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29 August 2011

#### **ASX RELEASE**



#### **Macquarie Atlas Roads**

#### August 2011 - Investor Presentation

MQA has updated its investor presentation to incorporate information contained within its August 2011 results release.

A copy of the updated presentation is attached.

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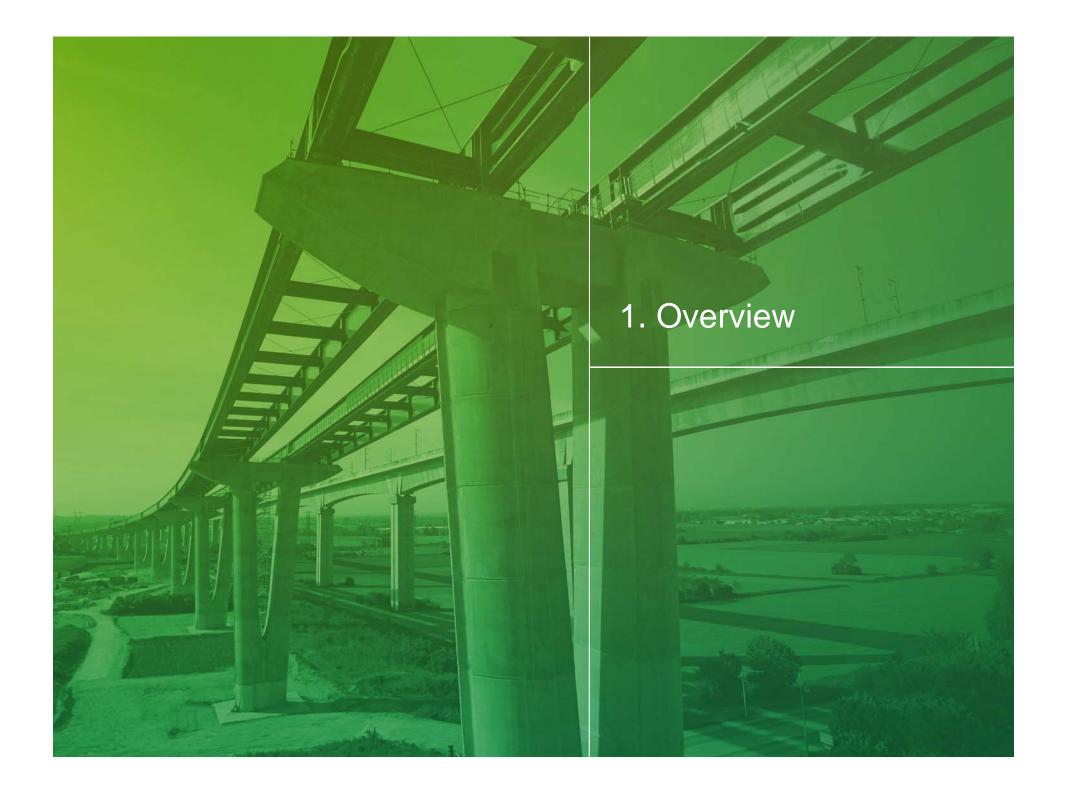
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# Agenda

1.	Overview	5
2.	APRR	16
3.	Other Assets	26
4.	Outlook	42
5.	Appendix	47

Note: Dollar amounts throughout the presentation are Australian Dollars unless stated otherwise



# MACQUARIE

### **About MQA**

### An established global portfolio

- Macquarie Atlas Roads (MQA) is a global toll road operator and developer that was listed on the ASX on 25 January 2010
  - Current market capitalisation: \$673,995,401<sup>1</sup>
  - ASX ranking: Top 200
- MQA was created out of the restructure of Macquarie Infrastructure Group into two separate ASX-listed toll road groups, MQA and Intoll. MQA is managed/advised by a Macquarie Group entity
- Toll road portfolio comprises 6 assets in 4 countries with a weighted average concession life of approximately 31 years<sup>2</sup>
- MQA's strategy is to deliver growth in the value of its existing portfolio of toll roads by improving operations and earnings, efficient capital management and by refinancing project debt as suitable opportunities emerge over the medium term
- Portfolio revenue growth is driven by a mixture of market-based³ and scheduled toll increases

<sup>1.</sup> Market capitalisation as at 25 August 2011; based on security price of \$1.49 and 452,345,907 shares on issue. MQA shares on issue will increase to 464,279,594 from 30 August 2011 following the application of performance fees payable in 2011 to a subscription for MQA securities

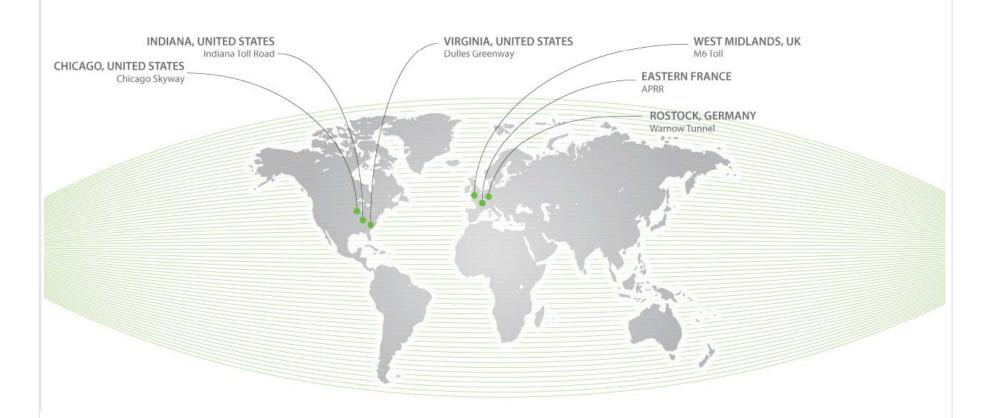
<sup>2.</sup> As at 25 August 2011. Weighted by proportionate EBITDA for the 12 months to 31 December 2010. APRR's remaining concession life is 21 years, with the weighted average concession life of the remainder of the portfolio being 52 years

<sup>3.</sup> Concessionaire has the ability to set tolls at a level considered appropriate given market conditions



# MQA portfolio

### MQA's toll road investments are located in France, UK, USA and Germany<sup>1</sup>



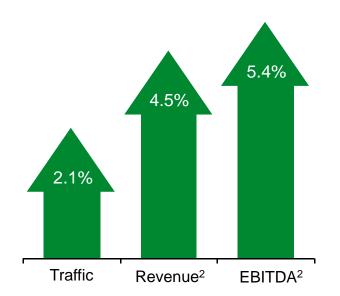
1. MQA owns various percentage stakes in these assets



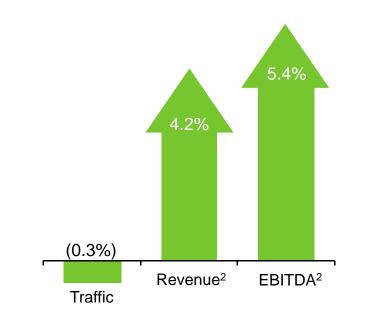
# Traffic and revenue performance

Strong financial performance relative to traffic driven by toll increases and cost efficiencies

MQA Pro Forma Performance vs pcp Year ended 31 December 2010<sup>1</sup>



MQA Pro Forma Performance vs pcp Six months ended 30 June 2011<sup>1</sup>



- 1. Pro forma data adjusts the results of MQA's portfolio of road assets for the prior corresponding period for ownership interests and foreign exchange rates for the current period
- 2. Proportionally consolidated total asset revenue and EBITDA for the period compared to the previous corresponding period on a pro forma basis



### MQA structure

### MQA's structure is integral to its strategy

- MQA has no corporate level debt and A\$25.5m in available cash<sup>1</sup>
- Each asset is in a separate holding company structure
- All asset level debt is project finance, with no recourse to MQA or any other portfolio asset
- There are no cross-default or cross-collateralisation provisions between assets



Best valued as sum of parts with zero value as the maximum downside for any asset

<sup>1.</sup> As at 30 June 2011. Cash assets not currently available for use by MQA is A\$3.9m. This amount represents secured cash deposits in relation to outstanding guarantees and letters of credit

<sup>2.</sup> Estimated interest post compulsory acquisition of remaining APRR shares by Eiffarie

Estimated economic interes



# Strategy & objectives

MQA to commence dividend payments¹

Refinance Eiffarie (APRR Holdco) debt 2011/12

Explore and maximise value by way of sale or securing dividend

Deliver growth in the existing portfolio

1. Timing and amount of any future dividends will depend on the final terms of Eiffarie's refinancing and economic conditions generally



# Strategy & objectives (cont'd)

- Portfolio strategy will focus on enhancing the value of APRR (France) and Dulles Greenway (USA)
  - APRR is expected to deliver strong cash flows over the next few years
  - Dulles Greenway is expected to deliver cash flows over the medium to longer term
- M6 Toll value potential subject to traffic growth over the next 4 years
  - Performance will determine the success of refinancing
- Remaining assets are estimated to represent <10% of the portfolio and offer MQA potential upside from any future restructure, refinance or sale
- Cash from operations will be retained until the refinancing of Eiffarie's debt has been completed which is expected to occur during early 2012. Successful completion of the Eiffarie refinancing will be an important step towards enabling MQA to commence dividend payments to security holders in due course<sup>1</sup>
- Further equity investment in existing assets will only be considered where value accretive to MQA shareholders

<sup>1.</sup> Timing and amount of any future dividends will depend on the final terms of Eiffarie's refinancing and economic conditions generally



### MQA value considerations

### APRR/Eiffarie is MQA's largest and most valuable asset

APRR + Other assets = MQA

- MQA structure lends itself to a sum of the parts valuation
  - All assets remain standalone with no recourse to MQA and no cross collateralisation or cross default
- APRR/Eiffarie represents opportunity to unlock significant value for investors in 2012/2013
  - Not including the value of the remaining assets, MQA's market capitalisation<sup>1</sup> would imply an APRR/Eiffarie valuation of 9.3x EV/EBITDA<sup>2</sup> as at 30 June 2011
  - Metrics will continue to improve with the benefits of growth and debt reduction
- Remaining portfolio also includes
  - 5 assets with a weighted average concession life remaining of 52 years<sup>3</sup>
  - A\$25.5m cash<sup>4</sup>
  - Corporate expenses which should be deducted
- 1. MQA share price of \$1.49 as at 25 August 2011
- 2. Using EBITDA for the 12 months to 30 June 2011; Using net debt as at 30 June 2011; Using AUD/EUR rate of 0.74
- 3. As at 25 August 2011. Weighted by proportionate EBITDA for the 12 months ended 31 December 2010. APRR's remaining concession life is 21 years, with the weighted average concession life of the remainder of the portfolio being 52 years
- 4. As at 30 June 2011. Cash assets not currently available for use by MQA is A\$3.9m. This amount represents secured cash deposits in relation to outstanding guarantees and letters of credit



# MQA value considerations (cont'd)

Remaining portfolio includes 5 assets with weighted average concession life remaining of 52 years<sup>1</sup>

