

A35 Brebemi



From: Società di Progetto Brebemi S.p.A. (the “Company”)

To: Citicorp Trustee Company Limited
Citigroup Centre, Canada Square
Canary Wharf
London E14 5LB
United Kingdom
Attention of: Agency & Trust – Security Agent
(the “Note Trustee”)

Citibank Europe plc, UK Branch
25 Canada Square, Canary Wharf
London E14 5LB
United Kingdom
Attention of: Loans Agency
(the “Facility Agent”)

Brescia, September 12, 2023

Dear Sirs, Madams,

Reference is made to the Common Terms Agreement dated October 15, 2019 between, *inter alios*, the Company, the Security Agent and the Facility Agent (the “CTA”) and the Master Definitions Agreement dated October 15, 2019 between, *inter alios*, the Company, the Note Trustee and the Facility Agent (the “MDA”).

Capitalised terms used in this Notice and not defined herein have the meanings given to them in the CTA and the MDA, as the case may be.

This is a Notice for the purposes of, and pursuant to, Clause 9.25 letter (c) (*Transaction Documents*) of the CTA.

Following our Notice made pursuant to Clause 9.25 letter (c) (*Transaction Documents*) of the CTA and published on the Designated Website on June 15, 2022 (the “2022 PEF Assumptions”), Concessioni Autostradali Lombarde S.p.A. (the “Grantor”) liaised with the competent Governmental Authorities in connection with the update of the Financial and Economic Plan (*Piano Economico Finanziario*) (“PEF”) for the 2021-2025 five-year regulatory period.

Soggetta alla direzione e coordinamento
di ALEATICA SAU

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In light of the requests made by such Governmental Authorities, the Grantor and the Company discussed certain amendments to the 2022 PEF Assumptions, with the aim of ensuring that the economic and financial balance of the PEF is maintained in the 2021-2025 five-year regulatory period (the “PEF Rebalancing”). As a result of the above activities, the Company and the Grantor have reached a shared view, in principle, with respect to the main terms of the possible PEF Rebalancing (subject to, *inter alia*, the completion of any necessary corporate, administrative and contractual approvals and consents required in order to effect the same (including, without limitation, any consent that the Company may seek to obtain under the applicable Finance Documents)) (the “New PEF Assumptions”).

The New PEF Assumptions have been prepared by the Company in the context of the rebalancing process of the PEF that is being carried out in accordance with the Inter-ministerial Committee for Economic Planning (*comitato interministeriale per la programmazione economica*) (“CIPE”) Resolution No. 39 of June 15, 2007 and with the Transport Regulation Authority (*autorità di regolazione dei trasporti*) (“ART”) resolution n.87/2021, which requires that the PEF be updated on a regular basis at the end of each five-year regulatory period.

The Company is now willing to submit to the Grantor the New PEF Assumptions that will form the basis of the PEF Rebalancing, which are meant to replace in all respects the assumptions published on the Designated Website on June 15, 2022. For the avoidance of doubt, the replacement of the 2022 PEF Assumptions with the New PEF Assumptions shall not impact the effectiveness or the validity of the STID Proposal Consent Letter executed by the Company and the Security Agent on July 27, 2022 in connection with the extension of the end date of the Concession Agreement, it being understood that the effectiveness of such extension shall occur only upon the PEF Rebalancing agreed between the Company and the Grantor having been effectively approved by all the competent authorities and become effective under applicable laws.

Pursuant to Clause 9.25 letter (c) (*Transaction Documents*) of the CTA and in furtherance of the above, please see attached in Annex 1 the New PEF Assumptions that the Company is willing to formally submit to the Grantor for purpose of further progressing the discussions in respect of the PEF Rebalancing, showing the changes made to the 2022 PEF Assumptions.

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There can be no assurance that the New PEF Assumptions will not change in the future, also as a result of the Company's ongoing discussions with the Grantor and the Grantor's discussions with the competent Governmental Authorities. In such a case the Company will promptly provide to the Note Trustee and the Facility Agent a further Notice pursuant to Clause 9.25 letter (c) (Transaction Documents) of the CTA.

Yours sincerely,

Società di Progetto Brebemi S.p.A.

A handwritten signature in black ink, appearing to read "V. Kirsch".

A handwritten signature in blue ink, appearing to read "A".

Annex 1



Società di Progetto Brebemi S.p.A.

PEF Rebalancing - Assumptions

PEF Rebalancing Assumptions

| | | |
|------------------------|--|--|
| Traffic scenario | the EFP is based on the updated P80 traffic projections prepared by traffic advisor Righetti & Monte in December 2021. The traffic projections consider the introduction since January 2023 of a different tolling method for the open section between the Castegnato and Chiari Ovest barriers which should be expected to provide a potential benefit in terms of tolled traffic and revenues. | |
| Regulatory Period | The new regulatory model has been developed accordingly to the tariff system defined by the resolution 87/2021 issued by the Transport Regulatory Authority ("ART"). In accordance with the Grantor the first regulatory period has been conventionally set from 2021 to 2025. The new regulatory model has been developed starting from the actual figures as at 31.12.2020. | |
| Inflation | The projected inflation rate has been set at 0.5% in 2021, 5.4% from 2022 to 2025 and 1.5% after 2026. | |
| Tariff increase | Predetermined tariff increases of 4.83% per year, slightly higher than the tariff profile provided for in the 2016 EFP and 2022 PEF Assumptions (4.49%). The EFP maintains in 2023, 2024, 2025 and 2026 a tariff increase of 5.61% as provided in 2022 PEF Assumptions. | |
| Concession Tenor | Extended from 22.01.2040 to 31.12.2046 (approximately 7 years extension). | |
| Terminal Value | Euro 1,205 million as provided in 2016 EFP. (Euro 1,450 million in 2022 PEF Assumptions). | |
| Poste Figurative | The balance of Poste Figurative at the end of the concession has been set to zero (Euro 419 million in 2022 PEF Assumptions). | |
| Covid Losses | Recovery through an additional tariff component of the Covid losses incurred until 31.12.2020 | |
| Refinancing assumption | Considering the extension of the concession, PEF proposal considers that a refinancing of the Class A3 notes takes place in 2040, extending the maturity of the debt which will be amortized in approximately 5 years with a 50% cash sweep consideration | |

