

DAVIS POLK & WARDWELL

1300 I STREET, N.W.  
WASHINGTON, D.C. 20005

1600 EL CAMINO REAL  
MENLO PARK, CA 94025

99 GRESHAM STREET  
LONDON EC2V 7NG

15, AVENUE MATIGNON  
75008 PARIS

450 LEXINGTON AVENUE  
NEW YORK, N.Y. 10017

212 450 4000  
FAX 212 450 3800

WRITER'S DIRECT  
212 450 6141  
matthew.telford@dpw.com

MESSEURM  
FRANKFURT AM MAIN



05009989

ADA, 2  
AÑA

-6033

3A CHATER ROAD  
HONG KONG

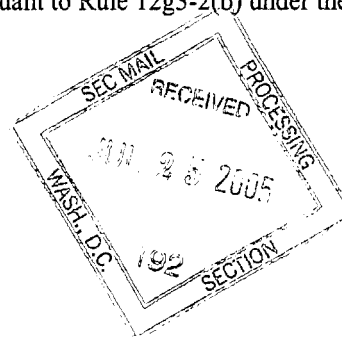
File No. 82-4939

July 25, 2005

SUPPL

Re: Grupo Ferrovial, S.A. — Information Furnished Pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934

Securities and Exchange Commission  
Division of Corporation Finance  
Office of International Corporate Finance  
100 F Street, N.E.  
Washington, D.C. 20549



Ladies and Gentlemen:

On behalf of Grupo Ferrovial, S.A. (the "Company") and in connection with the Company's exemption from Section 12(g) of the Securities and Exchange Act of 1934 granted under Rule 12g3-2(b) thereunder, we hereby furnish to the Securities and Exchange Commission (the "Commission") the following :

- "Presentation to Analysts," dated June 22, 2005, which was submitted to the CNMV on June 24, 2005.

If you have any questions, please do not hesitate to contact me at 212- 450-6141. Please stamp the enclosed copy of this letter and return it to our messenger, who has been instructed to wait.

Best regards,

PROCESSED *Matthew Telford*

JUL 28 2005

Matthew Telford  
Legal Assistant



Attachments

By Hand Delivery

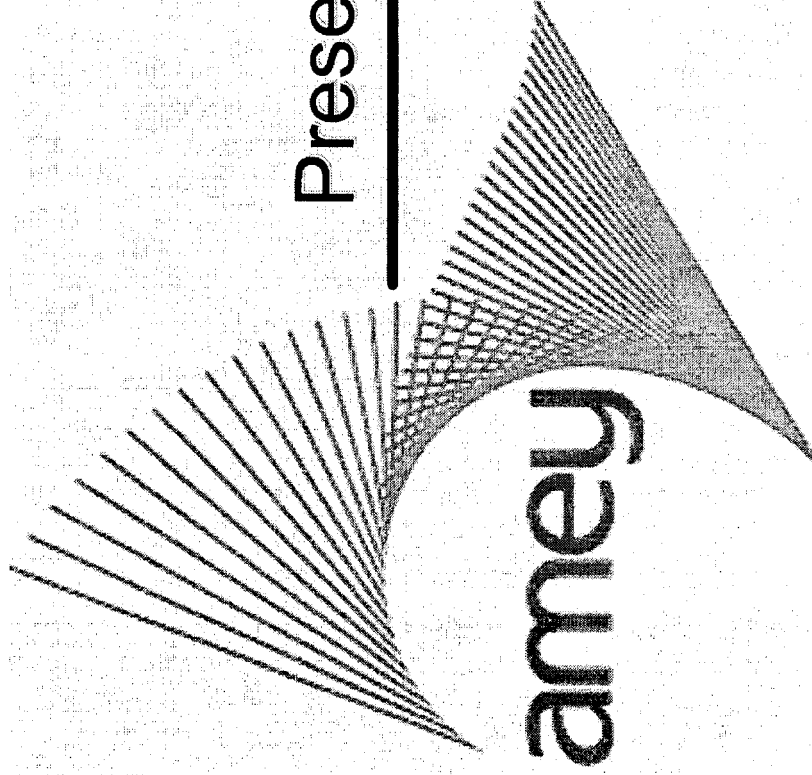
*dlw 7/27*

File No. 82-4939

# Presentation to Analysts

---

London, 22<sup>nd</sup> June 2005



**ferrovial**

# Agenda

<b>Introduction</b>	<b>Íñigo Meirás</b>	Ferrovial Servicios Chief Executive
<b>Ferrovial Servicios in the UK</b>	<b>Santiago Olivares</b>	Ferrovial Servicios Business Development Director
<b>Amey: Strategic Overview</b>	<b>Mel Ewell</b>	Amey CEO
<b>Tube Lines</b>	<b>Terry Morgan</b>	Tube Lines CEO
<b>Financial Overview</b>	<b>José Leo</b>	Amey Group Finance Director



---

# Introduction

---

**Íñigo Meirás**  
Chief Executive

**ferrovial**  
Servicios

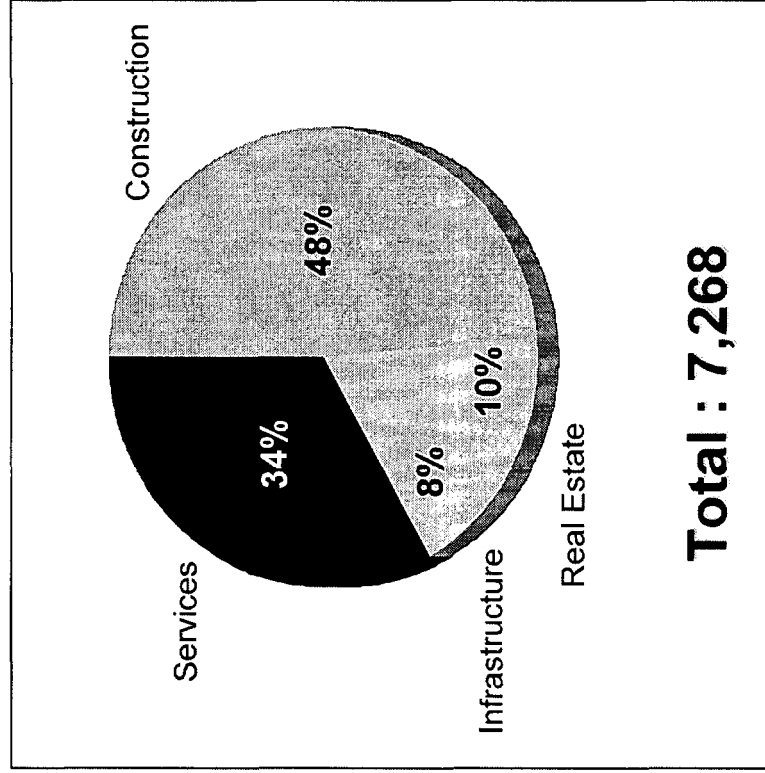
[www.ferrovial.es](http://www.ferrovial.es)

**ferrovial**

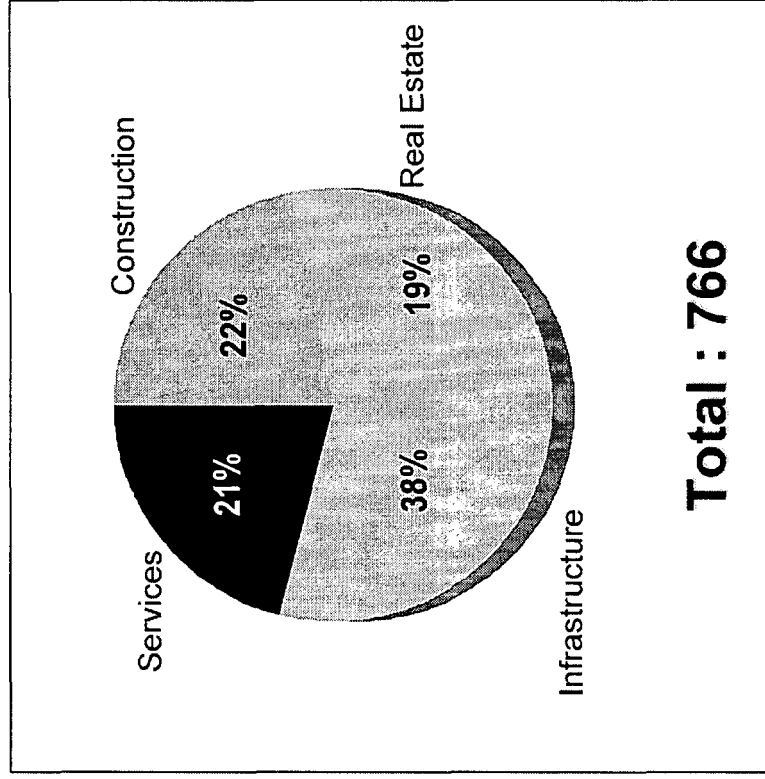
# Ferrovial: 2004 Results

€ million

## NET SALES



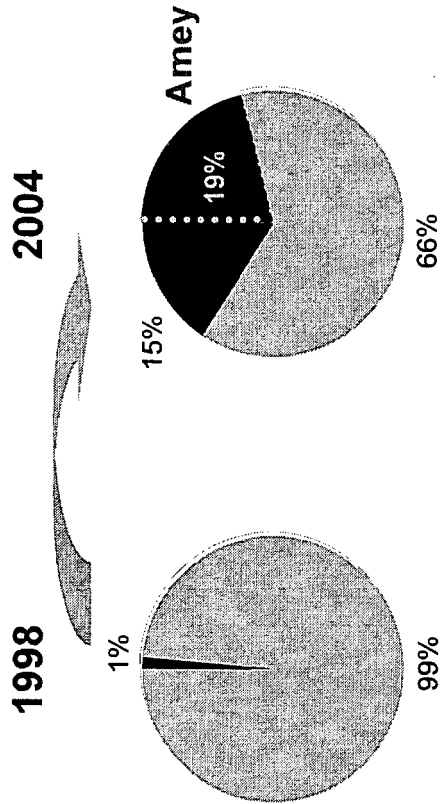
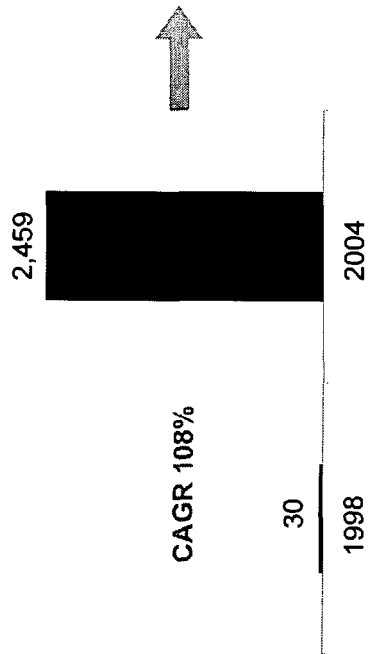
## EBIT



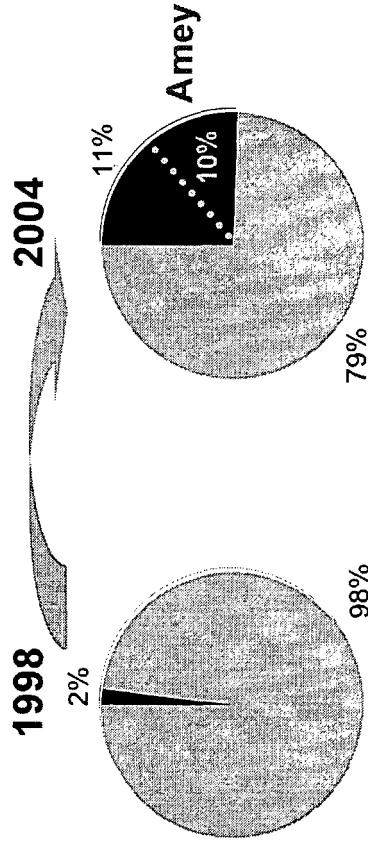
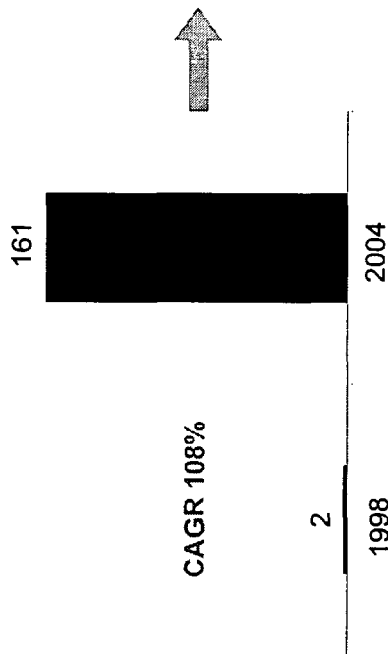
# Change in Ferrovial Profile