- Dulles Greenway
  - Cash accumulating until distribution tests passed
  - Concession life remaining of 45 years
  - Long-term debt protects cash flow
- M6 Toll & Indiana Toll Road
  - Debt maturing in 2015
  - 4 year window to assess options
- Chicago Skyway & Warnow Tunnel
  - Long-term concessions
  - Long-term debt

<sup>1.</sup> As at 25 August 2011. Weighted by proportionate EBITDA for the 12 months ended 31 December 2010. APRR's remaining concession life is 21 years



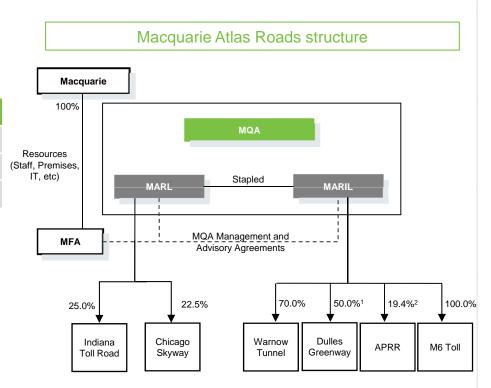
### Governance

# MQA has majority independent Boards and independent Chairmen

Base fee calculated quarterly on market capitalisation

Market capitalisation of MQA	Base management fee	
Up to A\$1.0bn	2.00%: plus	
Between A\$1.0bn and A\$3.0bn	1.25%; plus	
More than A\$3.0bn	1.00%	

- Performance fee calculated annually each 30 June as 15% of MQA's outperformance of the S&P/ASX 300 Industrials Accumulation Index, payable in three equal annual instalments subject to performance hurdles
  - The 2<sup>nd</sup>/3<sup>rd</sup> instalments are payable only if MQA has outperformed its benchmark for the two and three year periods to the respective instalment dates
- Both fees may be applied to a subscription for new MQA securities subject to agreement between MFA (the Manager/Adviser) and the independent directors



- 1. Estimated economic interest
- 2. Estimated interest post compulsory acquisition of remaining APRR shares by Eiffarie



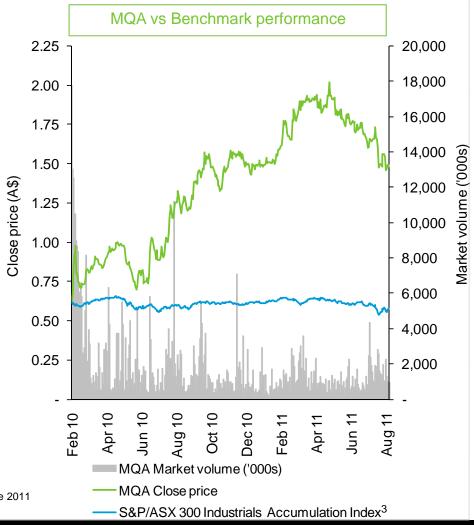
# MQA performance

MQA has outperformed the S&P/ASX 300 Industrials Accumulation Index (the Benchmark) by 149%<sup>1</sup> since listing

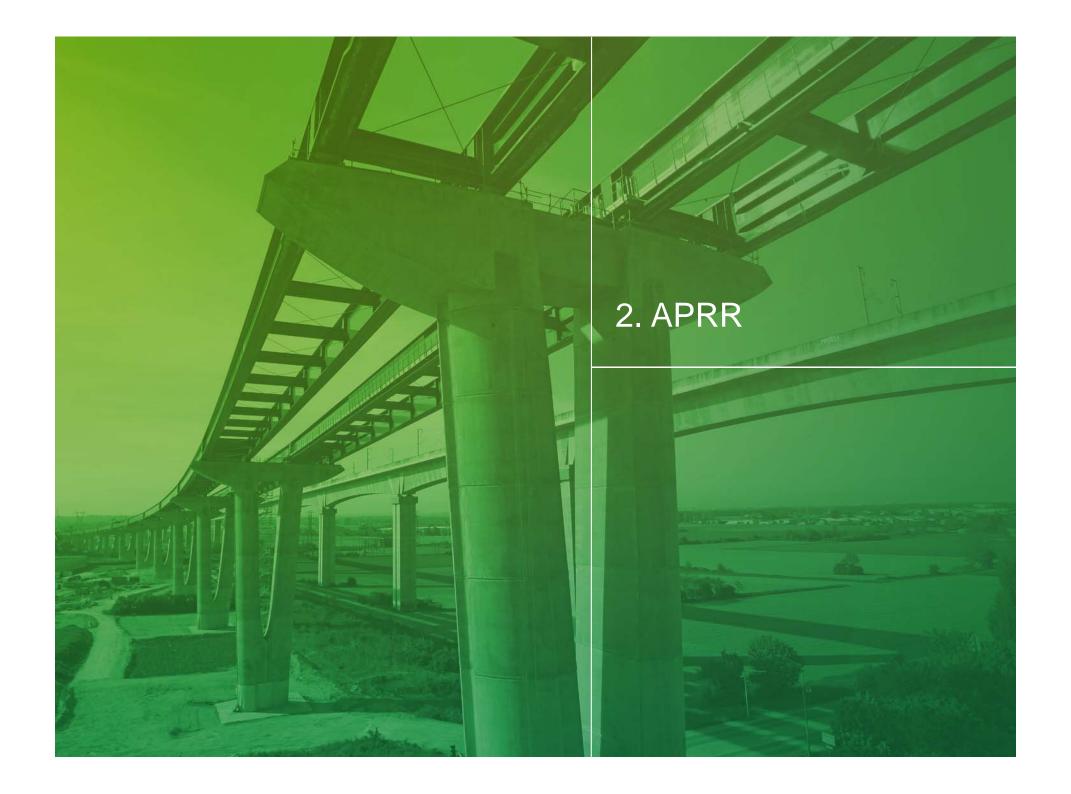
- Two performance fees have been calculated to date
  - 2010 performance fee: A\$12.5m
  - 2011 performance fee: A\$50.1m

These fees are payable in three equal annual instalments subject to continued outperformance of the Benchmark

- The first instalment of the 2010 performance fee of A\$4.2m was paid during 2010
- The second instalment of the 2010 and the first instalment of the 2011 performance fees will be applied to a subscription for new MQA securities
  - The subscription price will be \$1.748040<sup>2</sup>
  - Macquarie will be issued 11,933,687 securities.
     Following this, MQA will have 464,279,594 securities on issue

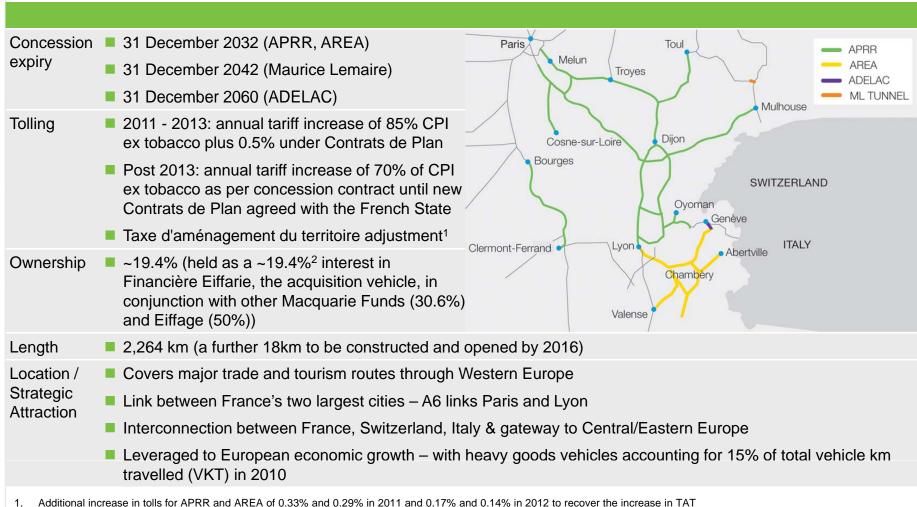


- From 25 January 2010 to 25 August 2011
- 2. \$1.748040 being the VWAP of MQA securities over the last ten trading days to 30 June 2011
- 3. Benchmark rebased to the closing MQA value of \$0.615 as at 25 January 2010





### APRR/Eiffarie

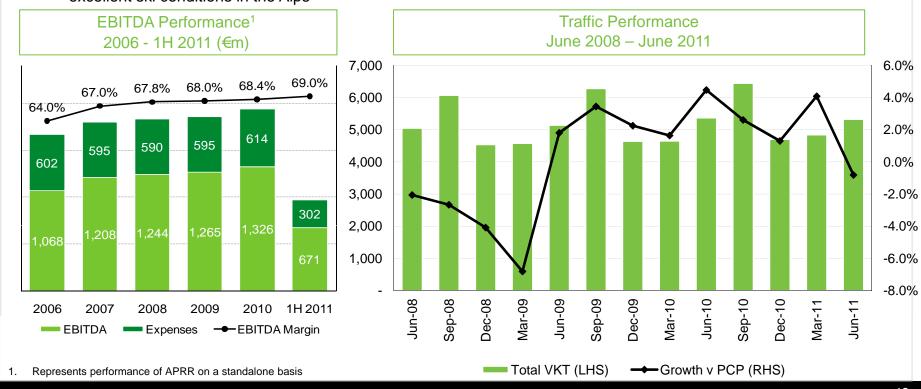


- 1. Additional increase in tolls for APRR and AREA of 0.33% and 0.29% in 2011 and 0.17% and 0.14% in 2012 to recover the increase in TA
- 2. Estimated interest post compulsory acquisition of remaining APRR shares by Eiffarie



# APRR/Eiffarie – performance

- New management contracts were agreed with the French State for the period 2009 to 2013. These provide for additional capital expenditure of ~€500m with agreed tariff increases of 85% of inflation + 0.50% annually to 2013.
- 12 months to December 2010: traffic +2.6%, toll revenue +4.3%; EBITDA +4.8%
  - Heavy winter conditions negatively impacted both revenue and operating costs in the Q1 and Q4 2010
- 6 months to June 2011: traffic +1.5%, toll revenue +4.6%; EBITDA +6.5%
  - 1H 2011 traffic growth affected by a strong pcp comparator with Q2 2010 benefitting from air/rail disruptions and excellent ski conditions in the Alps

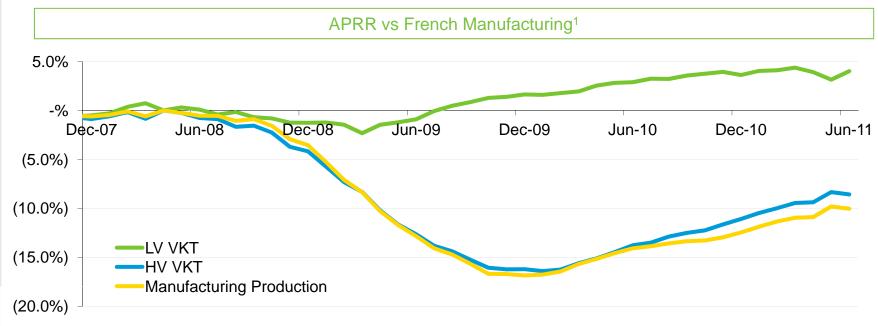




# APRR traffic analysis

### Traffic growth mainly reflecting continued strength of recovery in HGV

- Light vehicle traffic (which comprised 85% of total VKT in 2010) has returned to pre-2007 levels while heavy vehicles have not yet fully recovered
- Heavy vehicle performance is closely correlated to the industrial production in France
- Improvements in the economy and increases in manufacturing production should drive further growth in heavy vehicles
- APRR reported revenue growth every year for the periods shown



