

The logo graphic features a large, stylized white 'a' shape on a dark grey background. Inside the negative space of the 'a', the word 'aceea' is written in a white, lowercase, sans-serif font. The 'a' is formed by multiple overlapping, curved lines that create a sense of depth and motion.

aceea

Acea Group Business Plan 2019-2022

November 2019

Agenda



ACEA TODAY: Challenges of today and tomorrow



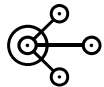
BUSINESS PLAN 2019-2022



STRATEGY AND TARGETS



BUSINESS LINE HIGHLIGHTS



STRATEGIC OPPORTUNITIES



CLOSING REMARKS



ANNEX

Acea Today

Leader in the multi-utility market



Water

1° Italian player
in the water supply sector

With **9 millions** customers served in Lazio, Tuscany, Umbria and Campania

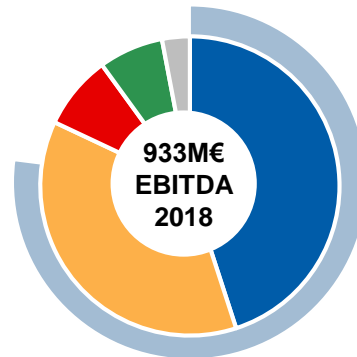


Energy Infrastructure

Among the leading Italian players in the electricity distribution market

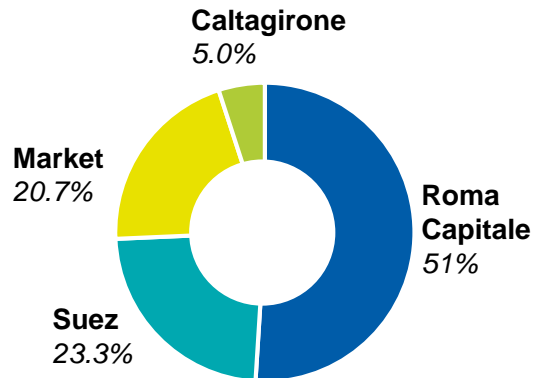
with **10 TWh** distributed electricity

2018 EBITDA



77% regulated

Shareholder structure



Source: CONSOB November 2019



Commercial & Trading

Among the main national players in the energy market

with **6 TWh** of electricity sold



Environment

Leading player in the Italian waste treatment sector

with **more than 1.1 mln tons** waste treated/disposed

Strategy and Targets

Pillars of the Business Plan 2018-22 ...



- **Infrastructural** development
- **Client-oriented** and **service-based** approach

- **Sustainable** development
- **Dialogue** and **collaboration**

- **Research & innovation** applied to **industrial processes**
- **Customer experience** improvement
- **Group-wide innovation strategy**

- **Capex discipline**
- **Operational improvement**
- **Supply chain optimization**
- **Balanced** organizational **model**

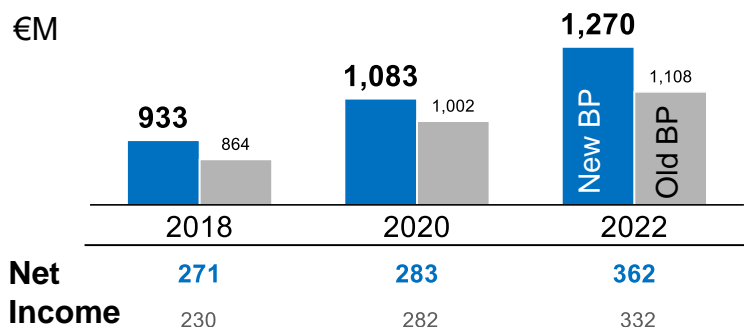
Strategy and Targets

Strong and sustainable growth

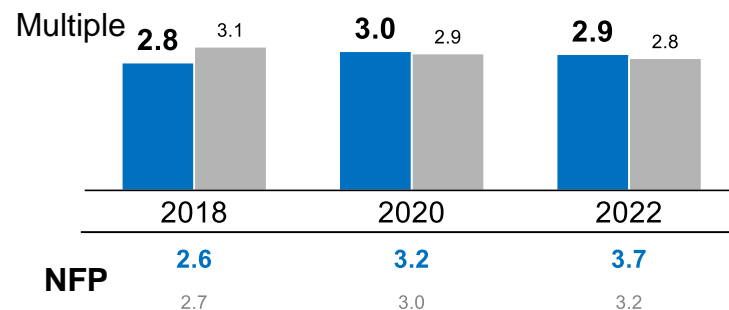
	2018	2020	2022
pre-tax ROIC	11.0%	>10%	>11%

2019 GUIDANCE	
EBITDA 2018	EBITDA 2019 ≥ +10%
€933M	
CAPEX up by over 10% versus €631M of 2018	
NET DEBT: €2.85B – €2.95B	

EBITDA growth with +8.0% CAGR

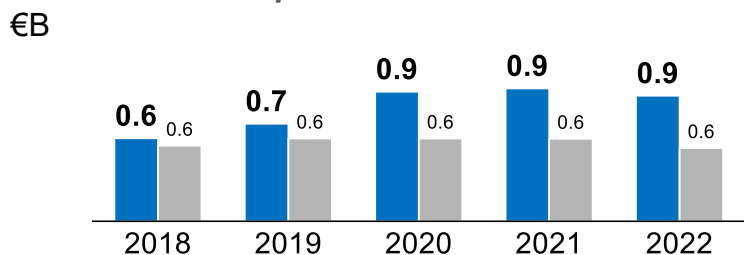


NFP/EBITDA down to 2.9X

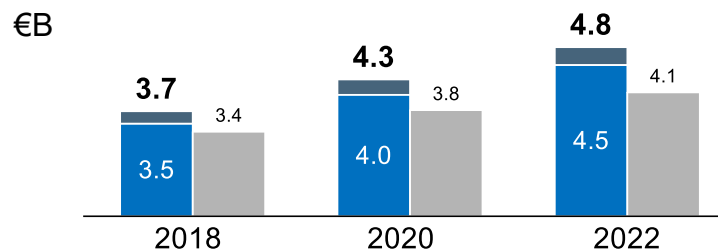


CAPEX €4.0B

CAPEX old plan €3.1B



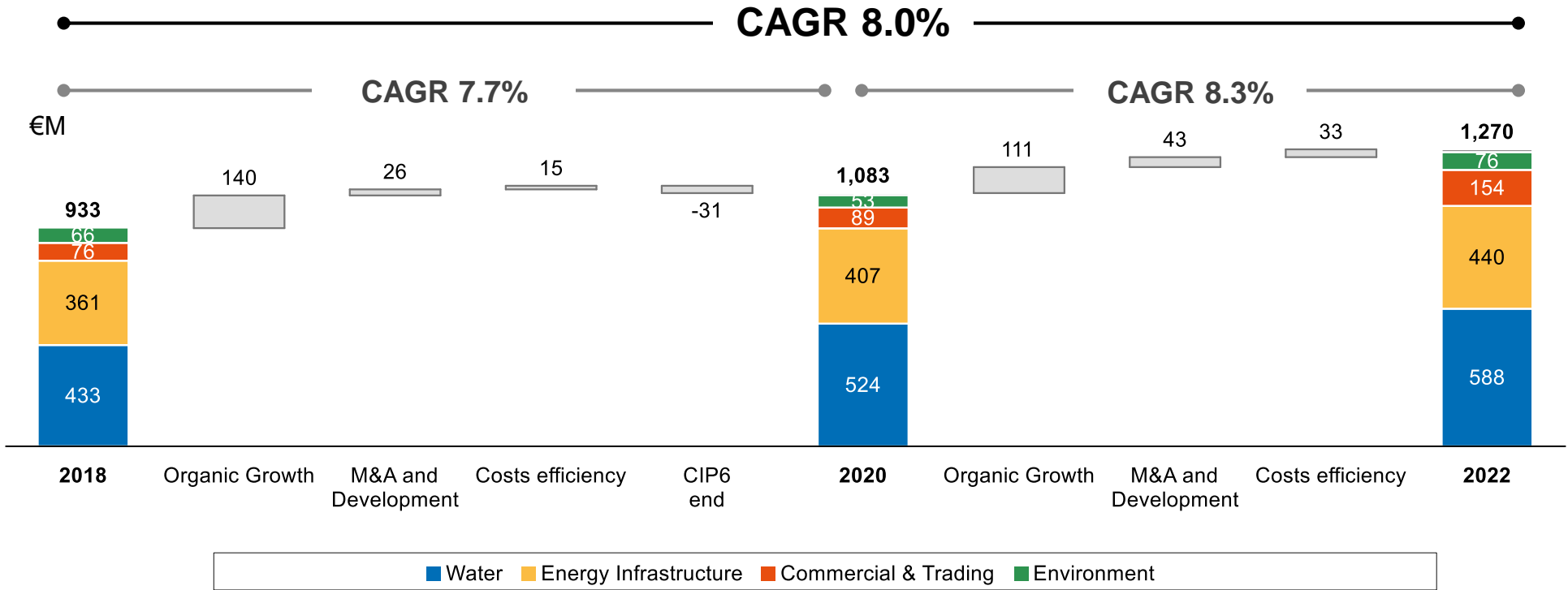
RAB up ~30% by 2022



Gori
ATO2,
ATO5 e
Areti
ATO2,
ATO5 e
Areti (Old
Plan)

Strategy and Targets

Outperformed previous business plan EBITDA targets



Cross-business line actions
Performance improvement and cost efficiency + Generational turnover + Strengthening operations

- Water**
- Tariff increase due to investments (Peschiera / Marcio)
 - Gori consolidation
 - Pescara Gas

- Energy Infrastr.**
- Tariff increase due to investments in Resilience
 - Penalties cancellation for network losses
 - PV development

- Comm. & Trading**
- Commercial Boost
 - Cost-to-serve reduction
 - Delay of Maggior Tutela phase-out

- Environment**
- Expansion of existing plants
 - Development of new plants and M&A
 - CIP6 incentive end

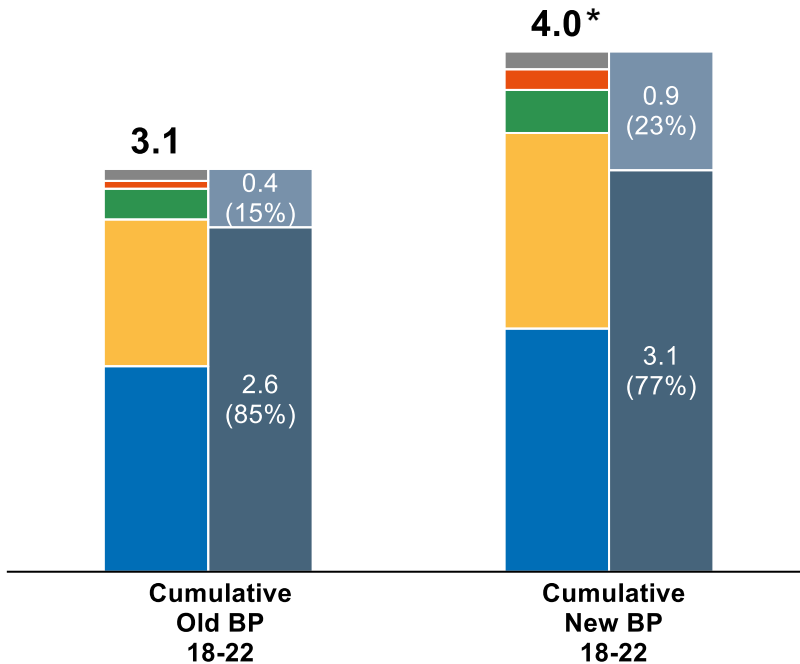
Strategy and Targets

Additional €900M investments

Cumulative 2018-2022



€B

- Water
- Energy Infrastructure
- Comm. & Trading
- Environment
- Other



Highlights

€M (approx.)

- 
+250
Gori consolidation and additional investments (**Peschiera/Marcio**)
- 
+200
PV growth with **M&A** and **greenfield** developments
- 
+250
Innovation, **Resiliency** and modernization related investments
- 
+100
M&A Waste acceleration in a **circular economy** perspective

Strategy and Targets






Sustainability growth

Additional **€400M** sustainability-linked capex bring our Sustainability effort to **€1.7B overall**

	+€100M		+€200M		+€100M
	Peschiera & Marcio		PV development		Development / M&A circular economy

United Nations Sustainable Development Goals (SDGs)



	CO₂ Reduction <i>(Reduced losses, Purchase of Green Energy, Biogas Recovery)</i>	>200 kton
	Recovering materials and energy in a Circular Economy perspective	+70%
	Green Energy for internal use within the Group	500 GWh
	Power Grid Risk index reduction due to resiliency increase	-10%
	Safety inspections of maintenance contractors	+50%

Strategy and Targets

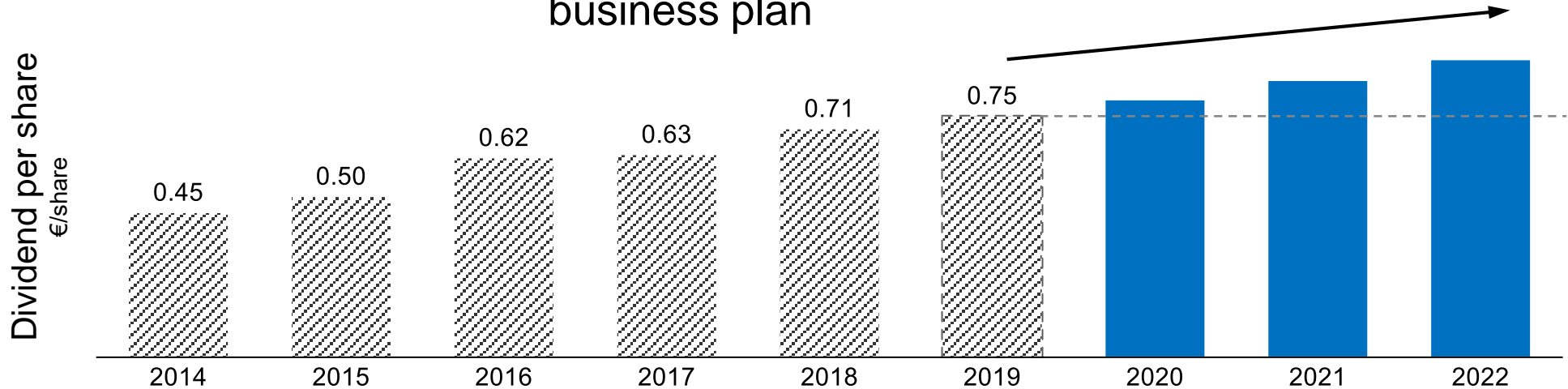
Growing dividends vs previous business plan



Growing
dividends vs old
business plan

€800M of dividends
throughout the plan,
+€100M vs old
business plan

0.75 minimum
dividend per share
from 2020



Strategy and Targets

Financial strategy

16 May 2019 - Successful placing of Euro 500 million bond under the EMTN Programm, 9 years, fixed rate 1.75%.

July 2019 – EMTN programme ceiling increased to €4bn

Highlights

Working Capital

Improved working capital absorption (~€30M/year)

