



# 1H08 Results Presentation

July 31st, 2008



# Grupo ACS 1H08 Results

Sale of 45.3% of Unión Fenosa



### Grupo ACS 1H08 Results: Executive Summary

### **Good Operating Performance**

Total Turnover	€ 11.707 mn	+12 %
EBITDA	€ 1.909 mn	+12 %
EBIT	€ 1.363 mn	+14 %
Ordinary Net Profit	€ 560 mn	+16 %
Net Profit	€ 893 mn	-12 %
ProForma* Net Profit	€ 1.188 mn	+18 %

Good operating performance of all Group's activities.

<sup>\*</sup>Considering that 51% InvinSL has already been sold



### Grupo ACS 1H08 Results: Executive Summary

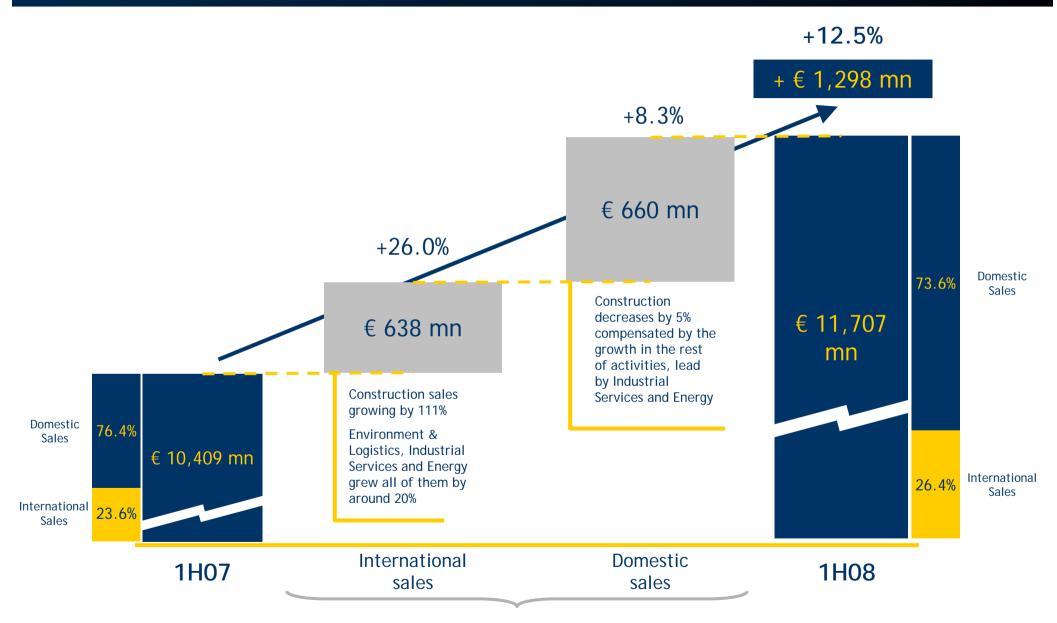
### **Financial Structure**

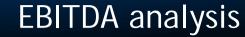
Total Net Debt	€ 18.442 mn
Net Debt with Recourse	€ 8.530 mn
Non Recourse Financing	€ 9.912 mn
Net Worth	€ 9.949 mn
Shareholder's Equity	€ 4.470 mn
Minority Interests	€ 5.479 mn

- ➤ Gearing\* as of end of June 08 reached 86%
- ➤ Total Net Debt 1H08 / Annualized EBITDA = 4.8x

