**Profit from continuing operations**" amounts to €709 million and is unchanged with respect to 2013. At constant exchange rates and on a like-for-like basis, profit from continuing operations is down €62 million (9%). This primarily reflects the combined effect of an increase in provisions for the repair and replacement of assets to be handed over at the end of concession terms and the above impact on tax expense of the Chilean tax reform, partially offset by the above improvement in gross operating profit (EBITDA) and the reduction in net financial expenses.

The "**Profit/(Loss) from discontinued operations**", totalling €64 million, is up €52 million on 2013 and has benefitted from the after-tax gain on the sale of TowerCo, amounting to €70 million. In addition, in both comparative periods, the balance includes the dividends received from the Portuguese company, Lusoponte, the profit for the period reported by TowerCo (in 2014 until the date of its deconsolidation) and by the French companies, Ecomouv, Ecomouv D&B and Tech Solutions Integrators.

"**Profit for the year**", amounting to €773 million, is up €52 million (7%) on the figure for 2013 (€721 million).

"**Profit for the period attributable to owners of the parent**" (€740 million) is up €103 million (16%) on the figure for 2013 (€636 million), whilst "**Profit attributable to non-controlling interests**" amounts to €33 million (€84 million in 2013). At constant exchange rates and on a like-for-like basis, profit attributable to owners of the parent amounts to €612 million, down €24 million (down 4%), whilst profit attributable to non-controlling interests amounts to €32 million, down €53 million (down 62%), essentially reflecting the negative impact of the above tax reforms on the profit attributable to non-controlling interests in the Group's Chilean companies.

"**Operating cash flow**" for 2014, as defined in the section "Consolidated financial highlights", to which reference should be made, amounts to €2,079 million, up €416 million (25%) on the figure for 2013. At constant exchange rates and on a like-for-like basis, operating cash flow is up €144 million (9%), essentially reflecting the improvement in EBITDA, as explained above, after the resulting effects on current tax expense.

Statement of comprehensive income

(€M)	2014	2013
Profit for the year (A)	**773**	**721**
Fair value gains/(Losses) on cash flow hedges	-84	49
Fair value gains/(losses) on net investment hedges	-	1
Gains/(Losses) from translation of assets and liabilities of consolidated companies denominated in functional currencies other than the euro	-29	-388
Gains/(Losses) from translation of investments in associates and joint ventures accounted for using the equity method denominated in functional currencies other than the euro	2	-6
Other comprehensive income/(loss) for the year reclassifiable to profit or loss, after related taxation (B)	**-111**	**-344**
Gains/(Losses) from actuarial valuations of provisions for employee benefits	-13	4
Other comprehensive income for the period not reclassifiable to profit or loss, after related taxation (C)	**-13**	**4**
Reclassifications of other components of comprehensive income to profit or loss (D)	**12**	**2**
Total other comprehensive income/(loss) for the year, after related taxation and reclassifications to profit or loss (E = B + C + D)	**-112**	**-338**
Of which attributable to discontinued operations	12	-11
Comprehensive income for the year (A + E)	**661**	**383**
of which		
attributable to owners of the parent	638	495
attributable to non-controlling interests	23	-112

For 2014, the "**Other comprehensive loss for the year**", after the related taxation, amounts to €112 million (a loss of €338 million in 2013). This essentially reflects the following main components:

a) a loss on the fair value measurement of cash flow hedges, after the related taxation, totalling €84 million (a gain of €49 million in 2013), linked to the significant reduction in interest rates at 31 December 2014, compared to those at 31 December 2013;
b) a loss on the translation of assets and liabilities denominated in functional currencies other than the euro, totalling €29 million, which, compared with the significant movement registered in 2013 (a loss of €388 million as at 31 December 2013), reflects a less pronounced decrease in the values of the Brazilian real and the Chilean peso against the euro.

Consolidated financial position

As at 31 December 2014, "**Non-current non-financial assets**" of €27,358 million are down €62 million on the figure for 31 December 2013 (€27,296 million).

"**Intangible assets**" total €25,182 million (€25,075 million as at 31 December 2013). These assets essentially relate to the Group's concession rights, amounting to €20,364 million (€20,242 million as at 31 December 2013), and goodwill (€4,383 million) recognised as at 31 December 2003, following acquisition of the majority shareholding in the former Autostrade - Concessioni e Costruzioni Autostrade S.p.A.

The increase of €107 million in intangible assets is essentially due to:

a) adjustment of the present value on completion of investment in construction services for which no additional benefits are received (€457 million), reflecting a decline in interest rates as at 31 December 2014, compared with the end of 2013;
b) investment in construction services for which additional economic benefits are received (€424 million);
c) investment in construction services during the period by sub-operators linked to the handover, free of charge, of buildings at service areas following renewal of the related sub-concessions (€33 million);
d) investment in other intangible assets during the period (€27 million);
e) amortisation for the period (€808 million).

"**Property, plant and equipment**" of €191 million (€233 million in 2013) is down €42 million, primarily reflecting the combined effect of purchases (€57million) and depreciation (€58 million) during the year, in addition to the deconsolidation of TowerCo (€20 million).

Reclassified consolidated statement of financial position

(€M)	31.12.2014	31.12.2013	INCREASE/(DECREASE)
Non-current non-financial assets			
Property, plant and equipment	192	233	-41
Intangible assets	25,182	25,075	107
Investments	154	159	-5
Deferred tax assets	1,818	1,821	-3
Other non-current assets	12	8	4
Total non-current non-financial assets (A)	**27,358**	**27,296**	**62**
Working capital [(1)]			
Trading assets	1,407	1,332	75
Current tax assets	41	69	-28
Other current assets	208	154	54
Non-financial assets held for sale or related to discontinued operations [(2)]	242	17	225
Current portion of provisions for construction services required by contract	-499	-434	-65
Current provisions	-594	-464	-130
Trading liabilities	-1,406	-1,447	41
Current tax liabilities	-29	-40	11
Other current liabilities	-524	-507	-17
Non-financial liabilities related to discontinued operations [(2)]	-136	-	-136
Total working capital (B)	**-1,290**	**-1,320**	**30**
Invested capital less current liabilities (C = A + B)	**26,068**	**25,976**	**92**
Non-current non-financial liabilities			
Non-current portion of provisions for construction services required by contract	-3,784	-3,729	-55
Non-current provisions	-1,427	-1,267	-160
Deferred tax liabilities	-1,972	-1,907	-65
Other non-current liabilities	-94	-94	-
Total non-current non-financial liabilities (D)	**-7,277**	**-6,997**	**-280**
NET INVESTED CAPITAL (E = C + D)	**18,791**	**18,979**	**-188**

(1) Calculated as the difference between current non-financial assets and liabilities.
(2) The presentation of assets and liabilities related to discontinued operations is based on their nature (financial or non-financial).

(€M)	31.12.2014	31.12.2013	INCREASE/(DECREASE)
Equity			
Equity attributable to owners of the parent	6,519	6,482	37
Equity attributable to non-controlling interests	1,744	1,728	16
Total equity (F)	**8,263**	**8,210**	**53**
Net debt			
Non-current net debt			
Non-current financial liabilities	**13,994**	**14,457**	**-463**
Bond issues	10,331	10,191	140
Medium/long-term borrowings	3,143	3,729	-586
Non-current derivative liabilities	515	496	19
Other non-current financial liabilities	5	41	-36
Other non-current financial assets	**-1,756**	**-2,329**	**573**
Non-current financial assets deriving from concession rights	-704	-1,297	593
Non-current financial assets deriving from government grants	-215	-247	32
Non-current term deposits	-291	-333	42
Non-current derivative assets	-	-5	5
Other non-current financial assets	-546	-447	-99
Non-current net debt (G)	***12,238***	***12,128***	***110***
Current net debt			
Current financial liabilities	**1,456**	**3,858**	**-2,402**
Bank overdrafts	1	7	-6
Short-term borrowings	245	3	242
Intercompany current account payables due to related parties	-	14	-14
Current portion of medium/long-term borrowings	921	3,530	-2,609
Other current financial liabilities	2	304	-302
Financial liabilities related to discontinued operations (2)	287	-	287
Cash and cash equivalents	**-1,954**	**-4,414**	**2,460**
Cash in hand and at bank and post offices	-1,326	-2,436	1,110
Cash equivalents	-579	-1,978	1,399
Cash and cash equivalents related to discontinued operations (2)	-49	-	-49
Current financial assets	**-1,212**	**-803**	**-409**
Current financial assets deriving from concession rights	-429	-413	-16
Current financial assets deriving from government grants	-80	-19	-61
Current term deposits	-250	-192	-58
Current portion of medium/long-term financial assets	-67	-51	-16
Other current financial assets	-137	-126	-11
Financial assets held for sale or related to discontinued operations (2)	-249	-2	-247
Current net debt (H)	***-1,710***	***-1,359***	***-351***
Net debt (I = G + H)	**10,528**	**10,769**	**-241**
NET DEBT AND EQUITY (L = F + I)	**18,791**	**18,979**	**-188**

(2) The presentation of assets and liabilities related to discontinued operations is based on their nature (financial or non-financial).

"**Investments**", totalling €154 million (€159 million as at 31 December 2013), are down €5 million, essentially reflecting the impairment loss on the investment in Compagnia Aerea Italiana (formerly Alitalia - Compagnia Aerea Italiana), amounting to €30 million, and recognition of the Group's share of the loss reported by companies consolidated using the equity method, in part offset by the injection of further capital into Compagnia Aerea Italiana (€27 million) and Rodovias do Tietê (€4 million).

"**Deferred tax assets**" of €1,818 million are in line with the figure for the previous year (€1,821 million).

"**Working capital**" reports a negative balance of €1,290 million, compared with a negative balance of €1,320 million as at 31 December 2013, marking an increase of €30 million. This primarily reflects the following:

a) a €167 million increase in net trading assets attributable to Ecomouv, due to both the increase in trading assets recognised following the agreements entered into with the French government and as a result of acknowledgement of the compensation payable for termination of the partnership agreement, and the reduction in trading liabilities as a result of the payment of suppliers;
b) an increase of €57 million in other current assets at the Parent Company, Autostrade per l'Italia, essentially reflecting the payment of advances to suppliers in relation to contract reserves accounted for in connection with work on the upgrade of the section of motorway that crosses the Apennines between Sasso Marconi and Barberino del Mugello. These advances will be subject to final approval following a possible transaction or civil proceedings as a result of the technical investigation in progress;
c) an increase of €54 million in trade receivables at the subsidiary, Telepass, primarily due to the greater volume of toll payments processed in the final quarter of 2014, compared with the same period of the previous year, reflecting both the toll increases applied in 2014 and traffic growth on the Italian network.

The above changes have been partially offset by:

a) an increase of €159 million in the current portion of provisions, primarily linked to current provisions for the repair and replacement of assets held under concession by Autostrade per l'Italia and Aeroporti di Roma's provisions for airport refurbishment, reflecting planned work on infrastructure operated under concession in 2015;
b) an increase of €56 million in the current portion of provisions for construction services required by contract, essentially attributable to Autostrade per l'Italia and linked to expected investment in construction services for which no additional benefits are received in the next twelve months;
c) an increase of €61 million in trading liabilities at Pavimental, due to both the increase in work carried out in the last quarter of 2014, compared with the same period of the previous year, and the different timing of payments to suppliers.

"Non-current non-financial liabilities", totalling €7,277 million, are up €280 million on the figure for 31 December 2013 (€6,997 million). The change essentially reflects the combined effect of the following:

a) an increase of €65 million in deferred tax liabilities, essentially following adjustments to deferred tax liabilities attributable to the Chilean companies after the above-mentioned tax reform (€149 million), partially offset by the release of €77 million in deferred tax liabilities on the goodwill represented by concession rights resulting from identification and measurement of the fair value of net assets acquired from third parties;
b) an increase of €55 million in the non-current portion of provisions for construction services required by contract, reflecting a combination of the following:
    1) adjustment of the present value on completion of investment in construction services (up €458 million), primarily due to a reduction in the discount rate used at 31 December 2014, compared with the rate used at 31 December 2013;
    2) an increase in accrued financial expenses on the discounting of provisions, described in the above section, "Consolidated results of operations" (up €72 million);
    3) the reclassification to short-term of the expected volume of investment in construction services for which no additional benefits are received in the next twelve months (down €471 million);

c) an increase of €160 million in non-current provisions, primarily due to a reduction in the discount rate used at 31 December 2014, compared with the rate used at 31 December 2013.

As a result, "**Net invested capital**", totalling €18,791 million, is down €188 million on the figure for 31 December 2013 (€18,979 million).

"**Equity attributable to owners of the parent and non-controlling interests**" totals €8,263 million (€8,210 million as at 31 December 2013).
"**Equity attributable to owners of the parent**", totalling €6,519 million, is up €37 million on the figure for 31 December 2013 (€6,482 million), reflecting the above comprehensive income for the period attributable to owners of the parent (€638 million), after dividends declared by Atlantia in 2014 (€607 million).
"**Equity attributable to non-controlling interests**" of €1,744 million is up €16 million on the figure for 31 December 2013 (€1,728 million). This primarily reflects comprehensive income for the period attributable to non-controlling interests (€23 million), offset by the payment of dividends (€8 million) by a number of Group companies that are not wholly-owned subsidiaries.

Reconciliation of Atlantia's equity and profit for the year and the corresponding consolidated amounts

(€M)	EQUITY AS AT 31.12.2014	PROFIT FOR 2014
Amounts in financial statements of Atlantia S.p.A.	**9,438**	**686**
Recognition in consolidated financial statements of equity and profit/(loss) for the year of investments less non-controlling interests	9,325	959
Elimination of carrying amount of consolidated investments	-12,781	-
Elimination of impairment losses on consolidated investments less reversals	39	-20
Elimination of intercompany dividends	-	-876
Elimination of after-tax intercompany profits	-4,252	-
Recognition of goodwill less non-controlling interests	4,381	-
Measurement of investments at fair value and using the equity method less dividends received	-10	-5
Other consolidation adjustments (*)	379	-3
Consolidated carrying amounts (attributable to owners of the parent)	**6,519**	**740**
Consolidated carrying amounts (attributable to non-controlling interests)	**1,744**	**33**
Carrying amounts in consolidated financial statements	**8,263**	**773**

(*) *Other consolidation adjustments essentially include the different amounts, in the consolidated financial statements, for gains and/or losses on the sale of investments with respect to the corresponding amounts included in the reporting packages of consolidated companies, and the effects of remeasurement at fair value, solely for the purposes of consolidation, of previously held interests following the acquisition of control of the related companies.*

The Group's net debt as at 31 December 2014 amounts to €10,528 million (€10,769 million as at 31 December 2013).

Non-current net debt, amounting to €12,238 million, is up €110 million on 31 December 2013 (€12,128 million) and consists of:

a) **non-current financial liabilities** of €13,994 million, which have fallen €463 million, essentially reflecting:
   1) reclassification to short-term of bonds and medium/long-term borrowings maturing in the next twelve months (€1,190 million); under the agreements with the French government, a portion of Ecomouvs non-current borrowings, including the loan obtained in 2014 (€198 million), has been transferred to the French government (€391 million), as a result of the combined effect of its formal acceptance of the system under the Trilateral Memorandum of Understanding of 20 June 2014 between Ecomouv, the company's banks and the French government, and the later exercise, by the French government, of its right to terminate the Partnership Agreement with effect from 30 December 2014, without the possibility of any further claim on Ecomouv;
   2) new private placements of bonds issued by the Parent Company, Atlantia, in March and June 2014, having a total par value of €200 million;
   3) new medium/long-term borrowings obtained by Autostrade per l'Italia (€200 million) and Ecomouv (€198 million), and an increase of €47 million in the amount payable by Autostrade per l'Italia to the Grantor under Laws 662/1996, 345/1997 and 135/1997;

Statement of changes in consolidated equity

(€M)	EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT		
	ISSUED CAPITAL	CASH FLOW HEDGE RESERVE	NET INVESTMENT HEDGE RESERVE
Balance as at 31 December 2012	**662**	**-46**	**-37**
Comprehensive income for the year	**-**	**45**	**1**
Owner transactions and other changes			
Bonus issue	164	-	-
Final dividend declared	-	-	-
Transfer of profit/(loss) for previous year to retained earnings	-	-	-
Interim dividend	-	-	-
Share-based incentive plans	-	-	-
Merger reserve	-	-	-
Changes in the scope of consolidation, other minor changes and reclassifications	-	-	-
Balance as at 31 December 2013	**826**	**-1**	**-36**
Comprehensive income for the year	**-**	**-74**	**-**
Owner transactions and other changes			
Final dividend declared	-	-	-
Transfer of profit/(loss) for previous year to retained earnings	-	-	-
Interim dividend	-	-	-
Share-based incentive plans	-	-	-
Changes in the scope of consolidation, other minor changes and reclassifications	-	-	-
Balance as at 31 December 2014	**826**	**-75**	**-36**

b) **non-current financial assets** of €1,756 million, down €573 million essentially due to:
   1) a decrease in financial assets deriving from concession rights (€593 million), primarily attributable to the Eco-Taxe project (€652 million) as an effect of the above transfer of Ecomouvs borrowings to the French government, with a portion of the concession rights held by the French company (€391 million) and, for the remainder, the reclassification to short-term of the remaining net financial assets; this change was partially offset by an increase in financial assets deriving from concession rights resulting from works carried out by the Chilean operators (€50 million);
   2) a reduction in financial assets deriving from government grants and term deposits (€74 million), essentially following the reclassification of current portions at the end of 2014;
   3) an increase in other non-current financial assets (€99 million), primarily due to the increase in the medium/long-term receivable due to Atlantia Bertin Concessões from Infra Bertin Empreendimentos (amounting to €448 million as at 31 December 2014) which controls the project company, SPMAR, the holder of the concession for the construction and operation of the orbital motorway serving the south east of São Paulo.

EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT							
RESERVE FOR TRANSLATION DIFFERENCES ON TRANSACTIONS IN FUNCTIONAL CURRENCIES OTHER THAN THE EURO	RESERVE FOR ASSOCIATES AND JOINT VENTURES ACCOUNTED FOR USING THE EQUITY METHOD	OTHER RESERVES AND RETAINED EARNINGS	TREASURY SHARES	PROFIT/(LOSS) FOR YEAR	TOTAL	EQUITY ATTRIBUTABLE TO NON-CONTROLLING INTERESTS	TOTAL EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT AND NON-CONTROLLING INTERESTS
-8	**-3**	**2,867**	**-216**	**600**	**3,819**	**1,708**	**5,527**
-190	**-2**	**4**	**-**	**637**	**495**	**-112**	**383**
-	-	-	-	-	164	-	164
-	-	-	-	-254	-254	-8	-262
-	-	347	-	-347	-	-	-
-	-	-	-	-289	-289	-	-289
-	-	2	8	-	10	-	9
-	-	2,538	-	-	2,538	-	2,538
-	-	-1	-	-	-1	140	140
-198	**-5**	**5,757**	**-208**	**347**	**6,482**	**1,728**	**8,210**
-16	**1**	**-13**	**-**	**740**	**638**	**23**	**661**
-	-	-	-	-318	-318	-8	-326
-	-	30	-	-30	-	-	-
-	-	-	-	**-288**	**-288**	-1	**-289**
-	-	5	3	**-**	**8**	-	**8**
-	-	-2	-	-	-2	1	-1
-214	**-4**	**5,776**	**-205**	**451**	**6,519**	**1,744**	**8,263**

Current net funds of €1,710 million are up €351 million on 31 December 2013, essentially reflecting the net cash inflow during the period, as described below, to which the proceeds of €95 million from the sale of the investment in TowerCo contributed.
Furthermore, maturing financial liabilities amounting to €3,342 million were repaid during 2014, partly using the Group's cash reserves.
The residual weighted average term to maturity of the Group's interest bearing debt is approximately 6 years and 6 months at 31 December 2014. 89% of the Group's debt is fixed rate.
The average cost of the Group's medium/long-term borrowings in 2014 was approximately 5.2% (4.6% for the companies operating in Italy, 8.7% for the Chilean companies and 12.2% for the Brazilian companies).

As at 31 December 2014 project debt attributable to specific overseas companies amounts to €1,959 million. At the same date the Group has cash reserves of €5,650 million, consisting of:

a) €1,954 million in cash and/or investments maturing in the short-term;
b) €541 million in term deposits allocated primarily to part finance the execution of specific construction services and to service the debt of the Chilean companies;
c) €3,155 million in undrawn committed lines of credit. The Group has lines of credit with a weighted average residual term to maturity - computed with reference to expiry of the drawdown period - of approximately 6 years and a weighted average residual drawdown period of approximately 1.3 years, including:
    1) €1,000 million available under a committed Revolving Credit Facility with Mediocredito acting as Agent Bank, granted to Autostrade per l'Italia S.p.A. and unused as at 31 December 2014, drawable until May 2015 and maturing in June 2015;
    2) €800 million, representing the unused portion of the loan granted to Autostrade per l'Italia S.p.A. by Cassa Depositi e Prestiti and SACE, drawable until September 2016 and maturing in December 2024;
    3) €500 million representing the unused portion of the new loan granted to Autostrade per l'Italia by Cassa Depositi e Prestiti on 21 December 2012, drawable until November 2016 and maturing in December 2027;
    4) €250 million representing the unused portion of the €300 million loan obtained from the European Investment Bank by Autostrade per l'Italia S.p.A. in December 2010, drawable until March 2016 and maturing in March 2036;
    5) €250 million regarding the Revolving Credit Facility obtained by Aeroporti di Roma S.p.A. – unused as at 31 December 2014 – drawable until November 2018 and maturing in December 2018;
    6) €200 million relating to the unused portion of the facilities agreed by Autostrade per l'Italia S.p.A. with the European Investment Bank in September 2013, drawable until March 2016 and maturing in March 2036;
    7) €100 million relating to the unused portion of the facilities agreed by Autostrade per l'Italia S.p.A. with the European Investment Bank in September 2013, with €250 million drawable until September 2015 and maturing in September 2037;
    8) €55 million relating to the unused portion of the short-term facility granted to Autostrade Meridionali by Banco di Napoli S.p.A. (Intesa - Sanpaolo group), totalling €300 million, drawable until September 2015 and maturing in December 2015.

The Group's net debt, as defined in the European Securities and Market Authority - ESMA (formerly CESR) Recommendation of 10 February 2005, subsequently amended by ESMA on 20 March 2013 (which does not permit the deduction of non-current financial assets from debt), amounts to €12,284 million as at 31 December 2014, compared with €13,098 million as at 31 December 2013.

Consolidated cash flow

Operating activities generated cash flows of €1,823 million in 2014, up €321 million on 2013 (€1,502 million). This primarily reflects:

a) an increase in operating cash flow (up €416 million on 2013), as noted above;
b) an increase of €89 million in cash used for operating capital and other non-financial assets and liabilities, compared with the figure for 2013. This increase is primarily due to the increase in net trading assets connected to the Eco-Taxe project, following the agreements entered into the French government, which has terminated its Partnership Agreement with Ecomouv.

Cash used for investment in non-financial assets amounts to €897 million, down €859 million on the figure for 2013, which reflected the debt contributed by the former Gemina group companies following Gemina's merger with and into Atlantia. The figure for 2014 has also benefitted from the proceeds resulting from the sale of TowerCo, including net debt transferred, totalling €83 million.

The **cash outflow resulting from changes in equity** during 2014 amounts to €612 million, essentially reflecting dividends declared by Atlantia and those declared by other Group companies for payment to their non-controlling shareholders.

Finally, net debt increased €73 million during 2014, reflecting movements not linked to operating or investing activities or to changes in equity. This primarily reflects the change in the fair value of financial instruments recognised in comprehensive income, totalling €94 million. This contrasts with a reduction of €139 million in net debt in 2013, primarily due to an increase in the fair value of financial instruments as a result of an increase in the applicable interest rates.

The overall impact of the above cash flows has resulted in a reduction in net debt of €241 million in 2014, compared with an increase of €660 million in 2013.

Statement of changes in consolidated net debt (1)

(€M)	2014	2013
Profit for the year	**773**	**721**
Adjusted by:		
Amortisation and depreciation	883	699
Provisions	357	64
Financial expenses from discounting of provisions for construction services required by contract and other provisions	116	96
Impairment losses/(Reversal of impairment losses) on non-current financial assets and investments accounted for at cost or fair value	44	14
Share of (profit)/loss of associates and joint ventures accounted for using the equity method	9	7
Impairment losses/(Reversal of impairment losses) and adjustments of other non-current assets	-9	-
(Gain)/Loss on sale of non-current assets	-71	-
Net change in deferred tax (assets)/liabilities through profit or loss	85	76
Other non-cash costs (income)	-113	-13
Change in working capital	-213	-129
Other changes in non-financial assets and liabilities	-38	-33
Net cash from operating activities (A)	**1,823**	**1,502**
Investment in assets held under concession	-1,004	-1,164
Government grants related to assets held under concession	40	35
Increase in financial assets deriving from concession rights (related to capital expenditure)	63	358
Purchases of property, plant and equipment	-57	-59
Purchases of other intangible assets	-39	-24
Purchase of investments, net of unpaid called-up issued capital	-32	-45
Investment in consolidated companies, including net debt assumed	-1	-853
Proceeds from sales of property, plant and equipment, intangible assets and unconsolidated investments	9	2
Proceeds from sale of consolidated investments, after net debt transferred	83	-
Net change in other non-current assets and other changes in investment activities	41	-6
Net cash from/(used in) investment in non-financial assets (B)	**-897**	**-1,756**
Dividends declared by Group companies	-616	-551
Contributions from non-controlling shareholders	1	1
Proceeds from transfer of treasury shares due to exercise of rights under share-based incentive plans	3	5
Net equity cash inflows/(outflows) (C)	**-612**	**-545**
Increase/(Decrease) in cash and cash equivalents (A + B + C)	**314**	**-799**
Change in fair value and extinguishment of financial instruments recognised in comprehensive income	-94	64
Financial income/(expenses) accounted for as an increase in financial assets/(liabilities)	24	23
(Impairment losses)/Revaluations of financial assets	-14	-
Effect of changes in exchange rates on net debt and other changes	11	52
Other changes in net debt (D)	**-73**	**139**
Decrease/(Increase) in net debt for year (A + B + C + D)	**241**	**-660**
Net debt at beginning of year	**-10,769**	**-10,109**
Net debt at end of year	**-10,528**	**-10,769**

(1) The statement of changes in net debt presents the impact of cash flows generated or used during the period on net debt, unlike the statement of cash flows in the consolidated financial statements, which presents the impact of cash flows on cash and cash equivalents. The statement of changes in net debt shows the following information:
(a) "Net cash from/(used in) operating activities" shows the change in operating capital, consisting of trade-related items directly linked to the ordinary activities of the Group's businesses;
(b) "Net cash from/(used in) investment in non-financial assets" solely includes cash flows used in and generated from investment in non-financial assets;
(c) "Net equity cash inflows/(out flows)" solely regard changes in equity with an impact on net debt;
(d) the item"Other changes in net debt" includes movements in financial assets and liabilities that do not have an impact on cash and cash equivalents.

Adjusted consolidated results of operations and financial position and reconciliation with reported consolidated amounts

The following section shows adjusted gross operating profit (EBITDA), operating cash flow and net debt. These amounts have been adjusted by stripping out, from the reported amounts, the impact of application of the "financial model", introduced by IFRIC 12, to the Group's operators who, under their concession arrangements, have an unconditional right to receive contractually guaranteed cash payments regardless of the extent to which the public uses the service. This right is accounted for in "financial assets deriving from concession rights" in the statement of financial position.

The adjusted amounts, which are not IFRS compliant, are presented with the aim of enabling analysts and the rating agencies to assess the Group's results of operations and financial position using the basis of presentation normally adopted by them.

In particular, the adjustments applied to the reported amounts regard:

a) an increase in revenue to take account of the reduction (following collection) in financial assets deriving from guaranteed minimum revenue and in financial assets deriving from concession rights relating to the Eco-Taxe project;
b) an increase in revenue, corresponding to the portion of government grants collected in relation to motorway maintenance and accounted for as a reduction in financial assets;
c) an increase in revenue, corresponding to the accrued portion of government grants collected (in previous years) in relation to investment in motorway infrastructure and accounted for as a reduction in financial assets;
d) the reversal of financial income deriving from the discounting to present value of financial assets deriving from concession rights (relating to guaranteed minimum revenue and the Eco-Taxe project) and government grants for motorway maintenance;
e) the elimination of financial assets recognised in application of the "financial model" introduced by IFRIC 12 (takeover rights, guaranteed minimum revenue, other financial assets deriving from concession rights relating to the Eco-Taxe project and government grants for motorway maintenance).

Reconciliation of adjusted and reported amounts

(€M)	2014		2013	
	EBITDA	OPERATING CASH FLOW	EBITDA	OPERATING CASH FLOW
Reported amounts	**3,169**	**2,079**	**2,585**	**1,663**
Increase in revenue for guaranteed minimum revenue:				
- Los Lagos	8	8	8	8
- Costanera Norte	34	34	36	36
- Litoral Central	9	9	9	9
- Nororiente	12	12	13	13
Adjustment	**63**	**63**	**66**	**66**
Grants for motorway maintenance:				
- Los Lagos	13	13	13	13
Adjustment	**13**	**13**	**13**	**13**
Grants for investment in motorway infrastructure:				
- Litoral Central	1	1	1	1
Adjustment	**1**	**1**	**1**	**1**
Increase in revenue due to financial assets deriving from concession rights attributable to Eco-Taxe project:				
- Ecomouv	-	89	-	-
Adjustment	**-**	**89**	**-**	**-**
Reversal of financial income deriving from the discounting to present value of financial assets deriving from concession rights (guaranteed minimums and Eco-Taxe project):				
- Los Lagos		-5		-5
- Costanera Norte		-21		-25
- Litoral Central		-7		-10
- Nororiente		-11		-13
- Ecomouv		-13		-24
Adjustment		**-57**		**-77**
Reversal of financial income deriving from the discounting to present value of financial assets deriving from grants for motorway maintenance:				
- Los Lagos		-7		-8
Adjustment		**-7**		**-8**
Total adjustments	**77**	**102**	**80**	**-5**
Adjusted amounts	**3,246**	**2,181**	**2,665**	**1,658**

(€M)	NET DEBT AS AT 31.12.2014	NET DEBT AS AT 31.12.2013
Reported amounts	**10,528**	**10,769**
Reversal of financial assets deriving from takeover rights:		
- Autostrade Meridionali	402	390
Adjustment	**402**	**390**
Reversal of financial assets deriving from guaranteed minimum revenue:		
- Los Lagos	66	66
- Costanera Norte	303	304
- Litoral Central	102	100
- Nororiente	167	161
Adjustment	**638**	**631**
Reversal of financial assets deriving from concession:		
- Ecomouv	-	652
Adjustment	**-**	**652**
Reversal of financial assets deriving from grants for motorway maintenance:		
- Los Lagos	98	99
Adjustment	**98**	**99**
Total adjustments	**1,138**	**1,772**
Adjusted amounts	**11,666**	**12,541**

Simulation of the accounting effects of amortisation of goodwill recognised in consolidated assets

The consolidated statement of financial position as at 31 December 2014 reports goodwill of €4,383 million recognised following the acquisition, in 2003, of the majority shareholding in the former Autostrade - Concessioni e Costruzioni Autostrade S.p.A.
This amount, determined on the basis of Italian GAAP at that time applied by the Group, coincides with the resulting net carrying amount as at 1 January 2004, having opted, on transition to IFRS, to not retrospectively apply IFRS 3 - Business Combinations to acquisitions prior to 1 January 2004, in accordance with the exemption provided for in IFRS 1 - First-time Adoption of IFRS.
This goodwill has been allocated in full to the Autostrade per l'Italia Cash Generating Unit (CGU).
From 2004, therefore, this goodwill is not systematically amortised, despite referring to activities with a determinate life, but is tested for impairment at least annually, in accordance with the requirements of IAS 36 - Impairment of Assets, in order to verify its recoverability. The impairment tests conducted until 2014 have, by estimating the related value in use, always confirmed the recoverability of goodwill, the carrying amount of which has thus remained unchanged since 1 January 2004.

Taking into account the fact that Autostrade per l'Italia's concession term expires on 31 December 2038, for the sole purpose of showing the theoretical impact on the consolidated result for the year, and on consolidated equity as at 31 December 2014, of the simulation of straight-line amortisation of goodwill from 1 January 2014 until the end of the concession term (a total of 25 years), the following reclassified consolidated income statement and statement of financial position show amounts adjusted for amortisation of goodwill. The goodwill accounted for in consolidated assets is not relevant for tax purposes and the simulation conducted does not, therefore, result in deferred taxation.

Reclassified consolidated income statement adjusted for goodwill amortisation

(€M)	2014 REPORTED AMOUNTS	GOODWILL AMORTISATION	2014 ADJUSTED AMOUNTS (POST-SIMULATION)
Toll revenue	3,678		3,678
Aviation revenue	520		520
Contract revenue	69		69
Other operating income	816		816
Total revenue (1)	**5,083**		**5,083**
Cost of materials and external services (2)	-737		-737
Concession fees	-462		-462
Staff costs	-787		-787
Capitalised staff costs	72		72
Total net operating costs	**-1,914**		**-1,914**
Gross operating profit (EBITDA) (3)	**3,169**		**3,169**
Amortisation, depreciation, impairment losses and reversals of impairment losses	-867	-175	-1,042
Provisions and other adjustments	-369		-369
Operating profit (EBIT) (4)	**1,933**	**-175**	**1,758**
Financial income from discounting to present value of concession rights and government grants	56		56
Financial expenses from discounting of provisions for construction services required by contract and other provisions	-116		-116
Other financial income/(expenses)	-620		-620
Capitalised financial expenses	18		18
Share of profit/(loss) of associates and joint ventures accounted for using the equity method	-9		-9
Profit/(Loss) before tax from continuing operations	**1,262**	**-175**	**1,087**
Income tax (expense)/benefit	-553		-553
Profit/(Loss) from continuing operations	**709**	**-175**	**534**
Profit/(Loss) from discontinued operations	64		64
Profit for the year	**773**	**-175**	**598**
(Profit)/Loss attributable to non-controlling interests	-33		-33
(Profit)/Loss attributable to owners of the parent	**740**	**-175**	**565**

Reclassified consolidated statement of financial position adjusted for goodwill amortisation

(€M)	31.12.2014 REPORTED AMOUNTS	GOODWILL AMORTISATION	31.12.2014 ADJUSTED AMOUNTS (POST-SIMULATION)
Non-current non-financial assets			
Property, plant and equipment	192		192
Intangible assets	25,182	-175	25,007
Investments	154		154
Deferred tax assets	1,818		1,818
Other non-current assets	12		12
Total non-current non-financial assets (A)	**27,358**	**-175**	**27,183**
Working capital			
Trading assets	1,407		1,407
Current tax assets	41		41
Other current assets	208		208
Non-financial assets held for sale or related to discontinued operations	242		242
Current portion of provisions for construction services required by contract	-499		-499
Current provisions	-594		-594
Trading liabilities	-1,406		-1,406
Current tax liabilities	-28		-28
Other current liabilities	-524		-524
Non-financial liabilities related to discontinued operations	-136		-136
Total working capital (B)	**-1,289**		**-1,289**
Invested capital less current liabilities (C = A + B)	**26,069**	**-175**	**25,894**
Non-current non-financial liabilities			
Non-current portion of provisions for construction services required by contract	-3,784		-3,784
Non-current provisions	-1,427		-1,427
Deferred tax liabilities	-1,972		-1,972
Other non-current liabilities	-95		-95
Total non-current non-financial liabilities (D)	**-7,278**		**-7,278**
NET INVESTED CAPITAL (E = C + D)	**18,791**	**-175**	**18,616**

(€M)	31.12.2014 REPORTED AMOUNTS	GOODWILL AMORTISATION	31.12.2014 ADJUSTED AMOUNTS (POST-SIMULATION)
Equity			
Equity attributable to owners of the parent	6,519	-175	6,344
Equity attributable to non-controlling interests	1,744		1,744
Total equity (F)	**8,263**	**-175**	**8,088**
Net debt			
Non-current net debt			
Non-current financial liabilities	**13,994**		**13,994**
Bond issues	10,331		10,331
Medium/long-term borrowings	3,143		3,143
Non-current derivative liabilities	515		515
Other non-current financial liabilities	5		5
Other non-current financial assets	**-1,756**		**-1,756**
Non-current financial assets deriving from concession rights	-704		-704
Non-current financial assets deriving from government grants	-215		-215
Non-current term deposits	-291		-291
Other non-current financial assets	-546		-546
Non-current net debt (G)	***12,238***		***12,238***
Current net debt			
Current financial liabilities	**1,456**		**1,456**
Bank overdrafts	1		1
Short-term borrowings	245		245
Current portion of medium/long-term borrowings	921		921
Other current financial liabilities	2		2
Financial liabilities related to discontinued operations	287		287
Cash and cash equivalents	**-1,954**		**-1,954**
Cash in hand and at bank and post offices	-1,326		-1,326
Cash equivalents	-579		-579
Cash and cash equivalents related to discontinued operations	-49		-49
Current financial assets	**-1,212**		**-1,212**
Current financial assets deriving from concession rights	-429		-429
Current financial assets deriving from government grants	-80		-80
Current term deposits	-250		-250
Current portion of medium/long-term financial assets	-67		-67
Other current financial assets	-137		-137
Financial assets held for sale or related to discontinued operations	-249		-249
Current net debt (H)	***-1,710***		***-1,710***
Net debt (I = G + H)	**10,528**		**10,528**
NET DEBT AND EQUITY (L = F + I)	**18,791**	**-175**	**18,616**

Pro forma consolidated income statement for 2013

This section presents pro forma accounts, designed to show the material effects of the merger on Atlantia's reclassified consolidated income statement as if the transaction had been consummated from 1 January 2013, rather than from 1 December 2013.
In accordance with the requirements of IFRS, the merger of Gemina with and into Atlantia involves, among other things, (i) Atlantia's acquisition of control of Gemina and the resulting line-by-line consolidation of the income statements and statements of financial position of Gemina and its subsidiaries; and (ii) recognition of the assets and liabilities of the former Gemina group companies in Atlantia's consolidated financial statements at fair value (at the effective date of the Merger).

For the purposes of a correct interpretation of the information provided in the pro forma consolidated income statement, the following should be taken into account:

a) given that the pro forma financial statements present a hypothetical situation, had the merger actually been consummated at the dates to which the pro forma information refers to, the historical data would not necessarily have been identical to the pro forma data presented below;
b) the pro forma adjustments shown represent material effects on the results of operations directly connected to the merger;
c) the pro forma information has been prepared for the purposes of presenting the objectively measurable effects of the merger and, therefore, does not take account of the potential effects resulting from changes in management strategy and operational decisions resulting from implementation of the above strategy;
d) the pro forma information does not reflect forward-looking information and is not intended in any way to present the expected future results of operations of the Group following the merger and, therefore, should not be used in this sense;
e) the Contingent Value Rights issued by Atlantia and the connected put option rights have been accounted for as an increase in the acquisition cost;
f) at the date to which the pro forma consolidated income statement refers there are no relationships of control or affiliation between the two companies participating in the merger, nor are they under common control as defined by IFRS 3 - Business Combinations;
g) the amounts calculated in preparing the "Pro forma adjustments" are consistent with the accounting presentation of the transaction set out in detail in note 6.1 to the consolidated financial statements, to which reference should be made for further details, and reflect the final fair values of the assets acquired and liabilities assumed.

The accounting standards and policies used in preparing the pro forma reclassified consolidated income statement and the corresponding adjustments are consistent and concurrent with those applied in preparation of the Atlantia Group's consolidated financial statements for the year to which the statement refers.

In addition, allocation of the effects of pro forma adjustments to profit for the year attributable to non-controlling interests has been calculated applying Gemina's percentage interest in ADR (95.91%), given that no material pro forma adjustments referring to other companies consolidated by the Gemina group with different non-controlling interests have been applied.

The pro forma reclassified consolidated income statement shown below presents:

a) consolidated amounts for the Atlantia Group for 2013 (excluding the contribution, for December 2013, of the Aeroporti di Roma group and of Fiumicino Energia and Leonardo Energia) in the column headed "Atlantia";
b) the aggregate results of operations for 2013 attributable to the Aeroporti di Roma group, Fiumicino Energia, Leonardo Energia and Gemina S.p.A., until the effective date of the merger, in the column headed "Former Gemina group companies";
c) aggregate consolidated results of operations for 2013 of the Atlantia Group and the former Gemina group companies in the column headed "Atlantia pro forma combined amounts";
d) total pro forma adjustments, calculated on the basis of the previously described hypotheses and assumptions, in the column headed "Pro forma adjustments";
e) the post-merger pro forma consolidated results of operations for 2013 in the column headed "Atlantia Group pro forma".

In accordance with IFRS 3 and as a result of the remeasurement at fair value of the net assets acquired from Gemina, the impact on the pro forma consolidated income statement for 2013 is the result of a combination of the following pro forma adjustments:

a) recognition of amortisation of €86 million of the goodwill allocated to ADR's concession rights, determined by assuming, with reference to the company's concession arrangement, an amortisation period of 31.5 years (from 1 January 2013 to 30 June 2044, the date of expiry of ADR's concession);
b) recognition of amortisation of €33 million of the goodwill allocated to the other intangible assets, essentially ADR's sub-concession arrangements, for which amortisation periods range from 4 to 31.5 years, in keeping with the terms of the relevant arrangements;
c) elimination of amortisation of €37 million of the goodwill recognised by Gemina, and allocated to ADR's concession rights, following its acquisition of this investment;
d) application of the amortised cost method to the increased fair value of the non-current financial liabilities of the former Gemina group companies has resulted in a reduction of €2 million in financial expenses; this adjustment has been calculated on the basis of the carrying amount remeasured at fair value as at 31 December 2013, recognising the effects on the income statement from 1 January 2013;
e) recognition of taxation linked to the above adjustments, amounting to €35 million.

Pro forma reclassified consolidated income statement

(€M)	ATLANTIA 2013	FORMER GEMINA GROUP COMPANIES 2013	ATLANTIA PRO FORMA COMBINED AMOUNTS 2013	PRO FORMA ADJUSTMENTS	ATLANTIA PRO FORMA 2013
Toll revenue	3,539	-	3,539	-	3,539
Aviation revenue	-	458	458	-	458
Contract revenue	49	-	49	-	49
Other operating income	580	240	820	-	820
Total revenue	**4,168**	**698**	**4,866**	**-**	**4,866**
Cost of materials and external services	-605	-133	-738	-	-738
Concession fees	-426	-29	-455	-	-455
Staff costs	-652	-114	-766	-	-766
Capitalised staff costs	72	-	72	-	72
Total net operating costs	**-1,611**	**-276**	**-1,887**	**-**	**-1,887**
Gross operating profit (EBITDA)	**2,557**	**422**	**2,979**	**-**	**2,979**
Amortisation, depreciation, impairment losses and reversals of impairment losses	-678	-80	-758	-82	-840
Provisions and other adjustments	-61	-114	-175	-	-175
Operating profit (EBIT)	**1,818**	**228**	**2,046**	**-82**	**1,964**
Financial income from discounting to present value of concession rights and government grants	61	-	61	-	61
Financial expenses from discounting of provisions for construction services required by contract and other provisions	-95	-15	-110	-	-110
Other financial income/(expenses)	-657	-57	-715	2	-713
Capitalised financial expenses	13	-	13	-	13
Share of profit/(loss) of associates and joint ventures accounted for using the equity method	-7	-	-7	-	-7
Profit/(Loss) before tax from continuing operations	**1,133**	**156**	**1,288**	**-80**	**1,208**
Income tax (expense)/benefit	-418	-67	-485	35	-450
Profit/(Loss) from continuing operations	**714**	**89**	**803**	**-45**	**758**
Profit/(Loss) from discontinued operations	12	-	12	-	12
Profit for the year	**726**	**89**	**815**	**-45**	**770**
(Profit)/Loss attributable to non-controlling interests	-84	-4	-88	2	-86
(Profit)/Loss attributable to owners of the parent	**642**	**85**	**727**	**-43**	**684**

Financial review for Atlantia S.p.A.

Introduction

This financial review includes and analyses the Parent Company's reclassified income statement, statement of comprehensive income, statement of changes in equity and statement of changes in net debt for the year ended 31 December 2014, in which amounts are compared with those of the previous year. The review also includes and analyses the reclassified statement of financial position as at 31 December 2014, compared with comparative amounts as at 31 December 2013.
These financial statements have been prepared under the international financial reporting standards (IFRS) issued by the International Accounting Standards Board, endorsed by the European Commission, and in force at 31 December 2014.
The accounting standards applied in the preparation of this document are consistent with those adopted for the consolidated financial statements as at and for the year ended 31 December 2013, in that the new standards and interpretations that came into effect from 1 January 2014 have not had a material impact on the Company's results or operations or financial position. No critical issues have arisen requiring application of the exemptions permitted by IAS 1.19.

On 27 May 2014, the Company sold its 100% interest in TowerCo to Abertis Telecom Terrestre SL for a purchase consideration of €95 million.
As a result, as required by IFRS 5 "Non-current Assets Held for Sale and Discontinued Operations", the gain realised in 2014 on the sale of TowerCo and the income from dividends declared by the company in both comparative periods have been presented, after the related taxation, in "Profit/(Loss) from discontinued operations". The results of operations for 2013, therefore, reflect the reclassification of the above dividends, after the related taxation, with respect to the amounts published in the Annual Report for 2013.

In addition, the process of identifying the fair value of the assets and liabilities of Gemina S.p.A., acquired as a result of its merger with and into Atlantia with effect from 1 December 2013, was completed in the second quarter of 2014. No differences have emerged with respect to the previous amounts included in the Annual Report for 2013.
There were no transactions, either with third or related parties, of a non-recurring, atypical or unusual nature during 2014 having a material impact on the Group's income statement or financial position.

The reclassified financial statements included and analysed below have not been audited.

Results of operations

Reclassified income statement of Atlantia S.p.A.

(€M)	2014	2013	INCREASE/(DECREASE)
Operating income	2	2	-
Total revenue	**2**	**2**	**-**
Cost of materials and external services	-14	-15	1
Staff costs	-9	-3	-6
Total net operating costs	**-23**	**-18**	**-5**
Gross operating loss (EBITDA) (1)	**-21**	**-16**	**-5**
Amortisation, depreciation, impairment losses and reversals of impairment losses	-1	-1	-
Operating loss (EBIT) (2)	**-22**	**-17**	**-5**
Dividends received from investee companies	670	694	-24
(Impairment losses)/Reversals of impairment losses on financial assets and investments	-44	-16	-28
Other financial income/(expenses)	8	10	-2
Profit before tax from continuing operations	**612**	**671**	**-59**
Income tax (expense)/benefit	-5	-9	4
Profit from continuing operations	**607**	**662**	**-55**
Profit/(Loss) from discontinued operations	79	5	74
Profit for the year	**686**	**667**	**19**

(1) EBITDA is calculated by deducting all operating costs, with the exception of amortisation, depreciation, impairment losses on assets and reversals of impairment losses.

(2) EBIT is calculated by deducting amortisation, depreciation, impairment losses on assets and reversals of impairment losses from EBITDA.

	2014	2013	INCREASE/(DECREASE)
Basic earnings per share (€)	**0.85**	**1.01**	**-0.16**
of which:			
- continuing operations	0.75	1.00	-0.25
- discontinued operations	0.10	0.01	0.09
Diluted earnings per share (€)	**0.85**	**1.01**	**-0.16**
of which:			
- continuing operations	0.75	1.00	-0.25
- discontinued operations	0.10	0.01	0.09

"**Operating income**" for 2014 amounts to €2 million, in line with the figure for 2013 and primarily consisting of rental income and reimbursements from subsidiaries.

The "**Cost of materials and external services**" totals €14 million for 2014, substantially in line with 2013 (€15 million), as the increased costs incurred in 2014 for the advertising campaign, "*Atlantia - La Passione di muovere il Paese*" and in the form of non-deductible VAT were balanced out by the increase in the cost of professional services and consultants' fees incurred in 2013 in relation to the merger with Gemina.

"**Staff costs**" of €9 million in 2014 are up €6 million on 2013 (€3 million), primarily due to the transfer of staff from Autostrade per l'Italia to Atlantia.

The "**Gross operating loss**" (**negative EBITDA**) amounts to €21 million (a loss of €16 million in 2013).

"**Dividends received from investee companies**", totalling €670 million, are down €24 million on 2013 (€694 million), reflecting a reduction in dividends received from the subsidiary, Autostrade per l'Italia.

"**Impairment losses on financial assets and investments**" amount to €44 million (€16 million in 2013) and, in both comparative periods, refer to the impairment loss on the investment in Compagnia Aerea Italiana.
Net other financial expenses, amounting to €8 million in 2014, are substantially in line with the figure for 2013 (€10 million).

"**Income tax expense**" of €5 million is down €4 million on the previous year (€9 million), primarily due to the reduction in profit for the year, after taking into account reduced income in the form of only partially taxable dividends and impairment losses on financial assets and investments, which are immaterial for tax purposes.

The "**Profit/(Loss) from discontinued operations**", amounting to €79 million, reflects the after-tax gain (€74 million) on the sale of TowerCo, described in the "Introduction". In addition, this item includes, in both comparative periods, dividends, after the related taxation, declared by TowerCo (€5 million in both 2014 and 2013).

"**Profit for the year**", totalling €686 million, is up €19 million on the comparative figure, reflecting the above gain, only partially offset by increased impairment losses on non-current financial assets and the reduction in dividends received from Autostrade per l'Italia.

Statement of comprehensive income of Atlantia S.p.A.

(€M)	2014	2013
Profit for the year (A)	**686**	**667**
of which from discontinued operations	*79*	*5*
Fair value gains/(losses) on cash flow hedges	21	-43
Other comprehensive income/(loss) for the period reclassifiable to profit or loss, after related taxation (B)	**21**	**-43**
Other comprehensive income/(loss) for the period not reclassifiable to profit or loss, after related taxation (C)	**-**	**-**
Reclassifications of other components of comprehensive income to profit or loss (D)	**-**	**-**
Total other comprehensive income/(loss) for the year, after related taxation (E = B + C + D)	**21**	**-43**
Comprehensive income for the year (A + E)	**707**	**624**

The **statement of comprehensive income** reports comprehensive income of €707 million for 2014 (€624 million for 2013). In addition to profit for the year, this reflects the impact of net fair value gains on derivative assets and liabilities classified as cash flow hedges, after the related taxation (€21 million), primarily due to the reduction in interest rates as at 31 December 2014, compared with those as at 31 December 2013.
In contrast, the measurement of derivative assets and liabilities classified as cash flow hedges in 2013 resulted in fair value losses of €43 million, reflecting the increase in interest rates as at 31 December 2013, compared with those as at 31 December 2012.

Financial position

"**Non-current non-financial assets**" of €8,867 million are up €53 million on the figure for 31 December 2013 (€8,814 million):

a) "Non-current non-financial assets" almost entirely consist of "**Investments**" amounting to €8,859 million, having increased €54 million compared with 31 December 2013 (€8,805 million), primarily due to the acquisition, as part of a restructuring of the Atlantia Group's investments, of:
    1) a 59.4% interest in Pavimental, for a purchase consideration of €29 million, from Autostrade per l'Italia;

2) a 46% interest in Spea Ingegneria Europea, for a purchase consideration of €24 million, from Autostrade per l'Italia;
3) 100% of ADR Engineering, for a purchase consideration of €19 million, from Aeroporti di Roma;

b) the sale of the entire investment in TowerCo (a wholly-owned subsidiary), previously accounted for at a carrying amount of €20 million, for a purchase consideration of €95 million.

In addition, with regard to the investment in Compagnia Aerea Italiana, the Company wrote off the related carrying amount as at 31 December 2013, amounting to €30 million, and injected fresh capital, totalling €27 million, in accordance with the equity commitment provided for in the partnership agreement (the "Transaction Implementation Agreement") entered into with Compagnia Aerea Italiana and Etihad.

"**Working capital**" is a negative €2 million, compared with a negative €9 million as at 31 December 2013. This reflects a reduction in trading liabilities (€5 million) following payment of the consultants' fees recognised in 2013 in connection with the merger with Gemina.

"**Non-current non-financial liabilities**" amount to €44 million, up €13 million on the figure for 31 December 2013 (€31 million). This primarily reflects the increase in net deferred tax liabilities linked to the fair value of derivative assets and liabilities classified as cash flow hedges (€12 million).

"**Net invested capital**" of €8,821 million is thus up €47 million on the figure for 31 December 2013 (€8,774 million).

Reclassified statement of financial position of Atlantia S.p.A.

(€M)	31.12.2014	31.12.2013	INCREASE/(DECREASE)
Non-current non-financial assets			
Property, plant and equipment	8	9	-1
Investments	8,859	8,805	54
Non-current non-financial assets (A)	**8,867**	**8,814**	**53**
Working capital			
Trading assets	4	2	2
Current tax assets	31	42	-11
Other current assets	1	4	-3
Current provisions	-2	-3	1
Trading liabilities	-6	-11	5
Current tax liabilities	-14	-27	13
Other current liabilities	-16	-16	-
Total working capital (B)	**-2**	**-9**	**7**
Invested capital less current liabilities (C = A + B)	**8,865**	**8,805**	**60**
Non-current non-financial liabilities			
Non-current provisions	-1	-1	-
Net deferred tax liabilities	-42	-30	-12
Other non-current liabilities	-1	-	-1
Total non-current non-financial liabilities (D)	**-44**	**-31**	**-13**
NET CAPITAL EMPLOYED (E = C + D)	**8,821**	**8,774**	**47**
Equity (F)	**9,438**	**9,329**	**109**
Net debt			
Non-current net debt			
Non-current financial liabilities	**8,869**	**8,641**	**228**
Non-current derivative liabilities	279	291	-12
Bond issues	8,590	8,350	240
Non-current financial assets	**-9,004**	**-8,764**	**-240**
Non-current derivative assets	-245	-184	-61
Other non-current financial assets	-8,759	-8,580	-179
Non-current net debt (G)	***-135***	***-123***	***-12***
Current net debt			
Current financial liabilities	**251**	**2,678**	**-2,427**
Current portion of medium/long-term borrowings	250	2,380	-2,130
Other current financial liabilities	1	298	-297
Cash and cash equivalents	**-465**	**-706**	**241**
Current financial assets	**-268**	**-2,404**	**2,136**
Current portion of medium/long-term financial assets	-259	-2,395	2,136
Other current financial assets	-9	-9	-
Current net debt (H)	***-482***	***-432***	***-50***
Net debt (I = G + H)	**-617**	**-555**	**-62**
NET DEBT AND EQUITY (L = F + I)	**8,821**	**8,774**	**47**

"**Equity**" totals €9,438 million and is up €109 million on 31 December 2013 (€9,329 million), essentially reflecting:
a) comprehensive income for the year, totalling €707 million;
b) payment of the final dividend for 2013, totalling €318 million, and of the interim dividend for 2014 (€289 million).

Statement of changes in equity of Atlantia S.p.A.

(€M)	ISSUED CAPITAL	OTHER RESERVES AND RETAINED EARNINGS	TREASURY SHARES	PROFIT/(LOSS) FOR YEAR NET OF INTERIM DIVIDEND	TOTAL EQUITY
Balance as at 31 December 2012	**662**	**5,788**	**-216**	**302**	**6,536**
Total comprehensive income	**-**	**-43**	**-**	**667**	**624**
Owner transactions and other changes					
Final dividend declared	-	-	-	-254	-254
Profit for previous year taken to extraordinary reserve	-	48	-	-48	-
Bonus issue	164	-	-	-	164
Merger reserve	-	2,538	-	-	2,538
Interim dividend		-	-	-289	-289
Share-based incentive plans					
– Valuation	-	4	-	-	4
– Exercise of vested options	-	-2	8	-	6
Balance as at 31 December 2013	**826**	**8,333**	**-208**	**378**	**9,329**
Total comprehensive income	**-**	**21**	**-**	**686**	**707**
Owner transactions and other changes					
Final dividend declared	-	-	-	-318	-318
Profit for previous year taken to extraordinary reserve	-	60	-	-60	-
Interim dividend	-	-	-	-289	-289
Share-based incentive plans					
– Valuation	-	6	-	-	6
– Exercise of vested options	-	-	3	-	3
Balance as at 31 December 2014	**826**	**8,420**	**-205**	**397**	**9,438**

Net funds amount to €617 million as at 31 December 2014 (€555 million as at 31 December 2013), which consist of:

a) a non-current portion, totalling €135 million (€123 million as at 31 December 2013);
b) a current portion of €482 million (€432 million as at 31 December 2013).

The increase in net fund of €62 million, compared with 31 December 2013, essentially reflects the increase in dividends received in 2014 compared with those paid, whilst the gain on the sale of TowerCo (€95 million) was, in effect, offset by acquisition of the investments in Pavimental, Spea Ingegneria Europea and ADR Engineering (totalling €72 million) and the injection of capital into Compagnia Aerea Italiana (€27 million).

On 9 June 2014, the Company redeemed bonds with a par value of €2,094 million, whilst, at the same time, Autostrade per l'Italia extinguished the intercompany loan from the Company of the same amount.
In addition, in March and June 2014, the Company completed new private placements of bonds with par values of €75 million (maturing in 2038 and paying coupon interest of 3.625%) and €125 million (maturing in 2034 and paying coupon interest of 3.24%). At the same time, medium/long-term loans of the same amount and with matching maturities were granted to the subsidiary, Autostrade per l'Italia.

The medium/long-term loans provided to the subsidiary, Autostrade per l'Italia, are granted on the same terms as the Company's borrowings in the market, plus a margin to take account of operating costs, including those incurred for hedges using derivative financial instruments, entered into to mitigate the exposure to cash flow risk of the underlying instruments as a result of movements in interest and exchange rates.

The residual weighted average term to maturity of the Company's interest bearing debt is approximately 6 years as at 31 December 2014. 100% of the Company's debt is fixed rate.

10% of the Company's non-current debt is denominated in currencies other than the euro. Taking account of foreign exchange hedges, the percentage of foreign currency debt exposed to currency risk on translation into euros is zero.
The average cost of medium/long-term borrowings in 2014 was approximately 4.6%.

Cash flow

Cash generated from operating activities amounts to €654 million, down €31 million on 2013 (€685 million), essentially a result of reduced dividends received from Autostrade per l'Italia.

Cash used for investment in non-financial assets in 2014 amounts to €4 million (€84 million in 2013), given that the acquisition of investments in Pavimental (€29 million), Spea Ingegneria Europea (€24 million) and ADR Engineering (€19 million) and the injection of capital into Compagnia Aerea Italiana (€27 million) were offset by the proceeds from the sale of TowerCo (€95 million).
Cash used for investing activities in 2013 amounted to €84 million, primarily due to the debt contributed by Gemina following its merger with and into the Company (€44 million), the injection of capital into Compagnia Aerea Italiana (€26 million) and the issue of Put Options for Contingent Value Rights on the Company's shares as part of the merger (€12 million).

The **cash outflow resulting from changes in equity** amounts to €604 million (€537 million in 2013) and essentially reflects declaration of the final dividend for 2013, amounting to €318 million (€253 million in 2013), and the interim dividend for 2014, totalling €289 million (€289 million in 2013).

Net funds at the end of the year also benefitted from other changes of €16 million (an outflow of €66 million in 2013), essentially as a result of the **fair value gains** (€32 million) on **financial instruments recognised in comprehensive income**, after the related taxation, partially offset by **impairment losses on financial assets** attributable to Compagnia Aerea Italiana (€14 million).
The reduction in net funds resulting from other changes in 2013, amounting to €66 million, essentially reflected fair value losses on financial instruments recognised in comprehensive income, after the related taxation.

As a result of the above, **net funds** rose €62 million in 2014, compared with a reduction of €2 million in 2013.

Statement of changes in net debt of Atlantia S.p.A. (1)

(€M)	2014	2013
Profit for the period	**686**	**667**
Adjusted by:		
Impairment losses/(Reversal of impairment losses) on financial assets and investments accounted for at cost or fair value	44	16
(Gains)/Losses on sale of non-current assets	-75	-
Net change in deferred tax (assets)/liabilities	-	4
Other non-cash items	5	2
Change in operating capital	-6	-1
Other changes in non-financial assets and liabilities	-	-3
Net cash from/(used in) operating activities (A)	**654**	**685**
Purchases of property, plant and equipment	-	-1
Purchase of investments, net of unpaid called-up issued capital	-99	-39
Proceeds from sales of property, plant and equipment, intangible assets and investments	95	-
Net debt contributed by Gemina S.p.A.	-	-44
Net cash from/(used in) investment in non-financial assets (B)	**-4**	**-84**
Proceeds from transfer of treasury shares due to exercise of rights under share-based incentive plans	3	6
Dividends approved	-607	-543
Net equity cash inflows/(outflows) (C)	**-604**	**-537**
Increase/(Decrease) in cash and cash equivalents (A + B + C)	**46**	**64**
Change in fair value of financial instruments recognised in comprehensive income	32	-64
Financial income/(expenses) accounted for as an increase in financial assets/(liabilities)	-2	-2
(Impairment losses)/Revaluations of financial assets	-14	-
Other changes in net debt (D)	**16**	**-66**
Decrease/(Increase) in net debt (A + B + C + D)	**62**	**-2**
Net debt at beginning of year	**555**	**557**
Net debt at end of year	**617**	**555**

(1) The statement of changes in net debt presents the impact of cash flows generated or used during the period on net debt, unlike the statement of cash flows, which presents the impact of cash flows on cash and cash equivalents. The statement of changes in net debt shows the following information:
(a) "Net cash from/(used in) operating activities" shows the change in operating capital, consisting of trade-related items directly linked to the ordinary activities of the business;
(b) "Net cash from/(used in) investment in non-financial assets" solely includes cash flows used in and generated from investment in non-financial assets;
(c) "Net equity cash inflows/(outflows)" solely regard changes in equity with an impact on net debt;
(d) the item "Other changes in net debt" includes movements in financial assets and liabilities that do not have an impact on cash and cash equivalents.

Key performance indicators by operating segment

The Atlantia Group's operating segments are identified based on the information provided to and analysed by Atlantia's Board of Directors, which represents the Group's chief operating decision maker, taking decisions regarding the allocation of resources and assessing performance. In particular, the Board of Directors assesses the performance of the business both in terms of geographical area and in terms of business segment.
It should be noted that, compared with the breakdown of consolidated amounts by operating segment used for the first time in the Annual Report for 2013, the operating segments have been modified. Information is now provided on the basis of three main operating segments (Italian motorways, Italian airports and overseas motorways) and fourth segment combining information for the Parent Company, Atlantia, and the remaining other activities.
Information for these identified segments for 2013 has also been presented for comparative purposes.

Details of the composition of the Atlantia Group's operating segments are as follows:

a) Italian motorways: this includes the activities of the Italian motorway operators (Autostrade per l'Italia, Autostrade Meridionali, Tangenziale di Napoli, Società Italiana per Azioni per il Traforo del Monte Bianco and Raccordo Autostradale Valle d'Aosta), whose core business consists of the management, maintenance, construction and widening of the related motorways operated under concession. In addition, this segment also includes Telepass, the companies that provide support for the motorway business in Italy and the Italian holding company, Autostrade dell'Atlantico, which holds investments in South America;
b) overseas motorways: this includes the activities of the holders of motorway concessions in Chile, Brazil and Poland, and the companies that provide operational support for these operators and the related foreign-registered holding companies;
c) Italian airports: this includes the airports business of Aeroporti di Roma, which holds the concession to operate and expand the airports of Rome Fiumicino and Rome Ciampino, and the companies responsible for supporting and developing the airports business;
d) Atlantia and other activities: this segment includes:
    1) the Parent Company, Atlantia, which operates as a holding company for its subsidiaries and associates whose business is the construction and operation of motorways, airports and transport infrastructure, parking areas and intermodal systems, or who engage in activities related to the management of motorway or airport traffic;
    2) the subsidiaries that produce and operate free-flow tolling systems in France, traffic and transport management systems, public information and electronic payment systems. The most important companies in this sub-segment are Ecomouv, Autostrade Tech and Electronic Transaction Consultants;
    3) the companies whose business is the design, construction and maintenance of infrastructure, essentially referring to Pavimental and Spea Ingegneria Europea.

Key performance indicators for each of the Group's operating segments in the two comparative periods are shown below.

Atlantia Group

(€M)	31.12.2014					
	ITALIAN MOTORWAYS	OVERSEAS MOTORWAYS	ITALIAN AIRPORTS (1)	ATLANTIA AND OTHER ACTIVITIES	ELIMINATIONS AND CONSOLIDATION ADJUSTMENTS	TOTAL CONSOLIDATED AMOUNTS
Reported amounts						
External revenue	3,659	541	751	132	-	5,083
Intersegment revenue	19	-	-	452	-471	-
Total revenue	**3,678**	**541**	**751**	**584**	**-471**	**5,083**
EBITDA	2,261	412	466	30	-	3,169
Operating cash flow	1,417	320	337	5	-	2,079
Capital expenditure	774	156	151	18	1	1,100
Adjusted amounts (2)						
Adjusted EBITDA	2,261	489	466	30	-	3,246
Adjusted operating cash flow	1,417	346	337	81	-	2,181

(€M)	31.12.2013					
	ITALIAN MOTORWAYS	OVERSEAS MOTORWAYS	ITALIAN AIRPORTS (1)	ATLANTIA AND OTHER ACTIVITIES	ELIMINATIONS AND CONSOLIDATION ADJUSTMENTS	TOTAL CONSOLIDATED AMOUNTS
Reported amounts						
External revenue	3,498	557	53	113	-	4,221
Intersegment revenue	25	-	-	432	-457	-
Total revenue	**3,523**	**557**	**53**	**545**	**-457**	**4,221**
EBITDA	2,114	410	28	31	2	2,585
Operating cash flow	1,304	309	17	33	-	1,663
Capital expenditure	854	78	13	269	33	1,247
Adjusted amounts (2)						
Adjusted EBITDA	2,114	490	28	31	2	2,665
Adjusted operating cash flow	1,304	328	17	9	-	1,658

(1) *Following the merger of Gemina with and into Atlantia, the companies belonging to the "Italian airports" segment have been consolidated from 1 December 2013. Furthermore it is shown that the contributions to the economic and financial data for both years compared to ADR Engineering are included in the "Italian airports." At the end of 2014, the participation of Rome Airports in ADR Engineering was sold entirely to the parent company Atlantia; therefore, from 1 January 2015 the contribution of this company will be represented in the operating area "Atlantia and other activities".*

(2) *Adjusted amounts are presented on the basis normally adopted by financial analysts and the rating agencies. The adjustments made regard disapplication of the financial model introduced by IFRIC 12.*

Key performance indicators for the Group's principal subsidiaries [(a)]

(€M)	REVENUE				EBITDA			
	2014	2013	INCREASE/ (DECREASE)		2014	2013	INCREASE/ (DECREASE)	
			ABSOLUTE	%			ABSOLUTE	%
Italian motorways								
Autostrade per l'Italia	3,332	3,190	142	4%	2,076	1,931	145	8%
Telepass	145	141	4	3%	88	86	2	2%
Società Italiana per il Traforo del Monte Bianco	55	55	-	n.a.	35	36	-1	-3%
Autostrade Meridionali	79	75	4	5%	28	27	1	4%
Tangenziale di Napoli	71	70	1	1%	26	24	2	8%
Raccordo Autostradale Valle d'Aosta	18	17	1	6%	5	5	-	n.a.
AD Moving	9	9	-	n.a.	-	-	-	n.a.
Overseas motorways								
Rodovias das Colinas	145	149	-4	-3%	116	112	4	4%
Triangulo do Sol	134	137	-3	-2%	103	102	1	1%
Vespucio Sur	70	71	-1	-1%	59	60	-1	-2%
Costanera Norte	76	81	-5	-6%	57	60	-3	-5%
Gruppo Stalexport Autostrady	54	50	4	8%	40	39	1	3%
Rodovia MG050 (Nascentes das Gerais)	32	31	1	3%	21	21	-	n.a.
Los Lagos	19	20	-1	-5%	12	13	-1	-8%
Autopista Nororiente	3	4	-1	-25%	-	-1	1	-100%
Litoral Central	2	2	-	n.a.	-	-	-	n.a.
AMB	1	1	-	n.a.	-	-	-	n.a.
Italian airports								
Gruppo Aeroporti di Roma [(c) (d)]	750	53	697	n.s.	460	27	433	n.s.
Fiumicino Energia [(c)]	8	1	7	n.s.	6	1	5	n.s.
Leonardo Energia [(c)]	25	2	23	n.s.	-	-	-	n.a.
Other activities								
Pavimental	401	357	44	12%	18	17	1	6%
Spea Ingegneria Europea	77	90	-13	-14%	18	25	-7	-28%
Autostrade Tech	52	62	-10	-16%	9	7	2	29%
ETCC	48	45	3	7%	3	-4	7	n.s.

(a) Figures calculated under IFRS and, in particular, in compliance with the standards and policies adopted by Atlantia, and extracted from specific reporting packages prepared by each subsidiary for the purpose of preparing the Atlantia Group's consolidated financial statements.
(b) Include investment in assets held under concession, in property, plant and equipment and in other intangible assets.
(c) These companies were consolidated from 1 December 2013.
(d) The figures for capital expenditure in 2014 do not include the portion funded by ENAC for Pier C, totalling approximately €22 million.

EBIT				CAPEX (**)				NET FUNDS/(DEBT)			
2014	2013	INCREASE/ (DECREASE)		2014	2013	INCREASE/ (DECREASE)		2014	2013	INCREASE/(DECREASE)	
		ABSOLUTE	%			ABSOLUTE	%			ABSOLUTE	%
1,411	1,441	-30	-2%	739	795	-56	-7%	10,682	10,650	32	n.s.
72	71	1	1%	9	13	-4	-31%	299	269	30	11%
11	21	-10	-48%	1	1	-	n.a.	-99	-85	-14	16%
20	16	4	25%	11	33	-22	-67%	-148	-138	-10	7%
13	14	-1	-7%	10	6	4	67%	37	40	-3	-8%
-11	-6	-5	83%	3	3	-	n.a.	-88	-82	-6	7%
-	-	-	n.a.	-	-	-	n.a.	1	1	-	n.a.
94	100	-6	-6%	20	7	13	n.s.	1	21	-20	-95%
83	84	-1	-1%	5	3	2	67%	-42	-16	-26	n.s.
54	54	-	n.a.	-	-	-	n.a.	37	84	-47	-56%
54	56	-2	-4%	50	38	12	32%	-133	-49	-84	n.s.
26	27	-1	-4%	10	7	3	43%	-34	-11	-23	n.s.
12	12	-	n.a.	65	20	45	n.s.	90	36	54	n.s.
7	7	-	n.a.	-	-	-	n.a.	-241	-214	-27	13%
-	-1	1	-100%	-	-	-	n.a.	-32	-18	-14	78%
-	-1	1	-100%	-	-	-	n.a.	-99	-88	-11	13%
-	-	-	n.a.	-	-	-	n.a.	-8	-3	-5	n.s.
271	13	258	n.s.	151	13	138	n.s.	625	759	-134	-18%
4	-	4	n.s.	-	-	-	n.s.	6	9	-3	-33%
-	-	-	n.a.	-	-	-	n.a.	-1	-1	-	n.a.
8	4	4	100%	8	6	2	33%	85	145	-60	-41%
15	22	-7	-32%	2	3	-1	-33%	3	20	-17	-85%
7	3	4	n.s.	1	3	-2	-67%	-10	10	-20	n.s.
-4	-26	22	-85%	3	6	-3	-50%	44	35	9	26%

Italian motorways

The Group's Italian motorway operators report net toll revenue of €3,166 million for 2014. This marks an increase of €145 million, essentially reflecting the application of annual toll increases (boosting revenue by €115 million, primarily due to the increase of 4.43% applied by Autostrade per l'Italia from 1 January 2014) and an increase in motorway traffic volumes (up 1.0%, accounting for an increase of €28 million).
Other operating income is up €10 million on the 2013, primarily as a result of one-off royalties received following the award of food service concessions at a number of service areas and income recognised as a result of the handover, free of charge, of buildings following the expiry of concessions. The improvement also reflects increased revenue at Telepass, which benefitted from increased business in Italy and compensation designed to cover the costs incurred as a result of the decision to postpone introduction of the eco-tax in France, as agreed in the memorandum of understanding between Ecomouv and the French government. These increases were partially offset by the conclusion, in 2013, of Autostrade per l'Italia's involvement in the "Design & Build" phase of the Eco-Taxe project, by a reduction in recurring royalties from sub-concessions on the Italian motorway network and a reduction in other income from one year to the other.

Net operating costs of €1,417 million are up €8 million on 2013, primarily as a result of the combined effect of the following:

a) increased maintenance work on the networks operated by Autostrade per l'Italia and Autostrade Meridionali, the latter following the entry into service of the third lanes, partly offset by a reduction in winter operations at Autostrade per l'Italia, due to reduced snowfall during 2014;
b) an increase in concession fees due to the above growth in toll revenue;
c) reduced costs incurred by Autostrade per l'Italia for the "Design & Build" phase of the Eco-Taxe project;
d) a reduction in the cost of materials and external services, above all lower costs deriving from settlements with service area operators;
e) substantially stable staff costs, which, before deducting capitalised costs, are up 0.2% due to:
    - an increase in the average unit cost (up 0.9%), primarily due to contract renewals at motorway operators, partially offset by a reduction in the cost of variable staff and Giove Clear's recruitment of personnel on different forms of contract with respect to the one applicable to motorway and tunnel workers;
    - a reduction of 50 (0.7%) in the average workforce, primarily linked to a freeze on new recruitment at Autostrade per l'Italia and Tangenziale di Napoli and the transfer of personnel from Autostrade per l'Italia to Atlantia following the merger with Gemina, partially offset by an increase in the workforce at Giove Clear following expansion of the company's operations to include new service areas.

EBITDA for the Italian motorways segment in 2014, amounting to €2,261 million, is up €147 million (7%) on 2013 (€2,114 million).

Traffic

Traffic on the Group's Italian network during 2014 (measured in kilometres travelled) is up 1.0% on 2013.

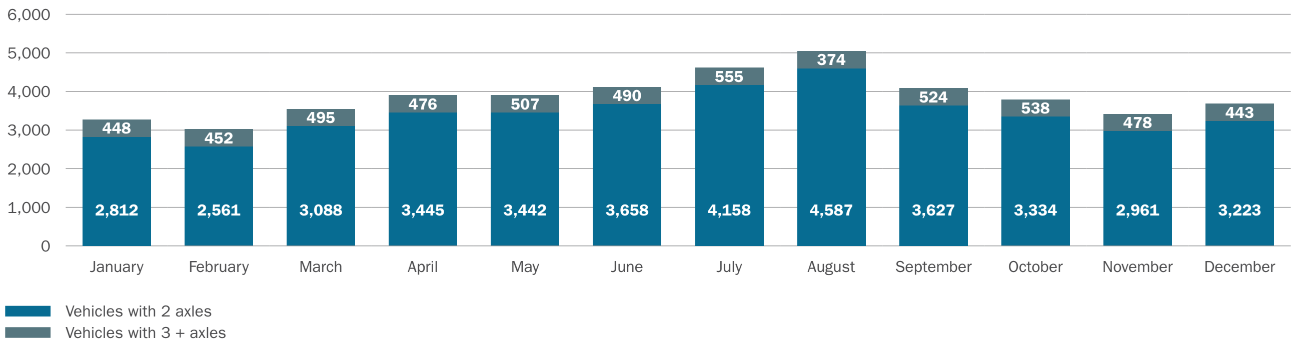
The number of kilometres travelled by vehicles with 2 axles is up 1.0%, whilst the overall total for those with 3 or more axles is up 1.3%.

Traffic on the network operated under concession in Italy during 2014

OPERATOR	VEHICLES X KM (MILLIONS)				ATVD [(a)] 2014
	VEHICLES WITH 2 AXLES	VEHICLES WITH 3 + AXLES	TOTAL VEHICLES	% INCREASE/ (DECREASE) ON 2013	
Autostrade per l'Italia	38,487	5,652	44,138	1.0	42,362
Autostrade Meridionali	1,484	32	1,515	4.5	80,447
Tangenziale di Napoli	836	76	911	-1.7	123,581
Società Italiana per il Traforo del Monte Bianco	8	3	11	0.7	5,046
Raccordo Autostradale Valle d'Aosta	83	18	102	-2.1	8,599
Total Italian operators	**40,897**	**5,780**	**46,677**	**1.0**	**43,137**

(a) *ATVD - Average theoretical vehicles per day, equal to number of kilometres travelled/journey length/number of days in the year.*

Monthly traffic trends on the network operated under concession in Italy in 2014 (millions of vehicles x km)



Toll increases

The following annual toll increases were introduced by Autostrade per l'Italia and the Group's Italian motorway operators from 1 January 2014:

ITALIAN MOTORWAY OPERATOR	TOLL INCREASE
Autostrade per l'Italia [(1)]	4.43%
Raccordo Autostradale Valle d'Aosta [(2)]	5.00%
Tangenziale di Napoli [(3)]	1.89%
Autostrade Meridionali [(4)]	-
Società Italiana Traforo del Monte Bianco [(5)]	3.35%

(1) *The toll increase applicable to Autostrade per l'Italia consists of 2.69% designed to provide a return on additional capital expenditure via the X tariff component; 0.20% designed to provide a return on new investment via the K tariff component; and 1.54%, being equivalent to 70% of the consumer price inflation rate in the period from 1 July 2012 to 30 June 2013.*
(2) *Raccordo Autostradale Valle d'Aosta applied a toll formula that takes into account the target inflation rate, a rebalancing component and a return on investment, in addition to quality in 2014. The toll increase was provisionally determined, with respect to the increase of 14.63% applied for.*
(3) *Tangenziale di Napoli applies a toll formula that takes into account the target inflation rate, a rebalancing component and a return on investment, in addition to quality. In 2014, the company benefitted from a lower increase than applied for, amounting to 0.54%. This was due to the non-recognition, for the purposes of tolls for 2014, of certain investments (0.53%) and a change to the method of measuring quality (-0.01%).*
(4) *Autostrade Meridionali was not authorised to apply any toll increase following expiry of its concession on 31 December 2012.*
(5) *Traforo del Monte Bianco, which operates under a different concession regime based on bilateral agreements between Italy and France, applied a total increase of 3.35% from 1 January 2014, in accordance with the resolutions approved by the relevant Intergovernmental Committee on 20 October 2011 and 25 November 2011. This reflects a combination of two elements:*
- *0.95% representing the average inflation rate in France and Italy for the period from 1 September 2012 to 31 August 2013;*
- *2.40% in accordance with the joint declaration issued by the Italian and French governments on 3 December 2012, with use of the proceeds still to be decided on by the two governments.*

Capital expenditure

During 2014, Autostrade per l'Italia and the Group's other Italian operators invested a total of €774 million, down €80 million (9%) compared with 2013, basically following completion of a number of works on the network.

Capital expenditure

(€M)	2014	2013	INCREASE/(DECREASE)
Autostrade per l'Italia - projects in Agreement of 1997	277	297	-7%
Autostrade per l'Italia - projects in IV Addendum of 2002	216	282	-23%
Investment in major works by other operators	14	35	-60%
Other capital expenditure and capitalised costs (staff, maintenance and other)	224	188	19%
Total investment in infrastructure operated under concession	**731**	**802**	**-9%**
Investment in other intangible assets	17	14	21%
Investment in property, plant and equipment	26	38	-32%
Total investment in motorways in Italy	**774**	**854**	**-9%**

The volume of investment relating to works envisaged in Autostrade per l'Italia's Agreement of 1997 is down €20 million on the figure for 2013. The difference primarily reflects the approaching completion of work on the boring of tunnels for the *Variante di Valico*, partially offset by a cost increase agreed with the contractor working on the Base Tunnel following settlement of the related dispute. There was also a reduction in work on the upgrade of the Barberino-Incisa section, primarily linked to completion of the first phase of off carriageway works on the Florence North-Florence South section.
There is continuing uncertainty over when work in the Tuscany region can start up again. Work has been halted following the investigation launched by the Public Prosecutor's Office in Florence regarding the reuse of soil and rocks resulting from excavation work.
The decrease in investment in works envisaged in Autostrade per l'Italia's IV Addendum of 2002, amounting to approximately €66 million, is primarily due to completion, in 2013, of work on the Rimini Nord-Cattolica and Cattolica-Fano sections of the A14, and the opening to traffic, in August 2013, of 10.4 km of new lanes between Pesaro and Fano.
The above reduction in work was partly offset by an increase in work on the Senigallia-Ancona North and Ancona North-Ancona South sections of the A14, and by the start-up of work on widening the Milan-Lainate section of the A8 Milan-Lakes motorway to five lanes.
The €21 million reduction in investment in major works by the Group's Italian operators, compared with 2013, reflects a decrease in work carried out by Autostrade Meridionali, following completion of the works earmarked in agreement with the Grantor. Autostrade Meridionali's concession actually expired on 31 December 2012. At the request of the Grantor, however, from January 2013 the company has continued to be responsible for day-to-day operation of the concession, whilst awaiting its replacement by the incoming operator, subject to inclusion of the related costs in the value of its takeover right.

Stage of completion of works being carried out by Autostrade per l'Italia and the Group's other Italian motorway operators

The following tables show major works to be carried out as part of the upgrade of the network operated under concession, based on the commitments given in the respective concession arrangements.
The estimated value of each project includes the overall cost (before any government grants) of the works, as assessed at the end of December 2014.

Planned investment in the Italian network

Network operated by Autostrade per l'Italia and its subsidiaries

Network operated by other operators

Projects under evaluation

	Total km	Km opened to traffic	(€/bn) total (1)	(€/bn) completed
Autostrade per l'Italia				
Financial Plan 1997	237	151	6.8	5.1
IV Addendum 2002	270	195	7.3	3.2
Single Arrangement 2007 (2)	325	-	5.0	0.0
Other projects	-	-	2.0	0.3
Total	**832**	**346**	**21.1**	**8.6**
Subsidiaries				
Construction of Valle d'Aosta Link Road	12	12	0.4	0.4
Construction of third lane by SAM (3)	20	15	0.6	0.5
Total	**32**	**27**	**1.0**	**0.9**
Group total	**864**	**373**	**22.1**	**9.5**

(1) *Total cost of carrying out the works, as assessed as at 31 December 2014, including the base bid price (net of bid or agreed reductions), available funds, recognised reserves and early completion bonuses.*
The value of works under the Arrangement of 1997 are net of an amount included in "Other investment".

(2) *The Single Arrangement signed by Autostrade per l'Italia on 12 October 2007 provides for further upgrades of the network, totalling around 325 km, at a cost of approximately €5 billion, in addition to new specific projects worth approximately €2 billion.*

(3) *The concession held by Autostrade Meridionali expired on 31 December 2012. At the Grantor's request, in 2014 the company continued to be responsible for day-to-day operation of the motorway, whilst awaiting the transfer of the concession to the new operator (subject to inclusion of the related costs in the value of its takeover right).*

Planned upgrades and modernisation of the network operated under concession in Italy

PROJECT	STATUS AS AT 31.12.2014	KM COVERED BY PROJECT (KM)	VALUE OF PROJECT [(a)] (€M)	KM OPENED TO TRAFFIC AS AT 31.12.2014 (KM)	STAGE OF COMPLETION AS AT 31.12.2014 [(b)] (€M)
Autostrade per l'Italia: Arrangement of 1997					
A8 3rd and 4th lane Milan-Gallarate	Completed	28.7	65	28.7	65
A1 4th corsia Modena-Bologna	Completed [(1)]	31.6	180	31.6	145
A14 3rd lane Bologna Ring Road	Completed [(2)]	13.7	59	13.7	59
A1 3rd lane Casalecchio-Sasso Marconi	Completed	4.1	83	4.1	83
A1 Variante di Valico	Work in progress/completed [(3)]	62.5	4,057	19.4	3,612
A1 3rd lane Barberino-Incisa	[(4)]	58.5	2,099	15.2	930
A1 3rd lane Orte-Roma North	Completed	37.8	192	37.8	191
Other projects	Work in progress/completed [(5)]		28	n.a.	24
Total projects under Arrangement of 1997		**236.9**	**6,763**	**150.5**	**5,109**
Projects included in IV Addendum of 2002 [(c)]					
A1 3rd lane Fiano R.-Settebagni and Castelnuovo di Porto junction	Completed	15.9	129	15.9	125
A4 4th lane Milan East-Bergamo	Completed	33.6	514	33.6	511
A8 5th lane Milan-Lainate	Work in progress	4.4	209	-	19
A9 3rd lane Lainate-Como Grandate	Completed	23.2	344	23.2	300
A14 3rd lane Rimini Nord-Pto S. Elpidio	Work in progress/completed [(6)]	154.7	2,550	118.6	1,862
A7/A10/A12 Genoa Bypass	Services Conference in progress	34.8	3,256	-	57
A8 Access for New Milan Exhibition Centre	Completed	3.8	86	3.8	86
Other projects	[(7)]		**202**	**n.a.**	**195**
Total projects under IV Addendum of 2002		270.4	7,290	195.1	3,155
Other Italian motorway operators					
A5 RAV AO-Mont-Blanc Tunnel Morgex-Entrèves	Completed	12.4	430	12.4	422
A3 Autostrade Meridionali NA-Pompei-SA and Napoli-Pompei [(d)]	Work in progress/completed	20.0	553	15.0	521
Total projects of subsidiaries		**32.4**	**983**	**27.4**	**943**
Total investment in major works		**539.7**	**15,036**	**373**	**9,207**

(a) Total cost of carrying out the works, as assessed at 31 December 2014, including the base bid price (net of bid or agreed reductions), available funds, recognised reserves and early completion bonuses. The value of works under the Arrangement of 1997 is net of an amount included in "Other investment".
(b) Excludes capitalised costs (financial expenses and staff costs).
(c) Final approval given in 2004.
(d) Planned widening on Autostrade Meridionali's network regards 24.5 km, including 4.5 km already open to traffic over duration of Arrangement of 1972-1992. The concession held by Autostrade Meridionali expired on 31 December 2012. As requested by the Grantor, from 1 January 2013 the company has continued to be responsible for day-to-day operation of the motorway, including completion of the investment plan, whilst awaiting the transfer of the concession to the new operator (subject to inclusion of the related costs in the value of its takeover right).
(1) Includes construction of the Modena Ring Road, which forms part of the works requested by local authorities and is awaiting approval from the Services Conference.
This cannot be closed until a new Arrangement has been agreed by ANAS and the authorities concerned.
(2) Total investments of €247 million, of which €59 million in the Major Works Plan of 1997 and €188 million in "Other investment".
(3) 19.4 km is open to traffic between Sasso Marconi and La Quercia. Work on Lot 12, of which 4.5 km has been completed and will be opened to traffic to coincide with completion of work on the Base Tunnel and Lot 13. Work is in progress on the remaining section of motorway.
(4) Work on Lots 0 and 1 on the Barberino-Florence North section is in progress. Approximately 21.9 km of third lane is open to traffic between Florence North and Florence South; the executive design for Lot 1 of the Florence South-Incisa section is under approval by the Ministry of Infrastructure and Transport, whilst the Environmental Impact Assessment for Lot 2 has been completed and approval by the Services Conference is awaited.
(5) Work on widening the bridge over the Volturno, the Rio Tufano viaduct and the Marano viaduct has been completed. Construction of the Lodi junction and re-routing of the Lodi Vecchio section has been completed (TAV Agreement).
(6) Approximately 118.6 km of third lane is open to traffic between Rimini North and Senigallia and between Ancona South and Porto Sant'Elpidio, in addition to the new junctions at Montemarciano, Porto Sant'Elpidio and Senigallia. Work is in progress on Lots 4 (Senigallia-Ancona North, 18.9 km) and 5 (Ancona North-Ancona South, 17.2 km).
(7) The tender procedure is underway for the Maddaloni junction; work is in progress on the Tunnel Safety Plan and on the Padua Industrial Park junction; work has been completed on the Villamarzana, Ferentino, Guidonia and Rubicone junctions.

The final cost of the works is subject to change based on the effective future stage of completion of the works.

In spite of the Group's determination to push ahead with design work and organisation of the projects, the above complications and problems relating to approvals may well continue to delay completion of works, with the following implications:

- the impossibility of making a reasonable estimate of the date of completion and entry into service of the various works, especially those where the related contracts have yet to be awarded;
- potential cost overruns due to disputes and eventual changes to designs.

In 2009, Autostrade per l'Italia's Board of Directors set up a body known as the "Committee responsible for the Completion of Projects", with the role of monitoring:

- the performance of infrastructure investment plans in terms of state of progress of the works, the related costs and compliance with the commitments given by the Company and its subsidiaries in the relevant concession arrangements;
- the process of selecting contractors to carry out the works;
- the organisational and procedural aspects of carrying out the works;
- the state of contract reserves;
- the status of the most important legal disputes.

The Committee met 9 times in 2014.

Investment in major works by Autostrade per l'Italia - 1997 Agreement

Of the works included in Autostrade per l'Italia's Agreement of 1997, as at 31 December 2014 over 95% of the works have been authorised, more than 85% have been contracted out, and 75% have been completed.
The 1997 Agreement originally envisaged expenditure of €3,556 million for the above works.
The updated Financial Plan of 2002, which was included in the IV Addendum, entailed revisions to construction schedules and to the estimated total cost of the works, which was increased to €4,500 million, reflecting accumulated delays in obtaining approvals. It was, moreover, ruled that the delays were not the fault of Autostrade per l'Italia, and that the financial benefits arising from the delays in carrying out the works were, in any case, less than the increase in costs to be borne by the Company.
The increase in costs above the levels originally set out in the Financial Plan annexed to the Agreement of 1997, is primarily the result of the above delays in the authorisation process, which have led to price increases, and of subsequently issued regulations. Cost increases were also caused by works requested by local authorities involved in the approval and authorisation process. It is not envisaged that Autostrade per l'Italia will be able to cLaw back past and future cost overruns through increases in tolls.

When, moreover, construction schedules were revised and agreed during the drafting of the IV Addendum in mid-2002, the authorisation process for many sections had not yet been completed (for Casalecchio-Sasso Marconi, Lots 5, 6, 7, 8, 13 and 14 of the *Variante di Valico*, Barberino-Florence North, Lots 4, 5 and 6 of the Florence North-Florence South section, Florence South-Incisa and the Bologna Ring Road) and it was not possible to estimate when this might occur.

Today, in contrast, all the authorisation procedures have been completed for the upgrade of the A1 between Bologna and Florence, even though much later than forecast in 2002, with the exception of Lot 2 (7.5 km) of the Florence South-Incisa section, for which it has not been possible to finalise the agreement between central government and the regional authority, and for which modifications to the earlier design were required. The new design obtained an Environmental Impact Assessment decree in January 2015.
The final cost of the works (based on contracts in progress and final and executive designs awaiting authorisation) amounts to €6.8 billion. Of this, works with a value of approximately €5.1 billion have been completed, a figure that is higher than the cost of the works estimated in 2002. Compared with the initial

estimate of €3.6 billion in 1997, on the basis of which the Company was privatised, the additional expense to be borne by the operator currently stands at €3.2 billion.

Investment in major works by Autostrade per l'Italia – IV Addendum 2002

Investment envisaged in the IV Addendum is designed to upgrade the network close to a number of major conurbations (Milan, Genoa and Rome) and along the Adriatic coast. The authorisation process for works covered by the IV Addendum, signed by Autostrade per l'Italia in December 2002, was completed and became effective in June 2004. Work on the designs relating to the investment programme envisaged by the IV Addendum could thus only start from this date, after a delay of 21 months with respect to the original programme.
As at 31 December 2014, over 53% of the works have been authorised, approximately 50% have been contracted out and over 43% have been completed.

The most important project included in the IV Addendum, from both a technical and financial viewpoint, is the Genoa Interchange. The project aims to relieve congestion on the section of the A10 close to the city of Genoa, from the Genoa West toll station (the Port of Genoa) to the residential district of Voltri. This will involve transferring through traffic on to a new road running alongside the existing motorway, effectively doubling capacity.

To take account of accumulated delays in the approval process, the revised Financial Plan of 2013 has amended the schedule for carrying out the works and the estimated total cost, increasing it to €3.3 billion.
On 22 January 2015, the second and last session of the Services Conference was held. Receipt of the Decree finalising the agreement between central government and the regional authority, which marks the conclusion of the authorization process, is awaited.
The investments included in the IV Addendum are associated with specific toll increases linked to validation of the individual works and based on the stage of completion.

Planned investment in major works by the Group's other Italian motorway operators

With regard to investments in new works by Autostrade per l'Italia's subsidiaries (Raccordo Autostradale Valle d'Aosta and Autostrade Meridionali), as at 31 December 2014, 100% of the works have been authorised, 100% of the works are being carried out or the related contracts are being awarded, and 96% have been completed.
The concession held by Autostrade Meridionali expired on 31 December 2012. As requested by the Grantor, from 1 January 2013 the company has continued to be responsible for day-to-day operation of the motorway, including completion of the related investment programme, whilst awaiting the transfer of the concession to the incoming operator and subject to inclusion of the related costs in the value of its takeover right. As at 31 December, over 94% of the upgrade works have been completed.

Contract reserves quantified by contractors

As at 31 December 2014, the Group's Italian motorways operators have recognised contract reserves quantified by contractors amounting to approximately €1,880 million (€2,050 million as at 31 December 2013). Based on past experience, only a small percentage of the reserves will actually have to be paid to contractors and, in this case, will be accounted for as an increase in the cost of concession rights.
Reserves have also been recognised in relation to works not connected to investment (work for external parties and maintenance), amounting to approximately €50 million. The estimated future cost is covered by provisions for disputes accounted for in the consolidated financial statements as at and for the year ended 31 December 2014.

Telepass

As at 31 December 2014, 8.5 million Telepass devices were in circulation (up 262,000 on 31 December 2013), whilst the number of subscribers of the Premium option exceeds 1.8 million (up 95,000 compared with 31 December 2013).
Telepass, the company responsible for operating tolling systems and the supplier, in Italy and overseas, of other transport-related payment systems, generated revenue of €145 million in 2014 (up 3% on the previous year). This primarily consists of Telepass fees of €94 million, Viacard subscription fees of €21 million and payments for Premium services of €14 million.
Following postponement of the introduction of the eco-tax and the subsequent signature of the memorandum of understanding between Ecomouv and the French government, Ecomouv is to pay Telepass lump-sum compensation of €2 million to cover the cost of ensuring the operating system remains in service. This amount has been recognised in the current year.
The company's EBITDA for 2014 is €88 million, compared with €86 million for 2013.

Overseas motorways

The results of the Group's overseas motorway businesses for 2014 have benefitted from positive traffic trends (measured in kilometres travelled) compared with 2013: up 5.9% in Chile, up 2.3% in Brazil (1) and up 7.4% at the Polish operator, Stalexport Autostrada Malopolska.
The operating results for 2014 reflect, however, the depreciation of the Chilean and Brazilian currencies compared with the previous year.
The Chilean operators generated total revenue of €171 million in 2014, marking a reduction of 4% on 2013 (€179 million). At constant exchange rates, revenue is up 10%. Toll revenue for 2014 reflects the toll increases provided for in the concession arrangements from January 2014. EBITDA of €128 million is down by approximately €4 million (3%) on 2013. At constant exchange rates, EBITDA is up 11%.
The Brazilian operators generated total revenue of €311 million in 2014, marking a reduction of 2% on 2013 (€317 million). At constant exchange rates, revenue is up 5%. Toll revenue for 2014 reflects the toll increases provided for in concession arrangements applied by operators in the State of São Paulo from July and by the operator, Rodovia MG050, in the State of Minas Gerais from June. EBITDA of €240 million is up by approximately €5 million (2%) on 2013. At constant exchange rates, EBITDA is up 11%.
In Poland, the Stalexport Autostrady group recorded total revenue of €54 million, up 8% compared with 2013. EBITDA of €40 million is up 3% on 2013.

Chile

Atlantia has indirect interests in the following companies in Chile:
- the operator, Los Lagos, a wholly-owned subsidiary of the Group, which holds the concession for a 135km section of Ruta 5 between Rio Bueno and Puerto Montt;
- the holding company, Grupo Costanera, which is 50.01% owned by the Atlantia Group and 49.99% owned by CPPIB (Canada Pension Plan Investment Board), and which operates, among others, around 100 km of urban motorway in the capital of Chile, Santiago and 80 km of network managed by Litoral Central.

The Chilean companies' results for 2014, expressed in euros, reflect the fall in the value of the Chilean peso, which saw the exchange rate decline from 658.3 Chilean pesos per euro (the average rate for 2013) to an average rate of 756.9 Chilean pesos per euro in the same period of 2014 (a fall of 15%). At constant exchange rate, growth continued in terms of both revenue and EBITDA.

