



ASTM GROUP

**INTERMEDIATE MANAGEMENT REPORT
AS AT 30 SEPTEMBER 2008**

CONTENTS

	Page
<hr/> CORPORATE BODIES	3
<hr/> COMMENTS OF THE MEMBERS OF THE BOARD OF DIRECTORS	4
<hr/> CONSOLIDATED FINANCIAL STATEMENTS	31
<hr/> NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS	34

AUTOSTRADA TORINO-MILANO

Società per Azioni (public limited company)
Share capital EUR 44,000,000 fully paid-up
Tax code and registration number at the
Register of Companies of Turin: 00488270018

Registered Office in Turin - Corso Regina Margherita 165
Web site: <http://www.autostradatomi.it>
e-mail: astm@autostradatomi.it
Direction and coordination: Argo Finanziaria S.p.A.

MEMBERS OF THE BOARD OF DIRECTORS

Chairman
Riccardo Formica

Vice-Chairman
Daniela Gavio

Managing Director
Alberto Sacchi

Directors
Giovanni Angioni (1)
Enrico Arona
Alfredo Cammara
Ernesto Maria Cattaneo (1)(2)
Nanni Fabris
Cesare Ferrero (2)
Giuseppe Garofano
Vittorio Rispoli
Alvaro Spizzica (1) (2)
Agostino Spoglianti

Secretary
Cristina Volpe

- (1) Member of the "Remuneration Committee"
(2) Member of the "Internal Auditing Committee"

BOARD OF STATUTORY AUDITORS

Chairman
Enrico Fazzini

Standing Auditors
Alfredo Cavanenghi
Lionello Jona Celesia

Substitute Auditors
Massimo Berni
Roberto Coda

DIRECTION

General Manager
Graziano Settime

INDEPENDENT AUDITORS

PricewaterhouseCoopers S.p.A.

TERM OF OFFICE

The Board of Directors was appointed for three financial years by the Shareholders' Meeting on 10 May 2007 and its term of office will expire with the Shareholders' Meeting held for the approval of the 2009 Financial Statements.

The Board of Statutory Auditors was appointed for three financial years by the Shareholders' Meeting on 13 May 2008 and its term of office will expire with the Shareholders' Meeting held for the approval of the 2010 Financial Statements.

The Independent Auditors were appointed by the Ordinary Shareholders' Meeting on 28 April 2006 and are in office for three financial years. Their term of office will expire with the Shareholders' Meeting held for the approval of the 2008 Financial Statements.

POWERS OF COMPANY OFFICERS

The **Chairman** – who was appointed by the Shareholders' Meeting on 10 May 2007 – legally represents the Company and exercises the management powers granted to him by the Board of Directors on 10 May 2007 pursuant to art. 24 of the Articles of Association, within the limits set out by law and by the Articles of Association.

The **Vice-Chairman** – who was appointed by the Board of Directors on 10 May 2007 – was granted the same powers as the Chairman, which shall be exercised in case of absence or impediment of the latter.

The **Managing Director** – who was appointed by the Board of Directors on 10 May 2007 – exercises the same powers as the Chairman.

COMMENTS OF THE MEMBERS OF THE BOARD OF DIRECTORS

1. SIGNIFICANT EVENTS OF THE THIRD QUARTER OF 2008

Relationships with the Regulator

As shown in the Intermediate management report as at 30 June 2008, upon approval of Law no. 101 of 4 June 2008 a specific regulation was included approving, by way of law, the Concession Agreements previously subscribed by the motorway companies with ANAS, at the date the related Legislative Decree was issued (8 April 2008). As a consequence, the “**Standard Concession Agreements**” (“Convenzione Unica”) were **approved** by law and subscribed by **SATAP S.p.A.** (A4 Stretch: Turin-Milan and A21 Stretch: Turin-Alessandria-Piacenza) on 10 October 2007, by **ATIVA S.p.A.** on 7 November 2007 and by Autocamionale della **CISA S.p.A.** on 26 March 2008.

Moreover, by means of letters sent on 6 October 2008, ANAS informed the above-mentioned Companies about the full **effectiveness** of the signed **Standard Concession Agreements** as from 8 June 2008 (the day following publication of the said Law no. 101 on the Italian Official Gazette). With regard to Autocamionale della Cisa S.p.A. – given the pending infringement procedure no. 2006/4419 started by the European Commission concerning the licensing relationship in place – the effectiveness of the Standard Concession Agreement signed is subordinate to the closure of the procedure.

With regard to the licensees that did not benefit from the approval – by way of law – of the related agreements (among which the subsidiaries Autostrada dei Fiori S.p.A., SALT S.p.A. and SAV S.p.A. are included), it is noted that specific discussions are in course with ANAS for the purpose of signing the related “Standard Concession Agreements”.

Before the agreed deadline of 30 September 2008, the licensees of the Group notified ANAS of the toll increases required for their own motorway sections that shall take effect from 1 January 2009. The significant increases are related to major investments made in previous financial years.

Similarly, before the agreed deadline of 31 October 2008, the toll increase set out in the Agreements signed by SATAP S.p.A. and ATIVA S.p.A. was also requested for the additional investments made in 2008 (the so-called “K factor”).

Investments

In the first nine months of 2008, the Group companies made investments in assets subject to reversion free of charge for a total amount of **EUR 213 million**.

Own shares

During the third quarter, the Company purchased 674,000 own shares, for a total value of EUR 7.2 million. Starting from the launch of the buy-back programme, the Company purchased 2,508,297 own shares (equal to 2.85% of the share capital), for a total of EUR 29.2 million.

2. ANALYSIS OF THE RESULTS FOR THE THIRD QUARTER AND AS AT 30 SEPTEMBER 2008 – ASTM GROUP

The main **revenue and expenditure items** of the third quarter of 2008 and as at 30 September 2008 (with the corresponding figures for the same period of 2007) may be summarised as follows:

1.1-30.9-2008	1.1-30.9-2007 pro-forma(*)	Changes	(amounts in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
552,842	548,175	4,667	Motorway sector revenue	202,275	202,495	(220)
2,625	8,740	(6,115)	Construction sector revenue	1,622	2,659	(1,037)
5,757	10,831	(5,074)	Engineering sector revenue	1,951	5,093	(3,142)
11,594	20,129	(8,535)	Technology sector revenue	4,556	4,711	(155)
42,854	43,811	(957)	Other revenues	15,602	13,815	1,787
615,672	631,686	(16,014)	Turnover (A)	226,006	228,773	(2,767)
(308,243)	(321,870)	13,627	Operating costs (B)	(103,252)	(107,176)	3,924
58,972	78,480	(19,508)	Capitalised costs on fixed assets (C)	16,794	24,311	(7,517)
366,401	388,296	(21,895)	GROSS OPERATING MARGIN (A-B+C)	139,548	145,908	(6,360)
8,875	3,701	5,174	Significant “non-recurring” items	4,550	-	4,550
375,276	391,997	(16,721)	Adjusted gross operating margin	144,098	145,908	(1,810)

With regard to the **third quarter 2008**, “*motorway sector revenue*” was substantially in line with the same period last year. More specifically, “*net toll revenues*” totalled EUR 191.3 million (EUR 191.7 million in the third quarter of 2007). The change from the same period last year was due to the tolls applied to the Asti-Cuneo motorway section (+EUR 1.7 million) and to the toll reduction for the other sections under management (-EUR 2.1 million), which reflects a slight reduction in traffic volumes due to the general economic trend.

The “*construction*” sector saw a decrease in both the work carried out for third parties and in the activities for Group companies, as highlighted by the decrease in the item “*capitalised costs on fixed assets*”: the latest change was mainly connected with the delays in the updating process for agreements and relevant investment plans.

The “*engineering*” sector reflected the decrease in the work carried out for third parties (against a slight recovery in the activities carried out within the Group).

In the quarter under review, the “*technology sector*” showed a turnover – that was achieved through the activities carried out for third parties – which was substantially in line with the corresponding figures for the third quarter of 2007.

The change in the item “*other revenues*” was mainly due to the increase in services rendered to the CAV.TO.MI. Consortium during the quarter under review.

The decrease in the activities carried out in each single sector – including the share relating to the “*capitalised*”

(*) The corporate reorganisation of the SIAS and ASTM Groups – which was completed at the beginning of July 2007 – led to the takeover by ASTM S.p.A. of SIAS S.p.A. and its subsidiaries, with effect from the third quarter of 2007. In order to provide comparable figures, proper “pro-forma” statements for the first nine months of 2007 have been prepared, in which the effects of the corporate reorganisation have been shown as if it had taken place on 1 January 2007.

internal production” – affected “*operating costs*” just partially, as a consequence of higher costs incurred for both “maintenance activities of the motorway network” and the services rendered on behalf of the CAV.TO.MI. Consortium.

With regard to the above, the “*gross operating margin*” totalled EUR 139.6 million (EUR 145.9 million in the third quarter of 2007).

“*Significant non-recurring items*” refer (for EUR 3.8 million) to the “one-off” income recorded by SATAP S.p.A. and refer to toll revenues which were originally suspended in the financial years 2003 and 2004. These revenues – that are linked to the “X” component of the toll increase contained in the price cap formula – were set aside on request of the Regulator pending realisation of the investments planned in the financial plan annexed to the previous agreement. Following the notification forwarded by ANAS concerning the effectiveness of the “new” Agreement and the constraint imposed – within available reserves – for alleged “financial benefits” resulting from delay in the implementation of the investments, such amounts were recorded as “one-off” income.

