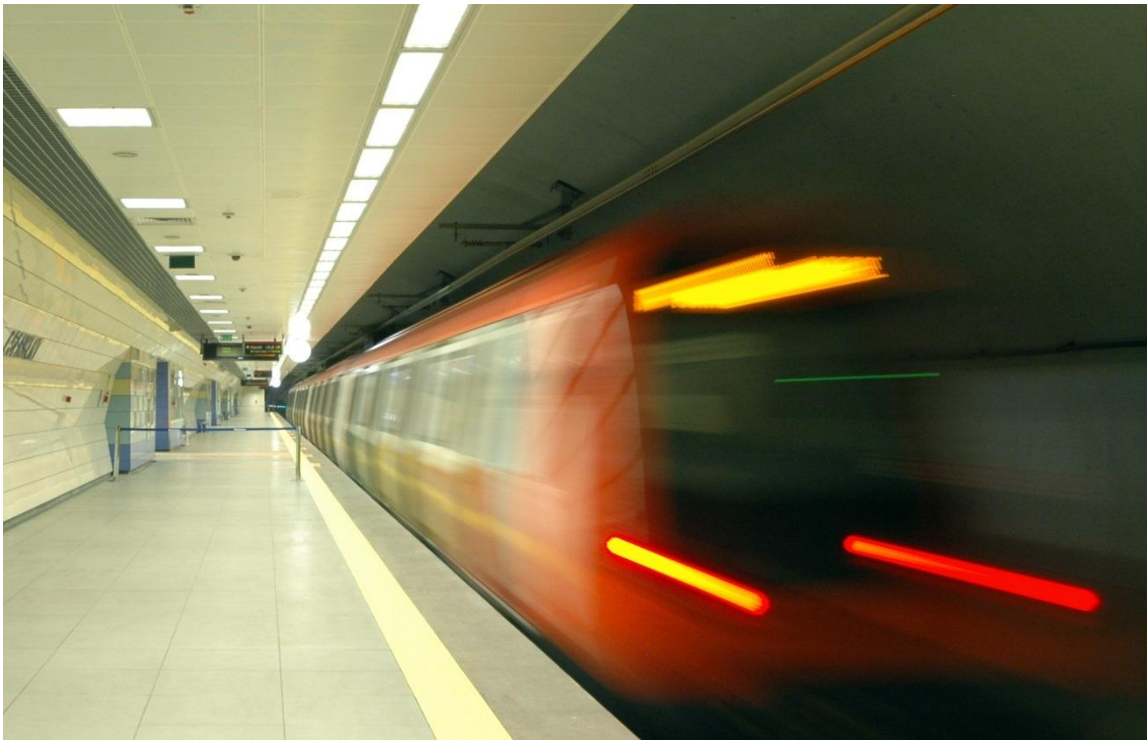
# Interim Report on Operations at 30 September 2012

- Increase in profit and revenues
  - 2012 growth targets confirmed
  - Total revenues of EUR 1,793.1 million (+4.6%)
  - EBIT margin of 8.4%, with EBIT of EUR 151 million (+3.8%)
  - Net profit of EUR 60.4 million (+14.5%)
- Order backlog of EUR 9.5 billion, with EUR 1.1 billion of new orders
- Overall net financial position of EUR 668.1 million



Turkey – Opening of Istanbul underground

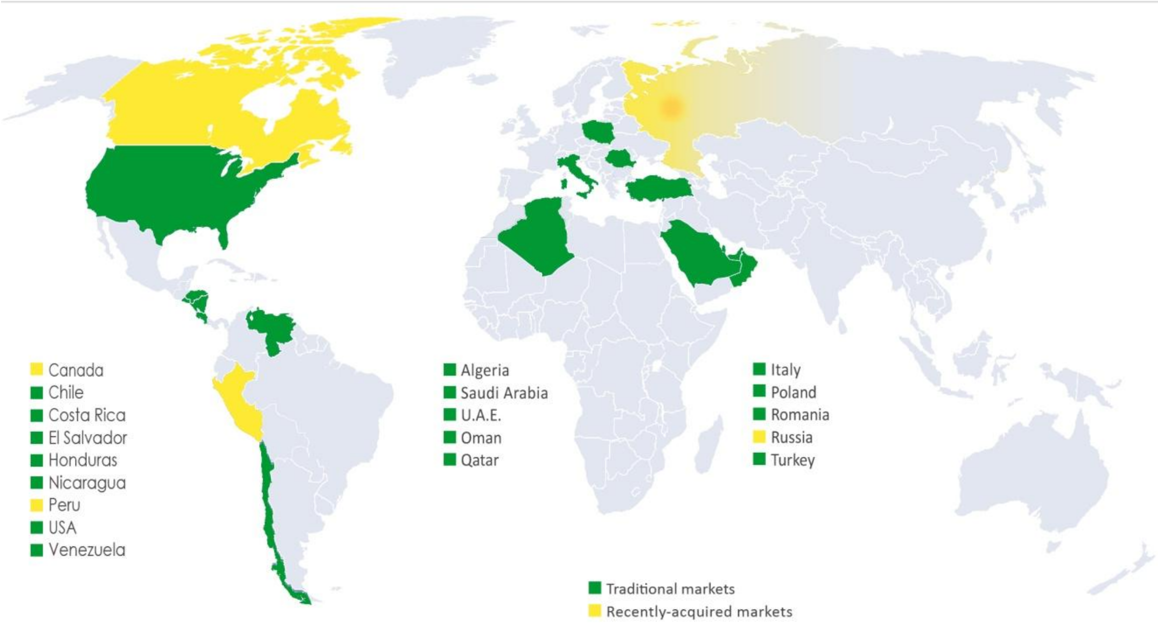
Astaldi Società per Azioni
Registered Office/Head Office: Via Giulio Vincenzo Bona 65 - 00156 Rome (Italy)
Registered with the Companies Register of Rome
TIN: 00398970582
R.E.A. No.: 152353
VAT No.: 0080281001
Share Capital: EUR 196,849,800.00 fully paid-in

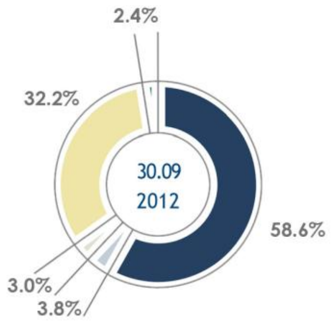
## SUMMARISED DATA

| Main consolidated economic results (EUR/000) | 30-Sep-12 | % | 30-Sep-11 | % | YOY (%) |
|---|---|---|---|---|---|
| Total revenues | 1,793,113 | 100.0% | 1,713,709 | 100.0% | +4.6% |
| EBITDA | 186,146 | 10.4% | 180,380 | 10.5% | +3.2% |
| EBIT | 151,094 | 8.4% | 145,588 | 8.5% | +3.8% |
| Pre-tax profit | 100,417 | 5.6% | 89,491 | 5.2% | +12.2% |
| Group net profit | 60,390 | 3.4% | 52,728 | 3.1% | +14.5% |

| Main consolidated equity and financial results *(EUR/000)* | 30-Sep-12 | 30-Jun-12 | 31-Dec-11 | 30-Sep-11 |
|---|---|---|---|---|
| Total net fixed assets | 619,929 | 593,792 | 471,847 | 513,877 |
| Working capital | 627,263 | 629,082 | 518,216 | 540,167 |
| Total provisions | (31,754) | (29,790) | (37,085) | (32,891) |
| **Net invested capital** | **1,215,439** | **1,193,085** | **952,978** | **1,021,153** |
| Net financial payables/receivables | (837,718) | (838,340) | (623,651) | (672,355) |
| Receivables rights arising from concessions | 166,538 | 174,641 | 140,951 | 121,958 |
| **Total financial payables/receivables (*)** | **(671,179)** | **(663,699)** | **(482,701)** | **(550,397)** |
| **Equity** | **544,259** | **529,386** | **470,278** | **470,756** |

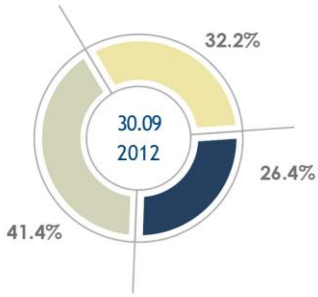
(*)Figure shown inclusive of treasury shares, equal to approx. EUR 3 million at 30 September 2012 and EUR 3.1 million at 30 June 2012, and EUR 3 million at 31 December 2011 and EUR 3.1 million at 20 September 2011.





