



FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.  
AND SUBSIDIARIES (CONSOLIDATED GROUP)

# **Annual Accounts and Directors' Report**

**Fiscal Year 2009**



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FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.  
AND SUBSIDIARIES (CONSOLIDATED GROUP)

**Annual Accounts**

# BALANCE SHEET

| ASSETS                                                       | 31-12-2009        | 31-12-2008        |
|--------------------------------------------------------------|-------------------|-------------------|
| <b>NON-CURRENT ASSETS</b>                                    | <b>12,832,839</b> | <b>11,829,356</b> |
| <b>Intangible assets (Note 6)</b>                            | <b>4,462,312</b>  | <b>3,886,429</b>  |
| Concessions (Notes 6 and 10)                                 | 961,755           | 905,075           |
| Goodwill                                                     | 2,615,300         | 2,556,385         |
| Total intangible assets                                      | 885,257           | 424,969           |
| <b>Property, plant and equipment (Note 7)</b>                | <b>5,957,478</b>  | <b>5,491,693</b>  |
| Land and buildings                                           | 1,640,370         | 1,588,241         |
| Plant and machinery                                          | 4,317,108         | 3,903,452         |
| <b>Investment properties (Note 8)</b>                        | <b>264,093</b>    | <b>263,919</b>    |
| <b>Investments carried using the equity method (Note 11)</b> | <b>1,145,754</b>  | <b>1,116,605</b>  |
| <b>Non-current financial assets (Note 13)</b>                | <b>404,024</b>    | <b>517,868</b>    |
| <b>Deferred tax assets (Note 22)</b>                         | <b>599,178</b>    | <b>552,842</b>    |
| <b>CURRENT ASSETS</b>                                        | <b>8,427,874</b>  | <b>8,768,005</b>  |
| <b>Non-current assets held for sale</b>                      | <b>—</b>          | <b>7,367</b>      |
| <b>Inventories (Note 14)</b>                                 | <b>1,103,282</b>  | <b>1,575,256</b>  |
| <b>Trade and other accounts receivable</b>                   | <b>5,372,976</b>  | <b>5,499,162</b>  |
| Trade debtors for sales and services rendered (Note 15)      | 4,894,660         | 4,975,888         |
| Other receivables (Note 15)                                  | 420,483           | 472,269           |
| Current tax assets (Note 22)                                 | 57,833            | 51,005            |
| <b>Other current financial assets (Note 13)</b>              | <b>230,980</b>    | <b>222,830</b>    |
| <b>Other current assets</b>                                  | <b>66,174</b>     | <b>54,729</b>     |
| <b>Cash and cash equivalents (Note 16)</b>                   | <b>1,654,462</b>  | <b>1,408,661</b>  |
| <b>TOTAL ASSETS</b>                                          | <b>21,260,713</b> | <b>20,597,361</b> |

Notes 1 to 30 and the enclosed Schedules I to V are an integral part of the consolidated financial statements, along with which they form the consolidated annual accounts for fiscal year 2009.

**FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. AND  
SUBSIDIARIES (CONSOLIDATED GROUP)**  
At 31 December 2009 (thousands of euros)

| <b>LIABILITIES</b>                                  | <b>31-12-2009</b> | <b>31-12-2008</b> |
|-----------------------------------------------------|-------------------|-------------------|
| <b>SHAREHOLDERS' EQUITY (Note 17)</b>               | <b>3,136,517</b>  | <b>3,197,953</b>  |
| <b>Shareholders' equity of parent company</b>       | <b>2,483,835</b>  | <b>2,548,706</b>  |
| Capital and reserves                                | 2,809,111         | 2,954,403         |
| Capital                                             | 127,303           | 127,303           |
| Accumulated earnings and other reserves             | 2,698,323         | 2,711,920         |
| Treasury stock                                      | (270,882)         | (118,926)         |
| FY profit (loss) attributable to the parent company | 307,199           | 334,039           |
| Interim dividend                                    | (88,746)          | (99,933)          |
| Other equity instruments                            | 35,914            | -                 |
| Value adjustments                                   | (325,276)         | (405,697)         |
| <b>Minority interests</b>                           | <b>652,682</b>    | <b>649,247</b>    |
| <b>NON-CURRENT LIABILITIES</b>                      | <b>10,619,979</b> | <b>8,758,123</b>  |
| <b>Grants</b>                                       | <b>85,692</b>     | <b>63,576</b>     |
| <b>Current financial liabilities (Note 19)</b>      | <b>906,535</b>    | <b>821,429</b>    |
| <b>Non-current financial liabilities (Note 20)</b>  | <b>8,393,590</b>  | <b>6,872,318</b>  |
| Debentures and other marketable securities          | 562,711           | 142,929           |
| Bank loans and overdrafts                           | 7,299,178         | 6,037,627         |
| Other financial liabilities                         | 531,701           | 691,762           |
| <b>Deferred tax liabilities (Note 22)</b>           | <b>1,216,910</b>  | <b>1,000,004</b>  |
| <b>Other non-current liabilities</b>                | <b>17,252</b>     | <b>796</b>        |
| <b>CURRENT LIABILITIES</b>                          | <b>7,504,217</b>  | <b>8,641,285</b>  |
| <b>Current financial liabilities (Note 19)</b>      | <b>110,773</b>    | <b>91,918</b>     |
| <b>Current financial liabilities (Note 20)</b>      | <b>1,487,563</b>  | <b>2,224,890</b>  |
| Debentures and other marketable securities          | 586               | 745               |
| Bank loans and overdrafts                           | 1,218,218         | 1,901,426         |
| Other financial liabilities                         | 268,759           | 322,719           |
| <b>Trade and other accounts payable</b>             | <b>5,896,831</b>  | <b>6,308,398</b>  |
| Suppliers                                           | 3,562,381         | 4,127,628         |
| Other creditors                                     | 2,315,134         | 2,149,382         |
| Current tax liabilities (Note 22)                   | 19,316            | 31,388            |
| <b>Other current liabilities</b>                    | <b>9,050</b>      | <b>16,079</b>     |
| <b>TOTAL LIABILITIES</b>                            | <b>21,260,713</b> | <b>20,597,361</b> |

Notes 1 to 30 and the enclosed Schedules I to V are an integral part of the consolidated financial statements, along with which they form the consolidated annual accounts for fiscal year 2009.

# I NCOME STATEMENT

## FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. AND SUBSIDIARIES (CONSOLIDATED GROUP) At 31 December 2009 (thousands of euros)

|                                                                               | 31-12-2009        | 31-12-2008        |
|-------------------------------------------------------------------------------|-------------------|-------------------|
| <b>Turnover (Notes 25 and 26)</b>                                             | <b>12,699,629</b> | <b>14,019,500</b> |
| Own work capitalised                                                          | 50,460            | 85,370            |
| Other operating income (Note 25)                                              | 357,527           | 375,119           |
| Changes in inventories of finished products and work in progress              | (25,397)          | (61,412)          |
| Supplies (Note 25)                                                            | (6,126,122)       | (6,987,241)       |
| Staff costs (Note 25)                                                         | (3,296,522)       | (3,260,766)       |
| Other operating charges                                                       | (2,198,960)       | (2,408,253)       |
| Fixed asset depreciation (Notes 6, 7 y 8)                                     | (737,639)         | (745,674)         |
| Allocation of non-financial grants and others                                 | 2,673             | 7,013             |
| Impairment and gains (losses) on disposals of fixed assets                    | 11,972            | (80,012)          |
| Otros resultados                                                              | (6,537)           | 2,666             |
| <b>OPERATING RESULTS</b>                                                      | <b>731,084</b>    | <b>946,310</b>    |
| Financial income (Note 25)                                                    | 66,196            | 105,856           |
| Financial expense (Note 25)                                                   | (357,269)         | (590,254)         |
| Change in fair value of financial instruments (Note 25)                       | 5,189             | (15,573)          |
| Exchange differences                                                          | (32,541)          | 1,182             |
| Impairment and gains (losses) on disposals of financial instruments (Note 25) | 43,329            | 30,167            |
| <b>FINANCE INCOME/COSTS</b>                                                   | <b>(275,096)</b>  | <b>(468,622)</b>  |
| Profit (loss) of companies carried by equity (Note 11)                        | (6,093)           | 15,162            |
| <b>BEFORE-TAX PROFIT (LOSS) FROM CONTINUING OPERATIONS</b>                    | <b>449,895</b>    | <b>492,850</b>    |
| Income tax (Note 22)                                                          | (114,916)         | (99,960)          |
| <b>PROFIT/LOSS FOR YEAR FROM CONTINUING OPERATIONS</b>                        | <b>334,979</b>    | <b>392,890</b>    |
| <b>CONSOLIDATED PROFIT(LOSS) FOR THE YEAR</b>                                 | <b>334,979</b>    | <b>392,890</b>    |
| <b>Profit (loss) attributable to parent</b>                                   | <b>307,199</b>    | <b>334,039</b>    |
| Profit (loss) attributable to minority interests (Note 17)                    | 27,780            | 58,851            |
| <b>EARNINGS PER SHARE (Note 17)</b>                                           |                   |                   |
| Basic                                                                         | 2.52 €            | 2.68€             |
| Diluted                                                                       | 2.51 €            | 2.68€             |

Notes 1 to 30 and the enclosed Schedules I to V are an integral part of the consolidated financial statements, along with which they form the consolidated annual accounts for fiscal year 2009.

# STATEMENT OF CHANGE IN EQUITY:

## A) STATEMENT INCOME AND EXPENSES

FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. AND  
SUBSIDIARIES (CONSOLIDATED GROUP)  
At 31 December 2009 (thousands of euros)

|                                                       | 31-12-2009     | 31-12-2008       |
|-------------------------------------------------------|----------------|------------------|
| <b>CONSOLIDATE PROFIT (LOSS) FOR THE YEAR</b>         | <b>334,979</b> | <b>392,890</b>   |
| <b>Income and expenses carried directly to equity</b> | <b>(390)</b>   | <b>(353,476)</b> |
| Measurement of financial instruments                  | (1,172)        | 1,758            |
| Cash-flow hedges                                      | (57,355)       | (212,500)        |
| Differences on exchange                               | 33,250         | (184,085)        |
| Companies carried by equity                           | 21,004         | (60,595)         |
| Tax effect                                            | 3,883          | 101,946          |
| <b>Transfers to the profit and loss account</b>       | <b>75,207</b>  | <b>(11,554)</b>  |
| Cash-flow hedges                                      | 68,726         | (16,127)         |
| Companies carried by equity                           | 27,376         | (44)             |
| Tax effect                                            | (20,895)       | 4,617            |
| <b>TOTAL INGRESOS/(GASTOS) RECONOCIDOS</b>            | <b>409,796</b> | <b>27,860</b>    |
| <b>Allocated to the parent company</b>                | <b>385,271</b> | <b>25,052</b>    |
| <b>Allocated to minority interests</b>                | <b>24,525</b>  | <b>2,808</b>     |

# STATEMENT OF CHANGE IN EQUITY :

## B) STATEMENT OF TOTAL CHANGE IN EQUITY

### FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. AND SUBSIDIARIES (CONSOLIDATED GROUP) At 31 December 2009 (thousands of euros)

|                                                    | Share capital<br>(Note 17.a) | Issue premium<br>and reserves<br>(Note 17.b) | Interim<br>dividend<br>(Note 17.d) | Treasury stock<br>(Note 17.c) | Profits (losses) for<br>the year<br>attributed to<br>parent | Other equity<br>instruments<br>(Note 17.e) | Value<br>adjustments<br>(Note 17.f) | Equity<br>allocated to parent<br>company<br>shareholders | Minority<br>interests<br>(Note 17.II) | Net Equity       |
|----------------------------------------------------|------------------------------|----------------------------------------------|------------------------------------|-------------------------------|-------------------------------------------------------------|--------------------------------------------|-------------------------------------|----------------------------------------------------------|---------------------------------------|------------------|
| <b>Shareholders' equity at 31 December 2007</b>    | <b>130,567</b>               | <b>2,373,747</b>                             | <b>(138,654)</b>                   | <b>(325,332)</b>              | <b>737,851</b>                                              |                                            | <b>(87,073)</b>                     | <b>2,691,106</b>                                         | <b>1,564,337</b>                      | <b>4,255,443</b> |
| Total income and expenses for the year             |                              |                                              |                                    |                               | 334,039                                                     |                                            | (308,987)                           | 25,052                                                   | 2,808                                 | 27,860           |
| Operations with shareholders or owners             |                              |                                              |                                    |                               |                                                             |                                            |                                     |                                                          |                                       |                  |
| Capital increases (decreases)                      | (3,264)                      |                                              |                                    |                               |                                                             |                                            |                                     | (3,264)                                                  | 113                                   | (3,151)          |
| Dividend payment                                   |                              | 469,472                                      | 38,721                             |                               | (737,851)                                                   |                                            |                                     | (229,658)                                                | (117,986)                             | (347,644)        |
| Transactions with treasury stock (net)             |                              | (206,289)                                    |                                    | 206,406                       |                                                             |                                            |                                     | 117                                                      |                                       | 117              |
| Increases (decreases) due to business combinations |                              |                                              |                                    |                               |                                                             |                                            |                                     |                                                          | (704,479)                             | (704,479)        |
| Other transactions with partners or shareholders   |                              |                                              |                                    |                               |                                                             |                                            |                                     |                                                          | (59,775)                              | (59,775)         |
| Other changes in shareholders' equity              |                              | 74,990                                       |                                    |                               |                                                             |                                            | (9,637)                             | 65,353                                                   | (35,771)                              | 29,582           |
| <b>Shareholders' equity at 31 December 2008</b>    | <b>127,303</b>               | <b>2,711,920</b>                             | <b>(99,933)</b>                    | <b>(118,926)</b>              | <b>334,039</b>                                              |                                            | <b>(405,697)</b>                    | <b>2,548,706</b>                                         | <b>649,247</b>                        | <b>3,197,953</b> |
| Total income and expenses for the year             |                              |                                              |                                    |                               | 307,199                                                     |                                            | 78,072                              | 385,271                                                  | 24,525                                | 409,796          |
| Operations with shareholders or owners             |                              |                                              |                                    |                               |                                                             |                                            |                                     |                                                          |                                       |                  |
| Capital increases (decreases)                      |                              |                                              |                                    |                               |                                                             |                                            |                                     |                                                          | 62,255                                | 62,255           |
| Dividend payment                                   |                              | 142,257                                      | 11,187                             |                               | (334,039)                                                   |                                            |                                     | (180,595)                                                | (34,375)                              | (214,970)        |
| Transactions with treasury stock (net)             |                              |                                              |                                    | (151,956)                     |                                                             |                                            |                                     | (151,956)                                                |                                       | (151,956)        |
| Increases (decreases) due to business combinations |                              |                                              |                                    |                               |                                                             |                                            |                                     |                                                          | 1,303                                 | 1,303            |
| Other transactions with partners or shareholders   |                              |                                              |                                    |                               |                                                             |                                            |                                     |                                                          |                                       |                  |
| Other changes in shareholders' equity              |                              | (155,854)                                    |                                    |                               |                                                             | 35,914                                     | 2,349                               | (117,591)                                                | (50,273)                              | (167,864)        |
| <b>Shareholders' equity at 31 December 2009</b>    | <b>127,303</b>               | <b>2,698,323</b>                             | <b>(88,746)</b>                    | <b>(270,882)</b>              | <b>307,199</b>                                              | <b>35,914</b>                              | <b>(325,276)</b>                    | <b>2,483,835</b>                                         | <b>652,682</b>                        | <b>3,136,517</b> |

Notes 1 to 30 and the enclosed Schedules I to V are an integral part of the consolidated financial statements, along with which they form the consolidated annual accounts for fiscal year 2009.

# CASH FLOW STATMENT

## FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. AND SUBSIDIARIES (CONSOLIDATED GROUP) At 31 December 2009 (thousands of euros)

|                                                                     | 31-12-2009         | 31-12-2008         |
|---------------------------------------------------------------------|--------------------|--------------------|
| <b>Before-tax profit (loss) from continuing operations</b>          | <b>449,895</b>     | <b>492,850</b>     |
| <b>Adjustments to profit/loss</b>                                   | <b>1,088,296</b>   | <b>1,356,536</b>   |
| Fixed asset depreciation                                            | 737,639            | 745,674            |
| Other adjustments (net)                                             | 350,657            | 610,862            |
| <b>Changes in working capital</b>                                   | <b>138,934</b>     | <b>(462,276)</b>   |
| <b>Other working capital flows</b>                                  | <b>(99,511)</b>    | <b>(284,673)</b>   |
| Dividend payments                                                   | 26,352             | 24,407             |
| Corporate taxes (paid)/received                                     | (94,163)           | (268,816)          |
| Other operating receipts/(payments)                                 | (31,700)           | (40,264)           |
| <b>TOTAL CASH FLOWS FROM OPERATIONS</b>                             | <b>1,577,614</b>   | <b>1,102,437</b>   |
| <b>Amounts paid on investments</b>                                  | <b>(1,360,177)</b> | <b>(1,765,817)</b> |
| Group companies, associates and business units                      | (553,561)          | (578,039)          |
| PPE, intangible assets and investment property                      | (736,291)          | (1,084,901)        |
| Other financial assets                                              | (70,325)           | (102,877)          |
| <b>Amounts collected from divestments</b>                           | <b>308,837</b>     | <b>284,121</b>     |
| Group companies, associates and business units                      | 199,419            | 59,900             |
| PPE, intangible assets and investment property                      | 89,950             | 170,852            |
| Other financial assets                                              | 19,468             | 53,369             |
| <b>Other cash flows from investments</b>                            | <b>35,908</b>      | <b>(153,154)</b>   |
| Collection of interest                                              | 23,070             | 48,092             |
| Other receipts (payments) on investments                            | 12,838             | (201,246)          |
| <b>TOTAL CASH FLOWS FROM INVESTMENTS</b>                            | <b>(1,015,432)</b> | <b>(1,634,850)</b> |
| <b>Received from shareholders</b>                                   | <b>(78,688)</b>    | <b>230</b>         |
| Issue/(amortisation)                                                | 99,077             | 113                |
| (Acquisition)/disposal of treasury stock                            | (177,765)          | 117                |
| <b>Receipts and (payments) on financial liabilities instruments</b> | <b>358,401</b>     | <b>1,384,807</b>   |
| Issue                                                               | 2,630,932          | 2,843,692          |
| Devolución y amortización                                           | (2,272,531)        | (1,458,885)        |
| <b>Dividend payments and interest on financial instruments</b>      | <b>(228,198)</b>   | <b>(368,960)</b>   |
| <b>Other cash flows from financing activities</b>                   | <b>(358,461)</b>   | <b>(558,752)</b>   |
| Payment of interest                                                 | (312,308)          | (517,712)          |
| Other receipts (payments) from financing activities                 | (46,153)           | (41,040)           |
| <b>TOTAL CASH FLOWS FROM FINANCING ACTIVITIES</b>                   | <b>(306,946)</b>   | <b>457,325</b>     |
| <b>EFFECT OF EXCHANGE RATE FLUCTUATIONS</b>                         | <b>(9,435)</b>     | <b>(14,196)</b>    |
| <b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>         | <b>245,801</b>     | <b>(89,284)</b>    |
| <b>Cash and cash equivalent beginning of year</b>                   | <b>1,408,661</b>   | <b>1,497,945</b>   |
| <b>Cash and cash equivalent end of year</b>                         | <b>1,654,462</b>   | <b>1,408,661</b>   |

Notes 1 to 30 and the enclosed Schedules I to V are an integral part of the consolidated financial statements, along with which they form the consolidated annual accounts for fiscal year 2009.

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## 1. THE FCC GROUP

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The FCC Group is made up of the Parent, Fomento de Construcciones y Contratas, S.A., and a number of Spanish and foreign investees which carry on various business activities that are grouped together in the following areas:

- **Services:** this area comprises the units specialising in **environmental services**, i.e. services related to urban cleaning, industrial waste treatment and the integral water cycle, and includes **Versia**: which provides various services such as logistics, street furniture, vehicle roadworthiness tests, vehicle parking, aircraft and passenger ground handling, street maintenance and traffic systems, etc.
- **Construction:** this area specialises in infrastructure construction projects, building construction and related activities, such as motorways, freeways and other roads, tunnels, bridges, hydraulic construction works, ports, airports, residential property developments, housing units, non-residential building construction, lighting, industrial air conditioning and heating systems, environmental restoration, etc.
- **Cement:** this area engages in the operation of quarries and mineral deposits, the manufacture of cement, lime, plaster and related pre-manufactured products and the production of concrete.
- **Energy:** this area focuses on cogeneration, energy efficiency, renewable energies and the application of new technologies to take advantage of the energy produced by waste.

The FCC Group is also highly active in the real estate business through the operation of the Torre Picasso building (wholly owned by the Parent) and its 30.23% minority shareholding in Realia Business, which engages mainly in housing development and office rental both in Spain and abroad.

The Group also operates infrastructure concessions (motorways, tunnels, marinas, railways, tramways and buildings for a variety of uses) mainly through its ownership interest in the Global Via Infraestructuras Group.

**Foreign operations**, which represent approximately 44% of the FCC Group's revenue (42% in 2008), are carried on mainly in the European, US and Latin American markets.

## 2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS, BASIS OF CONSOLIDATION AND ACCOUNTING POLICIES

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### a) Basis of presentation

The accompanying financial statements and the notes thereto, which compose these statutory consolidated financial statements, were prepared in accordance with the International Financial Reporting Standards (IFRSs) adopted by the European Union at year-end, in conformity with (EC) Regulation no. 1606/2002 of the European Parliament and of the Council, of 19 July 2002, and with all the related implementing provisions and interpretations.

The 2009 consolidated annual accounts of the FCC Group were prepared by the Board of Directors of Fomento de Construcciones y Contratas, S.A. and will be presented at the General Meeting of Shareholders for approval by the shareholders. It is not expected that any changes will be made to the annual accounts by the shareholders. The 2008 consolidated annual accounts were approved at the General Meeting of Shareholders of Fomento de Construcciones y Contratas, S.A. held on 10 June 2009.

The consolidated annual accounts reflect a true image of the equity and financial situation of the FCC Group at 31 December 2009 and 2008 as well as the result of the Group's operation and the changes in net equity and consolidated cash for those years.

The consolidated annual accounts of the FCC Group have been prepared from the accounting records of the Fomento de Construcciones y Contratas, S.A. and its subsidiaries. According to the Group's established operating systems and procedures, these records justify and support the consolidated financial statements as required by international accounting standards.

In order to standardise the presentation of the different items making up the consolidated annual accounts, standardisation criteria have been applied to the individual annual accounts of the companies included in the scope of consolidation. In 2009 and 2008, the closing date of the annual accounts of the companies included in the scope of consolidation was generally the same as that of the parent company, 31 December.

The consolidated annual accounts are expressed in thousands of euros.

#### Standards and interpretations applied this fiscal year

In 2009, the FCC Group adopted all of the amendments and revisions of the paragraphs and interpretations of the "International Financial Reporting Standards" including IFRIC 12 "Service concession agreements" and "IAS 3, "Business combinations", the most salient aspects of which are indicated in Note 3.a) and b) of this document.

As a consequence of the adoption of IFRIC 12 "Service concession agreements" by the European Union in 2009, the FCC Group decided to implement this standard in 2009. Prior to that, i.e., on the consolidated annual accounts from prior fiscal year, the most relevant aspects of this standard were already being applied, such as charging the financial costs incurred once the concession was operational to the income statement, recognising the profit (loss) associated with building the concession-related assets and amortising those assets based on patterns of use. Consequently, the impact of the new interpretation on the enclosed financial statements consisted basically of reclassifying the intangible fixed assets or financial assets associated with the concessions, which had a negligible effect on the fiscal year results and equity.

Due to the implementation of IFRIC 12 and in compliance with the terms of IAS 8 “Accounting policies: changes in accounting estimates and errors”, the FCC Group has restated the financial statements for 2008, which are presented along with the 2009 consolidated annual accounts for comparison purposes. The restated 2008 annual accounts are therefore different than the 2008 consolidated annual accounts approved by the General Meeting of Shareholders. All of the comparative information in the enclosed notes has also been restated.

The impact of this restatement on the consolidated balance sheet is as follows:

|                                                  | 2008<br>Restated  | 2008              | Difference   |
|--------------------------------------------------|-------------------|-------------------|--------------|
| Intangible fixed assets                          | 3,886,429         | 3,300,189         | 586,240      |
| Property, plant and equipment                    | 5,491,693         | 6,109,483         | (617,790)    |
| Investments carried under the equity method      | 1,116,605         | 1,109,140         | 7,465        |
| Non-current financial assets                     | 517,868           | 457,827           | 60,041       |
| Other non-current assets                         | —                 | 38,437            | (38,437)     |
| Other current financial assets                   | 222,830           | 215,236           | 7,594        |
| Other assets                                     | 9,361,936         | 9,361,936         | —            |
| <b>Total assets</b>                              | <b>20,597,361</b> | <b>20,592,248</b> | <b>5,113</b> |
| Equity attributed to parent before profit (loss) | 2,214,667         | 2,209,723         | 4,944        |
| Profit (loss) attributed to parent company       | 334,039           | 337,184           | (3,145)      |
| Grants                                           | 63,576            | 65,928            | (2,352)      |
| Suppliers                                        | 4,127,628         | 4,121,962         | 5,666        |
| Other liabilities                                | 13,857,451        | 13,857,451        | —            |
| <b>Total liabilities</b>                         | <b>20,597,361</b> | <b>20,592,248</b> | <b>5,113</b> |

#### Standards and interpretations issued but not yet in force

At 31 December 2009, the most significant standards and interpretations that had been published by the International Accounting Standards Board (IASB) but had not yet come into force because they had not yet been adopted by the European Union were as follows:

|                                                              |                                                                                                 | Obligatory application for<br>FCC Group |
|--------------------------------------------------------------|-------------------------------------------------------------------------------------------------|-----------------------------------------|
| <b>Standards and amendment to standards:</b>                 |                                                                                                 |                                         |
| Modification of IFRS 1                                       | Additional exemptions for first time adoptions                                                  | 1 January 2010                          |
| Modification of IFRS 2                                       | Share-based payments between group companies and modification of paragraphs 5 and 61            | 1 January 2010                          |
| Modification of IFRS 5                                       | Addition of paragraphs 5B and 44E                                                               | 1 January 2010                          |
| Modification of IFRS 8                                       | Modifications of paragraphs 23 and 36 and addition of paragraph 35A                             | 1 January 2010                          |
| IFRS 9                                                       | Financial instruments                                                                           | 1 January 2013                          |
| Modification of IAS 1                                        | Modification of paragraph 69 and addition of paragraph 139D                                     | 1 January 2010                          |
| Modification of IAS 7                                        | Modification of paragraph 16 and addition of paragraph 56                                       | 1 January 2010                          |
| Modification of IAS 17                                       | Elimination of paragraphs 14 and 15 and addition of paragraphs 15A, 68A and 69A                 | 1 January 2010                          |
| Revision of IAS 24                                           | Related party disclosures                                                                       | 1 January 2011                          |
| Modification of IAS 36                                       | Modification of paragraph 80 and addition of paragraph 140E                                     | 1 January 2010                          |
| Modification of IAS 38                                       | Modification of paragraphs 36, 37, 40, 41 and 130C and addition of paragraph 130E               | 1 January 2010                          |
| Modification of IAS 39                                       | Modification of paragraphs 2(g), 80, 97, 100, 108C and GA30 8(g) and addition of paragraph 103K | 1 January 2010                          |
| <b>Interpretations and modifications of interpretations:</b> |                                                                                                 |                                         |
| Modification of IFRIC 9                                      | Modification of paragraph 5 and addition of paragraph 11                                        | 1 January 2010                          |
| Modification of IFRIC 14                                     | Early payments of minimum funding requirements                                                  | 1 January 2011                          |
| Modification of IFRIC 16                                     | Modification of paragraphs 14 and 18                                                            | 1 January 2010                          |
| IFRIC 19                                                     | Extinguishing financial liabilities with equity instruments                                     | 1 January 2011                          |

The directors have assessed the potential impact of applying these standards in the future and estimate that their entry into force will not have a material impact on the consolidated financial statements

## **b) Principles of consolidation**

### Subsidiaries

The subsidiaries listed in Appendix I, who's financial and operating policies are controlled by Fomento de Construcciones y Contratas, S.A., either directly or through other companies controlled by it, were consolidated by global integration.

The interest of minority shareholders in the equity of the consolidated companies is presented under "Minority Interests" on the liability side of the accompanying consolidated balance sheet and their interest in profit or loss is shown under "Minority Interests" in the accompanying consolidated income statement.

Goodwill is determined as indicated in Note 3.b) below.

### Joint Ventures

The Group participates in joint ventures through investments in companies controlled jointly by one or more FCC Construcción Group companies with other non-Group companies (see Note 11) and interests in unincorporated joint ventures, joint property entities and economic interest groupings (see Note 12).

Through the application of the option provided for in IAS 31, "Interest in Joint Ventures", the Group chose to account for the investments in jointly controlled entities using the equity method, so the enclosed consolidated balance sheet includes a heading entitled "Investments accounted for using the equity method". The interest in the profit (loss) of these companies, net of taxes, is shown under "Profit (loss) of companies consolidated by equity" on the enclosed consolidated income statement.

Jointly operated contracts, such as unincorporated joint ventures mainly in the construction and services areas, and joint property entities are included in proportion to the Group's ownership interest in the assets, liabilities, income and expenses arising from the transactions performed by these entities, and reciprocal asset and liability balances and income and expenses not realised with third parties are eliminated.

Appendix II lists the companies which were accounted for using the equity method and Appendix V lists the businesses operated jointly through contractual arrangements with non-Group third parties, such as unincorporated joint ventures, joint property entities and other entities of similar legal characteristics.

### Associated enterprises

The companies listed in Appendix III, over which Fomento de Construcciones y Contratas, S.A. does not exercise control but does have significant influence, are included under "Investments Accounted for Using the Equity Method" in the accompanying consolidated balance sheet. The share in the after-tax profit or loss for the year of these companies is recognised under "Results of Companies Accounted for Using the Equity Method" in the accompanying consolidated income statement.



### Transactions between group companies

Profits or losses on transactions between consolidated companies are eliminated on consolidation and deferred until they are realised with third parties outside the Group.

Intra-Group results on Group work on non-current assets, which is recognised at production cost, are eliminated on consolidation.

Receivables and payables relating to jointly operated contracts and to subsidiaries and intra Group income and expenses were eliminated from the consolidated financial statements.

### Changes in the consolidated Group

Appendix IV shows the changes in 2009 in the fully consolidated companies and the companies accounted for using the equity method. The results of these companies are included in the consolidated income statement from the effective date of acquisition to year-end or from the beginning of the year to the effective date of disposal, as appropriate.

The effects of the inclusion of companies in the scope of consolidation or of their removal therefrom are shown in the related notes to the consolidated financial statements under “Changes in the Scope of Consolidation”. In addition, Note 4 to these consolidated financial statements (“Changes in the Scope of Consolidation”) sets forth the most significant inclusions therein.

## **3. MEASUREMENT STANDARDS**

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The measurement standards applied to the FCC Group’s consolidated annual accounts are outlined below:

### **a) Service Concession Contracts**

The concession contracts consist of agreements between the concession grantor (generally a public agency) and FCC Group companies to provide public services such as water distribution, wastewater filtering and treatment, the management of landfills, motorways and tunnels, etc., through the operation of the property, plant and equipment items required to provide the service.

Revenue from performing the service may be received directly from the users or, sometimes, through the concession grantor itself.

The concession right generally means that the concession operator has an exclusive right to provide the service under the concession for a given period of time, after which the assets assigned to the concession required to provide the service are returned to the concession grantor, usually without any consideration being paid.

One of the basic features of concession contracts is that they include the management or operation of the infrastructure. Concession contracts usually provide for the obligation to purchase or construct these non-current assets or part of them and to maintain them over the life of the concession.

The concession agreements are stated according to the terms of IFRIC 12 “Service Concession Agreements”. Generally speaking, there are two clearly differentiated phases. In the first phase, the concession holder builds or enhances the concession assets which are recognised according to the degree of advancements according to IAS 11 “Construction Contracts”, with a balancing entry in intangible or financial assets. In the second phase, the concession holder renders a series of

services related to the operation and/or maintenance of the infrastructure which are recognised according to IAS 18 “Ordinary income”.

An intangible asset is recognised when the risk is assumed by the concession holder, while a financial asset is recognised when the risk is assumed by the grantor of the concession, since the concession holder has an unconditional contractual right to be paid for the construction or enhancement services. The amounts paid in connection with the concession awards are also recognised as assets.

There may be situations in which the risk is shared by the concession holder and the concession grantor but such situations do not account for any significant part of the FCC Group’s concessions.

For concessions classified as intangible assets, the provisions for dismantling, withdrawing or rehabilitating the assets are recognised at the beginning of the concession as an increase in the value of the asset as are the actions to improve or expand upon the asset’s production capacity. The amortisation of those assets and the financial updating of the provisions are carried to the income statement. Provisions for the repair and replacement of infrastructures are set up systematically in profit and loss as the obligations are assumed.

The interest on infrastructure financing is recognised on the profit and loss statement. For intangible assets, only the interest accrued during the construction and until the infrastructure becomes operational is capitalised.

The amortisation of the assets assigned to concessions are calculated on the basis of the pattern of consumption, taken to be the changes in and best estimates of the production units of each activity. The most important concession business in quantitative terms is the water supply and treatment activity, whose assets are depreciated or amortised on the basis of the cubic metres of water consumed.

Concessions classified as financial assets are recognised at the fair value of the construction or enhancement services rendered. According to the amortised cost method, the income is carried to the income statement at the effective interest rate applicable to the flows of concession payments and receipts. As mentioned above, the income and expenses associated with operations and maintenance services are carried to the income statement as provided for in IAS 18 “Ordinary income”.

## **b) Business combinations and goodwill**

The Group decided to apply the revision of IFRS 3 and the modification of IAS 27 relative to “Business Combinations” and “Individual and Consolidated Financial Statements”, respectively, starting on 1 January 2009. Both of these standards were adopted by the European Union in 2009 and must be applied no later than the first fiscal year starting on or after 20 June 2009. However, these standards are not retroactive and this circumstance must be taken into account when comparing fiscal years 2009 and 2008.

The date of inclusion of the acquiree in the consolidated balance sheet is the date on which effective control of this company is obtained, which normally coincides with the acquisition date.

The assets and liabilities of the acquirees are recognised in the consolidated balance sheet at their fair value and the related allocations are made in this connection, including the deferred taxes arising therefrom. However, in accordance with IFRSs, the allocations may be reviewed within the 12 months following the acquisition date, should it be necessary to consider new data.

The positive difference between the acquisition cost and the percentage share of the equity of the subsidiary, adjusted as a result of the recognition at fair value of the assets and liabilities net of taxes, is recognised as goodwill unless the proportional parts of the minority interests are also recognised at fair value.

If control is obtained in a business combination by means of more than one transaction (e.g. through successive purchases), the goodwill arising from each transaction is treated separately and the reserves relating to the adjustment to fair value of previously held interests, at the date on which control is obtained, are recognised in equity.

The positive difference between the acquisition cost and the percentage share of the equity of the subsidiary, adjusted as a result of the recognition at fair value of the assets and liabilities net of taxes, is recognised as goodwill in equity.

Goodwill is not amortised; however, it is tested for impairment at least at each balance sheet date in order to recognise it at the lower of fair value, estimated on the basis of expected cash flows, and acquisition cost, less any accumulated impairment losses. The accounting standards used to determine impairment are explained in part e) of this note.

### **c) Intangible assets**

Except as indicated in the two previous sections of this note relative to service concession agreements and goodwill, intangible assets are measured at acquisition cost less any accumulated amortisation and any accumulated impairment losses. Intangible fixed assets include the investments relating to operating contracts and licences as well as land rights, mainly in the Environmental Services, Versia and Cement areas.

None of the intangible assets recognised were generated internally and, except for goodwill, all have a finite useful life. The intangible assets are amortised over their useful lives, i.e. the period over which it is estimated they will generate income, on a straight-line basis.

### **d) Property, plant and equipment and Investment property**

Property, plant and equipment and investment property are recorded at cost (updated, where applicable, according to the legal provisions prior to the transition to IFRS), less accumulated amortisation and any loss in recognised value due to impairment. Also included as part of the cost of these assets is an estimate of the current cost of dismantling or removing the elements in question. As explained in part b) of this note, in those cases where they have been provided by the acquired companies they are initially recorded at fair value on the acquisition date.

Group work on non-current assets is measured at production cost

Upkeep and maintenance expenses not leading to a lengthening of the useful life or to an increase in the production capacity of the related assets are recognised as expenses in the year in which they are incurred.

When the construction and start-up of non-current assets require a substantial period of time, the borrowing costs accrued over that period are capitalised.

Property, plant and equipment are depreciated by the straight-line method at annual rates based on the following years of estimated useful life:

|                                 |       |
|---------------------------------|-------|
| Investment properties           | 75    |
| Natural resources and buildings | 25-50 |
| Plant, machinery and vehicles   | 5-15  |
| Furniture and tools             | 7-12  |
| Data-processing equipment       | 4     |
| Other fixed assets              | 5-10  |

However, there may be cases where the term of a particular contract is shorter than the useful life of the fixed assets associated therewith, in which case the assets are amortised over the term of the contract.

The residual value, useful life and depreciation method applied to the Group's assets are reviewed periodically to ensure that the depreciation method used reflects the pattern in which the economic benefits arising from operating the assets are received.

At least at every balance sheet date, the companies determine whether there is any indication that an item or group of items of property, plant and equipment is impaired so that, as indicated in part e) of this note, an impairment loss can be recognised or reversed in order to adjust the carrying amount of the assets to their value in use. Under no circumstances may the reversals exceed the impairment losses previously recognised.

#### **e) Impairment of property, plant and equipment and intangible assets**

Intangible assets with finite useful lives and property, plant and equipment items are tested for impairment when there is any indication that the assets might have become impaired, in order to adjust their net carrying amount to their value in use (if this is lower).

Goodwill and intangible assets with indefinite useful lives must be tested for impairment at least once a year in order to recognise possible impairment losses.

Impairment losses recognised in prior years on assets other than goodwill may be reversed if the estimates used in the impairment tests show a recovery in the value of these assets. The carrying amount of the assets whose recoverable amount increases must in no case exceed the carrying amount that would have been determined had no impairment loss been recognised in prior years.

The recognition or reversal of impairment losses on assets are allocated to income under "Impairment and Gains or Losses on Disposals of Non-Current Assets".

To determine the recoverable amount of the assets tested for impairment, an estimate was made of the present value of the net cash flows arising from the cash-generating units (CGUs) to which the assets belong, except for cash inflows and outflows from financing activities and income tax payments, and the cash inflows and outflows arising from scheduled future improvements or enhancements of the assets of these cash-generating units. To discount the cash flows, a pre-tax discount rate was applied that reflects current market assessments of the time value of money and the risks specific to each cash-generating unit.

The estimated cash flows were obtained from projections prepared by management of each CGU including growth rates based on the various approved business plans (which are reviewed periodically), where growth for the years after those covered by the business plans was considered to be zero. In addition, sensitivity tests are conducted in relation to income, operating margins and

discount rates in order to forecast the impact which future changes of these variables will have.

Flows from CGUs located abroad were calculated in the functional currency of these cash generating units and were discounted using discount rates that take into consideration the risk premiums relating to these currencies. The present value of the net flows thus obtained was translated to euros at the year-end exchange rate applicable to the currency concerned.

## **f) Leases**

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased asset to the lessee. All other leases are classified as operating leases.

### **f.1) Finance leases**

In finance leases in which the Company acts as the lessee, the cost of the leased assets is presented in the balance sheet, based on the nature of the leased asset, and, simultaneously, a liability is recognised for the same amount. This amount will be the lower of the fair value of the leased asset and the present value, at the inception of the lease, of the agreed minimum lease payments, including the price of the purchase option when there are no reasonable doubts that it will be exercised. The minimum lease payments do not include contingent rent, costs for services and taxes to be paid by and reimbursed to the lessor. The total finance charges arising under the lease are allocated to the income statement for the year in which they are incurred using the effective interest method. Contingent rent is recognised as an expense for the period in which it is incurred.

At the end of the financial lease, the Group companies exercise the purchase option. The contracts contain no restrictions on the exercise of the purchase options and there are no clauses to extend the term of the contracts or price adjustments.

The assets recognised for transactions of this nature are depreciated on the basis of their nature and useful lives using the criteria indicated in a), c) and d) of this Note.

### **f.2) Operating leases**

If the Company acts as the lessee, costs arising under operating leases are allocated to the income statement for the year in which they are incurred.

If the Company acts as the lessor, income and costs arising under operating leases are allocated to the income statement for the year in which they are incurred

Any collection or payment that might be made when arranging an operating lease will be treated as a prepaid lease collection or payment which will be allocated to profit or loss over the lease term in accordance with the time pattern in which the benefits of the leased asset are provided or received

## **g) Investments accounted for using the equity method**

The investment is initially recognised at acquisition cost and is subsequently revalued to take into account the share of the results of these companies not distributed in the form of dividends. Also, the value of the investment is adjusted to reflect the proportion of the changes in these companies' equity that were not recognised in their profit or loss. These changes include most notably translation differences and the adjustments to reserves arising from changes in the fair value of the cash flow hedges arranged by the associates.

When there are signs of impairment, the necessary value corrections are made.

## h) Financial assets

Financial assets are initially recognised at fair value, which generally coincides with their acquisition cost, adjusted by the transaction costs directly attributable thereto, except in the case of held-for-trading financial assets, whose transactions costs are charged to profit or loss for the year.

All acquisitions and sales of assets are recognised at the date of the transaction.

The financial assets held by the Group companies are classified as follows:

- **Held-for-trading financial assets** are assets acquired with the intention of generating a profit from short-term fluctuations in their prices. These assets, which are expected to mature within 12 months, are included under “Other Current Financial Assets” in the accompanying consolidated balance sheet.

Held-for-trading financial assets which mature in three months or less and whose immediate realisation would not give rise to significant costs are included on the enclosed consolidated balance sheet under “Cash and cash equivalents”. These assets are considered readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. They are basically very short-term, highly liquid investments with a high turnover

- **Held-to-maturity investments** are financial assets with fixed or determinable payments and fixed maturity. Those maturing within no more than 12 months are classified as current assets and those maturing within more than 12 months as non-current assets.
- **Loans** maturing within no more than 12 months are classified as current loans and those maturing within more than 12 months as non-current loans. This category includes the collection rights originated by the application of IFRIC 12, “Service Concession Agreements” explained in section a) of this Note.
- **Available-for-sale financial assets** are securities acquired that are not held for trading purposes and are not classified as held-to-maturity investments. They are classified as non-current in the accompanying consolidated balance sheet since it is intended to hold them at long term.

The held-for-trading and available-for-sale financial assets were measured at their fair value at the balance sheet date. The fair value of a financial instrument is taken to be the amount for which it could be bought or sold by two knowledgeable, willing and experienced parties in an arm’s length transaction, i.e. fair value is the estimated market value.

In the case of held-for-trading financial assets, the gains or losses arising from changes in fair value are recognised in profit or loss for the year. In the case of available-for-sale financial assets, the gains or losses arising from changes in fair value are recognised in equity until the asset is disposed of, at which time the cumulative gains previously recognised in equity are recognised in profit or loss for the year, or it is determined that it has become impaired, at which time, once the cumulative gains previously recognised in equity have been written off, the loss is recognised in the consolidated income statement.

The collection rights arising from service concession agreements are measured according to the criteria indicated in part a) of this Note.

Held-to-maturity investments, credit, loans and receivables originated by the Group are measured at the lower of amortised cost, i.e. the initial cost minus principal repayments plus the uncollected interest accrued on the basis of the effective interest rate, and market value. The effective interest rate is the rate that exactly matches the initial cost of the investment to all its estimated cash flows of all kinds through its residual life. Where appropriate, if there are signs that these financial assets have become impaired, the necessary valuation adjustments are made.

The trade receivables associated with the Group's regular business operations are recorded at face value and then corrected by amounts that the Group estimated will not be recovered.

The Group companies assign trade receivables to banks, without the possibility of recourse against them in the event of non-payment. These transactions bear interest at normal market rates. The Group companies continue to manage collection of these receivables.

Also, future collection rights arising from construction project contracts awarded under the lump-sum payment method are sold.

Through the sale and assignment of these collection rights, substantially all the risks and rewards associated with the receivables, as well as control over the receivables, were transferred, since no repurchase agreements have been entered into between the Group companies and the banks that have acquired the assets, and the banks may freely dispose of the acquired assets without the Group companies being able to limit this right in any manner. Consequently, the balances receivable relating to the receivables assigned or sold under the aforementioned conditions were derecognised.

### **i) Inventories**

Inventories are stated at average acquisition or production cost and the necessary valuation adjustments are made to reduce the carrying amount to net realisable value, if this is lower.

Assets received in payment of loans are measured at the lowest of the following three values: the amount at which the loan relating to the asset was recognised, production cost or net realisable value.

### **j) Foreign currency**

#### **j.1) Translation differences**

The financial statements of foreign operations expressed in currencies other than the euro were generally translated to euros at the year-end exchange rates, except for:

- Share capital and reserves, which were translated at historical exchange rates.
- The income statement items of foreign operations, which were translated at the average exchange rates for the period.

Translation differences arising at the consolidated foreign companies through application of the year-end exchange rate method are included, net of taxes, in equity in the accompanying consolidated balance sheet, as shown in the accompanying consolidated statement of changes in equity.

### j.2) Exchange differences

Balances receivable and payable in foreign currencies are translated to euros at the exchange rates prevailing at the date of the consolidated balance sheet, and the differences that arise are taken to income.

The differences resulting from fluctuations in exchange rates between the date on which the collection or payment was made and the date on which the transactions took place or their value was discounted are allocated to profit or loss.

Also, the exchange differences arising in relation to the financing of investments in foreign companies (in which the investment and the financing are denominated in the same currency) are recognised directly in equity as translation differences that offset the effect of the difference arising from the translation to euros of the foreign investee.

### k) Equity instruments

Equity or capital instruments are stated at the amount received, net of direct issue costs.

Treasury shares acquired by the Company and by the wholly-owned subsidiary Asesoría Financiera y de Gestión, S.A. during the year are recognised at the value of the consideration paid and are deducted directly from equity. Gains and losses on the acquisition, sale, issue or retirement of treasury shares are recognised directly in equity and in no case are they recognised in profit or loss.

The Group has a remuneration system linked to the value of the Company's shares for executives and Board members that discharge executive functions which is explained in Note 18 "Transactions with payments based on equity instruments".

### l) Grants

The grants received are accounted for by type.

#### 1.1) Capital grants

Capital grants are those involving the acquisition or construction of assets. They are stated at the amount received or the fair value of the asset and recorded as deferred income on the liability side of the enclosed consolidated balance sheet. As the related asset or assets are amortised, these amounts are carried to the income statement.

#### 1.2) Operating grants

Operating grants are grants other than the ones described about which are not directly related to an asset or group of assets. The amount received is considered operating income unless the grant is used to finance specific costs, in which case the expenses are carried to the income statement as they are incurred.

### m) Provisions

The Group companies recognise provisions on the liability side of the accompanying consolidated balance sheet for present obligations arising from past events which the companies consider will probably require an outflow of resources embodying economic benefits to settle them on maturity.

These provisions are recognised when the related obligation arises and the amount recognised is the best estimate at the date of the accompanying financial statements of the present value of the future expenditure required to settle the obligation. The change in the year relating to the discount to present value is recognised as finance costs in the consolidated income statement.

Provisions for dismantling, removal or rehabilitation and those of an environmental nature are recognised by increasing the value of the affected asset by the current value of the expenses incurred when the operation of the asset concludes. The income statement is affected when the asset in question is amortised as previously described in this note.

Provisions are classified as current or non-current in the accompanying consolidated balance sheet on the basis of the estimated maturity date of the obligation covered by them, and non-current provisions are considered to be those whose estimated maturity date exceeds the average cycle of the activity giving rise to the provision.

#### **n) Financial liabilities**

Accounts payable are initially recognised at the fair value of the consideration received, adjusted by the directly attributable transaction costs. These liabilities are subsequently measured at amortised cost.

Financial costs are recognised on the income statement on an accrual basis, using the effective interest rate method and are added to the value of the instrument to the extent that they are not settled in the period in which they are incurred.

Bank borrowings and other current and non-current financial liabilities maturing within no more than 12 months from the balance sheet date are classified as current liabilities and those maturing within more than 12 months as non-current liabilities.

#### **o) Financial derivatives and accounting hedges**

A financial derivative is a financial instrument or other contract whose value varies in response to changes in certain variables, such as an interest rate, financial instrument price, foreign exchange rate, credit rating or credit index or any other variable, which may be of a non-financial nature.

Apart from giving rise to gains or losses, financial derivatives may, under certain conditions, fully or partially offset foreign currency or interest rate risks or risks associated with balances and transactions. Hedges are accounted for as described below:

- Fair value hedge: in this case, the change in value of the instrument is recognised on the income statement, compensating the change in the fair value of the hedged item.
- Cash flow hedge: in this type of hedge, the change in the value of the hedging instrument is temporarily recognised in equity and then carried to the income statement when the hedged item materialises.
- Hedge of a net investment in a foreign operation: this type of hedge is intended to cover exchange rate risks and is treated as cash flow hedge.

Taking into account the introduction of IAS 39 Financial Instruments: Recognition and Measurement, in order to be considered a hedge, a financial derivative must meet the following requirements:

- Formal designation and documentation, at inception of the hedge, of the hedging relationship and the entity's risk management objective and strategy for undertaking the hedge.
- Documentation identifying the hedged item, the hedging instrument and the nature of the risk being hedged.
- Prospective (analytical) evidence of the effectiveness of the hedge.
- Objective and verifiable ex-post measurements.

The changes in the fair value of cash flow hedges are taken, net of the tax effect, to reserves and are recognised in profit or loss for the year to the extent that the hedged item affects profit or loss.

The financial derivatives were measured by experts on the subject using generally accepted methods and techniques. These experts were independent from the Group and the entities financing it.

- The IRSs were measured by discounting all the flows envisaged in each contract on the basis of its characteristics, such as the notional amount and the collection and payment schedule. This measurement was made using the zero-coupon rate curve determined by employing a bootstrapping process for the deposits and swaps traded at any given time. This zero-coupon rate curve was used to obtain the discount factors for the measurements, which were made assuming the absence of arbitrage opportunity (AAO). When there were caps and floors or combinations thereof, on occasions conditional upon special conditions being met, the interest rates used were the same as those used for the swaps, although in order to introduce the component of randomness in the exercise of the options, the generally accepted Black model was used.
- In the case of a cash flow hedging derivative tied to inflation, the method used is very similar to that applied to interest rate swaps. The projected inflation is estimated on the basis of the inflation included implicitly in the ex-tobacco European inflation-indexed swaps quoted on the market and is aligned with Spanish inflation by means of a convergence adjustment.

For classification as a hedging instrument, the instrument must first undergo an effectiveness test. Effectiveness tests are adapted to the type of hedge and the nature of the instruments used:

- In cash flow hedges, it is firstly verified that the critical terms of the hedging instrument and the hedged item – amounts, maturities, repayments, reference indexes, review dates, etc. – are all the same.

In the case of interest rate swaps (IRS) in which the FCC Group receives a floating rate equal to that of the hedged borrowings and pays a fixed rate, since the objective is to reduce the variability of the borrowing costs, the effectiveness test estimates the variance of these annualised costs both in the original hedged borrowings and in the portfolio that combines these borrowings with the hedging instrument. A hedge is considered to be fully effective when it achieves a reduction of at least 80% in the original variance of flows, i.e. when the instrument used reduces the variability of the flows by 80% or more. If this is not the case, the derivative is classified as speculative and its changes in value are recognised in profit or loss.

For cash flow hedges in which the derivative hedging instrument is not an IRS but an option (such as an interest rate cap), the reduction in the variance of costs is estimated only if the hedge is “activated”, i.e. if the reference rates fall outside the unhedged variability range. The methodology applied once the hedge has been activated is the same as that used to test the effectiveness of IRSs.

- The effectiveness test of fair value hedges -arranged using IRSs- is based on the comparison of the changes in the fair value of the hedged position and of the hedging instrument. The assessment of the effectiveness of this type of hedge is performed by isolating the effects of the credit risk of the liability and the change in value of the variable leg of the IRS, which does not affect the ultimate objective of the hedge but may give rise to apparent ineffectiveness due to the interest accrued at each date.

Although certain hedging instruments are recognised as speculative, this is only for accounting purposes since for financial and management purposes all the hedges arranged by the FCC Group have, at inception, an underlying financial transaction and the sole purpose of hedging such transaction.

This occurs when the instrument does not pass the effectiveness test, which requires that the changes in the fair value of cash flows of the hedged item directly attributable to the hedged risk are offset by an 80%-120% change in the fair value or cash flows of the hedging instrument. If this is not the case, the value changes are carried to the income statement.

In addition, derivatives and net financial debt undergo sensitivity testing to analyse the possible effects which a change in interest rates could have on the Group's accounts, assuming a rate increase and decrease of 100 basis points at year end (Note 28).

The details of the Group's financial derivatives are discussed in Note 21 of this document, along with other related aspects.

#### **p) Income tax**

The expense for income tax included in the accompanying consolidated income statement is calculated on the basis of consolidated profit before tax, increased or decreased, as appropriate, by the permanent differences between taxable profit and accounting profit. The corresponding tax rate based on the legislation applicable to each company is applied to this adjusted accounting profit. The tax relief and tax credits earned in the year are deducted and the positive or negative differences between the estimated tax charge calculated for the prior year's accounting close and the subsequent tax settlement at the payment date are added to or deducted from the resulting tax charge.

The Fomento de Construcciones y Contratas Group has capitalised the deferred tax assets arising from temporary differences and tax loss carryforwards, except for those with respect to which there are reasonable doubts as to their future recovery.

The temporary differences between the accounting profit and the taxable profit for income tax purposes, together with the differences between the carrying amounts of assets and liabilities recognised in the consolidated balance sheet and their tax bases give rise to deferred taxes which are recognised as non-current assets and liabilities. These amounts are measured at the tax rates that are expected to apply in the years in which they will foreseeable be reversed.

#### **q) Pension commitments**

Certain Group companies have undertaken commitments relative to pension plans and similar obligations which are further developed in Note 23.

#### **r) Operating income and expense**

In construction activities, the Group recognises results by reference to the stage of completion, determined by measuring the construction work performed in the year and the construction costs, which are recognised on an accrual basis. It recognises the revenue corresponding to the selling price of the completed construction work covered by a principal contract entered into with the owners, or by amendments thereto approved by the owners, or the revenue with respect to which there is reasonable certainty regarding its recovery, since construction project revenue and costs are susceptible to substantial variations during the performance period which cannot be readily foreseen or objectively quantified. Budgeted losses are recognised as an expense in the income statement for the year.

The revenue and expenses of the other activities are recognised on an accrual basis, i.e. when the actual flow of the related goods and services occurs, regardless of when the resulting monetary or financial flow arises. The performance and operating costs include the interest accrued at market rates during the customary payment period in the construction and services industries.

Also recognised as operating income are the derivatives of the accounts receivable for collection rights under service concession agreements.

#### **s) Related party transactions**

The Company performs all its transactions with related parties on an arm's length basis.

Note 29 details the most notable transactions with significant shareholders of the parent company, with officers and directors and between Group companies or entities.

#### **t) Estimates made**

In the Group's consolidated financial statements for 2009 and 2008, estimates were occasionally made in order to quantify certain of the assets, liabilities, income, expenses and obligations reported herein. These estimates relate basically to the following:

- Distribution of the cost of the business combinations (see Note 4)
- The impairment losses on certain assets (see Notes 6, 7 and 8)
- The useful life of the intangible assets and property, plant and equipment (see Notes 6, 7 and 8)
- The measurement of goodwill (see Note 6)
- The amount of certain provisions (see Note 19)
- The assumptions used in the actuarial calculation of the post-employment benefit liabilities and obligations (see Notes 19 and 23).
- The fair value of the derivatives (see Note 21).

Although these estimates were made on the basis of the best information available at the date of preparation of these consolidated financial statements on the events analysed, events that take place in the future might make it necessary to change these estimates (upwards or downwards) in coming years. Changes in accounting estimates would be applied prospectively, recognising the effects of the change in estimates in the related future financial statements.



#### 4. CHANGES IN THE SCOPE OF CONSOLIDATION

The most noteworthy changes in the scope of consolidation in 2009 and 2008 were as follows:

##### a) Most significant acquisitions

Following is a detail of the acquisitions in 2009 and 2008, indicating the following data for each acquiree: name, date on which control was obtained, percentage of ownership, cost of the investment, financial statements included with respect to the business combination, allocation at fair value and goodwill.

##### 2009 Financial Statements

| Financial statements including business combinations | Olivento Group |
|------------------------------------------------------|----------------|
| Acquisition date                                     | January        |
| % ownership (nominal)                                | 100%           |
| <b><u>A S S E T S</u></b>                            |                |
| <b>Non-current assets</b>                            | <b>904,907</b> |
| Intangible fixed assets                              | 537,512        |
| Property, plant and equipment                        | 363,910        |
| Other assets                                         | 3,485          |
| <b>Current assets</b>                                | <b>29,999</b>  |
| Trade and other accounts receivable                  | 19,841         |
| Other current assets                                 | 449            |
| Cash and cash equivalents                            | 9,709          |
| <b>Total assets</b>                                  | <b>934,906</b> |
| <b><u>L I A B I L I T I E S</u></b>                  |                |
| <b>Equity</b>                                        | <b>223,212</b> |
| Net equity allocated to parent company               | 221,519        |
| Minority interests                                   | 1,693          |
| <b>Non-current liabilities</b>                       | <b>117,342</b> |
| Provisions                                           | 2,947          |
| Deferred tax liabilities                             | 114,395        |
| <b>Current liabilities</b>                           | <b>594,352</b> |
| Current financial liabilities                        | 580,840        |
| Trade and other accounts payable                     | 13,512         |
| <b>Total liabilities</b>                             | <b>934,906</b> |

| Allocations at fair value                      | Olivento Group |
|------------------------------------------------|----------------|
| <b><u>A S S E T S</u></b>                      |                |
| Intangible fixed assets                        | 447,520        |
| <b>Total allocations to assets</b>             | <b>447,520</b> |
| <b><u>L I A B I L I T I E S</u></b>            |                |
| Deferred tax liabilities                       | 114,395        |
| <b>Total allocations to liabilities</b>        | <b>114,395</b> |
| <b>Total net allocations</b>                   | <b>333,125</b> |
|                                                |                |
| Goodwill                                       | Olivento Group |
| Cost of acquisition                            | 221,519        |
| Equity attributable to the parent company      | (36,129)       |
| Goodwill of the company acquired               | 146,042        |
| <b>Difference on acquisition</b>               | <b>331,432</b> |
| Total net allocations                          | (333,125)      |
| Allocations to minority interests              | 1,693          |
| <b>Allocation to goodwill on consolidation</b> | <b>—</b>       |

2008 Financial Statements

| Financial statements including business combinations | Hydrocarbon Recovery Service | International Petroleum Corp. of Delaware | SKY Sierresita Cortijo I | SKY Sierresita Cortijo II |
|------------------------------------------------------|------------------------------|-------------------------------------------|--------------------------|---------------------------|
| Acquisition date                                     | March                        | March                                     | September                | September                 |
| % ownership (nominal)                                | 100%                         | 100%                                      | 100%                     | 100%                      |
| <b><u>A S S E T S</u></b>                            |                              |                                           |                          |                           |
| <b>Non-current assets</b>                            | <b>103,953</b>               | <b>9,715</b>                              | <b>69,375</b>            | <b>69,375</b>             |
| Intangible fixed assets                              | 76,708                       | 6,789                                     | 14,500                   | 14,508                    |
| Property, plant and equipment                        | 27,245                       | 2,926                                     | 54,875                   | 54,867                    |
| <b>Current assets</b>                                | <b>13,366</b>                | <b>2,704</b>                              | <b>8,795</b>             | <b>8,793</b>              |
| Inventories                                          | 3,212                        | 553                                       | —                        | —                         |
| Trade and other receivables                          | 9,304                        | 1,428                                     | 8,780                    | 8,781                     |
| Other current financial assets                       | 845                          | 723                                       | —                        | —                         |
| Cash and cash equivalents                            | 5                            | —                                         | 15                       | 12                        |
| <b>Total assets</b>                                  | <b>117,319</b>               | <b>12,419</b>                             | <b>78,170</b>            | <b>78,168</b>             |
| <b><u>L I A B I L I T I E S</u></b>                  |                              |                                           |                          |                           |
| <b>Equity</b>                                        | <b>110,527</b>               | <b>11,979</b>                             | <b>78,004</b>            | <b>78,002</b>             |
| <b>Non-current liabilities</b>                       | <b>1,826</b>                 | <b>—</b>                                  | <b>—</b>                 | <b>—</b>                  |
| Non-current financial liabilities                    | 1,826                        | —                                         | —                        | —                         |
| <b>Current liabilities</b>                           | <b>4,966</b>                 | <b>440</b>                                | <b>166</b>               | <b>166</b>                |
| Current financial liabilities                        | 707                          | —                                         | —                        | —                         |
| Trade and other payables                             | 4,259                        | 440                                       | 166                      | 166                       |
| <b>Total liabilities</b>                             | <b>117,319</b>               | <b>12,419</b>                             | <b>78,170</b>            | <b>78,168</b>             |

| Allocations at fair value          | Hydrocarbon Recovery Service | International Petroleum Corp. of Delaware | SKY Sierresita Cortijo I | SKY Sierresita Cortijo II |
|------------------------------------|------------------------------|-------------------------------------------|--------------------------|---------------------------|
| <b><u>A S S E T S</u></b>          |                              |                                           |                          |                           |
| Intangible fixed assets            | 5,441                        | —                                         | 13,897                   | 13,910                    |
| Property, plant and equipment      | 6,280                        | —                                         | —                        | —                         |
| <b>Total allocations to assets</b> | <b>11,721</b>                | <b>—</b>                                  | <b>13,897</b>            | <b>13,910</b>             |
| <b>Total net allocations</b>       | <b>11,721</b>                | <b>—</b>                                  | <b>13,897</b>            | <b>13,910</b>             |

| Goodwill                                       | Hydrocarbon Recovery Service | International Petroleum Corp. of Delaware | SKY Sierresita Cortijo I | SKY Sierresita Cortijo II | Corporación Uniland Group |
|------------------------------------------------|------------------------------|-------------------------------------------|--------------------------|---------------------------|---------------------------|
| Cost of acquisition                            | 110,527                      | 11,979                                    | 78,004                   | 78,002                    | 135,635                   |
| Equity attributable to the parent company      | (64,389)                     | (8,509)                                   | (64,107)                 | (64,092)                  | (60,564)                  |
| Goodwill of the company acquired               | 13,408                       | 1,743                                     | —                        | —                         | —                         |
| <b>Difference on acquisition</b>               | <b>59,546</b>                | <b>5,213</b>                              | <b>13,897</b>            | <b>13,910</b>             | <b>75,071</b>             |
| Total net allocations                          | (11,721)                     | —                                         | (13,897)                 | (13,910)                  | —                         |
| <b>Allocation to goodwill on consolidation</b> | <b>47,825</b>                | <b>5,213</b>                              | <b>—</b>                 | <b>—</b>                  | <b>75,071</b>             |

Noteworthy with respect to the table above was the exercise of put options representing 6.29% of the capital of Corporación Uniland, S.A. under the agreement to purchase this company entered into by the Cementos Portland Valderrivas Group in 2006, which included an additional put option for the seller on 22.50% of the capital, exercisable over a five-year term. At 2008 year-end, options representing 8.18% of the capital had yet to be exercised, all of which were exercised in 2009. Until 2008, the goodwill contributed by those companies was recognised as such by the FCC Group. According to new accounting standards, however, the companies acquired in 2009 are reflected as a decrease in equity (Note 3.b).

#### b) Other changes in the scope of consolidation

On 10 September 2009, the company RB Business Holding, S.L. was absorbed by Realía Business S.A., resulting in the termination of the clauses of the shareholders' agreement dated 8 May 2007 and the novation of the contract on 31 December 2008, whereunder the FCC Group and Caja Madrid became the co-directors of the Realía Business Group.

In 2009, the company Asesoría Financiera y de Gestión S.A. (Afigesa, a wholly-owned subsidiary of Fomento de Construcciones y Contratas S.A.) acquired 2.3% of the share capital of Realía Business S.A. for EUR 12,681 thousand following the cancellation of the security loan agreement signed on 29 December 2008 with a financial institution.

As a consequence of this process, at the end of 2009 the FCC Group controlled 30.23% of Realía Business, S.A.

On the consolidated balance sheets included in the 2009 and 2008 annual accounts, the Realía Business Group is consolidated using the equity method. However, because the FCC Group controlled the Realía Business Group through 30 December 2008, the 2008 income statement includes Realía's income and expenses as a fully integrated subsidiary of the FCC Group. The most significant income and expense items in this regard are as follows:

|                                     |           |
|-------------------------------------|-----------|
| Revenues                            | 402,298   |
| Operating expense and other revenue | (351,548) |
| Operating results                   | 50,750    |
| Profit before taxes                 | (40,528)  |
| After-tax profit (loss)             | (28,593)  |

In 2009, the company “FCC Global Insurance General Services, S.A.” was removed from the scope of consolidation of the FCC Group which generated before-tax profits of EUR 44,299 thousand (Note 25.f).

Within the framework of the agreements with Caja Madrid whereunder the interest in the concessions controlled by both companies were pooled in the jointly-controlled company Global Vía Infraestructuras, S.A., in 2009 the FCC Group contributed thirteen concession operators with a consolidated value of EUR 74,531 thousand, resulting in before-tax profits of EUR 17,283 thousand. In 2008, the Group contributed fourteen concession operators with a consolidated value of EUR 65,593 thousand which resulted in before-tax profit of EUR 14,699 thousand (Note 25).

## 5. ALLOCATION OF PROFIT (LOSS)

The FCC Group paid a total of EUR 228,198 thousand in dividends in 2009 (EUR 368,960 thousand in 2008) as broken down on the enclosed cash flow statement:

|                                                              | 2009           | 2008           |
|--------------------------------------------------------------|----------------|----------------|
| Shareholders of Fomento de Construcciones y Contratas, S.A.  | 191,784        | 265,054        |
| Minority shareholders of Cementos Portland Valderrivas Group | 33,973         | 69,980         |
| Minority shareholders of the Realía Business Group           | —              | 31,995         |
| Other minority shareholders of the rest of the companies     | 2,441          | 1,931          |
|                                                              | <b>228,198</b> | <b>368,960</b> |

At the Annual General Meeting of Fomento de Construcciones y Contratas, S.A. held on 10 June 2009, the shareholders approved the distribution of the profit for 2008 through a total dividend of EUR 1.57 gross per share. The shareholders of Fomento de Construcciones y Contratas, S.A. received this amount through the payment of an interim dividend in January 2009 amounting to equal to 78.5% gross of the par value of the shares, i.e. EUR 0.785 per share (1.065 euros per share in 2008), and the payment of a final dividend in July 2009 equal to 78.5% gross of the par value of the shares, i.e. EUR 0.785 per share (1.065 euros per share in 2008).

On 17 December 2009, it was resolved to distribute to the shareholders of Fomento de Construcciones y Contratas, S.A. an interim dividend out of the profit for the year equal to 71.5% gross of the par value of the shares, i.e. EUR 0.715 per share. The total amount of this dividend, EUR 88,746 thousand, was paid on or after 12 January 2010 on outstanding shares carrying dividend rights (Note 20.d).

In addition, to complete the dividend out of the 2009 profit of EUR 307,199 thousand attributable to the Parent of the FCC Group, Fomento de Construcciones y Contratas S.A., this Company will

propose for the approval of the shareholders at the Annual General Meeting the distribution of a final dividend of EUR 0.715 per share which, together with the interim dividend, gives a total dividend of EUR 1.43 per share.

## 6. INTANGIBLE FIXED ASSETS

The details of the net intangible assets at 31 December 2009 and 2008 are as follows:

|                         | Cost             | Accumulated depreciation | Impairment      | Net Carrying Value |
|-------------------------|------------------|--------------------------|-----------------|--------------------|
| <b>2009</b>             |                  |                          |                 |                    |
| Concession (Note 10)    | 1,349,733        | (386,841)                | (1,137)         | 961,755            |
| Goodwill                | 2,654,108        | —                        | (38,808)        | 2,615,300          |
| Other intangible assets | 1,229,355        | (343,861)                | (237)           | 885,257            |
|                         | <b>5,233,196</b> | <b>(730,702)</b>         | <b>(40,182)</b> | <b>4,462,312</b>   |
| <b>2008</b>             |                  |                          |                 |                    |
| Concession (Note 10)    | 1,249,674        | (343,462)                | (1,137)         | 905,075            |
| Goodwill                | 2,594,385        | —                        | (38,004)        | 2,556,381          |
| Other intangible assets | 660,705          | (235,503)                | (237)           | 424,965            |
|                         | <b>4,504,772</b> | <b>(578,965)</b>         | <b>(39,378)</b> | <b>3,886,429</b>   |

### a) Concessions

This heading includes the intangible fixed assets pertaining to the service concession agreements (Note 10).

