



COMMUNICATION AND CORPORATE RESPONSIBILITY REGULATIONS

**Communication and Corporate
Responsibility Department**

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1. INTRODUCTION

1.1 Objective

To establish the guidelines for the group in connection with communications, the brand and corporate responsibility so as to ensure that actions at corporate level and by the areas, companies and business units are effective and coherent.

1.2 Scope

This Standard is applicable to the policies, standards and criteria of all Group companies, regardless of the region or country where they operate. A group company is any entity of which FCC is a majority shareholder and which is fully consolidated.

Consortia, joint ventures and companies that FCC does not control but in which it has significant influence due to the size of its stake will be governed, as regards Communication and Corporate Responsibility, in accordance with agreements with core shareholders, using this standard as a basic reference.

1.3 Communication Model

The communication model designed by the Department of Communication and Corporate Responsibility (hereinafter Communication and CR) contains the Group's general policy on communication and the basic guidelines to design, plan and execute actions in this field by all of the areas, companies and business units.

The main objective of this communication model is the strategic management of this function and the optimisation of resources. To that end, its mission is to define and manage the general Communication policy on those matters that affect the Group as a whole and to act as communications agency at the service of the business units.

Like the other executive functions, the Communication policy is enacted by the Board of Directors via the Managing Director, to whom the Director of Communication and CR reports.

The Group companies must align their communications plans with the defined model. Prior to approval, the areas and companies must submit their plans for review and validation by Communication and CR, which will supervise their execution once they have been approved.

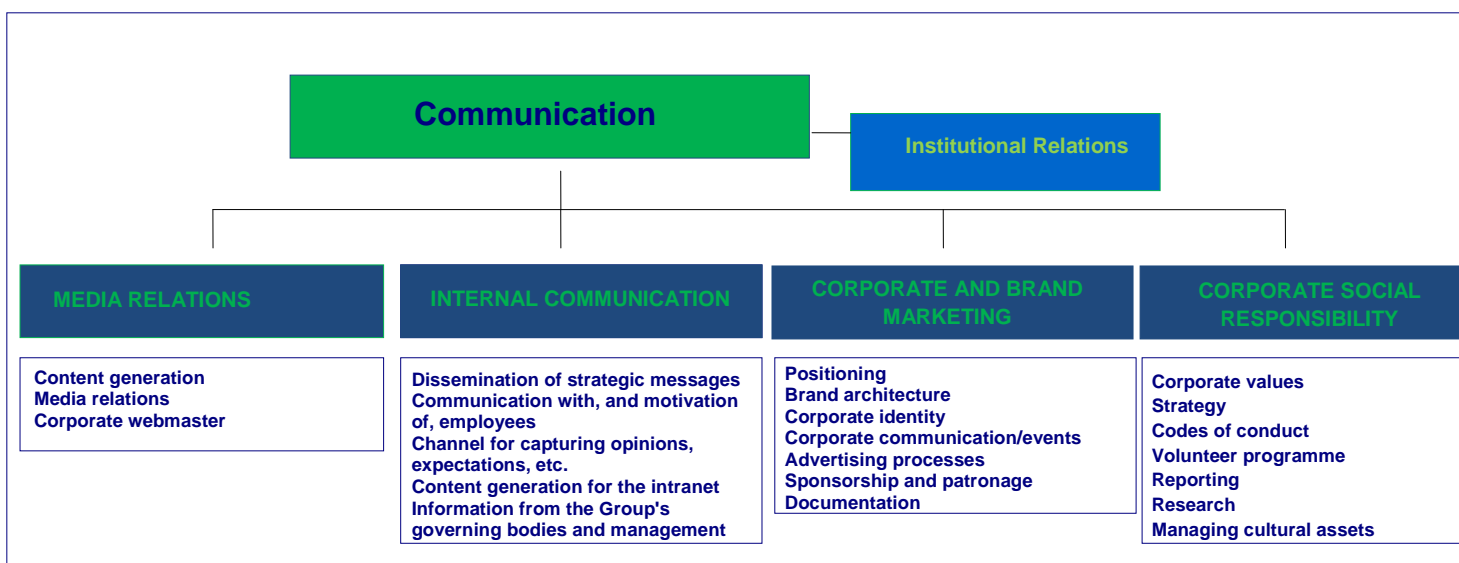
Companies may only implement their plans if they have been validated by Communication and CR, and plans must be monitored regularly.

In case of emergency, communications will be subject to a special procedure by means of a crisis communication plan, which will be executed directly by Communication and CR or under that department's guidance if the crisis affects just one group company or business unit. Communication and CR will develop, in consultation with the areas, a communication procedure for crisis situations that regulates internal and external actions.

