Report on Limited Review

OPDENERGY HOLDING, S.A. AND SUBSIDIARIES
Interim Condensed Consolidated Financial Statements
and Interim Management Report
for the six-month month period ended
June 30, 2023

Building a better working world

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REPORT ON LIMITED REVIEW OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Translation of a report and interim financial statements originally issued in Spanish. In the event of discrepancy, the Spanish language prevails (See Note 21).

To the shareholders of OPDENERGY HOLDING, S.A. at the request of the Company's directors

Report on the interim condensed consolidated financial statements

Introduction

We have carried out a limited review of the accompanying interim condensed consolidated financial statements (hereinafter the interim financial statements) of Opdenergy Holding, S.A. (hereinafter the parent) and subsidiaries (hereinafter the Group), which comprise the balance sheet at June 30, 2023, the income statement, the statement of total changes in equity, the cash flow statement, the statement of recognized income and expense and the notes thereto, all of which have been condensed and consolidated, for the six-month period then ended. The parent's directors are responsible for the preparation of said interim financial statements in accordance with the requirements established by IAS 34, "Interim Financial Reporting," adopted by the European Union for the preparation of interim condensed financial reporting as per article 12 of Royal Decree 1362/2007. Our responsibility is to express a conclusion on these interim financial statements based on our limited review.

Scope

We have performed our limited review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Reporting Performed by the Independent Auditor of the Entity." A limited review of interim financial statements consists of making inquiries, primarily of personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A limited review is substantially less in scope than an audit carried out in accordance with regulations on the auditing of accounts in force in Spain and, consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion on the accompanying interim financial statements.

Conclusion

During the course of our limited review, which under no circumstances can be considered an audit of accounts, no matter came to our attention which would cause us to believe that the accompanying interim financial statements for the six-month period ended June 30, 2023 have not been prepared, in all material respects, in accordance with the requirements established in International Accounting Standard (IAS) 34, "Interim Financial Reporting," as adopted by the European Union in conformity with article 12 of Royal Decree 1362/2007 for the preparation of interim condensed financial statements.

Emphasis of matter paragraph

We draw attention to the matter described in Note 2 of the accompanying explanatory notes, which indicates that the abovementioned accompanying interim financial statements do not include all the information that would be required for complete consolidated financial statements prepared in accordance with International Financial Reporting Standards, as adopted by the European Union. Therefore, the accompanying interim financial statements should be read in conjunction with the Group's consolidated financial statements for the year ended December 31, 2022. This matter does not modify our conclusion.

Report on other legal and regulatory requirements

The accompanying interim consolidated management report for the six-month period ended June 30, 2023 contains such explanations as the parent's directors consider necessary regarding significant events which occurred during this period and their effect on these interim financial statements, of which it is not an integral part, as well as on the information required in conformity with article 15 of Royal Decree 1362/2007. We have checked that the accounting information included in the abovementioned report agrees with the interim financial statements for the six-month period ended on June 30, 2023. Our work is limited to verifying the interim consolidated management report in accordance with the scope described in this paragraph, and does not include the review of information other than that obtained from the accounting records of Opdenergy Holding S.A. and its subsidiaries.

Paragraph on other issues

This report has been prepared at the request of the management of the parent, Opdenergy Holding, S.A., with regard to the publication of the half yearly financial report required by article 100 of the Law 6/2023, of March 17, of the Securities Market Law and Investment Services.

ERNST & YOUNG, S.L.

(Signed on the original version in Spanish)

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José Agustín Rico Horcajo

September 26, 2023

Opdenergy Holding, S.A. and Subsidiaries

Consolidated Summarised Interim Financial Statements

30 June 2023

Translation of financial statements originally issued in Spanish and prepared in accordance with accounting principles generally accepted in Spain. In the event of a discrepancy, the Spanish-language version prevails.

Opdenergy Holding, S.A. and Subsidiaries

CONSOLIDATED BALANCE SHEET AT 30 JUNE 2023 AND 31 DECEMBER 2022 (Notes 1, 2 and 3)

ASSETS	Notes	Thousands of euros 30.06.23	31.12.22
NON-CURRENT ASSETS			
Intangible assets		**3,702**	**4,292**
Goodwill		2,643	2,643
Concessions, patents and licences		615	639
Other intangible fixed assets		444	1,010
Property, plant and equipment	**Note 5**	**958,643**	**681,589**
Land and buildings		6,963	7,104
Plant, machinery, tools, furniture and other items of property, plant and equipment		383,257	332,103
Assets under construction and advances		568,423	342,382
Investment property	**Note 6**	**1,218**	**1,218**
Assets for right of use	**Note 7**	**78,312**	**73,899**
Non-current investments in Group companies and associates	**Note 8**	**19,262**	**13,320**
Interests determined by the equity method		17,618	12,627
Long term loans to companies	**Note 16.2**	1,644	693
Non-current financial investments	**Note 9.1**	**12,296**	**6,479**
Non-Current investments in third parties		7,537	2,867
Long term loans to companies		2,409	2,409
Other financial assets		2,350	1,203
Derivatives	**Note 9.3**	**53,787**	**26,073**
Non-current accruals and deferred income		**1,412**	**1,440**
Deferred tax assets	**Note 14.2**	**35,026**	**90,602**
Total non-current assets		**1,163,658**	**898,912**
CURRENT ASSETS			
Inventories	**Note 11**	**2,016**	**7,620**
Trade and other receivables		**80,713**	**57,191**
Trade receivables for sales and services	**Note 9.1**	45,985	27,077
Receivables from Group companies and associates	**Note 16.2**	74	255
Sundry accounts receivable		1,160	1,260
Current tax assets	**Note 14.1**	10,253	9,563
Other accounts receivable from Tax Authorities	**Note 14.1**	23,241	19,036
Current investments in Group companies and associates	**Note 16.2**	**-**	**2**
Loans to companies		-	2
Current financial assets	**Note 9.1**	**5,755**	**4,754**
Short-term loans to companies		222	111
Other financial assets		5,533	4,643
Current accruals and deferred income		**6,103**	**4,533**
Cash and cash equivalents		**155,792**	**202,528**
Cash		155,792	202,528
Total current assets		**250,379**	**276,628**
TOTAL ASSETS		**1,414,037**	**1,175,540**

