



**QUARTERLY REPORT
4Q2014**

Red de Carreteras de Occidente, S.A.B. de C.V.

Relevant events during the period.

- During 4Q2014, total toll and other concession revenues increased by 14.29% compared to 4Q2013.
- On December 2nd 2014, FARAC I entered into a new capex credit facility with Banco Santander (México), for an amount of MXN \$1,000.0 million with a 7 year term. Proceeds from this new capex facility are intended to be used by FARAC I to pay capex expenses incurred during the term of the credit facility.
- FARAC I refinancing strategy was successfully concluded with the December 5th 2014 issuance of Certificados Bursátiles denominados in pesos (RCO 14) for an amount of MXN \$4,400.0 million with 2030 maturity and annual fixed rate of 9.05%. Proceeds, net of transaction expenses, were used to term out the remaining balance of its original FARAC I Acquisition Loan with maturity in 2018.

Audited consolidated Financial Information for 4Q2014 and 2014.

(MXN million)	Revenue, Income from operations and EBITDA			Cumulative		
	4Q2014	4Q2013	% Var	2014	2013	% Var
Total toll and other concession revenues ¹	1,507.3	1,318.8	14.29%	5,677.4	5,072.8	11.92%
Construction revenues	99.4	71.7	38.63%	317.7	347.1	(8.47%)
Total revenues	1,606.7	1,390.5	15.55%	5,995.1	5,419.9	10.61%
Costs and expenses (without construction costs)	428.5	473.7	(9.54%)	2,095.8	1,979.8	5.86%
Construction costs	99.4	71.7	38.63%	317.7	347.1	(8.47%)
Total costs and expenses	527.9	545.4	(3.21%)	2,413.5	2,326.9	3.72%
Income before other income -net	1,078.8	845.1	27.65%	3,581.6	3,093.0	15.80%
Other income -net	5.5	(16.8)	132.74%	35.7	148.9	(76.02%)
Income from operations	1,084.3	828.3	30.91%	3,617.3	3,241.9	11.58%
EBITDA	1,379.1	1,091.8	26.31%	4,768.2	4,323.9	10.28%
Adjusted EBITDA	1,289.9	1,129.1	14.24%	4,832.3	4,599.9	5.05%
Income from operations margin	71.94%	62.81%		63.71%	63.91%	
EBITDA margin	91.49%	82.79%		83.99%	85.24%	
Adjusted EBITDA margin	85.58%	85.62%		85.11%	90.68%	

¹ Total toll and other concession revenues exclude Construction revenues.

RCO (FARAC I, COVIQSA and CONIPSA)

Red de Carreteras de Occidente, S.A.B. de C.V. (indistinctly, “RCO”, the “Concessionaire” or the “Company”), whose primary purpose is to operate, maintain and exploit the highways and toll-free roads that are the subject matter of the FARAC I, COVIQSA and CONIPSA concession agreements, announced its audited financial results as of December 31st, 2014.

The Company’s audited consolidated condensed financial statements as of December 31st, 2014, have been prepared in accordance with the current International Accounting Standard (“IAS”) 34 current “Interim Financial Information”. The accounting policies are the same used in the latest audited consolidated financial statements.

Selected Financial Information and Key Indicators.

Key indicators		4Q2014	4Q2013	% Var	Cumulative		
					2014	2013	% Var
Revenue by road (MXN million)/Toll Revenues							
FARAC I ¹	Guadalajara-Zapotlanejo	166.5	154.4	7.80%	634.2	571.8	10.92%
	Maravatio-Zapotlanejo	416.3	373.1	11.58%	1,558.4	1,423.9	9.45%
	Zapotlanejo-Lagos	350.7	307.4	14.09%	1,339.4	1,167.8	14.69%
	León -Aguascalientes	288.0	227.0	26.87%	1,019.0	845.3	20.54%
	Total FARAC I²	1,221.5	1,061.9	15.03%	4,551.0	4,008.9	13.52%
COVIQSA	Irapuato-Querétaro	206.7	188.4	9.71%	827.9	795.9	4.02%
CONIPSA	Irapuato-La Piedad	61.6	56.2	9.61%	238.9	227.4	5.06%
Average daily traffic (ADT)							
By road stretch							
FARAC I	Guadalajara-Zapotlanejo	34,190.9	34,095.6	0.28%	33,086.5	31,757.7	4.18%
	Maravatio-Zapotlanejo	8,254.2	8,223.1	0.38%	7,775.9	7,872.8	(1.23%)
	Zapotlanejo-Lagos	12,674.6	12,417.6	2.07%	12,254.6	11,927.2	2.74%
	León -Aguascalientes	11,821.3	10,466.4	12.95%	10,568.1	9,813.7	7.69%
	By type of vehicle						
	Autobuses	803.5	818.7	(1.86%)	791.4	833.3	(5.03%)
	Camiones	3,185.8	2,970.5	7.25%	3,015.2	2,807.7	7.39%
	Automóviles	7,075.9	6,947.6	1.85%	6,619.4	6,567.0	0.80%
	Weighted average Total³	11,065.2	10,736.8	3.06%	10,426.0	10,207.9	2.14%
COVIQSA	Irapuato-Querétaro	39,116.7	36,261.8	7.87%	37,319.3	35,013.4	6.59%
CONIPSA	Irapuato-La Piedad	21,348.0	19,413.5	9.96%	20,270.5	19,261.7	5.24%
Consolidated results (MXN million)							
	Total toll and other concession revenues ⁴	1,507.3	1,318.8	14.29%	5,677.4	5,072.8	11.92%
	Income from operations	1,084.3	828.3	30.91%	3,617.3	3,241.9	11.58%
	EBITDA	1,379.1	1,091.8	26.31%	4,768.2	4,323.9	10.28%
	Adjusted EBITDA	1,289.9	1,129.1	14.24%	4,832.3	4,599.9	5.05%
	Long-term debt ⁵				35,197.2	33,743.4	4.31%
	Stockholders' equity ⁵				20,089.2	19,941.8	0.74%

¹ Does not include: (i) ancillary revenues from the use of Right of Way and, (ii) Construction revenues.

² Data extracted from daily operations system, there is a difference in timing compared to the accounting records

³ According to each road's kilometers.

⁴ Total toll and other concession revenues exclude Construction revenues.

⁵ Cumulative figures for 2014, correspond to the balance sheet as of the end of December 2014. Cumulative figures for 2013, correspond to the balance sheet as of December 2013.

- **Revenues.** Total toll and other concession revenues for 4Q2014 were MXN \$1,507.3 million, which represented a 14.29% increase from MXN \$1,318.8 million in 4Q2013. Consolidated total revenues are comprised of:
 - **Toll revenues (FARAC I)**, which increased by 15.03% as compared to 4Q2013, to MXN \$1,220.8 million; this increase is mainly due to (i) an increase in toll rates based on inflation, (ii) increase in toll rates resulting from the Annex 4 amendment, and (iii) vehicle mix. Meanwhile, for the twelve months of 2014 toll revenues increased by 13.52% or MXN \$541.6 to MXN \$4,547.6 million as compared to 2013.
 - **Shadow toll payments from the SCT (CONIPSA/COVIQSA)**, comprised of the shadow toll payments from the SCT for toll-free roads Irapuato - La Piedad and Querétaro - Irapuato, pursuant to PPS agreements. The registered amount increased by MXN \$19.0 million, from MXN \$147.0 million in 4Q2013 to MXN \$166.0 million in 4Q2014. Meanwhile, during 2014 these revenues were MXN \$666.6 million, an increase of MXN \$32.9 million or 5.19%.
 - **Availability Payments from the SCT (CONIPSA/COVIQSA)**, comprised of Availability Payments made by the SCT (financial asset) for toll-free roads Irapuato - La Piedad and Querétaro - Irapuato, pursuant to PPS agreements. The registered amount increased by MXN \$5.0 million as compared to MXN \$97.2 million in 4Q2013, to MXN \$102.2 million in 4Q2014. Meanwhile, for the twelve months of 2014 these revenues were MXN \$398.6 million, an increase of MXN \$10.0 million or 2.57% over 2013.
 - **Ancillary Revenue from the Use of Right of Way and other related revenues**, comprised of additional revenues from the businesses operated by the Company alongside its toll roads, such as restaurants and convenience stores; ancillary revenues from the use of Right of Way collected from tenants such as gas stations and convenience stores; as well as income received by the construction or passage of electrical and telecommunications installations, aqueducts and pipelines. These revenues increased by MXN \$5.0 million from 4Q2013 to MXN \$18.3 million during 4Q2014. Meanwhile, for the twelve months of 2014, these revenues were MXN \$64.6 million, an increase of MXN \$20.1 million or 45.17%.

The amount of construction revenues and expenses are derived from the Expansion Works executed in FARAC I. It should be noted that the amount of revenues is equivalent to the incurred cost, which represents an increase to the value of intangible assets derived from the concessions; therefore have a zero net effect on the Company's results. The amounts registered at the end of 4Q2014 were MXN \$99.4 as compared to MXN \$71.7 million in 4Q2013.

- **Costs and expenses (excluding construction costs).** Total costs and expenses for 4Q2014 were MXN \$428.5 million, a 9.54% decrease as compared to 4Q2013, comprised of:
 - **Amortization of assets derived from the concessions**, which increased by MXN \$30.6 million during 4Q2014 to MXN \$293.8 million as compared to 4Q2013. For the twelve months of 2014 these registered MXN \$1,148.8 million, an increase of 6.28% as compared to 2013 due to an adjustment to the amortization percentage on consolidated basis as well as the effect of the expansion works that began its amortization process in 2014.
 - **Operation and maintenance provisions**, which registered a net negative balance of MXN \$34.6 million during 4Q2014, mainly due to a decrease of MXN \$126.5 million on the Major Maintenance Provision for 4Q2014 compared to 4Q2013. Meanwhile, for the twelve months of 2014 there were MXN \$434.0 million on operations and maintenance provisions, a decrease of MXN \$158.5 million or 26.75% as compared to 2013, mainly due to the projection and execution of major maintenance expenses.
 - **Toll collection costs**, which decreased to MXN \$39.3 million during 4Q2014, or MXN \$0.6 million compared to 4Q2013. During 2014 there were MXN \$134.8 million, a decrease of MXN \$9.7 million or 6.71% as compared to 2013.

- **General and administrative expenses**, which increased to MXN \$122.3 million during 4Q2014 from MXN \$39.4 million during 4Q2013. Meanwhile, for the twelve months of 2014 there were MXN \$353.8 million, an increase of MXN \$201.8 million or 132.76%. This is mainly due to the adjustment made to the provision of employee benefits.
- **Other income (expense) - net.** Other income for 4Q2014 was MXN \$5.5 million, compared to an expense of MXN \$16.8 million during 4Q2013, mainly due to the cancelation of certain payment obligations (registered during 4Q2013) contained in CONIPSA and COVIQSA sales and purchase agreement.
- **EBITDA.** EBITDA increased by MXN \$287.3 million, to MXN \$1,379.1 million in 4Q2014 from MXN \$1,091.8 million in 4Q2013. Meanwhile, during 2014 there were MXN \$4,768.2 million, an increase of MXN \$444.3 million or 10.28% as compared to 2013.
- **Adjusted EBITDA.** Adjusted EBITDA increased by MXN \$160.8 million, to MXN \$1,289.9 million in 4Q2014 from MXN \$1,129.1 million in 4Q2013. At the end of 2014 there were MXN \$4,832.3 million, an increase of 5.05% as compared to 2013.