€ million

## Net Sales Ferrovial Servicios



## EBIT Ferrovial Servicios

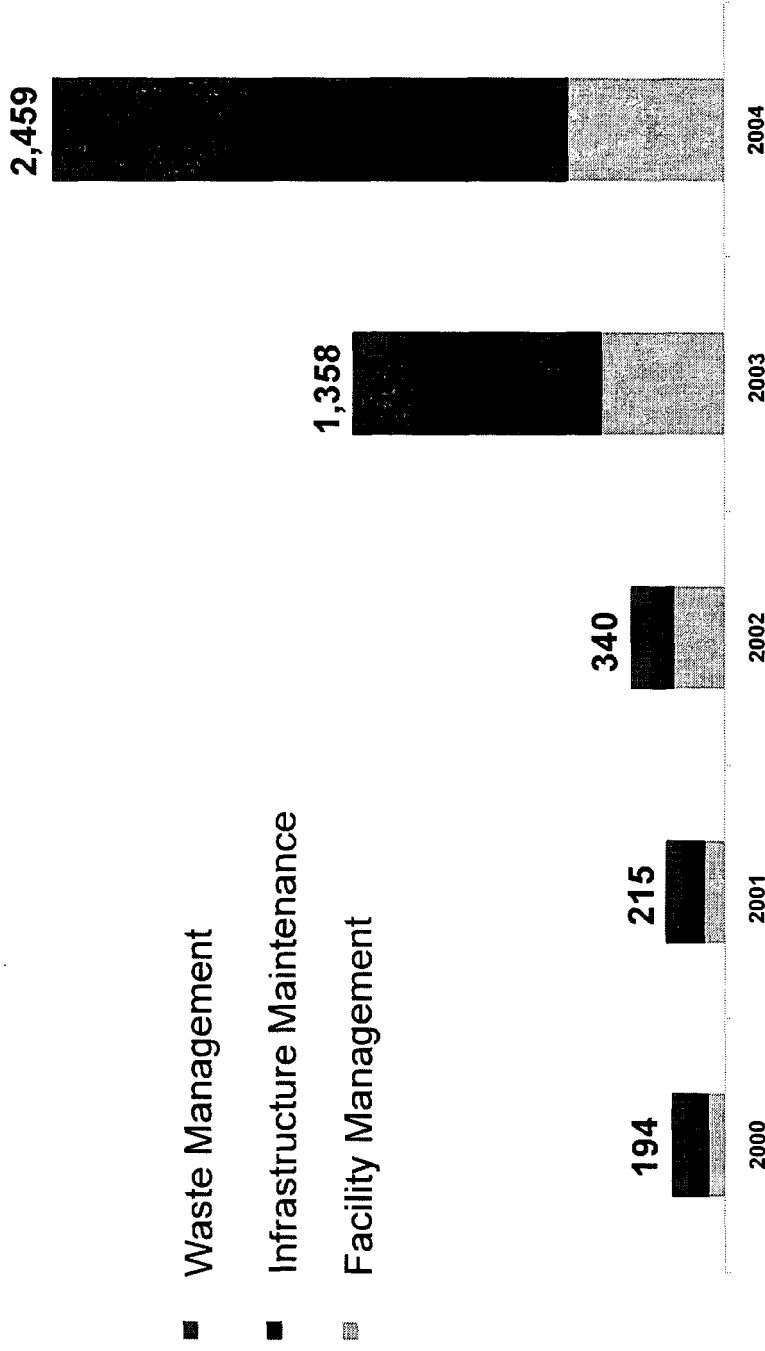


Ferrovial
 Amey
 Ferrovial Servicios



# Ferrovial Servicios: Growth Track Record

€ million



- Waste Management
- Infrastructure Maintenance
- Facility Management



€ million

## Net Sales by Activity and Geography 2004

	Spain + Portugal	UK	Total
➤ Facility Management	231	343	574
➤ Infrastructure Maintenance	120	1,039	1,159
➤ Waste Management	726	-	726
➤ Total	1,077	1,382	2,459

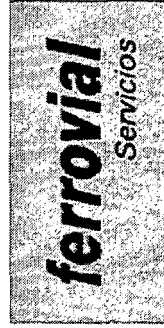
**ferrovial**



# Ferrovial Servicios in the UK

---

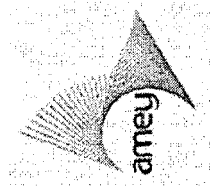
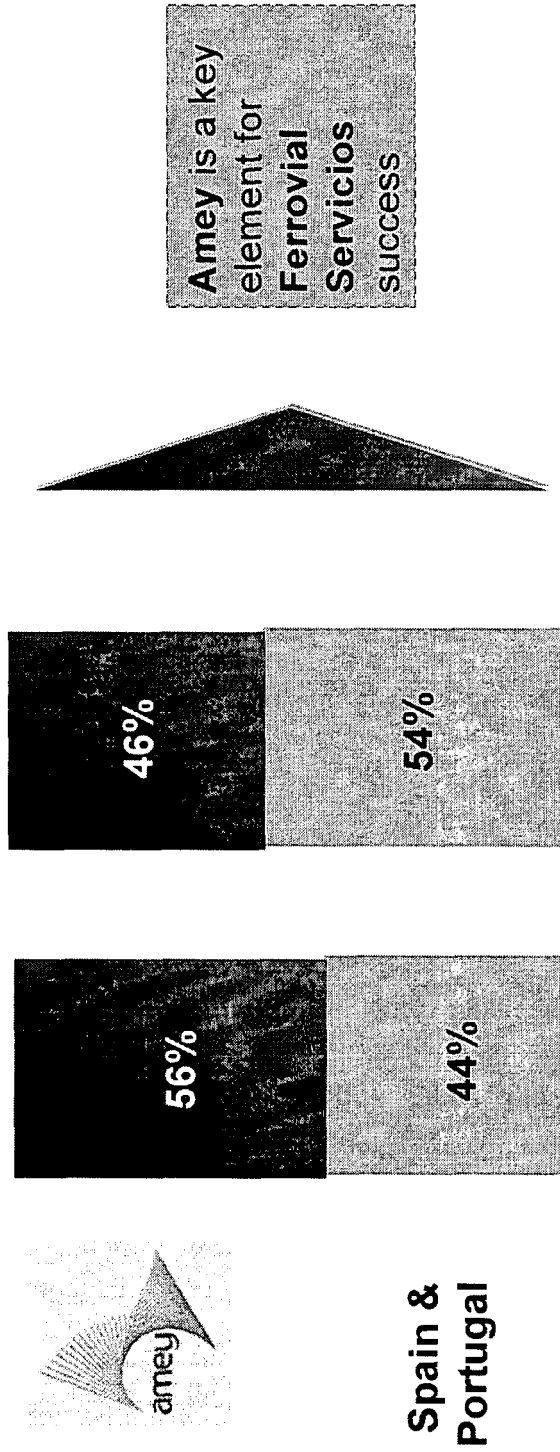
Santiago Olivares  
Business Development Director



[www.ferrovial.es](http://www.ferrovial.es)

A small version of the Ferrovial logo, consisting of the word "ferrovial" in a bold, lowercase sans-serif font, positioned at the bottom right of the page.

# Amey within Ferroviario Servicios 2004



Spain & Portugal

Net Sales EBIT

ferroviario

---

## Acquisition in the UK: Strategic Rational

---

- ✓ Services is a key element in Ferrovial strategy
- ✓ UK the most advanced outsourcing market
- ✓ Large market with growth potential (services concessions)

---

## Pre-acquisition Analysis

---

- ✓ Extensive due diligence
- ✓ Good understanding of Amey's main issues
- ✓ Strong operational units
- ✓ High caliber management team

---

## **Why Amey**

---

- ✓ Leading company in UK services sector
- ✓ Strategic business areas for Ferrovial
- ✓ Expertise in PFIs
- ✓ Stake in Tube Lines
- ✓ Potential for improvement

---

## Amey Acquisition: 2 Years Later (2005)

---

- ✓ Focused on key business
- ✓ Debt refinancing completed
- ✓ Streamline corporate overhead
- ✓ Control systems implemented
- ✓ Selective bidding strategy in place

## Amey Acquisition: Focused on Key Business

£ million

- Closed all remaining construction risks
- Terminated non-performing contracts/deals  
(*Eliminated potential liabilities > £25M*)
- Strengthened business development organization
- Increased Amey's participation and reinforced management team within Tube Lines

## Amey Acquisition: Streamline Corporate Overhead

£ million

- Adjusted central overhead organization  
(Headcount from 950 to 500)
- Property rationalization  
(£3M projected savings)
- Introduced new cost control process and tools  
(P&L, cash flow and balance sheet by contract)
- IT optimization  
(> £10M savings)



## **Amey Acquisition: Selective Bidding Strategy**

£ million

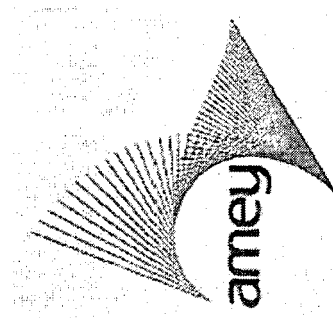
- Concentrating efforts in closing on-going deals
- Targeting large long term contracts in our core activities
- Bidding costs optimization  
(External cost £40M 2002 vs. £8M in 2005)
- New business generated  
(£1,500M order book since 2003)

---

# Amey: Strategic Overview

---

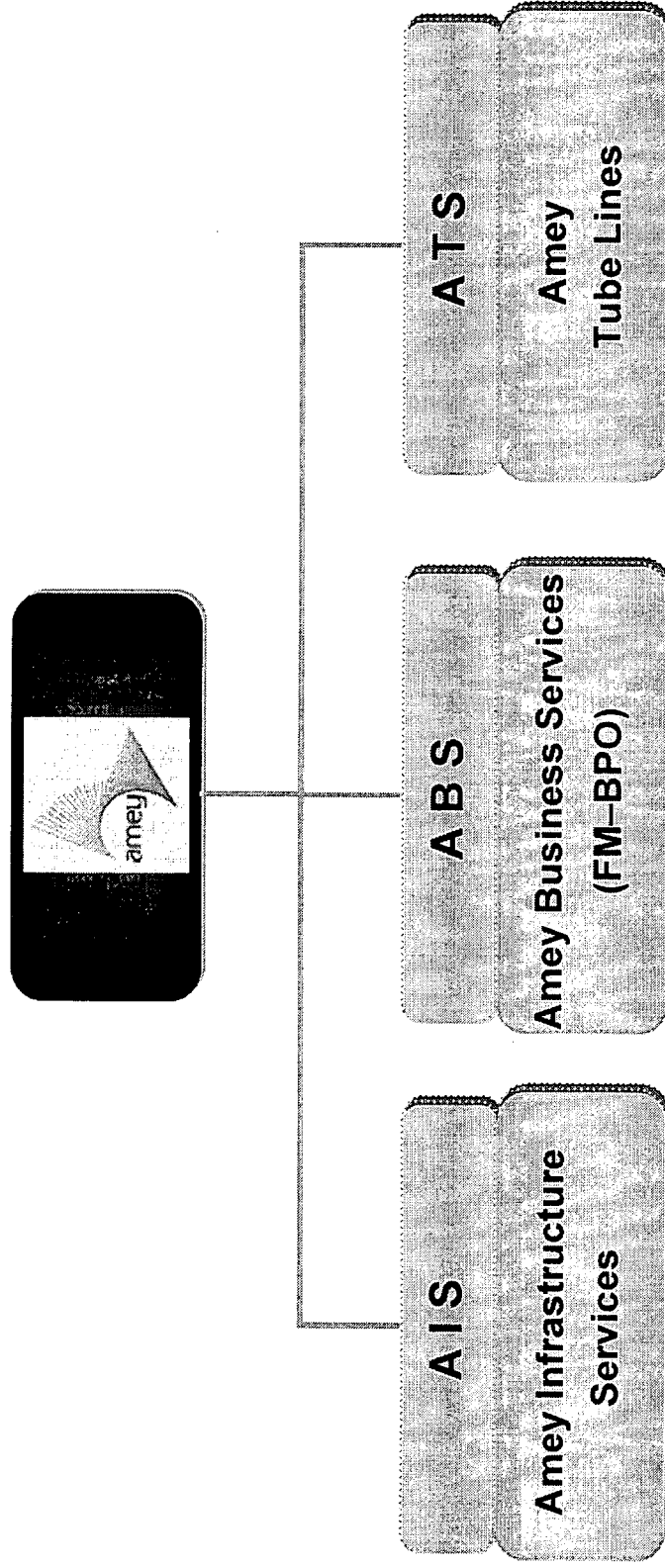
**Mel Ewell**  
Chief Executive Officer



[www.amey.co.uk](http://www.amey.co.uk)

**ferrovial**

# Amey: Business Areas



£ million

	Net Sales 2004	%
➤ AIS	452	48%
➤ ABS	233	25%
➤ Tube Lines	254	27%
➤ Total	939	100%