Rating

FitchRatings

MOODY'S

BBB+

Baa2

Stable outlook

Stable outlook

Debt

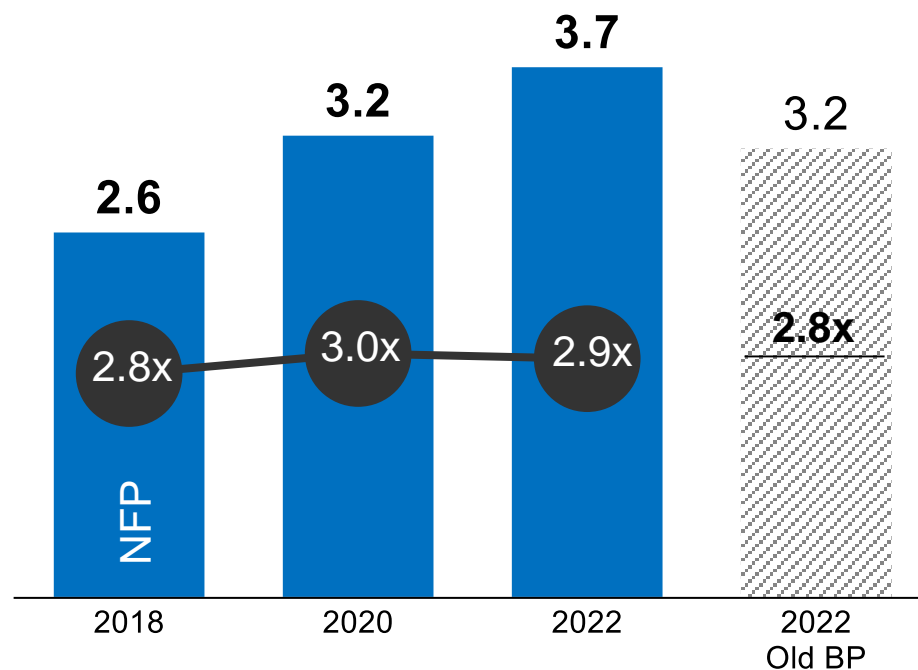
Situation at 30 September 2019

- Average maturity **5.6 yrs**
- Average cost of debt **2.16%**

Net Financial Position

€B

NFP/EBITDA





Water

Business Line Highlights



Implementation of old BP strategic initiatives

Water Business Line

Key Actions

Development of a **Smart Water Company** for a sustainable usage of water, improving service **quality** and **efficiency**



500k+ smart water meter and projects for water network **districtization**



Focus on **preservation of water**, with **development** of a dedicated structure



Rationalization of **35+ small purification facilities**



90% investments on Technical Quality



Supply securitization, by doubling Peschiera (100M€ already included in 2019-'22 Plan)



Gori full consolidation (1.4M clients served)



Acquisition of Pescara Gas (62k PDR) to enter in **gas distribution** business



Procedure completed for **renewal of concession for the Peschiera-Le Capore water main**, due to expire in September 2031 (July 2019)

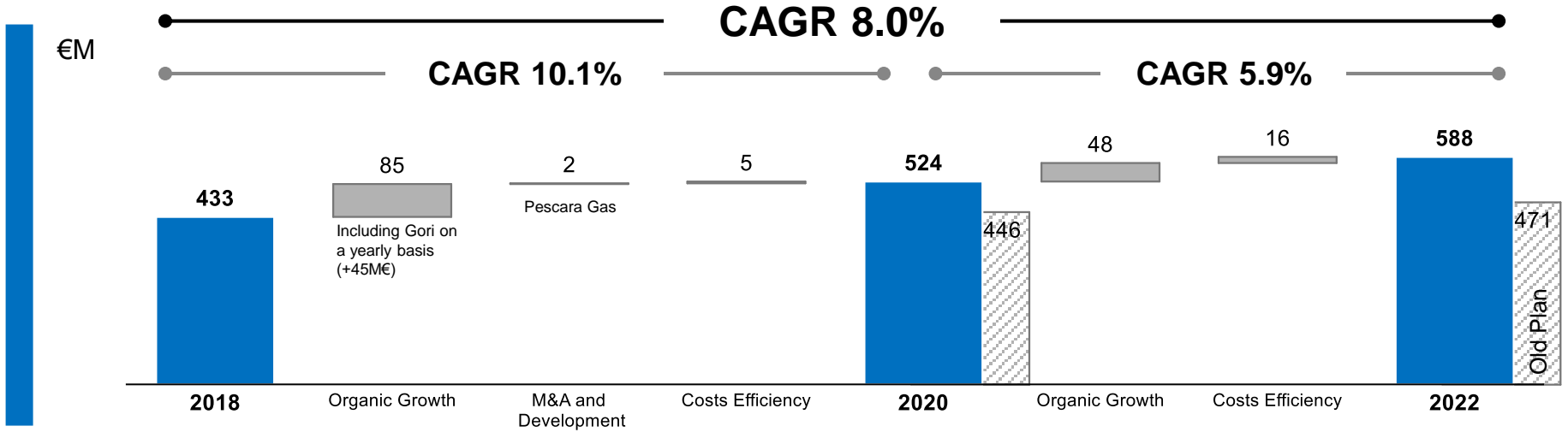


Acquedotto del Fiora full consolidation (over 402K clients served)

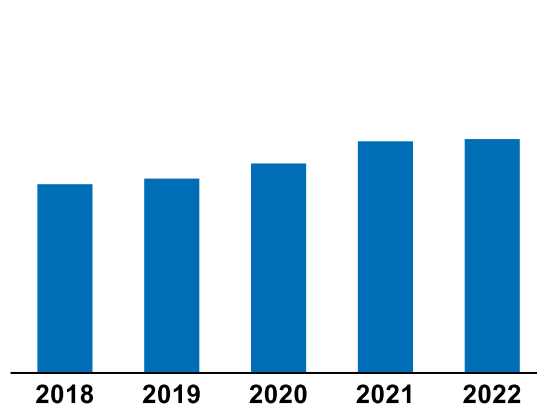
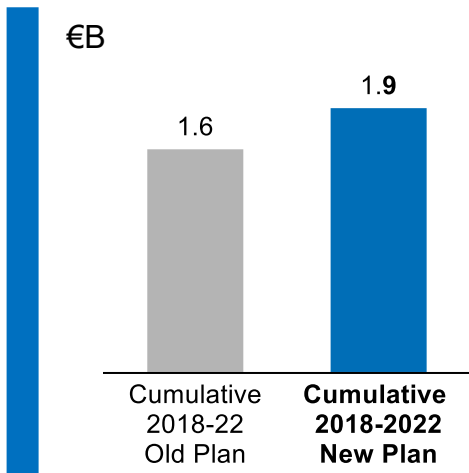
Water Business Line

Key Financials

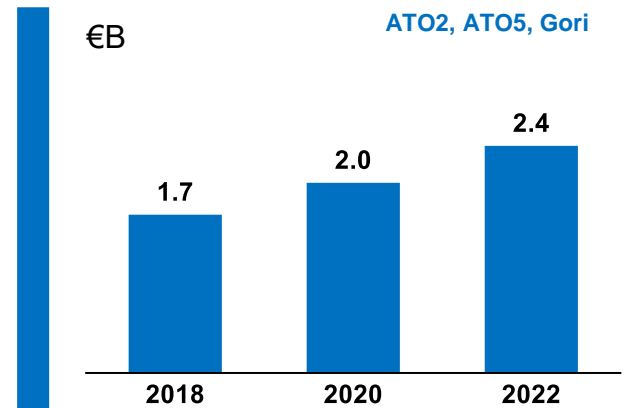
EBITDA



INVESTMENTS



RAB





Energy Infrastructure

Business Line Highlights

Energy Infrastructure

Key Actions

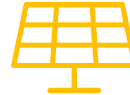
Main actor of the **energy transition** with projects enabling the **decarbonization** of the system



600k smart meters roll-out start



100+ M€ for Resiliency for electricity **supply continuity** vs Authority guidelines



150MW PV between **grid parity and M&A** on the secondary market

NEW



Remote control extension on **60%** of the LV/MV secondary stations



Installation of over **600km of optical fiber** at the service of the existing infrastructure



Renovation/expansion activities on the **LV/MV network** for over **2,500km**



Agreements for the acquisition of photovoltaic plants with **total capacity of approximately 25 MWp** (July 2019):

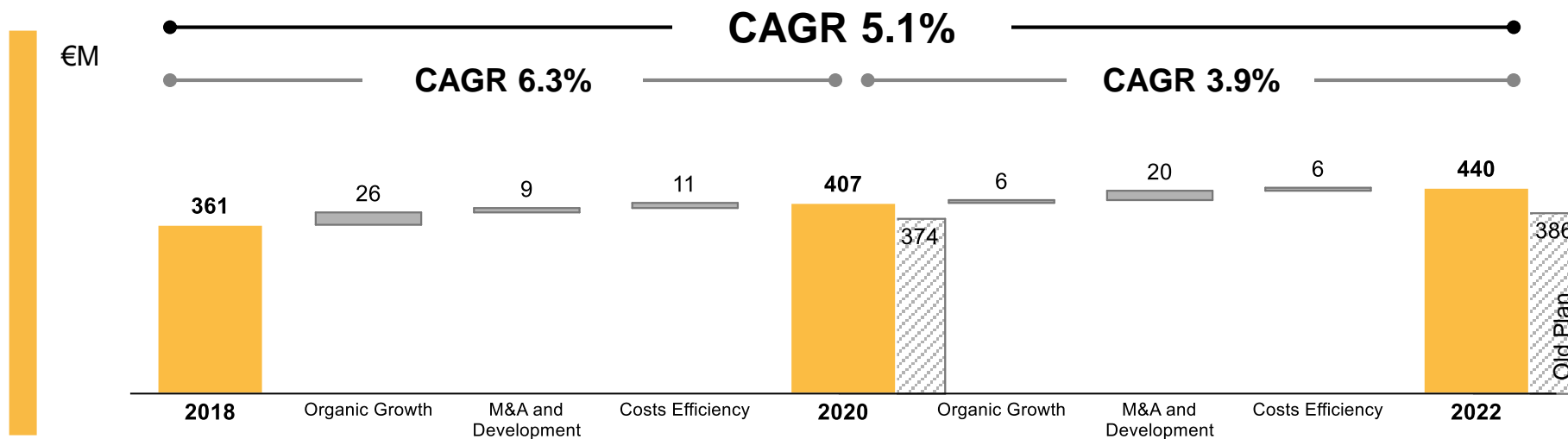
- Total Enterprise Value: ~€75m
- Total EBITDA: ~€11m
- Feed-in tariffs provided by Conto Energia initiative



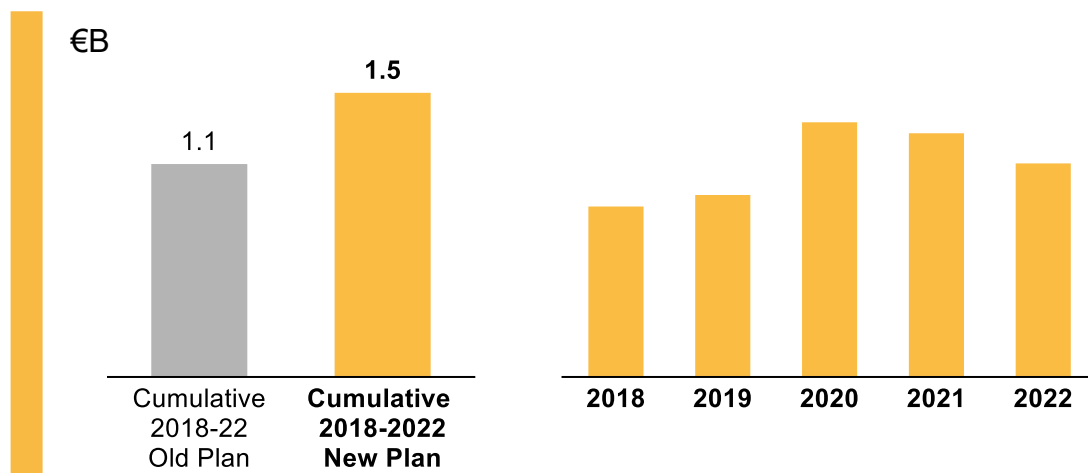
Energy Infrastructure

Key Financials

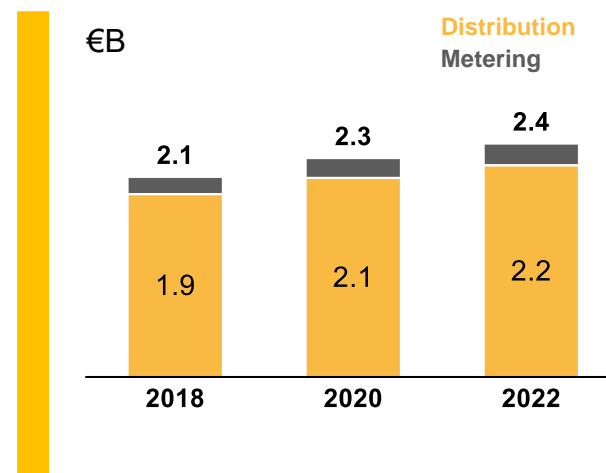
EBITDA



INVESTMENTS



RAB





Commercial and Trading

Business Line Highlights

Commercial and Trading

Key Initiatives

Growth of retail portfolio,
improvement of service **quality** and **exploitation** of **energy transition** opportunity



Strong commercial boost (3x vs. 2018) supported by a new offering model



Increase of share of pull commercial channels (e.g. Shop, Branch and Digital) up to 50%



Strengthening of digital channels (10% on total acquisitions)



Operational excellence on key processes and **reduction of 20% on CtS and 15% on CtC**



Launch of new **Value Added Services** (e.g. smart meters, insurance, thermal systems)



Entrance in the flexibility market (Terna auction for **UVAM** assigned to Tor di Valle plant for 10 MW)



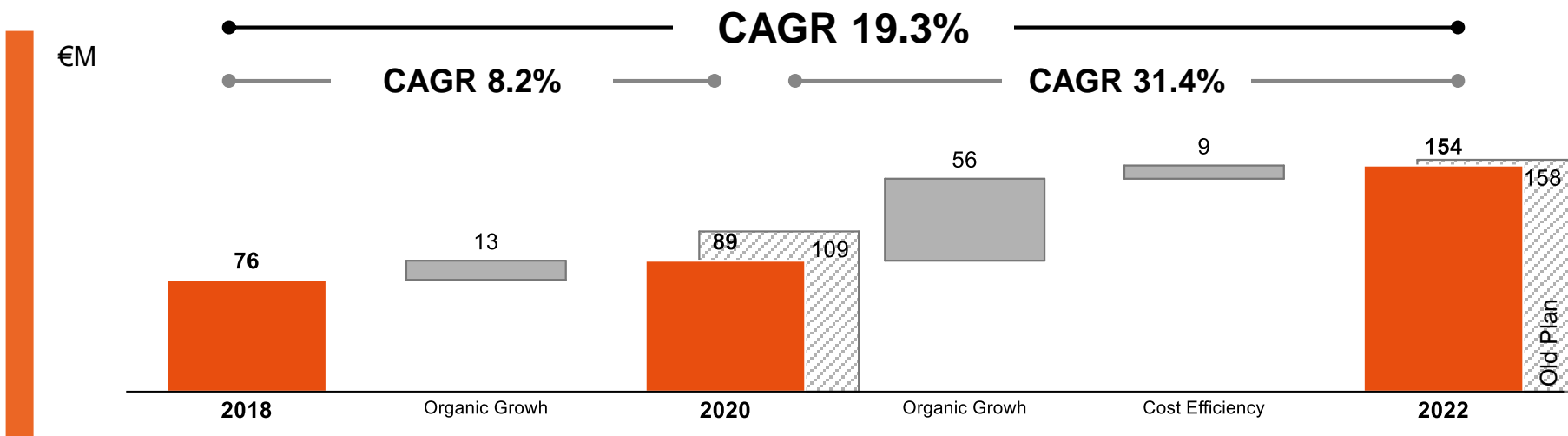
Signed with ERG two Power Purchase Agreements (PPA) concerning the supply of renewable energy totalling 1.5 TWh during the period 2020-2022



