Results H1 2017

26 July 2017

abertis

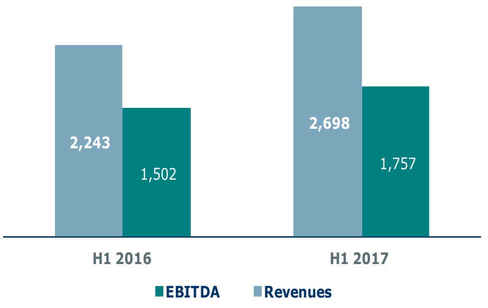
Contents

Annexes

Executive Summary

	H1 2017	Chg	
Total ADT			
ADT Spain	19,136	+5.9%	
ADT France	23,735	+1.9%	
ADT Italy	62,560	+3.9%	
ADT Chile	26,875	+4.8%	
ADT Brazil	17,930	+2.0%	
ADT Puerto Rico	66,722	-0.2%	
ADT Argentina	80,350	-2.4%	
€ Mn	**H1 2017**	**Chg**	**L-f-L**
Revenues	**2,698**	**+20.3%**	
EBITDA	**1,757**	**+17.0%**	**+8.5%**
EBIT	**1,020**	**+13.8%**	**+11.6%**
Net profit	**415**	**-18.6%**	**+19.0%**
Net debt (*)	**15,984**	**+11.2%**	
Discretionary cash flow	**1,147**	**+29.7%**	**+15.2%**
Free cash flow	**446**	**+451.0%**	

Total Revenues & EBITDA (€Mn)



L-f-L Revenue +6.5%

L-f-L EBITDA +8.5%

L-f-L Net Profit +19%

On top of solid operational and financial results, 2017 has seen remarkable growth for Abertis as a result of strong investments.

At the end of H1 2017, the company has deployed €2.8Bn in organic and expansion investments in addition to M&A projects. This already surpasses the initial guidance of around €2.3Bn for the full year. From 2016 up to now, total investments in toll roads reached €5.6Bn, a figure that puts Abertis among the largest investor in its sector worldwide.

In the this first half of the year, €419Mn were used in the maintenance and expansion of highways, an amount that guarantees road safety and quality for clients and improves the capacity of the network generating more revenues and contract improvements – in many cases with the allowance of additional tariff increases (e.g. Brazil where tariffs in the federal network grew by 16.4%, much higher than the inflation for the period) or extensions (as the recent case of GCO in Argentina that agreed with the government to start a process to extend its contract by 12 years for rebalances and additional capex).

On the M&A front, €2.4Bn has been invested highlighting the reinforcement in profitable markets where the company already operates with a successful track record, as was the case of the acquisitions of minority shareholders in France, where the company increased its original 52.55% stake on HIT (that controls Sanef and SAPN) up to its full control, or through the recently acquired assets (e.g. Italy, with the additional stake acquisitions of A4 Holding) or new markets (the case of the entry in India).

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Executive Summary

Toll roads – Chile

H1 2017 also marks the success of Arteris in the tender process of Rodovia dos Calçados in the State of São Paulo. This is a 30-year concession that covers the 317 kilometers currently managed by Autovias (due to expire in 2018), as well as 403 kilometers that were under direct administration of the state government.

All in all, Abertis has already **replaced all of the proportional EBITDA** of its expiring concessions with its disciplined strategy to build a perpetual and growing business.

At the **operating level**, traffic has performed better than expected in the main markets where the company operates. Worth highlighting the strong activity in Spain (+5.9%), Chile (+4.8%), Italy (+3.9%) and Brazil, with positive figures (+2.0%) after the most severe years of its economic crisis.

In adittion, tariff increases, FX impact and a new perimeter (Italy and India) contributed to the 20.3% **increase in revenues** (+6.5% L-f-L) to €2.7Bn and 17% in **EBITDA** to €1.8Bn, also benefited by efficiencies and cost control that led to a 130bps **margin expansion** to 67.1% on a L-f-L basis.

Net profit for the period reached **€415Mn**, +19% in organic terms, while the **discretionary cash flow** in the period (post-tax, interest expenses, and operating capex) rose 29.7% to **€1.1Bn**.

Net Debt amounted to €15,984Mn, reflecting the acquisition of minorities in France (+€2.2Bn), Italy (+€86Mn) and the consolidation of the Indian assets (+€133Mn in addition to the debt), partly offset by the tax refund (+€321Mn) received from the Cellnex IPO capital gains and the deferement payment from part of the 20% stake sale of the Chilean assets (+€101Mn) The average **cost of the debt** stood at **4.2%**.

Shareholder remuneration: On 24 April Abertis distributed a €0.37/share gross dividend, offering for the first time a choice of cash or Abertis treasury shares with a 3% discount. In addition Abertis announced that would cancel its annual bonus share issue without impacting the committed total shareholder remuneration growth of 10% for 2017.

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Extraordinary Effects

New perimeter

Toll Roads - India

For comparison purposes, it is important to mention that H1 2017 results incorporates a new perimeter as a result of the following:

- The acquisition of the A4 Holding in September 2016, contributing with €223Mn in revenues and €95Mn in EBITDA for the period.
- The acquisition of the controlling stakes of Jadcherla Expressways Private Limited (JEPL) and Trichy Tollway Private Limited (TTPL) in India. The assets are fully consolidated from March 2017, contributing with €10Mn in revenues and ~€7Mn in EBITDA.
- The various transactions for the acquisition of minorities stakes in HIT up to 100% of its capital that added €62Mn to H1 2017 net income.

FX

	Average FX		Impact on Results	
	June 2017	Var. %	Revenues	EBITDA
€/BRL	3.44	16.8%	72	38
€/CLP	714.16	7.1%	17	13
€/ARS	16.99	-6.3%	-5	-2
€/USD	1.08	3.0%	2	1
Others	nm	nm	-2	-1

The appreciation of currencies in relation to the Euro in the countries where the company operates impacted H1 2017 figures. Average FX between periods increased by 16.8% for the Brazilian Real, 7.1% for the Chilean Peso while the Argentinean Peso dropped 6.3%. As a result, the group's consolidated revenues and EBITDA increased by €83Mn and €50Mn respectively.

Comparable basis

Toll Roads- Spain

Finally, for a better comparison between the periods, it's worth mentioning a number of non recurrent events:

- The revaluation of Autopista Central book value, following the acquisition of a majority stake that generated a gross positive impact of €293Mn on 2016's financial results.
- The end of certain tax exception in Acesa and Invicat since January 2017 in a total amount of €15Mn for the year, fully recognized in the Q1 2017 in accordance with the application of the IFRIC 21.
- The payment of €15Mn to Abertis as an indemnity from the Bolivian Government for the expropriation back in 2013 of its airport assets in the country.
- One-off addition of €7Mn from indemnities related to the delay of the AG-1 satellite launch provoked by external parties last year.

All in all, that explains the headline drop in Abertis' net income, which posted a 19% growth in a comparable basis

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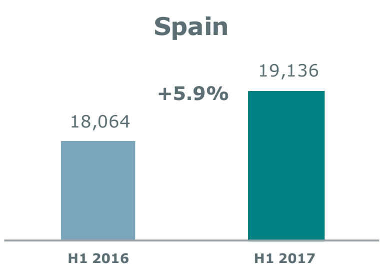
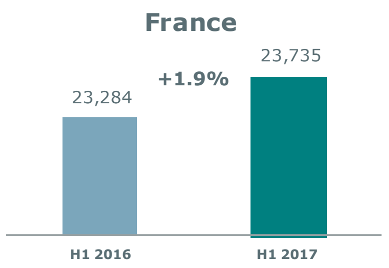
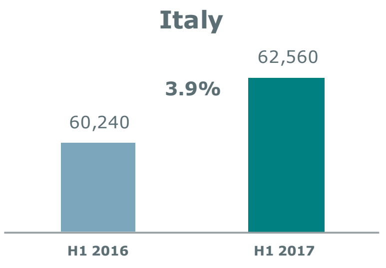
Activity

Toll Roads	KMS	Total ADT	H1 2017 Chg	Chg LV	Chg HV
Total Spain	**1,559**	**19,136**	+5.9%	+5.7%	+7.2%
Total France	**1,761**	**23,735**	+1.9%	+1.7%	+3.2%
Total Italy	**236**	**62,560**	+3.9%	+3.4%	+6.0%
Total Chile	**771**	**26,875**	+4.8%	+5.4%	+1.6%
Total Brazil	**3,250**	**17,930**	+2.0%	+2.6%	+0.7%
Total Puerto Rico	**90**	**66,722**	-0.2%	+0.2%	-9.4%
Total Argentina	**175**	**80,350**	-2.4%	-2.6%	-0.8%

ADT by Country







H1 2017 average daily traffic **(ADT)** is **above expectations** in Spain, France, Italy, Brazil and Chile, more than offsetting the activity slowdown in Argentina and Puerto Rico.

Traffic in **Spain grew** by **5.9%** amid a strong economic environment that can be especially noticed in the 7.2% evolution on heavy vehicles volumes. A strong Easter season and long holidays also supported the light vehicles figures that posted a 5.7% growth during the period.

