

## CHANGES IN THE COMPOSITION OF THE BOARD OF DIRECTORS

**Madrid, 14 January 2015.**

In compliance with the investment agreement dated 27 November 2014, filed as Regulatory Disclosure no. 214618 on that same date, between B-1998, S.L., as shareholder of Fomento de Construcciones y Contratas, S.A. (FCC), and Control Empresarial de Capitales, S.A. de C.V., as investor, following execution of the capital increase arranged in December and subscribed the latter a 25.635% stake in the capital of FCC, changes have been made to the composition of FCC's Board of Directors as detailed below.

FCC board members Mr. Rafael Montes Sánchez, Mr. Marcelino Oreja Aguirre, Mr. Fernando Falcó y Fernandez de Córdova, Mr. César Ortega Gómez, Mr. Felipe Bernabé García Pérez and E.A.C Medio Ambiente S.L. have tendered their resignation.

To partly fill the resulting vacancies, as proprietary Directors, the Board has appointed, by co-optation: Inmobiliaria AEG, S.A. de C.V., represented by Mr. Carlos Slim Helú, Inmuebles Inseo S.A. de C.V., represented by Mr. Juan Rodríguez Torres, Mr. Alejandro Aboumrad González and Mr. Gerardo Kuri Kaufmann.

Following those changes, the composition of the Board of Directors is as follows:

### **BOARD OF DIRECTORS**

Dominum Desga, S.A. (Ms. Esther Alcocer Koplowitz)

*Chairman*

*Proprietary Director*

B-1998, S.L. (Ms. Esther Koplowitz Romero de Juseu)

*First Vice-Chairman*

*Proprietary Director*

Mr. Juan Béjar

*CEO and Second Vice-Chairman*

*Executive Director*

EAC Inversiones Corporativas, S.L. (Ms. Alicia Alcocer Koplowitz)

*Proprietary Director*

Dominum Dirección y Gestión, S.A. (Ms. Carmen Alcocer Koplowitz)

*Proprietary Director*

Inmobiliaria AEG, S.A. de C.V. (Mr. Carlos Slim Helú)

*Proprietary Director*

Inmuebles Inseo, S.A. de C.V. (Mr. Juan Rodríguez Torres)

*Proprietary Director*

Mr. Alejandro Aboumrad González

*Proprietary Director*

Mr. Gerardo Kuri Kaufmann

*Proprietary Director*

Larranza XXI, S.L. (Ms. Lourdes Martínez Zabala)

*Proprietary Director*

Mr. Olivier Orsini

*Independent Director*

Mr. Gustavo Villapalos Salas

*Independent Director*

Mr. Gonzalo Rodríguez Mourullo

*Independent Director*

Mr. Francisco Vicent Chuliá

*Secretary (not a Director)*

Mr. Felipe Bernabé García Pérez

*Vice-Secretary (not a Director)*

## **EXECUTIVE COMMITTEE**

Mr. Juan Béjar Ochoa

*Chairman*

Dominum Desga, S.A. (Ms. Esther Alcocer Koplowitz)

EAC Inversiones Corporativas, S.L. (Ms. Alicia Alcocer Koplowitz)

Mr. Alejandro Aboumrad González

Mr. Gerardo Kuri Kaufmann

Mr. Francisco Vicent Chuliá

*Secretary (not a Director)*

Mr. Felipe Bernabé García Pérez

*Vice-Secretary (not a Director)*

## **APPOINTMENTS AND REMUNERATION COMMITTEE**

Mr. Olivier Orsini

*Chairman*

Dominum Desga, S.A. (Ms. Esther Alcocer Koplowitz)

Inmuebles Inseo, S.A. de C.V. (Mr. Juan Rodríguez Torres)

Mr. Gustavo Villapalos Salas

Mr. Felipe Bernabé García Pérez

*Secretary (not a Director)*

## **AUDIT AND CONTROL COMMITTEE**

Mr. Gustavo Villapalos Salas

*Chairman*

EAC Inversiones Corporativas, S.L. (Ms. Alicia Alcocer Koplowitz)

Inmuebles Inseo, S.A. de C.V. (Mr. Juan Rodríguez Torres)

Mr. Olivier Orsini

Mr. Gonzalo Rodríguez Mourullo

Mr. Felipe Bernabé García Pérez

*Secretary (not a Director)*

Additionally, in order to fully comply with the aforementioned investment agreement, in connection with FCC's corporate governance, the three independent Directors on the Board are in the process of being replaced, and Larranza XXI, S.L. is due to be removed through the capital reduction envisaged in the Refinancing Agreements which facilitates divestment by the current minority shareholders of B-1998, S.L.