

ELLAKTOR Group: Positioned for Growth

GROWTH⁴**ELLAKTOR**

Investor Presentation

10th December 2020

An aerial photograph of a large cable-stayed bridge spanning a wide body of water. The bridge features several tall, grey concrete pylars with numerous stay cables. The bridge deck is illuminated with warm yellow lights, and the water reflects the ambient light. In the background, there are mountains and a small boat on the water. A red banner with white text is overlaid on the top left of the image.

1. ELLAKTOR Group at a Glance

1

ELLAKTOR Group at a Glance

2

Business Overview and Growth Prospects


3

Share Capital Increase: Framework and Timeline

ELLAKTOR's has evolved over the years into a leading diversified infrastructure player

1 Origins of ELLAKTOR

Establishment of AKTOR construction business



1950s

2 Repositioning towards a stable, cash generative toll road concession focused business


First concession project signed

Signed 3 of 5 major concessions awarded in Greece


Acquired additional 6.5% stake in Attiki Odos (increasing total stake to 65.75%)



1996




2008



2018



2001

Entry into Renewable Energy Segment ('RES')



2003

Entry into environment segment



2019

Acquired remaining stake in previously listed RES business (achieving 100% ownership)



2019

Expansion of Smart Park



2020

Signed the 40+10 year Alimos Marina concession



2020

Signed strategic agreement with EDPR for the joint development of a 900MW wind park portfolio

3 Further diversification into high growth verticals



Concessions

+



Renewables

+



Environment

+



Real Estate

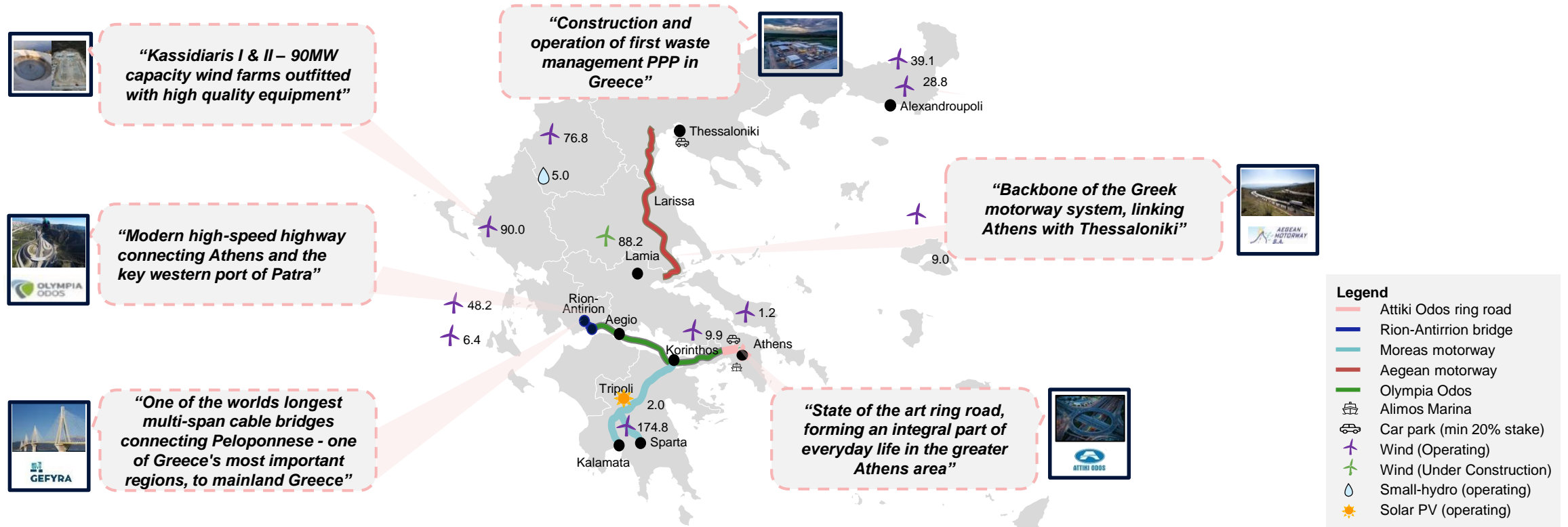
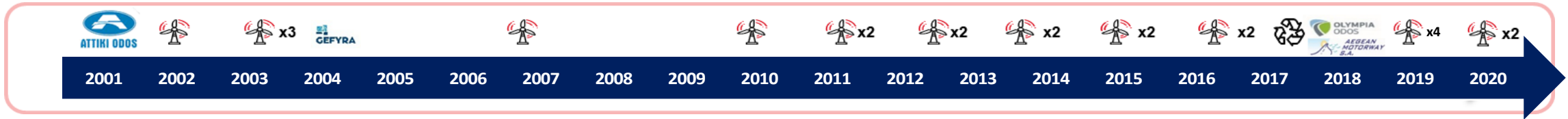
ELLAKTOR Group at a glance – A leading player in all segments

Visible, predictable, long term cash flows from well invested portfolio of critical infrastructure

