



A World Leader in the Infrastructures Development

July, 2004

The ACS Group

ACS Business Areas

Key Financial Figures

Market Opportunities

Conclusions

1 in Construction in Spain & # 3 in Europe

1 in Industrial Services in Spain, Portugal & Latam

1 in Waste Management in Spain

1 in Ports, Logistics & Road Transportation in Spain

1 in Facility Management in Spain

Core shareholder in #1 transport infrastructure concessions company worldwide *

* *By number of concessions*

... with a Clear Value Proposition...

A leading player in the whole value chain of the infrastructure industry...

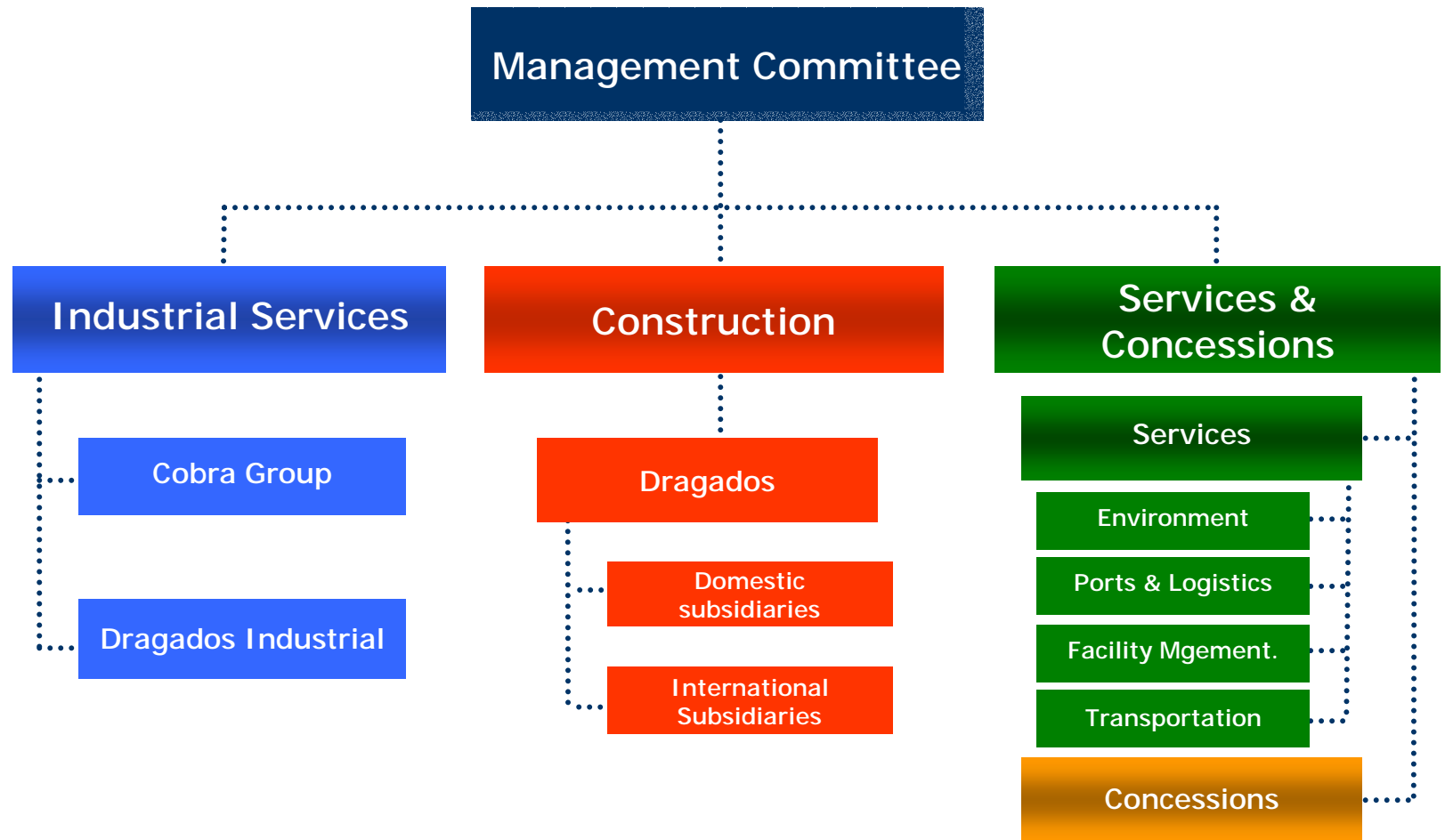


...through a complete portfolio of activities



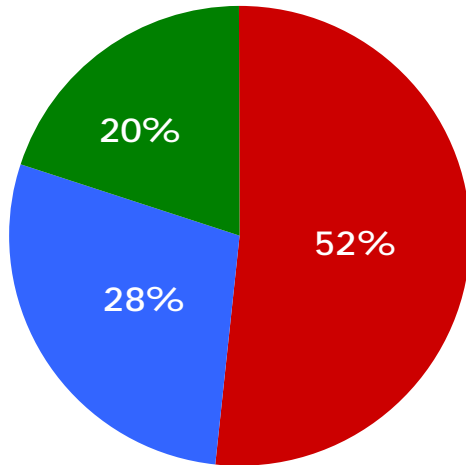
To cover client's needs of infrastructure projects

... and a Flexible & Decentralized Organization



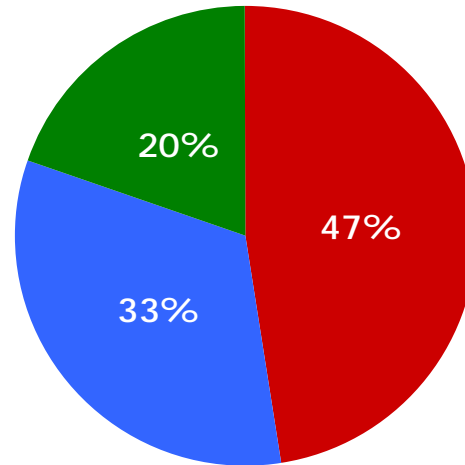
2003 Pf Revenues

€ 10,734 mn



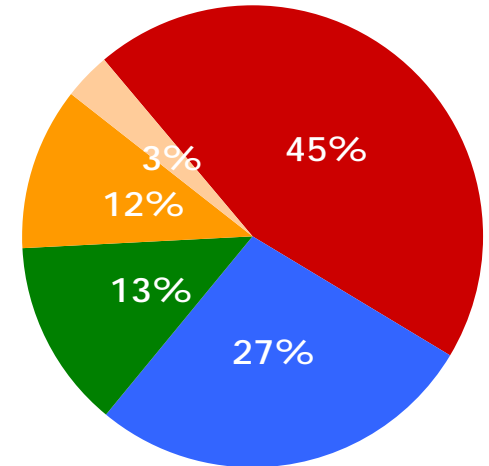
2003 Pf EBIT

€ 649 mn



2003 Pf Net Profit

€ 380 mn



■ Construction

■ Industrial Services

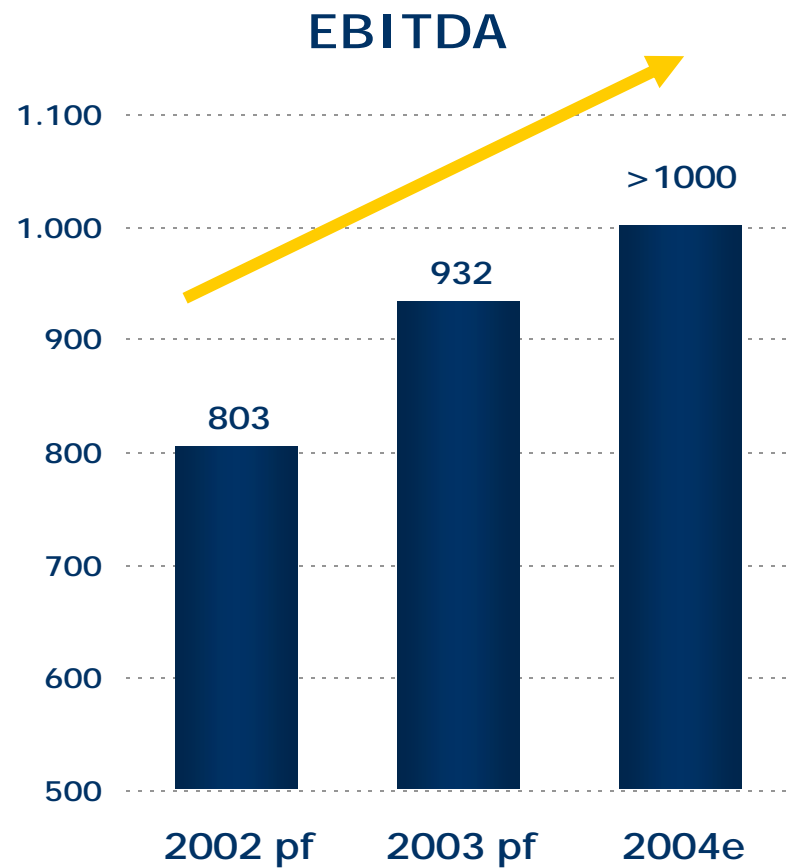
■ Services

■ Concessions

■ Urbis

(Equity accounted)

