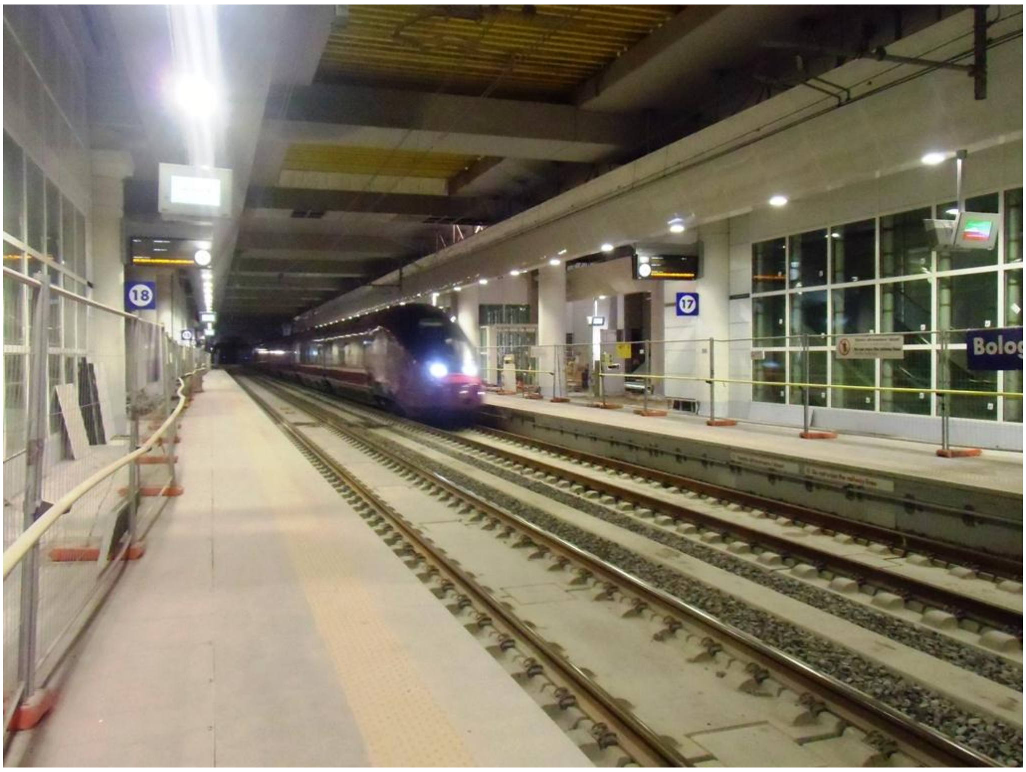
Interim Report on Operations at 31 March 2013

- Total revenues of EUR 535.9 million (+3%)
- Increase in EBITDA margin to 11.1%, with EBITDA of EUR 59.6 million (+10.4%)
- Increase in EBIT margin to 9.1%, with EBIT of EUR 48.7 million (+8.5%)
- Net profit of EUR 18.3 million (+3.1%)
- 2013 growth targets confirmed

- Order backlog of EUR 12 billion, with EUR 2.3 billion of new orders
- Gross investment of EUR 74 million, EUR 64 million of which in concessions
- Total net financial position of EUR 827 million, of which:
  - Construction sector: EUR 527 million
  - Concessions sector: EUR 300 million



Bologna Centrale High-Speed Station

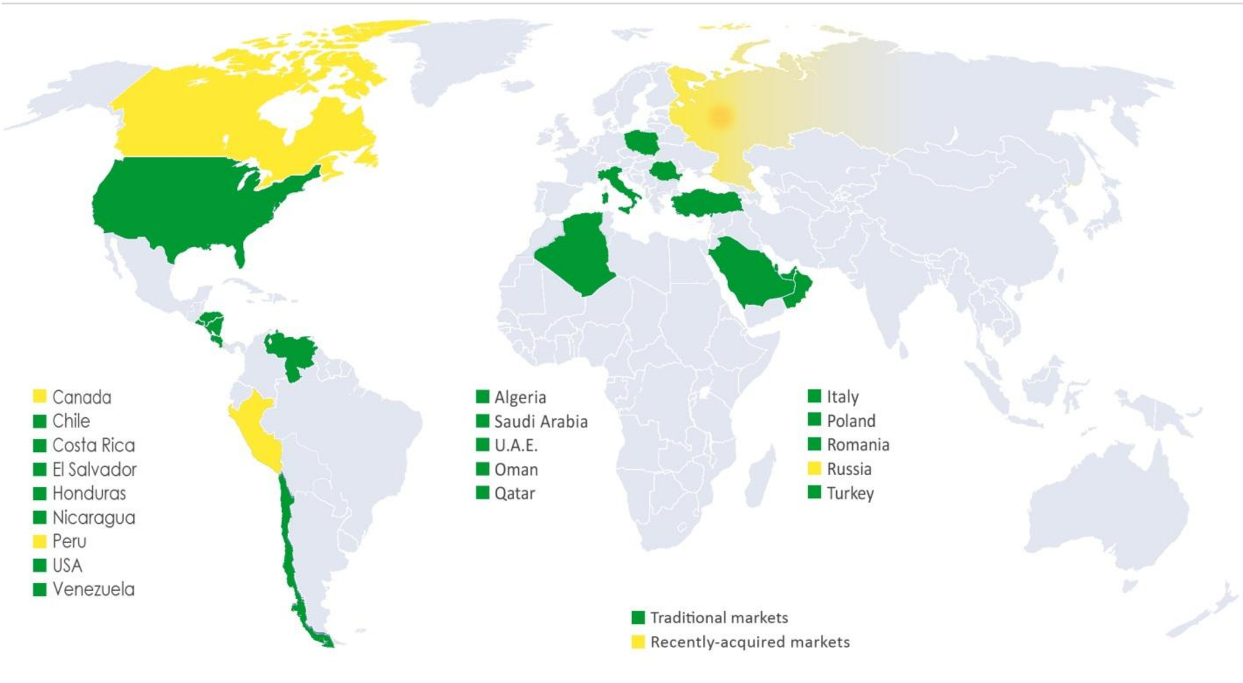
Astaldi Società per Azioni
Registered Office/Head Office: Via Giulio Vincenzo Bona 65 - 00156 Rome (Italy)
Registered with the Companies Register of Rome
TIN.: 00398970582
R.E.A. No.: 152353
VAT No.: 0080281001
Share Capital: EUR 196,849,800.00 fully paid-in

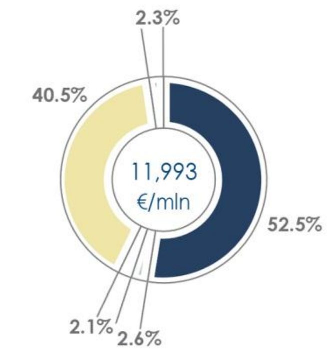
SUMMARISED DATA

Main consolidated economic results (EUR/000)	31-Mar-13	%	31-Mar-12	%	YOY (%)
Total revenues	535,864	100.0%	522,265	100.0%	2.6%
EBITDA	59,571	11.1%	53,942	10.3%	10.4%
EBIT	48,665	9.1%	44,870	8.6%	8.5%
EBT	29,117	5.4%	28,586	5.5%	1.9%
Group net profit	18,295	3.4%	17,744	3.4%	3.1%

Main consolidated equity and financial results (€/000)	31-Mar-13	31-Dec-12	31-Mar-12
Total net fixed assets	647,133	642,720	501,092
Working capital	793,130	575,178	554,138
Total provisions	(34,751)	(37,338)	(29,475)
Net invested capital	1,405,511	1,180,560	1,025,755
Total financial payables/receivables (*)	(829,549)	(626,005)	(539,422)
Equity	575,962	554,555	486,333

(*) Figure shown inclusive of treasury shares on hand, equal to EUR 2.7 million at 31 March 2013 and EUR 3 million at 31 December 2012 and EUR 2.9 million at 31 March 2012.



