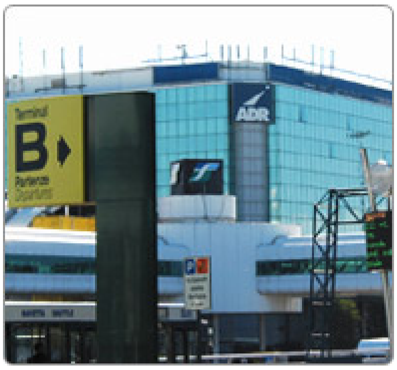

QUARTERLY REPORT as of March 31, 2009

(Translation into English from the original version in Italian)

Aeroporti di Roma Società per Azioni
Registered office in Fiumicino (Rome) - Via dell'Aeroporto di Fiumicino, 320
Fully paid-in share capital €62,309,801
Company managed and coordinated by Gemina SpA

www.adr.it

CONTENTS

CORPORATE OFFICERS

Aeroporti di Roma SpA

Board of Directors ***(2007-2009)***
(after the General Meetings of September 21, 2007 and April 16, 2008 and the Board meetings of September 21, 2007, March 11, 2008, April 16, 2008, December 5, 2008 and March 11, 2009)

Chairman	Fabrizio Palenzona
Deputy Chairman	Massimo Pini
Managing Director	Guido Angiolini
Directors	Valerio Bellamoli *(from March 11, 2009)* Stefano Cao *(from March 11, 2009)* Giovanni Castellucci *(until March 11, 2009)* Alessandro Grimaldi Gianni Mion *(until March 11, 2009)* Aldo Minucci Andrea Mondello Piergiorgio Peluso Clemente Rebecchini Paolo Roverato Marco Troncone *(from March 11, 2009)*
Secretary	Antonio Abbate

Board of Statutory Auditors ***(2007-2009)***
(after the General Meeting of April 16, 2007)

Chairman	Giacinto Chimenti
Statutory Auditors	Giuseppe Cappella Alessandro Grange Mario Tonucci Luigi Tripodo
Alternate Auditors	Nicola Lorito Andrea Piermartini Rosi

General Manager	Franco Candido Giudice

Independent Auditors	Deloitte & Touche SpA

HIGHLIGHTS

The following table summarizes main traffic data for the Roman airport system for the first quarter of 2009, showing changes with respect to the same period of 2008.

TRAFFIC PERFORMANCE

Traffic component	**Q1 2009**	
	SYSTEM (°)	**% Change (*)**
Movements (no.)	88,251	(5.4%)
Aircraft tonnage (tons)	6,599,782	+0.5%
Total passengers (no.)	7,763,440	(5.4%)
Total cargo (kg)	29,453,997	(12.9%)

(°) Fiumicino + Ciampino
(*) compared with the same period of 2008

The following table summarizes key economic, financial and operational data for the ADR Group for the first quarter of 2009.

ADR GROUP

Key consolidated economic, financial and operational data *(€000)*	***Q1 2009***		***Q1 2008***
Revenues	118,689		119,890
EBITDA	44,871		46,033
EBIT	12,594		18,234
Net income for the period:			
minority interest	(1,350)		9
Group share	(22,230)		(5,947)
Investment (€000)	11,648		45,193
	March 31, 2009	***Dec 31, 2008***	***March 31, 2008***
Invested capital	2,043,013	2,046,297	2,049,581
Shareholders' equity (including minority interest)	700,765	724,351	727,101
Group shareholders' equity	700,567	722,797	725,121
Net debt	1,342,248	1,321,946	1,322,480
Headcount at end of the period	2,527	2,568	2,345
Ratios	***Q1 2009***		***Q1 2008***
Revenues/Average headcount (€000)	52		55
No. of passengers/Average headcount	3,390		3,842

ADR GROUP: CONSOLIDATED ACCOUNTS

RECLASSIFIED CONSOLIDATED INCOME STATEMENT

(€000)

2008		First Quarter 2009		First Quarter 2008		Change
570,132	A.- REVENUES	118,689	100.0%	119,890	100.0%	(1,201)
8,678	Capitalized costs and expenses	1,103		2,112		(1,009)
578,810	B.- REVENUES FROM ORDINARY ACTIVITIES	119,792		122,002		(2,210)
(210,266)	Cost of materials and external services	(44,898)	(37.8%)	(46,908)	(39.1%)	2,010
368,544	C.- GROSS MARGIN	74,894	63.1%	75,094	62.6%	(200)
(118,989)	Payroll costs	(30,023)	(25.3%)	(29,061)	(24.2%)	(962)
249,555	D.- GROSS OPERATING INCOME	44,871	37.8%	46,033	38.4%	(1,162)
(104,852)	Amortization and depreciation	(26,833)		(25,820)		(1,013)
(2,580)	Other provisions	(2,560)		(191)		(2,369)
(582)	Provisions for risks and charges	(2,382)		(1,154)		(1,228)
(45,199)	Other income (expense), net	(502)		(634)		132
96,342	E.- OPERATING INCOME	12,594	10.6%	18,234	15.2%	(5,640)
(81,659)	Financial income (expense), net	(18,843)	(15.9%)	(20,465)	(17.1%)	1,622
14,683	F.- INCOME BEFORE EXTRAORDINARY ITEMS AND TAXES	(6,249)		(2,231)		(4,018)
(4,653)	Extraordinary income (expense), net	(20,896)		(792)		(20,104)
10,030	G.- INCOME BEFORE TAXES	(27,145)		(3,023)		(24,122)
(28,299)	Income taxes for the period	(4,001)		(5,554)		1,553
10,604	Deferred tax assets	7,566		2,639		4,927
(7,665)	H.- NET INCOME FOR THE PERIOD	(23,580)		(5,938)		(17,642)
	including:					
605	- Minority interest	(1,350)		9		(1,359)
(8,271)	**- Group interest**	**(22,230)**		**(5,947)**		**(16,283)**

RECLASSIFIED CONSOLIDATED BALANCE SHEET

(€000)

03-31-2008		03-31-2009	12-31-2008	Change
	A. - NET FIXED ASSETS			
2,026,571	Intangible fixed assets *	1,976,849	1,991,210	(14,361)
150,239	Tangible fixed assets	168,865	170,528	(1,663)
3,458	Non - current financial assets	3,414	3,414	0
2,180,268		2,149,128	2,165,152	(16,024)
	B. - WORKING CAPITAL			
18,282	Inventory	21,939	21,922	17
158,061	Trade receivables	169,092	157,953	11,139
26,385	Other assets	43,523	37,154	6,369
(177,650)	Trade payables	(140,818)	(162,221)	21,403
(31,343)	Allowances for risks and charges	(49,610)	(29,538)	(20,072)
(86,584)	Other liabilities	(113,652)	(106,733)	(6,919)
(92,849)		(69,526)	(81,463)	11,937
2,087,419	C. - INVESTED CAPITAL, minus short-term liabilities (A+B)	2,079,602	2,083,689	(4,087)
37,838	D. - EMPLOYEE SEVERANCE INDEMNITIES	36,589	37,392	(803)
2,049,581	**E. - INVESTED CAPITAL, minus short-term liabilities and E.S.I. (C-D)**	**2,043,013**	**2,046,297**	**(3,284)**
	financed by:			
	F. - SHAREHOLDERS' EQUITY			
725,121	- Group interest	700,567	722,797	(22,230)
1,980	- Minority interest	198	1,554	(1,356)
727,101		700,765	724,351	(23,586)
1,413,369	G. - MEDIUM/LONG-TERM BORROWING	1,490,611	1,493,369	(2,758)
	H. - NET SHORT-TERM BORROWING (NET CASH AND CASH EQUIVALENTS)			
22,620	.Short-term borrowing	22,591	16,873	5,718
(113,509)	.Cash and current receivables	(170,954)	(188,296)	17,342
(90,889)		(148,363)	(171,423)	23,060
1,322,480	(G+H)	1,342,248	1,321,946	20,302
2,049,581	**I. - TOTALE AS IN "E" (F+G+H)**	**2,043,013**	**2,046,297**	**(3,284)**
1,786,532	*(*) including the value of the concession totaling*	*1,737,248*	*1,749,569*	*(12,321)*

MANAGEMENT REPORT FOR THE FIRST QUARTER OF 2009

OPERATING REVIEW

Operating environment

The first-quarter results are affected by provisions, amounting to an estimated 20.9 million euros, for redundancy charges. Once fully implemented, the plan will lead to a reduction in payroll costs of approximately 15%.