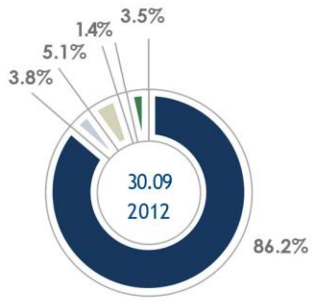

## Order backlog by line of business

| (millions of euros) | 30.09.2012 | 31.12.2011 |
|---|---|---|
| Transport infrastructures | 5,566 | 6,272 |
| Energy production plants | 359 | 423 |
| Civil and industrial buildings | 288 | 375 |
| Concessions | 3,061 | 2,721 |
| Plant design and maintenance | 228 | 221 |
| Total order backlog | 9,052 | 10,012 |



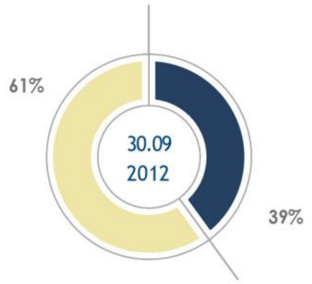

## Order backlog by geographical area

| (millions of euros) | 30.09.2012 | 31.12.2011 |
|---|---|---|
| Construction - Italy | 2,512 | 2,625 |
| Construction - International | 3,929 | 4,666 |
| Concessions | 3,061 | 2,721 |
| Total order backlog | 9,052 | 10,012 |




## Revenues by line of business

| (millions of euros) | 30.09.2012 | 30.09.2011 |
|---|---|---|
| Transport infrastructures | 1,463 | 1,385 |
| Energy production plants | 65 | 123 |
| Civil and industrial buildings | 87 | 124 |
| Concessions | 24 | 17 |
| Plant design and maintenance | 59 | 3 |
| Total revenues | 1,698 | 1,652 |




## Revenues by geographical area

| (millions of euros) | 30.09.2012 | 30.09.2011 |
|---|---|---|
| Italy | 670 | 727 |
| International | 1,028 | 925 |
| Total revenues | 1,698 | 1,652 |

## COMMENTS ON OPERATING PERFORMANCE[1]

The results for the first nine months of the year confirmed a performance in line with planned growth targets.

**Total revenues** increased by 4.6% YOY, totalling EUR 1,793.1 million showing a positive contribution from Italy as well as from abroad. High margins were confirmed with **EBITDA amounting to EUR 186.1 million** (+3.2% YOY with an EBITDA margin of 10.4%) and **EBIT standing at EUR 151.1 million** (+3.8%, EBIT margin of 8.4%). This resulted in **an increase in net profit of 14.5%** to EUR 60.4 million, with an estimated tax rate of 40% for the period.

**The order backlog is able to guarantee continuity of action and constant growth in activities,** totalling EUR 9.5 billion. **The backlog structure is well-balanced** and therefore able to deal with the slowdown in international markets insofar as it is the result of tailored, multi-year planning with investment programmes whose continuity and sustainability can be guaranteed. The business decisions taken as part of a logic that anticipates the effects of the international crisis generate an anti-cyclical economic and financial performance as regards the market. The large number of orders acquired in Europe during previous years has meant continuity for the Group's activities, allowing it to develop in foreign countries offering major additional growth opportunities such as Russia and Canada.

The equity structure is directly related to investments carried out, especially in the concessions sector. The level of debt rose to EUR 668.1 million, with a planned reduction by the end of the year to forecast levels. Technical investments reflected the guaranteed support for the start-up of major contracts during the first part of the year. It is also important to note that as part of the logic of expansion from within, which has been implemented by the Group for many years, debt takes on the value of a strategic lever to act on in order to continue to grow. Despite this, the levels of invested capital and system of sources continue to be strictly monitored in order to ensure the Group has a sound equity and financial structure.

It must also be noted that, despite the complex market situation, key transactions on the debt market were completed during the first nine months of the year (EUR 60 million loan guaranteed by SACE and approximately EUR 180 million for financial closing of the project finance initiative to construct and subsequently manage four hospitals in Tuscany), thus confirming Astaldi's excellent credit capacity.

## ECONOMIC AND OPERATING RESULTS AT 30 SEPTEMBER 2012

| **Main consolidated economic results** (EUR/000) | **30-Sep-12** | **%** | **30-Sep-11** | **%** | **YOY (%)** |
|---|---|---|---|---|---|
| Total revenues | 1,793,113 | 100.0% | 1,713,709 | 100.0% | +4.6% |
| EBITDA | 186,146 | 10.4% | 180,380 | 10.5% | +3.2% |
| EBIT | 151,094 | 8.4% | 145,588 | 8.5% | +3.8% |
| Pre-tax profit | 100,417 | 5.6% | 89,491 | 5.2% | +12.2% |
| Group net profit | 60,390 | 3.4% | 52,728 | 3.1% | +14.5% |

*Production*

**Total revenues showed a 4.6% YOY increase**, amounting to EUR 1,793.1 million (EUR 1,713.7 million at 30 September 2011). Said result was achieved thanks to a vigilant policy of geographical and sector diversification which represents a real added value of the Group's investment policy.

[1] This unaudited Interim Report on Operations has been drafted pursuant to Article 154-ter of the Finance Consolidation Act. The Report has also been drafted, applying the same accounting standards as adopted to draft the Consolidated Annual Financial Report at 31 December 2011, with the exception of those that had effect as from 1 January 2012, already listed in any case in the aforementioned report.

**Operating revenues accounted for 94.7% of total revenues**, totalling EUR 1,698.4 million (+2.8%, EUR 1,652.5 million at 30 September 2011). As regards Italy, production benefitted from progress made on road contracts (Maxi Lots DG-21 and DG-22 of the Jonica National Road and the Pedemontana Lombarda motorway), on railway contracts (Bologna Centrale High-Speed station, Line 5 of the Milan underground, Line C of the Rome underground, Parma-La Spezia railway line, the Turin railway link), and also on the Four Tuscan Hospitals project. The figures listed also include the positive performance of foreign activities, especially in Romania (Henri Coanda International Airport in Bucharest and road works), Peru (Huanza hydroelectric plant), Poland (Line 2 of the Warsaw underground and NR-8 national road), Russia (Pulkovo International Airport in St. Petersburg), Turkey (Milas-Bodrum Airport and Istanbul underground), Algeria (railway contracts) and the United States (road works) and, more generally, Latin America. Note must also be taken of the positive contribution to production made by NBI Impianti ed Energia, the Astaldi group company operating in the plant design and maintenance sector.

**Other operating revenues accounted for 5.3% of total revenues** and totalled EUR 94.7 million (EUR 61.3 million at 30 September 2011). It must be remembered that said income statement item includes the effects of collateral activities that are linked to the Group's core business and of a lasting nature.

A **geographical breakdown of revenues shows that Italy accounted for 40%,** equal to EUR 670 million, **(**respectively 44% and EUR 727 million at 30 September 2011). **Foreign activities generated the remaining 60%,** equal to EUR 1,028 million (respectively, 56% and EUR 925 million at 30 September 2011), thanks above all to contracts performed in Romania, Poland, Russia, Turkey and Algeria.

**Transport infrastructures (86.2% of operating revenues) continued to play a key role** as regards the Group's activities, amounting to EUR 1,463 million (EUR 1,385 million at 30 September 2011) to be attributed in full to construction activities. Specifically, railways and undergrounds (46%) represented the Group's core business and reflected the positive trend of activities in Italy, Algeria and Venezuela. Works in progress in Italy mainly accounted for the contribution from roads and motorways (29%). There was an increase in the percentage recorded for ports and airports (12%) thanks to projects in progress in Turkey (Milas-Bodrum) and Romania (Henri Coanda), and to construction of the airport in Russia (Pulkovo). **Hydraulic works and energy production plants (3.8%) made a smaller contribution**, accounting for EUR 65 million (EUR 123 million at 30 September 2011), all of which referred to construction activities related to progress made on projects in Peru (Huanza and Cerro de Aguila). **Civil and industrial construction (5.1%) generated EUR 87 million** (EUR 127 million at 30 September 2011) related mainly to progress made on the Tuscan Hospitals project and the Police Officers' Academy in Florence [Scuola dei Marescialli].

