

Acea Group Guidebook

February 2024

Agenda

ACEA GROUP

- > The Acea Group: a leading italian utilities infrastructure player
- > Strategic Guidelines
- > Historical Results
- Sustainability

KPI REGOLATION

- Water Italy
- Grids & Smart Cities
- Environment
- > Commercial

RESULTS

> 9M 2023





ACEA GROUP

- > Acea: a leading italian utilities infrastructure player
- > Strategic Guidelines
- > Historical results

ACEA Group: infrastructure operator with a strong presence in regulated sectors¹



#1
by customer
base



#2 by customer base



#4 by waste managed

Italy:

- ~9m customers
- ~59,000 km network
- <30% water leaks in Rome

South America:

- 3 countries
- ~10m customers

Power grids:

- ~1.7m PODs² for 32,000 km of grid
- ~6% grid losses

Generation:

• ~0.7 TWh generated

Commercial:

• ~1.4m customers

Waste management:

- ~1.7m tonnes waste managed
- Waste to energy:
- ~47% recycling rate

Waste to materials:

~340 GWh of energy produced

Sources: 2022 Annual Report, 2022 Sustainability Report

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Sources: 2022 Annual Report, 2022 Sustainability Report



Highly challenging outlook for the sector in the coming years



Importance of protecting water resources

~18% of GDP directly/indirectly linked to the availability of water

High leakage rate in Italian system

~42% leakage rate in Italy vs. European average of ~23%

Limited public awareness

66% of Italians underestimate their water consumption



Energy transition

60-65 GW growth in renewables by 2030, of which ~80% solar

Electrification and role of grids

Consumption up 1.5x in 10 years, with need to guarantee system resilience

Significant need for flexibility

10GW of energy storage expected by 2030



Circular economy drive

+10 pp of plastic waste recyclable in Europe by 2030

Developments in the regulatory framework

Progressive regulation of waste in Italy

New forms of treatment

Waste-to-Chemical and special waste thanks to recent technological developments



High demand for **technical expertise** to support **the country's infrastructure investment**



ACEA vision: infrastructure growth to support the country, enabled by people

- High level of service for the community
 (customers, citizens, towns, provinces, regions)
- Development opportunities for personnel
- Shareholder returns

- Renewables (photovoltaic plants)
- Decarbonisation, waste recycling, carbon capture
- Smart cities (public lighting)



- National in the integrated water cycle (internationally scalable)
- Local in power grids (Rome)
- Regional in the environment sector (central Italy, replicable on a national scale)

- Major projects (Peschiera, Waste-to-Energy)
- On field activities
 excellence (digital, Al)





Consolidating the Italian market, positioning the Group as a Water market leader, leveraging:

- Solid track record for delivering services to 9m inhabitants
- Opportunities to deliver major strategic projects for the country



Strengthening the presence in municipal water supply systems in Italy

Infrastructure development (e.g., doubling the Peschiera aqueduct), geographical expansion, new technologies (smart meters), incentives to protect water resources



Growth in industrial water services

Positioning in the industrial water services market, leveraging existing assets and distinctive water-related expertise



Assessment of overseas opportunities

Potential for targeted growth in existing businesses, with scope for partnerships with other operators



Electricity: Strategic pillars

Guaranteeing a resilient grid and protecting quality of service in the city of Rome

Developing new renewable capacity in response to energy transition

Consolidating retail market performance and service



Focus on electricity grids in Rome

Boosting the grid's **resilience** and **digitalisation**, improving **service quality**, incentivising **distributed flexibility** and **local dispatching** and offering **smart city** services



Growth in renewables

Developing photovoltaic plants to balance the Group's consumption, achieve our SBTi targets by cutting emission intensity and contribute to the country's energy transition



Consolidate retail market performance and service

Boosting **digital channels**, optimising the **customer management** model, ensuring the **effective transition** of customers to the free market



Environment: Strategic pillars

Consolidating / expanding our leadership in central Italy throughout the waste management chain

Meeting future demand for new Waste-to-**Energy plants** to dispose waste in central Italy



Italy

Consolidation in central Optimising our existing industrial footprint, through geographical expansion in synergy with other **businesses**



Growth in Waste-to-Energy

Revamping and developing new lines, leveraging the Group's extensive **experience** in Waste-to-Energy (e.g., expansion and revamping of San Vittore)

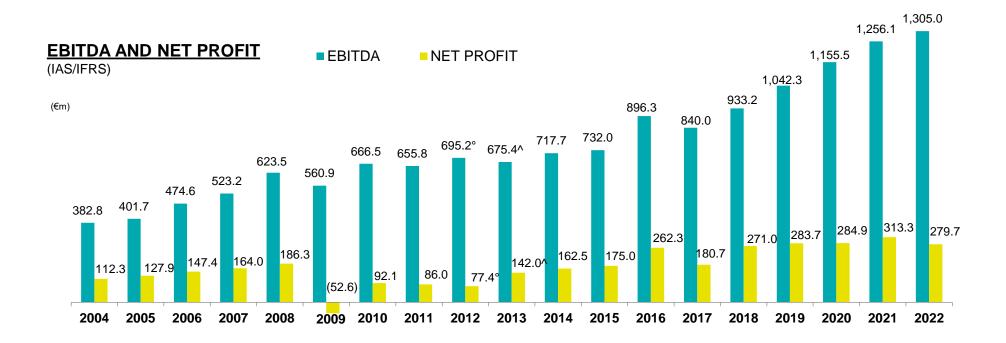


Strengthening capabilities in materials recycling

Boosting capabilities and quality in materials recycling to close the waste cycle, assessing opportunities in new segments (e.g., Waste-to-Chemical)



Historical Results EBITDA AND NET PROFIT PERFORMANCE



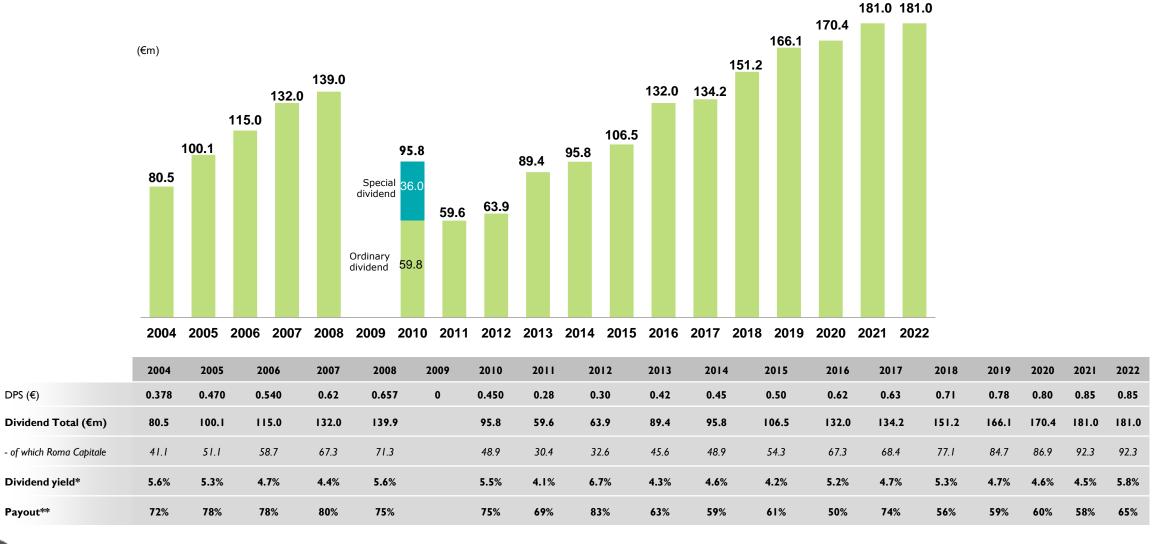


Restated

[^] Adoption of IFRS 10 and 11 was obligatory from 1 January 2014. For comparative purposes, the figures for 2013 have been restated.