- 1. Moving 12 month average; indexed to the average Manufacturing Index for the 12 months to April 2008
- 2. INSEE (National Institute of Statistics and Economic Studies) data: June 2011



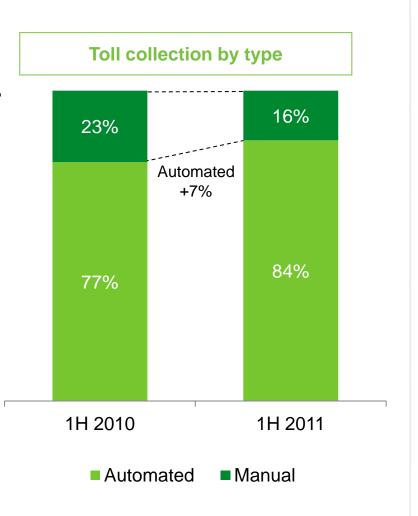
# APRR opex

# Toll station automation increasing with 105,600 electronic toll badges sold (+19%) in 1H 2011 vs 1H 2010

- Number of active electronic toll badges increased by almost 21% with nearly 965,000 badges in circulation
- 130 toll plazas out of a total 150 operated across the network totally or partially automated
- Automated transactions increased to 84% of total transactions (1H 2010: 77%)

# TAT rates have increased in 2011 (from €6.86 to €7.32 per 1,000km)

- This will lead to a ~⊕m increase in annual opex before any growth in traffic above 2010 levels is taken into account
- Tax increase fully recovered through additional increases in tolls:
  - 2011 increase of 0.33% for APRR and 0.29% for AREA from 1 February 2011
  - 2012 increase of 0.17% for APRR and 0.14% for AREA from 1 February 2012





# APRR/Eiffarie – financing

#### APRR net debt of €6,443.7m (30 June 2011)

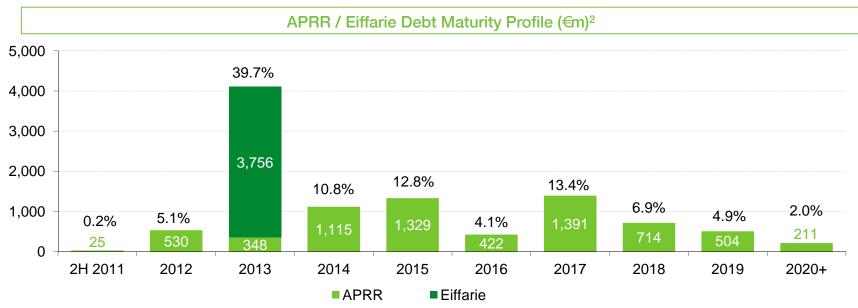
#### Recent Debt Issuance

- Jan 11
  - 6 yr €1,000m bonds at 245bp margin over mid-rate swaps
  - — €50m private placement of 10 yr index linked bonds with 3.3% fixed coupon
- May 11
  - 8 yr €500m bonds at 170bp margin over mid-rate swaps

#### Eiffarie consortium net debt of €3,650.2m<sup>1</sup> (30 June 11)

#### **Debt Ratios**

- APRR Net Debt/EBITDA = 4.71x
- APRR EBITDA/Interest = 4.26x
- Consolidated DSCR (APRR + Eiffarie) = 1.87x
- Consolidated Net Debt/EBITDA (APRR + Eiffarie) = 7.43x



- . Excludes swaps mark to market of €274m
- 2. 100% principal outstanding as at 30 June 2011. Legal maturity date for each tranche shown. All data at latest publicly available date of 30 June 2011, unless otherwise stated



# APRR/Eiffarie – ownership structure

### **Minority Acquisition**

- In June 2010, Eiffarie acquired an additional 13.7% interest in APRR, increasing its stake to 95.2%
- Takeover offer and acquisition of remaining minorities subsequently commenced
- Current holding 98.2%<sup>1</sup>. Acquisition of remaining shares still in progress
  - Court has approved a trading window between 29 August and 9 September 2011
  - Court decision on compulsory acquisition to follow in due course

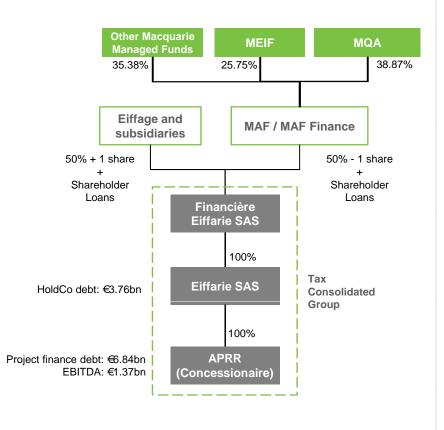
### Benefits of the acquisition

- Represents an effective economic deleveraging of €1.15bn
- Enables 100% APRR's future dividends to be available for debt service
- Releases trapped value in Eiffarie's accumulated tax losses and ongoing tax deductions
- Enables Eiffarie to materially deleverage ahead of the refinancing targeted for early 2012

### Tax consolidated group in place from 1 January 2011

~€1.0bn accumulated tax losses at Financière Eiffarie at 31 December 2010, increasing at ~€200m p.a., based on the current financing structure

#### Post-acquisition structure<sup>2</sup>



- 1. As at 25 August 2011
- 2. Assumes 100% ownership is achieved. Holding as at 25 August 2011 is 98.2%. Uses 30 June 2011 balances; EBITDA for APRR on a standalone basis for the 12 months to 30 June 2011



# Eiffarie refinancing plan progressing

### Refinancing plan unchanged and on track

- Sufficient liquidity now exists to facilitate net debt reduction at Eiffarie from €3.6bn to ~€2.7bn
- APRR will remain active in the bond markets

Status	Actions
<b>√</b>	Minority acquisition materially reduces refinancing risk. Eiffarie ownership now at 98.23% <sup>1</sup> – Court has approved a trading window between 29 August 2011 and 9 September 2011  – Court decision on squeeze-out to follow in due course
<b>√</b>	Financial advisor appointed
<b>√</b>	Total debt issuance of €1.55bn bonds building liquidity at APRR in January and May 2011:  - Lengthens maturity profile at APRR  - Facilitates distribution of profit to Eiffarie  - Provides comfortable headroom for operational and maturing debt requirements
2011 – 2012	Distributions from APRR will be applied to reduce Eiffarie debt ahead of refinancing
Q4 2011 – Q1 2012	Execute refinancing of Eiffarie debt, targeting terms that facilitate future dividend stream to MQA

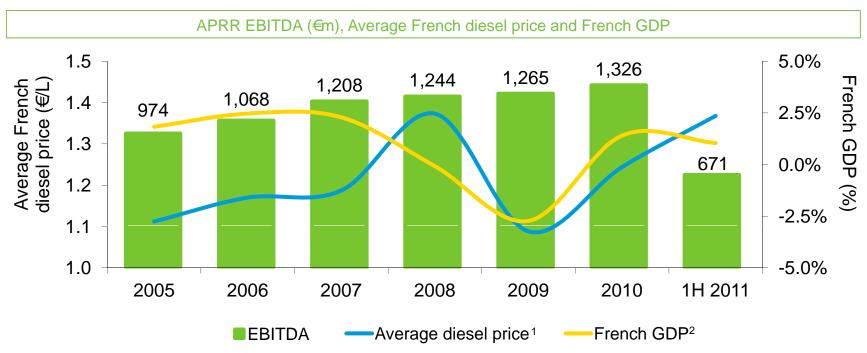
1. As at 25 August 2011



# APRR/Eiffarie – refinancing considerations

### Robust performance demonstrated throughout economic downturn and 2008 oil spike

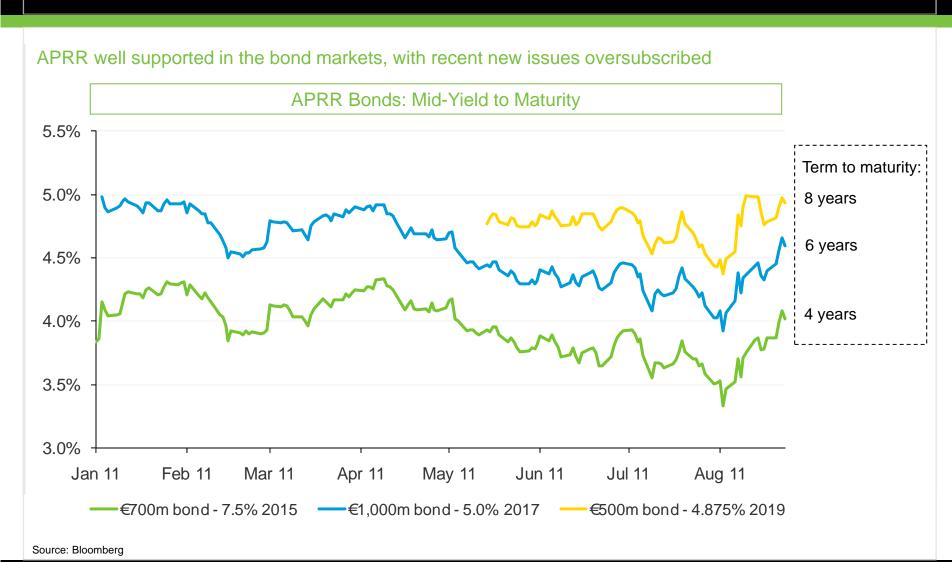
- APRR's resilient performance recognised by credit markets
- Increased shareholding and fiscal consolidation materially improve Eiffarie's cash flows
- Eiffarie net debt expected to reduce from €3.6bn to ~€2.7bn by Q1 2012
- Expected Group Net Debt/EBITDA of ~6.0x at December 2012

