

Q1 2017 financial highlights

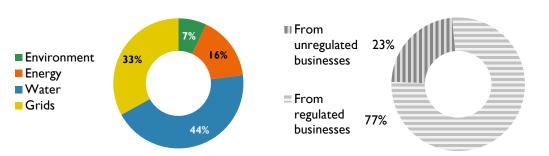
| (€m) | QI 2016 | Q1 2016 adjusted* | Q1 2017 | % Change | % Change |
|--------------------------|---------|----------------------|---------|----------|----------|
| | a | , b | c | cla | c/b |
| Consolidated revenue | 713.7 | 691.2 | 725.5 | +1.7% | +5.0% |
| EBITDA | 207.2 | 184.7 | 214.4 | +3.5% | +16.1% |
| EBIT | 123.6 | 101.1 | 117.2 | -5.2% | +15.9% |
| Profit/(Loss) before tax | 103.0 | 80.5 | 98.3 | -4.6% | +22.1% |
| Net Profit/(Loss) | 69.2 | 54.0 | 68.5 | -1.0% | +26.9% |
| Group net profit/(loss) | 66.9 | 51.7 | 65.7 | -1.8% | +27.1% |
| Сарех | 97.0 | | 126.4 | +30.3% | |

^{*} Adjusted amounts for Q1 2016 do not include the positive impact of elimination of the "regulatory lag" (€22.5m pre-tax)

| (€m) | 31 March 2016 (a) | 31 Dec 2016 (b) | 31 March 2017 (c) | Change (c-a) | Change (c-b) |
|------------------|----------------------|--------------------|----------------------|-----------------|-----------------|
| NET DEBT | 2,173.9 | 2,126.9 | 2,234.8 | 60.9 | 107.9 |
| Equity | 1,656.4 | 1,757.9 | 1,838.2 | 181.8 | 80.3 |
| Invested Capital | 3,830.3 | 3,884.8 | 4,073.0 | 242.7 | 188.2 |

EBITDA

EBITDA QI 2017



| Total number of employees (average) | Q1 2016 | QI 2017 |
|-------------------------------------|---------|---------|
| Acea Spa | 636 | 579 |
| Environment | 228 | 302 |
| Energy | 553 | 554 |
| Water | 2,252 | 2,782 |
| Grids | 1,316 | 1,281 |
| Total* | 4,985 | 5,498 |

^{*} Figure does not include employees of companies consolidated using the equity method.

Scope of consolidation: changes compared with 2016

Environment Water

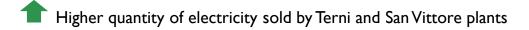
| | EBITDA (€m) | | | | | | | | |
|---------------------|-------------|--------|-------|-------|-----------|---------|--|--|--|
| 185 | | 3 | 15 | 12 | (2) | 214 | | | |
| Q1 2016 adjusted | Environment | Energy | Water | Grids | Corporate | QI 2017 | | | |

| (€m) | Acque Industriali | GEAL | TWS (ex Severn Trent) | Aguas de San Pedro | AguaAzul Bogotà | Total |
|----------------------------|----------------------|---------------|-----------------------------|-----------------------|----------------------------|-------|
| Date | l Jan. 2017 | 8 Feb 2017 | 23 Feb 2017 | Last quarter 2016 | 2016 | |
| % acquired | 51.0% | 19.2% | 100% | 29.7% | Changes in BoD composition | |
| % held at 31 March 2017 | 51.0% | 48.0% | 100% | 60.7% | | |
| Method of consolidation | Line-by-line | Equity | Line-by-line | Line-by-line | Equity | |
| EBITDA Q1 2017 | (0.4) | 0.3 | 0.1 | 2.8 | 0.0 | 2.8 |

Acea Group Presentation Acea Group: Q1 2017 Results

Q1 2017 financial highlights





| (€m) | Q1 2016 | QI 2017 | % change | Key quantitative data | Q1 2016 | Q1 2017 |
|--------|------------|------------|----------|--|------------|------------|
| EBITDA | 13.3 | 14.5 | +9.0% | Treatment and disposal* ('000s of tonnes) | 197 | 274 |
| Capex | 1.6 | 5.5 | n/m | WTE electricity produced (GWh) | 66 | 82 |