1 Model

| | | |
|----------------------------------|-------|------------|
| Model start | date | 01/01/2018 |
| Month in semester | month | 6 |
| Semester in year | x | 2 |
| Historical data end | date | 31/12/2020 |
| Precision for model optimization | | 5 |

2 Macroeconomic

| | | |
|--------------------------------|-------|--|
| 2,1 Inflation | | |
| Inflation | text | CAL |
| Month for inflation indexation | month | 1 |
| 2,2 Traffic | | |
| Traffic scenario | text | P80 Righetti - Dic 2021 Interconnessione |

3 Concession

| | | |
|--|----------|------------|
| 3,1 Timing | | |
| Concession end | date | 31/12/2046 |
| End of regulatory period | date | 31/12/2020 |
| 3,2 Toll road length | | |
| Toll road length | km | 62,1 |
| 3,3 Tariff (base 2018) | | |
| Light | €/veh/km | 0,14117 |
| Heavy | €/veh/km | 0,27700 |
| X factor flat current / sensi regulation (0/1) | flag | 0 |
| X tariff increase | % | 2,99% |
| X tariff increase - post 2022 sensi | % | 0,00% |
| X tariff increase | % | 4,83% |
| X factor end | date | 31/12/2021 |
| X factor end | date | 31/12/2046 |
| Tariff indexed to inflation | flag | 1 |
| Discount on traffic | % | 3,00% |
| End discount | date | 30/06/2022 |
| Inflation regulatory calculation | % | 1,50% |
| 3,4 Other revenues | | |
| Other revenues | '000€ | 2.299 |
| 3,5 Termination amount | | |
| Termination amount | '000€ | 1.205.000 |
| 3,6 Termination payment | | |
| Compensation for remaining services | % | 10% |

PEF Rebalancing Assumptions

| 4 Costs | | | |
|--|-------|------------|--|
| 4,1 Cost of production services provided by external suppliers | | | |
| O&M (per semester) | '000€ | 3.666 | |
| Commission on toll collected | % | 0,10% | |
| 4,2 Toll road direct costs | | | |
| Energy | '000€ | 1.300 | |
| Insurance | '000€ | 420 | |
| Other costs | '000€ | 244 | |
| 4,3 Fees | | | |
| Fee on toll revenues | % | 2,40% | |
| Fee on other revenues | % | 40,00% | |
| 4,4 Costs of good solds | | | |
| Costs of good solds | '000€ | 71 | |
| 4,5 G&A Costs | | | |
| Directors/Board of auditors | '000€ | 586 | |
| Marketing and communication | '000€ | 293 | |
| Energy / Utilities | '000€ | 59 | |
| Travel expenses | '000€ | 59 | |
| IT costs | '000€ | 127 | |
| Consultants (legal, Tech, Admin) | '000€ | 1.075 | |
| Other personnel costs | '000€ | 108 | |
| Other G&A Costs | '000€ | 195 | |
| Bank charges and guarantee fees | '000€ | 78 | |
| Associative contributions and other costs | '000€ | 508 | |
| Bond costs | '000€ | 440 | |
| 4,6 Personnel costs | | | |
| Personnel costs | '000€ | 3.030 | |
| | '000€ | 0 | |
| 4,7 Other costs | | | |
| Rentals | '000€ | 244 | |
| Other costs | '000€ | 0 | |
| 5 Working capital | | | |
| 5,1 Payables | | | |
| Days payable on operation costs | day | 90 | |
| Maintenance cost working capital 31/12/2017 | '000€ | 6.055 | |
| O&M working capital 31/12/2017 | '000€ | 3.695 | |
| 5,2 Receivables | | | |
| % of toll revenue for working capital | % | 70% | |
| Days receivables on toll revenues | day | 120 | |
| Days receivables on other revenues | day | 60 | |
| 6 Public Grant | | | |
| 6,1 Public Grant | | | |
| Public Grant received up 31/12/2017 | '000€ | 79.433 | |
| NPV public grants 31/12/2017 | '000€ | 197.728 | |
| | % | 1,66% | |
| 7 Debt for expropriation | | | |
| 7,1 Debt for expropriation | | | |
| Date for debt repayment | date | 31/12/2019 | |