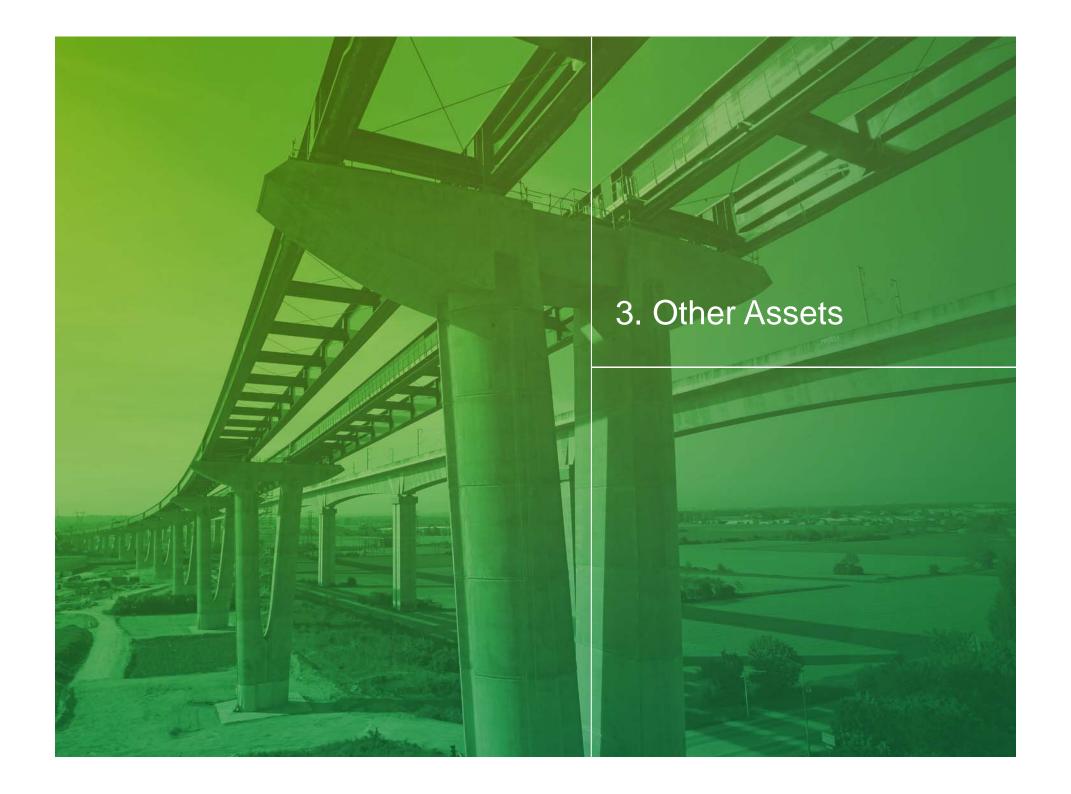


- I. Yearly average of French diesel prices . Source: French Ministry of Ecology, Energy, Sustainable Development and the Sea
- 2. Source: INSEE



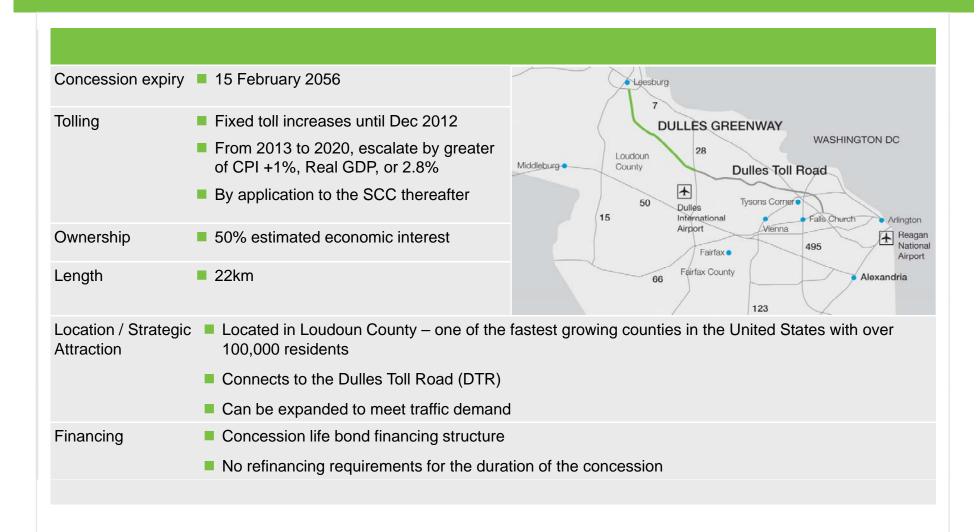
# APRR – traded bond yields







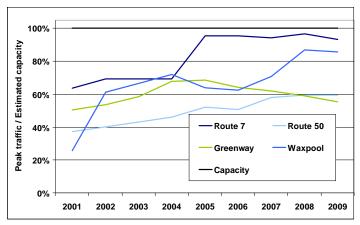
# **Dulles Greenway**

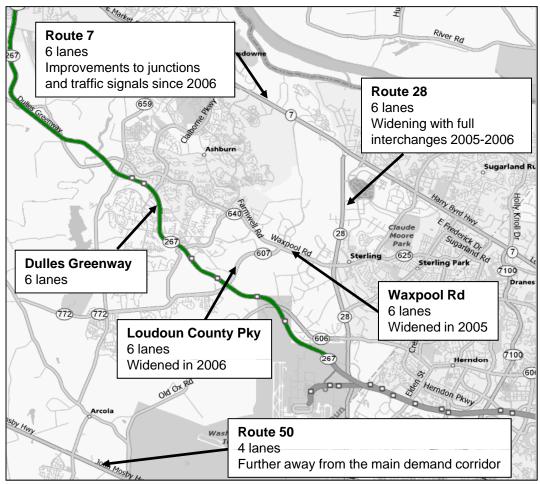




# Dulles Greenway – traffic corridor

- The Dulles Greenway has two key competitors – Route 7 and Waxpool Rd
- Competing roads have received considerable capacity upgrades since 2005, diverting significant traffic away from the Dulles Greenway
- Corridor screenline ~190,000 vehicles per day
- As the corridor develops service levels on these competing routes are expected to deteriorate
- The Dulles Greenway is well placed to provide good service levels into the future



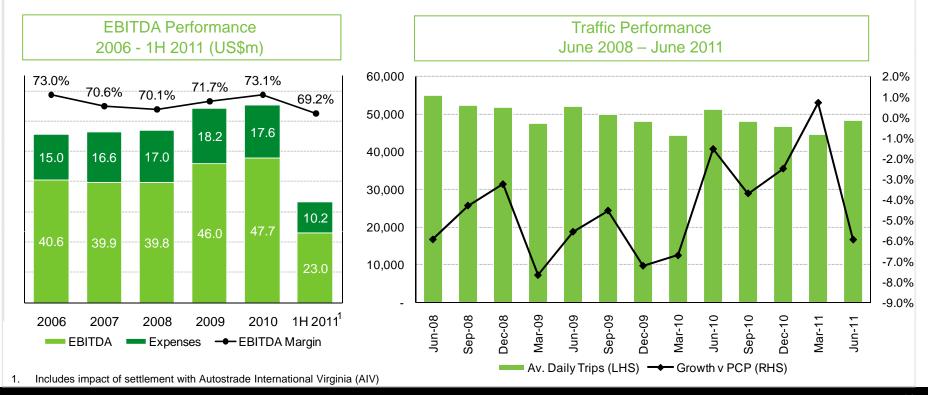


Source: VDOT & Dulles Greenway



# Dulles Greenway – performance

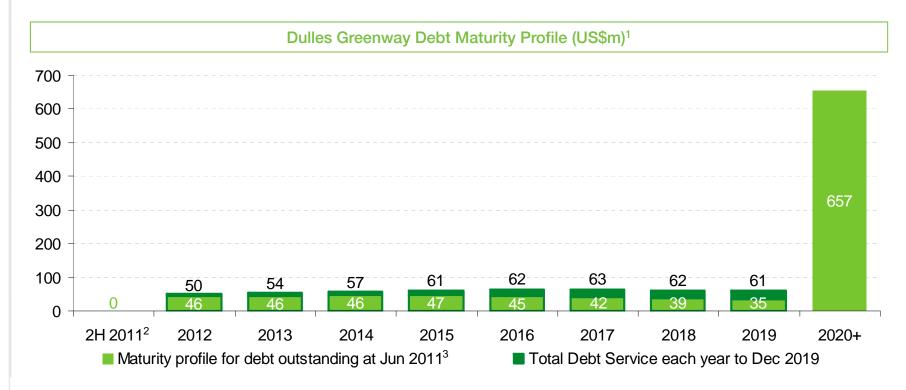
- 12 months to December 2010: traffic -3.5%, toll revenue +1.8%; EBITDA +3.8%
  - Heavy winter conditions over 50" snow negatively impacted revenue and costs in the first quarter
  - New toll schedule implemented on 1 July 2010
  - Internalisation of O&M will progressively deliver operational efficiencies and cost savings
- 6 months to June 2011: traffic -2.9%, toll revenue +7.6%; EBITDA +7.3%<sup>1</sup>
  - Weaker corridor traffic due in part to rising fuel prices and toll increases on both Greenway and DTR





# Dulles Greenway – financing

- Debt 100% fixed rate bonds, amortisation schedule locked in until 2056. No refinancing requirement
- Greenway's cash at 30 June 2011 totalled US\$157.8m of which US\$32.8m represents surplus cash which is currently subject to distribution lock-up

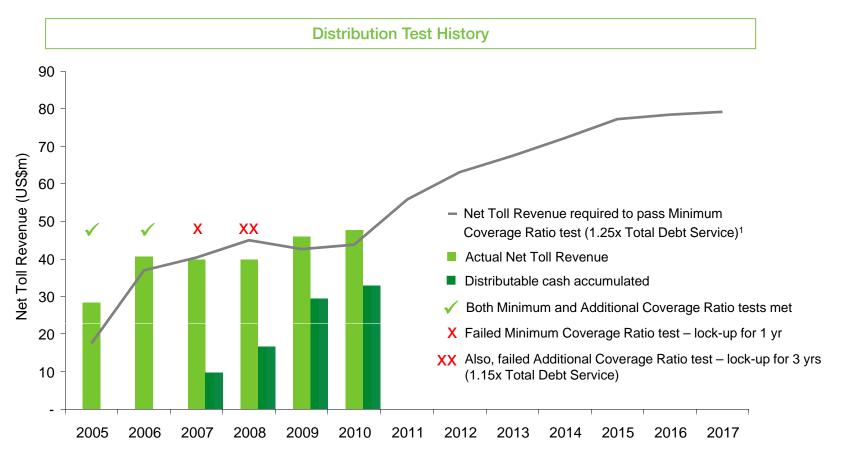


- Mandatory repayment profile shown
- 2. Total 2011 debt service of US\$44m paid in 1H 2011
- 3. 100% principal outstanding as at 30 June 2011 (excludes future interest accruals on zero coupon bonds or on current pay debt)



# Dulles Greenway – distribution tests

### Distributable cash will continue to accumulate at the asset until distribution tests are met



<sup>1.</sup> Net toll revenue required to pass the Additional Coverage Ratio test may vary from year to year due to movements in reserves



# Dulles Greenway outlook

### Internalised operations and maintenance will deliver long term benefits

- Internalised operations & maintenance commenced in May 2010
- Management team has continued to deliver improvements in cost efficiencies
- One-off AIV settlement expense of ~US\$2.9m (including associated legal fees) in 2011 opex, of which US\$2.7m in 1H 2011
- Forecast total opex for 2012 is expected in the range of US\$15m US\$16m
- Revenue and EBITDA growth for 2012 expected to remain positive based on toll schedule and ongoing cost efficiencies

### Greenway likely to remain in distribution lock-up until corridor traffic improves

- Persistent weak corridor traffic conditions Greenway down 2.9%; adjoining DTR down 2.2%
- No near term distributions expected given traffic performance
- Potential for utilising undistributed cash for debt reduction under discussion with stakeholders