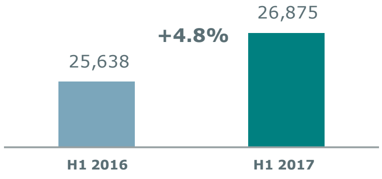
In **France**, ADT **expanded** by **1.9%** supported by a positive evolution of heavy vehicles that reached a 3.2% increase in the semester, partially due to the implementation of vehicles taxes in Belgium (Ecotax) that diverted traffic to France.

A4 Holding in **Italy** posted a **3.9% growth** with a strong contribution from heavy vehicles (+6.0%) together with the 3.4% increase in light vehicles volumes. It's worth noting that while the A4 toll road grew 3.4% in the period, the A31 recorded a 8.5% ADT expansion explained by its current ramp-up phase (the asset began to operate during 2015).

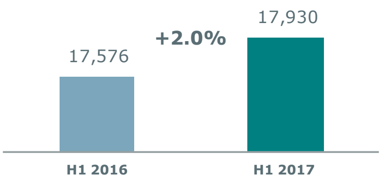
Activity

ADT by Country

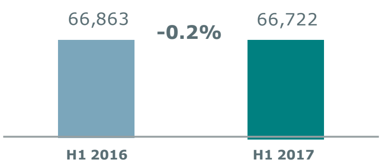
Chile



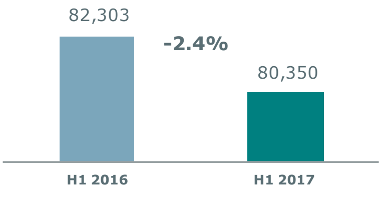
Brazil



Puerto Rico



Argentina



ADT in **Chile** accumulated **4.8% growth** in H1, benefited by the increased light vehicle sales in the country and a better inflow of tourists in Paso Los Libertadores that was closed for 27 days during 2016.

Traffic in **Brazil**, for the second quarter in a row, posted positive figures growing 2% in the period, due to the evolution of light vehicles (+2.6%) supported by good weather and more holidays.

As for **Puerto Rico**, traffic was slightly negative **(-0.2%)** mainly due to weak volumes during Easter and the current macroeconomic scenario of the island. In **Argentina**, tariff increases and strikes contributed to a **reduction** of **2.4%** of ADT during the period.

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Income Statement

€ Mn	H1 2017	Chg	L-f-L
TOTAL REVENUES	**2,698**	**20.3%**	**6.5%**
Operating expenses	-942	27.0%	
EBITDA	**1,757**	**17.0%**	**8.5%**
Depreciation	**-525**		
Amortization of revalued assets (PPA)	**-212**		
EBIT	**1,020**	**13.8%**	**11.6%**
Other financial results	-19		
Cost of debt	-350		
Share of profits of associates	10		
PROFIT BEFORE TAX	**661**		
Income tax expense	-185		
PROFIT FOR THE PERIOD	**476**		
Discontinued operations	17		
Attributable to minority interests	-77		
NET PROFIT	**415**	**-18.6%**	**19%**

H1 2017 total **revenues** posted a **20.3% growth** reaching **€2,698Mn** on the back of traffic increases in the company's main markets, tariff increases (in some cases higher than inflation), a new perimeter and the positive FX impacts (+€83Mn). Regarding the perimeter, A4 Holding in Italy added €223Mn in revenues and the newly acquired assets in India totaled another €10Mn after 4 months of consolidated results. On a **like-for-like basis**, revenues **grew by 6.5%.**

Operating expenses grew by **27%** as a result of changes in the perimeter (+€131Mn from Italy and India), FX (+€33Mn) and the expiration of certain tax benefits in Acesa and Invicat as of January 2017 representing an addition of €15Mn in expenses for the year, fully recognized in the Q1 2017. **L-f-L remained flat**, especially due to efficiencies initiatives.

As a result of the above, **EBITDA** rose by **17% totaling €1,757Mn**. On a **comparable basis**, (adjusted by FX, perimeter and the impact of the end of tax benefits in Spain), EBITDA **grew** by **8.5%** with a **130 bps margin expansion** to **67.1%.**

Perimeter, FX and higher investments in Brazil were responsible for the increase in total depreciation. Despite these, **EBIT** grew by 13.8% to **€1,020Mn**. On a **L-f-L** basis, EBIT improved by **11.6%.**

The **net financial expenses** associated with the company debt amounted to **€350Mn**, a **5.9% reduction**, even taking into consideration the increase of the company's gross debt which incorporated all the recent corporate transactions and FX impacts.

Other **financial results stood at -€19Mn** and the variation in comparison with H1 2016 has to do with the revaluation of the stake of Autopista Central that generated a positive gross impact of €293Mn last year.

Share of profits from associates stood at €10Mn. The reduction in relation to previous year is mainly related to a corporate tax in Italy that impacted the results from Cellnex during 2016.

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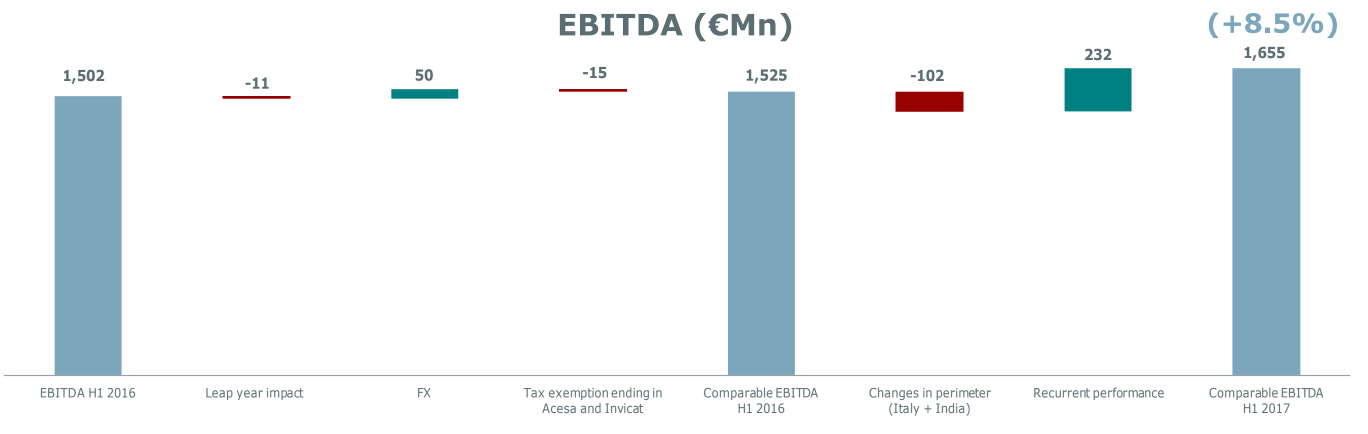
Income Statement

Income tax for the period reached €185Mn. In 2016 the corporate tax rate for Spain was reduced to 25% from 28%, in France it declined to 34.4% from 38% while in Chile from 22.5% to 24%. In Brazil, the corporate tax rate remained stable at 34% and as for Italy, the corporate tax rate stands at 28%.

Minority interests amounted to €77Mn in H1 2017. This corresponded mainly to the company's partners in HIT, Arteris, Hispasat, A4 Holding and Chile. The acquisition of minority stakes in HIT reduced around €62Mn in minorities for the period.

Net profit reached **€415Mn** and included the positive impact from the acquisition of minorities stakes in France (+€62Mn) and €15Mn one-off in indemnities from the Government of Bolivia to compensate for the expropriation of company's airports assets in the country back in 2013. On a **L-f-L basis** adjusting by these effects, FX and for the revaluation of Autopista Central during 2016, net profit posted a **growth** of **19%.**



Toll Roads- Italy

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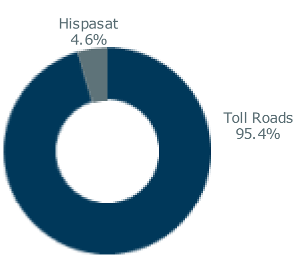
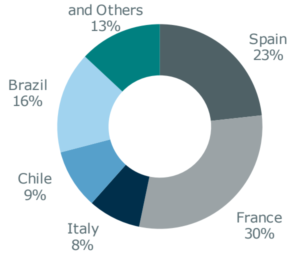
Income Statement

Toll Roads																
€ Mn		Chg		Chg		Chg		Chg		Chg		Chg		Chg		Chg
Total Revenues	627	4.9%	808	2.0%	223	nm	253	15.0%	432	34.0%	67	5.0%	110	21.8%	51	27.5%
Operating expenses	-137		-233		-128		-56		-209		-20		-78		-41	
EBITDA	489	3.1%	576	2.2%	95	nm	197	18.4%	223	41.6%	47	6.4%	32	11.3%	9	nm
% margin	78%		71%		43%		78%		52%		71%		29%		18%	
Depreciation	-129		-130		-54		-44		-106		-14		-5		-3	
EBIT	361		445		41		153		117		33		28		6	
% margin	58%		55%		18%		61%		27%		49%		25%		12%	
Amortization of revalued assets	-29		-40		-18		-66		-42		0		0		-4	
EBIT (2)	332	5.0%	405	3.3%	24	nm	88	31.8%	75	40.4%	33	8.4%	28	12.1%	3	nm
% margin	53%		50%		11%		35%		17%		49%		25%		4%	