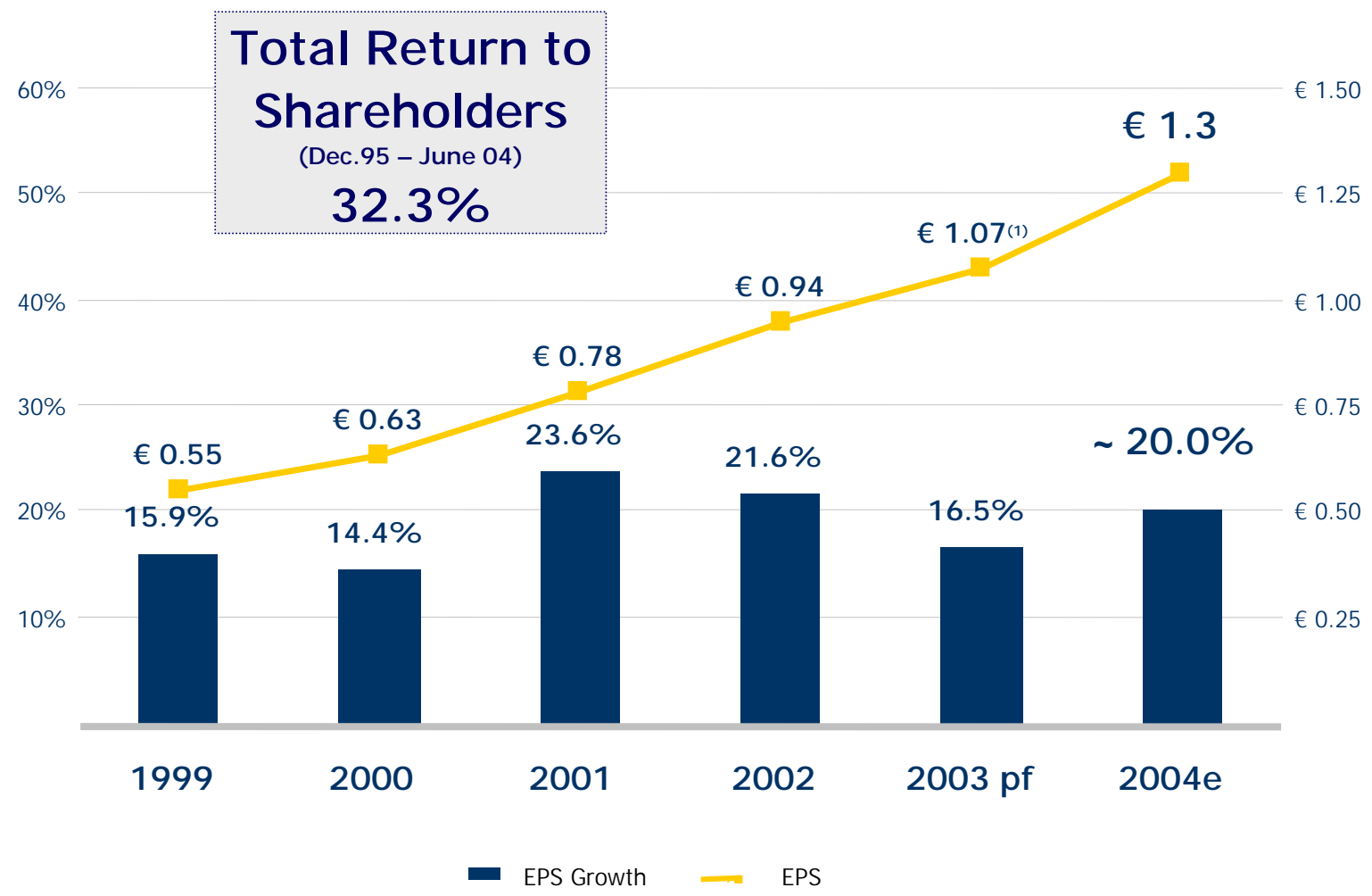
Note: Percentages are calculated based on the sum of the individual business lines figures



Sustained growth rates

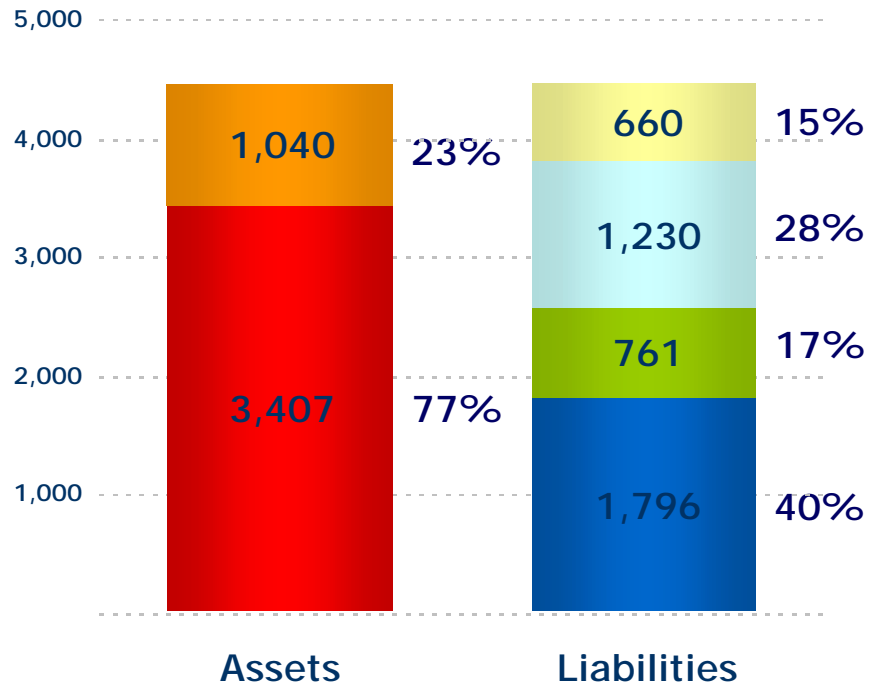
EBITDA 04e > € 1,000 mn
Free Cash Flow 04e > € 550 mn

- ### Coherent capital allocation
- Enhance businesses' profitability
 - Increase shareholders' returns
 - Improve profit sustainability



(1) 2003 EPS does not include the extraordinary provision for merger expenses (€ 111.5 mn) for once

Dec. 2003 Balance Structure

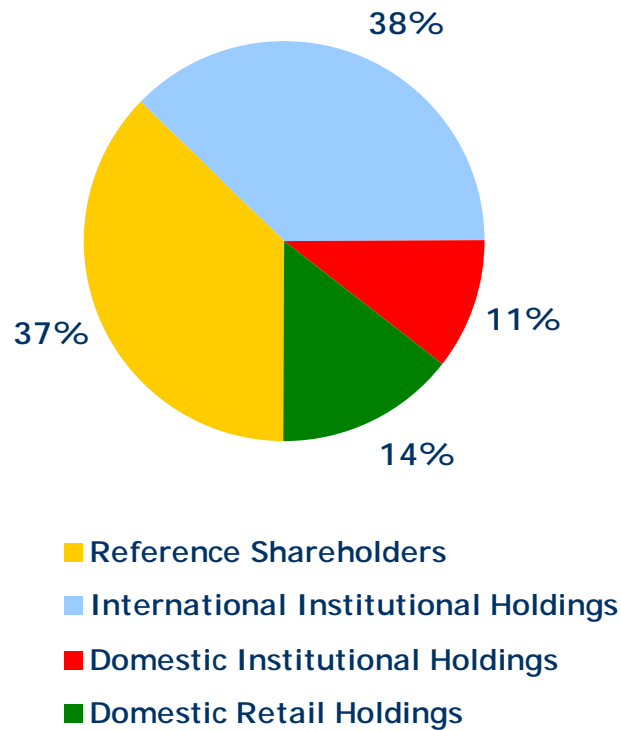


Equity 04e > € 2,100 mn
Net Debt 04e < € 1,200 mn

- Consistent capital structure**
- Efficient cost of resources
 - Maximize ROE
 - Promote profitable growth

- Fixed Assets
- Shareholders' Equity
- Goodwill
- Other LT Liabilities
- Working Capital
- Net Debt

Shareholders Breakdown*



High liquidity

- Free float = 63%
- Average daily volume > € 20 mn

Strong international presence

Long-Term commitment from

Reference shareholders:

- CF Alba (March family) 15.5%
- CF Alcor (AC+AA) 9.3%
- Florentino Pérez (CEO) 5.1%
- Other 7.5%

* Source: 2004 AGM Data

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Spanish Construction industry in 2003

