toll roads telecommunications airports

# annual report 11

infrastructures that work abertis

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infrastructures that work

abertis


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abertis
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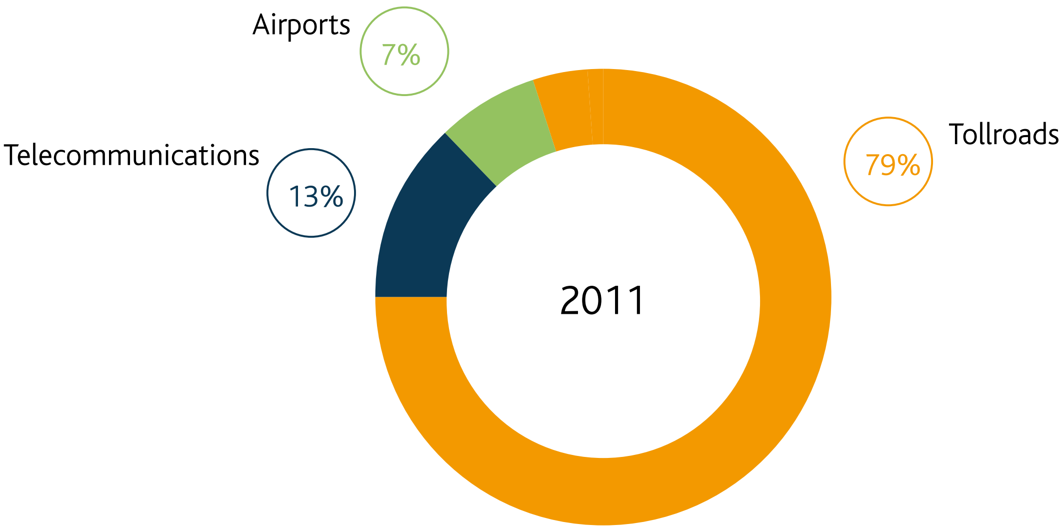
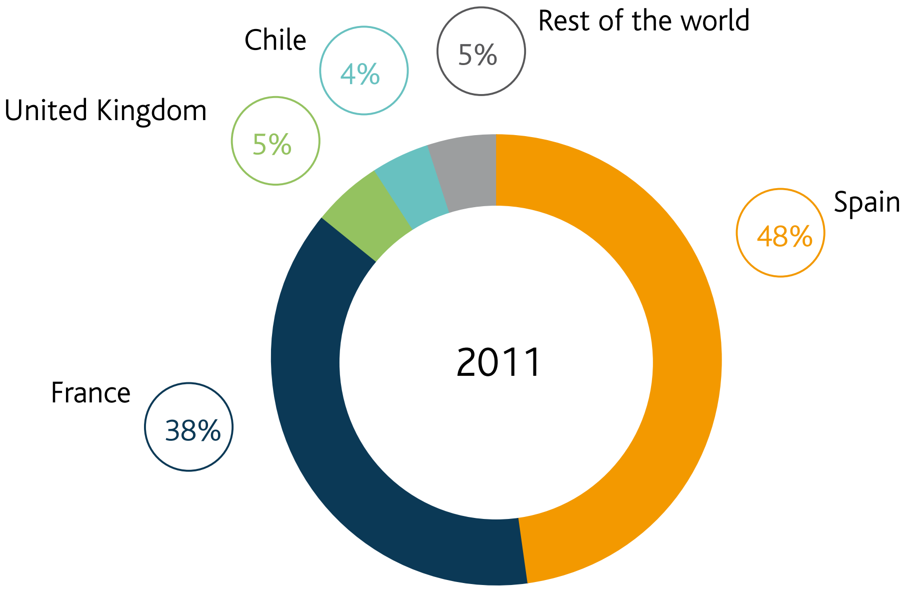
# Contents

## SHARE OF OPERATING REVENUES BY SECTOR




## SHARE OF OPERATING REVENUES BY GEOGRAPHIC AREA



## THE GROUPS' FINANCIAL FIGURES (IN MILLIONS OF EUROS)

NET PROFITS
720

OPERATING REVENUES
3,915

EBITDA
2,454

INVESTMENTS
676

DIVIDENDS
1,300

## BUSINESS FIGURES

3,772
KILOMETRES OF **TOLL ROADS** MANAGED IN EUROPE AND THE AMERICAS

3,340
**TELECOMMUNICATIONS** SITES IN SPAIN

90%
OF THE WORLD'S POPULATION RECEIVING THE SIGNAL FROM THE **SATELLITES**

62
MILLION PASSENGERS IN THE **AIRPORTS** MANAGED IN 7 COUNTRIES

95%
TURNOVER WITH **ENVIRONMENTAL MANAGEMENT** SYSTEM IN PLACE

# Letter from the **President**

Salvador Alemany,
President

Dear Shareholders,

When I meet business people, the media, large and small investors and people in general, I am repeatedly asked about when this downward stage of the cycle will end.

My answer is also repeated. This is a crisis that on many occasions I have described as asymmetric, inasmuch as while the entire world economy plunged into crisis four years ago, not all countries did so under the same conditions. The outcome of this, which is also the result of the greater or lesser degree of boldness with which the necessary structural reforms have been undertaken, is that there are visibly different scenarios and expectations for emerging from the crisis depending on the conditions obtaining when it began and the policies implemented since then to tackle it.

To take an obvious example, an activity indicator such as the evolution of traffic on our tollroads accurately reflects this asymmetry. Between December 2007 and December 2011 traffic on our tollroads in the Americas rose by 16%, while on our French network operated by **sanef** it remained stable and indeed even grew slightly by 0.9%. By contrast, in Spain during the same period the trend was clearly negative with a fall of 22%. Overall there was a decrease of 8% on the tollroads that we operate.

Hence it is not possible to forecast when we will have left the crisis behind across the board. Global companies like ours must in some way be prepared to live with almost permanent crisis scenarios as these will affect one or another economic region or country in a sequential and recurring way.

Globalisation, and with it the geographical diversification of our businesses, is a factor that helps to mitigate both the impact of the crisis, as can be seen from the change in traffic on our tollroads, and also the quite minimal impact that the crisis has had on the Group's earnings since it began. But equally we do need to constantly keep an eye on economic developments in the countries where we operate in order to put in place the most appropriate response strategies in each case.

# The need to combine austerity and growth policies can bring new opportunities for concessional models

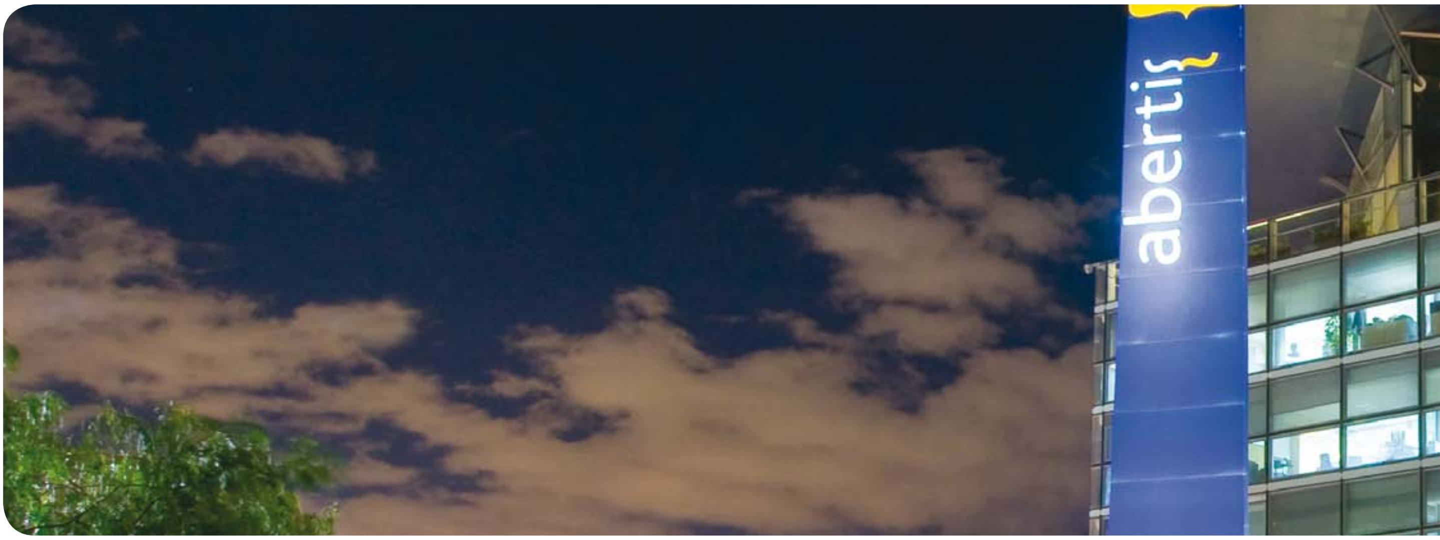
## Key factors in 2011 and outlook for 2012

It is a fact that 2011 ended with a great deal of concern on all sides, due to a new year marked by enormous uncertainty and the lack of confidence of the various players in the progress of the economy, combined with forecasts for 2012 that have still yet to predict recovery.

What we should hope for, and if possible achieve, in 2012 is to bring together those of us who play a role in shaping the conditions for growth so as to act decisively in those areas that may drive alternatives for coming out of the crisis and continuing onwards to recovery. I do not wish to dwell on this, but European leadership capable of providing stability and a future for the Euro zone is a priority. Europe needs to pass some institutionalisation tests. The agreements at the most recent summits and the reform of the Treaty are moving forward in this direction and this seems to be recognised by the ECB's measures to provide liquidity to the financial sector.

We also need to look at countries and the various levels of governments (federal or regional). Here work needs to be done on supply-side policies which will involve structural reforms in a number of areas to improve productivity, recover competitiveness and restore the public's confidence. These are without a doubt key factors for reasonable recovery in consumer spending and with it expectations for growth and investment.

Together with adjustment, austerity and structural reform measures, we also need to put in place policies that encourage growth. It is difficult to visualise debt reduction options (both public and private) that are not accompanied by growth which makes them possible and above all sustainable. Otherwise some countries may become trapped in a crisis at risk of becoming chronic.




## abertis's progress

In this Annual Report our CEO provides a more detailed view of what 2011 has meant to **abertis**. It has been a year marked by the reorganisation of the Group's businesses which has led to the hiving off of car park and logistics park operations into the new firm Saba Infraestructuras. This project, under the leadership of Caixaholding as majority shareholder, has been able to attract the interest and shareholder commitment of relevant investment and venture capital funds.

Hence **abertis** has focused on the toll road, telecommunications and airports sectors. In tollroads, a significant milestone in the year has been the achievement of a new concession for 40 years in Puerto Rico. Consequently the internationalisation of our activities, with more than 50% of our revenue generated abroad, offsets the negative evolution of traffic on Spanish tollroads.

Also noteworthy has been the positive performance and contribution of the telecommunications business that has managed to absorb the impact of the "analogue switch off" in 2010 and non-recurring income in the same year as a result of the extension of DTT coverage in Spain. Meanwhile the airport business has also begun its recovery after a difficult 2010.

As for the evolution of our stock, 2011 has been a year in which **abertis**'s shares bucked the downward trend (-13%) of the IBEX 35 to rise by 3.9%. This performance has also been vastly superior to that of other groups operating in our sector which have fallen by between -19% and -51%. Our priority is still to create the conditions that ensure the sustainability and predictability of our familiar combination of dividends and bonus shares, a policy that continues to achieve a minimum annual growth of 5% in dividends. It should be recalled here that from the start of trading of the merged **abertis** in 2003 through to the end of 2011, a Group shareholder has accumulated an annualised return – dividends, bonus issues and rise in portfolio value – of 13%.

In 2012 the complex situation faced by government and the need to combine austerity and stimulus packages may well provide new opportunities arising from the choice of concession models that combine public ownership of infrastructure with private management and financing. These are models that generate resources, cut public spending and maintain and strengthen government assets.

One of the most significant and relevant schemes may be the extension of the pay-per-use model through the introduction of

One of the most significant and relevant schemes may be the extension of the pay-per-use model through the introduction of the Eurovignette across the whole of the basic road network

the Eurovignette across the whole of the basic road network. We will also keep a close watch on the airport management model to be put forward by the new government in Spain and we will seek to further strengthen our position, including building up greater management capacity, in the telecommunications sector, as is evidenced by our increased stake in **Hispasat,** pending approval by the Council of Ministers. In lockstep, one of the Group's priorities is to monitor new opportunities abroad, with the United States as a permanent point of reference, and retain our strong focus on efficiency which enables us to tailor our processes and our organisation to the uncertain and complex context in which we operate.

Public-private partnerships will not by themselves sort out the current crisis. However, there is no doubt that there are still investments in infrastructure with a high socio-economic return in Europe and the world that need to be addressed and which have the capacity to support economic growth.

I mentioned in my letter last year that this was and is our world. It is our story, it is what gives meaning to what we do and why we do it. Through it we become aware of what we bring to society and the values that identify us.

I read in a recent article that a company has, in a broad and radical sense, an educational function. At **abertis** we have consciously taken on this role and we work with government and with the various social and economic stakeholders to bring to fruition more efficient management of infrastructure and thereby contribute to the productivity, competitiveness and social and economic cohesion of communities.

# Interview with Francisco Reynés, **CEO**

**Q. What factors would you highlight as having been crucial for abertis in 2011?**

A. I think the most important thing about 2011 is that **abertis**, despite operating in a challenging economic environment, and especially so in the case of the businesses it runs in Spain, has continued to grow in its key figures and has met its objectives of creating value for its shareholders, employees and society in general.

The company ended the year with the best net income in its history at 720 million euros, 9% higher than the previous year. It has also maintained its level of revenue compared to the previous year and has improved its EBITDA by 2% up to 2,454 million euros. Additionally, it has managed to cut its operating costs by 3.2%, which is a major management and containment effort by the entire company. So I would say that it has been a good year for **abertis** and that in 2012 we will continue to work along the same lines.

It has also been an important year on account of the changes that have taken place in our assets portfolio, with the hiving off of the car parks and logistics parks businesses and the sale of our stake in Atlantia. Another development in this respect has been the recent sale in 2012 of part of our holding in Eutelsat.

Hence 2011 has served to lay the foundations for a new **abertis**, one that is more focused on its three tollroads, telecommunications and airports businesses, that is more efficient with a significant reduction in its operating costs and CAPEX, more international with the addition of new toll road businesses in Puerto Rico, more financially robust with a debt reduction of more than 5,2% compared to 2010, and ultimately more profitable for its shareholders, who last year saw not only an increase in their regular remuneration, as is customary every year, but also received extraordinary remuneration. In total, **abertis** allocated more than 1,300 million euros to paying dividends in 2011, with a dividend yield of around 14%.

**Q. abertis has reorganised its businesses in 2011 with the splitting off of its portfolio of car parks and logistics parks. What does the Group hope to gain from this reorganisation?**

A. The goal we set ourselves when we first addressed the plan for hiving off the car parks and logistics parks businesses was growth. The idea was to create the necessary conditions that would provide each business with access to resources in a situation in which any growth project calls for greater capitalisation and less recourse to borrowing. We believe that the structuring of the businesses around two independently managed companies will provide each one of them with a focus and specialisation in terms of their priority areas.

Tollroads, telecommunications and airports in the case of **abertis**, and car parks and logistics parks in the case of Saba Infraestructuras.

This is like saying that it will give them greater growth potential as there is a greater correlation between the projects to be implemented and the resources available.

## The company has ended 2011 with the best net income in its history at 720 million euros, 9% higher than the previous year, and has achieved this in a very challenging economic environment

Indeed, after four years of economic crisis in which we consolidated the stage of strong expansion that we implemented between 2004 and 2008, here at the Group we have now got ourselves ready for a new stage. The world has changed and this change is not temporary.

**Q. abertis has continued its internationalisation policy in 2011 with landing the award of a new toll road concession in Puerto Rico. What does this project mean for the Group?**

A. That's right; on 21 June the consortium led by **abertis** and investment fund Goldman Sachs Infrastructure Partners II was selected by the Government of Puerto Rico as preferred bidder in the tender for the operation of the PR-22 and PR-5 tollroads. In September, the consortium took over management of both tollroads for a period of 40 years. This is a transaction in which the consortium paid a concession fee of 1,136 million dollars (830 million euros).

The concession for the PR-22 and PR-5 tollroads has marked a turning point in **abertis**'s commitment to the United States market as a strategic objective for the future. In this respect, the size and features of the operation carried out in Puerto Rico (with a defined legal and regulatory framework, a world-class financial partner and quality assets) make it into a benchmark for the company in terms of the plans that it hopes to accomplish in the coming years in the United States.

This is an important market – as, indeed, is the whole of North America – for infrastructures and as a result since late 2011 **abertis** has had an office in Washington with the mission of exploring any business opportunities that may come up in the country. The company's goal is to work directly on the ground and in close partnership with the Federal administration at a time when infrastructure privatisations are being completed in a market that is young enough to generate numerous business opportunities.

It is also an emerging market which we are in for the long-haul and therefore one in which **abertis** will move forward without haste. Any operation that may arise will be assessed by **abertis** based on performance standards with acceptable risks that make it possible to put in place an industrial and social project with a long-term vision, founded on achievable estimates and goals as well as the ability to ensure sufficient financial capacity to address investments in a sustainable way.

This is an aspect that I would like to stress, because when we talk about growth, I want to make it clear that we are not going to grow at any cost. Firstly, we will do so with returns which meet the targets that we have set for ourselves as a company. Then secondly we will also do so while safeguarding the structure of our balance sheet, which means we will continue to grow but always keeping a close watch on our rating, which is currently among the best in the industry.

It is also important to note that **abertis** is not planning to grow outside the three business activity areas in which we currently operate.

At any event, we are looking to incorporate assets that improve the average life of our concessions, which is a strategic imperative for creating value in the medium and long term, and to do that we need to step up the Group's internationalisation even further.

**Q. Another aspect of 2011 has been the work done to increase efficiency. What results have been achieved so far and what are the objectives?**

A. One aspect that has been the focus of the attention and efforts of the management team in recent months is containing operating costs and operational investments in all the sectors and countries in which we operate. This is a basic factor in the current environment of uncertainty which is also marked by the increasing cost of borrowing. Consequently, we are reorganising the company's management structure so as to achieve a substantial improvement in operating efficiency and tailor this management structure in order to meet new challenges.

In 2011 all these efforts led to a 3.2% reduction in operating costs and a 11% cut in CAPEX. These actions are part of the Group's medium-term efficiency programme.

It is, in short, a commitment on the part of the company's management team to generate sustained and growing shareholder value from a long-term standpoint.

**Q. Do you foresee any changes in the Group's business portfolio in 2012?**

A. At the moment we are reorganising our asset portfolio in order to reduce its management complexity and step up our industrial role in the projects in which we take part on a joint basis. That means we are very interested in financially consolidating the holdings we have in particular projects and studying in greater depth those which have prospects of bringing value and synergies within the Group.

Furthermore, as was the case with Atlantia in early 2011, we are also examining divestiture alternatives for some of our holdings as a way of financing the Group's new expansion opportunities and as a means of reducing our level of borrowing, always based on the requirement for expected returns and selectivity in the assets in which we invest.

This is the case with the operation carried out last January involving the placement of 16% of our stake in Eutelsat, which has generated a net income of 981 million euros for **abertis** and consolidated net capital gains of 396 million euros. This

## It is time to continue to grow overseas, especially in toll road projects in the Americas

transaction means that **abertis** has recovered the investment made when it bought 32% of Eutelsat while it also continues to have a significant holding of more than 15% in the company.

In addition, and along the lines I've already mentioned about consolidating our holdings, in February this year we acquired 13.23% of **Hispasat** from Telefónica for 123 million euros, which means we now own 46.6% of its stock in a transaction pending approval by the Council of Ministers.

**Q. What are your expectations for 2012?**

A. The outlook is good on the whole. However, we do need to follow developments in the macroeconomic scenario closely. The situation in Europe is very complex and there is every indication that it will continue to be so in the coming months. All of these factors are likely to affect how we come out of the crisis and also in tandem the forecasts we have been working with, especially in terms of the change in traffic on our tollroads.

We are working to maintain the strong cash flow generation of our businesses. As for organic activity, and save for the uncertainties which I have already mentioned, we anticipate that traffic we can expect traffic on Spanish tollroads to stabilise, something which has already been achieved in France. In the Americas we are confident we can maintain levels of growth.

On the other hand, we hope that passenger traffic at airports will continue to pick up this year and we are also optimistic about the development of the telecommunications business, which will face some major challenges in 2012, especially in terms of addressing the "digital dividend". To all of this you can add a focus on cost control and CAPEX as a factor in improving our margins which mainly depends on ourselves and not so much on outside circumstances, and which we will continue to work on in 2012.