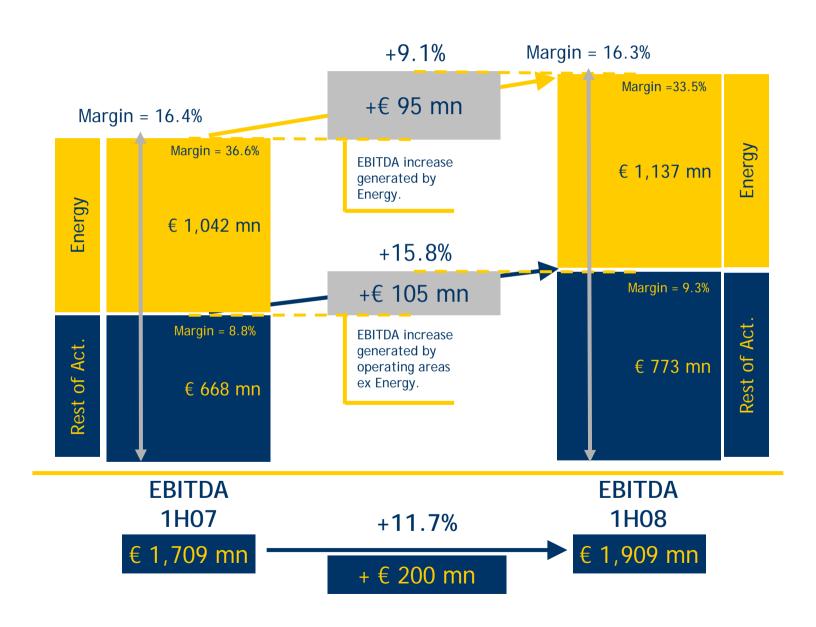


### Sales analysis



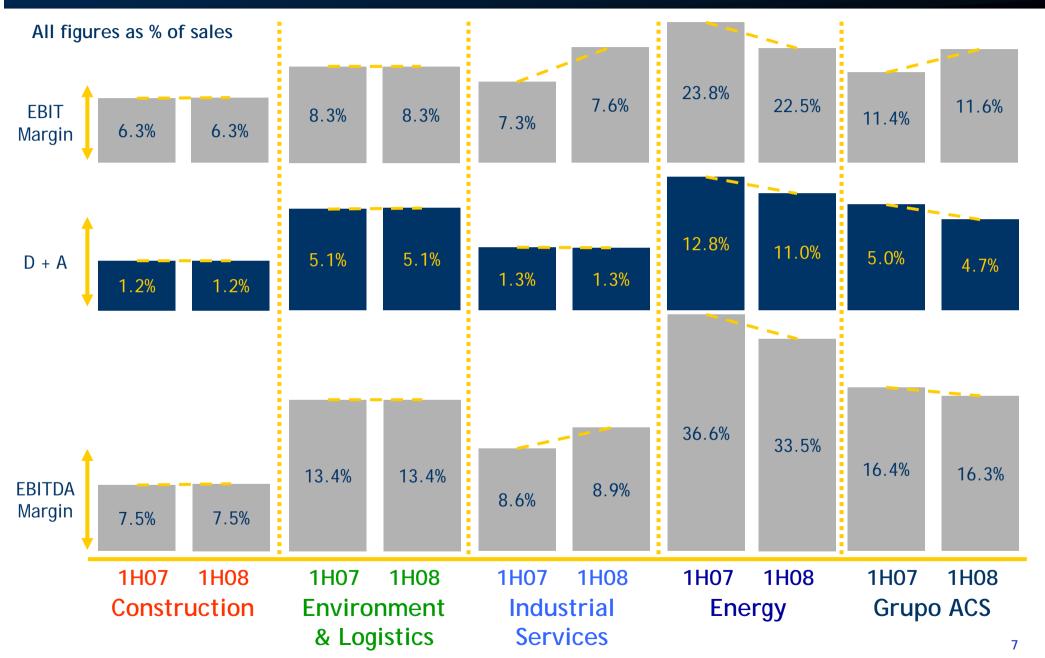








### Operating margins analysis





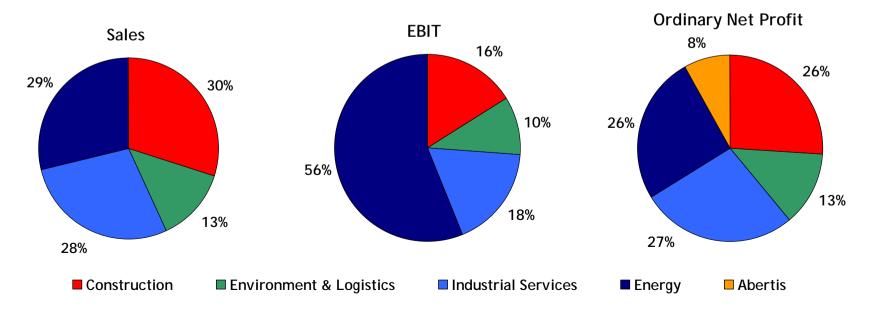
# Net Profit analysis

€ mn	June 07	June 08	Var.
Construction Ordinary Net Profit	150	156	+3.7%
Concessions Ordinary Net Profit	28	6	n.s.
<b>Environment and Logistics Ordinary Net Profit</b>	68	78	+15.0%
Industrial Services Ordinary Net Profit	129	159	+23.6%
Energy Ordinary Net Profit	89	153	+71.9%
Listed Companies Net Profit	32	19	-39.9%
Adjustments	(14)	(11)	n.s.
Ordinary Net Profit	482	560	+16.1%
plus: Capital Gain from DCA	-	109	
plus: Capital gain from 49% InvinSL	-	224	
plus: Capital gain Grupo Continental Auto	424	-	
plus: Other results	104		
Attributable Net Profit	1,010	893	-11.7%
plus: Capital gain from 51% InvinSL	-	295	
ProForma Net Profit	1,010	1,188	+17.5%



