

# Annual Report 2006





# Annual Report



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# Letter from the Chairman

**We have redoubled our efforts to get as much information as possible on our Group to you and to the entire market in general**

**Dear shareholders:**

Again this year it is with satisfaction that we come punctually before you to do our duty in submitting this publication, the Annual Report for fiscal year 2006.

In this year's edition we have redoubled our efforts to try to get as much information as possible on our Group to you and to the entire market in general, for we, like all listed companies, uphold the principle of transparency in management.

Continuing with our commitment to the values of **corporate social responsibility**, we have included in this volume our 2006 Corporate Social Responsibility Report, which has been **prepared according to the requirements of the Global Reporting Initiative (GRI)**, which, as you know, is the United Nations standard for these matters. Our report has earned the maximum grade (A+).

The 2006 Report contains an important new feature added since last year: The Report has been **checked by an independent auditor, KPMG**.

This is one way we are working to fulfil our commitment to achieving each year a greater number of socially responsible objectives in each of our activities.

As has become standard practice with us, we have included in this volume our **Annual Corporate Governance Report** for 2006. This is the fourth such report, and it was approved by the Board of Directors in its meeting of 29 March 2007. The FCC Group continues to adapt our governance and administration structure to the best

practices in good corporate governance, to ensure that our management model is respectful of all the interest groups with which we deal.

Naturally in this report you will find FCC's individual and consolidated financial statements, which have been drawn up in accordance with International Financial Reporting Standards (IFRS), the proper management reports, the auditor's reports and the proposed profit distribution.

You can easily see from the accounts what a **magnificent fiscal year** we have had, thanks to the efforts of our exemplary employees. Our employees are our Group's foremost asset, and I would like to thank them on behalf of the entire Board of Directors.

I would also like to remind you that, with the Strategic Plan we are currently involved in performing, our Group could not be in a better position to face the future with optimism. We anticipate that what lies ahead for us will be at least as brilliant as what lies behind.

Congratulations to everyone on an excellent fiscal year 2006.

Thank you.

**Marcelino Oreja Aguirre**  
Chairman



# Letter from the Managing Director

**This fiscal year we reached  
all the ambitious objectives  
we set for ourselves in our  
Strategic Plan in 2005**

Dear shareholders:

The Annual Report you hold in your hands reflects in great detail the positive circumstances surrounding the company throughout 2006, a fiscal year that is going to leave its mark on the years to come for FCC, years that are absolutely without doubt going to be rife with business success.

This fiscal year we reached all the ambitious objectives we set for ourselves in our Strategic Plan in 2005, although the goal was to reach those objectives in 2008. In other words, we are a year and a half ahead of schedule, and we are going to spend that extra time integrating the companies we have acquired in Spain and international markets into the solid FCC structure and looking for new future opportunities.

All in all, we invested 5,000 million euros in acquiring companies in Spain and other European countries, in the strategic FCC business areas of services, construction and cement. And we did it without endangering the company's solid financial structure, which has still got the lowest leverage of any of the major players in its sector.

The **turnover** reached 9,481 million euros, 33.7% more than the year before. Organic growth, discounting the changes in the perimeter of consolidation, was 16.6%. All areas behaved magnificently with increases of over 20%. In one leading development, the percentage of activity abroad doubled from 9.9% in 2005 to 18.1% in 2006. By geographical areas Europe was the leader in terms of turnover, accounting now for two thirds of the total.

New works and services contracting, which will be reflected in the turnover of the next few years, has also been exceptional, reaching 10,902 million euros. This makes the total backlog at the end of the fiscal year 30,510 million euros, almost 50% more than it was on the same date the year before.

## Gross operating results (Ebitda), 1,387 million euros, grew more than turnover did and favoured an improvement of the consolidated margin by seven tenths

The two main areas into which we divide **Services** (environmental services and Versia) won some extremely significant contracts, such as trash collection in Madrid, water management in Santander, waste management in three English counties and seven handling licenses for Spain.

The same occurred with **FCC Construcción**. Its fine performance rested mainly on the strong development of civil works domestically and abroad as well, where it was awarded some very important tenders, especially in Austria, Ireland and Romania.

**Cementos Portland Valderrivas** brought to a satisfactory close its bid to take over Cementos Lemona and its purchase of a majority stake in Uniland, thus becoming the number-one cement maker in Spain.

We decided with Caja Madrid to go public with **Realia**, which is now large enough for an operation of this sort, especially after our investments in France. It was also agreed to create Global Vía Infraestructuras, a company to handle the main infrastructure concessions belonging to Caja Madrid and FCC.

**Gross operating results (Ebitda)**, 1,387 million euros, grew more than turnover did and favoured an improvement of the consolidated margin by seven tenths, to 14.6% of the turnover. Operating expenses increased by 32.1% but accounted for a smaller share of turnover, down from 87% in 2005 to 85.9%, which demonstrates that FCC is more efficient and has better productivity.

**The profit attributed to the parent company** improved by 27% and reached 535.5 million euros, with a very similar taxation rate: 31.4% in 2006 as opposed to 31.2% in 2005.

## At the close of 2006, FCC employed 92,565 people, 25,000 more than a year earlier

During 2006 FCC's internal structures continued the modernisation process initiated the previous fiscal year, especially in regard to the introduction of a **new economic/financial information model (the Integra Project)** and the preparation of the second Corporate Social Responsibility Report, a task to which all the Group's production areas and staff areas, such as the General Secretary's Office and the Offices of the Corporate Managers of Human and Other Resources and Administration and Finance, are committed.

If the shareholders approve the Board of Directors' proposal, FCC will distribute a total of 2.05 euros per share; that would be the euro per share distributed on an interim basis in January 2006 plus a 1.05-euro complementary dividend. Thus once more we will uphold our commitment to our shareholders to distribute in dividends 50% of the net profit attributed to the parent company.

Stock markets have recognised the growth of the FCC Group. Our shares closed 2006 at 77.20 euros per share, 61.2% more than on 31 December 2005 (a fiscal year when our share price rose by 35.2%). We are pleased by this and we congratulate our shareholders on these substantial increases in the value of our company, whose capitalisation as of 31 December 2006 came to 10,080 million euros.

At the close of 2006, FCC employed 92,565 people, 25,000 more than a year earlier. Creating value for our shareholders and providing employment are two of the basic motivations of the executives at FCC, a company that is bigger and better each year, with exemplary employees of whom we are all proud.

Many thanks to them and to all the shareholders for the support they give my management every day.