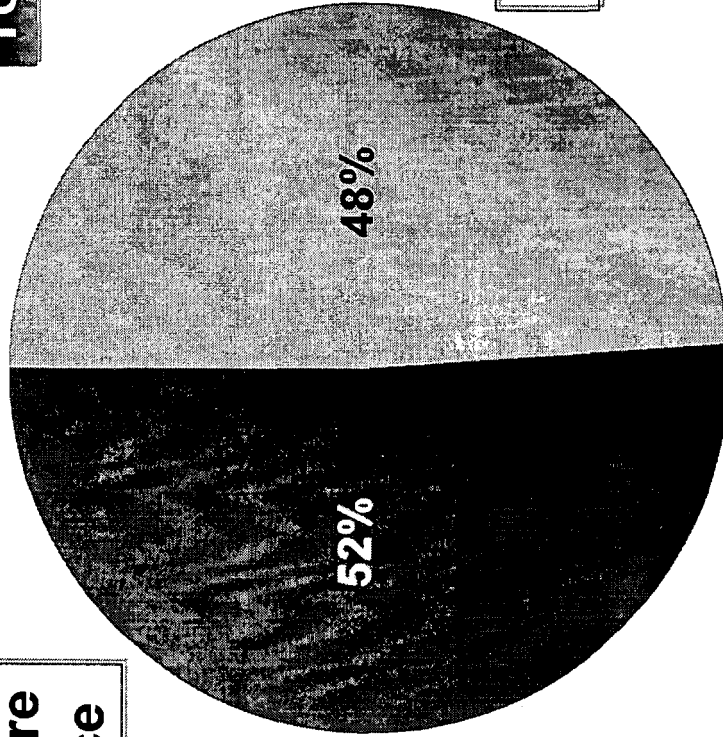
**ferrovial**

# Amey: Orderbook by Activity\* - June 2005

£ million

**Total : £ 2,916 M**

**Infrastructure  
Maintenance**



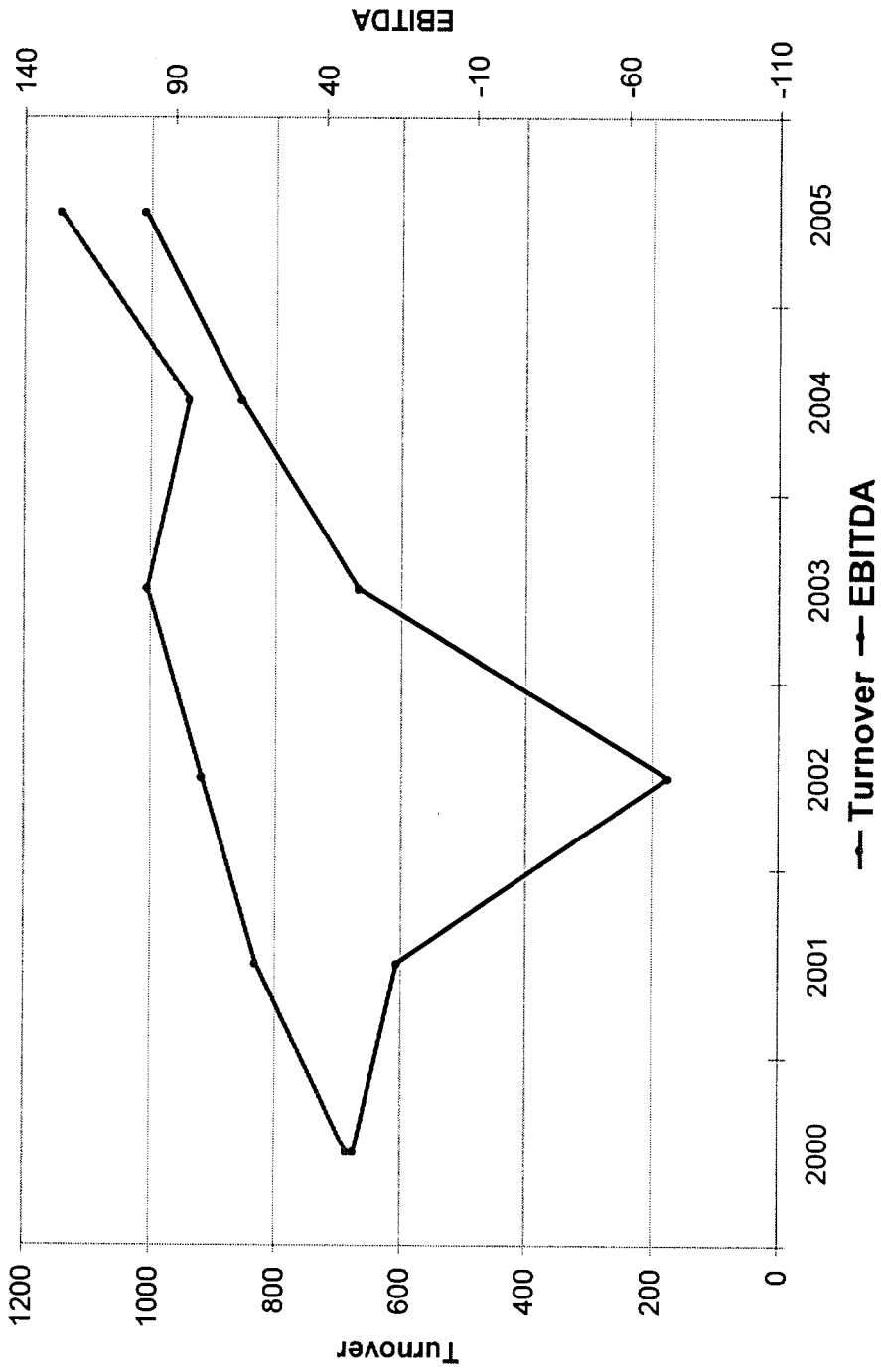
**FM-BPO**

\* Excluding 66% Tube Lines orderbook (approx. £11,860 M)

**ferrovial**

# Amey 2000-2005

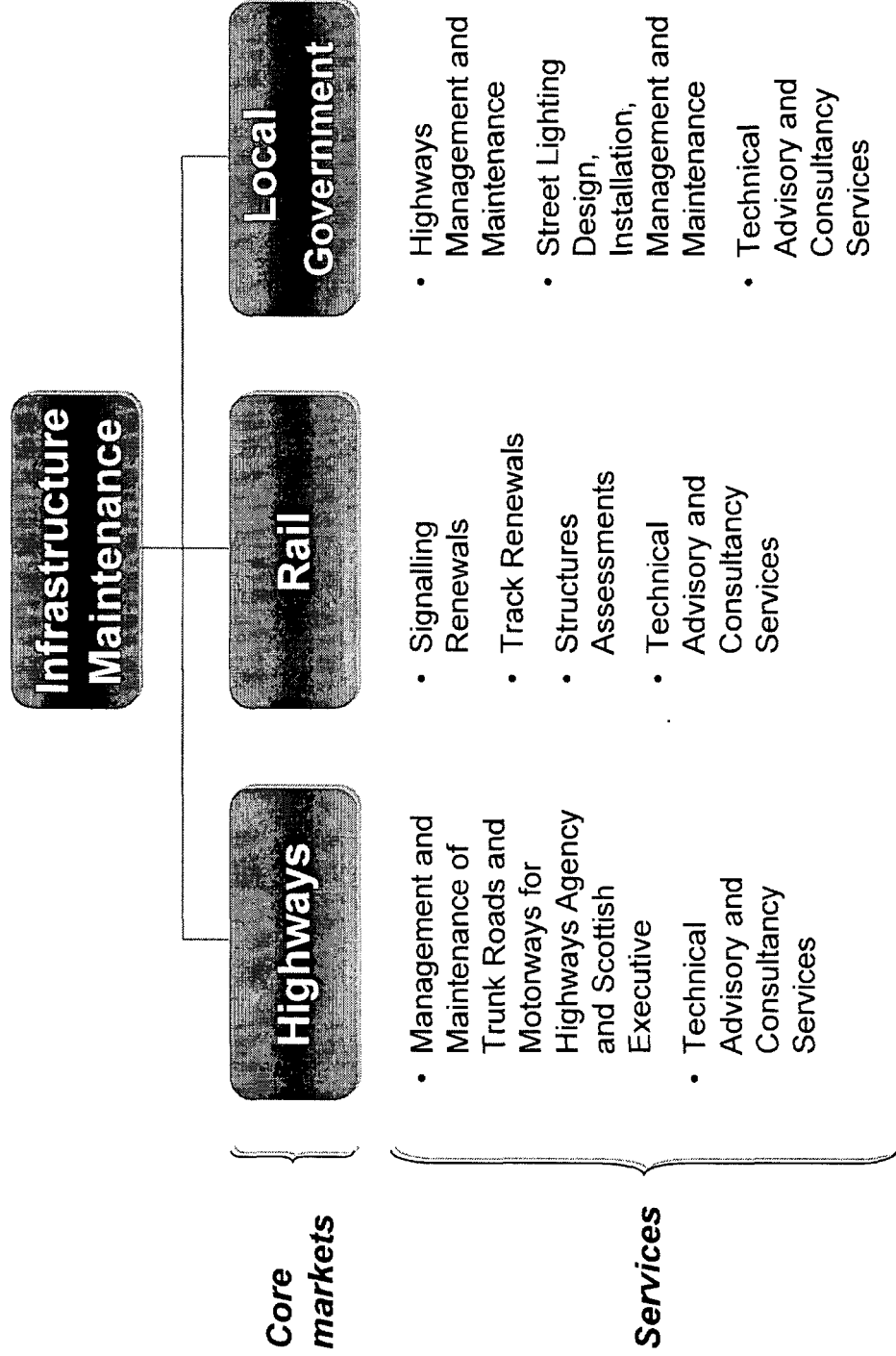
£ million



## Amey: Strategy Plan

- ⇨ Market definition: UK
- ⇨ Growth strategy:
  - ⇨ Areas related to current activities
  - ⇨ No construction and property price risk
  - ⇨ Selectively explore opportunities in related industries
  - ⇨ Long term / stable revenue streams
  - ⇨ Cash generation from year one
- ⇨ PFI selective bidding and cost control

# Infrastructure Maintenance: 3 Core Markets





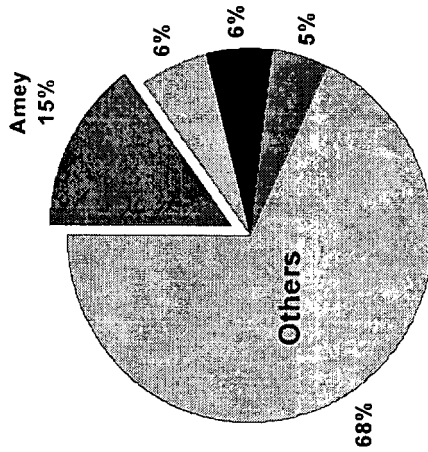
# Infrastructure Maintenance: Positioning

£ million

Highways

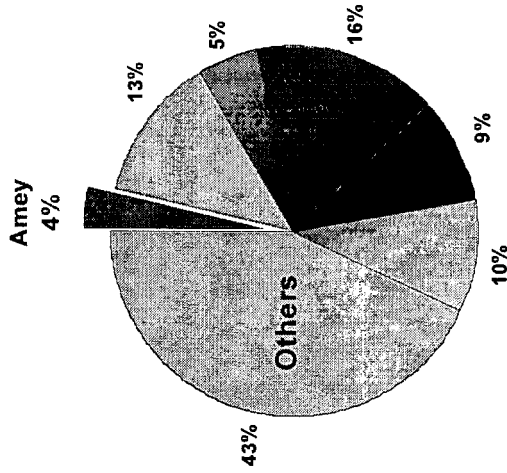
Market size  
/per year  
(2004)

£1,010M



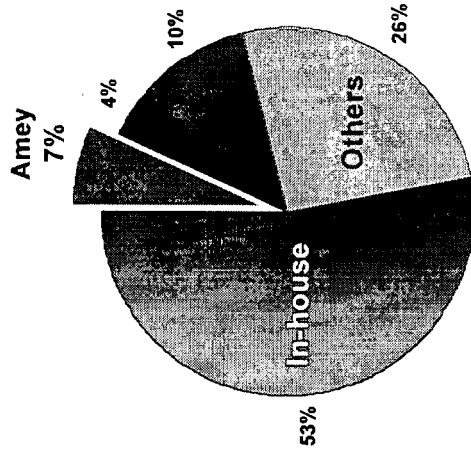
Rail

£2,764M (\*)