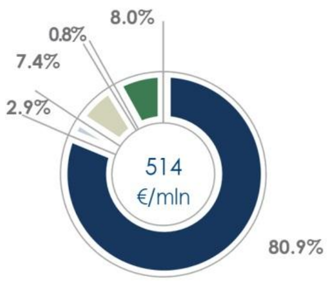


Order backlog by sector

(EUR/millions)	31.03.2013	31.12.2012
Transport infrastructures	6,301	6,252
Energy production plants	313	328
Civil and industrial construction	251	255
Concessions	4,856	3,171
Plant engineering and maintenance	272	196
Total order backlog	11,993	10,202

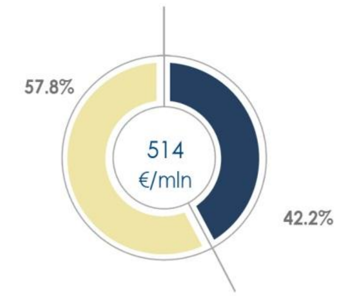
Order backlog by geographical area

(EUR/millions)	31.03.2013	31.12.2012
Construction - Italy	2,169	2,382
Construction – International	4,968	4,649
Concessions	4,856	3,171
Total order backlog	11,993	10,202



Revenue by sector

(EUR/millions)	31.03.2013	31.03.2012
Transport infrastructures	416	423
Energy production plants	15	26
Civil and industrial construction	38	37
Concessions	4	4
Plant engineering and maintenance	41	15
Total revenue	514	505



Revenue by geographical area

(EUR/millions)	31.03.2013	31.03.2012
Italy	217	223
International	297	282
Total revenue	514	505

COMMENTS ON OPERATING PERFORMANCE DURING THE QUARTER[1]

The figures for the first quarter showed an increase in results despite the **continuing serious crisis situation in the domestic market and uncertain forecasts as regards the financial markets,** that make it more difficult to operate in one of the sectors most heavily affected by the current macroeconomic situation. The Group's development plan seems to be increasingly characterised by:

- a **well-diversified order backlog**, able to successfully cater for the various macroeconomic situations;
- a **consolidated construction sector,** able to establish key synergies with the concessions and plant engineering sectors;

and, in the medium term,

- **significant opportunities arising from investments in the concessions sector** that, on the whole, generate a backlog characterised by suitable balancing of projects fully in progress and/or projects in ramp-up phase and initiatives still under construction.

The **synergic effect of the two-fold construction/concession approach is starting to produce its first positive results** in terms of production and earnings.

Indeed, the Group's extraordinary undertaking in the last three years has made it possible to acquire definitive and potential orders for a total that brings **the actual order backlog to EUR 21.8 billion** (including orders that have been signed, but have still to be included among new acquisitions due to corporate procedures in progress).

In itself, said undertaking guarantees **coherent, well-determined growth**, supported (i) by the scale and returns expected from new acquired orders that have, on average, higher values than those recorded to date, but also (ii) by the backlog's geographical diversification that represents an all-important lever on the one hand, for continuity of growth and, on the other, for constant improvement of production margins.

Conversely, said undertaking **requires financial backing** in order to ensure suitable support for production and new investments in SPVs in the concessions sector, which means an increase in net debt. Said phenomenon was amplified during the first quarter as a result of seasonal factors related to the financial cycle.

At a financial level, the quarter's performance showed a typical trend of the first part of the year, characterised by increased levels of debt, while, at the same time, it reflected the **major investments** being made by the Group to launch the significant potential orders acquired over the last two years and which, in the medium term, **will ensure the start-up of construction only contracts (for EUR 4 billion) or construction and management contracts (EUR 5.8 billion) with, on average, higher earnings** than those recorded to date.

At 31 March 2013, **total revenues increased by 2.6% to EUR 535.9 million** (EUR 522.3 million at 31 March 2012), **with significant levels of earnings**: the **EBITDA margin stood at 11.1%** and the **EBIT margin at 9.1%**, in relation respectively to EBITDA of EUR 59.6 million (+10.4%, EUR 53.9 million at 31 March 2012) and EBIT of EUR 48.7 million (+8.5%, EUR 44.9 million in Q1 2012). **EBT totalled EUR**

[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 2012, with the exception of those that had effect as from 1 January 2013, already listed in any case in the aforementioned report.

29.1 million (+1.9%, EUR 28.6 million at 31 March 2012) and meant **an increase in net profit to EUR 18.3 million** (+3.1%, EUR 17.7 million at 31 March 2012), with the net margin holding steady at 3.4%.

At the same date, the **order backlog increased to EUR 12 billion**, thanks to the **significant amount of new orders totalling EUR 2.3 billion – almost on par with the figure recorded for the whole of 2012**. The figures mentioned show the Group's ability to tackle the aforementioned standstill in the domestic market with **suitable diversification of foreign activities.** At the same time, as forecast, we can see **the first positive consequences of the major undertaking in terms of investment, seen in recent years,** to launch new countries and concessions, included to date among the potential backlog only and still to be entered in accounts. Indeed, during the quarter in question, Phase 1 of the Gebze-Orhangazi-Izmir motorway was included among new acquisitions subsequent to financial closing in February.

At 31 March 2013, the **Group's total net financial position, excluding treasury shares, amounted to EUR 826.8 million**. The increase seen during the quarter is to be looked on as a **record level that can be curbed within the year in compliance with Business Plan guidelines**. As described in more detail further on, the quarterly increase can be attributed to the normal trend seen during the first part of the year – which usually sees absorption from the working capital cycle – but also to the major investment made to launch activities in recently-acquired areas such as Russia. Said phenomenon is in the process of returning to normal values following the disbursement of project advances recorded subsequent to 31 March and detailed further on that, at the draft date of this report, made it possible to recover initial investments. Lastly, as regards the project to build and manage Line 5 of the Milan underground in Italy, it must be noted that Astaldi Group in the capacity of Contractor and pending finalisation of the concessionaire's financial organisation, offered its financial support for the project in order to ensure compliance with the completion timeframe. Said undertaking led, inter alia, to and a first section of the line (Zara-Bignami) being consigned and becoming operational in February of this year. Also as regards said project, normal financial trends will be restored during 2013.

