



*1H2015 Results Presentation*  
*28<sup>th</sup> July 2015*

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This announcement does not constitute an offer to sell or the solicitation of an offer to buy the securities discussed herein.

The executive responsible for the preparation of the accounts of Ei Towers SpA, Fabio Caccia, declares that, as per art. 2, 154 bis of the Consolidated Finance Law, the 2014 and 2015 accounting information contained in this release corresponds to that contained in the company's formal accounts.

*1H2015 results on track with Full Year 2015 guidance*

- **Core Revenues at €119.4m (+2.4% yoy)**
  - Growth rate much higher than inflation rate
  - Main contribution from small M&A
- **First Half Adjusted EBITDA at €55.7m (+2.2% yoy)**
  - Result, before extraordinary items, in line with FY2015 guidance
  - Adj. EBITDA margin at 46.6% (in line with 1H2014)
  - Reported EBITDA at €53.0m
  - Total opex increased by €1.5m, mainly due to  $\Delta$  perimeter and costs related to Cairo Network's multiplex initial deployment
- **Sound Free Cash flow generation confirmed with Net Debt at €110.6m**
  - -€25m Net Free Cash Flow in 2Q
  - Before dividend distribution<sup>(\*)</sup>, 2Q2015 Net Free Cash Flow at €6m
  - Normalized figure, before dividends, M&A Capex at €13.3m<sup>(\*\*)</sup>

<sup>(\*)</sup> Dividend equal to €31.0m

<sup>(\*\*)</sup> Net of cash out for taxes

### 1H2015 EBITDA growth in line with 2015 guidance and Business Plan target...

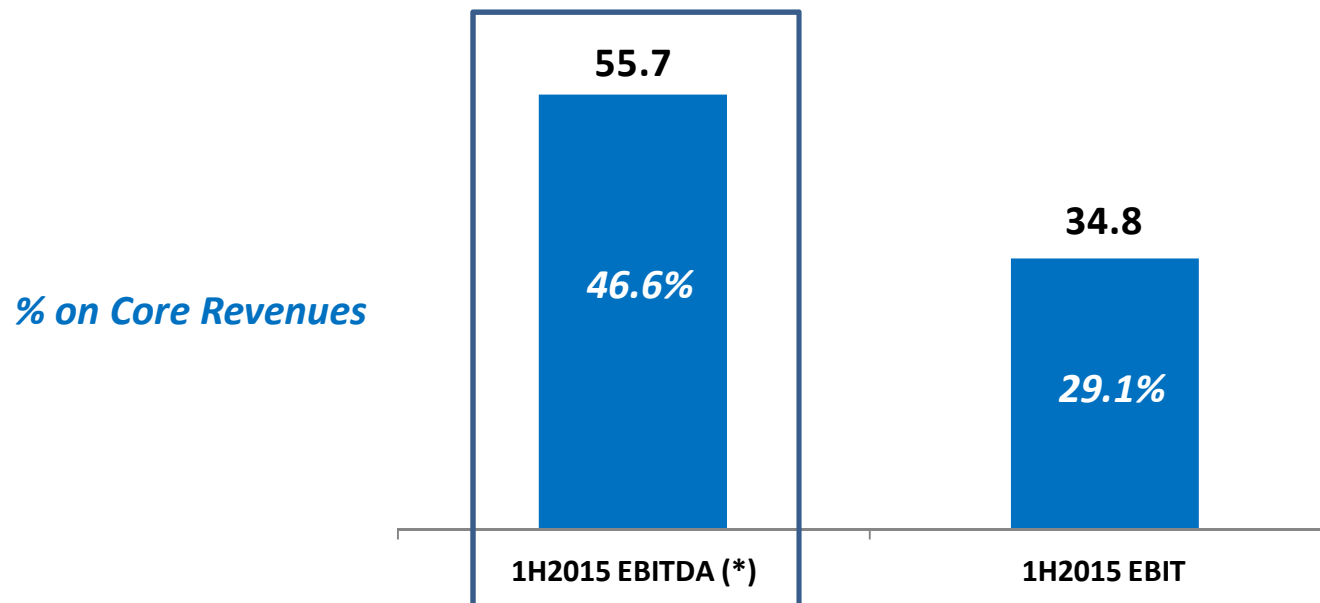
1H 2015 Profit & Loss	Data in €/m	1H 2014	1H 2015	Var. % YoY	
	<b>Core Revenues</b>	116.6	119.4	2.4%	Growth rate higher than CPI thanks to: - Organic growth - Small M&A
	Other revenues	0.1	0.1		
	<b>Total Revenues</b>	116.7	119.5	2.4%	
	<b>Operating costs</b>	(62.2)	(63.8)	2.6%	Increase due to Δ perimeter and costs associated with “Cairo” project
	- o/w Opex	(39.9)	(42.0)	5.3%	
	- o/w Labour Cost (*)	(22.3)	(21.8)	-2.1%	
	<b>Adj. EBITDA</b>	54.5	55.7	2.2%	EBITDA growth and margin trajectory in line with Industrial Plan target for FY2015
	% on Core Revenues	46.7%	46.6%		
	Non recurring items (**)	(0.3)	(2.7)		
<b>EBITDA</b>	54.2	53.0	-2.3%		
D&A (***)	(21.1)	(18.2)	-13.8%		
<b>EBIT</b>	33.1	34.8	5.0%		
Net financial charges	(3.7)	(4.0)	7.8%		
<b>EBT</b>	29.4	30.7	4.7%		
Income taxes	(10.2)	(10.5)	3.0%		
<b>Net income</b>	19.2	20.3	5.6%		
<b>EPS (€)</b>	0.68	0.72	5.6%		