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Opdenergy Holding, S.A. and Subsidiaries

CONSOLIDATED BALANCE SHEET AT 30 JUNE 2023 AND 31 DECEMBER 2022 (Notes 1, 2 and 3)

LIABILITIES AND EQUITY	Notes	Thousands of euros	
		30.06.23	31.12.22
EQUITY			
SHAREHOLDERS' EQUITY	**Note 12**	**322,255**	**316,878**
Registered share capital		2,960	2,960
Share premium		199,158	199,158
Treasury shares and interests		(718)	(734)
Reserves and profit/loss from previous years		115,047	51,466
(Profit) or loss for the year attributable to the Parent Company - Profit /(Loss)		5,808	63,209
Other equity instruments		-	819
ADJUSTMENTS FOR CHANGES IN VALUE		**(41,714)**	**(205,771)**
Translation differences		(11,647)	(12,076)
Hedging transactions		(31,190)	(194,877)
Associated company hedging transactions		1,123	1,182
Total equity		**280,541**	**111,107**
NON-CURRENT LIABILITIES			
Long-term provisions	**Note 13**	**7,188**	**7,181**
Non-current payables	**Note 9.2**	**770,286**	**522,277**
Debt instruments and other marketable securities		262,762	194,769
Bank borrowings associated with renewable energy plants		427,127	249,291
Lease liabilities associated with renewable energy plants	**Note 7**	72,036	64,500
Lease liability		8,361	8,655
Other financial liabilities		-	5,062
Derivatives	**Note 9.3**	**74,829**	**194,910**
Deferred tax liabilities	**Note 14.3**	**10,730**	**11,272**
Non-current accruals and deferred income		**3,666**	**3,736**
Total non-current liabilities		**866,699**	**739,376**
CURRENT LIABILITIES			
Short-term provisions	**Notes 13 and 16.3**	**5,076**	**1,305**
Current payables	**Note 9.2**	**100,748**	**36,623**
Debt instruments and other marketable securities		31,720	15,977
Bank borrowings		33,238	-
Bank borrowings associated with renewable energy plants		31,915	13,574
Lease liability	**Note 7**	1,976	1,819
Lease liabilities associated with renewable energy plants	**Note 7**	1,395	4,619
Other financial liabilities		504	634
Trade and other payables		**118,373**	**185,979**
Suppliers		110,312	157,706
Sundry accounts payable		57	7,899
Staff		1,140	1,781
Current tax liabilities	**Note 14.1**	1,053	104
Other payables with public authorities	**Note 14.1**	5,792	2,078
Customer advances	**Note 3**	19	16,411
Derivatives	**Note 9.3**	**42,341**	**100,862**
Short-term accruals and deferred income		**259**	**288**
Total current liabilities		**266,797**	**325,057**
TOTAL EQUITY AND LIABILITIES		**1,414,037**	**1,175,540**

Opdenergy Holding, S.A. and Subsidiaries

CONSOLIDATED INCOME STATEMENT FOR THE SIX-MONTH PERIODS ENDED 30 JUNE 2023 AND 2022 (Notes 1, 2 and 3)

	Notes	Thousands of Euros 30.06.23	Thousands of Euros 30.06.22
Revenue	**Note 15.1**	**78,281**	**34,748**
Changes in inventories of finished goods and work in progress		**(4,211)**	**1,123**
In-house work on non-current assets		**3,567**	**4,013**
Supplies		**(769)**	**(1,282)**
Other operating income		**207**	**474**
Staff costs	**Note 15.2**	**(11,449)**	**(7,418)**
Other operating expenses	**Note 15.3**	**(10,260)**	**(5,611)**
Depreciation and amortisation charge	**Notes 5 and 7**	**(8,189)**	**(6,451)**
Impairment and gains and losses on disposals of non-current assets		**(1,081)**	**(365)**
Excessive provisions		**-**	**-**
Other profit(loss)		**106**	**(50)**
PROFIT (LOSS) FROM OPERATIONS		**46,202**	**19,181**
Finance income	**Note 15.4**	**753**	**280**
Finance costs	**Note 15.5**	**(16,877)**	**(8,846)**
Other income and expenses	**Note 9.3**	**(18,781)**	**5,682**
Exchange gains/(losses)		**(3,062)**	**4,112**
Impairment and gains or losses on disposals of financial instruments		**61**	**-**
FINANCIAL PROFIT (LOSS)		**(37,906)**	**1,228**
Share of profits (loss) of companies accounted for using the equity method	**Note 8**	98	(34)
PROFIT (LOSS) BEFORE TAXES		**8,394**	**20,375**
Income tax	**Note 14**	(2,586)	(3,020)
PROFIT OR LOSS FOR THE YEAR - PROFIT / (LOSS)		**5,808**	**17,355**
Earnings / (Loss) per share attributable to equity holders of the Parent Company Parent Company:			
Basic	**Note 19**	0.04	0.16
Diluted	**Note 19**	0.04	0.16