### M6 Toll

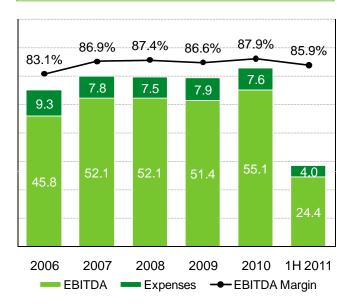


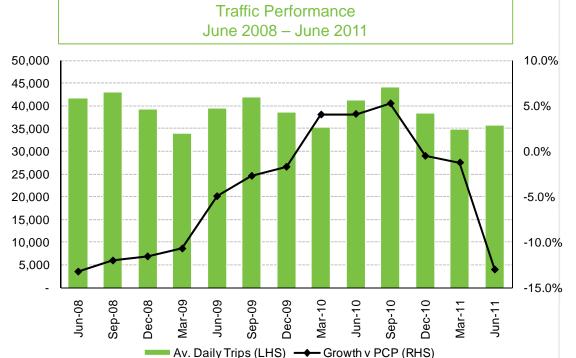


# M6 Toll – performance

- 12 months to December 2010: traffic +3.2%, toll revenue +6.2%; EBITDA +7.3%
  - Increased toll prices effective from 1 March 2010
- 6 months to June 2011: traffic -7.6%, toll revenue -4.5%; EBITDA -5.8%
  - Toll increase from 1 March 2011 offset by weaker traffic largely due to UK economic conditions, rising fuel
    prices and the hard shoulder running (HSR) scheme on the competing M6 (junctions 8-10A)
  - Further extension of the M6 HSR (junctions 5-8) approved and construction scheduled for 2012 and 2013





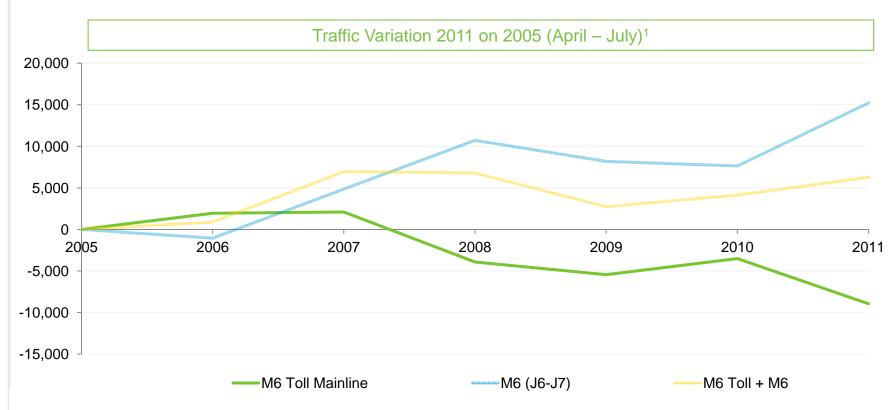




# M6 Toll traffic analysis

### M6 Toll serves as a congestion relief road for the M6

M6 is benefiting from improved operations between J8 and J10a, and between J4 and J5



Source: MEL and Highway Agency Traffic Information Database

1. ADT based on monthly averages for April - July



### M6 Toll traffic corridor

# Approximately 2/3 of M6 Toll's mainline traffic is long distance travel

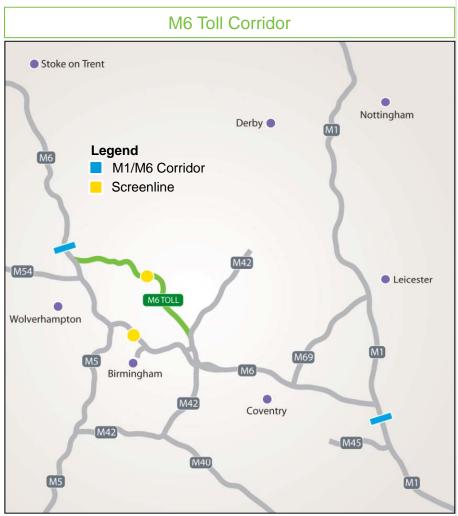
- Evidence of local traffic resilience Screenline traffic outperformed corridor traffic growth
- Long distance travel as measured in the corridor (M1/M6 combined counts) has reduced

#### Traffic Variation 2011 on 2005 (April – July)<sup>1</sup>



Source: MEL and Highway Agency Traffic Information Database

1. ADT based on monthly averages for April - July





# M6 Toll looking forward

#### Medium term outlook likely to be mixed

- Macro trends of declining fuel sales and declining real wages suggest near term outlook is likely to remain subdued
- Construction works on the M6 in 2012/2013 should benefit the M6 Toll traffic in those years
- Long term M6 Toll will benefit from corridor growth notwithstanding short-term weakness
- Given traffic performance, no further distributions are expected from the M6 Toll over the medium term





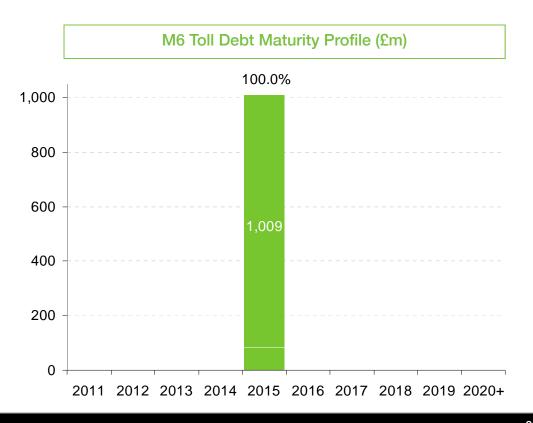
# M6 Toll – financing

#### **Distributions**

- Distribution of £15.1m to MQA during 2010 and a further £8.6m in February 2011
- No further distributions are anticipated prior to the debt refinancing due to the recent traffic performance as well as the step ups in cash sweep % and interest rates

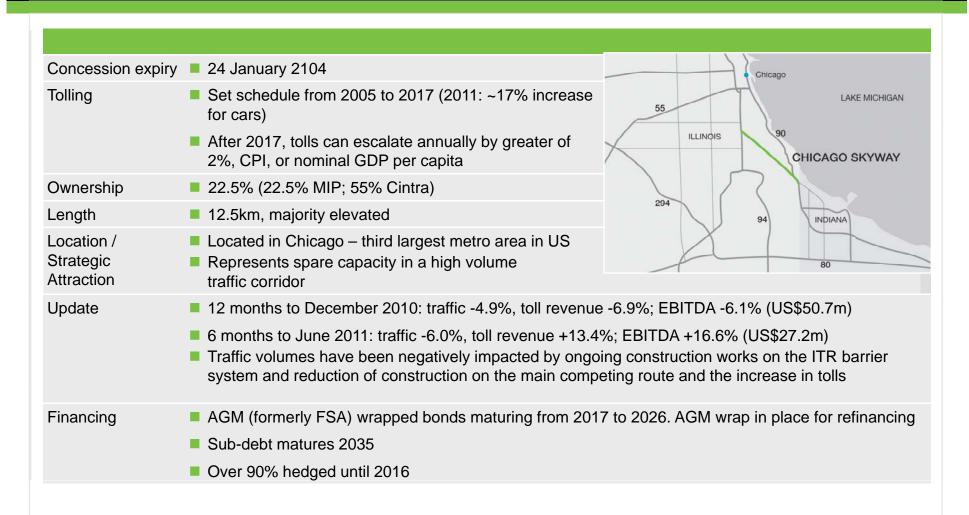
#### Debt

- £1.0bn of debt maturing in August 2015 providing a 4 year window to assess refinancing
- Asset performance is expected to satisfy all obligations and covenants until debt refinancing
- DSCR: 1.96x (1.40x lock-up) as at 30 June 2011



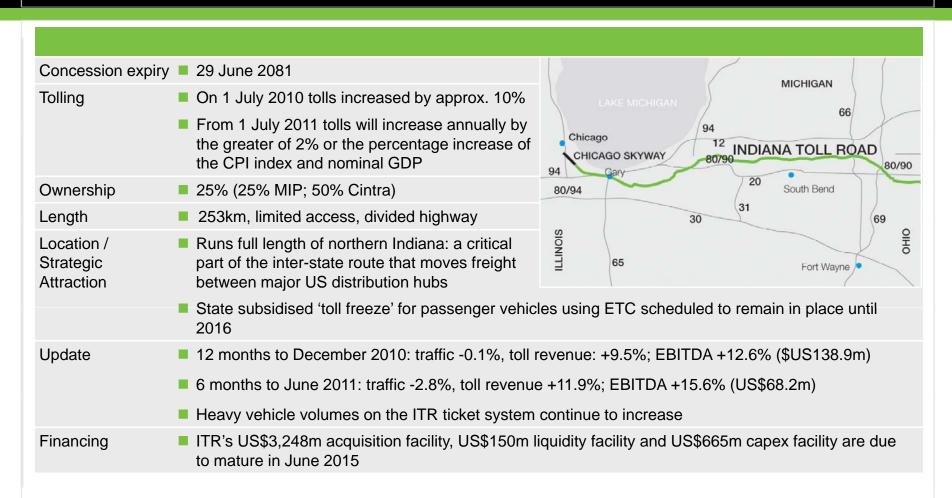


# Chicago Skyway





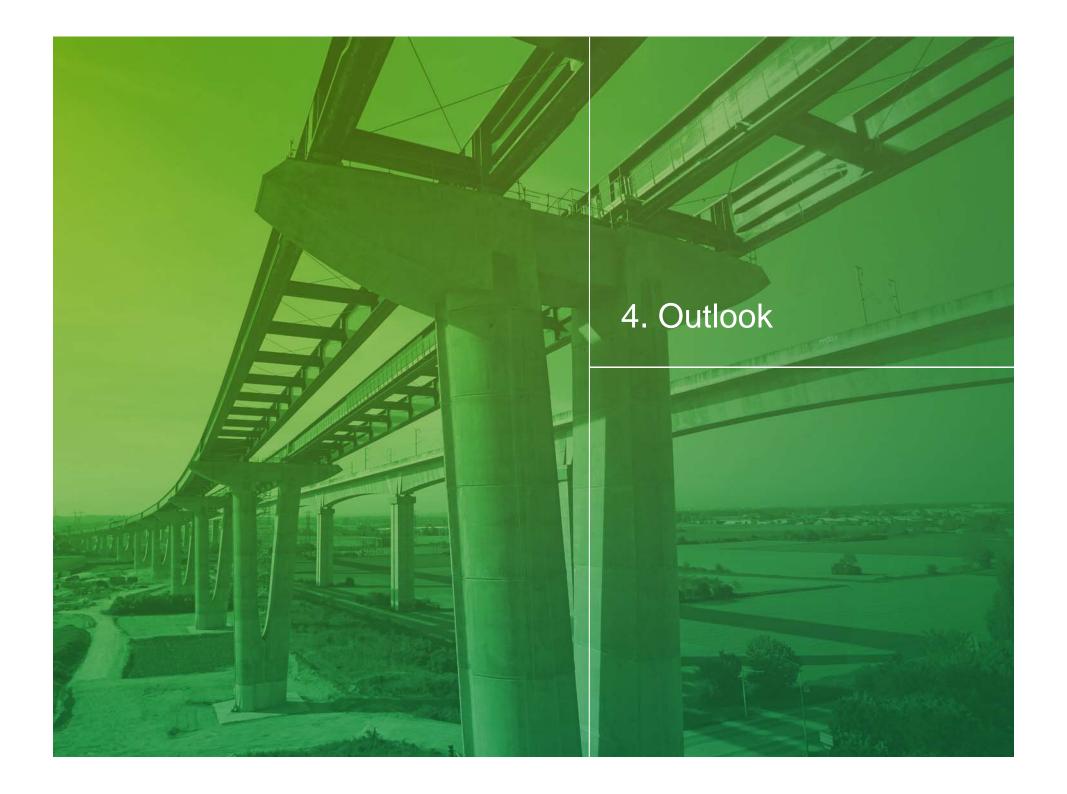
### Indiana Toll Road





### Warnow Tunnel







# Outlook – portfolio performance

#### **APRR**

Outlook for the year remains positive albeit slowing traffic growth

#### **Remaining assets**

- Portfolio revenue will continue to benefit from toll increases
  - Further toll increases scheduled on most roads in 2012
- Traffic conditions in the US are likely to remain weak
- M6 Toll traffic will continue to be impacted by UK economy and the improvements on the competing M6
  - No improvement anticipated before construction works on the M6 (J5-J8) commence in Q2 2012
- Disciplined management of opex across the portfolio



