



May 11th, 2015

CONFERENCE CALL DETAILS

The Company will hold a conference call for investors and analysts today at 18:30 (CET). Please find below conference call telephone numbers:

Spain: +34 91 789 5131 UK: +44 (0) 207 750 9908 USA: +1 866 388 1927

A recording of the conference call will be available for 30 days on the following telephone number:

Replay dial number: +34 91 787 9670

Access code: 339538#



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UPDATE AND KEY MESSAGES

- A set of relevant management decisions taken since we met in late February
 - Appointments of a new independent Board member and new Secretary non Director and Counsel of the Board.
 - A new organization launched to improve control, simplify and accelerate decision making
 - New compensation policy to be submitted to the General Shareholder Meeting, adapted to International Standards of Corporate Governance and more aligned with shareholders
 - 75% of variable and more weight in shares
 - 70% of variable linked to FCF, EBIT margin and order intake
 - Moving forward with our Strategic Plan, to be presented in the Investor Day (July the 8th)
- 1Q15 results are impacted in EBIT margin and FCF by seasonality and overruns in specific projects (Brazil & Lithuania)



MAIN HEADLINES

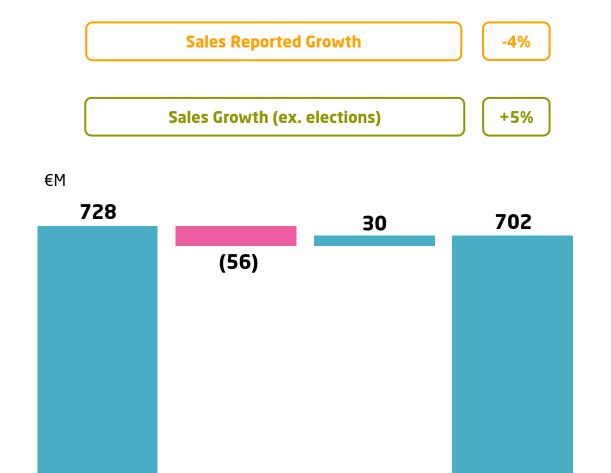
	1Q15	Variation Local currency / reported	1014	
1 Revenues (€M)	702	(5%) / (4%)	728	Strong underlying growth (+5%) ex-seasonality
EBIT margin Recurrent (1)	0.5%	(7.2 pp)	7.7%	 Seasonality and overruns in two projects (Brazil & Lithuania) accounting for 6.6 pp vs 1Q14
Free Cash Flow	(79)		21	 Worse operating evolution, overruns in Brazil & Lithuania and extraordinary collection (Suppliers' payment Plan in Spain and elections) in 1Q14
	1Q15	Variation	2014	
4 NWC (DoS)	86	+5	81	Expected reduction in DoS in 4Q15
Net Debt (€M)	741	+12%	663	Improvement of 0.2pp in debt cost