Net financing cost, income taxes, and net loss for the period.

Net financing cost, income taxes and Consolidated net income (loss) for the period						
(MXN million)				Cumulative		
	4Q2014	4Q2013	% Var	2014	2013	% Var
Income from operations	1,084.3	828.3	30.91%	3,617.3	3,241.9	11.58%
Net financing cost	1,597.1	1,560.6	2.34%	4,989.7	4,848.0	2.92%
Interest expense	1,502.8	1,473.7	1.97%	4,839.8	4,803.6	0.75%
Adjustments to principal amount of UDI denominated debt	135.9	133.2	2.03%	313.4	243.3	28.81%
Interest income	(41.6)	(46.4)	10.34%	(163.6)	(199.3)	17.91%
Net foreign exchange income	-	0.1	(100.00%)	0.1	0.4	(75.00%)
Loss before income taxes	(512.8)	(732.3)	29.97%	(1,372.4)	(1,606.1)	14.55%
Income taxes (benefit)	(466.2)	(653.4)	28.65%	(819.3)	(1,160.6)	29.41%
Consolidated net loss for the period	(46.6)	(78.9)	40.94%	(553.1)	(445.5)	(24.15%)

- **Net financing cost.** During 4Q2014, the net financing cost increased by MXN \$36.5 million compared to 4Q2013. Meanwhile, for the twelve months of 2014 there was an increase of MXN \$141.7 million or 2.92% as compared to 2013. This increase was due to the following:
 1. **Interest expense**, during 4Q2014 increased by MXN \$29.1 million or 1.97% compared to 4Q2013 primarily as a result of:
 - (i) during 4Q2014 a cost related to the cancellation of certain derivative financial instruments was registered for a total amount of MXN \$649.0 million following the CBs RCO 14 issuance.
 - (ii) a net decrease of MXN \$50.0 million in other interest expense items compared to 4Q2013 comprised mainly of: (i) MXN \$128.3 million increase in premiums and interest on financing, (ii) MXN \$140.8 million decrease in interest on derivative financial instruments, (iii) MXN \$11.9 million decrease in amortization of premiums and debt expenses, and (iv) MXN \$22.5 million decrease in the effects of valuation of derivative financial instruments.

2. **Adjustments to principal amount of UDI denominated debt**, due to an increase in UDI value as of 4Q2014¹, a loss of MXN \$135.9 million was registered during 4Q2014 compared to a loss of MXN \$133.2 million during 4Q2013. This line item reflects the UDI value of the CBs RCO 12U.
 3. **Interest income**, which decreased by MXN \$4.8 million, to MXN \$41.6 million during 4Q2014 from MXN \$46.4 million during 4Q2013. Meanwhile, during the twelve months of 2014 registered MXN \$163.6, a decrease of MXN \$35.7 million as compared to MXN \$199.3 million in 2013.
- **Loss before income taxes.** The consolidated loss before income taxes decreased by MXN \$219.5 million, to MXN \$512.8 million in 4Q2014 compared to the consolidated loss before taxes of MXN \$732.3 million in 4Q2013. During 2014 the loss before income taxes was MXN \$1,372.4 million, a decrease of 14.55% or \$1,606.1 million as compared to 2013.
 - **Income taxes (benefit).** At the end of 4Q2014 the income taxes benefit was MXN \$466.2 million which decreased 28.65% or MXN \$187.2 million from 4Q2013. Meanwhile, there was a benefit of MXN \$819.3 million at the end of 2014, a decrease of MXN \$341.3 million or 29.41% as compared to 2013, primarily due to the inflationary effects on the main items of the deferred income tax asset such as: (i) less cumulative fiscal losses, (ii) less capitalizations and more intangible asset amortization, and (iii) a decrease on the Major Maintenance Provision.
 - **Consolidated net loss for the period.** During 4Q2014 the Company recorded a net loss of MXN \$46.6 million, a MXN \$32.3 million decrease over the net loss of MXN \$78.9 million in 4Q2013. Meanwhile for 2014, the net loss was MXN \$553.1 million, an increase of MXN \$107.6 million or 24.15% as compared to 2013.

CASH AND LONG-TERM DEBT

- **Cash and cash equivalents.** For 4Q2014 registered MXN \$6,225.0 million, which represented an increase of MXN \$1,009.2 million or 19.35% compared to MXN \$5,215.8 million at the end of 2013, primarily due to the creation of the debt service reserves for CBs RCO 14, FARAC I Inbursa Loan and FARAC I Santander Capex Loan.
- **Long-term debt.** The long-term debt is comprised of the following nine items, (i) FARAC I CBs RCO 12 and RCO12 U, (ii) FARAC I HSBC Capex Loan, (iii) FARAC I Senior Notes, (iv) FARAC I Banobras Loan, (v) FARAC I Inbursa Loan, (vi) FARAC I CBs RCO 14, (vii) FARAC I Santander Capex Loan, (viii) COVIQSA Loan and (ix) CONIPSA Loan. In accordance with IFRS, long-term debt is presented net of fees and debt issuance costs.

As of 4Q2014, long-term debt increased by MXN \$1,453.8 million or 4.31%, to MXN \$35,197.2 million from MXN \$33,743.4 million at the end of 2013. This increase (net of principal amortizations) was due to: (i) FARAC I Acquisition Loan prepayment of MXN \$3,105.0 million, using CBs RCO 14 net proceeds, (ii) transaction costs associated with the issuance of CBs RCO 14 (fees and issuance costs, debt service reserve fund and cancellation of derivative financial instruments), (iii) transaction costs associated with the FARAC I Santander Capex Loan (fees and debt service reserve fund), (iv) UDI denominated CBs increase in balance derived from UDI value update, and (v) CONIPSA Loan and COVIQSA Loan principal amortization.

¹ UDI value as of December 31st, 2014 was 5.2703 compared to 5.1786 as of September 30th, 2014.

LIQUIDITY

The liquidity ratio (current assets/current liabilities) increased to 3.36 during 4Q2014 compared to 3.23 at the end of 2013, mainly due to: (i) increase in cash and cash equivalents, and (ii) a decrease in income tax payable.

FARAC I

Pursuant to the FARAC I Concession Agreement, the Company holds the right to build, operates, exploit, enhance and maintain (i) Guadalajara-Zapotlanejo, (ii) Maravatío-Zapotlanejo, (iii) Zapotlanejo-Lagos and (iv) León-Aguascalientes toll roads for a period of 34.5 years from the date of award of the concession beginning October 2007.

In addition, pursuant to the FARAC I Concession Agreement the Company is required to build and maintain the Expansion Works. See "FARAC I Expansion Works."

Selected Financial Information and key indicators for the period.

(MXN million)	4Q2014	4Q2013	% Var	Cumulative		
				2014	2013	% Var
Total toll and other concession revenues	1,239.0	1,074.1	15.35%	4,610.7	4,049.5	13.86%
Administrative service revenues	35.5	6.4	454.69%	75.1	24.4	207.79%
Costs and expenses (excluding construction costs)	390.8	405.2	(3.55%)	1,854.5	1,643.4	12.85%
Income from operations	887.7	643.6	37.93%	2,859.2	2,495.3	14.58%
EBITDA	1,146.1	870.6	31.64%	3,865.2	3,431.5	12.64%
Adjusted EBITDA	1,060.5	893.1	18.74%	3,901.9	3,575.5	9.13%
Income from operations margin	71.65%	59.92%		62.01%	61.62%	
EBITDA margin	92.50%	81.05%		83.83%	84.74%	
Adjusted EBITDA margin	85.59%	83.15%		84.63%	88.29%	
By road						
Guadalajara-Zapotlanejo	34,190.9	34,095.6	0.28%	33,086.5	31,757.7	4.18%
Maravatío-Zapotlanejo	8,254.2	8,223.1	0.38%	7,775.9	7,872.8	(1.23%)
Zapotlanejo-Lagos	12,674.6	12,417.6	2.07%	12,254.6	11,927.2	2.74%
León -Aguascalientes	11,821.3	10,466.4	12.95%	10,568.1	9,813.7	7.69%
By type of vehicle						
Buses	803.5	818.7	(1.86%)	791.4	833.3	(5.03%)
Trucks	3,185.8	2,970.5	7.25%	3,015.2	2,807.7	7.39%
Cars	7,075.9	6,947.6	1.85%	6,619.4	6,567.0	0.80%
Weighted average ADT Total FARAC I ¹	11,065.2	10,736.8	3.06%	10,426.0	10,207.9	2.14%

¹ According to each road's kilometers.

- **Weighted Average Daily Traffic (ADT)**, during 4Q2014 a 3.06% increase was recorded compared to the same period of 2013.
- **Total toll and other concession revenues**, total toll and concession revenues for 4Q2014 were MXN \$1,239.0 million, an increase of MXN \$164.9 million compared to MXN \$1,074.1 million in 4Q2013. Total toll and other concession revenues are comprised of:
 - **Toll revenues**, which increased by MXN \$159.5 million or 15.03%, to MXN \$1,220.8 million in 4Q2014 from MXN \$1,061.3 million in 4Q2013, this increase is mainly due to (i) an increase in toll rates based on inflation, (ii) increase in toll rates resulting from the Annex 4 amendment, and (iii) vehicle mix.
 - **Ancillary Revenue from the Use of Right of Way and other related revenues**, are primarily revenues from the businesses operated by the Company alongside its toll roads, such as restaurants and convenience stores which increased by MXN \$5.4 million, to MXN \$18.2 million during 4Q2014 from MXN \$12.8 million during 4Q2013.

- **Administrative services revenues.** During 4Q2014, administrative services revenues were MXN \$35.5 million. These revenues, which are eliminated in the consolidation process, represent the personnel services rendered to COVIQSA and CONIPSA by the Company's subsidiaries Prestadora de Servicios RCO and RCO Carreteras.

The amount of construction revenues and expenses are derived from the Expansion Works executed in FARAC I. It should be noted that the amount of revenues is equivalent to the incurred cost, which represents an increase to the value of intangible assets derived from the concessions; therefore have a zero net effect on the Company's results. Those amounts registered MXN \$99.4 million at the end of 4Q2014 as compared to \$71.7 million in 4Q2013.

