

Highlights from the Annual Results December 2007



- ▶ The information in this document is taken from the BAA 2007 Annual Results (“the Results”) which were published on 11 March 2008 and other public information available. This information is intended to provide a summary of the information in the Results. Recipients of this information should note that this summary does not reproduce in full the financial statements, the accounting policies or the notes to the financial statements which are contained in the Results and accordingly, the information contained herein should be read in conjunction with and is qualified in its entirety by the information set out in the Results. Nothing in this document should be construed as advice or as an offer to sell or buy securities.
- ▶ This document uses the term "Earnings Before Interest, Tax, Depreciation and Amortisation" ('EBITDA'), calculated excluding profit and loss on disposals and fair value gains and losses. This term is not defined by UK GAAP or International Financial Reporting Standards ('IFRS') and therefore is not part of the audited information. However, the figures which are used to calculate EBITDA for the year ended December 2007 are derived from audited information^(*).
- ▶ Financial information included in this document is provided for continuing operations unless stated otherwise, in accordance with IFRS applied in the 2007 Results. Continuing operations exclude results from investments sold during the year 2007 (Budapest and Australia investments) or from those expected to be sold in the near future, Airport Property Partnership ('APP') and World Duty Free Europe ('WDF'). Appendix I includes a reconciliation of key financials from continuing operations to total operations for 2007.

(*) Figures for the year ended December 2006 are unaudited and are taken from the Group's management accounts.

- ▶ Passenger traffic in BAA's UK and Naples airports increased by 2.0% to 155.7 million.
- ▶ Strong increase in traffic on the routes between the UK airports and North Atlantic, China and India offset a decline in domestic passengers.
- ▶ Revenue up by 7.9% to £ 2,247 million.
- ▶ EBITDA up by 15.5% to £956 million includes:
 - ▶ £18 million above budget spent on cleaning, repairing and improving existing facilities (total invested, including capex, in excess of £33 million)
 - ▶ Over £40 million spent in Terminal 5, testing systems and ensuring a successful opening on 27th of March 2008
 - ▶ Cost of recruiting 2,200 new security guards to reduce queues whilst meeting security standards regulation
 - ▶ £73 million provision for new restructuring programme to simplify managerial and backoffice support staff arrangements

- ▶ Capex spent £1,170 million. Most significant projects during 2007 were:
 - ▶ Completing Terminal 5 (99% complete as of 31st December 2007)
 - ▶ Reconfiguration of Terminal 1 check-in areas
 - ▶ Transformation of forecourt and Virgin check-in zone in Terminal 3
 - ▶ Extension of Gatwick's South Terminal
 - ▶ Extension of Stansted's arrivals area
 - ▶ Development of a new Glasgow's departure lounge
- ▶ Sale of investments in Budapest and Australia generated proceeds of £1,602 million.
- ▶ Sale of WDF for £546 million agreed in March 08. Expected completion in April (subject to EU clearance).
- ▶ £800 million Capex facility entered into by ADIL in February 2008 in addition to the undrawn committed facilities which as at 31 December 2007 amounted to £1,270 million (the existing Capex facility of £1,020 million and Working Capital Facility of £250 million).

Continuing operations	Year ended Dec 2007	Year ended Dec 2006 (*)	Change %
Regulated airports	126.8	125.1	1.3%
Non regulated airports	23.2	22.5	2.8%
Naples	5.7	5.1	11.3%
Passenger traffic (million)	155.7	152.7	2.0%
(£ million)			
Revenue	2,247	2,083	7.9%
EBITDA	956	828	15.5%
Operating profit	627	762	-17.7%
Underlying Operating profit (1)	747	659	13.4%
CAPEX	1,170	1,418	-17.5%
Net debt	6,955	6,299	10.4%