5th market

13% of EU Construction activity

**European
Union**

Total Production: € 113 bn

Contribution to GDP > 15%

Public Administration < 25%

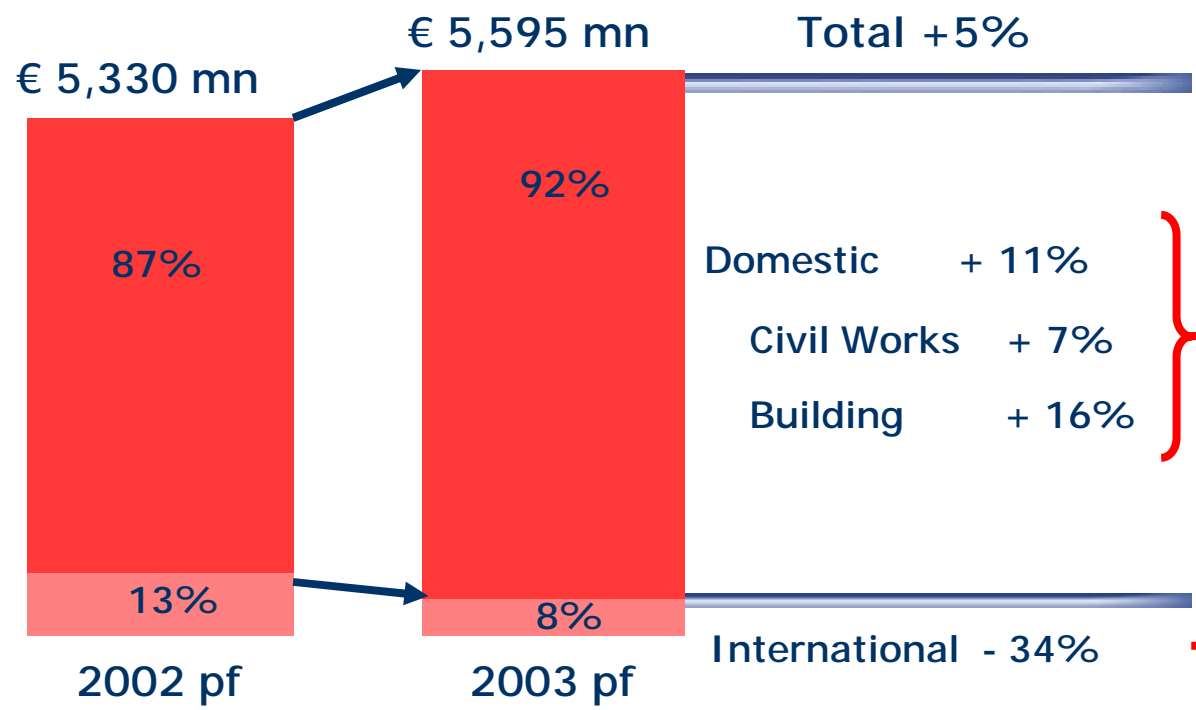
**Spanish
Economy**

People employed: 1.8 mn

12% Total employment

Immigration as a source of manpower

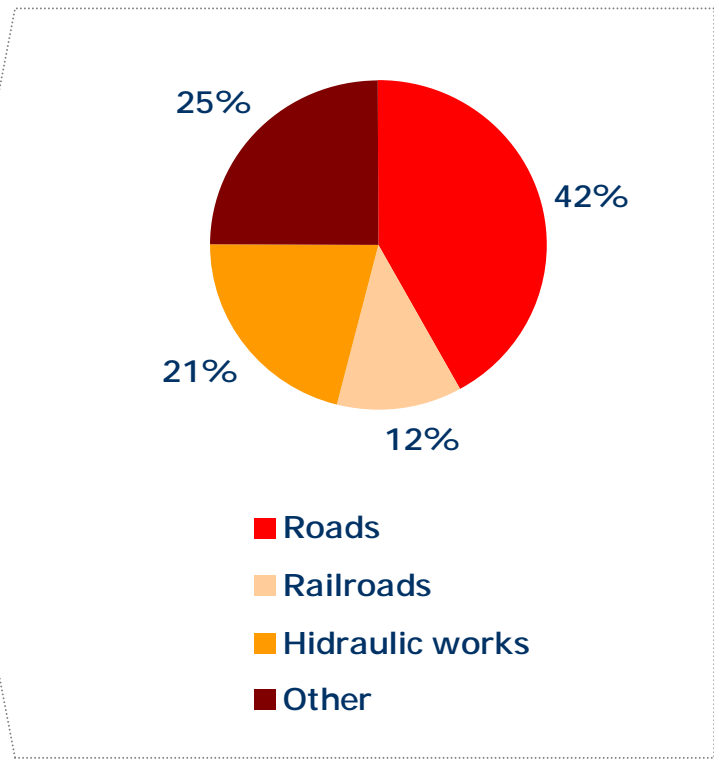
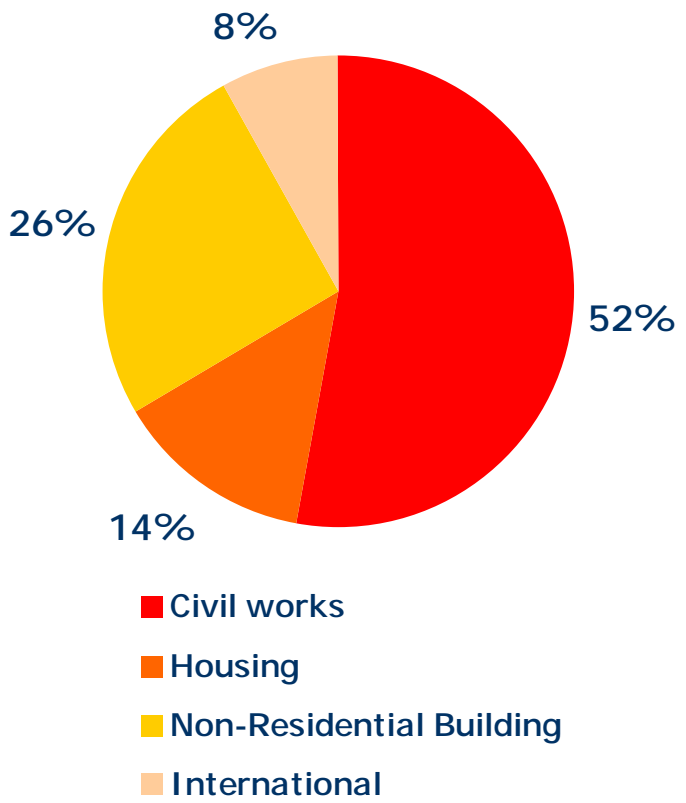
Revenues growth



A clear leader in Spain

Focused on concessions & countries with strong local presence

2003 Pf Revenues Breakdown



(Million Euros)

| | 2002 pf | 2003 pf | Var. | 1Q04 | Var. 1Q04/1Q03 |
|------------------------|---------|---------|--------|-------|-------------------|
| Sales | 5,330 | 5,595 | +5.6% | 1,218 | -6.8% |
| EBITDA | 385 | 424 | +10.1% | 88 | +2.6% |
| Margin | 7.2% | 7.6% | | 7.3% | |
| EBIT | 312 | 331 | +6.0% | 69 | +1.0% |
| Margin | 5.9% | 5.9% | | 5.6% | |
| Ordinary Profit | 320 | 341 | +6.6% | 74 | +5.9% |
| Margin | 6.0% | 6.1% | | 6.0% | |
| Net Profit | 225 | 215 | -4.3% | 51 | +15.3% |
| Margin | 4.2% | 3.8% | | 4.2% | |
| Tax Rate | 28.1% | 32.4% | | 31.1% | |

Solid Backlog

€ 8.2 bn
18 Months



1Q04

■ Civil Works ■ Building ■ International

Competitive Advantages

- Highly competitive position in public sector projects
 - Proven quality and technical capacity
 - Wide global multi-disciplinary experience
 - Solid backlog
- Wide geographical presence
 - Complete domestic coverage
 - Operations in more than 15 countries
- Corporate reputation
 - Worldwide prestige
 - Technical awareness

Strategic Positioning - Targets

Maintain long term consistent growth in line with the industry

Consolidate profitability through focusing on projects of:

- Significant size
- Value added
- High specialization

Selective international expansion:

- Presence in stable countries with long-term prospects
- Concession projects

Leading provider of applied engineering & support services

1 in Industrial Services in Spain, Portugal and Latam

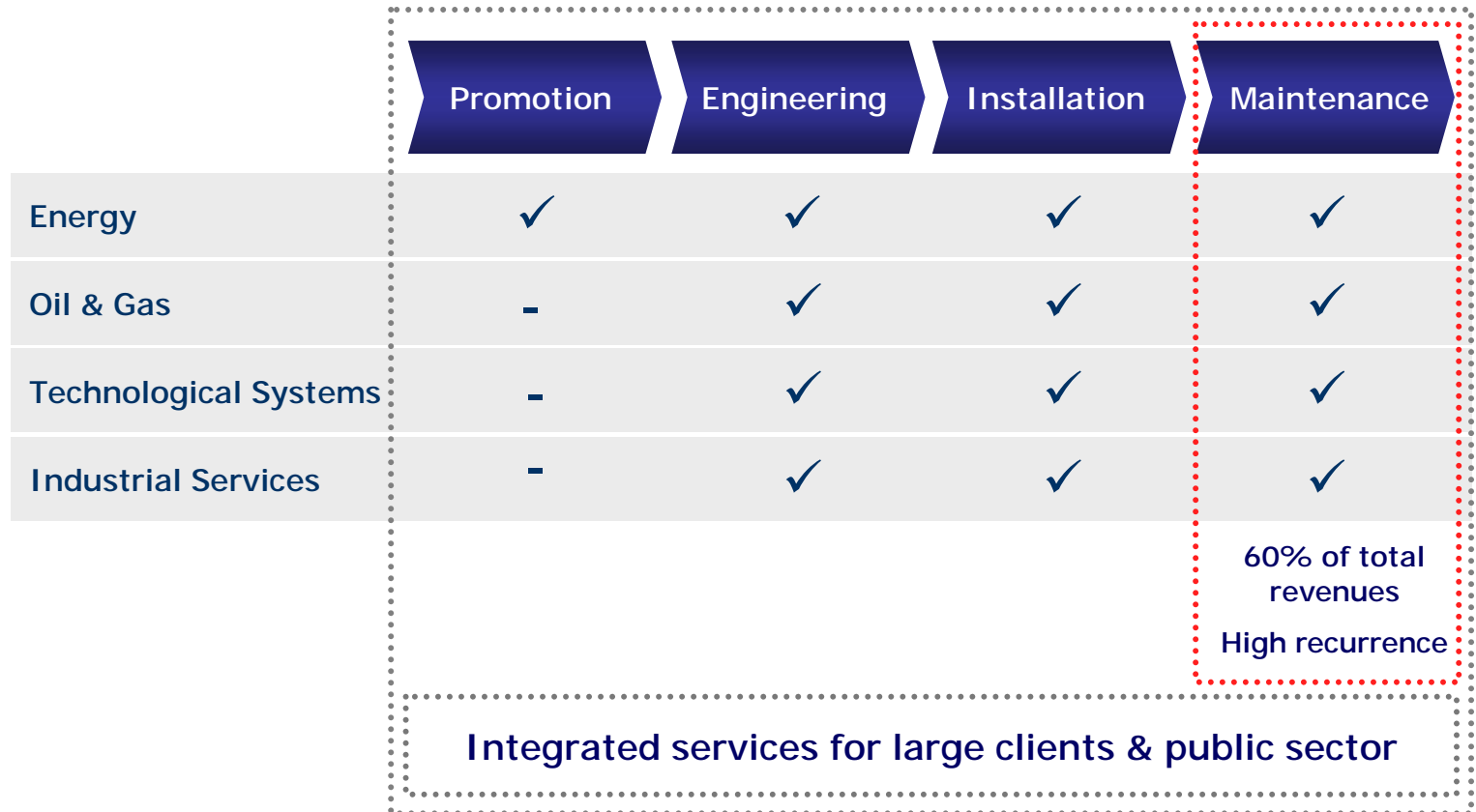
Own corporate culture, with more than 75 years of experience providing services to our clients