- **Costs and expenses (excluding construction costs),** total costs and expenses, were MXN \$390.8 million in 4Q2014 from MXN \$405.2 million in 4Q2013, comprised of:
 - **Amortization of assets derived from the concessions,** which increased by MXN \$30.9 million, to MXN \$257.6 million in 4Q2014 from MXN \$226.7 million in 4Q2013.
 - **Operation and maintenance provisions,** registered a net negative balance of MXN \$33.0 million during 4Q2014, mainly due to a decrease of MXN \$108.0 million on the Major Maintenance Provision for 4Q2014 compared to 4Q2013.
 - **Toll collection costs,** which increased by MXN \$0.2 million, to MXN \$37.4 million in 4Q2014 from MXN \$37.2 million in 4Q2013.
 - **General and administrative expenses,** which increased to MXN \$121.1 million in 4Q2014 from MXN \$38.4 million in 4Q2013. This is mainly due to the adjustment made to the provision of employee benefits.
- **Other income (expense) - net.** During 4Q2014, FARAC I recorded an income of MXN \$4.0 million, an increase of MXN \$35.7 million from an expense of MXN \$31.7 million at the end of 4Q2013; mainly due to the cancelation of certain payment obligations (registered during 4Q2013) contained in CONIPSA and COVIQSA sales and purchase agreement.
- **Income from operations.** In 4Q2014, income from operations was MXN \$887.7 million, an increase of MXN \$244.1 million compared to MXN \$643.6 million in 4Q2013, which represents an Income from Operations Margin of 71.65%².
- **EBITDA.** EBITDA for 4Q2014 increased by MXN \$275.5 million, to MXN \$1,146.1 million from MXN \$870.6 million in 4Q2013, which represents an EBITDA Margin of 92.50%³.
- **Adjusted EBITDA.** Adjusted EBITDA for 4Q2014 was MXN \$1,060.5 million, an increase of MXN \$167.4 million compared to MXN \$893.1 million from 4Q2013, which represents an Adjusted EBITDA Margin of 85.59%⁴.
- **Net financing cost.** During 4Q2014, the net financing cost decreased by MXN \$347.8 million. This decrease was due to the following:

1. **Interest expense,** increased by MXN \$47.4 million primarily as a result of:

² *Income from operations / Total toll and other concession revenues*

³ *EBITDA / Total toll and other concession revenues*

⁴ *Adjusted EBITDA / Total toll and other concession revenues*

- (i) During 4Q2014 a cost related to the cancellation of certain derivative financial instruments was registered for a total amount of MXN \$649.0 million following the CBs RCO 14 issuance.
- (ii) A net decrease of MXN \$31.6 million in the other interest expense items compared to 4Q2013 comprised mainly of: (i) MXN \$143.0 million increase in premiums and interests on financing fees, (ii) MXN \$140.8 million decrease in interest on derivative financial instruments, (iii) MXN \$22.5 decrease in the effects of valuation of derivative financial instruments, and (iv) MXN \$11.9 million decrease in amortization of premiums and debt expenses.
2. **Adjustments to principal amount of UDI denominated debt**, due to an increase in UDI value as of 4Q2014⁵, a loss of MXN \$135.9 million was registered during 4Q2014, compared to a loss of MXN \$133.3 million during 4Q2013. This line item reflects the UDI value of the CBs RCO 12U.
3. **Interest income**, which decreased by MXN \$2.2 million, to MXN \$36.4 million during 4Q2014 from MXN \$38.6 million during 4Q2013.

FARAC I Debt Service Coverage Ratio.

The Debt Service Coverage Ratio (amount available for debt service purposes / adjusted interest expense) increased by 27.03%, to 2.82 in 4Q2014 from 2.22 in 4Q2013.

FARAC I Debt Service Coverage Ratio for the period.

DSCR FARAC I (MXN million)				Cumulative		
	4Q2014	4Q2013	% Var	2014	2013	% Var
(+) Income from operations	887.7	643.6	37.93%	2,859.2	2,495.3	14.58%
(+) Amortization of assets derived from the concession	257.6	226.7	13.64%	1,004.1	935.3	7.36%
(+) Depreciation	0.8	0.3	58.95%	1.9	0.9	90.59%
(+) Major Maintenance Provision	(85.6)	22.5	(480.77%)	36.7	144.0	(74.52%)
(=) Adjusted EBITDA	1,060.5	893.1	18.74%	3,901.9	3,575.5	9.13%
(-) Mayor Maintenance Expenses	72.9	-	100.00%	247.6	-	100.00%
(+) Available Cash ¹	1,215.1	629.3	93.07%	1,109.0	112.5	885.77%
(+) Net Prepayment	-	206.7	(100.00%)	919.0	920.6	(0.17%)
(=) Amount Available for Debt Service	2,202.6	1,729.1	27.38%	5,682.3	4,608.6	23.30%
(/) Total Debt Service ²	780.8	778.6	0.28%	3,093.0	2,918.1	5.99%
Debt Service Coverage Ratio (DSCR)	2.82	2.22	27.03%	1.84	1.58	16.33%

¹ Cash and cash equivalents net of amounts held in the Expansion Trust and certain project accounts that cannot be used to pay Total Debt Service.

² Interest expense net of the costs of unwinding derivative financial instruments and certain non-cash interest expense items. (More detail about the items of this ratio are in the definition of Debt Service Coverage Ratio).

⁵ UDI value as of December 31st 2014 was 5.2703 compared to 5.1786 as of September 30th 2014.

FARAC I Debt Maturity Profile (MXN Million)

Year	Bank Debt				Debt Capital Markets				Total
	Capex HSBC	Capex Santander	Banobras	Inbursa	CBs Pesos RCO12	CBs UDI RCO 12U ¹	CBs Pesos RCO 14	Senior Notes	
2015	117.6								117.6
2016	117.6								117.6
2017	117.6	19.1							136.7
2018	117.6	19.1							136.7
2019		19.1	389.6	9.2	285.2	426.2		225.0	1,354.3
2020		19.1	408.2	9.2	300.0	446.5		450.0	1,633.0
2021		19.1	429.6	73.5	316.5	469.9	44.0	525.0	1,877.6
2022			451.0	183.8	332.4	493.3	132.0	675.0	2,267.6
2023			475.2	367.7	347.2	519.9	264.0	900.0	2,873.9
2024			499.5	551.5	357.4	546.4	396.0	1,200.0	3,550.8
2025			526.6	735.4	358.0	576.1	528.0	1,350.0	4,074.0
2026			555.1	1,011.1	332.4	607.3	572.0	1,125.0	4,202.9
2027			582.3	735.4	211.9	636.9	616.0	750.0	3,532.5
2028			607.9	551.5		665.0	616.0	300.0	2,740.5
2029			627.9	367.7		686.9	616.0		2,298.5
2030			627.9			686.9	616.0		1,930.8
2031			583.7			638.5			1,222.2
2032			371.0			405.9			776.9
Total	470.6	95.4	7,135.5	4,596.0	2,841.0	7,805.6	4,400.0	7,500.0	34,844.1
Reserve ²		16.3	364.5	218.9	184.7	507.4	398.2	703.1	2,393.2
Net total	470.6	79.1	6,771.0	4,377.1	2,656.3	7,298.3	4,001.8	6,796.9	32,451.0

¹ UDI value as of December 31st, 2014 of 5.2703

² Contractual cash reserve.

FARAC I Expansion Works

During 4Q2014, RCO completed capital expenditures of MXN \$87.1 million in connection with the Expansion Works. Since the inception of FARAC I Concession Agreement, RCO has invested a total of MXN \$1,567.8 million in connection with the Expansion Works detailed in the following table. Both amounts do not include taxes or payments in connection with Right of Way.

FARAC I Expansion Works status

PROJECT	BEGINNING DATE	CLOSING DATE	STATUS
Rehabilitation of El Desperdicio-Lagos de Moreno feeder	Jun-09	Jan-10	Finished
León - Aguascalientes rehabilitation of 104 - 108 segment	Jun-09	Dec-09	Finished
Zapotlanejo - Guadalajara widening to six lanes between Tonalá and Guadalajara Km 21 to Km 26	May-10	Jun-11	Finished
Zapotlanejo - Guadalajara construction of toll free lanes between Tonalá and Guadalajara	Feb-11	Jun-12	Finished
Zapotlanejo - Guadalajara widening to three lanes carriageway A between El Vado and Tonalá	Jun-12	Feb-13	Finished
Zapotlanejo - Guadalajara construction of two overpasses in El Vado	Oct-12	Sep-13	Finished
Zapotlanejo - Guadalajara - reinforcement Fernando Espinosa bridge	Oct-12	Sep-13	Finished
Zapotlanejo - Guadalajara construction of toll free lanes between Arroyo de Enmedio and Tonalá	Dec-12	Jan-14	Finished
León - Aguascalientes construction of El Desperdicio II - Encarnación de Díaz feeder	Oct-12	Aug-14	Finished
Zacapu / Maravatío - Zapotlanejo	Pending Right of Way delivery by the SCT.		
Jiquilpan-La Barca	Oct-14	Dec-17	In process

COVIQSA

COVIQSA holds the concession to operate, preserve and maintain a 93-km federal toll-free road located in the states of Querétaro and Guanajuato, for a 20-year period beginning in June 2006.

This toll-free road constitutes a key segment of the Bajío corridor by connecting the cities of Querétaro and Irapuato in the East-West direction. The Querétaro-Irapuato toll-free road serves a number of carriers engaged in trade-related activities in the cities of Querétaro, Irapuato and La Piedad, as well as in regions such as northern León, southern Morelia, western Guadalajara and eastern Mexico City.

Selected Financial Information and key indicators for the period.

(MXN million)				Cumulative		
	4Q2014	4Q2013	% Var	2014	2013	% Var
Total toll and other concession revenues	206.7	188.4	9.71%	827.9	795.9	4.02%
Income from operations	148.9	155.1	(4.00%)	578.8	643.7	(10.08%)
EBITDA	179.0	185.3	(3.40%)	699.0	764.7	(8.59%)
Adjusted EBITDA	187.6	176.9	6.05%	737.8	820.3	(10.06%)
Income from operations margin	72.04%	82.32%		69.91%	80.88%	
EBITDA margin	86.60%	98.35%		84.43%	96.08%	
Adjusted EBITDA margin	90.76%	93.90%		89.12%	103.07%	
ADT for the period	39,116.7	36,261.8	7.87%	37,319.3	35,013.4	6.59%

- **Total toll and other concession revenues.** COVIQSA total toll and other concession revenues for 4Q2014 increased by MXN \$18.3 million, to MXN \$206.7 million from MXN \$188.4 million in 4Q2013. These revenues are comprised of:
 - **Shadow toll payment from the SCT**, which increased by MXN \$16.3 million, to MXN \$158.9 million in 4Q2014 from MXN \$142.6 million in 4Q2013.
 - **Availability Payment from the SCT**, which increased by MXN \$2.3 million, to MXN \$47.6 million in 4Q2014 from MXN \$45.3 million in 4Q2013.
 - **Ancillary Revenue from the Use of Right of Way and other related revenues**, which decreased by MXN \$0.3 million to MXN \$0.2 million during 4Q2014, from MXN \$0.5 during 4Q2013.
- **Costs and expenses.** Total costs and expenses for 4Q2014 were MXN \$58.9 million, an increase of MXN \$21.4 million compared to MXN \$37.5 million for 4Q2013. Costs and expenses are comprised of:
 - **Amortization of assets derived from the concessions**, which decreased by MXN \$0.2 million, to MXN \$30.0 million in 4Q2014 from MXN \$30.2 million in 4Q2013.
 - **Operation and maintenance provisions**, which increased by MXN \$10.0 million from 4Q2013 to MXN \$10.6 million during 4Q2014 as compared to MXN \$0.6 million during 4Q2013, mainly due to an increase of MXN \$16.92 on the Major Maintenance Provision as compared to 4Q2013.
 - **Toll collection costs**, which decreased by MXN \$0.8 million, from MXN \$1.9 million in 4Q2013 to MXN \$1.1 million in 4Q2014.
 - **General and administrative expenses**, which increased to MXN \$17.2 million in 4Q2014 from MXN \$4.8 million in 4Q2013. This is mainly due to the adjustment made to the provision of employee benefits.
- **Other income.** In 4Q2014 other income recorded MXN \$1.1 million. At the end of 4Q2013 registered an income of MXN \$4.2 million.

