



**PROPOSALS FOR AGREEMENT
GENERAL SHAREHOLDERS' MEETING
SACYR VALLEHERMOSO, SA
16/17 JUNE, 2009**

Seven.- Reappointment of the Accounts Auditor.

PROPOSAL:

Reappointment of Ernst & Young SL as auditor for the Company and its consolidated group. Ernst & Young will carry out auditing for 2009. The Board of Directors is empowered to draw up the corresponding Service Contract, with the clauses and terms which it considers appropriate. The Board is also granted the power to make any necessary amendments to the contract, according to legislation in force at any given time.

Ernst & Young (T.I.N. B78970506) is registered with the Madrid Commercial Registry (*Registro Mercantil de Madrid*) at Volume 12,749, Section 8, Sheet 215, Page M-23.123. The firm's registered address is Plaza Pablo Ruiz Picasso, s/n, Madrid; and it is registered in the Official Registry of Account Auditors (*Registro Oficial de Auditores de Cuentas*) under entry 50530.