

23 February 2023

ASX RELEASE

Atlas Arteria Investor Reference Pack for the year ended 31 December 2022

Atlas Arteria (ASX:ALX) is pleased to release the attached Investor Reference Pack for the year ended 31 December 2022.

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This announcement has been authorised for release by the Boards of Atlas Arteria Limited and Atlas Arteria International Limited.

About Atlas Arteria

Atlas Arteria (ASX:ALX) is a global owner, operator and developer of toll roads, creating value for our investors over the long-term through considered and disciplined management. The roads we own, operate and develop benefit communities through reduced travel time, greater time certainty, reduced fuel consumption and carbon emissions.

Today the Atlas Arteria Group consists of five businesses. We currently own a 31.14% interest in the APRR toll road group in France. Adjacent to the APRR business is the smaller ADELAC business which connects to APRR in south-east France. Together APRR and ADELAC comprise a 2,406km motorway network located in the East and South East of France. In the US, we own a 66.67% interest in the Chicago Skyway, a 12.5km toll road in Chicago and have 100% of the economic interest in the Dulles Greenway, a 22km toll road in the Commonwealth of Virginia. In Germany, we own 100% of the Warnow Tunnel in the north-east city of Rostock.

www.atlasarteria.com

Important Notice:

Investors should note that neither of the Atlas Arteria entities has been, or will be, registered under the U.S. Investment Company Act of 1940, as amended (the "U.S. Investment Company Act"), in reliance on the exception in Section 3(c)(7) from the definition of "investment company". Accordingly, Atlas Arteria securities cannot be held at any time by, or for the account or benefit of, any "U.S. person" (as defined in Rule 902(k) under the U.S. Securities Act of 1933) ("U.S. Person") that is not a "qualified purchaser" (as defined in section 2(a)(51) of the U.S. Investment Company Act and the rules and regulations thereunder) ("Qualified Purchaser" or "QP") at the time of their acquisition. Any U.S. Person that is not a Qualified Purchaser, or any investor acting for the

account or benefit of any U.S. Person that is not a Qualified Purchaser, is an "Excluded U.S. Person" and may not hold Atlas Arteria securities.

For further details of ownership restrictions that apply to residents of the United States and other U.S. Persons that are not Qualified Purchasers, please see our website.

 $\underline{https://atlasarteria.com/stores/_shared files/US_Ownership/AtlasArteria-USownershiprestrictions.pdf}$





Table of contents

Overview of operations	2
Business portfolio	2
Corporate structure	3
1 Corporate cash flow	4
2 Business overview and performance	5
2.1 APRR Group	5
2.2 ADELAC	10
2.3 Warnow Tunnel	12
2.4 Chicago Skyway	15
2.5 Dulles Greenway	18

Important information

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Investments in Atlas Arteria are subject to investment risk, including possible delays in repayment and loss of income and capital invested.

Forward Looking Statements

This publication may contain forward-looking statements including statements with respect to Atlas Arteria's future performance. Such forward-looking statements are not guarantees of future performance. Due care and attention have been exercised in the preparation of forward-looking statements, however actual results may vary as a result of various factors beyond the control of Atlas Arteria, its subsidiaries and their officers,—employees, agents and advisors. The words, 'plan', 'will', 'expect', 'may', 'should', and similar expressions are intended to identify forward looking statements.

■ Non-IFRS Information

This publication includes certain financial measures that are not recognised under Australian Accounting Standards (AAS) or International Financial Reporting Standards (IFRS), which are included for the purpose of providing a more comprehensive understanding of Atlas Arteria. Such non-IFRS financial measures do not have a standardised meaning prescribed by AAS or IFRS and may not be comparable to similarly titled measures presented by other entities, and should not be construed as an alternative to other financial measures determined in accordance with AAS or IFRS. Recipients are cautioned not to place undue reliance on any non-IFRS financial measures included in this publication. The non-IFRS information has not been subject to audit or review by Atlas Arteria's external auditor.

Basis of Preparation

All financial results are presented in Australian dollars unless stated otherwise. Data used for calculating percentage movements has been based on actual numbers. Percentage changes are based on prior comparative period unless otherwise stated. Atlas Arteria has a 31 December financial year end.

No Offer

This publication may not be distributed in the United States.

This publication does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of, 'U.S. persons' (as defined in Rule 902(k) under the U.S. Securities Act) (U.S. Person), or in any other jurisdiction in which such an offer would be illegal.

Atlas Arteria's securities have not been, and will not be, registered under the US Securities Act of 1933, as amended (US Securities Act) or the securities laws of any state or other jurisdiction of the United States or elsewhere. Accordingly, Atlas Arteria's securities may not be offered or sold, directly or indirectly, in the United States unless they are offered or sold pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and any other applicable US state securities laws.

US Ownership Restrictions

Investors should note that neither of the Atlas Arteria entities has been, or will be, registered under the U.S. Investment Company Act 1940, as amended (the 'U.S. Investment Company Act'), in reliance on the exception in Section 3(c)(7) from the definition of 'investment company'.

Accordingly, Atlas Arteria securities cannot be held at any time by, or for the account or benefit of, any 'U.S. person' (as defined in Rule 902(k) under the U.S. Securities Act of 1933) (U.S. Person) that is not a 'qualified purchaser' (as defined in section 2(a)(51) of the U.S. Investment Company Act and the rules and regulations thereunder) (Qualified Purchaser or QP) at the time of their acquisition. Any U.S. Person that is not a Qualified Purchaser, or any investor acting for the account or benefit of any U.S. Person that is not a Qualified Purchaser, is an 'Excluded U.S. Person' and may not hold Atlas Arteria securities.

Atlas Arteria may require an investor to complete a statutory declaration as to whether they (or any person on whose account or for whose benefit it holds Atlas Arteria securities) are an Excluded U.S. Person. Atlas Arteria may treat any investor who does not comply with such a request as an Excluded U.S. Person. Atlas Arteria has the right to: (i) refuse to register a transfer of Atlas Arteria securities to any Excluded U.S. Person; or (ii) require any Excluded U.S. Person to dispose of their securities in Atlas Arteria, and, if the Excluded U.S. Person does not do so within 30 business days, require the securities to be sold by a nominee appointed by Atlas Arteria.

To monitor compliance with these foreign ownership restrictions, the ASX's settlement facility operator (ASTC) has classified the Atlas Arteria securities as Foreign Ownership Restricted financial products and designated the Stapled Securities as 'FOR –Excluded U.S. Person', and has put in place certain additional monitoring procedures.

For further details of ownership restrictions that apply to residents of the United States and other U.S. Persons that are not Qualified Purchasers, please see our website https://atlasarteria.com/stores/_sharedfiles/US_Ownership/AtlasArteria-USownershiprestrictions.pdf.

PURPOSE AND STRUCTURE

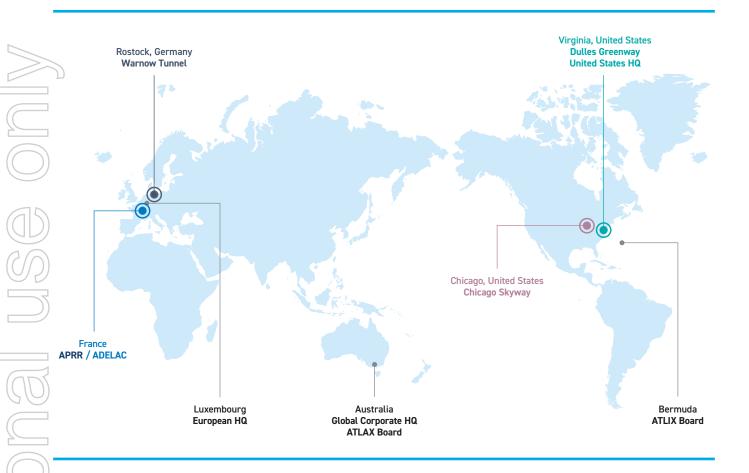
THE PURPOSE OF THE INVESTOR REFERENCE PACK (THE 'IRP' OR THE 'PACK') IS TO PROVIDE INFORMATION SUPPLEMENTARY TO THE FINANCIAL REPORT OF ATLAS ARTERIA FOR THE YEAR ENDED 31 DECEMBER 2022. THIS PACK PROVIDES A MORE DETAILED ANALYSIS OF THE PERFORMANCE OF EACH BUSINESS WITHIN THE ATLAS ARTERIA PORTFOLIO.

This Pack is prepared on a different basis from the Atlas Arteria Financial Report, which is prepared in accordance with Australian Accounting Standards. The information contained in this Pack does not and cannot be expected to provide as full an understanding of the financial performance, financial position and cash flows of Atlas Arteria for the year as in the Financial Report. This Pack should be read in conjunction with the Financial Report which is available on the Atlas Arteria website.



OVERVIEW OF OPERATIONS

The map below shows the locations of Atlas Arteria's operations as at 31 December 2022.