The details under this heading of the consolidated balance sheet for 2009 and 2008 are as follows:

|                                                                                  | Concessions      | Accumulated Amortisation | Impairment     |
|----------------------------------------------------------------------------------|------------------|--------------------------|----------------|
| <b>Balance at 31.12.07</b>                                                       | <b>1,075,614</b> | <b>(300,199)</b>         | <b>(1,137)</b> |
| Additions or charges for the year                                                | 169,130          | (44,191)                 |                |
| Disposals or reductions                                                          | (4,703)          | 791                      |                |
| Changes in the scope of consolidation, translation differences and other changes | 9,575            | (57)                     |                |
| Transfers                                                                        | 58               | 194                      |                |
| <b>Balance at 31.12.08</b>                                                       | <b>1,249,674</b> | <b>(343,462)</b>         | <b>(1,137)</b> |
| Additions or charges for the year                                                | 126,940          | (44,865)                 |                |
| Disposals or reductions                                                          | (24,773)         | 1,383                    |                |
| Changes in the scope of consolidation, translation differences and other changes | (326)            | 1,887                    |                |
| Transfers                                                                        | (1,782)          | (1,784)                  |                |
| <b>Balance at 31.12.09</b>                                                       | <b>1,349,733</b> | <b>(386,841)</b>         | <b>(1,137)</b> |

The most significant “additions” in 2009 refer to the investments in the following concessions” EUR 25,138 thousand in the Murcia Tram; EUR 25,075 thousand in the Coatzacoalcas Tunnel and EUR 21,709 thousand in the Conquense motorway.

The interest capitalised in 2009 totalled EUR 1,068 thousand (EUR 3,930 thousand in 2008) and the accumulated capitalised interest totalled EUR 6,425 thousand (EUR 5,988 thousand in 2008).

## b) Goodwill

The changes in goodwill in the accompanying consolidated balance sheet in 2009 and 2008 were as follows:

|                                                                                          |              |                  |
|------------------------------------------------------------------------------------------|--------------|------------------|
| <b>Balance at 31.12.07</b>                                                               |              | <b>2,551,272</b> |
| <b>Additions:</b>                                                                        |              |                  |
| Corporación Uniland Group                                                                | 75,071       |                  |
| Hydrocarbon Recovery Services, Inc                                                       | 47,825       |                  |
| A.S.A. Group                                                                             | 8,450        |                  |
| FCC Construcción de Centroamérica Group                                                  | 6,748        |                  |
| International Petroleum Corp. of Delaware                                                | 5,213        |                  |
| Cementos Portland Valderrivas, S.A.                                                      | 3,663        |                  |
| Gestión de Aguas del Norte, S.A.                                                         | 1,252        |                  |
| Other                                                                                    | <u>3,340</u> | 151,562          |
| <b>Changes in the scope of consolidation, translation differences and other changes:</b> |              |                  |
| Waste Recycling Group                                                                    | (192,118)    |                  |
| Aqualia Gestión Integral del Agua, S.A.                                                  | 80,410       |                  |
| Realia Group                                                                             | (11,602)     |                  |
| Gonzalo Mateo S.L.                                                                       | (5,000)      |                  |
| Other                                                                                    | <u>701</u>   | (127,609)        |
| <b>Impairment losses:</b>                                                                |              |                  |
| Flightcare Italia, SpA                                                                   | (14,963)     |                  |
| Cementos Lemona Group                                                                    | (3,006)      |                  |
| Other                                                                                    | <u>(871)</u> | (18,840)         |
| <b>Balance at 31.12.08</b>                                                               |              | <b>2,556,385</b> |
| <b>Additions:</b>                                                                        |              |                  |
| Alpine Bau Group (*)                                                                     | 7,468        |                  |
| Other                                                                                    | <u>1,351</u> | 8,819            |
| <b>Changes in the scope of consolidation, translation differences and other changes:</b> |              |                  |
| Waste Recycling Group                                                                    | 48,978       |                  |
| Other                                                                                    | <u>1,989</u> | 50,967           |
| <b>Impairment losses:</b>                                                                |              |                  |
| Other                                                                                    | <u>(871)</u> | (871)            |
| <b>Balance at 31.12.09</b>                                                               |              | <b>2,615,300</b> |

(\*) Acquisitions of companies included in the consolidated group of the Alpine Bau Group.

The heading "Change in the scope of consolidation, translation differences and other changes" includes the effect of the appreciation of sterling compared to the euro which gave rise to an increase of EUR 46,744 thousand (decrease of EUR 192,118 thousand in 2008) in the goodwill associated with the UK WRG group, the original balance of which was EUR 875,173 thousand.

The details of goodwill at 31 December 2009 and 2008 on the consolidated balance sheet are as

follows:

|                                                  | 2009             | 2008             |
|--------------------------------------------------|------------------|------------------|
| Corporación Uniland Group                        | 825,857          | 825,857          |
| Waste Recycling Group                            | 693,884          | 644,906          |
| Alpine Bau Group                                 | 269,571          | 262,103          |
| Cementos Portland Valderrivas, S.A.              | 226,269          | 226,269          |
| A.S.A. Group                                     | 138,089          | 138,036          |
| Aqualia Gestión Integral del Agua, S.A.          | 80,410           | 80,410           |
| Cementos Lemona Group                            | 70,729           | 70,729           |
| FCC Logística Group                              | 58,956           | 58,956           |
| Hydrocarbon Recovery Services                    | 46,208           | 47,825           |
| Grupo Ekonor Group                               | 43,140           | 43,140           |
| Giant Cement Holding, Inc.                       | 24,792           | 25,639           |
| Flightcare Italia, SpA                           | 21,220           | 21,220           |
| Marepa Group                                     | 16,432           | 16,432           |
| Jaime Franquesa, S.A.                            | 11,322           | 12,193           |
| Tratamientos y Recuperaciones Industriales, S.A. | 9,860            | 9,860            |
| FCC Construcción de Centroamérica Group          | 8,460            | 6,748            |
| Gestiones Especializadas e Instalaciones, S.A.   | 7,410            | 7,410            |
| Elcen Obras Servicios y Proyectos, S.A.          | 7,287            | 4,287            |
| Deneo Energía e Infraestructuras, S.A.           | 5,531            | 5,531            |
| Flightcare Belgium Naamloze Vennootschap         | 5,503            | 5,503            |
| International Petroleum Corp. of Delaware        | 5,037            | 5,213            |
| Canteras de Aláiz, S.A.                          | 4,332            | 4,332            |
| Gonzalo Mateo Group                              | 3,859            | 3,859            |
| Papeles Hernández e Hijos Group                  | 3,815            | 3,815            |
| Cementos Alfa, S.A.                              | 3,712            | 3,712            |
| Áridos y Premezclados, S.A. Unipersonal          | 3,704            | 3,704            |
| Flightcare, S.L.                                 | 3,116            | 3,116            |
| Other                                            | 16,795           | 15,580           |
|                                                  | <b>2,615,300</b> | <b>2,556,385</b> |

With regard to the goodwill of Corporación Uniland and Waste Recycling shown on the table above, it should be noted that in the case of Corporación Uniland, in order to adapt the impairment test (Note 3.e) to the reality of the cement sector, a ten-year horizon was used to reflect the business cycle more accurately. Since the acquisition was financed almost entirely with external financing, in order to calculate the current value of the estimated future cash flows a before-tax discount rate equal to the marginal cost of the debt, adjusted by the business and country risk, was used.

In the case of the Waste Recycling Group, the future growth hypotheses take into account the maturation of business decisions taken by the company which are being implemented to adapt the company's revenue mix to market changes, such as recycling, wind power, biomass and contaminated soil. Given the structural characteristics of this type of business and the long useful lives of the business assets, a ten-year horizon was used and the estimated cash flows were discounted using the weighted average cost of capital (WACC).

### c) Other intangible assets

The details of this heading on the consolidated 2009 and 2008 balance sheets are as follows:

|                                                                                     | Other<br>intangible<br>assets | Accumulated<br>Amortisation | Impairment   |
|-------------------------------------------------------------------------------------|-------------------------------|-----------------------------|--------------|
| <b>Balance at 31.12.07</b>                                                          | <b>573,929</b>                | <b>(159,064)</b>            | <b>(293)</b> |
| Additions or charges for the year                                                   | 19,648                        | (77,957)                    | —            |
| Disposals or reductions                                                             | (4,830)                       | 1,735                       | —            |
| Changes in the scope of consolidation,<br>translation differences and other changes | 69,528                        | 2,099                       | 56           |
| Transfers                                                                           | 2,434                         | (2,316)                     | —            |
| <b>Balance at 31.12.08</b>                                                          | <b>660,709</b>                | <b>(235,503)</b>            | <b>(237)</b> |
| Additions or charges for the year                                                   | 15,924                        | (90,364)                    | —            |
| Disposals or reductions                                                             | (2,484)                       | 873                         | —            |
| Changes in the scope of consolidation,<br>translation differences and other changes | 561,500                       | (21,279)                    | —            |
| Transfers                                                                           | (6,294)                       | 2,412                       | —            |
| <b>Balance at 31.12.09</b>                                                          | <b>1,229,355</b>              | <b>(343,861)</b>            | <b>(237)</b> |

The heading “Change in the scope of consolidation, translation differences and other changes” for 2009 includes the intangible assets of the Olivento Group in the amount of EUR 537,512 thousand (Note 4), primarily the rights to land on which the wind turbines are located.

## 7. TANGIBLE FIXED ASSETS

The changes in property plant and equipment at 31 December 2009 and 2008 are as follows:

|                                                               | Cost              | Accumulated<br>Amortisation | Impairment      | Carrying<br>equity |
|---------------------------------------------------------------|-------------------|-----------------------------|-----------------|--------------------|
| <b>2009</b>                                                   |                   |                             |                 |                    |
| <b>Land and buildings</b>                                     | <b>2,273,986</b>  | <b>(603,073)</b>            | <b>(30,543)</b> | <b>1,640,370</b>   |
| Land                                                          | 875,388           | (82,057)                    | (29,490)        | 763,841            |
| Buildings for own use                                         | 1,398,598         | (521,016)                   | (1,053)         | 876,529            |
| <b>Plant and other items of property, plant and equipment</b> | <b>8,759,636</b>  | <b>(4,431,420)</b>          | <b>(11,108)</b> | <b>4,317,108</b>   |
| Plant                                                         | 4,860,102         | (2,295,308)                 | (9,960)         | 2,554,834          |
| Machinery and vehicles                                        | 2,661,993         | (1,543,214)                 | (658)           | 1,118,121          |
| Work in progress                                              | 344,567           | —                           | —               | 344,567            |
| Other PPE                                                     | 892,974           | (592,898)                   | (490)           | 299,586            |
|                                                               | <b>11,033,622</b> | <b>(5,034,493)</b>          | <b>(41,651)</b> | <b>5,957,478</b>   |
| <b>2008</b>                                                   |                   |                             |                 |                    |
| <b>Land and buildings</b>                                     | <b>2,165,626</b>  | <b>(545,947)</b>            | <b>(31,438)</b> | <b>1,588,241</b>   |
| Land                                                          | 868,226           | (72,745)                    | (30,438)        | 765,046            |
| Buildings for own use                                         | 1,297,397         | (473,202)                   | (1,000)         | 823,195            |
| <b>Plant and other items of property, plant and equipment</b> | <b>7,844,294</b>  | <b>(3,908,611)</b>          | <b>(32,231)</b> | <b>3,903,452</b>   |
| Plant                                                         | 4,151,840         | (1,963,782)                 | (15,164)        | 2,172,894          |
| Machinery and vehicles                                        | 2,488,357         | (1,405,211)                 | (16,794)        | 1,066,352          |
| Work in progress                                              | 355,898           | —                           | —               | 355,898            |
| Other PPE                                                     | 848,199           | (539,618)                   | (273)           | 308,308            |
|                                                               | <b>10,009,920</b> | <b>(4,454,558)</b>          | <b>(63,669)</b> | <b>5,491,693</b>   |

In 2009 and 2008, the changes in the different PPE items were as follows:

|                                                                                  | Land           | Buildings<br>For own use | Land and buildings | Installations<br>plant | Machinery<br>and vehicles | Work in<br>progress | Other<br>equipment | Plant and other<br>PPE | Accumulated<br>amortisation | Impairment      |
|----------------------------------------------------------------------------------|----------------|--------------------------|--------------------|------------------------|---------------------------|---------------------|--------------------|------------------------|-----------------------------|-----------------|
| <b>Balance at 31.12.07</b>                                                       | <b>859,366</b> | <b>1,254,579</b>         | <b>2,113,945</b>   | <b>4,342,562</b>       | <b>2,300,761</b>          | <b>301,600</b>      | <b>784,858</b>     | <b>7,729,781</b>       | <b>(4,123,607)</b>          | <b>(60,546)</b> |
| Additions or charges for the year                                                | 4,750          | 25,707                   | 30,457             | 47,496                 | 237,616                   | 317,913             | 82,584             | 685,609                | (567,169)                   | (14,503)        |
| Disposals or reductions                                                          | (891)          | (9,050)                  | (9,941)            | (23,416)               | (102,642)                 | (10,642)            | (44,849)           | (181,549)              | 113,954                     | 644             |
| Changes in the scope of consolidation, translation differences and other changes | 3,415          | (22,149)                 | (18,734)           | (448,067)              | 25,891                    | 15,971              | 12,777             | (393,428)              | 188,711                     | 10,736          |
| Transfers                                                                        | 1,589          | 48,310                   | 49,899             | 233,265                | 26,731                    | (268,944)           | 12,829             | 3,881                  | (66,447)                    | —               |
| <b>Balance at 31.12.08</b>                                                       | <b>868,229</b> | <b>1,297,397</b>         | <b>2,165,626</b>   | <b>4,151,840</b>       | <b>2,488,357</b>          | <b>355,898</b>      | <b>848,199</b>     | <b>7,844,294</b>       | <b>(4,454,558)</b>          | <b>(63,669)</b> |
| Additions or charges for the year                                                | 9,812          | 25,138                   | 34,950             | 56,412                 | 214,856                   | 217,004             | 72,027             | 560,299                | (596,515)                   | 19,997          |
| Disposals or reductions                                                          | (1,143)        | (13,674)                 | (14,817)           | (24,419)               | (112,032)                 | (27,345)            | (32,881)           | (196,677)              | 138,345                     | 1,456           |
| Changes in the scope of consolidation, translation differences and other changes | (3,320)        | 10,236                   | 6,916              | 608,285                | 8,496                     | 728                 | 2,315              | 619,824                | (130,011)                   | 1,383           |
| Transfers                                                                        | 1,810          | 79,501                   | 81,311             | 67,984                 | 62,316                    | (201,718)           | 3,314              | (68,104)               | 8,246                       | (818)           |
| <b>Balance at 31.12.09</b>                                                       | <b>875,388</b> | <b>1,398,598</b>         | <b>2,273,986</b>   | <b>4,860,102</b>       | <b>2,661,993</b>          | <b>344,567</b>      | <b>892,974</b>     | <b>8,759,636</b>       | <b>(5,034,493)</b>          | <b>(41,651)</b> |

The most significant additions in 2009 refer to the investments made in connection with service contracts, primarily by Fomento de Construcciones y Contratas, S.A. in the amount of EUR 155,659 thousand and investments in the construction business, primarily in the Alpine Bau group in the amount of EUR 97,369 thousand.

“Disposals or Reductions” includes asset disposals and inventory reductions relating to assets which, in general, have been depreciated substantially in full since they have reached the end of their useful lives.

Under the heading of “Changes in the scope of consolidation, translation differences and other changes” includes the sum of EUR 363,910 thousand which refers to the inclusion in 2009 of the property, plant and equipment of the Olivento Group (Note 4). It also includes the effect of the appreciation of sterling against the euro, which gave rise to an increase of EUR 100,318 thousand in the goodwill associated with the UK WRG Group, compared to a decrease of EUR 417,427 thousand in 2008.

The interest capitalised in 2009 totalled EUR 9,012 thousand (EUR 5,655 thousand in 2008) and the accumulated interest capitalised totalled EUR 46,111 thousand (EUR 39,432 thousand in 2008).

The Group companies takes out as much insurance as is considered necessary to cover the risks to which the property, plant and equipment may be exposed. At the end of the year, the parent company deemed that these risks were adequately covered.

Fully depreciated property, plant and equipment which, being in good working order, are used in production amounted to EUR 4,805 million at 31 December 2009 (31 December 2008: EUR 1,850 million).

As explained in Note 26, of the total property, plant and equipment in the accompanying consolidated balance sheet, EUR 3,309,291 thousand (2008: EUR 3,208,419 thousand) were located abroad.

#### Restrictions on ownership of assets

Of the total property, plant and equipment in the consolidated balance sheet at 31 December 2009, there are restrictions on title to assets amounting to EUR 1,310,347 thousand (31 December 2007: EUR 1,430,464 thousand), the detail being as follows:

|                                | Cost             | Accumulated depreciation | Net value        |
|--------------------------------|------------------|--------------------------|------------------|
| <b>2009</b>                    |                  |                          |                  |
| Buildings, plant and equipment | 2,395,838        | (1,246,454)              | 1,149,384        |
| Other PPE                      | 289,413          | (128,450)                | 160,963          |
|                                | <b>2,685,251</b> | <b>(1,374,904)</b>       | <b>1,310,347</b> |
| <b>2008</b>                    |                  |                          |                  |
| Buildings, plant and equipment | 2,414,599        | (1,147,007)              | 1,267,592        |
| Other PPE                      | 300,746          | (137,874)                | 162,872          |
|                                | <b>2,715,345</b> | <b>(1,284,881)</b>       | <b>1,430,464</b> |

The Group's assets subject to restrictions on title relate to non-current assets held under finance leases or other financing arrangements, as indicated in Note 9 and to revertible assets assigned to the operation of concessions and other contracts.



### Acquisition commitments

In the course of their business activities, the Group companies had formalised property, plant and equipment purchase commitments amounting to EUR 42,777 thousand at 31 December 2009 (31 December 2008: EUR 91,041 thousand), the detail being as follows:

|                        | 2009          | 2008          |
|------------------------|---------------|---------------|
| Buildings for own use  | 28,526        | 200           |
| Plant                  | 12,683        | 86,551        |
| Machinery and vehicles | 1,183         | 2,725         |
| Other PPE              | 385           | 1,565         |
|                        | <b>42,777</b> | <b>91,041</b> |

## **8. INVESTMENT PROPERTY**

The heading of investment property on the consolidated balance sheet includes the net value of the land, buildings and other structures held either to earn rentals or, as the case may be, for capital appreciation when sold in the future at a higher market price. The Torre Picasso building leases office space, commercial premises and parking spaces.

The composition of the investment property heading at 31 December 2009 and 2008 is as follows:

|                       | Cost           | Accumulated depreciation | Net value      |
|-----------------------|----------------|--------------------------|----------------|
| <b><u>2009</u></b>    |                |                          |                |
| Investment properties |                |                          |                |
| Torre Picasso         | 294,838        | (56,641)                 | 238,197        |
| Other                 | 28,618         | (2,722)                  | 25,896         |
|                       | <b>323,456</b> | <b>(59,363)</b>          | <b>264,093</b> |
| <b><u>2008</u></b>    |                |                          |                |
| Investment properties |                |                          |                |
| Torre Picasso         | 293,474        | (52,808)                 | 240,666        |
| Other                 | 25,811         | (2,558)                  | 23,253         |
|                       | <b>319,285</b> | <b>(55,366)</b>          | <b>263,919</b> |

The details of the changes in “Investment Property” in 2009 and 2008 are as follows:

|                                       | Torre Picasso  | Other         | Realia Business Group | Total            |
|---------------------------------------|----------------|---------------|-----------------------|------------------|
| <b>Balance at 31.12.07</b>            | <b>242,275</b> | <b>22,683</b> | <b>2,070,544</b>      | <b>2,335,502</b> |
| Additions                             | 1,929          | 17            | 178,460               | 180,406          |
| Outflows                              | —              | (525)         | (56,452)              | (56,977)         |
| Depreciation charge and allowances    | (3,538)        | (210)         | (78,570)              | (82,318)         |
| Changes in the scope of consolidation | —              | 8             | (2,192,152)           | (2,192,144)      |
| Transfers                             | —              | 1,280         | 78,170                | 79,450           |
| <b>Balance at 31.12.08</b>            | <b>240,666</b> | <b>23,253</b> | <b>—</b>              | <b>263,919</b>   |
| Additions                             | 1,403          | 2,941         | —                     | 4,344            |
| Outflows                              | (39)           | (413)         | —                     | (452)            |
| Depreciation charge and allowances    | (3,833)        | (210)         | —                     | (4,043)          |
| Changes in the scope of consolidation | —              | (4,319)       | —                     | (4,319)          |
| Transfers                             | —              | 4,644         | —                     | 4,644            |
| <b>Balance at 31.12.09</b>            | <b>238,197</b> | <b>25,896</b> | <b>—</b>              | <b>264,093</b>   |

The main change compared to 2008 is included under the heading of “Changes in the scope of consolidation” and refers to the effects of changing the method of consolidating Realia Business Group (Note 4).

The income from the Torre Picasso building in 2009 and 2008 is as follows:

|                              | 2009   | 2008   |
|------------------------------|--------|--------|
| Rental income                | 26,127 | 26,173 |
| Transfer of costs to tenants | 7,185  | 6,948  |
| Profit net of taxes          | 13,202 | 11,160 |

At 31 December 2009 and 2008, the details of the maturities of future minimum payments owed to Torre Picasso by different tenants under the leases in force, without considering future rent adjustments:

|                   | 2009           | 2008          |
|-------------------|----------------|---------------|
| Up to one year    | 25,812         | 26,196        |
| One to five years | 69,832         | 59,434        |
| More than 5 years | 18,112         | 1,402         |
|                   | <b>113,756</b> | <b>87,032</b> |

The market value of the Torre Picasso building is higher than the carrying value.

According to the obligations assumed under the EUR 250,000 thousand financing agreement signed on 18 December 2009 by the FCC Group as the owner of the Torre Picasso building (Note 20), the building is mortgaged and the rights to the rental payments under current and future leases are pledged for the next 15 years. The FCC Group has also assumed the commitment to many the investments which are needed to keep the building in a proper state of maintenance and conservation.

At the end of 2009 the Group did not have any firm commitments to purchase or invest in property. Also, at 31 December 2009, there were no contractual obligations relating to repairs, maintenance or improvements except as mentioned above.

## 9. LEASES

### a) Financial leases

The characteristics of the finance leases at the end of 2009 and 2008 and their cash flows are shown below:

|                                                                               | MOVABLE<br>PROPERTY | REAL<br>ESTATE | TOTAL          |
|-------------------------------------------------------------------------------|---------------------|----------------|----------------|
| <b>2009</b>                                                                   |                     |                |                |
| Net carrying value                                                            | 243,902             | 19,985         | 263,887        |
| Accumulated depreciation                                                      | 91,669              | 3,265          | 94,934         |
| Cost of the assets                                                            | 335,571             | 23,250         | 358,821        |
| Finance expense                                                               | 27,846              | 8,935          | 36,781         |
| Capitalised cost of the assets                                                | 363,417             | 32,185         | 395,602        |
| Lease payments made during the year                                           | (82,240)            | (637)          | (82,877)       |
| Lease payments made in prior                                                  | (119,991)           | (8,990)        | (128,981)      |
| Lease payments outstanding, including purchase option                         | 161,186             | 22,558         | 183,744        |
| Unaccrued finance charges                                                     | (7,335)             | (4,822)        | (12,157)       |
| <b>Present value of lease payments outstanding, including purchase option</b> | <b>153,851</b>      | <b>17,736</b>  | <b>171,587</b> |
| Contract term (years)                                                         | 2 - 5               | 10             |                |
| Value of purchase options                                                     | 10,888              | 10,721         | 21,609         |

|                                                                               | MOVABLE<br>PROPERTY | REAL<br>ESTATE | TOTAL          |
|-------------------------------------------------------------------------------|---------------------|----------------|----------------|
| <b>2008</b>                                                                   |                     |                |                |
| Net carrying value                                                            | 291,090             | 18,829         | 309,919        |
| Accumulated depreciation                                                      | 99,060              | 3,634          | 102,694        |
| <b>Cost of the assets</b>                                                     | <b>390,150</b>      | <b>22,463</b>  | <b>412,613</b> |
| Finance expense                                                               | 35,468              | 7,085          | 42,553         |
| <b>Capitalised cost of the assets</b>                                         | <b>425,618</b>      | <b>29,548</b>  | <b>455,166</b> |
| Lease payments made during the year                                           | (147,847)           | (5,745)        | (153,592)      |
| Lease payments made in prior                                                  | (127,379)           | (984)          | (128,363)      |
| <b>Lease payments outstanding, including purchase option</b>                  | <b>150,392</b>      | <b>22,819</b>  | <b>173,211</b> |
| Unaccrued finance charges                                                     | (11,330)            | (4,661)        | (15,991)       |
| <b>Present value of lease payments outstanding, including purchase option</b> | <b>139,062</b>      | <b>18,158</b>  | <b>157,220</b> |
| Contract term (years)                                                         | 2 - 5               | 10             |                |
| Value of purchase options                                                     | 7,651               | 11,071         | 18,722         |

The details, by maturity, of the reconciliation of the total amount of the lease payments to their present value at the balance-sheet dates of 31 December 2009 and 2008 are as follows:

|                                                                               | Up to one<br>year | One to five<br>years | More than<br>five<br>years | Total          |
|-------------------------------------------------------------------------------|-------------------|----------------------|----------------------------|----------------|
| <b>2009</b>                                                                   |                   |                      |                            |                |
| Lease payments outstanding, including purchase options                        | 73,163            | 91,059               | 19,522                     | 183,744        |
| Unaccrued finance charges                                                     | (2,039)           | (8,359)              | (1,759)                    | (12,157)       |
| <b>Present value of lease payments outstanding, including purchase option</b> | <b>71,124</b>     | <b>82,700</b>        | <b>17,763</b>              | <b>171,587</b> |
| <b>2008</b>                                                                   |                   |                      |                            |                |
| Lease payments outstanding, including purchase options                        | 72,463            | 77,699               | 23,049                     | 173,211        |
| Unaccrued finance charges                                                     | (3,967)           | (9,442)              | (2,582)                    | (15,991)       |
| <b>Present value of lease payments outstanding, including purchase option</b> | <b>68,496</b>     | <b>68,257</b>        | <b>20,467</b>              | <b>157,220</b> |

The finance leases arranged by the Group companies do not include lease payments the amount of which must be determined on the basis of future economic events or indices and, accordingly, in 2009 no expense was incurred in connection with contingent rent.

## b) Operating leases

As the lessee, the operating lease payments recognised as an expense at 31 December 2009 totalled EUR 375,446 thousand (EUR 395,008 thousand at 31 December 2008). These payments refer primarily to leased construction machinery and leased constructions for the Group's business activities.

There are non-cancellable future payment obligations amounting to EUR 484,089 thousand (2008: EUR 395,344 thousand) in relation to operating leases on buildings and structures. These obligations, entered into mainly by the logistics companies, are recognised in the income statement on an accrual basis. The details of the maturity dates of the non-cancellable minimum future payments at 31 December 2009 and 2008 are as follows:

|                   | 2009           | 2008           |
|-------------------|----------------|----------------|
| Up to one year    | 102,073        | 76,423         |
| One to five years | 295,415        | 240,928        |
| More than 5 years | 86,601         | 77,993         |
|                   | <b>484,089</b> | <b>395,344</b> |

As the lessor, practically all of the operating lease payments recognised as income are associated with the operation of the Torre Picasso building (Note 8).

## 10. SERVICE CONCESSION AGREEMENTS

This note presents an overview of all the Group's investments in the concessions recognised under different headings on the asset side of the consolidated balance sheet.

The following table sets forth the total investments made by the Group companies in concessions, which are included under "Property, Plant and Equipment", "Intangible Assets" and "Investments in Associates" in the accompanying consolidated balance sheets at 31 December 2009 and 2008.

|                                  | Intangible<br>fixed assets | Financial<br>assets | JV<br>concession<br>operator | Associate<br>concession<br>operator | Total<br>investment |
|----------------------------------|----------------------------|---------------------|------------------------------|-------------------------------------|---------------------|
| <b>2009</b>                      |                            |                     |                              |                                     |                     |
| Water services                   | 1,027,304                  | 16,608              | 68,918                       | 12,562                              | 1,125,392           |
| <b>Motorways and<br/>tunnels</b> | <b>25,375</b>              | —                   | <b>481,583</b>               | <b>20,015</b>                       | <b>526,973</b>      |
| Other                            | <b>297,054</b>             | <b>89,365</b>       | <b>322</b>                   | <b>15,117</b>                       | <b>401,858</b>      |
| <b>TOTAL</b>                     | <b>1,349,733</b>           | <b>105,973</b>      | <b>550,823</b>               | <b>47,694</b>                       | <b>2,054,223</b>    |
| Amortisation                     | (386,841)                  | —                   | —                            | —                                   | (386,841)           |
| Impairment                       | (1,137)                    | —                   | —                            | —                                   | (1,137)             |
|                                  | <b>961,755</b>             | <b>105,973</b>      | <b>550,823</b>               | <b>47,694</b>                       | <b>1,666,245</b>    |

|                       |                  |               |                |               |                  |
|-----------------------|------------------|---------------|----------------|---------------|------------------|
| <b>2008</b>           |                  |               |                |               |                  |
| Water services        | 1,021,325        | 13,229        | 75,107         | 13,450        | 1,123,111        |
| Motorways and tunnels | 8,307            | —             | 354,745        | 33,738        | 396,790          |
| Other                 | 220,042          | 58,079        | 2,292          | 38,864        | 319,277          |
| <b>TOTAL</b>          | <b>1,249,674</b> | <b>71,308</b> | <b>432,144</b> | <b>86,052</b> | <b>1,839,178</b> |
| Amortisation          | (343,462)        | —             | —              | —             | (343,462)        |
| Impairment            | (1,137)          | —             | —              | —             | (1,137)          |
|                       | <b>905,075</b>   | <b>71,308</b> | <b>432,144</b> | <b>86,052</b> | <b>1,494,579</b> |

Under the concession contracts and during the term thereof, the concession operators in which the Group holds ownership interests are obliged to purchase or construct property, plant and equipment items assigned to the concessions amounting to EUR 120,424 thousand (2008: EUR 254,437 thousand).

## 11. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

This heading includes the value of the investments in companies accounted for using the equity method, which comprises both the equity interest and the non-current loans granted to these companies, and the jointly controlled entities that, as indicated in Note 2.b), were accounted for using the equity method.

|                        | <b>2009</b>      | <b>2008</b>      |
|------------------------|------------------|------------------|
| Joint ventures         | 855,618          | 776,263          |
| Associated enterprises | 290,136          | 340,342          |
|                        | <b>1,145,754</b> | <b>1,116,605</b> |

In the years ended 31 December 2009 and 2008 there were no impairment losses, since the market value was equal to or higher than the values obtained by applying the method described in the preceding paragraph.

The detail, by company, of “Investments Accounted for Using the Equity Method” is disclosed in the Appendixes II and III to these consolidated financial statements.

### a) Joint ventures

The changes in 2009 and 2008 were as follows:

|                                   | Acquisitions and disbursements | P/L for the year results | Dividends paid | Changes in Fair value of financial instruments recognised in reserves | Sales     | Changes in consolidation method and y transfers | Exchange difference and other movements | Value of the equity | Loans granted | Total          |
|-----------------------------------|--------------------------------|--------------------------|----------------|-----------------------------------------------------------------------|-----------|-------------------------------------------------|-----------------------------------------|---------------------|---------------|----------------|
| <b>Balance at 31.12.07</b>        |                                |                          |                |                                                                       |           |                                                 |                                         | <b>404,025</b>      | <b>31,876</b> | <b>435,901</b> |
| Grupo Realía Business             | —                              | —                        | —              | —                                                                     | —         | 168,894                                         | —                                       | 168,894             | —             | 168,894        |
| Grupo Global Vía                  | —                              | (20,167)                 | —              | (6,778)                                                               | —         | 186,815                                         | —                                       | 159,870             | —             | 159,870        |
| Participadas grupo Uniland        | 715                            | 10,240                   | (1,745)        | —                                                                     | —         | (1,818)                                         | (1,142)                                 | 6,250               | —             | 6,250          |
| Grupo Proactiva                   | —                              | 3,122                    | (1,726)        | —                                                                     | —         | —                                               | (1,188)                                 | 208                 | —             | 208            |
| Zabalgarbi, S.A.                  | 1,565                          | 2,770                    | —              | —                                                                     | —         | —                                               | —                                       | 4,335               | —             | 4,335          |
| Other                             | 60                             | 13,356                   | (8,988)        | (75)                                                                  | —         | —                                               | (803)                                   | 3,550               | (2,745)       | 805            |
| Total 2008                        | 2,340                          | 9,321                    | (12,459)       | (6,853)                                                               | —         | 353,891                                         | (3,133)                                 | 343,107             | (2,745)       | 340,362        |
| <b>Balance at 31.12.08</b>        | —                              | —                        | —              | —                                                                     | —         | —                                               | —                                       | <b>747,132</b>      | <b>29,131</b> | <b>776,263</b> |
| Grupo Realía Business             | 12,681                         | (16,444)                 | —              | (4,019)                                                               | —         | —                                               | (7,326)                                 | (15,108)            | 50,654        | 35,546         |
| Grupo Global Vía                  | 31,864                         | (11,259)                 | —              | (3,743)                                                               | —         | 117,217                                         | 30,076                                  | 164,155             | —             | 164,155        |
| Participadas grupo Uniland        | —                              | 5,578                    | —              | —                                                                     | (134,585) | —                                               | —                                       | (129,007)           | —             | (129,007)      |
| Grupo Proactiva                   | —                              | 4,351                    | —              | —                                                                     | —         | —                                               | (4,573)                                 | (222)               | —             | (222)          |
| Mercia Waste Management Ltd.      | —                              | 2,597                    | —              | —                                                                     | —         | —                                               | 479                                     | 3,076               | —             | 3,076          |
| Valenciana de Servicios ITV, S.A. | —                              | 1,385                    | (1,150)        | —                                                                     | —         | —                                               | —                                       | 235                 | —             | 235            |
| Other                             | 2,835                          | 5,598                    | (4,395)        | 541                                                                   | —         | —                                               | (1,600)                                 | 2,979               | 2,593         | 5,572          |
| Total 2009                        | 47,380                         | (8,194)                  | (5,545)        | (7,221)                                                               | (134,585) | 117,217                                         | 17,056                                  | 26,108              | 53,247        | 79,355         |
| <b>Balance at 31.12.09</b>        | —                              | —                        | —              | —                                                                     | —         | —                                               | —                                       | <b>773,240</b>      | <b>82,378</b> | <b>855,618</b> |

The most significant changes in both fiscal years relate mainly to the Global Vía Infraestructuras Group as a consequence of the investment of the concessionaire companies by the FCC Group (Note 4). Also notable in 2009 was the disposal of the Uniland Group companies Cementos Avellaneda, S.A. and Cementos Artigas, S.A. and in 2008 the change in the consolidation method used for the Realia Business Group (Note 4).

The detail of the assets, liabilities, revenue and profit or loss for 2009 and 2008 of the associates and joint ventures, in proportion to the ownership interests held therein, based on the information included in the respective financial statements, is as follows:

|                                         | 2009      | 2008      |
|-----------------------------------------|-----------|-----------|
| Non-current assets                      | 2,449,364 | 2,626,899 |
| Current assets                          | 825,460   | 1,100,196 |
| Non-current liabilities                 | 1,683,050 | 1,684,103 |
| Current liabilities                     | 631,100   | 1,042,946 |
| <b>Profit/loss</b>                      |           |           |
| Net turnover                            | 656,359   | 711,175   |
| Operating results                       | 78,437    | 77,683    |
| Profit before taxes                     | (12,888)  | (5,129)   |
| Result attributed to the parent company | (13,462)  | (3,649)   |

The joint ventures engage mainly in the operation of concessions such as motorways, tunnels, passenger transport and real estate, which is broken down into real estate investment and sales of finished residential real estate, activities which are handled by Global Vía Infraestructura, S.A. and Realia Business, S.A., respectively.

With regard to the joint ventures with companies outside the FCC Group, guarantees have been provided in the amount of EUR 675,433 thousand (EUR 357,426 thousand in 2008), most to public entities and private clients to guarantee the successful fulfilment of the Group's contractual obligations.

## b) Associates

The changes in 2009 and 2008 are as follows:

|                                            | Acquisitions and disbursements | P/L for the year results | Dividends paid  | Changes in Fair value of financial instruments recognised in reserves | Sales        | Changes in consolidation method and y transfers | Exchange difference and other movements | Value of the equity | Loans granted | Total            |
|--------------------------------------------|--------------------------------|--------------------------|-----------------|-----------------------------------------------------------------------|--------------|-------------------------------------------------|-----------------------------------------|---------------------|---------------|------------------|
| <b>Balance at 31.12.07</b>                 |                                |                          |                 |                                                                       |              |                                                 |                                         | <b>412,906</b>      | <b>43,279</b> | <b>456,185</b>   |
| Cedinsa Group                              | 5,226                          | (141)                    | —               | (561)                                                                 | —            | —                                               | —                                       | 4,524               | 259           | 4,783            |
| Nova Bocana Barcelona, S.A.                | 3,160                          | —                        | —               | (1,026)                                                               | —            | —                                               | —                                       | 2,134               | —             | 2,134            |
| Desarrollo Urbanístico Sevilla Este, S.L.  | —                              | —                        | —               | —                                                                     | —            | (104,550)                                       | —                                       | (104,550)           | —             | (104,550)        |
| Urbs Index et Causidicus, S.A.             | —                              | 1,683                    | —               | (8,787)                                                               | —            | —                                               | —                                       | (7,104)             | —             | (7,104)          |
| M50 (Concession) Limited                   | —                              | —                        | —               | (5,203)                                                               | —            | —                                               | (683)                                   | (5,886)             | —             | (5,886)          |
| Cedinsa Eix del Llobregat, S.A.            | —                              | (1,498)                  | —               | (3,992)                                                               | —            | —                                               | —                                       | (5,490)             | —             | (5,490)          |
| Concesiones de Madrid, S.A.                | —                              | —                        | —               | —                                                                     | —            | (15,358)                                        | —                                       | (15,358)            | —             | (15,358)         |
| Autovía Necaxa-Tehuacan, S.A. de C.V.      | —                              | 439                      | —               | (2,611)                                                               | —            | —                                               | (2,000)                                 | (4,172)             | —             | (4,172)          |
| Concesionaria Hospital Son Dureta, S.A.    | 4,436                          | —                        | —               | (5,071)                                                               | —            | —                                               | —                                       | (635)               | —             | (635)            |
| Other                                      | 11,363                         | 5,358                    | (5,906)         | (10,296)                                                              | (135)        | (6,299)                                         | 5,419                                   | (496)               | 20,931        | 20,435           |
| <b>Total 2008</b>                          | <b>24,185</b>                  | <b>5,841</b>             | <b>(5,906)</b>  | <b>(37,547)</b>                                                       | <b>(135)</b> | <b>(126,207)</b>                                | <b>2,736</b>                            | <b>(137,033)</b>    | <b>21,190</b> | <b>(115,843)</b> |
| <b>Balance at 31.12.08</b>                 |                                |                          |                 |                                                                       |              |                                                 |                                         | <b>275,873</b>      | <b>64,469</b> | <b>340,342</b>   |
| Shariket Miyeh Ras Djinet, SpA             | 2,233                          | —                        | —               | —                                                                     | —            | —                                               | 556                                     | 2,789               | —             | 2,789            |
| Nova Bocana Barcelona, S.A.                | 4,058                          | (221)                    | —               | (633)                                                                 | —            | —                                               | —                                       | 3,204               | —             | 3,204            |
| Urbs Index et Causidicus, S.A.             | —                              | 1,042                    | —               | (320)                                                                 | —            | —                                               | —                                       | 722                 | —             | 722              |
| Torres Porta Fira, S.A.                    | —                              | 9,350                    | (9,710)         | —                                                                     | —            | —                                               | (12)                                    | (372)               | —             | (372)            |
| Gestión Integral de Residuos Sólidos, S.A. | —                              | 26                       | (917)           | —                                                                     | —            | —                                               | —                                       | (891)               | (396)         | (1,287)          |
| Metro de Malaga, S.A.                      | —                              | —                        | —               | —                                                                     | —            | (23,171)                                        | —                                       | (23,171)            | —             | (23,171)         |
| Autovía Necaxa-Tehuacan, S.A. de C.V.      | —                              | —                        | —               | —                                                                     | —            | (11,403)                                        | —                                       | (11,403)            | —             | (11,403)         |
| Transportes Ferroviarios de Madrid, S.A.   | —                              | —                        | —               | —                                                                     | —            | (15,923)                                        | —                                       | (15,923)            | —             | (15,923)         |
| Other                                      | 1,865                          | (8,096)                  | (5,806)         | (1,870)                                                               | —            | (14,632)                                        | 5,711                                   | (22,828)            | 18,063        | (4,765)          |
| <b>Total 2009</b>                          | <b>8,156</b>                   | <b>2,101</b>             | <b>(16,433)</b> | <b>(2,823)</b>                                                        | <b>—</b>     | <b>(65,129)</b>                                 | <b>6,255</b>                            | <b>(67,873)</b>     | <b>17,667</b> | <b>(50,206)</b>  |
| <b>Balance at 31.12.09</b>                 | <b>—</b>                       | <b>—</b>                 | <b>—</b>        | <b>—</b>                                                              | <b>—</b>     | <b>—</b>                                        | <b>—</b>                                | <b>208,000</b>      | <b>82,136</b> | <b>290,136</b>   |

The most significant change in 2009 relates to the transfer of the concessionaire companies to Global Vía Infraestructuras, S.A. in the amount of EUR 74,531 thousand. In 2008, the most significant change is the removal of the Group company Realía Business, Desarrollo Urbanístico de Sevilla Este, S.L. as a result of being consolidated using the equity method (Note 4).

The detail of the assets, liabilities, revenue and profit or loss for 2009 and 2008 of the associates and joint ventures, in proportion to the ownership interests held therein, is as follows:

|                                         | 2009      | 2008      |
|-----------------------------------------|-----------|-----------|
| Non-current assets                      | 1,102,497 | 1,457,910 |
| Current assets                          | 400,987   | 487,399   |
| Non-current liabilities                 | 650,330   | 1,179,275 |
| Current liabilities                     | 657,444   | 521,989   |
| Net turnover                            | 423,094   | 285,332   |
| Operating results                       | 23,502    | 29,709    |
| Profit before taxes                     | 3,574     | 6,351     |
| Result attributed to the parent company | 2,101     | 5,841     |

## 12. JOINTLY MANAGED CONTRACTS

The Group companies undertake certain of their business activities through contracts that the FCC Group operates jointly with other non-Group companies, mainly by means of unincorporated joint ventures. These jointly managed contracts were proportionately consolidated, as indicated in Note 2.b) above, "Jointly managed business".

Following are the main aggregates of the jointly operated contracts included in the various headings in the accompanying consolidated balance sheet and consolidated income statement, in proportion to the percentage of ownership held therein, at 31 December 2009 and 2008:

|                         | 2009      | 2008      |
|-------------------------|-----------|-----------|
| Non-current assets      | 141,342   | 142,796   |
| Current assets          | 1,427,091 | 1,433,582 |
| Non-current liabilities | 20,224    | 23,097    |
| Current liabilities     | 1,099,080 | 1,238,601 |
| <b>Profit/loss</b>      |           |           |
| Net turnover            | 1,592,824 | 1,708,526 |
| Gross operating profit  | 138,002   | 99,891    |
| Net operating profit    | 116,591   | 77,168    |

At 2009 year-end, the property, plant and equipment purchase commitments made directly by the joint ventures amounted to EUR 3,516 thousand (2008: EUR 1,007 thousand), calculated on the basis of the percentage interest held by the Group companies.

The contracts managed through unincorporated joint ventures, joint property entities, silent participation agreements, economic interest groupings and other entities of a similar legal nature

require the venturers to share joint and several liability for the business activity carried on.

Guarantees amounting to EUR 847,913 thousand (2008: EUR 863,960 thousand) were provided, mostly to government agencies and private customers, for contracts managed jointly with non-Group third parties, as security for the performance of construction projects and urban cleaning contracts.

### 13. NON-CURRENT FINANCIAL ASSETS AND OTHER CURRENT FINANCIAL ASSETS

The most significant items under “Non-Current Financial Assets” and “Other Current Financial Assets” in the accompanying consolidated balance sheet are as follows:

#### a) Non-current financial assets

The breakdown of the non-current financial assets at 31 December 2009 and 2008 is as follows:

|                                                                                  | 2009           | 2008           |
|----------------------------------------------------------------------------------|----------------|----------------|
| Available-for-sale financial assets                                              | 59,518         | 75,343         |
| Non-current loans                                                                | 202,452        | 183,167        |
| Held-to-maturity investments                                                     | 10,917         | 15,786         |
| Non-current collection rights, service concession agreements (Notes 3.a) and 10) | 94,089         | 63,347         |
| Other financial assets                                                           | 37,048         | 180,225        |
|                                                                                  | <b>404,024</b> | <b>517,868</b> |

#### a.1) Available-for-sale financial assets

Breakdown of the balance at 31 December 2009 and 2008:

|                                               | Effective ownership % | Fair value    |
|-----------------------------------------------|-----------------------|---------------|
| <b>2009</b>                                   |                       |               |
| <b>Ownership interest of 5% or more:</b>      |                       |               |
| Equipamientos Urbanos de México, S.A. de C.V. | 50.00                 | 12,234        |
| World Trade Center Barcelona, S.A.            | 16.52                 | 11,422        |
| Vertederos de Residuos, S.A.                  | 16.03                 | 7,050         |
| Consorcio Traza, S.A.                         | 16.60                 | 1,365         |
| M. Capital, S.A.                              | 16.76                 | 1,214         |
| Build2Edifica, S.A.                           | 15.45                 | 901           |
| Sierra de Mías, S.A.                          | 10.00                 | 403           |
| Uncona, S.A.                                  | 9.64                  | 605           |
| Shopnet Brokers, S.A.                         | 15.54                 | —             |
| Other                                         |                       | 2,461         |
| <b>Ownership interest less than 5%:</b>       |                       |               |
| Xfera Móviles, S.A.                           | 3.44                  | —             |
| Participaciones del grupo Alpine Bau          |                       | 17,193        |
| Other                                         |                       | 4,670         |
|                                               |                       | <b>59,518</b> |
| <b>2008</b>                                   |                       |               |
| <b>Ownership interest of 5% or more:</b>      |                       |               |
| Equipamientos Urbanos de México, S.A. de C.V. | 50.00                 | 13,499        |

|                                          |       |               |
|------------------------------------------|-------|---------------|
| World Trade Center Barcelona, S.A.       | 16.52 | 11,422        |
| Vertederos de Residuos, S.A.             | 16.03 | 7,050         |
| SCL Terminal Aéreo de Santiago, S.A.     | 14.77 | 4,088         |
| Transportes Ferroviarios de Madrid, S.A. | 24.38 | —             |
| WTC Almeda Park, S.A.                    | 12.50 | 1,078         |
| Build2Edifica, S.A.                      | 15.45 | 901           |
| Artscapital Investment, S.A.             | 10.83 | —             |
| Shopnet Brokers, S.A.                    | 15.54 | —             |
| Other                                    |       | 3,070         |
| <b>Ownership interest less than 5%:</b>  |       |               |
| Xfera Móviles, S.A.                      | 3.44  | 13,799        |
| Participaciones del grupo Alpine Bau     | —     | 17,409        |
| Other                                    | —     | 3,027         |
|                                          |       | <b>75,343</b> |

At 31 December 2009, the Company had also provided guarantees for Xfera Moviles, S.A. totalling EUR 3.995 thousand. Fomento de Construcciones y Contratas, S.A. has a put option on the portfolio of Xfera Moviles, S.A. that is symmetrical to the call option held by Sonera Holding B.V. These rights can only be exercised on the maturity date in 2011, provided that certain terms and conditions are met, including most notably that Xfera Moviles, S.A. generates profit over two consecutive years prior to the aforementioned maturity date.

Additionally, the 50% ownership interest in the share capital of the Eumex Group is recognised as an available-for-sale financial asset since the circumstances that gave rise to the loss of significant influence over this group in 2006 have not changed.

The changes in the available-for-sale financial assets in 2009 and 2008 were as follows:

|                                                 | Cost         | Impairment      | Disposals and reductions | Changes in Scope of Consolidation, Translation Differences and Other Changes | Net carrying value | Changes in fair value | Fair value      |
|-------------------------------------------------|--------------|-----------------|--------------------------|------------------------------------------------------------------------------|--------------------|-----------------------|-----------------|
| <b>Balance at 31.12.07</b>                      | —            | —               | —                        | —                                                                            | <b>85,320</b>      | <b>(8,862)</b>        | <b>76,458</b>   |
| Xfera Móviles, S.A.                             | 5,161        | —               | —                        | —                                                                            | 5,161              | —                     | 5,161           |
| Vertederos de Residuos, S.A.                    | —            | —               | —                        | —                                                                            | —                  | 1,283                 | 1,283           |
| Inversiones financieras grupo Alpine Bau        | 1,686        | —               | —                        | 79                                                                           | 1,765              | —                     | 1,765           |
| Scutvias - Autoestradas Da Beira Interior, S.A. | —            | —               | (4,098)                  | —                                                                            | (4,098)            | —                     | (4,098)         |
| WTC Almeda Park, S.A.                           | —            | —               | (750)                    | —                                                                            | (750)              | —                     | (750)           |
| Transportes Ferroviarios de Madrid, S.A.        | —            | —               | —                        | (3,786)                                                                      | (3,786)            | —                     | (3,786)         |
| Other                                           | 647          | —               | (92)                     | (1,510)                                                                      | (955)              | 265                   | (690)           |
| <i>Total 2008</i>                               | <i>7,494</i> | —               | <i>(4,940)</i>           | <i>(5,217)</i>                                                               | <i>(2,663)</i>     | <i>1,548</i>          | <i>(1,115)</i>  |
| <b>Balance at 31.12.08</b>                      | —            | —               | —                        | —                                                                            | <b>82,657</b>      | <b>(7,314)</b>        | <b>75,343</b>   |
| Equipamientos Urbanos de México, S.A. de C.V.   | —            | —               | —                        | —                                                                            | —                  | (1,263)               | (1,263)         |
| Xfera Móviles, S.A. (Nota 25.f)                 | 4,644        | (18,443)        | —                        | —                                                                            | (13,799)           | —                     | (13,799)        |
| SCL Terminal Aéreo de Santiago, S.A.            | —            | —               | (4,088)                  | —                                                                            | (4,088)            | —                     | (4,088)         |
| Consortio Traza, S.A.                           | 1,365        | —               | —                        | —                                                                            | 1,365              | —                     | 1,365           |
| Other                                           | 438          | —               | —                        | 1,429                                                                        | 1,867              | 93                    | 1,960           |
| <i>Total 2009</i>                               | <i>6,447</i> | <i>(18,443)</i> | <i>(4,088)</i>           | <i>1,429</i>                                                                 | <i>(14,655)</i>    | <i>(1,170)</i>        | <i>(15,825)</i> |
| <b>Balance at 31.12.09</b>                      | —            | —               | —                        | —                                                                            | <b>68,002</b>      | <b>(8,484)</b>        | <b>59,518</b>   |

### a.2) Non-current loans

The non-current loans granted by Group companies to third parties mature as follows:

|                         | 2011          | 2012         | 2013         | 2014         | 2015 and thereafter | Total          |
|-------------------------|---------------|--------------|--------------|--------------|---------------------|----------------|
| Non-trade debtors       | 14,201        | 6,560        | 4,834        | 4,505        | 142,354             | 172,454        |
| Deposits and guarantees | 2,870         | 421          | 271          | 550          | 25,886              | 29,998         |
|                         | <b>17,071</b> | <b>6,981</b> | <b>5,105</b> | <b>5,055</b> | <b>168,240</b>      | <b>202,452</b> |

The non-trade loans include mainly the amounts granted to government agencies for the financing of infrastructures and refinancing of debt in the water service and urban cleaning businesses, at market interest rates.

The deposits and guarantees relate mainly to those required legally or contractually in the course of the Group companies' activities, such as deposits for electricity connections, construction completion bonds, property lease guarantee deposits, etc.

In 2009 there were no events that raised doubts concerning the recovery of these loans.

### a.3) Other financial assets

This heading includes EUR 29,080 thousand in respect of the measurement of the call option and cash flow swap arranged by the Parent in 2008 within the framework of the share option plan agreed with executives and executive directors (see Note 18).

It also includes a trigger call on the convertible bond issued that is explained in Note 17.e).

Also noteworthy was the change compared to 2008 due, on the one hand, to the execution of the put options on the share capital of Corporación Uniland S.A. This transaction was completed with the acquisition of the remaining 8.18% which resulted in a decrease of EUR 100,977 thousand under this heading. On the other hand, the financial asset related to a call option on 17% of the stake in Alpine Holding GmbH, which is explained in Note 20 of this document, was classified as equity pursuant to the terms of IFRS 3, revised, "Business combinations".

### b) Other current financial assets

The breakdown of the balance at 31 December 2009 and 2008 is as follows:

|                                                                 | 2009           | 2008           |
|-----------------------------------------------------------------|----------------|----------------|
| <b>Held-for-trading financial assets</b>                        | <b>1,939</b>   | <b>1,032</b>   |
| Equity investment funds                                         | 1,939          | 115            |
| Corporate promissory notes and others                           | —              | 917            |
| <b>Held-to-maturity investments</b>                             | <b>21,583</b>  | <b>17,528</b>  |
| Promissory notes                                                | 5,700          | 781            |
| Government debt securities                                      | 7,557          | 11,070         |
| Fixed-income investment funds                                   | 8,326          | 5,677          |
| <b>Other loans</b>                                              | <b>154,075</b> | <b>171,186</b> |
| Loans to non-Group third parties                                | 69,392         | 45,891         |
| Loans to associated enterprises                                 | 74,502         | 58,267         |
| Deposits at bank                                                | 10,181         | 67,028         |
| <b>Deposits and guarantees given</b>                            | <b>41,499</b>  | <b>25,123</b>  |
| <b>Current collection rights, service concession agreements</b> | <b>11,884</b>  | <b>7,961</b>   |
|                                                                 | <b>230,980</b> | <b>222,830</b> |

This heading in the accompanying consolidated balance sheet includes current financial investments which, maturing at more than three months in order to cater for certain specific cash situations, are classified as held-for-trading financial assets, held-to-maturity investments assets or other loans based on the initial nature of the investments.

These assets are unrestricted as to their use, except for “Deposits and Guarantees Given”, which relate to amounts paid to secure certain contracts which will be recovered once the contracts expire.

The average rate of return obtained in this connection is the market return according to the term of each investment.

## 14. STOCKS

The breakdown of the inventories at 31 December 2009 and 2008 is as follows:

|                                  | 2009             | 2008             |
|----------------------------------|------------------|------------------|
| Property assets                  | 468,089          | 831,878          |
| Raw materials and other supplies | 470,588          | 606,524          |
| Construction                     | 299,213          | 357,793          |
| Cement                           | 107,743          | 175,533          |
| Versia                           | 33,592           | 41,113           |
| Environmental services           | 29,130           | 31,289           |
| Other business                   | 910              | 796              |
| Finished products                | 48,658           | 55,765           |
| Prepayments                      | 115,947          | 81,089           |
|                                  | <b>1,103,282</b> | <b>1,575,256</b> |

The main real estate products refer to land for sale, most of which was acquired in exchange for work completed or scheduled to be done by the subgroup FCC Construcción, which at 31 December 2009 included: land in Tres Cantos (Madrid) for EUR 74,454 thousand, plots in Sant Joan Despi (Barcelona) totalling EUR 55,351 thousand, properties in Badalona (Barcelona) amounting to EUR 46,167 thousand and properties Ensanche de Vallecas (Madrid) totalling EUR 25,206 thousand.

The sum of EUR 119,056 recorded under the heading of real estate products in progress (EUR 86,234 thousand in 2008) refers to property which will be sold to clients EUR 164,244 thousand (EUR 168,461 thousand in 2008). The advances paid by certain clients towards these “real estate products” are guaranteed by insurance contracts or bank bonds, as required by Law 57/68 of 27 July, as amended by Law 38/99 of 5 November.

There were no commitments to purchase any significant property assets at year end.

The raw materials and other procurements include the installations required to execute construction work that have not yet been included in the construction projects, storable construction materials and items, materials for the assembly of street furniture, replacement parts, fuel and other materials required to carry on the business activities.

At 31 December 2009, impairment losses on inventories totalled EUR 12,293 thousand (EUR 9,709 thousand in 2008).

At 31 December 2009, there were no material differences between the carrying amount of the assets recognised and their fair value.

## 15. TRADE AND OTHER RECEIVABLES

### a) Trade debtors for sales and services rendered

This heading in the accompanying consolidated balance sheet includes the present value of the uncollected revenue, valued as indicated in Note 3.r), contributed by the Group’s various lines of business and forming the basis of the profit from operations.

The detail of the balance of accounts receivable from non-Group debtors at 31 December 2009 and 2008 is as follows:

|                                                                      | 2009             | 2008             |
|----------------------------------------------------------------------|------------------|------------------|
| Progress billings receivable and trade receivables for sales         | 3,743,453        | 3,718,404        |
| Amounts to be billed for work performed                              | 802,968          | 941,885          |
| Retentions                                                           | 108,550          | 128,708          |
| Production billed to associates not yet collected                    | 239,689          | 186,891          |
| Trade debtors for sales and services rendered                        | 4,894,660        | 4,975,888        |
| Advances received on orders                                          | (1,073,423)      | (1,416,773)      |
| <b>Total net balance of trade receivables for sales and services</b> | <b>3,821,237</b> | <b>3,559,115</b> |

The foregoing total is the net balance of trade receivables after considering the adjustments for the risk of doubtful debts amounting to EUR 179,600 thousand (31 December 2008: EUR 170,053 thousand) and after deducting the balance of “Trade Payables – Advances Received on Orders”

on the liability side of the accompanying consolidated balance sheet. This item also includes the collected and uncollected prebillings and the advances received for land.

“Progress Billings Receivable and Trade Receivables for Sales” reflects the amount of the completed project and services progress billings receivable at the consolidated balance sheet date.

The difference between the amount of the production recognised from inception of each project and contract in progress, measured as explained in Note 3.r) and the amount billed up to the date of the consolidated financial statements is included under “Amounts to Be Billed for Work Performed”.

The Group companies assign trade receivables to banks, without the possibility of recourse against them in the event of non-payment. The balance of accounts receivable was reduced by EUR 351,721 thousand in this connection at 31 December 2009 (31 December 2008: EUR 358,940 thousand). These transactions bear interest at normal market rates. The Group companies continue to manage collection of these receivables. Also, future collection rights arising from construction project contracts awarded under the lump-sum payment method were sold for EUR 204,464 thousand (31 December 2008: EUR 250,885 thousand). This amount was deducted from the balance of “Amounts to Be Billed for Work Performed”.

Through the sale and assignment of these collection rights, substantially all the risks and rewards associated with the receivables, as well as control over the receivables, were transferred, since no repurchase agreements have been entered into between the Group companies and the banks that have acquired the assets, and the banks may freely dispose of the acquired assets without the Group companies being able to limit this right in any manner. Consequently, the balances receivable relating to the receivables assigned or sold under the aforementioned conditions were derecognised.

#### b) Other debtors

The breakdown of “Other Receivables” at 31 December 2009 and 2008 is as follows:

|                                 | 2009           | 2008           |
|---------------------------------|----------------|----------------|
| VAT refundable (Note 22)        | 159,300        | 187,900        |
| Other tax receivables (Note 22) | 59,559         | 49,211         |
| Other debtors                   | 197,789        | 228,409        |
| Advances and loans to personnel | 3,835          | 6,749          |
| <b>Total other receivables</b>  | <b>420,483</b> | <b>472,269</b> |

## 16. CASH AND EQUIVALENT LIQUID ASSETS

The main aim of cash management at the FCC Group is to optimise the cash position by controlling liquidity and endeavouring, through the efficient management of funds, to keep the balance of the Group’s bank accounts as low as possible, and, in the event of cash shortfalls, to use financing lines in the most efficient manner for the Group’s interests.

The cash of the subsidiaries directly or indirectly wholly-owned by Fomento de Construcciones y Contratas, S.A. is managed on a centralised basis. The liquidity positions of these investees flow towards the head of the Group, which ultimately transfers these positions to Asesoría Financiera y

de Gestion, S.A., the Group company wholly owned by Fomento de Construcciones y Contratas, S.A. responsible for achieving a return on any cash surpluses by making investments on the best possible terms, bearing in mind liquidity and safety limits at all times.

The details, by item, of “Cash and Cash Equivalents” are as follows:

|                                          | 2009             | 2008             |
|------------------------------------------|------------------|------------------|
| Cash and banks                           | 1,132,128        | 921,342          |
| Held-for-trading fixed income securities | 106,577          | 210,588          |
| Held-to-maturity fixed income securities | 410,694          | 266,083          |
| Credit facilities                        | 1,697            | 171              |
| Other                                    | 3,366            | 10,477           |
|                                          | <b>1,654,462</b> | <b>1,408,661</b> |

The breakdown, by currency, of the cash and cash equivalent position in 2009 and 2008, including current financial assets (see Note 13), is as follows:

|                                | 2009             | 2008             |
|--------------------------------|------------------|------------------|
| Cash and cash equivalents      | 1,654,462        | 1,408,661        |
| Other current financial assets | 230,980          | 222,830          |
| <b>Total</b>                   | <b>1,885,442</b> | <b>1,631,491</b> |

|                                      | 2009             | 2008             |
|--------------------------------------|------------------|------------------|
| Euro                                 | 1,547,029        | 1,312,183        |
| Dollar                               | 29,909           | 38,824           |
| Pound sterling                       | 126,248          | 93,938           |
| Czech koruna                         | 32,355           | 23,844           |
| European currencies (excluding euro, | 82,636           | 116,180          |
| Latin America (diverse currencies)   | 31,846           | 28,996           |
| Other                                | 35,419           | 17,526           |
| <b>Total</b>                         | <b>1,885,442</b> | <b>1,631,491</b> |

## 17. EQUITY

The accompanying consolidated statements of changes in equity for the years ended 31 December 2008 and 2007 show the changes in equity attributable to the shareholders of the Parent and to the minority interests in those years.

### I. Equity attributable to shareholders of the parent

#### a) Capital

The share capital of Fomento de Construcciones y Contratas, S.A. consists of 127,303,296 ordinary bearer shares of EUR 1 par value each.

All the shares carry the same rights and have been fully subscribed and paid.

The shares of Fomento de Construcciones y Contratas, S.A. are included in the selective Ibex 35

index and are publicly listed on the Madrid, Barcelona, Bilbao and Valencia Stock Exchanges and are traded through the Spanish stock market interconnection system.

The only investment of 10% or more owned directly or indirectly (through subsidiaries) by other companies, according to the information provided pursuant to current legislation, is that held by B-1998, S.L., which has a direct and indirect ownership interest of 53.829% in the share capital.

The aforementioned company, B-1998, S.L., in which Esther Koplowitz Romero de Juseu, Simante, S.L., Larranza XXI, S.L. and Eurocis, S.A. have direct or indirect ownership interests of 83.927%, 5.726%, 5.339% and 5.008%, respectively, has certain commitments to its shareholders which are recorded and published by the Spanish National Securities Market Commission (CNMV) and in the FCC Group's Corporate Governance Report.

Esther Koplowitz Romero de Juseu also directly owns 123,313 FCC shares and indirectly holds 39,172 FCC shares through Dominum Desga, S.L. (4,132 shares) and Ejecucion y Organizacion de Recursos, S.L. (35,040 shares), companies wholly owned by Esther Koplowitz Romero de Juseu.

## b) Accumulated earnings and other reserves

The breakdown of "Retained Earnings and Other Reserves" in the accompanying consolidated balance sheet at 31 December 2009 and 2008 is as follows:

|                         | 2009             | 2008             |
|-------------------------|------------------|------------------|
| Parent company reserves | 1,032,488        | 886,950          |
| Consolidation reserves  | 1,665,835        | 1,824,970        |
|                         | <b>2,698,323</b> | <b>2,711,920</b> |

### b.1) Parent Company Reserves

This heading relates to the reserves recognised by Fomento de Construcciones y Contratas S.A., the Parent of the Group, arising mainly from retained earnings and, where appropriate, from compliance with the applicable legislation.

The details at 31 December 2009 and 2008 are as follows:

|                             | 2009             | 2008           |
|-----------------------------|------------------|----------------|
| Share premium account       | 242,133          | 242,133        |
| Legal reserve               | 26,113           | 26,113         |
| Reserve for retired capital | 6,034            | 6,034          |
| Voluntary reserves          | 758,208          | 612,670        |
|                             | <b>1,032,488</b> | <b>886,950</b> |

### Share premium account

The Consolidated Spanish Companies Law expressly permits the use of the share premium account balance to increase capital and does not establish any specific restrictions as to its use for other purposes.

### Legal reserve

Under the Consolidated Spanish Companies Law, 10% of net profit for each year must be transferred to the legal reserve until the balance of this reserve reaches at least 20% of the share capital. The legal reserve cannot be distributed to shareholders except in the event of liquidation.

The legal reserve may be used to increase the capital up to the portion of said legal reserve which exceeds 10% of the capital after the increase.

Except for the aforementioned purpose, until it exceeds 20% of the share capital, this reserve may be used only to set off losses and this may only be done if other available reserves are insufficient for this purpose.

At 31 December 2008, the Parent's legal reserve had reached the stipulated level.

### Retired capital reserve

This reserve includes the par value of the treasury shares retired in 2002 and 2008 with a charge to unrestricted reserves, in accordance with Article 167.3 of the Companies Law. The reserve for retired shares is restricted, unless the same requirements as those stipulated for capital reductions are met.

### Voluntary reserves

This reserve includes the par value of the treasury shares retired in 2002 and 2008 with a charge to unrestricted reserves, in accordance with Article 167.3 of the Companies Law. The reserve for retired shares is restricted, unless the same requirements as those stipulated for capital reductions are met.

There are no limitations or restrictions as to the use of these reserves, which are recognised on a voluntary basis using the Parent's profit following the distribution of dividends and the appropriations to the legal or other restricted reserves in accordance with current legislation.

### **b.2) Consolidation reserves**

Consolidation Reserves in the accompanying consolidated balance sheet includes the reserves at fully consolidated companies and at companies accounted for using the equity method generated from the date on which the companies were acquired. The details of the amounts included under Consolidation Reserves for each of the most significant companies at 31 December 2009 and 2008, including, where appropriate, their subsidiaries, is as follows:

|                                         | 2009    | 2008    |
|-----------------------------------------|---------|---------|
| Cementos Portland Valderrivas Group     | 562,529 | 518,362 |
| Afigesa Group                           | 253,131 | 261,744 |
| FCC Construcción Group                  | 212,888 | 298,454 |
| Corporación Financiera Hispánica, S.A.  | 168,351 | 160,020 |
| Aqualia Gestión Integral del Agua, S.A. | 162,724 | 137,758 |
| FCC Medio Ambiente, S.A.                | 122,905 | 84,932  |
| Alfonso Benítez, S.A.                   | 38,696  | 33,217  |
| FCC Versia, S.A.                        | 38,389  | 43,440  |
| Fedemés, S.L.                           | 14,321  | 13,727  |
| Flightcare, S.L.                        | 8,732   | 25,654  |
| Other and consolidation adjustments     | 83,169  | 247,662 |

1,665,835 1,824,970

According to IFRS 3, revised, "Business combinations", starting in 2009 all additional purchases of shares previously controlled by the Group, as in the case of the purchase option on 8.18% of the capital of Corporación Uniland, S.A., the difference between the additional purchase price and the carrying value of the investment, known as goodwill, has been charged to equity in the amount EUR 71,595 thousand. Likewise included in equity is the balancing entry for the put option on 17% of the stake in Alpine Holding GmbH which is explained in Note 20 of this document and which amounts to EUR 68,838 thousand.

### c) Treasury stock

This heading refers to the net amount of treasury stock held by the Parent or other Group companies as a result of purchases and sales of treasury stock.

The Board of Directors and the subsidiaries are authorised by the General Meeting of Shareholders of Fomento de Construcciones y Contratas, S.A. for the derivative acquisition of treasury stock within the limits and pursuant to the requirements set forth in article 75 et seq. of the Companies Act.