As regards the period **1 January – 30 September 2008**, “*motorway sector revenue*” increased by EUR 4.7 million. More specifically, “net toll revenues” totalled EUR 523.5 million (EUR 518.6 million for the period 1 January – 30 September 2007, “pro-forma”). The increase compared to the same period last year (EUR 5 million, equal to 0.96%) was due for EUR 2.2 million to the tolls applied to the Asti-Cuneo motorway section as from 1 April 2008 and, for EUR 2.8 million, to the partial adjustment in toll rates that took effect from 1 January 2008 on some of the sections under management. In the first nine months of 2008, traffic volumes were substantially in line with the same period last year.

The “*construction*” sector saw a decrease in the work carried out for both third parties and Group companies. The “*engineering*” sector showed a reduction in the work carried out for third parties, which was partly offset by a slight recovery in the activities carried out within the Group.

The decrease in business in the “*technology*” sector can be mainly attributed to the fact that the first nine months of 2007 benefited from the recording of revenues deriving from the completion, by SSAT S.p.A., of a significant work order on behalf of the CAV.TO.MI. Consortium (amounting to EUR 6.3 million).

As already mentioned above, the decrease in the activities carried out in each single sector – including the share relating to the “capitalised internal production” – affected “*operating costs*” just partially, as a consequence of both higher maintenance costs and costs originating from “winter services”, which were lower in the previous financial year, thanks to the favourable weather conditions characterizing the first few months of 2007.

For the reasons set forth above, the “*gross operating margin*” amounted to EUR 366.4 million. The decrease compared to the corresponding “pro-forma” figures for the first nine months of 2007, amounting to EUR 21.9 million, is attributable to the “motorway sector” for EUR 14.5 million, to the “technology sector” for EUR 4.1 million, to the “engineering” sector for EUR 2.5 million and to the “construction” sector for EUR 0.8 million.

“*Significant non-recurring items*” – in addition to the toll revenues for the financial years 2003 and 2004 – include EUR 5.1 million related to the extraordinary income linked to the recognition, by the CAV.TO.MI. Consortium, of the reconstruction costs for the Novara Sud service area (on the A4 section) managed by

SATAP S.p.A.. This service area was relocated in order to eliminate its interference with the stretch of the “High Speed” Turin-Milan railway line.

In the previous financial year, this item referred to the one-off effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

GROUP FINANCIAL PERFORMANCE

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	377,122	286,295	90,827
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	377,122	286,295	90,827
D) Financial receivables (*)	155	21,535	(21,380)
E) Short-term borrowings	(68,260)	(78,294)	10,034
F) Current portion of medium/long-term borrowings	(152,777)	(215,891)	63,114
G) Other financial liabilities (**)	(5,487)	(3,905)	(1,582)
H) Short-term borrowings (E) + (F) + (G)	(226,524)	(298,090)	71,566
I) Current net cash (indebtedness) (C) + (D) + (H)	150,753	9,740	141,013
J) Long-term borrowings	(1,179,833)	(1,100,580)	(79,253)
K) Bonds issued (**)	(202,607)	(201,913)	(694)
L) Other long-term payables	(675)	(821)	146
M) Long-term borrowings (J) + (K) + (L)	(1,383,115)	(1,303,314)	(79,801)
N) Net cash (indebtedness) (I) + (M)	(1,232,362)	(1,293,574)	61,212

(*) This item relates to bonds that may be converted into cash in the short term, if required. As at 30 June 2008, this item included capital guaranteed index-linked financial instruments converted into cash during the quarter.

(**) Net of the "SIAS 2.625% 2005-2017" bonds held by the Parent Company ASTM S.p.A..

The Group net financial position as at 30 September 2008 – showing an improvement compared to 30 June 2008 – revealed a debit balance of EUR 1,232.4 million (EUR 1,293.6 million as at 30 June 2008); this amount – including the discounted value of the “payable due to ANAS and the Central Insurance Fund” – would be equal to EUR 1,605 million (EUR 1,661.5 million as at 30 June 2008).

With regard to the breakdown of the item “net financial indebtedness”, it should be underlined that, in the third quarter of 2008, a stand-by facility (that was reflected in the decrease in the item “*current portion of medium/long-term borrowings*”) was repaid by taking out a medium/long-term loan (which led to an increase in “*long-term borrowings*” with regard to the portion used).

The decrease in borrowings for the period was mainly due to the positive trend of the operating cash flow that, during the summer months, benefited from the seasonality typical of that period.

To prevent the risk from interest rate changes, the Group companies signed “hedging” agreements with major financial institutions with regard to medium/long-term loans, for a current total amount of EUR 235 million.

3. ANALYSIS OF THE RESULTS FOR THE THIRD QUARTER AND AS AT 30 SEPTEMBER 2008 – MAIN DIRECT AND INDIRECT INVESTEE COMPANIES

The results for the third quarter and as at 30 September 2008 of the main investee companies are provided below.

Motorway sector



SATAP – Società Autostrada Torino-Alessandria-Piacenza S.p.A.

The main **revenue and expenditure items** of the third quarter and as at 30 September 2008 (with the corresponding figures for the same period of 2007) may be summarised as follows:

1.1-30.9-2008	1.1-30.9-2007	Changes	A4 + A21 Stretches	3 rd quarter 2008	3 rd quarter 2007	Changes
178,702	176,132	2,570	Motorway sector revenue	59,904	59,487	417
19,768	18,745	1,023	Other revenues	8,290	5,533	2,757
198,470	194,877	3,593	Turnover (A)	68,194	65,020	3,174
(91,161)	(81,287)	(9,874)	Operating costs (B)	(34,127)	(30,048)	(4,079)
107,309	113,590	(6,281)	GROSS OPERATING MARGIN (A-B)	34,067	34,972	(905)
8,875	1,151	7,724	Significant “non-recurring” items	4,550	-	4,550
116,184	114,741	1,443	Adjusted gross operating margin	38,617	34,972	3,645

In order to enable the analysis of the revenue and expenditure items related to the two managed stretches, the item “*gross operating margin*” (EBITDA) for the stretches “Turin – Piacenza” (A21) and “Turin – Milan” (A4) may be broken down as follows:

1.1-30.9-2008	1.1-30.9-2007	Changes	A21 Stretch	3 rd quarter 2008	3 rd quarter 2007	Changes
88,032	90,222	(2,190)	Motorway sector revenue	30,419	30,859	(440)
5,262	4,573	689	Other revenues	1,956	1,073	883
93,294	94,795	(1,501)	Turnover (A)	32,375	31,932	443
(40,721)	(35,330)	(5,391)	Operating costs (B)	(16,228)	(12,596)	(3,632)
52,573	59,465	(6,892)	GROSS OPERATING MARGIN (A-B)	16,147	19,336	(3,189)
-	575	(575)	Significant “non-recurring” items	-	-	-
52,573	60,040	(7,467)	Adjusted gross operating margin	16,147	19,336	(3,189)

In the third quarter of 2008, the item “*motorway sector revenue*” decreased by EUR 0.4 million compared to the corresponding figures for the third quarter of 2007. More specifically, “*net toll revenues*” decreased by approximately EUR 0.2 million, given the reduction in traffic volumes due to both the general economic trend and the “repositioning” of traffic on the A4 section.

The increase in “*operating costs*” was mainly due to higher costs incurred for “maintenance activities of the motorway network”.

The “gross operating margin” totalled EUR 16.1 million (EUR 19.3 million in the third quarter of 2007).

As regards the period **1 January – 30 September 2008**, “motorway sector revenue” decreased by EUR 2.2 million, due to the reduction in both “net toll revenues” (-EUR 1.8 million) and “rental income” (-EUR 0.4 million). This decrease is attributable to the above information.

The increase in “operating costs” was mainly due to higher costs incurred for “maintenance activities of the motorway network” (+EUR 4.3 million) and for “winter services” (+EUR 0.6 million), as well as for “other costs related to assets subject to reversion free of charge” (+EUR 0.5 million).

The “gross operating margin” totalled EUR 52.6 million (EUR 59.5 million in the first nine months of 2007).

In the previous financial year, the item “significant non-recurring items” related to the effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

1.1-30.9-2008	1.1-30.9-2007	Changes	A4 Stretch	3 rd quarter 2008	3 rd quarter 2007	Changes
90,670	85,910	4,760	Motorway sector revenue	29,485	28,628	857
14,506	14,172	334	Other revenues	6,334	4,460	1,874
105,176	100,082	5,094	Turnover (A)	35,819	33,088	2,731
(50,440)	(45,957)	(4,483)	Operating costs (B)	(17,899)	(17,452)	(447)
54,736	54,125	611	GROSS OPERATING MARGIN (A-B)	17,920	15,636	2,284
8,875	576	8,299	Significant “non-recurring” items	4,550	-	4,550
63,611	54,701	8,910	Adjusted gross operating margin	22,470	15,636	6,834

In the third quarter of 2008, the increase in the item “motorway sector revenue” (equal to EUR 0.9 million) was attributable to the increase in “net toll revenues”, as a result of the growth in traffic volumes due to both the above-mentioned “repositioning” of traffic (following the significant improvements in the infrastructure) and to the opening to traffic of the road link between the motorway and Malpensa International Airport.