BUSINESS PORTFOLIO

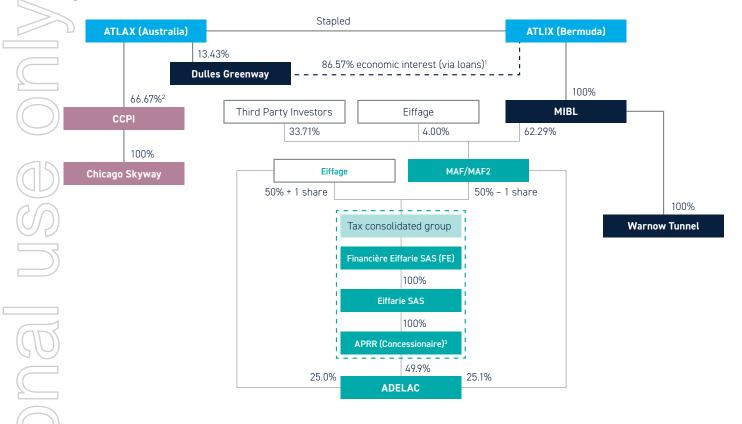
Table 1 - Atlas Arteria's portfolio of businesses and percentage interests as at 31 December 2022

Asset	Reporting currency	Date of concession end	Economic interest
APRR Group	€	November 2035 (APRR) September 2036 (AREA) February 2068 (A79, also known as RCEA)	31.14%
ADELAC	€	December 2060	31.17%
Dulles Greenway	US\$	February 2056	100.00%
Warnow Tunnel	€	September 2053	100.00%
Chicago Skyway	US\$	January 2104	66.67%

CORPORATE STRUCTURE

Atlas Arteria is a stapled security listed on the Australian Securities Exchange. Stapled securities are two or more securities that are quoted and traded as if they were a single security. An Atlas Arteria stapled security consists of a share in Atlas Arteria Limited (ATLAX) and a share in Atlas Arteria International Limited (ATLIX).

Figure 1 - Atlas Arteria structure overview as at 31 December 2022



- 1. ATLIX's 86.57% economic interest in Dulles Greenway represents two subordinated loans secured against the non-Atlas Arteria limited partner interests in Toll Road Investors Partnership II (TRIP II).
- 2. ATLIX group holds U\$\$166.7m of shareholder loans in CCPI.

 3. APRR owns 99.84% of AREA and 99.9% of A79. A79 was included in the tax consolidated group on 1 January 2023.

CORPORATE CASH FLOW

Table 2 - Aggregated cash flow statement of Atlas Arteria

A\$m	FY22	FY21	FY20	FY19	FY18	FY17
Operating cashflows:						
APRR distributions	406.9	307.8	310.9	238.2	249.4	147.8
Warnow Tunnel distributions	13.2	4.9	0.2	0.3	0.2	-
Dulles Greenway distributions	-	-	-	-	-	-
Chicago Skyway distributions	-	-	-	-	-	
Net cashflows from previously held investments	-	-	-	-	-	5.2
Manager, adviser base fees and performance fees	-	(0.5)	(6.8)	(31.0)	(61.9)	(30.6)
Atlas Arteria internalisation costs	-	-	-	(2.6)	(8.8)	(0.2)
Payments to suppliers and employees	(34.5)	(27.1)	(23.4)	(17.2)	(7.0)	(6.3)
Interest income on corporate cash balances	16.1	(0.2)	1.8	1.2	0.9	1.6
Exchange rate movements	(0.4)	(4.0)	(0.6)	(0.2)	(3.3)	7.1
Investing cashflows:						
Growth projects	(0.3)	(2.1)	(1.6)	-	-	
Purchase of fixed assets	(0.1)	(1.1)	(0.9)	(0.1)	(0.5)	-
Net corporate cashflow	400.8	277.7	279.6	188.6	169.0	124.6
Interest paid	_	_	(5.2)	(10.8)	(16.1)	(7.5)
Proceeds from borrowings (including transaction costs)	_	-	_	_	534.7	450.5
Payments for & capital contributions to investments (including transaction costs)	(3,014.1)	-	(1,275.4)	(2.2)	(4.0)	(1,275.2)
Proceeds from the issue of securities (net of transaction costs)	3,035.5	_	483.9	1,324.2	-	646.8
Cash injection in investments	_	(64.3)	_	-	_	_
Repayment of borrowings (including transaction costs)	_	_	(571.3)	_	(465.2)	_
Proceeds from/Payment of derivative financial instrument	4.8	-	-	-	(4.8)	_
Net proceeds from sale of previously held investments	-	_	-	-	-	(7.3)
Other financing and investment cashflow	26.3	(64.3)	(1,368.0)	1,311.2	44.6	(192.7)
Cash balance at beginning of the period	133.8	193.7	1,387.6	92.8	41.6	225.1
Net corporate cashflow	400.8	277.7	279.6	188.6	169.0	124.6
Other financing and investment cashflow	26.3	(64.3)	(1,368.0)	1,311.2	44.6	(192.7)
Distributions paid to Atlas Arteria's securityholders	(388.4)	(273.3)	(105.5)	(205.0)	(162.4)	(115.5)
Cash balance at end of the period	172.4	133.8	193.7	1,387.6	92.8	41.6
Distributions paid to Atlas Arteria securityholders (cents per share)	40.5	28.5	11.0	30.0	24.0	20.0

The aggregated cash flow statement shows Atlas Arteria's corporate cash flows, including distributions from its businesses, corporate operating costs, and financing cashflows including debt and equity raised and invested (including financing and transaction costs). Cash flows within subsidiary businesses are not included. As a result, the aggregated Atlas Arteria cash flows shown in the Investor Reference Pack and the Atlas Arteria Consolidated Statement of Cash Flows shown in the Financial Report will differ.

2.1 **APRR Group**

2.1.1 **Business background**

APRR Group is a 2,386km motorway network located in the east of France. The APRR Group consists of the APRR concession, the AREA concession and the A79 concession. It also owns a minority stake in the ADELAC concession. APRR Group provides intercity road connections between major cities within its network including Paris and Lyon, which are critical connections for light vehicles, as well as a primary route for French and European road freight. In June 2022, the ownership of the A79 was finalised and tolling commenced on 4th November 2022.

APRR and AREA tolls escalate annually in February by a percentage of French CPI, plus supplemental increases as agreed with the French State as a result of APRR funded capex projects. On 31 January 2023, APRR and AREA signed a new €410 million capital investment plan (Investment Plan) with the French Government. The agreement includes supplemental toll increases for APRR and AREA between 2023 and 2026 (see below), a supplemental toll increase in 2023 of 2% on the Fleury A6 toll plaza, increases to the class 4 heavy vehicle multiplier of APRR (but not AREA) and rescheduling of some capex related to the 2015 Motorway Recovery Plan.

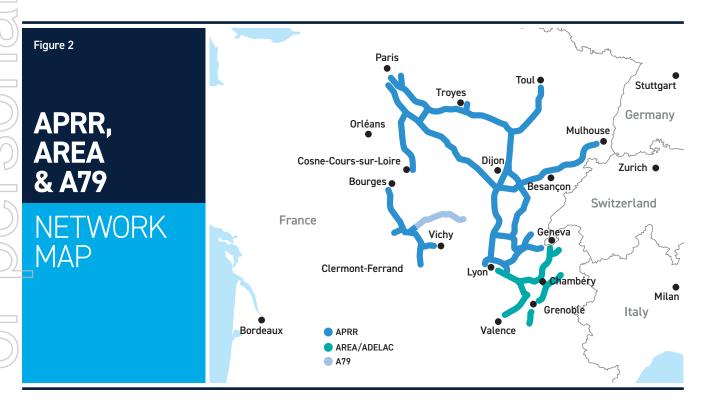
The current toll escalation formulae are shown below and the applicable tolls are presented on the APRR website¹ and A79 website².

Table 3 - APRR toll escalation

)	APRR	AREA	A79
2023	70% x CPI + 0.25% +0.06% ³	70% x CPI + 0.26% +0.08% ³	75% x CPI
2024-2026	70% x CPI + 0.315%	70% x CPI + 0.33%	+ 15% x TP01* + 10% x TP09*
2027+	70% x CPI	70% x CPI	

^{*}TP01 and TP09 are production cost indices typically used in contract escalation and are capped at 4% and floored at zero.

The APRR concession expires in 2035, the AREA concession in 2036, and the A79 concession in 2068. A map of the APRR, AREA and A79 networks is shown below.



^{1.} https://voyage.aprr.fr/tarifs-de-peage.

^{2.} https://www.aliae.com/en/

APRR and AREA decided that the supplemental toll increases would exceptionally not be applied in 2023.

2.1.2 **Business performance**

Consolidated accounts are prepared by APRR using International Financial Reporting Standards (IFRS).