^{*}Includes ash disposed of

Q1 2017 financial highlights



Electricity production (increased quantity of electricity produced)

| (€m) | Q1 2016 | Q1 2017 | % change | Key quantitative data | Q1 2016 | Q1 2017 |
|------------|------------|------------|----------|------------------------------------|------------|------------|
| EBITDA | 32.6 | 35.8 | +9.8% | Total Electricity production (GWh) | 108 | 131 |
| Production | 9 | 13 | +44.4% | Total Electricity sold (GWh) | 2,171 | 1,813 |
| Sales | 23 | 23 | - | Enhanced Protection Market | 737 | 730 |
| | | | | Free Market | 1,434 | 1,083 |
| Capex | 11.8 | 9.1 | -22.9% | Total Gas sold (Mm³) | 55 | 51 |

QI 2017 financial highlights



The Acea ATO2: +€12.9m (quality reward €6.9m)

Thange in scope of consolidation

Overseas water operations: +€2.8m

| (€m) | Q1 2016 | Q1 2017 | % change | Key quantitative data | Q1 2016 | Q1 2017 |
|---|------------|------------|----------|----------------------------|------------|------------|
| EBITDA | 80.7 | 95.9 | +18.8% | Total volume of water sold | 103 | 103 |
| of which: Profit/(Loss) on investments consolidated under IFRS 11 | 6.9 | 5.2 | -24.6% | (Mm³) | | |
| Capex | 41.7 | 57.8 | +38.6% | | | |

Q1 2017 financial highlights



Operational efficiency and new technologies

Impact of fifth regulatory cycle

| (€m) | QI 2016 a | Q1 2016 adjusted* b | Q1 2017 | % change | % change | Key quantitative data | Q1 2016 | Q1 2017 |
|--------|--------------|---------------------------|---------|----------|----------|--|------------|------------|
| EBITDA | 80.6 | 58.1 | 70.6 | -12.4% | +21.5% | Total Electricity distributed (GWh) | 2,536 | 2,509 |
| Сарех | 39.6 | | 50.6 | +27.8% | | (34411) | | |

^{*} After positive impact of regulatory accounting (€22.5 m)

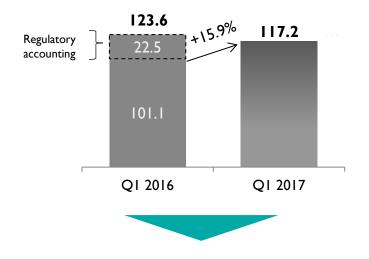


| (€m) | Q1 2016 | Q1 2017 | % change |
|--------|------------|------------|----------|
| EBITDA | 0 | (2.4) | n/m |
| Сарех | 2.3 | 3.4 | +47.8% |

EBIT and Net Profit

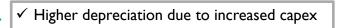
EBIT (€m)

NET PROFIT (€m)



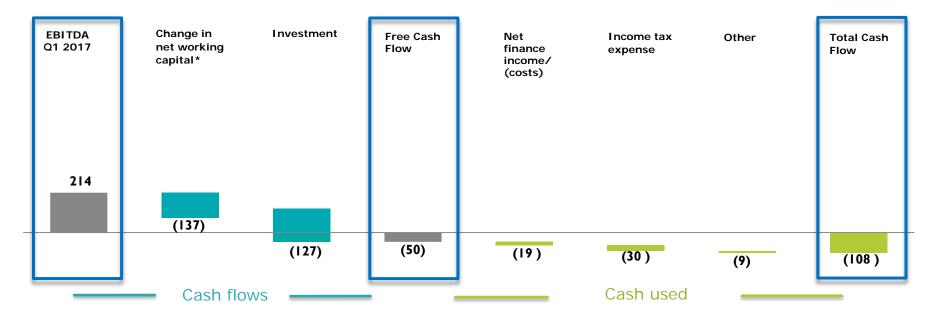
| | 66.9 | -11% | 65.7 | |
|-----------------------|---------|---------|---------|--|
| Regulatory accounting | 15.2 | 1+27.1% | | |
| | 51.7 | | | |
| | QI 2016 | | QI 2017 | |

| <mark>(€m)</mark> | Q1 2016 | Q1 2017 | % change |
|-------------------|------------|------------|-------------|
| Depreciation | 58.6 | 68.8 | +17.4% |
| Write-off | 13.2 | 18.7 | +41.7% |
| Provisions | 11.8 | 9.8 | -16.9% |
| Total | 83.6 | 97.3 | +16.4% |