Opdenergy Holding, S.A. and Subsidiaries

STATEMENTS OF CHANGES IN CONSOLIDATED EQUITY FOR THE SIX-MONTH PERIODS ENDED 30 JUNE 2023 AND 2022 (Notes 1, 2 and 3)

	Share capital	Share premium	Reserves and profit/loss from previous years	Treasury shares and interests	Profit for the Year Attributable to the Parent	Other equity instruments	Translation differences	Hedging transactions	Total
Balance at 1 January 2022	**2,118**	**-**	**76,283**	**-**	**(17,792)**	**-**	**(6,496)**	**(28,770)**	**25,343**
Amendment IAS 16 (Note 2.2)			**711**	**-**	**-**	**-**	**-**	**-**	**711**
AMENDED BALANCE AT 1 JANUARY 2022	**2,118**	**-**	**76,994**	**-**	**(17,792)**	**-**	**(6,496)**	**(28,770)**	**26,054**
Total recognised income and expense	**-**	**-**	**-**	**-**	**17,355**	**-**	**2,282**	**(104,585)**	**(84,948)**
Other changes in Equity	**-**	**-**	**(18,457)**	**-**	**17,792**	**-**	**-**	**-**	**(665)**
- Dividends paid (Note 12)	-	-	(700)	-	-	-	-	-	(700)
- Distribution of 2021 profit or loss	-	-	(17,792)	-	17,792	-	-	-	-
- Other changes	-	-	35	-	-	-	-	-	35
BALANCE AT 30 JUNE 2022 (*)	**2,118**	**-**	**58,537**	**-**	**17,355**	**-**	**(4,214)**	**(133,355)**	**(59,559)**
Total recognised income and expense					**45,854**	-	**(7,862)**	**(60,340)**	**(22,348)**
Transactions with shareholders and owners	**842**	**199,158**	**(6,617)**	**(734)**	**-**	**-**	**-**	**-**	**192,649**
- Capital increases (IPO)	842	199,158	(6,617)	-	-	-	-	-	193,383
- Treasury share purchase	-	-	-	(734)	-	-	-	-	(734)
Other changes in Equity	**-**	**-**	**(454)**	**-**	**-**	**819**	**-**	**-**	**365**
- Distribution of 2021 profit or loss	-	-	-	-	-	-	-	-	-
- Share-based payments	-	-	-	-	-	819	-	-	819
- Other changes	-	-	(454)	-	-	-	-	-	(454)
BALANCE AT 31 DECEMBER 2022	**2,960**	**199,158**	**51,466**	**(734)**	**63,209**	**819**	**(12,076)**	**(193,695)**	**111,107**
Total recognised income and expense	-	-	-	-	**5,808**	-	**429**	**163,628**	**169,865**
Transactions with shareholders and owners	**-**	**-**	**-**	**16**	**-**	**-**	**-**	**-**	**16**
- Treasury share purchase	-	-	-	16	-	-	-	-	16
Other changes in Equity	**-**	**-**	**63,581**	**-**	**(63,209)**	**(819)**	**-**	**-**	**(447)**
- Distribution of 2022 profit or loss	-	-	63,209	-	(63,209)	-	-	-	-
- Share-based payments	-	-	-	-	-	(819)	-	-	(819)
- Other changes	-	-	372	-	-	-	-	-	372
BALANCE AT 30 JUNE 2023	**2,960**	**199,158**	**115,047**	**(718)**	**5,808**	**-**	**(11,647)**	**(30,067)**	**280,541**

Opdenergy Holding, S.A. and Subsidiaries

CONSOLIDATED STATEMENTS OF RECOGNISED INCOME AND EXPENSE FOR THE SIX-MONTH PERIODS ENDED 30 JUNE 2023 AND 2022 (Notes 1, 2 and 3)

	Notes	30.06.23	30.06.22
CONSOLIDATED PROFIT/(LOSS) FOR THE YEAR		**5,808**	**17,355**
Total income and expense recognised directly in consolidated equity		**123,150**	**(132,608)**
Translation differences		429	2,281
For hedging transactions	Notes 9.1 and 10.1	163,628	(179,091)
Tax effect		(40,907)	44,202
Total transfers to consolidated profit or loss		**40,907**	**30,305**
For hedging transactions	Notes 9.1 and 10.1	54,543	24,244
Tax effect		(13,636)	6,061
TOTAL RECOGNISED INCOME AND EXPENSE		**169,865**	**(84,948)**
Total from Income and expenses attributed to the Parent Company		**169,865**	**(84,948)**