In 2009 and 2008, the changes that took place under this heading were as follows:

|                                             |                  |
|---------------------------------------------|------------------|
| <b>Balance at 31.12.07</b>                  | <b>(325,332)</b> |
| Sales under the Stock Option Plan (Note 18) | 102,043          |
| Sales                                       | 7,655            |
| Applied to capital reduction                | 165,792          |
| Acquisitions                                | (69,084)         |
| <b>Balance at 31.12.08</b>                  | <b>(118,926)</b> |
| Sales under the Stock Option Plan (Note 18) | 50,141           |
| Sales                                       | 40,378           |
| Acquisitions                                | (242,475)        |
| <b>Balance at 31.12.09</b>                  | <b>(270,882)</b> |

The details of the treasury stock held by the Group at 31 December 2009 and 2008 are as follows:

|                                             | 2009             |                  | 2008             |                  |
|---------------------------------------------|------------------|------------------|------------------|------------------|
|                                             | Number of Shares | Carrying value   | Number of Shares | Carrying value   |
| Fomento de Construcciones y Contratas, S.A. | 3,182,582        | (89,130)         | —                | —                |
| Asesoría Financiera y de Gestión, S.A.      | 6,131,961        | (181,752)        | 2,682,260        | (118,926)        |
| <b>TOTAL</b>                                | <b>9,314,543</b> | <b>(270,882)</b> | <b>2,682,260</b> | <b>(118,926)</b> |

At 31 December 2009, the treasury stock of the parent company held by the parent of by its subsidiaries accounted for 7.32 % of the total share capital (2.11 % at 31 December 2008).

#### d) Interim dividend

On 17 December 2009, it was resolved to distribute to the shareholders of Fomento de Construcciones y Contratas, S.A. an interim dividend out of profit for 2009 equal to 71.5 % gross of the par value of the shares, i.e. EUR 0.715 per share. The total amount of this dividend, EUR 88,746 thousand, was paid on or after 12 January 2010 on outstanding shares carrying dividend rights.

#### e) Other equity instruments

Pursuant to IAS 32 “Financial instruments – presentation”, this section reflects the value of the equity components arising from the accounting for the convertible bonds issued by the parent company, in addition to the amounts shown under “Debentures and other negotiable securities” on the enclosed consolidated balance sheet, which together account for the total amount of the bond issue (Note 20).

The most salient features of the convertible debentures issued by Fomento de Construcciones y Contratas, S.A. in October 2009 are as follows:

- The value of the issue is EUR 450,000,000 with a maturity date of 30 October 2014.
- The bonds were issued at par with a par value of EUR 50,000.
- The bonds accrue interest an annual rate of 6.50 % payable every six months.
- The price of converting the bonds into company shares is EUR 39,287 per share which means that each bond shall be converted into 1,272.68 ordinary shares.
- The bonds may be converted or redeemed for cash at the request of the bondholder or Fomento de Construcciones y Contratas, S.A. The conditions for exercising the option are set out in the “Bond Issue Agreement” and may included newly issued as well as already existing shares in the parent company’s possession.
- The issue is backed by the Company and is not guaranteed by any third party guarantee.
- The issue is insured by financial entities and the bondholders are qualified international investors.

The General Meeting of Shareholders of Fomento de Construcciones y Contratas, S.A. held on 30 November 2009 to approve the convertibility of the bonds into company shares passed the following resolutions:

- I) Pursuant to the terms of article 292 of the Revised Text of the Spanish Companies Act (TRLSA) it is agreed to increase the share company by the amount necessary to cover the conversion of the bonds requested by bondholders, up to the initially-foreseen maximum of twelve million euros but subject to modification as provided for in the “Bond Issue Agreement”.
- II) To approve a share buyback programme, the sole purpose of which is to meet the obligation of delivering the shares associated with the bond issue and the capital reduction referred to below.

To reduce the share capital by amortising the shares acquired under the buyback programme mentioned above or existing treasury stock shares, including the treasury stock delivered to the underwriters of the bond issue. At 31 December 2009, the number of shares thus loaned was 4,150,880. To approve a reduction of the Company's capital through the amortisation of own shares for a par value equivalent to the number of new shares of the Company issued to

attend to requests for exchange or conversion from holders of the Bonds.

With regard to this bond issue, it is noted that the Group has a call option (trigger call) that enables it to recover the bonds under certain circumstances (Note 13).

#### f) Value adjustments

The breakdown of “Value Adjustments” at 31 December 2009 and 2008 is as follows:

|                                                    | 2009             | 2008             |
|----------------------------------------------------|------------------|------------------|
| Changes in the fair value of financial instruments | (158,254)        | (180,964)        |
| Differences on exchange                            | (167,021)        | (224,733)        |
|                                                    | <b>(325,275)</b> | <b>(405,697)</b> |

##### f.1) Changes in fair value of financial instruments:

This heading includes the changes, net of taxes, in the fair value of available-for-sale financial assets (see Note 13) and of cash flow hedging derivatives (see Note 21).

The details of the adjustments due to changes in the fair value of financial instruments at 31 December 2009 and 2008 are as follows:

|                                             | 2009             | 2008             |
|---------------------------------------------|------------------|------------------|
| Available-for-sale financial assets         | (4,499)          | (2,897)          |
| World Trade Center Barcelona, S.A.          | 3,363            | 3,363            |
| Vertederos de Residuos, S.A.                | 5,943            | 5,943            |
| SCL Terminal Aéreo de Santiago, S.A.        | 1,165            | 1,165            |
| Xfera Móviles, S.A.                         | (14,900)         | (14,900)         |
| Other                                       | (70)             | 1,532            |
| Financial derivatives                       | (153,756)        | (178,067)        |
| Fomento de Construcciones y Contratas, S.A. | (27,715)         | (29,129)         |
| Azincourt Investment, S.L.                  | (24,019)         | (24,952)         |
| Portland, S.L.                              | (22,653)         | (12,897)         |
| Realia Business Group                       | (19,288)         | (15,268)         |
| Cementos Portland Valderrivas Group         | (17,236)         | (30,403)         |
| Urbs Iudex et Causidicus, S.A.              | (15,650)         | (15,330)         |
| Global Vía Group                            | (10,454)         | (34,384)         |
| WRG Group                                   | (5,475)          | (11,669)         |
| Other                                       | (11,266)         | (4,035)          |
|                                             | <b>(158,255)</b> | <b>(180,964)</b> |

##### f.2) Translation differences

The details of the amounts included under this heading for each of the most significant companies at 31 December 2009 and 2008 are as follows:

|                                          | 2009             |           | 2008             |           |
|------------------------------------------|------------------|-----------|------------------|-----------|
| European Union:                          |                  |           |                  |           |
| Waste Recycling Group                    | (139,394)        |           | (172,825)        |           |
| Dragon Alfa Cement Limited               | (2,587)          |           | (2,979)          |           |
| Other                                    | <u>(4,862)</u>   | (146,843) | <u>(4,820)</u>   | (180,624) |
| USA:                                     |                  |           |                  |           |
| Giant Cement Holding, Inc.               | (19,681)         |           | (16,088)         |           |
| Cemusa Group                             | (5,456)          |           | (4,306)          |           |
| Other                                    | <u>(1,004)</u>   | (26,141)  | <u>148</u>       | (20,246)  |
| Latin America:                           |                  |           |                  |           |
| Global Vía Group                         | 20,466           |           | (15,099)         |           |
| Corporación M&S Internacional C.A., S.A. | (4,440)          |           | (3,666)          |           |
| Proactiva Group                          | (4,861)          |           | (2,341)          |           |
| Cemusa Grou                              | 1,216            |           | 1,384            |           |
| Other                                    | <u>(2,132)</u>   | 10,249    | <u>(882)</u>     | (20,604)  |
| Egypt                                    |                  |           |                  |           |
| Egypt Environmental Services, S.A.E.     | 776              |           | 864              |           |
| Giza Environmental Services, S.A.E.      | <u>1,050</u>     | 1,826     | <u>890</u>       | 1,754     |
| Other                                    |                  |           |                  |           |
| Corporación Uniland Group                | (3,918)          |           | (4,716)          |           |
| Other                                    | <u>(2,194)</u>   | (6,112)   | <u>(297)</u>     | (5,013)   |
|                                          | <b>(167,021)</b> |           | <b>(224,733)</b> |           |

In 2009, the pound sterling recovered partially from the devaluation experienced in 2008.

Net investment abroad in currencies other than the euro represented approximately 45.3% of the FCC Group's equity (2008: 43.3%).

The details, by geographical market, of this net investment, after translation to euros as described in Note 3.j) are as follows:

|               | 2009             | 2008             |
|---------------|------------------|------------------|
| UK            | 793,482          | 778,205          |
| USA           | 324,774          | 338,207          |
| Latin America | 188,154          | 161,176          |
| Other         | 114,836          | 105,724          |
|               | <b>1,421,246</b> | <b>1,383,312</b> |

#### g) Earnings per share

Earnings per share are calculated by dividing the profit for the year attributable to the Parent by the weighted average number of ordinary shares outstanding during the year. In 2009 the earnings per share amounted to EUR 2.52 (EUR 2.68 in 2008).

With regard to the bond issue mentioned in part c) above, it should be noted that earnings per share could be diluted if the bondholders were to exercise the conversion option under certain conditions. According to IAS 33 "Earnings per share", diluted earnings per share must be calculated by adjusting the weighted average of the number of ordinary shares in circulation under the hypothesis that all bonds have been converted into ordinary shares. Likewise, the earnings attributed to the parent company must be adjusted by adding in the amount of interest, net of tax effects, corresponding to the bonds recognised on the enclosed consolidated income statement. The diluted earnings per share for 2009 amounted to 2.51 euros (2.68 euros per share in 2008). In 2009 there were no options, warrants or contracts that could have had a diluting effect.

## **II. Minority interests**

"Minority Interests" in the accompanying consolidated balance sheet reflects the proportional part of the equity and the profit or loss for the year after tax of the companies in which the Group's minority shareholders have ownership interests.

The details of the balances of the minority interests relating to the main companies at 31 December 2009 and 2008 are as follows:

|                                     | Equity        |                | Profit/loss      | Total          |
|-------------------------------------|---------------|----------------|------------------|----------------|
|                                     | Capital       | Reserves       |                  |                |
| <b><u>2009</u></b>                  |               |                |                  |                |
| Cementos Portland Valderrivas Group | 18,583        | 567,581        | 22,738           | 608,902        |
| Alpine Bau Group                    | 23            | 9,947          | 2,157            | 12,127         |
| Other                               | 27,066        | 1,702          | 2,885            | 31,653         |
|                                     | <b>45,672</b> | <b>579,230</b> | <b>27,780</b>    | <b>652,682</b> |
| <b><u>2008</u></b>                  |               |                |                  |                |
| Cementos Portland Valderrivas Group | 13,638        | 526,904        | 63,832           | 604,374        |
| Alpine Bau Group                    | 23            | 5,895          | 8,409            | 14,327         |
| Other                               | 11,482        | 16,875         | 2,189            | 30,546         |
|                                     | <b>25,143</b> | <b>549,674</b> | <b>(*)74,430</b> | <b>649,247</b> |

(\*) As indicated in Note 4.b), at 31 December 2008 the Realia Business Group was consolidated using the equity method which resulted in the disposal of a minority interest, in terms of profit (loss), of EUR 15,579 thousand.

## **18. SHARE-BASED PAYMENTS**

Following the decision taken by the Board of Directors on 29 July 2008, the Group has a remuneration plan in place for its officers and directors linked to the value of the Parent company's shares whereunder the plan participants receive a cash amount equivalent to the difference between the value of share when the option is exercised and the value of reference established in the plan.

The main features of the plan, which is broken down into two tranches, are as follows:

First tranche

- Start date: 1 October 2008.
- Can be exercised between: 1 October 2011 and 1 October 2013.

- Number of shares: 1,800,000 of which 700,000 correspond to executive directors and senior executives (12 persons) and the remaining 1,100,000 to other executives (43 persons).
- The price of exercising the option is 34.22 euros per share.

## Second tranche

- Start date: 6 February 2009.
- Can be exercised between: 6 February 2012 and 5 February 2014.
- Number of shares: 1,500,000 shares, of which 147,500 correspond to executive directors and senior executives (12 persons) and the remaining 1,352,500 to other executives (approximately 225 people).
- The price of exercising the option is 24.71 euros per share.

Under applicable law, the Group estimated the current liquidation value at the end of the plan, recognising the corresponding provisions that is systematically funded with a balancing entry in staff costs spread over the years of the plan. At the end of each reporting period, the current value of the obligation is re-estimated, posting any difference in the previously recognised carrying value to the income statement.

At 31 December 2009, EUR 1,824 thousand (EUR 733 thousand in 2008) (see Note 25.c) were recognised in respect of obligations to employees participating in the share option plan on the basis of the period accrued and the total initial value of the plan, which amounted to EUR 3,568 thousand. (EUR 733 thousand in 2008).

In order to hedge the risk of an increase in the Company's share price within the framework of the share option plan, the Group has arranged for each one of the tranches a call option and a put option as well as an interest rate/dividend swap with the same exercise price, nominal and maturity as the plan. The shares covered by the hedge were turned over the financial entities, as discussed in Note 17.c).

As far as the effectiveness of the hedge is concerned, only the call option is considered to be a cash flow hedge. Consequently, the change in fair value is carried to equity under the heading of "Adjustments due to change in value" on the consolidated balance sheet while the put option and the interest rate/dividend swap cannot be considering accounting hedges and therefore the changes in fair value are carried to the income statement (Note 21).

The resulting change in the fair value of financial derivatives that are not hedges represents a profit of EUR 8,322 thousand (loss of EUR 16,596 thousand in 2008). See Note 21 of this document for information on the fair value of financial derivatives.

## 19. CURRENT AND NON-CURRENT PROVISIONS

The composition of provisions at 31 December 2009 and 2008 was as follows:

|                                                     | 2009           | 2008           |
|-----------------------------------------------------|----------------|----------------|
| <b>Non-current</b>                                  | <b>906,535</b> | <b>821,429</b> |
| Long-term employee benefit obligations              | 105,188        | 97,321         |
| Dismantling, removal and rehabilitation of assets   | 161,245        | 178,496        |
| Environmental actions                               | 216,890        | 137,427        |
| Litigation                                          | 170,987        | 173,741        |
| Contractual and legal guarantees and obligations    | 81,323         | 68,040         |
| Other provisions                                    | <u>170,902</u> | <u>166,404</u> |
| <b>Current</b>                                      | <b>110,773</b> | <b>91,918</b>  |
| Construction contract settlement and project losses | 97,810         | 81,818         |

|                                        |        |        |
|----------------------------------------|--------|--------|
| Termination benefits to site personnel | 12,963 | 10,100 |
|----------------------------------------|--------|--------|

The changes under the heading of Provisions in 2009 and 2008 were as follows:

|                                                                                  | Provisions -non-current | Provisions - current |
|----------------------------------------------------------------------------------|-------------------------|----------------------|
| <b>Balance at 31.12.07</b>                                                       | <b>871,107</b>          | <b>82,371</b>        |
| Environmental expenses for the removal or dismantlement of assets                | 41,220                  | —                    |
| Provisions (reversals)                                                           | 9,535                   | 14,923               |
| Used                                                                             | (60,854)                | (39)                 |
| Changes in the scope of consolidation, translation differences and other changes | (39,579)                | (5,337)              |
| <b>Balance at 31.12.08</b>                                                       | <b>821,429</b>          | <b>91,918</b>        |
| Environmental expenses for the removal or dismantlement of assets                | 40,143                  | —                    |
| Provisions (reversals)                                                           | 68,001                  | 15,918               |
| Used                                                                             | (50,990)                | —                    |
| Changes in the scope of consolidation, translation differences and other changes | 27,952                  | 2,937                |
| <b>Balance at 31.12.09</b>                                                       | <b>906,535</b>          | <b>110,773</b>       |

The provisions recognised in 2009 include EUR 17,475 thousand (2008: EUR 14,848 thousand) relating to the adjustment for provision discounting.

“Environmental Expenses for the Removal or Dismantling of Assets” includes the balancing item for the increased asset value relating to the discounted present value of the expenses that will be incurred when operation of the asset ceases.

The provisions stated on the enclosed consolidated balance sheet are considered to cover the Group’s liability for the performance of its business activities.

The timing of the expected outflows of economic benefits at 31 December 2009 arising from the obligations covered by non-current provisions is as follows:

|                                                   | Within 5 years | More than 5 years | Total          |
|---------------------------------------------------|----------------|-------------------|----------------|
| Long-term employee benefit obligations            | 22,570         | 82,618            | 105,188        |
| Dismantling, removal and rehabilitation of assets | 106,600        | 54,645            | 161,245        |
| Environmental actions                             | 62,501         | 154,389           | 216,890        |
| Litigation                                        | 60,548         | 110,439           | 170,987        |
| Contractual and legal guarantees and obligations  | 76,263         | 5,060             | 81,323         |
| Other provisions                                  | 68,722         | 102,180           | 170,902        |
|                                                   | <b>397,204</b> | <b>509,331</b>    | <b>906,535</b> |

#### Long-term employee benefit obligations

“Non-Current Provisions” in the accompanying consolidated balance sheet includes the provisions

covering the Group companies' obligations in respect of pensions and similar obligations such as medical and life insurance, as indicated in Note 23.

### Provisions for litigation

Provisions for litigation cover the contingencies of the FCC Group companies acting as defendants in certain proceedings in relation to the liability inherent to the business activities carried on by them. The lawsuits, although numerous, represent scanty material amounts when considered individually and none of them are particularly noteworthy.

### Environmental provisions

The FCC Group's environmental policy goes beyond strict compliance with current legislation in the area of environmental improvement and protection to include the establishment of preventative planning and the analysis and minimisation of the environmental impact of the activities carried on by the Group.

FCC Group management considers that the Group companies' contingencies relating to environmental protection and improvement at 31 December 2008 would not have a significant impact on the accompanying consolidated financial statements, which include provisions to cover any probable environmental risks that might arise.

Note 27 to these consolidated financial statements ("Information on the Environment") supplements the information set forth with respect to environmental provisions.

### Legal and contractual guarantees and obligations

This heading includes the provisions to cover the expenses arising from contractual and legal obligations of a non-environmental nature.

### Provisions for other contingencies and charges

This heading includes the items not classified in the foregoing accounts, comprising most notably the provisions to cover risks arising from international business.

Also included here are the Group's obligations with regard to share-based payments. Note 18, "Transactions with payments based on equity instruments" explains those transactions in further detail.

### Provisions for construction contract settlements and project losses

These provisions are recognised for losses budgeted on construction projects in accordance with the measurement bases set forth in Note 3.r) and for the expenses arising from such projects from the date of their completion to the date of their definitive settlement, which are determined systematically as a percentage of the value of production over the term of the project based on experience in the construction business.

### Provisions for termination benefits to site personnel

The Group companies recognise provisions for the termination of permanent site personnel in accordance with the Consolidated Workers' Statute for contracts of this type. The impact of these provisions on the consolidated income statement is not material.

## 20. CURRENT AND NON-CURRENT FINANCIAL LIABILITIES

The FCC Group's general policy is to provide all the Group companies with the financing that is best suited to the normal conduct of their business activities. In this connection, the Group companies are furnished with the credit facilities required to cater for their budgetary plans, which are monitored on a monthly basis. Also, risk is generally spread over various banks and the Group companies currently have credit facilities with more than 160 financial institutions.

Should the financial transaction so require, the Group arranges interest-rate hedging transactions on the basis of the type and structure of each transaction (see Note 21).

In certain types of financing, particularly structured non-recourse borrowings, the arrangement of some kind of interest-rate hedge is obligatory and the Group assesses the best hedging instrument based on the project's cash flow and the term of the debt.

### a) Current and non-current debt instruments and other marketable securities

One of the most significant items under this heading refers to the subordinated convertible debentures issued by the parent company on 30 October 2009 in the amount of EUR 450,000 thousand. This issue was intended for international institutional investors and the purpose of the issue was to reinforce the balance sheet equity structure thanks to the subordinated nature of the corporate loans contracted by the parent company and to diversify the Group's financing base by supplementing its bank borrowings.

According to accounting law, in addition to their financial component convertible debentures have another component in that they are recognised as equity as described in Note 17.e), which also describes the conditions for issuing convertible debentures. At 31 December 2009, the carrying balance for this item shown under the heading of "Debentures and other negotiable securities" on the enclosed consolidated balance sheet was EUR 421,213 thousand.

In addition to this transaction, this heading includes those contributed by the Cementos Portland Valderrivas Group through the US company Giant Cement Holding, Inc. relating to an issue of non-convertible bonds amounting to USD 96 million (approximately EUR 62,623 thousand), repayable in a single maturity in 2013 and bearing interest tied to Libor. The Group has arranged an interest rate hedging contract on this debt for a notional amount of USD 96 million and an interest rate of 6.093%.

Also, Severomoravske Vodovody a Kanalizace Ostrava, A.S. (SmVaK) issued non-convertible debentures amounting to CSK 2,000 million (EUR 75,461 thousand). These debentures, which were traded on the Prague Stock Exchange, mature in 2015 and bear nominal interest of 5%. As security for this issue, the Czech company is obliged not to grant additional pledges on its assets to third parties, not to sell assets above a certain cumulative value, and not to become indebted in excess of a certain amount. Furthermore, this company is obliged to maintain a certain debt coverage ratio, for which purpose an interest rate hedge transaction was arranged amounting to CSK 500 million maturing in 2015.

### b) Current and non-current bank borrowings

The details at 31 December 2009 and 2008 are as follows:

|                                       | Non-current      | Current          | Total            |
|---------------------------------------|------------------|------------------|------------------|
| <b>2009</b>                           |                  |                  |                  |
| Credit facilities and loans           | 4,998,891        | 971,507          | 5,970,398        |
| Project financing loans with recourse | 2,300,287        | 246,711          | 2,546,998        |
|                                       | <b>7,299,178</b> | <b>1,218,218</b> | <b>8,517,396</b> |
| <b>2008</b>                           |                  |                  |                  |
| Credit facilities and loans           | 4,586,777        | 1,513,654        | 6,100,431        |
| Project financing loans with recourse | 1,450,850        | 387,772          | 1,838,622        |
|                                       | <b>6,037,627</b> | <b>1,901,426</b> | <b>7,939,053</b> |

The main change in the Group's debt was primarily owing the acquisition by the Group of the business of Babcock & Brown Wind Partners in Spain at the end of 2008 which led the Group to arrange a long-term syndicated credit facility for EUR 500,000 thousand which was completely drawn down at 8 January 2009.

The main features of the most significant credit facilities and loans held by the Group are as follows:

- On 29 April 2009, the parent company signed a syndicated loan in the amount of EUR 375,000 thousand with 12 participating financial institutions. Later, on 4 and 27 May, it was extended to EUR 451,000 thousand, in two tranches: a long-term loan in the amount of EUR 225,500 thousand and a long-term credit facility in the amount of EUR 225,500 thousand. The syndicated loan was signed for a three-year term with a single maturity date on 28 April 2012. The interest rate is Euribor plus a differential based on the debt ratio each year shown on the FCC Group's financial statements. At 31 December 2009, the loan had been drawn down in full.
- On 23 October 2009, the parent company signed a long-term loan in the amount of EUR 175,000 thousand with the European Investment Bank (EIB) with a maturity date of 6 November 2012 which may be extended to 2015. The interest rate on the loan is Euribor 3 months plus a fixed differential.

The loan was granted for the financing and development of environmental investments:

- a) Acquisition of a fleet of 1,900 vehicles equipped with the most highly advance technologies that will be used to provide city sanitation services in 130 municipalities in Spain.
- b) Financing of related investments (acquisition of filling stations, vehicle cleaning equipment and wastewater treatment plants) and
- c) Development of hybrid electric vehicles for intensive use which are more energy efficient and capable of using harmless fuel, thereby reducing the emissions of polluting gases.
- On 9 December 2009, the Alpine Group signed a syndicated credit facility in the amount of EUR 200,000 thousand maturing on 31 October 2014 with the participation of 7 financial institutions. The contract is divided into two tranches:
  - a) 50% of one of the tranches is guaranteed by the Republic of Austria pursuant to the Unternehmensliquiditätsgesetz Law or ULSG passed in August 2009 to boost the liquidity of Austrian companies. Under this law, the Austrian government provides access to liquidity to foster investment and growth through a programme of government guarantees. The interest rate on this tranche is fixed.
  - b) The cost of the other tranche is based on the net debt/EBITDA ratio.

The entire limit of this credit facility was received on 5 January 2010.

- On 9 December 2009, Aqualia Gestión Integral del Agua, S.A. (wholly-owned subsidiary of the FCC Group) refinanced a corporate loan taken out in 2006 in the amount of 4,800,000 thousand Czech koruna for the acquisition of Severomoravské Vodovody from Kanalizace Ostrava, A.S. (SmVaK). There are two tranches to the financing: a corporate loan taken by Aqualia Gestión Integral del Agua, S.A and a limited recourse loan signed by the newly created company, Aqualia Czech, S.L., a wholly-owned subsidiary of the FCC Group, which now controls 98.68% of SmVaK. The characteristics of the tranches are as follows:
  - a) A corporate multi-currency loan (€ and koruna) in the amount of EUR 71,750 thousand and 967,220 Czech koruna maturing in 2012 and signed with 8 financial institutions.
  - b) A limited recourse loan in the amount of 2,000,000,000 Czech koruna maturing in 2015 and signed with 5 financial institutions.

The stipulated price includes the rate of reference (Euribor or Pribor) plus a fixed margin in the case of the corporate financing and calculated on the debt service coverage ratio (DSCR) in the case of the limited recourse financing.

Both tranches were drawn down in full at 31 December 2009.

- On 18 December 2009 the FCC Group signed a long term limited recourse credit facility in the amount of EUR 250,000 thousand maturing in 2024 with an interest rate equivalent to the Euribor plus a fixed margin. The Torre Picasso building was put up as collateral to guarantee this loan, in the terms described in Note 8 herein.

At 31 December 2009, the financing had been drawn down in full.

The details of the Group's loans and credit facilities from previous fiscal years are outlined below:

- Syndicated credit facility totalling EUR 1,225 million arranged by the Parent on 8 May 2008. The facility is divided into two tranches: a long-term loan of EUR 735,000 thousand and a long-term credit facility amounting to EUR 490,000 thousand. The term of the loan is three years (extendable for a further two years), the same period as that projected for the "2008-2010 Strategic Plan". The loan has a single maturity, 8 May 2011, and bears interest at Euribor plus a spread established on the basis of the FCC Group's debt ratio as per the financial statements for each year. At 31 December 2008, the loan had been drawn down in full.

On 10 July 2008, the Parent and Dedalo Patrimonial S.L. (wholly owned by Fomento de Construcciones y Contratas, S.A.) arranged a long-term credit facility for USD 186,900 thousand with three banks, maturing on 10 October 2013. The purpose of this loan was to finance the acquisition of Hydrocarbon Recovery Services Inc. and International Petroleum Corp. The agreement consists of three tranches:

- a) A long-term loan of USD 40,000 thousand granted to the Parent.
- b) A long-term credit facility of USD 58,900 thousand granted to Dedalo Patrimonial S.L.
- c) A long-term loan of USD 88,000 thousand granted to Dedalo Patrimonial S.L.

The established price comprises the reference rate (Libor) plus a spread based on the variation in the consolidated net debt/consolidated EBITDA ratio. At 31 December 2008, the facility had been drawn down in full.

- On 25 November 2008, Fomento Internacional FOCSA (wholly owned by the Parent) arranged a long-term syndicated credit facility for EUR 500,000 thousand maturing in 2025. Another 12 companies participated in the transaction, the purpose of which is to finance the acquisition of the business in Spain of Babcock & Brown Wind Partners. The interest rate

is Euribor plus a spread calculated on the basis of the variation in the net financial debt/EBITDA ratio. At 31 December 2009, a balance of EUR 465,640 thousand was outstanding. The agreement consists of two tranches: A senior debt tranche of EUR 455,000 thousand and a subordinated debt tranche of EUR 45,000 thousand already held by the acquiree.

On 23 December 2008, Sky Sierresita Cortijo Viejo 1 and Sky Sierresita Cortijo Viejo 2 (wholly owned by the FCC Group) arranged a long-term syndicated loan for a combined amount of EUR 117,000 thousand, maturing in 2026. Another four companies participated in the transaction, the purpose of which is to finance the acquisition of two PV farms with a total of 20 MW in Espejo (Cordoba). The interest rate is Euribor plus a spread calculated on the basis of the variation in the net financial debt/EBITDA ratio. At 31 December 2009, a balance of EUR 111,896 thousand was outstanding.

Syndicated loan arranged on 25 January 2007. This loan replaced the bridge loan of EUR 1,030,000 thousand arranged in 2006 as part of the structured recourse financing for the acquisition of the UK company Waste Recycling Group Ltd and its corporate group. The loan is structured in two tranches: the first for an initial amount of EUR 819,700 thousand and the second for GBP 200,000 thousand. Both tranches mature in December 2013, with half-yearly settlements of 4.615% of the total initial amount of the loan and a final maturity of 40.005%. The interest rate applicable to the tranche denominated in euros is Euribor plus a spread based on the variation in the net financial debt/EBITDA ratio, which initially stands at 0.375%. The spread established for the euro tranche is also applicable to the tranche denominated in pounds sterling. Various financial derivatives associated with the syndicated loan have been arranged. Three banks participated in this loan. At 31 December 2008, the loan had been drawn down in full.

- Long-term syndicated financing facility of EUR 800,000 thousand arranged by the Parent with three banks in 2007 and maturing on 19 July 2012 with the possibility of an extension until 2014. At 31 December 2009, the facility had been drawn down in full. The agreement consists of two tranches: a long-term loan of EUR 280,000 thousand with a partial repayment of 50% one year prior to maturity and a long-term credit facility amounting to EUR 520,000 thousand.

The established price comprises the reference rate (Euribor) plus a spread based on the variation in the consolidated net debt/consolidated EBITDA ratio, which initially stands at 0.325%.

- In February 2006, Cementos Portland Valderrivas signed long-term syndicated loan in the amount of EUR 150,000 thousand maturing in February 2011 to finance the public offer to purchase 100% of Cementos Lemona. At 31 December 2009 it had been drawn down in full.
- In August 2006, Cementos Portland Valderrivas signed a long-term syndicated loan for EUR 780,000 thousand to partially finance the purchase of Corporación Uniland through Grupo Portland S.L. At 31 December 2009, the outstanding balance was EUR 524,775 thousand. This loan matures every six months starting on 15 January 2007 with a final maturity date of 2012. The interest rate is tied to the Euribor plus a margin calculated on the change in ratio of net financial debt to Ebitda.
- Following is a detail of the amounts associated with projects financed through "Limited Recourse Project Financing Loans":

|                                                       | 2009    | 2008    |
|-------------------------------------------------------|---------|---------|
| Waste Recycling Group                                 | 800,418 | 761,852 |
| Cementos Portland Valderrivas Group (Uniland Project) | 726,216 | 658,930 |
| Olivento Group                                        | 465,641 | —       |

|       |                  |                  |
|-------|------------------|------------------|
| Other | 554,723          | 417,840          |
|       | <b>2,546,998</b> | <b>1,838,622</b> |

The detail of the bank borrowings, by currency and amounts drawn down at 31 December 2009 and 2008, is as follows:

|                                       | Euros            | US dollar      | Pound sterling | Czech Koruna   | Brazilian real | Other         | Total            |
|---------------------------------------|------------------|----------------|----------------|----------------|----------------|---------------|------------------|
| <b>2009</b>                           |                  |                |                |                |                |               |                  |
| Credit facilities and loans           | 5,390,247        | 327,876        | 152,869        | 31,610         | 10,994         | 56,802        | 5,970,398        |
| Project financing loans with recourse | 1,651,409        | —              | 800,419        | 78,103         | —              | 17,067        | 2,546,998        |
|                                       | <b>7,041,656</b> | <b>327,876</b> | <b>953,288</b> | <b>109,713</b> | <b>10,994</b>  | <b>73,869</b> | <b>8,517,396</b> |
| <b>2008</b>                           |                  |                |                |                |                |               |                  |
| Credit facilities and loans           | 5,254,877        | 323,202        | 219,525        | 199,073        | 20,944         | 82,810        | 6,100,431        |
| Project financing loans with recourse | 1,068,299        | —              | 761,852        | —              | —              | 8,471         | 1,838,622        |
|                                       | <b>6,323,176</b> | <b>323,202</b> | <b>981,377</b> | <b>199,073</b> | <b>20,944</b>  | <b>91,281</b> | <b>7,939,053</b> |

The credit facilities and loans denominated in US dollars are being used mainly to finance the assets of the Cementos Portland Group, M&S Concesiones S.A. and the Versia Group in the United States; those arranged in pounds sterling relate to the financing of the assets of the WRG Group (Waste Recycling Group Ltd) in the United Kingdom; and those arranged in Czech koruna are being used to finance the operations of SmVaK (Severomoravske Vodovody a Kanalizace Ostrava, A.S.) and the assets of the Alpine Bau Group in the Czech Republic.

The credit facilities and loans denominated in Brazilian reales and other currencies are being used to finance the assets of Cemusa in Brazil, the positions of the Alpine Bau Group and A.S.A. in currencies other than the euro in Eastern Europe and the operations of the Uniland Group in Tunisia.

With regard to the Group's financing, it should be noted that certain ratios must be met concerning coverage of financial expenses and levels of net debt in relation to EBITDA. The ratios established were being met at year-end.

### c) Other non-current financial liabilities

|                                               | 2009           | 2008           |
|-----------------------------------------------|----------------|----------------|
| <b>Non-current</b>                            |                |                |
| Lease liabilities                             | 100,463        | 88,724         |
| Borrowings – non-Group third parties          | 174,013        | 351,530        |
| Liabilities relating to financial derivatives | 210,217        | 209,046        |
| Deposits and bonds received                   | 29,072         | 27,674         |
| Other                                         | 17,936         | 14,788         |
|                                               | <b>531,701</b> | <b>691,762</b> |

Under the heading of “Borrowings – non-Group third parties” on the table above, the sum of EUR 120,962 thousand refers to a put option executed by FCC Construcción, S.A., which on 29 October 2009 proceeded to revise the agreements initially signed with a minority shareholder, Alpine Holding GmbH:

The conditions of the agreement are as follows:

- a) Under the initial agreement, FCC Construcción, S.A. has granted a minority shareholder of Alpine Holding GmbH a put option exercisable in 2009 on 52% of its ownership interest and in 2011 on the portion not previously exercised and on the remainder of its total ownership interest (20.73%). The exercise price is based on the performance of EBITDA, profit before tax and net financial debt in the financial statements for 2008, if the option is exercised in 2009, or in those for 2010 if it is exercised in 2011.
- b) A supplemental agreement establishing two put options on 7% of the ownership interest which may be exercised at a rate of 3.5% in 2011 and 2012 of 7% in 2012. The price of this option is EUR 37,970 thousand plus 5% interest starting in November 2009.
- c) An addendum to the initial agreement which stipulates the sale in 2011 of the interest not sold as of that date, from 13.5% to 17%, the price of which will be based on the gross operating profit and before-tax profits shown on the 2010 financial statements. Alternatively, if not sold in 2011, all shares in the company's possession as of that date will be sold in 2013, using the 2012 financial statements to set the price.

The minority shareholder exercised part of the put option in 2009 on 3.73% of the interest which was valued at EUR 20,230, with 17% of the option still remaining.

This heading includes the payment of EUR 171,070 thousand for the put option on 8.18% of the shares of Corporación Uniland, S.A. whose shareholders are entitled to exercise the option over a maximum period of five years (2006-2011). This option was exercised in its entirety in the months of January (5.05%) and June (3.13%). See note 17.b).

Under the heading of "Liabilities arising from financial derivatives" described in Note 21, "Derivative financial instruments", the amount of EUR 32,007 thousand (EUR 27,368 thousand in 2008) refers to the market value of the put option on the treasury stock associated with the Stock Option Plan for officers and directors, as mentioned in Note 18, as well as the financial hedging instruments composed primarily of interest rate swaps.

#### d) Other current financial liabilities

|                                                          | 2009           | 2008           |
|----------------------------------------------------------|----------------|----------------|
| <b>Current</b>                                           |                |                |
| Lease liabilities                                        | 71,124         | 68,496         |
| Interim dividend payable                                 | 99,017         | 113,096        |
| Payable to non-current asset suppliers and notes payable | 48,323         | 76,129         |
| Payable to associates                                    | 17,798         | 21,633         |
| Liabilities relating to financial derivatives            | 14,542         | 3,300          |
| Deposits and bonds received                              | 11,643         | 13,150         |
| Other                                                    | 6,312          | 26,915         |
|                                                          | <b>268,759</b> | <b>322,719</b> |

This balance sheet item includes various debt items, most notably that relating to the payment of the 2009 interim dividend, of which EUR 88,746 thousand correspond to the Parent.

## e) Repayment schedule

The repayment schedule for the bank borrowings, debt instruments and other marketable securities and other non-current financial liabilities is as follows:

|                                            | 2011             | 2012             | 2013             | 2014           | 2015 and thereafter | Total            |
|--------------------------------------------|------------------|------------------|------------------|----------------|---------------------|------------------|
| <b>2009</b>                                |                  |                  |                  |                |                     |                  |
| Debentures and other marketable securities | —                | —                | 66,521           | 421,213        | 74,977              | 562,711          |
| Non-current bank borrowings                | 2,196,292        | 2,563,078        | 1,299,050        | 160,672        | 1,080,086           | 7,299,178        |
| Other financial liabilities                | 161,652          | 62,123           | 195,800          | 21,916         | 90,210              | 531,701          |
|                                            | <b>2,357,944</b> | <b>2,625,201</b> | <b>1,561,371</b> | <b>603,801</b> | <b>1,245,273</b>    | <b>8,393,590</b> |

## 21. DERIVATIVE FINANCIAL INSTRUMENTS

Generally speaking, the financial derivatives contracted by the FCC Group are treated, from an accounting perspective, as provided for in the rules governing accounting hedges, as explained in Note 3.o) herein.

The main financial risk against which the FCC Group used derivative instruments to protect itself is risk associated with the floating interest rates on financing used by Group companies. At 31 December 2009, the FCC Group had arranged interest rate hedging transactions totalling EUR 5,109,731 thousand (31 December 2008: EUR 4,422,159 thousand), mainly in the form of IRSs in which the Group companies pay fixed interest rates and receive floating interest rates.

The details of the cash flow hedges and the fair value thereof is as follows:

|                                                           | Type of derivative | Type of hedge | % hedged | Notional 31.12.08 | Notional 31.12.09 | Value at 31.12.08 | Value at 31.12.09 | Maturity   |
|-----------------------------------------------------------|--------------------|---------------|----------|-------------------|-------------------|-------------------|-------------------|------------|
| <b>Fully consolidated companies</b>                       |                    |               |          |                   |                   |                   |                   |            |
| Fomento de Construcciones y Contratas, S.A.               | IRS                | FE            | 100%     | 171,218           | 162,842           | (13,927)          | (13,102)          | 30/12/2013 |
|                                                           | IRS                | FE            | 2%       | 17,231            | 15,385            | (715)             | (943)             | 30/12/2013 |
|                                                           | IRS                | FE            | 20%      | 144,310           | 128,849           | (6,942)           | (8,629)           | 30/12/2013 |
|                                                           | IRS                | FE            | 31%      | 219,695           | 196,159           | (11,230)          | (13,645)          | 30/12/2013 |
|                                                           | IRS                | FE            | 17%      | 122,771           | 109,618           | (5,833)           | (7,285)           | 30/12/2013 |
|                                                           | BASIS SWAP         | FE            |          | 100,000           | 20,011            | (584)             | (13)              | 30/06/2010 |
|                                                           | BASIS SWAP         | FE            |          | 100,000           | —                 | (540)             | —                 | 30/12/2009 |
|                                                           | BASIS SWAP         | FE            |          | 4,007             | 100,000           | (22)              | (65)              | 30/06/2010 |
|                                                           | BASIS SWAP         | FE            |          | 100,000           | 100,000           | (776)             | (62)              | 30/06/2010 |
|                                                           | BASIS SWAP         | FE            |          | —                 | 100,000           | —                 | (63)              | 30/06/2010 |
|                                                           | BASIS SWAP         | FE            |          | 200,000           | 130,000           | (1,044)           | (84)              | 30/06/2010 |
| Azincourt Investment, S.L.                                | IRS                | FE            | 15%      | 97,656            | 100,606           | (9,192)           | (8,849)           | 31/12/2013 |
|                                                           | IRS                | FE            | 15%      | 97,656            | 100,606           | (9,192)           | (8,849)           | 31/12/2013 |
|                                                           | IRS                | FE            | 15%      | 97,656            | 100,606           | (9,192)           | (8,849)           | 31/12/2013 |
|                                                           | IRS                | FE            | 14%      | 88,348            | 88,298            | (8,068)           | (7,766)           | 31/12/2013 |
| Severomoravské Vodovody a Kanalizace Ostrava A.S. (SmVaK) | IRS                | VR            | 25%      | 18,700            | 18,900            | 700               | 589               | 16/11/2015 |

|                                                         |                  |    |      |         |               |                |                |            |
|---------------------------------------------------------|------------------|----|------|---------|---------------|----------------|----------------|------------|
| WRG -RE3                                                | IRS              | FE |      | 32,087  | —             | (451)          | —              | 30/09/2009 |
|                                                         | IRS              | FE |      | 6,505   | —             | —              | —              | 30/09/2009 |
|                                                         | IRS              | FE | 82%  | 34,204  | 36,684        | (3,892)        | (2,620)        | 30/09/2029 |
| Kent                                                    | IRS              | FE | 37%  | 51,014  | 52,823        | (6,870)        | (5,370)        | 31/03/2027 |
|                                                         | IRS              | FE | 16%  | 21,863  | <b>22,638</b> | <b>(2,944)</b> | <b>(2,302)</b> | 31/03/2027 |
|                                                         | IRS              | FE | 27%  | 36,438  | 37,731        | (4,907)        | (3,836)        | 31/03/2027 |
| WRG - WREXHAM                                           | IRS              | FE | 100% | 21,683  | 27,239        | —              | —              | 31/03/2010 |
|                                                         | IRS              | FE |      | —       | —             | (5,115)        | (3,007)        | 30/09/2032 |
|                                                         | IRS              | FE |      | 3,410   | —             | (10)           | —              | 10/02/2009 |
| Depurplan 11, S.A.                                      | IRS              | FE | 65%  | 9,099   | 8,735         | (759)          | (873)          | 01/12/2025 |
| Ecodeal - Gestao Integral de Residuos Industriais, S.A. | IRS              | FE | 80%  | 13,600  | 12,640        | 542            | (849)          | 15/12/2017 |
| Autovía Conquense, S.A.                                 | IRS              | FE | 100% | 7,667   | 56,000        | (3,473)        | (4,458)        | 30/06/2024 |
|                                                         | IRS              | FE | 100% | 3,833   | 28,000        | (1,736)        | (2,229)        | 28/06/2024 |
| Olivento                                                | IRS              | FE | 7%   | —       | 33,774        | —              | (451)          | 31/12/2024 |
|                                                         | IRS              | FE | 9%   | —       | 41,691        | —              | (556)          | 31/12/2024 |
|                                                         | IRS              | FE | 16%  | —       | 72,941        | —              | (984)          | 31/12/2024 |
|                                                         | IRS              | FE | 6%   | —       | 29,025        | —              | (392)          | 31/12/2024 |
|                                                         | IRS              | FE | 7%   | —       | 33,774        | —              | (456)          | 31/12/2024 |
|                                                         | IRS              | FE | 9%   | —       | 39,166        | —              | (528)          | 31/12/2024 |
|                                                         | IRS              | FE | 6%   | —       | 27,160        | —              | (362)          | 31/12/2024 |
|                                                         | IRS              | FE | 7%   | —       | 33,774        | —              | (456)          | 31/12/2024 |
|                                                         | IRS              | FE | 9%   | —       | 39,166        | —              | (523)          | 31/12/2024 |
| ALPINE                                                  | Currency forward | FE |      | 11,274  | 2,318         | (1,823)        | (857)          | 18/01/2010 |
|                                                         | Currency forward | FE |      | 11,218  | 2,014         | (2,073)        | (923)          | 13/01/2010 |
|                                                         | Currency forward | FE |      | 11,901  | 5,431         | (2,740)        | (1,238)        | 04/01/2010 |
|                                                         | Currency forward | FE |      | 11,849  | 8,473         | (2,382)        | (1,507)        | 18/01/2010 |
|                                                         | COLLAR           | FE |      | 5,000   | —             | (1,335)        | —              | 20/10/2009 |
|                                                         | Currency forward | FE |      | 27,201  | 12,083        | (2,673)        | (1,525)        | 19/01/2010 |
| Concesionaria Túnel de Coatzacoalcos, S.A. de C.V.      | IRS              | FE | 100% | 19,014  | 31,634        | (945)          | (1,617)        | 10/06/2014 |
| Cementos Portland Valderrivas, S.A.                     | IRS              | FE | 100% | 150,000 | 150,000       | (2,663)        | (5,601)        | 22/02/2011 |
|                                                         | IRS              | FE | 100% | 482,182 | 409,855       | (5,445)        | (16,696)       | 15/07/2011 |
|                                                         | IRS              | FE | 100% | —       | 16,667        | —              | (238)          | 15/07/2012 |
|                                                         | IRS              | FE | 100% | —       | 16,667        | —              | (238)          | 15/07/2012 |
|                                                         | IRS              | FE | 100% | —       | 16,667        | —              | (238)          | 15/07/2012 |
|                                                         | BASIS SWAP       | FE |      | —       | 50,000        | (13,162)       | (205)          | 15/01/2010 |
|                                                         | BASIS SWAP       | FE |      | —       | 150,000       | (2,955)        | (406)          | 25/03/2010 |
|                                                         | BASIS SWAP       | FE |      | —       | 409,855       | (11,043)       | (1,676)        | 15/01/2010 |
| Portland, S.L.                                          | IRS              | FE | 12%  | 93,200  | 89,148        | (2,111)        | (5,241)        | 15/07/2012 |
|                                                         | IRS              | FE | 7%   | 50,185  | 48,003        | (1,172)        | (2,849)        | 15/07/2012 |
|                                                         | IRS              | FE | 12%  | 93,200  | 89,148        | (2,111)        | (5,241)        | 15/07/2012 |
|                                                         | IRS              | FE | 7%   | 50,185  | 48,003        | (1,172)        | (2,849)        | 15/07/2012 |
|                                                         | IRS              | FE | 12%  | 93,200  | 89,148        | (2,111)        | (5,241)        | 15/07/2012 |
|                                                         | IRS              | FE | 7%   | 50,185  | 48,003        | (1,172)        | (2,849)        | 15/07/2012 |
|                                                         | IRS              | FE | 6%   | 46,600  | 44,574        | (1,055)        | (2,621)        | 15/07/2012 |
|                                                         | IRS              | FE | 3%   | 25,092  | 24,002        | (586)          | (1,424)        | 15/07/2012 |
|                                                         | IRS              | FE | 6%   | 46,600  | 44,574        | (1,055)        | (2,621)        | 15/07/2012 |
|                                                         | IRS              | FE | 3%   | 25,092  | 24,002        | (586)          | (1,424)        | 15/07/2012 |
| Giant Cement Holding, Inc                               | IRS              | FE | 100% | 67,150  | 66,609        | (8,705)        | (6,713)        | 22/05/2013 |
|                                                         | IRS              | FE | 26%  | 42,046  | 36,494        | (4,061)        | (2,891)        | 27/10/2014 |
|                                                         | IRS              | FE | 26%  | 42,046  | 36,494        | (4,061)        | (2,891)        | 27/10/2014 |

|                                                      |        |    |      |                  |                  |                  |                  |            |
|------------------------------------------------------|--------|----|------|------------------|------------------|------------------|------------------|------------|
| Uniland Cementera, S.A.                              | COLLAR | FE |      | 3,005            | —                | —                | —                | 22/07/2009 |
| Cementos Lemona, S.A.                                | IRS    | FE | 50%  | 5,600            | 4,000            | (170)            | (172)            | 01/06/2012 |
|                                                      | IRS    | FE | 50%  | 5,775            | 4,125            | (199)            | (184)            | 14/06/2012 |
|                                                      | IRS    | FE | 50%  | 2,813            | 2,063            | (83)             | (98)             | 20/07/2012 |
| <b>Total fully consolidated companies</b>            |        |    |      | <b>3,292,264</b> | <b>4,084,895</b> | <b>(185,821)</b> | <b>(186,141)</b> |            |
| <b>Companies carried using the equity method</b>     |        |    |      |                  |                  |                  |                  |            |
| Tramvia Metropolità, S.A.                            | IRS    | FE | 56%  | 9,451            | 9,115            | (1,680)          | (1,824)          | 31/10/2023 |
|                                                      | IRS    | FE | 24%  | 4,050            | 3,906            | (720)            | (781)            | 31/10/2023 |
| Tramvia Metropolità del Besós, S.A.                  | IRS    | FE | 64%  | 11,446           | 11,613           | (1,399)          | (1,580)          | 30/06/2023 |
|                                                      | IRS    | FE | 16%  | 2,861            | 2,903            | (350)            | (395)            | 30/06/2023 |
| Cedinsa Eix del Llobregat, S.A.                      | IRS    | FE | 70%  | 52,335           | 41,451           | (1,280)          | (1,135)          | 01/05/2033 |
| Urbs Iudex et Causidicus, S.A.                       | IRS    | FE | 100% | 80,044           | 78,042           | (26,306)         | (26,763)         | 30/12/2033 |
| Cedinsa d'Aro, S.A.                                  | CAP    | FE | 100% | 4,080            | 5,440            | 16               | —                | 04/01/2010 |
|                                                      | IRS    | FE | 100% | 8,449            | 8,449            | (714)            | (719)            | 03/01/2033 |
| Nova Bocana Barcelona, S.A.                          | IRS    | FE | 17%  | 3,660            | 5,523            | (481)            | (545)            | 30/06/2025 |
|                                                      | IRS    | FE | 33%  | 7,320            | 11,047           | (963)            | (1,088)          | 30/06/2025 |
| Suministro de Aguas de Querétano, S.A. de C.V.       | CAP    | FE | 100% | 18,570           | 26,337           | 30               | 18               | 20/01/2011 |
| Betearte, S.A.U.                                     | IRS    | FE | 33%  | 1,923            | 1,923            | (165)            | (242)            | 06/02/2018 |
| Atlántica de Graneles y Moliendas, S.A.              | IRS    | FE | 25%  | 1,094            | 656              | 6                | (10)             | 02/06/2011 |
|                                                      | IRS    | FE | 25%  | 1,094            | 656              | 6                | (10)             | 02/06/2011 |
|                                                      | IRS    | FE | 25%  | 1,094            | 656              | 6                | (10)             | 02/06/2011 |
|                                                      | IRS    | FE | 25%  | 1,094            | 656              | 6                | (10)             | 02/06/2011 |
| Realia Patrimonio, S.L.U.                            | IRS    | FE | 2%   | 7,369            | 8,096            | (581)            | (728)            | 30/06/2014 |
|                                                      | IRS    | FE | 2%   | 7,369            | 8,096            | (577)            | (724)            | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,069)          | (1,372)          | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,200)          | (1,490)          | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,200)          | (1,490)          | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,154)          | (1,449)          | 30/06/2014 |
|                                                      | IRS    | FE | 2%   | 7,369            | 8,096            | (600)            | (745)            | 30/06/2014 |
|                                                      | IRS    | FE | 2%   | 7,369            | 8,096            | (581)            | (728)            | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,069)          | (1,372)          | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,200)          | (1,490)          | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,200)          | (1,490)          | 30/06/2014 |
|                                                      | IRS    | FE | 4%   | 14,738           | 16,193           | (1,154)          | (1,449)          | 30/06/2014 |
|                                                      | IRS    | FE | 2%   | 7,369            | 8,096            | (600)            | (745)            | 30/06/2014 |
|                                                      | IRS    | FE | 2%   | 7,369            | 8,096            | (581)            | (728)            | 30/06/2014 |
|                                                      | IRS    | FE | 2%   | 7,369            | 8,096            | (581)            | (728)            | 30/06/2014 |
|                                                      | IRS    | FE | 2%   | 7,369            | 8,096            | (577)            | (724)            | 30/06/2014 |
| Societe d'Investissements Immobiliers Cotee de Paris | IRS    | FE | 5%   | 7,731            | 8,026            | (588)            | (721)            | 30/06/2014 |
|                                                      | IRS    | FE | 5%   | 7,731            | 8,026            | (569)            | (705)            | 30/06/2014 |
|                                                      | IRS    | FE | 10%  | 15,462           | 16,052           | (1,175)          | (1,442)          | 30/06/2014 |
|                                                      | IRS    | FE | 10%  | 15,462           | 16,052           | (1,048)          | (1,329)          | 30/06/2014 |
|                                                      | IRS    | FE | 10%  | 15,462           | 16,052           | (1,048)          | (1,329)          | 30/06/2014 |
|                                                      | IRS    | FE | 10%  | 15,462           | 16,052           | (1,175)          | (1,442)          | 30/06/2014 |
|                                                      | IRS    | FE | 5%   | 7,731            | 8,026            | (588)            | (721)            | 30/06/2014 |
|                                                      | IRS    | FE | 5%   | 7,731            | 8,026            | (569)            | (705)            | 30/06/2014 |
| Hermanos Revilla, S.A.                               | IRS    | FE | 50%  | 3,898            | 1,114            | (75)             | (41)             | 16/01/2012 |

|                                                                         |                |    |      |        |        |         |         |            |
|-------------------------------------------------------------------------|----------------|----|------|--------|--------|---------|---------|------------|
| Ruta de los Pantanos, S.A.                                              | IRS            | FE | 42%  | 1,860  | 12,163 | (826)   | (1,521) | 02/01/2018 |
| Autopista Central Galega                                                | IRS            | FE | 44%  | 25,895 | 25,899 | (1,194) | (2,176) | 31/07/2013 |
| Sociedad Concesionaria Española, S.A. Unipersonal                       | IRS            | FE | 26%  | 15,537 | 15,539 | (716)   | (1,306) | 31/07/2013 |
| Hospital del Sureste, S.A.                                              | IRS            | FE | 52%  | 10,299 | 9,910  | (184)   | (181)   | 31/12/2032 |
|                                                                         | IRS            | FE | 84%  | 5,003  | —      | (217)   | —       | 31/12/2032 |
| Túnel d'Envalira, S.A. Concesionaria del Principat d'Andorra            | COLLAR         | FE | 61%  | 7,191  | 7,134  | 103     | (451)   | 20/07/2022 |
| Tranvía de Parla, S.A.                                                  | IRS            | FE | 70%  | 24,713 | 20,654 | (1,895) | (1,869) | 30/12/2022 |
| Concesiones de Madrid, S.A.                                             | IRS            | FE | 46%  | 35,305 | 34,450 | (1,319) | (2,109) | 06/12/2027 |
| Terminal Polivalente de Castellón, S.A.                                 | IRS            | FE | 39%  | —      | 5,196  | —       | (489)   | 15/01/2018 |
|                                                                         | IRS            | FE | 19%  | —      | 2,598  | —       | (244)   | 15/01/2018 |
|                                                                         | IRS            | FE |      | 6,742  | —      | 48      | —       | 28/07/2009 |
| Autovía del Camino, S.A.                                                | SWAP INFLACIÓN | FE | 18%  | 6,533  | 3,316  | 8,560   | 5,206   | 15/12/2027 |
|                                                                         | IRS            | FE | 100% | 55,762 | 27,863 | (9,147) | (4,475) | 15/12/2027 |
|                                                                         | IRS            | FE | 62%  | 34,365 | 17,155 | (4,937) | (2,604) | 15/12/2024 |
|                                                                         | IRS            | FE | 42%  | 2,278  | 1,139  | (797)   | (86)    | 16/12/2030 |
| Autopista de la Costa Cálida Concesionaria Española de Autopistas, S.A. | IRS            | FE | 25%  | 40,219 | 20,109 | (827)   | (992)   | 15/12/2012 |
|                                                                         | IRS            | FE | 25%  | 40,219 | 20,109 | (827)   | (992)   | 15/12/2012 |
| Madrid 407 Sociedad Concesionaria, S.A.                                 | IRS            | FE | 70%  | 23,184 | 11,592 | (2,663) | (1,365) | 10/07/2033 |
| Ibisan, S.A.                                                            | IRS            | FE | 70%  | 29,257 | 14,302 | (1,001) | (601)   | 30/12/2027 |
| N6 (Concession) Limited                                                 | IRS            | FE | 25%  | 11,335 | 5,964  | (508)   | (342)   | 30/06/2013 |
|                                                                         | IRS            | FE | 19%  | 4,101  | 4,297  | (569)   | (326)   | 30/06/2034 |
|                                                                         | IRS            | FE | 25%  | 741    | 371    | (45)    | (29)    | 30/06/2034 |
|                                                                         | IRS            | FE | 25%  | 3,445  | 1,763  | (35)    | (27)    | 04/01/2010 |
|                                                                         | IRS            | FE | 27%  | 2,585  | 1,323  | (25)    | (20)    | 04/01/2010 |
|                                                                         | IRS            | FE | 20%  | 8,504  | 4,474  | (368)   | (254)   | 28/06/2013 |
|                                                                         | IRS            | FE | 27%  | 3,077  | 3,223  | (401)   | (233)   | 30/06/2034 |
|                                                                         | IRS            | FE | 27%  | 556    | 278    | (31)    | (21)    | 30/06/2034 |
|                                                                         | IRS            | FE | 27%  | 3,368  | 1,764  | (14)    | (24)    | 04/01/2010 |
|                                                                         | IRS            | FE | 20%  | 11,340 | 5,966  | (491)   | (338)   | 28/06/2013 |
|                                                                         | IRS            | FE | 27%  | 4,103  | 4,298  | (534)   | (310)   | 30/06/2034 |
|                                                                         | IRS            | FE | 27%  | 756    | 378    | (41)    | (27)    | 30/06/2034 |
|                                                                         | IRS            | FE | 25%  | 3,447  | 1,764  | (33)    | (27)    | 04/01/2010 |
|                                                                         | IRS            | FE | 19%  | 11,340 | 5,966  | (491)   | (338)   | 28/06/2013 |
|                                                                         | IRS            | FE | 25%  | 4,103  | 4,298  | (534)   | (310)   | 30/06/2034 |
|                                                                         | IRS            | FE | 25%  | 742    | 378    | (42)    | (28)    | 30/06/2034 |
| Portsur Castellón, S.A.                                                 | IRS            | FE | 100% | 8,933  | 4,466  | (824)   | (461)   | 31/10/2031 |
| M50 (Concession) Limited                                                | IRS            | FE | 22%  | 6,376  | 5,110  | (2,161) | (900)   | 28/03/2040 |
|                                                                         | IRS            | FE | 22%  | 6,376  | 5,110  | (2,284) | (962)   | 28/03/2040 |
|                                                                         | IRS            | FE | 22%  | 6,376  | 5,110  | (2,287) | (961)   | 28/03/2040 |
|                                                                         | IRS            | FE | 22%  | 6,376  | 5,110  | (2,284) | (961)   | 28/03/2040 |
|                                                                         | IRS            | FE | 25%  | 2,798  | 1,469  | (93)    | (43)    | 27/10/2010 |
|                                                                         | IRS            | FE | 25%  | 2,798  | 1,469  | (93)    | (43)    | 27/10/2010 |
|                                                                         | IRS            | FE | 25%  | 2,798  | 1,469  | (93)    | (43)    | 27/10/2010 |
|                                                                         | IRS            | FE | 25%  | 2,798  | 1,469  | (93)    | (43)    | 27/10/2010 |

Autopistas del Sol, S.A.

IRS

FE

71%

72,729

30,778

(14,472)

(2,691)

30/11/2023

|                                                         |     |    |     |        |        |         |         |            |
|---------------------------------------------------------|-----|----|-----|--------|--------|---------|---------|------------|
| Concesionaria Hospital Son Dureta, S.A.                 | IRS | FE | 90% | 6,341  | 11,038 | (3,663) | (2,321) | 25/07/2029 |
|                                                         | IRS | FE | 90% | 6,341  | 11,038 | (3,581) | (2,304) | 25/07/2029 |
| Autovía Necaxa - Tihuatlan, S.A. de C.V.                | IRS | FE | 34% | 15,862 | 14,500 | (1,243) | (786)   | 06/12/2027 |
|                                                         | IRS | FE | 33% | 15,396 | 14,074 | (1,206) | (763)   | 06/12/2027 |
|                                                         | IRS | FE | 33% | 15,396 | 14,074 | (1,206) | (763)   | 06/12/2027 |
| Scutvias-Autoestradas da Beira Interior, S.A.           | IRS | FE | 70% | 8,669  | 13,221 | (1,169) | (2,750) | 04/10/2018 |
|                                                         | IRS | FE | 27% | 3,334  | 8,264  | (450)   | (1,718) | 04/10/2018 |
|                                                         | IRS | FE | 27% | —      | 8,264  | —       | (1,718) | 04/10/2018 |
|                                                         | IRS | FE | 11% | —      | 3,305  | —       | (689)   | 04/10/2018 |
| Aeropuerto de Castellón                                 | IRS | FE | 6%  | 5,518  | 5,712  | (294)   | (442)   | 30/09/2019 |
| Transportes Ferroviarios de Madrid, S.A.                | IRS | FE | —   | 14,684 | —      | —       | —       | 16/03/2009 |
| Auto-Estradas XXI – Subconcesionaria Transmontana, S.A. | IRS | FE | 1%  | —      | 6,646  | —       | (693)   | 31/12/2029 |
|                                                         | IRS | FE | 0%  | —      | 2,420  | —       | (252)   | 31/12/2029 |
|                                                         | IRS | FE | 0%  | —      | 4,289  | —       | (447)   | 31/12/2029 |
|                                                         | IRS | FE | 1%  | —      | 6,646  | —       | (693)   | 31/12/2029 |
|                                                         | IRS | FE | 1%  | —      | 6,646  | —       | (693)   | 31/12/2029 |
|                                                         | IRS | FE | 1%  | —      | 6,320  | —       | (659)   | 31/12/2029 |
|                                                         | IRS | FE | 1%  | —      | 3,600  | —       | (375)   | 31/12/2029 |
| CIRALSA Sociedad Anónima Concesionaria del Estado       | IRS | FE | 3%  | —      | 7,083  | —       | (132)   | 30/12/2024 |
|                                                         | IRS | FE | 3%  | —      | 7,083  | —       | (132)   | 30/12/2024 |
|                                                         | IRS | FE | 4%  | —      | 7,083  | —       | (133)   | 30/12/2024 |
| Compañía Concesionaria del Túnel de Sóller, S.A.        | IRS | FE | 40% | —      | 3,112  | —       | (66)    | 30/06/2018 |
|                                                         | IRS | FE | 40% | —      | 3,112  | —       | (67)    | 30/06/2018 |

|                                                        |                  |                  |                  |                  |
|--------------------------------------------------------|------------------|------------------|------------------|------------------|
| <b>Total companies carried using the equity method</b> | <b>1,129,895</b> | <b>1,024,836</b> | <b>(114,244)</b> | <b>(105,594)</b> |
|--------------------------------------------------------|------------------|------------------|------------------|------------------|

The detail, by maturity, of the notional amount of the hedging transactions arranged at 31 December 2009 is as follows:

|                                           | Notional Maturity |         |         |         | 2014 and subsequent years |
|-------------------------------------------|-------------------|---------|---------|---------|---------------------------|
|                                           | 2010              | 2011    | 2012    | 2013    |                           |
| Fully consolidated companies              | 1,376,787         | 676,774 | 677,454 | 809,522 | 544,358                   |
| Companies carried using the equity method | 33,207            | 51,716  | 85,831  | 134,221 | 719,861                   |

The following table shows the financial derivatives contracted for hedging purposes by the company but which are not considered hedges for accounting purposes:

|                                                  | Type of derivative  | Type of hedge | % hedged      | Notional<br>31.12.08 | Notional<br>31.12.09 | Value at<br>31.12.08 | Value at<br>31.12.09 |
|--------------------------------------------------|---------------------|---------------|---------------|----------------------|----------------------|----------------------|----------------------|
| <b>Fully consolidated companies</b>              |                     |               |               |                      |                      |                      |                      |
| Recuperaciones Madrileñas del Papel, S.A.        | IRS                 | ESP           | 122           | —                    | (1)                  | —                    | 30/09/2009           |
| .A.S.A. Abfall Service Zistersdorf GmbH          | COLLAR              | ESP           | 40,667        | 50,667               | (3,280)              | (5,726)              | 28/03/2024           |
| Lemona Industrial, S.A. Unipersonal              | IRS                 | ESP           | 225           | —                    | 1                    | —                    | 27/07/2009           |
| Tecami Ofitas, SA.                               | IRS                 | ESP           | 330           | —                    | 1                    | —                    | 27/07/2009           |
| <b>Total fully consolidated companies</b>        |                     |               | <b>41,344</b> | <b>50,667</b>        | <b>(3,279)</b>       | <b>(5,726)</b>       |                      |
| <b>Companies carried using the equity method</b> |                     |               |               |                      |                      |                      |                      |
| Zabalgardi, S.A.                                 | COLLAR              | ESP           | 4,500         | 4,500                | (46)                 | (58)                 | 26/01/2010           |
|                                                  | BARRIER SWAP        | ESP           | 3,000         | 3,000                | (209)                | (342)                | 26/01/2014           |
|                                                  |                     |               | 3,000         | —                    | —                    | —                    | 26/01/2009           |
|                                                  | COLLAR              | ESP           | 3,000         | 3,000                | (61)                 | (86)                 | 26/01/2010           |
|                                                  | BARRIER SWAP        | ESP           | 4,500         | 4,500                | (416)                | (562)                | 27/01/2014           |
|                                                  | BARRIER SWAP        | ESP           | 3,000         | 3,000                | (22)                 | (50)                 | 26/01/2010           |
| Wilanow Realia sp. z.o.o.                        | BARRIER SWAP        | ESP           | 3,000         | 3,000                | (15)                 | (48)                 | 26/01/2010           |
|                                                  | Cross Currency Swap | ESP           | 1,192         | —                    | 98                   | —                    | 06/03/2009           |
|                                                  | Cross Currency Swap | ESP           | 3,688         | —                    | 285                  | —                    | 14/12/2009           |
| Ruta de los Pantanos, S.A.                       | IRS                 | ESP           | 7,849         | —                    | (165)                | —                    | 27/07/2009           |
| <b>Total equity method</b>                       |                     |               | <b>36,729</b> | <b>21,000</b>        | <b>(551)</b>         | <b>(1,146)</b>       |                      |

The detail, by maturity, of the notional amount covered by the derivatives that do not meet the requirements to be considered hedging instruments:

|                                           | Notional Maturity |       |       |       |                     |
|-------------------------------------------|-------------------|-------|-------|-------|---------------------|
|                                           | 2010              | 2011  | 2012  | 2013  | 2014 and thereafter |
| Fully consolidated companies              | 3,556             | 3,556 | 3,556 | 3,556 | 36,443              |
| Companies carried using the equity method | 13,500            | —     | —     | —     | 7,500               |

The following table refers to the fair value of the PUT treasury stock sale instruments associated with the stock option plan for officers and directors mentioned in Note 18:

|                    |                |                   |            |                              | Fair value 2008 |             | Fair value 2009 |             |
|--------------------|----------------|-------------------|------------|------------------------------|-----------------|-------------|-----------------|-------------|
| Type of derivative | Classification | Amount contracted | Maturity   | Impact on 2009 profit (loss) | Assets          | Liabilities | Assets          | Liabilities |
| First tranche      |                |                   |            |                              |                 |             |                 |             |
| CALL               | Hedge          | 61,596            | 30/09/2013 | —                            | 3,011           | —           | 6,983           | —           |
| PUT                | Speculative    | 61,596            | 30/09/2013 | 5,379                        | —               | 27,368      | —               | 21,989      |
| Swap               | Speculative    | 61,596            | 30/09/2013 | 1,227                        | 4,398           | —           | 5,625           | —           |
|                    |                |                   |            | 6,606                        | 7,409           | 27,368      | 12,608          | 21,989      |
| Second tranche     |                |                   |            |                              |                 |             |                 |             |
| CALL               | Hedge          | 37,065            | 10/02/2014 | —                            | —               | —           | 9,939           | —           |
| PUT                | Speculative    | 37,065            | 10/02/2014 | 982                          | —               | —           | —               | 10,018      |
| Swap               | Speculative    | 37,065            | 1002/2014  | 734                          | —               | —           | 6,533           | —           |
|                    |                |                   |            | 1,716                        | —               | —           | 16,472          | 10,018      |

## 22. TAXES

This Note describes the headings in the accompanying consolidated balance sheet and consolidated income statement relating to the tax obligations of each of the Group companies, such as deferred tax assets and liabilities, tax receivables and payables and the income tax expense.

Under authorisation 18/89, the FCC Group files consolidated income tax returns with all the other Group companies that meet the requirements established by tax legislation.