(\*) Excluding ancillary costs also associated with personnel for €0.5m/€0.7 in 1H2014/15

(\*\*) Lay-offs in 1H2014; lay-offs €0.3m + M&A €2.4 in 1Q2015

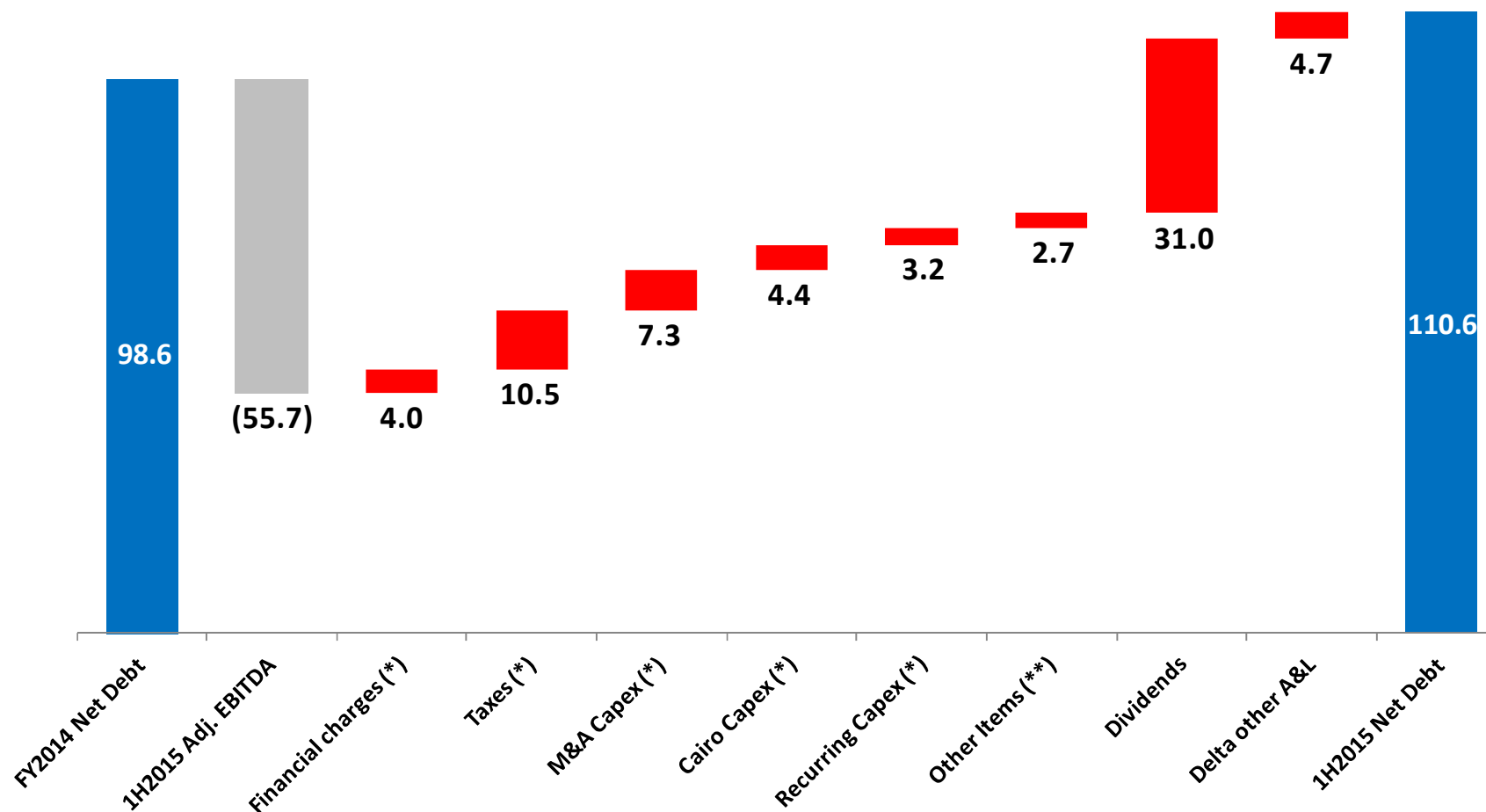
(\*\*\*) Including, in 1H2014 only, €1.25m amortization of non compete agreement (NCA) with the former DMT CEO

Data in €/m



(\*) Adjusted EBITDA, before M&A and lay-offs for a total consideration of -€2.7m

Data in €/m



(\*) Accounting figures

(\*\*) Including lay-offs and M&A expenses

*In 1H2015, ~€6m of pro-forma annual EBITDA from small M&A...*



Buyer: **TOWER**  **TEL**

Target: **Tecnorad Italia SpA**, based in Central Italy

Sites/Lands: 134 sites, o/w 63 owned

Clients profile: mainly Telecommunications

Status: closed on 10<sup>th</sup> July 2015



Buyer: **TOWER**  **TEL**

Target: **DAS Srl**, based in Lazio/Umbria regions

Sites/Lands: 11 sites (4 sites with property of the land)

Clients profile: mainly Telecommunications

Status: closed on 24<sup>th</sup> July 2015



Buyer: **TOWER**  **TEL**

Target: **13 companies** mainly based in Liguria regions

Sites/Lands: 171 sites (>50% of property of the land)

Clients profile: mainly Telecommunications

Status: preliminary agreements-closing expected by year end 2015

*...for an aggregate EV up to €55m<sup>(\*)</sup>*

*(\*) Already closed transactions + preliminary agreements; including earn-outs*

- Adjusted EBITDA<sup>(\*)</sup> confirmed at €114m
- D&A <€40m
- Tax rate at 34% (*previous guidance: 35%*)
- Capex:
  - Cairo Agreement capex ~€15m<sup>(\*\*)</sup>
  - Ordinary capex ~€12m
  - New small M&A capex ~€70m (*previous guidance: €25/30m*)
- Net Debt new guidance: ~€150m (*previous guidance: €105/110m*)

<sup>(\*)</sup> Before non-recurring items (e.g. M&A expenses)

<sup>(\*\*)</sup> Of which €7m of EI Towers' network upgrade and €8m related to transmitters; €3m additional capex expected in 2016



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