The change in the item “other revenues” was mainly due to the increase in services rendered to the CAV.TO.MI. Consortium during the quarter under review.

The change in the item “operating costs” was mainly due to higher costs incurred for the works carried out on behalf of the CAV.TO.MI. Consortium, which were partly offset by lower maintenance costs.

The “gross operating margin” (EBITDA) totalled EUR 17.9 million (EUR 15.6 million in the third quarter of 2007).

“Significant non-recurring items” refer (for EUR 3.8 million) to the “one-off” income of toll revenues which were originally suspended in the financial years 2003 and 2004. These revenues – that are linked to the “X” component of the toll increase contained in the price cap formula – were set aside on request of the Regulator pending realisation of the investments planned in the financial plan annexed to the previous agreement. Following the notification forwarded by ANAS concerning the effectiveness of the “new” Agreement and the constraint imposed – within available reserves – for alleged “financial benefits” resulting from delay in the implementation of the investments, such amounts were recorded as “one-off” income.

As regards the period **1 January – 30 September 2008**, “*motorway sector revenue*” increased by EUR 4.8 million (+5.54%), mainly due to traffic growth on the motorway section under management, which is attributable to the above-mentioned reasons.

The item “*other revenues*” mainly includes both the services rendered to the CAV.TO.MI. Consortium (EUR 10 million) and an extraordinary income (equal to EUR 1.6 million) resulting from the transaction carried out with the said Consortium related to previous years’ items. This extraordinary income is reflected in a similar amount recognised in the item “operating costs”.

The growth (approximately EUR 4.5 million) in “*operating costs*” was mainly due to the increase in costs incurred for “*maintenance activities of the motorway network*” (+EUR 3.2 million) and for “*winter services and cleaning activities*” (+EUR 0.6 million), to the recognition of the above-mentioned extraordinary expenditure (EUR 1.6 million) and to the drop (approximately EUR 1.7 million) in costs incurred for the works carried out on behalf of the CAV.TO.MI. Consortium.

With regard to the above, the “*gross operating margin*” totalled EUR 54.7 million (EUR 54.1 million as at 30 September 2007).

“*Significant non-recurring items*” – in addition to the above-mentioned toll revenues for the financial years 2003 and 2004 – include EUR 5.1 million related to the extraordinary income linked to the recognition, by the CAV.TO.MI. Consortium, of the reconstruction costs for the Novara Sud service area. The latter was relocated in order to eliminate its interference with the stretch of the “High Speed” Turin-Milan railway line.

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/09/2008	30/06/2008	Changes
A) Cash and cash equivalents	62,753	45,456	17,297
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	62,753	45,456	17,297
D) Financial receivables (*)	-	-	-
E) Short-term borrowings	-	(80,000)	80,000
F) Current portion of medium/long-term borrowings	(14,918)	(4,337)	(10,581)
G) Other financial liabilities	-	-	-
H) Short-term borrowings (E) + (F) + (G)	(14,918)	(84,337)	69,419
I) Current net cash (indebtedness) (C) + (D) + (H)	47,835	(38,881)	86,716
J) Long-term borrowings	(713,691)	(633,945)	(79,746)
K) Bonds issued	(3)	(3)	-
L) Other long-term payables	-	-	-
M) Long-term borrowings (J) + (K) + (L)	(713,694)	(633,948)	(79,746)
N) Net financial position	(665,859)	(672,829)	6,970

The net financial position as at 30 September 2008 – showing an improvement compared to 30 June 2008 – disclosed borrowings for EUR 666 million (EUR 673 million as at 30 June 2008). This amount – including the discounted value of the “payable due to ANAS and the Central Insurance Fund” – would be equal to EUR 700 million (EUR 707 million as at 30 June 2008).

With regard to the breakdown of the item “net financial position”, it should be underlined that the item “*short-term borrowings*” as at 30 June 2008 referred to a loan repaid in July 2008 together with the stipulation of another medium/long-term loan (with an equal increase in “long-term borrowings” as at 30 September 2008).

Finally, it should be noted that, as at 30 September 2008, there was an outstanding loan (equal to EUR 120 million) granted during the previous financial year to the parent company SIAS S.p.A., given the temporary liquid funds resulting from intragroup transactions within the Corporate Reorganisation Project that involved ASTM and SIAS Groups. This interest-bearing loan is governed by normal market conditions, at an annual rate equal to 3-month Euribor plus a spread of 0.25% (25 bps). The loan expires on 30 September and is renewable from year to year.

Società Autostrada Ligure Toscana p.A.



The main **revenue and expenditure items** of the third quarter and as at 30 September 2008 (with the corresponding figures for the same period of 2007) may be summarised as follows:

1.1-30.9-2008	1.1-30.9-2007	Changes		3 rd quarter 2008	3 rd quarter 2007	Changes
131,144	131,147	(3)	Motorway sector revenue	50,095	50,199	(104)
6,480	6,714	(234)	Other revenues	1,780	2,398	(618)
137,624	137,861	(237)	Turnover (A)	51,875	52,597	(722)
(45,074)	(46,017)	943	Operating costs (B)	(13,816)	(13,970)	154
92,550	91,844	706	Gross operating margin (A-B)	38,059	38,627	(568)
-	731	(731)	Significant "non-recurring" items	-	-	-
92,550	92,575	(25)	Adjusted gross operating margin	38,059	38,627	(568)

In the **third quarter of 2008**, the item "*motorway sector revenue*" was substantially in line with the same period last year.

"*Operating costs*" in the third quarter of 2008 amounted to EUR 13.8 million (EUR 14 million in the third quarter of 2007).

With regard to the above-mentioned aspects, in the third quarter of 2008 the "*gross operating margin*" was equal to EUR 38.1 million (EUR 38.6 million in the third quarter of 2007).

As regards the period **1 January - 30 September 2008**, the item "*motorway sector revenue*" was in line with the same period last year. The slight reduction in toll revenues was offset by the increase in rental income from service areas.

Given that "*operating costs*" were down compared to the corresponding period last year, the "*gross operating margin*" for the period 1 January – 30 September 2008 totalled EUR 92.5 million, up EUR 0.7 million compared to the first nine months of 2007.

In the period 1 January – 30 September 2007, the item "*significant non-recurring items*" related to the one-off effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	152,450	113,983	38,467
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	152,450	113,983	38,467
D) Financial receivables	-	-	-
E) Short-term borrowings	-	-	-
F) Current portion of medium/long-term borrowings	(18,611)	(16,653)	(1,958)
G) Other financial liabilities	-	-	-
H) Short-term borrowings (E) + (F) + (G)	(18,611)	(16,653)	(1,958)
I) Current net cash (indebtedness) (C) + (D) + (H)	133,839	97,330	36,509
J) Long-term borrowings	(193,928)	(193,872)	(56)
K) Bonds issued	-	-	-
L) Other long-term payables	-	-	-
M) Long-term borrowings (J) + (K) + (L)	(193,928)	(193,872)	(56)
N) Net cash (indebtedness) (I) + (M)	(60,089)	(96,542)	36,453

The “*net financial position*” as at 30 September 2008 – showing an improvement compared to the balance as at 30 June 2008 – showed a debit balance of EUR 60.1 million (EUR 96.5 million as at 30 June 2008). This amount – including the discounted value of the “payable due to ANAS and the Central Insurance Fund” – would be equal to EUR 133.5 million (EUR 169.1 million as at 30 June 2008).

This improvement was due to the cash generated by both the transit volume during the summer and the collection of an amount equal to EUR 18 million by the subsidiary Asti-Cuneo S.p.A. (for the transfer to the latter of financial instruments representing the additional guarantees required by the Agreement).

As at 30 September 2008 there were two outstanding loans – at market conditions – in favour of the subsidiaries Finanziaria di Partecipazioni e Investimenti S.p.A. and Logistica Tirrenica S.p.A., for EUR 10 million and EUR 0.8 million respectively.

Following the expression of interest to take part in the operation for the reorganisation, development and relaunch of Alitalia by the parent company Argo Finanziaria S.p.A., on 27 August 2008 Finanziaria di Partecipazioni e Investimenti S.p.A. paid the amount required as advance for the subscription of the share capital increase of CAI s.r.l..



The main **revenue and expenditure items** of the third quarter and as at 30 September 2008 (with the corresponding figures for the same period of 2007) may be summarised as follows:

1.1-30.9-2008	1.1-30.9-2007	Changes		3 rd quarter 2008	3 rd quarter 2007	Changes
64,983	64,276	707	Motorway sector revenue	25,601	26,007	(406)
2,555	4,874	(2,319)	Other revenues	765	1,503	(738)
67,538	69,150	(1,612)	Turnover (A)	26,366	27,510	(1,144)
(26,949)	(25,384)	(1,565)	Operating costs (B)	(8,536)	(8,939)	403
40,589	43,766	(3,177)	Gross operating margin (A-B)	17,830	18,571	(741)
-	259	(259)	Significant "non-recurring" items	-	-	-
40,589	44,025	(3,436)	Adjusted gross operating margin	17,830	18,571	(741)

With regard to the **third quarter of 2008**, "net toll revenues" totalled EUR 23.6 million, down approximately EUR 0.3 million compared to the same period last year. This change was due to the reduction in fare-paying traffic.

The change in the item "*other revenues*" was mainly due to the restatement of the income from discounting the payable due to ANAS (Central Insurance Fund), following the recent signing of the "Standard Agreement" and the extension of the duration of the concession to 2031.