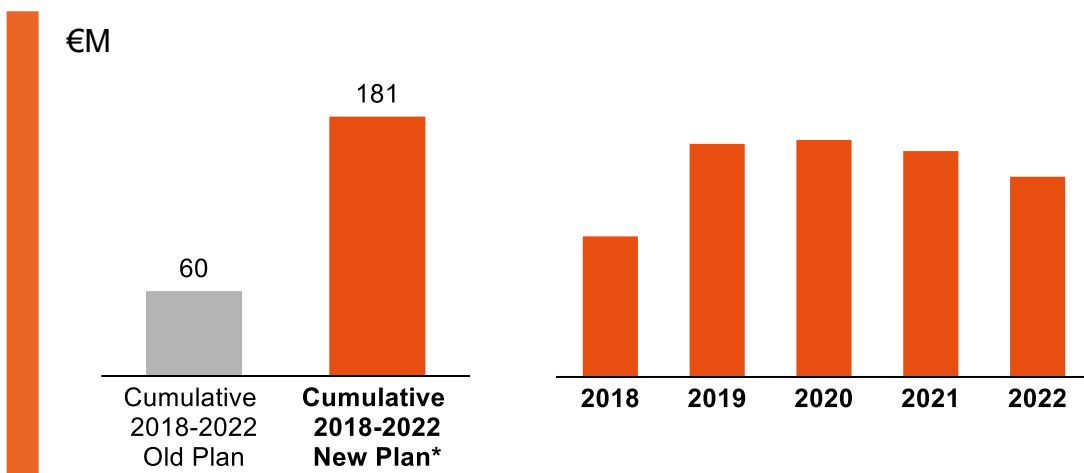
Commercial and Trading

Key Financials

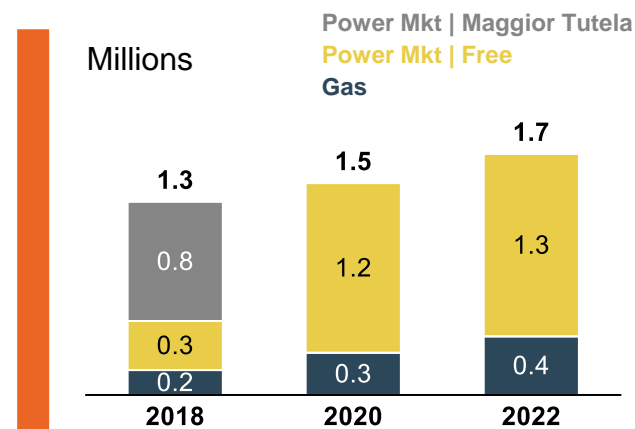
EBITDA



INVESTMENTS



CUSTOMER BASE





Environment

Business Line Highlights



Environment

Key Actions

Acceleration of plant development aimed at recovering materials and energy in a Circular Economy perspective



Implementation of old BP strategic initiatives



Doubling of treated waste (2.2 Mton target) with new plant development (e.g., organic fraction, liquid/sludge treatment, multi-material)



M&A and development in a Circular Economy perspective focused on material recovery (200+ kton)



Self-sufficiency in **sludge treatment** with innovative thermal hydrolysis technologies (80 kton)



Bioecologia integration with liquid waste treatment plant (~ 110 kton)



Partnership with market operators for the **recovery** of San Vittore WTE plant **ashes** in a **circular economy** perspective



Acquisition of 90% of DEMAP, which owns a plastic treatment plant with an authorized capacity of 75,000 tons per year (July 2019)

- EV of 100% of DEMAP: €20m
- DEMAP's EBITDA: €3.5m



Acquisition of 60% of Berg, engaged in the treatment of wastewater with an authorized capacity of 143,000 Tons per year (July 2019)

- EV of 100% of Berg: €10m
- Berg's EBITDA: €1.6m



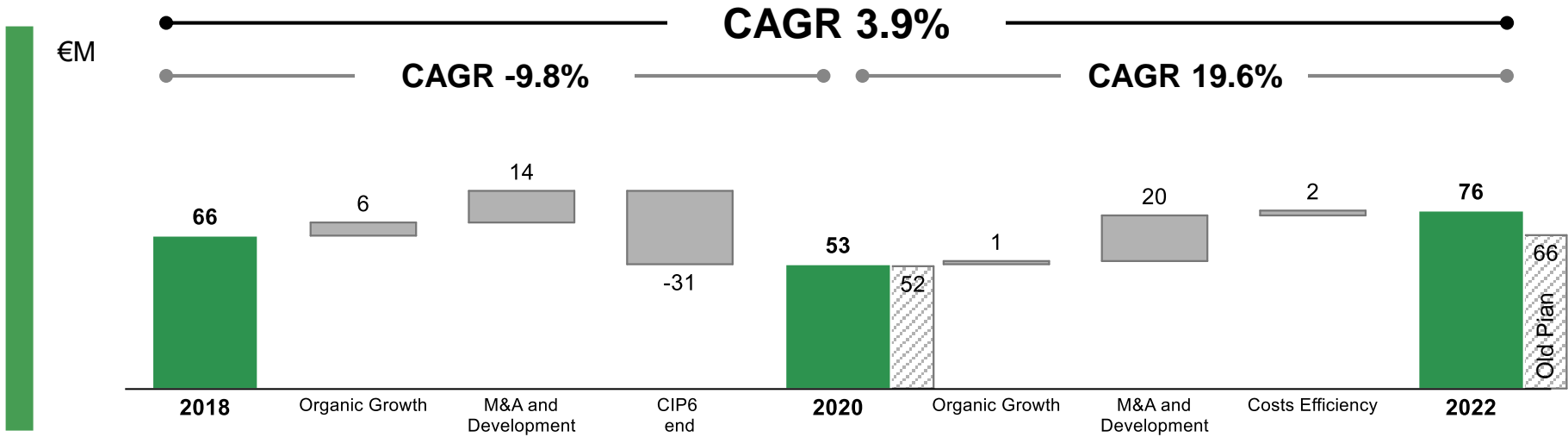
Inaugurated at Monterotondo Marittimo (Grosseto) one of the largest composting plants in Central Italy with an authorized capacity of 70 kton per year

- Capex €22m
- Expected contribution to EBITDA €2.5m

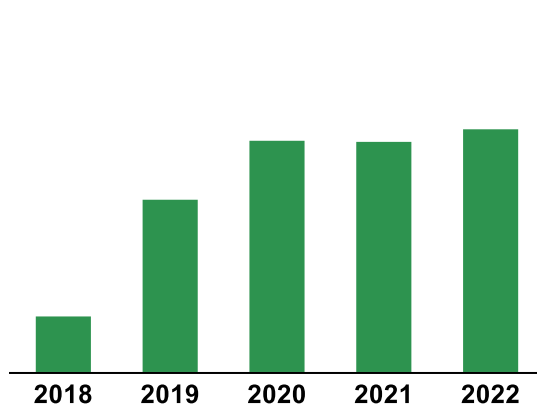
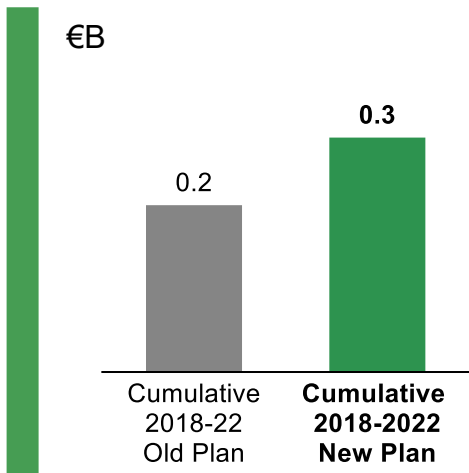


Environment Key Financials

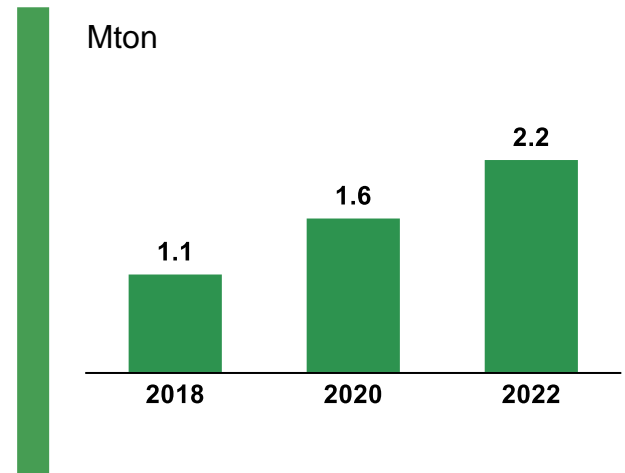
EBITDA



INVESTMENTS



VOLUMES











Strategic Opportunities

Potential Business Plan Upsides

Strategic Opportunities

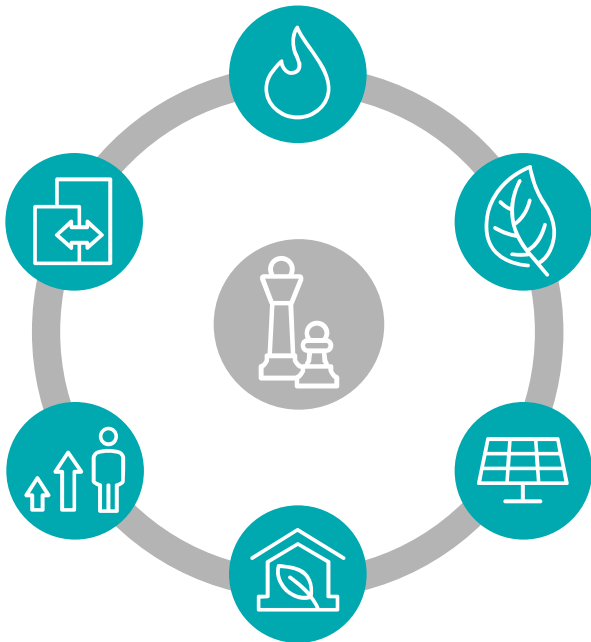
Potential initiatives to be implemented

		EBITDA (€M)	Investments (€M)
	Gas Distribution Growth in the gas distribution market with selected acquisition and ATEM tenders	5-20	35-110
	Smart Energy Efficiency ESCO acquisitions and cogeneration / trigeneration pilots and thermal coat installations	5-10	50-70
	M&A Waste Plant development acceleration also evaluating strategic partnership according the market consolidation	40-60	200-350
	Clients Acquisition New clients acquisition consistent with current market consolidation trends	8-12	60-90
	Growth in Renewables Additional growth in the PV market through alternative models (e.g., partnership with investors without society control)	~10	~70
	Water Sector Consolidation Consolidation of water operators in Central Italy (e.g., Tuscany, Umbria)	30-90	60-150
		100-200 (€M)	

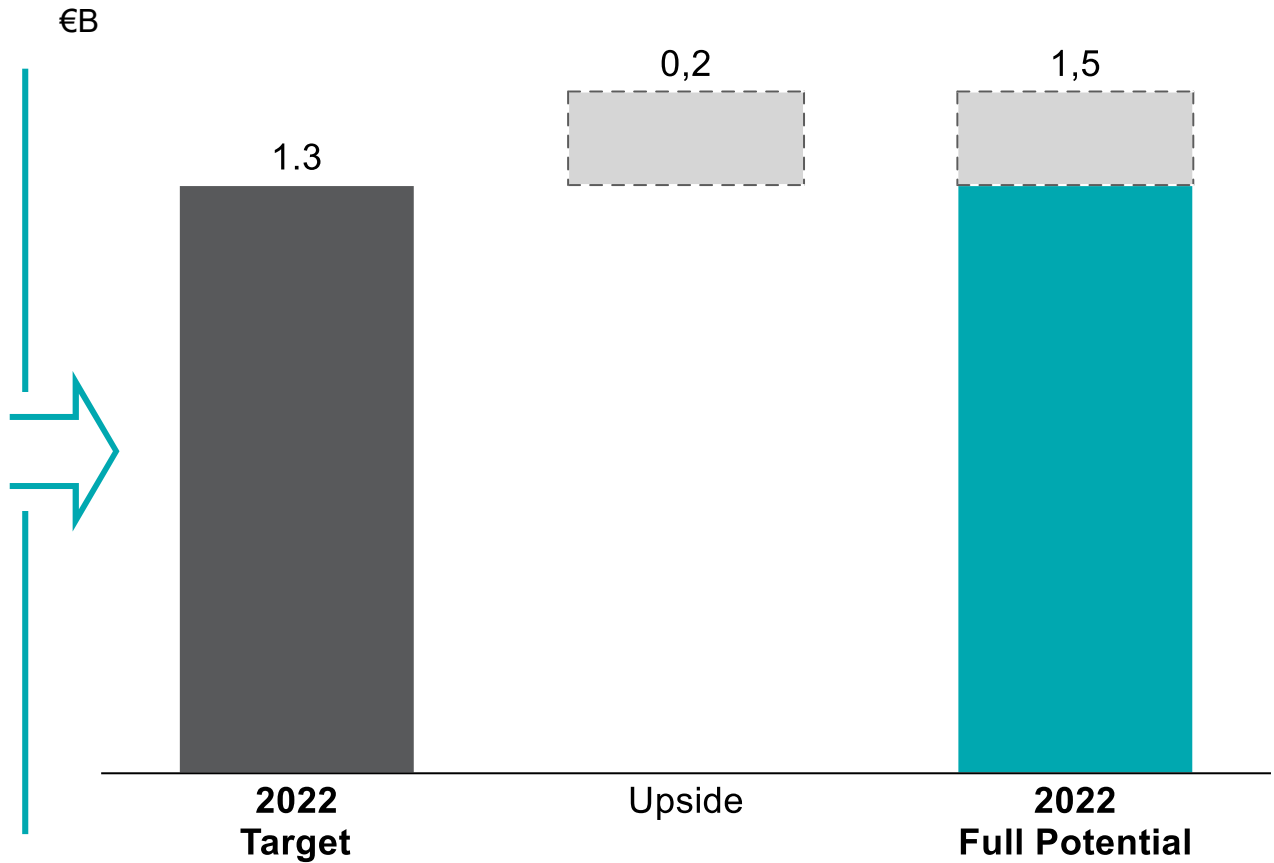
Strategic Opportunities

€0.2B potential upside 2022

Strategic Initiatives



Full Potential EBITDA Target



Closing Remarks

Old plan targets reached two years in advance



Old plan targets reached **two years** in **advance**



EBITDA CAGR of **8.8%** vs 5,9% old BP (equal starting point)
with new **2022 target** set to **€1.3B**