Historical Results

DIVIDEND (2004-2022)



Oceo

^{*} Based on average price for the year

^{**} Based on net profit after non-controlling interests

Historical Results

FINANCIAL RATIOS AND CAPEX

NET DEBT/EBITDA (2004-2022)

2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022
2.62x	2.33x	2.52x	2.53x	2.62x	3.80x	3.31x	3.55x	3.59x	3.33x	2.91x	2.75x	2.37x	2.88x	2.75x	2.94x	3.05x	3.17x	3.40x

CAPEX

(IAS/IFRS) (€m)	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013**	2014	2015	2016
Grids	97.2	98.2	123.5	133.9	144.6	187.9	161.1	129.0	101.9	103.2	122.4	156.2	197.9
Energy	4.4	151.9	42.1	40.8	36.9	39.8	48.7	22.5	27.1	11.4	19.7	30.6	55.3
Water	64.6	83.9	119.0	186.8	199.5	177.4	202.8	230.4	224.4	130.0	148.9	204.4	230.4
Environment	-	-	0.7	6.4	17.5	89.4	48.5	20.6	37.5	12.1	13.3	25.9	34.0
Acea Holding	6.9	6.6	8.1	12.0	18.8	23.6	12.1	10.5	8.0*	11.9	14.2	11.8	13.1
Total Capex	173.1	340.6	293.4	379.9	417.3	518.1	473.2	413.0	398.9	268.6	318.5	428.9	530.7

(mln Euro)	2016°	2017	2018	2019	2020	202 I	2022
Energy Infrastructure	225.8	209.4	238.3	287.8	286.2°°	274.5°°	268.8°°
Commercial & Trading	27.4	19.4	24.6	42.5	44. I	49.4	49.6
Generation					39.0	23.4^	30.3
Water	227.1	271.4	329.7	380.I	455.0***	499.3***	562.I***
Environment	34.0	15.4	20.1	51.9	23.6^	36. l	46.2
Engineering & Services	1.8	0.8	1.6	1.8	6.6	9.9	5.8
Overseas	1.5	5.2	6.6	7.0	3.1	4.6	5.8
Acea Holding	13.2	10.7	10.0	21.7	28.5	34.4	32.7
Total Capex	530.7	532.3	631.0	792.8	886.I	931.6	1,001.3



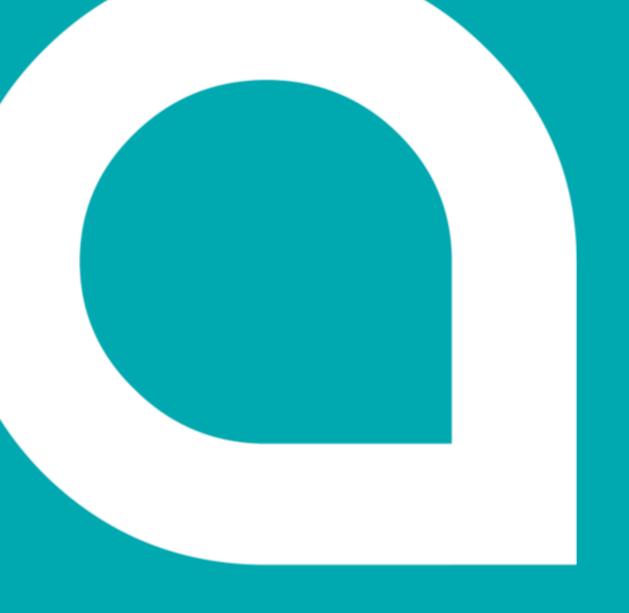
^{*} The figure does not include investment in purchase of property housing Company's headquarters
** Adoption of IFRS 10 and 11 was obligatory from 1 January 2014. For comparative purposes, the figures for 2013 have been restated.

[°] The new structure of the Acea Group was approved in June 2017. The figures for 2016 have, therefore, been reclassified on the basis of the new business segments.

^{***} Net of grant-funded investment

^{°°} Including investments in electricity distribution and public lighting

[^] Net of investment linked to assets to be deconsolidated (photovoltaic)



ACEA GROUP

> Sustainability

The strategic guidelines confirm Acea's commitment to all ESG dimensions



Confirmation of our SBTi targets for cutting CO₂ emissions

Strengthening the waste recycling chain

Reducing water leakage



Commitment to gender equality

Boosting youth employment

Boosting personnel development and training opportunities



ESG criteria fully embedded in Risk & Compliance processes

Support supply chain to enable ESG performance

Expand on the **ESG KPIs** monitored by the Group



More than 2B€ related to specific sustainability targets with highest relevance and priority to the Group

SUSTAINABILITY

Sustainable Development Goals (SDGs)



Related to investments in sustainability



CAPEX related to sustainability targets | M€, Business Plan 2020-2024

2.1B€ of **investments** related to **sustainability** targets over the plan (**+400M€**¹ vs. previous Business Plan):



263 water losses reduction



220 resiliency of Rome aqueduct system



127 efficiency of **purification** system



234 installation of smart meters for water and electricity



492 resiliency and efficiency of electric grids



58 infrastructure modernization and remote mgmt.



445² circular economy treatment of waste



29 e-mobility infrastructure



212 increase of green energy generation



^{1 +180}M€ related to the installation of smart water and electric meters, +120M€ related to efficiency and resiliency of electric grids, +100M€ to improve the efficiency of the purification system;

² Includes 206M€ of M&A capex

Key ESG Highlights as of December 31, 2022



WATER ITALY

→ 9M Inhabitants served, Italy's largest water company

-6% (YoY) Water loss reduction 30 Mm3 water saved



ENVIRONMENT

GWh of energy produced (+16%) from approx. 20,027 kNm³ of biogas produced

37,000 Tonnes of quality compost produced (+31%)



GRIDS & SMART
CITIES

9,355 GWh of electricity distributed

~605k ^{2G smart meters}



COMMERCIAL

42% Green energy sold out of total energy sold on free market



PRODUCTION*

Production from renewable sources of 941 GWh of total gross electricity production

Prosumers (+14%YoY) with 97.3 GWh of energy produced and fed into the grid, 74% from PTV



ENGINEERING & INFRASTRUCTURE PROJECTS

Analytical determinations on drinking water at ATO 2



2022 Key ESG Highlights

ENVIRONMENTAL, SOCIAL, GOVERNANCE AND ECONOMIC PERFORMANCE

COMMUNITY



- ➤ ACEA'S Covid-19 **VACCINATION HUB** delivered over 171k doses (closed from 1 January 2023)
- ▶ 166 WATER KIOSKS, over 37.8m litres of water dispensed, saving 774 tonnes of plastic per year, equal to 2,000 tonnes of CO₂ not emitted into the atmosphere

WORKFORCE



- 99% of employees are permanent
- 427 new recruits in 2022, 43% aged 30 or under.
- CERTIFIED «Top Employers Italia 2023» (January 2023)

> DIVERSITY & INCLUSION

- An Equality, Diversity & Inclusion Committee set up and an Equality, Diversity & Inclusion policy adopted
- First listed Italian multiutility to obtain UNI/PdR 125: 2022 certification of gender equality

SUPPLIERS



- ➤ 78% of QUALIFIED SUPPLIERS have completed a self-assessment questionnaire on aspects relating to sustainability
- > 339 SUPPLIERS rated by ECOVADIS (+129%)
- Over 14,700 INSPECTIONS of work sites conducted

SUSTAINABLE FINANCE





- ➤ **TAP ISSUE** of €200m, with coupon of 3.875%, yield 3.820%, maturing 24 January 2031 (February 2023)
- ➤ SUSTAINABILITY RATING LINKED REVOLVING CREDIT FACILITY for €200m, with a 3-year duration, linked to two target ESG ratings assigned by Standard Ethics and EticaNews (August 2022)



Sustainability ratings (updated 9M2023)









62/100

«EE+» Positive outlook

«B» Management Level

«A»



81.58/100



«Leader ESG **Identity**»



ESG risk Rating 20.1



MIB ESG Index

Acea has been included in the "MIB ESG Index" for Italian blue-chips. The index measures both financial performance and ESG impacts, in line with the UN Global Compact principles.





WATER ITALY

> Regulation



TARIFF REGIME FOR THE FOURTH REGULATORY PERIOD (MTI-4) 2024 - 2029

ARERA RESOLUTION: 639/2023

- CONFIRMED THIRD REGULATORY PERIOD GENERAL OVERVIEW AND REVENUE CALCULATION METHODOLOGY (i.e. Guaranteed Revenue Constraint (VRG)).
- **Greater visibility:** regulatory period of 6 years (2024-2029), with potential two-year revision of RF (Real Risk-free), WRP (Water Utility Risk Premium) and Kd (cost of debt expressed in real terms) parameters
- Allowed return: 6.13% (compared to MTI-3 allowed return of 4.8%), determined based on the sum of 4.31% for the financial charge component and 1.82% for the tax charge component. Recognition of a 1% time lag on investments from 2012 confirmed
- Revenues cap for the 6 regulatory schemes: maximum annual variations between 5.95% (scheme 2) and 9.95% (scheme 6). As regards scheme 5, which includes ATO2, the annual limit is 8.45% (compared to 6.2% during the 2020-2023 regulatory period)
- Expected inflation: 2.7%
- RAB deflator: 3.4% for 2023, 2.8% for 2024
- Inflation rates applied for revision of allowed opex: 4.5% for 2023, 8.8% for 2024
- Increase in late-payment cost component
- Introduction of an incentive mechanism, for the first two years of the regulatory period (2024-2025), in favour of energy and environmental sustainability (wastewater reuse and reduction of energy costs)
- WIPs pertaining to non-strategic works: remuneration to cover financial charges for 4 years (1st year at 4.31%, up to the minimum level represented by the Kd for the 4th year)