	 Concessions	 Renewables	 Environment	 Construction	 Real Estate
					
Activity	<i>Operation of concession projects in Greece from design through to maintenance</i>	<i>Operation of renewable wind farms throughout Greece</i>	<i>Environmental services and waste management across 7 countries in Europe</i>	<i>Construction of infrastructure, public and private projects internationally</i>	<i>Developer and operator, focussing on shopping centres, residential development and energy efficient offices</i>
Key highlights	<ul style="list-style-type: none"> • Pioneered first concessions in Greece • Concessionaire in 5 out of 7 key toll roads in Greece 	<ul style="list-style-type: none"> • 491MW, 24 wind parks, 1 small hydro and 1 solar PV • Total planned capacity of 579MW by 2021E 	<ul style="list-style-type: none"> • Market leader in Greece • 36 total reference facilities/projects 	<ul style="list-style-type: none"> • 70 years of expertise with unique experience and know how • €1.6bn of backlog (30/9/20) 	<ul style="list-style-type: none"> • Operator of the largest Retail Park in Greece • Significant land portfolio
Position	Largest Concessionaire in Greece	Second largest RES producer in Greece	Largest player in Greece	Largest player in Greece	One of the largest developers in Greece
Ownership	100%	100%	94.4%	100%	55.5%

A fully developed portfolio of critical infrastructure assets in Greece

Significant investment over the last 2 decades, establishing a high quality asset base with c. €3bn total assets ¹



- Legend**
- Attiki Odos ring road
 - Rion-Antirion bridge
 - Moreas motorway
 - Aegean motorway
 - Olympia Odos
 - Alimos Marina
 - Car park (min 20% stake)
 - Wind (Operating)
 - Wind (Under Construction)
 - Small-hydro (operating)
 - Solar PV (operating)

¹As at 30.09.2020

Since the onset of COVID-19 pandemic, ELLAKTOR's key priority is to ensure the safety of its employees and the broader community, while ensuring business continuity

COVID-19 Pandemic Response

The Group has introduced and implemented a new operational framework, with the below indicative measures:

- **Set up a dedicated task force** with team members from Health and Safety, HR, Administration and IT
- Enhancement of **“smart” working** through adoption of enabling IT solutions (e.g. remote working, flexible workforce planning procedures, virtual meetings and new travel policies) to minimize face to face interactions
- Have **conducted more than 6,000 tests** so far for Group employees for the new COVID-19 virus
- Special **provisions for employees in high risk groups**
- **Enhance health and hygiene in the workplace** through a new ventilation system, regular disinfections alongside providing health and safety equipment to all employees (e.g. facemasks, sanitary disposal bins and alcohol based hand sanitizers)
- **Contingency planning** in the eventuality of a confirmed case in the workplace
- **Regular communication** with all employees to update them on latest developments, including national and European legislation

COVID-19 Pandemic Impact to date



Construction

- Slight delays in the execution and certification of project works, as well as in the collection of expected claims
- The contracting process of new projects has taken slightly longer than anticipated
- No major impact on financial results



Concessions

- Following the gradual lifting of the lockdown on May 4th 2020, traffic volumes in Attiki Odos show clear signs of recovery until August (yoy: Apr.'20 -72%, May'20 -37%, Jun.'20 -16%, Jul.'20 -9%, Aug.'20 -7%). Additional measures followed in September causing further downward pressure on traffic volumes (-12% and -13% in Sept and Oct)
- Revenue was decreased by ~18% compared to 9m 2019
- No impact on liquidity and debt servicing obligations



RES

- No operational or financial impact recorder so far
- Potential risk associated with delays in collections



Environment

- Limited impact recorded so far
- Potential risks associated with delays in the implementation design & planning of future waste management infrastructure projects in Greece



Real Estate

- The imposed reduction on rents by 40% remains
- Despite the significant impact of COVID-19 and the lockdown measures on the economy, footfall at Smart Park grew by 10% in Q3 '20 compared to Q3 '19, while Revenue and EBITDA also grew significantly

Adjusted ⁽¹⁾ EBITDA improvement for all segments in Q3 2020 yoy, despite impact from COVID-19

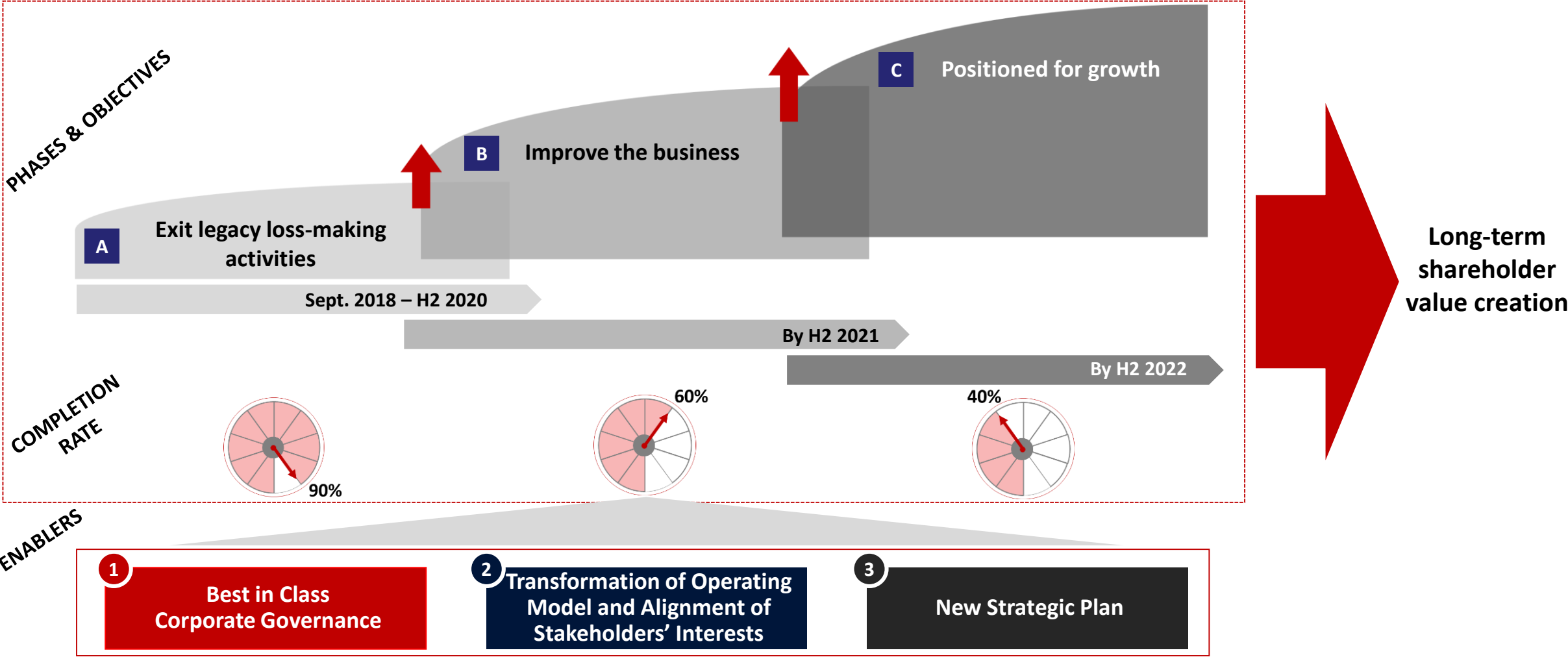
⁽¹⁾ Adjusted EBITDA for restructuring costs in Construction