**Rafael Montes Sánchez**  
Managing Director



# Governing Bodies

## Board of Directors

**Marcelino Oreja Aguirre**

**Chairman**  
**Nominee Director**

**Rafael Montes Sánchez**

**Managing Director**  
**Executive Director**

**B 1998, S.L.**

Representative:

**Esther Koplowitz Romero de Juseu**

Nominee Director

**Dominum Desga, S.A.**

Representative:

**Esther Alcocer Koplowitz**

Nominee Director

**Dominum Dirección y Gestión, S.A.**

Representative:

**Alicia Alcocer Koplowitz**

Nominee Director

**EAC Inversiones Corporativas, S.L.**

Representative:

**Carmen Alcocer Koplowitz**

Nominee Director

**Fernando Falcó y Fernández de Córdova**

Nominee Director

**Gonzalo Anes y Álvarez de Castrillón**

Independent Director

**Miguel Blesa de la Parra**

Nominee Director

**Juan Castells Masana**

Nominee Director

**Felipe Bernabé García Pérez**

General Secretary

Executive Director

**Francisco Mas Sardá Casanelles**

Independent Director

**Max Mazin Brodovka**

Independent Director

**Antonio Pérez Colmenero**

Corporate Human and

Other Resources Manager

Executive Director

**Robert Peugeot**

Nominee Director

**Cartera Deva, S.A.**

Representative:

**José Aguinaga Cárdenas**

Nominee Director

**Ibersuizas Alfa, S.L.**

Representative:

**Luis Chicharro Ortega**

Nominee Director

**Larranza XXI, S.L.**

Representative:

**Lourdes Martínez Zabala**

Nominee Director

**Francisco Vicent Chuliá**

Secretary (non-member)

## Strategy Committee

**Chairman**

Esther Koplowitz Romero de Juseu, on behalf of B 1998, S.L.

**Members**

Esther Alcocer Koplowitz, on behalf of Dominum Desga, S.A.

Fernando Falcó y Fernández de Córdova

Lourdes Martínez Zabala, on behalf of Larranza XXI, S.L.

Robert Peugeot

José Aguinaga Cárdenas, on behalf of Cartera Deva, S.A.

Luis Chicharro Ortega, on behalf of Ibersuizas Alfa, S.L.

### Executive Committee

|                                   |                                                                                                                                                                                                 |
|-----------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Chairman</b>                   | Rafael Montes Sánchez                                                                                                                                                                           |
| <b>Members</b>                    | Dominum Desga, S.A. represented<br>by Esther Alcocer Koplowitz,<br>Fernando Falcó y Fernández de Córdova<br>Cartera Deva, S.A. represented<br>by José Aguinaga Cárdenas<br>Juan Castells Masana |
| <b>Secretary<br/>(non-member)</b> | José Eugenio Trueba Gutiérrez                                                                                                                                                                   |

### Audit and Control Committee

|                                   |                                                                                                                        |
|-----------------------------------|------------------------------------------------------------------------------------------------------------------------|
| <b>Chairman</b>                   | Fernando Falcó y Fernández de Córdova                                                                                  |
| <b>Members</b>                    | Francisco Mas Sardá Casanelles<br>Juan Castells Masana<br>Luis Chicharro Ortega, on behalf<br>of Ibersuizas Alfa, S.L. |
| <b>Secretary<br/>(non-member)</b> | José María Verdú Ramos                                                                                                 |

### Appointments and Retributions Committee

|                                   |                                                                                                                                                                                                                                         |
|-----------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Chairman</b>                   | Esther Alcocer Koplowitz, on behalf<br>of Dominum Desga, S.A.                                                                                                                                                                           |
| <b>Members</b>                    | Fernando Falcó y Fernández de Córdova<br>Rafael Montes Sánchez<br>Antonio Pérez Colmenero<br>José Aguinaga Cárdenas, on behalf<br>of Cartera Deva, S.A.<br>Robert Peugeot<br>Gonzalo Anes y Álvarez de Castrillón<br>Max Mazin Brodovka |
| <b>Secretary<br/>(non-member)</b> | José María Verdú Ramos                                                                                                                                                                                                                  |

### Steering Committee

|                               |                                                                                                                                                                                                                                                                                             |
|-------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Chairman</b>               | Rafael Montes Sánchez                                                                                                                                                                                                                                                                       |
| <b>Members</b>                | Fernando Falcó y Fernández de Córdova<br>Ignacio Bayón Marín<br>Antonio Gómez Ciria<br>José Ignacio Martínez-Ynzenga y Cánovas<br>del Castillo<br>José Mayor Oreja<br>Antonio Pérez Colmenero<br>José Luis de la Torre Sánchez<br>José Eugenio Trueba Gutiérrez<br>José Luis Vasco Hernando |
| <b>Secretary<br/>(member)</b> | Felipe Bernabé García Pérez                                                                                                                                                                                                                                                                 |

# Strategy

The Plan has been a complete success: 5,000 million euros have been invested and all objectives have been surpassed

FCC has concluded the investment phase of the 2005-2008 Strategic Plan presented in April 2005, which envisaged a set of highly ambitious objectives:

- Doubling turnover.
- Doubling Ebitda.
- Increasing international business until approximately 35% of the Group's total turnover comes from outside Spain.

Two thirds of  
the total investment  
went into international  
markets

A year and a half afterwards the Plan can be considered a complete success: 5,000 million euros have been invested, all objectives have been surpassed and all investments have been carried out in FCC's three strategic areas (services, construction and cement) at some very attractive multiples.

Of those 5,000 million euros, 57% was invested in services, 31% in cement and 12% in construction.

Two thirds of the total investment went into international markets, not counting activity abroad by the companies acquired in Spain (20% of Lemona's sales and 30% of Uniland's). And these investments were made in areas that have high growth potential, such as eastern Europe, and in activities that have high added value and a growing demand by governments, such as waste treatment plants and water management.

The Strategic Plan was put together on the basis of the figures for 2004. In that year sales were 6,349 million euros, turnover from abroad was 10% and the Ebitda was 842 million euros.

If the 2006 financial statements were to include the full fiscal year of all the companies FCC has acquired, the turnover would be 11,700 million euros, international sales would account for 36% of the total and the Ebitda would be 1,750 million euros.



SmVak. Water management. Czech Republic



Waste collection at a refinery. Bratislava. Slovak Republic



And these ambitious objectives were reached early by complying with one of the Plan's basic requirements: Net corporate indebtedness is not to exceed three times the Ebitda. In the end the pro-forma results show an indebtedness of 2.6 times the gross operating results.