€4B investments (+ €0,9B vs old BP) with **M&A growth**



RAB up to **~ €5B**



NFP/EBITDA ratio under **3.0x** in 2022 with growing RAB and Capex

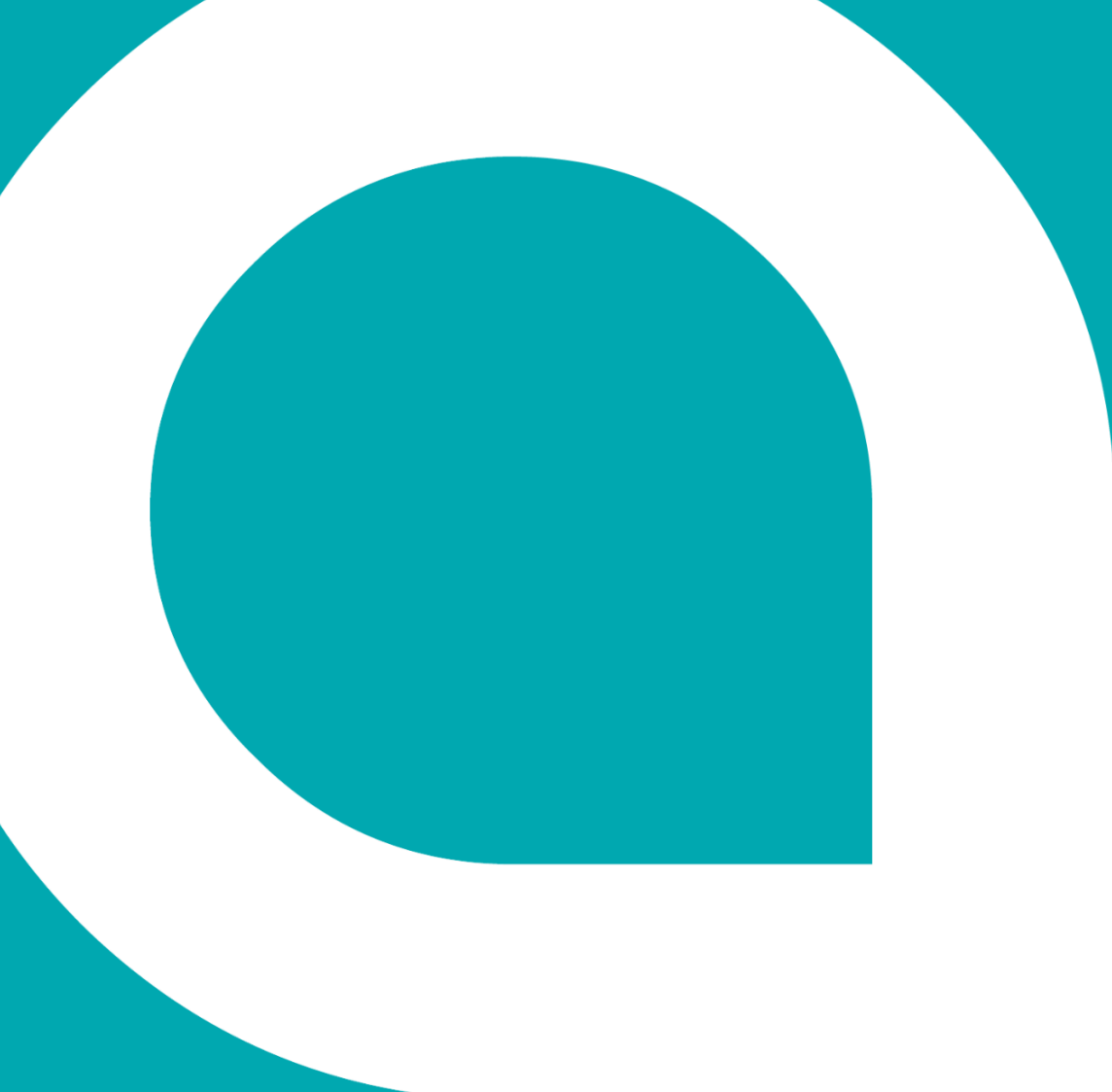


€800M of dividends throughout the Plan (**+€100M** vs old Plan),
minimum dividend per share of **0.75 €** distributed in 2020

APPENDIX

Key Assumptions

Assumptions		2019	2020	2021	2022
Exchange	<i>\$/€</i>	1.17	1.18	1.18	1.18
Brent	<i>\$/Bbl</i>	76.71	71.67	68.61	67.41
PUN	<i>€/MWh</i>	65.97	60.62	55.10	56.09
EU-ETS	<i>€/tons CO2</i>	21.33	19.74	17.67	17.85
CIP6	<i>€/MWh</i>	237.20			



9M 2019 Results

RESULTS 9M 2019

THE POSITIVE RESULTS DELIVERED IN 9M 2019 CONFIRM THE GROWTH TREND THAT STARTED IN THE LAST TWO YEARS, SUPPORTED BY OUR MAJOR INVESTMENT PROGRAMME AND DRIVEN BY OUR COMMITMENT TO TECHNOLOGICAL INNOVATION AND SUSTAINABILITY

- **EBITDA €769m** +12% versus 9M 2018
- **EBIT €403m** +6% versus 9M 2018
- **Capex €529m** +28% versus 9M 2018

GUIDANCE 2019

FOLLOWING RESULTS ACHIEVED, EXPECTATION-BEATING RESULTS, EBITDA GUIDANCE FOR 2019 RAISED

- **EBITDA guidance raised** from $\geq+7\%$ to $\geq+10\%$ versus 2018 (€933m)
- **Capex guidance maintained** with increase of over 10% versus €631m of 2018
- **Net debt guidance confirmed** at €2.85-2.95bn (before impact of IFRS16, M&A transactions and Acquedotto del Fiora consolidation)

TRANSACTIONS COMPLETED HAVE LED TO DEVELOPMENT OF REGULATED BUSINESSES AND EXPANSION IN OTHER MARKET SEGMENTS ALREADY IDENTIFIED AS STRATEGIC

KEY EVENTS
9M 2019

ACQUISITION OF A 51% STAKE IN “PESCARA DISTRIBUZIONE GAS” COMPLETED IN MARCH

BUSINESS PLAN 2019-2022 APPROVED ON 2 APRIL, TARGETING:

- **EBITDA** in 2022: €1,270m (+36% versus 2018)
- **RAB** in 2022: €4.8bn (+28% versus 2018)
- **Capex**: €4bn (in the period 2018-2022)
- **Dividend** of at least €0.75 per share (€800m throughout the Plan)

ISSUE OF BONDS WORTH €500M UNDER EMTN PROGRAMME SUCCESSFULLY COMPLETED IN MAY. BONDS HAVE A TERM TO MATURITY OF 9 YEARS AND PAY A FIXED RATE OF 1.75%

IN MAY, FITCH RATINGS CONFIRMED ITS «BBB+» RATING OF ACEA WITH A STABLE OUTLOOK

ACQUISITION OF 90% OF DEMAP, OWNER OF A PLASTIC TREATMENT PLANT, IN JULY

- Enterprise Value of 100% of Demap: €20m
- Demap's EBITDA : €3.5m
- Plant authorised to treat 75k tonnes a year (under contract with Corepla Consortium)

IN JULY, PROCEDURE COMPLETED FOR RENEWAL OF CONCESSION FOR THE PESCHIERA-LE CAPORE WATER MAIN, DUE TO EXPIRE IN SEPTEMBER 2031

IN JULY, GROUP AGREES TO ACQUIRE PHOTOVOLTAIC PLANTS WITH TOTAL CAPACITY OF APPROXIMATELY 25 MW_p

- Total Enterprise Value: ~€75m
- Total EBITDA: ~€11m
- Feed-in tariffs provided by Conto Energia initiative

IN AUGUST, MOODY'S CONFIRMED ITS «Baa2» RATING OF ACEA WITH A STABLE OUTLOOK

KEY EVENTS
OCTOBER 2019

ACQUISITION OF 60% INTEREST IN BERG, A PROVIDER OF LIQUID WASTE TREATMENT SERVICES

- Total Enterprise Value: €10m
- Total EBITDA: €1.6m
- Authorised capacity: 143k tonnes per year

ACQUEDOTTO DEL FIORA'S ARTICLES OF ASSOCIATION AND SHAREHOLDER AGREEMENTS AMENDED TO ENABLE THE COMPANY'S CONSOLIDATION BY THE ACEA GROUP

ONE OF LARGEST COMPOSTING PLANTS IN CENTRAL ITALY OPENED IN MONTEROTONDO MARITTIMO (GROSSETO)

- Authorised capacity: 70k tonnes per year
- Annual electricity production: ~6 GWh
- Investment: ~€22m
- Expected contribution to annual EBITDA: ~€2.5m

GOOGLE CLOUD CHOSEN AS TECHNOLOGY PARTNER TO ACCELERATE IMPLEMENTATION OF DIGITAL INNOVATION

TWO POWER PURCHASE AGREEMENTS (PPAS) ENTERED INTO WITH ERG FOR THE SUPPLY OF A TOTAL OF 1.5 TWh OF RENEWABLE ENERGY IN THE PERIOD 2020-2022.

(€m)	9M 2019 (a)	9M 2018 (b)	% change (a/b)
Consolidated revenue	2,346.2	2,173.9	+7.9%
EBITDA	769.4*	685.2	+12.3%
EBIT	402.5	381.0	+5.6%
Group net profit**	218.9	214.8	+1.9%

EBITDA GUIDANCE RAISED FOR 2019

Initial guidance: +5%/+6%
Guidance provided in HI 2019: $\geq +7\%$

EBITDA 2018
€933m

Updated guidance: $\geq +10\%$

Capex	529.0	413.2	+28.0%
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Capex guidance confirmed for 2019: up by over 10% versus 2018 (€631m)

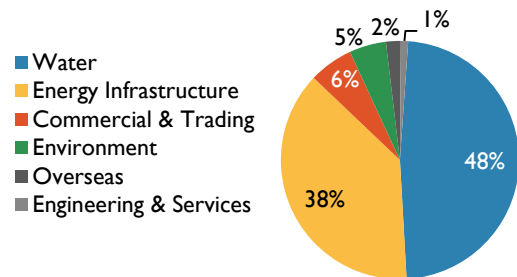
(€m)	30 Sept 2019 (a)	31 Dec 2018 (b)	30 Sept 2018 (c)	% change (a/b)	% change (a/c)
Net debt	2,960.3°	2,568.0	2,631.1	+15.3%	+12.5%
Invested capital	4,936.1	4,471.5	4,387.7	+10.4%	+12.5%

Net debt guidance confirmed for 2019: €2.85-2.95bn (before impact of IFRS16, M&A transactions and Acquedotto del Fiora consolidation)

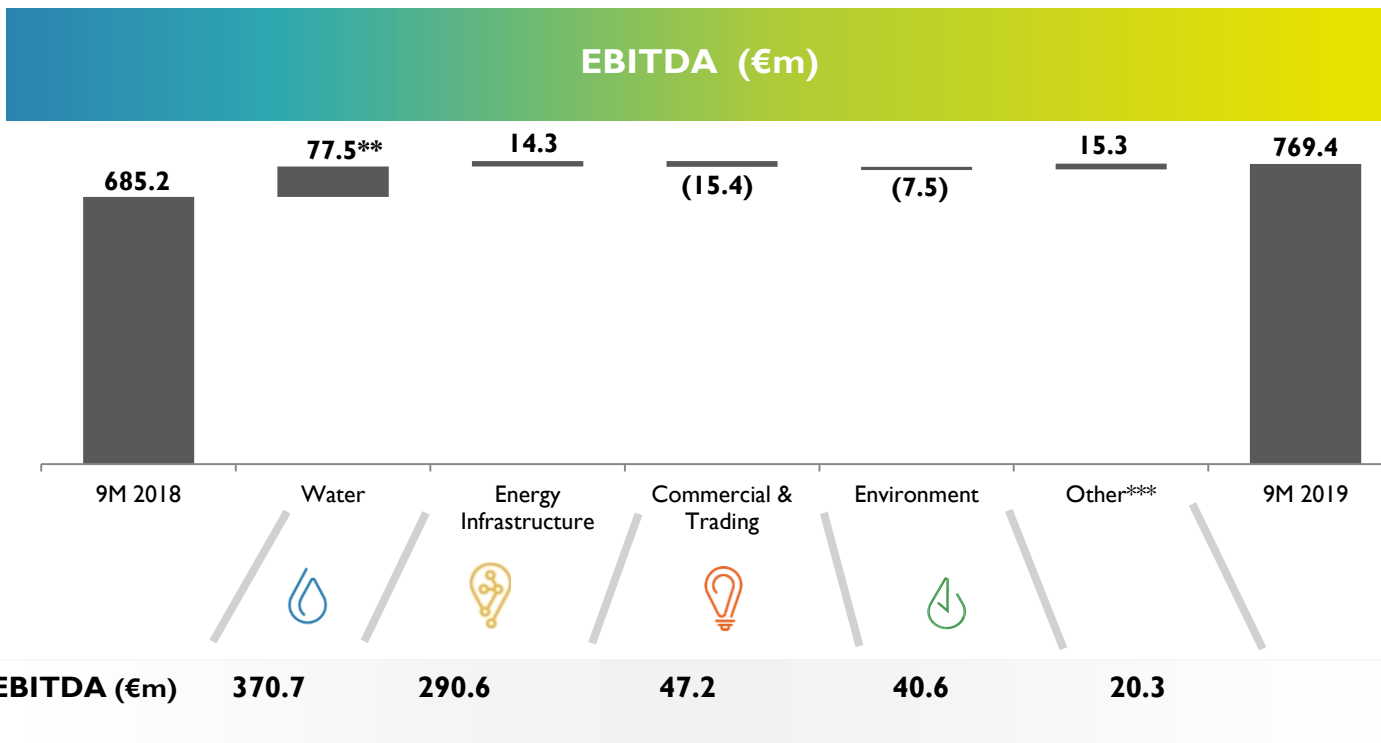
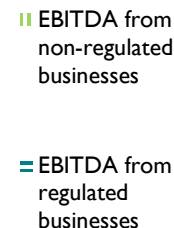
* Effect of consolidation of Gori: €51.3m

** Recognition, in 9M 2018, of income from acquisition of investment in the TWS group (€8.9m) and, in 9M 2019, of a contingent asset (€16.2m) following cancellation of Antitrust fine

° Impact of application of IFRS16 from 1 January 2019 (up +€59.7m), impact of M&A (€71m)



EBITDA 9M 2019



Average Group workforce		
9M 2019	9M 2018	Change
6,615	5,545	1,070*

Contribution to EBITDA for 9M 2019 of consolidation of Gori and new acquisitions (€m)	
Gori	51.3
Pescara Distribuzione Gas	1.2
Photovoltaic	2.3
Demap	1.0

* Increase in workforce primarily reflects changes in scope of consolidation (Gori +854; Consorcio Servicio Sur +188; Pescara Distribuzione Gas +13)
 ** Effect of consolidation of Gori: €49.7m (in 9M 2019 Gori's EBITDA is €51.3m, in 9M 2018 Gori contributed €1.6m to EBITDA)
 *** Overseas, Engineering & Services, Corporate

EBITDA and quantitative data

9M 2019 financial highlights



Water

EBITDA main drivers

KEY HIGHLIGHTS

- Line-by-line consolidation of Gori: +€49.7m
- Contribution of Pescara Distribuzione Gas: +€1.2m
- Companies consolidated using equity method: +€2.7m
- OCTOBER 2019: Acquedotto del Fiora's Articles of Association and Shareholder Agreements amended to enable the company's line-by-line consolidation

(€m)	9M 2019 (a)	9M 2018 (b)	%change (a/b)	Quantitative data	9M 2019	9M 2018
EBITDA	370.7	293.2	+26.4%	Total volume of water distributed (Mm³)	394	313
<i>Of which: ACEA ATO2</i>	270.5	250.2	+8.1%			
<i>Acea ATO5</i>	19.2	16.5	+16.4%			
<i>Gori</i>	51.3	-	n.s.			
<i>Companies consolidated using equity method</i>	26.2	23.5	+11.5%			
<i>Other consolidated companies</i>	3.5	3.0	+16.7%			
Capex	253.5	224.6	+12.9%			
	9M 2019 (a)	9M 2018 (b)	Change (a-b)			
Average workforce	2,684	1,801	+883*			