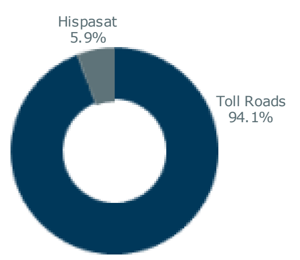
€ Mn		Chg		Chg		Chg	abertis	Chg
Total Revenues	2,572	20.9%	124	9.4%	2	4.6%	2,698	20.3%
Operating expenses	-903		-21		-18		-942	
EBITDA	1,669	16.2%	103	14.7%	-16		1,757	17.0%
% margin	65%		83%		nm		65%	
Depreciation	-485		-38		-2		-525	
EBIT	1,184		65		-18		1,232	
% margin	46%		52%		nm		46%	
Amortization of revalued assets	-198		-14		0		-212	
EBIT (2)	987	11.7%	51	30.0%	-18	nm	1,020	13.8%
% margin	38%		41%		nm		38%	

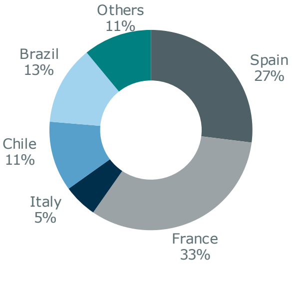
Revenues





EBITDA





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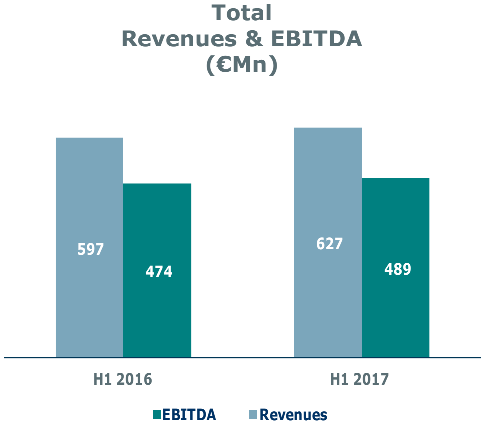
Toll Roads Spain

	H1 2017	Chg
ADT	19,136	5.9%
€Mn		
Total Revenues	627	4.9%
Operating expenses	-137	
EBITDA	489	3.1%
% margin	78.1%	
Depreciation	-129	
EBIT	**361**	
Amortization of revalued assets	-29	
EBIT (2)	332	5.0%
Operating capex	2	
Expansion capex - organic	3	



A strong traffic performance (+5.9%) was the main driver for the **4.9% growth** in **toll road's revenues** in Spain during 2017 to **€627Mn**, despite the average 0.2% tariff reduction which is pegged to inflation. **L-f-L revenues**, adjusting for the leap year in 2016, **grew** by **5.4%.**

Operating expenses were impacted by the full recognition in the first quarter of 2017 of a total annual amount of €15Mn related to the end of a tax exemption in Acesa and Invicat. Striping out this impact, **total expenses remained flat**, mainly due to a decline in personal expenses (headcount reduction) and other manageable costs, as part of the efficiency program being implemented.

The combination of top line growth and cost control were responsible for a **L-f-L EBITDA margin expansion** of **120bps** at **78%.** Headline **EBITDA** grew 3.1% (**+7.2%** on a **comparable basis**) totaling **€489Mn.**

Total depreciation and amortization registered a slight decline while the **EBIT** reached **€332Mn** with a 5% improvement or a **11.4% growth** on a **L-f-L** basis, adjusted by the already mentioned one-off tax impact this year.

Toll Roads Spain

	acesa		invicat		aumar		aucat		avasa	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	25,387	5.0%	51,048	5.2%	14,884	7.5%	24,018	8.0%	11,759	5.7%
%HV	24%	0.3	4%	0.2	15%	0.2	7%	0.2	12%	0.2
%ETC	86%	10	87%	15	71%	10	90%	0.7	87%	12
Total Revenues	**234**	4.2%	**58**	4.6%	**133**	6.0%	**46**	7.2%	**68**	4.9%
Operating expenses	-50		-11		-29		-9		-16	
EBITDA	**184**	-0.5%	**46**	1.0%	**104**	7.3%	**37**	10.7%	**52**	10.6%
%margin	78.5%	-4.6	80.2%	-2.9	78.2%	10	80.5%	2.6	76.3%	4.0
Depreciation	-36		-13		-33		-7		-17	
EBIT	**147**	0.3%	**33**	-0.4%	**71**	11.6%	**30**	13.4%	**35**	18.0%
%margin	63.0%	-2.4	57.3%	-2.8	53.5%	2.7	65.6%	3.6	51.6%	5.8
Amortization of revalued assets	0		0		0		0		-25	
EBIT (2)	**147**	0.3%	**33**	-0.4%	**71**	11.6%	**30**	13.4%	**10**	117.1%
%margin	63.0%	-2.4	57.3%	-2.8	53.5%	2.7	65.6%	3.6	14.6%	7.6

	iberpistas		castellana		tunels		Total Spain	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	21,615	7.0%	7,074	7.5%	15,815	5.0%	19,136	5.9%
%HV	13%	-0.2	7%	0.1	2%	0.0	16%	0.2
%ETC	74%	2.3	73%	2.0	93%	0.8	85%	12
Total Revenues	**54**	5.5%			**30**	4.8%	**627**	4.9%
Operating expenses	-12				-7		-137	
EBITDA	**42**	11.6%			**23**	4.4%	**489**	3.1%
%margin	78.7%	4.3	Castellana results are included in Iberpistas results		76.3%	-0.3	78.1%	-1.3
Depreciation	-14				-8		-129	
EBIT	**29**	18.3%			**15**	5.9%	**361**	4.6%
%margin	53.6%	5.8			50.5%	0.5	57.5%	
Amortization of revalued assets	0				-3		-29	
EBIT (2)	**29**	18.3%			**12**	7.7%	**332**	5.0%
%margin	53.6%	5.8			39.4%	11	53.0%	

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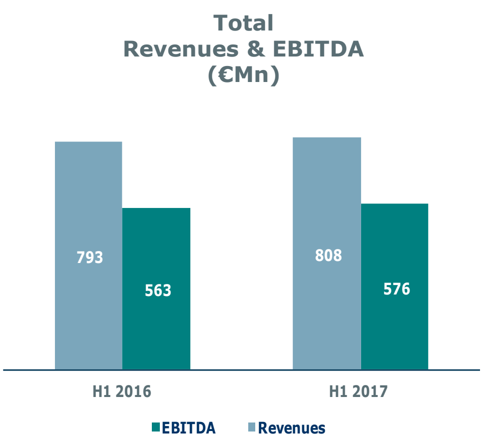
Toll Roads France

	H1 2017	Chg
ADT	23,735	19%
€Mn		
Total Revenues	808	2.0%
Operating expenses	-233	
EBITDA	576	2.2%
% margin	712%	
Depreciation	-130	
EBIT	**445**	
Amortization of revalued assets	-40	
EBIT (2)	405	3.3%
Operating capex	7	
Expansion capex - organic	35	



French **revenues** grew **2%** in the H1 2017 totaling **€808Mn.** The improvement was due to a combination of the 1.9% traffic growth and 0.6% tariff increase. Adjusting for the leap year, revenues grew by **2.5%.**

Operating expenses remained flat on the back of initiatives such as the automation of tolling operations that reduced the headcount and thus personnel costs.

As a result, **EBITDA increased** by **2.2% (+3.6% L-f-L)** to **€576Mn** with a **margin expansion of 80bps** at **71.2%.**

Depreciation and amortization were slightly below the previous year which coupled with the aforementioned effects resulted in a **3.3% growth** in **EBIT (+4.2% L-f-L)** to **€405Mn.**

Since the beginning of the year, **Abertis** has reinforced **its position in France**, increasing its stake in Holding d'Infrastructures de Transports (HIT), which controls 100% of Sanef. Through **acquisitions from minority shareholders** Abertis increased its participation in HIT from 52.55% (end of 2016) to achieve its currently full control (100%). As a result, given that HIT is already fully consolidated in Abertis' accounts, the main P&L impact its being generated at the Net Profit level as a result of lower minorities and will be accretive of more than €100Mn in 2017 (€62Mn in H1 2017). These acquisitions demonstrate the company's ability to deliver growth within its existing asset base with financial discipline, increases the company's average portfolio duration and provides it with access to a greater dividend stream from France.

Additionally, in January, Abertis reached an agreement with the French Government to deliver road improvements for €147Mn (including subsidies) that will be compensated with a yearly tariff increase of between 0.27% for Sanef and 0.40% for SAPN from 2019 until 2021.