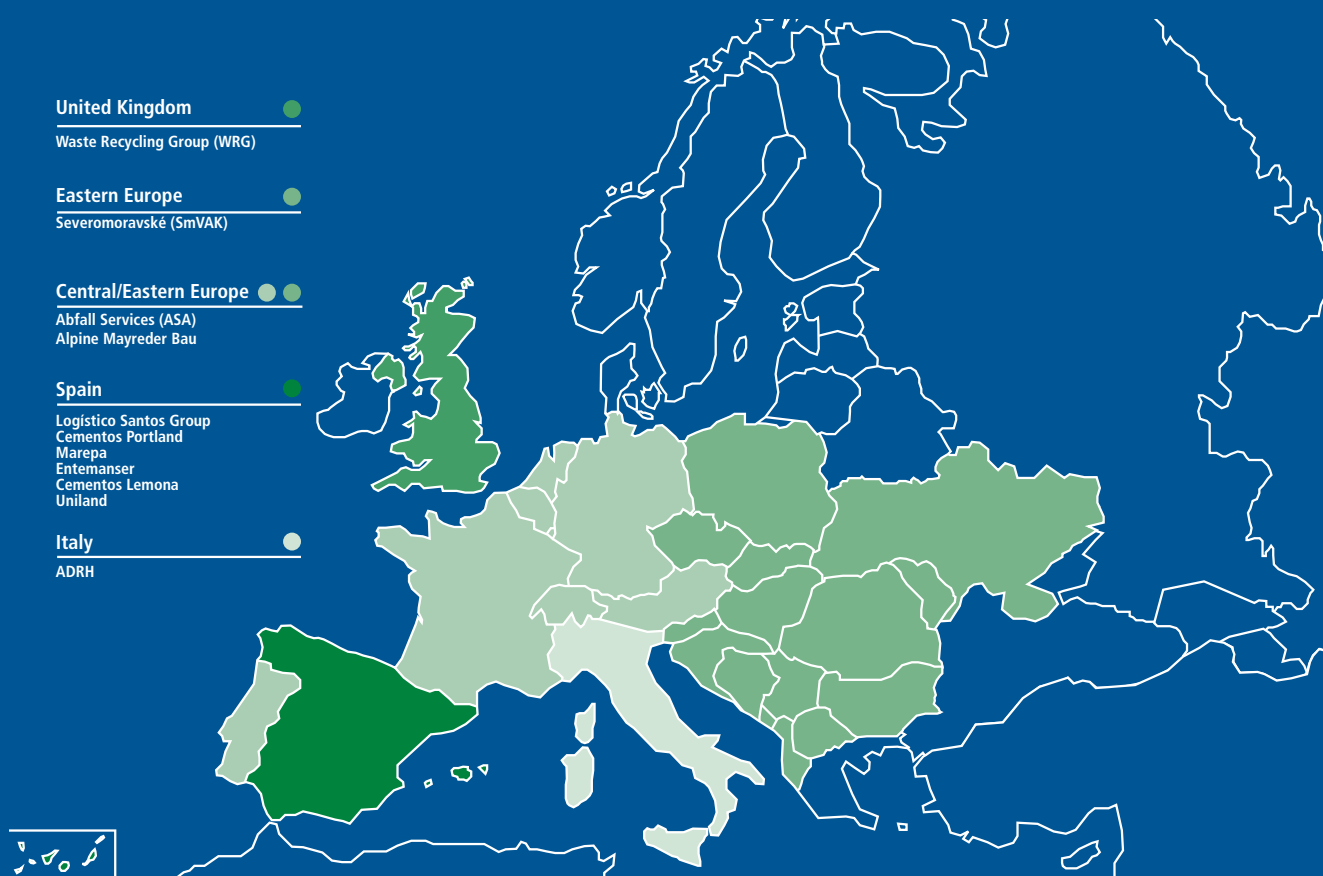
The Strategic Plan is not over, though. The investment phase has concluded and the new acquisition integration phase has begun, with the vital support of local executive teams. This new phase has got a number of fronts:

- Staff integration.
- Introduction of FCC systems (accounting, reporting, etc.).
- Exchange of technologies (know-how about incinerators, tunnel building, water treatment, etc.).
- Production of operating synergies.
- Development of the FCC Group's future comprehensive model of information (the Integra Project).

While this big investment and management effort was going on, the company continued with the arduous task of modernising its organisational structures, with activities such as the introduction of a new economic and financial management model, the improvement of the entire information technologies structure, the application of good corporate governance recommendations and the introduction in all areas of a sustainable development model.

| Date           | Company                     | Country                | Equity value | Debt/(Cash) (100%) | Enterprise value |
|----------------|-----------------------------|------------------------|--------------|--------------------|------------------|
| April 2005     | Grupo Logístico Santos      | Spain                  | 121          | 7                  | 128              |
| September 2005 | Cementos Portland (8%)      | Spain                  | 150          | 7                  | 157              |
| October 2005   | Marepa                      | Spain                  | 50           | —                  | 50               |
| October 2005   | Entemanser                  | Spain                  | 75           | -10                | 65               |
| November 2005  | Abfall Services (ASA)       | Central/Eastern Europe | 229          | 50                 | 279              |
| December 2005  | Cementos Lemona (69.3%)     | Spain                  | 248          | 85                 | 333              |
| April 2006     | Severomoravské (SmVAK)      | Eastern Europe         | 169          | 79                 | 248              |
| June 2006      | Uniland (51%)               | Spain                  | 1,092        | -42                | 1,050            |
| July 2006      | Waste Recycling Group (WRG) | UK                     | 1,840        | 196                | 2,036            |
| July 2006      | Alpine Mayreder Bau (80.7%) | Central/Eastern Europe | 480          | 130                | 610              |
| August 2006    | ADRH                        | Italy                  | 72           | -1                 | 71               |
|                | <b>Total</b>                |                        | <b>4,526</b> | <b>501</b>         | <b>5,027</b>     |

# Strategic Plan Acquisitions



# Relevant events

## Reported to the National Securities Market Commission



Cementos Lemona factory. Vizcaya

### **Cementos Portland Valderrivas controls 96% of Lemona at the close of the takeover bid (02/21/2006)**

Cementos Portland Valderrivas held control of 96.06% of the share capital of Cementos Lemona at the close of the takeover bid launched in December 2005.

According to the data provided by BBVA, the settlement agent of the operation, the owners of 65.3% of the shares accepted the public offer, which, added to the 30.7% already held by the firm, brings the total to 96.06%. The success of the operation is attested to by the fact that all significant shareholders of the Basque cement company and 88% of the minority shareholders accepted the offer.

Cementos Portland Valderrivas launched a takeover bid for 100% of Cementos Lemona (11.2 million shares) after reaching an agreement to acquire 19.31% of the share capital controlled by Corporación Noroeste (Cimpor Group). The offer of 32 euros per share payable in cash was contingent upon obtaining 50% plus 50 shares of the company's share capital.