Fomento de Construcciones y Contratas, S.A., the subsidiaries composing the FCC Group and the joint ventures have all the years not yet statute-barred open for review by the tax authorities for the taxes applicable to them. The criteria that the tax authorities might adopt in relation to the years open for review could give rise to contingent tax liabilities which cannot be objectively quantified. In relation to the years which have been reviewed, in certain cases the criteria applied by the tax authorities gave rise to tax assessments, which are currently being appealed against by the related Group companies. However, the Parent's directors consider that the resulting liabilities, relating both to the years open for review and to the assessments issued, will not significantly affect the Group's equity.

### a) Deferred tax assets and liabilities

The deferred tax assets arise mainly as a result of the differences between the depreciation and amortisation charges and impairment losses that will become deductible from the income tax base in future years. In general, each year the Group companies take the tax credits provided for under tax legislation and, therefore, the deferred tax assets do not include any material tax credit carryforwards.

The tax losses of the subsidiaries were generally offset by deducting from the income tax the investment valuation allowances recognised by the Group companies owning the holding, or by deducting these losses from the consolidated tax base in the case of subsidiaries that file consolidated tax returns. However, certain companies recognised deferred tax assets relating to tax losses amounting to EUR 36,628 thousand, since they considered that there are no doubts as to their recoverability (31 December 2008: EUR 31,654 thousand).

Deferred tax liabilities arose mainly as a result of:

- The differences between the tax base and the carrying amount resulting from the recognition of assets at fair value in connection with the corporate acquisitions in the FCC Group's various business segments, as indicated in Note 3.b) and 4. In general, these liabilities do not represent future cash outflows since they reverse at the same rate as that of the depreciation taken on the revalued assets.
- The depreciation for tax purposes of leased assets and of certain items of property, plant and equipment qualifying for accelerated depreciation for tax purposes, including most notably EUR 9,795 thousand (31 December 2007: EUR 9,973 thousand) relating to 30% of the depreciation taken early on the Torre Picasso building, which qualifies for the tax benefits provided for in Royal Decree-Law 2/1985.
- The profit of joint ventures that will be included in the income tax base for the following year.
- The depreciation for tax purposes of leased assets and of certain items of property, plant and equipment qualifying for accelerated depreciation for tax purpose and the release of amortisation in 2009 which made it possible to completely amortise certain investments as long as certain requirements were met.
- The tax deductibility of the goodwill arising on the acquisition of non-resident companies (up to a limit of one-twentieth of the total) since, in accordance with IFRS 3 Business Combinations, goodwill is not amortisable for accounting purposes.

In 2008 "Retained Earnings and Other Reserves" includes a decrease of EUR 16,118 thousand (increase of EUR 108,682 thousand at 31 December 2008) arising from the tax effect of translation differences and the adjustment of the fair value of financial instruments, with a balancing entry in the related deferred taxes.

Additionally, part c) below ("Income Tax Expense") shows the changes in the other deferred taxes which include the tax deductible portion of the goodwill that arose on the acquisition of foreign companies and which reduced the income tax payable in 2009 by EUR 17,609 thousand (31 December 2008: EUR 17,136 thousand).

Following is a detail of the expected reversal dates of the deferred tax assets and liabilities:

|             | 2010    | 2011   | 2012   | 2013   | 2014 and thereafter | Total            |
|-------------|---------|--------|--------|--------|---------------------|------------------|
| Assets      | 34,377  | 31,881 | 18,029 | 9,315  | 505,576             | <b>599,178</b>   |
| Liabilities | 120,153 | 52,141 | 43,362 | 41,446 | 959,808             | <b>1,216,910</b> |

## b) Taxes

The detail at 31 December 2009 and 2008 of the current assets and liabilities included under "Tax Receivables" and "Tax Payables", respectively, is as follows:

### Current assets

|                           | 2009           | 2008           |
|---------------------------|----------------|----------------|
| VAT refundable (Note 15)  | 159,300        | 187,900        |
| Current tax               | 57,833         | 51,005         |
| Other tax items (Note 15) | 59,559         | 49,211         |
|                           | <b>276,692</b> | <b>288,116</b> |

### Current liabilities

|                     | 2009           | 2008           |
|---------------------|----------------|----------------|
| Vat payable (*)     | 259,482        | 279,152        |
| Current tax         | 19,316         | 31,388         |
| Other tax items (*) | 314,220        | 277,016        |
|                     | <b>593,018</b> | <b>587,556</b> |

(\*) Included under "Other payables"

## c) Income tax expense

The income tax expense incurred in 2009 amounts to EUR 114,916 thousand (2008: EUR 99,960 thousand), as shown in the accompanying consolidated income statement. Following is the reconciliation of the expense to the tax charge payable:

|                                                               | 2009             |                  | 2008             |                  |
|---------------------------------------------------------------|------------------|------------------|------------------|------------------|
| <b>Consolidated before-tax accounting profit for the year</b> |                  | <b>449,895</b>   |                  | <b>492,850</b>   |
|                                                               | <u>Increases</u> | <u>Decreases</u> | <u>Increases</u> | <u>Decreases</u> |
| Adjustments and eliminations                                  | 28,486           | —                | 28,486           | (17,559)         |
| Permanent differences                                         | 35,644           | (45,382)         | (9,738)          | (41,719)         |
| <b>Adjusted consolidated accounting profit</b>                |                  | <b>468,643</b>   |                  | <b>466,254</b>   |
| Temporary differences                                         |                  |                  |                  |                  |
| -Arising in the year                                          | 240,863          | (485,420)        | 207,046          | (390,373)        |
| -Arising in prior years carryforwards                         | 182,480          | (149,663)        | 342,033          | (189,649)        |
| <b>Consolidated taxable base )</b>                            |                  | <b>256,903</b>   |                  | <b>435,311</b>   |

|                                         | 2009           | 2008          |
|-----------------------------------------|----------------|---------------|
| Adjusted consolidated accounting profit | 468,643        | 466,254       |
| Income tax charge                       | 143,565        | 143,984       |
| Tax credits and tax relief              | (22,453)       | (15,338)      |
| Adjustments due to change in tax rate   | —              | (25,285)      |
| Other adjustments                       | (6,196)        | (3,401)       |
| <b>Income tax expense</b>               | <b>114,916</b> | <b>99,960</b> |

### 23. PENSION PLANS AND SIMILAR OBLIGATIONS

In general, the Spanish Group companies have not established any pension plans to supplement the Social Security pension benefits. However, pursuant to the Consolidated Pension Fund and Plan Law, in the specific cases in which similar obligations exist, the companies externalise their pension and other similar obligations to employees.

In addition, following authorisation by the Executive Committee, in the past an insurance policy was arranged and the premium paid to cover the payment of benefits relating to death, permanent occupational disability, retirement bonuses and pensions and other situations for, among other employees, certain executive directors and executives. In particular, the contingencies giving rise to benefits are those which entail the extinguishment of the employment relationship for any of the following reasons:

- Unilateral decision of the Company.
- Dissolution or disappearance of the Parent for whatever cause, including merger or spin-off.
- Death or permanent disability.
- Other causes of physical or legal incapacity.
- Substantial change in professional terms and conditions.
- Resignation of the executive on reaching 60 years of age, at the request of the executive and with the consent of the Company.
- Resignation of the executive on reaching 65 years of age, by unilateral decision of the executive.

The accompanying consolidated income statement does not include premium payments in relation to this insurance policy (in 2008 the sum of EUR 571,000 was paid) but does include premium rebates in the amount of EUR 6,418 thousand (EUR 3,972 thousand in 2008). At 31 December 2009, the fair value of the premiums contributed covered all the actuarial obligations assumed. In 2009, beneficiaries received EUR 5,942 thousand from the insurance company (EUR 5,952 thousand in 2008).

The liability side of the accompanying consolidated balance sheet for 2009 includes the present value, totalling EUR 3,082 thousand (2008: EUR 3,132 thousand) of the amounts payable in relation to the Spanish Group companies' post-employment benefit obligations to former executives. Also, remuneration amounting to EUR 221 thousand in both 2009 and 2008 was paid with a charge to this provision.

Certain of the Group's foreign subsidiaries have undertaken to supplement the retirement benefits and other similar obligations accruing to their employees. The accrued obligations and any assets assigned thereto were measured by independent actuaries using generally accepted actuarial methods and techniques. Where appropriate, the obligations were recognised in the accompanying

consolidated balance sheet under “Non-Current Provisions - Pensions and Similar Obligations”, as established by IFRSs (see Note 19).

The benefits referred to in the preceding paragraph are as follows:

- The cement company Giant Cement Holding Inc., resident in the USA, is obliged to supplement its employees’ retirement pension benefits. The valuation of the plan assets and the accrued obligations was performed by independent actuaries. The projected unit credit method was used for this purpose, with an average actuarial discount rate of 5.70% (2008: 6.75%). At 31 December 2009, the fair value of the plan assets amounted to USD 53,280 thousand (2008: USD 49,456 thousand), and the actuarial value of the accrued obligations amounted to USD 65,151 thousand (2008: USD 57,612 thousand).

Also, Giant Cement Holding, Inc. has undertaken to continue to provide healthcare and life insurance for certain employees after termination of their employment, the cost of which in 2009 was USD 41,871 thousand (USD 43,299 thousand in 2008).

The accrued obligations payable are included in the accompanying consolidated balance sheet under “Non-Current Provisions”.

At 31 December 2009, the actuarial deficit for pension and healthcare insurance obligations to employees amounted to USD 10,970 thousand (2008: USD 16,708 thousand) net of taxes, which are not provided for in the consolidated financial statements of the Group since, as permitted under IAS 19 Employee Benefits, the Group opted to defer recognition of actuarial gains and losses, which are being systematically recognised in the income statement over the remaining years of the employees’ working life in the case of pension benefit obligations, and over the remaining life expectancy of the employees in the case of healthcare insurance obligations.

- The accompanying consolidated balance sheet at 31 December 2008 includes the employee benefit obligations of the Waste Recycling Group companies, resident in the UK. These obligations are represented by certain assets assigned to the plans funding the benefits, the fair value of which amounted to EUR 31,661 thousand (31 December 2008: EUR 23,672 thousand), and the actuarial value of the accrued obligations amounted to EUR 36,195 thousand (31 December 2008: EUR 25,615 thousand). The net difference, representing a liability of EUR 4,534 thousand (31 December 2008: EUR 1,943 thousand), was recognised under “Provisions for Pensions and Similar Obligations” in the accompanying consolidated balance sheet. “(Charge to)/Reversal of Operating Allowances” in the accompanying consolidated income statement includes a cost of EUR 1,007 thousand (31 December 2008: EUR 381 thousand) relating to the net difference between the service cost and the return on the plan assets. The average actuarial rate applied was 5.7%. (5.6% en 2008).
- At 31 December 2009, the Alpine Bau Group companies contributed EUR 48,599 thousand (31 December 2008: EUR 44,311 thousand) relating to the actuarial value of their accrued pension and termination benefit obligations. The amount of these obligations is recognised under “Provisions for Pensions and Similar Obligations” in the accompanying consolidated balance sheet. A cost of EUR 7,154 thousand is included in the accompanying consolidated income statement in respect of the aforementioned items (31 December 2008: EUR 4,688 thousand)
- Lastly, Flightcare Italia, SpA also contributed EUR 12,170 thousand (31 December 2008: EUR 12,440 thousand) to “Provisions for Pensions and Similar Obligations” in the accompanying consolidated balance sheet at 31 December 2009. This amount relates to

the actuarial value of the accrued obligations, to which no assets have been assigned. “(Charge to)/Reversal of Operating Allowances” in the accompanying consolidated income statement includes a cost of EUR 1,370 thousand (31 December 2008: EUR 461 thousand) relating to the net difference between the service cost and the discounted present value. The average actuarial rate applied was 4.14%.

The details of the changes in the year in the obligations and assets associated with the pension plan are as follows:

### 2009 Financial Statements

#### Actual evolution of the present value of the obligation

|                                       | Giant         | Waste<br>Recycling<br>Group | Alpine        | Flightcare    |
|---------------------------------------|---------------|-----------------------------|---------------|---------------|
| <b>Opening balance of obligations</b> | <b>72,295</b> | <b>25,615</b>               | <b>56,263</b> | <b>11,748</b> |
| Current service cost                  | 2,359         | 594                         | 7,172         | —             |
| Borrowing costs                       | 2,613         | 1,707                       | 2,491         | 482           |
| Contributions by participants         | —             | 193                         | —             | 888           |
| Actuarial gains/losses                | 3,580         | 5,945                       | 424           | 317           |
| Changes due to exchange rate          | (2,439)       | 2,754                       | —             | —             |
| Benefits paid in 2009                 | (4,114)       | (897)                       | (7,744)       | (1,639)       |
| Past service cost                     | —             | 284                         | 2,089         | —             |
| <b>Closing balance of obligations</b> | <b>74,294</b> | <b>36,195</b>               | <b>60,695</b> | <b>11,796</b> |

### Actual evolution of the fair value of plan assets

|                                       | Giant         | Waste<br>Recycling<br>Group | Alpine        | Flightcare |
|---------------------------------------|---------------|-----------------------------|---------------|------------|
| <b>Opening balance of plan assets</b> | <b>35,534</b> | <b>23,672</b>               | <b>11,952</b> | —          |
| Expected return on assets             | 5,639         | 1,577                       | 382           | —          |
| Actuarial gains/losses                | —             | 3,131                       | —             | —          |
| Changes due to exchange rate          | (1,201)       | 2,613                       | 350           | —          |
| Employer contributions                | —             | 1,373                       | 2,126         | —          |
| Participant contributions             | —             | 192                         | —             | —          |
| Benefits paid                         | (2,985)       | (897)                       | (1,915)       | —          |
| <b>Closing balance of plan assets</b> | <b>36,987</b> | <b>31,661</b>               | <b>12,895</b> | —          |

### Reconciliation of the actual evolution of the obligation, less the plan assets with the balance effectively recognised on the balance sheet

|                                                                                                 | Giant         | Waste<br>Recycling<br>Group | Alpine        | Flightcare    |
|-------------------------------------------------------------------------------------------------|---------------|-----------------------------|---------------|---------------|
| <b>Net balance of obligations less plan assets at year-end</b>                                  | <b>37,307</b> | <b>4,534</b>                | <b>47,800</b> | <b>11,796</b> |
| Actuarial gains/losses not recognised in the balance sheet (within the 10% limit)               | —             | —                           | 822           | 374           |
| Actuarial gains/losses not recognised in the balance sheet to be recognised in subsequent years | (17,261)      | —                           | —             | —             |
| Past service cost not recognised on the balance sheet (paragraph 58.b, IAS 19)                  | —             | —                           | (23)          | —             |
| <b>Net balance (asset-liability) recognised at year-end</b>                                     | <b>20,046</b> | <b>4,534</b>                | <b>48,599</b> | <b>12,170</b> |

## 2008 Financial Statements

### Actual evolution of the present value of the obligation

|                                       | Giant         | Waste<br>Recycling<br>Group | Alpine        | Flightcare    |
|---------------------------------------|---------------|-----------------------------|---------------|---------------|
| <b>Opening balance of obligations</b> | <b>70,383</b> | <b>27,399</b>               | <b>54,245</b> | <b>14,209</b> |
| Current service cost                  | 1,260         | 387                         | 7,895         | —             |
| Borrowing costs                       | 4,433         | 1,534                       | 2,114         | 461           |
| Contributions by participants         | —             | 185                         | —             | 262           |
| Actuarial gains/losses                | (3,187)       | (4,948)                     | (4,582)       | (174)         |
| Changes due to exchange rate          | 4,159         | 1,617                       | 890           | —             |
| Benefits paid in 2009                 | (4,753)       | (718)                       | (4,299)       | (2,477)       |
| Past service cost                     | —             | 159                         | —             | —             |
| Reductions                            | —             | —                           | —             | (533)         |
| <b>Closing balance of obligations</b> | <b>72,295</b> | <b>25,615</b>               | <b>56,263</b> | <b>11,748</b> |

### Actual evolution of the fair value of plan assets

|                                       | Giant         | Waste<br>Recycling<br>Group | Alpine        | Flightcare |
|---------------------------------------|---------------|-----------------------------|---------------|------------|
| <b>Opening balance of plan assets</b> | <b>42,079</b> | <b>26,884</b>               | <b>8,072</b>  | —          |
| Expected return on assets             | (5,358)       | 1,792                       | 404           | —          |
| Actuarial gains/losses                | —             | (7,038)                     | (175)         | —          |
| Changes due to exchange rate          | 1,968         | —                           | 726           | —          |
| Employer contributions                | 1,598         | 1,131                       | 4,234         | —          |
| Participant contributions             | —             | 185                         | —             | —          |
| Benefits paid                         | (4,753)       | 718                         | (1,309)       | —          |
| <b>Closing balance of plan assets</b> | <b>35,534</b> | <b>23,672</b>               | <b>11,952</b> | —          |

**Reconciliation of the actual evolution of the obligation, less the plan assets with the balance effectively recognised on the balance sheet**

|                                                                                                 | Giant         | Waste<br>Recycling<br>Group | Alpine        | Flightcare    |
|-------------------------------------------------------------------------------------------------|---------------|-----------------------------|---------------|---------------|
| <b>Net balance of obligations less plan assets at year-end</b>                                  | <b>36,761</b> | <b>1,943</b>                | <b>44,311</b> | <b>11,748</b> |
| Actuarial gains/losses not recognised in the balance sheet (within the 10% limit)               | —             | —                           | —             | 692           |
| Actuarial gains/losses not recognised in the balance sheet to be recognised in subsequent years | (19,412)      | —                           | —             | —             |
| <b>Net balance (asset-liability) recognised at year-end</b>                                     | <b>17,349</b> | <b>1,943</b>                | <b>44,311</b> | <b>12,440</b> |

## 24. GUARANTEE COMMITMENTS TO THIRD PARTIES AND OTHER CONTINGENT LIABILITIES

At 31 December 2009, the Group had provided EUR 5,927,309 thousand of guarantees to third parties, mostly consisting of completion bonds provided to government agencies and private-sector customers as security for the performance of construction projects and urban cleaning contracts (31 December 2008: EUR 4,991,968 thousand).

Fomento de Construcciones y Contratas, S.A. and the Group's subsidiaries are acting as defendants in certain lawsuits in relation to the liability inherent to the various business activities carried on by the Group in the performance of the contracts awarded, for which the related provisions have been recognised (see Note 19). The lawsuits, although numerous, represent scanty material amounts when considered individually and none of them are particularly noteworthy. Accordingly, on the basis of past experience and the existing provisions, the resulting liabilities would not have a significant effect on the Group's equity.

In relation to the Group companies' interests in businesses managed jointly through unincorporated joint ventures, joint property entities, silent participation agreements, economic interest groupings and other entities of a similar legal nature, the venturers share joint and several liability with respect to the activity carried on (see Note 12).

## 25. INCOME AND EXPENSES

### a) Operating revenues

The Group classifies operating income under "Revenue", except for that arising from work on non-current assets, operating grants, income from the sale of real estate assets and the expenses chargeable to tenants are recorded as "Other Operating Income" on the enclosed consolidated income statement.

Note 26, "Segment Reporting", shows the contribution of the business lines to consolidated revenue.



The details of “Other Operating Income” in 2009 and 2008 are as follows:

|                                            | 2009           | 2008           |
|--------------------------------------------|----------------|----------------|
| Income from sundry services                | 205,726        | 212,524        |
| CO <sub>2</sub> emission rights            | 35,278         | 16,251         |
| Insurance indemnities                      | 19,922         | 13,806         |
| Real estate business charges               | 7,185          | 28,397         |
| Operating grants                           | 21,591         | 6,911          |
| Other income                               | 14,642         | 12,446         |
| Excess provisions                          | 53,183         | 59,440         |
| Income from the sale of real estate assets | —              | 25,344         |
|                                            | <b>357,527</b> | <b>375,119</b> |

#### b) Raw materials and consumables

The details of the balance under “Raw materials and consumables” at 31 December 2009 and 2008 were as follows:

|                                                      | 2009             | 2008             |
|------------------------------------------------------|------------------|------------------|
| Work performed by subcontractors and other companies | 3,941,190        | 4,183,987        |
| Purchases and procurements                           | 2,181,971        | 2,724,380        |
| Other external expenses                              | 2,961            | 78,874           |
|                                                      | <b>6,126,122</b> | <b>6,987,241</b> |

#### c) Staff costs

The details of “Staff Costs” in 2009 and 2008 is as follows:

|                    | 2009             | 2008             |
|--------------------|------------------|------------------|
| Wages and salaries | 2,584,745        | 2,556,951        |
| Social security    | 648,387          | 634,935          |
| Other staff costs  | 63,390           | 68,880           |
|                    | <b>3,296,522</b> | <b>3,260,766</b> |

The balance under “Staff costs” at 31 December 2009 included EUR 1,824 thousand (EUR 733 thousand at 31 December 2008) relative to the Stock Option Plan (Note 18).

The average number of employees working for the Group, by professional category, in 2009 and 2008 was as follows:

|                                   | 2009          | 2008          |
|-----------------------------------|---------------|---------------|
| Managers and university graduates | 4,410         | 4,357         |
| Other qualified line personnel    | 7,367         | 7,154         |
| Clerical and similar staff        | 10,403        | 11,054        |
| Other salaried employees          | 71,486        | 71,298        |
|                                   | <b>93,666</b> | <b>93,863</b> |

The average number of employees at the Group, by professional category, in 2009 and 2008 was as follows:

|        | 2009          | 2008          |
|--------|---------------|---------------|
| Male   | 73,834        | 73,856        |
| Female | 19,832        | 20,007        |
|        | <b>93,666</b> | <b>93,863</b> |

#### d) Finance income and expense

The detail of the finance income in 2009 and 2008, based on the assets giving rise thereto, is as follows:

|                                     | 2009          | 2008           |
|-------------------------------------|---------------|----------------|
| Held-for-trading financial assets   | 3,043         | 49             |
| Available-for-sale financial assets | 2,878         | 4,546          |
| Held-to-maturity investments        | 5,808         | 5,380          |
| Currant and non-current loans       | 17,373        | 43,003         |
| “Lump sum payment” projects         | 8,518         | 5,769          |
| Cash and cash equivalents           | 28,576        | 47,109         |
|                                     | <b>66,196</b> | <b>105,856</b> |

The details of finance costs in 2009 and 2008 are as follows:

|                                                                     | 2009           | 2008           |
|---------------------------------------------------------------------|----------------|----------------|
| Credit facilities and loans                                         | 208,737        | 424,367        |
| Limited recourse project financing loans                            | 94,010         | 100,587        |
| Payable under finance leases                                        | 7,882          | 5,650          |
| Payable to third parties                                            | 19,412         | 18,967         |
| Assignment of accounts receivable under “lump sum payment” projects | 9,041          | 27,648         |
| Other finance costs                                                 | 18,187         | 13,035         |
|                                                                     | <b>357,269</b> | <b>590,254</b> |

#### e) Gains (losses) on changes in fair value of financial instruments

The detail of the balance of “Change in Fair Value of Financial Instruments” is as follows:

|                                     | 2009         | 2008            |
|-------------------------------------|--------------|-----------------|
| Held-for-trading financial assets   | —            | 52              |
| Available-for-sale financial assets | —            | 3,980           |
| Held-to-maturity investments        | —            | (3)             |
| Derivatives                         | 5,189        | (19,602)        |
|                                     | <b>5,189</b> | <b>(15,573)</b> |

The most noteworthy transaction was the settlement of the equity swap associated with the Share Option Plan for the fair value of the swap at the time of cancellation, i.e. EUR 8,322 thousand (see Note 18) (loss of EUR 16,596 thousand in 2008).

#### f) Impairment and gains or losses on disposals of financial instruments

The composition of the balances under “Impairment and gains or losses on disposals of financial instruments” in 2009 and 2008 was as follows:

|                                                                            | 2009          | 2008          |
|----------------------------------------------------------------------------|---------------|---------------|
| Gain on the sale of FCC Global Insurance General Services, S.A. (Note 4.b) | 44,299        | —             |
| Gains on contributions to Global Vía Infraestructuras, S.A. (Note 4.b)     | 17,283        | 14,699        |
| Sale of investment in SIIC Paris                                           | —             | 15,647        |
| Current held-for-trading securities                                        | (3,560)       | 3,114         |
| Other                                                                      | 13,173        | (635)         |
| Impairment                                                                 | (27,866)      | (2,658)       |
|                                                                            | <b>43,329</b> | <b>30,167</b> |

In 2009, thirteen concessions were contributed to Global Vía Infraestructura, S.A. (see Note 4), giving rise to gains for the Group of EUR 17,283 thousand (EUR 14,699 thousand in 2008). The most noteworthy of the concessions in 2009 included Autovía del Camino, S.A., with gains of EUR 6,363 thousand and Transportes Ferroviales de Madrid, S.A., with gains of EUR 5,007 thousand.

Under the heading of impairment Xfera Móviles, S.A. lost EUR 18,443 thousand.

## 26. SEGMENT REPORTING

### a) Business segments

The business segments presented coincide with the business areas, as described in Note 1. The segment information shown in the following tables was prepared in accordance with the management criteria established internally by Group management, which coincide with the accounting policies adopted to prepare and present the Group's consolidated financial statements.

The "Energy" activities which became operational in 2008 were included as a business segment in 2009.

The income and expenses contributed by the Realia Business Group in 2008 relate to the period until 30 December, when control was lost (Note 4).

The "Other Businesses" column includes the financial activity arising from the Group's centralised cash management, the operation of the Torre Picasso building and the companies that do not belong to any of the aforementioned Group activities.

### Income statement by segment

In particular, the information shown in the following tables includes the following items as the segment result for 2009 and 2008:

- All operating income and expenses of the subsidiaries and joint ventures relating to the business carried on by the segment.
- Interest income and expenses arising from segment assets and liabilities, dividends and gains and losses on sales of the financial assets of the segment.
- The stake in the profits (losses) of companies carried by the equity method.
- The income tax expense relating to the transactions performed by each segment.
- The "Other Businesses" column includes, in addition to the aforementioned items, the eliminations due to financial or other transactions between Group segments.
- The contribution of each area to the equity attributable to the shareholders of Fomento de Construcciones y Contratas, S.A. is shown under "Contribution to FCC Group Profit".

|                                                      | Services   |                 |          |              |           |             |                |
|------------------------------------------------------|------------|-----------------|----------|--------------|-----------|-------------|----------------|
|                                                      | Total      | The Environment | Versia   | Construction | Cement    | Energy      | Other Business |
| 2009                                                 |            |                 |          |              |           |             |                |
| Net turnover                                         | 12,699,629 | 3,601,697       | 820,012  | 7,201,220    | 1,035,393 | 81,948      | (40,641)       |
| Gross operating profit                               | 1,460,615  | 610,145         | 74,590   | 406,102      | 289,044   | 65,835      | 14,895         |
| Percentage of turnover                               | 11.50%     | 16.94%          | 9.10%    | 5.64%        | 27.92%    | 80.34%      | (36.66%)       |
| Fixed asset depreciation                             | (737,639)  | (322,863)       | (80,487) | (121,199)    | (162,969) | (42,636)    | (7,485)        |
| Other operating profit                               | 8,108      | 10,124          | (658)    | (3,857)      | 2,494     | —           | 5              |
| Operating profit                                     | 731,084    | 297,406         | (6,555)  | 281,046      | 128,569   | 23,199      | 7,415          |
| Parentage of turnover                                | 5.76%      | 8.26%           | (0.80%)  | 3.90%        | 12.42%    | 28.31%      | (18.25%)       |
| Finance income and expense                           | (291,073)  | (155,713)       | (16,983) | (37,489)     | (73,036)  | (29,797)    | 21,945         |
| Other financial income(expense)                      | 15,977     | (10,846)        | 479      | 64,081       | (8,593)   | (7)         | (29,137)       |
| Results of companies carried using the equity method | (6,093)    | 17,335          | 2,178    | (2,725)      | 6,929     | 513         | (30,323)       |
| Before-tax profits from continuing operations        | 449,895    | 148,182         | (20,881) | 304,913      | 53,869    | (6,092)     | (30,096)       |
| Corporate income tax                                 | (114,916)  | (31,488)        | 5,389    | (77,673)     | (13,984)  | 2,615       | 225            |
| Consolidated profit for the year                     | 334,979    | 116,694         | (15,492) | 227,240      | 39,885    | (3,477)     | (29,871)       |
| Minority interests                                   | (27,780)   | (2,452)         | (24)     | (2,414)      | (15,843)  | (152)       | (6,895)        |
| Profit attributable to the parent                    | 307,199    | 114,242         | (15,516) | 224,826      | 24,042    | (3,629)     | (36,766)       |
| Contribution to FCC Group profit                     | 307,199    | 114,242         | (15,516) | 224,826      | 17,147    | (3,629)     | (29,871)       |
|                                                      |            |                 |          |              |           |             |                |
|                                                      | Servicios  |                 |          |              |           |             |                |
|                                                      | Total      | The Environment | Versia   | Construcción | Cement    | Real Estate | Other Business |
| 2008                                                 |            |                 |          |              |           |             |                |
| Net turnover                                         | 14,019,500 | 3,636,473       | 897,416  | 7,744,537    | 1,425,060 | 402,298     | (86,284)       |
| Gross operating profit                               | 1,762,317  | 605,779         | 96,451   | 462,824      | 417,312   | 131,050     | 48,901         |
| Percentage of turnover                               | 12.57%     | 16.66%          | 10.75%   | 5.98%        | 29.28%    | 32.58%      | (56.67%)       |
| Fixed asset depreciation                             | (745,674)  | (319,439)       | (79,216) | (133,858)    | (172,629) | (34,049)    | (6,483)        |
| Other operating profit                               | (70,333)   | 12,081          | (23,304) | (3,775)      | (9,080)   | (46,251)    | (4)            |
| Operating profit                                     | 946,310    | 298,421         | (6,069)  | 325,191      | 235,603   | 50,750      | 42,414         |
| Parentage of turnover                                | 6.75%      | 8.21%           | (0.68%)  | 4.20%        | 16.53%    | 12.62%      | (49.16%)       |
| Finance income and expense                           | (484,398)  | (232,020)       | (9,550)  | (69,975)     | (72,202)  | (106,444)   | 5,793          |
| Other financial income(expense)                      | 15,776     | 2,818           | (1,764)  | 18,464       | (873)     | 18,620      | (21,489)       |
| Results of companies carried using the equity method | 15,162     | 21,289          | 958      | (16,252)     | 12,621    | (3,454)     | —              |
| Before-tax profits from continuing operations        | 492,850    | 90,508          | (16,425) | 257,428      | 175,149   | (40,528)    | 26,718         |
| Corporate income tax                                 | (99,960)   | 19,895          | 4,494    | (87,036)     | (41,034)  | 11,935      | (8,214)        |
| Consolidated profit for the year                     | 392,890    | 110,403         | (11,931) | 170,392      | 134,115   | (28,593)    | 18,504         |
| Minority interests                                   | (58,851)   | (3,084)         | 42       | (7,557)      | (32,351)  | 4,643       | (20,544)       |
| Profit attributable to the parent                    | 334,039    | 107,319         | (11,889) | 162,835      | 101,764   | (23,950)    | (2,040)        |
| Contribution to FCC Group profit                     | 334,039    | 107,319         | (11,889) | 162,835      | 70,284    | (13,014)    | 18,504         |

With regard to “Other Businesses” in the table above, the following items are particularly worthy of note in 2009 and 2008:

#### Net turnover

|                                           | 2009            | 2008            |
|-------------------------------------------|-----------------|-----------------|
| Torre Picasso                             | 26,127          | 26,173          |
| Elimination of inter-segment transactions | (77,446)        | (122,726)       |
| Other                                     | 10,678          | 10,269          |
|                                           | <b>(40,641)</b> | <b>(86,284)</b> |

#### Contribution to FCC Group profit (net of tax)

|                                                                                              | 2009            | 2008          |
|----------------------------------------------------------------------------------------------|-----------------|---------------|
| Results of Realia Business carried by the equity method (Note 4)                             | (16,445)        | —             |
| Results of Global Vía Group carried by the equity method (*)                                 | (13,522)        | —             |
| Gain on the sale of FCC Global Insurance General Services, S.A.                              | 36,325          | —             |
| Intra-group profit on the transfer of the portfolio of Global Vía Infraestructuras, S.A. (*) | (53,376)        | —             |
| Torre Picasso (Note 8)                                                                       | 13,202          | 11,160        |
| Financial management and other                                                               | 3,945           | 7,344         |
|                                                                                              | <b>(29,871)</b> | <b>18,504</b> |

(\*) In 2008, the results of the Global Vía Group were included under “Construction”. In 2009, the company FCC Construcción, S.A. transferred its shares of Global Vía Infraestructuras, S.A. to Fomento de Construcciones y Contratas, S.A.

## Balance sheet by segments

|                                             | Total Group | Servicios       |         | Construction | Cement    | Energy    | Other Business |
|---------------------------------------------|-------------|-----------------|---------|--------------|-----------|-----------|----------------|
|                                             |             | The Environment | Versia  |              |           |           |                |
| <u>2009</u>                                 |             |                 |         |              |           |           |                |
| <u>ASSETS</u>                               |             |                 |         |              |           |           |                |
| Non-current assets                          | 12,832,839  | 5,368,193       | 637,967 | 1,708,916    | 2,998,148 | 1,014,423 | 1,105,192      |
| Intangible fixed assets                     | 4,462,312   | 1,971,672       | 275,836 | 496,442      | 1,105,580 | 545,903   | 66,879         |
| Property, plant and equipment               | 5,957,478   | 2,729,658       | 281,703 | 741,526      | 1,752,765 | 463,939   | (12,113)       |
| Investment properties                       | 264,093     | 7,332           | —       | 18,563       | —         | —         | 238,198        |
| Investments carried using the equity method | 1,145,754   | 191,364         | 25,785  | 193,731      | 40,991    | 914       | 692,969        |
| Non-current financial assets                | 404,024     | 262,582         | 20,745  | 78,397       | 7,299     | 51        | 34,950         |
| Deferred tax assets                         | 599,178     | 205,585         | 33,898  | 180,257      | 91,513    | 3,616     | 84,309         |
| Current assets                              | 8,427,874   | 1,920,778       | 331,924 | 5,282,017    | 869,534   | 56,602    | (32,981)       |
| Non-current assets held for sale            | —           | —               | —       | —            | 879       | —         | (879)          |
| Inventories                                 | 1,103,282   | 38,436          | 35,363  | 887,191      | 141,141   | 146       | 1,005          |
| Trade and other accounts receivable         | 5,372,976   | 1,478,758       | 247,486 | 3,395,067    | 255,609   | 20,930    | (24,874)       |
| Other current financial assets              | 230,980     | 109,426         | 24,095  | 100,382      | 17,183    | 4,013     | (24,119)       |
| Other current assets                        | 66,174      | 23,317          | 3,321   | 34,668       | 4,311     | 266       | 291            |
| Cash and cash equivalents                   | 1,654,462   | 270,841         | 21,659  | 864,709      | 450,411   | 31,247    | 15,595         |
| Total assets                                | 21,260,713  | 7,288,971       | 969,891 | 6,990,933    | 3,867,682 | 1,071,025 | 1,072,211      |
| <u>LIABILITIES</u>                          |             |                 |         |              |           |           |                |
| Equity                                      | 3,136,517   | 540,738         | 125,377 | 576,679      | 1,455,645 | (6,425)   | 444,503        |
| Non-current liabilities                     | 10,619,979  | 2,438,120       | 212,118 | 847,187      | 2,014,559 | 677,653   | 4,430,342      |
| Grants                                      | 85,692      | 18,236          | 396     | 63,953       | 3,107     | —         | —              |
| Provisions -non-current                     | 906,535     | 445,962         | 59,597  | 186,339      | 49,547    | 11,844    | 153,246        |
| Non-current financial liabilities           | 8,393,590   | 1,432,132       | 109,563 | 469,548      | 1,666,832 | 556,287   | 4,159,228      |
| Deferred tax liabilities                    | 1,216,910   | 524,546         | 42,562  | 127,347      | 295,065   | 109,522   | 117,868        |
| Other non-current liabilities               | 17,252      | 17,244          | —       | —            | 8         | —         | —              |
| Current liabilities                         | 7,504,217   | 4,310,113       | 632,396 | 5,567,067    | 397,478   | 399,797   | (3,802,634)    |
| Provisions -current                         | 110,773     | 8,216           | 1,387   | 101,123      | 47        | —         | —              |
| Current financial liabilities               | 1,487,563   | 953,865         | 263,233 | 1,039,082    | 238,956   | 384,537   | (1,392,110)    |
| Trade and other accounts payable            | 5,896,831   | 1,109,084       | 216,182 | 4,422,243    | 156,054   | 15,260    | (21,992)       |
| Other current liabilities                   | 9,050       | 2,025           | 13      | 4,619        | 2,421     | —         | (28)           |
| Intra-group transactions                    | —           | 2,236,923       | 151,581 | —            | —         | —         | (2,388,504)    |
| Total liabilities                           | 21,260,713  | 7,288,971       | 969,891 | 6,990,933    | 3,867,682 | 1,071,025 | 1,072,211      |

|                                             | Total<br>Group | Services           |           | Construction | Cement    | Other<br>Business |
|---------------------------------------------|----------------|--------------------|-----------|--------------|-----------|-------------------|
|                                             |                | The<br>Environment | Versia    |              |           |                   |
| <u>2008</u>                                 |                |                    |           |              |           |                   |
| <u>ASSETS</u>                               |                |                    |           |              |           |                   |
| Non-current assets                          | 11,829,356     | 5,082,440          | 661,704   | 2,046,913    | 3,342,333 | 695,966           |
| Intangible fixed assets                     | 3,886,429      | 1,974,452          | 301,228   | 406,583      | 1,107,433 | 96,733            |
| Property, plant and equipment               | 5,491,693      | 2,520,374          | 288,419   | 726,613      | 1,859,848 | 96,439            |
| Investment properties                       | 263,919        | —                  | —         | 23,253       | —         | 240,666           |
| Investments carried using the equity method | 1,116,605      | 168,088            | 25,473    | 583,699      | 170,270   | 169,075           |
| Non-current financial assets                | 517,868        | 227,230            | 21,730    | 129,663      | 113,834   | 25,411            |
| Deferred tax assets                         | 552,842        | 192,296            | 24,854    | 177,102      | 90,948    | 67,642            |
| Current assets                              | 8,768,005      | 1,948,095          | 357,360   | 5,636,532    | 832,235   | (6,217)           |
| Non-current assets held for sale            | 7,367          | —                  | —         | —            | 7,367     | —                 |
| Inventories                                 | 1,575,256      | 49,571             | 44,609    | 1,260,675    | 219,606   | 795               |
| Trade and other accounts receivable         | 5,499,162      | 1,467,117          | 263,198   | 3,463,130    | 305,533   | 184               |
| Other current financial assets              | 222,830        | 191,051            | 26,016    | 57,882       | 13,438    | (65,557)          |
| Other current assets                        | 54,729         | 18,546             | 2,222     | 29,501       | 3,938     | 522               |
| Cash and cash equivalents                   | 1,408,661      | 221,810            | 21,315    | 825,344      | 282,353   | 57,839            |
| Total assets                                | 20,597,361     | 7,030,535          | 1,019,064 | 7,683,445    | 4,174,568 | 689,749           |
| <u>LIABILITIES</u>                          |                |                    |           |              |           |                   |
| Equity                                      | 3,197,953      | 496,543            | 140,757   | 537,265      | 1,368,528 | 654,860           |
| Non-current liabilities                     | 8,758,123      | 2,215,697          | 266,389   | 784,325      | 2,340,415 | 3,151,297         |
| Grants                                      | 63,576         | 14,534             | 405       | 44,554       | 4,083     | —                 |
| Provisions -non-current                     | 821,429        | 390,016            | 55,469    | 176,593      | 49,449    | 149,902           |
| Non-current financial liabilities           | 6,872,318      | 1,284,572          | 181,110   | 478,094      | 1,985,286 | 2,943,256         |
| Deferred tax liabilities                    | 1,000,004      | 525,779            | 29,405    | 85,084       | 301,597   | 58,139            |
| Other non-current liabilities               | 796            | 796                | —         | —            | —         | —                 |
| Current liabilities                         | 8,641,285      | 4,318,295          | 611,918   | 6,361,855    | 465,625   | (3,116,408)       |
| Provisions -current                         | 91,918         | 4,550              | 552       | 86,816       | —         | —                 |
| Current financial liabilities               | 2,224,890      | 1,119,153          | 242,653   | 1,219,263    | 279,109   | (635,288)         |
| Trade and other accounts payable            | 6,308,398      | 1,041,577          | 216,992   | 5,045,808    | 184,592   | (180,571)         |
| Other current liabilities                   | 16,079         | 1,632              | 7         | 9,968        | 1,924     | 2,548             |
| Intra-group transactions                    | —              | 2,151,383          | 151,714   | —            | —         | (2,303,097)       |
| Total liabilities                           | 20,597,361     | 7,030,535          | 1,019,064 | 7,683,445    | 4,174,568 | 689,749           |

## Cash flows by segment

|                                | Total Group     | Services        |                 | Construction   | Cement         | Energy        | Real Estate     | Other business   |
|--------------------------------|-----------------|-----------------|-----------------|----------------|----------------|---------------|-----------------|------------------|
|                                |                 | The Environment | Versia          |                |                |               |                 |                  |
| <b>2009</b>                    |                 |                 |                 |                |                |               |                 |                  |
| From operating activities      | 1,577,614       | 682,714         | 113,800         | 146,519        | 360,262        | 71,690        | —               | 202,623          |
| From investing activities      | (1,015,432)     | (406,287)       | (42,659)        | 243,130        | (91,609)       | (207,966)     | —               | (510,041)        |
| From financing activities      | (306,946)       | (219,427)       | (71,495)        | (349,443)      | (98,253)       | 159,994       | —               | 271,678          |
| <b>Cash flows for the year</b> | <b>255,236</b>  | <b>57,000</b>   | <b>(348)</b>    | <b>40,206</b>  | <b>170,400</b> | <b>23,718</b> | <b>—</b>        | <b>(35,740)</b>  |
| <b>2008</b>                    |                 |                 |                 |                |                |               |                 |                  |
| From operating activities      | 1,102,437       | 359,061         | 83,520          | (20,083)       | 359,661        | —             | (42,653)        | 362,927          |
| From investing activities      | (1,634,850)     | (625,420)       | (42,925)        | (163,256)      | (295,704)      | —             | (105,415)       | (402,130)        |
| From financing activities      | 457,325         | 238,539         | (91,355)        | 313,215        | 1,352          | —             | 121,428         | (125,854)        |
| <b>Cash flows for the year</b> | <b>(75,088)</b> | <b>(27,820)</b> | <b>(50,756)</b> | <b>129,876</b> | <b>65,309</b>  | <b>—</b>      | <b>(26,640)</b> | <b>(165,057)</b> |

## b) Activities and investments by geographical area

Approximately 44% of the Group's business is conducted abroad (2008: 42%).

The breakdown, by market, of the revenue earned abroad by the Group companies in 2009 and 2008 is as follows:

|                | Total            | Servicios        |                | Construction     | Cement         | Real Estate   |
|----------------|------------------|------------------|----------------|------------------|----------------|---------------|
|                |                  | The Environment  | Versia         |                  |                |               |
| <b>2009</b>    |                  |                  |                |                  |                |               |
| European Union | 4,509,742        | 1,111,079        | 209,700        | 3,132,215        | 56,748         | —             |
| USA            | 296,612          | 84,446           | 28,053         | 46,267           | 137,846        | —             |
| Latin America  | 150,456          | 5,440            | 21,936         | 122,461          | 619            | —             |
| Other          | 668,747          | 54,387           | 697            | 513,667          | 99,996         | —             |
|                | <b>5,625,557</b> | <b>1,255,352</b> | <b>260,386</b> | <b>3,814,610</b> | <b>295,209</b> | <b>—</b>      |
| <b>2008</b>    |                  |                  |                |                  |                |               |
| European Union | 4,618,503        | 1,153,745        | 205,079        | 3,132,081        | 58,012         | 69,586        |
| USA            | 358,010          | 98,891           | 29,415         | 36,197           | 193,507        | —             |
| Latin America  | 137,170          | 1,621            | 19,015         | 116,534          | —              | —             |
| Other          | 699,385          | 39,384           | 28,038         | 543,575          | 88,388         | —             |
|                | <b>5,813,068</b> | <b>1,293,641</b> | <b>281,547</b> | <b>3,828,387</b> | <b>339,907</b> | <b>69,586</b> |

The detail, by geographical area, of the Group's assets and liabilities and the cost of the investments made in property, plant and equipment and intangible assets in 2009 and 2008 is as follows:

|                                                                              | Balance Group     | Spain             | U.K.             | Other EU countries | USA            | Latin America  | Other          |
|------------------------------------------------------------------------------|-------------------|-------------------|------------------|--------------------|----------------|----------------|----------------|
| <b>2009</b>                                                                  |                   |                   |                  |                    |                |                |                |
| <b><u>A S S E T S</u></b>                                                    |                   |                   |                  |                    |                |                |                |
| <b>Non-current assets</b>                                                    | <b>12,832,839</b> | <b>7,543,135</b>  | <b>2,391,344</b> | <b>1,833,094</b>   | <b>748,903</b> | <b>197,821</b> | <b>118,542</b> |
| Intangible fixed assets                                                      | 4,462,312         | 2,954,658         | 697,921          | 593,078            | 135,836        | 80,819         | —              |
| Property, plant and equipment                                                | 5,957,478         | 2,648,187         | 1,480,482        | 1,128,873          | 549,555        | 46,361         | 104,020        |
| Investment properties                                                        | 264,093           | 245,530           | —                | 18,563             | —              | —              | —              |
| Investments carried under the equity method                                  | 1,145,754         | 1,018,951         | 11,566           | 40,593             | —              | 63,830         | 10,814         |
| Non-current financial assets                                                 | 404,024           | 305,836           | 55,942           | 31,252             | 6,467          | 3,230          | 1,297          |
| Deferred tax assets                                                          | 599,178           | 369,973           | 145,433          | 20,735             | 57,045         | 3,581          | 2,411          |
| <b>Current assets</b>                                                        | <b>8,427,874</b>  | <b>5,804,538</b>  | <b>159,710</b>   | <b>2,119,493</b>   | <b>107,357</b> | <b>180,133</b> | <b>56,643</b>  |
| Inventories                                                                  | 1,103,282         | 829,181           | 1,541            | 150,894            | 45,853         | 54,113         | 21,700         |
| Trade and other accounts receivable                                          | 5,372,976         | 3,670,607         | 87,976           | 1,464,780          | 50,208         | 88,272         | 11,133         |
| Other current financial assets                                               | 230,980           | 189,376           | 18,367           | 19,964             | 1,417          | 1,666          | 190            |
| Other current assets                                                         | 66,174            | 19,379            | 7,559            | 34,549             | 1,648          | 2,875          | 164            |
| Cash and cash equivalents                                                    | 1,654,462         | 1,095,995         | 44,267           | 449,306            | 8,231          | 33,207         | 23,456         |
| <b>Total assets</b>                                                          | <b>21,260,713</b> | <b>13,347,673</b> | <b>2,551,054</b> | <b>3,952,587</b>   | <b>856,260</b> | <b>377,954</b> | <b>175,185</b> |
| <b><u>L I A B I L I T I E S</u></b>                                          |                   |                   |                  |                    |                |                |                |
| <b>Non-current liabilities</b>                                               | <b>10,619,979</b> | <b>7,786,373</b>  | <b>1,343,564</b> | <b>895,281</b>     | <b>440,985</b> | <b>117,430</b> | <b>36,346</b>  |
| Grants                                                                       | 85,692            | 19,779            | —                | 1,777              | —              | 63,953         | 183            |
| Provisions -non-current                                                      | 906,535           | 435,561           | 258,575          | 184,774            | 25,958         | 1,118          | 549            |
| Non-current financial liabilities                                            | 8,393,590         | 6,580,400         | 794,197          | 607,820            | 349,521        | 43,505         | 18,147         |
| Deferred tax liabilities                                                     | 1,216,910         | 752,033           | 274,787          | 100,910            | 65,498         | 8,854          | 14,828         |
| Other non-current liabilities                                                | 17,252            | (1,400)           | 16,005           | —                  | 8              | —              | 2,639          |
| <b>Current liabilities</b>                                                   | <b>7,504,217</b>  | <b>5,200,775</b>  | <b>414,008</b>   | <b>1,702,560</b>   | <b>90,501</b>  | <b>72,370</b>  | <b>24,003</b>  |
| Provisions -current                                                          | 110,773           | 61,099            | 148              | 47,584             | 407            | 1,535          | —              |
| Current financial liabilities                                                | 1,487,563         | 1,008,100         | 200,665          | 203,219            | 44,493         | 20,421         | 10,665         |
| Trade and other payables                                                     | 5,896,831         | 4,128,714         | 213,195          | 1,448,218          | 42,952         | 50,414         | 13,338         |
| Other current liabilities                                                    | 9,050             | 2,862             | —                | 3,539              | 2,649          | —              | —              |
| <b>Difference assets – liabilities</b>                                       | <b>3,136,517</b>  | <b>360,525</b>    | <b>793,482</b>   | <b>1,354,746</b>   | <b>324,774</b> | <b>188,154</b> | <b>114,836</b> |
| <b>Total liabilities</b>                                                     | <b>21,260,713</b> | <b>13,347,673</b> | <b>2,551,054</b> | <b>3,952,587</b>   | <b>856,260</b> | <b>377,954</b> | <b>175,185</b> |
| <b>Tangible and intangible asset investments and real estate investments</b> | <b>736,291</b>    | <b>419,736</b>    | <b>77,445</b>    | <b>174,524</b>     | <b>47,740</b>  | <b>13,131</b>  | <b>3,715</b>   |

|                                                                              | Total Group       | Spain             | U.K.             | Other EU countries | USA            | Latin America  | Other          |
|------------------------------------------------------------------------------|-------------------|-------------------|------------------|--------------------|----------------|----------------|----------------|
| <b>2008</b>                                                                  |                   |                   |                  |                    |                |                |                |
| <b><u>ASSETS</u></b>                                                         |                   |                   |                  |                    |                |                |                |
| <b>Non-current assets</b>                                                    | <b>11,829,356</b> | <b>6,665,877</b>  | <b>2,263,571</b> | <b>1,804,321</b>   | <b>772,953</b> | <b>194,582</b> | <b>128,052</b> |
| Intangible fixed assets                                                      | 3,886,429         | 2,413,917         | 647,286          | 601,941            | 169,778        | 53,507         | —              |
| Property, plant and equipment                                                | 5,491,693         | 2,283,274         | 1,401,094        | 1,089,688          | 549,369        | 55,119         | 113,149        |
| Investment properties                                                        | 263,919           | 240,666           | —                | 23,253             | —              | —              | —              |
| Investments carried under the equity method                                  | 1,116,605         | 993,123           | 8,407            | 33,714             | —              | 72,201         | 9,160          |
| Non-current financial assets                                                 | 517,868           | 413,858           | 46,825           | 37,363             | 7,479          | 11,321         | 1,022          |
| Deferred tax assets                                                          | 552,842           | 321,039           | 159,959          | 18,362             | 46,327         | 2,434          | 4,721          |
| <b>Current assets</b>                                                        | <b>8,768,005</b>  | <b>6,253,978</b>  | <b>147,338</b>   | <b>2,018,348</b>   | <b>131,511</b> | <b>167,795</b> | <b>49,035</b>  |
| Non-current assets held for sale                                             | 7,367             | 7,367             | —                | —                  | —              | —              | —              |
| Inventories                                                                  | 1,575,256         | 1,293,754         | 1,098            | 154,195            | 62,800         | 38,581         | 24,828         |
| Trade and other accounts receivable                                          | 5,499,162         | 3,771,864         | 93,798           | 1,485,900          | 45,457         | 91,444         | 10,699         |
| Other current financial assets                                               | 222,830           | 190,290           | 13,907           | 15,350             | 1,489          | 1,785          | 9              |
| Other current assets                                                         | 54,729            | 17,432            | 3,125            | 28,967             | 1,333          | 2,799          | 1,073          |
| Cash and cash equivalents                                                    | 1,408,661         | 973,271           | 35,410           | 333,936            | 20,432         | 33,186         | 12,426         |
| <b>Total assets</b>                                                          | <b>20,597,361</b> | <b>12,919,855</b> | <b>2,410,909</b> | <b>3,822,669</b>   | <b>904,464</b> | <b>362,377</b> | <b>177,087</b> |
| <b><u>LIABILITIES</u></b>                                                    |                   |                   |                  |                    |                |                |                |
| <b>Non-current liabilities</b>                                               | <b>8,758,123</b>  | <b>6,091,931</b>  | <b>1,252,919</b> | <b>818,447</b>     | <b>469,113</b> | <b>82,529</b>  | <b>43,184</b>  |
| Grants                                                                       | 63,576            | 17,242            | —                | 1,559              | —              | 44,553         | 222            |
| Provisions -non-current                                                      | 821,429           | 409,486           | 211,373          | 174,379            | 25,578         | —              | 613            |
| Non-current financial liabilities                                            | 6,872,318         | 5,105,198         | 788,690          | 539,350            | 382,347        | 30,571         | 26,162         |
| Deferred tax liabilities                                                     | 1,000,004         | 559,209           | 252,856          | 103,159            | 61,188         | 7,405          | 16,187         |
| Other non-current liabilities                                                | 796               | 796               | —                | —                  | —              | —              | —              |
| <b>Current liabilities</b>                                                   | <b>8,641,285</b>  | <b>6,104,945</b>  | <b>379,785</b>   | <b>1,912,560</b>   | <b>97,144</b>  | <b>118,672</b> | <b>28,179</b>  |
| Provisions -current                                                          | 91,918            | 49,707            | 32               | 40,455             | 190            | 1,534          | —              |
| Current financial liabilities                                                | 2,224,890         | 1,412,691         | 221,524          | 496,459            | 44,230         | 36,780         | 13,206         |
| Trade and other accounts payable                                             | 6,308,398         | 4,637,024         | 158,229          | 1,365,148          | 52,666         | 80,358         | 14,973         |
| Other current liabilities                                                    | 16,079            | 5,523             | —                | 10,498             | 58             | —              | —              |
| <b>Difference assets – liabilities</b>                                       | <b>3,197,953</b>  | <b>722,979</b>    | <b>778,205</b>   | <b>1,091,662</b>   | <b>338,207</b> | <b>161,176</b> | <b>105,724</b> |
| <b>Total liabilities</b>                                                     | <b>20,597,361</b> | <b>12,919,855</b> | <b>2,410,909</b> | <b>3,822,669</b>   | <b>904,464</b> | <b>362,377</b> | <b>177,087</b> |
| <b>Tangible and intangible asset investments and real estate investments</b> | <b>1,092,301</b>  | <b>583,480</b>    | <b>87,027</b>    | <b>274,576</b>     | <b>123,249</b> | <b>23,191</b>  | <b>778</b>     |

### c) Personnel

The average number of employees in 2009 and 2008, by business area, was as follows:

|                 | 2009          | 2008          |
|-----------------|---------------|---------------|
| Services        |               |               |
| The Environment | 49,558        | 49,034        |
| Versia          | 11,251        | 11,712        |
| Construction    | 28,637        | 28,254        |
| Cement          | 3,832         | 4,244         |
| Real estate     | —             | 227           |
| Other business  | 388           | 392           |
|                 | <b>93,666</b> | <b>93,863</b> |

## 27. ENVIRONMENTAL INFORMATION

At the meeting held on 2 June 2009, the Board of Directors of FCC approved the FCC Group's Environmental Policy which responds to the objectives of the 2009-2010 Corporate Responsibility Master Plan and reinforces the FCC Group's commitment to social responsibility as part of FCC's overall strategy in related to environmental services.

The FCC Group conducts its business in keeping with its commitment to corporate responsibility, to compliance with all applicable legal requirements, to its respect for interest groups and its desire to generate wealth and wellbeing.

Aware of just how important environmental preservation and the responsible use of available resources are to the FCC Group and in keeping with the desire to render its services in a way which is respectful of the environment, the FCC Group has established the following standards, applicable to the entire organisation, which serve as the cornerstone of its contribution to sustainable development.

### Continuing improvement

Promoting environmental excellence by establishing objectives for continuously improving performance, minimising the negative impact of the processes, products and services of the FCC Group and maximising the positive impact.

### Control and monitoring

Establishing systems for managing environmental indicators for the operational control of processes that provide the knowledge needed for the purposes of monitoring, evaluating, decision making and communication of the environmental performance of the FCC Group and the fulfilment of the commitments assumed.

### Climate change and pollution prevention

Directing the fight against climate change by implementing processes with lower greenhouse effect gas emissions and by fostering energy efficiency and promoting renewable energies.

Preventing pollution and protecting the environment through effective management and the responsible use of natural resources and by minimising the impact of the emissions, dumping and waste generated and handled in connection with the FCC Group's business activities.

### Observing the environment and innovation

Identifying the risks and opportunities inherent to the activities associated with a changing natural environment in order to promote innovation and the application of new technologies and to generate synergies among the different activities carried out by the FCC Group.

### Life cycle of products and services

Intensifying environmental considerations when planning the activities, acquisition of materials and equipment and relationships with suppliers and contractors.

### The necessary participation of all

Promoting an awareness and application of environmental principles among employees and other interest groups.

Sharing the experience with best practices with the different social agents to foster alternative solutions that contribute to the achievement of a sustainable environment.

The implementation of quality management and environmental management systems and follow-up audits are illustrative of the measures taken by the FCC Group in this area. With regard to environmental risk management, the Group has implemented environmental management systems certified under ISO 14001 standards in the various business areas, which focus on:

- a) Compliance with the applicable regulations and achievement of environmental objectives that go beyond external requirements.
- b) Decrease in environmental impact through adequate planning.
- c) Ongoing analysis of risks and possible improvements.

The basic risk prevention tool is the environmental plan which must be prepared by each operating unit and which consists of:

- a) Identification of environmental issues and of applicable legislation.
- b) Impact evaluation criteria.
- c) Measures to be adopted.
- d) A system for measuring the objectives achieved.

By their very nature, the activities of the Environmental Services business line are geared towards environmental protection and conservation, not only through the production activity itself (waste collection, operation and control of landfills, sewer cleaning, treatment and elimination of industrial waste, wastewater treatment, etc.), but also as a result of performing these activities using production techniques and systems designed to reduce environmental impact, on occasions surpassing the requirements stipulated in the regulations governing this area.

The performance of production activities in the Environmental Services area requires the use of specialised structures, plant and machinery that are efficient in terms of environmental protection and conservation. At 31 December 2009, the acquisition cost of the non-current assets assigned to production in the Services area, net of depreciation and amortisation, totalled EUR 4,701,329 thousand (31 December 2007: EUR 4,494,825 thousand). The environmental provisions, mainly for landfill sealing and shutdown expenses, totalled EUR 348,089 thousand (31 December 2008: EUR 292,429 thousand).

The Group's cement companies have non-current assets designed to filter atmospheric gas emissions, honour their commitments relating to the environmental restoration of depleted quarries and apply technologies that contribute to environmentally-efficient process management.

At year-end the Cementos Portland Valderrivas Group had non-current assets relating to environmental conservation and protection amounting to EUR 191,314 thousand (net of depreciation and amortisation) (2008: EUR 205,446 thousand), with accumulated amortisation of EUR 79,708 thousand (EUR 71,573 thousand in 2008).

The Group's cement business receive, free of charge, CO<sub>2</sub> emission rights under the corresponding national allocation plans. In 2009 and 2008, the emission rights received were equivalent to 7,763,000 tonnes per annum, 7,729,000 tonnes of which referred to the National Allocation Plan (NAP) for Spain for the period 2008-2012 for the companies Cementos Portland Valderrivas, S.A., Cementos Alfa, S.A., Lemona Industrial, S.A. and Uniland Cementera, S.A. and 34,000 tonnes pending final allocation to Cementos Portland Valderrivas, S.A.

On 27 November 2007, the National Allocation Plan (NAP) approved in Spain for 2008-2012 was published in the Official State Gazette. The Cementos Portland Valderrivas Group received for no consideration emission rights equivalent to 7,729 thousand tonnes per annum relating to Cementos Portland Valderrivas, S.A., Cementos Alfa, S.A., Lemona Industrial, S.A. and Uniland Cementera, S.A.

On 17 June 2008, the aforementioned companies reached an agreement with various banks to swap, during the period 2008-2012, a total of 410 thousand tonnes per year of emission rights received under the National Allocation Plan (known as EUAs) for rights acquired due to investments in projects in developing countries (known as CERs). The banks guaranteed a premium per tonne exchanged. The Group recognised the proportional part of the premium guaranteed for 2008, EUR 1,274 thousand, under "Other Operating Income" in the consolidated income statement for the year ended 31 December 2008. These agreements were cancelled in October 2008 and February 2009, which resulted in compensation of EUR 2,786 thousand in 2009 and EUR 6,631 thousand in 2008, recorded under the same caption as above.

In 2008 the Cement Group also sold EUR 3,127 thousand tonnes of emission rights at market price to various entities (982 thousand in 2008) giving rise to gain of EUR 35,278 thousand (16,251 thousand in 2008) which were recognised under "Other Operating Income" in the consolidated income statement for 2009 (see Note 25.a).

In October 2008 the Cementos Portland Valderrivas Group executed various spot forward contracts for greenhouse gas emission rights, which involved selling 3,000 thousand rights to a bank for a total price of EUR 60,805 thousand and undertaking to repurchase the rights in 2010 and 2012 for a pre-established higher price. This agreement was considered to be a financing transaction.

The Construction division adopts environmental practices which make it possible to respect the environment in the performance of construction projects, and minimises its environmental impact through the following measures: reduction of atmospheric dust emissions; noise and vibration control; control of water discharges, with special emphasis on the treatment of effluents generated by construction projects; maximum reduction of waste generation; safeguarding of the

biological diversity of animals and plants; protection of urban surroundings due to the occupation, pollution or loss of land, and the development of specific training programs for line personnel involved in the environmental decision-making process. It has also implemented an “Environmental Behaviour Code” which establishes the environmental conservation and protection requirements for subcontractors and suppliers

The Energy area strives for energy efficiency through the use of technologies which focus on the generation and use of renewable energies as vital mechanisms for the reduction of CO<sub>2</sub> emission and the fight against climate change.

It is not believed that there are any significant contingencies in relation to the protection and enhancement of the environment at 31 December 2009 which could have a significant impact on the enclosed financial statements.

For further information on the matters discussed in this Note, please refer to the Group’s Corporate Social Responsibility report which is published annually on FCC’s website, [www.fcc.es](http://www.fcc.es), among other channels.

## 28. FINANCIAL RISK MANAGEMENT POLICIES

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The concept of financial risk refers to the changes in the financial facilities and instruments arranged by the Group as a result of political, market and other factors and the repercussion thereof on the financial statements.

The FCC Group’s risk management philosophy is consistent with its business strategy and seeks to achieve maximum efficiency and solvency at all times. To this end, strict financial risk management and control criteria have been established, consisting of identifying, measuring, analysing and controlling the risks incurred in the Group’s operations, and the risk policy has been integrated into the Group organisation in the appropriate manner.

In line with this risk policy, the FCC Group arranges hedges initially to hedge the underlying transaction and not for speculative purposes.

In view of the Group’s activities and the transactions through which it carries on its business, it is currently exposed to the following financial risks:

### Capital risk management

The Group manages its capital to ensure that the Group companies will be able to continue to operate as profitable businesses while maximising the return for shareholders through an optimum debt-to-equity balance.

The strategy of the Group as a whole continues to focus on geographical diversification with the acquisition of assets in Europe, North America and Central America.

The cost of capital and the associated risks of each investment project are analysed by the Operational Areas and the Finance Division and are subsequently approved or rejected by the corresponding committee or by the Board of Directors. Other functional areas of the Group may also provide reports if so required.

Aside from the habitual investment analysis objectives (yields, return period, risk assumed, strategic market assessment), one of the objectives of this investment analysis is to maintain the net debt/EBITDA ratio at a reasonable level and within the range negotiated with banks.

The Financial Director, responsible for the management of financial risks, periodically reviews the capital structure, as well as the debt-equity ratio and compliance with the financing covenants.

### Interest rate risk

In order to ensure a position that is in the FCC Group's best interest, an interest-rate risk management policy is actively implemented. The fluctuations and volatility of the money markets give rise to interest rate changes that entail variations in the finance charges related to the Group's debt.

Given the nature of the Group's activities, closely linked to inflation, its financial policy consists of ensuring that both its current financial assets, which to a large extent provide natural hedging for its current financial liabilities, and the Group's debt are partially tied to floating interest rates.

Even so, the FCC Group performed interest rate hedging transactions in 2009, ending the year with various hedging instruments of varying maturities on 46.4% of the Group's total net debt, including project financing hedges.

Complying with the policy of classifying original instruments as hedges, the FCC Group has arranged interest rate hedges, mainly swaps (IRSs) in which the Group companies pay a fixed rate and receive a floating rate.

### Exchange rate risk

Complying with the policy of classifying original instruments as hedges, the FCC Group has arranged interest rate hedges, mainly swaps (IRSs) in which the Group companies pay a fixed rate and receive a floating rate.

A noteworthy consequence of the FCC Group's positioning in international markets is the exposure resulting from net positions in foreign currencies against the euro or in one foreign currency against another when the investment and financing of an activity cannot be made in the same currency.

The FCC Group's general policy is to mitigate, as far as possible, the adverse effect on its financial statements of exposure to foreign currencies, with regard to both transactional and purely equity related changes. The FCC Group therefore manages the effect that foreign currency risk can have on the balance sheet and the income statement.

The Group actively manages its foreign currency risk by arranging financial transactions in the same currency as that in which the related asset is denominated, i.e. efforts are made, at all times, to obtain in local currency the financing required for the local activity of the company in the country of origin of the investment, with a view to creating a natural hedge or a matching of the cash flows to the financing. However, there are occasions when, due to the weakness of the currency of the country of origin of the investment, this is not possible because long-term financing cannot be obtained in that currency. In this case, financing will be obtained either in the currency of the consolidated group or in the most closely correlated foreign currency.

Foreign currency risk is expressed as the portion of the Group's equity denominated in currencies other than the euro, as indicated in Note 17, part f) "Equity", the most noteworthy currency being the pound sterling.

## Solvency risk

At 31 December 2009, the FCC Group's net financial debt amounted to EUR 7.655.157 as shown in the following table:

|                                                  | 2009               | 2008               |
|--------------------------------------------------|--------------------|--------------------|
| Bank loans and overdrafts                        | 8,688,982          | 8,096,273          |
| Debt instruments and other marketable securities | 563,297            | 143,674            |
| Other interest-bearing financial debt            | 288,320            | 284,599            |
| Current financial assets                         | (230,980)          | (222,830)          |
| Cash and cash equivalents                        | (1,654,462)        | (1,408,661)        |
| <b>Net financial debt</b>                        | <b>7,655,157</b>   | <b>6,893,055</b>   |
| <b>Net limited recourse debt</b>                 | <b>(2,881,637)</b> | <b>(1,572,979)</b> |
| <b>Net recourse debt</b>                         | <b>4,773,520</b>   | <b>5,320,076</b>   |

The most relevant ratio for the purposes of measuring solvency and debt repayment capacity is net debt/EBITDA. The Group's ratios are reasonable and fulfil the conditions negotiated with banks.

## Liquidity risk

The FCC Group is present in various markets in order to facilitate the obtainment of financing and to mitigate liquidity risk.

Despite the adverse situation that affected the financial markets throughout the year, the FCC Group has remained extremely well positioned and has anticipated any potential adversity by paying close attention to the evolution of the factors that may help to resolve liquidity difficulties in the future and to the various sources of financing and their characteristics.

The detail of the credit lines granted at consolidated level at 31 December 2009, taking into account only current and non-current bank borrowings and excluding the items accounted for as non-recourse borrowings, amounts payable under finance leases and accrued interest payable, is as follows:

|              | Amount granted | Available balance | Used balance |
|--------------|----------------|-------------------|--------------|
| Consolidated | 8,085,986      | 2,135,262         | 5,950,724    |

## Concentration risk

This risk arises from the concentration of financing transactions with common features such as:

- Sources of financing: the FCC Group obtains financing from over 160 Spanish and international banks.
- Markets/geographical area (Spanish, foreign): the FCC Group operates in a wide variety of Spanish and international markets and 81% of the Group's debt is concentrated in euros and 19% in various currencies in several international markets.
- Products: the FCC Group arranges a broad spectrum of financial products, including loans, credit facilities, debt instruments, syndicated transactions and discounting facilities.

- Currency: the FCC Group finances its operations in a wide variety of currencies. Although there is a significant concentration of investments in euros, US dollars and pounds sterling, investments tend to be financed in the local currency provided this is possible in the country of origin.

### Sensitivity test

With regard to the sensitivity test of derivatives and net debt, the table below shows the amounts obtained, in thousands of euros, in relation to the active derivatives at the end of the year with an impact on equity and the income statement, once the percentage of interest is applied.

|                                                                                       | Full consolidation |                   | Equity method     |                   |
|---------------------------------------------------------------------------------------|--------------------|-------------------|-------------------|-------------------|
|                                                                                       | -100 basis points  | +100 basis points | -100 basis points | +100 basis points |
| Impact on equity (hedging derivatives)                                                | (70,705)           | 64,491            | (63,314)          | 45,992            |
| Impact on the income statement (derivatives that do not qualify for hedge accounting) | (2,857)            | 2,394             | (230)             | 213               |

It should also be noted that a 100-basis point increase and decrease in the interest rates on the net debt, after excluding any hedged debt, would give rise to a cost of EUR 49,200 thousand or income of EUR 49,200 thousand, respectively, in profit before tax in the FCC Group's income statement.

