

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



Pursuant to Article 82 of the Spanish Securities Market Law (*Ley del Mercado de Valores*), FERROVIAL, S.A. (the "Company" or "FERROVIAL") communicates the following:

### **REGULATORY DISCLOSURE**

Following the significant event sent by the Company to the Spanish Securities Market Commission (*Comisión Nacional del Mercado de Valores, or CNMV*) on 30 April 2015 (registration number 222274), FERROVIAL reports the end, on 20 May 2015, of the trading period of the free-of-charge allocation rights corresponding to the paid up capital increase implementing the "Ferrovial Flexible Dividend" shareholders' remuneration program.

Holders of 47.82% of free-of-charge allocation rights (a total of 350,206,858 rights) opted to receive new shares of FERROVIAL. Therefore, the final number of ordinary shares of twenty euro cents (€0.20) each issued in the capital increase is 5,306,164, where the nominal amount of the increase is 1,061,232.80 euro, representing an increase of approximately 0.72 % of the share capital of FERROVIAL before the capital increase.

Moreover, during the period established for that purpose, holders of 52.18% of free-of-charge allocation rights accepted the irrevocable commitment to purchase rights taken by FERROVIAL. Consequently, FERROVIAL acquired 382,182,272 rights for a total gross amount of 116,183,410.69 euro. FERROVIAL waived the shares corresponding to the free-of-charge allocation rights acquired by virtue of the mentioned commitment.

The capital increase was closed on 21 May 2015.

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 will be made on 25 May 2015.

It is expected, subject to compliance with all legal requirements (and, in particular, the verification 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 28 May 2015, being the next day the initiation of their ordinary trading.

Madrid, 21 May 2015

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