(1) The increase refers solely to the Group's consolidated companies. Including Rodovias do Tietê, which is 50% owned, traffic growth in Brazil is 2.2%.

Key performance indicators

(€M)	REVENUE			EBITDA			ADJUSTED REVENUE (*)			ADJUSTED EBITDA (*)		
	2014	2013	% INC./ (DEC.)	2014	2013	% INC./ (DEC.)	2014	2013	% INC./ (DEC.)	2014	2013	% INC./ (DEC.)
Grupo Costanera												
Costanera Norte	76	81	-6%	57	60	-5%	109	117	-7%	90	95	-5%
Nororiente	3	4	-25%	-	-1	-100%	15	17	-12%	12	12	n.s.
Vespucio Sur	70	71	-1%	59	60	-2%	70	71	-1%	59	60	-2%
Litoral Central	2	2	n.s.	-	-	n.s.	12	12	n.s.	10	10	n.s.
AMB	1	1	n.s.	-	-	n.s.	1	1	n.s.	-	-	n.s.
Los Lagos	**19**	**20**	**-5%**	**12**	**13**	**-8%**	**40**	**42**	**-5%**	**33**	**35**	**-6%**
Total	**171**	**179**	**-4%**	**128**	**132**	**-3%**	**247**	**260**	**-5%**	**204**	**212**	**-4%**

(*) Information on the nature of the adjustments made and differences between reported and adjusted amounts is provided in the specific section of the "Consolidated financial review".

The Group's Chilean operators recorded overall traffic growth of 5.9%, in terms of kilometres travelled, in 2014.
Traffic on the network managed by the operators present in the metropolitan area of Santiago registered increases ranging from 3.4% for Costanera Norte and 6.5% for Vespucio Sur to 9.8% for Nororiente, which serves a highly developed residential and business district.
In addition to the above traffic growth, the increase in toll revenue recorded by Costanera Norte benefitted from the introduction of new tollgates in the first quarter of 2014, enabling the company to bill certain types of traffic that previously did not pay (boosting revenue by 4.6%).
On the network managed by Litoral Central, located along the coast to the west of the capital, traffic grew 8.2% compared with 2013.

Traffic

	TRAFFIC (MILLIONS OF KM TRAVELLED)			TRAFFIC (THOUSANDS OF JOURNEYS)		
	2014	2013	% INC./(DEC.)	2014	2013	% INC./(DEC.)
Grupo Costanera						
Costanera Norte	993	960	3.4%	217,830	211,228	3.1%
Nororiente	73	67	9.8%	6,122	5,579	9.7%
Vespucio Sur	849	797	6.5%	277,706	260,550	6.6%
Litoral Central	99	92	8.2%	3,990	3,680	8.4%
AMB	22	21	4.8%	9,611	9,167	4.8%
Los Lagos	**597**	**552**	**8.2%**	**16,033**	**14,662**	**9.4%**
Total	**2,634**	**2,489**	**5.9%**	**531,292**	**504,866**	**5.2%**

From January 2014 the operators controlled by Grupo Costanera applied the annual toll increases calculated under the terms of the related concession arrangements:

- up 6.0% for Costanera Norte and Vespucio Sur, reflecting the increase for inflation in 2013 (up 2.4%) plus a further increase of up 3.5%;
- up 8.7% for Nororiente, reflecting the increase for inflation in 2013 (up 2.4%) plus a further increase of 3.5% and the component distributing the increase between the two barriers, including the rounding off of tariffs to the nearest 50 pesos (up 2.6%);
- up 5.4% for AMB, reflecting an increase to make up for inflation during the period 2012-2013 (up 3.9%) plus a further increase of 1.5% (AMB has also recouped the inflation-linked increase for 2012, the year in which investment in the free-flow tolling system was completed);
- up 2.3% for Litoral Central, based on the inflation-linked component for 2013 (up 2.4%) and the rounding off of tolls to the nearest 50 pesos (down 0.1%).

From January 2014 the tolls applied by Los Lagos rose 0.2%, reflecting the inflation-linked increase of 2.4% for 2013, the bonus relating to safety improvements in 2014 (an increase of 0.9%), cessation of the bonus for safety improvements in 2013 (down 2.7%) and the process of rounding off tolls to the nearest 100 pesos, which resulted in a reduction of 0.3%.
Following the publication, on 12 March 2014, of the Supreme Decree ratifying the programme, the investment programme named *Santiago Centro Oriente* ("CC7") is now fully effective.
The programme covers seven projects designed to eliminate the principal bottlenecks on the section operated under concession. The total value of the work to be carried out is around 240 billion pesos (approximately €325 million at the exchange rate at the end of 2014), with around 27% completed to date. The agreement envisages that the operator will receive specific payment from the grantor in return for the above construction services, including a final payment at the expiry of the concession term designed to guarantee a minimum return, and a share of the increase in revenue deriving from the installation of new tollgates.

Brazil

Atlantia is indirectly one of the leading motorway operators in Brazil via its subsidiary, Atlantia Bertin Concessões S.A., in partnership with the Bertin group, which operates a total of 1,538 km of network.
The Brazilian companies' results for the period, expressed in euros, reflect the weakness of the Brazilian real, which saw the exchange rate decline from 2.8 Brazilian reals per euro (the average rate for 2013) to an average rate of 3.1 Brazilian reals per euro in 2014 (a fall of 8.9%). At constant exchange rate, growth continued in terms of both revenue and EBITDA.
The Brazilian operators consolidated by the Group recorded overall traffic growth of 2.3%, in terms of kilometres travelled, in 2014, with growth of 1.8% on the section operated by Rodovias do Tietê, which is 50% owned.
Compared with cumulative growth of 4.2% recorded by light vehicles (up 4.0% including Rodovias do Tietê) heavy vehicles registered a decline of 3.2% (down 3.1% including Rodovias do Tietê), reflecting the current downturn in the Brazilian economy.

Key performance indicators

(€M)	TRAFFIC (MILLIONS OF KM TRAVELLED)			REVENUE			EBITDA		
	2014	2013	% INC./ (DEC.)	2014	2013	% INC./ (DEC.)	2014	2013	% INC./ (DEC.)
Triangulo do Sol	1,511	1,482	2.0%	134	137	-2%	103	102	1%
Rodovias das Colinas	2,080	2,037	2.1%	145	149	-3%	116	112	4%
Rodovia MG050	804	778	3.4%	32	31	3%	21	21	n.s.
Total	**4,395**	**4,297**	**2.3%**	**311**	**317**	**-2%**	**240**	**235**	**2%**
Rodovias do Tietê	1,326	1,303	1.8%						
Total including Tietê	**5,722**	**5,600**	**2.2%**						

The concession arrangements for the State of São Paulo provide for annual toll increases linked to consumer price inflation over the previous 12 months starting from the 1st July of each year.
The increase for the operators, Triangulo do Sol and Colinas, was based on inflation in the period between June 2013 and May 2014, equal to 6.37%, whilst in the increase for Rodovia MG050, operating in the state of Minas Gerais, applied a toll increase of 6.24% from 13 June 2014.
The authorised increase for the operators of the State of São Paulo was reduced by the increased amount received as a result of the measures adopted to compensate for the failure to authorise toll increases for 2013 (for example, the right to charge for the suspended axles of heavy vehicles and a reduction in the variable component of the concession fee payable from 3% to 1.5%).
The authorised increases were: 5.72% for Triangulo do Sol, 5.51% for Rodovias das Colinas and 5.44% for Rodovias do Tietê.

Poland

The Polish operator, Stalexport Autostrada Malopolska, recorded a 7.4% increase in kilometres travelled in 2014, compared with 2013, with light vehicles up 7.2% and heavy vehicles 8.7%.
The high rate of traffic growth partly reflects extraordinary maintenance on alternative roads.

Key performance indicators

(€M)	TRAFFIC (MILLIONS OF KM TRAVELLED)			REVENUE			EBITDA		
	2014	2013	% INC./ (DEC.)	2014	2013	% INC./ (DEC.)	2014	2013	% INC./ (DEC.)
Stalexport Autostrady group	757	705	7.4%	54	50	8%	40	39	3%
Total	**757**	**705**	**7.4%**	**54**	**50**	**8%**	**40**	**39**	**3%**

Italian airports [1]

The Italian airports business generated revenue of €751 million in 2014, up 8% on the previous year. Aviation revenue of €520 million is up 14% overall on 2013, benefitting from the positive performance of traffic (passengers up 6.4%, movements up 3.2%), in addition to increases in unit fees from 1 March 2014. Other operating income of €231 million is, however, down 3% on 2013.

Net operating costs of €285 million in 2014 are up €18 million (up 7%). In detail:

- the cost of materials and external services, amounting to €126 million (up 2% on 2013), primarily reflects an increase in service costs. In addition to initiatives designed to improve airport quality, this is linked to the positive, non-recurring impact, in 2013, of settlement of the dispute over the fee for firefighting services (€15 million). The effects of the above were partially offset by a reduction in other operating costs which, in the previous year, included charges resulting from the unfavourable ruling handed down by the Supreme Court in the dispute over taxes on electricity;
- concession fees, amounting to €32 million, are up €3 million, primarily due to traffic growth;
- net staff costs, totalling €127 million, are up 11%, substantially due to an increase in the average workforce employed by the ADR group (up 217 on average). This is primarily linked to the start-up of operations at Airport Cleaning S.r.l. (a company set up to provide cleaning services on airport premises), an increase in operations due to the growth in passenger traffic and the launch of initiatives designed to achieve an improvement in service quality.

EBITDA of €466 million is up €36 million on the figure for 2013 (an improvement of 8%), recording an EBITDA margin, based on total revenue, of 62%.

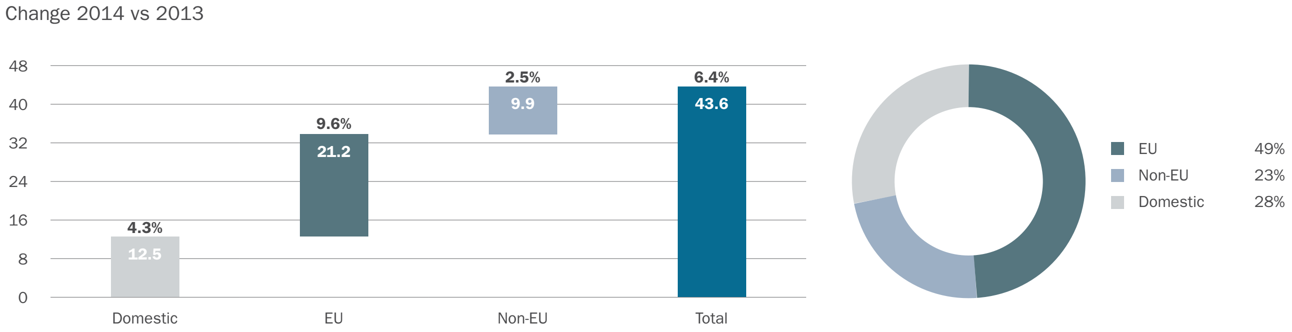
Traffic performance

The Roman airport system handled approximately 44 million passengers in 2014, registering an increase of 6.4% compared with the previous year. The EU segment witnessed the biggest rise, registering an increase of 9.6% and accounting for 49% of total traffic. This was accompanied by growth in the Non-EU segment (up 2.5%) and in Domestic traffic (up 4.3%) [2]. In particular, passenger traffic at Fiumicino airport is up 6.5%, whilst Ciampino saw growth of 5.7%. Capacity also grew, with movements up 3.2%, the number of available seats rising 4.7% and aircraft tonnage up 3.8%.

(1) The companies belonging to the "Italian airports" segment have been consolidated by the Atlantia Group from 1 December 2013. To provide a consistent basis for comparison, changes have been presented with respect to the pro-forma amounts for 2013.

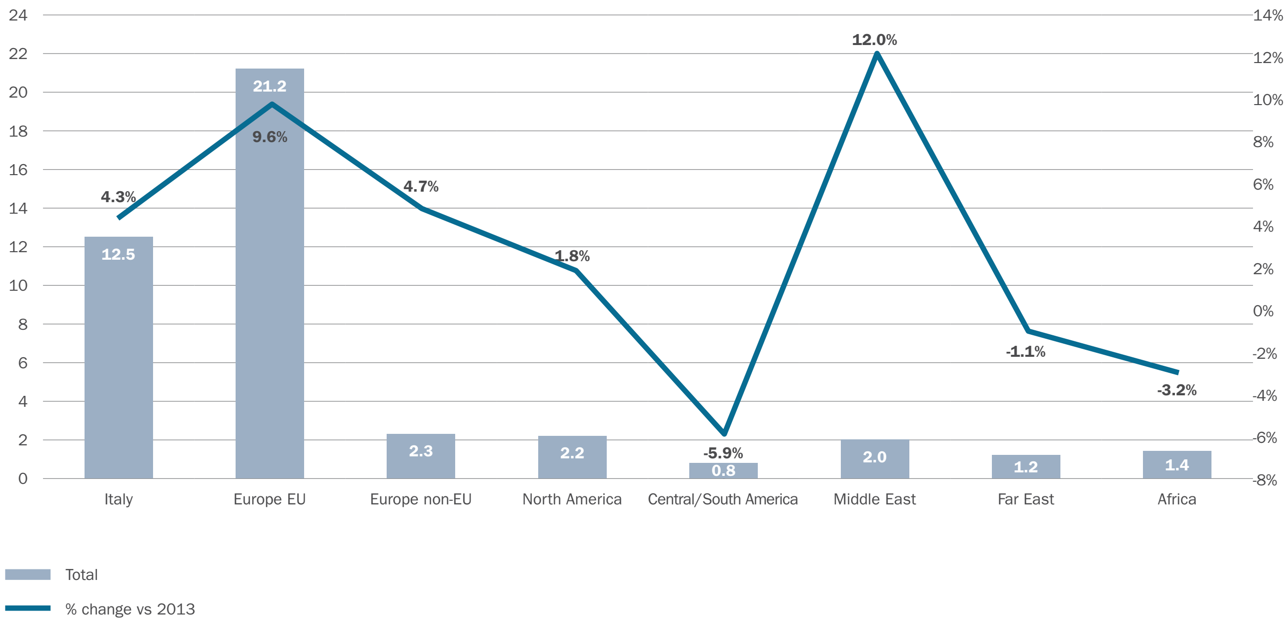
(2) For comparative purposes, the performances of the non-EU and EU segments were compared with the figures for 2013 assuming the classification of Switzerland and Croatia as EU destinations for the purposes of fees (effective from 1 July 2013).

Graph 1. Breakdown of traffic using the Roman airport system in 2014 (millions of pax)



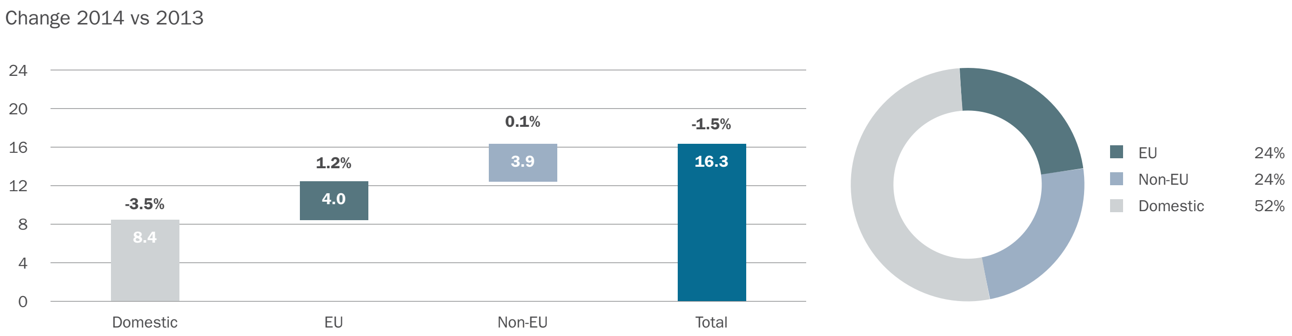
The breakdown of passengers by geographical area registered increases in the Middle East (up 12.0%), Europe (EU up 9.6%; Non-EU up 4.7%), North America (up 1.8%) and in the Italian domestic market (up 4.3%), with declines registered in the remaining areas (Central/South America down 5.9%, Africa down 3.2% and the Far East down 1.1%).

Graph 2. Breakdown of passenger traffic using the Roman airport system by geographical area (millions of pax)



Alitalia, the main carrier operating at Fiumicino, was adversely affected by the process of downsizing its network, with passenger traffic falling 1.5% over the period. This was, however, more than offset by the growth recorded by other carriers (up 13.3% at the airport). The reduction in passenger traffic at Alitalia essentially reflects the fall in Domestic traffic (down 3.5%), whilst the International component saw growth of 0.6% (EU up 1.2% and Non-EU up 0.1%).

Graph 3, Breakdown of Alitalia's traffic at Fiumicino in 2014 (millions of pax)



Aviation activities

Aviation activities, which primarily consist of airport fees and revenue from centralised infrastructure and security services, generated revenue of €520 million in 2014, marking an increase of 14% on the previous year. In addition to changes in the principal fees, from 9 March 2013 the Planning Agreement has grouped together numerous fees, above all those regarding centralized infrastructure, including some of these in airport fees. The comparison of the following individual revenue components is, therefore, not consistent and means that the figures for the previous year are not fully comparable, except for at the level of total revenue.

Airport fee revenue in 2014 amounts to €398 million, representing an 18% increase. In addition to traffic growth, the improvement has benefitted from the increase in unit fees which, under the Planning Agreement, in 2014 were applied from 1 March. In detail:

- passenger embarkation fees, amounting to €284 million, are up 19% on 2013. In addition to the above impact of the Planning Agreement, the increase also reflects a 6.3% rise in the number of passengers embarked;
- take-off, landing and parking fees, amounting to €112 million, are up 15%, arising from, on the one hand, an increase in movements (3.2%) and aircraft tonnage (3.8%), and, on the other, higher unit fees.

Non-aviation activities

Non-aviation activities, which include retail sub-concessions, property management, car parks and advertising, as well as other activities carried out for external customers, generated revenue of €206 million in 2014, in line with the figure for 2013. In terms of the most important components:

- retail sub-concessions, which include sub-concessions for the retail sale of goods and services, generated revenue of €103 million, up 9% on 2013. Positive contributions resulted from completion of the refurbishment and expansion of outlets in the "Core Categories" segment, managed by the sub-operator, LS Travel Retail Roma S.r.l., a Lagardère Services group company, and from the performance of "Food & Beverage";
- revenue from property management, which includes the sub-concession of space and provision of the related utilities and services, amounts to €53 million, down 7% on the previous year, due to the impact of the new fee structure and new commercial agreements;
- car park management generated revenue of €28 million, up 2% on the previous year;
- from 1 January 2014, the management of advertising space was transferred from a business model operated through the subsidiary, ADR Advertising S.p.A. to a model based on the sub-concession of this activity. As a result of this change and the ongoing difficulties in the sector, the advertising business generated revenue from royalties of €10 million, down 21% on the revenue from sales in 2013.

Capital expenditure

Under the "Agreement governing management of the Capital's airport system and the Planning Agreement" ("*Convenzione per la gestione del sistema aeroportuale della Capitale e Contratto di programma*") executed by ADR and the Italian Civil Aviation Authority (ENAC) on 25 October 2012, ADR has undertaken to guarantee an adequate plan for development of the airport system's infrastructure through to the end of the remaining concession term (June 2044).

The original plan included in the above Agreement referred to capital expenditure of approximately €4.4 billion. This covers expansion of existing infrastructure in the areas currently included in the concession – including, among other things, the construction of new boarding piers, new aircraft aprons and the addition of new retail space (so-called "Fiumicino South"). The Agreement also calls for construction of a new terminal to the north of the existing area under concession, together with two new runways (so-called "Fiumicino North") in order to increase the airport's capacity to enable it to handle expected traffic of 100 million passengers a year by 2044. This additional capital expenditure has been estimated at approximately €7.2 billion.

The operator has committed to carrying out this investment within a period of ten years (the first period from 2012 to 2021 is in progress). In accordance with the Agreement, the above capital expenditure constitutes the so-called "Airport Master Plan". In turn, the Master Plan contains a detailed list of the investments to be carried out in each five-year period, corresponding to each regulatory "sub-period" for tariff purposes.

The latest Master Plan, approved in January 2014, envisages that during the initial regulatory period (2012-2016), the company will carry out capital expenditure amounting to approximately €930 million, of which €746 million is to be carried out in the three years from 2014 to 2016.
Of this €746 million, a total of €169.1 million was completed in 2014 (based on the regulatory accounts). This is €26.8 million less than was envisaged for 2014 in the above three-year plan. The shortfall in investment in 2014 was due to circumstance beyond ADR's control (and has not, therefore, resulted in penalties).

With regard to the commitment to carry out the capital expenditure envisaged in the Master Plan to be implemented by ADR under the existing Agreement, it should be noted that, given that the setting and revision of regulatory tariffs is based on application of a RAB-based method, at the end of each year the parties (the grantor and the operator), as part of the process of setting the tariffs for the following year, assess the amount of capital expenditure carried out and the need to revise traffic estimates for the five-year period. If deemed necessary, as part of this process, the parties may make changes to the detailed list of the investments contained in the Plan.

Capital expenditure in 2014 totalled €173 million [3], up approximately 34% on 2013.

(€M)	2014	2013
Departure area E/F (Pier C and 3rd BHS)	51	11
Work on terminals and piers	34	26
Work on technical systems and networks	17	18
Work on runways and aprons	25	42
Work on baggage handling sub-systems and airport equipment	11	8
Ciampino	7	6
Other	28	18
Total [3]	**173**	**129**

(3) Including capex funded by ENAC, totalling €22 million in 2014 and €3 million in 2013.

The principal works regarded the resumption of work on the new departure areas E/F and the avant-corps for Terminal 3, following the resolution of problems relating to the organisational structure of the temporary consortium contracted to carry out the work. With regard to work on terminals and piers, work continued on the final design for the eastern area of Fiumicino airport (this project consists primarily of the enlargement and reconfiguration of Terminal 1, construction of a new retail plaza and the new departure area A). The reconfiguration and enlargement of security checkpoints for departing and transit passengers in Terminal 3 was also carried out and a total of 40 restrooms were refurbished at Fiumicino airport. New plant includes the replacement of two boarding bridges in the Non-Schengen area and the replacement of a module of the BHS in Terminal 3. Work on runways and aprons primarily regarded completion of the upgrade of Runway 2 and the start-up of work, in 2014, on the upgrade of Runway 3, which is proceeding according to plan. Other investment, relating to airport access, included the implementation of a new traffic control system for the lanes reserved for authorised vehicles and to regulate traffic using the other lanes (Restricted and Controlled Traffic Zones, respectively) and replacement of the Parking Management System (PMS) at both Fiumicino and Ciampino.

Other activities

Autostrade Tech

Autostrade Tech is a provider of Information Technology Systems, operating in Italy and overseas. It supplies systems used for tolling, traffic management and information, urban access controls, car parks and speed checks.
Revenue of €52 million in 2014 is down €10 million (16%) on 2013. The reduction is essentially due to completion of the principal activities carried out in 2013 in relation to the Eco-Taxe project in France, partially offset by an increase in revenue from the sale of Telepass equipment. EBITDA for 2014 is €9 million, up €2 million on 2013.

Electronic Transaction Consultants (ETC)

Electronic Transaction Consultants (ETC) is the leading US provider of systems integration, hardware and software maintenance, customer services and consultancy in the field of free-flow electronic tolling systems. Via its subsidiary, Autostrade dell'Atlantico, Autostrade per l'Italia holds a 64.46% interest in the company.
ETC generated revenue of €48 million in 2014. EBITDA of €3 million is a €7 million improvement on 2013 (negative EBITDA of €4 million).

Pavimental

The company operates as a motorway maintenance provider and carries out major infrastructure works for the Group and external customers.
Revenue for 2014 amounts to €401 million, up €44 million (12%) on 2013. This reflects increased maintenance work carried out for Autostrade per l'Italia and the start-up of construction work for other customers, mainly including Aeroporti di Roma, and the award of new motorway construction contracts by Autostrade per l'Italia (on the A8 and Rho-Monza). This offset a reduction in work following substantial completion of a number of construction projects in previous years (on the A14 and A9).
EBITDA totals €18 million, marking an increase of €1 million compared with the figure for 2013. The company continued to cut operating costs and boost workforce efficiency during 2014.

Spea Ingegneria Europea

The company supplies engineering services involved in the design, project management and controls connected to the upgrade and maintenance of the Group's motorway and airport infrastructure.
Revenue for 2014 amounts to €77 million, down €13 million (14%) on the previous year. This primarily reflects the reduced volume of infrastructure design work and project management carried out, mainly due

to completion of a number of projects carried out by the Group (the A8, *Variante di Valico*, A14) and delays in receiving clearance for new projects (the Genoa Bypass). 94% of the company's total revenue during the period was earned on services provided to the Group.
EBITDA for 2014 amounts to €18 million, down €7 million on the previous year. This primarily reflects the above reduction in activity, partially offset by reduced use of external consultants and a decrease in staff costs, resulting in an overall €6 million reduction.

Innovation, research and development

The Group's innovation, research and development activities aim to offer innovative, technologically advanced solutions designed to improve service quality and infrastructure efficiency, and minimise the impacts of activities right from the start of the design process.
Innovation, research and development activities, some of which are long-term in nature, are undertaken by the relevant departments, in cooperation with other Group companies, in collaboration with research centres and universities and, on occasion, in partnership with other companies. Once again in 2014 activities focused on many projects, some of which were co-financed at EU and national level.

The main activities in the motorway sector in 2014 include:
- continuation of work on developing systems to identify the class of vehicle in order to apply the appropriate toll;
- participation in the EU-financed REETS project, regarding implementation of a Regional European Electronic Toll Service;
- participation in the nationally funded Easyrider project regarding development of new interaction services between fixed structures and vehicles, aimed at optimising traffic flows and road safety, especially relating to urban and extra-urban infomobility;
- participation in the European Easyway programme for the development and application of ITS services (information for road users, traffic management, freight transport and logistics) required to meet EU objectives regarding safety, and the environmental impact of transport and mobility;
- continuation of the nationally funded LEW project regarding development of a monitoring and early warning system to reduce hydrogeological risk in order to protect people, including the circulation of information;
- study of systems to mitigate tunnel fires;
- application of new LED lighting systems for motorway tunnel entrances in order to improve safety conditions and energy efficiency.

These activities also include those carried out in relation to the conduct of European or national research, development and innovation programmes and the establishment of transport-related regulations, such as safety, the implementation of intelligent transport and automated tolling systems, by participating in bodies and associations at regional, national and European level.

Research and development activities in the airport sector include:
- within the scope of energy-saving initiatives, the Smart Grid pilot project, involving creation of an "energy pool" able to store electricity from several renewable sources, making it available when required (in the event of any malfunctions in the electricity network or airport plant);
- Aeroporto di Roma's continued participation – as part of a consortium set up with other European companies, including SEA from Milan – in the CASCADE project, which is funded by the European Union, after being put out to tender. The project, which is coordinated by the German research centre, Fraunhofer, aims to save energy at airports by using innovative fault detection and diagnosis

(FDD) technology, applied in particular to heating and air conditioning systems. The initiative is producing interesting results in terms of preventing malfunctions and improving plant efficiency to save energy.

Group companies' total expenditure on innovation, research and development in 2014 amounts to €9 million.
This sum represents the total amount spent by the Group on research and development, including operating costs and investment in staff and the related expenses.

Workforce

As at 31 December 2014 the Group employs 13,688 staff on permanent contracts and 1,140 temporary staff, resulting in a total workforce of 14,828, including 11,876 in Italy and 2,952 at overseas companies. This is up 824 (6%) on the 14,004 of 31 December 2013.

The change in permanent staff (up 514) primarily reflects events at the following Group companies:

- the Aeroporti di Roma group (up 261), primarily following the decision to insource cleaning services through the start-up, in 2014, of Airport Cleaning (an increase of 236), a company set up to provide cleaning services on airport premises, as well as expansion of the technical departments linked to the infrastructure development plan envisaged in the Planning Agreement;
- the Brazilian companies (up 318), as the process of bedding down the organisational structures of the holding company and the operators continued, and the decision to insource routine maintenance at Triangulo do Sol and Colinas began to take shape;
- Pavimental (up 85), following the start-up of work on new infrastructure construction contracts;
- Giove Clear (up 19) due to the expansion of cleaning operations to include other service areas;
- the Chilean companies (down 64), due to a staff reduction following the centralisation of certain activities;
- Italian motorway operators (down 76 after the transfer of 41 people to Atlantia in order to boost the Parent Company's organisation following the merger with Gemina). This primarily reflects a reduction in Autostrade per l'Italia's workforce (down 63, after the transfers to Atlantia) and at Tangenziale di Napoli (down 11) following a freeze on recruitment;
- Spea (down 20), primarily due to an increase in organisational efficiency following a reduction in business volumes.

The change in temporary staff (up 310) primarily reflects events at the following Group companies:

- Aeroporti di Roma group (up 201), primarily due to the increase in ADR Security's staff in order to improve waiting times at security, and the above start-up of operations at Airport Cleaning;
- Pavimental (up 32), following the start-up of work on new infrastructure construction contracts;
- Autostrade per l'Italia (up 30) due to a seasonal need for toll collectors in December 2014;
- expansion of Giove Clear's operations (up 21).

The average workforce (1) (including agency staff) is up from 11,428 in 2013 to 13,661 in 2014, marking an overall increase of 2,233 (up 20%).

This increase primarily reflects:

- first-time consolidation of the former Gemina group companies from 1 December 2013 (up 2,195 on average);
- Pavimental (up 77 on average) as a result of the above acquisition of new contracts;

(1) *Ecomouv, Ecomouv D and B, Tech Solutions Integrators and TowerCo have been excluded from the scope of consolidation; their contributions to the results for 2014 and 2013 have been accounted for in "Profit/(Loss) from discontinued operations".*

- the Brazilian companies (up 141 on average), as the process of bedding down the organisational structures of the holding company and the operators continued, and the decision to insource routine maintenance at Triangulo do Sol and Colinas began to take shape;
- the Chilean companies (down 117 on average) due to a staff reduction following the centralisation of certain activities;
- Electronic Transaction Consultants (down 29 on average), primarily due to reduced use of agency staff;
- Spea (down 41 on average), primarily due to an increase in organisational efficiency following a reduction in business volumes;
- Telepass (down 24 on average), due to the transfer of contact centre staff to Autostrade per l'Italia;
- expansion of Giove Clear's operations (up 22 on average);
- Italian motorway operators (down 16 on average, after the transfer of an average of 31 people to Atlantia) primarily due to a freeze on recruitment at Autostrade per l'Italia and Tangenziale di Napoli, which was partly offset by the above transfer of contact centre staff from Telepass to Autostrade per l'Italia.

Permanent staff

POSITION	31.12.2014	31.12.2013	INCREASE/(DECREASE)	
			ABSOLUTE	%
Senior managers	234	239	-5	-2%
Middle managers	974	959	15	2%
Administrative staff	6,074	6,068	6	0%
Manual workers	3,121	2,523	598	24%
Toll collectors	3,285	3,385	-100	-3%
Total	**13,688**	**13,174**	**514**	**4%**

Temporary staff

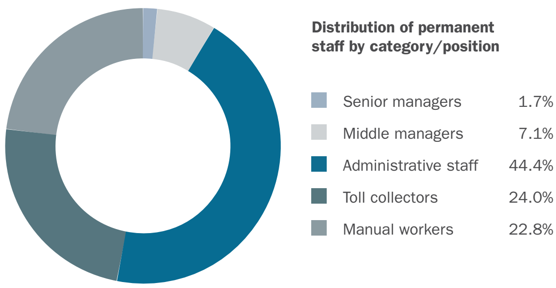
POSITION	31.12.2014	31.12.2013	INCREASE/(DECREASE)	
			ABSOLUTE	%
Senior managers	2	1	1	100%
Middle managers	-	-	-	n.a.
Administrative staff	487	305	182	60%
Manual workers	492	395	97	25%
Toll collectors	159	129	30	23%
Total	**1,140**	**830**	**310**	**37%**

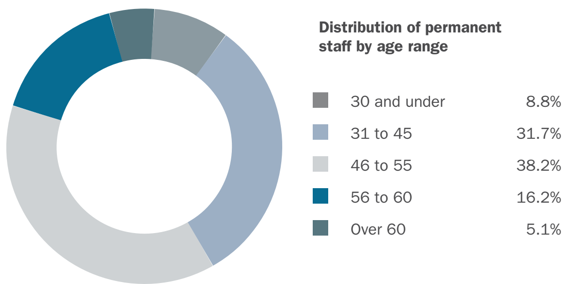
Average workforce (*)

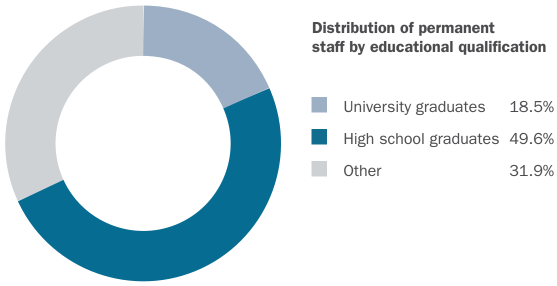
POSITION	2014	2013	INCREASE/(DECREASE)	
			ABSOLUTE	%
Senior managers	240	194	46	24%
Middle managers	958	784	174	22%
Administrative staff	6,226	4,810	1,416	29%
Manual workers	2,956	2,143	813	38%
Toll collectors	3,281	3,497	-216	-6%
Total	**13,661**	**11,428**	**2,233**	**20%**

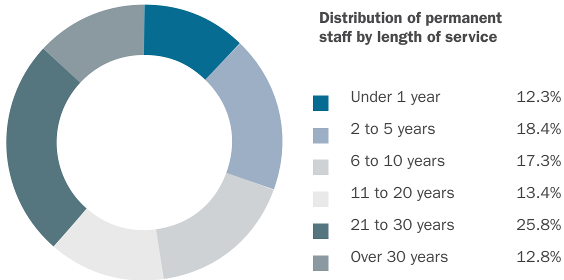
(*) Includes temporary staff.

Distribution of the Group's workforce









Staff costs for 2014, after deducting capitalised expenses, total €715 million (€589 million in 2013), marking an increase of €126 million (up 21%).
Before capitalised expenses, which are in line with 2013, staff costs total €787 million (up €126 million, or 19%, on the €661 million of 2013).

At constant exchange rates and on a like-for-like basis, staff costs before the capitalised portion amount to €664 million, up €12 million (1.8%) on 2013. This reflects the following changes:

a) an increase in the average unit cost (up 1.4%), primarily due to the cost of contract renewals at the Group's Italian motorway operators and industrial companies and inflation-linked salary increases at the overseas motorway operators (in Chile and Brazil), partially offset by a reduction in the cost of variable staff and the application of new contract terms by the Italian motorway operators;
b) an increase of 39 in the average workforce, excluding agency staff (up 0.4%).

The Group's human resources policies

The Group's human resources policies

The Atlantia Group believes that an organisation's competitive edge depends on the value of the individuals who operate within it. This is what drives us to attract, welcome and develop capable and competent staff who are full of enthusiasm and potential.
The manner in which the Group's various businesses are organised leaves ample room for expression of talent and rewards those willing to invest their skills and energy to achieve shared success.

Selection and recruitment

The Group selection process is managed by the Parent Company, Atlantia, with the aim of pooling high-potential resources for the benefit of all Group companies, thus enabling the standardisation of recruitment requirements, the policy governing management of the process and skills assessment procedures.
In 2014 activation of the new partnership programme with Italy's major universities, called **Atlantia per la Conoscenza** (Atlantia for Knowledge), regarding the academic years 2014-15 and 2015-16, continued. The initiative entails provision of scholarships for the best students enrolled in the final year of Master's Degree courses, focusing in particular on the faculties of Engineering and Economics. Providing support for higher education programmes for talented young people builds on the Group's relationships with academic institutions in order to develop multidisciplinary projects, working groups, workshops.

Intercompany mobility

Regarding initiatives aimed at integrating the Group's people management processes, in 2014 the Group's Human Resources department launched a process designed to capitalise on the Group's skills base, via intercompany mobility and cross-fertilisation initiatives.

The intercompany mobility policy is aimed at:
- enhancing the Group's human resources;
- promoting and encouraging diversification of experiences, in order to enrich skills;
- enable professional developed based on broad and integrated knowledge of organisational processes;
- expanding cross-company experience.

In pursuing this objective, internal mobility is the preferred channel for filling job vacancies within the Group, enabling the development of know-how and individual capabilities and the development of talent.
The diverse nature of the Group's business, together with the presence of Italian and overseas companies, encourages inter-departmental and geographic mobility, making the experience a unique opportunity for professional enrichment, acquisition of know-how and personal growth.
In this context, at Group level (1) in 2014, 996 staff benefited from mobility, of which 687 horizontally and 309 vertically.
Moreover, the "Job Opportunity Atlantia" process was implemented. Open to all Group staff at all levels, who are encouraged to put themselves forward for vacant positions, this process features on-the-job training in order to enable acquisition of the necessary know-how for the new roles.

Organisation

During 2014, partly as a result of the merger of Atlantia and Gemina, the new organisational structure became operational.

As at 31 December 2014, the Atlantia Group has the following structure:
- Atlantia S.p.A., which is the Parent Company responsible for managing and coordinating the Group's strategic activities (infrastructure projects, investment, finance, administration and investor relations, reporting and management controls, human resources and organisation, external relations, legal and corporate affairs, internal auditing);
- Autostrade per l'Italia S.p.A. and its subsidiaries, which operate motorway networks in Italy and overseas;
- Aeroporti di Roma S.p.A. and its subsidiaries, which manage airport infrastructure at Rome's Fiumicino and Ciampino airports;

(1) Within Italy.

- Spea Ingegneria Europea S.p.A. and ADR Engineering, which manage the entire infrastructure life cycle, including all the stages involved in initial studies and concept design, project management, and the monitoring and maintenance of the infrastructure once in operation (motorways and airports), in Italy and overseas;
- Pavimental S.p.A., which builds, maintains and upgrades roads, motorways, bridges, viaducts, service areas and airports; it is Italy's leading company in the development of road paving materials and technologies.

Key projects and initiatives in 2014 include:

- with regard to Atlantia, the Parent Company:
  - Atlantia's internal audit department was made solely responsible for all the Group's auditing activities, whilst responsibility for the Group's risk management was assigned to the Group Controller, and subsidiaries' risk management responsibilities were allocated to the Risk Officers appointed at each subsidiary;
  - the "Procurement Planning Committee" was set up, with responsibility for identifying best practices and promoting their application at Group level, carrying out price comparison and analysis regarding common product categories relevant to specific sectors, in order to define reference prices and the most effective procurement methods for the Group, and identify opportunities for the Group to exploit synergies of scale and purpose;
  - the "Sustainability Committee" was set up, with responsibility for sustainable development principles and values within the Group, as well as for proposing objectives, programmes and initiatives relating to Corporate Social Responsibility issues;
- with regard to Autostrade per l'Italia and its subsidiaries:
  - introduction of the role of motorway section quality monitor (40 staff across Italy) and completion of the operating manual for recording any problems;
  - implementation of the innovation project regarding operating methods for plant maintenance work, involving 550 staff in Italy and including extension of a related training plan to all staff concerned;
  - completion of the process of insourcing for the Contact Centre, via recruitment of additional staff from internal departments and the organisation of tailor-made training courses;
  - continuation of insourcing of activities regarding Project Management and Safety Coordination in the Execution and Design phase, via the identification, training and retraining of internal Company staff;
  - the issue and/or update of 88 organisational documents (within Italy), due to the occurrence of regulatory and organisational changes, with particular reference to issues relating to the "works" process at the Italian motorway operators, workplace health and safety and the Consolidated Finance Act;
- with regard to Aeroporti di Roma and its subsidiaries:
  - a new organisation for Terminal Managers, who are responsible for guaranteeing the quality of the services and facilities provided to passengers, in accordance with the highest standards;
  - the insourcing of land- and air-side refuse collection, cleaning and baggage trolley services through the start-up, in May 2014, of Airport Cleaning S.r.l., a subsidiary providing airport cleaning services at Fiumicino (T1, T2 and other buildings) and Ciampino airports;
  - a review of airport infrastructure development, in order to facilitate adaptation to the new relationship with ADR Engineering, which has been transferred to the Parent Company, Atlantia, and to improve its effectiveness in achieving short- to medium-term objectives: the new organisation provides for the coordination of design activities and the setting up of a unit with exclusively responsibility for work on the passenger terminals;
  - the reorganisation of ADR Security;
  - a new organisation for the workplace health and safety department and the related creation of the role of Safety Manager;
  - update of the entire corporate governance framework to ensure the fullest compliance with the revised Organisational, Management and Control Model, required by Legislative Decree 231/01 and approved by the Board of Directors, and with the regulations set out in the so-called Savings Law (Law 262/05).

Remuneration system

The Group's remuneration system values expertise and experience and remunerates staff in terms of their organisational roles and related responsibilities, and also rewards excellence, thus guaranteeing sustainable value creation over time through recognition of individual contributions. Remuneration breaks down into these components: fixed, short- and medium/long-term variable, and additional benefits.

For the Group's Italian companies, the main incentive schemes used to support corporate remuneration policies are:

a) **short-term variable remuneration (MBO)**, which pursues business objectives by linking corporate and individual performance. In 2014 participation in the MBO system included 100% of senior managers, 80% of middle managers and 19% of professionals.
In particular, for 43% of senior managers, a new "Annual/Three-yearly" MBO system, was introduced for 2014-2016, which provides for an annual portion linked to individual objectives and a three-yearly portion linked to Group objectives.
Participation regards Italian companies consolidated within the Group. Some overseas subsidiaries adopted short-term incentive schemes with performance objectives connected with the specific nature of their business and the local context;

b) **medium/long-term variable remuneration (Equity Plans)** is an incentive scheme for the Atlantia Group's directors and key management personnel operating within the Parent Company or other Group companies. As at 31 December 2014, Equity Plans, and their beneficiaries, included:
   1) 2011 Share Option Plan:
      - 1st cycle: 8 senior managers and directors from Atlantia, Autostrade per l'Italia and their subsidiaries. In May 2014 the 1st cycle of the 2011 Share Option Plan vested. The beneficiaries may exercise their options until May 2017;
      - 2nd cycle: 9 senior managers and directors from Atlantia, Autostrade per l'Italia and their subsidiaries
      - 3rd cycle: 69 senior managers and directors from the Atlantia Group;
   2) 2011 Share Grant Plan:
      - 1st cycle: 36 senior managers and directors from Atlantia, Autostrade per l'Italia and their subsidiaries;
      - 2nd cycle: 38 senior managers and directors from Atlantia, Autostrade per l'Italia and their subsidiaries;
      - 3rd cycle: 69 senior managers and directors from the Atlantia Group;
   3) MBO Share Grant Plan:
      - 1st cycle: 9 senior managers and directors from Atlantia, Autostrade per l'Italia and their subsidiaries;
      - 2nd cycle: 10 senior managers and directors from Atlantia, Autostrade per l'Italia and their subsidiaries;
      - 3rd cycle: 10 senior managers and directors from Atlantia, Autostrade per l'Italia and their subsidiaries;
   4) 2014 Phantom Share Option Plan:
      - 1st cycle: 73 senior managers and directors from the Atlantia Group.

For further information regarding the remuneration system and short- and medium/long-term incentive schemes, reference should be made to Atlantia's Remuneration Report 2014 (as approved by the Board of Directors of Atlantia on 6 March 2015) and the respective information circulars, prepared pursuant to art. 84-*bis*, paragraph 1 of the Regulations for Issuers and available for inspection on the Company's website at www.atlantia.it/it/corporate-governance/remunerazione.html.

From a total reward perspective, the attention the Group focuses on its people and their well-being underpins the development of social policies aimed at improving the work-life balance of the workforce.

Training

Training plays a key role in career development, process innovation and in achieving the Group's business targets.

Key performance indicators for the Group's training activities in 2014 are:
- 173,443 hours of training;
- 7,970 staff involved overall;
- expenditure of €2 million (of which 50% funded).

In particular, the training courses provided within the Group primarily regarded the following key drivers:
- with regard to Autostrade per l'Italia and its subsidiaries:
  - **Improvement of communication with customers:** training aimed at the professional fields regarding the Contact Centre, the Centralised Monitoring Network and the Traffic and Operations centres at Section Departments.
  - **Job enrichment processes:** the new winter operations portal, continuing professional development for engineers, plant training regarding maintenance methods, and an upgrade programme for Telepass commercial staff in order to identify new business opportunities.
  - **Enhancement of corporate expertise**, aimed at job enrichment of insourcing support staff, such as contact centre operators, Section Department plant operators and technicians, project management experts, and debt collection and customer care staff.
  - **Managerial training courses**, implemented via individual coaching programmes for Group managers.
    Investment in the expansion of Autostrade per l'Italia's Internal Trainers' Academy also continued, via a process of selection and training of "scientists", who have special expertise, and "mentors" able to transfer their managerial knowledge and experience to colleagues and collaborators. Autostrade per l'Italia's Academy currently has 70 internal trainers;
- with regard to Aeroporti di Roma and its subsidiaries:
  - **Improvement of customer satisfaction**: training aimed at 876 staff from areas of the Group that have direct contact with customers (terminal services, ADR Security, ADR Assistance and airport cleaning), including a total of 4,500 hours of behavioural training, provided in 91 sessions;
  - **Terminal managers:** specific training courses to support the new position, with special attention given to methods for managing customer care and service quality;
  - **Targeted language training courses:** as part of the drive to improve passenger services, the Welcome Chinese initiative was implemented. This contributed towards achievement of a special certificate, recognised by the Chinese Ministry of Tourism, based on the use by ADR staff of specific standards for welcoming Chinese tourists;
  - **Management training courses:** with a view to helping young staff stand on their own feet, a mentoring course was introduced, focusing on the preparation of specific projects.

Management training

The Group uses Atlantia's talent management and succession planning procedures for staff development and organisational development decisions. This ensures managerial continuity and quality through identification of key positions and potential successors to cover key positions and formulate development plans.
In 2014, the Human Resources department coordinated the process of identifying key Group positions and prepared a model to assess the skills and performance of the current holders of the positions, via the direct involvement of the relevant departments in individual Group companies.
The Human Resources and Remuneration Committee updated (and submitted to the Board of Directors) the outcomes of the Group's talent management and succession planning procedures, taking into account organisational and consolidation changes that have taken place.

Identification of successors was differentiated (with reference to knowledge, experience gained, performance trends and suitability for a position) in terms of immediate readiness or readiness in 2 to 4 years' time.
It emerged that 75% of the "key positions" could be covered by immediately ready internal staff, at operating company level, and also at the Parent Company, Atlantia.
Finally, in 2014 Atlantia's Human Capital development guidelines were formulated, aimed at guaranteeing high quality standards relating to people, enhancing talent, developing leadership and capitalising on Group companies' common skills.

Industrial relations

The industrial relations system is characterised by consolidated and constructive dialogue and negotiations with the labour unions.

The main agreements reached with the labour unions in 2014 relating to the Group include:

- with regard to Autostrade per l'Italia and its subsidiaries:
  - **July 2014** – productivity bonus agreement: in application of the indicators reported in the previous agreements and assessments of the results achieved by Autostrade per l'Italia in 2013, a one-off gross payment of €2,120 was agreed to, relating to grade "C" of the Motorway and Tunnel National Collective Labour Contract;
  - **October 2014** – during the internationalisation process and due to its European presence, Autostrade per l'Italia launched procedures to establish a European Works Council (a body regulated by EU legislation that aims to guarantee employees the right of information and transnational consultation) with the Polish group, Stalexport, which holds the concession for the A4 Katowice-Krakow motorway;
  - **December 2014** – agreement on renewal of Giove Clear company contract on 11 May 2011, for the period from 1 January 2015 to 31 December 2017, introducing updated and revised pay and conditions;
- with regard to Aeroporti di Roma and its subsidiaries:
  - **October 2014** – the Airport Operators' National Collective Labour contract, which expired in December 2011, was signed with the labour unions. In addition to revising pay conditions, the new contract introduces some productivity improvements and boosts the welfare system by introducing supplementary pension and healthcare schemes.

Workplace health and safety

Atlantia implements a health and safety management system certified in accordance with the OHSAS 18001 international standard, the Workplace Health and Safety Organisation and Management Model. The Model defines the responsibilities, processes, procedures, staff, means and tools for implementing the Group's Safety Policies within the various departments, with a view to preventing accidents, in compliance with current legislation. The Model aims to ensure that the above policies are efficiently implemented and smoothly integrated within the Group's operations.
In 2014, Group companies implemented various initiatives aimed at raising staff awareness of health and safety issues.

Corporate Governance

Atlantia S.p.A.'s Corporate Governance system is based on a collection of rules that are in line with regulatory guidelines and best market practices.
This system is based on Atlantia S.p.A.'s Corporate Governance Code, which has been drawn up in accordance with the principles and criteria contained in the Corporate Governance Code for listed companies published by the Corporate Governance Committee in July 2014.

In accordance with the current Articles of Association, management of the Company is assigned to the Board of Directors, whilst supervisory functions are the responsibility of the Board of Statutory Auditors and responsibility for auditing the Group's accounts is assigned to the Independent Auditors elected by General Meeting of shareholders.

Based on the provisions of art. 30 of the Articles of Association, the Chairman represents the Company. Separation of the roles of Chairman and Chief Executive Officer means that it is not necessary to appoint a Lead Independent Director.

Based on the provisions of the Company's Corporate Governance Code, the Board of Directors has established the following board committees: the Human Resources and Remuneration Committee and the Internal Control, Risk and Corporate Governance Committee. The Board has also appointed the Director, Giuliano Mari, as Director responsible for internal control and risk management.

In implementation of the provisions of Legislative Decree 231/2001, Atlantia has adopted the Organisational, Management and Control Model and has set up a Supervisory Board.

Lastly, in compliance with the Consob requirements contained in the Regulations for Related Party Transactions (Resolution 17221 of 12 March 2010, as subsequently amended), on 21 October 2010 Atlantia set up a Committee of Independent Directors with responsibility for Related Party Transactions – consisting of three independent Directors – and, on 11 November 2010, approved the new Procedure for Related Party Transactions, which came into effect from 1 January 2011, and was subsequently updated by the Board of Directors on 20 February 2014.

In addition to the above Procedure, Atlantia has, among others, adopted the Procedure for Market Announcements, the Procedure for relations with the Independent Auditors, the Procedure for Reporting to the Board of Statutory Auditors, the Code of Conduct for internal dealing, and the Procedure for Notification of the Ethics Officer.

The Company's Governance system is completed by the regulations contained in the Articles of Association and in the General Meeting Regulations.
Sintonia S.p.A. (formerly Sintonia S.A., which was transferred to Italy and registered with Rome Companies' Register on 27 June 2012 under the name of Sintonia S.p.A.) is the shareholder that directly holds a relative

majority of the issued capital of Atlantia S.p.A. Sintonia S.p.A. holds sufficient voting rights to exercise dominant influence at the ordinary general meetings of Atlantia S.p.A.'s shareholders, pursuant to art. 2359 of the Italian Civil Code.
However, Sintonia does not manage or coordinate Atlantia S.p.A., pursuant to art. 2497 of the Italian Civil Code, as was confirmed in a specific declaration sent to Atlantia S.p.A. on 12 March 2009 by the former Sintonia S.A. and by Schemaventotto S.p.A.
Given that there have not been any further announcements or changes in circumstances, the basis for considering Atlantia as not subject to management and coordination by Sintonia is deemed to be unchanged.

Autostrade per l'Italia, which is a wholly-owned subsidiary of Atlantia, is instead subject to management and coordination by Atlantia. Moreover, following the Group's reorganisation in 2007, Atlantia has transferred responsibility for management and coordination of the motorway operators and industrial companies controlled by its subsidiary to Autostrade per l'Italia itself.

Following the merger of Gemina with and into Atlantia, with effect from 1 December 2013, the board of directors of Aeroporti di Roma - a company in which Atlantia has a 95.92% interest - declared on 21 February 2014 that it is managed and coordinated by Atlantia.

The full text of the "Annual report on Corporate Governance and the Ownership Structure", prepared in accordance with indications contained in the format for corporate governance reports formulated by Borsa Italiana, is available in the "Corporate Governance" section of the Company's website at www.atlantia.it.

Sustainability

Atlantia's sustainability strategy focuses on key areas of intervention: the safety of infrastructures, continual improvement of customer service quality standards, operating excellence through development of innovative technologies, workplace health and safety, respect for the environment and energy efficiency, dialogue with communities and promotion of local development initiatives, as well as enhancement of people, who are at the centre of all Group activities.
Atlantia's commitment to improving its sustainability performance, and boosting the efficiency of its operations and processes, was again rewarded in 2014 with reconfirmation of the Group's membership of the prestigious Dow Jones Sustainability World and Europe Indices, which select the best companies on the basis of economic, environmental and social criteria. Atlantia was ranked among the best performers in the transport and transport infrastructure sectors, bearing witness to the Group's efforts in various areas, including safety, transparent behaviour towards and respect for the environment, and steady improvement in its performances in line with stakeholders' expectations.

Economic responsibility

The Group believes that the creation of value for the various categories of stakeholder is the most important goal in terms of economic responsibility. Distribution of the value generated among stakeholders is measured in terms of Distributable Integrated Added Value (DIAV), which is calculated by subtracting the costs of materials, services and provisions and other expenses from the value of production, which includes toll revenue from Italy and overseas and other operating income. Extraordinary and ancillary items [1], as well as amortisation and depreciation are then deducted from the gross Added Value to obtain the total net Added Value. The Added Value parameter serves to provide social information and measure the value (economic and financial) produced by the Company during the year, with reference to the stakeholders who participate in its distribution.

The DIAV of €2,910 million generated in 2014 is up 11% on the figure for 2013, due in particular to the consolidation of airport revenues, considered only for December 2013. The increase in DIAV was also affected by toll revenues (up 4%) and construction revenues (up 10%), as well as a rise in other operating income primarily arising from contracted works and revenue generated from retail activities at the Group's airports. DIAV was distributed to the Group's stakeholders as follows:

- €687 million (24% of the total) was paid to capital providers as interest on borrowings, after deducting financial income;
- 21% of DIAV was paid to shareholders in the form of dividends of approximately €615 million;

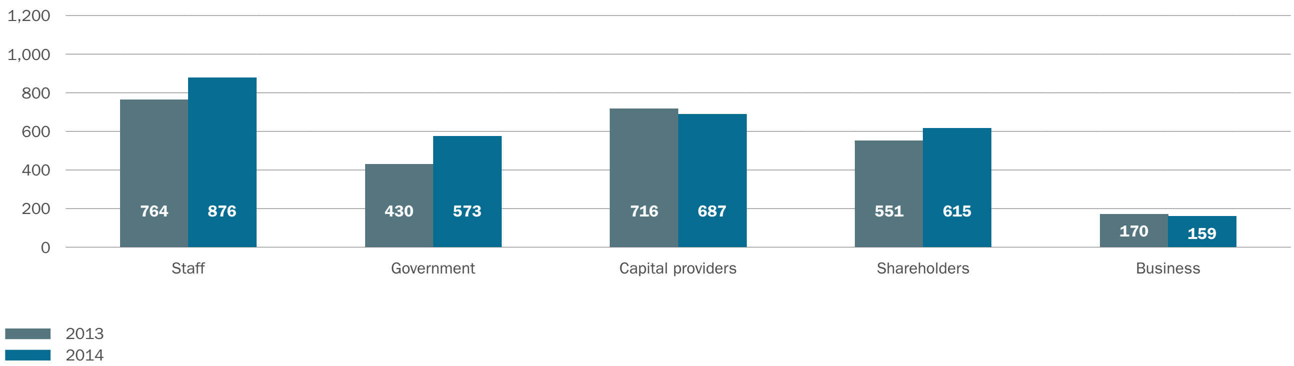
(1) Finance income/expense, revaluations/write-downs of financial assets, gains/losses, income/expense from discontinued operations, dividends from associated companies, foreign exchange gains/losses, write-downs and revaluations tangible assets other sundry income.

- approximately €573 million (20% of the total) was transferred to the government in the form of direct and indirect taxation and deferred tax liabilities. The government as stakeholder also received approximately €462 million in concession fees;
- 5% of the total, amounting to €159 million, calculated as the difference between profit for the year and dividends paid, was kept by the Group and used to finance its operations;
- staff accounted for 30% (€876 million) in salaries, wages, post-employment benefits, staff-related provisions, Directors' fees, social security contributions and other expenses.

DIAV BREAKDOWN		2014	2013	INCREASE/(DECREASE)
A)	**Value of production**	**6,108,267**	**5,102,344**	**20%**
	Toll revenue	3,677,679	3,539,311	4%
	Aviation revenue	519,979	34,236	n.s.
	Revenue from construction services	530,502	483,291	10%
	Contract revenue	69,319	49,227	41%
	Other operating income	1,310,788	996,279	32%
B)	**Intermediate costs of production**	**-2,370,111**	**-1,768,724**	**34%**
	Raw and ancillary materials and consumables, purchases of goods for resale	-341,955	-229,817	49%
	Service costs	-1,141,158	-985,347	16%
	Lease expense	-14,576	-11,812	23%
	Provisions	-349,868	-47,496	n.s.
	Other operating costs	-522,554	-494,252	6%
	Gross added value	**3,738,156**	**3,333,620**	**12%**
C)	**Ancillary and extraordinary items**	**47,737**	**-8,759**	**n.s.**
	Gross total added value	**3,785,893**	**3,324,861**	**14%**
	- Amortisation and depreciation	**-875,964**	**-694,178**	**26%**
	Net total added value	**2,909,929**	**2,630,683**	**11%**

Note:
"Aviation revenue" for 2013 shown in the DIAV breakdown includes the contribution from the former Gemina group companies for December only. The added value and its distribution were calculated using accounting data from the income statement, with application of the methods established by the GBS Social Reporting Study Group.
Amounts for the comparative period (December 2013) were restated primarily due to reclassification of the French companies to "Assets held for sale" and the remeasurement of amounts for the Aeroporti di Roma group following the merger in 2013. Therefore, amounts in the 2013 column of the table differ from those published in the financial statements for last year.

DIAV breakdown 2013-2014 (€M)



Service quality

Service quality is a strategic priority in the various areas of business in which Atlantia operates.
Quality means monitoring and improving the standards of service provided. One of the distinctive features of the Group is the fact that it manages key services and processes directly in-house (rather than contracting them out), thereby guaranteeing the highest possible levels of service to users and ensuring the appropriate management of quality.
The technological and process-related initiatives, actions and innovations implemented over the years on the motorway network operated under concession have enabled us to make significant progress, as the results of our customer satisfaction surveys show. The initiatives taken by Aeroporti di Roma, in the few months since its integration with the Atlantia Group, have resulted in a significant improvement in the main quality indicators.

Motorways activities

There were a total of 14,721 accidents on the network operated by Autostrade per l'Italia and the Group's other Italian motorway operators (down 6.4 % on 2013), whilst the death rate [(2)] was 0.30, down 14.3% on the figure for 2013 (0.35).
The improvement was also achieved thanks to deployment of the "Tutor" system for measuring average speeds (31 December 2014, the system was in use on over 2,500 km or approximately 40% of the roads operated by Autostrade per l'Italia and the Group's other Italian motorway operators), in addition to the continual improvement of maintenance standards and specific infrastructure and operational measures. These include the introduction of a new system for road works signs and information campaigns designed to raise safety awareness among road users.
Autostrade per l'Italia's constant focus on traffic using its network and rapid response to potential situations affecting traffic flow have enabled the company to reduce congestion and delays, measured in terms of the Total Delay indicator [(3)]. The overall Total Delay indicator for the network managed by Autostrade per l'Italia in 2014 amounted to approximately 4 million hours, less than half the figure for 2006 (9.8 million hours).
Autostrade per l'Italia uses a range of tolls, systems and devices to provide traffic information, and has an extensive network of Information Centres located throughout the country that are open 24 hours a day, 7 days a week. All events affecting road conditions are recorded in the company's information system and the relevant details relayed to road users in real time, either directly or via specific software, using the various sources of information (Variable Message Panels, radio channels, the internet, satellite navigation systems, etc.), under the supervision of the Multimedia Centre based in Rome, which operates 24 hours a day.

Autostrade per l'Italia manages traffic during snow events using a complex operating model, involving:
- over 2,100 operational vehicles, all equipped with satellite tracking systems;
- more than 5,200 staff, including personnel employed by the company and those of external contractors.

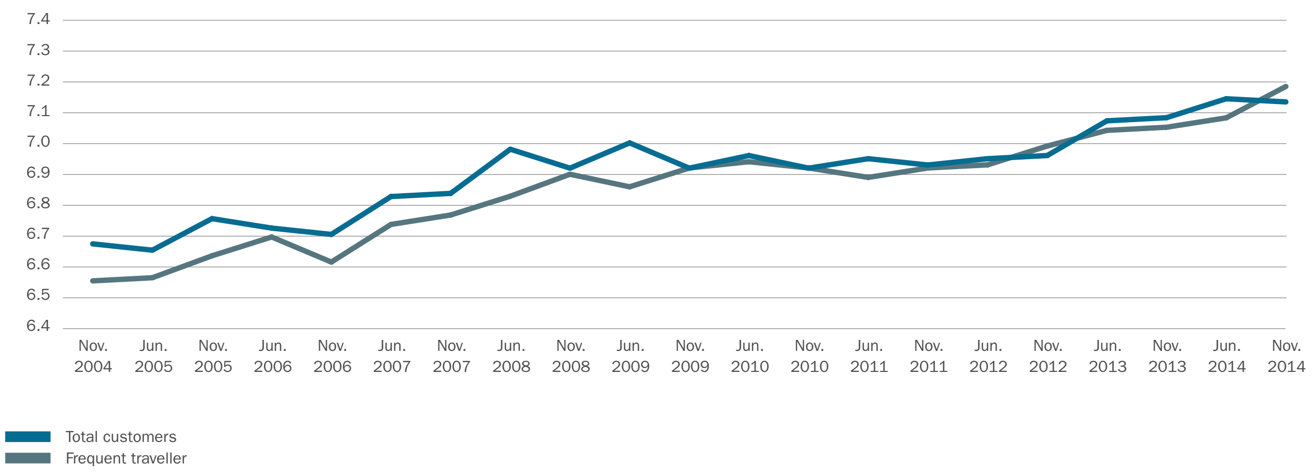
In the case of events affecting more than one region or of lengthy duration, operations are supervised by the Office of the National Coordinator for Road Traffic Events (*Coordinamento Nazionale Eventi Viabilità*, or *CNEV*), an organisation that has access to all the necessary monitoring and control systems and brings together the expertise of all the departments potentially involved (Operations, Weather Forecasting Service, Press Office, etc.).

The level of customer satisfaction with motorway services is measured through Customer Satisfaction surveys, conducted periodically by specialist bodies and/or telephone interviews.

(2) *Calculated as the number of fatalities per 100 million km travelled.*
(3) *Total Delay: the sum of the difference between the average transit time for a section of the network in the period under review and the average time under normal road conditions at an average speed typical of the section in question. The difference is multiplied by the number of vehicles in transit, obtaining the total delay for all customers using the section of motorway in question.*

In 2014, Autostrade per l'Italia's Customer Satisfaction Index (CSI), computed on the basis of a sample of 3,616 customers and on a scale of 0 to 10, was 7.13, an improvement on the 7.08 of 2013. The components surveyed are: safety, road conditions, service areas, toll stations and the payment systems offered. Regarding the overseas companies that currently have a system for recording customer satisfaction, the indicator registered in 2014 was above 94% (4).

Customer satisfaction at Autostrade per l'Italia



Airports

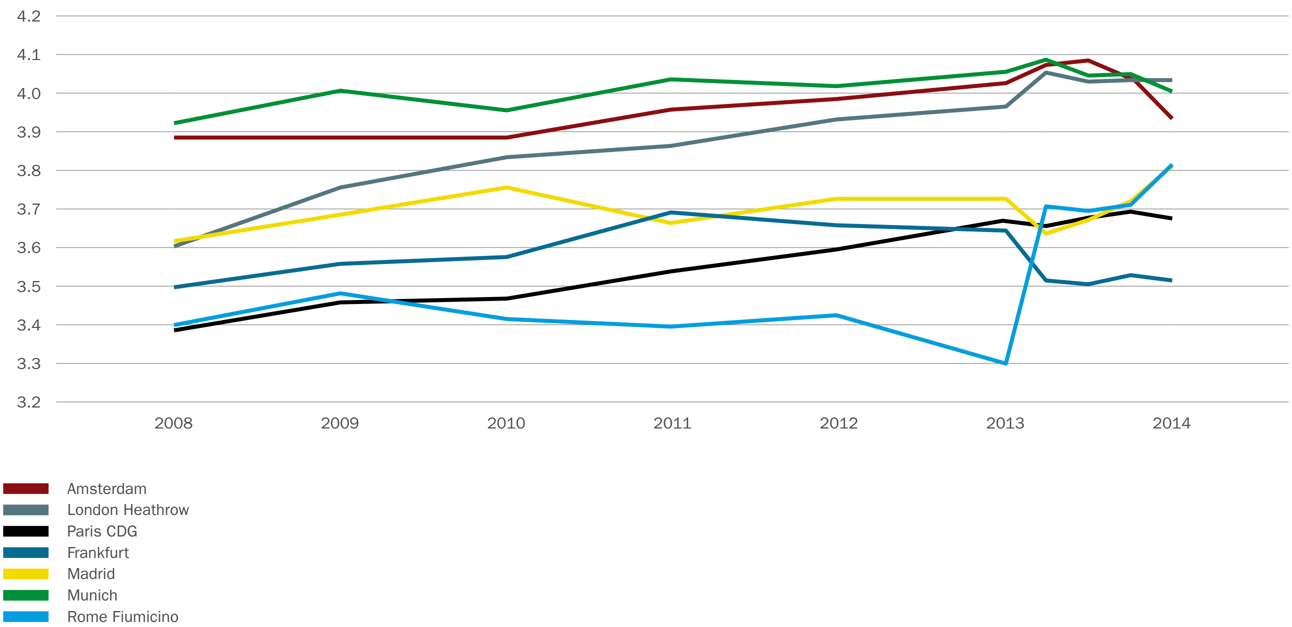
Boosting service quality is a strategic priority for ADR, which, partly due to its decision to bring forward investment, redoubled its commitment to improving its infrastructure and main operating processes in 2014.
In 2014 the main airport safety indicators regarding Fiumicino airport registered a substantial reduction. In particular, the indicator regarding aircraft damage, calculated as the number of events per 1,000 movements, registered a 15% decrease whilst the rate of runway incursions (5) fell, down 40% on 2013.
The security of operations in the aircraft movement area (airside) is ensured by ADR's Operational Security unit, which carries out scheduled and extraordinary inspections, works monitoring, snow plan management, management of operations in low visibility conditions, coordination of ADR's aircraft accident emergency plan activities, clearance of birds and wild animals, measurement of runway braking action, etc.
As regards levels of comfort for customers, the establishment of Airport Cleaning, marking the insourcing of cleaning activities covering a large part of Fiumicino airport, had a direct impact on the standard of service provided, resulting in an 11.7% increase in passenger satisfaction with regard to this specific measure.

(4) *Indicator obtained by summing customers' "good" and "very good" replies.*
(5) *Runway incursions: erroneous presence of aircraft, vehicles or persons in a protected area allocated for aircraft landing and take-off.*

MAIN INDICATORS SERVICE QUALITY	UNIT	2014	2013	STANDARD
Fiumicino				
Lines at domestic check-in desk, within 7 minutes	%	96.5	95.5	90
Lines at international check-in desk, within 16 minutes	%	90.3	87.9	90
Waiting time for carry-on baggage security checks, within 7 minutes	%	96.2	92.3	90
Delivery of first bag from block-on by set time	%	84.1	84.4	90
Delivery of last bag from block-on by set time	%	86.7	88.6	90
Punctuality of departing flights (flights leaving with less than 15 minutes of delay)	%	74.8	75.8	75
Ciampino				
Lines at check-in desk, within 17 minutes	%	88.6	85.3	90
Waiting time for carry-on baggage security checks, within 10 minutes	%	96.4	95.5	90
Delivery of first bag from block-on by set time	%	91.0	94.4	90
Delivery of last bag from block-on by set time	%	93.2	96.3	90
Punctuality of departing flights (flights leaving with less than 15 minutes of delay)	%	84.2	85.6	85

Its firm commitment to achieving excellence in the quality of its services resulted in ADR significantly improving its position in the ranking of Europe's leading airports in 2014. Based on the results of a survey conducted by the Airports Council International (ACI), Fiumicino rose from a score of 3.31 to 3.74, on a scale from one to five, approaching the average score of Europe's major airports.

ACI Overall satisfaction index



The higher level of satisfaction was also revealed by the customer satisfaction interviews carried out on a daily basis (around 25,000 passengers interviewed per year). Indeed, the percentage of passengers who were fully satisfied with the service provided stood at 92% in 2014, marking an increase of around 5% on 2013.

The environment

Environmental responsibility is incorporated at all organisational levels and promoted among all parties the Group has dealings with, and thus permeates all phases of its activities.
During the phases of design, implementation and use of infrastructure, appropriate solutions are identified aimed at achieving ever higher levels of environmental compatibility. The Group is committed to using and sustainably managing environmental inputs and outputs, including raw materials, water, de-icing salt and waste products.

Use of resources

In managing its activities the Group makes necessary use of materials whose impact on the environment should be constantly monitored and limited. The materials normally used are: quarry materials, bitumen, iron and steel and cement. Optimising use of the materials employed is a constant concern in managing the Group's activities. There is also consumption of products, albeit limited, for office activities.
Another essential material used to ensure that motorways are safe and kept open during the winter months are the chlorides used to prevent ice forming on roads. In 2014 the Group's motorway operators used a total of 70,839 tonnes of de-icing salt during the winter in Italy (97%) and Poland and Chile (3%), marking a decrease of around 60% on the previous year. This drastic reduction is due to the 62.6% drop in the number of snow events, with 77,874 hours of snow per kilometre of areas affected by snow in 2014 compared with 208,254 in 2013.
In terms of winter operations at airports, 9,674 litres of de-icing fluid were used in 2014 (down 73% on 2013) in order to remove any ice and snow from aircraft before take-off.
The Group's water consumption registered an 5% fall compared with 2013, with total consumption of around 4 million cubic metres, of which the 34 % is recycled water. A factor to be taken into account is the higher consumption of the Chilean companies operating in the Santiago area, which experiences a long dry season that requires more water, especially for the irrigation of green spaces and replenishment of the network of firefighting reservoirs.

Energy and climate change

Among environmental issues, special attention is undoubtedly focused on energy via various types of projects and initiatives aimed at adoption of renewable energy sources, and the study and implementation of eco-efficient solutions in terms of consumption.
Commitments on the energy front also enable important synergies with emission monitoring, management and reduction and, more generally, with the approach to the issue of climate change.

The main energy sources used by the Group are fuel - directly used for heating and air conditioning buildings, plant operation, maintenance equipment, service vehicles and generators - and electricity for powering the various systems and equipment.
In 2014 the Group consumed a total of 2,709 TJoule, including electricity, natural gas, LPG, diesel, petrol and ethanol. This figure registers a 6.4% rise compared with the previous year on a like-for-like basis, due to increased use of fuel for Pavimental's plant and machinery and petrol for motor vehicles.

Fiumicino airport, in particular, is served by a co-generation plant fuelled by natural gas, which synergically generates electrical and thermal energy covering around 80% of the airport's energy requirements. The remaining 20% is provided by natural gas and diesel plants.
Also regarding the co-generation of power, in 2014 Autostrade per l'Italia began work on the building of two tri-generation plants fuelled by natural gas at the head office buildings in Rome and Florence (Data Processing Centre). This plan is aimed at maximising energy saving by installing systems capable of producing electricity, thermal energy and cool air at the same time. The systems will be used for air conditioning during the summer and at the Data Processing Centre.
In 2015 the Rome plant is expected to enter service and construction works will begin on the Florence plant.
The objective to reduce and optimise energy consumption is also pursued by using renewables and energy efficiency and saving initiatives.
At the end of 2014 Autostrade per l'Italia's photovoltaic plant installation plan had achieved a total of around 11 megawatts of installed power, with 159 plants that enable generation of around 10,800 MWh of electricity (including 40% consumed by the Company on site), and prevention of around 4,460 tonnes of CO_2 emissions.

As part of its energy saving programme, the initiatives carried out on external lighting systems during the period 2008-2014 resulted in energy savings amounting to 22,125 MWh a year, due especially to three types of initiative: the replacement of high pressure sodium lamps used in tunnels and at toll stations with LED lamps; the upgrade of lighting at service areas through the replacement of lamps installed on lighting towers; a reduction in the brightness of lighting systems at service areas to bring it into line with current legal requirements, using voltage regulators.
Aeroporti di Roma is also implementing an initiative to use LED technology at Fiumicino and Ciampino airports, with replacement of lamps in many terminal areas, as well as on runways and aircraft aprons. Both airports have energy management systems certified in accordance with the ISO 50001 standard.
Group companies are also continuing to implement various air conditioning initiatives: installation of solar-powered thermal plants, the conversion of thermal power stations from diesel to natural gas, installation of more efficient boilers, initiatives to improve building insulation, implementation of monitoring of air conditioning and heating systems using automated internal temperature management, installation of inverters on air conditioning units, etc.

With regard to greenhouse gas emissions, in 2014 the Group's CO_2 equivalent emissions (CO_{2eq}) totalled 236,978 tonnes, up 3.9% on 2013, due as previously mentioned to higher direct emissions from works.
In 2011, Aeroporti di Roma joined the Airport Carbon Accreditation (ACA) scheme set up by ACI Europe (Airport Council International). This is a certification system that comprises four levels of accreditation based on emissions mapping. In 2014, Fiumicino airport obtained accreditation 3+ "Neutrality", offsetting direct and indirect emissions (scope 1 and 2) with the acquisition of carbon credits from renewable energy production projects and projects to eliminate polluting industrial gases in developing countries.

In 2014, ADR also retained its ACA "Reduction" level 2 certificate for Ciampino airport, which only provides for quantification of scope 1 and 2 emissions (direct and indirect emissions deriving from purchased electricity) and proof of absolute or relative improvements in performance.

Waste

The total amount of waste produced by the Atlantia Group in 2014 amounted to around 284,000 tonnes, compared with 122,000 tonnes in 2013, of which around 67% was recovered or recycled. The increase compared with the previous year is due to a substantial rise in the amount of motorway and airport works carried out, which consequently produced mixed waste from demolition and construction activities, as well as soil, rocks and bituminous conglomerate, which indeed account for around 56% of the total recorded.

Waste disposal is managed by municipal waste collection services and/or specialised and authorised firms.

MAIN ENVIRONMENTAL INDICATORS	2014	2013 [a]	INCREASE/(DECREASE)
Water consumption (m^3)	**4,068,226**	**4,268,452**	**-4.7%**
Recycled water (%)	**34**	**28**	**22.4%**
Energy consumption by type (TJoule)	**2,709**	**2,547**	**6.4%**
Diesel	638	559	14.1%
Natural gas	967	941	2.8%
Petrol	72	50	45.5%
Electricity	837	855	-2.0%
Other	193	142	36.2%
CO_2 emissions (t)	**236,978**	**228,129**	**3.9%**
Direct emissions [b]	140,623	130,070	8.1%
Indirect emissions from electricity consumption	96,355	98,058	-1.7%
De-icing salts and fluids (t)	**70,848**	**172,951**	**-59.0%**
Waste products (t)	**284,329**	**121,566**	**133.9%**
% of waste recycled/recovered	**67**	**81**	**-17.3%**

(a) 2013 figures have been restated with respect to the previous year's financial statements due to consolidation and reporting of the Aeroporti di Roma group.
(b) This type of emissions includes fuel consumption for heating and air conditioning buildings, motor vehicles, running generators, road maintenance works.

Government and the community

A leading international player in the motorway and airport concessions sector, over the years the Group has built up sound relations with communities and maintains constant dialogue with central and local government authorities, both during the process of works authorisation, as well as in general in the implementation of social sustainability and environmental policies relating to its activities. At central government level, the Group's vital counterparties are the Ministries of Infrastructure, the Environment, Heritage and Culture and Tourism, parliamentary committees – during the discussion phase of new regulatory proposals for the sector – supervisory and monitoring bodies, and government-level technical organisations. Relations with local stakeholders, regions and municipalities, as well as with government departments, in order to guarantee shared local planning development.
In 2014, the ADR Group launched a process of stakeholder engagement with regard to the Fiumicino airport development plan, which will continue in 2015. The initiative's objectives are: to mitigate conflict at local level and achieve greater consensus regarding expansion of the airport; to improve perceptions and raise interest in airport activities at local and national level.

The Group's humanitarian, scientific, cultural, sporting and social initiatives also play an important role, whether implemented independently or in collaboration with national and international entities and bodies. Over time such initiatives have become more than a simple question of corporate giving, having increasingly taken the form of projects designed to culturally enrich the people and communities involved and spread the adoption of sustainable behaviours.

Suppliers

The Group's main suppliers are businesses that provide goods and services, construction, maintenance, engineering and architecture firms, telecommunications operators, logistics firms and those that provide technology used in developing automated tolling systems and access controls.
Group companies have a Register of Suppliers, for which financial, technical and organisational details of potential suppliers are requested and assessed during the qualification process. This qualification process for new suppliers also includes requests for specific information on sustainability backed up by documentary

evidence (e.g. sustainability reports, environmental reports, adoption of sustainability strategies, certification of processes and/or products, implementation of initiatives aimed at developing a socially responsible approach to planning and business management).
All the Group's suppliers must commit to complying with the Group's Code of Ethics and Conduct on their own behalf and on behalf of any authorised sub-contractors, consultants and employees. In addition, all the contracts entered into include specific clauses requiring the supplier to meet a series of social obligations relating, for example, to occupational health and safety and environmental protection, such as the methods used for disposing of waste and scrap.
In 2014, Atlantia set up a "Procurement Planning Committee", with responsibility for: carrying out benchmark analyses, in order to identify the best procurements methods for the Group, with a view to medium/long-term sustainability; identifying opportunities for synergies of scale and purpose; and monitoring technological developments and identifying new standards to apply uniformly across Group companies.
It is also important for Atlantia to use local goods and services companies in the countries in which it operates, in order to contribute towards creating value at local level and to mitigate the impact of its logistics.

Related party transactions

Information on related party transactions is provided in note 10.5 to the consolidated financial statements and note 8.2 to Atlantia S.p.A's separate financial statements.

Significant regulatory aspects and litigation

Italian motorways

Toll increases with effect from 1 January 2015

On 15 October 2014, Autostrade per l'Italia submitted its request for the toll increase to be applied from 1 January 2015 to the Grantor. The increase of 1.46% has been determined, in accordance with the concession arrangement, on the basis of the following components: 0.49%, equivalent to 70% of the consumer price inflation rate in the period from 1 July 2013 to 30 June 2014; 0.89% to provide a return capital expenditure via the X tariff component; 0.08% to provide a return on investment via the K tariff component.
On 31 December 2014, the Grantor published the Decree issued by the Minister of Infrastructure and Transport, in agreement with the Minister of the Economy and Finance, authorising application of the requested toll increase of 1.46% with effect from 1 January 2015.
In the case of Raccordo Autostradale Valle d'Aosta and Tangenziale di Napoli (which, unlike Autostrade per l'Italia, apply a toll formula that takes into account the target inflation rate), a toll increase of 1.5% has been provisionally authorised. Any difference with respect to the effective toll increase due as a result of revision of the Financial Plan, to be included in an addendum for publication by 30 June 2015, will be recouped, as expressly agreed in a specific memorandum signed by the Grantor and the operator the previous day (30 December 2014).
As happened with the requested toll increase for 2014, the Grantor has not approved any toll increase for Autostrade Meridionali, in view of the fact that its concession has expired.
Based on bilateral agreements between Italy and France, Traforo del Monte Bianco has applied an increase of 2.59% from 1 January 2015, in compliance with the Intergovernmental Committee resolution. This was determined on the basis of the inflation-linked component of 0.19% (the average for Italy and France) and an increase of 2.40% resulting from the above surcharges introduced by the joint declaration of the relevant Italian and French ministries dated 3 December 2012.

Reduced tolls for frequent users

On 24 February 2014, a "Memorandum of Understanding" was signed by a number of motorway operators (including Autostrade per l'Italia), the trade association, AISCAT, and the Minister of Infrastructure and Transport. This has introduced reduced tolls (valid from 1 February 2014 to 31 December 2015) for private road users who frequently make the same journey (not more than 50 km) in class A vehicles. To benefit the user must have a Telepass account in the name of a private individual and must make the same journey more than 20 times in a calendar month, subject to a limit of twice a day. The reductions involve application of a discount on the relevant toll with effect from the 21st journey. The discounts are progressive, rising from a minimum 1% of the total toll payable for 21 journeys up to 20% of the total toll for 40 journeys. A discount of 20% will also be applied if users make between 41 and 46 journeys, whilst any journeys after the 46th will not qualify for the discount.

In accordance with the Memorandum, in the first four-month trial period (from 1 February to 31 May 2014) operators are to absorb the loss of revenue resulting from the discount. After this period, operators have the right to recoup the lost revenue through the solutions described in the Memorandum.

Registration of the Decree approving the addendum to Autostrade per l'Italia's Single Concession Arrangement with the Italian Court of Auditors

On 29 May 2014, the Decree of 30 December 2013 issued by the Minister of Infrastructure and Transport, in agreement with the Minister of the Economy and Finance, approving the addendum to the Single Concession Arrangement signed by the Ministry of Infrastructure and Transport and Autostrade per l'Italia S.p.A. on 24 December 2013, was registered with the Italian Court of Auditors. The addendum contains the five-yearly revision of the financial plan annexed to the Arrangement.

Challenges filed by Autostrade Meridionali and Raccordo Autostradale Valle d'Aosta regarding the absence of toll increases

In 2014 Autostrade Meridionali brought an action before Campania Regional Administrative Court, challenging the Decree of 31 December 2013 issued by the Ministry of Infrastructure and Transport, in agreement with the Ministry of the Economy and Finance, in which the Ministry omitted to award any toll increase for 2014; on 28 May 2014 the Court upheld the request for an injunction brought by Autostrade Meridionali, requiring the Grantor to review its earlier decision. On 18 July 2014 the Grantor issued a report on its review, confirming its earlier position. As part of the same action, Autostrade Meridionali has also challenged this decision, with additional grounds. In a sentence entered on 22 January 2015, the Regional Administrative Court upheld Autostrade Meridionali's challenge, cancelling the decree turning down the toll increase for 2014.

On 31 December 2014, the Ministry of Infrastructure and Transport, in agreement with the Ministry of the Economy and Finance, also issued a decree turning down a toll increase for 2015. As happened with regard to the decree turning down the increase for 2014, Autostrade Meridionali is in the process of challenging this decree before the Regional Administrative Court.

Raccordo Autostradale Valle d'Aosta S.p.A. has also brought an action before the Regional Administrative Court in 2014, challenging the Decree of 31 December 2013 issued by the Ministry of Infrastructure and Transport, in agreement with the Ministry of the Economy and Finance, awarding the company a toll increase of 5% for 2014, putting off recovery of the difference between the effective toll increase due (13.96%) and the authorised increase until the five-yearly revision of the financial plan. The action is still ongoing.

Five-yearly revision of the financial plans of Tangenziale di Napoli and Raccordo Autostradale Valle d'Aosta

In compliance with CIPE Resolution 27/2013, in June 2014 Tangenziale di Napoli and Raccordo Autostradale Valle d'Aosta submitted their proposed five-yearly revision of their financial plans to the Grantor. The revision was re-submitted in November 2014 after taking into account a number of requests from the Grantor.

Discussions with the Grantor regarding revision of the above plans are ongoing. The revised documents will be formalised in addenda to the concession arrangements in force, to be approved by 30 June 2015, in accordance with the memorandum signed by each of the above operators and the Grantor on 30 December 2014.

Award of the concession for the A3 Naples-Pompei-Salerno motorway

With regard to award of the concession for maintenance and operation of the Naples-Pompei-Salerno motorway (the previous concession expired at the end of 2012), for which Autostrade Meridionali, which continues to operate the motorway under a contract extension, has submitted its request for prequalification, on 23 January 2015 the Ministry of Infrastructure and Transport sent Autostrade Meridionali an invitation to tender.

Law Decree 133/2014 (the so-called "*Sblocca Italia*" or "Unlock Italy" legislation)

Law Decree 133 of 12 September 2014 (the so-called "*Sblocca Italia*" legislation), converted into law, with amendments, by Law 164 of 11 November 2014, contains a number of provisions regarding the motorway sector. In particular, art. 5 (Measures relating to motorway concessions) establishes that "*1. In compliance with European Union principles, in order to ensure the required investment in the upgrade and structural, technological and environmental improvement of national motorway infrastructure, in accordance with the latest safety standards required by EU legislation, and to ensure the provision of services offering road users lower costs and improved conditions of access, Italy's motorway operators may, by 31 December 2014 at the latest, submit proposals to the Minister of Infrastructure and Transport regarding changes to their existing concession arrangements, with a view to their update or revision, including the unification of interconnecting sections that are adjacent or complementary to each other, with the purpose of operating them as a single entity. By the same date, the operator shall submit a new financial plan to the Minister of Infrastructure and Transport, accompanied by suitable guarantees and certified by authorised bodies, with a view to execution of an addendum or a specific unified arrangement, to be concluded no later than 31 December 2015. The Minister of Infrastructure and Transport, having consulted, as appropriate, the Office of Transport Regulation, shall submit the draft addendum or arrangement and the related financial plans, accompanied by the opinions required by existing legislation, including the opinion of the Interministerial Committee for Economic Planning ("CIPE"), to both houses of Parliament for examination by the relevant parliamentary committees, which shall express an opinion within thirty days of receipt. After such deadline, the measure shall, in any event, be deemed to be effective. The requested amendments referred to in this article shall entail new investment by operators, who must, however, ensure fulfilment of the investment commitments in their existing concession arrangements. 2. The plan must guarantee economic and financial viability, without entailing new or additional public expenditure, and the availability of sufficient financial resources to ensure completion of the infrastructure works contained in the original concession arrangements and the further works required in order to fulfil the purposes set out in paragraph 1 and to ensure a more favourable tariff regime for road users. 3. The award of contracts for the provision of construction services, and of goods and services, in addition to those envisaged in existing concession arrangements, shall comply with the procedures for public tenders set out in the code referred to in Legislative Decree 163 of 12 April 2006. The related contract awards shall be subject to articles 11, paragraph5.f) of Law 498 of 23 December 1992, as amended. 4. In order to accelerate the process of re-tendering the motorway concessions for the A21 "Piacenza-Cremona-Brescia and the Fiorenzuola d'Arda (PC) spur road" and the A3 "Naples-Pompei-Salerno", the draft concession arrangements, as amended in accordance with the requirements of the Consulting Unit for the implementation and regulation of public utility services (Nucleo di consulenza per l'attuazione delle linee guida sulla regolazione dei servizi di pubblica utilità or "NARS") contained in opinions 6 and 7 of 7 August 2014, forming an integral part of the concession arrangements, and the related financial plans, previously submitted to the CIPE, have been approved. 4-bis. Implementation of the provisions of this article is subject to prior receipt of clearance from the competent EU bodies. 4-ter. Public revenue deriving from the motorway concession fees resulting from application of paragraph 1 is to be used, in the manner established by a decree issued by the Minister of Infrastructure and Transport, in agreement with the Minister of the Economy and Finance, in consultation with the relevant parliamentary committees, to finance maintenance of the road network operated under concession by ANAS S.p.A., and to contribute to the National Fund for the provision of subsidies for local transport, as referred to in article 16-bis of Law Decree 95 of 6 July 2012, converted, with amendments, into Law 135 of 7 August 2012, as amended, and, for the purposes of environmental investment and compensation, to the National Fund for mountain areas, as referred to in article 2 of Law 97 of 31 January 1994, as amended*".

Overseas motorways

Brazil

In May 1998, the Secretariat for Logistics and Transport in the State of São Paulo took the unilateral decision to impose a ban on toll charges for the suspended axles of heavy vehicles, introducing a restriction not provided for in the concession arrangements. The affected operators, including Triangulo do Sol, initiated legal action in order to ensure restoration of the original financial terms of their arrangements. After two negative outcomes in the first two instances in the courts of São Paulo, in 2004 and 2010, respectively, on 3 December 2013 Brazil's Supreme Court (Superior Tribunal de Justiça di Brasilia, or "STJ") found in favour of the operators. Following ARTESP's challenge, requesting a review of the sentence, on 20 February 2014 the court withdrew its previous ruling. On 24 February 2014, the operators then requested that the final ruling should be issued by the Supreme Court's panel of judges. On 2 December 2014, the court turned down the operators' request, declaring itself not competent to rule on this type of matter. Following publication of the court's decision on 3 February 2015, on 9 February 2015 the operators filed a legal challenge, requesting, among other things, that the case be returned to the Court of the State of São Paulo. Opposition to this challenge was filed with the Supreme Court by ARTESP and the State of São Paulo on 24 February 2015.

On 13 July 2013 ARTESP used the Official Gazette to announce its decision to proceed with an investigation of all ten operators in the State of São Paulo that agreed Addenda and Amendments with ARTESP, which were signed and approved in 2006. The agreed changes were designed to extend the concession terms to compensate, among other things, for the expenses incurred as a result of taxes introduced after the concessions were granted.
The Addenda and Amendments of 2006 were negotiated and signed by ARTESP on the basis of favourable opinions issued by the Regulator's own technical, legal and finance departments. The Addenda and Amendments were then examined by specific oversight bodies from the Ministry of Transport and the Court of Auditors of the State of São Paulo, which confirmed their full validity.
ARTESP is contesting the fact that the compensation was calculated on the basis of forecasts in the related financial plans as, moreover, provided for in the concession arrangements, and not on the basis of actual data. The administrative stage of the investigation undertaken by ARTESP with a view to revising the Addenda and Amendments of 2006 has been completed for all the operators concerned and ARTESP is progressively taking legal action in order to request cancellation of the Addenda and Amendments of 2006, thus enabling the regulator to make recalculations in accordance with its proposed method.
Of the twelve operators concerned, notice of the action has been served on the ten who have had their concessions extended under the Addenda and Amendments of 2006. These include Rodovias das Colinas, which received notice on 29 September 2014, and Triangulo do Sol, which was notified on 26 November 2014.
The operators concerned, including two companies referred to above, and industry insiders, including banks, believe that the risk of a negative outcome is remote. This view is backed up by a number of unequivocal legal opinions provided by leading experts in administrative Law and regulation.

Chile

From 1 January 2015, the operators controlled by Grupo Costanera applied the annual toll increases calculated under the terms of the related concession arrangements:

- up 9.4% for Costanera Norte, Vespucio Sur and Nororiente, reflecting the combined effect of the adjustment for inflation in 2014 (up 5.7%) and a further increase of 3.5%;
- up 7.3% for AMB, reflecting the combined effect of the adjustment for inflation in 2014 and a further increase of 1.5%;
- up 5.7% for Litoral Central, reflecting the adjustment for inflation in 2014.

The tolls applied by Los Lagos have been increased by 9.0%, reflecting the combined effect of the adjustment for inflation in 2014 (up 5.7%) and an increase relating to safety improvements for 2015 (up 4.0%), reduced by the increase relating to safety improvements for 2014 (up 0.85%).

Poland

In September 2013, the Polish transport regulator requested Stalexport Autostrada Malopolska S.A. to provide information on the timing of its repayment to the Polish government, in accordance with the mechanism provided for in the Concession Arrangement, of the loan granted to finance construction work on the Katowice-Krakow section of the A4 motorway prior to being awarded the concession. The loan was, in turn, provided by the European Bank for Reconstruction and Development (EBRD).
The company sent the Grantor an updated repayment schedule, based on the latest forecasts.
In January and February 2014, the regulator requested further details, suggesting, among other things, that the loan could constitute "state aid" received by the operator prior to Poland's entry into the EU and, in this case, be the subject of an investigation by the European Commission. Legal experts are currently assessing the actual risk for the operator should the loan be deemed to constitute "state aid". This risk, however, appears remote.

Since 20 June 2012, the Polish Antitrust Authority has been conducting an Explanatory Proceeding to investigate Stalexport Autostrada Maloposka.
The proceeding aims to investigate the company's "abuse of its dominant position" with regard to the tolls charged to road users when carrying out construction and extraordinary maintenance work, given that Stalexport Autostrada Maloposka is held to operate as a "monopoly".
Should the Authority rule that there has been an "abuse of its dominant position", the proceeding could result in a fine.
Whilst reserving the right to challenge any ruling the Authority's investigation may result in, the company is taking steps to define the timing and amount of eventual reductions in tolls whilst such work takes place.
At the end of a similar investigation in 2008 the local Antitrust office fined the Polish company approximately €300 thousand, given that it had not put in place a procedure for reducing tolls during the work. The fine was confirmed at various instances, including by the Supreme Court.

With effect from 1 March 2015, Stalexport Autostrada Malopolska applied the following toll increases, which fall within the caps set by its concession arrangement:
- an 11.1% increase in tolls for light vehicles;
- a 10% increase for heavy vehicles weighing less than 12 tonnes;
- an 8.2% increase for heavy vehicles weighing more than 12 tonnes.

Italian airports

Fiumicino South Completion Project

On 27 August 2014, the Civil Aviation Authority ("ENAC") issued the "*Dispositivo Direttoriale finale di conclusione e perfezionamento del processo approvativo*", announcing the conclusion and completion of the approval process for the Fiumicino South Completion Project.
The document also confirmed, pursuant to art. 1.6 of Law Decree 251 of 28 June 1995, coordinated with and converted into Law by Law 351 of 3 August 1995, its compliance with planning regulations, that the project is in the public interest and is of a non-deferrable and urgent nature, changes to existing urban planning tools and placement of the appropriate restriction on future use of the land expropriated for the purposes of the project.

Regulated fees

On 14 January 2014 a second, and conclusive, annual consultation with users was held regarding the proposed fees for 2014, to come into effect on 1 March 2014. The new tariff plan for 2014 envisages an average fee of €28.2 per departing passenger at Fiumicino.
On 31 October 2014, the Civil Aviation Authority (ENAC) published the "ENAC Guidelines" for the "Procedure for consultation between airport operators and users for ordinary planning agreements and those in derogation" on its website. The guidelines are for immediate application.
In keeping with existing regulations and with the recently issued "ENAC Guidelines", ADR, in a memorandum dated 31 October 2014, sent to all the Users' and Handlers' Associations and published on its website, launched a consultation with the users of Fiumicino and Ciampino airports regarding the proposed fees for the period from 1 March 2015 to 29 February 2016. At the end of this procedure, on 23 December 2014, ENAC notified the Ministry of Infrastructure and Transport of the fees to be come into effect from 1 March 2015. On 31 December 2014, ENAC wrote to ADR confirming the fees to come into effect at Fiumicino and Ciampino airports from 1 March 2015, at the same time publishing them on its website. On this basis, in the case of Fiumicino, the ratio between the maximum permitted revenue for regulated services and fee-paying passengers, under the Planning Agreement, is €29.8, whilst the figure for Ciampino airport is €18.8 per passenger.

Regulated fees: II Addendum to the Single Deed - Concession Arrangement of 23 December 2013

The Cabinet Office Decree of 31 January 2014 (announced in the Official Gazette of 17 March 2014, no. 63) approved the II Addendum to the Single Deed signed by ENAC and ADR on 23 December 2013.
The Addendum has replaced Annex 9 to the Single Deed (governing the fee structure), amending the fees for transit passengers with the impact offset by a matching revision of the fees payable by departing passengers. This change to the fee structure, which came into effect from 1 March 2014, has been implemented pursuant to Interministerial Decree 373 of 14 October 2013.

III Addendum to the Single Deed - Concession Arrangement

On 9 December 2014, ENAC and ADR signed the III Addendum to the Single Deed, which has established further mechanisms for measuring service quality according to international standards, the method for selecting the relevant indicators and the peers to be included in the sample, the airports to be included in the panel, the method of monitoring and the related mechanism for penalties.
At the end of 2015, the first year in which the additional mechanisms for measuring quality introduced by the Addendum will be applied, the parties may renegotiate the indicators and targets in order to take into account any new data acquired in the meantime. Eventual changes will then be applied during the sub-tariff period between 2017 and 2021.