- **Income from operations.** In 4Q2014, income from operations was MXN \$148.9 million. During 4Q2013 registered MXN \$155.1 million. At the end of 4Q2014 the operating margin was 72.04%⁶.
- **EBITDA.** EBITDA for 4Q2014 was MXN \$179.0 million from an EBITDA of MXN \$185.3 million in 4Q2013, which represents an EBITDA Margin of 86.60%⁷.
- **Adjusted EBITDA.** Adjusted EBITDA for 4Q2014 was MXN \$187.6 million compared to an Adjusted EBITDA of MXN \$176.9 million for 4Q2013, which represents an Adjusted EBITDA Margin of 90.76%⁸.
- **Net financing cost.** During 4Q2014, the net financing cost decreased by MXN \$11.8 million, to a net negative balance of MXN \$0.8 million from MXN \$11.0 million in 4Q2013. This decrease was due to the following:
 - **Interest expense**, which decreased by MXN \$4.5 million to MXN \$25.1 million compared to 4Q2013 due to a decrease in premiums and interests on financing.
 - **Interest income**, which increased by MXN \$7.3 million, to MXN \$25.9 million in 4Q2014 from MXN \$18.6 million in 4Q2013.

COVIQSA | Debt Service Coverage Ratio for the period.

The Debt Service Coverage Ratio (amount available for debt service purposes / principal amortization + adjusted interest expense) decreased by 35.58% to 11.66 during 4Q2014 from 18.11 in 4Q2013.

COVIQSA (MXN million)	4Q2014	4Q2013	% Var	Cumulative		
				2014	2013	% Var
(+) Income from operations	148.9	155.1	(4.00%)	578.8	643.7	(10.08%)
(+) Amortization of assets derived from the concession	30.0	30.2	(0.73%)	120.1	121.0	(0.73%)
(+) Depreciation	0.1	-	100.00%	0.1	-	100.00%
(+) Major Maintenance Provision	8.6	(8.4)	202.66%	38.8	55.6	(30.25%)
(=) Adjusted EBITDA	187.6	176.9	6.05%	737.8	820.3	(10.06%)
(-) Income Tax	47.9	19.3	100.00%	289.4	35.2	100.00%
(-) Mayor Maintenance Expense	8.6	15.2	(43.49%)	76.4	89.1	(14.23%)
(+) Available Cash ¹	267.2	424.0	(36.98%)	306.9	111.8	174.42%
(=) Amount Available for Debt Service	398.3	566.4	(29.68%)	678.9	807.8	(15.96%)
(/) Total Debt Service (Principal + Interest) ²	34.1	31.3	9.16%	141.6	131.9	7.32%
Debt Service Coverage Ratio (DSCR)	11.66	18.11	(35.58%)	4.79	6.12	(21.69%)

¹ Cash and cash equivalents net of amounts held in the Expansion Trust and certain project accounts that cannot be used to pay Total Debt Service.

² Interest expense net of the costs of unwinding derivative financial instruments and certain non-cash interest expense items. (More detail about the items of this ratio are in the definition of Debt Service Coverage Ratio).

⁶ Income from operations / Total toll and other concession revenues

⁷ EBITDA / Total toll and other concession revenues

⁸ Adjusted EBITDA / Total toll and other concession revenues

COVIQSA's Debt Maturity Profile (MXN Million)

	Bank Debt
Year	Acquisition
2015	100.2
2016	125.2
2017	150.3
2018	162.8
2019	175.3
2020	187.8
2021	150.3
Total	1,051.9
Reserve ¹	74.1
Net total	977.8

¹ Contractual cash reserve.

CONIPSA

CONIPSA holds the concession to operate, preserve and maintain a 73.5-km federal toll-free road located in the states of Michoacan and Guanajuato, for a 20-year period beginning in June 2005. This road is part of the East-West highway corridor that links a number of cities in central Mexico's Bajío region with Guadalajara's western region and Mexico City's eastern region.

Selected Financial Information and key indicators for the period.

(MXN million)				Cumulative		
	4Q2014	4Q2013	% Var	2014	2013	% Var
Total toll and other concession revenues	61.6	56.2	9.61%	238.9	227.4	5.06%
Income from operations	57.8	34.2	69.01%	198.0	121.6	62.83%
EBITDA	59.4	35.7	66.39%	204.1	127.6	59.95%
Adjusted EBITDA	47.2	58.9	(19.86%)	192.7	204.0	(5.54%)
Income from operations margin	93.83%	60.85%		82.88%	53.47%	
EBITDA margin	96.43%	63.52%		85.43%	56.11%	
Adjusted EBITDA margin	76.62%	104.80%		80.66%	89.71%	
ADT for the period	21,348.0	19,413.5	9.96%	20,270.5	19,261.7	5.24%

- **Total toll and other concession revenues.** CONIPSA Total toll and other concession revenues for 4Q2014, increased by MXN \$5.4 million, to MXN \$61.6 million from MXN \$56.2 million in 4Q2013. These revenues are comprised of:
 - **Shadow toll payment from the SCT**, which increased by MXN \$2.7 million, to MXN \$7.1 million in 4Q2014 from MXN \$4.4 million in 4Q2013.
 - **Availability Payment from the SCT**, which increased by MXN \$2.7 million, to MXN \$54.5 million in 4Q2014 from MXN \$51.8 million in 4Q2013.
- **Costs and expenses.** Total costs and expenses during 4Q2014 were MXN \$4.2 million, a decrease of MXN \$28.5 million compared to MXN \$32.7 million in 4Q2013. CONIPSA's costs and expenses are comprised of:
 - **Amortization of assets derived from the concessions**, which recorded MXN \$1.5 million in 4Q2014.
 - **Operation and maintenance provisions**, registered a net negative balance of MXN \$9.0 million during 4Q2014 mainly due to a decrease of MXN \$35.4 million on the Major Maintenance Provision for 4Q2014 compared to 4Q2013.
 - **Toll collection costs**, which recorded MXN \$0.8 million in 4Q2014, with no changes regarding 4Q2013.
 - **General and administrative expenses**, which recorded MXN \$10.9 million in 4Q2014 compared to MXN \$2.6 million during 4Q2013. This is mainly due to the adjustment made to the provision of employee benefits.
- **Other income- net.** During 4Q2014, other income was MXN \$0.4 million, a decrease of MXN \$10.3 million compared to MXN \$10.7 million during 4Q2013.

- **Income from operations.** Income from operations during 4Q2014 was MXN \$57.8 million, an increase of MXN \$23.6 million compared to an income from operations of MXN \$34.2 million during 4Q2013 which represents an operating margin for 4Q2014 of 93.83%⁹.
- **EBITDA.** For 4Q2014 increased by MXN \$23.7 million, to MXN \$59.4 million from an EBITDA of MXN \$35.7 million in 4Q2013, which represents an EBITDA Margin of 96.43%¹⁰.
- **Adjusted EBITDA.** For 4Q2014 was MXN \$47.2 million, a decrease of MXN \$11.7 million compared to MXN \$58.9 million for 4Q2013, which represents an Adjusted EBITDA Margin of 76.62%¹¹.
- **Net financing cost.** During 4Q2014, the net financing cost decreased by MXN \$3.9 million, to MXN \$9.0 million from MXN \$12.9 million in 4Q2013. This decrease was due to the following:
 - **Interest expense,** which decreased by MXN \$3.7 million compared to 4Q2013, to MXN \$11.0 million, comprised of: (i) a MXN \$2.5 million decrease in the major maintenance interest and, (ii) a MXN \$1.3 million decrease in premiums and interest on financing, and (iii) MXN \$0.1 million increase in the effects of valuation of derivative financial instruments.
 - **Interest income,** which increased by MXN \$0.2 million, to MXN \$2.0 million in 4Q2014 from MXN \$1.8 million in 4Q2013.

CONIPSA I Debt Service Coverage Ratio for the period.

The Debt Service Coverage Ratio (amount available for debt service purposes / principal amortization + adjusted interest expense) increased by 44.79% to 13.57 in 4Q2014 from 9.37 in 4Q2013.

CONIPSA (MXN million)				Cumulative		
	4Q2014	4Q2013	% Var	2014	2013	% Var
(+) Income from operations	57.8	34.2	69.01%	198.0	121.6	62.83%
(+) Amortization of assets derived from the concession	1.5	1.5	(0.41%)	6.0	6.0	(0.13%)
(+) Depreciation	0.1	-	100.00%	-	-	-
(+) Major Maintenance Provision	(12.2)	23.2	(152.68%)	(11.3)	76.4	(114.86%)
(=) Adjusted EBITDA	47.2	58.9	(19.86%)	192.7	204.0	(5.54%)
(-) Income Tax	4.0	-	100.00%	8.1	-	100.00%
(-) Mayor Maintenance Expense	-	12.2	(100.00%)	17.2	96.8	(82.25%)
(+) Available Cash ¹	217.9	141.5	53.91%	52.5	85.9	(38.83%)
(=) Amount Available for Debt Service	273.2	200.4	36.33%	219.9	193.1	13.88%
(/) Total Debt Service (Principal + Interest)²	20.1	21.4	(5.85%)	83.4	82.6	1.02%
Debt Service Coverage Ratio (DSCR)	13.57	9.37	44.79%	2.64	2.34	12.73%

¹ Cash and cash equivalents net of amounts held in the Expansion Trust and certain project accounts that cannot be used to pay Total Debt Service.

² Interest expense net of the costs of unwinding derivative financial instruments and certain non-cash interest expense items. (More detail about the items of this ratio are in the definition of Debt Service Coverage Ratio).

⁹ Income from operations / Total toll and other concession revenues

¹⁰ EBITDA / Total toll and other concession revenues

¹¹ Adjusted EBITDA / Total toll and other concession revenues

CONIPSA's Debt Maturity Profile (MXN Million)

	Bank Debt
Year	Acquisition
2015	58.0
2016	58.0
2017	63.8
2018	69.6
2019	75.4
Total	324.8
Reserve ¹	55.0
Net total	269.8

¹ Contractual cash reserve.

RELEVANT EVENTS¹²

During the period from October 1st, 2014 to December 31st, 2014, the Company disclosed the following relevant events:

December 5th, 2014

Red de Carreteras de Occidente, S.A.B. de C.V. ("RCO") informs the following to investors:

(i) RCO entered into a new capex credit facility with Banco Santander (México), S.A., Institución de Banca Múltiple, Grupo Financiero Santander México, for an amount of MXN\$1,000'000,000.00 M.N (one billion pesos 00/100) with a 7 year term. Proceeds from this new capex facility are intended to be used by RCO to pay capex expenses incurred during the term of the credit facility.

(ii) in accordance with its refinancing strategy, on December 5, 2014 RCO issued Local Bonds with ticker symbol RCO 14 in pesos with a fixed rate for an amount of MXN\$4,400'000,000.00 M.N (four billion four hundred million pesos 00/100) with maturity in 2030 and an annual rate of 9.05% (nine point zero five percent). Proceeds from this issuance will be used by RCO to term out the remaining balance of its original credit facility with maturity in 2018. With such issuance, RCO successfully concludes its refinancing process and constitutes a capital structure in accordance with the term of the concession (please see document attached).