In short, the company will continue looking for inorganic growth projects that enable it to expand its portfolio with assets that further facilitate the generation of shareholder value.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# Corporate administration

## Greater transparency and new Code of Ethics

**abertis** operates through a solid and organised governance structure which consists of its Board of Directors and various committees (Executive, Audit and Control, and Appointment and Remuneration) and has made transparency and ethical conduct into its top priorities.

In 2011 its governing bodies have continued to work to achieve the best corporate governance practices introduced in Spain by the Unified Code of Good Governance. and which have been strengthened by the Capital Companies Act of 2 July 2010 and amendments set out in subsequent regulations as Royal Decree Law 13/2010, the Sustainable Economy Act 2/2011 and Act 25/2011 which seek greater transparency in companies and greater shareholder participation.

In compliance with these new precepts, this year **abertis** has amended its internal regulations contained in its Bylaws, the Regulations of the Annual General Meeting and the Regulations of the Board of Directors. These amendments are designed to ensure that decision-making in the Group pursues the corporate interest of the company, enables shareholders to exercise their rights and also provides the capacity to continue delivering value.

In order to improve its corporate governance practices, in 2011 **abertis** introduced a new Code of Ethics that sets out the guidelines for action and conduct that are to govern the workplace behaviour of the Group's employees and of all stakeholders who interact with **abertis**. This code is supported by the work of the Code of Ethics Committee, the body responsible for compliance with the Code.

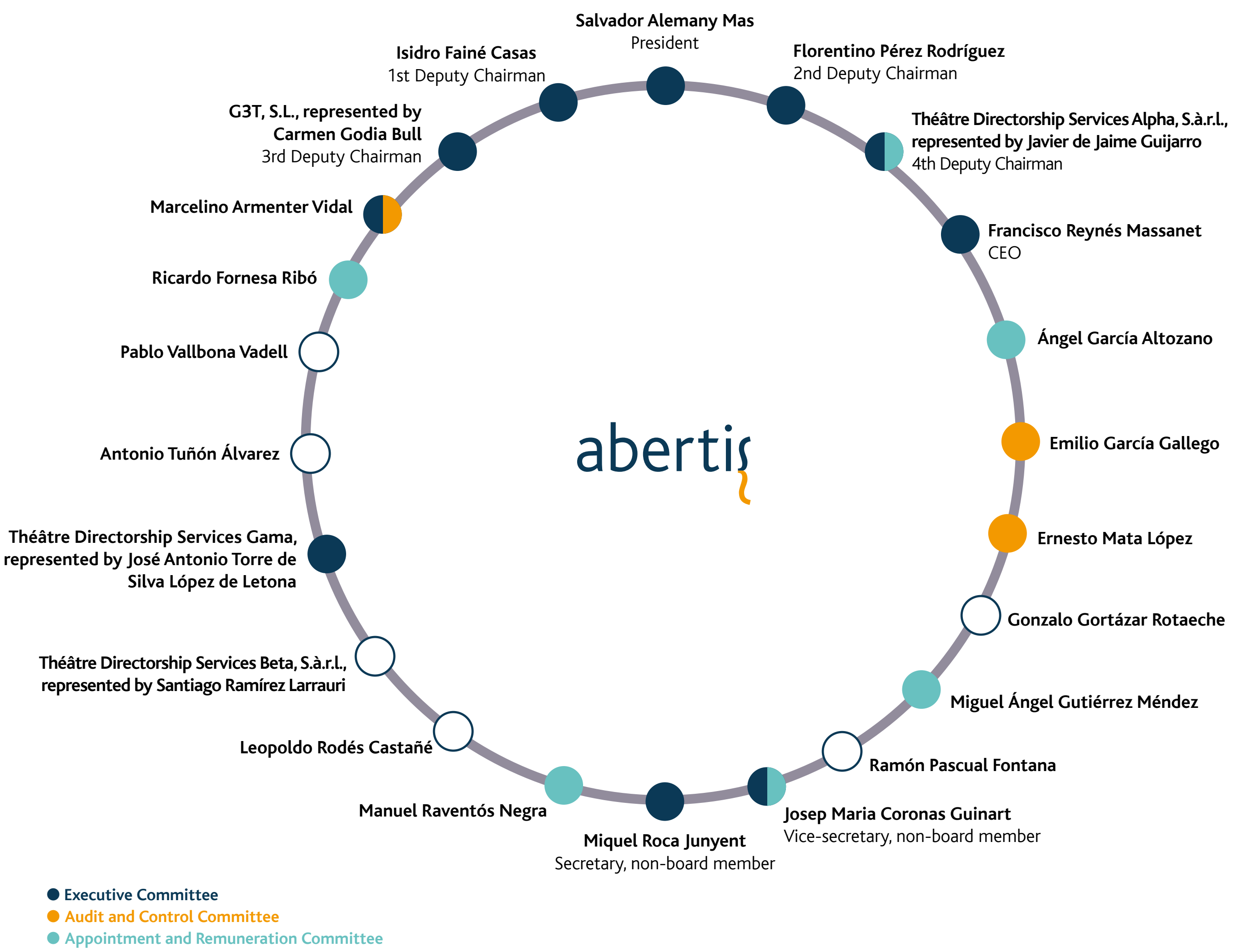
Moreover, as part of its commitment to reach out to shareholders and on the occasion of the Annual General Meeting, **abertis** has sponsored the creation of the Electronic Forum of Shareholders so as to enhance communication between the Group and its shareholders and to encourage their participation and intercommunication.

**abertis** will continue to work on its mission to ensure that transparency and good governance in its operations remain the foundation that inspires corporate culture across its organisation.

In order to improve its corporate governance practices, in 2011 **abertis** introduced a new Code of Ethics that sets out the guidelines for action and conduct that are to govern the workplace behaviour of the Group's employees and of all stakeholders who interact with **abertis**

# Administrative bodies

## Board of Directors (as of 31 December 2011)




In the course of 2011 Gonzalo Gortázar Rotaeche and Antonio Tuñón Álvarez have joined the Board and Enric Mata Tarragó has left it.

## Executive Committee

*From left to right: Carmen Godia Bull, Florentino Pérez Rodríguez, Isidro Fainé Casas, Salvador Alemany Mas, Francisco Reynés Massanet, Javier de Jaime Guijarro, Miquel Roca Junyent, José Antonio Torre de Silva López de Letona, Josep Maria Coronas Guinart, Marcelino Armenter Vidal.*

# Delegated monitoring bodies

## Executive Committee

Salvador Alemany Mas (president)
Isidro Fainé Casas
Florentino Pérez Rodríguez
G3T, S.L., represented by Carmen Godia Bull
Théâtre Directorship Services Alpha, S.à.r.l., represented by Javier de Jaime Guijarro
Marcelino Armenter Vidal
Francisco Reynés Massanet
Théâtre Directorship Services Gama, S.à.r.l., represented by José Antonio Torre de Silva López de Letona
Miquel Roca Junyent (Secretary, non-board member)
Josep Maria Coronas Guinart (Vice-secretary, non-board member)

## Audit and Control Committee

Ernesto Mata López (president)
Marcelino Armenter Vidal
Emilio García Gallego
Marta Casas Caba (Secretary, non-board member)

## Appointment and Remuneration Committee

Manuel Raventós Negra (president)
Ricardo Fornesa Ribó
Théâtre Directorship Services Alpha, S.à.r.l., represented by Javier de Jaime Guijarro
Ángel García Altozano
Miguel Ángel Gutiérrez Méndez
Josep Maria Coronas Guinart (Secretary, non-board member)

# Senior management
(as of 31 December 2011)

President
**Salvador Alemany Mas**

Corporate Director of Studies and Chairman's Office
**Antoni Brunet Mauri**

Corporate Director of Institutional Relations
**Sergi Loughney Castells**

Corporate Director of Risk Management and Internal Audits
**Jordi Lagares Puig**

Chief Executive Officer
**Francisco Reynés Massanet**

Managing Director of Finance and Corporate Development
**José Aljaro Navarro**

Managing Director of Internal Resources and Efficiency
**Lluís Deulofeu Fuguet**

Managing Director of **abertis autopistas**
**Josep Lluis Giménez Sevilla**

Managing Director of **sanef**
**François Gauthey**

Director of Strategic Planning and Corporate Development
**José Manuel Aisa Mancho**

Director of Corporate Management Control
**Martí Carbonell Mascaró**

Director of Investor Relations
**Steven Fernández Fernández**

Corporate Director of Organisation
**Jordi Fernández Montolí**

Director of Purchasing and General Services
**Josep Maria Gómez Hospital**

Director of Information Systems
**José Carlos Moreno Montero**

Company Secretary
**Josep Maria Coronas Guinart**

Corporate Director of Communication
**Juan María Hernández Puértolas**

Director of Corporate Legal Services
**Marta Casas Caba**

Managing Director of Toll-roads in the Americas
**David Díaz Almazán**

Managing Director of
**abertis telecom**
**Tobías Martínez Gimeno**

Managing Director of
**abertis airports**
**Carlos del Río Carcaño**

Director of Corporate Fiscal Planning
**Montserrat Tomás Gil**

Corporate Director of Finance
**José Luis Viejo Belón**

Director of Corporate Security
**Luis Jiménez Arrébola**

Corporate Director of People
**Joan Rafel Herrero**

Director of Special Projects
**Juan Rodríguez de la Rubia López**

Director of Administration
**Francesc Sánchez Farré**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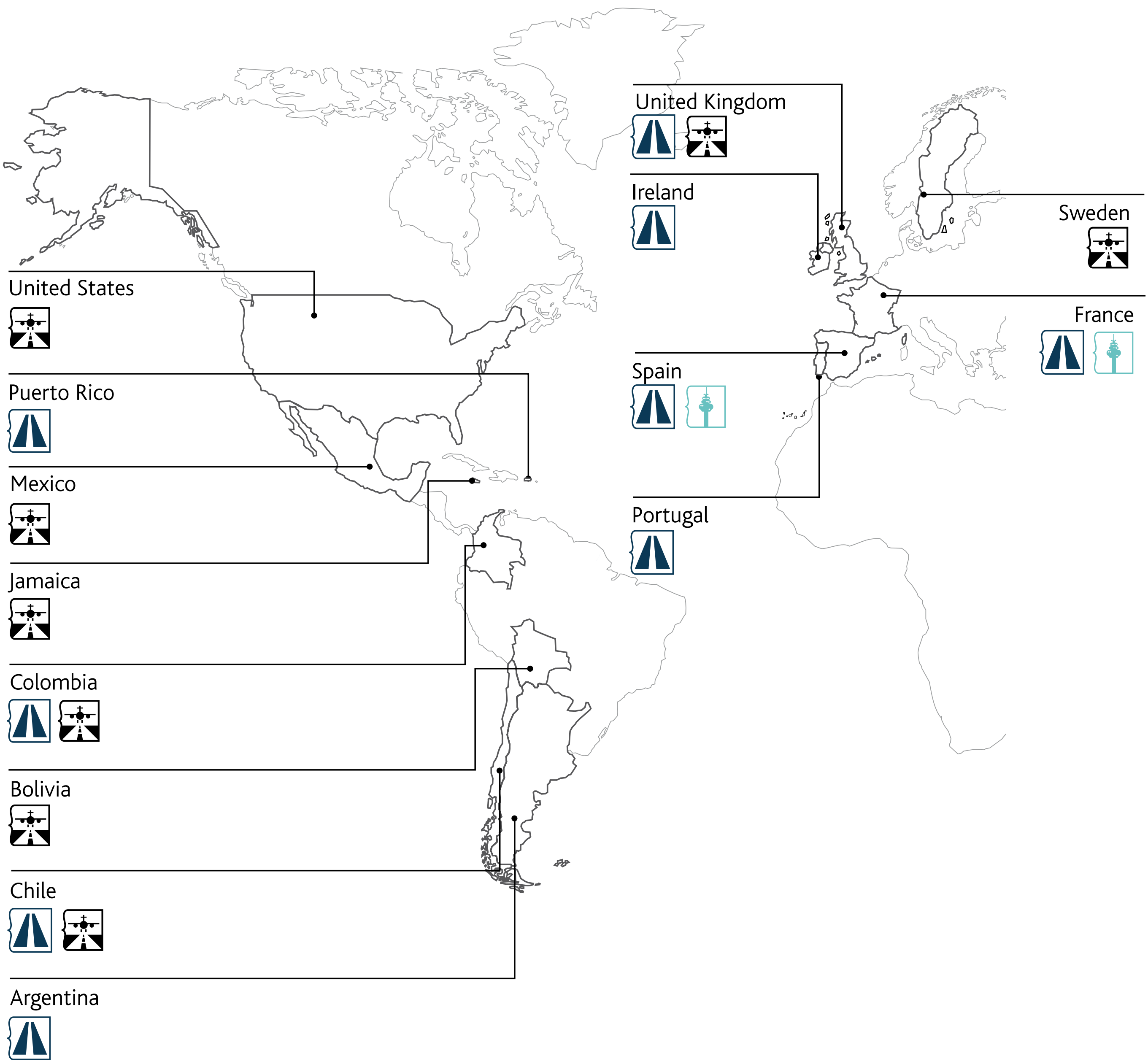
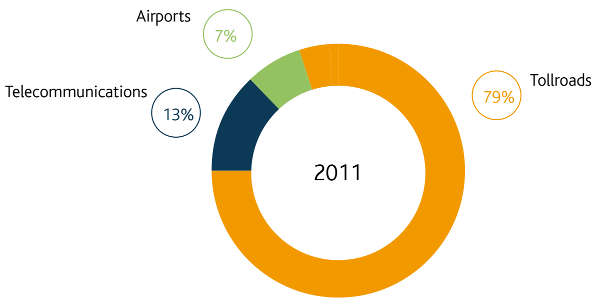
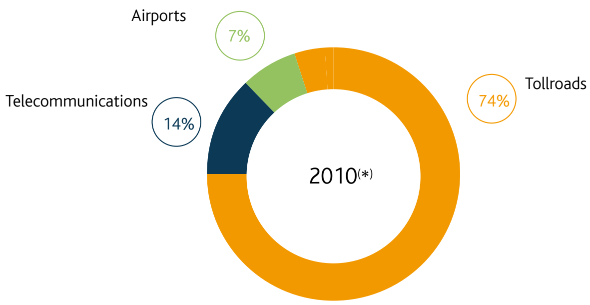
**abertis** has consolidated its position as a world leader in the private management of public infrastructures and has a presence in a total of 14 countries through three business areas:

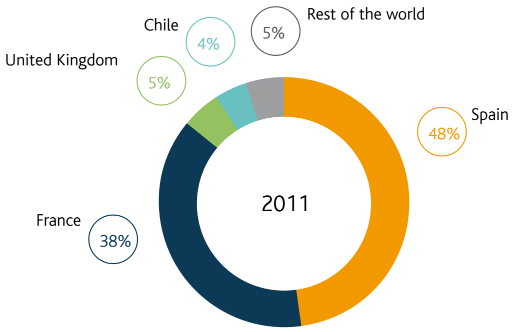
- Tollroads
- Telecommunications Infrastructures
- Airports

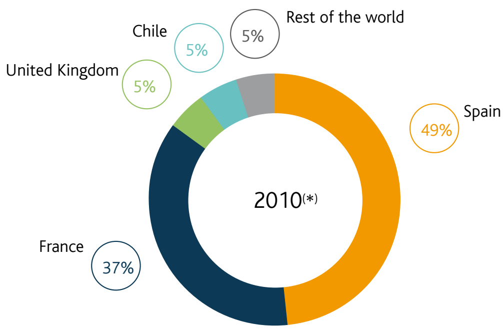


## SHARE OF OPERATING REVENUES BY SECTOR AND GEOGRAPHIC AREA

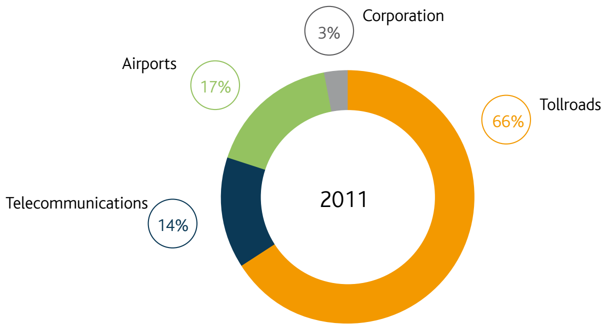


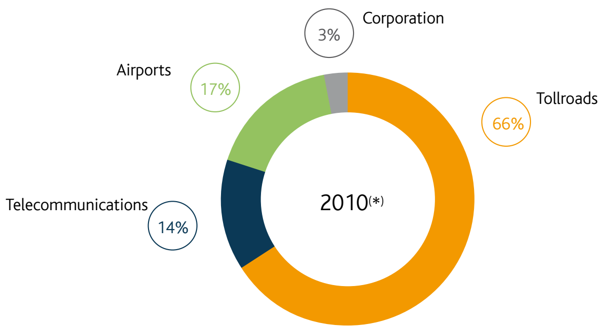



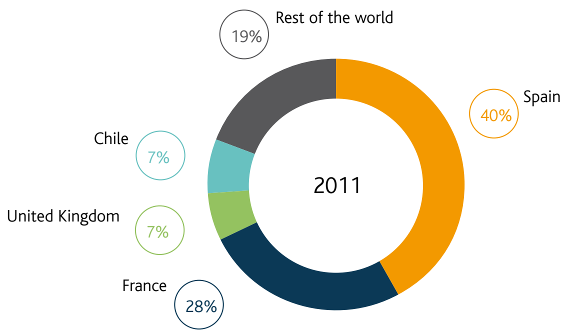



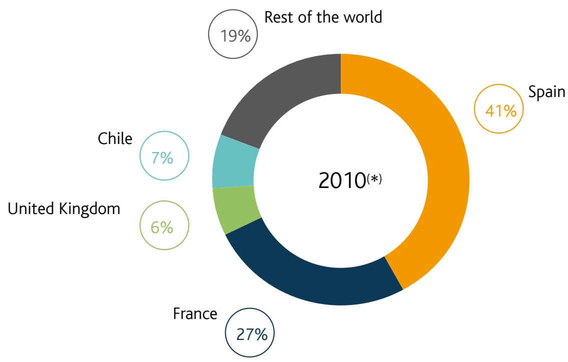




## AVERAGE WORKFORCE BY SECTOR AND GEOGRAPHIC AREA




(*) For comparative purposes, the P&L account 2010 is shown considering the impact of the classification in 2011 of the car parks and logistics parks operating segments as discontinued operations

# Tollroads

## Increased internationalisation with new concessions in the Americas

**abertis**'s tollroads business unit has taken a further step forward in 2011 in its ongoing process of internationalisation. The reorganisation of the division with a new management unit for tollroads in the Americas, the strengthening of its office in Washington DC in the United States and the successful closing of the bid process for the management of two tollroads in Puerto Rico are the proof that **abertis** has set its sights firmly on the Americas. More specifically it is focusing on the United States, a market which due to its maturity, legal certainty and the need to improve its infrastructure is one of the Group's strategic objectives for the future.

Internationalisation continues to bear fruit. In an economic environment which in Spain is marked by a decline in economic activity, international business has partially offset the still poor traffic figures in the Peninsula. In this respect special mention should be made of the figures for activity in Chile and Argentina, where economic growth is more evident than in other countries.

As a result **abertis**'s toll road business, the Group's core activity in terms of turnover and income, has maintained its key figures over the course of the year while also contributing to the mission of seeking out maximum rationalisation, efficiency and modernisation in its operations.

In this respect, a single organisation has been established for its tollroads in Spain in order to streamline processes and achieve full operational integration between its various operations centres. The functioning of the Boards of Directors of the concessionaire companies in Spain has also been simplified.

In 2011 **abertis autopistas** has continued to drive the consolidation of its business model and improvements to its infrastructures with the aim of providing its tollroads with greater capacity and enhanced service quality.

Work on adding a third lane to the AP-7 toll road, the main corridor along the Iberian Peninsula's Mediterranean coastline, has been practically completed and will come to an end in the first half of 2012. Meanwhile, the refurbishment and addition of a third lane to the AP-6 toll road, the basic communications corridor between Madrid and north-western Spain, are continuing according to schedule.

It has also been a year of further modernisation and technological advances for **abertis autopistas** in order to provide improved service to its customers and greater comfort for them when travelling by toll road. In addition, it has furthered its commitment to R&D and environmental protection projects, which has consolidated its position as a pioneer in delivering customised solutions.

**abertis** has continued to consolidate its leadership in the world road infrastructure management market. It directly operates 3,772 kilometres of tollroads in five countries and has a share in the operation of another 2,224 kilometres through its presence in concessions in Europe and America.