*Construction (Italy)*. Specifically, this sector recorded: (i) positive performance of Maxi Lots DG-21 and DG-22 of the Jonica National Road; (ii) positive progress on the Four Tuscan Hospitals project with over 80% of activities completed for the hospitals in Prato and Pistoia, over 66% for the hospital in Lucca and over 36% for the hospital in Massa; (iii) good progress on the Rome (Line C) and Milan (Line 5) undergrounds under construction. It must also be noted that (i) an important milestone was achieved in June as regards Bologna Centrale High-Speed station with the opening of the railway underpass and transit of the first pilot train (ii) a key production target was met with regard to the Turin rail link, with consequent acknowledgement by the Client.

*Construction (International)*. There was an 11.1% increase in this sector compared to the first nine months of 2011, thanks above all to the contribution from Europe which accounted for 36% of turnover (equal to EUR 611 million). Works on construction of Pulkovo International Airport in St. Petersburg, Russia went ahead as planned, 45% of which (including the supply of electromechanical equipment) had been completed at the draft date of this report. Largely unvaried results were also recorded for America (EUR 240 million) and Algeria (EUR 127 million), while the Middle East generated EUR 50 million thanks to contracts in progress in Saudi Arabia (railways) and Oman (roads) Figures for the period also included the sums from the final phases of construction of Milas-Bodrum Airport, completed in May.

*Concessions***.** Concessions generated operating revenues of EUR 24 million (+41% YOY, EUR 17 million at 30 September 2011) related to Astaldi's fees for management activities regarding Mestre hospital (Ospedale dell'Angelo) in Italy, concession revenues regarding Milas-Bodrum Airport in Turkey and direct management of 5 car parks in Italy. It should be noted that the figures shown do not include the effects of positive management of the Chacayes plant in Chile insofar as the sums related to the stake held in the project are consolidated as net results for the period and hence entered among "Effects of valuation of equity investments using the equity method". As regards the first nine months of the year, the results (Astaldi's stake) arising from management of the Chacayes plant amounted to EUR 2 million.

*Summary tables* – Breakdown of operating revenues according to geographical area and sector.

| **Breakdown of operating revenues according to geographical area (EUR/000,000)** | **30-Sep-12** | **%** | **30-Sep-11** | **%** |
|---|---|---|---|---|
| **Italy** | 670 | 39.5% | 727 | 44.0% |
| **International** | 1,028 | 60.5% | 925 | 56.0% |
| Europe | 611 | 36.0% | 540 | 32.7% |
| America | 240 | 14.1% | 232 | 14.0% |
| Asia (Middle East) | 50 | 2.9% | 31 | 1.9% |
| Africa (Algeria) | 127 | 7.5% | 122 | 7.4% |
| **Total operating revenues** | **1,698** | **100.0%** | **1,652** | **100.0%** |

| **Breakdown of operating revenues according to sector (EUR/000,000)** | **30-Sep-12** | **%** | **30-Sep-11** | **%** |
|---|---|---|---|---|
| Transport infrastructures | 1,463 | 86.2% | 1,385 | 83.8% |
| *Railways and undergrounds* | *774* | *45.6%* | *796* | *48.2%* |
| *Roads and motorways* | *490* | *28.9%* | *487* | *29.5%* |
| *Ports and airports* | *199* | *11.7%* | *102* | *6.2%* |
| Hydraulic works and energy production plants | 65 | 3.8% | 123 | 7.4% |
| Civil and industrial construction | 87 | 5.1% | 124 | 7.5% |
| Industrial plants and maintenance | 59 | 3.5% | 3 | 0.2% |
| Concessions | 24 | 1.4% | 17 | 1.0% |
| **Total operating revenues** | **1,698** | **100.0%** | **1,652** | **100.0%** |

*Costs*

The development of backlog projects, mainly comprising general contracting initiatives, led to **a slight increase in production costs** that totalled EUR 1,334.9 million (EUR 1,320.7 million at 30 September 2011) with a drop in incidence from approximately 77% to 74.4%.

**Personnel costs increased to EUR 223 million** (EUR 193.9 million at 30 September 2011) as a result of increased direct production in geographical areas where it is more difficult to find subcontractors able to guarantee the Group's standards of quality. At the same time, there was a drop in said costs at a corporate level due to the achievement of interesting economies of scale.

**Other operating costs increased to EUR 49.1 million** (EUR 18.8 million at 30 September 2011) insofar as they included the closure of commercial items during 2012 with regard to companies undergoing insolvency procedures.

*Margins*

Despite the difficult and complex macroeconomic situation, the Group continued to operate as per its planned growth and once again achieved its customary level of earnings during the first nine months of 2012 that place the Group in the high bracket of average margins for its sector.

**EBITDA totalled EUR 186.2 million** (+3.2% YOY, EUR 180.4 million at 30 September 2011) with an EBITDA margin of 10.4%, largely in line with the same period of 2011. **EBIT stood at EUR 151.1 million** (+3.8%, EUR 145.6 million at 30 September 2011) with an EBIT margin of 8.4%.

Italy made a positive contribution to margins, especially with regard to the railway sector, together with foreign activities (for the positive performance of contracts in Algeria, Europe, America). While, as widely detailed in previous reports, the negative trend recorded for the Middle East continued during the first nine months of the year (as a result of operating problems which, to date, have only been partially resolved by the Client). Note must be taken of final definition of the construction contract for the El Chaparral hydroelectric plant in El Salvador (following amicable termination of the contract due to construction-related problems).

*Financial operations*

Financial charges included an increase in bank charges linked to market conditions, as well as a reduction in the exchange rate item that performed better than expected, also thanks to careful monitoring of currency risks. The figure recorded, even given increasing production levels and major investments made during the period, shows the Group's ability to keep control of its system of sources. Financial items affecting the income statement dropped to EUR 52.8 million (EUR 55.7 million at 30 September 2011) with a drop in the incidence on revenues from 3.3% at 30 September 2011 to 2.9% at 30 September 2012.

*Results for the period*

**The results achieved confirmed the growth levels set down in the business plan**. **EBT increased by 12.2%** to EUR 100.4 million (EUR 89.5 million at 30 September 2011), with a 5.6% incidence on total revenues (5.2% at 30 September 2011). This meant a **14.5% increase in net profit** to EUR 60.4 million (EUR 52.7 million at 30 September 2011), net of taxes totalling EUR 40.2 million with an estimated tax rate of 40%.

## EQUITY AND FINANCIAL RESULTS AT 30 SEPTEMBER 2012

| **Main consolidated equity and financial results** ***(EUR/000)*** | **30-Sep-12** | **30-Jun-12** | **31-Dec-11** | **30-Sep-11** |
|---|---|---|---|---|
| Total net fixed assets | 619,929 | 593,792 | 471,847 | 513,877 |
| Working capital | 627,263 | 629,082 | 518,216 | 540,167 |
| Total provisions | (31,754) | (29,790) | (37,085) | (32,891) |
| **Net invested capital** | **1,215,439** | **1,193,085** | **952,978** | **1,021,153** |
| Net financial payables/receivables | (837,718) | (838,340) | (623,651) | (672,355) |
| Receivables rights arising from concessions | 166,538 | 174,641 | 140,951 | 121,958 |
| **Total financial payables/receivables (*)** | **(671,179)** | **(663,699)** | **(482,701)** | **(550,397)** |
| **Equity** | **544,259** | **529,386** | **470,278** | **470,756** |

(*) Figure shown inclusive of treasury shares, equal to approx. EUR 3 million at 30 September 2012 and EUR 3.1 million at 30 June 2012, and EUR 3 million at 31 December 2011 and EUR 3.1 million at 30 September 2011.

The **Group's equity and financial structure is directly related to investments made**, especially in concessions, as well as to consolidation of international positioning and an increase in production volumes.

**Net fixed assets amounted to EUR 619.9 million** (EUR 471.8 million at 31 December 2011 and EUR 513.9 million at 30 September 2011), also as a result of **the increase in equity investments related to concession investments**, described in greater detail further on.

**Working capital amounted to EUR 627.3 million**, compared to EUR 629.1 million at 30 June 2012 (EUR 518.2 million at 31 December 2011 and EUR 540.2 million at 30 September 2011). Said result is due to both (i) the increase in contract work in progress with the major share of contracts involving lump-sum payments (as opposed to % completion-based payments), and (ii) the drop in advances from customers totalling approximately EUR 100 million. It must also be recalled that the trend regarding advances from clients refers exclusively to the acquisition of foreign contracts insofar as no down payments are envisaged for works to be performed in Italy.