In the quarter under review, "*operating costs*" totalled EUR 8.5 million, down EUR 0.4 million compared to the same period last year, mainly due to lower maintenance charges.

With regard to the above, the "gross operating margin" totalled EUR 17.8 million (EUR 18.6 million in the same period last year).

In the period **1 January – 30 September 2008**, "net toll revenues" amounted to EUR 59.9 million and were substantially in line with the corresponding figures for last year (EUR 59.2 million as at 30 September 2007).

As already mentioned above, the change in the item "*other revenues*" was due to the restatement of the income from discounting the payable due to ANAS (Central Insurance Fund).

"*Operating costs*" increased due to both higher costs incurred for "winter services" and to the different schedule for some maintenance operations compared to last year.

With regard to the above, the "*gross operating margin*" for the period 1 January – 30 September 2008 amounted to EUR 40.6 million (EUR 43.8 million in the first nine months of 2007).

In the period 1 January – 30 September 2007, the item "*significant non-recurring items*" related to the one-off effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	4,745	2,740	2,005
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	4,745	2,740	2,005
D) Financial receivables	-	-	-
E) Short-term borrowings	-	(12,909)	12,909
F) Current portion of medium/long-term borrowings	(11,475)	(10,000)	(1,475)
G) Other financial liabilities	-	-	-
H) Short-term borrowings (E) + (F) + (G)	(11,475)	(22,909)	11,434
I) Current net cash (indebtedness) (C) + (D) + (H)	(6,730)	(20,169)	13,439
J) Long-term borrowings	(89,923)	(89,913)	(10)
K) Bonds issued	-	-	-
L) Other long-term payables	-	-	-
M) Long-term borrowings (J) + (K) + (L)	(89,923)	(89,913)	(10)
N) Net cash (indebtedness) (I) + (M)	(96,653)	(110,082)	13,429

The “net financial position” as at 30 September 2008 showed a debit balance of EUR 96.7 million (EUR 110.1 million as at 30 June 2008); this amount - including the discounted value of the “payable due to ANAS and the Central Insurance Fund” - would be equal to EUR 123.3 million (EUR 136.3 million as at 30 June 2008).

The improvement in the net financial position was mainly due to the positive trend of the operating cash flow that is typical of the summer months.



The main **revenue and expenditure items** of the third quarter and as at 30 September 2008 (with the corresponding figures for the same period of 2007) may be summarised as follows (amounts in thousands of EUR):

1.1-30.9-2008	1.1-30.9-2007	Changes		3 rd quarter 2008	3 rd quarter 2007	Changes
35,926	35,280	646	Motorway sector revenue	13,361	13,721	(360)
4,686	4,340	346	Other revenues	1,462	1,437	25
40,612	39,620	992	Turnover (A)	14,823	15,158	(335)
(18,232)	(16,834)	(1,398)	Operating costs (B)	(7,435)	(5,641)	(1,794)
22,380	22,786	(406)	Gross operating margin (A-B)	7,388	9,517	(2,129)
-	68	(68)	Significant “non-recurring” items	-	-	-
22,380	22,854	(474)	Adjusted gross operating margin	7,388	9,517	(2,129)

In the **third quarter of 2008**, “net toll revenues” totalled EUR 13.1 million, down approximately EUR 0.4 million compared to the same period last year. This change was due to the reduction in traffic volumes during the period.

The increase in “*operating costs*” was due to higher levels of maintenance activities during the quarter.

With regard to the above, the “*gross operating margin*” totalled EUR 7.4 million (EUR 9.5 million in the same period last year).

As regards the period from **1 January to 30 September 2008**, “net toll revenues” totalled EUR 35.3 million (EUR 34.6 million as at 30 September 2007).

As already mentioned above, the increase in “*operating costs*” was due to higher levels of maintenance activities.

With regard to the above, the “*gross operating margin*” for the first nine months of 2008 amounted to EUR 22.4 million (EUR 22.8 million in the first nine months of 2007).

In the period 1 January – 30 September 2007, the item “*significant non-recurring items*” related to the one-off effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	6,452	4,584	1,868
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	6,452	4,584	1,868
D) Financial receivables	-	-	-
E) Short-term borrowings	(44,967)	(49,422)	4,455
F) Current portion of medium/long-term borrowings	(5,827)	(5,116)	(711)
G) Other financial liabilities	-	-	-
H) Short-term borrowings	(50,794)	(54,538)	3,744
I) Current net cash (indebtedness) (C) + (D) + (H)	(44,342)	(49,954)	5,612
J) Long-term borrowings	(43,707)	(43,706)	(1)
K) Bonds issued	-	-	-
L) Other long-term payables	-	-	-
M) Long-term borrowings (J) + (K) + (L)	(43,707)	(43,706)	(1)
N) Net cash (indebtedness) (I) + (M)	(88,049)	(93,660)	5,611

The “*net financial position*” as at 30 September 2008 – showing an improvement compared to 30 June 2008 – revealed a debit balance of EUR 88 million (EUR 93.7 million as at 30 June 2008); this amount – including the discounted value of the “payable due to the Central Insurance Fund” – would be equal to EUR 166.2 million (EUR 170.7 million as at 30 June 2008).

The increase in the net financial position during the quarter was mainly due to the cash generated from “operating activities”.

Autostrada dei Fiori S.p.A.



The main **revenue and expenditure items** of the third quarter and as at 30 September 2008 (with the corresponding figures for the same period of 2007) may be summarised as follows:

1.1-30.9-2008	1.1-30.9-2007	Changes		3 rd quarter 2008	3 rd quarter 2007	Changes
109,234	110,277	(1,043)	Motorway sector revenue	41,399	42,419	(1,020)
8,708	8,696	12	Other revenues	3,181	2,974	207
117,942	118,973	(1,031)	Turnover (A)	44,580	45,393	(813)
(48,573)	(46,978)	(1,595)	Operating costs (B)	(13,750)	(14,128)	378
69,369	71,995	(2,626)	Gross operating margin (A-B)	30,830	31,265	(435)
-	833	(833)	Significant "non-recurring" items	-	-	-
69,369	72,828	(3,459)	Adjusted gross operating margin	30,830	31,265	(435)

In the **third quarter of 2008**, the item "*motorway sector revenue*" decreased by approximately 2%.

"Net toll revenues" amounted to EUR 39.2 million, down approximately EUR 0.9 million compared to the same period of 2007 (-2.4%), due to the decrease in fare-paying traffic.

In the third quarter of 2008, "*operating costs*" decreased by approximately EUR 0.4 million totalling EUR 13.7 million.

With regard to the above, the "*gross operating margin*" totalled EUR 30.8 million (EUR 31.3 million in the third quarter of 2007).

In the period **1 January – 30 September 2008**, "net toll revenues" totalled EUR 103.5 million (EUR 104.5 million as at 30 September 2007). This decrease (equal to 0.94%) was due to the said reduction in fare-paying traffic.

"*Operating costs*" (EUR 48.6 million) increased by 3.39%, mainly due to higher maintenance charges.

With regard to the above, the "*gross operating margin*" for the period 1 January – 30 September 2008 amounted to EUR 69.4 million (EUR 72 million in the same period last year).

In the period 1 January – 30 September 2007, the item "*significant non-recurring items*" related to the one-off effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	44,096	1,566	42,530
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	44,096	1,566	42,530
D) Financial receivables	350	21,730	(21,380)
E) Short-term borrowings	(50,699)	(57,864)	7,165
F) Current portion of medium/long-term borrowings	(2,299)	(941)	(1,358)
G) Other financial liabilities	-	-	-
H) Short-term borrowings (E) + (F) + (G)	(52,998)	(58,805)	5,807
I) Current net cash (indebtedness) (C) + (D) + (H)	(8,552)	(35,509)	26,957
J) Long-term borrowings	(101,948)	(102,377)	429
K) Bonds issued	-	-	-
L) Other long-term payables	-	-	-
M) Long-term borrowings (J) + (K) + (L)	(101,948)	(102,377)	429
N) Net cash (indebtedness) (I) + (M)	(110,500)	(137,886)	27,386

The “*net financial position*” as at 30 September 2008 – showing an improvement compared to the balance as at 30 June 2008 – showed a debit balance of EUR 110.5 million (EUR 137.9 million as at 30 June 2008). This amount – including the discounted value of the “payable due to the Central Insurance Fund” – would be equal to EUR 253.2 million (EUR 278.9 million as at 30 June 2008).

The change in “*cash*” was due – for an amount equal to EUR 21.4 million – to the monetisation of a financial instrument that was previously posted to “*financial receivables*”.

The improvement in the net financial position was mainly due to the positive trend of the operating cash flow that benefited from the seasonality typical of summer months.

As from 1 April 2008, the Company manages the motorway section Asti-Cuneo for a total of 90 kilometres, of which 37 km already in use and 53 km under construction.

The **revenue and expenditure items** of the third quarter and of the first nine months of 2008 reflect the start-up phase and may be summarised as follows:

1.1-30.9-2008	1.1-30.9-2007	Changes		3 rd quarter 2008	3 rd quarter 2007	Changes
2,214	-	2,214	Motorway sector revenue	1,692	-	1,692
71	10	61	Other revenues	38	1	37
2,285	10	2,275	Turnover (A)	1,730	1	1,729
(4,210)	(880)	(3,330)	Operating costs (B)	(1,983)	(274)	(1,709)
(1,925)	(870)	(1,055)	Operating loss (A-B)	(253)	(273)	20

In the **third quarter of 2008**, the item “*motorway sector revenue*” totalled EUR 1.7 million and benefited from the opening of the Govone toll gate on 7 August 2008 (with a consequent toll collection for the section between Isola d’Asti and Guarene, that was not subject to toll).