ORDER BACKLOG

The **consolidated order backlog totals EUR 12 billion**, up by **18% compared to the end of 2012.**

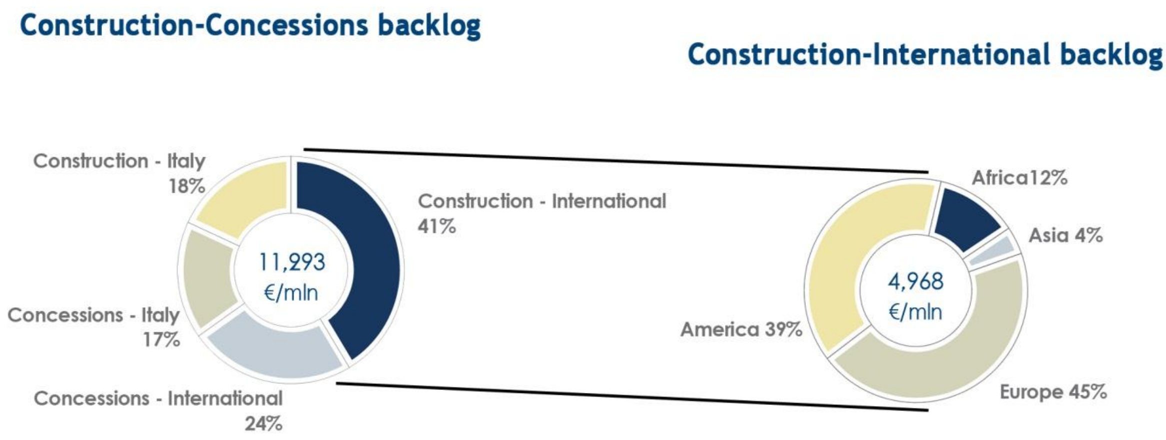
New orders total over EUR 2.3 billion – an extremely significant figure when compared to EUR 2.5 billion for the whole of 2012. The figure shows the **positive results of commercial intensification abroad** – generated by the strategy of balancing activities among Italy and international markets – but above all the **first major effects of investments made in recent years to optimise concessions (awarded) for which financial closing is pending**.

Construction (60% of the total backlog) amounts to EUR 7.1 billion, EUR 2.2 billion of which refers to Italy and the remaining EUR 4.9 billion to foreign projects. Said figures include EUR 616 million of new orders secured abroad (Turkey, Chile, Poland, USA and Canada) and able to offset quarterly production for this sector totalling EUR 510 million.

C**oncessions (40% of the total backlog) increase to EUR 4.9 billion (+53% compared to 31 December 2012)**, EUR 2 billion of which refers to Italy and the remaining EUR 2.9 billion to foreign projects. It must be recalled (i) that the sum of concessions in the backlog is to be taken as the discounted value of total forecast revenues from individual projects for which contracts have been finalised, and (ii) that the effects of the most recent investments made by the Group in the healthcare construction and motorway sectors in Italy and abroad, have still to be included among the backlog[2]. It must also be noted that the model adopted to develop concessions makes available a guaranteed minimum fee (in the form of availability charges, guaranteed minimum traffic, occupation fees, water rights) for each signed agreement, equal on average to over 70% (if we exclude motorway projects in Italy) of the estimated total revenues which, in themselves, ensure a return on most of the investments made in the sector.

The backlog structure confirmed its **balanced diversification of geographical areas and sectors, with a greater tendency for foreign activities** (65% of total backlog equal to EUR 7.8 billion) and **transport infrastructures** (76%, EUR 9.1 billion), that does not exclude the significant contribution from the domestic market (35%, EUR 4.2 billion) and the Group's other business areas – in other words, energy production plants (9%, EUR 1.1 billion), civil construction (11%, EUR 1.3 billion) and industrial plant design and maintenance (4%, EUR 459 million).

For correct assessment of the Group's ability to support planned growth, it must be remembered that the figures shown do not include a series of projects – acquired and for which partial investment has already been performed - for which the occurrence of events that have temporarily "suspended" performance, for various reasons, is pending. At the draft date of this report, the total of said initiatives was EUR 9.8 billion (Construction – EUR 4.1 billion, Concessions – EUR 5.7 billion) that bring the **potential order backlog to EUR 21.8 billion**[3].



New orders - Construction

– *Gebze-Orhangazi-Izmir motorway, Phase 1 (Turkey) – construction:* USD 2.3 billion (Astaldi has an 18.6% stake) for the first 53 kilometres of works, including the bridge over Izmit Bay. The project as a whole includes the construction and subsequent management, using the concession formula, of over 400 kilometres of new motorway links, to be completed over a 7-year period applying the BOT (Build,

[2] At the draft date of this report, the projects having an impact in terms of investment made, but still to be included among the order backlog are: Etlik hospital campus in Ankara (3,200 hospital beds) and Phase 2 of the Gebze-Orhangazi-Izmir motorway (additional 380 kilometres) in Turkey; the Brescia-Padua motorway (193 kilometres), the Nogara-Adriatic Sea motorway (106 kilometres) and the Ancona Port motorway link (7.5 kilometres) in Italy.

[3] For more information regarding the projects among the potential backlog, please refer to the section entitled Order backlog of the Financial Statements at 31 December 2012.

Operate, Transfer) formula. Pro-quota inclusion among the backlog of this first phase, to be completed by June 2016, was subsequent to the definition of financial closing in February. Design, construction and expropriation activities had already commenced in relation to this project by the end of March 2013 with more than 20% of the works completed (if related to Phase 1 only). Please refer below for more information regarding the concession part of the contract.

– *"John Paul II" International Airport Krakow-Balice (Poland):* EUR 72 million for upgrading and improvement of the Krakow-Balice airport, to be completed over 2 years. The project involves expansion and reconstruction of the international passenger terminal, the construction of external plants and links with the multi-storey car park and railway station, as well as construction and upgrading of the internal transport system. Once works are completed, the new facility will occupy a covered surface area of 26,000 m^2 for a volume of 424,000 m^3. The airport will be able to serve 8,000,000 passengers per year, ensuring a "C" service level in accordance with IATA regulations. At the draft date of this report, preliminary activities for the construction of the works had already commenced.
– *Chuquicamata Mining Project, Contract 2 (Chile):* EUR 117 million for works connected to a new contract related to the re-conversion project (from open-air mine to underground mine) for the CODELCO mine in Chuquicamata for which Astaldi is already performing some works. The new project involves the construction of 11 kilometres of tunnels and other related works. The duration of works – started up in April – is 26 months.
– *Veterans Expressway, SR-589 (USA, Florida):* EUR 35 million for the upgrading and widening, including automatic toll systems, of 5 kilometres of the SR-589 expressway in Tampa (Hillsborough County) along the Memorial Highway-Barry Road route. The works have been commissioned by *Florida's Turnpike Enterprise – District 8* of the FDOT (*Florida Department of Transportation*) – and are to be completed in just less than 3 years. Works are set to commence by the first half of 2013.
– *SR-5/US-1 National Road (Florida, USA):* EUR 23 million for the upgrading and widening (from 4 to 6 lanes) of 6.1 kilometres of the SR-5/US-1 National Road in Cocoa (Brevard County, Florida). The works have been commissioned by the Florida Department of Transportation (FDOT), commenced in March and are to be completed over 2 and a half years.
– *Maissoneuve-Rosemont Hospital in Montreal (Canada):* EUR 30 million for the upgrading of the largest hospital complex (800 beds) in Quebec Province. The contract involves the renovation and partial demolition of one of the existing pavilions, as well as reconstruction and expansion on 3 levels of the emergency unit, Works are set to be completed in 41 months, with the start-up of works in March.