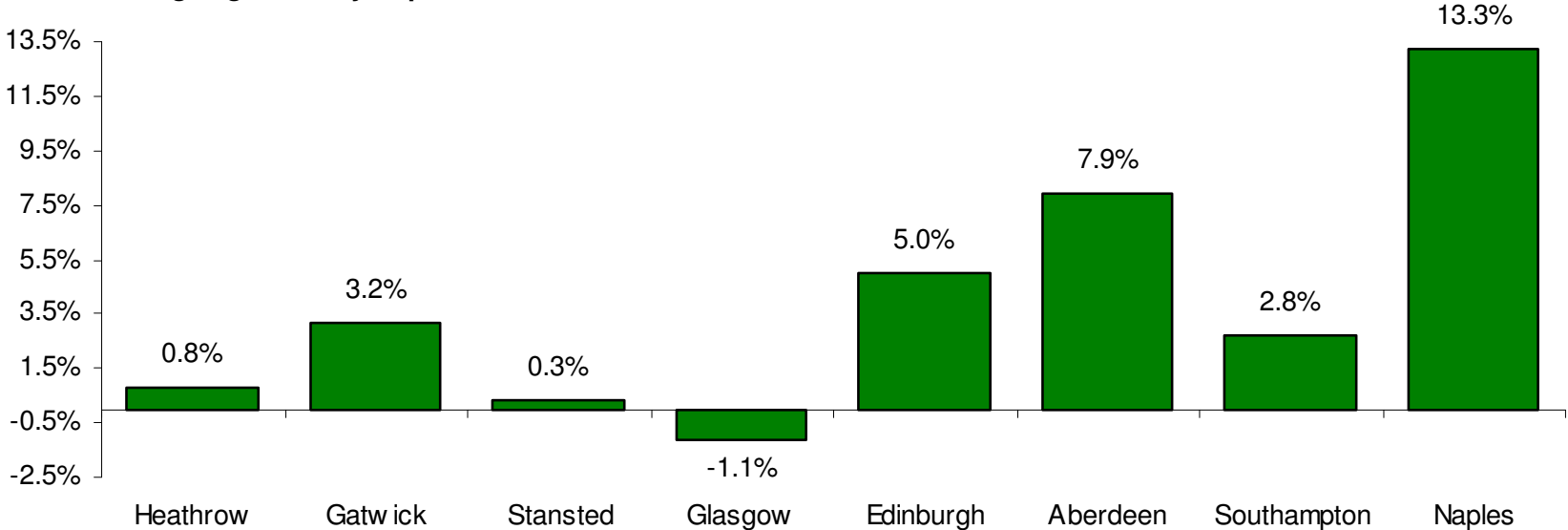
(*) Figures for the year ended December 2006 relate to the Income Statement, are unaudited and are taken from the Group's management accounts.

(1) Operating profit before certain remeasurements and exceptionals.