Table 4 - APRR Traffic and Consolidated Profit and Loss

	€m unless otherwise stated	FY22	FY21	% ch on prior	FY20	FY19	FY18	FY17
	APRR/AREA							
	– Light Vehicle traffic, VKT millions	21,072	19,284	9.3%	15,856	20,695	20,464	20,124
	– Heavy Vehicle traffic, VKT millions	3,985	3,911	1.9%	3,557	3,886	3,859	3,686
	Total APRR/AREA Traffic, VKT millions	25,057	23,195	8.0%	19,413	24,581	24,322	23,810
	A79 Traffic, VKT millions	47	n/a	n/a	n/a	n/a	n/a	n/a
	Total APRR Group Traffic, VKT millions	25,105	23,195	8.2%	19,413	24,581	24,322	23,810
	- Toll road operations revenue APRR/AREA	2,681.8	2,468.2	8.7%	2,100.4	2,534.5	2,463.0	2,353.1
710	– Toll road operations revenue A79	4.2	n/a	n/a	n/a	n/a	n/a	n/a
JD)	- Other revenue	132.5	101.1	31.1%	68.8	76.5	74.6	71.5
	- Construction services (IFRIC 12)	335.4	302.8	10.7%	345.6	405.0	362.2	304.1
	Total Revenue	3,153.8	2,872.0	9.8%	2,514.8	3,015.9	2,899.9	2,728.8
	Other operating income (expenses)	4.8	8.1	(40.7%)	3.3	6.5	4.5	3.9
7	Purchases and external charges	(174.9)	(155.2)	(12.7%)	(114.4)	(115.1)	(116.2)	(114.2)
	Construction services (IFRIC 12)	(335.4)	(302.8)	(10.7%)	(345.6)	(405.0)	(362.2)	(304.1)
	Employee benefit expenses	(216.8)	(213.6)	(1.5%)	(199.6)	(206.9)	(205.5)	(203.1)
	Taxes (other than income tax, comprising of):	(347.0)	(315.7)	(9.9%)	(309.0)	(353.4)	(346.4)	(336.6)
	I – TAT	(177.9)	(159.3)	(11.7%)	(133.4)	(167.6)	(166.4)	(162.5)
(U)	- CET	(50.8)	(48.5)	(4.6%)	(59.8)	(70.8)	(69.9)	(66.4)
	- Other	(118.3)	(107.9)	(9.7%)	(115.9)	(115.0)	(110.1)	(107.7)
	EBITDA	2,084.6	1,892.8	10.1%	1,549.5	1,942.0	1,874.0	1,774.7
	EBITDA margin (excl. IFRIC 12)	74.0%	73.7%	0.3%	71.4%	74.4%	73.8%	73.2%
	EBITDA margin (excl. IFRIC 12 and taxes)	86.3%	86.0%	0.3%	85.7%	87.9%	87.5%	87.1%
راب	Depreciation and amortisation	(504.3)	(473.2)	(6.6%)	(454.0)	(432.7)	(418.1)	(398.4)
	Provision for maintenance	(31.8)	(48.9)	35.0%	(56.9)	(63.9)	(48.3)	(45.3)
//)	Operating profit	1,548.5	1,370.6	13.0%	1,038.6	1,445.5	1,407.6	1,331.0
	Income from cash and cash equivalents	8.0	5.4	47.0%	4.6	6.7	4.9	9.6
	Gross finance costs	(107.1)	(99.9)	(7.3%)	(103.1)	(124.9)	(148.1)	(190.2)
715	Other financial income (expenses)	(33.6)	(10.4)	(224.2%)	(1.8)	5.2	(3.7)	(0.9)
J <i>U)</i>	Share of profit (loss) of associates (incl. ADELAC)	2.9	(2.6)	211.8%	0.1	0.4	(0.0)	0.1
\leq	Income tax expense	(362.5)	(330.1)	(9.8%)	(310.1)	(458.2)	(431.5)	(443.3)
	Profit/(loss) for the period from continuing operations	1,056.3	933.2	13.2%	628.3	874.7	829.2	706.3

Table 5 - APRR profit to Atlas Arteria cash flow waterfall

		H2 22	H1 22	H2 21	H1 21	H2 20	H1 20	H2 19	H1 19	H2 18	H1 18	H2 17	H1 17
	APRR Consolidated Net Profit After Tax (NPAT) APRR Consolidation Adjustments	521.4 (34.2)	534.9 (103.1)	524.6 (64.5)	408.6 (70.6)	356.4 (35.4)	271.9 (37.9)	426.9 (10.9)	447.8 (77.0)	408.8 (27.9)	420.4 (20.2)	332.3 32.8	374.0 (48.5)
	APRR Company NPAT/dividend	487.2	431.8	460.1	338.0	321.0	234.0	416.0	370.8	380.9	400.2	365.1	325.5
	Eiffarie/FE level tax balancing	407.2	-	-	-	-		13.6	(7.4)	-	42.0	25.7	38.8
	Eiffarie interest		(4.6)	(3.3)	(3.4)	(3.4)	(3.4)	(3.8)	(5.1)	(5.2)	(5.8)	(83.9)	(86.1)
	Eiffarie debt amortisation reserving for next period		-	-	-	-	-	-	(70.0)	(60.0)	(60.0)	(50.0)	(50.0)
	Other Eiffarie/FE costs (incl. refinance fees) and changes in working capital		11.7	(12.1)	(0.5)	4.0	(5.4)	(6.8)	0.1	0.2	(0.4)	0.5	0.2
	Cash available for distribution												
	from FE		439.0	444.6	334.1	321.7	225.2	419.0	288.3	315.9	375.9	257.4	228.4
	Atlas Arteria indirect ownership ¹		31.1%	31.1%	31.1%	31.1%	31.1%	31.1%	25.0%	25.0%	25.0%	25.0%	20.1%
	Cash available for distribution (Atlas Arteria share)		136.7	138.5	104.0	100.2	70.1	130.5	72.1	79.0	94.0	64.4	46.0
	ADELAC distribution to MAF		_	_	-	-	-	-	_	-	-	-	-
	Cash withheld at MAF (Atlas Arteria share)		(2.7)	(0.1)	(6.3)	(2.1)	(5.9)	(4.1)	(0.8)	(1.8)	(4.3)	(0.1)	1.1
	Atlas Arteria distribution from MAF 2		134.0	138.4	97.8	98.1	64.2	126.4	71.3	77.2	89.7	64.3	47.1
and a	EUR/AUD exchange rate at date of transfers		0.675	0.664	0.624	0.649	0.617	0.611	0.621	0.626	0.615	0.620	0.666
50	Atlas Arteria distribution from MAF2 (AUD)		198.6	208.3	156.8	151.1	104.0	206.8	114.8	123.4	145.7	103.7	70.7
	Paid to Atlas Arteria in:		Sep-22	Mar-22	Sep-21	Mar-21	Sep-20	Mar-20	Sep-19	Mar-19	Sep-18	Mar-18	Sep-17
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^{1.} Ownership percentages reflect Atlas Arteria's indirect ownership of APRR at the date of the distribution payment.

Financing and debt 2.1.3

Table 6 - Debt metrics

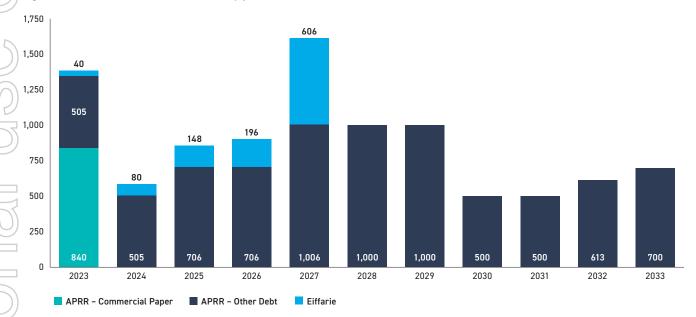
€m	31-Dec-22	31-Dec-21	31-Dec-20	31-Dec-19	31-Dec-18	31-Dec-17
APRR						
Gross debt	8,635.8	7,892.5	8,141.2	8,650.7	8,054.2	8,957.1
Cash and cash equivalents	1,534.6	1,228.5	1,120.4	1,639.2	934.9	1,800.9
Net debt	7,101.2	6,664.0	7,020.8	7,011.5	7,119.3	7,156.2
Actual Net debt/EBITDA (default if > 7.0x)	3.4x	3.5x	4.5x	3.6x	3.8x	4.0x
Actual EBITDA/Interest (default if <2.2x)	14.8x	17.2x	14.6x	16.4x	13.2x	10.0x
Hedging %	98.5%	98.5%	94.5%	90.1%	83.1%	86.3%
Corporate credit rating						
- S&P	A- (stable)					
- Fitch	A (stable)	A- (stable)	A- (stable)	A- (stable)	A- (stable)	A- (stable)
APRR and Eiffarie						
Gross debt	9,705.8	8,962.5	9,211.2	9,720.7	9,254.2	10,267.1
Cash and cash equivalents	1,535.6	1,229.7	1,125.6	1,653.3	935.9	1,821.0
Net debt	8,170.2	7,728.8	8,085.6	8,067.4	8,318.2	8,446.0
Actual Net debt/EBITDA	3.9x	4.1x	5.2x	4.2x	4.4x	4.8x
Hedging %	87.6%	86.7%	83.5%	80.1%	72.2%	106.3%