Noise Reduction and Abatement Plan for Ciampino airport

Pursuant to the Ministerial Decree of 29 November 2000, ADR submitted its Noise Reduction and Abatement Plan for Ciampino airport to Lazio Regional Authority and the municipalities of Rome, Marino and Ciampino on 28 November 2013. In February 2014, the three municipalities expressed their opposition to the proposed plan.
On 5 May 2014, Lazio Regional Authority formally set up a cross-agency panel to look into the above Plan. In addition to Lazio Regional Authority, the panel's members include representatives from the Municipality of Rome, the municipalities of Ciampino and Marino, ENAC, ARPA Lazio (the region's environmental protection agency) and ADR.

On 12 June 2014, Regulation 598/2014 was published in the Office Gazette of the European Union L173. The regulation has introduced rules and procedures for the introduction of operational restrictions aimed at containing the noise at airports in the EU, as part of a balanced approach, based on an examination (using a process developed by the International Civil Aviation Organisation) of the available measures, with a view to resolving the issue of noise pollution in keeping with the principle of cost effectiveness at the level of each individual airport.
The Regulation, which has abolished Directive 2002/30/CE, will come into effect on 13 June 2016 and will apply to European airports "with traffic in excess of 50,000 movements of civil aircraft per calendar year, based on the average of the last three calendar years prior to determining the level of noise".

Airport certification

On 14 February 2014, EU Regulation 139/2014 of 12 February 2014 was published in the Official Gazette of the European Union. The Regulation has introduced EU legislation governing the certification of airports and operators. The Regulation came into force on 6 March 2014.
Airport operators must obtain the new certification by 31 December 2017. As a result, a number of technical committees have started work at ENAC (ADR is a participant, together with Assaeroporti) in order to study implementation of the regulation and prepare for the upcoming certification of Fiumicino airport.
Given that Regulation 139/2014 is, in any event, already effective for member states, on 22 December 2014 ENAC informed airport operators that all requests for the approval of airport designs must contain details of the technical standards prepared by the EASA (European Aviation Safety Agency) applicable to the design and the means by which they will be complied with.

Incentives for airlines

On 2 October 2014, the Minister of Infrastructure and Transport signed the "Guidelines applicable to incentives for the start-up and development of air routes by airlines", pursuant to Law Decree 145/2013 (the so-called "Destination Italy" law, referred to below). The Guidelines require airport operators intending to offer such incentives - in whatever form - to airlines: (i) to publish their incentive schemes on their websites every six months; (ii) to select the airlines to offer the incentives to on the basis of a transparent and competitive procedure; (iii) to publish the outcome of the procedures and the agreements entered into on their websites within 15 days of concluding any agreements; (iv) to inform ENAC and the Office of Transport Regulation of the outcome of the procedures and the agreements entered into; (v) to inform ENAC and the Office of Transport Regulation, by 31 January of each year, of the total amount of incentives provided in the previous year.

"*Destinazione Italia*" Law Decree: the Regional Tax on Aircraft Noise (IRESA) and municipal surcharge

The national law, converting Law Decree 145/2013 (the so-called "Destination Italy" law, published in the Official Gazette on 21 February 2014) includes measures for airports that provide subsidies to airlines; fixes the maximum value of the Regional Tax on Aircraft Noise (IRESA) calculation parameters applicable throughout the country; establishes that the municipal surcharge introduced by article 2, paragraph 11 of Law 350 of 24 December 2003, and subsequent increases, is not payable by passengers in transit at Italian airports, if they have arrived from another Italian airport, and that the Commissioner's surcharge for Roma Capitale should continue to be applied to all passengers departing from or in transit at the airports of Rome Fiumicino and Ciampino, with the exception of transit passengers arriving from and departing for an Italian airport.
On 15 April 2014, Lazio Regional Authority adopted a resolution authorising a legal challenge to be brought before the Constitutional Court, contesting the constitutional legitimacy of the "*Destinazione Italia*" Law Decree

– and, in particular, article 13, paragraph 15-*bis* – as converted into Law 9 of 21 February 2014, for alleged violation of articles 3, 77, 117, 118, 119 and 120 of the Constitution.
The Challenge based on the question of constitutional legitimacy brought by Lazio Regional Authority and filed with the Court on 23 April 2014 was published in the Official Gazette of 4 June 2014, 1st Special Series, no. 24.

Other activities

ETC

Following the withholding of payment by the Miami-Dade Expressway Authority ("MDX") for the on site and office system management and maintenance services provided by ETC, and after a failed attempt at mediation as required by the service contract, on 28 November 2012 ETC petitioned the Miami-Dade County Court in Florida to order MDX to settle unpaid claims amounting to over US$30 million and damages for breach of contract.
In December 2012, MDX, in turn, notified ETC of its decision to terminate the service contract and sue for compensation for alleged damages of US$26 million for breach of contract by ETC.
In August 2013, ETC and MDX agreed a settlement covering the services rendered by ETC during the "disentanglement" phase, which ended on 22 November 2013. MDX has duly paid the sum due.
Pre-trial hearings were concluded during the first half of 2014. The court, which was initially expected to rule by the end of 2014, announced a delay and that it would pass judgement in February 2015. Judgement is now expected at the end of 2015.

In September 2013, the Port Authority of New York and New Jersey (PANY) sent ETC a letter drawing attention to accumulated delays in the project involving installation of a new tolling system for the bridges and tunnels of New York and New Jersey, and requesting immediate action to make up for the delays and ensure completion of the project on time, under penalty of cancellation of the contract. Following receipt of the latter, ETC has halted implementation of the tolling system and has entered into negotiations with PANY with a view to reaching agreement on termination of the contract.
Discussions with the Authority with the aim of resolving the disagreements have so far proved fruitless. ETC believes it has good grounds on which to base a challenge to the Port Authority.

Ecomouv

On 20 October 2011, Autostrade per l'Italia, via the project company, Ecomouv S.a.s. (in which Autostrade per l'Italia holds a 70% interest) signed a partnership agreement with the French Ministry of Ecology, Sustainable Development, Transport and Public Housing (MEEDE) for the implementation and operation of a satellite-based tolling system for heavy vehicles weighing over 3.5 tonnes on approximately 15,000 km of the country's road network (the so-called Eco-Taxe Poids Lourds project).
The contract envisaged an initial 21-month design and construction phase following signature of the contract, with operation and maintenance of the tax collection system for a further 11 and a half years.
Testing of the system by the French government (*Vérification d'Aptitude au Bon Fonctionnement – VABF*) was completed on 8 November 2013 and on 22 November the government acknowledged compliance of the system with the applicable technical, legal and regulatory requirements, save for endorsement of the chains of collection and control. These endorsements, which according to Ecomouv are not necessary for the purpose of the *VABF*, were, in any event, announced in December 2013.
On 29 October 2013, in response to violent protests in Brittany, the French Prime Minister announced the suspension of introduction of the Eco-Taxe in order to review the scope of application, as demanded by road hauliers' associations, farmers and politicians in the Brittany region. Two parliamentary committees were set up at the National Assembly and the Senate to look into the Eco-Taxe in December 2013, one of which, the

Mission d'Information at the National Assembly, with the main purpose of establishing if the conditions are right for a renewed attempt to introduce the tax.

Subsequently, and following the favourable opinion issued by the Conciliation Panel requested by Ecomouv in order to arrive at an amicable solution of the disputes arising over the French government's refusal to accept the system, despite the fact that the tests had been successfully concluded, and the favourable findings contained in the reports prepared by the above 2 parliamentary committees, which confirmed the advisability of continuing with implementation of the system developed by Ecomouv and the legality of the tender procedures, on 20 June a Memorandum of Understanding was entered into with the French government governing application of the partnership agreement during the period of suspension of the Eco-Taxe through to 31 December 2014.

Under the memorandum, the French government has acknowledged that the System developed by Ecomouv meets the requirements set out in the contract, declaring its formal acceptance (the so-called "*mise à disposition*") of the system, and acknowledges its debt to the company. The government will also hold Ecomouv harmless from any operating costs and financial expenses resulting from its decision to postpone introduction of the Eco-Taxe.

On 30 October 2014, the relevant ministries formally notified Ecomouv of their decision to terminate the contract "due to insurmountable difficulties in implementing the Eco-Taxe".

Subsequently, on 30 December 2014, the French government informed Ecomouv that it would assume liability for the compensation due as a result of termination of the Partnership Agreement, in accordance with the previously established method of calculation. The compensation, totalling a net amount of €403 million, was paid on 2 March 2015 and will enable the company to recover its investment, including repayment of the borrowings not transferred to the French government, earn a return on invested capital and cover the cost of putting Ecomouv into voluntary liquidation, including the cost of safeguarding jobs. The French government has also undertaken to repurchase the equipment produced by Ecomouv and distributed to operators, and to repay the related project financing.

The obligation to repay the project financing obtained from the company's banks, originally amounting to approximately €440 million, was assumed directly by the French government as a result of the combined effect of its formal acceptance of the system under the Trilateral Memorandum of Understanding of 20 June 2014 between Ecomouv, the company's banks and the French government, and the later exercise, by the French government, of its right to terminate the partnership agreement with effect from 30 December 2014, without no option of any further claim on Ecomouv.

Other information

As at 31 December 2014, Atlantia S.p.A. holds 12,627,801 treasury shares, representing approximately 1.53% of its issued capital. The reduction in the number of treasury shares in 2014 reflects the exercise of options granted under Atlantia's share option plans.

Atlantia does not own, either directly or indirectly through trust companies or proxies, shares or units issued by parent companies. No transactions were carried out during the first nine months of 2014 involving shares or units issued by parent companies.

Atlantia does not operate branch offices. Its administrative headquarters are at Via Bergamini 50, Rome.

With reference to Consob Ruling 2423 of 1993, regarding criminal proceedings or judicial investigations, the Group is not involved in proceedings, other than those described in note 10.7 "Significant regulatory aspects and litigation", that may result in charges or potential liabilities with an impact on the consolidated financial statements.
On 17 January 2013 a meeting of the Board of Directors elected to apply the exemption provided for by article 70, paragraph 8 and article 71, paragraph 1-*bis* of the Consob Regulations for Issuers (Regulation 11971/99, as amended). The Company will therefore exercise the exemption from disclosure requirements provided for by Annex 3B of the above Regulations in respect of significant mergers, spin-offs, capital increases involving contributions in kind, acquisitions and disposals.

Acquisition of Pavimental, Spea Ingegneria Europea and ADR Engineering

As a part of a restructuring of the Group, on 8 August 2014 Atlantia acquired a controlling interest in Pavimental from Autostrade per l'Italia. The new subsidiary provides maintenance and construction services to both the Group's Italian motorway operators and Aeroporti di Roma. Following the transaction, Atlantia owns 59.4% of Pavimental, whilst Autostrade per l'Italia continues to own 20%, and the remaining 20% is held by Aeroporti di Roma.
In addition, on 1 December 2014, Atlantia acquired the direct control of Spea Ingegneria Europea, a company that provides design and project management services to both the Group's motorway and airport operators. Following the transaction, Spea's ownership structure is now as follows: Atlantia 46%, Aeroporti di Roma 27% and Autostrade per l'Italia 27%.
Finally, on the same date, Atlantia acquired a 100% interest in ADR Engineering, a company that designs and builds airport infrastructure, from the subsidiary, Aeroporti di Roma.

Compagnia Aerea Italiana

Following completion of the capital increase approved on 15 October 2013, and the partial conversion by third parties of pre-existing bonds in issue, on 10 January 2014 Atlantia's holding in Compagnia Aerea Italiana (CAI) was diluted from 8.68% to 7.44%.
Subsequently, on 8 August 2014, as part of the wider-ranging partnership agreement with Etihad, a general meeting of CAI's shareholders approved a series of financial transactions designed to recapitalise the company. These included the injection of further capital of up to €300 million, in which Atlantia and other shareholder agreed to take part.
In view of the nature of the above financial transactions, entailing, among other things, the issue of new categories of preferred stock giving the holders the right to be paid dividends ahead of the holdes of the pre-existing shares, Atlantia decided to write off its existing holding of sharees in CAI (a total of €45 million) and the convertible bonds previously subscribed by Atlantia. On 18 December 2014, the Company announced that it would not convert the bonds, waiving the related rights.
On 23 December 2014, following fulfilment of the conditions precedent on which effectiveness of the partnership agreement between Compagnia Aerea Italiana (CAI) and the airline, Etihad, was dependent, the planned corporate restructuring took place. This involved CAI's transfer of the business unit consisting of the new airline to "Alitalia – Società Aerea Italiana" (SAI). At the same time, Etihad subscribed for new shares amounting to €387.5 million, thereby acquiring a 49% interest in SAI. The remaining 51% of SAI's capital is held indirectly by CAI through a special purpose entity (Midco S.p.A.), set up to channel Poste Italiane's financial support.
As at 31 December 2014, in partial implementation of the resolution calling for the recapitalisation of CAI, approved by the General Meeting of shareholders of 8 August 2014, Atlantia injected €27 million in return for new shares ("*azioni 2*") in CAI. On completion of this transaction, the interest in CAI amounts to 5.96%, whilst the indirect interest in the new airline, SAI, is 3.04%.
SAI began operating from 1 January 2015. In 2015, as a result of continuing implementation of the planned financial transactions, Atlantia has injected a further €3 million of fresh capital, increasing its interest in CAI to 6.31%, whilst the indirect interest in the new airline, SAI, is 3.22%. Atlantia's remaining commitment to participate in further capital injections amounts to €19.6 million.

Contingent Value Rights

In the Exercise Period between 3 December 2013 and 3 October 2014, Put Options amounting to 160,698,634 Contingent Value Rights were exercised out of a total of 163,956,286 Contingent Value Rights issued, equivalent to 98% of the total Contingent Value Rights issued. The Contingent Value Rights acquired by Atlantia were subsequently cancelled.

Events after 31 December 2014

Buyback, by Atlantia S.p.A., of ABS (Class A4) securities issued by Romulus Finance S.r.l.

On 30 January 2015, Atlantia, with the purpose of investing available liquidity, completed its voluntary cash tender offer, governed by English law, for all the asset backed securities named "£215,000,000 5.441% per cent Class A4 Notes due 2023" (€346.9 million at the exchange rate on the purchase date) issued by Romulus Finance S.r.l. [1]
Atlantia has accepted all the securities for which the Offer was validly accepted, amounting to a total of £214,725,000, equal to 99.87% of the securities in issue.

Guidelines for the plan to restructure the Italian service area network

On 2 February 2015, the Grantor sent all Italian motorway operators guidelines, drawn up jointly by the Ministry of Infrastructure and Transport and the Ministry for Economic Development, regarding "*Determination of the criteria for preparing a restructuring plan for service areas located on the motorway network*". The guidelines grant each operator the option of (i) closing any service areas deemed to be of marginal importance, provided that the operator ensures an adequate level of service on the relevant motorway section, and (ii) reviewing the way that oil and non-oil services are provided by the various operators. Autostrade per l'Italia, Tangenziale di Napoli and Società Traforo del Monte Bianco have submitted their own plan which, in accordance with the guidelines, must be approved by the Ministry of Infrastructure and Transport, in agreement with the Ministry for Economic Development, and in consultation with regional authorities. The term for the above approval will expire on 15 March 2015.

Partial buyback of bonds issued by Atlantia through a Tender Offer

On 13 February 2015, Atlantia S.p.A. announced the launch of a Tender Offer with the aim of partially repurchasing the following notes issued by Atlantia and guaranteed by Autostrade per l'Italia:

a) 5.625%, having a total par value of €1,500,000,000, maturing 2016;
b) 3.375%, having a total par value of €1,000,000,000, maturing 2017, guaranteed by ASPI;
c) 4.500%, having a total par value of €1,000,000,000, maturing 2019.

The purchases are to be settled in cash of a predetermined maximum amount.

(1) *The Class A4 securities, currently listed on the Luxembourg Stock Exchange, were issued by the special purpose vehicle, Romulus Finance, in February 2003 as part of the securitisation of receivables due to Aeroporti di Roma S.p.A, a subsidiary of Atlantia since December 2013.*

On closure of the tender offer, valid acceptances have been received for notes with a total par value of €1,078,963,000. Atlantia has announced that it has decided to accept validly submitted acceptances with a total par value of €1,020,130,000. The maximum amount of the buyback was thus raised to €1,102,245,344. The amount payable to bondholders accepting the offer was paid 27 February 2015, at the same time as the transfer of the bonds.
The transaction was carried out within the context of a plan to optimize management of Autostrade per l'Italia's finances. The subsidiary has in turn repaid the intercompany borrowings matching the bonds repurchased by Atlantia.

Resolution authorising the issue of retail bonds

On 19 February 2015, Autostrade per l'Italia's Board of Directors voted to authorise the issue, by 31 December 2015, of one or more new non-convertible bonds, to be issued in one or more tranches and with a total value of up to €1.5 billion. The bonds are to be listed on one or more regulated markets (including the *Mercato Telematico delle Obbligazioni*, organised and managed by Borsa Italiana S.p.A.) and are to be offered for sale to retail investors in Italy. The Board of Directors also resolved that the bonds, with terms to maturity of no more than 8 years, may be fixed, floating or mixed rate (i.e., a combination of a fixed rate - applied during the initial term - and a floating rate - applied during the remaining term). The primary purpose of the issues is to finance the Autostrade per l'Italia Group's development plans, maintain a balanced financial structure in terms of the ratio of short to medium/long-term debt, diversify sources of funding and raise funds at competitive costs, in addition to maintaining a wide base of investors and enabling early repayment of intercompany loans obtained from Atlantia, in order to extend the average term to maturity of the subsidiary's debt.

Acquisition of control of Società Autostrada Tirrenica agreed

On 25 February 2015, Autostrade per l'Italia which already owned 24.98% of Società Autostrada Tirrenica S.p.A. (SAT), agreed, with the shareholder's of SAT, to acquire a further 74.95% stake in the company, thus raising its total interest to 99.93%. The cost of the transaction is approximately €84 million.
SAT holds the concession for the A12 Livorno-Civitavecchia motorway, of which the Livorno-Rosignano section of around 40 km is in operation. The Single Concession Arrangement entered into with the Grantor in 2009 (2) envisages an extension of the concession from 31 October 2028 to 31 December 2046, and execution of the work needed to complete the motorway through to Civitavecchia.
In response to observations from the European Commission regarding, among other things, extension of the concession to 2046, the Grantor sent the operator a draft addendum envisaging extension of the concession to 2043, completion of work on the Civitavecchia-Tarquinia section (in progress), and eventual completion of the motorway (in sections, if necessary) to be put out to tender. The draft addendum envisages that completion of the motorway will, in any event, be subject to fulfilment of the technical and financial conditions to be verified jointly by the grantor and the operator and execution of an addendum to the Concession Arrangement. The draft addendum has been submitted to the European Commission for review.
The purchase, which, among other conditions, is suspensively conditional on receipt of clearance from the Grantor, is expected to complete within the first half of 2015.

(2) *The Concession Arrangement was effective from 24 November 2010 following compliance with the requirements set out by the Interministerial Economic Planning Committee (CIPE).*

Outlook and risks or uncertainties

Despite the continuing weakness of the European economy, traffic trends on the Group's Italian motorway network in recent months have shown positive signs of stabilising, whilst the motorways operated by the Group's overseas subsidiaries have registered overall traffic growth, in spite of the slowdown in Brazil caused by the weakness of the country's economy. The contributions of the Group's overseas motorway operators are, however, subject to movements in the respective currencies. Aeroporti di Roma, which will also contribute to the results for the current year, continues to see strong growth in passenger traffic.

Proposed resolutions for the Annual General Meeting of Atlantia S.p.A.'s shareholders

Dear Shareholders,

in conclusion, we invite you:

a) to discuss and approve the Board of Directors' report on operations and the financial statements as at and for the year ended 31 December 2014, which report profit of €686,216,716.06;

b) to appropriate the remaining €397,552,656.46 in profit for the year, after payment of the interim dividend of €288,664,059.60 in 2014, to:

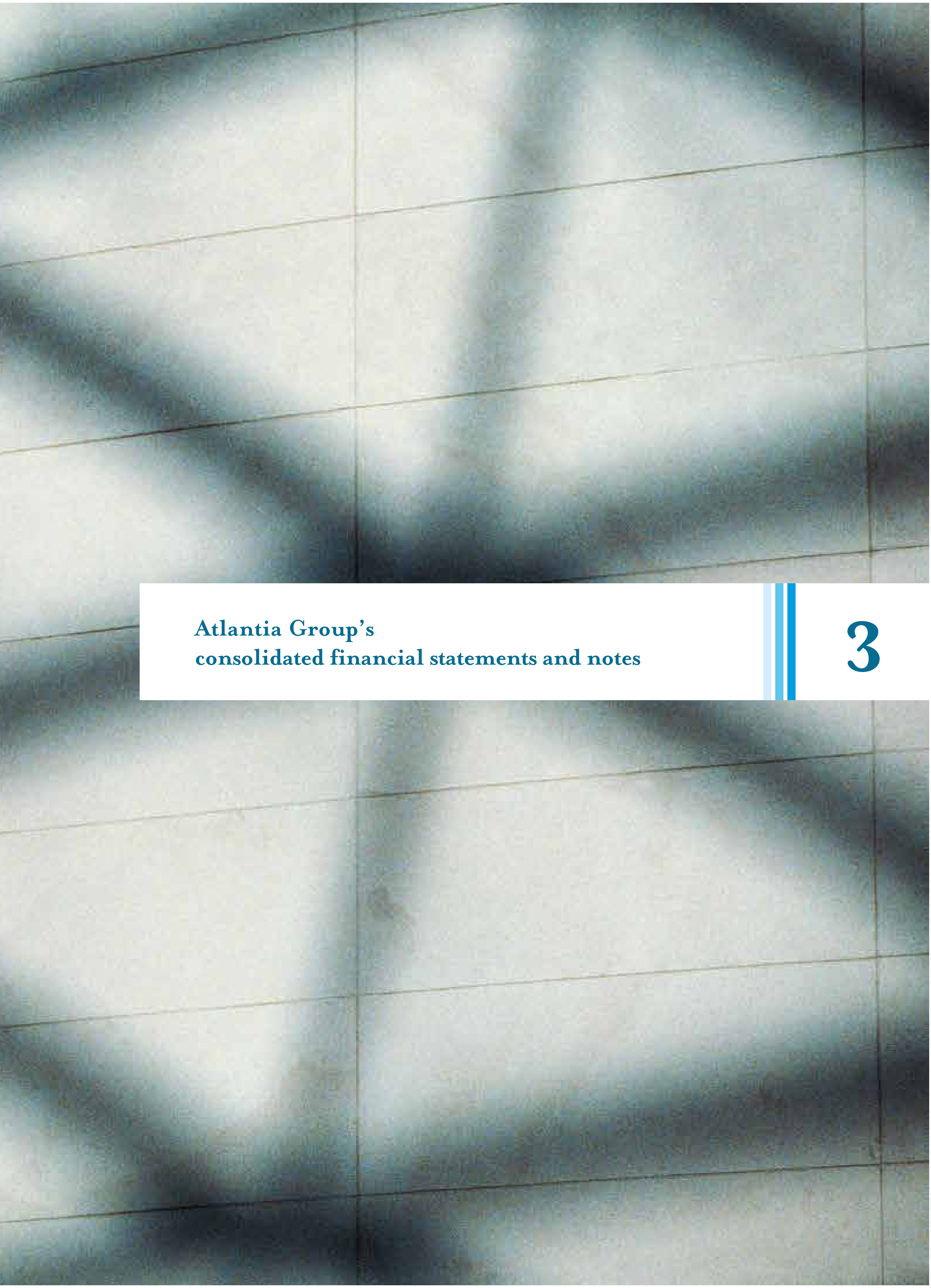
   1) pay a final dividend of €0.445 per share, payable to holders of each of the shares with a par value of €1.00. The total value of the final dividend, based on the number of shares outstanding as at 31 December 2014 (813,156,189), is estimated at €361,854,504.11;

   2) take the remaining profit for the year to retained earnings. This amount, based on the number of shares outstanding as at 31 December 2014, is estimated at €35,698,152.35;

c) to establish the dividend payment date as 20 May 2015, the ex-dividend date for coupon 26 as 18 May 2015 and the record date as 19 May 2015.

For the Board of Directors

The Chairman



Atlantia Group's consolidated financial statements and notes

3

Consolidated financial statements

Consolidated statement of financial position

ASSETS (€000)	NOTE	31.12.2014	OF WHICH RELATED PARTY TRANSACTIONS	31.12.2013	OF WHICH RELATED PARTY TRANSACTIONS
Non-current assets					
Property, plant and equipment	**7.1**	**191,555**		**232,994**	
Property, plant and equipment		187,398		229,059	
Property, plant and equipment held under finance leases		3,271		2,833	
Investment property		886		1,102	
Intangible assets	**7.2**	**25,182,029**		**25,075,152**	
Intangible assets deriving from concession rights		20,364,088		20,241,568	
Goodwill and other intangible assets with indefinite lives		4,382,790		4,382,788	
Other intangible assets		435,151		450,796	
Investments	**7.3**	**153,845**		**159,124**	
Investments accounted for at cost or fair value		72,830		74,520	
Investments accounted for using the equity method		81,015		84,604	
Other non-current financial assets	**7.4**	**1,756,081**		**2,328,654**	
Non-current financial assets deriving from concession rights		704,347		1,296,694	
Non-current financial assets deriving from government grants		215,023		247,481	
Non-current term deposits		291,189		332,745	
Derivative assets		-		5,387	
Other non-current financial assets		545,522		446,347	
Deferred tax assets	**7.5**	**1,817,627**		**1,820,922**	
Other non-current assets	**7.6**	**12,782**		**8,589**	
Total non-current assets		**29,113,919**		**29,625,435**	
Current assets					
Trading assets	**7.7**	**1,407,260**		**1,332,025**	
Inventories		59,623		55,831	
Contract work in progress		20,088		26,754	
Trade receivables		1,327,549	*45,598*	1,249,440	*46,900*
Cash and cash equivalents	**7.8**	**1,904,996**		**4,414,215**	
Cash		1,325,521		2,435,812	
Cash equivalents		579,475		1,978,403	
Other current financial assets	**7.4**	**962,918**		**800,997**	
Current financial assets deriving from concessions		428,933		413,067	
Current financial assets deriving from government grants		79,847		18,951	
Current term deposits		250,018		191,739	
Current derivative assets		-		70	
Current portion of medium and long-term financial assets		66,864		50,976	
Other current financial assets		137,256	116,667	126,194	110,639
Current tax assets	**7.9**	**41,222**	***18,710***	**68,867**	***18,035***
Other current assets	**7.10**	**207,794**		**153,793**	
Non-current assets held for sale and related to discontinued operations	**7.11**	**539,354**		**18,153**	
Total current assets		**5,063,544**		**6,788,050**	
TOTAL ASSETS		**34,177,463**		**36,413,485**	

EQUITY AND LIABILITIES (€000)	NOTE	31.12.2014	OF WHICH RELATED PARTY TRANSACTIONS	31.12.2013	OF WHICH RELATED PARTY TRANSACTIONS
Equity					
Equity attributable to owners of the parent		**6,518,942**		**6,481,367**	
Issued capital		825,784		825,784	
Reserves and retained earnings		5,446,538		5,515,724	
Treasury shares		-204,968		-208,368	
Profit/(Loss) for the year net of interim dividends		451,588		348,227	
Equity attributable to non-controlling interests		**1,744,380**		**1,728,300**	
Issued capital and reserves		1,711,494		1,644,507	
Profit/(Loss) for the year net of interim dividends		32,886		83,793	
Total equity	**7.12**	**8,263,322**		**8,209,667**	
Non-current liabilities					
Non-current portion of provisions for construction services required by contract	**7.13**	**3,783,956**		**3,728,446**	
Non-current provisions	**7.14**	**1,426,848**		**1,267,429**	
Non-current provisions for employee benefits		170,010		157,109	
Non-current provisions for repair and replacement obligations		1,029,314		859,722	
Non-current provisions for refurbishment of airport infrastructure		156,807		180,384	
Other non-current provisions		70,717		70,214	
Non-current financial liabilities	**7.15**	**13,993,903**		**14,456,474**	
Bond issues		10,330,706		10,191,219	
Medium and long-term borrowings		3,142,751		3,728,719	
Non-current derivative liabilities		514,909		495,726	
Other non-current financial liabilities		5,537		40,810	
Deferred tax liabilities	**7.5**	**1,971,818**		**1,908,140**	
Other non-current liabilities	**7.16**	**94,742**		**93,469**	
Total non-current liabilities		**21,271,267**		**21,453,958**	
Current liabilities					
Trading liabilities	**7.17**	**1,406,019**		**1,446,830**	
Liabilities deriving from contract work in progress		531		229	
Trade payables		1,405,488		1,446,601	
Current portion of provisions for construction services required by contract	**7.13**	**499,119**		**433,590**	
Current provisions	**7.14**	**594,105**		**463,784**	
Current provisions for employee benefits		21,668		19,056	
Current provisions for repair and replacement obligations		329,881		253,609	
Current provisions for refurbishment of airport infrastructure		159,517		107,130	
Other current provisions		83,039		83,989	
Current financial liabilities	**7.15**	**1,168,373**		**3,858,270**	
Bank overdrafts		813		7,228	
Short-term borrowings		244,820		2,976	
Current derivative liabilities		1,034		134	
Intercompany current account payables due to related parties		67	67	13,508	*13,508*
Current portion of medium and long-term financial liabilities		920,577		3,530,476	
Other current financial liabilities		1,062	-	303,948	*137,882*
Current tax liabilities	**7.9**	**28,331**		**40,502**	
Other current liabilities	**7.18**	**523,686**		**506,884**	
Liablities related to discontinued operations	**7.11**	**423,241**		**-**	
Total current liabilities		**4,642,874**		**6,749,860**	
TOTAL LIABILITIES		**25,914,141**		**28,203,818**	
TOTAL EQUITY AND LIABILITIES		**34,177,463**		**36,413,485**	

Consolidated income statement

(€000)	NOTE	2014	OF WHICH RELATED PARTY TRANSACTIONS	2013	OF WHICH RELATED PARTY TRANSACTIONS
REVENUE					
Toll revenue	8.1	3,677,679		3,539,311	
Aviation revenue	8.2	519,979		34,236	
Revenue from construction services	8.3	563,971	*29,215*	483,291	
Contract revenue	8.4	69,319		49,227	
Other operating income	8.5	782,927	*92,810*	598,047	*76,204*
TOTAL REVENUE		**5,613,875**		**4,704,112**	
COSTS					
Raw and consumable materials	**8.6**	**-341,955**		**-229,817**	
Service costs	**8.7**	**-1,229,454**		**-1,084,835**	
Gain/(Loss) on sale of elements of property, plant and equipment		**-3**		**182**	
Staff costs	**8.8**	**-786,211**	***-24,480***	**-659,008**	***-19,716***
Other operating costs	**8.9**	**-561,650**		**-526,590**	
Concession fees		-462,254		-427,851	
Lease expense		-14,576		-11,812	
Other		-84,820		-86,927	
Operating change in provisions	**8.10**	**-263,941**		**-39,151**	
Provisions/(Uses of provisions) for repair and replacement obligations for motorway infrastructure		-216,196		-6,351	
Provisions/(Uses of provisions) for refurbishment of airport infrastructure		-19,231		-170	
Provisions/(Uses of provisions)		-28,514		-32,630	
Use of provisions for construction services required by contract	**8.11**	**406,613**		**384,808**	
Amortisation and depreciation		**-875,964**		**-694,178**	
Depreciation of property, plant and equipment	7.1	-50,929		-53,572	
Amortisation of intangible assets deriving from concession rights	7.2	-762,313		-613,871	
Amortisation of other intangible assets	7.2	-62,722		-26,735	
(Impairment losses)/Reversals of impairment losses	**8.12**	**-10,701**		**-21,719**	
TOTAL COSTS		**-3,663,266**		**-2,870,308**	
OPERATING PROFIT		**1,950,609**		**1,833,804**	

(€000)	NOTE	2014	OF WHICH RELATED PARTY TRANSACTIONS	2013	OF WHICH RELATED PARTY TRANSACTIONS
Financial income		**328,351**		**294,519**	
Financial income accounted for as an increase in financial assets deriving from concession rights and government grants		56,241		61,220	
Dividends received from investee companies		101		78	
Other financial income		272,009		233,221	
Financial expenses		**-1,025,594**		**-1,001,094**	
Financial expenses from discounting of provisions for construction services required by contract and other provisions		-116,269		-96,333	
Other financial expenses		-909,325		-904,761	
Foreign exchange gains/(losses)		**17,336**		**3,729**	
FINANCIAL INCOME/(EXPENSES)	**8.13**	**-679,907**		**-702,846**	
Share of (profit)/loss of investments accounted for using the equity method	**8.14**	**-9,157**		**-7,396**	
PROFIT BEFORE TAX FROM CONTINUING OPERATIONS		**1,261,545**		**1,123,562**	
Income tax (expense)/benefit	**8.15**	**-552,594**		**-414,720**	
Current tax expense		-461,367		-348,697	
Differences on current tax expense for previous years		474		4,138	
Deferred tax income and expense		-91,701		-70,161	
PROFIT/(LOSS) FROM CONTINUING OPERATIONS		**708,951**		**708,842**	
Profit/(Loss) from discontinued operations	**8.16**	**64,537**		**11,977**	
PROFIT FOR THE YEAR		**773,488**		**720,819**	
of which:					
Profit attributable to owners of the parent		**740,252**		**636,823**	
Profit attributable to non-controlling interests		**33,236**		**83,996**	

(€)		2014	OF WHICH RELATED PARTY TRANSACTIONS	2013	OF WHICH RELATED PARTY TRANSACTIONS
Basic earnings per share attributable to owners of the parent	**8.17**	**0.91**		**0.96**	
of which:					
- continuing operations		0.83		0.94	
- discontinued operations		0.08		0.02	
Diluted earnings per share attributable to owners of the parent	**8.17**	**0.91**		**0.96**	
of which:					
- continuing operations		0.83		0.94	
- discontinued operations		0.08		0.02	

Consolidated statement of comprehensive income

(€000)	NOTE	2014	2013
Profit for the year (A)		**773,488**	**720,819**
Fair value gains/(losses) on cash flow hedges		-83,751	48,984
Fair value gains/(losses) on net investment hedges		-	1,193
Gains/(Losses) from translation of assets and liabilities of consolidated companies in functional currencies other than the euro		-29,231	-387,812
Gains/(Losses) from translation of investments in associates and joint ventures accounted for using the equity method denominated in functional currencies other than the euro		1,806	-6,544
Other comprehensive income/(loss) for the year reclassifiable to profit or loss, after related taxation (B)		**-111,176**	**-344,179**
Gains/(Losses) from actuarial valuations of provisions for employee benefits		-13,283	4,212
Other comprehensive income for the period not reclassifiable to profit or loss, after related taxation (C)		**-13,283**	**4,212**
Reclassifications of other components of comprehensive income to profit or loss (D)		**12,344**	**1,741**
Total other components of comprehensive income for the year, after related taxation and reclassifications to profit or loss (E = B + C + D)		**-112,115**	**-338,226**
Of which attributable to discontinued operations		*12,344*	*-10,677*
Comprehensive income for the year (A + E)	**7.12**	**661,373**	**382,593**
of which:			
attributable to owners of the parent		638,155	495,038
attributable to non-controlling interests		23,218	-112,445

Statement of changes in consolidated equity

(€000)	EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT		
	ISSUED CAPITAL	CASH FLOW HEDGE RESERVE	NET INVESTMENT HEDGE RESERVE
Balance as at 31 December 2012	**661,828**	**-46,635**	**-37,593**
Comprehensive income for the year	**-**	**45,398**	**1,193**
Owner transactions and other changes			
Bonus issue	163,956	-	-
Final dividend declared	-	-	-
Transfer of profit/(loss) for previous year to retained earnings	-	-	-
Interim dividend	-	-	-
Share-based incentive plans	-	-	-
Merger reserve	-	-	-
Changes in the scope of consolidation, other minor changes and reclassifications	-	-7	-
Balance as at 31 December 2013	**825,784**	**-1,244**	**-36,400**
Comprehensive income	**-**	**-74,439**	**-**
Owner transactions and other changes			
Final dividend declared	-	-	-
Transfer of profit/(loss) for previous year to retained earnings	-	-	-
Interim dividend	-	-	-
Share-based incentive plans	-	-	-
Changes in the scope of consolidation, other minor changes and reclassifications	-	-	-
Balance as at 31 December 2014	**825,784**	**-75,683**	**-36,400**

EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT							
RESERVE FROM TRANSLATION OF ASSETS AND LIABILITIES OF CONSOLIDATED COMPANIES IN FUNCTIONAL CURRENCIES OTHER THAN THE EURO	RESERVE FOR ASSOCIATES AND JOINT VENTURES ACCOUNTED FOR USING THE EQUITY METHOD	OTHER RESERVES AND RETAINED EARNINGS	TREASURY SHARES	COMPREHENSIVE INCOME FOR THE YEAR	TOTAL	EQUITY ATTRIBUTABLE TO NON-CONTROLLING INTERESTS	TOTAL EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT AND NON-CONTROLLING INTERESTS
-7,571	**-2,751**	**2,866,922**	**-215,644**	**600,142**	**3,818,698**	**1,707,983**	**5,526,681**
-190,187	**-2,416**	**4,227**	**-**	**636,823**	**495,038**	**-112,445**	**382,593**
-	-	-	-	-	163,956	-	163,956
-	-	-56	-	-253,580	-253,636	-8,496	-262,132
-	-	346,562	-	-346,562	-	-	-
-	-	-	-	-288,596	-288,596	-203	-288,799
-	-	1,499	7,276	-	8,775	-	8,775
-	-	2,538,182	-	-	2,538,182	-	2,538,182
-	74	-1,117	-	-	-1,050	141,461	140,411
-197,758	**-5,093**	**5,756,219**	**-208,368**	**348,227**	**6,481,367**	**1,728,300**	**8,209,667**
-15,983	**1,394**	**-13,069**	**-**	**740,252**	**638,155**	**23,218**	**661,373**
-	-	-	-	-317,862	-317,862	-7,861	-325,723
-	-	30,365	-	-30,365	-	-	-
-	-	-	-	-288,664	-288,664	-350	-289,014
-	-	4,562	3,400	-	7,962	86	8,048
-	-	-2,016	-	-	-2,016	987	-1,029
-213,741	**-3,699**	**5,776,061**	**-204,968**	**451,588**	**6,518,942**	**1,744,380**	**8,263,322**

Consolidated statement of cash flows

(€000)	NOTE	2014	OF WHICH RELATED PARTY TRANSACTIONS	2013	OF WHICH RELATED PARTY TRANSACTIONS
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES					
Profit for the year		**773,488**		**720,819**	
Adjusted by:					
Amortisation and depreciation		883,176		698,705	
Provisions		357,159		63,818	
Financial expenses from discounting of provisions for construction services required by contract and other provisions		116,269		96,339	
Impairments/(Reversal of impairment losses) on non-current financial assets and investments accounted for at cost or fair value		44,108		13,675	
Share of (profit)/loss of associates and joint ventures accounted for using the equity method	8.14	9,157		7,396	
Impairment losses/(Reversal of impairment losses) and adjustments of other non-current assets		-9,153		-3	
(Gain)/Loss on sale of non-current assets		-70,846		-150	
Net change in deferred tax (assets)/liabilities through profit or loss		85,133		75,853	
Other non-cash costs (income)		-112,517	*-29,215*	-12,984	-
Change in working capital and other changes		-252,666		-161,482	
Net cash generated from/(used in) operating activities (A)	**9.1**	**1,823,308**		**1,501,986**	
CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES					
Investment in assets held under concession	7.2	-1,003,672		-1,163,583	
Government grants related to assets held under concession		39,875		35,125	
Increase in financial assets deriving from concession rights (related to capital expenditure)		63,465		357,953	
Purchases of property, plant and equipment	7.1	-57,008		-59,150	
Purchases of other intangible assets	7.2	-38,719		-24,132	
Purchase of investments, net of unpaid called-up issued capital		-32,241		-44,792	
Investment in consolidated companies, net of cash acquired		-701		195,252	
Proceeds from sales of property, plant and equipment, intangible assets and unconsolidated investments		8,925		1,910	
Proceeds from sales of consolidated investments net of cash and cash equivalents transferred		83,342	-		
Net change in other non-current assets and other changes in investment activities		40,754		-6,176	
Net change in current and non-current financial assets not held for trading purposes		179,806	*-1,417*	-406,819	*-13,873*
Net cash generated from/(used in) investing activities (B)	**9.1**	**-716,174**		**-1,114,412**	
CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES					
Dividends paid		-903,792		-261,844	
Contributions from non-controlling shareholders		720		1,284	
Proceeds from transfer of treasury shares due to exercise of rights under share-based incentive plans		3,096		5,346	
New non-controlling shareholder loans		2,880		5,114	
Issuance of bonds		227,683		2,026,284	
Increase in medium and long-term borrowings (excluding finance lease liabilities)		397,940		369,190	
Increase in finance lease liabilities		3,935		11	
Bond redemptions	7.15	-2,514,241		-538,195	
Repayments of medium and long-term borrowings (excluding finance lease liabilities)		-821,218		-452,572	
Repayments of non-controlling shareholder loans		-6,034		-	
Payment of finance lease liabilities		-6,688		-724	
Net change in other current and non-current financial liabilities		65,013		101,631	
Net cash generated from/(used in) financing activities (C)	**9.1**	**-3,550,706**		**1,255,525**	
Net effect of foreign exchange rate movements on net cash and cash equivalents (D)		2,841		-35,940	
Increase/(Decrease) in cash and cash equivalents (A + B + C + D)	**9.1**	**-2,440,731**		**1,607,159**	
NET CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**4,393,479**		**2,786,320**	
NET CASH AND CASH EQUIVALENTS AT END OF YEAR		**1,952,748**		**4,393,479**	

Additional information on the statement of cash flows

(€000)	NOTE	2014	2013
Income taxes paid		441,620	292,256
Interest income and other financial income collected		108,723	111,807
Interest expense and other financial expenses paid		801,597	737,204
Dividends received	8.13	101	78
Foreign exchange gains collected		171	466
Foreign exchange losses incurred		-414	-442

Reconciliation of net cash and cash equivalents

(€000)	NOTE	2014	2013
Net cash and cash equivalents at beginning of year		**4,393,479**	**2,786,320**
Cash and cash equivalents	7.8	4,414,215	2,811,230
Bank overdrafts repayable on demand	7.15	-7,228	-116
Intercompany current account payables due to related parties	7.15	-13,508	-24,794
Cash and cash equivalents attributable to discontinued operations		-	-
Net cash and cash equivalents at end of year		**1,952,748**	**4,393,479**
Cash and cash equivalents	7.8	1,904,996	4,414,215
Bank overdrafts repayable on demand	7.15	-813	-7,228
Intercompany current account payables due to related parties	7.15	-67	-13,508
Cash and cash equivalents related to discontinued operations		48,632	-

Notes to the Atlantia Group's consolidated financial statements

1. Introduction

The core business of the Atlantia Group (the "Group") is the management of concessions granted by the relevant authorities. Under the related concession arrangements, the Group's operators are responsible for the construction, management, improvement and serviceability of motorway and airport assets in Italy and abroad. Further information on the Group's concession arrangements is provided in note 4.

The Parent Company, Atlantia S.p.A. ("Atlantia" or the "Company" or the "Parent Company"), listed on the screen-based trading system (*Mercato Telematico Azionario*) operated by Borsa Italiana S.p.A., is a holding company with subsidiaries and associates whose business is the construction and operation of motorways, airports and transport infrastructure, parking areas and intermodal systems, or who engage in activities related to the management of motorway or airport traffic. The Company's registered office is in Rome, at Via Nibby, 20. The Company does not have branch offices. The duration of the Company is currently until 31 December 2050.
At the date of preparation of these consolidated financial statements Sintonia S.p.A. is the shareholder that holds a relative majority of the issued capital of Atlantia S.p.A. Sintonia S.p.A, which is in turn a subsidiary of Edizione S.r.l., does not exercise management and coordination of Atlantia S.p.A.

The consolidated financial statements as at and for the year ended 31 December 2014 were approved by the Board of Directors of Atlantia at its meeting of 6 March 2015.

2. Basis of preparation

The consolidated financial statements as at and for the year ended 31 December 2014 are based on the assumption that the Parent and consolidated companies are going concerns. They have been prepared in compliance with articles 2 and 3 of Legislative Decree 38/2005 and International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board and endorsed by the European Commission, as in force at that date. These standards reflect the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC), in addition to previous International Accounting Standards (IAS) and interpretations issued by the Standard Interpretations Committee (SIC) and still in force at the end of the reporting period. For the sake of simplicity, all the above standards and interpretations are hereinafter referred to as "IFRS".
Moreover, the measures introduced by the Consob, in application of paragraph 3 of article 9 of Legislative Decree 38/2005, relating to the preparation of financial statements, have also been taken into account.

The consolidated financial statements consist of the statement of financial position, the income statement, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows and these notes, in application of IAS 1 "Presentation of financial statements" and, in general, the historic cost convention, with the exception of those items that are required by IFRS to be recognised at fair value, as explained in the accounting policies for the relevant items described in note 3. The statement of financial position is based on the format that separately discloses current and non-current assets and liabilities. The income statement is classified by nature of expense. The statement of cash flows has been prepared in application of the indirect method.

IFRS have been applied in accordance with the indications provided in the "Conceptual Framework for Financial Reporting", and no events have occurred that would require exemptions pursuant to paragraph 19 of IAS 1.

Consob Resolution 15519 of 27 July 2006 requires that, in addition to the specific requirements of IAS 1 and other IFRS, financial statements must, where material, include separate sub-items providing (i) disclosure of amounts deriving from related party transactions; and, with regard to the income statement, (ii) separate disclosure of income and expenses deriving from events and transactions that are non-recurring in nature, or transactions or events that do not occur on a frequent basis in the normal course of business.
The consolidated financial statements therefore show the principal amounts relating to the principal related party transactions.
It should be noted that no non-recurring, atypical or unusual transactions, having a material impact on the Group's income statement and statement of financial position, were entered into during 2014, either with third or related parties.

All amounts are shown in thousands of euros, unless otherwise stated. The euro is both the functional currency of the Parent Company and its principal subsidiaries and the presentation currency for these consolidated financial statements.

Each component of the consolidated financial statements is compared with the corresponding amount for the comparative reporting period. To this end, it should be noted that amounts in the statement of financial position as at 31 December 2013 have been restated, following completion of the process of identifying the fair value of the assets acquired and the liabilities assumed as a result of the merger of Gemina S.p.A. with and into Atlantia with effect from 1 December 2013. The impact of completion of the process of identification and measurement is described in note 6.1. In addition, in accordance with IFRS 5, following the corporate actions described in detail in notes 6.2 and 6.3 below, the contributions of TowerCo, Ecomouv, Ecomouv D&B and Tech Solutions Integrators to the consolidated income statement for the comparative reporting period in 2013 are presented in "Profit/(Loss) from discontinued operations", rather than included in each component of the consolidated income statement for continuing operations.

3. Accounting standards applied

A description follows of the more important accounting standards and policies employed by the Group for its consolidated financial statements as at and for the year ended 31 December 2014. These accounting standards and policies are consistent with those applied in preparation of the consolidated financial statements for the previous year, as no new standards, interpretations, or amendments to existing standards became effective in 2014 having a material effect on the Atlantia Group's consolidated financial statements.

It should be noted that the following new standards and/or amendments to existing standards and interpretations were applicable from 1 January 2014:

a) IFRS 10 – Consolidated Financial Statements and IFRS 12 – Disclosure of Interests in Other Entities. IFRS 10 replaces certain of the provisions of the old IAS 27 and SIC 12 with a new definition of control, but retains the methods used in preparation of IFRS compliant consolidated financial statements, having made no changes to the relevant provisions in the existing IAS 27. IFRS 10 provides that an investor controls an investee when the investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to influence those returns through its power over the investee. Finally, IFRS 10 refers readers to the new IFRS 12 in relation to the disclosure of interests in other entities. This latter standard establishes disclosure requirements pertaining to investments in subsidiaries and associates, as well as other joint arrangements (cf. the new IFRS 11 below);
b) IFRS 11 – Joint Arrangements. This standard replaces IAS 31 and SIC 13 and requires that a party to a joint arrangement determines the nature of the agreement in which that party is involved by evaluation of its rights and obligations arising thereunder. A joint arrangement is an arrangement by which two or more parties have joint control, which, in turn, is defined by the standard as a contractually agreed sharing of control of an arrangement. Such arrangements only exist when decisions about activities that significantly affect the returns of the arrangement require the unanimous consent of the parties sharing control. IFRS 11 requires that joint arrangements be classified as one of two types: (i) joint operations - joint arrangements whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement, and (ii) joint ventures - joint arrangements whereby the parties that have joint control of the arrangement have rights to the net

assets of the arrangement, such as, for example, companies with a separate legal personality. The accounting treatment required by IFRS 11 for joint operations is the prorated recognition of assets, liabilities, revenues and costs arising under the arrangement to be measured in accordance with the relevant standards. The accounting treatment required by the new standard for joint ventures, on the other hand, is based on the equity method established by IAS 28;

c) IAS 27 – Separate Financial Statements. Following the amendments, which take account of the introduction of the new IFRS 10, this standard is only applicable to an entity's preparation of its separate financial statements and the accounting treatment of investments in subsidiaries;

d) IAS 28 – Investments in Associates and Joint Ventures. The amendments to the standard take account of the introduction of the new IFRS 11, and have made the equity method mandatory for the measurement of investments in joint ventures;

e) IAS 36 – Impairment of Assets. The amendments have essentially clarified the disclosures to be provided on the recoverable amount of non-financial assets, and simplified the disclosures to be provided regarding the recoverable value of CGUs for which no impairment has been accounted for;

f) IAS 39 – Financial Instruments. The amendments regard the introduction of a number of exemptions to the hedge accounting requirements established by IAS 39, where an existing derivative is to be replaced with a new derivative that, due to a Law or regulation, is novated directly or indirectly to a Central Counterparty (CCP).

Property, plant and equipment

Property, plant and equipment is stated at cost. Cost includes expenditure that is directly attributable to the acquisition of the items and financial expenses incurred during construction of the asset. Assets acquired through business combinations prior to 1 January 2004 (the IFRS transition date) are stated at previous amounts, as determined under Italian GAAP for those business combinations and representing deemed cost.
The cost of assets with finite useful lives is systematically depreciated on a straight-line basis applying rates that represent the expected useful life of the asset. Each component of an asset with a cost that is significant in relation to the total cost of the item, and that has a different useful life, is accounted for separately. Land, even if undeveloped or annexed to residential and industrial buildings, is not depreciated as it has an indefinite useful life.
Investment property, which is held to earn rentals or for capital appreciation, or both, is recognised at cost measured in the same manner as property, plant and equipment. The relevant fair value of such assets has also been disclosed.

The bands of annual rates of depreciation used in 2014 are shown in the table below by asset class:

PROPERTY, PLANT AND EQUIPMENT	RATE OF DEPRECIATION
Buildings	2.5%-33.33%
Plant and machinery	5%-33.33%
Industrial and trading equipment	5%-40%
Other assets	9%-50%

Assets acquired under finance leases are initially accounted for as property, plant and equipment, and the underlying liability recorded in the balance sheet, at an amount equal to the relevant fair value or, if lower, the present value of the minimum payments due under the contract. Lease payments are apportioned between the interest element, which is charged to the income statement as incurred, and the capital element, which is deducted from the financial liability.
Property, plant and equipment is tested for impairment, as described below in the relevant note, whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.
Property, plant and equipment is derecognised on disposal. Any gains or losses (determined as the difference between disposal proceeds, less costs to sell, and the carrying amount of the asset) are recognised in the income statement for the year in which the asset is sold.

Intangible assets

Intangible assets are identifiable assets without physical substance, controlled by the entity and from which future economic benefits are expected to flow, and purchased goodwill. Identifiable intangible assets are those purchased assets that, unlike goodwill, can be separately distinguished. This condition is normally met when: (i) the intangible asset arises from a legal or contractual right, or (ii) the asset is separable, meaning that it may be

sold, transferred, licensed or exchanged, either individually or as an integral part of other assets. The asset is controlled by the entity if the entity has the ability to obtain future economic benefits from the asset and can limit access to it by others.
Internally developed assets are recognised as assets to the extent that: (i) the cost of the asset can be measured reliably; (ii) the entity has the intention, the available financial resources and the technical expertise to complete the asset and either use or sell it; (iii) the entity is able to demonstrate that the asset is capable of generating future economic benefits.

Intangible assets are stated at cost which, apart from concession rights, is determined in the same manner as the cost of property, plant and equipment. The cost of concession rights, on the other hand, may include one or more of the following:

a) the fair value of construction services and/or improvements carried out on behalf of the Grantor (measured as described in the note on "Construction contracts and services in progress") less finance-related amounts, consisting of (i) the amount funded by grants, (ii) the amount that will be unconditionally paid by replacement operators on termination of the concession (so-called "takeover rights"), and/or (iii) any minimum level of tolls or revenue guaranteed by the Grantor. Cost, as determined in this manner, is recovered by payments received from road users. In particular, the following give rise to intangible assets deriving from concession rights:
    1) rights received as consideration for specific obligations to provide construction services for road widening and improvement for which the operator does not receive additional economic benefits. These rights are initially recognised at the present fair value of the construction services to be provided in the future (excluding any financial expenses that may be incurred during provision of the services), less any grants, with a contra entry of an equal amount in "Provisions for construction services required by contract", accounted for in liabilities in the statement of financial position. In addition to the impact of amortisation, the initial value of the rights changes over time as a result of periodic reassessment of the present fair value of the part of the construction services still to be rendered at the end of the reporting period;
    2) rights received as consideration for construction and/or upgrade services rendered for which the operator receives additional economic benefits in the form of specific toll increases and/or significant increases in the expected number of users as a result of expansion/upgrade of the infrastructure;
    3) rights to infrastructure constructed and financed by service area concession holders which will revert free of charge to Group companies on expiry of the related concessions;
b) rights acquired from third parties, to the extent costs were incurred to acquire concessions from the Grantor or from third parties (the latter relating to the acquisition of companies that hold a concession).

Concession rights, on the other hand, are amortised over the concession term in a pattern that reflects the estimated manner in which the economic benefits embodied in the right are consumed. Amortisation rates are, consequently, determined taking, among other things, any significant changes in traffic volumes during the concession term into account. Amortisation is charged from the date on which economic benefits begin to accrue.
In contrast, amortisation of other intangible assets with finite useful lives begins when the asset is ready for use, in relation to their residual useful lives.
The bands of annual rates of amortisation used in 2014 are shown in the table below by asset class.

INTANGIBLE ASSETS	RATE OF AMORTISATION
Concession rights	On the commencement of generation of economic benefits for the entity, based on the residual term of the concession and/or traffic projections
Development costs	8%-33.33%
Industrial patents and intellectual property rights	5%-50%
Licences and similar rights	10%-33.33%
Other assets	3%-33.33%

Intangible assets are tested for impairment, as described below in the note on impairments and reversals, whenever events or changes in circumstances indicate that the carrying amount may not be fully recoverable.
Gains and losses on the disposal of intangible assets are determined as the difference between the disposal proceeds, less costs to sell, and the carrying amount of the asset and then recognised in profit or loss on disposal.

Goodwill

Acquisitions of companies or business units are accounting for using the acquisition method, as required by IFRS 3. For this purpose, identifiable assets liabilities acquired through business combinations are measured at their fair value at the acquisition date. The cost of an acquisition is measured as the fair value, at the date of exchange, of the assets acquired, liabilities assumed and any equity instruments issued by the Group in exchange for control.
Goodwill is initially measured as the positive difference between 1) the acquisition cost, plus both the fair value at the acquisition date of any previous non-controlling interests held in the acquiree and the value of non-controlling interests held by third parties in the acquiree (at fair value or prorated to the current net asset value of the acquiree), and 2) the fair value of net assets acquired.
The goodwill, as measured on the date of acquisition, is allocated to each of the substantially independent cash generating units or groups of cash generating units which are expected to benefit from the synergies of the business combination.
A negative difference between the cost of the acquisition, as increased by the above components, and the Group's share in the fair value of the net assets acquired is recognised as income in profit or loss in the year of acquisition.
Goodwill on acquisitions of non-controlling interests is included in the carrying amount of the relevant investments.
After initial recognition, goodwill is no longer amortised and is carried at cost less any accumulated impairment losses, determined as described in the note on impairment testing.
IFRS 3 was not applied retrospectively to acquisitions prior to 1 January 2004, the Parent Company's IFRS transition date, as noted above. As a result, the carrying amount of goodwill on these acquisitions is that determined under Italian GAAP, which is the net carrying amount at this date, subject to impairment testing and the recognition of any impairment losses.

Investments

Investments in unconsolidated subsidiaries and other companies, which qualify as available-for-sale financial instruments as defined by IAS 39, are initially accounted for at cost at the settlement date, in that this represents fair value, plus any directly attributable transaction costs.
After initial recognition, these investments are measured at fair value, to the extent reliably determinable, through the statement of comprehensive income and hence in a specific equity reserve. On realisation or recognition of an impairment loss in the income statement, the accumulated gains and losses in that reserve are reclassified to the income statement.
Impairment losses, identified as described below in the note on "Impairment of assets and reversals (impairment testing)", are reversed to other comprehensive income in the event the circumstances giving rise to the impairment cease to exist.
When fair value cannot be reliably determined, investments, classified as available-for-sale, are measured at cost less any impairment losses. In this case impairment losses may not be reversed.
Investments in associates and joint ventures are accounted for using the equity method. The Group's share of post-acquisition profits or losses is recognised in the income statement for the accounting period to which they relate, with the exception of the effects deriving from other changes in the equity of the investee, excluding any owner transactions, when the Group's share is recognised directly in comprehensive income attributable to owners of the parent.
Provisions are made to cover any losses of an associate or joint venture exceeding the carrying amount of the investment, to the extent that the investor is required to comply with actual or constructive obligations to cover such losses.
Investments held for sale, or those in the process of being sold, are accounted for in current assets at the lower of their carrying amount and fair value, less any costs to sell.

Construction contracts and services in progress

Construction contracts are accounted for on the basis of a contract's revenue and costs that can be reliably estimated with reference to the stage of completion of the contract, in accordance with the percentage of completion method, as determined by a survey of the works carried out or based on the ratio of costs incurred to total estimated costs. Contract revenue is allocated to the individual reporting periods in proportion to the stage of contract completion. Any positive or negative difference between contract revenue and any advance payments received is recognised in assets or liabilities, taking account of any impairments, in order to reflect the risks linked to the inability to recover the value of work performed on behalf of customers.
In addition to contract payments, contract revenue includes variations, price reviews and claims to the extent that they can be reliably determined.

Expected losses are recognised immediately in profit or loss, regardless of the stage of contract completion.
Profit or loss on construction and/or upgrade services provided to the Grantor relating to Group company concessions are also recognised on a percentage of completion basis. Construction and/or upgrade service revenues, representing the consideration for services provided, are measured at fair value, calculated on the basis of the total costs, which primarily consist of the costs of materials and external services, relevant employee benefits and financial expenses (the latter only in the case of construction and/or upgrade services for which the operator receives additional economic benefits) plus any arm's length profits realised on construction services provided by Group entities. The double entry of construction and/or upgrade service revenue is represented by financial assets deriving from concession rights (classified in financial assets), or intangible assets deriving from concession rights, as explained in the relevant note.

Inventories

Inventories are measured at the lower of purchase or conversion costs and net realisable value obtained on their sale in the ordinary course of business. The purchase cost is determined using the weighted average cost method.

Receivables and payables

Receivables are initially recognised at fair value and subsequently measured at amortised cost, using the effective interest method, less any allowance for bad debts. The amount of the allowance is based on the present value of expected future cash flows. These cash flows take account of expected collection times, estimated realisable value, any guarantees received, and the expected costs of recovering amounts due. Impairment losses are reversed in future periods if the circumstances that resulted in the loss no longer exist. In this case, the reversal is accounted for in the income statement and may not in any event exceed the amortised cost of the receivable had no previous impairment losses been recognised.
Payables are initially recognised at cost, which corresponds to the fair value of the liability, less any directly attributable transaction costs. After initial recognition, payables are recognised at amortised cost, using the original effective interest method.
Trade receivables and payables, which are subject to normal commercial terms and conditions, are not discounted to present value.

Cash and cash equivalents

Cash and cash equivalents are recognised at face value. They include highly liquid demand deposits or very short-term instruments of excellent quality, which are subject to an insignificant risk of changes in value.

Derivative financial instruments

All derivative financial instruments are recognised at fair value at the end of the year.
As required by IAS 39, derivatives are designated as hedging instruments when the relationship between the derivative and the hedged item is formally documented and the periodically assessed effectiveness of the hedge is high and ranges between 80% and 125%.
Changes in the fair value of derivatives that are designated and qualify as asset and liability cash flow hedges are recognised in the statement of comprehensive income, net of any deferred taxation. The gain or loss relating to the ineffective portion is recognised in profit or loss.
Changes in the value of fair value hedged assets and liabilities are recognised in profit or loss for the period. Analogously, the hedged assets and liabilities are restated at fair value through profit or loss.
Since derivative contracts deemed net investment hedges in accordance with IAS 39, because they were concluded to hedge the risk of unfavourable movements in the exchange rates used to translate net investments in foreign operations, are treated as cash flow hedges, the effective portion of fair value gains or losses on the derivatives is recognised in other comprehensive income, thus offsetting changes in the foreign currency translation reserve for net investments in foreign operations. Accumulated fair value gains and losses, recognised in the net investment hedge reserve, are reclassified from equity to profit or loss on the disposal or partial disposal of the foreign operation.

Changes in the fair value of derivative instruments that do not qualify for hedge accounting under IAS 39 are recognised in profit or loss.

Other financial assets and liabilities

Financial assets that Group companies intend and are able to hold to maturity, in accordance with IAS 39, and other financial liabilities are recognised at the fair value of the purchase consideration at the settlement date, with assets being increased and liabilities being reduced by transaction costs directly attributable to the purchase of the assets or issuance of the liabilities. After initial recognition, financial assets and liabilities are measured at amortised cost using the original effective interest method.
Financial assets and liabilities are derecognised when, following their sale or settlement, the Group is no longer involved in their management and has transferred all risks and rewards of ownership.
Financial assets held for trading are recognised and measured at fair value through profit or loss. Other categories of financial assets classified as available-for-sale financial instruments are recognised and measured at fair value through comprehensive income and, consequently, in a specific equity reserve. The financial instruments in these categories have, to date, never been reclassified.

Fair value measurement and the fair value hierarchy

For all transactions or balances (financial or non-financial) for which an accounting standard requires or permits fair value measurement and which falls within the application of IFRS 13, the Group applies the following criteria:

a) identification of the unit of account, defined as the level at which an asset or a liability is aggregated or disaggregated in an IFRS for recognition purposes;
b) identification of the principal market or, in the absence of such a market, the most advantageous market in which the particular asset or liability to be measured could be traded; unless otherwise indicated, it is assumed that the market currently used coincides with the principal market or, in the absence of such a market, the most advantageous market;
c) definition for non-financial assets of the highest and best use of the asset; unless otherwise indicated, highest and best use is the same as the asset's current use;
d) definition of valuation techniques that are appropriate for the measurement of fair value, maximising the use of relevant observable inputs that market participants would use when determining the price of an asset or liability;
e) determination of the fair value of assets, based on the price that would be received to sell an asset, and of liabilities and equity instruments, based on the price paid to transfer a liability in an orderly transaction between market participants at the measurement date;
f) inclusion of non-performance risk in the measurement of assets and liabilities and above all, in the case of financial instruments, determination of a valuation adjustment when measuring fair value to include, in addition to counterparty risk (CVA – credit valuation adjustment), the own credit risk (DVA - debit valuation adjustment).

Based on the inputs used for fair value measurement, as required by IFRS 13, a fair value hierarchy for classifying the assets and liabilities measured at fair value, or the fair value of which is disclosed in the financial statements, has been identified:

a) level 1: includes quoted prices in active markets for identical assets or liabilities;
b) level 2: includes inputs other than quoted prices included within level 1 that are observable, such as the following: i) quoted prices for similar assets or liabilities in active markets; ii) quoted prices for similar or identical assets or liabilities in markets that are not active; iii) other observable inputs (interest rate and yield curves, implied volatilities and credit spreads);
c) level 3: unobservable inputs used to the extent that observable data is not available. The unobservable inputs used for fair value measurement should reflect the assumptions that market participants would use when pricing the asset or liability being measured.

Definitions of the fair value hierarchy level in which individual financial instruments measured at fair value have been classified, or for which the fair value is disclosed in the financial statements, are provided in the notes to individual components of the financial statements.
There are no assets or liabilities classifiable in level 3 of the fair value hierarchy.
No transfers between the various levels of the fair value hierarchy took place during the year.

The fair value of derivative financial instruments is based on expected cash flows that are discounted at rates derived from the market yield curve at the measurement date and the curve for listed credit default swaps entered into by the counterparty and Group companies, to include the non-performance risk explicitly provided for by IFRS 13.
In the case of medium and long-term financial instruments, other than derivatives, where market prices are not available, the fair value is determined by discounting expected cash flows, using the market yield curve at the measurement date and adjusting the resulting value to include counterparty risk in the case of financial assets and the own credit risk in the case of financial liabilities.
In the case of short-term financial instruments, the carrying amount, less any impairment losses, is deemed to be a satisfactory approximation of fair value.

Provisions for construction services required by contract and other provisions

"Provisions for construction services required by contract" relate to specific contractual obligations having regard to motorway expansion and upgrading for which the operator receives no additional economic benefit. Since the performance of such obligations is treated as part of the consideration for the concession, an amount equal to the present fair value of future construction services, excluding financial costs, is initially recognised, less the portion covered by government grants. The double entry is concession rights for works without additional economic benefits. The present value of the residual liability for future construction services is periodically reassessed and changes to the measurement of the liabilities (such as, for example, changes to the estimated cash outflows necessary to discharge the obligation, a change in the discount rate or a change in the construction period) are recognised as a matching increase or reduction in the corresponding intangible asset.
Provisions are made when: (i) the Group has a present (actual or constructive) obligation as a result of a past event; (ii) it is probable that an outflow of resources will be required to settle the obligation; and (iii) the related amount can be reliably estimated.
Provisions are measured on the basis of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. If the discount to present value is material, provisions are determined by discounting future expected cash flows to their present value at a rate that reflects the market view of the time value of money. Subsequent to the computation of present value, the increase in provisions over time is recognised as a financial expense.
"Provisions for the repair and replacement of motorway infrastructure" cover the liability represented by the contractual obligation to repair and replace assets to be handed over, as required by the concession arrangements entered into by the Group's motorway operators and the respective grantors. These provisions are calculated on the basis of the usage and wear and tear of motorways at the end of the reporting period, taking into account, if material, the time value of money.
In accordance with existing contractual obligations, "Provisions for the refurbishment of airport infrastructure" reflect, at the end of the reporting period, provisions covering the cost of cyclical maintenance works and the refurbishment of parts of the airport infrastructure for which specific increases in charges are not envisaged. The provisions are calculated on the basis of the estimated costs to be incurred in order to carry out the maintenance or refurbishment works, taking account, if material, of the time value of money.

Employee benefits

Short-term employee benefits, provided during the period of employment, are accounted for as the accrued liability at the end of the reporting period.
Liabilities deriving from other medium and long-term employee benefits are recognised in the vesting period, less any plan assets and advance payments made. They are determined on the basis of actuarial assumptions and, if material, recognised on an accruals basis in line with the period of service necessary to obtain the benefit.
Post-employment benefits in the form of defined benefit plans are recognised at the amount accrued at the end of the reporting period.
Post-employment benefits in the form of defined benefit plans (for Italian companies, primarily post-employment benefits accrued to 31 December 2006 or, where applicable, to the date the employee joins a supplementary pension fund) are recognised in the vesting period, less any plan assets and advance payments made. Such defined benefit plans primarily regard the obligation as determined on the basis of actuarial assumptions and recognised on an accruals basis in line with the period of service necessary to obtain the benefit. The obligation is calculated by independent actuaries. Any resulting actuarial gain or loss is recognised in full in other comprehensive income in the period to which it relates, net of taxation.

Non-current assets held for sale, assets and liabilities included in disposal groups and/or related to discontinued operations

Where the carrying amount of non-current assets held for sale, or of assets and liabilities included in disposal groups and/or related to discontinued operations is to be recovered primarily through sale rather than through continued use, these items are presented separately in the statement of financial position.
Immediately prior to being classified as held for sale, the above assets and liabilities are recognised under the specific IFRS applicable to each asset and liability, and subsequently accounted for at the lower of the carrying amount and estimated fair value. Any impairment losses are recognised immediately in the income statement.

Disposal groups or discontinuing operations are recognised in profit or loss as discontinued operations provided the following conditions are met:
a) they represent a major line of business or geographical area of operation;
b) they are part of a single coordinated plan to dispose of a separate major line of business or geographical area of operation;
c) they are subsidiaries acquired exclusively with a view to resale.

After tax gains and losses resulting from the management or sale of such operations are recognised as one amount in profit or loss with comparatives.

Revenue

Revenue is recognised when the fair value can be reliably measured and it is probable that the economic benefits associated with the transactions will flow to the Group. Depending on the type of transaction, revenue is recognised on the basis of the following specific criteria:
a) toll revenue is accrued with reference to traffic volumes;
b) revenue from airport charges is recognised when the facilities are utilised by airport users;
c) to the extent, for sales of goods, that significant risks and rewards of ownership are transferred to the buyer;
d) the provision of services is prorated to percentage of completion of work, based on the previously described criteria used for "construction contracts and services in progress", which also include the construction and/or upgrade services provided to grantors, in application of IFRIC 12. When revenue cannot be reliably determined, it is only recognised to the extent that expenses are considered to be recoverable;
e) rental income or royalties, on an accruals basis, based on the agreed terms and conditions of the contract;
f) interest income (and interest expense) is calculated with reference to amount of the financial asset or liability, in accordance with the effective interest method;
g) dividend income is recognised when the right to receive payment is established.

Government grants

Government grants are accounted for at fair value when: (i) the related amount can be reliably determined and there is reasonable certainty that (ii) they will be received and that (iii) the conditions attaching to them will be satisfied.
Grants related to income are accounted for in the income statement for the accounting period in which they accrue, in line with the corresponding costs.
Grants received for investment in motorways and airports are accounted for as construction service revenue, as explained in the note on "Construction contracts and services work in progress".
Grants related to assets received to fund development projects and activities are accounted for in liabilities, and are subsequently recognised as operating income, in line with depreciation of the assets to which they refer.
Any grants received to fund investment in property, plant and equipment are accounted for as a reduction in the cost of the asset to which they refer and result in a reduction in depreciation.

Income taxes

Income taxes are recognised on the basis of an estimate of tax expense to be paid, in compliance with the regulations in force, as applicable to each Group company, and taking account of any applicable exemptions.

Income tax payables are reported under current tax liabilities in the statement of financial position less any advance payments of taxes. Any overpayments of IRAP are recognised as current tax assets.

Deferred tax assets and liabilities are determined on the basis of temporary differences between the carrying amounts of assets and liabilities as in the Company's books, resulting from application of the accounting policies described in note 3, and the corresponding tax bases, resulting from application of the tax regulations in force in the country relevant to each subsidiary, as follows:

a) deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the asset can be utilised;
b) deferred tax liabilities are always recognised.

The Parent Company, Atlantia S.p.A., has again operated a tax consolidation arrangement for 2014, in which certain subsidiaries participated.

Share-based payments

The cost of services provided by directors and/or employees remunerated through share-based incentive plans, and settled through the award of financial instruments, is based on the fair value of the rights at the grant date. Fair value is computed using actuarial assumptions and with reference to all characteristics, at the grant date, of the rights (term, any consideration, conditions of exercise, etc.) and the plan's underlying securities. The obligation is determined by independent actuaries. The cost of these plans is recognised in profit or loss, with a contra-entry in equity, over the vesting period, based on a best estimate of the number of options that will vest.
The cost of any services provided by directors and/or employees and remunerated through share-based payments, but settled in cash, is instead measured at the fair value of the liability assumed and recognised in profit or loss, with a contra entry in liabilities. Fair value is remeasured at the end of each reporting period until such time as the liability is settled, with any changes recognised in profit or loss.

Impairment of assets and reversals (impairment testing)

At the end of the reporting period, the Group tests property, plant and equipment, intangible assets, financial assets and investments for impairment.
If there are indications that these assets have been impaired, the value of such assets is estimated in order to verify the recoverability of the carrying amounts and eventually measure the amount of the impairment loss. Irrespective of whether there is an indication of impairment, intangible assets with indefinite lives and those which are not yet available for use are tested for impairment at least annually, or more frequently, if an event has occurred or there has been a change in circumstances that could cause an impairment.
If it is not possible to estimate the recoverable amounts of individual assets, the recoverable amount of the cash-generating unit to which a particular asset belongs is estimated.
This entails estimating the recoverable amount of the asset (represented by the higher of the asset's fair value less costs to sell and its value in use) and comparing it with the carrying amount. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount is reduced to its recoverable amount. In calculating value in use, expected future pre-tax cash flows are discounted using a pre-tax rate that reflects current market assessments of the cost of capital which embodies the time value of money and the risks specific to the business.
In estimating an operating CGU's future cash flows, after-tax cash flows and discount rates are used because the results are substantially the same as pre-tax computations.
Impairments are recognised in profit or loss in a variety of classifications depending on the nature of the impaired asset.
Losses are reversed if the circumstances that resulted in the loss no longer exist, provided that the reversal does not exceed the cumulative impairment losses previously recognised, unless the impairment loss relates to goodwill and investments measured at cost, where the related fair value cannot be reliably determined.

Estimates and judgements

Preparation of financial statements in compliance with IFRS involves the use of estimates and judgements, which are reflected in the measurement of the carrying amounts of assets and liabilities and in the disclosures provided in the notes to the financial

statements, including contingent assets and liabilities at the end of the reporting period. These estimates are especially important in determining amortisation and depreciation, impairment testing of assets (including the measurement of receivables), provisions, employee benefits, the fair value of financial assets and liabilities, and deferred tax assets and liabilities.
The amounts subsequently recognised may, therefore, differ from these estimates. Moreover, these estimates and judgements are periodically reviewed and updated, and the resulting effects of each change immediately recognised in the financial statements.

Translation of foreign currency items

The reporting package of each consolidated enterprise is prepared using the functional currency of the economy in which the enterprise operates. Transactions in currencies other than the functional currency are recognised by application of the exchange rate at the transaction date. Assets and liabilities denominated in currencies other than the functional currency are, subsequently, remeasured by application of the exchange rate at the end of the reporting period. Any exchange differences on remeasurement are recognised in profit or loss. Non-monetary assets and liabilities denominated in foreign currencies and recognised at historical cost are translated using the exchange rate at the date of initial recognition.
Translation of the liabilities, assets, goodwill and consolidation adjustments shown in the reporting packages of consolidated companies with functional currencies other than the euro is made at the closing rate of exchange, whereas the average rate of exchange is used for income statement items to the extent that they approximate the transaction date rate or the rate during the period of consolidation, if lower. All resultant exchange differences are recognised directly in comprehensive income and reclassified to profit or loss upon the loss of control of the investment and the resulting deconsolidation.

Earnings per share

Basic earnings per share is computed by dividing profit attributable to owners of the parent by the weighted average number of shares outstanding during the accounting period.
Diluted earnings per share is computed by taking into account, for both profit attributable to owners of the parent and the above weighted average, the effects deriving from the subscription/conversion of all potential shares that may be issued as a result of the exercise of any outstanding share options.

New accounting standards and interpretations, or revisions and modifications of existing standards, that have either yet to come into effect or yet to be endorsed by the European Union

As required by IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", this section describes new accounting standards and interpretations, and revisions of existing standards and interpretations that are already applicable, but that have either yet to come into effect or endorsed by the European Union (EU), and that may in the future be applied in the Group's consolidated financial statements.

IFRS 9 – Financial Instruments

In July 2014, the IASB published the final version of IFRS 9, the standard created to replace the existing IAS 39 for the classification and measurement of financial instruments.
IFRS 9 is effective from 1 January 2018. The standard is currently being examined by the European Union for the purposes of endorsement.
The standard introduces new rules for the classification and measurement of financial instruments, a new impairment model for financial assets and a new hedge accounting model.

Classification and measurement

IFRS 9 envisages a single approach for the assessment and classification of all financial assets, including those containing embedded derivatives. The classification and related measurement is driven by both the business model in which the financial asset is held and the contractual cash flow characteristics of the asset.

The financial asset is measured at amortised cost subject to both of the following conditions:

a) the asset is held in conjunction with a business model whose objective is to hold assets in order to collect contractual cash flows; and
b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The financial asset is measured at fair value, with any changes recognised in comprehensive income, if the objectives of the business model are to hold the financial asset to collect the contractual cash flows, or to sell it.
Finally, the standard envisages a residual category of financial asset measured at fair value through profit or loss, which includes assets held for trading.
A financial asset meeting the conditions to be classified and measured at amortised cost may, on initial recognition, be designated as a financial asset at fair value through profit or loss, to the extent that this accounting treatment would eliminate or significantly reduce a measurement or recognition inconsistency (sometimes referred to as an "accounting mismatch") that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.
In addition, the new standard provides that an entity may, with respect to investments in equity instruments, which consequently may not be carried and measured at amortised cost unless such instruments are shares that are not held for trading but rather for strategic reasons, make an irrevocable election on initial recognition to present changes in the fair value in comprehensive income.
The new IFRS 9, on the other hand, has confirmed the provisions of IAS 39 for financial liabilities including the relative measurement at amortised cost or, in specific circumstances, at fair value through profit or loss.

The requirements of IAS 39 that have been changed are:

a) the reporting of changes in fair value in connection with the credit risk of certain liabilities, which IFRS 9 requires to be recognised in comprehensive income rather than in profit or loss as movements in fair value as a result of other risks;
b) the elimination of the option to measure, at amortised cost, financial liabilities consisting of derivative financial instruments entailing the delivery of unlisted equity instruments. The consequence of the change is that all derivative financial instruments must now be recognised at fair value.

Impairment

IFRS 9 has defined a new impairment model for financial assets, with the objective of providing the users of financial statements with more useful information about an entity's expected losses. The model requires an entity to recognise expected credit losses at all times and to update the amount of expected losses recognised at each reporting date to reflect changes in the credit risk of the financial instruments. It is, therefore, no longer necessary to wait for evidence of a trigger event before testing for impairment and recognition of a credit loss.
All financial instruments must be tested for impairment, with the exception of those measured at fair value through profit or loss.

Hedge accounting

The most important changes introduced by IFRS 9 regard:

a) the extended scope of the risks eligible for hedge accounting, to include those to which non-financial assets and liabilities are exposed, also permitting the designation of groups and net positions as hedged items, also including any derivatives;
b) the option of designating a financial instrument at fair value through profit or loss as a hedging instrument;
c) the alternative method of accounting for forwards and options, when included in a hedge accounting relationship;
d) changes to the method of conducting hedge effectiveness tests, following introduction of the principle of the "economic relationship" between the hedged item and the hedging instrument; in addition, retrospective hedge effectiveness testing is no longer required;
e) the possibility of "rebalancing" an existing hedge where the risk management objectives continue to be valid.

Amendments to IFRS 10 and IAS 28 – Sale or Contribution of an Asset between an Investor and its Associate or Joint Venture

On 11 September 2014, the IASB published amendments to IFRS 10 – Consolidated Financial Statements, and IAS 28 – Investments in Associates and Joint Ventures, in order to coordinate the accounting treatment of sales and contributions of assets between an investor and its associates or joint ventures.
The amendments introduced establish that the gain or loss to be recognised in the financial statements of the seller or transferee, as a result of a sale or contribution of an asset (including a subsidiary) to an associate or a joint venture, depends on whether or not the asset (or subsidiary) sold or contributed constitutes a business or not, as defined by IFRS 3. If it constitutes a business, the entity must recognise the gain or loss computed with respect to the entire interest previously held, whilst, if the asset does not constitute a business, the portion of the gain or loss attributable to the portion of the assets retained by the entity must be eliminated.
The same criterion must also be applied to any amounts previously recognised in comprehensive income and which must be reclassified to profit or loss as a result of the transaction.
Accordingly, IAS 28 has also been amended so that gains or losses from upstream or downstream transactions concluded by the associate or joint venture, and involving assets constituting a business, are recognised in full, rather than to the extent that the gains or losses are attributable to non-controlling shareholders.
The IASB has established that these amendments will be effective for annual periods beginning on 1 January 2016. They have yet to be endorsed by the European Union.

Amendments to IFRS 11 – Accounting for Acquisitions of Interests in Joint Operations

On 6 May 2014, the IASB published a number of amendments to IFRS 11 – Joint Arrangements. The aim of the amendments is to clarify the accounting, by investors, of the acquisition of an interest in a joint operation that constitutes or contains a business.
The IASB has established that the amendments will be effective for annual periods beginning on or after 1 January 2016. The amendments have yet to be endorsed by the European Union.

IFRS 15 – Revenue from Contracts with Customers

On 28 May the IASB published the new standard, IFRS 15. IFRS 15 replaces the previous IAS 18, in addition to IAS 11, regarding contract work, and the related interpretations, IFRIC 13, IFRIC 15, IFRIC 18 and SIC 31.
IFRS 15 establishes the standards to follow in recognising revenue from contracts with customers, with the exception of contracts falling within the scope of application of standards governing leases, insurance contracts and financial instruments.
The new standard provides an overall framework for identifying the timing and amount of revenue to be recognised in the financial statements. Based on the new standard, the amount recognised as revenue by an entity must reflect the consideration to which the entity is entitled in exchange for goods transferred to the customer and/or services rendered. This revenue is to be recognised when the entity has satisfied its performance obligations under the contract.
In addition, in recognising revenue, the standard stresses the need to assess the likelihood of obtaining/collecting the economic benefits linked to the proceeds. In the case of contract work in progress, currently governed by IAS 11, the new standard introduces the requirement to recognise revenue taking into account the effect of discounting to present value resulting from the deferral of collections over time.
IFRS 15 is required to be adopted for accounting periods beginning on or after 1 January 2017, once endorsed by the European Union. If it is not possible to retrospectively apply the new standard, a modified approach can be used upon first-time adoption. Under this approach, the effects of application of the new standard must be recognised in opening equity at the beginning of the reporting period of first-time adoption.

Amendments to IAS 1 – Disclosure initiative

In December 2014, the IASB published a number of amendments to IFRS 1, in order to clarify the disclosures to be included in the notes to financial statements.

A number of changes have been made to the disclosures to be provided regarding:
a) the concept of materiality, relating to the relevance of the information to be provided in financial statements;
b) the items to be presented in the financial statements;
c) the structure of the notes;
d) the accounting policies;
e) the basis of presentation in the statement of comprehensive income of profits and losses attributable to investments accounted for using the equity method.

The amendments will come into effect for accounting periods beginning on 1 January 2016. The amendments are currently being examined by the European Union. Given that they regard disclosures to be included in the financial statements, they will not have any impact on amounts in the Group's consolidated financial statements.

Amendments to IAS 16 and IAS 38 – Clarification of Acceptable Methods of Depreciation and Amortisation

In May 2014, the IASB published a number of amendments to IAS 16 – Property, Plant and Equipment, and IAS 38 – Intangible Assets.
The amendments provide clarification regarding acceptable methods of depreciation and amortisation under the above standards. Above all, whilst reiterating that the method of depreciation or amortisation used must reflect the expected pattern of consumption of the future economic benefits embodied in the asset, the amendments introduce the presumption that a revenue-based method of depreciation or amortisation is not appropriate. This is because the IASB believes that revenue generated by an asset reflects factors not directly linked to consumption of the economic benefits embodied in the asset.
In the case of intangible assets, the IASB has also specified that in choosing which method of amortisation to use, the entity must take into account the predominant, limiting factors inherent in the intangible asset, and that the above presumption may only be overcome in limited circumstances, when, for example, (i) the intangible asset is expressed as a measure of revenue that can be obtained from the asset, or (ii) when it can be demonstrated that revenue and the consumption of economic benefits of the intangible asset are highly correlated.
The amendments are required to be adopted prospectively for accounting periods beginning on or after 1 January 2016.
These amendments have yet to be endorsed by the European Union.

IFRIC 21 – Levies

In May 2013, the IASB issued interpretation IFRIC 21 – Levies. The interpretation applies to all levies imposed by a government other than those that fall within the scope of other standards (for example, IAS 12 – Income taxes) and fines or other penalties for breaches of legislation. The levies are defined in the interpretation as "outflows of resources embodying economic benefits imposed by a government on entities in accordance with legislation".
The interpretation clarifies that an entity is required to recognise a liability for a levy imposed by a government only when the activity that triggers payment of the levy, as identified by the relevant legislation, occurs. The interpretation also clarifies that a levy liability is accrued progressively only if the activity that triggers payment occurs over a period of time. For a levy that is triggered on reaching a minimum threshold, no liability is recognised before the specified minimum threshold is reached.
The interpretation is required to be adopted for accounting periods beginning on or after 1 January 2014. The interpretation was endorsed by the European Union in 2014 and the EU regulation requires its application at the latest from the beginning of the first accounting period beginning after 16 June 2014. It will, therefore, be applied by the Atlantia Group from 2015.

Annual Improvements to IFRSs: 2010-2012 and 2011-2013

The IASB published "Annual Improvements to IFRSs: 2010-2012 Cycle" and "Annual Improvements to IFRSs: 2011-2013 Cycle" on 12 December 2013, amending standards deemed necessary but not urgent as part of its annual improvements programme.

The amendments that could be relevant to the Group are:
a) IFRS 2 – Share-based Payment: amendments have been made to the definitions of "vesting condition" and "market condition" and further definitions for "performance condition" and "service condition" have been added, for the recognition of share-based benefit plans;
b) IFRS 3 – Business Combinations: the amendments clarify that a contingent consideration classified as an asset or liability must be measured at fair value at the end of each reporting period, with changes in fair value recognised in profit or loss, regardless of whether or not the contingent consideration is a financial instrument or a non-financial asset or liability. In addition, the IASB has clarified that the standard does not apply to all formations of a joint venture;
c) IFRS 8 – Operating Segments: the amendments require disclosure of the judgements made by management in applying the aggregation criteria for operating segments, including a description of the aggregate operating segments and the economic indicators assessed in determining if the operating segments "similar economic characteristics". In addition, the reconciliation of the total of the reportable segment's assets to the entity's total assets should only be disclosed if the total of the reportable segment's assets is regularly provided to the chief operating decision maker;
d) IFRS 13 – Fair Value Measurement: the standard's "Basis for Conclusions" have been amended in order to clarify that with the publication of IFRS 13, and the resulting amendments to IAS 39 and IFRS 9, the option of accounting for short-term trade receivables and payables without recognising the impact of discounting to present value remains valid if such impact is not material.

The proposed amendments are required to be applied in accounting periods beginning on or after 1 July 2014. The amendments were endorsed by the European Union in December 2014.

Annual Improvements to IFRSs: 2012-2014

The IASB published "Annual Improvements to IFRSs: 2010-2012 Cycle" on 25 September 2014.

The amendments that could be relevant to the Group are:
a) IFRS 7 – Financial Instruments: Disclosures: the amendments eliminate uncertainty regarding who disclosures regarding how the offsetting of financial assets and liabilities (that came into effect from accounting periods beginning on or after 1 January 2013) must be included in interim financial statements; the document clarifies that fact that offsetting disclosures are not explicitly required for all interim financial statements. However, such disclosures may be necessary in order to meet the requirements of IAS 34, if the disclosure is material;
b) IAS 19 – Employee Benefits: the document clarifies that the high-quality corporate bonds used in estimating the discount rate for post-employment benefits should be denominated in the same currency as the benefits to be paid. The changes also establish that the depth of the market for such bonds should be assessed at currency level;
c) IAS 34 – Interim Financial Statements: changes have been introduced to clarify the requirements when the required disclosures are presented in the interim financial report, but not in the interim financial statements. Such disclosures may be included by including a reference in the interim financial statements to elsewhere in the interim financial report, provided that the latter document is available to readers of the interim financial statements in the same way and at the same time as the interim financial statements.

The proposed amendments are required to be applied in accounting periods beginning on or after 1 January 2016. The amendments were endorsed by the European Union in September 2015.

The effect of the future application of newly issued standards and interpretations, as well as all revisions and amendments to existing standards, with the exception of those regarding IAS 1, is currently being evaluated by the Atlantia Group. The impact cannot currently be reasonably estimated.

4. Concessions

The Group's core business is the operation of motorways (in Italy and abroad) and airports under concessions held by Group companies. The purpose of the concessions is the construction and operation of motorway infrastructure and of the airport system serving Italy's capital city.

Essential information regarding the concessions held by Group companies is set out below.
Further details of events of a regulatory nature, linked to the Group's concession arrangements, during the year are provided in note 10.7.

Italian motorways

Briefly, concessions, on the one hand, establish the right for motorway operators to demand tolls from motorway users. Tolls are revised annually through a toll formula contained in the specific individual concession arrangements. On the other hand, operators have an obligation to pay concession fees, to expand and modernise the motorway infrastructure operated under the concessions, and to maintain and operate the motorways. Concessions are not automatically renewed on expiry but are publicly re-tendered in accordance with Laws as may be in effect from time to time. This consequently entails the handover free of charge of all assets in a good state of repair by the operator to the Grantor, unless the concession provides for a payment by a replacement operator of the residual carrying amount of assets to be handed over.

The only developments affecting the motorway concessions held by the Group's Italian companies in 2014 are the following:

a) on 29 May 2014, Ministerial Decree 498 of 30 December 2013, approving the addendum to the Single Concession Arrangement of 12 October 2007, signed by the Ministry of Infrastructure and Transport and Autostrade per l'Italia S.p.A. on 24 December 2013, was registered with the Italian Court of Auditors;
b) in compliance with CIPE Resolution 27/2013, in June 2014 Tangenziale di Napoli and Raccordo Autostradale Valle d'Aosta submitted their proposed five-yearly revisions of their financial plans to the Grantor. The revisions were re-submitted in November 2014 after taking into account a number of requests from the Grantor. Discussions with the Grantor regarding revision of the above plans are ongoing. The revised documents will be formalised in addenda to the concession arrangements in force, to be approved by 30 June 2015, in accordance with the memorandum signed by each of the above operators and the Grantor on 30 December 2014.

With the exception of the above, there were no further changes during 2014 to report regarding the concession arrangements to which the Group's Italian companies are party.

With regard to Autostrade per l'Italia's concession, the Company has in the process of implementing a programme of investment in major infrastructure projects (including the works envisaged in the Concession Arrangement of 1997, the IV Addendum of 2002 and other investment), worth approximately €16.0 billion, including approximately €8.5 billion already completed as at 31 December 2014 (€8.0 billion as at 31 December 2013). The investment programme, which forms part of the Company's financial plan, updated to December 2013, essentially regards the upgrade of existing motorways.

Overseas motorways

Brazil

The concessions held by the Group's Brazilian companies also envisage a series of obligations relating to the construction, expansion, modernisation, maintenance and operation of the motorways covered by the concession arrangements, in return for the right to charge motorway users a toll based on tariffs revised annually on the basis of inflation.

The following should be noted with regard to operators' investment commitments:

a) Triangulo do Sol has residual investment commitments, under its concession arrangement, of approximately 92 million reals (equal to approximately €29 million at the closing exchange rate at the end of 2014);
b) Rodovias das Colinas is currently engaged in widening the existing sections, with the remaining amount to be invested totalling approximately 215 million Brazilian reals (equal to approximately €67 million at the closing exchange rate at the end of 2014). Work is scheduled for completion in 2019;
c) Rodovia MG050 is currently carrying out work designed to upgrade the section of motorway. The remaining value of the works to be carried out is approximately Brazilian reals 680 million (equal to approximately €211 million at the closing exchange rate at the end of 2014).

Chile

The concessions held by Group companies establish the right for motorway operators to charge motorway users a toll which may be subject to a minimum guaranteed by the Grantor. These tolls are revised annually on the basis of inflation and, in certain cases, other parameters represented by unconditional increases (3.5% for the concessions held by Costanera Norte, Vespucio Sur and Nororiente, 1.5% for AMB) and/or quality indicators. The operators have specific obligations: the payment of concession fees, the expansion and/or upgrade of the motorways covered by their concession arrangements and maintainance and operation of the motorways. On expiry, the concessions are publicly re-tendered and all the motorway assets built by the operator handed over to the Grantor free of charge in a good state of repair. The concessions held by Nororiente and AMB will expire on reaching specific thresholds for revenue (in real terms) and, in any event, not beyond a certain date.
The investment programme to which the operator, Costanera Norte, is committed with the State of Chile, named "Programma Santiago Centro Oriente" (or "CC7"), is now fully effective, following publication of the Supreme Decree ratifying the programme on 12 March 2014. The programme covers seven projects designed to eliminate the principal bottlenecks on the section operated under concession. The total value of the work to be carried out is around 240 billion Chilean pesos (approximately €325 million at the closing exchange rate at the end of 2014), with approximately 27% of the work completed at the end of 2014. The agreement with the Chilean government envisages that the operator will receive specific payment from the grantor in return for the above construction services, including an amount to be paid on the expiry of the concession term designed to guarantee a minimum return, and a share of the increase in revenue deriving from the installation of new tollgates.
Finally, the operator, AMB, has plans in place for the construction of the remaining 8 km section of the total of 10 km covered by the concession at an estimated cost of approximately 20 billion Chilean pesos (equal to €27 million at the closing exchange rate at the end of 2014). Work should start in 2015 and be completed in 2017. This investment is included in the company's financial plan.

Poland

The subsidiary, Stalexport Autostrada Malopolska, holds a concession requiring implementation of an investment programme and the obligation to operate and maintain the section of motorway covered by its concession arrangement. In return for the services rendered, the operator has the right to charge motorway users a toll. The concession arrangement has capped the tolls that may be charged, although the cap may rise in line with inflation and growth in Poland's GDP. The tolls currently applied are well below the cap. The concession arrangement envisages a profit sharing scheme, with the share of the profits to be passed on to the State rising in line with increases in shareholder returns. Completion of the second and final phase of the investment and maintenance programme is currently in progress. The operator has residual investment commitments, under its concession arrangement, of approximately 380 million zloty (equal to approximately €89 million at the closing exchange rate for 2014).

Italian airports

The operator, Aeroporti di Roma ("ADR") holds the concession to manage and develop the airport system serving Italy's capital city, consisting of "Leonardo da Vinci" Fiumicino airport and "G.B. Pastine" Ciampino airport, in accordance with international, European and national regulations and the Regulations issued by ENAC (Italy's Civil Aviation Authority) governing the operation of airports open to civil air traffic. The original Concession Arrangement 2820/1974 was in effect until 21 December 2012, when a specific Cabinet Office Decree approved the new Concession Arrangement and Planning Agreement ("the Single Deed"), regulating, in one single document, both relations pertaining to the airport concession (Section I of the Agreement), and the criteria for determining and periodically reviewing the applicable regulatory tariffs, being the fees receivable for the aviation services provided, within the airports, on an exclusive basis by the operator, and their review throughout the airport concession term (Section II, "Planning Agreement and Tariff Regulation"). The setting and revision of regulatory tariffs is based on application of a RAB-based method, which takes into account, among other things, the amount of capital expenditure carried out and traffic projections.

In accordance with the principle that management of the concession must be based on affordable and organic criteria, as defined by Law 755 of 10 November 1973, as amended, by signing the Single Deed, ADR has committed:

a) to progressive construction of the infrastructure listed therein for the purposes of increasing the capacity of the capital's airport system to cope with the projected volume of traffic through to the end of the remaining concession term (June 2044);

b) to manage the above airport system by providing the airport services for which it is responsible (e.g. the maintenance of runways and aprons), but also through the sub-concession of areas and premises to be used for aviation and other activities, such as, for example, retail businesses.

Information of the investment commitments included in ADR's concession arrangement is provided in the section, "Italian airports", in the Report on Operations accompanying these financial statements. The commitments are focused within a period of ten years and constitutes under the terms of the concession arrangement, the so-called "Airport Master Plan". In turn, the Master Plan contains a detailed list of the investments to be carried out in each five-year period, corresponding to each regulatory "sub-period" for tariff purposes.
The first ten-year period from 2012 to 2021 is currently in progress. The latest Master Plan, approved in January 2014, envisages that during the initial regulatory period (2012-16), the company will carry out capital expenditure amounting to approximately €930 million, of which €746 million is to be carried out in the three years from 2014 to 2016. Capital expenditure totalling €169 million was completed in 2014 (based on the regulatory accounts).