Net debt rose by 20.3 million euros due, on the one hand, to clients difficulties in meeting contractual terms of payment (trade receivables are up 11.1 million euros compared with the end of 2008) and, on the other, to a 21.4 million euro reduction in trade payables. Moreover, the collection of receivables due from Alitalia into special administration has been significantly lower than expected.

(€m)	***Q1 2009***	***Dec 31, 2008***	***Q1 2008***
Revenues	118.7		119.9
EBITDA	44.9		46.0
EBIT	12.6		18.2
Net Group income for the period	(22.2)		(5.9)
Net debt	1,342.2	1,321.9	1,322.5
Passengers (000s)	7,763		8,207

A significant event during the quarter was the launch of operations by the new Alitalia – including the former companies Alitalia, Volare and AirOne – which kept Fiumicino as its main operating hub.
The difficulties encountered during the new company's start-up, and the launch of Italian State Railways' high-speed, Rome-Milan rail link, called "Red Arrow", together with the overall economic downturn, undoubtedly hit passenger traffic, which reported a 5.4% decline compared with the same period of the previous year. It should also be taken into account that the first quarter of the previous year was immediately prior to the transfer of Alitalia flights from Malpensa in April 2008.

Thanks to the improved traffic mix, aviation revenues were the same as in the previous year, whilst the reduction in passengers and the persistent weakness of certain key currencies – sterling and the US dollar – led to a downturn in non-aviation revenues.

Changi Airports Consultants completed the Technical Advisory Program in preparation for the drawing up of a long-term Strategic Development Plan for Fiumicino airport, and for the Roman airport system in general. ADR is currently evaluating its implementation. The study confirms that, in order to take advantage of air traffic development prospects, infrastructure and transport systems providing access to the airports must be substantially upgraded.
The existence of a regulatory framework with a stable, long-lasting and satisfactory tariff structure is an essential precondition for launching such a challenging project. The Parent Company, Aeroporti di Roma SpA (ADR SpA), has entered into discussions with the relevant authorities in order to define a suitable framework for the start of negotiations regarding future contractual arrangements.

Group operating review

A review of operations during the first quarter of 2009 in the various areas of business in which the Group is involved is provided below.

Aviation activities

An analysis of traffic figures for the Roman airport system for the first quarter of 2009, compared with the same period of 2008, revealed the following performance, broken down by airport - Ciampino and Fiumicino - and segment – domestic and international:

Data as of March 31, 2009

	ROME SYSTEM	Fiumicino	Ciampino	Domestic	International
Movements	88.251	75.488	12.763	40.318	47.933
D% vs PY	-5,4%	-4,8%	-9,0%	-5,2%	-5,6%
Mtow	6.599.782	5.953.078	646.704	2.456.767	4.143.015
D% vs PY	+0,5%	+1,4%	-7,1%	-1,6%	+1,8%
Total Pax	7.763.440	6.710.347	1.053.093	2.947.568	4.815.872
D% vs PY	-5,4%	-5,3%	-6,0%	-7,2%	-4,3%
Freight (Kg)	29.453.997	25.417.731	4.036.266	1.441.149	28.012.848
D% vs PY	-12,9%	-12,2%	-17,1%	-29,1%	-11,9%

International traffic breaks down into EU and non-EU traffic as follows.

	International	Intl' EU	Intl' Extra EU
Movements	47.933	32.804	15.129
D% vs PY	-5,6%	-12,9%	+15,0%
Mtow	4.143.015	2.253.957	1.889.058
D% vs PY	+1,8%	-9,5%	+19,6%
Total Pax	4.815.872	3.174.471	1.641.401
D% vs PY	-4,3%	-10,6%	+10,9%
Freight (Kg)	28.012.848	6.880.514	21.132.334
D% vs PY	-11,9%	-24,9%	-6,6%

There was a fall in the number of passengers compared with the same period of 2008 (down 5.4%), together with a decrease in movements (down 5.4%) and a slight increase in aircraft tonnage (up 0.5%), resulting in a decrease in the load factor, which stood at 58.5% (down 2.6% on the same period of 2008).

Fiumicino registered falls in the number of passengers (down 5.3%) and in capacity in terms of movements (down 4.8%), whilst capacity in terms of aircraft tonnage grew (up 1.4%).

This performance derives from a reduction in the number of passengers transported, especially by Alitalia (Alitalia registered a reduction of 7.9%, compared with other carriers where the decline was 2.6%).

The economic downturn and the events surrounding Alitalia are the main factors that led to this performance.
On the economic front, the year began in a mood of great uncertainty and witnessed a steady deterioration, which also had repercussions on the air transport sector.

This factor was compounded by the birth pangs of the new Alitalia (CAI). Alitalia operated a highly reduced schedule during the first few days of the year. The new carrier, which also absorbed AirOne's operations, started operating its new network on January 13, and during the remaining weeks of the 2008-2009 winter season it stepped up the number of flights operated, with an average of 223 scheduled flights per day, serving 66 destinations.

During the first quarter of 2009 new flights to and from Fiumicino were added to the network already operated at the airport, including the route to Prague operated by Wizz Air, the new flight to Turin operated by Air Vallee and Eurofly's new flight to Tel Aviv. The frequencies of flights operated by Air France to Bordeaux, EasyJet to London Gatwick and Malev to Budapest were also stepped up.

Ciampino reported a drop in the number of passengers (down 6.0%), together with a reduction in capacity (movements down 9.0% and aircraft tonnage down 7.1%), partly due to the transfer of certain flights to Fiumicino.

In the first three months of 2009 revenues from airport fees amounted to 34 million euros, representing a slight increase of 0.5% with respect to 2008.

The two principal components, "landing and take-off fees" and "passenger boarding fees", reported the following performances:

- landing, take-off and parking fees: the increase of 6.1%, with similar aircraft tonnage (up 0.5%) and a reduction in the number of movements (down 5.4%) registered, is essentially due to:
  - a different traffic mix compared with the first quarter of 2008 (the period prior to the transfer of Alitalia flights from Malpensa to Fiumicino) with a greater non-EU component subject to higher unit fees and operated by aircraft with higher unit tonnage;
  - an increase of 0.4 million euros in aircraft parking fees compared with the first quarter of 2008, primarily due to long-term parking of aircraft at Fiumicino airport;
- passenger boarding fees: total revenues fell by 2.1% on the back of a decrease in the number of passengers boarded, partly offset by a rise in the proportion of passengers bound for non-EU destinations.

The management of centralized infrastructures and terminal services, which is carried out directly by the Parent Company, ADR SpA, reported revenues of 7.6 million euros, representing an increase of 2.2% on the first quarter of 2008.

This performance was due essentially to two factors:

- a 1.8% rise in loading bridge revenues, primarily due to improved use of infrastructures (especially in the international segment),
- a 9.5% decrease in revenues from the baggage handling system due to a fall in passenger levels and the opening of Terminal 5 (infrastructure with a lower unit fee).

During the first quarter of 2009, the security activities carried out by the Parent Company, ADR SpA (security checks on passengers and carry-on baggage, 100% screening of checked baggage, explosive detection checks, other security checks requested and surveillance of the airport system) generated revenues of 12.4 million euros, a decrease of 7.8% on the same period of 2008. This was due to a decrease in the number of passengers, and also partly to a reduction in revenues from on demand cargo services at Fiumicino.

In compliance with EU legislation, on July 16, 2008, ADR SpA started assisting passengers with reduced mobility (PRM) via the specifically incorporated subsidiary undertaking, ADR Assistance Srl. In the first quarter of 2009, these assistance activities generated additional revenues of 1.9 million euros, which will be entirely passed on to ADR Assistance Srl, which provides the services.

Discussions are in progress with airport users' committees aimed at assessing the total costs incurred for the PRM passenger assistance service in 2008, in order to determine the fees to be applied in 2009.

Within the Roman airport system operational safety was carried out according to procedure (ISO 9001/2000 certificate), responding to the increase in traffic and the rising number of infrastructures and construction sites to be checked. In addition, the monitoring of compliance with the requirements of Civil Aviation Authority certification and the correct use of airside infrastructure by handlers continued, including notification of any infringements and actions aimed at helping to modify and improve procedures for runway use.

