



Press Release

AGREEMENT REACHED FOR ACQUISITION OF 54.2% OF AUTOSTRADE SUD AMERICA AND SALE OF 33% OF IGLI

- Autostrade per l'Italia to acquire interests in Autos trade Sud America held by SIAS and Mediobanca to take full control of Grupo Costanera, which manages 188km of motorway in Chile, including 98 km in capital, Santiago
- SIAS granted option to acquire 99.98% of Autostrada Torino Savona
- 33% of IGLI, special purpose vehicle that controls 29.96% of Impregilo, sold to Argofin

“Atlantia is delivering further on our expansion strategy in countries with the highest growth potential. Following the recent agreement in Brazil to operate 1,500 km of motorway serving the Sao Paulo urban area, this deal will strengthen our presence in Chile, above all Santiago, by acquiring control of Grupo Costanera, the area’s number one operator that we helped to found and develop. Thanks to the expertise acquired in Italy, we lead the world in the provision of traffic management solutions, being the number one operator of toll motorways serving major cities in emerging nations and the leading provider of electronic tolling systems, as confirmed by the recent contract awards in France and the USA. Once fully operational and consolidated in our accounts, these recent overseas transactions will, over a three-year period, boost the contribution from our overseas businesses

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to around 30% of Group EBITDA," commented Giovanni Castellucci, CEO of Atlantia.

Rome, 25 February 2012 – Atlantia announces that its subsidiary, Autostrade per l'Italia SpA, has today signed the following agreements:

(a) an agreement with Argo Finanziaria SpA for the sale of its entire 33% interest in IGLI SpA, subject to fulfilment of certain conditions precedent (i.e. antitrust clearance and the agreement of creditor banks). IGLI is the entity that owns 29.96% of Impregilo SpA. The sale price is €87.6m. Autostrade per l'Italia will, as a result of the agreement, waive its pre-emption rights on the IGLI shares currently being sold by the Fonsai Group to Argo Finanziaria.

(b) two separate agreements with SIAS SpA by which:

- SIAS will, subject to fulfilment of certain conditions precedent (i.e. clearance from the relevant authorities and the agreement of creditor banks), transfer its entire 45.765% interest in Autos trade Sud America Srl ("ASA") to Autostrade at a price of €565.2m. The shares are to be transferred by 30 June 2012.

- Autos trade will grant SIAS a call option on its entire 99.98% interest in Autostrade Torino-Savona SpA. The option is to be exercised no later than 30 September 2012. The option price is €223.0m. Should the option be exercised, the shares are to be transferred by 15 November 2012, subject to receipt of the necessary approvals (i.e. clearance from the relevant authorities and the agreement of creditor banks).

(c) an agreement with Mediobanca SpA for the acquisition of an 8.47% stake in ASA at a price of €104.6m, on the same terms and conditions agreed with SIAS. The transfer of the shares will take place, subject to fulfilment of certain conditions precedent (i.e. antitrust clearance, the agreement of creditor banks and execution of the sale of the interest in ASA sold by SIAS to Autostrade), by 30 June 2012.

The above transactions will result in the Atlantia Group owning 100% of Autos trade Sud America, the entity that has full control of Gruppo Costanera, the holding company that

manages 5 Chilean motorway operators responsible for a total of 188km of network, including 90 km in the capital, Santiago.

In 2011 Grupo Costanera and the operators covered by the transaction reported total EBITDA of €147m, with net debt of €997m at the end of 2011¹. Acquisition of control will result in consolidation of the acquired companies in the Group's accounts, and remeasurement of the fair value of the previously held 45.765% stake in ASA.

The transaction forms part of the Group's strategy of expanding its presence in high-growth countries in which it already operates, above all in major urban areas such as the city of Santiago, and follows on from similar transactions in Brazil, where the Group recently acquired control of a new joint venture, in partnership with the Bertin Group, set up to create a second operator in Sao Paulo.

The Atlantia Group intends to seek out other partners interested in acquiring stakes in Grupo Costanera. A number of international pension funds and sovereign wealth funds have already expressed interest in acquiring up to 49% of the company on substantially similar terms and conditions.

¹ EBITDA including toll revenue linked to guaranteed minimums, reclassified to financial income in accordance with IFRIC12. Net debt before financial assets deriving from the above guaranteed revenue. Based on a Euro/Unidad de Fomento exchange rate of 35.01 on 24 February 2012.