In return for the commitments contained in the Single Deed, ADR has the right to receive income from:
a) the use, by airlines and passengers, of airport infrastructure;
b) the use, for whatever purpose, of areas, buildings and premises within the grounds of the airports managed under concession;
c) collection of a fair consideration from whoever conducts a non-aviation activity for profit within the grounds of the airport managed under concession, unless otherwise remunerated.

ADR is also required to pay an annual concession fee to ENAC.

The works carried out by ADR on the grounds of the airport are the property of ADR until expiry of the airport concession term, at the end of which the company will receive from ENAC a consideration equal to the remaining value of the capital expenditure carried out, as assessed on the basis of the regulatory accounts. At the end of 2014, ADR does not have operating assets with a remaining value, based on its regulatory accounts, of more than zero.

COUNTRY	OPERATOR	SECTION OF MOTORWAY	KILOMETRES IN SERVICE	EXPIRY DATE
Italian motorways				
Italy	Autostrade per l'Italia	A1 Milan–Naples	803.5	
		A4 Milan–Brescia	93.5	
		A7 Genoa–Serravalle	50.0	
		A8/9 Milan–lakes	77.7	
		A8/A26 link road	24.0	
		A10 Genoa–Savona	45.5	
		A11 Florence–Pisa North	81.7	
		A12 Genoa–Sestri Levante	48.7	
		A12 Rome–Civitavecchia	65.4	
		A13 Bologna–Padua	127.3	
		A14 Bologna–Taranto	781.4	
		A16 Naples–Canosa	172.3	
		A23 Udine–Tarvisio	101.2	
		A26 Genoa–Gravellona Toce	244.9	
		A27 Mestre– Belluno	82.2	
		A30 Caserta–Salerno	55.3	
			2,854.6	31 December 2038
	Autostrade Meridionali	A3 Naples–Salerno	51.6	31 December 2012 (1)
	Tangenziale di Napoli	Naples ring road	20.2	31 December 2037
	Raccordo Autostradale Valle d'Aosta	A5 Aosta–Mont Blanc	32.3	31 December 2032
	Società Italiana per Azioni per il Traforo del Monte Bianco	Mont Blanc Tunnel	5.8	31 December 2050

COUNTRY	OPERATOR	SECTION OF MOTORWAY	KILOMETRES IN SERVICE	EXPIRY DATE
Overseas motorways				
Brazil	Triangulo do Sol Auto-Estradas	SP 310 Rodovia Washington Luis	442.0	18 July 2021
		SP326 Rodovia Brigadeiro Faria Lima		
		SP333 Rodovia Carlos Tonani, Nemesio Cadetti e Laurentino Mascari		
	Rodovias das Colinas	SP075-Itu/Campinas	307.0	1° July 2028
		SP127-Rio Claro/Tatuí		
		SP280-Itu/Tatuí		
		SP300-Jundiaí/Tietê		
		SPI-102/300		
	Concessionaria da Rodovia MG050	MG-050	372.0	12 June 2032
		BR-265		
		BR-491		
Chile	Sociedad Concesionaria de Los Lagos	Rio Bueno–Puerto Montt	135.0	20 September 2023
	Sociedad Concesionaria Costanera Norte	Puente La Dehesa–Puente Centenario	43.0	30 June 2033
		Puente Centenario–Vivaceta		
		Vivaceta–A. Vespucio		
		Estoril–Puente Lo Saldes		
	Sociedad Concesionaria Autopista Nororiente	Sector Oriente: Enlace Centenario–Enlace Av. Del Valle	21.5	7 January 2044 (2)
		Sector Poniente: Enlace Av. Del Valle–Enlace Ruta 5 Norte		
	Sociedad Concesionaria Vespucio Sur	Ruta 78–General Velàsquez	23.5	6 December 2032
		General Velàsquez–Ruta 5 Sur		
		Ruta 5 Sur–Nuevo Acceso Sur a Santiago		
		Nuevo Acceso Sur a Santiago–Av. Vicuna Mackenna		
		Av. Vicuna Mackenna–Av. Grecia		
	Sociedad Concesionaria AMB	Tramo A	10.0	2020 (3)
		Tramo B		
	Sociedad Concesionaria Litoral Central	Nuevo Camino Costero: Cartagena Algarrobo	80.6	16 November 2031
		Camino Algarrobo–Casablanca (Ruta F-90)		
		Camino Costero Interior (Ruta F-962-G)		
Poland	Stalexport Autostrada Malopolska	A4 Krakow–Katowice (Poland)	61.0	15 March 2027

(1) In compliance with the concession arrangement, in December 2012 the Grantor asked Autostrade Meridionali to continue operating the motorway after 1 January 2013, in accordance with the terms and conditions of the existing arrangement.
(2) Estimated date: the concession will expire when the net present value of the revenues received, discounted to the start date of the concession at the real rate of 9.5%, reaches the agreed threshold of €360 million and, in any event, no later than 7 January 2044.
(3) Estimated date: the concession will expire when the net present value of the revenues received, discounted to the start date of the concession at the real rate of 9.0%, reaches the agreed threshold of €40 million and, in any event, no later than 12 September 2048.

COUNTRY	OPERATOR	AIRPORT	EXPIRY DATE
Italian airports			
Italy	Aeroporti di Roma	"Leonardo da Vinci" Fiumicino	30 June 2044
		"G.B. Pastine" Ciampino	

5. Scope of consolidation

In addition to the Parent Company, entities are consolidated when Atlantia exercises control as a result of its direct or indirect ownership of a majority of the voting power of the relevant entities (including potential voting rights resulting from currently exercisable options), or because, as a result of other events or circumstances that (regardless of its percentage interest in the

entity) mean it has power over the investee, exposure, or rights, to variable returns from its involvement with the investee, and the ability to use its power over the investee to affect the amount of the investor's returns. Subsidiaries are consolidated using the line-by-line method and are listed in Annex 1.
Two companies listed in Annex 1 have not been consolidated due to their quantitative and qualitative immateriality to a true and fair view of the Group's financial position, results of operations and cash flows, as a result of their operational insignificance (dormant companies or companies whose liquidation is nearing completion).

All entities over which control is exercised are consolidated from the date on which the Group acquires control, whilst they are deconsolidated from the date on which the Group ceases to exercise control, as defined above.
As part of the consolidation, all companies consolidated on a line-by-line basis submit individual reporting packages as of the end of the reporting period, with accounting information consistent with the Group's IFRS accounting policies.

Companies are consolidated according to the following criteria and procedures:

a) use of the line-by-line method, entailing the reporting of non-controlling interests in equity and profit or loss and the recognition of all assets, liabilities, revenues and costs, regardless of percentage ownership;
b) elimination of intercompany assets, liabilities, revenues and costs, including the reversal of unrealised profits and losses on transactions between consolidated companies and recognition of the consequent deferred taxation;
c) reversal of intercompany dividends and reallocation to the relevant opening equity reserves;
d) netting of the carrying amount of investments in consolidated companies against the corresponding amount of equity, with any resultant positive and/or negative differences being debited/credited to the relevant balance sheet accounts (assets, liabilities and equity), as determined on the acquisition date of each investment and adjusted for subsequent variations. Following the acquisition of control, any acquisition of further interests from non-controlling shareholders, or the sale of interests to such shareholders not resulting in the loss of control of the entity, are accounted for as owner transactions and the related changes recognsied directly in equity; any resulting difference between the amount of the change in equity attributable to non-controlling interests and cash and cash equivalents exchanged are recognised directly in equity attributable to owners of the Parent;
e) translation of the reporting packages of consolidated companies in functional currencies other than the euro applying the method prevsiously described in the policy regarding the "Translation of foreign currency items", included in note 3.

The exchange rates, shown below, used for the translation of reporting packages, denominated in functional currencies other than the euro, were obtained from the Bank of Italy:

CURRENCY	2014		2013	
	SPOT EXCHANGE RATE 31 DECEMBER	AVERAGE EXCHANGE RATE FOR THE YEAR	SPOT EXCHANGE RATE 31 DECEMBER	AVERAGE EXCHANGE RATE FOR THE YEAR
Euro/US Dollar	1.214	1.329	1.379	1.328
Euro/Polish Zloty	4.273	4.184	4.154	4.197
Euro/Chilean Peso	737.297	756.933	724.769	658.324
Euro/Brazilian Real	3.221	3.121	3.258	2.869
Euro/Indian Rupee	76.719	81.041	85.366	77.930

The scope of consolidation at 31 December 2014 has changed with respect to 31 December 2013, following Atlantia's sale of its 100% interest in TowerCo in the first half of 2014, as described in note 6.2.

As required by IFRS 5, TowerCo's contribution to the consolidated income statement for 2014, and the contributions of Ecomouv, Ecomouv D&B and Tech Solutions Integrators (following the events described in note 6.3 below), have been accounted for in "Profit/(Loss) from discontinued operations", rather than included in each component of the consolidated income statement for continuing operations. This item also includes the gain on the sale of TowerCo. As a result, as required by IFRS 5, TowerCo's contribution to the consolidated income statement for 2013, presented for comparative purposes, has also been reclassified with respect to the statement published in the consolidated financial statements for the year ended 31 December 2013. Furthermore, as required by IFRS 5, the carrying amounts of the assets and liabilities of the above French companies as at 31 December 2014 are presented in the consolidated statement of financial position, according to their nature (financial or non-financial), in the specific items for assets and liabilities related to discontinued operations.

In addition, as a result of the merger of Gemina S.p.A. with and into Atlantia, described in note 6.1 below and effective from 1 December 2013, the operating results and cash flows for 2014 benefit from the full-year contribution of the former Gemina group companies.

6. Acquisitions and corporate actions during the period

6.1 Completion of the accounting activities linked to the merger of Gemina S.p.A. with and into Atlantia S.p.A.

Identification and measurement of the fair value of the assets and liabilities of Gemina S.p.A. and its subsidiaries, of which Atlantia acquired control on 1 December 2013 following the merger of Gemina with and into Atlantia, was completed in the first half of 2014. This transaction was described in note 6.1 of the consolidated financial statements as at and for the year ended 31 December 2013.

The table below shows the carrying amounts of the assets acquired and liabilities assumed, in addition to the final fair values identified, which do not differ significantly from those provisionally allocated and presented as at 31 December 2013.

(€M)	CARRYING AMOUNT	FAIR VALUE ADJUSTMENTS	FAIR VALUE
Net assets acquired:			
Property, plant and equipment	8.8		8.8
Intangible assets	1,991.8	3,108.2	5,100.0
Other non-current assets and liabilities	2.8		2.8
Trading and other current assets	260.7		260.7
Cash and cash equivalents	208.1		208.1
Other current financial assets	28.3		28.3
Non-current financial liabilities	-1,020.2	-36.9	-1,057.1
Current financial liabilities	-19.5		-19.5
Deferred tax assets/(liabilities)	138.4	-1,150.6	-1,012.2
Provisions	-364.9		-364.9
Trading and other current liabilities	-321.4		-321.4
Total net assets acquired	**912.9**	**1,920.7**	**2,833.6**
Equity attributable to non-controlling interests			119.5
Total net assets acquired by Group			**2,714.1**
Total consideration			**2,714.1**
Capital increase (€163.9 million in new ordinary shares)			2,702.1
Contingent Value Rights			12.0

Completion of the measurement process has resulted in a net fair value adjustment to the net assets acquired of €1,920.7 million, reflecting recognition of the following:

a) an increase in the value of the concession held by ADR, estimated at €2,700.6 million;
b) the value of the commercial contractual relations to which ADR is party, estimated at €407.6 million;
c) the fair value adjustment of certain ADR's financial liabilities, resulting in an estimated increase in value of €36.9 million;
d) an adjustment to deferred taxation, resulting in recognition of net deferred tax liabilities of €1,150.6 million.

With regard to the purchase consideration, the fair value of the 163,956,398 ordinary shares issued by Atlantia and exchanged for the shares held by Gemina's shareholders was determined on the basis of the closing price of the Atlantia's shares on the *Mercato Telematico Azionario* managed by Borsa Italiana S.p.A. on 29 November 2013 (the last trading day before the effective date of the merger), being €16.48. The Contingent Value Rights were measured on the basis of the unit price of each put option embedded in the Rights to be purchased by Atlantia, resulting in a total of €12 million. In the Exercise Period for the options, between 3 December 2013 and 3 October 2014, Put Options amounting to 160,698,634 Contingent Value Rights were exercised out of a total of 163,956,286 Contingent Value Rights issued, equivalent to 98% of the total Contingent Value Rights issued. The Contingent Value Rights acquired by Atlantia were subsequently cancelled.

As required by IFRS 3, the above final amounts have been recognised retrospectively from 1 December 2013, resulting in the restatement and remeasurement of amounts previously reported in the statement of financial position and the income statement as at and for the year ended 31 December 2013, including amortisation of the intangible assets acquired, as described above.

6.2 Sale of TowerCo S.p.A.

On 27 May 2014, the 100% of TowerCo share of capital was sold to the Abertis group. TowerCo is responsible for managing 306 fully equipped sites located around the motorway network managed under concession by Group companies in Italy and on land owned by other parties (municipal authorities and other motorway operators, etc.). These sites host antennae and equipment used by commercial operators (mobile communications companies and TV and radio broadcasters) and public services (police, Isoradio and traffic monitoring systems).
The sale consideration was €94.6 million.
The gain on the sale has been accounted for in "Profit/(Loss) from discontinued operations" in the consolidated income statement, as described in greater detail in note 8.16, together with the Company's contribution to the income statement in both comparative periods.

6.3 Discontinuation of operations relating to the "Eco-Taxe" project

Detailed information on early termination of the Eco-Taxe project, on which the French companies, Ecomouv, Ecomouv D&B and Tech Solutions Integrators were working, following the French government's decision to terminate the partnership agreement, is provided in note 10.7.
Again in accordance with IFRS 5, the carrying amounts of the assets and liabilities of the above French companies as at 31 December 2014 are presented in the consolidated statement of financial position, according to their nature (financial or non-financial), in the specific items for assets and liabilities related to discontinued operations, as described in note 7.11. Finally, in the consolidated income statement for the year ended 31 December 2014, the contributions of the French companies to the income statements for both comparative periods have been presented in "Profit/(Loss) from discontinued operations", as described in note 8.16.

7. Notes to the consolidated statement of financial position

The following notes provide information on items in the consolidated statement of financial position as at 31 December 2014. Comparative amounts as at 31 December 2013 are shown in brackets. As described in note 6.1, amounts in the statement of financial position as at 31 December 2013 have been restated following completion of identification and measurement of the fair value of the assets and liabilities of Gemina S.p.A. and its subsidiaries, of which Atlantia acquired control on 1 December 2013. In addition, the statements of changes in assets reflect reclassification of the assets and liabilities attributable to Ecomouv, Ecomouv D&B and Tech Solutions Integrators as at 31 December 2014, which are, in accordance with IFRS 5, presented according to their nature (financial or non-financial) in the specific items for assets and liabilities related to discontinued operations. Changes in assets and liabilities also show amounts attributable to TowerCo at the date of its deconsolidation.
Details of items in the consolidated statement of financial position deriving from related party transactions are provided in note 10.5.

(€000)				CHANGES DURING THE YEAR			
	31.12.2013			COST			
	COST	ACCUMULATED DEPRECIATION	CARRYING AMOUNT	ADDITIONS FOR PURCHASES AND CAPITALISATIONS	ASSETS ENTERING SERVICE	DISPOSALS	WRITE-DOWNS
Property, plant and equipment							
Land	8,140	-	8,140	-	-	-117	-
Buildings	91,689	-43,515	48,174	604	163	-363	-
Plant and machinery	190,008	-138,807	51,201	11,433	1,610	-3,039	-
Industrial and business equipment	185,876	-135,083	50,793	14,285	2,442	-8,547	-13
Other assets	248,681	-192,879	55,802	15,524	116	-2,066	-2,798
Property, plant and equipment under construction and advance payments	14,948	1	14,949	12,001	-4,331	-4,073	-9
Total	**739,342**	**-510,283**	**229,059**	**53,847**	**-**	**-18,205**	**-2,820**
Property, plant and equipment held under finance leases							
Land held under finance leases	644	-	644	-	-	-616	-
Buildings held under finance leases	2,498	-399	2,099	-	-	-2,390	-
Equipment held under finance leases	83	-44	39	-	-	-	-
Other assets held under finance leases	309	-258	51	3,161	-	-91	-
Total	**3,534**	**-701**	**2,833**	**3,161**	**-**	**-3,097**	**-**
Investment property							
Land	39	-	39	-	-	-	-
Buildings	6,822	-5,759	1,063	-	-	-	-
Total	**6,861**	**-5,759**	**1,102**	**-**	**-**	**-**	**-**
Total property, plant and equipment	**749,737**	**-516,743**	**232,994**	**57,008**	**-**	**-21,302**	**-2,820**

7.1 Property, plant and equipment / €191,555 thousand (€232,994 thousand)

During the 2014 the balance of property, plant and equipment shows a net decrease of €41,439 thousand, primarily as a result of the combined effect of:

a) depreciation for the period of €58,139 thousand;
b) capital expenditure during the year, amounting to €57,008 thousand;
c) decrease of €20,152 thousand due to change in like-for-like basis regarding TowerCo.

Investment property of €886 thousand refers to land and buildings not used in operations and is stated at cost. The total fair value of these assets is estimated to be €2 million, based on independent appraisals and information on property markets relevant to these types of investment property.

There were no significant changes in the expected useful lives of these assets during the period or in the rates of depreciation used, which are shown in note 3 above.

As at 31 December 2014, the property, plant and equipment and eventual receivables resulting from the sale of these assets attributable to ADR S.p.A. and ADR Mobility are subject to special liens (in the form of collateral), in relation to tranche A4 of the bonds issued by Romulus Finance, described in note 7.15.

The following table show changes in the various categories of property, plant and equipment during 2014, including amounts at the beginning and end of the period.

CHANGES DURING THE YEAR												
COST			ACCUMULATED DEPRECIATION			NET RECLASSIFICATIONS TO ASSETS RELATED TO DISCONTINUED OPERATIONS		CHANGE IN SCOPE OF CONSOLIDATION		31.12.2014		
CURRENCY TRANSLATION DIFFERENCES	RECLASSIFICATIONS AND OTHER ADJUSTMENTS	ADDITIONS	DISPOSALS	CURRENCY TRANSLATION DIFFERENCES	RECLASSIFICATIONS AND OTHER ADJUSTMENTS	COST	ACCUMULATED DEPRECIATION	COST	ACCUMULATED DEPRECIATION	COST	ACCUMULATED DEPRECIATION	CARRYING AMOUNT
-12	-	-	-	-	-	-	-	-10	-	8,001	-	8,001
-116	-478	-3,592	268	33	248	-	-	-	-	91,499	-46,558	44,941
259	-9,234	-14,732	2,820	-203	7,559	-7,200	7,200	-44,379	26,611	139,458	-109,552	29,906
82	-3,381	-19,828	8,111	-148	3,761	-	-	-	-	190,744	-143,187	47,557
1,782	-13,895	-19,676	877	-1,450	11,159	-3,322	1,815	-81	69	243,941	-200,085	43,856
-98	-2,876	-	-	-	-1	-63	-	-2,362	-	13,137	-	13,137
1,897	**-29,864**	**-57,828**	**12,076**	**-1,768**	**22,726**	**-10,585**	**9,015**	**-46,832**	**26,680**	**686,780**	**-499,382**	**187,398**
-28	-	-	-	-	-	-	-	-	-	-	-	-
-107	-	-64	445	17	-	-	-	-	-	1	-1	-
-1	-45	-8	-	1	29	-	-	-	-	37	-22	15
76	-	-37	90	6	-	-	-	-	-	3,455	-199	3,256
-60	**-45**	**-109**	**535**	**24**	**29**	**-**	**-**	**-**	**-**	**3,493**	**-222**	**3,271**
-	-	-	-	-	-	-	-	-	-	39	-	39
-192	135	-202	-	164	-121	-	-	-	-	6,765	-5,918	847
-192	**135**	**-202**	**-**	**164**	**-121**	**-**	**-**	**-**	**-**	**6,804**	**-5,918**	**886**
1,645	**-29,774**	**-58,139**	**12,611**	**-1,580**	**22,634**	**-10,585**	**9,015**	**-46,832**	**26,680**	**697,077**	**-505,522**	**191,555**

7.2 Intangible assets / €25,182,029 thousand (€25,075,152 thousand)

This item essentially consists of goodwill of €4,382,757 thousand, as described below, and the value of intangible assets deriving from concession rights, totalling €20,364,088 thousand (€20,241,568 as at 31 December 2013). These rights regard the following categories:

a) rights acquired from third parties (€6,543,078 thousand), essentially reflecting the fair value of the intangible assets deriving from concession rights recognised following the acquisitions of Aeroporti di Roma and the Chilean and Brazilian companies in previous years;
b) rights deriving from the commitment to realize infrastructures for which no additional economic benefits are received (€8,824,429 thousand);
c) rights deriving from construction services for which additional economic benefits are received (€4,899,578 thousand);
d) rights deriving from construction services carried out by service area operators, (€97,003 thousand) handed over free of charge to the Group's operators at the end of their sub-concessions.

Intangible assets recorded a net increase of approximately €106,877 thousand in 2014, primarily due to a combination of the following:

a) an increase in the present value on completion of investment in construction services for which no additional benefits are received, with a matching entry in provisions for construction services required by contract, resulting in an increase of €457,757 thousand, essentially reflecting the decline in the current and future interest rates used at the end of 2014 to discount provisions to present value which is related to Autostrade per l'Italia for an amount of €295,552 thousand;
b) investment in construction services for which additional economic benefits are received, totalling €424,369 thousand;
c) recognition of the construction services, on the basis of appraisal information, performed by sub-operators and handed over free of charge to Autostrade per l'Italia, totalling €33,469 thousand, on expiry of the related concessions;
d) the reversal of the value of the concession rights of Stalexport Autostrada Malopolska totaling €12,018 thousand as described below;
e) amortisation for the period of €825,037 thousand;
f) the negative impact of currency translation differences, accounting for a reduction of €23,729 thousand.

There were no significant changes in the expected useful lives of intangible assets during the period.
In 2014, the Group invested a total of €1,003,672 thousand in assets held under concession (€1,163,583 thousand in 2013). In accordance with IFRIC 12, both the operating and financial expenses connected with those assets (recognised according to their nature) and the fair value of the related construction services rendered have been recognised in the income statement.

The following analysis shows the various components of investment in motorway and airport infrastructure effected through construction services as reported in the statement of cash flows for the year.

(€000)	NOTE	2014	2013	INCREASE/ (DECREASE)
Use of provisions for construction services required by contract for which no additional economic benefits are received	7.13-8.11	406,613	384,808	21,805
Use of provisions for refurbishment of airport infrastructure	7.14	85,927	8,345	77,582
Increase in intangible concession rights accruing from completed construction services for which additional economic benefits are received	7.2	424,369	422,587	1,782
Increase in financial assets deriving from motorway construction services	7.4	52,181	325,295	-273,114
Revenue from government grants for construction services for which no additional economic benefits are received	7.13-8.3	34,582	22,548	12,034
Investment in assets held under concession		**1,003,672**	**1,163,583**	**-159,911**

Research and development expenditure of approximately €0.6 million has been recognised in the consolidated income statement for 2014. These activities are carried out in order to improve infrastructure, the services offered, safety levels and environmental protection.

"Goodwill and other intangible assets with indefinite lives", totalling €4,382,790 thousand, primarily consists of the carrying amount of goodwill (impairment tested at least once a year rather than amortised), amounting to €4,382,757 thousand, regarding the acquisition in 2003 of a majority interest in the former Autostrade - Concessioni e Costruzioni Autostrade S.p.A. This goodwill was determined in accordance with prior accounting standards under the exemption permitted by IFRS 1 and is the carrying amount as at 1 January 2004, the IFRS transition date. The full amount has been allocated to the CGU represented by the operator, Autostrade per l'Italia.

With regard to the recoverability of goodwill and the concession rights belonging to Group operators, the CGU represented by Autostrade per l'Italia, to which the above goodwill is allocated, has been tested for impairment, as have the CGUs showing evidence of impairment and CGUs on which impairment losses were recognised in previous years and for which there was evidence of a potential reversal of the impairment. More specifically, the following should be noted:

a) as explained in note 3, each operator is a separate CGU since the cash flows generated by the motorways operated under concession arrangements are largely independent of cash flows generated by other assets. Subsidiaries that do not hold concessions are also treated as a separate CGU;
b) in the case of Autostrade per l'Italia and Raccordo Autostradale Valle d'Aosta, value in use was estimated on the basis of the long-term plans drawn up by the respective companies, containing traffic, investment, revenue and cost projections for the full term of the related concessions. The use of long-term plans covering the entirety of the respective concession terms is deemed more appropriate than the approach provisionally suggested presumptively by IAS 36 (namely, a limited explicit projection period and the estimated terminal value), given the intrinsic nature of the motorway concession arrangements, above all with regard to the regulations governing the sector and the predetermined duration of the arrangements.
   In particular, Autostrade per l'Italia's long-term plan used for the test has been prepared on the basis of the following assumptions:
   1) a CAGR for traffic of 0.96%;
   2) an average annual toll increase, linked to inflation, of 0.97%, which is 70% lower than the average inflation rate for the period 2015-2020 indicated in the Italian government's Economic and Finance Document for 2014;
   3) an average annual increase in the return on investment to be carried out of 1.14%. In this regard, a portion of this toll increase is not recognised if the planned investment is not carried out; in this case, the other economic and financial effects of not carrying out such investment would, instead, be taken into account.

   With regard to Raccordo Autostradale Valle d'Aosta's long-term plan, the test was based on the five-yearly review of the financial rebalancing provided for in the existing concession arrangement, prepared by the company at the end of 2014 and currently being examined by the Grantor. This long-term plan has been prepared on the basis of the following assumptions:
   1) a CAGR for traffic of 0.49%;
   2) an average annual toll increase of approximately 2%, including a projected average annual inflation rate of 1.5%;
   3) an average annual grant related to income, from 2016, of approximately €25 million;
   4) a takeover right to be paid to the company on expiry of the concession, totalling €164 million.

   The projected after-tax cash flows for the long-term plans of Autostrade per l'Italia and Raccordo Autostradale Valle d'Aosta were discounted to present value using the rates of 6.25% (6.08% in 2013) and 6.84% (6.66% in 2013), respectively, representing the specific after-tax WACC for each company.
   The impairment tests confirmed that the assets accounted for in the financial statements and allocated to both the Autostrade per l'Italia CGU, including the value of goodwill, and the Raccordo Autostradale Valle d'Aosta CGU are fully recoverable. In the latter case, the results of the test revealed a partial reversal of the impairment losses recognised in previous years (€193,843 thousand after the related deferred taxation, which as at 31 December 2014 had a residual value of €48,471 thousand), determined following application of the impairment tests required by IAS 36 and included in the carrying amounts as at 31 December 2014. However, due to the uncertainties linked to possible changes to the above financial plan following its examination by the Grantor, and the resulting impact on projected cash flows, no reversal of any of the impairment losses previously referred to has been recognised;
c) in the case of the Stalexport Autostrady group, estimates of both value in use and fair value were used, the latter based on the price of the shares of its parent (a company listed on the Warsaw Stock Exchange). Value in use was estimated on the basis of the consolidated long-term plan drawn up by the company, containing traffic, investment, revenue and cost projections for the full term of the concession held by Stalexport Autostrada Malopolska, for the same reasons previously described in b) above.

The long-term plan used has been prepared on the basis of the following assumptions:

1) an average annual toll increase of 5.5%, based on the projected average annual inflation rate and expected GDP growth, in line with IMF World Economic Outlook estimates for the years 2015-2019, published in 2014;
2) a CAGR for traffic of 2.5%, which also takes into account the above GDP growth, weighted, for the years 2016-2020, by an elasticity factor of 1.35, used on a prudent basis with respect to the average of historical series for the last 5 years, which results in an elasticity factor of approximately 2.0.

The projected after-tax cash flows were discounted to present value using the rate of 5.56% (6.85% in 2013), representing the company's after-tax WACC. The outcome of the impairment test revealed a full reversal of the impairment losses recognised in previous years (€17,045 thousand after the related deferred taxation, amounting to €3,238 thousand at the exchange rate at 31 December 2013), using both the methods described. As a result, a reversal of impairment losses on the concession rights allocated to this CGU, totalling €12,018 thousand, has been

(€000)	31.12.2013				CHANGES DURING THE YEAR						
					COST						
	ORIGINAL COST	ACCUMULATED IMPAIRMENTS	ACCUMULATED AMORTISATION	CARRYING AMOUNT	ADDITIONS DUE TO COMPLETION OF CONSTRUCTION SERVICES	ADDITIONS: PURCHASES AND CAPITALISATIONS	ADDITIONS FREE OF CHARGE	CHANGES DUE TO REVISED PRESENT VALUE OF CONTRACTUAL OBLIGATIONS	DISPOSALS	CURRENCY TRANSLATION DIFFERENCES	RECLASSIFICATIONS AND OTHER ADJUSTMENTS
Intangible assets deriving from concession rights											
Acquired concession rights	7,733,579	-17,045	-935,676	6,780,858	-	-	-	-	-	-19,142	-
Concession rights accruing from construction services for which no additional economic benefits are received	11,910,537	-	-3,183,030	8,727,507	-	-	-	457,757	-	-4,544	-5,294
Concession rights accruing from construction services for which additional economic benefits are received	6,185,850	-194,748	-1,325,477	4,665,625	424,369	-	-	-	-	-6,127	-11,285
Concession rights accruing from construction services provided by sub-operators	87,928	-	-20,350	67,578	-	-	33,469	-	-	-	-
Total	**25,917,894**	**-211,793**	**-5,464,533**	**20,241,568**	**424,369**	**-**	**33,469**	**457,757**	**-**	**-29,813**	**-16,579**
Goodwill and other intangible assets with indefinite lives											
Goodwill	4,396,669	-13,912	-	4,382,757	-	-	-	-	-	-	-
Trademarks	4,454	-4,422	-	32	-	2	-	-	-	601	-1
Total	**4,401,123**	**-18,334**	**-**	**4,382,789**	**-**	**2**	**-**	**-**	**-**	**601**	**-1**
Other intangible assets											
Commercial contractual relations	408,733	-516	-3,678	404,539	-	-	-	-	-	158	-
Development costs	171,883	-	-159,661	12,222	-	9,427	-	-	-31	1,577	2,684
Industrial patents and intellectual property rights	77,889	-630	-67,507	9,752	-	9,111	-	-	-284	928	1,277
Concessions and licenses	37,192	-2	-28,265	8,925	-	3,422	-	-	-44	-58	840
Other	4,925	-1,852	-2,767	306	-	11,905	-	-	-137	-889	-110
Intangible assets under development and advance payments	15,051	-	-	15,051	-	4,852	-	-	-	1,839	-3,217
Total	**715,673**	**-3,000**	**-261,878**	**450,795**	**-**	**38,717**	**-**	**-**	**-496**	**3,555**	**1,474**
Intangible assets	**31,034,690**	**-233,127**	**-5,726,411**	**25,075,152**	**424,369**	**38,719**	**33,469**	**457,757**	**-496**	**-25,657**	**-15,106**

recognised, together with the related deferred taxation, amounting to €2,282 thousand, after taking into account, as required by IAS 36, the value of amortisation (€4,906 thousand) that would have been charged in the years up to 2014 had the above impairment losses not been recognised.

In addition to the above impairment test, sensitivity analyses were conducted, increasing and reducing the above WACCs by 1%, and increasing and reducing the average annual rate of toll revenue growth by 1%. The results of these analyses have not, in any event, resulted in any material differences with respect to the outcomes of the above tests and, therefore, to the carrying amounts recognized in the consolidated financial statements as at and for the year ended 31 December 2014.

The following table shows intangible assets at the beginning and end of the year and changes during 2014 in the different categories of intangible asset.

CHANGES DURING THE YEAR													
REVERSAL OF IMPAIRMENT LOSSES/(IMPAIRMENT LOSSES)		ACCUMULATED AMORTISATION				NET RECLASSIFICATIONS TO ASSETS RELATED TO DISCONTINUED OPERATIONS		CHANGE IN SCOPE OF CONSOLIDATION		31.12.2014			
ADDITIONS	CURRENCY TRANSLATION DIFFERENCES	ADDITIONS	DISPOSALS	CURRENCY TRANSLATION DIFFERENCES	RECLASSIFICATIONS AND OTHER ADJUSTMENTS	ORIGINAL COST	ACCUMULATED AMORTISATION	ORIGINAL COST	ACCUMULATED AMORTISATION	ORIGINAL COST	ACCUMULATED IMPAIRMENTS	ACCUMULATED AMORTISATION	CARRYING AMOUNT
16,924	122	-233,662	-	2,884	-	13,570	-18,476	-	-	7,728,007	1	-1,184,930	6,543,078
-	-	-351,601	-	1,603	-	-999	-	-	-	12,357,457	-	-3,533,028	8,824,429
-	-	-173,007	-	-871	-	852	22	-	-	6,593,659	-194,748	-1,499,333	4,899,578
-	-	-4,043	-	-	-1	-	-	-	-	121,397	-	-24,394	97,003
16,924	**122**	**-762,313**	**-**	**3,616**	**-1**	**13,423**	**-18,454**	**-**	**-**	**26,800,520**	**-194,747**	**-6,241,685**	**20,364,088**
-	-	-	-	-	-	-	-	-	-	4,396,669	-13,912	-	4,382,757
-	-601	-	-	-	-	-	-	-	-	5,056	-5,023	-	33
-	**-601**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**4,401,725**	**-18,935**	**-**	**4,382,790**
-	-70	-36,390	-	-88	-	-	-	-	-	408,891	-586	-40,156	368,149
-	-	-13,134	10	-1,549	-286	-	-	-13	13	185,527	-	-174,607	10,920
-	-86	-7,688	288	-686	-1,275	-7	7	-349	317	88,565	-716	-76,544	11,305
-41	-	-3,057	48	8	-3	417	-417	-	-	41,769	-43	-31,686	10,040
-	-251	-2,455	-	627	89	30,636	-23,509	-	-	46,330	-2,103	-28,015	16,212
-	-	-	-	-	-	-	-	-	-	18,525	-	-	18,525
-41	**-407**	**-62,724**	**346**	**-1,688**	**-1,475**	**31,046**	**-23,919**	**-362**	**330**	**789,607**	**-3,448**	**-351,008**	**435,151**
16,883	**-886**	**-825,037**	**346**	**1,928**	**-1,476**	**44,469**	**-42,373**	**-362**	**330**	**31,991,852**	**-217,130**	**-6,592,693**	**25,182,029**

7.3 Investments / €153,845 thousand (€159,124 thousand)

As at 31 December 2014, this item registers a net reduction of €5,279 thousand, primarily as a result of:

a) the write-off of the investment in Alitalia, amounting to €29,925 thousand, recognised in view of the form of the new capital increase of €250 million, approved by the extraordinary general meeting of Alitalia's shareholders on 25 July 2014. This envisages the issue of a new category of preferred stock ("*azioni 2*") giving the holders the right to be paid dividends ahead of the holders of other categories of pre-existing shares;

b) the recognition with equity method evaluation of the pro-rata negative result of the Brazilian operator Rodovias do Tietê totalling €7,973 thousand;

c) the recognition of capital injections of €32,241 thousand, primarily including €27,223 thousand attributable to Compagnia Aerea Italiana, in implementation of the above resolution, and €4,006 thousand relating to Rodovias do Tietê;

The equity method was used to measure interests in associates and joint ventures based on the most recent approved financial statements made available by the companies. In the event that financial statements for the year ended 31 December 2014 were not available, the above information was supplemented and, where necessary, restated in accordance with Group accounting policies.

The following table shows carrying amounts at the beginning and end of the period, grouped by category, and changes in investments in 2014.

(€000)		CHANGES DURING THE YEAR					
	31.12.2013 OPENING BALANCE	ACQUISITIONS AND CAPITAL CONTRIBUTIONS	REVERSALS OF IMPAIRMENTS/ (IMPAIRMENTS) RECOGNISED IN PROFIT OR LOSS	MEASUREMENT USING EQUITY METHOD THROUGH		OTHER CHANGES	31.12.2014 CLOSING BALANCE
				PROFIT OR LOSS	OTHER COMPREHENSIVE INCOME		
Investments accounted for at cost or fair value	74,520	28,235	-29,925	-	-	-	72,830
Investments accounted for using the equity method in:							
- associates	39,560	-	-	-1,184	156	-152	38,380
- joint ventures	45,044	4,006	-	-7,973	1,650	-92	42,635
Investments	**159,124**	**32,241**	**-29,925**	**-9,157**	**1,806**	**-244**	**153,845**

The following table shows an analysis of the Group's principal investments as at 31 December 2014, including the Group's percentage interest and the relevant carrying amount, net of unpaid, called-up issued capital, and showing the original cost and any accumulated revaluations and impairments at the end of the period.
With reference to the investments held by the Group in associates and joint ventures no significant per se investments in relation to total consolidated assets, to the management activities and to the geographical areas are present and, therefore, the information required by IFRS 12 are not represented in such cases.

(€000)	31.12.2014				31.12.2013			
	% INTEREST	ORIGINAL COST	REVALUATIONS/ (IMPAIRMENTS)	CARRYING AMOUNT	% INTEREST	ORIGINAL COST	REVALUATIONS/ (IMPAIRMENTS)	CARRYING AMOUNT
Investments accounted for at cost or fair value								
Alitalia - Compagnia Aerea Italiana	5.96%	153,223	-126,000	27,223	8.68%	126,000	-96,075	29,925
Tangenziali Esterne di Milano	13.67%	36,034	-1,490	34,544	13.67%	36,034	-1,490	34,544
Tangenziale Esterna	1.25%	4,527	-	4,527	1.25%	3,515	-	3,515
Firenze Parcheggi	5.36%	2,582	-	2,582	5.36%	2,582	-	2,582
S.A.CAL.	16.57%	1,307	-	1,307	16.57%	1,307	-	1,307
Aeroporto di Genova	15.00%	894	-	894	15.00%	894	-	894
Emittente Titoli	7.24%	827	-	827	7.24%	827	-	827
Uirnet	1.51%	427	-	427	1.61%	427	-	427
Veneto Strade	5.00%	258	-	258	5.00%	258	-	258
Other smaller investments	-	241	-	241	-	241	-	241
				72,830				**74,520**
Investments accounted for using the equity method in								
- associates:								
Società Infrastrutture Toscane	46.59%	6,990	-1,368	5,622	46.60%	6,990	-1,196	5,794
Società Autostrada Tirrenica	24.98%	6,343	21,925	28,268	24.98%	6,343	21,885	28,228
Bologna & Fiera Parking	32.50%	5,557	-4,879	678	32.50%	5,558	-3,976	1,582
Pedemontana Veneta (in liquidation)	29.77%	1,935	-61	1,874	29.77%	1,935	22	1,957
Arcea Lazio	34.00%	1,430	228	1,658	34.00%	1,430	253	1,683
Other smaller investments	-	419	-139	280	-	1,131	-815	316
- joint ventures:								
Rodovias do Tietê	50.00%	46,471	-16,028	30,443	50.00%	42,465	-8,567	33,898
Pune Solapur Expressways Private Limited	50.00%	16,426	-5,234	11,192	50.00%	16,402	-6,256	10,146
Geie del Traforo del Monte Bianco	50.00%	1,000	-	1,000	50.00%	1,000	-	1,000
				81,015				**84,604**
Investments				**153,845**				**159,124**

Annex 1 provides a list of the Group's investments as at 31 December 2013, as required by Consob Communication DEM/6064293 of 28 July 2006.

7.4 Other financial assets
(non-current) / €1,756,081 thousand (€2,328,654 thousand)
(current) / €962,918 thousand (€800,997 thousand)

The following analysis shows the composition of other financial assets at the beginning and end of the year, together with the current and non-current portions.

(€000)	31.12.2014			31.12.2013		
	CARRYING AMOUNT	CURRENT PORTION	NON-CURRENT PORTION	CARRYING AMOUNT	CURRENT PORTION	NON-CURRENT PORTION
Takeover rights	401,716	401,716	-	390,433	390,433	-
Guaranteed minimums	637,068	27,217	609,851	631,408	22,634	608,774
Other concession rights	94,496	-	94,496	687,920	-	687,920
Financial assets deriving from concession rights (1)	**1,133,280**	**428,933**	**704,347**	**1,709,761**	**413,067**	**1,296,694**
Financial assets deriving from government grants related to construction services (1)	**294,870**	**79,847**	**215,023**	**266,432**	**18,951**	**247,481**
Term deposits (2)	**541,207**	**250,018**	**291,189**	**524,484**	**191,739**	**332,745**
Derivative assets (3)	47,596	47,596	-	26,742	21,355	5,387
Other medium and long-term financial assets (1)	564,790	19,268	545,522	475,968	29,621	446,347
Other medium and long-term financial assets	**612,386**	**66,864**	**545,522**	**502,710**	**50,976**	**451,734**
Current derivative assets (3)	**-**	**-**	**-**	**70**	**70**	**-**
Other current financial assets (1)	**137,256**	**137,256**	**-**	**126,194**	**126,194**	**-**
Total	**2,718,999**	**962,918**	**1,756,081**	**3,129,651**	**800,997**	**2,328,654**

(1) These assets include financial instruments primarily classified as "loans and receivables" under IAS 39. The carrying amount is equal to fair value.
(2) These assets have been classified as "available-for-sale" financial instruments and in level 2 of the fair value hierarchy. The carrying amount is equal to fair value.
(3) These assets primarily include derivative financial instruments classified as hedges under level 2 of the fair value hierarchy.

Financial assets deriving from concession rights include:

a) takeover rights attributable to Autostrade Meridionali (€401,716 thousand as at 31 December 2014), being the amount payable by a replacement operator on termination of the concession for the company's unamortised capital expenditure during the final years of the outgoing operator's concession;

b) the present value of the financial asset deriving from concessuon rights represented by the minimum tolls guaranteed by the Grantor of the concessions held by certain of the Group's Chilean operators (€637,068 thousand);

c) other financial assets deriving from concession rights (€94,496 thousand as at 31 December 2014), attributable to the Chilean operator, Costanera Norte. In particular, this item regards the financial assets due to Costanera Norte as a result of carrying out the motorway investment programme named *Santiago Centro Oriente* ("CC7"). Under the agreements, the increase in toll revenue resulting from the installation of new tollgates along the existing motorway, after deducting the company's share, remains at the company's disposal until it has covered the cost of the related capital expenditure, including a revaluation of such cost at a real annual rate of +7%. As a result, the increase in toll revenue is recognised in other financial assets (see note 7.15). If at the end of the concession term, the specific amount at Costanera Norte's disposal, after also being revalued at a real annual rate of -7%, is lower than the financial assets recognised at that time, the Grantor has the option of either extending the concession term or paying Costanera Norte the remaining amount due.

The reduction of €576,481 thousand in financial assets deriving from concession rights primarily reflects:

a) a reduction in financial assets deriving from concession rights linked to the Eco-Taxe project (€652,051 thousand), following early termination of the project, as described in note 10.7. In particular, a portion of the financial assets deriving from concession rights (€390,790 thousand) was offset by a matching portion of Ecomouvs medium and long-term borrowings, following their transfer to the French government, whilst the remaining portion has been reclassified to discontinued operations, as described in note 7.11, reflecting the combined effect of the government's formal acceptance of the system developed, under the Trilateral Memorandum of Understanding of 20 June 2014 between Ecomouv, the company's banks and the French government, and the later exercise, by the French government, of its right to terminate the partnership agreement with effect from 30 December 2014, without the possibility of any further claim on Ecomouv;
b) an increase in financial assets deriving from concession rights, totalling € 52,181 thousand, as a result of work carried out, of which € 49,651 thousand, by Costanera Norte as part of the above CC7 investment programme.

Financial assets deriving from government grants to finance infrastructure works include amounts receivable from grantors or other public entities as grants accruing as a result of construction and maintenance of assets held under concession. This item has increased €28,438 thousand compared with 31 December 2013, essentially due to grants accruing to Autostrade per l'Italia during the year.

Term deposits are up €16,723 thousand, primarily following an increase in the credit balance on the project accounts of the Chilean companies (€29,869 thousand), partially offset by a reduction in the cash collateral attributable to Aeroporti di Roma (down €13,777 thousand), following voluntary early repayment, during the year, of all its bank borrowings (amounting to a total of €229,579 thousand) and tranches A2 and A3 (totalling €375,000 thousand) of the bonds issued by the special purpose entity, Romulus Finance, a subsidiary of Aeroporti di Roma.

Other medium and long-term financial assets are up €109,676 thousand, primarily reflecting the increase of €100,540 thousand (€448,106 thousand at 31 December 2014) in amounts due to Atlantia Bertin Concessôes from Infra Bertin Empreendimentos, including €52,754 thousand attributable to new loans and €46,883 thousand in capitalised interest. The increase also reflects a rise in derivative assets (€20,854 thousand), essentially reflecting accrued and unpaid differentials on the hedging derivatives entered into by Triangulo do Sol and Colinas.

Other current financial assets, totalling €137,256 thousand, are up €11,062 thousand, essentially due to an increase (€6,667 thousand) in the loan from Autostrade per l'Italia to the associate Società Autostrada Tirrenica (€116,667 as at 31 December 2014, paying interest at a fixed rate of 6.75% and maturing in June 2015). There has been no indication of impairment of any financial assets.

7.5 Deferred tax assets and liabilities
Deferred tax assets / €1,817,627 thousand (€1,820,922 thousand)
Deferred tax liabilities / €1,971,818 thousand (€1,908,140 thousand)

The amount of deferred tax assets and liabilities both eligible and ineligible for offset is shown below, with respect to temporary timing differences between consolidated carrying amounts and the corresponding tax bases at the end of the year.

(€000)	31.12.2014	31.12.2013
Deferred tax assets	2,438,160	2,415,263
Deferred tax liabilities eligible for offset	-620,533	-594,341
Deferred net tax assets	**1,817,627**	**1,820,922**
Deferred tax liabilities	**1,971,818**	**1,908,140**
Difference between deferred tax assets and liabilities	**-154,191**	**-87,218**

Changes in the Group's deferred tax assets and liabilities, based on the nature of the temporary differences giving rise to them, are summarised in the following table.

(€000)	31.12.2013	CHANGES DURING THE YEAR							31.12.2014
		PROVISIONS	RELEASES	DEFERRED TAX ASSETS/ LIABILITIES ON GAINS AND LOSSES RECOGNISED IN COMPREHENSIVE INCOME	CHANGE IN ESTIMATES FOR PREVIOUS YEARS	EFFECT OF CHANGE IN TAX RATES	RECLASSIFI-CATIONS TO ASSETS RELATED TO DISCONTINUED OPERATIONS	CURRENCY TRANSLATION DIFFERENCES AND OTHER CHANGES	
Deferred tax assets on:									
Deductible intercompany goodwill	776,325	-	-110,939	-	-	895	-	-	666,281
Restatement of global balance on application of IFRIC 12 by Autostrade per l'Italia	540,415	2,728	-22,932	-	-	-521	-	-	519,690
Operating change in provisions	460,966	204,609	-90,767	-	-73	3,831	-28	-5	578,533
Impairments and depreciation of non-current assets	126,878	11,604	-8,985	-	-	759	-	-2,734	127,522
Impairment of receivables and inventories	42,467	8,797	-17,250	-	-1,545	1,441	-	322	34,232
Tax losses eligible for carry-forward	152,126	7,118	-39,805	-	-	20,719	-21	-1,354	138,783
Reduction in carrying amounts of hedging instruments	132,118	47	-	43,026	-	-	-2,808	4	172,387
Other temporary differences	183,968	28,832	-21,967	-	-630	10,422	-34	141	200,732
Total	**2,415,263**	**263,735**	**-312,645**	**43,026**	**-2,248**	**37,546**	**-2,891**	**-3,626**	**2,438,160**
Financial income resulting from recognition of financial assets	-139,116	-4,248	-	-	-	-45,263	-	1,159	-187,468
Differences between carrying amounts and fair values of assets and liabilities acquired through business combinations	-2,001,027	-2,669	72,040	-	-957	-68,351	-	-1,062	-2,002,026
Increase in carrying amounts of hedging instruments	-66,447	-	-	-20,070	-	-	-	-142	-86,659
Accelerated depreciation	-9,160	-4,137	784	-	-	-2,315	-	2,304	-12,524
Other temporary differences	-286,731	-27,500	43,938	-	-	-32,841	-	-540	-303,674
Deferred tax liabilities	**-2,502,481**	**-38,554**	**116,762**	**-20,070**	**-957**	**-148,770**	**-**	**1,719**	**-2,592,351**
Difference between deferred tax assets and liabilities (eligible and ineligible for offset)	**-87,218**	**225,181**	**-195,883**	**22,956**	**-3,205**	**-111,224**	**-2,891**	**-1,907**	**-154,191**

Deferred tax assets include the residual deferred tax assets recognised in connection with the reversal of intercompany gains arising in 2003 on the contribution of the portfolio of motorways to Autostrade per l'Italia (€666,281 thousand at the end of 2014). The carrying amount also includes deferred tax assets of €519,690 thousand at 31 December 2014 that will be released on a straight-line basis over the life of Autostrade per l'Italia's concession, recognised as a result of the impact on taxation of adoption of IFRIC 12.
Deferred tax assets essentially regard fair value gains recognised on assets acquired as a result of business combinations in previous years (€2,002,026 thousand as at 31 December 2014). They are primarily attributable to the Aeroporti di Roma group and the Group's Chilean and Brazilian motorway operators.

The principal changes during the period reflect:

a) the net increase of €113,842 thousand in deferred tax assets in connection with the non-deductible portion of provisions, primarily having regard to the repair and replacement of assets held under concession;
b) recognition of the impact of changes in tax rates (a €111,224 thousand increase in net deferred tax liabilities), essentially resulting from the tax reforms approved by the Chilean parliament in September 2014, which, among other things, has led to a progressive increase in corporation tax rates from 21% in 2014 to 25% from 2017 on. This has resulted in the remeasurement of net deferred tax liabilities attributable to the Group's Chilean companies;
c) the release of €110,939 thousand in deferred tax assets on the reversal of intercompany gains in connection with the contribution, in 2003, of a portfolio of motorways to Autostrade per l'Italia, equal to the amount for the period deductible from the goodwill recognised by Autostrade per l'Italia as a result of the above transaction;

d) the release of €72,040 thousand in deferred tax liabilities accounted for on gains resulting from the above business combinations, following the recognition of amortisation for the period;
e) the release of tax losses eligible to be carried forward to future years, totalling €39,805 thousand, including €21,455 thousand relating to Ecomouv following the termination of its partnership agreement with the French government;
f) the recognition in comprehensive income of net deferred tax assets on the fair value measurement of hedging derivatives (€22,956 thousand).

7.6 Other non-current assets / €12,782 thousand (€8,589 thousand)

This item is up €4,193 thousand, essentially due to the receivable due to the operator Rodovia MG050, from the Grantor for the State of Minas Gerais.

7.7 Trading assets / €1,407,260 thousand (€1,332,025 thousand)

As at 31 December 2014, trading assets consist of:
a) inventories of €59,623 thousand as at 31 December 2014 (€55,831 thousand as at 31 December 2013), consisting of stocks and spare parts used in the maintenance or assembly of plant;
b) contract work in progress, totalling €20,088 thousand (26,754 thousand as at 31 December 2013);
c) trade receivables of €1,327,549 thousand, the detailed composition of which is shown in the following table.

(€000)	31.12.2014				31.12.2013			
	AMOUNTS DUE FROM CUSTOMERS	OTHER TRADE RECEIVABLES	PREPAYMENTS AND OTHER TRADING ASSETS	TOTAL	AMOUNTS DUE FROM CUSTOMERS	OTHER TRADE RECEIVABLES	PREPAYMENTS AND OTHER TRADING ASSETS	TOTAL
Amounts receivable from motorway users	746,349				712,477			
Amounts receivable from airport users	230,444				262,460			
Service area operators	94,946				123,589			
Receivable from sundry customers and retentions	31,067				26,692			
Gross trade receivables	**1,102,806**	**337,072**	**87,146**	**1,527,024**	**1,125,218**	**311,221**	**47,935**	**1,484,374**
Allowance for bad debts	**124,320**	**75,155**	**-**	**199,475**	**165,615**	**69,319**	**-**	**234,934**
Net trade receivables	**978,486**	**261,917**	**87,146**	**1,327,549**	**959,603**	**241,902**	**47,935**	**1,249,440**

Receivables due from customers, before the allowance for bad debts, have decreased €22,412 thousand with respect to 2013. The allowance for bad debts is down €41,295 thousand compared with 2013. The change includes the use of €27,684 thousand in provisions by Aeroporti di Roma, primarily as a result of settlements agreed with customers. Prepayments and other trading assets are up €39,211 thousand, with €13,958 relating to prepayments made by Aeroporti di Roma to contractors working on construction of Departure Area F (the former Pier C).

The following table shows an ageing schedule for amounts due from customers and other trade receivables.

(€000)	TOTAL RECEIVABLES AT 31.12.2014	TOTAL NOT YET DUE AND PAYABLE	MORE THAN 90 DAYS OVERDUE	BETWEEN 90 AND 365 DAYS OVERDUE	MORE THAN ONE YEAR OVERDUE
Due from customers and other trade receivables	**1,439,878**	**1,031,842**	**60,254**	**47,189**	**300,593**

Overdue receivables regard uncollected and unpaid tolls, in addition to royalties due from service area operators and sales of other goods and services, such as authorisations to cross motorways.

The following table shows movements in the allowance for bad debts for trade receivables, which is adequate and has been determined with reference to past experience and historical data regarding losses on receivables, taking into account guarantee deposits and other collateral given by customers.

(€000)	31.12.2013	ADDITIONS	USES	RECLASSIFICATIONS AND OTHER CHANGES	31.12.2014
Allowance for bad debts	**234,934**	**43,161**	**-71,754**	**-6,866**	**199,475**

The carrying amount of trade receivables approximates to fair value, in that the effect of discounting to present value is not material.

7.8 Cash and cash equivalents / €1,904,996 thousand (€4,414,215 thousand)

Cash and cash equivalents consists of cash on hand and short-term investments. The balance is down €2,509,219 thousand compared with 31 December 2013, primarily reflecting the redemption of bonds (totalling €2,514,241 thousand), essentially relating to bonds issued by Atlantia and tranches A2 and A3 issued by the special purpose entity, Romulus Finance (a subsidiary of Aeroporti di Roma), as described in greater detail in note 7.15.
Detailed explanations of the cash flows resulting in the decrease in the Group's cash in 2014, in addition to the above repayments of debt, are contained in note 9.1.

7.9 Current tax assets and liabilities
Current tax assets / €41,222 thousand (€68,867 thousand)
Current tax liabilities / €28,331 thousand (€40,502 thousand)

Current tax assets and liabilities at the beginning and end of the period are detailed below.

(€000)	CURRENT TAX ASSETS		CURRENT TAX LIABILITIES	
	31.12.2014	31.12.2013	31.12.2014	31.12.2013
IRES	34,444	60,924	127	17,267
IRAP	1,366	2,646	3,614	3,690
Taxes attributable to foreign operations	5,412	5,297	24,590	19,545
Total	**41,222**	**68,867**	**28,331**	**40,502**

As at 31 December 2014, the Group reports net current tax assets of €12,891 thousand, compared with tax assets of €28,365 thousand as at 31 December 2013. It should be noted that the current tax assets also include the amount due from parent Sintonia, totalling €18,710 thousand, arising from the participation of some companies of Atlantia Group in the tax consolidation arrangement headed by Sintonia for the tax years 2004-2007.

7.10 Other current assets / €207,794 thousand (€153,793 thousand)

This item consists of receivables and other current assets that are not eligible for classification as trading or financial. The composition of this item is shown below.

(€000)	31.12.2014	31.12.2013	INCREASE/(DECREASE)
Tax credits other than for income tax	48,435	64,786	-16,351
Receivables due from end users and insurance companies for damages	32,933	34,801	-1,868
Receivable from public entities	18,409	10,184	8,225
Receivables from social security institutions	4,629	9,268	-4,639
Accrued income of a non-trading nature	3,506	2,324	1,182
Other current assets	130,812	63,381	67,431
Gross other current assets	**238,724**	**184,744**	**53,980**
Allowance for bad debts	-30,930	-30,951	21
Other current assets	**207,794**	**153,793**	**54,001**

The balance is up €54,001 thousand compared with 31 December 2013, primarily due to the following:

a) the increase in other current assets of €67,431 thousand which essentially reflects advances paid to some suppliers, on the basis of a settlement agreement, and regarding contract reserves accounted for in connection with work on the upgrade of the section of the A1 Milan-Naples motorway that crosses the Apennines between Sasso Marconi and Barberino del Mugello: these advances will be subject to final approval following a possibile transaction or civil proceedings as results of the in progress technical investigation;

b) the decrease of €16,351 thousand related to tax credit other than for income tax.

It should be noted that the allowance for bad debts, totalling €30,930 thousand as at 31 December 2014 (€30,951 thousand as at 31 December 2013) primarily relates to Stalexport Autostrady's accounts receivable (in the table included in other current assets) from a number of investee companies on Stalexport's repayment, acting in its capacity of guarantor, to local authorities of loans on the books of its investee companies, which are now insolvent.

7.11 Non-current assets held for sale or related to discontinued operations / €539,354 thousand (€18,153 thousand) Liabilities related to discontinued operations / €423,241 thousand (-)

As previously described above in other sections of note 7, following the French government's decision to terminate the partnership agreement relating to the Eco-Taxe project, the assets and liabilities of the French companies involved in the project have been reclassified to these items. In addition, as was the case at 31 December 2013, non-current assets held for sale regard:

a) the non-controlling interest in Lusoponte, totalling €12,239 thousand and loans and receivables due from this company, totalling €1,643 thousand;

b) the remaining 2% interest in Strada dei Parchi, amounting to €4,271 thousand, that is the subject of put and call options agreed with Toto Costruzioni Generali in the contract governing the sale, in 2011, of a controlling interest in the company.

The following table shows the composition of assets and liabilities held for sale or related to discontinued operations, according to their nature (trading, financial or other).

(€000)	31.12.2014	31.12.2013	INCREASE/(DECREASE)
Assets held for sale			
Property, plant and equipment	1,570	-	1,570
Investments	16,510	16,510	-
Financial assets	297,532	1,643	295,889
Deferred tax assets	2,829	-	2,829
Trading assets	157,616	-	157,616
Other assets	63,297	-	63,297
Total assets held for sale	**539,354**	**18,153**	**521,201**
Liabilities held for sale	**423,241**	**-**	**423,241**
of which:			
Financial liabilities	287,046	-	287,046
Trading liabilities	71,833	-	71,833
Other liabilities	64,362	-	64,362
Total Liabilities held for sale	**423,241**	**-**	**423,241**

7.12 Equity / €8,263,322 thousand (€8,209,667 thousand)

Atlantia's issued capital as at 31 December 2014 is fully subscribed and paid-in and consists of 825,783,990 ordinary shares with a par value of €1 each, amounting to €825,784 thousand. The issued capital did not undergo any changes in 2014.

As at 31 December 2014:

a) Atlantia holds 12,627,801 treasury shares (12,837,326 as at 31 December 2013);
b) shares outstanding total 813,156,189 (812,946,664 as at 31 December 2013).

Both the reduction in treasury shares and the accompanying increase in shares outstanding, totalling 209,525 shares, reflect the shares allocated to the beneficiaries of the 2011 Share Option Plan, as described in the disclosures on share-based regarding share-based payments in note 10.6.

Equity attributable to owners of the parent, totalling €6,518,942 thousand, is up €37,575 thousand compared with 31 December 2013. The most important changes during the period are shown in detail in the statement of changes in consolidated equity. These regard:

a) profit for the year attributable to owners of the parent (€740,252 thousand);
b) the other comprehensive loss for the period (€102,097 thousand), primarily reflecting:
    1) fair value losses on cash flow hedges, totalling €74,439 thousand;
    2) the reduction in the foreign currency translation reserve of assets and liabilities of consolidated companies, totalling €15,983 thousand, reflecting the fall in the value of the Chilean peso against the euro;
c) payment of the final dividend for 2013 (€317,862 thousand) and of the interim dividend for 2014 (€288,664 thousand).

Equity attributable to non-controlling interests of €1,744,380 thousand is up €16,080 thousand on the figure for 31 December 2013 (€1,728,300 thousand), essentially due to:

a) profit for the year attributable to non-controlling interests (€33,236 thousand);
b) the other comprehensive loss for the year, above all due to the reduction in the foreign currency translation reserve of assets and liabilities of consolidated companies, as a result of transactions in functional currencies other than the euro, totalling €13,248 thousand, reflecting the above depreciation of the Chilean peso;
c) the payment of dividends, totalling €8,211 thousand.

Atlantia manages its capital with a view to creating value for shareholders, ensuring the Group can function as a going concern, safeguarding the interests of stakeholders, and providing efficient access to external sources of financing to adequately support the growth of the Group's businesses and fulfil the commitments given in concession arrangements.

Other comprehensive income

The section "Consolidated financial statements" includes the "Statement of comprehensive income", showing after tax other comprehensive income, in addition to the profit for the year.

The following table shows the gross amount and net amounts of components of other comprehensive income including amounts attributable to owners of the parent and non-controlling interests.

(€000)	2014			2013		
	BEFORE TAX	TAX	AFTER TAX	BEFORE TAX	TAX	AFTER TAX
Fair value gains/(losses) on cash flow hedges	-112,879	29,128	-83,751	63,773	-14,789	48,984
Fair value gains/(losses) on net investment hedges	-	-	-	1,645	-452	1,193
Gains/(Losses) from translation of assets and liabilities of consolidated companies denominated in functional currencies other than the euro	-29,231	-	-29,231	-387,812	-	-387,812
Gains/(Losses) from translation of investments in associates and joint ventures accounted for using the equity method denominated in functional currencies other than the euro	1,806	-	1,806	-6,544	-	-6,544
Other comprehensive income/(loss) for the period reclassifiable to profit or loss, after related taxation (A)	**-140,304**	**29,128**	**-111,176**	**-328,938**	**-15,241**	**-344,179**
Gains/(Losses) from actuarial valuations of provisions for employee benefits	-17,968	4,685	-13,283	4,243	-31	4,212
Other comprehensive income/(loss) for the period not reclassifiable to profit or loss, after related taxation (B)	**-17,968**	**4,685**	**-13,283**	**4,243**	**-31**	**4,212**
Reclassifications of other components of comprehensive income to profit or loss (C)	**18,516**	**-6,172**	**12,344**	**1,830**	**-89**	**1,741**
Total other comprehensive income for the year, after related taxation and reclassifications to profit or loss of the year (A + B + C)	**-139,756**	**27,641**	**-112,115**	**-322,865**	**-15,361**	**-338,226**

7.13 Provisions for construction services required by contract (non-current) / €3,783,956 thousand (€3,728,446 thousand) (current) / €499,119 thousand (€433,590 thousand)

Provisions for construction services required by contract represent the residual present value of motorway infrastructure construction and/or upgrade services that certain of the Group's operators, particularly Autostrade per l'Italia, are required to provide and for which no additional economic benefits are received in terms of specific toll increases and/or significant increases in traffic.

The following table shows provisions for construction services required by contract and for which no additional economic benefits are received at the beginning and end of the year and changes during 2014, showing the non-current and current portions.

(€000)	31.12.2013		
	CARRYING AMOUNT	NON-CURRENT	CURRENT
Provisions for construction services required by contract	4,162,036	3,728,446	433,590

The €121,039 thousand increase in the combined current and non-current provisions essentially reflects the combined effect of the following:

a) a €457,757 thousand increase, essentially reflecting the decline in the current and future interest rates used at the end of 2014 to discount provisions to present value which is related to Autostrade per l'Italia for an amount of €295,552 thousand, with an analogous increase in intangible assets deriving from concession rights;
b) a €72,108 thousand increase in finance-related provisions accruing in 2014, being the double entry to the financial expenses accruing in 2014 in connection with discounting to present value and recognised in the consolidated income statement;
c) the release of €406,613 thousand, net of government grants, in connection with construction services completed during the period and for which no additional benefits are received.

7.14 Provisions (non-current) / €1,426,848 thousand (€1,267,429 thousand) (current) / €594,105 thousand (€463,784 thousand)

The table below shows the main provisions of the Group companies, the carrying amount at the beginning and end of the period and changes in 2014, showing the non-current and current portions.

(€000)	31.12.2013			CHANGES DURING THE YEAR	
	CARRYING AMOUNT	NON-CURRENT	CURRENT	OPERATING PROVISIONS	FINANCIAL PROVISIONS
Provisions for employee benefits					
Post-employment benefits	174,992	155,993	18,999	6,523	3,821
Other employee benefits	1,173	1,116	57	687	-
Total	**176,165**	**157,109**	**19,056**	**7,210**	**3,821**
Provisions for repair and replacement obligations	**1,113,331**	**859,722**	**253,609**	**575,225**	**32,332**
Provisions for airport refurbishment	**287,514**	**180,384**	**107,130**	**105,158**	**8,008**
Other provisions					
Provisions for impairments exceeding carrying amounts of investments	3,729	-	3,729	20	-
Provisions for disputes, liabilities and sundry charges	150,474	70,214	80,260	28,515	-
Total	**154,203**	**70,214**	**83,989**	**28,535**	**-**
TOTAL PROVISIONS	**1,731,213**	**1,267,429**	**463,784**	**716,128**	**44,161**

CHANGES DURING THE YEAR					31.12.2014		
CHANGES DUE TO REVISED PRESENT VALUE OF OBLIGATIONS	FINANCIAL PROVISIONS	REDUCTIONS FOR COMPLETED WORKS	GRANTS ACCRUED ON COMPLETED WORKS	CURRENCY TRANSLATION DIFFERENCES	CARRYING AMOUNT	NON-CURRENT	CURRENT
457,757	72,108	-441,195	34,582	-2,213	4,283,075	3,783,956	499,119

CHANGES DURING THE YEAR						31.12.2014		
DEFERRED ACTUARIAL GAINS/(LOSSES) RECOGNISED IN COMPREHENSIVE INCOME	REDUCTIONS DUE TO POST-EMPLOYMENT BENEFITS PAID AND ADVANCES	REDUCTIONS DUE TO REVERSAL OF OVERPROVISIONS	OPERATING USES	CURRENCY TRANSLATION DIFFERENCES, RECLASSIFICATIONS AND OTHER CHANGES	CHANGES IN SCOPE OF CONSOLIDATION DUE TO DECONSOLIDATIONS	CARRYING AMOUNT	NON-CURRENT	CURRENT
17,968	-7,854	-	-	-5,483	-266	189,701	168,136	21,565
-	-	-136	-	253	-	1,977	1,874	103
17,968	**-7,854**	**-136**	**-**	**-5,230**	**-266**	**191,678**	**170,010**	**21,668**
-	**-**	**-**	**-359,029**	**-2,664**	**-**	**1,359,195**	**1,029,314**	**329,881**
-	**-**	**-**	**-85,927**	**1,571**	**-**	**316,324**	**156,807**	**159,517**
-	-	-	-	-195	-	3,554	-	3,554
-	-	-7,881	-19,673	-1,133	-100	150,202	70,717	79,485
-	**-**	**-7,881**	**-19,673**	**-1,328**	**-100**	**153,756**	**70,717**	**83,039**
17,968	**-7,854**	**-8,017**	**-464,629**	**-7,651**	**-366**	**2,020,953**	**1,426,848**	**594,105**

Provisions for employee benefits
(non-current) / €170,010 thousand (€157,109 thousand)
(current) / €21,668 thousand (€19,056 thousand)

As at 31 December 2014, this item consists essentially of provisions for post-employment benefits to be paid to staff employed under Italian law.

Provisions for employee benefits are up €15,513 thousand on the previous year, reflecting a combination of the following:

a) operating and financial provisions, totalling €11,031 thousand;
b) actuarial losses of €17,968 thousand recognised in comprehensive income;
c) uses of provisions, amounting to €7,854 thousand, for benefits and advances paid.

The most important actuarial assumptions used to measure the provision for post-employment benefits at 31 December 2014 are summarised below.

FINANCIAL ASSUMPTIONS	
Annual discount rate (*)	0.91%
Annual inflation rate	0.60% for 2015
	1.20% for 2016
	1.50% for 2017 and 2018
	2.0% from 2019 on
Annual rate of increase in post-employment benefits	1.950% for 2015
	2.400% for 2016
	2.625% for 2017 and 2018
	3.00% from 2019 on
Annual rate of increase in real salaries	from 0,07 to 0.65%
Annual turnover rate	from 0.75% to 6%
Duration (years)	7.9 to 18.9

(*) The annual discount rate used to determine the present value of the obligation was determined with reference to the average yield curve taken from the Iboxx Corporate AA index on the valuation date for durations of 7-10 years, which reflect the overall duration of the provisions.

DEMOGRAPHIC ASSUMPTIONS	
Mortality	Government General Accounting Office projections
Disability	INPS tables by age and sex
Retirement age	Mandatory state pension retirement age, updated on the basis of Law 214 of 22 December 2011

The following table shows a sensitivity analysis at the end of the year based on assumed changes in the individual rates used in the actuarial assumptions.

Sensitivity analysis of post-employment benefit obligations (TFR) as at 31 December 2014

(€000)	CHANGE IN ASSUMPTIONS					
	TURNOVER RATE		INFLATION RATE		DISCOUNT RATE	
	+1%	-1%	+0.25%	-0.25%	+0.25%	-0.25%
Provision for TFR of Atlantia Group	189,197	191,941	192,952	188,193	186,734	194,499

Provisions for repair and replacement obligations
(non-current) / €1,029,314 thousand (€859,722 thousand)
(current) / €329,881 thousand (€253,609 thousand)

This item regards the present value of the estimated costs to be incurred for the repair and replacement of assets operated under concession, in accordance with the contractual commitments of the Group's motorway operators. The balance of these provisions is up €245,864 thousand, essentially due to operating and financial provisions (totalling €607,557 thousand), in part reflecting the decline in the interest rates used to discount to present value, partially offset by uses (€359,029 thousand) for repairs and replacements during the period.

Provisions for refurbishment of airport infrastructure
(non-current) / €156,807 thousand (€180,384 thousand)
(current) / €159,517 thousand (€107,130 thousand)

Provisions for the refurbishment of airport infrastructure amount to €316,324 thousand and represent the present value of the estimated costs to be incurred for extraordinary maintenance, repairs and replacements under the contractual obligation provided for in the airport concession arrangement entered into by Aeroporti di Roma. The objective of such services is to ensure that the airport infrastructure is fit for purpose and safe.

Other provisions
(non-current) / €70,717 thousand (€70,214 thousand)
(current) / €83,039 thousand (€83,989 thousand)

These provisions essentially regard estimates of liabilities, at the end of the period, expected to be incurred in connection with pending litigation and disputes, including the estimated expenses provisioned for contract reserves relating to contractors who carry out maintenance work on the infrastructure operated under concession. The overall balance at the end of 2014 is in line with 31 December 2013, essentially reflecting the opposing effects of operating provisions of €28,535 thousand and uses and releases of overprovisions totalling €27,554 thousand following the settlement of a number of disputes.

7.15 Financial liabilities
(non-current) / €13,993,903 thousand (€14,456,474 thousand)
(current) / €1,168,373 thousand (€3,858,270 thousand)

Medium and long-term borrowings
(non-current) / €13,993,903 thousand (€14,456,474 thousand)
(current) / €920,577 thousand (€3,530,476 thousand)

The following tables provide an analysis of medium and long-term financial liabilities, showing:

a) an analysis of the balance by face value and maturity (current and non-current portions);

(€000)	31.12.2014	
	FACE VALUE	CARRYING AMOUNT
Medium and long-term financial liabilities		
Bond issues (1) (2) (3)	**10,699,995**	**10,493,593**
Bank borrowings	3,415,785	3,421,849
Derivative liabilities	139,242	130,421
Medium and long-term borrowings (2) (3)	**3,555,027**	**3,552,270**
Derivative liabilities (4)		**517,581**
Accrued expenses on medium and long-term financial liabilities		340,824
Other financial liabilities		10,212
Other medium and long-term financial liabilities		**351,036**
Total		**14,914,480**

(1) The par value of the bond issues hedged by Cross Currency Swaps and IPCA x CDI Swaps is shown at the hedged notional value.
(2) Financial instruments classified as financial liabilities measured at amortised cost in accordance with IAS 39.
(3) Further details of hedged financial liabilities are contained in note 9.2.
(4) Financial instruments classified as hedging derivatives in accordance with IAS 39 and in level 2 of the fair value hierarchy.

31.12.2014				31.12.2013			
CURRENT PORTION	NON-CURRENT PORTION	TERM		FACE VALUE	CARRYING AMOUNT	CURRENT PORTION	NON-CURRENT PORTION
		BETWEEN 13 AND 60 MONTHS	AFTER 60 MONTHS				
162,887	**10,330,706**	**4,876,256**	**5,454,450**	**12,956,303**	**12,674,485**	**2,483,266**	**10,191,219**
344,138	3,077,711	813,407	2,264,304	4,294,519	4,292,416	675,384	3,617,032
65,381	65,040	53,772	11,268	133,228	121,769	10,082	111,687
409,519	**3,142,751**	**867,179**	**2,275,572**	**4,427,747**	**4,414,185**	**685,466**	**3,728,719**
2,672	**514,909**	**9,800**	**505,109**		**495,726**	**-**	**495,726**
340,824	-	-	-		361,744	361,744	-
4,675	5,537	5,537	-		40,810	-	40,810
345,499	**5,537**	**5,537**	**-**		**402,554**	**361,744**	**40,810**
920,577	**13,993,903**	**5,758,772**	**8,235,131**		**17,986,950**	**3,530,476**	**14,456,474**

b) type of interest rate, maturity and fair value;

(€000)	MATURITY	31.12.2014 CARRYING AMOUNT [1]	31.12.2014 FAIR VALUE [2]	31.12.2013 CARRYING AMOUNT [1]	31.12.2013 FAIR VALUE [2]
Bond issues					
- listed fixed rate	from 2015 to 2034	9,581,430	11,064,795	11,493,054	12,380,322
- listing floating rate	from 2015 to 2023	481,548	522,269	857,805	910,247
- unlisted fixed rate	from 2032 to 2038	335,980	467,144	260,921	303,040
- unlisted floating rate	2015	94,635	111,473	62,705	70,667
		10,493,593	**12,165,681**	**12,674,485**	**13,664,276**
Medium and long-term bank borrowings					
- fixed rate	from 2015 to 2036	1,853,032	2,174,926	1,704,277	1,792,364
- floating rate	from 2015 to 2034	1,408,307	1,414,296	2,375,838	2,407,376
- non-interest bearing	from 2015 to 2017	160,510	160,510	212,301	212,301
Bank borrowings		**3,421,849**	**3,749,732**	**4,292,416**	**4,412,041**
- fixed rate	from 2015 to 2024	6,981	6,981	43,592	43,592
- floating rate	from 2015 to 2017	78,031	78,031	31,760	31,760
- non-interest bearing	from 2019 to 2020	45,409	45,404	46,417	43,865
Other borrowings		**130,421**	**130,416**	**121,769**	**119,217**
Medium and long-term borrowings		**3,552,270**	**3,880,148**	**4,414,185**	**4,531,258**
Derivative liabilities		**517,581**	**517,581**	**495,726**	**495,726**
Accrued expenses on medium and long-term financial liabilities		340,824	-	361,744	-
Other financial liabilities		10,212	-	40,810	-
Other medium and long-term financial liabilities		**351,036**	**-**	**402,554**	**-**
Total		**14,914,480**	**16,563,410**	**17,986,950**	**18,691,260**

(1) The amounts shown in the table for medium and long-term financial liabilities include both the non-current and current portions.
(2) The fair value shown is classified in level 2 of the fair value hierarchy.

c) a comparison of the face value of each liability (bond issues and medium and long-term borrowings) and the related carrying amount, by issue currency, showing the corresponding average and effective interest rate;

(€000)	31.12.2013 FACE VALUE	31.12.2013 CARRYING AMOUNT	31.12.2014 FACE VALUE	31.12.2014 CARRYING AMOUNT	AVERAGE INTEREST RATE TO 31.12.2014 [1]	EFFECTIVE INTEREST RATE AS AT 31.12.2014
Euro (EUR)	14,364,300	14,304,282	11,271,408	11,279,187	4.43%	4.56%
Pound sterling (GBP)	1,068,972	841,888	1,068,972	841,888	6.34%	6.13%
Yen (JPY)	149,176	137,387	149,176	137,387	5.30%	5.48%
Zloty (PLN)	116,847	103,176	104,449	93,987	6.37%	6.16%
Peso (CLP)/unidad de fomento (UF)	1,107,681	1,149,223	1,072,166	1,110,066	8.65%	8.25%
Real (BRL)	570,091	545,732	581,686	576,183	12.20%	12.89%
Dollar (USD)	6,983	6,982	7,165	7,165	5.25%	5.25%
Total	**17,384,050**	**17,088,670**	**14,255,022**	**14,045,863**	**5.17%**	**-**

(1) This figure includes the impact of foreign currency hedges and the risk of changes in interest rates and exchange rates.

d) movements during the period in the carrying amounts of outstanding bond issues and medium and long-term borrowings.

(€000)	CARRYING AMOUNT AS AT 31.12.2013	NEW BORROWINGS	REPAYMENTS	CURRENCY TRANSLATION DIFFERENCES	OTHER CHANGES	CARRYING AMOUNT AS AT 31.12.2014
Bond issues	12,674,485	227,683	-2,514,241	79,134	26,532	10,493,593
Bank borrowings	4,292,416	397,940	-818,733	-3,174	-446,600	3,421,849
Other borrowings	121,769	6,815	-15,207	-975	18,019	130,421
Total	**17,088,670**	**632,438**	**-3,348,181**	**74,985**	**-402,049**	**14,045,863**

It should be noted that the other changes, for payables to banks, totaling € 446,600 thousand, includes the assumption of a portion of the debts of Ecomouv project by the French State, as described in "medium-long term".

Finally it should be note that the Group uses derivative financial instruments to hedge existing and future, highly probable, risks associated with certain financial liabilities, including interest rate swaps (IRS), cross currency swaps (CCRS), and Índice Nacional de Preços ao Consumidor Amplo (IPCA) x Certificado de Depósito Interfinanceiro (CDI) Swaps, which are classified as cash flow hedges or fair value hedges pursuant to IAS 39. The fair value of the hedging instruments as at 31 December 2014 is recognised in "Derivative liabilities". More detailed information on financial risks and the manner in which they are managed, in addition to details of outstanding financial instruments held by the Group, is contained in note 9.2 "Financial risk management".

Bond issues

(non-current) / €10,330,706 thousand (€10,191,219 thousand)
(current) / €162,887 thousand (€2,483,266 thousand)

This item principally refers to bonds issued by Atlantia as part of its €10 billion Medium Term Note (MTN) programme and accounted for at a total amount of €7,589,562 thousand as at 31 December 2014.

The reduction in the balance of €2,180,892 thousand primarily reflects:

a) redemptions of bonds (totalling €2,514,241 thousand), essentially relating to bonds issued by Atlantia with a par value of €2,094,200 thousand, and tranches A2 and A3, totalling €375,000 thousand, issued by the special purpose entity, Romulus Finance (a subsidiary of Aeroporti di Roma);
b) new private placements of bonds by Atlantia (par values of €75,000 thousand and €125,000 thousand, paying fixed coupon interest of 3.625% and 3.24% and maturing in 2038 and 2034) and Rodovia MG050 (a par value of €32,038 thousand, paying a floating CDI rate and maturing in April 2015), in addition to the impact on foreign currency bond issues of movements in the related exchange rates (an increase of €79,134 thousand);

On 31 October 2014, the Central Bank of Ireland and the Irish Stock Exchange approved the Base Prospectus for Autostrade per l'Italia's €7 billion Euro Medium Term Note ("EMTN") Programme, approved by the Board of Directors on 17 October 2014. The new notes that can be issued by Autostrade per l'Italia under the new EMTN Programme will not be backed by any form of guarantee or other credit support from Atlantia, whilst Autostrade per l'Italia will continue to act as guarantor in respect of any outstanding issues under Atlantia's above-mentioned €10 billion EMTN Programme.

Medium and long-term borrowings

(non-current) / €3,142,751 thousand (€3,728,719 thousand)
(current) / €409,519 thousand (€685,466 thousand)

The balance of this item, amounting to €3,552,270 thousand, including the current and non-current portions, is down €861,915 thousand on 31 December 2013, essentially due to the following:

a) repayments of €833,940 thousand during the year;
b) a reduction in Ecomouvs borrowings following the reclassifications to liabilities related to discontinued operations (€104,608 thousand) and the transfer of a portion of its project debt to the French government (€390,790 thousand) as a result of signature of the Trilateral Memorandum of Understanding of 20 June 2014 between Ecomouv, the company's banks and the French government, and the later exercise, by the French government, of

its right to terminate the Partnership Agreement with effect from 30 December 2014, without the possibility of any further claim on Ecomouv;

c) new borrowings (totalling €401,875 thousand), which include:
   1) the use of €200,000 thousand in lines of credit granted by the EIB to Autostrade per l'Italia, including €150,000 thousand (at a fixed rate of 2.75%, maturing in September 2036) drawn on the €250,000 thousand facility obtained in 2013 and €50,000 thousand (at a fixed rate of 2.7%, maturing in September 2034) drawn on the committed line totalling €300,000 thousand obtained in 2010;
   2) drawdowns on the project line of credit obtained by Ecomouv (€197,940 thousand) during 2014;
d) an increase, totalling €46,785 thousand, in payables towards ANAS, as result of the payments, directly made by ANAS, in relation to the funding program for the planned investment included in the relative concession arrangement (according to Laws 662/1996, 345/1997 and 135/1997), of loans issued to Autostrade per l'Italia by lenders. It should be noted that these exposures will be reduced, at the time of issue of specific go-ahead by the Grantor, in face of financial assets related to contributions accrued simultaneously with the executions of the works.

"Medium and long-term borrowings" include loan agreements entailing certain covenants. The method of selecting the variables to compute the ratios is specified in detail in the relevant loan agreements.
It should be noted that some contracts relating to long-term borrowings of the Group include negative pledge clauses, in line with international practice, on the basis of which you can not create or keep (other than due to legal provisions) guarantees on all or part of the assets owned except for debt arising from project finance, and require compliance with certain financial covenants.
The criteria for calculation of the economic and financial indicators used for these ratios are determined in the relevant contracts. Non-compliance to these covenants, at their reference dates, could configure a default event and include an obligation to reimburse the amounts of principal, interest and additional amounts provided for in the contracts.

Below are the most significant financial covenants:

a) with regard to Autostrade per l'Italia:
   1) "Term loan facility" (€159,615 thousand as at 31 December 2014) and "Revolving Credit Facility", which requires the company to comply with certain covenants over the term of the facility and which, until 31 December 2014, have never been breached. In particular this requires the borrower to remain within certain thresholds with regard to: (i) Atlantia's consolidated accounts, the ratio of "FFO + Net Interest Expenses - Capitalised Interest and Financing Charges", as numerator, and "Net interest expense", as denominator, and the ratio of "FFO / Total Net Debt", (ii) Atlantia's "Net Worth";
   2) loans with Cassa Depositi e Prestiti (totalling €671,734 thousand at 31 December 2014) requiring compliance with a minimum threshold of "Operating cash flow available for debt service / Debt Service" (DSCR);
b) with regard to Aeroporti di Roma:
   1) the revolving line of credit provides for a maximum leverage ratio (based on the long-term rating assigned to ADR by the relevant rating agencies), and a minimum Debt Service Coverage Ratio (DSCR);
   2) tranche A4 of Romulus Finance's bond issue (totalling €295,200 thousand) requires the issuer to comply with certain covenants based on: (i) the ratio of free cash flow to debt service, (ii) the ratio of the present value of future cash flow to net debt, and (iii) the ratio of net debt to EBITDA.

It should be noted that, concerning the financial commitments of the foreign project companies, their debts do not include the possibility to make use of the parent and contain covenants typical of international practice. The main commitments provide for the destination of all assets and debts of the Subsidiary for the benefit of creditors.

Non-current derivative liabilities

(non-current) / €514,909 thousand (€495,726 thousand)
(current) / €2,672 thousand (-)

This item represents fair value losses on outstanding derivatives as at 31 December 2014, classified as cash flow hedges or fair value hedges depending on the hedged risk, as required by IAS 39.

The non-current portion includes:

a) fair value losses on Cross Currency Interest Rate Swaps (CCIRS) entered into by Atlantia and Aeroporti di Roma to hedge the foreign currency and interest rate risks on Medium and long-term bond issues denominated in sterling, with par values of GBP500 million and GBP215 million, and the swaps entered into by Atlantia with a par value of ¥20 billion, amounting to a total fair value of €401,088 thousand. The overall balance is down €19,929 thousand, reflecting net movements in exchange rates (€57,317 thousand) – with a matching change in the underlying liabilities – partially offset by the impact of the reduction in the interest rates used at 31 December 2014, compared with those at 31 December 2013 (€37,285 thousand);

b) fair value losses on Interest Rate Swaps (€104,021 thousand) entered into by certain Group companies to hedge interest rate risk on their non-current financial liabilities. The increase of €40,611 thousand reflects a reduction in the interest rates used at 31 December 2014, compared with those at 31 December 2013, partially offset by a reduction in Ecomouvs derivatives as a result of the above agreements between the company, its banks and the French Government;

c) fair value losses on IPCA x CDI Swaps (€9,800 thousand), classified as fair value hedges, entered into by Triangulo do Sol and Rodovias das Colinas with the aim of converting bonds issued at a real IPCA rate to a floating nominal CDI rate.

Further details of derivative financial instruments entered into by the Group companies for hedging purposes are contained in note 9.2.

Other Medium and long-term financial liabilities
(non-current) / €5,537 thousand (€40,810 thousand)
(current) / €345,499 thousand (€361,744 thousand)

The balance of this item, including the current and non-current portions, is down €51,518 thousand, primarily following:

a) a reduction in other financial liabilities (€30,598 thousand), in particular, following the agreements entered into by the Bertin group and Autostrade do Brazil in connection with the acquisition of the Brazilian operators in 2012, which was subject to an earn-out adjustment based on the effective toll revenue of Triangulo do Sol, Rodovias das Colinas and Concessionaria Rodovias do Tietê during the three-year period 2012-2014, the earn-out liability, recognized during the past years and totalling €35,697 thousand, has been realesed through income statement;

b) a reduction in accrued expenses payable (€20,920 thousand) mainly due to the repayments of the 2014.

Short-term financial liabilities / €247,796 thousand (€327,794 thousand)

The composition of short-term financial liabilities is shown below.

(€000)	31.12.2014	31.12.2013
Bank overdrafts	813	7,228
Short-term borrowings	244,820	2,976
Derivative liabilities	1,034	134
Intercompany current account payables due to related parties	67	13,508
Other current financial liabilities	1,062	303,948
Short-term financial liabilities	**247,796**	**327,794**

The reduction of €79,998 thousand compared with 31 December 2013 primarily reflects a decrease in other current financial liabilities (€302,886 thousand), essentially following payment, in January 2014, the interim dividend payable by Atlantia for 2013 (€288,596 thousand) and reduction in the intercompany current account payables due to unconsolidated investees (€13,441 thousand), partially offset by the new short-term bank facility obtained by Autostrade Meridionali, amounting to €300,000 thousand, of which €245,000 thousand has been drawn down as at 31 December 2014. The loan is floating rate and matures in December 2015.

Net debt in compliance with ESMA Recommendation of 20 March 2013

An analysis of net debt is shown below with amounts payable to and receivable from related parties, as required by Consob Ruling DEM/6064293 of 28 July 2006, in accordance with European Securities and Markets Authority - ESMA (formerly CESR) Recommendation of 10 February 2005, as amended by ESMA on 20 March 2013 (which does not entail the deduction of non-current financial assets from debt).

(€000)	31.12.2014	OF WHICH RELATED PARTY TRANSACTIONS	31.12.2013	OF WHICH RELATED PARTY TRANSACTIONS
Cash	-1,326		-2,436	
Cash equivalents and intercompany current account receivables due from related parties	-579		-1,978	
Securities held for trading	-49		-	
Cash and cash equivalents (A)	**-1,954**		**-4,414**	
Current financial assets (*) (B)	**-1,212**	**117**	**-803**	**111**
Bank overdrafts	1		7	
Current portion of medium and long-term financial liabilities	921		3,531	
Other financial liabilities	247	-	320	138
Financial liabilities related to discontinued operations	287		-	
Current financial liabilities (C)	**1,456**		**3,858**	
Current net debt (D = A + B + C)	**-1,710**		**-1,359**	
Medium and long-term borrowings	3,143		3,729	
Bond issues	10,331		10,191	
Other non-current financial liabilities	520		537	
Non-current financial liabilities (E)	**13,994**		**14,457**	
(Net funds)/Net debt as defined by ESMA Recommendation (F = D + E)	**12,284**		**13,098**	
Non-current financial assets (G)	**-1,756**		**-2,329**	
Net debt (H = F + G)	**10,528**		**10,769**	

(*) Includes financial assets held for sale or related to discontinued operations.

7.16 Other non-current liabilities / €94,742 thousand (€93,469 thousand)

The balance at the end of 2014 is in line with the figure as at 31 December 2013. The following table shows a breakdown of this item.

(€000)	31.12.2014	31.12.2013
Accrued expenses of a non-trading nature	40,662	42,563
Amounts payable to grantors	24,640	31,025
Liabilities deriving from contractual obligations	23,012	18,556
Payable to staff	4,201	2
Other payables	2,227	1,323
Other non-current liabilities	**94,742**	**93,469**

7.17 Trading liabilities / €1,406,019 thousand (€1,446,830 thousand)

An analysis of trading liabilities is shown below.

(€000)	31.12.2014	31.12.2013
Liabilities deriving from contract work in progress	**531**	**229**
Trade payables	769,512	851,905
Payable to operators of interconnecting motorways	525,344	491,242
Tolls in the process of settlement	93,331	84,195
Accrued expenses deferred income and other trading liabilities	17,301	19,259
Trade payables	**1,405,488**	**1,446,601**
Trading liabilities	**1,406,019**	**1,446,830**

The decrease in the balance of this item, totalling €40,811 thousand, is primarily due to the combined effect of a reduction of €82,393 thousand in amounts payable to suppliers, primarily reflecting reclassification of the trade payables of the French companies to liabilities related to discontinued operations, and an increase of €34,102 thousand in amounts payable to the operators of interconnecting motorways, reflecting increases in traffic and tolls on the Group's motorway network in 2014.

7.18 Other current liabilities / €523,686 thousand (€506,884 thousand)

An analysis of other current liabilities is shown below.

(€000)	31.12.2014	31.12.2013
Taxation other than income taxes	121,197	106,886
Concession fees payable	99,826	90,308
Payable to staff	61,064	70,863
Guarantee deposits from users who pay by direct debit	56,121	59,312
Amounts payable for expropriations	43,608	37,742
Social security contributions payable	36,877	36,300
Amounts payable to public entities	17,268	27,899
Accrued expenses of a non-trading nature	2,348	2,892
Other payables	85,377	74,682
Other current liabilities	**523,686**	**506,884**

The item is down of €16,802 thousand compared with 31 December 2013, the more relavant changes are:

a) an increase of the amount of €33,703 thousand payable by Aeroporti di Roma to Lazio Regional Authority in the form of a Regional Tax on Aircraft Noise (IRESA) recognized into the item "taxation other than income taxes". This is a new tax introduced by the Regional Authority to be paid by airlines, who are required to pay the related amount to airport operators, who then periodically pass the sums collected on to the Authority. Aeroporti di Roma began charging for this tax, which came into effect from 1 January 2014, in May 2014, following the signature, on 30 January 2014, of an agreement with Lazio Regional Authority covering collection of the tax;

b) a reduction of €7,465 thousand in the surcharge payable by Aeroporti di Roma on top of air passenger duty for departing and transit passengers recognized into the item "taxation other than income taxes", and a decrease of €5,571 thousand in VAT payable compared with 2013;

c) a reduction of €10,631 thousand in amounts payable to public entities, primarily due to payment, by Aeroporti di Roma, of the fees for firefighting services for 2013 and 2014.

8. Notes to the consolidated income statement

This section contains analyses of the most important consolidated income statement items. Negative components of income are indicated with a minus sign in the headings and tables of the notes while amounts for 2013 are shown in brackets.
It should be noted that, as required by IFRS and as previously described in note 6.3, the contributions of Ecomouv, Ecomouv D&B and Tech Solutions Integrators to the consolidated income statement for both comparative periods have been presented in "Profit/(Loss) from discontinued operations", rather than included in each component of the consolidated income statement for continuing operations.
For the full year 2014 the income statement benefits from contribution of the former Gemina group companies, consolidated from 1 December 2013, as previously described in note 6.1. In addition, following completion of the process of identifying the fair value of the assets acquired and the liabilities assumed as a result of the acquisition of the above companies, some amounts in the statement of financial position as at 31 December 2013 have been restated with respect to those published in the statement of financial position as at 31 December 2013. The related impact of the restatement of amounts has been recognised in the income statement for 2013.
As required by IFRS 5, TowerCo's contributions to the income statement for the first quarter of 2014 and full year 2013 have been reclassified to "Profit/(Loss) from discontinued operations". Details of amounts in the consolidated income statement deriving from related party transactions are provided in note 10.5.

8.1 Toll revenue / €3,677,679 thousand (€3,539,311 thousand)

Toll revenue of €3,677,679 thousand is up €138,368 thousand (3.9%) on the figure for 2013 (€3,539,311 thousand). After stripping out the negative effect of adverse exchange rate movements (€49,966 thousand), toll revenue is up €188,334 thousand (5%), primarily reflecting a combination of:

a) application of annual toll increases for 2014 by the Group's Italian operators (a rise of 4.43% for Autostrade per l'Italia from 1 January 2014), boosting toll revenue by an estimated €115 million;
b) a 1.0% improvement in traffic on the Italian motorway network, accounting for an estimated €28 million increase in toll revenue (including the impact of the different traffic mix);
c) the rise in toll increases, of around €4 million, matching the increased concession fees payable by Italian operators [(1)] and linked to traffic growth;
d) a reduction in revenue resulting from the discounts applied following the decision to reduce the tolls payable by Italian commuters who subscribe to the Telepass service (approximately €3 million);
e) an increase in toll revenue at overseas operators (of around €43 million), primarily reflecting traffic growth (up 2.3% at the Brazilian operators, 5.9% at the Chilean operators and 7.4% at the Polish operator), toll increases applied by the Chilean and Brazilian operators in 2014 (as provided for in the related concession arrangements) and the measures (tolls for vehicles with suspended axles) introduced by ARTESP (Brazil's public transport regulator) to compensate operators in the State of São Paulo for the decision not to apply annual toll increases for the 2013.

8.2 Aviation revenue / €519,979 thousand (34,236 thousand)

This item corresponds to aviation revenues of Aeroporti di Roma and some of its subsidiaries and is up €485,743 thousand compared with 2013 (€34,236 thousand), reflecting the fact that these companies were consolidated from 1 December 2013, as already described in note 8.

An analysis of this item is shown below.

(€000)	2014	2013	INCREASE/(DECREASE)
Airport fees	398,248	26,002	372,246
Centralised infrastructure	13,171	911	12,260
Security services	78,134	5,185	72,949
Other	30,426	2,138	28,288
Aviation revenue	**519,979**	**34,236**	**485,743**

(1) From 1 January 2011, the additional concession fees payable to ANAS, pursuant to Laws 102/2009 and 122/2010, calculated on the basis of the number of kilometres travelled, amount to 6 thousandths of a euro per kilometre for toll classes A and B and 18 thousandths of a euro per kilometre for classes 3, 4 and 5.

8.3 Revenue from construction services / €563,971 thousand (€483,291 thousand)

An analysis of this revenue is shown below.