New orders - Concessions

– *Gebze-Orhangazi-Izmir motorway, Phase 1 (Turkey) – concession share* – USD 11 billion (Astaldi has a 19.96% stake) for forecast revenues from management of the first financed lot. The project provides for a concession duration of 22 years and 4 months with total toll payments of USD 24 billion. The first financed section, which the aforementioned total of USD 11 billion (USD 570 million per year) corresponds to, shall enter its management phase subsequent to construction, within the next 3 years. For more information on the construction part of the contract, please refer above.

Changes in the order backlog during the quarter

Order backlog (EUR/000,000)	**At 01/01/2012**	**Increases/ Decreases**	**Decreases for production**	**At 31/03/2013**
Construction	**7,031**	**616**	**(510)**	**7,137**
Transport infrastructures	6,252	465	(416)	6,301
Energy production plants	328	0	(15)	313
Civil and industrial construction	255	34	(38)	251
Industrial plants and maintenance	196	117	(41)	272
Concessions	**3,171**	**1,689**	**(4)**	**4,856**
Order backlog	**10,202**	**2,305**	**(514)**	**11,993**

Order backlog (EUR/000,000)	**At 01/01/2012**	**Increases/ Decreases**	**Decreases for production**	**At 31/03/2013**
Italy	**4,396**	**0**	**(217)**	**4,179**
of which construction	*2,382*	*0*	*(213)*	*2,169*
of which concessions	*2,014*	*0*	*(4)*	*2,010*
International	**5,806**	**2,305**	**(297)**	**7,814**
of which construction	*4,649*	*616*	*(297)*	*4,968*
of which concessions	*1,157*	*1,689*	*0*	*2,846*
Europe	2,166	2,087	(152)	4,101
America	2,772	218	(86)	2,904
Africa *(Algeria)*	644	0	(36)	608
Asia *(Middle East)*	224	0	(23)	201
Order backlog	**10,202**	**2,305**	**(514)**	**11,993**

ECONOMIC AND OPERATING RESULTS AT 31 MARCH 2013

Main consolidated economic results *(EUR/000)*	**31-Mar-13**	**%**	**31-Mar-12**	**%**	**YOY (%)**
Total revenues	535,864	100.0%	522,265	100.0%	+2.6%
EBITDA	59,571	11.1%	53,942	10.3%	+10.4%
EBIT	48,665	9.1%	44,870	8.6%	+8.5%
EBT	29,117	5.4%	28,586	5.5%	+1.9%
Group net profit	18,295	3.4%	17,744	3.4%	+3.1%

The quarter's economic results showed a positive performance despite there being no improvements in the outlooks on international markets.

Total revenues increased by 2.6% to EUR 535.9 million (EUR 522.3 million in Q1 2012), 96% of which from operating revenues (equal to EUR 514.3 million) and the remaining 4% from other operating revenues complementary to the Group's core business (equal to EUR 21.6 million). Said results were achieved even given the still fairly insignificant contribution from recently-acquired contracts (the St. Petersburg Western High-Speed Diameter project in Russia and the Third Bosphorus Bridge in Turkey – the latter still to be included among the backlog) for which an intensification of activities is planned in 2013. The quarterly figures also included the effect of devaluation of the Venezuelan Bolivar – that occurred in February 2013 – which, while not having a significant impact on margins thanks to mitigation policies defined in advance by the Group, generated a reduction in absolute terms in revenues from this area following the entry of receivables and works in progress at the current exchange rate.

From a geographical viewpoint, the quarter confirmed the trend of diversification of activities that, in the past, allowed Astaldi to grasp major opportunities in the countries where it traditionally operates, as well as areas it has recently started to operate in such as Russia, Canada and Poland that are becoming of prime importance for the Group. This strategy makes it possible to offset any slowdown in specific areas without comprising planned growth targets thanks to **balanced development of activities** in Italy and abroad.

Italy made a significant contribution during the quarter in question, accounting for **42% of operating revenues** (equal to EUR 217 million). Specifically, there was:

– Intensification, as mentioned above, of work on Line 5 of the Milan underground for which a first section (Zara-Bignami) became operational during the quarter in question and the tunnel from San Siro to Pozzo Parco was completed (approximately 3 kilometres in length). At the draft date of the report, 98% of works had been completed as regards the Garibaldi-Bignami section, for which the start-up of commercial operation is planned by the end of 2013, and 57% as regards extension of the line to San Siro stadium;
– further progress on the Four Tuscan Hospitals project. This project, performed using the project finance formula, received an important award - 2012 Project Finance Deal of the Year in the European Healthcare category – in February ;
– virtual completion of the Brescia underground, opened in March;
– progress of works on Line C of the Rome underground and to construct the Bologna Centrale High-Speed station, the Parma-La Spezia railway line and the Pedemontana-Lombarda motorway.

58% of operating revenues referred to foreign activities (equal to EUR 297 million), as follows**:**

– 29.6% - Europe and Turkey, with a contribution of EUR 152 million to be attributed to Pulkovo International Airport in St. Petersburg, Russia and the Warsaw underground in Poland, as well as the first phases of construction of the Gebze-Orhangazi-Izmir motorway in Turkey. It must be recalled that over the coming months, the complete start-up of activities is planned in relation to the St. Petersburg Western High-Speed Diameter project in Russia and the Third Bosphorus Bridge in Turkey, that will allow the Group to achieve the production targets set for the current year in the Business Plan;
– 16.7% - America, with a contribution of EUR 86 million related to contracts in progress in the USA (motorway transport infrastructures – NW 25th Street, SR-862 Eller Drive), in Chile (mining sector infrastructures – Relaves and Chuquicamata projects) and, for the first time in Canada (civil construction – Lasalle and Marie-Clarac hospitals). Said results were achieved despite the contribution from Venezuela, in terms of turnover, being affected by devaluation of the Bolivar that, as already mentioned, generated a decrease in revenues, but without any significant effect on margins thanks to allocations made during the previous year. Specifically, the aforementioned devaluation generated a drop in revenues of approximately EUR 20 million; based on the standardised figure, in other words in the absence of said devaluation, the Group' overall production levels would have increased by 7% compared to the previous year instead of 3%;
– 7% - Africa (the Maghreb), equal to EUR 36 million thanks to railway contracts in progress in Algeria;
– 4.5% - Asia (the Middle East), equal to EUR 23.3 million, to be attributed mainly to contracts in Saudi Arabia (railway transport infrastructures – Jeddah and KAEC high-speed stations).