**Net invested capital totalled EUR 1,215.4 million** (EUR 953 million at 31 December 2011 and EUR 1,021.2 million at 30 September 2011) as a result of the aforementioned trends. It should be noted that a partial reduction in this item is forecast for the end of the year given the habit of numerous public counterparties to concentrate payments during the last quarter of the year; hence this will also have a positive knock-on effect on the Group's levels of debt.

**Equity amounted to EUR 544.3 million** (EUR 470.3 million at 31 December 2011), with **total financial debt of EUR 671.2 million**, including treasury shares. The figure includes disbursement of a dividend of EUR 0.17 per share in May, for a total of EUR 16.6 million.

*Investments*

**Technical investments amounted to EUR 54 million** and mainly referred to the support guaranteed for projects in progress in Italy, Poland, Oman, Peru, Algeria, Chile and Russia. This figure is slightly higher than the forecast set down in the business plan and, taking into account production levels recorded during the period, it is felt that it can fall back into line with forecasts during the last quarter of 2012.

**Gross concession investments during the first nine months totalled approximately EUR 179 million** and referred mainly to the project for Line 5 of the Milan underground (Italy) the international terminal of Milas-Bodrum Airport

(Turkey), the transaction regarding entry into the capital of Autostrada Brescia-Verona-Vicenza-Padova (Italy), investments prior to the start-up of work on the Gebze-Izmir motorway (Turkey) and the Tuscan Hospitals project.

At the draft date of this report, concession investments – in other words ASTALDI's shares of equity or semi-equity paid into management companies related to the individual projects in progress – amounted to EUR 507 million on the whole, EUR 167 million of which referring to receivables rights arising from concessions. As regards the latter, said sum refers to the part of investments covered by guaranteed cash flow, as provided for in IFRIC-12. As regards said item, note must be taken of the collection of fees for the first month of management of Milas-Bodrum Airport which entered into the management phase as from 15 May 2012. This offers proof of how concession projects can generate a virtuous cash flow generation circuit once in the management phase.

*Consolidated net financial position*

Total net financial debt at 30 September 2012, net of treasury shares and receivables rights arising from concessions, amounted to EUR 668.1 million (EUR 479.7 million at 31 December 2011 and EUR 547.3 million at 30 September 2011). Even considering the complex financial situation and significant investments performed during the first nine months of the year, said figures show a contract cash flow trend aimed at ensuring financial equilibrium in sources/investments cycles. The financial structure's focus on the medium/long-term can also be confirmed once again.

It must also be recalled that, even given the extremely complex credit market situation (i) an EUR 60 million loan was signed in July to support corporate investments, guaranteed by SACE and subscribed by a pool of international banks and (ii) financial closing of the concession project for the construction and subsequent management of Four Tuscan Hospitals was finalised in August for a total of approximately EUR 180 million.

The debt/equity ratio - which compares the level of debt and equity, net of treasury shares - stood at 1.23x at 30 September 2012, while the corporate debt/equity ratio, which excludes the share of debt related to concessions insofar as with no recourse or self-liquidating, was equal to 0.7x..

*Table – Breakdown of net financial debt*

| | (EUR/000) | | **30/09/2012** | **30/06/2012** | **31/03/2012** | **31/12/2011** | **30/09/2011** |
|---|---|---|---|---|---|---|---|
| A | Cash and cash equivalents | | 372,232 | 395,808 | 451,803 | 456,210 | 372,395 |
| B | Securities held for trading | | 1,350 | 4,872 | 5,645 | 1,889 | 1,871 |
| **C** | **Available funds** | **(A+B)** | **373,582** | **400,680** | **457,448** | **458,099** | **374,266** |
| - | Short-term financial receivables | | 2,474 | | | 879 | 13,574 |
| - | Current share of receivables rights arising from concessions | | 15.053 | 16,992 | 16,492 | 2,867 | 2,382 |
| **D** | **Current financial receivables** | | **17,527** | **16,992** | **16,492** | **3,746** | **15,956** |
| E | Current bank payables | | **(408,552)** | **(470,328)** | **(392,258)** | **(315,148)** | **(309,543)** |
| F | Current share of non-current debt | | (83,339) | (105,461) | (118,329) | (114,659) | (66,110) |
| G | Other current financial payables | | (8,186) | (5,981) | (9,512) | (13,654) | (7,791) |
| **H** | **Current financial debt** | **(E+F+G)** | **(500,077)** | **(581,770)** | **(520,099)** | **(443,460)** | **(383,443)** |
| **I** | **Net current financial debt** | **(H+D+C)** | **(108,968)** | **(164,099)** | **(46,160)** | **18,385** | **6,778** |
| J | Non-current bank payables | | (755,849) | (700,424) | (687,134) | (649,471) | (687,947) |
| K | Other non-current payables | | (9,972) | (9,470) | (3,022) | (4,728) | (4,061) |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| **L** | **Non-current financial debt (K+J)** | **(765,821)** | **(709,894)** | **(690,156)** | **(654,199)** | **(692,008)** |
| **M** | **Net financial debt (L+I)** | **(874,789)** | **(873,993)** | **(736,316)** | **(635,814)** | **(685,230)** |
| - | Non-current financial receivables | 52,124 | 52,645 | 49,827 | 15,030 | 15,257 |
| - | Non-current share of receivables rights arising from concessions | 151.486 | 157,649 | 147,067 | 138,084 | 119,576 |
| **N** | **Non-current financial receivables** | **203,610** | **210,294** | **196,894** | **153,114** | **134,833** |
| **O** | **Overall financial debt (M+N)** | **(671,179)** | **(663,699)** | **(539,422)** | **(482,701)** | **(550,397)** |
| | Treasury shares in hand | 3,032 | 3,107 | 2,975 | 3,005 | 3,057 |
| | **Total net financial position** | **(668,147)** | **(660,592)** | **(536,447)** | **(479,695)** | **(547,340)** |

## Q3 2012

The figures for Q3 2012 confirmed the good quality of the order backlog that made it possible to achieve excellent results and lay the foundations for growth over the coming years. Total revenues amounted to EUR 586.6 million (-0.8%, EUR 591.4 million in Q3 2011), with operating revenues of EUR 566.8 million and other operating revenues of EUR 19.8 million. Direct production costs totalled EUR 429.9 million and accounted for 73.3% of total revenues (EUR 463.3 million in Q3 2011). Personnel costs amounted to EUR 75.2 million (EUR 61.2 million in Q3 2011), representing 12.8% of total revenues. The good levels of profitability of the Group are visible also on a quarterly base. EBITDA totalled EUR 67.9 million (+11.8% EUR 60.8 million in Q3 2011) with an EBITDA margin of 11.6%; EBIT stood at EUR 52.5 million (+3.6%, EUR 50.7 million in Q3 2011) with an EBIT margin of 8.9%. Net financial charges totalled EUR 16.5 million, equal to 2.8% of total revenues compared to a 3% incidence in Q3 2011. This figure once again shows the Group's careful monitoring of this complex income statement item which made it possible to curb relative financial costs, even given the major investments in the concessions sector and the extremely turbulent financial market situation. The Group's net profit totalled EUR 20.6 million (EUR 17.7 million in Q3 2011) with a net margin of 3.5%.

Please refer to the section herein entitled "Equity and financial results at 30 September 2012" for more detailed information regarding the quarter's equity and financial performance. It is considered appropriate at this point to highlight that, as regards the third quarter alone, there was an increase of EUR 8 million in net financial debt even given technical investments totalling EUR 13 million and additional investments of EUR 6 million in equity related to concession projects. Therefore the Group's excellent capacity to control its level of debt can be confirmed.

