

English translation for information purposes only. In the event of a discrepancy between the English and the Spanish version, 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 notifications received for its immediate release, firstly from its principal shareholder, Portman Baela, S.L. and Portman Baela, S.L.'s controlling shareholder, Karlovy, S.L, regarding the sale of the entire stake of the former in the share capital of FERROVIAL to its direct and indirect shareholders; secondly, from its shareholder Rijn Capital BV regarding the settlement of the forward sale derivative transaction entered into by Rijn Capital BV and Mediobanca– Banca di Credito Finanziario S.p.A. and the return by the latter to the former of the shares borrowed by it within the framework of the mentioned forward sale transaction; and thirdly, from Menosmares, S.L.U., Rijn Capital BV, Soziancor, S.L.U. and Siemprelara, S.L.U. in relation to the respective ultimate shareholdings of their controlling shareholders in the share capital of FERROVIAL.

This is brought to your attention for the appropriate purposes.

Madrid, 4 August 2015

Santiago Ortiz Vaamonde

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

In accordance with article 82 of Law 24/1988 of 28 July on the Securities Markets, Portman Baela, S.L. and Portman Baela, S.L.'s controlling shareholder, Karlovy, S.L. notify the following:

RELEVANT FACT

Portman Baela, S.L. has today notified Ferrovial, S.A. of its intention to sell its entire stake in the share capital of Ferrovial, S.A.

The transaction, which will be executed in two tranches, the first one already completed today and the second one expected to take place on 7 August, involves the sale by Portman Baela, S.L. of the 301,130,059 shares representing 40.82% of the share capital of Ferrovial, S.A. that Portman Baela, S.L. held until now to its direct and indirect shareholders Menosmares, S.L.U., Rijn Capital BV, Soziancor, S.L.U. and Siemprelara, S.L.U, in proportion to their respective ultimate shareholdings in the share capital of Portman Baela, S.L.

On the other hand, Karlovy, S.L. has sold today the 18,426 shares of Ferrovial it directly owned to the same companies Menosmares, S.L.U., Rijn Capital BV, Soziancor, S.L.U. and Siemprelara S.L.U., in proportion to their respective shareholdings in Karlovy, S.L.'s share capital.

The transaction is part of the orderly transition of the second generation of the del Pino family group in the share capital of Ferrovial, S.A. in order for the different family branches, which until now held the majority of their investment in Ferrovial, S.A. jointly through Portman Baela, S.L., to hold their shareholding going forward through companies controlled by each one of them.

In this context, the effects on Ferrovial, S.A. of the current shareholders' agreements entered into by the shareholders of Karlovy, S.L. (the company that controls Portman Baela, S.L.) and Portman Baela, S.L., reported by way of the relevant fact dated 29 December 2009 (registration number 118302) will expire. Likewise, the effects of the de facto concerted action among them will expire.

Madrid, 4 August 2015

Portman Baela, S.L.

Karlovy, S.L.

José Ignacio Ysasi-Ysasmendi Pemán /
Antonio Rojas Miranda

José Ignacio Ysasi-Ysasmendi Pemán /
Antonio Rojas Miranda

In accordance with article 82 of Law 24/1988 of 28 July on the Securities Markets, Rijn Capital BV (a company controlled by Rafael del Pino y Calvo-Sotelo) notifies the following:

RELEVANT FACT

Rijn Capital BV has delivered on August 4 2015 to Mediobanca – Banca di Credito Finanziario S.p.A. (Mediobanca) 23 million shares representing 3.118% of the share capital of Ferrovial, S.A., by way of settlement of the forward sale derivative transaction entered into by Rijn Capital BV and Mediobanca, reported by way of the relevant facts published on 12 November 2014 (registration number 214004) and 3 December 2014 (registration number 214980). Mediobanca will in turn return to Rijn Capital BV the 4.5 million shares representing 0,610% of the share capital of Ferrovial S.A. borrowed by the former within the framework of the mentioned forward sale transaction.

Madrid, 4 August 2015

Rjn Capital BV

Meindert de Boer

In accordance with article 82 of Law 24/1988 of 28 July on the Securities Markets, Menosmares, S.L.U., Rijn Capital BV, Soziancor, S.L.U. and Siemprelara, S.L.U. notify, each of them regarding their respective shareholding, the following:

RELEVANT FACT

After giving effect to the transactions notified today by Portman Baela, S.L., Karlovy, S.L. and Rijn Capital BV, upon completion, the resulting shareholdings in the share capital of Ferrovial, S.A. will be the following:

- (a) María del Pino y Calvo-Sotelo (both through Menosmares, S.L.U. and individually): 8.090%.
- (b) Rafael del Pino y Calvo-Sotelo (both through Rijn Capital BV and individually): 20.100%.
- (c) Joaquín del Pino y Calvo-Sotelo (both through Soziancor, S.L.U. and individually): 2.524%.
- (d) Leopoldo del Pino y Calvo-Sotelo (through Siemprelara, S.L.U.): 8.296%.

Additionally, María and Joaquín del Pino y Calvo-Sotelo own, jointly and indirectly through Casa Grande de Cartagena, S.L.U., a 1.209% stake in Ferrovial's share capital.

Madrid, 4 August 2015

Menosmares, S.L.U

Rjn Capital BV

José Ignacio Ysasi-Ysasmendi
Pemán
Soziancor, S.L.U

Meindert de Boer
Siemprelara, S.L.U

José Ignacio Ysasi-Ysasmendi
Pemán

Miguel Ángel Sánchez Sánchez /
Juan Ignacio Garicano del Hoyo