# 1H08 Operating Results Breakdown by activity

Euro Million	Constr	uction	ion Environment & Logistics		Industrial Services		Energy	
Turnover	3.584	+0,5 %	1.567	+12,2 %	3.290	+19,8 %	3.393	+19,2 %
International Turnover	368	+111,2 %	189	+19,8 %	1.042	+22,6 %	1.486	+17,1 %
% over total	10%		12%		32%		44%	
EBITDA	267	+0,5 %	209	+12,2 %	293	+24,6 %	1.137	+9,1 %
Margin	7,5%	+0bp	13,4%	+0bp	8,9%	+30bp	33,5%	-310pb
EBIT	224	+0,5 %	130	+12,4 %	251	+24,4 %	762	+12,6 %
Margin	6,3%	+0bp	8,3%	+0bp	7,6%	+30bp	22,5%	-130pb
Net Profit	156	+3,6 %	78	+15,0 %	159	+23,6 %	153	+9,9 %
Margin	4,3%	+10bp	5,0%	+10bp	4,8%	+10bp	4,5%	-40pb
Backlog	11.752	+4,3 %	15.745	+22,1 %	6.250	+6,7 %	n.a.	n.a.
Total Net Debt / (Cash)	(1.098)		1.047		1.145		10.330	





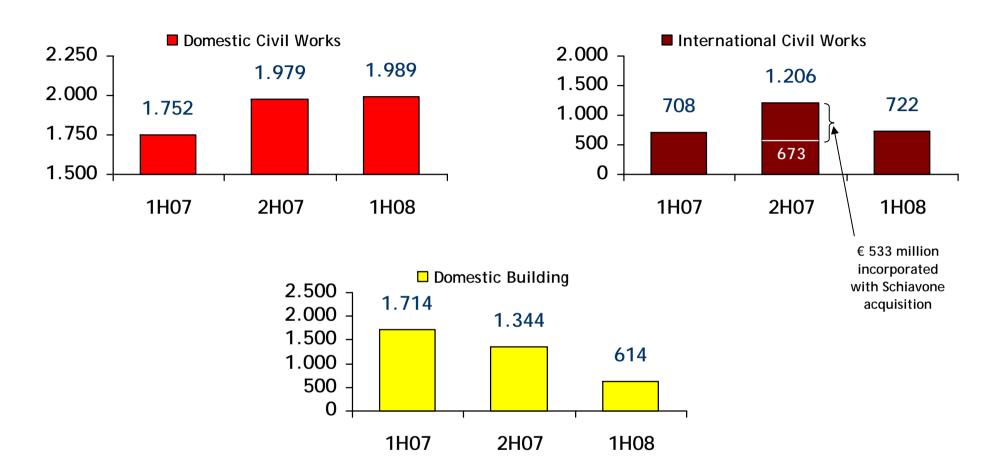
# 1H08 Operating Results Breakdown by activity