2. Business Overview & Growth Prospects



In September 2018, ELLAKTOR started a transformation journey, aiming to unleash its potential and generate long-term value for its shareholders

ELLAKTOR's Transformation has been based on a solid 3-phase plan with clear objectives, driven by a set of critical implementation enablers



Significant structural changes were implemented in Phase A towards enhancing corporate governance, revamping risk management culture, as well as synergies' exploitation and stopping value leakage

A Exit legacy loss-making activities Sept 2018 – H2 2020

1

Best in Class Corporate Governance

Corporate Governance Reforms

- Update of Internal Regulation Code and of Corporate Governance Code
- Action Plan for strengthening the Compliance Framework approved by BoD
- Nomination & Remuneration Committee as well as Compliance & Sustainability Committee established in Feb 2019

ISS Scoring	09/2019	06/2017
Corporate Governance	5	8
Environment	4	n/a

1 —————> 10
Best Worst

Significant improvement rating on Corporate Governance by ISS

2

Transformation of Operating Model and Alignment of Stakeholders' Interests

- **New Corporate Structure**
- **Entire C-suite set up** (CFO, CRO, CHR, CIO, CLO)
- **New Delegation of Authorities framework**
- **New organizational structure in Construction** and effective release of personnel
- **Redesign of critical processes** at Group & BU level, with special focus on Construction (tendering/ bidding, planning & control contract management, cash flow management)
- Redesign and implementation of critical **HR policies**
- Enhancement of **IT governance & security**, launch of **digital transformation** and new applications

Accountability and operational efficiency, reliable processes/ systems and tools, promotion of performance based culture

3

New Strategic Plan

- **Concessions: Stake in Attiki Odos increased to 65.8%; Alimos Marina 40 year concession won**
- **Renewables: Installed capacity grew by 35% to 491MW**
- **Environment: acquisition of 75% stake in ASA Recycle** (60k tons annual capacity)
- **Real Estate: Increase total commercial tenancy area of Smart Park by 40% to 53k sqm**
- **Construction:**
 - **New strategy focussing on Greece & Romania** and selectively in Qatar (FM)
 - **Disengaging from international PVs** and loss-making projects

Strategic alignment, avoidance of potential extra losses, improved performance of RES & Concession segments

Special focus was given to Construction - the new organizational structure, along with the redesign of critical processes significantly improved the effectiveness of AKTOR's operating model

A Exit legacy loss-making activities Sept 2018 – H2 2020

Re-organization of Construction segment

Critical processes Re-Design

- **New organisational structure** put in place based on current and future business needs, as well as critical capabilities
- **Establishment of missing core Functions** (such as Project Planning, Cost Control, Contract Management and Procurement) and staffing of new Functions with highly skilled personnel
- **Improved span of control** and accountability
- **Enhanced communication** and cooperation across Functions, as well as at Group level
- **Effective release of personnel linked with projects'** completion rate

Tendering/ Bidding

- **Bidding process overhaul - Unified procedure** for tenders' analysis and facilitation of decision making process (**Go /No Go, Bid/ No Bid and KPIs setting**)
- **Unified system** for participation assessment, contractual and risk analysis in tender phase and bid development
- **Set-up of Committee** for bids review/ decision making

Project Management

- Establishment of procedures for:
 - **Monitoring of project's designs/ studies**
 - **Quantity surveying and invoicing**
 - **Human resource management** and optimization based on project needs
 - **Equipment management**

Project Planning

- **New Project Planning Department** that is cooperating with Cost Control team & new processes in place

Contract Management

- Set-up of **Contract Management Department**
- **Continuous** and systematic **monitoring** of company's **claims status** on a monthly basis

Project Control

- Set-up of **Projects' Time Management & Budgeting**, as well as **Cost Control teams**
- **New budgeting process in place**, focussing on cash flow management
- Establishment of **monthly reporting on a project basis**, e.g. Monitoring of Cost and Time deviations, updated Cash flow, Claim & Variation management

Equipment & Maintenance (E&M)

- **E&M business model restructuring:** Cost Centre set-up , aiming at improving financial performance, synergies & service level
- Centralized management of equipment **utilising SAP**
- **Centralisation** of spare parts' procurement
- **Monitoring & evaluation** of **drivers & machinery operators**

Phase B, is focusing on business improvement & the turnaround of the Construction Business Unit ...