Hedging %	87.6%	86.7%	83.5%	80.1%	72.2%	106.3%
Table 7 - APRR debt facilities						
€m	31-Dec-22	31-Dec-21	Details			
Euro Medium Term Note (EMTN) public bonds – fixed	7,600	7,100	Fixed coupon bon maturities from 2 with a 1.875% cou	023 to 2033. €50	00m was issued	
European Investment Bank Loan	-	100	€100m fixed rate l	oan was repaid.	during H1 2022	
EMTN index linked bonds	113	106	Bond matures in 2 principal indexed		pon of 0.34% wit	h the
Caisse Nationale des Autoroutes (CNA) debt	28	33	Outstanding CNA profile to 2027.	debt is fixed rat	e with a fixed an	nortisation
Maurice-Lemaire Loans	22	21	€7m zero interest	with the remain	nder being index	linked.
Commercial Paper	840	503	Short term fixed i interest rate of 2.0		rowings. Weigh	ted average
Total drawn debt facilities	8,603	7,863				
Other	101	99	Includes €87m in	accrued interes	t and €14m in ot	her items.
IFRS adjustment	(68)	(69)	Drawn debt balan GAAP and reflect consolidated acco	face value of de	bt. Gross debt a	s per APRR
Gross APRR debt	8,636	7,893	Total carrying val consolidated acco		cted in the APRF	R
Revolving Credit Facility (RCF)	2,000	2,000				

Table 8 - Other APRR related debt facilities

€m	31-Dec-22	31-Dec-21	Details
Eiffarie term loan	1,070	1,070	Refinanced on 20 February 2020 with a margin of 62.5bps above the greater of Euribor and 0%. In January 2021, 96.66% of the loan maturity was extended by 1 year to February 2026 (remaining 3.34% matures in February 2025). In January 2022, 90.47% of the loan was extended for a further year to February 2027 (6.19% matures in February 2026). No amortisation required until 2023 with amortisation proposed to be €40m in 2023, €80m in 2024 and €116m (for the 96.66% extended facility portion) in 2025.

Figure 3 - APRR and Eiffarie debt maturity profile at 31 December 2022 (€m)¹



^{1.} Chart excludes €22m Maurice-Lemaire loans.

ADELAC 2.2

2.2.1 **Business background**

ADELAC, otherwise known as the A41 north, is a 20km two lane motorway which connects Annecy in France and Geneva in Switzerland, offering fast transit for commuters and facilitating leisure traffic between Geneva and the French Alps.

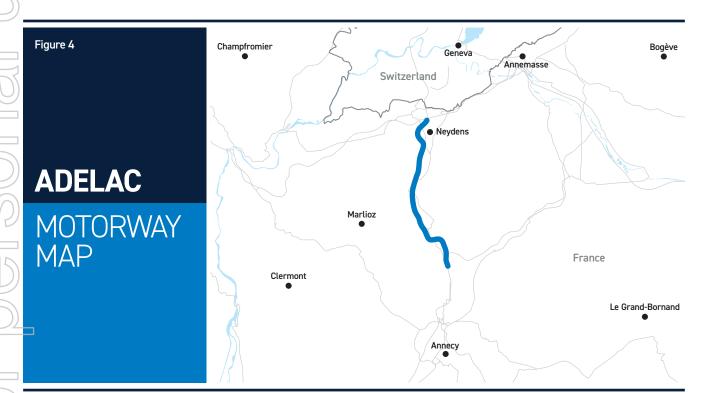
The road provides a continuous motorway connection to the A41 (south) and the A40 (west). APRR is the operator of the ADELAC Concession.

Under the concession contract, tolls typically increase each year in February by French CPI plus a fixed percentage. The current toll escalation formulae are shown below. ADELAC's concession agreement enables ADELAC, within certain limits, to allocate its annual toll increase to specific toll stations.

Table 9 - ADELAC toll escalation

2023	CPI
2024	CPI + 2.0% ⁴
2025-27	CPI + 1.0%
2028	CPI + 0.41%
2029+	CPI

The ADELAC concession expires in 2060.



^{4.} Including 1% increase delayed from 2023.

2.2.2 **Business performance**

Stand-alone accounts are prepared by ADELAC using French GAAP.

Table 10 - ADELAC profit and loss

€m unless otherwise stated	FY22	FY21	% ch on prior	FY20	FY19	FY18	FY17
Total traffic (trips millions)	10.78	8.89	21.4%	7.70	10.79	10.85	10.72
Average Daily Traffic (ADT)	29,548	24,344	21.4%	21,044	29,567	29,713	29,374
_							
- Toll road operations revenue	61.0	47.7	27.9%	41.4	56.7	56.0	54.2
- Other revenue	0.2	0.1	19.3%	0.1	0.1	0.1	0.2
Revenue	61.2	47.9	27.8%	41.5	56.8	56.1	54.4
Purchases and external charges	(8.1)	(6.5)	(25.6%)	(5.8)	(7.4)	(7.5)	(7.5)
Taxes (other than income tax)	(3.3)	(1.6)	(106.6%)	(1.7)	(2.3)	(2.3)	(2.2)
EBITDA	49.8	39.8	25.1%	34.0	47.1	46.3	44.7
EBITDA margin	81.4%	83.2%	(1.8%)	81.9%	83.0%	82.5%	82.2%

Financing and debt

Table 11 - Debt metrics

€m unless otherwise stated	31-Dec-22	31-Dec-21	31-Dec-20	31-Dec-19	31-Dec-18
Gross debt	691.8	707.1	714.5	721.8	730.0
Cash	47.8	32.9	20.9	12.5	13.9
Net debt	644.1	674.2	693.6	709.3	716.0
Net debt/EBITDA	12.9x	16.9x	20.4x	15.1x	15.5x
□ EBITDA/Interest	2.67x	2.25x	1.95x	2.66x	2.61x
Hedging %	84.7%	84.9%	85.2%	85.3%	85.2%

Gross debt is exclusive of shareholder loans from related entities (AREA) which totalled €25.7m as at 31 December 2022 (€24.2m as at 31 December 2021). Dividends from ADELAC to APRR and MAF2 can only commence following repayment of these shareholder loans. These shareholder loans were fully repaid in January 2023.

Table 12 - ADELAC debt facilities

€m	31-Dec-22	31-Dec-21	Details
Term facility	691.8	707.1	Margin over Euribor of 1.90% to June 2026, 2.10% thereafter. Maturity in July 2030 with cash sweep mechanism with minimum repayment profile. Swap paying fixed rate at 0.85% maturing in 2035 for c.85% of existing debt.

2.3 **Warnow Tunnel**

2.3.1 **Business background**

The Warnow Tunnel is a 2km toll road with two lanes in each direction, including a 0.8km tunnel under the Warnow River. It opened to traffic in September 2003 and allows users to cross under the Warnow River which divides Rostock. Most of the residential areas are located on the western side and most of the industrial areas are on the eastern side of the river which includes the Rostock Port, a roll on roll off freight and passenger ferry port for Baltic shipping and a bulk port. A Cruise Ship Terminal is located on the western side of the river.

Tolls may be escalated annually and are subject to the approval of the Ministry of Energy, Infrastructure and State Development for the State of Mecklenburg-Vorpommern. Potential toll increases are linked to pre-tax equity IRR of the concession (see table below). Since 2013, Warnow Tunnel tolls have been increasing on the basis of a calculation using inflation and 50% of GDP growth. Toll increases have historically been typically implemented in November and based on inflation and 50% of GDP growth figures, from the prior year and in Q1 of the relevant year. In November 2022, toll prices increased by an average of 6.4%.

Applicable toll prices as of December 2022 are presented on the Warnow Tunnel website⁵.

Table 13 - Warnow Tunnel toll escalation

Pre tax IRR < 17% Tolls may rise at a rate higher than inflation Pre tax IRR 17-25% Tolls linked to inflation Pre tax IRR > 25% Tolls remain fixed

Atlas Arteria has a 100% interest in the concessionaire Warnowquerung GmbH & Co. KG, the concessionaire partnership, and its general partner. The concession expires in 2053.



^{5.} https://warnowquerung.de/en/prices/

2.3.2 **Business performance**

Stand-alone accounts are prepared by Warnow Tunnel using German GAAP. The Operating expenses shown below, however, do not include items of capital expenditure or accruals which would otherwise classify as operating expenses under German GAAP and as such, the inputs used to calculate EBITDA are reflective of IFRS.