⁽¹⁾ Before non recurring costs of €4m in 1Q15 and €5m 1Q14



1 Revenues (EM) 2 Sign margin 3 Free Cash Flour 4 NWC (003) # 5 Net Debt (EM)

1 SOLID REVENUES GROWTH EX-SEASONALITY (+5%)



Elections

Underlying

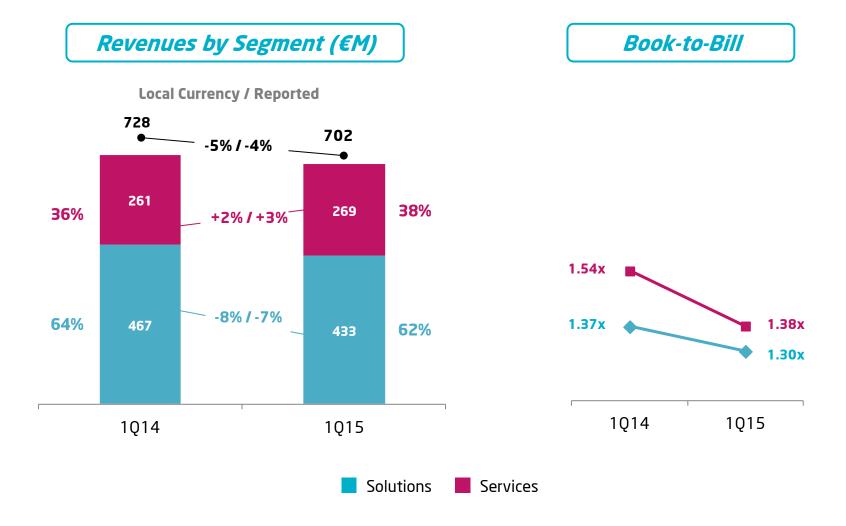
1Q15



1Q14



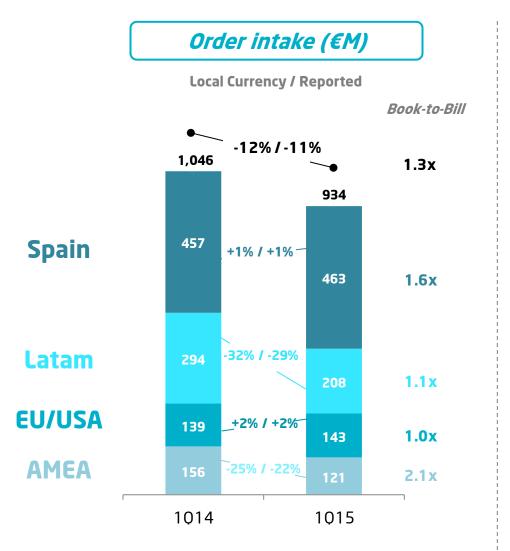
1 SERVICES REVENUES GREW LOW SINGLE DIGIT IN LOCAL **CURRENCY**







1 REVENUES UP IN SPAIN FOR THREE QUARTERS IN A ROW, AMEA DOWN ON SEASONALITY



Revenues (€M)