Passenger traffic

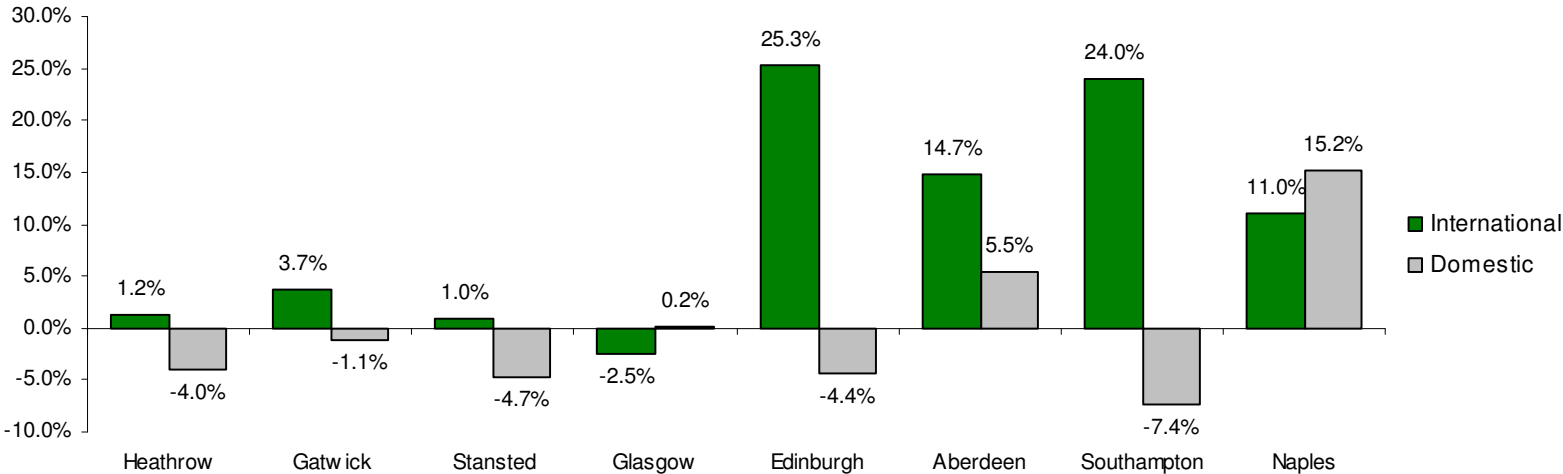


Passenger growth by airport

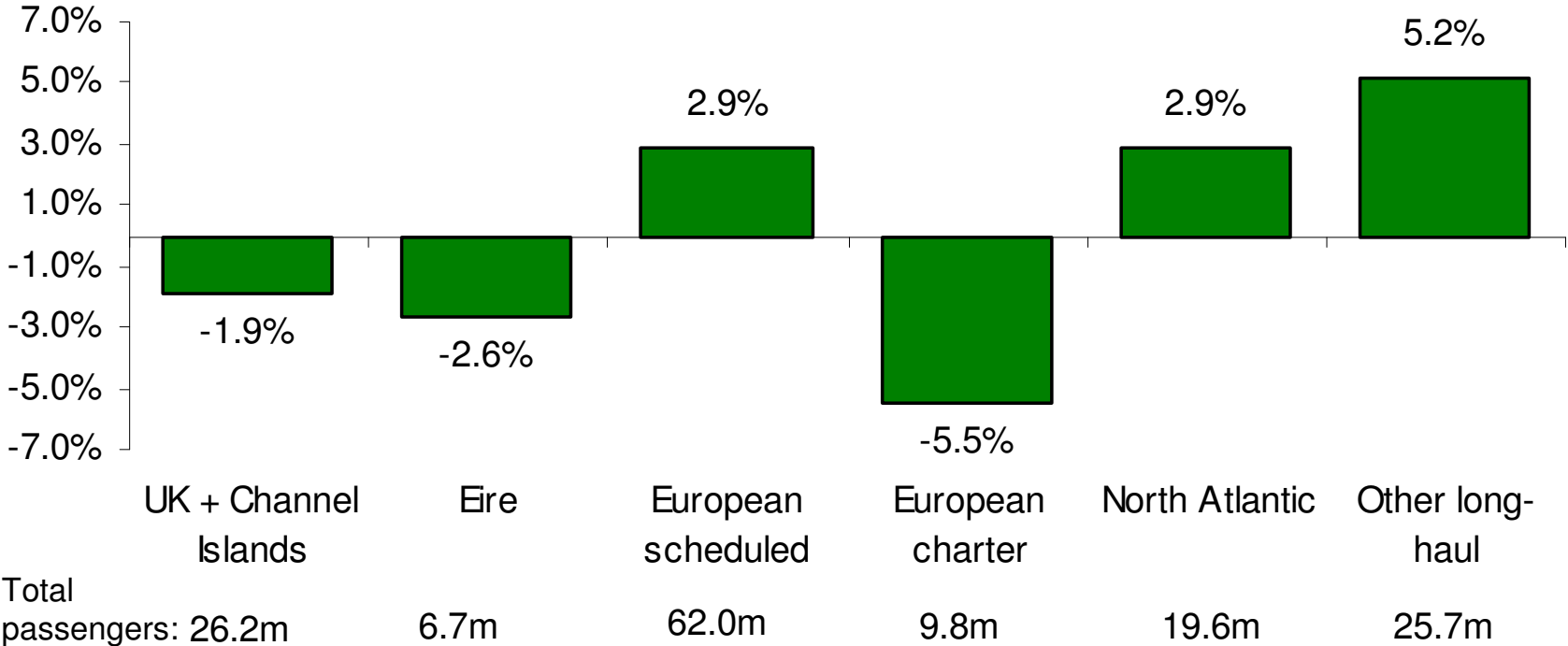


Total passengers:

Heathrow	67.9m	Gatwick	35.2m	Stansted	23.8m	Glasgow	8.7m	Edinburgh	9.0m	Aberdeen	3.4m	Southampton	2.0m	Naples	5.7m
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UK passenger growth by market



Aeronautical charges per passenger (£)	Year ended	Year ended	Change %
	Dec 2007	Dec 2006 (*)	
Heathrow	9.2	8.4	9.1%
Gatwick	5.0	4.7	5.1%
Stansted	5.4	3.3	61.5%
Glasgow	5.0	5.0	-0.1%
Edinburgh	5.4	5.4	-0.5%
Aberdeen	6.6	6.6	0.7%
Southampton	6.6	6.7	-2.1%
UK Airports	7.0	6.3	11.3%
Naples	3.5	3.6	-1.7%
BAA	6.9	6.2	10.9%

(*) Figures for the year ended December 2006 are unaudited and are taken from the Group's management accounts.