*Summary tables* – Main economic results of Q3 2012

| Main consolidated economic results (EUR/000) | Q3 2012 | % | Q3 2011 | % | Change (%) |
|---|---|---|---|---|---|
| **Total revenues** | 586,619 | 100.0% | 591,428 | 100.0% | -1.0% |
| **EBITDA** | 67,930 | 11.6% | 60,787 | 10.3% | +11.7% |
| **EBIT** | 52,475 | 8.9% | 50,659 | 8.6% | +3.6% |
| **Pre-tax profit** | 36,250 | 6.2% | 32,758 | 5.5% | +10.7% |
| **Group net profit** | 20,592 | 3.5% | 17,702 | 3.0% | +16.3% |

| Breakdown of operating revenues according to sector (EUR/000,000) | Q3 2012 | % | Q3 2011 | % |
|---|---|---|---|---|
| **Transport infrastructures** | 474 | 83.6% | 492 | 85.9% |
| ***Railways and undergrounds*** | *264* | *46.6%* | *248* | *43.3%* |
| ***Roads and motorways*** | *189* | *33.3%* | *183* | *31.9%* |
| ***Ports and airports*** | *21* | *3.7%* | *61* | *10.6%* |
| **Hydraulic works and energy production plants** | 19 | 3.4% | 33 | 5.8% |
| **Civil and industrial construction** | 32 | 5.6% | 44 | 7.7% |
| **Industrial plants and maintenance** | 29 | 5.1% | 1 | 0.2% |
| **Concessions** | 13 | 2.3% | 3 | 0.5% |
| **Total operating revenues** | **567** | **100.0%** | **573** | **100.0%** |

| Breakdown of operating revenues according to geographical area (EUR/000,000) | Q3 2012 | % | Q3 2011 | % |
|---|---|---|---|---|
| **Italy** | **214** | **37.7%** | **237** | **41.4%** |
| **International** | **353** | **62.3%** | **336** | **58.6%** |
| **Europe** | 218 | 38.4% | 225 | 39.3% |
| **America** | 92 | 16.2% | 65 | 11.3% |
| **Asia (Middle East)** | 10 | 1.8% | 11 | 1.9% |
| **Africa (Algeria)** | 33 | 5.8% | 35 | 6.1% |
| **Total operating revenues** | **567** | **100.0%** | **573** | **100.0%** |

## ORDER BACKLOG

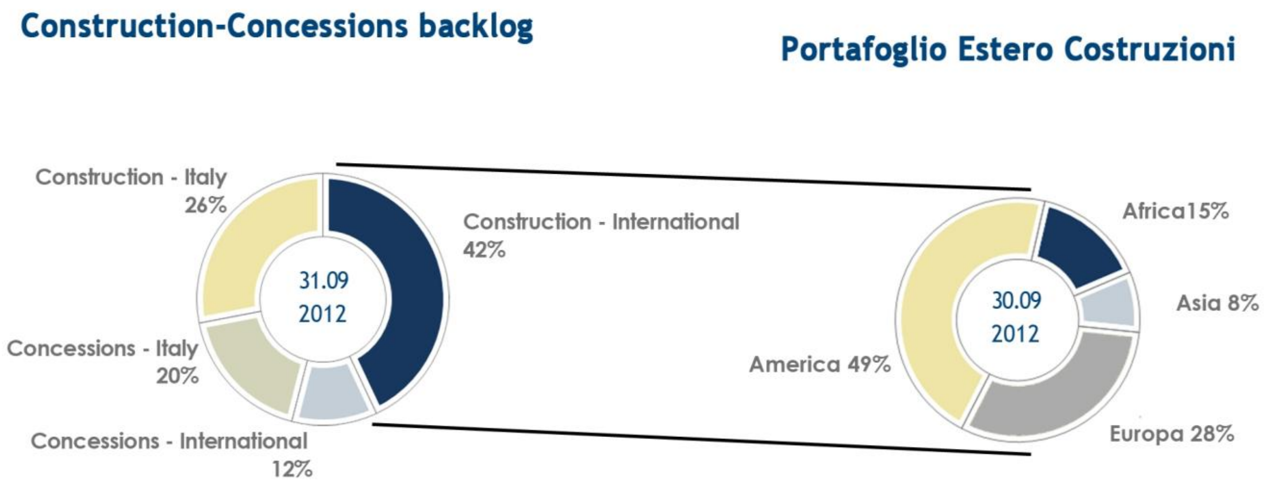
The order backlog at 30 September 2012 amounted to EUR 9.5 billion, with EUR 1.1 billion of new orders secured during the first nine months of the year.

Construction activities continue to represent the Group's core business (68% of the backlog, equal to EUR 6.4 billion, EUR 2.5 billion of which refers to Italy and the remaining EUR 3.9 billion to foreign activities). They consist in general contracting projects and, to a lesser extent, traditional contracts with a high technological content that can guarantee approximately 4 years of production on the whole.

Concessions continue to make a significant contribution (32% of the backlog, equal to EUR 3.1 billion, EUR 1.9 billion of which refers to Italy and the remaining EUR 1.2 billion to foreign activities). As regards projects in progress, the model adopted to develop concessions makes available a guaranteed minimum fee (availability charges, guaranteed minimum traffic, occupation fees, water rights) for each signed agreement, equal on average to over 50% of the estimated total revenues which, in themselves, ensure a return on most of the investments made in the sector.

As regards geographical areas, Italy continues to account for a significant share (46% of the order backlog) as do foreign activities (54%). As regards sectors, transport infrastructures represent 70% of the total backlog, but the water and energy production plant (12%), civil and industrial construction (14%) and industrial plant and maintenance (4%) sectors continue to maintain a strategic value.

On the basis of conservative criteria adopted by the Group for the valuation of new orders, the sum of EUR 11.3 billion (EUR 5.1 billion for construction activities and EUR 6.2 billion for concession activities) still has to be entered among the backlog. Said sum refer to projects for which the relative investments have mostly been carried out, but for which final signing of the contracts and/or funding is still pending, or for which the occurrence of events that have temporarily "suspended" performance, for various reasons, is awaited. Therefore, the potential order backlog amounts to approximately EUR 21 billion.




*New orders – Construction*

*Italy - Line 4 of the Milan underground (construction activities)*: EUR 450 million (ASTALDI's stake) referring to fees for the performance of civil works related to the concession project for construction and subsequent management of 15 kilometres of new underground line, 21 stations and a depot/workshop. The project was commissioned by the Municipality of Milan and the planned duration of works is 6.5 years, including the design phase. The figures related to the project were included among the backlog during HY1 2012. At the draft date of this report, activities prior to the setting-up of sites (shifting of subservices) and installation of TBMs to be used for excavation have been started up.

*Romania - Line 4 of Bucharest underground*: EUR 164 million (ASTALDI is leader of the JV with a 40% stake) for the Parc Bazilescu-Straulesti section of Line 4 of the Bucharest underground. The contract involves the design and performance of structural works and plants regarding 2 kilometres of underground line (to be built using TBMs), 2 stations and a depot with intermodal terminal. The planned duration of works is 30 months and, at the draft date of this report, preliminary activities prior to site start-up have commenced. The project was commissioned by METROREX S.A., the operator of the Municipality of Bucharest's underground network that is controlled by the local Ministry of Transport and Infrastructures. The figures related to the project were included among the backlog during HY1 2012.

*Poland - Bydgoszcz-Torun plant*: EUR 95 million (ASTALDI is leader of the JV with a 51% stake), for the design and construction of a plant to produce energy through the conversion of urban solid waste. The contract involves the design and performance of civil and electromechanical works for the complete plant that will comprise two incineration facilities with an overall nominal capacity of 180,000 tonnes/year of treated waste. The plant will allow for the salvage, conversion and conveyance of electricity and heat for district heating that will be included in the municipal network serving the cities of Bydgoszcz and Torun, with non-stop operation for 24 hours a day, 7 days a week, for a minimum of 7,800 hours/year. The project also involves the construction of a waste acceptance unit and a compost production unit. The project was commissioned by Międzygminny Kompleks Unieszkodliwiania Odpadów ProNatura Sp., the company set up by the Municipality of Bydgoszcz to manage urban waste and the project forms part of a wider programme funded by the European Union for the construction of plants producing energy through waste conversion. Works will commence in 2013 with a planned duration of approximately 3 years. The figures related to the project were included among the backlog in Q3 2012.

*Additional projects:* EUR 191 million (ASTALDI's stake), referring mainly to the transport infrastructure (railways and motorways) and plant engineering (healthcare construction, transport infrastructures) sectors in Italy and abroad, secured during the first nine months of 2012.

*New orders - Concessions*

*Italy - Line 4 of the Milan underground (concession activities)*: EUR 200 million (Astaldi's stake) for concession revenues related to the project for construction and management of the new underground line that, as mentioned previously, will be built by ASTALDI as part of a joint venture. This project has a planned duration of 30 years, 6.5 of which for design and construction and the remaining 23.5 for management activities, with the Client ensuring total guaranteed minimum traffic of 86 million passengers/year. The figures related to the project were included among the backlog during HY1 2012.