“*Operating costs*” referred to the main functional activities related to the Technical, Management, Maintenance and Administrative-Financial areas of the Company.

With regard to the above, in the third quarter of 2008 the Company posted an “*operating loss*” equal to EUR 0.3 million.

In the period **1 January – 30 September 2008**, “net toll revenues” totalled EUR 2.2 million, while “*operating costs*” amounted to EUR 4.2 million.

With regard to the above, the “*operating loss*” for the period from 1 January to 30 September 2008 amounted to EUR 1.9 million.

As regards the **financial position**, a summary of its main components is provided below:

(values in thousands of EUR)	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	832	24,034	(23,202)
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	832	24,034	(23,202)
D) Financial receivables	-	-	-
E) Short-term borrowings	(4,811)	-	(4,811)
F) Current portion of medium/long-term borrowings	-	-	-
G) Other financial liabilities	-	-	-
H) Short-term borrowings (E) + (F) + (G)	(4,811)	-	(4,811)
D) Current net cash (indebtedness) (C) + (D) + (H)	(3,979)	24,034	(28,013)
J) Long-term borrowings	-	-	-
K) Bonds issued	-	-	-
L) Other long-term payables	-	-	-
M) Long-term borrowings (J) + (K) + (L)	-	-	-
N) Net cash (indebtedness) (I) + (M)	(3,979)	24,034	(28,013)

The “*net financial position*” as at 30 September 2008 revealed borrowings totalling EUR 4 million (liquid funds amounting to EUR 24 million as at 30 June 2008). The change in the period was mainly due to the payment of an amount equal to EUR 18 million to SALT S.p.A. (following the transfer of the financial instruments representing the additional guarantees stipulated by it as representative of ATI SALT – Grassetto – Itinera upon awarding of the tender), as well as to the payment of an amount equal to EUR 4.3 million to ANAS S.p.A. as reimbursement due to the Grantor for the sums advanced by it with regard to the works carried out for the Cherasco toll gate and the Castagneto junction.



The main **revenue and expenditure items** of the third quarter and as at 30 September 2008 (with the corresponding figures for the same period of 2007) may be summarised as follows (amounts in thousands of EUR):

1.1-30.9-2008	1.1-30.9-2007	Changes		3 rd quarter 2008	3 rd quarter 2007	Changes
81,993	82,561	(568)	Motorway sector revenue	27,450	28,113	(663)
3,659	4,455	(796)	Other revenues	1,277	1,145	132
85,652	87,016	(1,364)	Turnover (A)	28,727	29,258	(531)
(38,872)	(35,738)	(3,134)	Operating costs (B)	(14,267)	(11,875)	(2,392)
46,780	51,278	(4,498)	Gross operating margin (A-B)	14,460	17,383	(2,923)
-	592	(592)	Significant “non-recurring” items	-	-	-
46,780	51,870	(5,090)	Adjusted gross operating margin	14,460	17,383	(2,923)

As regards the **third quarter of 2008**, the item “*motorway sector revenue*” decreased by EUR 0.7 million. This change was due to the reduction of both rental income (-EUR 0.3 million) resulting from service areas and “net toll revenues” (-EUR 0.4 million) linked to the decrease in fare-paying traffic.

In the third quarter of 2008, “*operating costs*” totalled EUR 14.3 million (EUR 11.9 million in the same period last year). The increase was mainly due to higher levels of maintenance activities.

With regard to the above, the “*gross operating margin*” totalled EUR 14.5 million (EUR 17.4 million in the third quarter of 2007).

In the period from **1 January to 30 September 2008**, while “net toll revenues” were in line with the same period last year, the item “*motorway sector revenue*” decreased by EUR 0.6 million, due to the reduction of royalties for service areas and to the renegotiation with the counterparty of the fee for the use of fibre optics (given the extension of the contract).

In the first nine months of 2008, “*operating costs*” were equal to EUR 38.9 million (EUR 35.7 million as at 30 September 2007). This increase was mainly due to higher costs incurred for “winter services” and to the growth in maintenance operations.

With regard to the above, the “*gross operating margin*” for the period 1 January – 30 September 2008 amounted to EUR 46.8 million (EUR 51.3 million in the first nine months of 2007).

In the period 1 January – 30 September 2007, the item “*significant non-recurring items*” related to the one-off effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

^(*)This Company and its subsidiaries were consolidated according to the “proportion with the investment held” method (equal to 41.17%).

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	21,809	8,934	12,875
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	21,809	8,934	12,875
D) Financial receivables	-	-	-
E) Short-term borrowings	(1,915)	(2,000)	85
F) Current portion of medium/long-term borrowings	(13,113)	(11,829)	(1,284)
G) Other financial liabilities	-	-	-
H) Short-term borrowings	(15,028)	(13,829)	(1,199)
D) Current net cash (indebtedness) (C) + (D) + (H)	6,781	(4,895)	11,676
J) Long-term borrowings	(81,321)	(81,314)	(7)
K) Bonds issued	-	-	-
L) Other long-term payables	-	-	-
M) Long-term borrowings (J) + (K) + (L)	(81,321)	(81,314)	(7)
N) Net cash (indebtedness)	(74,540)	(86,209)	11,669

The “*net financial position*” as at 30 September 2008 – showing an improvement compared to 30 June 2008 – revealed a debit balance of EUR 74.5 million (EUR 86.2 million as at 30 June 2008); this amount – including the discounted value of the “payable due to the Central Insurance Fund” – would be equal to EUR 117 million (EUR 128.2 million as at 30 June 2008).

This increase is related to the cash flows generated in the period.

Engineering sector

Società Iniziative Nazionali Autostradali – SINA S.p.A.

In the **third quarter of 2008**, the Company – which operates in the study, planning and works management areas for railway and motorway works – posted a “*turnover*” (value of production) of EUR 10 million (EUR 10.6 million in the third quarter of 2007), down approximately EUR 0.6 million due to the slowdown in some planning activities.

“*Operating costs*” – equal to EUR 7.8 million – decreased by EUR 0.4 million compared to the third quarter of 2007.

In the third quarter of 2008, the “*gross operating margin*” reflects the above-mentioned aspects and totalled EUR 2.2 million (EUR 2.4 million in the third quarter of 2007).

In the period **1 January – 30 September 2008**, the “*turnover*” – equal to EUR 27.4 million – decreased by EUR 1.2 million compared to the same period last year.

In the period under review, “*operating costs*” amounted to EUR 23.7 million (EUR 23.3 million as at 30 September 2007).

With regard to the above, the “*gross operating margin*” for the period 1 January – 30 September 2008 totalled EUR 3.7 million (EUR 5.3 million as at 30 September 2007).

The “*net financial position*” as at 30 September 2008 showed a credit balance equal to EUR 5.9 million (EUR 4 million as at 30 June 2008) and consisted of cash and bonds that may be converted into cash in the short term, if required.

SINECO S.p.A.

In the **third quarter of 2008**, the “*turnover*” (value of production) totalled EUR 3.6 million (EUR 4.1 million in the third quarter of 2007).

“*Operating costs*” in the third quarter of 2008 amounted to EUR 3 million (EUR 2.6 million in the third quarter of 2007).

With regard to the above, the “*gross operating margin*” totalled EUR 0.6 million (EUR 1.5 million in the same period last year).

In the period from **1 January to 30 September 2008**, the “*turnover*” totalled EUR 12.1 million (EUR 12.2 million as at 30 September 2007).

In the period under review, “*operating costs*” amounted to EUR 8.9 million (EUR 8.2 million as at 30 September 2007).

With regard to the above, the “*gross operating margin*” for the period 1 January – 30 September 2008 totalled EUR 3.2 million (EUR 4 million as at 30 September 2007).

The “*net financial position*” as at 30 September 2008 showed a credit balance of EUR 2.2 million (EUR 2.4 million as at 30 June 2008) and was represented by the liquid funds available on the Company’s current accounts.

Technology sector

Within the scope of the reorganisation process of the technology sector’s companies (in the first months of 2008, SINELEC S.p.A. incorporated the subsidiary Infosistem S.p.A.), during the quarter under review the Shareholders’ Meetings of SSAT S.p.A. and SINELEC S.p.A. approved the merger by acquisition of SINELEC S.p.A. into SSAT S.p.A., that will be renamed after the incorporated company SINELEC S.p.A.. This integration project will enable to achieve operational, commercial and financial synergies, as well as to increase the “critical mass” of the technology sector, also based on the considerable investment programme that will be implemented in the following years by the motorway companies of the Group.

SSAT S.p.A.

The company mainly operates in the lease sector of both fibre optics and sites for the positioning of transmission devices for companies operating in the mobile telephony sector.

In the **third quarter of 2008**, the “*turnover*” (value of production) totalled EUR 2.1 million (EUR 2.7 million in the third quarter of 2007).

“*Operating costs*” in the third quarter of 2008 amounted to EUR 1.4 million (EUR 1.8 million in the third quarter of 2007).