Opdenergy Holding, S.A. and Subsidiaries

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE SIX-MONTH PERIODS ENDED 30 JUNE 2023 AND 2022 (Notes 1, 2 and 3)

	Notes	Thousands of Euros	
		30.06.23	30.06.22
CASH FLOWS FROM OPERATING ACTIVITIES (I)		**(62,304)**	**20,045**
Profit(loss) for the year before tax		**8,394**	**20,375**
Adjustments to profit (loss):		**45,389**	**8,653**
- Amortisation of property, plant and equipment	**Notes 5 and 7**	8,189	6,451
- Valuation adjustments for impairment		-	(1)
- Changes in provisions	**Notes 13 and 16.3**	2,959	(992)
- Finance income		(753)	(280)
- Finance cost		16,877	8,846
- Other income and expenses	**Note 9.3**	18,781	(5,724)
- Exchange differences		3,062	4,332
- Self-constructed assets		(3,567)	(4,013)
Impairment and gains or losses on disposals of financial instruments		(61)	-
- Share of profits (loss) of companies accounted for using the equity method	**Note 8**	(98)	34
Changes in working capital		**(95,344)**	**(465)**
- Inventories		5,604	(686)
- Trade and other receivables		(45,878)	(1,039)
- Other current and non-current assets		(2,571)	(4,955)
- Trade and other payables		(52,400)	6,255
- Other current and non-current liabilities		(99)	(40)
Other cash flows from operating activities		**(20,743)**	**(8,518)**
- Interest paid		(20,806)	(8,764)
- Interest received		753	280
- Income tax recovered (paid)		(690)	(34)
CASH FLOWS FROM INVESTING ACTIVITIES (II)		**(297,150)**	**(40,352)**
Payments due to investment		**(297,150)**	**(40,360)**
- Group companies, net from cash in consolidated companies		-	(2,252)
- Intangible assets		590	(159)
- Property, plant and equipment		(285,981)	(37,534)
- Other financial assets, net		(5,817)	(415)
- Group companies and associates		(5,942)	-
Proceeds from disposal		**-**	**8**
- Group companies and associates		-	8
CASH FLOWS FROM FINANCING ACTIVITIES (III)		**313,167**	**(915)**
Proceeds and payments relating to equity instruments		**16**	**-**
Purchase of treasury shares		16	-
Proceeds and payments relating to financial liability instruments		**313,151**	**(215)**
- Issuance:			
Bank borrowings	**Note 9.2**	235,527	1,048
Debt instruments and other marketable securities	**Note 9.2**	111,136	7,365
- Repayment and amortisation of:			
Bank borrowings	**Note 9.2**	(6,112)	(8,193)
Debt instruments and other marketable securities	**Note 9.2**	(27,400)	(435)
Dividends and returns on other equity instruments paid		**-**	**(700)**
- Dividends	**Note 12.2**	-	(700)
EFFECT OF FOREIGN EXCHANGE RATE CHANGES (IV)	**Note 10.1**	**(449)**	**(4,284)**
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS (I+II+III+IV)		**(46,736)**	**(25,508)**
Cash and cash equivalents at the beginning of the year from continuing operations		202,528	99,575
Cash and cash equivalents at the end of the year from continuing operations		155,792	74,067

Opdenergy Holding, S.A. and Subsidiaries

Notes to the summarised interim consolidated financial statements for the six month-period ended 30 June 2023

1. Corporate purpose and activity

Opdenergy Holding, S.A. (“the Parent”) was incorporated on 20 January 2005 under the name Otras Producciones de Energía, S.L. (OPDE, S.L.). On 3 July 2009, the Company changed its name to OPDE Investment España, S.L.

On that date, the Parent Company made a contribution of a branch activity (consisting of the development, marketing, installation, sale and maintenance of photovoltaic solar plants) through a capital increase in the investee company Otras Producciones de Energía Fotovoltaica, S.L. Accordingly, OPDE Investment España, S.L. (the former name of the Parent Company) became a holding company for various Group companies and associates. This contribution qualifies for taxation under the special regime for mergers, spin-offs, asset contributions and share exchanges established in Navarre Income Tax Law 24/1996.

As a result of the aforementioned contribution of the business line to Otras Producciones de Energía Fotovoltaica, S.L., The Parent Company's corporate purpose, which coincides with its activity, consists mainly of:

- The subscription, acquisition, transfer, management, administration, holding and use of transferable securities representing an ownership interest in the equity of entities resident or not resident in Spain, and of fixed- or variable-income financial assets in general, any securities representing either the transfer to third parties of own capital or ownership interests in the equity of other entities, as well as interests representing the capital or equity of collective investment undertakings; in all cases admitted or not admitted to trading on organised markets and without performing the activities inherent to collective investment undertakings.
- The sale of energy to electricity companies.

In addition, the Group's main activities are the development, construction, operation and maintenance, production of electricity as well as the sale of photovoltaic power plants.

Until 2 January 2020, the Parent of the Group had its registered office and address for tax purposes at Polígono Industrial Santos Justo y Pastor, s/n, 31510 Fustiñana (Navarre). On that date, the General Meeting of Shareholders of the Parent Company resolved to transfer its registered office and tax domicile to calle Cardenal Marcelo Spínola 42, 5ª, 28016, Madrid.