In 2011 the toll road business contributed 79% of the Group's revenue and 88% of its EBITDA. The business has stepped up its international presence with the addition of new concession contracts in Puerto Rico

DIRECT OR SHARED CONTROL

CONCESSIONAIRE COMPANIES

| Spain | France and the rest of Europe | America |
|---|---|---|
| **acesa** | **sanef** | **elqui** |
| **invicat** | **sapn** | **rutas del pacífico** |
| **aumar** | **sanef aquitaine**[1] | **apr** |
| **iberpistas** | **sea14**[1] | **gco** |
| **castellana** | | Autopista Central |
| **aucat** | | **gesa**[1] |
| **aulesa** | | **opsa**[1] |
| **avasa** | | |
| Trados 45 | | |

TELEMATIC COMPANIES

| Spain | France and the rest of Europe | America |
|---|---|---|
| | **eurotoll** | |
| | **slovtoll** | |
| | **bet'eire flow** | |

OTHER HOLDINGS

| Spain | France and the rest of Europe | America |
|---|---|---|
| Accesos de Madrid | A'Lienor | Coninvial[1] |
| Ciralsa | Alis | Ausol |
| Autema | Routalis[1] | Coviandes |
| Henarsa | Brisa | **metropistas** |
| | RMG | |

1. Companies that only provide toll road operation services.

Revenues from direct-managed toll road concessions

3,098

millions of euros

79%

of **abertis**'s total

# France and the rest of Europe

**abertis** is present in the toll road business in France through the concessionaire group **sanef**, in which it holds a 52.55% stake. **sanef** is to manage up to 2029 a total of 1,757 kilometres of tollroads in north-west France, in Normandy (in this region through its subsidiary **sapn**) and in Aquitaine (through its subsidiary **sanef aquitaine**). This accounts for 22% of the French network and 47% of **abertis**'s toll road network.

**sanef**'s network has an excellent position in the centre of economic Europe, connecting Paris with five great European cities (London, Brussels, Luxemburg, Frankfurt and Strasbourg) and managing five of the seven toll road access routes to the Île de France (Paris) region.

After several years of increases in its routes, this year **sanef** has focused on consolidating its new tollroads (the A-65, linking the towns of Langon and Pau, and the 14-kilometre long Reims south by-pass) and improving their facilities.

In 2011 a new "Five-Year Contract" with the French Government has been agreed, which sets out an investment plan worth 166 million euros over the next five years in exchange for an increase in prices. This investment will fund various items including a no-stop electronic toll, improving service areas with increased parking capacity for heavy vehicles and better access for customers with disabilities, installing new traffic management devices around Paris and Strasbourg, and improving the objects removal system, a procedure which will make it possible to enhance safety in all activities carried out on the roadway.

During the course of the year **sanef** has continued its commitment to environmental stewardship with investments under the "Paquet Vert" programme, an agreement signed in 2010 with the French Government for the investment of 250 million euros over three years in projects to improve the environmental integration of infrastructure.

In addition, work has continued on the overhaul plan for service areas and petrol stations. These new contracts have sought to improve the quality of facilities and services offered to customers while at the same time enhancing environmental sustainability and protection. The goal of the operation is to tailor the service areas to the great diversity of their customers and achieve better management of peak and trough traffic times.

2011 has also been the year of promoting **eurotoll**, which has become the leading European company in vehicle flow control units for trucks. **eurotoll** is present in several countries in northern and eastern Europe.

At the institutional level, Alain Minc has been appointed Chairman of **sanef**, replacing Pierre Chassigneux who has retired after having served in the post since 2004.

**DIRECT OR SHARED CONTROL**

| Concessionaire companies | Holding | Km. | Concession end |
|---|---|---|---|
| **sanef** | 52.55%[1] | 1,388 | 2029 |
| **sapn** | 99.97% | 368 | 2029 |
| **sea14**[2] | 99.97% | | |
| **sanef aquitaine**[3] | 100.00% | | |
| | | **1,757** | |

1. **abertis** has a 52.55% stake in **sanef**, which has holdings in the other companies.
2. Company that operates the A14 toll road (**sapn**).
3. Company that operates the A65 toll road (A'Liénor).

| Telematic companies | Holding |
|---|---|
| France | |
| **eurotoll** | 100% |
| Rest of Europe | |
| **slovtoll** | 100% |
| **bet'eire flow** | 100% |

**OTHER HOLDINGS**

| Company | Holding | Km. | Concession end |
|---|---|---|---|
| France | | | |
| A'Lienor | 35.00% | 150 | 2061 |
| Alis | 19.67% | 125 | 2067 |
| Routalis[1] | 30.00% | | |
| | | **275** | |
| Rest of Europe | | | |
| Brisa | 14.60% | 1,378 | 2035 |
| RMG | 33.30% | 74 | 2026 |
| | | **1,727** | |

1. Company that operates the A28 toll road (Alis).

# Philippe Duthoit

## General Director of eurotolll

## "The principles governing the Green Levy may seem complex, but we are here to advise our clients and help them"

**What is the Green Levy and what role will eurotoll play in it?**

In 2013 a kilometre tax will be levied in France on HGVs on departmental and national roads: the Green Levy. This new tax will apply to all vehicles weighing over 3.5 tonnes on a network of 15,000 km of roads, including national and departmental tollroads.

Société Habilitée de Télépéage, **eurotoll**, will be central to the implementation of the new system. The fact that historically it has had a traditional role as an advisor on toll and interoperability issues means it can legitimately dialogue with carriers who need to start getting ready now so they can pass on the additional cost of the Green Levy to their customers. According to our estimates, carriers' outlay on tolls will rise by 50% to 100% and transport costs by from 7% to 10%. The principles and decrees that will govern this legal charge may seem complex, but we are here to advise our clients and help them assess the increases involved, so they can build them into their contracts of carriage as soon as possible.

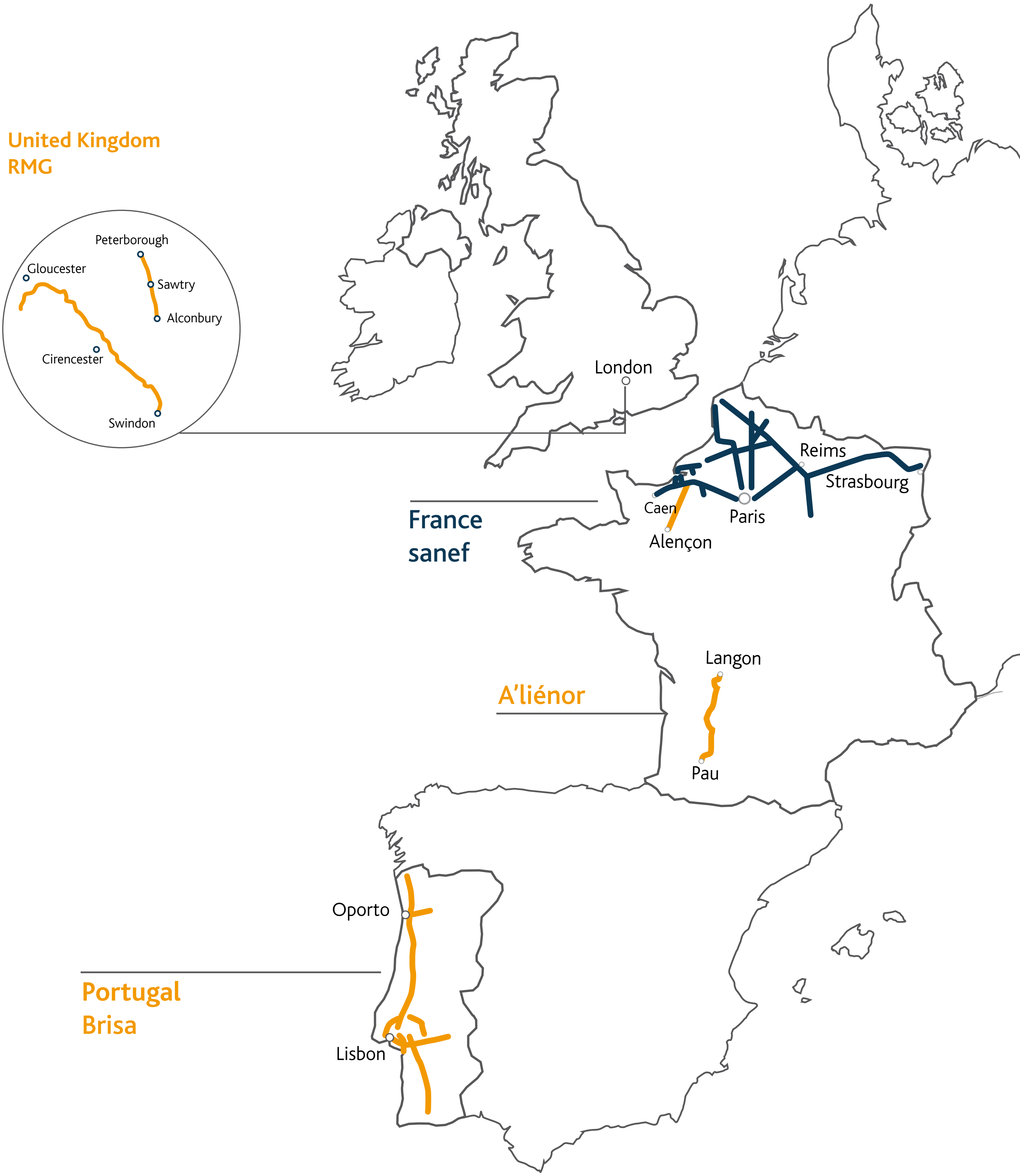
**The Green Levy will be based on a GPS system. Will you be able to manage this new technology?**

Several years ago we anticipated satellite tolls: as a pioneer, **eurotoll** developed Tribox, the first electronic toll/GPS convergence system giving access to extremely efficient management tools. **eurotoll**'s value-added services include a cost breakdown, balanced scorecards, help with choosing a route, help with passing on taxes to good customers, etc. To make that possible, **eurotoll** is stepping up its role as adviser to transport industry decision makers.

**What are your goals in the European market?**

We want to be a major player in interoperability in Europe. In 2011, after the start-up of interoperability of tolls between France and Spain, **eurotoll** began Germany-Austria interoperability using a single onboard device which is a further step towards the unification of Europe's road networks. Moreover, **eurotoll**'s services in 2011 have been increased by roads in Germany, Poland and Belgium (the Liefkenshoek tunnel in Antwerp). Finally, in addition to its location in Budapest, **eurotoll** is continuing its international development and has been delivering services in Poland since June 2011, where we have also opened a sales office in Poznan to further enhance our accessibility for Polish carriers.

# EUROPE


United Kingdom
RMG
Peterborough
Gloucester
Sawtry
Alconbury
Cirencester
Swindon
London
France
sanef
Reims
Strasbourg
Caen
Paris
Alençon
Langon
A'liénor
Pau
Oporto
Portugal
Brisa
Lisbon

In the rest of Europe, **abertis** maintains its presence in the Portuguese firm Brisa with a stake close to 15% and has a seat on its Board of Directors.

In the United Kingdom it has a stake in concession operator RMG, holder of the concessions for the A1-M and A419/417 roads.

By contrast, in 2011 **abertis** has left the Italian market after selling its stake in Atlantia (6.68%) through a private placement process. The sale provided the company with revenue coming to 626 million euros and capital gains of 151 million euros.

## Financial and business results

Revenue generated by direct-managed toll road concessions in France and the rest of Europe and other telematic companies has come to 1,505 million euros and EBITDA totalled 962 million euros, representing 38% and 39% of the **abertis** group's total respectively.

The figures are for **hit**/**sanef** consolidated.

Toll revenue as of December 2011 came to 1,383 million euros, a 3.8% increase over December 2010 due to a 2.2% rise in prices and the positive evolution of business with AADT up by 1.2% (a comparable +1.9% without the impact of the new stretch of the Reims south by-pass).

Other revenue (123 million euros) comes from services provided by concession companies (engineering and telecoms services, service area charges and other toll road operation services) and the revenue of subsidiaries, primarily for telematic activities.

By the end of 2011 electronic toll transactions had reached 37.8% of total vehicles (an annual increase of 1.6 points) with heavy vehicles standing at 76.9%.

In France, 69 million euros has been invested in renewing and improving the existing network (upgrading toll booths and network maintenance) and 88 million euros has been spent on Paquet Vert investments, the RN13-A13 link road and on completing work on the Reims south by-pass.

**AADT**

| | 2011 | Var. |
|---|---|---|
| **sanef** | 23,051 | 0.9% |
| **sapn** | 28,673 | 2.2% |
| **Total AADT** | **23,575** | **1.2%** |

**CONS. RESULTS IFRS (millions of euros)**
**(Contributions to abertis consolidated)**

| | 2011 | Var. |
|---|---|---|
| Operating revenues | 1,505 | 2.7% |
| EBITDA | 962 | 4.8% |
| EBIT | 587 | 4.7% |

**INVESTMENTS (millions of euros)**

| | 2011 |
|---|---|
| Operational investment | 69 |
| Expansion investment | 88 |

In 2011, 69 million euros has been invested in renewing and improving the toll road network in France

# Spain

In Spain, **abertis autopistas** is the largest toll road operator in terms of kilometres managed with a total of 1,526 kilometres, which accounts for 52% of the total of tollroads in the country. It also has a stake in 204 kilometres through other concessions.

**abertis autopistas** has been hit by the economic crisis in Spain. The year ended with negative traffic figures in the country (down by 6.5%), although revenues remain the same due to increased prices and from compensations for the agreements of the AP-7 and C-32 tollroads in the Maresme.. With respect to the scope of consolidation, mention should be made of the sale of its stake in the Túnel del Cadí company (37.2%) in December.

This year **abertis autopistas** has focused its efforts on consolidating the new organisation of the unit to drive standardisation and simplification of the business's structure and processes as well as on increasing its efficiency. At the organisational level, the tollroads business division has consolidated its network management model to achieve greater operational efficiency and business unit vision. There has also been progress in the unification of toll systems in the various concessions.

On the other hand, have been abolished Boards of Directors in **acesa**, **aumar** and **iberpistas**, as **aucat**, **castellana** and **aulesa** had done previously. The work of these boards has been taken on by a sole director and three regional advisory bodies (in Madrid, Barcelona and Valencia) for corporate functions.

In 2011 the priority has remained the upgrading of facilities and the pursuit of better service to customers.

The milestones in the year include the launch of www.autopistas.com, a web portal that provides information in real time and differentiated services for different types of customers whether individuals or carriers. This enables **abertis autopistas** to offer peerless service to its customers and cater for their needs to achieve utmost safety and control when travelling on its toll road network.

This initiative has been combined with the introduction in various corridors of interactive panels in service areas featuring useful information for customers who are already en route. In addition, the «journey time» system has been extended to more toll road sections to inform customers of the travel time they have left to their final destination or to a nearby locality.

The diversity of its customers has prompted **abertis autopistas** to promote specialised products that meet the needs of each type of user. They include the setting up of the Truck Parks, or service areas for carriers, with a supervised parking area and exclusive service buildings featuring toilets and showers, a laundry service, rest rooms, a cafe and Wi-Fi.

For its part **avasa** has renewed its contract with Áreas, which will involve the comprehensive remodelling of the service areas on the AP-68 with a focus on personalised care and customer retention.

DIRECT OR SHARED MANAGEMENT

| Company | Holding | Km. | Concession end |
|---|---|---|---|
| **acesa** | 100% | 478 | 2021 |
| **invicat** | 100% | 66 | 2021 |
| **aumar** | 100% | 468 | 2019 |
| **iberpistas** | 100% | 70 | 2031[1] |
| **castellana** | 100% | 51 | 2031[1] |
| **aucat** | 100% | 47 | 2039 |
| **aulesa** | 100% | 38 | 2055 |
| **avasa** | 100% | 294 | 2026 |
| Trados 45 | 50% | 14 | 2029 |
| | | **1,526** | |

1. The concession term may be extended up to 2036 based on actual traffic over the period from 2015 to 2019.

OTHER HOLDINGS

| Company | Holding | Km. | Concession end |
|---|---|---|---|
| Accesos de Madrid | 35.1% | 61 | 2049 |
| Henarsa | 30.0% | 62 | 2039 |
| Ciralsa | 25.0% | 33 | 2040 |
| Autema | 23.7% | 48 | 2037 |
| | | **204** | |

## Miquel Camacho

### AP-7/AP-2 Network Director

# "**abertis autopistas** offers its business customers a pioneering service that combines safety and rest without leaving the tollroad"

**What is the Truck Park service that abertis autopistas has brought in?**

It is a new concept in service areas for hauliers. It is the first project of its kind on Spanish tollroads offering professional drivers supervised parking areas, strict security and safety systems in all facilities and exclusive rest areas.
The Truck Parks are located on the AP-7 in the existing service areas of Porta Barcelona (northbound) and Montseny (southbound). The budget for this project has been around 7 million euros.
**abertis autopistas** has always been known for being a pioneer in offering quality and convenient solutions for road travel. To do this, we offer our business customers a broad range of customised products that combine accommodation and eatery options right next to the toll road. The Truck Parks have supervised parking areas together with a service building equipped with Wi-Fi, TV lounges, amusement machines, sleeping facilities, vending machines, toilets with showers and a laundry service.
These new services add to those currently offered to the public in these two areas: food services and refuelling.
For greater customer convenience, the Vía T electronic toll collection system has also been enabled as a way of paying for the service used. Additionally, Vía T customers can opt for an "e-invoice" and receive a receipt for their stay in the complex at their email address.
Another major innovation in the Truck Park service is the access control system using licence plate recognition, CCTV surveillance and control of occupancy levels to ensure customer safety during their stay.

**What has been the response from customers during the first months of the service?**

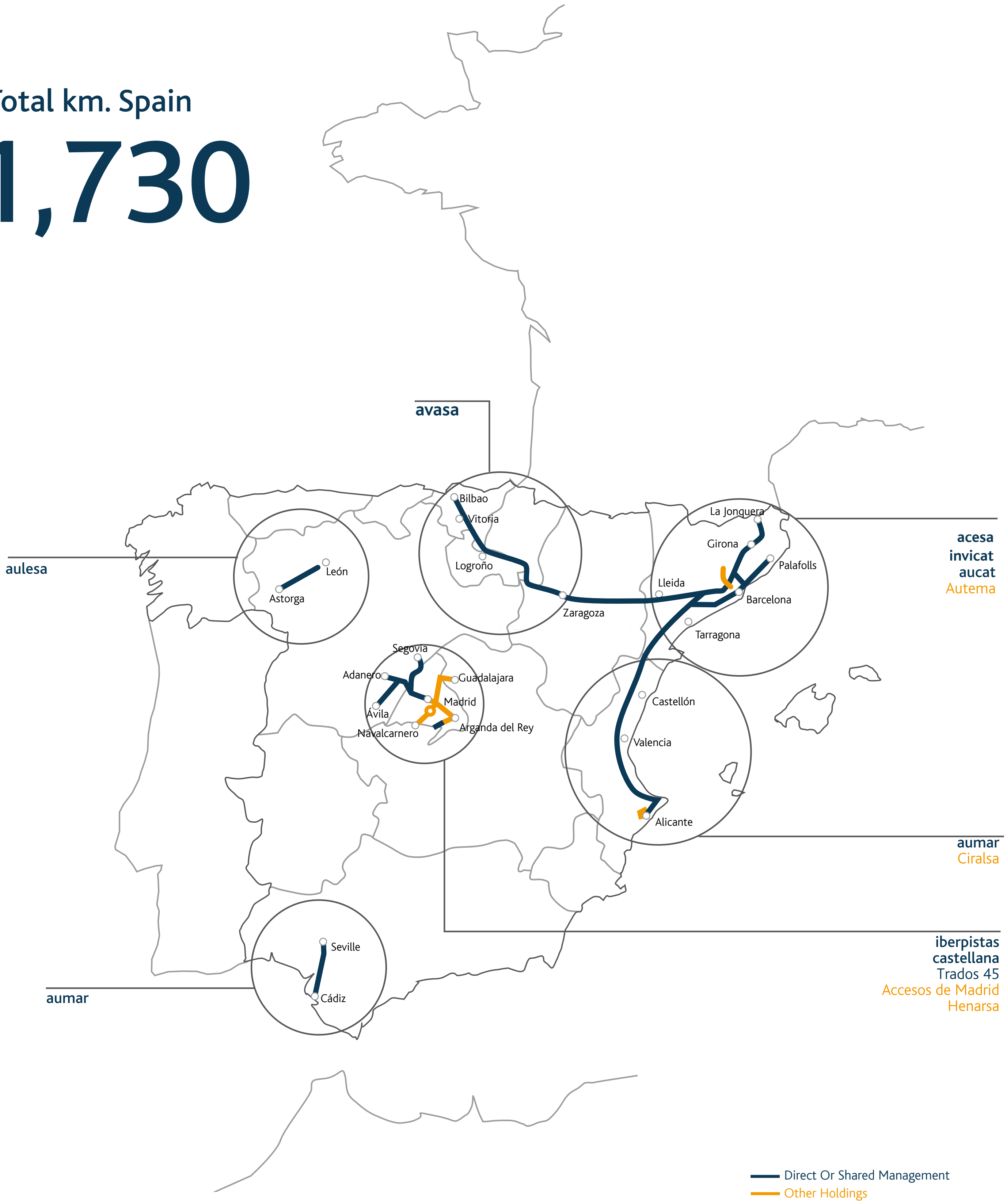
The Montseny and Porta Barcelona Truck Parks have recorded more than 5,000 stays since they opened in July 2011. The average occupancy level in recent months has continued to grow and is approaching 30%. This goes to show that this service is essential for hauliers to take a break with complete security and safety for themselves and also for their load and that it is becoming the solution of choice for increasing numbers of domestic and European customers as well.
Truck Park stops may be brief, for a few hours or for longer periods. So far, overnight stays have been the service most in demand.

