

DIVESTMENT, AMEY, SERVICES

Ferrovial sells Amey to a company controlled by One Equity Partners and Buckthorn Partners, for GBP 400 million

- The deal furthers Ferrovial's strategy of focusing on the development, construction and management of sustainable infrastructure.
- Ferrovial retains the UK waste treatment business, which manages 1 million tons p.a.
- This agreement practically concludes the divestment of Ferrovial's former Services division

Madrid, 11/Oct/2022.– Ferrovial has reached an agreement for the sale of 100% of the Amey group, almost completing the divestment of its former Services division. The acquiring vehicle is a UK company controlled by funds managed by One Equity Partners, who are entering into the transaction alongside their acquisition partner, Buckthorn Partners.

The transaction represents an enterprise value of GBP 400 million (€455 million) and an estimated equity value of approximately GBP 245 million (€278 million). The final consideration to be paid upon completion of the transaction will be adjusted by reference to the net debt and working capital figures resulting from a balance sheet prepared as of that date. The net consideration will be in the form of cash of GBP 109 million (€124 million) and a vendor loan note of GBP 136 million (€154 million) repayable over the next 5 years with an interest of 6% per annum, increasing to 8% after third year.

Amey currently provides a range of critical services in the UK, including infrastructure maintenance and upkeep, consulting and facility management. It also provides waste treatment business, which as previously announced is not part of this sale. Ferrovial will retain the UK waste treatment business within its Energy Infrastructure and Mobility division.

Final completion of the deal is subject to regulatory clearances and is expected to take place in 2022.

Capital gain estimated to be around €50 million after recycling through the P&L of translation differences and interest rate hedges

Amey, excluding the waste treatment business has a workforce of c. 11,000 employees, reported GBP 1,386 million in revenue in 2021 (€1,647 million) and GBP 43 million in EBITDA (€51.5 million), while its backlog totaled GBP 6,133 million (€7,290 million).

“This transaction represents a step forward in our Horizon 24 business plan, focused on developing sustainable infrastructure to continue creating value for our shareholders, and the communities in which we operate. The deal practically concludes the divestment of the Services business,” said Ignacio Madríguez, CEO of Ferrovial.

“Amey is a well-regarded, long-standing player in the critical infrastructure design and management space in the UK, and we are very excited about the enhanced opportunities for growth Amey will have as an independent company,” said Ante Kusurin, Principal, One Equity Partners.

Nicholas Gee, Founding Partner at Buckthorn Partners said “Amey is at the heart of developing innovative routes to delivering the UK’s infrastructure needs. Amey’s consulting and engineering services are essential to expedite the energy transition by improving the performance of transport and building infrastructure. We are very pleased to partner with OEP in Amey, and we look forward to helping the company grow and investing in and supporting its great workforce.”

Horizon 24 Plan

Ferrovial conducted a strategic review of all its businesses aimed at focusing the company's future on infrastructure, the prime source of value and returns for its shareholders. As a result, it classified all its Services operations as “available for sale”.

Corporate Communications

newsroom.ferrovial.com
@ferrovial

José Luis Cobas
+34 915 866 314
+34 629 471 839
jlcobas@ferrovial.com

Paula Lacruz
+34 91586 25 26
+34 626 12 93 00
placruz@ferrovial.com



P

Press
Release

To that same end, the company adopted Horizon 24, a strategy for the period 2020–2024 that prioritizes infrastructure development, construction and management in parallel with businesses in the areas of mobility, water and the energy transition. The plan targets 11% annual EBITDA growth based on the pursuit of excellence, sustainability, innovation, efficiency, and the selection of businesses and markets.

The operation of Amey practically concludes the divestment of Ferrovial Services, following the sale of the Environmental Services and Infrastructure Services businesses in Spain and Portugal and of Broadpectrum's operations in Australia and New Zealand, the municipal cleaning contracts in the UK, and of the Oil & Gas business in North America.

About Ferrovial

Ferrovial, a leading global infrastructure operator, is committed to developing sustainable solutions. It is a member of Spain's blue-chip IBEX 35 index and included in the Dow Jones Sustainability Index and FTSE4Good; all its operations are conducted in compliance with the principles of the UN Global Compact, which the company adopted in 2002.

About One Equity Partners

One Equity Partners ("OEP") is a middle market private equity firm focused on the industrial, healthcare, and technology sectors in North America and Europe. The firm seeks to build market-leading companies by identifying and executing transformative business combinations. OEP is a trusted partner with a differentiated investment process, a broad and senior team, and an established track record generating long-term value for its partners. Since 2001, the firm has completed more than 300 transactions worldwide. OEP, founded in 2001, spun out of JP Morgan in 2015. The firm has offices in New York, Chicago, Frankfurt and Amsterdam. For more information, please visit www.oneequity.com.

About Buckthorn Partners

Buckthorn focuses on acquiring and growing energy services businesses involved in the energy transition. Since 2014 they have made 13 investments across four platforms. We provide our portfolio companies with industry experience, a broad industry network, capital, M&A expertise and strategic advice. Working in partnership with experienced management teams, we provide primary capital and strategic direction to help build successful companies both organically and through M&A.