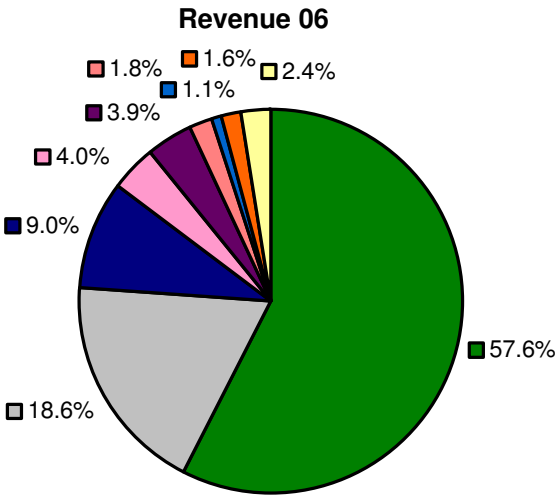
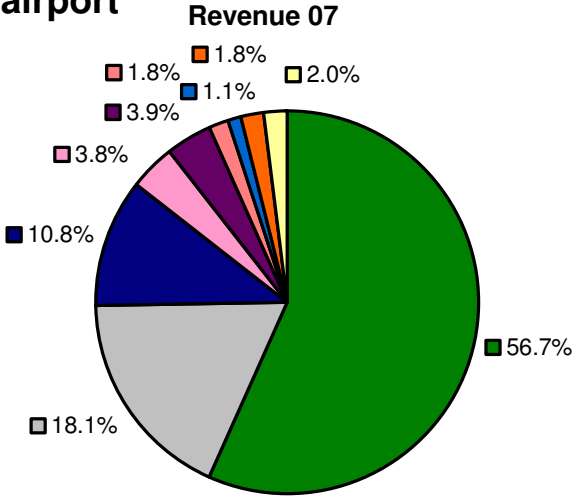
	Year ended	Year ended	
Net retail income per passenger (including WDF concession fee) (£)	Dec 2007	Dec 2006 (*)	Change %
Heathrow	4.6	4.5	2.0%
Gatwick	4.3	4.3	0.7%
Stansted	3.7	3.6	5.4%
Glasgow	3.1	3.0	5.3%
Edinburgh	2.8	2.6	8.6%
Aberdeen	2.6	2.4	6.5%
Southampton	4.2	3.8	10.3%
UK Airports	4.2	4.1	2.8%
Naples	1.9	1.8	6.7%
BAA	4.1	4.0	2.6%

(*) Figures for the year ended December 2006 are unaudited and are taken from the Group's management accounts.

Revenue

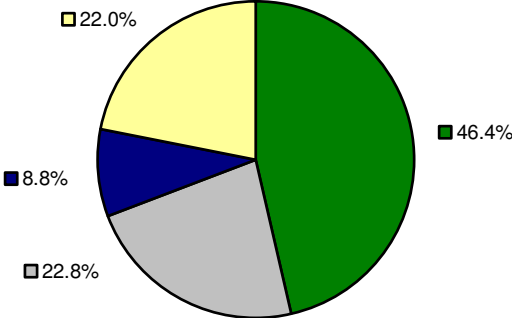
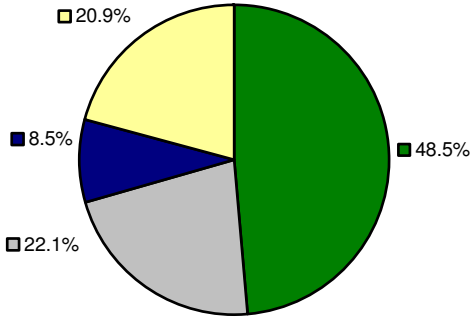


Revenue by airport



- Heathrow
- Gatwick
- Stansted
- Glasgow
- Edinburgh
- Aberdeen
- Southampton
- Naples
- Other