### **FCC signs for the purchase of the Austrian ASA Group (03/08/2006)**

FCC has purchased the Austrian environmental services company ASA from the French electricity group EDF. EDF has been paid 224 million euros, and FCC has thus assumed 51 million euros of ASA's net debt.

ASA, based in Himberg near Vienna, is a leading company in full-service waste management and treatment services



Maintenance services. ASA Group. Austria



Water management. Czech Republic

for municipal, commercial, industrial and private clients in the region. The company does business in Austria, the Czech Republic, Slovakia, Hungary, Poland and Romania and has well-developed plans for expansion into Slovenia, Croatia, Bulgaria and Serbia.

#### **FCC acquires a water management company in the Czech Republic (04/11/2006)**

FCC, through subsidiary Aqualia, has acquired Czech water management company Severomoravské Vodovody a Kanalizace Ostrava, A.S. (SmVaK). The investment is worth 248 million euros.

SmVaK is the third-largest company in its sector in the Czech Republic and the main operator in Moravia and Silesia. It also supplies water in Poland and has begun commercial operations in Slovakia.

At the close of the last fiscal year the company was supplying water to 1.2 million inhabitants, thanks to its 6,000 km of water pipes, 42 drinking water treatment plants and 62 wastewater treatment plants. The company owns the infrastructure it manages, so it will be the service provider indefinitely.

SmVaK is expected to report 57 million euros in revenues and 27 million euros in gross operating results (Ebitda) in 2006 (Ebitda margin: 47%). The investment includes assuming 79 million euros in net financial debt and represents an enterprise value/Ebitda ratio of 9.1.

#### **FCC and Caja Madrid put muscle behind their strategy in the real estate sector by taking Realia public (05/12/2006)**

FCC and Caja Madrid have reached an agreement on their investee Realia Business, whereby each of them holds 49.17% of the company and a series of changes is made in Realia's strategy and shareholder structure.

This agreement shows the two partners' willingness to boost the company's growth through important acquisitions that will enable Realia to increase its critical mass, diversify its business lines and create value for its shareholders.

Moreover, the agreement states FCC and Caja Madrid's commitment to modify the shareholder equilibrium that has existed since Realia was founded in 2000 and to establish a shareholder structure that will enable FCC to bring Realia inside its perimeter of consolidation.

The agreement between FCC and Caja Madrid also repeats the two partners' willingness, voiced in 2000, to begin making arrangements so that Realia can be listed on securities markets and FCC and Caja Madrid can maintain steady control in the company after it is taken public.

Within this scheme of growth, and as one product of FCC and Caja Madrid's support for the implementation of Realia's international strategy, Realia has reached an agreement with the majority shareholders of SIIC de Paris, a French agency specialising in property, for the purchase of 73.09% of its capital.



Cementos Uniland Factory. Vallarca. Barcelona

#### **Cementos Portland Valderrivas buys Uniland** (06/05/2006)

Cementos Portland Valderrivas (CPV), a subsidiary of the FCC Group, has closed a deal to buy 51% of Uniland for 1,092 million euros. This transaction makes CPV Spain's largest cement group.

Under the agreement, the other shareholders have a put option to sell another 22.5% of Uniland to CPV at the same price and terms. The option runs for five years.

In 2007 (the first full year of consolidation) the new group will obtain 1,800 million euros in revenues and over 600 million euros in gross operating profit (Ebitda), which makes for an Ebitda margin of 30%.

The operation will be financed entirely with debt, which will enhance CPV's return on equity given its low leverage.

#### **FCC confirms it will retain stake in Xfera** (06/15/2006)

FCC and Telia-Sonera have reached an agreement whereby FCC will retain 3.44% of Xfera, which holds a UMTS telephony license.

FCC is participating, with all the other shareholders, in the reorganisation of Xfera's capital to allow Telia-Sonera to control 76.56% of the shares.

The reduction of FCC's stake from its current 7.755% is proportional to that of the other shareholders that are continuing in the project. The operation will provide FCC with 5.4 million euros in revenues and release 55% of the guarantees and collateral it had provided.

#### **FCC acquires Great Britain's leading urban waste management firm** (07/17/2006)

FCC and WRG Holdings (controlled by Terra Firma) have reached an agreement for the sale by WRG Holdings of its environmental division (Waste Recycling Group Ltd), incineration area and full-service waste management projects to FCC for a lump sum (enterprise value) of 1,400 million pounds.

This transaction follows the demerger in May 2006 of WRG Holdings' waste-to-energy business, an area where it is the leader in the United Kingdom.

With this acquisition FCC will become a leading player in the waste management sector in the UK. It has been present in that sector for the last 15 years through its subsidiary FOCSA Services UK.

#### **FCC and Sacyr win contract to build and operate the N6 Galway-Ballinasloe motorway in Ireland** (07/24/2006)

Ireland's National Roads Authority has selected the consortium consisting of FCC (45%), Sacyr (45%) and PJ Hegarty (10%) as preferred bidder for the contract to design, build, finance and operate the N6 Galway-Ballinasloe motorway, in Ireland.



Plant for heat-treating waste. Alington. United Kingdom



Airport handling. Rome

The plan to develop a motorway from Galway to Dublin along the strategic east-west corridor is one of the key goals of Ireland's 2000-2006 National Development Plan (NDP); the N6 Galway-Ballinasloe motorway is a component of this plan and will significantly reduce journey times in the corridor and contribute to the development of central and western Ireland.

The project includes the construction of 56 kilometres of two-lane toll road between Galway and Ballinasloe, a 7-kilometre single-lane junction to the Loughrea bypass and 32 kilometres of access roads.

The investment in the construction of this motorway will be 288 million euros and the total investment will be around 350 million euros.

**FCC consolidates its European development by acquiring the Austrian company Alpine (07/26/2006)**

FCC will pay 480 million euros to acquire up to 80.7% of Austria's second-largest construction and services group.

This is FCC's third investment in central and eastern European countries following its recent acquisitions of ASA and SmVAK.

FCC has acquired 74.76% of Alpine Mayreder Bau, Austria's second-largest construction and services group, which has been controlled to date by the Pappas family. The acquisition of another 5.94% held by Erste Bank is expected to be completed in the next few weeks.

The enterprise value of 100% of Alpine is 725 million euros (including 130 million euros of net debt).

With an estimated 2,013 million euros in revenues in 2006 and a gross operating profit (Ebitda) of 115 million euros, Alpine engages in business directly and through subsidiaries in Austria, Germany and eastern European countries.

Civil engineering accounts for 47% of its revenues, building for 35%, industrial services (Alpine Energy) for 9% and the other 9% comes from other services. By markets, Austria and Germany together provide 73% of production, eastern Europe provides 25% and the remaining 2% is obtained on other continents.