**Is the company planning to expand the Truck Park scheme outside the two areas where it is currently in operation?**

**abertis**'s goal is to create a specific network for carriers with everything needed to help them take a break and for this in turn to become part of the international network of supervised parking facilities for professional drivers.
In addition to these two areas, at present we are looking at the possibility of building two more at La Jonquera (Alt Empordà) and Sagunt (Valencia), and then later on at Lleida and Zaragoza.

# Total km. Spain

# 1,730



The continuing upgrading of systems has led to enhanced payment facilities for customers. Firstly there has been the semi-automation of the AP-2, which involves the installation of machines that can accept all types of payment, and then secondly in the shape of progress on the interoperability of toll systems with France. In addition, in 2011 the implementation of a closed toll system on the AP-7 has been completed which allows drivers to travel from Barcelona to Valencia and Zaragoza without stopping.

**abertis autopistas** has continued to work in 2011 to improve toll road safety in Spain. In November, a simulation of a pileup involving a truck carrying dangerous goods was successfully conducted in the Guadarrama tunnel on the AP-6 toll road. Likewise, on the AP-7 an «Operational Coordination Exercise» was run to improve coordination between the Operations Centre, the Civil Guard and toll road staff.

The latest breakthroughs in R&D include the Geoducto Project, which is developing a system of thermal insulation for the Sotillo viaduct on the AP-6 toll road in order to design, measure, assess and verify the feasibility of a geothermal heat interchange facility to prevent ice forming on the road surface.

**abertis autopistas**' goals for 2012 include continued analysis of cost rationalisation and optimisation as well as driving improvements to its toll road network and customer service.

## Financial and business results

Revenues generated from directly managed toll road concessions in Spain reached 1,359 million euros and EBITDA came to 1,048 million euros, representing 35% and 43% of the **abertis** group's total respectively.

In spite of the negative development of activity in Spain, operating revenues have remained in line with the previous year thanks to the annual price review (with an average increase of +1.9%), compensation under the AP-7 and C-32 Maresme agreements and other extraordinary income.

In the course of the year investment in electronic toll payment devices has continued and at present the use of this system on tollroads in Spain as a whole comes to 36.9%, 1.8 percentage points more than last year. Especially significant is **avasa**, with 44% of transactions by electronic toll, as all the concession operator's discounts and free options are linked to compulsory use of this payment system.

Throughout 2011 payment systems have been upgraded on some **acesa** toll road sections with the installation of "all payments" machines (cash, card and Via-T). In the coming years these machines are set to be deployed across **abertis**'s tollroads network.

In 2011 Spanish tollroads have carried out operational investment coming to 44 million euros, mainly in vehicle containment systems and improvements to toll, maintenance and rest areas, with the opening of new service areas for carriers and others. Another 196 million euros has been invested in expansion, of which 185 million euros has gone basically for the lane addition and section extension work set out above.

**AADT**

| | 2011 | Var. |
|---|---|---|
| **acesa** | 26,714 | -5.8% |
| **invicat** | 54,063 | -4.9% |
| **aumar** | 17,305 | -9.1% |
| **iberpistas** | 25,158 | -7.2% |
| **castellana** | 6,923 | -4.4% |
| **aucat** | 25,200 | -5.7% |
| **aulesa** | 4,280 | -12.8% |
| **avasa** | 12,724 | -5.4% |
| **Total AADT** | 20,938 | -6.5% |

**CONS. RESULTS IFRS (millions of euros)**
**(Contributions to abertis consolidated)**

| | 2011 | Var. |
|---|---|---|
| Operating revenues | 1,359 | -0.4% |
| EBITDA | 1,048 | -1.7% |
| EBIT | 746 | -2'9% |

**INVESTMENTS (millions of euros)**

| | 2011 |
|---|---|
| Operational investment | 44 |
| Expansion investment | 196 |

# America

The creation of the new General Management Department for Tollroads Americas and the award of a new concessions contract in Puerto Rico are a clear example of the strategic importance for the **abertis** group of the internationalisation of its tollroads business unit.

This includes the reorganisation of the Group with the setting up of the General Management Department for Tollroads Americas, which brings the operations previously run by the General Management Department for Tollroads South America in Argentina, Chile and Colombia together with assets in Puerto Rico, and abertis's office in Washington DC in the United States. As a whole, road infrastructure managed by the Group in the Americas comes to a total of 781 kilometres.

In September, the consortium led by **abertis** and investment fund Goldman Sachs Infrastructure Partners II closed the award of the concession for the operation of the PR-22 and PR-5 tollroads with the Government of Puerto Rico. The PR-22, also known as the José de Diego toll road, is the nation's busiest toll road with daily traffic coming to 84,000 vehicles. It runs over 83 kilometres and connects the capital, San Juan, with the city of Arecibo in the north of Puerto Rico, which means it serves an area where large multinational industrial and pharmaceutical companies are located.

The transaction marks a turning point in **abertis**'s commitment to the United States market as a strategic objective for the future. Not only does it consolidate **abertis**'s presence as a toll road operator in Puerto Rico, where it has also been running the Teodoro Moscoso Bridge for 16 years, but it also strengthens the Group's positioning as an ally of choice for the implementation of public-private partnership projects in the rest of the United States. The country's mature and consolidated yet dynamic economy makes it into one of the markets with highest growth potential in infrastructures and crucial for **abertis**'s expansion plans for the coming years.

The direct and indirect management of a total of 691 kilometres of tollroads in Chile, Argentina and Colombia round off **abertis**'s presence in the Americas and specifically in South America (486 kilometres under direct management and 205 kilometres under indirect management).

In Chile, **abertis** it is one of the country's largest road infrastructure operators. It has a presence in the Autopista Central, the urban and interurban toll road carrying most traffic in Santiago de Chile and equipped with free-flow technology. It also has a majority position in **rutas del pacífico**, the toll road linking Santiago-Valparaíso/Viña de Mar in the central region, and in the concession operator for **elqui**, which connects Los Vilos and La Serena in the north of the country. Taken together, these concession operators manage approximately 430 kilometres of tollroads.

Chile will remain a priority market for **abertis** after the country has generated major increases in traffic and revenue in 2011. New investments are planned for 2012 in order to enhance service quality (implementation of the dynamic toll system on **rutas del pacífico**) and safety.

**DIRECT OR SHARED MANAGEMENT**

| Company | Holding | Km. | Concession end | Country |
|---|---|---|---|---|
| **elqui** | 100.0% | 229 | 2022 | Chile |
| **apr** | 100.0% | 2 | 2044 | Puerto Rico |
| **rutas del pacífico** | 78.9% | 141 | 2024 | Chile |
| **gco** | 48.6%[1] | 56 | 2018 | Argentina |
| Autopista Central | 28.9%[2] | 60 | 2031 | Chile |
| **gesa**[3] | 100.0% | | | |
| **opsa**[4] | 78.9% | | | |
| | | **488** | | |

1. 57.6% of voting rights.
2. **abertis** controls 57.7% of Grupo Invin, which in turn has a 50% stake in Autopista Central.
3. Company that operates **elqui** and tollroads of other companies.
4. Company that operates **rutas del pacífico**.

**OTHER HOLDINGS**

| Company | Holding | Km. | Concession end | Country |
|---|---|---|---|---|
| Coviandes | 40.0% | 86 | 2023[1] | Colombia |
| Coninvial[2] | 40.0% | | | |
| Ausol | 31.6% | 119 | 2020 | Argentina |
| **metropistas** | 45.0% | 88 | 2051 | Puerto Rico |
| | | **293** | | |

1. Concession end subject to meeting estimated revenue targets and forecast for 2023.
2. Company that is building Coviandes.

## Gonzalo Alcalde

### Autopistas de Puerto Rico Director

# "**abertis**'s presence in Puerto Rico gives it excellent positioning for future operations in the US"

**What does the award of the PR-22 and PR-5 tollroads mean to abertis?**

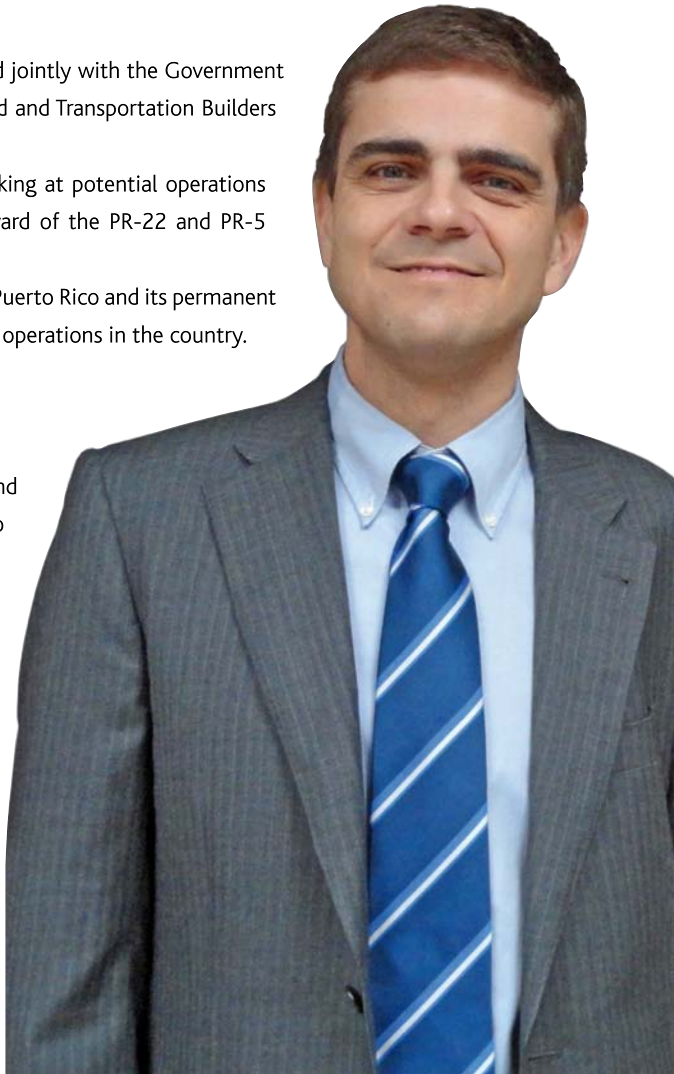
Firstly, it means the consolidation of our presence in Puerto Rico, which we began more than fifteen years at the Teodoro Moscoso Bridge, with a new project for the management of some of the busiest tollroads (PR-22 and PR-5) on the island that is on a major financial scale (transaction worth 1,136 million dollars) and for the long term (40 years).

This award is part of **abertis**'s geographic growth and expansion process, maintaining its position as a leader in transport infrastructure management and putting in place projects that generate growth, return and increased shareholder value.

Furthermore, it also reinforces our growth model as a strategic industrial partner. We are accompanied in the consortium by a prestigious American financial partner in the shape of Goldman Sachs, but it is **abertis** executives who hold the key positions in the new company.

Finally, it marks our definitive entry into the U.S. market with an approach that may well be a model for other such operations in the United States, using public-private partnerships as an example of the switchover of an asset from public management to a private company in a very short period of time.

**Its recent awards have made abertis into an ally of choice for the implementation of public-private partnership projects in the rest of the United States.**



That's right. The successful PPP model in the award of these tollroads, conducted jointly with the Government of Puerto Rico and recognised as Project of the Year 2011 by the American Road and Transportation Builders Association, has undoubtedly become a yardstick for the United States market.

In an economic climate like the present, state governments in the U.S. are looking at potential operations using this kind of public-private partnership, following the example of the award of the PR-22 and PR-5 tollroads which was exemplary in its development and prior legal support.

In this respect **abertis**'s presence in the United States, with these concessions in Puerto Rico and its permanent office in Washington, provides the company with a very good position for future operations in the country.

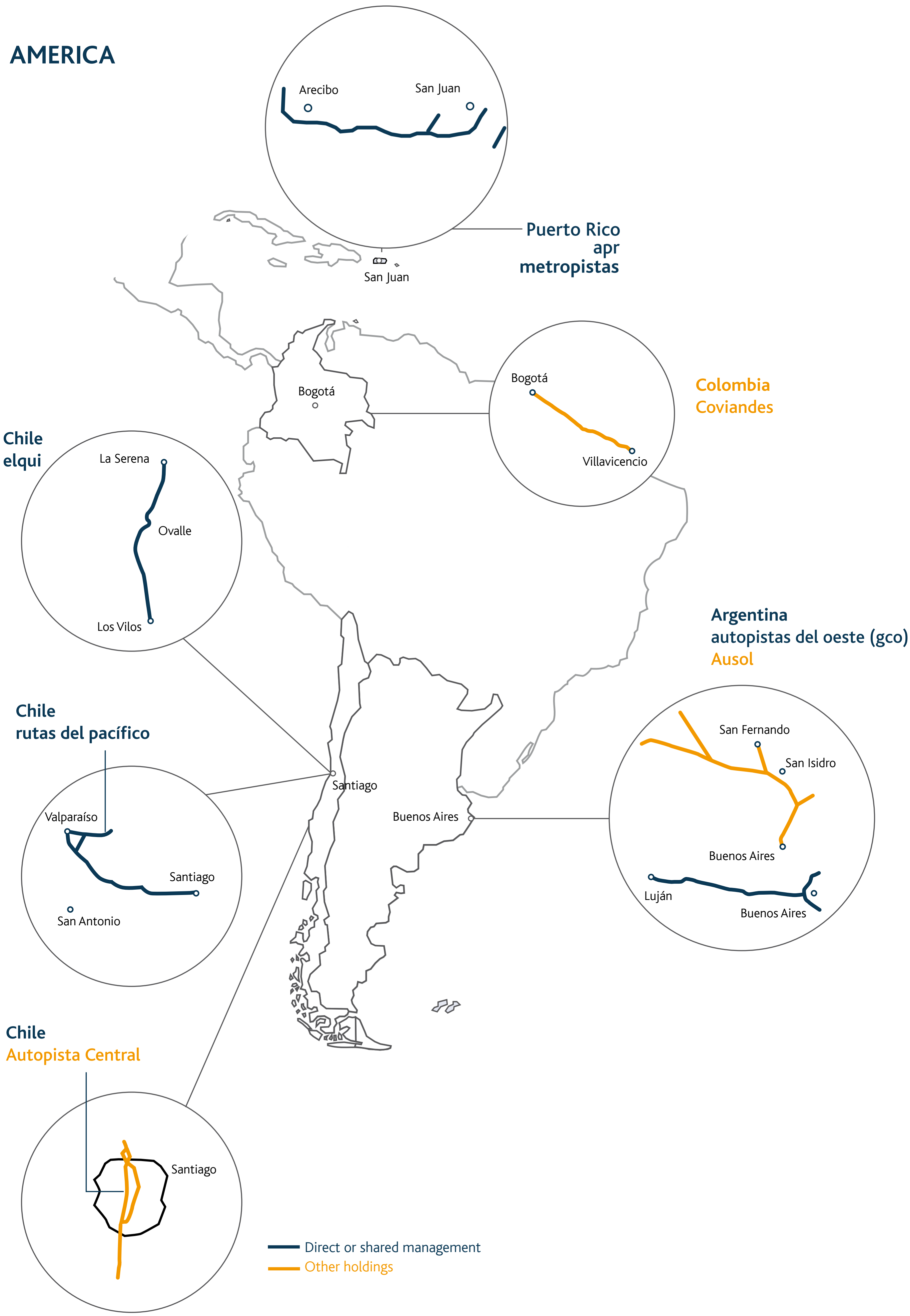
**What other future challenges is the company looking at in Puerto Rico?**

Obviously enough we are not going to rule out continuing to grow on the island with projects of this kind, as this would strengthen our presence in Puerto Rico and as a result in the United States as well.

However, our priority in the short to medium term should now be meeting expectations about the management and improvement of infrastructures in the concession in line with our contractual commitments, as we have been doing at the Teodoro Moscoso Bridge which is also a fine example of efficient management and service quality.

Only if we focus on this goal on the PR-22 and PR-5 tollroads and the results are seen as satisfactory will we be able to think about other future plans in Puerto Rico.

# AMERICA


Puerto Rico
apr
metropistas
Arecibo
San Juan
San Juan
Colombia
Coviandes
Bogotá
Bogotá
Villavicencio
Chile
elqui
La Serena
Ovalle
Los Vilos
Argentina
autopistas del oeste (gco)
Ausol
San Fernando
San Isidro
Buenos Aires
Luján
Buenos Aires
Santiago
Buenos Aires
Chile
rutas del pacífico
Valparaíso
Santiago
San Antonio
Chile
Autopista Central
Santiago
Direct or shared management
Other holdings

In Argentina, **abertis** directly and indirectly manages two of the most important tollroads leading into Buenos Aires in terms of both the number of vehicles they carry and also their relevance and impact on the city's inhabitants. On the western route into the city Grupo Concesionario del Oeste, S. A. (**gco**) is the holder of the concession for 56 km of the Autopista del Oeste, which links Buenos Aires with the town of Luján, while Autopistas del Sol, S. A., is the holder of the concession for 119 kilometres of the city's northern access route, popularly known as the Autopista Panamericana, and for maintenance of the Autopista General Paz, a major beltway in the city.

In 2011, traffic in Argentina has increased by around 5%.

In Colombia, **abertis** has a stake in Coviandes, the company which holds the concession contract for the 86-km of the toll road that links Santa Fe Bogotá and Villavicencio. Work is continuing apace on this road to add an extra lane to its central section and upgrade facilities as part of an extremely large and complex project that includes significant improvements up until 2017. This infrastructure is a strategic road as it connects the plains of the Amazon forest and their major oil and agricultural production with the capital and the whole of the north of the country.

The results of this commitment to the continuing and growing internationalisation of its businesses in recent years have demonstrated the success of **abertis**'s strategy. The position of economic growth in the economies of the Americas has partially offset the still slow recovery of European economies and, specifically, of the Spanish economy.

## Financial and business results

Revenues from concessions for the direct management of tollroads in the Americas amount to 234 million euros, while EBITDA comes to 146 million euros, in both cases accounting for 6% of the **abertis** group total.

Business activity has been positive in all concession operators in Chile, Argentina and Puerto Rico, with an even greater improvement in heavy vehicles.

In spite of this positive evolution of activity and an average annual price increase on review of 7.3%, operating income has fallen due to the extraordinary income in 2010 on **rutas del pacífico** arising from the impact of safety work required by regulations and payment of the insurance claim for damage caused by the earthquake in February 2010.

In 2011, operating investment has amounted to 7 million euros which has mostly been spent on facilities, safety work, expansion and improvements. Expansion investment coming to 144 million euros has gone on the purchase of 45% of **metropistas**, the concession operator for two tollroads in Puerto Rico.

**AADT**

| | 2011 | Var. |
|---|---|---|
| **elqui** | 5,179 | 8.0% |
| **rutas del pacífico** | 24,177 | 5.7% |
| **gco** | 76,916 | 4.8% |
| **apr** | 16,972 | 2.6% |
| Autopista Central | 68,773 | 4.4% |
| **Total AADT** | 24,033 | 5.3% |

**CONS. RESULTS IFRS (millions of euros)**
**(Contributions to abertis consolidated)**

| | 2011 | Var. |
|---|---|---|
| Operating revenues | 234 | -5.9% |
| EBITDA | 146 | -5.7% |
| EBIT | 55 | -13.5% |

**INVESTMENTS (millions of euros)**

| | 2011 |
|---|---|
| Operational investment | 7 |
| Expansion investment | 144 |

# Telecommunications infrastructures

## New services for a new era

In 2011 **abertis**'s telecommunications infrastructure operator, has consolidated digital terrestrial television (DTT) with the deployment of three new multiplexes at the same time as it has also fostered greater diversification to go with a new era with a focus on other services such as Smart Cities and broadband networks.

In the broadcasting business, **abertis** began operating three new multiplexes which enable most broadcasters to reach their audiences in High Definition (HD) and thereby bringing to an end one of the most complex technology changeover projects in the telecommunications sector in Spain: the switchover to digital terrestrial television.

The advent of DTT has opened the door to new business opportunities. At a time when demand is calling for new content across multiple platforms and with maximum convergence between them, **abertis** is the outstanding industry partner for the development of these new services. As part of this, **abertis telecom** has continued to provide its service for audiovisual content over the Internet in which extensive infrastructure makes for excellent audio and video quality. This service made possible the first live broadcast of a music event in 3D in partnership with the Aragon Radio and Television Corporation.