B Improve the business H1 2020 – H2 2021

1

Best in Class Corporate Governance

- **Best in Class model:**
 - ExCo (new) set-up at Group level
 - BoDs (new) set-up per segment (3members from the Group + CEO & CFO from each segment)
 - ExCo (new) set-up per segment
- ELLAKTOR further **improved its ranking in ISS governance scale** to 2 versus 8 (6/2017)

ISS Scoring	09/2020	06/2017
- Corporate Governance	2	8
- Environment	3	n/a
- Society	4	n/a

1 —————> 10
Best Worse

2

Transformation of Operating Model and Alignment of Stakeholders' Interests

- Centralisation of support functions at Group level through a **"Shared Services Model"**, generating significant synergies
- Set-up of **Group Procurement** aiming to reduce costs
- Enhancement of **cash flow management procedures**
- Establishment of centralized insurance coverage management
- Implementation of **performance management system**
- Progress with **digitization, process automation & integrated IT systems** to improve productivity levels
- **Minimisation of COVID-19 impact** to Group's financial performance

3

New Strategic Plan

- **Adjusted ⁽¹⁾ EBITDA improvement for all segments in Q3 2020 yoy**, despite the impact from Covid-19
- **Diversifying the Concessions portfolio**, with Alimos Marina, and participating in all major ongoing tenders (e.g. Egnatia Odos, North Road Axis in Crete, Salamis Submarine Tunnel)
- **RES** signed a **strategic agreement with EDP Renewables** on the **joint development of a 900MW wind park portfolio**
- **Environment** is well positioned to **capitalize on upcoming growth opportunities in relation to PPPs in Greece** (Attica, Thes/ki and other urban areas)
- **Real Estate** is carrying out the real estate **development for the Alimos Marina** and proceeding with the **preparation needed for Cambas Park**
- The **restructuring of Construction** and the wind-down of branches in non-core markets are underway

⁽¹⁾ Adjusted EBITDA for restructuring costs in Construction

... following the launch & implementation of a €100m benefits generation Programme from AKTOR by 2023

The Programme is on track, expected to deliver higher benefits than originally planned

B Improve the business H1 2020 – H2 2021

Key Objectives of AKTOR Transformation Programme

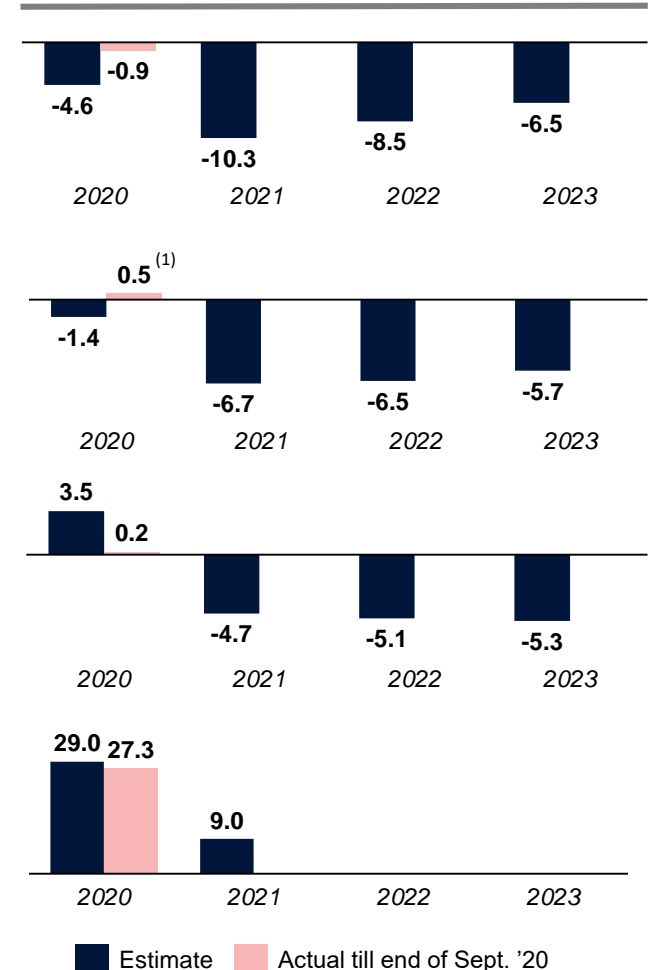
Adjust cost base to current size of the business, while securing flexibility for the future

- Improve operating model and achieve cost efficiencies
- Gradually align compensation & benefits levels to market based benchmarks – while remaining competitive, link pay with performance and shift towards variable compensation
- Streamline organizational structure, improve effectiveness and enhance controls through a revised Chart of Authorities
- Re-direct investments of available fixed/ investment assets towards core activities

Dimensions of Transformation Programme & Est. Upside

1	Procurement Excellence	~€30m potential till end '23
	<ul style="list-style-type: none"> • Establishment of a Group Procurement function (supply centralization, streamlining of suppliers, frame agreements) 	
2	Rationalisation of payroll cost	~€20m till end '23
	<ul style="list-style-type: none"> • Salaries' reductions and rationalization of fringe benefits (mobile phone cars fuel) 	
3	Best Practice Organisational Model	~€12m till end '23
	<ul style="list-style-type: none"> • Implementation of a "Voluntary Exit Scheme" and a "Retirement Scheme" 	
4	Disposal of non-operating assets and participations	> 38m till end '23
	<ul style="list-style-type: none"> • Collection of receivables, disposal of participations/ financial assets, buildings' and land disposal in Greece and abroad 	