Companies must be particularly alert to news items and events that may require communication action by the Group. In such an eventuality, they must provide the necessary information to Communication and CR, which will draft and distribute a communiqué internally and externally to the appropriate audience via the various channels.

Communication and CR will establish a communication coordination committee, which will include functional heads of Central Services and of communication and marketing of the various areas.

The communication units must align their functional structure to the following model of organisation by activity:



2. COMMUNICATION MODEL. FUNCTIONS

2.1 Communication and CR Department

Communication and CR has the following functions:

- Designing the Group's communication model and strategy.
- Coordinating communication activities for Group companies and ensuring that their communication plans are consistent with the Strategic Plan for the whole organization at any given time.
- Managing media relations. Defining and guiding the Group's policy on media spokespersons.
- Assisting senior executives in public activities.
- Designing and managing corporate content on the intranet and the web.
- Defining the information and content policy for social media.
- Designing and executing contingency plans for crisis response.
- Maintaining all employees informed of the main strategies, decisions and actions adopted by Group management.
- Defining the brand's positioning and architecture. Developing and implementing the corporate identity manual.
- Setting strategies and basic guidelines to regulate sponsorship, protocol and public relations, advertising, internal communication and publications (graphic and audiovisual).
- Developing advertising campaigns and designing and managing the planning and purchase of advertising space and expenditure and investments in sponsorships and patronage.
- Establishing a Public Relations, Events and Protocol policy in accordance with corporate and business strategies.
- Designing and implementing the CSR management model. Evaluating CSR performance via indicators.
- Controlling and optimising the participation in, and contribution to, foundations, public institutions and social organisations.

2.2 Media relations. Information management

Communication and CR, via the Group's Media Relations Department, which acts as the press office, must provide senior management with all significant media reports.

The Media Relations Department should be aware in advance of any media appearances by employees representing the company. All requests for interviews or participation in public events must be submitted to the Media Relations department, which will determine the advisability and content of the appearance, in coordination with the persons responsible for the areas and companies involved.

This department will also determine the media that is most appropriate for each news item with a view to ensuring the best possible fit between the news and audience's interests.

With a view to ensuring consistency, the Investor Relations and Communication and CR departments will coordinate those communication actions which may impact the financial perception of the group, especially all information to be communicated to the Spanish National Securities Market Commission (CNMV). Both departments should be aware in advance of any communication actions, and the General Secretary's office should also receive advance notice.

All information of importance for stakeholders will be published on the web. They includes shareholders and investors, the media, clients, public administrations, suppliers, employees, and other groups.

The person responsible for communication in each area or company must have direct contact with the executives within the companies and the corporate areas with a view to accessing information for use in communication actions. It is advisable that that person be a member of the corresponding area's Management Committee. He/she should be part of the distribution list for all relevant information and be conversant with each business's strategic vision.

2.3 Internal communication

With a view to strengthening and promoting Internal Communication and contributing to a better work environment, Group companies must adapt the communication model to their specific characteristics in a way that enables them to achieve the following objectives:

- To strengthen a global corporate culture based on the Group's values that is aligned with the strategic objectives.
- To align people with the strategy of the Group, the area and the business unit in which they work.
- To convey messages related to the business strategy.
- To promote communication between areas, companies and units through horizontal actions.
- To promote the corporate principles and values and exemplary behaviour.
- To be informed of, channel and analyse the attitudes, opinions and expectations of company employees vis-à-vis senior management.

The channels the companies will use in each phase of the plan, and the different types of communication, will be chosen in coordination with Communication and CR.

All persons responsible for communication in Group companies will must keep their list of sources constantly up to date so that they may be aware of, and disseminate internally, any information that is relevant for FCC and the regions where it operates. For this purpose, they may subscribe to news agencies, publications and databases they consider to be of interest in each situation.

Communication and CR must be informed by the persons responsible for communication in the various companies about the resources required for them to discharge their duties efficiently.

Group companies will have access to, and use, the following online channels: the intranet and the web, along with other media (in-house magazines, bulletin boards, email, press, etc.) in applying the general policy defined for that purpose.

All informational messages of interest will be made available to employees on the intranet, where the main services required for them to do their jobs will be accessible.

Companies will inform Communication and CR about any need to disseminate information or include services on the intranet and the web, ensuring that the content for their respective areas is continuously updated.

Through the Internal Communication department, Communication and CR will:

- Reflect the Group's strategy on the intranet and web.
- Define and draft plans to develop and administer intranet and web content.
- Support and coordinate the intranet and web projects of all Group companies.
- Coordinate the actions of the persons responsible for content to ensure the information is up to date, the services offered are useful, and the structure and image are consistent.

2.4 Corporate Marketing and Brand

Through the Corporate Marketing and Brand Department, Communication and CR is responsible for the brand architecture, corporate identity and Group events.