**FCC acquires Aeroporti di Roma Handling (ADRH), the leading independent handling operator at Rome's airports (07/08/2006)**

FCC subsidiary Flightcare and Aeroporti di Roma (AdR) have reached an agreement under which the Spanish company will buy 100% of AdR's handling subsidiary, ADRH, for a total of 72.5 million euros (equity value).

As a result of this acquisition, Flightcare will be the leading independent handling company at Rome's airports (Leonardo da Vinci-Fiumicino and Giovanni Battista Pastine-Ciampino) and will be well placed to expand to the rest of Italy.



Building on rue de Tilsitt. Paris

#### **Cementos Leona to be delisted** (09/13/2006)

The Executive Committee of Spain's National Securities Market Commission (CNMV) has resolved to delist Cementos Leona in response to a request from the company itself, since Cementos Portland Valderrivas owns 97.87% of its shares.

In January 2006 Cementos Portland Valderrivas, a subsidiary of FCC, presented a bid to take over 100% of Cementos Leona at a price of 32 euros per share. Since FCC already owned 30.7%, the offer was for the remaining 69.3%.

#### **Realia invests 300 million euros to buy three buildings in Paris** (10/24/2006)

Realia Business, a group owned by FCC and Caja Madrid, is consolidating its plans for growth abroad by acquiring a number of buildings in Paris through its subsidiary SIIC de Paris. The price of the deal is approximately 300 million euros. Realia's focus on internationalisation is reflected in the fact that it has invested over 1,000 million euros in the French market so far this year.

With the incorporation of this group of properties, SIIC de Paris's portfolio contains close to 35 buildings, having a total floor area of 135,000 square metres above ground. This investment policy falls within the strategy designed by the core shareholders for a forthcoming IPO of Realia.

#### **FCC wins waste collection contract in central Madrid** (10/25/2006)

The Madrid city government has awarded FCC a nine-year contract to collect waste in the city centre. Revenues from the contract are estimated at 470 million euros.

The contract covers waste collection in the Centro, Arganzuela, Retiro, Salamanca, Chamartín, Tetuán and Chamberí districts and some areas of the Fuencarral-El Pardo and Moncloa districts. FCC is also in charge of waste collection in the rest of the city, having won the contract in 2002. That contract finalises on 1 January 2013.

Actually, on this occasion FCC won three separate tenders, since central Madrid was split into two zones divided by Paseo de la Castellana. The third tender was for selective collection of paper, cardboard, glass and batteries.

The company will have to invest 48.1 million euros in vehicles and facilities.



Solid urban waste collection. Madrid



Calvert Landfill in Buckinghamshire. United Kingdom

#### **FCC lands a 900-million-euro contract in the United Kingdom (02/11/2006)**

Waste Recycling Group, a UK subsidiary of FCC, has signed a contract to manage municipal urban waste for Reading Borough Council, Bracknell Forest Council and Wokingham District Council for the next 25 years; it expects to generate 893.1 million euros in revenues during that period.

This is a private finance initiative (PFI) under which the three municipalities located west of London form the RE3 Waste Partnership to provide a sustainable solution to managing the 220,000 metric tons of household waste they produce each year.

WRG must invest a total of 68 million pounds sterling to build civic amenity sites, transfer stations and a recycling plant.

#### **FCC wins Austria's largest-ever public infrastructure contract (12/21/2006)**

A consortium headed by Alpine Mayreder, FCC's Austrian subsidiary, has been awarded Austria's largest-ever public tender, to design, build, finance and operate Austria's first toll motorway concession for a period of 30 years.

The project represents an investment of approximately 945 million euros and will be financed privately in its entirety. Approximately 800 million euros of outside financing will be provided by a number of banks, including 350 million euros from the European Investment Bank. Deutsche Bank advised on structuring the finance.

The project is a Y-shaped motorway 51 kilometres long. It includes building a first partial section of the A5 from Vienna towards the Czech Republic, between Eibesbrunn and Schrick, as well as extending Vienna's northeast ring road, off which the S1 and S2 high-speed roads will be built.



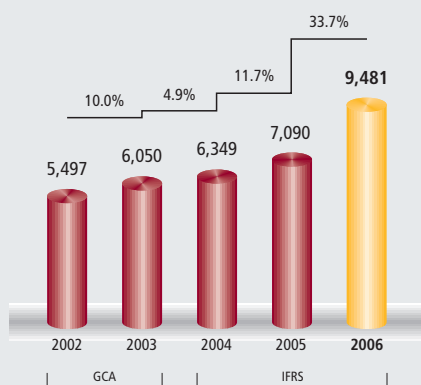
# The FCC Group in figures

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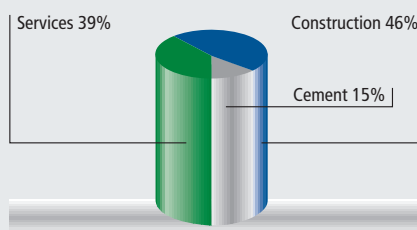




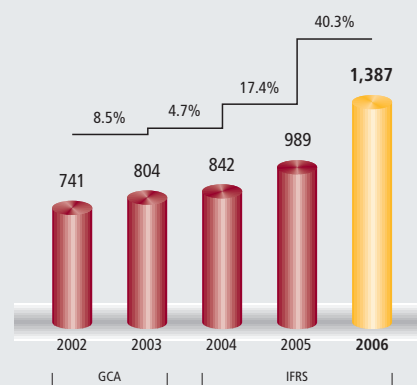
**Turnover**  
Millions of euros



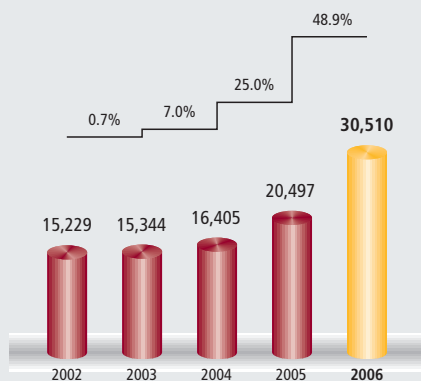
**Breakdown by activity**



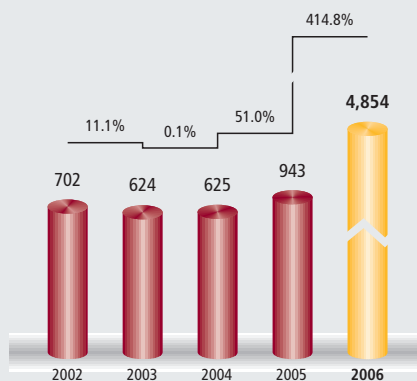
**Gross operating profit (Ebitda)**  
Millions of euros