Table 14 - Traffic, Revenue and EBITDA

Tuble 14 Hallie, Revenue and Ebilby			% ch on				
€m unless otherwise stated	FY22	FY21	prior	FY20	FY19	FY18	FY17
Total traffic (trips millions)	4.52	4.37	3.4%	4.56	4.94	4.73	4.28
Average Daily Traffic (ADT)	12,372	11,967	3.4%	12,465	13,541	12,948	11,715
Toll revenues	13.1	12.5	5.2%	12.7	13.6	12.6	11.1
Other Revenues	0.1	0.2	(42.1%)	0.1	0.1	0.1	_
Revenue	13.3	12.7	4.5%	12.8	13.7	12.6	11.1
Operating expenses	(4.1)	(4.0)	(2.0%)	(3.7)	(3.4)	(2.9)	(2.8)
EBITDA	9.2	8.7	5.6%	9.1	10.3	9.7	8.3
EBITDA margin	69.0%	68.3%	0.8%	71.1%	75.3%	76.8%	74.9%

Table 15 - Warnow Tunnel cashflows

€m unless otherwise stated	FY22	FY21	% ch on prior	FY20	FY19	FY18	FY17
Total traffic (trips millions)	4.52	4.37	3.4%	4.56	4.94	4.73	4.28
Average Daily Traffic (ADT)	12,372	11,967	3.4%	12,465	13,541	12,948	11,715
Toll revenues	13.1	12.5	5.2%	12.7	13.6	12.6	11.1
Other Revenues	0.1	0.2	(42.1%)	0.1	0.1	0.1	-
Revenue	13.3	12.7	4.5%	12.8	13.7	12.6	11.1
Operating expenses	(4.1)	(4.0)	(2.0%)	(3.7)	(3.4)	(2.9)	(2.8)
EBITDA	9.2	8.7	5.6%	9.1	10.3	9.7	8.3
EBITDA margin	69.0%	68.3%	0.8%	71.1%	75.3%	76.8%	74.9%
Table 15 – Warnow Tunnel cashflows							
€m unless otherwise stated		FY22	FY21	FY20	FY19	FY18	FY17
Cash flows from operating activities:							
EBITDA		9.2	8.7	9.1	10.3	9.7	8.3
HMTC expenses		(0.2)	(0.1)	(0.4)	(0.4)	(0.1)	(0.1)
Other capital expenditure expensed		(0.7)	(0.7)	(0.6)	(0.4)	(0.0)	(0.1)
Capital gains tax (2018 acquisition)		-	_	(1.3)	_	-	-
Movements in working capital and other items		0.1	(0.0)	0.2	0.0	0.5	0.7
Net external interest income/(expenses paid)		(2.3)	(2.4)	(3.1)	(3.4)	(3.6)	(3.8)
Net cash provided by/(used in) operating activities		6.0	5.4	4.0	6.2	6.5	5.0
Cash flows from investing activities:							
Purchases of fixed assets		(0.1)	(0.1)	(0.1)	(0.0)	(0.6)	(0.3)
Net cash provided by/(used in) investing activities		(0.1)	(0.1)	(0.1)	(0.0)	(0.6)	(0.3)
Cash flows from financing activities:							
Net repayments of external borrowings		-	(27.3)	(4.4)	(6.8)	(5.1)	(4.0)
Refinancing costs (including break fees)		_	(11.8)	-	-	-	_
Payment into capital reserves and other intercompany cash injections		_	42.0	-	1.3	-	-
Distributions and loan payments to Atlas Arteria		(8.6)	(2.5)	-		-	-
Net cash from/(used) in financing activities		(8.6)	0.4	(4.4)	(5.5)	(5.1)	(4.0)
Net increase/(decrease) in cash and cash equivalents		(2.7)	5.8	(0.5)	0.7	0.8	0.7
Cash at the beginning of period		11.1	5.3	5.7	5.1	4.3	3.6
Cash at the end of period		8.4	11.1	5.3	5.7	5.1	4.3
Debt balance at the end of the period		115.0	115.0	142.3	146.7	153.4	158.6
Distributions and loan payments to Atlas Arteria		8.6	2.5	-	-	-	-

Financing and Debt 2.3.3

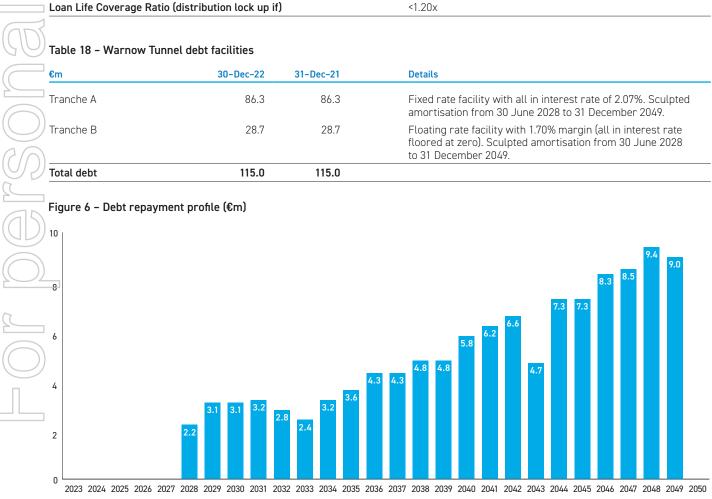
Table 16 - Debt metrics

€m	31-Dec-22	31-Dec-21	31-Dec-20	31-Dec-19	31-Dec-18	31-Dec-17
Gross debt	115.0	115.0	142.3	146.7	153.4	158.6
Cash	8.4	11.1	5.3	5.7	5.1	4.3
Net debt	106.6	103.9	137.0	140.9	148.4	154.3
Net debt/EBITDA	11.6x	12.0x	15.0x	13.7x	15.3x	18.5x
Historical DSCR	3.64x	3.59x	n/a	n/a	n/a	n/a
Hedging %	75.0%	75.0%	27.7%	28.7%	28.9%	29.2%

Table 17 - Warnow Tunnel debt facilities financial covenants

Debt Service Coverage Ratio (default if)	<1.05x	
Debt Service Coverage Ratio (distribution lock-up if)	2021 <1.25x	
	2022 <1.40x	
/ 	2023 <1.60x	
	2024-27 <1.80x	
/	2028 onwards <1.15x	
Loan Life Coverage Ratio (default if)	<1.10x	
Loan Life Coverage Ratio (distribution lock up if)	<1.20x	

€m	30-Dec-22	31-Dec-21	Details
Tranche A	86.3	86.3	Fixed rate facility with all in interest rate of 2.07%. Sculpted amortisation from 30 June 2028 to 31 December 2049.
Tranche B	28.7	28.7	Floating rate facility with 1.70% margin (all in interest rate floored at zero). Sculpted amortisation from 30 June 2028 to 31 December 2049.
Total debt	115.0	115.0	



Debt principal to be paid

2.4 **Chicago Skyway**

2.4.1 **Business background**

Chicago Skyway is a 12.5km (7.8 mile) elevated toll road providing congestion relief in an essential transportation corridor between Chicago, Illinois and Northwest Indiana. Initially opened to traffic in 1958, Chicago Skyway is now operated under a 99 year concession lease which expires in 2104 (81 years remaining) following privatisation by the City of Chicago in 2005. Chicago Skyway serves the third-largest metropolitan area in the US and is situated in one of the densest urban areas in the country. The region is also a key logistics infrastructure hub in the Midwest, resulting in a diverse traffic base. Chicago Skyway delivers substantial time savings and reliability for customers, providing up to 30 minutes (c.20 minutes on average) time saving in peak hours and c.9 km

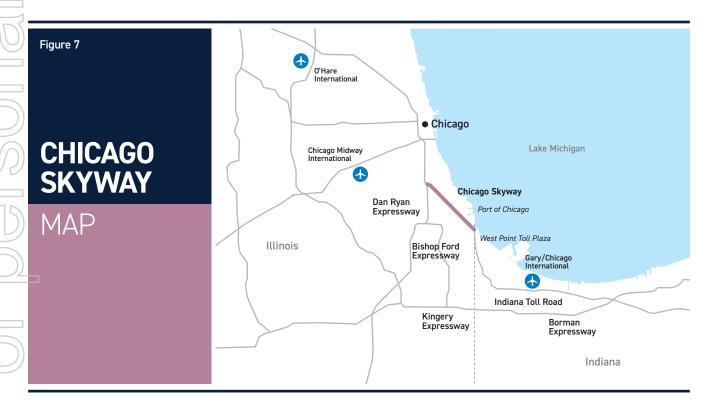
Atlas Arteria holds a 66.67% interest in Chicago Skyway. Tolls are permitted to be escalated annually on the 1 January based on the greater of:

- US Consumer Price Index (2 year look back)
- US nominal GDP per capita growth (2 year look back)
- 2.0% minimum floor

Tolls are rounded up to the nearest 10 cents. Permitted toll price escalations under the toll formula are presented in the table below and are available on the Chicago Skyway website⁶.

Table 19 - Chicago Skyway toll escalation

)	Toll price increases		per capita growth (2 years prior)	US CPI (2 years prior)	Floor %
	2022 (from 1 January 2022)	2.0%	(2.6%)	1.2%	2.0%
	2023 (from 1 January 2023)	10.9%	10.9%	7.0%	2.0%



2.4.2 **Business performance**

Stand-alone accounts are prepared by Chicago Skyway using US GAAP for statutory reporting purposes. A reconciliation between EBITDA calculated under these arrangements and IFRS is provided.