PEF Rebalancing Assumptions

| 8 Tax | | | |
|---|-------|--|------------|
| 8.1 Taxable income adjustments | | | |
| Cap on maintenance expense deductible | % | | 5,0% |
| 8.2 IRAP | | | |
| Share of personnel expense non deductible | % | | 5,0% |
| Share of director/auditor expense non deductible | % | | 50,0% |
| Month for IRAP payment | month | | 12 |
| IRAP tax rate | % | | 3,90% |
| 8.3 IRES | | | |
| IRAP deductability | % | | 10,00% |
| Month for IRES payment | month | | 12 |
| Tax loss carry forward @31/12/2017 | '000€ | | 271.107 |
| Tax loss carry forward from first 3 year of operation @31/12/2017 | '000€ | | 1.600 |
| Tax deducibility on losses | % | | 80% |
| IRES tax rate | % | | 24,00% |
| Month first payment | month | | 6 |
| 1st payment | % | | 40% |
| Month second payment | month | | 11 |
| 2nd payment | % | | 60% |
| Cap on interest deductability as % of EBITDA | % | | 30% |
| 8.31 Capped for tax deductability - pre-refinancing | | | |
| Up front fee amortization | flag | | 1 |
| Interest expense - debt | flag | | 1 |
| Interests expense - BBM banks (expropriation) | flag | | 1 |
| Interests expense - shareholder loan | flag | | 0 |
| Swap breakage cost | flag | | 1 |
| Change MtM off-market swap | flag | | 1 |
| Charge expense new swap | flag | | 1 |
| 8.32 Capped for tax deductability - post-refinancing | | | |
| Up front fee amortization | flag | | 0 |
| Interest expense - debt | flag | | 0 |
| Interests expense - BBM banks (expropriation) | flag | | 0 |
| Interests expense - shareholder loan | flag | | 0 |
| Swap breakage cost | flag | | 0 |
| Change MtM off-market swap | flag | | 0 |
| Charge expense new swap | flag | | 0 |
| 8.4 VAT | | | |
| VAT tax rate | % | | 22,00% |
| Reimbursement construction VAT receivable | date | | 30/06/2019 |
| 9 Accounting | | | |
| 9.1 Depreciation rate | | | |
| Building | % | | 4% |
| Plant and machinery | % | | 10% |
| Industrial and commercial facilities | % | | 15% |
| Other tangible assets | % | | 15% |

PEF Rebalancing Assumptions

| 10 Existing financing | | | |
|---------------------------|--------------------------------|-------|------------|
| 10,1 Existing financing | Basis for payments calculation | day | 360 |
| 10,11 SACE guarantee cost | Margin 1 | % | 0,700% |
| | Margin 2 | % | 0,900% |
| Margin 1 end | date | | 30/06/2019 |
| 10,12 Tranche A1 | Debt outstanding @01/07/2016 | '000€ | 398.291 |
| | Debt outstanding @31/12/2017 | '000€ | 396.976 |
| Margin 1 | % | | 1,745% |
| Margin 2 | % | | 2,045% |
| Margin 3 | % | | 2,445% |
| Margin 4 | % | | 2,945% |
| Margin 5 | % | | 2,945% |
| Margin 1 end | date | | 30/06/2019 |
| Margin 2 end | date | | 30/06/2024 |
| Margin 3 end | date | | 30/06/2029 |
| Margin 4 end | date | | 31/12/2033 |
| 10,13 Tranche A2 | Debt outstanding @31/12/2017 | '000€ | 40.200 |
| Margin 1 | % | | 3,600% |
| Margin 2 | % | | 3,900% |
| Margin 3 | % | | 4,300% |
| Margin 4 | % | | 4,800% |
| Margin 1 end | date | | 30/06/2019 |
| Margin 2 end | date | | 30/06/2024 |
| Margin 3 end | date | | 30/06/2029 |
| 10,14 Tranche A3 | Debt outstanding @01/07/2016 | '000€ | 64.225 |
| | Debt outstanding @31/12/2016 | '000€ | 70.709 |
| | Debt outstanding @31/12/2017 | '000€ | 70.497 |
| Margin 1 | % | | 1,901% |
| Margin 2 | % | | 2,201% |
| Margin 3 | % | | 2,601% |
| Margin 4 | % | | 3,101% |
| Margin 1 end | date | | 30/06/2019 |
| Margin 2 end | date | | 30/06/2024 |
| Margin 3 end | date | | 30/06/2029 |
| EURIBOR floor | % | | 0,000% |
| 10,15 Tranche B | Debt outstanding @01/07/2016 | '000€ | 227.802 |
| | Debt outstanding @31/12/2016 | '000€ | 250.800 |
| | Debt outstanding @31/12/2017 | '000€ | 250.048 |
| Margin 1 | % | | 3,100% |
| Margin 2 | % | | 3,400% |
| Margin 3 | % | | 3,800% |
| Margin 4 | % | | 4,300% |
| Margin 1 end | date | | 30/06/2019 |
| Margin 2 end | date | | 30/06/2024 |
| Margin 3 end | date | | 30/06/2029 |
| 10,16 Tranche C1 | Debt outstanding @31/12/2017 | '000€ | 196.173 |
| Margin 1 | % | | 1,799% |
| Margin 2 | % | | 2,099% |
| Margin 3 | % | | 2,499% |
| Margin 4 | % | | 2,999% |
| Margin 1 end | date | | 30/06/2019 |
| Margin 2 end | date | | 30/06/2024 |
| Margin 3 end | date | | 30/06/2029 |
| 10,17 Tranche C2 | Debt outstanding @31/12/2017 | '000€ | 19.800 |
| Margin 1 | % | | 3,600% |
| Margin 2 | % | | 3,900% |
| Margin 3 | % | | 4,300% |
| Margin 4 | % | | 4,800% |