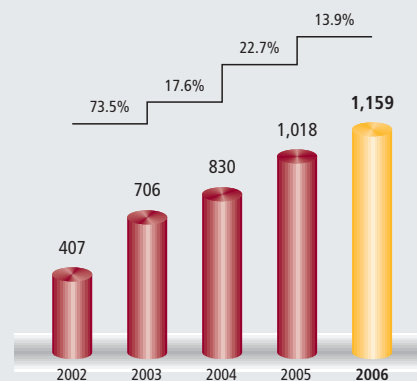
**Construction and services backlog**  
Millions of euros



**Investments**  
Millions of euros



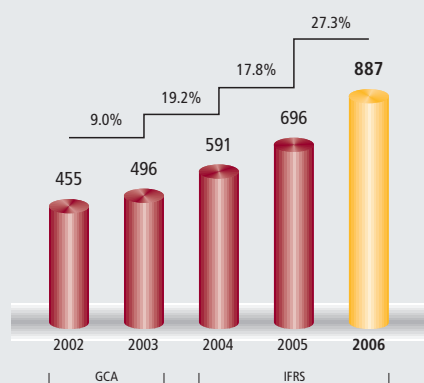
**Cash flow after taxes**  
Millions of euros



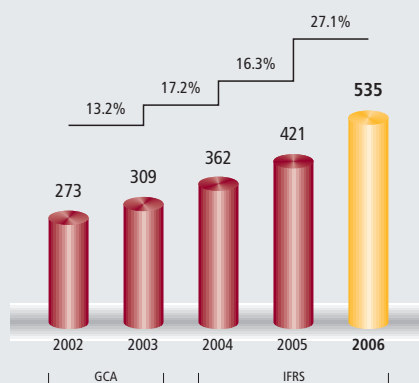
# The FCC Group in figures: Consolidated figures

GCA: Data according to Spanish General Chart of Accounts rules  
IFRS: Data according to International Financial Reporting Standards

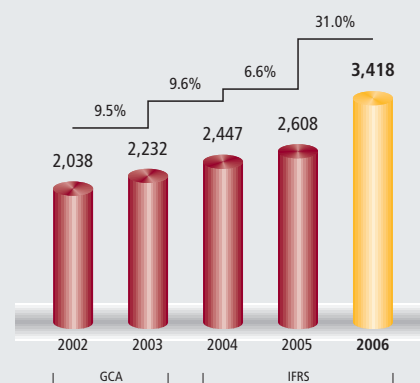
**Pre-tax profits**  
Millions of euros



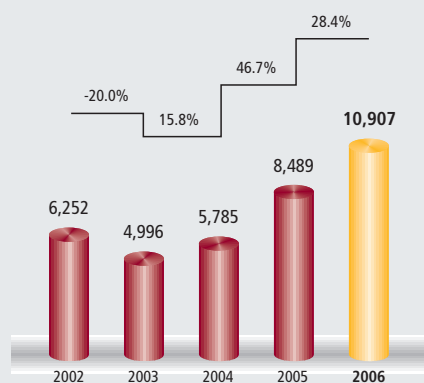
**Net profit attributed to the parent company**  
Millions of euros



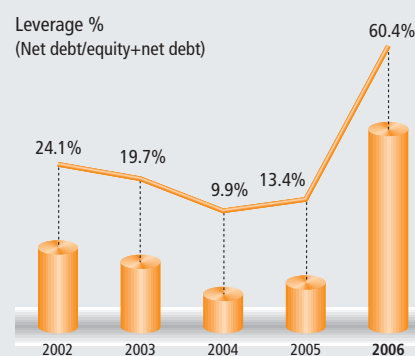
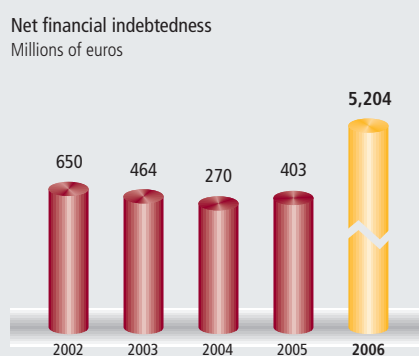
**Net wealth**  
Millions of euros



**Construction work and services contracted**  
Millions of euros



**Net financial indebtedness and leverage**  
Millions of euros



## Evolution of share prices

FCC concluded the fiscal year quoted at 77.20 euros/share, up 61.2% since the year before, at almost double the 32% growth experienced by the Ibex35 in the same period.

Yields on a five-year investment in FCC shares: If on 31/12/01 a shareholder invested 10 euros in FCC shares, by 31/12/06 that investment would be worth 36.28 euros including dividends received.

## Stock market capitalisation

FCC wound up the year with a new capitalisation record of over 10,000 million (10,080), up from the 6,254 million of the preceding fiscal year.

## Trading

The total share volume traded during this fiscal year was 110.55 million shares, with a daily average of 435,225 shares. The average amount traded per session came to 28.2 million euros, which is a 107% increase compared to the preceding fiscal year.

## Dividends

Should the proposal that will be submitted to the General Meeting of Shareholders in June 2007 be approved, the amount that will be distributed to shareholders in the form of dividends paid on fiscal 2006 profits will be 2.05 euros per share (gross), distributed in two payments: the interim dividend of 1.00 euro (gross) per share paid on 8 January 2007 and the complementary dividend of 1.05 euros (gross) per share.

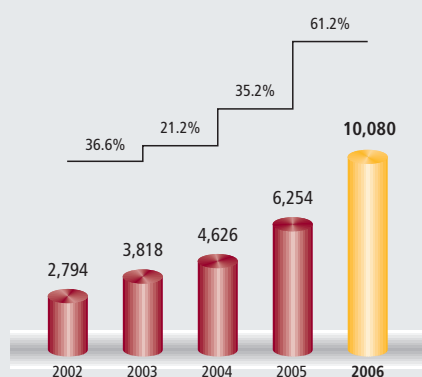
The total figure is 27% higher than the dividend paid on fiscal year 2005 profits and it makes for a pay-out of 50%.

In the last six years the dividend distributed has been multiplied by four.

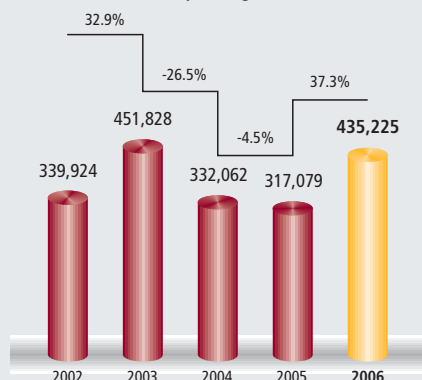
## Treasury stock

During fiscal year 2006 FCC reduced its treasury stock by 402,258 shares, leaving its final position at 692,084 shares or 0.53% of the company's share capital.