% ch on

US\$ more atherwise stated	EV22	EV21	% cn on	EVOO	FY19	EV10	EV17
US\$m unless otherwise stated	FY22	FY21	prior	FY20	F117	FY18	FY17
– Light Vehicle traffic, trips millions	12.61	12.41	1.6%	9.24	11.87	12.84	13.37
– Heavy Vehicle traffic, trips millions	1.52	1.42	7.2%	1.18	1.08	1.25	1.32
Total traffic, trips millions	14.13	13.83	2.2%	10.42	12.95	14.09	14.69
Average Daily Traffic (ADT)	38,710	37,887	2.2%	28,470	35,472	38,616	40,236
) _{+ 11}	100.1	11 / 0	E 10/	0/0	01.0	00.0	100.0
- Toll revenue	120.1	114.2	5.1%	84.9	91.8	98.8	100.0
- Other revenue	0.0	0.1	(95.5%)	0.0	0.0	0.2	-
Total Revenue	120.1	114.3	5.1%	84.9	91.9	99.0	100.0
Overhead expenses	(5.1)	(5.2)	1.1%	(4.8)	(5.2)	(4.2)	(4.5)
0&M expenses	(6.8)	(5.9)	(15.0%)	(5.4)	(5.3)	(4.6)	(3.1)
Toll collection expenses	(4.2)	(3.9)	(5.5%)	(3.2)	(3.2)	(3.5)	(4.9)
EBITDA (excluding IFRS adjustments)	104.0	99.2	4.8%	71.5	78.1	86.8	87.5
EBITDA margin	86.6%	86.8%	(0.2%)	84.2%	85.0%	87.7%	87.5%
IFRS Adjustments							
AASB 16 Adjustment	0.1	0.1	0.5%	0.1	0.1	n/a	n/a
EBITDA	104.1	99.4	4.8%	71.6	78.2	86.8	87.5
EBITDA margin	86.7%	86.9%	(0.2%)	84.3%	85.2%	87.7%	87.5%

	EBITDA margin	86.6%	86.8%	(0.2%)	84.2%	85.0%	87.7%	87.5%
	IFRS Adjustments							
	AASB 16 Adjustment	0.1	0.1	0.5%	0.1	0.1	n/a	n/a
	EBITDA	104.1	99.4	4.8%	71.6	78.2	86.8	87.5
	EBITDA margin	86.7%	86.9%	(0.2%)	84.3%	85.2%	87.7%	87.5%
90)							
	Table 21 – Chicago Skyway Cashflow							
	US\$m unless otherwise stated		FY22	FY21	FY20	FY19	FY18	FY17
	Cash flows from operating activities:							
	EBITDA (excluding IFRS adjustments)		104.0	99.2	71.5	78.1	86.8	87.5
20	Movements in working capital and other items		(0.5)	(0.7)	(0.0)	0.2	(0.5)	(5.6)
W.	Capital expenditure expensed		(5.7)	(6.1)	(2.7)	(4.8)	(10.9)	(9.4)
	Interest income		0.6	0.1	0.3	0.9	0.8	0.4
	Interest expenses		(57.7)	(54.8)	(55.6)	(58.4)	(57.6)	(55.3)
	Net cash provided by/(used in) operating activities		40.6	37.7	13.4	16.1	18.6	17.7
	Cash flows from investing activities:							
	Sales/Purchases of fixed assets		(0.2)	(0.1)	(0.1)	(0.1)	(0.3)	(2.1)
	Net cash provided by/(used in) investing activities		(0.2)	(0.1)	(0.1)	(0.1)	(0.3)	(2.1)
(7	Cash flows from financing activities:							
	Debt issuance costs		-	-	-	(0.1)	(2.8)	(1.4)
	Capital facility drawdown/repayment		7.1	5.6	2.4	5.6	(24.2)	12.7
	Proceeds from debt		-	-	-	-	160.0	230.0
Пп	Payment of debt		-	-	-	-	(100.0)	(225.0)
	Distributions		(41.2)	(36.4)	(16.8)	(24.5)	(52.9)	(38.7)
	Net cash from (used) in financing activities		(34.2)	(30.8)	(14.4)	(19.0)	(19.9)	(22.4)
	Net increase/(decrease) in cash and cash equivalents		6.3	6.9	(1.1)	(3.0)	(1.6)	(8.8)
	Cash at the beginning of period		46.6	39.7	40.8	43.8	45.5	52.3
	Cash at the end of period		52.8	46.6	39.7	40.8	43.8	45.5
	- Cash reserved for debt service		31.7	27.6	27.5	28.7	34.4	33.8
	- Non restricted cash		21.1	19.0	12.3	12.1	9.4	11.6

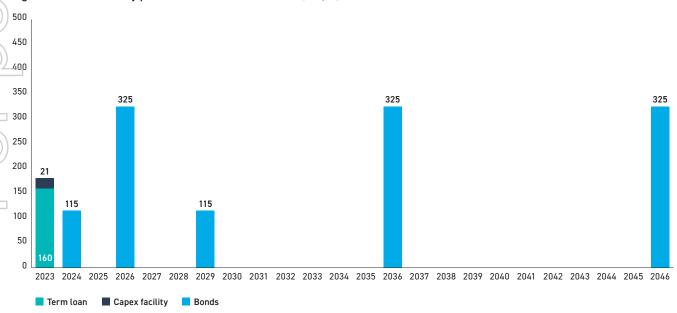
Financing and debt 2.4.3

Table 22 - Debt metrics

US\$m unless otherwise stated	31-Dec-22	31-Dec-21	31-Dec-20	31-Dec-19	31-Dec-18	31-Dec-17
Gross debt	1,385.7	1,378.6	1,373.0	1,370.6	1,365.0	1,329.2
Cash	52.8	46.6	39.7	40.8	43.8	45.5
Net debt	1,332.8	1,332.0	1,333.3	1,329.8	1,321.2	1,283.8
Net debt/EBITDA	12.8x	13.4x	18.7x	17.0x	15.2x	14.7x
Historical DSCR (lock up if <1.25x, default <1.05x)	1.82x	1.79x	1.30x	1.35x	1.49x	1.55x
Corporate credit rating						
-S&P	BBB+ (stable)	BBB+ (stable)	BBB (positive)	BBB+ (stable)	BBB+ (stable)	BBB+ (stable)
Hedging %	87.0%	87.4%	87.8%	87.9%	88.3%	90.7%

US\$m unless otherwise stated	31-Dec-22	31-Dec-21	31-Dec-20	31-Dec-19	31-Dec-18	31-Dec-17
Gross debt	1,385.7	1,378.6	1,373.0	1,370.6	1,365.0	1,329.2
Cash	52.8	46.6	39.7	40.8	43.8	45.5
Net debt	1,332.8	1,332.0	1,333.3	1,329.8	1,321.2	1,283.8
Net debt/EBITDA	12.8x	13.4x	18.7x	17.0x	15.2x	14.7x
Historical DSCR (lock up if <1.25x, default <1.05x)	1.82x	1.79x	1.30x	1.35x	1.49x	1.55x
Corporate credit rating						
-S&P	BBB+ (stable)	BBB+ (stable)	BBB (positive)	BBB+ (stable)	BBB+ (stable)	BBB+ (stable)
Hedging %	87.0%	87.4%	87.8%	87.9%	88.3%	90.7%
) .	acilities					
US\$m	31-Dec-22	31-Dec-21	Details	han 2010 and m	otunos in Donom	han 2022
US\$m Term Loan Capex Loan Facility		31-Dec-21 160.0 13.6	Issued in Decem Interest rate – 1 Issued in Decem	month LIBOR + ber 2018 and ma	1.1% margin. atures in Decem	ber 2023.
Term Loan	31-Dec-22 160.0	160.0	Issued in Decem Interest rate – 1	month LIBOR + ber 2018 and ma month LIBOR +	1.1% margin. atures in Decem 1.1% margin. Tot	ber 2023.
Term Loan	31-Dec-22 160.0	160.0	Issued in Decem Interest rate – 1 Issued in Decem Interest rate – 1	month LIBOR + lber 2018 and ma month LIBOR + m; drawn amoul ary 2016 with fixe	1.1% margin. atures in Decem 1.1% margin. Tot nt shown. ed rate of 3.8869	ber 2023. tal capex loan % per annum.
Term Loan Capex Loan Facility	31-Dec-22 160.0 20.7	160.0 13.6	Issued in Decem Interest rate – 1 Issued in Decem Interest rate – 1 facility is US\$35 Issued in Februa	month LIBOR + wher 2018 and may month LIBOR + m; drawn amous ary 2016 with fixelible in full at ma ary 2016 with fixelible with fixelible in full at ma	1.1% margin. atures in Decem 1.1% margin. Tot nt shown. ed rate of 3.8869 turity in Februar ed interest rate	ber 2023. tal capex loan ber annum. 2 2026. of 4.732% per
Term Loan Capex Loan Facility Bond Tranche A	31-Dec-22 160.0 20.7 325.0	160.0 13.6 325.0	Issued in Decem Interest rate – 1 Issued in Decem Interest rate – 1 facility is US\$35 Issued in Februa Principal is paya Issued in Februa	month LIBOR + when 2018 and ma month LIBOR + m; drawn amoun ary 2016 with fix whole in full at ma ary 2016 with fix al is payable in full ary 2016 with fix	1.1% margin. atures in Decem 1.1% margin. Tot nt shown. ed rate of 3.8869 turity in Februar ed interest rate ull at maturity in ed rate of 4.8829	ber 2023. tal capex loan % per annum. try 2026. of 4.732% per February 2036. % per annum.
Term Loan Capex Loan Facility Bond Tranche A Bond Tranche B	31-Dec-22 160.0 20.7 325.0 325.0	160.0 13.6 325.0 325.0	Issued in Decem Interest rate – 1 Issued in Decem Interest rate – 1 facility is US\$35 Issued in Februa Principal is paya Issued in Februa annum. Principa Issued in Februa	month LIBOR + when 2018 and ma month LIBOR + m; drawn amous ary 2016 with fixe ble in full at ma ary 2016 with fixe l is payable in full ary 2016 with fixe ary 2016 with fixe ary 2016 with fixe ble in full at ma	1.1% margin. atures in Decem 1.1% margin. Tot nt shown. ed rate of 3.8869 turity in Februar ed interest rate all at maturity in ed rate of 4.8829 turity in Februar te of 3.66% per a	ber 2023. cal capex loan % per annum. ry 2026. of 4.732% per February 2036. % per annum. ry 2046. annum.
Term Loan Capex Loan Facility Bond Tranche A Bond Tranche B Bond Tranche C	31-Dec-22 160.0 20.7 325.0 325.0 325.0	160.0 13.6 325.0 325.0 325.0	Issued in Decem Interest rate – 1 Issued in Decem Interest rate – 1 facility is US\$35 Issued in Februa Principal is paya Issued in Februa annum. Principa Issued in Februa Principal is paya Issued in July 20	month LIBOR + wher 2018 and may month LIBOR + m; drawn amount ary 2016 with fixed ary 2017 with fixed ray where are where and are where and are where where are where where are where wh	1.1% margin. atures in Decem 1.1% margin. Tot nt shown. ed rate of 3.8869 turity in Februar ed interest rate all at maturity in ed rate of 4.8829 turity in Februar te of 3.66% per a turity on July 20 te of 4.01% per a	ber 2023. cal capex loan 6 per annum. cy 2026. of 4.732% per February 2036. 6 per annum. cy 2046. cannum. di24. dinnum.