Real estate management

Revenues from retail sub-concessions, deriving from fees and utilities at Fiumicino and Ciampino airports, amount to 9.0 million euros, registering an increase of 3.6% compared with the first quarter of 2008. This increase is essentially due to the gradual entry into service of Office Tower 2 since December 2008, and marks a reversal of the current trend with some airlines transferring their sales offices from the downtown area to the airport. Income from the provision of utilities also rose more in proportion to fees, due to the entry into service of new facilities (the Alitalia cargo area and the Customs Office).

Revenues from other fees charged to third parties at Fiumicino and Ciampino amounted to 2.9 million euros, a decrease of 8.2% compared with the same period of the previous year. This performance is largely due to the reduction in fees charged to the oil companies that supply jet fuel for aircraft, in compliance with the Civil Aviation Authority ruling of September 15, 2008 (with retroactive effect from January 1, 2008), which was not offset by growth in revenues from hotels and other services (due to a reduction in air traffic).
For an update on the fees charged to the oil companies that supply jet fuel for aircraft, see the section on "Litigation".

Non-aviation activities

Non-aviation activities, both directly managed and in sub-concession, rose slightly in the first quarter of 2009, more as a result of contractual effects on retail sub-concessions (guaranteed minimums and renegotiations) than actual market growth.

Indeed, the average overall passenger spend during the period was the same as in the first quarter of 2008, with signs of a downturn beginning in March. The average spend for passengers bound for Russia also registered a fall, whilst the low average spend for UK-bound flights continued. In both cases the poor performance was linked to the depreciation of the respective currencies against the euro, which was only partially offset by an improved average spend for flights bound for the USA.

Revenues from direct sales in the first quarter of 2009, amounting to 15.4 million euros, decreased slightly (down 2.5%) compared with the first quarter of 2008. However, this fall was less than the contraction of 5.3% in outgoing traffic, with a consequent increase in the average passenger spend compared with the previous year (up 2.8%).

Fiumicino registered slightly higher turnover than in the first quarter of 2008 (up 0.6%), with an increase in average passenger spend of 5.3%. This performance was achieved despite the drop in the average spend for flights to US dollar, sterling and ruble destinations.
The best results were reported in the “Tobacco products” (up 11.2%), “Confectionery” (up 10.6%) and “Wines” (up 9.6%) segments.
Ciampino airport registered a 28.0% decrease in revenues compared with the same period of 2008, greater than the drop in traffic (down 5.9%) with a consequent reduction of 23.5% in the average passenger spend. This performance primarily reflects the decrease in the average passenger spend on UK flights due to the above-mentioned strengthening of the euro against sterling.

Revenues from outlets managed by sub-concessionaires totaled 10.2 million euros, representing a 3.6% increase on the first quarter of 2008 (up 0.3 million euros). Average revenue per passenger grew by 11.9% (“Specialist Retail” up 6.1%, “Food & Beverage” up 21.8%, “Other royalties” up 12.2%).
The results by segment for “Specialist Retail” were substantially in line with those registered in the previous year, with a significant increase in the “luxury” segment (up 9.8% in absolute terms, up 15.8% in terms of average passenger spend), which represents 26% of the entire sector’s activities. A new business, La Camiceria Italiana, was opened in February at the Satellite, which will add to the range of products available in the C area.
Moreover, on an experimental basis ahead of the upcoming summer 2009 season, and in order to assess additional retail development opportunities, a mid-price sales outlet for accessories, under the Matì brand, was opened in the remote gate area of the West Pier.
The excellent result achieved by the “Food & Beverage” segment (revenues up 10.9%, equivalent to 0.4 million euros) is primarily due to the effect of new contracts (higher fixed fees) in the former Cisim Food areas, where restructuring works also began on a sales outlet at Pier A and two outlets at Ciampino. Further work will be carried out at other sales outlets in these areas during 2009.
“Other royalties” posted revenues of 1.1 million euros, a rise of 3.7%, primarily due to a new agreement with the baggage wrapping company, Secure Bag, on better terms for the Parent Company, ADR SpA.
Revenues from sub-concessions at Ciampino airport fell by 3.1%, compared with a drop of 5.9% in outgoing traffic, with a consequent 3% increase in average revenues per passenger. This performance was achieved thanks to the impact of guaranteed minimums, which ensured that the negative effects of the market contraction, partly attributable to the above-mentioned reduction in average passenger spend for UK-bound flights, was not fully reflected in revenues.
Regarding communications, the installation and uniform distribution of advertising and direction signs throughout the airport was completed.
New web tools were developed that will soon enable direct communication with potential customers by promptly providing them with information on the opening of new retail outlets, special offers and products and services available at the airport.
Development of the IT platform for the customer loyalty program, Shop & Fly, was also completed. Soon to be released, this program will, for the first time, enable ADR SpA to activate a customer relationship management system that more effectively records the behavior and wishes of customers via a two-way communications channel.

Management of parking systems registered revenues of 6.3 million euros, down 14.4% on the previous year. The reduction is greater than decline in the potential market represented by outgoing passengers (down 9%).
Aggressive competition and an overall downturn in consumption (alternative means of transport are more economical and increasingly used) led to a drop of around 5% in the average spend, despite the steady increase in the use of ADR’s website for the online booking of parking (up 29%) and ongoing development of distribution channels.

Revenues from advertising in the first quarter of 2009, amounting to 5.7 million euros, fell by 7.7% compared with the same period of 2008, due to the reduction in earnings of the subsidiary undertaking, ADR Advertising SpA. This is the result of the economic slowdown that continues to affect the entire advertising sector.

Information technology

During the first quarter of 2009 activities aimed at upgrading and ensuring the reliability of company application systems and ICT infrastructures were completed, continued and launched.

In particular, works completed during the first quarter of 2008 include the following:

- setting up of infrastructure: the setting up of long-stay facilities for chauffeur-driven car hire and the long-stay P11 car park for flight crews was completed;
- IT data transmission regarding excise duties on liquor: implementation of liquor product management procedures to comply with Customs Office regulations regarding computerized transmission of all requested data was completed. In accordance with the Customs Office ruling, the new procedures will enter service on May 1, 2009;
- development of the ADR.it website: the new “Timetable” was launched.

Important activities that were launched and will be continued in 2009, include the following:

- revamp of the “operating” area”: a pilot project launched for the network and distributed terminal system is underway. Implementation will be gradually rolled out over the next two years;
- transfer of Data Processing Center: a project to transfer the Data Processing Center to the new EPUA2 was launched, including a technological update that minimizes the unavailability of operating systems and risk controls to be completed by the end of the 2009 summer season;
- upgrade of check-in and transfer desk infrastructure: renovation of peripheral equipment for check-in and transfer operations, in compliance with IATA regulations, is being rolled out;
- automation of airport services billing processes: a call for tenders was launched regarding the implementation of automated billing procedures for various airport and security services provided by ADR;
- integrated badge access control system: initiatives were launched to integrate the various existing systems with the new platform;
- fidelity cards: development of a system for managing fidelity cards has been completed, and a release date is under consideration.

Environmental protection

During the period, maintenance and development of the Environmental Management Systems (EMS) at Fiumicino and Ciampino continued according to plan.

Within the scope of training initiatives and internal checking of systems, scheduled courses for 2009 were planned.

In March a contract was awarded to conduction electromagnetic pollution monitoring at Fiumicino and Ciampino airports.

Regarding Fiumicino, the carbon dioxide (CO_2) emissions for 2008 relating to the Kyoto protocol were ratified. These emissions amounted to 68% of the quota allocated by the Ministry of the Environment for 2008, whilst the remaining quota of 32% was sold on the European market.

Rome Provincial Authority is soon expected to issue an Integrated Environmental Authorization regarding operation of the West Power Station.

Quality

During the first quarter of 2009, monitoring of the level of service provided at Fiumicino and Ciampino airports was ensured, in accordance with the 2009 Quality Plan, by means of approximately 12,500 objective controls, based on daily monitoring of the level of quality provided for the main passenger services (baggage claim, check-in, carry-on baggage security checks, punctuality of outgoing flights).

