



PRESS RELEASE
Terni, January 19, 2016

TERNIENERGIA: signed agreement with Khalid Al Hamed Group LLC

- **Established in Abu Dhabi the JV Terniergia Middle East Power LLC, 51% owned by Al Hamed Group and 49% owned by TerniEnergia with share capital of 150,000 Dirhams**
- **Profits will be divided as follows: 75% to TerniEnergia and 25% to Khalid Al Hamed Group LLC**
- **TerniEnergia have the responsibility of management of the operational and industrial activities**

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TerniEnergia, smart energy company active in the fields of renewable energy, energy efficiency, waste and energy management, listed on the Star segment of the Italian Stock Exchange and part of Italeaf Group, as part of its international development strategy, finalized the establishment in Abu Dhabi of the company TerniErgia Middle East Power LLC under the UAE regulations, 51% owned by Khalid Al Hamed Group LLC and 49% by TerniEnergia, which will operate in the Middle East and the Gulf Cooperation Council (GCC), with registered capital of 150 thousand Dirhams.

Stefano Neri, Chairman and Ceo of TerniEnergia stated as follows:

“With the signing of the shareholders agreement between TerniEnergia and Al Hamed Group, we are taking a further step in the internationalization path of the Group. TerniEnergia aims to do this because of the targets of the business plan, that we will engage us in the development of important industrial activities abroad. We believe that business development in high-growth areas such as the Gulf and the Emirates, will be a major opportunity to strengthen the market position and maximize the prospects of value creation of the Group”.

In particular, TerniEnergia and Al Hamed Group have signed a shareholders' agreement which governs the operation of the company, subject to a strategic agreement already signed by the parties and communicated to the market on 29 April 2014. TerniErgia Middle East Power LLC have a Borad of Directors composed of two members in the persons of the Chairman and CEO Khalid Al Hamed Group LLC, Sheikh Khalid Bin Ahmed Al Hamed, and the Chairman and CEO of TerniEnergia, Stefano Neri. The profits from the activity of



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the company will be divided according to the following distribution: 75% to TerniEnergia and 25% to Khalid Al Hamed Group LLC.

The partnership between the two Groups, will see Khalid Al Hamed Group LLC engaged primarily in the management of relationships with government authorities in the area, in facilitating the authorization processes, in the acquisition of requirements and support in negotiations with financial partners and with the banking institutions to support the business development, and TerniEnergia with responsibility for management of the operational activities and the industrial sites. Through this management model, the parties aim to combine and enhance the know-how and technological expertise in the field of renewable energy and environmental industry of TerniEnergia with the financial capacity and business development skills of Al Hamed Group, allowing to TerniEnergia Middle East Power LLC a rapid growth process.

This press release is also available on the Company's website: www.ternienergia.com.

TerniEnergia, a company incorporated in September of 2005 and part of Italeaf Group, is the first Italian smart energy company and operates in renewable energy, energy efficiency, energy and waste management. TerniEnergia operates as system integrator, with a turn-key offer of industrial sized photovoltaic plants, on behalf of third parties and on its own, for the Power Generation business, also through joint venture companies with leading national players. TerniEnergia operates in the waste management sector, recovery of the material and energy, development and production of technologies. In particular, the Company is active in the recovery of tires out of use, in the treatment of biodegradable waste through the implementation of biodigesters, management of plant for the biological depuration; development and production of technological apparatus. Through TerniEnergia Gas & Power, the Group is active in the energy management, energy sales to energy intensive customers, software and services for energy management, administrative, financial and credit management. The Group is also active on the natural gas and liquefied natural gas (LNG) market, offering a range of services and activities in order to develop Client's business and achieve a competitive advantage providing the best market conditions and creating a high added value.

TerniEnergia operates in the development of energy efficient plants both through EPC scheme and FTT scheme (Financing Through Third Parties), pursuing the objectives of increasing energy production from renewable sources, of energy saving and reduction of emissions as set forth by environmental European policy.

TerniEnergia is listed on STAR segment of Borsa Italiana S.p.A..

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