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Toll Roads France

	Sanef		SAPN		Others		Total France	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	23,284	1.3%	29,075	4.0%			23,735	1.9%
%HV	11.9%	1.8	11.2%	-0.1			11.7%	0.2
%ETC	98%	1.0	92%	3.9			96%	2.0
Total Revenues	**586**	**1.5%**	**201**	**5.0%**	**21**	**-11.1%**	**808**	**2.0%**
Operating expenses	-165		-51		-17		-233	
EBITDA	**422**	**0.9%**	**149**	**6.9%**	**4**	**-19.6%**	**576**	**2.2%**
% margin	71.9%	-0.4	74.5%	1.3	20.6%	-2.2	71.2%	0.1
Depreciation	-89		-39		-2		-130	
EBIT	**333**	**1.3%**	**110**	**9.7%**	**3**	**-32.6%**	**445**	**3.0%**
% margin	56.7%	-0.1	54.8%	2.3	12.3%	-3.9	55.1%	
Amortization of revalued assets	-35		-6		0		-40	
EBIT (2)	**298**	**1.5%**	**104**	**10.3%**	**3**	**-32.6%**	**405**	**3.3%**
% margin	50.8%	0.0	51.9%	2.5	12.3%	-3.9	50.1%	

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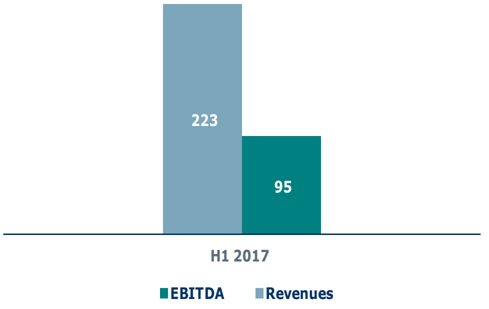
Toll Roads Italy

	H1 2017	Chg
ADT	62,560	3.9%
€Mn		
Total Revenues	223	nm
Operating expenses	-128	
EBITDA	95	nm
% margin	42.6%	
Depreciation	-54	
EBIT	**41**	
Amortization of revalued assets	-18	
EBIT (2)	24	nm
Operating capex	0	
Expansion capex - organic	11	

Total Revenues & EBITDA (€Mn)



A4 Holding in Italy generated **€223Mn** in **revenues** in the first semester of 2017 supported by a 3.9% traffic increase (with a positive vehicle mix impact due to more heavy vehicles) and the 1.6% tariffs increase. Out of the total revenue, 75% are related to the toll road activities.

EBITDA stood at **€95Mn** (~87% from toll roads) with a margin of 42.6%. It is important to mention that the consolidated margin incorporates other non toll road assets with lower margins.

Abertis is committed to an important investment plan in Italy for the next years through the expansion of the A31 toll road that will be remunerated trough a guaranteed return mechanism (RAB) to be compensated trough tariffs.

In February of 2017, Abertis reinforced its presence in the Italian market through the acquisition of an additional 8.53% stake in A4 Holding thus increasing its control of the group to 59.93% from 51.4%. During May the company reached an agreement to acquire an additional 22.52% stake in the asset to achieve a 85.36% in its share capital. These acquisitions will have a positive impact on Abertis' Net Profit as a result of lower minorities, and allow the company to have greater access to the dividend stream from Italy.

In May 2017, in line with its strategic plan, Abertis disposed Infracom (transaction pending closing), a non core asset related to telecom services within the A4 group for a total amount of €58Mn.

Toll Roads Italy

	Total Italy	
	H1 2017	Chg
ADT	62,560	3.9%
%HV	18%	0.4
%ETC	84%	4.3
Total Revenues	**223**	**nm**
Operating expenses	-128	
EBITDA	**95**	**nm**
% margin	42.6%	nm
Depreciation	-54	
EBIT	**41**	**nm**
% margin	18.4%	
Amortization of revalued assets	-18	
EBIT (2)	**24**	**nm**
% margin	10.6%	

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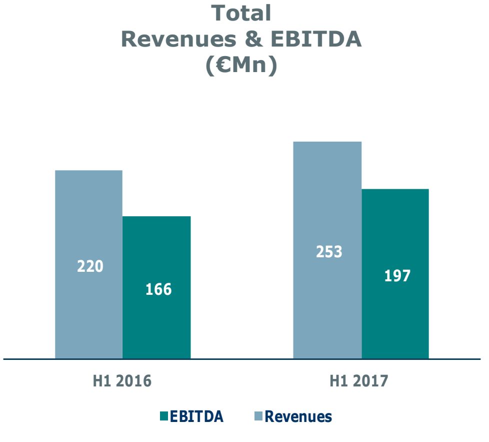
Toll Roads Chile

	H1 2017	Chg
ADT	26,875	4.8%
€Mn		
Total Revenues	253	15.0%
Operating expenses	-56	
EBITDA	**197**	18.4%
% margin	77.9%	
Depreciation	-44	
EBIT	**153**	
Amortization of revalued assets	-66	
EBIT (2)	**88**	31.8%
Operating capex	1	
Expansion capex - organic	42	



Abertis' portfolio in Chile totaled **€253Mn** in **revenues** during H1 2017 with a headline **growth** of **15%** as a result of the evolution of traffic (+4.8%), average tariff increases (+4.7%) and the revaluation of the Chilean Peso (+7.1%). **L-f-L** revenues grew **7.4%.**

Adjusting for the FX appreciation, total **expenses remained flat,** mainly due to the reduction of personnel costs with the optimization of the structure of the assets. As a result (and together with the top line growth), **EBITDA** for the period reached **€197Mn**, **up 18.4%. L-f-L** EBITDA **grew 9.5%** with **160bps of margin expansion** to **78%.**

EBIT reached **€88Mn** with a **31.8% improvement** a **20% growth L-f-L**.

During June 2017, the company collected the deferred payment from ADIA (~€100Mn) as a remainder part of the acquisition of 20% Abertis' Chilean portfolio during 2016.

In Chile, Abertis is currently discussing with the central government potential new investments to be compensated with contract extensions.

Toll Roads Chile

	Rutas		Elqui		Libertadores		A. del Sol	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	36,153	5.8%	7,357	5.3%	19,939	7.0%	41,693	5.7%
%HV	13%	0.2	33%	-2.6	10%	-0.2	10%	-0.5
%ETC	18%	5.7	0%	0.0	18%	1.4	17%	1.2
Total Revenues	**58**	**17.3%**	**19**	**7.7%**	**18**	**11.0%**	**25**	**6.3%**
Operating expenses	-12		-6		-5		-7	
EBITDA	**47**	**18.6%**	**13**	**18.9%**	**13**	**1.3%**	**18**	**-6.5%**
%margin	80.0%	0.9	70.6%	6.7	73.0%	-7.0	70.2%	-9.6
Depreciation	-12		-2		-2		-3	
EBIT	**35**	**20.4%**	**11**	**20.7%**	**11**	**-0.4%**	**14**	**-9.4%**
%margin	59.3%	1.5	59.9%	6.4	62.5%	-7.2	57.6%	-10.0
Amortization of revalued assets	-4		0		-3		-4	
EBIT (2)	**30**	**22.3%**	**11**	**20.7%**	**8**	**-3.5%**	**11**	**-13.9%**
%margin	52.1%	2.1	59.9%	6.4	44.1%	-6.6	43.3%	-10.1

	Los Andes		Autopista Central		Total Chile	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	9,388	3.5%	86,418	2.3%	26,875	4.8%
%HV	13%	-1.4	14%	-0.5	14%	-0.5
%ETC	0%	0.0	100%	0.0	84%	0.1
Total Revenues	**11**	**14.7%**	**119**	**15.3%**	**253**	**15.0%**
Operating expenses	-5		-22		-56	
EBITDA	**6**	**-2.1%**	**97**	**18.0%**	**197**	**18.4%**
%margin	53.5%	-9.2	81.5%	1.9	77.9%	2.2
Depreciation	-3		-19		-44	
EBIT	**3**	**-13.4%**	**78**	**19.6%**	**153**	**20.3%**
%margin	23.9%	-7.8	65.9%	2.4	60.6%	
Amortization of revalued assets	-1		-54		-66	
EBIT (2)	**2**	**-18.2%**	**24**	**58.6%**	**88**	**31.8%**
%margin	18.3%	-7.4	20.4%	5.6	34.6%	

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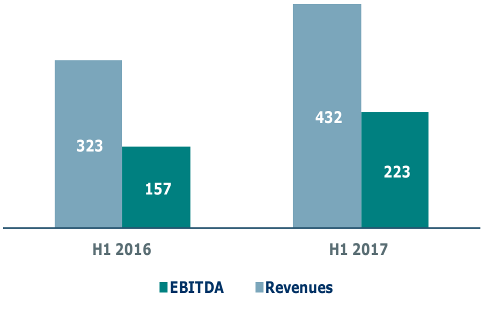
Toll Roads Brazil

	H1 2017	Chg
ADT	17,930	2.0%
€Mn		
Total Revenues	432	34.0%
Operating expenses	-209	
EBITDA	**223**	41.6%
% margin	51.5%	
Depreciation	-106	
EBIT	117	
Amortization of revalued assets	-42	
EBIT (2)	**75**	40.4%
Operating capex	17	
Expansion capex - organic	260	

Total Revenues & EBITDA (€Mn)



Arteris in Brazil posted **a 34% growth** in **revenues totaling €432Mn** in the H1 2017. This improvement was due to the positive traffic evolution (+2.0%), tariff increases (average of 12.3% – the federal roads posted an average of 16.4% tariff increases partly for contract economic rebalances), and the appreciation of the Brazilian Real (+16.8% in the period, adding €72Mn in revenues). On a **comparable basis**, revenues grew **12.1%**.

