



Atlantia

SUPPLEMENT TO THE NOTICE OF CALL TO THE ANNUAL GENERAL MEETING

With regard to the Annual General Meeting of the shareholders of Atlantia SpA, notice of which was previously published on the Company's website (<http://www.atlantia.it/en/investors/general-meetings>), on the authorised 1Info storage platform (www.1info.it) and in abridged form in the daily newspaper, MF Milano Finanza (the "Notice") on 9 March 2018, to be held at the Company's registered office at Via Antonio Nibby, 20 in Rome at 11.00am on 20 April 2018, in single call,

THE COMPANY ANNOUNCES THAT

on 14 March 2018, the Board of Directors voted to supplement the list of matters to be discussed by the Annual General Meeting, adding the following item number 6 to the Agenda:

6. "Amendment of the supplementary long-term, share-based incentive plan approved by the General Meeting of 2 August 2017 for executive directors and employees of the Company and its direct and indirect subsidiaries. Related and resulting resolutions."

The Annual General Meeting is hereby called in order to deliberate on the following

AGENDA

1. Financial statements for the year ended 31 December 2017. Reports of the Board of Directors, the Board of Statutory Auditors and the Independent Auditors. Appropriation of profit for the year. Presentation of consolidated financial statements for the year ended 31 December 2017. Related and resulting resolutions.
2. Proposal to supplement the audit fees payable to the independent auditor for the financial years 2017 - 2020. Related and resulting resolutions.
3. Authority, pursuant and for the purposes of articles 2357 *et seq.* of the Italian Civil Code, article 132 of Legislative Decree 58 of 24 February 1998 and article 144-*bis* of the CONSOB Regulation adopted with Resolution 11971/1999, as amended, to purchase and sell treasury shares, subject to prior revocation of the authority granted by the Annual General Meeting of 21 April 2017. Related and resulting resolutions.
4. Election of the members and Chairperson of the Board of Statutory Auditors for the financial years 2018-2019-2020. Determination of the fees payable to the Chairperson of the Board of Statutory Auditors and the standing Auditors. Related and resulting resolutions.
5. Resolution on the first section of the Remuneration Report pursuant to art. 123-*ter* of Legislative Decree 58 of 24 February 1998.
6. Amendment of the supplementary long-term, share-based incentive plan approved by the General Meeting of 2 August 2017 for executive directors and employees of the Company and its direct and indirect subsidiaries. Related and resulting resolutions.

Documentation

The full text of the proposed resolutions, together with the related reports and documents to be submitted to the General Meeting regarding the matter referred to in the supplementary Agenda item number 6, have today been made available for inspection at the Company's registered office and on the Company's website (<http://www.atlantia.it/en/investors/general-meetings>) and on the authorised 1Info storage platform (www.1info.it).

The holders of voting rights may obtain a copy of the above documentation.

Right to add General Meeting agenda items

Without prejudice to the information in the notice of call published on 9 March 2018, and available on the Company's website (<http://www.atlantia.it/en/investors/general-meetings>) and on the authorised 1Info storage platform (www.1info.it), in relation to the other items on the Agenda for the Annual General Meeting, with reference to the above supplementary Agenda item number 6, pursuant to the law, shareholders, separately or collectively, representing one fortieth of the issued capital, may, within 10 days of publication of this notice and in accordance with article 126-*bis*, Consolidated Finance Act, submit proposals for deliberation. Applications must be made in writing, within the terms and conditions set out in the above notice published on 9 March 2018. The Company will be responsible for announcing any proposals for deliberation, in the same form required for the publication of this notice, at least 15 days prior to the date of the Annual General Meeting in single call (therefore, no later than **5 April 2018**).

Right to ask questions

Moreover, with reference to the above supplementary Agenda item number 6, as resulting from the above addition, the holders of voting rights may submit questions pursuant to art. 127-*ter* of the Consolidated Finance Act. The questions must be put in writing, within the terms and conditions set out in the notice published on 9 March 2018, and made available for inspection on the Company's website at (<http://www.atlantia.it/en/investors/general-meetings>) and on the authorised 1Info storage platform (www.1info.it).

All other terms, conditions and information contained in the Notice, included herein in their entirety by reference, continue to apply.

The full texts of the Articles of Association and Atlantia SpA's Corporate Governance Code are available for inspection at www.atlantia.it.

Rome, 21 March 2018

Atlantia S.p.A.
The Chairman
Fabio Cerchiai