PEF Rebalancing Assumptions

| | | |
|---|-------|------------|
| Margin 1 end | date | 30/06/2019 |
| Margin 2 end | date | 30/06/2024 |
| Margin 3 end | date | 30/06/2029 |
| 10,18 Tranche C3 Debt outstanding @31/12/2017 | '000€ | 34.827 |
| Margin 1 | % | 1,930% |
| Margin 2 | % | 2,230% |
| Margin 3 | % | 2,630% |
| Margin 4 | % | 3,130% |
| Margin 1 end | date | 30/06/2019 |
| Margin 2 end | date | 30/06/2024 |
| Margin 3 end | date | 30/06/2029 |
| EURIBOR floor | % | 0,000% |
| 10,19 Tranche D Debt outstanding @31/12/2017 | '000€ | 509.200 |
| Margin 1 | % | 3,100% |
| Margin 2 | % | 3,400% |
| Margin 3 | % | 3,800% |
| Margin 4 | % | 4,300% |
| Margin 1 end | date | 30/06/2019 |
| Margin 2 end | date | 30/06/2024 |
| Margin 3 end | date | 30/06/2029 |
| 10,20 Standby tranche Debt outstanding @31/12/2017 | '000€ | 0 |
| Margin 1 | % | 4,200% |
| Margin 2 | % | 4,500% |
| Margin 3 | % | 4,900% |
| Margin 4 | % | 5,400% |
| Margin 1 end | date | 30/06/2019 |
| Margin 2 end | date | 30/06/2024 |
| Margin 3 end | date | 30/06/2029 |
| 10,2 VAT facility Debt outstanding @31/12/2017 | '000€ | 5.000 |
| Margin 1 | % | 3,800% |
| 10,3 IRS | | |
| Swap rate 1 | % | 2,900% |
| Swap rate 2 | % | 3,520% |
| Swap rate 3 | % | 3,929% |
| Swap rate 1 end | date | 31/12/2020 |
| Swap rate 2 end | date | 31/12/2022 |
| 10,4 Performance bonds Performance bond - construction | '000€ | 51.864 |
| Performance bond construction end | date | 31/12/2018 |
| Performance operation as % of opex | % | 10% |
| Performance bond fee | % | 1,00% |
| 10,2 Existing DSRA Initial DSRA funding | '000€ | 50.000 |
| Date DSRA initially funded | date | 31/12/2018 |
| 10,3 Lock up Lock up DSCR backward | x | 1,20x |
| Lock up senior BLCR forward | x | 1,30x |
| Residual value ratios lock-up | x | 1,85x |

PEF Rebalancing Assumptions

| 11 Refinancing | | | |
|--|-------|------------------|--|
| Refinancing active | flag | 1 | |
| Refinancing date | date | 22/10/2019 | |
| Refinancing of expropriation cost | flag | 1 | |
| Expropriation cost to be repaid on refinancing | '000€ | 40.000 | |
| New debt scenario selected | text | New debt profile | |
| New off-market swap scenario selected | text | New debt profile | |
| 11.1 Senior debt amortizing | | | |
| Target average DSCR | x | 1.90x | |
| Minimum DSCR | x | 1.40x | |
| Start of DSCR increase | date | 01/06/2019 | |
| DSRA funded / DSRF (0 / 1) | flag | 0 | |
| DSRA target funding for month 6-12 | % | 50% | |
| End of DSRA overfunding | date | 31/12/2021 | |
| Arranging fee and underwriter's legal fees | '000€ | 22.827 | |
| Other advisors fees | '000€ | 3.028 | |
| Current financing breakage costs | '000€ | 0 | |
| 11.11 Bank amortizing | | | |
| Active | flag | 1 | |
| Tranche size | '000€ | 307.000 | |
| Maturity | date | 31/12/2033 | |
| Interest rate floor | % | 0,00% | |
| Margin | % | 2,60% | |
| Upfront fees | % | 1,50% | |
| Imposta sostitutiva | % | 0,25% | |
| 11.12 FRN amortizing | | | |
| Active | flag | 1 | |
| Tranche size | '000€ | 15.000 | |
| Maturity | date | 31/12/2038 | |
| Interest rate floor | % | 0,00% | |
| Margin @ 10/10/2019 | % | 3,188% | |
| % of FRN subjet to 2.75% UW fee | % | 66,67% | |
| Upfront fee | % | 2,75% | |
| 11.13 Fixed rate amortizing | | | |
| Active | flag | 1 | |
| Maturity | date | 31/12/2038 | |
| Coupon | % | 3,375% | |
| 11.2 Zero coupon bond | | | |
| Active | flag | 1 | |
| Ratio for sizing vs termination payment | x | 1,00x | |
| Issue price | '000€ | 46.3042 | |
| Maturity - repayment | date | 22/01/2042 | |
| Maturity - legal for interest calculation | date | 21/01/2040 | |
| Date for PV calculation | date | 21/01/2040 | |
| Month for interest accrual | month | 12 | |
| Coupon | % | 3,875% | |
| % of ZCB subjet to 0.5% UW fee | % | 6,80% | |
| % of ZCB subjet to 1.0% UW fee | % | 1,74% | |
| % of ZCB subjet to 1.5% UW fee | % | 29,63% | |
| % of ZCB subjet to 3.5% UW fee | % | 47,14% | |
| 0.5% underwriting fee | % | 0,50% | |
| 1.0% underwriting fee | % | 1,00% | |
| 1.5% underwriting fee | % | 1,50% | |
| 3.5% underwriting fee | % | 3,50% | |
| Flat underwriting fee | '000€ | 1.000 | |
| Cash sweep active | % | 1 | |
| Cap on ZCB size | '000€ | 760.000 | |
| Cash sweep priority change | date | 31/12/2029 | |