# Outlook – Eiffarie refinancing

### The refinancing process is expected to be completed over the coming months

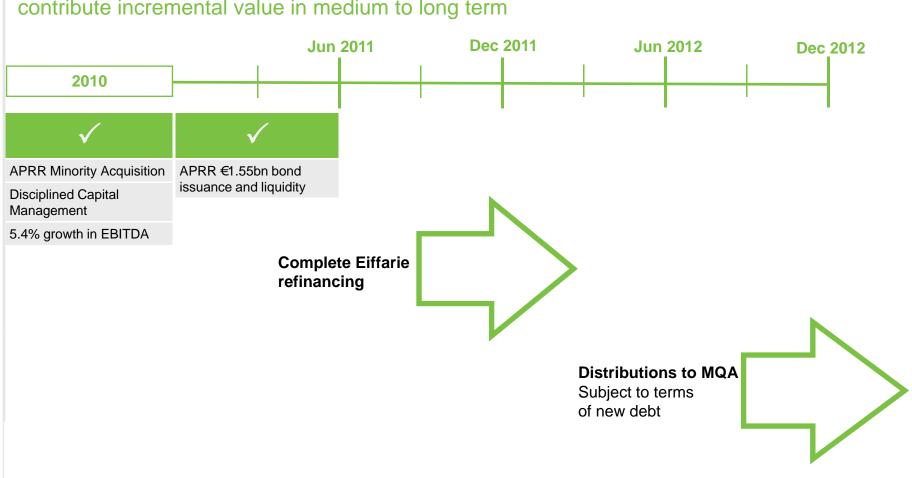
- Simple and sound credit story
  - Easy to understand, profitable business
  - Strong track record demonstrating steady growth over the last 6 years in spite of economic shocks
  - Outlook for the year remains positive albeit slowing traffic growth
- Successful debt issuances at APRR in 2011 provide an encouraging outlook
  - APRR to remain active in bond markets
- European banking markets present some uncertainty
- Commence refinancing process September 2011 for completion by Q1 2012

Refinancing strategy and timetable remain unchanged



### The road ahead

APRR is key to releasing yield for MQA investors with remaining value in portfolio to contribute incremental value in medium to long term



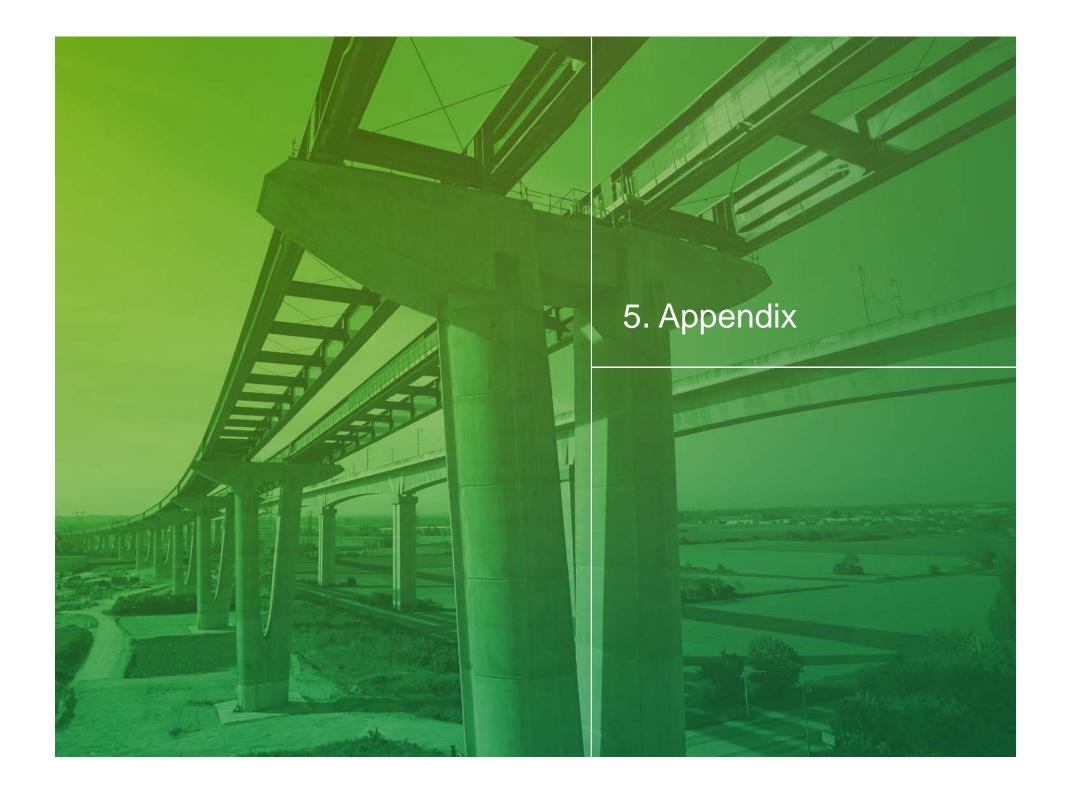


# Upcoming events

- 21 October 2011: September 2011 quarter revenue and traffic release
- 23 January 2012: December 2011 quarter revenue and traffic release
- 24 February 2012: MQA Full Year Results Presentation
- 23 April 2012: March 2012 quarter revenue and traffic release
- April 2012: MQA Annual General Meeting
- 23 July 2012: June 2012 quarter revenue and traffic release

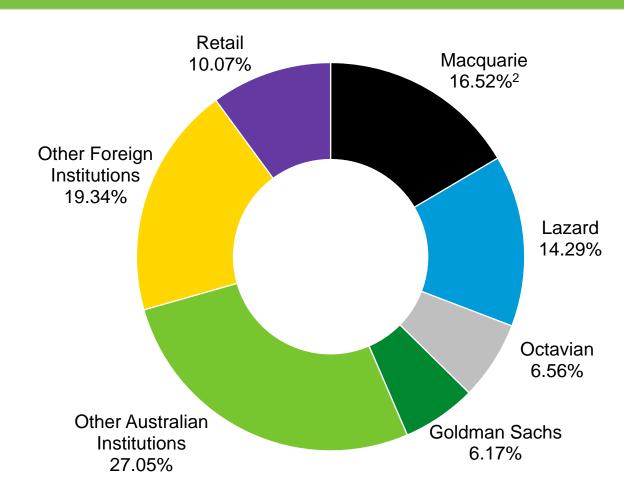
Updated version of the MQA Analyst Pack to be released post Eiffarie refinancing

For more information, visit Macquarie Atlas Roads online: www.macquarie.com/mqa





# Registry Analysis<sup>1</sup>



- 1. Register data as at 30 Jun 2011; substantial holdings as per most recent substantial holding notice
- 2. Macquarie's principal holdings equal ~14%, Macquarie will be subscribing for 11,933,687 new MQA securities in respect of the performance fees payable in 2011. This will bring Macquarie's principal holding to ~16%



# Traffic and revenue performance

	12 months	12 months	Change			Quarte	r vs. pcp		
Asset	31 Dec 09	31 Dec 10	vs. pcp	Mar 10	Jun 10	Sep 10	Dec 10	Mar 11	Jun 11
APRR									
Light Vehicle VKT (millions)	17,609	17,953	2.0%						
Heavy Vehicle VKT (millions)	3,019	3,203	6.1%						
Total VKT (millions)	20,628	21,157	2.6%	1.6%	4.5%	2.6%	1.3%	4.1%	(0.8%)
Toll Revenue (€m)	1,804	1,882	4.3%	4.4%	6.0%	3.7%	3.4%	6.7%	2.6%
Dulles Greenway									
Av Workday Traffic	57,492	55,698	(3.1%)						
Av Non-workday Traffic	31,395	29,972	(4.5%)						
Av All day Traffic	49,412	47,663	(3.5%)	(6.7%)	(1.5%)	(3.7%)	(2.5%)	0.7%	(5.9%)
Av Daily Rev (US\$)	174,747	177,949	1.8%	(6.6%)	(1.0%)	6.9%	7.8%	12.0%	3.9%
M6 Toll									
Av Workday Traffic	42,900	44,409	3.5%						
Av Non-workday Traffic	28,694	29,326	2.2%						
Av All day Traffic	38,541	39,781	3.2%	4.0%	4.1%	5.2%	(0.5%)	(1.3%)	(13.0%)
Av Daily Rev (£)	160,849	170,863	6.2%	4.7%	7.6%	8.7%	3.4%	1.9%	(9.8%)



# Traffic and revenue performance (cont'd)

	12 months	12 months	Change			Quarter	vs. pcp		
Asset	31 Dec 09	31 Dec 10	vs. pcp	Mar 10	Jun 10	Sep 10	Dec 10	Mar 11	Jun 11
Chicago Skyway									
Av Workday Traffic	46,311	43,476	(6.1%)						
Av Non-workday Traffic	49,493	48,312	(2.4%)						
Av All day Traffic	47,296	44,987	(4.9%)	(2.6%)	(6.0%)	(5.1%)	(5.3%)	(6.5%)	(5.5%)
Av Daily Rev (US\$)	174,225	162,285	(6.9%)	(4.9%)	(8.0%)	(7.4%)	(6.8%)	12.7%	14.0%
Indiana Toll Road									
All Days – Ticket FLET	23,414	24,041	2.7%						
All Days – Barrier FLET	54,201	50,573	(6.7%)						
All Days – Total FLET	28,120	28,097	(0.1%)	(1.7%)	0.2%	1.7%	(1.2%)	(1.4%)	(3.8%)
Av Daily Rev (US\$)	409,982	448,824	9.5%	7.4%	1.1%	14.8%	13.8%	15.0%	9.5%
Warnow Tunnel									
Av All day Traffic	10,264	11,167	8.8%	(8.0%)	13.0%	14.5%	13.2%	14.3%	1.5%
Av Daily Rev (€)	19,622	22,091	12.6%	(2.5%)	16.1%	14.6%	19.2%	23.9%	10.0%
Portfolio Average									
Weighted Average Traffic			2.1%	1.2%	3.7%	2.6%	0.7%	2.8%	(3.0%)
Weighted Average Rev			4.6%	3.8%	5.3%	5.0%	4.1%	7.0%	1.6%