(€000)	2014	2013	INCREASE/(DECREASE)
Revenue from construction services for which additional economic benefits are received	446,269	422,607	23,662
Revenue from construction services classified in the financial concession rights	49,651	38,136	11,515
Revenue from construction services: government grants for services for which no additional economic benefits are received	34,582	22,548	12,034
Revenue from construction services for sub-operators	33,469	-	33,469
Revenue from construction services	**563,971**	**483,291**	**80,680**

In line with the accounting model adopted pursuant to IFRIC 12, this revenue, which represents the consideration for construction and/or upgrade services rendered, is recognised at fair value based on total costs incurred, represented by operating costs and financial expenses (only for services for which no additional economic benefits are received).
Revenue from construction services performed during the year is up €80,680 thousand on 2013. After stripping out the contribution of the former Gemina group companies (€70,887 thousand in 2014 and €2,290 thousand in 2013), revenues are up €12,083 thousand also due to the effects of revenues (€33,469 thousand) deriving from the handover free of charge of buildings by sub-operators at Autostrade per l'Italia's motorway service areas, following the expiry of their concessions. In 2014, the Group performed other construction services for which no additional economic benefits are received totalling €406,613 thousand, net of the related government grants (384,808 thousand in 2013), for which the Group made use of a portion of the specifically allocated "Provisions for construction services required by contract". This is accounted for as a reduction in operating costs for the period, as explained in note 8.11.
Details of investment in assets held under concession are provided in note 7.2, above

8.4 Contract revenue / €69,319 thousand (€49,277 thousand)

Contract revenue of €69,319 thousand is up €20,042 thousand on 2013 (€49,277 thousand), essentially due to an increase in work carried out by Pavimental and Electronic Transaction Consultants for external customers.

8.5 Other operating income / €782,927 thousand (€598,047 thousand)

An analysis of other operating income is provided below.

(€000)	2014	2013	INCREASE/(DECREASE)
Revenue from sub-concessions	379,509	244,391	135,118
Revenue from Telepass and Viacard fees	127,466	125,560	1,906
Maintenance revenue	35,155	40,371	-5,216
Other revenue from motorway operation	32,046	31,446	600
Revenue from products related to the airport business	28,030	2,003	26,027
Revenue on the sale of technology devices and services	23,886	23,207	679
Refunds	23,027	23,083	-56
Damages and compensation	21,948	21,508	440
Advertising revenue	14,871	6,273	8,598
Other income	96,989	80,205	16,784
Other operating income	**782,927**	**598,047**	**184,880**

Other operating income of €782,927 thousand is up €184,880 thousand on 2013 (€598,047 thousand). After stripping out the contribution of the former Gemina group companies, amounting to €231,402 thousand in 2014 and €18,734 thousand in 2013. This item has decreased by €27,788 thousand, essentially due to reduced revenue for royalties from sub-operators at service areas and a reduction in other income from motorway concessions.

8.6 Raw and consumable materials / €-341,955 thousand (€-229,817 thousand)

This item, which consists of purchases of materials and the change in inventories of raw and consumable materials, is up €112,138 thousand compared with 2013. After stripping out the contribution of the former Gemina group companies, which contribute €24,736 thousand to the figure for 2014 (€1,957 thousand in 2013), this item is up €89,359 thousand. This reflects a €44,212 thousand increase in the cost of construction materials incurred by the Brazilian operator, Rodovia MG050, as a result of investment in assets held under concession. The increase also reflects the rise of €38,328 thousand in the cost of raw and consumable materials, primarily as a result of the start-up of new motorway works, mainly, by Autostrade per l'Italia.

(€000)	2014	2013	INCREASE/(DECREASE)
Construction materials	-188,604	-128,694	-59,910
Electrical and electronic materials	-19,101	-24,053	4,952
Lubricants and fuel	-46,556	-39,995	-6,561
Other raw and consumable materials	-88,321	-30,432	-57,889
Cost of materials	**-342,582**	**-223,174**	**-119,408**
Change in inventories of raw, ancillary and consumable materials and goods for resale	**627**	**-6,643**	**7,270**
Raw and consumable materials	**-341,955**	**-229,817**	**-112,138**

8.7 Service costs / €-1,229,454 thousand (€-1,084,835 thousand)

An analysis of service costs is provided below.

(€000)	2014	2013	INCREASE/(DECREASE)
Construction and similar	-831,286	-713,395	-117,891
Professional services	-87,628	-100,905	13,277
Transport and similar	-52,277	-61,015	8,738
Utilities	-50,858	-53,574	2,716
Insurance	-25,904	-22,643	-3,261
Statutory Auditors' fees	-1,602	-1,220	-382
Other services	-180,833	-134,720	-46,113
Gross service costs	**-1,230,388**	**-1,087,472**	**-142,916**
Capitalised service costs for assets other than concession assets	934	2,637	-1,703
Service costs	**-1,229,454**	**-1,084,835**	**-144,619**

Service costs are up €144,619 thousand in 2014, compared with 2013. After stripping out the contribution of the former Gemina group companies (€230,328 thousand in 2014 and €19,474 thousand in 2013), service costs are down €66,235 thousand, essentially due to a reduction in investment in assets held under concession, also in relation to the completion of the infrastructure linked to the Eco-Taxe project, partially offset by an increase in motorway maintenance costs.

8.8 Staff costs / €-786,211 thousand (€-659,008 thousand)

An analysis of staff costs is shown below.

(€000)	2014	2013	INCREASE/(DECREASE)
Wages and salaries	-555,282	-470,940	-84,342
Social security contributions	-160,092	-135,771	-24,321
Post-employment benefits (including payments to supplementary pension funds or INPS)	-31,176	-25,831	-5,345
Directors' remuneration	-5,646	-4,706	-940
Other staff costs	-34,933	-24,202	-10,731
Gross staff costs	**-787,129**	**-661,450**	**-125,679**
Capitalised staff costs for assets other than concession assets	918	2,442	-1,524
Staff costs	**-786,211**	**-659,008**	**-127,203**

Staff costs (before deducting capitalised expenses) of €787,129 thousand are up €125,679 thousand on 2013 (€661,450 thousand).

At constant exchange rates and on a like-for-like basis, staff costs amount to €663,621 thousand, up €11,599 thousand (1.8%) compared with 2013. This is due to:

a) an increase in the average unit cost (up 1.4%), primarily due to the cost of contract renewals at the Group's Italian motorway operators and industrial companies and inflation-linked salary increases at the overseas motorway operators (in Chile and Brazil), partially offset by a reduction in the cost of variable staff and the application of new contract terms by the Italian motorway operators;
b) an increase of 39 in the average workforce, excluding agency staff (up 0.4%).

The following table shows the average number of employees (by category and including agency staff), as commented on in the section on the "Workforce" in the report on operations. In particular it should be noted that the increase in average workforce is essentially due to the consolidation of the companies of the former Gemina group, strating from 1st December 2013 while data shown in the following table do not include, in both comparative periods, the staff of consolidated companies, whose contribution to the consolidated income statement is shown in discontinued operations in accordance with IFRS 5.

Average workforce	2014	2013	INCREASE/(DECREASE)
Senior managers	240	194	46
Middle managers and administrative staff	7,184	5,594	1,590
Toll collectors	3,281	3,497	-216
Manual workers	2,956	2,143	813
Total	**13,661**	**11,428**	**2,233**

8.9 Other operating costs / €-561,650 thousand (€-526,590 thousand)

An analysis of other operating costs is shown below.

(€000)	2014	2013	INCREASE/(DECREASE)
Concession fees	**-462,254**	**-427,851**	**-34,403**
Lease expense	**-14,576**	**-11,812**	**-2,764**
Grants and donations	-30,943	-29,252	-1,691
Direct and indirect taxes	-20,032	-15,509	-4,523
Other	-33,845	-42,166	8,321
Other costs	**-84,820**	**-86,927**	**2,107**
Other operating costs	**-561,650**	**-526,590**	**-35,060**

Other operating costs are up €35,060 thousand compared with the previous year, essentially due to the change in like-for-like basis attributable to former Gemina group, which has contributed for the full year in 2014 (€59,260 thousand), compared with its contribution for December alone in 2013 (€5,052 thousand).

8.10 Operating change in provisions / €-263,941 thousand (€-39,151 thousand)

This item includes the effects through income statement of operating changes (new provisions and uses) in provisions, excluding those for employee benefits (classified in staff costs), recorded by Group companies during the period in order to meet their legal and contractual obligations which is assumed that will require the use of financial resources in future years. The increase of €224,790 thousand compared with the 2013 is essentially due to the negative impact of the movement in provisions for the repair and replacement of motorway and airport infrastructure operated under concession (€209,845 thousand). This is primarily due to a reduction in the discount rates applied at 31 December 2014, compared with those applied at 31 December 2013, which has resulted in an increase in the present value of the provisions and, as a consequence, the need to make further provisions.

8.11 Use of provisions for construction services required by contract / €406,613 thousand (€384,808 thousand)

This item regards the use of provisions for construction services required by contract, relating to services for which no additional economic benefits are received rendered in 2014, less accrued government grants (recognised in revenue from construction services, as explained in note 8.3). The item represents the indirect adjustment to construction costs classified by nature and incurred by the Group's operators, above all Autostrade per l'Italia, subject to such obligations under their respective concession arrangements.
Further information on construction services and capital expenditure in 2014 is provided in notes 7.2 and 8.3.

8.12 (Impairment losses) and reversals of impairment losses / €-10,701 thousand (€-21,719 thousand)

The figure for 2014 essentially consists of a combination of impairment losses on trade receivables incurred by Group companies, totalling €19,858 thousand, partially offset by the reversal of impairment losses on the concession rights of Stalexport Autostrada Malopolska, amounting to €12,018 thousand, performed for the reasons described in note 7.2.

8.13 Financial income/(expenses) / €-679,907 thousand (€-702,846 thousand)
Financial income / €328,351 thousand (€294,519 thousand)
Financial expenses / €-1,025,594 thousand (€-1,001,094 thousand)
Foreign exchange gains/(losses) / €17,336 thousand (€3,729 thousand)

An analysis of financial income and expenses is detailed below.

(€000)	2014	2013	INCREASE/(DECREASE)
Financial income accounted for as an increase in concession rights and financial assets from government grants	**56,241**	**61,220**	**-4,979**
Dividends received from investee companies	**101**	**78**	**23**
Income from transactions in derivative financial instruments	70,417	42,088	28,329
Financial income linked to agreements with the Bertin group	50,067	-	50,067
Interest and fees on bank and post office deposits	49,932	76,391	-26,459
Financial income accounted for as an increase in financial assets	48,582	37,911	10,671
Other financial income	53,011	76,831	-23,820
Other financial income	**272,009**	**233,221**	**38,788**
Financial income (A)	**328,351**	**294,519**	**33,832**
Financial expenses from the discounting to present value of provisions for construction services required by contract and other provisions	**-116,269**	**-96,333**	**-19,936**
Interest on bonds	-571,997	-582,568	10,571
Losses on derivative financial instruments	-116,916	-110,478	-6,438
Interest on medium and long-term borrowings	-111,292	-132,539	21,247
Impairment losses on investments carried at cost or fair value and non-current financial assets	-44,138	-14,060	-30,078
Interest expense accounted for as an increase in financial liabilities	-21,548	-12,374	-9,174
Interest and fees on bank and post office deposits	-1,124	-1,039	-85
Other financial expenses	-42,310	-51,703	9,393
Other financial expenses	**-909,325**	**-904,761**	**-4,564**
Financial expenses (B)	**-1,025,594**	**-1,001,094**	**-24,500**
Foreign exchange gains	101,249	65,929	35,320
Foreign exchange losses	-83,913	-62,200	-21,713
Foreign exchange gains/(losses) (C)	**17,336**	**3,729**	**13,607**
Financial income/(expenses) (A + B + C)	**-679,907**	**-702,846**	**22,939**

"Financial income accounted for as an increase in concession rights and financial assets from government grants" amounts to €56,241 thousand, down €4,979 thousand on 2013. At constant exchange rates, the figure is up €3,451 thousand. "Financial expenses from the discounting to present value of provisions for construction services required by contract and other provisions", linked to the passage of time, amount to €116,269 thousand, having risen €19,936 thousand compared with 2013. At constant exchange rates and on a like-for-like basis, the increase is €13,229 thousand and is primarily linked to the performance of provisions for construction services required by contract, mainly reflecting an increase in the interest rates used to discount provisions at 31 December 2013, compared with the rates used at 31 December 2012.

Net other financial expenses amounting to €891,989 thousand, after financial income, foreign exchange gains and dividends from investee companies, totalling €272,110 thousand, amount to €619,879 thousand and are down €47,854 thousand on 2013 (€667,733 thousand). After stripping out the contribution of the former Gemina group companies (€47,488 thousand in 2014 and €11,540 thousand in 2013) and at constant exchange rates, the reduction is €75,687 thousand, essentially reflecting the following:

a) an increase in impairment losses on the financial assets attributable to Alitalia-Compagnia Aerea Italiana (CAI) in 2014 (totalling €44,111 thousand), compared with the figure for 2013 (€13,675 thousand);
b) a reduction in interest payable and expenses of companies operating in Italy (€26,451 thousand), essentially related to debt service of those companies, following the Atlantia's redemption, in June 2014, of bonds with a par value of €2,094 million;
c) a reduction in net interest and other expenses (€13,235 thousand) payable by the Chilean companies, essentially reflecting a decrease in average net debt of 2014;
d) the recognition of non-recurring financial income by Autostrade do Brazil (€54,473 thousand, including €4,406 thousand attributable to exchange rate movements), linked essentially to the agreements entered into with the Bertin group in connection with the acquisition of the Brazilian operators in 2012 and the related earn-out adjustment based on the effective toll revenue of Triangulo do Sol, Rodovias das Colinas and Rodovias do Tietê during the three-year period 2012-2014.

8.14 Share of profit/(loss) of investments accounted for using the equity method / €-9,157 thousand (€-7,396 thousand)

The "Share of profit/(loss) of investments accounted for using the equity method", during the 2014, amounts to a loss of €9,157 thousand, essentially attributable to recognition of the Group's share of losses incurred by Rodovias do Tietê (€7,973 thousand).

8.15 Income tax (expense)/benefit / €-552,594 thousand (€-414,720 thousand)

A comparison of the tax charges for the two comparative periods is shown below.

(€000)	2014	2013	INCREASE/(DECREASE)
IRES	-287,840	-200,242	-87,598
IRAP	-105,044	-83,121	-21,923
Income taxes attributable to foreign operations	-74,115	-68,314	-5,801
Current tax benefit of tax loss carry-forwards	5,632	2,980	2,652
Current tax expense	**-461,367**	**-348,697**	**-112,670**
Recovery of previous years' income taxes	5,760	5,293	467
Previous years' income taxes	-5,286	-1,155	-4,131
Differences on current tax expense for previous years	**474**	**4,138**	**-3,664**
Provisions	263,715	132,938	130,777
Releases	-284,023	-221,339	-62,684
Changes in prior year estimates	35,298	-441	35,739
Deferred tax income	**14,990**	**-88,842**	**103,832**
Provisions	-38,412	-23,288	-15,124
Releases	81,449	40,869	40,580
Changes in prior year estimates	-149,728	1,100	-150,828
Deferred tax expense	**-106,691**	**18,681**	**-125,372**
Income tax (expense)/benefit	**-552,594**	**-414,720**	**-137,874**

Income tax expense for 2014 amounts to €552,594 thousand, marking an increase of €137,874 thousand on 2013. After stripping out the contribution of the former Gemina group companies (€38,868 thousand in 2014 and €3,079 thousand in 2013), the increase amounts to €102,396 thousand. This is essentially due to recognition of the effects of change in the tax rates (totalling € 111,224 thousand in increase of the net deferred tax liabilities) relating to the tax reforms approved by the Chilean parliament in September 2014, including, among other things, a progressive increase in corporation tax rates from 21% in 2014 to 25% from 2017 on. Consequently were revalued net deferred taxes attributable to the Chilean companies.

The following table shows the reconciliation between the theoretical tax charge and that actually incurred for the IRES in the comparative periods.

(€000)	2014			2013		
	TAXABLE INCOME	TAX	%	TAXABLE INCOME	TAX	%
Profit/(Loss) before tax from continuing operations	**1,261,545**			**1,123,562**		
Tax computed using the Parent Company's tax rate		346,925	27.5%		308,980	27.5%
Temporary differences deductible in future years	854,558	228,795	18.1%	441,085	114,786	10.2%
Temporary differences taxable in future years	-141,805	-34,261	-2.7%	-96,454	-23,082	-2.1%
Reversal temporary differences from previous years	-687,411	-177,251	-14.1%	-642,665	-164,908	-14.7%
Permanent differences	-36,620	-7,341	-0.6%	94,427	36,168	3.2%
Tax effect deriving from using different tax rates in different foreign countries	-1,948	-543	-	-23,155	-6,368	-0.6%
IRAP		**105,044**			**83,121**	**7.4%**
Total		**461,367**			**348,697**	

8.16 Profit/(Loss) from discontinued operations / €64,537 thousand (€11,977 thousand)

An analysis of the profit/(loss) from discontinued operations for the two comparative periods is shown below.

(€000)	2014	2013	INCREASE/(DECREASE)
Operating income	214,636	578,615	-363,979
Operating costs	-178,159	-542,883	364,724
Financial income	12,891	24,823	-11,932
Financial expenses	-50,953	-43,130	-7,823
Tax expense	-6,953	-6,347	-606
Net contribution to IFRS profits of discontinued operations	**-8,538**	**11,078**	**-19,616**
After-tax profit/(loss) on disposals	**69,718**	**-**	**69,718**
Other net profit/(loss) from discontinued operations	**3,357**	**899**	**2,458**
Profit/(Loss) from discontinued operations	**64,537**	**11,977**	**52,560**

The balance in 2014, totalling €64,537 thousand primarily includes:

a) economic effects on the sale of TowerCo, including both the Group's share of the company's profits until its relative deconsolidation and the after-tax gain realised on the sale, totalling €69,795 thousand;

b) the economic contribution from the French companies engaged in the Eco-Taxe project, classified in accordance with IFRS 5 following the early termination of the same.

8.17 Earnings per share

The following table shows the calculation of basic and diluted earnings per share for the two comparative periods.

	2014	2013
Weighted average of shares outstanding	825,783,990	675,303,460
Weighted average of treasury shares in portfolio	-12,765,737	-13,099,781
Weighted average of shares outstanding for the calculation of basic earnings per share	**813,018,253**	**662,203,679**
Weighted average of diluted shares held under share-based incentive plans	1,145,986	710,887
Weighted average of all shares outstanding for the calculation of diluted earnings per share	**814,164,239**	**662,914,566**
Profit for the year attributable to owners of the parent (€000)	740,252	636,823
Basic earnings per share (€)	**0.91**	**0.96**
Diluted earnings per share	**0.91**	**0.96**
Profit from continuing operations attributable to owners of the parent (€000)	678,317	620,744
Basic earnings per share from continuing operations (€)	**0.83**	**0.94**
Diluted earnings per share from continuing operations (€)	**0.83**	**0.94**
Profit from discontinued operations attributable to owners of the parent (€000)	61,935	16,079
Basic earnings/(losses) per share from discontinued operations (€)	**0.08**	**0.02**
Diluted earnings/(losses) per share from discontinued operations (€)	**0.08**	**0.02**

The increase in the weighted average number of shares issued, compared with 31 December 2013 (up 150,480,530), is entirely due to the Atlantia capital increase carried out in relation to the merger with Gemina, described in note 6.1 in the Annual Report for 2013. On the contrary the weighted number of treasury shares held by the Group is down compared with 2013, following the exercise of a number of options awarded under the 2011 Share Option Plan, as described in greater detail in note 10.5.

9. Other financial information

9.1 Notes to the consolidated statement of cash flows

Consolidated cash flow in 2014, compared with 2013, is analysed below. The statement of cash flows is included in the "Consolidated financial statements". Cash flows during 2014 resulted in a €2,441 million decrease in cash, versus a net cash inflow of €1,607 million in 2013.

Operating activities generated cash flows of €1,823 million in 2014, up €321 million on 2013 (€1,502 million). This essentially reflects:
a) an increase in operating cash flow (up €416 million on 2013). This reflects both an increase in the scope of consolidation that a greater profitability by the Italian motorway segment;
b) an increase of €91 million in cash used for working capital and other non-financial assets and liabilities, compared with the figure for 2013. This increase is primarily due to the increase in net trading assets connected to the Eco-Taxe project, following the agreements entered into the French government, which has terminated its Partnership Agreement with Ecomouv.

Cash used for investing activities, totalling €716 million (€1,114 million in 2013), essentially regards:
a) the investment in assets held under concession, totalling €1,004 million;
b) the proceeds from the sale of TowerCo, after cash and cash equivalents transferred, of €83 million;
c) the reduction of € 180 million in current and non-current financial assets, reflecting the following:
    1) a reduction in concession rights at Ecomouv, following the transfer to the French government of a portion of the company's project financial debt (totalling € 391 million), under the agreements entered into by Ecomouv with the same and the company's banks;
    2) a net increase in other financial assets, totalling €212 million, which, among other changes, includes the increase in the amounts due to Atlantia Bertin Concessôes from Infra Bertin Empreendimentos, totalling €101 million.

Net cash used for financing activities amounts to €3,551 million for 2014, essentially linked to:
a) the redemption of bonds and the repayment of medium and long-term borrowings, totalling €3,335 million (1,256 million in 2013), primarily reflecting repayments made by Atlantia and the special purpose entity, Romulus Finance (a subsidiary of Aeroporti di Roma);
b) dividends paid by Atlantia and other Group companies to its non-controlling shareholders, totalling €904 million;
c) new borrowings and new bonds issues during the year, amounting to €626 million.

The following table shows the net total cash flows of TowerCo, whose contribution to the consolidated income statement is accounted for in "Profit/(Loss) from discontinued operations", as explained in note 8.16. This cash is included in the consolidated statement of cash flows under operating, investing and financing activities.

Cash flows from discontinued operations

(€M)	2014	2013
Net cash generated from/(used in) operating activities	-203	35
Net cash generated from/(used in) investing activities	429	-283
Net cash generated from/(used in) financing activities	-211	267

9.2 Financial risk management

The Atlantia Group's financial risk management objectives and policies

In the normal course of business, the Atlantia Group is exposed to:
a) market risk, principally linked to the effect of movements in interest and foreign exchange rates on financial assets acquired and financial liabilities assumed;
b) liquidity risk, with regard to ensuring the availability of sufficient financial resources to fund the Group's operating activities and repayment of the liabilities assumed;
c) credit risk, linked to both ordinary trading relations and the likelihood of defaults by financial counterparties.

The Atlantia Group's financial risk management strategy is derived from and consistent with the business goals set by the Atlantia Board of Directors that are contained in the various strategic plans from time to time approved by the Board.

Market risk

The adopted strategy for each type of risk aims, wherever possible, to eliminate interest rate and currency risks and minimise borrowing costs, whilst taking account of stakeholders' interests, as defined in the Financial Policy as approved by Atlantia's Board of Directors.

Management of these risks is based on prudence and best market practice.
The main objectives set out in this policy are as follows:
a) to protect the scenario forming the basis of the strategic plan from the effect of exposure to currency and interest rate risks, identifying the best combination of fixed and floating rates;
b) to pursue a potential reduction of the Group's borrowing costs within the risk limits determined by the Board of Directors;
c) to manage derivative financial instruments taking account of their potential impact on the results of operations and financial position in relation to their classification and presentation.

The Group's hedges outstanding as at 31 December 2014 are classified, in accordance with IAS 39, either as cash flow or fair value hedges, depending on the type of risk hedged.
The fair value of financial derivative instruments is based on expected discounted cash flows, using the market yield curve at the measurement date. Amounts in foreign currencies other than the euro are translated at closing exchange rates communicated by the European Central Bank.
The residual average term to maturity of the Group's debt as at 31 December 2014 is approximately 6 years and 6 months.
The average cost of medium to long-term debt for 2014 was 5.2% (4.6% for the companies operating in Italy, 8.7% for the Chilean companies and 12.2% for the Brazilian companies).
Monitoring is, moreover, intended to assess, on a continuing basis, counterparty creditworthiness and the degree of risk concentration.

Interest rate risk
Interest rate risk is linked to uncertainty regarding the performance of interest rates, and takes two forms:
a) cash flow risk: linked to financial assets and liabilities with cash flows indexed to a market interest rate. In order to reduce floating rate debt, the Group has entered into interest rate swaps (IRS), classified as cash flow hedges. The hedging instruments and the underlying financial liabilities have matching terms to maturity and notional amounts. Following tests of effectiveness, changes in fair value are recognised in comprehensive income. Interest income or expense deriving from the hedged instruments is recognised simultaneously in profit or loss;
b) fair value risk: the risk of losses deriving from an unexpected change in the value fixed rate financial assets and liabilities following an unfavourable shift in the market yield curve. As at 31 December 2014 the Group reports transactions classifiable as fair value hedges in accordance with IAS 39, regarding the previously mentioned new IPCA Linked Swaps entered into by the Brazilian companies, Triangulo do Sol and Colinas, with the aim of converting the real IPCA rate bonds issued in 2013 to a floating CDI rate. Changes in the fair value of these instruments are recognised in profit or loss and are offset by matching changes in the fair value of the underlying liabilities.

As a result of cash flow hedges, 89% of interest bearing debt is fixed rate.

Currency risk

Currency risk can result in the following types of exposure:

a) economic exposure incurred through purchases and sales denominated in currencies other than the company's functional currency;
b) translation exposure through equity investments in subsidiaries and associates whose financial statements are denominated in a currency other than the euro;
c) transaction exposure incurred by making deposits or obtaining loans in currencies other than the currency in which financial statements are denominated.

The Group's prime objective of currency risk is to minimise transaction exposure through the assumption of liabilities in currencies other than the presentation currency. Cross currency swaps (CCIRS) with notional amounts and maturities matching those of the underlying financial liabilities have been entered into specifically to eliminate the currency risk to which the sterling-denominated bonds issued by Atlantia and Aeroporti di Roma, and the yen-denominated bonds issued by Atlantia are exposed. These swaps also qualify as cash flow hedges and tests have shown that they are fully effective.

20% of the Group's debt is denominated in currencies other than the euro. Taking account of foreign exchange hedges and the proportion of debt denominated in the local currency of the country in which the relevant Group company operates (around 12%), the Group is effectively not exposed to currency risk on translation.

The following table summarises outstanding derivative financial instruments as at 31 December 2014 (compared with 31 December 2013) and shows the corresponding market value and the hedged financial asset or liability.

TYPE (€000)	PURPOSE OF HEDGE	CURRENCY	COMPANY
Cash flow hedges (1)			
Cross Currency Swaps	Currency risk		
Cross Currency Swap		Gbp	Autostrade per l'Italia
Cross Currency Swap		Jpy	Autostrade per l'Italia
Cross Currency Swap		Gbp	Aeroporti di Roma
Interest Rate Swaps	Interest rate risk		
Interest Rate Swap		Eur	Autostrade per l'Italia
Interest Rate Swap		Eur	Autostrade per l'Italia
Interest Rate Swap		Eur	Autostrade per l'Italia
Interest Rate Swap		Eur	Autostrade per l'Italia
Interest Rate Swap		Eur	Ecomouv
Interest Rate Swap		Eur	Ecomouv
Interest Rate Swap		Eur	Aeroporti di Roma
Total			
Fair value hedges (1)			
IPCA x CDI Swaps			
IPCA x CDI Swap	Interest rate risk	Brl	Triangulo do Sol
IPCA x CDI Swap	Interest rate risk	Brl	Rodovias das Colinas
IPCA x CDI Swap	Interest rate risk	Brl	Rodovias das Colinas
Total			
Derivatives not accounted for as hedges			
FX Forward	Currency risk	Usd	Autostrade per l'Italia
Total			
Total derivates			
of which:			
fair value (asset)			
fair value (liability)			

(1) The fair value of cash flow hedges excludes accruals at the end of the reporting period.
(2) The fair value of these hedges is reported in the current portion of medium and long-term liabilities.
(3) The fair value has been accounted for in liabilities held for sale as a result of agreed termination of the Partnership Agreement by the French State.
(4) The fair value of these derivatives is classified in short-term assets and liabilities.

31.12.2014		31.12.2013		HEDGED FINANCIAL LIABILITY		
FAIR VALUE ASSET/(LIABILITY)	NOTIONAL AMOUNT	FAIR VALUE ASSET/(LIABILITY)	NOTIONAL AMOUNT	DESCRIPTION	FACE VALUE	TERM
-401,088	**1,224,195**	**-421,017**	**1,224,195**			
-204,663	750,000	-242,866	750,000	Bond 2022 (Gbp)	750,000	2004-2022
-74,788	149,176	-47,506	149,176	Bond 2038 (Jpy)	149,176	2009-2038
-121,637	325,019	-130,645	325,019	Romulus A4 2023	318,972	2003-2023
-115,119	**942,591**	**-58,157**	**1,657,910**			
-2,672 (2)	160,000	-12,936	400,000	Term Loan Facility	160,000	2004-2015
-80,716	476,744	-20,378	500,000	Cassa Depositi e Prestiti	476,744	2011-2034
-9,172	100,000	3,099	100,000	Cassa Depositi e Prestiti and SACE	100,000	2012-2024
-9,791	100,000	2,288	100,000	Cassa Depositi e Prestiti and SACE	100,000	2013-2024
-8,426 (3)	73,319	-26,942	380,589	Project financing	73,319	2015
-4,342	32,528	-3,154	37,321	50% Project Loan Agreement (Pln)	32,528	2008-2020
-	-	-134	140,000	Term Loan 2012		2013-2014
-516,207	**2,166,786**	**-479,174**	**2,882,105**			
-3,949	109,373	-4,250	115,036	Bond 2020 IPCA linked	109,373	2013-2020
-1,558	36,418	-1,659	38,304	Bond 2020 IPCA linked	36,418	2013-2020
-4,293	79,879	-5,390	78,974	Bond 2023 IPCA linked	79,879	2013-2023
-9,800	**225,670**	**-11,299**	**232,314**			
-1,034 (4)	31,230	70 (4)	24,268			
-1,034	**31,230**	**70**	**24,268**			
-527,041	**2,423,686**	**-490,403**	**3,138,687**			
-		*5,457*				
-527,041		***-495,860***				

Sensitivity analysis

Sensitivity analysis describes the impact that the interest rate and foreign exchange movements to which the Group is exposed would have had on the income statement for 2014 and on equity as at 31 December 2014.

The interest rate sensitivity analysis is based on the exposure of derivative and non-derivative financial instruments at the end of the year, assuming, in terms of the impact on the income statement, a 0.10% (10 bps) shift in the market yield curve at the beginning of the year, whilst, with regard to the impact of changes in fair value on equity, the 10 bps shift in the curve was assumed to have occurred at the measurement date. The results of the analyses were:

a) in terms of interest rate risk, an unexpected and unfavourable 0.10% shift in market interest rates would have resulted in a negative impact on the income statement, totalling €2,211 thousand, and on the statement of comprehensive income, totalling €10,416 thousand, before the related taxation;
b) in terms of currency risk, an unexpected and unfavourable 10% shift in the exchange rate would have resulted in a negative impact on the income statement, totalling €12,269 thousand, and on the statement of comprehensive income, totalling €248,240 thousand, due to the adverse effect on the overseas companies' after-tax results and changes in the foreign currency translation reserves.

Liquidity risk

Liquidity risk relates to the risk that cash resources may be insufficient to fund the payment of liabilities as they fall due. The Group believes that its ability to generate cash, the ample diversification of its sources of funding and the availability of committed and uncommitted lines of credit provides access to sufficient sources of finance to meet its projected financial needs.

As at 31 December 2014, project debt allocated to specific overseas companies amounts to €1,959 million. At the same date the Group has cash reserves of €5,650 million, consisting of:

a) €1,954 million in cash and/or investments maturing within the short term, and including cash held by Ecomouv (€48,631 thousand) and accounted for in assets held for sale;
b) €541 million in term deposits allocated primarily to part finance the execution of specific construction services and to service the debt of certain Chilean companies;
c) €3,155 million in undrawn committed lines of credit. In particular, the Group has credit lines with a weighted duration, calculated from the expiry of the period of use (approximately six years) and a weighted average remaining period of use (approximately 1.3 years).

Details of drawn and undrawn committed lines of credit are shown below.

BORROWER (€M)	FACILITY	DRAWDOWN PERIOD EXPIRES	FINAL MATURITY	31.12.2014		
				AVAILABLE	DRAWN	UNDRAWN
Autostrade per l'Italia	Committed Revolving Credit Facility	31.05.2015	30.06.2015	1,000	-	1,000
Autostrade per l'Italia	Medium and long-term committed EIB line - Tranche B	31.03.2016	31.03.2036	300	50	250
Autostrade per l'Italia	Medium and long-term committed EIB line 2013	31.03.2016	31.03.2036	200	-	200
Autostrade per l'Italia	Medium and long-term committed EIB line 2013	30.09.2015	30.09.2037	250	150	100
Autostrade per l'Italia	Medium and long-term committed CDP line	21.11.2016	20.12.2027	500		500
Autostrade per l'Italia	Medium and long-term committed CDP/SACE line	23.09.2016	23.12.2024	1,000	200	800
Ecomouv	Bridge Loan/Caisse de Dépôts et Consignations	30.04.2014	01.12.2024	582	582	-
Ecomouv	Crédit Relais Suspension	31.12.2014	01.03.2015	175	173	-
Autostrade Meridionali	Short-term loan from Banco di Napoli	18.09.2015	18.12.2015	300	245	55
Aeroporti di Roma	Committed Revolving Credit Facility	16.11.2018	16.12.2018	250	-	250
Total				**4,557**	**1,400**	**3,155**

The following schedule shows the distribution of loan maturities outstanding as at 31 December 2014 and 31 December 2013.

The amounts shown in the tables include interest payments and exclude the impact of any offset agreements.
The time distribution of terms to maturity is based on the residual contract term or on the earliest date on which repayment of the liability may be required, unless a better estimate is available.

(€000)	31.12.2014					
	CARRYING AMOUNT	TOTAL CONTRACTUAL FLOWS	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Non-derivative financial liabilities (1)						
Bond issues (A)	**10,493,593**	**-13,815,143**	**-675,641**	**-2,082,053**	**-4,401,347**	**-6,656,101**
Medium and long-term borrowings (2)						
Total bank borrowings	3,495,168	-4,418,940	-460,848	-229,456	-880,435	-2,848,201
Total other borrowings	161,710	-83,460	-31,293	-	-46,909	-5,258
Total medium and long-term borrowings (B)	**3,656,878**	**-4,502,400**	**-492,141**	**-229,456**	**-927,344**	**-2,853,459**
Total non-derivative financial liabilities (C = A + B)	**14,150,471**	**-18,317,543**	**-1,167,782**	**-2,311,509**	**-5,328,691**	**-9,509,560**
Derivatives (3) (4)						
Interest rate swaps (5)	115,119	-308,420	-45,813	-37,486	-112,251	-112,870
IPCA x CDI Swaps (5)	9,800	61,384	-6,753	-4,400	10,994	61,543
Cross currency swaps	401,088	-364,367	-15,776	-16,025	-47,411	-285,155
Total derivatives	**526,007**	**-611,403**	**-68,342**	**-57,911**	**-148,668**	**-336,482**

(1) Future cash flows relating to floating rate loans have been projected on the basis of the latest established rate and applied and held constant to final maturity.
(2) This item includes the liabilities of the French companies classified in liabilities from discontinued operations.
(3) Expected contractual flows are linked to the outstanding hedged financial liabilities as at 31 December 2014.
(4) Expected future cash flows from differentials on derivatives have been projected on the basis of the exchange rate fixed at the measurement date.
(5) Future cash flows relating to differentials on interest rate swaps (IRS) and IPCA x CDI Swaps have been projected on the basis of the latest interest rate fixed and held constant to the maturity of the contract.

(€000)	31.12.2013					
	CARRYING AMOUNT	TOTAL CONTRACTUAL FLOWS	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Non-derivative financial liabilities (1)						
Bond issues (A)	**12,674,485**	**-16,373,635**	**-3,088,467**	**-639,628**	**-4,958,370**	**-7,687,170**
Medium and long-term borrowings						
Total bank borrowings	4,292,416	-5,426,822	-758,680	-449,130	-990,870	-3,228,142
Total other borrowings	121,769	-105,786	-38,935	-9,518	-10,191	-47,142
Total medium and long-term borrowings (B)	**4,414,185**	**-5,532,608**	**-797,615**	**-458,648**	**-1,001,061**	**-3,275,284**
Total non-derivative financial liabilities (C = A + B)	**17,088,670**	**-21,906,243**	**-3,886,082**	**-1,098,276**	**-5,959,431**	**-10,962,454**
Derivatives (2) (3)						
Interest rate swaps (4)	-58,157	-237,072	-35,859	-26,266	-62,867	-112,080
IPCA x CDI Swaps (4)	-11,299	-27,742	-10,110	-7,460	7,780	-17,952
Cross currency swaps	**-421,017**	**-446,972**	**-25,695**	**-25,575**	**-77,032**	**-318,670**
Total derivatives	**-490,473**	**-711,786**	**-71,664**	**-59,301**	**-132,119**	**-448,702**

(1) Future cash flows relating to floating rate loans have been projected on the basis of the latest established rate and applied and held constant to final maturity.
(2) Expected contractual flows are linked to the outstanding hedged financial liabilities as at 31 December 2013.
(3) Expected future cash flows from differentials on derivatives have been projected on the basis of the exchange rate fixed at the measurement date.
(4) Future cash flows relating to differentials on interest rate swaps (IRS) and IPCA x CDI Swaps have been projected on the basis of the latest interest rate fixed and held constant to the maturity of the contract.

The distribution for transactions with amortisation schedules is based on the date on which each instalment falls due.
The following table shows the time distribution of expected cash flows from cash flow hedges, and the financial years in which they will be recognised in profit or loss.

(€000)	31.12.2014					
	CARRYING AMOUNT	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Interest rate swaps						
Derivative assets	-	-	-	-	-	-
Derivative liabilities (2)	-115,119	-119,120	-27,642	-15,664	-37,644	-38,170
Cross currency swaps						
Liabilities	-401,088	-404,598	-15,071	-15,698	-49,224	-324,605
Total cash flow hedges	**-516,207**	**-523,718**	**-42,713**	**-31,362**	**-86,868**	**-362,775**
Accrued expenses on cash flow hedges	-30,253	-	-	-	-	-
Accrued income on cash flow hedges	22,742	-	-	-	-	-
Total cash flow hedge derivative assets/liabilities	**-523,718**	**-523,718**	**-42,713**	**-31,362**	**-86,868**	**-362,775**

(€000)	31.12.2014				
	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Interest rate swaps					
Income on cash flow hedges	-	-	-	-	-
Losses on cash flow hedges	-115,119	-27,451	-15,355	-36,343	-35,970
Cross currency swaps					
Income on cash flow hedges	1,421,636	36,426	80,579	170,899	1,133,732
Losses on cash flow hedges	-1,822,724	-48,393	-99,729	-220,929	-1,453,673
Total income (losses) on cash flow hedges	**-516,207**	**-39,418**	**-34,505**	**-86,373**	**-355,911**

(1) Expected cash flows from swap differentials are calculated on the basis of market curves at the measurement date.
(2) This item includes the fair value of the derivative agreement of Ecomouv classified in liabilities held for sale as a result of the agreed termination of the Partnership Agreement by the French State.

Credit risk

The Group manages credit risk essentially through recourse to counterparties with high credit ratings, with no significant credit risk concentrations as required by Financial Policy.
Credit risk deriving from outstanding derivative financial instruments can also be considered marginal in that the counterparties involved are major financial institutions. There are no margin agreements providing for the exchange of cash collateral if a certain fair value threshold is exceeded.
Provisions for impairment losses on individually material items, on the other hand, are established when there is objective evidence that the Group will not be able to collect all or any of the amount due. The amount of the provisions takes account of estimated future cash flows and the date of collection, any future recovery costs and expenses, and the value of any security and guarantee deposits received from customers. General provisions, based on the available historical and statistical data, are established for items for which specific provisions have not been made. Details of the allowance for bad debts for trade receivables are provided in note 7.7.

	31.12.2013					
	CARRYING AMOUNT	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
	5,387	5,291	-2,830	-2,443	-981	11,545
	-63,544	-67,352	-32,776	-21,256	-26,541	13,221
	-421,017	-425,588	-17,658	-18,312	-56,082	-333,536
	-479,174	**-487,649**	**-53,264**	**-42,011**	**-83,604**	**-308,770**
	-29,830	-	-	-	-	-
	21,355	-	-	-	-	-
	-487,649	**-487,649**	**-53,264**	**-42,011**	**-83,604**	**-308,770**

	31.12.2013				
	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
	5,387	-2,795	-2,422	-912	11,516
	-63,545	-33,143	-20,272	-23,788	13,658
	1,304,337	50,769	105,394	157,096	991,078
	-1,725,353	-68,738	-123,904	-213,362	-1,319,349
	-479,174	**-53,907**	**-41,204**	**-80,966**	**-303,097**

10. Other information

10.1 Operating segment and analysis by geographical segment

Operating segment

The Atlantia Group's operating segments are identified based on the information provided to and analysed by Atlantia's Board of Directors, which represents the Group's chief operating decision maker, taking decisions regarding the allocation of resources and assessing performance. In particular, the Board of Directors assesses the performance of the business both in terms of geographical area and in terms of business segment.

The composition of the operating segments, as defined by IFRS 8, used in this Annual Report has been modified with respect to that used in the Annual Report for 2013. Information is now provided on the basis of three main operating segments (Italian motorways, Italian airports and overseas motorways) and a fourth segment combining information for the Parent Company, Atlantia, and the remaining other activities. Information for these new identified segments for 2013 has been presented for comparative purposes.

Details of the composition of the Atlantia Group's operating segments are as follows:

a) **Italian motorways:** this includes the activities of the Italian motorway operators (Autostrade per l'Italia, Autostrade Meridionali, Tangenziale di Napoli, Società Italiana per Azioni per il Traforo del Monte Bianco and Raccordo Autostradale Valle d'Aosta), whose core business consists of the management, maintenance, construction and widening of the related motorways operated under concession. In addition, this segment also includes Telepass, the companies that provide support for the motorway business in Italy and the Italian holding company, Autostrade dell'Atlantico, which holds investments in South America;

b) **overseas motorways:** this operating segment includes the activities of the holders of concessions in Chile, Brazil and Poland, and the companies that provide operational support for these operators and the related foreign-registered holding companies;

c) **Italian airports:** this includes the airports business of Aeroporti di Roma, which holds the concession to operate and develop the airports of Rome Fiumicino and Rome Ciampino, and the companies responsible for supporting and developing the airports business;

d) **Atlantia and other activities:** this segment includes:
   1) the Parent Company, Atlantia, which operates as a holding company for its subsidiaries and associates whose business is the construction and operation of motorways, airports and transport infrastructure, parking areas and intermodal systems, or who engage in activities related to the management of motorway or airport traffic;
   2) the production and operation of free-flow tolling systems in France, traffic and transport management systems, public information and electronic payment systems. The most important companies are Autostrade Tech, Ecomouv and Electronic Transaction Consultants;
   3) the design, construction and maintenance of infrastructure, essentially referring to Pavimental and Spea Ingegneria Europea.

Other than those identified and presented in the following tables, there are no other operating segments that meet the quantitative thresholds provided for by IFRS 8.
The column "Consolidation adjustments" includes consolidation adjustments and intersegment eliminations. The "Unallocated items" include income and cost components that have not been allocated to the individual segments. These regard: revenue from construction services recognised in accordance with IFRIC 12 by the Group's motorway operators, depreciation, amortisation, impairment losses and reversals of impairment losses, provisions and other adjustments, financial income and expenses and income tax expense. In relation to the information used to assess the performances of its operating segments, the Group reports EBITDA (calculated as shown in the following table), deemed to be an appropriate means of assessing the results of the Atlantia Group and its operating segments.

A summary of the key performance indicators for each segment, identified in accordance with the requirements of IFRS 8, is shown below.

Atlantia Group

(€M)	2014						
	ITALIAN MOTORWAYS	OVERSEAS MOTORWAYS	ITALIAN AIRPORTS (A)	ATLANTIA AND OTHER ACTIVITIES	CONSOLIDATION ADJUSTMENTS	UNALLOCATED ITEMS	TOTAL CONSOLIDATED AMOUNTS
External revenue	3,659	541	751	132	-	-	5,083
Intersegment revenue (B)	19	-	-	452	-471	-	-
Total revenue (C)	**3,678**	**541**	**751**	**584**	**-471**	**-**	**5,083**
EBITDA (D)	**2,261**	**412**	**466**	**30**	**-**	**-**	**3,169**
Amortisation, depreciation, impairment losses and reversals of impairment losses						-867	-867
Provisions and other adjustments						-369	-369
EBIT (E)							**1,933**
Financial income/(expenses)						-671	-671
Profit/(Loss) before tax from continuing operations							**1,262**
Income tax (expense)/benefit						-553	-553
Profit/(Loss) from continuing operations							**709**
Profit/(Loss) from discontinued operations						64	64
Profit for the period							**773**
Operating cash flow (F)	**1,417**	**320**	**337**	**5**	**-**	**-**	**2,079**

(€M)	2013						
	ITALIAN MOTORWAYS	OVERSEAS MOTORWAYS	ITALIAN AIRPORTS (A)	ATLANTIA AND OTHER ACTIVITIES	CONSOLIDATION ADJUSTMENTS	UNALLOCATED ITEMS	TOTAL CONSOLIDATED AMOUNTS
External revenue	3,498	557	53	113	-	-	4,221
Intersegment revenue (B)	25	-	-	432	-457	-	-
Total revenue (C)	**3,523**	**557**	**53**	**545**	**-457**	**-**	**4,221**
EBITDA (D)	**2,114**	**410**	**28**	**31**	**2**	**-**	**2,585**
Amortisation, depreciation, impairment losses and reversals of impairment losses						-694	-694
Provisions and other adjustments						-70	-70
EBIT (E)							**1,821**
Financial income/(expenses)						-697	-697
Profit/(Loss) before tax from continuing operations							**1,124**
Income tax (expense)/benefit						-415	-415
Profit/(Loss) from continuing operations							**709**
Profit/(Loss) from discontinued operations						12	12
Profit for the period							**721**
Operating cash flow (F)	**1,304**	**309**	**17**	**33**	**-**	**-**	**1,663**

The following should be noted with regard to the operating segment information presented in the above tables:

a) following the merger of Gemina S.p.A. with and into Atlantia S.p.A., with effect from 1 December 2013, the companies belonging to the "Italian airports" segment have been consolidated from that date [2];
b) intersegment revenue regards intragroup transactions between companies in different operating segments. They relate primarily to the design and construction of motorway infrastructure carried out by companies included in the "Atlantia and other activities" segment;
c) total revenue does not include the balance of revenue from construction services, totalling €531 million in 2014 and €483 million in 2013;
d) EBITDA is calculated by deducting all operating costs, with the exception of amortisation, depreciation, impairment losses on assets and reversals of impairment losses, provisions and other adjustments, from operating revenue;
e) EBIT is calculated by deducting amortisation, depreciation, impairment losses on assets and reversals of impairment losses, provisions and other adjustments from EBITDA. EBIT differs from "Operating profit" in the consolidated income statement due to the fact that the capitalised component of financial expenses relating to construction services is not shown in this table, as indicated in note c) above. These amounts are €18 million for 2014 and €13 million for 2013;
f) operating cash flow is calculated as profit + amortisation/depreciation +/- provisions/releases of provisions + financial expenses from discounting of provisions +/- impairments/reversals of impairments of assets +/- share of profit/(loss) of investments accounted for using equity method +/- (losses)/gains on sale of assets +/- other non-cash items +/- portion of net deferred tax assets/liabilities recognised in the income statement.

In accordance with the information provided in notes 6.2 and 6.3, the contributions of the French companies set up in relation to the "Eco-Taxe project" and the companies disposed of during the year (TowerCo) have been included in "Profit/(Loss) from discontinued operations" in both comparative periods, and therefore do not contribute to the revenue or EBITDA of the operating segments. In contrast, however, the segments' operating cash flow and capital expenditure include the contributions of these companies (in the case of TowerCo until the date of deconsolidation).

The indicators shown in the above tables, being EBITDA, EBIT and operating cash flow, are not measures of performance defined by the IFRS adopted by the European Union and have not, therefore, been audited. Finally, in no case did revenues from transactions with a single external customer exceed 10% of the Group's total revenue in 2014.

Analysis by geographical segment

The following table shows an analysis of the Atlantia Group's revenue and non-current assets by geographical segment.

(€000)	REVENUE		NON-CURRENT ASSETS (*)	
	2014	2013	31.12.2014	31.12.2013
Italy	4,852	4,004	21,974	21,861
France	38	29	-	6
Brazil	388	342	1,400	1,371
Chile	226	228	1,920	1,987
United States	48	43	18	20
Poland	60	54	228	231
Romania	1	4	-	-
	5,613	**4,704**	**25,540**	**25,476**

(*) In accordance with IFRS 8, non-current assets do not include financial instruments, deferred tax assets, assets relating to post-employment benefits or rights deriving from insurance contracts.

As previously described in note 7.2, impairment losses on the concession rights of the Polish operator, Stalexport Autostrada Malopolska, were reversed in 2014 as a result of the outcome of the impairment test of this CGU. The reversal amounts to €12,018 thousand.

(2) The contribution of ADR Engineering to the income statement and statement of financial position for both comparative periods are included in the "Italian airports" segment. At the end of 2014, Aeroporti di Roma's interest in ADR Engineering was transferred in its entirety to the Parent Company, Atlantia. As of 1 January 2015, therefore, this company's contribution to the Group's accounts will be allocated to the "Atlantia and other activities" operating segment.

10.2 Disclosures regarding non-controlling interests in consolidated companies and structured entities

Disclosure regarding non-controlling interests

The following list shows the principal consolidated companies with non-controlling interests as at 31 December 2014 and 31 December 2013. A complete list of the Group's investments as at 31 December 2014 is provided in Annex 1, "The Atlantia Group's scope of consolidation and investments".

CONSOLIDATED INVESTMENTS WITH NON-CONTROLLING INTERESTS	COUNTRY	31.12.2014		31.12.2013	
		GROUP INTERESTS	NON-CONTROLLING INTERESTS	GROUP INTERESTS	NON-CONTROLLING INTERESTS
Italian motorways activities					
Autostrade Meridionali S.p.A.	Italy	58.98%	41.02%	58.98%	41.02%
Società Italiana p.A. per il Traforo del Monte Bianco	Italy	51.00%	49.00%	51.00%	49.00%
Raccordo Autostradale Valle d'Aosta S.p.A.	Italy	24.46%	75.54%	24.46%	75.54%
Overseas motorways activities					
Atlantia Bertin Concessões S.A.	Brazil	50.00%	50.00%	50.00%	50.00%
Concessionária da Rodovia MG050 S.A.	Brazil	50.00%	50.00%	50.00%	50.00%
Infra Bertin Partecipações S.A.	Brazil	50.00%	50.00%	50.00%	50.00%
Rodovia das Colinas S.A.	Brazil	50.00%	50.00%	50.00%	50.00%
Triangulo do Sol Auto-Estradas S.A.	Brazil	50.00%	50.00%	50.00%	50.00%
Triangulo do Sol Partecipações S.A.	Brazil	50.00%	50.00%	50.00%	50.00%
Grupo Costanera S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Concesionaria AMB S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Concesionaria Costanera Norte S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Concesionaria Vespucio Sur S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Concesionaria Litoral Central S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Gestion Vial S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Operation y Logistica de Infraestruturas S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Concesionaria Autopista Nororiente S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Sociedad Concesionaria Autopista Nueva Vespucio Sur S.A.	Chile	50.01%	49.99%	50.01%	49.99%
Stalexport Autostrady S.A.	Poland	61.20%	38.80%	61.20%	38.80%
Stalexport Autostrada Małopolska S.A.	Poland	61.20%	38.80%	61.20%	38.80%
Stalexport Autoroute S.àr.l.	Poland	61.20%	38.80%	61.20%	38.80%
Via4 S.A.	Poland	33.66%	66.34%	33.66%	66.34%
Italian airports activities					
Aeroporti di Roma S.p.A.	Italy	95.92%	4.08%	95.91%	4.09%
Airport Cleaning S.r.l.	Italy	95.92%	4.08%	95.91%	4.09%
ADR Assistence S.r.l.	Italy	95.92%	4.08%	95.91%	4.09%
ADR Advertising S.r.l.	Italy	95.92%	4.08%	24.46%	75.54%
ADR Mobility S.r.l.	Italy	95.92%	4.08%	95.91%	4.09%
ADR Security S.r.l.	Italy	95.92%	4.08%	95.91%	4.09%
ADR Sviluppo S.r.l.	Italy	95.92%	4.08%	95.91%	4.09%
ADR Tel S.p.A.	Italy	95.92%	4.08%	95.91%	4.09%
Fiumicino Energia S.r.l.	Italy	87.14%	12.86%	87.14%	12.86%
Leonardo Energia - Società consortile ar.l.	Italy	88.02%	11.98%	88.02%	11.98%
Romulus Finance S.r.l.	Luxembourg				
Other activities					
Ecomouv D&B S.a.s.	France	75.00%	25.00%	75.00%	25.00%
Ecomouv S.a.s.	France	70.00%	30.00%	70.00%	30.00%
Electronic Transaction Consultants Co.	USA	66.46%	33.54%	66.46%	33.54%
Infoblu S.p.A.	Italy	75.00%	25.00%	75.00%	25.00%

The consolidated companies deemed relevant for the Atlantia Group, in terms of the percentage interests held by non-controlling shareholders for the purposes of the disclosures required by IFRS 12, are the following:

a) the Chilean sub-holding company, Grupo Costanera, and its direct and indirect subsidiaries;
b) the Brazilian sub-holding company, AB Concessôes, and its subsidiaries;
c) Aeroporti di Roma (ADR) and its subsidiaries.

The non-controlling interests in these sub-groups of companies are deemed relevant in relation to their contribution to the Atlantia Group's consolidated accounts. In addition, the non-controlling interest in AB Concessôes is held by a sole shareholder (a Bertin group company), whilst the non-controlling interest in Grupo Costanera (49.99%) is held by the Canadian fund, Canada Pension Plan Investment Board.

The financial indicators presented in the following table thus include amounts for the above companies and their respective subsidiaries, extracted, unless otherwise indicated, from the reporting packages prepared by these companies for the purposes of Atlantia's consolidated financial statements, in addition to the accounting effects of acquisitions (fair value adjustments of the net assets acquired).

(€M)	GRUPO COSTANERA AND ITS DIRECT AND INDIRECT SUBSIDIARIES		ATLANTIA BERTIN CONCESSÔES AND ITS DIRECT SUBSIDIARIES		AEROPORTI DI ROMA AND ITS DIRECT SUBSIDIARIES	
	2014	2013	2014	2013	2014	2013
Revenue	206	207	384	342	820	55
Profit (Loss) for the year	2	95	54	69	62	-6
Profit (Loss) for the year attributable to non-controlling interest (1)	**1**	**47**	**27**	**34**	**-2**	-
Non-current assets	3,271	3,222	2,365	2,158	5,123	5,248
Current assets	396	342	164	186	642	1,058
Non-current liabilities	1,987	1,867	1,371	1,351	2,361	2,423
Current liabilities	104	96	271	165	504	1,020
Net assets	**1,576**	**1,601**	**887**	**828**	**2,900**	**2,863**
Net assets attributable to non controlling interest (1)	**802**	**815**	**445**	**414**	**119**	**118**
Net cash generated from/(used in) operating activities (1)	159	136	115	107	304	8
Net cash generated from/(used in) investing activities (1)	-103	-31	-181	-98	-136	186
Net cash generated from/(used in) financing activities (1)	-9	-89	22	69	-607	595
Effect of exchange rate changes on cash and cash equivalents (1)	-	-6	3	-25	-	-
Increase/(Decrease) cash and cash equivalents (1)	**47**	**10**	**-41**	**53**	**-439**	**789**
Dividend paid to non-controlling shareholders	-	-	-	-	-	-

(1) The figures reported are in contribution to consolidated figures of the Atlantia Group and therefore inclusive of related consolidation adjustments.

Disclosures regarding structured entities included in the scope of consolidation

Among the entities consolidated by the Group, Romulus Finance ("Romulus") qualifies, in accordance with IFRS 12, as a structured entity, in that the Group exercises control over the entity as a result of existing contractual arrangements, rather than on the basis of voting rights.

Romolus is an entity established in accordance with Law 130/1999 and listed on the Luxembourg Stock Exchange. As a result of a securitisation transaction, in 2003 the entity acquired Aeroporti di Roma's pre-existing bank debt from its banks, financing the transaction through the issue of asset-backed bonds in 5 tranches (one of which denominated in pounds sterling), amounting to a total of €1,265 million. Servicing of the debt and redemption of the bonds issued was guaranteed by the contemporaneous signature of a matching intercompany loan between the above entity and Aeroporti di Roma, exactly replicating the repayment terms and conditions of the bond issue.

As at 31 December 2014, the remaining portion of the bonds issued by Romulus (Tranche A4) amounts to a par value of £215 million, with exposure to currency and interest rate risk hedged by cross currency swaps entered into at the time of issue of the bonds. The above bond issue is also guaranteed by Ambac Assurance UK, in respect of which, in accordance with the applicable contract terms and conditions, Aeroporti di Roma has assumed disclosure and compliance obligations, via the issue of specific compliance certificates covering its contractual disclosure requirements.
Details of the covenants linked to Romulus's bond isue are provided in note 7.15.

Disclosures regarding structured entities not included in the scope of consolidation

Unconsolidated subsidiaries include Gemina Fiduciary Services ("GFS"), in which Atlantia holds a 99.99% interest. This company is registered in Luxembourg and its sole purpose is to represent the interests of the holders of notes with a value of 40 million US dollars issued, in June 1997, by Banco Credito Provincial (Argentina), which subsequently became insolvent.
Any amount that GFS eventually recovers will be returned to the bondholders after deducting any management costs, which will be retained by GFS. Taking into account the specific activities and the company's corporate structure, GFS is identifiable as a structured entity. As indicated in note 5, this company has not been consolidated due to its quantitative and qualitative immateriality to a true and fair view of the Group's financial position, results of operations and cash flows. The carrying amount of the Group's interest in GFS in the Group's consolidated financial statements is zero and the loss reported for 2014 amounts to €35 thousand. The Group's commitment to cover the losses of this company are not, therefore, material and are limited to the company's ordinary day-to-day running expenses through to conclusion of the pending litigation.

10.3 Guarantees

The Group has certain personal guarantees in issue to third parties as at 31 December 2014. These include, listed by importance:

a) the guarantee issued by Atlantia in favour of credit institutions on behalf of Strada dei Parchi as a safeguard against the impact on cash flow hedges of movements in interest rates. The amount of the guarantee, based on the fair value of the hedges, has been capped at €40,000 thousand, which corresponds to the value as at 31 December 2014. This guarantee was renewed for a further 12 months in February 2015. The guarantee can only be enforced if the concession held by Strada dei Parchi is terminated, whilst Atlantia has received a counter-indemnity from Toto Holding, which has undertaken to assume Atlantia's guarantee obligations by 30 November 2015;
b) bank guarantees provided by Tangenziale di Napoli (€29,756 thousand) to the Ministry of Infrastructure and Transport, as required by the covenants in the relevant concession arrangement;
c) Atlantia's corporate counter-indemnity issued on behalf of the subsidiary, Electronic Transaction Consultants Corporation, to the insurance companies which have issued performance bonds totalling €85,376 thousand for free-flow tolling projects;
d) guarantees issued by the Brazilian, Chilean and Polish operators securing project financing in the form of either bank loans or bonds.

Also as at 31 December 2014, the shares of certain of the Group's overseas operators (Rodovias das Colinas, Concessionaria da Rodovia MG050, Triangulo do Sol, Sociedad Concesionaria Costanera Norte, Sociedad Concesionaria de Los Lagos, Sociedad Concesionaria Autopista Nororiente, Sociedad Concesionaria Litoral Central, Sociedad Concesionaria Vespucio Sur and Stalexport Autostrada Malopolska) have been pledged to providers of project financing to the same companies, as have shares in Pune Solapur Expressways, Lusoponte and Bologna & Fiera Parking.
Tranche A4 of the bonds issued by the special purpose entity, Romulus Finance (a subsidiary of Aeroporti di Roma) is secured by a series of collateral guarantees, cash collaterals and the shares of Aeroporti di Roma. These guarantees will remain in effect until the above borrowing matures. With specific reference to this issue, on 27 January 2015, Atlantia successfully completed voluntary cash tender offer, governed by English law, for all the asset backed securities named "£215,000,000 5.441% per cent Class A4 Notes due 2023" issued by Romulus Finance S.r.l.
See note 10.8 "Events after 31 dicember 2014" for the update of this transaction.

10.4 Reserves

As at 31 December 2014, Group companies have recognised contract reserves quantified by contractors amounting to approximately €1,880 million (€2,050 million as at 31 December 2013).
Based on past experience, only a small percentage of the reserves will actually have to be paid to contractors and, in this case, will be accounted for as an increase in the cost of concession rights.
Reserves have also been recognised in relation to works not connected to investment (work for external parties and maintenance), amounting to approximately €50 million. The estimated future cost is covered by provisions for disputes accounted for in the consolidated financial statements as at and for the year ended 31 December 2014.

10.5 Related party transactions

In implementation of the provisions of art. 2391-*bis* of the Italian Civil Code, the Regulations adopted by the *Commissione Nazionale per le Società e la Borsa* (the Consob) in Resolution 17221 of 12 March 2010, as subsequently amended, and Resolution 17389 of 23 June 2010, on 11 November 2010 Atlantia's Board of Directors - with the prior approval of the Independent Directors on the Related Party Transactions Committee – approved the new Procedure for Related Party Transactions entered into directly by the Company and/or through subsidiaries.
The Procedure came into effect from 1 January 2011 and is reviewed annually by both the Independent Directors on the Related Party Transactions Committee and the Board of Directors in order to identify any need for changes and/or updates to the same.
The Procedure was thus subsequently revised by Atlantia's Board of Directors on 20 February 2014, with the prior agreement of the Independent Directors on the Related Party Transactions Committee, dated 19 February 2014. The revisions took into account the organisational changes within the Company and the Group resulting from the merger of Gemina S.p.A. with and into Atlantia S.p.A.. finalized on 1 December 2013.
This Procedure, which is available for inspection at the Company's website www.atlantia.it, sets out the criteria to be used in identifying related parties, in distinguishing between transactions of greater and lesser significance and in applying the rules governing the above transactions of greater and lesser significance, and the related reporting requirements.

The following table shows amounts in the income statement and statement of financial position generated by the Atlantia Group's related party transactions, broken down by nature of the transaction (trading or financial), including those with Directors, Statutory Auditors and other key management personnel at Atlantia.

Related party trading and other transactions

(€M)	31.12.2014		2014		31.12.2013		2013	
	ASSETS	LIABILITIES	INCOME	EXPENSES	ASSETS	LIABILITIES	INCOME	EXPENSES
Parents								
Sintonia	18.7	-	-	0.2	18.5	-	-	0.1
Edizione	-	-	-	0.2	-	-	-	-
Total parents	**18.7**	**-**	**-**	**0.4**	**18.5**	**-**	**-**	**0.1**
Associates								
Società Autostrada Tirrenica	4.9	5.1	1.9	-	2.1	4.8	2.3	-
Uirnet	1.8	-	0.1	-	2.5	-	0.3	-
Bologna & Fiera Parking	1.1	-	-	-	1.1	-	-	-
Biuro Centrum	-	-	0.1	0.7	-	-	0.1	0.7
Total associates	**7.7**	**5.1**	**2.1**	**0.7**	**5.6**	**4.8**	**2.7**	**0.7**
Joint ventures								
Pune Solapur Expressways private Ltd	0.6	-	-	-	0.4	-	-	-
Total joint ventures	**0.6**	**-**	**-**	**-**	**0.4**	**-**	**-**	**-**
Affiliates								
Autogrill	37.2	0.6	120.2	2.9	38.7	0.8	74.2	14.4
United Colors of Communication	-	-	0.2	4.0	-	1.3	-	1.3
Total affiliates	**37.2**	**0.6**	**120.4**	**6.9**	**38.7**	**2.1**	**74.2**	**15.7**
Pension fund								
Pension funds (CAPIDI and ASTRI)	-	6.0	-	14.5	-	5.5	-	13.8
Total pension funds	**-**	**6.0**	**-**	**14.5**	**-**	**5.5**	**-**	**13.8**
Atlantia's key management personnel (1)								
Atlantia's key management personnel	-	3.5	-	9.7	-	1.1	-	5.4
Total key management personnel	**-**	**3.5**	**-**	**9.7**	**-**	**1.1**	**-**	**5.4**
TOTAL	**64.3**	**15.2**	**122.5**	**32.1**	**63.3**	**13.5**	**76.9**	**35.7**

(1) Atlantia's key management personnel means Directors, Statutory Auditors and the Company's other key management personnel. Expenses for each year include emoluments, salaries, benefits in kind, bonuses and other incentives (including the fair value of share-based incentive plans) for Atlantia staff and staff of the relevant subsidiaries and associates.
Furthermore, in addition to the data reported in the table, the consolidated financial statements additionally include contributions of €1.2 million paid on behalf of Directors, Statutory Auditors and key management personnel and the related liabilities of €0.3 million.

Related party financial transactions

(€M)	31.12.2014		2014		31.12.2013		2013	
	ASSETS	LIABILITIES	INCOME	EXPENSES	ASSETS	LIABILITIES	INCOME	EXPENSES
Parents								
Sintonia (2)	-	-	-	-	-	137.9	-	-
Total parents	**-**	**-**	**-**	**-**	**-**	**137.9**	**-**	**-**
Associates								
Società Autostrada Tirrenica	116.7	0.1	7.5	-	110.0	13.5	5.4	0.1
Total associates	**116.7**	**0.1**	**7.5**	**-**	**110.0**	**13.5**	**5.4**	**0.1**
Joint ventures								
Rodovias do Tiétê	9.7	-	0.7	-	-	-	-	-
Total investments in joint ventures	**9.7**	**-**	**0.7**	**-**	**-**	**-**	**-**	**-**
Affiliates								
Autogrill	0.5	-	1.4	-	0.6	-	1.4	-
Total affiliates	**0.5**	**-**	**1.4**	**-**	**0.6**	**-**	**1.4**	**-**
TOTAL	**126.9**	**0.1**	**9.6**	**-**	**110.6**	**151.3**	**6.8**	**0.1**

(2) The sum as at 31 december 2013 regarded dividends to be paid to shareholders of €133.6 million, and certain conditional rights, totalling €4.3 million, both regulated during 2014.

Related party transactions do not include transactions of an atypical or unusual nature, and are conducted on an arm's length basis.
The principal transactions entered into by the Group with related parties are described below.

The Atlantia Group's transactions with its parents

As at 31 December 2014, the Group is owed €18.7 million by the parent, Sintonia, which absorbed Schemaventotto in 2012. This amount regards tax refunds due from Schemaventotto in respect of income taxes paid during the period in which this company headed the Group's tax consolidation arrangement. During 2014, the Atlantia Group did not engage in material trading or financial transactions with its direct or indirect parents.

The Atlantia Group's transactions with other related parties

For the purposes of the above Consob Resolution, which applies the requirements of IAS 24, the Autogrill group, which is under the common control of Edizione S.r.l., is treated as a related party. With regard to relations between the Atlantia Group's motorway operators and the Autogrill group (hereinafter Autogrill), it should be noted that, as at 31 December 2014, Autogrill holds 113 food service concessions for service areas along the Group's motorway network and 13 food service concessions in the airports managed by the Group. In 2014, the Group earned revenue of €120.2 million on transactions with Autogrill, including €81.3 million in royalties deriving from the management of service areas and airport sub-concessions, and €29.2 million resulting from the handover, free of charge, of buildings at service areas (following expiry of the related sub-concession arrangements). This recurring income is generated by contracts entered into over various years, of which a large part was awarded as a result of transparent and non-discriminatory competitive tenders. As at 31 December 2014, trading assets receivable from Autogrill amount to €37.2 million.
As for financial transactions it should be noted that, as part of the centralized treasury activities carried out by Group companies, to 31 December 2014, the outstanding loan granted to Società Autostrada Tirrenica amounts to € 116,7 million, with a maturity in June 2015.

10.6 Disclosures regarding share-based payments

In order to incentivise and foster the loyalty of directors and/or employees of the Atlantia Group who hold key positions and responsibilities within Atlantia or in Group companies, and to promote and disseminate a value creation culture in all strategic and operational decision-making processes, driving the Group's growth and boosting management efficiency, a number of share incentive plans based on Atlantia's shares have been introduced. The plans entail payment in the form of shares or cash and are linked to the achievement of predetermined corporate objectives.
The Annual General Meeting of shareholders, held on 16 April 2014, approved a number of changes to existing incentive plans, already approved and then amended by the Annual General Meetings of shareholders held on 20 April 2011 and 30 April 2013. In addition, in 2014 the Annual General Meeting of shareholders approved the new "2014 Phantom Share Option Plan"; the principal characteristics of this plan are described below.

The following table shows the main aspects of existing incentive plans as at 31 December 2013, including the options and units awarded to directors and employees of the Group and changes during 2014. The table also shows the fair value (at the grant date) of each option or unit awarded, as determined by a specially appointed expert, using the Monte Carlo model and the following parameters. The amounts have been adjusted for the amendments to the plans originally approved, which were required to ensure plan benefits remained substantially unchanged despite the dilution caused by the bonus issues approved by the shareholders on 20 April 2011 and 24 April 2012.

	NUMBER OF OPTIONS/UNITS AWARDED	VESTING DATE	EXERCISE/GRANT DATE	EXERCISE PRICE (€)	FAIR VALUE OF EACH OPTION OR UNIT AT GRANT DATE (€)	EXPECTED EXPIRATION AT GRANT DATE (YEARS)	RISK FREE INTEREST RATE USED	EXPECTED VOLATILITY (BASED ON HISTORIC MEAN)	EXPECTED DIVIDENDS AT GRANT DATE
2011 SHARE OPTION PLAN									
Options outstanding as at 1 January 2014									
- 13 May 2011 grant	279,860	13.05.2014	14.05.2017	14.78	3.48	6.0	2.60%	25.2%	4.09%
- 14 October 2011 grant	13,991	13.05.2014	14.05.2017	14.78	(*)	(*)	(*)	(*)	(*)
- 14 June 2012 grant	14,692	13.05.2014	14.05.2017	14.78	(*)	(*)	(*)	(*)	(*)
	345,887	14.06.2015	15.06.2018	9.66	2.21	6.0	1.39%	28.0%	5.05%
- 8 November 2013 grant	1,592,367	08.11.2016	09.11.2019	16.02	2.65	6.0	0.86%	29.5%	5.62%
	2,246,797								
Changes in options in 2014									
- 13 May 2014 grant	173,762	n.a. (**)	14.05.2017	n.a.	(**)	(**)	(**)	(**)	(**)
- exercised options	-209,525								
- expired options	-43,557								
Options outstanding as at 31 December 2014	**2,167,477**								
2011 SHARE GRANT PLAN									
Units outstanding as at 1 January 2014									
- 13 May 2011 grant	192,376	13.05.2014	14.05.2016	n.a.	12.90	4.0 - 5.0	2.45%	26.3%	4.09%
- 14 October 2011 grant	9,618	13.05.2014	14.05.2016	n.a.	(*)	(*)	(*)	(*)	(*)
- 14 June 2012 grant	10,106	13.05.2014	14.05.2016	n.a.	(*)	(*)	(*)	(*)	(*)
	348,394	14.06.2015	15.06.2017	n.a.	7.12	4.0 - 5.0	1.12%	29.9%	5.05%
- 8 November 2013 grant	209,420	08.11.2016	09.11.2018	n.a.	11.87	4.0 - 5.0	0.69%	28.5%	5.62%
	769,914								
Changes in units in 2014									
- expired units	-19,683								
Units outstanding as at 31 December 2014	**750,231**								
MBO SHARE GRANT PLAN									
Units outstanding as at 1 January 2014									
- 14 May 2012 grant	96,282	14.05.2015	14.05.2015	n.a.	13.81	3.0	0.53%	27.2%	4.55%
- 14 June 2012 grant	4,814	14.05.2015	14.05.2015	n.a.	(*)	(*)	(*)	(*)	(*)
- 2 May 2013 grant	41,077	02.05.2016	02.05.2016	n.a.	17.49	3.0	0.18%	27.8%	5.38%
- 8 May 2013 grant	49,446	08.05.2016	08.05.2016	n.a.	18.42	3.0	0.20%	27.8%	5.38%
	191,619								
Changes in units in 2014									
- 12 May 2014 grant	61,627	12.05.2017	12.05.2017	n.a.	25.07	3.0	0.34%	28.2%	5.47%
Units outstanding as at 31 December 2014	**253,246**								
2014 PHANTOM SHARE OPTION PLAN									
Options outstanding as at 1 January 2014									
Changes in options in 2014									
- 9 May 2014 grant	2,718,203	09.05.2017	09.05.2020	n.a. (***)	2.88	6.0	1.10%	28.9%	5.47%
- expired options	-48,201								
Options outstanding as at 31 December 2014	**2,670,002**								

(*) Options and units awarded as a result of Atlantia's bonus issues which, therefore, do not represent the award of new benefits.
(**) These are phantom share options granted in place of certain conditional rights included in the grant of 13 May 2011 which, therefore, do not represent the award of new benefits.
(***) Given that this is a cash bonus plan, involving payment of a gross amount in cash, the 2014 Phantom Share Option Plan does not require an exercise price. However, the Terms and Conditions if this specific plan indicate an "Exercise price" (equal to the arithmetic mean of Atlantia's share price in a determinate period) as the basis on which to calculate the gross amount to be paid to beneficiaries.

Details of each plan are contained in specific information circulars prepared pursuant to art. 84-*bis* of Consob Regulation 11971/1999, as amended, and published in the "Remuneration" section of the Company's website (http://www.atlantia.it/it/corporate-governance/documenti-informativi-remunerazione.html).
In general, the options and units awarded under any of the existing plans may not form part of inter vivos transfers by beneficiaries, and may not be subject to restrictions or be part of any disposition for any reason. The options and units cease to be exercisable or convertible on the unilateral termination of employment or in the event of dismissal for cause of the beneficiary prior to expiration of the vesting period.

2011 Share Option Plan

As approved by the Annual General Meeting of shareholders on 20 April 2011, and amended by the Annual General Meeting of shareholders on 30 April 2013, the 2011 Share Option Plan entails the award of up to 2,500,000 options free of charge in three annual award cycles (2011, 2012 and 2013). Each option will grant beneficiaries the right to purchase one ordinary Atlantia share held in treasury, with settlement involving either physical delivery or, at the beneficiary's option, a cash payment equivalent to the proceeds from the sale of the shares on the stock exchange organised and managed by Borsa Italiana S.p.A., after deduction of the full exercise price. The exercise price is equivalent to the average of the official prices of Atlantia's ordinary shares in the month prior to the date on which Atlantia's Board of Directors announces the beneficiary and the number of options to be awarded.
The options granted will vest in accordance with the Plan terms and conditions and, in particular, only if, on expiration of the vesting period (three years from the date of award of the options to beneficiaries by the Board of Directors), cumulative FFO for the three annual reporting periods preceding expiration of the vesting period, adjusted for a number of specific items (total operating cash flow of the Group, the Company or of one or more specific subsidiaries – depending on the role held by the various beneficiaries of the Plan), is higher than a pre-established target, unless otherwise decided by the Board of Directors, which has the authority to assign beneficiaries further targets. Vested options may be exercised, in part, from the first day following expiration of the vesting period and, in part, from the end of the first year following expiration of the vesting period and, in any event, in the three years following expiration of the vesting period (subject to the clause in the Plan terms and conditions requiring executive Directors and key management personnel to retain a minimum holding). The number of exercisable options will be calculated on the basis of a mathematical algorithm that takes account, among other things, of the current value and the exercise price, plus any dividends paid, so as to cap the realisable gain.
13 May 2014 was the vesting date for the options awarded under the first award cycle of the plan. In accordance with the Plan Terms and Conditions, following confirmation of effective achievement of the related performance hurdles, the final value of the shares (the arithmetic mean of the share price in the fifteen days prior to the vesting date) was determined, together with the additional options resulting from dividends paid during the vesting period. On 7 March 2014, the Board of Directors decided to submit an amendment to the Terms and Conditions of this plan for approval by shareholders. The purpose of the amendment was to authorise the Board of Directors, as necessary from time to time, to award the plan beneficiaries, in place of additional options, a matching amount of phantom options in such a way that, on exercising the awarded options, the beneficiaries receive a gross amount in cash, computed in such a way as to enable beneficiaries to receive a net amount equal to what they would have received had they exercised the additional options (resulting in the award of shares in Atlantia and payment of the predetermined price) and sold the underlying shares in the market.
This change was approved by the Annual General Meeting on 16 April 2014 and, on 9 May 2014, Atlantia's Board of Directors exercised this authority, awarding a total of 173,762 phantom options at the end of the first cycle of the above plan. For the reasons given above, the options awarded do not constitute an additional benefit with respect to the benefits established in the Plan Terms and Conditions.
Finally, in the period between 13 May and 31 December 2014, a number of beneficiaries exercised vested options; this entailed the allocation to them of 209,525 of Atlantia's ordinary shares held by the Company as treasury shares, against payment of the established exercise price.

2011 Share Grant Plan

As approved by the Annual General Meeting of shareholders on 20 April 2011, and amended by the Annual General Meeting of shareholders on 30 April 2013, the 2011 Share Grant Plan entails the grant of up to 920,000 units free of charge in three annual award cycles (2011, 2012 and 2013). Each unit will grant beneficiaries the right to receive one Atlantia ordinary share held in treasury, with settlement involving either physical delivery or, at the beneficiary's option, a cash payment equivalent to the proceeds from the sale of the shares on the stock exchange organised and managed by Borsa Italiana S.p.A.
The units granted will vest in accordance with the Plan terms and conditions and, in particular, only if, on expiration of the vesting period (three years from the date the units are granted to beneficiaries by the Board of Directors), cumulative FFO for the three annual reporting periods preceding expiration of the vesting period, adjusted for a number of specific items (total operating cash flow of the Group, the Company or of one or more specific subsidiaries – depending on the role held by the various beneficiaries of the Plan) is higher than a pre-established target, unless otherwise decided by the Board of Directors. Vested units may be converted into shares, in part, after one year from the date of expiration of the vesting period and, in part, after two years from the date of expiration of the vesting period (subject to the clause in the Plan terms and conditions requiring executive Directors and key management personnel to maintain a minimum holding). The number of convertible units will be calculated on the basis of a mathematical algorithm that takes account, among other things, of the current value and initial value of the shares so as to cap the realisable gain.
The vesting period for the first award cycle expired on 13 May 2014.
In accordance with the Terms and Conditions of this plan, following confirmation of effective achievement of the related performance hurdles, the units previously awarded were converted into "vested units", which may be converted into Atlantia's ordinary shares from 13 May 2015.

MBO Share Grant Plan

As approved by the Annual General Meetings of shareholders on 20 April 2011 and 30 April 2013, the MBO Share Grant Plan, serving as part payment of the annual bonus for the achievement of objectives assigned to each beneficiary under the Management by Objectives (MBO) plan adopted by the Group, entails the grant of up to 340,000 units free of charge annually for three years (2012, 2013 and 2014). Each unit will grant beneficiaries the right to receive one ordinary share in Atlantia S.p.A. held in treasury.
The units granted (the number of which is based on the unit price of the company's shares at the time of payment of the bonus, and on the size of the bonus effectively awarded on the basis of achievement of the assigned objectives) will vest in accordance with the Plan terms and conditions, on expiration of the vesting period (three years from the date of payment of the annual bonus to beneficiaries, following confirmation that the objectives assigned have been achieved). Vested units will be converted into shares on expiration of the vesting period (subject to the clause in the Plan terms and conditions requiring executive Directors and key management personnel to maintain a minimum holding), on the basis of a mathematical algorithm that takes account, among other things, of the current value and initial value of the shares, plus any dividends paid during the vesting period, so as to cap the realisable gain.
On 7 March 2014, the Board of Directors decided to submit an amendment to the Terms and Conditions of this plan for approval by shareholders. The purpose of the amendment was to authorise the Board of Directors, as necessary from time to time, to award the plan beneficiaries, in place of the additional units, a gross amount in cash, computed in such a way as to enable beneficiaries to receive a net amount equal to what they would have received, at the end of the vesting period, had they been awarded a number of Atlantia shares equal to the additional units and sold these shares in the market. This amendment was approved by shareholders on 16 April 2014.
Following the Board of Directors' meeting of 9 May 2014, a total of 61,627 units were granted with effect from 12 May 2014, in recognition of achievement of the performance hurdles for 2013. The units were to be granted to the directors and employees of the Group previously selected at the Board of Directors' meeting of 22 March 2013, with vesting dates of 12 May 2017 and conversion into shares from this latter date.

2014 Phantom Share Option Plan

On 16 April 2014, the Annual General Meeting of Atlantia's shareholders approved the new incentive plan named the "2014 Phantom Share Option Plan", previously approved by the Board of Directors on 7 March 2014 and subsequently approved by the Board of Directors of the subsidiaries in which the beneficiaries provide their work. The plan entails the

award of phantom share options free of charge in three annual award cycles (2014, 2015 and 2016), being options that give beneficiaries the right to payment of a gross amount in cash, computed on the basis of the increase in the value of Atlantia's ordinary shares in the relevant three-year period.
In accordance with the Terms and Conditions of the plan, the options granted will only vest if, at the end of the vesting period (equal to three years from the date on which the options were awarded to the beneficiaries by the Board of Directors), a minimum operating/financial performance target for (alternatively) the Group, the Company or for one or more of Autostrade per l'Italia's subsidiaries, as indicated for each Plan beneficiary (the "hurdle"), has been met or exceeded. The vested options may be exercised from, in part, the first day immediately following the vesting period, with the remaining part exercisable from the end of the first year after the end of the vesting period and, in any event, in the three years after the end of the vesting period (without prejudice to the Terms and Conditions of the plan as regards minimum holding requirements for executive directors and key management personnel). The number of exercisable options is to be computed in application of a mathematical algorithm, taking into account, among other things, the current value, the target value and the exercise price, in order to cap the realisable gain.
On 9 May 2014, the Board of Directors selected the beneficiaries of the plan in question for the first cycle, granting a total of 2,718,203 phantom options, with a vesting period from 9 May 2014 to 9 May 2017 and exercisable in the period from 10 May 2017 to 9 May 2020.

The prices of Atlantia's ordinary shares in the various periods covered by the above plans are shown below:
a) price at 31 December 2014: €19.39;
b) price at 9 May 2014 (the grant date for new options or units, as described): €18.43;
c) the weighted average price for 2014: €18.78;
d) the weighted average price for the period 9 May - 31 December 2014: €19.14.

In accordance with the requirements of IFRS 2, as a result of existing plans, in 2014 the Group has recognised staff costs of €6,620 thousand, based on the accrued fair value of the options and units awarded at that date, including:
a) €4,969 thousand accounted for as counterpart in equity reserves;
b) €1,651 thousand for in "Other non-current liabilities" in relation to the phantom options granted under "2011 Share option Plan" and the "2014 Phantom Share Option Plan", whose unit fair value at the end of the reporting period date, amounting to €1.31 euro and €3.13 respectively, was recalculated with respect the unit fair value at the grant date.

In addition, following the exercise by Atlantia's Board of Directors of its authority to award phantom options in place of any additional options due, on closure of the first cycle of the "2011 Share Option Plan", the amount of €375 thousand, equal to €1.34 per option, was reclassified from equity reserves to "Other non-current liabilities", corresponding to the estimate of the fair value, at the grant date, of the portion of the additional options attributable to employees of the Company and Autostrade per l'Italia.

10.7 Significant regulatory aspects and litigation

This section describes the main disputes outstanding and key regulatory aspects of importance to the Group's operators. Current disputes are unlikely to give rise to significant charges for Group companies in addition to the provisions already accounted for in the consolidated financial statements as at and for the year ended 31 December 2014.

Italian motorways

Toll increases with effect from 1 January 2015
On 15 October 2014, Autostrade per l'Italia submitted its request for the toll increase to be applied from 1 January 2015 to the Grantor. The increase of 1.46% has been determined, in accordance with the concession arrangement, on the basis of the following components: 0.49%, equivalent to 70% of the consumer price inflation rate in the period from 1 July 2013 to 30 June 2014; 0.89% to provide a return capital expenditure via the X tariff component; 0.08% to provide a return on investment via the K tariff component.
On 31 December 2014, the Grantor published the Decree issued by the Minister of Infrastructure and Transport, in agreement with the Minister of the Economy and Finance, authorising application of the requested toll increase of 1.46% with effect from 1 January 2015.

In the case of Raccordo Autostradale Valle d'Aosta and Tangenziale di Napoli (which, unlike Autostrade per l'Italia, apply a toll formula that takes into account the target inflation rate), a toll increase of 1.5% has been provisionally authorised. Any difference with respect to the effective toll increase due as a result of revision of the Financial Plan, to be included in an addendum for publication by 30 June 2015, will be recouped, as expressly agreed in a specific memorandum signed by the Grantor and the operator the previous day (30 December 2014).
As happened with the requested toll increase for 2014, the Grantor has not approved any toll increase for Autostrade Meridionali, in view of the fact that its concession has expired.
Based on bilateral agreements between Italy and France, Traforo del Monte Bianco has applied an increase of 2.59% from 1 January 2015, in compliance with the Intergovernmental Committee resolution. This was determined on the basis of the inflation-linked component of 0.19% (the average for Italy and France) and an increase of 2.40% resulting from the above surcharges introduced by the joint declaration of the relevant Italian and French ministries dated 3 December 2012.

Reduced tolls for frequent users
On 24 February 2014, a "Memorandum of Understanding" was signed by a number of motorway operators (including Autostrade per l'Italia), the trade association, AISCAT, and the Minister of Infrastructure and Transport. This has introduced reduced tolls (valid from 1 February 2014 to 31 December 2015) for private road users who frequently make the same journey (not more than 50 km) in class A vehicles. To benefit the user must have a Telepass account in the name of a private individual and must make the same journey more than 20 times in a calendar month, subject to a limit of twice a day. The reductions involve application of a discount on the relevant toll with effect from the 21st journey. The discounts are progressive, rising from a minimum 1% of the total toll payable for 21 journeys up to 20% of the total toll for 40 journeys. A discount of 20% will also be applied if users make between 41 and 46 journeys, whilst any journeys after the 46th will not qualify for the discount.
In accordance with the Memorandum, in the first four-month trial period (from 1 February to 31 May 2014) operators are to absorb the loss of revenue resulting from the discount. After this period, operators have the right to recoup the lost revenue through the solutions described in the Memorandum.

Registration of the Decree approving the addendum to Autostrade per l'Italia's Single Concession Arrangement with the Italian Court of Auditors
On 29 May 2014, the Decree of 30 December 2013 issued by the Minister of Infrastructure and Transport, in agreement with the Minister of the Economy and Finance, approving the addendum to the Single Concession Arrangement signed by the Ministry of Infrastructure and Transport and Autostrade per l'Italia S.p.A. on 24 December 2013, was registered with the Italian Court of Auditors. The addendum contains the five-yearly revision of the financial plan annexed to the Arrangement.

Challenges filed by Autostrade Meridionali and Raccordo Autostradale Valle d'Aosta regarding the absence of toll increases
In 2014 Autostrade Meridionali brought an action before Campania Regional Administrative Court, challenging the Decree of 31 December 2013 issued by the Ministry of Infrastructure and Transport, in agreement with the Ministry of the Economy and Finance, in which the Ministry omitted to award any toll increase for 2014; on 28 May 2014 the Court upheld the request for an injunction brought by Autostrade Meridionali, requiring the Grantor to review its earlier decision. On 18 July 2014 the Grantor issued a report on its review, confirming its earlier position. As part of the same action, Autostrade Meridionali has also challenged this decision, with additional grounds. In a sentence entered on 22 January 2015, the Regional Administrative Court upheld Autostrade Meridionali's challenge, cancelling the decree turning down the toll increase for 2014.
On 31 December 2014, the Ministry of Infrastructure and Transport, in agreement with the Ministry of the Economy and Finance, also issued a decree turning down a toll increase for 2015. As happened with regard to the decree turning down the increase for 2014, Autostrade Meridionali is in the process of challenging this decree before the Regional Administrative Court.
Raccordo Autostradale Valle d'Aosta S.p.A. has also brought an action before the Regional Administrative Court in 2014, challenging the Decree of 31 December 2013 issued by the Ministry of Infrastructure and Transport, in agreement with the Ministry of the Economy and Finance, awarding the company a toll increase of 5% for 2014, putting off recovery of the difference between the effective toll increase due (13.96%) and the authorised increase until the five-yearly revision of the financial plan. The action is still ongoing.

Five-yearly revision of the financial plans of Tangenziale di Napoli and Raccordo Autostradale Valle d'Aosta
In compliance with CIPE Resolution 27/2013, in June 2014 Tangenziale di Napoli and Raccordo Autostradale Valle d'Aosta submitted their proposed five-yearly revision of their financial plans to the Grantor. The revision was re-submitted in November 2014 after taking into account a number of requests from the Grantor.

Discussions with the Grantor regarding revision of the above plans are ongoing. The revised documents will be formalised in addenda to the concession arrangements in force, to be approved by 30 June 2015, in accordance with the memorandum signed by each of the above operators and the Grantor on 30 December 2014.

Challenge filed by Varese Provincial Authority
On 6 March 2014, Varese Provincial Authority filed a legal challenge before Lazio Regional Administrative Court against the Ministry of Infrastructure and Transport, the Ministry of the Economy and Finance, ANAS and Autostrade per l'Italia, requesting cancellation, subject to suspensive relief, (i) of the decree of 31 December 2013 issued by the Ministry of Infrastructure and Transport, in agreement with the Ministry of the Economy and Finance, approving the toll increase for 2014, regarding, in particular, tolls on the A8 and A9 motorways, and (ii) the arrangement under which Autostrade per l'Italia was permitted to operate the toll stations on the above motorways, collecting a toll that is not based on the effective distance travelled by road users. Varese Provincial Authority also requested an injunction suspending implementation of the above decree and thus the toll increase.
This request for injunctive relief was turned down by the Regional Administrative Court on 17 April 2014. A date for the hearing to discuss the challenge has yet to be fixed.

Award of the concession for the A3 Naples-Pompei-Salerno motorway
With regard to award of the concession for maintenance and operation of the Naples-Pompei-Salerno motorway (the previous concession expired at the end of 2012), for which Autostrade Meridionali, which continues to operate the motorway under a contract extension, has submitted its request for prequalification, on 23 January 2015 the Ministry of Infrastructure and Transport sent Autostrade Meridionali an invitation to tender.

Disputes with oil and food service providers
With reference to the dispute involving Tamoil S.p.A., which has requested the termination of existing agreements, alleging that the terms are excessively onerous and requesting the payment of damages for breach of contract by Autostrade per l'Italia in relation to a number of service areas, and ii) the challenges brought by Tamoil against the orders for payment served on the company due to its failure to pay the fees due, on 9 June 2014 the parties reached a global settlement that involves, among other things, withdrawal of the above legal action.

Autostrade per l'Italia is party to disputes involving two holders of food service concessions, My Chef and Chef Express, who have, since 2012, alleged that Autostrade per l'Italia has breached the terms of contracts relating to a number of service areas, requesting the payment of damages. Autostrade per l'Italia S.p.A. has been served two further writs by Chef Express in 2014. Consequently, there are to date a total of eight claims pending before the Civil Court of Rome regarding the same number of service areas.
Negotiations are underway with a view to concluding two settlements with both My Chef and Chef Express in order resolve the above disputes.
In particular, on 24 February 2015, Chef Express sent Autostrade per l'Italia a proposal for a binding settlement.

In November 2013 Autogrill filed three legal challenges, one before Lazio Regional Administrative Court, one before Emilia Romagna Regional Administrative Court and the third before Lombardy Regional Administrative Court.
The plaintiff is requesting cancellation, subject to suspensive relief, of the calls for expressions of interest and the invitations to tender sent by the Advisor, Roland Berger, in relation to the award of food service concessions at a number of motorway service areas. In brief, Autogrill is contesting the onerous nature of the conditions forming the basis of the tenders. Two requests for suspensive relief have been rejected by the courts and one has been withdrawn by the plaintiff. Moreover, with regard to tenders in the meantime completed by the Advisor, as a result of which Autogrill was ranked first, in January 2014 Autogrill filed three challenges, one before Tuscany Regional Administrative Court, one before Piedmont Regional Administrative Court and a third before Liguria Regional Administrative Court, requesting cancellation of certain contract terms and conditions governing financial aspects of the sub-concession arrangement. Again with reference to the above tenders called by the Advisor, as a result of which Autogrill ranked first, the company has announced additional grounds for the challenges filed in November 2013, containing a similar request for cancellation of the contract terms and conditions governing financial aspects of the sub-concession arrangement.
In 2014, Autogrill subsequently unconditionally agreed to all the arrangements resulting from the procedures in which it was ranked first.

In the challenges pending before Lombardy Regional Administrative Court and Piedmont Regional Administrative Court, for which hearings on the merits had been scheduled, Autogrill has announced an absence of interest in the outcome of the challenges and the administrative courts have, in sentences handed down in November 2014 and January 2015, ruled that the above challenges are inadmissible due to an absence of interest.

Accident on the Acqualonga viaduct on the A16 Naples-Canosa motorway on 28 July 2013

On 28 July 2013, there was an accident involving a coach travelling along the Naples-bound carriageway of the A16 Naples-Canosa motorway. 40 people were killed as a result of the accident, which occurred at km 32+700 on the Acqualonga viaduct. In response to this event, the Public Prosecutor's Office in Avellino has begun a criminal investigation of, among others, three managers (the current Director of the section of motorway and his two predecessors) and two employees of Autostrade per l'Italia, who are being investigated for multiple manslaughter and negligence.
In May 2014 the experts appointed by the Public Prosecutor's Office in Avellino filed their technical report. The report highlights the poor state of maintenance of the safety barriers. Subsequently, in June 2014, three further managers from the Company were placed under investigation by the Public Prosecutor's Office in Avellino, including the person who at the time of the accident held the position of Joint Director of Operations & Maintenance (who later left the Group with effect from 1 January 2015).
On completion of the preliminary investigation in early January 2015, all those under investigation, including the Chief Executive Officer and a further two executives and an employee of the Company (meaning, therefore, that a total of twelve of the Company's managers and employees were under investigation), received notice of completion of the preliminary investigation, containing an initial formal notification of charges. In particular, all the suspects are charged with negligent cooperation resulting in multiple manslaughter and gross negligence. Specifically, the Chief Executive Officer and a further two executives are charged with failing to ensure that the safety barriers on the viaduct had been upgraded, whilst the other suspects from among the Company's employees are accused of failing to ensure that the barriers were properly maintained.
In addition to the criminal proceedings, two separate civil actions have been brought. These were recently combined by the local civil court.
In the first action, brought by Reale Mutua Assicurazioni, the company that insured the coach, more than 200 parties were summoned to court (including Autostrade per l'Italia), in their role as plaintiffs, to whom the maximum sum payable (€6 million) under the insurance policy covering the vehicle was made available. During the hearing, a number of those summoned issued statements explaining that they also intended to claim damages from Autostrade per l'Italia. In response, the Company referred claimants to its own insurance provider (Swiss Re International SE), with which it has taken out a third party liability insurance policy.
In the second action, the heirs of one of the deceased passengers filed a direct claim for damages against Autostrade per l'Italia, in addition to the insurer of the vehicle, the company that owned it and its user. This claim was subsequently combined with the action brought by Reale Mutua in an order issued by the Court of Avellino on 19 February 2014. This order also formally authorised Autostrade per l'Italia to summon the insurance company, Swiss Re International SE, to attend the hearing of 2 July 2015.
As a result of the accident on the Acqualonga viaduct, the *Autorità di Vigilanza sui Contratti Pubblici* (the Authority for the Control of Public Contracts, now known as the *Autorità Nazionale Anticorruzione*, Italy's National Anti-Corruption Authority) launched an investigation of Autostrade per l'Italia regarding maintenance, carried out over the years, of the section of the A16 Naples-Canosa motorway including the above Acqualonga viaduct. On completing its investigation, the National Anti-Corruption Authority published resolution 30 of 22 December 2014, registered on 22 January 2015, stating that it had found clear evidence of irregularities in the work carried out in 2012 in order to upgrade the safety barriers on the Naples-Canosa section, which should also have included, according to the Authority, the Acqualonga viaduct.
Based on the opinion of its own technical units, Autostrade per l'Italia responded to the Authority on 24 February 2015, contesting the conclusions contained in the above resolution.
Any further action to be taken is currently under consideration.