Year	Bank Debt			Debt Capital Markets				Total
	HSBC Capex	Banobras	Inbursa	CB Pesos RCO 12	CB UDI RCO 12 U ¹	CB Pesos RCO 14	Senior Notes	
2014	29.4							29.4
2015	117.6							117.6
2016	117.6							117.6
2017	117.6							117.6
2018	117.6							117.6
2019		389.6	9.2	285.2	424.3		225.0	1,333.3
2020		408.2	9.2	300.0	444.5		450.0	1,611.9
2021		429.6	73.5	316.5	467.8	44.0	525.0	1,856.4
2022		451.0	183.8	332.4	491.1	132.0	675.0	2,265.4
2023		475.2	367.7	347.2	517.6	264.0	900.0	2,871.6
2024		499.5	551.5	357.4	544.0	396.0	1,200.0	3,548.4
2025		526.6	735.4	358.0	573.5	528.0	1,350.0	4,071.4
2026		555.1	1,011.1	332.4	604.6	572.0	1,125.0	4,200.2
2027		582.3	735.4	211.9	634.1	616.0	750.0	3,529.7
2028		607.9	551.5		662.1	616.0	300.0	2,737.5
2029		627.9	367.7		683.9	616.0		2,295.4
2030		627.9			683.9	616.0		1,927.8
2031		583.7			635.7			1,219.4
2032		371.0			404.1			775.1
Total	500.0	7,135.5	4,596.0	2,841.0	7,771.1	4,400.0	7,500.0	34,743.6

¹ UDI value as of December 5, 2014 of 5.24701.

¹² As reported to the Mexican Stock Exchange.

CONSOLIDATED FINANCIAL INFORMATION

Red de Carreteras de Occidente, S.A.B. de C.V. and Subsidiaries								
COMPARATIVE CONSOLIDATED STATEMENTS OF PROFIT (LOSS) AND OTHER COMPREHENSIVE INCOME (LOSS)								
(MXN million)								
	From October 1 to December 31				Cumulative			
	2014	2013	Variation	%	2014	2013	Variation	%
TOTAL REVENUES	1,606.7	1,390.5	216.2	15.55	5,995.1	5,419.9	575.2	10.61
Toll revenues	1,220.8	1,061.3	159.5	15.03	4,547.6	4,006.0	541.6	13.52
Shadow toll payments from the SCT	166.0	147.0	19.0	12.93	666.6	633.7	32.9	5.19
Availability payments from the SCT	102.2	97.2	5.0	5.14	398.6	388.6	10.0	2.57
Ancillary revenues from the use of right of way and other related revenues	18.3	13.3	5.0	37.59	64.6	44.5	20.1	45.17
Total toll and other concession revenues	1,507.3	1,318.8	188.5	14.29	5,677.4	5,072.8	604.6	11.92
Construction revenues	99.4	71.7	27.7	38.63	317.7	347.1	(29.4)	(8.47)
COSTS AND EXPENSES	527.9	545.4	(17.5)	(3.21)	2,413.5	2,326.9	86.6	3.72
Amortization of assets derived from the concessions	293.8	263.2	30.6	11.63	1,148.8	1,080.9	67.9	6.28
Operation and maintenance provisions	(34.6)	128.4	(163.0)	(126.95)	434.0	592.5	(158.5)	(26.75)
Toll collection costs	39.3	39.9	(0.6)	(1.50)	134.8	144.5	(9.7)	(6.71)
Cost of ancillary revenues from the use of right of way and other related revenues	7.7	2.8	4.9	175.00	24.4	9.9	14.5	146.46
Construction costs	99.4	71.7	27.7	38.63	317.7	347.1	(29.4)	(8.47)
General and administrative expenses	122.3	39.4	82.9	210.41	353.8	152.0	201.8	132.76
INCOME BEFORE OTHER INCOME-NET	1,078.8	845.1	233.7	27.65	3,581.6	3,093.0	488.6	15.80
Other income (expense) - net	5.5	(16.8)	22.3	132.74	35.7	148.9	(113.2)	(76.02)
INCOME FROM OPERATIONS	1,084.3	828.3	256.0	30.91	3,617.3	3,241.9	375.4	11.58
Net financing cost	1,597.1	1,560.6	36.5	2.34	4,989.7	4,848.0	141.7	2.92
Interest expense	1,502.8	1,473.7	29.1	1.97	4,839.8	4,803.6	36.2	0.75
Premiums and interests on financing	722.9	594.6	128.3	21.58	2,722.3	2,380.6	341.7	14.35
Interest on derivative financial instruments	56.3	197.1	(140.8)	(71.44)	390.2	624.0	(233.8)	(37.47)
Effects of valuation of derivative financial instruments	(20.7)	1.8	(22.5)	(1,250.00)	0.3	2.0	(1.7)	(85.00)
Unwind and restructure of derivative financial instruments	649.0	569.9	79.1	13.88	1,359.2	1,392.7	(33.5)	(2.41)
Amortization of premiums and debt expenses	35.1	47.0	(11.9)	(25.32)	126.9	151.3	(24.4)	(16.13)
Major maintenance interests	60.2	63.3	(3.1)	(4.90)	240.9	253.0	(12.1)	(4.78)
Adjustments to principal amount of UDI denominated debt	135.9	133.2	2.7	2.03	313.4	243.3	70.1	28.81
Interest income	(41.6)	(46.4)	4.8	10.34	(163.6)	(199.3)	35.7	17.91
Net foreign exchange loss (income)	-	0.1	(0.1)	(100.00)	0.1	0.4	(0.3)	(75.00)
INCOME (LOSS) BEFORE INCOME TAXES	(512.8)	(732.3)	219.5	29.97	(1,372.4)	(1,606.1)	233.7	14.55
INCOME TAXES (BENEFIT)	(466.2)	(653.4)	187.2	28.65	(819.3)	(1,160.6)	341.3	29.41
CONSOLIDATED NET INCOME (LOSS) FOR THE PERIOD	(46.6)	(78.9)	32.3	40.94	(553.1)	(445.5)	(107.6)	(24.15)
Other comprehensive income (loss) items								
Items that will be reclassified subsequently to profit or loss:								
Valuation of derivative financial instruments	495.7	593.4	(97.7)	(16.46)	1,001.0	1,764.0	(763.0)	(43.25)
Deferred income taxes of derivative financial instruments	(154.9)	(168.0)	13.1	7.80	(300.3)	(446.3)	146.0	32.71
Actuarial losses or gains	(0.2)	-	(0.2)	(100.0)	(0.2)	-	(0.2)	(100.0)
COMPREHENSIVE INCOME (LOSS) FOR THE PERIOD	294.0	346.5	(52.5)	(15.15)	147.4	872.2	(724.8)	(83.10)
BASIC LOSS PER COMMON SHARE (pesos)	(0.00)	(0.00)	0.00	40.94	(0.02)	(0.02)	(0.00)	(24.15)
DILUTED LOSS PER SHARE (pesos)	(0.00)	(0.00)	0.00	40.94	(0.02)	(0.02)	(0.00)	(24.15)

Red de Carreteras de Occidente, S.A.B. de C.V. and Subsidiaries
COMPARATIVE CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS OF

(MXN million)

	December 2014	December 2013	Variation	%
ASSETS				
Current assets				
Cash and cash equivalents-current portion	6,225.0	5,215.8	1,009.2	19.35
Trade accounts receivable	422.4	355.3	67.1	18.89
Recoverable taxes	72.6	37.2	35.4	95.16
Financial asset-current portion	509.9	459.0	50.9	11.09
Other accounts receivable and prepaid expenses	80.0	43.3	36.7	84.76
Total current assets	7,309.9	6,110.6	1,199.3	19.63
Non-current assets				
Long-term restricted cash	89.3	87.3	2.0	2.29
Financial assets derived from the concessions - long-term portion	835.8	974.0	(138.2)	(14.19)
Intangible assets derived from the concessions	43,693.6	44,606.6	(913.0)	(2.05)
Franchise rights	1.0	1.2	(0.2)	(16.67)
Furniture and equipment - net	14.7	7.9	6.8	86.08
Machinery and equipment-net	-	-	-	-
Deferred income tax asset	6,170.0	5,418.1	751.9	13.88
Other assets	3.8	0.8	3.0	375.00
Total non-current assets	50,822.2	51,095.9	(273.7)	(0.54)
TOTAL ASSETS	58,132.1	57,206.5	925.6	1.62
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities				
Accounts payable to suppliers	281.6	287.5	(5.9)	(2.05)
Interest payable	676.3	403.7	272.6	67.53
Interest payable on derivative financial instruments	8.4	29.5	(21.1)	(71.53)
Other current liabilities	35.5	29.3	6.2	21.16
Provisions	590.3	648.0	(57.7)	(8.90)
Current portion of long-term debt	275.8	163.8	112.0	68.38
Current portion of long-term employee benefits	93.9	41.6	52.3	125.72
Accounts payable for work executed, not yet approved	6.4	42.0	(35.6)	(84.76)
Taxes other than income tax	196.8	112.9	83.9	74.31
Income taxes payable	12.4	135.6	(123.2)	(90.86)
Total current liabilities	2,177.4	1,893.9	283.5	14.97
Non-current liabilities				
Long-term debt	35,197.2	33,743.4	1,453.8	4.31
Provisions for major maintenance	224.8	210.5	14.3	6.79
Long-term employee benefits	38.8	22.1	16.7	75.57
Post-employment benefits	2.4	0.1	2.3	2,300.00
Other long term liabilities	8.5	-	8.5	100.00
Derivative financial instruments	393.8	1,394.7	(1,000.9)	(71.76)
Total-non current liabilities	35,865.5	35,370.8	494.7	1.40
TOTAL LIABILITIES	38,042.9	37,264.7	778.2	2.09
STOCKHOLDERS' EQUITY				
Capital stock	25,938.8	25,938.8	-	-
Accumulated deficit	(5,772.1)	(5,219.0)	(553.1)	(10.60)
Other comprehensive loss	(77.3)	(778.0)	700.7	90.06
Actuarial income / (losses)	(0.2)	-	(0.2)	(100.00)
TOTAL STOCKHOLDERS' EQUITY	20,089.2	19,941.8	147.4	0.74
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	58,132.1	57,206.5	925.6	1.62

Red de Carreteras de Occidente, S.A.B. de C.V. and Subsidiaries
COMPARATIVE CONSOLIDATED STATEMENTS OF CASH FLOWS
(Indirect methodology)

(MXN million)

From January 1 to December 31 of:

Concept	<u>2014</u>	<u>2013</u>
OPERATING ACTIVITIES		
Loss before income taxes	(1,372.5)	(1,606.1)
Adjustments for:		
Depreciation and amortization	1,150.9	1,082.0
Financing related activities:		
Interest expense	2,963.2	2,633.5
Valuation effects of derivative financial instruments	1,749.4	2,016.7
Ineffective portion of derivative financial instruments	0.3	2.0
Amortization of commissions and debt issuance costs	126.9	151.3
Unrealized exchange loss	(0.1)	-
Adjustments to principal amount of UDI denominated debt	313.4	243.3
	4,931.5	4,522.7
+/- Decrease / (increase) in:		
Trade accounts receivable	(67.1)	202.0
Recoverable taxes	98.9	34.7
Financial asset	87.2	175.5
Other accounts receivable and other prepaid expenses	(36.6)	28.3
Other assets	(2.9)	(0.1)
+/- Increase / (decrease) in:		
Accounts payable to suppliers	(5.9)	243.5
Other current liabilities	14.7	10.2
Provisions	(284.2)	(171.5)
Accounts payable to related parties, net	-	(443.6)
Taxes other than income tax	(136.5)	(27.1)
Income taxes paid	(270.0)	(22.0)
Employee profit sharing	0.3	0.3
Employee benefits	70.8	6.7
Net cash provided by operating activities	4,400.2	4,559.6
INVESTING ACTIVITIES		
Acquisition of furniture and equipment	(22.6)	(5.3)
Franchise rights	(0.1)	(0.7)
Intangible assets derived from the concessions	(271.4)	(288.2)
Net cash (used in) provided by investing activities	(294.1)	(294.2)
FINANCING ACTIVITIES		
Proceeds from long-term debt	9,101.4	14,764.5
Payments of debt	(7,872.7)	(12,414.9)
Interest paid	(2,449.7)	(2,253.4)
Payments of derivative financial instruments	(1,770.8)	(1,851.5)
Comissions and debt issuance costs paid	(103.1)	(382.9)
Net cash used in financing activities	(3,094.9)	(2,138.2)
+/- Increase in cash, cash equivalents and restricted cash	1,011.2	2,127.2
Cash, cash equivalents and restricted cash at the beginning of the period	5,303.1	3,175.9
Cash, cash equivalents and restricted cash at the end of the period	6,314.3	5,303.1