PEF Rebalancing Assumptions

| | | | |
|--|-------|------------|--|
| 11,3 Refinancing bullet | | | |
| Start | date | 21/01/2040 | |
| End | date | 31/12/2046 | |
| Size | '000€ | 760.000 | |
| % Cash Sweep | | 50,000% | |
| Coupon | % | 3,875% | |
| Upfront fee | % | 1,500% | |
| Imposta sostitutiva | | 0,250% | |
| 11,3 DSRF | | | |
| End | date | 31/12/2038 | |
| EURIBOR floor | % | 0,00% | |
| Margin | % | 1,50% | |
| Commitment fee as % of margin | % | 30% | |
| Up-front fee | % | 1,00% | |
| Roll over frequency | year | 5 | |
| 11,4 Junior tranche | | | |
| Active | flag | 1 | |
| Junior issued at ParentCo | flag | 0 | |
| 11,41 Junior tranche | | | |
| Junior debt | '000€ | 172.000 | |
| Expected maturity | date | 31/12/2030 | |
| % of cash sweep | % | 52% | |
| % of cash sweep - Junior at ParentCo | % | 80% | |
| EURIBOR floor | % | 0,00% | |
| Margin | % | 6,50% | |
| Step up 1 start | date | 01/01/2031 | |
| Step up 2 start | date | 01/01/2032 | |
| Step up 3 start | date | 01/01/2033 | |
| Step up 1 | % | 0,50% | |
| Step up 2 | % | 1,00% | |
| Step up 3 | % | 1,50% | |
| Upfront fees | % | 1,00% | |
| Overfunding for cash balance | '000€ | 165 | |
| 11,5 Interest rate swap | | | |
| End of first swap | date | 31/12/2040 | |
| Basis for payments calculation | day | 360 | |
| 11,51 Step up IRS | | | |
| Swap rate 1 | % | 1,200% | |
| Swap rate 2 | % | 14,668% | |
| % fo remaining cash allocated to swap 1st period | % | 50% | |
| Swap step up/down | % | -7,311% | |
| Current swap MtM @ 10/10/2019 | '000€ | 459.215 | |
| New swap credit charges PV @ 10/10/2019 | '000€ | 51.700 | |
| New swap MtM | '000€ | 510.915 | |
| % of swap repaid | % | 70% | |
| New swap mark to market ex. charges | '000€ | 137.765 | |
| New swap mark to market charges | '000€ | 15.184 | |
| New swap mark to market | '000€ | 152.948 | |
| Current swap breakage cost | '000€ | 321.451 | |
| 11,52 New mid market swap | | | |
| Swap rate @ 10/10/2019 | % | 0,110% | |
| Percentage of senior floating debt covered | % | 80% | |
| 11,6 MRA | | | |
| Funding semester 1 | % | 100% | |
| Funding semester 2 | % | 83% | |
| Funding semester 3 | % | 67% | |
| Funding semester 4 | % | 50% | |
| Funding semester 5 | % | 33% | |
| Funding semester 6 | % | 17% | |
| 11,7 Lock up | | | |
| 11,71 Senior lock up | x | 1,25x | |
| Lock up DSCR backward | x | 1,25x | |
| Lock up DSCR forward | x | 1,30x | |
| Lock up senior BLCR forward | x | | |
| 11,72 Senior+junior lock up | | | |
| Lock up DSCR backward | x | 1,25x | |
| Lock up DSCR forward | x | 1,40x | |
| Lock up total debt CLCR forward | x | 1,30x | |
| End of senior+junior debt lock up | date | 31/12/2021 | |

PEF Rebalancing Assumptions

12 Equity

| | | | |
|---|-------|------------|--|
| 12,1 Expropriation debt | | | |
| Expropriation debt from working capital | '000€ | 23.638 | |
| Expropriation debt from expropriation costs | '000€ | 31.543 | |
| Interest rate | % | 2,50% | |
| Interest calculation basis | day | 360 | |
| % of cash sweep on post junior cash | % | 30% | |
| 12,2 Shareholder loan | | | |
| Shareholder loan A @31/12/2017 | '000€ | 205.119 | |
| Shareholder loan B @31/12/2017 | '000€ | 53.107 | |
| Shareholder loan @31/12/2017 | '000€ | 258.226 | |
| Shareholder loan A drawdown | '000€ | 4.128 | |
| Shareholder loan B drawdown | '000€ | 12.945 | |
| Shareholder loan drawdown | '000€ | 17.073 | |
| Shareholder loan drawdown date | date | 31/12/2018 | |
| Shareholder loan restructured "as you go" | flag | 1 | |
| Target minimum equity | '000€ | 100.000 | |
| Shareholder loan restructuring date | date | 22/10/2019 | |
| 12,3 Equity | | | |
| Equity injection on refinancing | '000€ | 0 | |
| Payout ratio | % | 80% | |
| Capital reduction date | date | 30/04/2018 | |

13 Cash

| | | | |
|---------------------------------|-------|-------|--|
| 13,1 Cash | | | |
| Minimum cash balance - Brebemi | '000€ | 5.000 | |
| Minimum cash balance - ParentCo | '000€ | 0 | |