With regard to the above, the “*gross operating margin*” totalled EUR 0.7 million (EUR 0.9 million in the third quarter of 2007).

In the period **1 January - 30 September 2008**, the “*turnover*” was equal to EUR 6.8 million (EUR 12.6 million in the first nine months of 2007). The change compared to the same period last year was mainly due to the fact that previous year’s figures benefited from the completion of a major contract concerning the works carried out on behalf of the CAV.TO.MI. Consortium.

The “*operating costs*” incurred until 30 September 2008 amounted to EUR 4.9 million (EUR 8.2 million in the first nine months of 2007).

For this reason, the “*gross operating margin*” totalled EUR 1.9 million (EUR 4.4 million in the first nine months of 2007).

The “*net financial position*” as at 30 September 2008 revealed a credit balance equal to EUR 2.1 million (credit balance of EUR 0.6 million as at 30 June 2008).

SINELEC S.p.A.

In the first half of 2008, the Company – which operates in the sector of outsourcing management and supply of integrated IT systems for motorway companies – incorporated the subsidiary Infosistem S.p.A..

In the **third quarter of 2008**, the Company posted a “*turnover*” (value of production) equal to EUR 7.3 million (EUR 6.1 million in the third quarter of 2007).

“*Operating costs*” in the third quarter of 2008 amounted to EUR 5.3 million (EUR 4.6 million in the third quarter of 2007).

With regard to the above-mentioned aspects, in the third quarter of 2008 the “*gross operating margin*” totalled EUR 2 million (EUR 1.5 million in the third quarter of 2007).

In the period from **1 January to 30 September 2008**, the “*turnover*” totalled EUR 21.2 million (EUR 20.7 million as at 30 September 2007).

In the period under review, “*operating costs*” amounted to EUR 17 million (EUR 16.4 million as at 30 September 2007).

With regard to the above, the “*gross operating margin*” for the period 1 January – 30 September 2008 totalled EUR 4.2 million (EUR 4.3 million as at 30 September 2007).

The “*net financial position*” as at 30 September 2008 revealed a credit balance equal to EUR 6.4 million (EUR 4.4 million as at 30 June 2008).

Euroimpianti Electronic S.p.A.

In the **third quarter of 2008**, the Company – which operates in the area of planning and production of electrical, telephone and electronic systems for motorway companies – posted a “*turnover*” equal to EUR 2.7 million (EUR 4.1 million in the third quarter of 2007). The item “*operating costs*” amounted to EUR 2.5 million (EUR 3.3 million in the third quarter of 2007). With regard to the above, in the period under review the “*gross operating margin*” totalled EUR 0.2 million (EUR 0.8 million in the third quarter of 2007).

In the period from **1 January to 30 September 2008**, the “*turnover*” totalled EUR 10.3 million (EUR 13.1 million in the first nine months of 2007). The item “*operating costs*” amounted to EUR 8.7 million (EUR 11.1 million in the first nine months of 2007). Accordingly, in the period under review the “*gross operating margin*” was equal to EUR 1.6 million (EUR 2 million in the period 1 January – 30 September 2007).

The “*net financial position*” as at 30 September 2008 revealed a credit balance equal to EUR 0.7 million (EUR 1.2 million as at 30 June 2008).

Construction sector

ABC Costruzioni S.p.A.

In the **third quarter of 2008**, the Company – which mainly carries out maintenance and enhancement activities for the motorway network on behalf of SALT S.p.A., Autostrada dei Fiori S.p.A. and Autocamionale della Cisa S.p.A. – posted a “*turnover*” of EUR 9.9 million (EUR 24.2 million in the third quarter of 2007; this figure benefited from the awarding by Autocamionale della Cisa S.p.A. of an early completion bonus amounting to approximately EUR 8.2 million).

“*Operating costs*” totalled EUR 9.8 million (EUR 17.4 million in the third quarter of 2007). The “*gross operating margin*” was therefore equal to EUR 0.1 million (EUR 6.8 million in the third quarter of 2007).

In the period **1 January – 30 September 2008**, the “*turnover*” totalled EUR 40.2 million (EUR 69.3 million in the same period last year, which benefited – as mentioned above – from the early completion bonus awarded in the third quarter). “*Operating costs*” for the period totalled EUR 37 million (EUR 57.1 million in the first nine months of 2007). The “*gross operating margin*” totalled EUR 3.2 million (EUR 12.2 million in the first nine months of 2007).

The “*net financial position*” as at 30 September 2008 revealed a credit balance of EUR 0.1 million (borrowings amounting to EUR 0.3 million as at 30 June 2008).

4. CERTIFICATIONS PURSUANT TO ART. 36 AND 37 OF CONSOB RESOLUTION NO. 16191/07 (“MARKET REGULATION”)

The Company does not fall within the scope of the regulations set out by **Art. 36** of CONSOB Resolution no. 16191/07, since at present it does not control “companies incorporated and governed by the law of States not belonging to the European Union”.

Pursuant to **Art. 37** of the above-mentioned CONSOB Resolution, it should be noted that the Company meets the requirements for the listing of own shares on the Italian regulated market, which are listed in paragraph 1 of the same article.

5. Q3 SIGNIFICANT EVENTS

Today, the Board of Directors will consider the proposal for the distribution of an **interim dividend** for FY 2008 equal to EUR **0.20** for each of the 85,491,703 ordinary shares in circulation to date, for a total value of **EUR 17 million**.

6. BUSINESS OUTLOOK FOR 2008

With regard to the “**motorway sector**”, the current economic trend could affect traffic performance in the fourth quarter of the year, with a subsequent decrease in traffic volumes for the sections under management.

The “**engineering**”, “**technology**” and “**construction**” sectors should confirm the economic results achieved in the first nine months of the year.

The performance of the ASTM Group during the year will reflect the evolution of all above-mentioned factors, thus confirming a positive result.

CONSOLIDATED FINANCIAL STATEMENTS

ASTM GROUP
INTERMEDIATE MANAGEMENT REPORT AS AT 30 SEPTEMBER 2008

The corporate reorganisation of the SIAS and ASTM Groups – which was completed at the beginning of July 2007 – led to the takeover by ASTM S.p.A. of SIAS S.p.A. and its subsidiaries, with effect from the third quarter of 2007. In order to provide comparable figures, proper “pro-forma” statements for the first nine months of 2007 have been prepared, in which the effects of the corporate reorganisation have been shown as if it had taken place on 1 January 2007. Both the “pro-forma” statements and those containing “actual figures” are provided below.

FINANCIAL STATEMENTS – TURNOVER AND RESULT OF CONSOLIDATED OPERATING ACTIVITIES (“PRO-FORMA” FIGURES)

1.1/30.9.2008	1.1/30.9.2007 pro-forma	Changes		(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
(A) Turnover							
552,842	548,175	4,667	1)	Motorway sector revenue	202,275	202,495	(220)
2,625	8,740	(6,115)	2)	Construction sector revenue	1,622	2,659	(1,037)
5,757	10,831	(5,074)	3)	Engineering sector revenue	1,951	5,093	(3,142)
11,594	20,129	(8,535)	4)	Technology sector revenue	4,556	4,711	(155)
<u>42,854</u>	<u>43,811</u>	<u>(957)</u>	5)	Other revenues	<u>15,602</u>	<u>13,815</u>	<u>1,787</u>
615,672	631,686	(16,014)	Total		226,006	228,773	(2,767)
(B) Operating costs							
(106,966)	(106,484)	(482)	6)	Payroll costs	(33,618)	(33,914)	296
(145,921)	(150,425)	4,504	7)	Services	(52,794)	(52,607)	(187)
(28,180)	(39,410)	11,230	8)	Costs for raw materials	(7,937)	(12,471)	4,534
(27,176)	(25,551)	(1,625)	9)	Other costs	(8,903)	(8,184)	(719)
<u>58,972</u>	<u>78,480</u>	<u>(19,508)</u>	10)	Capitalised costs on fixed assets	<u>16,794</u>	<u>24,311</u>	<u>(7,517)</u>
(249,271)	(243,390)	(5,881)	Total		(86,458)	(82,865)	(3,593)
366,401	388,296	(21,895)		GROSS OPERATING PROFIT (A) - (B)	139,548	145,908	(6,360)
8,875	3,701	5,174	11)	Significant “non-recurring” items	4,550	-	4,550
375,276	391,997	(16,721)		Adjusted gross operating profit	144,098	145,908	(1,810)

FINANCIAL STATEMENTS – TURNOVER AND RESULT OF CONSOLIDATED OPERATING ACTIVITIES (“ACTUAL” FIGURES)