EXPIRY OF CONCESSIONS

ATO2 Lazio Centrale (Acea ATO2)	2032
ATO5 Frosinone (Acea ATO5)	2033
ATO3 Regione Campania (Gori)	2032
ATO4 Alto Valdarno (Nuove Acque - province of Arezzo and Siena)	2027
ATO2 Basso Valdarno (Acque - province of Pisa, Lucca, Florence, Pistoia, Siena)	2031
ATO3 Medio Valdarno (Publiacqua - province of Florence, Arezzo, Prato, Pistoia)	2024
ATO6 Ombrone (Acquedotto del Fiora - prov. Siena, Grosseto)	2031
Municipality of Lucca (Geal)	2025
ATOI Perugia (Umbra Acque)	2031
ATI4 Umbria (Integrated Water Service – I.W.S.)	2031
ATOI Campania Calore Irpino (Gesesa)	2023
ATO Molise (Acea Molise)	2037





WATER	2020-2021 580/2019	2022-2023 639/2021	2024-2025 639/2023	
Allowed returns	5.2%	4.8%	6,1%	
CS/CnS	1	1	1	
Risk-free Rate	0.0050	0.0013	0.0158	
Kd	0.0284	0.0240	0.0300	
WRP	0.0170	0.0170	0.0200	
Levered beta	0.79	0.79	0.79	
ERP	0.04	0.04	0.04	
RPI	0.017	0.017	0.027	
тс	0.24	0.24	0.24	
тс	0.319	0.319	0.319	
Time lag	0.01	0.01	0.01	
Km	0.02153	0.01827	0.02930	
Alpha	0.01580	0.01580	0.01383	
OF rate	3.73%	3.41%	4.31%	
RAI rate	0.06264	0.05786	0.07564	
TC RAI rate	1.50%	1.39%	1.82%	





Acea's investments in the main water companies in: Lazio, Umbria, Campania and Tuscany

LA	ZIO	UME	CAMPANIA		
ATO 2 Central Lazio (concession expires 2032)	ATO 5 Frosinone (concession expires 2033)	ATO1 Perugia includes municipalities in the province of Perugia (concession expires 2031)	ATI 4 Umbria includes 32 municipalities in the province of Terni (concession expires 2031)	ATO3 Regione Campania includes municipalities in the provinces of Naples and Salern (concession expires 2032)	
Ato 2 (Acea 96%) provides the integrated water service in Rome and in another 111 municipalities in the surrounding province.	Ato 5 (Acea 98%) provides the integrated water service in Frosinone and in another 86 municipalities in the surrounding province.	Umbra Acque (Acea 40%)	ASM Terni (Acea 0.6%, TWS 16.9%, Acea Ambiente 11.2%, Acea Molise 9.1%) owns 99.4% of Umbriadue Servizi Idrici, which in turn owns 40% of SII, which manages the integrated water service in ATI4 Umbria	Sarnese Vesuviano (Acea 99%) controls 37% of Gori. Other investors in Gori are Ente d'Ambito Sarnese Vesuviano and ASM Azienda Speciale.	
		TUSCANY			
ATO4 Alto Valdarno	ATO6 Ombrone	TUSCANY ATO2 Basso Valdarno	ATO3 Medio Valdarno	Municipality of Lucca	
ATO4 Alto Valdarno includes municipalities in the provinces of Arezzo and Siena (concession expires 2027)	ATO6 Ombrone includes municipalities in the provinces of Siena and Grosseto (concession expires 2031)		ATO3 Medio Valdarno includes municipalities in the provinces of Florence, Arezzo, Prato and Pistoia (concession expires 2024)	Municipality of Lucca Integrated water service Municipality of Lucca (concession expires 2025)	





Acea's investments in gas

ABRUZZO

ABRUZZO - MOLISE - CAMPANIA

Pescara Distribuzione Gas

Operates in the Municipality of Pescara

Altro Sangro Distribuzione Gas tes in the Province of L'Agu

Operates in the Province of L'Aquila (concessions expiring between 2020 and 2024)

Concessions in 5 ATEM:

2 in Abruzzo

2 in Molise

1 in Campania

Tot. approximately 30,700 PDR

Acea owns 51% of Pescara Distribuzione Gas.

The remaining shares are held by Mediterranea Energia (24.5%) and ALMA-C.I.S. (24.5%)

Acea owns 51% of Alto Sangro Distribuzione Gas.

The remaining shares are held by Mediterranea Energia (24.5) and ALMA-C.I.S. (24.5%)





Grids & Smart Cities

> Regulation

GRIDS & SMART CITIES

REGULATION (1/2)

Areti's concession expires in 2030

ARERA RESOLUTION 556/2023 – «Revision of rate of return on invested capital for infrastructure services in the electricity and gas sectors for the year 2024»

2024 WACC electricity distribution: 6.0%

ARERA RESOLUTION 497/2023 - «Application Criteria for Spending and Service Objectives (ROSS) for the transport of natural gas and the transmission, distribution and metering of electricity. Amendments to TIROSS 2024-2031 and RTTG 6PRT»

- Application of the ROSS-base solution from 2024 for electricity distributors serving at least 25K PODs
- Capital costs of 2G smart meters excluded from the scope of application
- Work in progress included in the RAB
- Reduction in the time lag for CPI and deflator

ARERA RESOLUTION 616/2023 – "Tariff regulation of electricity distribution and metering services for the period 2024-2027"

Operator combination incentives

Both in the case of operators subject to the parametric regime (serving less than 25K PODs) and the ROSS-base regime (serving at least 25K PODs) and in the case of combinations involving a distributor serving between 25K and 100K PODs and one serving over 100K PODs.

Rationalisation of HV grid assets

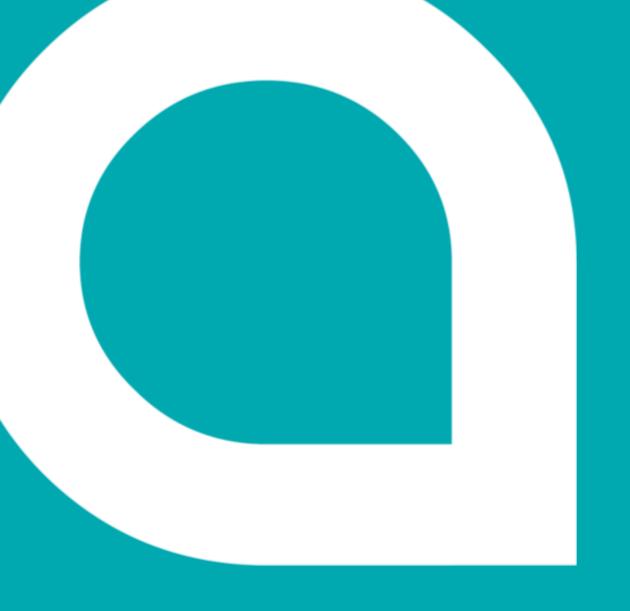
- Proposed one-off bonus to be paid to the selling distributor, expressed as a percentage (decreasing according to the year of sale: 4% by 2025, 3% by 2026 and 2027) compared with the revalued historical cost of the power lines/cables being sold.
- 2024 allowed opex
- Baseline of unit operating costs confirmed for each company according to the eligible operating costs effectively incurred in 2022. This baseline is revalued considering 2023 and 2024 inflation (provisionally inferred from the Bank of Italy's publication "Macroeconomic Projections for the Italian Economy", respectively corresponding to 6.0% and 1.9%)
- RAB deflator: reduction of time lag to 1 year (the deflator for 2024 tariffs will take account of the values referring to both 2022 and 2023, namely respectively 4.2% and 1.6%, as shown in the Draft Budgetary Plan)

ARERA RESOLUTION 617/2023 – «Approval of output-based regulations and the commercial quality of electricity distribution and metering services, with effect from 1 January 2024»

Incentives for the use of non-repayable funding

- Bonus for the use of non-repayable funding by electricity distributors equal to 10% (as opposed to the current approximate figure of 8.6%).
- Output-based incentives
- Output-based incentive for distribution grid development interventions: reserved for operators serving over 100K PODs who have the obligation to draw
 up grid development plans. The resolution sets the incentive mechanism for 2024, whereas the mechanism pertaining to the three years 2025-2027 will be
 defined by way of a subsequent measure.
- Incentives for the implementation of compensation arrangements for reactive energy input in critical areas
- The right to receive a bonus corresponding to the reactive energy input tariff charges paid by the company in the 24 months preceding the entry into service of the arrangement and during the month in question.





Environment

> Regulation



ARERA RESOLUTION 363/2021 (MTR-2) – «Approva of the tariff regime for waste (MTR-2) for the second regulatory period 2022-2025»

- The scope of application covers treatment plants used in the «recovery and disposal» of all urban waste, regardless of how it is subsequently classified. Recycling chains, managed by recycling consortia and other entities, are, on the other hand, not addressed.
- Regional planning has been given a decisive role in defining plants involved in closure of the cycle, operating in structurally rigid markets (insufficient capacity to meet demand for treatment), as «minimum». These plants are subject to revenue caps.
- Plants not classified as «minimum» as part of the planning process will be considered «additional»: these plants will not be subject to regulated tariffs but will only be subject to disclosure requirements.
- In a later resolution (68/2022/R/rif dated 22 February 2022), ARERA determined, in line with the approach adopted when setting the TIWACC for the energy sectors, the WACC for the regulatory period 2022-2025 save for any intra-period adjustments as 6% for facilities not integrated into the waste cycle (the WACC for the integrated cycle is instead 5.6%).
- With Determination 01/DRIF/2022 of 22 April 2022, ARERA approved the standard formats for the documents constituting the tariff proposal that the operators of "minimum" plants submit to the competent bodies, i.e., EGATOs or regional authorities. Reference is made, in particular, to financial plans and the accompanying report.