Transport infrastructures continued to represent the Group's core business, generating **80.9% of operating revenues**, equal to EUR 416 million (EUR 423 million in Q1 2012). Said figure was achieved thanks to a significant contribution from the strategic sector of railway and underground works (42.8% of operating revenues) in progress in Italy, Algeria, Poland and Venezuela; as well as the contribution from progress made on roads and motorways (26.1%) in Italy, Romania, Russia and the USA; airports continued to make a major contribution (12.1%) that includes progress as planned on construction of Pulkovo Airport in St. Petersburg, Russia, that attracts the complete business line. **Civil construction accounted for 7.4% of operating revenues equal to EUR 38 million** (EUR 37 million in Q1 2012) thanks to contracts in progress in Italy, Canada and the Middle-East.

Hydraulic works and energy plants accounted for 2.9% of operating revenues, equal to EUR 15 million (EUR 26 million in Q1 2012) thanks to progress made on hydroelectric projects in Peru, the Relaves project in Chile and the first phases of the Bydgoszcz-Torun plant in Poland.

Industrial plants and maintenance accounted for 8% of operating revenues, equal to EUR 41 million (EUR 15 million in Q1 2012), showing the excellent level of integration with the Group's core business.

Concessions accounted for EUR 4.4 million, equal to 1% of operating revenues (EUR 4 million at 31 March 2012), thanks to full start-up of management of Mestre Hospital (for which revenues of EUR 4.1 million were recorded) and the contribution from 5 car parks in Italy, amounting to EUR 1.2 million. Given that is it used mainly for summertime tourism, Milas-Bodrum International Airport in Turkey did not contribute to revenues during the first months of the year. For better understanding of the sector's trends, it must be noted that the relative contribution in terms of total income for the Group's operations was EUR 8.6 million for the quarter.

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

Breakdown of operating revenues according to geographical area (EUR/000,000)	**31-Mar-13**	**%**	**31-Mar-12**	**%**
Italy	**217**	**42.2%**	**223**	**44.2%**
International	**297**	**57.8%**	**282**	**55.8%**
Europe	152	29.6%	155	30.7%
America	86	16.7%	58	11.5%
Asia (Middle East)	23	4.5%	18	3.6%
Africa (Algeria)	36	7.0%	51	10.1%
Total operating revenues	**514**	**100.0%**	**505**	**100.0%**

Breakdown of operating revenues according to sector (EUR/000,000)	**31-Mar-13**	**%**	**31-Mar-12**	**%**
Transport infrastructures	**416**	**80.9%**	**423**	**83.8%**
Railways and undergrounds	220	42.8%	214	42.4%
Roads and motorways	134	26.1%	128	25.3%
Ports and airports	62	12.1%	81	16.0%
Hydraulic works and energy production plants	**15**	**2.9%**	**26**	**5.1%**
Civil and industrial construction	**38**	**7.4%**	**37**	**7.3%**
Plants	**41**	**8.0%**	**15**	**3.0%**
Concessions	**4**	**0.8%**	**4**	**0.8%**
Total operating revenues	**514**	**100.0%**	**505**	**100.0%**

Other operating revenues increased by 21.6% to EUR 21.6 million (EUR 17.8 million in Q1 2012) thanks to the contribution for activities that are complementary to the Group's core business and of a lasting nature.

The cost structure reflected the type of business and operating methods typically adopted to perform contracts. Indeed, it must be recalled that the Group now works mostly with general contracting projects and hence said form of contract is well incorporated into income statement items, even if direct performance continues to be applied for some projects in order to maintain optimal standards of quality: **the cost of production amounted to EUR 390.5 million**, with a **drop in the incidence on operating revenues of 72.9%** (-0.6%, EUR 392.8 million in March 2012); **personnel costs totalled EUR 73.9 million, with a 13.8% incidence** (+8.2%, EUR 68.3 million in March 2012); **other operating costs stood at EUR 11.9 million** (EUR 7.1 million in March 2012), with a 2.2% incidence.

The levels of earnings confirmed the good quality of the order backlog, backing up the positive trend already recorded for some time. **EBITDA increased by 10.4% to EUR 59.6 million** (EUR 53.9 million in March 2012), **with an increase in the EBITDA margin to 11.1%** (10.3% in March 2012); **EBIT was helped by the good performance recorded in Russia and Turkey** that generated an **8.5% increase, equal to EUR 48.7 million** (EUR 44.9 million in March 2012), **with a rise in the EBIT margin to 9.1%** (8.6% in March 2012). The increase in margins, worthy of mention even if we only take into account the current macroeconomic situation, can mainly be attributed to the **geographical mix of activities that, thanks to the opening of new markets, sees the prevalence of stable countries with a limited country risk.** Said results were achieved even given devaluation of the Bolivar in February 2013, as mentioned above, thus confirming the effectiveness of mitigation action taken and the risk management policies as well as the balancing of activities constantly pursued by the Group for some years now. Lastly, the levels of earnings during the quarter equalled the planned results for the second phase of the plan. Said acceleration is the result of order backlog selection and the achievement of significant economies of scale.

The quarter's financial results reflected the effects of the increase in turnover and the average scale of contracts in progress, the intensification of commercial activities abroad, but also in part to the greater debt arising from Group investments to support growth – investments that, as we recall, are still not totally reflected in the Group's order backlog. **Net financial charges amounted to EUR 21.5 million**, compared to EUR 18.6 million in March 2012, but with a limited 4% incidence on operating revenues (3.6% in Q1 2012). As regards financial income, there was a clear negative effect from the exchange rate difference item, totalling approximately EUR 3 million that also took into account mitigation activities to manage devaluation of the Bolivar in Venezuela. Furthermore, said result was due to: (i) greater exposure in order to support production, also as a result of macroeconomic situations that do not depend on the Group and that reflect on the whole sector, and (ii) the larger scale of invitations to tender that saw the Group's participation and required greater guarantees (bid bonds). Said section of the income statement also included valuation at equity of the project finance initiative related to the **Chacayes hydroelectric plant** that guaranteed a positive contribution of approximately EUR 1.7 million.

Q1 2013 ended with an increase in **EBT to EUR 29.1 million** (+1.9%, EUR 28.6 million in March 2012) and **in the EBT margin to 5.4%.** The quarter's tax rate was estimated at approximately 38%, **generating an increase in net profit to EUR 18.3 million** (EUR 17.7 million in March 2012) with the net margin holding steady at 3.4%. As regards the tax rate, the figure for the quarter represents an estimate that shall be subject to final checking when assessing the whole year.