Revenue by business



- Aeronautical
- Retail
- Car Parks
- Other

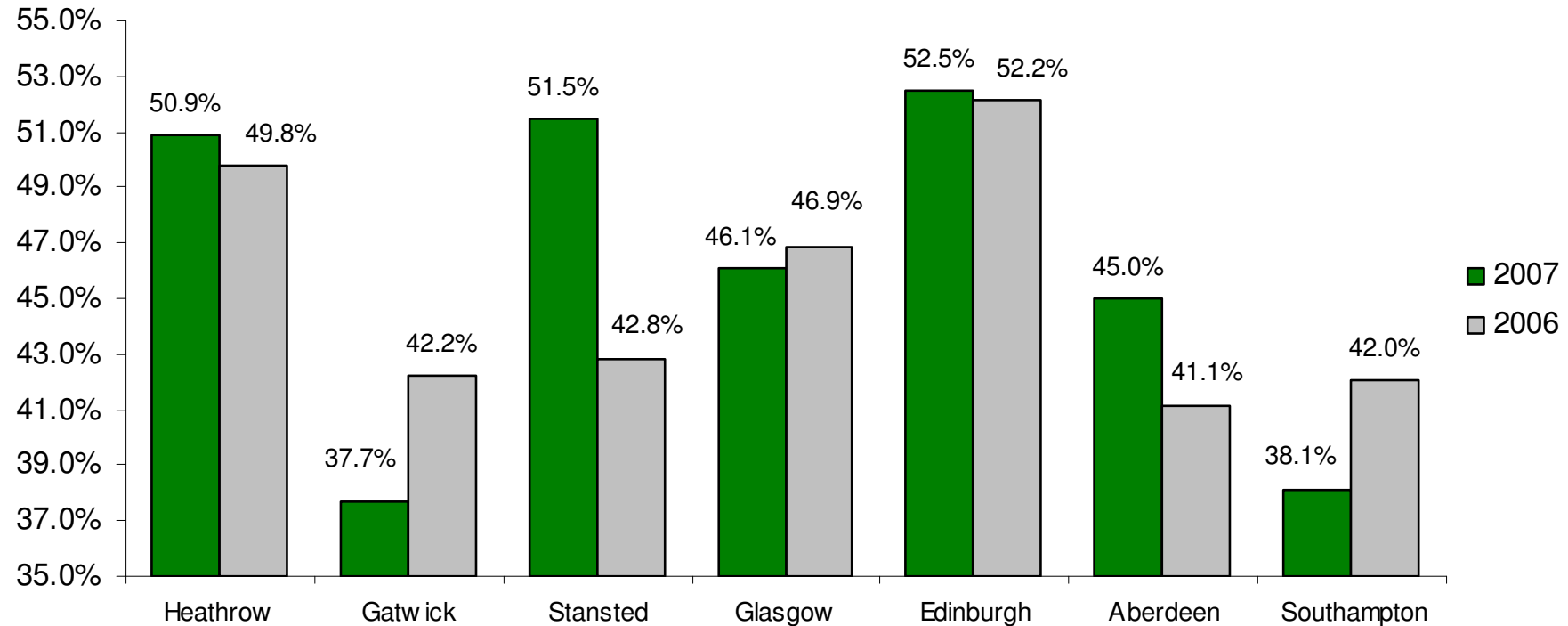
EBITDA



EBITDA (*) (£ million)	Year ended Dec 2007	Year ended Dec 2006	Change %
Heathrow	596	571	4.3%
Gatwick	153	140	9.2%
Stansted	115	74	54.9%
Regulated airports	863	785	9.9%
Glasgow	40	37	6.7%
Edinburgh	46	42	10.0%
Aberdeen	19	15	23.7%
Southampton	9	8	11.8%
Non regulated airports	113	102	11.0%
UK Airports	976	887	10.0%
Naples	12	11	9.1%
Total Airports	988	898	10.0%
Other	(32)	(70)	54.3%
BAA (continuing operations)	956	828	15.5%
Discontinued operations	81	156	-47.9%
Total BAA	1,037	984	5.4%

(*) EBITDA presented prior to the allocation of the reorganisation costs to the airports for comparative purposes.