ARERA RESOLUTION 487/2023 – «Evaluation of the parameters forming the basis for calculating the cost of capital, in implementation of ARERA Resolution 389/2023/R/rif, concerning the two-yearly review (2024-2025) of the Waste Tariff Regime (MTR-2)»

- Confirmation at the time of initial application of the amounts for determining the rate of return.
- Any future revisions taking into account determinations regarding the trigger mechanism referred to in art. 8 of the TIWACC (contained in Annex A to Resolution 614/2021/R/COM) are unaffected.

ARERA RESOLUTION 7/2024 – «Compliance with the sentences of State Council, regarding the tariff regulation of waste treatment plants, referred to Arera's resolution 363/2021, and further provisions»

- Amendments to waste regulatory scheme MTR-2 (2nd regulatory period 2022-2025):
- Regulation for essential treatment plants has been confirmed, due to provisions reported in the national waste management plan "PNGR" (Ministerial Decree 24 June 2022, n. 257).
- The tariff regulation for the two-year period 2022-2023 has been removed, with consequent first application from the two-year period 2024-25 (pursuant to resolution 389/2023/R/rif), with substantial confirmation of the already adopted methodology.
- Following the activation of the trigger mechanism envisaged for gas and power regulated sectors, the WACC for essential non-integrated plants for the years 2024 and 2025 has been upgraded from 6.0% to 6.6%.





Regulations regarding incentives for renewable sources other than photovoltaic contained in <u>Min. for Econ. Dev. Decree of 23 June 2016</u>, have revised the previous ministerial decree of 6 July 2012 providing for the following forms of incentive:

Feed-in tariff, being the total revenue generated from electricity fed into the grid and from the incentive (only for plants with capacity below a set amount, equal to 500 kW);

Incentive, being additional revenue linked to electricity fed into the grid, as more fully described in the above decree.

The feed-in tariff and the incentive have different purposes:

Energy source (wind, biomass, geothermal, hydro, biogas, etc.) and type (e.g., biomass type A, B, C and D)

Type of project (new plant, reconstruction, reactivated, repowering, total or partial upgrade)

Plant capacity (nominal capacity in MW resulting from the sum of the electric capacity of the alternators, obtained by multiplying the apparent capacity expressed in MVA by the nominal capacity)

MD 6 July 2012 (GRIN system ex-GCs)	Conversion of the right to GCs into an incentive is introduced by art. 19 of the Ministerial Decree ("MD") of 6 July 2012.
	The incentive is added to revenue generated by the electricity fed into the grid, and is equal to:
	$I = k \cdot (180 - Re) \cdot 0.78$
	Factor k is defined by the regulation based on the type of source and intervention (for San Vittore and Terni k = 1.3). The term Re indicates the average sale price for electricity registered and communicated annually by ARERA.
MD 6 July 2012 and MD 23 June 2016 (FER-E system)	These decrees have established, among other things, the method for computing the incentive and the feed-in tariff (the second is valid only if the capacity of the plant is below a specific ceiling) in relation to the energy source, the type of intervention (namely: new plant, reconstruction, etc.) and the plant's capacity.





San Vittore del Lazio	Lines 2 and 3 entered service in April 2011 and July 2011, respectively.					
Lines 2 and 3	These currently qualify for an incentive associated with capacity above 23.2 MW; it is supported by the Incentive (GRIN, ex-GC system) regulated by art. 19 of the MD of 6 July 2012 (conversion of GCs into Incentive), the value of which in the current year is based on the average sale price of electricity in the previous year. Estimated value: €42.85/MWh, based on the portion of the energy qualifying for the incentive (approximately 47% of the electricity fed into the grid).					
San Vittore del Lazio Line 1	Line 1 entered service on 1 October 2016. The incentive (FER-E system) is determined in accordance with the detailed rules provided by the MD of 6 July 2012. Estimated value: €0.00/MWh, solely with regard to the portion of the energy qualifying for the incentive (approx. 47% of the electricity fed into the grid, provided that it is type-C biomass).					
Terni	A WTE plant that entered service in December 2012. This currently qualifies for the Incentive (GRIN ex-GC system) regulated by art. 19 of the MD of 6 July 2012 (conversion of GCs into Incentive), the value of which in the current year is based on the average sale price of electricity in the previous year. Estimated value: €42.85/MWh, based on the portion of the energy qualifying for the incentive (approximately 41% of the electricity fed into the grid).					
Orvieto (biogas from landfill)	The plant has two sections: M1 and M2, which entered service in November 2007 and March 2013, respectively. Section M2 currently qualifies for the Incentive (GRIN ex-GC system), regulated by art. 19 of the MD of 6 July 2012 (conversion of GCs into Incentive), the value of which in the current year is based on the average sale price of electricity in the previous year, reduced by multiplying factor «k», amounting to 0.80 (for M2). Estimated value: k x €42.85/MWh, based on the electricity sold above the threshold of 6999.4 MWh/year, reduced by a multiplying factor of 0.9 (for M2).					
Orvieto (biogas from anaerobic digestion)	The plant has two sections: M1 and M2, both of which entered service in November 2015. The incentive (FER-E system) is determined in accordance with the detailed rules provided by the MD of 6 July 2012 and consists of a feed-in tariff (all-inclusive P < 1 MW) of €174.44/MWh, based on the portion of the energy qualifying for the incentive (approximately 95% of the electricity fed into the grid).					

Estimated incentives and tariffs



Incentives applicable to Acea's plants

Type of plant	MD 6 July 2012	MD 23 June 2016
Biogas plant between 0.6 and 1 MW	€178/MWh	€160/MWh
Biogas plant between 1 and 5 MW	€125/MWh	€112/MWh
WTE plants > 5 MW	€125/MWh	€119/MWh

Feed-in tariffs (final amounts for 2022)

Plant	Ref.	Incentive/Tariff	Value	Expiry	Fixed/variable
Terni	GRIN ex-GC, MD 6 July 2012	Incentive	€42.85/MWh	2028	Variable (SP)*
San Vittore d. Lines 2 e 3 (P < 23,2)	GRIN ex-GC, MD 6 July 2012	Incentive	€42.85/MWh	2026	Variable (SP)*
San Vittore d. Linea1	FER-E, MD 6 July 2012	Incentive	€0.00/MWh	2036	Variable (ZP)**
Orvieto Discarica	GRIN ex-GC, MD 6 July 2012	Incentive	€34.28/MWh	2028 M2	Variable (SP)*
Orvieto Landfill + Composting	FER-E, MD 6 July 2012	Feed-in tariff	€174.44/MWh	2035	Fixed



^{*} Sale price (previous year)

^{**} Zonal price (current year)



Overall view of electricity production plants

Treatment plant	FER e.e.	Number of sets	Installed capacity (MW)	Gross production 2022 (GWh)
Terni	SSF (pulper)	1	13.6	85.81
Paliano	-	-	-	-
San Vittore del Lazio	SSF (ex RDF)	3	43.8	231.90
Orvieto ¹	biogas	4	3.125	11.43
Monterotondo M. ²	biogas	1	0.834	5.40
Sabaudia ³	-	-	-	-
Aprilia ²	biogas	3	3.0	14.51

³ Plant not expected to produce electricity.



¹ Biogas plant using waste from landfill, 2 sets with total capacity of 2.127 MW; Biogas plant using anaerobically treated waste, 2 sets with total capacity of 0.998 MW.

² Production plant to be built as part of expansion; one biogas-fueled set for Monterotondo (834 kW nominal) and 3 biogas-fueled sets for Aprilia (total nominal capacity of approx. 3,000 kW).



Commercial

> Regulation



END OF ENHANCED PROTECTION MARKET REGISTER OF SELLERS

Auction for non-vulnerable customers took place on 10th January 2024. The results due to be published on 6th February. The transfer of customers expected in June 2024

Consumer support measures

In line with the first quarter of 2023, the process of gradually withdrawing the consumer support measures, introduced in previous years to ease the impact of the significant price pressures in global energy markets, continued.

In the second quarter, in implementation of Law Decree 34 of 30 March 2023 (the *Aiuti-quinques* Decree), **general system costs** were reintroduced for all electricity customers, including domestic users, whilst their elimination was confirmed for the gas sector. In the gas sector, the tariff reduction linked to the UG2 component is also to be gradually phased out and then cut completely during the quarter.

The reduction in **VAT** to 5% for the supply of natural gas for civil and industrial use also remains in force for this period.

With regard to the **social voucher for households in financial need**, the additional social voucher will continue to be applied, with the number of beneficiaries expanded by raising the income threshold to €30,000 for families with at least 4 dependent children.

With regard to the **social voucher for people in physical need**, a one-off grant has instead been introduced for points of delivery with committed power equal to or over 3.5 kW.