MIIIION EUROS						Sales 1H08 Backlog 1H08
	Sales	Var.		Backlog	Var.	17%
Construction	3.584	+0,5 %		11.752	+4,3 %	17%
Civil Works	2.166	+1,7%		8.569	+20,6 %	23%
lon Residential Building	805	-8,3 %		1.975	-10,5 %	60%
Residential Building	613	+9,7 %		1.208	-38,2 %	73
Million Euros						6%
Environment & Logistics	1.567	+12,2 %		15.745	+22,1 %	30%
Environmental Services	724	+11,0 %		9.493	+30,6 %	30%
Ports & Logistics Services	375	+13,3 %		5.274	+10,3 %	46% 34%
Facility Management	468	+13,3 %		978	+15,7 %	
Million Euros						
Industrial Services	3.290	+19,8 %		6.250	+6,7 %	24%
upport Services	2.209	+8,4 %		4.134	+6,4 %	14%
Networks	462	+6,0 %				34%
Specialized Products	1.245	+17,3 %				
Control Systems	502	-7,2 %				
inergy Projects	1.134	+47,2 %		2.116	+7,4 %	
EPC Projects	810	+25,0 %				37%
Renewables Adjustments	324	+163,9 %				_15%
aujustments	-53					Sales 1H08 EBIT 1H08
Million Euros	Sales	Var.		EBIT	Var.	25%
Energy	3.393	+19,2 %	_	762	n.a.	37%
Seneration	1.288	+28,2 %		275	+9,9 %	42%
Distribution	390	+11,1 %		183	+18,3 %	
Sas	359	+29,5 %		156	+10,8 %	
nternational	1.486	+17,1 %		204	+7,9 %	19%
Other / adjustments*	-130	+0,0 %		-56	+0,0 %	10% 11% 22%

<sup>\*</sup> Includes the consolidation adjustments in FBIT



### Grupo ACS awarding evolution in Construction



Despite the slowdown experienced in Domestic Building, Civil Works awarding remains strong and growing, both in Spain and abroad