Investigation by the Public Prosecutor's Office in Florence of the state of New Jersey barriers installed on the section of motorway between Barberino and Roncobilaccio

On 23 May 2014, the Public Prosecutor's Office in Florence issued an order requiring Autostrade per l'Italia to hand over certain documentation, following receipt, on 14 May 2015, of a report from Traffic Police investigators in Florence noting the state of disrepair of the New Jersey barriers on the section of motorway between Barberino and Roncobilaccio. The report alleges negligence on the part of unknown persons, as defined by art. 355, paragraph 2.3 of the penal code (breach of public supply contracts concerning "goods or works designed to protect against danger or accidents to the public").

At the same time, the Prosecutor's Office ordered the seizure of the New Jersey barriers located along the right side of the carriageways between Barberino and Roncobilaccio, on 10 viaducts, ordering Autostrade per l'Italia to take steps to ensure safety on the relevant sections of motorway. This seizure was executed on 28 May 2014.
In June 2014, Autostrade per l'Italia's IV Section Department handed over the requested documents to the Police. The documentation concerns the maintenance work carried out over the years on the safety barriers installed on the section for which it is responsible.
In October 2014, addresses for service were formally nominated for a former General Manager and an executive of Autostrade per l'Italia, both under investigation in relation to the crime defined in art. 355 of the penal code.
Finally, at the end of November 2014, experts appointed by the Public Prosecutor's Office, together with experts appointed by Autostrade per l'Italia, carried out a series of sample tests on the barriers installed on the above motorway section to establish their state of repair.
Following the experts' tests, the barriers were released from seizure.
Preliminary investigations are still in progress, given that the Public Prosecutor's Office has yet to take a final decision.

Investigation by the Public Prosecutor's Office in Prato of a fatal accident to a worker employed by Pavimental
On 27 August 2014, a worker employed by Pavimental S.p.A. – the company contracted by Autostrade per l'Italia to carry out work on the widening of the A1 to three lanes – was involved in a fatal accident whilst working on site. In response, the Public Prosecutor's Office in Prato has placed a number of Pavimental personnel under criminal investigation for reckless homicide, alleging violation of occupational health and safety regulations. In December 2014, Autostrade per l'Italia was notified of a request for information from the Company, together with a request to appoint a defence counsel and elect an address for service, given that the Company is considered a juridical person under investigation in accordance with Legislative Decree 231/01 (regarding the administrative responsibility of corporate entities). The crime of which Autostrade per l'Italia is accused is that defined in art. 25 *septies* of Legislative Decree 231/01, in relation to art. 589, paragraph 3 of the penal code ("Reckless homicide committed in violation of occupational health and safety regulations"). The suspects include Autostrade per l'Italia's Project Manager.
Pavimental has also been ordered to hand over documentation. Preliminary investigations are underway and a preliminary hearing has been requested by the defence counsel of one of the suspects employed by Pavimental, with the aim of appointing experts to reconstruct the dynamics of the fatal accident.

Autostrade per l'Italia - Autostrade Tech against Alessandro Patanè and others
To protect the Group's position following repeated claims filed by Mr. Alessandro Patanè and the companies linked to him, in substance regarding ownership of the software used in the SICVe (Safety Tutor) system, on 14 August 2013 Autostrade per l'Italia and Autostrade Tech served a writ on Mr. Patanè before the Court of Rome, with the aim of having his claims declared without grounds. On appearing before the court at the beginning of 2014, Mr. Patané filed a counterclaim after the legal deadline. The counterclaim contains, among other things, an assertion that the SICVe system has been illegally copied and asserting title to the system, and a claim for damages of approximately €7.5 billion. In the opinion of Autostrade per l'Italia's external legal advisor, none of the counterclaims have any chance of success, given that they were filed late and that the claims are inadmissible and without grounds. The Tutor system has been leased to the highway police free of charge and Autostrade per l'Italia does not obtain any resulting economic benefit, whilst, however, bearing the cost of maintaining the system. The first hearing was due to be held on 3 December 2014, but has been adjourned until 20 May 2015.

Claim for damages from the Ministry of the Environment
The criminal case (initiated in 2007 and relating to events in 2005) pending before the Court of Florence involves two of Autostrade per l'Italia's managers and another 18 people from contractors, who are accused of violating environmental Laws relating to the reuse of soil and rocks resulting from excavation work during construction of the *Variante di Valico*. A total of seven hearings were held between September and December 2014, in order to hear evidence from certain witnesses and experts called on by a number of the parties involved. Sixteen hearings have been scheduled between January and May 2015.
At the hearing of 12 January 2015, in response to matching objections raised by the counsel for the defence, the court issued a lengthy order establishing that: (i) "*the reports on the inspections conducted by the Police, under the warrant issued by the investigating magistrate on 31 May 2007, are null and void, given that the failure to give prior notification to the person under investigation was not adequately justified, and must be returned to the investigating magistrate*; (ii) *the sampling report collected by the Police under the above warrant, and the ensuing laboratory analyses of the samples, are null and void, in that inadequate notice was given to the persons under investigation, and must be returned to the investigating magistrate*; (iii) *the reports on the laboratory analyses of the samples collected by ARPAT staff in exercising their regulatory powers are inadmissible [...], in that they are not accompanied by any documentary proof of prior notification of the interested party, and because they regard samples for which the impossibility of repeating the analyses was not, at that time, demonstrated. These documents must also be returned to the investigating magistrate*".

In response, the investigating magistrate filed an objection to the judge which, in the order dated 9 February 2015, was declared inadmissible by the court appointed to rule on such objections at the Florence Court of Appeal, in view of the absence of any grounds for the objection.

Società Infrastrutture Toscane S.p.A.
In 2006 Società Infrastrutture Toscane ("SIT") signed the Concession Arrangement with Tuscany Regional Authority covering the construction and management of the motorway link between Prato and Signa, under a project financing initiative. SIT is 46% owned by Autostrade per l'Italia.
At the end of 2011 Tuscany Regional Authority terminated the arrangement, deeming the costs to be excessively high. Following the start of arbitration, the Arbitration Panel filed its arbitration award on 19 February 2014. The Panel found the Regional Authority's termination of the arrangement due to its high cost to be legal, ruling that the Authority should pay SIT, as a result of the termination, approximately €30.6 million (including €9.8 million as payment for design work), and that SIT should return public subsidies of approximately €32.2 million, with the debit and credit amounts to be offset. The Panel ruled that SIT should pay the difference due only following the outcome of the failed enforcement of the guarantee provided by Assicurazioni Generali S.p.A. in relation to the project.
Partly to permit early implementation of the award, Generali Italia, Tuscany Regional Authority and SIT agreed a settlement on 1 October 2014 in order to resolve a situation involving a number of significant disputes. As a result, the concession is to be considered as definitively terminated with effect from 1 October 2014.

Overseas motorways

Brazil
In May 1998, the Secretariat for Logistics and Transport in the State of São Paulo took the unilateral decision to impose a ban on toll charges for the suspended axles of heavy vehicles, introducing a restriction not provided for in the concession arrangements. The affected operators, including Triangulo do Sol, initiated legal action in order to ensure restoration of the original financial terms of their arrangements. After two negative outcomes in the first two instances in the courts of São Paulo, in 2004 and 2010, respectively, on 3 December 2013 Brazil's Supreme Court (Superior Tribunal de Justiça di Brazilia, or "STJ") found in favour of the operators. Following ARTESP's challenge, requesting a review of the sentence, on 20 February 2014 the court withdrew its previous ruling. On 24 February 2014, the operators then requested that the final ruling should be issued by the Supreme Court's panel of judges, consisting of 5 members. On 2 December 2014, the court turned down the operators' request, declaring itself not competent to rule on this type of matter. Following publication of the court's decision on 3 February 2015, on 9 February 2015 the operators filed a legal challenge, requesting, among other things, that the case be returned to the Court of the State of São Paulo. Opposition to this challenge was filed with the Supreme Court by ARTESP and the State of São Paulo on 24 February 2015.

On 13 July 2013 ARTESP used the Official Gazette to announce its decision to proceed with an investigation of all ten operators in the State of São Paulo that agreed Addenda and Amendments with ARTESP, which were signed and approved in 2006. The agreed changes were designed to extend the concession terms to compensate, among other things, for the expenses incurred as a result of taxes introduced after the concessions were granted.
The Addenda and Amendments of 2006 were negotiated and signed by ARTESP on the basis of favourable opinions issued by the Regulator's own technical, legal and finance departments. The Addenda and Amendments were then examined by specific oversight bodies from the Ministry of Transport and the Court of Auditors of the State of São Paulo, which confirmed their full validity. ARTESP is contesting the fact that the compensation was calculated on the basis of forecasts in the related financial plans as, moreover, provided for in the concession arrangements, and not on the basis of actual data.
The administrative stage of the investigation undertaken by ARTESP with a view to revising the Addenda and Amendments of 2006 has been completed for all the operators concerned and ARTESP is progressively taking legal action in order to request cancellation of the Addenda and Amendments of 2006, thus enabling the regulator to make recalculations in accordance with its proposed method.
Of the twelve operators concerned, notice of the action has been served on the ten who have had their concessions extended under the Addenda and Amendments of 2006. These include Rodovias das Colinas, which received notice on 29 September 2014, and Triangulo do Sol, which was notified on 26 November 2014.
The operators concerned, including two companies referred to above, and industry insiders, including banks, believe that the risk of a negative outcome is remote. This view is backed up by a number of unequivocal legal opinions provided by leading experts in administrative Law and regulation.

Poland
In September 2013, the Polish transport regulator requested Stalexport Autostrada Malopolska S.A. to provide information on the timing of its repayment to the Polish government, in accordance with the mechanism provided for in the Concession Arrangement, of the loan granted to finance construction work on the Katowice-Krakow section of the A4 motorway prior to being awarded the concession. The loan was, in turn, provided by the European Bank for Reconstruction and Development (EBRD).
The company sent the Grantor an updated repayment schedule, based on the latest forecasts.
In January and February 2014, the regulator requested further details, suggesting, among other things, that the loan could constitute "state aid" received by the operator prior to Poland's entry into the EU and, in this case, be the subject of an investigation by the European Commission. Legal experts are currently assessing the actual risk for the operator should the loan be deemed to constitute "state aid". This risk, however, appears remote.

Since 20 June 2012, the Polish Antitrust Authority has been conducting an Explanatory Proceeding to investigate Stalexport Autostrada Maloposka.
The proceeding aims to investigate the company's "abuse of its dominant position" with regard to the tolls charged to road users when carrying out construction and extraordinary maintenance work, given that Stalexport Autostrada Maloposka is held to operate as a "monopoly".
Should the Authority rule that there has been an "abuse of its dominant position", the proceeding could result in a fine. Whilst reserving the right to challenge any ruling the Authority's investigation may result in, the company is taking steps to define the timing and amount of eventual reductions in tolls whilst such work takes place.
At the end of a similar investigation in 2008 the local Antitrust office fined the Polish company approximately €300 thousand, given that it had not put in place a procedure for reducing tolls during the work. The fine was confirmed at various instances, including by the Supreme Court.

Italian airports

Fiumicino South Completion Project
On 27 August 2014, the Civil Aviation Authority ("ENAC") issued the "*Dispositivo Direttoriale finale di conclusione e perfezionamento del processo approvativo*", announcing the conclusion and completion of the approval process for the Fiumicino South Completion Project.
The document also confirmed, pursuant to art. 1.6 of Law Decree 251 of 28 June 1995, coordinated with and converted into Law by Law 351 of 3 August 1995, its compliance with planning regulations, that the project is in the public interest and is of a non-deferrable and urgent nature, changes to existing urban planning tools and placement of the appropriate restriction on future use of the land expropriated for the purposes of the project.

Regulated fees
On 14 January 2014 a second, and conclusive, annual consultation with users was held regarding the proposed fees for 2014, to come into effect on 1 March 2014. The new tariff plan for 2014 envisages an average fee of €28.2 per departing passenger at Fiumicino.
On 31 October 2014, the Civil Aviation Authority (ENAC) published the "ENAC Guidelines" for the "Procedure for consultation between airport operators and users for ordinary planning agreements and those in derogation" on its website. The guidelines are for immediate application.
In keeping with existing regulations and with the recently issued "ENAC Guidelines", ADR, in a memorandum dated 31 October 2014, sent to all the Users' and Handlers' Associations and published on its website, launched a consultation with the users of Fiumicino and Ciampino airports regarding the proposed fees for the period from 1 March 2015 to 29 February 2016. At the end of this procedure, on 23 December 2014, ENAC notified the Ministry of Infrastructure and Transport of the fees to be come into effect from 1 March 2015. On 31 December 2014, ENAC wrote to ADR confirming the fees to come into effect at Fiumicino and Ciampino airports from 1 March 2015, at the same time publishing them on its website. On this basis, in the case of Fiumicino, the ratio between the maximum permitted revenue for regulated services and fee-paying passengers, under the Planning Agreement, is €29.8, whilst the figure for Ciampino airport is €18.8 per passenger.

Regulated fees: II Addendum to the Single Deed-Concession Arrangement of 23 December 2013
The Cabinet Office Decree of 31 January 2014 (announced in the Official Gazette of 17 March 2014, no. 63) approved the II Addendum to the Single Deed signed by ENAC and ADR on 23 December 2013.

The Addendum has replaced Annex 9 to the Single Deed (governing the fee structure), amending the fees for transit passengers with the impact offset by a matching revision of the fees payable by departing passengers. This change to the fee structure, which came into effect from 1 March 2014, has been implemented pursuant to Interministerial Decree 373 of 14 October 2013.

III Addendum to the Single Deed-Concession Arrangement

On 9 December 2014, ENAC and ADR signed the III Addendum to the Single Deed, which has established further mechanisms for measuring service quality according to international standards, the method for selecting the relevant indicators and the peers to be included in the sample, the airports to be included in the panel, the method of monitoring and the related mechanism for penalties.
At the end of 2015, the first year in which the additional mechanisms for measuring quality introduced by the Addendum will be applied, the parties may renegotiate the indicators and targets in order to take into account any new data acquired in the meantime. Eventual changes will then be applied during the sub-tariff period between 2017 and 2021.

Noise Reduction and Abatement Plan for Ciampino airport

Pursuant to the Ministerial Decree of 29 November 2000, ADR submitted its Noise Reduction and Abatement Plan for Ciampino airport to Lazio Regional Authority and the municipalities of Rome, Marino and Ciampino on 28 November 2013. In February 2014, the three municipalities expressed their opposition to the proposed plan.
On 5 May 2014, Lazio Regional Authority formally set up a cross-agency panel to look into the above Plan. In addition to Lazio Regional Authority, the panel's members include representatives from the Municipality of Rome, the municipalities of Ciampino and Marino, ENAC, ARPA Lazio (the region's environmental protection agency) and ADR.
On 12 June 2014, Regulation 598/2014 was published in the Office Gazette of the European Union L173. The regulation has introduced rules and procedures for the introduction of operational restrictions aimed at containing the noise at airports in the EU, as part of a balanced approach, based on an examination (using a process developed by the International Civil Aviation Organisation) of the available measures, with a view to resolving the issue of noise pollution in keeping with the principle of cost effectiveness at the level of each individual airport.
The Regulation, which has abolished Directive 2002/30/CE, will come into effect on 13 June 2016 and will apply to European airports "with traffic in excess of 50,000 movements of civil aircraft per calendar year, based on the average of the last three calendar years prior to determining the level of noise".

Airport certification

On 14 February 2014, EU Regulation 139/2014 of 12 February 2014 was published in the Official Gazette of the European Union. The Regulation has introduced EU legislation governing the certification of airports and operators. The Regulation came into force on 6 March 2014.
Airport operators must obtain the new certification by 31 December 2017. As a result, a number of technical committees have started work at ENAC (ADR is a participant, together with Assaeroporti) in order to study implementation of the regulation and prepare for the upcoming certification of Fiumicino airport.
Given that Regulation 139/2014 is, in any event, already effective for member states, on 22 December 2014 ENAC informed airport operators that all requests for the approval of airport designs must contain details of the technical standards prepared by the EASA (European Aviation Safety Agency) applicable to the design and the means by which they will be complied with.

Incentives for airlines

On 2 October 2014, the Minister of Infrastructure and Transport signed the "Guidelines applicable to incentives for the start-up and development of air routes by airlines", pursuant to Law Decree 145/2013 (the so-called "Destination Italy" law, referred to below). The Guidelines require airport operators intending to offer such incentives – in whatever form – to airlines: (i) to publish their incentive schemes on their websites every six months; (ii) to select the airlines to offer the incentives to on the basis of a transparent and competitive procedure; (iii) to publish the outcome of the procedures and the agreements entered into on their websites within 15 days of concluding any agreements; (iv) to inform ENAC and the Office of Transport Regulation of the outcome of the procedures and the agreements entered into; (v) to inform ENAC and the Office of Transport Regulation, by 31 January of each year, of the total amount of incentives provided in the previous year.

"Destinazione Italia" Law Decree: the Regional Tax on Aircraft Noise (IRESA) and municipal surcharge

The national law, converting Law Decree 145/2013 (the so-called "Destination Italy" Law, published in the Official Gazette on 21 February 2014) includes measures for airports that provide subsidies to airlines; fixes the maximum value of the Regional Tax on Aircraft Noise (IRESA) calculation parameters applicable throughout the country; establishes that the

municipal surcharge introduced by article 2, paragraph 11 of Law 350 of 24 December 2003, and subsequent increases, is not payable by passengers in transit at Italian airports, if they have arrived from another Italian airport, and that the Commissioner's surcharge for Roma Capitale should continue to be applied to all passengers departing from or in transit at the airports of Rome Fiumicino and Ciampino, with the exception of transit passengers arriving from and departing for an Italian airport.
On 15 April 2014, Lazio Regional Authority adopted a resolution authorising a legal challenge to be brought before the Constitutional Court, contesting the constitutional legitimacy of the "*Destinazione Italia*" Law Decree — and, in particular, article 13, paragraph 15-*bis* — as converted into Law 9 of 21 February 2014, for alleged violation of articles 3, 77, 117, 118, 119 and 120 of the Constitution.
The Challenge based on the question of constitutional legitimacy brought by Lazio Regional Authority and filed with the Court on 23 April 2014 was published in the Official Gazette of 4 June 2014, 1st Special Series, no. 24.

Dispute over airport fees for flights to Switzerland
In July 2011 ADR was served with a writ by Swiss International Airlines Ltd. ("Swiss"), claiming the repayment of €1.8 million due to a material error made in the initial quantification, equal to the excess amount paid by Swiss from 2002 to 2009 for take-off and landing fees. ADR had applied the fees applicable to destinations outside the EU to flights to and from the Swiss Confederation, rather than those for EU flights.
In August 2011, ADR was served with another writ regarding a similar claim by Swiss, amounting to €3.5 million (including interest) in passenger boarding fees. At the hearing of 20 February 2015, at the joint request of the parties, the judge ordered a further adjournment, to allow negotiations to take place, until 10 July 2015.
On 7 April 2014, ADR was served with a writ by EasyJet Switzerland S.A., claiming the repayment of €1 million, plus interest, equal to the excess amount paid, according to the airline, between 2009 and 2013 (based on the fees applicable to destinations outside the EU) for take-off and landing fees and passenger boarding fees. At the initial hearing on 23 October 2014, the investigating judge set a deadline for the submission of further evidence and scheduled the next hearing for 7 October 2015.

Opposition to the Planning Agreement
On 12 March 2014, Lazio Regional Administrative Court heard a number of legal challenges against the Planning Agreement. The challenges brought by Codacons (a leading consumers' association), Assaereo, Assohandlers and Consulta were withdrawn. During the accompanying discussion of the special appeals to the Head of State lodged by a Lufthansa – Austrian Airlines – Swiss International Airlines, shipping agents operating at Ciampino (AICAI – DHL – TNT) and Cargo operators, an adjournment was requested and the next hearing scheduled for 9 July 2014.
The challenges filed by Assoaereo, Assohandlers, Consulta e Codacons were struck off the register on 25 March 2014 due to lack of interest in proceeding on the part of the appellants.
Ahead of the hearing scheduled for 9 July 2014, on 2 July 2014 Lufthansa/Austrian Airlines/Swiss International Airlines, shipping agents operating at Ciampino (AICAI – DHL – TNT) and Cargo operators notified the 1st Section of Lazio Administrative Court that they had decided to drop their legal challenges to the Planning Agreement. Accordingly, at the hearing of 9 July the appellants' legal representative declared that they had withdrawn their challenge. The sentences were filed on 10 September 2014.
The challenge to the Planning Agreement brought by the Municipality of Viterbo before Lazio Administrative Court, and notified on 28 February 2013, remains pending, with the date of the hearing still to be scheduled.

Litigation with the Customs Office regarding duty-free shops
In 2007 the Rome Customs Office alleged that ADR S.p.A. had committed irregularities in the sales carried out at its duty-free shops from 1 January 1993 to 31 January 1998. The findings essentially regard sales made to passengers travelling within the EU that exceeded their duty-free allowances in terms of amount and value. The Customs Office ordered payment of sums totalling €22.3 million for VAT, as well as excise and tobacco duties, as a result of its findings. ADR lodged an appeal with the Provincial Tax Commission, which was rejected in April 2009. The Customs Office then began the procedure for collecting the sum due, amounting to €26.1 million (including interest and costs), which ADR paid in instalments. On 6 September 2013 the Supreme Court ruling on ADR's appeal, which only accepted the sixth ground for appeal regarding application of the statute of limitations to the taxes assessed by the Customs Office for the period prior to 23 March 1995, was filed.
Pursuant to this ruling, the Company is entitled to partially recover sums already paid in taxes, default interest, collection fees and accrued interest, amounting to an estimated €9.6 million, from the tax authorities. The case will be transferred for acknowledgment by the Regional Tax Commission, where an application for the reinstatement of proceedings from the Supreme Court was filed on 3 January 2014.

The ruling filed on 27 October 2014 upheld the Company's appeal and, applying the statute of limitations to all the taxes and duties payable on sales between 1 January 1993 and 22 March 1995, upheld ADR's right to a refund, awarding the Company all court costs, including those incurred at the Supreme Court. Following this ruling, the company submitted a formal request for partial relief to the Customs Office and Equitalia Sud, together with a request for a refund of the amount overpaid.

Dispute over municipal property tax (ICI/IMU)

The Municipality of Fiumicino notified ADR of two notices of assessment, contesting the company's failure to declare and pay municipal property tax (ICI) for 2001 and 2002, in relation to the Hilton Rome Airport hotel. Believing that it had valid grounds for claiming that it was not liable to the tax, the company challenged the notices before the Provincial Tax Commission of Rome. On 20 December 2010, the Provincial Tax Commission of Rome filed its ruling, rejecting ADR's challenge against the notice of assessment for 2002. Given the limited degree to which the relevant legal issues had been looked into, the company appealed the ruling of the Provincial Tax Commission of Rome. On 23 December 2011, the Provincial Tax Commission of Rome filed its ruling, upholding ADR's appeal against the notice of assessment for 2001. The Municipality of Fiumicino subsequently appealed this ruling.

On 9 January 2015, Regional Tax Commission rulings were filed. The rulings rejected ADR's appeal regarding 2002 and upheld the Municipality of Fiumicino's appeal for 2001. Deeming its arguments to be still valid, the company intends to appeal the rulings at second instance before the Supreme Court.

On 5 May 2011, the Municipality of Fiumicino notified ADR of two notices of assessment for 2005 and 2006. In line with its position regarding 2001 and 2002, the company challenged the notices before the Provincial Tax Commission of Rome. On 2 December 2014, the Provincial Tax Commission, having combined the challenges regarding 2005 and 2006, filed its ruling, rejecting ADR's challenges. Deeming its arguments to be still valid, the company intends to appeal the ruling at first instance.

On 7 October 2013, the Municipality of Fiumicino notified ADR of five notices of assessment, contesting the company's failure to pay municipal property tax (ICI) in relation to the Hilton Rome Airport hotel for the years from 2007 to 2011, and the failure to pay the tax for other buildings for the years from 2007 to 2009 alone.

On 12 November 2013, the company requested that the Municipality review and withdraw the notices for the buildings other than the Hilton Rome Airport hotel. Given the delay in the Municipality's response, the company proceeded to challenge the notices of assessment before the Provincial Tax Commission. On 2 and 7 January 2014, the Municipality of Fiumicino notified the company that it had withdrawn the notices of assessment previously notified on 7 October 2013, partially upholding the company's request, whilst re-issuing the notices for the Hilton Rome Airport hotel and the buildings forming part of the Alitalia Technical Area. The company has also challenged these new notices of assessment before the Provincial Tax Commission.

Tax indemnity

In 2002 – when IRI obtained approval for the sale of a 44.74% interest in ADR to the Macquarie group, Gemina, Impregilo and Falck took over from IRI by directly assuming responsibility, in the proportions of 50.0%, 13.10% and 36.90%, for the indemnity provided by IRI during the privatisation of ADR, with a view to covering 51.166% of the losses to be incurred by the company for tax claims regarding documents and declarations relating to periods prior to the privatisation in July 2000. The above dispute between ADR and the Customs Office is covered by the above indemnity, which may be activated when a final judgment is handed down regarding ADR. Impregilo and Falck refute the validity of the indemnity. ADR has taken out legal proceedings against these companies in order to obtain a ruling ordering payment of the sums due, conditional on the handing down of the final judgment concerning ADR. In a ruling in October 2012, the Court of Rome accepted ADR's claim, against which Impregilo and Falck have lodged appeal. At a hearing on 27 September 2013 the case was adjourned until 10 November 2017 for the admission of the facts.

Easyjet's challenge to the reformulation of transit fees

On 26 February 2014 ADR was notified of a legal challenge brought by Easyjet Airline Company LTD before Lazio Regional Administrative Court, requesting cancellation of the revised passenger boarding fees, to be applied from 1 March 2014, linked to the new transit fees and applying for injunctive relief. At the Panel hearing held to discuss injunctive relief on 29 April 2014, the Regional Administrative Court upheld the objection filed by ADR based on inadmissibility following the subsequent Cabinet Office Decree approving the II Addendum to the Single Deed. As the deadline for the submission of additional arguments has yet to expire, EasyJet has declared an interest in submitting further arguments. The Panel, therefore, scheduled a hearing to discuss the injunctive relief for 29 May 2014. At the hearing of 29 May 2014, Lazio Regional Administrative Court (Third Section *Ter*) rejected EasyJet's request for injunctive relief in the absence of any "plausible right".

ADR's challenge to the method of calculating concession fees
In 2003 ADR S.p.A. lodged an appeal before Lazio Regional Administrative Court against the Executive Decree issued by the State Property Office on 30 June 2003, establishing the new method for calculating the annual fee payable by global airport operators, previously governed by the Executive Decree of 22 December 1998. The hearing on the merits was held on 11 November 2014. The Regional Administrative Court, upholding ADR's request, ruled that the proceedings were inadmissible due to an absence of interest. In particular, on 14 October 2014, ADR declared that it was no longer interested in a ruling on the merits of its appeal, given that – as part of a civil action – the Supreme Court had confirmed the sentence of the Court of Appeal in Rome that had upheld ADR's challenge against the above decree of 30 May 2003.
In a parallel judgement in civil court (action for a negative declaration), brought by ADR, in 2007 a Court of Rome sentence found that the additional amounts paid to ENAC, over and above the fees due for the years covered by the action (the three-year period 2003-2005) were not due. The State Property Office and the Ministry of Infrastructure and Transport lodged an appeal, through the Italian Attorney General, which was rejected in full in sentence 2454/2012.
The subsequent appeal to the Italian Supreme Court resulted in a sentence entered on 19 May 2014, confirming the judgements of the Court of First Instance and the Appeal Court and thus the disapplication of the Executive Decree issued by the State Property Office for the purposes of determining the fees for 2003, 2004 and 2005, given that the method of calculation was held to be illegal. Repayment of the excess amounts paid by ADR during this period is, however, subject to the outcome of an action brought before an ordinary court for this purpose.
Given that the above sentence solely regards the disapplication of the Executive Decree ("*Decreto Dirigenziale del Demanio*") of 30 June 2003 – with reference to the above three-year period – and does not cancel the regulation and the impact it has had and continues to have in subsequent years, the potential implications for subsequent years will depend on the outcome of the administrative court proceedings underway.

Proceedings regarding the Alitalia Group in extraordinary administration (a.s.)
Following a series of sentences passed by the Bankruptcy Court in Rome declaring the insolvency of Alitalia S.p.A. in a.s., Volare S.p.A. in a.s., Alitalia Express S.p.A. in a.s., Alitalia Servizi S.p.A. in a.s., and Alitalia Airport in a.s., the list of liabilities, followed by the related distribution plans, were filed between the end of 2011 and 2013. Furthermore, after examining the first partial distribution plan ordered by the Official Receiver, on 28 May 2013 ADR filed a claim for its partial amendment. In an order notified on 10 January 2014, the Official Receiver rejected the claim; an appeal against the order was lodged before the Court. On 28 October 2014, the date set for the adjourned hearing initially scheduled for 7 October 2014, after due consideration, the Company decided not to appear before the Court and, given that no one appeared for Alitalia either, the action was dismissed on the grounds of inadmissibility.
Under the above distribution plan, on 20 March 2014 ADR collected €10.3 million in the form of an "insolvency payment" as a preferential creditor. On 19 March 2014 it collected €0.1 million under the distribution plan for Alitalia Express in a.s..
With regard to the dispute with Air Europe S.p.A. in a.s., in the judgement filed on 18 July 2014, the Court of Appeal in Milan rejected the appeal brought by ADR against the previous ruling ordering the company to repay €1.8 million paid to ADR in the year prior to the airline's being placed in liquidation. In order to avoid execution of the sentence, the company has paid €2.0 million (including interest and costs).

Contract tenders
With regard to the dispute with ATI Alpine Bau, relating to the upgrade of runway 3 at Fiumicino airport, the judgement filed by the Court of Appeal in Rome on 14 July 2014 has, in substance, rejected the appeal brought by ATI Alpine Bau, upholding ADR's position, and declared the contract signed on 30 December 1997 terminated due to the negligence of the temporary consortium to which the contract was awarded.

Regional Tax on Aircraft Noise (IRESA)
Since June 2014, ADR has been notified of 92 challenges brought by 40 airlines before the Provincial Tax Commission of Rome and of six challenges brought before Lazio Regional Administrative Court (without requests for injunctions) by Alitalia Cai, AirOne, Alitalia Cityliner and CAI First, contesting the letters sent by ADR requesting payment of IRESA for the period January – September 2014. ADR is obliged to collect the tax under its Agreement with Lazio Regional Authority, following the entry into effect of Regional Law 2 of 29 April 2013. A date for the hearings has yet to be set.

Limitation on the handlers authorised to operate at Fiumicino airport
In December 2014, ADR was notified of 5 challenges lodged with Lazio Regional Administrative Court, contesting ENAC's decision of 13 October 2014 to limit the number of handlers authorised to handle baggage, transport cargo and post between aircraft and airport buildings and to provide ground handling services (with the exclusion of the loading and

unloading of food and beverages) as defined in Annex A to Legislative Decree 18/99 at Fiumicino airport. The challenges have been lodged by Assaereo, Aviation Services S.p.A., Consulta S.r.l., Consulta S.p.A. and IBAR. Assaereo, Consulta S.r.l. and IBAR have applied for an injunction halting implementation of the decision. In December, ADR was also notified of two additional grounds for a challenge lodged by "Fallimento Groundcare Milano S.r.l.", contesting ENAC's decision. No dates have so far been set for hearings on either the requests for injunctive relief or the merits of the case.

Other activities

ETC

Following the withholding of payment by the Miami-Dade Expressway Authority ("MDX") for the on site and office system management and maintenance services provided by ETC, and after a failed attempt at mediation as required by the service contract, on 28 November 2012 ETC petitioned the Miami Dade County Court in Florida to order MDX to settle unpaid claims amounting to over US$30 million and damages for breach of contact.
In December 2012, MDX, in turn, notified ETC of its decision to terminate the service contract and sue for compensation for alleged damages of US$26 million for breach of contract by ETC.
In August 2013, ETC and MDX agreed a settlement covering the services rendered by ETC during the "disentanglement" phase, which ended on 22 November 2013. MDX has duly paid the sum due.
Pre-trial hearings were concluded during the first half of 2014. The court, which was initially expected to rule by the end of 2014, announced a delay and that it would pass judgement in February 2015. Judgement is now expected at the end of 2015.

In September 2013, the Port Authority of New York and New Jersey (PANY) sent ETC a letter drawing attention to accumulated delays in the project involving installation of a new tolling system for the bridges and tunnels of New York and New Jersey, and requesting immediate action to make up for the delays and ensure completion of the project on time, under penalty of cancellation of the contract. Following receipt of the latter, ETC has halted implementation of the tolling system and has entered into negotiations with PANY with a view to reaching agreement on termination of the contract.
Discussions with the Authority with the aim of resolving the disagreements have so far proved fruitless. ETC believes it has good grounds on which to base a challenge to the Port Authority.

Ecomouv

On 20 October 2011, Autostrade per l'Italia, via the project company, Ecomouv S.a.s. (in which Autostrade per l'Italia holds a 70% interest) signed a partnership agreement with the French Ministry of Ecology, Sustainable Development, Transport and Public Housing (MEEDE) for the implementation and operation of a satellite-based tolling system for heavy vehicles weighing over 3.5 tonnes on approximately 15,000 km of the country's road network (the so-called Eco-Taxe Poids Lourds project).
The contract envisaged an initial 21-month design and construction phase following signature of the contract, with operation and maintenance of the tax collection system for a further 11 and a half years.
Testing of the system by the French government (*Vérification d'Attitude au Bon Fonctionnement - VABF*) was completed on 8 November 2013 and on 22 November the government acknowledged compliance of the system with the applicable technical, legal and regulatory requirements, save for endorsement of the chains of collection and control; These endorsements, which according to Ecomouv are not necessary for the purpose of the *VABF*, were, in any event, announced in December 2013.
On 29 October 2013, in response to violent protests in Brittany, the French Prime Minister announced the suspension of introduction of the Eco-Taxe in order to review the scope of application, as demanded by road hauliers' associations, farmers and politicians in the Brittany region. Two parliamentary committees were set up at the National Assembly and the Senate to look into the ecotax in December 2013, one of which, the *Mission d'Information* at the National Assembly, with the main purpose of establishing if the conditions are right for a renewed attempt to introduce the tax.
Subsequently, and following the favourable opinion issued by the Conciliation Panel requested by Ecomouv in order to arrive at an amicable solution of the disputes arising over the French government's refusal to accept the system, despite the fact that the tests had been successfully concluded, and the favourable findings contained in the reports prepared by the above 2 parliamentary committees, which confirmed the advisability of continuing with implementation of the system developed by Ecomouv and the legality of the tender procedures, on 20 June a Memorandum of Understanding was entered into with the French government governing application of the partnership agreement during the period of suspension of the ecotax through to 31 December 2014.

Under the memorandum, the French government has acknowledged that the System developed by Ecomouv meets the requirements set out in the contract, declaring its formal acceptance (the so-called "mise à disposition") of the system, and acknowledges its debt to the company. The government will also hold Ecomouv harmless from any operating costs and financial expenses resulting from its decision to postpone introduction of the ecotax. On 30 October 2014, the relevant ministries formally notified Ecomouv of their decision to terminate the contract "due to insurmountable difficulties in implementing the Eco-Taxe". Subsequently, on 30 December 2014, the French government informed Ecomouv that it would assume liability for the compensation due as a result of termination of the Partnership Agreement, in accordance with the previously established method of calculation. The compensation, totalling a net amount of €403 million, was paid on 2 March 2015, will enable the company to recover its investment, including repayment of the borrowings not transferred to the French government, earn a return on invested capital and cover the cost of putting Ecomouv into voluntary liquidation, including the cost of safeguarding jobs. The French government has also undertaken to repurchase the equipment produced by Ecomouv and distributed to operators, and to repay the related project financing.
The obligation to repay the project financing obtained from the company's banks, originally amounting to approximately €440 million, was assumed directly by the French government as a result of the combined effect of its formal acceptance of the system under the Trilateral Memorandum of Understanding of 20 June 2014 between Ecomouv, the company's banks and the French government, and the later exercise, by the French government, of its right to terminate the partnership agreement with effect from 30 December 2014, without the possibility of any further claim on Ecomouv.

10.8 Events after 31 December 2014

Buyback, by Atlantia S.p.A., of ABS (Class A4) securities issued by Romulus Finance S.r.l.
On 30 January 2015, Atlantia, with the purpose of investing available liquidity, completed its voluntary cash tender offer, governed by English law, for all the asset backed securities named "£215,000,000 5.441% per cent Class A4 Notes due 2023" (€346.9 million at the exchange rate on the purchase date) issued by Romulus Finance S.r.l. [3]. Atlantia has accepted all the securities for which the Offer was validly accepted, amounting to a total of £214,725,000, equal to 99.87% of the securities in issue.

Guidelines for the plan to restructure the Italian service area network
On 2 February 2015, the Grantor sent all Italian motorway operators guidelines, drawn up jointly by the Ministry of Infrastructure and Transport and the Ministry for Economic Development, regarding "*Determination of the criteria for preparing a restructuring plan for service areas located on the motorway network*". The guidelines grant each operator the option of (i) closing any service areas deemed to be of marginal importance, provided that the operator ensures an adequate level of service on the relevant motorway section, and (ii) reviewing the way that oil and non-oil services are provided by the various operators. Autostrade per l'Italia, Tangenziale di Napoli and Società Traforo del Monte Bianco have submitted their own plan which, in accordance with the guidelines, must be approved by the Ministry of Infrastructure and Transport, in agreement with the Ministry for Economic Development, and in consultation with regional authorities. The term for the above approval will expire on 15 March 2015.

Partial buyback of bonds issued by Atlantia through a Tender Offer
On 13 February 2015, Atlantia S.p.A. announced the launch of a Tender Offer with the aim of partially repurchasing the following notes issued by Atlantia and guaranteed by Autostrade per l'Italia:

a) 5.625%, having a total par value of €1,500,000,000, maturing 2016;
b) 3.375%, having a total par value of €1,000,000,000, maturing 2017, guaranteed by ASPI;
c) 4.500%, having a total par value of €1,000,000,000, maturing 2019. The purchases are to be settled in cash of a predetermined maximum amount. On closure of the tender offer, valid acceptances have been received for notes with a total par value of €1,078,963,000. Atlantia has announced that it has decided to accept validly submitted acceptances with a total par value of €1,020,130,000. The maximum amount of the buyback was thus raised to €1,102,245,344. The amount payable to bondholders accepting the offer was paid 27 February 2015, at the same time as the transfer of the bonds. The transaction was carried out within the context of a plan to optimize management of Autostrade per l'Italia's finances. The subsidiary has in turn repaid the intercompany borrowings matching the bonds repurchased by Atlantia.

(3) *The Class A4 securities, currently listed on the Luxembourg Stock Exchange, were issued by the special purpose entity, Romulus Finance, in February 2003 as part of the securitisation of receivables due to Aeroporti di Roma S.p.A., a subsidiary of Atlantia since December 2013.,*

Resolution authorising the issue of retail bonds
On 19 February 2015, Autostrade per l'Italia's Board of Directors voted to authorise the issue, by 31 December 2015, of one or more new non-convertible bonds, to be issued in one or more tranches and with a total value of up to €1.5 billion. The bonds are to be listed on one or more regulated markets (including the *Mercato Telematico delle Obbligazioni*, organised and managed by Borsa Italiana S.p.A.) and are to be offered for sale to retail investors in Italy. The Board of Directors also resolved that the bonds, with terms to maturity of no more than 8 years, may be fixed, floating or mixed rate (i.e., a combination of a fixed rate - applied during the initial term - and a floating rate - applied during the remaining term). The primary purpose of the issues is to finance the Autostrade per l'Italia Group's development plans, maintain a balanced financial structure in terms of the ratio of short to medium and long-term debt, diversify sources of funding and raise funds at competitive costs, in addition to maintaining a wide base of investors and enabling early repayment of intercompany loans obtained from Atlantia, in order to extend the average term to maturity of the subsidiary's debt.

Acquisition of control of Società Autostrada Tirrenica agreed
On 25 February 2015, Autostrade per l'Italia which already owned 24.98% of Società Autostrada Tirrenicap.A. (SAT), agreed, with the shareholders of SAT, to acquire a further 74.95% stake in the company, thus raising its total interest to 99.93%. The cost of the transaction is approximately €84 million.
SAT holds the concession for the A12 Livorno–Civitavecchia motorway, of which the Livorno-Rosignano section of around 40 km is in operation. The Single Concession Arrangement entered into with the Grantor in 2009 [4] envisages an extension of the concession from 31 October 2028 to 31 December 2046, and execution of the work needed to complete the motorway through to Civitavecchia.
In response to observations from the European Commission regarding, among other things, extension of the concession to 2046, the Grantor sent the operator a draft addendum envisaging extension of the concession to 2043, completion of work on the Civitavecchia–Tarquinia section (in progress), and eventual completion of the motorway (in sections, if necessary) to be put out to tender. The draft addendum envisages that completion of the motorway will, in any event, be subject to fulfilment of the technical and financial conditions to be verified jointly by the grantor and the operator and execution of an addendum to the Concession Arrangement. The draft addendum has been submitted to the European Commission for review.
The purchase, which, among other conditions, is suspensively conditional on receipt of clearance from the Grantor, is expected to complete within the first half of 2015.

(4) The Concession Arrangement was effective from 24 November 2010 following compliance with the requirements set out by the Interministerial Economic Planning Committee (CIPE).

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Annex 1

The Atlantia Group's scope of consolidation and investments as at 31 December 2014

NAME	REGISTERED OFFICE	BUSINESS	CURRENCY
Parent company			
Atlantia S.p.A.	Rome	Holding company	Euro
Subsidiaries consolidated on a line-by-line basis			
AD Moving S.p.A.	Rome	Advertising services	Euro
ADR Advertising S.p.A.	Fiumicino	Management of advertising space	Euro
ADR Assistance S.r.l.	Fiumicino	Prm services	Euro
Airport Cleaning S.r.l.	Fiumicino	Sundry cleaning and maintenance services	Euro
Aeroporti di Roma S.p.A.	Fiumicino	Airport management	Euro
ADR Engineering S.p.A.	Fiumicino	Airport engineering	Euro
ADR Mobility S.r.l.	Fiumicino	Car park management	Euro
ADR Security S.r.l.	Fiumicino	Security services	Euro
ADR Sviluppo S.r.l.	Fiumicino	Property management	Euro
ADR Tel S.p.A.	Fiumicino	Telecommunications	Euro
Atlantia Bertin Concessões S.A.	São Paulo (Brazil)	Holding company	Brazilian Real
Autostrade Concessões e Participações Brasil Limitada	São Paulo (Brazil)	Holding company	Brazilian Real
Autostrade dell'Atlantico S.r.l.	Rome	Holding company	Euro
Autostrade Holding do Sur S.A.	Santiago (Chile)	Holding company	Chilean Peso
Autostrade Indian Infrastructure Development Private Limited	Mumbai - Maharashtra (India)	Holding company	Ruple
Autostrade Meridionali S.p.A.	Naples	Motorway operation and construction	Euro
Autostrade per l'italia S.p.A.	Rome	Motorway operation and construction	Euro
Autostrade Portugal - Concessões de Infraestruturas S.A.	Lisbon (Portugal)	Holding company	Euro
Autostrade Tech S.p.A.	Rome	Information systems and equipment for the control and automation of traffic and road safety	Euro

(1) The Atlantia Group holds 50% plus one share in the companies and exercises control on the base of partnership and governance agreements.
(2) The company is listed on the Expandi Market managed by Borsa Italiana SpA.

SHARE CAPITAL/ CONSORTIUM FUND AS AT 31.12.2014	HELD BY	% INTEREST IN SHARE CAPITAL/CONSORTIUM FUND AS AT 31.12.2014		OVERALL GROUP INTEREST (%)	NOTE
825,783,990					
1,000,000	Autostrade per l'Italia S.p.A.		100%	100%	
1,000,000	Aeroporti di Roma S.p.A.		100%	95.92%	
6,000,000	Aeroporti di Roma S.p.A.		100%	95.92%	
1,500,000	Aeroporti di Roma S.p.A.		100%	95.92%	
62,224,743	Atlantia S.p.A.		95.92%	95.92%	
774,690	Atlantia S.p.A.		100%	100%	
1,500,000	Aeroporti di Roma S.p.A.		100%	95.92%	
400,000	Aeroporti di Roma S.p.A.		100%	95.92%	
100,000	Aeroporti di Roma S.p.A.		100%	95.92%	
600,000			100%	95.92%	
	Aeroporti di Roma S.p.A.	99.00%			
	ADR Sviluppo S.r.l.	1.00%			
773,739,894	Triangulo do Sol Participações S.A.		100%	50.00%	(1)
729,590,863			100%	100%	
	Autostrade Portugal - Concessões de Infrastructuras S.A.	25.00%			
	Autostrade dell'Atlantico S.r.l.	41.14%			
	Autostrade Holding do Sur S.A.	33.86%			
1,000,000	Autostrade per l'Italia S.p.A.		100%	100%	
51,496,805,692			100%	100%	
	Autostrade dell'Atlantico S.r.l.	99.99%			
	Autostrade per l'Italia S.p.A.	0.01%			
500,000			100%	100%	
	Autostrade per l'Italia S.p.A.	99.99%			
	Spea Ingegneria Europea S.p.A.	0.01%			
9,056,250	Autostrade per l'Italia S.p.A.		58.98%	58.98%	(2)
622,027,000	Atlantia S.p.A.		100%	100%	
30,000,000	Autostrade dell'Atlantico S.r.l.		100%	100%	
1,120,000	Autostrade per l'Italia S.p.A.		100%	100%	

NAME	REGISTERED OFFICE	BUSINESS	CURRENCY
Concessionária da Rodovia MG050 S.A.	São Paulo (Brazil)	Motorway operation and construction	Brazilian Real
Dannii Holding GmbH	Vienna (Austria)	Acquisition and management of investments in other companies	Euro
Ecomouv D&B S.a.s.	Paris (France)	Design/construction/distribution of equipment required for eco-taxe implementation	Euro
Ecomouv S.a.s.	Paris (France)	Financing/design/construction/operation of equipment requried for eco-taxe implementation	Euro
Electronic Transaction Consultants Co.	Richardson (Texas - USA)	Automated tolling services	Usa Dollaro
EsseDiEsse Società di Servizi S.p.A.	Rome	General and administrative services	Euro
Fiumicino Energia S.r.l.	Fiumicino	Electricity production	Euro
Giove Clear S.r.l.	Rome	Cleaning and sundry maintenance services	Euro
Grupo Costanera S.A.	Santiago (Chile)	Holding company	Chilean Peso
Infoblu S.p.A.	Rome	Traffic information	Euro
Infra Bertin Participações S.A.	São Paulo (Brazil)	Holding company	Brazilian Real
Leonardo Energia - Società Consortile ar.l.	Fiumicino	Electricity production	Euro
Mizard S.r.l.	Rome	Acquisition, sale and management of investments in information services/radio and television/telecommunications companies	Euro
Pavimental Polska Sp.zo.o.	Warsaw (Poland)	Motorway and airport construction and maintenance	Zloty
Pavimental S.p.A.	Rome	Motorway and airport construction and maintenance	Euro
Raccordo Autostradale Valle d'Aosta S.p.A.	Aosta	Motorway operation and construction	Euro
Romulus Finance S.r.l.	Conegliano (Treviso)	Securitisation vehicle	Euro
Rodovias das Colinas S.A.	São Paulo (Brazil)	Motorway operation and construction	Brazilian Real
Sociedad Concesionaria AMB S.A.	Santiago (Chile)	Motorway operation and construction	Chilean Peso
Sociedad Concesionaria Autopista Nororiente S.A.	Santiago (Chile)	Motorway operation and construction	Chilean Peso
Sociedad Concesionaria Autopista Nueva Vespucio Sur S.A.	Santiago (Chile)	Holding company	Chilean Peso
Sociedad Concesionaria Costanera Norte S.A.	Santiago (Chile)	Motorway operation and construction	Chilean Peso
Sociedad Concesionaria de Los Lagos S.A.	Llanquihue (Chile)	Motorway operation and construction	Chilean Peso
Sociedad Concesionaria Litoral Central S.A.	Santiago (Chile)	Motorway operation and construction	Chilean Peso

(3) The issued capital is made up of €284,350,000 in ordinary shares and €59,455,000 in preference shares. The percentage interest is calculated with reference to all shares in issue, whereas the 58.00% of voting rights is calculated with reference to ordinary voting shares.
(4) Entity Vehicle established according to the Italian Law 130/99 through which the 14 february 2003 the lending banks of Aeroporti di Roma S.p.A. have securitized a portion of the receivable held in the company. According to IFRS the group interest in the company is equivalent to the full control of company shares.

SHARE CAPITAL/ CONSORTIUM FUND AS AT 31.12.2014	HELD BY		% INTEREST IN SHARE CAPITAL/CONSORTIUM FUND AS AT 31.12.2014	OVERALL GROUP INTEREST (%)	NOTE
53,976,022	Atlantia Bertin Concessões S.A.		100%	50.00%	(1)
10,000	Autostrade Tech S.p.A.		100%	100%	
500,000	Autostrade per l'Italia S.p.A.		75.00%	75.00%	
30,000,000	Autostrade per l'Italia S.p.A.		70.00%	70.00%	
20,000	Autostrade dell'Atlantico S.r.l.		64.46%	64.46%	
500,000	Autostrade per l'Italia S.p.A.		100%	100%	
741,795	Atlantia S.p.A.		87.14%	87.14%	
10,000	Autostrade per l'Italia S.p.A.		100%	100%	
465,298,430,418	Autostrade dell'Atlantico S.r.l.		50.01%	50.01%	
5,160,000	Autostrade per l'Italia S.p.A.		75.00%	75.00%	
738,652,989	Autostrade Concessões e Participações Brazil Limitada		50.00%	50.00%	(1)
10,000			100%	88.02%	
	Fiumicino Energia S.r.l.	90.00%			
	Aeroporti di Roma S.p.A.	10.00%			
10,000	Atlantia S.p.A.		100%	100%	
3,000,000	Pavimental S.p.A.		100%	98.58%	
10,116,452			99.40%	98.58%	
	Atlantia S.p.A.	59.40%			
	Autostrade per l'Italia S.p.A.	20.00%			
	Aeroporti di Roma S.p.A.	20.00%			
343,805,000	Società Italiana per Azioni per il Traforo del Monte Bianco		47.97%	24.46%	(3)
10,000					(4)
226,145,401	Atlantia Bertin Concessões S.A.		100%	50.00%	(1)
5,875,178,700			100%	50.01%	
	Grupo Costanera S.A.	99.98%			
	Sociedad Gestion Vial S.A.	0.02%			
22,738,904,654			100%	50.01%	
	Grupo Costanera S.A.	99.90%			
	Sociedad Gestion Vial S.A.	0.10%			
166,967,672,229			100%	50.01%	
	Grupo Costanera S.A.	99.99996%			
	Sociedad Gestion Vial S.A.	0.00004%			
58,859,765,519			100%	50.01%	
	Grupo Costanera S.A.	99.99804%			
	Sociedad Gestion Vial S.A.	0.001961%			
53,602,284,061			100%	100%	
	Autostrade Holding do Sur S.A.	0.9995238%			
	Autostrade dell'Atlantico S.r.l.	0.0004762%			
18,368,224,675			100%	50.01%	
	Grupo Costanera S.A.	99.99%			
	Sociedad Gestion Vial S.A.	0.01%			

NAME	REGISTERED OFFICE	BUSINESS	CURRENCY
Sociedad Concesionaria Vespucio Sur S.A.	Santiago (Chile)	Motorway operation and construction	Chilean Peso
Sociedad Gestion Vial S.A.	Santiago (Chile)	Construction and maintenance of roads and traffic services	Chilean Peso
Sociedad Operaciòn y Logistica de Infraestruturas S.A.	Santiago (Chile)	Concession contruction and services	Chilean Peso
Società Italiana per Azioni per Il Traforo del Monte Bianco	Pré Saint Didier (Aosta)	Mont Blanc Tunnel operation and construction	Euro
Spea do Brazil Projetos e Infra Estrutura Limitada	São Paulo (Brazil)	Integrated technical engineering services	Brazilian Real
Spea Ingegneria Europea S.p.A.	Milan	Integrated technical engineering services	Euro
Stalexport Autoroute S.àr.l.	Luxembourg (Luxembourg)	Motorway services	Euro
Stalexport Autostrada Małopolska S.A.	Mysłowice (Poland)	Motorway operation and construction	Zloty
Stalexport Autostrady S.A.	Katowice (Poland)	Holding company	Zloty
Tangenziale di Napoli S.p.A.	Naples	Motorway operation and construction	Euro
Tech Solutions Integrators S.a.s.	Paris (France)	Construction, installation and maintenance of electronic tolling systems	Euro
Telepass France S.a.s.	Paris (France)	Electronic tolling and eco-tax payment systems	Euro
Telepass S.p.A.	Rome	Automated tolling services	Euro
Triangulo do Sol Auto-Estradas S.A.	Matao (Brazil)	Motorway operation and construction	Brazilian Real
Triangulo do Sol Participações S.A.	São Paulo (Brazil)	Holding company	Brazilian Real
Via4 S.A.	Mysłowice (Poland)	Motorway services	Zloty

(5) The company is listed on the Warsaw Stock Exchange.

SHARE CAPITAL/ CONSORTIUM FUND AS AT 31.12.2014	HELD BY		% INTEREST IN SHARE CAPITAL/CONSORTIUM FUND AS AT 31.12.2014	OVERALL GROUP INTEREST (%)	NOTE
52,967,792,704			100%	50.01%	
	Sociedad Concesionaria Autopista Nueva Vespucio Sur S.A.	99,9975%			
	Sociedad Gestion Vial S.A.	0,0025%			
397,237,788			100%	50.01%	
	Grupo Costanera S.A.	99.99%			
	Sociedad Operaciòn y Logistica de Infraestruturas S.A.	0.01%			
11,736,819			100%	50.01%	
	Grupo Costanera S.A.	99.99%			
	Sociedad Gestion Vial S.A.	0.01%			
198,749,200	Autostrade per l'Italia S.p.A.		51.00%	51.00%	
1,000,000			100%	98.90%	
	Spea Ingegneria Europea	99.99%			
	Austostrade Concessões e Participações Brazil Ltda	0.01%			
5,160,000			100%	98.90%	
	Atlantia S.p.A.	46%			
	Austostrade per l'Italia S.p.A.	27%			
	Aeroporti di Roma S.p.A.	27%			
56,149,500	Stalexport Autostrady S.A.		100%	61.20%	
66,753,000	Stalexport Autoroute S.àr.l.		100%	61.20%	
185,446,517	Autostrade per l'Italia S.p.A.		61.20%	61.20%	(5)
108,077,490	Autostrade per l'Italia S.p.A.		100%	100%	
2,000,000	Autostrade per l'Italia S.p.A.		100%	100%	
1,000,000	Telepass S.p.A.		100%	100%	
26,000,000			100%	100%	
	Autostrade per l'Italia S.p.A.	96.15%			
	Autostrade Tech S.p.A.	3.85%			
71,000,000	Atlantia Bertin Concessões S.A.		100%	50.00%	(1)
1,122,539,010	Infra Bertin Participações S.A.		100%	50.00%	(1)
500,000	Stalexport Autoroute S.àr.l.		55.00%	33.66%	

NAME	REGISTERED OFFICE	BUSINESS	CURRENCY
Investments accounted for using the equity method			
Associates			
Arcea Lazio S.p.A. (in liquidation)	Rome	Road and motorway construction and concessions in Lazio	Euro
A&T Road Construction Management and Operation Private Limited	Pune Maharashtra (India)	Operation and maintenance design and project management	Ruple
Autostrade for Russia GmbH	Vienna (Austria)	Operation and maintenance design and project management	Euro
Bologna & Fiera Parking S.p.A.	Bologna	Design, construction and management of multi-level public car parks	Euro
Biuro Centrum Sp.zo.o.	Katowice (Poland)	Administrative services	Zloty
Pedemontana Veneta S.p.A. (in liquidation)	Verona	Operation and construction of Pedemontana Veneta motorways	Euro
Società Autostrada Tirrenica S.p.A.	Rome	Motorway operation and construction	Euro
Società Infrastrutture Toscane S.p.A.	Florence	Design, construction and operation of Prato to Signa motorway link	Euro
Joint ventures			
Concessionária Rodovias do Tietê S.A.	São Paulo (Brazil)	Motorway operation and construction	Brazilian Real
Geie del Traforo del Monte Bianco	Courmayeur (Aosta)	Maintenance and operation of Mont Blanc Tunnel	Euro
Pune Solapur Expressways Private Limited	New Delhi (India)	Motorway operation and construction	Ruple
Investments accounted for at cost or fair value			
Unconsolidated subsidiaries			
Domino S.r.l.	Fiumicino (Rome)	Internet services	Euro
Gemina fiduciary services S.A.	Luxembourg	Trust company	Euro
Pavimental Est AO (in liquidation)	Moscow (Russia)	Motorway construction and maintenance	Rublo
Petrostal S.A. (In liquidation)	Warsaw (Poland)	Real estate services	Zloty
Other investments			
Maximum Zao	Saint Petersburg (Russia)	Acquisition and management of investment in other companies	Rouble
Aeroporto di Genova S.p.A.	Genoa	Airport management	Euro
Compagnia Aerea Italiana S.p.A.	Milan	Air transport	Euro
Directional capital holdings (in liquidation)	Channel Islands	Financial company	Euro
Emittenti Titoli S.p.A.	Milan	Investment in Borsa Italiana S.p.A.	Euro
Firenze Parcheggi S.p.A.	Florence	Car park management	Euro
Huta Jednosc S.A.	Siemianowice (Poland)	Steel trading	Zloty
Inwest Star S.A. (In liquidation)	Starachowice (Poland)	Steel trading	Zloty
Italmex S.p.A. (In liquidation)	Milan	Trading agency	Euro
Ligabue Gate Gourmet Roma S.p.A. (in bankruptcy)	Tessera (Venice)	Airport catering	Euro
Konsorcjum Autostrada Slask S.A.	Katowice (Poland)	Motorway operation and construction	Zloty
S.A.Cal. S.p.A.	Lamezia Terme (Catanzaro)	Airport management	Euro
Società di Progetto Brebemi S.p.A.	Brescia	Concession for the construction and operation of the Brescia-Milan link	Euro
Tangenziale Esterna S.p.A.	Milan	Design, construction and operation of the new Milan outer ring road	Euro

SHARE CAPITAL/ CONSORTIUM FUND AS AT 31.12.2014	HELD BY		% INTEREST IN SHARE CAPITAL/CONSORTIUM FUND AS AT 31.12.2014
1,983,469	Autostrade per l'Italia S.p.A.		34.00%
100,000	Autostrade Indian Infrastructure Development Private Limited		50.00%
60,000	Autostrade Tech S.p.A.		25.50%
9,000,000	Autostrade per l'Italia S.p.A.		32.50%
80,000	Stalexport Autostrady S.A.		40.63%
6,000,000	Autostrade per l'Italia S.p.A.		29.77%
24,460,800	Autostrade per l'Italia S.p.A.		24.98%
30,000,000			46.60%
	Autostrade per l'Italia S.p.A.	46.00%	
	Spea Ingegneria Europea S.p.A.	0.60%	
248,578,476	Atlantia Bertin Concessões S.A.		50.00%
2,000,000	Società Italiana per Azioni per il Traforo del Monte Bianco		50.00%
100,000,000	Atlantia S.p.A.		50.00%
10,000	Atlantia S.p.A.		100%
150,000	Atlantia S.p.A.		99.99%
4,200,000	Pavimental S.p.A.		100%
2,050,500	Stalexport Autostrady S.A.		100%
10,000	Autostrade Tech S.p.A.		1.00%
7,746,900	Aeroporti di Roma S.p.A.		15%
357,544,812	Atlantia S.p.A.		5.96%
150,000	Atlantia S.p.A.		5%
4,264,000	Atlantia S.p.A.		7.24%
25,595,158	Atlantia S.p.A.		5.36%
27,200,000	Stalexport Autostrady S.A.		2.40%
11,700,000	Stalexport Autostrady S.A.		0.26%
1,464,000	Stalexport Autostrady S.A.		4.24%
103,200	Aeroporti di Roma S.p.A.		20.00%
1,987,300	Stalexport Autostrady S.A.		5.43%
7,755,000	Aeroporti di Roma S.p.A.		16.57%
180,000,000	Spea Ingegneria Europea S.p.A.		0.10%
464,945,000			1.25%
	Autostrade per l'Italia S.p.A.		0.25%
	Pavimental S.p.A.		1.00%

NAME	REGISTERED OFFICE	BUSINESS	CURRENCY
Tangenziali Esterne di Milano S.p.A.	Milan	Construction and operation of Milan ring road	Euro
Uirnet S.p.A.	Rome	Operation of national logistics network	Euro
Veneto Strade S.p.A.	Venice	Construction and maintenance of roads and traffic services	Euro
Walcownia Rur Jednosc Sp.zo.o.	Siemianowice (Poland)	Steel trading	Zloty
Zakłady Metalowe Dezamet S.A.	Nowa Deba (Poland)	Steel trading	Zloty
Consortia			
Consorzio Stabile Agere	Rome	Participation in tenders	Euro
Consorcio Anhanguera Norte	Riberao Preto (Brazil)	Construction consortium	Brazilian Real
Consorzio Autostrade Italiane Energia	Rome	Electricity procurement	Euro
Consorzio Costruttori Teem	Tortona (Alessandria)	Motorway construction and activities	Euro
Consorzio E.T.L. - European Transport Law (in liquidation)	Rome	Study of European transport legislation	Euro
Consorzio Galileo S.c.ar.l. (in liquidation)	Todi (Perugia)	Construction of airport aprons	Euro
Consorzio Italtecnasud (in liquidation)	Rome	Control of Irpinia earthquake funds	Euro
Consorzio Midra	Florence	Scientific research for device base technologies	Euro
Consorzio Miteco	Peschiera Borromeo (Milan)	Execution of services and works assigned by Tangenziale Esterna S.p.A.	Euro
Consorzio Nuova Romea Engineering	Monselice (Padua)	Motorway design	Euro
Consorzio Pedemontana Engineering	Verona	Design of Pedemontana Veneta motorway	Euro
Consorzio Ramonti S.c.ar.l.	Tortona (Alessandria)	Motorway construction	Euro
Consorzio R.F.C.C. (In liquidation)	Tortona (Alessandria)	Construction of Moroccan road network	Euro
Consorzio Spea - Garibello	São Paulo (Brazil)	Integrated technical engineering services - highway MG-050	Brazilian Real
Consorzio Tangenziale Engineering	Milan	Integrated technical engineering services - Milan external ring road east	Euro
Consorzio Trinacria S.c.ar.l. (In liquidation)	Limena (Padua)	Construction of airport aprons	Euro
Consorzio 2050	Rome	Motorway design	Euro
Costruzioni Impianti Autostradali S.c.ar.l.	Rome	Construction of public works and infrastructure	Euro
Elmas S.c.ar.l. (In liquidation)	Rome	Construction and maintenance of airport runways and aprons	Euro
Idroelettrica S.c.r.l.	Châtillon (Aosta)	Electricity generation	Euro
Lambro S.c.ar.l.	Milan	Operation and construction on behalf of teem construction consortium	Euro
Investments accounted for in current assets			
Dom Maklerski BDM S.A.	Bielsko-Biała (Poland)	Holding company	Zloty
Ideon S.A.	Katowice (Poland)	Steel trading	Zloty
Lusoponte - Concessionaria para a Travessia do Tejo S.A.	Montijo (Portugal)	Motorway operation	Euro
Strada dei Parchi S.p.A.	Rome	Motorway operation and construction	Euro

SHARE CAPITAL/ CONSORTIUM FUND AS AT 31.12.2014	HELD BY		% INTEREST IN SHARE CAPITAL/CONSORTIUM FUND AS AT 31.12.2014
220,344,608	Autostrade per l'Italia S.p.A.		13.67%
1,061,000	Autostrade per l'Italia S.p.A.		1.51%
5,163,200	Autostrade per l'Italia S.p.A.		5.00%
220,590,000	Stalexport Autostrady S.A.		0.01%
18,789,410	Stalexport Autostrady S.A.		0.27%
10,000	ADR Engineering S.p.A.		33.00%
-	Autostrade Concessões e Participações Brazil		13.13%
107,112			34.90%
	Autostrade per l'Italia S.p.A.	29.00%	
	Tangenziale di Napoli S.p.A.	2.00%	
	Società Italiana per Azioni per il Traforo del Monte Bianco	1.90%	
	Raccordo Autostradale Valle d'Aosta S.p.A.	1.10%	
	Autostrade Meridionali S.p.A.	0.90%	
10,000	Pavimental S.p.A.		1.00%
82,633	Aeroporti di Roma S.p.A.		25.00%
10,000	Pavimental S.p.A.		40.00%
51,646	Spea Ingegneria Europea S.p.A.		20.00%
73,989	Autostrade Tech S.p.A.		33.33%
10,000	Pavimental S.p.A.		1.30%
60,000	Spea Ingegneria Europea S.p.A.		16.67%
20,000	Spea Ingegneria Europea S.p.A.		23.30%
10,000	Pavimental S.p.A.		49.00%
510,000	Pavimental S.p.A.		30.00%
-	Spea do Brazil Projetos e Infra Estrutura Limitada		50.00%
20,000	Spea Ingegneria Europea S.p.A.		30.00%
10,000	Pavimental S.p.A.		47.73%
50,000	Spea Ingegneria Europea S.p.A.		0.50%
10,000			100%
	Pavimental S.p.A.	75.00%	
	Autostrade Tech S.p.A.	20.00%	
	Pavimental Polska Sp,zo,o,	5.00%	
10,000	Pavimental S.p.A.		60.00%
50,000	Raccordo Autostradale Valle d'Aosta S.p.A.		0.10%
200,000	Pavimental S.p.A.		2.78%
19,796,924	Stalexport Autostrady S.A.		2.71%
343,490,781			2.78%
	Stalexport Autostrady S.A.	2.63%	
	Biuro Centrum Sp.zo.o.	0.15%	
25,000,000	Autostrade Portugal - Concessões de Infraestruturas S.A.		17.21%
48,114,240	Autostrade per l'Italia S.p.A.		2.00%

Annex 2

Disclosure pursuant to art.149-*duodecies* of the Consob Regulations for Issuers 11971/1999

Atlantia S.p.A.

TYPE OF SERVICE	PROVIDER OF SERVICE	NOTE	FEES (€000)
Audit	Parent Company's auditor		59
Certification	Parent Company's auditor	(1)	23
Other services	Associate of Parent Company's auditor	(2)	19
Other services	Parent Company's auditor	(3)	19
Total Atlantia S.p.A.			**120**

Subsidiaries

TYPE OF SERVICE	PROVIDER OF SERVICE	NOTE	FEES (€000)
Audit	Parent Company's auditor		411
Audit	Associate of Parent Company's auditor		628
Certification	Parent Company's auditor	(4)	23
Other services	Parent Company's auditor	(5)	457
Other services	Associate of Parent Company's auditor	(6)	247
Total subsidiaries			**1,766**
Total Atlantia Group			**1,886**

(1) Opinion on payment of the interim dividend.
(2) Review of the Sustainability Report.
(3) Signature of Consolidated Tax Return and Form 770, agreed upon procedures on accounting data and information and comfort letters for loans, controls included in the requirements for tenders in which the Group has participated.
(4) Opinion on payment of the interim dividend.
(5) Signature of Consolidated Tax Return and Form 770, agreed upon procedures on accounting data and information and comfort letters for loans, services relating to the internal control system.
(6) Agreed upon procedures on accounting data and information and checks on income tax applied to employees and obligations relating to substitute tax.

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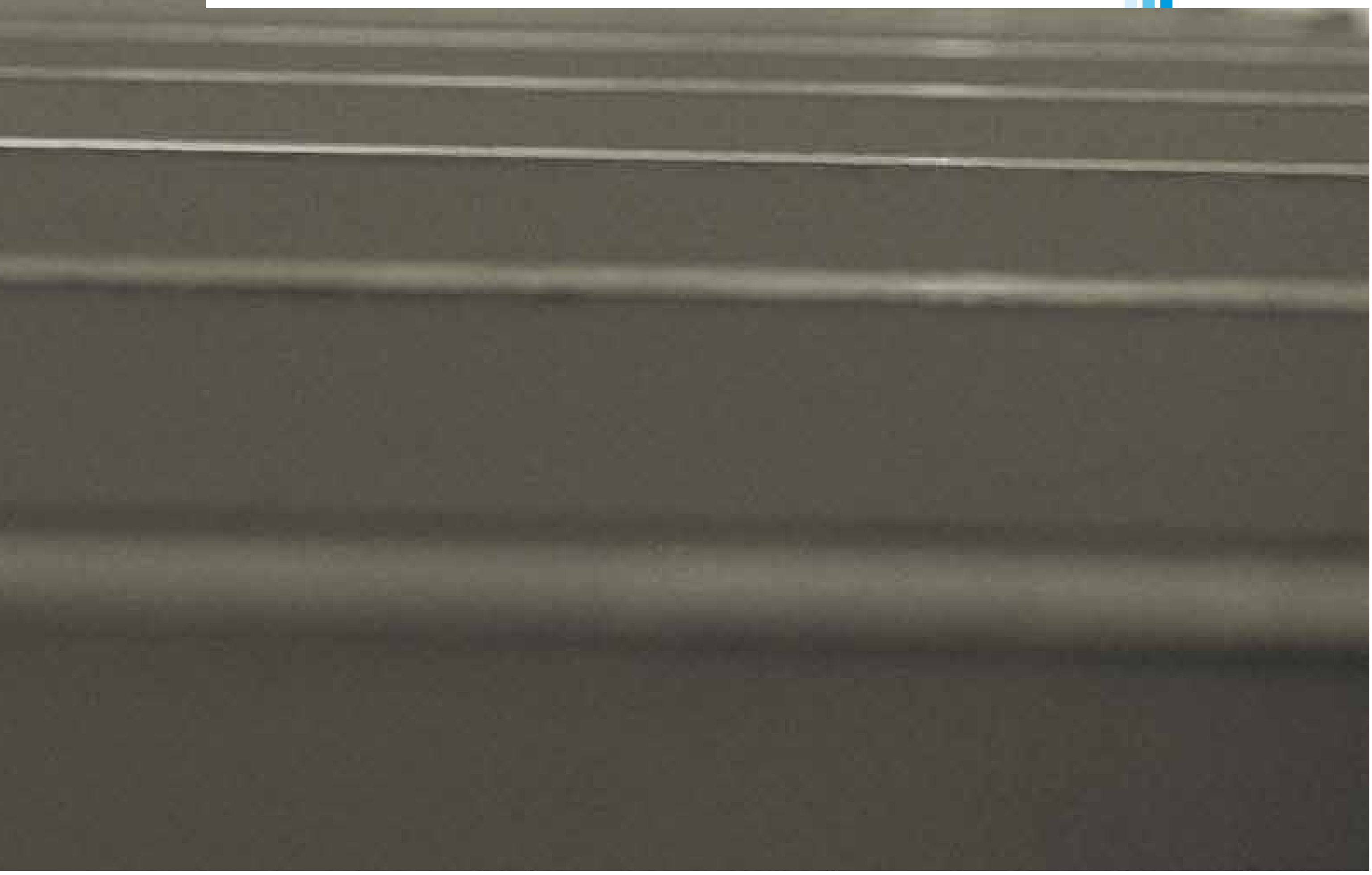
Atlantia S.p.A.'s separate financial statements and notes

4



Atlantia S.p.A.'s financial statements

Statement of financial position

ASSETS (€000)	NOTE	31.12.2014	OF WHICH RELATED PARTY TRANSACTIONS	31.12.2013	OF WHICH RELATED PARTY TRANSACTIONS
Non-current assets					
Property, plant and equipment	**5.1**	**7,992**		**8,407**	
Property, plant and equipment		2,207		2,344	
Investment property		5,785		6,063	
Intangible assets	**5.2**	**228**		**230**	
Other intangible assets		228		230	
Investments	**5.3**	**8,857,912**		**8,804,852**	
Non-current financial assets	**5.4**	**9,003,591**		**8,764,044**	
Derivative assets		245,232	*245,232*	184,542	*184,542*
Other non-current financial assets		8,758,359	*8,757,890*	8,579,502	*8,565,274*
Other non-current assets	**5.8**	**337**		**366**	
TOTAL NON-CURRENT ASSETS		**17,870,060**		**17,577,899**	
CURRENT ASSETS					
Trading assets	**5.5**	**4,447**		**2,496**	
Trade receivables		4,447	*3,848*	2,496	*2,220*
Cash and cash equivalents	**5.6**	**465,322**		**706,017**	
Cash		2,376		298,895	
Cash equivalents		250,000	*250,000*	-	-
Intercompany current account receivables due from related parties		212,946	*212,946*	407,122	*407,122*
Current financial assets	**5.4**	**267,637**		**2,403,839**	
Current portion of medium and long-term financial assets		259,470	*236,649*	2,394,741	*2,373,386*
Other current financial assets		8,167	*8,038*	9,098	*8,818*
Current tax assets	**5.7**	**31,281**	***21,562***	**41,644**	**2,009**
Other current assets	**5.8**	**1,304**		**3,529**	
Assets held for sale or related to discontinued operations		-		-	
TOTAL CURRENT ASSETS		**769,991**		**3,157,525**	
TOTAL ASSETS		**18,640,051**		**20,735,424**	

EQUITY AND LIABILITIES (€000)	NOTE	31.12.2014	OF WHICH RELATED PARTY TRANSACTIONS	31.12.2013	OF WHICH RELATED PARTY TRANSACTIONS
Equity					
Issued capital		825,784		825,784	
Reserves and retained earnings		8,419,606		8,333,812	
Treasury shares		-204,968		-208,368	
Profit for the year after payment of interim dividend		397,553		377,858	
TOTAL EQUITY	**5.9**	**9,437,975**		**9,329,086**	
NON-CURRENT LIABILITIES					
Non-current provisions	**5.10**	**896**		**467**	
Non-current provisions for employee benefits		896		467	
Non-current financial liabilities	**5.11**	**8,869,037**		**8,640,463**	
Bond issues		8,589,586		8,350,091	
Derivative liabilities		279,451		290,372	
Net deferred tax liabilities	**5.12**	**40,784**		**30,439**	
Other non-current liabilities	**5.13**	**1,163**		**220**	
TOTAL NON-CURRENT LIABILITIES		**8,911,880**		**8,671,589**	
CURRENT LIABILITIES					
Trading liabilities	**5.14**	**6,224**		**10,822**	
Trade payables		6,224	*1,852*	10,822	*2,261*
Current provisions	**5.10**	**1,568**		**2,616**	
Current provisions for employee benefits		31		-	
Other current provisions		1,537		2,616	
Current financial liabilities	**5.11**	**250,866**		**2,678,233**	
Current portion of medium and long-term financial liabilities		249,584		2,380,281	
Other current financial liabilities		1,282	*337*	297,952	*4,707*
Current tax liabilities	**5.7**	**14,372**	***14,361***	**27,028**	***27,028***
Other current liabilities	**5.15**	**17,166**	***15,538***	**16,050**	***13,308***
Liabilities related to discontinued operations		**-**		**-**	
TOTAL CURRENT LIABILITIES		**290,196**		**2,734,749**	
TOTAL LIABILITIES		**9,202,076**		**11,406,338**	
TOTAL EQUITY AND LIABILITIES		**18,640,051**		**20,735,424**	

Income statement

(€000)	NOTE	2014	OF WHICH RELATED PARTY TRANSACTIONS	2013	OF WHICH RELATED PARTY TRANSACTIONS
REVENUE					
Operating income	6.1	1,592	*912*	1,778	*920*
TOTAL REVENUE		1,592		1,778	
COSTS					
Raw and consumable materials	6.2	-31		-35	
Service costs	6.3	-9,247	*-3,829*	-11,911	*-2,516*
Staff costs	6.4	-8,523	*-2,617*	-2,636	*-525*
Other operating costs	6.5	-4,879		-2,774	
Lease expense		-548		-245	
Other operating costs		-4,331		-2,529	
Amortisation and depreciation		-471		-435	
Depreciation of property, plant and equipment	5.1	-191		-153	
Depreciation of investment property	5.1	-278		-279	
Amortisation of other intangible assets	5.2	-2		-3	
TOTAL COSTS		-23,151		-17,791	
OPERATING PROFIT/(LOSS)		-21,559		-16,013	
Financial income		1,210,661		1,265,879	
Dividends received from investee companies		670,009		693,804	
Other financial income		540,652	*486,285*	572,075	*521,332*
Financial expenses		-577,363		-579,897	
Financial expenses from discounting of provisions		-12		-7	
Other financial expenses		-533,240	*-26,953*	-563,466	*-26,683*
Impairment losses on financial assets and investments		-44,111		-16,424	
Foreign exchange gains/(losses)		398		-50	
FINANCIAL INCOME/(EXPENSES)	6.6	633,696		685,932	
PROFIT BEFORE TAX FROM CONTINUING OPERATIONS		612,137		669,919	
Income tax (expense)/benefit	6.7	-4,897		-8,496	
Current tax expense		-5,083		-4,948	
Differences on current tax expense for previous years		-175		-76	
Deferred tax income and expense		361		-3,472	
PROFIT/(LOSS) FROM CONTINUING OPERATIONS		607,240		661,423	
Profit/(Loss) from discontinued operations	6.8	78,977		5,031	
PROFIT FOR THE YEAR	6.9	686,217		666,454	

(€)	NOTE	2014	2013
Basic earnings per share	**6.9**	**0.85**	**1.01**
of which:			
- continuing operations		0.75	1.00
- discontinued operations		0.10	0.01
Diluted earnings per share	**6.9**	**0.85**	**1.01**
of which:			
- continuing operations		0.75	1.00
- discontinued operations		0.10	0.01

Statement of comprehensive income

(€000)	NOTE	2014	2013
Profit for the year (A)	**6.9**	**686,217**	**666,454**
of which from discontinued operations		*78,977*	*5,031*
Fair value gains/(losses) on cash flow hedges	5.9	21,666	-42,665
Other comprehensive income/(loss) for the year reclassifiable to profit or loss, after related taxation (B)		**21,666**	**-42,665**
Gains/(Losses) from actuarial valuations of provisions for employee benefits	5.9	-90	-
Other comprehensive income/(loss) for the year not reclassifiable to profit or loss, after related taxation (C)		**-90**	**-**
Reclassifications of other components of comprehensive income to profit or loss (D)	**5.9**	**-**	**-89**
Total other comprehensive income/(loss) for the year, after related taxation (E = B + C + D)		**21,576**	**-42,754**
Comprehensive income for the year (A + E)		**707,793**	**623,700**

Statement of changes in equity

(€000)	ISSUED CAPITAL	RESERVES AND RETAINED EARNINGS			
		SHARE PREMIUM RESERVE	LEGAL RESERVE	EXTRAORDINARY RESERVE	RESERVE FOR PURCHASE OF TREASURY SHARES
Balance as at 31 December 2012	**661,828**	**154**	**261,410**	**4,777,044**	**215,644**
Comprehensive income	**-**	**-**	**-**	**-**	**-**
Owner transactions and other changes					
Final dividend approved	-	-	-	-56	-
Profit for previous year taken to extraordinary reserve	-	-	-	48,800	-
Establishment of restricted reserve for Contingent Value Rights	-	-	-	-18,456	-
Bonus issue	163,956	-	-	-	-
Merger reserve	-	-	-	-	-
Interim dividend	-	-	-	-	-
Share-based incentive plans					
Valuation	-	-	-	-	-
Options exercised	-	-	-	7,276	-7,276
Balance as at 31 December 2013	**825,784**	**154**	**261,410**	**4,814,608**	**208,368**
Comprehensive income	**-**	**-**	**-**	**-**	**-**
Owner transactions and other changes					
Final dividend approved	-	-	-	-	-
Profit for previous year taken to extraordinary reserve	-	-	-	-	-
Interim dividend	-	-	-	-	-
Share-based incentive plans					
Valuation	-	-	-	-	-
Options exercised	-	-	-	3,400	-3,400
Reclassification for awards settled in cash	-	-	-		
Balance as at 31 December 2014	**825,784**	**154**	**261,410**	**4,818,008**	**204,968**

RESERVES AND RETAINED EARNINGS									
MERGER RESERVE	CASH FLOW HEDGE RESERVE	RESERVE FOR ACTUARIAL GAINS AND LOSSES ON POST-EMPLOYMENT BENEFITS	RESTRICTED RESERVE FOR CONTINGENT VALUE RIGHTS	OTHER RESERVES	RETAINED EARNINGS	TOTAL RESERVES AND RETAINED EARNINGS	TREASURY SHARES	PROFIT FOR THE YEAR AFTER INTERIM DIVIDEND	TOTAL EQUITY
448,999	**78,191**	**-381**	**-**	**4,602**	**2,311**	**5,787,974**	**-215,644**	**302,380**	**6,536,538**
-	**-42,754**	**-**	**-**	**-**	**-**	**-42,754**	**-**	**666,454**	**623,700**
-	-	-	-	-	-	-56	-	-253,580	-253,636
-	-	-	-	-	-	48,800	-	-48,800	-
-	-	-	18,456	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	163,956
2,538,183	-	-	-	-	-	2,538,183	-	-	2,538,183
-	-	-	-	-	-	-	-	-288,596	-288,596
-	-	-	-	3,595	-	3,595	-	-	3,595
-	-	-	-	-1,443	-487	-1,930	7,276	-	5,346
2,987,182	**35,437**	**-381**	**18,456**	**6,754**	**1,824**	**8,333,812**	**-208,368**	**377,858**	**9,329,086**
-	**21,666**	**-90**	**-**	**-**	**-**	**21,576**	**-**	**686,217**	**707,793**
-	-	-	-	-	-	-	-	-317,862	-317,862
-	-	-	-	-	59,996	59,996	-	-59,996	-
-	-	-	-	-	-	-	-	-288,664	-288,664
-	-	-	-	4,900	-	4,900	-	-	4,900
-	-	-	-	-446	143	-303	3,400	-	3,097
-	-	-	-	-375	-	-375	-	-	-375
2,987,182	**57,103**	**-471**	**18,456**	**10,833**	**61,963**	**8,419,606**	**-204,968**	**397,553**	**9,437,975**

Statement of cash flows

(€000)	NOTE	2014	OF WHICH RELATED PARTY TRANSACTIONS	2013	OF WHICH RELATED PARTY TRANSACTIONS
CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES					
Profit for the year		**686,217**		**666,454**	
Adjusted by:					
Amortisation and depreciation		471		435	
Provisions		8		1	
Financial expenses from discounting of provisions	6.6	12		7	
Impairments/(Reversal of impairment losses) on non-current financial assets and investments accounted for at cost or fair value	6.6	44,111		16,424	
(Gain)/Loss on sale of non-current assets		-74,501		-	
Net change in deferred taxation through profit or loss		-361		3,472	
Other non-cash items		3,592		1,821	
Change in working capital and other changes		-5,638	*-31,036*	-4,324	*-61,009*
Net cash generated from/(used in) operating activities (A)	**7.1**	**653,911**		**684,290**	
CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES					
Purchases of property, plant and equipment	5.1	-54		-1,006	
Purchase of investments, net of unpaid called-up issued capital	5.3	-99,082	*-71,859*	-38,565	*-12,002*
Proceeds from sales of property, plant and equipment, intangible assets and investments		94,659		-	
Net cash and cash equivalents contributed by Gemina S.p.A.		-		2,484	
Net change in other non-current assets		30		-	
Net change in current and non-current financial assets not held for trading purposes		1,943,167	*1,898,389*	-857,016	*-844,067*
Net cash generated from/(used in) investing activities (B)	**7.1**	**1,938,720**		**-894,103**	
CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES					
Proceeds on the disposal of treasury shares for share-based incentive plan payments	5.9	3,097		5,346	
Dividends paid		-895,100		-253,628	
Issuance of bonds		195,870		812,760	
Bond redemptions		-2,094,200		-	
Repayments of medium and long-term borrowings (excluding finance lease liabilities)		-		-46,600	
Net change in other current and non-current financial liabilities		-42,993	*-4,370*	35,452	*4,654*
Net cash generated from/(used in) financing activities (C)	**7.1**	**-2,833,326**		**553,330**	
Increase/(Decrease) in cash and cash equivalents (A + B + C)		**-240,695**		**343,517**	
Net cash and cash equivalents at beginning of year		**706,017**		**362,500**	
Net cash and cash equivalents at end of year		**465,322**		**706,017**	

Additional information on the statement of cash flows

(€000)	NOTE	2014	2013
Income taxes paid		232,359	121,953
Tax rebates from tax consolidation arrangement		-226,583	-113,047
Interest income and other financial income collected		568,481	538,713
Interest expense and other financial expenses paid		556,445	533,120
Dividends received	6.6	670,009	698,905
Foreign exchange gains collected		31	217
Foreign exchange losses incurred		35	219

Reconciliation of net cash and cash equivalents

(€000)	NOTE	2014	2013
Net cash and cash equivalents at beginning of year		**706,017**	**362,500**
Cash and cash equivalents	5.6	706,017	362,503
Bank overdrafts		-	-3
Net cash and cash equivalents at end of year		**465,322**	**706,017**
Cash and cash equivalents	5.6	465,322	706,017
Bank overdrafts		-	-

Notes to Atlantia S.p.A.'s financial statements

1. Introduction

Atlantia S.p.A. (or the "Company") was formed in 2003. The Company's registered office is in Rome, at Via Nibby, 20. The Company does not have branch offices.
The duration of the Company is currently until 31 December 2050.

The Company, listed on the screen-based trading system (*Mercato Telematico Azionario*) operated by Borsa Italiana S.p.A., is a holding company with investments in companies whose business is the construction and operation of motorways, airports and transport infrastructure, parking areas and intermodal systems, or who engage in activities related to the management of motorway or airport traffic.
At the date of preparation of these consolidated financial statements Sintonia S.p.A. is the shareholder that holds a relative majority of the issued capital of Atlantia S.p.A. Sintonia S.p.A., which is in turn a subsidiary of Edizione S.r.l., does not exercise management and coordination of Atlantia S.p.A.

These financial statements as at and for the year ended 31 December 2014 were approved by the Company's Board of Directors at its meeting of 6 March 2015.
Due to the fact that the Company has significant controlling interests in other companies, it also prepares Group consolidated financial statements that are presented together with the Company's separate financial statements.

2. Basis of preparation

The financial statements as at and for the year ended 31 December 2014 have been prepared on a going concern basis. They have been prepared in compliance with articles 2 and 4 of Legislative Decree 38/2005 and in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board and endorsed by the European Commission, as in force at that date. These standards reflect the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC), in addition to previous International Accounting Standards (IAS) and interpretations issued by the Standard Interpretations Committee (SIC) and still in force at the end of the reporting period. For the sake of simplicity, all the above standards and interpretations are hereinafter referred to as "IFRS". Moreover, the measures introduced by the Consob, in application of paragraph 3 of article 9 of Legislative Decree 38/2005, relating to the preparation of financial statements, have also been taken into account.

The financial statements consist of the statement of financial position, the income statement, the statement of comprehensive income, the statement of changes in equity, the statement of cash flows and these notes, in application of IAS 1 "Presentation of financial statements" and, in general, the historic cost convention, with the exception of those items that are required by IFRS to be recognised at fair value, as explained in the accounting policies for individual items described in note 3. The statement of financial position is based on the format that separately discloses current and non-current assets and liabilities. The income statement is classified by nature of expense, whilst the statement of cash flows has been prepared in application of the indirect method.
IFRS have been applied in accordance with the indications provided in the "Conceptual Framework for Financial Reporting", and no events have occurred that would require exemptions pursuant to paragraph 19 of IAS 1.

Consob Resolution 15519 of 27 July 2006 requires that, in addition to the specific requirements of IAS 1 and other IFRS, financial statements must, where material, include separate sub-items providing (i) disclosure of amounts deriving from related party transactions; and, with regard to the income statement, (ii) separate disclosure of income and expenses deriving from events and transactions that are non-recurring in nature, or transactions or events that do not occur on a frequent basis during the normal course of business. The consolidated financial statements therefore show the principal amounts relating to related party transactions.
It should be noted that no non-recurring, atypical or unusual transactions, having a material impact on the Company's financial statements, were entered into during 2014, either with third or related parties.

Atlantia S.p.A.'s financial statements and the notes are shown in thousands of euros, unless otherwise indicated. The euro is both the Company's functional currency and its presentation currency.
Each item in the financial statements is compared with the corresponding amount for the previous year. These comparative amounts have not been restated and/or reclassified with respect to amounts previously presented in the financial statements as at and for the year ended 31 December 2013, as there have been no events or changes to the accounting standards resulting in the need to restate or reclassify prior year amounts, with the exception of reclassification of the dividends declared in 2013 by TowerCo S.p.A. (a company sold in 2014), and the related taxation, following the corporate action described in note 5.3 and as required by IFRS 5 and described in the paragraph "Non-current assets held for sale, and assets and liabilities included in disposal groups and/or related to discontinued operations" in note 3.

3. Accounting standards applied

A description follows of the more important accounting standards and policies employed by the Company for its financial statements as at and for the year ended 31 December 2014. These accounting standards and policies are consistent with those applied in preparation of the financial statements for the previous year, as no new standards, interpretations, or amendments to existing standards became effective in 2014 having a material effect on the Company's financial statements.

It should be noted that the following new standards and/or amendments to existing standards and interpretations were applicable from 1 January 2014:

a) IFRS 10 – Consolidated Financial Statements and IFRS 12 – Disclosure of Interests in Other Entities. IFRS 10 replaces certain of the provisions of the old IAS 27 and SIC 12 with a new definition of control, but retains the methods used in preparation of IFRS compliant consolidated financial statements, having made no changes to the relevant provisions in the existing IAS 27. IFRS 10 provides that an investor controls an investee when the investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to influence those returns through its power over the investee. Finally, IFRS 10 refers readers to the new IFRS 12 in relation to the disclosure of interests in other entities. This latter standard establishes disclosure requirements pertaining to investments in subsidiaries and associates, as well as other joint arrangements (cf. the new IFRS 11 below);
b) IFRS 11 – Joint Arrangements. This standard replaces IAS 31 and SIC 13 and requires that a party to a joint arrangement determines the nature of the agreement in which that party is involved by evaluation of its rights and obligations arising thereunder. A joint arrangement is an arrangement by which two or more parties have joint control, which, in turn, is defined by the standard as a contractually agreed sharing of control of an arrangement. Such arrangements only exist when decisions about activities that significantly affect the returns of the arrangement require the unanimous consent of the parties sharing control. IFRS 11 requires that joint arrangements be classified as one of two types: (i) joint operations – joint arrangements whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement, and (ii) joint ventures – joint arrangements whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement, such as, for example, companies with a separate legal personality. The accounting treatment required by IFRS 11 for joint operations is the prorated recognition of assets, liabilities, revenues and costs arising under the arrangement to be measured in accordance with the relevant standards. The accounting treatment required by the new standard for joint ventures, on the other hand, is based on the equity method established by IAS 28;

c) IAS 27 – Separate Financial Statements. Following the amendments, which take account of the introduction of the new IFRS 10, this standard is only applicable to an entity's preparation of its separate financial statements and the accounting treatment of investments in subsidiaries;
d) IAS 28 – Investments in Associates and Joint Ventures. The amendments to the standard take account of the introduction of the new IFRS 11, and have made the equity method mandatory for the measurement of investments in joint ventures;
e) IAS 36 – Impairment of Assets. The amendments have essentially clarified the disclosures to be provided on the recoverable amount of non-financial assets, and simplified the disclosures to be provided regarding the recoverable value of CGUs for which no impairment has been accounted for;
f) IAS 39 – Financial Instruments. The amendments regard the introduction of a number of exemptions to the hedge accounting requirements established by IAS 39, where an existing derivative is to be replaced with a new derivative that, due to a law or regulation, is novated directly or indirectly to a Central Counterparty (CCP).

Property, plant and equipment

Property, plant and equipment, including items acquired under finance leases, are stated at purchase cost. Cost includes expenditure that is directly attributable to the acquisition of the items and financial expenses incurred during construction of the asset. Assets acquired through business combinations prior to 1 January 2004 (the Company's IFRS transition date) are stated at previous amounts, as determined under Italian GAAP for those business combinations and representing deemed cost.
The cost of assets with finite useful lives is systematically depreciated on a straight-line basis applying rates that represent the expected useful life of the asset. Each component of an asset with a cost that is significant in relation to the total cost of the item, and that has a different useful life, is accounted for separately. Land, whether free of constructions or annexed to civil and industrial buildings, is not depreciated as it has an indefinite useful life.
Investment property, which is held to earn rentals or for capital appreciation, or both, is recognised at cost measured in the same manner as property, plant and equipment. The relevant fair value of such assets has also been disclosed.

The annual rates of depreciation applied to "Property, plant and equipment" and "Investment property" in 2014 are shown in the table below by asset class.

PROPERTY, PLANT & EQUIPMENT	RATE OF DEPRECIATION
Buildings	3%
Industrial and trading equipment	20%
Other assets	12%

Property, plant and equipment is tested for impairment, as described in the relevant note, whenever events or changes in circumstances indicate that the carrying amount may not be fully recoverable.
Property, plant and equipment is derecognised on disposal. Any gains or losses (determined as the difference between disposal proceeds, less costs to sell, and the carrying amount of the asset) are recognised in profit or loss in the period in which the asset is sold.

Intangible assets

Intangible assets are identifiable assets without physical substance, controlled by the entity and from which future economic benefits are expected to flow, and purchased goodwill. Identifiable intangible assets are those purchased assets that, unlike goodwill, can be separately distinguished. This requirement is generally satisfied when the intangible asset: (i) arises from a legal or contractual right, or (ii) is separable, meaning that it may be sold, transferred, licensed or exchanged, either individually or as an integral part of other assets. The asset is controlled by the entity if the entity has the power to obtain future economic benefits from the asset and can limit access to it by others.
Internally developed assets are recognised as assets to the extent that: (i) the cost of the asset can be measured reliably; (ii) the entity has the intention, the available financial resources and the technical expertise to complete the asset and either use or sell it; (iii) the entity is able to demonstrate that the asset is capable of generating future economic benefits.
Intangible assets are recognised at cost, measured in the same manner as property, plant and equipment, provided that the assets can be identified and their cost reliably determined, are under the entity's control and are able to generate future economic benefits.

Amortisation of intangible assets with finite useful lives begins when the asset is ready for use and is based on remaining economic benefits to be obtained in relation to their residual useful lives. The annual rate of amortisation used in 2014 is 1.01%.
Intangible assets are tested for impairment, as described below in the note on impairments and reversals, whenever events or changes in circumstances indicate that the integral carrying amount may not be recoverable.
Gains and losses deriving from the disposal of an intangible asset are determined as the difference between the disposal proceeds, less costs to sell, and the carrying amount of the asset and are recognised as income or expense in the income statement at the time of the disposal.

Goodwill

Acquisitions of companies or business units are accounting for using the acquisition method, as required by IFRS 3. For this purpose, identifiable assets and liabilities acquired through business combinations are measured at their fair value at the acquisition date. The cost of an acquisition is measured as the fair value, at the date of exchange, of the assets acquired, liabilities assumed and any equity instruments issued by the Company in exchange for control.
Goodwill is initially measured as the positive difference between the acquisition cost, plus the fair value at the acquisition date of any previous non-controlling interests held in the acquiree, and the fair value of net assets acquired.
The goodwill, as measured on the date of acquisition, is allocated to each of the substantially independent cash generating units expected to benefit from the synergies of the business combination.
A negative difference between the cost of the acquisition and the fair value of the net assets acquired is recognised as income in profit or loss in the year of acquisition.
Goodwill on acquisitions of non-controlling interests is included in the carrying amount of the relevant investments.
After initial recognition, goodwill is no longer amortised and is carried at cost less any accumulated impairment losses, determined as described in the note on impairment testing.
IFRS 3 was not applied retrospectively to acquisitions prior to 1 January 2004, the Company's IFRS transition date, as noted above. As a result, the carrying amount of goodwill on these acquisitions is that determined under Italian GAAP, which is the net carrying amount at this date, subject to impairment testing and the recognition of any impairment losses.