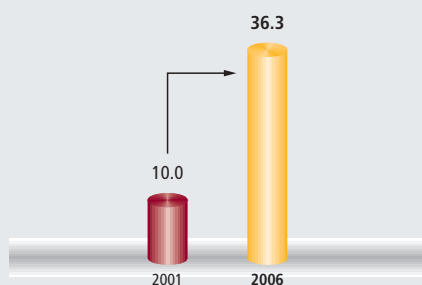
**Stock market capitalisation**  
Millions of euros



**Trading volume**  
Number of shares, daily average



**Five-year share yield**  
(Including dividends)



## Shareholders

FCC, S.A., issues shares under the book entry system. Those shares are listed on the four Spanish stock exchanges (Madrid, Barcelona, Valencia and Bilbao). According to the information on file in National Securities Market Commission records, the company's most relevant shareholders are as follows:

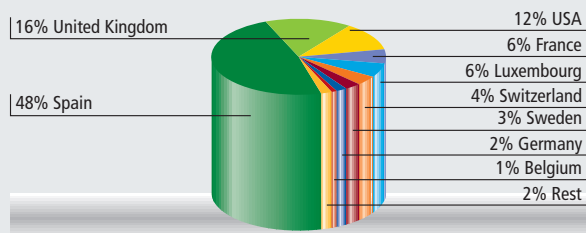
|                       |            |         |
|-----------------------|------------|---------|
| B 1998, S.L. Group    | 68,525,600 | 52.483% |
| B 1998, S.L.          | 59,871,785 | 45.855% |
| Azate, S.L.           | 8,653,815  | 6.628%  |
| Inmocaral, S.A. Group | 19,671,780 | 15.066% |

FCC's free float as of 1 June 2006 was 32% of the share capital. Minority shareholders own 19% of these shares, Spanish institutional investors own 29% and foreign institutional investors own the remaining 52%.

The composition of the free float is as follows:

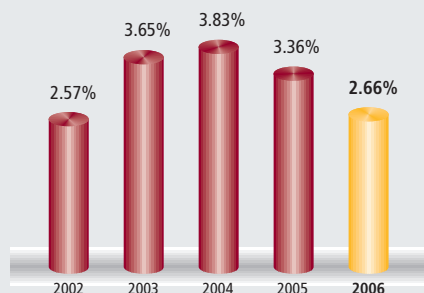
### Free float breakdown by country

As of 1 June 2006



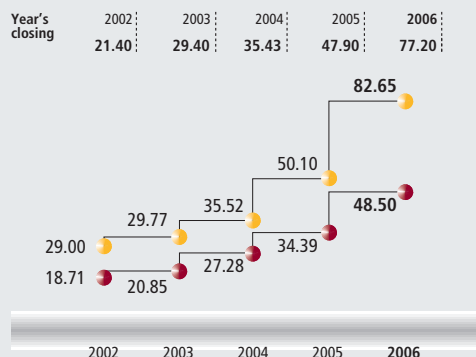
### Dividend yield

Calculated with the closing quote



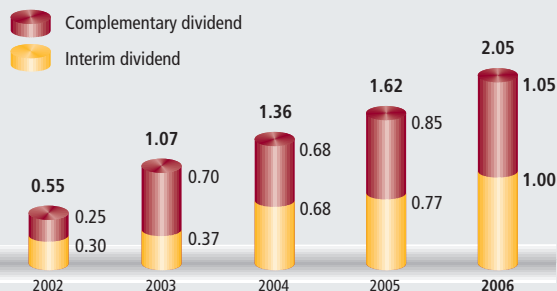
### Annual high, low and closing price of shares

Euros



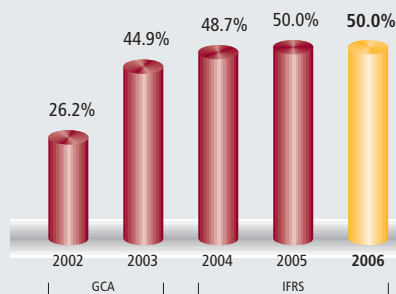
### Dividend per share

Euros



### % Pay-out

(Dividend as percent of parent company result)



GCA: Data according to Spanish General Chart of Accounts rules  
IFRS: Data according to International Financial Reporting Standards

Consolidated figures

Millions of euros

| Assets                              | 2006          | 2005         | 2004         |
|-------------------------------------|---------------|--------------|--------------|
| <b>Non-current assets</b>           | <b>11,581</b> | <b>4,201</b> | <b>3,506</b> |
| Tangible fixed assets               | 6,718         | 2,182        | 1,929        |
| Intangible assets                   | 3,258         | 956          | 654          |
| Investments in associated companies | 584           | 512          | 472          |
| Non-current long-term assets        | 605           | 184          | 155          |
| Other non-current assets            | 416           | 367          | 296          |
| <b>Current assets</b>               | <b>7,441</b>  | <b>4,739</b> | <b>3,958</b> |
| Inventories                         | 1,080         | 509          | 373          |
| Accounts receivable                 | 4,776         | 3,121        | 2,715        |
| Other current long-term investments | 155           | 67           | 121          |
| Cash and cash equivalents           | 1,430         | 1,042        | 749          |
| <b>Total assets</b>                 | <b>19,022</b> | <b>8,940</b> | <b>7,464</b> |

Millions of euros

| Liabilities                                                                | 2006          | 2005         | 2004         |
|----------------------------------------------------------------------------|---------------|--------------|--------------|
| <b>Net wealth</b>                                                          | <b>3,417</b>  | <b>2,608</b> | <b>2,447</b> |
| <b>Wealth attrib. shareholders in parent co.</b>                           | <b>2,613</b>  | <b>2,232</b> | <b>2,031</b> |
| Share capital                                                              | 131           | 131          | 131          |
| Accum. income and other reserves                                           | 2,077         | 1,780        | 1,626        |
| Income for the year                                                        | 535           | 421          | 363          |
| Interim dividend                                                           | (130)         | (100)        | (89)         |
| <b>Minority interests</b>                                                  | <b>804</b>    | <b>376</b>   | <b>416</b>   |
| <b>Non-current liabilities</b>                                             | <b>6,858</b>  | <b>1,547</b> | <b>1,017</b> |
| Payable financial institutions and other non-current financial liabilities | 4,738         | 811          | 493          |
| Non-current provisions                                                     | 965           | 415          | 331          |
| Other non-current liabilities                                              | 1,155         | 321          | 193          |
| <b>Current liabilities</b>                                                 | <b>8,747</b>  | <b>4,785</b> | <b>4,000</b> |
| Payable financial institutions and other current financial liabilities     | 2,656         | 832          | 762          |
| Trade accnts payable and other curr. liab                                  | 6,041         | 3,922        | 3,211        |
| Current provisions                                                         | 50            | 31           | 27           |
| <b>Total liabilities</b>                                                   | <b>19,022</b> | <b>8,940</b> | <b>7,464</b> |