EBITDA pre-exceptional margin



- ▶ EBITDA margins for 2007 included above are presented on the same basis as 2006 figures for comparative purposes and do not reflect the change of methodology during 2007 by which BAA has commenced charging the full corporate office costs to the airports (given that all corporate costs are incurred for and on behalf of the different airports).
- ▶ Costs of new security standards as well as investment in cleaning, improving and repairing existing facilities affected significantly the South East airports in 2007. However, the effect of these costs on EBITDA margins at Heathrow and Stansted were offset by the regulated increase in tariffs above RPI for Heathrow and the elimination of certain discounts which were being applied on tariffs at Stansted.

Underlying Operating profit



Operating profit (£ million)	Year ended Dec 2007	Year ended Dec 2006 (*)	Change %
Operating profit	627	762	-17.7%
Reorganisation costs (**)	80	81	
Terminal 5 launch / operational readiness costs	40	12	
Terminal 1 & 2 accelerated depreciation	66	17	
Bid advisory costs	-	60	
Profit on sale of Heathrow land	-	(44)	
Other	-	4	
Exceptionals	186	130	
Fair value gains on investment properties	(45)	(252)	
Fair value gains / (losses) on derivative financial instruments	(21)	19	
Certain remeasurements	(66)	(233)	
Underlying Operating profit	747	659	13.4%

(*) Figures for the year ended December 2006 relate to the Income Statement, are unaudited and are taken from the Group's management accounts.

(**) Includes new restructuring programme costs amounting to £73 million.

Disposals

(£ million)	Budapest	Australia
Carrying value of disposed operations	1,343	28
Proceeds		
Cash and cash equivalents	1,020	342
Loan notes (discounted on acquisition)	222	-
Loan notes (non-cash)	67	-
Total proceeds (*)	1,309	342
Gain / (loss) on disposal of discontinued operations	(34)	314

(*) Budapest consideration also includes £18 million dividend received prior to disposal.

CAPEX (£ million)	Year ended Dec 2007	Year ended Dec 2006 (*)	Change %
Heathrow	879	1,122	-21.7%
Gatwick	90	99	-9.1%
Stansted	89	104	-14.4%
Regulated airports	1,058	1,325	-20.2%
Non regulated airports	49	53	-7.5%
UK Airports	1,107	1,378	-19.7%
Other	63	40	57.5%
BAA	1,170	1,418	-17.5%

(*) Figures for the year ended December 2006 are unaudited and are taken from the Group's management accounts.

Cash flow

Cash Flow (£ million)	Year ended Dec 2007
EBITDA from continuing operations	956
Tax paid and change in working capital	19
Cash generated from discontinuing operations	80
Net cash from operating activities	1,055
Capital expenditure & other investments	(1,147)
Loan to parent entity	(1,897)
Investing activities of discontinued operations & other divestments	1,643
Cash flows from investing activities	(1,401)
Cash flows from activities	(346)
Interest paid	(378)
Increase in borrowings	744
Cash flows from financing activities	366
Changes in cash and cash equivalents	20

Net debt movement



(£ million)	Net debt December 06 (*)	
Decrease net debt	Increase net debt	
Cash flow from operating activities	1,055	Capital expenditure & other investments 1,147
Disposal proceeds: Budapest	1,260	Net interest paid 378
Disposal proceeds: Australia	342	Fair value revaluation on Euro bonds 148
Redemption of NATS loan notes	41	Loan to ADIL (parent entity) 1,897
Debt reclassified to liabilities of assets held for sale	208	
Other	8	
	2,914	3,570
		Movement in net debt (656)
	Net debt December 07 (*)	
		(6,955)

(*) Net debt does not include interest payable

Guarantee

- ▶ All existing non-convertible BAA bonds, other than £30 million Lynton debenture, and EIB loan facilities are guaranteed by the three London airports.
- ▶ BAA borrowings under ADIL Capex facility and £200m Bridging term facility amounted to £980m and £200m respectively as at 31 December 2007. Both borrowings are guaranteed and secured by BAA, the three London airports and certain other subsidiaries. They also guarantee the ADIL Senior and Subordinated bank loan facilities up to a maximum value so that financial covenants in certain of the existing BAA bonds are not breached.
- ▶ The guarantee as at 31 December 2007 amounted to £1,180 million in respect of BAA borrowings under Capex and Bridging facilities and £1.8 billion in respect of ADIL Senior and Subordinated facilities.