Cash flow

| CASH FLOW ANALYSIS (€m) | Q1 2016 | Q1 2017 |
|-------------------------------|---------|---------|
| EBITDA | 207 | 214 |
| Change in net working capital | (188) | (137) |
| Investment | (97) | (127) |
| Free Cash Flow | (78) | (50) |
| Net finance income/(costs) | (21) | (19) |
| Income tax expense | (34) | (30) |
| Dividends | 0 | 0 |
| Other | (31) | (9) |
| Total Cash Flow | (164) | (108) |

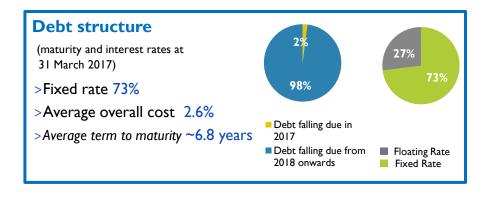


^{*} Before write-off on receivables

Net Debt

| (€m) | 31 Mar 2016 (a) | 31 Dec 2016 (b) | 31 Mar 2017 (c) | Change (c-a) | Change (c-b) |
|------------------|--------------------|--------------------|--------------------|-----------------|-----------------|
| NET DEBT | 2,173.9 | 2,126.9 | 2,234.8 | 60.9 | 107.9 |
| Medium/Long-term | 2,648.8 | 2,769.4 | 2,742.6 | 93.8 | (26.8) |
| Short-term | (474.9) | (642.5) | (507.8) | (32.9) | 134.7 |

| NET DEBT/ EQUITY | NET DEBT/ EQUITY | |
|------------------|------------------|--|
| 31 Dec 2016 | 31 Mar 2017 | |
| 1.2x | 1.2x | |





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.

THESE FORWARD-LOOKING STATEMENTS ARE BASED ON ACEA S.P.A.'S CURRENT EXPECTATIONS AND PROJECTIONS ABOUT FUTURE EVENTS, BECAUSE THESE FORWARD-LOOKING STATEMENTS ARE SUBJECT TO RISKS AND UNCERTAINTIES, ACTUAL FUTURE RESULTS OR PERFORMANCE MAY MATERIALLY DIFFER FROM THOSE EXPRESSED THEREIN OR IMPLIED THEREBY DUE TO ANY NUMBER OF DIFFERENT FACTORS, MANY OF WHICH ARE BEYOND THE ABILITY OF ACEA S.P.A. TO CONTROL OR ESTIMATE PRECISELY, INCLUDING CHANGES IN THE REGULATORY FRAMEWORK, FUTURE MARKET DEVELOPMENTS, FLUCTUATIONS IN THE PRICE AND AVAILABILITY OF FUEL AND OTHER RISKS.

YOU ARE CAUTIONED NOT TO PLACE UNDUE RELIANCE ON THE FORWARD-LOOKING STATEMENTS CONTAINED HEREIN. WHICH ARE MADE ONLY AS OF THE DATE OF THIS PRESENTATION, ACEA S.P.A. DOES NOT UNDERTAKE ANY OBLIGATION TO PUBLICLY RELEASE ANY UPDATES OR REVISIONS TO ANY FORWARD-LOOKING STATEMENTS TO REFLECT EVENTS OR CIRCUMSTANCES AFTER THE DATE OF THIS PRESENTATION.

THIS PRESENTATION DOES NOT CONSTITUTE A RECOMMENDATION REGARDING THE SECURITIES OF THE COMPANY.

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, DEMETRIO MAURO - CFO OF THE COMPANY -DECLARES THAT THE ACCOUNTING INFORMATION CONTAINED HEREIN CORRESPOND TO DOCUMENT RESULTS, BOOKS AND ACCOUNTING RECORDS.