## 29. INFORMATION ON RELATED PARTY TRANSACTIONS

### a) Transactions with significant shareholders of the Parent

The detail of the significant transactions involving a transfer of resources or obligations between Group companies and significant shareholders is as follows:

| Shareholder | Group Company            | Type of transaction | Type of relationship | Amount |
|-------------|--------------------------|---------------------|----------------------|--------|
| B1998, S.L. | FCC Medio Ambiente, S.A. | Contractual         | Cleaning services    | 5,459  |

### b) Transactions with Company directors and officers

The bylaw-stipulated emoluments earned by the directors of Fomento de Construcciones y Contratas, S.A. payable to them by the Company or by any of the Group companies, joint ventures or associates totalled EUR 2,209 thousand in 2009 (EUR 3,041 thousand in 2008).

The detail of the fixed and variable remuneration earned by the executive directors of Fomento de Construcciones y Contratas, S.A. in 2009 and 2008 and payable to them by the Company or by any of the Group companies, joint ventures or associates is as follows:

|          | 2009  | 2008  |
|----------|-------|-------|
| Fixed    | 4,075 | 4,189 |
| Variable | 1,866 | 289   |
|          | 5,941 | 4,478 |

The senior executives listed below, who are not members of the Board of Directors, earned total remuneration of EUR 6.686 thousand in 2009 (2008: EUR 5,859 thousand).

## 2009

|                               |                                                                     |
|-------------------------------|---------------------------------------------------------------------|
| José Luís de la Torre Sánchez | Chairman of FCC Servicios                                           |
| Miguel Hernanz Sanjuan        | Director of Internal Audit                                          |
| Dieter Kiefer                 | Chairman and CEO of Cementos Portland Valderrivas                   |
| José Mayor Oreja              | Chairman of FCC Construcción, S.A.                                  |
| Víctor Pastor Fernández       | Director of Finance                                                 |
| Antonio Gómez Ciria           | Director of Administration and Information Technology               |
| Gerard Ries                   | Deputy Director of Strategy and International Corporate Development |
| Eduardo González Gómez        | Director of Energy and Sustainability                               |
| José Manuel Velasco Guardado  | Director of Communications and Corporate Responsibility             |
| Francisco Martín Monteagudo   | Director of Human Resources                                         |

## 2008

|                                                    |                                                                     |
|----------------------------------------------------|---------------------------------------------------------------------|
| José Luís de la Torre Sánchez                      | Chairman of FCC Servicios                                           |
| Antonio Gómez Ciria                                | Director of Internal Audit                                          |
| José Ignacio Martínez-Ynzenga Cánovas del Castillo | Chairman of Cementos Portland Valderrivas                           |
| Dieter Kiefer                                      | Chairman of Cementos Portland Valderrivas                           |
| José Mayor Oreja                                   | Chairman of FCC Construcción, S.A.                                  |
| Víctor Pastor Fernández                            | Director of Finance                                                 |
| José Luís Vasco Hernando                           | Director of Administration                                          |
| Gerard Ries                                        | Deputy Director of Strategy and International Corporate Development |
| Eduardo González Gómez                             | Director of Energy                                                  |
| José Ramón Ruiz Carrero                            | Deputy Director of Cost Optimisation                                |

The payments made by the Group in relation to the insurance policy taken out for, among others, certain executive directors and executives of the Company or the Group are disclosed in Note 23.

Except as indicated in Note 23, no other remuneration, advances, loans or guarantees were granted to the Board members.

Set forth below are the required disclosures in relation to the ownership interests held by the directors of Fomento de Construcciones y Contratas, S.A. in the share capital of non-FCC Group companies; the activities (if any) performed by them, as independent professionals or as employees, that are identical, similar or complementary to the activity that constitutes the company object of the FCC Group; and the transactions (if any) conducted by them or by persons acting on their behalf, with the Company or with any company in the same Group that are not part of the Company's normal business activities or are not conducted on an arm's length basis:

- The directors of Fomento de Construcciones y Contratas, S.A. have declared that they do not engage in any activity, as independent professionals or as employees, that is identical, similar or complementary to the activity that constitutes the Company's object.
- The Board members of the Company do not hold any ownership interests in the share capital of any companies engaging in an activity that is identical, similar or complementary to the activity that constitutes the company object of Fomento de Construcciones y Contratas, S.A.
- In 2008 the other directors of Fomento de Construcciones y Contratas, S.A., or persons acting on their behalf, did not perform, with the Company or with any company in the same Group, any transactions that were not part of the Company's normal business activities or were not conducted on an arm's length basis.

The detail of the directors who hold positions at companies in which Fomento de Construcciones y Contratas, S.A. holds a direct or indirect ownership interest is as follows:

| Director name or business name      | Name of Group Company               | Position          |
|-------------------------------------|-------------------------------------|-------------------|
| CARTERA DEVA, S.A.                  | CEMENTOS PORTLAND VALDERRIVAS, S.A. | DIRECTOR          |
| EAC INVERSIONES CORPORATIVAS, S.L.  | CEMENTOS PORTLAND VALDERRIVAS, S.A. | DIRECTOR          |
| EAC INVERSIONES CORPORATIVAS, S.L.  | FCC CONSTRUCCIÓN, S.A.              | DIRECTOR          |
| FERNANDO FALCÓ FERNÁNDEZ DE CÓRDOVA | FCC CONSTRUCCIÓN, S.A.              | DIRECTOR          |
| FERNANDO FALCÓ FERNÁNDEZ DE CÓRDOVA | GIANT CEMENT HOLDING INC.           | DIRECTOR          |
| FERNANDO FALCÓ FERNÁNDEZ DE CÓRDOVA | WASTE RECYCLING GROUP LIMITED       | DIRECTOR          |
| RAFAEL MONTES SÁNCHEZ               | FCC CONSTRUCCIÓN, S.A.              | DIRECTOR          |
| RAFAEL MONTES SÁNCHEZ               | CEMENTOS PORTLAND VALDERRIVAS, S.A. | DIRECTOR          |
| JUAN CASTELLS MASANA                | WASTE RECYCLING GROUP LIMITED       | DIRECTOR          |
| JUAN CASTELLS MASANA                | CEMENTOS PORTLAND VALDERRIVAS, S.A. | DIRECTOR          |
| ROBERT PEUGEOT                      | FCC CONSTRUCCIÓN, S.A.              | DIRECTOR          |
| ROBERT PEUGEOT                      | ALPINE HOLDING GMBH                 | SUPERVISORY BOARD |
| ROBERT PEUGEOT                      | WASTE RECYCLING GROUP LIMITED       | DIRECTOR          |
| BALDOMERO FALCONES JAQUOTOT         | FCC ENERGÍA, S.A.                   | CHAIRMAN          |
| FELIPE B. GARCÍA PÉREZ              | FCC ENERGÍA, S.A.                   | SECRETARY         |

These directors hold positions or discharge functions and/or hold ownership interests of less than 0.01 % in all cases in other FCC Group companies in which Fomento de Construcciones y Contratas, S.A. directly or indirectly holds a majority of the voting power.

Following is a detail of the significant transactions giving rise to a transfer of resources or obligations between Group companies and their executives or directors:

| Name or company name of the director or officer | Name of the Group company or entity    | Type of transaction | Type of relationship  | Amount |
|-------------------------------------------------|----------------------------------------|---------------------|-----------------------|--------|
| Dominum Desga, S.A.                             | Servicios Especiales de Limpieza, S.A. | Contractual         | Rendering of services | 9,744  |

### c) Transactions between Group companies or entities

Numerous transactions take place between the Group companies as part of the Group's normal business activities which, if they are significant, are eliminated in the preparation of the consolidated financial statements

The revenue recognised in the accompanying consolidated income statement includes EUR

323,159 thousand (EUR 256,837 thousand in 2008) relating to Group company billings to associates.

The Group's consolidated financial statements also include purchases from associates amounting to EUR 18,315 thousand (EUR 13,967 thousand in 2008).

**d) Mechanisms established to detect, determine and resolve possible conflicts of interests between the Parent and/or its Group and its directors, executives or significant shareholders.**

The FCC Group has established precise mechanisms to detect, determine and resolve possible conflicts of interests between the Group companies and their directors, executives and significant shareholders, as indicated in Article 25 of the Board's Regulations.

### 30. FEES PAID TO AUDITORS

The 2009 and 2008 fees for financial audit services and for other professional services provided to the various Group companies and joint ventures composing the FCC Group by the principal auditor and by other auditors participating in the audit of the various Group companies, and by entities related to them, both in Spain and abroad, are shown in the following table:

|                                   | 2009          | 2008          |
|-----------------------------------|---------------|---------------|
| <b>Fees for auditing services</b> | <b>6,508</b>  | <b>6,781</b>  |
| Principal auditor                 | 3,826         | 4,023         |
| Other auditors                    | <u>2,682</u>  | <u>2,758</u>  |
| <b>Fees for other services</b>    | <b>8,035</b>  | <b>5,489</b>  |
| Principal auditor                 | 846           | 572           |
| Other auditors                    | <u>7,189</u>  | <u>4,917</u>  |
|                                   | <b>14,543</b> | <b>12,270</b> |

# SUBSIDIARIES (CONSOLIDATED BY GLOBAL INTEGRATION)

| Company                                                                      | Address                                                   | % Effective ownership | Auditor                                  |
|------------------------------------------------------------------------------|-----------------------------------------------------------|-----------------------|------------------------------------------|
| <b>ENVIRONMENTAL SERVICES</b>                                                |                                                           |                       |                                          |
| Abastecimientos y Saneamientos del Norte, S.A. Unipersonal                   | Uruguay, 11 – Vigo (Pontevedra)                           | 100.00                |                                          |
| Abrantaqua-Serviço de Aguas Residuais Urbanas do Município de Abrantes, S.A. | Portugal                                                  | 60.00                 | Ernst & Young, S.L.                      |
| Acque di Caltanissetta, S.p.A.                                               | Italy                                                     | 88.78                 | Ernst & Young, S.L.                      |
| Adobs Orgànics. S.L.                                                         | Sant Benet, 21 –Manresa (Barcelona)                       | 60.00                 |                                          |
| AEBA Ambiente y Ecología de Buenos Aires, S.A.                               | Argentina                                                 | 52.50                 |                                          |
| Aguas Torrelavega, S.A.                                                      | La Viña, 4 – Torrelavega (Cantabria)                      | 51.00                 | Audinform, S.L.                          |
| Aigües de l'Alt Empordà, S.A.                                                | Lluís Companys, 43 – Roses (Girona)                       | 51.40                 |                                          |
| Aigües de Vallirana, S.A. Unipersonal                                        | Conca de Tremp, 14 – Vallirana (Barcelona)                | 100.00                |                                          |
| Alfonso Benítez, S.A.                                                        | Federico Salmón, 13 - Madrid                              | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Aqua Campiña, S.A.                                                           | Avda. Blas Infante, 6 – Écija (Sevilla)                   | 90.00                 | Audinform, S.L.                          |
| Aquaervas – Aguas de Elvas, S.A.                                             | Portugal                                                  | 100.00                | Ernst & Young, S.L.                      |
| Aqualia Czech, S.L.                                                          | Ulises, 18 – Madrid                                       | 100.00                |                                          |
| Aqualia Gestión Integral del Agua, S.A.                                      | Federico Salmón, 13 - Madrid                              | 100.00                | Ernst & Young, S.L.                      |
| Aqualia Infraestructuras Inzenyryng s.r.o.                                   | Czech Republic                                            | 100.00                | Ernst & Young, S.L.                      |
| Aqualia Infraestructuras de Mexico, S.A. de C.V.                             | Mexico                                                    | 100.00                |                                          |
| Aqualia Infraestructuras, S.A.                                               | Ulises, 18 – Madrid                                       | 100.00                | Ernst & Young, S.L.                      |
| Aqualia New Europe B.V.                                                      | Holland                                                   | 51.00                 | Ernst & Young, S.L.                      |
| Aquamaior-Aguas de Campo Maior, S.A.                                         | Portugal                                                  | 100.00                | Ernst & Young, S.L.                      |
| Armigesa, S.A.                                                               | Plaza de la Constitución s/n – Armilla (Granada)          | 51.00                 |                                          |
| Aguas Municipais de Arteixo, S.A.                                            | Plaza Alcalde Ramón Dopico – Arteixo (La Coruña)          | 51.00                 | Centium Auditores, S.L.                  |
| Azincoart Investment, S.L. Unipersonal                                       | Federico Salmón, 13 – Madrid                              | 100.00                | Deloitte                                 |
| Baltecma Gestión de Residuos Industriales, S.L.                              | Conradores, parcela 34 P.I. Marratxi – Marratxi (Balears) | 70.00                 |                                          |
| Castellana de Servicios, S.A.                                                | Federico Salmón, 13 – Madrid                              | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Chemipur Químicos, S.L. Unipersonal                                          | Pínel, 25 – Sevilla                                       | 100.00                |                                          |
| Colaboración, Gestión y Asistencia, S.A.                                     | Federico Salmón, 13 – Madrid                              | 100.00                |                                          |
| Compañía Catalana de Servicios, S.A.                                         | Balmes, 36 – Barcelona                                    | 100.00                | Price Waterhouse Coopers Auditores, S.L. |

**SCHEDULE 1/2**

| Company                                                                                       | Address                                                           | % Effective ownership | Auditor                                  |
|-----------------------------------------------------------------------------------------------|-------------------------------------------------------------------|-----------------------|------------------------------------------|
| Compañía de Control de Residuos, S.L.                                                         | Peña Redonda, 27 – P.I. Silvota – Llanera (Asturias)              | 64.00                 |                                          |
| Compañía Onubense de Aguas, S.A.                                                              | Avda. Martín Alonso Pinzón, 8 – Huelva                            | 60.00                 |                                          |
| Corporación Inmobiliaria Ibérica, S.A.                                                        | Ulises, 18 – Madrid                                               | 100.00                |                                          |
| Cristales Molidos, S.L.                                                                       | Partida San Gregorio – Cadrete (Zaragoza)                         | 100.00                |                                          |
| Dédalo Patrimonial, S.L. Unipersonal                                                          | Federico Salmón, 13 – Madrid                                      | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Depurplan 11, S.A.                                                                            | San Miguel, 1 – Zaragoza                                          | 100.00                | Audinfor, S.L.                           |
| Depurtebo, S.A.                                                                               | San Pedro, 57 – Zuera (Zaragoza)                                  | 100.00                |                                          |
| Ecoactiva de Medio Ambiente, S.A.                                                             | Ctra. Puebla Albortón a Zaragoza Km. 25 Zaragoza                  | 60.00                 |                                          |
| Ecodeal-Gestao Integral de Residuos Industriais, S.A.                                         | Portugal                                                          | 53.63                 | Price Waterhouse Coopers Auditores, S.L. |
| Ecogenesis Societe Anonime Rendering of Cleansing and Waste Management Services               | Greece                                                            | 51.00                 |                                          |
| Ecoparque Mancomunidad del Este, S.A.                                                         | Federico Salmón, 13 - Madrid                                      | 100.00                |                                          |
| Egypt Environmental Services, S.A.E.                                                          | Egypt                                                             | 100.00                | Price Waterhouse Coopers                 |
| Ekonor, S.A.                                                                                  | Larras de San Juan-Iruña de Oca (Álava)                           | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Empresa Comarcal de Serveis Mediambientals del Baix Penedés – ECOBP, S.L.                     | Plaza del Centre, 3 – El Vendrell (Tarragona)                     | 80.00                 | Audinfor, S.L.                           |
| Empresa Mixta de Conservación de la Estación Depuradora de Aguas Residuales de Butarque, S.A. | Princesa, 3 – Madrid                                              | 70.00                 |                                          |
| Empresa Municipal de Desarrollo Sostenible Ambiental de Úbeda, S.L.                           | Plaza Vázquez de Molina, s/n –Úbeda (Jaén)                        | 90.00                 | Audinfor, S.L.                           |
| Entemanser, S.A.                                                                              | Castillo, 13 – Adeje (Santa Cruz de Tenerife)                     | 97.00                 | Ernst & Young, S.L.                      |
| Enviropower Investments Limited                                                               | United Kingdom                                                    | 100.00                | Deloitte                                 |
| F.S. Colaboración y Asistencia, S.A.                                                          | Ulises, 18 – Madrid                                               | 65.00                 | Audinfor, S.L.                           |
| FCC Ámbito, S.A.                                                                              | Federico Salmón, 13 – Madrid                                      | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| FCC Medio Ambiente, S.A.                                                                      | Federico Salmón, 13 – Madrid                                      | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Focsa Services, U.K., Ltd.                                                                    | United Kingdom                                                    | 100.00                | Deloitte                                 |
| Focsa Serviços de Saneamento Urbano de Portugal, S.A.                                         | Portugal                                                          | 100.00                | Price Waterhouse Coopers                 |
| Gamasur Campo de Gibraltar, S.L.                                                              | Antigua Ctra. de Jimena de la Frontera, s/n – Los Barrios (Cádiz) | 85.00                 | Price Waterhouse Coopers Auditores, S.L. |
| GEMECAN, Gestora Medioambiental y de Residuos, S.L.                                           | Josefina Mayor, 12 – Telde (Las Palmas)                           | 100.00                |                                          |
| Geneus Canarias, S.L.                                                                         | Josefina Mayor, 20 – Telde (Las Palmas)                           | 51.00                 |                                          |

**SCHEDULE 1/3**

| Company                                                 | Address                                   | % Effective ownership | Auditor                                  |
|---------------------------------------------------------|-------------------------------------------|-----------------------|------------------------------------------|
| Gestió i Recuperació de Terrenys, S.A.                  | Rambla de Catalunya, 2-4 – Barcelona      | 80.00                 | Audinfor, S.L.                           |
| Gestión de Aguas del Norte, S.A.                        | Cuarta del Agua, 9 – Galdar (Las Palmas)  | 100.00                | Ernst & Young, S.L.                      |
| Giza Environmental Services, S.A.E.                     | Egypt                                     | 100.00                | Price Waterhouse Coopers                 |
| Gonzalo Mateo, S.L.                                     | Partida San Gregorio – Cadrete (Zaragoza) | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Graver Española, S.A. Unipersonal                       | Epalza, 8 – Bilbao (Vizcaya)              | 100.00                | Audinfor, S.L.                           |
| Grupo .A.S.A.                                           | Austria                                   |                       |                                          |
| 1. Polabská                                             | Czech Republic                            | 100.00                | Price Waterhouse Coopers                 |
| .A.S.A. Abfall Service AG                               | Austria                                   | 100.00                | Price Waterhouse Coopers                 |
| .A.S.A. Abfall Service Betriebs GmbH                    | Austria                                   | 100.00                |                                          |
| .A.S.A. Abfall Service Halbenrain GmbH                  | Austria                                   | 100.00                |                                          |
| .A.S.A. Abfall Service Industrieviertel Betriebs GmbH   | Austria                                   | 100.00                |                                          |
| .A.S.A. Abfall Service Neunkirchen GmbH                 | Austria                                   | 100.00                |                                          |
| .A.S.A. Abfall Service Zistersdorf GmbH                 | Austria                                   | 100.00                | Price Waterhouse Coopers                 |
| .A.S.A. Abfall Sortieranlage Asten Betriebs GmbH Nfg KG | Austria                                   | 100.00                |                                          |
| .A.S.A. AbfallService Halbenrain GmbH & Co Nfg KG       | Austria                                   | 99.80                 | Price Waterhouse Coopers                 |
| .A.S.A. AbfallService Industrieviertel GmbH & Co Nfg KG | Austria                                   | 100.00                |                                          |
| .A.S.A. AbfallService Oberösterreich GmbH               | Austria                                   | 100.00                |                                          |
| .A.S.A. AbfallService Wiener Neustadt GmbH              | Austria                                   | 100.00                |                                          |
| .A.S.A. Areal spol. s.r.o                               | Czech Republic                            | 100.00                |                                          |
| .A.S.A. Bulgaria E.O.O.D. (1)                           | Bulgaria                                  | 100.00                |                                          |
| .A.S.A. České Budějovice s.r.o                          | Czech Republic                            | 75.00                 | Price Waterhouse Coopers                 |
| .A.S.A. Dacice s.r.o                                    | Czech Republic                            | 60.00                 | Price Waterhouse Coopers                 |
| .A.S.A. EKO Bih d.o.o                                   | Bosnia Herzegovina                        | 100.00                |                                          |
| .A.S.A. EKO d.o.o                                       | Serbia                                    | 100.00                | Price Waterhouse Coopers                 |
| .A.S.A. EKO Polska sp. z.o.o.                           | Poland                                    | 100.00                | Price Waterhouse Coopers                 |
| .A.S.A. EKO s.r.o.                                      | Slovakia                                  | 100.00                |                                          |
| .A.S.A. EKO Znojmo s.r.o                                | Czech Republic                            | 49.72                 | Price Waterhouse Coopers                 |
| .A.S.A. Ekologické Služby spol. s.r.o.                  | Slovakia                                  | 100.00                |                                          |
| .A.S.A. Ekoloski Servis d.o.o.                          | Slovakia                                  | 100.00                |                                          |
| .A.S.A. Es d.o.o.                                       | Serbia                                    | 100.00                |                                          |

(1) Name change. Formerly Schecle Bulgaria E.O.O.D.

**SCHEDULE 1/4**

| Company                                              | Address        | % Effective ownership | Auditor                  |
|------------------------------------------------------|----------------|-----------------------|--------------------------|
| .A.S.A. Es Únanov s.r.o.                             | Czech Republic | 66.41                 | Price Waterhouse Coopers |
| .A.S.A. Finanzdienstleistungen GmbH                  | Austria        | 100.00                | Price Waterhouse Coopers |
| .A.S.A. Hódmezővásárhelyi Köztisztasági Kft          | Hungary        | 61.83                 | Price Waterhouse Coopers |
| .A.S.A. Hp spol. s.r.o.                              | Czech Republic | 100.00                | Price Waterhouse Coopers |
| .A.S.A. International Environmental Services GmbH    | Austria        | 100.00                | Price Waterhouse Coopers |
| .A.S.A. Kikinda d.o.o.                               | Serbia         | 80.00                 | Price Waterhouse Coopers |
| .A.S.A. Kisalföld Szállító Környezetvédelmi Es H Kft | Hungary        | 100.00                | Price Waterhouse Coopers |
| .A.S.A. Kosické Olsany s.r.o.                        | Slovakia       | 95.00                 |                          |
| .A.S.A. Liberec s.r.o.                               | Czech Republic | 55.00                 | Price Waterhouse Coopers |
| .A.S.A. Lubliniec sp. z.o.o.                         | Poland         | 61.97                 |                          |
| .A.S.A. Magyarország Környezetvédelem És H Kft       | Hungary        | 100.00                | Price Waterhouse Coopers |
| .A.S.A. Marcelová s.r.o.                             | Slovakia       | 49.00                 |                          |
| .A.S.A. Odpady Litovel s.r.o.                        | Czech Republic | 49.00                 |                          |
| .A.S.A. Olsava spol. s.r.o.                          | Slovakia       | 100.00                |                          |
| .A.S.A. Pol spol. s.r.o.                             | Czech Republic | 100.00                |                          |
| .A.S.A. Posázaví s.r.o.                              | Czech Republic | 100.00                |                          |
| .A.S.A. Slovensko spol. s.r.o.                       | Slovakia       | 100.00                | Price Waterhouse Coopers |
| .A.S.A. Sluzby Zabovresky s.r.o.                     | Czech Republic | 89.00                 | Price Waterhouse Coopers |
| .A.S.A. spol. s.r.o.                                 | Czech Republic | 100.00                | Price Waterhouse Coopers |
| .A.S.A. Tarnobrzeg sp. z.o.o.                        | Poland         | 60.00                 |                          |
| .A.S.A. TRNAVA spol. s.r.o.                          | Slovakia       | 50.00                 | Price Waterhouse Coopers |
| .A.S.A. Usluge Za Zastitu Okolisa d.o.o.             | Croatia        | 100.00                |                          |
| .A.S.A. V.O.D.S. Sanacie s.r.o.                      | Slovakia       | 51.00                 |                          |
| .A.S.A. Vilnius UAB                                  | Lithuania      | 100.00                |                          |
| .A.S.A. Vrbak d.o.o.                                 | Serbia         | 51.02                 |                          |
| .A.S.A. Zabčice spol. s.r.o.                         | Czech Republic | 80.00                 | Price Waterhouse Coopers |
| .A.S.A. Zohor spol. s.r.o.                           | Slovakia       | 85.00                 | Price Waterhouse Coopers |
| A.S.M.J. s.r.o.                                      | Czech Republic | 51.00                 |                          |
| Abfallwirtschaftszentrum Mostviertel GmbH            | Austria        | 100.00                | Price Waterhouse Coopers |
| Avermann-Hungária Kft                                | Hungary        | 100.00                | Price Waterhouse Coopers |
| Bec Odpady s.r.o.                                    | Czech Republic | 100.00                | Price Waterhouse Coopers |
| Eko Serwis sp. z.o.o.                                | Poland         | 100.00                |                          |

**SCHEDULE 1/5**

| Company                                                          | Address        | % Effective ownership | Auditor                  |
|------------------------------------------------------------------|----------------|-----------------------|--------------------------|
| Entsorga Entsorgungs GmbH Nfg KG                                 | Austria        | 100.00                | Price Waterhouse Coopers |
| EnviCon G s.r.o.                                                 | Czech Republic | 100.00                | Price Waterhouse Coopers |
| Erd-Kom Érdi Kommunális Hulladékkezelő                           | Hungary        | 90.00                 | Price Waterhouse Coopers |
| Esko – A S A s.r.o.                                              | Czech Republic | 100.00                |                          |
| Inerta Abfallbehandlungs GmbH                                    | Austria        | 100.00                |                          |
| Kreindl GmbH                                                     | Austria        | 100.00                |                          |
| Matra-Kom Hulladékgazdálkodási Szolgáltató Kft                   | Hungary        | 100.00                |                          |
| Miejska Przedsiębiorstwo Gospodarki Komunalnej sp. z o.o. Zabrze | Poland         | 80.00                 | Price Waterhouse Coopers |
| Obsed a.s.                                                       | Czech Republic | 100.00                | Price Waterhouse Coopers |
| Pergo a.s.                                                       | Czech Republic | 94.67                 |                          |
| Przedsiębiorstwo Usług Komunalnych sp. z o.o.                    | Poland         | 60.03                 |                          |
| Quail spol. s.r.o.                                               | Czech Republic | 100.00                | Price Waterhouse Coopers |
| Regios AS                                                        | Czech Republic | 99.99                 | Price Waterhouse Coopers |
| Remat Jihlava s.r.o.                                             | Czech Republic | 100.00                | Price Waterhouse Coopers |
| S C A S A Servicii Ecologice SRL                                 | Romania        | 100.00                | Price Waterhouse Coopers |
| SC Valmax Impex SRL                                              | Romania        | 60.00                 | Price Waterhouse Coopers |
| Sárréti Közterület-Fenntartó Kft                                 | Hungary        | 25.50                 |                          |
| Siewierskie Przedsiębiorstwo Gospodarki Komunalnej sp. z o.o.    | Poland         | 60.00                 |                          |
| Skladka Uhy spol. s.r.o.                                         | Czech Republic | 100.00                | Price Waterhouse Coopers |
| Terobet AS                                                       | Czech Republic | 100.00                |                          |
| Technické Služby – A S A s.r.o.                                  | Slovakia       | 100.00                | Price Waterhouse Coopers |
| Textil Verwertung GmbH                                           | Austria        | 100.00                |                          |
| Tores – Technické, Obchodní a Rekreační Služby AS                | Czech Republic | 100.00                |                          |
| Waste City spol. s.r.o. -en liquidación-                         | Slovakia       | 100.00                |                          |
| Grupo Waste Recycling:                                           | United Kingdom |                       |                          |
| 3C Holdings Limited                                              | United Kingdom | 100.00                | Deloitte                 |
| 3C Waste Limited                                                 | United Kingdom | 100.00                | Deloitte                 |
| Advanced Natural Fuels Limited                                   | United Kingdom | 100.00                |                          |
| Airdrie Hill Quarries Limited                                    | United Kingdom | 100.00                |                          |
| Allington Waste Company Limited                                  | United Kingdom | 100.00                | Deloitte                 |
| Anti-Rubbish Limited                                             | United Kingdom | 100.00                |                          |
| Anti-Waste (Restoration) Limited                                 | United Kingdom | 100.00                | Deloitte                 |

**SCHEDULE 1/6**

| Company                                                | Address        | % Effective ownership | Auditor  |
|--------------------------------------------------------|----------------|-----------------------|----------|
| Anti-Waste Limited                                     | United Kingdom | 100.00                | Deloitte |
| Arnold Waste Disposal Limited                          | United Kingdom | 100.00                | Deloitte |
| Arpley Gas Limited                                     | United Kingdom | 100.00                |          |
| BDR Property Limited                                   | United Kingdom | 80.00                 |          |
| BDR Waste Disposal Limited                             | United Kingdom | 100.00                | Deloitte |
| CLWR Management 2001 Limited                           | United Kingdom | 100.00                |          |
| Darrington Quarries Limited                            | United Kingdom | 100.00                | Deloitte |
| Derbyshire Waste Limited                               | United Kingdom | 100.00                | Deloitte |
| East Waste Limited                                     | United Kingdom | 100.00                | Deloitte |
| Econowaste Limited                                     | United Kingdom | 100.00                |          |
| Finstop Limited                                        | United Kingdom | 100.00                | Deloitte |
| Green Waste Services Limited                           | United Kingdom | 100.00                |          |
| GWS (Holdings) Limited                                 | United Kingdom | 100.00                |          |
| Herrington Limited                                     | United Kingdom | 100.00                | Deloitte |
| Humberside Wastewise Waste Management Services Limited | United Kingdom | 100.00                |          |
| Integrated Waste Management Limited                    | United Kingdom | 100.00                | Deloitte |
| Kent Conservation & Management Limited                 | United Kingdom | 90.00                 |          |
| Kent Energy Limited                                    | United Kingdom | 100.00                | Deloitte |
| Kent Enviropower Limited                               | United Kingdom | 100.00                | Deloitte |
| Landfill Management Limited                            | United Kingdom | 100.00                | Deloitte |
| Lincwaste Limited                                      | United Kingdom | 100.00                | Deloitte |
| Meadshores Limited                                     | United Kingdom | 100.00                |          |
| Norfolk Waste Limited                                  | United Kingdom | 100.00                | Deloitte |
| Oxfordshire Waste Limited                              | United Kingdom | 100.00                | Deloitte |
| Paper Product Developments Limited                     | United Kingdom | 90.00                 |          |
| Pennine Waste Management Limited                       | United Kingdom | 100.00                | Deloitte |
| RE3 Holding Limited                                    | United Kingdom | 100.00                | Deloitte |
| RE3 Limited                                            | United Kingdom | 100.00                | Deloitte |
| Site&Field Equipment Limited                           | United Kingdom | 100.00                |          |
| T Shooter Limited                                      | United Kingdom | 100.00                | Deloitte |
| Tawse Ellon (Haulage) Limited                          | United Kingdom | 100.00                |          |
| Waste Recovery Limited                                 | United Kingdom | 100.00                | Deloitte |

**SCHEDULE 1/7**

| Company                                        | Address                                                       | % Effective ownership | Auditor             |
|------------------------------------------------|---------------------------------------------------------------|-----------------------|---------------------|
| Waste Recycling Group (Central) Limited        | United Kingdom                                                | 100.00                | Deloitte            |
| Waste Recycling Group (Scotland) Limited       | United Kingdom                                                | 100.00                | Deloitte            |
| Waste Recycling Group (South West) Limited     | United Kingdom                                                | 100.00                | Deloitte            |
| Waste Recycling Group (Yorkshire) Limited      | United Kingdom                                                | 100.00                | Deloitte            |
| Waste Recycling Group Limited                  | United Kingdom                                                | 100.00                | Deloitte            |
| Waste Recycling Limited                        | United Kingdom                                                | 100.00                | Deloitte            |
| Wastenotts (Reclamation) Limited               | United Kingdom                                                | 100.00                | Deloitte            |
| Wastenotts Limited                             | United Kingdom                                                | 100.00                |                     |
| Wastewise Limited                              | United Kingdom                                                | 100.00                |                     |
| Wastewise Power Limited                        | United Kingdom                                                | 100.00                |                     |
| Wastewise Trustees Limited                     | United Kingdom                                                | 100.00                |                     |
| Welbeck Waste Management Limited               | United Kingdom                                                | 100.00                | Deloitte            |
| Winterton Power Limited                        | United Kingdom                                                | 100.00                |                     |
| WRG (Management) Limited                       | United Kingdom                                                | 100.00                | Deloitte            |
| WRG (Midlands) Limited                         | United Kingdom                                                | 100.00                | Deloitte            |
| WRG (Northerm) Limited                         | United Kingdom                                                | 100.00                | Deloitte            |
| WRG Acquisitions 2 Limited                     | United Kingdom                                                | 100.00                | Deloitte            |
| WRG Berkshire Limited                          | United Kingdom                                                | 100.00                | Deloitte            |
| WRG Environmental Limited                      | United Kingdom                                                | 100.00                | Deloitte            |
| WRG PFI Holdings Limited                       | United Kingdom                                                | 100.00                | Deloitte            |
| WRG Properties Limited                         | United Kingdom                                                | 100.00                |                     |
| WRG Waste Services Limited                     | United Kingdom                                                | 100.00                | Deloitte            |
| WRG Wrexham PFI Holdings Limited               | United Kingdom                                                | 65.00                 | Deloitte            |
| WRG Wrexham PFI Limited                        | United Kingdom                                                | 65.00                 | Deloitte            |
| Hidrotec Tecnología del Agua, S.L. Unipersonal | Píncel, 25 – Sevilla                                          | 100.00                |                     |
| Hydrocarbon Recovery Services Inc.             | USA                                                           | 100.00                |                     |
| Instugasa, S.L. Unipersonal                    | La Presa, 14 – Adeje (Santa Cruz de Tenerife)                 | 100.00                | Ernst & Young, S.L. |
| Integraciones Ambientales de Cantabria, S.A.   | Barrio la Barquera, 13 – Torres - Reocín – Cartes (Cantabria) | 70.00                 |                     |
| International Petroleum Corp. of Delaware      | USA                                                           | 100.00                |                     |
| International Services Inc., S.A. Unipersonal  | Arquitecto Gaudí, 4 – Madrid                                  | 100.00                |                     |
| Inversora Riutort, S.L.                        | Berlín, 38-43 – Barcelona                                     | 100.00                |                     |

**SCHEDULE 1/8**

| Company                                            | Address                                                         | % Effective ownership | Auditor                                  |
|----------------------------------------------------|-----------------------------------------------------------------|-----------------------|------------------------------------------|
| Jaime Franquesa, S.A.                              | P.I. Zona Franca Sector B calle D49 – Barcelona                 | 100.00                | Audinfor, S.L.                           |
| Jaume Oro, S.L.                                    | Avda. de les Garrigues, 15 – Bellpuig (Lleida)                  | 100.00                |                                          |
| Limpieza e Higiene de Cartagena, S.A.              | Luis Pasteur, 6 – Cartagena (Murcia)                            | 90.00                 | Price Waterhouse Coopers Auditores, S.L. |
| Limpiezas Urbanas de Mallorca, S.A.                | Ctra. San Margalida-Can Picafort – Santa Margalida (Balears)    | 100.00                | Audinfor, S.L.                           |
| Manipulación y Recuperación MAREPA, S.A.(2)        | Avda. San Martín de Valdeiglesias, 22 – Alcorcón (Madrid)       | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Municipal de Serveis, S.A.                         | Joan Torró i Cabratosa, 7 – Girona                              | 80.00                 | Cataudit Auditors                        |
| Nilo Medioambiente, S.L. Unipersonal               | Pínel, 25 – Sevilla                                             | 100.00                | Audinfor, S.L.                           |
| Onyx Gibraltar, Ltd.                               | United Kingdom                                                  | 100.00                |                                          |
| Ovod spol. s r.o.                                  | Czech Republic                                                  | 100.00                | Ernst & Young, S.L.                      |
| Recuperació de Pedreres, S.L.                      | Rambla de Catalunya, 2 – Barcelona                              | 80.00                 | Price Waterhouse Coopers Auditores, S.L. |
| Saneamiento y Servicios, S.A.                      | Federico Salmón, 13 – Madrid                                    | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Serveis d'Escombreries i Neteja, S.A.              | Coure, s/n – P.I. Riu Clar - Tarragona                          | 100.00                |                                          |
| Servicios de Levante, S.A.                         | Ctra. de Valencia Km. 3 – Castellón de la Plana (Castellón)     | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Servicios Especiales de Limpieza, S.A.             | Federico Salmón, 13 – Madrid                                    | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Severomoravské Vodovody a Kanalizace Ostrava A.S.  | Czech Republic                                                  | 98.67                 | Ernst & Young, S.L.                      |
| Sociedad Española de Aguas Filtradas, S.A.         | Ulises, 18 – Madrid                                             | 100.00                | Ernst & Young, S.L.                      |
| Sociedad Ibérica del Agua S.I.A., S.A. Unipersonal | Federico Salmón, 13 – Madrid                                    | 100.00                |                                          |
| Telford & Wrekin Services, Ltd.                    | United Kingdom                                                  | 100.00                | Deloitte                                 |
| Tratamiento Industrial de Aguas, S.A.              | Federico Salmón, 13 – Madrid                                    | 100.00                | Audinfor, S.L.                           |
| Tratamiento y Reciclado Integral de Ocaña, S.A.    | Federico Salmón, 13 – Madrid                                    | 100.00                |                                          |
| Tratamientos y Recuperaciones Industriales, S.A.   | Rambla de Catalunya, 2-4, P.5 – Barcelona                       | 75.00                 | Price Waterhouse Coopers Auditores, S.L. |
| Valoración y Tratamiento de Residuos Urbanos, S.A. | Riu Magre, 6 – P.I. Patada del Cid – Quart de Poblet (Valencia) | 80.00                 |                                          |
| Valorización y Tratamiento de Residuos, S.A.       | Alameda de Mazarredo, 15-4º A – Bilbao (Vizcaya)                | 100.00                | Audinfor, S.L.                           |

(2) Papeles Hernández e Hijos, S.A. absorbed Manipulación y Recuperación MAREPA, S.A. Later, Papeles Hernández e Hijos, S.A. became known as Manipulación y Recuperación MAREPA, S.A.

| Company                                                            | Address                                            | % Effective ownership | Auditor                                  |
|--------------------------------------------------------------------|----------------------------------------------------|-----------------------|------------------------------------------|
| <b>VERSIA</b>                                                      |                                                    |                       |                                          |
| Aparcamientos Concertados, S.A.                                    | Arquitecto Gaudí, 4 – Madrid                       | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Aragonesa de Servicios I.T.V., S.A.                                | Federico Salmón, 13 – Madrid                       | 100.00                | Centium Auditores, S.L.                  |
| Beta de Administración, S.A.                                       | Federico Salmón, 13 – Madrid                       | 100.00                |                                          |
| C.G.T. Corporación General de Transportes, S.A.                    | Federico Salmón, 13 – Madrid                       | 100.00                |                                          |
| Camusa Corporación Americana de Mobiliario Urbano, S.A.            | Argentina                                          | 100.00                |                                          |
| Casa Park Moulay Youssef, S.A.R.L.                                 | Morocco                                            | 100.00                |                                          |
| Casa Park, S.A.                                                    | Morocco                                            | 97.90                 |                                          |
| Cemusa Amazonia, S.A.                                              | BRAZIL                                             | 100.00                |                                          |
| Cemusa Boston, Llc.                                                | USA                                                | 100.00                |                                          |
| Cemusa BRAZILia, S.A.                                              | BRAZIL                                             | 100.00                |                                          |
| Cemusa do BRAZIL Ltda.                                             | BRAZIL                                             | 100.00                | Price Waterhouse Coopers                 |
| Cemusa Corporación Europea de Mobiliario Urbano, S.A.              | Francisco Sancha, 24 – Madrid                      | 100.00                |                                          |
| Cemusa Inc.                                                        | USA                                                | 100.00                | Price Waterhouse Coopers                 |
| Cemusa Italy, S.R.L.                                               | Italy                                              | 100.00                |                                          |
| Cemusa Miami, Llc.                                                 | USA                                                | 100.00                |                                          |
| Cemusa Miami Ltd.                                                  | USA                                                | 100.00                |                                          |
| Cemusa NY, Llc.                                                    | USA                                                | 100.00                |                                          |
| Cemusa Portugal Companhia de Mobiliario Urbano e Publicidade, S.A. | Portugal                                           | 100.00                | Price Waterhouse Coopers                 |
| Cemusa Rio, S.A.                                                   | BRAZIL                                             | 100.00                |                                          |
| Cemusa Salvador, S.A.                                              | BRAZIL                                             | 65.00                 |                                          |
| Concesionaria Zona 5, S.A.                                         | Argentina                                          | 100.00                |                                          |
| Conservación y Sistemas, S.A.                                      | Federico Salmón, 13 – Madrid                       | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Empresa Mixta de Tráfico de Gijón, S.A.                            | P.I. Promosa nave 27 – El Plano – Tremañes (Gijón) | 60.00                 | Price Waterhouse Coopers Auditores, S.L. |
| Equipos y Procesos, S.A.                                           | Conde de Peñalver, 45 – Madrid                     | 80.73                 |                                          |
| Estacionamientos y Servicios, S.A.                                 | Federico Salmón, 13 – Madrid                       | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| FCC International, B.V.                                            | Holland                                            | 100.00                |                                          |
| FCC Logística Portugal, S.A.                                       | Portugal                                           | 99.99                 | Price Waterhouse Coopers                 |

**SCHEDULE 1/10**

| Company                                                    | Address                                                       | % Effective ownership | Auditor                                  |
|------------------------------------------------------------|---------------------------------------------------------------|-----------------------|------------------------------------------|
| FCC Logística, S.A. Unipersonal                            | Buenos Aires, 10 P.I. Camporroso – Alcalá de Henares (Madrid) | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| FCC Versia, S.A.                                           | Federico Salmón, 13 – Madrid                                  | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| Flightcare Belgium, Naamloze Vennootschap                  | Belgium                                                       | 100.00                | Price Waterhouse Coopers                 |
| Flightcare Cyprus Limited                                  | Chipre                                                        | 75.00                 |                                          |
| Flightcare Italy, S.p.A.                                   | Italy                                                         | 100.00                | Price Waterhouse Coopers                 |
| Flightcare, S.L.                                           | Federico Salmón, 13 – Madrid                                  | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| General de Servicios I.T.V., S.A.                          | Federico Salmón, 13 – Madrid                                  | 100.00                | Centium Auditores, S.L..                 |
| Geral I.S.V. BRAZIL Ltda.                                  | BRAZIL                                                        | 100.00                |                                          |
| I.T.V., S.A.                                               | Argentina                                                     | 100.00                | Price Waterhouse Coopers                 |
| Industrial de Limpiezas y Servicios, S.A. Unipersonal      | Federico Salmón, 13 – Madrid                                  | 100.00                |                                          |
| Santos Renting, S.L. Unipersonal                           | Francisco Medina y Mendoza – Guadalajara                      | 100.00                |                                          |
| Sistemas y Vehículos de Alta Tecnología, S.A.              | Conde de Peñalver, 45 – Madrid                                | 100.00                | Price Waterhouse Coopers Auditores, S.L. |
| VTV Verificaciones Técnicas Vehiculares de Argentina, S.A. | Argentina                                                     | 100.00                | Price Waterhouse Coopers                 |
| Verauto La Plata, S.A.                                     | Argentina                                                     | 98.45                 | Price Waterhouse Coopers                 |
| Zona Verde-Promoção e Marketing Limitada                   | Portugal                                                      | 100.00                | Price Waterhouse Coopers                 |

**CONSTRUCTION**

|                                                    |                                                               |        |                         |
|----------------------------------------------------|---------------------------------------------------------------|--------|-------------------------|
| Alpetrol, S.A.                                     | Avda. General Perón, 36 – Madrid                              | 100.00 |                         |
| Aremi Tecair, S.A.                                 | Valle de Laguar, 7 - Valencia                                 | 100.00 | Deloitte, S.L.          |
| Áridos de Melo, S.L.                               | Finca la Barca y el Ballestar, s/n – Barajas de Melo (Cuenca) | 100.00 | Centium Auditores, S.L. |
| Autovía Conquense, S.A.                            | Pedro Texeira, 8 – Madrid                                     | 100.00 | Deloitte, S.L.          |
| Auxiliar de Pipelines, S.A.                        | Paseo del Club Deportivo, 1 – Pozuelo de Alarcón (Madrid)     | 100.00 | Deloitte, S.L.          |
| BBR Pretensados y Técnicas Especiales, S.L.        | Retama, 5 – Madrid                                            | 100.00 | Centium Auditores, S.L. |
| Binattec al Maghreb, S.A.                          | Morocco                                                       | 100.00 |                         |
| Concesionaria Túnel de Coatzacoalcos, S.A. de C.V. | Mexico                                                        | 85.59  | Deloitte                |
| Concesiones Viales de Costa Rica, S.A.             | Costa Rica                                                    | 100.00 |                         |
| Concesiones Viales S de RL de C.V.                 | Mexico                                                        | 99.97  | Deloitte                |
| Conservial, S.L.                                   | Manuel Lasala, 36 – Zaragoza                                  | 100.00 |                         |
| Construcción y Filiales Mexicanas, S.A. de C.V.    | Mexico                                                        | 100.00 | Deloitte                |

**SCHEDULE I/11**

| Company                                                            | Address                                                                  | % Effective ownership | Auditor        |
|--------------------------------------------------------------------|--------------------------------------------------------------------------|-----------------------|----------------|
| Constructora Durango-Mazatlan, S.A. de C.V.                        | Mexico                                                                   | 51.00                 | Deloitte       |
| Constructora Túnel de Coatzacoalcos, S.A. de C.V.                  | Mexico                                                                   | 55.60                 | Deloitte       |
| Contratas y Ventas, S.A.                                           | Asturias, 41 – Oviedo (Asturias)                                         | 100.00                | Deloitte, S.L. |
| Deneo Energía e Infraestructuras, S.A.                             | José Agustín Goytisolo, 33 Nave B1 – Hospitalet de Llobregat (Barcelona) | 100.00                | Deloitte, S.L. |
| Desarrollo y Construcción DEYCO CRCA, S.A.                         | Costa Rica                                                               | 100.00                |                |
| Dezvoltare Infrastructura, S.A.                                    | Romania                                                                  | 51.03                 |                |
| Dizara Inversión, S.L.                                             | Avda. General Perón, 36 – Madrid                                         | 100.00                |                |
| Elcen Obras Servicios y Proyectos, S.A.                            | Acanto, 22 – Madrid                                                      | 100.00                | Deloitte, S.L. |
| Especialidades Eléctricas, S.A.                                    | Acanto, 22 – Madrid                                                      | 100.00                | Deloitte, S.L. |
| Eurman, S.A.                                                       | Valentín Beato, 24-26 - Madrid                                           | 100.00                |                |
| European High-Speed Trains                                         | Portugal                                                                 | 85.71                 |                |
| FCC Construcción, S.A.                                             | Balmes, 36 – Barcelona                                                   | 100.00                | Deloitte, S.L. |
| FCC Construcción de Centro América, S.A.(3)                        | Costa Rica                                                               | 100.00                | Deloitte       |
| FCC Constructii Romania, S.A.                                      | Romania                                                                  | 100.00                |                |
| FCC Construction Hungary Kft                                       | Hungary                                                                  | 100.00                | Deloitte       |
| FCC Construction I-95 Llc.                                         | USA                                                                      | 100.00                |                |
| FCC Construction Inc.                                              | USA                                                                      | 100.00                | Deloitte       |
| FCC Construction International B.V.                                | Holland                                                                  | 100.00                |                |
| FCC Construction Northern Ireland Limited                          | Ireland                                                                  | 100.00                | Deloitte       |
| Fomento de Construcciones y Contratas Construction Ireland Limited | Ireland                                                                  | 100.00                | Deloitte       |
| Gavisa Portugal Montagens Eléctricas Lda.                          | Portugal                                                                 | 97.00                 |                |
| Gestión Especializada en Instalaciones, S.A.                       | Valentín Beato, 24 – Madrid                                              | 100.00                | Deloitte, S.L. |
| Grupo Alpine:                                                      |                                                                          |                       |                |
| 3 G Netzwerk Errichtungs GmbH & Co KG                              | Austria                                                                  | 86.97                 |                |
| Acoton Projektmanagement & Bauträger GmbH                          | Austria                                                                  | 79.10                 |                |
| AD Grundbesitzverwaltung GmbH                                      | Germany                                                                  | 80.54                 |                |
| AJS Acoton Projektmanagement & Bauträger GmbH Co KG                | Austria                                                                  | 86.10                 |                |
| Alpine Aleksandar d.o.o.                                           | Macedonia                                                                | 83.49                 |                |
| Alpine Bau Deutschland AG                                          | Germany                                                                  | 86.73                 |                |

(3) Name change. Formerly Corporación M&amp;S Internacional C.A., S.A.

| Company                                    | Address            | % Effective ownership | Auditor |
|--------------------------------------------|--------------------|-----------------------|---------|
| Alpine Bau GmbH                            | Austria            | 86.97                 |         |
| Alpine Bau GmbH A-1 sp. j                  | Poland             | 86.88                 |         |
| Alpine Bau GmbH Schweiz                    | Switzerland        | 86.97                 |         |
| Alpine Bau India Private Limited           | India              | 86.97                 |         |
| Alpine Bau Trostberg GmbH                  | Germany            | 86.97                 |         |
| Alpine BeMo Tunnelling GmbH (4)            | Austria            | 87.10                 |         |
| Alpine Building Services GmbH              | Germany            | 86.73                 |         |
| Alpine Bulgaria AD                         | Bulgaria           | 44.35                 |         |
| Alpine Construction Polska sp z.o.o.       | Poland             | 86.73                 |         |
| Alpine Consulting d.o.o. (5)               | Eslovenia          | 86.97                 |         |
| Alpine d.o.o. Banja Luka                   | Bosnia Herzegovina | 86.97                 |         |
| Alpine d.o.o. Beograd                      | Serbia             | 86.97                 |         |
| Alpine Dolomit AD                          | Serbia             | 71.93                 |         |
| Alpine Energie Deutschland GmbH            | Germany            | 86.97                 |         |
| Alpine Energie Holding AG                  | Germany            | 86.97                 |         |
| Alpine Energie Luxembourg SARL             | Luxemburgo         | 86.97                 |         |
| Alpine Energie Österreich GmbH             | Austria            | 86.97                 |         |
| Alpine Energie Schweiz AG                  | Switzerland        | 86.97                 |         |
| Alpine Energie Solar Italy GmbH            | Austria            | 86.97                 |         |
| Alpine Granit d.o.o.                       | Serbia             | 85.13                 |         |
| Alpine Holding GmbH                        | Austria            | 83.00                 |         |
| Alpine Hungaria Bau GmbH                   | Hungary            | 86.97                 |         |
| Alpine Investment d.o.o.                   | Bosnia Herzegovina | 44.35                 |         |
| Alpine Mayreder Construction Co Ltd. AMCC  | China              | 65.23                 |         |
| Alpine Podgorica d.o.o.                    | Montenegro         | 86.97                 |         |
| Alpine Project Finance and Consulting GmbH | Germany            | 86.97                 |         |
| Alpine PZPB d.o.o.                         | Serbia             | 86.97                 |         |
| Alpine Rudnik Krcenjaka Lapisnica d.o.o.   | Bosnia Herzegovina | 44.35                 |         |
| Alpine Skopje DOOEL                        | Macedonia          | 86.97                 |         |
| Alpine Slovakia spol s.r.o.                | Slovakia           | 86.97                 |         |
| Alpine Stavebni Spolecnost Cz s.r.o.       | Czech Republic     | 86.97                 |         |

(4) Name change. Formerly Beton und Monierbau GmbH

(5) Name change. Formerly Alpine Consulting d.o.o. Gradbeni Inzeniring

| Company                                           | Address   | % Effective ownership | Auditor |
|---------------------------------------------------|-----------|-----------------------|---------|
| Alpine Untertagebau GmbH                          | Germany   | 86.73                 |         |
| Alpine, S.A.                                      | Romania   | 86.97                 |         |
| Altec Umwelttechnik GmbH                          | Austria   | 86.97                 |         |
| Asfaltna Cesta d.o.o.                             | Croatia   | 86.97                 |         |
| Bautechnische Prüf und Versuchsanstalt GmbH       | Austria   | 86.97                 |         |
| Bewehrungszentrum Linz GmbH                       | Austria   | 86.97                 |         |
| Bürozentrum U3 Projekt GmbH                       | Austria   | 86.97                 |         |
| City Service Solution GmbH (6)                    | Germany   | 86.97                 |         |
| E Gottschall & Co GmbH                            | Germany   | 83.00                 |         |
| Ecoenergetika d.o.o.                              | Eslovenia | 86.97                 |         |
| Emberger & Essl GmbH                              | Austria   | 78.27                 |         |
| Emberger & Heuberger Bau GmbH                     | Austria   | 78.27                 |         |
| Fröhlich Bau und Zimmereiunternehmen GmbH         | Austria   | 86.97                 |         |
| Geotechnik Systems GmbH                           | Austria   | 86.97                 |         |
| GmbH Alpine Mayreder                              | Rusia     | 86.97                 |         |
| Gregorich GmbH                                    | Austria   | 86.97                 |         |
| Grund Pfahl und Sonderbau GmbH                    | Austria   | 86.97                 |         |
| Grund und Sonderbau GmbH                          | Austria   | 86.97                 |         |
| Grund und Sonderbau GmbH ZNL Berlín               | Austria   | 86.97                 |         |
| Hazet Bauunternehmung GmbH                        | Austria   | 86.97                 |         |
| Hoch & Tief Bau Beteiligungs GmbH                 | Austria   | 84.02                 |         |
| Ing Arnulf Haderer GmbH                           | Austria   | 86.97                 |         |
| Kai Center Errichtungs und Vermietungs GmbH       | Austria   | 86.10                 |         |
| KAPPA d.o.o.                                      | Croatia   | 60.59                 |         |
| Klöcher Bau GmbH                                  | Austria   | 86.97                 |         |
| Konrad Beyer & Co Spezialbau GmbH                 | Austria   | 86.97                 |         |
| MLA Lieferasphalt GmbH                            | Austria   | 86.97                 |         |
| Mortinger-Grohmann Tief Hoch und Strassenbau GmbH | Austria   | 86.97                 |         |
| MWG Wohnbau GmbH                                  | Austria   | 86.10                 |         |
| Oekotechna Entsorgungs und Umwelttechnik GmbH     | Austria   | 86.97                 |         |

(6) Name change. Formerly Netzbau Verwaltungs GmbH

| Company                                        | Address                                                 | % Effective ownership | Auditor        |
|------------------------------------------------|---------------------------------------------------------|-----------------------|----------------|
| Osijek – Koteks d.d.                           | Croatia                                                 | 60.59                 |                |
| Osijek – Koteks d.o.o. (7)                     | Croatia                                                 | 86.97                 |                |
| PRO - PART AG                                  | Switzerland                                             | 86.97                 |                |
| PRO-PART Energie GmbH                          | Switzerland                                             | 86.97                 |                |
| PRO - PART in Austria Handels GmbH             | Austria                                                 | 86.97                 |                |
| Project Development GmbH                       | Austria                                                 | 86.97                 |                |
| RMG d.o.o.                                     | Bosnia Herzegovina                                      | 44.35                 |                |
| S.C. "Hodaco Servimpex" SRL                    | Romania                                                 | 86.97                 |                |
| Salzburger Lieferasphalt O.G.                  | Austria                                                 | 34.79                 |                |
| Schauer Eisenbahnbau GmbH                      | Austria                                                 | 86.97                 |                |
| Strazevica AD                                  | Serbia                                                  | 51.94                 |                |
| Stump – Geospol s.r.o. Prag (8)                | Czech Republic                                          | 86.97                 |                |
| Stump Hydrobudowa sp. z.o.o. Warschau          | Poland                                                  | 86.97                 |                |
| Stump Spezial Tiefbau GmbH                     | Czech Republic                                          | 86.97                 |                |
| Thalia Errichtungs und Vermietungs GmbH        | Austria                                                 | 79.10                 |                |
| Tiefbau Deutschlandsberg GmbH & Co KG          | Germany                                                 | 52.18                 |                |
| Universale Bau GmbH                            | Austria                                                 | 86.97                 |                |
| Vela Borovica Koncern d.o.o.                   | Croatia                                                 | 86.97                 |                |
| Velicki Kamen d.o.o.                           | Croatia                                                 | 60.59                 |                |
| Walter Hamann Hoch Tief und Stahlbetonbau GmbH | Germany                                                 | 86.73                 |                |
| Weinfried Bauträger GmbH                       | Austria                                                 | 86.97                 |                |
| Wellnesshotel Épito Kft                        | Hungary                                                 | 86.97                 |                |
| Ibérica de Servicios y Obras, S.A.             | Federico Salmón, 13 – Madrid                            | 100.00                | Deloitte, S.L. |
| Ibervia Construcciones y Contratas, S.L.       | Avda. General Perón, 36 – Madrid                        | 100.00                |                |
| Impulsa Infraestructura, S.A. de C.V.          | Mexico                                                  | 52.00                 | Deloitte       |
| Internacional Tecair, S.A.                     | Valentín Beato, 24-26 – Madrid                          | 100.00                | Deloitte, S.L. |
| Mantenimiento de Infraestructuras, S.A.        | Avda. General Perón, 36 – Madrid                        | 100.00                | Deloitte, S.L. |
| Megaplás Italy, S.p.A.                         | Italy                                                   | 100.00                |                |
| Megaplás, S.A.                                 | Hilanderas, 4-14 – La Poveda – Arganda del Rey (Madrid) | 100.00                | Deloitte, S.L. |
| Motre, S.L.                                    | Bonastruc de Porta, 20 – Girona                         | 100.00                |                |

(7) Name change. Formerly Alpine Bau Zagreb d.o.o.

(8) Name change. Formerly Stump Spezial Tiefbau spol. s.r.o. Prag

**SCHEDULE I/15**

| Company                                                           | Address                                           | % Effective ownership | Auditor                 |
|-------------------------------------------------------------------|---------------------------------------------------|-----------------------|-------------------------|
| Moviterra, S.A.                                                   | Bonastruc de Porta, 20 – Girona                   | 100.00                | Deloitte, S.L.          |
| Naturaleza, Urbanismo y Medio Ambiente, S.A.                      | Galena, 11 – Entreplanta - Valladolid             | 100.00                |                         |
| Nevasa Inversión, S.L.                                            | Avda. General Perón, 36 – Madrid                  | 100.00                |                         |
| Norseñal, S.L.                                                    | Juan Flórez, 64 – La Coruña                       | 100.00                |                         |
| Participaciones Teide, S.A.                                       | Avda. General Perón, 36 – Madrid                  | 100.00                |                         |
| Pedreira Les Gavarres, S.L.                                       | Bonastruc de Porta, 20 – Girona                   | 100.00                |                         |
| Pinturas Jaque, S.L.                                              | P.I. Oeste, Paraje Sangonera - El Palmar (Murcia) | 100.00                |                         |
| Prefabricados Delta, S.A.                                         | Retama, 7 – Madrid                                | 100.00                | Deloitte, S.L.          |
| Proyectos y Servicios, S.A.                                       | Torregalindo, 1 – Madrid                          | 100.00                | Centium Auditores, S.L. |
| Ramalho Rosa Cobetar Sociedade de Construções, S.A.               | Portugal                                          | 100.00                | Deloitte                |
| Señalizaciones de Vías Públicas, S.L.                             | Avda. de Barber, 2 – Toledo                       | 100.00                |                         |
| Servià Cantó, S.A.                                                | Bonastruc de Porta, 20 – Girona                   | 100.00                | Deloitte, S.L.          |
| Servicios Empresariales Durango-Mazatlan, S.A. de C.V.            | Mexico                                            | 51.00                 | Deloitte                |
| Sinclair, S.A. Unipersonal                                        | Federico Salmón, 13 - Madrid                      | 100.00                |                         |
| Sociedad Concesionaria Tranvía de Murcia, S.A.                    | Olof Palmer, s/n – Murcia                         | 60.00                 | Deloitte, S.L.          |
| Tema Concesionaria, S.A.                                          | Porto Pi, 8 – Palma de Mallorca (Balears)         | 100.00                |                         |
| Tulsa Inversión, S.L.                                             | Avda. General Perón, 36 – Madrid                  | 100.00                |                         |
| Vialia, Sociedad Gestora de Concesiones de Infraestructuras, S.L. | Avda. General Perón, 36 – Madrid                  | 100.00                |                         |

**CEMENT**

|                                         |                                                |       |                                |
|-----------------------------------------|------------------------------------------------|-------|--------------------------------|
| Agregats Uniland, SARL                  | Francia                                        | 52.42 |                                |
| Áridos de Navarra, S.A.                 | Estella, 6 – Pamplona (Navarra)                | 47.07 |                                |
| Áridos Uniland, S.A. Unipersonal        | Torrenteres, 20 P.I. Sur-El Papiol (Barcelona) | 52.42 | Price Waterhouse Coopers, S.L. |
| Áridos y Canteras del Norte, S.A.U. (9) | Alameda de Urquijo, 10 – Bilbao (Vizcaya)      | 70.37 | Deloitte, S.L.                 |
| Áridos y Premezclados, S.A. Unipersonal | José Abascal, 59 – Madrid                      | 71.32 | Deloitte, S.L.                 |
| Arriberri, S.L.                         | Alameda de Urquijo, 10 – Bilbao (Vizcaya)      | 52.78 | Deloitte, S.L.                 |
| Atracem, S.A. Unipersonal               | José Abascal, 59 – Madrid                      | 71.32 | Deloitte, S.L.                 |

(9) Name change. Formerly Canteras y Construcciones de Vizcaya, S.A.

| Company                                                   | Address                                                    | % Effective ownership | Auditor                                                            |
|-----------------------------------------------------------|------------------------------------------------------------|-----------------------|--------------------------------------------------------------------|
| Cántabra Industrial y Minera, S.A. Unipersonal            | Josefina de la Maza, 4 P.E. Piasca – Santander (Cantabria) | 62.72                 | Price Waterhouse Coopers, S.L.                                     |
| Canteras de Alaiz, S.A.                                   | Estella, 6 – Pamplona (Navarra)                            | 49.94                 | KPMG Auditores, S.L.                                               |
| Canteras Villallano, S.L.                                 | Poblado de Villallano – Villallano (Palencia)              | 62.72                 | Price Waterhouse Coopers, S.L.                                     |
| Carbocem, S.A.                                            | Paseo de la Castellana, 45 – Madrid                        | 57.07                 |                                                                    |
| Cemensilos, S.A.                                          | Josefina de la Maza, 4 P.E. Piasca – Santander (Cantabria) | 62.72                 | Price Waterhouse Coopers, S.L.                                     |
| Cementos Alfa, S.A.                                       | Josefina de la Maza, 4 P.E. Piasca – Santander (Cantabria) | 62.72                 | Price Waterhouse Coopers, S.L.                                     |
| Cementos Lemona, S.A.                                     | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                  | 70.37                 | Deloitte, S.L.                                                     |
| Cementos Portland Valderrivas, S.A.                       | Estella, 6 – Pamplona (Navarra)                            | 71.32                 | Deloitte, S.L.                                                     |
| Cementos Villaverde, S.L. Unipersonal                     | Almagro, 26 – Madrid                                       | 71.32                 | Deloitte, S.L.                                                     |
| Cementrade, S.A. Unipersonal                              | Josefina de la Maza, 4 P.E. Piasca – Santander (Cantabria) | 62.72                 | Price Waterhouse Coopers, S.L.                                     |
| Coastal Cement Corporation                                | USA                                                        | 71.21                 |                                                                    |
| Compañía Auxiliar de Bombeo de Hormigón, S.A. Unipersonal | José Abascal, 59 – Madrid                                  | 71.32                 |                                                                    |
| Corporación Uniland, S.A.                                 | Córcega, 299 – Barcelona                                   | 52.54                 | Price Waterhouse Coopers, S.L.                                     |
| Dragon Alfa Cement Limited                                | United Kingdom                                             | 62.72                 | RSM Bentleu Jennison Chartered Accountants and Registered Auditors |
| Dragon Energy Llc.                                        | USA                                                        | 71.21                 |                                                                    |
| Dragon Products Company Inc.                              | USA                                                        | 71.21                 |                                                                    |
| Egur Birziklatu bi Mila, S.L.                             | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                  | 42.22                 |                                                                    |
| Explotaciones San Antonio, S.L. Unipersonal               | Josefina de la Maza, 4 P.E. Piasca – Santander (Cantabria) | 62.72                 | Price Waterhouse Coopers, S.L.                                     |
| Giant Cement Company                                      | USA                                                        | 71.21                 |                                                                    |
| Giant Cement Holding, Inc.                                | USA                                                        | 71.21                 | Deloitte, S.L.                                                     |
| Giant Cement NC Inc.                                      | USA                                                        | 71.21                 |                                                                    |
| Giant Cement Virginia Inc.                                | USA                                                        | 71.21                 |                                                                    |
| Giant Resource Recovery Inc.                              | USA                                                        | 71.21                 |                                                                    |
| Giant Resource Recovery – Arvonía Inc.                    | USA                                                        | 71.21                 |                                                                    |
| Giant Resource Recovery – Attalla Inc.                    | USA                                                        | 71.21                 |                                                                    |
| Giant Resource Recovery – Harleyville Inc.                | USA                                                        | 71.21                 |                                                                    |
| Giant Resource Recovery – Sumter Inc.                     | USA                                                        | 71.21                 |                                                                    |

**SCHEDULE I/17**

| Company                                            | Address                                                     | % Effective ownership | Auditor                        |
|----------------------------------------------------|-------------------------------------------------------------|-----------------------|--------------------------------|
| Gulfland Cement Llc.                               | USA                                                         | 49.91                 |                                |
| Hormigones de la Jacetania, S.A.                   | Llano de la Victoria – Jaca (Huesca)                        | 44.58                 | KPMG Auditores, S.L.           |
| Hormigones Premezclados del Norte, S.A.            | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 70.37                 | Deloitte, S.L.                 |
| Hormigones Reinosa, S.A. Unipersonal               | Josefina de la Maza, 4 P.E. Piasca – Santander (Cantabria)  | 62.72                 | Price Waterhouse Coopers, S.L. |
| Hormigones Uniland, S.L. Unipersonal               | Ctra. Vilafranca del P. a Moja Km. 1 – Olérdola (Barcelona) | 52.42                 | Price Waterhouse Coopers, S.L. |
| Hormigones y Morteros Preparados, S.A. Unipersonal | José Abascal, 59 – Madrid                                   | 71.32                 | Deloitte, S.L.                 |
| Horminal, S.L. Unipersonal                         | José Abascal, 59 – Madrid                                   | 71.32                 |                                |
| Keystone Cement Company                            | USA                                                         | 71.21                 |                                |
| Lemona Industrial, S.A. Unipersonal                | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 70.37                 | Deloitte, S.L.                 |
| Lurtarri, S.L.                                     | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 49.96                 |                                |
| Maquinaria para Hormigones, AIE                    | Maestro García Rivero, 7 – Bilbao (Vizcaya)                 | 39.58                 |                                |
| Morteros Bizkor, S.L.                              | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 37.89                 | Deloitte, S.L.                 |
| Morteros Valderrivas, S.L. Unipersonal             | José Abascal, 59 – Madrid                                   | 71.32                 |                                |
| Participaciones Estella 6, S.L. Unipersonal        | Estella, 6 – Pamplona (Navarra)                             | 71.32                 |                                |
| Portland, S.L. Unipersonal                         | José Abascal, 59 – Madrid                                   | 71.32                 | Price Waterhouse Coopers, S.L. |
| Prebesec Mallorca, S.A.                            | Conradors, 48 – Marratxi – Palma de Mallorca (Balears)      | 35.89                 | Price Waterhouse Coopers, S.L. |
| Prebesec, S.A. Unipersonal                         | Torrenteres, 20 P.I. Sur – El Papiol (Barcelona)            | 52.42                 | Price Waterhouse Coopers, S.L. |
| Prefabricados Uniland, S.A. Unipersonal            | Córcega, 299 – Barcelona                                    | 52.42                 |                                |
| Recisuelos, S.A. Unipersonal                       | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 70.37                 |                                |
| Santursaba, S.L. Unipersonal                       | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 70.37                 |                                |
| Sechem Inc.                                        | USA                                                         | 71.21                 |                                |
| Select Béton, S.A.                                 | Tunisia                                                     | 46.16                 | Guellaty                       |
| Société des Ciments d'Enfida                       | Tunisia                                                     | 46.16                 | Guellaty y Deloitte, S.L.      |
| Southern Cement Limited                            | United Kingdom                                              | 52.54                 | Price Waterhouse Coopers, LLP  |
| Telsa, S.A.                                        | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 70.37                 |                                |
| Telsa, S.A. y Compañía Sociedad Regular Colectiva  | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 70.37                 | Deloitte, S.L.                 |
| Transportes Gorozteta, S.L. Unipersonal            | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 52.78                 |                                |
| Transportes Lemona, S.A.                           | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                   | 70.37                 |                                |
| Uniland Cementera, S.A.                            | Córcega, 299 – Barcelona                                    | 52.42                 | Price Waterhouse Coopers, S.L. |
| Uniland International B.V.                         | Holland                                                     | 52.54                 |                                |

| Company                            | Address                                          | % Effective ownership | Auditor |
|------------------------------------|--------------------------------------------------|-----------------------|---------|
| Uniland Marítima, S.L. Unipersonal | Córcega, 299 – Barcelona                         | 52.42                 |         |
| Uniland Trading B.V.               | Holland                                          | 52.54                 |         |
| Uniland USA Llc.                   | USA                                              | 52.54                 |         |
| Utonka, S.A. Unipersonal           | Torrenteres, 20 P.I. Sur – El Papiol (Barcelona) | 52.42                 |         |

## ENERGY

|                                                            |                                            |        |                |
|------------------------------------------------------------|--------------------------------------------|--------|----------------|
| Efitek Energía, S.A. Unipersonal                           | Federico Salmón, 13 – Madrid               | 100.00 |                |
| Electric Generation Investments Limited                    | United Kingdom                             | 100.00 |                |
| Enerstar Villena, S.A.                                     | San Vicente Ferrer, 16 – Gandía (Valencia) | 67.00  | Deloitte, S.L. |
| FCC Energía, S.A.                                          | Federico Salmón, 13 – Madrid               | 100.00 | Deloitte, S.L. |
| Fomento Internacional Focsa, S.A. Unipersonal              | Federico Salmón, 13 – Madrid               | 100.00 |                |
| Generación Eléctrica Europea, S.A.R.L.(10)                 | Federico Salmón, 13 – Madrid               | 100.00 |                |
| Generación Eléctrica Hispana, S.A.R.L. (11)                | Federico Salmón, 13 – Madrid               | 100.00 |                |
| Grupo Olivento:                                            |                                            |        | Deloitte, S.L. |
| Olivento, S.L. Unipersonal                                 | Federico Salmón, 13 – Madrid               | 100.00 |                |
| Sistemas Energéticos Abadía, S.A.                          | Albareda, 1 – Zaragoza                     | 96.57  |                |
| Sistemas Energéticos El Carrascal, S.A. Unipersonal        | Avenida San Francisco Javier, 15 – Sevilla | 100.00 |                |
| Sistemas Energéticos El Chaparral, S.A. Unipersonal        | Avenida San Francisco Javier, 15 – Sevilla | 100.00 |                |
| Sistemas Energéticos La Cerradilla, S.A. Unipersonal       | Avenida San Francisco Javier, 15 – Sevilla | 100.00 |                |
| Sistemas Energéticos Lamata, S.A. Unipersonal              | Avenida San Francisco Javier, 15 – Sevilla | 100.00 |                |
| Sistemas Energéticos Montes del Conjuero, S.A. Unipersonal | Avenida San Francisco Javier, 15 – Sevilla | 100.00 |                |
| Helios Patrimonial 1 , S.L. Unipersonal                    | Federico Salmón, 13 – Madrid               | 100.00 | Deloitte, S.L. |
| Helios Patrimonial 2, S.L. Unipersonal                     | Federico Salmón, 13 – Madrid               | 100.00 | Deloitte, S.L. |

(10) Company acquired from third parties under the name of BBWP Europe Holdings Lux S.A.R.L.

