

THIS NOTICE IS IMPORTANT AND REQUIRES THE IMMEDIATE ATTENTION OF NOTEHOLDERS WHO SHOULD SEEK THEIR OWN FINANCIAL AND LEGAL ADVICE AS TO MATTERS SUBJECT TO THIS NOTICE. IF THERE ARE ANY DOUBTS ABOUT THE ACTIONS TO BE TAKEN, NOTEHOLDERS SHOULD IMMEDIATELY CONTACT THEIR INDEPENDENT PROFESSIONAL ADVISERS (IF THE NOTEHOLDER IS IN THE UK, AN AUTHORISED ADVISOR UNDER THE FINANCIAL SERVICES AND MARKETS ACT 2000)

NOTICE OF IMPLEMENTATION OF EXTRAORDINARY RESOLUTIONS

Rome, 5 May 2022. Autostrade per l'Italia S.p.A. (the “**Issuer**”) hereby gives notice to the holders of the notes listed in the table below (each a “**Series**” and together, the “**Notes**”) that, on the date hereof:

- the Disposal occurred;
- in connection with each Series, the Supplemental Trust Deeds and the Supplemental Agency Agreements have been entered into by the relevant parties and became effective.

Description of the Notes	Maturity Date	ISIN	Principal Amount	Coupon per annum
£500,000,000 6.25 per cent. Notes due 2022 (the “ 2022 Notes ”)	9 June 2022	XS0193942124	£500,000,000	6.250 per cent.
€1,000,000,000 5.875 per cent. Notes due 2024 (the “ 2024 Notes ”)	9 June 2024	XS0193945655	€1,000,000,000	5.875 per cent.
€500,000,000 Senior Guaranteed Notes due 2025 (the “ 2025 Notes ”)	16 September 2025	XS0542534192	€500,000,000	4.375 per cent.
€135,000,000 Zero Coupon Senior Guaranteed Notes due 2 April 2032 (the “ April 2032 Notes ”)	2 April 2032	XS0761524205	€135,000,000	0 per cent.
€35,000,000 4.800 per cent. Senior Notes due 9 June 2032 (the “ June 2032 Notes ”)	9 June 2032	XS0789521480	€35,000,000	4.800 per cent.
€75,000,000 3.750 per cent. Senior Notes due 9 June 2033 (the “ 2033 Notes ”)	9 June 2033	XS0928529899	€75,000,000	3.750 per cent.
€125,000,000 3.24 per cent. Senior Notes due 10 June 2034 (the “ 2034 Notes ”)	10 June 2034	XS1075052024	€125,000,000	3.240 per cent.
€75,000,000 3.625 per cent. Senior Notes due 9 June 2038 (the “ June 2038 Notes ”)	9 June 2038	XS1024746353	€75,000,000	3.625 per cent.
¥20,000,000,000 Fixed Rate Notes due 10 December 2038 (the “ December 2038 Notes ”)	10 December 2038	XS0468468854	¥20,000,000,000	2.730 per cent.

Capitalised terms used but not defined in this notice have the same meaning given to them in the consent solicitation memorandum prepared by the Issuer and dated 20 October 2021 (the “**Consent Solicitation Memorandum**”).

This Notice is given by Autostrade per l'Italia S.p.A.

DISCLAIMER.

This announcement must be read in conjunction with the Consent Solicitation Memorandum. This announcement is for informational purposes only and does not constitute or form part of an offer to sell or the solicitation of an offer to buy or subscribe to any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

This announcement is not an offer of securities for sale in the United States or to any U.S. person. The Notes have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “**Securities Act**”) or the securities laws of any state or other jurisdiction of the United States. The Notes may not be offered, sold or delivered, directly or indirectly, within the United States or to, or for the account or benefit of, “U.S. persons”, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state or local securities laws. Terms used in this paragraph have the meaning given to them by Regulation S under the Securities Act.

The release, publication or distribution of this announcement in certain jurisdictions may be restricted by law and therefore persons in such jurisdictions into which this announcement is released, published or distributed should inform themselves about and observe such restrictions.

This announcement does not constitute or form part of any offer or invitation to sell, or any solicitation of any offer to purchase. It is not an advertisement and not a prospectus for the purposes of Regulation (EU) 2017/1129.