PEF Rebalancing Assumptions

PEF Rebalancing Assumptions

| | 31/12/2021 | 31/12/2022 | 31/12/2023 | 31/12/2024 | 31/12/2025 | 31/12/2026 | 31/12/2027 | 31/12/2028 | 31/12/2029 | 31/12/2030 | 31/12/2031 | 31/12/2032 | 31/12/2033 | 31/12/2034 | 31/12/2035 | 31/12/2036 | 31/12/2037 | 31/12/2038 | 31/12/2039 |
|--------------------------------------|--------------|--------------|--------------|--------------|--------------|-------------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
| €mm | 2021 | 2022 | 2023 | 2024 | 2025 | 2026 | 2027 | 2028 | 2029 | 2030 | 2031 | 2032 | 2033 | 2034 | 2035 | 2036 | 2037 | 2038 | 2039 |
| Total traffic | 464,27 | 484,54 | 523,86 | 560,83 | 599,18 | 639,72 | 687,39 | 721,84 | 752,35 | 784,83 | 816,23 | 849,91 | 878,89 | 910,16 | 941,40 | 958,57 | 970,50 | 985,06 | 999,61 |
| Traffic growth | 31,5% | 4,4% | 8,1% | 7,1% | 6,8% | 6,8% | 7,5% | 5,0% | 4,2% | 4,3% | 4,0% | 4,1% | 3,4% | 3,6% | 3,4% | 1,8% | 1,2% | 1,5% | 1,5% |
| Average tariff (€/veh/km) | 0,20 | 0,21 | 0,22 | 0,23 | 0,24 | 0,25 | 0,26 | 0,28 | 0,29 | 0,30 | 0,32 | 0,33 | 0,35 | 0,37 | 0,38 | 0,40 | 0,42 | 0,44 | 0,46 |
| Average tariff growth | 1,7% | 1,8% | 6,3% | 4,7% | 4,3% | 4,9% | 4,6% | 4,9% | 4,9% | 4,9% | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% |
| Income statement | | | | | | | | | | | | | | | | | | | |
| Revenues | 97 | 103 | 118 | 132 | 147 | 164 | 184 | 202 | 221 | 241 | 263 | 287 | 311 | 337 | 365 | 390 | 413 | 440 | 468 |
| EBITDA | 63 | 67 | 80 | 91 | 103 | 120 | 138 | 155 | 173 | 192 | 212 | 235 | 257 | 282 | 309 | 332 | 355 | 379 | 404 |
| EBITDA margin | 65,7% | 65,5% | 67,6% | 69,0% | 70,5% | 72,9% | 75,2% | 76,8% | 78,1% | 79,5% | 80,8% | 81,9% | 82,8% | 83,7% | 84,6% | 85,2% | 85,8% | 86,3% | 86,5% |
| D&A | (4) | (4) | (5) | (6) | (7) | (7) | (8) | (9) | (11) | (12) | (13) | (14) | (16) | (17) | (19) | (20) | (22) | (23) | (25) |
| EBIT | 59 | 63 | 75 | 85 | 97 | 112 | 130 | 146 | 162 | 180 | 199 | 221 | 242 | 265 | 290 | 312 | 333 | 356 | 380 |
| Net interest expense | (137) | (139) | (132) | (125) | (124) | (118) | (110) | (105) | (98) | (89) | (83) | (75) | (62) | (48) | (45) | (41) | (38) | (34) | (27) |
| EBT | (77) | (76) | (57) | (40) | (27) | (6) | 19 | 41 | 64 | 91 | 117 | 146 | 180 | 217 | 245 | 271 | 295 | 322 | 353 |
| Tax expense | 17 | 16 | 11 | 6 | 3 | (3) | (10) | (15) | (22) | (29) | (36) | (43) | (52) | (62) | (70) | (77) | (84) | (91) | (99) |
| Net income | (60) | (61) | (46) | (34) | (24) | (9) | 10 | 25 | 42 | 62 | 81 | 102 | 127 | 154 | 175 | 194 | 212 | 231 | 254 |
| Cash flow | | | | | | | | | | | | | | | | | | | |
| EBITDA | 63 | 67 | 80 | 91 | 103 | 120 | 138 | 155 | 173 | 192 | 212 | 235 | 257 | 282 | 309 | 332 | 355 | 379 | 404 |
| Change in working capital | (9) | (4) | (6) | (6) | (4) | (4) | (4) | (4) | (4) | (4) | (5) | (5) | (5) | (6) | (5) | (5) | (6) | (6) | (6) |