* The increase primarily reflects the consolidation of Gori (+854) and Pescara Distribuzione Gas (+13)

EBITDA and quantitative data

9M 2019 financial highlights



Energy Infrastructure

EBITDA main drivers

KEY HIGHLIGHTS

- ▲ Distribution: +€17.0m
- ▼ Generation: -€4.7m due to lower price of energy sold (photovoltaic contribution +€2.3m)
- ▲ Public Lighting: +€2.0m
- 🎯 Over 400 km of MV/LV network renewed and expanded

(€m)	9M 2019 (a)	9M 2018 (b)	%change (a/b)	Quantitative data	9M 2019	9M 2018
EBITDA	290.6	276.3	+5.2%	Total electricity distributed (GWh)	7,490	7,449
- Distribution	255.5	238.5	+7.1%	Number of customers ('000s)	1,631	1,628
- Generation	35.5	40.2	-11.7%	Total electricity produced (GWh)	401	409
- Public Lighting	(0.4)	(2.4)	n/s			
Capex	196.5	156.2	+25.8%			
	9M 2019 (a)	9M 2018 (b)	Change (a-b)			
Average workforce	1,355	1,387	-32			

EBITDA and quantitative data

9M 2019 financial highlights



Commercial & Trading

EBITDA main drivers

KEY HIGHLIGHTS

- ↑ Increased sales of electricity and gas to free market customers
- ↓ Reduced margins, essentially due to cut in late payment component in Central Italy in RCV tariff
- 🎯 OCTOBER 2019: two PPAs entered into with ERG for supply of 1.5 TWh of renewable energy in the period 2020-2022

(€m)	9M 2019 (a)	9M 2018 (b)	%change (a/b)	Quantitative data	9M 2019	9M 2018
EBITDA	47.2	62.6	-24.6%	Total energy sold (GWh)	4,817	4,563
				<i>Free market</i>	3,125	2,782
				<i>Enhanced Protection market</i>	1,692	1,781
Capex	31.8	9.5	<i>n/s</i>	No. of electricity customers ('000s)	1,155	1,175
				<i>Free market</i>	357	330
				<i>Enhanced Protection market</i>	798	845
Average workforce	470	465	+5	Total gas sold (Mm³)	98	88
				No. of gas customers ('000s)	183	172

EBITDA and quantitative data





9M 2019 financial highlights



Environment

EBITDA main drivers

KEY HIGHLIGHTS

-  CIP6 feed-in tariffs expired on August 1st, 2019 (-7.4 €m)
-  Consolidation of Demap (+1.0 €m)
-  Acquisition of 60% interest in Berg, a provider of liquid waste treatment services (authorised capacity 143k tonnes per year)
-  OCTOBER 2019: opening of Monterotondo Marittimo (Grosseto) plant, one of the biggest composting plants in Central Italy (authorised capacity 70k tonnes per year)

(€m)	9M 2019 (a)	9M 2018 (b)	%change (a/b)	Quantitative data	9M 2019	9M 2018
EBITDA	40.6	48.1	-15.6%	Treatment and disposal* (Ktonnes)	877	812
Capex	29.4	13.1	+124.4%	Electricity sold (GWh)	244	264
	9M 2019 (a)	9M 2018 (b)	Change (a-b)			
Average workforce	380	360	+20**			

* Includes ash disposed of

** Consolidation: Bioecologia (+9); Demap (+14)

EBITDA and quantitative data

9M 2019 financial highlights



Overseas

↑ Positive contribution from Aguas de San Pedro

(€m)	9M 2019	9M 2018
------	---------	---------

EBITDA 12.9 11.1

Capex 5.3 4.0

	9M 2019 (a)	9M 2018 (b)	Change (a-b)
--	----------------	----------------	-----------------

Average workforce 782 608 +174*



Engineering & Services

= Margin in line with previous year

(€m)	9M 2019	9M 2018
------	---------	---------

EBITDA 11.0 10.9

Capex 1.2 0.8

	9M 2019 (a)	9M 2018 (b)	Change (a-b)
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Average workforce 277 262 +15



Holding company

(€m)	9M 2019	9M 2018
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EBITDA -3.5 -17.0

Capex 11.3 5.2

	9M 2019 (a)	9M 2018 (b)	Change (a-b)
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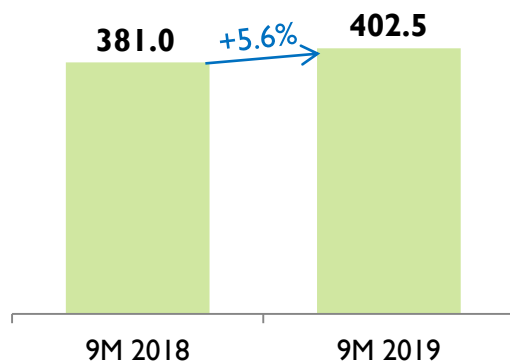
Average workforce 667 662 +5

↑ Recognition of contingent asset of €16.2m following Regional Administrative Court's decision to cancel Antitrust fine

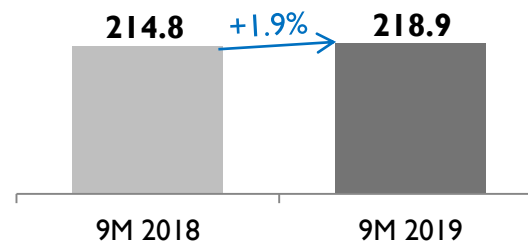
🎯 OCTOBER 2019: Google Cloud chosen to be technology partner for digital innovation

* Consolidation of Consorcio Servicio Sur (+188)

EBIT (€m)



NET PROFIT (€m)



TAX RATE

30.4%

30.0%

(€m)	9M 2019	9M 2018	% change
Depreciation	306.7	251.8	+21.8%
Write-downs	51.8	44.9	+15.4%
Provisions	8.4	7.5	+12.0%
Total	366.9	304.2	+20.6%

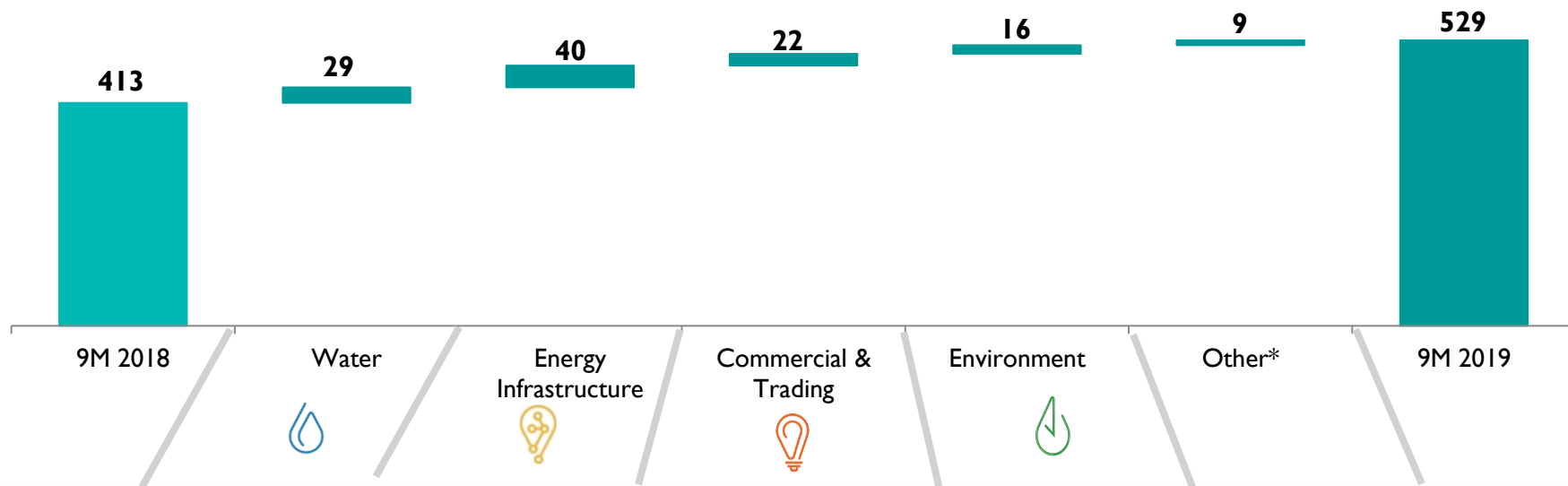
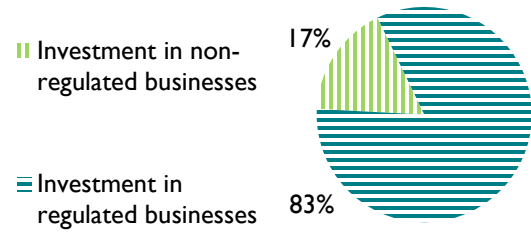
Increase in depreciation linked to:

- increased capex across all areas of business and the IT platform
- consolidation of Gori
- impact of IFRS16

Capex

Strong capex growth, above all in regulated businesses

CAPEX (€m)



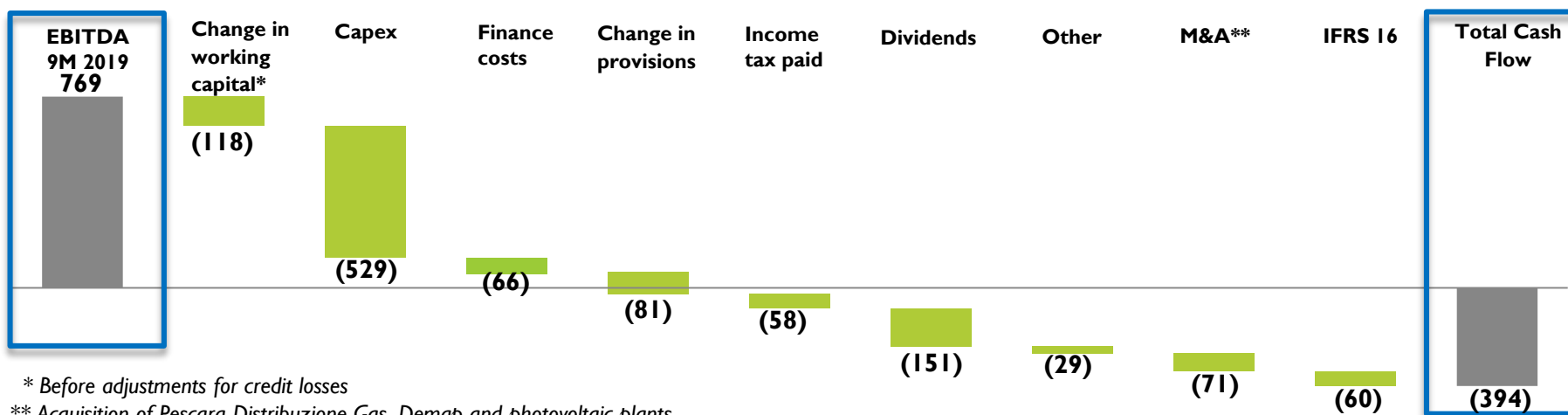
Capex	254	196	32	29	18
<ul style="list-style-type: none"> Repair and widening of water and sewage pipes Extraordinary maintenance of water centres Work on treatment plants Consolidation of Gori (€33m) 	<ul style="list-style-type: none"> Upgrade and expansion of grid 'Resilience' plan with work on secondary substations and on the MV and LV network Revamp of Mandela hydroelectric plant and of Tor di Valle and Montemartini thermoelectric plants 	<ul style="list-style-type: none"> IT systems Customer acquisition Cloud licences for new "Customer Relationship Management" 	<ul style="list-style-type: none"> Monterotondo Marittimo plant (opened in October 2019) Expansion of Aprilia composting plant 	<ul style="list-style-type: none"> Corporate: IT projects 	

* Overseas, Engineering & Services, Corporate

Cash flow

(€m)	9M 2019	9M 2018
EBITDA	769	685
Change in working capital	(118)	(177)
CAPEX	(529)	(413)
FREE CASH FLOW	122	95
Net finance income/(costs)	(66)	(66)
Change in provisions	(81)	(59)
Income tax paid	(58)	(19)
Dividends	(151)	(134)
Other	(29)	(26)
M&A**	(71)	-
IFRS16	(60)	-
TOTAL CASH FLOW	(394)	(209)
TOTAL CASH FLOW excluding impact of IFRS16 and M&A	(263)	(209)

- Excellent performance of credit collection, above all at Acea Energia
- Major impact on net debt of M&A transactions (€71m) and IFRS 16 (€60m)
- LTM Working Capital generated cash of €24m



* Before adjustments for credit losses

** Acquisition of Pescara Distribuzione Gas, Demap and fotovoltaic plants

Net debt

(€m)	30 Sept 2019 (a)	31 Dec 2018 (b)	30 Sept 2018 (c)	Change (a-b)	Change (a-c)
Net debt	2,960.3*	2,568.0	2,631.1	392.3	329.2
Medium/long-term	3,467.5	3,341.4	3,359.9	126.1	107.6
Short-term	(507.2)	(773.4)	(728.8)	266.2	221.6

30 Sept 2019

NET DEBT/ EQUITY

NET DEBT/ EBITDA LTM

1.5x

2.9x

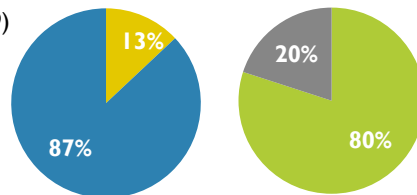
16 May 2019 - Issue of bonds worth €500m under EMTN programme successfully completed. Bonds have a term to maturity of 9 years and pay a fixed rate of 1.75%

July 2019 - Ceiling for EMTN programme raised to €4bn

Debt structure

(maturity and interest rates at 30 Sept 2019)

- > Fixed rate 80%
- > Average cost 2.16%
- > Average term 5.6 years



■ Debt falling due after 2020
■ Debt falling due by 2020
■ Floating rate
■ Fixed rate