1.1/30.9.2008	1.1/30.9.2007	Changes		(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
(A) Turnover							
552,842	363,116	189,726	1)	Motorway sector revenue	202,275	202,495	(220)
2,625	3,446	(821)	2)	Construction sector revenue	1,622	2,659	(1,037)
5,757	18,021	(12,264)	3)	Engineering sector revenue	1,951	5,093	(3,142)
11,594	4,711	6,883	4)	Technology sector revenue	4,556	4,711	(155)
<u>42,854</u>	<u>31,663</u>	<u>11,191</u>	5)	Other revenues	<u>15,602</u>	<u>13,815</u>	<u>1,787</u>
615,672	420,957	194,715	Total		226,006	228,773	(2,767)
(B) Operating costs							
(106,966)	(65,945)	(41,021)	6)	Payroll costs	(33,618)	(33,914)	296
(145,921)	(103,742)	(42,179)	7)	Services	(52,794)	(52,607)	(187)
(28,180)	(15,100)	(13,080)	8)	Costs for raw materials	(7,937)	(12,471)	4,534
(27,176)	(15,322)	(11,854)	9)	Other costs	(8,903)	(8,184)	(719)
<u>58,972</u>	<u>36,355</u>	<u>22,617</u>	10)	Capitalised costs on fixed assets	<u>16,794</u>	<u>24,311</u>	<u>(7,517)</u>
(249,271)	(163,754)	(85,517)	Total		(86,458)	(82,865)	(3,593)
366,401	257,203	109,198		GROSS OPERATING PROFIT (A) - (B)	139,548	145,908	(6,360)
8,875	1,738	7,137	11)	Significant “non-recurring” items	4,550	-	4,550
375,276	258,941	116,335		Adjusted gross operating profit	144,098	145,908	(1,810)

ASTM GROUP
INTERMEDIATE MANAGEMENT REPORT AS AT 30 SEPTEMBER 2008

FINANCIAL STATEMENTS – CONSOLIDATED NET FINANCIAL POSITION

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	31/12/2007
A) Cash and cash equivalents	377,122	286,295	323,670
B) Securities held for trading	-	-	100,000
C) Liquidity (A) + (B)	377,122	286,295	423,670
D) Financial receivables (*)	155	21,535	20,683
E) Short-term borrowings	(68,260)	(78,294)	(81,432)
F) Current portion of medium/long-term borrowings	(152,777)	(215,891)	(179,659)
G) Other financial liabilities (**)	(5,487)	(3,905)	(7,031)
H) Short-term borrowings (E) + (F) + (G)	(226,524)	(298,090)	(268,122)
I) Current net cash (indebtedness) (C) + (D) + (H)	150,753	9,740	176,231
J) Long-term borrowings	(1,179,833)	(1,100,580)	(1,122,551)
K) Bonds issued (**)	(202,607)	(201,913)	(200,381)
L) Other long-term payables	(675)	(821)	(999)
M) Long-term borrowings (J) + (K) + (L)	(1,383,115)	(1,303,314)	(1,323,931)
N) Net cash (indebtedness) (I) + (M)	(1,232,362)	(1,293,574)	(1,147,700)

(*) This item relates to bonds that may be converted into cash in the short term, if required. As at 30 June 2008, this item included capital guaranteed index-linked financial instruments converted into cash during the quarter.

(**) Recognised net of the "SIAS 2.625% 2005-2017" bonds held by the Parent Company ASTM S.p.A..

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

CONTENTS OF THE INTERIM REPORT

This intermediate management report was prepared in compliance with IAS/IFRS International Accounting Standards; as a consequence, also the comparative data relating to the same periods of last year complies with the above-mentioned standards.

The estimation procedures different from those normally used for the preparation of the annual accounts ensure reliable information. In the notes to the financial statements, information on any estimation procedure is provided.

The Company – by making use of the power envisaged by CONSOB Resolution no. 11661 of 20 October 1998 – indicated the amounts in thousands of euro, both in the “financial statements” and in the “notes to the financial statements”.

TURNOVER AND OPERATING PROFIT

Foreword

With regard to the figures for the period from 1 January to 30 September, and in order to ensure a proper understanding of the performance of the items included in the section “Turnover and operating profit”, the changes compared to the “pro-forma” figures for the period 1 January – 30 September are described below.

Motorway sector revenue

This item breaks down as follows:

1.1/30.9.2008	1.1/30.9.2007 pro-forma	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
548,478	538,479	9,999	- Proceeds from tolls	200,129	198,842	1,287
<u>(24,950)</u>	<u>(19,909)</u>	<u>(5,041)</u>	- Deduct: portion of tariff pertaining to the State	<u>(8,819)</u>	<u>(7,131)</u>	<u>(1,688)</u>
523,528	518,570	4,958	Net toll revenues (a)	191,310	191,711	(401)
<u>29,314</u>	<u>29,605</u>	<u>(291)</u>	Other additional revenue - rental income (b)	<u>10,965</u>	<u>10,784</u>	<u>181</u>
552,842	548,175	4,667	Motorway sector revenue (a + b)	202,275	202,495	(220)

“Proceeds from tolls” were calculated according to the data recognised on 31 August 2008, by estimating the amount recorded in September, based on the traffic performance of each station.

In the **third quarter of 2008**, “net toll revenues” totalled EUR 191.3 million (EUR 191.7 million in the third quarter of 2007). The change from the same period last year was due to the tolls applied to the Asti-Cuneo motorway section (+EUR 1.7 million) and to the toll reduction for the other sections under management (-EUR 2.1 million), which reflects a slight reduction in traffic volumes due to the general economic trend.

In the period **1 January – 30 September 2008**, “net toll revenues” totalled EUR 523.5 million (EUR 518.6 million for the period 1 January – 30 September 2007, “pro-forma”). The increase compared to the same period last year (EUR 5 million, equal to 0.96%) was due for EUR 2.2 million to the tolls applied to the Asti-Cuneo motorway section as from 1 April 2008 and, for EUR 2.8 million, to the partial adjustment in toll rates that took effect from 1 January 2008 on some of the sections under management. In the first nine months of 2008, traffic volumes were substantially in line with the same period last year.

The item “other additional revenue” mainly relates to rental income of service areas.

Construction sector revenue

This item breaks down as follows:

1.1/30.9.2008	1.1/30.9.2007	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
954	6,708	(5,754)	- Revenue from works and planning and variation in contract work in progress	337	2,085	(1,748)
<u>1,671</u>	<u>2,032</u>	<u>(361)</u>	- Other revenues	<u>1,285</u>	<u>574</u>	<u>711</u>
2,625	8,740	(6,115)	Total	1,622	2,659	(1,037)

This is the total amount of “production” carried out by the subsidiaries ABC Costruzioni S.p.A., LAS s.c.ar.l., Strade Co.Ge S.p.A., Sicogen s.r.l.. This amount is posted net of the intercompany “production” related to maintenance and expansion services performed on the motorway network by the cited Companies for the Group motorway companies.

Both in the **third quarter of 2008** and in the period from **1 January to 30 September 2008**, this item showed a decrease in the work carried out for third parties. The production carried out for the companies of the ASTM Group showed a similar decrease, as highlighted by the item “capitalised costs on fixed assets”.

Engineering sector revenue

This item breaks down as follows:

1.1/30.9.2008	1.1/30.9.2007	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
5,280	10,530	(5,250)	- Revenue from works and planning and variation in contract work in progress	1,778	4,896	(3,118)
<u>477</u>	<u>301</u>	<u>176</u>	- Other revenues	<u>173</u>	<u>197</u>	<u>(24)</u>
5,757	10,831	(5,074)	Total	1,951	5,093	(3,142)

This is the total amount of “production” carried out by the subsidiaries SINA S.p.A., SINECO S.p.A., COALPA S.p.A., LIRA s.r.l., Cisa Engineering S.p.A., Ativa Engineering S.p.A.. This amount is posted net of the intercompany “production” related to maintenance and expansion services performed on the motorway network by the cited Companies for the Group motorway companies.

Both in the **third quarter of 2008** and in the period from **1 January to 30 September 2008**, this item showed a decrease in the work carried out for third parties.

Technology sector revenue

This item breaks down as follows:

1.1/30.9.2008	1.1/30.9.2007	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
	pro-forma					
8,562	21,616	(13,054)	- Revenue from works	5,542	2,924	2,618
3,202	(1,783)	4,985	- Variation in contract work in progress	(991)	1,966	(2,957)
(170)	296	(466)	- Change in work in progress, semi-finished products and finished goods	5	(179)	184
11,594	20,129	8,535	Total	4,556	4,711	(155)

This is the total amount of “production” carried out by the subsidiaries Sinelec S.p.A., SSAT S.p.A. and Euroimpianti Electronic S.p.A.. This amount is recognised net of intragroup “production” related to maintenance and enhancement activities for the motorway network carried out by the said Companies for the Group motorway companies.

In the **third quarter of 2008**, the work carried out for third parties was substantially in line with the same period last year.

With regard to the **first nine months of 2008**, the significant decrease in production of the technology sector compared to the same period last year was due to the fact that previous year’s figures benefited from the completion of an important work order on behalf of the CAV.TO.MI. Consortium by SSAT S.p.A..

Other revenue and income

This item is broken down as follows:

1.1/30.9.2008	1.1/30.9.2007	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
	pro-forma					
3,723	3,065	658	- Claims for damages	758	375	383
14,753	12,270	2,483	- Recovery of expenses and other income	4,497	3,359	1,138
14,196	16,491	(2,295)	- Share of income resulting from the discounting of the payable due to ANAS and the Central Insurance Fund	4,733	5,497	(764)
9,952	11,647	(1,695)	- Works on behalf of third parties	5,538	4,463	1,075
230	338	(108)	- Operating grants	76	121	(45)
42,854	43,811	(957)	Total	15,602	13,815	1,787

The item “share of income resulting from the discounting of the payable due to ANAS-Central Insurance Fund” referred to the accrued portion of the previously deferred difference between the original amount of the debt and its near present value.

The item “Works on behalf of third parties” related to the revenue resulting from the services rendered by SATAP S.p.A. on behalf of the CAV.TO.MI. Consortium for the construction of the high-speed railway line Turin – Milan. The changes from the same period last year were due to the volume of services rendered on

behalf of the said consortium. These changes correspond to similar variations in the item “*other costs for services*”.