Developments in the sector include the Connected TV model, which enables the convergence of the audiovisual industry and internet in an environment where audiovisual content specific to DTT and web content coexist. With a technology platform based on the open HbbTV standard, and with the evolution of the DTT Premium seal, **abertis** offers its customers a service that allows domestic reception on a connected TV of content created by broadcasters for the Internet environment, with other added features such as reception on demand, choice of timetable and programming and video on demand, without disturbing normal DTT reception. For broadcasters and consumer electronics manufacturers, this product allows the development of innovative business models in the new linear and nonlinear TV scenario. In recent months, cooperation agreements have been signed in the field with the European Broadcasting Union (EBU), Antena 3 TV, Televisió de Catalunya (TV3), La Sexta, Telemadrid, Canal Sur, Televisión de Canarias, Televisión de Galicia, Gol TV and Balearic Islands TV station IB3.

However, **abertis** is also looking beyond audiovisual services. In 2011 it has maintained its commitment to other businesses such as telecommunications infrastructure for emergency and security services, services to end telecom operators and driving technological solutions for what will be one of the challenges of global society in the coming decades: the creation of smart cities. As a result 60% of **abertis**'s revenue in 2011 already comes from services other than DTT.

In the field of mobile radio communications for security and emergency services, **abertis** is continuing to develop its AIRS (Abertis Intelligence Response System), a technology platform for the global management of incidents and emergencies in communications networks that uses a real-time multi-fleet operational management model. Its security and emergency network customers include RESCAT (Catalonia), COMDES (Valencia), RADIERCAM (Murcia), the TETRA network in the Region of Navarre, municipal networks such as those in Jerez and Seville and the communications network for the Directorate General of the Merchant Navy and Sea Rescue.

# Alex Mestre

**Marketing Manager of Telecommunications**

## “The role that **abertis** can play for local authorities as a neutral operator is key to the development of Smart Cities”

**What is a Smart City?**

The Smart City concept can be very broad. However, it always contains the idea of a transformation in the ways that people and businesses interact with the city and vice versa. A Smart City is not simply a product or technological service. Obviously, technology will play a key role in a Smart City but only as a tool in this transformation process. Urban technology infrastructure networks will be the foundation on which to manage public services and their relationship with the public in a different way. Actually this is the key objective: managing services between people, companies and the city in a different and more efficient way.

In any case, people are already in a "connected" world and therefore want the services they get from their city and how they interact with it to evolve. The reality is that up until now, city development models have been based mainly on urban development, but management models have remained unchanged for centuries.

**What are the main solutions that abertis telecom has provided to the Smart City project?**

The concept of "smart infrastructure" is closely related to what we are already doing here at **abertis telecom** as key infrastructure operators for government. At present we are already managing mobile communications networks for emergency services and the sea rescue network which we operate for the Directorate General of the Merchant Navy. In urban areas we have already deployed municipal wireless networks and conducted several pilot studies to "sensorise" urban features. In addition, the European Commission's iCity project has just given us significant funding for three years, together with the cities of Barcelona, Genoa, Bologna and the Greater London Authority among others, to create an open and standardisable environment that allows easy generation of Smart City applications.

The role that **abertis telecom** can play for local authorities as a neutral operator with an integrated vision of their technology needs is key to the development of Smart Cities. Present-day organisational structures are arranged vertically to cater for needs in a specialised and independent way.

**How would you assess implementation of the project in cities such as Sant Cugat, Lleida and Barcelona?**

The work done with these cities has enabled us to grasp the specific needs of three segments of different cities, while discussions with municipal officials have also led us to conclude that the model could be based on the separation of vertical urban services from the infrastructure that supports them. This gives rise to the role of a "smart infrastructure" operator as a specialist that in addition to operating and maintaining this infrastructure to high quality standards also needs to have the right financial profile suitable for the investment required for the development of the Smart City. This should be accompanied by the mapping out of new relational models between local government, the public and businesses so as to be able to gradually deploy the infrastructure required at any particular time for the development of the Smart City.

Activity in the end telecommunications operators business has been one of the fastest growing lines in 2011, expanding connectivity services offered to these customers (using Ethernet connectivity services or international embassy connections using satellite solutions), and expanding operation and maintenance services.

One of the outstanding projects in the telecommunications business during the course of the year has been Smart Cities, which drive enhanced mobility, urban services, environment and public services through technological advances. As part of this, **abertis** has won the contract to deploy wireless network services for Barcelona City Council and the installation and maintenance of wireless coverage in a total of 32 towns. **abertis telecom** has also rolled out the first Smart Zone in Spain around its corporate headquarters in Barcelona, which houses the systems and infrastructure required to reproduce a smart city on a small scale. This year **abertis telecom** has also announced its participation in the iCity European project, which is designed to develop a European test environment for Smart Cities.

**abertis** also continues to be an internationally recognised satellite broadcasting operator through its key holdings in operators Eutelsat and **Hispasat**. **abertis telecom**'s satellite business has closed 2011 with a very good performance resulting from the company's more diversified portfolio and new launches by both **Hispasat** and Eutelsat.

2011 has been a year of change for **Hispasat** with the entry of Carlos Espinós as its new CEO. The appointment is a sign of **abertis**'s strategic commitment to the company and its interest in stepping up the firm's future development. Furthermore, commercial service by the Hispasat 1E satellite, launched in late 2010, began in May. Meanwhile, preparations have continued for the launch of the Amazonas 3 satellite.

Eutelsat has also undergone changes in its organisation with the appointment of Jean-Martin Folz as chairman of its board, replacing Giuliano Berretta. It has also stepped up the race to expand satellite coverage. In 2011 it successfully launched the Eutelsat W3C and Atlantic Bird 7 satellites, while the marketing of Kasat broadband services has also begun. This year Eutelsat is set to continue to grow with the launch of two new satellites.

In January 2012, **abertis** reduced its stake in Eutelsat down to 15.35%, becoming the second largest shareholder of the company after the successful placement of a package of 16% of stock with institutional investors.

For **abertis telecom** 2012 is set to be the year of developing new audiovisual services and greater diversification. The main challenge facing the division is to promote its internationalisation by exporting the knowledge and experience that have made the company into a leading group in the telecommunications infrastructure and services industry.

**DIRECT OR SHARED CONTROL**

| Company | Holding | Centres |
|---|---|---|
| **abertis telecom** | 100.00% | - |
| **retevisión** | 100.00% | 2,679 sites |
| **tradia** | 100.00% | 661 sites |
| **adesal** | 51.00% | |
| **overon** | 51.00% | - |
| **Hispasat** | 42.06%[1] | 5 satellites |

1. Includes indirect stake held through Eutelsat

**OTHER HOLDINGS**

| Company | Holding | Centres |
|---|---|---|
| Torre Collserola | 41.8% | - |
| Eutelsat | 31.4% | 29 satellites |
| Cota | 25.0% | - |

## Financial and business results

The telecommunications infrastructures business sector brought in the second highest amount of revenues (512 million euros) and of EBITDA (228 million euros), which represent 13% and 9% of the **abertis** total respectively.

The telecommunications sector has increased its recurring revenue through greater activity in digital television (three new multiplexes), thus offsetting the analogue switch off in April 2010, and greater **Hispasat** satellite capacity resulting from the increased commercialisation of the satellites Amazonas 2 (launched in December 2009) and 1E (launched in December 2010). The fall in operating income is attributable to lower non-recurring revenue resulting from less trading due to the end of a project because of the extension of DTT.

These figures do not include the contribution of Eutelsat as it is consolidated by the equity method and in 2011 has contributed to the Group 89 million euros, up 6.8% in 2010.

In 2011 **abertis telecom** has carried out operational investment coming to 19 million euros, mainly in efficiency improvements at centres, operational support and renewal and upgrading of equipment at **retevisión** and **tradia**.

Additionally, it has also invested 93 million euros in expansion at **Hispasat**, in on-ground installations for the 1E satellite for ground tracking and in the construction of Amazonas 3 and Small Geo (AG-1).

60% of **abertis**'s revenue comes from services other than DTT, such as emergency and security services and end telecommunications operators

| | 2011 | Var. |
|---|---|---|
| No. sites | 3,340 | 0.8% |
| No. service centres | 74,709 | 18.4% |

**CONS. RESULTS IFRS (millions of euros)**
**(Contributions to abertis consolidated)**

| | 2011 | Var. |
|---|---|---|
| Operating revenues | 512 | -7.1% |
| EBITDA | 228 | 4.7% |
| EBIT | 120 | 13.7% |

**INVESTMENTS (millions of euros)**

| | 2011 |
|---|---|
| Operational investment | 19 |
| Expansion investment | 83 |


# Airports

## A worldwide benchmark operator for growth

In the course of 2011, **abertis airports** has consolidated its position as one of the benchmark operators in the airport infrastructures sector in the world with operations at 29 airports in Europe, the US and Latin America. The business unit has continued to grow as its annual global traffic has increased to 62 million passengers (+ 6% over 2010), particularly in the Americas and with a slight recovery in Europe.

The year has also seen a rise in the income of **abertis**'s airport management business, which makes it into the best performing division in terms of growth in EBITDA and net profit. This is mainly due to the success of its strategy for cost control and improved efficiency.

In the current economic climate, **abertis airports** has focused on active management of its business through pursuing a policy of cost control and moving into other activities outside its core business such as driving commercial activity with its customers.

**tbi**, the company which was the vehicle used by **abertis** to enter the airport sector, manages nine international airports that it owns or has the concession for in the UK and Sweden, the United States and Bolivia. In addition it has total or partial management contracts for another five airports, mainly in the United States.

This division has seen an increase in its number of passengers. This is the outcome of an investment strategy designed to improve its facilities. Thus the terminal at Stockholm Skavsta airport in Sweden has been expanded while London Luton Airport in the UK has installed new surface radar and a new automated hand luggage scanning system that provides greater security and speed in operations. Meanwhile, Cardiff Airport in Wales has introduced new radar and has continued with the implementation of its comprehensive Environmental Management Plan, with the aim of reducing energy and water use and noise production in the airport area.

In 2011 **tbi** has maintained its commitment to improving customer care. Its London Luton, Cardiff, Belfast International and Stockholm Skavsta European airports have launched a unified redesign of their respective websites. The portals have been tailored to cater for the wide range of their customers' needs, providing enhanced usability and faster access to information.

In the Americas, **abertis** also has an interest in a total of 15 airports in Mexico, Jamaica, Chile and Colombia through **desarrollo de concesiones aeroportuarias** (**dca**). Particularly significant is its presence in Grupo Aeroportuario del Pacífico (GAP), which is the largest private operator of airports in the Americas.

**dca**'s airports have seen their revenue per passenger rise and have found that the bankruptcy of the airline Mexicana de Aviación has had little effect on the accounts of the Mexican airports at which **abertis airports** has a presence.

## Dot Gade Kulovuori

### Managing Director of Stockholm Skavsta Airport

# "Tourism income has grown steadily during the last decade and the plan is that it shall keep on growing"

**What does the expansion of the Skavsta terminal consist of?**

The present terminal was built to take care of the expansion in 2003-2004 when Ryanair established a base at the airport. The airside departure hall of 1,600 m$^2$ was extremely busy during summer 2011. Never had the airport seen more passengers and the route offer was bigger than ever. With such success often follows issues and challenges to be solved. In order not to stop further growth and to facilitate for the concessionaires in the departure hall, this area will now be increased by almost 50% as we are adding 670 m$^2$. The new area will be used as gates with better space for queuing which improve flows in and around the airside shop and restaurant. Also new furniture will be added to create a fresh and welcoming departure hall.
Stockholm Skavsta Airport is the third largest airport in Sweden with approx. 2.6 million passengers per year.

**What will this new extension mean for the airport and for the development of the region?**

Our partnership with the local Municipality (being a 9.9% owner of the airport) facilitated a joint effort to ensure future growth. Both the Municipality and the region appreciate the importance of the airport and its passengers. Tourism income has grown steadily during the last decade and the plan is that it shall keep on growing. The Swedish government has issued a strategy whereby the turnover from tourism in Sweden should double by 2020. With such ambitious plan, it is important that not only regional and local tourism bodies work towards the goal, but also that infrastructure can take care of the additional visitors.

**After increasing the range of routes of the airport in 2011, do you plan to expand the range with new destinations in 2012?**

We always strive to increase destinations and have continuous contact and talks with a number of airlines. The latest announcement from our biggest customer, Ryanair, is that they will introduce three new destinations: Ancona in Italy, Chania in Crete and Paphos in Cyprus.

**What are the future challenges for the Stockholm Skavsta Airport?**

Whereas many industries are troubled by recession, the historical outcome for the low cost aviation market during such times is somewhat more positive as passengers still choose to travel, but opt for the more attractive ticket offer. The overall financial situation for the airport is one of constant challenge as commercial income becomes more and more important. The wish to include more airlines on the list of operators at the airport will remain at the top of the list.

2011 has seen an improvement in **abertis**'s airports division's income, which makes it into the best performing unit in terms of growth in EBITDA and net profit. This is mainly due to the success of its strategy for cost control and improved efficiency

**dca**'s investments have focused on GAP's airports in Mexico, where it has invested in expanding some of their most prominent facilities. This is the case of Los Cabos International Airport (construction of the new terminal 4), Guadalajara International Airport (expansion work in a number of areas) and the Tijuana International Airport (upgrading of facilities and increasing capacity). In 2012 fresh investments will be made to improve Puerto Vallarta airport.

In the United States, where **abertis airports** operates through **tbi** US, its management contract at Hartsfield-Jackson Atlanta International has been renewed for another renewable 5 years, with the addition of a new terminal which will significantly increase the number of passengers the company handles.

Hartsfield-Jackson Atlanta International airport handles more than 90 million passengers and nearly a million air traffic movements, making it the world's busiest airport. **abertis airports** has to date run the international terminal, used by thirteen million passengers in 2011. When the new terminal that has been awarded is fully operational, this will add another seven million passengers. In addition, **abertis airports** manages and controls many of the regular facilities at the airport and the flight information boards and airstrips.

In 2012, **abertis airports** plans to continue with its policy of consolidating its business to maintain its standing as a major airport infrastructure manager. In the current climate, in which governments are increasingly interested in public-private partnerships and concessions, **abertis airports** will continue to explore and analyse new investment opportunities sponsored by all levels of government.

| Company | Stake | Owned | Concession | Management |
|---|---|---|---|---|
| **dca** | 100% | - | 15 | - |
| **tbi** | 90% | 3 | 5 | 5 |
| **codad** | 85% | - | 1 | - |
| | | **3** | **21** | **5** |

THROUGH dca

| Country | Stake | Concession |
|---|---|---|
| Jamaica | 74.5% | 1 |
| Colombia | 33.3% | 1 |
| Chile | 14.8% | 1 |
| Mexico | 5.8% | 12 |
| | | **15** |

THROUGH tbi*

| Location | Stake | Owned | Concession | Management |
|---|---|---|---|---|
| United Kingdom (London Luton, Belfast and Cardiff) | 100.0% | 2 | 1 | - |
| Sweden | 90.1% | 1 | - | - |
| Florida (USA) | 100.0% | - | 1 | - |
| Bolivia | 100.0% | - | 3 | - |
| Georgia (USA) | 100.0% | - | - | 3 |
| California (USA) | 100.0% | - | - | 1 |
| North Carolina (USA) | 100.0% | - | - | 1 |
| | | **3** | **5** | **5** |

*__abertis__ has a 90% stake in **tbi**, which has holdings in the other companies.


USA
Burbank
Raleigh (Durham)
Atlanta
Herbert Smart Downtown
Middle Regional Georgia
Orlando Sanford
Mexico
Tijuana
Mexicali
Hermosillo
Los Mochis
La Paz
San José del Cabo
Manzanillo
Aguascalientes
Guadalajara
Puerto Vallarta
Bajio
Morelia
Jamaica
Sangster
Colombia
Eldorado
Cali
Bolivia
El Alto (La Paz)
Jorge Wilstermann (Cochabamba)
Viru Viru (Santa Cruz)
Chile
Santiago
DIRECT OR SHARED MANAGEMENT
owned
concession
management contract
OTHER HOLDINGS
other holdings


DIRECT OR SHARED CONTROL
- owned
- concession
- management contract

OTHER HOLDINGS
- other holdings

## Financial and business results

The airports sector accounted for 7% of revenue and 4% of **abertis** group's EBITDA in 2011.

Despite the worldwide financial crisis, the number of passengers at **tbi**'s airports rose by 7.3%, reaching 23 million passengers. It is worth highlighting the good performance of London Luton (partly due to the negative impact of the eruption of the Icelandic Eyjafjallajökull volcano in 2010 and the snowstorms in the first half of the year), of Orlando Sanford and of the Sabsa airports in Bolivia.

Similarly, there was improved performance in the activity of dca and of **codad**, of 5.0% and 3.6%, respectively.

The increased number of passengers in **tbi** and **dca** allowed operating revenues to grow to 5.4%, despite the slight decline in revenue per passenger for **tbi** and the unfavourable evolution of the exchange rates of the pound and the US dollar with the euro.

There were investments of 23 million euros in the airport business in 2011, mainly in London Luton, on safety equipment and other improvements, and for starting the repaving works on the runways of Belfast International and Montego Bay (Jamaica).

| | 2011 | Var. |
|---|---|---|
| No. of passengers (thousands) | | |
| London Luton | 9,527 | 8.9% |
| Belfast International | 4,121 | 1.8% |
| Cardiff Airport | 1,212 | -13.5% |
| Orlando Sanford | 1,556 | 36.7% |
| Stockholm Skavsta | 2,557 | 2.7% |
| Bolivia | 4,116 | 11.5% |
| **No. of passengers tbi group** | **23,089** | **7.3%** |
| | | |
| No. of passengers (thousands) | | |
| Montego Bay (Jamaica) | 3,328 | 1.4% |
| Aerocali (Cali, Colombia) | 3,102 | -0.4% |
| Santiago de Chile | 11,978 | 17.9% |
| GAP (Mexico) | 20,208 | -0.1% |
| **Total no. of aggregate passengers dca** | **38,616** | **5.0%** |
| | | |
| **No. of flights codad** | **155,221** | **3.6%** |

**CONS. RESULTS IFRS (MILLIONS OF EUROS)**
**(Contributions to abertis consolidated)**

| | 2011 | Var. |
|---|---|---|
| Operating revenues | 293 | 5.4% |
| EBITDA | 86 | 5.8% |
| EBIT | 34 | 27.8% |

**INVESTMENTS (millions of euros)**

| | 2011 |
|---|---|
| Operational investment | 22 |
| Expansion investment | 1 |

# Corporate social responsibility in **abertis**

- During 2011, **abertis** was granted recognition with the Bronze Class distinction for the industrial transport business sector awarded by Sustainable Asset Management (SAM) with regards to its 2011-2012 sustainability history, together with renovation, for the eighth successive year of its presence in the Dow Jones Sustainability World index.

- The CSR management databases and the related indicators have been updated in accordance with GRI's new requirements. Version G3.1 has been incorporated as well as the sectoral supplement for airports.

- The development of new services and the consolidation of actions taken towards improving traffic safety on motorways, the attaining of the EFQM 500+ level in telecommunications and the implementation of new webpages at airports, focused on fostering communication with the customer, have contributed towards maintaining the degree of customer satisfaction.

- Professional development and training, with an average of 17 hours per working person, have new channels such as Intrabertis 2.0 available or the future virtual hub for knowledge sharing, which allow for simultaneously responding to the objectives of efficiency and excellence. The maintaining of the social benefits and the investment in after-work activities which has reached 1.2 million euros, which together with long-term incentive plans and job performance assessments, contribute towards retaining talent.

- The actions taken on environmental management matters are showing significant results, considerably improving the efficiency of the organisation with regards to the consumption of resources, which has allowed for $CO_2$ emissions to be cut by 15%. The environmental management systems as a common working framework (together with specific actions relating to significant impacts, such as noise, biodiversity or wastewater management and the involvement of interest groups in the "Aristos" communication campaign), have allowed **abertis** to progress in the mitigation of impacts.

- The new supplier approval protocol has been implemented in Spain and has started to be implemented in the United Kingdom, with a total of 3,475 assessed suppliers, of which 618 have been approved on the basis of social and environmental criteria. Of these, 55% have been approved according to CSR criteria and 32% have been given a score for CSR matters.

- The active participation in 140 local community organisations has allowed two-way communication and dialogue channels to be established, which together with the organisation's social actions, establishes a link with the environment in which **abertis** operates.

# Alberto Jiménez

## Integrated Management System Manager of Tollroads in Spain

## "**abertis** has made improvements for boosting energy efficiency and making a more rational use of resources"

**What are the main cornerstones on which abertis autopistas's Environmental Management System is sustained?**

Environmental Management System is based on the ISO 14001 standard, which has the basic cornerstones of minimising the negative effects that the company's business activities may have on the environment, compliance with applicable legislation and regulations, and the continuous improvement of its environmental performance.