EQUITY AND FINANCIAL RESULTS AT 31 MARCH 2013

Main consolidated equity and financial results (EUR/000)	**31-Mar-13**	**31-Dec-12**	**31-Mar-12**
Total net fixed assets	647,133	642,720	501,092
Working capital	793,130	575,178	554,138
Total provisions	(34,751)	(37,338)	(29,475)
Net invested capital	**1,405,511**	**1,180,560**	**1,025,755**
Net financial payables / receivables	**(981,387)**	**(777,730)**	**(702,981)**
Receivables rights arising from concessions	151,838	151,725	163,559
Total financial payables / receivables (*)	**(829,549)**	**(626,005)**	**(539,422)**
Equity	**575,962**	**554,555**	**486,333**

(*) Figure shown inclusive of treasury shares on hand, equal to EUR 2.7 million at 31 March 2013, EUR 3 million at 31 December 2012 and EUR 2.9 million at 31 March 2012.

The **Group's equity and financial structure supported the quarter's good economic results** and saw an increase in the level of invested capital as a result of support given to the production system of some contracts. The latter generated a greater absorption of capital in the immediate term, but it will already be mitigated as from the next quarter.

Despite this, the **Group maintained good performance indicators that confirmed business validity from a financial viewpoint**: the invested capital rotation index stood at nearly 2x and ROI amounted to 17.7%, even if the reference sector is characterised by a seasonal factor that sees customers (mainly public) tending to concentrate payments during the second half of the year, penalising the first two quarters.

Net fixed assets equalled EUR 647.1 million (EUR 642.7 million at the end of 2012) and reflected the final part of investment in Autostrada Brescia-Padova, as well as the effects of valuation at equity of related equity investments.

Working capital increased to EUR 793.1 million (EUR 575.2 million at the end of 2012), for the support guaranteed to industrial activities that generated an increase in commercial items to clients, as well as to associate companies involved in the various projects. Specifically, note must be taken of the support given in Italy to intensification of works on Line 5 of the Milan underground - for which a first operational section was opened in March – and in Russia to the start-up of works on the St. Petersburg Western High-Speed Diameter project. It must also be remembered that for the sector and countries the Group operates in, the Advances from customers item generally refers to foreign contracts only (with the exception of Poland) insofar as said practice is not envisaged in Italy. Lastly, as mentioned previously, it must be recalled that, even with the increase in production levels, the Group strived to encourage the industrial equilibrium of projects, promoting financial impact on suppliers, shortening average payment times, with a reduction in trade payables of approximately EUR 80 million during the quarter.

As a result of the above, **net invested capital totalled EUR 1,405.5 million** (EUR 1,180.6 million at 31 December 2012).

Equity increased to EUR 576 million (EUR 554.6 million at 31 December 2012) thanks to the quarter's result and suspended economic items entered in the comprehensive income statement.

Investments

Technical investments during the quarter increased to EUR 9.8 million (less than 2% of total revenues) and totalled less than recorded amortisation and depreciation thus demonstrating that existing resources are able to offset the increase in turnover; specifically said investments referred to projects in progress in Algeria, Chile, Peru, Poland and Russia.

Concession investments for the quarter totalled EUR 64 million, referring mainly to subscription of the capital increase in Autostrada Brescia-Padova in Italy, as well as the shares of semi-equity paid out for the Gebze-Orhangazi-Izmir motorway and the Third Bosphorus Bridge in Turkey. Therefore, at the draft date of this report, concession investments (in other words, Astaldi's shares of equity and semi-equity paid into management companies linked to the individual projects in progress, as well as the relative working capital) totalled EUR 551 million, EUR 152 million of which related to receivables rights arising from concessions – the latter referring to the shares of investment covered by guaranteed cash flow, as provided for in IFRIC 12 – and EUR 99 million referring to financial receivables for subordinate loans.

Consolidated net financial position

The **total net financial position** at 31 March 2013, excluding treasury shares and financial receivables arising from concessions, **totalled EUR 826.8 million** (EUR 622.9 million at the end of December 2012). The increase was due to the trends already commented on when looking at the Group's equity structure and it is felt can be gradually curbed during the year. Indeed, a return to normal levels of debt is expected as from the second quarter, helped, inter alia, by the collection of EUR 122 million in April in relation to the St. Petersburg Western High-Speed Diameter in Russia.

The debt/equity ratio – which compares the level of debt and equity, excluding treasury shares, stood at 1.4x. At the same date, the corporate debt/equity ratio, which excludes the share of debt related to concessions insofar as without recourse or self-liquidating, totalled 0.9x.

The figures shown include the effect of the loan transaction concluded in January 2013 that resulted in the issue of an equity-linked bond ("Euro 130,000,000 4.50% Equity-Linked Bonds due 2019"), placed with qualified Italian and foreign investors. For more information regarding said transaction, please refer to the dedicated section in the Group's Financial Statements at 31 December 2012. It is considered appropriate herein to note that said transaction represents only the first step towards considerable extension of debt deadlines which the company is working on and which aims at consolidating a sources/investments structure to satisfy the Group's financing and development requirements.

All of the above will be implemented also by virtue of the extraordinary undertaking made by the Group over the last three years and that will see a "peak" in 2013 in engineering and financial terms, needed to achieve financial closing of the three most important projects whose values are shown below.

Projects to be included among backlog (EUR/millions)	**Project value (construction)**		**Project value (concession)**		**Financial closing** (estimate)
	Total	Astaldi's stake	Total	Astaldi's stake	
Turkey Gebze-Orhangazi-Izmir motorway	4,629	868	13,388	2,617	May 2013 *
Turkey Third Bosphorus Bridge	1,911	637	3,717	1,239	By 2013
Turkey Etlik hospital campus in Ankara	810	413	2,212	1,128	By 2013/2014
PROJECT TOTAL	**5,598**	**1,592**	**10,855**	**3,295**	

(*) It must be recalled that the relative financial closing for Phase 1 was recorded in February 2013.

Said fact, combined with the commitment guaranteed in Italy for the construction and management projects regarding Line 5 of the Milan underground and Four Tuscan Hospitals, also explains the increase in the quarter's net financial position insofar as it produced a total of significant investments in the concession sector over the last three years, with technical investments remaining at lower levels, as shown below.

Gross investments (EUR/millions)	**Pre 2010**	**2010**	**2011**	**2012**	**March 2013**	**Total** (from 2010 to date)
Concession investments	136	43	208	109	55	**551**
Technical investments		32	48	67	10	

To conclude, if, on the one hand, the production and financial undertaking the Group has embarked on has made it possible to acquire a total backlog (including potential orders) of EUR 21.8 billion, on the other, it has meant an increase in net debt, as detailed below.

Debt (EUR/millions)	2010*	2011	2012	March 2013
Total debt - Concessions	179	387	496	551
of which IFRIC 12 receivables	(100)	(141)	(152)	(152)
of which semi-equity	(17)	(17)	(43)	(99)
Net debt - Concessions	62	229	301	300
Net debt - Constructions	300	251	322	527
Total net debt	362	480	623	827

** Re-calculated for application of IAS-31*

The record level of debt seen in March 2013 was also negatively affected by the economic cycle which generated delays in payments by awarding and granting authorities and by the consequent financial support required by the Group to ensure progress as planned of projects despite the negative financial situation. A clear example can be offered by the extension of Line 5 of the Milan underground and lots of the Jonica National Road under performance in Italy, in relation to which the Group recorded a total of receivables and contracts in progress to order during the quarter of approximately EUR 130 million (for Line 5) and approximately EUR 35 million (for the Jonica National Road).

