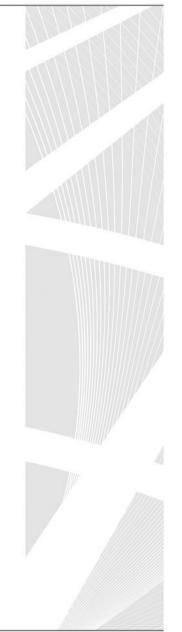


MATTEO DEL FANTE CHIEF EXECUTIVE OFFICER

PIERPAOLO CRISTOFORI CHIEF FINANCIAL OFFICER





Highlights

Agenda

6

14

FY15 Results

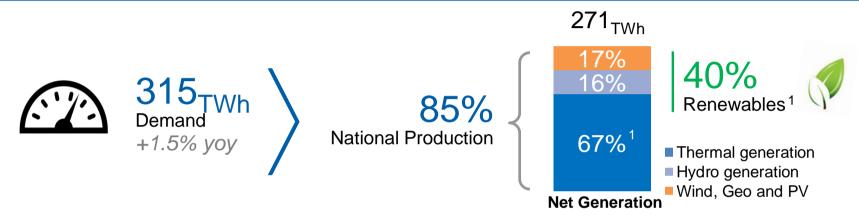
Annexes

MARCH 21st 2016

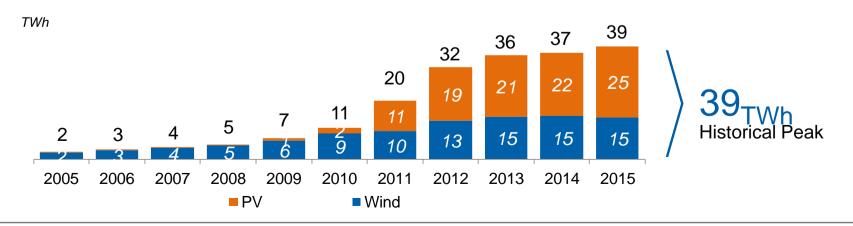
MARCH 21st 2016

Highlights Electricity Market

2015 DEMAND BREAKDOWN









2015 GRID MANAGEMENT



59.4_{GW} Record Demand Peak July 2015







72,600 Three-phase conductors +8,700_{km} yoy 52€/MWh Pool Price In line vs. 2014