EBITDA grew 41.7% to **€223Mn**. Operating expenses remained flat in the same comparable basis due to efficiencies and **L-f-L** EBITDA posted a **18.6% growth** with a **margin expansion** of **280bps** to **51.5%.**

EBIT totaled **€75Mn**, **up 40.8%**, despite an increase in depreciation due to FX and more investments in the network. **L-f-L** EBIT was **19.2%** higher than the previous year.

Most of the group's expansion capex was deployed in growth projects in Brazil, especially in the federal network, with accretive returns and the addition of road capacity that will generate traffic uplifts in the near future. On top of that, the country continues to be a target market with ongoing negotiations with the government for additional investments in exchange for contract compensations. The company is also studying opportunities in terms of new tenders and during April won the tender offer of **Rodovia dos Calçados**, a 720-kilometer highway in the state of São Paulo that incorporates the current Autovias concession and additional stretches.

As an update on tariffs, on 1st of July the São Paulo granting agency authorized tariff increases for the state concessions, on average an addition of 1.6% according with the inflation (IGPM) for the period.

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Toll Roads Brazil

	Fluminense		Fernao Dias		Regis Bittencourt		Litoral Sul		Planalto Sul		Arteris Federais	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	14,934	-1.5%	24,569	2.1%	21,165	2.5%	36,003	4.3%	6,630	-1.1%	21,151	2.3%
%HV	20%	-1.5	34%	0.0	53%	0.2	27%	-0.2	36%	-1.0		
%ETC	38%	-2.3	42%	0.1	51%	-0.2	34%	0.5	32%	-0.2		
Total Revenues	**28**	**28.5%**	**46**	**43.7%**	**56**	**46.1%**	**45**	**41.8%**	**20**	**35.5%**	**195**	**40.6%**
Operating expenses	-16		-26		-25		-25		-12		-104	
EBITDA	**12**	**38.2%**	**20**	**155.5%**	**31**	**75.8%**	**20**	**69.2%**	**8**	**109.7%**	**92**	**82.9%**
%margin	43.1%	3.0	43.9%	19.2	55.5%	9.4	43.9%	7.1	41.6%	14.7	46.9%	
Depreciation	-10		-15		-16		-12		-9		-62	
EBIT	**2**	**-32.1%**	**6**	**nm**	**15**	**73.7%**	**7**	**66.3%**	**-1**	**83.9%**	**29**	**nm**
%margin	7.7%	-6.8	12.2%	19.1	27.5%	4.4	15.9%	2.3	-5.3%	-1.4	15.0%	
Amortization of revalued assets	0		0		-2		0		0		-2	
EBIT (2)	**2**	**-32.1%**	**5**	**nm**	**13**	**85.9%**	**7**	**66.3%**	**-1**	**83.9%**	**27**	**93.0%**
%margin	7.7%	-6.8	11.9%	19.1	23.9%	5.1	15.9%	2.3	-5.3%	-1.4	13.9%	

	Autovias		Centrovias		Intervias		Via Norte		Arteris Estaduais		Total Brazil	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	11,569	1.5%	14,092	1.3%	9,916	1.0%	14,279	1.0%	12,058	1.2%	17,930	2.0%
%HV	24%	-2.8	27%	-1.9	27%	-0.8	23%	-0.2			32%	-0.5
%ETC	58%	-0.2	61%	-0.7	57%	0.0	54%	-0.1			46%	-0.2
Total Revenues	**52**	**29.5%**	**55**	**28.0%**	**60**	**30.6%**	**48**	**28.3%**	**216**	**29.2%**	**432**	**34.0%**
Operating expenses	-23		-26		-21		-19		-89		-209	
EBITDA	**29**	**44.5%**	**30**	**0.0%**	**39**	**37.1%**	**29**	**20.7%**	**128**	**23.9%**	**223**	**41.6%**
%margin	55.2%	5.7	53.9%	-15.1	65.7%	3.1	60.6%	-3.8	59.0%		51.5%	2.7
Depreciation	-13		-9		-5		-14		-42		-106	
EBIT	**16**	**47.3%**	**20**	**-9.6%**	**34**	**35.3%**	**16**	**14.1%**	**86**	**19.0%**	**117**	**32.7%**
%margin	30.2%	3.6	36.8%	-15.4	56.7%	1.9	32.4%	-4.0	39.8%		27.1%	
Amortization of revalued assets	-8		-11		-15		-6		-40		-42	
EBIT (2)	**8**	**91.3%**	**10**	**-29.0%**	**19**	**49.8%**	**10**	**10.5%**	**46**	**64.0%**	**75**	**40.4%**
%margin	15.0%	4.8	17.6%	-14.1	32.0%	4.1	19.7%	-3.2	21.4%		17.4%	

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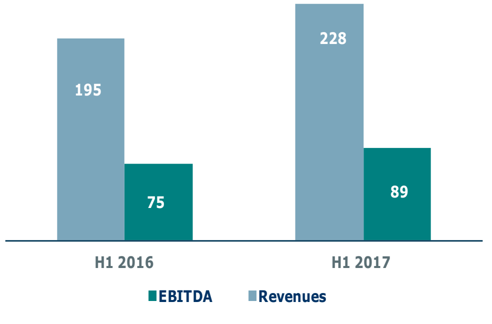
Toll Roads International

	H1 2017	Chg
ADT	75,723	-17%
€Mn		
Total Revenues	228	17.1%
Operating expenses	-139	
EBITDA	89	19.3%
% margin	39.1%	
Depreciation	-22	
EBIT	**67**	
Amortization of revalued assets	-4	
EBIT (2)	**63**	14.4%
Operating capex	2	
Expansion capex - organic	5	

Total Revenues & EBITDA (€Mn)



Puerto Rico: Metropistas and APR contributed a total of **€67Mn in revenues (+5%)** and **€47Mn** in **EBITDA (+6.4%).**

Argentina: Totaled **€110Mn** in **revenues** and **€32Mn** in **EBITDA** in the period. Like-for-like growth, adjusting for FX effects (6.3% devaluation of the Argentinean Peso), reached **29.5%** and **18.7%** respectively, mainly supported by the **36.8% tariff increase** in the period.

In June, **GCO** signed a memorandum that formally initiates the process to extend its concession contract by 12 years for the recognition of pending rebalances and an additional USD$250Mn investment plan to improve the current road network which will be financed by future concession revenues.

India: After the acquisition of two toll road assets in the country, the 4 months of operations consolidated by Abertis added ~€10Mn in revenues and ~€7Mn in EBITDA.

Emovis: Abertis tolling technology subsidiary operates in Europe and America and generated **€39Mn** in **revenues** and **€3Mn** in **EBITDA** during H1 2017 through the management of toll road systems.

Toll Roads International

	gco		ausol		metropistas	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	73,187	-5.8%	83,721	-0.9%	68,003	-0.2%
%HV	12%	0.3	13%	3.1	4%	-0.4
%ETC	32%	3.6	49%	9.3	100%	0.0
Total Revenues	**48**	**32.8%**	**62**	**14.6%**	**57**	**5.3%**
Operating expenses	-32		-46		-18	
EBITDA	**16**	**62.4%**	**16**	**-14.8%**	**40**	**7.4%**
%margin	33.1%	6.0	26.1%	-9.0	69.2%	14
Depreciation	-3		-2		-13	
EBIT	**13**	**77.8%**	**14**	**-16.6%**	**26**	**10.5%**
%margin	27.8%	7.0	22.9%	-8.6	45.6%	2.2
Amortization of revalued assets	0		0		0	
EBIT (2)	**13**	**77.8%**	**14**	**-16.6%**	**26**	**10.5%**
%margin	27.8%	7.0	22.9%	-8.6	45.6%	2.2

	apr		EMOVIS(*)		T. Roads Int.	
	H1 2017	Chg	H1 2017	Chg	H1 2017	Chg
ADT	16,773	-0.7%	nm	nm	75,723	-17%
%HV	2%	0.1	nm			
%ETC	87%	15	nm			
Total Revenues	**10**	**3.4%**	**39**	**-3.4%**	**228**	**17.1%**
Operating expenses	-2		-36		-139	
EBITDA	**8**	**1.4%**	**3**	**117.3%**	**89**	**19.3%**
%margin	79.6%	-16	6.5%	3.6	39.1%	0.8
Depreciation	-1		-1		-22	
EBIT	**7**	**1.0%**	**2**	**nm**	**67**	**19.5%**
%margin	70.8%	-17	4.9%	3.3	29.3%	0.6
Amortization of revalued assets	0		0		-4	
EBIT (2)	**7**	**1.0%**	**1**	**nm**	**63**	**14.4%**
%margin	70.8%	-17	3.8%	-13.7	27.7%	

(*) Former ITS

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Hispasat

€Mn	H1 2017	Chg
Total Revenues	124	9.4%
Operating expenses	-21	
EBITDA	103	14.7%
Margin	83.1%	
Depreciation	-38	
EBIT	**65**	
Amortization of revalued assets	-14	
EBIT (2)	**51**	30.0%
Operating capex	1	
Expansion capex - organic	31	

Revenues rose **9.4%** to **€124Mn** basically due to a positive FX effect from the Americas and the one-off addition (€7Mn) from indemnities related to the delay of the AG-1 launch provoked by external parties last year. L-f-L revenues without taking into consideration exceptional items increased 1%.