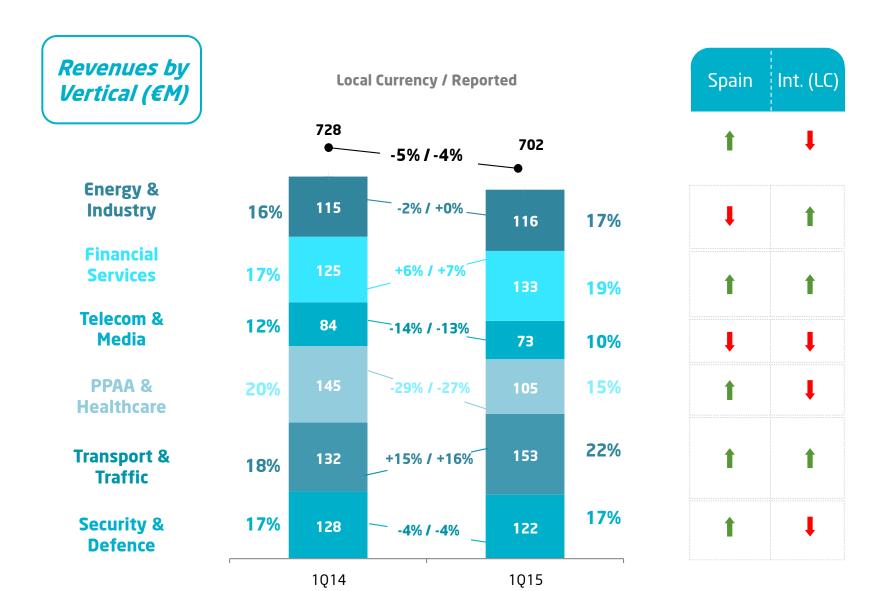






TRANSPORT & TRAFFIC AND FINANCIAL SERVICES GROWING

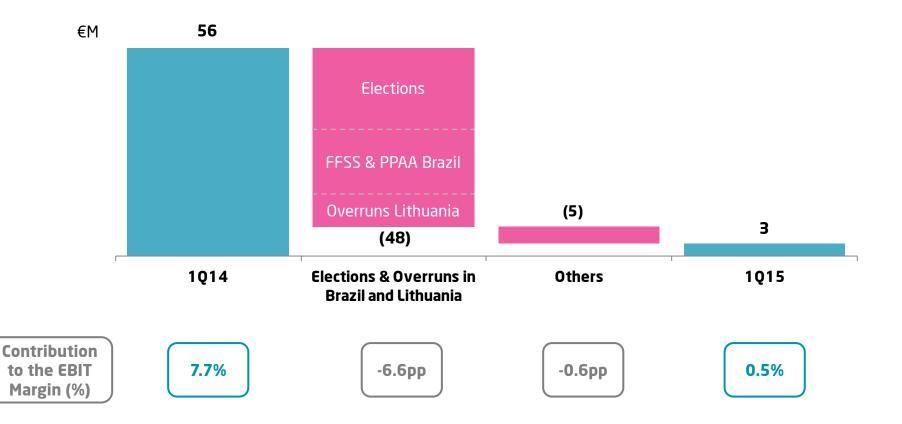






Revenues (Ent) Revenues (Ent) Revenues (Ent) Revenues (Ent) Net Debt (Ent)

2 RECURRENT EBIT MARGIN IMPACTED BY SEASONALITY AND OVERRUNS IN BRAZIL AND LITHUANIA





MANAGEMENT ACTIONS ON UNDERPERFORMING BUSINESSES



Lithuania

- Flagship project which combines for the first time both signaling & intelligent control system. It is opening new opportunities in the region
- Overruns are due to changes in the original terms of the contract

Brazil

Current situation

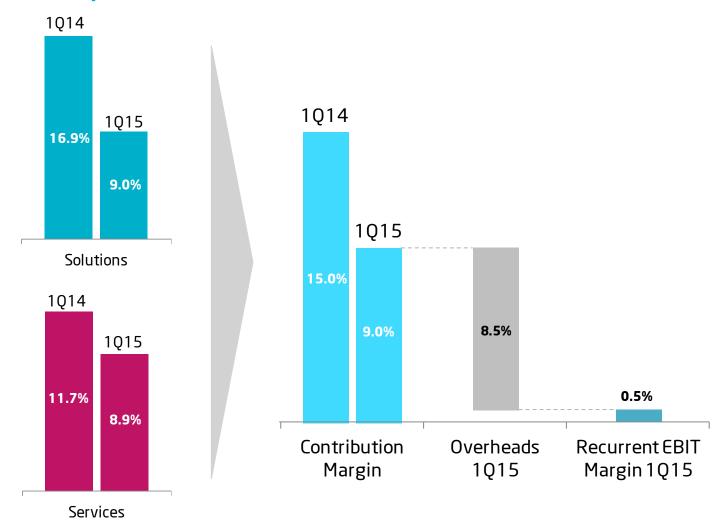
- Execution problems in a set of specific projects related to financial entities and PPAA (SAP Implementation)
- Multiyear contracts impacting profitability and Working Capital

Management actions

- New CEO of Brazil appointed
- New project management team sent from Madrid
- Negotiations opened with suppliers and customers
- Local cost cutting program already in place



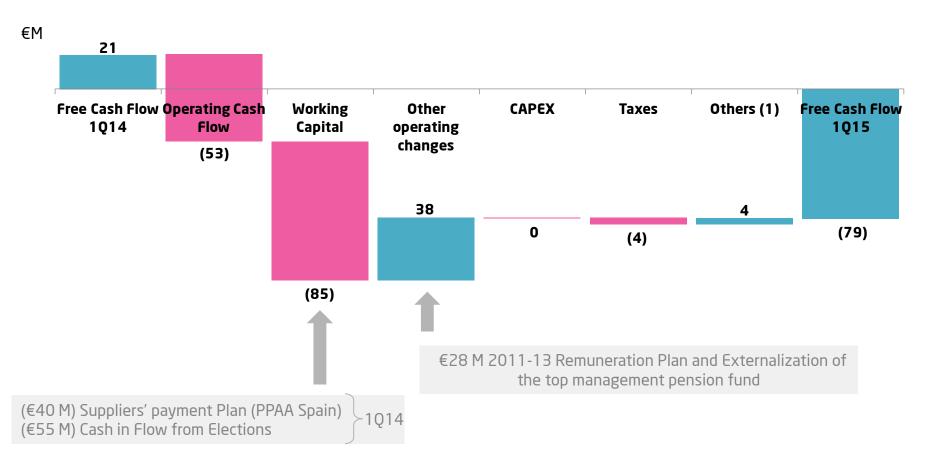
2 MARGIN PRESSURE REMAINS IN BOTH SERVICES AND SOLUTIONS, DRIVING RECURRENT EBIT MARGIN DOWN