The decree has also confirmed, albeit at a lower rate, the **tax credit** for firms that consume electricity and gas.

In the third quarter, the subsequent Law Decree 79 of 28 June 2023 (the *Aiuti-sexies* Decree) reconfirmed all the measures previously provided for in the previous quarter, except for the tax credit.



Financial Results



9M 2023 Results

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1

A CHALLENGING MARKET ENVIRONMENT

2 9M 2023 RESULTS

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A «challenging» market environment

Renewed energy price inflation and ongoing developments in the regulatory framework

Regulation



Water: Updated regulation of integrated water service tariffs for the 4th regulatory period (2024-2029) - ARERA Resolution 639/2023

Reti & Smart cities: Tariff regulation for electricity distribution for the 6th regulatory period (2024-2027) – ARERA Resolutions 556-497-616-617/2023

Waste: new criteria are being drawn up for regulation of the waste sector for non-integrated providers (minimum plants), involving four-year financial plans and regulated tariffs.

Uncertain timing of application

Commercial: auction for non-vulnerable customers on 10th January 2024 (results due to be published on 11th) with the transfer of customers expected in June 2024

Commodity prices and inflation



Interest rates



Commodity prices rose in the quarter: PUN in **September** €116/MWh (+3% vs previous month),

PUN Q3-2023 €113/MWh (+7% vs previous two-month period)

PUN Jan-Sept 2023 €129/MWh (-60% vs 2022)

Inflation in September +0.2% vs previous month and +5.3% on a trend basis

Inflation Jan-Sept 2023 +7% vs 2022

Financial costs up vs 2022

Mid Swap 4Y-5Y September 2023: 3.5% - 3.4% vs

Mid Swap 4Y-5Y September 2022: 2.9% - 3%



Agenda

1 CONTESTO DI MERCATO SFIDANTE

2 9M 2023 RESULTS

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Highlights 9M 2023

EBITDA GROWTH, INCREASED INVESTMENT IN REGULATED BUSINESSES* AND CONTINUED OPERATIONAL DISCIPLINE

REVENUE

Water Italy, Grids & Smart Cities and Environment +4%



Group revenue of €3.4bn, including approximately €1.8bn from Water Italy, Energy Grids & Smart Cities and Environment segments (+4% versus 9M 2022)

EBITDA

excluding non-recurring events and changes in scope +3%



Recurring EBITDA of €992m, up €29m versus 9M 2022 driven by organic growth in regulated businesses (+6% Water Italy and +6% Grids & Smart Cities) and ongoing operating cost efficiencies

NET PROFIT

excluding non-recurring events and changes in scope +3%



Net profit of €209m with EBITDA growth offsetting increase in financial charges caused by rising interest rates and increase in depreciation linked to capex in previous years

CAPEX

Water Italy, Grids & Smart Cities and Environment +5%



Capex of €733m up across regulated businesses in line with investment plans and with the average for 2022

OPERATING FREE CASH FLOW +€112M

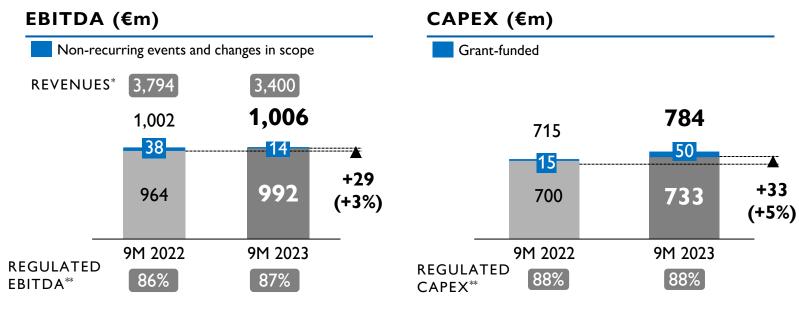


Operating free cash flow of €24m up €112m versus 9M 2022, enabling the Group to maintain a solid financial structure: Net Debt/EBITDA of 3.7x fully in line with guidance (<3.8x)



Overview of 9M 2023 results

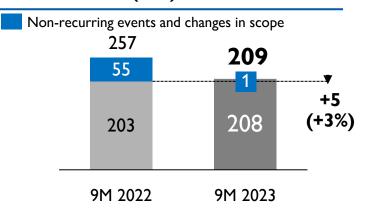
ORGANIC GROWTH AND RELAUNCH OF INVESTMENTS



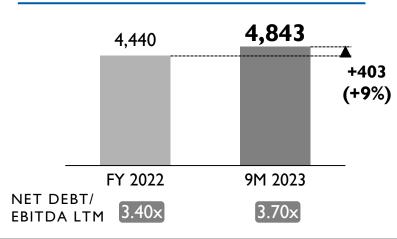
Organic EBITDA growth driven primarily by the regulated businesses and efficiency initiatives, offsetting the negative impact of the energy scenario

Relaunch of the investments in the Water Italy and Grids & Smart Cities businesses

NET PROFIT (€m)



NET DEBT (€m)



Operating performance has offset increases in depreciation and financial costs

Ratio **NET DEBT/EBITDA** in line with the guidance for 2023



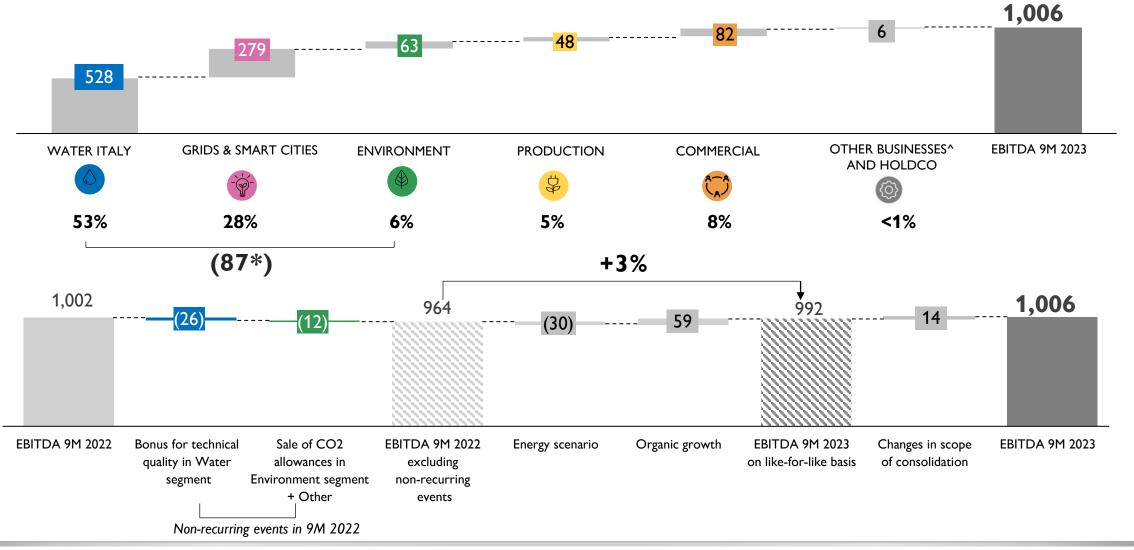
^{*} Revenues after adjusting for non-recurring events and changes in scope.

^{**} Includes, in addition to the regulated Water Italy and Grids & Smart Cities businesses, the Environment business.

EBITDA 9M 2023

IMPROVEMENT DRIVEN BY ORGANIC GROWTH OF REGULATED BUSINESSES

EBITDA (€m)



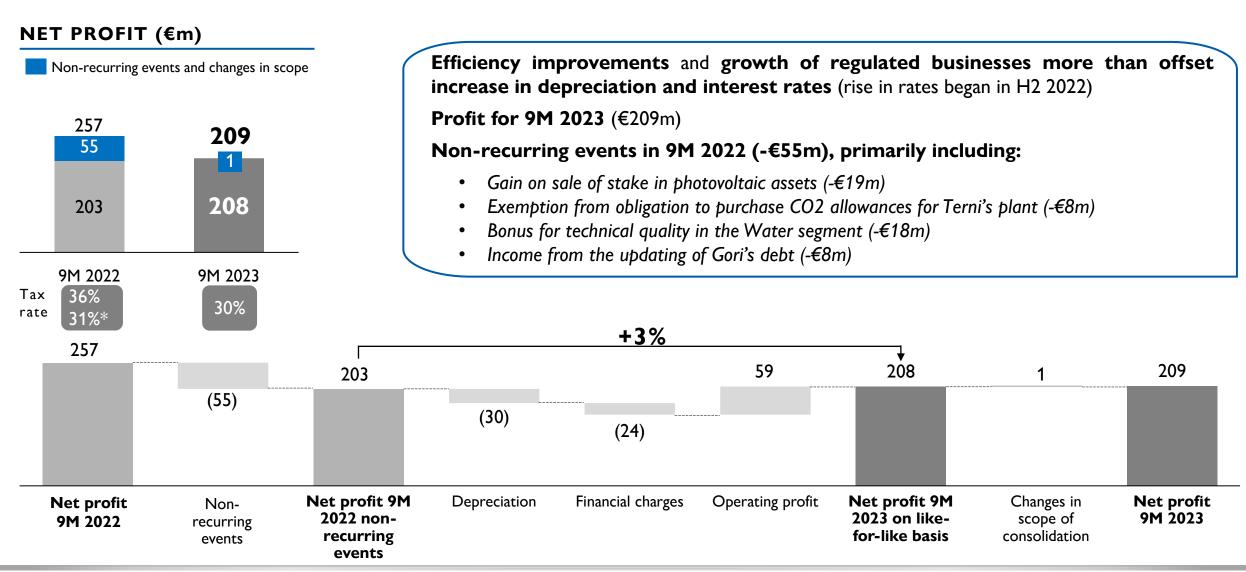


[^] Overseas Water, Engineering & Infrastructure Projects.