(11) Company acquired from third parties under the name of BBWP Spain Holdings Lux S.A.R.L.

| Company                                                        | Address                           | % Effective ownership | Auditor                 |
|----------------------------------------------------------------|-----------------------------------|-----------------------|-------------------------|
| <b><u>OTHER BUSINESS LINES</u></b>                             |                                   |                       |                         |
| Afigesa Inversión, S.L. Unipersonal                            | Federico Salmón, 13 - Madrid      | 100.00                | Deloitte, S.L.          |
| Asesoría Financiera y de Gestión, S.A.                         | Federico Salmón, 13 - Madrid      | 100.00                | Deloitte, S.L.          |
| Compañía Auxiliar de Agencia y Mediación, S.A. Unipersonal     | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| Compañía General de Servicios Empresariales, S.A. Unipersonal  | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| Corporación Española de Servicios, S.A.                        | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| Corporación Financiera Hispánica, S.A.                         | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| Europea de Gestión, S.A. Unipersonal                           | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| Eusko Lanak, S.A.                                              | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| F-C y C, S.L. Unipersonal                                      | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| FCC 1, S.L. Unipersonal                                        | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| FCC Construcciones y Contratas Internacional, S.L. Unipersonal | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| FCC Finance, B.V.                                              | Holland                           | 100.00                |                         |
| FCC Fomento de Obras y Construcciones, S.L. Unipersonal        | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| FCC Inmobiliaria Conycon, S.L. Unipersonal                     | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| FCC International B.V.                                         | Holland                           | 100.00                |                         |
| Fedemes, S.L.                                                  | Federico Salmón, 13 - Madrid      | 100.00                |                         |
| Per Gestora Inmobiliaria, S.L.                                 | Plaza Pablo Ruiz Picasso - Madrid | 100.00                | Centium Auditores, S.L. |
| Puerto Cala Merced, S.A.                                       | Arquitecto Gaudí, 4 - Madrid      | 100.00                |                         |

**SCHEDULE II**

# COMPANIES CONTROLLED JOINTLY WITH THIRD PARTIES OUTSIDE THE GROUP (CONSOLIDATED BY THE EQUITY METHOD)

| Company                                                        | Address                                                                | Net carrying value of portfolio |        | % effective participation | Auditor                                |
|----------------------------------------------------------------|------------------------------------------------------------------------|---------------------------------|--------|---------------------------|----------------------------------------|
|                                                                |                                                                        | 2009                            | 2008   |                           |                                        |
| ENVIRONMENTAL SERVICES                                         |                                                                        |                                 |        |                           |                                        |
| Aguas de Langreo, S.L.                                         | Alonso del Riesgo, 3 – Sama de Langreo (Asturias)                      | 674                             | 626    | 49.00                     | Audinfor, S.L.                         |
| Aguas y Servicios de la Costa Tropical de Granada, A.I.E.      | Plaza de la Aurora – Motril (Granada)                                  | 805                             | 432    |                           | Attest Servicios Empresariales, S.L.P. |
| Aigües de Girona Salt i Sarrià de Ter, S.A.                    | Ciutadans, 11 – Girona                                                 | 292                             | 271    | 26.89                     | BLS Auditores                          |
| Atlas Gestión Medioambiental, S.A.                             | Roma, 25 – Barcelona                                                   | 14,700                          | 14,459 | 50.00                     | Deloitte                               |
| Beacon Waste Limited                                           | United Kingdom                                                         | 1,502                           | 1,413  | 50.00                     |                                        |
| Compañía de Servicios Medioambientales Do Atlantico, S.A.      | Ctra. de Cedeira Km. 1 – Narón (La Coruña)                             | 362                             | 364    | 49.00                     | Audinfor, S.L.                         |
| Ecoparc del Besós, S.A.                                        | Rambla Cataluña, 91-93 – Barcelona                                     | 2,951                           | 2,633  | 49.00                     | Castellà Auditors Consultors, S.L.     |
| Ecoserveis Urbans de Figueres, S.L.                            | Avda. de les Alegries, s/n – Lloret de Mar (Girona)                    | 477                             | 212    | 50.00                     |                                        |
| Electrorecycling, S.A.                                         | Ctra. BV – 1224 Km. 6,750 – El Pont de Vilomara i Rocafort (Barcelona) | 1,139                           | 1,203  | 33.34                     | KPMG Auditores, S.L.                   |
| Empresa Mixta d'Aigües de la Costa Brava, S.A.                 | Plaza Josep Pla, 4 – Girona                                            | 132                             | 296    | 25.00                     | Deloitte                               |
| Empresa Mixta de Aguas y Servicios, S.A.                       | Alarcos, 13 – Ciudad Real                                              | 16                              | 57     | 41.25                     | Centium Auditores, S.L.                |
| Empresa Mixta de Limpieza de la Villa de Torrox, S.A.          | Plaza de la Constitución, 1 – Torrox (Málaga)                          | 432                             | 406    | 50.00                     | Audinfor, S.L.                         |
| Empresa Mixta de Medio Ambiente de Rincón de la Victoria, S.A. | Avda. Zorreras, 8 – Rincón de la Victoria (Málaga)                     | 287                             | 393    | 50.00                     | Audinfor, S.L.                         |
| Empresa Municipal de Aguas de Benalmádena, EMABESA, S.A.       | Avda. Juan Luis Peralta, s/n – Benalmádena (Málaga)                    | 1,487                           | 571    | 50.00                     | Audinfor, S.L.                         |
| Fisera Ecoserveis, S.A.                                        | Germany, 5 – Figueres (Girona)                                         | (7)                             | 220    | 36.35                     | Tax Consulting Auditores               |
| Gestión de Servicios Hidráulicos de Ciudad Real, A.I.E.        | Ramírez de Arellano – Madrid                                           | —                               | (16)   |                           |                                        |
| Girona, S.A.                                                   | Travessera del Carril, 2 – Girona                                      | 1,284                           | 1,134  | 33.61                     | Cataudit Auditors                      |
| Grupo Proactiva                                                | Paseo de la Castellana, 216 – Madrid                                   | 40,699                          | 40,922 | 50.00                     |                                        |
| Hades Soluciones Medioambientales, S.L.                        | Mayor, 3 – Cartagena (Murcia)                                          | 60                              | 60     | 50.00                     |                                        |
| Inalia Mostaganem, S.L.                                        | Gobelas, 47-49 – Madrid                                                | (2)                             | (1)    | 50.00                     |                                        |
| Inalia Water Solutions, S.L.                                   | Ulises, 18 – Madrid                                                    | 5                               | (8)    | 50.00                     |                                        |
| Ingeniería Urbana, S.A.                                        | Avda. Saturno, 6 – Alicante                                            | 5,130                           | 5,067  | 35.00                     | Deloitte, S.L.                         |
| ITAM Delta de la Tordera, A.I.E.                               |                                                                        | (1)                             | —      |                           |                                        |
| Mediaciones Comerciales Ambientales, S.L.(1)                   | Roma, 25 – Barcelona                                                   | 272                             | 701    | 50.00                     |                                        |
| Mercia Waste Management Ltd.                                   | United Kingdom                                                         | 9,903                           | 6,827  | 50.00                     |                                        |

(1) Name change. Formerly Pangea XXI, S.L.

**SCHEDULE II/2**

| Company                                            | Address                                                                | Net carrying value of portfolio |        | % effective participation | Auditor                            |
|----------------------------------------------------|------------------------------------------------------------------------|---------------------------------|--------|---------------------------|------------------------------------|
|                                                    |                                                                        | 2009                            | 2008   |                           |                                    |
| Pilagest, S.L.                                     | Ctra. BV – 1224 Km. 6,750 – El Pont de Vilomara i Rocafort (Barcelona) | 900                             | 541    | 50.00                     |                                    |
| Reciclado de Componentes Electrónicos, S.A.        | E – Pol. Actividades Medioambientales – Aznalcóllar (Sevilla)          | 1,840                           | 1,604  | 37.50                     |                                    |
| Senblen, S.A.                                      | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                              | (149)                           | (86)   | 85.19                     |                                    |
| Servicios de Limpieza Integral de Málaga III, S.A. | Camino de la Térmica, 83 – Málaga                                      | 290                             | 1,876  | 26.01                     | Price Waterhouse Coopers           |
| Servicios Urbanos de Málaga, S.A.                  | Ulises, 18 – Madrid                                                    | 2,061                           | 419    | 51.00                     |                                    |
| Severn Waste Services Limited                      | United Kingdom                                                         | 161                             | 166    | 50.00                     |                                    |
| Sorea-Searsa Aqualia, A.I.E.                       | Condado de Jaruco, s/n – Lloret de Mar (Barcelona)                     | 218                             | 77     |                           |                                    |
| Tratamiento Industrial de Residuos Sólidos, S.A.   | Rambla Cataluña, 91 – Barcelona                                        | 582                             | 357    | 33.33                     | Castella Auditors Consultors, S.L. |
| Zabalgardi, S.A.                                   | Camino de Artigas, 10 – Bilbao (Vizcaya)                               | 13,012                          | 13,680 | 30.00                     | KPMG Auditores                     |

**VERSIA**

|                                                               |                                                                            |        |        |        |                                     |
|---------------------------------------------------------------|----------------------------------------------------------------------------|--------|--------|--------|-------------------------------------|
| Convery Service, S.A.                                         | Camino de los Afligidos P.I. La Esgaravita, 1 – Alcalá de Henares (Madrid) | 5,843  | 5,936  | 50.00  | Pérez y Asociados Auditores, S.L.P. |
| Corporación Jerezana de Transportes Urbanos, S.A. Unipersonal | P.I. El Portal – Jerez de la Frontera (Cádiz)                              | 2,051  | 2,002  | 50.00  | Ernst & Young                       |
| Detren Compañía General de Servicios Ferroviarios, S.L.       | Serrano, 93 – Madrid                                                       | 1,614  | 965    | 50.00  | Ernst & Young                       |
| FCC-CONNEX Corporación, S.L.                                  | Serrano, 93 – Madrid                                                       | 11,374 | 11,380 | 50.00  | Ernst & Young                       |
| Infofer Estacionamientos, A.I.E.                              | Manuel Silvela, 8 – Madrid                                                 | 81     | 75     | 33.33  |                                     |
| Versia Holding GmbH                                           | Austria                                                                    | 16     | 11     | 100.00 |                                     |
| Tranvía de Parla, S.A.                                        | Camino de la Cantuela, 2 – Parla (Madrid)                                  | 278    | 418    | 5.00   |                                     |
| Valenciana de Servicios I.T.V., S.A.                          | P.I. El Oliveral – Ribarroja de Turia (Valencia)                           | 3,163  | 2,928  | 50.00  | Centium Auditores, S.L.             |

**CONSTRUCTION**

|                                                              |          |      |     |       |  |
|--------------------------------------------------------------|----------|------|-----|-------|--|
| ACE Acessibilidade das Antas Construção e Obras Publicas     | Portugal | —    | 22  |       |  |
| ACE Acestrada Construção de Estradas                         | Portugal | 77   | 25  | 13.33 |  |
| ACE Edifer Construções Ramalho R.C. E.C.                     | Portugal | (16) | 1   | 33.33 |  |
| ACE FCC Construcción e Edifer                                | Portugal | 26   | 2   | 50.00 |  |
| ACE Infraestructuras das Antas – Construção e Obras Publicas | Portugal | 2    | 31  | 33.33 |  |
| ACE Lumiar                                                   | Portugal | —    | 2   | 50.00 |  |
| ACE Metrexpo                                                 | Portugal | (3)  | 135 | 44.90 |  |
| ACE Ramalho Rosa Cobetar a Edifer                            | Portugal | 4    | 10  | 56.00 |  |
| ACE Ramalho Rosa Cobetar Gravier e Novocpa                   | Portugal | 2    | 2   | 72.25 |  |

**SCHEDULE II/3**

| Company                                                          | Address                                     | Net carrying value of portfolio |       | % effective participation | Auditor                 |
|------------------------------------------------------------------|---------------------------------------------|---------------------------------|-------|---------------------------|-------------------------|
|                                                                  |                                             | 2009                            | 2008  |                           |                         |
| ACE Túnel Odeolua                                                | Portugal                                    | —                               | 11    | 35.00                     |                         |
| ACE Túnel Ramela                                                 | Portugal                                    | 40                              | 65    | 13.33                     |                         |
| ACE Túnel Rua de Ceuta, Construção e Obras Publicas              | Portugal                                    | (5)                             | (9)   | 49.50                     |                         |
| Construcciones Olabarri, S.L.                                    | Ripa, 1 – Bilbao (Vizcaya)                  | 4,850                           | 4,650 | 49.00                     | Charman Auditores       |
| Constructora de Infraestructura de Agua de Queretaro, S.A. de CV | Mexico                                      | 1,644                           | 1,279 | 49.00                     | Deloitte                |
| Constructora Nuevo Necaxa Tihuatlan, S.A.C.V.                    | Mexico                                      | 1,648                           | 224   | 40.00                     | Deloitte                |
| Dragados FCC, Canada Inc.                                        | Canadá                                      | (1,118)                         | (538) | 50.00                     | Daye Kelly & Associates |
| Peri 3 Gestión, S.L.                                             | General Álava, 26 – Vitoria Gasteiz (Álava) | 2                               | 2     | 50.00                     |                         |

**CEMENT**

|                                         |                                                                   |       |        |       |                      |
|-----------------------------------------|-------------------------------------------------------------------|-------|--------|-------|----------------------|
| Atlántica de Graneles y Moliendas, S.A. | Vía Galindo, s/n – Sestao (Vizcaya)                               | 2,071 | 1,029  | 35.19 | KPMG Auditores, S.L. |
| Carbocem, S.A.                          | Paseo de la Castellana, 45 – Madrid                               | 73    | 123    | 57.07 | KPMG Auditores, S.L. |
| Cementos Artigas, S.A.                  | Uruguay                                                           | —     | 35,300 |       |                      |
| Cementos Avellaneda, S.A.               | Argentina                                                         | —     | 92,682 |       |                      |
| Corporación Uniland, S.A.               | Córcega, 299 – Barcelona                                          | (7)   | (7)    | 52.54 |                      |
| Freshmarkets, S.A.                      | Uruguay                                                           | —     | 10     |       |                      |
| Minus Inversora, S.A.                   | Argentina                                                         | —     | 6      |       |                      |
| Pedreira de l'Ordal, S.L.               | Ctra. N 340 km. 1229,5 La Creu del L'Ordal – Subirats (Barcelona) | 4,355 | 4,209  | 26.21 |                      |
| Portcemen, S.A.                         | Muelle Contradique Sur-Puerto Barcelona – Barcelona               | 774   | 814    | 13.11 |                      |
| Terminal Cimentier de Gabes-Gie         | Tunisia                                                           | 50    | 107    | 15.38 | Ernst & Young        |
| Terrenos Molins                         | Llobregat – Molins de Rei (Barcelona)                             | 5     | 4      | 13.12 |                      |
| Vescem-LID, S.L.                        | Valencia, 245 – Barcelona                                         | 31    | 28     | 13.11 |                      |

**OTHER BUSINESS LINES**

|                       |                                                        |         |         |       |                |
|-----------------------|--------------------------------------------------------|---------|---------|-------|----------------|
| Grupo Global Vía      | Paseo de la Castellana, 141 Edificio Cuzco IV - Madrid | 478,983 | 317,428 | 50.00 |                |
| Grupo Realia Business | Paseo de la Castellana, 216 - Madrid                   | 153,818 | 168,894 | 30.23 | Deloitte, S.L. |

**TOTAL VALUE OF THE COMPANIES CONSOLIDATED BY THE EQUITY METHOD (JOINT VENTURES)**
**773,240**
**747,132**

# ASSOCIATES (CONSOLIDATED BY EQUITY )

| Company                                                  | Address                                            | Net carrying value of portfolio |       | % effective participation | Auditor                  |
|----------------------------------------------------------|----------------------------------------------------|---------------------------------|-------|---------------------------|--------------------------|
|                                                          |                                                    | 2009                            | 2008  |                           |                          |
| ENVIRONMENTAL SERVICES                                   |                                                    |                                 |       |                           |                          |
| Aguas de Denia, S.A.                                     | Pare Pere, 17 – Denia (Alicante)                   | 404                             | 403   | 33.00                     |                          |
| Aguas de Ubrique, S.A.                                   | Avda. España, 9 – Ubrique (Cádiz)                  | 11                              | 19    | 49.00                     |                          |
| Aguas de Narixa, S.A.                                    | Málaga, 11 – Nerja (Málaga)                        | 311                             | —     | 50.00                     |                          |
| Aigües de Blanes, S.A.                                   | Canigó, 5 – Blanes (Girona)                        | 54                              | 44    | 16.47                     |                          |
| Aigües del Tomoví, S.A.                                  | Plaza Vella, 1 – El Vendrell (Tarragona)           | 520                             | 270   | 49.00                     | GM Auditors, S.L.        |
| Aprochim Getesarp Rymoil, S.A.                           | P.I. Logrenzana La Granda – Carreño (Asturias)     | 1,366                           | 1,603 | 23.49                     |                          |
| Aquos El Realito, S.A. de CV                             | Mexico                                             | 4                               | —     | 49.00                     | Deloitte                 |
| Aragonesa de Gestión de Residuos, S.A.                   | Paseo María Agustín, 36 – Zaragoza                 | 8                               | 8     | 18.60                     |                          |
| Aragonesa de Recuperaciones Medioambientales XXI, S.A.   | Ctra. Castellón Km. 58 – Zaragoza                  | 6                               | 23    | 34.00                     |                          |
| Aragonesa de Tratamientos Medioambientales XXI, S.A.     | Ctra. Castellón Km. 58 – Zaragoza                  | 708                             | 750   | 33.00                     |                          |
| Betearte, S.A.U.                                         | Colón de Larreátegui, 26 – Bilbao (Vizcaya)        | 571                             | 802   | 33.33                     |                          |
| Clavegueram de Barcelona, S.A.                           | Acer, 16 – Barcelona                               | 896                             | 966   | 20.33                     | Bove Montero y Asociados |
| Concesionaria de Desalación de Ibiza, S.A.               | Rotonda de Santa Eulalia, s/n - Ibiza              | 254                             | —     | 32.00                     |                          |
| Conducció del Ter, S.L.                                  | Bourg de Peage, 89 – Sant Feliu de Gíxols (Girona) | 108                             | 57    | 48.00                     |                          |
| Ecogestión Ambiental, S.L.                               | Juan Ramón Jiménez, 12 – Madrid                    | 94                              | 72    | 50.00                     |                          |
| EMANAGUA Empresa Mixta Municipal de Aguas de Níjar, S.A. | Plaza de la Goleta, 1 – Níjar (Almería)            | 221                             | 192   | 49.00                     | Audinfor, S.L.           |
| Empresa Municipal de Aguas de Algeciras, S.A.            | Avda. Virgen del Carmen – Algeciras (Cádiz)        | 105                             | 159   | 49.00                     | Centium Auditores, S.L.  |
| Empresa Municipal de Aguas de Linares, S.A.              | Cid Campeador, 7 – Linares (Jaén)                  | 158                             | 112   | 49.00                     | Centium Auditores, S.L.  |
| Empresa Municipal de Aguas de Toxiria, S.A.              | Cristóbal Colón, 104 – Torredonjimeno (Jaén)       | 89                              | 112   | 49.00                     | Centium Auditores, S.L.  |
| Generavila, S.A.                                         | Plaza de la Catedral, 11 – Ávila                   | 417                             | 420   | 36.00                     | Audinfor, S.L.           |
| Gestión Integral de Residuos Sólidos, S.A.               | Santa Amalia, 2 – Valencia                         | 1,219                           | 2,111 | 49.00                     | BDO Audiberia            |
| Grupo .A.S.A.:                                           | Austria                                            | 5,572                           | 5,389 |                           |                          |
| .A.S.A. + AVE Környezetvédelmi H Kft                     | Hungary                                            | —                               | —     | 50.00                     |                          |
| .A.S.A. Hlohovec s.r.o.                                  | Slovakia                                           | —                               | —     | 50.00                     |                          |
| .A.S.A. TS Prostějov s.r.o.                              | Czech Republic                                     | —                               | —     | 49.00                     | Price Waterhouse Coopers |
| A.K.S.D. Városgazdálkodási Korlátolt FT                  | Hungary                                            | —                               | —     | 25.50                     |                          |
| ASTV s.r.o.                                              | Czech Republic                                     | —                               | —     | 49.00                     |                          |

**SCHEDULE III/2**

| Company                                                                  | Address                                                               | Net carrying value of portfolio |        | % effective participation | Auditor                  |
|--------------------------------------------------------------------------|-----------------------------------------------------------------------|---------------------------------|--------|---------------------------|--------------------------|
|                                                                          |                                                                       | 2009                            | 2008   |                           |                          |
| Börszöny-Cserhát Környezetvédelmi És HKK                                 | Hungary                                                               | —                               | —      | 35.00                     |                          |
| Huber Abfallservice Verwaltungs GmbH                                     | Austria                                                               | —                               | —      | 49.00                     |                          |
| Huber Entsorgungs GmbH Nfg KG                                            | Austria                                                               | —                               | —      | 49.00                     |                          |
| Killer GmbH                                                              | Austria                                                               | —                               | —      | 50.00                     |                          |
| Killer GmbH & Co KG                                                      | Austria                                                               | —                               | —      | 50.00                     |                          |
| Müllumladestation Ostregion GmbH & Co KG                                 | Austria                                                               | —                               | —      | 33.33                     |                          |
| Recopap s.r.o.                                                           | Slovakia                                                              | —                               | —      | 50.00                     | Price Waterhouse Coopers |
| Repap Czech spol. s.r.o.                                                 | Czech Republic                                                        | —                               | —      | 50.00                     | Price Waterhouse Coopers |
| Technické a Stavební Služby AS                                           | Czech Republic                                                        | —                               | —      | 50.00                     |                          |
| Grupo Tirme                                                              | Ctra. Soller Km. 8,2 Camino de Son Reus – Palma de Mallorca (Balears) | 8,605                           | 7,470  | 20.00                     | KPMG Auditores           |
| Grupo Waste Recycling                                                    | United Kingdom                                                        | —                               | —      |                           |                          |
| Energylinc Limited                                                       | United Kingdom                                                        | —                               | —      | 50.00                     |                          |
| Goole Renewable Energy Limited                                           | United Kingdom                                                        | —                               | —      | 20.00                     |                          |
| Shelford Composting Limited                                              | United Kingdom                                                        | —                               | —      | 50.00                     |                          |
| La Unión Servicios Municipales, S.A.                                     | Salvador Pascual, 7 – La Unión (Murcia)                               | 71                              | 64     | 49.00                     | Audinfo, S.L.            |
| Nueva Sociedad de Aguas de Ibiza, S.A.                                   | Avda. Bartolomé de Roselló, 18 – Ibiza (Balears)                      | 91                              | 78     | 40.00                     |                          |
| Orasqualia for the Development of the Waste Water Treatment Plant S.A.E. | Egypt                                                                 | 288                             | —      | 50.00                     | KPMG                     |
| Pallars Jussà Neteja i Serveis, S.A.                                     | Pau Casals, 14 – Tremp (Lleida)                                       | 37                              | 38     | 40.80                     |                          |
| Proveïments d'Aigua, S.A.                                                | Asturies, 13 – Girona                                                 | 245                             | 223    | 15.12                     |                          |
| Sera Q A Duitama E.S.P., S.A.                                            | Colombia                                                              | 16                              | 17     | 30.60                     |                          |
| Shariket Miyeh Ras Djinet, S.p.A.                                        | Argelia                                                               | 3,199                           | 410    | 25.50                     | Hadj Ali                 |
| Shariket Tahlya Miyah Mostaganem, S.p.A.                                 | Argelia                                                               | 6,795                           | 5,647  | 25.50                     | Hadj Ali                 |
| Sogecar, S.A.                                                            | Polígono Torrelarragoiti – Zamudio (Vizcaya)                          | 457                             | 465    | 30.00                     |                          |
| Suministro de Agua de Queretaro, S.A. de CV                              | Mexico                                                                | 6,934                           | 234    | 28.81                     | Deloitte                 |
| <b>VERSIA</b>                                                            |                                                                       |                                 |        |                           |                          |
| I.T.V. Córdoba, S.A.                                                     | Argentina                                                             | 45                              | 48     | 30.00                     | Estévez y Asociados      |
| <b>CONSTRUCTION</b>                                                      |                                                                       |                                 |        |                           |                          |
| Ablocade, S.L.                                                           | Rafael López, 1 – Huelva                                              | 930                             | 1,040  | 20.00                     |                          |
| Aigües del Segarra Garrigues, S.A.                                       | Plaza del Carmen, 15 – Tárrega (Lleida)                               | 4,510                           | 5,007  | 25.00                     | Deloitte                 |
| Autopistas del Sol, S.A.                                                 | Costa Rica                                                            | —                               | 8,383  | 24.00                     | Deloitte & Touche, S.A.  |
| Autopistas del Valle, S.A.                                               | Costa Rica                                                            | 5,331                           | 5,518  | 48.00                     | Deloitte                 |
| Autovía del Camino, S.A.                                                 | Leyre, 11 – Pamplona (Navarra)                                        | —                               | 8,470  | 20.00                     | Deloitte                 |
| Autovía Necaxa-Tehuacan, S.A. de C.V.                                    | Mexico                                                                | —                               | 11,403 | 25.00                     | Deloitte Touche Tohmatsu |

**SCHEDULE III/3**

| Company                                                           | Address                                    | Net carrying value of portfolio |        | % effective participation | Auditor                 |
|-------------------------------------------------------------------|--------------------------------------------|---------------------------------|--------|---------------------------|-------------------------|
|                                                                   |                                            | 2009                            | 2008   |                           |                         |
| Baross Ter Ingatlanprojekt-Fejlesztő Kft                          | Hungary                                    | 532                             | 584    | 20.00                     | Sölch Ágostonné         |
| BBR VT International Ltd.                                         | Switzerland                                | 1,254                           | 1,179  | 22.50                     | Trewitax Zürich AG      |
| Cleon, S.A.                                                       | Avda. General Perón, 36 – Madrid           | 24,961                          | 24,963 | 25.00                     | KPMG Auditores, S.L.    |
| Concesionaria Hospital son Dureta, S.A.                           | Plaza Es Fortí, 4 – Palma de Mallorca      | —                               | 3,244  | 16.00                     | Deloitte                |
| Concessió Estacions Aeroport L9, S.A.                             | Córcega, 270 – Barcelona                   | 506                             | 505    | 49.00                     |                         |
| Constructora San José – Caldera CSJC, S.A.                        | Costa Rica                                 | 4,634                           | 1,136  | 50.00                     | Deloitte                |
| Constructora San José-San Ramón SJSR, S.A.                        | Costa Rica                                 | 67                              | 44     | 33.00                     |                         |
| Desarrollo Cuajimalpa, S.A. de C.V.                               | Mexico                                     | 1,770                           | 1,648  | 25.00                     |                         |
| Desarrollos y Promociones Costa Cálida, S.A.                      | Saturno, 1 – Pozuelo de Alarcón (Madrid)   | 266                             | 268    | 35.75                     |                         |
| Elaboración de Cajones Pretensados, S.L.                          | Avda. General Perón, 36 – Madrid           | 2                               | 2      | 50.00                     |                         |
| FCC Construction Kipszer Kft                                      | Hungary                                    | (112)                           | 5      | 50.00                     |                         |
| FCC Elliot Construction Limited                                   | Ireland                                    | 1,035                           | —      | 50.00                     | Deloitte                |
| Gesi-9, S.A.                                                      | Sorolla, 27 – Alcalá de Guadaira (Sevilla) | 13,008                          | 13,008 | 74.90                     | Antonio Moreno Campillo |
| Grupo Alpine:                                                     | Austria                                    | 15,154                          | 14,787 |                           |                         |
| ABO Asphalt-Bau Oeynhausen GmbH                                   | Austria                                    | —                               | —      | 26.09                     |                         |
| AE Stadtland GmbH                                                 | Germany                                    | —                               | —      | 13.42                     |                         |
| AMW Asphaltwerk GmbH                                              | Austria                                    | —                               | —      | 19.13                     |                         |
| Asphaltnischwerk Betriebs GmbH & Co KG                            | Austria                                    | —                               | —      | 17.39                     |                         |
| Asphaltnischwerk Greinsfurth GmbH & Co OHG                        | Austria                                    | —                               | —      | 21.74                     |                         |
| Asphaltnischwerk Leopoldau-Teerag-Asdag-Mayreder Bau GmbH         | Austria                                    | —                               | —      | 43.48                     |                         |
| Asphaltnischwerk Leopoldau-Teerag-Asdag-Mayreder Bau GmbH & Co KG | Austria                                    | —                               | —      | 17.39                     |                         |
| Asphaltnischwerk Steyregg GmbH & Co KG                            | Austria                                    | —                               | —      | 17.39                     |                         |
| Asphaltwerk Sierning GmbH                                         | Austria                                    | —                               | —      | 34.79                     |                         |
| AWT Asphaltwerk GmbH                                              | Austria                                    | —                               | —      | 28.70                     |                         |
| AWW Asphaltnischwerk Wölbiling GmbH                               | Austria                                    | —                               | —      | 43.48                     |                         |
| Bonaventura Strassenerrichtungs GmbH                              | Austria                                    | —                               | —      | 38.53                     |                         |
| Dolomit-Beton Lieferbetonwerk GmbH                                | Austria                                    | —                               | —      | 41.75                     |                         |
| Draubeton GmbH                                                    | Austria                                    | —                               | —      | 30.44                     |                         |
| FMA Asphaltwerk GmbH & Co KG                                      | Austria                                    | —                               | —      | 8.70                      |                         |
| Hemmelmair Frästechnik GmbH                                       | Austria                                    | —                               | —      | 21.74                     |                         |
| Kieswerk-Betriebs GmbH & Co Kg                                    | Austria                                    | —                               | —      | 19.57                     |                         |
| Lieferasphaltgesellschaft JAUNTAL GmbH                            | Austria                                    | —                               | —      | 20.87                     |                         |
| MSO Mischanlagen Süd-Ost Betriebs GmbH und Co KG                  | Austria                                    | —                               | —      | 9.57                      |                         |
| Paltentaler Beton Erzeugungs GmbH                                 | Austria                                    | —                               | —      | 20.87                     |                         |

**SCHEDULE III/4**

| Company                                                                    | Address                                                                    | Net carrying value of portfolio |         | % effective participation | Auditor                          |
|----------------------------------------------------------------------------|----------------------------------------------------------------------------|---------------------------------|---------|---------------------------|----------------------------------|
|                                                                            |                                                                            | 2009                            | 2008    |                           |                                  |
| Porr Alpine Austriarail GmbH                                               | Austria                                                                    | —                               | —       | 43.48                     |                                  |
| PPE Malzenice s.r.o.                                                       | Slovakia                                                                   | —                               | —       | 43.48                     |                                  |
| RBA Recycling und Betonanlagen GmbH & Co Nfg KG                            | Austria                                                                    | —                               | —       | 22.18                     |                                  |
| RFM Asphaltmischwerk GmbH & Co KG                                          | Austria                                                                    | —                               | —       | 28.99                     |                                  |
| Schaberreiter GmbH                                                         | Austria                                                                    | —                               | —       | 9.57                      |                                  |
| Silasfalt s.r.o.                                                           | República Checa                                                            | —                               | —       | 43.48                     |                                  |
| Straka Bau GmbH                                                            | Austria                                                                    | —                               | —       | 44.35                     |                                  |
| Transportbeton und Asphalt GmbH                                            | Austria                                                                    | —                               | —       | 43.48                     |                                  |
| Transportbeton und Asphalt GmbH & Co KG                                    | Austria                                                                    | —                               | —       | 43.48                     |                                  |
| Waldviertler Lieferasphalt GmbH & Co KG                                    | Austria                                                                    | —                               | —       | 43.48                     |                                  |
| Ziegelwerk Frental Eder GmbH                                               | Germany                                                                    | —                               | —       | 32.22                     |                                  |
| Grupo Cedinsa Concesionaria                                                | Tarragona, 141 – Barcelona                                                 | 24,735                          | 22.850  | 27.20                     | Deloitte                         |
| Grupo Foment de Construccions i Consulting                                 | Andorra                                                                    | 12                              | 12      | 33.30                     |                                  |
| Ibisan Sociedad Concesionaria, S.A.                                        | Porto Pi, 8 – Palma de Mallorca (Balears)                                  | 7,986                           | 8.480   | 50.00                     | Deloitte                         |
| Las Palmeras de Garrucha, S.L. – en liquidación -                          | Mayor, 19 – Garrucha (Almería)                                             | 1,178                           | 1.180   | 20.00                     |                                  |
| M50 (Concession) Limited                                                   | Ireland                                                                    | —                               | (6.346) | 22.50                     | Ernst & Young                    |
| M50 (D&C) Limited                                                          | Ireland                                                                    | (87)                            | (64)    | 42.50                     | Deloitte, S.L.                   |
| Madrid 407 Sociedad Concesionaria, S.A.                                    | Pedro Teixeira, 8 Edif. Iberia Mart. – Madrid                              | —                               | 2.498   | 39.69                     | BDO Audiberia                    |
| Marina de Laredo, S.A.                                                     | Pasaje de Puntida, 1 – Santander (Cantabria)                               | 692                             | 694     | 50.00                     | Price Waterhouse Coopers         |
| Marina Port Vell, S.A.                                                     | Escar, 26 – Barcelona                                                      | —                               | 1.927   | 30.25                     | Laes Nexia                       |
| MDM-Teide, S.A.                                                            | Panamá                                                                     | 1,024                           | 1.060   | 50.00                     | P&A Palacios y Asociados         |
| Metro de Málaga, S.A.                                                      | Martínez, 11 – Málaga                                                      | 9,198                           | 23.170  | 24.50                     | Ernst & Young                    |
| N6 (Concession) Limited                                                    | Ireland                                                                    | —                               | (2.690) | 45.00                     | Ernst & Young                    |
| N6 (Construction) Limited                                                  | Ireland                                                                    | (8,504)                         | 864     | 42.50                     | Deloitte                         |
| Nihg Limited                                                               | Ireland                                                                    | —                               | —       | 39.00                     | Deloitte                         |
| Nova Bocana Barcelona, S.A.                                                | Avda. Josep Tarradellas, 123 – Barcelona                                   | 9,323                           | 6.119   | 25.00                     | Deloitte                         |
| Nova Bocana Business, S.A.                                                 | Avda. Josep Tarradellas, 127 – Barcelona                                   | 992                             | 2.391   | 25.00                     |                                  |
| Omszki-Tó Part Kft                                                         | Hungary                                                                    | (17)                            | (18)    | 20.00                     |                                  |
| Operaciones y Servicios para la Industria de la Construcción, S.A. de C.V. | Mexico                                                                     | 16                              | 75      | 50.00                     | Deloitte                         |
| Port Premià, S.A. -en liquidación-                                         | Balmes, 36 – Barcelona                                                     | (555)                           | (555)   | 39.72                     |                                  |
| Port Torredembarra, S.A.                                                   | Edificio Capitanía Puerto Deportivo y Pesquero – Torredembarra (Tarragona) | —                               | 782     | 12.04                     | Domingo Rusiños y Cía. Auditores |
| Promvias XXI, S.A.                                                         | Vía Augusta, 255 Local 4 – Barcelona                                       | (175)                           | 7       | 25,00                     |                                  |

**SCHEDULE III/5**

| Company                                             | Address                                                 | Net carrying value of portfolio |         | % effective participation | Auditor                  |
|-----------------------------------------------------|---------------------------------------------------------|---------------------------------|---------|---------------------------|--------------------------|
|                                                     |                                                         | 2009                            | 2008    |                           |                          |
| Proyecto Front Marítim, S.L.(1)                     | Paseo de Gracia , 120 - Barcelona                       | (5,045)                         | 5,534   | 50.00                     |                          |
| Ruta de los Pantanos, S.A.                          | Avda. Europa, 18 P.E. La Moraleja – Alcobendas (Madrid) | —                               | 5,571   | 33.33                     |                          |
| Teide Gestión del Sur, S.L.                         | Avda. Luis Montoto, 107 – Sevilla                       | 4,842                           | 4,855   | 49.94                     |                          |
| Teide-MDM Quadrat, S.A.                             | Panamá                                                  | 174                             | 181     | 50.00                     | P&A Palacios y Asociados |
| Terminal Polivalente de Huelva, S.A.                | La Marina, 29 – Huelva                                  | (263)                           | (263)   | 31.50                     |                          |
| Torres Porta Fira, S.A.                             | Mestre Nicolau, 19 – Barcelona                          | 8,632                           | 9,004   | 40.00                     | BDO Audiberia            |
| Tramvia Metropolità, S.A.                           | Córcega, 270 – Barcelona                                | 4,108                           | 6,711   | 22.44                     | KPMG Auditores           |
| Tramvia Metropolità del Besós, S.A.                 | Córcega, 270 – Barcelona                                | 4,358                           | 4,976   | 22.53                     | KPGM Auditores           |
| Transportes Ferroviarios de Madrid                  | Doctor Esquerdo, 136 – Madrid                           | —                               | 15,992  | 24.69                     | Ernst & Young            |
| Urbs Iudex et Causidicus, S.A.                      | Tarragona, 161 – Barcelona                              | (925)                           | (1,548) | 29.00                     | Deloitte                 |
| Vivero del Río Razón, S.L.                          | Camino del Guardatillo – Valdeavellano de Tera (Soria)  | 1                               | 1       | 48.00                     |                          |
| Western Carpathians Motorway Investors Company GmbH | Austria                                                 | 12                              | —       | 48.70                     |                          |
| Zilinská Dialnica s.r.o.                            | Slovakia                                                | 10                              | —       | 48.70                     |                          |

**CEMENT**

|                                         |                                                                  |       |       |       |                                    |
|-----------------------------------------|------------------------------------------------------------------|-------|-------|-------|------------------------------------|
| Aplicaciones Minerales, S.A.            | Camino Fuente Herrero – Cueva Cardiel (Burgos)                   | 618   | 641   | 33.09 |                                    |
| Áridos Unidos, S.A.                     | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                        | 13    | 14    | 26.72 |                                    |
| Canteras y Hormigones Quintana, S.A.    | Ctra. Santander-Bilbao Km. 184 – Barcena de Cicero (Cantabria)   | 4,838 | 5,00  | 18.82 | Enrique Campos & Auditores, S.L.P. |
| Canteras y Hormigones VRE, S.A.         | Arieta, 13 – Estella (Navarra)                                   | 1,634 | 2,11  | 35.66 | KPMG Auditores, S.L.               |
| Comercial de Prefabricados Lemona, S.A. | Barrio Inzunza, 1 – Lemona (Vizcaya)                             | 19    | 19    | 66.91 |                                    |
| Ecofond, S.A.                           | Paseo Mikeletegi, 2 Edificio Inasmet – San Sebastián (Guipúzcoa) | —     | 293   |       |                                    |
| Ecofuel, S.A.                           | Camino Arsenal, 19 – Bilbao (Vizcaya)                            | —     | 186   |       |                                    |
| Exponor, S.A. -en liquidación-          | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                        | 1     | 1     | 38.92 |                                    |
| Hormigones Calahorra, S.A.              | Brebicio, 25 – Calahorra (La Rioja)                              | 152   | 150   | 35.65 |                                    |
| Hormigones Castro, S.A.                 | Ctra. Irún-La Coruña Km. 153 – Islares – (Cantabria)             | 347   | 478   | 25.09 |                                    |
| Hormigones del Baztán, S.L.             | Suspeltxiki, 25 – Vera de Bidasoa (Navarra)                      | 1,051 | 955   | 35.66 |                                    |
| Hormigones Delfin, S.A.                 | Venta Blanca – Peralta (Navarra)                                 | 939   | 971   | 35.66 |                                    |
| Hormigones en Masa de Valtierra, S.A.   | Ctra. Cadreita Km. 0 – Valtierra (Navarra)                       | 1,776 | 1,767 | 35.66 |                                    |
| Hormigones Galizano, S.A.               | Ctra. Irún-La Coruña Km. 184 – Gama (Cantabria)                  | 310   | 318   | 31.36 |                                    |
| Hormigones Reinares, S.A.               | Praje Murillo de Calahorra, s/n – Calahorra (La Rioja)           | 1,164 | 1,231 | 35.66 | KPMG Auditores, S.L.               |

(1) Name change. Formerly Layetana Front Marítim, S.L.

**SCHEDULE III/6**

| Company                                                                            | Address                                                             | Net carrying value of portfolio |                | % effective participation | Auditor                  |
|------------------------------------------------------------------------------------|---------------------------------------------------------------------|---------------------------------|----------------|---------------------------|--------------------------|
|                                                                                    |                                                                     | 2009                            | 2008           |                           |                          |
| Hormigones y Áridos del Pirineo Aragonés, S.A.                                     | Ctra. Biescas – Sabiñanigo (Huesca)                                 | 6,683                           | 6.612          | 35.66                     | KPMG Auditores, S.L.     |
| Lázaro Echevarría, S.A.                                                            | Isidoro Melero – Alsasua (Navarra)                                  | 10,029                          | 10.074         | 19.98                     | KPMG Auditores, S.L.     |
| Navarra de Transportes, S.A.                                                       | Ctra. Pamplona-Vitoria Km. 52 – Olazagutia (Navarra)                | 1,126                           | 1.308          | 23.77                     | KPMG Auditores, S.L.     |
| Neuciclaje, S.A.                                                                   | Alameda de Urquijo, 10 – Bilbao (Vizcaya)                           | 440                             | 372            | 23.00                     |                          |
| Novhorvi, S.A.                                                                     | Portal de Gamarra, 25 – Vitoria Gasteiz (Álava)                     | 198                             | 231            | 17.83                     | KPMG Auditores, S.L.     |
| Prebesec France, S.A.S.                                                            | Francia                                                             | —                               | (111)          | 21.01                     |                          |
| Quinsa Prefabricados de Hormigón, S.L. Unipersonal                                 | Ctra. S. Sebastián-Coruña Km. 184 - Barcena de Cicero (Cantabria)   | 32                              | 44             | 18.82                     |                          |
| Silos y Morteros, S.L.                                                             | Ctra. de Pamplona Km. 1 – Logroño (La Rioja)                        | 190                             | 266            | 23.77                     | Expertos Auditores, S.L. |
| Transportes Cántabros de Cemento Portland, S.L.                                    | Ctra. S. Sebastián-Coruña Km. 184 – Barcena de Cicero – (Cantabria) | 77                              | 66             | 18.82                     |                          |
| <b>POWER</b>                                                                       |                                                                     |                                 |                |                           |                          |
| Grupo Olivento                                                                     |                                                                     |                                 |                |                           |                          |
| Integral Management Future Renewables, S.L.                                        | A Condomiña, s/n – Ortoño (La Coruña)                               | 914                             | —              | 50.00                     |                          |
| <b>TOTAL VALUE OF THE COMPANIES CONSOLIDATED BY THE EQUITY METHOD (ASSOCIATES)</b> |                                                                     | <b>208,000</b>                  | <b>275,873</b> |                           |                          |

# CHANGES IN THE SCOPE OF CONSOLIDATION

| ADDITIONS                                                 | Address                                                         |
|-----------------------------------------------------------|-----------------------------------------------------------------|
| <b>Global Consolidation</b>                               |                                                                 |
| ALPINE BAU INDIA PRIVATE LIMITED                          | India                                                           |
| ALPINE-ENERGIE SOLAR ITALY GMBH                           | Austria                                                         |
| ALPINE GREEN ENERGIA SP. Z.O.O.                           | Poland                                                          |
| AQUALIA CZECH, S.L.                                       | Ulises, 18 – Madrid                                             |
| AQUALIA NEW EUROPE B.V.                                   | Holland                                                         |
| ARMIGESA, S.A.                                            | Plaza de la Constitución s/n – Armilla (Granada)                |
| ASFALTNA CESTA D.O.O.                                     | Croatia                                                         |
| A.S.M.J. S.R.O.                                           | Czech Republic                                                  |
| BETON UND MONIERBAU GMBH                                  | Austria                                                         |
| CEMUSA MIAMI LLC                                          | USA                                                             |
| EFITEK ENERGÍA, S.A. UNIPERSONAL                          | Federico Salmón, 13 - Madrid                                    |
| ELECTRIC GENERATION INVESTMENTS LIMITED                   | United Kingdom                                                  |
| ENERSTAR VILLENA, S.A.                                    | San Vicente Ferrer, 16 – Gandía (Valencia)                      |
| EUROPEAN HIGH SPEED TRAINS                                | Portugal                                                        |
| FCC CONSTRUCCIÓN DE COSTA RICA, S.A.                      | Costa Rica                                                      |
| FCC CONSTRUCTION NORTHERN IRELAND LIMITED                 | Ireland                                                         |
| GENERACIÓN ELÉCTRICA EUROPEA, S.A.R.L.(1)                 | Federico Salmón, 13 – Madrid                                    |
| GENERACIÓN ELÉCTRICA HISPANA, S.A.R.L. (2)                | Federico Salmón, 13 – Madrid                                    |
| OLIVENTO, S.L. UNIPERSONAL                                | Federico Salmón, 13 – Madrid                                    |
| PRO - PART AG                                             | Switzerland                                                     |
| PRO-PART ENERGIE GMBH                                     | Switzerland                                                     |
| PRO-PART IN AUSTRIA HANDELS GMBH                          | Austria                                                         |
| S.C. "HODACO SERVIMPEX" SRL                               | Romania                                                         |
| SISTEMAS ENERGÉTICOS ABADÍA, S.A.                         | Albareda, 1 – Zaragoza                                          |
| SISTEMAS ENERGÉTICOS EL CARRASCAL, S.A. UNIPERSONAL       | Avenida San Francisco Javier, 15 – Sevilla                      |
| SISTEMAS ENERGÉTICOS EL CHAPARRAL, S.A. UNIPERSONAL       | Avenida San Francisco Javier, 15 – Sevilla                      |
| SISTEMAS ENERGÉTICOS LA CERRADILLA, S.A. UNIPERSONAL      | Avenida San Francisco Javier, 15 – Sevilla                      |
| SISTEMAS ENERGÉTICOS LAMATA, S.A. UNIPERSONAL             | Avenida San Francisco Javier, 15 – Sevilla                      |
| SISTEMAS ENERGÉTICOS MONTES DEL CONJURO, S.A. UNIPERSONAL | Avenida San Francisco Javier, 15 – Sevilla                      |
| SOCIEDAD CONCESIONARIA TRANVÍA DE MURCIA, S.A.            | Olof Palmer, s/n – Murcia                                       |
| VALORACIÓN Y TRATAMIENTO DE RESIDUOS URBANOS, S.A.        | Riu Magre, 6 – P.I. Patada del Cid – Quart de Poblet (Valencia) |
| VELICKI KAMEN D.O.O.                                      | Croatia                                                         |
| WELLNESSHOTEL ÉPITO KFT                                   | Hungary                                                         |

## Consolidation by the equity method

### JOINT VENTURES

|                                             |                                       |
|---------------------------------------------|---------------------------------------|
| AGUAS DE NARIXA, S.A.                       | Málaga, 11 – Nerja (Málaga)           |
| INTEGRAL MANAGEMENT FUTURE RENEWABLES, S.L. | A Condomiña, s/n – Ortoño (La Coruña) |

| ADDITIONS                                                                | Address                               |
|--------------------------------------------------------------------------|---------------------------------------|
| <b><u>Consolidation by the equity method</u></b>                         |                                       |
| <b><u>ASSOCIATES</u></b>                                                 |                                       |
| ACE CAET XXI CONSTRUÇÕES                                                 | Portugal                              |
| AQUOS EL REALITO, S.A. DE CV                                             | Mexico                                |
| CONCESIONARIA DE DESALACIÓN DE IBIZA, S.A.                               | Rotonda de Santa Eulalia, s/n - Ibiza |
| FCC ELLIOT CONSTRUCTION LIMITED                                          | Ireland                               |
| NIHG LIMITED                                                             | Ireland                               |
| ORASQUALIA FOR THE DEVELOPMENT OF THE WASTE WATER TREATMENT PLANT S.A.E. | Egypt                                 |
| PPE MALZENICE S.R.O.                                                     | Slovakia                              |
| STROJINVEST ALPINE GMBH                                                  | Bulgaria                              |
| WESTERN CARPATHIANS MOTORWAY INVESTORS COMPANY GMBH                      | Austria                               |
| ZÍLINSKÁ DIALNICA S.R.O.                                                 | Slovakia                              |

(\*) Change of consolidation method

(1) Company acquired from third parties under the name of BBWP Europe Holdings Lux S.A.R.L.

(2) Company acquired from third parties under the name of BBWP Spain Holdings Lux S.A.R.L.

| DELETIONS                                                             | Address                                                        |
|-----------------------------------------------------------------------|----------------------------------------------------------------|
| <b>Global consolidation</b>                                           |                                                                |
| AGUAS JAÉN, S.A.(1)                                                   | Plaza de los Jardinillos, 6 - Jaén                             |
| ALPINE BAU SERVICES GMBH SCHWEIZ (2)                                  | Switzerland                                                    |
| ALPINE GREEN ENERGIA SP. Z.O.O. (3)                                   | Poland                                                         |
| CEMUSA SAN ANTONIO GP, LLC (1)                                        | USA                                                            |
| CEMUSA SAN ANTONIO, LTD.(1)                                           | USA                                                            |
| CEMUSA TEXAS, LLC. (1)                                                | USA                                                            |
| DONAU INVESTMENT SRL (3)                                              | Romania                                                        |
| FCC GLOBAL INSURANCE GENERAL SERVICES, S.A. (4)                       | Paseo de la Castellana, 111 - Madrid                           |
| GARAZNA HISA UKC D.O.O.(4)                                            | Slovenia                                                       |
| GRANITUL, S.A.(3)                                                     | Romania                                                        |
| HORMIGONES ARKAITZA, S.A. UNIPERSONAL (9)                             | Estella, 6 - Pamplona (Navarra)                                |
| HORMIGONES DEL ZADORRA, S.A. UNIPERSONAL (9)                          | Estella, 6 - Pamplona (Navarra)                                |
| JSC ALPINE GAZ AG (3)                                                 | Rusia                                                          |
| M&S CONCESIONES, S.A. (8)                                             | Costa Rica                                                     |
| M&S DI - M&S DESARROLLOS INTERNACIONALES, S.A. (8)                    | Costa Rica                                                     |
| OPERALIA INFRAESTRUCTURAS, S.A. (8)                                   | Pedro Texeira, 8 - Madrid                                      |
| PI PROMOTORA DE INFRAESTRUCTURAS, S.A. (8)                            | Costa Rica                                                     |
| SERVICIOS DE PUBLICIDAD URBANOS, S.A. (1)                             | Atenas, nave 46 P.I. San Luis - Málaga                         |
| SKY SIERRESITA - CORTIJO VIEJO 1, S.L.(5)                             | Federico Salmón, 13 - Madrid                                   |
| SKY SIERRESITA - CORTIJO VIEJO 2, S.L (6).                            | Federico Salmón, 13 - Madrid                                   |
| <b>Consolidation by the equity method</b>                             |                                                                |
| <b>JOINT VENTURES</b>                                                 |                                                                |
| ACE ACCESIBILIDADE DAS ANTAS CONSTRUÇÃO E OBRAS PUBLICAS (1)          | Portugal                                                       |
| ACE LUMIAR (1)                                                        | Portugal                                                       |
| CEMENTOS ARTIGAS, S.A. (4)                                            | Uruguay                                                        |
| CEMENTOS AVELLANEDA, S.A. (4)                                         | Argentina                                                      |
| FRESH MARKETS, S.A. (4)                                               | Uruguay                                                        |
| MINUS INVERSORA, S.A. (4)                                             | Argentina                                                      |
| <b>ASSOCIATES</b>                                                     |                                                                |
| ABO ASPHALT-BAU OEYNHAUSEN GMBH STILLE MITUNTERNEHMERGEMEINSCHAFT (3) | Austria                                                        |
| AHRENTAL ABBAU UND AUFBEREITUNGS GMBH (3)                             | Austria                                                        |
| ALPINE-ROSSISKAYA GMBH (4)                                            | Austria                                                        |
| ASFALTA CESTA D.O.O. (*)                                              | Croatia                                                        |
| ASPHALTLEFUEWERK LEIBNITZ GMBH (3)                                    | Austria                                                        |
| ASPHALTMISCHWERK BETRIEBS GMBH (3)                                    | Austria                                                        |
| ASPHALTMISCHWERK GREINSFURTH GMBH (3)                                 | Austria                                                        |
| ASPHALTMISCHWERK STEYREGG GMBH (3)                                    | Austria                                                        |
| AUTOPISTAS DEL SOL, S.A. (8)                                          | Costa Rica                                                     |
| AUTOVÍA DEL CAMINO, S.A. (8)                                          | Leyre, 11 - Pamplona (Navarra)                                 |
| AUTOVÍA NECAXA-TIHUATLAN, S.A. DE C.V. (8)                            | Mexico                                                         |
| BA-ÉP BALATON ASZFALT ES EPITŐ K.F.T. (3)                             | Hungary                                                        |
| BLUMAUERPLATZ BETEILIGUNGS-HOLDING GMBH (3)                           | Austria                                                        |
| BONAVENTURA STRASSENERHALTUNGS GMBH (3)                               | Austria                                                        |
| ECOFOND, S.A. (4)                                                     | Paseo Mikeletegi, 2 Edificio Inasmet-San Sebastián (Guipúzcoa) |
| ECOFUEL, S.A. (1)                                                     | Camino Arsenal, 19 - Bilbao (Vizcaya)                          |
| EVG ENERGIEVERSORGUNG GMBH (3)                                        | Austria                                                        |
| EVW ENERGIEVERSORGUNG GMBH (3)                                        | Austria                                                        |
| GASPIX BETEILIGUNGSVERWALTUNGS GMBH (3)                               | Austria                                                        |
| M50 (CONCESSION) LIMITED (8)                                          | Ireland                                                        |
| MADRID 407 SOCIEDAD CONCESIONARIA, S.A. (8)                           | Pedro Teixeira, 8 Edif. Iberia Mart. - Madrid                  |
| MARINA PORT VELL, S.A. (8)                                            | Escar, 26 - Barcelona                                          |
| METRO DE MÁLAGA, S.A. (8)                                             | Martínez, 11 - Málaga                                          |
| N6 (CONCESSION) LIMITED (8)                                           | Ireland                                                        |
| PORT TORREDEMBARRA, S.A. (8)                                          | Pesquero-Torredembarra (Tarragona)                             |
| PREBESSEC FRANCE, S.A.S. (7)                                          | France                                                         |
| RUTA DE LOS PANTANOS, S.A. (8)                                        | Avda. Europa, 18 P.E. La Moraleja - Alcobendas (Madrid)        |
| S P CO FLOREASCA SRL (3)                                              | Romania                                                        |

SCHEDULE IV/4

| DELETIONS                                                                                           | Address                                              |
|-----------------------------------------------------------------------------------------------------|------------------------------------------------------|
| STROJINVEST ALPINE GMBH (3)<br>TRANSPORTES FERROVIARIOS DE MADRID (8)<br>TSK SAND UND KIES GMBH (3) | Bulgaria<br>Doctor Esquerdo, 136 - Madrid<br>Germany |

(\*) Change of consolidation method.

- (1) Wound up
- (2) Merged with Alpine Bau GMBH Schewiz
- (3) Changed to asset available for sale
- (4) Sold
- (5) Absorbed by Helios Patrimonial 1, S.L.U.
- (6) Absorbed by Helios Patrimonial 2, S.L.U.
- (7) 40% of stake sold
- (8) Companies transferred to Global Vía Group
- (9) Merged by absorption with Hormigones y Morteros Preparados, S.A.

