

FOURTH SUPPLEMENT DATED 10 JANUARY 2022 TO THE BASE PROSPECTUS DATED 18 MARCH 2021



**Holding d'Infrastructures de Transport
Euro 5,000,000,000
Euro Medium Term Note Programme**

This fourth supplement (the “**Supplement**”) is supplemental to, forms part of and must be read and construed in conjunction with the base prospectus dated 18 March 2021 (the “**Base Prospectus**”), the supplements to the base prospectus dated 20 April 2021, 04 August 2021 and 15 November 2021, prepared by Holding d'Infrastructures de Transport (the “**Issuer**” or “**HIT**”) in connection with its Euro Medium Term Note Programme (the “**Programme**”) for the issuance of up to Euro 5,000,000,000 in aggregate nominal amount of notes (the “**Notes**”). Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement constitutes a supplement to the Base Prospectus for the purposes of Article 23 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 (the “**Prospectus Regulation**”) and has been approved by the Central Bank of Ireland (the “**CBI**”) as competent authority for the purpose of the Prospectus Regulation. The CBI only approves this Base Prospectus as meeting the requirements of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such an approval should not be considered as an endorsement of the Issuer that is the subject of this Base Prospectus nor as an endorsement of the quality of any Notes that are the subject of the Base Prospectus.

This Supplement has been prepared for the purpose of updating the section entitled “Recent Developments” to include:

- (i) information relating to the change in traffic levels for the period from 1 January to 31 December 2021 compared to the equivalent period in the previous years; and
- (ii) information relating to the sale of the entire minority stake in French company A'lienor held through SANEF.

IMPORTANT NOTICES

The Issuer accepts responsibility for the information contained in this Supplement and declares that to the best of its knowledge the information contained in this Supplement is in accordance with the facts and contains no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplement and (b) any other statement in, or incorporated by reference into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new fact, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since the publication of the Base Prospectus.

AMENDMENTS OR ADDITIONS TO THE BASE PROSPECTUS

With effect from the date of this Supplement the information appearing in the Base Prospectus shall be amended and/or supplemented in the manner described below.

DESCRIPTION OF THE ISSUER AND THE BUSINESS

The information set out below shall supplement the section of the Base Prospectus entitled “Description of the Issuer and the Business” on pages 80 to 99 of the Base Prospectus and be inserted in the section entitled “Recent Developments”, immediately after the sub-section entitled “Impact of the Covid-19 Pandemic”:

“Evolution of traffic levels

From 1 January to 31 December 2021, HIT internal figures show an increase in average daily traffic (number of vehicles) compared to the equivalent period in 2020 of 19.1 per cent and a decrease in average daily traffic (number of vehicles) compared to the equivalent period in 2019 of 10.2 per cent (*Source: SANEF*).

Disposal of entire minority stake in A'lienor

Abertis has reached a binding agreement regarding the disposal of the entire minority stake (equal to 35% of the capital and voting rights) of the French company A'lienor, concessionaire of the A65, Autoroute de Gascogne, held through SANEF.

The agreement follows the exercise of the pre-emption right by the main shareholder of A'lienor, Eiffage, in accordance with the shareholder agreement that was in force.

In the context of this transaction, SANEF has also sold to Eiffage the entire share capital (100%) of Sanef Aquitaine, the Operation & Maintenance operator of A'lienor.

The total consideration from the disposals of the two equity investments for SANEF was €223.4 million. The closing of the transactions occurred on 23 December 2021 after obtaining the relevant authorisations from the competent authorities and the entities providing financing to the entities that were sold.”