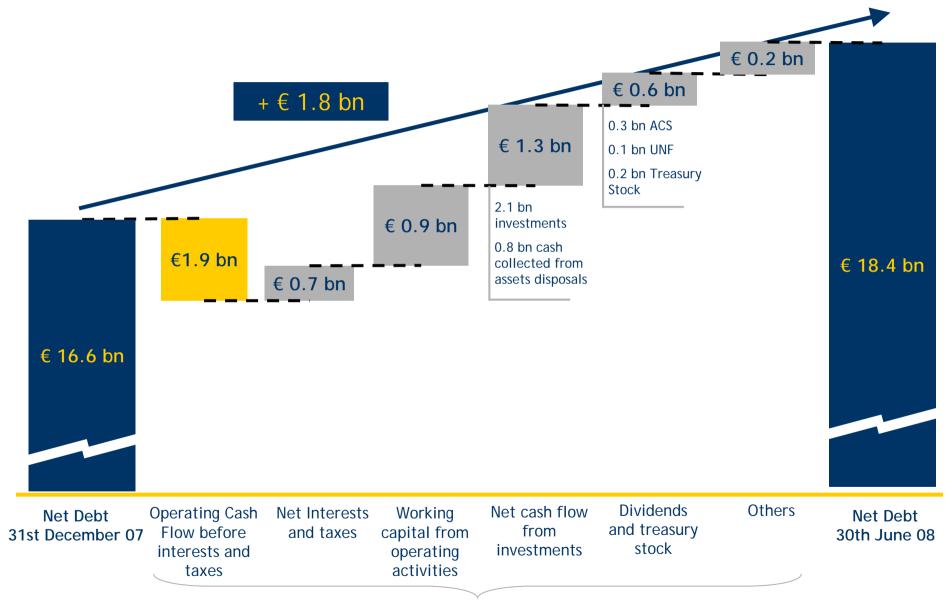
## Balance Sheet Key Figures

Million Euros	dec 07		jun-08		Var. 08/07
Tangible Fixed Assets LT financial investments Other non-current assets	18.475 10.632 5.514		19.152 10.219 5.900		
Total fixed assets	34.621	100%	35.272	100%	+2 %
Working Capital	(3.441)	10%	(2.364)	7%	-31 %
Total Net Assets	31.180		32.908		+6 %
Net Worth Shareholders' Equity Minority Interests	10.441 4.654 5.787	30%	<b>9.949</b> 4.470 5.479	28%	-5 %
Net Debt	16.575	48%	18.442	52%	+11 %
Non Recourse Financing Net Debt With Recourse	9.641 6.933		9.912 8.530		+3 % +23 %
Other non financial liabilities*	4.164	12%	4.517	13%	+8 %
Net Debt w/ Recourse / Net Worth Net Debt w/ Recourse / EBITDA Net Debt / Net Worth Net Debt / EBITDA	<i>66,4%</i> 2,0x <i>158,7%</i> 4,7x		<i>85,7%</i> 2,2x <i>185,4%</i> 4,8x		

<sup>\*</sup> Defered taxes, provisions and other non current assets



### 1H08 Debt Evolution Analysis





### Net debt situation

#### € 12,289 mn ACS Ex-UNF Debt

€ 3,106 mn

Net Debt with recourse

ACS ex-UNF

€ 9,183 mn Non Recourse Debt ACS ex-UNF





€ 6,153 mn Debt\*

€ 5,424 mn UNF Corporate Debt € 729 mn UNF Non Recourse Debt



#### Consolidated Net Debt € 18,442 mn

€ 8,530 mn
Total Net Debt with recourse

€ 9,912 mn Total Non Recourse Debt

Net Debt / EBITDA 08e = 4.8x

Net Debt / Net Worth = 185%

Net Debt with Recourse / EBITDA 08e = 2.2x

Net Debt with Recourse / Net Worth = 86%

<sup>\*</sup> Unión Fenosa is fully consolidated in Grupo ACS



### Grupo ACS ex-UNF Debt with Recourse 1H08

#### € 12,289 mn ACS ex-UNF Debt

€ 3,106 mn Net Debt with recourse ACS ex-UNF € 9,183 mn Non Recourse Debt ACS ex-UNF

€ 1,977 mn

Debt with recourse allocated in the equity of SPVs to finance Hochtief, Unión Fenosa and Iberdrola stakes

- ≥ € 883 mn in 2 SPV's to finance 36.6% of Unión Fenosa\*
- ≥ ₹ 745 mn are allocated in Iberdrola SPV
- ≥ ₹ 349 mn are allocated in Hochtief SPV

\* Grupo ACS holds a total 45.3% of UNF, but only 36.6% is financed through SPVs.

€1,129 mn

Net Debt in core
activities and Holding
ex-UNF\*

- ➤ € 4,903 mn in cash and equivalents
- > € 6,032 mn in loans and credit lines

Net Debt / EBITDA 08e = 0.74x

Core activities + Holding

+ € 2 bn additional available in credit lines



### Grupo ACS Ex-UNF Non Recourse Debt 1H08

#### € 12,289 mn ACS Ex-UNF Debt

€ 3,106 mn Net Debt with recourse ACS ex-UNF € 9,183 mn Non Recourse Debt ACS ex-UNF

- ➤ € 2,810 mn are used in 2 SPVs that finance 36.6% stake of Unión Fenosa
- > € 2,612 mn are allocated in Iberdrola SPV
- ≥ € 934 mn are allocated in Hochtief SPV
- ➤ € 733 mn allocated in infrastructures development (PPP's and Concessions)
- > € 290 mn for SUW treatment plants projects
- ➤ € 1,804 mn used in renewable energies (Wind and Thermosolar)

