

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



In accordance with article 228 of the Securities Market Act, FERROVIAL, S.A. (the Company, or FERROVIAL), hereby communicates the following:

REGULATORY DISCLOSURE

The Board of Directors, at its meeting held on the 25th of February 2016, has agreed to approve the Annual Reports and Management Report corresponding to the financial year 2015 for FERROVIAL, S.A. and its consolidated Group.

The consolidated net result stood at EUR720mn.

The Board intends to propose to the Ordinary General Shareholders' Meeting of the Company, which shall be convened in due course:

(i) The allocation of profits of FERROVIAL, S.A., which stand at the sum of 132,875,229.82 euros, entirely to voluntary reserves.

(ii) The approval of a remuneration program for the shareholder (flexible dividend) in terms similar to those for the years 2014 and 2015, which would be instrumented through two paid-up capital increases. The amount of the alternative option of the first of the cited increases would equal 234,307,543.68 euros (approx. 0.311 € per share). The amount of the alternative option of the second could not exceed 310,285,804.08 euros (approx. 0.408 € per share).

(iii) A reduction in capital, which would be carried out by the amortization of own shares, both those held as treasury shares and those which would be acquired (19 million shares as maximum) through a buy-back program, whose maximum investment would stand at 275 million euros.

Madrid, 25th of February 2016

Santiago Ortiz Vaamonde
Secretary of the Board of Directors of FERROVIAL, S.A.

Disclaimer

This document contains forward-looking statements about the Company's intentions, expectations or projections as of this date. These statements are based on financial projections and estimates and their underlying assumptions, statements regarding plans, objectives and expectations which refer to, among others, future growth in the various business lines and the overall business, market share, financial results and other aspects of the Company's activity and situation.

Such forward-looking statements do not, by their nature, constitute guarantees of future performance and they are subject to risks, uncertainties and other important factors as a result of which the final developments or outcomes may differ from those expressed in these forward-looking statements.

The content of this disclaimer should be taken into account by any person that may have to make decisions or draw up or publish opinions on the securities issued by the Company, particularly by analysts and investors who consult this disclosure. They are all encouraged to consult the Company's documentation and periodic filings with the relevant securities markets regulators and, in particular, with the Spanish National Securities Market Commission.