SCHEDULE V

# JOINT VENTURES, ECONOMIC INTEREST GROUPS AND OTHER BUSINESS MANAGED JOINTLY WITH NON-GROUP THIRD PARTIES

|                                         | Integration Percentage at<br>31 December 2009 |
|-----------------------------------------|-----------------------------------------------|
| <b>ENVIRONMENTAL SERVICES</b>           |                                               |
| FCCSA-SECOPSA UTE I                     | 50.00                                         |
| PASAIA UTE                              | 70.00                                         |
| PUERTO UTE                              | 50.00                                         |
| UTE A GUARDA                            | 50.00                                         |
| UTE A GUARDA SANEAMIENTO                | 50.00                                         |
| UTE ABASTECIMIENTO EXTREMADURA          | 20.00                                         |
| UTE ABASTECIMIENTO ZARAGOZA             | 70.00                                         |
| UTE ABM                                 | 52.80                                         |
| UTE ABSA - PERICA                       | 60.00                                         |
| UTE ACTUACIÓN 11 TERUEL                 | 50.00                                         |
| UTE AEROPUERTO I                        | 50.00                                         |
| UTE AEROPUERTO II                       | 50.00                                         |
| UTE AEROPUERTO III                      | 50.00                                         |
| UTE AEROPUERTO IV                       | 50.00                                         |
| UTE AEROPUERTO V                        | 50.00                                         |
| UTE AEROPUERTO GALERIAS                 | 50.00                                         |
| UTE AEROPUERTO GALERIAS II              | 50.00                                         |
| UTE AGUA CIUDAD VALDELUZ                | 60.00                                         |
| UTE AGUAS ALCALÁ                        | 37.50                                         |
| UTE AIGÜES DES MERCADAL                 | 50.00                                         |
| UTE ALCANTARILLADO BILBAO               | 90.00                                         |
| UTE ALMEDA                              | 51.00                                         |
| UTE AMPLIACIÓ LIXIVITATS                | 20.00                                         |
| UTE AMPLIACIÓN IDAM SANT ANTONI         | 50.00                                         |
| UTE AMPLIACIÓN ITAM DELTA DE LA TORDERA | 66.67                                         |
| UTE AMPLIACIÓN VERTEDERO GARDELEGUI     | 55.00                                         |
| UTE ANSA - ALFUS                        | 20.00                                         |
| UTE APARKISA                            | 35.00                                         |
| UTE AQUALIA - FCC - MYASA               | 94.00                                         |
| UTE ARGÍ GUEÑES                         | 70.00                                         |
| UTE BAILIN                              | 50.00                                         |
| UTE BILBOKO SANEAMENDU                  | 50.00                                         |
| UTE BILBOKO SANEAMENDU BI               | 50.00                                         |
| UTE BIOCOMPOST DE ÁLAVA                 | 50.00                                         |
| UTE BOADILLA                            | 50.00                                         |
| UTE CÁDIZ                               | 50.00                                         |
| UTE CANA PUTXA                          | 20.00                                         |
| UTE CAP DJINET                          | 50.00                                         |
| UTE CASTELLANA - PO                     | 50.00                                         |
| UTE CASTELLAR DEL VALLÈS                | 50.00                                         |
| UTE CASTELLAR POLÍGONOS                 | 50.00                                         |
| UTE CEMENTERIOS PERIFÉRICOS II          | 50.00                                         |
| UTE CENTRO DEPORTIVO VILLENA            | 80.00                                         |
| UTE CESPA GR - GRT                      | 30.00                                         |
| UTE CHIPIONA                            | 50.00                                         |
| UTE CIUTAT VELLA                        | 50.00                                         |
| UTE COLECTOR MAGRANERS                  | 50.00                                         |
| UTE COLECTORES Y EDAR EN BARBARROJA     | 25.00                                         |
| UTE COLEGIOS SANT QUIRZE                | 50.00                                         |
| UTE COMPOSTATGE ALT URGELL              | 80.00                                         |
| UTE CONDUCCIÓN A EL VISO Y DEPÓSITOS    | 70.00                                         |
| UTE CONSORCIO FCC-FOCSAVEN              | 51.00                                         |
| UTE CTR-VALLES                          | 20.00                                         |
| UTE CTR. DE L'ALT EMPORDÀ               | 45.00                                         |
| UTE DELTA                               | 50.00                                         |
| UTE DEPURACIÓN PONIENTE ALMERIENSE      | 75.00                                         |
| UTE DEPURTERUEL                         | 50.00                                         |
| UTE DOS AGUAS                           | 35.00                                         |

|                                             | Integration Percentage at<br>31 December 2009 |
|---------------------------------------------|-----------------------------------------------|
| UTE ECOPARQUE CACERES                       | 50.00                                         |
| UTE ECOURENSE                               | 50.00                                         |
| UTE EDAR A GUARDA                           | 50.00                                         |
| UTE EDAR BAEZA                              | 50.00                                         |
| UTE EDAR CIUDAD VALDELUZ                    | 60.00                                         |
| UTE EDAR DE KRISPIJANA                      | 70.00                                         |
| UTE EDAR LLANÇÀ                             | 20.00                                         |
| UTE EDAR TORREVIEJA                         | 10.00                                         |
| UTE EKO FERRO                               | 85.00                                         |
| UTE ENERGÍA SOLAR ONDA                      | 25.00                                         |
| UTE EPTISA - ENTEMANSER                     | 50.00                                         |
| UTE ETAP ORBIGO                             | 50.00                                         |
| UTE EXPLOTACIÓN ITAM TORDERA                | 50.00                                         |
| UTE EXPLOTACIÓN PRESAS DEL SEGURA           | 60.00                                         |
| UTE F.L.F. LA PLANA                         | 47.00                                         |
| UTE FCC - ANPE                              | 80.00                                         |
| UTE FCC - ERS LOS PALACIOS                  | 50.00                                         |
| UTE FCC - FOCONSA                           | 50.00                                         |
| UTE FCC - HIJOS DE MORENO, S.A.             | 50.00                                         |
| UTE FCC - HIMOSA                            | 50.00                                         |
| UTE FCCMA - NECA                            | 51.00                                         |
| UTE FCCMA - RUBATEC STO. MOLLET             | 50.00                                         |
| UTE FCC - PAS SALAMANCA                     | 70.00                                         |
| UTE FCC - PERICA                            | 60.00                                         |
| UTE FCC - PROMECO 2000, S.L.                | 50.00                                         |
| UTE FCC - SUFI MAJADAHONDA                  | 50.00                                         |
| UTE FCC - SUFI PESA                         | 50.00                                         |
| UTE FCC - SYF PLAYAS                        | 40.00                                         |
| UTE FCC - TEGNER                            | 50.00                                         |
| UTE FCCSA - GIRSA                           | 80.00                                         |
| UTE FCCSA - VIVERS CENTRE VERD, S.A.        | 50.00                                         |
| UTE FOBESA                                  | 50.00                                         |
| UTE FS MUNGEST                              | 51.00                                         |
| UTE FS MUNGEST II                           | 51.00                                         |
| UTE FS PARLA II                             | 72.00                                         |
| UTE GALERÍAS III                            | 50.00                                         |
| UTE GEMECAN GENEUS                          | 50.00                                         |
| UTE GESTIÓ INTEGRAL DE RUNES DEL PAPIOL     | 40.00                                         |
| UTE GESTIÓN FANGOS MENORCA                  | 55.00                                         |
| UTE GESTIÓN INSTALACIÓN III                 | 34.99                                         |
| UTE GESTIÓN SERVICIOS DEPORTES CATARROJA    | 90.00                                         |
| UTE GIREF                                   | 20.00                                         |
| UTE GIRONA SELECTIVES                       | 50.00                                         |
| UTE GIRSA - FCC                             | 20.00                                         |
| UTE HÉROES DE ESPAÑA                        | 50.00                                         |
| UTE HIDRANTES                               | 50.00                                         |
| UTE HIDROGESTIÓN                            | 60.00                                         |
| UTE IBIZA - PORTMANY EPC                    | 32.00                                         |
| UTE IDAM IBIZA                              | 50.00                                         |
| UTE IDAM IBIZA II                           | 50.00                                         |
| UTE IDAM IBIZA III                          | 50.00                                         |
| UTE IDAM SANT ANTONI                        | 50.00                                         |
| UTE IDAM SANT ANTONI II                     | 50.00                                         |
| UTE INFILCO                                 | 50.00                                         |
| UTE INTAGUA                                 | 50.00                                         |
| UTE JARDINES CÁDIZ                          | 50.00                                         |
| UTE JARDINES SANTA COLOMA                   | 50.00                                         |
| UTE JUNDIZ                                  | 51.00                                         |
| UTE KABIEZESKO KIROLDEGIA                   | 60.00                                         |
| UTE KAIAGARBI                               | 51.00                                         |
| UTE KAIXARRANKA                             | 60.00                                         |
| UTE LA LLOMA DEL BIRLET                     | 80.00                                         |
| UTE LEA - ARTIBAI                           | 60.00                                         |
| UTE LEGIO VII                               | 50.00                                         |
| UTE LIMPIEZA BENICASSIM                     | 35.00                                         |
| UTE LIMPIEZA COLEGIOS PÚBLICOS DE ALCORA    | 50.00                                         |
| UTE LIMPIEZA COLEGIOS PÚBLICOS DE BURRIANA  | 50.00                                         |
| UTE LIMPIEZA COLEGIOS PÚBLICOS DE CASTELLÓN | 50.00                                         |
| UTE LIMPIEZA SANTA COLOMA                   | 50.00                                         |

|                                              | Integration Percentage at<br>31 December 2009 |
|----------------------------------------------|-----------------------------------------------|
| UTE LIMPIEZA Y RSU LEZO                      | 55.00                                         |
| UTE LÍNEA 2 FASE 2 FMB                       | 50.00                                         |
| UTE LÍNEA 2 METRO BILBAO                     | 50.00                                         |
| UTE LOCALES JUSTICIA LOTE II                 | 50.00                                         |
| UTE LOCALES JUSTICIA LOTE V                  | 50.00                                         |
| UTE LOGROÑO LIMPIO                           | 50.00                                         |
| UTE LOURO                                    | 65.00                                         |
| UTE LVR MUSKIZ II                            | 70.00                                         |
| UTE MADRID I                                 | 50.00                                         |
| UTE MADRID II                                | 50.00                                         |
| UTE MADRID III                               | 50.00                                         |
| UTE MANCOMUNIDAD ALTO MIJARES                | 50.00                                         |
| UTE MANTENIMIENTO COLEGIOS BILBAO            | 60.00                                         |
| UTE MANTENIMIENTO COLEGIOS II                | 60.00                                         |
| UTE MANTENIMIENTO DE EDIFICIOS               | 60.00                                         |
| UTE MEJORA ABASTECIMIENTO SESEÑA             | 50.00                                         |
| UTE MOLLERUSSA                               | 60.00                                         |
| UTE MONTCADA                                 | 50.00                                         |
| UTE MOSTAGANEM                               | 50.00                                         |
| UTE MORELLA                                  | 50.00                                         |
| UTE MUSKIZ III                               | 70.00                                         |
| UTE NAVE JUNDIZ                              | 51.00                                         |
| UTE OBRA AMPLIACIÓN IDAM SAN ANTONIO         | 50.00                                         |
| UTE OBRAS AGUAS ALCALÁ                       | 55.00                                         |
| UTE ONDA EXPLOTACIÓN                         | 33.33                                         |
| UTE OYM CAP DJINET                           | 50.00                                         |
| UTE OYM MOSTAGANEM                           | 50.00                                         |
| UTE PAMPLONA                                 | 80.00                                         |
| UTE PARLA                                    | 99.00                                         |
| UTE PARQUES SINGULARES MÓSTOLES              | 50.00                                         |
| UTE PASAIA                                   | 70.00                                         |
| UTE PI VERD SEARSA HIDROCANAL                | 60.00                                         |
| UTE PISCINA CUBIERTA BENICARLÓ               | 65.00                                         |
| UTE PISCINA CUBIERTA MUNICIPAL ALBATERA      | 93.00                                         |
| UTE PISCINA CUBIERTA MUNICIPAL L'ELIANA      | 85.00                                         |
| UTE PISCINA CUBIERTA CLUB DEPORTIVO ALBORAYA | 85.00                                         |
| UTE PISCINA CUBIERTA MANISES                 | 65.00                                         |
| UTE PISCINA CUBIERTA PAIPORTA                | 90.00                                         |
| UTE PISCINA POLIDEPORTIVO PAIPORTA           | 65.00                                         |
| UTE PLAN RESIDUOS                            | 47.50                                         |
| UTE PLANTA COMPOSTATGE D'OLOT                | 42.00                                         |
| UTE PLANTA TRATAMIENTO VALLADOLID            | 60.00                                         |
| UTE PLAYAS                                   | 50.00                                         |
| UTE PLAYAS GUIPUZKOA                         | 55.00                                         |
| UTE PONIENTE ALMERIENSE                      | 50.00                                         |
| UTE PORTUGARBI                               | 51.00                                         |
| UTE PORTUGARBI - BI                          | 51.00                                         |
| UTE POSU - FCC VILLALBA                      | 50.00                                         |
| UTE POTABILIZADORA ELS POBLETS               | 70.00                                         |
| UTE PUERTO II                                | 70.00                                         |
| UTE QUINTO CONTENEDOR                        | 50.00                                         |
| UTE R.S. PONIENTE ALMERIENSE                 | 50.00                                         |
| UTE RBU VILLA-REAL                           | 47.00                                         |
| UTE RESIDENCIA                               | 50.00                                         |
| UTE RESTAURACIÓN GARRAF                      | 27.50                                         |
| UTE RIERA AUBI                               | 50.00                                         |
| UTE RSU TOLOSALDEA                           | 60.00                                         |
| UTE S.U. BILBAO                              | 70.00                                         |
| UTE SALTO DEL NEGRO                          | 50.00                                         |
| UTE SANT QUIRZE                              | 50.00                                         |
| UTE SANT QUIRZE DEL VALLÉS                   | 50.00                                         |
| UTE SANTA COLOMA DE GRAMANET                 | 61.00                                         |
| UTE SANTURTZIKO GARBİKETA                    | 60.00                                         |
| UTE SASIETA                                  | 75.00                                         |
| UTE SAV - FCC TRATAMIENTOS                   | 35.00                                         |
| UTE SEAFSA J.I. RODRÍGUEZ                    | 60.00                                         |
| UTE SEAFSA LANZAROTE                         | 60.00                                         |
| UTE SEAFSA - JAIME E ISAAC RODRÍGUEZ         | 50.00                                         |
| UTE SEARSA MAN                               | 50.00                                         |

|                                       | Integration Percentage at<br>31 December 2009 |
|---------------------------------------|-----------------------------------------------|
| UTE SEARSA – INGEMAXTER – FELANITX    | 50.00                                         |
| UTE SEARSA – MAN EXPLOTACIÓN ZONA MA5 | 50.00                                         |
| UTE SELECTIVA SAN MARCOS              | 65.00                                         |
| UTE SELECTIVA UROLA KOSTA             | 60.00                                         |
| UTE SELLADO VERTEDERO LOGROÑO         | 50.00                                         |
| UTE SERVICIOS EXPO                    | 60.00                                         |
| UTE T.P.A. E INICRESS                 | 75.00                                         |
| UTE TANATORIO DE PATERNA              | 50.00                                         |
| UTE TIRVA FCC – FCCMA RUBÍ            | 51.00                                         |
| UTE TORRIBERA                         | 50.00                                         |
| UTE TORRIBERA III                     | 50.00                                         |
| UTE TORRIBERA IV                      | 50.00                                         |
| UTE TORRIBERA RSU                     | 50.00                                         |
| UTE TOSSA DE MAR                      | 20.00                                         |
| UTE TRANSPORTE SAN MARCOS             | 80.00                                         |
| UTE TRANSPORTE DEBABARRENA TXINGUDI   | 60.00                                         |
| UTE TREMP                             | 51.00                                         |
| UTE TXINGUDI                          | 75.00                                         |
| UTE UROLA ERDIA                       | 60.00                                         |
| UTE URRETXU Y ZUMARRAGA               | 65.00                                         |
| UTE VERTEDERO ARTIGAS                 | 50.00                                         |
| UTE VERTEDERO GARDELEGUI              | 70.00                                         |
| UTE VERTEDERO GARDALEGUI II           | 70.00                                         |
| UTE VERTRESA                          | 10.00                                         |
| UTE VIGO RECICLA                      | 70.00                                         |
| UTE VINAROS                           | 50.00                                         |
| UTE VIVIENDAS MARGEN DERECHA          | 60.00                                         |
| UTE WTC – ZARAGOZA                    | 51.00                                         |
| UTE ZARAGOZA DELICIAS                 | 51.00                                         |
| UTE ZARAUZKO GARBIKETA                | 60.00                                         |
| UTE ZONZAMAS FASE II                  | 30.00                                         |
| UTE ZURITA                            | 50.00                                         |
| <b>VERSIA</b>                         |                                               |
| CLEAR CHANNEL – CEMUSA UTE            | 50.00                                         |
| EYSSA-AUPLASA ALICANTE UTE            | 65.00                                         |
| UTE BYPASS SUR                        | 50.00                                         |
| UTE C-17 SERVEI                       | 50.00                                         |
| UTE CAMINO                            | 50.00                                         |
| UTE CARTAGENA                         | 50.00                                         |
| UTE CC CLOT ARAGÓ                     | 60.00                                         |
| UTE CN III                            | 45.00                                         |
| UTE CYCSA-ISOLUX INGENIERÍA           | 50.00                                         |
| UTE EIX LLOBREGAT                     | 50.00                                         |
| UTE EUROHANDLING                      | 50.00                                         |
| UTE EUROHANDLING BARCELONA            | 50.00                                         |
| UTE EUROHANDLING MÁLAGA               | 50.00                                         |
| UTE FCC ACISA AUDING                  | 45.00                                         |
| UTE FCC – DIESEL BARCELONA            | 80.00                                         |
| UTE FCC – DIESEL N-VI                 | 50.00                                         |
| UTE MENDIZULOA                        | 30.00                                         |
| UTE METEOROLÓGICAS A-6                | 33.00                                         |
| UTE NOROESTE                          | 33.00                                         |
| UTE OCAÑA                             | 75.00                                         |
| UTE SCC SICE                          | 50.00                                         |
| UTE SCUTMADEIRA                       | 55.00                                         |
| UTE S.G.V.V.                          | 50.00                                         |
| UTE TÚNELES BRAÑAVIELLA – NIEVARES    | 50.00                                         |
| UTE TÚNELES BARAJAS                   | 50.00                                         |
| <b>CONSTRUCTION</b>                   |                                               |
| ACP DU PORT DE LA CONDOMINE           | 45.00                                         |
| ARGE GLEISBAU BLEIBUR + BHF           | 50.00                                         |

|                                             | Integration Percentage at<br>31 December 2009 |
|---------------------------------------------|-----------------------------------------------|
| ARGE GLEISBAU KNOTEN ROHR                   | 50.00                                         |
| ARGE DURCHLÄSSE ÖBB                         | 50.00                                         |
| ARGE FESTE FAHRB. LAINZETRUNNEL             | 15.50                                         |
| ARGE FESTE FAHRBAHN TAUERNUNN               | 37.00                                         |
| ARGE GERÄTEBEISTELLUNG 2005                 | 50.00                                         |
| ARGE GLEISBAU LT-WEST B.3                   | 50.00                                         |
| ARGE GLEISBAU MDF HALLEIN                   | 50.00                                         |
| ARGE GLEISBAU U2/13                         | 29.00                                         |
| ARGE ILF-RUM                                | 50.00                                         |
| ARGE INNOVAPARK                             | 30.00                                         |
| ARGE INNOVAPARK ABSCHNITT B                 | 30.00                                         |
| ARGE IVB 2005                               | 50.00                                         |
| ARGE KABEL ÖBB GRAZ                         | 50.00                                         |
| ARGE LFS TIROL                              | 60.00                                         |
| ARGE LINDENGASSE - HALL                     | 50.00                                         |
| ARGE OBERB. ALTHOFEN-KLAGENFURT             | 50.00                                         |
| ARGE OBERBAU ASTEN-LINZ                     | 33.34                                         |
| ARGE OBERBAU GRAZ-PUNTIGAM                  | 50.00                                         |
| ARGE PORTALKRAN                             | 34.00                                         |
| ARGE SLB FÜR WAG                            | 33.33                                         |
| ARGE SLB GLEISBAU 2004                      | 33.34                                         |
| ARGE STADTBAU BIENERSTRASSE                 | 40.00                                         |
| ARGE STRABENBAHN KUFERZEILE                 | 50.00                                         |
| ARGE TIVOLI - BT 1                          | 50.00                                         |
| FCC ELLIOT CONSTRUCTION PARTNERSHIP         | 50.00                                         |
| J.V. ASOCIAREA ARAD-TIMISOARA FCC-ASTALDI   | 50.00                                         |
| J.V. ESTENSION IOF LINE 2 TO ANTOHOUPOLI    | 50.01                                         |
| J.V. FCC CO-MCM                             | 95.00                                         |
| UTE 2ª FASE EIQUE DE LA ESFINGE             | 35.00                                         |
| UTE 57 VIVIENDAS PC-6 CERRO DE REYES        | 90.00                                         |
| UTE ABOÑO MUSEL                             | 80.00                                         |
| UTE ABSA - PERICA I                         | 60.00                                         |
| UTE ACCESO ZAMORA                           | 65.00                                         |
| UTE ADAMUZ                                  | 33.33                                         |
| UTE AEROMÉDICA CANARIA - FCCCO              | 5.00                                          |
| UTE AEROPUERTO DE CASTELLÓN                 | 50.00                                         |
| UTE AL - DEL MALAGA                         | 50.00                                         |
| UTE AL - DEL POLIVALENTES                   | 50.00                                         |
| UTE AL - DEL VILLARRUBIA                    | 50.00                                         |
| UTE AL - DEL XÁTIVA                         | 50.00                                         |
| UTE ALARCÓN                                 | 55.00                                         |
| UTE ALBUERA                                 | 50.00                                         |
| UTE ALCAR                                   | 45.00                                         |
| UTE ALHAMA                                  | 75.00                                         |
| UTE ALHENDUR                                | 45.00                                         |
| UTE ALMANZORA                               | 40.00                                         |
| UTE ALMENDRALEJO                            | 65.00                                         |
| UTE ALMENDRALEJO II                         | 50.00                                         |
| UTE ALQUERÍA                                | 50.00                                         |
| UTE ALUMBRADO BARRIO SAN FCO. JAVIER        | 80.00                                         |
| UTE AMOREBIETA                              | 66.66                                         |
| UTE AMPLIACIÓN AP-6 TRAMO 2                 | 50.00                                         |
| UTE AMPLIACIÓN CONSEJERÍA AMA               | 65.00                                         |
| UTE AMPLIACIÓN EDAR ABRERA                  | 90.00                                         |
| UTE AMPLIACIÓN EDAR GIRONA                  | 67.00                                         |
| UTE AMPLIACIÓN FERIA VALENCIA FASE II       | 50.00                                         |
| UTE AMPLIACIÓN FERIA VALENCIA FASE III      | 50.00                                         |
| UTE AMP. PLAT COSTERA REC. GUINIGUADA       | 50.00                                         |
| UTE AMPLIACIÓN PUERTO DE CASTELLÓN          | 50.00                                         |
| UTE AMPLIACIÓN SAIH                         | 50.00                                         |
| UTE AMPLIACIÓN SUPERFICIE M. LEVANTE PTO. V | 60.00                                         |
| UTE ANAGA                                   | 33.33                                         |
| UTE AP-7 FIGUERAS                           | 50.00                                         |
| UTE APARCAMIENTO TERM. ACT. AEROPUERTO G.C. | 70.00                                         |
| UTE ARINAGA III                             | 50.00                                         |
| UTE ARMILLA INSTALACIONES                   | 50.00                                         |
| UTE ARROYO DE LA ENCOMIENDA                 | 50.00                                         |

|                                           | Integration Percentage at<br>31 December 2009 |
|-------------------------------------------|-----------------------------------------------|
| UTE ARROYO DEL FRESNO                     | 50.00                                         |
| UTE ASTALDI - FCC JV                      | 50.00                                         |
| UTE ATIL - TECAIR                         | 50.00                                         |
| UTE AUCOSTA CONSERVACIÓN                  | 50.00                                         |
| UTE AUDITORIO DE BURGOS                   | 65.00                                         |
| UTE AUDITORIO DE LEÓN                     | 70.00                                         |
| UTE AUTOPISTA CARTAGENA - VERA            | 50.00                                         |
| UTE AUTOVÍA CANALS AGULLENT               | 60.00                                         |
| UTE AUTOVÍA COSTA BRAVA                   | 65.00                                         |
| UTE AUTOVÍA DE LA PLANA                   | 50.00                                         |
| UTE AUTOVÍA DE LA SAGRA                   | 50.00                                         |
| UTE AUTOVÍA EL BATAN - CORIA              | 50.00                                         |
| UTE AUTOVÍA PAMPLONA - LOGROÑO            | 35.00                                         |
| UTE AUTOVÍA PAMPLONA - LOGROÑO T2, 3, 4   | 70.79                                         |
| UTE AVE GIRONA                            | 40.00                                         |
| UTE AVE MASIDE                            | 67.00                                         |
| UTE AVE MONTBLANC                         | 75.00                                         |
| UTE AVE TERUEL                            | 50.00                                         |
| UTE AVE TÚNEL DE SERRANO                  | 42.00                                         |
| UTE ÁVILA 6                               | 35.00                                         |
| UTE AZOKA                                 | 40.00                                         |
| UTE AZUCENAS                              | 75.00                                         |
| UTE AZUD BAJO EMBALSE ALARCÓN             | 50.00                                         |
| UTE AZUD DEL EBRO 2ª FASE                 | 70.00                                         |
| UTE BARBADOS                              | 50.00                                         |
| UTE BENTA AUNDI                           | 50.00                                         |
| UTE BIBLIOTECA DE NAVARRA                 | 65.00                                         |
| UTE BIMENES                               | 70.00                                         |
| UTE BIMENES III                           | 70.00                                         |
| UTE BOETTICHER                            | 50.00                                         |
| UTE BULEVAR PINTO RESINA                  | 50.00                                         |
| UTE BUÑEL - CORTES                        | 80.00                                         |
| UTE C 16                                  | 50.00                                         |
| UTE C&F JAMAICA                           | 50.00                                         |
| UTE CÁCERES                               | 65.00                                         |
| UTE CÁCERES II                            | 50.00                                         |
| UTE CADAQUÉS                              | 50.00                                         |
| UTE CÁDIZ                                 | 35.00                                         |
| UTE CAMBULLONEROS                         | 80.00                                         |
| UTE CAMBULLONEROS - VIRGEN DEL PINO       | 40.00                                         |
| UTE CAMPO GIBRALTAR                       | 80.00                                         |
| UTE CAMPO DE GIBRALTAR                    | 50.00                                         |
| UTE CAN TUNIS                             | 70.00                                         |
| UTE CANAL DE NAVARRA                      | 60.00                                         |
| UTE CANAL PUERTO VALENCIA                 | 65.00                                         |
| UTE CANALES DEL JÚCAR                     | 60.00                                         |
| UTE CAPTACIÓN AGUA DE MAR S.P. PINATAR    | 50.00                                         |
| UTE CÁRCEL MARCOS PAZ                     | 35.00                                         |
| UTE CARCHUNA - CASTELL                    | 75.00                                         |
| UTE CARDEDEU                              | 40.00                                         |
| UTE CARIÑENA                              | 50.00                                         |
| UTE CARRETERA HORNACHOS - LLERA           | 65.00                                         |
| UTE CARRETERA IBIZA - SAN ANTONIO         | 50.00                                         |
| UTE CASON                                 | 50.00                                         |
| UTE CASON II                              | 50.00                                         |
| UTE CASTELLÓ D'AMPÚRIES                   | 50.00                                         |
| UTE CASTELLOLÍ                            | 50.00                                         |
| UTE CASTIÑEIRIÑO                          | 65.00                                         |
| UTE CATENARIA - CERRO NEGRO               | 50.00                                         |
| UTE CATLANTICO                            | 25.00                                         |
| UTE CECOEX                                | 20.00                                         |
| UTE CENTRE CONVENCIONS                    | 37.00                                         |
| UTE CENTRO COMERCIAL ARANJUEZ             | 50.00                                         |
| UTE CENTRO COMERCIAL ARANJUEZ PLAZA F. II | 50.00                                         |
| UTE CENTRO COMERCIAL LA GRELA             | 50.00                                         |

|                                            | Integration Percentage at<br>31 December 2009 |
|--------------------------------------------|-----------------------------------------------|
| UTE CENTRO COMERCIAL MESOIRO               | 50.00                                         |
| UTE CENTRO CONTINGENCIAS GAVÀ              | 70.00                                         |
| UTE CERRO GORDO                            | 75.00                                         |
| UTE CERVERA C-25                           | 65.00                                         |
| UTE CHAPÍN 2002                            | 75.00                                         |
| UTE CIBELES                                | 50.00                                         |
| UTE CIBELES ELECTRICIDAD                   | 50.00                                         |
| UTE CIERRE SUR T. CONTENEDORES             | 70.00                                         |
| UTE CINE AVENIDA                           | 50.00                                         |
| UTE CIRCUITO                               | 70.00                                         |
| UTE CIRCUITO F-1 VALENCIA                  | 38.00                                         |
| UTE CIRCUNVALACIÓN III                     | 46.25                                         |
| UTE CIUDAD DE LAS ARTES ESCÉNICAS F. V.2   | 50.00                                         |
| UTE CIUDAD DE LAS COMUNICACIONES           | 50.00                                         |
| UTE CIUDAD DEPORTIVA VALDEBEBAS            | 50.00                                         |
| UTE CIUDAD DEPORTIVA VALDEBEBAS II         | 50.00                                         |
| UTE CIUDAD REAL                            | 50.00                                         |
| UTE CIUTAT DE LA JUSTÍCIA                  | 30.00                                         |
| UTE CLIMA "LA FE"                          | 38.00                                         |
| UTE CLIMA DENIA                            | 65.00                                         |
| UTE CLIMA PARQUE EMP. "FORESTA"            | 50.00                                         |
| UTE CLIMATIZACIÓN ALCÁZAR DE SAN JUAN      | 60.00                                         |
| UTE CLIMATIZACIÓN BARAJAS                  | 42.50                                         |
| UTE CLIMATIZACIÓN CIBELES                  | 50.00                                         |
| UTE CLIMATIZACIÓN CIUDAD DE TELEFÓNICA     | 50.00                                         |
| UTE CLIMATIZACIÓN SON DURETA               | 42.00                                         |
| UTE CLIMATIZACIÓN W.T.C.                   | 50.00                                         |
| UTE CLUB NÁUTICO CASTELLÓN                 | 50.00                                         |
| UTE COALVI - CONVENSA                      | 25.00                                         |
| UTE COBRA CPD REPSOL                       | 50.00                                         |
| UTE COBRA - ESPELSA TRANVÍA                | 50.00                                         |
| UTE COLADA                                 | 63.00                                         |
| UTE COLECTOR ABOÑO                         | 80.00                                         |
| UTE COLECTOR NAVIA                         | 80.00                                         |
| UTE COLECTOR PARLA                         | 50.00                                         |
| UTE COMPLEJO ACUÁTICO DEPORTIVO MUNICIPAL  | 50.00                                         |
| UTE CONAVILA II                            | 50.00                                         |
| UTE CONDUCCIÓN DEL JÚCAR TRAMO VI          | 70.00                                         |
| UTE CONEXIÓN DISTRIBUIDOR SUR              | 60.00                                         |
| UTE CONEXIONES EL CAÑAVERAL                | 33.33                                         |
| UTE CONSEJERÍA AGRICULTURA                 | 85.00                                         |
| UTE CONSTRUCCIÓN HOSPITAL SURESTE          | 50.00                                         |
| UTE CONSTRUCCIÓN HOSPITAL TORREJÓN         | 66.70                                         |
| UTE CONSTRUCCIÓN TRANVÍA ZARAGOZA          | 50.00                                         |
| UTE CONTROL AÉREO GAVÀ                     | 70.00                                         |
| UTE COPERÓ                                 | 70.00                                         |
| UTE CORNELLÀ WTC                           | 36.00                                         |
| UTE CORREDOR                               | 55.00                                         |
| UTE CORTE INGLÉS CASTELLÓN                 | 70.00                                         |
| UTE CORTE INGLÉS EIBAR                     | 50.00                                         |
| UTE COSTERA NORTE 1 A                      | 70.00                                         |
| UTE CREEA                                  | 50.00                                         |
| UTE CARRETERA PANTANOS                     | 33.33                                         |
| UTE CARRETERA TORREBLANCA-AEROPUERTO CS    | 50.00                                         |
| UTE CARRETERA ACCESO PUERTO CASTELLÓN      | 50.00                                         |
| UTE CUATRO CAMINOS                         | 50.00                                         |
| UTE CUÑA VERDE                             | 93.00                                         |
| UTE CYM - ESPELSA INSTALACIONES            | 50.00                                         |
| UTE D'ARO                                  | 60.00                                         |
| UTE DÁRSENA SUR DEL PUERTO DE CASTELLÓN    | 50.00                                         |
| UTE DÁRSENA SUR II DEL PUERTO DE CASTELLÓN | 50.00                                         |
| UTE DE SUMINISTROS PUENTE RÍO OZAMA        | 50.00                                         |
| UTE DENIA SALUD                            | 65.00                                         |
| UTE DEPÓSITO COMBUSTIBLE PUERTO GIJÓN      | 80.00                                         |
| UTE DESALADORA BAJO ALMANZORA              | 60.00                                         |
| UTE DESARROLLO PUERTO DE AVILES FASE I     | 80.00                                         |
| UTE DESDOBLAMIENTO DE LA AS-17 I           | 70.00                                         |

|                                                | Integration Percentage at<br>31 December 2009 |
|------------------------------------------------|-----------------------------------------------|
| UTE DESDOBLAMIENTO EX-100 BADAJOZ              | 50.00                                         |
| UTE DESVÍOS II                                 | 60.00                                         |
| UTE DESVÍOS LÉRIDA-BARCELONA                   | 50.00                                         |
| UTE DIQUE DE LA ESFINGE 2ª FASE                | 70.00                                         |
| UTE DIQUE ESTE                                 | 35.00                                         |
| UTE DIQUE ESTE FASE II                         | 50.00                                         |
| UTE DIQUE ESTE DÁRSENA SUR PUERTO DE CASTELLÓN | 50.00                                         |
| UTE DIQUE TORRES                               | 27.00                                         |
| UTE DIQUE TORRES II                            | 27.00                                         |
| UTE DIQUE TORRES 3                             | 27.00                                         |
| UTE DISTRIBUCIÓN L-2 Y VARIAS                  | 50.00                                         |
| UTE DOZÓN                                      | 29.60                                         |
| UTE DRAGADO CANAL ENTRADA Y DÁRSENA SUR        | 50.00                                         |
| UTE DRAGADO MEJORA ACCESO DÁRSENA SUR          | 50.00                                         |
| UTE MUELLE COMERCIAL VILAGARCÍA                | 50.00                                         |
| UTE DRAGADO Y RELLENO CANAL E. PTO. CS         | 50.00                                         |
| UTE EBRACONS                                   | 68.00                                         |
| UTE EDAR CULEBRO                               | 50.00                                         |
| UTE EDAR CULEBRO EQUIPOS                       | 50.00                                         |
| UTE EDAR CULEBRO OBRA CIVIL                    | 50.00                                         |
| UTE EDAR L.F. DEPURBAIX                        | 40.00                                         |
| UTE EDAR LOILA                                 | 80.00                                         |
| UTE EDAR NAVIA                                 | 80.00                                         |
| UTE EDAR PATERNA                               | 85.00                                         |
| UTE EDAR VUELTA OSTRERA                        | 70.00                                         |
| UTE EDIFICIO 4 WTC                             | 56.25                                         |
| UTE EDIFICIO 6-7-8 WTC                         | 36.00                                         |
| UTE EDIFICIO DE LAS CORTES                     | 65.00                                         |
| UTE EDIFICIO IDI 5 TERCERA FASE CPI            | 75.00                                         |
| UTE EDIFICIO IMETISA                           | 70.00                                         |
| UTE EDIFICIO TERMINAL                          | 40.00                                         |
| UTE EDIFICIOS I.D.I. TERCERA FASE              | 75.00                                         |
| UTE EIX BERGUEDA                               | 34.00                                         |
| UTE EIX DEL LLOBREGAT                          | 34.00                                         |
| UTE EL CONDADO                                 | 40.00                                         |
| UTE ELECTRICIDAD BY PASS SUR CALLE 30          | 33.33                                         |
| UTE ELECTRICIDAD CIBEK                         | 50.00                                         |
| UTE ELECTRICIDAD CIUDAD COMUNICACIONES         | 50.00                                         |
| UTE ELECTRICIDAD SON DURETA                    | 50.00                                         |
| UTE ELECTRIFICACIÓN BURGOS                     | 33.33                                         |
| UTE ELECTRIFICACIÓN CUATRO VIENTOS             | 50.00                                         |
| UTE ELECTRIFICACIÓN GRANOLLERS                 | 20.00                                         |
| UTE EMISARIO MOMPAS                            | 80.00                                         |
| UTE ENCAUZAMIENTO BARRANCO DE FRAGA            | 60.00                                         |
| UTE ENLACE R3-M50                              | 33.33                                         |
| UTE ENVALIRA                                   | 50.00                                         |
| UTE ESCLUSA SEVILLA                            | 70.00                                         |
| UTE ESCUELA DE ARTES Y DISEÑOS                 | 70.00                                         |
| UTE ESPELSA - BEDASA                           | 65.00                                         |
| UTE ESPELSA - CYMI INSTALACIONES NORTE         | 50.00                                         |
| UTE ESPELSA - OCESA                            | 75.00                                         |
| UTE ESTABILIZACIÓN VIDRERES                    | 50.00                                         |
| UTE ESTABILIZADO VIC-RIPOLL                    | 50.00                                         |
| UTE ESTACIÓN AVE ZARAGOZA                      | 50.00                                         |
| UTE ESTACIÓN CORNELLÀ RIERA                    | 50.00                                         |
| UTE ESTACIÓN FGV MERCADO - ALICANTE            | 60.00                                         |
| UTE ESTACIÓN LUCERO ALICANTE                   | 33.33                                         |
| UTE ESTACIÓN METRO SERRERÍA                    | 50.00                                         |
| UTE ESTACIONES METRO LIGERO                    | 50.00                                         |
| UTE ESTACIONES AEROPORT L9                     | 49.00                                         |
| UTE ESTACIONES LÍNEA 9                         | 33.00                                         |
| UTE ESTEPONA                                   | 25.00                                         |
| UTE ETAP LAS ERAS                              | 50.00                                         |
| UTE F.I.F. GNL FB 301/2                        | 35.96                                         |
| UTE F.I.F. GNL TK-3.002/3                      | 39.06                                         |
| UTE F.I.F. LNG TK - 3001                       | 34.00                                         |
| UTE F.I.F. TANQUE FB - 241 GNL                 | 38.00                                         |
| UTE F.I.F. TANQUES GNL                         | 34.00                                         |
| UTE FASE II HOSPITAL DE MÉRIDA                 | 50.00                                         |

|                                          | Integration Percentage at<br>31 December 2009 |
|------------------------------------------|-----------------------------------------------|
| UTE FÁTIMA                               | 26.00                                         |
| UTE FÁTIMA II                            | 33.00                                         |
| UTE FCC URCO URBASA                      | 50.00                                         |
| UTE FCC - SCENIC LIGHT                   | 80.00                                         |
| UTE FCC - TECYSU                         | 80.00                                         |
| UTE FERIA VALENCIA PABELLÓN N° 7         | 50.00                                         |
| UTE FGV ALICANTE TRAMO 2                 | 60.00                                         |
| UTE FIRA P-5                             | 65.00                                         |
| UTE FÍSICA Y QUÍMICA                     | 50.00                                         |
| UTE FUENTE LUCHA                         | 77.00                                         |
| UTE GAS SAGUNTO, SOCOIN-APL              | 50.00                                         |
| UTE GASODUCTO MAGREB - EUROPA            | 50.00                                         |
| UTE GAVELEC                              | 50.00                                         |
| UTE GIJÓN - VILLAVICIOSA                 | 50.00                                         |
| UTE GIRIBAILE                            | 50.00                                         |
| UTE GIRIBAILE II                         | 50.00                                         |
| UTE GIRONA NORTE                         | 70.00                                         |
| UTE GOIAN                                | 70.00                                         |
| UTE GOIERRIALDEA                         | 55.00                                         |
| UTE GRAN VÍA HOSPITALET                  | 50.00                                         |
| UTE GRAN VÍA NORTE                       | 50.00                                         |
| UTE GRAN VÍA SURESTE                     | 33.33                                         |
| UTE GRAU DE LA SABATA                    | 90.00                                         |
| UTE GUADARRAMA 3                         | 33.33                                         |
| UTE GUADARRAMA 4                         | 33.33                                         |
| UTE GUAREÑA I                            | 50.00                                         |
| UTE GUICYCSA TORDESILLAS                 | 60.00                                         |
| UTE HABILITACIÓN ED. C. COMUNICACIONES   | 50.00                                         |
| UTE HORCHE                               | 65.00                                         |
| UTE HOSPITAL ALCÁZAR                     | 60.00                                         |
| UTE HOSPITAL CAMPUS DE LA SALUD          | 80.00                                         |
| UTE HOSPITAL DE CARTAGENA                | 70.00                                         |
| UTE HOSPITAL DE SALAMANCA                | 40.00                                         |
| UTE HOSPITAL DEL SUR                     | 80.00                                         |
| UTE HOSPITAL FCC - VVO                   | 80.00                                         |
| UTE HOSPITAL MARQUÉS VALDECILLA FASE III | 33.33                                         |
| UTE HOSPITAL NAVALMORAL                  | 50.00                                         |
| UTE HOSPITAL NORTE TENERIFE              | 80.00                                         |
| UTE HOSPITAL O'DONNELL                   | 50.00                                         |
| UTE HOSPITAL SON DURETA                  | 33.00                                         |
| UTE HOSPITAL UNIVERSITARIO DE MURCIA     | 50.00                                         |
| UTE HOTEL WTC                            | 53.00                                         |
| UTE HUELVA NORTE                         | 55.00                                         |
| UTE HUELVA NORTE II                      | 55.00                                         |
| UTE HUELVA SUDESTE                       | 40.00                                         |
| UTE HUESNA CONSTRUCCIÓN                  | 33.33                                         |
| UTE IFEVI                                | 50.00                                         |
| UTE INSTALACIONES PLATAFORMA SUR         | 50.00                                         |
| UTE IRO                                  | 80.00                                         |
| UTE JAÉN - MANCHA REAL                   | 80.00                                         |
| UTE JEREZ - LA BARCA                     | 80.00                                         |
| UTE JEREZ FERROVIARIA                    | 80.00                                         |
| JUTE JONCADELLA                          | 34.00                                         |
| UTE JUAN GRANDE                          | 50.00                                         |
| UTE L9 HOSPITALET                        | 50.00                                         |
| UTE LA ALDEA                             | 35.00                                         |
| UTE LA CARPETANIA                        | 50.00                                         |
| UTE LA LOTETA                            | 80.00                                         |
| UTE LALIN                                | 50.00                                         |
| UTE LAS ROSAS I-7                        | 33.33                                         |
| UTE LADERA ENCISO                        | 50.00                                         |
| UTE LINEA 1 TRANVÍA DE MURCIA            | 60.00                                         |
| UTE LÍNEA 2                              | 50.00                                         |

|                                         | Integration Percentage at<br>31 December 2009 |
|-----------------------------------------|-----------------------------------------------|
| UTE LÍNEA 5                             | 40.00                                         |
| UTE LÍNEA 9                             | 33.00                                         |
| UTE LLAGOSTERA                          | 50.00                                         |
| UTE LUKO                                | 45.00                                         |
| UTE M-407                               | 50.00                                         |
| UTE M-30 TÚNEL SUR                      | 50.00                                         |
| UTE M-407 GESTION                       | 50.00                                         |
| UTE MÁLAGA COCHERAS                     | 50.00                                         |
| UTE MANTENIMENT RONDES                  | 70.00                                         |
| UTE MANTENIMENT RONDES II               | 70.00                                         |
| UTE MANTENIMIENTO VÍA ARANJUEZ          | 50.00                                         |
| UTE MANTENIMIENTO VÍA SEVILLA           | 50.00                                         |
| UTE MANZANAL                            | 50.00                                         |
| UTE MATADERO                            | 57.50                                         |
| UTE MATERNIDAD                          | 50.00                                         |
| UTE MATERNIDAD O'DONNELL                | 50.00                                         |
| UTE MEDINACELI                          | 22.40                                         |
| UTE METRO LIGERO                        | 80.00                                         |
| UTE METRO MÁLAGA                        | 36.00                                         |
| UTE MONT-RAS                            | 50.00                                         |
| UTE MONTSERRAT                          | 35.00                                         |
| UTE MONTSERRAT 2025                     | 50.00                                         |
| UTE MORA                                | 30.00                                         |
| UTE MORALEDA                            | 66.00                                         |
| UTE MOTRIL                              | 75.00                                         |
| UTE MUELLE BOUZAS                       | 70.00                                         |
| UTE MUELLE COMERCIAL VILAGARCÍA         | 70.00                                         |
| UTE MUELLE DE LOS MÁRMOLES              | 70.00                                         |
| UTE MUELLE VIEJO CAUCE VALENCIA         | 65.00                                         |
| UTE MUELLE VIEJO FASE II VALENCIA       | 60.00                                         |
| UTE MUELLES COMERCIALES                 | 60.00                                         |
| UTE MUSEO DE LAS CIENCIAS               | 50.00                                         |
| UTE N.O.M.                              | 63.00                                         |
| UTE NACIMIENTO                          | 54.00                                         |
| UTE NANCLARES                           | 95.00                                         |
| UTE NATURMÁS - AZOR                     | 60.00                                         |
| UTE NATURMÁS - AZOR 2                   | 60.00                                         |
| UTE NATURMÁS - AZOR 5                   | 60.00                                         |
| UTE NOVA BOCANA                         | 40.00                                         |
| UTE NOVOA SANTOS                        | 60.00                                         |
| UTE NUDO DE MOLLET                      | 50.00                                         |
| UTE NUEVA SEDE JUDICIAL LAS PALMAS G.C. | 70.00                                         |
| UTE NUEVO ATRAQUE PLANTA BIODIESEL      | 50.00                                         |
| UTE NUEVO ESTADIO VCF                   | 49.00                                         |
| UTE NUEVO HOSPITAL DE CÁCERES           | 33.33                                         |
| UTE NUEVO PUERTO DE IGOUENITZA          | 50.00                                         |
| UTE NUEVO TRAZADO CARRETERA TF-812      | 85.00                                         |
| UTE OBRAS RELLENO PLAN ORIONADAS        | 50.00                                         |
| UTE OLABEL                              | 27.00                                         |
| UTE OLOT MONTAGUT                       | 45.00                                         |
| UTE OPERACIÓN TRANVÍA DE MURCIA         | 60.00                                         |
| UTE ORDIZIA                             | 50.00                                         |
| UTE ORENSE - MELÓN                      | 50.00                                         |
| UTE OSEBE                               | 50.00                                         |
| UTE PABELLÓN REYNO DE NAVARRA           | 50.00                                         |
| UTE PADRÓN                              | 50.00                                         |
| UTE PALACIO DE LOS DEPORTES             | 50.00                                         |
| UTE PALAMÓS-PALAFRUGELL                 | 50.00                                         |
| UTE PALAU                               | 50.00                                         |
| UTE PALAU NACIONAL                      | 44.00                                         |
| UTE PANADELLA                           | 50.00                                         |
| UTE PARADOR DE EL SALER                 | 75.00                                         |
| UTE PARANINFO ZARAGOZA                  | 60.00                                         |
| UTE PARQUE MÁLAGA                       | 60.00                                         |
| UTE PARQUE MAYORDOMÍA                   | 50.00                                         |
| UTE PARQUE OCEANOGRÁFICO DE VALENCIA    | 40.00                                         |
| UTE PARQUE TECNOLÓGICO                  | 60.00                                         |

|                                          | Integration Percentage at<br>31 December 2009 |
|------------------------------------------|-----------------------------------------------|
| UTE PAS - SPA                            | 50.00                                         |
| UTE PAU LAS TABLAS                       | 50.00                                         |
| UTE PAU MONTE CARMELO                    | 50.00                                         |
| UTE PAVONES VIVIENDAS                    | 50.00                                         |
| UTE PEOPLE MOVER                         | 50.00                                         |
| UTE PERI AR.8 LA MADRAZA                 | 99.00                                         |
| UTE PIEDRAFITA                           | 66.67                                         |
| UTE PINO MONTANO P 5                     | 50.00                                         |
| UTE PLANTA BARAJAS MELO                  | 50.00                                         |
| UTE PLANTA DE RESIDUOS                   | 50.00                                         |
| UTE PLATAFORMA BARAJAS                   | 50.00                                         |
| UTE PLATAFORMA SATÉLITE                  | 26.00                                         |
| UTE PLATAFORMA TRANSPORTE UJI DE CASTELL | 65.00                                         |
| UTE PLISAN                               | 70.00                                         |
| UTE POLIDEPORTIVO MIERES                 | 70.00                                         |
| UTE POLÍGONO BOBES                       | 50.00                                         |
| UTE POLÍGONO DE TANOS                    | 50.00                                         |
| UTE POLÍGONO LLOREDA                     | 70.00                                         |
| UTE POLÍGONO VICÁLVARO                   | 80.00                                         |
| UTE PONT DEL CANDI                       | 75.00                                         |
| UTE PORT BESÒS                           | 50.00                                         |
| UTE PORT TARRAGONA                       | 50.00                                         |
| UTE PORT DE LLANÇÀ                       | 60.00                                         |
| UTE PREFABRICADOS M-30                   | 50.00                                         |
| UTE PREFABRICADOS POLA                   | 50.00                                         |
| UTE PRESA ENCISO                         | 50.00                                         |
| UTE PRESAS JÚCAR                         | 53.00                                         |
| UTE PREVENCIÓN DE INCENDIOS NORESTE      | 50.00                                         |
| UTE PROLONGACIÓN DIQUE REINA SOFÍA       | 40.00                                         |
| UTE PROSER - ARDANUY                     | 70.00                                         |
| UTE PROSER - GEOCONTROL                  | 60.00                                         |
| UTE PROSER - GEOCONTROL II               | 62.00                                         |
| UTE PROSER - I.P.D.                      | 65.00                                         |
| UTE PROSER - IMACS                       | 50.00                                         |
| UTE PROSER - NARVAL                      | 60.00                                         |
| UTE PROSER - NORCONTROL                  | 50.00                                         |
| UTE PROSER - NORCONTROL II               | 50.00                                         |
| UTE PROSER - OLCINA                      | 60.00                                         |
| UTE PROSER - PAYMACOTAS IV               | 50.00                                         |
| UTE PROSER - UG 21                       | 70.00                                         |
| UTE PROSER - LA ROCHE TF - 5 III         | 50.00                                         |
| UTE PROSER - BATLLE I ROIG               | 50.00                                         |
| UTE PROSIBE II                           | 50.00                                         |
| UTE PROSIBE III                          | 50.00                                         |
| UTE PROTECCIÓN DE LA LAJA                | 80.00                                         |
| UTE PUENTE ADRIÁTICO                     | 30.00                                         |
| UTE PUENTE RÍO OZAMA (DFC-COCIMAR)       | 35.00                                         |
| UTE PUENTE DE LA SERNA                   | 65.00                                         |
| UTE PUENTE DE PONFERRADA                 | 55.00                                         |
| UTE PUENTE DEL REY                       | 33.33                                         |
| UTE PUENTE MEDELLÍN                      | 65.00                                         |
| UTE PUENTE PISUERGA                      | 50.00                                         |
| UTE PUENTE SERRERÍA                      | 60.00                                         |
| UTE PUERTO DE GRANADILLA                 | 40.00                                         |
| UTE PUERTO DE LAREDO                     | 50.00                                         |
| UTE PUERTO DEL ROSARIO                   | 90.00                                         |
| UTE PUIG-REIG                            | 50.00                                         |
| UTE PUIGVERD                             | 45.00                                         |
| UTE RADIALES                             | 35.00                                         |
| UTE RANDE                                | 40.00                                         |
| UTE RANILLA CONSTRUCCIÓN                 | 85.00                                         |
| UTE RECINTOS FERIALES                    | 50.00                                         |
| UTE RECINTOS FERIALES II                 | 50.00                                         |
| UTE RECUPERACIÓN DEL GUINIGUADA          | 50.00                                         |
| UTE REFORMA HOSPITAL V SALUD             | 60.00                                         |
| UTE REFORMA MEDICINA                     | 50.00                                         |

|                                          | Integration Percentage at<br>31 December 2009 |
|------------------------------------------|-----------------------------------------------|
| UTE REG GARRIGUES                        | 80.00                                         |
| UTE REGULACIÓN RÍO BELCAIRE DE CASTELLÓN | 80.00                                         |
| UTE RELLENOS PETROLEROS PUERTO GIJÓN     | 80.00                                         |
| UTE REPOSICIONES C. LAS PALMAS F3        | 46.25                                         |
| UTE RESIDENCIA COMPLUTENSE               | 50.00                                         |
| UTE REURBANIZACIÓN AV. SALER             | 60.00                                         |
| UTE REVLON                               | 60.00                                         |
| UTE RIALB                                | 65.00                                         |
| UTE RIALB II                             | 65.00                                         |
| UTE RIAÑO SAMA II                        | 70.00                                         |
| UTE RIBERAS DEL EBRO U-12                | 80.00                                         |
| UTE RIBOTA - CONDADO                     | 70.00                                         |
| UTE RINCÓN DE LA VICTORIA                | 50.00                                         |
| UTE RÍO LLOBREGAT                        | 55.00                                         |
| UTE RIPOLL C-17                          | 65.00                                         |
| UTE ROCKÓDROMO                           | 50.00                                         |
| UTE ROCKÓDROMO 2                         | 40.00                                         |
| UTE ROCKÓDROMO FASE 3                    | 40.00                                         |
| UTE ROCKÓDROMO PC 3                      | 45.00                                         |
| UTE RONDA HISPANIDAD                     | 45.00                                         |
| UTE RUTA NACIONAL HAITÍ                  | 55.00                                         |
| UTE S.A.I.H. JÚCAR                       | 50.00                                         |
| UTE S.A.I.H. SUR                         | 40.00                                         |
| UTE S.A.I.H. VALENCIA                    | 50.00                                         |
| UTE SAGRA TORRIJOS                       | 50.00                                         |
| UTE SAGUNTO                              | 60.00                                         |
| UTE SAGUNTO PARCELA M17-3                | 50.00                                         |
| UTE SAIPEM - FCC BALEARES DOS            | 50.00                                         |
| UTE SAIPEM - FCC BALEARES UNO            | 11.41                                         |
| UTE SAJA                                 | 50.00                                         |
| UTE SAN VICENTE                          | 43.00                                         |
| UTE SANEAMIENTO ARCO SUR                 | 56.50                                         |
| UTE SANT LLORENÇ                         | 50.00                                         |
| UTE SANTA BRÍGIDA                        | 50.00                                         |
| UTE SANTA COLOMA DE FARNERS              | 50.00                                         |
| UTE SANTA MARÍA DEL CAMÍ                 | 45.00                                         |
| UTE SANTIAGO - PADRÓN                    | 50.00                                         |
| UTE SEGUNDA FASE DELICIAS ZARAGOZA       | 50.00                                         |
| UTE SELLA                                | 50.00                                         |
| UTE SEMINARIO P3-2                       | 99.00                                         |
| UTE SERVEIS AFECTATS CASTELLÓ D'AMPÚRIES | 50.00                                         |
| UTE SEVILLA SUR                          | 65.00                                         |
| UTE SIETE AGUAS - BUÑOL                  | 66.66                                         |
| UTE SISTEMA INTEGRAL ALICANTI SUR        | 66.67                                         |
| UTE SOCIALES                             | 60.00                                         |
| UTE SOMOSAGUAS                           | 50.00                                         |
| UTE SOTIELLO                             | 50.00                                         |
| UTE SOTO DE HENARES                      | 70.00                                         |
| UTE STADIUM                              | 70.00                                         |
| UTE SUBESTACIÓN PAJARES                  | 50.00                                         |
| UTE SUBESTACIÓN SERANTES                 | 50.00                                         |
| UTE SURESTE II                           | 80.00                                         |
| UTE TALLERES METRO                       | 80.00                                         |
| UTE TARRAGONA LITORAL                    | 70.00                                         |
| UTE TARRAGONA SUR                        | 70.00                                         |
| UTE TEATRE LLIURE                        | 50.00                                         |
| UTE TECAIR ROCKÓDROMO                    | 50.00                                         |
| UTE TELENEO                              | 50.00                                         |
| UTE TEMPLO Y C. ECUM. EL SALVADOR F1     | 65.00                                         |
| UTE TERMINAL BARAJAS T-4                 | 50.00                                         |
| UTE TERMINAL CEMENTOS ELITE CASTELLÓN    | 50.00                                         |
| UTE TERMINAL DE BARAJAS                  | 22.50                                         |
| UTE TERMINAL GRANELES PUERTO CASTELLÓN   | 60.00                                         |
| UTE TERMINAL SUR MUELLE LEÓN Y CASTILLO  | 35.00                                         |
| UTE TF-5 2ª FASE                         | 70.00                                         |
| UTE TINDAYA                              | 50.00                                         |
| UTE TORO ZAMORA                          | 70.00                                         |

|                                                | Integration Percentage at<br>31 December 2009 |
|------------------------------------------------|-----------------------------------------------|
| UTE TORQUEMADA                                 | 50.00                                         |
| UTE TORRE 1 FCC DRAGADOS                       | 60.00                                         |
| UTE TORRIJOS                                   | 80.00                                         |
| UTE TRAGSA - FCC A.P.                          | 50.00                                         |
| UTE TRAIDA AGUAS PARC SAGUNT                   | 50.00                                         |
| UTE TRAMBESÒS                                  | 50.00                                         |
| UTE TRAMMET                                    | 50.00                                         |
| UTE TRAMO DE NUEVA CONSTRUCCIÓN JÚCAR-VINALOPO | 70.00                                         |
| UTE TRAMVIA DIAGONAL                           | 25.00                                         |
| UTE TRANVÍA DE PARLA                           | 50.00                                         |
| UTE TRANVÍA L-2 PARQUE ALICANTE                | 55.00                                         |
| UTE TRANVÍA LUCEROS-MERCADO ALICANTE           | 60.00                                         |
| UTE TRASVASE JÚCAR VINALOPÓ                    | 50.00                                         |
| UTE TRES CANTOS GESTIÓN                        | 50.00                                         |
| UTE TRIANGLE LÍNEA 9                           | 33.00                                         |
| UTE TÚNEL AEROPORT                             | 33.00                                         |
| UTE TÚNEL AEROPORT II                          | 33.00                                         |
| UTE TÚNEL C.E.L.A.                             | 50.00                                         |
| UTE TÚNEL DE BRACONS                           | 75.00                                         |
| UTE TÚNEL DE PAJARES 1                         | 50.00                                         |
| UTE TÚNEL FIRA                                 | 33.00                                         |
| UTE TÚNEL SANT JUST                            | 60.00                                         |
| UTE TÚNEL TERRASSA                             | 36.00                                         |
| UTE TUNELADORA METRO                           | 33.00                                         |
| UTE TÚNELES DE GUADARRAMA                      | 33.33                                         |
| UTE TÚNELES DE SORBES                          | 67.00                                         |
| UTE TÚNELES DELICIAS                           | 65.00                                         |
| UTE UE 1 ARROYO DEL FRESNO                     | 50.00                                         |
| UTE UE 2 ARROYO DEL FRESNO                     | 50.00                                         |
| UTE UE 2 VALLECAS                              | 25.00                                         |
| UTE UE 5 VALLECAS                              | 33.33                                         |
| UTE UE 6 VALLECAS                              | 33.33                                         |
| UTE UNIVERSIDAD DE MÁLAGA                      | 65.00                                         |
| UTE UNIVERSIDAD DE TUDELA                      | 60.00                                         |
| UTE UNQUERA - PENDUELES                        | 80.00                                         |
| UTE URBANIZACIÓN PARC SAGUNT                   | 50.00                                         |
| UTE URBANIZACIÓN PARQUE DEL AGUA               | 60.00                                         |
| UTE URBANIZACIÓN SOMOSAGUAS                    | 50.00                                         |
| UTE VAGUADA MADRID - 2                         | 50.00                                         |
| UTE VALDEVIVIENDAS II                          | 33.33                                         |
| UTE VALLE INFERIOR                             | 80.00                                         |
| UTE VARIANTE DE MONZÓN                         | 70.00                                         |
| UTE VARIANTE INCA                              | 70.00                                         |
| UTE VARIANTE MACHA REAL                        | 67.00                                         |
| UTE VEGAS ADDITIONS                            | 40.00                                         |
| UTE VELA BCN                                   | 33.33                                         |
| UTE VELÓDROMO                                  | 60.00                                         |
| UTE VERTEDERO CASTAÑEDA                        | 62.50                                         |
| UTE VÍA BENICÀSSIM                             | 35.00                                         |
| UTE VÍA METRO LIGERO                           | 50.00                                         |
| UTE VÍAS COLECTORAS LA CARPETANIA              | 50.00                                         |
| UTE VÍAS SRV. ENSANCHE VALLECAS                | 33.33                                         |
| UTE VIC - RIPOLL                               | 34.00                                         |
| UTE VIDRERES                                   | 34.00                                         |
| UTE VIES SANT BOI                              | 50.00                                         |
| UTE VIGO-DAS MACEIRAS                          | 50.00                                         |
| UTE VILLAR - PLASENCIA                         | 70.00                                         |
| UTE VULLPALLERES                               | 65.00                                         |
| UTE WTC ELECTRICIDAD                           | 50.00                                         |
| UTE XILE - COLLBLANC                           | 50.00                                         |
| UTE YELTES                                     | 75.00                                         |
| UTE YESA                                       | 33.33                                         |
| UTE ZELAI                                      | 50.00                                         |
| UTE ZONAS VERDES ENSANCHE DE VALLECAS          | 33.33                                         |
| UTE ZUERA                                      | 65.00                                         |

SCHEDULE V/14

Integration Percentage at  
31 December 2009

CEMENTS

|                          |       |
|--------------------------|-------|
| UTE A-27 VALLS-MONTBLANC | 26.18 |
| UTE AVE GIRONA           | 50.00 |
| UTE BCN SUD              | 7.85  |
| UTE LAV SAGRERA          | 17.45 |
| UTE NUEVA ÁREA TERMINAL  | 26.18 |
| UTE OLÉRDOLA             | 31.42 |
| UTE PUERTO               | 66.66 |
| UTE ULLÁ                 | 26.18 |



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FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A.  
AND SUBSIDIARIES (CONSOLIDATED GROUP)

## **Directors' Report**

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## 1. MOST NOTEWORTHY EVENTS

### FCC Medio Ambiente awarded waste treatment and recycling contracts

In 2009, the Environmental Division received numerous contract awards. Notable among them was a 20-year contract to manage the urban waste for 97 municipalities in the Valencian community along with the construction and operation of a comprehensive waste treatment facility here and another in the city of Orense. The combined value of these two contracts is EUR 536 million. In the third quarter of last year the Group saw the start-up of two waste treatment centres in the U.K (Longshot Lane and Reading) under a 25-year contract valued at EUR 700 million.

### Aqualia adds contracts valued at EUR 1,400 million

Aqualia, the Group's water management division, also won some notable contracts last year. Outside of Spain, the Realito (Mexico) will earn revenues of EUR 750 million under a 25-year water supply and management contract. A consortium in which the Group holds a 50% stake was awarded a 20-year contract to build and operate a new treatment plant in Cairo valued at EUR 360 million. The Group also won contract awards in the domestic market, including a desalination plant (Ibiza), treatment plant (Lanzarote) and network management (Lepe, Salamanca, Tarragona, Huelva and municipalities in Vizcaya). These contracts will reinforce Aqualia's global presence which, in the Spanish market alone, controls 35% of the private water management market.

### FCC wins infrastructure construction and management contracts valued at more than EUR 1,000 million

In 2009, FCC Construcción was the winning bidder on four large construction concessions valued at more than EUR 1,000 million. One of the contracts, awarded in March of last year, is a 40-year concession to build and operate Line 1 of the Murcia tram. The investment of EUR 264 million is the largest ever in the history of the Murcia city council. Another consortium in which FCC holds a stake will build and operate the new Zaragoza tram (Line 1) which calls for an investment of EUR 340 million. The concession agreement was signed in May by the consortium in which FCC Construcción holds a 39% majority stake for the design, construction and operation of the new Enniskillen Hospital (United Kingdom). The total investment is EUR 270 million. Finally, last May the Group was awarded a 20-year concession to build and operate a new hospital in Madrid (Torrejón de Ardoz), which will entail an investment of EUR 139 million.

### FCC concludes the acquisition of 14 wind farms

In January 2009, FCC concluded the acquisition of 14 wind farms under an agreement reached in 2008, with a total production capacity of 422 MW. This acquisition will strengthen the FCC Group's position in the renewable energy sector and complement its environmental activities. The wind farm purchase was organised under a project finance arrangement.

### FCC wins contracts abroad worth more than EUR 1,100 million

Alpine, the Group's leading construction company in Central Europe, was awarded a group of contracts valued at EUR 515 million to build the Gdansk, Krakow, Posen and Warsaw National stadiums, all in Poland. In addition, the Singapore Land Transport Authority has chosen FCC to build two new sections of its underground measuring 4,000 metres under a contract valued at EUR 334 million. FCC will also build a dam in Mexico (Jalisco) for EUR 128 million and two others in Portugal worth EUR 107 million. With these contract awards, FCC has reinforced its international presence and its image as a world reference in the construction of large-scale civil engineering projects.

### FCC issues convertible bonds in the amount of EUR 450 million and boosts liquidity

In October of last year, FCC placed its first bond issue on the international capitals market with a EUR 450 million bond issue which was approved for conversion into FCC stock by the Extraordinary General Meeting of Shareholders held on 30 November. Also, in May of last year FCC signed a syndicated loan for EUR 451 million with a group of financial institutions. The three-year loan raised the level of financing available to FCC

## 2. EXECUTIVE SUMMARY

- ◇ **TURNOVER** was EUR 12,699.6 million which is 6.7% lower
- ◇ International **SALES** contributed 44.3% OF THE TOTAL (compared to 42.1% in 2008)
- ◇ The **ORDER BOOK** increased by 5.6% to 34,547.5 million Euros
- ◇ The **EBITDA MARGIN** was reduced by 0.5 percent, to 11.5%
- ◇ **OPERATING CASH FLOW** increased by 38.8% to EUR 1,577.6 million
- ◇ **FINANCE COSTS** were reduced by 23% and **NET DEBT** with recourse was down by 10.3%
- ◇ **GROSS PROFIT** was EUR 307.2 million which represents an 8% decrease

The Group's performance in 2009 reflects the soundness of the business model and the diversity of the FCC Group's business activities and geographical markets. The moderate declines in revenues and operating margins were similar to those experienced the year before, despite the fact that the economic crisis reached its peak in 2009, with markets continuing to contract and maximum disparities in terms of consumer spending and waste generation compared to 2008.

Business was brisk for the Construction and Environmental Services areas, which saw important contract awards, particularly abroad. This led to an increase of 5.6% in the order book in December compared to 2008, for a total of EUR 35,547 million, reinforcing the Group's market share and guaranteeing future revenues.

It is also important to note the progressive improvement at both the operating level and the net profit level achieved during the year compared to the year before. Also noteworthy in relation to financing is the reduction in working capital and lower finance expenses, as well as the recovery of different service areas and the leveling off of the decline in the cement business.

### PRINCIPAL ECONOMIC INDICATORS.

|                                                     | Dec. 09      | Dec. 08      | Change (%)    |
|-----------------------------------------------------|--------------|--------------|---------------|
| Net turnover                                        | 12,699.6     | 13,617.2     | -6.7%         |
| Gross Operating Revenue (EBITDA)                    | 1,460.6      | 1,631.3      | -10.5%        |
| <i>EBITDA margin</i>                                | <i>11.5%</i> | <i>12.0%</i> | <i>-0.5 %</i> |
| Net Operating Revenue (EBIT)                        | 731.1        | 895.6        | -18.4%        |
| <i>EBIT margin</i>                                  | <i>5.8%</i>  | <i>6.6%</i>  | <i>-0.8 %</i> |
| Profit before taxes from continuing operations      | 449.9        | 520.4        | -13.5%        |
| Profit attributed to the parent company             | 307.2        | 334.0        | -8.0%         |
| Cash flow from operations                           | 1,577.6      | 1,136.3      | 38.8%         |
| Cash flow from investments                          | (1,037.1)    | (1,401.1)    | -26.0%        |
| Shareholders' equity (excluding minority interests) | 2,483.8      | 2,548.7      | -2.5%         |
| Net financial debt with recourse                    | 4,773.4      | 5,320.1      | -10.3%        |
| Order book                                          | 34,547.5     | 32,706.7     | 5.6%          |

- The interest in Realia has been consolidated using the equity method since 1 January 2009. In order to provide a standardised comparison, this report includes a pro-forma 2008 income statement obtained by consolidating the Reality stake using the equity method.
- The operation of Energías Renovables was incorporated as an independent segment starting in the first quarter of 2009 after becoming operational at the end of 2008.

### 3. SUMMARY BY BUSINESS AREA

| Area                   | Dec. 09         | Dec. 08         | Change (%)   | % over 09     | % over 09     |
|------------------------|-----------------|-----------------|--------------|---------------|---------------|
| <b>TURNOVER</b>        |                 |                 |              |               |               |
| Construction           | 7,201.2         | 7,744.5         | -7.0%        | 56.7%         | 56.9%         |
| Environmental services | 3,601.7         | 3,636.5         | -1.0%        | 28.4%         | 26.7%         |
| Versia                 | 820.0           | 897.4           | -8.6%        | 6.5%          | 6.6%          |
| Cement                 | 1,035.4         | 1,425.1         | -27.3%       | 8.2%          | 10.5%         |
| Energy                 | 81.9            | 3.1             | N.A.         | 0.6%          | N.A.          |
| Torre Picasso          | 26.1            | 26.2            | -0.2%        | 0.2%          | 0.2%          |
| Other                  | (66.7)          | (115.6)         | -42.3%       | -0.5%         | -0.8%         |
| <b>Total</b>           | <b>12,699.6</b> | <b>13,617.2</b> | <b>-6.7%</b> | <b>100.0%</b> | <b>100.0%</b> |

|                          |                |                |               |               |               |
|--------------------------|----------------|----------------|---------------|---------------|---------------|
| <b>NATIONAL TURNOVER</b> |                |                |               |               |               |
| Construction             | 3,386.6        | 3,909.2        | -13.4%        | 47.9%         | 49.6%         |
| Environmental services   | 2,346.3        | 2,342.8        | 0.1%          | 33.2%         | 29.8%         |
| Versia                   | 559.6          | 615.9          | -9.1%         | 7.9%          | 7.8%          |
| Cement                   | 740.2          | 1,085.2        | -31.8%        | 10.5%         | 13.8%         |
| Energy                   | 81.9           | 3.1            | N.A.          | 1.2%          | N.A.          |
| Torre Picasso            | 26.1           | 26.2           | -0.4%         | 0.4%          | 0.3%          |
| Other                    | (66.6)         | (105.6)        | -37.0%        | -0.9%         | -1.3%         |
| <b>Total</b>             | <b>7,074.1</b> | <b>7,873.7</b> | <b>-10.2%</b> | <b>100.0%</b> | <b>100.0%</b> |

|                        |                |                |              |               |               |
|------------------------|----------------|----------------|--------------|---------------|---------------|
| <b>TURNOVER</b>        |                |                |              |               |               |
| Construction           | 3,814.6        | 3,835.4        | -0.5%        | 67.8%         | 66.8%         |
| Environmental services | 1,255.4        | 1,293.6        | -3.0%        | 22.3%         | 22.5%         |
| Versia                 | 260.4          | 281.5          | -7.5%        | 4.6%          | 4.9%          |
| Cement                 | 295.2          | 339.9          | -13.2%       | 5.2%          | 5.9%          |
| Other                  | 0.0            | (6.9)          | N.S.         | 0.0%          | -0.1%         |
| <b>Total</b>           | <b>5,625.6</b> | <b>5,743.5</b> | <b>-2.1%</b> | <b>100.0%</b> | <b>100.0%</b> |

|                        |                |                |               |               |               |
|------------------------|----------------|----------------|---------------|---------------|---------------|
| <b>EBITDA</b>          |                |                |               |               |               |
| Construction           | 406.1          | 462.8          | -12.3%        | 27.8%         | 28.4%         |
| Environmental services | 610.1          | 605.8          | 0.7%          | 41.8%         | 37.1%         |
| Versia                 | 74.6           | 96.5           | -22.7%        | 5.1%          | 5.9%          |
| Cement                 | 289.0          | 417.3          | -30.7%        | 19.8%         | 25.6%         |
| Energy                 | 65.8           | 2.2            | N.A.          | 4.5%          | N.A.          |
| Torre Picasso          | 22.7           | 21.4           | 6.1%          | 1.6%          | 1.3%          |
| Other                  | (7.7)          | 25.3           | -130.4%       | -0.5%         | 1.6%          |
| <b>Total</b>           | <b>1,460.6</b> | <b>1,631.3</b> | <b>-10.5%</b> | <b>100.0%</b> | <b>100.0%</b> |

| Area                   | Dec. 09      | Dec. 08      | Change (%)    | % over 09     | % over 09     |
|------------------------|--------------|--------------|---------------|---------------|---------------|
| <b>EBIT</b>            |              |              |               |               |               |
| Construction           | 281.0        | 325.2        | -13.6%        | 38.4%         | 36.3%         |
| Environmental services | 297.4        | 298.4        | -0.3%         | 40.7%         | 33.3%         |
| Versia                 | (6.6)        | (6.1)        | N.S.          | -0.9%         | -0.7%         |
| Cement                 | 128.6        | 235.6        | -45.4%        | 17.6%         | 26.3%         |
| Energy                 | 23.2         | 0.4          | N.A.          | 3.2%          | N.A.          |
| Torre Picasso          | 18.9         | 17.8         | 6.2%          | 2.6%          | 2.0%          |
| Other                  | (11.4)       | 24.3         | -146.9%       | -1.6%         | 2.7%          |
| <b>Total</b>           | <b>731.1</b> | <b>895.6</b> | <b>-18.4%</b> | <b>100.0%</b> | <b>100.0%</b> |

|                                  |                |                |              |               |               |
|----------------------------------|----------------|----------------|--------------|---------------|---------------|
| <b>CASH FLOW FROM OPERATIONS</b> |                |                |              |               |               |
| Construction                     | 146.5          | (20.1)         | 828.9%       | 9.3%          | -1.8%         |
| Environmental services           | 682.7          | 359.1          | 90.1%        | 43.3%         | 31.6%         |
| Versia                           | 113.8          | 83.5           | 36.3%        | 7.2%          | 7.3%          |
| Cement                           | 360.3          | 359.7          | 0.2%         | 22.8%         | 31.7%         |
| Energy                           | 71.7           | 1.4            | N.A.         | 4.5%          | N.A.          |
| Other                            | 202.6          | 352.7          | N.S.         | 12.8%         | 31.0%         |
| <b>Total</b>                     | <b>1,577.6</b> | <b>1,136.3</b> | <b>38.8%</b> | <b>100.0%</b> | <b>100.0%</b> |

| Area                   | Dec. 09        | Dec. 08        | Change (%)   | % over 09     | % over 09     |
|------------------------|----------------|----------------|--------------|---------------|---------------|
| <b>NET DEBT</b>        |                |                |              |               |               |
| Construction           | 413.7          | 667.7          | -38.0%       | 5.4%          | 9.7%          |
| Environmental services | 4,192.4        | 4,068.8        | 3.0%         | 54.8%         | 59.0%         |
| Versia                 | 459.4          | 509.4          | -9.8%        | 6.0%          | 7.4%          |
| Cement                 | 1,419.3        | 1,762.2        | -19.5%       | 18.5%         | 25.6%         |
| Energy                 | 905.4          | 153.3          | N.S.         | 11.8%         | 2.2%          |
| Other*                 | 265.0          | (268.3)        | -198.8%      | 3.5%          | -3.9%         |
| <b>Total</b>           | <b>7,655.2</b> | <b>6,893.1</b> | <b>11.1%</b> | <b>100.0%</b> | <b>100.0%</b> |

|                        |                 |                 |             |               |               |
|------------------------|-----------------|-----------------|-------------|---------------|---------------|
| <b>ORDER BOOK</b>      |                 |                 |             |               |               |
| Construction           | 10,856.3        | 10,159.4        | 6.9%        | 31.4%         | 31.1%         |
| Environmental services | 23,691.2        | 22,547.3        | 5.1%        | 68.6%         | 68.9%         |
| <b>Total</b>           | <b>34,547.5</b> | <b>32,706.7</b> | <b>5.6%</b> | <b>100.0%</b> | <b>100.0%</b> |

\* FOR 2009, INCLUDES THE FINANCING OF ASSETS ASSOCIATED WITH INFRASTRUCTURE CONCESSIONS, AMONG OTHERS.