“*Recovery of expenses and other income*” included an amount equal to EUR 1.6 million due to an extraordinary income resulting from the transaction carried out with the said Consortium, relating to previous years’ items. This extraordinary income is reflected in a similar amount recognised in the item “*other operating costs – other operating expenses*”.

OPERATING COSTS

Payroll costs

This item is broken down as follows:

1.1/30.9.2008	1.1/30.9.2007	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
	pro-forma					
75,560	76,209	(649)	- Wage and salaries	23,734	23,881	(147)
23,944	23,940	4	- Social security costs	7,545	6,960	585
4,604	3,657	947	- Actuarial updating of Employee Severance indemnity	2,035	1,493	542
<u>2,858</u>	<u>2,678</u>	<u>180</u>	- Other costs	<u>304</u>	<u>1,580</u>	<u>(1,276)</u>
106,966	106,484	482	Total	33,618	33,914	(296)

The item “*payroll costs*” was substantially in line with the corresponding periods last year.

Services

This item is broken down as follows:

1.1/30.9.2008	1.1/30.9.2007	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
	pro-forma					
42,243	36,570	5,673	Maintenance of assets subject to reversion free of charge	19,823	13,168	6,655
15,050	11,314	3,736	Other costs related to assets subject to reversion free of charge	3,039	4,083	(1,044)
<u>88,628</u>	<u>102,541</u>	<u>(13,913)</u>	Other costs for services	<u>29,932</u>	<u>35,356</u>	<u>(5,424)</u>
145,921	150,425	(4,504)	Total	52,794	52,607	187

The item “*maintenance of assets subject to reversion free of charge*” is recognised net of intragroup “production” carried out by Group companies operating in the “construction”, “engineering” and “technology” sectors in favour of motorway companies. The total amount of **maintenance operations** carried out in the first nine months of FY 2008 was equal to **EUR 78.2 million** (EUR 69.4 million in the first nine months of 2007, “pro-forma”).

The overall increase in maintenance costs and other costs associated with fixed assets subject to reversion free of charge was due to both higher levels of maintenance operations and to the increase in costs incurred for

“winter services”, which were lower in the previous year given the favourable climatic conditions that characterised the first months of 2007.

The item “*other costs for services*” mainly included professional fees, costs for legal assistance, fees for corporate bodies, as well as services provided by subcontractors to the subsidiaries ABC Costruzioni S.p.A., Strade Co.Ge S.p.A. and Euroimpianti Electronic S.p.A.. The decrease in this item was mainly due to lower levels of activities carried out by the Companies operating in the “construction”, “engineering” and “technology” sectors.

Costs for raw materials

This expense item breaks down as follows:

1.1/30.9.2008	1.1/30.9.2007 pro-forma	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
28,893	39,530	(10,637)	Raw materials, consumables and merchandise	7,145	12,564	(5,419)
			Changes in inventories of raw materials, production supplies and merchandise			
<u>(713)</u>	<u>(120)</u>	<u>(593)</u>		<u>792</u>	<u>(93)</u>	<u>885</u>
28,180	39,410	(11,230)	Total	7,937	12,471	(4,534)

This item refers mainly to the subsidiaries ABC Costruzioni S.p.A., Strade Co.Ge. S.p.A., Euroimpianti Electronic S.p.A. and SINELEC S.p.A.. The decrease compared to the same periods last year was due to lower levels of activities carried out by the Companies operating in the “construction” and “technology” sectors.

Other operating costs

This expense item breaks down as follows:

1.1/30.9.2008	1.1/30.9.2007 pro-forma	Changes	(in thousands of EUR)	3 rd quarter 2008	3 rd quarter 2007	Changes
13,259	13,101	158	License fee	4,863	4,838	25
6,456	7,734	(1,278)	Leases and rental expenses	2,349	2,205	144
<u>7,461</u>	<u>4,716</u>	<u>2,745</u>	Other operating expenses	<u>1,691</u>	<u>1,141</u>	<u>550</u>
27,176	25,551	1,625	Total	8,903	8,184	719

The item “*leases and rental expenses*” refers mainly to operating lease contracts for motor vehicles, computers, printers and premises used by the Group Companies.

The associated contracts for these assets contain clauses for both redemption upon maturity at market prices for the contracted asset and renewal options upon maturity. The lease payments increase annually based on the ISTAT index.

The increase in the item “*other operating expenses*” was due for EUR 1.6 million to the recognition made by SATAP S.p.A. of an extraordinary expenditure resulting from the transaction carried out with the CAV.TO.MI. Consortium.

Capitalised costs on fixed assets

This item – amounting to EUR 15.6 million in the **third quarter of 2008** (EUR 24.3 million in the third quarter of 2007) and to EUR 42.9 million for the period **1 January - 30 September 2008** (EUR 78.5 million in the first nine months of 2007, “pro-forma”) – refers to internal works carried out within the Group and capitalised as an increase to “assets subject to reversion free of charge”.

As stated above, the decrease compared to the same periods last year was due to the reduction of the activities carried out in favour of the Group by the companies operating in the “construction” and “technology” sectors, as a consequence of the delay in the updating procedure of agreements and related investment plans.

Significant non-recurring items

In the **third quarter of 2008**, “*significant non-recurring items*” refer (for EUR 3.8 million) to the “one-off” income recorded by SATAP S.p.A. and refer to toll revenues which were originally suspended in the financial years 2003 and 2004. These revenues – that are linked to the “X” component of the toll increase contained in the price cap formula – were set aside on request of the Regulator pending realisation of the investments planned in the financial plan annexed to the previous agreement. Following the notification forwarded by ANAS concerning the effectiveness of the “new” Agreement and the constraint imposed – within available reserves – for alleged “financial benefits” resulting from delay in the implementation of the investments, such amounts were recorded as “one-off” income.

In the period **1 January – 30 September 2008**, the items under review totalled EUR 8.9 million and referred (for EUR 5.1 million) to the extraordinary income linked to the recognition, by the CAV.TO.MI. Consortium, of the reconstruction costs for the Novara Sud service area, which was relocated in order to eliminate its interference with the stretch of the “High Speed” Turin-Milan railway line. The remaining part refers to the above-mentioned aspects.

In the period 1 January – 30 September 2007, this item related to the one-off effect on the value of the actuarial adjustment to the staff severance indemnity, as a result of the changes introduced by Law no. 296 of 27 December 2006 and the related implementing decrees.

CONSOLIDATED NET FINANCIAL POSITION

As regards the **financial position**, a summary of its main components is provided below:

<i>(values in thousands of EUR)</i>	30/9/2008	30/6/2008	Changes
A) Cash and cash equivalents	377,122	286,295	90,827
B) Securities held for trading	-	-	-
C) Liquidity (A) + (B)	377,122	286,295	90,827
D) Financial receivables (*)	155	21,535	(21,380)
E) Short-term borrowings	(68,260)	(78,294)	10,034
F) Current portion of medium/long-term borrowings	(152,777)	(215,891)	63,114
G) Other financial liabilities (**)	(5,487)	(3,905)	(1,582)
H) Short-term borrowings (E) + (F) + (G)	(226,524)	(298,090)	71,566
I) Current net cash (indebtedness) (C) + (D) + (H)	150,753	9,740	141,013
J) Long-term borrowings	(1,179,833)	(1,100,580)	(79,253)
K) Bonds issued (**)	(202,607)	(201,913)	(694)
L) Other long-term payables	(675)	(821)	146
M) Long-term borrowings (J) + (K) + (L)	(1,383,115)	(1,303,314)	(79,801)
N) Net cash (indebtedness) (I) + (M)	(1,232,362)	(1,293,574)	61,212

(*) This item relates to bonds that may be converted into cash in the short term, if required. As at 30 June 2008, this item included capital guaranteed index-linked financial instruments converted into cash during the quarter.

(**) Net of the "SIAS 2.625% 2005-2017" bonds held by the Parent Company ASTM S.p.A..

The Group net financial position as at 30 September 2008 – showing an improvement compared to 30 June 2008 – revealed a debit balance of EUR 1,232.4 million (EUR 1,293.6 million as at 30 June 2008); this amount – including the discounted value of the “payable due to ANAS and the Central Insurance Fund” – would be equal to EUR 1,605 million (EUR 1,661.5 million as at 30 June 2008).

With regard to the breakdown of the item “net financial indebtedness”, it should be underlined that, in the third quarter of 2008, a stand-by facility (that was reflected in the decrease in the item “*current portion of medium/long-term borrowings*”) was repaid by taking out a medium/long-term loan (which led to an increase in “*long-term borrowings*” with regard to the portion used).

The decrease in borrowings for the period was mainly due to the positive trend of the operating cash flow that, during the summer months, benefited from the seasonality typical of that period.

To prevent the risk from interest rate changes, the Group companies signed “hedging” agreements with major financial institutions with regard to medium/long-term loans, for a current total amount of EUR 235 million.

Turin, 12 November 2008

for the Board of Directors
The Chairman
(Mr. Riccardo Formica)

The Manager in charge of drawing up the corporate accounting documents, Mr. Graziano Settime, hereby declares, pursuant to paragraph 2 of Article 154 bis of the Consolidated Law on Finance, that the accounting information contained in this document corresponds to the documented results, books and accounting records.