^{*} Includes, in addition to the regulated Water Italy and Grids & Smart Cities businesses, the Environment business.

Net profit 9M 2023

OPERATING EFFICIENCIES AND ORGANIC GROWTH HAVE OFFSET INCREASES IN DEPRECIATION AND FINANCIAL COSTS

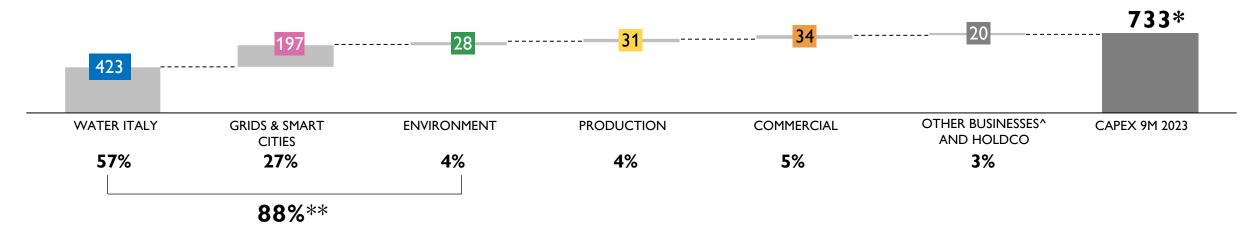




CAPEX 9M 2023

INVESTMENT DRIVE CONTINUES WITH FOCUS ON REGULATED BUSINESSES

CAPEX (€m)





WATER ITALY

- REPAIR AND WIDENING OF WATER AND SEWER PIPES
- EXTRAORDINARY MAINTENANCE OF PLANTS AND NETWORKS
- WORK ON TREATMENT PLANTS
- CHANGE IN SCOPE OF CONSOLIDATION



GRIDS & SMART CITIES

- UPGRADE OF THE GRID
- WORK ON PRIMARY AND SECONDARY SUBSTATIONS
- INSTALLATION OF 2G METERS



ENVIRONMENT

- WORK ON SAN VITTORE AND TERNI PLANTS
- CONSTRUCTION OF PLASTIC SORTING PLANT
- CHANGE IN SCOPE OF CONSOLIDATION



PRODUCTION

- UPGRADE OF
 HYDROELECTRIC
 PRODUCTION PLANTS
- CONSTRUCTION OF PHOTOVOLTAIC PLANTS



COMMERCIAL

- CUSTOMER ACQUISITION
- SMART SERVICES AND E-MOBILITY PROJECTS



OTHER BUSINESSES AND HOLDCO

 CORPORATE: IT PROJECTS

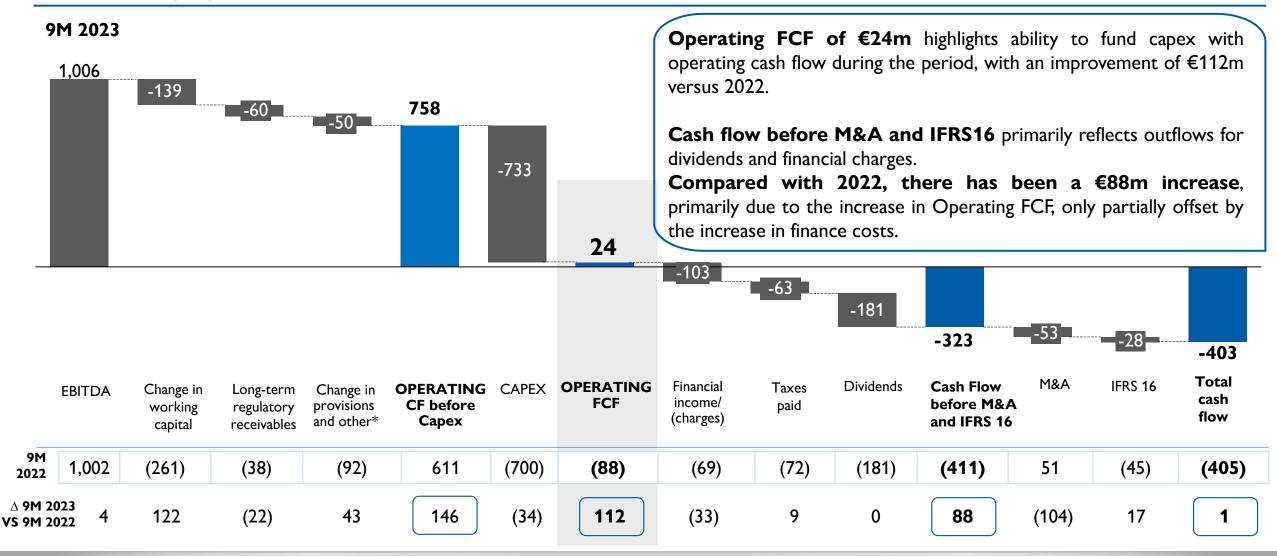


^{*} Net of grant-funded investment of €50m.
** Includes, in addition to the regulated Water Italy and Grids & Smart Cities businesses, the Environment business.

Cash Flow 9M 2023

IMPROVEMENT IN FREE CASH FLOW

CASH FLOW (€m)





^{*} Provisions for expected credit losses reclassified from the change in provisions to the change in working capital.

Financial structure 9M 2023

LEVERAGE GUIDANCE CONFIRMED, AVERAGE COST OF DEBT 2%

(€m)	CONS 9M 2023	DEC 2022	CONS 9M 2022	CONS 9M 2023 vs DEC 2022	CONS 9M 2023 vs 9M 2022
Net debt	4,843	4,440	4,393	403	450
Long-term debt	4,795	4,723	4,706		
Short-term debt	986	619	756		
Cash and cash equivalents	(938)	(902)	(1,069)		

LEVERAGE

NET DEBT/EBITDA LTM NET DEBT/EBITDA 30 SEPTEMBER 2023 31 DECEMBER 2022 3.7x3.4x

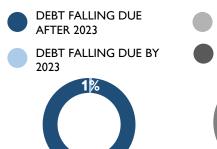
RATINGS

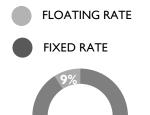
FitchRatings «BBB+» Moody's «Baa2» Stable outlook* Negative outlook

DEBT STRUCTURE

(MATURITY AND INTEREST RATES AS OF 30 SEPTEMBER 2023)

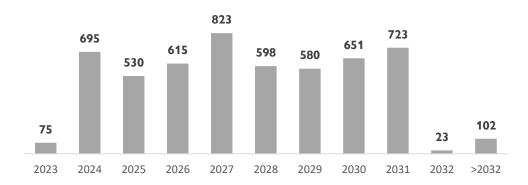
% FIXED	AVERAGE	AVERAGE
RATE	COST	TERM
DEBT		
91%	2.06%	4.4 YEARS







DEBT MATURITY PROFILE (€m)



17 JANUARY 2023

Placement of a new Green Bond worth €500m, paying coupon interest of 3.875% and maturing on 24 January 2031.

3 FEBRUARY 2023

Completion of the €200m tap issue of January's Green Bond on the same terms (coupon and term to maturity).

6 JULY 2023

€435m EIB loan to be used to fund investment in improving the coverage and quality of integrated water services, cutting water losses and boosting energy efficiency.





