

CHANGES IN THE BOARD OF DIRECTORS

A) FOMENTO DE CONSTRUCCIONES Y CONTRATAS, S.A. (FCC) BOARD RESIGNATIONS

The Board of Directors, in its meeting held last 24th April, has informed of CARTERA DEVA, S.A. resignation from the Board following the one that has resulted from the death of Mr. Gonzalo Anes y Álvarez de Castrillón.

B) RESIGNATION AND APPOINTMENT OF THE SECRETARY OF FCC's APPOINTMENT AND RETRIBUTION COMMITTEE, AND OF FCC's AUDIT AND CONTROL COMMITTEE

Mr. José M^a Verdú Ramos, has resigned from his posts as Secretary non-member of the previous Committees as a result of his decision to retire from the Company.

In accordance with articles 41.3 and 42.2 from the Regulations from the Board of Directors, and in order to fill this post, Mr. Felipe Bernabé García Pérez, Secretary General, Executive Director and Vice-Secretary of the Board of Directors has been appointed.

Consequently, the Board of Directors is as follows:

BOARD OF DIRECTORS

Dominum Desga, S.A. (Ms. Esther Alcocer Koplowitz)
Chairman
Director, representing a major shareholder

B-1998, S.L. (Ms. Esther Koplowitz Romero de Juseu)
First Vice-chairman
Director, representing a major shareholder



Mr. Juan Béjar Ochoa
Second vice-chairman and CEO
Executive Director
Director, representing a major shareholder

EAC Inversiones Corporativas, S.L. (Ms. Alicia Alcocer Koplowitz)
Director, representing a major shareholder

Dominum Dirección y Gestión, S.A. (Ms. Carmen Alcocer Koplowitz)
Director, representing a major shareholder

Mr. Fernando Falcó y Fernández de Córdova
Director, representing a major shareholder

Mr. Marcelino Oreja Aguirre
Director, representing a major shareholder

Mr. Rafael Montes Sánchez
Director, representing a major shareholder

Mr. Felipe Bernabé García Pérez
Secretary General
Executive Director
Vice-Secretary of the Board of Directors

Larranza XXI, S.L. (Ms. Lourdes Martínez Zabala)
Director, representing a major shareholder

Mr. César Ortega Gómez
Independent Director

Mr. Henri Proglio
Independent Director

Mr. Olivier Orsini
Independent Director

Mr. Gustavo Villapalos Salas
Independent Director

Mr. Gonzalo Rodríguez Mourullo
Independent Director

Mr. Claude Serra





Director, representing a major shareholder

Mr. Francisco Vicent Chuliá
Secretary (non-member)

APPOINTMENT AND RETRIBUTION COMMITTEE

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

Members:

Alicia Alcocer Koplowitz, on behalf of EAC Inversiones Corporativas, S.L.

Carmen Alcocer Koplowitz, on behalf of Dominum Dirección y Gestión, S.A.

Fernando Falcó y Fernández de Córdova

Rafael Montes Sánchez

Olivier Orsini

Gonzalo Rodríguez Mourullo

Secretary (non-member): Felipe Bernabé García Pérez

AUDIT AND CONTROL COMMITTEE

Chairman: Gustavo Villapalos Salas

Members:

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

Alicia Alcocer Koplowitz, on behalf of EAC Inversiones Corporativas, S.L.

Fernando Falcó y Fernández de Córdova

Secretary (non-member): Felipe Bernabé García Pérez

Madrid, 28th April, 2014.