A Safe and Efficient Grid Management



Highlights Key Financials















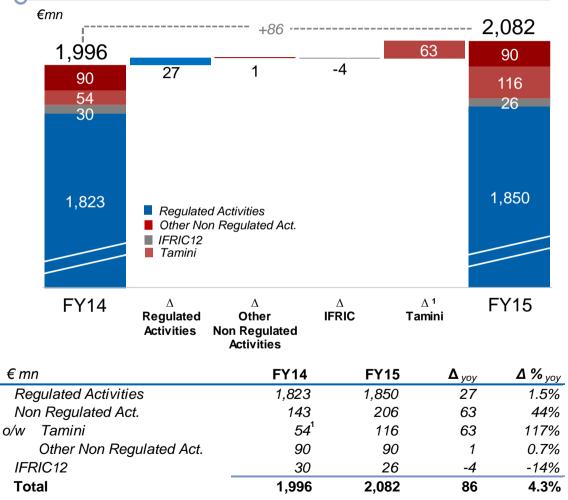
FY15 Results

Revenues

KEY FIGURES

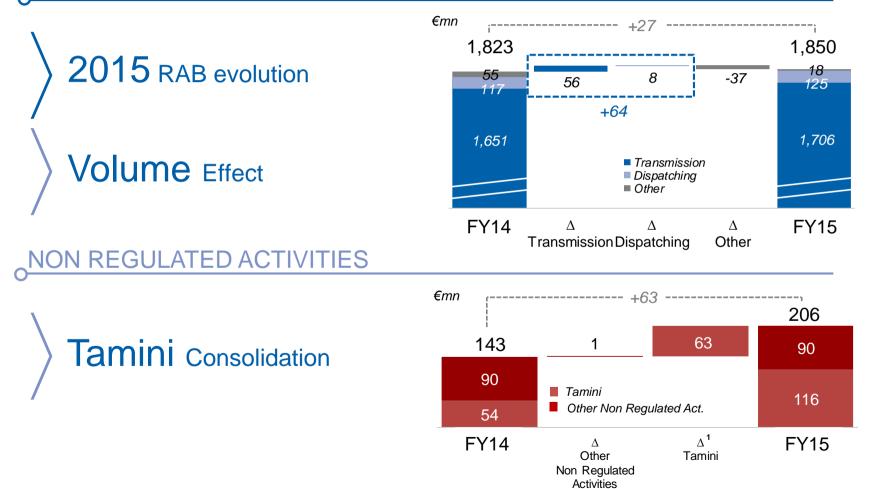


TOTAL REVENUES EVOLUTION



FY15 Results Revenues Analysis

REGULATED ACTIVITIES





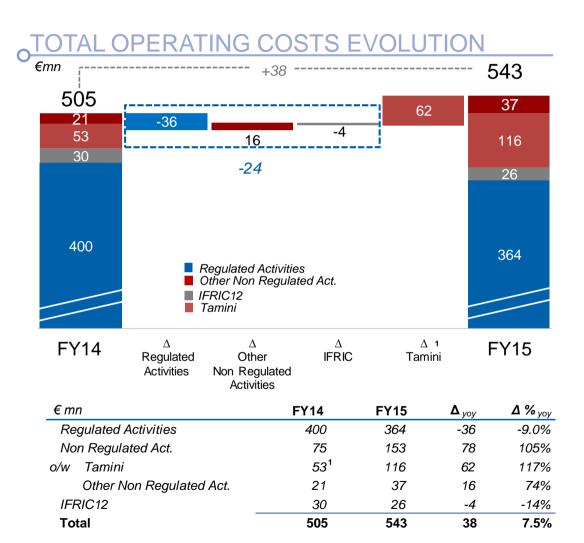
FY15 Results Opex

KEY FIGURES

Total Operating Costs 543_{€mn}

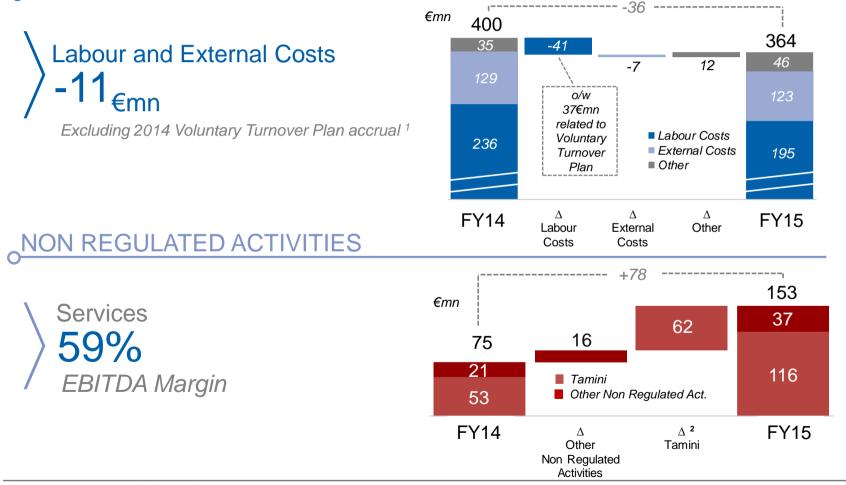
Regulated Activities 364_{€mn}

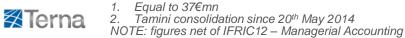
Non Regulated Activities 153_{€mn}



FY15 Results Opex Analysis

REGULATED ACTIVITIES





FY15 Results From EBITDA to Net Income

KEY FIGURES

Group EBITDA

*1,539*_{€mn}
+3.2%_{yoy}
Group EBITDA Margin
73.9%



€mn 517 141 1.539 286 1,022 881 596 **EBITDA** D&A EBIT Net PBT Taxes Group Financial Net Income¹ Expenses **FY14 FY15** €mn Δ% Δ **FBITDA** 3.2% 1,491 1.539 48 Ebitda % 74.7% 73.9% D&A 481 517 7.5% 36 EBIT 1.1% 1,011 1,022 12 128 141 10% Net Financial Expenses 13 PBT 883 881 -2 -0.2% Tax Rate 38.3% 32.5% -16% Taxes 339 286 -53 544 596 51 9.4% **Group Net Income**¹

