

# **AGUAS DE BARCELONA**

**AGBAR GROUP**

**February 8, 2006**



# Agbar Group



# HIGHLIGHTS

## 2005





# Water and wastewater & Corporate Holding




 The buildings which, up to the present time, housed the headquarters of the Agbar Group in Paseo San Juan (Barcelona) have been transferred on October 21 in favor of the Government of Catalonia:

- 💧 Transaction amount: €42.8 million
- 💧 Capital gain: about €24 million before taxes






 The Agbar Group sells to Hidrocartera (70% Unicaja and 30% Caja Granada) the 50% of Aquagest Sur (100% Agbar Group):

- 💧 The agreement will strengthen the presence of Aquagest Sur, S.L. in the Andalusian market.  
New privatization process in the coming years.

- 💧 Capital gain: €29.9 million

 Sorea (100% Agbar Group) has acquired Aigües del Terme de Calvià (Aterca) thus reinforcing its presence in Mallorca:

- 💧 Shareholding: 69.11%

- 💧 Investment: €5 million

- 💧 Population served: 13,000 inhab.

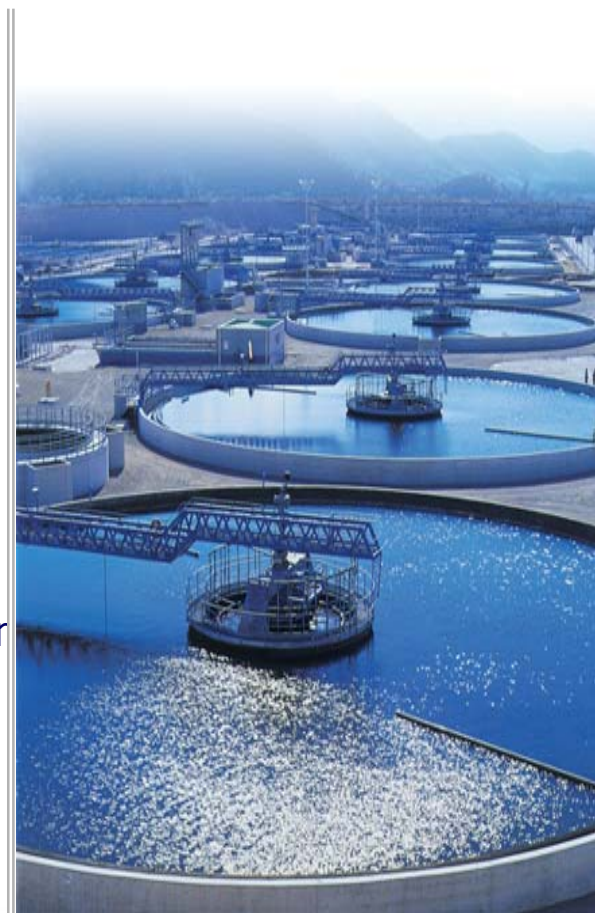


### New contracts (January – December 2005)

- 💧 Drinking Water: 30 contracts (161,334 inhabitants)
- 💧 Wastewater Treatment: 20 plants (1,044,971 equivalent inhabitants)
- 💧 Sewerage: 15 municipalities (162,067 inhabitants)

### Renewals (January – December 2005)

- 💧 Drinking Water: 24 contracts (845,560 inhabitants).
- 💧 Wastewater: 17 contracts and 3 wastewater treatment plants (more than 400,000 equivalent inhabitants).





## CHILE

 **Aguas Andinas** has signed with the Government of Chile a new tariff framework for 2005 - 2009.

 **Inversiones Aguas Metropolitanas, S.A. (IAM):**  
Group Agbar and Suez have concluded the public offering of shares, it has been placed up 43.4% of the total shares representing its share capital, both in the Chilean (10%) and international markets (33.4%). SUEZ is no longer a shareholder in IAM, thus the new capital share structure is the following:

- 56.6% Agbar Group
- 43.4% Free-float



Total divestment for Agbar: €159 million





## WATER AND WASTEWATER - INTERNATIONAL

### BRASIL

Transmission of **Aguas de Guariroba** to a Brazilian consortium.

➡ Total amount: BRL 57 million (€21 million)

### ARGENTINA

**Aguas Argentinas** due to the impossibility to continue with the concession, the Government has been asked to recover it. Negotiations with the Government and investors to transfer Aguas Argentinas.

**Aguas Provinciales de Santa Fe**: water concession abandoned.

**Aguas Cordobesas** has reached a satisfactory agreement that makes the company and the concession feasible.



# Health



 **ADESLAS** has consolidated its leadership in the Spanish private health insurance market:

- 💧 Market share of 20% (leader since 2001)
- 💧 No. 1 in the ranking of the Spanish private health companies in the "MERCO 2005" report on company reputation.

