



REGULATORY DISCLOSURE

Madrid, 31 May 2019. Pursuant to article 227 of the consolidated text of the Securities Market Law, approved by Royal Legislative Decree 4/2015 of 23 October (*texto refundido de la Ley del Mercado de Valores aprobado por el Real Decreto Legislativo 4/2015, de 23 de octubre*) and related provisions, Fomento de Construcciones y Contratas, S.A. (“**FCC**” or the “**Company**”) hereby discloses the following relevant information (*información relevante*):

Further to the regulatory disclosures dated 9 May 2019 (registry numbers 277948 and 277971), FCC hereby announces that on 28 May 2019 the trading period ended for the free allocation rights corresponding to the capital increase by means of which the scrip dividend, adopted under the fifth item of the Agenda by the FCC's Ordinary General Shareholders Meeting held on 8 May 2019, is carried out.

The holders of 99.33% of the free allocation rights have chosen to receive new shares. Thus, the definitive number of ordinary shares of 1 Euro of face value issued in the capital increase is 13,439,320 shares, equivalent to 3.55% of the share capital before the increase. As such, the total nominal amount of the capital increase is 13,439,320 Euros. The estimated date for the commencement of trading of the newly issued shares on the Spanish Stock Exchanges is 14 June 2019.

In addition, shareholders holding the remaining 0.67% of the free allocation rights have accepted the irrevocable purchase commitment to acquire the free allocation rights assumed by the Company. Consequently, FCC has acquired 2,524,532 rights for a total gross consideration of 1,009,812.80 Euros. FCC will waive the acquired free allocation rights, as well as 14 free allocation rights of its property for the sole purpose of assuring that the number of new shares to be issued is a whole number.

In order to ensure the economic equivalence of the options for transferring the free allocation rights to FCC under the purchase commitment and receiving that amount in new shares, i.e., without favouring or penalising any options in economic terms, FCC will pay shareholders of the Company who have chosen to receive new shares a compensatory dividend (“**Compensatory Dividend**”) of 0.638 Euros per new share they received in the context of the capital increase. The Compensatory Dividend will foreseeably be paid on 12 June 2019, once the deed regarding the capital increase has been registered with the Commercial Registry, but prior to the admission to trading of the newly issued shares on the Spanish Stock Exchanges.