Investments

Investments in subsidiaries, associates and joint ventures are accounted for at cost and include any directly attributable transaction costs. Impairment losses are identified in accordance with IAS 36, as described below in the note on "Impairment of assets and reversals (impairment testing)". The impairment is reversed in the event the circumstances giving rise to the impairment cease to exist; the reversal may not exceed the original carrying amount of the investment.
Provisions are made to cover any losses of an associate or joint venture exceeding the carrying amount of the investment, to the extent that the shareholder is required to comply with actual or constructive obligations to cover such losses.
Investments in other companies, which qualify as available-for-sale financial instruments, as defined by IAS 39, are initially accounted for at cost at the settlement date, in that this represents fair value, including any directly attributable transaction costs. After initial recognition, these investments are measured at fair value, to the extent reliably determinable, through other comprehensive income and hence in a specific equity reserve. On realisation or recognition of an impairment loss in the income statement, the accumulated gains and losses in that reserve are taken to the income statement.
Impairment losses, identified as described below in the note on "Impairment of assets and reversals (impairment testing)", are reversed to other comprehensive income in the event the circumstances giving rise to the impairment cease to exist.
When fair value cannot be reliably determined, investments classified as available-for-sale financial instruments are measured at cost less any impairment losses. In this case impairment losses may not be reversed.
Investments held for sale, or those in the process of being sold, are accounted for in current assets at the lower of their carrying amount and fair value, less any costs to sell.

Acquisitions or disposals of companies and/or business units between companies belonging to the Atlantia Group (entities or businesses under common control) are treated, in accordance with IAS 1 and IAS 8, on the basis of their economic substance, with reference to both the (i) method of determining the purchase consideration, and (ii) confirmation of the generation of added value for all the parties involved, resulting in significant measurable changes in the cash flows generated by the assets transferred before and after the transaction. In this regard:

a) in the case of the disposal of an intra-group investment, if both requirements to be confirmed are met, the difference between the carrying amount of the investment transferred and the related purchase consideration is recognised in profit or loss. In the other cases, the difference is recognised directly in equity;
b) in the case of acquisitions of intra-group investments, such investments are recognised at cost (as defined above) when the consideration is determined on the basis of the fair value of the investment being acquired; in the other cases, the investment is accounted for at the same amount at which it was accounted for in the financial statements of the transferee.

Receivables and payables

Receivables are initially recognised at fair value and subsequently measured at amortised cost, using the effective interest method, less any allowance for bad debts. The amount of the allowance is based on the present value of expected future cash flows. These cash flows take account of expected collection times, estimated realisable value, any guarantees, and the expected costs of recovering the amounts due. Impairment losses are reversed in future periods if the circumstances that resulted in the loss no longer exist. In this case, the reversal is accounted for in the income statement and may not in any event exceed the amortised cost of the receivable had no previous impairment losses been recognised.
Payables are initially recognised at cost, which corresponds to the fair value of the liability, less any directly attributable transaction costs. After initial recognition, payables are recognised at amortised cost, using the original effective interest method.
Trade receivables and payables, which are subject to normal commercial terms and conditions, are not discounted to present value.

Cash and cash equivalents

Cash and cash equivalents are recognised at face value. They include highly liquid demand deposits or very short-term instruments of excellent quality, which are subject to an insignificant risk of changes in value.

Derivative financial instruments

All derivative financial instruments are recognised at fair value at the end of the reporting period.
As required by IAS 39, derivatives are designated as hedging instruments when the relationship between the derivative and the hedged item is formally documented and the periodically assessed effectiveness of the hedge is high and ranges between 80% and 125%.
Changes in the fair value of derivatives that are designated and qualify as asset and liability cash flow hedges are recognised in the statement of comprehensive income, net of any deferred taxation. The gain or loss relating to the ineffective portion is recognised in profit or loss.
Changes in the fair value of derivatives serving as fair value hedges are recognised in profit or loss.
Analogously, the hedged assets and liabilities are restated at fair value through profit or loss.
Changes in the fair value of derivative instruments that do not qualify for hedge accounting under IAS 39 are recognised in the income statement.

Other financial assets and liabilities

Financial assets that the Company intends and is able to hold to maturity, in accordance with IAS 39, and other financial liabilities are recognised at the fair value of the purchase consideration at the settlement date, with assets being increased and liabilities being reduced by transaction costs directly attributable to the purchase of assets or issuance of financial liabilities. After initial recognition, financial assets are measured at amortised cost using the original effective interest method.

Financial assets and liabilities are derecognised when, following their sale or settlement, the Company is no longer involved in their management and has transferred all risks and rewards of ownership.
Financial assets held for trading are recognised and measured at fair value through profit or loss. Other categories of financial assets classified as available-for-sale financial instruments are recognised and measured at fair value through comprehensive income and, consequently, in a specific equity reserve. The financial instruments in these categories have, to date, never been reclassified.

Fair value measurement and the fair value hierarchy

For all transactions or balances (financial or non-financial) for which an accounting standard requires or permits fair value measurement and which falls within the application of IFRS 13, the Company applies the following criteria:

a) identification of the unit of account, defined as the level at which an asset or a liability is aggregated or disaggregated in an IFRS for recognition purposes;
b) identification of the principal market or, in the absence of such a market, the most advantageous market in which the particular asset or liability to be measured could be traded; unless otherwise indicated, it is assumed that the market currently used coincides with the principal market or, in the absence of such a market, the most advantageous market;
c) definition for non-financial assets of the highest and best use of the asset; unless otherwise indicated, highest and best use is the same as the asset's current use;
d) definition of valuation techniques that are appropriate for the measurement of fair value, maximising the use of relevant observable inputs that market participants would use when determining the price of an asset or liability;
e) determination of the fair value of assets, based on the price that would be received to sell an asset, and of liabilities and equity instruments, based on the price paid to transfer a liability in an orderly transaction between market participants at the measurement date;
f) inclusion of non-performance risk in the measurement of assets and liabilities and above all, in the case of financial instruments, determination of a valuation adjustment when measuring fair value to include, in addition to counterparty risk (CVA – credit valuation adjustment), the own credit risk (DVA - debit valuation adjustment).

Based on the inputs used for fair value measurement, as required by IFRS 13, a fair value hierarchy for classifying the assets and liabilities measured at fair value, or the fair value of which is disclosed in the financial statements, has been identified:

a) level 1: includes quoted prices in active markets for identical assets or liabilities;
b) level 2: includes inputs other than quoted prices included within level 1 that are observable, such as the following: i) quoted prices for similar assets or liabilities in active markets; ii) quoted prices for similar or identical assets or liabilities in markets that are not active; iii) other observable inputs (interest rate and yield curves, implied volatilities and credit spreads);
c) level 3: unobservable inputs. These inputs are used to the extent that observable data is not available. The unobservable data used for fair value measurement should reflect the assumptions that market participants would use when pricing the asset or liability being measured.

Definitions of the fair value hierarchy level in which individual financial instruments measured at fair value have been classified, or for which the fair value is disclosed in the financial statements, are provided in the notes to individual components of the financial statements.
There are no assets or liabilities classifiable in level 3 of the fair value hierarchy.
No transfers between the various levels of the fair value hierarchy took place during the year.

The fair value of derivative financial instruments is based on expected cash flows that are discounted at rates derived from the market yield curve at the measurement date and the curve for listed credit default swaps entered into by the counterparty and the Company, to include the non-performance risk explicitly provided for by IFRS 13.
In the case of medium and long-term financial instruments, other than derivatives, where market prices are not available, the fair value is determined by discounting expected cash flows, using the market yield curve at the measurement date and adjusting the resulting value to include counterparty risk in the case of financial assets and the own credit risk in the case of financial liabilities.
In the case of short-term financial instruments, the carrying amount, less any impairment losses, is deemed to be a satisfactory approximation of fair value.

Provisions

Provisions are made when: (i) the Company has a present (actual or constructive) obligation as a result of a past event; (ii) it is probable that an outflow of resources will be required to settle the obligation; and (iii) the related amount has been reliably estimated.
Provisions are measured on the basis of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. If the discount to present value is material, provisions are determined by discounting future expected cash flows to their present value using a discount rate that reflects current market assessments of the time value of money. Subsequent to the computation of present value, the increase in provisions over time is recognised as a financial expense.

Employee benefits

Short-term employee benefits, provided during the period of employment, are accounted for at the accrued liability at the end of the reporting period.
Liabilities deriving from other medium and long-term employee benefits are recognised in the vesting period, less any plan assets and advance payments made. They are determined on the basis of actuarial assumptions, if material, and recognised on an accruals basis in line with the period of service necessary to obtain the benefit.
Post-employment benefits in the form of defined contribution plans are recognised at the amount accrued at the end of the reporting period.
Post-employment benefits in the form of defined benefit plans (for Italian companies, primarily post-employment benefits accrued to 31 December 2006 or, where applicable, until the date the employee joins a supplementary pension fund) are recognised in the vesting period, less any plan assets and advance payments made. Such defined benefit plans primarily regard the obligation as determined on the basis of actuarial assumptions and recognised on an accruals basis in line with the period of service necessary to obtain the benefit. The obligation is calculated by independent actuaries. Any resulting actuarial gain or loss is recognised in full in other comprehensive income in the period to which it relates, net of taxation.

Non-current assets held for sale, assets and liabilities included in disposal groups and/or related to discontinued operations

Where the carrying amount of non-current assets held for sale, or of assets and liabilities included in disposal groups and/or related to discontinued operations is to be recovered primarily through sale rather than through continued use, these items are presented separately in the statement of financial position.
Immediately prior to being classified as held for sale, the above assets and liabilities are recognised under the specific IFRS applicable to each asset and liability, and subsequently accounted for at the lower of the carrying amount and estimated fair value. Any impairment losses are recognised immediately in the income statement.

Disposal groups or discontinuing operations are recognised in profit or loss as discontinued operations provided the following conditions are met:
a) they represent a major line of business or geographical area of operation;
b) they are part of a single coordinated plan to dispose of a separate major line of business or geographical area of operation;
c) they are subsidiaries acquired exclusively with a view to resale.

After tax gains and losses resulting from the management or sale of such operations are recognised as one amount in profit or loss with comparatives.

Revenue

Revenue is recognised when the fair value can be reliably measured and it is probable that the economic benefits associated with the transactions will flow to the Company. Depending on the type of transaction, revenue is recognised on the basis of the following specific criteria:
a) to the extent, for sales of goods, that significant risks and rewards of ownership are transferred to the buyer;

b) the provision of services is prorated to percentage of completion of work. When the amount of the revenue cannot be reliably determined, revenue is recognised only to the extent that expenses are considered to be recoverable;
c) rental income or royalties, on an accruals basis, based on the agreed terms and conditions of the contract;
d) interest income (and interest expense) is accrued with reference to amount of the financial asset or liability, in accordance with the effective interest method;
e) dividend income is recognised when the right to receive payment is established.

Income taxes

Income taxes are recognised on the basis of a realistic estimate of tax expense to be paid, in compliance with the regulations in force and taking account of any applicable exemptions.

Deferred tax assets and liabilities are determined on the basis of temporary differences between the carrying amounts of assets and liabilities as in the Company's books, resulting from application of the accounting policies described in note 3, and the corresponding tax bases, resulting from application of the tax regulations in force in the country relevant to each subsidiary, as follows:
a) deferred tax assets are only recognised to the extent that it is probable that future taxable profit will be available against which the asset can be utilised;
b) deferred tax liabilities are always recognised.

Even for the year 2014, Atlantia operates a tax consolidation arrangement, which adhere certain subsidiaries of Italian law.
The current tax assets and liabilities for IRES of the companies included in the consolidation are reported as current tax assets and liabilities, with recognition of a matching receivable or payable due from or to the subsidiary, in connection with the transfer of funds to be carried out as a result of the tax consolidation.
Relations between the companies are regulated by a specific contract. This contract establishes that participation in the tax consolidation arrangement may not, under any circumstances, result in economic or financial disadvantages for the participating companies compared with the situation that would have arisen had they not participated in the arrangement. Should such disadvantages arise, they are to be offset by a corresponding indemnity to be paid to the participating companies concerned.

Share-based payments

The cost of services provided by directors and employees remunerated through share-based incentive plans, and settled through the award of financial instruments, is based on the fair value of the rights at the grant date. Fair value is computed using actuarial assumptions and with reference to all characteristics, at the grant date, of the rights (term, any consideration, conditions of exercise, etc.) and the plan's underlying securities. The obligation is determined by independent actuaries.
The cost of these plans is recognised in the income statement, with a contra-entry in equity, over the vesting period, based on a best estimate of the number of options that will vest. When beneficiaries are employees and/or directors of subsidiaries, the cost is recognised as an increase in the carrying amount of the related investment.
The cost of any services provided by directors and/or employees and remunerated through share-based payments, but settled in cash, is instead measured at the fair value of the liability assumed and recognised in profit or loss, with a contra entry in liabilities. Fair value is remeasured at the end of each reporting period until such time as the liability is settled, with any changes recognised in profit or loss.

Impairment of assets and reversals (impairment testing)

At the end of the reporting period, the Company tests property, plant and equipment, intangible assets, financial assets and investments for impairment.
If there are indications that these assets have been impaired, the recoverable amounts of such assets are estimated in order to verify and eventually measure the amount of the impairment loss. Irrespective of whether there is an indication of impairment, intangible assets with indefinite lives and those which are not yet available for use are tested for impairment

at least annually, or more frequently, if an event has occurred or there has been a change in circumstances that could cause an impairment.
If it is not possible to estimate the recoverable amounts of individual assets, the recoverable amount of the cash-generating unit to which a particular asset belongs is estimated.
This entails estimating the recoverable amount of the asset (represented by the higher of the asset's fair value less costs to sell and its value in use) and comparing it with the carrying amount. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount is reduced to its recoverable amount. In calculating value in use, expected future pre-tax cash flow is discounted using a pre-tax rate that reflects current market assessments of the cost of capital which embodies the time value of money and the risks specific to the business.
In contrast, in estimating the future cash flow of a CGU, the Company uses after-tax cash flows and discount rates that produce results that are substantially equivalent to those resulting from a pre-tax computation.
Impairments are recognised in profit or loss in a variety of classifications depending on the nature of the impaired asset.
Losses are reversed if the circumstances that resulted in the loss no longer exist, provided that the reversal does not exceed the cumulative impairment losses previously recognised, unless the impairment loss relates to goodwill and investments measured at cost, where the related fair value cannot be reliably determined.

Estimates and judgements

Preparation of financial statements in compliance with IFRS involves the use of estimates and judgements, which are reflected in the measurement of the carrying amounts of assets and liabilities and in the disclosures provided in the notes to the financial statements, including contingent assets and liabilities at the end of the reporting period. These estimates are especially important in determining amortisation and depreciation, impairment testing of assets (including the measurement of receivables), provisions, employee benefits, the fair value of financial assets and liabilities, and current and deferred tax assets and liabilities.
The amounts subsequently recognised may, therefore, differ from these estimates. Moreover, these estimates and judgements are periodically reviewed and updated, and the resulting effects of each change immediately recognised in the financial statements.

Translation of foreign currency items

Transactions in currencies other than the functional currency are recognised by application of the exchange rate at the transaction date. Assets and liabilities denominated in currencies other than the functional currency are, subsequently, remeasured by application of the exchange rate at the end of the reporting period. Any exchange differences on remeasurement are recognised in the income statement. Non-monetary assets and liabilities denominated in foreign currencies and recognised at historical cost are translated using the exchange rate at the date of initial recognition.

Earnings per share

Basic earnings per share is computed by dividing profit by the weighted average number of shares outstanding during the accounting period.
Diluted earnings per share is computed by taking into account, for both profit for the period and the above weighted average, the effects deriving from the subscription and/or conversion of all potential shares that may be issued as a result of the exercise of any outstanding share options.

New accounting standards and interpretations, or revisions and modifications of existing standards, that have either yet to come into effect or yet to be endorsed by the European Union

As required by IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", this section describes new accounting standards and interpretations, and revisions of existing standards and interpretations that are already applicable, but that have either yet to come into effect or endorsed by the European Union (EU), and that may in the future be applied in the Company's financial statements.

IFRS 9 – Financial Instruments

In July 2014, the IASB published the final version of IFRS 9, the standard created to replace the existing IAS 39 for the classification and measurement of financial instruments.
IFRS 9 is effective from 1 January 2018. The standard is currently being examined by the European Union for the purposes of endorsement.
The standard introduces new rules for the classification and measurement of financial instruments, a new impairment model for financial assets and a new hedge accounting model.

Classification and measurement

IFRS 9 envisages a single approach for the assessment and classification of all financial assets, including those containing embedded derivatives. The classification and related measurement is driven by both the business model in which the financial asset is held and the contractual cash flow characteristics of the asset.

The financial asset is measured at amortised cost subject to both of the following conditions:

a) the asset is held in conjunction with a business model whose objective is to hold assets in order to collect contractual cash flows; and
b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The financial asset is measured at fair value, with any changes recognised in comprehensive income, if the objectives of the business model are to hold the financial asset to collect the contractual cash flows, or to sell it.
Finally, the standard envisages a residual category of financial asset measured at fair value through profit or loss, which includes assets held for trading.
A financial asset meeting the conditions to be classified and measured at amortised cost may, on initial recognition, be designated as a financial asset at fair value through profit or loss, to the extent that this accounting treatment would eliminate or significantly reduce a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.
In addition, the new standard provides that an entity may, with respect to investments in equity instruments, which consequently may not be carried and measured at amortised cost unless such instruments are shares that are not held for trading but rather for strategic reasons, make an irrevocable election on initial recognition to present changes in the fair value in comprehensive income.
The new IFRS 9, on the other hand, has confirmed the provisions of IAS 39 for financial liabilities including the relative measurement at amortised cost or fair value through profit or loss in specific circumstances.

The requirements of IAS 39 that have been changed are:

a) the reporting of changes in fair value in connection with the credit risk of certain liabilities, which IFRS 9 requires to be recognised in comprehensive income rather than in profit or loss as movements in fair value as a result of other risks;
b) the elimination of the option to measure, at amortised cost, financial liabilities consisting of derivative financial instruments entailing the delivery of unlisted equity instruments. The consequence of the change is that all derivative financial instruments must now be recognised at fair value.

Impairment

IFRS 9 has defined a new impairment model for financial assets, with the objective of providing the users of financial statements with more useful information about an entity's expected losses. The model requires an entity to recognise expected credit losses at all times and to update the amount of expected losses recognised at each reporting date to reflect changes in the credit risk of the financial instruments. It is, therefore, no longer necessary to wait for evidence of a trigger event before testing for impairment and recognition of a credit loss.
All financial instruments must be tested for impairment, with the exception of those measured at fair value through profit or loss.

Hedge accounting

The most important changes introduced by IFRS 9 regard:

a) the extended scope of the risks eligible for hedge accounting, to include those to which non-financial assets and liabilities are exposed, also permitting the designation of groups and net positions as hedged items, also including any derivatives;
b) the option of designating a financial instrument at fair value through profit or loss as a hedging instrument;
c) the alternative method of accounting for forwards and options, when included in a hedge accounting relationship;
d) changes to the method of conducting hedge effectiveness tests, following introduction of the principle of the "economic relationship" between the hedged item and the hedging instrument; in addition, retrospective hedge effectiveness testing is no longer required;
e) the possibility of "rebalancing" an existing hedge where the risk management objectives continue to be valid.

Amendments to IFRS 10 and IAS 28 – Sale or Contribution of an Asset between an Investor and its Associate or Joint Venture

On 11 September 2014, the IASB published amendments to IFRS 10 – Consolidated Financial Statements, and IAS 28 – Investments in Associates and Joint Ventures, in order to coordinate the accounting treatment of sales and contributions of assets between an investor and its associates or joint ventures.
The amendments introduced establish that the gain or loss to be recognised in the financial statements of the seller or transferee, as a result of a sale or contribution of an asset (including a subsidiary) to an associate or a joint venture, depends on whether or not the asset (or subsidiary) sold or contributed constitutes a business or not, as defined by IFRS 3. If it constitutes a business, the entity must recognise the gain or loss computed with respect to the entire interest previously held, whilst, if the asset does not constitute a business, the portion of the gain or loss attributable to the portion of the assets retained by the entity must be eliminated.
The same criterion must also be applied to any amounts previously recognised in comprehensive income and which must be reclassified to profit or loss as a result of the transaction.
Accordingly, IAS 28 has also been amended so that gains or losses from upstream or downstream transactions concluded by the associate or joint venture, and involving assets constituting a business, are recognised in full, rather than to the extent that the gains or losses are attributable to non-controlling shareholders.
The IASB has established that these amendments will be effective for annual periods beginning on 1 January 2016. They have yet to be endorsed by the European Union.

Amendments to IFRS 11 – Accounting for Acquisitions of Interests in Joint Operations

On 6 May 2014, the IASB published a number of amendments to IFRS 11 – Joint Arrangements. The aim of the amendments is to clarify the accounting, by investors, of the acquisition of an interest in a joint operation that constitutes or contains a business.
The IASB has established that the amendments will be effective for annual periods beginning on or after 1 January 2016. The amendments have yet to be endorsed by the European Union.

IFRS 15 – Revenue from Contracts with Customers

On 28 May 2014 the IASB published the new standard, IFRS 15. IFRS 15 replaces the previous IAS 18, in addition to IAS 11, regarding contract work, and the related interpretations, IFRIC 13, IFRIC 15, IFRIC 18 and SIC 31.
IFRS 15 establishes the standards to follow in recognising revenue from contracts with customers, with the exception of contracts falling within the scope of application of standards governing leases, insurance contracts and financial instruments.
The new standard provides an overall framework for identifying the timing and amount of revenue to be recognised in the financial statements. Based on the new standard, the amount recognised as revenue by an entity must reflect the consideration to which the entity is entitled in exchange for goods transferred to the customer and/or services rendered. This revenue is to be recognised when the entity has satisfied its performance obligations under the contract.

In addition, in recognising revenue, the standard stresses the need to assess the likelihood of obtaining/collecting the economic benefits linked to the proceeds. In the case of contract work in progress, currently governed by IAS 11, the new standard introduces the requirement to recognise revenue taking into account the effect of discounting to present value resulting from the deferral of collections over time.
IFRS 15 is required to be adopted for accounting periods beginning on or after 1 January 2017, once endorsed by the European Union. If it is not possible to retrospectively apply the new standard, a modified approach can be used upon first-time adoption. Under this approach, the effects of application of the new standard must be recognised in opening equity at the beginning of the reporting period of first-time adoption.

Amendments to IAS 1 –Disclosure initiative

In December 2014, the IASB published a number of amendments to IFRS 1, in order to clarify the disclosures to be included in the notes to financial statements.

A number of changes have been made to the disclosures to be provided regarding:
a) the concept of materiality, relating to the relevance of the information to be provided in financial statements;
b) the items to be presented in the financial statements;
c) the structure of the notes;
d) the accounting policies;
e) the basis of presentation in the statement of comprehensive income of profits and losses attributable to investments accounted for using the equity method.

The amendments will come into effect for accounting periods beginning on 1 January 2016. The amendments are currently being examined by the European Union. Given that they regard disclosures to be included in the financial statements, they will not have any impact on amounts in the Group's consolidated financial statements.

Amendments to IAS 16 and IAS 38 – Clarification of Acceptable Methods of Depreciation and Amortisation

In May 2014, the IASB published a number of amendments to IAS 16 – Property, Plant and Equipment, and IAS 38 – Intangible Assets.
The amendments provide clarification regarding acceptable methods of depreciation and amortisation under the above standards. Above all, whilst reiterating that the method of depreciation or amortisation used must reflect the expected pattern of consumption of the future economic benefits embodied in the asset, the amendments introduce the presumption that a revenue-based method of depreciation or amortisation is not appropriate. This is because the IASB believes that revenue generated by an asset reflects factors not directly linked to consumption of the economic benefits embodied in the asset.
In the case of intangible assets, the IASB has also specified that in choosing which method of amortisation to use, the entity must take into account the predominant, limiting factors inherent in the intangible asset, and that the above presumption may only be overcome in limited circumstances, when, for example, (i) the intangible asset is expressed as a measure of revenue that can be obtained from the asset, or (ii) when it can be demonstrated that revenue and the consumption of economic benefits of the intangible asset are highly correlated.
The amendments are required to be adopted prospectively for accounting periods beginning on or after 1 January 2016. These amendments have yet to be endorsed by the European Union.

IAS 27 – Equity method in separate financial statements

On 12 August 2014, the IASB published amendments to IAS 27 – Separate Financial Statements, requiring an entity to account for investments in subsidiaries, associates and joint ventures at cost or, in accordance with IFRS 9 (or IAS 39, for entities that have yet to adopt IFRS 9), at fair value. The amendments have, alongside the methods of measurement already permitted in separate financial statements, also introduced the option of measuring these investments using the equity method.
The amendments will come into effect for accounting periods beginning on 1 January 2016, but early adoption is permitted. These amendments have yet to be endorsed by the European Union.

IFRIC 21 - Levies

In May 2013, the IASB issued interpretation IFRIC 21 - Levies. The interpretation applies to all levies imposed by a government other than those that fall within the scope of other standards (for example, IAS 12 – Income taxes) and fines or other penalties for breaches of legislation. The levies are defined in the interpretation as "outflows of resources embodying economic benefits imposed by a government on entities in accordance with legislation".
The interpretation clarifies that an entity is required to recognise a liability for a levy imposed by a government only when the activity that triggers payment of the levy, as identified by the relevant legislation, occurs. The interpretation also clarifies that a levy liability is accrued progressively only if the activity that triggers payment occurs over a period of time. For a levy that is triggered on reaching a minimum threshold, no liability is recognised before the specified minimum threshold is reached.
The interpretation is required to be adopted for accounting periods beginning on or after 1 January 2014. The interpretation was endorsed by the European Union in 2014 and the EU regulation requires its application at the latest from the beginning of the first accounting period beginning after 16 June 2014. It will, therefore, be applied by the Atlantia Group from 2015.

Annual Improvements to IFRSs: 2010-2012 and 2011-2013

The IASB published "Annual Improvements to IFRSs: 2010-2012 Cycle" and "Annual Improvements to IFRSs: 2011-2013 Cycle" on 12 December 2013, amending standards deemed necessary but not urgent as part of its annual improvements programme.

The amendments that could be relevant to the Group are:

a) IFRS 2 – Share-based Payment: amendments have been made to the definitions of "vesting condition" and "market condition" and further definitions for "performance condition" and "service condition" have been added, for the recognition of share-based benefit plans;
b) IFRS 3 – Business Combinations: the amendments clarify that a contingent consideration classified as an asset or liability must be measured at fair value at the end of each reporting period, with changes in fair value recognised in profit or loss, regardless of whether or not the contingent consideration is a financial instrument or a non-financial asset or liability. In addition, the IASB has clarified that the standard does not apply to all formations of a joint venture;
c) IFRS 8 – Operating Segments: the amendments require disclosure of the judgements made by management in applying the aggregation criteria for operating segments, including a description of the aggregate operating segments and the economic indicators assessed in determining if the operating segments "similar economic characteristics". In addition, the reconciliation of the total of the reportable segment's assets to the entity's total assets should only be disclosed if the total of the reportable segment's assets is regularly provided to the chief operating decision maker;
d) IFRS 13 – Fair Value Measurement: the standard's "Basis for Conclusions" have been amended in order to clarify that with the publication of IFRS 13, and the resulting amendments to IAS 39 and IFRS 9, the option of accounting for short-term trade receivables and payables without recognising the impact of discounting to present value remains valid if such impact is not material.

The proposed amendments are required to be applied in accounting periods beginning on or after 1 July 2014. The amendments were endorsed by the European Union in December 2014.

Annual Improvements to IFRSs: 2012-2014

The IASB published "Annual Improvements to IFRSs: 2012-2014 Cycle" on 25 September 2014.
The amendments that could be relevant to the Group are:

a) IFRS 7 – Financial Instruments: Disclosures: the amendments eliminate uncertainty regarding who disclosures regarding how the offsetting of financial assets and liabilities (that came into effect from accounting periods beginning on or after 1 January 2013) must be included in interim financial statements; the document clarifies that fact that offsetting disclosures are not explicitly required for all interim financial statements. However, such disclosures may be necessary in order to meet the requirements of IAS 34, if the disclosure is material;

b) IAS 19 – Employee Benefits: the document clarifies that the high-quality corporate bonds used in estimating the discount rate for post-employment benefits should be denominated in the same currency as the benefits to be paid. The changes also establish that the depth of the market for such bonds should be assessed at currency level;
c) IAS 34 – Interim Financial Statements: changes have been introduced to clarify the requirements when the required disclosures are presented in the interim financial report, but not in the interim financial statements. Such disclosures may be included by including a reference in the interim financial statements to elsewhere in the interim financial report, provided that the latter document is available to readers of the interim financial statements in the same way and at the same time as the interim financial statements.

The proposed amendments are required to be applied in accounting periods beginning on or after 1 January 2016. The amendments were endorsed by the European Union in September 2015.
The effect of the future application of newly issued standards and interpretations, as well as all revisions and amendments to existing standards, with the exception of those regarding IAS 1, is currently being evaluated by the Company. The impact cannot currently be reasonably estimated.

4. Merger of Gemina with and into Atlantia

Identification and measurement of the fair value of the assets and liabilities of Gemina S.p.A., of which Atlantia acquired control on 1 December 2013 following the merger of Gemina with and into Atlantia, was completed in the first half of 2014. This transaction was described in note 4 in the financial statements as at and for the year ended 31 December 2013.
Completion of this process has not revealed any differences with respect to the amounts previously reported in the financial statements for 2013 and referred to in the above note.

With regard to the Contingent Value Rights issued to the holders of shares in the former Gemina, together with the new shares in Atlantia issued in connection with the merger (the fair value of which was determined as €12,002 thousand, measured on the basis of the unit price of the Put Options embedded in the Rights to be purchased by Atlantia), in the Exercise Period between 3 December 2013 and 3 October 2014, Put Options amounting to 160,698,634 Contingent Value Rights were exercised out of a total of 163,956,286 Contingent Value Rights issued, equivalent to 98% of the total Contingent Value Rights issued. The Contingent Value Rights acquired by Atlantia were subsequently cancelled.

5. Notes to the statement of financial position

The following notes provide information on items in the statement of financial position as at 31 December 2014. Comparative amounts as at 31 December 2013 are shown in brackets.

5.1 Property, plant and equipment / €7,992 thousand (€8,407 thousand)

The reduction of €415 thousand in property, plant and equipment in 2014 essentially reflects depreciation for the year (€469 thousand).

This item consists of:

a) property, plant and equipment of €2,207 thousand as at 31 December 2014 (€2,344 thousand as at 31 December 2013), primarily consisting of the portion of the building owned by the Company in Via Nibby and the buildings at Villa Fassini used in operations, totalling €2,048 thousand;

b) investment property, totalling €5,785 thousand (€6,063 thousand as at 31 December 2013), includes buildings owned by the Company, together with the surrounding land, and leased to other Group companies. Investment property generated rental income of €715 thousand in 2014, whilst direct maintenance and management costs totalled €137 thousand. The fair value of these assets, estimated by independent property appraisers on the basis of the market for properties of this type, is approximately €9,180 thousand for Villa Fassini and approximately €4,067 thousand for the building in Via Nibby.

There were no changes in the expected useful lives of these assets during 2014.
Property, plant and equipment as at 31 December 2014 is free of mortgages, liens or other collateral guarantees restricting use.

The following table shows changes in property, plant and equipment during the year, including amounts at the beginning and end of the year.

(€000)	31.12.2013			CHANGES DURING THE YEAR		31.12.2014		
	COST	ACCUMULATED DEPRECIATION	CARRYING AMOUNT	COST	ACCUMULATED DEPRECIATION	COST	ACCUMULATED DEPRECIATION	CARRYING AMOUNT
				ADDITIONS: PURCHASES AND CAPITALISATIONS	ADDITIONS			
Land	39	-	39	-	-	39	-	39
Buildings	5,417	-3,248	2,169	45	-166	5,462	-3,414	2,048
Industrial and trading equipment	104	-6	98	3	-13	107	-19	88
Other assets	142	-104	38	6	-12	148	-116	32
Property, plant and equipment	**5,702**	**-3,358**	**2,344**	**54**	**-191**	**5,756**	**-3,549**	**2,207**
Land	1,124	-	1,124	-	-	1,124	-	1,124
Buildings	9,306	-4,367	4,939	-	-278	9,306	-4,645	4,661
Investment property	**10,430**	**-4,367**	**6,063**	**-**	**-278**	**10,430**	**-4,645**	**5,785**
Total property, plant and equipment	**16,132**	**-7,725**	**8,407**	**54**	**-469**	**16,186**	**-8,194**	**7,992**

5.2 Intangible assets / €228 thousand (€230 thousand)

Intangible assets, whose carrying amount is in line with the figure for 31 December 2013, consist solely of building rights for land owned by the Municipality of Florence, which are amortised over the term of the rights.

The following table shows changes in intangible assets during the year, including amounts at the beginning and end of the year.

(€000)				CHANGES DURING THE YEAR			
	31.12.2013			ACCUMULATED AMORTISATION	31.12.2014		
	COST	ACCUMULATED AMORTISATION	CARRYING AMOUNT	ADDITIONS	COST	ACCUMULATED AMORTISATION	CARRYING AMOUNT
Building rights	262	-32	230	-2	262	-34	228
Intangible assets	**262**	**-32**	**230**	**-2**	**262**	**-34**	**228**

5.3 Investments / €8,857,912 thousand (€8,804,852 thousand)

The following table shows details of investments and the related changes during the period.

(€000)	31.12.2013			CHANGES DURING THE YEAR	
	COST	ACCUMULATED IMPAIRMENTS	CARRYING AMOUNT	COST	
				NEW ACQUISITIONS AND PURCHASES OF ADDITIONAL SHARES	DISPOSALS
Autostrade per l'Italia S.p.A.	5,961,733	-	5,961,733	-	-
Aeroporti di Roma S.p.A.	2,765,526	-	2,765,526	-	-
Pavimental S.p.A.	-	-	-	29,010	-
Spea Ingegneria Europea S.p.A.	-	-	-	24,403	-
ADR Engineering S.p.A.	-	-	-	18,445	-
Fiumicino Energia S.r.l.	7,673	-	7,673	-	-
Mizard S.r.l.	21	-	21	-	-
Domino S.r.l.	10	-	10	1	-
TowerCo S.p.A.	20,100	-	20,100	-	-20,100
Gemina Fiduciary Service S.p.A. (1)	-	-	-	-	-
Autostrade Mazowsze S.A. (2)	2,749	-2,749	-	-	-
Investments in subsidiaries (A)	**8,757,812**	**-2,749**	**8,755,063**	**71,859**	**-20,100**
Pune Solapur Expressways Private Ltd.	16,455	-	16,455	-	-
Investments in joint ventures (B)	**16,455**	**-**	**16,455**	**-**	**-**
Compagnia Aerea Italiana S.p.A. (3)	126,000	-96,075	29,925	27,223	-
Firenze Parcheggi S.p.A.	2,582	-	2,582	-	-
Emittente Titoli S.p.A.	827	-	827	-	-
Investments in other companies (C)	**129,409**	**-96,075**	**33,334**	**27,223**	**-**
Total investments (A + B + C)	**8,903,676**	**-98,824**	**8,804,852**	**99,082**	**-20,100**

(1) This investment, accounted for as a result of the merger of Gemina S.p.A. with and into Atlantia, has a carrying amount of 1 euro cent.
(2) The liquidation of this company was completed in 2014.
(3) The company's new name was effective from 1 January 2015.

CHANGES DURING THE YEAR						31.12.2014		
COST				IMPAIRMENTS		COST	ACCUMULATED IMPAIRMENTS	CARRYING AMOUNT
REDUCTIONS DUE TO COMPANY LIQUIDATIONS	CURRENCY TRANSLATION DIFFERENCES	SHARE-BASED PAYMENTS CAPITAL INCREASES	OTHER REDUCTIONS	(ADDITIONS)/ REDUCTIONS	REDUCTIONS DUE TO COMPANY LIQUIDATIONS			
-	-	3,330	-	-	-	5,965,064	-	5,965,064
-	-	710	-	-	-	2,766,235	-	2,766,235
-	-	37	-	-	-	29,047	-	29,047
-	-	17	-	-	-	24,420	-	24,420
-	-	-	-	-	-	18,445	-	18,445
-	-	-	-	-	-	7,673	-	7,673
-	-	-	-	-	-	21	-	21
-	-	-	-	-	-	11	-	11
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-2,749	-	-	-	-	2,749	-	-	-
-2,749	**-**	**4,094**	**-**	**-**	**2,749**	**8,810,916**	**-**	**8,810,916**
-	-33	-	-58	-	-	16,364	-	16,364
-	**-33**	**-**	**-58**	**-**	**-**	**16,364**	**-**	**16,364**
-	-	-	-	-29,925	-	153,223	-126,000	27,223
-	-	-	-	-	-	2,582	-	2,582
-	-	-	-	-	-	827	-	827
-	**-**	**-**	**-**	**-29,925**	**-**	**156,632**	**-126,000**	**30,632**
-2,749	**-33**	**4,094**	**-58**	**-29,925**	**2,749**	**8,983,912**	**-126,000**	**8,857,912**

This item has increased by €53,060 thousand compared with 31 December 2013, primarily due to:

a) the acquisition, as part of a restructuring of the Atlantia Group's investments, of:
   1) 46,223,290 shares in Pavimental (equal to a 59.4% interest) from Autostrade per l'Italia for a purchase consideration of €29,010 thousand on 8 August 2014;
   2) 460,000 shares in Spea Ingegneria Europea (equal to a 46% interest) from Autostrade per l'Italia for a purchase consideration of €24,403 thousand on 1 December 2014;
   3) 1,500 shares in ADR Engineering (equal to a 100% interest) from Aeroporti di Roma for a purchase consideration of €18,445 thousand on 1 December 2014.

   The above acquisitions were settled on the basis of independent expert appraisals of the value of the companies' economic capital;

NAME	REGISTERED OFFICE	NUMBER OF SHARES/ PERCENTAGE HELD
Autostrade per l'Italia S.p.A.	Roma	622,027,000
Aeroporti di Roma S.p.A.	Fiumicino	62,224,743
Pavimental S.p.A.	Rome	77,818,865
Spea Ingegneria Europea S.p.A.	Milan	1,000,000
ADR Engineering S.p.A.	Fiumicino	1,500
Fiumicino Energia S.r.l.	Fiumicino	741,795
Mizard S.r.l.	Rome	1
Domino S.r.l.	Fiumicino	1
Gemina Fiduciary Services S.A.	Luxembourg	17,647
Investments in subsidiaries (A)		
Pune Solapur Expressways Private Ltd.	New Delhi (India)	10,000,000
Investments in joint ventures (B)		
Compagnia Aerea Italiana S.p.A. (4)	Milan	54,269,928,100
Firenze Parcheggi S.p.A.	Florence	495,550
Emittente Titoli S.p.A.	Milan	8,200,000
Investments in other companies (C)		
Total investments (A + B + C)		

(1) The figures have been taken from the latest financial statements approved by the boards of directors of each company.
(2) Latest financial statements approved (31 December 2013).
(3) Latest reporting package of the Company for Atlantia consolidated financial statements.
(4) Compagnia Aerea Italiana assumed its new name with effect from 1 January 2015.

b) the sale of the entire investment in TowerCo (a wholly-owned subsidiary), previously accounted for at a carrying amount of €20,100 thousand, for a purchase consideration of €94,600 thousand.

In addition, with regard to the investment in Compagnia Aerea Italiana (formerly Alitalia - Compagnia Aerea Italiana):
a) the Company wrote off the related carrying amount as at 31 December 2013, amounting to €29,925 thousand, recognised in view of the form of the new capital increase approved by the extraordinary general meeting of the shareholders of Compagnia Aerea Italiana, which envisages the issue of a new category of preferred stock ("*azioni 2*") giving the holders the right to be paid dividends ahead of the holders of other categories of pre-existing shares;
b) the injection of fresh capital of €27,223 thousand in execution of the above resolution.

The following table shows an analysis of investments as at 31 December 2014, together with the Company's percentage interest and relevant carrying amount:

	PAR VALUE		CAPITAL/ CONSORTIUM FUND	INTEREST (%)	NUMBER OF SHARES/ PERCENTAGE HELD	PROFIT/(LOSS) FOR 2014 (€000) [1]	EQUITY AS AT 31.12.2014 (€000) [1]	CARRYING AMOUNT (€000)
Euro	1	Euro	622,027,000	100.00%	622,027,000	703,531	2,268,554	5,965,064
Euro	1	Euro	62,224,743	95.92%	59,686,575	131,023	1,126,311	2,766,235
Euro	0.13	Euro	10,116,452	59.40%	46,223,290	3,047	41,537	29,047
Euro	5.16	Euro	5,160,000	46.00%	460,000	9,772	60,132	24,420
Euro	516.46	Euro	774,690	100.00%	1,500	4,605	10,830	18,445
Euro	1.00	Euro	741,795	87.14%	646,387	2,139	8,117	7,673
Euro	10,000	Euro	10,000	100.00%	1	-1	16	21
Euro	-	Euro	10,000	100.00%	1	-2	8	11
Euro	-	Euro	150,000	99.99%	17,647	-35	-44	-
								8,810,916
Rupee	10	Rupee	100,000,000	50.00%	5,000,000	3,735 [3]	22,476 [3]	16,364
								16,364
Euro	-	Euro	357,544,812	5.96%	3,236,099,190	-557,087 [2]	213,006 [2]	27,223
Euro	51.65	Euro	25,595,158	5.36%	26,560	-1,000 [2]	33,940 [2]	2,582
Euro	0.52	Euro	4,264,000	7.24%	594,000	1,221 [2]	7,053 [2]	827
								30,632
								8,857,912

The carrying amount of the investment in Autostrade per l'Italia has been tested for impairment, given that the carrying amount includes embedded goodwill resulting from the Group's reorganisation in 2003. For this purpose, value in use was determined by using the company's long-term business plan, which contains projections for traffic, investment, costs and revenues through to the end of the related concession term. Use of the long-term plan covering the entirety of the company's concession term is deemed more appropriate than the approach provisionally suggested by IAS 36 (namely, a limited explicit projection period and the estimated terminal value), given the intrinsic nature of the motorway concession arrangement, above all with regard to the regulations governing the sector and the predetermined duration of the arrangement. In particular, Autostrade per l'Italia's long-term plan used for the test has been prepared on the basis of the following assumptions:

a) a CAGR for traffic of 0.96%;
b) an average annual toll increase, linked to inflation, of 0.97%, which is 70% lower than the average inflation rate for the period 2015-2020 indicated in the Italian government's Economic and Finance Document for 2014;
c) an average annual increase in the return on investment to be carried out of 1.14%. In this regard, a portion of this toll increase is not recognised if the planned investment is not carried out; in this case, the other economic and financial effects of not carrying out such investment would, instead, be taken into account.

The projected after-tax cash flows for the subsidiary's long-term plan were discounted to present value using the rate of 6.25% (6.08% in 2013), representing the company's specific after-tax WACC.
The impairment tests confirmed that the carrying amount of the investment accounted for in the Company's financial statements as at 31 December 2014 is fully recoverable.
In addition to the above impairment test, sensitivity analyses were conducted, increasing and reducing the above WACC by 1%, and increasing and reducing Autostrade per l'Italia's average annual rate of toll revenue growth by 1%. The results of these analyses have confirmed that the carrying amount of the investment is fully recoverable.

With regard, on the other hand, to the carrying amount of the investment in Aeroporti di Roma, it should be noted that:

a) as reported in the separate financial statements for the year ended 31 December 2013, following the merger with Gemina, the future cash flows used for the purposes of allocating the fair value of the assets acquired and the liabilities assumed confirmed that the related carrying amounts were recoverable in full;
b) given that were no indicators of impairment in 2014, the test has not been repeated.

5.4 Financial assets
(non-current) / €9,003,591 thousand (€8,764,044 thousand)
(current) / €267,637 thousand (€2,403,839 thousand)

The following table shows the composition of financial assets.

(€000)	31.12.2014			31.12.2013		
	CARRYING AMOUNT	CURRENT PORTION	NON-CURRENT PORTION	CARRYING AMOUNT	CURRENT PORTION	NON-CURRENT PORTION
Loans to subsidiaries (1)	8,972,890	215,000 (3)	8,757,890	10,917,082	2,351,808	8,565,274
Derivative assets (2)	289,623	44,391(3)	245,232	227,475	42,933	184,542
Other receivables (1)	548	79	469	14,228	-	14,228
Medium and long-term financial assets	**9,263,061**	**259,470**	**9,003,591**	**11,158,785**	**2,394,741**	**8,764,044**
Other financial assets (1)	8,167	8,167	-	9,098	9,098	-
Other current financial assets	**8,167**	**8,167**	**-**	**9,098**	**9,098**	**-**
Financial assets	**9,271,228**	**267,637**	**9,003,591**	**11,167,883**	**2,403,839**	**8,764,044**

1) These assets are classified as "loans and receivables" in accordance with IAS 39. The carrying amount coincides with the assets fair value.
2) These assets are classified as hedging derivatives and in level 2 of the fair value hierarchy.
3) This figure regards accrued income.

Medium and long-term financial assets, totalling €9,263,061 thousand, are down €1,895,724 thousand. This primarily reflects:

a) the amount collected following Autostrade per l'Italia's repayment of a loan of €2,094,200 thousand;
b) new loans to Autostrade per l'Italia, replicating the bonds issued by the Company in March and June 2014, having par values of €75,000 thousand (paying interest of 3.997% and maturing in 2038) and €125,000 thousand (paying interest of 3.454% and maturing in 2034);
c) a reduction of €42,608 thousand in accrued income on loans to Autostrade per l'Italia;
d) the write-off of convertible bonds issued by Compagnia Aerea Italiana as at 31 December 2013, amounting to €14,177 thousand, following the Company's formal decision to waive its rights under the convertible bonds in December 2014.

Derivative assets, totalling €289,623 thousand (€227,475 thousand as at 31 December 2013), essentially regard the fair value as at 31 December 2014 of certain derivative financial instruments entered into with Autostrade per l'Italia to hedge interest rate risk associated with the medium and long-term, floating rate loan (disbursed in 2004 and maturing in 2022) of €750,000 thousand granted to the same subsidiary. The increase of €62,148 thousand essentially reflects a reduction in the interest rates used for measurement purposes as at 31 December 2014, compared with those used as at 31 December 2013.
Further details of hedging derivatives and the Company's hedging strategy are contained in note 7.2, "Financial risk management".

Other current financial assets of €8,167 thousand principally relate to other short-term loans and receivables due from the subsidiaries, Autostrade per l'Italia and Electronic Transaction Consultants.

The loans granted to Autostrade per l'Italia are on the same terms as those applied to the Company's borrowings, increased by a spread that takes account of the cost of managing the loans.

The following two tables include details of financial assets, showing:

a) the composition of the carrying amount and the related face value and maturity (current and non-current), indicating loans to subsidiaries:

(€000)	MATURITY	31.12.2014	
		FACE VALUE	CARRYING AMOUNT
Autostrade per l'Italia loan issued 2004	2014	-	-
Autostrade per l'Italia loan issued 2004	2024	1,000,000	1,000,000
Autostrade per l'Italia loan issued 2009	2016	1,500,000	1,515,178
Autostrade per l'Italia loan issued 2009	2038	149,176	149,176
Autostrade per l'Italia loan issued 2010	2017	1,000,000	1,000,000
Autostrade per l'Italia loan issued 2010	2025	500,000	500,000
Autostrade per l'Italia loan issued 2012	2019	1,000,000	1,000,000
Autostrade per l'Italia loan issued 2012	2020	750,000	750,000
Autostrade per l'Italia loan issued 2012	2032	35,000	35,000
Autostrade per l'Italia loan issued 2012	2032	48,600	48,600
Autostrade per l'Italia loan issued 2012	2018	1,000,000	984,936
Autostrade per l'Italia loan issued 2013	2033	75,000	75,000
Autostrade per l'Italia loan issued 2013	2021	750,000	750,000
Autostrade per l'Italia loan issued 2014	2038	75,000	75,000
Autostrade per l'Italia loan issued 2014	2034	125,000	125,000
- fixed rate		**8,007,776**	**8,007,890**
Autostrade per l'Italia loan issued 2004	2022	750,000	750,000
- floating rate (1)		**750,000**	**750,000**
Loans to subsidiaries (2)		**8,757,776**	**8,757,890**
Derivative assets (3)		**245,232**	**245,232**
Other financial assets		**548**	**548**
Accrued income on medium and long-term financial assets		**259,391**	**259,391**
Medium and long-term financial assets (A)		**9,262,947**	**9,263,061**
Other current financial assets (B)		**8,167**	**8,167**
Financial assets (A + B)		**9,271,114**	**9,271,228**

(1) As at 31 December 2014, interest rate hedges with a notional amount of €750 million are in place. These are classified as cash flow hedges in accordance with IAS 39.
(2) These financial assets are included in "loans and receivables" under IAS 39.
(3) Hedging derivatives classified in level 2 of the fair value hierarchy.

31.12.2014				31.12.2013			
OF WHICH		TERM		FACE VALUE	CARRYING AMOUNT	OF WHICH	
CURRENT PORTION	NON-CURRENT PORTION	BETWEEN 13 AND 60 MONTHS	AFTER 60 MONTHS			CURRENT PORTION	NON-CURRENT PORTION
-	-	-	-	2,094,200	2,094,200	2,094,200	-
-	1,000,000	-	1,000,000	1,000,000	1,000,000	-	1,000,000
-	1,515,178	1,515,178	-	1,500,000	1,526,024	-	1,526,024
-	149,176	-	149,176	149,176	149,176	-	149,176
-	1,000,000	1,000,000	-	1,000,000	1,000,000	-	1,000,000
-	500,000	-	500,000	500,000	500,000	-	500,000
-	1,000,000	1,000,000	-	1,000,000	1,000,000	-	1,000,000
-	750,000	-	750,000	750,000	750,000	-	750,000
-	35,000	-	35,000	35,000	35,000	-	35,000
-	48,600	-	48,600	48,600	48,600	-	48,600
-	984,936	984,936	-	1,000,000	981,474	-	981,474
-	75,000	-	75,000	75,000	75,000	-	75,000
-	750,000	-	750,000	750,000	750,000	-	750,000
-	75,000	-	75,000	-	-	-	-
-	125,000	-	125,000	-	-	-	-
-	**8,007,890**	**4,500,114**	**3,507,776**	**9,901,976**	**9,909,474**	**2,094,200**	**7,815,274**
-	750,000	-	750,000	750,000	750,000	-	750,000
-	**750,000**	**-**	**750,000**	**750,000**	**750,000**	**-**	**750,000**
-	**8,757,890**	**4,500,114**	**4,257,776**	**10,651,976**	**10,659,474**	**2,094,200**	**8,565,274**
-	**245,232**	**-**	**245,232**	**184,542**	**184,542**	**-**	**184,542**
79	**469**	**469**	**-**	**14,228**	**14,228**	**-**	**14,228**
259,391	**-**	**-**	**-**	**300,541**	**300,541**	**300,541**	**-**
259,470	**9,003,591**	**4,500,583**	**4,503,008**	**11,151,287**	**11,158,785**	**2,394,741**	**8,764,044**
8,167	**-**	**-**	**-**	**9,098**	**9,098**	**9,098**	**-**
267,637	**9,003,591**	**4,500,583**	**4,503,008**	**11,160,385**	**11,167,883**	**2,403,839**	**8,764,044**

b) the type of interest rate applied, the maturity and the fair value:

(€000)	MATURITY	31.12.2014 CARRYING AMOUNT (1)	31.12.2014 FAIR VALUE (2)	31.12.2013 CARRYING AMOUNT (1)	31.12.2013 FAIR VALUE (2)
Autostrade per l'Italia loan issued 2004	2014	-	-	2,094,200	2,201,366
Autostrade per l'Italia loan issued 2004	2024	1,000,000	1,406,123	1,000,000	1,239,455
Autostrade per l'Italia loan issued 2009	2016	1,515,178	1,668,426	1,526,024	1,727,484
Autostrade per l'Italia loan issued 2009	2038	149,176	225,613	149,176	176,158
Autostrade per l'Italia loan issued 2010	2017	1,000,000	1,092,782	1,000,000	1,081,885
Autostrade per l'Italia loan issued 2010	2025	500,000	627,856	500,000	533,963
Autostrade per l'Italia loan issued 2012	2019	1,000,000	1,209,373	1,000,000	1,170,006
Autostrade per l'Italia loan issued 2012	2020	750,000	915,794	750,000	858,703
Autostrade per l'Italia loan issued 2012	2032	35,000	47,895	35,000	38,482
Autostrade per l'Italia loan issued 2012	2032	48,600	69,023	48,600	55,833
Autostrade per l'Italia loan issued 2012	2018	984,936	1,125,646	981,474	1,084,009
Autostrade per l'Italia loan issued 2013	2033	75,000	93,714	75,000	73,881
Autostrade per l'Italia loan issued 2013	2021	750,000	827,648	750,000	757,245
Autostrade per l'Italia loan issued 2014	2038	75,000	92,531	-	-
Autostrade per l'Italia loan issued 2014	2034	125,000	142,700	-	-
- fixed rate		**8,007,890**	**9,545,122**	**9,909,474**	**10,998,470**
Autostrade per l'Italia loan issued 2004	2022	750,000	759,377	750,000	728,114
- floating rate		**750,000**	**759,377**	**750,000**	**728,114**
Loans to subsidiaries		**8,757,890**	**10,304,500**	**10,659,474**	**11,726,584**
Derivative assets		**245,232**	**245,232**	**184,542**	**184,542**
Other financial assets		**548**	**548**	**14,228**	**14,228**
Accrued income on medium and long-term financial assets		**259,391**	**259,391**	**300,541**	**300,541**
Medium and long-term financial assets (A)		**9,263,061**	**10,809,671**	**11,158,785**	**12,225,895**
Other current financial assets (B)		**8,167**	**8,167**	**9,098**	**9,098**
Financial assets (A + B)		**9,271,228**	**10,817,838**	**11,167,883**	**12,234,993**

(1) The value of medium and long-term financial assets shown in the table includes both the non-current and current portions.
(2) The fair value shown is classified in level 2 of the fair value hierarchy.

Details of the criteria applied in determining the fair values shown in the table are provided in note 3;

c) a comparison of the face value and the related carrying amount of loans to subsidiaries, showing the average and effective yield:

(€000)	31.12.2014 PAR VALUE	31.12.2014 CARRYING AMOUNT	31.12.2014 AVERAGE RATE TO 31.12.2014 (1)	31.12.2014 EFFECTIVE INTEREST RATE AS AT 31.12.2014	31.12.2013 PAR VALUE	31.12.2013 CARRYING AMOUNT
Loans to subsidiaries	8,757,776	8,757,890	4.83%	4.50%	10,651,976	10,659,474

(1) This amount includes the impact of interest rate hedges outstanding as at 31 December 2014.

d) changes in the carrying amounts of loans to subsidiaries:

(€000)	CARRYING AMOUNT AS AT 31.12.2013 (1)	NEW LOANS	REPAYMENTS RECEIVED	OTHER CHANGES	CARRYING AMOUNT AS AT 31.12.2014 (1)
Loans to subsidiaries	10,659,474	200,000	2,094,200	7,384	8,757,890

(1) The loans shown in the table include both the non-current and current portions.

The Company's financial risks and risk management policies are described in note 7.2, "Financial risk management". There is no evidence of impairment of any of the above financial assets, with the exception of the above write-off of the Company's holding of bonds issued by Compagnia Aerea Italiana.

5.5 Trading assets / €4,447 thousand (€2,496 thousand)

This item entirely regards trade receivables, which are up €1,951 thousand, primarily due to increased amounts due from subsidiaries.
The carrying amount of trade receivables approximates to fair value, as the effect of discounting to present value is not material.

5.6 Cash and cash equivalents / €465,322 thousand (€706,017 thousand)

This item includes:
a) cash equivalents of €250,000 thousand (a zero balance as at 31 December 2013), reflecting liquidity invested in Autostrade per l'Italia, maturing on 15 January 2015;
b) the balance receivable on the intercompany current account with the subsidiary, Autostrade per l'Italia, totalling €212,946 thousand (€407,122 thousand as at 31 December 2013);
c) bank deposits of €2,376 thousand (€298,895 thousand as at 31 December 2013).

The reduction in intercompany current account receivables and the increase in cash equivalents reflect the above investment of liquidity.

Detailed explanations of the cash flows resulting in the decrease in the Group's cash at the end of 2014 are contained in note 7.1.

5.7 Current tax assets and liabilities
Current tax assets / €31,281 thousand (€41,644 thousand)
Current tax liabilities / €14,372 thousand (€27,028 thousand)

Current tax assets and liabilities are shown below:

(€000)	CURRENT TAX ASSETS		CURRENT TAX LIABILITIES	
	31.12.2014	31.12.2013	31.12.2014	31.12.2013
IRAP	362	330	-	-
IRES	9,357	39,305	-	-
IRES from tax consolidation (1)	21,562	2,009	14,372	27,028
Total	**31,281**	**41,644**	**14,372**	**27,028**

(1) Tax assets and liabilities due from and to related parties.

Atlantia S.p.A. operates a tax consolidation arrangement, on the basis of Legislative Decree 344/2003, in which the following participate:
a) the direct subsidiaries, Autostrade per l'Italia, Aeroporti di Roma, ADR Engineering, Pavimental and Spea Ingegneria Europea;
b) the indirect subsidiaries (through Autostrade per l'Italia), Tangenziale di Napoli, EsseDiEsse Società di Servizi, AD Moving, Autostrade Meridionali, Autostrade dell'Atlantico, Giove Clear, Telepass, Infoblu and Autostrade Tech and the indirect subsidiaries (through Aeroporti di Roma), ADR Assistance, ADR Tel, ADR Security and ADR Mobility.

As a result, Atlantia recognises the following in its financial statements:
a) current tax assets and liabilities for IRES attributable to the companies included in the arrangement;
b) matching receivables or payables due from or to the subsidiaries, in connection with the funds transferred or to be transferred as a result of the tax consolidation.

The increase in net current tax assets from one year to the next, amounting to €2,293 thousand, essentially reflects advances paid and withholdings paid on interest income (€8,455 thousand), after provision for the Company's current tax liabilities (€6,184 thousand), including €5,083 thousand recognized in tax expense and €1,101 thousand in net profit from discontinued operations relating to management and sale of the investment in TowerCo.

The balance of refundable IRES (€9,357 thousand) essentially regards:

a) IRES refundable to the Company and the companies included in the tax consolidation arrangement (in accordance with Law 44 of 26 April 2012 and the tax authorities' ruling of 17 December 2012, in addition to art. 6 of Law 2 of 28 January 2009), totalling €33,091 thousand;
b) IRES payable, deriving from the calculation of current tax expense, less advance payments or offsets, by the companies included in the tax consolidation arrangement, totalling €30,706 thousand;
c) refundable IRES of €3,625 thousand resulting from the tax losses that can be carried forward by Gemina, merged with and into the Company in 2013, which have been recognised whilst awaiting the response from the tax authorities to the request for an opinion submitted pursuant to art. 37-*bis*, paragraph 8 of Presidential Decree 600 of 29 September 1973, for the purposes of disapplying art. 172 of Presidential Decree 917 of 22 December 1986;
d) refundable IRES of €3,217 thousand regarding the Company's tax position.

5.8 Other assets
(non-current) / €337 thousand (€366 thousand)
(current) / €1,304 thousand (€3,529 thousand)

This item consists of receivables and other current assets that are not eligible for classification as trading or financial. Other non-current assets are substantially in line with the figure for the previous year, whilst other current assets are down €2,225 thousand, primarily due to a reduction in refundable VAT.

5.9 Equity / €9,437,975 thousand (€9,329,086 thousand)

As at both 31 December 2014 and 31 December 2013, Atlantia's issued capital is fully subscribed and paid-in and consists of 825,783,990 ordinary shares with a par value of €1 each, amounting to €825,784 thousand.

As at 31 December 2014:

a) Atlantia S.p.A. holds 12,627,801 treasury shares (12,837,326 as at 31 December 2013);
b) the number of shares outstanding totals 813,156,189 (812,946,664 as at 31 December 2013).

Both changes with respect to 2013 (the reduction in treasury shares and the increase in shares outstanding), amounting to 209,525, reflect the shares awarded to the beneficiaries of the 2011 Share Option Plan, as described in the disclosures regarding shares-based payments in note 8.3.

Equity amounts to €9,437,975 thousand (€9,329,086 thousand as at 31 December 2013), marking an increase of €108,889 thousand, primarily due to the following:

a) net comprehensive income for 2014, totalling €707,793 thousand, primarily due to the combined effect of profit for the year (€686,217 thousand) and the increase in the cash flow hedge reserve (€21,666 thousand);
b) dividends declared, consisting of the final dividend for 2013, totalling €317,862 thousand, and the interim dividend for 2014, totalling €288,664 thousand.

Atlantia's aims to manage its capital in order to create value for shareholders, ensure the Company remains a going concern, safeguard the interest of stakeholders, and guarantee efficient access to external sources of funding to adequately support the growth of the Group's businesses.

The table below shows an analysis of issued capital and equity reserves, showing their permitted uses.

DESCRIPTION (€000)	EQUITY AT 31.12.2014	PERMITTED USES (A, B, C) (*)	AVAILABLE PORTION	USES BETWEEN 01.01.2011 AND 31.12.2014	
				TO COVER LOSSES	FOR OTHER REASONS
Issued capital	**825,784** (1)	**B**	**-**	**-**	**-**
Share premium reserve	154	A, B, C	154	-	-
Legal reserve	261,410 (2)	A, B	96,254	-	-
Extraordinary reserve	4,818,008 (3)	A, B, C	4,818,008	-	79,987 (5)
Treasury shares in portfolio	204,968 (3)		-	-	-
Merger reserve	2,987,182 (4)	A, B, C	2,987,182	-	-
Cash flow hedge reserve	57,103	B	-	-	-
Reserve for actuarial gains and losses on post-employment benefits	-471	B	-	-	-
Restricted reserve for Contingent Value Rights	18,456	A, B	-	-	-
Other reserves	10,833	A, B, C	10,833	-	-
Retained earnings	61,963	A, B, C	61,963	-	-
Reserves and retained earnings	**8,419,606**		**7,974,394**		**79,987**
Treasury shares	-204,968				
Total	**9,040,422**		**7,974,394**	**-**	**79,987**
of which:					
Non-distributable			-		
Distributable			*7,974,394*		

(*) Key:
A: capital increases
B: to cover losses
C: shareholder distributions

(1) Of which €730,643 thousand related to capital increases: €163,956 thousand relating to the merger with Gemina S.p.A. in 2013 and €566,687 thousand relating to the merger of Autostrade with and into the former NewCo28 S.p.A. in 2003. With reference for the Autostrade merger to art. 172, paragraph 5 of the Consolidated Income Tax Act, this capital increase is restricted to the following reserves that are taxable on distribution:
- *revaluation reserve pursuant to Law 72/1982, amounting to €556,960 thousand;*
- *revaluation reserve pursuant to Law 413/1991, amounting to €6,807 thousand;*
- *revaluation reserve pursuant to Law 342/2000, amounting to €2,920 thousand.*

(2) €96,253 thousand of which being the excess over one fifth of share capital.

(3) Pursuant to art. 2357-ter of the Italian Civil Code and in accordance with the resolution passed by the General Meeting of shareholders held on 16 April 2014, the Company will, from time to time, increase the non-distributable "Reserve for the purchase of treasury shares" up to a maximum of €1,500,000,000, based on the number of treasury shares purchased, by transferring a matching amount from the "Extraordinary reserve".

(4) With reference to art. 172, paragraph 5 of the Consolidated Income Tax Act, the merger surplus generated by the merger in 2003 described in note (1) is restricted to and accounted for in the following reserves that are taxable on distribution:
- *reserve for capital contributions, amounting to €8,113 thousand;*
- *revaluation reserve pursuant to Law 72/1982, amounting to €368,840 thousand;*
- *revaluation reserve pursuant to Law 413/1991, amounting to €50,416 thousand;*
- *revaluation reserve pursuant to Law 342/2000, amounting to €21,630 thousand.*

(5) For the 2011 capital increase of €30,015 thousand, the 2012 capital increase of €31,516 thousand and, in 2013, the "Restricted reserve for Contingent Value Rights" established in connection with the merger with Gemina, totalling €18,456 thousand.

Other components of comprehensive income

The section "Financial statements" includes the "Statement of comprehensive income", which includes other comprehensive income, after the related taxation.

The following table shows gross amounts for components of other comprehensive income and the related taxation.

(€000)	2014			2013		
	BEFORE TAX	TAX	AFTER TAX	BEFORE TAX	TAX	AFTER TAX
Fair value gains/(losses) on cash flow hedges	32,372	-10,706	21,666	-63,791	21,126	-42,665
Other comprehensive income/(loss) for the period reclassifiable to profit or loss, after related taxation (A)	**32,372**	**-10,706**	**21,666**	**-63,791**	**21,126**	**-42,665**
Gains/(Losses) from actuarial valuations of provisions for employee benefits	-123	33	-90	-	-	-
Other comprehensive income/(loss) for the period not reclassifiable to profit or loss, after related taxation (B)	**-123**	**33**	**-90**	**-**	**-**	**-**
Reclassifications of other components of comprehensive income to profit or loss (C)	**-**	**-**	**-**	**-89**	**-**	**-89**
Total other comprehensive income for the year, after related taxation (D = A + B + C)	**32,249**	**-10,673**	**21,576**	**-63,880**	**21,126**	**-42,754**

5.10 Provisions
(non-current) / €896 thousand (€467 thousand)
(current) / €1,568 thousand (€2,616 thousand)

Provisions for employee benefits
(non-current) / €896 thousand (€467 thousand)
(current) / €31 thousand (-)

As at 31 December 2014, this item refers solely to provisions for post-employment benefits.

The most important actuarial assumptions used to measure the provision for post-employment benefits at 31 December 2014 are summarised below.

FINANCIAL ASSUMPTIONS	
Annual discount rate (*)	0.91%
Annual inflation rate	0.60% for 2015 1.20% for 2016 1.50% for 2017 and 2018 2.0% from 2019 on
Annual rate of increase in post-employment benefits	1.95% for 2015 2.40% for 2016 2.625% for 2017 and 2018 3.00% from 2019 on
Annual rate of increase in real salaries	0.65%
Annual turnover rate	3.50%
Annual rate of advances paid	3.0%
Duration (years)	9

(*) The annual discount rate is used to determine the present value of the obligation and was, in turn, determined with reference to the average yield curve taken from the Iboxx Eurozone Corporate AA on the valuation date for durations of 7-10 years which reflect the overall duration of the provisions.

DEMOGRAPHIC ASSUMPTIONS	
Mortality	Government General Accounting Office projections
Disability	INPS tables by age and sex
Retirement age	Mandatory state pension retirement age

The following table shows a sensitivity analysis for each actuarial assumption at the end of 2013, showing the impact on the defined benefit obligation of assumed changes in the individual rates used in the actuarial assumptions.

(€000)	CHANGE IN ACTUARIAL ASSUMPTION					
	TURNOVER RATE		INFLATION RATE		DISCOUNT RATE	
	+1%	-1%	+0.25%	-0.25%	+0.25%	-0.25%
Balance post-employment benefits (€000)	921	936	940	916	909	947

Other provisions
(non-current) / - (-)
(current) / €1,537 thousand (€2,616 thousand)

Item contains Provisions for tax liabilities and contract disputes which essentially include the estimated charges that the Company deems it will as a result of outstanding disputes and litigation at the end of the year. The balance is down €1,079 thousand, primarily following the use of provisions for the Rizzoli dispute, in view of the decision to halt the proceedings in October 2014.

5.11 Financial liabilities
(non-current) / €8,869,037 thousand (€8,640,463 thousand)
(current) / €250,866 thousand (€2,678,233 thousand)

Medium and long-term borrowings
(non-current) / €8,869,037 thousand (€8,640,463 thousand)
(current) / €249,584 thousand (€2,380,281 thousand)

The following tables provide an analysis of outstanding medium to long-term financial liabilities with respect to:

a) the composition of the carrying amount (current and non-current), the related face value and the terms to maturity for the non-current portion:

(€000)	MATURITY	31.12.2014	
		FACE VALUE	CARRYING AMOUNT
Bond issue 2004		-	-
Gbp Bond issue 2004	2022	750,000	641,516
Bond issue 2004	2024	1,000,000	992,637
Bond issue 2009	2016	1,500,000	1,513,568
Bond issue 2010	2017	1,000,000	995,898
Bond issue 2010	2025	500,000	495,445
Bond issue 2012	2019	1,000,000	990,578
Bond issue 2012	2020	750,000	744,926
Bond issue 2012	2032	35,000	35,000
Retail Bond issue 2012	2018	1,000,000	978,748
Bond issue 2013	2021	750,000	741,776
Bond issue 2014	2034	125,000	123,514
Listed fixed rate		**8,410,000**	**8,253,606**
Jpy Bond issue 2009	2038	149,176	137,123
Zero coupon bond issue 2012	2032	54,023	54,023
Bond issue 2013	2033	75,000	72,391
Bond issue 2014	2038	75,000	72,443
Unlisted fixed rate		**353,199**	**335,980**
Bond issues (A) (1) (2) (3)		**8,763,199**	**8,589,586**
Derivative liabilities (B) (4)		**279,451**	**279,451**
Accrued expenses on medium and long-term financial liabilities (C)		**249,584**	**249,584**
Medium and long-term financial liabilities (A + B + C)		**9,292,234**	**9,118,621**

(1) As at 31 December 2014, interest rate and foreign exchange hedges with a notional amount of €899 million are in place. These are classified as cash flow hedges in accordance with IAS 39.
(2) The euro par value is calculated on the basis of the exchange rate fixed at the time of execution of the hedges, which are Cross Currency Swaps.
(3) These financial instruments are classified as financial liabilities measured at amortised cost, in accordance with IAS 39.
(4) Includes hedging derivatives classified in level 2 of the fair value hierarchy.

31.12.2014				31.12.2013			
OF WHICH		TERM		FACE VALUE	CARRYING AMOUNT	OF WHICH	
CURRENT PORTION	NON-CURRENT PORTION	BETWEEN 13 AND 60 MONTHS	AFTER 60 MONTHS			CURRENT PORTION	NON-CURRENT PORTION
-	-	-	-	2,094,200	2,092,021	2,092,021	-
-	641,516	-	641,516	750,000	601,958	-	601,958
-	992,637	-	992,637	1,000,000	992,067	-	992,067
-	1,513,568	1,513,568	-	1,500,000	1,523,290	-	1,523,290
-	995,898	995,898	-	1,000,000	994,480	-	994,480
-	495,445	-	495,445	500,000	495,119	-	495,119
-	990,578	990,578	-	1,000,000	988,543	-	988,543
-	744,926	-	744,926	750,000	744,161	-	744,161
-	35,000	-	35,000	35,000	35,000	-	35,000
-	978,748	978,748	-	1,000,000	973,846	-	973,846
-	741,776	-	741,776	750,000	740,706	-	740,706
-	123,514	-	123,514	-	-	-	-
-	**8,253,606**	**4,478,792**	**3,774,814**	**10,379,200**	**10,181,191**	**2,092,021**	**8,089,170**
-	137,123	-	137,123	149,176	137,387	-	137,387
-	54,023	-	54,023	51,238	51,238	-	51,238
-	72,391	-	72,391	75,000	72,296	-	72,296
-	72,443	-	72,443	-	-	-	-
-	**335,980**	**-**	**335,980**	**275,414**	**260,921**	**-**	**260,921**
-	**8,589,586**	**4,478,792**	**4,110,794**	**10,654,614**	**10,442,112**	**2,092,021**	**8,350,091**
-	**279,451**	**-**	**279,451**	**290,372**	**290,372**	**-**	**290,372**
249,584	**-**	**-**	**-**	**288,260**	**288,260**	**288,260**	**-**
249,584	**8,869,037**	**4,478,792**	**4,390,245**	**11,233,246**	**11,020,744**	**2,380,281**	**8,640,463**

b) type of interest rate, maturity and fair value:

(€000)	MATURITY	31.12.2014		31.12.2013	
		CARRYING AMOUNT (1)	FAIR VALUE (2)	CARRYING AMOUNT (1)	FAIR VALUE (2)
Bond issue 2004	2014	-	-	2,092,021	2,133,089
Gbp Bond issue 2004	2022	641,516	788,341	601,958	664,464
Bond issue 2004	2024	992,637	1,410,290	992,067	1,224,620
Bond issue 2009	2016	1,513,568	1,603,440	1,523,290	1,646,940
Bond issue 2010	2017	995,898	1,077,710	994,480	1,056,430
Bond issue 2010	2025	495,445	640,410	495,119	540,630
Bond issue 2012	2019	990,578	1,151,420	988,543	1,101,700
Bond issue 2012	2020	744,926	884,318	744,161	823,980
Bond issue 2012	2032	35,000	47,921	35,000	38,556
Retail Bond issue 2012	2018	978,748	1,109,490	973,846	1,054,480
Bond issue 2013	2021	741,776	835,523	740,706	751,898
Bond issue 2014	2034	123,514	149,735	-	-
listed fixed rate		**8,253,606**	**9,698,598**	**10,181,191**	**11,036,787**
Jpy Bond issue 2009	2038	137,123	205,034	137,387	174,921
Zero coupon bond issue 2012	2032	54,023	84,847	51,238	58,293
Bond issue 2013	2033	72,391	89,176	72,296	69,826
Bond issue 2014	2038	72,443	88,087	-	-
Unlisted fixed rate		**335,980**	**467,144**	**260,921**	**303,040**
Bond issues (A)		**8,589,586**	**10,165,742**	**10,442,112**	**11,339,827**
Derivative liabilities (B)		**279,451**	**279,451**	**290,372**	**290,372**
Accrued expenses on medium and long-term financial liabilities (C)		**249,584**	**-**	**288,260**	**-**
Medium and long-term financial liabilities (A + B + C)		**9,118,621**	**10,445,193**	**11,020,744**	**11,630,199**

(1) The medium and long-term financial liabilities shown in the table include both current and non-current portions.
(2) The fair value shown is classified in level 2 of the fair value hierarchy.

The fair value of bond issues was measured on the basis of closing market prices, whilst the fair value of other financial liabilities was measured by discounting expected future cash flows, using the yield curve at the end of the year;

c) a comparison of the par value and the carrying amount of bond issues, showing the currency of issue, and the average and effective interest rates:

(€000)	31.12.2014				31.12.2013	
	PAR VALUE	CARRYING AMOUNT	AVERAGE INTEREST RATE CHARGED TO 31.12.2014 (1)	EFFECTIVE INTEREST RATE AS AT 31.12.2014	PAR VALUE	CARRYING AMOUNT
Euro (Eur)	7,864,023	7,810,947	4.45%	4.74%	9,755,438	9,702,767
Pound sterling (Gbp)	750,000	641,516	5.99%	6.26%	750,000	601,958
Yen (Jpy)	149,176	137,123	5.30%	5.48%	149,176	137,387
Bond issues	**8,763,199**	**8,589,586**	**4.59%**		**10,654,614**	**10,442,112**

(1) This amount includes the impact of interest and foreign currency hedges as at 31 December 2014.

d) movements during the period in the carrying amounts of outstanding bond issues:

(€000)	CARRYING AMOUNT AS AT 31.12.2013 (1)	NEW ISSUES	REDEMPTIONS	CURRENCY TRANSLATION DIFFERENCES AND OTHER CHANGES	CARRYING AMOUNT AS AT 31.12.2014 (1)
Bond issues	10,442,112	195,870	2,094,200	45,804	8,589,586

(1) The value of the bond issues shown in the table includes both the non-current and current portions.

Medium and long-term financial liabilities, net of the related borrowing costs, where incurred, amount to €9,118,621 thousand (€11,020,744 thousand as at 31 December 2013). They include:

a) bonds totalling €8,589,586 thousand (€10,442,112 thousand as at 31 December 2013), down €1,852,526 thousand following the redemption, in June 2014, of bonds with a par value of €2,094,200 thousand, partially offset by private placements of bonds as part of the Medium Term Note (MTN) programme described below:
    1) the issue, on 3 March 2014, of bonds with a par value of €75,000 thousand (a carrying amount of €72,443 thousand), maturing in 2038 and paying fixed annual coupon interest of 3.625%;
    2) the issue, on 10 June 2014, of bonds with a par value of €125,000 thousand (a carrying amount of €123,514 thousand), maturing in 2034 and paying fixed coupon interest of 3.24%;
b) fair value losses on Cross Currency Swaps hedging bonds denominated in sterling and yen, amounting to €279,451 thousand (€290,372 thousand as at 31 December 2013). The reduction of €10,921 thousand compared with 31 December 2013 essentially reflects the impact of a strengthening of sterling and a depreciation of the yen against the euro, partially offset by matching movements in the underlying financial liabilities;
c) accrued expenses payable, amounting to €249,584 thousand (€288,260 thousand as at 31 December 2013), having declined essentially due to the above redemption of bonds, maturing in 2014.

It should be noted that the Medium Term Note (MTN) bond program of Atlantia and some contracts relating to long-term borrowings of Autostrade per l'Italia, guaranteed by Atlantia, include negative pledge clauses, in line with international practice, on the basis of which you can not create or keep (other than due to legal provisions) guarantees on all or part of the assets owned except for debt arising from project finance.

Short-term financial liabilities / €1,282 thousand (€297,952 thousand)

This item has declined primarily due to a reduction in amounts payable to shareholders in the form of dividends, essentially relating to payment, in January 2014, of the interim dividend for 2013 (amounting to €288,596 thousand).

Net debt in compliance with ESMA recommendation of 20 march 2013

An analysis of net debt is shown below with amounts payable to and receivable from related parties, as required by Consob Ruling DEM/6064293 of 28 July 2006, in accordance with European Securities and Markets Authority - ESMA (formerly CESR) Recommendation of 10 February 2005, as amended by ESMA on 20 March 2013 (which does not entail the deduction of non-current financial assets from debt).
For items not explained in this note 5.11, please refer to the specific notes indicated in the table. Details of related party transactions are provided in note 8.2.

(€000)	NOTE	31.12.2014	OF WHICH RELATED PARTY TRANSACTIONS	31.12.2013	OF WHICH RELATED PARTY TRANSACTIONS
Cash		-2,376		-298,895	
Cash equivalents and intercompany current account receivables due from related parties		-462,946	-462,946	-407,122	-407,122
Securities held for trading		-		-	
Liquidity (A)	**5.6**	**-465,322**		**-706,017**	
Current financial assets (B)	**5.4**	**-267,637**	**-244,687**	**-2,403,839**	**-2,382,204**
Bank overdrafts		-		-	
Current portion of medium and long-term financial liabilities		249,584		2,380,281	
Other financial liabilities		1,282	337	297,952	138,279
Current financial liabilities (C)		**250,866**		**2,678,233**	
Current net debt (D= A + B + C)		**-482,093**		**-431,623**	
Medium and long-term borrowings		-		-	
Bond issues		8,589,586		8,350,091	
Non-current derivative liabilities		279,451		290,372	
Non-current financial liabilities (E)		**8,869,037**		**8,640,463**	
(Net funds)/Net debt as defined by ESMA Recommendation (F = D + E)		**8,386,944**		**8,208,840**	
Non-current financial assets (G)	**5.4**	**-9,003,591**	**-9,003,122**	**-8,764,044**	**-8,749,816**
Net debt (H = F + G)		**-616,647**		**-555,204**	

5.12 Net deferred tax liabilities / €40,784 thousand (€30,439 thousand)

The following tables show deferred tax liabilities, after offsetting against deferred tax assets, and the related changes during the year.

(€000)	31.12.2014	31.12.2013
Deferred tax liabilities	94,026	74,146
Deferred tax assets eligible for offset	53,242	43,707
Net deferred tax liabilities	**40,784**	**30,439**

(€000)	31.12.2013	CHANGES DURING THE YEAR				31.12.2014
		PROVISIONS	RELEASES	DEFERRED TAX ASSETS/ LIABILITIES ON GAINS AND LOSSES RECOGNISED IN COMPREHENSIVE INCOME	CHANGES IN PRIOR YEAR ESTIMATES	
Measurement of cash flow hedges	61,030	-	-	20,070	-	81,100
Differences between carrying amounts and fair values of assets and liabilities acquired through business combinations	12,606	-	-	-	-	12,606
Other temporary differences	510	121	-311	-	-	320
Deferred tax liabilities	**74,146**	**121**	**-311**	**20,070**	**-**	**94,026**
Measurement of cash flow hedges	43,520	-	-	9,364	-	52,884
Provisions for post-employment benefits	25	105	-10	-	-	120
Other temporary differences	162	192	-111	-	-5	238
Deferred tax assets	**43,707**	**297**	**-121**	**9,364**	**-5**	**53,242**
Net deferred tax liabilities	**30,439**	**-176**	**-190**	**10,706**	**5**	**40,784**

The increase in net deferred tax liabilities is essentially due to the net change (€32,372 thousand) in the fair value of derivative assets and liabilities, recognised in comprehensive income.

5.13 Other non-current liabilities / €1,163 thousand (€220 thousand)

The increase (€943 thousand) compared with 2013 primarily reflects cash payments due to the beneficiaries of the Company's share-based incentive plans, as described in note 8.3.

5.14 Trading liabilities / €6,224 thousand (€10,822 thousand)

Trade payables, totalling €6,224 thousand (€10,822 thousand as at 31 December 2013), are down €4,598 thousand, primarily due to the payment of amounts due to the providers of professional services linked to the merger with Gemina.

The carrying amount of trade payables approximates to fair value, in that the effect of discounting to present value is not material.

5.15 Other current liabilities / €17,166 thousand (€16,050 thousand)

The composition of this item is shown in the following table:

(€000)	31.12.2014	31.12.2013
Payable to staff	1,870	734
Taxation other than income taxes	985	1,113
Social security contributions payable	831	334
Sundry amounts due to subsidiaries	12,780	12,285
Other payables	700	1,584
Other current liabilities	**17,166**	**16,050**

The balance of other current liabilities is substantially in line with the previous year.

Sundry amounts payable to subsidiaries essentially regards:

a) amounts due to Aeroporti di Roma and its subsidiaries (€7,901 thousand) and to ADR Engineering (€159 thousand) under the tax consolidation agreement with Gemina prior to the merger last December 2013, consisting of a contra entry for current tax assets deriving from application for an IRES refund;

b) amounts due to Aeroporti di Roma (€4,225 thousand) in the form of an indemnity provided by Gemina in relation to this company's dispute with the tax authorities.

6. Notes to the income statement

This section describes the composition of and principal changes in items for the two comparative periods. Negative components of income are indicated with a minus sign in the headings and tables of the notes, and amounts for 2013 are shown in brackets.

6.1 Operating income / €1,592 thousand (€1,778 thousand)

Operating income, which is substantially in line with 2013, primarily regards rental income from subsidiaries.

6.2 Raw and consumable materials / €-31 thousand (€-35 thousand)

These costs, in line with those incurred in 2013, relate primarily to purchases of office materials.

6.3 Service costs / €-9,247 thousand (€-11,911 thousand)

The composition of this item and details of changes between the two comparative periods are shown in the following table.

(€000)	2014	2013	INCREASE/(DECREASE)
Professional services	-4,811	-10,234	5,423
Advertising and promotions	-3,139	-850	-2,289
Insurance	-310	-120	-190
Remuneration of Statutory Auditors	-330	-335	5
Other services	-657	-372	-285
Service costs	**-9,247**	**-11,911**	**2,664**

The overall reduction of €2,664 thousand compared with the previous year is essentially due to the higher costs incurred in 2013 for professional services and consultants' fees relating to the merger with Gemina.

6.4 Staff costs / €-8,523 thousand (€-2,636 thousand)

The composition of this item and details of changes between the two comparative periods are shown in the following table:

(€000)	2014	2013	INCREASE/(DECREASE)
Wages and salaries	-5,915	-1,545	-4,370
Recovery of cost of seconded staff	2,493	1,049	1,444
Directors' remuneration	-1,613	-1,316	-297
Social security contributions	-1,446	-401	-1,045
Cost of share-based incentive plans	-926	-	-926
Post-employment benefits (including payments to supplementary pension funds or to INPS)	-303	-78	-225
Other staff costs	-813	-345	-468
Staff costs	**-8,523**	**-2,636**	**-5,887**

The increase of €5,887 thousand compared with 2013 is primarily due to the transfer of staff from Autostrade per l'Italia to Atlantia in order to strengthen the Company's organisation following the merger with Gemina.

The average workforce breaks down as follows by category:

AVERAGE WORKFORCE	2014	2013	INCREASE/(DECREASE)
Senior managers	13	2	11
Middle managers and administrative staff	30	5	25
Total	**43**	**7**	**36**

6.5 Other operating costs / €-4,879 thousand (€-2,774 thousand)

The composition of this item and details of changes between the two comparative periods are shown in the following table:

(€000)	2014	2013	INCREASE/(DECREASE)
Lease expense	**-548**	**-245**	**-303**
Indirect taxes and duties	-3,892	-2,327	-1,565
Grants and donations	-139	-106	-33
Other	-300	-96	-204
Other costs	**-4,331**	**-2,529**	**-1,802**
Other operating costs	**-4,879**	**-2,774**	**-2,105**

The balance primarily includes non-deductible VAT of €3,892 thousand (€2,327 thousand in 2013).

6.6 Financial income/(expenses) / €633,696 thousand (€685,932 thousand)
Financial income / €1,210,661 thousand (€1,265,879 thousand)
Financial expenses / €-577,363 thousand (€-579,897 thousand)
Foreign exchange gains/(losses) / €398 thousand (€-50 thousand)

An analysis of financial income and expenses and details of changes between the two comparative periods are shown below:

(€000)	2014	2013	INCREASE/(DECREASE)
Dividends received from investee companies	**670,009**	**693,804**	**-23,795**
Financial income receivable from related parties			
Interest income	438,015	474,968	-36,953
Income from measurement of financial instruments at amortised cost	3,462	3,318	144
Income from derivative financial instruments	37,496	37,406	90
Gain on sale of investments	1	-	1
Other	7,311	5,640	1,671
Financial income receivable from third parties			
Interest income	45	28	17
Income from measurement of financial instruments at amortised cost	9,871	9,491	380
Income from derivative financial instruments	43,637	40,328	3,309
Financial income accounted for as an increase in financial assets	-	896	-896
Other	814	-	814
Other financial income	**540,652**	**572,075**	**-31,423**
Financial income (A)	**1,210,661**	**1,265,879**	**-55,218**
Financial expenses from discounting of provisions	**-12**	**-7**	**-5**
Financial expenses payable to related parties			
Interest expense	-	-	-
Losses from measurement of financial instruments at amortised cost	-10,846	-10,407	-439
Losses on derivative financial instruments	-1,433	-1,138	-295
Other	-14,504	-15,138	634
Financial expenses payable to third parties			
Interest expense	-438,484	-470,654	32,170
Losses from measurement of financial instruments at amortised cost	-7,423	-7,933	510
Losses on derivative financial instruments	-56,196	-54,736	-1,460
Financial expenses accounted for as an increase in financial liabilities	-2,786	-2,647	-139
Other	-1,568	-813	-755
Other financial expenses	**-533,240**	**-563,466**	**30,226**
Impairment losses on investments	-29,934	-16,424	-13,510
Impairment losses on financial assets	-14,177	-	-14,177
Impairments of financial assets and investments	**-44,111**	**-16,424**	**-27,687**
Financial expenses (B)	**-577,363**	**-579,897**	**2,534**
Unrealised foreign exchange gains/(losses)	40,259	48,602	-8,343
Realised foreign exchange gains/(losses)	-39,861	-48,652	8,791
Foreign exchange gains/(losses) (C)	**398**	**-50**	**448**
Financial income/(expenses) (A + B + C)	**633,696**	**685,932**	**-52,236**

"Net financial income" has decreased by €52,236 thousand, essentially due to:

a) a €23,804 thousand reduction in dividends received from the subsidiary, Autostrade per l'Italia (€669,923 thousand in 2014 and €693,727 thousand in 2013);
b) an increase in impairment losses relating to Compagnia Aerea Italiana, reflecting:
   1) the write-off of the remaining carrying amount as at 31 December 2013, amounting to €29,925 thousand, as described above in note 5.3;
   2) the write-off of convertible bonds held by Atlantia, totalling €14,177 thousand, details of which are provided in note 5.4.

6.7 Income tax (expense)/benefit / €-4,897 thousand (€-8,496 thousand)

A comparison of the income tax expense and benefit for 2013 and the comparative period is shown in the following table:

(€000)	2014	2013	INCREASE/(DECREASE)
IRES	-4,378	-4,013	-365
IRAP	-705	-935	230
Current tax expense	**-5,083**	**-4,948**	**-135**
Recovery of previous years' income taxes	82	-	82
Previous years' income taxes	-257	-76	-181
Differences on current tax expense for previous years	**-175**	**-76**	**-99**
Provisions	297	126	171
Releases	-121	-3,876	3,755
Changes in prior year estimates	-5	-2	-3
Deferred tax income	**171**	**-3,752**	**3,923**
Provisions	-121	-21	-100
Releases	311	301	10
Changes in prior year estimates	-	-	-
Deferred tax expense	**190**	**280**	**-90**
Income tax (expense)/benefit	**-4,897**	**-8,496**	**3,599**

Income tax expense is down €3,599 thousand on 2013 (€8,496 thousand), primarily due to the reduction in profit for the year, after taking into account reduced income in the form of only partially taxable dividends and impairment losses on financial assets and investments, which are immaterial for tax purposes.

The following table shows a reconciliation of the statutory rates of taxation and the effective charge for IRES for the year.

(€000)	2014			2013		
	TAXABLE INCOME	TAX EXPENSE		TAXABLE INCOME	TAX EXPENSE	
		TAX	TAX RATE		TAX	TAX RATE
Profit/(Loss) before tax from continuing operations	**612,137**			**669,919**		
IRES tax expense/(benefit) at statutory rate		**168,338**	**27.50%**		**184,228**	**27.50%**
Temporary differences deductible in future years	1,076	296	0.05%	456	125	0.02%
Temporary differences taxable in future years	-438	-121	-0.02%	-77	-21	-
Reversal of temporary differences arising in previous years	573	158	0.03%	-13,185	-3,626	-0.54%
Tax free dividends	-641,808	-176,497	-28.83%	-663,960	-182,589	-27.26%
Other permanent differences	44,390	12,204	1.99%	21,436	5,896	0.88%
Taxable income assessable to IRES	**15,930**			**14,589**		
Current IRES charge for the year		**4,378**	**0.72%**		**4,013**	**0.60%**
Current IRAP charge for the year		**705**	**0.12%**		**935**	**0.14%**
Current tax expense		**5,083**	**0.83%**		**4,948**	**0.74%**

6.8 Profit/(Loss) from discontinued operations / €78,977 thousand (€5,031 thousand)

An analysis of the profit/(loss) from discontinued operations for the two comparative periods is shown below:

(€000)	2014	2013	INCREASE/(DECREASE)
Gain on sale of investment in TowerCo	74,500	-	74,500
Tax expense	-1,024	-	-1,024
After-tax gains on sale of investment in TowerCo	**73,476**	**-**	**73,476**
Dividends declared by TowerCo	5,578	5,101	477
Tax expense	-77	-70	-7
After-tax dividends declared by TowerCo	**5,501**	**5,031**	**470**
Proft/(Loss) from discontinued operations	**78,977**	**5,031**	**73,946**

6.9 Earnings per share

The following table shows the calculation of basic and diluted earnings per share with comparative amounts.

	2014	2013
Weighted average of shares outstanding	825,783,990	675,303,460
Weighted average of treasury shares in portfolio	-12,765,737	-13,099,781
Weighted average of shares outstanding for the calculation of basic earnings per share	**813,018,253**	**662,203,679**
Weighted average of diluted shares held under share-based incentive plans	1,145,986	710,887
Weighted average of all shares outstanding for the calculation of diluted earnings per share	**814,164,239**	**662,914,566**
Profit for the year (€000)	686,217	666,454
Basic earnings per share (€)	**0.85**	**1.01**
Diluted earnings per share (€)	**0.85**	**1.01**
Profit from continuing operations (€000)	607,240	661,423
Basic earnings per share from continuing operations (€)	**0.75**	**1.00**
Diluted earnings per share from continuing operations (€)	**0.75**	**1.00**
Profit from discontinued operations (€000)	78,977	5,031
Basic earnings/(losses) per share from discontinued operations (€)	**0.10**	**0.01**
Diluted earnings/(losses) per share from discontinued operations (€)	**0.10**	**0.01**

The increase in the weighted average number of shares in 2014, compared with 2013, is due to the capital increase carried out in relation to the merger with Gemina, effective from 1 December 2013, detailed in note 4 of the financial statements included in the Annual Report 2013.
For the purposes of calculating basic and diluted earnings per share, the weighted average number of shares outstanding takes into account the impact of the exercise of certain options awarded under share-based incentive plans, as mentioned in note 5.9 and described in detail in note 8.3.

7. Other financial information

7.1 Notes to the statement of cash flows

Cash generated from operating activities amounts to €653,911 thousand, marking a decrease of €30,379 thousand compared with the figure for 2013 (€684,290 thousand). This primarily reflects reduced dividends received from the subsidiary, Autostrade per l'Italia, as mentioned in note 6.6.

Cash generated from investing activities, totalling €1,938,720 thousand, primarily reflects the combined effect of the following:

a) repayment of the intercompany loan to the subsidiary, Autostrade per l'Italia, amounting to €2,094,200 thousand;
b) two new loans to Autostrade per l'Italia, replicating bonds issued by the Company in March 2014 (€75,000 thousand) and June 2014 (€125,000 thousand);
c) the acquisition, as part of a restructuring of the Atlantia Group's investments, of:
    1) a 59.4% interest in Pavimental, for a purchase consideration of €29,010 thousand, from Autostrade per l'Italia;
    2) a 46% interest in Spea Ingegneria Europea, for a purchase consideration of €24,403 thousand, from Autostrade per l'Italia;
    3) 100% of ADR Engineering, for a purchase consideration of €18,445 thousand, from Aeroporti di Roma;
d) the sale of the entire investment in TowerCo (a wholly-owned subsidiary), previously accounted for at a carrying amount of €20,100 thousand, for a purchase consideration of €94,600 thousand;
e) a reduction of €42,608 thousand in accrued interest on loans to Autostrade per l'Italia.

Cash used in investing activities in 2013, totalling €894,103 thousand, primarily reflected:

a) loans to the subsidiary, Autostrade per l'Italia, totalling €825,000 thousand and replicating bonds issued by the Company;
b) the capital injection (€26,000 thousand) and subscription of the convertible bonds (€13,281 thousand) relating to the investment in Compagnia Aerea Italiana;
c) the issue of Contingent Value Rights (€12,002 thousand) convertible into the Company's shares in relation to the merger with Gemina.

Cash used in financing activities, totalling €2,833,326 thousand, essentially reflects:

a) the redemption of bonds with a par value of €2,094,200 thousand, offset by new private placements of bonds amounting to €200,000 thousand;
b) payment to shareholders of the interim dividend for 2013 (totalling €288,596 thousand) paid in January 2014, the final dividend for 2013 (totalling €317,862 thousand) and the interim dividend for 2014 (€288,664 thousand).

Cash generated by financing activities in 2013 totalled €553,330 thousand and essentially reflected the cash resulting from bond issues with a total par value of €825,000 thousand, partially offset by payment of the final dividend for 2012 (an outflow of €253,628 thousand).

Cash flows in 2014 have resulted in a reduction in cash and cash equivalents of €240,695 thousand, compared with an increase of €343,517 thousand in 2013.

The following table shows net cash flows generated in the two comparative periods from the investment in TowerCo, consisting of dividends payable to the Company for the two periods and the gain on the sale of the investment in 2014.

(€M)	2014	2013
Net cash generated from/(used in) operating activities	5,578	5,101
Net cash generated from/(used in) investing activities	94,600	-
Net cash generated from/(used in) financing activities	-	-

7.2 Financial risk management

Financial risk management objectives and policies

In the normal course of business, the Company is exposed to:

a) market risk, principally linked to the effect of movements in interest and foreign exchange rates on financial assets acquired and financial liabilities assumed;
b) liquidity risk, with regard to ensuring the availability of sufficient financial resources to fund operating activities and repayment of the liabilities assumed;
c) credit risk, linked to both ordinary trading relations and the likelihood of defaults by financial counterparties.

The Company's financial risk management strategy is derived from and consistent with the business goals set by the Board of Directors that are contained in the various strategic plans from time to time approved by the Board. This strategy aims to both manage and control these risks.

Market risk

The adopted strategy for each type of risk aims to mitigate interest rate and currency risks and minimise borrowing costs, as defined in the Financial Policy approved by Atlantia's Board of Directors.

Management of these risks is based on prudence and best market practice.

The main objectives set out in this policy are as follows:

a) to manage financial risk, above all with regard to exposure to interest rate risk, identifying the best combination of fixed and floating rates;
b) a potential reduction of the Group's borrowing costs within the risk limits assigned by the Board of Directors;
c) to manage derivative financial instruments, taking account of their potential impact on the results of operations and financial position in relation to their classification and presentation.