Local Government

£1,750M



Market position

1st

6th

2nd

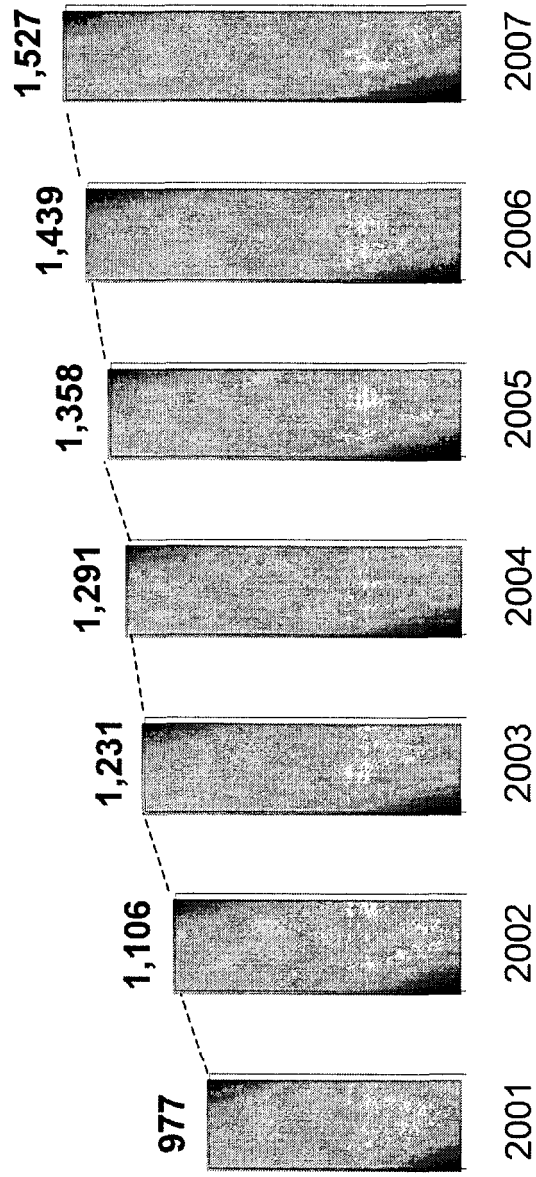
ferrovial

\* Excluding NR in-house

# Infrastructure Maintenance: Growth Trends

£ million

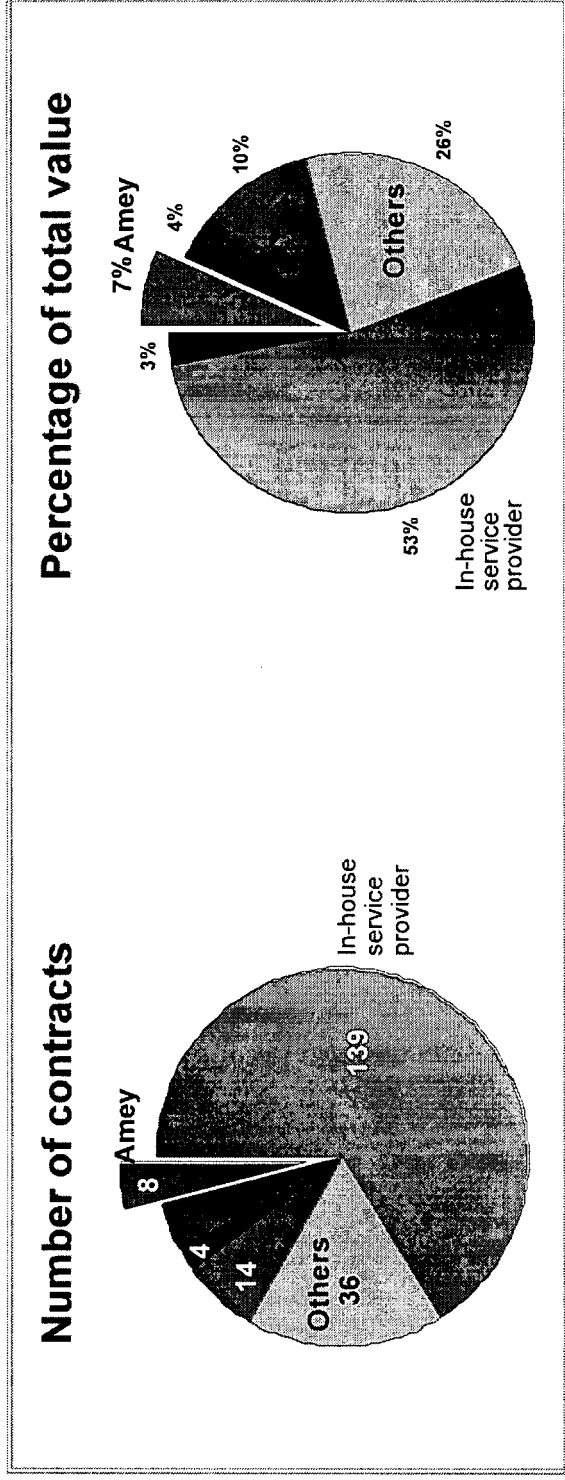
Available Local Government and Highways Markets\*



\* Excludes in-sourced activities

# Infrastructure Maintenance:

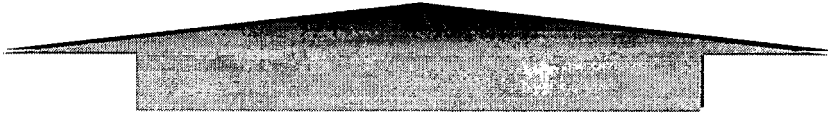
## Local Government current situation



⇒ Big market with clear outsourcing potential

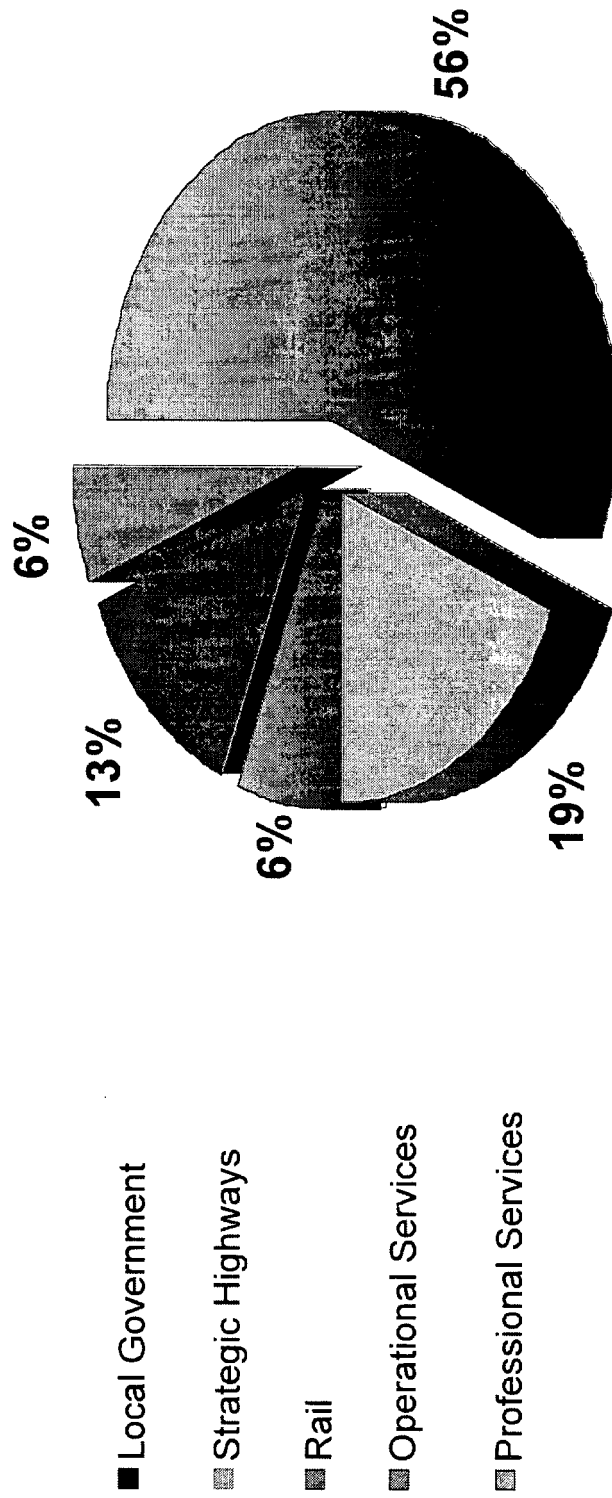
⇒ Amey is positioned as one of the main players

## Rail: Market Trends

- ❖ Network Rail decision to take maintenance contracts in-house
  - ❖ Highly utilized infrastructure in poor conditions (absolute and relative to the rest of the EU)
  - ❖ Recurring underinvestment in last decade and
  - ❖ Network Rail will require private sector participation
- 
- ❖ Investment **MUST** happen
  - ❖ External pressure on authorities will increase
  - ❖ Companies with the right capabilities will take advantage

# Infrastructure Maintenance: Orderbook June 2005

£ million



**Total: £1,516M**

**ferrovial**

## Infrastructure Maintenance: Main Contracts Awarded

2003-2005

£ million

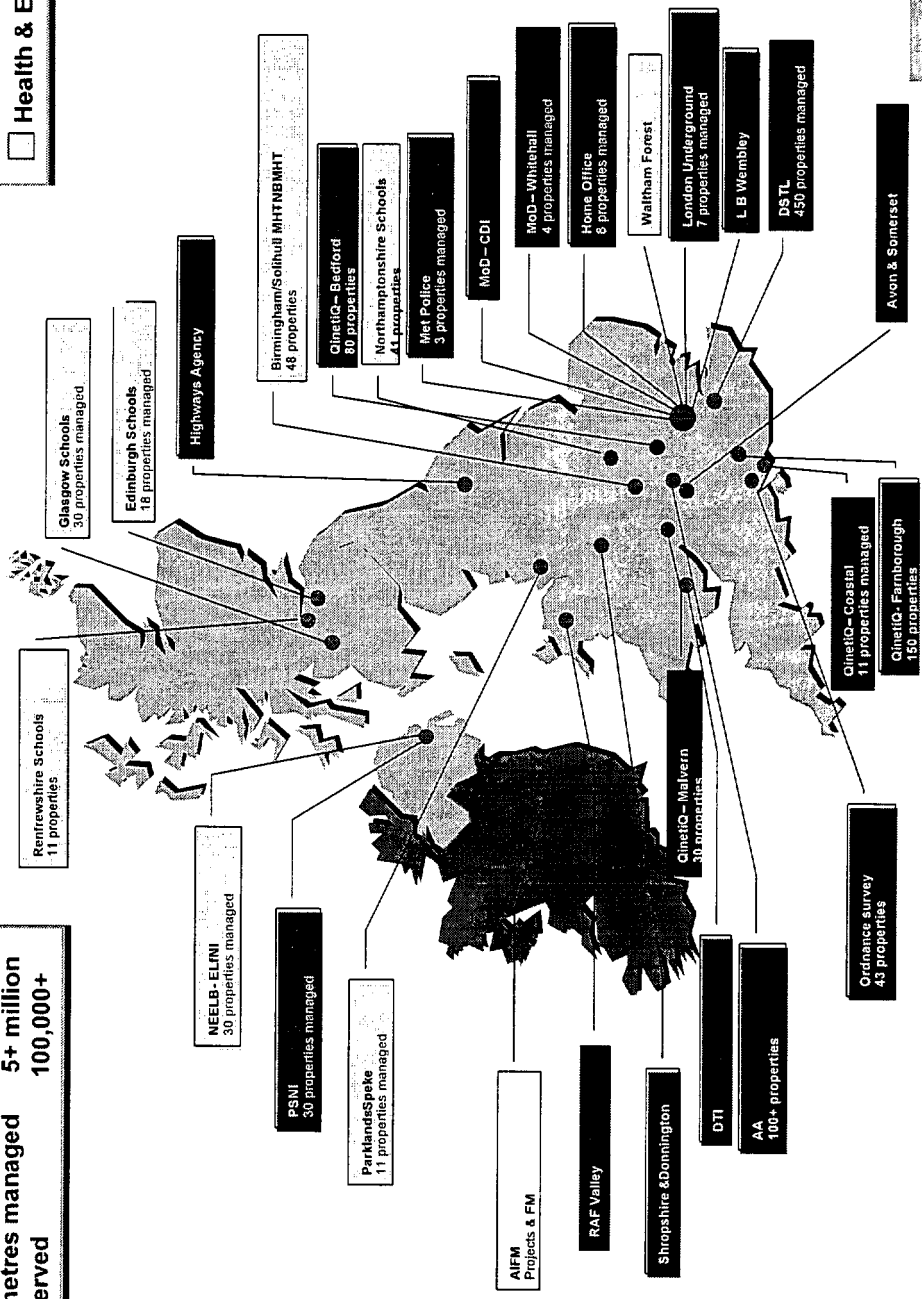
	£ million	Term
■ C Vehicles	300	2005-2020
■ Cumbria	252	2005-2012
■ Bedfordshire	115	2005-2011
■ Manchester	78	2004-2029
■ Scada	61	2005-2018
■ Wakefield	51	2004-2029
■ Walsall	44	2002-2028

ferrovial

# FM-BPO: Operational Information

Major properties managed 1200+  
 Square metres managed 5+ million  
 People served 100,000+

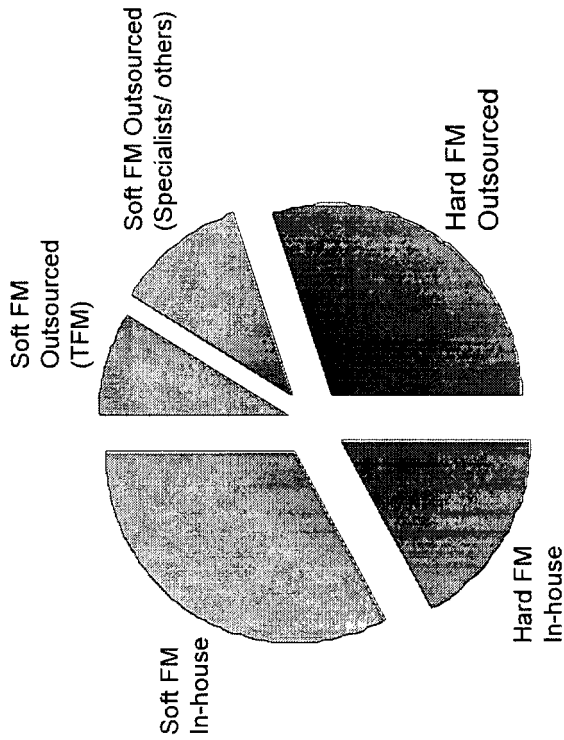
■ Accomodation offices  
 □ Health & Education