3 FREE CASH FLOW BRIDGE





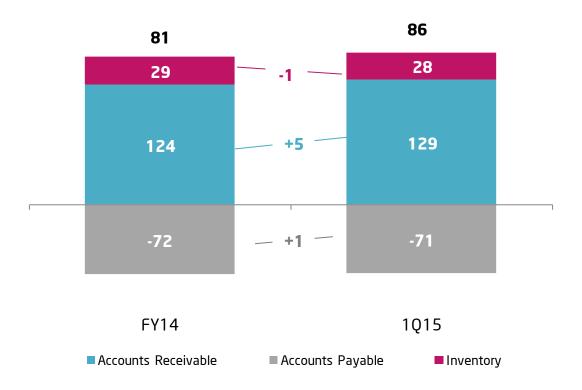
(1) Others includes: Financial investments & Treasury Stocks, and Dividends



4 NET WORKING CAPITAL INCREASED IN 5 DAYS VS DEC 2014



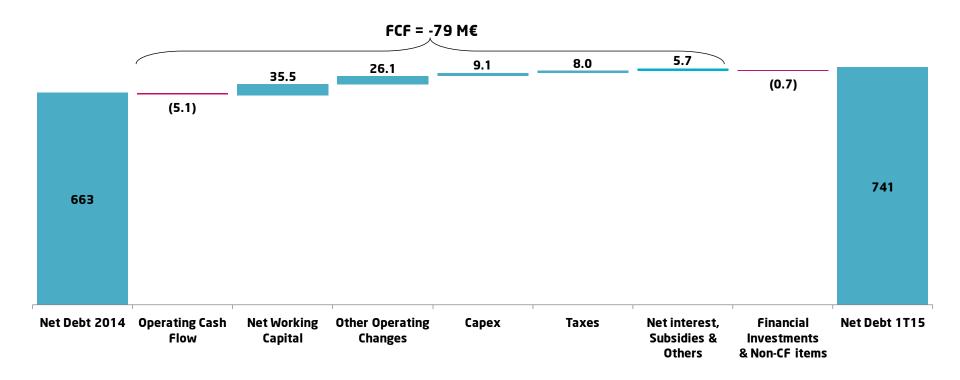
Equivalent Days of Sales (DoS)





NET DEBT BRIDGE



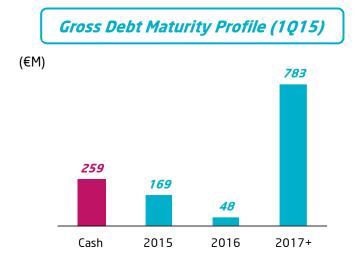


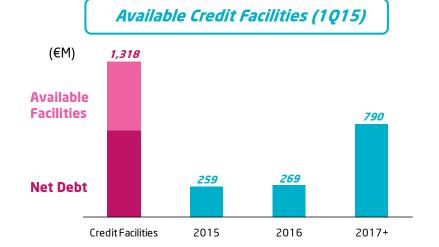


DEBT STRUCTURE



	10	15	20	14
(€M)	Total	% of total	Total	% of total
L/T Debt	831	83%	826	86%
S/T Debt	169	17%	131	14%
Gross Debt	1,000	100%	957	100%
Cash & Others	259	n.m.	294	n.m.
Net Debt	741	n.m.	663	n.m.
Cost of Net Debt	4.3%		4.5%	