EBITDA increased **14.7%** due to FX and the one-off mentioned above. L-f-L EBITDA grew 1%.

At the end of January, AG-1 was successfully launched, thus increasing the current fleet to eight satellites. It started operating at the end of the first semester. This is the first launch of the three planned throughout the year, which will ultimately provide greater capacity to the existing fleet. The impact on the income statement associated to the new capacity will be seen as the year progresses.

On 19 May, Abertis reached an agreement with Eutelsat to acquire its 33,69% stake in Hispasat for €302Mn to reach up to 90.74%. The transaction is subject to the approval of the Spanish Council of Ministers and other customary conditions precedent.

Hispasat

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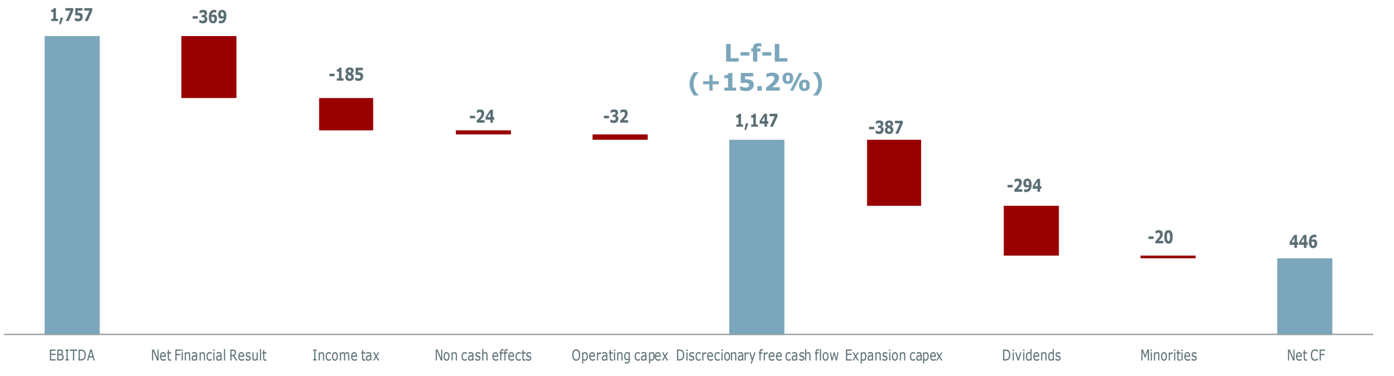
Cash Flow



Abertis' **discretionary free cash flow** (after financial results, income tax, and operating capex) totaled **€1,147Mn**. On a like-for-like basis, it grew by **15.2%.** The improvement was mainly supported by the company's EBITDA growth and financial results decrease.

The cash generation adequately covered the company's expansion capex and the April dividend payment. The capacity of Abertis to generate cash flows is a key driver to maintain the company's commitment toward its dividend policy throughout the year.

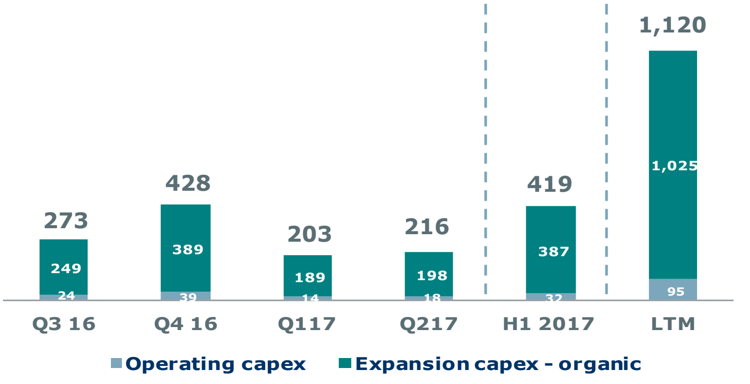
The net cash flow after investments stood at €446Mn.

Toll roads - Spain

Capex

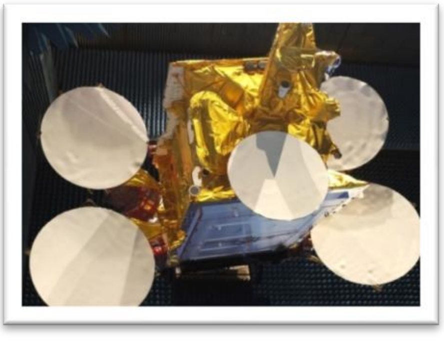
€ Mn	Operating	Expansion
Spain	2	3
France	7	35
Italy	0	11
Chile	1	42
Brazil	17	260
Others	4	5
Toll Roads	**31**	**356**
Telecom	**1**	**31**
Holding	**0**	**0**
Total	**32**	**387**

Total Capex €Mn



Toll Roads - Brazil

Toll Roads - Brazil



Hispasat

During H1 2017, operating capex amounted to **€32Mn**. The main investments were in Brazil (€17Mn for renovation and modernization of the existing network) and France (€7Mn).

Expansion capex amounted to **€387Mn** during the period, in line with the guidance for the whole year:

Toll roads: €356Mn, mainly due to the capex program in Brazil (€260Mn), the increase of capacity from some concessions in Chile (€42Mn) and the Plan Relance execution in France (€35Mn).

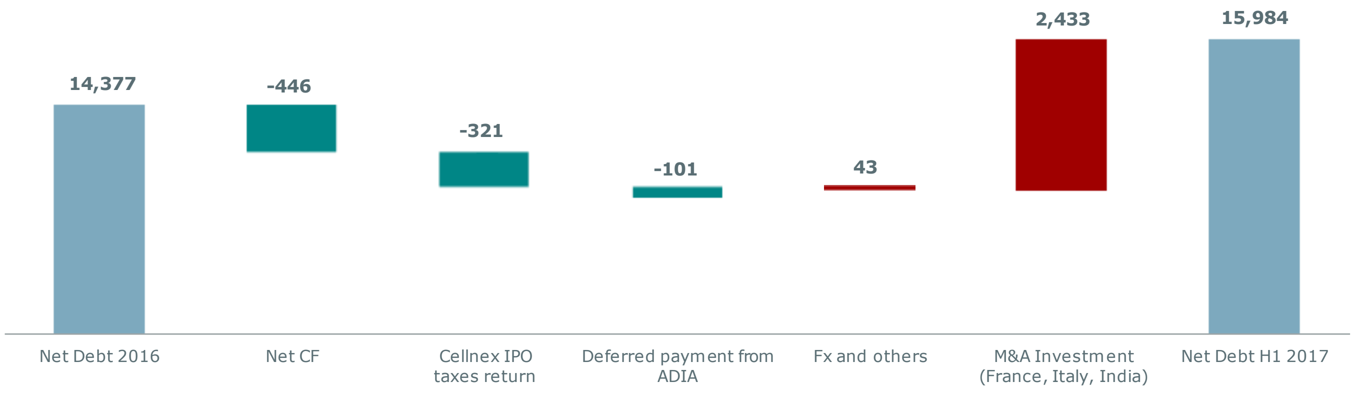
Regarding the major capex program in Brazil, the following investments can be highlighted:

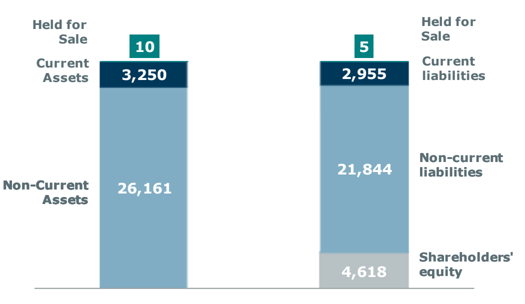
> **Serra do Cafezal:** 30.5-km duplication of the Régis Bittencourt BR-116/SP highway, between the cities of Juquitiba and Miracatu. At present, there are 24.2 km constructed in two segments, 79% of the total.
>
> **Florianopolis beltway:** construction of two roads with two lanes in each direction for 47.3km, which aims to be the alternative route in the Florianopolis metropolitan area. Currently, it is in an early stage of construction.

Hispasat: €31Mn, mainly for the construction of two new satellites: Amazonas 5 and Hispasat 1F.