€ 6,356 mn

Non Recourse Debt

in the SPVs to finance

Hochtief, Unión Fenosa and
Iberdrola stakes

€ 2,827 mn

Non Recourse Debt

Used for Project Finance
activities



### Grupo ACS guarantee mechanisms for SPVs and Equity Swaps

SPVs to finance Unión Fenosa (36.6%), Hochtief (25.1%) and Iberdrola (7.2%)

Margin calls\* referenced to share prices

- Substitution of debt: Non recourse is substituted by corporate debt
- The total amount of debt remains unchanged

Equity Swaps contracted for Hochtief (4.9%) and Iberdrola (5.2%)

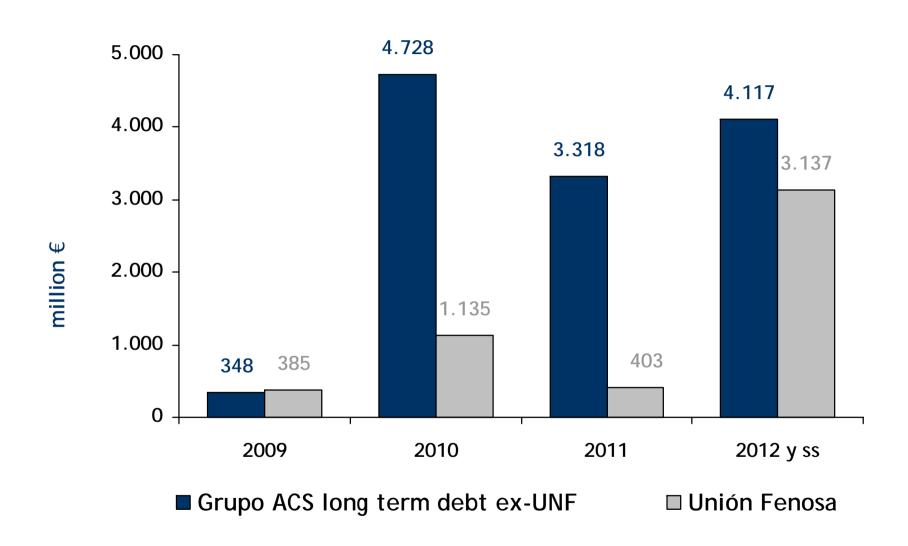
Market value\* lower than strike value (franchise of € 150mn)

- Allocation of new debt at ACS option to guarantee the difference in value
- As of 30th of June a total of € 77 mn is used on this respect

<sup>\*</sup> These values are fluctuating because they depend on the dividends received, the interests accrued and the tax credits available.