CLOSING REMARKS

- Corporate management decisions already taken:
 - Changes in the Board
 - New Remuneration policy
 - New Organization
- Executing plan for underperforming projects in Brazil & Lithuania
- Moving forward with our Strategic Plan, to be presented in our Investor Day on
 July the 8th
- No dividend payment to be proposed for fiscal year 2014

ANNEX: P&L

	1Q15	1Q14	Variation	
	€M	€M	€M	%
				
Revenues	702.5	728.4	(25.9)	(4)
Other income	33.2	15.6	17.6	113
Materials consumed and other operating expenses	(332.0)	(309.0)	(23.0)	7
Personnel expenses	(369.0)	(363.9)	(5.1)	1
Other results	(0.4)	(0.3)	(0.0)	NA
Gross Operating Profit (recurrent EBITDA)	34.2	70.7	(36.5)	(52)
Depreciations	(30.9)	(14.6)	(16.3)	112
Recurrent Operating Profit (EBIT before non recurring costs)	3.3	56.2	(52.8)	(94)
Recurrent EBIT margin (before non recurring costs)	0.5%	7.7%	(7.2)	
Non recurring costs	(4.3)	(5.3)	1.0	(19)
Net Operating Profit (EBIT)	(0.9)	50.9	(51.8)	(102)
EBIT Margin	(0.1%)	7.0%	(7.1)	
Financial results	(12.6)	(13.2)	0.7	(5)
Share of profits (losses) of associates and other investees	(2.0)	3.4	(5.4)	NA
Earnings Before Taxes	(15.5)	41.0	(56.5)	(138)
Income tax expenses	(4.1)	(8.6)	4.5	(53)
Profit for the period	(19.6)	32.4	(52.0)	(160)
Attributable to minority interests	0.0	(0.9)	0.9	NA
Net Profit	(19.6)	31.5	(51.1)	(162)
Net Profit recurrent	(16.5)	35.7	(52.1)	(146)



ANNEX: BALANCE SHEET

	1Q15 M€	2014 M€	Variation M€
	4544	407.0	(2.0)
Property, plant and equipment	124.4	127.3	(2.9)
Intangible assets	290.7	289.8	0.9
Investments in associates and other investments	85.3	89.5	(4.2)
Goodwill	581.0	583.3	(2.3)
Deferred tax assets	128.0	116.0	11.9
Non-current assets	1,209.5	1,206.1	3.4
Non-current net assets held for sale	7.1	7.7	(0.6)
Operating current assets	1,829.2	1,841.2	(12.0)
Other current assets	126.8	132.5	(5.7)
Cash and cash equivalents	258.5	293.9	(35.3)
Current assets	2,221.6	2,275.2	(53.6)
TOTAL ASSETS	3,431.1	3,481.3	(50.2)
Share Capital and Reserves	900.5	942.5	(42.0)
Treasury stock	(1.5)	(1.6)	0.1
Equity attributable to parent company	899.0	940.9	(41.9)
Minority interests	13.6	12.7	0.9
TOTAL EQUITY	912.6	953.6	(40.9)
Provisions for liabilities and charges	40.7	40.4	0.3
Long term borrowings	831.1	825.7	5.4
Other financial liabilities	21.0	8.9	12.1
Deferred tax liabilities	0.1	1.8	(1.7)
Other non-current liabilities	32.2	35.0	(2.8)
Non-current liabilities	925.2	911.9	13.3
Current borrowings	168.8	130.9	37.9
Operating current liabilities	1,145.5	1,193.0	(47.5)
Other current liabilities	279.0	292.0	(12.9)
Current liabilities	1,593.3	1,615.8	(22.5)
TOTAL EQUITY AND LIABILITIES	3,431.1	3,481.3	(50.2)
Net debt	741.3	662.7	78.6