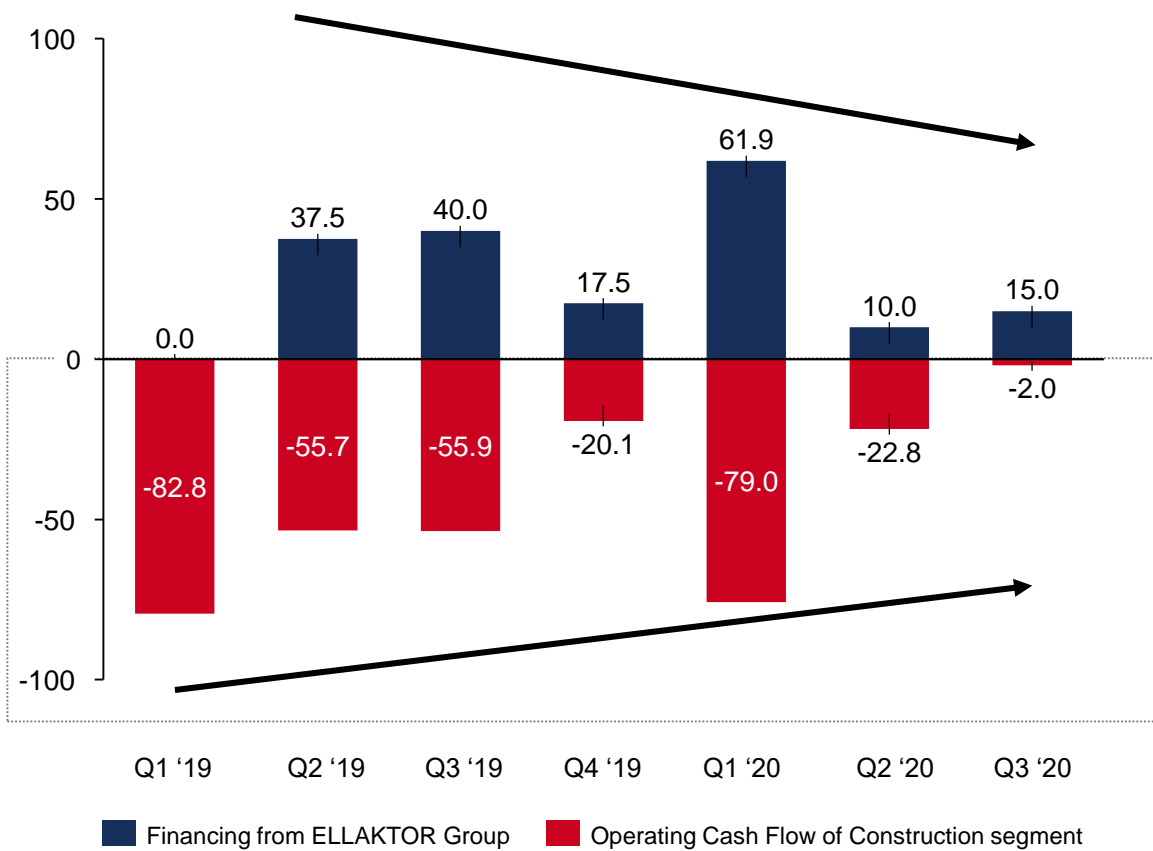
Est. Benefits 2020 – 2023 & Actual Results



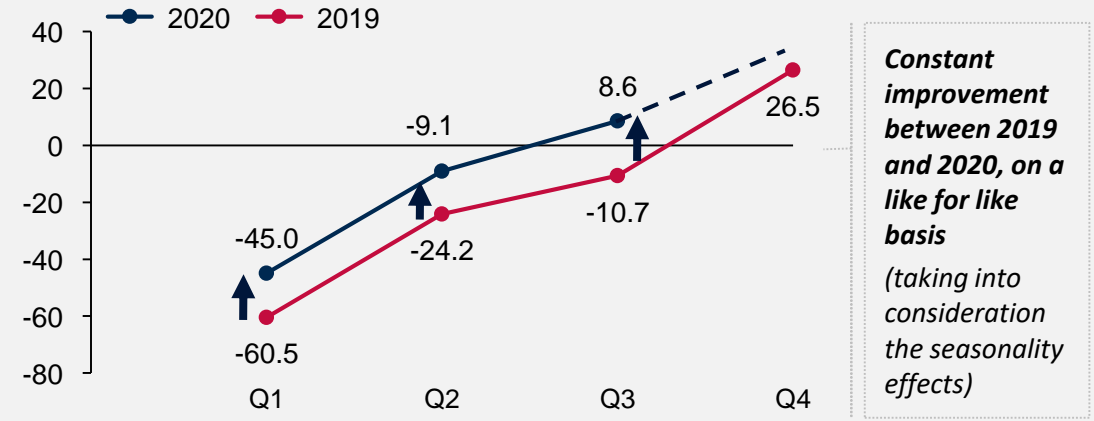
⁽¹⁾ Salary reductions were effective as of Sept 1st. The cost reduction was offset by one-off compensation costs occurred as a result of layoffs that were implemented in August & September. The benefit of layoffs will materialize in Q4 '20.

