



OTHER RELEVANT INFORMATION

Madrid, 3 June 2020. Pursuant to article 227 of the restated text of the Securities Market Law approved by the 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*):

The Board of Directors of the Company has agreed to execute the resolution to distribute a scrip dividend adopted, under the sixth item of the Agenda, by the FCC's Ordinary General Shareholders Meeting held on 2 June 2020, all in accordance with the terms and conditions indicated in the aforementioned resolution of the Shareholders Meeting.

In this sense, the Board of Directors has agreed to carry out the share capital increase by means of which the aforementioned scrip dividend is implemented, thus, in accordance with the provisions set in the Ordinary General Shareholders Meeting's resolution, the terms of the share capital increase are as follows:

- The number of free allocation rights necessary in order to receive a new share will be 23.
- The maximum number of shares to issue in the share capital increase will be 17,054,992.
- The maximum nominal value of the share capital increase will amount to 17,054,992 euro.
- The price of the irrevocable purchase commitment to acquire the free allocation rights assumed by FCC is 0.40 euro per right. This purchase commitment will only extend to the rights received free of charge by the shareholders of the Company and not to the rights purchased or otherwise acquired on the market.
- The free allocation right's theoretical value will be 0.374 euro. In this respect, 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 choose to receive new shares, whether partially or totally, a compensatory dividend ("Compensatory Dividend" or "CD") which will be equal to the amount resulting from applying the following formula, rounded to the lowest thousandth of a euro:

$$CD = (0.40 - 0.374) \times (\text{No. of exercised rights} + \text{NNS subscribed})$$

where,

"No. of exercised rights" = Total number of free allocation rights exercised by the shareholder.

"NNS subscribed" = Total number of new shares received by the shareholder.

It is hereby stated that, for the calculation of the terms of the share capital increase, the arithmetic mean of the weighted average prices of FCC stock on the Spanish Stock Exchanges for the last 5 trading sessions prior to 2 June 2020 (i.e. for 1 June, 29, 28, 27 and 26 May 2020) has been used as a reference.

On the other hand, the expected schedule for the share capital increase's execution is as follows:

DATE	MILESTONES
5 June 2020 (Friday)	▪ Publication of the announcement of the share capital increase in the Official Gazette of the Commercial Registry (BORME). <u>Last trading date:</u> Reference date to take part in the scrip dividend. The Company's shareholders who have acquired their shares up to this date (inclusive) and who appear as shareholders in the book-entry records of Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. Unipersonal (Iberclear) as of 23:59 CET on the record date will have the right to take part in the scrip dividend.
8 June 2020 (Monday)	▪ Commencement of the trading period for the free allocation rights.
15 June 2020 (Monday)	▪ End of the period to request remuneration in cash under the purchase commitment.
22 June 2020 (Monday)	▪ End of the trading period for the free allocation rights.
24 June 2020 (Wednesday)	▪ Cash payment of the scrip dividend to shareholders who have elected to sell their rights to the Company.
26 June 2020 to 9 July 2020	▪ Procedures for the registration of the share capital increase and the admission to trading of the newly issued shares on the Spanish Stock Exchanges. ▪ Payment of the Compensatory Dividend.⁽¹⁾
10 July 2020 (Friday)	▪ Estimated date for the commencement of trading of the newly issued shares on the Spanish Stock Exchanges.

(1) During this period, foreseeably the 8 July 2020, 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, the Compensatory Dividend will be paid.

For the purposes of the provisions of article 1.5. (g) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, on the prospectus to be published in the event of a public offer or admission to trading of securities on a regulated market and repealing Directive 2003/71/EC, it is hereby attached as an annex the information document on the capital increase, which contains information on the number and nature of the shares and the reasons and details of the offer.

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