Ratings

FitchRatings

MOODY'S

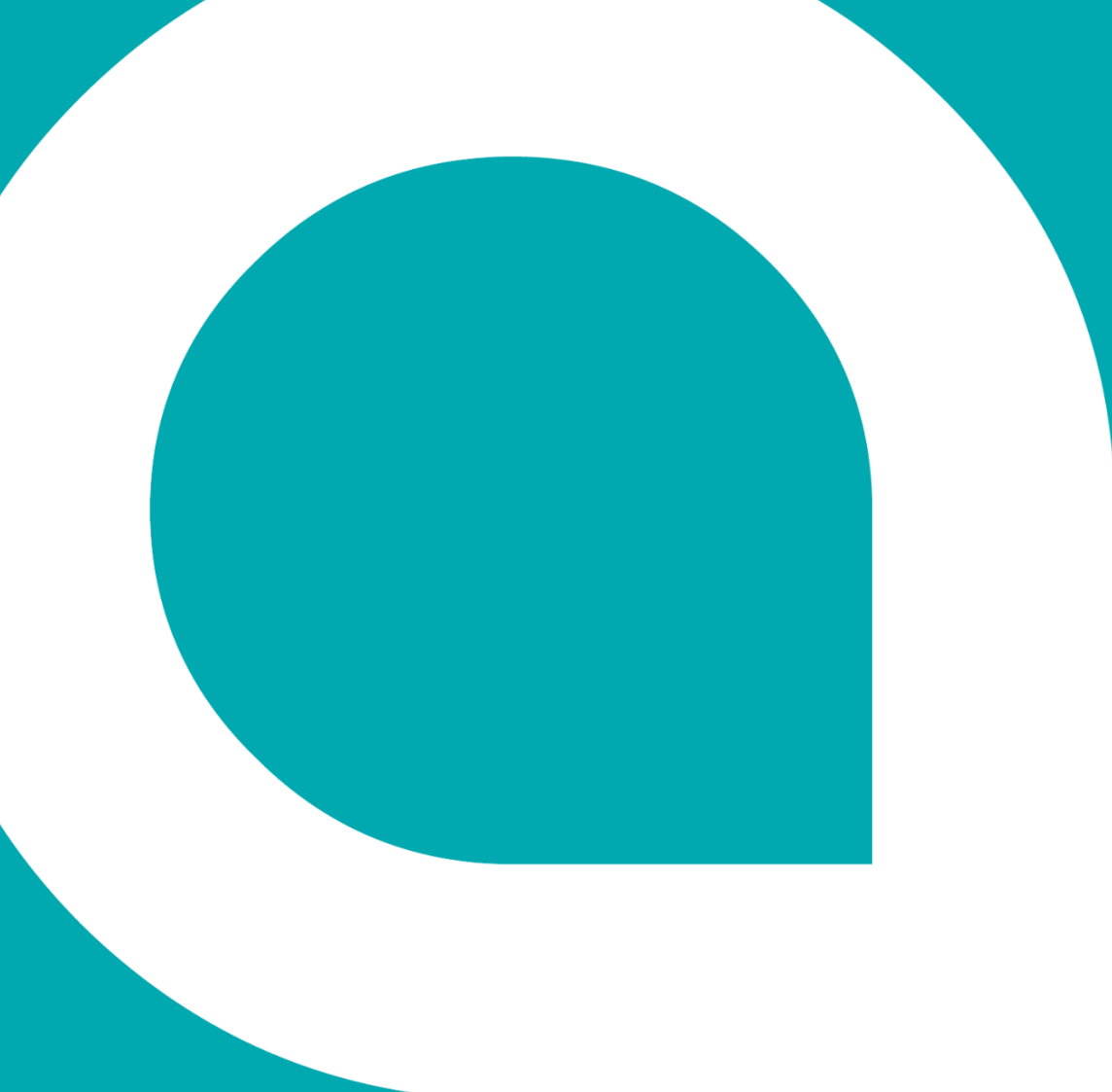
BBB+

Baa2

Stable Outlook

Stable Outlook

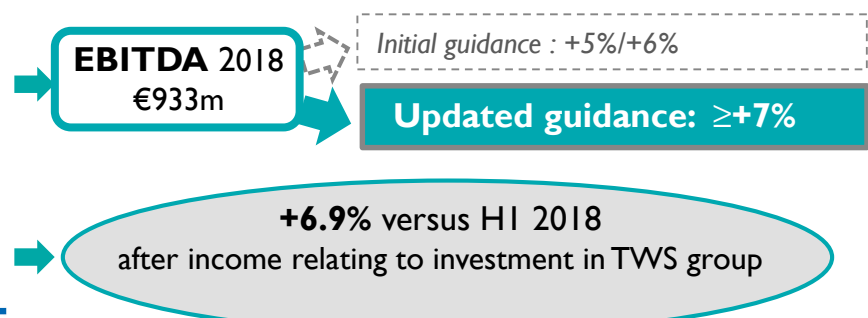
* Impact of application of IFRS 16 from 1 January 2019 (+€59.7m), impact of M&A (€71m)



H1 2019 Results

(€m)	HI 2019 (a)	HI 2018 (b)	% change (a/b)
Consolidated revenue	1,553.1	1,454.3	+6.8%
EBITDA	502.6*	449.9	+11.7%
EBIT	260.2	250.7	+3.8%
Group net profit**	143.0	142.7	+0.2%

EBITDA GUIDANCE RAISED FOR 2019



Capex	342.0	282.0	+21.3%
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Capex guidance confirmed for 2019: up by over 10% versus 2018 (€631m)

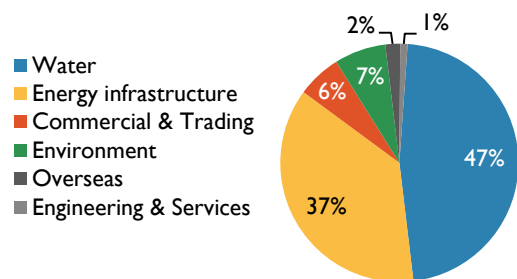
(€m)	30 June 2019 (a)	31 Dec 2018 (b)	30 June 2018 (c)	% change (a/b)	% change (a/c)
Net debt	2,842.5°	2,568.0	2,570.3	+10.7%	+10.6%
Invested capital	4,738.4	4,471.5	4,236.6	+6.0%	+11.8%

Net debt guidance confirmed for 2019: €2.85-2.95bn

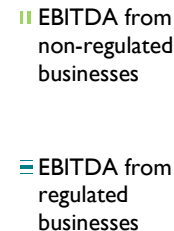
* Effect of consolidation of Gori: €34.2m

** Recognition in HI 2018 of income from acquisition of the investment in the TWS group (€8.9m)

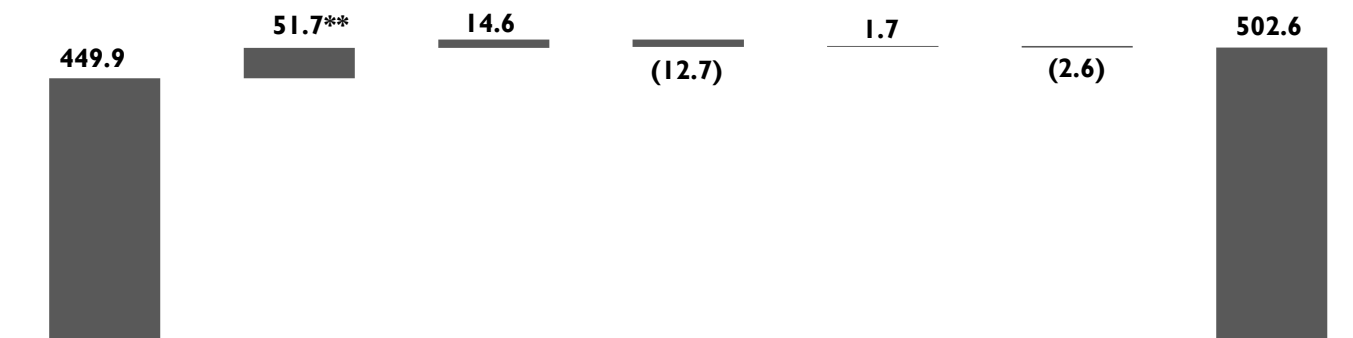
° Impact of application of IFRS16 from 1 January 2019 (up €56.8m)



EBITDA HI 2019

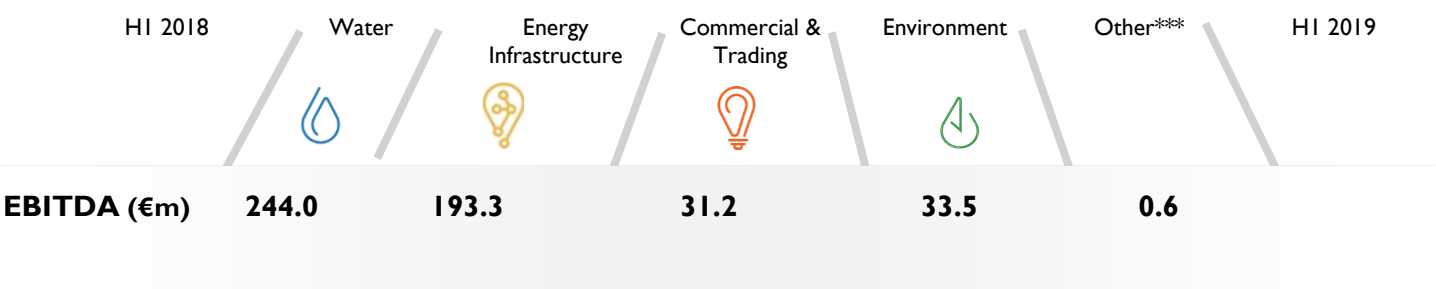


EBITDA (€m)



Average Group workforce

HI 2019	HI 2018	Change
6,612	5,545	+1,067*

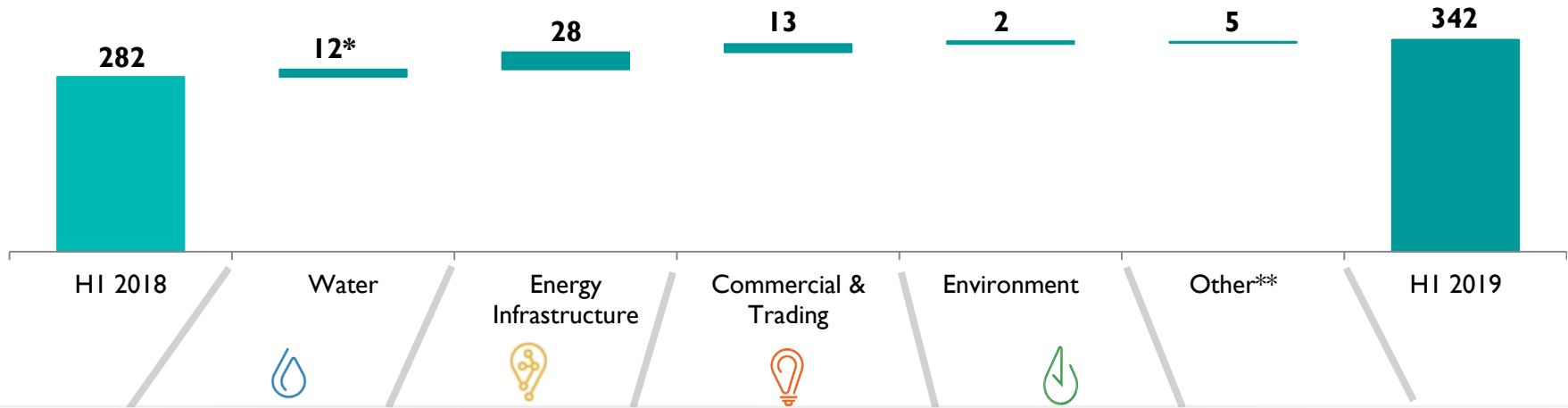
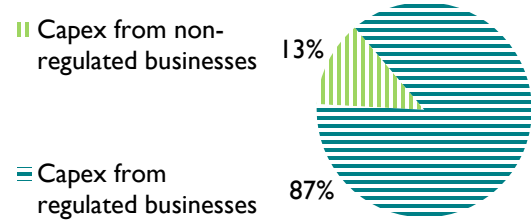


* Increase in workforce primarily reflects changes in scope of consolidation (Gori +841; Consorcio Servicio Sur +195; Pescara Distribuzione Gas +12)
 ** Effect of consolidation of Gori: €31.6m (in HI 2019 Gori's EBITDA is €34.2m, in HI 2018 Gori contributed €2.6m to EBITDA)
 *** Overseas, Engineering & Services, Corporate

Capex

Strong capex growth, above all in regulated businesses

Capex (€m)



Capex	168	133	19	11	11
	<ul style="list-style-type: none"> Repair and widening of water and sewage pipes Extraordinary maintenance of water centres Work on treatment plants 	<ul style="list-style-type: none"> Upgrade and expansion of grid Revamp of Mandela hydroelectric plant and of Tor di Valle and Montemartini thermoelectric plants 	<ul style="list-style-type: none"> IT systems Customer acquisition 	<ul style="list-style-type: none"> Expansion of Orvieto landfill Revamp of Monterotondo and Aprilia plants 	

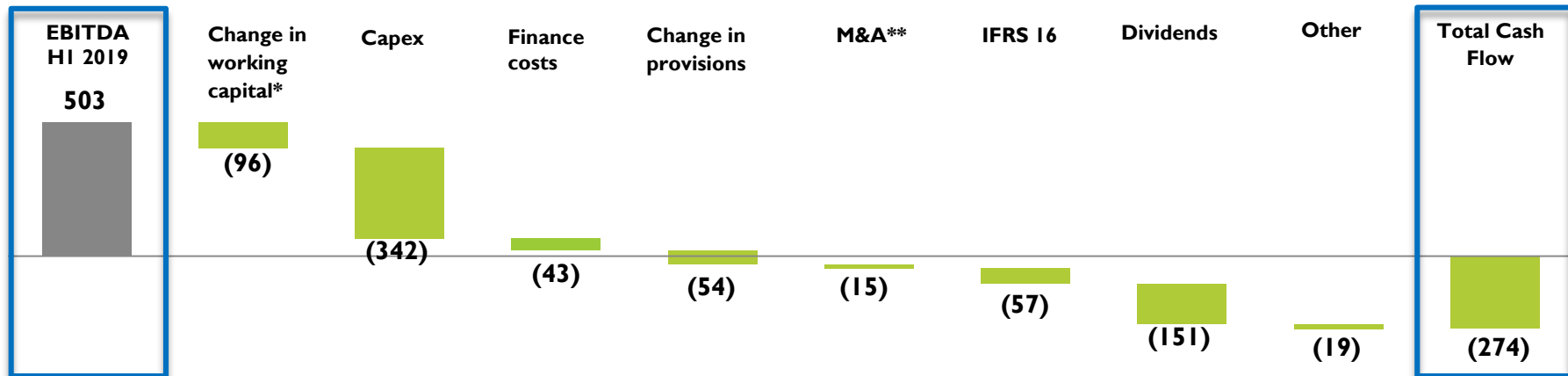
* Effect of consolidation of Gori (€21m)

** Overseas, Engineering & Services, Corporate

Cash flow

(€m)	HI 2019	HI 2018
EBITDA	503	450
Change in working capital	(96)	(81)
CAPEX	(342)	(282)
FREE CASH FLOW	65	87
Net finance income/(costs)	(43)	(42)
Change in provisions	(54)	(39)
M&A**	(15)	-
IFRS 16	(57)	-
Dividends	(151)	(134)
Other	(19)	(19)
TOTAL CASH FLOW	(274)	(147)
<i>TOTAL CASH FLOW excluding impact of IFRS 16 and acquisition of Pescara Distribuzione Gas</i>	<i>(202)</i>	<i>(147)</i>

- Cash outflow due to working capital movements reflecting seasonal factors
- Cash outflow due to working capital movements reflecting regulatory measures, amounting to approximately €47m
- Cash outflow for working capital in LTM, totalling approximately €50m, in line with expectations for current year
- Significant improvement in performance of credit collection in Commercial & Trading segment (improvement in 6-month unpaid ratio of approximately 2%)