# Proportionate earnings – by asset

#### Actual Proportionate Earnings split by asset for the 6 months ended 30 June 2011

		Dulles		Chicago		Warnow	
	APRR <sup>1</sup>	Greenway	M6 Toll	Skyway	ITR	Tunnel	Total
	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m
Operating revenue	252.3	16.0	44.4	6.9	20.7	3.9	344.3
Operating expenses	(78.6)	(4.9)	(6.3)	(1.0)	(4.3)	(1.3)	(96.3)
EBITDA from road assets	173.7	11.1	38.1	5.9	16.4	2.7	248.0
Asset maintenance capex	(10.7)	(0.3)	(1.8)	(0.5)	(1.8)	(0.3)	(15.5)
Asset net interest expense	(77.6)	(5.2)	(38.2)	(4.0)	(19.5)	(1.8)	(146.3)
Asset net tax expense	-	- -	<u>-</u>	-	-	-	-
Proportionate Earnings from road assets	85.4	5.6	(1.9)	1.4	(4.9)	0.6	86.2

#### Pro Forma Proportionate Earnings split by asset for the 6 months ended 30 June 2010<sup>2</sup>

		Dulles		Chicago		Warnow	
	APRR <sup>1</sup>	Greenway	M6 Toll	Skyway	ITR	Tunnel	Total
	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m	A\$m
Operating revenue	241.3	14.9	46.2	6.1	18.5	3.4	330.4
Operating expenses	(78.3)	(4.6)	(5.8)	(1.0)	(4.3)	(1.3)	(95.2)
EBITDA from road assets	163.1	10.3	40.4	5.1	14.2	2.1	235.2
Asset maintenance capex	(10.8)	(0.3)	(2.0)	(0.5)	(2.0)	(0.2)	(15.8)
Asset net interest expense	(77.9)	(4.2)	(35.9)	(5.1)	(18.0)	(1.8)	(142.9)
Asset net tax expense	(26.6)	-	-	-	-	-	(26.6)
Proportionate Earnings from road assets	47.8	5.8	2.5	(0.6)	(5.8)	0.1	49.9

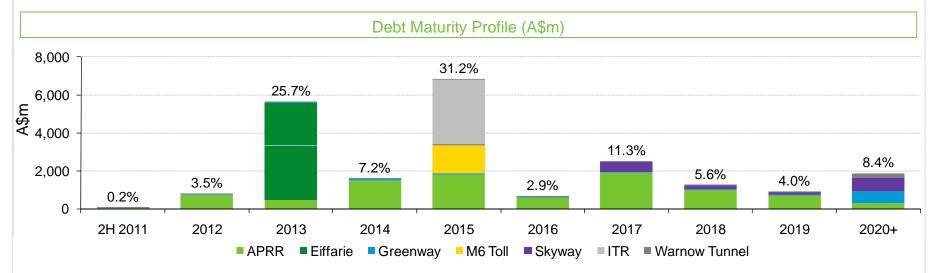
<sup>1.</sup> APRR figures represent a consolidation of APRR, AREA and Eiffarie

<sup>2.</sup> Pro forma data adjusts the results of MQA's portfolio of road assets for the 6 months ended 30 June 2010 for ownership interests and foreign exchange rates for the 12 months ended 30 June 2011



# Debt maturity profile of assets

Debt maturity profile of assets	Year										
(as at 30 Jun 2011) <sup>1</sup>	Currency	2H 2011	2012	2013	2014	2015	2016	2017	2018	2019	2020+
APRR/Eiffarie	€m	24.7	529.8	4,104.4	1,115.3	1,329.0	422.1	1,391.0	714.0	504.2	211.0
Dulles Greenway	US\$m	-	45.8	46.1	46.5	46.8	44.5	42.0	38.6	35.3	656.6
M6 Toll	£m	-	-	-	-	1,009.1	-	-	-	-	-
Chicago Skyway	US\$m	7.2	15.0	18.1	19.1	19.6	21.5	591.0	233.3	159.1	780.6
Indiana Toll Road	US\$m	-	-	-	-	3,685.4	-	-	-	-	-
Warnow Tunnel	€m	0.1	0.4	0.4	0.2	0.8	1.5	1.7	2.0	2.3	157.4



1. The above debt maturity profile reflects 100% consolidation of the debt balances of road assets as at 30 June 2011 (excluding future capitalised interest, embedded bond accretion and embedded accretion on step-up swaps) based on the legal maturity of each tranche. The proportionate net debt level of the roads asset is ~\$6.5bn



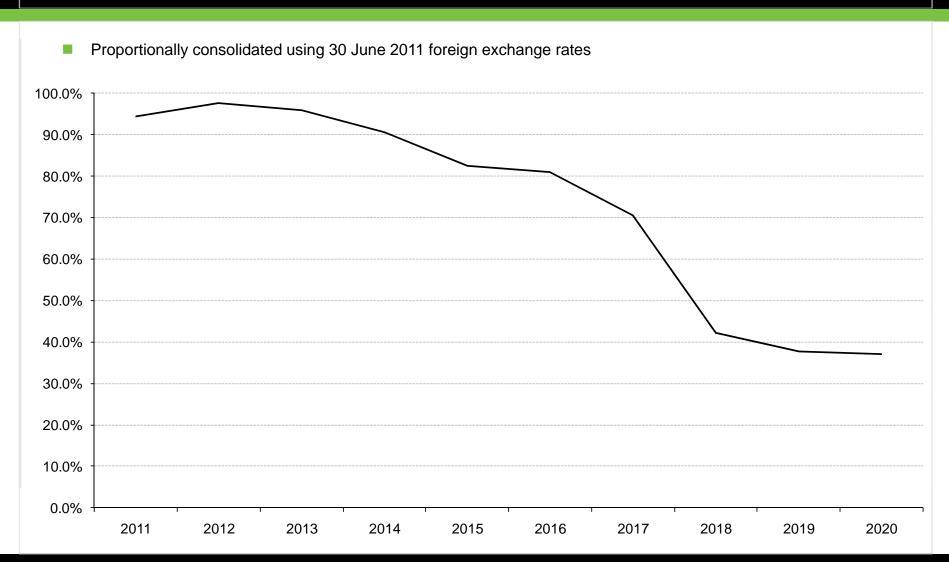
### Asset debt metrics

Debt metrics (as at 30 Jun 2011) <sup>1</sup>	Currency	Net Debt (Local m)	Net Debt / EBITDA (x)	EBITDA/Interest (x)	DSCR (x)	Lock-Up (x)	2011 Hedging (%)
APRR/Eiffarie <sup>2</sup>	€	10,093.9	7.43x	4.26x	1.87x	1.25x	94.1%
Dulles Greenway³	US\$	844.8	16.48x	2.67x	1.15x	1.25x	100.0%
M6 Toll⁴	£	1,303.2	24.31x	1.12x	1.96x	1.40x	98.7%
Chicago Skyway⁵	US\$	1,821.3	33.39x	1.65x	1.65x	1.60x	98.1%
Indiana Toll <sup>6</sup>	US\$	4,080.1	27.55x	0.91x	1.00x	1.15x	99.2%
Warnow Tunnel	€	165.5	28.32x	2.32x	1.86x	1.05x	30.8%

- 1. Using net debt balances as at 30 June 2011; EBITDA and interest for the 12 months to 30 June 2011; DSCRs calculated on a pro forma basis as at 30 June 2011, the values do not necessarily correspond to a calculation date under the relevant debt documents
- 2. Net debt includes 100% net debt at APRR + 100% net debt at Eiffarie, Eiffarie net debt excludes swaps mark to market of €274m; calculations as per debt documents
- 3. The Dulles Greenway DSCR (Net Toll Revenues/Total Debt Service) excludes interest income from "Net Toll Revenues" and includes both principal and interest on outstanding bonds payable in "Total Debt Service" as per the bond indenture
- 4. M6 Toll net debt includes land fund and swap liability; 2011 hedging excludes land fund. Interest includes senior debt interest and fees, swap payments, land fund payments and swap cash sweep payments. If land fund payments and swap cash sweep payments. If land fund payments and swap cash sweep payments were excluded from the EBITDA/Interest calculation, the ratio would be 1.97x
- 5. The EBITDA/Interest for Chicago Skyway includes only senior debt service
- 6. ITR debt balance is inclusive of embedded accretion in the step-up swap. ITR has a liquidity facility in place to fund debt service while cash flows are ramping up. If required, the liquidity facility can be drawn at the end of each six month period by an amount necessary so that actual DSCR is brought up to 1.0x



# Debt hedging profile





# Asset debt ratings

Asset debt ratings (as at Jun 2011)	Rating	Rating Agency	Rating since
APRR <sup>1</sup>	BBB-	Standard and Poor's	June 2009
	Baa3	Moody's	August 2008
Dulles Greenway <sup>2</sup>	BBB-	Standard and Poor's	September 2009
	Ba1	Moody's	June 2011
	BBB-	Fitch	July 2010
Chicago Skyway³	AA+	Standard and Poor's	N/A
	Aa3	Moody's	N/A

The debt of M6 Toll, Indiana Toll Road and Warnow Tunnel is not rated

- 1. Reflects corporate rating. In June 2009, a revised rating methodology was applied by S&P to APRR and an issuer credit rating of BBB- was assigned
- 2. Reflects corporate rating. The Dulles Greenway bonds have been insured by National Public Finance Guarantee Corporation (NPFGC), formerly named MBIA, and were rated AAA, Aaa and AAA on issue by S&P, Moody's and Fitch respectively. The current rating of NPFGC is A and Baa1 by S&P and Moody's respectively
- 3. Reflects credit insurer rating. These are the latest ratings for Assured Guaranty Municipal Corp (previously FSA), which has insured Skyway's senior bonds



# Proportionally consolidated performance

(A\$m)	Actual 6m to 30 Jun 11	Pro forma 6m to 30 Jun 10	Change (%)	Actual 5m to 30 Jun 10
Operating revenue	344.3	330.4	4.2%	326.6
Operating expenses	(96.3)	(95.2)	1.2%	(92.8)
EBITDA from road assets	248.0	235.2	5.4%	233.8
Asset maintenance capex Asset net interest expense Asset net tax expense	(15.5) (146.3)	(15.8) (142.9) (26.6)	(1.9%) 2.4% (100.0%)	(15.5) (136.4) (25.7)
Proportionate earnings from road assets	86.2	49.9	72.7%	56.3
Corporate net interest income  Corporate net expenses	0.6 (29.9)			3.4 (12.2)
Proportionate Earnings	56.8			47.5

- Tax grouping in place at Eiffarie/APRR since 1 January 2011
- Corporate net expenses include A\$20.9m performance fees (applied to a subscription for MQA scrip) and A\$8.2m base fees. Non-fee expenses for the full 2011 year expected to total ~A\$3.0m



# MQA statutory accounts

#### Statutory accounting

- MQA consolidates the results and balances of its controlled asset (M6 Toll)
- MQA equity accounts its non-controlled assets (APRR, Dulles Greenway, Chicago Skyway, Indiana Toll Road, Warnow Tunnel)