The financing needs of Construction segment from ELLAKTOR Group are gradually declining, as its operating cash flow position is improving

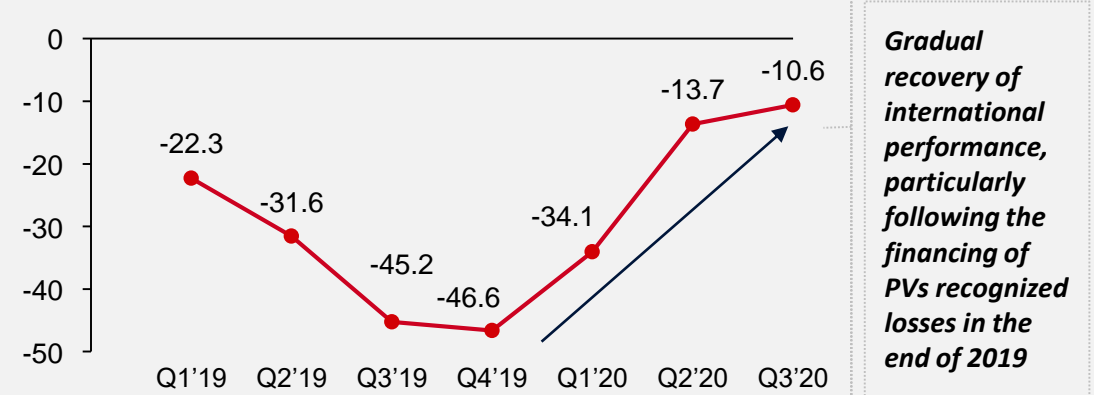
Financing from ELLAKTOR Group and Operating Cash Flow (€m)



Evolution of Construction Operating Cash Flow – Greece (€m)



Evolution of Construction Operating Cash Flow – International (€m)



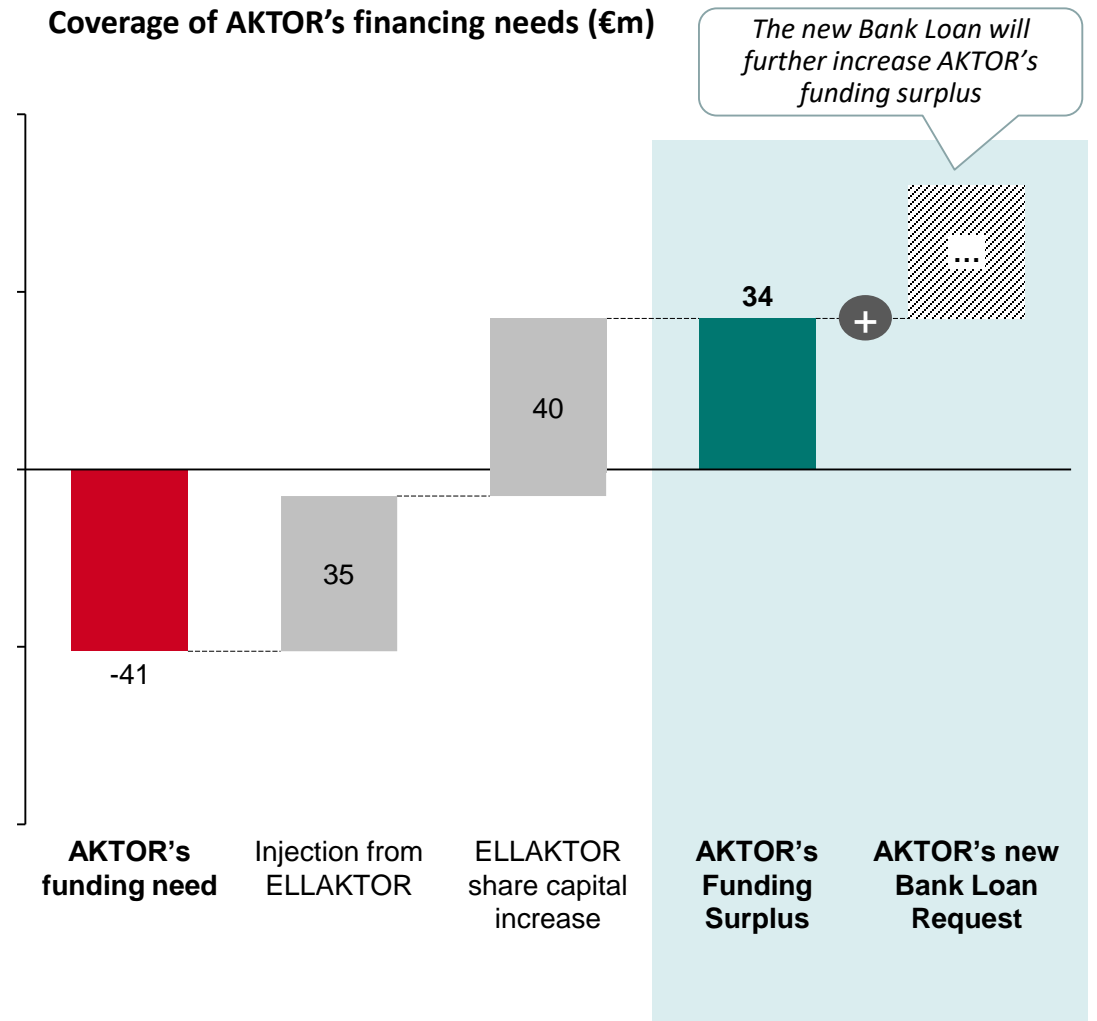
Key priority by Q1 '21, is to secure the required funds – over and above AKTOR’s funding needs – which will ensure full resolution of AKTOR’s liquidity issues ...