However, it is considered appropriate to point out the cycle of financial planning, whose basic hypotheses can be confirmed by the trend seen as from last April, envisages gradual "realignment" to lower quarterly values of net financial debt. Said reduction has benefitted, as from now, from the aforementioned **collection in April of the advance payment related to the St. Petersburg Western High-Speed Diameter in Russia, equal to EUR 122 million for Astaldi's stake**.

Table – Breakdown of net financial debt.

	(EUR/000)		31/03/2013	31/12/2012	31/03/2012
A	Cash and cash equivalents		317,291	400,215	451,803
B	Securities held for trading		1,332	1,347	5,645
C	**Available funds**	**(A+B)**	**318,622**	**401,562**	**457,448**
-	Short-term financial receivables		669	3,393	
-	Current share of receivables rights arising from concessions		15.314	15,314	16,306
D	**Current financial receivables**		**15,982**	**19,700**	**16,492**
E	Current bank payables		(519,508)	(460,526)	(392,258)
F	Current share of payables for issued bonds		(447)		
G	Current share of non-current debt		(47,180)	(51,030)	(118,329)
H	Other current financial payables		(12,352)	(16,059)	(9,512)
I	**Current financial debt**	**(E+F+G+H)**	**(579,487)**	**(527,614)**	**(520,099)**
J	**Net current financial debt**	**(I+D+C)**	**(244,882)**	**(106,353)**	**(46,160)**

K	Non-current bank payables		(692,786)	(696,432)	(687,134)
L	Issued bonds		(127,127)		
M	Other non-current payables		(7,889)	(9,575)	(3,022)
N	**Non-current financial debt**	**(K+L+M)**	**(827,801)**	**(706,007)**	**(690,156)**
O	**Net financial debt**	**(J+N)**	**(1,072,683)**	**(812,359)**	**(736,316)**
-	Non-current financial receivables		106,610	50,935	49,827
-	Non-current share of receivables rights arising from concessions		136.524	136,524	135,419
P	**Non-current financial receivables**		**243,134**	**186,354**	**196,894**
Q	**Total financial debt**	**(O+P)**	**(829,549)**	**(626,005)**	**(539,422)**
	Treasury shares on hand		**2,698**	**3,019**	**2,975**
	Total net financial position		**(826,851)**	**(622,986)**	**(536,447)**

Subsequent events

In May, Astaldi Group was awarded the contract worth EUR 50 million to construct in Poland, **the railway link between Krakow Central Station and "John Paul II" International Airport Krakow-Balice**, the latter already being extended and upgraded by Astaldi. The project entails upgrading of the Krakow Central Station-Krakow Mydlniki section and construction of the link from Krakow Mydlniki to the airport (500 metres in length). The construction of 3 stations is also planned (Uniwersytet Rolniczy, Kraków Zakliki and Kraków Krzyżówka) and upgrading of the two existing stations along the section already in operation (Kraków Łobzów and Kraków Balice). The project has been commissioned by PKP Polskie Linie Kolejowe S.A. (Poland's railway company). The planned duration of works is 18 months, with works set to commence during the second half of 2013.

The Group achieved some important milestones in April as regards operations in Italy and abroad.

In Italy, the **Jonica National Road (SS-106, Lot DG-21)** witnessed the opening of an additional 5 kilometres along the Borgia-Squillace section including 6 tunnels, 3 viaducts and 1 junction. At the draft date of this report, 98% of works had been completed.

Still as regards Italy, in April, the last diaphragm of earth of the Solbiate Olona Bored Tunnel (Varese) was removed at the worksites of the **Pedemontana-Lombarda Motorway**. The tunnel – measuring 450 metres in length – forms part of Section A, running between Busto Arsizio and Lomazzo. At the draft date of this report, approximately 50% of works had been completed (more than 70% if referred to section A only).

In **El Salvador**, the Los Chorros motorway was opened to the public; the motorway links the city of San Salvador to the country's western regions along an 8.2 kilometre route. The ceremony was attended by the Minister of Public Works of El Salvador where the Group mainly performs transport infrastructure upgrading projects (roads and motorways).

As regards concessions, in February Astaldi Concessioni (through the SPV Ai2 S.r.l.) took part in the last tranche of the share capital increase of **A4 Holding S.p.A.**, that holds 100% of Società Brescia-Verona-Vicenza-Padova S.p.A., holder of the concession for the Brescia-Padua A4 motorway and additional sections, for a total of 193 kilometres of high-density traffic motorway links in North-East Italy. It must be remembered that Astaldi Concessioni's stake in A4 Holding, through the SPV Ai2 S.r.l., is approximately 11%.

Lastly, it must be noted that Astaldi's Shareholders' Meeting held on 23 April 2013 resolved to **renew the Board of Directors** for the 2013-2015 three-year period. On the basis of slates submitted, the following directors were confirmed: Paolo Astaldi, Caterina Astaldi, Giuseppe Cafiero, Luigi Guidobono Cavalchini, Stefano Cerri, Giorgio Cirla, Paolo Cuccia, Mario Lupo, Ernesto Monti and Eugenio Pinto, and the following new directors were elected: Guido Guzzetti, Chiara Mancini and Nicoletta Mincato. The new Board, that will remain in office until the Meeting to approve the Financial Statements at 31 December 2015, also confirmed Paolo Astaldi as Chairman, Giuseppe Cafiero and Ernesto Monti as Deputy Chairmen and Stefano Cerri as Chief Executive Officer. Cesare Bernardini, Paolo Citterio, Luciano De Crecchio, Mario Lanciani and Filippo Stinellis were appointed as General Managers.

Foreseeable development of operations

As regards the coming months, operations, commercial activities and forecast growth, in line with the Business Plan approved in November 2012, can be confirmed. Specifically, as already mentioned, 2013 will be a year of "record activity" as regards engineering and finance thanks to the achievement of financial closing of three significant concession projects in Turkey: the Gebze-Orhangazi-Izmir Motorway, the Etlik hospital campus in Ankara and the Third Bosphorus Bridge. As regards the latter, production activities are set to commence as from 2013.