In addition, on 17 March 2021, the Company's General Shareholders' Meeting approved the change of the Company's corporate name to Opdenergy Holding, S.A., as of that date.

At 30 June 2023 Opdenergy Holding, S.A. is the head of a group (hereinafter "the OPDEnergy Group" or "the Group"). Annexes I.A and I.B to the consolidated financial statements for the year 2022 list the Group companies included in the consolidation and the related information at that date, before the corresponding homogenisations made, where applicable, to their individual financial statements and the adjustments for conversion to International Financial Reporting Standards as adopted by the European Union (EU-IFRS).

Changes in the scope of consolidation and segment reporting are set out in Note 3.

In 2021, the Group changed its asset turnover strategy and, as of that year, intends to retain ownership of a large part of the renewable energy parks it develops and builds, so that the assets it puts into operation will not be systematically earmarked for sale.

As at 30 June 2023, the main renewable energy farms held by the Group in an operating status or construction phase (in progress), all of which are recorded under "Property, plant and equipment" in the consolidated balance sheet, are detailed below (Note 5):

Country	Number of farms	MW of installed capacity
Under operation:		
Spain (*)	8	357
Chile	5	171
Italy (**)	1	7
Mexico (***)	2	144
Under construction:		
Spain	20	891
United States of America	2	260
Italy	1	24

(*) Not including the 5 Spanish wind farms under the specific remuneration scheme as their generation capacity is considered residual.
(**) The park in Italy consists of 7 separate plants which are considered as one plant for management purposes.
(***) 20% stake in these wind farms (Note 8).

In addition, the Group maintains under "Property, plant and equipment - Property, plant and equipment in the course of construction" in the consolidated balance sheet developments of various renewable energy farms in Spain, the United Kingdom, Mexico, Italy and the United States, mainly with an estimated aggregate capacity of 13GW (Note 5).

Lastly, in 2022 the Group maintained under "Inventories" in the consolidated balance sheet those developments for which it has a sale plan or has formalised sale and purchase contracts. At 30 June 2023, the sale of the 20 companies had been formalised, leaving no assets for sale in the Group's portfolio (Notes 3 and 11).

The most relevant information regarding the regulation of the main countries where the Group operates is disclosed in the consolidated financial statements for 2022, and there have been no significant changes in regulation that were not disclosed therein.

2. Basis of presentation of the summarised consolidated interim financial statements

2.1 Basis of preparation and comparative information

These summarised interim consolidated financial statements have been prepared by the Directors of the Parent Company at a meeting of its Board of Directors held on 25 September 2023. On the other hand, the consolidated financial statements for 2022 were prepared by the Directors of the parent company and approved by the General Meeting of Shareholders on 19 June 2023.

These summarised interim consolidated financial statements for the six-month period ended 30 June 2023 have been prepared in accordance with International Accounting Standard 34 ("IAS 34") Interim Financial Reporting as adopted by the European Union. Pursuant to IAS 34, the only purpose of interim financial reporting is to update the contents of the latest consolidated financial statements approved by the Group, placing emphasis on any new activity, event or circumstance occurred over the first half of the fiscal year 2023, but not repeating the information previously reported on the 2022 consolidated financial statements. In view of the foregoing, for a proper understanding of the information included in these summarised interim consolidated financial statements, they should be read in conjunction with the Group's consolidated financial statements for 2022, which have been authorised for issue on 24 December 2023.

The accounting policies and methods used in the preparation of these summarised consolidated interim financial statements are the same as those applied in the consolidated financial statements for the fiscal year 2022.

2.2 Adoption to International Financial Reporting Standards

The accounting policies and criteria used in the preparation of these summarised consolidated interim financial statements are consistent with those applied in the consolidated financial statements for the fiscal year 2022, except for the following:

New IFRS and IFRS Interpretations Committee (IFRIC) interpretations

During the first half of 2023, the following standards issued by the IASB and the IFRS Interpretations Committee and adopted by the European Union for application in Europe became effective and have therefore been taken into account in the preparation of these summarised consolidated interim financial statements:

Approved for use in the European Union		**Mandatory application for accounting periods beginning on or after:**
IFRS 17 Insurance contracts and amendments thereto.	It covers the principles of recognition, measurement, presentation and breakdown of insurance contracts. This will replace IFRS 4.	1 January 2023
Amendment to IFRS 17 Insurance Contracts - Initial Application of IFRS 17 and IFRS 9. Comparative information.	Amendments to IFRS 17 transition requirements for insurers applying IFRS 17 and IFRS 9 for the first time at the same time.	1 January 2023
Amendment to IAS 8 – Definition of an Accounting Estimate.	Amendments and clarifications on what should be understood as a change in an accounting estimate.	1 January 2023
Amendment to IAS 1 – Breakdown of accounting policies.	Amendments that enable entities to properly identify material accounting policy information that should be disclosed in the financial statements.	1 January 2023
Amendment to IAS 12 - Deferred Taxation of Assets and Liabilities Arising from Single Transactions.	Clarifications on how entities should record deferred tax arising on transactions such as leases and decommissioning obligations.	1 January 2023

The entry into force of these standards has had no significant impact on the Group.

New IFRSs, IFRIC and amendments to IFRS not effective 30 June 2023

At the date of preparation of these summarised consolidated interim financial statements, the following standards and interpretations had been published by the IASB but had not yet come into force, either because their effective date is subsequent to the date of the consolidated financial statements or because they had not yet been adopted by the European Union.