Resolving AKTOR’s liquidity issues

- Based on AKTOR’s restructuring plan FY20-23, there is a **funding need of €41m** to mainly implement the strategic decision to exit the non-profitable businesses, so that Greek and Romanian projects are self-funded and profitable.
- This funding need includes recognized losses of ~€35m⁽¹⁾ that need to be gradually financed by the end of H1 2021 and are related to international PVs activity. Thereafter, AKTOR is projected to be cash flow positive during the business plan period
- Since the restructuring plan FY20-23 **ELLAKTOR has already supported AKTOR** with a €20m (in Sept. and Oct. 2020), while additional €15m are underway (total €35m)
- Additional funds to become available to AKTOR through **ELLAKTOR’s share capital increase & a bank loan**
- Rigorous implementation of AKTOR’s **Transformation Programme**
- **Continuous reshaping of AKTOR’s project portfolio:** emphasis on the run-down of legacy unprofitable projects vs. pipeline with improved profitability
- Capabilities' enhancement and **strengthening of AKTOR’s Management Team**

⁽¹⁾ Total recognised losses of international PVs activity amount to ~€139m, out of which €104m have already been financed.

Coverage of AKTOR’s financing needs (€m)





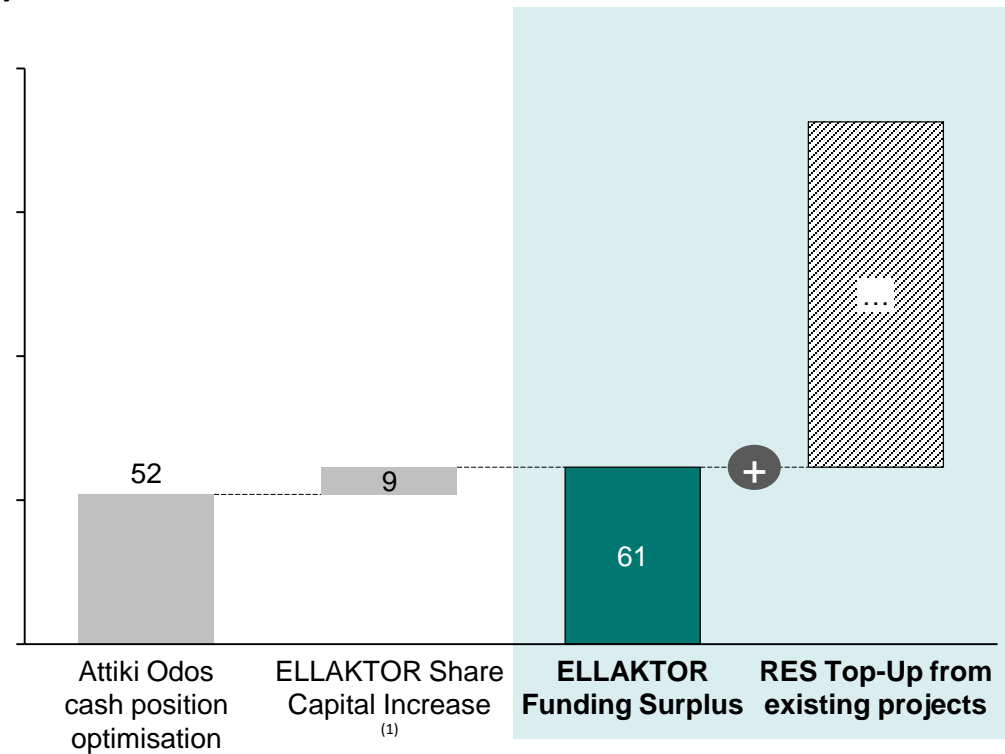
... as well as provide the Group with the required flexibility and funding to proceed with its growth strategy and investment plan

Securing additional funds for the Group

Re-leveraging of existing RES portfolio

ELLAKTOR's share capital increase

Attiki Odos cash position optimisation



- The additional funding will allow ELLAKTOR to pursue a set of critical growth opportunities in the future:
- Bidding for large-scale concessions projects in Greece
 - Upcoming opportunities in PPPs in Greece
 - Expansion of RES portfolio through further wind parks' acquisitions, as well as opportunities in other RES technologies
 - Development of Cambas Park

⁽¹⁾ €9m of additional share capital increase, on top the €40m provided to AKTOR

From H1 2021 onwards, ELLAKTOR will be optimizing its portfolio for sustainability and profitability achieving an improved risk-reward ratio

C Positioned for growth H1 2021 – H2 2022



Concessions

- Completion of Alimos Marina development
- Enhance portfolio by at least one more motorway
- Prepare for new bid on Attiki Odos
- Leverage experience to expand in new sectors (e.g. toll operations)



Environment

- Capitalize leading position to grow in line with the market, as Greece needs to urgently proceed with new infrastructure to comply with EU waste management legislation
- Investments to be launched in the next 5-year period are expected to reach €2b for the treatment of approximately 4mn tons of municipal waste
- Enhance R&D and explore new technologies



Construction & FM

- Capitalize on superior expertise and know-how on infrastructure projects combined with positive outlook of the sector due to EU Next Generation Fund deployment
- Invest in processes digitalization to improve productivity & efficiency
- Expand FM service portfolio (e.g. “intelligent building, “multi-service” contracts)



Renewables

- Focus on timely completion of current investment plan
- Scale-Up faster and formulate an attractive portfolio with EDPR as a Strategic Partner
- Achieve further growth through technology diversification (PVs)