# FM: Market Definition

£ million

Total 2002 estimates = £ 60 – 85 Bn



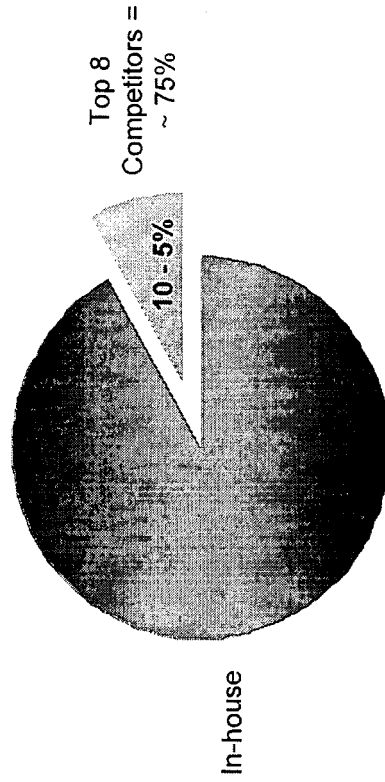
- Current ABS market around £25 Bn
- High outsourcing potential as half of the market is still in-house and additional growth potential due to consolidation of services
- Market currently served by TFM companies
- Value propositions of TFM and specialists becoming more similar



## BPO: Market Definition - Total

£ million

Total 2003 estimates = £ 60 – 65 Bn

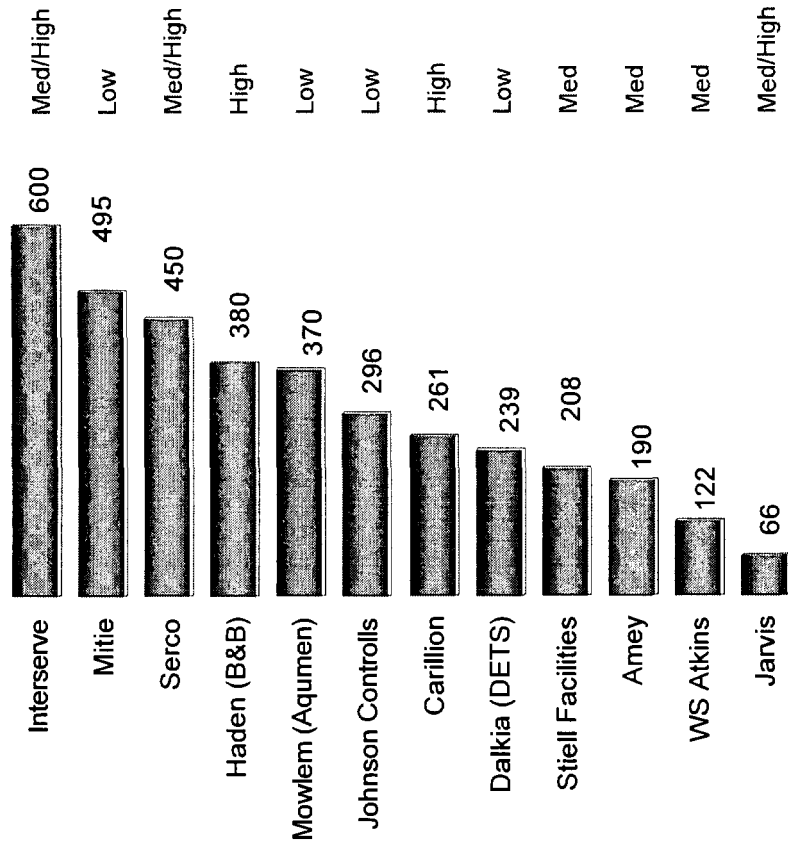


- Current market outsourced around £ 5 Bn
- High concentration in very few players
- Still low levels of outsourcing of “core services”
- Size of the opportunity depends on the evolution of outsourcing trends

# FM: Competitors Map - Total Providers

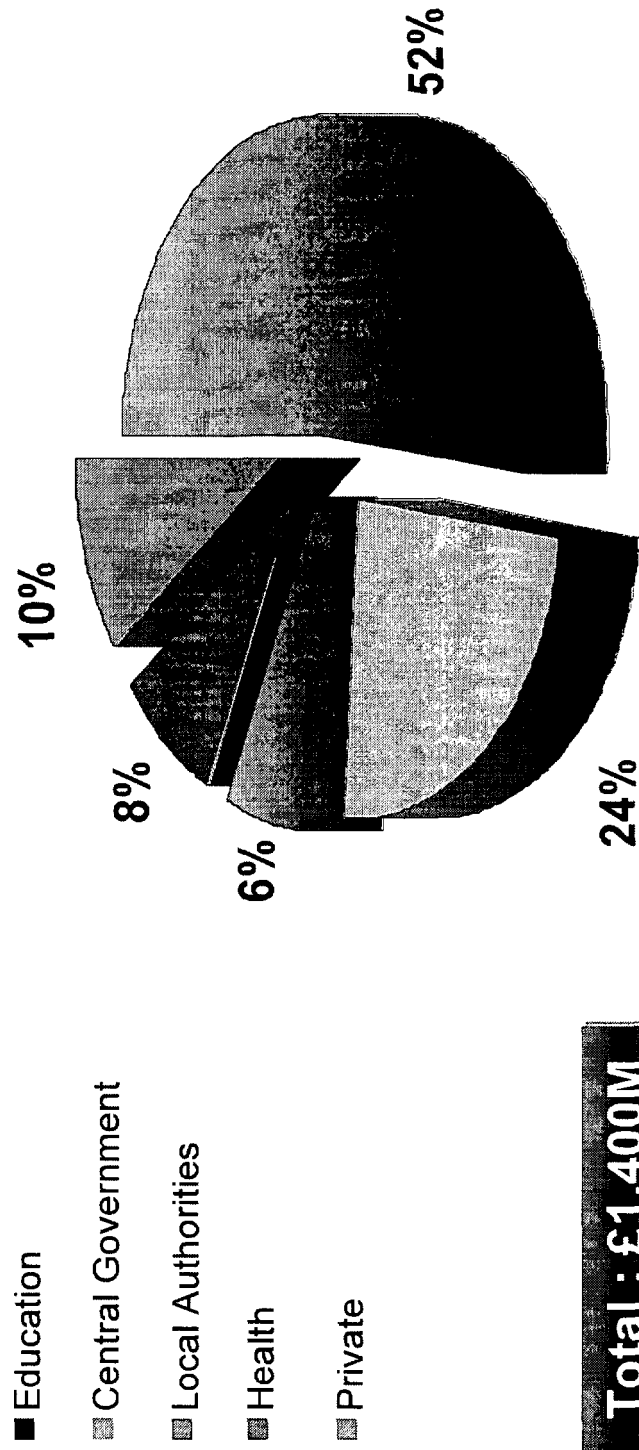
£ million

## Turnover 2003 PFI presence



# FM-BPO: Orderbook June 2005

£ million



ferrovial

# FM-BPO: Main Contracts Awarded 2003-2005

£ million

	£ million	Term
■ Northampton	240	2005-2030
■ Renfrewshire	130	2006-2031
■ QinetiQ	194	2005-2010
■ Met Police	26	2004-2009

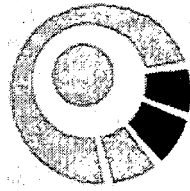
ferrovial

---

# Tube Lines

---

**Terry Morgan**  
**Chief Executive Officer**



**Tube Lines**

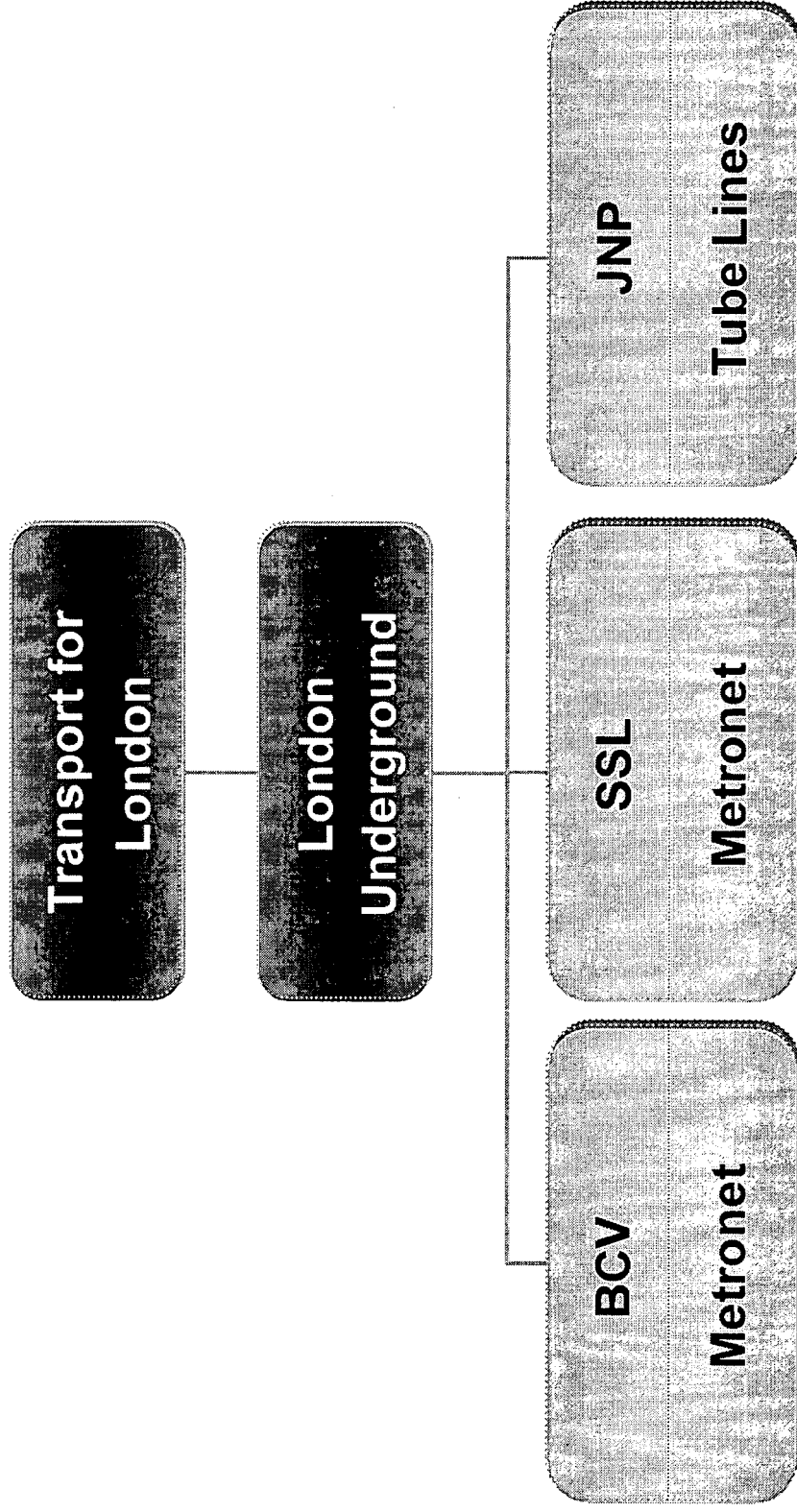
[www.tubelines.com](http://www.tubelines.com)

**ferrovial**

## Tube Lines: General Description

- ✓ 30-year project to maintain, renovate and improve the infrastructure (trains, signals, tracks and stations) on the Jubilee, Northern and Piccadilly Lines of London Underground.
- ✓ Consortium Amey-Bechtel (67/33)
- ✓ Financial close : 31-12-2002
- ✓ Scope:
  - First 7.5 years → £ 4.6 Bn (opex: 1.6 Bn)
  - 30 years → £15.3 Bn (opex: 6.1 Bn)

# Tube Lines: General Description



# Tube Lines: Responsibilities

**Transport  
for London**

- Ownership and funding of London Underground

**London  
Underground  
Ltd.**

- Day to day system operation
- Passenger volume / fare risk
- Overall safety

**Tube Lines**

- Infrastructure safety and availability
- Maintenance, renewal and upgrade of assets
- Achievement of specified performance benchmarks

