A. CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2016 AND 2015

| Assets (Millions of euros) | Notes | 2016 | 2015 |
|--|-------|--------|--------|
| Non-current assets | | 15,647 | 16,821 |
| Goodwill arising on consolidation | 3.1 | 2,170 | 1,885 |
| Intangible assets (*) | 3.2 | 503 | 234 |
| Investments in infrastructure projects | 3.3 | 7,145 | 8,544 |
| Intangible asset model | | 6,168 | 6,957 |
| Financial asset model | | 977 | 1,587 |
| Investment property (*) | | 6 | 15 |
| Property, plant and equipment (*) | 3.4 | 731 | 491 |
| Investments in associates | 3.5 | 2,874 | 3,237 |
| Non-current financial assets | 3.6 | 735 | 755 |
| Loans granted to associates | | 374 | 411 |
| Restricted cash relating to infrastructure projects and other financial assets | | 249 | 261 |
| Other receivables | | 112 | 83 |
| Deferred tax assets | 2.8 | 1,051 | 1,254 |
| Non-current derivative financial instruments at fair value | 5.5 | 432 | 406 |
| Current assets | | 7,750 | 8,563 |
| Assets classified as held for sale | 1.2 | 624 | 2,418 |
| Inventories | 4.1 | 516 | 387 |
| Current income tax assets | | 186 | 135 |
| Current trade and other receivables | 4.2 | 2,828 | 2,320 |
| Trade receivables for sales and services | | 2,199 | 1,821 |
| Other current receivables | | 629 | 499 |
| Cash and cash equivalents | 5.2 | 3,578 | 3,279 |
| Infrastructure projects | | 277 | 306 |
| Restricted cash | | 62 | 36 |
| Other cash and cash equivalents | | 215 | 270 |
| Excluding infrastructure projects | | 3,301 | 2,973 |
| Current derivative financial instruments at fair value | 5.5 | 18 | 23 |
| TOTAL ASSETS | | 23,397 | 25,384 |

| Equity and liabilities (Millions of euros) | Notes | 2016 | 2015 |
|---|-------|--------|--------|
| Equity | 5.1 | 6,314 | 6,541 |
| Equity attributable to the shareholders | | 5,597 | 6,058 |
| Equity attributable to non-controlling interests | | 717 | 483 |
| Deferred income | 6.1 | 1,118 | 1,088 |
| Non-current liabilities | | 10,409 | 9,314 |
| Pension plan deficit | 6.2 | 174 | 46 |
| Long-term provisions | 6.3 | 757 | 838 |
| Borrowings | 5.2 | 7,874 | 6,697 |
| Debt securities and bank borrowings of infrastructure projects | | 5,310 | 5,320 |
| Debt securities and borrowings excluding infrastructure projects | | 2,564 | 1,376 |
| Other payables | 6.4 | 200 | 171 |
| Deferred tax liabilities | 2.8 | 967 | 1,124 |
| Derivative financial instruments at fair value | 5.5 | 436 | 438 |
| Current liabilities | | 5,556 | 8,442 |
| Liabilities classified as held for sale | 1.2 | 440 | 2,690 |
| Borrowings | | 302 | 1,385 |
| Debt securities and bank borrowings of infrastructure projects | | 200 | 1,297 |
| Bank borrowings excluding infrastructure projects | | 102 | 88 |
| Derivative financial instruments at fair value | 5.5 | 69 | 259 |
| Current income tax liabilities | | 150 | 138 |
| Current trade and other payables | 4.3 | 3,893 | 3,346 |
| Trade payables | | 2,299 | 1,996 |
| Customer advances and amounts billed in advance for construction work | | 989 | 887 |
| Other current payables | | 605 | 464 |
| Operating provisions | 6.3 | 702 | 622 |
| TOTAL EQUITY AND LIABILITIES | | 23,397 | 25,384 |

^(*) The intangible assets, property, plant and equipment and investment property used in infrastructure projects are included under "Investments in Infrastructure Projects". The accompanying Notes 1.1 to 7.1 are an integral part of the consolidated statement of financial position as at 31 December 2016.