Approved for use in the European Union		Mandatory application for accounting periods beginning on or after:
Amendment to IAS 1 - Classification of Liabilities as Current or Non-current	Clarifications on the presentation of liabilities as current or non-current	1 January 2024
Amendment to IFRS 16 - Lease liabilities on a sale and leaseback.	Specification of the requirements that a seller-lessee must use to quantify the lease liability arising on sale and leaseback.	1 January 2024
Amendments to IAS 7 and IFRS 7 - Supplier financing arrangements.	Disclosures to clarify the characteristics of vendor financing arrangements and introduce new disclosures.	1 January 2024
Amendments to IAS 12 - International Tax Reform Pillar 2 Model Rules.	Provisional amendment and additional disclosures: Mandatory temporary exemption for the accounting of deferred taxes that may arise from such legislation.	1 January 2024

For the standards coming into force in 2024 and subsequent years, the Group is carrying out a first preliminary assessment of the impacts that the future application of these standards could have on the financial statements once they come into force. At the date of preparation of these summarised interim consolidated financial statements, no significant impacts are expected to arise therefrom.

2.3 Responsibility for the information and use of estimates

The consolidated profit(loss) and equity are sensitive to the accounting standards and principles, measurement bases and estimates applied by the Parent Company Directors when preparing the summarised consolidated interim financial statements. The main accounting policies and principles and measurement bases are indicated in Note 3 to the consolidated financial statements for 2022.

The information contained in these summarised interim consolidated financial statements is the responsibility of the Directors of the Group's Parent company.

In preparing the summarised interim consolidated financial statements, estimates have been made by the Parent Company's Directors in order to measure certain assets, liabilities, income, expenses and commitments shown in them.

The estimates as at 30 June 2023 relate mainly to the following:

- The income tax expense, which, in accordance with IAS 34, is recognised in interim periods, is estimated on the basis of the prevailing tax rate of the Group companies, and considering the Tax Group headed by Opdenergy Holding, S.A. (Note 14).
- The useful life of the property, plant and equipment and intangible assets (see Note 5).
- The assessment of possible impairment losses on certain assets (see Notes 5, 6, 7, 8 and 11).
- The net realisable value of inventories (see Note 11).
- The value of certain financial instruments (see Notes 9 and 10). Specifically, in relation to the valuation of the derivative financial instruments held to hedge the risk of fluctuations in electricity prices, the Group obtains valuations by independent experts based on long-term electricity price curves, the valuation methodology being described in Note 3.8 of the consolidated financial statements for 2022.
- The recoverability of deferred tax assets (see Note 14).
- The calculation of provisions (see Note 13).
- The estimated revenue from turnkey contracts associated with the supply, assembly, development, construction and commissioning of renewable energy plants, as well as the sale of electricity and the expenses associated with this activity accrued in the first half of fiscal year 2023 (see Notes 4 and 15.1).
- Estimates relating to the maturity and valuation of the long-term incentive plan (see Note 16.3)

Although these estimates were made on the basis of the best information available at the end of the first half of 2023, certain events that take place in the future might make it necessary to change these estimates (upwards or downwards) in coming years. Changes in accounting estimates would be applied prospectively, according to IAS 8.

No significant changes were made to the estimates used at 2022 year-end during the six-month period ended on 30 June 2023.

At the date of preparation of these summarised interim consolidated financial statements, the military invasion of Ukraine by the Russian army continues. In this context, even taking into account the complexity and geopolitical risk of this situation, the Directors continue to monitor the situation and no significant negative impacts have arisen for the Group to date.

At 30 June 2023, the Group has a negative working capital of EUR 16,418 thousand (negative EUR 48,429 thousand at year-end 2022), mainly due to the current situation of energy price volatility that became apparent in the last months of 2021 and which has resulted from the increase in gas prices, as well as the political and military events arising from Russia's invasion of Ukraine.

While approximately 30% of the Group's energy production not covered by derivatives is exposed to this volatility and has benefited from such high energy prices, the remaining 70% covered by PPAs, while ensuring stable and guaranteed cash flows, do not benefit from this price escalation. In any case, in the view of the Directors, a period of high prices can quickly give rise to a scenario of much lower prices, as was already observed in the second half of 2022 and as has also been observed in the first half of 2023 relative to expected expectations.

Although the PPAs contracted by the Group guarantee stable cash flows, the valuation of this type of derivative, based on the estimate of future energy price curves made by an independent expert, insofar as it only includes the estimate of future settlements with the counterparty signing the derivative, at a theoretical hourly pool market price (Note 9.3), has a significant negative impact on its valuation at the end of the six-month period ended 30 June 2023, also making the working capital negative due to the valuation of the derivative recorded in the short term.

From a liquidity risk standpoint (see Note 10.3), in addition to the stability of the cash flows generated by the plants in operation, the Group has undrawn credit lines and the capacity to increase debt issues in unregulated markets that allow it to operate normally and obtain the liquidity necessary for its projects. In this regard, during the first half of 2023, the Group has made a new bond issue, having also obtained new financing instruments with different financial institutions.