*Italy - Line 5 of the Milan underground, Bignami-Stazione Garibaldi-San Siro section*: EUR 128 million (Astaldi's stake) related to the increase during the first half of the year in the company's stake in the project finance initiative regarding construction and subsequent management of the new underground section, further to acquisition of the shares held by minority shareholders. As a result of said increase Astaldi's stake in this project was 38.7% at the draft date of this report.

*Italy - Mestre Hospital (Ospedale dell'Angelo)*: EUR 36 million (Astaldi's stake) related to the increase during the first half of the year in the stake held in Veneta Sanitaria Finanza di Progetto, the SPV (*Special Purpose Vehicle*) for the project finance initiative regarding construction and subsequent management of Ospedale dell'Angelo in Mestre, built by ASTALDI and in operation since 2008. Further to said increase, Astaldi's stake in the project was 34.5% at the draft date of this report.

*Changes in the order backlog during the first nine months of the year*

| Order backlog (EUR/000,000) | At 01/01/2012 | Increases/ Decreases | Decreases for production | At 30/09/2012 |
|---|---|---|---|---|
| **Construction** | **7.291** | **824** | **(1.674)** | **6.441** |
| **Transport infrastructures** | 6.272 | 757 | (1.463) | 5.566 |
| **Water and energy** | 423 | 1 | (65) | 359 |
| **Civil and industrial construction** | 375 | 0 | (87) | 288 |
| **Plants** | 221 | 66 | (59) | 228 |
| **Concessions** | **2.721** | **364** | **(24)** | **3.061** |
| **Order backlog** | **10.012** | **1.188** | **(1.698)** | **9.502** |

| Order backlog (EUR/000,000) | At 01/01/2012 | Increases/ Decreases | Decreases for production | At 30/09/2012 |
|---|---|---|---|---|
| **Italy** | **4,164** | **907** | **(670)** | **4,401** |
| ***of which construction*** | *2,625* | *543* | *(656)* | *2,512* |
| ***of which concessions*** | *1,539* | *364* | *(14)* | *1,889* |
| **International** | **5,848** | **281** | **(1,028)** | **5,101** |
| ***of which construction*** | *4,666* | *281* | *(1,018)* | *3,929* |
| ***of which concessions*** | *1,182* | *0* | *(10)* | *1,172* |
| **Europe** | 1,668 | 216 | (611) | 1,273 |
| **America** | 3,095 | 55 | (240) | 2,910 |
| **Africa (Algeria)** | 714 | 10 | (127) | 597 |
| **Asia (Middle East)** | 371 | 0 | (50) | 321 |
| **Order backlog** | **10,012** | **1,188** | **(1,698)** | **9,502** |

## Reclassified consolidated income statement

| (EUR/000) | 30/09/2012 | | 30/09/2011 | |
|---|---|---|---|---|
| Revenues | 1,698,396 | 94.7% | 1,652,456 | 96.4% |
| Other operating revenues | 94,716 | 5.3% | 61,252 | 3.6% |
| **Total revenues** | **1,793,113** | **100.0%** | **1,713,709** | **100.0%** |
| Cost of production | (1,334,881) | -74.4% | (1,320,682) | -77.1% |
| **Added value** | **458,231** | **25.6%** | **393,027** | **22.9%** |
| Personnel costs | (223,026) | -12.4% | (193,893) | -11.3% |
| Other operating costs | (49,059) | -2.7% | (18,755) | -1.1% |
| **EBITDA** | **186,146** | **10.4%** | **180,380** | **10.5%** |
| Amortisation and depreciation | (35,834) | -2.0% | (34,767) | -2.0% |
| Provisions | (143) | 0.0% | (28) | 0.0% |
| Write-down | (101) | 0.0% | (809) | 0.0% |
| (Capitalisation of internal costs) | 1,026 | 0.1% | 813 | 0.0% |
| **EBIT** | **151,094** | **8.4%** | **145,588** | **8.5%** |
| Net financial income and charges | (52,758) | -2.9% | (55,705) | -3.3% |
| Effects of valuation of equity investments using equity method | 2,082 | 0.1% | (392) | 0.0% |
| **Pre-tax profit (loss)** | **100,417** | **5.6%** | **89,491** | **5.2%** |
| Taxes | (40,190) | -2.2% | (35,540) | -2.1% |
| **Profit (loss) for the year** | **60,228** | **3.4%** | **53,951** | **3.1%** |
| Minority (profit)/loss | 162 | 0.0% | (1,223) | -0.1% |
| **Group net profit** | **60,390** | **3.4%** | **52,728** | **3.1%** |

## Reclassified consolidated balance sheet

| *EUR/000* | 30/09/12 | 31/12/11 | 30/09/11 |
|---|---|---|---|
| Intangible fixed assets | 88,715 | 44,132 | 22,862 |
| Tangible fixed assets | 216,698 | 193,419 | 297,308 |
| Equity investments | 267,391 | 195,964 | 153,441 |
| Other net fixed assets | 47,125 | 38,332 | 40,265 |
| **TOTAL Fixed assets(A)** | **619,929** | **471,847** | **513,877** |
| Inventories | 79,385 | 93,369 | 81,169 |
| Contract work in progress | 1,068,101 | 1,010,416 | 1,048,878 |
| Trade receivables | 32,095 | 32,897 | 34,522 |
| Accounts receivable | 806,835 | 788,066 | 735,002 |
| Other assets | 228,294 | 205,528 | 187,072 |
| Tax receivables | 138,603 | 116,981 | 112,509 |
| Advances from customers | (373,282) | (472,120) | (376,730) |
| **Subtotal** | **1,980,031** | **1,775,138** | **1,822,422** |
| Trade payables | (167,246) | (117,441) | (120,346) |
| Due to suppliers | (892,736) | (897,823) | (850,843) |
| Other liabilities | (292,786) | (241,657) | (311,067) |
| **Subtotal** | **(1,352,768)** | **(1,256,921)** | **(1,282,255)** |
| **Working capital (B)** | **627,263** | **518,216** | **540,167** |
| Employee benefits | (9,127) | (7,926) | (8,825) |
| Provisions for non-current risks and charges | (22,627) | (29,159) | (24,066) |
| **Total Provisions (C)** | **(31,754)** | **(37,085)** | **(32,891)** |
| **Net invested capital ( D ) = ( A ) + ( B ) + ( C )** | **1,215,439** | **952,979** | **1,021,153** |
| Cash and cash equivalents | 372,232 | 456,210 | 372,395 |
| Current financial receivables | 2,474 | 879 | 13,574 |
| Non-current financial receivables | 52,124 | 15,030 | 15,257 |
| Securities | 1,350 | 1,889 | 1,871 |
| Current financial liabilities | (500,077) | (443,460) | (383,443) |
| Non-current financial liabilities | (765,821) | (654,199) | (692,008) |
| **Net financial payables / receivables ( E )** | **(837,718)** | **(623,651)** | **(672,355)** |
| Receivables rights arising from concessions | 166,538 | 140,951 | 121,958 |
| **Total financial payables / receivables ( F )** | **(671,179)** | **(482,701)** | **(550,397)** |
| Group equity | (496,132) | (465,222) | (455,443) |
| Minority equity | (48,127) | (5,057) | (15,313) |
| **Equity ( G ) = ( D ) - ( F )** | **544,259** | **470,278** | **470,756** |

## SUBSEQUENT EVENTS

Astaldi Group, in the capacity of sponsor, was awarded the project finance initiative to construct and subsequently manage **"Campidoglio 2"**, the new offices of Rome's municipal authority, in Italy. The contract involves the final and executive design, construction, management and routine and extraordinary maintenance of a real estate complex located in Rome's Ostiense district. The value of the works to be carried out is EUR 145 million. Moreover, an annual availability charge of EUR 15 million is guaranteed for management and maintenance activities and shall be paid by the Client for a 25-year period upon consignment of the works. The project will involve the construction of 5 new buildings able to accommodate 4,350 employees, three multi-storey car parks providing a total of approximately 2,000 parking spaces, an auditorium with seating for 800 people, some neighbourhood facilities and renovation of an existing industrial building. Signing of the contract is expected following finalisation of the tender procedure which in turn will lead to inclusion among the backlog of the figures related to the project.