Figure 8 - Debt maturity profile as at 31 December 2022 (US\$m)



2.5 **Dulles Greenway**

2.5.1 **Business background**

Dulles Greenway is a 22km tolled motorway in Northern Virginia, USA, which runs from Dulles International Airport to the town of Leesburg. Dulles Greenway is part of a key route in one of the fastest growing and most affluent counties in the United States. As Loudoun County continues to grow, it is anticipated that Dulles Greenway will be well positioned to provide capacity, a quality service and attract a greater share of future corridor growth, with the ability to expand to meet future demand.

Atlas Arteria holds a 100% economic interest in Dulles Greenway. Tolls can be charged on Dulles Greenway until 2056. Tolls are set on application to the Virginia State Corporation Commission (SCC). On 26 April 2021, the SCC provided for toll increases for the 2021 and 2022 years as outlined in the table below.

Future toll rates beyond 2022 will continue to be determined by the SCC under the Virginia Highway Corporation Act of 1988 (HCA) in accordance with Section §56-542, where the SCC shall 'have the duty and authority to approve or revise the toll rates charged by the operator'. Toll rates should be set at a level that:

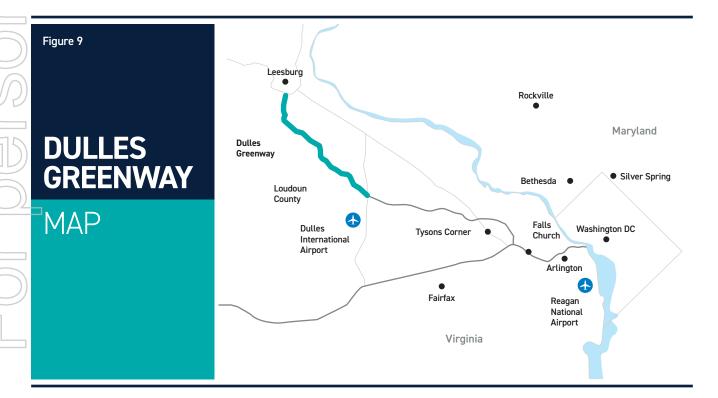
- 1. 'is reasonable to the user in relation to the benefit obtained'; and
- 2. 'will not materially discourage use of the roadway by the public'; and
- 3. 'will provide the operator with no more than a reasonable rate of return as determined by the SCC'.

Due to the passage of new legislation, the HCA was amended, effective July 1, 2021. The key changes to the HCA from these amendments:

- prevent the SCC approving more than one year of toll rate increases at a time (where previously approvals have granted multiple increases for up to five years as part of any one rate case submission); and
- defined the threshold at which toll increases would be considered to 'materially discourage use' as a 3% fall in traffic, adjusted for population growth.

Table 24 - Dulles Greenway toll escalation

Toll price increases (two-axle vehicle)	Peak	Off-peak
2021 (effective 5 May 2021)	0%	5.3%
2022 (from 1 January 2022)	0%	5.0%



2.5.2 **Business performance**

Stand-alone accounts are prepared by Dulles Greenway (or TRIP II) using US GAAP and since 2019 have been prepared in accordance with ASC606 for statutory reporting purposes. For comparative purposes however, revenue in 2019 to 2022 in the table below is shown in accordance with ASC605 rather than ASC606 and are therefore in line with IFRS accounting standards (excluding IFRIC 12). Operating expenses exclude project improvement expenses and easement accruals (which are otherwise considered as operating expenses under US GAAP). A reconciliation between EBITDA calculated under these arrangements and IFRS is provided for 2019 to 2022.

4

		% ch on				
FY22	FY21	prior	FY20	FY19	FY18	FY17
12.32	11.56	6.6%	10.20	17.80	18.32	19.18
33,746	31,662	6.6%	27,876	48,757	50,193	52,555
67.1	59.9	12.0%	51.6	89.3	90.4	91.7
0.9	0.4	96.2%	0.4	0.4	0.4	0.4
68.0	60.4	12.6%	52.0	89.7	90.8	92.2
(14.2)	(13.4)	(6.0%)	(14.3)	(16.5)	(17.0)	(17.2)
53.7	46.9	14.5%	37.7	73.2	73.8	75.0
79.0%	77.7%	1.3%	72.5%	81.6%	81.3%	81.4%
(0.2)	(1.6)	90.3%	n/a	n/a	n/a	n/a
0.7	1.2	(45.4%)	0.7	0.5	n/a	n/a
54.3	46.6	16.5%	38.4	73.7	73.8	75.0
79.8%	77.1%	2.7%	73.8%	82.2%	81.3%	81.4%
	33,746 67.1 0.9 68.0 (14.2) 53.7 79.0% (0.2) 0.7 54.3	12.32 11.56 33,746 31,662 67.1 59.9 0.9 0.4 68.0 60.4 (14.2) (13.4) 53.7 46.9 79.0% 77.7% (0.2) (1.6) 0.7 1.2 54.3 46.6	FY22 FY21 prior 12.32 11.56 6.6% 33,746 31,662 6.6% 67.1 59.9 12.0% 0.9 0.4 96.2% 68.0 60.4 12.6% (14.2) (13.4) (6.0%) 53.7 46.9 14.5% 79.0% 77.7% 1.3% (0.2) (1.6) 90.3% 0.7 1.2 (45.4%) 54.3 46.6 16.5%	FY22 FY21 prior FY20 12.32 11.56 6.6% 10.20 33,746 31,662 6.6% 27,876 67.1 59.9 12.0% 51.6 0.9 0.4 96.2% 0.4 68.0 60.4 12.6% 52.0 (14.2) (13.4) (6.0%) (14.3) 53.7 46.9 14.5% 37.7 79.0% 77.7% 1.3% 72.5% (0.2) (1.6) 90.3% n/a 0.7 1.2 (45.4%) 0.7 54.3 46.6 16.5% 38.4	FY22 FY21 prior FY20 FY19 12.32 11.56 6.6% 10.20 17.80 33,746 31,662 6.6% 27,876 48,757 67.1 59.9 12.0% 51.6 89.3 0.9 0.4 96.2% 0.4 0.4 68.0 60.4 12.6% 52.0 89.7 (14.2) (13.4) (6.0%) (14.3) (16.5) 53.7 46.9 14.5% 37.7 73.2 79.0% 77.7% 1.3% 72.5% 81.6% (0.2) (1.6) 90.3% n/a n/a 0.7 1.2 (45.4%) 0.7 0.5 54.3 46.6 16.5% 38.4 73.7	FY22 FY21 prior FY20 FY19 FY18 12.32 11.56 6.6% 10.20 17.80 18.32 33,746 31,662 6.6% 27,876 48,757 50,193 67.1 59.9 12.0% 51.6 89.3 90.4 0.9 0.4 96.2% 0.4 0.4 0.4 68.0 60.4 12.6% 52.0 89.7 90.8 (14.2) (13.4) (6.0%) (14.3) (16.5) (17.0) 53.7 46.9 14.5% 37.7 73.2 73.8 79.0% 77.7% 1.3% 72.5% 81.6% 81.3% (0.2) (1.6) 90.3% n/a n/a n/a 0.7 1.2 (45.4%) 0.7 0.5 n/a 54.3 46.6 16.5% 38.4 73.7 73.8

