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ASX RELEASE

Eiffage and MAF2 simplify their holding structure and align their governance agreements

Atlas Arteria (**ASX:ALX**) notes that on 22 December 2023, Eiffage and MAF2 agreed to simplify the holding structure and align the governance of their joint subsidiaries.

These changes include the merger of Eiffarie into Financière Eiffarie. As a consequence, Financière Eiffarie will hold directly 100% of the shares of APRR and will assume Eiffarie's current indebtedness with no change to the facility. This will improve efficiencies within the holding structure.

The changes also align the governance of ADELAC with that of the other entities of the APRR Group, resulting in Eiffage starting to consolidate ADELAC into their financial statements.

Shares of Financière Eiffarie will also be stapled to those of ADELAC, to ensure the integrity of the structure.

The changes will come into effect from 31 December 2023.

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This announcement has been authorised for release by Graeme Bevans, Chief Executive Officer of Atlas Arteria.

About Atlas Arteria

Atlas Arteria (ASX:ALX) is a global owner, operator and developer of toll roads, creating value for our investors over the long-term through considered and disciplined management. The roads we own, operate and develop benefit communities through reduced travel time, greater time certainty, reduced fuel consumption and carbon emissions.

Today the Atlas Arteria Group consists of five businesses. We currently own a 31.14% interest in the APRR toll road group in France. Adjacent to the APRR business is the smaller ADELAC business which connects to APRR in south-east France. Together APRR and ADELAC comprise a 2,424km motorway network located in the East and South East of France. In the US, we own a 66.67% interest in the Chicago Skyway, a 12.5km toll road in Chicago and have 100% of the economic interest in the Dulles Greenway, a 22km toll road in the Commonwealth of Virginia. In Germany, we own 100% of the Warnow Tunnel in the north-east city of Rostock.

www.atlasarteria.com

Important Notice:

Investors should note that neither of the Atlas Arteria entities has been, or will be, registered under the U.S. Investment Company Act of 1940, as amended (the "U.S. Investment Company Act"), in reliance on the exception in Section 3(c)(7) from the definition of "investment company". Accordingly, Atlas Arteria securities cannot be held at any time by, or for the account or benefit of, any "U.S. person" (as defined in Rule 902(k) under the U.S. Securities Act of 1933) ("U.S. Person") that is not a "qualified purchaser" (as defined in section 2(a)(51) of the U.S. Investment Company Act and the rules and regulations thereunder) ("Qualified Purchaser" or "QP") at the time of their acquisition. Any U.S. Person that is not a Qualified Purchaser, or any investor acting for the account or benefit of any U.S. Person that is not a Qualified Purchaser, is an "Excluded U.S. Person" and may not hold Atlas Arteria securities.

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