Main supplier of the energy operators for the development & maintenance of installations

Significant agent in the development & maintenance of technological systems

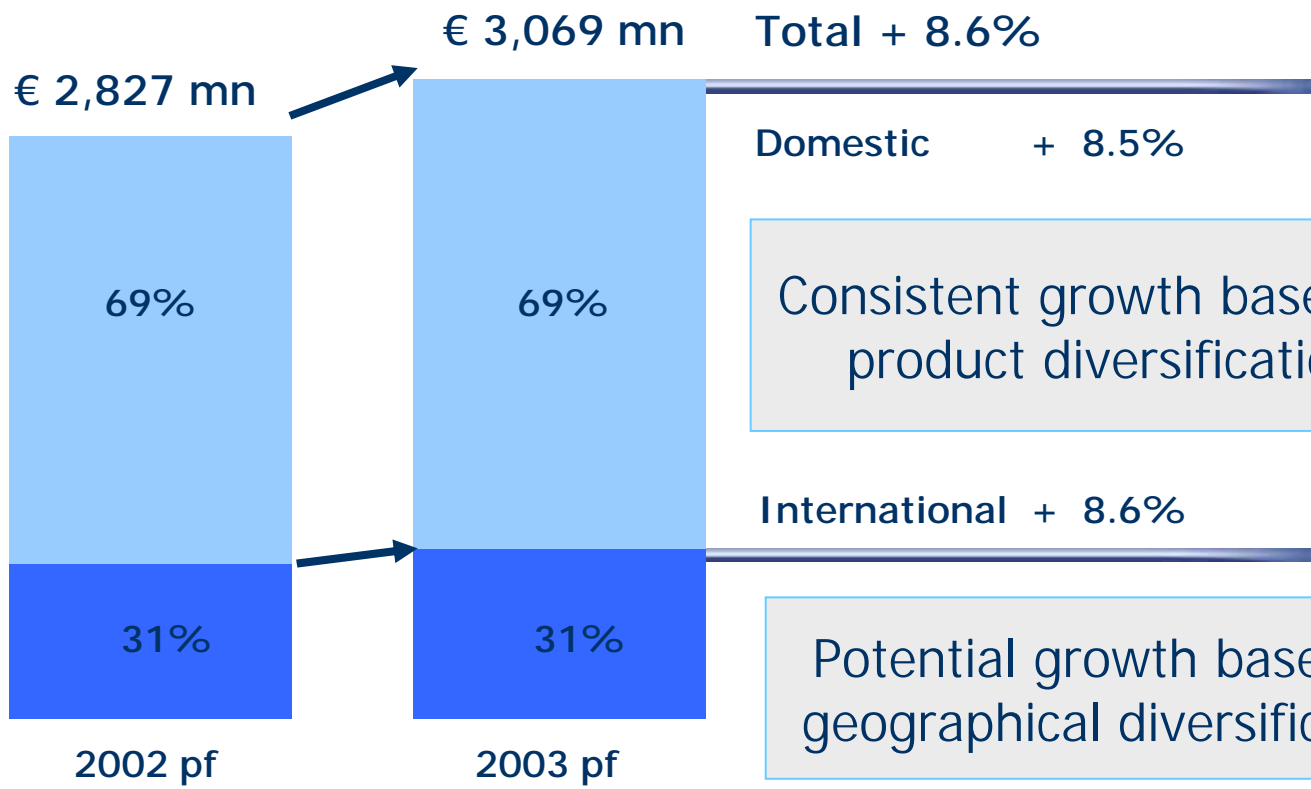
Leader in other fields related to engineering, installing & maintaining industrial infrastructures

Positioned throughout the value chain



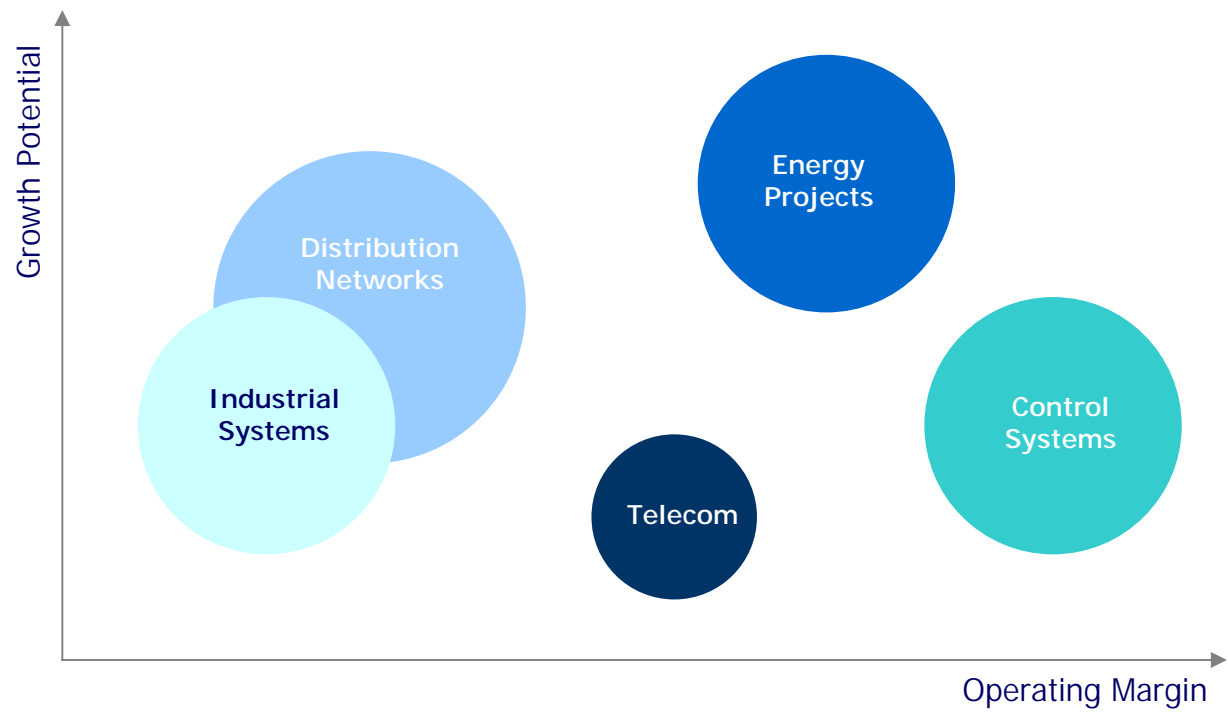
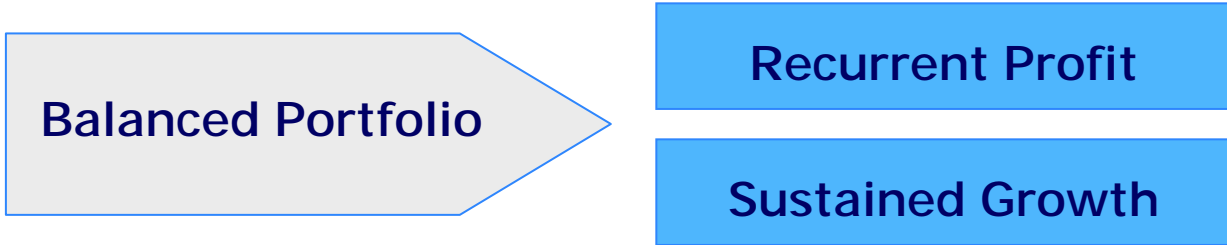
An unrivalled leader

Revenues



Consistent growth based on product diversification

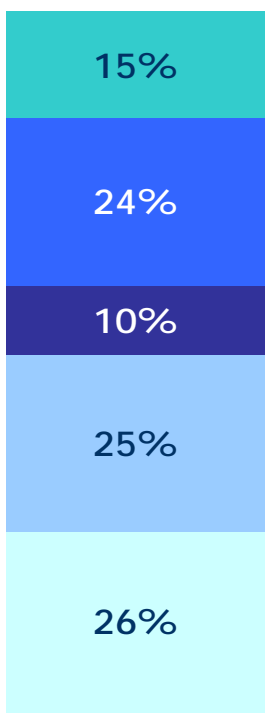
Potential growth based on geographical diversification



2003 pf Revenues Breakdown

€ 3,069 mn

2003 Growth



■ Control Systems

+ 1.0%

■ Energy Projects

+ 28.0%

■ Telecom

- 18.1%

■ Distribution Networks

+ 12.8%

■ Industrial Systems

+ 7.5%

Control Systems

Revenues

| |
|----------|
| € 446 mn |
| |
| |
| |
| |

- Design, engineering, construction, operation and maintenance of: traffic management systems, public street lighting and other signaling and control systems, and railway systems, including high speed lines and urban transportation



2003 pf

Energy Projects

Revenues



2003 pf

- Turn-key construction of power generation plants: C.C.G.T., thermal, cogeneration, renewable energy,...
- Electrical installations: substations and transformation centers for generating, conveying and distribution power
- Other projects: off-shore crude oil extraction platforms, thermal power stations, desalinization plants...