Red de Carreteras de Occidente, S.A.B. de C.V. and Subsidiaries
CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

(MXN million)

	Capital stock	Acumulated deficit	Other comprehensive loss	Total stockholders' equity
Balance as of January 1, 2013	25,938.8	(4,773.6)	(2,095.6)	19,069.6
Capital stock increase				
Comprehensive loss:				
Valuation of derivative financial instruments	-	-	1,763.9	1,763.9
Deferred income taxes of derivative instruments	-	-	(446.3)	(446.3)
Net loss for the period	-	(445.4)	-	(445.4)
Comprehensive loss	-	(445.4)	1,317.6	872.2
Balance as of December 31, 2013	25,938.8	(5,219.0)	(778.0)	19,941.8
Capital stock decrease				
Comprehensive loss:				
Valuation of derivative financial instruments	-	-	1,001.0	1,001.0
Deferred income taxes of derivative instruments	-	-	(300.3)	(300.3)
Actuarial income / (losses)	-	-	(0.2)	(0.2)
Net loss for the period	-	(553.1)	-	(553.1)
Comprehensive loss	-	(553.1)	700.5	147.4
Balance as of December 31, 2014	25,938.8	(5,772.1)	(77.5)	20,089.2

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Red de Carreteras de Occidente, S.A.B. de C.V.								
COMPARATIVE CONSOLIDATED STATEMENTS OF PROFIT (LOSS) AND OTHER COMPREHENSIVE INCOME (LOSS)								
(MXN million)								
	From October 1 to December				Cumulative			
	2014	2013	Variation	%	2014	2013	Variation	%
TOTAL REVENUES	1,373.9	1,152.2	221.7	19.24	5,003.5	4,421.0	582.5	13.18
Toll revenues	1,220.8	1,061.3	159.5	15.03	4,547.6	4,006.0	541.6	13.52
Ancillary revenues from the use of right of way and other related revenues	18.2	12.8	5.4	42.19	63.1	43.5	19.6	45.06
Total toll and other concession revenues	1,239.0	1,074.1	164.9	15.35	4,610.7	4,049.5	561.2	13.86
Administrative service revenues	35.5	6.4	29.1	454.69	75.1	24.4	50.7	207.79
Construction revenues	99.4	71.7	27.7	38.63	317.7	347.1	(29.4)	(8.47)
COSTS AND EXPENSES	490.2	476.9	13.3	2.79	2,172.2	1,990.5	181.7	9.13
Amortization of assets derived from the concessions	257.6	226.7	30.9	13.63	1,004.1	935.2	68.9	7.37
Operation and maintenance provisions	(33.0)	100.1	(133.1)	(132.97)	354.9	421.0	(66.1)	(15.70)
Toll collection costs	37.4	37.2	0.2	0.54	121.6	133.4	(11.8)	(8.85)
Cost of ancillary revenues from the use of right of way and other related revenues	7.7	2.8	4.9	175.00	24.4	9.9	14.5	146.46
Construction costs	99.4	71.7	27.7	38.63	317.7	347.1	(29.4)	(8.47)
General and administrative expenses	121.1	38.4	82.7	215.36	349.5	143.9	205.6	142.88
INCOME BEFORE OTHER INCOME-NET	883.7	675.3	208.4	30.86	2,831.3	2,430.5	400.8	16.49
Other income (expense) - net	4.0	(31.7)	35.7	112.62	27.9	64.8	(36.9)	(56.94)
INCOME FROM OPERATIONS	887.7	643.6	244.1	37.93	2,859.2	2,495.3	363.9	14.58
Net financing cost	1,188.9	1,536.7	(347.8)	(22.63)	4,537.0	4,720.7	(183.7)	(3.89)
Interest expense	1,489.4	1,442.0	47.4	3.29	4,761.1	4,642.8	118.3	2.55
Premiums and interests on financing	724.5	581.5	143.0	24.59	2,702.8	2,294.0	408.8	17.82
Interest on derivative financial instruments	56.3	197.1	(140.8)	(71.44)	390.2	624.0	(233.8)	(37.47)
Effects of valuation of derivative financial instruments	(20.9)	1.6	(22.5)	(1,406.25)	-	1.4	(1.4)	(100.00)
Unwind and restructure of derivative financial instruments	649.0	570.0	79.0	13.86	1,359.2	1,392.7	(33.5)	(2.41)
Amortization of premiums and debt expenses	34.3	46.2	(11.9)	(25.76)	124.3	148.3	(24.0)	(16.18)
Major maintenance interests	46.2	45.6	0.6	1.32	184.6	182.4	2.2	1.21
Adjustments to principal amount of UDI denominated debt	135.9	133.3	2.6	1.95	313.4	243.3	70.1	28.81
Interest income	(36.4)	(38.6)	2.2	5.70	(137.6)	(165.7)	28.1	16.96
Dividends from subsidiaries	(400.0)	-	(400.0)	(100.00)	(400.0)	-	(400.0)	(100.00)
Net foreign exchange loss (income)	-	-	-	-	0.1	0.3	(0.2)	(66.67)
INCOME (LOSS) BEFORE INCOME TAXES	(301.2)	(893.1)	591.9	66.27	(1,677.8)	(2,225.4)	547.6	24.61
INCOME TAXES (BENEFIT)	(523.9)	(627.9)	104.0	16.56	(1,018.9)	(1,256.0)	237.1	18.88
CONSOLIDATED NET INCOME (LOSS) FOR THE PERIOD	222.7	(265.2)	487.9	183.97	(658.9)	(969.4)	310.5	32.03
Other comprehensive income (loss) items								
Items that will be reclassified subsequently to profit or loss:								
Valuation of derivative financial instruments	495.7	593.4	(97.7)	(16.46)	1,001.0	1,764.0	(763.0)	(43.25)
Deferred income taxes of derivative financial instruments	(155.0)	(167.9)	12.9	7.68	(300.3)	(446.3)	146.0	32.71
Actuarial losses or gains	(0.2)	-	(0.2)	(100.00)	(0.2)	-	(0.2)	(100.00)
COMPREHENSIVE INCOME FOR THE PERIOD	563.2	160.3	402.9	251.34	41.6	348.3	(306.7)	(88.06)
BASIC LOSS PER COMMON SHARE (pesos)	0.01	(0.01)	0.02	183.97	(0.02)	(0.03)	0.01	32.03
DILUTED LOSS PER SHARE (pesos)	0.01	(0.01)	0.02	183.97	(0.02)	(0.03)	0.01	32.03

Red de Carreteras de Occidente, S.A.B. de C.V.				
COMPARATIVE CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS OF				
(MXN million)				
	<u>December 2014</u>	<u>December 2013</u>	<u>Variation</u>	<u>%</u>
ASSETS				
Current assets				
Cash and cash equivalents-current portion	5,831.5	4,674.6	1,156.9	24.75
Trade accounts receivable	81.8	63.3	18.5	29.23
Recoverable taxes	42.5	21.0	21.5	102.38
Accounts receivable to related parties	24.3	9.4	14.9	158.51
Other accounts receivable and prepaid expenses	68.7	38.2	30.5	79.84
Total current assets	6,048.8	4,806.5	1,242.3	25.85
Non-current assets				
Intangible assets derived from the concessions	41,724.6	42,492.8	(768.2)	(1.81)
Franchise rights	1.0	1.2	(0.2)	(16.67)
Furniture and equipment - net	13.5	7.6	5.9	77.63
Machinery and equipment-net	8.9	-	8.9	100.00
Investment in shares	1,931.4	1,931.4	-	-
Deferred income tax asset	6,413.9	5,680.9	733.0	12.90
Other assets	2.9	0.8	2.1	262.50
Total non-current assets	50,096.2	50,114.7	(18.5)	(0.04)
TOTAL ASSETS	56,145.0	54,921.2	1,223.8	2.23
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities				
Accounts payable to suppliers	11.6	17.2	(5.6)	(32.56)
Interest payable	669.0	394.8	274.2	69.45
Interest payable on derivative financial instruments	8.3	29.6	(21.3)	(71.96)
Other current liabilities	31.3	26.7	4.6	17.23
Provisions	431.0	496.0	(65.0)	(13.10)
Accounts payable to related parties	1.5	848.3	(846.8)	(99.82)
Current portion of long-term debt	117.7	30.6	87.1	284.64
Current portion of long-term employee benefits	93.9	41.5	52.4	126.27
Accounts payable for work executed, not yet approved	6.4	42.0	(35.6)	(84.76)
Taxes other than income tax	88.0	67.8	20.2	29.79
Income taxes payable	0.5	0.1	0.4	400.00
Total current liabilities	1,459.2	1,994.6	(535.4)	(26.84)
Non-current liabilities				
Long-term debt	33,993.4	32,383.9	1,609.5	4.97
Provisions for major maintenance	202.6	126.7	75.9	59.91
Long-term employee benefits	38.8	22.1	16.7	75.57
Post-employment benefits	2.4	0.1	2.3	2,300.00
Accounts payable to related parties - long-term	1,009.1	-	1,009.1	100.00
Other long term liabilities	5.1	-	5.1	100.00
Derivative financial instruments	393.8	1,394.8	(1,001.0)	(71.77)
Total non-current liabilities	35,645.2	33,927.6	1,717.6	5.06
TOTAL LIABILITIES	37,104.4	35,922.2	1,182.2	3.29
STOCKHOLDERS' EQUITY				
Capital stock	25,938.8	25,938.8	-	-
Accumulated deficit	(6,824.5)	(6,165.6)	(658.9)	(10.69)
Other comprehensive loss	(73.5)	(774.2)	700.7	90.51
Actuarial income / (losses)	(0.2)	-	(0.2)	(100.00)
TOTAL STOCKHOLDERS' EQUITY	19,040.6	18,999.0	41.6	0.22
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	56,145.0	54,921.2	1,223.8	2.23