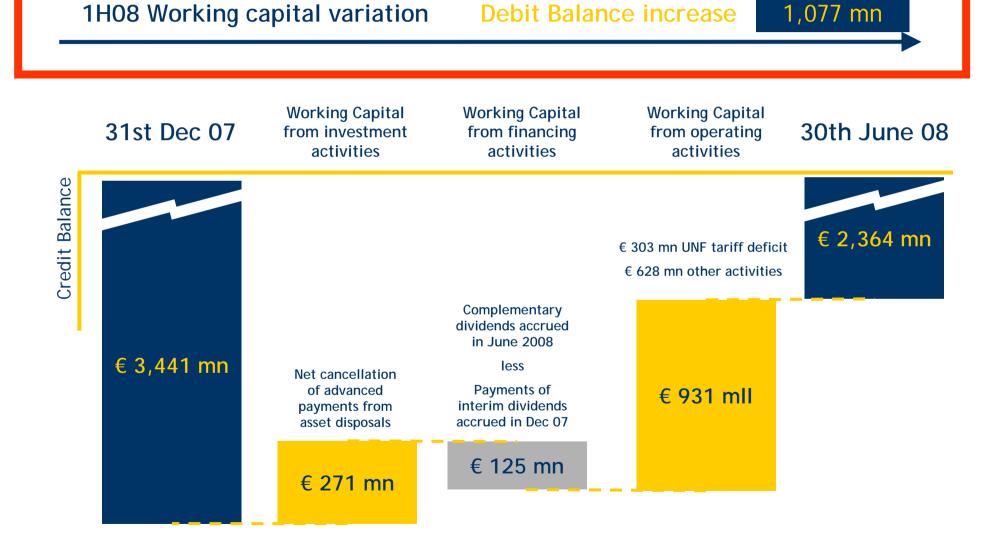
### LT Debt Maturity Grupo ACS



No significant debt refinancing until December 2010



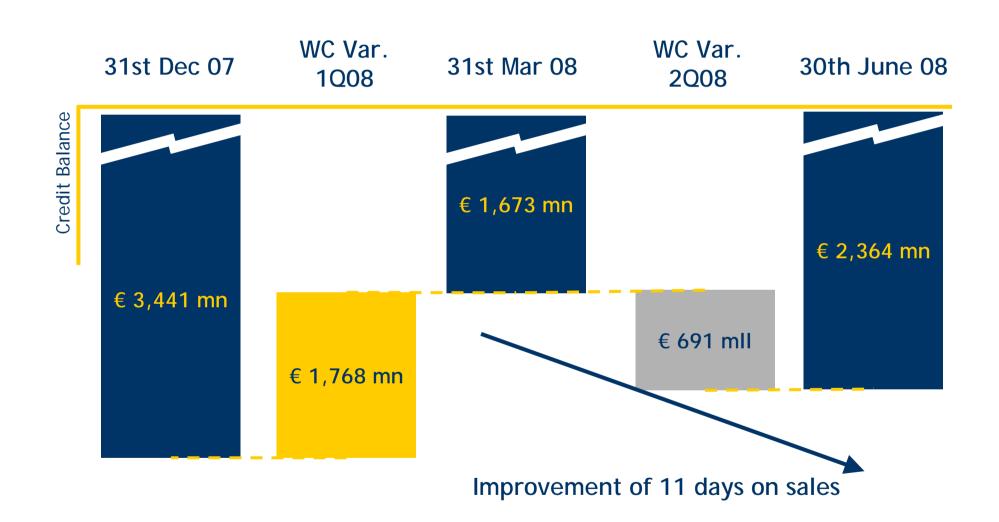
### 1H08 Working capital evolution



**Debit Balance increase** 



### Working capital evolution: Good performance in 2nd Quarter 08

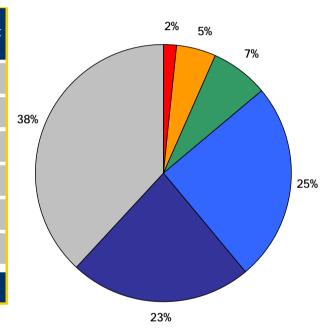






#### Gross Divestments Net Investment Euro Million Investment Construction 37 -15 22 -478 Concessions 103 -581 **Environment & Logistics** 160 140 -20 **Industrial Services** 526 532 -6 **Energy** 494 -430 64 Corporation 813 813 0 TOTAL -1.052 1.087 2.139

#### **Gross Investments 1H08**





- Good results in all operating activities
  - Diversification allows to maintain operating growth
  - International activity maintains its growing trend
  - Good working capital performance in 2Q/08
- Solid financial structure of the Group
  - Balanced distribution of risks amongst types of debt
  - No significant debt repayments until December 2010
- Investment capacity in core activities





# Grupo ACS 1H08 Results

Sale of 45.3% of Unión Fenosa



### Sale of 45.3% of Unión Fenosa: Transaction Details

Grupo ACS has reached an agreement with Gas Natural to sell its stake in Unión Fenosa