PROFIT & LOSS

Terna

FY15 Results Capex

Time Lag reduction > 2015 Capex included in 2016 Tariff

KEY FIGURES

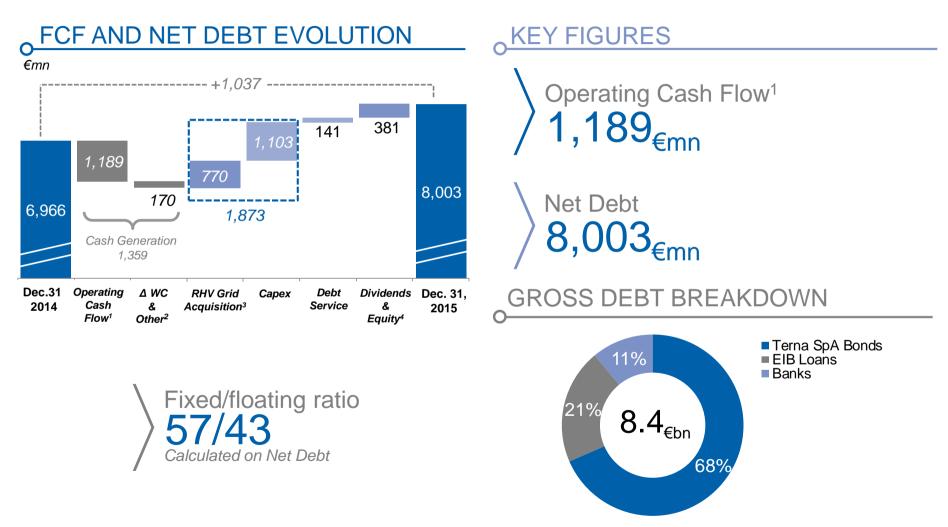
Total Capex 1,103_{€mr}

BREAKDOWN

Category (€mn)	FY14	FY15	Δ_{yoy}	Δ % _{γογ}
+2%	469	463	-6	-1.2%
+1.5%	355	371	16	4.4%
Development Capex	824	834	10	1.3%
Maintenance (Base Return)	226	201	-25	-11%
Regulated Capex	1,050	1,035	-15	-1.4%
Other	46	68 ¹	22	48%
Total Group Capex	1,096	1,103	7	0.6%



FY15 Results Net Debt Evolution & Financial Structure



1. Net Income + D&A + Net Financial Charges +/- Net Change in Funds (see Annex "Consolidated Cash Flow" for details)

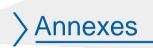
2. Including Other Fixed Assets Changes, Change in Capital & Other

Terna

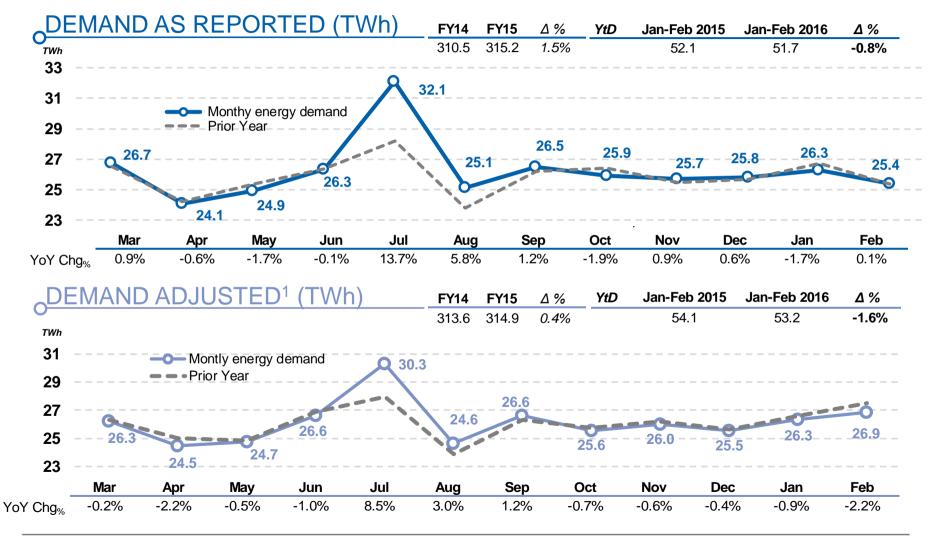
\THANK YOU. QUESTIONS?