COVIQSA

Concesionaria de Vías Irapuato Querétaro S.A. de C.V.								
COMPARATIVE STATEMENTS OF PROFIT (LOSS) AND OTHER COMPREHENSIVE INCOME (LOSS)								
(MXN million)								
	31 of			Cumulative				
	2014	2013	Variation	%	2014	2013	Variation	%
TOTAL REVENUES	206.7	188.4	18.3	9.71	827.9	795.9	32.0	4.02
Shadow toll payments from the SCT	158.9	142.6	16.3	11.43	639.6	613.5	26.1	4.25
Availability payments from the SCT	47.6	45.3	2.3	5.08	186.8	181.4	5.4	2.98
Ancillary revenues from the use of right of way and other related revenues	0.2	0.5	(0.3)	(60.00)	1.5	1.0	0.5	50.00
Total toll and other concession revenues	206.7	188.4	18.3	9.71	827.9	795.9	32.0	4.02
COSTS AND EXPENSES	58.9	37.5	21.4	57.07	255.4	224.1	31.3	13.97
Amortization of assets derived from the concessions	30.0	30.2	(0.2)	(0.66)	120.1	120.9	(0.8)	(0.66)
Operation and maintenance provisions	10.6	0.6	10.0	1,666.67	72.1	74.7	(2.6)	(3.48)
Toll collection costs	1.1	1.9	(0.8)	(42.11)	8.9	6.9	2.0	28.99
General and administrative expenses	17.2	4.8	12.4	258.33	54.3	21.6	32.7	151.39
INCOME BEFORE OTHER INCOME-NET	147.8	150.9	(3.1)	(2.05)	572.5	571.8	0.7	0.12
Other income - net	1.1	4.2	(3.1)	(73.81)	6.3	71.9	(65.6)	(91.24)
INCOME FROM OPERATIONS	148.9	155.1	(6.2)	(4.00)	578.8	643.7	(64.9)	(10.08)
Net financing cost	(0.8)	11.0	(11.8)	(107.27)	14.1	72.1	(58.0)	(80.44)
Interest expense	25.1	29.6	(4.5)	(15.20)	104.4	125.0	(20.6)	(16.48)
Premiums and interests on financing	15.4	18.8	(3.4)	(18.09)	66.5	81.8	(15.3)	(18.70)
Effects of valuation of derivative financial instruments	0.1	0.1	-	-	0.2	0.6	(0.4)	(66.67)
Amortization of premiums and debt expenses	0.8	0.8	-	-	2.6	3.1	(0.5)	(16.13)
Major maintenance interests	8.8	9.9	(1.1)	(11.11)	35.1	39.5	(4.4)	(11.14)
Interest income	(25.9)	(18.6)	(7.3)	(39.25)	(90.3)	(52.9)	(37.4)	(70.70)
INCOME BEFORE INCOME TAXES	149.7	144.1	5.6	3.89	564.7	571.6	(6.9)	(1.21)
INCOME TAXES	42.5	39.8	2.7	6.78	156.3	157.1	(0.8)	(0.51)
NET INCOME FOR THE PERIOD	107.2	104.3	2.9	2.78	408.4	414.5	(6.1)	(1.47)

Concesionaria de Vías Irapuato Querétaro S.A. de C.V.
COMPARATIVE STATEMENTS OF FINANCIAL POSITION AS OF

(MXN million)

	December 2014	December 2013	Variation	%
ASSETS				
Current assets				
Cash and cash equivalents-current portion	240.2	435.0	(194.8)	(44.78)
Trade accounts receivable	275.1	231.2	43.9	18.99
Recoverable taxes	24.9	5.0	19.9	398.00
Accounts receivable to related parties	0.5	848.3	(847.8)	(99.94)
Financial asset-current portion	292.0	258.5	33.5	12.96
Other accounts receivable and prepaid expenses	5.6	2.7	2.9	107.41
Total current assets	838.3	1,780.7	(942.4)	(52.92)
Non-current assets				
Long-term restricted cash	42.0	41.0	1.0	2.44
Accounts receivable to related parties- long term portion	1,009.2	-	1,009.2	100.00
Financial asset derived from the concessions - long-term portion	350.6	485.1	(134.5)	(27.73)
Intangible assets derived from the concessions	1,642.0	1,762.0	(120.0)	(6.81)
Franchise Rights	-	-	-	-
Furniture and equipment- net	1.0	-	1.0	100.00
Machinery and equipment- net	2.5	-	2.5	100.00
Derivate financial instruments	-	0.1	(0.1)	(100.00)
Other assets	0.5	-	0.5	100.00
Total non-current assets	3,047.8	2,288.2	759.6	33.20
TOTAL ASSETS	3,886.1	4,068.9	(182.8)	(4.49)
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities				
Accounts payable to suppliers	269.9	270.1	(0.2)	(0.07)
Interest payable	5.5	6.5	(1.0)	(15.38)
Other current liabilities	2.0	2.1	(0.1)	(4.76)
Provisions	95.7	93.1	2.6	2.79
Accounts payable to related parties	19.5	19.1	0.4	2.09
Current portion of long-term debt	100.2	75.1	25.1	33.42
Taxes other than income tax	97.8	36.4	61.4	168.68
Income taxes payable	-	135.5	(135.5)	(100.00)
Total current liabilities	590.6	637.9	(47.3)	(7.41)
Non-current liabilities				
Long-term debt	937.0	1,034.6	(97.6)	(9.43)
Provisions for major maintenance	17.5	37.8	(20.3)	(53.70)
Accounts payable to related parties- long term	-	-	-	-
Other long term liabilities	114.4	155.1	(40.7)	(26.24)
Deferred business flat tax liability	-	-	-	-
Total non-current liabilities	1,083.6	1,227.5	(143.9)	(11.72)
TOTAL LIABILITIES	1,674.2	1,865.4	(191.2)	(10.25)
STOCKHOLDERS' EQUITY				
Capital stock	1,226.7	1,226.7	-	-
Accumulated results	985.2	976.8	8.4	0.86
TOTAL STOCKHOLDERS' EQUITY	2,211.9	2,203.5	8.4	0.38
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	3,886.1	4,068.9	(182.8)	(4.49)

CONIPSA

Concesionaria Irapuato La Piedad S.A. de C.V.
COMPARATIVE STATEMENTS OF PROFIT (LOSS) AND OTHER COMPREHENSIVE INCOME (LOSS)

(MXN million)

	From October 1to December 31of				Cumulative			
	2014	2013	Variation	%	2014	2013	Variation	%
TOTAL REVENUES	61.6	56.2	5.4	9.61	238.9	227.4	11.5	5.06
Shadow toll payments from the SCT	7.1	4.4	2.7	61.36	27.0	20.2	6.8	33.66
Availability payments from the SCT	54.5	51.8	2.7	5.21	211.9	207.2	4.7	2.27
Total toll and other concession revenues	61.6	56.2	5.4	9.61	238.9	227.4	11.5	5.06
COSTS AND EXPENSES	4.2	32.7	(28.5)	(87.16)	42.4	117.9	(75.5)	(64.04)
Amortization of assets derived from the concessions	1.5	1.5	-	-	6.0	6.0	-	-
Operation and maintenance provisions	(9.0)	27.8	(36.8)	(132.37)	11.1	96.9	(85.8)	(88.54)
Toll collection costs	0.8	0.8	-	-	4.3	4.2	0.1	2.38
General and administrative expenses	10.9	2.6	8.3	319.23	21.0	10.8	10.2	94.44
INCOME BEFORE OTHER INCOME-NET	57.4	23.5	33.9	144.26	196.5	109.5	87.0	79.45
Other income - net	0.4	10.7	(10.3)	(96.26)	1.5	12.1	(10.6)	(87.60)
INCOME FROM OPERATIONS	57.8	34.2	23.6	69.01	198.0	121.6	76.4	62.83
Net financing cost	9.0	12.9	(3.9)	(30.23)	38.7	55.2	(16.5)	(29.89)
Interest expense	11.0	14.7	(3.7)	(25.17)	46.7	61.5	(14.8)	(24.07)
Premiums and interests on financing	5.6	6.9	(1.3)	(18.84)	25.4	30.3	(4.9)	(16.17)
Effects of valuation of derivative financial instruments	0.1	-	0.1	100.00	0.1	0.1	-	-
Major maintenance interests	5.3	7.8	(2.5)	(32.05)	21.2	31.1	(9.9)	(31.83)
Interest income	(2.0)	(1.8)	(0.2)	(11.11)	(8.0)	(6.4)	(1.6)	(25.00)
Net foreign exchange (loss) income	-	-	-	-	-	0.1	(0.1)	(100.00)
INCOME BEFORE INCOME TAXES	48.8	21.3	27.5	129.11	159.3	66.4	92.9	139.91
INCOME TAXES (BENEFIT)	12.6	(69.5)	82.1	118.13	42.3	(62.0)	104.3	168.23
NET INCOME FOR THE PERIOD	36.2	90.8	(54.6)	(60.13)	117.0	128.4	(11.4)	(8.88)

Concesionaria Irapuato La Piedad S.A. de C.V.
COMPARATIVE STATEMENTS OF FINANCIAL POSITION AS OF
(MXN million)

	December 2014	December 2013	Variation	%
ASSETS				
Current assets				
Cash and cash equivalents-current portion	153.3	106.3	47.0	44.21
Trade accounts receivable	65.5	60.7	4.8	7.91
Recoverable taxes	5.2	11.2	(6.0)	(53.57)
Accounts receivable to related parties	1.0	11.9	(10.9)	(91.60)
Financial asset-current portion	217.8	200.5	17.3	8.63
Other accounts receivable and prepaid expenses	5.7	2.4	3.3	137.50
Total current assets	448.5	393.0	55.5	23.75
Non-current assets				
Long-term restricted cash	47.3	46.3	1.0	2.16
Accounts receivable to related parties - long-term portion	13.0	-	13.0	100.00
Financial assets derived from the concessions - long-term portion	485.1	488.9	(3.8)	(0.78)
Intangible assets derived from the concessions	72.0	77.9	(5.9)	(7.57)
Furniture and equipment- net	0.3	0.3	-	-
Machinery and equipment- net	2.5	-	2.5	100.00
Other assets	0.4	-	0.4	100.00
Total non-current assets	620.6	613.4	7.2	1.17
TOTAL ASSETS	1,069.1	1,006.4	62.7	6.23
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities				
Accounts payable to suppliers	0.1	0.3	(0.2)	(66.67)
Interest payable	1.9	2.4	(0.5)	(20.83)
Other current liabilities	2.1	0.5	1.6	320.00
Provisions	63.6	58.9	4.7	7.98
Accounts payable to related parties	4.7	2.1	2.6	123.81
Current portion of long-term debt	58.0	58.0	-	-
Taxes other than income tax	11.0	8.7	2.3	26.44
Income taxes payable	12.0	-	12.0	100.00
Total current liabilities	153.4	130.9	22.5	17.19
Non-current liabilities				
Long-term debt	266.8	324.8	(58.0)	(17.86)
Provision for major maintenance	4.6	46.0	(41.4)	(90.00)
Other long term liabilities	1.7	-	1.7	100.00
Deferred income tax liability	46.5	25.5	21.0	82.35
Total non-current liabilities	319.6	396.3	(76.7)	(19.35)
TOTAL LIABILITIES	473.0	527.2	(54.2)	(10.28)
STOCKHOLDERS' EQUITY				
Capital stock	228.4	228.4	-	-
Accumulated results	367.7	250.8	116.9	46.61
TOTAL STOCKHOLDERS' EQUITY	596.1	479.2	116.9	24.39
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	1,069.1	1,006.4	62.7	6.23

GLOSSARY

“Adjusted EBITDA” means the sum of (a) EBITDA plus (b) the Major Maintenance Provision.

“Adjusted EBITDA Margin” means the ratio between (a) Adjusted EBITDA and (b) total toll and other concession revenues.