To all this available financing must be added the progress in the execution of the contract for the sale of 20 companies, signed in August 2021 (see Note 3.1.c of the consolidated financial statements for 2022), with the transfer of all the projects contemplated in the signed contract having been completed at the end of June 2023. This liquidity situation not only allows the Group to be fully operational, but also ensures its ability to recover as soon as global market circumstances allow.

Lastly, from the point of view of credit risk and the valuation of assets and liabilities on the balance sheet, there have not been and are not expected to be any cancellations of projects included in the portfolio, nor any increase in risks due to the impact of impairment on the financial position of customers, generally with high quality credit performance and no historical default. Similarly, with regard to the recoverability of non-current assets (mainly property, plant and equipment and deferred tax assets), the Directors have drawn up a business plan agreed with the credit institutions with which financing has been obtained for the construction of the various wind farms (Note 9.2) for the coming years, which foresees increases in activity and, consequently, no need to reduce the carrying amount of these assets and the continuity of the Group's operations as normal.

Accordingly, the Directors of the Group have prepared these summarised interim consolidated financial statements on a going concern basis because, in their opinion, the Group's ability to recover its assets and to meet its financial and other obligations, in the amounts and for the terms at which they are recognised in the balance sheet at 30 June 2023, is reasonably assured by the expected development of the business as detailed in its Business Plan and having matched the terms of the financing to the expected development of the Group.

2.4 Comparative information

The information contained in these summarised consolidated interim financial statements for the six months ended 30 June 2023 is presented solely and exclusively for comparative purposes with the information relating to the six months ended 30 June 2022.

2.5 Seasonal nature of the Group's transactions

Given the activities in which the Group's companies are engaged, and the fact that it maintains renewable energy plants in both the northern and southern hemispheres, the Group's transactions do not have a significant cyclical or seasonal character. Therefore, no specific disclosure is included in these notes to the summarised consolidated financial statements for the six-month period ended on 30 June 2023.

3. CHANGES IN THE GROUP STRUCTURE

The consolidation principles used in the preparation of these summarised interim consolidated financial statements are consistent with those used in the preparation of the consolidated financial statements for the year ended 31 December 2022.

Annex I to the consolidated financial statements for the year ended 31 December 2022 provides relevant information on the Group companies that were consolidated at that date.

During the first six months of 2023, the only change in the Group's scope of consolidation relates to the incorporation of the company Renovables Brovales Huerta De Sevilla 400 Kv, S.L. (Note 8) over which the Group has significant influence at 30 June 2023.

Agreement for the sale of Spanish companies in 2022/2023

On 6 August 2021, the company Otras Producciones de Energía Fotovoltaica, S.L.U., holder of 100% of the shares of 20 companies, which at that date were developing a project consisting of the final construction of a photovoltaic energy park, as well as grid interconnection facilities shared with third parties other than themselves, entered into a purchase and sale agreement with Bruc Energy, S.L. for the disposal of these shares.

The contract made the sale of each of the companies conditional upon the fulfilment of a series of financial, design and permit conditions ('conditions precedent of sale'), among others, as well as the obtaining of various authorisations from the different public administrations, at which point the sale of each company is deemed to have been executed and, therefore, the effective loss of control for accounting purposes occurs. For this reason, the assets and liabilities associated with these companies, to the extent that these conditions associated with each of the companies were not met, were fully consolidated in the consolidated balance sheets at 31 December 2022 and 2021.

As regards the initial consideration for each of the sales, this was established on the basis of the MW finally developed in each project, establishing, in any case, advances for development costs to be incurred in their construction, which at 31 December 2022 and 2021 amounted to EUR 16,411 thousand and EUR 39,422 thousand, respectively, and which were recognised under "Trade and other payables - Customer advances" in the consolidated balance sheet.

At 30 June 2023, having fulfilled the conditions precedent of sale ("CPs") and having obtained the various permits from the Spanish governmental entities, the sale of eight of the companies affected by the contract has been recognised. Specifically, the effective transfer of the companies Planta Solar Opde 26, S.L; Planta Solar Opde 27, S.L; Planta Solar Opde 28, S.L.; Planta Solar Opde 29, S.L.; Planta Solar Opde 30, S.L.; Planta Solar Opde 31, S.L.; Planta Solar Opde 32, S.L. and Planta Solar Opde 58, S.L. The amount of income recognised under "Revenue" in the consolidated income statement for the six-month period ended 30 June 2023 amounted to Euros 47,863 thousand (Note 15.1).

During the 2022 financial year, twelve of the companies affected by the contract were effectively sold, and an amount of EUR 74,267 thousand was recognised in the profit and loss account at 31 December 2022.

4. Segment reporting

Note 5 of the notes to the Group's consolidated financial statements for the year ended 31 December 2022 details the criteria used by the Group to define its operating segments, and there have been no changes to the segmentation criteria.