In H1 2017 Results, the acquisition of minorities in France in order to reach 100% stake in HIT, part of the stake increase in A4 Holding and the closing of the Indian transaction are placed in the line called **"M&A investments"**.

Balance Sheet





The **most significant changes** in the balance sheet as of 30 June 2017 vs. December 2016 result mainly from lower cash and equivalents due to the acquisition of minorities in France and Italy and Indian assets.

Net Debt stood at €15,984 Mn at the end of June, a €1,607Mn increase vs. 31 December 2016, mainly as a result of the acquisition of minorities in France and Italy, together with the Indian assets (€2,433Mn), and FX and others (€43Mn). The cash flow generated during the period (€446Mn), driven by the solid performance of the company and the opex and capex efficiencies, the Cellnex IPO tax return (€321Mn) and the deferred payment from ADIA (€101Mn), partly mitigated the above effects. The average cost of debt declined to 4.2% vs. 4.8% at the end of 2016 and the Net Debt/EBITDA reached 4.4x, which means the same level as December 2016 (4.4x).

As of 30 June 2017, **cash** at consolidated level stood at **€1,873Mn (€68Mn at HoldCo.)**.

€ Mn	2016	H1 2017
Net debt	14,377	**15,984**
Cash and equivalents	2,529	**1,873**
Cash at Holding	*763*	68
Average cost of debt	4.8%	4.2%
Average maturity (yr)	5.9	5.5
Non-recourse debt	66%	60%
Long-term debt	90%	93%
Fixed rate debt	90%	78%
Bank debt	29%	38%
Capital markets	71%	62%
Debt in Spain	39%	45%
Undrawn credit lines	3,431	3,172

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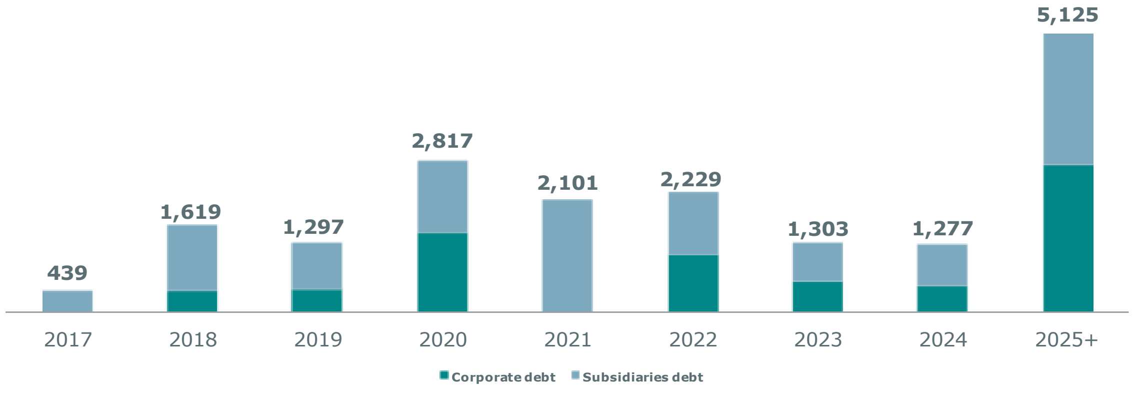
Balance Sheet

Maturities Profile (€Mn)



	2017	2018	2019	2020	2021	2022	2023	2024	2025+
Spain	51	554	561	1,610	100	1,391	666	534	2,766
France	24	620	320	258	1,722	265	363	456	1,550
Italy	40	57	35	645	9	29	0	0	0
Chile	53	149	179	176	124	109	116	146	399
Brazil	257	216	175	99	105	113	118	97	101
Others	14	22	26	29	41	322	41	44	309
	439	**1,619**	**1,297**	**2,817**	**2,101**	**2,229**	**1,303**	**1,277**	**5,125**

Geographical Debt Distribution

	Toll Roads								Hispasat	Holding
€ Mn										
Gross debt	**549**	**5,482**	**808**	**1,325**	**1,286**	**742**	**0**	**89**	**387**	**7,188**
Net debt	**506**	**4,804**	**503**	**727**	**1,202**	**715**	**-3**	**62**	**347**	**7,120**
Average cost of debt	**2.7%**	**4.0%**	**2.3%**	**4.9%**	**12.0%**	**6.2%**	**nm**	**9.6%**	**2.1%**	**2.1%**
Fixed rate debt	64%	98%	74%	87%	65%	91%	nm	41%	73%	**64%**
Average maturity (yr)	4.3	5.4	2.6	5.6	3.4	8.2	nm	4.2	3.3	**6.2**
Cash and equivalents	43	679	305	598	85	26	3	27	40	**68**
Net Debt/ EBITDA	**0.5**	**4.2**	**2.2**	**1.9**	**2.8**	**7.7**	**nm**	**2.6**	**1.8**	**nm**

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

Annex I: P&L, Balance Sheet & Cash Flow

P&L (€ Mn)	H1 2016	H1 2017	Chg
Revenues	**2,243**	**2,698**	**20.3%**
Toll Roads	2,128	2,572	20.9%
Hispasat	114	124	9.4%
Holding	2	2	4.6%
Operating expenses	-741	-942	
EBITDA	**1,502**	**1,757**	**17.0%**
% margin	67.0%	65.1%	
Toll Roads	1,436	1,669	16.2%
% margin	67.5%	64.9%	
Hispasat	90	103	14.7%
% margin	79.3%	83.1%	
Holding	-25	-16	-35.3%
% margin	n/a	n/a	
Depreciation	-426	-525	
Toll Roads	-387	-485	
Hispasat	-37	-38	
Holding	-2	-2	
EBIT	**1,076**	**1,232**	
% margin	48.0%	45.7%	
Toll Roads	1,049	1,184	
% margin	49.3%	46.1%	
Hispasat	53	65	
% margin	46.9%	52.3%	
Holding	-26	-18	
% margin	n/a	n/a	
Amortization of revalued assets	-180	-212	
Toll Roads	-165	-198	
Hispasat	-14	-14	
Holding	0	0	
EBIT (2)	**896**	**1,020**	
% margin	40.0%	37.8%	
Toll Roads	884	987	
% margin	41.5%	38.4%	
Hispasat	39	51	
% margin	34.5%	41.0%	
Holding	-26	-18	
% margin	n/a	n/a	
Other financial results	218	-19	
Cost of debt	-372	-350	
Share of profits (losses) of associates	21	10	
PROFIT BEFORE TAX	**763**	**661**	
Income tax expense	-165	-185	
PROFIT FOR THE PERIOD	**598**	**476**	
Discontinued operations	0	17	
Attributable to minority interests	-88	-77	
NET ATT. PROFIT	**510**	**415**	**-18.6%**

Annex I: P&L, Balance Sheet & Cash Flow

CF (€ Mn)	H1 2016	H1 2017	Chg
EBITDA	1,502	1,757	17.0%
Net Financial result	-154	-369	
Income tax expense	-165	-185	
Cash flow	**1,184**	**1,203**	**1.6%**
Adjust. & non cash effects	-270	-24	
Asset Disposals	0	0	
Gross operating cash flow	**914**	**1,179**	**29.0%**
Operating capex	-29	-32	
Discretionary cash flow	**884**	**1,147**	**29.7%**
Dividends	-312	-294	
Payments to minorities	-109	-20	
Free cash flow II	**463**	**833**	
Expansion capex - organic	-382	-387	
Free cash flow	**81**	**446**	

Balance (€ Mn)	2016	H1 2017	Chg
Assets			
Property, plant and equipment	1,603	1,561	-42
Intangible assets	20,903	20,277	-626
Investments & other fin. assets	4,281	4,324	43
Non-current assets	**26,788**	**26,161**	**-627**
Trade and other receivables	1,436	1,127	-309
Others	383	250	-133
Cash	2,529	1,873	-656
Current assets	**4,348**	**3,250**	**-1,098**
Assets held for sale	**50**	**10**	**-40**
Total assets	**31,186**	**29,421**	**-1,765**
Equity & Liabilities			
Share capital	2,971	2,971	0
Reserves and Minority interest	3,929	1,646	-2,283
Shareholder's equity	**6,901**	**4,618**	**-2,283**
Loans and borrowings	15,210	16,658	1,448
Other liabilities	5,348	5,185	-163
Non-current liabilities	**20,558**	**21,844**	**1,286**
Loans and borrowings	1,695	1,199	-496
Trade and other payables	1,988	1,756	-232
Current liabilities	**3,683**	**2,955**	**-728**
Liabilities held for sale	**44**	**5**	**-39**
Total equity and liabilities	**31,186**	**29,421**	**-1,765**

Annex II: Alternative Performance Measures

An Alternative Performance Measure (APM) is a financial measure of historical or future financial performance, financial position, or cash flows, other than a financial measure defined or specified in the applicable financial reporting framework.

Abertis considers that there are certain APMs, which are used by the Group's Management in making financial, operational and planning decisions, which provide useful financial information that should be considered in addition to the financial statements prepared in accordance with the accounting regulations that applies (IFRS-EU), in assessing its performance. These APM are consistent with the main indicators used by the community of analysts and investors in the capital markets.

