

*English translation for information purposes only. In the event of discrepancies between the English and the Spanish version, the Spanish version shall prevail.*



Pursuant to the Consolidated Text of the Spanish Securities Market Act (*Texto Refundido de la Ley del Mercado de Valores*), FERROVIAL, S.A. (the "Company" or "FERROVIAL") communicates the following:

Following the communication sent by the Company to the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores*, or *CNMV*) on 26 October 2016 (registration number 244,071), FERROVIAL reports the end, on 14 November 2016, of the trading period of the free-of-charge allocation rights corresponding to the second paid up capital increase implementing the "Ferrovial Flexible Dividend" shareholders' remuneration program.

Holders of 56.04% of free-of-charge allocation rights (a total of 414,492,885 rights) have received new shares of FERROVIAL. Therefore, the final number of ordinary shares of twenty euro cents (€0.20) par value each issued in the capital increase is 9,210,953, where the nominal amount of the increase is 1,842,190.60 euro, representing an increase of approximately 1.2453% of the share capital of FERROVIAL before the capital increase.

Moreover, during the period established for that purpose, holders of 43.96% of free-of-charge allocation rights accepted the irrevocable commitment to purchase rights taken by the Company. Consequently, FERROVIAL acquired 325,153,323 rights for a total gross amount of 132,662,555.78 euro. The Company waived the shares corresponding to the free-of-charge allocation rights acquired by virtue of the mentioned commitment.

The capital increase was closed today, on 17 November 2016.

Likewise, according to the schedule foreseen for the execution of the capital increase, the cash payment to shareholders who sold the free-of-charge rights to FERROVIAL was made on 16 November 2016.

It is expected, subject to compliance with all legal requirements (and, in particular, the verification of compliance by the Spanish Securities Market Commission), that the new shares will be listed on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges through the Automated Quotation System (*Sistema de Interconexión Bursátil*) (Continuous Market), on 29 November 2016 and that their ordinary trading will initiate on 1 December 2016.

Madrid, 17 November 2016

Santiago Ortiz Vaamonde

Secretary of the Board of Directors of Ferrovial, S.A.