9.99% next week

35.3% after regulatory approval



414.1 million shares sold

18.33 € per share

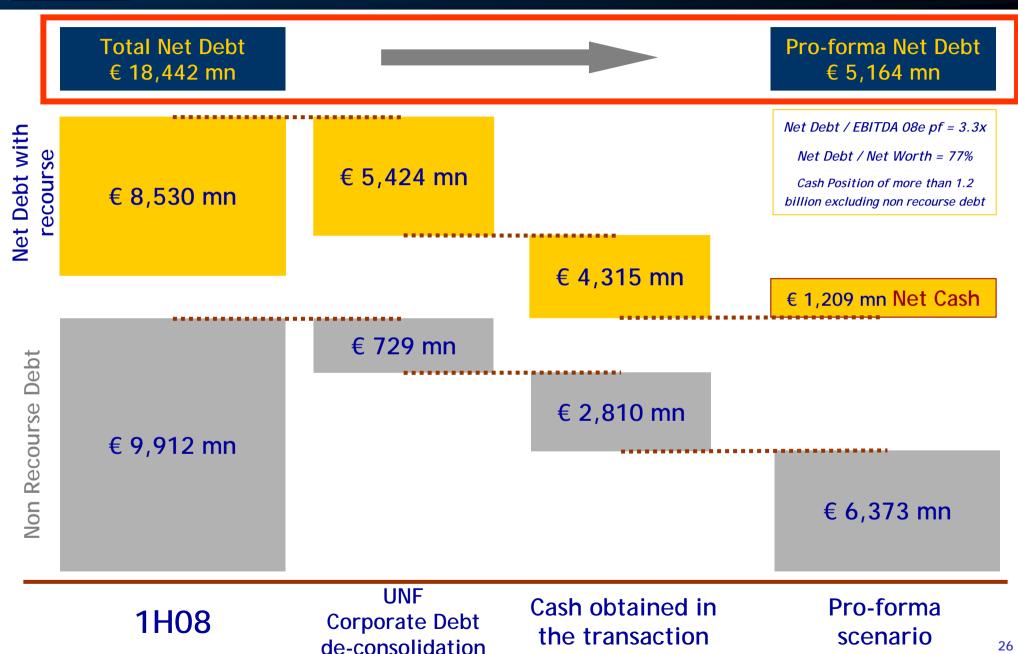


# Profitability Analysis

		€ mn
Funds obtained from disposal		7,592
Book value at June 30th 2008		5,266
Accounting capital gains	2,326	
Estimated taxes on capital g	467	
Net accounting capital gains	1,859	
Total funds invested since Sept	4,809	
Dividends received during the	413	
Net financial capital gains		2,729
	Return on investment	66%



### Pro-forma net debt after transaction completion



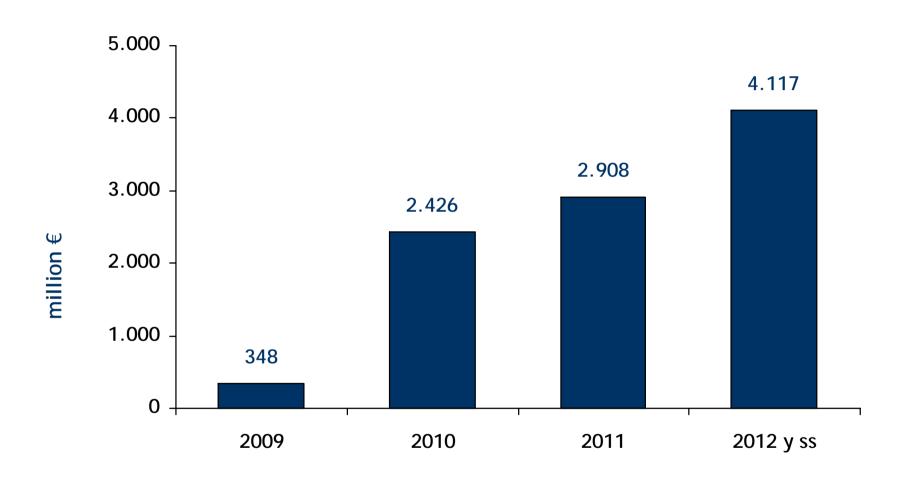


## Summary of pro-forma figures 1H08 excluding UNF

€ mn	June 08 pf
Sales	8,314
EBITDA	773
Net Worth	6,616
Shareholders equity	6.329
Minority Interests	287
Total Net Debt	5,164
With Recourse	(1,209)
Non Recourse	6,373



### Pro forma LT Debt Maturity Grupo ACS



No significant debt refinancing until December 2010