An analysis of quality trends at Fiumicino shows that:

- 94% of passengers waited less than 12 minutes for carry-on baggage security checks, 4 percentage points above the service standard published in the Service Charter (90% of passengers);
- the percentage of flights with baggage reclaim times within the set limits was 88% for the first and 92% for the last piece of baggage (the standard is 90%);
- the percentage of outgoing flights with delays of more than 15 minutes was 37%, 12 percentage points above the standard (25%). The percentage of outgoing flights with delays caused by the airport operator was 0.1% compared with the set standard of 0.3%;
- 89% of passengers traveling on domestic flights and 92% of passengers traveling on international flights completed check-in operations within the times set by the Service Charter (10 minutes and 20 minutes, respectively).

An analysis of quality trends at Ciampino shows that:

- 99% of passengers waited less than 15 minutes for carry-on baggage security checks, compared with the set standard of 90% published in the Service Charter;
- the percentage of outgoing flights with delays of more than 15 minutes was 12%, 5 percentage points less than the set standard of 17% published in the Service Charter;
- the percentage of flights with baggage reclaim times within the set limits was 97% for the first piece of baggage and 98% for the last piece of baggage (the standard is 90%);
- 69% of passengers completed check-in operations within 20 minutes (the standard is 90%).

Group investment

In line with the above, in the first quarter of 2009 the ADR Group carried out investment totaling 11,648 thousand euros (45,193 thousand euros in the same period of 2008).

	(in millions of euros)
North Fiumicino: plan for long-term development	0.6
New Airport (flights low-cost)	0.7
New Pier "C"	1.8
Maintenance works and optimization of terminals	1.2
Ciampino: infrastructural works	1
HBS/BHS ex Cargo Alitalia	0.6
Works on Luggage plants and new machinery RX	0.7
Fiumicino: Maintenance works on civil works	0.5
Works on airport road network	0.5
Maintenance works on building in subconcession	0.4
Interventions on runways and aprons	0.3
Others	3.3
Total investments	**11.6**

Terminals

Work on renovating the passenger information sign system inside and outside terminal buildings is nearing completion.

Construction work continued on Pier C.

With regard to the upgrade of reception facilities at Fiumicino airport for passengers with reduced mobility (PRM), in addition to the reception room at the West Pier, the reception rooms at Pier B and the Satellite West entered service, whilst work continued on the reception room for Terminal C.

In the departure hall of Terminal A, works were completed on one new group of airline offices, whilst another new group of airline offices is nearing completion in the same area.

In Terminal A, as part of the "Green Arrow" project, a new fast track lane was added to the existing one. This enables reduced waiting times for security checks for passengers bound for Milan Linate, as well as VIP passengers bound for destinations within Italy on Alitalia and Air One flights.

Two fast lanes were built at Terminals B and C in order to speed up security checks for business and first class passengers.

A baggage handling system on free loan for use at Terminal 5 is nearing completion.
Upgrade of the air conditioning system in the arrivals hall at Ciampino is scheduled during the first half of 2009.

Infrastructures and buildings

The preliminary design for the installation of solar panels in two areas has been approved by the Civil Aviation Authority. The first installation will take place on the workshop roof during 2009, whilst the second installation will be carried out at the long-stay car park during 2010.

Works are in progress on a new control room for firefighters at Fiumicino.

Runways and aprons

At Fiumicino, work was completed on the upgrade of the BA connecting runway, utilized by aircraft taking off from runway 2, to strengthen the pavement. This runway is especially subject to heat and chemicals emitted by aircraft waiting to take off.
Structural upgrading works on runway 1 and the Alfa taxiway have been completed, including the intersection with runway 2, upgrading of the runway strip, construction of two new fast exits for aircraft landing from the south, and implementation of the luminous sign system for operations carried out in conditions of low visibility.
Works were also completed on runway 1 regarding the individual lamp monitoring system for operations in Cat. III low visibility conditions. The relative certificate of compliance was issued by the Civil Aviation Authority.

Resurfacing of the underpass for runway N° 2 is underway and which will be completed by the end of 2009.
Horizontal signs for aircraft aprons were also upgraded in accordance with new Civil Aviation Authority directives.

As regards Ciampino airport, extraordinary maintenance on runway 15/33 was completed, and the upgrade of road signs for aircraft aprons in the area in front of the hangar, in accordance with Civil Aviation Authority directives, will be completed by the end of April 2009.

Airport Development Plan

The Civil Aviation Authority's inquiry regarding the Airport Development Plan for 2008-2020 continued. This planning tool envisages infrastructure development at the airport in two phases – 2008-2013 and 2014-2020 – via a series of works aimed at optimizing the use of land at Fiumicino airport. The Civil Aviation Authority requested additional information regarding the new traffic scenarios. The inquiry will be completed with the granting of the technical go-ahead. It will then be possible to submit an environmental impact study to set in motion the environmental impact assessment procedure.

The final report of the Technical Advisory Program, set up as a collaboration between Changi Airport Consultant (CAC) and ADR SpA, was submitted in March, including delivery of in-depth surveys regarding development strategies and the development plan for the Roman airport system's infrastructures. The results of the contribution made by CAC are currently undergoing internal examination, so that the necessary plans for future investment and infrastructure needs can be drawn up.

In accordance with the preliminary agreement regarding the operation of Lazio's third airport in Viterbo, traffic data and technical and environmental inputs were submitted to IATA in order to draw up the master plan. The team coordinated by IATA will deliver the final version of the master plan by the end of April 2009.

Group personnel

Group headcount at March 31, 2009

The headcount as of March 31, 2009, compared with December 31, 2008, is broken down in the table below.

Category	March 31, 2009	Dec 31, 2008	Change
Managers	59	59	0
Supervisors	214	214	0
White-collar	1,687	1,659	28
Blue-collar	567	636	(69)
Total Group	**2,527**	**2,568**	**(41)**
including:			
on permanent contracts	*2,058*	*1,899*	*159*
on temporary contracts	*469*	*669*	*(200)*

and broken down by company as follows:

COMPANY	March 31, 2009			Dec 31, 2008			Change	Change	Change
	Perm. contract	Temp. contract	Total	Perm. contract	Temp. contract	Total	Perm. contract	Temp. contract	Total
ADR SpA	1,821	431	**2,252**	1,668	568	**2,236**	153	(137)	**16**
ADR Engineering SpA	42	3	**45**	44	3	**47**	(2)	0	**(2)**
ADR Tel SpA	18	1	**19**	17		**17**	1	1	**2**
ADR Advertising SpA	9	1	**10**	10	1	**11**	(1)	0	**(1)**
ADR Assistance Srl	168	33	**201**	160	97	**257**	8	(64)	**(56)**
Total Group	2,058	469	**2,527**	1,899	669	**2,568**	159	(200)	**(41)**

The Group's headcount fell by 41 compared with December 31, 2008, primarily due to:

- **ADR Assistance Srl**: down 56 following a reduction in the number of operations resulting from a low season decrease in traffic;
- **ADR SpA**: up 16 due to the combined effect of the conversion of temporary contracts, in force and otherwise, carried out in accordance with Law no. 247/07, and terminations arising from redundancy schemes connected with the initial phase of the redundancy procedure activated during the quarter.

Average Group headcount from December 31, 2008 to March 31, 2009

The average headcount between December 31, 2008 and March 31, 2009 is **2,290.2** full-time equivalents, broken down by category and type of contract as follows:

Category	Q1 2009	Q1 2008	Change
Managers	58.7	59.8	(1.1)
Supervisors	213.9	217.0	(3.1)
White-collar	1,488.3	1,454.8	33.5
Blue-collar	529.3	404.6	124.7
Total Group	**2,290.2**	**2,136.2**	**154.0**
including:			
on permanent contracts	*1,817.7*	*1,616.8*	*200.9*
on temporary contracts	*472.5*	*519.4*	*(46.9)*

and broken down by company as follows:

COMPANY	Q1 2009			Q1 2008			Change		
	Perm. contract	Temp. contract	Total	Perm. contract	Temp. contract	Total	Perm. contract	Temp. contract	Total
ADR SpA	1,595.6	431.6	**2,027.2**	1,546.20	516.8	**2,063.0**	49.4	(85.2)	**(35.8)**
ADR Engineering SpA	43.5	2.4	**45.9**	41.8	2.6	**44.4**	1.7	(0.2)	**1.5**
ADR Tel SpA	17.2	0.9	**18.1**	17.8	0	**17.8**	(0.6)	0.9	**0.3**
ADR Advertising SpA	9.8	0.5	**10.3**	11	0	**11.0**	(1.2)	0.5	**(0.7)**
ADR Assistance Srl	151.6	37.1	**188.7**	0	0	**0.0**	151.6	37.1	**188.7**
Total Group	1,817.7	472.5	**2,290.2**	1,616.8	519.4	**2,136.2**	200.9	(46.9)	**154.0**

For the **Group**, the average headcount rose by 154.0 full-time equivalents. This largely derives from the launching of activities by ADR Assistance Srl in July 2008 (up 188.7 full-time equivalents) and reduced operations connected with the decrease in traffic at Fiumicino and Ciampino airports for ADR SpA (down 35.8 full-time equivalents).