* Before adjustments for credit losses

** Acquisition of Pescara Distribuzione Gas

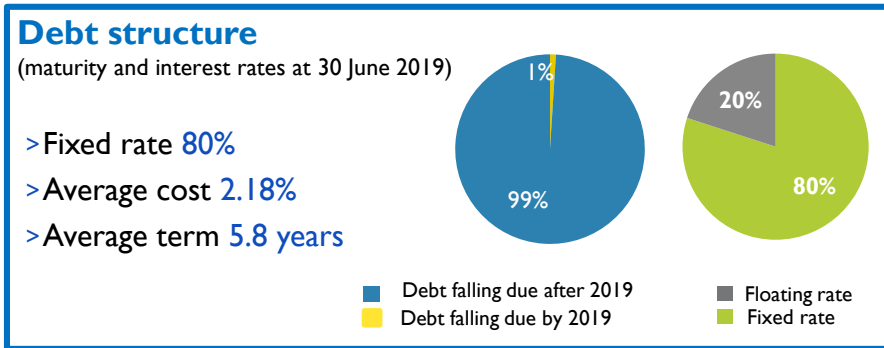
Net debt

(€m)	30 June 2019 (a)	31 Dec 2018 (b)	30 June 2018 (c)	Change (a-b)	Change (a-c)
Net debt	2,842.5*	2,568.0	2,570.3	274.5	272.2
Medium/long-term	3,431.1	3,341.4	3,359.7	89.7	71.4
Short-term	(588.6)	(773.4)	(789.4)	184.8	200.8

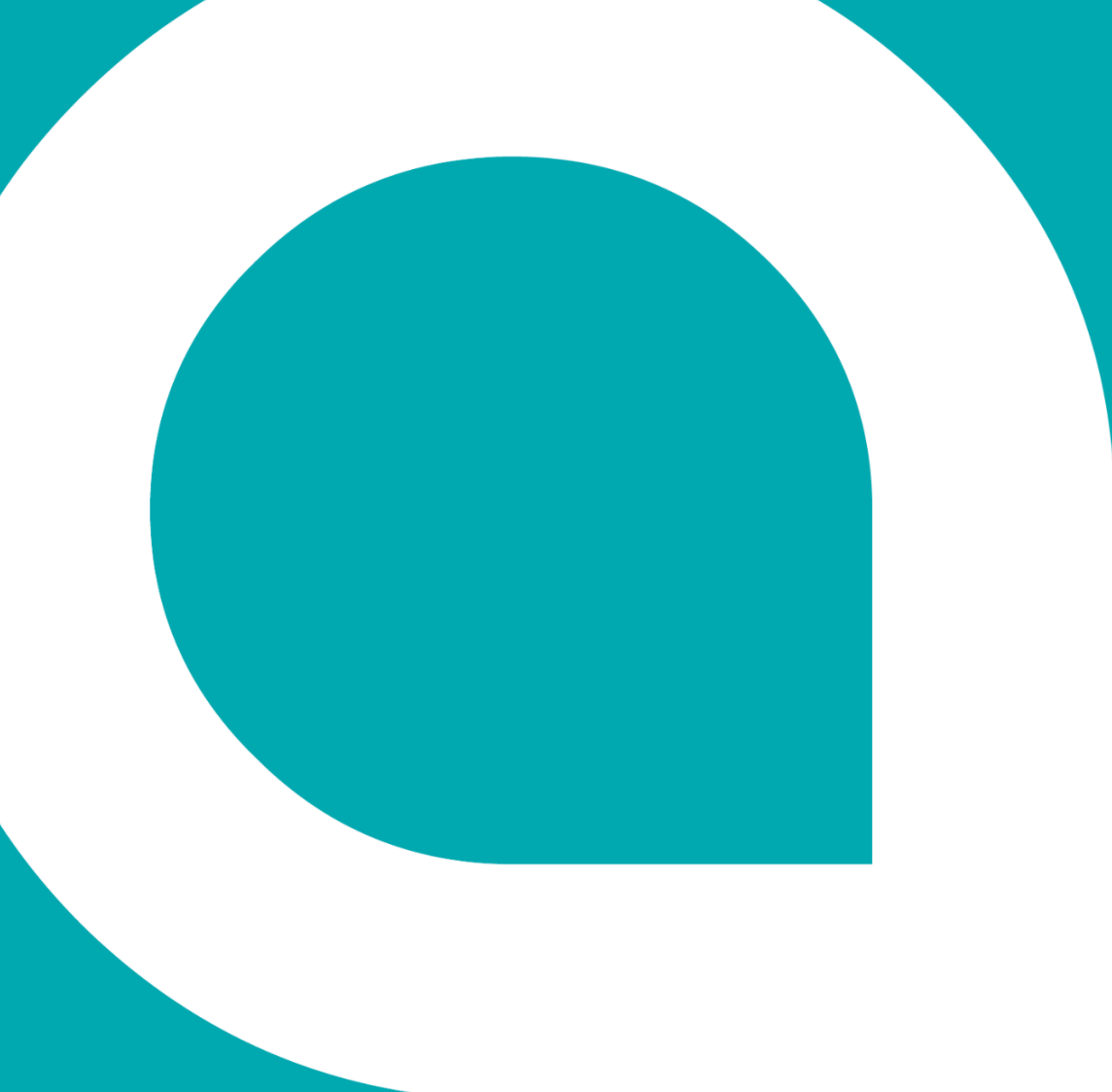


16 May 2019 - Issue of bonds worth €500m under EMTN programme successfully completed. Bonds have a term to maturity of 9 years and pay a fixed rate of 1.75%

July 2019 – EMTN programme ceiling increased to €4bn



* Impact of application of IFRS 16 from 1 January 2019 (+€56.8m)



Q1 2019 Results

(€m)	Q1 2019	Q1 2018	% change
	(a)	(b)	(a/b)
Consolidated revenue	823.3	745.5	+10.4%
EBITDA	247.9*	229.2	+8.2%
EBIT	132.8	127.4	+4.2%
Group net profit	75.5**	77.4	-2.5%

EBITDA guidance 2019: +5/6%
versus 2018 (€933m)

+10.2% versus
Q1 2018 after income relating to
investment in TWS group

Capex	151.2	133.0	+13.7%
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Capex guidance 2019: up by over
10% versus 2018 (€631m)

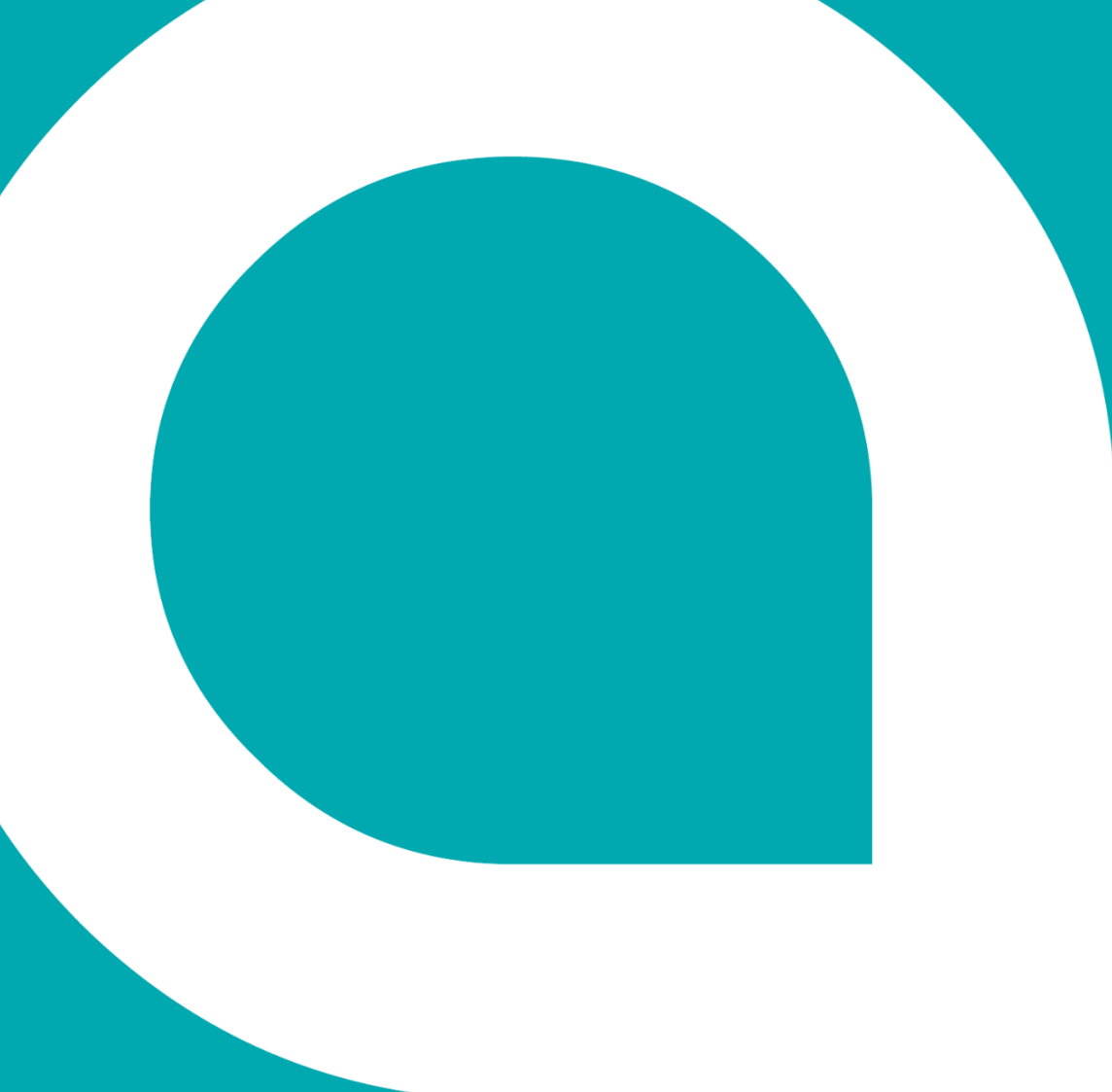
(€m)	31 Mar 2019 (a)	31 Dec 2018 (b)	31 Mar 2018 (c)	% change (a/b)	% change (a/c)
Net debt	2,675.7°	2,568.0	2,482.1	+4.2%	+7.8%
Invested capital	4,655.0	4,471.5	4,197.0	+4.1%	+10.9%

Net debt guidance 2019: €2.85-
2.95bn

* Effect of consolidation of Gori: €17.3m

** Recognition in Q1 2018 of income from acquisition of the investment in the TWS group (€8.9m)

° Impact of application of IFRS16 from 1 January 2019 (up €55m)



2018 Results

2018 financial highlights

Group beats targets for 2018

(€m)	2018 (a)	2017 (b)	% change (a/b)
Consolidated revenue	3,028.5	2,797.0	+8.3%
EBITDA	933.2*	840.0	+11.1%
EBIT	478.6	359.9	+33.0%
Group net profit	271.0	180.7	+50.0%
Dividend per share (€)	0.71	0.63	+12.7%
<hr/>			
Capex	631.0	532.3	+18.5%

Organic growth of 7.7% to €905m

Plan target achieved 12 months earlier than expected

(€m)	31 Dec 2018 (a)	30 Sep 2018 (b)	31 Dec 2017 (c)	% change (a/b)	% change (a/c)
Net debt	2,568.0	2,631.1	2,421.5	-2.4%	+6.0%
Invested capital	4,471.5	4,387.7	4,232.7	+1.9%	+5.6%

* Effect of consolidation of Gori for two months (€12m)

EBITDA and quantitative data

2018 financial highlights

Water



KEY HIGHLIGHTS

- ✓ Tariff reviews completed in most companies
- ✓ Increase in collections at ATO2 due to optimised collection strategy
- ✓ Consolidation of Gori from 8 Nov 2018

STRONG EBITDA GROWTH

- ▲ Acea ATO2: +€50m
- ▲ ATO2: quality bonus €34m
- ▲ Acea ATO5: +€4m
- ▲ Line-by-line consolidation of Gori in last two months of 2018: +€12m
- ▲ Companies consolidated using equity method: +€15.6m

EBITDA
main
drivers

(€m)	2018 (a)	2017 (b)	%change (a/b)
EBITDA	433.0	349.6	+23.9%
<i>Of which:</i>			
<i>Profit/(Loss) from companies consolidated under IFRS 11</i>	39.7	24.1	+64.7%
Capex	329.7	271.4	+21.5%

Energy Infrastructure



KEY HIGHLIGHTS

- ✓ Improved performance due to regulatory impact
- ✓ Over 500 km of MV/LV grid renewed
- ✓ Increased production from renewable sources (hydroelectric)

EBITDA GROWTH

EBITDA
main
drivers

- ▲ Distribution: +€29.8m
- ▲ Generation: +€7.7m increased hydroelectric and thermoelectric production
- ▼ Public Lighting: -€9.8m (effect of LED Plan in 2017)

(€m)	2018 (a)	2017 (b)	%change (a/b)
EBITDA	360.7	333.1	+8.3%
- Distribution	317.1	287.3	+10.4%
- Generation	49.0	41.3	+18.6%
- Public Lighting	(5.4)	4.4	n/s
Capex	238.3	209.4	+13.8%

EBITDA and quantitative data

2018 financial highlights



Commercial and Trading

KEY HIGHLIGHTS



- ✓ Fall in customer base in Enhanced Protection market and growth in Free market customers
- ✓ Reduced inbound calls (-29%) reflecting improved customer experience

EBITDA
main
drivers

- ↓ Reduced margin from Free market
- ▬ Stable margin from Enhanced Protection market

(€m)	2018 (a)	2017 (b)	%change (a/b)
EBITDA	76.1	77.6	-1.9%
Capex	24.6	19.4	+26.8%



Environment

KEY HIGHLIGHTS



- ✓ Re-start of Aprilia and Sabaudia plants
- ✓ Work in progress on Monterotondo plant
- ✓ Increased contribution from WTE due to increase in price of electricity sold and fewer shutdowns of San Vittore plant
- ✓ Consents obtained for Orvieto landfill

EBITDA IN LIEVE CRESCITA

EBITDA
main
drivers

- ↑ Acea Ambiente: +€2.1m
- ↑ Iseco: +€0.3m
- ↓ Acque Industriali: -€1.0m
- ↓ Aquaser: -€0.4m

(€m)	2018 (a)	2017 (b)	%change (a/b)
EBITDA	65.6	64.5	+1.7%
Capex	20.1	15.4	+30.5%

EBITDA and quantitative data

2018 financial highlights



Overseas

↑ Positive contribution from Aguas de San Pedro

(€m)	2018 (a)	2017 (b)	%change (a/b)
EBITDA	14.8	14.4	+2.8%
Capex	6.6	5.2	+26.9%



Engineering & Services

↑ Increase in engineering research and innovation activities for Group companies

(€m)	2018 (a)	2017 (b)	%change (a/b)
EBITDA	18.0	14.5	+24.1%
Capex	1.6	0.8	+100.0%

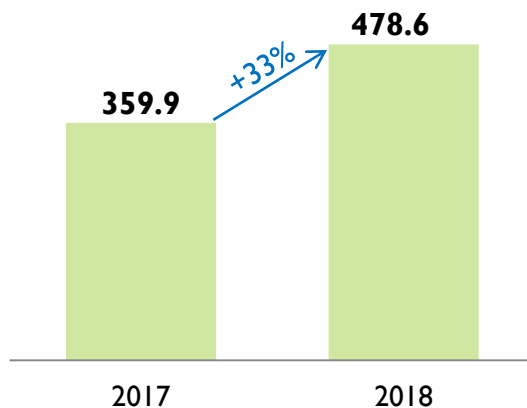


Holding company

(€m)	2018 (a)	2017 (b)	Change (a/b)
EBITDA	(34.9)*	(13.7)	n/s
Capex	10.0	10.7	-6.5%