MATTEO DEL FANTE CHIEF EXECUTIVE OFFICER

PIERPAOLO CRISTOFORI CHIEF FINANCIAL OFFICER



Annex Electricity Market Trends – Last 12 Months





Annex Consolidated Income Statement¹

€mn	FY14	FY15	Δmn	Δ%
Transmission	1,651	1,706	56	3.4%
Dispatching	117	125	8	6.7%
Other ²	55	18	-37	-67%
Regulated Activities	1,823	1,850	27	1.5%
Non Regulated Act.	143	206	63	44%
IFRIC12	30	26	-4	-14%
Total Revenues	1,996	2,082	86	4.3%
Labour Costs	236	195	-41	-17%
External Costs	129	123	-7	-5.3%
Other	35	46	12	34%
Regulated Activities	400	364	-36	-9.0%
Non Regulated Act.	75	153	78	105%
IFRIC12	30	26	-4	-14%
Total Costs	505	543	38	7.5%
EBITDA	1,491	1,539	48	3.2%
D&A	481	517	36	7.5%
EBIT	1,011	1,022	12	1.1%
Net Financial Charges	128	141	13	10%
Pre Tax Profit	883	881	-2	-0.2%
Taxes	339	286	-53	-16%
Tax Rate (%)	38.3%	32.5%		
Total Net Income	544	595	51	9.3%
Minority Interest	-	-0.2	-0.2	
Group Net Income	544	596	51	9.4%

Annex Group Costs Breakdown

€mn	FY14	FY15	Δmn	Δ%
Labour Costs	259	227	-32	-12%
Services	140	145	6	4.1%
Materials	37	90	53	142%
Other	39	55	16	40%
IFRIC12	30	26	-4	-14%
Total Costs	505	543	38	7.5%



Annex P&L Quarterly Analysis

€mn	1Q14	1Q15	Δ	2Q14	2Q15	Δ	3Q14	3Q15	Δ	4Q14	4Q15	Δ
Regulated Activities	457	479	22	430	432	3	456	456	0	481	483	2
Non Regulated Act.	17	32	15	34	52	18	37	54	18	55	69	13
IFRIC 12	4	3	-1	8	5	-4	5	5	-1	13	14	1
Operating Revenues	478	513	35	472	489	17	498	515	17	549	565	17
Regulated Activities	81	85	5	81	83	2	81	76	-4	157	119	-38
Non Regulated Act.	3	23	20	20	36	16	29	40	10	22	54	32
IFRIC 12	4	3	-1	8	5	-4	5	5	-1	13	14	1
Operating Expenses	88	112	24	110	124	14	115	121	5	192	187	-5
EBITDA	390	402	11	362	365	3	382	394	12	357	378	22
D&A	113	120	7	122	123	1	108	119	11	137	155	18
EBIT	277	281	4	240	242	2	274	275	1	220	224	4
Net Financial Charges	31	31	0	33	33	0	36	53	18	28	24	-4
Pre Tax Profit	246	250	4	207	210	2	238	222	-17	191	200	8
Taxes	101	85	-16	78	65	-13	95	77	-18	65	59	-6
Total Net Income	145	165	20	129	145	16	144	145	1	127	140	14
Minority Interest											-0.2	
Group Net Income	145	165	20	129	145	16	144	145	1	127	141	14
Total Group Capex	164	177	13	222	262	40	266	263	-3	444	401	-43
Net Debt (end of period)	6,629	6,518		7,083	6,876		6,688	6,561		6,966	8,003	

Annex Consolidated Balance Sheet

€mn	Dec. 31,2014	Dec. 31,2015	Δmn
PP&E	10,779	12,079	1,300
Intangible Asset	453	520	68
Financial Inv. and Other	89	90	0
Total Fixed Assets	11,320	12,688	1,368
Net WC	-821	-962	-141
Funds	-441	-378	63
Total Net Invested Capital	10,059	11,349	1,290
Financed by			
Consolidated Net Debt	6,966	8,003	1,037
Total Shareholder's Equity	3,093	3,346	253
Total	10,059	11,349	1,290
D/E Ratio	2.3	2.4	
D/D+E Ratio	0.69	0.71	
Number of Shares ('000)	2,010	2,010	



Annex **Consolidated Cash Flow**

	FY14	FY15	Δmn
Total Net Income	544	595	51
D&A	481	517	36
Debt Service	128	141	13
Net Change in Funds	-14	-65	-51
Operating Cash Flow	1,139	1,189	49
Δ Working Capital & Other ¹	191	-600	-791
Cash Flow from Operating Activities	1,331	589	-742
Capital Expenditures	-1,096	-1,103	-7
Free Cash Flow	235	-515	-749
Dividends & Equity ²	-375	-381	-7
Debt Service	-128	-141	-13
Change in Net Cash (Debt)	-268	-1,037	



Including RHV Grid acquisition, Other Fixed Assets Changes, Change in Capital & Other
Including Cash Flow Hedge accruals

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