



Press Release

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ATLANTIA: BONDS WORTH €750M FOR ITALIAN INVESTORS

Rome, 14 November 2012 – The *Commissione Nazionale per le Società e la Borsa* (“CONSOB”) has approved publication of the prospectus for the public offering and listing on the *Mercato Telematico delle Obbligazioni e dei Titoli di Stato* (“MOT”, the screen-based trading system for Italian bonds and government securities) of “Atlantia TF 2012–2018 guaranteed by Autostrade per l’Italia SpA” fixed-rate bonds with a total value of up to €750m, to be issued by Atlantia SpA (“Atlantia” or the “Company”) to Italian retail investors. This amount may be increased to up to €1.5bn.

The bond issue was approved by Atlantia’s Board of Directors on 19 October 2012, with provision of the guarantee approved by the Board of Directors of Autostrade per l’Italia SpA on the same date. The proceeds from the offering will be used to fund the Group’s general operations. The proceeds from the bond issue will be transferred to Autostrade per l’Italia in the form of an intercompany loan, in order to enable this company to satisfy its funding

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requirements and finance future investment. In addition, the proceeds, or a part thereof, may be used to pay down existing debt.

Offer period and minimum investment

The offer period is from 19 November 2012 to 7 December 2012, unless it is closed early or extended, under the conditions described in the prospectus. The minimum investment into the bonds purchased from distributors is €2,000, equal to 2 bonds with a par value of €1,000 each, with a minimum additional investment of at least 1 bond with a par value of €1,000 each.

Nature of the bonds

The bonds have a term to maturity of 6 years (maturing in 2018) and will be redeemed in full at maturity. The bonds will be admitted for trading on the MOT and their price will be published each day in the financial press and on the internet. The bonds were admitted for listing by Borsa Italiana on 12 November 2012, whilst the date for the start of trading will be established by Borsa Italiana at the end of the offer period. From this date investors will thus be able to trade the bonds at any time at market prices.

Atlantia has applied for a rating for the bonds, which will be made public in a specific announcement.

Commissions and applicable tax treatment

Participation in the offering is free from any subscription fee or commission. Coupon interest on the bonds is paid in full without any deduction for the relevant tax in force at the time of payment.

Interest and yield

Accrued coupon interest will be paid to investors annually in arrears. The yield will be announced within 5 days of the end of the offer period in a notice to be published in a national daily newspaper.

The yield will be based on the 6-year mid swap rate on the third working day prior to the date on which interest starts to accrue on the fixed-rate bonds plus a spread that shall not be less than 260 basis points, also to be determined at the end of the offer period.

Between 1 June 2012 and 14 November 2012, the 6-year mid swap rate ranged from a minimum of 1,036 and a maximum of 1,545 percentage points (Source: Bloomberg).

Underwriting and distribution

Banca IMI, BNP Paribas and UniCredit AG (Milan Branch) are acting as joint global coordinators and bookrunners for the offering. The bonds will be distributed by an underwriting syndicate coordinated and led by Banca IMI, BNP Paribas and UniCredit AG (Milan Branch), whose participants are BANCA AKROS SpA - Gruppo Bipiemme Banca Popolare di Milano and Centrobanca - Banca di Credito Finanziario e Mobiliare SpA and other banks, stockbrokers and authorised intermediaries. The list of distributors will be made available for consultation at the CONSOB, Atlantia's registered office and at distributors, and published at the same time in a notice in a national daily newspaper, by the first day prior to the start of the offer period. The syndicate will underwrite the bonds up to €750m.

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The offering and listing prospectus for the bonds will be published in accordance with the law and made available for consultation at Atlantia's registered office (at Via Antonio Nibby 20, Rome), and at the offices of the bookrunners and distributors. It will also be available on the websites of the bookrunners and distributors and, together with additional documentation regarding the offering and listing, including the bond and underwriting terms and conditions, on the websites of Borsa Italiana SpA and Atlantia.