* The result is influenced by the antitrust fine of €16m

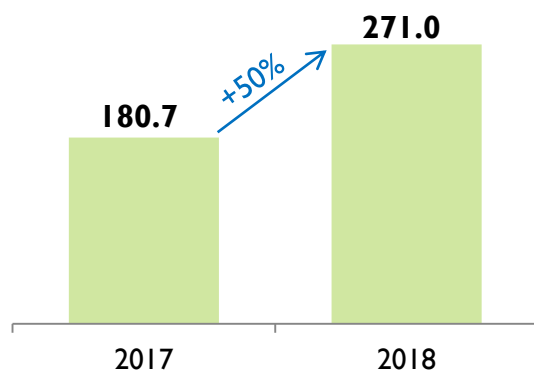
EBIT (€m)



Average Group workforce

2018	2017
6,471 [^]	5,494

NET PROFIT (€m)



DIVIDEND HISTORY

	2014	2015	2016	2017	2018
DPS (€)	0.45	0.50	0.62	0.63	0.71
Total dividend (€m)	95.8	106.5	132.0	134.2	151.2
Dividend yield*	4.6%	4.2%	5.2%	4.7%	5.3%
Payout**	59%	61%	50%	74%	56%

TAX RATE	2017	2018
	33.3%	30.4%

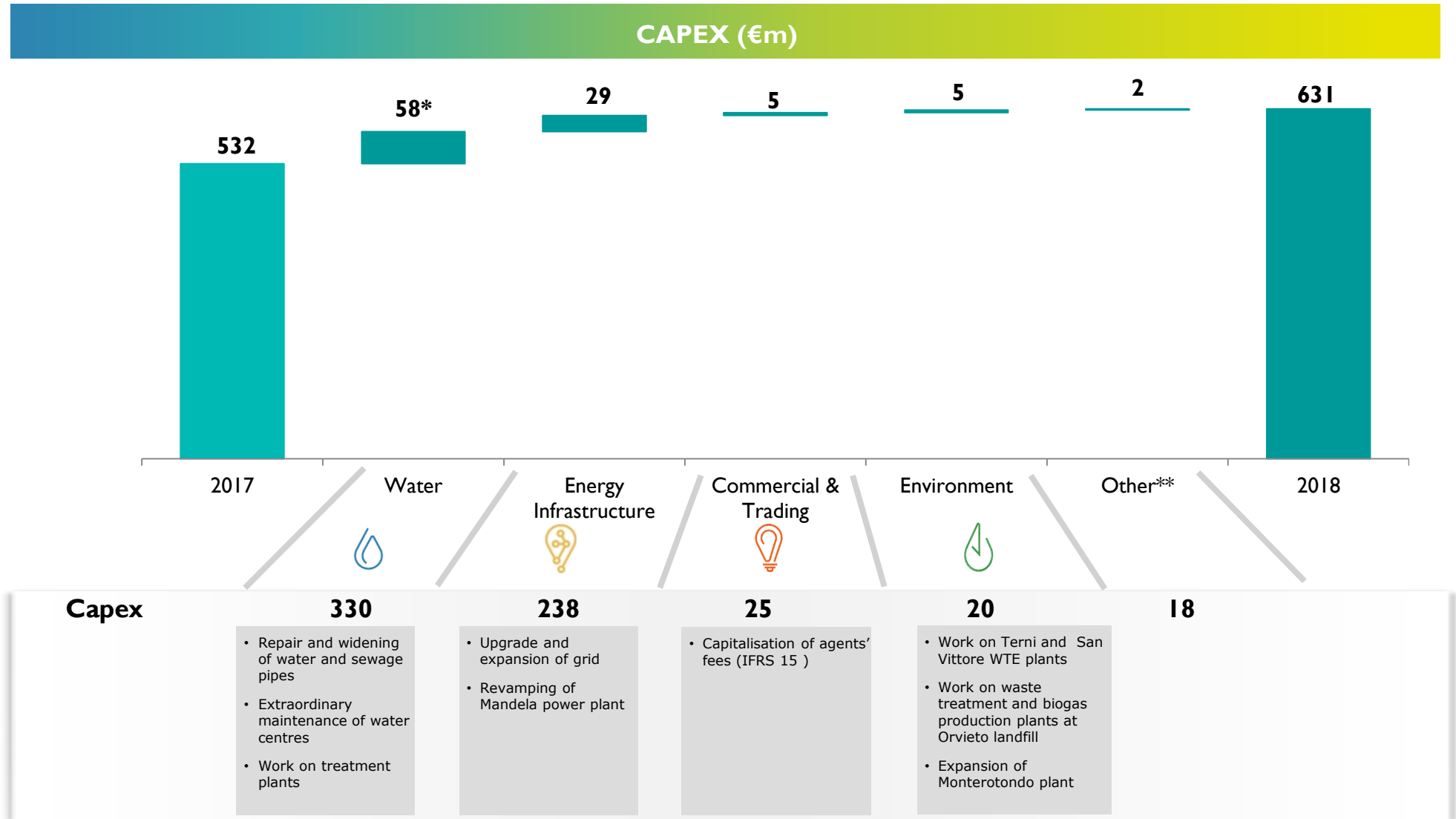
[^] Increase in workforce primarily reflects changes in scope of consolidation (Gori +746; Consorcio Servicios Sur +172)

* Based on the average price for the year

** Based on consolidated net profit after non-controlling interests

Capex

Strong capex growth, above all in regulated businesses



* Effect of consolidation of Gori for last two months (€10m)

** Overseas, Engineering & Services, Corporate

Cash flow

Significant improvement in working capital in Q4 2018

	2018	2017
EBITDA	933	840
Change in working capital	(37)	(126)
CAPEX	(631)	(532)
FREE CASH FLOW	265	182
Net finance income/(costs)	(83)	(72)
Provisions	(108)	(119)
Taxes paid	(81)	(137)
Dividends	(134)	(132)
Other	(35)	(16)
M&A*	29	0
Total cash flow	(147)	(294)

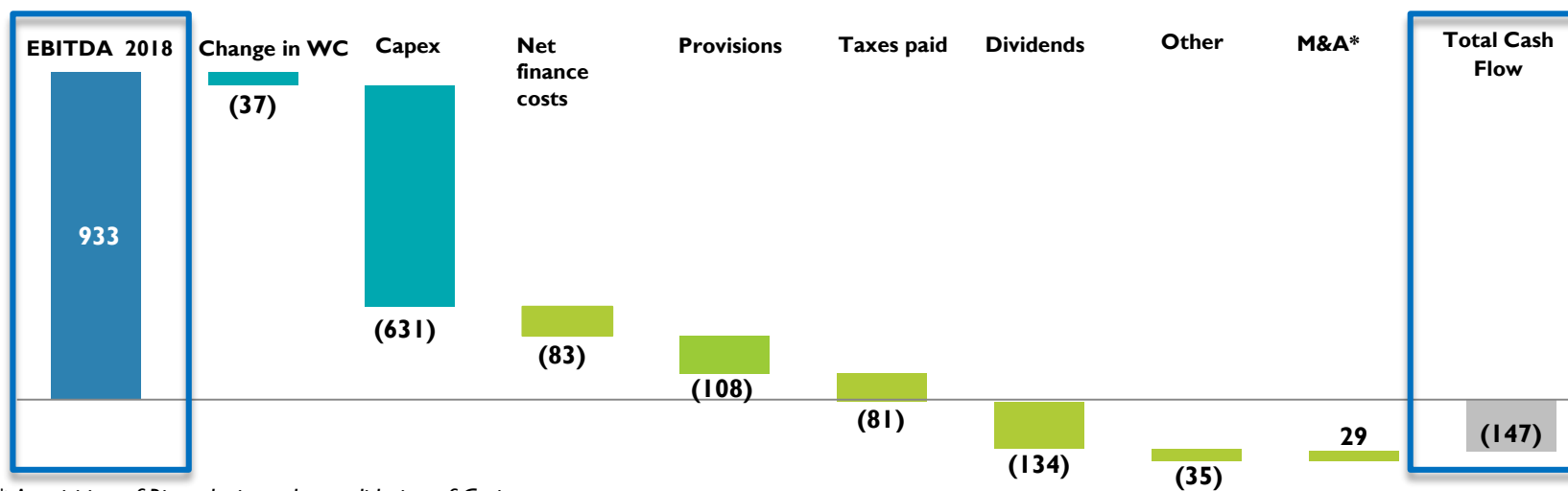
Excellent credit collection performance

Measures designed to optimise working capital

Q4 2018 registered following improvements in cash flow from working capital:

- ✓ ~ €170m versus Q3 2018
- ✓ ~ €40m versus Q4 2017

The change in working capital in 2018 (an outflow of €37m) reflects the consolidation of Gori (€19m)



* Acquisition of Bioecologia and consolidation of Gori

Net debt Ahead of guidance

(€m)	31 Dec 2018 (a)	30 Sep 2018 (b)	31 Dec 2017 (c)	Change (a-b)	Change (a-c)
Net debt	2,568.0	2,631.1	2,421.5	(63.1)	146.5
Medium/Long-term	3,341.4	3,359.9	2,706.6	(18.5)	634.8
Short-term	(773.4)	(728.8)	(285.1)	(44.6)	(488.3)

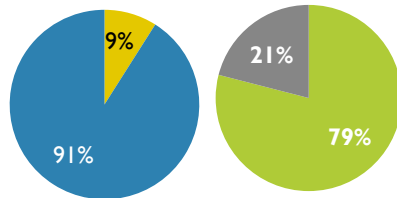
NET DEBT/ EQUITY 31 DEC 2018	NET DEBT/ EQUITY 31 DEC 2017
1.3x	1.3x

NET DEBT/ EBITDA 31 DEC 2018	NET DEBT/ EBITDA 31 DEC 2017
2.8x	2.9x

Debt structure

(maturity and interest rates at 31 Dec 2018)

- > Fixed rate **79%**
- > Average cost **2.21%**
- > Average term **5.8 years**



■ Debt falling due after 2019
■ Debt falling due by 2019
■ Floating rate
■ Fixed rate

Ratings

FitchRatings

MOODY'S

BBB+

Baa2

Stable Outlook

Stable Outlook

Regulatory framework

- *Water*
- *Electricity distribution*
- *Environment*

ARERA RESOLUTION 664/2015

ARERA RESOLUTION 918/2017 – Biennial revision of tariff arrangements for integrated water services (2018-2019)

REGULATORY PERIOD: FOUR YEARS 2016-2019

- The **duration of the regulatory period** has been set at **four years**, with **biennial revision**
 - **2016-2017 WACC 5.4%**
 - **2018-2019 WACC 5.3%**

Main key points:

- Allowed revenues are based on **full cost recovery** subject to efficiency and capped in terms of tariff growth.
- **A cap on annual tariff increases (tariff multiplier)** ranging from 5.5% to 9%, depending on the regulatory framework approved by local authorities.
- Introduction of a **system of rewards and penalties linked to the contractually required quality standards**. The reward component is excluded from any tariff caps.
- Introduction of rewards/penalties linked to the **technical quality** of the integrated water service. Rewards and penalties will be quantified in 2020 based on performances in 2018 (base year 2016) and 2019 (base year 2018). The reward component is excluded from any tariff caps. Provisions must be made in 2020 for any penalties imposed.
- The mechanism for recognising a portion of **late payment costs** has been defined, taking into account the varying impact of this problem throughout the country (the maximum recognised cost, calculated on the basis of annual turnover, has been set at **2.1% in the North, 3.8% in Central Italy and 7.1% in the South** and providing incentives for the adoption of efficient credit management solutions.
- The “**ψ**” parameter, on which determination of the component intended to pre-finance the cost of new investment (FNI), may be selected within a range of **0.4-0.8**.
- The **1% time-lag for the cost of debt** has been confirmed, offsetting the cost resulting from the time lag between the year in which capex takes place and the year in which the related tariff increase is granted.

CONCESSIONS' EXPIRY

ATO2 Lazio Centrale	2032
ATO5 Frosinone	2033
ATO3 Regione Campania (Gori)	2032
ATO4 Alto Valdarno (Nuove Acque)	2027
ATO2 Basso Valdarno (Acque)	2031*
ATO3 Medio Valdarno (Publiacqua)	2024*
ATO6 Ombrone (Acquedotto del Fiora)	2031*
Municipality of Lucca (Geal)	2025
ATO1 Perugia (Umbra Acque)	2027
ATI4 Umbria (Umbriadue Servizi Idrici)	2032

* Extension of concession approved by EGA, pending ARERA's approval.

TARIFF REGIME FOR THE THIRD REGULATORY PERIOD (2020-2023)

Consultation Paper 402/2019

ARERA RESOLUTION 654/2015 tariff general framework

ARERA RESOLUTION 583/2015 WACC

ARERA RESOLUTION 646/2015 Quality of electricity distribution and metering service and output based regulation

ARERA RESOLUTION 639/2018 WACC update

REGULATORY PERIOD: EIGHT YEARS 2016-2023 dividing into two sub-periods, each lasting four years:

- **2016-2019**
- **2020-2023** perhaps **Totex**-based approach will be introduced

WACC REGULATORY PERIOD: SIX YEARS 2016-2021

- 2016-2018 WACC 5.6%
- 2019-2021 WACC 5.9%

areti concession expires 2030

WACC OTHER ACTIVITIES

ELECTRICITY TRANSMISSION

Electricity Transmission 2019-2021 WACC: 5.6% (previous 5.3%)

GAS GRIDS

Gas transmission 2019 WACC: 5.7% (previous 5.4%)

Gas distribution 2019 WACC: 6.3% (previous 6.1%)

Gas measure 2019 WACC: 6.8% (previous 6.6%)

Gas Storage 2019 WACC: 6.7% (previous 6.5%)

ARERA RESOLUTION 443/2019

- Regulatory period 2018-2021, structured in line with the previous tariff regulation (Presidential Decree 158/99), with the introduction of certain elements such as sharing arrangements for revenue from the sale of material and energy derived from waste and the related CONAI revenue.
- Real pre-tax WACC: 6.3% for the period 2020-2021, with an additional 1% for the 2-year time lag between capex being carried out and its recognition in RAB.
- Determination of four different regulatory frameworks, limiting the annual rise in the tariff to reflect the quality of service provided and changes in the scope of operations.
- Cost recognition on the basis of accurate ex post data based on reliable accounting records for the previous two years and no longer on forecasts.
- Identification of efficient costs and subsequent adjustments for 2018 and 2019 (introduced on a progressive basis and recognisable over no more than 4 years).
- Whilst awaiting determination of the tariffs for incoming waste (to be determined by 31 December 2020), the charges covering the costs of disposal and treatment and of treatment and recovery are determined on the basis of approved and/or negotiated tariffs.

Disclaimer

THIS PRESENTATION CONTAINS CERTAIN FORWARD-LOOKING STATEMENTS THAT REFLECT THE COMPANY'S MANAGEMENT'S CURRENT VIEWS WITH RESPECT TO FUTURE EVENTS AND FINANCIAL AND OPERATIONAL PERFORMANCE OF THE COMPANY AND ITS SUBSIDIARIES.

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PURSUANT TO ART. 154-BIS, PAR. 2, OF THE LEGISLATIVE DECREE N. 58 OF FEBRUARY 24, 1998, THE EXECUTIVE IN CHARGE OF PREPARING THE CORPORATE ACCOUNTING DOCUMENTS AT ACEA, GIUSEPPE GOLA - CFO OF THE COMPANY - DECLARES THAT THE ACCOUNTING INFORMATION CONTAINED HEREIN CORRESPOND TO DOCUMENT RESULTS, BOOKS AND ACCOUNTING RECORDS.