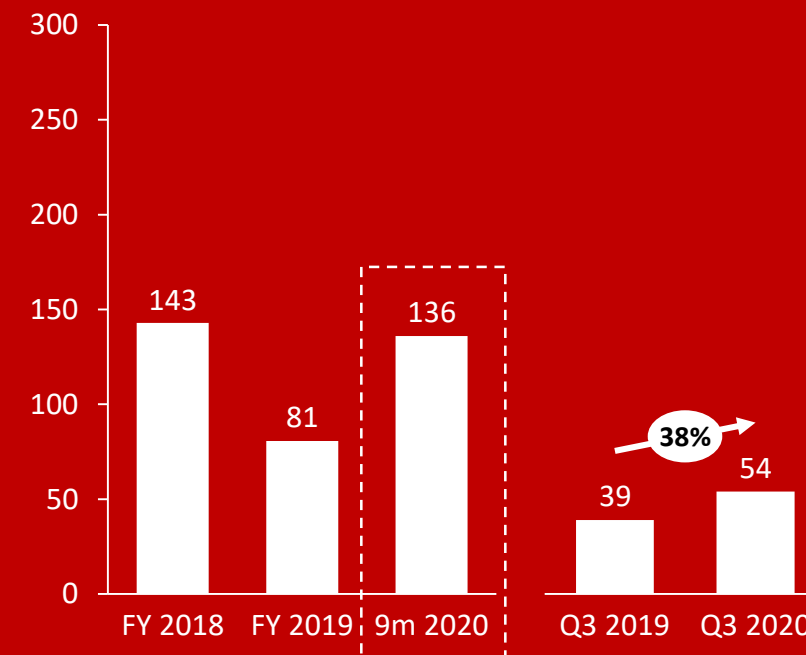
Real Estate

- Develop Cambas Park
- Develop ex-Pegasus building
- Selectively invest in new real estate assets



The next 2 years ELLAKTOR will be reshaping its portfolio and accelerating for growth

Adjusted EBITDA (€m)



3. Share Capital Increase: Framework & Timeline



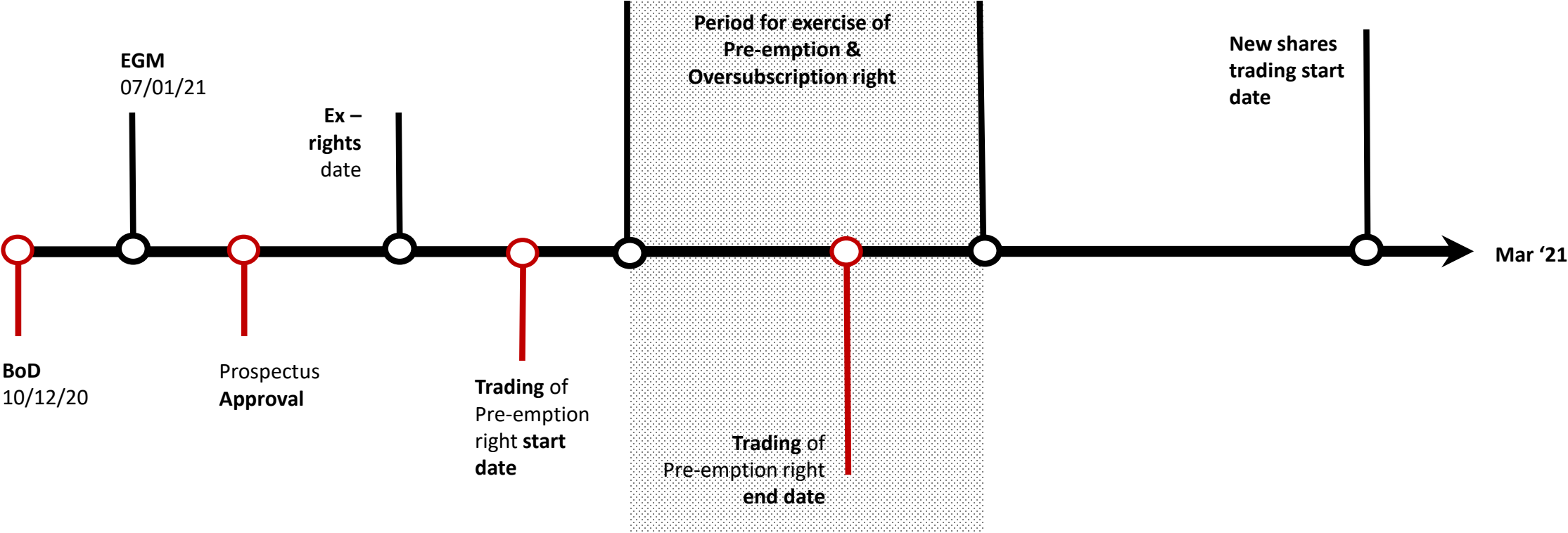
Share Capital Increase (SCI) – Use of Funds Raised

The total funds of €50.4m minus the relative expenses that will be raised from the Share Capital Increase (SCI) will be used:

- An amount of **€9.6m** ⁽¹⁾ will be used by **ELLAKTOR** to **finance new investments** in **RES**
- An amount of **€40.8m** ⁽¹⁾ will be used through a capital increase, to cover the **capital requirements in Construction pillar**, AKTOR SA. In more details:
 - An amount of **€20m** ⁽¹⁾ will cover liabilities which arose from exiting international PVs and loss-making projects
 - An amount of **€20.8m** ⁽¹⁾ will be used to accelerate payments to the Greek market

⁽¹⁾ Minus the relative expenses

Share Capital Increase (SCI) – Indicative Key Dates



Note: The timeline is subject to Regulatory approval