Telecom

Revenues

| |
|----------|
| |
| |
| € 301 mn |
| |
| |

2003 pf

Engineering, new construction and maintenance of telecom networks and technical equipment for landline, wireless and mobile telephony, as well as radio link-up, microwave and other systems



Distribution Networks

Revenues

| |
|----------|
| |
| |
| |
| € 781 mn |
| |

2003 pf

Engineering, new construction and maintenance of electric, gas and water distribution and transportation networks



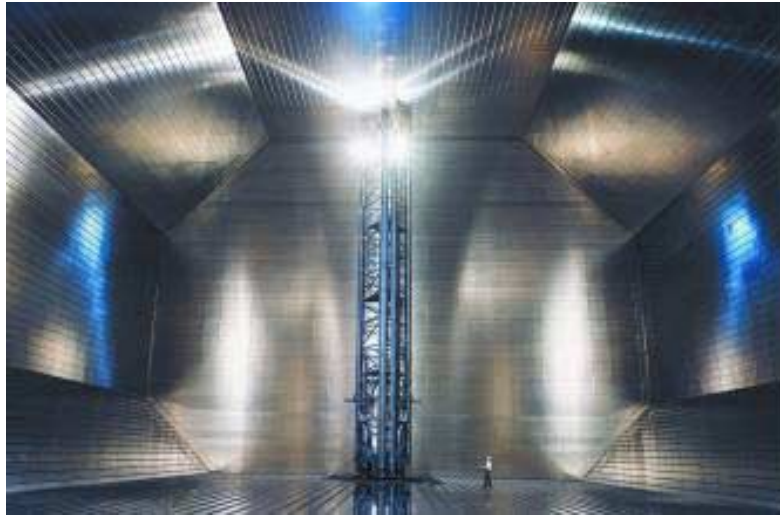
Industrial Systems

Revenues

| |
|----------|
| |
| |
| |
| |
| € 813 mn |

2003 pf

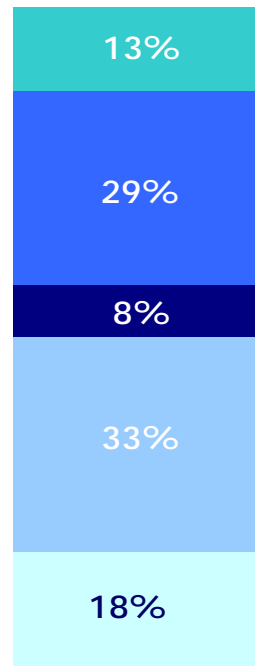
- Support services for heavy industries, manufacturing, petrochemicals, refineries, cement, ship building
- Low tension electrical & mechanical installations for building & industrial facilities
- Industrial air conditioning & cooling systems
- Industrial & infrastructure facility management



| (Million Euros) | 2002 pf | 2003 pf | Var. | 1Q04 | Var. 1Q04/1Q03 |
|------------------------|--------------|--------------|---------------|--------------|-------------------|
| Sales | 2,827 | 3,069 | +8.6% | 765 | +3.9% |
| EBITDA | 246 | 278 | +13.0% | 63 | +16.5% |
| Margin | 8.7% | 9.0% | | 8.2% | |
| EBIT | 202 | 227 | +12.3% | 52 | +11.4% |
| Margin | 7.2% | 7.4% | | 6.7% | |
| Ordinary Profit | 157 | 199 | +26.7% | 49 | +10.0% |
| Margin | 5.6% | 6.5% | | 6.4% | |
| Net Profit | 100 | 132 | +32.6% | 33 | +6.2% |
| Margin | 3.5% | 4.3% | | 4.3% | |
| Tax Rate | 32.1% | 29.7% | | 32.1% | |

Solid foundations for future growth: Strong Backlog

€ 3,249 mn



1Q 04

■ Control Systems
 ■ Energy Projects
 ■ Telecom
■ Distribution Networks
 ■ Industrial Systems

Competitive Advantage

- Unrivalled leadership position
- State-of-the-art technical qualification
- Processes and services integration capacity
- Wide geographical reach
 - 50 countries
 - 200 operational centres in Spain
- Dynamic and efficient structure
 - Strong corporate culture
 - Geographic/ product matrix structure
 - Compensation scheme linked to objectives
- Business diversification