■ Data according to International Financial Reporting Standards (IFRS)

Millions of euros

| Assets                                     | 2003         | 2002         |
|--------------------------------------------|--------------|--------------|
| Due from shareholders for uncalled capital | —            | —            |
| <b>Fixed and other noncurrent assets</b>   | <b>2,977</b> | <b>2,874</b> |
| Intangible                                 | 585          | 598          |
| Tangible                                   | 1,731        | 1,596        |
| Long-term                                  | 639          | 661          |
| Parent company shares                      | 11           | 3            |
| Start-up expenses                          | 11           | 16           |
| <b>Goodwill in consolidation</b>           | <b>191</b>   | <b>255</b>   |
| <b>Deferred charges</b>                    | <b>39</b>    | <b>42</b>    |
| <b>Current assets</b>                      | <b>3,833</b> | <b>3,630</b> |
| Inventories                                | 429          | 429          |
| Accounts receivable                        | 2,705        | 2,481        |
| Short-term investments                     | 391          | 427          |
| Cash                                       | 293          | 276          |
| Accrual accounts                           | 15           | 17           |
| <b>Total assets</b>                        | <b>7,040</b> | <b>6,801</b> |

Millions of euros

| Liabilities                                      | 2003         | 2002         |
|--------------------------------------------------|--------------|--------------|
| <b>Shareholders' equity</b>                      | <b>1,846</b> | <b>1,646</b> |
| Capital                                          | 131          | 131          |
| Additional paid-in capital                       | 242          | 242          |
| Reserves                                         | 429          | 384          |
| Consolidation reserves                           | 846          | 695          |
| Translation differences                          | (63)         | (40)         |
| Fiscal year profit                               | 309          | 273          |
| Interim dividend                                 | (48)         | (39)         |
| <b>Minority interests</b>                        | <b>388</b>   | <b>392</b>   |
| <b>Negative consolidation difference</b>         | <b>36</b>    | <b>37</b>    |
| <b>Deferred revenues</b>                         | <b>47</b>    | <b>46</b>    |
| <b>Provisions for contingencies and expenses</b> | <b>238</b>   | <b>238</b>   |
| <b>Long-term debt</b>                            | <b>749</b>   | <b>757</b>   |
| Debentures and other marketable debt securities  | 46           | —            |
| Payable to financial institutions                | 445          | 464          |
| Other payables                                   | 232          | 286          |
| Capital payments payable                         | 26           | 7            |
| <b>Current liabilities</b>                       | <b>3,736</b> | <b>3,685</b> |
| Payable to financial institutions                | 590          | 770          |
| Payable to Group and associated companies        | 13           | 20           |
| Trade accounts payable                           | 2,379        | 2,183        |
| Other non-trade payables                         | 667          | 601          |
| Operating allowances                             | 86           | 110          |
| Accrual accounts                                 | 1            | 1            |
| <b>Total liabilities</b>                         | <b>7,040</b> | <b>6,801</b> |

■ Data according to Spanish General Chart of Accounts (GCA)

# Historical evolution of the main figures

Millions of euros

| Income statement                                           | 2006    | 2005    | 2004    |
|------------------------------------------------------------|---------|---------|---------|
| Operating revenues                                         | 9,534   | 7,154   | 6,411   |
| Net sales                                                  | 9,481   | 7,090   | 6,349   |
| Other revenues                                             | 53      | 64      | 62      |
| Operating expenses                                         | (8,653) | (6,498) | (5,846) |
| Variation finished goods and work-in-process inventories   | 58      | 44      | (21)    |
| Supplies and other external expenses                       | (6,025) | (4,346) | (3,832) |
| Personnel expenses                                         | (2,180) | (1,863) | (1,716) |
| Depreciation and amortization expense                      | (474)   | (319)   | (272)   |
| (Allocation)/Reinvestment of operating allowances          | (32)    | (14)    | (5)     |
| Operating income                                           | 881     | 656     | 565     |
| Financial revenue                                          | 7       | 41      | 48      |
| Financial expenses                                         | (209)   | (81)    | (70)    |
| Translation differences                                    | (4)     | 6       | (5)     |
| Income/(loss) variations in value of financial instruments | 56      | 6       | (2)     |
| Financial result (loss)                                    | (85)    | (28)    | (29)    |
| Share in income of associated companies                    | 89      | 78      | 72      |
| Result (Deterioration)/Reinvest. tang. and int. fixed a.   | (5)     | (12)    | (21)    |
| Other profit or (loss)                                     | 7       | 2       | 4       |
| Income before taxes on continued activities                | 887     | 696     | 591     |
| Corporate income tax expense                               | (278)   | (217)   | (167)   |
| Minority interests                                         | (73)    | (58)    | (61)    |
| Income attributed to the parent company                    | 536     | 421     | 363     |

■ Data according to International Financial Reporting Standards (IFRS)

Millions of euros

| Statement of income                                         | 2003  | 2002  |
|-------------------------------------------------------------|-------|-------|
| + Net sales                                                 | 6,050 | 5,497 |
| + Other revenues and work on fixed assets                   | 145   | 161   |
| + Variations finished goods and work-in-process inventories | 8     | 6     |
| = Total production value                                    | 6,203 | 5,664 |
| – Cost of materials used and other expenses                 | 3,773 | 3,448 |
| – Personnel expenses                                        | 1,626 | 1,475 |
| = Gross operating income                                    | 804   | 741   |
| – Depreciation of fixed assets and reinvestment fund        | 269   | 234   |
| – Variations in working capital provisions                  | 16    | 9     |
| = Net operating income                                      | 519   | 498   |
| + Financial revenues                                        | 65    | 59    |
| – Financial expenses                                        | 105   | 107   |
| – Variations in investment valuation allowances             | 5     | 3     |
| – Amortization of goodwill                                  | 19    | 20    |
| + Returns of companies accounted for by the equity method   | 66    | 42    |
| = Income from ordinary activities                           | 521   | 469   |
| + Extraordinary income                                      | (25)  | (14)  |
| = Income before taxes                                       | 496   | 455   |
| – Corporate income tax                                      | 126   | 128   |
| = Income after taxes                                        | 370   | 327   |
| – Income attributed to minority interests                   | 61    | 54    |
| = Net income attributed to the parent company               | 309   | 273   |

■ Data according to Spanish General Chart of Accounts (GCA)