As regards foreign projects, it should be noted that the **Chacayes hydroelectric plant** in Chile has obtained its first carbon credits from the United Nations Organisation that, as provided for in the Kyoto Protocol's[2] CDM (*Clean Development Mechanism*) Procedure, will be able to generate revenues in about one year's time upon termination of the monitoring period defined by the UN. From then on, as regards this initiative, it will be entitled to sell carbon credits for approximately 350,000 CERs/year for a 21-year period, with subsequent benefits on the project's overall profitability. Carbon credits ratify the plant's excellent capacity to reduce $CO_2$ emissions and, on the basis of mechanisms approved by the Protocol, translate into real certified commercial credits that can be sold. We must recall that the Chacayes hydroelectric plant was built and is managed by ASTALDI, together with the Australian company, Pacific Hydro. The management phase commenced in 2011 with water use rights for an unlimited period.

As regards Canada, ASTALDI GROUP purchased **T.E.Q., a Canadian company working in the construction and project management sector**, for a purchase price of CAD 2 million, thus consolidating its recent commercial entry into the Canadian area. The transaction, in keeping with commercial development policies traditionally adopted by the GROUP with regard to entering new markets and will allow it to achieve an operating position in the area that makes it possible to already grasp the opportunities the country has to offer in the immediate term. Canada is classed as a low-risk market thanks to its stable economy and political system and its advanced legislative and financial framework. It boasts a number of strong points that are of interest for the GROUP insofar as it (i) has vast natural resources (metals and oil) and is the leading global producer of electricity; (ii) has an infrastructure market which is currently worth 93 billion dollars and is expected to be worth 110 billion dollars in 2015; (iii) has implemented major development programmes in the hydroelectric and transport sectors where ASTALDI can offer significant expertise; (iv) boasts instruments (Building Canada Plan, PPP Canada, 2009 Infrastructure Stimulus Fund) able to promote the start-up of medium and large-scale projects and, last but not least, (v) has a current sovereign rating of AAA+ (Standard & Poor's). T.E.Q. is a Canadian-law construction company, which has been active since the 1970s and mainly works in the non-residential construction and infrastructure project management sectors with an annual turnover of approximately CAD 50 million. It must be recalled that the economic effects of this transaction have been in force since 1 August 2012 and, hence, a contribution from this area is envisaged for the current year.

---

[2] The Kyoto Protocol is an international environmental treaty that came into effect in 2005 and obliges the signatory parties to reduce emissions of pollutants (firstly, carbon dioxide) by an agreed annual percentage. It provides, inter alia, for the use of market mechanisms to acquire emission credits – so-called Flexible Mechanisms, the main one of which is the CDM (Clean Development Mechanism) –, the aim of which is the maximise obtainable reduction on par with investment. Specifically, the CDM allows for the performance of projects in developing countries that generate environmental benefits in terms of reduction of greenhouse gas emissions and economic and social development of guest countries, and that at the same time generate certified emission reduction credits (carbon credits). Said credits can be sold and used by industrialised countries in order to achieve their emission targets in relation to the Kyoto Protocol.

## FORESEEABLE DEVELOPMENT OF OPERATIONS

As far as the coming months are concerned, the Group's operations will be focused on achieving some **important milestones in Italy and abroad and on consolidating the new growth targets approved in the 2012-2017 Business Plan**.

As regards projects in progress, works in Italy will focus on the commencement of Line 4 of the Milan underground and Lot DG-41 of the Jonica National Road, as well as the performance of key motorway and railway contracts in progress. As regards civil construction, activities will recommence in the medium term in relation to construction of Ospedale del Mare in Naples – in the light of sums allocated to complete works – and the hospitals in Prato and Pistoia and the Police Officer's Academy [Scuola Marescialli] in Florence will be completed. As regards undergrounds, the completion of some major contracts is planned over the coming months with the start-up of testing of the complete route of the Brescia underground, together with pre-commissioning, prior to opening to the public, of a first operational section (Zara-Bignami section) of Line 5 of the Milan underground. As far as foreign activities are concerned, production from Central Europe and Algeria (transport infrastructures) and Latin America (transport infrastructures, hydroelectric plants, mining sector) will continue to play an important role.

Potential orders will lend additional stability to the Group's growth prospects

Signing of the EUR 2.2 billion contract (Astaldi has a 50% stake) for the design and performance of works to complete the Western High-Speed Diameter in St. Petersburg, Russia is expected in the medium term, along with subsequent inclusion among the backlog of the amounts related to Astaldi's stake in the project. As regards this project, it must be noted, inter alia, that a preliminary contract worth EUR 20 million (referring exclusively to design and site preparation activities) was already included among the backlog in June and had been virtually completed at the draft date of this report.

Other potential orders to date, for which the relative investments have mostly been carried out, will also generate positive effects by 2013. Said orders consist in sums still not included among the backlog and referable to projects in Italy and abroad for which the relative award and/or funding contracts have still to be finalised, in other words: (i) the concession for construction and management of the **Gebze-Izmir motorway** in Turkey for which financial closing-related activities are currently underway. Given the size of the works and in order to facilitate construction, financial closing will be performed in two separate and consecutive phases, the first of which by the end of 2012; (ii) the project finance initiative for the **Ancona Port link road to the surrounding motorway network** in Italy for which Astaldi is already the sponsor and official awarding is pending; (iii) the concession **for Etlik Hospital in Ankara**, Turkey, for which the design phase is in progress and financial closing is planned by the end of the first half of 2013; (iv) the concession for construction and subsequent management of the **Nogara Mare motorway** in Italy for which the outcome of the award procedure is pending; (v) the concession for **construction of the third bridge over the Bosporus and a section of the North Marmara Highway** in Turkey for which financial closing is underway; (vi) additional projects in Italy and abroad for which the Group already holds first position and completion of the award procedures is pending.

As regards the concession for the Chacayes hydroelectric plant in Chile, of the initiative on a project finance basis is currently being finalised. This will make it possible to optimise the financial leverage (debt/equity) bringing it from the current 50/50 to 70/30, thus releasing financial resources for shareholders with considerable benefits for the project's return on investment.

All these activities are reflected in the approved growth targets for the next five-year period which, in brief, are based on additional consolidation of the Group's competitive positioning through the introduction of new ideas aimed at optimising the Group's improved integrated offer capacity and expertise.

The 2012-2017 Business Plan reaps the rewards and benefits from the results achieved in relation to the previous Business Plan which it carries on from.

Despite the difficulties being experienced by markets, **the order backlog** offers a risk profile of activities and an overall level of earning that are able to guarantee **sustained growth of activities in the future**.

**The growth drivers** set forth in the new business plan are in keeping with those of the previous plan: they are based on consolidating the Group's hallmark features (firmly-established competitive positioning, high-quality order backlog and highly qualified management), by introducing new ideas compared to the past aimed at optimising **the Group's improved integrated offer capacity.**

Therefore, we will see intensification of the Group's role in areas where traditionally present and the consolidation of new markets (Canada and Russia) that can already offer interesting development opportunities. While rescaling of activities in the Middle East is planned in order to benefit the new areas of interest, firstly Canada that can boast legislative and economic frameworks which tend to be more stable. Italy will continue to play an all-important role, also thanks to opportunities that may arise from the motorway concessions sector as a result of the stake acquired by the Group in A4 Holding – the concessionaire company of two motorway routes in the north-east of Italy (the Brescia-Padova section of the A4 and the A31 Valdastico). At an international level, major attention will be dedicated to Turkey that has been singled out not only as an area of interest for the construction sector, but also as a market for investing in concession projects.

Suitable geographical diversification of activities will make it possible to record the increases in revenues seen in recent years and will also encourage a growth in margins. The latter will benefit from (i) the radical change in the quality of the order backlog which, in turn, is the result of multi-year, coherent planning; (ii) the increasing focus on EPC (Engineering, Procurement, Construction) and general contracting project that, by their very nature, are able to promote the achievement of economies of scale; (iii) the Group's improved integrated offer capacity that will ensure the internalisation of marginal shares, to date sold to third parties within an industrial partnership logic, as the result of reduced vertical process integration.

The 2012-2017 Business Plan consolidates the current development model, including through the optimisation of processes to integrate the various operating areas. Said model reflects the know-how acquired in the construction and concessions sectors, as well as skills consolidated in the plant engineering and project management sectors (NBI Impianti ed Energia, Sartori Tecnologie Industriali, TEQ).

Concessions will also start to guarantee a significant contribution to the income statement in the form of dividends of from the SPVs set up to perform individual projects. At the same time, thanks to the volumes achieved to date, they also make it possible in the immediate term to consider optimising concession activities able to increase liquidity of the return on the investment made, including with the aim of supporting further growth.