Targets: Selective growth to maximize profitability

Lead sector growth in the coming years

Improve productivity

Growth in value added services

Strict cost-control policy

Geographical expansion based on strict profitability criteria

Investment in promotion of technology-intensive businesses

A Benchmark for the sector

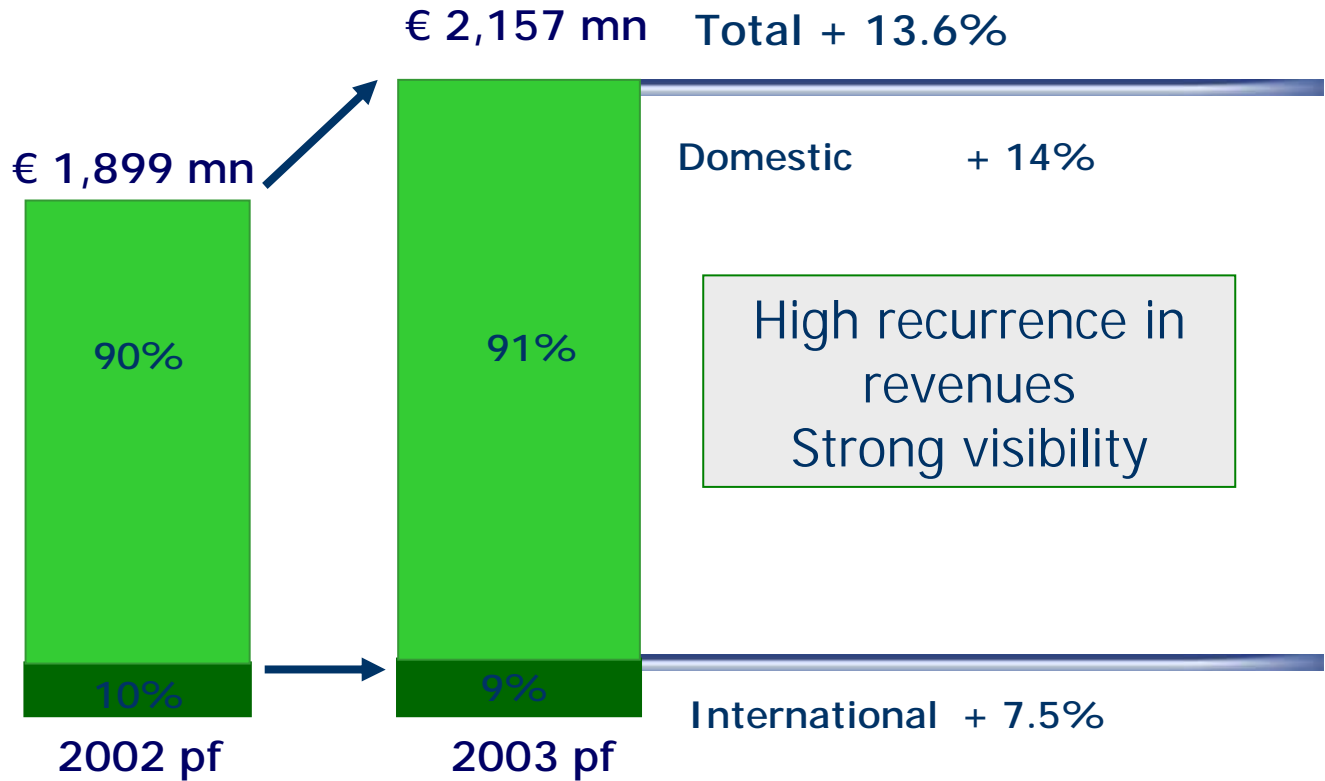
1 in Environmental Services in Spain

1 in Facility Management in Spain

1 in Ports & Logistics in Spain

2 in Road Passenger Transportation in Spain

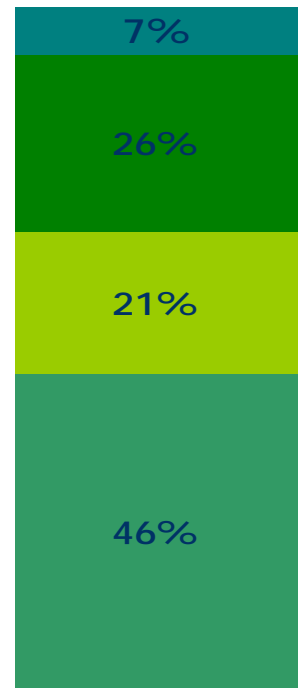
Sustained Revenues Growth



High recurrence in revenues
Strong visibility

2003 pf Revenues Breakdown

€ 2,157 mn

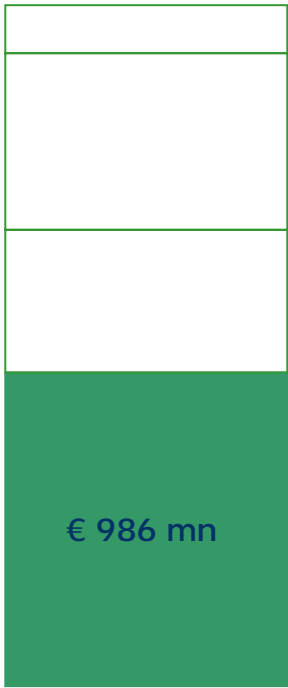


2003 Growth

| | |
|-----------------------|---------|
| ■ Transportation | + 1.0% |
| ■ Ports & Logistics | + 10.8% |
| ■ Facility Management | + 15.6% |
| ■ Environmental | + 9.1% |

Environmental Services

Revenues



2003 pf

- Urban Solid Waste (USW) management and treatment
 - Collection & street cleaning
 - Treatment Plants
 - Landfills
 - Waste to Energy Plants
- Special Waste management: Hospital & industrial waste



Facility Management

Revenues



- Integrated building maintenance & cleaning
- Gardening, reforestation and landscape restoration
- Airports´ multiservices
- Social-sanitary services



2003 pf

Ports & Logistics

Revenues

| |
|-------|
| |
| € 552 |
| |
| |

2003 pf

- Integral operator of the logistics chain:
 - Port handling
 - Shipping Agent
 - Land, air and sea forwarding
 - Combined transport & specialized logistics



Transportation

Revenues

| |
|-----------------|
| € 157 mn |
| |
| |
| |

2003 pf

- Scheduled passenger service on a concession basis:
 - Long distance, interurban and urban road transportation
 - Services in the Madrid, North of Spain, Catalonia and Andalusia:
 - Constant demand of the consolidated routes
 - New routes through concession acquisitions
- Continental Rail: shipping materials by rail

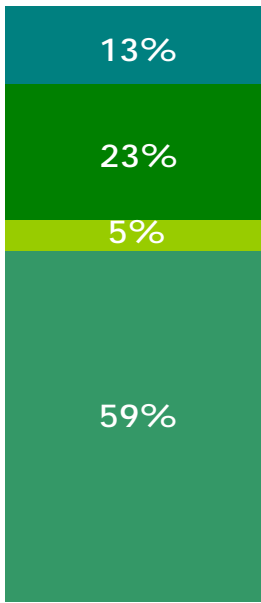


| (Million Euros) | 2002 pf | 2003 pf | Var. | 1Q04 | Var. 1Q04/1Q03 |
|----------------------------------|--------------|--------------|---------------|--------------|-------------------|
| Sales | 1,899 | 2,157 | +13.6% | 540 | +9.7% |
| EBITDA | 231 | 275 | +19.2% | 65 | +18.9% |
| Margin | 12.1% | 12.8% | | 11.9% | |
| EBIT | 123 | 143 | +16.4% | 33 | +13.0% |
| Margin | 6.5% | 6.6% | | 6.0% | |
| Ordinary Profit | 80 | 91 | +13.4% | 20 | +17.2% |
| Margin | 4.2% | 4.2% | | 3.7% | |
| Net Profit ⁽¹⁾ | 101 | 64 | -36.9% | 13 | -10.5% |
| Margin | 5.3% | 3.0% | | 2.3% | |
| Tax Rate | 10.6% | 26.1% | | 34.5% | |

⁽¹⁾ 2002 pf includes the gains from the sale of Redal (Marocco). The Net Profit decrease in 1Q/04 is exclusively due to the decrease of the Extraordinary Result (€ 3.5 mn less than in 1Q/03) and to the significant increase of the tax rate (7.5 percentage points over 1Q/03)

Double digit growth rates 2003-06

€ 11,638 mn
(65 Months)



1Q 04

- Facility Management
- Passenger Transportation
- Ports & Logistics
- Environment

Competitive Advantages

- Technological leadership in environmental services:
 - SUW: Incineration, biological treatment, compost
 - Special Waste: Toxic waste, oil, sanitary waste
- Leadership in domestic port activity
- Critical mass benefit from economies of scale
- Geographical reach
 - Over 300 centres
 - Population covered > 50 mn
- Wide range of services per client type

Targets: Focus on Growth

Maintain double digit growth rates over the next 3 years

Lead the solid urban waste sector

Expansion in Port and Logistics Services

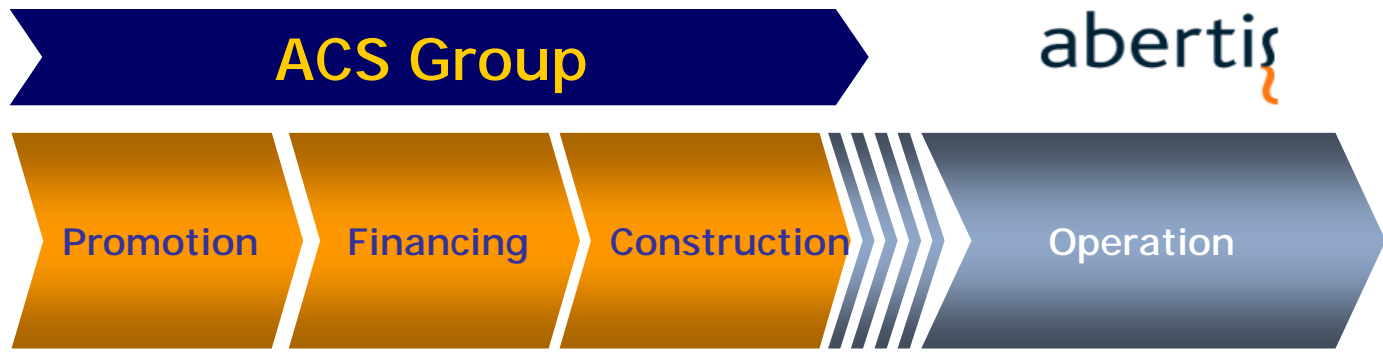
Consolidate international operations focusing on profitability

Promote new complementary business areas



Infrastructure promotion world leader

Coverage of the whole value chain



22 concessions in highways, airports, railroads, with a total equity investment of aprox. € 574 mn

ACS holds 13% of Abertis, valued at € 1.0 bn

Diversified Projects Portfolio

International expansion in stable countries

Attractive profitability

| CONCESSIONS | ACS invested funds* | Country |
|---|---------------------|----------------|
| A8 Toll Road - Bidelan Guipuzkoako Autobideak | 3 | Spain |
| Central Gallega Highway (Santiago Orense) | 5 | Spain |
| De La Mancha Highway | 17 | Spain |
| Alicante Ring Road | 25 | Spain |
| R-2 Trunk Road and M-50 | 28 | Spain |
| R-3 & R-5 Trunk Roads and M-50 | 31 | Spain |
| Ruta de los Pantanos Shadow Toll Highway | 4 | Spain |
| North Américo Vespucio Electronic Toll Highway | 83 | Chile |
| Autopista Central (North South) Electronic Toll Highway | 131 | Chile |
| Santiago Valparaiso (Rutas del Pacifico) Toll Highway | 53 | Chile |
| Celtic Roads Group Project (Dundalk) | 6 | Ireland |
| Scut da Beira Interior Motorway | 10 | Portugal |
| A-1 Darrington-Dishforth Motorway | 6 | United Kigdom |
| A-13 Thames Gateway Motorway | 11 | United Kigdom |
| Platinum Corridor Toll Road | 15 | South Africa |
| TOTAL HIGHWAYS | 428 | |
| SCL | 5 | Chile |
| Aerocali | 2 | Colombia |
| Montego Bay | 4 | Jamaica |
| AMP (Aeropuertos Mexicanos del Pacifico) | 71 | Mexico |
| TOTAL AIRPORTS | 82 | |
| Railroad connection Figueras Perpignan | 17 | Spain - France |
| Seville Subway (Guadalmetro) | 19 | Spain |
| Fenoco | 28 | Colombia |
| TOTAL RAILWAYS | 64 | |
| TOTAL CONCESSIONS | 574 | |

* Expected 2004 year-end invested funds



Selective investments with recurring returns

Targets

- Lead the global market in promotion of concessions
- Develop a diversified portfolio of projects
- Foster international expansion in countries with stable environment
- Achieve attractive returns by leveraging on the group's capabilities in all the stages of the project

Competitive advantage

- Excellent and proven experience over 30 years:
 - Bid
 - Financing
 - Construction
 - Execution

Reliability
- Complementary to other activities of the Group
- Leading industrial shareholder in Abertis
- Strong value creation track-record in the concessions under management