In this sense, and in accordance with the provisions of the Guide issued by the European Securities and Markets Authority (ESMA), in force since July 3rd, 2016, on the transparency of Alternative Performance Measures, Abertis below provides information concerning those APMs it considers significant: EBIT, EBITDA, Gross and Net Financial Debt, Operating and Organic Expansion CAPEX, and Discretionary Cash Flow.

Definitions

EBIT (Earnings Before Interests and Taxes): it is the operating result before interest and taxes.

Its value (€1,020Mn at the end of June 2017) meets the headline "Profit (loss) from operations" in the consolidated P&L statement of the Consolidated Condensed Interim Financial Statements.

EBITDA (Earnings Before Interests, Taxes, Depreciations and Amortizations): it is defined as the gross operating result before amortizations and impairments / provisions. Its calculation formula is as follows:

EBITDA = EBIT + Amortizations + Provisions

The Company uses EBITDA as an operating performance indicator as it is considered a measure that best represents the cash generation of its business units and which is widely used as an evaluation metric among analysts, investors, rating agencies and other stakeholders. At the same time, it is important to highlight that EBITDA is not a measure adopted in accounting standards and, therefore, should not be considered an alternative to cash flow as an indicator of liquidity. EBITDA does not have a standardized meaning and, therefore, cannot be compared to the EBITDA of other companies.

As of 30 June 2017, its value amounts to €1,757Mn (€1,502Mn at the end of June 2016) and is not explicitly detailed in the Consolidated Condensed Interim Financial Statements. According to the detailed calculation formula, its value as of June 2017 and June 2016 respectively would be obtained as follows:

(amounts expressed in thousand €)	**June 2017**	**June 2016**
Profit (loss) from operations	1,020,037	896,346
+ Depreciation and amortisation charge	736,670	605,680
+ Change in provisions for impairment losses	-	-
EBITDA	**1,756,707**	**1,502,026**

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Annex II: Alternative Performance Measures

GROSS FINANCIAL DEBT (GFD):

GFD = Bank loans + Bonds and other loans

The Gross Financial Debt (€17,857Mn at the end of June 2017) neither considers the borrowings from companies accounted for using the equity method nor the interest on loans and bonds nor other liabilities.

Its definition matches the one detailed in Note 12 of the Consolidated Condensed Interim Financial Statements at 30 June 2017.

(amounts expressed in thousand €)	**June 2017**	**December 2016**
Bank loans	6,954,717	5,004,033
Bonds and other loans	10,902,259	11,901,826
GROSS FINANCIAL DEBT	**17,856,976**	**16,905,859**

NET FINANCIAL DEBT (NFD):

NFD = Gross financial debt – Cash & equivalents(1)

(1) Includes effective cash, demand deposits on credit institutions and short term investments of high liquidity with maturity not longer than three months.

Its definition matches the one detailed in Note 12 of the Consolidated Condensed Interim Financial Statements as of 30 June 2017, with a value stated at said closing of €15,984Mn.

Together with the Gross Financial Debt, the Company uses the Net Financial Debt as a measure of its solvency and liquidity as it indicates the current cash and equivalents in relation to its total debt liabilities. From the net debt, common used metrics are calculated such as the Net Financial Debt x EBITDA multiple which is frequently used by analysts, investors and rating agencies as an indication of financial leverage.

(amounts expressed in thousand €)	**June 2017**	**December 2016**
Gross Financial Debt	17,856,976	16,905,859
- Cash and cash equivalents	(1,872,821)	(2,529,129)
DEUDA FINANCIERA NETA	**15,984,155**	**14,376,730**

OPERATING CAPEX: it corresponds to all maintenance and improvement investments of infrastructures, equipment and other elements that do not represent an increase of revenues.

We consider this an important indicator representing the minimum periodic amount disbursed in our highways to preserve its required service level, road safety and maintenance of satisfactory pavement requirements in order to keep the assets in perfect conditions until the end of its respective concession lives.

Its value is not explicitly detailed in the Consolidated Condensed Interim Financial Statements as of 30 June 2017.

Annex II: Alternative Performance Measures

ORGANIC EXPANSION CAPEX: it corresponds to the organic expansion investments that involve an increase of revenues and/or capacity increase.

It represents the ability of the Company to expand its portfolio through the discretionary use of cash in investments for the improvements of the highway network and/or satellite capacity in exchange for agreed returns in the case of the road assets and improved available capacity in the case of the satellite business. The expansion capex can be a way of measure how effectively the Company is redeploying resources to build an perpetual business model as it contributes for EBITDA replacement and the increase of the duration its portfolio.

It does not include those inorganic expansion investments corresponding to capital increases and/or acquisitions of new assets.

Its value is not explicitly detailed in the Consolidated Condensed Interim Financial Statements as of 30 June 2017.

Although the Consolidated Condensed Interim Financial Statements as of 30 June 2017 do not explicitly describe the value of the operating capex or the organic capex, their reconciliation with the additions of assets detailed in the financial statements is as follows:

(amounts expressed in thousand €)	**June 2017**	**June 2016**
Additions for property, plant and equipment	56,602	87,518
Additions for intangible assets	359,334	320,246
Additions for financial assets	2,797	4,841
Other issues	-	(1,076)
TOTAL ADDITIONS	**418,733**	**411,529**
Operating capex	31,663	29,489
Organic expansion capex	387,070	382,529
TOTAL	**418,733**	**411,529**

DISCRETIONARY CASH FLOW:

Discretionary Cash Flow = EBITDA + Financial Profit (loss)
+ Expenses for Corporate Tax + Operating Investments
+/- Non-cash impacts included in previous items
+/- Cash impacts not included in the previous items

The Company believes that the discretionary cash flow is one of the most important indicators of its capacity to generate an available stream of resources from the operations, net from the mandatory uses of cash for taxes, interest expenses and operating investments, to be used mainly and according to the Company strategy to repay debt, distribute dividends and expand its portfolio.

Annex II: Alternative Performance Measures

The reconciliation of the discretionary cash flow (€1,147Mn at the end of June 2017) with the item "Net cash flows from operating activities" in the Consolidated Statements Of Cash Flows included in the Consolidated Condensed Interim Financial Statements at June 30, 2017 (€1,234Mn) is as follows:

(amounts expressed in thousand €)	**June 2017**	**June 2016**
Net cash flows from operating activities	1,234,939	899,309
- Changes in current assets/current liabilities	273,777	113,485
- Use of provisions required under IFRIC 12	(98,565)	(61,949)
- Operating capex	(31,663)	(29,489)
+Dividends collected from financial investments, associates and joint ventures	10,731	2,691
+/- Other impacts not considered (*)	(241,934)	(39,973)
DISCRETIONARY CASH FLOW	**1,147,285**	**884,074**

(*) As of June 2017, it mainly considers the collection of the corporate tax settlement for the Tax Group in Spain during the year 2015, while in the discretionary cash flow, it was considered, for simplicity, as settled within the same financial year 2015.

Annex III: Summary of Relevant Facts

April 2017

Abertis informed about the distribution of a dividend charged to voluntary reserves giving shareholders the option to receive it in cash or in shares from Abertis' treasury stock.

Abertis informed that it had reached an agreement to acquire an additional 5.10% stake in Holding d'Infrastructures de Transports (HIT) which controls 100% of Sanef from FFP Invest for €238Mn. As a result of this transaction, Abertis would reach up to 94.9% stake in HIT.

Abertis informed that it had reached an agreement to acquire an additional 5.10% stake in Holding d'Infrastructures de Transports (HIT) which controls 100% of Sanef from CNP for €238Mn. As a result of this transaction, Abertis would reach up to 100% stake in HIT.

Abertis informed that its subsidiary, Arteris, was declared the winner of the tender process of Rodovia dos Calçados (Itaporanga-Franca), a 720 kilometers highway in the state of São Paulo, for a period of 30 years

Abertis communicated that it had reached an agreement to acquire an additional 22.52% stake in A4 Holding from minority shareholders for a total €125Mn.

May 2017

Abertis learned, through the relevant fact sent by Atlantia to the Comisión Nacional del Mercado de Valores (CNMV), the terms and conditions of the voluntary and unsolicited offer made to all Abertis' shareholders for an amount of 16.50€ per share.

Abertis informed that it had reached an agreement with Eutelsat to acquire its 33.69% stake in Hispasat for €302Mn.

June 2017

Abertis learned, through the relevant fact sent by Atlantia to the Comisión Nacional del Mercado de Valores (CNMV), that it had submitted the request for authorization of the public takeover bid for shares of Abertis Infraestructuras, S.A.

Abertis informed that it had signed a memorandum with the Transportation Ministry of Argentina that formally initiated the process to extend the concession contract of GCO.

Abertis learned, through the communication made by the Comisión Nacional del Mercado de Valores (CNMV), that it had admitted the application for authorization of the takeover bid submitted by Atlantia, S.P.A for Abertis Infraestructuras, S.A.

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Annex V: Disclaimer

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