To do all this, proper planning in accordance with three main management elements is essential: identification and assessment of the environmental aspects, thorough control of the legislation and programming of targets and goals.

**What were the main measures that the company implemented in its motorways in 2011?**

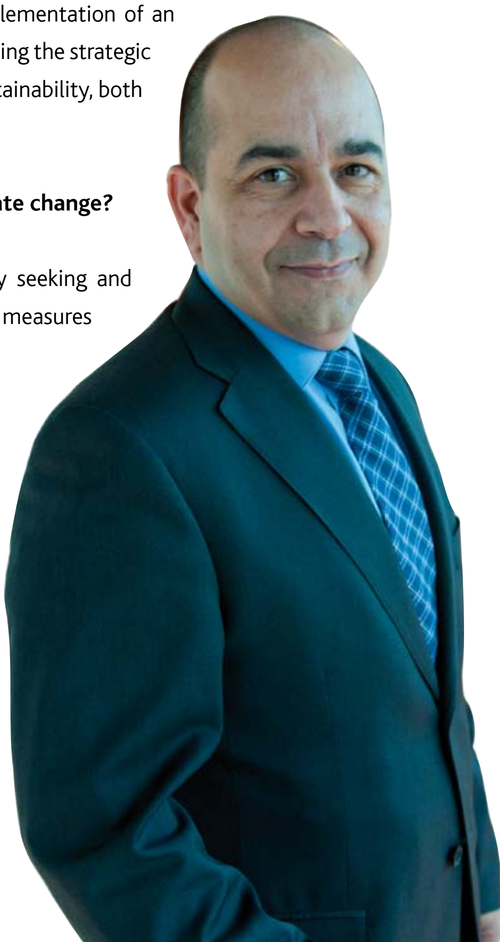
One of the main challenges facing **abertis autopistas** during 2011 was to start a process of standardising the different Management Systems on its networks, ensuring its coherence with the environmental commitment and policy, with the aim of implementing a single Management System for all of **abertis autopistas**.

The activities carried out, include a number of technological improvements that will allow for improved energy efficiency and more rational use of resources, thus cutting $CO_2$ emissions, as well as campaigns aimed at increasing the use of the Vía-T payment system, that will allow our customers to reduce their $CO_2$ emissions. The adaptation of clean waste points, through the introduction of a new signage system that facilitates the proper segregation of the waste, as well as the implementation of an environmental awareness "Aristos travels by **abertis autopistas**" campaign, is also important. Following the strategic line of **abertis**' CSR, environmental advice and recommendations are offered for efficiency and sustainability, both inside and outside work.

**What future projects has abertis autopistas planned in order to mitigate the effects of climate change?**

**abertis autopistas** contributes towards the effects that occur from climate change by actively seeking and applying new technologies that allow for the reduction of energy consumption and by applying measures that allow emissions of greenhouse gases (GHG) to be limited and reduced.

Among its next measures, the improvement of the destination of generated waste, which will give priority to recovery and recycling, should be highlighted. It will continue to implement lighting and signage systems using LED technology, as well as environmental initiatives for landscape restoration and control and monitoring campaigns of the consumption of natural resources aimed at improving the use of water as a scarce resource and a more rational use of fossil fuels, both for use in air conditioning as well as for driving.



## The abertis foundation

The **abertis foundation** acts as a nerve centre for the management and fostering of social actions within the Group in the field of road safety and the environment, and for socio-cultural matters. The Castellet castle, which is the foundation's headquarters, has hosted the annual meeting of Organisational Stakeholders of the Global Reporting Initiative (GRI), the meeting of the Management Board of the Foundation's Spain-USA Council and the Prado Museum's lecture cycles, among others.

From among the initiatives carried out in 2011, it is worth highlighting the Autoroute Académie virtual driving school and the "Road Co-operator" project, which together with the continuity of the "You have a life left on the road" campaign which was awarded the Rhombus Graphic Advertising prize by La Vanguardia, which have boosted the actions in the road safety field.

The renewal of the collaboration with the "Espai Terra" programme and the completion of three research efforts, stand out in the environmental field, as well as the holding of the third seminar of the corporate volunteering at international locations, the educational actions of the airports and the **abertis**' long-term relationship with some local community organizations such as Caritas, led the organisation's actions at a socio-cultural level.

## The abertis chairs

**abertis chair - UPC** on Management of Transport Infrastructures, which focuses on training and research in the infrastructures management field, held its 8th event for the granting the **abertis** prize in 2011, in which two research papers received awards.

**abertis chair - IESE** in Regulation, Competition and Public Policy. During 2011 it coordinated the "Economic Outlook for the Eurozone" conference, together with different seminars and group discussions.

**abertis chair - ESADE** in Leadership and Democratic Governance. It has continued its training, research and social outreach work for both organisations and also the actors who take on the challenge of governing a world that is global and local at the same time.

**abertis chair - FEDEA** in Infrastructure and Transport Economics. It has participated in three research projects on the integration of air and rail transport, the new intermodal transport possibilities for and the financial assessment of transport projects, in addition to creating the observatory for air transport, and holding different conferences and seminars.

**abertis chair - ENPC - IFSTTAR,** created jointly by the **abertis foundation** and l'École des Ponts ParisTech-IFSTTAR (Institut Français des Sciences et Technologies des Transports, de l'Aménagement et des Rëseaux) which held the **abertis** international award event in a coordinated manner with the **abertis** chair - UPC.

The **abertis foundation** acts as the nerve center of management and promotion of social action in the Group the fields of road safety, the environment and field of culture

| | |
|---|---|
| **CSR STRATEGY AND MONITORING** | |
| Gathered indicators | >200 |
| Turnover included in the scope of the CSR strategic plan (%) | 94% |
| **CUSTOMERS** | |
| Turnover with quality system in place | 91% |
| Customer satisfaction index | 7.6 |
| Queries, complaints and suggestions dealt with | 99% |
| **ENVIRONMENT** | |
| Turnover with environmental management system in place | 95% |
| Tons of $CO_2$ (per million euros of turnover) | 42.19 |
| Use of ETC (percent of total transactions) | 33% |
| Waste recovered (percent of total waste generated) | 70% |
| Environmental investment (percent of consolidated net profit) | 2.77% |
| **HUMAN RESOURCES** | |
| Women in workforce (percent of total workforce) | 33% |
| Workers on permanent contracts (percent of total workforce) | 88% |
| Spending on training | 3,711,112€ |
| Average training hours per employee | 17 |
| Turnover with health and safety at work system in place | 92% |
| Disabled workers hired (directly and indirectly) | 1.82% |
| **INVESTOR COMMUNITY** | |
| Meetings with managers | 350 |
| Opinions and queries from shareholders dealt with | 8,602 |
| **SUPPLIERS** | |
| Number of suppliers assessed | 3,475 |
| Average CSR score of the A approved supplier companies | A |
| Percentage of tenders including social and environmental clauses | 94% |
| Local procurement percentage | 95% |
| **COMMUNITY** | |
| Contribution to the community (percent of consolidated net profit) | 0.9% |
| Investment in social accessibility and economic development (percentage of total contribution to the community) | 37% |
| Associations and groups actively partnered | 140 |


abertis
abertis
financi
info


un repte estratègic
Anys de vida
s concessions
gament actuals
Concession
Fluxos de caixa
Gestió equilibrada de la cartera d'actiu
al
rmation


# Consolidated figures

## Results

The results of the 2011 have been marked by the corporate reorganisation relating to the sale of Atlantia and the divestiture of the car parks and logistics business activities. Accordingly, all economic impacts arising from both decisions have been eliminated from the figures for both 2011 and 2010, reclassifying these into each of the captions of the profit and loss account and recording their net amount under the heading "result on corporate reorganisation" caption. Therefore, the results presented in the 2011 are entirely comparable with those of 2010, with the exception of those encompassed in the aforementioned line.

**abertis**' earnings in 2011 have come to 720 million euros, which is an 8.8% increase over the previous year that, without the impact of corporate reorganization which includes the divestment in car parks and logistics activities as well as the capital gain on the sale of Atlantia, would be an increase of 11.7%.

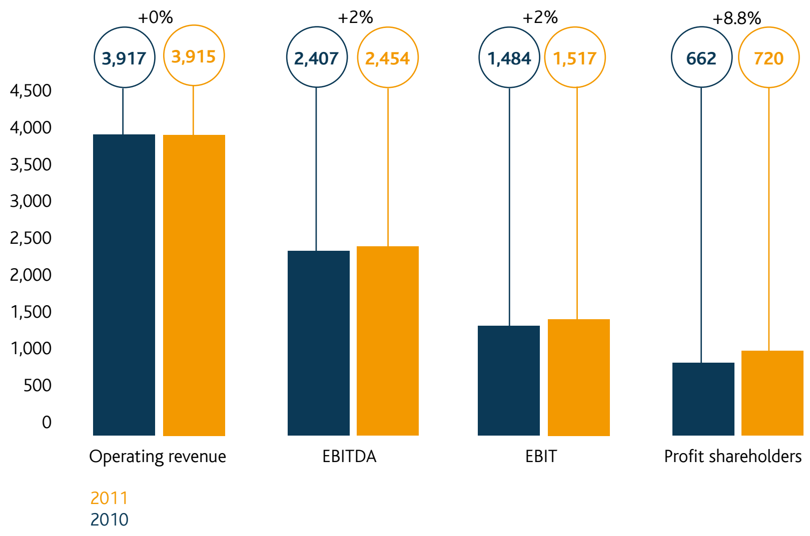
| (millions of euros) | **Consolidated** | | |
|---|---|---|---|
| | **2011** | **2010 (*)** | **Var.** |
| Operating revenues | 3,915 | 3,917 | 0% |
| Operating expenses | -1,461 | -1,510 | -3% |
| EBITDA | 2,454 | 2,407 | 2% |
| Amortization and impairment losses | -936 | -923 | |
| **Operating profit** | **1,517** | **1,484** | **2%** |
| Financial result | -617 | -668 | |
| Equity method companies | 125 | 117 | |
| **Pre-tax profit** | **1,025** | **933** | **10%** |
| Corporate Tax | -250 | -223 | |
| **Profit for the year** | **775** | **710** | **9%** |
| Minority interest | -74 | -81 | |
| **Profit attributable to shareholders** | **702** | **628** | **11.7%** |
| Result on corporate reorganisation | 18 | 33 | |
| **Profit attributable to shareholders** | 720 | 662 | 8.8% |

(*) Profit and loss account 2010 considering the impact of the classification in 2011 of the operational segments of the car parks and logistics businesses, as discontinued activities

The attached profit and loss account discloses for their net value of 0, the income and expenditure relating to the construction or improvement services used on infrastructure during the financial year (265 million euros of income and expenses), which for presentation purposes in **abertis**' consolidated annual financial statements are recorded separately, in accordance with the provisions set out in IFRIC 12.

**abertis**'s earnings in 2011 have come to 720 million euros, which is an 8.8% increase over the previous year

The positive evolution of **abertis**' motorway business activity in France and America as well as that of the airports; the review of the rates of the tollroad concessionary companies; the positive impact of the compensation for the agreements of the AP-7 and the C-32 Maresme tollroads and other extraordinary income, as well as the reduction in operating expenses, offset the negative evolution of traffic volume **abertis**' motorways in Spain and the lower revenues from the impact on 2010 of the trading of **abertis telecom**, of the tollroad in France and Chile. All this, together with the decrease financial losses, the improved contribution of the companies accounted for under the equity method and other non-recurring positive tax impacts, have allowed for an increase in the profit on the ongoing business activities of 11.7%.



## Revenues


Operating income reached the 3,915 million euros, in line with the prior financial year and the percentage of income generated outside Spain, largely in France, the United Kingdom and Chile, increased to 52%.

The maintaining of the income was due to the positive evolution of the geographical diversification initiative -especially in the case of **abertis**' tollroads in France and America- and sectoral diversification -both in the airport business, with an increase in the number of passengers in **tbi** and **dca**, and also in telecommunications, with greater Earth-bound (digital) and satellite-based activity-; to the review of the rates of the motorway concessionary companies; to the positive impact of the compensation for the agreements on the AP-7 and the Maresme C-32 tollroads and to other extraordinary income.

All of this offsets the negative evolution of traffic on **abertis**' tollroads in Spain and the negative impact on income from trading in 2010 in **abertis telecom** from DTT extensions, in France from works on the A65 and from Chile for works due to safety regulations.

In general there have been no significant changes in the relative weight of revenue generated outside Spain and the weight of the various business units.

**OPERATING REVENUES (millions of euros)**

| | 2011 | % | 2010 (*) | % |
|---|---|---|---|---|
| Tollroads | 3,098 | 79% | 3,078 | 79% |
| Telecommunications | 512 | 13% | 552 | 14% |
| Airports | 293 | 7% | 277 | 7% |
| Corporate and other services | 12 | 0% | 9 | 0% |
| **TOTAL** | **3,915** | **100%** | **3,917** | **100%** |

**OPERATING REVENUES (millions of euros)**

| | 2011 | % | 2010 (*) | % |
|---|---|---|---|---|
| Spain | 1,885 | 48% | 1,928 | 49% |
| France | 1,481 | 38% | 1,440 | 37% |
| United Kingdom | 183 | 5% | 177 | 5% |
| Chile | 162 | 4% | 180 | 5% |
| Rest of the world | 203 | 5% | 192 | 5% |
| **TOTAL** | **3,915** | **100%** | **3,917** | **100%** |

(*) For comparative purposes, the 2010 profit and loss account is presented considering the impact of the classification in 2011 of the operating segments of the car parks and logistics businesses as discontinued business activities.

## Gross trading Margin (EBITDA)

The operating expenses basically relate to payroll costs and of infrastructure maintenance costs and were decreased by 3%, due to the containment effort within the framework of the Group's efficiency policy. Similarly, there has been a decrease in costs from trading operations in 2010 (on tollroad works and on extensions of DTT coverage).

The measures for improving the efficiency and optimising operating costs have allowed the EBITDA margin at the end of the financial year to be 62.7%, compared to 61.5% for 2010.

The average headcount for 2011 reached 10,995 employees, maintaining the relative weight of employees outside Spain, which remained at 60%.

## Amortisation and impairment of assets

There was a slight increase in depreciation due to investments made in 2010 and 2011, basically from the opening of a new stretch on the bypass road south of Reims.

The operating revenues under IFRS were not amortised systematically, although they did depreciate, based on the result of the depreciation tests which had to be carried out on them. The results of tests on goodwill in the **abertis** group have not led to the need to carry out any form of significant adjustment.

## Financial result

The improvement in the financial loss was basically due to the lower average debt levels, which offset the increase in interest rates, allowing for a reduction in the interest expense on the debt of 1.3%. Similarly, the financial loss for 2011 includes a non-recurring positive impact in **castellana** relating to the receiving of compensation payment for cost overruns, which together with other non-recurring negative impacts in 2010, offset the larger negative exchange differences and other items.

## Equity method companies

The profit of companies accounted for under the equity method increased to 125 million euros and reflected the favourable evolution of Eutelsat and Coviandes in the financial year, which led to its significant increase.

**EBITDA (millions of euros)**

| | 2011 | % | 2010 (*) | % |
|---|---|---|---|---|
| Tollroads | 2,155 | 88% | 2,138 | 89% |
| Telecommunications | 228 | 9% | 218 | 9% |
| Airports | 86 | 4% | 81 | 3% |
| Corporate and other services | -15 | -1% | -30 | -1% |
| **TOTAL** | **2,454** | **100%** | **2,407** | **100%** |

**EBITDA (millions of euros)**

| | 2011 | % | 2010 (*) | % |
|---|---|---|---|---|
| Spain | 1,261 | 51% | 1,254 | 52% |
| France | 955 | 39% | 914 | 38% |
| Great Britain | 48 | 2% | 48 | 2% |
| Chile | 120 | 5% | 124 | 5% |
| Rest of the world | 69 | 3% | 66 | 3% |
| **TOTAL** | **2,454** | **100%** | **2,407** | **100%** |

(*) For comparative purposes, the 2010 profit and loss account is presented considering the impact of the classification in 2011 of the operating segments of the car parks and logistics businesses as discontinued business activities.

## Corporate Tax

In 2011, the corporate income tax expense was affected by the non-recurring positive impact, as a result of the decrease in deferred tax liabilities after the tax reform passed in United Kingdom. This reduces the corporate income tax rate by an additional 2% (from 27% to 26% already effective in 2011 and from 26% to 25% effective as from 2012) and this affects both the profit and loss account and the deferred tax liability balances pending payment. Without this impact, the change in the effective rate is not significant, as a result of the maintenance of pre-tax profits subject to taxation (the results of companies consolidated by the equity accounting method are taxed at source).

## Cash flow

In 2011, **abertis** generated a gross cash flow (before investments and dividends) of 1,533 million euros.

| | 2011 | 2010 | Var. |
|---|---|---|---|
| Gross cash flow (M€) | 1,533 | 1,539 | -0.30% |

## Balance sheet

The most significant changes in assets and liabilities are largely due to the impact of the sale of the car parks and logistics businesses in October 2011, which affects all the balance sheet captions, as well as the sale of the 6.68% holding in Atlantia, which as at December 2010 was classified as assets held for sale.

Total assets as at December 31, 2011 reached 22,749 million euros, of which about 60% relates to tangible fixed assets and other intangible assets (excluding goodwill), basically concessions, in line with the nature of the Group's business, relating to infrastructure management. In turn, this percentage is in line with that of the prior year.

Likewise, it is worth mentioning the classification of the holding of 14.61% in Brisa as an associated company (it becoming consolidated under the equity method) as circumstances occurred, which on closing 2011 have allowed it to be concluded on the assumption of significant influence on this company.

**BALANCE (MILLIONS OF EUROS)**

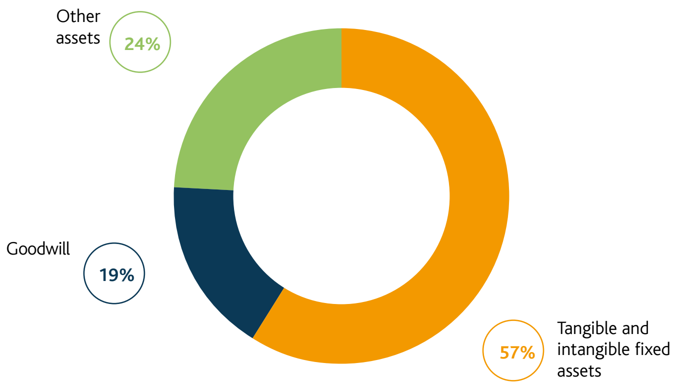
| ASSETS | Consolidated | | LIABILITIES | Consolidated | |
|---|---|---|---|---|---|
| | **2011** | **2010** | | **2011** | **2010** |
| Non-current assets | 21,403 | 23,214 | Net equity | 4,416 | 5,453 |
| Tangible fixed assets | 1,742 | 2,325 | Capital and premium | 1,928 | 2,376 |
| Goodwill | 4,263 | 4,398 | Reserves | 416 | 983 |
| Other intangible assets | 11,217 | 12,550 | Results | 720 | 662 |
| Holdings in associates | 1,899 | 1,461 | Minority interest | 1,351 | 1,433 |
| Other non-current assets | 2,282 | 2,480 | | | |
| | | | Non-current liabilities | 16,328 | 17,545 |
| | | | Debt | 13,452 | 14,238 |
| | | | Other non-current liabilities | 2,876 | 3,307 |
| Current assets | 1,346 | 1,466 | Current liabilities | 2,005 | 2,293 |
| | | | Debt | 820 | 895 |
| Assets held for sale | 0 | 612 | Other non-current liabilities | 1,185 | 1,398 |
| | | | | | |
| **TOTAL ASSETS** | **22,749** | **25,292** | **TOTAL LIABILITIES** | **22,749** | **25,292** |

The net consolidated equity has reached 4,416 million euros. The change with regards to 2010 is basically due to the impact of the distribution of dividends in 2011 of 1,246 million euros (which included an extraordinary dividend on account of 2011 of 495 million euros and a refund of the shareholders' contribution of 296 million euros), greater than the profit for the financial year, to the negative impact of the valuation of Brisa (-234 million euros), to the negative impact by conversion differences arising during the financial year and to the buying back of own shares, offsetting the positive impact from the valuation of derivatives and others.