**Amey &  
Bechtel**

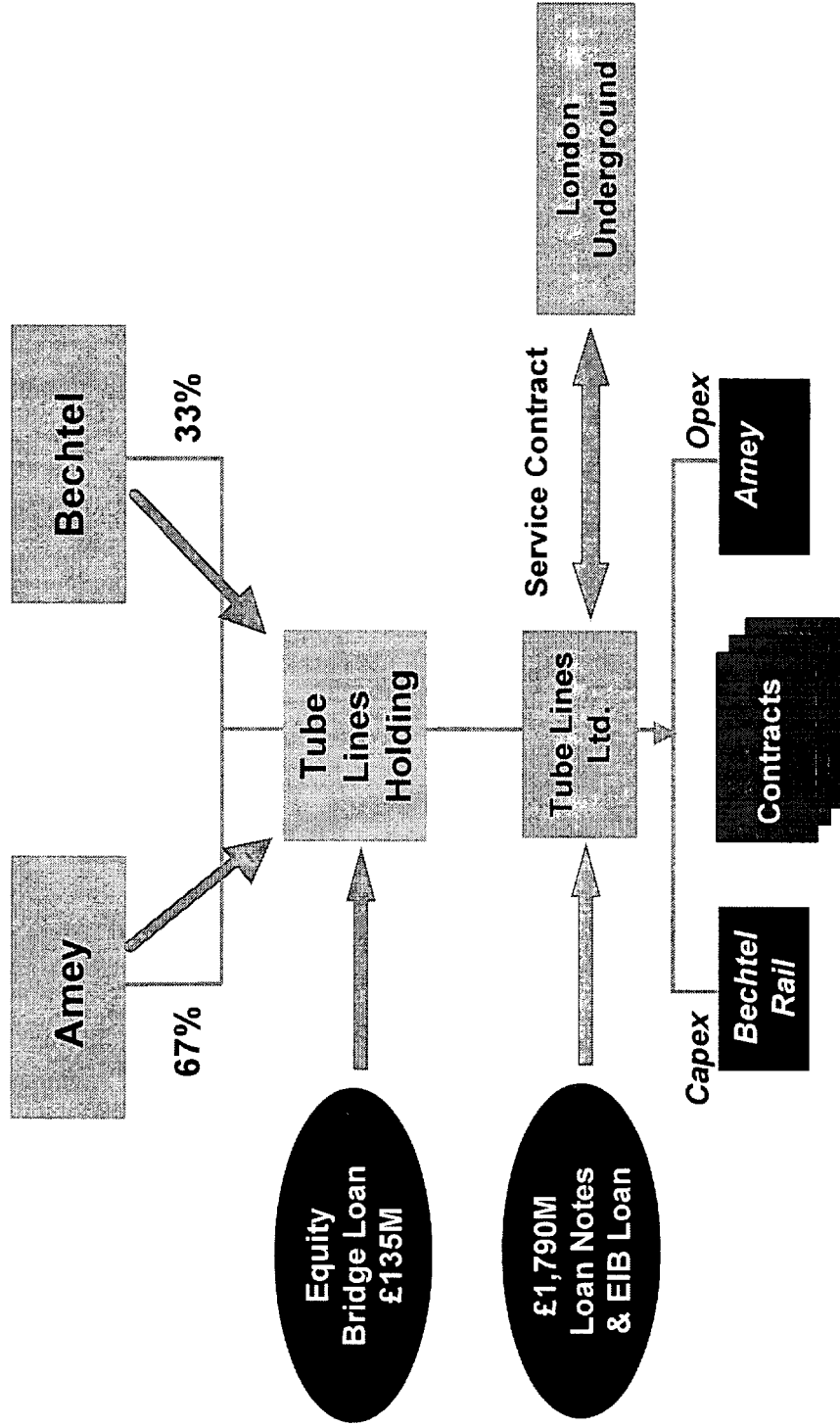
- Secondment agreement to manage operations, projects and budgets





# Tube Lines: Structure of the Project

£ million



ferrovial

## Tube Lines: Scope of the Project

	Jubilee	Northern	Picadilly	Total
N° of Stations	24	40	36	100
Kms Tracks	105	120	110	335
N° of Trains	59	106	86	251
Age	1979-2000	1890-1941	1906-1986	

# Tube Lines: Investment Plan

£ million

	1st Period	Remaining
■ Signal System	Jubilee (2008) Northern (2010)	Piccadilly (2013)
■ Track replacement (kms)	70	186
■ Station refurbishment	30	3
■ Station reconditioning	67	297
■ Rolling stock	Jubilee: • 59 new 7th car & new trains	Piccadilly: 92 new Northern: 106 reconditioning Jubilee: 55 reconditioning

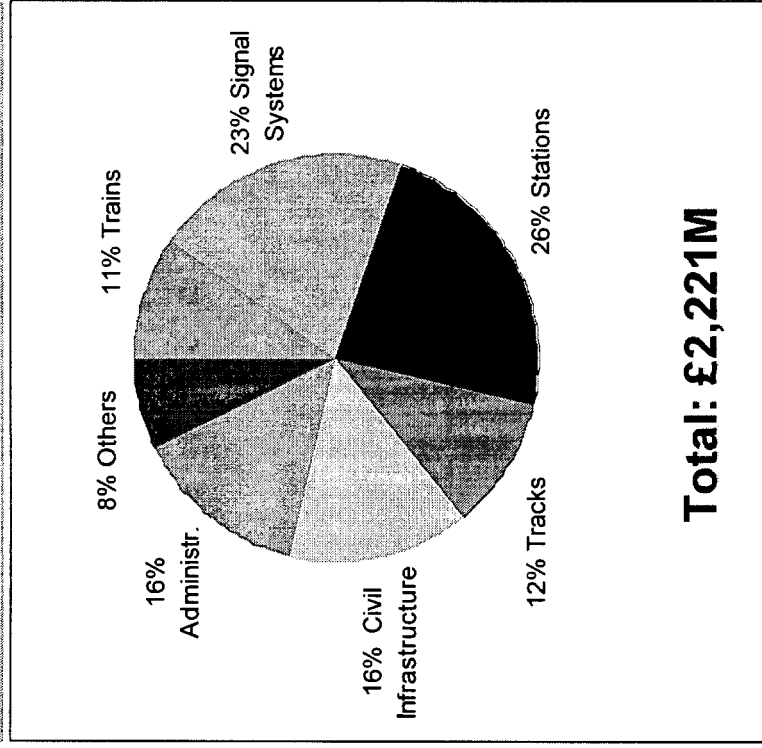
- Capex in initial period: £2.2 Bn  
- Opex in initial period: £1.6 Bn



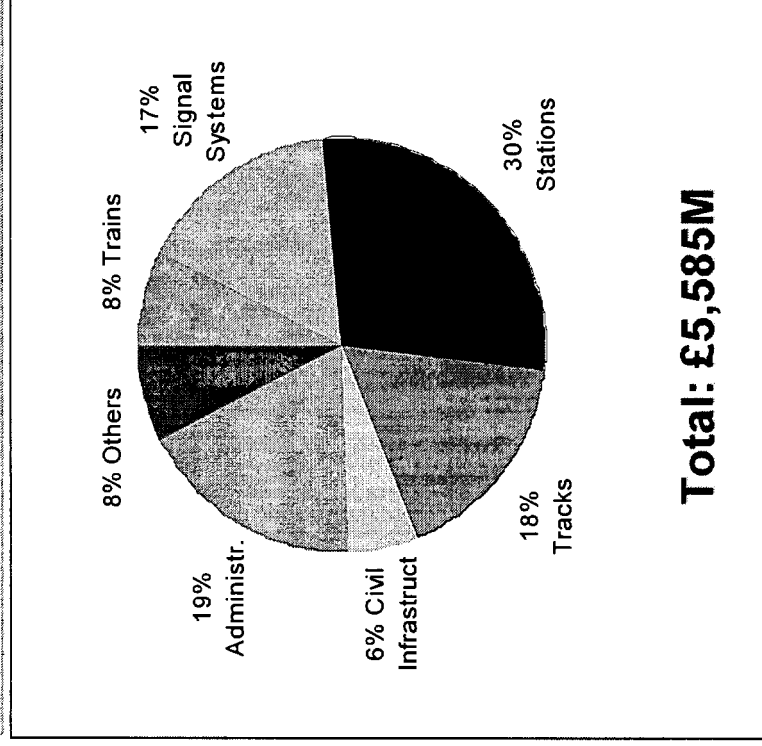
# Tube Lines: Investment Plan

£ million

## 1st Period (7.5 years)

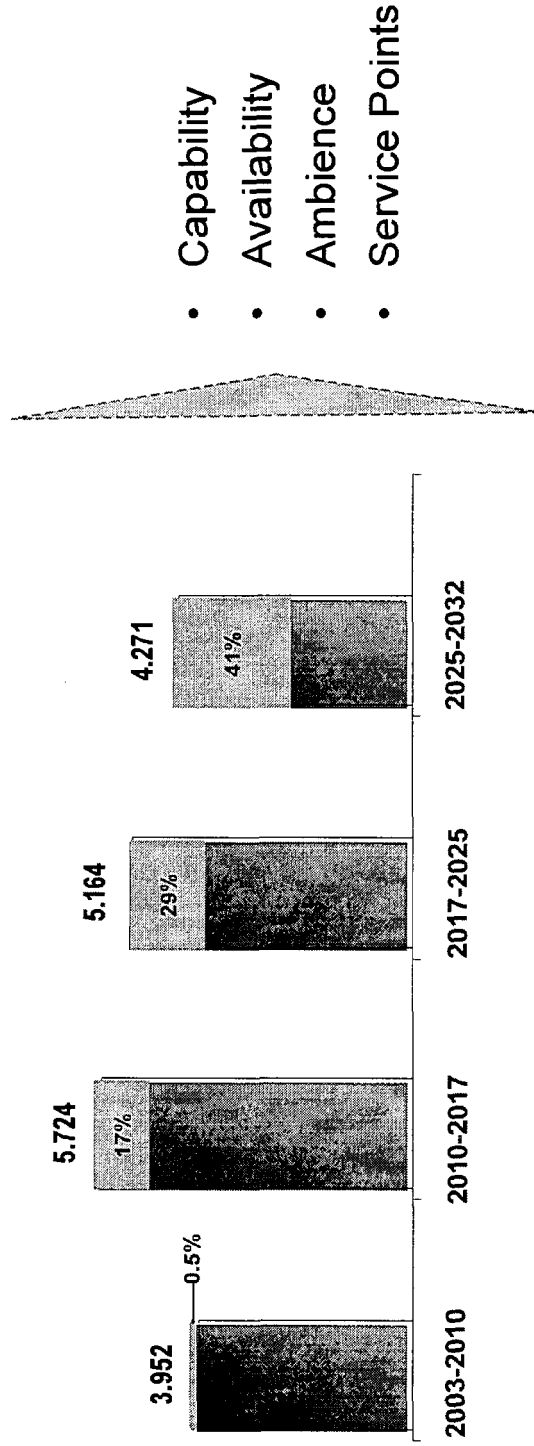


## 30 years



# Tube Lines: Payment Mechanism

£ million



- Capability
- Availability
- Ambience
- Service Points

Based on Performance      Base fee

## Tube Lines: Capability

£ million

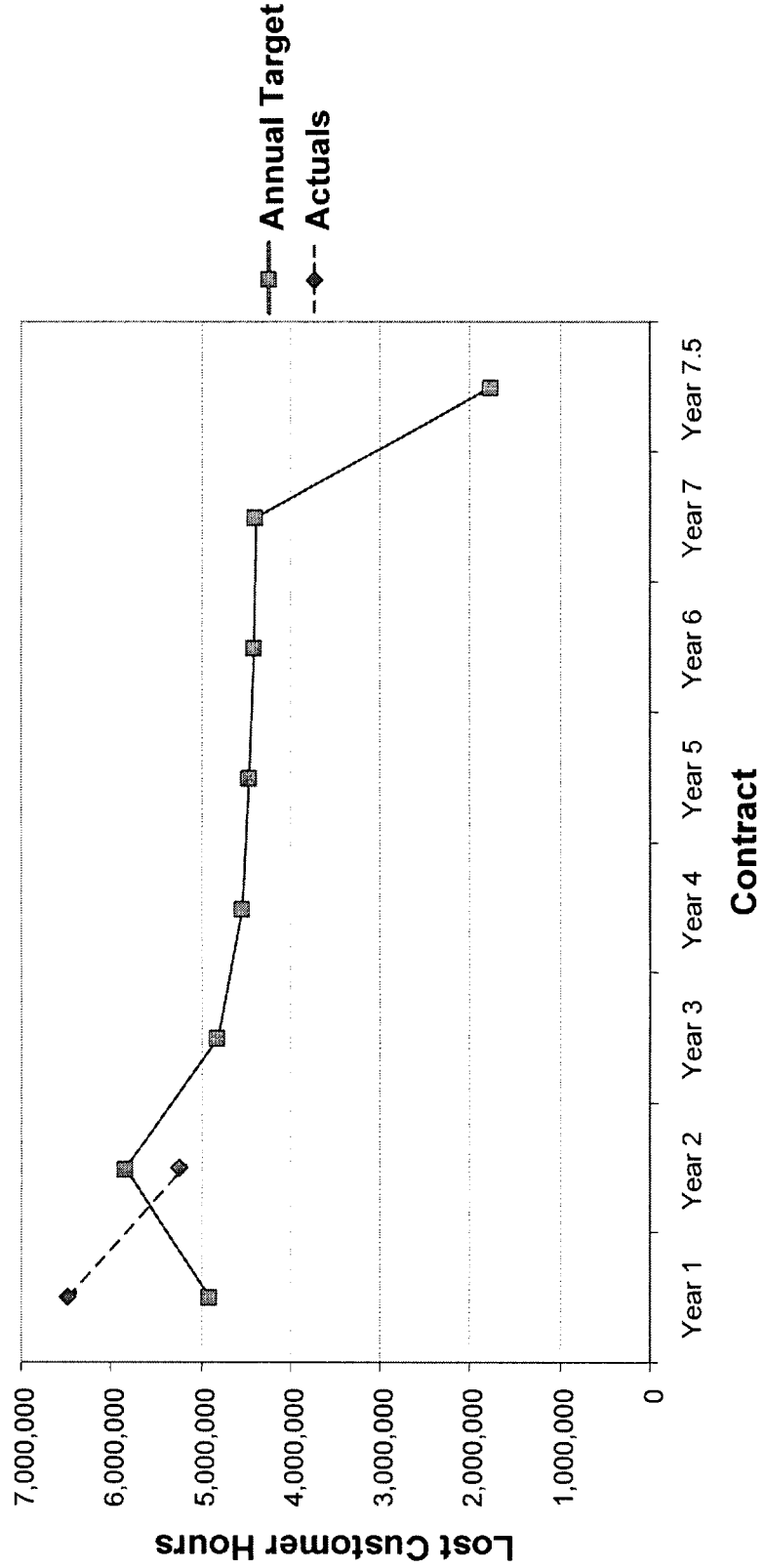
Line	JTC Before (Minutes)	JTC After (Minutes)	% Improvement	Latest Implementation Date (before abatements are levied)	TLL Planned Delivery Dates (i.e. Start of revenue stream)
JUBILEE	17.75	13.91	21.63%	31-Dec-09	30-Mar-2009
NORTHERN	18.11	14.89	17.78%	07-Jan-12	30-Mar-2011
PICCADILLY	22.09	17.82	19.33%	11-Oct-14	30-Mar-2014