Organizational aspects

Regarding organization, the Infrastructures unit was reorganized with the creation of a single Operating and Maintenance hub aimed at providing dedicated planning and management of routine and extraordinary maintenance, as well as activities relating to Energy Services.
Moreover, with a view to including respect for the environment among the Company's service quality indicators, environmental responsibilities were reallocated to the Quality and Environment unit.

Industrial relations

On February 2, 2009 ADR SpA formally initiated a redundancy procedure pursuant to articles 4 and 24 of Law no. 223/91 and subsequent amendments.
Discussions with the labor unions, in accordance with the legal procedure, were initiated at the offices of the Industrial Union of the Province of Rome on February 5, 2009, and were concluded with the signing of an agreement on March 3.
Subsequently, in accordance with the special redundancy arrangements, the agreement was examined at regional level (Lazio Regional Authority – the Department of Employment, Equal Opportunities and Policies for Young People) and signed on March 10, 2009. The procedure was completed with ratification at central government level (the Ministry of Employment, Health and Social Policies) of the Regional Agreement.
The redundancy plan, which also involves ADR Tel SpA and ADR Engineering SpA, regards white-collar and blue-collar positions, which break down by company as follows: 280 positions at ADR SpA and 14 split amongst the subsidiary undertakings.
The agreements reached provide the opportunity for redundancy schemes, to be executed no later than April 15, 2009.
Administrative procedures were also initiated to obtain a Ministerial Decree to authorize and implement the plan.
During negotiations with the labor unions, certain actions aimed at mitigating the social impact of the plan, such as use of the Special Income Support Fund (CIGS) and reductions in working hours, were taken into account.

Training and refresher courses

Training and refresher courses were conducted in accordance with specific programs.
Customer care training courses continued, with the participation of 82 white-collar and blue-collar staff from various operating departments, with a total of 12 training days.
This course was aimed at fostering a behavioral model that raises awareness of the need for excellence in service provision.
Special attention was paid to occupational safety training with an average of 4.6 hours provided to each member of staff.
In-house training was primarily aimed at staff newly recruited to provide assistance to passengers with reduced mobility (PRM). The 24-hour training modules, with a total of 328 hours, were attended by 14 trainees.
In the same area, 18 sessions were held to raise awareness of PRM issues, with the participation of 230 staff concerned with this type of assistance for various reasons.
Eleven courses, with 18-hour modules, were also given to 42 logistics staff (General Warehouse Department and Duty Free Shops). Nine courses regarding "Individual assessment of knowledge of working tools and their safety use" were also provided.
External training was provided to Flightcare Italia SpA, amounting to a total of 1,200 hours.

Health and safety at the workplace, data protection and corporate social responsibility

During the first quarter 2009, with regard to the provisions of Legislative Decree no. 81/08, health and environmental risk assessments (chemical agents, carcinogenic agents, biological agents, computer screens, exposure to noise, physical handling of loads) were completed, as well as those relating to the level of exposure to vibrations for personnel in the sectors concerned.
A document was drawn up regarding assessment of fire risks in new workplaces, and the plan regarding health and safety improvements (analysis of risks deriving from structural elements) for the sectors concerned was completed.
In compliance with legal provisions, assessment was completed of the technical and professional requirements regarding health and safety at companies with whom contracts have been signed, regardless of their legal form.

Finally, planning of the “work-related stress” risk assessment survey was launched.
On the corporate social responsibility front, membership of the EU Leonardo da Vinci Lifelong Learning Program was promoted in order to foster an equal opportunities culture regarding corporate practices and processes, and a partnership was entered into with the European “Healthy and safe workplaces” campaign in order to raise awareness of health and safety at the workplace.

Subsequent events

<u>Legal and regulatory framework</u>

- “Thousand-Extensions Decree” and airport fees

Law no. 14 of February 27, 2009, which converted Legislative Decree no. 207 of December 30, 2008, regarding “Extension of terms provided for under urgent legislative and financial measures” (the so-called “Thousand-Extensions Decree”) was published in Official Gazette no. 49 of February 28, 2009.
Art. 28, “Airport fees”, regards an amendment to art. 21 *bis* of Legislative Decree no. 248/2007 (converted into Law no. 31 of February 28, 2008), which extends the term for issuing interministerial decrees relating to the determination of airport fees (pursuant to art. 11.9, paragraph 1, of Law no. 248/2005) from December 31, 2008 to December 31, 2009.

- Tariffs – freezing and reduction

Law no. 2 of January 28, 2009 (published in Official Gazette no. 22 of January 28, 2009), which converted Legislative Decree no. 185 of November 29, 2008, the so-called “anti-crisis package”, provides for, until December 31, 2009, suspension of the application of government regulations that authorize government authorities to issue directives regarding the revision of fees, subsidies or tariffs charged to physical or legal persons linked to the inflation rate or other automatic mechanisms, with the exception of measures aimed at merely recovering higher costs actually incurred, or regarding water supply, electricity and gas tariffs, without taking into account any reductions.

- Legal developments regarding the regulation of fees – Planning Agreement

The Decree of the Ministry of Infrastructure and Transport of December 10, 2008, in which the Guidelines prepared by the Civil Aviation Authority, in application of the Ministerial Ruling regarding the regulation of fees for airport services offered on an exclusive basis, are approved and the previous Interministerial Decree 41/T is revoked, was published in Official Gazette no. 42 of February 20, 2009.

- Modification of the use of the fire prevention fund

Law no. 2 of January 28, 2009, which was published in Official Gazette no. 22 of December 28, 2008, converted Legislative Decree no. 185 of November 29, 2008, the so-called “anti-crisis package”.
With this conversion a new paragraph, 3 *bis*, was added to art. 4, which modifies the use of the fire prevention fund (established under art. 1, paragraph 1328, of the 2007 Finance Act). The fund is contributed to by the airport operator in proportion to the amount of traffic generated.
As of January 1, 2009, 40% of the fund will be used to implement public safety agreements, to be signed year on year between the government and firefighters’ unions in order to improve the quality of safety assistance provided by the firefighters at national level, whilst 60% is aimed at promoting more effective provision of public safety services by firefighters, including specific amounts earmarked for the setting up of a special fund to finance urgent technical assistance provided to external parties.

- EC Directive – airport fees

Directive 2009/12/EC issued by the European Parliament and Council on March 11, 2009 regards airport fees (Text with European Economic Area (EEA) relevance) was published in the Official Gazette of the European Union of March 14, 2009. This directive establishes common

standards for the collection of fees and applies to European Union airports with more than 5,000,000 passenger traffic movements per annum.
The directive does not apply to the determination of fees regarding handling or assistance to passengers with reduced mobility. The directive opens up the possibility of negotiating fees with airport users in accordance with well-defined periodic procedures and provides for establishment of an independent supervisory body responsible for ensuring correct application of the measures adopted. Compliance with this directive might entail amendment of the current legal framework established by Law no. 248/05 (so-called "system requirements") and CIPE Resolution no. 51/08.

- Penalties for infringement of the provisions of EC Regulation no. 1107/2006 concerning the rights of disabled persons and persons with reduced mobility when traveling by air

Legislative Decree no. 24 of February 24, 2009 (published in the Official Gazette of March 24, 2009) stipulates clearly specified fines (up to 120,000 euro) for both carriers and airport operators. The infringements include denial of boarding to PRM passengers, failure to provide information, failure to designate reception areas at airports, failure to assist PRM passengers and failure to train staff.

- Cargo contract

On February 17, 2009 ADR SpA notified Flightcare Italia SpA that the company has been provisionally awarded a contract regarding the sub-concession of a portion of the Cargo building. The contract will be definitively awarded once Flightcare Italia SpA has submitted all the necessary documentation requested in the call for tenders.