B. CONSOLIDATED STATEMENTS OF PROFIT OR LOSS FOR 2016 AND 2015

| | | | 2016 | | 2015 | | | |
|--|-------|----------------------------------|----------------------------------|------------|----------------------------------|----------------------------------|------------|--|
| (Millions of euros) | Notes | Before fair value adjustments | (*) Fair value adjustments | Total 2016 | Before fair value adjustments | (*) Fair value adjustments | Total 2015 | |
| Revenue | | 10,759 | 0 | 10,759 | 9,701 | 0 | 9,701 | |
| Other operating income | | 7 | 0 | 7 | 9 | 0 | 9 | |
| TOTAL OPERATING INCOME | 2.1 | 10,765 | 0 | 10,765 | 9,709 | 0 | 9,709 | |
| Materials consumed | 2.2 | 1,267 | 0 | 1,267 | 1,143 | 0 | 1,143 | |
| Other operating expenses | 2.2 | 4,736 | 0 | 4,736 | 4,735 | 0 | 4,735 | |
| Staff costs | 2.3 | 3,819 | 0 | 3,819 | 2,805 | 0 | 2,805 | |
| TOTAL OPERATING EXPENSES | | 9,821 | 0 | 9,821 | 8,683 | 0 | 8,683 | |
| Gross profit from operations | 2.4 | 944 | 0 | 944 | 1,027 | 0 | 1,027 | |
| Depreciation and amortisation charge | | 342 | 0 | 342 | 256 | 0 | 256 | |
| Profit from operations before impairment and disposals of non-current assets | 2.4 | 602 | 0 | 602 | 770 | 0 | 770 | |
| Impairment and disposals of non-current assets (**) | 2.5 | 330 | -6 | 324 | 185 | -54 | 131 | |
| Profit from operations | | 932 | -6 | 926 | 955 | -54 | 901 | |
| Financial result on financing | | -305 | 0 | -305 | -463 | 0 | -463 | |
| Result on derivatives and other financial results | | -7 | -12 | -20 | -12 | -188 | -200 | |
| Financial result of infrastructure projects | | -313 | -12 | -325 | -474 | -188 | -662 | |
| Financial result on financing | | -49 | 0 | -49 | -35 | 0 | -35 | |
| Result on derivatives and other financial results | | -4 | -13 | -18 | 12 | 49 | 61 | |
| Financial result excluding infrastructure projects | | -53 | -13 | -66 | -24 | 49 | 26 | |
| Financial result | 2.6 | -365 | -26 | -391 | -498 | -138 | -637 | |
| Share of profits of companies accounted for using the equity method | 3.5 | 214 | -132 | 82 | 275 | 37 | 312 | |
| Consolidated profit before tax | | 780 | -164 | 617 | 732 | -155 | 577 | |
| Income tax | 2.8 | -245 | 11 | -233 | 25 | 30 | 54 | |
| Consolidated profit from continuing operations | | 536 | -153 | 383 | 757 | -126 | 631 | |
| Net profit from discontinued operations | | 0 | 0 | 0 | 0 | 0 | 0 | |
| Consolidated profit for the year | | 536 | -153 | 383 | 757 | -126 | 631 | |
| Profit or loss for the year attributable to non-controlling interests | 2.9 | -11 | 4 | -7 | 33 | 56 | 89 | |
| Profit for the year attributable to the Parent | | 525 | -149 | 376 | 790 | -70 | 720 | |
| Net earnings per share attributable to the Parent (Basic / Diluted) | 2.10 | | | 0.51/0.51 | | | 0.98/0.98 | |

^(*) Relating to gains and losses arising from changes in the fair value of derivatives and other financial assets and liabilities (see Note 5.5), asset impairment (see Note 2.5) and the impact of the two items on "Share of Profits of Companies Accounted for Using the Equity Method" (see Note 2.7).

The accompanying Notes 1.1 to 7.1 are an integral part of the consolidated statement of profit or loss for the year ended 31 December 2016.

^{(**) &}quot;Impairment and Disposals of Non-Current Assets" includes mainly the gains and losses arising from asset impairment and from the sale and disposal of investments in Group companies and associates. When control is lost as a result of these disposals, the gain relating to the recognition at fair value of the investment retained is presented in the "Fair Value Adjustments" column.

C. CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR 2016 AND 2015

| (Millions of euros) | Notes | 2016 | 2015 |
|---|-------|------|------|
| a) Consolidated profit for the year | | 383 | 631 |
| Attributable to the Parent | | 376 | 720 |
| Attributable to non-controlling interests | | 7 | -89 |
| b) Income and expense recognised directly in equity | 5.1 | -435 | 96 |
| <u>Fully consolidated companies</u> | | -202 | 191 |
| Impact on reserves of hedging instruments | 5.5 | -38 | 69 |
| Impact on reserves of defined benefit plans (*) | 6.2 | -153 | 48 |
| Translation differences | | -83 | 111 |
| Tax effect | | 72 | -38 |
| Companies classified as held for sale | | -99 | -11 |
| Impact on reserves of hedging instruments | | -148 | 15 |
| Impact on reserves of defined benefit plans (*) | | 0 | 0 |
| Translation differences | | 49 | -25 |
| Tax effect | | 0 | -1 |
| Companies accounted for using the equity method | | -134 | -84 |
| Impact on reserves of hedging instruments | | -17 | 23 |
| Impact on reserves of defined benefit plans (*) | | -90 | -1 |
| Translation differences | | -45 | -95 |
| Tax effect | | 17 | -12 |
| c) Transfers to profit or loss | 5.1 | 141 | 190 |
| <u>Fully consolidated companies</u> | | -48 | 188 |
| Transfers to profit or loss | | 15 | 244 |
| Tax effect | | -63 | -57 |
| Companies accounted for using the equity method | | 189 | 2 |
| Transfers to profit or loss | | 192 | 3 |
| Tax effect | | -3 | -1 |
| α+b+c) Total comprehensive income | | 88 | 916 |
| Attributable to the Parent | | 89 | 898 |
| Attributable to non-controlling interests | | -1 | 19 |

^(*) The impact on reserves of defined benefit plans is the only item of income and expense recognised directly in equity that cannot be reclassified subsequently to profit or loss (see Note 5.1).

 $The accompanying \ Notes \ 1.1 \ to \ 7.1 \ are \ an integral \ part \ of \ the \ consolidated \ statement \ of \ comprehensive \ income \ for \ the \ year \ ended \ 31 \ December \ 2016.$

D. CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR 2016 AND 2015

| (Millions of euros) | Share capital | Share premium | Merger premium | Treasury shares | Valuation adjustments | Retained earnings and other reserves | Attributable to the shareholders | Attributable to non-controlling interests | Total equity |
|----------------------------------|------------------|------------------|-------------------|--------------------|--------------------------|--|--|---|-----------------|
| Balance at 31/12/15 | 146 | 1,202 | 963 | -16 | -805 | 4,567 | 6,058 | 483 | 6,541 |
| Consolidated profit for the year | | | | | | 376 | 376 | 7 | 383 |
| Income and expense | | | | | -287 | | -287 | -8 | -295 |
| recognised directly in equity | | | | | | | | | |
| Total comprehensive income | 0 | 0 | 0 | 0 | -287 | 376 | 89 | -1 | 88 |
| Scrip dividend | 3 | | | | | -230 | -226 | | -226 |
| Other dividends | | | | | | | 0 | -25 | -25 |
| Treasury share transactions | -3 | | -313 | -26 | | 25 | -317 | | -317 |
| Remuneration of | 0 | 0 | -313 | -26 | 0 | -205 | -544 | -25 | -569 |
| shareholders Capital | | | | | | | 0 | 45 | 45 |
| increases/reductions | | | | | | | _ | | |
| Share-based payment | | | | | | -17 | -17 | 0 | -17 |
| Other changes | | | 0 | 1 | | 9 | 10 | 215 | 225 |
| Other transactions | 0 | 0 | 0 | 1 | 0 | -8 | -7 | 260 | 253 |
| Balance at 31/12/16 | 147 | 1,202 | 650 | -41 | -1,092 | 4,731 | 5,597 | 717 | 6,314 |