Water Italy^: organic EBITDA growth +6%

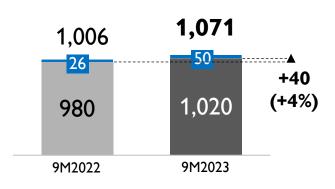
VALUE CREATION THROUGH INVESTMENT

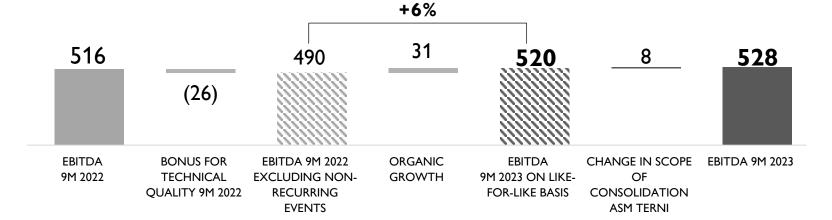
REVENUE

(€m)

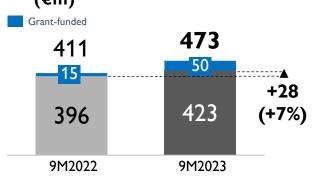
Non-recurring events and changes in scope







CAPEX (€m)



COMBINATION WITH ASM TERNI

- ✓ closing of first phace (6 December 2022)
- closing of second phase completing the transaction (20 April 2023)
 Acea's stake in ASM Terni rises to 45%

RAB 31 DEC 2022: €3,886m



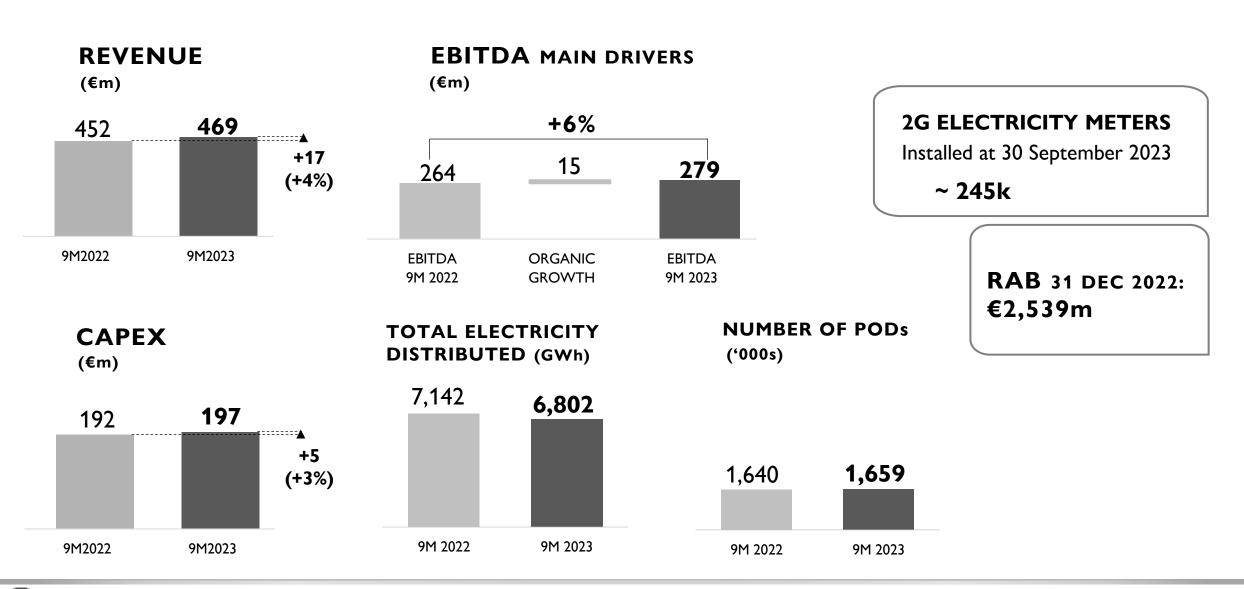
^{*} Excluding the bonus for technical quality in 9M 2022 and the change in scope in 9M 2023.

[^] Includes gas distribution business.



Grids & Smart Cities: EBITDA growth +6%

FOCUS ON RESILIENCE AND DIGITALISATION OF THE GRID

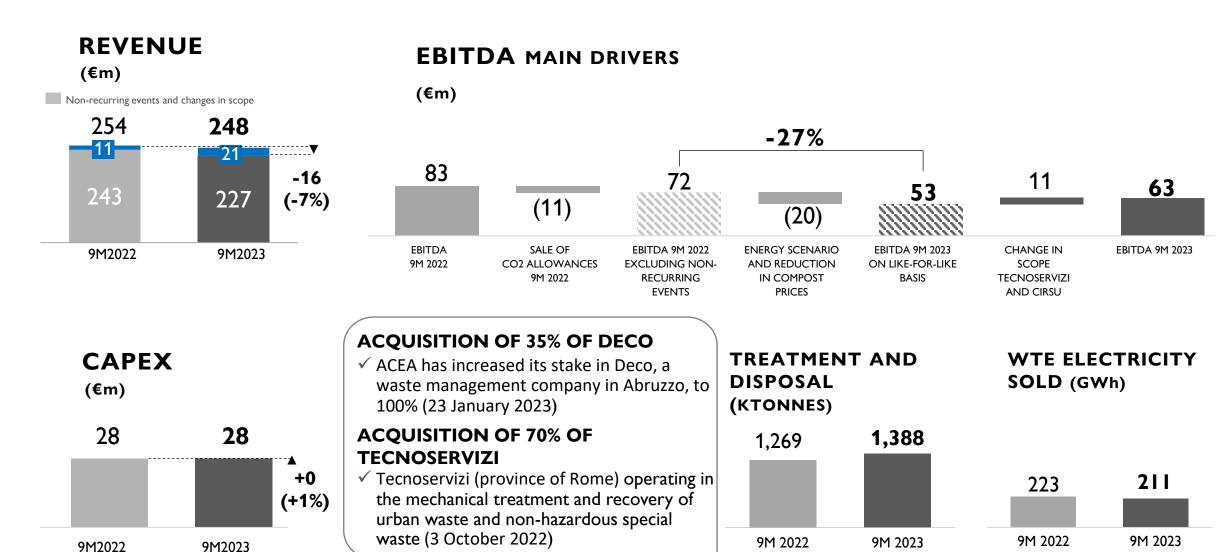






Environment: increase in waste treated +9%

ONGOING INTEGRATION OF PLANTS ACQUIRED IN CENTRAL ITALY

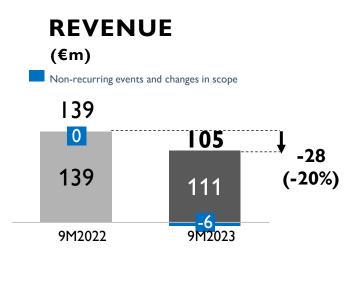






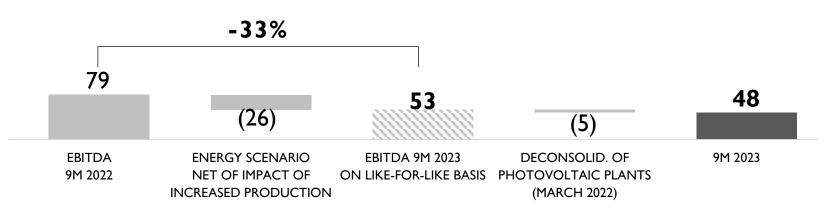
Production: increase in electricity production +14%

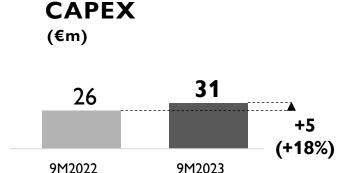
OVER 200MW OF READY-TO-BUILD PHOTOVOLTAIC PLANTS



EBITDA MAIN DRIVERS





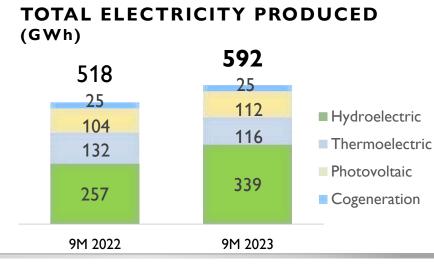


UPDATE PHOTOVOLTAIC PLANTS

Total pipeline of 866 MW

- consents obtained for 208 MW (under construction + ready to build)
- ➤ 658 MW awaiting consents

Installed capacity 101 MW

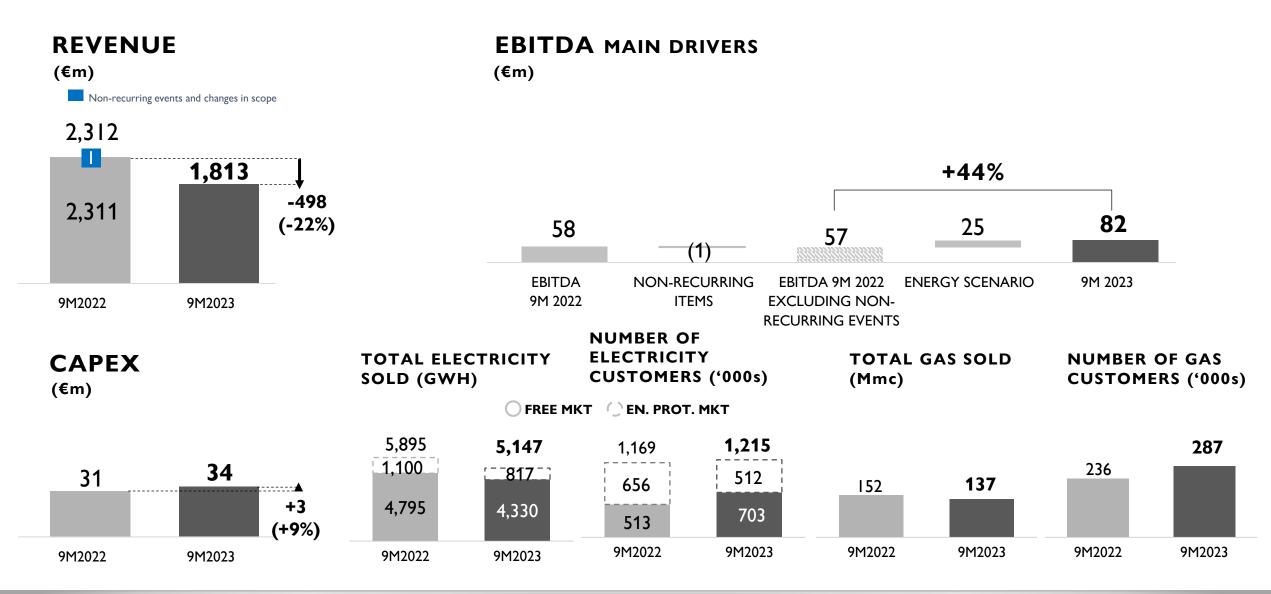






Commercial: EBITDA growth +44%

GROWTH IN FREE MARKET CUSTOMER BASE





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1 A CHALLENGING MARKET ENVIRONMENT

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Sustainable growth pathway in early 2023

KEY DEVELOPMENTS

DECO

January 2023

Completion of the acquisition of the remaining 35% of DECO (waste management in the Abruzzo region).