### Capability Revenues

Review Period	1	2	3	4
Capability Revenue £m	34	914	1,367	1,590

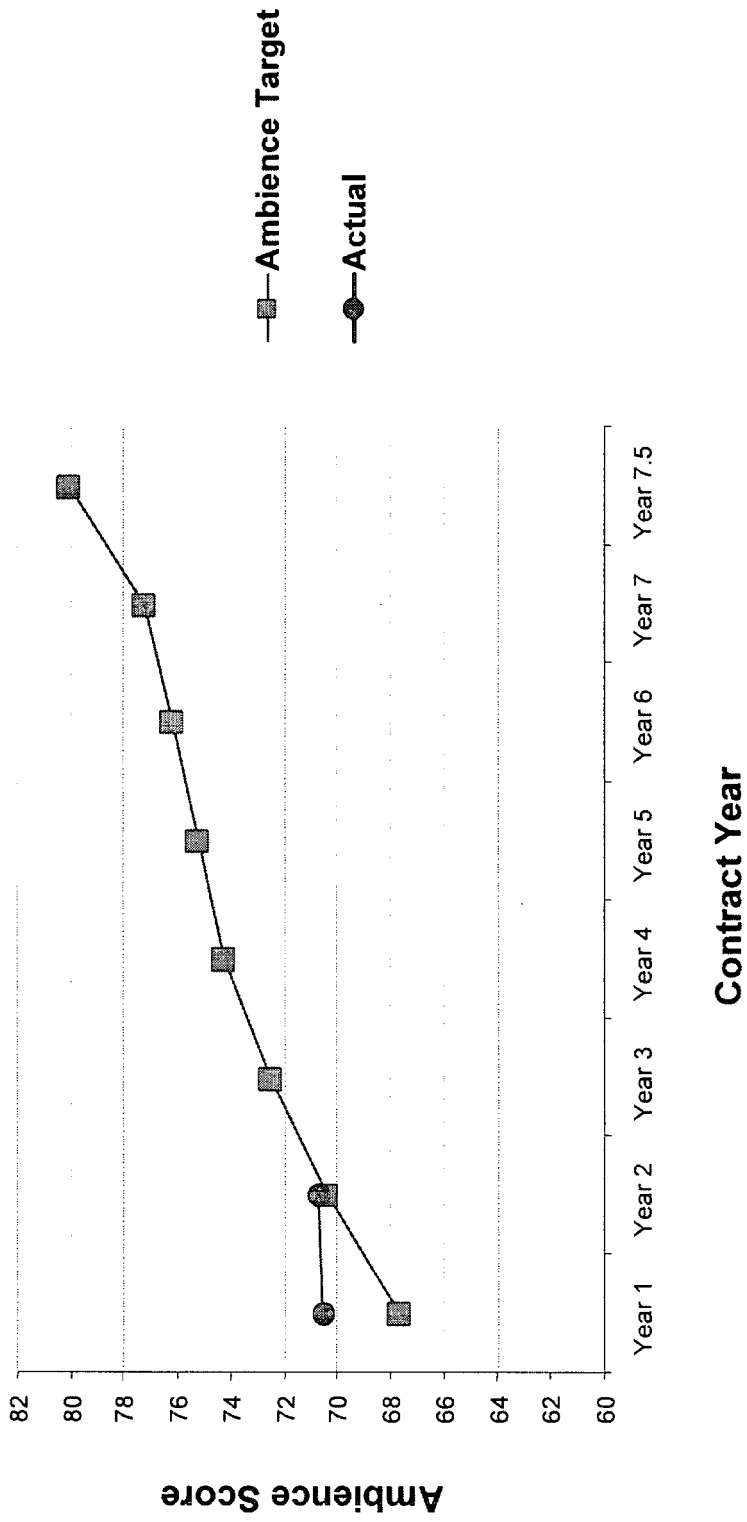
**ferrovial**

# Tube Lines: Availability Programme and Target

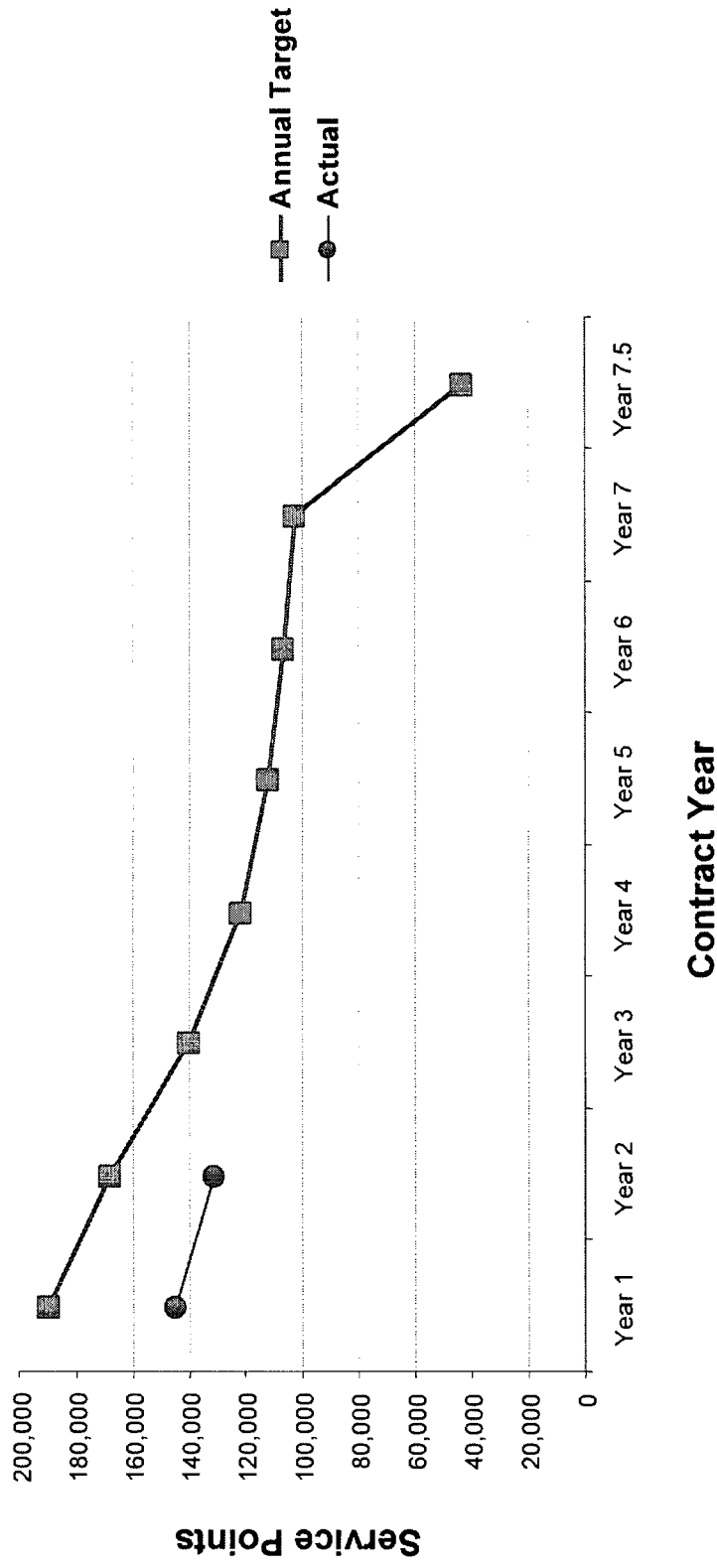




# Tube Lines: Ambience



# Tube Lines: Service Points



# Tube Lines: 7.5 Year Periodic Review Mechanism

## Objective

- LUL to reassess its service requirement and its funding to cope with:
- Changing demand and consumer preferences
  - Changing cost for LUL and the Infraco
  - Funding levels from Government

## Always within

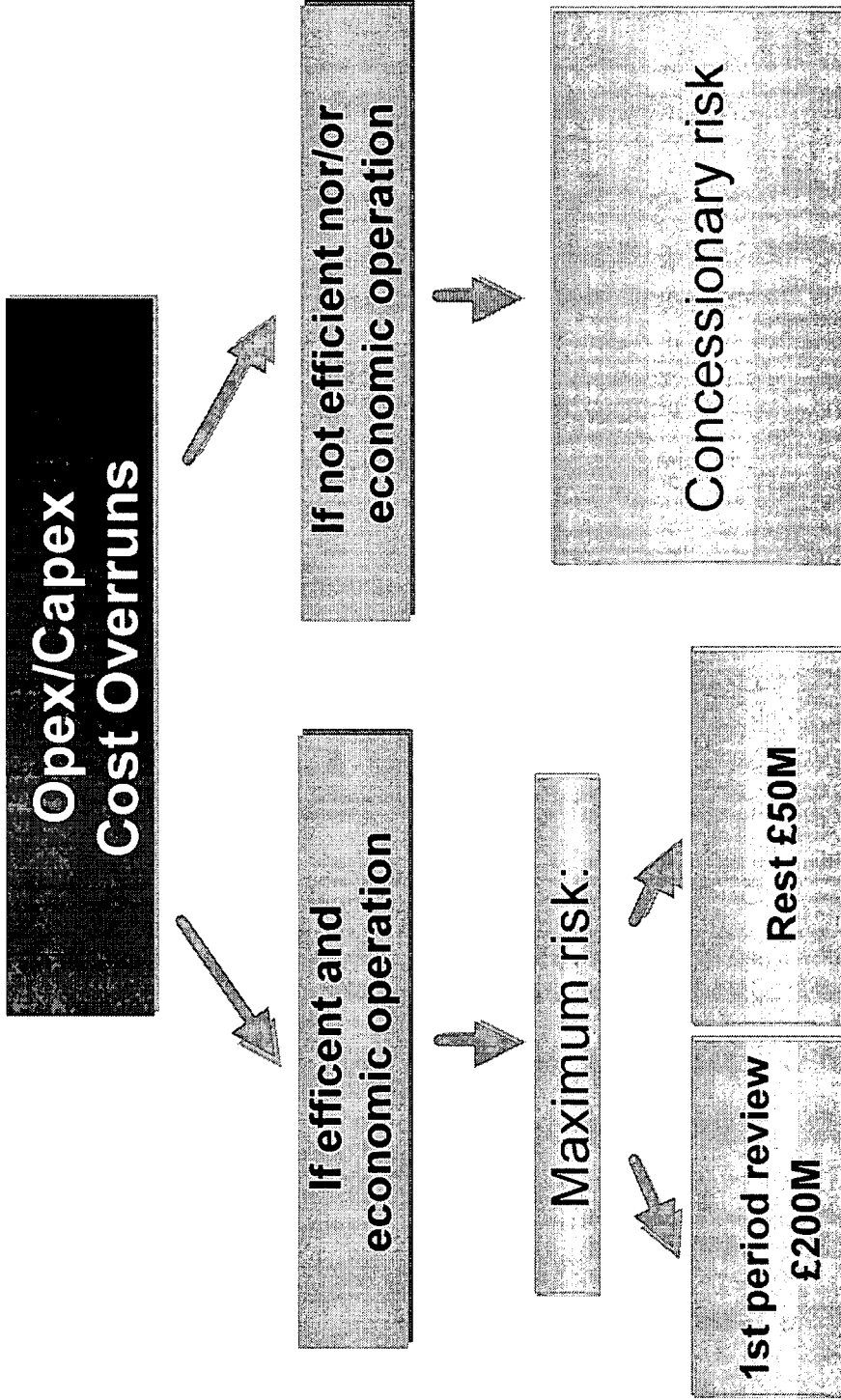
- The original objectives and framework of the service contract
- Technically achievable
- Financially achievable