The Company's derivative hedging instruments as at 31 December 2014 are classified as cash flow hedges in accordance with IAS 39.

TYPE (€000)	PURPOSE OF HEDGE	CURRENCY
Cash flow hedges (1)		
Cross Currency Swap	Currency	
Cross Currency Swap		Gbp
Cross Currency Swap		Jpy
Interest Rate Swap	Interest rate	
Interest Rate Swap		Eur
Cash flow hedges		
of which:		
fair value (asset)		
fair value (liability)		

(1) The fair value of cash flow hedges excludes accruals at the end of the reporting period.

Details of the fair value measurement of derivative financial instruments are provided in note 3.
Amounts in foreign currencies other than the euro are translated at closing exchange rates communicated by the European Central Bank.

Monitoring is, moreover, intended to assess, on a continuing basis, counterparty creditworthiness and the degree of risk concentration.

a) Interest rate risk
Interest rate risk is linked to uncertainty regarding the performance of interest rates, and takes two forms:

a) cash flow risk: this is linked to financial assets and liabilities with cash flows indexed to a market interest rate. In order to reduce floating rate debt, the Company has entered into interest rate swaps (IRS), classified as cash flow hedges. The hedging instruments and the underlying financial liabilities have matching terms to maturity and notional amounts. Following tests of effectiveness, changes in fair value were recognised in full in comprehensive income, with no recognition of any ineffective portion in the income statement. Interest income or expense deriving from the hedged instruments is recognised simultaneously in the income statement;
b) fair value risk: this represents the risk of losses deriving from an unexpected change in the value of a financial asset or liability following an unfavourable shift in the market interest rate curve. As at 31 December 2014, the Company has not entered into derivatives classified as fair value hedges.

All debt is fixed rate.

b) Currency risk
Currency risk is mainly incurred through the assumption of financial liabilities denominated in a currency other than the Group's currency of account.
10% of the Company's medium and long-term debt is nominally denominated in currencies other than the euro.
Taking account of foreign exchange hedges, the percentage of foreign currency debt exposed to currency risk on translation into euros is zero. Cross currency swaps (CCIRS) with notional amounts and maturities matching those of the underlying financial liabilities were entered into specifically to eliminate the currency risk to which the sterling and yen denominated bonds are exposed. These swaps also qualify as cash flow hedges. Following tests of effectiveness, changes in fair value were recognised in full in comprehensive income.

The following table summarises outstanding derivative financial instruments at 31 December 2014 (compared with 31 December 2013) and shows the corresponding market value.

	31.12.2014		31.12.2013		HEDGED UNDERLYING		
	FAIR VALUE ASSET/(LIABILITY)	NOTIONAL AMOUNT	FAIR VALUE ASSET/(LIABILITY)	NOTIONAL AMOUNT	DESCRIPTION	PAR VALUE	TERM
	-279,451	**899,176**	**-290,372**	**899,176**			
	-204,663	750,000	-242,866	750,000	Bond 2022 (Gbp)	750,000	2004-2022
	-74,788	149,176	-47,506	149,176	Bond 2038 (Jpy)	149,176	2009-2038
	245,232	**750,000**	**184,542**	**750,000**			
	245,232	750,000	184,542	750,000	Autostrade per l'Italia Loan	750,000	2004-2022
	-34,219	**1,649,176**	**-105,830**	**1,649,176**			
	245,232		**184,542**				
	-279,451		**-290,372**				

Sensitivity analysis

Sensitivity analysis describes the impact that the interest rate and foreign exchange movements to which the Company is exposed would have had on the income statement for 2014 and on equity as at 31 December 2014.

The interest rate sensitivity analysis is based on the exposure of derivative and non-derivative financial instruments at the end of the reporting period, assuming, in terms of the impact on the income statement, a 0.10% (10 bps) shift in the interest rate curve at the beginning of the year, whilst, with regard to the impact of changes in fair value on other comprehensive income, the 10 bps shift in the curve was assumed to have occurred at the measurement date. The following outcomes resulted from the analysis carried out:

a) in terms of interest rate risk, an unexpected and unfavourable 10 bps shift in market interest rates would have resulted in a negative impact on the income statement, totalling €454 thousand, and on comprehensive income, totalling €4,800 thousand, before the related taxation;
b) in terms of currency risk, an unexpected and unfavourable 10 bps shift in the exchange rate would have had no impact on the income statement.

Liquidity risk

Liquidity risk relates to the risk that cash resources may be insufficient to fund the payment of liabilities as they fall due. The Company believes that its ability to generate cash, the ample diversification of its sources of funding and the availability of uncommitted lines of credit provides access to sufficient sources of finance to meet its projected financial needs.

The following tables show the time distributions of financial liabilities by term to maturity as at 31 December 2014 and comparable figures as at 31 December 2013, excluding accrued expenses at these dates.

(€000)	31.12.2014					
	CARRYING AMOUNT	TOTAL CONTRACTUAL FLOWS	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Non-derivative financial liabilities						
Bond 2004-2022 (Gbp)	-641,516	-962,897	-40,121	-40,121	-120,362	-762,293
Bond 2004-2024	-992,637	-1,587,500	-58,750	-58,750	-176,250	-1,293,750
Bond 2009-2016	-1,513,568	-1,668,750	-84,375	-1,584,375		
Bond 2009-2038 (Jpy)	-137,123	-227,943	-3,760	-3,760	-11,279	-209,144
Bond 2010-2017	-995,898	-1,101,250	-33,750	-33,750	-1,033,750	-
Bond 2010-2025	-495,445	-740,625	-21,875	-21,875	-65,625	-631,250
Bond 2012-2019	-990,578	-1,225,000	-45,000	-45,000	-1,135,000	-
Bond 2012-2020	-744,926	-946,877	-32,813	-32,813	-98,438	-782,813
Bond 2012-2032	-35,000	-65,240	-1,680	-1,680	-5,040	-56,840
Bond 2012-2032 (Zcb)	-54,023	-135,000	-	-	-	-135,000
Bond 2012-2018 (retail)	-978,748	-1,145,000	-36,250	-36,250	-1,072,500	-
Bond 2013-2033	-72,391	-128,477	-2,813	-2,820	-8,438	-114,406
Bond 2013-2021	-741,776	-901,057	-21,563	-21,622	-64,688	-793,184
Bond 2014-2034	-123,514	-206,011	-4,050	-4,050	-12,150	-185,761
Bond 2014-2038	-72,443	-140,988	-3,449	-2,719	-8,156	-126,664
Total bond issues	**-8,589,586**	**-11,182,615**	**-390,249**	**-1,889,585**	**-3,811,676**	**-5,091,105**
Derivative liabilities						
Cross currency swaps (1)	-279,451	-265,661	-9,705	-9,896	-29,197	-216,863
Total derivative liabilities	**-279,451**	**-265,661**	**-9,705**	**-9,896**	**-29,197**	**-216,863**

(1) Future cash flows deriving from cross currency swap (CCS) differentials are calculated on the basis of the closing exchange rate for the reporting period.

(€000)	31.12.2013					
	CARRYING AMOUNT	TOTAL CONTRACTUAL FLOWS	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Non-derivative financial liabilities						
Bond 2004-2014	-2,092,021	-2,198,910	-2,198,910	-	-	-
Bond 2004-2022 (Gbp)	-601,958	-937,089	-37,484	-37,484	-112,451	-749,670
Bond 2004-2024	-992,067	-1,646,250	-58,750	-58,750	-176,250	-1,352,500
Bond 2009-2016	-1,523,290	-1,753,125	-84,375	-84,375	-1,584,375	-
Bond 2009-2038 (Jpy)	-137,387	-232,518	-3,773	-3,773	-11,318	-213,654
Bond 2010-2017	-994,480	-1,135,000	-33,750	-33,750	-1,067,500	-
Bond 2010-2025	-495,119	-762,500	-21,875	-21,875	-65,625	-653,125
Bond 2012-2019	-988,543	-1,270,000	-45,000	-45,000	-135,000	-1,045,000
Bond 2012-2020	-744,161	-979,689	-32,813	-32,813	-98,438	-815,625
Bond 2012-2032	-35,000	-66,920	-1,680	-1,680	-5,040	-58,520
Bond 2012-2032 (Zcb)	-51,238	-135,000	-	-	-	-135,000
Bond 2012-2018 (retail)	-973,846	-1,181,250	-36,250	-36,250	-1,108,750	-
Bond 2013-2033	-72,296	-131,289	-2,813	-2,813	-8,445	-117,218
Bond 2013-2021	-740,706	-922,620	-21,563	-21,563	-64,747	-814,747
Total bond issues	**-10,442,112**	**-13,352,160**	**-2,579,036**	**-380,126**	**-4,437,939**	**-5,955,059**
Derivative liabilities						
Cross currency swaps (1)	-290,372	-318,036	-11,396	-11,543	-34,937	-260,160
Total derivative liabilities	**-290,372**	**-318,036**	**-11,396**	**-11,543**	**-34,937**	**-260,160**

(1) Future cash flows deriving from cross currency swap (CCS) differentials are calculated on the basis of the closing exchange rate for the reporting period.

The amounts shown in the tables include interest payments and exclude the impact of any offset agreements.
The time distribution of terms to maturity is based on the residual contract term or on the earliest date on which repayment of the liability may be required, unless a better estimate is available.
The distribution for transactions with amortisation schedules is based on the date on which each instalment falls due.

The following table shows the time distribution of expected cash flows from cash flow hedges, and the periods in which they will be recognised in profit or loss.

(€000)	31.12.2014					
	CARRYING AMOUNT	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Interest Rate Swaps						
Derivative assets	245,232	266,880	37,070	36,583	101,315	91,912
Cross Currency Swaps						
Derivative liabilities	-279,451	-282,763	-9,575	-10,032	-31,195	-231,961
Total cash flow hedges	**-34,219**					
Accrued expenses on cash flow hedges	-26,055	-	-	-	-	-
Accrued income on cash flow hedges	44,391	-	-	-	-	-
Total cash flow hedge derivative assets/liabilities	**-15,883**	**-15,883**	**27,495**	**26,551**	**70,120**	**-140,049**

(€000)	2014				
	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
Interest Rate Swaps					
Income on cash flow hedges	245,232	19,964	36,516	100,957	87,795
Losses on cash flow hedges	-	-	-	-	-
Cross Currency Swaps					
Income on cash flow hedges	1,063,184	21,482	65,765	127,769	848,168
Losses on cash flow hedges	-1,342,635	-27,982	-79,245	-159,751	-1,075,657
Total income (losses) on cash flow hedges	**-34,219**	**13,464**	**23,036**	**68,975**	**-139,694**

(1) Expected cash flows from swap differentials are calculated on the basis of market curves at the measurement date.

Credit risk

The Company manages credit risk essentially through recourse to counterparties with high credit ratings and does not report significant credit risk concentrations in accordance with the Financial Policy.
Credit risk deriving from outstanding derivative financial instruments can also be considered marginal in that the counterparties involved are major financial institutions.
Provisions for impairment losses on individually material items are established when there is objective evidence that the Group will not be able to collect all or any of the amount due. The amount of the provisions takes account of estimated future cash flows and the date of collection, any future recovery costs and expenses, and the value of any security and guarantee deposits received from customers. General provisions, based on the available historical and statistical data, are established for items for which specific provisions have not been made.

	31.12.2013					
	CARRYING AMOUNT	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
	184,542	206,120	35,434	33,287	71,826	65,573
	-290,372	-294,947	-11,947	-12,305	-37,441	-233,254
	-105,830					
	-25,930	-	-	-	-	-
	42,933	-	-	-	-	-
	-88,827	**-88,827**	**23,487**	**20,982**	**34,385**	**-167,681**

	2013				
	EXPECTED CASH FLOWS (1)	WITHIN 12 MONTHS	BETWEEN 1 AND 2 YEARS	BETWEEN 3 AND 5 YEARS	AFTER 5 YEARS
	184,542	18,198	32,960	70,800	62,584
	-	-	-	-	-
	988,818	36,802	91,575	117,549	742,891
	-1,279,189	-49,057	-104,078	-155,174	-970,880
	-105,830	**5,943**	**20,457**	**33,175**	**-165,405**

8. Other information

8.1 Guarantees

As at 31 December 2014, the Company reports the following outstanding personal and collateral guarantees in issue, which include the following material items:

a) the following guarantees issued on behalf of Autostrade per l'Italia:
   1) in favour of the European Investment Bank as security for loans granted to the subsidiary (€2,075,408 thousand, equal to 120% of the underlying liability);
   2) in favour of Mediobanca S.p.A. as security for the Term Loan Facility transferred to the subsidiary at the end of 2008 (€192,000 thousand, equal to 120% of the underlying liability);

b) counter-indemnities issued on behalf of the subsidiary, Electronic Transaction Consultants Corporation, to the insurance companies which have issued performance bonds totalling €85,376 thousand for free-flow tolling projects developed by the subsidiary;

c) the corporate guarantee, totalling €135,000 thousand, issued, in connection with the Eco-Taxe project, on behalf of Ecomouv and in favour of its creditor banks; this guarantee was linked on 3 March 2015;

d) the guarantee issued in favour of credit institutions on behalf of Strada dei Parchi as a safeguard against the impact on cash flow hedges of movements in interest rates. The amount of the guarantee, based on the fair value of the hedges, has been capped at €40,000 thousand, which corresponds to the value as at 31 December 2014. This guarantee was renewed for a further 12 months in February 2015. The guarantee can only be enforced if the concession held by Strada dei Parchi is terminated, whilst Atlantia has received a counter-indemnity from Toto Holding (majority shareholder in Strada dei Parchi), which has undertaken to assume Atlantia's guarantee obligations by 30 November 2015;

e) a portion of the Company's holding of shares in Pune Solapur Expressways Private Ltd. pledged to credit institutions.

8.2 Related party transactions

Atlantia S.p.A.'s relations with its subsidiaries

The Company primarily engages in transactions with the subsidiary, Autostrade per l'Italia, over which it exercises management and coordination.

As reported in note 5.4, as at 31 December 2014 the Company has granted medium and long-term loans with a total face value of €8,757,776 thousand to Autostrade per l'Italia on the same terms as those applied to Atlantia's borrowings, increased by a spread that takes account of the cost of managing the loans. The reduction of €1,894,200 thousand in these loans, compared with 31 December 2013, primarily reflects Autostrade per l'Italia's repayment of a loan amounting to €2,094,200 thousand, and the provision of the following new medium and long-term loans, replicating the bonds issued by the Company in 2014:

a) a loan with a face value of €75,000 thousand, granted on 3 March 2014, with interest payable at 3.997% and maturing in 2038;

b) a loan with a face value of €125,000 thousand, granted on 10 June 2014, with interest payable at 3.454% and maturing in 2034.

The floating rate loan 2004-2022, with a par value of €750,000 thousand, is hedged against interest rate risk through the use of specific derivative financial instruments entered into with Autostrade per l'Italia. Fair value gains on these hedges total €245,232 thousand as at 31 December 2014.

The Company also has an intercompany current account with Autostrade per l'Italia, which provides centralised treasury services for the Group. The account has a credit balance of €212,946 thousand as at 31 December 2014. In addition, the Company has invested liquidity (for a term ending on 15 January 2015) of €250,000 thousand with the subsidiary, as described in note 5.6.
As at 31 December 2014, the Company has issued a number of guarantees in favour of its direct and indirect subsidiaries, as described in note 8.1.

Finally, as a result of the tax consolidation arrangement headed by Atlantia, the statement of financial position as at 31 December 2014 includes current tax assets due from Group companies of €21,562 thousand, and current tax liabilities payable to Group companies of €14,372 thousand, as described in note 5.7.

It should be noted that no non-recurring, atypical or unusual transactions, having a material impact on the Company's financial statements, were entered into during 2014, either with third or related parties.

The following table summarises the impact of related party transactions on the results of operations for 2014 and the financial position as at 31 December 2014.

Trading and other (non-financial) transactions with related parties

NAME (€000)	31.12.2014		2014		31.12.2013		2013	
	ASSETS	LIABILITIES	REVENUE (1)	COSTS	ASSETS	LIABILITIES	REVENUE (1)	COSTS
Subsidiaries								
AD Moving	-	12	6	-	-	202	-	99
ADR Engineering	121	159	-	-	-	-	-	-
Autostrade dell'Atlantico	26	3,167	-	-	340	-	-	-
Autostrade Indian Infrastructure	26	-	-	-	24	-	-	-
Autostrade Meridionali	47	1,729	54	-	-	1,859	-	-
Autostrade per l'Italia	22,977	1,762	3,131	1,915	518	15,069	1,843	1,549
Autostrade Tech	337	-	9	-	-	4,311	-	-
Ecomouv	1,300	-	-	-	-	-	-	-
Ecomouv D&B	8	-	-	-	5	-	-	-
Electronic Transaction Consultants Co.	2	-	-	-	2	-	-	-
EsseDiEsse Società di Servizi	-	671	6	462	-	172	-	459
Giove Clear	-	264	2	-	28	-	-	-
Aeroporti di Roma group	580	13,545	611	89	385	12,673	220	-
Stalexport Autostrady group	21	-	-	-	19	-	-	-
Infoblu	35	-	-	-	-	68	-	-
NewPass (2)	-	-	-	-	6	3	-	-
Pavimental	3	1,305	557	-	1,309	1,403	552	-
Raccordo Autostradale Valle d'Aosta	-	-	5	-	-	-	-	-
Tech Solutions Integrators	5	-	-	-	3	-	-	-
Società Italiana per Azioni per il Traforo del Monte Bianco	-	-	4	-	-	-	-	-
Spea Ingegneria Europea	5	3,663	5	-	-	4,659	-	-
Tangenziale di Napoli	12	1,055	12	-	-	629	-	-
Telepass	-	1,270	3	-	1,527	-	-	20
TowerCo (3)	-	-	-	-	138	-	-	-
Total subsidiaries	**25,505**	**28,602**	**4,405**	**2,466**	**4,304**	**41,048**	**2,615**	**2,127**
Parents								
Edizione	-	-	-	144	-	2	-	97
Sintonia	-	-	42	5	-	-	-	2
Total parents	**-**	**-**	**42**	**149**	**-**	**2**	**-**	**99**
Associates								
Società Autostrada Tirrenica	-	98	-	-	-	96	-	-
Total associates	**-**	**98**	**-**	**-**	**-**	**96**	**-**	**-**
Affiliates								
United Colors Communication	-	-	-	2,002	-	648	-	648
Total affiliates	**-**	**-**	**-**	**2,002**	**-**	**648**	**-**	**648**
Pension funds (CAPIDI and ASTRI)	-	268	-	424	-	53	-	109
Total pension funds	**-**	**268**	**-**	**424**	**-**	**53**	**-**	**109**
Atlantia key management personnel (4)	-	2,985	-	5,235		970	-	1,818
Total key management personnel	**-**	**2,985**	**-**	**5,235**	**-**	**970**	**-**	**1,818**
Total	**25,505**	**31,953**	**4,447**	**10,276**	**4,304**	**42,817**	**2,615**	**4,801**

(1) Revenue includes reimbursements of staff costs, accounted for as a reduction in operating costs reported in the income statement.
(2) This company was merged with and into Autostrade Tech from 1 August 2014.
(3) This company was sold in 2014.
(4) Atlantia's key management personnel means the Directors, Statutory Auditors and other key management personnel. Expenses for each year include emoluments, salaries, benefits in kind, bonuses and other incentives (including the fair value of the share-based incentive plans).
In addition to the amounts shown in the table, the financial statements also include contributions of €619 thousand (€261 thousand in 2013) paid on behalf of Directors, Statutory Auditors and key management personnel and the related liabilities of €81 thousand as at 31 December 2014 (€152 thousand as at 31 December 2013).

Financial transactions with related parties

(€000)	31.12.2014		2014		31.12.2013		2013	
	ASSETS	LIABILITIES	FINANCIAL INCOME (1)	FINANCIAL EXPENSES	ASSETS	LIABILITIES	FINANCIAL INCOME (1)	FINANCIAL EXPENSES
Subsidiaries								
Autostrade per l'Italia	9,706,248	5	1,151,798	26,953	11,533,797	53	1,212,894	26,683
Autostrade Tech	-	-	7	-	-	-	11	-
Ecomouv	3	-	2,933	-	1,348	5	843	-
Electronic Transaction Consultants Co	4,485	332	1,427	-	2,792	339	1,278	-
Fiumicino Energia	-	-	23	-	1,205	-	-	-
Los Lagos	-	-	-	-	-	-	25	-
Raccordo Autostradale Valle d'Aosta	-	-	-	-	-	-	4	-
Telepass	-	-	-	-	-	-	3	-
Tech Solutions Integrators	19	-	20	-	-	-	-	-
TowerCo (2)	-	-	-	-	-	-	5,102	-
Total subsidiaries	**9,710,755**	**337**	**1,156,208**	**26,953**	**11,539,142**	**397**	**1,220,160**	**26,683**
Parents								
Sintonia	-	-	-	-	-	137,882	-	-
Total	**9,710,755**	**337**	**1,156,208**	**26,953**	**11,539,142**	**138,279**	**1,220,160**	**26,683**

(1) Financial income includes dividends received from investee companies.
(2) This company was sold in 2014.

8.3 Disclosures regarding share-based payments

In order to incentivise and foster the loyalty of directors and/or employees of the Atlantia Group who hold key positions and responsibilities within Atlantia or in Group companies, and to promote and disseminate a value creation culture in all strategic and operational decision-making processes, driving the Group's growth and boosting management efficiency, a number of share incentive plans based on Atlantia's shares have been introduced. The plans entail payment in the form of shares or cash and are linked to the achievement of predetermined corporate objectives.
The Annual General Meeting of shareholders, held on 16 April 2014, approved a number of changes to existing incentive plans, already approved and then amended by the Annual General Meetings of shareholders held on 20 April 2011 and 30 April 2013. In addition, in 2014 the Annual General Meeting of shareholders approved the new "2014 Phantom Share Option Plan"; the principal characteristics of this plan are described below.

The following table shows the main aspects of existing incentive plans as at 31 December 2013, including the options and units awarded to directors and employees of the Group and changes during 2014. The table also shows the fair value (at the grant date) of each option or unit awarded, as determined by a specially appointed expert, using the Monte Carlo model and the following parameters. The amounts have been adjusted for the amendments to the plans originally approved, which were required to ensure plan benefits remained substantially unchanged despite the dilution caused by the bonus issues approved by the shareholders on 20 April 2011 and 24 April 2012.

The principal characteristics of existing plans and changes during 2014 are shown in the following table.

	NUMBER OF OPTIONS/ UNITS AWARDED	VESTING DATE	EXERCISE/ GRANT DATE	EXERCISE PRICE (€)	FAIR VALUE OF EACH OPTION OR UNIT AT GRANT DATE (€)	EXPECTED EXPIRATION AT GRANT DATE (YEARS)	RISK FREE INTEREST RATE USED	EXPECTED VOLATILITY (BASED ON HISTORIC MEAN)	EXPECTED DIVIDENDS AT GRANT DATE
2011 SHARE OPTION PLAN									
Options outstanding as at 1 January 2014									
- 13 May 2011 grant	279,860	13.05.2014	14.05.2017	14.78	3.48	6.0	2.60%	25.2%	4.09%
- 14 October 2011 grant	13,991	13.05.2014	14.05.2017	14.78	(*)	(*)	(*)	(*)	(*)
- 14 June 2012 grant	14,692	13.05.2014	14.05.2017	14.78	(*)	(*)	(*)	(*)	(*)
	345,887	14.06.2015	15.06.2018	9.66	2.21	6.0	1.39%	28.0%	5.05%
- 8 November 2013 grant	1,592,367	08.11.2016	09.11.2019	16.02	2.65	6.0	0.86%	29.5%	5.62%
	2,246,797								
Changes in options in 2014									
- 13 May 2014 grant	173,762	n.a. (**)	14.05.2017	n.a.	(**)	(**)	(**)	(**)	(**)
- exercised options	-209,525								
- expired options	-43,557								
Options outstanding as at 31 December 2014	**2,167,477**								
2011 SHARE GRANT PLAN									
Units outstanding as at 1 January 2014									
- 13 May 2011 grant	192,376	13.05.2014	14.05.2016	n.a.	12.90	4.0 - 5.0	2.45%	26.3%	4.09%
- 14 October 2011 grant	9,618	13.05.2014	14.05.2016	n.a.	(*)	(*)	(*)	(*)	(*)
- 14 June 2012 grant	10,106	13.05.2014	14.05.2016	n.a.	(*)	(*)	(*)	(*)	(*)
	348,394	14.06.2015	15.06.2017	n.a.	7.12	4.0 - 5.0	1.12%	29.9%	5.05%
- 8 November 2013 grant	209,420	08.11.2016	09.11.2018	n.a.	11.87	4.0 - 5.0	0.69%	28.5%	5.62%
	769,914								
Changes in units in 2014									
- expired units	-19,683								
Units outstanding as at 31 December 2014	**750,231**								
MBO SHARE GRANT PLAN									
Units outstanding as at 1 January 2014									
- 14 May 2012 grant	96,282	14.05.2015	14.05.2015	n.a.	13.81	3.0	0.53%	27.2%	4.55%
- 14 June 2012 grant	4,814	14.05.2015	14.05.2015	n.a.	(*)	(*)	(*)	(*)	(*)
- 2 May 2013 grant	41,077	02.05.2016	02.05.2016	n.a.	17.49	3.0	0.18%	27.8%	5.38%
- 8 May 2013 grant	49,446	08.05.2016	08.05.2016	n.a.	18.42	3.0	0.20%	27.8%	5.38%
	191,619								
Changes in units in 2014									
- 12 May 2014 grant	61,627	12.05.2017	12.05.2017	n.a.	25.07	3.0	0.34%	28.2%	5.47%
Units outstanding as at 31 December 2014	**253,246**								

(*) Options and units awarded as a result of Atlantia's bonus issues which, therefore, do not represent the award of new benefits.
(**) These are phantom share options granted in place of certain conditional rights included in the grant of 13 May 2011 which, therefore, do not represent the award of new benefits.

Details of each plan are contained in specific information circulars prepared pursuant to art. 84-*bis* of Consob Regulation 11971/1999, as amended, and published in the "Remuneration" section of the Company's website (www.atlantia.it/it/corporate-governance/documenti-informativi-remunerazione.html).
In general, the options and units awarded under any of the existing plans may not form part of *inter vivos* transfers by beneficiaries, and may not be subject to restrictions or be part of any disposition for any reason. The options and units

cease to be exercisable or convertible on the unilateral termination of employment or in the event of dismissal for cause of the beneficiary prior to expiration of the vesting period.

2011 Share Option Plan

As approved by the Annual General Meeting of shareholders on 20 April 2011, and amended by the Annual General Meeting of shareholders on 30 April 2013, the 2011 Share Option Plan entails the award of up to 2,500,000 options free of charge in three annual award cycles (2011, 2012 and 2013). Each option will grant beneficiaries the right to purchase one ordinary Atlantia share held in treasury, with settlement involving either physical delivery or, at the beneficiary's option, a cash payment equivalent to the proceeds from the sale of the shares on the stock exchange organised and managed by Borsa Italiana S.p.A., after deduction of the full exercise price. The exercise price is equivalent to the average of the official prices of Atlantia's ordinary shares in the month prior to the date on which Atlantia's Board of Directors announces the beneficiary and the number of options to be awarded.
The options granted will vest in accordance with the Plan terms and conditions and, in particular, only if, on expiration of the vesting period (three years from the date of award of the options to beneficiaries by the Board of Directors), cumulative FFO for the three annual reporting periods preceding expiration of the vesting period, adjusted for a number of specific items (total operating cash flow of the Group, the Company or of one or more specific subsidiaries – depending on the role held by the various beneficiaries of the Plan), is higher than a pre-established target, unless otherwise decided by the Board of Directors, which has the authority to assign beneficiaries further targets. Vested options may be exercised, in part, from the first day following expiration of the vesting period and, in part, from the end of the first year following expiration of the vesting period and, in any event, in the three years following expiration of the vesting period (subject to the clause in the Plan terms and conditions requiring executive Directors and key management personnel to retain a minimum holding). The number of exercisable options will be calculated on the basis of a mathematical algorithm that takes account, among other things, of the current value and the exercise price, plus any dividends paid, so as to cap the realisable gain.

13 May 2014 was the vesting date for the options awarded under the first award cycle of the plan. In accordance with the Plan Terms and Conditions, following confirmation of effective achievement of the related performance hurdles, the final value of the shares (the arithmetic mean of the share price in the fifteen days prior to the vesting date) was determined, together with the additional options resulting from dividends paid during the vesting period. On 7 March 2014, the Board of Directors decided to submit an amendment to the Terms and Conditions of this plan for approval by shareholders.
The purpose of the amendment was to authorise the Board of Directors, as necessary from time to time, to award the plan beneficiaries, in place of additional options, a matching amount of phantom options in such a way that, on exercising the awarded options, the beneficiaries receive a gross amount in cash, computed in such a way as to enable beneficiaries to receive a net amount equal to what they would have received had they exercised the additional options (resulting in the award of shares in Atlantia and payment of the predetermined price) and sold the underlying shares in the market.
This change was approved by the Annual General Meeting on 16 April 2014 and, on 9 May 2014, Atlantia's Board of Directors exercised this authority, awarding a total of 173,762 phantom options at the end of the first cycle of the above plan. For the reasons given above, the options awarded do not constitute an additional benefit with respect to the benefits established in the Plan Terms and Conditions.
Finally, in the period between 13 May and 31 December 2014, a number of beneficiaries exercised vested options; this entailed the allocation to them of 209,525 of Atlantia's ordinary shares held by the Company as treasury shares, against payment of the established exercise price.

2011 Share Grant Plan

As approved by the Annual General Meeting of shareholders on 20 April 2011, and amended by the Annual General Meeting of shareholders on 30 April 2013, the 2011 Share Grant Plan entails the grant of up to 920,000 units free of charge in three annual award cycles (2011, 2012 and 2013). Each unit will grant beneficiaries the right to receive one Atlantia ordinary share held in treasury, with settlement involving either physical delivery or, at the beneficiary's option, a cash payment equivalent to the proceeds from the sale of the shares on the stock exchange organised and managed by Borsa Italiana S.p.A.
The units granted will vest in accordance with the Plan terms and conditions and, in particular, only if, on expiration of the vesting period (three years from the date the units are granted to beneficiaries by the Board of Directors),

cumulative FFO for the three annual reporting periods preceding expiration of the vesting period, adjusted for a number of specific items (total operating cash flow of the Group, the Company or of one or more specific subsidiaries – depending on the role held by the various beneficiaries of the Plan) is higher than a pre-established target, unless otherwise decided by the Board of Directors. Vested units may be converted into shares, in part, after one year from the date of expiration of the vesting period and, in part, after two years from the date of expiration of the vesting period (subject to the clause in the Plan terms and conditions requiring executive Directors and key management personnel to maintain a minimum holding). The number of convertible units will be calculated on the basis of a mathematical algorithm that takes account, among other things, of the current value and initial value of the shares so as to cap the realisable gain.
The vesting period for the first award cycle expired on 13 May 2014.
In accordance with the Terms and Conditions of this plan, following confirmation of effective achievement of the related performance hurdles, the units previously awarded were converted into "vested units", which may be converted into Atlantia's ordinary shares from 13 May 2015.

MBO Share Grant Plan

As approved by the Annual General Meetings of shareholders on 20 April 2011 and 30 April 2013, the MBO Share Grant Plan, serving as part payment of the annual bonus for the achievement of objectives assigned to each beneficiary under the Management by Objectives (MBO) plan adopted by the Group, entails the grant of up to 340,000 units free of charge annually for three years (2012, 2013 and 2014). Each unit will grant beneficiaries the right to receive one ordinary share in Atlantia S.p.A. held in treasury.
The units granted (the number of which is based on the unit price of the company's shares at the time of payment of the bonus, and on the size of the bonus effectively awarded on the basis of achievement of the assigned objectives) will vest in accordance with the Plan terms and conditions, on expiration of the vesting period (three years from the date of payment of the annual bonus to beneficiaries, following confirmation that the objectives assigned have been achieved). Vested units will be converted into shares on expiration of the vesting period (subject to the clause in the Plan terms and conditions requiring executive Directors and key management personnel to maintain a minimum holding), on the basis of a mathematical algorithm that takes account, among other things, of the current value and initial value of the shares, plus any dividends paid during the vesting period, so as to cap the realisable gain.
On 7 March 2014, the Board of Directors decided to submit an amendment to the Terms and Conditions of this plan for approval by shareholders. The purpose of the amendment was to authorise the Board of Directors, as necessary from time to time, to award the plan beneficiaries, in place of the additional units, a gross amount in cash, computed in such a way as to enable beneficiaries to receive a net amount equal to what they would have received, at the end of the vesting period, had they been awarded a number of Atlantia shares equal to the additional units and sold these shares in the market. This amendment was approved by shareholders on 16 April 2014.
Following the Board of Directors' meeting of 9 May 2014, a total of 61,627 units were granted with effect from 12 May 2014, in recognition of achievement of the performance hurdles for 2013. The units were to be granted to the directors and employees of the Group previously selected at the Board of Directors' meeting of 22 March 2013, with vesting dates of 12 May 2017 and conversion into shares from this latter date.

2014 Phantom Share Option Plan

On 16 April 2014, the Annual General Meeting of Atlantia's shareholders approved the new incentive plan named the "2014 Phantom Share Option Plan", previously approved by the Board of Directors on 7 March 2014. The plan entails the award of phantom share options free of charge in three annual award cycles (2014, 2015 and 2016), being options that give beneficiaries the right to payment of a gross amount in cash, computed on the basis of the increase in the value of Atlantia's ordinary shares in the relevant three-year period.
In accordance with the Terms and Conditions of the plan, the options granted will only vest if, at the end of the vesting period (equal to three years from the date on which the options were awarded to the beneficiaries by the Board of Directors), a minimum operating/financial performance target for (alternatively) the Group, the Company or for one or more of Autostrade per l'Italia's subsidiaries, as indicated for each Plan beneficiary (the "hurdle"), has been met or exceeded. The vested options may be exercised from, in part, the first day immediately following the vesting period, with the remaining part exercisable from the end of the first year after the end of the vesting period and, in any event, in the three years after the end of the vesting period (without prejudice to the Terms and

Conditions of the plan as regards minimum holding requirements for executive directors and key management personnel). The number of exercisable options is to be computed in application of a mathematical algorithm, taking into account, among other things, the current value, the target value and the exercise price, in order to cap the realisable gain.
On 9 May 2014, the Board of Directors selected the beneficiaries of the plan in question for the first cycle, granting a total of 416,408 phantom options to Directors and employees of Atlantia S.p.A., with a vesting period from 9 May 2014 to 9 May 2017 and exercisable in the period from 10 May 2017 to 9 May 2020.

The following table shows the main aspects of the above plan as it relates to the Directors and employees of Atlantia, showing the fair value (at the grant date) of each option or unit awarded, as determined by a specially appointed expert, using the Monte Carlo model and the following parameters.

	NUMBER OF OPTIONS/ UNITS AWARDED	VESTING DATE	EXERCISE/ GRANT DATE	EXERCISE PRICE (€)	UNIT FAIR VALUE ON GRANT DATE (€)	EXPECTED EXPIRY ON GRANT DATE (YEARS)	RISK FREE INTEREST RATE USED	EXPECTED VOLATILITY (AROUND HISTORIC MEAN)	EXPECTED DIVIDENDS ON GRANT DATE
2014 PHANTOM SHARE OPTION PLAN									
Options outstanding as at 1 January 2014									
Changes in options in 2014									
- 9 May 2014 grant	416,408	09.05.2017	09.05.2020	n.a. (*)	2.88	6.0	1.10%	28.9%	5.47%
Options outstanding as at 31 December 2014	**416,408**								

(*) Given that this is a cash bonus plan, involving payment of a gross amount in cash, the 2014 Phantom Share Option Plan does not require an exercise price. However, the Terms and Conditions of this specific plan indicate an "Exercise price" (equal to the arithmetic mean of Atlantia's share price in a determinate period) as the basis on which to calculate the gross amount to be paid to beneficiaries.

The prices of Atlantia's ordinary shares in the various periods covered by the above plans are shown below:
a) price at 31 December 2014: €19.39;
b) price at 9 May 2014 (the grant date for new options or units, as described): €18.43;
c) the weighted average price for 2014: €18.78;
d) the weighted average price for the period 9 May-31 December 2014: €19.14.

In accordance with the requirements of IFRS 2, as a result of existing plans, in 2014 the Company has recognised staff costs of €926 thousand, attributable to the benefits awarded to certain of the Company's Directors and employees, based on the accrued fair value of the options and units awarded. The contra-entry for this amount is represented by:
a) €254 thousand accounted for in "Other non-current liabilities" in relation to the phantom options granted under "2011 Share Option Plan" and the "2014 Phantom Share Option Plan", whose unit fair value at the end of the reporting period date, amounting to €1.31 and €3.13 respectively, was recalculated with respect to the unit fair value at the grant date;
b) an increase of €671 thousand in equity reserves in relation to share-based plans.

In addition, with regard to the benefits awarded to certain directors and employees at its subsidiaries, the Company has recognised:
a) an increase of €4,229 thousand in the value of its investments, with a contra-entry consisting of an increase in equity reserves, in relation to share-based plans;
b) a reduction of €135 thousand in the value of investments, with a contra-entry in "Other non-current liabilities" in relation to the phantom options granted under the "2011 Share Option Plan".

In addition, following the exercise by Atlantia's Board of Directors of its authority to award phantom options in place of any additional options due, on closure of the first cycle of the "2011 Share Option Plan", the amount of €375 thousand, equal to €1.34 per option, was reclassified from equity reserves to "Other non-current liabilities", corresponding to the estimate of the fair value, at the grant date, of the portion of the additional options attributable to employees of the Company and Autostrade per l'Italia.

8.4 Events after 31 December 2014

Buyback, by Atlantia S.p.A., of ABS (Class A4) securities issued by Romulus Finance S.r.l.

On 30 January 2015, Atlantia, with the purpose of investing available liquidity, completed its voluntary cash tender offer, governed by English law, for all the asset backed securities named "£215,000,000 5.441% per cent Class A4 Notes due 2023" (€346.9 million at the exchange rate on the purchase date) issued by Romulus Finance S.r.l. (1).
Atlantia has accepted all the securities for which the Offer was validly accepted, amounting to a total of £214,725,000, equal to 99.87% of the securities in issue.

Partial buyback of bonds issued by Atlantia through a Tender Offer

On 13 February 2015, Atlantia S.p.A. announced the launch of a Tender Offer with the aim of partially repurchasing the following notes issued by Atlantia and guaranteed by Autostrade per l'Italia:

a) 5.625%, having a total par value of €1,500,000,000, maturing 2016;
b) 3.375%, having a total par value of €1,000,000,000, maturing 2017, guaranteed by ASPI;
c) 4.500%, having a total par value of €1,000,000,000, maturing 2019.

The purchases are to be settled in cash of a predetermined maximum amount.
On closure of the tender offer, valid acceptances have been received for notes with a total par value of €1,078,963,000. Atlantia has announced that it has decided to accept validly submitted acceptances with a total par value of €1,020,130,000. The maximum amount of the buyback was thus raised to €1,102,245,344. The amount payable to bondholders accepting the offer was paid 27 February 2015, at the same time as the transfer of the bonds.
The transaction was carried out within the context of a plan to optimize management of Autostrade per l'Italia's finances. The subsidiary has in turn repaid the intercompany borrowings matching the bonds repurchased by Atlantia.

(1) The Class A4 securities, currently listed on the Luxembourg Stock Exchange, were issued by the special purpose entity, Romulus Finance, in February 2003 as part of the securitisation of receivables due to Aeroporti di Roma S.p.A., a subsidiary of Atlantia since December 2013.

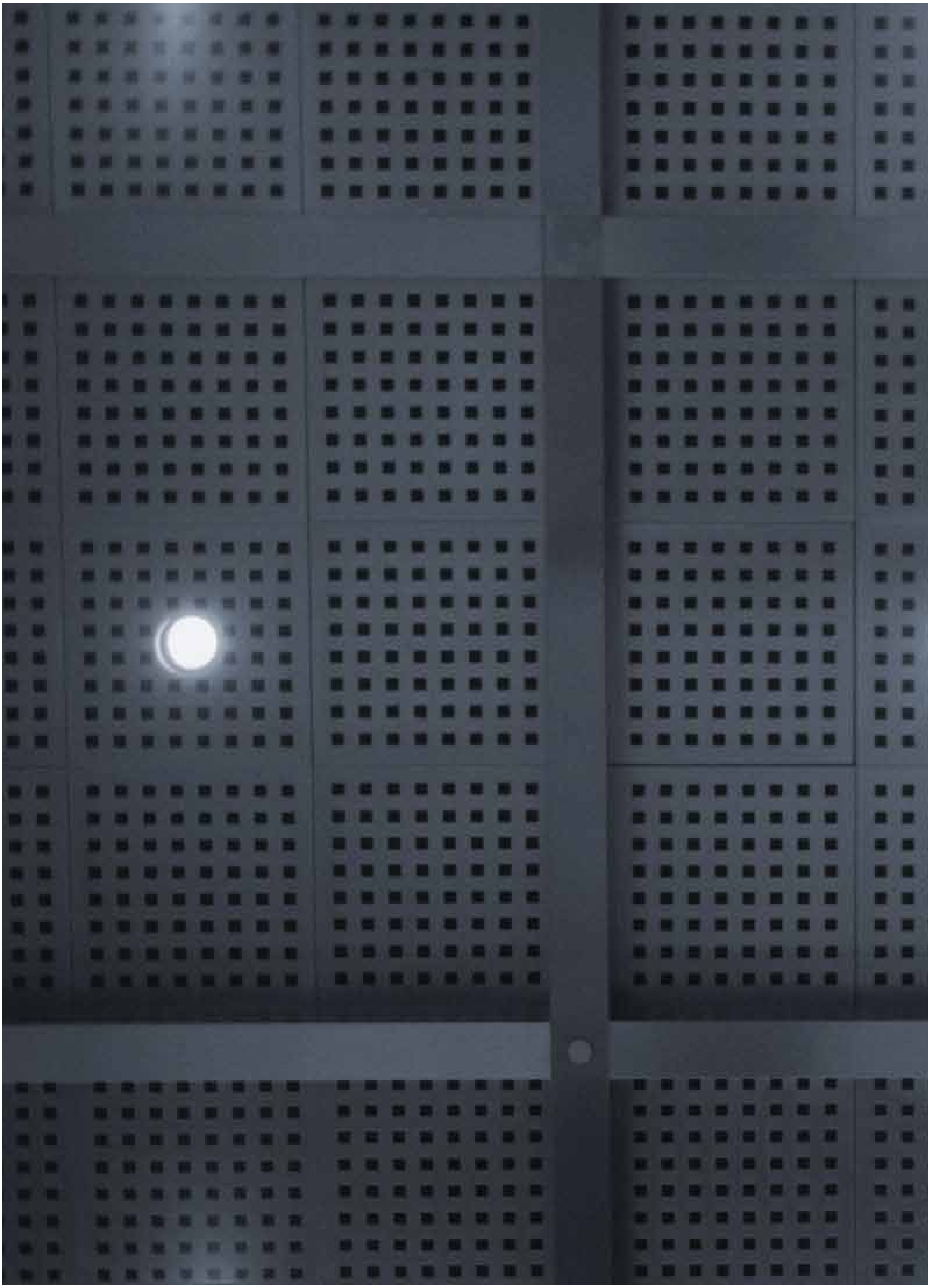
Annex 1

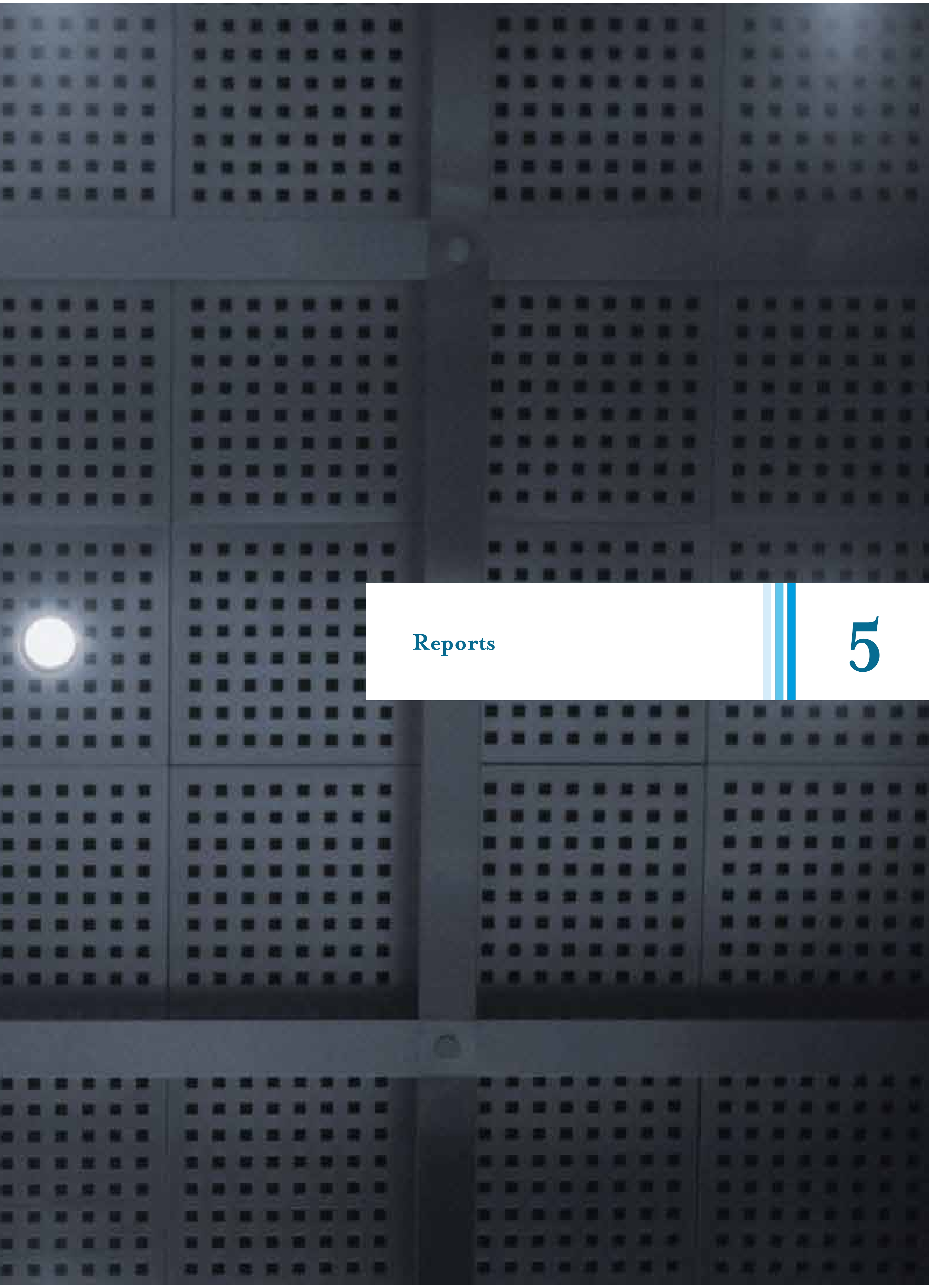
Disclosures pursuant to art.149-*duodecies* of the Consob Regulations for Issuers 11971/1999

Atlantia S.p.A.

TYPE OF SERVICE (€000)	PROVIDER OF SERVICE	NOTE	FEES
Audit	Parent Company's auditor		59
Certification	Parent Company's auditor	(1)	22
Certification	Associate of Parent Company's auditor	(2)	20
Other services	Parent Company's auditor	(3)	19
Total Parent Company			**120**

(1) Opinion on payment of the interim dividend.
(2) Review of the Sustainability Report.
(3) Signature of Consolidated Tax Return and Form 770, agreed upon procedures on accounting data and information and comfort letters for loans, controls included in the requirements for tenders in which the Group has participated.





Reports

5

Attestations of the consolidated and separate financial statements

Attestation of the consolidated financial statements pursuant to art. 81-*ter* of Consob Regulation 11971 of 14 May 1999, as subsequently amended

1. We, the undersigned, Giovanni Castellucci and Giancarlo Guenzi, as Chief Executive Officer and as the manager responsible for Atlantia S.p.A.'s financial reporting, having taken account of the provisions of art. 154-*bis*, paragraphs 3 and 4 of Legislative Decree 58 of 24 February 1998, attest to:
   - the adequacy with regard to the nature of the Company and
   - the effective application

   of the administrative and accounting procedures adopted in preparation of the consolidated financial statements during 2014.

2. The administrative and accounting procedures adopted in preparation of the consolidated financial statements as at and for the year ended 31 December 2014 were drawn up, and their adequacy assessed, on the basis of the regulations and methods drawn up by Atlantia S.p.A. in accordance with the Internal Control - Integrated Framework model issued by the Committee of Sponsoring Organizations of the Treadway Commission. This Commission has established a body of general principles providing a standard for internal control systems that is generally accepted at international level.

3. We also attest that
   3.1 the consolidated financial statements:
      a) have been prepared in compliance with international accounting standards approved for application in the European Community by EC Regulation 1606/2002, passed by the European Parliament and by the Council on 19 July 2002;
      b) are consistent with the underlying accounting books and records;
      c) present a true and fair view of the financial position and results of operations of the issuer and the consolidated companies;

   3.2 the report on operations contains a reliable analysis of operating trends and results, in addition to the state of affairs of the issuer and the consolidated companies, together with a description of the principal risks and uncertainties to which they are exposed.

6 March 2015

Giovanni Castellucci	Giancarlo Guenzi
Chief Executive Officer	Manager responsible for financial reporting

Attestation of the separate financial statements pursuant to art. 81-*ter* of Consob Regulation 11971 of 14 May 1999, as subsequently amended

1. We, the undersigned, Giovanni Castellucci and Giancarlo Guenzi, as Chief Executive Officer and as the manager responsible for Atlantia S.p.A.'s financial reporting, having taken account of the provisions of art. 154-*bis*, paragraphs 3 and 4 of Legislative Decree 58 of 24 February 1998, attest to:
   - the adequacy with regard to the nature of the Company and
   - the effective application

   of the administrative and accounting procedures adopted in preparation of the separate financial statements during 2014.

2. The administrative and accounting procedures adopted in preparation of the separate financial statements as at and for the year ended 31 December 2014 were drawn up, and their adequacy assessed, on the basis of the regulations and methods drawn up by Atlantia S.p.A. in accordance with the Internal Control - Integrated Framework model issued by the Committee of Sponsoring Organizations of the Treadway Commission. This Commission has established a body of general principles providing a standard for internal control systems that is generally accepted at international level.

3. We also attest that

   3.1 the separate financial statements:

   a) have been prepared in compliance with international accounting standards approved for application in the European Community by EC Regulation 1606/2002, passed by the European Parliament and by the Council on 19 July 2002;

   b) are consistent with the underlying accounting books and records;

   c) present a true and fair view of the financial position and results of operations of the issuer;

   3.2 the report on operations contains a reliable analysis of operating trends and results, in addition to the state of affairs of the issuer, together with a description of the principal risks and uncertainties to which it is exposed.

6 March 2015

Giovanni Castellucci	Giancarlo Guenzi
Chief Executive Officer	Manager responsible for financial reporting

Report of the Board of Statutory Auditors

to the Annual General Meeting

(pursuant to art. 153 of Legislative Decree 58/1998 and art. 2429, para. 2 of the Italian Civil Code)

Dear Shareholders,

The Board of Statutory Auditors of Atlantia S.p.A. ("Atlantia" or the "Company"), pursuant to art. 153 of Legislative Decree 58/1998 (the "Consolidated Finance Act" or "CFA") and art. 2429, paragraph 2 of the Italian Civil Code, is required to report to the Annual General Meeting, called to approve the financial statements, on the audit activities conducted during the financial year within the scope of our responsibilities, on any omissions and irregularities observed and on the results for the Company's financial year. The Board of Statutory Auditors is also required to make proposals regarding the financial statements and its approval.
During the annual reporting period ended 31 December 2014, we performed the audit procedures required by law, adopting the Standards recommended by the Italian accounting profession and in compliance with Consob requirements regarding corporate controls, and the provisions of art. 19 of Legislative Decree 39 of 27 January 2010.

* * *

Atlantia's financial statements have been prepared on the basis of the IAS/IFRS issued by the International Accounting Standards Board (IASB) and endorsed by the European Union, and in accordance with the measures introduced in application of art. 9 of Legislative Decree 38/2005.
The Directors' report on operations summarises the principal risks and uncertainties and reports on the outlook for the Company.
The Company's financial statements have been prepared in accordance with the relevant legislation and are accompanied by the documents required by the Italian Civil Code and the CFA.

Election of the Board of Statutory Auditors

The Board of Statutory Auditors in office at the date of this report was elected by the Annual General Meeting of 24 April 2012 and its members are Corrado Gatti (Chairman), Tommaso Di Tanno (standing Auditor), Raffaello Lupi (standing Auditor), Milena Motta (standing Auditor) and Alessandro Trotter (standing Auditor).
The alternate Auditors are Giuseppe Maria Cipolla and Fabrizio Riccardo Di Giusto.

Material transactions

Material transactions are described in the report on operations. Above all, we note that:

- during 2014, partly as a result of effectiveness of the merger of Gemina S.p.A. ("Gemina") with and into Atlantia, the new organisational structure was implemented. Therefore, as at 31 December 2014, the Atlantia Group has the following structure:
  - Atlantia, the Parent Company, which is responsible for overseeing and coordinating the Group's strategic activities (infrastructure and investment projects, finance, administration and investor relations, management reporting and controls, human resources and organisation, external relations, corporate governance, legal and corporate affairs, internal audit);
  - Autostrade per l'Italia S.p.A. ("ASPI") and its subsidiaries, responsible for managing the motorway networks operated under concession in Italy and overseas;
  - Aeroporti di Roma S.p.A. ("ADR") and its subsidiaries, responsible for managing the airport infrastructure of Roma Fiumicino and Roma Ciampino;

  - Spea Ingegneria Europea S.p.A. (of which Atlantia, on 1 December 2014, acquired control from ASPI) and ADR Engineering S.p.A., which manage the entire infrastructure life-cycle;
  - Pavimental S.p.A. (of which Atlantia, on 8 August 2014, acquired control from ASPI), engaged in the provision of construction and maintenance services and modernisation of roads, motorways, bridges, viaducts, service areas and airports;
- the process of identifying the fair value of the assets and liabilities of Gemina S.p.A., acquired as a result of its merger with and into Atlantia with effect from 1 December 2013, was completed in the second quarter of 2014. No differences have emerged with respect to the previous amounts included in the Annual Report for 2013;
- on 12 June 2014, Atlantia's Board of Directors, with the approval of the Board of Statutory Auditors pursuant to art. 2386 of the Italian Civil Code, resolved to co-opt Mr. Matteo Botto Paola on to the Board of Directors following Prof. Zannoni's decision to resign his directorship by letter received on 9 May 2014;
- on 17 October 2014, Atlantia's Board of Directors approved payment of an interim dividend for 2014 of €0.355 per share, amounting to total of €289 million (based on the number of shares outstanding as at 16 October 2014). On the same date, the independent auditors, Deloitte & Touche S.p.A. ("Deloitte & Touche"), issued the opinion required by article 2433-*bis* of the Italian Civil Code;
- on 30 October 2014, the project company, Ecomouv, was notified of the decision to terminate its partnership agreement (the "Agreement") due to difficulties in implementing the ecotax. Subsequently, on 30 December 2014, the French government informed Ecomouv that it would assume liability for the compensation due as a result of termination of the Agreement. The compensation, totalling a net amount of €403 million, was paid on 2 March 2015, enabling Ecomouv: (i) to recover its investment, including repayment of the borrowings not transferred to the French government, (ii) earn a return on invested capital and (iii) cover the cost of putting Ecomouv into voluntary liquidation, including the cost of safeguarding jobs. The French government has also undertaken to repurchase the equipment produced by Ecomouv and distributed to operators, and to repay the related project financing. Finally, the obligation to repay the project financing obtained from the company's banks has been assumed directly by the French government;
- on 11 December 2014, the Board of Directors established an Internal Audit department, effective from 1 January 2015, and appointed the new Head of Internal Audit, at the recommendation of the Director Responsible for the Internal Control and Risk Management System, with the prior agreement of the Internal Control, Risk and Corporate Governance Committee and having consulted with the Board of Statutory Auditors.

Atypical or unusual transactions

The Board of Statutory Auditors has verified the absence of atypical and/or unusual transactions, including intra-group or intra-group and other related party transactions.
The Board has also assessed the adequacy of the information provided in the management report on operations, regarding the absence of atypical and/or unusual transactions, including intra-group or intra-group and other related party transactions.

Intercompany or related party transactions

The Board of Statutory Auditors has verified ordinary or recurring related party and/or intercompany transactions, with regard to which we report the following:
- intercompany transactions, whether of a trading or financial nature, between subsidiaries and parents are conducted on an arm's length basis. Such transactions are adequately described in the Annual Report. In particular, note 10.5 to the consolidated financial statements, "Related party transactions", provides details of the impact on the income statement and financial position of trading and financial transactions between the Group and Atlantia and their related parties, including Atlantia's Directors, Statutory Auditors and key management personnel. Related party transactions did not include atypical and/or unusual transactions and during 2014 the Atlantia Group did not engage in material trading or financial relations with Atlantia's direct or indirect parents;
- with reference to the Atlantia Group's transactions with other related parties, note 10.5 to the consolidated financial statements states that, for the purposes of the Consob Regulations adopted in Resolution 17221 of 12 March 2012, as amended, on 11 November 2010 Atlantia's Board of Directors, with the prior agreement of the Committee of Independent Directors with responsibility for Related Party Transactions, approved the Procedure for Related

Party Transactions, subsequently revised by the Board of Directors on 20 February 2014, with the prior agreement of the Committee of Independent Directors with responsibility for Related Party Transactions communicated on 19 February 2014;

- with reference to Atlantia's related party transactions, note 8.2 to the separate financial statements, "Related party transactions", states that the Company primarily engages in transactions with its wholly-owned subsidiary, ASPI, over which it exercises management and coordination;
- as a result of the tax consolidation arrangement headed by Atlantia, the statement of financial position as at 31 December 2014 includes current tax assets and liabilities due from and to Group companies of €21,562 thousand and €14,372 thousand, respectively. The balances refer to IRES deriving the tax assets and liabilities resulting from the tax consolidation arrangement;
- details of the impact of related party transactions on the results of operations and the financial position as at and for the year ended 31 December 2014 are provided in note 8.2 to the separate financial statements;
- the "Remuneration Report 2014", published on the Company's website and prepared pursuant to art. 123-*ter* of the CFA, provides details of the remuneration paid to Directors, Statutory Auditors and key management personnel for 2014.

Impairment testing

As required by the joint instructions issued by the Bank of Italy/Consob/ISVAP on 3 March 2010, the Atlantia's Board of Directors' meeting of 19 February 2015, which preceded the meeting held to approve the financial statements (6 March 2015), approved the compliance of the impairment testing procedures with the requirements of IAS 36.

Oversight pursuant to the Consolidated Act on Statutory Audits

The Consolidated Act on External Audits (Legislative Decree 39/2010) requires the Board of Statutory Auditors (identified in the Consolidated Act as the "Internal and Statutory Audit Committee") to oversee:
(i) the financial reporting process;
(ii) the effectiveness of internal control, internal audit and risk management systems;
(iii) the statutory audit of the annual and consolidated accounts;
(iv) the independence of the independent auditors, checking any services other than auditing provided.

The Board of Statutory Auditors interacted with the Internal Control, Risk and Corporate Governance Committee, a Board committee, with the aim of coordinating expertise, exchanging information, engaging in ongoing consultation and avoiding any overlap between their activities.

* * *

With specific reference to the Consolidated Act on Statutory Audits, the following should be noted.

Oversight of the financial reporting process

The Board of Statutory Auditors has verified the existence of regulations and procedures governing the process of preparing and publishing financial information. In this regard, the Annual Report on Corporate Governance and the Ownership Structure defines guidelines for the establishment and management of administrative and accounting procedures. The Board of Statutory Auditors, with the assistance of the manager responsible for financial reporting, examined the procedures involved in preparing the Company's financial statements and the consolidated financial statements, in addition to periodic financial reports. The Board of Statutory Auditors also received information on the process that enables the manager responsible for financial reporting and the Chief Executive Officer to issue the attestations required by art. 154-*bis* of the CFA.
The Board of Statutory Auditors was informed that the administrative/accounting procedures applied in preparation of the financial statements and of all other financial reports are the responsibility of the manager responsible for financial reporting, who together with the Chief Executive Officer attests to their adequacy and effective application in the preparation of the separate and consolidated financial statements and interim half-year report.

The Board of Statutory Auditors thus believes the financial reporting process to be adequate and deems that there is nothing to report to the General Meeting.

Oversight of the effectiveness of the internal control, internal audit and risk management systems and the statutory audit of the annual and consolidated accounts

The Board of Statutory Auditors has assessed and verified the adequacy of the internal control system and the effectiveness of internal control and risk management systems. You will recall that, in order to assess the correct functioning of the internal control system, in 2014 the Board of Directors made use of the Internal Control, Risk and Corporate Governance Committee and the Head of the Internal Audit department, operating with an adequate level of independence and suitably equipped to carry out the assigned role. The Head of Internal Audit reported on his activities to the Chairman, Chief Executive Officer, the Internal Control, Risk and Corporate Governance Committee and the Board of Statutory Auditors.
In particular, during our periodic meetings with the Head of Internal Audit and the Group Controller (whose department includes Risk Management), the Board of Statutory Auditors was kept fully informed regarding internal auditing activities (with a view to assessing the adequacy and functionality of the internal control system, and compliance with the law and with internal procedures and regulations), and the activities of the Risk Management unit, which is responsible for overseeing the management of risk via correct implementation and development of the COSO Enterprise Risk Management (ERM), a methodological framework that Atlantia has adopted to identify, measure, manage and monitor the risks inherent in the Company's current Business Risk Model (compliance, regulatory and operational risks). With reference to the oversight required by art. 19 of Legislative Decree 39/2010, relating to financial reporting, the Board of Statutory Auditors has verified that the administrative and accounting aspects of the internal control system, as they relate to the attestations to be issued by the Chief Executive Officer and the manager responsible for financial reporting, were revised in 2014. The process entailed Group-level analyses of significant entities and the related significant processes, through the mapping of activities carried out to verify the existence of controls (at entity and process level) designed to oversee compliance risk in respect of the law and accounting regulations and standards relating to periodic financial reporting. Effective application of the administrative and accounting procedures was verified by the manager responsible for financial reporting, with the assistance of the relevant internal departments (including the Internal Audit unit). On 6 March 2015, the Chief Executive Officer and the manager responsible for financial reporting issued the attestations of the consolidated and separate financial statements required by art. 81-*ter* of the Consob Regulations of 14 May 1999, as amended.
On 7 March 2015, the Board of Directors, having taken note of the preparatory analysis carried out by the Internal Control, Risk and Corporate Governance Committee, in consultation with the Board of Statutory Auditors, deemed the internal control and risk management system, taken as a whole, to be adequate, efficacious and to function effectively. At the same meeting, the Directors also proceeded to revise the guidelines for the internal control and risk management system.
Moreover, on 11 December 2014, the Board of Directors, at the recommendation of the Director Responsible for the Internal Control and Risk Management System, with the prior agreement of the Internal Control, Risk and Corporate Governance Committee and having consulted with the Board of Statutory Auditors, established an Internal Audit department, effective from 1 January 2015, and appointed the Group's Head of Internal Audit. On the same date, following a prior assessment conducted by Internal Control, Risk and Corporate Governance Committee and the Chief Executive Officer, a new register of the risks associated with the strategic objectives of Atlantia and ADR was drawn up and the risk appetite framework was revised.
In addition, the Board of Statutory Auditors also notes that, during 2014, Atlantia's Supervisory Board continued its review of the organisational, management and control model ("OMCM") adopted by Atlantia, pursuant to Legislative Decree 231/2001, in order to ensure that the model had kept pace with changes in legislation and in the Company's organisational structure during the year. As a result of organisational changes resulting from the merger of Gemina with and into Atlantia, and in accordance with any changes in legislation, the OMCM will be subject to further revision in 2015.
The Board of Statutory Auditors examined the Supervisory Board's reports on their activities in the first and second halves of 2014 and do not have anything to mention in this regard in this report.

Finally, we declare that:

- the accounts have been submitted to the required controls by the independent auditors, Deloitte & Touche, appointed by the Annual General Meeting of 24 April 2012 for the annual reporting periods 2012-2020. During

their periodic meetings with the Board of Statutory Auditors, the independent auditors had nothing to report on this matter;
- with regard to the provisions of art. 19 of Legislative Decree 39/2010, the Board of Statutory Auditors oversaw the audit of the annual and consolidated accounts, obtaining detailed information, during meetings with the independent auditors, on the audit plan for 2014, significant aspects of the consolidated financial statements for 2014 and the potential impact of the significant risks highlighted in the financial statements;
- as noted above, we held periodic meetings during the year with the manager responsible for financial reporting and the head of Internal Audit;
- the Chairman of the Board of Statutory Auditors participated in the meetings of the Internal Control, Risk and Corporate Governance Committee, of the Human Resources and Remuneration Committee, and of the Committee of Independent Directors with responsibility for Related Party Transactions.

Independence of the independent auditors, checking any services other than auditing provided

The Board of Statutory Auditors verified, also with reference to the provisions of art. 19 of Legislative Decree 39/2010, the independence of the independent auditors, Deloitte & Touche, checking the nature and entity of any services other than auditing provided to Atlantia, its subsidiaries, Sintonia S.p.A. ("Sintonia") and entities under common control by the auditors and by their associates. The fees paid by the Atlantia Group to the independent auditors, Deloitte & Touche or associates of Deloitte & Touche, are as follows:

(€000)	
Audit	1,098
Certification (audit-related)	46
Other services	742
Total	**1,886**

It should be noted that:
- the category "Other services" (those other than audit or certification) includes €482 thousand for services provided by Deloitte & Touche to the subsidiary, ADR, acquired following the merger of Gemina with and into Atlantia, which includes €102 thousand relating to the engagement dated 23 July 2013, prior to the merger of Gemina and Atlantia;
- the entity appointed to audit ADR's accounts is Reconta Ernst & Young S.p.A.;
- 65% of the "Other services", being those other than audit or certification, were provided to an entity not audited by Deloitte & Touche (ADR), with the remaining 35% provided to Atlantia Group companies. This residual amount includes controls that the independent auditor is required to conduct by law, grantors or financial institutions.

In the light of the above, we therefore deem that the independent auditors, Deloitte & Touche, meet the requirements for independence.
Finally, pursuant to art. 13, paragraph 1 of Legislative Decree 39/2010, on 21 January 2015, the Board of Statutory Auditors prepared a reasoned recommendation to Atlantia's shareholders regarding a request, received from Deloitte & Touche on 29 May 2014, for an annual supplement of €10 thousand to be added to the fees payable for the years between 2014 and 2020, in recognition of an additional workload.

Further activities of the Board of Statutory Auditors and disclosures required by the Consob

In carrying out our duties, as required by art. 2403 of the Italian Civil Code and art. 149 of the CFA, the Board of Statutory Auditors:
- verified compliance with the law and the articles of association;
- within the scope of our responsibilities, obtained information on and checked the adequacy of the Company's organisational structure and on observance of the principles of good governance, by means of direct observation, the gathering of information from the heads of the various departments and through meetings with the independent

auditors with a view to exchanging the relevant data and information; in this regard we have no particular observations to make;

- assessed and verified the adequacy of the administrative/accounting system and its ability to correctly represent operating activities, by gathering information from the respective heads of department, examining corporate documents and analysing the results of the work carried out by the independent; in this regard we have no particular observations to make;
- oversaw the methods for implementing the governance rules laid down in Atlantia's Corporate Governance Code. On this point, we inform you that on 11 December 2014 the Company's Board of Directors updated its Corporate Governance Code, in line with amendments to the corporate governance code for listed companies introduced by the Corporate Governance Committee for listed companies in July 2014;
- verified the adequacy of the guidelines communicated by the Company to its subsidiaries pursuant to article 114, paragraph 2 of the CFA;
- with regard to the provisions of art. 149, paragraph 1.c-*bis* of the CFA relating to the Board of Statutory Auditors' supervision "*of the methods of actually implementing the corporate governance rules laid down in the corporate governance codes prepared by stock exchange companies and the related trade associations, with which the Company has publicly declared it will comply*", taking account of the fact that art. 15, paragraph 2 of the Corporate Governance Code, in the latest revised version of 14 December 2012, requires that "*Statutory Auditors shall be chosen from people who may be qualified as independent also on the basis of the criteria contained in this Code with reference to Directors*" and that "*the Board of Statutory Auditors shall check compliance with the above criteria after election and every year thereafter, including the outcome of their checks in the corporate governance report*", at the meeting of 11 December 2014 the Board of Statutory Auditors checked that all the Statutory Auditors meet the independence requirements.

With specific regard to our examination of the financial statements as at and for the year ended 31 December 2014, the consolidated financial statements and the report on operations, the Board of Statutory Auditors states the following:

- we have checked the overall basis of presentation of the separate and consolidated financial statements and their general compliance with the laws relating to their preparation and structure;
- we have checked the reasonableness of the valuation procedures applied and their compliance with the requirements of IFRS;
- we have verified that the financial statements are consistent with the information in our possession, as a result of carrying out our duties, and have no particular observations to make in this regard;
- to the best of the Board of Statutory Auditors' knowledge, in preparing the financial statements, the Directors did not elect to apply any of the exemptions permitted by art. 2433, paragraph 4 of the Italian Civil Code;
- we verified compliance with the laws governing preparation of the management report on operations and have no particular observations to make in this regard;
- we note that, as described in the Introduction to the section "Financial review for Atlantia S.p.A." in the report on operations, the Company has presented the reclassified consolidated income statement, the consolidated statement of comprehensive income, the statement of changes in consolidated equity and the statement of changes in consolidated net debt for the year ended 31 December 2014, and the reclassified consolidated statement of financial position as at 31 December 2014, which include comparative amounts for the previous year. There have not been any material changes in the accounting standards or accounting policies applied in the preparation of the consolidated financial statements with respect to those adopted in preparation of the consolidated financial statements for the previous year, with the exception of changes introduced in order to comply with amendments to IFRS issued by the IASB. In the Introduction to the "Group financial review", it is reported that the scope of consolidation at 31 December 2014 differs from that used in the consolidated financial statements for the year ended 31 December 2013, following the deconsolidation of TowerCo due to Atlantia's sale of its 100% interest in the company in the first half of 2014. In addition, it is noted that the operating results and cash flow for 2014 have benefitted from the full-year contribution of the former Gemina group companies, consolidated from 1 December 2013.
  Finally, it is stated that the reclassified financial statements analysed in the "Group financial review" have not been independently audited.

Moreover:

- pursuant to art. 150, paragraphs 1 and 2 of the CFA: the Board of Statutory Auditors (i) obtained reports from the Directors, on at least a quarterly basis, providing adequate information on the Company's activities and on transactions carried out by the Company and its subsidiaries with a major impact on the Company's results of operations, financial position and cash flow, ensuring that the actions decided on and carried out were in compliance

with the law and the articles of association, were not subject to any potential conflict of interest or contrary to the resolutions adopted by the General Meeting, and were not clearly imprudent or risky or such as to compromise the value of the Company; (ii) held meetings with representatives of the independent auditors and no significant information that should be included in this report has come to light;
- the Board of Statutory Auditors received information from the Supervisory Board on its activities, which did not find any problems or significant irregularities;
- with regard to the provisions of art. 3 of Legislative Decree 37 of 6 February 2004, the Board held regular meetings with the board of statutory auditors of ASPI, obtaining information on its activities during the year and the steps taken by the board of statutory auditors of ASPI to monitor the activities of the boards of statutory auditors of the subsidiaries managed and coordinated by ASPI. In addition, the Board of Statutory Auditors held meetings with ADR's board of statutory auditors in order to obtain information on its activities and to gain a better understanding of any issues relating to ADR;
- the Board of Statutory Auditors notes that the Annual Report on Corporate Governance and the Ownership Structure, in compliance with the related legal and regulatory obligations, contains information on the ownership structure, application of the codes of conduct and fulfilment of the resulting commitments, highlighting the choices made by the Company in applying corporate governance standards;
- on 11 July 2014, the Board of Statutory Auditors, as required by art. 15, paragraph 6 of the Company's Corporate Governance Code, checked the correct application of the assessment criteria and procedures used by the Board of Directors, at their meeting on the same date, in assessing the independence of the independent Directors (currently Carla Angela, Bernaldo Bertoldi, Alberto Clô, Gianni Coda, Lucy Marcus, Giuliano Mari and Monica Mondardini). Likewise, on 11 July 2014, the results of the assessment were communicated to the market, via the relevant department.

The Board of Statutory Auditors states that:
- we did not issue opinions during the year, other than those referred to above;
- no complaints have been lodged under art. 2408 of the Italian Civil Code, and no petitions of any kind have been presented.

With regard to the independent auditors, the Board of Statutory Auditors reports that Deloitte & Touche:
- on 17 March 2014 provided their annual confirmation of independence pursuant to art. 17, paragraph 9.a) of Legislative Decree 39 of 27 January 2010;
- in the course of meetings with the Board of Statutory Auditors on 19 February 2015 and 6 March 2015, and at subsequent informal encounters through to 26 March 2015, informed us that their report containing their opinion on the fact that the separate and consolidated financial statements comply with the applicable laws and accounting standards, and their opinion on the consistency of the report on operations with the financial statements, should, as things stand, be issued today, without any reservations.

The above audit procedures were carried out during 16 meetings of the Board, by taking part in 12 meetings of the Board of Directors, and through the participation of the Chairman of the Board of Statutory Auditors in meetings of the Internal Control, Risk and Corporate Governance Committee, the Human Resources and Remuneration Committee and the Committee of Independent Directors with responsibility for Related Party Transactions, and participation in the General Meeting of shareholders held on 24 April 2014. In addition, as a result of the audit procedures carried out and on the basis of the information obtained from the independent auditors, we are not aware of any negligence, fraud, irregularities or any other material events, that would require a report to be made to regulatory bodies.

Proposal to the Annual General Meeting

The Board of Statutory Auditors is in favour of approval of the financial statements for the year ended 31 December 2014 and has no objections regarding the Board of Directors' proposal for the appropriation of profit for the year.

Election of the new Board of Statutory Auditors

The term of office of the Board of Statutory Auditors elected by the General Meeting of 24 April 2012 expires with approval of the financial statements for the year ended 31 December 2014. You are thus invited, in accordance with the law and the Company's articles of association, to elect a new Board of Statutory Auditors for the next three years. In the meantime, we would like to thank you for your trust in us during the term of our office.

* * *

Pursuant to art. 144-*quinquiesdecies* of the Regulations for Issuers, approved by the Consob with Regulation 11971/99, as amended, the list of positions held by members of the Board of Statutory Auditors at the companies in Book V, Section V, Chapters V, VI and VII of the Italian Civil Code is published by the Consob on its website (www.consob.it).

* * *

27 March 2015

Corrado Gatti (Chairman)
Tommaso Di Tanno (Auditor)
Raffaello Lupi (Auditor)
Milena Motta (Auditor)
Alessandro Trotter (Auditor)

Report of the Independent Auditors

Deloitte.

Deloitte & Touche S.p.A.
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**AUDITORS' REPORT PURSUANT
TO ART. 14 AND 16 OF LEGISLATIVE DECREE No. 39 OF JANUARY 27, 2010**

**To the Shareholders of
Atlantia S.p.A.**

1. We have audited the consolidated financial statements of Atlantia S.p.A. and subsidiaries (the "Atlantia Group"), which comprise the consolidated statement of financial position as of December 31, 2014, and the consolidated income statement, consolidated statement of comprehensive income, statement of changes in consolidated equity and consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes. These consolidated financial statements prepared in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n° 38/2005 are the responsibility of the Company's Directors. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

2. We conducted our audit in accordance with the Auditing Standards recommended by CONSOB, the Italian Commission for listed Companies and the Stock Exchange. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

   The consolidated financial statements present for comparative purposes prior year data. As explained in the notes to the consolidated financial statements, the Directors have revised certain comparative data related to the prior year with respect to the figures previously reported and audited by us, on which we issued auditors' report dated March 25, 2014. These revisions to the comparative data and related disclosures included in the notes to the consolidated financial statements have been audited by us for the purpose of expressing our opinion on the consolidated financial statements as of December 31, 2014.

3. In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Atlantia Group as of December 31, 2014, and of the results of its operations and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n° 38/2005.

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4. The Directors of Atlantia S.p.A. are responsible for the preparation of the report on operations and the annual report on corporate governance, published in the Atlantia S.p.A. website in the Corporate Governance section, in accordance with the applicable laws and regulations. Our responsibility is to express an opinion on the consistency of the report on operations and of the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998, paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) in the annual report on corporate governance, with the consolidated financial statements, as required by law. For this purpose, we have performed the procedures required under Auditing Standard n. 001 issued by the Italian Accounting Profession (CNDCEC) and recommended by CONSOB. In our opinion, the report on operations and the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998 paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) included in the annual report on corporate governance are consistent with the consolidated financial statements of Atlantia Group as of December 31, 2014.

DELOITTE & TOUCHE S.p.A.

Signed by
Fabio Pompei
Partner

Rome, Italy
March 27, 2015

This report has been translated into the English language solely for the convenience of international readers.

Deloitte.

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www.deloitte.it

AUDITORS' REPORT PURSUANT TO ART. 14 AND 16 OF LEGISLATIVE DECREE No. 39 OF JANUARY 27, 2010

To the Shareholders of Atlantia S.p.A.

1. We have audited the financial statements of Atlantia S.p.A., which comprise the statement of financial position as of December 31, 2014, and the income statement, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes. These financial statements prepared in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n° 38/2005 are the responsibility of the Company's Directors. Our responsibility is to express an opinion on these financial statements based on our audit.

2. We conducted our audit in accordance with the Auditing Standards recommended by CONSOB, the Italian Commission for listed Companies and the Stock Exchange. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the Directors, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

   The financial statements present for comparative purposes prior year data. As explained in the notes to the financial statements, the Directors have revised certain comparative data related to the prior year's financial statements with respect to the data previously reported and audited by us, on which we issued auditors' reports dated March 25, 2014. These revisions to comparative data and related disclosures included in the notes to the financial statements have been audited by us for the purpose of expressing our opinion on the financial statements as of December 31, 2014.

3. In our opinion, the financial statements give a true and fair view of the financial position of Atlantia S.p.A. as of December 31, 2014, and of the results of its operations and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of national regulations issued pursuant to art. 9 of Italian Legislative Decree n° 38/2005.

2

4. The Directors of Atlantia S.p.A. are responsible for the preparation of the report on operations and the annual report on corporate governance, published in the Atlantia S.p.A. website in the Corporate Governance section, in accordance with the applicable laws and regulations. Our responsibility is to express an opinion on the consistency of the report on operations and of the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998, paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) in the annual report on corporate governance, with the financial statements, as required by law. For this purpose, we have performed the procedures required under Auditing Standard n. 001 issued by the Italian Accounting Profession (CNDCEC) and recommended by CONSOB. In our opinion, the report on operations and the information reported in compliance with art. 123-bis of Italian Legislative Decree n. 58/1998 paragraph 1, letters c), d), f), l), m) and paragraph 2, letter b) included in the annual report on corporate governance are consistent with the financial statements of Atlantia S.p.A. as of December 31, 2014.

DELOITTE & TOUCHE S.p.A.

Signed by
Fabio Pompei
Partner

Rome, Italy
March 27, 2015

This report has been translated into the English language solely for the convenience of international readers.

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Key performance indicators for subsidiaries, associates and joint ventures pursuant to art. 2429, paragraphs 3 and 4 of the Italian Civil Code

Key performance indicators for subsidiaries, associates and joint ventures pursuant to art. 2429, paragraphs 3 and 4 of the Italian Civil Code

The figures presented below have been extracted from the most recent financial statements to be approved by the boards of directors of Atlantia's subsidiaries, associates and joint ventures. The end of the annual reporting period for these companies is 31 December of each year, with the exception of Pune Solapur Expressways Private Ltd., which ends its financial year on 31 March of each year. Autostrade per l'Italia S.p.A., Aeroporti di Roma S.p.A. and Autostrade Mazowsze S.A. prepare their financial statements in accordance with international financial reporting standards, whereas the other companies prepare their financial statements under local GAAP.

Subsidiaries

ADR Engineering S.p.A.

FINANCIAL POSITION (€000)	31.12.2014	31.12.2013
Non-current assets	19	9
of which non-current investments	*3*	*3*
Current assets	21,334	16,983
Other assets	43	2
Total assets	**21,396**	**16,994**
Equity	10,830	6,225
of which issued capital	*775*	*775*
Provisions including employee benefits	1,035	1,094
Payables	9,531	9,675
Other liabilities	-	-
Total equity and liabilities	**21,396**	**16,994**

RESULTS OF OPERATIONS (€000)	2014	2013
Value of production	19,769	16,556
Cost of production	-12,743	-11,019
Operating profit/(loss)	7,026	5,537
Profit/(Loss) for the period	**4,605**	**3,276**

Aeroporti di Roma S.p.A.

FINANCIAL POSITION (€000)	31.12.2014	31.12.2013
Non-current assets	2,133,990	2,201,168
Current assets	1,036,298	618,185
Total assets	**3,170,288**	**2,819,353**
Equity	977,543	894,221
of which issued capital	*62,225*	*62,225*
Liabilities	2,192,745	1,925,132
Total equity and liabilities	**3,170,288**	**2,819,353**

RESULTS OF OPERATIONS (€000)	2014	2013
Value of production	699,816	546,979
Cost of production	-494,920	-429,197
Operating profit/(loss)	204,896	117,782
Profit/(Loss) for the period	**83,163**	**226,627**

Autostrade per l'Italia S.p.A.

FINANCIAL POSITION (€000)	31.12.2014	31.12.2013
Non-current assets	19,685,369	20,048,386
Current assets	4,483,643	3,995,344
Total assets	**24,169,012**	**24,043,730**
Equity	2,304,278	2,099,015
of which issued capital	*622,027*	*622,027*
Liabilities	21,864,734	21,944,715
Total equity and liabilities	**24,169,012**	**24,043,730**

RESULTS OF OPERATIONS (€000)	2014	2013
Value of production	3,565,855	3,885,303
Cost of production	-2,112,734	-2,496,280
Operating profit/(loss)	1,453,121	1,389,023
Profit/(Loss) for the period	**809,810**	**644,587**

Fiumicino Energia S.r.l.

FINANCIAL POSITION (€000)	31.12.2014	31.12.2013
Non-current assets	4,332	4,626
of which non-current investments	*266*	*266*
Current assets	4,209	3,974
Other assets	109	160
Total assets	**8,650**	**8,760**
Equity	8,117	5,978
of which issued capital	*742*	*742*
Provisions including employee benefits	10	59
Payables	523	2,723
Other liabilities	-	-
Total equity and liabilities	**8,650**	**8,760**

RESULTS OF OPERATIONS (€000)	2014	2013
Value of production	8,022	8,491
Cost of production	-4,546	-4,455
Operating profit/(loss)	3,476	4,036
Profit/(Loss) for the period	**2,139**	**2,674**

Mizard S.r.l.

FINANCIAL POSITION (€000)	31.12.2014	31.12.2013
Non-current assets	-	-
of which non-current investments	-	-
Current assets	15	16
Other assets	-	-
Total assets	**15**	**16**
Equity	15	16
of which issued capital	*10*	*10*
Provisions including employee benefits	-	-
Payables	-	-
Other liabilities	-	-
Total equity and liabilities	**15**	**16**

RESULTS OF OPERATIONS (€000)	2014	2013
Value of production	-	-
Cost of production	-1	-2
Operating profit/(loss)	-1	-2
Profit/(Loss) for the period	**-1**	**-1**

Pavimental S.p.A.

FINANCIAL POSITION (€000)	31.12.2014	31.12.2013
Non-current assets	40,625	42,102
of which non-current investments	*5,396*	*5,396*
Current assets	327,397	327,983
Other assets	4,029	1,267
Total assets	**372,051**	**371,352**
Equity	41,537	38,575
of which issued capital	*10,116*	*10,116*
Provisions including employee benefits	9,661	11,574
Payables	320,848	321,203
Other liabilities	5	-
Total equity and liabilities	**372,051**	**371,352**

RESULTS OF OPERATIONS (€000)	2014	2013
Value of production	402,122	358,060
Cost of production	-393,786	-353,414
Operating profit/(loss)	8,336	4,646
Profit/(Loss) for the period	**3,047**	**329**

Spea Ingegneria Europea S.p.A.

FINANCIAL POSITION (€000)	31.12.2014	31.12.2013
Non-current assets	6,944	6,997
of which non-current investments	*634*	*634*
Current assets	126,983	137,670
Other assets	613	799
Total assets	**134,540**	**145,466**
Equity	60,132	50,360
of which issued capital	*5,160*	*5,160*
Provisions including employee benefits	21,061	22,023
Payables	53,347	73,083
Other liabilities		
Total equity and liabilities	**134,540**	**145,466**

RESULTS OF OPERATIONS (€000)	2014	2013
Value of production	80,748	92,965
Cost of production	-64,846	-70,484
Operating profit/(loss)	15,902	22,481
Profit/(Loss) for the period	**9,772**	**13,471**

Joint ventures

Pune Solapur Expressways Private Ltd.

FINANCIAL POSITION (THOUSANDS OF RUPEES)	31,03,2014	31,03,2013
Non-current assets	12,698,167	12,308,019
Current assets	322,554	277,049
Total assets	**13,020,721**	**12,585,068**
Equity	3,797,544	3,801,130
of which issued capital	*47,734*	*47,734*
Liabilities	9,223,177	8,783,938
Total equity and liabilities	**1 3,020,721**	**12,585,068**

RESULTS OF OPERATIONS (THOUSANDS OF RUPEES)	01,04,2013-31,03,2014	01,04,2012-31,03,2013
Operating income	1,010,366	121,313
Operating costs	-401,254	-55,923
Operating profit/(loss)	609,112	65,390
Profit/(Loss) for the period	**-136,386**	**-48,598**

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7 Shareholders’ resolutions

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Shareholders' resolutions

The Annual General Meeting (AGM) of Atlantia SpA's shareholders, held in ordinary session and in second call at the Company's registered office at via Antonio Nibby 20 in Rome, on 24 April 2015, passed resolutions on the following

Agenda:

1) Financial statements for the year ended 31 December 2014. Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors. Appropriation of profit for the year. Presentation of the consolidated financial statements for the year ended 31 December 2014. Related and resulting resolutions.
2) Proposal to supplement the fees payable to the Independent Auditors for the period 2014-2020. Related and resulting resolutions.
3) Authority, pursuant and for the purposes of articles 2357 et seq. of the Italian Civil Code, article 132 of Legislative Decree 58 of 24 February 1998 and article 144-bis of the CONSOB Regulation adopted with Resolution 11971/1999, as amended, to purchase and sell treasury shares, subject to prior revocation of all or part of the unused portion of the authority granted by the General Meeting of 16 April 2014. Related and resulting resolutions.
4) Election of a Director. Related and resulting resolutions.
5) Election of the Statutory Auditors and the Chairperson of the Board of Statutory Auditors for the financial years 2015-2016-2017. Determination of the remuneration to be paid to the Chairman of the Board of Statutory Auditors and the Standing Auditors. Related and resulting resolutions.
6) Resolution on the first section of the Remuneration.

With regard to item 1) on the agenda the shareholders resolved:
- to approve the Board of Directors' report on operations and the financial statements for the year ended 31 December 2014, which report profit of €686,216,716.06;
- to appropriate the remaining €397,552,656.46 in profit for the year, after payment of the interim dividend of €288,664,059.60 in 2014, to:
  1) pay a final dividend of €0.445 per share, payable to holders of each of the shares with a par value €1.00. The total value of the final dividend, based on the number of shares outstanding at 31 December 2014 (813,156,189), is estimated at €361,854,504.11;
  2) take the remaining profit for the year, estimated at €35,698,152.35 based on the number of shares outstanding at 31 December 2014, to retained earnings;
- to establish the dividend payment date as 20 May 2015, the ex dividend date for coupon 26 as 18 May 2015 and the record date as 19 May 2015.

With regard to item 2) on the agenda the shareholders resolved:
- to approve the proposed supplement to the fees payable to the Independent Auditors for the period 2014-2020.

With regard to item 3) on the agenda the shareholders resolved
- following revocation of the unexecuted part of the previous shareholder resolution of 16 April 2014, to authorise, pursuant to and for the purposes of articles 2357 et seq. of the Italian Civil Code and art. 132 of Legislative Decree 58 of 24 February 1998, the purchase, within the next 18 months, in one or more tranches and at any time, of up to 82,578,399 ordinary treasury shares, all with a par value of €1.00 each, including 2,854,664 treasury shares held

by the Company at the date of the AGM in execution of previous shareholder resolutions, or, if lower, up to the maximum number of shares from time to time permitted by law, in order:

a) to intervene in the market, in compliance with the laws and regulations from time to time in force and, if necessary, through intermediaries, to increase the liquidity of Atlantia's shares and to stabilise Atlantia's share price in the presence of abnormal price fluctuations, including those linked to excessive volatility, or lack of liquidity in the market, or to market placings of shares by shareholders with an effect on Atlantia's share price or, more generally, to contingent market trends;
b) to intervene in the market with a view to medium/long-term investment, also in the form of long-term investment or, in any event, to take advantage of market opportunities, including through the purchase and resale of shares, operating both in the market (and, as to the purchase, according to the terms of paragraph 2 below) and (as to the sale, disposal or use) on the "over the counter" markets or even outside the market or through ABB or through block trading, at any time, in full or in part, in one or more instalments, and without any time limits, provided that any transactions are concluded at market conditions;
c) to establish a share portfolio to sell, dispose of and/or use the treasury shares – held or to be purchased in execution of the new authority hereby approved – at any time, in full or in part, in one or in more instalments, and without any time limits, provided that it is consistent with the Company's strategy, as part of extraordinary transactions, including, but not limited to, exchanges, contributions or transactions regarding the share capital or other corporate and/or financial transactions of an extraordinary nature, including, but not limited to, purchases, mergers and similar transactions, or financing or incentives or other transactions, in relation to which the allocation or any other disposal of treasury shares is required or suitable (e.g. in relation to financial instruments that can be exchanged for shares, convertible bonds, bonds, or warrants), and for the purpose of fulfilling any obligations deriving from share option plans, share grants or, in any event, incentive plans, for a consideration or free of charge, to executives, employees or staff of the Group; it being understood that in the event the reasons that led to the purchase cease to exist, the shares held as treasury shares, or those purchased in execution of this authority, may be used for and/or disposed of for any of the other purposes mentioned above;

- to authorise, subject to obtaining adequate financial resources for your Company's future plans and investment programmes, that the above purchases are conducted as follows:
  a) at prices that comply with the conditions established by art. 5, paragraph 1 of EU Regulation (EC) 2273/2003 of 22 December 2003, i.e. at the date hereof, at a price no higher than (i) the price of the last independent transaction; and (ii) the highest current independent bid price on the Mercato Telematico Azionario organised and managed by Borsa Italiana SpA or, in any case, at a price per share that is not less than 20% below and not more than 20% above the official price of Atlantia's shares recorded on the trading day prior to each individual transaction;
  b) according to any terms allowed by the laws and regulations in force from time to time and, therefore, as at today, in accordance with Article 132 of the Consolidated Finance Act and Article 144-bis, paragraphs 1a, b, c and d off the Regulations for Issuers;
- to establish, pursuant to art. 2357-ter of the Italian Civil Code, that additions to the undistributable "Reserve for the purchase of treasury shares" with respect to the amount as at 31 December 2014, which is also to be used to fund the programme concerned by today's resolution, up to the maximum amount of €1,900,000,000, be carried out through a corresponding transfer from the "Extraordinary Reserve", from time to time, in relation to the purchases carried out, and that reductions in the "Reserve for the purchase of treasury shares", with a simultaneous increase in the "Extraordinary Reserve", will take place following any sales or use of the treasury shares in relation to financial instruments which can be exchanged for shares, convertible debenture loans, bonds, or warrants;
- following revocation of the unexecuted part of the previous shareholder resolution of 16 April 2014, to authorise, pursuant to and for the purposes of art. 2357-ter of the Italian Civil Code, the sale, disposal and/or use, in one or more tranches and at any time, of the treasury shares held by the Company, including prior to reaching the maximum amount for purchases authorised by this resolution, in full or in part, and of the treasury shares purchased in accordance with this resolution, for all the purposes set out in point 1 above, provided that:
  a) such transactions, if in cash, are concluded at a price per share to be established on the basis of criteria consistent with acceptable market practice from time to time or, that may not be less than 10% below and not more than 10% above the official price of Atlantia's shares recorded on the trading day prior to each individual transaction;
  b) such transactions, if concluded as part of the extraordinary transactions referred to in paragraph 1(c) above, including exchanges, contributions or transactions regarding the share capital or other corporate and/or financial transactions of an extraordinary nature, are concluded in accordance with the price limits and terms and conditions to be determined by the Board of Directors;
  c) the shares resulting from such transactions, if concluded in connection with share incentive plans, are assigned to

the beneficiaries of the plans, as in force from time to time, in accordance with the plan terms and conditions.

- to grant the Chairman and Chief Executive Officer, acting either jointly or severally, all the necessary powers to carry out, including through intermediaries:
  a) purchases for the purposes and within the limits referred to in point 1 above, establishing the method of purchase and the criteria for determining the price per share in compliance with the provisions of point 2 above;
  b) the sale or other disposal and/or use, to be concluded in cash, for the purposes referred to in point 1 above, establishing the method of sale, including, but not limited to, in the market, in the over-the-counter markets or even outside the market or through ABB or through block trading, and the criteria for determining the price per share in compliance with the provisions of point 4(a) above, in full or in part, of the treasury shares held by the Company and/or of the treasury shares purchased in accordance with this resolution, carrying out all the necessary activities required for this purpose as necessary, suitable, instrumental, connected and/or useful for the positive conclusion of these transactions and for the authorities provided for in these resolutions, including through representatives, reporting to the market and complying with any applicable provisions as issued by the competent authorities from time to time;
- to grant the Board of Directors all the necessary powers to carry out the sales or other disposal and/or use to be made under points 4(b) and 4(c) above, in full or in part, of the treasury shares held by the Company and/or of the treasury shares purchased in accordance with this resolution, establishing the criteria for determining the price per share in compliance with the provisions of points 4(b) and 4(c) and the method of disposal in accordance with the provisions of point 1 above, carrying out all the necessary activities required for this purpose as necessary, suitable, instrumental, connected and/or useful for the positive conclusion of these transactions and for the authorities provided for in these resolutions, including through representatives, reporting to the market and complying with any applicable provisions as issued by the competent authorities from time to time;
- to grant the Chairman and Chief Executive Officer, acting either jointly or severally and with the full power to sub-delegate, for single transactions or categories of transaction, any powers, with no exclusion or exception, to execute the above resolutions, carrying out all the necessary activities required for this purpose as necessary, suitable, instrumental, connected and/or useful for the positive conclusion of these transactions and for the authorities provided for in these resolutions

With regard to item 5) on the agenda the shareholders resolved

- to approve the appointment of Mr. Matteo Botto Poala, following his co-option on to the Board of Directors at the Board meeting of 12 June 2014, as a Director, to serve until expiry of the term of office of the existing Board (the date of approval of the financial statements for the year ended 31 December 2015).

With regard to item 6) on the agenda the shareholders resolved:

- to elect the new Board of Statutory Auditors for the financial years 2015-2016-2017 as follows: Corrado Gatti, Chairman of the Board of Statutory Auditors, Alberto De Nigro, Lelio Fornabaio, Silvia Olivotto and Livia Salvini as Standing Auditors, and Laura Castaldi and Giuseppe Cerati as Alternates.
- to fix the annual remuneration payable to the Board of Statutory Auditors as follows: €75,000 (seventy-five thousand) for the Chairman and €50,000.00 (fifty thousand) for each Standing Auditor, in addition to an attendance fee of €250.00 per Board of Directors' and Board of Statutory Auditors' meeting.

With regard to item 7) on the agenda the shareholders resolved:

- to approve the first section of the Remuneration Report prepared pursuant to art. 123-ter of Legislative Decree 58 of 24 February 1998.

Legal information and contacts

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