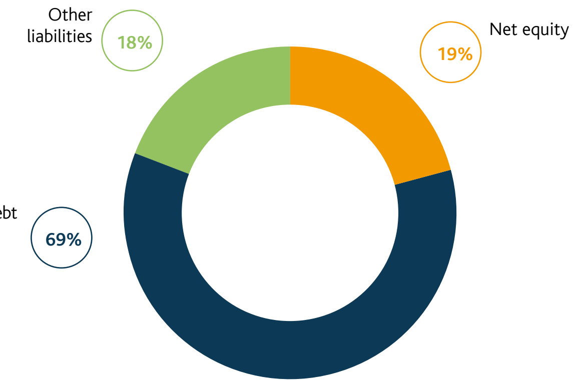
Gross borrowing stands at 14,273 million euros in 2011 with net debt of 13,882 million euros, which is a decrease compared to net debt in 2010 of 769 million euros. This decrease is mainly due to the cash generated from the divesture of the holding in Atlantia and of the car park and logistics businesses, both from the cash obtained on the sale as well as from the debts of the businesses themselves. This debt ceases to be consolidated as the result of its departure from the scope of the consolidation. The decrease in the net debt is also due to the cash flow generated in the financial year, which compensates for the payment of the extraordinary dividend and the refund of the contribution to the shareholders (688 million euros disbursed).

Gross financial debt accounts for 63% of liabilities, in line with year-end 2010. In line with the policy of minimising exposure to financial risk, at the end of the year a major part of debt (84%) was at a fixed rate or fixed through hedging.

## ASSETS




## LIABILITIES



## Investments

In 2011 the Group invested 676 million euros, of which 511 million or 76% have gone on expansion projects and the remaining 165 million euros on operational investment. The most significant investments in expansion in the year have been as follows:

The most significant investments in expansion in the year have been as follows:

- For motorways, the investment largely related to **acesa** (149 million euros), mainly for the work of expanding the lanes on the AP-7 motorway and the construction of the Palafolls-Tordera stretch; to iberpistas, for the expansion of the lanes on the San Rafael-Villacastín stretch (35 million euros); and to **sanef**, for investment mainly relating to the Paquet Vert (42 million euros), as well as on the RN13-A13 link and in the completion of work on the bypass road at the south of Reims. Also to Autopistas America from the acquisition of 45% of **metropistas** for 144 million euros.

- In telecommunications infrastructure, the investment in the expansion mainly relates to the investments of **retevisión** and **tradia** to make it possible to transport and transmit digital signals with the deployment of three new DTT multiplexes and to the investments of **Hispasat** in the construction of the Amazonas III and AG-1, as well as investments related to Hispasat 1E.

- In airports, the investment in expansion for the financial year related to **tbi**, basically in the expansion of the air side of Stockholm Skavsta airport, funded entirely by the local authority (project 2011-12).

The most significant operational investments were made in the motorway sector and were focused on containment systems, the renewal of tolls, safety barriers, toll areas and the modernisation of the existing network. It is worth mentioning that the investment made by the telecommunications sector, basically, in improvements in efficiency of centres, operational support and renewal, and also in **retevisión** and **tradia** equipment.

In the airport sector operating investment has included safety and security equipment and other improvements at London Luton, and the starting of the repaving work of the runways at Belfast International and Montego Bay (Jamaica).

**INVESTMENTS (millions of euros)**

| | Operating | % | Expansion | % | Total |
|---|---|---|---|---|---|
| Tollroads | 120 | 73% | 428 | 84% | 548 |
| Spain | 44 | 26% | 196 | 38% | 239 |
| France | 69 | 42% | 88 | 17% | 157 |
| International | 7 | 4% | 144 | 28% | 151 |
| Telecommunications | 19 | 11% | 83 | 16% | 101 |
| Airports | 22 | 13% | 1 | 0% | 22 |
| Holding/**serviabertis** | 5 | 3% | 0 | 0% | 5 |
| **TOTAL** | **165** | **100%** | **511** | **100%** | **676** |


abertis
Fons generats (M€)
2.494
-226
-652
-493
-192
931
Reducció Deute
366
Expansió
564
Impostos
Despeses financeres
Dividends
Inversions Operatives
L'objectiu es va situar en la reducció del deute, a l'espera d'oportunitats d'inversió apropiades
Fondos generados (M€)
Reducción Deuda
366
Expansión
564
El objetivo se situó en la reducción de deuda, a la espera de oportunidades de inversión apropiadas

# Financial management

In a year marked by the sovereign debt crisis in the euro zone and the slowing of growth of the global economy, **abertis** has for another year maintained a high EBITDA generating capacity of 2,454 million euros at the end of 2011 (comparable to 2,407 million euros in 2010).

The Group's resilience has enabled the Financial Management Department to go to the debt markets to finance the reorganisation of the car parks and logistics parks businesses, refinance the debt of Holding d'Infraestructures de Transport S.A.S (**hit**) with the issue of a bond, as well as to obtain the financing required for the investment in the PR-22 and PR-5 motorways in Puerto Rico.

**abertis** has reduced the Group's net debt by 769 million euros from 14,651million euros in 2010 to 13,882 million euros at the end of 2011. On one hand, the reorganisation and subsequent segregation of the car park and logistics businesses involved a debt reduction of 517 million euros, and on the other hand, the sale of the stake that **abertis** had in Atlantia S.p.A. for 626 million euros allowed for the early repayment of a 515 million euro syndicated loan maturing in 2012, as well as part of the 183 million euros drawn on lines of credit.

The issuing of a 750 million euro bond by **hit**, with a 5.75% coupon and a maturity of seven years allowed for the partial refinancing of the existing syndicated debt up to that date, with maturity in 2013, and the consequent improvement in the debt's mean life.

Finally, it should be pointed out that the consortium formed by **abertis** and Goldman Sachs Infrastructure Partners II was awarded the bid for the privatisation of the PR-22 and PR-5 motorways in Puerto Rico. The project was valued at $ 1,136 million.

| | 2011 | 2010 |
|---|---|---|
| **Net debt** | 13,882 (*) | 14,651 (*) |
| **Net debt / EBITDA** | 5.7 | 5.9 |
| **Net debt / Equity** | 3.1 | 2.7 |
| **FFO / Net interest (*)** | 3.5 | **2.4** |

(*) Includes the impact of the capital gains obtained by **abertis** on the divesture of the stake it held in Atlantia S.p.A.

At year-end in 2011, long-term debt accounted for 94% of the total and the average maturity of debt stood at 6.33 years at year-end

## Financial structure / Financing policy

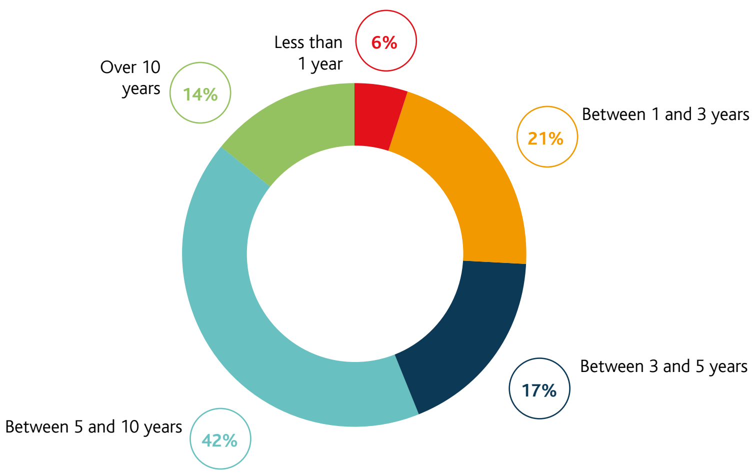
Following the policies defined by **abertis**' Board of Directors, the Group's financial structure seeks to limit the risks to which it is exposed due to the nature of the markets in which it operates.

With regard to the distribution of the debt with third parties at year-end 2011, the long-term debt represented 94% of the total compared with 96% in 2010. On the other hand, the average maturity of the debt at year-end stood at 6.33 years, compared with 6.55 years in 2010.

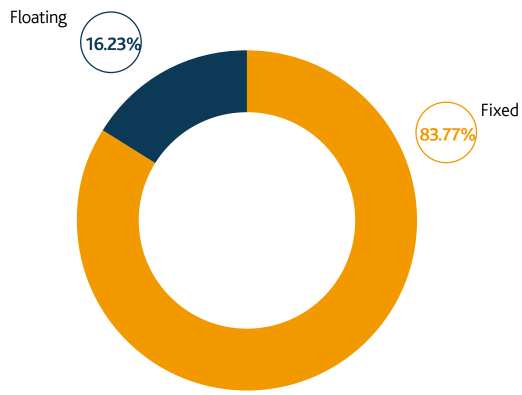
To minimise exposure to the interest rate risk, **abertis** keeps a high percentage of its debt at a fixed rate of interest. At end of 2011 the proportion was of 84%, in line with that for 2010.

At the close of 2011, Abertis Infraestructuras, S.A. had lines of credit with a limit amounting to 1,350 million euros (1,195 million in 2010), of which 300 million euros relate to lines with a one year maturity and 1,050 million to lines with maturity of more than one year. The increase in the overall limit of the lines allows for the liquidity position to be strengthened and cater for the upcoming short-term maturities with a low refinancing risk.

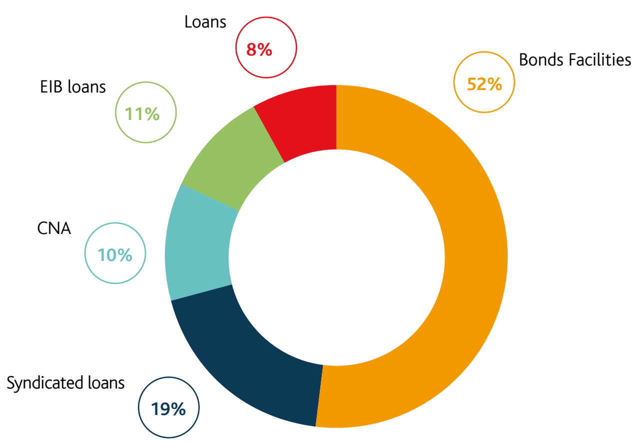
DEBT MATURITY



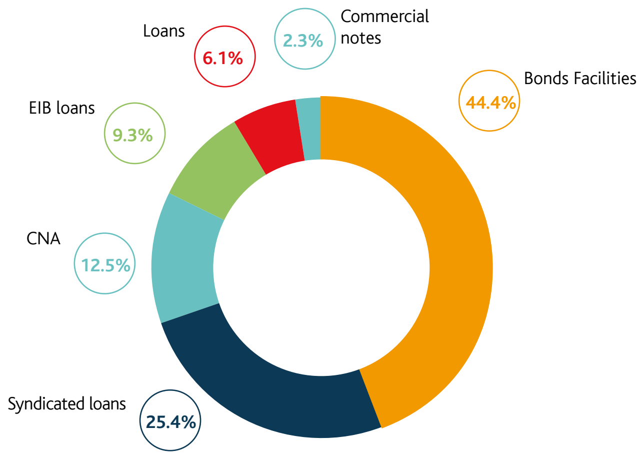

TYPE OF DEBT



**FINANCING INSTRUMENTS 2011**




**FINANCING INSTRUMENTS 2010**




## Financial risk management

The **abertis** group operates internationally and its assets are spread out geographically between Europe, the United States and Latin America.

By the nature of the credit markets in which they operate and in which the **abertis** group companies are financed, **abertis** is exposed to exchange rate risks, interest rate risks, credit risks and liquidity risks.

The management of the different financial risks is controlled by Financial Management, after the prior authorisation of **abertis**' CEO, within the framework of the related policy approved by the Board of Directors.

**Risk of rate of exchange**

The activities of companies that comprise the **abertis** group and which are located in countries whose operational currency is other than the euro, involve potential exposure to an exchange rate risk. Financial Management manages the exchange rate risk, mainly by contracting the financial debt denominated in the related foreign currencies, as well as through currency hedging contracts.

**Credit counterparty risk**

**abertis**' Financial Management actively and regularly monitors the credit counterparty risk. In order to avoid significant concentrations of risk which may affect the group's solvency, **abertis** always seeks to diversify its sources of financing, both within the national environment within which the companies operate, as well as in the international environment, so that the risk is also geographically spread out.

According to its risk management policy, the group may undertake financial transactions with entities that have a minimum "A-" rating awarded by internationally recognised rating agencies. The rating categories of each entity are regularly updated in order to actively manage the counterparty risk.

**Liquidity Risk**

As it has done historically, the **abertis** group prudently manages its liquidity risk. During 2011, it has paid special attention to the liquidity indicators of the rating agencies and the evolution of the credit markets in the eurozone, to perform this management.

The implementation of liquidity management consists in obtaining financing through compromised financing lines, as well as in the management of cash and liquid assets. Given the

To avoid significant concentrations of risk that may affect the solvency of the group, **abertis** always seeks to diversify its financing sources

dynamic nature of the Group's businesses, the objective of Corporate Financial Management is to maintain flexibility in financing through the availability of committed facilities.

**Interest rate risks**

The objective of the management of interest rate risks is to reach a balance in the structure of the debt which allows minimising volatility in the results account in a multi-annual horizon.

**abertis** uses global interest rate hedges to manage the risk of changes in financial burden. These derivatives are designed, in financial terminology, as instruments of cover.

## Credit rating

**abertis** has a "BBB+" rating, awarded by international credit rating agency Standard & Poor's for long-term debt. This rating was given in April 2010 and confirmed in December 2011.

**abertis** also has an "A-" rating, awarded by Fitch Ratings for the long term and an "F2" rating for the short term. These ratings were given in July 2009 and confirmed in November 2011.

# Shareholders and the stock market

## Stock market performance 2011

During 2011 the stock markets were characterised by the continuing uncertainty about the capacity of developed economies to consolidate the recovery that began in 2010 and return to a sustainable growth path. The risk that the pace of economic growth would slow as developed countries exhausted their monetary and fiscal measures, materialised during the second half of the year, at the same time as the fiscal crisis got worse in many of these countries. The minimum growth expectations have heightened doubts about the capacity to cope with the volumes of debt accumulated by the public and private sectors, and the situation of the banking sector in Europe and the United States.

The main focus of global financial stress in 2011 was the eurozone. The single currency's architecture displayed itself to be insufficient to deal with moments of great instability such as those lived in the markets due to the sovereign debt of Portugal, Spain, Italy, Belgium and even France at the end of the year. Following in the footsteps of Greece and Ireland in 2010, Portugal lost access to the public debt markets in May and its rescue was agreed on by the European Union and the International Monetary Fund (IMF). Subsequently, in late July, the European Union and the IMF announced a second bailout for Greece, the negotiating of which dragged on until the end of the year. On the other hand, Spain and Italy's debt went through heavy stress, especially during the second half of the year, breaking record risk premium levels unseen since the creation of the single currency. Already in December, in an attempt to curb the risk of the eurozone's disintegration, the vast majority of the countries in the zone reached an agreement to start a new stage based on very strict fiscal rules.

It has been a difficult year for global stock markets that saw their expectations dashed, as the year progressed, of a return to pre-crisis levels. The stock indexes for Continental Europe generally stayed well below the world average, with very relevant penalties, such as the case of the Greek stock index (ASE: -52%), the Austrian index (ATX: -36%), the Italian index (FTSE MIB: -26%), the Portuguese index (PSI: -28%), the Belgian index (Bel-20: -19%), the German index (DAX: -15%) or the French index (CAC 40: -17%).

In the case of Spain, the Ibex 35 started yet another financial year with losses (-13%), penalised as in 2010 due to the increase of its country risk. The high volatility has been reflected in the sharp movements of the Spanish index. The Spanish stock index has moved in a wide band over the course of 2011, ranging from a maximum for the year on 17 February of 11,113.0 points to a minimum on 12 September of 7,640.7 points.

## abertis on the stock market: share price evolution

In 2011 **abertis** shares have been affected by developments in the Spanish stock market. The so-called "country risk" has weighed more than its financial solidity and the quality of its assets, factors that have allowed it to publish EBITDA growth of 1.9% and net profit growth of 11.7% for 2011.

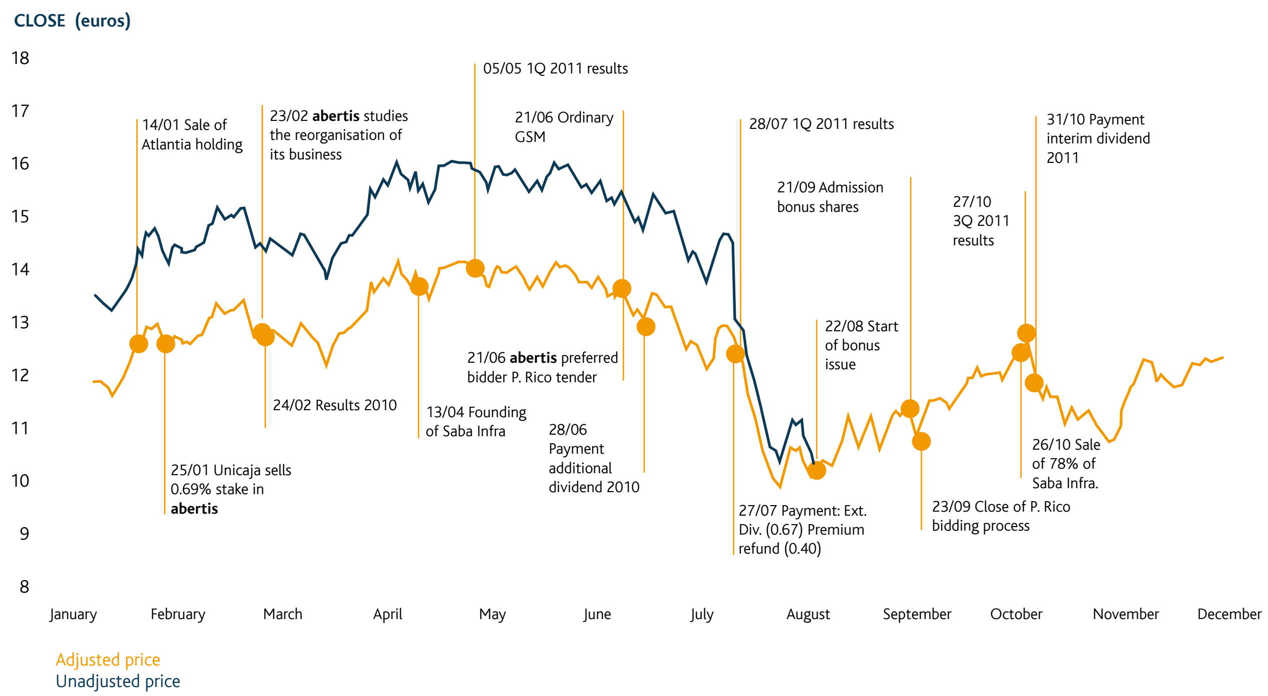
**abertis**'s stock ended 2011 up by 3.9% at a price of 12.34 euros per share. Its highest closing price in the year came on 31 May (14.14 euros) and the lowest on 10 August (9.86 euros), in line with the general trend in the market over most of the year. However, the share price climbed strongly during the month of

Over the last ten years **abertis** shares have risen by 94%, taking into account dividend payments, which demonstrates the good performance of its stock

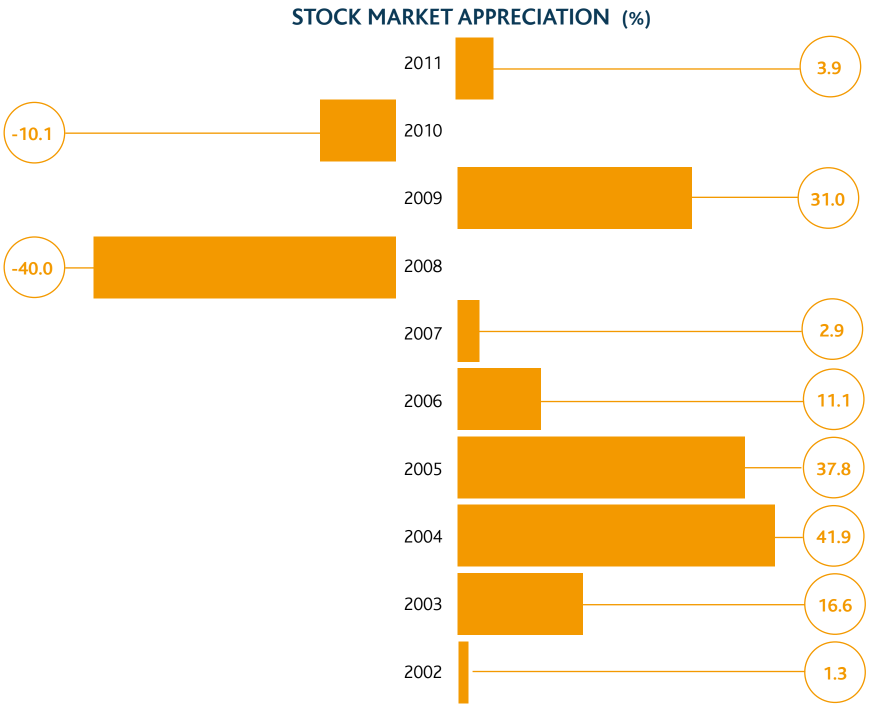
March, in the wake of the announcement of the reorganisation of **abertis**' the businesses, which culminated with the segregation of the logistics and the car park businesses and the payment of an extraordinary dividend to all such shareholders who accepted this option.