 Awarding of INISAS, a Spanish private health insurance company in Madrid, its main figures are the following:

- 💧 Total Investment: €15.8 million
- 💧 Total Revenues: €12 million (in 2004)
- 💧 Insured: 40,000 policyholders





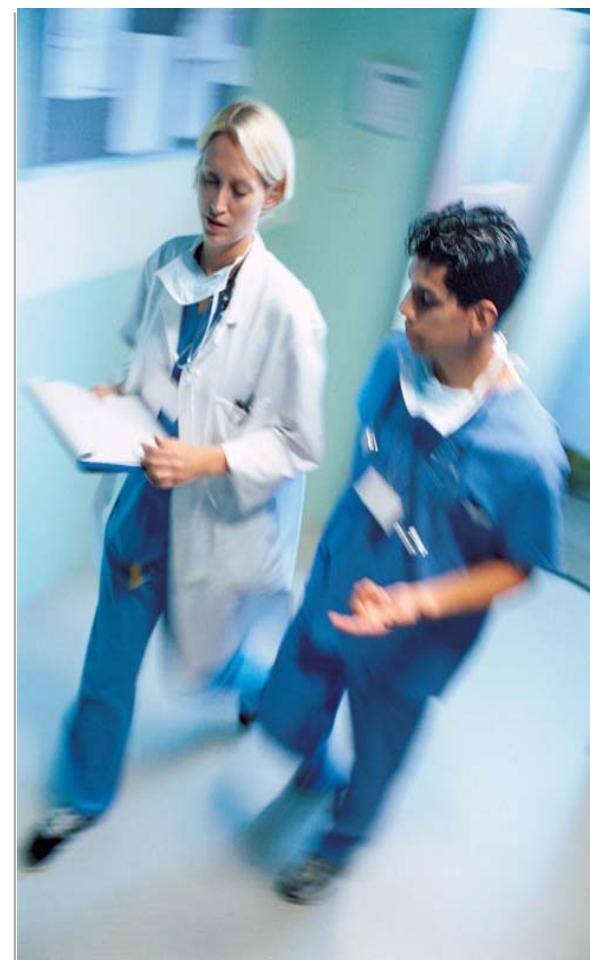
⚡ Médéric has executed its last call option of an additional 10% of the share capital of ADESLAS, as a result AGBAR shareholding in ADESLAS amounts to 54,79%

➡ Capital Gain of €41.1 million

⚡ Definitive formalisation of the agreements of taking of participation of 25% in IMQ Seguros, with a call option of an additional 20% in 5 years.

💧 Price for 25% of IMQ seguros: €40.6 million

💧 Increase presence in the Basque Country with the health insurance company leader in the region.



 **Insured:** growth of 3.6%

	<u>Dec. 2005</u>	<u>Dec. 2004</u>
Private	2,033,635	1,957,790
UTE Alzira	<u>241,871</u>	<u>237,809</u>
TOTAL	2,275,506	2,195,599

 **Own and concerted clinics:**

Concerted clinics	280
Own clinics&policlinics	<u>35</u>
TOTAL	315



## Inspection and Certification








### Integration of Soluziona Calidad y Medioambiente and Applus+

New shareholding structure of Applus+ in 2005:

- 75% Aguas de Barcelona
- 25% Unión Fenosa, S.A.

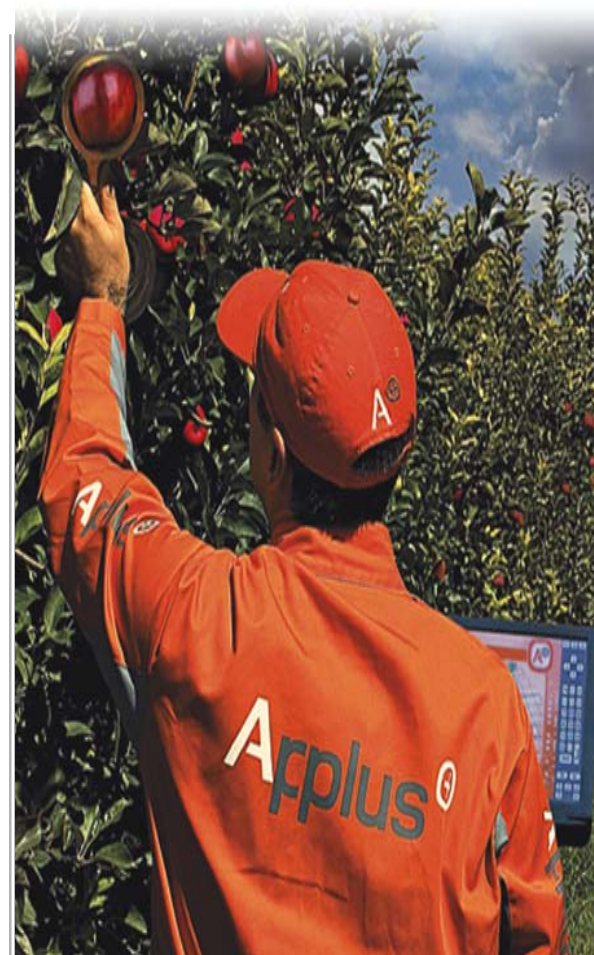
 On December 29 it was definitely formalised the agreement between Agbar, Soluziona and **Sociedad de Promoción y Participación Empresarial Caja de Madrid (Corporación Financiera Caja de Madrid)**, according that the latter **enters into the capital of Applus+** resulting in:

-  Capital increase of €133 million
-  Shareholding: 19%, which could be increased in the future up to 21.9%



 The shareholding structure of Applus+ in January 2006 is the following:

-  56% Aguas de Barcelona
-  25% Unión Fenosa, S.A.
-  19% Sociedad de Promoción y Participación Empresarial Caja de Madrid, S.A.






## INSPECTION AND CERTIFICATION - ACTIVITIES

### Vehicle and Emissions Inspections:

(n° of vehicles inspected)	Dec. 2005	Dec. 2004	Var. (%)
SPAIN	3,180,809	3,075,537	3.4%
UNITED STATES	10,694,313	9,552,547	12.0%
DENMARK	997,923	--	100.0%
OTHERS (Portugal, Argentina)	259,632	437,570	-40.7%
<b>TOTAL REVISIONS</b>	<b>15,132,677</b>	<b>13,065,654</b>	<b>15.8%</b>

- Spain's n° 1 in vehicle inspections (including emissions).
- United States: emissions inspections

 **Certification:** Inspecting, testing, designing, verifying and analyzing any product of any sector to guarantee its quality.

 **Vehicle Engineering, Testing and Homologation:**  
IDIADA





## INSPECTION AND CERTIFICATION - Vehicle Inspection

### SPAIN:

- 💧 Purchase of 27.82% of Iteuve Euskadi thus attaining a 100% capital share. The current concession expires in 2024.
- 💧 Extension of the Catalan vehicle inspection concessions until the summer of 2007.



## INSPECTION AND CERTIFICATION - Vehicle Inspection

### INTERNATIONAL:

💧 **Denmark:** on March 2005 Applus+ was awarded of the privatization of state network of vehicle testing stations in Denmark:

- Final investment: €61.7 million
- Revenues in 2005: €45 million (9.5 months)
- Vehicle inspections in 2005: 997,923 vehicles

💧 **Chile:** start in May of the two new vehicle inspection concessions awarded in Chile.

- Chile's total vehicle fleet: 930,000 vehicles
- Inspections are compulsory and held annually

💧 **Portugal:** Applus Iteuve Portugal was sold in March ➡ capital gain of €9.5 million.





## INSPECTION AND CERTIFICATION - Certification

 Applus+ attains a shareholding of 95% in LGAI Technological Centre through a capital increase:


- 💧 Total amount: €236 million
- 💧 Mainly paid by the contribution of companies, the most relevant:
  - Applus+ Calidad y Medioambiente
  - Labaqua





# Construction and Installations




 Formalisation of the **agreement between Agbar and Finycar S.L. (Sorigué Group)** according to which the latter would acquire ACSA Agbar Construcción:

- 💧 Shareholding: 60% and an option to increase to 100% in two steps (two and four years later).
- 💧 Amount (100%): €50.7 million





 In order to reinforce the main lines of activities, three new companies joined the Emte Group:

- 💧 Omnilogic Telecomunicaciones (Systems Unit) : joined in the second half of 2004.
- 💧 The Rochina Group (Mechanical Installations Unit): reinforcing the presence in the East Coast of Spain and Murcia.
- 💧 Benito, S.A. (Electrical Installations Unit): in Madrid and as a main contractor for Iberdrola.

 Prospects for the end of 2005 were positive:

- 💧 Recovery of public tenders and increase in the volume contracted from private clients.
- 💧 Positive development of the new companies which have joined the Emte Group.







## **Economic and Financial Data**



## CONSOLIDATED INVESTMENTS & DIVESTMENTS

	December 2005 (Provisional)					
	Water and wastewater + Corp. Holding	Health	Inspection and Certific.	Construct. and Installations	Businesses in develop.	TOTAL
(Millions of euros)						
<b>INVESTMENTS</b>	<b>240.0</b>	<b>71.4</b>	<b>94.1</b>	<b>23.2</b>	<b>3.5</b>	<b>432.1</b>
<b><u>Divestments</u></b>						
23.5% IAM	159.0					
19% Applus			133.0			
10% Adeslas		59.9				
50% Aquagest Sur	73.5					
Selling of headquarters	42.8					
60% ACSA				30.4		
Applus Iteuve Portugal			19.4			
AGM Contacta					5.5	
Aguas de Guariroba	1.8					
Others	3.9	0.6			0.7	
<b>DIVESTMENTS</b>	<b>281.0</b>	<b>60.5</b>	<b>152.4</b>	<b>30.4</b>	<b>6.2</b>	<b>530.5</b>



Agbar



**Grupo Agbar**