## Arbiter

- Only called upon to resolve differences between LU & TLL on price or financing
- Appointed by the Secretary of State
- Must determine what is the economic and efficient price of the notional Infraco using good industry practice

# Tube Lines: Overruns

£ million





## Tube Lines: Challenges going forward

### Project Investment

- Integrate the additional 7<sup>th</sup> Car into the Jubilee fleet and return the fleet to service during a short period in December 2005
- Deliver the remaining tranches of the station programme in line with the current financial projections
- Ensure that management attention remains focused on the Jubilee and Northern Upgrade Programme which remains critical to securing capability revenue

### Operational Performance

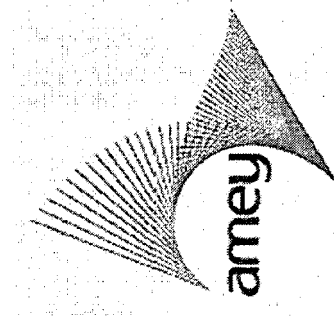
- Introducing tactical investment to improve the reliability of the railway to ensure that we achieve our performance obligations
- Drive efficiencies and changes to work practices both in the field and against currently Mandated Standards
- Improve our understanding of whole life asset management

---

# Financial Overview

---

José Leo  
Amey Group Finance Director

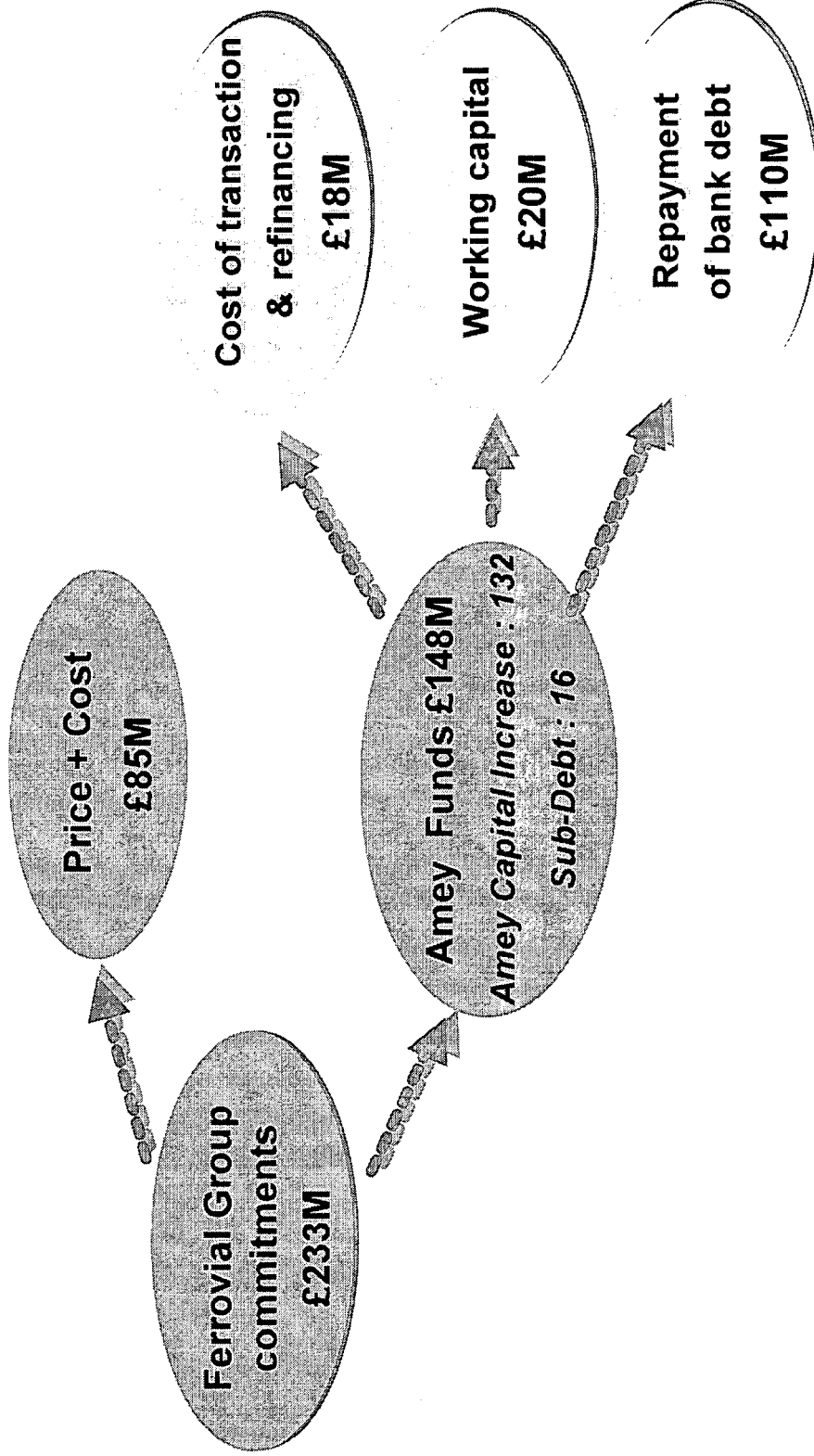


[www.amey.co.uk](http://www.amey.co.uk)

**ferrovial**

# Investment in Amey

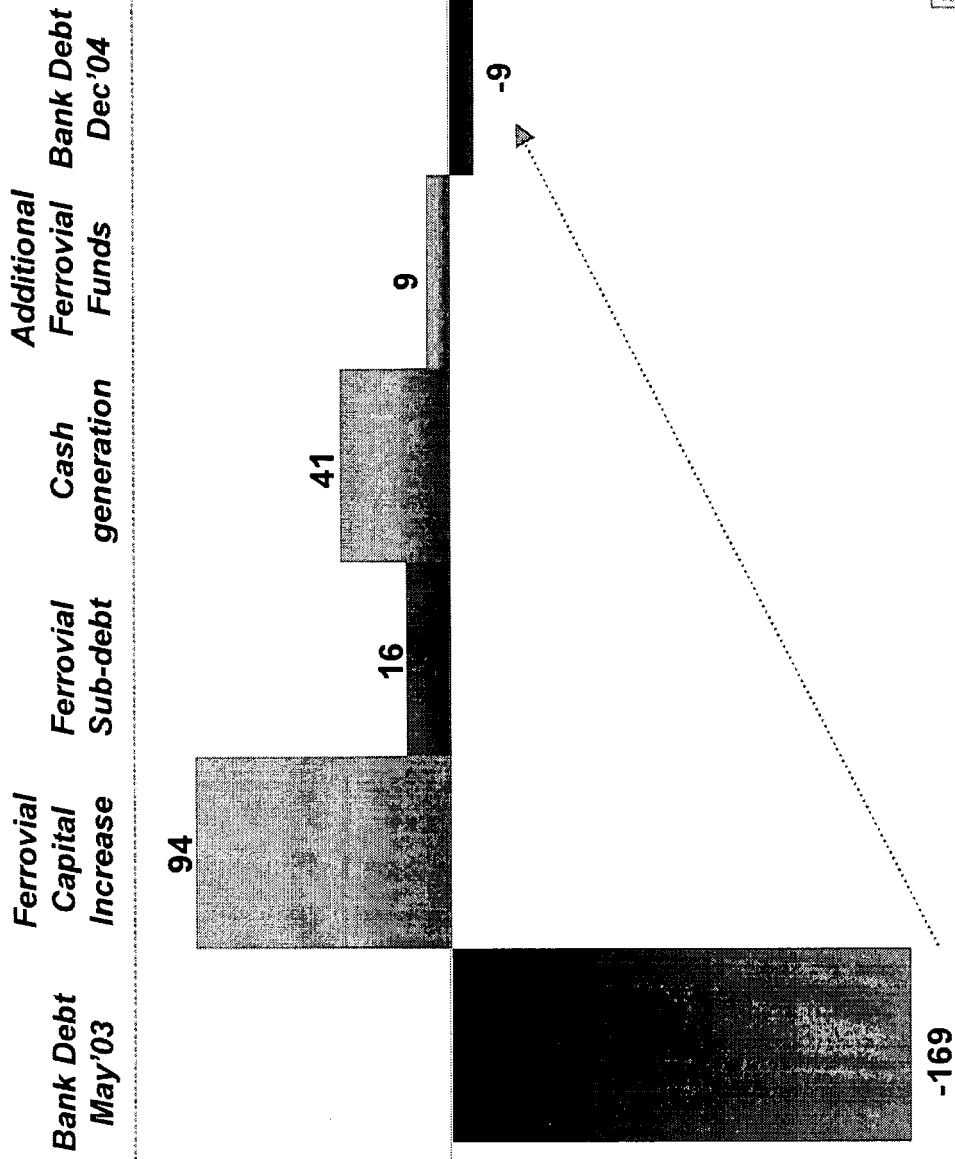
£ million





# Investment in Amey: Net Debt Evolution

£ million



# Amey Consolidated P&L Account 2004

£ million

	2004	2003	%
Net sales	939	1.005	-7%
EBITDA	68 7%	29 3%	135%
EBIT	51 5%	7 1%	629%
PBT	40 4%	-16 -2%	350%
Exceptional items post tax		-225	-
Net result	28 3%	-248 -25%	111%

**ferrovial**

## Amey: Break Down by Business 2004

£ million

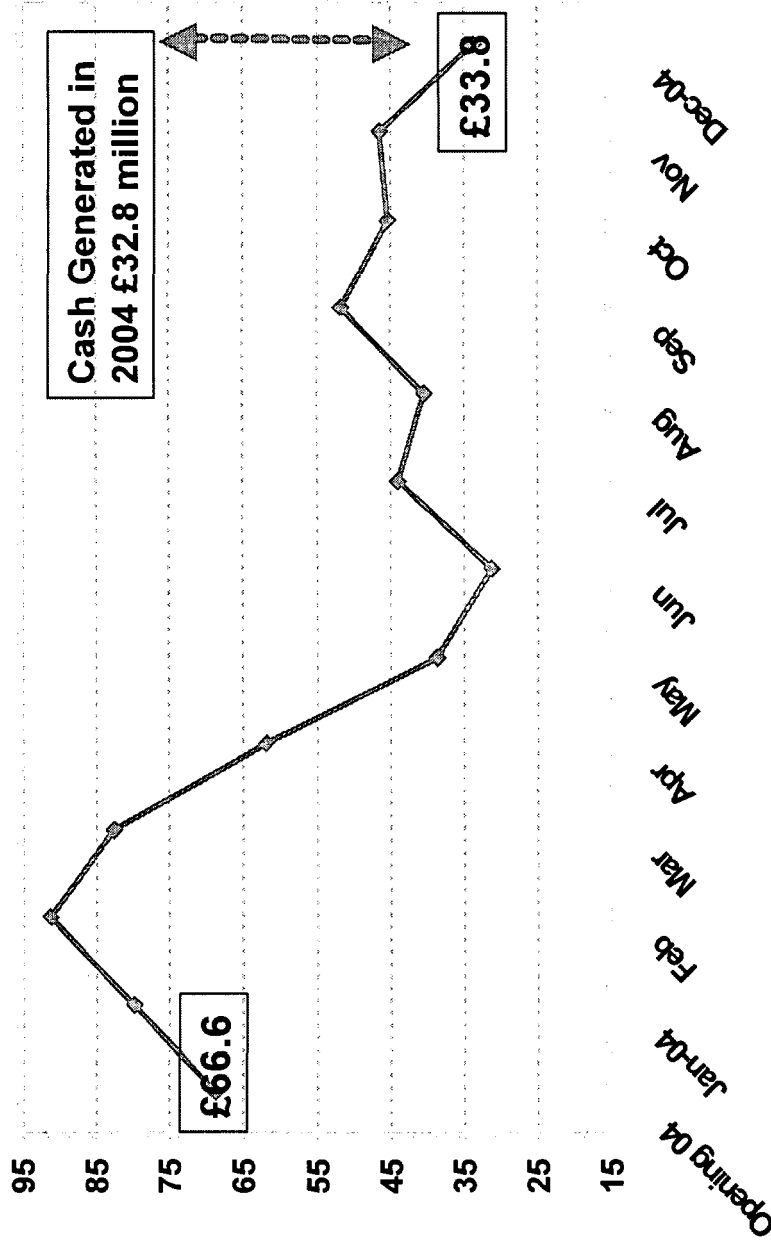
	Net Sales	EBITDA*	%
Amey ex Tube Lines	685	71	10%
Tube Lines	254	35	14%
Total	939	106	11%

\* Excluding central overheads £38M in 2004 (£47M in 2003)

**ferrovial**

# Amey: 2004 Cash Generation & Net Debt Evolution

£ million



# Amey Consolidated P&L Account 2005

£ million

	2005 1 <sup>st</sup> Q	% (of turnover)
Net Turnover	258	
EBITDA	26	10%
PBT	12	5%
Net Result	9	3%

---

## Wrap up

---

Very good track record in acquisitions – integration  
(add value)

Good platform to bid and manage complex projects  
(PFI / PPP)

Leading position in our markets

**PROFITABLE GROWTH**