| Cash tax and VAT | 0 | (3) | (3) | (3) | (4) | (4) | (5) | (8) | (9) | (11) | (13) | (15) | (18) | (20) | (23) | (27) | (30) | (39) | (98) |
| Residual concession payment | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public grants and other | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 | 20 |
| Operating cash flows | 75 | 80 | 90 | 102 | 116 | 132 | 149 | 164 | 179 | 176 | 194 | 215 | 234 | 256 | 279 | 253 | 243 | 283 | 300 |
| Investment cash flows | | | | | | | | | | | | | | | | | | | |
| Change in debt | (18) | (23) | (29) | (37) | (44) | (149) | (89) | (109) | (136) | (138) | (157) | (113) | (118) | (124) | (131) | (139) | (128) | (143) | (29) |
| Financing costs | (45) | (47) | (49) | (49) | (48) | (63) | (56) | (52) | (46) | (37) | (35) | (31) | (27) | (24) | (20) | (16) | (12) | (8) | (0) |
| Change in reserve account | (6) | 12 | (6) | (5) | (4) | (4) | (4) | (4) | 3 | (2) | (3) | (2) | (2) | (2) | (3) | 11 | (3) | 48 | (15) |
| Equity and transfer to distrib. acc. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | (69) | (87) | (106) | (126) | (109) | (100) | (181) | (256) |
| Financing cash flows | (68) | (58) | (83) | (90) | (96) | (216) | (149) | (164) | (179) | (176) | (194) | (215) | (234) | (256) | (279) | (253) | (243) | (283) | (300) |
| Change in cash | 2 | (2) | 7 | 12 | 20 | (84) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Balance sheet | | | | | | | | | | | | | | | | | | | |
| Fixed assets | 1.939 | 1.957 | 1.949 | 1.940 | 1.930 | 1.918 | 1.904 | 1.888 | 1.871 | 1.852 | 1.830 | 1.807 | 1.781 | 1.753 | 1.722 | 1.688 | 1.653 | 1.615 | 1.574 |
| Cash | 53 | 51 | 57 | 70 | 89 | 5 | 5 | 5 | 5 | 5 | 5 | 5 | 5 | 5 | 5 | 5 | 5 | 5 | 5 |
| Other assets | 252 | 230 | 223 | 212 | 198 | 181 | 161 | 137 | 104 | 92 | 78 | 60 | 38 | 14 | 12 | 17 | 38 | 9 | 104 |
| Assets | 2.244 | 2.238 | 2.230 | 2.222 | 2.217 | 2.104 | 2.070 | 2.031 | 1.980 | 1.949 | 1.913 | 1.871 | 1.824 | 1.772 | 1.738 | 1.710 | 1.696 | 1.629 | 1.683 |
| Senior debt | 1.831 | 1.832 | 1.827 | 1.816 | 1.798 | 1.774 | 1.742 | 1.704 | 1.659 | 1.552 | 1.449 | 1.366 | 1.278 | 1.183 | 1.082 | 972 | 874 | 760 | 760 |
| Junior debt | 184 | 197 | 213 | 231 | 251 | 153 | 124 | 83 | 22 | 24 | 1 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Shareholder loan | 229 | 180 | 85 | 52 | 28 | 19 | 19 | 19 | 19 | 19 | 19 | 19 | 19 | 19 | 19 | 19 | 19 | 19 | 19 |
| Other liabilities | 232 | 224 | 213 | 201 | 191 | 183 | 175 | 166 | 158 | 150 | 143 | 116 | 83 | 49 | 68 | 64 | 36 | 32 | 31 |
| Equity | 41 | 46 | 100 | 100 | 100 | 100 | 110 | 135 | 177 | 240 | 321 | 376 | 443 | 519 | 568 | 653 | 765 | 816 | 871 |
| Hedging reserve | (273) | (240) | (209) | (179) | (151) | (125) | (100) | (77) | (56) | (37) | (20) | (5) | 2 | 2 | 2 | 2 | 2 | 2 | 2 |
| Equity and liabilities | 2.244 | 2.238 | 2.230 | 2.222 | 2.217 | 2.104</ | | | | | | | | | | | | | |