To that end, it will draft a *Brand Architecture and Corporate Identity Manual*. The brand will be applied on all media by the companies in accordance with the guidelines in that manual.

The Corporate Marketing and Brand Department will provide Group companies with advice and solutions for proper handling of the brand and for cases where new brands or modifications to existing brands are needed.

It will also pursue the most efficient solutions and economies of scale.

No company may create or modify the brand without authorisation from Communication and CR.

All advertising actions will be coordinated by the Corporate Marketing area with a view to achieving a unified brand image, regardless of the process (generic, sporadic or obligatory due to specific business regulations) being implemented by the area, company or business unit.

To this end, the Corporate Marketing and Brand Department will choose one or several advertising agencies for the whole Group. The hiring of agencies or consultants other than those chosen as specified above must be authorised by Communication and CR.

Any company that needs or considers it advisable to commence any type of advertising campaign in newspapers, magazines, on the radio, on TV, or on other media must inform the Corporate Marketing and Brand Department prior to carrying out any action that may compromise the future of the campaign.

All proposed sponsorship and patronage actions must be coordinated by the Corporate Marketing and Brand Department.

The areas and companies may hire marketing and/or communications agencies as needed to support local operations; the work of such agencies must be aligned with the general positioning and brand policies. They must inform Communication and CR about the agencies they hire.

Where Communication and CR and the areas do not agree on hiring communications, marketing or events agencies, the case will be submitted for arbitration to the managing director.

2.5 Corporate Responsibility

Communication and CR will submit the corporate responsibility policy to the Board of Directors for evaluation and approval. That policy and the coordination of corporate responsibility and sustainability actions by the areas and group companies will be executed via the Corporate Responsibility Department, which is part of this Department.

Its functions are:

- To safeguard and promote corporate values.
- To design the corporate responsibility strategy for the Group and its areas.
- To promote and coordinate compliance with the corporate responsibility strategy.

- To coordinate the Group's Corporate Responsibility Committee.
- To promote the codes of conduct and coordinate the Group's Response Committee.
- To manage volunteers.
- To report appropriately.
- To coordinate the presentation of the Group for inclusion in international sustainability and CR indices.

- To establish and lead stakeholder engagement.
- To manage the group's historical and cultural assets.*
- To provide support in corporate governance tasks in accordance with FCC's Board of Directors Regulation and the Group's other internal standards.
- To represent the group in CSR fora and associations.

Communication and CR is responsible for reporting on CSR and for the organisation of the corporate volunteer programme.

Group companies must provide all of the necessary information to the Corporate Responsibility Department to ensure that all of the required data is available for the sustainability indices and periodic reports required by the legislation in force at any given time.

Group and area policies and actions will be coordinated via the Corporate Responsibility Committee.

The Corporate Responsibility Department will periodically draft a CSR Master Plan which will determine the strategies, objectives and associated indicators.

2.6 Public Relations and Protocol

Communication and CR will assist the Group's main executives (Chairman, CEO and the Board of Directors, and the persons to whom they delegate) and its companies in their public appearances, participation in events and official trips, meeting all of their information needs.

Companies and corporate units must maintain free-flowing communication with Communication and CR on public relations activities and institutional events to ensure proper planning and coordination in accordance with the general standards and guidelines relating to this function.

The companies must convey FCC's basic messages and style through Public Relations actions, and identify opportunities to reach an outside audience.

Public Relations actions must identify individuals and groups to convert them into opinion-makers, systematising their relationship and organising distinctive events.

Protocol actions must follow the guidelines established in the *Corporate Protocol Manual*, which Communication and CR will draft for this purpose.

Corporate gifts will be selected and distributed in accordance with the *Corporate Gift Catalogue*, in coordination with the General Services Department.

3. RESPONSIBILITIES OF GROUP COMPANIES' COMMUNICATION DEPARTMENTS

The communication department of each area and company in the Group must follow the established guidelines to achieve the objectives set by the Communication and CR:

- design and execute the area or company's communication plan in accordance with the general strategy.
- coordinate the internal communication plan in its area.
- apply the brand architecture and ensure appropriate implementation of the corporate identity.
- inform the Media Relations Department about news regarding their businesses that should be announced throughout the Group.
- create content for internal and Group channels, and keep them updated.
- periodically review their communication plan and how it aligns with the communication plan for the Group and its areas.
- coordinate the reporting needs for the sustainability indices and corporate responsibility plans for inclusion in Group reports.

4. BUDGETS AND SPENDING

Each area and company will draft the Communication budget for the functions related to their operations.

The costs of Communication actions at each company will be charged to the budget established for that purpose.

Communication and CR must be informed about all of the Communication budgets of the various Companies to ensure that the Group has a overview of the resources it allocates to that function and can seek synergies, savings and efficiency.