- Bilateral agreements

Art. 19, paragraph 5 *bis*, of Law no. 2 of January 28, 2009 (published in Official Gazette no. 22 of January 28, 2009), which converted Legislative Decree no. 185 of November 29, 2008, the so-called "anti-crisis package", commits the government to promoting "the drawing up of new bilateral agreements in the air transport sector, including the amendment of current agreements, in order to extend the number of carriers allowed to operate on domestic, international and intercontinental routes, as well as increasing the frequency and number of destinations that each party is allowed to operate".

- Data Protection Code – Security Planning Document

On March 31, 2009 the Security Planning Document was updated pursuant to Legislative Decree no. 196/2003.

Litigation

- Antitrust Authority investigation A376 – appeal before Lazio Regional Administrative Court

On January 9, 2009 ADR SpA contested the Antitrust Authority ruling notified on November 3, 2008 before the Lazio Regional Administrative Court, requesting its cancellation with prior suspension. ADR SpA considers the ruling to be illegitimate, as well as the consequent fine of 1,660 thousand euros, specifically because:

- it was adopted on the basis of a defective preliminary inquiry by the Authority, which misrepresented the statements made by the parties concerned and the content of the investigative documents, thereby ignoring their decisive importance for the purposes of assessing the dispute;
- it exposed the Company to a risk of indiscriminate claims.

At the hearing held to discuss the application for suspensive relief on January 28, 2009, ADR withdrew its request for suspension and, together with the Attorney General's Office, requested a hearing to be held shortly on the merits of the case. This hearing was scheduled for April 22, 2009. On March 31, 2009 IBAR filed a request to postpone the hearing (April 22).
On March 31, 2009 BAS Srl and SFS filed a request to postpone the hearing (April 22).
ADR SpA opposed the requests, maintaining that the hearing should be held on April 22. The appeal was not discussed on this date and the hearing was adjourned until July 8, 2009.

- CIPE Directive no. 38/07 – appeal before Lazio Regional Administrative Court

On March 25, 2009 ADR SpA presented additional arguments supporting its appeal before Lazio Regional Administrative Court against the Ministerial Decree of December 10, 2008, published in Official Gazette no. 42 of February 20, 2009, which approves the Civil Aviation Authority's Guidelines and abolishes the previous Ministerial Decree, which was never published in the Official gazette and was appealed by ADR SpA. A date for the hearing on the merits is awaited.

- System requirements

With regard to ADR SpA's complaint to the European Commission, asking it to examine the provisions of Legislative Decree no. 211/2005 regarding so-called "system requirements", which was subsequently included in Legislative Decree no. 203/2005, as converted into Law no. 248/2005, the Commission recently announced its intention not to take the matter any further, even it its arguments are debatable.

- Appeal regarding fees charged by airport operators for aircraft refueling

Assaero (the National Association of Airline Carriers and Air Transport Operators) and Blu Panorama lodged an appeal with the Lazio Administrative Court, with a request for revocation, against the Civil Aviation Authority's memorandum of September 15, 2006 (protocol no. 60600), with which the Civil Aviation Authority communicated the results of its investigation of the companies involved in managing all aspects of airport activities "in order to analyze the correlation between the costs incurred and the amount airport operators charge oil companies on a lump sum basis".
With sentence no. 11154/2007 the Administrative Court rejected the appeal. The carriers lodged an appeal on January 2, 2008. Council of State sentence no. 1416/2009 upheld the appeal.
Whilst confirming that airport operators can legitimately request payment of so-called "fuel royalties", insofar as the royalties are effectively linked to the costs incurred by operators, and acknowledging the Civil Aviation Authority's role in regulating the application of the royalties by operators, the Council of State ruled that the Authority must exercise this power via prior examination of concrete and reliable data, with immediate reference to the cost structure of the activities subject to regulation. This means that, as things stand, the Authority can determine the degree to which the royalties are linked to the costs incurred by the various operators for both the past and the future, issuing new rulings cancelling or replacing previous ones, including any not appealed or not yet declared illegitimate. Further information on the latest developments is provided in the section "Events after March 31, 2009".

- Alitalia Group in special administration

A series of sentences passed by the Bankruptcy Court in Rome have declared the following companies bankrupt: Alitalia – Linee Aeree Italiane SpA in AS, Volare SpA in AS, Alitalia Express SpA in AS, Alitalia Servizi SpA in AS and Alitalia Airport SpA in AS. As a result, ADR SpA has filed proof of claims. With regard to Alitalia – Linee Aeree Italiane SpA, ADR SpA's claims will be dealt with at a hearing to be held on June 16, 2009, with regard to AZ Servizi SpA in AS the hearing is on October 29, 2009, for AZ Airport SpA in AS October 15, 2009, for Volare SpA in AS May 13, 2009 and Alitalia Express SpA June 10, 2009.

GROUP FINANCIAL REVIEW

Reclassified income statement

(€000)

2008		First Quarter 2009		First Quarter 2008		Change
570,132	A.- REVENUES	118,689	100.0%	119,890	100.0%	(1,201)
8,678	Capitalized costs and expenses	1,103		2,112		(1,009)
578,810	B.- REVENUES FROM ORDINARY ACTIVITIES	119,792		122,002		(2,210)
(210,266)	Cost of materials and external services	(44,898)	(37.8%)	(46,908)	(39.1%)	2,010
368,544	C.- GROSS MARGIN	74,894	63.1%	75,094	62.6%	(200)
(118,989)	Payroll costs	(30,023)	(25.3%)	(29,061)	(24.2%)	(962)
249,555	D.- GROSS OPERATING INCOME	44,871	37.8%	46,033	38.4%	(1,162)
(104,852)	Amortization and depreciation	(26,833)		(25,820)		(1,013)
(2,580)	Other provisions	(2,560)		(191)		(2,369)
(582)	Provisions for risks and charges	(2,382)		(1,154)		(1,228)
(45,199)	Other income (expense), net	(502)		(634)		132
96,342	E.- OPERATING INCOME	12,594	10.6%	18,234	15.2%	(5,640)
(81,659)	Financial income (expense), net	(18,843)	(15.9%)	(20,465)	(17.1%)	1,622
14,683	F.- INCOME BEFORE EXTRAORDINARY ITEMS AND TAXES	(6,249)		(2,231)		(4,018)
(4,653)	Extraordinary income (expense), net	(20,896)		(792)		(20,104)
10,030	G.- INCOME BEFORE TAXES	(27,145)		(3,023)		(24,122)
(28,299)	Income taxes for the period	(4,001)		(5,554)		1,553
10,604	Deferred tax assets	7,566		2,639		4,927
(7,665)	H.- NET INCOME FOR THE PERIOD	(23,580)		(5,938)		(17,642)
	including:					
605	- Minority interest	(1,350)		9		(1,359)
(8,271)	**- Group interest**	**(22,230)**		**(5,947)**		**(16,283)**

The economic downturn and the start-up of the new Alitalia, which has reduced the number of flights operated, have had a negative impact on traffic using the Roman airport system, which has recorded a reduction in its main components (passengers and movements down 5.4%).

In response to the decrease in activity, the Group has begun taking steps to cut costs. The most important of these regards the restructuring plan embarked on in February, with the initiation of a redundancy procedure pursuant to Law no. 223/91.

The decline in traffic and provisions made during the period for charges relating to the redundancy procedure have had an impact on the Group's results for the first quarter, a period that, besides anything else, marks the low season for air transport.

Revenues, amounting to 118.7 million euros, are down 1.0% on the same period of 2008, reflecting a 2.3% reduction in non-aviation revenues and substantially stable aviation revenues (up 0.4%).

Aviation revenues benefited from the new assistance service for passengers with reduced mobility, which was launched in July of last year by the subsidiary undertaking, ADR Assistance Srl, and generated income of 1.9 million euros. Aviation revenues also reflect an increase in airport fees, which are up 0.5% thanks to a more favorable traffic mix. Revenues from the management of centralized infrastructures and security services are, in contrast, down 2.2% and 7.8%, respectively, as a result of the contraction in traffic.