| (Millions of euros) | Share capital | Share premium | Merger premium | Treasury shares | Valuation adjustments | Retained earnings and other reserves | Attributable to the shareholders | Attributable to non-controlling interests | Total equity |
|--|------------------|------------------|-------------------|--------------------|--------------------------|--|--|---|-----------------|
| Balance at 31/12/14 | 146 | 1,202 | 1,218 | -4 | -983 | 4,092 | 5,672 | 349 | 6,021 |
| Consolidated profit for the year | | | | | | 720 | 720 | -89 | 631 |
| Income and expense recognised directly in equity | | | | | 178 | | 178 | 108 | 285 |
| Total comprehensive income | 0 | 0 | 0 | 0 | 178 | 720 | 898 | 19 | 916 |
| Scrip dividend | 2 | | | | | -269 | -267 | | -267 |
| Other dividends | | | | | | | 0 | -48 | -48 |
| Treasury share transactions | -2 | | -247 | -16 | | | -265 | | -265 |
| Remuneration of shareholders | 0 | 0 | -247 | -16 | 0 | -269 | -532 | -48 | -580 |
| Capital increases/reductions | | | | | | | 0 | 100 | 100 |
| Share-based payment | | | | | | -51 | -51 | -1 | -52 |
| Other changes | | | -9 | 4 | | 76 | 71 | 64 | 136 |
| Other transactions | 0 | 0 | -9 | 4 | 0 | 25 | 20 | 164 | 184 |
| Balance at 31/12/15 | 146 | 1,202 | 963 | -16 | -805 | 4,567 | 6,058 | 483 | 6,541 |

The accompanying Notes 1.1 to 7.1 are an integral part of the consolidated statement of changes in equity for the year ended 31 December 2016.

E. CONSOLIDATED STATEMENT OF CASH FLOWS FOR 2016

| (Millions of euros) | Notes | 2016 | 2015 |
|--|----------|-------|-------|
| Net profit attributable to the Parent | 2.10 | 376 | 720 |
| Adjustments for: | | 568 | 307 |
| Non-controlling interests | | 7 | -89 |
| Tax | | 233 | -54 |
| Result of companies accounted for using the equity method | | -82 | -312 |
| Financial result | | 391 | 637 |
| Impairment and disposals of non-current assets | | -324 | -131 |
| Depreciation and amortisation charge | | 342 | 256 |
| Gross profit from operations | 2.4 | 944 | 1,027 |
| Income taxes paid | 2.8.1 | -147 | -61 |
| Change in working capital (receivables, payables and other) | 5.3 | -52 | -234 |
| Dividends from infrastructure project companies received | 3.5 | 427 | 399 |
| Cash flows from operating activities | 5.3 | 1,172 | 1,130 |
| Investments in property, plant and equipment and intangible assets | .2 y 3.4 | -177 | -177 |
| Investments in infrastructure projects | 3.3 | -388 | -556 |
| Loans granted to associates/acquisition of companies | | -736 | -106 |
| Investment of long-term restricted cash | | -12 | 85 |
| Divestment of infrastructure projects | | 0 | 0 |
| Divestment/Sale of companies | 1.1.3 | 340 | 74 |
| Cash flows from investing activities | | -973 | -680 |
| Cash flows before financing activities | | 198 | 450 |
| Capital proceeds from non-controlling interests | | 53 | 119 |
| Scrip dividena | | -226 | -267 |
| Acquisition of treasury shares | | -317 | -265 |
| Remuneration of shareholders | 5.1 | -544 | -532 |
| Dividends paid to non-controlling shareholders of investees | | -24 | -44 |
| Other changes in shareholders' equity | | 0 | 0 |
| Cash flows from shareholders and non-controlling interests | | -515 | -457 |
| Interest paid | 2.6 | -385 | -354 |
| Interest received | 2.6 | 34 | 10 |
| Increase in borrowings | | 1,529 | 837 |
| Decrease in borrowings | | -548 | -580 |
| Cash flows from financing activities | | 115 | -544 |
| Effect of foreign exchange rate changes on cash and cash equivalents | | 18 | -36 |
| Change in cash and cash equivalents due to changes in the scope of consolidation | | -32 | -30 |
| Change in cash and cash equivalents | 5.2 | 299 | -160 |
| Cash and cash equivalents at beginning of year | | 3,279 | 3,439 |
| Cash and cash equivalents at end of year | | 3,578 | 3,279 |

The accompanying Notes 1.1 to 7.1 are an integral part of the consolidated statement of cash flows for 2016.