#### 4. INCOME STATEMENT

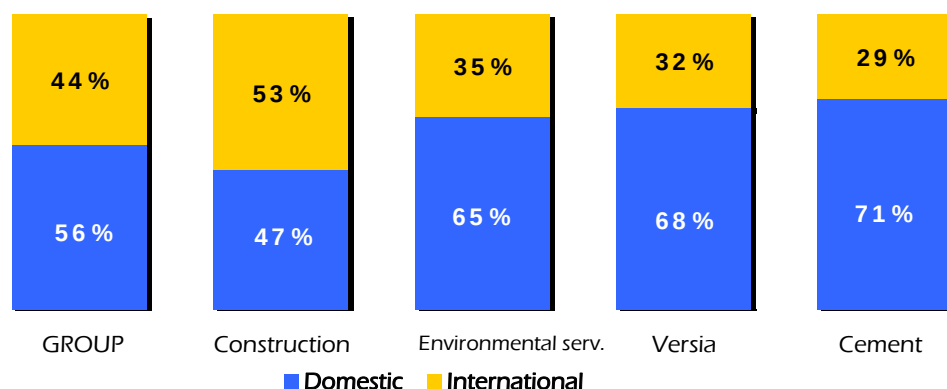
|                                                       | Dec. 09         | Dec. 08         | Change (%)    |
|-------------------------------------------------------|-----------------|-----------------|---------------|
| <b>Net turnover</b>                                   | <b>12,699.6</b> | <b>13,617.2</b> | <b>-6.7%</b>  |
| <b>Gross Operating Revenue (EBITDA)</b>               | <b>1,460.6</b>  | <b>1,631.3</b>  | <b>-10.5%</b> |
| <b>EBITDA margin</b>                                  | <b>11.5%</b>    | <b>12.0%</b>    | <b>-0.5 %</b> |
| Fixed asset amortisation funding                      | (737.6)         | (711.6)         | 3.7%          |
| Other operating revenue                               | 8.1             | (24.1)          | -133.6%       |
| <b>Net Operating Revenue (EBIT)</b>                   | <b>731.1</b>    | <b>895.6</b>    | <b>-18.4%</b> |
| <b>EBIT margin</b>                                    | <b>5.8%</b>     | <b>6.6%</b>     | <b>-0.8 %</b> |
| Finance income/ costs - net                           | (291.1)         | (378.0)         | -23.0%        |
| Profit (loss) of companies consolidated by equity     | (6.1)           | 5.6             | -208.9%       |
| Other financial income (losses)                       | 16.0            | (2.8)           | 671.4%        |
| <b>Profit before taxes from continuing operations</b> | <b>449.9</b>    | <b>520.4</b>    | <b>-13.5%</b> |
| Income tax expense                                    | (114.9)         | (111.9)         | 2.7%          |
| Minority interests                                    | (27.8)          | (74.4)          | -62.6%        |
| <b>Profit attributed to the parent company</b>        | <b>307.2</b>    | <b>334.0</b>    | <b>-8.0%</b>  |

##### 4.1 Turnover

Consolidated revenues totalled EUR 12,669.6 million, which was 6.7% less than the year before. This was due primarily to a 10.2% reduction in revenues from the domestic market brought about by a slowdown in construction activity and a reduction in the use of cement.

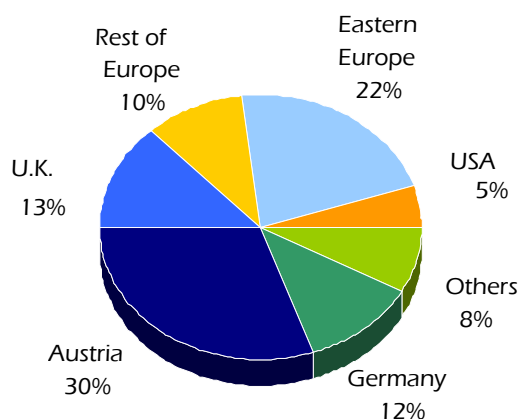
In foreign markets, which now account for 44.3% of the Group's turnover, the evolution was similar to the year before with a decrease of just 2.1% due to a 10.3% depreciation of sterling compared to the euro, which has an effect on international environmental business. Once adjusted for this change in the exchange rate, the revenues from international business would have remained practically unchanged (-0.6%).

##### Income by Areas



By geographical area, FCC has a strong presence in Europe, which accounts for 87% of all foreign-earned income, with a particularly strong presence in infrastructures and environmental services. The heading of "Others" on the chart below includes the Group's business in emerging Asian economies (China, India and Singapore), Latin America and Tunisia.

#### Breakdown of International Revenue



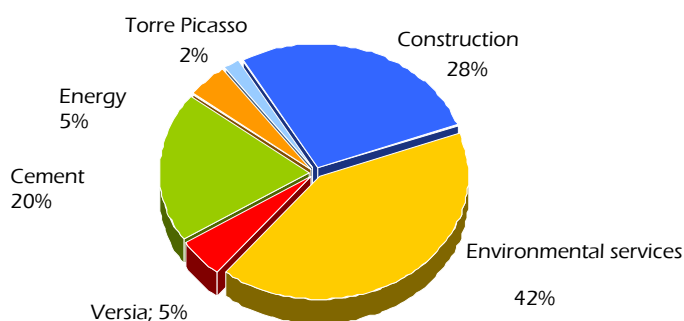
#### 4.2 Gross Operating Revenue (EBITDA)

EBITDA was EUR 1,460.6 million for the year, which represents a sales margin of 11.5%, just 0.5 percentage points below the 2008 margin.

It should be noted that EBITDA includes EUR 23.6 million in non-recurring personnel expenses for severance packages, without which the margin would have been 11.7% in 2009.

By business area, the 0.2 percent improvement of the operating margin in environmental services and the contribution of the energy division starting in January made it possible to offset the 0.4 percent decrease in the construction margin, the 1.4 percent decrease in cement and the 1.6 percent decrease in Versia.

#### EBITDA by Areas



### 4.3 Net Operating Revenue (EBIT)

---

EBIT was EUR 731.1 million after a 3.7% increase in the amortisation allowance motivated by the incorporation of the Energy area at the beginning of the year.

In addition, the amortisation provision includes EUR 77.9 million euros relative to the higher value assigned to certain assets at the time of their inclusion in the FCC Group.

### 4.4 Profit before taxes from continuing operations

---

The before-tax profits for the year were EUR 449.9 million, after the following items were included in net operating profits:

#### 4.4.1 *Finance income(expense)*

Net financial expenses of EUR 291.1 million euros were 23% lower than in 2008 despite the rise in indebtedness caused by the investments made in the Group's growth during the year. This positive evolution is the consequence of a significant reduction in average financial costs due to lower interest rates and the Group's efficient financial management.

#### 4.4.2 *Interest in the profits (losses) of associates*

The companies consolidated by the equity method contributed losses of EUR 6.1 million. This was due primarily to the loss of EUR 16.4 million incurred by Realia and the derivative losses in the amount of EUR 13.5 million from the group's interests in infrastructure concessions in the earliest stages of operation. These losses were offset, to a large extent, by the profits generated by the companies operating in services.

#### 4.4.3 *Other financial income (losses)*

Other financial income included EUR 16.0 million from the sale of assets and the market value adjustments made to certain financial assets, which primarily included EUR 17 million from the various concession operators that became part of Global Via, the group that manages infrastructure concessions in which FCC holds a 50% stake.

### 4.5 Profit attributed to the parent company

---

The net allocatable profit in 2009 was EUR 307.2 million, 8% lower than the year before, due primarily to the deceleration mentioned above and the losses incurred by the companies carried by the equity methods.

#### 4.5.1 *Income tax expense*

The income tax expense increased by 2.7% compared to 2008, to EUR 114.9 million.

#### 4.5.2 *Minority interests*

The profits allocated to minority shareholders for the year were down by 62.6% to EUR 27.8, primarily as a consequence of a decline in cement business profits and the acquisition of minority shareholders operating in that area.

## 5. BALANCE SHEET

|                                                            | Dec. 09         | Dec. 08         | Change<br>(M€)   |
|------------------------------------------------------------|-----------------|-----------------|------------------|
| Intangible fixed assets                                    | 4,462.3         | 3,886.4         | 575.9            |
| Property, plant and equipment                              | 6,221.6         | 5,755.6         | 466.0            |
| Investments consolidated by equity                         | 1,145.8         | 1,116.6         | 29.2             |
| Non-current financial assets                               | 404.0           | 517.9           | (113.9)          |
| Deferred tax assets and other non-current assets           | 599.2           | 552.8           | 46.4             |
| <b>Non-current assets</b>                                  | <b>12,832.8</b> | <b>11,829.4</b> | <b>1,003.4</b>   |
| Non-current assets held for sale                           | 0.0             | 7.4             | (7.4)            |
| Inventories                                                | 1,103.3         | 1,575.3         | (472.0)          |
| Trade and other accounts receivable                        | 5,439.2         | 5,553.9         | (114.7)          |
| Other current financial assets                             | 231.0           | 222.8           | 8.2              |
| Cash and cash equivalents                                  | 1,654.5         | 1,408.7         | 245.8            |
| <b>Current assets</b>                                      | <b>8,427.9</b>  | <b>8,768.0</b>  | <b>(340.1)</b>   |
| <b>TOTAL ASSETS</b>                                        | <b>21,260.7</b> | <b>20,597.4</b> | <b>663.3</b>     |
| Equity attributable to the Parent Company                  | 2,483.8         | 2,548.7         | (64.9)           |
| Minority interests                                         | 652.7           | 649.2           | 3.5              |
| <b>Equity</b>                                              | <b>3,136.5</b>  | <b>3,198.0</b>  | <b>(61.5)</b>    |
| Grants                                                     | 85.7            | 63.6            | 22.1             |
| Provisions -non-current                                    | 906.5           | 821.4           | 85.1             |
| Long-term financial debt                                   | 7,861.9         | 6,180.6         | 1,681.3          |
| Other non-current liabilities                              | 531.7           | 691.7           | (160.0)          |
| Deferred tax liabilities and other non-current liabilities | 1,234.2         | 1,000.8         | 233.4            |
| <b>Non-current liabilities</b>                             | <b>10,620.0</b> | <b>8,758.1</b>  | <b>1,861.9</b>   |
| Provisions -current                                        | 110.8           | 91.9            | 18.9             |
| Current financial debt                                     | 1,218.8         | 1,902.2         | (683.4)          |
| Other current financial liabilities                        | 268.7           | 322.7           | (54.0)           |
| Trade and other accounts payable                           | 5,896.8         | 6,308.4         | (411.6)          |
| Other current liabilities                                  | 9.1             | 16.1            | (7.0)            |
| <b>Current liabilities</b>                                 | <b>7,504.2</b>  | <b>8,641.3</b>  | <b>(1,137.1)</b> |
| <b>TOTAL LIABILITIES</b>                                   | <b>21,260.7</b> | <b>20,597.4</b> | <b>663.3</b>     |

### 5.1 Fixed assets

PPE and intangible fixed assets increased by EUR 1,041.9 million compared to December 2008, due primarily to the effects of the acquisition of 14 wind farms last January for EUR 785 million.

### 5.2 Investments consolidated by equity

The balance of EUR 1,145.8 million euros in investments consolidated by equity is broken down into the following components:

- 1) EUR 481.5 million refers to the 50% stake in Global Vía (infrastructure concessions)
- 2) EUR 153.8 million refers to the 30% stake in Realia (real estate)
- 3) EUR 67.5 million refers to concession companies not included in Global Vía.
- 4) EUR 40.7 million refers to the 50% stake in Proactiva Group environmental services)

The carrying value of the interests held by FCC in infrastructure concessions at the end of December was therefore EUR 619.2 million. This amount includes the value attributable to FCC for its 50% stake in GVI (EUR 481.5 million), along with the value of the interests held in other concession companies, whether consolidated by equity (EUR 67.5 million) and fully consolidated, the latter of which are in the early stages of their operations (EUR 70.2 million).

### 5.3 Equity

The equity attributable to the parent company at the end of 2009 was EUR 2,483.8 million, which is EUR 64.9 million less than December 2008. The most relevant changes under this heading include the allocation of the consolidated profits for the year (EUR 307.2 million), adjusted by the payment of dividends (EUR 228.2 million) and the net investment in equity instruments (EUR 78.7 million).

### 5.4 Net financial debt

|                                             | Dec. 09          | Dec. 08          | Change<br>(M€) |
|---------------------------------------------|------------------|------------------|----------------|
| Bank loans and overdrafts                   | 8,517.4          | 7,939.0          | 578.4          |
| <i>With recourse</i>                        | <i>5,970.4</i>   | <i>6,100.4</i>   | <i>(130.0)</i> |
| <i>Without recourse</i>                     | <i>2,547.0</i>   | <i>1,838.6</i>   | <i>708.4</i>   |
| Bonds and debentures                        | 563.3            | 143.7            | 419.6          |
| Lease liabilities                           | 171.6            | 157.2            | 14.4           |
| Derivatives and other financial liabilities | 288.3            | 284.6            | 3.7            |
| <b>Gross financial debt</b>                 | <b>9,540.6</b>   | <b>8,524.5</b>   | <b>1,016.1</b> |
| Cash and other financial assets             | (1,885.4)        | (1,631.5)        | (253.9)        |
| <i>With recourse</i>                        | <i>(1,701.8)</i> | <i>(1,465.7)</i> | <i>(236.1)</i> |
| <i>Without recourse</i>                     | <i>(183.6)</i>   | <i>(165.8)</i>   | <i>(17.8)</i>  |
| <b>Net financial debt</b>                   | <b>7,655.2</b>   | <b>6,893.1</b>   | <b>762.1</b>   |
| <i>Net financial debt with recourse</i>     | <i>4,773.4</i>   | <i>5,320.1</i>   | <i>(546.7)</i> |
| <i>Net financial debt without recourse</i>  | <i>2,881.8</i>   | <i>1,573.0</i>   | <i>1,308.8</i> |

At the end of December, net financial debt was EUR 7,655.2 million, which represents an increase of EUR 762.1 million compared to December 2008. This increase is due entirely to the investment in growth in the amount of EUR 981.4 million carried out during the year in business units and group companies. These investments included the acquisition of Olivento for EUR 785 million and its inclusion in the renewable energies area, along with the conclusion of the

acquisition of 8.2% of Corporación Uniland for EUR 170.9 million and its inclusion in the cement area.

By business area, Services and Energy accounted for 72.6% of the net debt which was linked to long term, stable, regulated public service contracts. The Cement area accounted for an additional 18.5% of net debt, an area which is linked to a significant portion of the fixed assets on the balance sheet and which generates much of the freely available cash.

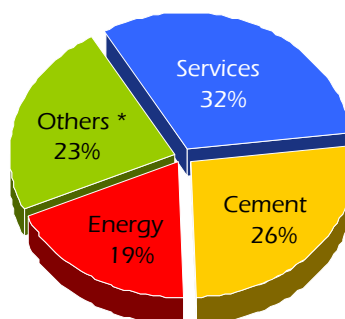
EUR 2,881.8 million of net debt referred to financing without recourse, which represents a notable increase at 37.6% of the total last December compared to 22.8% the year before. The reason for this difference can be found in the increase in high growth and visibility business areas combined with the high quality of the Group's assets, which makes this type of financing easily accessible.

The debt without recourse is broken down below by business area.

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**Net debt without recourse by area**

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\* Others include subordinated convertible bond issues.

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Despite the investments totalling EUR 1,601.1 million in 2009, the net debt without recourse was reduced by 10.3% to EUR 4,773.4 million.

### 5.5 Other current and non-current liabilities

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The balance of EUR 531.7 million under non-current financial liabilities was 23.1% lower than the year before and included, among other things, liabilities for financial derivatives in the amount of EUR 210.2 million and third party financial liabilities in the amount of EUR 174 million which do not accrue interest for the group.

The balance under other current financial liabilities was down by 16.7% or EUR 54 million compared to 2008, to EUR 268.7 million. The components of this balance include the dividend in the amount of EUR 99 million paid in January 2010 against 2009 profits. This balance also includes EUR 60 million for short term deposits and bonds received and fixed asset suppliers, which do not accrue interest for the Group and are not considered financial debt.

## 6. CASH FLOW

|                                                            | Dec. 09          | Dec. 08          | Change (%)     |
|------------------------------------------------------------|------------------|------------------|----------------|
| Funds generated                                            | 1,538.2          | 1,622.2          | -5.2%          |
| (Increase) / decrease in working capital                   | 138.9            | (290.7)          | -147.8%        |
| Other (taxes, dividends...)                                | (99.5)           | (195.2)          | -49.0%         |
| <b>Cash flow from operations</b>                           | <b>1,577.6</b>   | <b>1,136.3</b>   | <b>38.8%</b>   |
| <b>Cash flow from investments</b>                          | <b>(1,037.1)</b> | <b>(1,401.1)</b> | <b>-26.0%</b>  |
| <b>Cash flow from activities</b>                           | <b>540.5</b>     | <b>(264.8)</b>   | <b>-304.1%</b> |
| <b>Cash flow from financing</b>                            | <b>(665.3)</b>   | <b>(757.7)</b>   | <b>-12.2%</b>  |
| <b>Other cash flow (changes to consolidation scope...)</b> | <b>(637.3)</b>   | <b>(25.0)</b>    | <b>N.M.</b>    |
| <b>(Increase) / decrease net financial debt</b>            | <b>(762.1)</b>   | <b>(1,047.5)</b> | <b>-27.2%</b>  |

### 6.1 Cash flow from operations

The cash flow from operations totalled EUR 1,577.6 million for the year, which represents a 38.8% increase over 2008. The pronounced growth was due to a moderate 5.2% reduction in the funds generated which was fully compensated by a considerable reduction in working capital. This means that a total of EUR 138.9 million of working capital was freed up in 2009, compared to the increase of EUR 290.8 million in 2008.

The changes in working capital by business area were as follows:

|                                                       | Dec. 09      | Change (%)     |
|-------------------------------------------------------|--------------|----------------|
| Construction*                                         | (22.9)       | -94.2%         |
| Environmental services                                | 43.4         | -120.8%        |
| Versia                                                | 17.5         | N.S.           |
| Cement                                                | 96.4         | 800.9%         |
| Energy and adjustments                                | 4.5          | N.S.           |
| <b>Total (Increase) / decrease in working capital</b> | <b>138.9</b> | <b>-147.8%</b> |

*\*The change in operating working capital in the construction area is shown net of the accounting effect of the parent company of the FCC Group ceasing to discount the commercial portfolio in the amount of EUR 184 million.*

### 6.2 Cash flow from investments

Net investments were down by 26% compared to 2008. Hence, the net investment in companies was EUR 354.2 million, which includes an investment of EUR 215.4 million in treasury stock for the acquisition of 14 wind farms in January 2009 and the acquisition (committed to in earlier years) of 8.2% of Corporación Uniland for EUR 170.6 million in the cement area. This heading does not include the incorporation of the Olivento wind power group in the amount of EUR 569 million which is included under other cash flow. When this adjustment is made, the net investment in 2009 totalled EUR 1,606.1 million, which is 14.6% more than the year before.

### **6.3 Cash flow from financing**

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In 2009, the cash expenditures associated with financing operations were reduced by 12.2% compared to 2008, due primarily to the savings obtained by managing financing costs, which dropped from EUR 380.8 million in 2008 to EUR 275.1 million in 2009. In addition, Group companies paid a total of EUR 228.2 million in dividends and spent EUR 78.7 million on the acquisition of treasury stock.

### **6.4 Other cash flows**

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For the most part, this item refers to the inclusion of the finance debt associated with the acquisition of the wind power assets in January 2009 in the scope of consolidation

## 7. ANALYSIS BY BUSINESS AREA

### 7.1 Construction

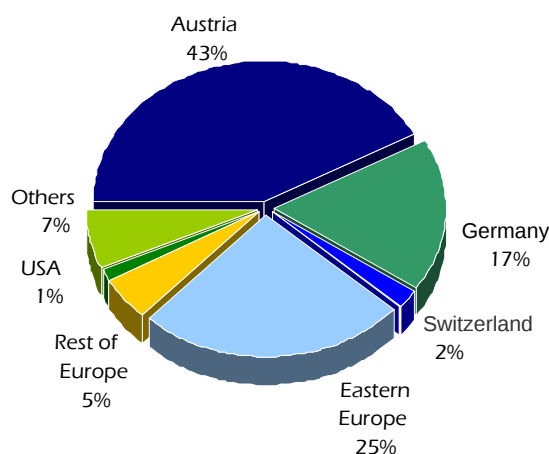
#### 7.1.1 Profit/loss

|                      | Dec. 09 | Dec. 08 | Change |
|----------------------|---------|---------|--------|
| Turnover             | 7,201.2 | 7,744.5 | -7.0%  |
| <i>Domestic</i>      | 3,386.6 | 3,909.2 | -13.4% |
| <i>International</i> | 3,814.6 | 3,835.3 | -0.5%  |
| EBITDA               | 406.1   | 462.8   | -12.3% |
| <i>EBITDA margin</i> | 5.6%    | 6.0%    | -0.3 % |
| EBIT                 | 281.0   | 325.2   | -13.6% |
| <i>EBIT margin</i>   | 3.9%    | 4.2%    | -0.3 % |

In the Construction Area, international business was brisk enough for the turnover figure to remain practically unchanged (-0.5%) compared to the year before. This helped to further consolidate the progress made in new markets in 2008, a year in which turnover shot up by 35%.

International business thus dominates the construction area, representing 53% of total revenues, 92% of which comes from local subsidiaries located in European countries. Notable in this regard is FCC position in Austria (42% of international sales), Germany (17%) and Eastern Europe (25%), which in turn includes Romania with 5.3% of international sales, Croatia with 4.7%, Bulgaria with 4.4%, Poland with 3.6% and the Czech Republic with 2.5%. Other regions outside of the EU account for 8% and include America and Asia (Persian Gulf countries, China, India and Singapore).

#### Breakdown of International Revenue

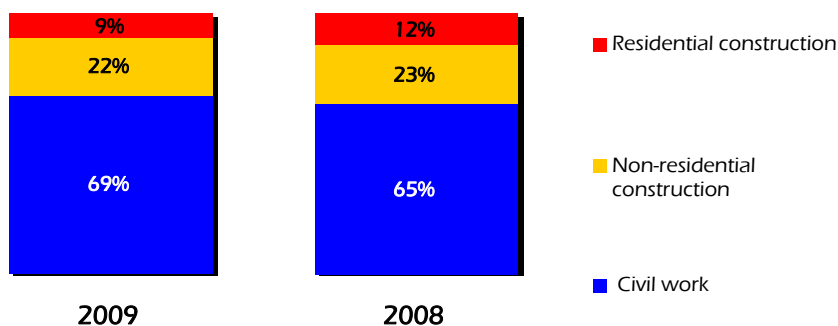


Turnover from the domestic market was down by 13.4% due primarily to the fact that the execution of the public works in the order book had to be adapted to clients' financing capabilities and to a lesser extent to a slowdown in private sector activity.

By business segments, civil engineering work, the most complex but also that of greatest added value, accounted for 69% of turnover and 76% of the order book.

Breakdown of income by type of work

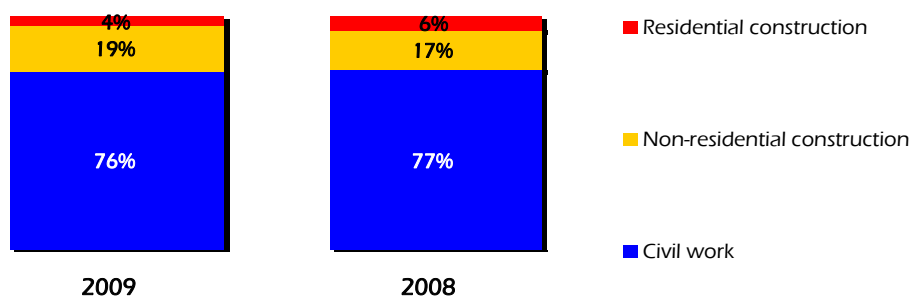
|                              | Dec. 09        | Dec. 08        | Change       |
|------------------------------|----------------|----------------|--------------|
| Civil work                   | 4,936.6        | 5,068.8        | -2.6%        |
| Non-residential construction | 1,603.2        | 1,759.5        | -8.9%        |
| Residential construction     | 661.4          | 916.2          | -27.8%       |
| <b>Total</b>                 | <b>7,201.2</b> | <b>7,744.5</b> | <b>-7.0%</b> |



It is important to note that the number of new contracts awarded, particularly international contracts, in a fiscal year as difficult as 2009, resulted in a 6.9% increase in the accumulated order book, thus guaranteeing production for the next eighteen months.

Breakdown of order book by type of work

|                              | Dec. 09         | Dec. 08         | Change      |
|------------------------------|-----------------|-----------------|-------------|
| Civil work                   | 8,278.2         | 7,799.0         | 6.1%        |
| Non-residential construction | 2,114.7         | 1,751.6         | 20.7%       |
| Residential construction     | 463.5           | 608.8           | -23.9%      |
| <b>Total</b>                 | <b>10,856.3</b> | <b>10,159.4</b> | <b>6.9%</b> |



Gross operating profit (EBITDA) was EUR 406.1 million, which gives a gross operating margin of 5.6%, just 0.4 percentage points lower than the year before, due mostly to the Group's civil engineering work.

### 7.1.2 Alpine

|                      | Dec. 09 | Dec. 08 | Change |
|----------------------|---------|---------|--------|
| Turnover             | 3,364.9 | 3,506.4 | -4.0%  |
| EBITDA               | 138.7   | 169.8   | -18.4% |
| <i>EBITDA margin</i> | 4.1%    | 4.8%    | -0.8 % |
| EBIT                 | 59.1    | 77.9    | -24.1% |
| <i>EBIT margin</i>   | 1.8%    | 2.2%    | -0.5 % |

Alpine's turnover, which represents 88% of this area's international revenues, was down 4.0% last year, due primarily to the need to adapt the rate of completion of the work in the order book to the attainment of the operating and financial efficiency objectives set by the subsidiary. It is important to note that this helped to further consolidate the progress made in new markets in 2008, a year in which turnover shot up by 35%.

It is likewise important to note that the new contracts awarded during the year led to an 8.8% increase in the order book compared to December 2008, thereby guaranteeing Alpine's future revenues.

### 7.1.3 Cash flow

|                                                                             | Dec. 09      | Dec. 08        | Change (%)     |
|-----------------------------------------------------------------------------|--------------|----------------|----------------|
| <b>Funds generated</b>                                                      | <b>431.4</b> | <b>483.1</b>   | <b>-10.7%</b>  |
| (Increase) / decrease in working capital                                    | (206.9)      | (393.3)        | -47.4%         |
| Other (taxes, dividends...)                                                 | (78.0)       | (109.9)        | -29.0%         |
| <b>Cash flow from operations</b>                                            | <b>146.5</b> | <b>(20.1)</b>  | <b>828.9%</b>  |
| Cash flow from investments                                                  | 228.9        | (165.5)        | -238.3%        |
| <b>Cash flow from activities</b>                                            | <b>375.4</b> | <b>(185.6)</b> | <b>-302.3%</b> |
| Cash flow from financing                                                    | (219.6)      | (213.5)        | 2.9%           |
| Other cash flow (translation difference, changes to consolidation scope...) | 98.3         | 3.4            | 2791.2%        |
| <b>(Increase) / decrease net financial debt</b>                             | <b>254.1</b> | <b>(395.7)</b> | <b>-164.2%</b> |

|                                            | Dec. 09      | Dec. 08      | Change (M€)    |
|--------------------------------------------|--------------|--------------|----------------|
| <b>Net financial debt</b>                  | <b>413.7</b> | <b>667.7</b> | <b>(254.0)</b> |
| <i>Net financial debt with recourse</i>    | <i>407.6</i> | <i>667.7</i> | <i>(260.1)</i> |
| <i>Net financial debt without recourse</i> | <i>6.1</i>   | <i>0.0</i>   | <i>6.1</i>     |

Operating cash flow in the construction area recovered nicely during the year, despite the weakness of domestic business, thanks to the efforts to manage working capital more effectively and to contain costs. The need to finance working capital was reduced by 47.4% compared to the year before, despite the negative accounting effect of the parent company of the FCC Group ceasing to discount the commercial portfolio in the amount of EUR 184 million€. The balancing entry of this adjustment was recorded on the consolidated cash flow statement as other cash flow and therefore has no net effect on the change in the Group's debt for the period. If this accounting adjustment were excluded, the growth in working capital in the construction area would have been just EUR 22.9 million, 94% less than in 2008.

Also worthy of note were the EUR 228.9 million generated by cash flow from investments during the year, thanks to the transfer of 14 concessions to Global Vía Infraestructuras (owned 50/50 by FCC and Caja Madrid).

The net debt in the construction area at year end was EUR 413.7 million, which was 38% less than in December 2008.

## 7.2 Environmental services

### 7.2.1 Profit/loss

|                      | Dec. 09 | Dec. 08 | Change |
|----------------------|---------|---------|--------|
| Turnover             | 3,601.7 | 3,636.5 | -1.0%  |
| <i>Domestic</i>      | 2,346.3 | 2,342.8 | 0.1%   |
| <i>International</i> | 1,255.4 | 1,293.6 | -3.0%  |
| EBITDA               | 610.1   | 605.8   | 0.7%   |
| <i>EBITDA margin</i> | 16.9%   | 16.7%   | -0.3 % |
| EBIT                 | 297.4   | 298.4   | -0.3%  |
| <i>EBIT margin</i>   | 8.3%    | 8.2%    | 0.1 %  |

The turnover in the Environmental area was down by about 1% last year, basically due to a 5.5% contraction of the income from international environmental business, the adverse effect of the exchange rate and a 17.7% decline in the industrial waste business, which limited the positive evolution of environmental and water business in the domestic market. Despite this, after correcting the effects of a 10.3% depreciation in sterling, this area's income would have grown by 1.1% over 2008.

| Turnover by business line            |                |                |              |
|--------------------------------------|----------------|----------------|--------------|
|                                      | Dec. 09        | Dec. 08        | Change       |
| Domestic Environmental Services      | 1,489.0        | 1,440.5        | 3.4%         |
| International Environmental Services | 1,002.1        | 1,060.6        | -5.5%        |
| Water                                | 872.0          | 845.5          | 3.1%         |
| Industrial Waste                     | 238.5          | 289.9          | -17.7%       |
| <b>Total</b>                         | <b>3,601.7</b> | <b>3,636.5</b> | <b>-1.0%</b> |

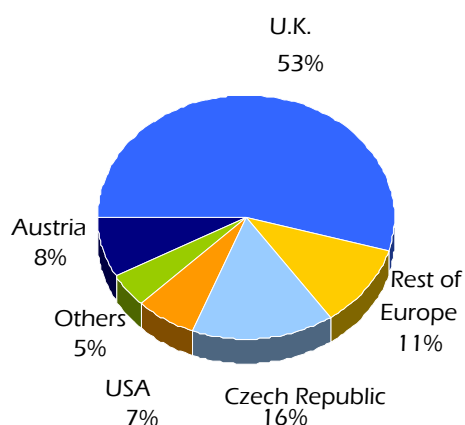
Environmental services in the domestic market, which account for 41% of this business area's revenues and are based for the most part on city sanitation and waste management services, grew by 3.4% during the year thanks to new contracts such as a waste treatment plant in Alicante or a new city sanitation service contract in Barcelona.

International environmental business, which represents 28% of this area's total revenues, came from waste treatment and urban sanitation activities in the UK and in Central and Eastern Europe. Revenues in this area were down by 5.5% last year due to the effects of the depreciation of sterling against the euro. At a constant exchange rate, revenues would have increased by 1.7%.

In Water services, which represent 24% of the area's revenues and are based on public service agreements for comprehensive water management and the development of hydraulic infrastructures, revenues were up by 3.1% last year, thanks to new contracts such as the water treatment and supply contracts in Mexico.

Finally, in the area of Industrial Waste Management which accounts for just 7% of the area's total revenues, turnover was down by 17.7% last year due to the impact of the lower volumes treated and the average prices of the raw materials of reference (oil, paper and metal).

#### Breakdown of International Revenue



By geographical area, in 2009 the revenue from international business represented 35% of the total. The most relevant foreign markets include: the UK which accounts for 53% of international sales in urban waste management and treatment; the Czech Republic with 16% from urban waste management and water services; Austria, with 8% from urban waste management and treatment, and the United States with 7% from industrial waste management.

In terms of EBITDA, lower revenues were offset by improved operating margins in all areas with the exception of industrial waste management, thanks to a large extent to the efforts to improve efficiency and contain costs. This resulted in a 0.3 percent increase in the area's operating margin during the year, to 16.9% and a 0.7% increase in EBITDA, which totalled EUR 610.1 million.

Finally, it is important to mention that the new contracts awarded in the environmental services area during the year increased the order book by 5.1% compared to December 2008. At EUR 23,691 million, the orders represent 6.6 times the revenues obtained in 2009.

#### 7.2.2 Waste Recycling Group

|                      | Dec. 09 | Dec. 08 | Change |
|----------------------|---------|---------|--------|
| Turnover             | 621.0   | 657.0   | -5.5%  |
| EBITDA               | 83.7    | 98.1    | -14.7% |
| <i>EBITDA margin</i> | 13.5%   | 14.9%   | -1.5 % |
| EBIT                 | (15.4)  | (5.5)   | 180.7% |
| <i>EBIT margin</i>   | -2.5%   | -0.8%   | -1.6 % |

The revenues of WRG were down by 5.5% last year due to the effects of the 10.3% depreciation of sterling against the euro.

In constant currency, WRG's turnover increased by 5.4% compared to the year before, driven by the commencement of waste processing and treatment activities (Allington incinerator and Re3 and Wrexham treatment plants in the second half of 2008) which more than compensated for the effects of the lower volumes processed at landfills.

In terms of EBITDA, the operating margin 1.5% lower than the year before, due primarily to the lower volume of waste processed at landfills. This, along with a EUR 13.5 million one-time provision for sealed landfills, offset the positive impact of the waste processing and treatment activities mentioned above.

### 7.2.3 Proactiva

Proactiva is the leader in Latin America in urban waste management and water services, with operations in numerous countries in the region (Brazil, Chile, Mexico, Colombia). The group is controlled by FCC (50%) and Veolia Environnement (50%) and is consolidated using the equity method.

In 2009, the group performed well with a 32% increase in turnover to EUR 402.6 million. EBITDA totalled EUR 83.1 million with an operating margin of 20.6%, while the net financial debt at year end was EUR 36.5 million.

### 7.2.4 Cash Flows

|                                                     | Dec. 09        | Dec. 08        | Change         |
|-----------------------------------------------------|----------------|----------------|----------------|
| <b>Funds generated</b>                              | <b>649.0</b>   | <b>592.8</b>   | <b>9.5%</b>    |
| (Increase) / decrease in working capital            | 43.4           | (208.5)        | -120.8%        |
| Other (taxes, dividends...)                         | (9.7)          | (25.2)         | -61.5%         |
| <b>Cash flow from operations</b>                    | <b>682.7</b>   | <b>359.1</b>   | <b>90.1%</b>   |
| Cash flow from investments                          | (405.7)        | (630.6)        | -35.7%         |
| <b>Cash flow from activities</b>                    | <b>277.0</b>   | <b>(271.5)</b> | <b>-202.0%</b> |
| Cash flow from financing                            | (267.4)        | (302.7)        | -11.7%         |
| Other cash flow (changes to consolidation scope...) | (133.2)        | 284.3          | -146.9%        |
| <b>(Increase) / decrease net financial debt</b>     | <b>(123.6)</b> | <b>(289.9)</b> | <b>-57.4%</b>  |

|                                            | Dec. 09        | Dec. 08        | Change (M€)   |
|--------------------------------------------|----------------|----------------|---------------|
| <b>Net financial debt</b>                  | <b>4,192.4</b> | <b>4,068.8</b> | <b>123.6</b>  |
| <i>Net financial debt with recourse</i>    | <i>3,289.2</i> | <i>3,307.7</i> | <i>(18.5)</i> |
| <i>Net financial debt without recourse</i> | <i>903.2</i>   | <i>761.1</i>   | <i>142.1</i>  |

In the Environmental Services area, cash flow improved considerably with a 90.1% increase over 2008. This was due to a combination of things, including a 9.5% increase in resources generated and the efforts to decrease operating working capital, which was reduced by EUR 43.4 million in 2009 compared to the EUR 208.5 million increase in 2008.

Investment cash flow was also down by 35.7%. This is due to the comparative effects, given the acquisition of Hydrocarbon Recovery Services and International Petroleum in the US in the first quarter of 2008 for EUR 122.4 million.

After deducting the cash flow from financing and other cash flow resulting primarily from interest rate fluctuations, the net financial debt at year end was EUR 4,192.4 million, which was similar to the previous year's figure.

## 7.3 Versia

### 7.3.1 Profit/loss

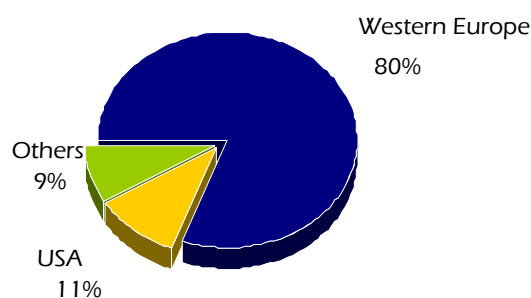
|                      | Dec. 09 | Dec. 08 | Change |
|----------------------|---------|---------|--------|
| Turnover             | 820.0   | 897.4   | -8.6%  |
| <i>Domestic</i>      | 559.6   | 615.9   | -9.1%  |
| <i>International</i> | 260.4   | 281.6   | -7.5%  |
| EBITDA               | 74.6    | 96.5    | -22.7% |
| <i>EBITDA margin</i> | 9.1%    | 10.7%   | -1.6 % |
| EBIT                 | (6.6)   | (6.1)   | 8.0%   |
| <i>EBIT margin</i>   | -0.8%   | -0.7%   | -0.1 % |

Versia's turnover(other urban services) was down by 8.6% last year due to the impact of the economic slowdown and the reduced demand for urban furniture, logistics and handling services.

| Turnover by business line |              |              |              |
|---------------------------|--------------|--------------|--------------|
|                           | Dec. 09      | Dec. 08      | Change       |
| Logistics                 | 289.6        | 323.0        | -10.3%       |
| Handling                  | 228.1        | 252.8        | -9.8%        |
| Urban furniture           | 108.1        | 132.8        | -18.6%       |
| Parking                   | 77.2         | 74.4         | 3.8%         |
| Conservation and Systems  | 42.1         | 49.9         | -15.6%       |
| ITV                       | 51.7         | 46.2         | 11.7%        |
| SVAT                      | 23.2         | 22.0         | 5.2%         |
| <b>Total</b>              | <b>820.0</b> | <b>897.4</b> | <b>-8.6%</b> |

By geographical area, foreign sales accounted for 32% of the total, with the handling business contributing 72% of revenues and urban furniture contributing 54%.

### Breakdown of International Revenue



In terms of EBITDA, the operating margin was down by 1.6 percent, primarily due to a sharp decline in the profitability of the urban furniture business which was negatively affected by the New York contract (24% of total revenues) where the expenses incurred in the deployment phase combined with a sharp decline in the demand for advertising space to produce a negative effect.

In relation to the New York contract, it should be noted that there has been a change in the accounting criterion applied to the amortisation of the operating fee paid at the beginning of the contract over the term of the contract. While it was previously recognised as an expense for the year, it is currently recognised as a fixed asset depreciation provision.

### 7.3.2 Cash Flows

|                                                     | Dec. 09      | Dec. 08     | Change        |
|-----------------------------------------------------|--------------|-------------|---------------|
| <b>Funds generated</b>                              | <b>83.6</b>  | <b>99.1</b> | <b>-15.6%</b> |
| (Increase) / decrease in working capital            | 17.5         | 0.3         | 5733.3%       |
| Other (taxes, dividends...)                         | 12.7         | (15.9)      | -179.9%       |
| <b>Cash flow from operations</b>                    | <b>113.8</b> | <b>83.5</b> | <b>36.3%</b>  |
| Cash flow from investments                          | (42.6)       | (43.1)      | -1.2%         |
| <b>Cash flow from activities</b>                    | <b>71.2</b>  | <b>40.4</b> | <b>76.2%</b>  |
| Cash flow from financing                            | (14.7)       | (46.9)      | -68.7%        |
| Other cash flow (changes to consolidation scope...) | (6.4)        | 18.0        | -135.6%       |
| <b>(Increase) / decrease net financial debt</b>     | <b>50.1</b>  | <b>11.5</b> | <b>335.7%</b> |

|                                            | Dec. 09      | Dec. 08      | Change (M€)  |
|--------------------------------------------|--------------|--------------|--------------|
| <b>Net financial debt</b>                  | <b>459.4</b> | <b>509.4</b> | <b>-50.0</b> |
| <i>Net financial debt with recourse</i>    | <i>459.4</i> | <i>509.4</i> | <i>-50.0</i> |
| <i>Net financial debt without recourse</i> | <i>0.0</i>   | <i>0.0</i>   | <i>0.0</i>   |

Operating cash flow evolved positively during the year, increasing by 36.3% despite the decline in the operating resources generated, due once again to the efforts to manage working capital, which was reduced by EUR 17.5 million, along with the payment of income taxes.

The increase in operating cash flow combined with the decrease in financing cash flow allowed the area to reduce net financial debt by 9.8% compared to December 2008, which at year end stood at EUR 459.4.

## 7.4 Cement

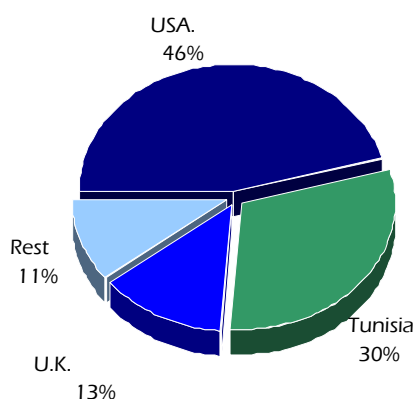
### 7.4.1 Profit/loss

|                      | Dec. 09      | Dec. 08        | Change (%)    |
|----------------------|--------------|----------------|---------------|
| Turnover             | 1,035.4      | 1,425.1        | -27.3%        |
| <i>Domestic</i>      | <i>740.2</i> | <i>1,085.2</i> | <i>-31.8%</i> |
| <i>International</i> | <i>295.2</i> | <i>339.9</i>   | <i>-13.2%</i> |
| EBITDA               | 289.0        | 417.3          | -30.7%        |
| <i>EBITDA margin</i> | <i>27.9%</i> | <i>29.3%</i>   | <i>-1.4%</i>  |
| EBIT                 | 128.6        | 235.6          | -45.4%        |
| <i>EBIT margin</i>   | <i>12.4%</i> | <i>16.5%</i>   | <i>-4.1 %</i> |

Cement turnover was 27.3% lower than the year before at EUR 1,035.4 million, mostly as a consequence of the decline in the domestic demand for cement because of the sharp decline in residential construction in Spain beginning in early 2007.

International sales, which account for 29% of turnover, were down by 13.2%, to a large extent due to the impact of a sharp decline in the demand for cement in the United States (-30% of revenues) and the depreciation of sterling in the United Kingdom. This was partially offset by a significant increase in exports to third party countries and a slight improvement in sales in Tunisia (2%).

#### Breakdown of International Revenue



In terms of EBITDA, at 27.9% the operating margin was only 1.4 percent less than the year before despite the economic slowdown, due to a large extent to the reduction of energy costs, cost-saving efforts and efforts to optimise production capacity in the face of new demand conditions.

In this regard, it is noteworthy that in connection with the 2009-2011 cost-saving plan the Group managed to achieve EUR 71 million in recurring cost savings compared to the annual target of EUR 65 million.

### 7.4.2 Cash Flows

|                                                     | Dec. 09      | Dec. 08        | Change<br>(%)  |
|-----------------------------------------------------|--------------|----------------|----------------|
| <b>Funds generated</b>                              | <b>298.9</b> | <b>417.8</b>   | <b>-28.5%</b>  |
| (Increase) / decrease in working capital            | 96.4         | 10.7           | -800.9%        |
| Other (taxes, dividends...)                         | (35.0)       | (68.8)         | -49.1%         |
| <b>Cash flow from operations</b>                    | <b>360.3</b> | <b>359.7</b>   | <b>0.2%</b>    |
| Cash flow from investments                          | (90.7)       | (295.7)        | -69.3%         |
| <b>Cash flow from activities</b>                    | <b>269.6</b> | <b>64.0</b>    | <b>321.3%</b>  |
| Cash flow from financing                            | 69.7         | (242.0)        | -128.8%        |
| Other cash flow (changes to consolidation scope...) | 3.7          | (63.7)         | -105.8%        |
| <b>(Increase) / decrease net financial debt</b>     | <b>343.0</b> | <b>(241.7)</b> | <b>-241.9%</b> |

|                                            | Dec. 09        | Dec. 08        | Change<br>(M€) |
|--------------------------------------------|----------------|----------------|----------------|
| <b>Net financial debt</b>                  | <b>1,419.3</b> | <b>1,762.2</b> | <b>-342.9</b>  |
| <i>Net financial debt with recourse</i>    | <i>660.6</i>   | <i>1,103.3</i> | <i>-442.7</i>  |
| <i>Net financial debt without recourse</i> | <i>758.7</i>   | <i>658.9</i>   | <i>99.8</i>    |

Interestingly, operating cash flow remained stable compared to last year (+0.2%) despite a notable decrease in the operating resources generated, thanks to stepped up efforts to manage working capital which was reduced by EUR 96.4 million during the year.

Cash flow from investments was reduced by 69.3% compared to the year before, primarily due to the fourth quarter 2009 sale of the shares of the consolidated Argentine companies, Cementos Avellaneda and Minus Inversora and the Uruguayan Cementos Artigas for EUR 137 million. In 2009, the work to make the furnaces at the factory in Pennsylvania (USA) more energy-efficient concluded in 2009. These disinvestments were offset to a large extent by the payment of EUR 170.6 million for 8.2 % of Corporación Uniland, a transaction which fulfilled the acquisition obligations assumed in 2006.

Finally, cash flow from financing showed a positive balance of EUR 69.7 million which included EUR 202 million for the capital increase last December.

All of this resulted in a 19.5% reduction of the net financial debt compared to December 2008, which at year end stood at 1,419.3 million. In this regard, it should be noted that EUR 140 million of the investment in the capital increase was provided by the parent of the FCC Group which, following the capital increase, controls 69.6% of Cementos Portland Valderrivas. That amount did not affect the consolidate net financial debt of the FCC Group.

## 7.5 Energy

The Energy Area is presented as an independent business segment this year following the acquisitions in the second half of 2008 which culminated with the purchase of the wind power assets in January 2009. Hence, no comparative figures for the year before are available.

### 7.5.1 Profit/loss

|                      | Dec. 09      |
|----------------------|--------------|
| Turnover             | 81.9         |
| EBITDA               | 65.8         |
| <i>EBITDA margin</i> | <i>80.3%</i> |
| EBIT                 | 23.2         |
| <i>EBIT margin</i>   | <i>28.3%</i> |

This business area had EUR 81.9 million in turnover, EUR 67.1 million of which (82%) came from the sale of wind power, with an installed production capacity of 422 MW and a usage rate for the year of 22.3%. The rest (EUR 14.9 million) came from photovoltaic solar power, with an installed capacity of 20 MW and a usage rate for the year of 17.2%.

### 7.5.2 Cash Flows

|                                                     | Dec. 09        |
|-----------------------------------------------------|----------------|
| <b>Funds generated</b>                              | <b>65.8</b>    |
| (Increase) / decrease in working capital            | 11.8           |
| Other (taxes, dividends...)                         | (5.9)          |
| <b>Cash flow from operations</b>                    | <b>71.7</b>    |
| Cash flow from investments                          | (217.7)        |
| <b>Cash flow from activities</b>                    | <b>(146.0)</b> |
| Cash flow from financing                            | (29.7)         |
| Other cash flow (changes to consolidation scope...) | (576.4)        |
| <b>(Increase) / decrease net financial debt</b>     | <b>(752.1)</b> |

|                                            | Dec. 09      | Dec. 08      | Change<br>(M€) |
|--------------------------------------------|--------------|--------------|----------------|
| <b>Net financial debt</b>                  | <b>905.4</b> | <b>153.3</b> | <b>752.1</b>   |
| <i>Net financial debt with recourse</i>    | <i>355.1</i> | <i>33.8</i>  | <i>321.3</i>   |
| <i>Net financial debt without recourse</i> | <i>550.3</i> | <i>119.5</i> | <i>430.8</i>   |

The investments and changes under Other Cash Flows (translation differences, changes in the consolidation scope) refer to the inclusion of 14 wind farms in the balance sheet at the beginning of the year.

Finally, 60.8% of the area's financial debt is associated with project financing without recourse.

## 7.6 Torre Picasso

### 7.6.1 Profit/loss

|                      | Dec. 09      | Dec. 08      | Change       |
|----------------------|--------------|--------------|--------------|
| Turnover             | 26.1         | 26.2         | -0.2%        |
| EBITDA               | 22.7         | 21.4         | 6.2%         |
| <i>EBITDA margin</i> | <i>86.9%</i> | <i>81.7%</i> | <i>5.2 %</i> |
| EBIT                 | 18.9         | 17.8         | 5.9%         |
| <i>EBIT margin</i>   | <i>72.2%</i> | <i>68.1%</i> | <i>4.1%</i>  |

The revenues generated by Torre Picasso remained practically unchanged compared to the year before in terms of both occupancy rates, which are close to 100%, and average rent prices.

In terms of EBITDA, the operating margin was up by 5.2 percentage points over the previous year, to 86.9%, due to the comparative effect caused by the application of a long-term provision for risks and expenses in the fourth quarter of 2008.

## 8. ACQUISITION OF TREASURY SHARES

At the end of 2009, Fomento de Construcciones y Contratas, S.A. held 3,182,582 shares of treasury stock representing 2.50% of the share capital valued at EUR 89,631 thousand.

At year-end, Asesoría Financiera y de Gestión, S.A. (Afiges), a wholly-owned subsidiary of Fomento de Construcciones y Contratas, S.A. possessed 6,131,961 shares of Fomento de Construcciones y Contratas, S.A., which represented 4.8% of the registered share capital with a net carrying value of EUR 181,251 thousand. These shares are considered shares of the parent company pursuant to the terms of article 87 of the Revised Text of the Spanish Companies Act.

According to article 79, part 4 of the Spanish Companies Act, the changes in the number of shares held during the year are detailed below.

|                                | FCC, S.A         | Asesoría Financiera y<br>de Gestión, S.A. | FCC Group        |
|--------------------------------|------------------|-------------------------------------------|------------------|
| <b>At 31 December 2008</b>     | —                | <b>2,682,260</b>                          | <b>2,682,260</b> |
| Intragroup purchases and sales | 3,182,582        | (3,182,582)                               | —                |
| Purchases or additions         | —                | 9,450,350                                 | 9,450,350        |
| Sales or disposals             | —                | (2,818,067)                               | (2,818,067)      |
| <b>At 31 December 2009</b>     | <b>3,182,582</b> | <b>6,131,961</b>                          | <b>9,314,543</b> |

## 9. RESEARCH AND DEVELOPMENT

The FCC Group is an active participant in research, development and technological innovation activities. The Group's R&D+i activities extend to those aspects which are directly or indirectly related to the Group's business activities. The Group's activities in this regard during the fiscal year in question were intended to make environmental protection compatible with sustainable growth.

In the **Environmental Services** area, work continued on various research projects that had commenced years before. In **waste elimination**, progress was made in the following fields:

- alternative fuels obtained from waste
- optimisation of the composting process in a waste treatment plant and the implications for agronomic applications
- optimisation of treatment processes based on the anaerobic digestion of urban waste

New projects were also undertaken in different fields of research. As far as new machinery was concerned, work continued on three projects related to urban sanitation vehicles:

- Design and creation of a new 10 m<sup>3</sup> bilateral side-loading collecting-compacting vehicle (with automatic loading on both sides) operated by compressed natural gas (CNG) with a 2.2 m wide chassis and an 18 tn capacity.
- Design and creation of a new 15 m<sup>3</sup> cistern vehicle operated by compressed natural gas (CNG) with a 2.3 m wide chassis.
- Design and creation of a new collecting-compacting vehicle with a low forward cab for easy access which does not impact the total body length.

In the field of **waste treatment** the following projects were undertaken:

- Bio+ Project: Optimisation of the eco-efficiency of the urban waste treatment process
- Mobile unit for manufacturing fuel from waste derivatives
- Hot air tunnels to accelerate anaerobic digestion and hence the entire process.

In the **industrial waste** area, the research work concluded on the REMOVALS project intended to reduce the quantity and toxicity of the residual sludge produced by urban wastewater treatment plants.

The projects carried out in relation to the **water business** encompass a wide range of fields:

- Development of computer applications intended to simulate the impact of hypothetical rate changes and to adapt the tools currently used to manage complex commercial business systems, etc.
- The HYBACS Project which develops new technologies to adapt WWTPs to new quality requirements while reducing costs.
- Ceramic membranes for desalination pretreatment
- Development of reusable membrane bioreactors
- Sustainable elimination of nitrogen from wastewater
- Sustainable utilisation of organic waste at treatment plants

The **Urban Furniture** section of **Versia** has undertaken the development of a series of technologies for incorporation into passenger and cargo vehicles in city settings with low or no emissions and advanced conditions of accessibility and communication with clients. To this end, a multidisciplinary consortium of companies, associations and research groups has been created to work on the TEC-MUSA Project (Technologies for Sustainable and Accessible Urban Mobility). The relevant milestones achieved by the consortium in 2009 included:

- Formation of the consortium with the following businesses, associations, universities and research groups as members: UPM, Alsar-Remsa, Avia, Azkar, Boyacá, Castrosua, Cemusa, Citet, EMT, Endesa, Etra, FCC Medio Ambiente, Iveco, Saft, Seur, Siemens
- Definition of the consortium's main project and subprojects

- Definition of resources
- Application by the consortium for a grant for Unique and Strategic Projects by the National Public-Private Cooperation Programme as part of the Instrumental Line of System Organisation and Internationalisation, in turn part of the 2008-2011 National Scientific Research, Development and Technological Innovation Plan (Order CIN/1657/2009 of 15 June)
- Favourable assessment by the Ministry and proposal for the concession of grants in 2009 and 2010.
- Launching of subprojects

Work also continued on the projects undertaken in prior years, including: EPISOL (Electrical Vehicle Powered by Fuel Cell and Solar Energy) project to develop a light urban vehicle featuring hybrid electric propulsion which, in the first phase, will be equipped with a heat engine and, in a subsequent phase, will have a highly-efficient and low-cost fuel cell, using solar power in both cases. Each model of the vehicle has a system that enables it to be connected to the electricity mains in order to recharge the battery. Thus, at the start of each journey the batteries are fully charged and the demands placed on the heat engine and/or fuel cell are greatly reduced. Cemusa is working on this project in conjunction with INSIA (University Institute for Automotive Research of the Universidad Politécnica de Madrid ) and IAI (the Industrial Automation Institute of the Spanish Higher Council for Scientific Research (CSIC)). The project is broken down into the following phases:

- PHASE 1. Bi-hybrid vehicles, standard configuration with MEP engine (gasoline combustion engine ) + solar power: the thermal engine activates a generator that charges the batteries which supply power to the electric engine in charge of transmitting power to the drive shaft. Solar panels are included as an additional energy source and regenerative brake.
- PHASE 2. Tri-hybrid vehicle, standard configuration: in this model, the vehicle has a thermal engine (MEP) and generator plus a hydrogen fuel cell that keeps the batteries charged, meaning that the thermal engine needs to be started less frequently. This model also includes the solar panels as an additional energy source and the regenerative brake.
- PHASE 3. Tri-hybrid vehicle, standard configuration: in this model, the MEP engine is replaced with a H2 (hydrogen) combustion engine. The rest of the components and functions remain that same as in phase 2.
- PHASE 4. Bi-hybrid vehicle, standard configuration: in the final version of this vehicle, the H2 combustion engine is eliminated and the fuel cell is replaced with a more powerful one. The fuel cell provides power to the batteries and the electric traction engine. This model also includes the solar panels as an additional energy source and the regenerative brake.

In 2009, Phase 2 had been completed and tests were being conducted to improve the power control system. The vehicle was presented at the Sustainability Week held in Rivas Vaciamadrid.

C-CYCLES: Development of an unattended bicycle hire system. The system functions with smart cards and features payment by credit card. Internet connection. The project responds to the need for sustainable urban mobility promoting multi-modal transport. Work is ongoing on other features: power bikes, solar energy.

LED ILLUMINATION PROJECTS: The LED illumination projects which aim to reduce energy consumption and, therefore, greenhouse gas emissions. Parallel to the LED illumination projects, studies are being performed relating to the reduction of light pollution. Tests were concluded on different types of urban furniture: Oppi, Poste bus and systems are ready for production and consume just 28% of the energy used by fluorescent bulbs.

PHOTOVOLTAIC SOLAR ENERGY PROJECTS: Development of a photovoltaic solar power system that includes the development of a solar PV system which, together with illumination using LEDs, will allow greenhouse gas emissions to be reduced to zero and in certain cases to reduce network connection costs. The following work was completed in 2009:

- Development of a new, highly efficient electronic control mechanism to switch between network and solar power. This technology charges the cell 20% more. The system must be capable of prolonging battery life as much as possible.
- Conclusion of Poste bus
- Development of solar panels for installation in bus stop hoardings.

Research continues into flexible cells with the idea of making the system more efficient.

**DIGITAL ADVERTISING PROJECTS:** The aim is to implement a digital advertising system incorporating LCD screens and the technology required for them to be viewed properly outdoors. Must be equipped with an effective heat evacuation system. The rear and sides of 8 newsstands in the city of New York have been digitalised.

**FCC Construcción, S.A.** and its subsidiaries, aware of just how important activities of this kind are to maintaining a competitive edge in the market and to continuously improving the quality of their work, have implemented policies that actively promote research, development and technological innovation.

In keeping with this, FCC Construcción, S.A. participates in the European Construction Technology Platform, the E2B Association (Energy Efficient Buildings) and the Spanish Construction Technology Platform. The aim of these organisations is to bring research centres, universities and industry together to work side-by-side on research, development and technological innovation projects.

Noteworthy among the projects carried out in 2009 are the following:

On the one hand, the projects carried launched in previous years were continued, such as the TUNCONSTRUC project for the optimisation of underground construction; the MANUBUILD project for the industrialisation of construction; the ARFRISOL project which focuses on the development of bioclimatic architecture and solar energy; the HATCONS project which studies various aspects of underground construction work, such as high-performance concretes and the interaction between machines, facings and land; the SUBMERGED TUNNELS project for submerged tunnels in seismic zones; the OLIN project for the study, testing and justification of the extension of the soil to be used in embankments and the formation of E3 esplanades with soil treated only with lime; the URBAN TUNNELS project which aims to develop an integrated model for the design and study of tunnels in urban areas; and the CONTINUOUS WALL project for the development of continuous elements made from slipformed concrete reinforced with structural fibre.

A new project was undertaken in 2009: the SUSTAINABLE BUILDING RENOVATION project.

The **Cementos Portland Valderrivas Group** has established a series of strategies to mitigate the effects of the crisis in the cement sector that began last year. These strategies consist of fostering research into new cements with higher added value and/or new markets. In 2009, the Group's R+D+i Department developed nine different highly specialised cements. While the markets for these cements are smaller than conventional ones, they offer higher added value, new markets and export possibilities. This area also designed and prepared the first benchmarking report for all of our cement factories. This was the beginning of an ongoing process intended to analyse certain technical and administrative aspects of our company.

As a consequence of these efforts and with the technical support of the Engineering Department, significant energy savings have been obtained. One example is the factory in Tunisia, where 93% of fuel oil has been replaced by coke.

## 10. FINANCIAL RISK MANAGEMENT POLICIES AND OBJECTIVES

Financial risk refers to changes in the value of financial instruments contracted by the Group due to political, market and other factors, and the effect of such changes on the consolidated balance sheet. The FCC Group's risk management philosophy is consistent with its business strategy, as it strives for maximum solvency and efficiency at all times. In that regard, the Group has set out stringent financial risk management and control criteria for identifying, measuring, analysing and controlling the risks faced in the course of FCC's operations. This risk policy is correctly integrated into the Group's organisational structure. In keeping with the risk control policy, hedging operations contracted by the FCC Group are not speculative but rather aim to cover the risk associated with each transaction.

The fluctuations and volatility of the money markets give rise to interest rate changes that entail variations in the finance charges related to the Group's debt. In order to ensure a position that is in the FCC Group's best interest, an interest-rate risk management policy is actively implemented. Given the nature of the Group's activities, closely linked to inflation, its financial policy consists of ensuring that both its current financial assets, which to a large extent provide natural hedging for its current financial liabilities, and the Group's debt are partially tied to floating interest rates. Even so, the FCC Group performed interest rate hedging transactions, ending the year with various hedging instruments of varying maturities. Complying with the policy of classifying original instruments as hedges, the FCC Group has arranged interest rate hedges, mainly swaps (IRSs) in which the Group companies pay a fixed rate and receive a floating rate.

A noteworthy consequence of the FCC Group's positioning in international markets is the exposure resulting from net positions in foreign currencies against the euro or in one foreign currency against another when the investment and financing of an activity cannot be made in the same currency. The FCC Group's general policy is to mitigate, as far as possible, the adverse effect on its financial statements of exposure to foreign currencies, with regard to both transactional and purely equity-related changes. The FCC Group therefore manages the effect that foreign currency risk can have on the balance sheet and the income statement.

The Group actively manages its foreign currency risk by arranging financial transactions in the same currency as that in which the related asset is denominated, i.e. efforts are made, at all times, to obtain in local currency the financing required for the local activity of the company in the country of origin of the investment, with a view to creating a natural hedge or a matching of the cash flows to the financing. However, there are occasions when, due to the weakness of the currency of the country of origin of the investment, this is not possible because long-term financing cannot be obtained in that currency. In this case, financing will be obtained either in the currency of the consolidated group or in the most closely correlated foreign currency.

The FCC Group is present in various markets in order to facilitate the obtainment of financing and to mitigate liquidity risk. Despite the adverse situation that affected the financial markets throughout 2009, the FCC Group has remained extremely well positioned and has anticipated any potential adversity by paying close attention to the evolution of the factors that may help to resolve liquidity difficulties in the future and to the various sources of financing and their characteristics.

## 11. OUTLOOK FOR 2010

Set forth below are the prospects for 2010 for the various lines of business composing the FCC Group. The construction and services backlog at 2009 year-end, which amounted to EUR 34,748.4 million, guarantees the continuation of a high level of activity over the coming years.

In the **Services Area** and more specifically in the **Environmental Sector**, despite the current situation of stagnant activity, the Group expects slight growth compared to 2009 and maintenance of the margin which will allow it to retain the significant market share it now controls, with reduced investments. The goal is to continue growing in the field of solid urban waste disposal and treatment with new technological developments and more highly advanced facilities.

The priority in the **international arena** is to continue growing the business in Central and Eastern European countries through the ASA Group which specialises in comprehensive waste management and processing services. The acquisition process begun in 2008, primarily in Bulgaria, Poland and Hungary, continued in 2009. The incinerator plant in Zisterdorf, Austria, with the ability to process 130,000 tonnes/year became operational in 2009. In the UK, where the Group had already been active in the collection and cleaning industry through Focsa Services UK since 1989, the FCC Group became one of the leading operators in the industry after the acquisition of WRG in 2006. This marked the beginning of an important phase of presenting bids for PFI projects, several of which had been awarded to the Group in prior years. Further contracts of this kind are expected to be obtained in the course of 2010. The Allington incinerator has overcome the technical problems with the turbine and output is now up to the initially forecast levels. In 2009, the Group implemented a very strict cost reduction policy which had a significant effect on the income statement. This policy will continue into 2010.

In the **Industrial Waste sector**, based on the evolution of the market in recent months, all indications are that business will be improving for Hydrocarbon Recovery Services Inc. and International Petroleum Corp. in the US in the coming months. Work will begin on four important contracts in 2010: soil decontamination work at the Flix reservoir, remediation of contaminated soil in Syracuse (Italy), treatment of used tyres on the Canary Islands and reutilisation of steel and metal waste for Arcelor-Mittal in Guipúzcoa, which means that a marked increase in production is expected. The recovery of raw material prices will help, although no significant increase in the volume of materials processed is expected in the domestic market until the middle of the year.

In the **Water sector**, Aqualia continues to be the leading full-service water operator in the Spanish market. At the same time, Aqualia has continued to reinforce its international presence through a geographical diversification strategy that was first implemented four years ago. Throughout 2009, the Company was awarded a number of lucrative international contracts, including one for the construction of an aqueduct and water supply system in San Luis de Potosí (Mexico) and another for the construction and operation of a treatment plant with a capacity of 250,000m<sup>3</sup>/day in Cairo (Egypt). Another notable international achievement was the agreement reached with the European Bank for Reconstruction and Development (EBRD) to form a joint investment vehicle with Aqualia in order to bid on projects related to the water cycle in countries falling within the catchment area of the EBRD and to jointly study potential investments in the companies that currently manage the water systems in those countries.

On the domestic front, there were new contracts as well as contract renewals and extensions, some of the most notable of which include:

- Renewal of full-service water management agreement for Serena
- Renewal of full-service water management agreement for Pinar de Alba (Alba de Tormes)
- Renewal of full-service water management agreement for Valdés (Luarca)
- Contract for the expansion and operation of a water treatment plant in San Antonio and Ibiza (Balearic Islands)
- Full-service water management agreement for Agua de Bollullos La Par del Condado (Huelva)

- Full-service water management agreement for Lepe (Huelva)
- Extension of full-service water agreement for Llanera
- Full-service water management agreement for Sant Jaume Domenys (Tarragona)
- Contract to manage water treatment plants in Bajo Nalón and Cudillero (Asturias)
- Contract to manage sewer system for Louro (Pontevedra)
- Contract to supply drinking water to Monterroso (Lugo)
- Contract to manage the water networks for the Bilbao Water Consortium (Vizcaya)
- Full-service water management contract for La Bisbal del Penedés (Tarragona)
- Full-service water management agreement for Albinyana (Tarragona)

As part of its diversification policy, Aqualia has entered into an agreement to build and operate a swimming pool in Llanera (Asturias), to manage a swimming pool in Moaña (Pontevedra), to manage indoor swimming pools in Lugo and to build and operate a swimming pool in Villena (Alicante).

At the beginning of 2010, the order book for the Service Area totalled EUR 23,691 million which is equivalent to more than six and a half years of production.

**Versia** expects moderate growth in 2010 sustained by the sectors that have been most seriously affected by the economic crisis and most sensitive to the decline in consumer spending (Logistics, Urban Furniture, Airport Handling). Thanks to the efforts last year to adjust operating costs to the new reality, profit margins are expected to improve this year. In addition, the containment of investments combined with more effective management of working capital will help to reduce net financial debt.

As far as the sectors included within the scope of this business area, in the **Logistics** sector the group will begin providing border patrol services at the Port of Valencia. The reorganisation efforts, particularly of the transport business, will have a positive effect on results. In **urban furniture**, the plan of action will be based on analysing opportunities in previously unexplored commercial areas to find new sources of business, developing new alternative materials and optimising operating costs in order to improve economic and financing standing. **Airport handling** will increase profit margins thanks to price revisions and the agreements reached with syndicates which call for certain salary freezing clauses in collective agreements, in addition to the use of platforms that reduce the need for human resources.

In the **Construction** area, revenues in 2010 are expected to be similar to 2009 levels. In the domestic market, residential construction is expected to remain flat due to the weakness of the real estate market which is offset by civil engineering work.

Internationally, revenues in 2010 are expected to be similar to the levels seen in 2009 thanks not only to the operations of the Alpine group of companies which is based in Austria and operates in numerous Eastern European countries, but also to operations in the American market, where the Group operates through investees with local offices in Central America and Mexico.

At the beginning of 2010, the order book for the Construction area totalled EUR 10,856 million which is equivalent to more than eighteen months of production.

The outlook for the **Cement area** for 2010 is based on the assumption that sales will evolve favourably as the recovery takes hold in the US, while in Spain the recovery will not take place until the second half of the year.

Sales in the second half of 2009 were clearly weak and the weak sales are expected to continue during the first half of 2010. The stabilisation of markets will also serve to stabilise prices. An important part of the recovery will depend on the government stimulus plans to be rolled out in 2010.

The leading economic and financial agents estimate that interest rates in the euro zone and the United States will remain stable, with inflation staying below 2% in keeping with the recommendation of the European Central Bank. Inflation rates will depend on the price of oil which could affect the energy component of the consumer price index. The world recovery which began in the second half of 2009 will be slower in some areas of the world than in

others, depending on the state of each country's economy. Forecasts call for a 4% increase in world production which may be higher in emerging countries favoured by dynamic internal demand.

In Spain, the government's macroeconomic forecasts call for the economy to stabilise with negative growth of at least 0.3%, while others believe that the economy could contract by more than half a point. Once again, recovery will depend on public investment, its composition and the percentage of work done compared to the amount of work tendered. The budget figures on public investment in infrastructures call for a 4.2% reduction, while the estimates for the US market are positive following the economic recovery which commenced in the second half of 2009. Growth in the Maghreb region will continue to be positive, albeit with less infrastructure investment due to the international financial crisis.

The Cementos Portland Valderrivas Group will maintain the cost reduction policy devised in the Plan 10 and will continue focusing its efforts on the generation of funds. With the transformation of the Keystone plant (Pennsylvania) now complete, all of the US plants have been renovated which means that not as many investment resources will be needed in 2010, although the Group will continue to invest in the development of energy recovery and power generation.

In 2010, the **recently created Energy area** expects to consolidate its wind and solar power business and to undertake new thermosolar and energy efficiency activities. This area will also be analysing opportunities for growth in the renewable energy sector as they arise, either by taking part in new projects or by presenting bids for new power contracts in Spain, Eastern European EU member countries and the United States. All of these geographical areas have two common denominators: they offer the legal safeguards necessary to commit to medium term investments and their governments have expressed a political will to promote the development of renewal energies.

## 12. ANNUAL CORPORATE GOVERNANCE REPORT

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