The 2.3% reduction in “non-aviation” revenues primarily reflects a 14.4% decrease in income from car parking, compared with the 9% reduction in the potential market, represented by outgoing passengers. This is due to increased competition and the general decline in consumer spending.
Direct retail sales are also down, falling 2.5% as a result of the reduction in traffic, whilst revenues from the sale of advertising space registered a reduction of 7.7%, due to the ongoing weakness of this sector, and those generated by canteens a decrease of 33.6%. Income from sub-concessions and utilities are, in contrast, up 1.4%, with revenues from retail sub-concessions driven by the “food and beverage” segment.
Capitalized costs and expenses are also down 1.0 million euros compared with the comparative period, reflecting the reduction in the Group’s investment. Revenues from ordinary activities thus register a decline of 1.8%.

The cost of materials and external services is down 4.3%, thanks to cost cutting and, above all, a reduction in the fees paid for consultants and professional services.
Payroll costs, on the other hand, have risen 3.3% due to an increase of 154 in the average headcount. This reflects the activities of the subsidiary undertaking, ADR Assistance Srl, which began operating during the second half of last year.

The reduction in operating costs, amounting to 1.4% compared with the 1.8% decline in revenues, thus results in a 2.5% reduction in EBITDA, which totals 44.9 million euros.

The 30.9% decrease in EBIT, totaling 12.6 million euros for the first quarter, compared with the 18.2 million euros of the same period of 2008, is more significant than the reductions in the other margins. This reflects a 1.0 million euro increase in depreciation and amortization, and a 3.6 million euro rise in provisions for doubtful accounts and for risks and charges.

The substantial fall in interest rates, which began towards the end of the previous year, is reflected in borrowing costs, which, compared with the first quarter of 2008, have also benefited from the partial restructuring of the Group’s debt, which was implemented in March 2008 and completed in June. This involved refinancing the Group’s debt on more favorable terms and a reduction in borrowings by approximately 19 million euros. Therefore, net financial expense is down 1.6 million euros with respect to the same period of 2008.

Pre-tax income was negatively impacted by the above-mentioned provisions, recorded in extraordinary items, for restructuring charges, totaling 20.9 million euros.

As a result of the above performance, the ADR Group reports a net loss of 22.2 million euros for the first quarter of 2009, compared with a net loss of 5.9 million euros for the same period of the previous year.

Reclassified balance sheet

(€000)

03-31-2008		03-31-2009	12-31-2008	Change
	A. - NET FIXED ASSETS			
2,026,571	Intangible fixed assets *	1,976,849	1,991,210	(14,361)
150,239	Tangible fixed assets	168,865	170,528	(1,663)
3,458	Non - current financial assets	3,414	3,414	0
2,180,268		2,149,128	2,165,152	(16,024)
	B. - WORKING CAPITAL			
18,282	Inventory	21,939	21,922	17
158,061	Trade receivables	169,092	157,953	11,139
26,385	Other assets	43,523	37,154	6,369
(177,650)	Trade payables	(140,818)	(162,221)	21,403
(31,343)	Allowances for risks and charges	(49,610)	(29,538)	(20,072)
(86,584)	Other liabilities	(113,652)	(106,733)	(6,919)
(92,849)		(69,526)	(81,463)	11,937
2,087,419	C. - INVESTED CAPITAL, minus short-term liabilities (A+B)	2,079,602	2,083,689	(4,087)
37,838	D. - EMPLOYEE SEVERANCE INDEMNITIES	36,589	37,392	(803)
2,049,581	**E. - INVESTED CAPITAL, minus short-term liabilities and E.S.I. (C-D)**	**2,043,013**	**2,046,297**	**(3,284)**
	financed by:			
	F. - SHAREHOLDERS' EQUITY			
725,121	- Group interest	700,567	722,797	(22,230)
1,980	- Minority interest	198	1,554	(1,356)
727,101		700,765	724,351	(23,586)
1,413,369	G. - MEDIUM/LONG-TERM BORROWING	1,490,611	1,493,369	(2,758)
	H. - NET SHORT-TERM BORROWING (NET CASH AND CASH EQUIVALENTS)			
22,620	.Short-term borrowing	22,591	16,873	5,718
(113,509)	.Cash and current receivables	(170,954)	(188,296)	17,342
(90,889)		(148,363)	(171,423)	23,060
1,322,480	(G+H)	1,342,248	1,321,946	20,302
2,049,581	**I. - TOTALE AS IN "E" (F+G+H)**	**2,043,013**	**2,046,297**	**(3,284)**
1,786,532	*(*) including the value of the concession totaling*	*1,737,248*	*1,749,569*	*(12,321)*

As of March 31, 2009 the Group's invested capital amounts to 2,043.0 million euros, representing a slight decrease of 3.3 million euros compared with the end of the previous year. This reflects the combined effect of a reduction in net fixed assets and an increase in working capital.

Implementation of the Parent Company's substantial infrastructure investment program has slowed since the end of 2008. As a result, depreciation for the period is higher than the value of investment, leading to a 16.0 million euro decline in fixed assets.

Overall, working capital is up 11.9 million euros compared with December 31, 2008.

The growing financial tensions affecting the air transport sector, combined with the typical seasonal slowdown in this period of the year, have resulted in a 11.1 million euro increase in trade receivables. "Other assets", which are up 6.4 million euros, have also played a role in the rise in working capital, substantially as a result of increased deferred tax assets and reduced trade payables, which have fallen 21.4 million euros partly due to reduced investment activity.

The restructuring plan, on the other hand, has resulted in an increase in provisions for risks and charges, whilst taxation for the period is also up, leading to an increase in "Other liabilities".

In terms of funding, shareholders' equity has declined by 23.6 million euros due to the loss for the period, whilst net debt of 1,342.2 million euros is up 20.3 million euros on the end of the previous year.

Consolidated net debt

(€000)

	03-31-2009	12-31-2008	Change
Titles - Bonds	(2,758)	0	(2,758)
Due to banks	293,350	293,350	0
Due to other financial institutions:	1,200,019	1,200,019	0
A- MEDIUM/LONG -TERM BORROWING	**1,490,611**	**1,493,369**	**(2,758)**
Due to banks	2,826	2,966	(140)
Due to other financial institutions	19,765	13,907	5,858
Short-Term Borrowing	**22,591**	**16,873**	**5,718**
Receivables due from others	(51,822)	(45,935)	(5,887)
Cash on hand and in banks	(119,132)	(142,361)	23,228
Cash and current receivables	**(170,954)**	**(188,296)**	**17,342**
B- NET SHORT-TERM BORROWING (NET CASH AND CASH EQUIVALENTS)	**(148,363)**	**(171,423)**	**23,060**
NET DEBT (A+B)	**1,342,248**	**1,321,946**	**20,302**

In detail, there has been an overall reduction in the medium/long-term component deriving from the Parent Company's purchase in the market, on February 13, 2009, of a portion of the A4 bonds issued by the special purpose vehicle, Romulus Finance Srl. The bonds, which had a face value of 4 million pounds sterling, were purchased at a price of 2.8 million euros (equal to 2.4 million pounds).

The short-term component of debt has risen 23.1 million euros overall, with 5.7 million euros regarding accrued interest for the period payable in the short-term, and 17.3 million euros the reduction in net liquidity.

Statement of cash flows
(€000)

	First Quarter 2009	First Quarter 2008
A.- NET CASH AND CASH EQUIVALENTS - opening balance	**171,423**	**190,085**
B.- CASH FLOWS FROM (FOR) OPERATING ACTIVITIES		
Net income (loss) for the period	(23,580)	(5,938)
Amortization and depreciation	26,833	25,820
(Gains) losses on disposal of fixed assets	0	(1)
(Revaluations) write-downs of fixed assets	0	(3)
Net change in working capital	(11,937)	25,239
Net change in employee severance indemnities	(803)	(5)
	(9,487)	45,112
C.- CASH FLOWS FROM (FOR) INVESTING ACTIVITIES		
Investment in fixed assets:		
.intagible	(7,529)	(28,296)
.tangible	(3,373)	(16,897)
.financial	(2,758)	(472)
Proceeds from disposal, or redemption value of fixed assets	93	507
	(13,567)	(45,158)
D.- CASH FLOW FROM (FOR) FINANCING ACTIVITIES		
New loans	0	0
Repayments of loans	0	(99,150)
	0	(99,150)
E.- DIVIDENDS PAID	(6)	0
G.- CASH FLOW FOR THE PERIOD (B+C+D+E+F)	(23,060)	(99,196)
H.- NET CASH AND CASH EQUIVALENTS - closing balance (A+G)	**148,363**	**90,889**

The above performance has resulted in an operating cash outflow of 9.5 million euros during the first quarter of 2009, after debt servicing. Net investment during the period, amounting to 13.6 million euros and significantly down on the previous first quarter, was financed from net cash and cash equivalents at the beginning of the period.