#### **Equity accounting**

- Initially recognise assets at acquisition value (for MQA this is the fair value at demerger)
- P&L Account: recognise share of accounting profits/losses from associates
  - Not unusual for toll road companies to make accounting losses in early life cycle stages
  - Required overlay adjustments: (i) increased tolling concession amortisation and (ii) fair value movements on asset level interest rate swaps
- Balance Sheet: reduce/increase carrying value by share of losses/profits



# Consolidated profit & loss account Statutory accounts – 6 months ended 30 June 2011

(A\$m)	MQA Corporate	M6 Toll	Non- controlled assets	MQA Total 6m to 30 Jun 2011	MQA Total Period to 30 Jun 2010
Total revenue	0.6	44.5	-	45.1	48.1
Financing costs	-	(51.2)	-	(51.2)	(49.9)
Other operating expenses	$(59.3)^1$	(32.9)	-	(92.2)	(42.1)
Share of net losses of associates	-	-	(17.3)	(17.3)	(242.6)
Gain on deconsolidation of subsidiaries	-	-	-	-	54.0
Profit from discontinued operations	-	-	-	-	0.5
Income tax benefit	0.1	9.0	-	9.1	6.4
Result after tax	(58.6)	(30.5)	(17.3)	(106.4)	(225.6)
Loss attributable to minority interest	-	-	-	-	84.4
Distributions received/(paid)	13.7	(13.7)	-	-	-
Loss attributable to MQA security holders	(44.9)	(44.2)	(17.3)	(106.4)	(141.2)

- Corporate operating expenses include A\$33.4m future performance fee instalments
- Share of associates' net losses includes A\$3.3m fair value gains on swaps (2010: A\$143.7m losses)

<sup>1.</sup> Includes A\$33.4m performance fee instalments payable in 2012 and 2013, subject to performance hurdles; excludes A\$4.2m performance fee instalment payable in 2012 accrued at 31 December 2010, subject to performance hurdles



### Consolidated balance sheet Statutory accounts – as at 30 June 2011

(A\$m)	MQA Corporate	M6 Toll	Non- controlled assets	MQA Total 30 Jun 2011	MQA Total 31 Dec 2010
Current assets	36.3	37.5	-	73.9	75.4
Investments in associates	-	-	923.6	923.6	931.1
Property, plant and equipment	-	747.9	-	747.9	773.2
Tolling concessions	-	70.2	-	70.2	72.3
Total assets	36.3	855.6	923.6	1,815.5	1,852.0
Current liabilities	(26.6)	(53.6)	-	(80.2)	(68.8)
Interest bearing financial liabilities	-	(1,716.2)	-	(1,716.2)	(1,726.1)
Other non current liabilities	(37.6)	(269.3)	-	(306.9)	(282.4)
Total liabilities	(64.2)	(2,039.2)	-	(2,103.4)	(2,077.3)
Net (liabilities)/ assets	(27.8)	(1,183.7)	923.6	(287.9)	(225.3)

- MQA has net current assets at the corporate level. Non-current liabilities represent performance fee instalments payable in 2012 and 2013 subject to performance hurdles
- Consolidated liabilities include M6 Toll loans of A\$1.5bn and accrued swap liability of A\$0.2bn, which are non-recourse beyond the M6 Toll assets



# Management information report vs Statutory accounts – overview

Proportionally consolidated financial performance	Statutory performance		
Aggregation of operating results of proportionate interests in all toll road assets	M6 Toll results consolidated, other toll road asset results included in share of losses from associates		
Interest and tax reflect cash payable in respect of the period	Cash and non cash finance and operating lease costs reflected in statutory accounts, as well as non cash depreciation and amortisation		
Life of concession maintenance capex is allocated to each period based on traffic volumes	Share of losses from associates reflects underlying results of each non-controlled asset under Australian Accounting Standards adjusted for:		
	<ul> <li>purchase price allocations which results in additional toll concession amortisation</li> </ul>		
	<ul> <li>fair value movements on asset level interest rate swaps which must be taken through the income statement, even though they may be taken through reserves (accounted for as effective hedges) at the non-controlled asset level</li> </ul>		



# Management information report v Statutory accounts – reconciliation

	6 months ended 30 June 2011 A\$m
MQA proportionate earnings from road assets per Management Information Report (MIR)	86.2
Corporate net interest income	0.6
Corporate net expenses	(29.9)
Proportionate earnings per MIR	56.8
Less: Proportionate earnings from non controlled assets	(88.0)
Add: Share of net loss of associates	(17.3)
Add: 2011 Performance fees accrued, not payable in current period	(33.4)
Less: 2010 Performance fees payable in current period	4.2
Add: Non cash financing costs for the M6 Toll	(21.2)
Add: M6 Toll depreciation and amortisation net of maintenance capex	(10.6)
Other items <sup>1</sup>	3.1
Loss attributable to MQA security holders	(106.4)

<sup>1.</sup> Includes non cash items such as operating lease expense and movements in deferred tax liabilities



# MQA cash flow summary

Available cash	A\$m
Opening balance – 1 January 2011	19.1
Distribution from M6 Toll	13.7
Cash inflow from assets	13.7
Interest on corporate cash balances	0.6
Other amounts received	1.2
Management fees paid	(7.7)
Payments to suppliers	(1.3)
Net operating cash flows	6.5
Other net payments	(0.1)
Exchange rate movements	(0.1)
Closing balance – 30 June 2011	25.5
Management fees paid	(3.9)
Other net receipts	0.3
Pro forma available cash – 26 August 2011	21.9

- MQA was net operating cash flow positive for 1H 2011
- Unlikely to receive further distributions from assets before Eiffarie refinancing
  - Non-recurring other receipts anticipated
- Management fees reflect security price
  - May be applied to a subscription for new MQA securities, subject to agreement between MQA's independent directors and Macquarie
- Available corporate cash of A\$21.9m
  - Plus A\$3.1m secured deposits backing LCs/ guarantees, expected to be released over time
- Sufficient liquidity until dividends from Eiffarie re-commence



# Foreign Exchange Rates

Spot foreign exchange rates	30 June 2011
Euro	0.7398
Pound Sterling	0.6686
United States Dollar	1.0732

The spot exchange rates in this table are the exchange rates that have been applied to the translation of proportionate net debt as at 30 June 2011.

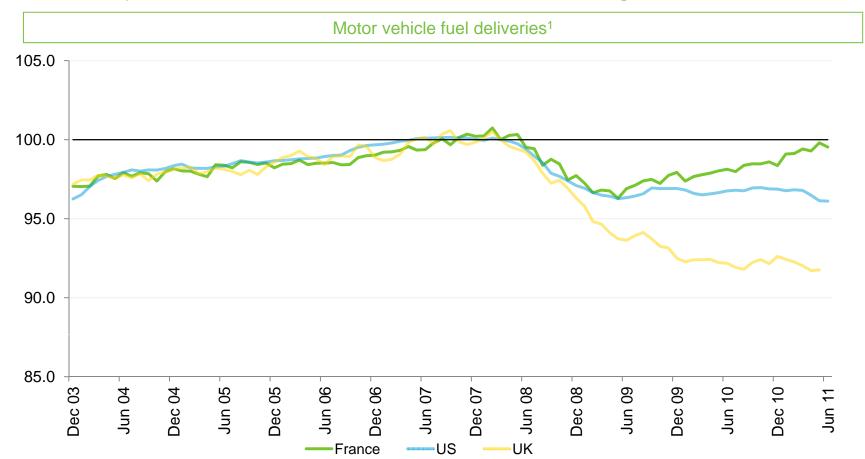
Average foreign exchange rates	Quarter ended	Quarter ended
	31 March 2011	30 June 2011
Euro	0.7348	0.7389
Pound Sterling	0.6277	0.6516
United States Dollar	1.0060	1.0628

In deriving Australian Dollar income for the purpose of proportionate earnings, the Group applies quarterly average exchange rates to all foreign income and expenses in the relevant quarter. The above table highlights the average exchange rates applied for the 6 months ended 30 June 2011.



### Macro factors – fuel deliveries

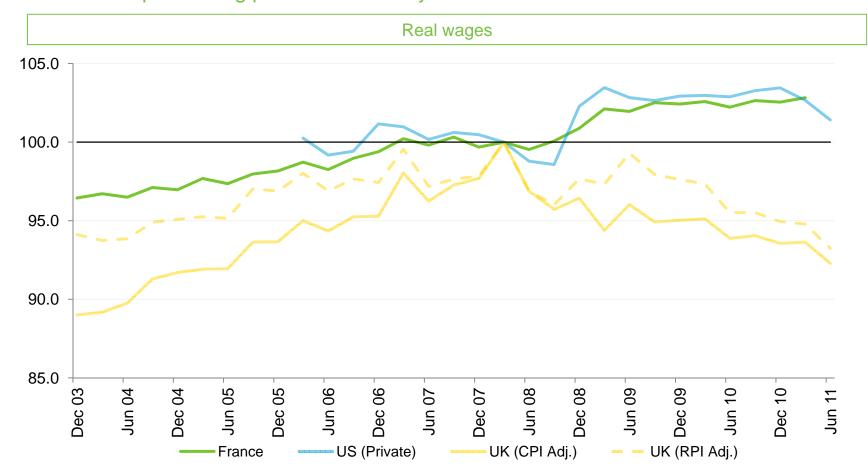
### Fuel consumption trends between France, US and UK have diverged since 2008





# Macro factors – real wages

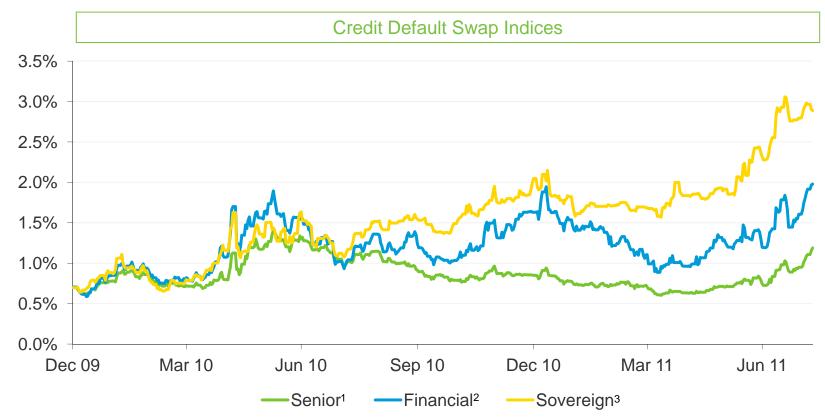
### UK consumer purchasing power has steadily declined since 2008





### Credit health check

### Corporates perceived to be in better shape relative to sovereigns and financials



#### Source: Bloomberg

- I. Senior Index (Markit iTraxx Europe Index) is composed of 125 European investment grade entities from 6 sectors: Autos, Consumers, Energy, Financials, Industrials, and TMT
- . Financial Index is a subset of the Senior Index including only Financials
- 3. Sovereign Index (Markit iTraxx SOVX) is composed of 15 Western European sovereign CDS indices (Counties include: Germany, France, Italy and the United Kingdom)