The ACS Group

ACS Business Areas

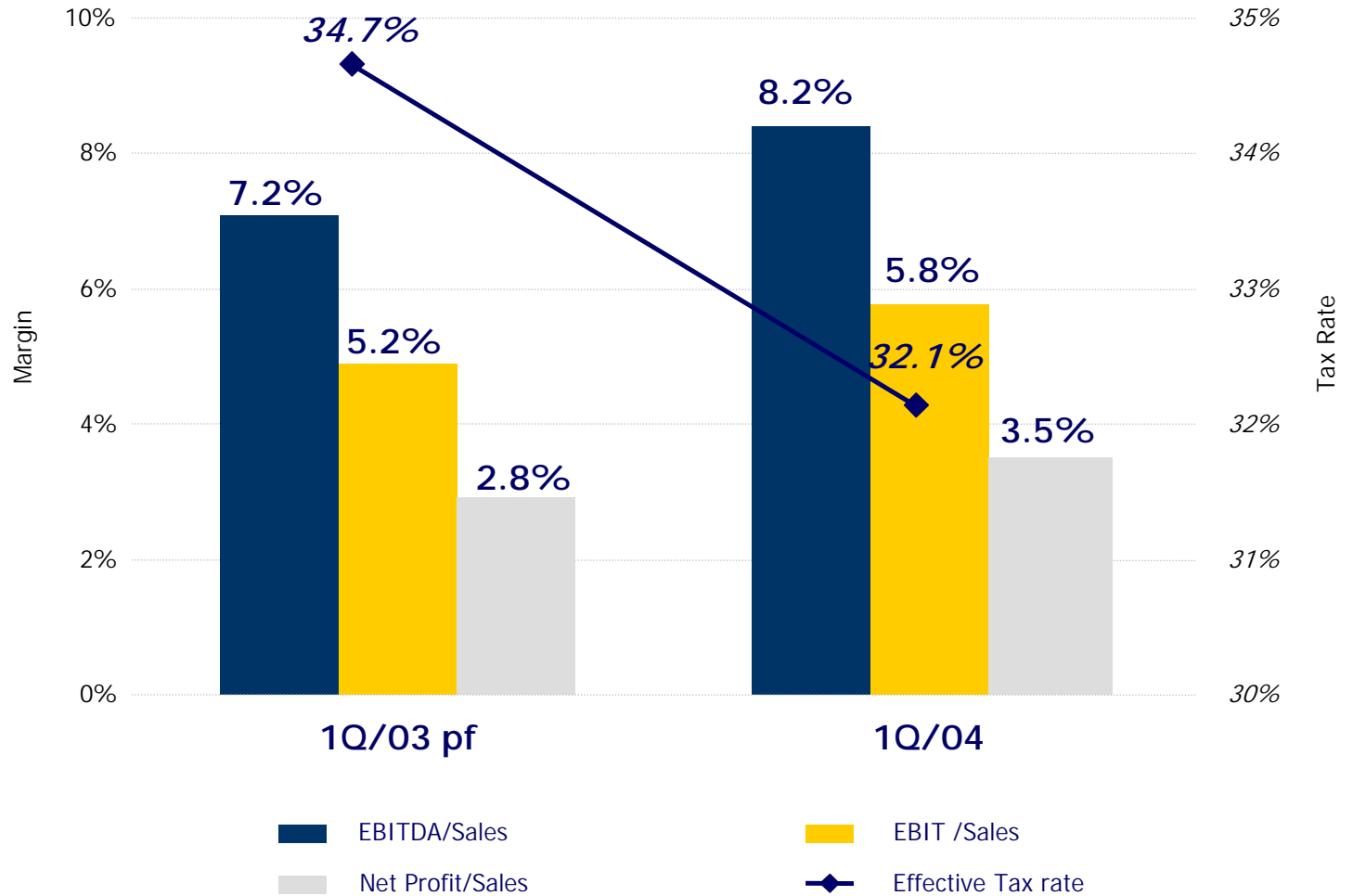
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| (Million Euros) | 2002 pf | 2003 pf | Var. | 1Q04 | Var. 1Q04/1Q03 |
|----------------------------|--------------|--------------|----------------|--------------|----------------|
| Sales | 9,962.1 | 10,733.6 | + 7.7% | 2,506.4 | + 0.2% |
| Operating Expenses | (9,159.1) | (9,801.8) | | (2,301.3) | |
| EBITDA | 803.1 | 931.8 | + 16.0% | 206.1 | + 13.9% |
| Depreciations/Provisions | (226.4) | (282.8) | | (61.8) | |
| EBIT | 576.6 | 649.0 | + 12.5% | 144.3 | + 10.4% |
| Financial Results | (128.6) | (118.5) | | (19.1) | |
| Profit Equity accounted | 55.3 | 67.8 | | 17.1 | |
| Goodwill amortization | (59.9) | (61.0) | | (16.0) | |
| Ordinary Profit | 443.4 | 537.3 | + 21.2% | 126.2 | + 17.6% |
| Extraordinary Results | (51.1) | (38.5) | | (4.0) | |
| Profit before Taxes | 392.3 | 498.9 | + 27.2% | 122.2 | + 21.2% |
| Corporate Income Tax | (62.1) | (109.7) | | (33.8) | |
| Minorities | (3.8) | (8.9) | | (0.7) | |
| Net Profit | 326.4 | 380.3 | + 16.5% | 87.8 | + 24.4% |
| <i>Effective Tax Rate</i> | <i>16.4%</i> | <i>25.4%</i> | | <i>32.1%</i> | |

1Q04 Operating Ratios Performance

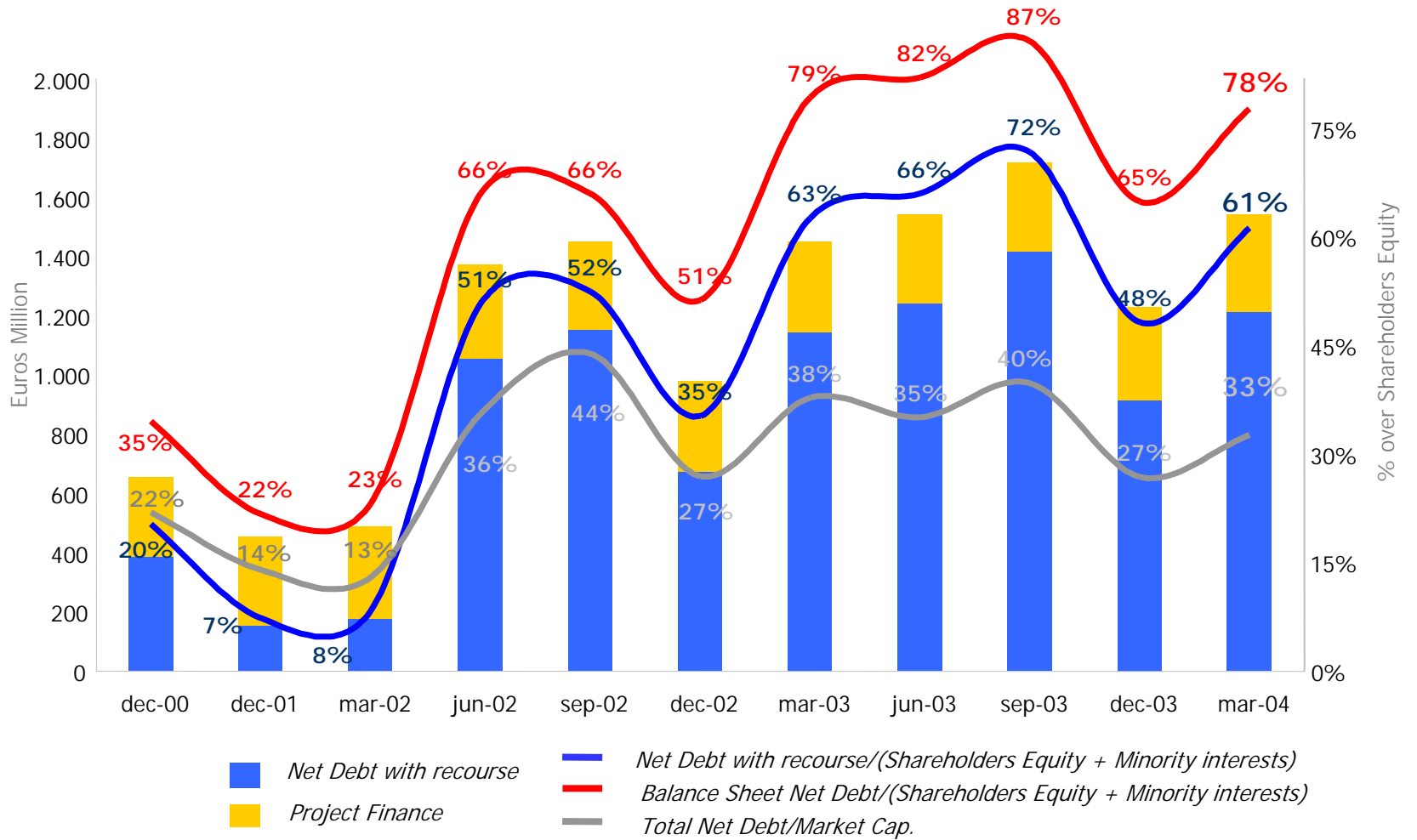


| (Euros Million) | Mar-03 pf | Dec-03 | Mar-04 | Var. Mar-04/Mar-03 |
|---|----------------|----------------|----------------|-----------------------|
| Fixed Assets | 3,086.0 | 3,407.0 | 3,554.4 | +15.2% |
| Goodwill | 1,056.7 | 1,039.9 | 1,061.7 | +0.5% |
| Working Capital ⁽¹⁾ | (423.4) | (658.8) | (409.8) | -3.2% |
| <i>Days of Sales</i> | (15) | (22) | (14) | -6.7% |
| Total Assets | 3,719.3 | 3,788.1 | 4,206.3 | +13.1% |
| Shareholders Equity | 1,750.7 | 1,796.4 | 1,890.7 | +8.0% |
| Other long term liabilities ⁽²⁾ | 520.0 | 761.1 | 773.0 | +48.7% |
| Net Debt | 1,448.6 | 1,230.6 | 1,542.5 | +6.5% |
| Project finance | 305.1 | 316.2 | 327.4 | +7.3% |
| Net debt with recourse | 1,143.5 | 914.4 | 1,215.1 | +6.3% |
| <i>Gearing ⁽³⁾</i> | 62.6% | 48.2% | 61.3% | -2.1% |
| Total Equity & Liabilities | 3,719.3 | 3,788.1 | 4,206.2 | +13.1% |