| | 31/12/2040 €mm | 31/12/2041 2040 | 31/12/2042 2041 | 31/12/2043 2042 | 31/12/2044 2043 | 31/12/2045 2044 | 31/12/2046 2045 | | | | | | | | | | | | |
|--------------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|-------|
| Total traffic | 1.016,95 | 1.028,20 | 1.041,67 | 1.054,56 | 1.069,77 | 1.078,50 | 1.089,49 | | | | | | | | | | | | |
| Traffic growth | 1,7% | 1,1% | 1,3% | 1,2% | 1,4% | 0,8% | 1,0% | | | | | | | | | | | | |
| Average tariff (€/veh/km) | 0,49 | 0,51 | 0,53 | 0,56 | 0,59 | 0,61 | 0,64 | | | | | | | | | | | | |
| Average tariff growth | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% | 4,8% | | | | | | | | | | | | |
| Income statement | | | | | | | | | | | | | | | | | | | |
| Revenues | 498 | 528 | 561 | 595 | 632 | 668 | 708 | | | | | | | | | | | | |
| EBITDA | 432 | 458 | 489 | 521 | 557 | 592 | 629 | | | | | | | | | | | | |
| EBITDA margin | 86,8% | 86,7% | 87,2% | 87,6% | 88,1% | 88,5% | 88,9% | | | | | | | | | | | | |
| D&A | (26) | (28) | (30) | (32) | (34) | (36) | (38) | | | | | | | | | | | | |
| EBIT | 406 | 430 | 459 | 490 | 523 | 555 | 591 | | | | | | | | | | | | |
| Net interest expense | (31) | (27) | (20) | (13) | (6) | (2) | (2) | | | | | | | | | | | | |
| EBT | 375 | 403 | 439 | 476 | 518 | 553 | 589 | | | | | | | | | | | | |
| Tax expense | (106) | (114) | (125) | (136) | (146) | (155) | (198) | | | | | | | | | | | | |
| Net income | 269 | 290 | 314 | 340 | 372 | 399 | 391 | | | | | | | | | | | | |
| Cash flow | | | | | | | | | | | | | | | | | | | |
| EBITDA | 432 | 458 | 489 | 521 | 557 | 592 | 629 | | | | | | | | | | | | |
| Change in working capital | (7) | (7) | (7) | (8) | (8) | (8) | 132 | | | | | | | | | | | | |
| Cash tax and VAT | (107) | (113) | (121) | (137) | (147) | (155) | (206) | | | | | | | | | | | | |
| Residual concession payment | 0 | 0 | 0 | 0 | 0 | 0 | 1.205 | | | | | | | | | | | | |
| Public grants and other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | | |
| Operating cash flows | 318 | 338 | 360 | 377 | 402 | 428 | 1.760 | | | | | | | | | | | | |
| Investment cash flows | | | | | | | | | | | | | | | | | | | |
| Change in debt | (762) | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | | |
| Financing costs | (0) | (0) | (0) | (0) | (0) | (0) | (0) | | | | | | | | | | | | |
| Change in reserve account | (5) | 3 | 3 | 3 | 10 | 18 | 30 | | | | | | | | | | | | |
| Equity and transfer to distrib. acc. | (194) | (147) | (165) | (181) | (263) | (446) | (1.794) | | | | | | | | | | | | |
| Financing cash flows | (961) | (145) | (162) | (178) | (253) | (428) | (1.765) | | | | | | | | | | | | |
| Change in cash | (642) | 193 | 198 | 199 | 149 | 0 | (5) | | | | | | | | | | | | |
| Balance sheet | | | | | | | | | | | | | | | | | | | |
| Fixed assets | 1.531 | 1.485 | 1.436 | 1.383 | 1.327 | 1.268 | 0 | | | | | | | | | | | | |
| Cash | 5 | 5 | 5 | 5 | 5 | 5 | (0) | | | | | | | | | | | | |
| Other assets | 125 | 105 | 127 | 151 | 169 | 315 | 0 | | | | | | | | | | | | |
| Assets | 1.661 | 1.595 | 1.568 | 1.539 | 1.501 | 1.588 | 0 | | | | | | | | | | | | |
| Senior debt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | | |
| Junior debt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | | | | | | | | | | | |
| Shareholder loan | 19 | 19 | 19 | 19 | 19 | 19 | 0 | | | | | | | | | | | | |
| Other liabilities | 711 | 544 | 368 | 180 | 33 | 33 | 0 | | | | | | | | | | | | |
| Equity | 929 | 1.031 | 1.179 | 1.339 | 1.447 | 1.534 | 0 | | | | | | | | | | | | |
| Hedging reserve | 2 | 2 | 2 | 2 | 2 | 2 | 0 | | | | | | | | | | | | |
| Equity and liabilities | 1.661 | 1.595 | 1.568 | 1.539 | 1.501 | 1.588 | 0 | | | | | | | | | | | | |
| Check | 0 | 0 | 0 | 0 | 0 | 0 | (0) | | | | | | | | | | | | |
| Ratios | | | | | | | | | | | | | | | | | | | |
| 01/07/2030 31/12/2030 | 01/01/2031 30/06/2031 | 01/07/2031 31/12/2031 | 01/01/2032 30/06/2032 | 01/07/2032 31/12/2032 | 01/01/2033 30/06/2033 | 01/07/2033 31/12/2033 | 01/01/2034 30/06/2034 | 01/07/2034 31/12/2034 | 01/01/2035 30/06/2035 | 01/07/2035 31/12/2035 | 01/01/2036 30/06/2036 | 01/07/2036 31/12/2036 | 01/01/2037 30/06/2037 | 01/07/2037 31/12/2037 | 01/01/2038 30/06/2038 | 01/07/2038 31/12/2038 | 01/01/2039 30/06/2039 | 01/07/2039 31/12/2039 | |
| 6-month DSCR | 1,67 | 1,72 | 1,80 | 1,85 | 1,92 | 1,98 | 2,06 | 2,12 | 2,19 | 2,26 | 2,33 | 1,82 | 2,19 | 2,18 | 2,18 | 2,71 | 2,00 | N/A | N/A |
| 12-month DSCR - backward | 1,63 | 1,70 | 1,76 | 1,82 | 1,89 | 1,95 | 2,02 | 2,09 | 2,16 | 2,23 | 2,30 | 2,07 | 2,00 | 2,18 | 2,18 | 2,43 | 2,30 | 4,13 | N/A |
| 12-month DSCR - forward | 1,76 | 1,82 | 1,89 | 1,95 | 2,02 | 2,09 | 2,16 | 2,23 | 2,30 | 2,07 | 2,00 | 2,18 | 2,18 | 2,43 | 2,30 | 4,13 | N/A | 26,46 | 11,95 |
| BLCR | 2,50 | 2,56 | 2,64 | 2,71 | 2,81 | 2,90 | 3,02 | 3,16 | 3,34 | 3,56 | 3,92 | 4,49 | 5,34 | 8,13 | 30,16 | N/A | N/A | N/A | N/A |
| Total debt CLCR | 2,88 | 2,98 | 3,15 | 3,23 | 3,33 | 3,42 | 3,55 | 3,65 | 3,80 | 3,93 | 4,12 | 4,29 | 4,49 | 4,72 | 5,03 | 5,46 | 5,48 | 5,50 | 5,91 |

€mm

Total traffic
Traffic growth
Average tariff (€/veh/km)
Average tariff growth

Income statement

Revenues

EBITDA

EBITDA margin

D&A
EBIT

EBT

Tax expense
Net income

Cash flow

- EBITDA
- Change in working capital
- Cash tax and VAT
- Residual concession payments
- Public grants and other

Operating cash flows

Investment cash flows

- Change in debt
- Financing costs
- Change in reserve account
- Equity and transfer to distrib. acc.

Financing cash flows

Change in cash

Balance sheet

Assets

- Senior debt
- Junior debt
- Shareholder loan
- Other liabilities

Equity
Hedging reserve
Equity and liabilities

Check

Betriebe