

FCC GROUP'S LEGAL SERVICES NEW STRUCTURE

The CEO, on the proposal of the Managing Director of the Legal Advice Department, with the approval of the General Secretary as well as of the Managing Director of the Organization, and with the aim of optimizing resources, and to adapting them to the strategic plan and to business needs, has approved the new structure of the Legal Advice Department of Central Services and the principles of action which must encompass international legal services, applicable throughout the whole of the FCC Group.

Structure of the Legal Advice Department of Central Services

The structure of the Legal Advice Department of Central Services is modified to appear as follows:

- **Litigation and Advisory Division**

Its responsibilities are: legal advice to central services (queries concerning law, contracts and litigations), follow-up of divestment agreements and support to Legal Advice Departments of the Business Groups, where applicable.

Mar Saez Ibeas will act in the capacity of Director of the Litigation and Advisory Division.

- **Financial and Special Projects Division**

Its responsibilities are: chairing the legal structure of corporate financing operations, monitoring compliance of financing contracts and support to Legal Advice Departments of the Business Groups (financing, Project Finance, issuances,...)

Pending the appointment of the person in charge.

- **Coordination and Control Division**

Its responsibilities are: the legal coordination with the different units of Central Services and of the Business Groups; support to the General Meeting and Board of Directors of FCC S.A. and of the subsidiary companies; processing and management of the Group's powers of attorney and the general guidance on corporate issues; quality control of internal and external legal services; expense control of the Group on external lawyers; and the legal management of the brand.

Cristina Lopez Barranco will act in the capacity of Director of the Coordination and Control Division

The Corporate Legal Advice Department and the Litigation Legal Advice Department will no longer exist. Litigations will be conducted by the Legal Advice Departments of the Business Groups; relevant legal or arbitral procedures will be controlled and coordinated through the Managing Director of the Group's Legal Advice Department.

The detailed organizational chart and responsibilities of the Group's Legal Services is enclosed as Annex 1.

Principles of organization and action of the international legal services

The principles that should govern the Group's legal advice in an international scope are approved with the aim of minimizing the implicit legal risk in international business development. The foundations upon which international legal services must be provided are the following:

- They will be organized and structured for every Business Group in order to adapt to its needs. In any case, the FCC Group's standardized principles will be applied.
- Divided into three phases: business development, implementation and maturity.
- The Business Group's International Legal Advice Department will provide comprehensive support and will manage the assessment of legal and contractual components (including the contracting of offices and the management of their work) in international business development.
- The assessment of legal risks and their analysis will be carried out by the Legal Directors of the Business Groups and through their International Legal Advice Departments. All documentation, regardless of its nature or type, which incorporates contractual obligations, must be previously reviewed by the Legal Advice Department of the Business Group.

The diagram of the principles which is applicable to the three phases of business implementation is enclosed as Annex 2 to this communication.