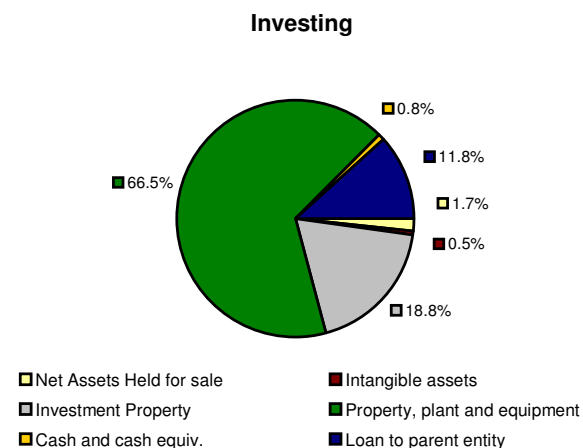
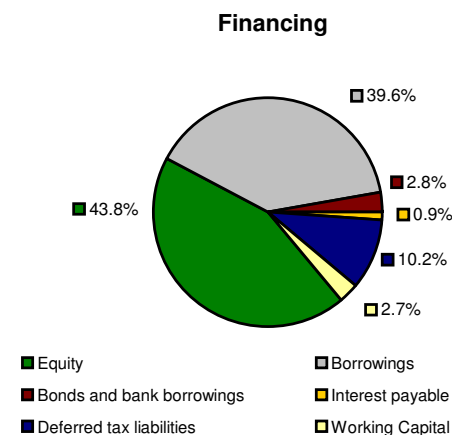
Security

- ▶ £30 million Lynton debenture is secured on certain properties of BAA Group.
- ▶ All other BAA bonds and the EIB loan facilities are unsecured.
- ▶ BAA, the three London airports and certain other BAA subsidiaries have given security over their respective assets in support of the BAA Bridging term facility and the BAA borrowings under ADIL Senior Capex facility as well as the ADIL Senior and Subordinated bank loan facilities. The level of the security is limited to a maximum value so that financial covenants in certain of the existing BAA bonds are not breached.
- ▶ As at 31 December 2007 security, limited as stated above, is provided by BAA and its subsidiaries in support of BAA Group debt totalling £1,180 million. In addition to that, the amount of security provided in respect of the guarantee issued to support debt incurred by ADIL was £1.3 billion as at 31 December 2007.

Balance Sheet



Balance Sheet (£ million)	Dec 2007	Dec 2006
Non current assets	14,692	13,902
Intangible assets	80	130
Investment Property	3,139	3,503
Property, plant and equipment	11,128	10,134
Other non current assets	345	135
Assets held for sale	550	1,460
Current assets	2,507	516
Other current assets	2,367	423
Cash and cash equivalents	140	93
TOTAL ASSETS	17,749	15,878
Non-current liabilities	(8,457)	(8,193)
Borrowings	(6,621)	(6,156)
Deferred tax liabilities	(1,713)	(1,687)
Other non current liabilities	(123)	(350)
Liabilities associated with assets held for sale	(266)	(125)
Current liabilities	(1,688)	(1,211)
Borrowings	(620)	(369)
Bonds and bank borrowings	(474)	(236)
Interest payable	(146)	(133)
Other current liabilities	(1,068)	(842)
TOTAL LIABILITIES	(10,411)	(9,529)
NET ASSETS	7,338	6,349
Equity		
Attributable to the company's equity holders	7,325	6,339
Minority interest	13	10
TOTAL EQUITY	7,338	6,349



BAA 

Appendix I – Reconciliation of key financials from continuing to total operations



(£ million)	Year ended December 2007		
	Continuing operations	Discontinued operations	Total
Revenue	2,247	379	2,626
Operating costs	(1,291)	(298)	(1,589)
EBITDA	956	81	1,037
Depreciation and amortisation	(392)	(11)	(403)
Fair value gains	66	16	82
Profit and loss on disposal of assets	(3)	2	(1)
Gains on disposal of operations	n/a	280	280
Operating profit	627	368	995
Share of profit from associates	-	6	6
Financing results	(64)	(19)	(83)
Profit before tax	563	355	918
Taxation	(68)	(106)	(174)
Consolidated profit for the year	495	249	744