Works will continue at the numerous sites where the Group operates in the capacity of General Contractor, alone or as part of a joint venture; specifically in the medium-term:

- **in St. Petersburg (Russia)**, there will be intensification of works on the Western High-Speed Diameter and Pulkovo International Airport; the city will also pay host to the G-20 in September and it is envisaged that the airport will be used for the arrival and departure of the authorities taking part in the international forum;
- **in Turkey**, work will go ahead to complete the extension of Line 4 of the Istanbul underground (Kartal-Kaynarca section) and the Golden Horn Bridge (Haliç Bridge), to be delivered by 2013, but there will also be intensification of works to build the Gebze-Orhangazi-Izmir motorway (Phase 1), especially the Izmit Bay bridge and Samnalı tunnel for which completion and subsequent start-up of the management phase is planned within the next 3 years. As already mentioned, the complete start-up of activities related to the Third Bosphorus Bridge is planned for the coming months; said project still has to be included among new acquisitions pending financial closing and together with the St. Petersburg Western High-Speed Diameter project in Russia will allow the Group to achieve the production targets set for the year in the Business Plan;
- in **Poland**, the achievement of important milestones is planned in relation to works to build Line 2 of the Warsaw Underground, and the start-up of works to build the Bydgoszcz-Torun Plant, as well as the continuation of other railway projects (Łódź Widzew-Łódź Fabryczna railway line and Fabryczna station);

- in **Italy**, works will continue to complete Lot DG-22 of the Jonica National Road, Bologna Centrale HS station and extension of Line 5 of the Milan underground (from Stazione Garibaldi to San Siro) by 2013. Works are also set to go ahead on Line C of the Rome underground and 3 hospitals in Tuscany (Prato, Lucca and Massa), and completion of the hospital in Pistoia is scheduled by the end of this year.
- a significant contribution will also come from other projects in progress in Italy (transport infrastructures), Central Europe and Algeria (transport infrastructures), Latin America (transport infrastructures, mining sector and hydroelectric plants). As regards Italy, work will also go ahead on Line 4 of the Milan underground and Lot DG-41 of the Jonica National Road.

As regards the **concessions sector**, entry into the management phase is planned for the first operational section of Line 5 of the Milan underground, opened in February 2013. The results of this project will be added to those of the additional 8 projects under management (5 car parks and 1 hospital in Italy, 1 airport in Turkey and 1 hydroelectric plant in Chile), helping consolidate the sector's overall contribution to the Group's results. At the same time, efforts will continue to optimise additional projects in progress in the sector; specifically, as mentioned above, financial closing will be aimed for in relation to construction of the **Etlik hospital campus in Ankara** and the **Third Bosphorus Bridge** in Turkey. Specifically, as regards the latter, production activities are set to commence as from 2013.

As regards **plant engineering and maintenance**, the process of integrating recently acquired companies (especially NBI Impianti ed Energia) will continue, with positive effects on the Group's margins.

From a commercial viewpoint, efforts will continue to make the most of the Group's recent entry in Canada (with the acquisition of TEQ), as well as for the consolidation of companies where traditionally present (especially Central Europe).

From a financial view point, as already mentioned, a gradual return to normal values of debt is envisaged by the end of the year, within the limits set during approval of the 2012-2017 Business Plan.

Marginal notes

ASTALDI's management assesses the GROUP's economic and financial performances and business segments on the basis of some indicators not provided for in the IFRSs, the specific components of which are described below.

EBITDA – this 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.

ROI – this is calculated as the ratio between EBIT (on an annual basis) and invested capital (average).

Invested capital rotation index: this is calculated as the ratio between revenues (annualised) and invested capital (average).

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.

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 receivables, 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, 14 May 2013

Signed: Paolo Citterio

General Manager – Administration and Finance

Attachments

Reclassified consolidated income statement

EUR/000	31/03/2013		31/03/2012	
Revenues	514,269	96.0%	504,512	96.6%
Other operating revenues	21,595	4.0%	17,753	3.4%
Total revenues	**535,864**	**100.0%**	**522,265**	**100.0%**
Cost of production	(390,522)	-72.9%	(392,833)	-75.2%
Added value	**145,342**	**27.1%**	**129,431**	**24.8%**
Personnel costs	(73,915)	-13.8%	(68,343)	-13.1%
Other operating costs	(11,856)	-2.2%	(7,147)	-1.4%
EBITDA	**59,571**	**11.1%**	**53,942**	**10.3%**
Amortisation and depreciation	(10,917)	-2.0%	(9,973)	-1.9%
Provisions	(63)	0.0%	(31)	0.0%
Write-downs	(31)	0.0%	(94)	0.0%
(Capitalisation of internal construction costs)	105	0.0%	1,026	0.2%
EBIT	**48,665**	**9.1%**	**44,870**	**8.6%**
Net financial income and charges	(21,473)	-4.0%	(18,640)	-3.6%
Effects of valuation of equity investments using equity method	1,924	0.4%	2,355	0.5%
Pre-tax profit (loss)	**29,117**	**5.4%**	**28,586**	**5.5%**
Taxes	(10,901)	-2.0%	(10,819)	-2.1%
Profit (loss) for the year	**18,215**	**3.4%**	**17,767**	**3.4%**
Minority (profit)/ loss	79	0.0%	(23)	0.0%
Group net profit	**18,295**	**3.4%**	**17,744**	**3.4%**

Reclassified consolidated balance sheet

EUR/000

	31/03/2013	31/12/2012	31/03/2012
Intangible fixed assets	107,035	107,523	66,818
Tangible fixed assets	215,744	222,199	198,411
Equity investments	271,345	257,441	201,616
Other net fixed assets	53,008	55,558	34,248
TOTAL Fixed assets (A)	**647,133**	**642,720**	**501,092**
Inventories	68,130	84,343	80,336
Contracts in progress	1,065,756	1,058,039	1,106,961
Trade receivables	46,376	31,517	56,317
Accounts receivable	899,570	803,560	646,769
Other assets	208,962	209,821	243,586
Tax receivables	127,777	143,067	127,633
Advances from customers	(406,633)	(479,397)	(456,735)
Subtotal	**2,009,939**	**1,850,950**	**1,804,867**
Trade payables	(181,885)	(143,451)	(153,809)
Due to suppliers	(735,341)	(817,538)	(828,953)
Other liabilities	(299,582)	(314,783)	(267,966)
Subtotal	**(1,216,809)**	**(1,275,772)**	**(1,250,729)**
Working capital (B)	**793,130**	**575,178**	**554,138**
Employee benefits	(8,837)	(8,760)	(7,713)
Provisions for non-current risks and charges	(25,914)	(28,578)	(21,761)
Total Provisions (C)	**(34,751)**	**(37,338)**	**(29,475)**
Net invested capital (D) = (A) + (B) + (C)	**1,405,511**	**1,180,560**	**1,025,755**
Cash and cash equivalents	317,291	400,215	451,803
Current financial receivables	669	3,393	
Non-current financial receivables	106,610	50,935	49,827
Securities	1,332	1,347	5,645
Current financial liabilities	(579,487)	(527,614)	(520,099)
Non-current financial liabilities	(827,801)	(706,007)	(690,156)
Net financial payables / receivables (E)	**(981,387)**	**(777,730)**	**(702,981)**
Receivables rights arising from concessions	151,838	151,725	163,559
Total financial payables / receivables (F)	**(829,549)**	**(626,005)**	**(539,422)**
Group equity	(527,927)	(507,625)	(481,859)
Minority equity	(48,035)	(46,930)	(4,474)
Equity (G) = (D) - (F)	**575,962**	**554,555**	**486,333**