Over the past 10 years **abertis**' shares have accumulated a revaluation of 94%, taking into consideration the payment of dividends, which demonstrates the good evolution of the share even in crisis times.

## CHANGE IN ABERTIS SHARES 2011




**Note on price adjustments due to bonus share issue:**
The allocation of new shares does not affect the equity of the company, even though it is divided into a larger number of shares.
All shareholders who invested before the issue receive shares without any additional outlay. The investment in their portfolios therefore does not change even though they own a larger number of shares. Consequently, historic prices prior to the issue have to be adjusted in order to compare pre-issue and post-issue prices.
**Note on the adjustment of the quoted prices due to an extraordinary dividend payment:**
The payment of an interim dividend against 2011 earnings for a gross amount of 0.67 euros per share and the return of contributions under the share premium account for an amount of 0.40 euros per share are classified as extraordinary payments.. As these do not therefore involve events expected by the market, it is necessary to adjust the historical quoted prices prior to these payments in order to be able to compare the pre-extraordinary dividend and after-extraordinary dividend prices.




Accumulated variation
+ 94% over last ten years
(*) CAGR: +6.8%

(*) CAGR: compound annual growth rate.

**abertis** closed 2011 with a capitalization of 9,576 million euros, occupying eighth position by weight on the Ibex 35 and in eleventh position in the market capitalization ranking.

All company shares are admitted to official valorisation in the Barcelona, Bilbao, Madrid and Valencia stock exchanges, and are negotiated through the Spanish stock interconnection system. **abertis** shares have been part of the Ibex 35 index since 1992 and are also on other major international indexes such as Standard & Poor's Europe 350, the FTSE Eurofirst 300 and on the Dow Jones Sustainability index (DJSI World).

**Shareholder return**

**abertis**'s goal is to offer its shareholders the best combination of growth and return. The company's business actions and strategic decisions are geared towards generating value for its shareholders.

2011 has been the fourth consecutive year of crisis, yet nonetheless the Group's geographical diversification strategy, combined with a strict policy of cost containment has managed to absorb the impact of the economic cycle.

Even with a decrease in activity and traffic that remains negative (basically in Spain), **abertis** continues to be a great cash generator, which allows the company to guarantee the maintenance of its shareholder remuneration policy.

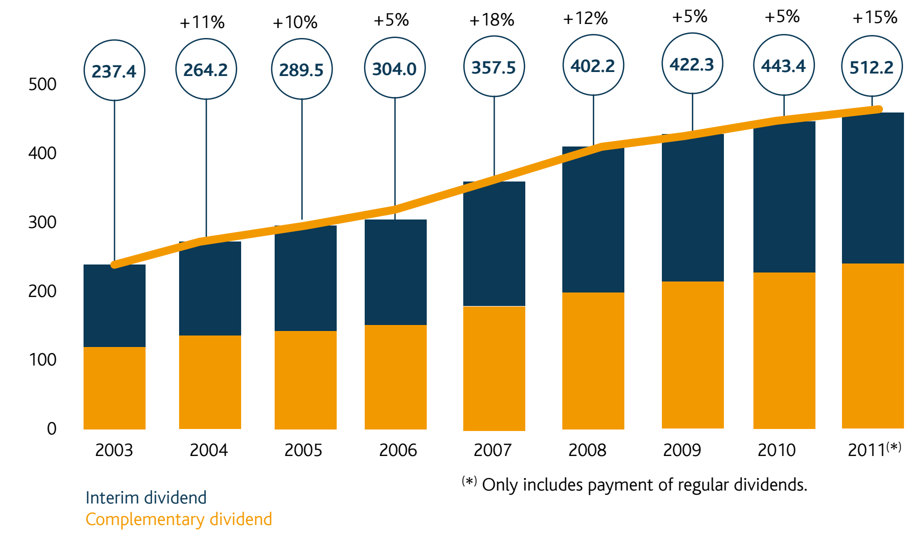
**Dividend**

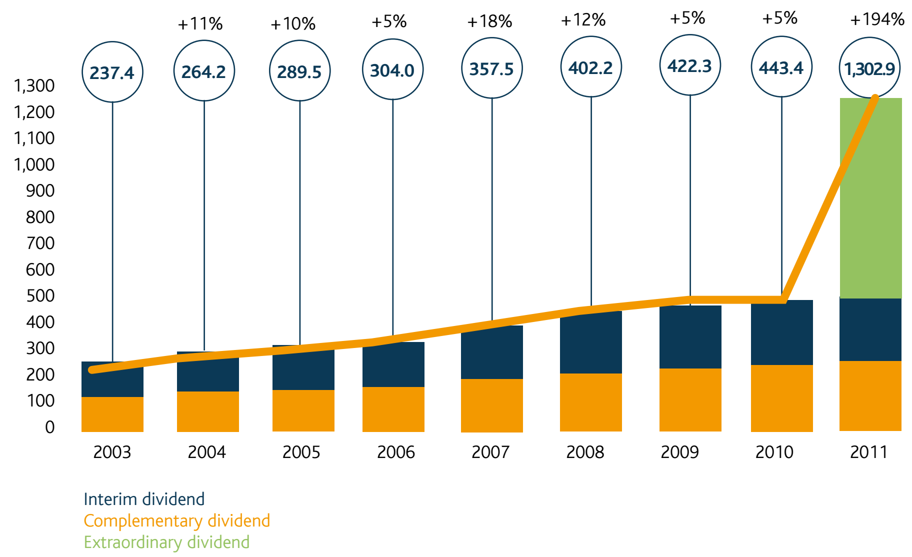
In the month of June, **abertis** paid out an additional dividend of 0.30 euros per share from the year 2010, and in October 2011, the company paid an interim dividend of 0.30 euros gross per share for 2011.

Similarly, in the month of July, **abertis** paid an extraordinary dividend on account of financial year 2011 for a gross amount of 0.67 euros per share and refunded contributions with a charge to the share premium account for an amount of 0.40 euros per share. Extraordinary dividend was encompassed within the **abertis** group's reorganisation process and was articulated in accordance with the shareholders choice by means of the payment in cash of the said amount (0.54 euros net per share 0.13 euros per share for withholding tax) or by the awarding of shares of Saba Infraestructuras at a rate of one share of this company for each **abertis** share.

78.06% of the shareholders opted either expressly of by default to receive the payment of this cash dividend.

**DIVIDENDS PAID** (millions of euros)




The Board of Directors of **abertis** agreed to propose to the Ordinary General Shareholders' Meeting 2012, to be held on 27 March, in addition to a 1x20 bonus share issue, an additional dividend for 2011 of 0.36 euros gross per share.

This amount, added to the interim dividend paid in October, amounts to direct shareholder return in the form of regular dividends of 0.66 euros gross, paid from 2011 profits, which is a maximum amount to be paid as dividends of 512.2 million euros, 15% more than the sum paid for 2010.

**Capital increase**

At the 2011 General Shareholders' Meeting held on 21 June it was decided to carry out a new bonus issue at a ratio of one new share for every 20 held. Between 22 August and 5 September 2011 the entitlements were traded at a high of 0.563 euros and a low of 0.453 euros. The fair value of the entitlement was 0.504 euros.

The new shares were initially listed on the market on 22 September and have the same political and economic rights as existing shares of the same class, granting their holders the right to a dividend on profits obtained as of 1 January 2011.

**abertis's reorganization**

In February 2011 the company reported that it had begun a process to reorganise the Group's structure, with the aim of creating the framework and the conditions required to enable new growth in five of the Group's business units. The Group rearranged its business units around two companies: the current Abertis Infraestructuras (Tollroads, Telecommunications and Airports) and the unlisted company Saba Infraestructuras (Car Parks and Logistics Parks). The process was articulated on the basis of the distribution of an extraordinary dividend by **abertis** which allowed for its payment either in cash or in shares of the new saba infraestructuras company, to be decided by each shareholder, and it ended on October 26 with the transfer of the 78.06% of saba infraestructuras' shares owned by **abertis** as at that date to the consortium comprised of Torreal, Proa Capital and Criteria CaixaHolding, S.A.

**Return over the decade**

The graph below shows the stock profitability of the **abertis** share over the last decade in different theoretical times the purchase and sale of the share. The profitability of the **abertis** share is compared with the Ibex 35 with dividends. The intersection indicates the profitability obtained by **abertis** and the market, respectively, for the selected period (year of entry and exit). The Ibex 35 with dividends, which consists of the same securities that make up the Spanish index, is an indicator that includes the change in stock prices and the return from the distribution of dividends and other payments to shareholders. This way the index shows the impact of this type of remuneration on an Ibex 35 replica portfolio.

Thus, an investor who invested 11.19 euros buying one **abertis** share at the end of 2001 (an investor who signed up for the successive freed up capital increases, and taking into account the dividends paid out) as at December 31, 2011 would have had a portfolio worth 20.10 euros and would have received 8.56 euros in dividends (including extraordinary distributions), which represents a cumulative return of 156.1%.

Market appreciation is considered as are bonus share issues, and dividend yield. The possibility that the shareholder may have made additional outlays is not accounted for.

**Share capital and treasury share portfolio**

**abertis**'s share capital stood at 2,328 million euros at 31 December, made up of 775,989,672 ordinary book entry shares with a nominal value of three euros each, fully subscribed and paid up and all of the same class. All the shares are listed on the four Spanish stock markets.

In 2011, share capital increased by 36,951,889 shares, amounting to an increase of 110.9 million euros, corresponding to the bonus share issue.

With respect to treasury stock, at the end of 2011 **abertis** was the direct holder of 29,885,288 shares which accounts for 3.851% of share capital, compared to the 14,551,098 shares it held in 2010 (1.969% of share capital at the end of that year).

**abertis shareholder structure**

The company does not have a nominal register of its shareholders and hence can only find out about the composition of its shareholder structure from information about significant holdings which is published pursuant to regulations (which makes reporting holdings of more than 3% of share capital mandatory), from information provided by Iberclear for the General Shareholders' Meeting and from communications made by the shareholders on the occasion of the publication of the Annual Report.

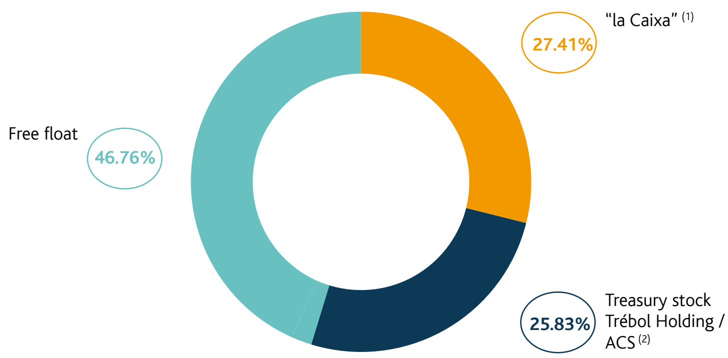
As mentioned in the 2011 Corporate Governance Report, which forms an integral part of this annual report, the main shareholders (*) as at the end of the financial year were Caja de Ahorros y Pensiones de Barcelona "la Caixa" (27.406%), Treasury stock Trebol Holding / ACS (25.832%).

In August 2010 an agreement was announced between Actividades de Construccion y Servicios SA (ACS) and the company managed by CVC, Trebol Holdings S.á.r.l. (Trebol), for the joint holding in two companies which would acquire **abertis** shares. Following the agreement, ACS and Trebol have an indirect holding through two investees, Trebol International BV and Admirabilia SL, which respectively hold stakes of 15.55% and 10.28% in **abertis**.

| Year of entry (1) | Year of exit (1) | 2002 | 2003 | 2004 | 2005 | 2006 | 2007 | 2008 | 2009 | 2010 | 2011 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| 2001 | ABE | 5.5% | 26.6% | 80.6% | 149.3% | 180.5% | 194.1% | 95.7% | 152.5% | 139.6% | 156.1% |
| | Ibex-35 with div. | -26.5% | -2.8% | 17.6% | 43.5% | 95.2% | 116.1% | 37.2% | 89.8% | 65.2% | 52.4% |
| 2002 | ABE | | 20.9% | 74.2% | 141.9% | 172.8% | 186.1% | 89.0% | 145.1% | 132.4% | 148.6% |
| | Ibex-35 with div. | | 32.2% | 60.1% | 95.3% | 165.6% | 194.1% | 86.7% | 158.2% | 124.8% | 107.4% |
| 2003 | ABE | | | 45.7% | 103.8% | 130.3% | 141.8% | 58.5% | 106.6% | 95.7% | 109.6% |
| | Ibex-35 with div. | | | 21.1% | 47.7% | 101.0% | 122.5% | 41.3% | 95.3% | 70.1% | 56.9% |
| 2004 | ABE | | | | 41.0% | 59.6% | 67.7% | 9.0% | 42.9% | 35.2% | 45.0% |
| | Ibex-35 with div. | | | | 22.0% | 66.0% | 83.7% | 16.7% | 61.3% | 40.5% | 29.6% |
| 2005 | ABE | | | | | 13.5% | 19.4% | -23.2% | 1.4% | -4.2% | 2.9% |
| | Ibex-35 with div. | | | | | 36.0% | 50.6% | -4.4% | 32.2% | 15.1% | 6.2% |
| 2006 | ABE | | | | | | 5.3% | -33.1% | -10.9% | -15.9% | -9.5% |
| | Ibex-35 with div. | | | | | | 10.7% | -29.7% | -2.8% | -15.4% | -21.9% |
| 2007 | ABE | | | | | | | -37.3% | -15.7% | -20.6% | -14.4% |
| | Ibex-35 with div. | | | | | | | -36.5% | -12.2% | -23.5% | -29.5% |
| 2008 | ABE | | | | | | | | 35.9% | 27.7% | 38.1% |
| | Ibex-35 with div. | | | | | | | | 38.3% | 20.4% | 11.1% |
| 2009 | ABE | | | | | | | | | -6.2% | 1.7% |
| | Ibex-35 with div. | | | | | | | | | -12.9% | -19.7% |
| 2010 | ABE | | | | | | | | | | 8.8% |
| | Ibex-35 with div. | | | | | | | | | | -7.7% |

Notes:
(1) Entry and exit on the last day of the indicated year.
Market appreciation is considered as are bonus share issues, and dividend yield. The possibility that the shareholder may have made additional outlays is not accounted for.

## DISTRIBUTION OF CAPITAL OWNERSHIP AT 31/12/2011




(1) Has holdings indirectly through its subsidiary company Criteria CaixaHolding S.A., coming to 19.65% and through other companies in its group coming to 7.75%.
(2) Concerted action by Trebol Holdings / ACS through the companies Trebol International BV and Admirabilia, S.L., which respectively have 15.55% and 10.28% stakes in **abertis**.
(*) Significant shareholdings for the purposes of Royal Decree 1362/2007 dated 19 October.

## abertis and its shareholders and investors

**Investor Relations Directorate**

The Investor Relations Directorate provides full information in a clear and timely manner concerning the company's progress together with explanations of **abertis**'s main business, organizational and operational strategies. These are key elements that make it possible to set the appropriate price of shares and other financial assets issued by **abertis**.

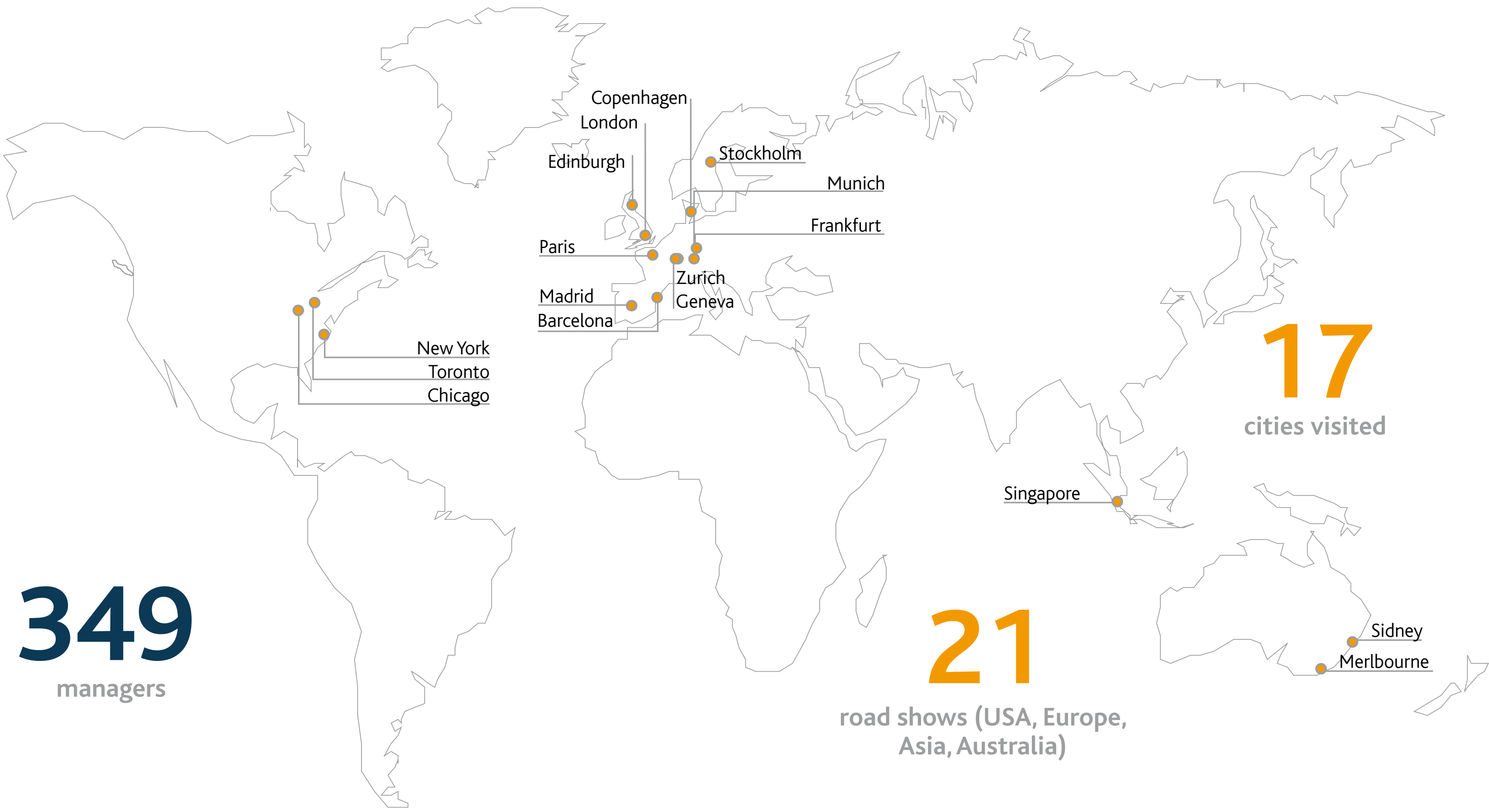
Another of the objectives of this directorate is to deliver the accessibility and direct contact with the company that makes it possible to give an effective response to the issues raised by the investment community.

To achieve these objectives and tailor information to the needs of all groups, Investor Relations maps out and implements a communication strategy for domestic and international financial markets. This involves a policy of active and wide-ranging communication that includes meetings with institutional investors and financial analysts, conference calls, meetings with shareholders, a shareholders' magazine, a call centre and a constantly updated website.

The functions of the directorate also include keeping the company's senior management informed concerning market opinion about the organisation or any other questions which may affect the share price.

In 2011 a complete programme of activities involving institutional investors and financial analysts has been maintained involving meetings in the leading financial markets in Europe, the United States and Asia. This is necessary due to the Group's worldwide and diverse shareholder structure.

Throughout 2011 meetings were held with 349 investment institutions (managers), 17 cities were visited, some of these on several occasions.



**Shareholders' Office**

The relationship with the company's close to 80,000 non-institutional shareholders is managed by the Shareholders' Office, which is also responsible for keeping the personalised attention communication channels available to these shareholders.

These channels are: the Shareholder Helpline, which operates 24 hours, 365 days; the corporate website with a section for the investment community to find continuously updated information on developments in the campaign, its growth, its development and market remuneration policy, among other topics, as well as e-mail channel increasingly used for its immediacy, as traditional.

On the occasion of the company's Ordinary Shareholders' Board Meeting, the Shareholders' Office also provides support on the matters relating to the event's organisation and the covering of all information requests. Shareholders' right to information is included in article 7 of the Regulations for General Shareholders' Meetings, and in articles 212 and 144 of the Public Limited Companies Act. Thus shareholders are provided with all the information they require before each General Meeting is held and the Shareholders' Office clears up any doubts or queries they may have.

The most recent Ordinary General Shareholders' Meeting, held on 21 June 2011, was held with the attendance of a total of 6,184 shareholders with voting rights (71.14% of share capital), of which 688 attended in person (0.88% of share capital) and 5,496 by proxy (70.27% of share capital).

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