(1) Dec-03 included the 2003 interim dividend accrued of € 42.7 mn, paid in Jan.-04

(2) Minority Interests + Consolidation Neg. Dif. + Deferred Income + Risks and Charges Provisions + Other long term payables

(3) Net Debt with recourse / (Shareholders Equity + Minority Interests)



| (Million Euros) | 2002 pf | 2003 pf |
|---|----------------|----------------|
| Cash Flow from Operations | 578.1 | 743.8 |
| Working Capital Variations | 338.7 | 74.6 |
| Cash Flow from Operating Activities | 916.7 | 818.5 |
| Investments | (843.6) | (657.5) |
| Disposals of Assets | 386.3 | 114.5 |
| Net Investments | (457.3) | (543.0) |
| Bank Financing | 506.5 | 424.2 |
| Treasury Stock Canc. + Dividends ⁽¹⁾ | (1,019.6) | (440.8) |
| Other long term financing | 16.9 | (86.6) |
| Cash Flow from Financing Activities | (496.2) | (103.2) |
| <i>Cash Variation</i> | <i>(36.7)</i> | <i>172.3</i> |

(1) € 900 mn from the acquisition to the SCH of the 23.5% plus € 58 mn from DRC Treasury Stock acquisition and € 62 mn of 2002 Dividends paid; € 385 mn of the 10% DRC Takeover Bid in March 2003 and € 56 mn in dividends paid during 2003

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ACS Business Areas

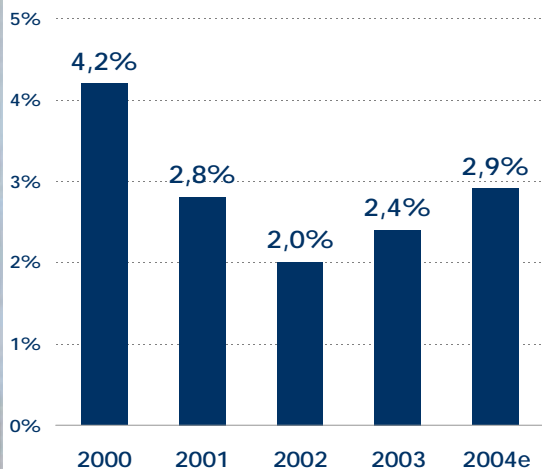
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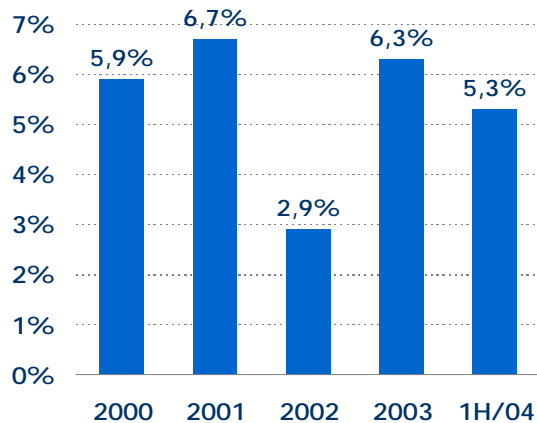
Domestic demand backed by solid economic drivers...

Spain's GDP growth

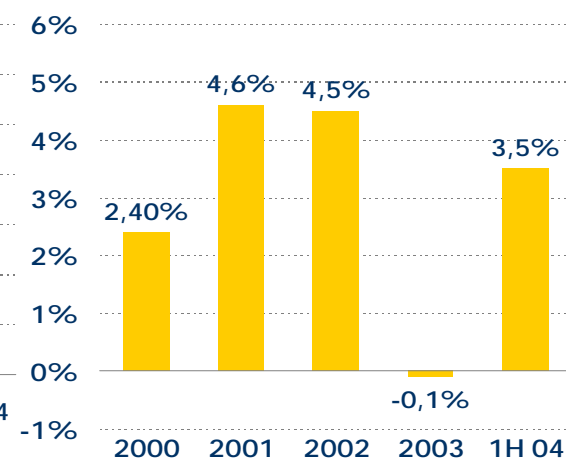


2004e: Eur Comission (March 04)

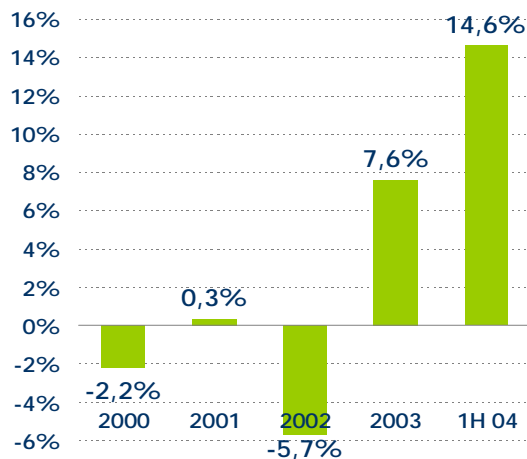
Spain's Electricity growth



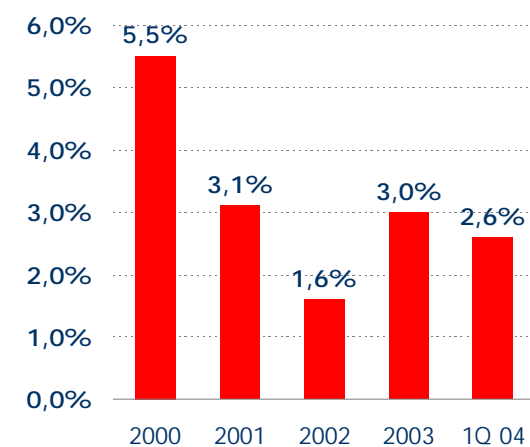
Spain's Tourists growth



Spain's Car Sales growth



Spain's Employment Growth



...which requires continuous Capex in Infrastructure Projects

National Infrastructure Plan (2000 – 2010)

| | | |
|--------------------------|-------------------|---|
| Total Investments | € 104.8 bn | (20% financed by EU) |
| Highways | € 39.8 bn | Complete the high capacity road network |
| Railroads | € 40.5 bn | Update current railway communications (HST) |
| Airports | € 11.4 bn | New airports infrastructures |
| Ports | € 9.5 bn | Modernisation & enlargement Spanish ports |
| Others | € 3.6 bn | Post & other actions related to transport |

| | | | |
|-------------------------|--------------------|--------------------|--------------------|
| Budget breakdown | 2000 - 2004 | 2005 - 2006 | 2007 - 2010 |
| | € 43 bn | € 17.3 bn | € 44.5 bn |

- European funds committed to works ending beyond 2010
- Spanish public funds guaranteed by trigger mechanism (*EU funds subjected to domestic funds allocation*)
- PFI traditionally used in the Spain's infrastructures development programs

New Strategic Plan to be delivered by the new Government on 4Q/04

- Review the current projects
- Promote public transport (railroads) and a inter-city "grid" network (highways)
- Extend the Plan till 2012 or 2015

National Energy Plan (2002 – 2012)



Government's policy to assure that current supply and additional installed capacity will satisfy new demand from the market with an appropriate mix of energy sources in order to meet the Kyoto Protocol

Electricity

- Construction & maintenance of power generation plants:
 - CCGT
 - Cogeneration
 - Renewable Energy
- Installation & maintenance of the electric grid:
 - HT & MT transmission lines
 - Transformers
 - LT distribution lines

Oil & Gas

- Construction of operating and drilling structures
- Development of storage facilities
- Construction & enlargement of pipelines
- Installation & maintenance of industrial networks
- Development of gas home distribution

Utilities & Industrial Corp.

- Enhancement of productivity in order to increase competitiveness in a more liberalized industry
- Introduction of flexibility in own organizations to gain efficiency
- Capacity to expand dynamically new activities into domestic & international markets

Public Administrations

- Optimize public spending in accordance to social demands
- Improve current public services: waste and water management, traffic systems, facility management, etc.
- Implement new products & technologies to enhance the services provided to population



Strong growth potential of profitable and recurrent businesses

The ACS Group

ACS Business Areas

Key Financial Figures

Market Opportunities

Conclusions

Value-creation oriented strategy

High visible & recurrent cash flow generation

Committed management team with proven track record

Good position to benefit from attractive opportunities in the infrastructure sector across Europe

Solid financial structure

Business Plan 2003 - 2007

Revenues

CAGR

5% - 10%

EPS

10% - 15%

Dividend Policy

Pay out

≈ 30%