“ADT” means Average Daily Traffic, or the ratio between (a) traffic to (b) the number of days in a given period of time. Traffic is the number of vehicle crossings in toll plazas or free toll roads in a given period of time.

“Ancillary Revenue from the Use of Right of Way and other related revenues” means the revenues generated by the businesses operated by the Company alongside its toll roads, such as restaurants and convenience stores; the fees charged to vendors for the business they operate alongside the toll roads, such as convenience stores and gas stations; and the easement fees charged to other third parties for the installation or construction of water and gas pipelines, power lines and telecommunications and other infrastructure on land adjacent to the toll roads.

“Availability Payments from the SCT” means the amounts in cash payable by the SCT to each of CONIPSA and COVIQSA upon satisfaction of the requirements set forth in the relevant PPS Agreement.

“Banobras” means Banco Nacional de Obras y Servicios Públicos S.N.C., the Mexican development bank responsible for promoting and financing infrastructure projects and public services.

“Banobras Loan”: new credit facility with Banobras dated on October 8th 2013 for a total amount of MXN 7,135.5 million due 2032.

“BMV” means the Mexican Stock Exchange (*Bolsa Mexicana de Valores S.A.B. de C.V.*).

“Certificados Bursátiles or CBs” means the long-term debt securities (*Certificados Bursátiles -CBs Pesos-*) issued by the Company on September 12th 2013 and December 5th 2014, and the additional, UDI-denominated (*Certificados Bursátiles -CBs UDI-*) issued by the Company on June 27th 2013, whose principal terms are as follows:

Issuer	Red de Carreteras de Occidente S.A.B. de C.V.		
Type	Long-term Debt Securities		
Rating	mxAAA by S&P; AAA(mex) by Fitch.		
Guarantee	Debt Service Reserve for CBs		
	Banobras first losses partial guarantee over 6.5% from unpaid balance.		
	"RCO 12" Nominal fixed Interest rate	"RCO 12U" Real Interest rate	"RCO 14" Nominal fixed Interest rate
Issuance amount	MXN \$2.84 billion	MXN \$7.67 billion; 1,481,044,500.00 UDI	MXN \$4.4 billion
Denomination	Pesos	UDI	Pesos
Type of Interest rate	Fixed	Fixed	Fixed
Coupon	9.00%	5.25%	9.05%
Legal term	15 years	20 years	15 years
Average term	11 years	14 years	12 years
Amortization schedule	Year 7 to 15	Year 7 to 20	Year 7 to 15

“CONIPSA” means Concesionaria Irapuato La Piedad, S.A. de C.V.

“CONIPSA Concession Agreement” means the September 12, 2005 concession title (*Título de Concesión*) issued by the Federal Government, through the SCT, which entitles CONIPSA to (i) operate, preserve and maintain a 73.520

km federal toll-free road otherwise known as the “Irapuato-La Piedad” highway, which extends from the junction between the Querétaro-Irapuato and the Irapuato-La Piedad toll roads to the junction with the La Piedad de Cabadas bypass at kilometer 76+520 in the State of Guanajuato, and (ii) expand and rehabilitate the Irapuato-La Piedad highway and enter into a PPS Agreement with the Mexican Federal Government in respect thereto, for a 20 year period beginning on the aforementioned date.

“**CONIPSA Loan**” means the MXN 580 million loan granted to CONIPSA for purposes of the completion of the Expansion Works and the Rehabilitation Works contemplated by the CONIPSA Concession Agreement and the relevant PPS Agreement.

“**Cost of ancillary revenues from the use of Right of Way and other related revenues**” means cost and expenses related with businesses operated by the Company alongside its toll roads, such as restaurants and convenience stores.

“**COVIQSA**” means Concesionaria de Vías Irapuato Querétaro S.A. de C.V.

“**COVIQSA Concession Agreement**” means the June 21, 2006 concession title (*Título de Concesión*) issued by the Federal Government, through the SCT, which entitles COVIQSA to (i) operate, preserve and maintain a 92.979 km federal toll-free road located in the states of Querétaro and Guanajuato, (ii) expand and rehabilitate Irapuato-Querétaro highway, and enter into a PPS Agreement with the Mexican Federal Government in respect thereto, for a 20 year period beginning on the aforementioned date.

“**COVIQSA Loan**” means the MXN 1.2 billion loan granted to COVIQSA for purposes of the completion of the Rehabilitation Works contemplated by the COVIQSA Concession Agreement and the relevant PPS Agreement.

“**Debt Service Coverage Ratio**” means DSCR, or the ratio between (a) the amount available for debt service purposes and (b) the adjusted interest expense plus principal amortizations, where:

- A. **Amount available for debt service purposes** is the sum of (a) the Adjusted EBITDA, (b) the available cash and (c) the net prepayment, divided by the amount disbursed under the existing credit facilities. The available cash is equal to FARAC I’s cash and cash equivalents as of the beginning of the relevant period, net of the amounts held in the Expansion Project Trust and the amounts that cannot be used to pay the adjusted interest expenses; and
- B. **Adjusted interest expense** is FARAC I’s Interest expense, net of the costs associated with the cancellation of derivative financial instruments and certain non-cash interest expense items.

“**EBITDA**” means the sum of (a) earnings before interest and income taxes, plus (b) depreciation and amortization; calculated for RCO as income from operations plus depreciation and amortization.

“**EBITDA Margin**” means the ratio between (a) EBITDA and (b) total toll and other concession revenues.

“**EMISNET**” means the data transmission system operated by the BMV, through which listed companies relay, via the Internet, relevant news and financial reports to the BMV’s web page.

“**EPS**” means earnings per share, or the ratio between (a) consolidated net income and (b) the weighted average number of common shares outstanding during a given year.

“**Excess Cash Distribution**” mandatory payments of the remaining cash (Cash Sweep), established in the Senior Loan Agreement and used to the prepayment of the FARAC I Acquisition Loan.

“**Expansion Project Trust**” means Administration Trust No. F/300209 (formerly known as Trust No. F/882), pursuant to which the Company contributed MXN 1.5 billion as security for the performance of its obligations under the FARAC I Concession Agreement, including its obligation to carry out the Expansion Works in accordance

with the terms and specifications set forth in the relevant executive plan, subject to the delivery of the applicable Right of Way by the SCT.

“FARAC” means the Mexican National Infrastructure Fund (*Fondo Nacional de Infraestructura*), formerly known as the Concessioned Highways Rescue Trust (*Fideicomiso de Apoyo para el Rescate de Autopistas Concesionadas*).

“FARAC I” means the first set of toll roads auctioned off by the FARAC, namely (i) the Guadalajara-Zapotlanejo highway, (ii) the Maravatío-Zapotlanejo highway, (iii) the Zapotlanejo-Lagos de Moreno highway, and (iv) the León-Aguascalientes highway.

“FARAC I Acquisition Loan” means the MXN 31.0 billion loan granted to RCO for purposes of the acquisition of the FARAC I Concession Agreement.

“FARAC I Original Capex Loan” means the original MXN \$3.0 billion capex loan granted to RCO to finance the cost of the initial road improvements required by the SCT, and of major maintenance expenses; and

“FARAC I HSBC Capex Loan” means the 2013 MXN \$500.0 million capex loan granted to RCO by HSBC to finance the toll roads’ major maintenance expenses.

“FARAC I Santander Capex Loan” means the 2014 MXN \$1,000.0 million capex loan granted to RCO by Santander (México) to finance the toll roads’ major maintenance expenses.

“FARAC I Concession Agreement” means the concession title (*Título de Concesión*) pursuant to which the Company has the right and obligation to build, operate, exploit, enhance and maintain (i) the Guadalajara-Zapotlanejo, (ii) the Maravatío-Zapotlanejo, (iii) the Zapotlanejo-Lagos de Moreno and (iv) the León-Aguascalientes toll roads, and to build and maintain the Expansion Works, for a period of 30 years beginning on the date of award of the concession.

“FARAC I Expansion Works” or **“Expansion Works”** means the construction works contemplated by the FARAC I Concession Agreement.

“FARAC I Inbursa Loan”: new credit facility with Banco Inbursa S.A. dated on August 8, 2014 for a total amount of MXN \$4,596.0 million due 2029.

“IFRS” means International Financial Reporting Standards.

“Income from Operations Margin” means the ratio between (a) income from operations to (b) total toll and other concession revenues.

“Major Maintenance Provision” means the amount recognized by the Company on account of the anticipated maintenance cost of the roads under concession, which affects the Company’s results from the commencement of operations of a highway. Amounts are provisioned through the date the maintenance and/or repair work is performed. Amounts for maintenance are recognized at present value over five years, as required by IAS 37, “Provisions, Contingent Liabilities and Contingent Assets,” and IFRIC 12.

“NCPI” means the Mexican National Consumer Price Index (*Índice Nacional de Precios al Consumidor*).

“Phase I of the Rehabilitation Works” means the construction works required to achieve the toll-road standards established by the SCT, taking into consideration the initial road conditions.

“PPS Agreement” means, as the case may be, the agreement between COVIQSA or CONIPSA and the Mexican Federal Government, acting through the SCT, pursuant to which the SCT has agreed to make availability payments

in exchange for the supply of highway capacity and operation services to, and shadow toll payments based on the number of vehicles that use the Toll-Free Roads operated by COVIQSA or CONIPSA, as the case may be.

“**RCO**,” the “**Concessionaire**” or the “**Company**” means Red de Carreteras de Occidente S.A.B. de C.V.

“**Right of Way**” means the strip of land located alongside the Company’s highways, necessary to carry out the Expansion Works pursuant to the FARAC I Concession Agreement, which must be secured and delivered to the Company by the SCT.

“**SCT**” means the Mexican Ministry of Communications and Transportation (*Secretaría de Comunicaciones y Transportes*).

“**Third Amendment to the PPS Agreement**” means the third amendment to the PPS Agreement for the provision of long- term highway capacity on the Querétaro-Irapuato toll-free road (COVIQSA), which amended the payment mechanism and financial model contemplated by such PPS agreement.

“**Senior Loan Agreement**” means the amended and restated loan agreement among the issuer, the lenders and the administrative agent.

“**Senior Notes**” means the 9.00% preferred debt securities in the principal amount of MXN 7,500,000,000 (seven billion five hundred million Mexican pesos), due 2028, issued by the Company on May 30, 2013 pursuant to Rule 144A and Regulation S of the U.S. Securities Act of 1933. Interest on the Senior Notes are payable semi-annually.

“**Shadow toll payments from the SCT**” means, as with respect to CONIPSA and/or COVIQSA, the traffic payments received from the SCT in respect of the Irapuato-La Piedad and Querétaro-Irapuato highways pursuant to the relevant PPS agreement. COVIQSA entered into an amendment agreement to the long-term PPS, dated June 21, 2006 (subsequently amended on June 23, 2011) to calculate the payments under the agreement, establishing a maximum quarterly payment amount of MXN 192,458,878.0, to be adjusted by inflation.

“**Toll revenues**” means the revenues derived from the use of the toll roads.

“**Toll-free Roads**” means the Querétaro-Irapuato highway (COVIQSA) and the Irapuato-La Piedad highway (CONIPSA).

“**Total toll and other concession revenues**” means the sum of (a) the toll revenues, (b) the shadow toll payments from the SCT, (c) the availability payments from the SCT and (d) the ancillary revenue from the use of Right of Way.

“**UDIs**” means Mexican Investment Units (*Unidades de Inversión*), which are inflation indexed currency units.