

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



In accordance with article 82 of Law 24/1988 of 28 July on the Securities Markets, FERROVIAL, S.A. (the Company or FERROVIAL), notifies the following:

RELEVANT FACT

The Company hereby discloses the notification received from Portman Baela, S.L. and Karlovy, S.L., for its immediate release, regarding the expiration of the effects on FERROVIAL of the current shareholders' agreements in relation to Portman Baela, S.L. and its parent company Karlovy, S.L.

This is brought to your attention for the appropriate purposes.

Madrid, 7 August 2015

Santiago Ortiz Vaamonde

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

PORTMAN BAELA, S.L.
Calle Rafael Calvo, 39
28010 Madrid

In accordance with article 82 of Law 24/1988 of 28 July on the Securities Markets, Portman Baela, S.L. notifies the following:

RELEVANT FACT

Pursuant to section 531 of Capital Companies Act (*Ley de Sociedades de Capital*), approved by Royal Legislative Decree 1/2010 de 2 July, Portman Baela, S.L. ("**Portman Baela**") notifies that the effects on Ferrovial, S.A. ("**Ferrovial**") of the shareholders' agreement have expired as a result of the sale by Portman Baela of all of its 301,130,059 shares of Ferrovial to its direct and indirect shareholders, Menosmares, S.L.U., Rijn Capital BV, Soziancor, S.L.U. and Siemprelara, S.L.U., and the sale by Portman Baela's parent company, Karlovy, S.L., of all of its 18,426 directly held shares to the same companies, as Ferrovial reported to the Securities Markets National Commission by way of its relevant fact dated 4 August (number 227311). Such shareholders' agreement was notified in the relevant fact by Portman Baela to the Securities Markets National Commission on December 29 2009, (number 118302) by which it communicated the entering into a shareholder's agreement among the members of Portman Baela, a holder of 40.820% of the share capital of Ferrovial. Likewise, the effects of the *de facto* concerted action among Portman Baela's shareholders have expired.

Sincerely,

Madrid, 7 August 2015

D. José Ignacio Ysasi-Ysasmendi Pemán

D. Antonio Rojas Miranda

KARLOVY, S.L.
Calle Rafael Calvo, 39
28010 Madrid

In accordance with article 82 of Law 24/1988 of 28 July on the Securities Markets, Karlovy, S.L. notifies the following:

RELEVANT FACT

Pursuant to section 531 of Capital Companies Act (Ley de Sociedades de Capital), approved by Royal Legislative Decree 1/2010, dated 2 July, Karlovy, S.L. ("**Karlovy**") notifies that the effects on Ferrovia, S.A. ("**Ferrovia**") of the shareholders' agreement have expired as a result of the sale by Portman Baela S.L. ("**Portman Baela**") of all of its 301,130,059 shares of Ferrovia to its direct and indirect shareholders, Menosmares, S.L.U., Rijn Capital BV, Soziancor, S.L.U. and Siemprelara, S.L.U., and the sale by Karlovy of all of its 18,426 directly held shares to the same companies, as Ferrovia reported to the Securities Markets National Commission by way of its relevant fact dated 4 August (number 227311). Such shareholders' agreement was notified in the relevant fact by Karlovy to the Securities Markets National Commission on December 29 2009, (number 118302) by which it communicated the entering into a shareholder's agreement among the members of Karlovy, a holder of a direct stake of 0.002% and of an indirect stake, through Portman Baela, of 40.820% of the share capital of Ferrovia. Likewise, the effects of the *de facto* concerted action among Portman Baela's shareholders have expired.

Sincerely,

Madrid, 7 August 2015

D. José Ignacio Ysasi-Ysasmendi Pemán

D. Antonio Rojas Miranda