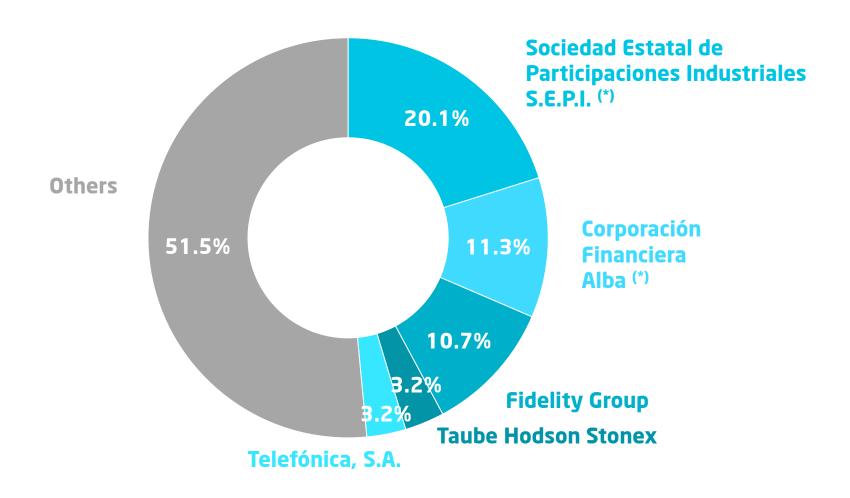
ANNEX: CASH FLOW

	1Q15 M€	1Q14 M€	Variation M€
Profit Before Taxes	(15.5)	41.0	(56.5)
Adjusted for:	,		,
- Depreciations	30.9	14.6	16.3
- Provisions, capital grants and others	(24.5)	(6.9)	(17.6)
- Share of profit / (losses) of associates and other investments	1.7	0.3	1.4
- Net financial result	12.5	9.2	3.3
- Dividens received	0.0	0.0	0.0
Operating cash-flow prior to changes in working capital	5.1	58.2	(53.1)
Receivables, net	(33.8)	38.6	(72.4)
Inventories, net	9.5	(17.0)	26.5
Payables, net	(11.2)	27.7	(39.0)
Change in working capital	(35.5)	49.4	(84.9)
Other operating changes	(26.1)	(64.5)	38.4
Income taxes paid	(8.0)	(4.0)	(4.1)
Cash-flow from operating activities	(64.5)	39.1	(103.6)
Tangible, net	(2.0)	(5.2)	3.3
Intangible, net	(7.1)	(3.9)	(3.3)
Investments, net	(0.4)	(5.2)	4.7
Interest received	0.9	1.5	(0.5)
Net cash-flow provided/(used) by investing activities	(8.6)	(12.8)	4.2
Changes in treasury stock	(0.1)	(0.9)	8.0
Dividends of subsidiaries paid to minority interests	0.0	0.0	0.0
Dividends of the parent company	0.0	0.0	0.0
Short term financial investment variation	0.5	0.3	0.2
Increases (repayment) in capital grants	1.0	0.7	0.3
Increase (decrease) in borrowings	41.7	(21.9)	63.6
Interest paid	(7.7)	(11.2)	3.5
Cash-flow provided/(used) by financing activities	35.4	(33.0)	68.4
NET CHANGE IN CASH AND CASH EQUIVALENTS	(37.7)	(6.7)	(31.1)
Cash & cash equivalents at the beginning of the period	293.8	363.1	(69.2)
Foreign exchange differences	2.4	0.4	2.1
Net change in cash and cash equivalents	(37.7)	(6.7)	(31.1)
Cash & cash equivalents at the end of the period	258.5	356.7	(98.2)
Long term and current borrowings	(999.9)	(964.0)	(35.8)
Net debt/ (cash) position	741.3	607.3	134.0
Free Cash Flow ⁽¹⁾	(79.3)	21.0	(100.3)

¹⁾ Free cash flow is defined as cash generated before dividend payment, net financial investments and similar payments, and investment in treasury stock



ANNEX: SHAREHOLDERS (MAY 2015)



(*) Board of Directors representation

CNMV data. Identified shareholders with a shares position in excess of 3%





Investor Relations

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