west End Project adjustment	(U.Z)	(1.6)	90.3%		n/a	n/a	n/a	n/a
AASB 16 Adjustment	0.7	1.2	(45.4%))	0.7	0.5	n/a	n/a
EBITDA	54.3	46.6	16.5%	3	38.4	73.7	73.8	75.0
EBITDA margin	79.8%	77.1%	2.7%	73	3.8%	82.2%	81.3%	81.4%
Table 26 – Dulles Greenway cash flows								
US\$m unless otherwise stated			FY22	FY21	FY20	FY19	FY18	FY17
Cash flows from operating activities:								
EBITDA (excluding IFRS adjustments)			53.7	46.9	37.7	73.2	73.8	75.0
Movements in working capital and other items			(0.2)	(0.5)	(0.3)	(0.5)	(0.1)	0.3
Capex: Project Improvement Expenses			(0.5)	(1.2)	(0.3)	(0.9)	(1.8)	(1.0)
Capex: DTR Connector			-	-	(4.6)	(10.7)	(1.8)	-
Capex: West end project			(0.0)	(1.6)	(1.7)	(0.1)	-	-
Interest income			2.2	0.0	1.0	3.9	2.7	1.0
Interest expenses			(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)
Scheduled accreted interest payments on zero-cou bond redemptions	ıpon		(49.6)	(27.1)	(18.4)	(34.7)	(31.9)	(38.1)
Net cash provided by/(used in) operating activitie	s		3.1	14.0	10.9	27.8	38.5	34.7
Cash flows from investing activities:								
Sales/Purchases of fixed assets			(0.1)	(0.3)	(0.3)	(0.0)	(0.2)	(0.1)
Net cash provided by/(used in) investing activities	3		(0.1)	(0.3)	(0.3)	(0.0)	(0.2)	(0.1)
Cash flows from financing activities:								
Scheduled principal payments on zero-coupon bor	nd redemptio	ns	(16.4)	(9.0)	(9.6)	(16.2)	(17.6)	(22.4)
Distributions paid to Atlas Arteria			-	-	_	-	-	_
Net cash from (used) in financing activities			(16.4)	(9.0)	(9.6)	(16.2)	(17.6)	(22.4)
Net increase/(decrease) in cash and cash equivale	ents		(13.4)	4.7	1.0	11.6	20.7	12.2
Cash at the beginning of period			221.0	216.3	215.4	203.8	183.1	171.0
Cash at the end of period			207.6	221.0	216.3	215.4	203.8	183.1
- Cash reserved for debt service			134.2	129.1	119.5	111.3	134.2	132.8
- Cash reserved for capital expenditure			0.9	2.6	7.3	13.0	18.3	3.6
- Other cash reserve requirements			9.9	10.4	12.5	11.7	10.9	10.2
– Cash available for distribution if lockup tests are	met		62.5	78.9	77.0	79.3	40.4	36.5
Distributions paid to Atlas Arteria			-	-	-	-	-	-

Financing and debt 2.5.3

Table 27 - Debt metrics

US\$m unless otherwise stated	31-Dec-22	31-Dec-21	31-Dec-20	31-Dec-19	31-Dec-18	31-Dec-17
Gross debt	1,121.0	1,120.5	1,090.1	1,053.4	1,041.7	1,029.3
Cash	207.6	221.0	216.3	215.4	203.8	183.1
Net debt	913.4	899.4	873.8	838.0	837.9	846.1
Net debt/EBITDA	17.0x	19.2x	23.2x	11.4x	11.3x	11.3x
Actual MCR (lock up if <1.25x)	0.77x	0.85x	0.64x	1.20x	1.18x	1.18x
Actual ACR (lock up if <1.15x)	0.74x	0.83x	0.64x	1.20x	1.18x	1.16x
Corporate credit rating						
- S&P	BB (negative)	BB (negative)	BB+ (negative)	BBB- (stable)	BBB- (stable)	BBB- (stable)
- Moody's	Ba1 (negative)	Ba1 (stable)	Ba1 (stable)	Ba1 (stable)	Ba1 (stable)	Ba1 (stable)
- Fitch	BB- (negative)	BB- (negative)	BB- (negative)	BB (negative)	BB+ (stable)	BB+ (stable)

Table 28 - Dulles Greenway debt facilities

US\$m	31-Dec-22	31-Dec-21	Details
Senior Current Interest Bonds Series 1999A	35.0	35.0	Current interest bond, semi-annual coupon at 7.13% pa interest rate maturing on 15 February 2035.
Senior Zero Coupon Bonds Series 1999B	493.0	505.9	Zero coupon bonds, 7.30% pa embedded interest rate on remaining bonds, mature over a range of dates from 2003 to 2035.
Senior Accreting Interest Bonds 2005B	126.9	138.4	Accreting interest bonds, compounded semi-annually, 5.70%, legal maturity in 2043 – with early redemption scheduled between 2022 and 2035.
Senior Zero Coupon Bonds Series 2005C	466.2	441.2	Zero coupon bonds, yield to maturity ranging from 5.50% to 5.65%, with maturities between 2036 and 2056.
Total debt	1.121.0	1.120.5	

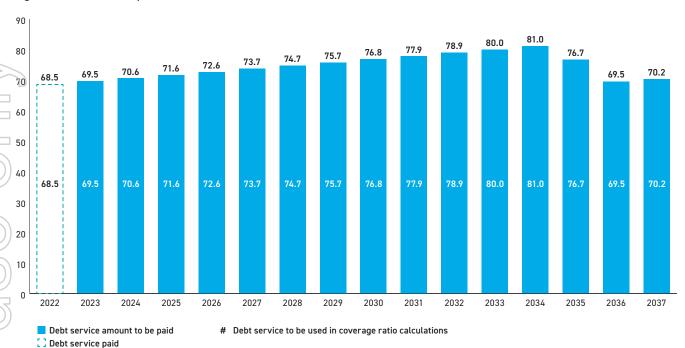


Figure 10 - Debt service profile (2022-2037) as at 31 December 2022 (US\$m)

The chart above presents the maturity profile for debt outstanding as at 31 December 2022 and also provides the total debt service (principal and accrued interest) payable each year to 2037. The debt service profile extends to 2056.

There are two distribution tests, being the Minimum Coverage Ratio (MCR) and the Additional Coverage Ratio (ACR) which are both tested annually at 31 December and calculated in accordance with the table below. If the MCR is not met, distributions from Dulles Greenway are in lock up for 12 months. Where the ACR is not met, distributions from Dulles Greenway are in lock up for 36 months.

The debt service which is included in the MCR and ACR calculations includes the bonds that were repurchased and cancelled, net of the percentage of the discount at which they were acquired (US\$2.7m in 2020 and US\$0.2m in 2019).

Table 29 - Distribution tests as at year end 31 December

	US\$m	2022	2021	2020	2019	2018	2017
	Toll Revenues	67.1	59.9	51.6	89.3	90.4	91.7
	Operating Expenses	(14.2)	(13.4)	(14.3)	(16.5)	(17.0)	(17.2)
\	Net Toll Revenues used for Minimum Coverage Ratio (A)	52.9	46.5	37.3	72.8	73.4	74.6
))	Net Transfers to Improvement Fund and Operating Reserve Fund	(2.1)	(1.4)	-	-	(0.4)	(1.5)
	Net Toll Revenues used for Additional Coverage Ratio (B)	50.7	45.1	37.3	72.8	73.0	73.1
	1999A	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)	(2.5)
	1999B	(47.4)	(45.3)	(43.4)	(41.6)	(39.8)	(38.1)
	2005A	(18.6)	(6.8)	(14.6)	(16.9)	(19.7)	(22.4)
))	2005B / 2005C	-	-	-	-	-	-
	Reduction in debt service used in coverage ratio for bond buy back discount	_	0.0	2.7	0.2	-	-
	Total Debt Service (C)	(68.5)	(54.5)	(57.8)	(60.8)	(62.0)	(63.0)
	Minimum Coverage Ratio (A ÷ C) – 1.25x requirement	0.77x	0.85x	0.64x	1.20x	1.18x	1.18x
	Additional Coverage Ratio (B ÷ C) – 1.15x requirement	0.74x	0.83x	0.64x	1.20x	1.18x	1.16x