The Group thus recorded a net cash outflow of 23.1 million euros during the period, reducing net cash and cash equivalents to 148.4 million euros at March 31, 2009.

Analysis of net debt

(€000)

2008		First Quarter 2009	First Quarter 2008
(1,322,434)	**A.- NET FINANCIAL BORROWING - opening balance**	**(1,321,946)**	**(1,322,434)**
249,555	EBITDA	44,871	46,033
(42,081)	Net change in operating working capital	(35,119)	21,666
(451)	Net change in employee severance indemnities	(803)	(5)
(2,887)	Other income (exp.), net	(502)	(635)
(5,177)	Extraordinary income (exp.), net	(20,896)	(792)
(20,511)	Current taxes paid	(240)	(598)
14,005	Other assets/liabilities (included allowances for risks and charges)	20,709	(1,426)
192,453	**B.- OPERATING CASH-FLOW**	**8,020**	**64,243**
(109,745)	Capex (tangibles, intangibles and financial)	(10,902)	(45,665)
755	Proceeds from disposal, or redemption value of fixed asset	93	507
83,463	**C.- FREE CASH-FLOW**	**(2,788)**	**19,085**
(81,953)	Financial income (exp.), net	(17,507)	(19,131)
(1,022)	Dividends paid	(6)	0
488	**D.- NET CASH-FLOW**	**(20,302)**	**(46)**
(1,321,946)	**F.- NET BORROWING - closing balance (A+E)**	**(1,342,248)**	**(1,322,480)**

EVENTS AFTER MARCH 31, 2009

Compared with the same period of 2008, traffic using the Roman airport system during the period January-April 2009 registered the following performance, broken down into segments for Fiumicino and Ciampino, and domestic and international traffic:

Data as of April 30, 2009 and changes with respect to the same period of 2008[1]

	ROME SYSTEM	Fiumicino	Ciampino	Domestic	International
Movements	120.348	103.101	17.247	54.295	66.053
D% vs PY	-6,5%	-5,9%	-9,8%	-6,8%	-6,2%
Mtow	9.034.933	8.165.521	869.412	3.308.405	5.726.528
D% vs PY	-1,4%	-0,7%	-7,1%	-2,6%	-0,7%
Total Pax	11.154.871	9.700.646	1.454.225	4.144.106	7.010.765
D% vs PY	-4,7%	-4,7%	-4,7%	-6,3%	-3,6%
Freight (Kg)	40.836.775	35.423.644	5.413.131	1.994.560	38.842.215
D% vs PY	-15,7%	-15,2%	-18,7%	-27,7%	-15,0%

International traffic breaks down into EU and non-EU traffic as follows.

	International	Intl' EU	Intl' Extra EU
Movements	66.053	45.157	20.896
D% vs PY	-6,2%	-12,1%	+9,5%
Mtow	5.726.528	3.109.863	2.616.665
D% vs PY	-0,7%	-9,5%	+12,3%
Total Pax	7.010.765	4.634.073	2.376.692
D% vs PY	-3,6%	-8,2%	+6,8%
Freight (Kg)	38.842.215	9.276.597	29.565.618
D% vs PY	-15,0%	-27,0%	-10,3%

Overall, the airport system reports a continuation of the downturn in traffic seen during the first quarter of 2009, with a 4.7% reduction in passengers, above all in the domestic (down 6.3%) and EU (down 8.2%) segments. Passengers heading to destinations outside the EU are up 6.8%.

Compared with the same period of 2008, passenger traffic at Fiumicino airport is down 4.7% in the first four months of 2009, with capacity also falling (movements down 5.9% and tonnage down 0.7%).

At Fiumicino, in terms of network development, in addition to increases in the frequency of flights to certain existing destinations (including a greater number of flights to London Heathrow and London Gatwick operated by British Airways), a number of new flights to and from various cities have been added and new airlines have arrived. These include Smart Wings, which flies to Prague, Cimber-Sterling and SAS, flying to Copenaghen, and Alitalia, which has re-introduced services to Valencia and Salonica. In the domestic segment, the carrier, Italia Tour Airlines, has initiated flights to Brescia and Crotone, whilst Lufthansa Italia has introduced services to Milano Malpensa, Blu-Express services to Lamezia Terme and Air Alps services to Perugia.
Ciampino continues to see a decline in passengers (down 4.7% over the year so far). During April, flights previously operated from Ciampino and recently transferred to Fiumicino were replaced by new services operated by a number of the airport's main airlines: EasyJet, which has added a further daily flight to Paris Orly, two flights a week to Berlin and three additional weekly flights to Basle, whilst Ryanair has opened up new routes to Edinburgh, Cagliari and Madrid (a second flight).

[1] Provisional data.

On 10 April 2009, Standard & Poor's lowered its rating of ADR SpA, reducing it from BB+ on "CreditWatch with negative implications" to BB with a stable outlook. The change in the rating, which reflects the expected fall in traffic as a result of the economic downturn, does not affect borrowings costs. As a result of this event, however, it has been necessary to again request the Group's creditor banks to extend the waivers previously granted with regard to the various trigger events. The authorization process relating to this request is still ongoing.

With regard to tax litigation, on 6 April 2009 the Tax Commission for the Province of Rome filed its sentence turning down the appeal brought by the Parent Company, ADR SpA, against the payment demands issued by Rome II Customs District Office for back taxes and the related interest, totaling 22.3 million euros. As a result, the Customs Office has revoked the suspension of execution of the payment demands.

The basis for the Customs Office's request for payment dates back to the period from January 1993 to January 1998 and regards VAT, excise duties and tobacco duties payable on sales through duty free shops located at Fiumicino airport. The Customs Office alleges that the sales exceeded duty free allowances in terms of quantity and value. Sales in excess of duty free allowances during the period from January 1993 to December 1995 have been estimated on the basis of the figures for the period from January 1996 to January 1998.

Backed up by the opinion of its tax experts, the Company remains convinced of the substantial and formal legitimacy of its behavior, and intends to appeal the Tax Commission's sentence in order to have it quashed.

On 22 April 2009 ADR SpA applied to the tax collection agent for permission to pay the amount provisionally due in installments. The agent informed the Company that it was willing to revoke execution of the relevant collection process and allow the debt to be paid in 36 installments, subject to payment on account of 4 million euros. The Company prepared an irrevocable payment order for this sum on 27 April 2009. Moreover, on 24 April 2009 the Company filed an application with the Customs Office for administrative suspension, until the Lazio Regional Tax Commission files its sentence, of collection of the sum due.

In response to the Council of State's sentence regarding the fees charged by airport operators for refueling services, on April 24, 2009 the Civil Aviation Authority notified the Company – via Assaeroporti – that it had withdrawn all its related rulings issued in accordance with Law 248/2005 as a self-protective measure.

The Authority, whilst defending its investigation, has thus referred the matter to the Ministry of Transport and the Ministry of the Economy as the issuers of the guidelines "on which the criteria to be adopted by the Civil Aviation Authority and operators in order to implement article 11-decies were based". At the same time, the Authority has invited carriers to notify the Ministry of Transport of their willingness to revise the above guidelines, in the light of the recommendations already made by the Authority, above all in view of the impact of the concession fee.

OUTLOOK

The Group confirms prior projections regarding the reduction in air traffic with respect to the previous year, although the reduction may not be as large as previously expected. Passengers using the Roman airport system in April was down 2.9% on the previous year (down 5.4% in the first quarter).

The coming months of May and June will provide a more reliable basis for predicting traffic volumes and their impact on the operating performance in 2009.

Implementation of the restructuring plan and the current round of cost cuts will enable the Group to partially make up the losses incurred in the first quarter.

Continuing tensions in the financial markets are making it increasingly difficult for customers to gain access to credit. In addition, the difficulties in collecting the already reduced amounts due from Alitalia now it is in special administration make it extremely important to ensure adequate cash flow in order to maintain the required level for the various financial ratios.

Investment, which is dependent on availability of the necessary financial resources, is expected to be down on the previous year.

THE BOARD OF DIRECTORS