New WTE in Rome

March 2023

Expression of interest in bidding for the contract for the new Santa Palomba WTE plant (Rome) submitted together with Suez, Hitachi Zosen Inova and Vianini Lavori.

Combination with ASM Terni

April 2023

Closing of the second phase of the business combination involving ACEA, ASM Terni and the Municipality of Terni.

SIMAM

April 2023

Completion of the acquisition of the remaining 30% of SIMAM, specialising in engineering, the construction and operation of water and waste treatment plants and in environmental and remediation projects).

WMS (Waidy Management System)

May 2023

WMS, ACEA's technology platform for sustainable water cycle management, receives award in the Service Design category. Partnership with Acquedotto Pugliese

June 2023

Signature of a Memorandum for the development of joint projects for the protection of water resources and technological innovation.

EIB loan

July 2023

€435m EIB loan obtained.

Safeguarding legality

July 2023

Signature with the Ministry of Internal Affairs of a «National Framework Agreement for the safeguarding of legality».

Illuminazione Pubblica

September 2023

Approval of the proposal for a potential settlement agreement with Roma Capitale regarding the public lighting service.

Technical and Contractual Quality bonus

October 2023

ACEA ATO2 ranked as the best operator in Italy with regard to reducing water losses.

Technical Quality bonus awarded to ACEA ATO2 for the two-year period 2020-2021: €24.7m.



Sustainable growth pathway in early 2023

KEY DEVELOPMENTS

Top Employers Italia 2023

January 2023

Acea obtains «Top Employers Italia 2023» certification.

Gender-Equality Index

January 2023

Confirmation of inclusion in the «Gender Equality Index», with a score of 81.58.

RSE Top Utility for Research and Innovation

March 2023

Winner of the award as «RSE Top Utility for Research and Innovation».

People and Participation Charter

May 2023

Signature with the labour unions of a "People and Participation Charter".

Standard Ethics

July 2023

Standard Ethics upgrades ACEA's Corporate Standard Ethics Rating (SER) to "EE+" from the previous "EE" with a "Positive" outlook.

SBTi

September 2023

Science Based Targets initiative (SBTi) validates Acea's direct and indirect greenhouse gas emission targets.



Consolidated income statement and statement of financial position at 30 September 2023

Consolidated income statement (€000)

Sales and service revenues			(Decrease)
Sales and service revenues	3,291,370	3,677,828	(386,458)
Other operating income	108,882	115,979	(7,097)
Consolidated net revenue	3,400,252	3,793,807	(393,555)
Staff costs	259,276	224,184	35,092
Cost of materials and overheads	2,154,055	2,623,693	(469,638)
Consolidated operating costs	2,413,331	2,847,877	(434,546)
Net profit/(loss) from commodity risk management	0	34,547	(34,547)
Profit/(loss) on non-financial investments	19,462	21,833	(2,371)
Gross operating profit	1,006,382	1,002,310	4,072
Net impairment losses/(reversals of impairment losses) on trade receivables	64,060	73,854	(9,794)
Amortisation, depreciation and provisions	499,656	443,776	55,880
Operating profit/(loss)	442,666	484,680	(42,014)
Finance income	28,241	20,530	7,711
Finance costs	(131,467)	(78,982)	(52,485)
Profit/(loss) on investments	1,064	19,574	(18,510)
Profit/(loss) before tax	340,504	445,802	(105,298)
Income tax expense	103,854	162,080	(58,226)
Net profit/(loss)	236,650	283,722	(47,072)
Net profit/(loss) from discontinued operations			
Net profit/(loss)	236,650	283,722	(47,072)
Net profit/(loss) attributable to non-controlling interests	27,225	26,325	901
Net profit/(loss) attributable to owners of the Parent	209,425	257,397	(47,972)
Earnings/(Loss) per share attributable to owners of the Parent			
Basic	0.98338	1.20864	(0.22526)
Diluted	0.98338	1.20864	(0.22526)
Earnings/(Loss) per share attributable to owners of the Parent net of treasury share	s		
Basic	0.98531	1.21101	(0.22570)
Diluted	0.98531	1.21101	(0.22570)

Consolidated statement of financial position (€000)

	30 September 2023	31 December 2022	(Decrease)
Property, plant and equipment	3,264,629	3,144,250	120,379
Investment property	2,003	2,256	(253)
Goodwill	254,561	255,048	(487)
Concessions and infrastructure rights	3,682,323	3,470,906	211,417
Intangible assets	397,209	420,191	(22,982)
Right-of-use assets	103,584	90,397	13,187
Investments in unconsolidated subsidiaries and associates	365,615	348,885	16,731
Other investments	3,025	3,007	19
Deferred tax assets	216,238	179,823	36,415
Financial assets	24,874	30,531	(5,657)
Other non-current assets	672,089	615,144	56,946
Non-current assets	8,986,151	8,560,435	425,716
Inventories	125,969	104,507	21,462
Trade receivables	1,296,282	1,267,445	28,837
Other current assets	403,211	458,780	(55,569)
Current tax assets	62,151	26,296	35,855
Current financial assets	468,998	342,085	126,913
Cash and cash equivalents	468,457	559,908	(91,451)
Current assets	2,825,068	2,759,022	66,046
Non-current assets held for sale	18,296	19,076	(779)
TOTAL ASSETS	11,829,515	11,338,533	490,983
Share capital	1,098,899	1,098,899	0
Legal reserve	157,838	147,501	10,337
Other reserves	72,815	27,743	45,072
Retained earnings/(accumulated losses)	756,265	737,400	18,865
Net profit/(loss) for the period	209,425	279,725	(70,300)
Total equity attributable to owners of the Parent	2,295,241	2,291,268	3,974
Equity attributable to non-controlling interests	481,732	463,975	17,758
Total equity	2,776,974	2,755,243	21,731
Staff termination benefits and other defined-benefit	109,370	112,989	(3,618)
obligations Provisions for liabilities and charges	317,439	218.025	99.414
Borrowings and financial liabilities	4,794,633	4,722,263	72,370
Other non-current liabilities	439,448	399,628	39,820
Non-current liabilities	5,660,890	5,452,905	207,986
Borrowings	985,915	619.418	366,498
Trade payables	1,669,441	1,849,980	(180,539)
Tax liabilities	12,978	26,810	(13,831)
Other current liabilities	723,108	632,259	90,850
Current liabilities	3,391,444	3,128,466	262,977
Liabilities related directly to assets held for sale	207	1,919	(1,712)
TOTAL EQUITY AND LIABILITIES	11,829,515	11,338,533	490,983



Financial highlights for Engineering & Infrastructure Projects, Overseas Water and the Holdco



(€m)	9M 2023	9M 2022	% change
Revenue	82.7	84.4	-2.0%
EBITDA	4.5	7.9	-42.5%
Capex	3.3	3.0	+7.6%



(€m)	9M 2023	9M 2022	% change
Revenue	73.5	70.0	+4.9%
EBITDA	27.5	25.2	+9.3%
Capex	3.7	3.2	+16.5%



HOLDCO

(€m)	9M 2023	9M 2022	% change
Revenue	105.1	107.9	-2.6%
EBITDA	(26.3)	(30.4)	-13.6%
Capex	13.2	21.5	-38.5%



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. THIS PRESENTATION DOES NOT CONTAIN AN OFFER TO SELL OR A SOLICITATION OF ANY OFFER TO BUY ANY SECURITIES ISSUED BY ACEA S.P.A. OR ANY OF ITS SUBSIDIARIES.

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, SABRINA DI BARTOLOMEO – CFO OF THE COMPANY - DECLARES THAT THE ACCOUNTING INFORMATION CONTAINED HEREIN CORRESPOND TO DOCUMENT RESULTS, BOOKS AND ACCOUNTING RECORDS.