In short, the sustainability of growth targets will be guaranteed by the forecast cash flow from projects in progress and the potential cash-out of concession projects.

Investments during the business plan's five-year period will be mainly related to concessions already singled out, and will be financed by the good cash flow from construction contracts and the extension of loan repayment deadlines.

All these activities are reflected in the plan that, from an equity viewpoint, will lead to a forecast debt/equity of less than 1 at the end of the plan, with a much better risk profile and levels of earning than in the past.

Geographical diversification will also prove to be a winner from a financial viewpoint insofar as it will ensure the Group has the possibility to grasp financial opportunities offered in markets other than the domestic market (as in the case of the loan refinancing transaction related to the Chacayes plant in Chile, currently under examination).

Requalification of invested capital, backed up by a sound backlog offering high margins, will ensure more marked cash flow generation by the construction sector that will be used by the concessions sector.

## Marginal notes

For a better understanding of the trends during the first nine months that will be looked at below, it must be noted that ASTALDI's management assesses the GROUP's economic and financial performances and business segments on the basis of indicators not provided for in the IFRSs (International Financial Reporting Standards), the specific components of which are described below.

EBITDA is calculated by eliminating the following from EBIT, as described below: (i) amortisation and depreciation of intangible and tangible assets, (ii) write-downs and provisions, (iii) capitalisation of internal construction costs.

EBIT – this refers to the result pre-tax and prior to financial income and charges, without any adjustments. Income and charges resulting from the management of non-consolidated shareholdings and securities are also excluded from EBIT together with the results of any transfers of consolidated shareholdings, included under the heading of "Financial income and charges" in balance sheet statements, and/or under the heading of "Effects of valuation of equity investments using the equity method" for the results of equity investments valued using the equity method.

EBT – this is calculated as the net operating result excluding financial income and charges and the effects of valuation of equity investments using the equity method.

Debt/Equity Ratio – this is calculated as the ratio between the net financial position – drafted in accordance with the CESR model (Committee European Securities Regulators) – as the numerator and equity as the denominator, excluding treasury shares on hand.

Net financial position – this is obtained by subtracting the total of non-current financial receivables and receivables rights arising from concessions, as well as other specific items such as treasury shares, from net financial debt, calculated as required under the C.E.S.R. (Committee European Securities Regulator) Recommendation of 10/02/2005 and provisions contained in CONSOB's Notification of 28/07/2006.

Total financial debt – this is obtained by subtracting the total of financial receivables and receivables rights arising from concessions from net financial debt, calculated as required under the C.E.S.R. (Committee European Securities Regulator) Recommendation of 10/02/2005 and provisions contained in CONSOB's notification of 28/07/2006.

Net fixed assets – this refers to the sum of non-current asset items, specifically, this refers to intangible fixed assets, the Group's technical resources, valuation of equity investments as well as other remaining non-current items compared to those listed above.

Working capital – this is the result of the sum of receivables and payables linked to the Group's core business (trade receivables and payables, inventories, works in progress, tax payables, advances from customers, remaining current asset items).

Net invested capital – this is the sum of net fixed assets, working capital, provisions for risks and provisions for employee benefits.

## Statement by the Executive appointed to draft corporate accounts

*(pursuant to Art. 154-bis, subsection 2 of Legislative Decree No. 58/1998)*

The undersigned, Paolo Citterio, Astaldi's General Manager-Administration and Finance, in his capacity as Executive appointed to draft corporate accounts, hereby declares, pursuant to art. 154-bis, subsection 2 of Legislative Decree No. 58/1998 (Finance Consolidation Act) that the accounting information contained herein tallies with documents, ledgers and account entries.

*Rome, 13 November 2012.*

Signed Paolo Citterio

General Manager - Administration and Finance

## Attachments

## Reclassified consolidated income statement

| (EUR/000) | 30/09/2012 | | 30/09/2011 | |
|---|---|---|---|---|
| Revenues | 1,698,396 | 94.7% | 1,652,456 | 96.4% |
| Other operating revenues | 94,716 | 5.3% | 61,252 | 3.6% |
| **Total revenues** | **1,793,113** | **100.0%** | **1,713,709** | **100.0%** |
| Cost of production | (1,334,881) | -74.4% | (1,320,682) | -77.1% |
| **Added value** | **458,231** | **25.6%** | **393,027** | **22.9%** |
| Personnel costs | (223,026) | -12.4% | (193,893) | -11.3% |
| Other operating costs | (49,059) | -2.7% | (18,755) | -1.1% |
| **EBITDA** | **186,146** | **10.4%** | **180,380** | **10.5%** |
| Amortisation and depreciation | (35,834) | -2.0% | (34,767) | -2.0% |
| Provisions | (143) | 0.0% | (28) | 0.0% |
| Write-down | (101) | 0.0% | (809) | 0.0% |
| (Capitalisation of internal costs) | 1,026 | 0.1% | 813 | 0.0% |
| **EBIT** | **151,094** | **8.4%** | **145,588** | **8.5%** |
| Net financial income and charges | (52,758) | -2.9% | (55,705) | -3.3% |
| Effects of valuation of equity investments using equity method | 2,082 | 0.1% | (392) | 0.0% |
| **Pre-tax profit (loss)** | **100,417** | **5.6%** | **89,491** | **5.2%** |
| Taxes | (40,190) | -2.2% | (35,540) | -2.1% |
| **Profit (loss) for the year** | **60,228** | **3.4%** | **53,951** | **3.1%** |
| Minority (profit)/loss | 162 | 0.0% | (1,223) | -0.1% |
| **Group net profit** | **60,390** | **3.4%** | **52,728** | **3.1%** |

## Reclassified consolidated balance sheet

| *EUR/000* | 30/09/12 | 31/12/11 | 30/09/11 |
|---|---|---|---|
| Intangible fixed assets | 88,715 | 44,132 | 22,862 |
| Tangible fixed assets | 216,698 | 193,419 | 297,308 |
| Equity investments | 267,391 | 195,964 | 153,441 |
| Other net fixed assets | 47,125 | 38,332 | 40,265 |
| **TOTAL Fixed assets(A)** | **619,929** | **471,847** | **513,877** |
| Inventories | 79,385 | 93,369 | 81,169 |
| Contract work in progress | 1,068,101 | 1,010,416 | 1,048,878 |
| Trade receivables | 32,095 | 32,897 | 34,522 |
| Accounts receivable | 806,835 | 788,066 | 735,002 |
| Other assets | 228,294 | 205,528 | 187,072 |
| Tax receivables | 138,603 | 116,981 | 112,509 |
| Advances from customers | (373,282) | (472,120) | (376,730) |
| **Subtotal** | **1,980,031** | **1,775,138** | **1,822,422** |
| Trade payables | (167,246) | (117,441) | (120,346) |
| Due to suppliers | (892,736) | (897,823) | (850,843) |
| Other liabilities | (292,786) | (241,657) | (311,067) |
| **Subtotal** | **(1,352,768)** | **(1,256,921)** | **(1,282,255)** |
| **Working capital (B)** | **627,263** | **518,216** | **540,167** |
| Employee benefits | (9,127) | (7,926) | (8,825) |
| Provisions for non-current risks and charges | (22,627) | (29,159) | (24,066) |
| **Total Provisions (C)** | **(31,754)** | **(37,085)** | **(32,891)** |
| **Net invested capital ( D ) = ( A ) + ( B ) + ( C )** | **1,215,439** | **952,979** | **1,021,153** |
| Cash and cash equivalents | 372,232 | 456,210 | 372,395 |
| Current financial receivables | 2,474 | 879 | 13,574 |
| Non-current financial receivables | 52,124 | 15,030 | 15,257 |
| Securities | 1,350 | 1,889 | 1,871 |
| Current financial liabilities | (500,077) | (443,460) | (383,443) |
| Non-current financial liabilities | (765,821) | (654,199) | (692,008) |
| **Net financial payables / receivables ( E )** | **(837,718)** | **(623,651)** | **(672,355)** |
| Receivables rights arising from concessions | 166,538 | 140,951 | 121,958 |
| **Total financial payables / receivables ( F )** | **(671,179)** | **(482,701)** | **(550,397)** |
| Group equity | (496,132) | (465,222) | (455,443) |
| Minority equity | (48,127) | (5,057) | (15,313) |
| **Equity ( G ) = ( D ) - ( F )** | **544,259** | **470,278** | **470,756** |