At 30 June 2023, no discontinued operations, defined as the separation from the Group (either through a sale, spin-off, liquidation or similar operation) of an operating line of business or geographical area, had taken place. Furthermore, management does not intend to carry out any such transaction in the near future. Segment information for the Group's businesses at 30 June 2023 and 30 June 2022, based on the criteria defined above, is presented below:

Six-month period ended 30 June 2023

	Thousands of euros				
	EPC and development	Energy sales and services	Corporate	Consolidation adjustments	TOTAL
Operating income:					
- From third parties	56,641	33,392	-	(11,752)	78,281
- From group companies	134,591	1,819	-	(136,410)	-
(-) Direct cost	(120,417)	(2,519)	-	121,523	(1,413)
Gross margin	**70,815**	**32,692**	**-**	**(26,639)**	**76,868**
(-) G&As	(8,512)	(12,738)	(3,523)	3,271	(21,502)
EBITDA	**62,303**	**19,958**	**(3,523)**	**(23,372)**	**55,366**
(-/+) Depreciation and others	**(1,081)**	**(7,352)**	**(1,423)**	**692**	**(9,164)**
EBIT	**61,622**	**12,602**	**(4,946)**	**22,676**	**46,202**

Six-month period ended 30 June 2022

	Thousands of euros				
	EPC and development	Energy sales and services	Corporate	Consolidation adjustments	**TOTAL**
Operating income:					
- From third parties	12,128	22,825	350	-	35,303
- From group companies	8,304	26,698	716	(35,718)	-
(-) Direct cost	(6,147)	(21,026)	1,091	29,380	3,299
Gross margin	**14,285**	**28,497**	**2,157**	**(6,337)**	**38,602**
(-) G&As	(3,075)	(8,628)	(5,937)	5,085	(12,555)
Provisioned liquidity event bonus	-	-	260	-	260
Adjusted EBITDA	**11,209**	**19,868**	**(3,519)**	**(1,252)**	**26,307**
(-/+) Depreciation and others	(377)	(7,662)	(282)	1,454	(6,867)
Adjusted EBIT	**10,832**	**12,207**	**(3,802)**	**202**	**19,440**

In accordance with paragraph 23 of IFRS 8, the Group does not disclose interest expense, share of profit or loss of associates and income tax expense as this information is not routinely provided to management and the Board of Directors.

Geographical breakdown

The geographical distribution for the reporting periods ended 30 June 2023 and 30 June 2022 is as follows:

Revenue	Thousands of euros	
	30/06/2023	30/06/2022
Spain	72,729	28,914
Mexico	23	20
Italy	1,925	2,007
Chile	3,604	3,807
	78,281	**34,748**

Fixed assets	Thousands of euros	
	30/06/2023	31/12/2022
Spain	617,240	448,383
Mexico	535	302
Chile	150,501	153,835
Italy	26,217	21,457
United Kingdom	3,750	2,980
USA	160,255	54,535
Poland	89	98
Colombia	1	-
France	55	-
	958,643	**681,589**

Information on main customers

The breakdown of sales to external customers that were invoiced during the reporting periods ended 30 June 2023 and 30 June 2022 for amounts equal to or greater than 10% of revenue is as follows:

<u>30/06/2023</u>

	Thousands of euros
Nexus Energía, S.A. (*)	21,556
Total	**21,556**

(*) The amount invoiced is higher than "Revenue" in the consolidated income statement due to the fact that this heading is reduced by the settlements of energy price derivatives.

<u>30/06/2022</u>

	Thousands of euros
Nexus Energía, S.A. (*)	46,596
Total	**46,596**

(*) The amount invoiced is higher than "Revenue" in the consolidated income statement due to the fact that this heading is reduced by the settlements of energy price derivatives.

5. Property, plant and equipment

The movement in this item in the consolidated balance sheet during the first six months of 2023 and 2022 and the most significant information affecting this item is detailed below:

Six-month period ended 30 June 2023

	Thousands of euros				
	Balance at 1/01/23	Additions / (Provisions)	Transfers	Translation differences	Balance at 30/06/23
Cost:					
Land and buildings	7,875	22	-	(104)	7,793
Plant, machinery, tools, furniture and other items of property, plant and equipment	355,108	547	59,413	(2,562)	412,506
Property, plant and equipment in the course of construction	344,501	286,265	(59,413)	(812)	570,541
Total cost	**707,484**	**286,834**	**-**	**(3,478)**	**990,840**
Accumulated depreciation:					
Buildings	(771)	(60)	-	-	(831)
Plant, machinery, tools, furniture and other items of property, plant and equipment	(25,124)	(6,334)	-	91	(31,367)
Total accumulated depreciation	**(25,895)**	**(6,394)**	**-**	**91**	**(32,198)**
Total, net	**681,589**	**280,440**	**-**	**(3,387)**	**958,643**

Year ended 31 December 2022

	Thousands of euros							
	Balance at 1/01/22	Amendments to IAS 16	Business combinations	Additions / (Provisions)	Derecognitions	Transfers	Translation differences	Balance at 31/12/22
Cost:								
Land and buildings	2,213	-	-	5,662	-	-	-	7,875
Plant, machinery, tools, furniture and other items of property, plant and equipment	278,984	348	-	36	(1,385)	73,712	3,413	355,108
Property, plant and equipment in the course of construction	109,439	363	7,454	300,138	-	(73,712)	819	344,501
Total cost	**390,636**	**711**	**7,454**	**305,836**	**(1,385)**	**-**	**4,232**	**707,484**
Accumulated depreciation:								
Buildings	(650)	-	-	(90)	-	-	(31)	(771)
Plant, machinery, tools, furniture and other items of property, plant and equipment	(13,973)	(41)	-	(12,208)	1,385	-	(287)	(25,124)
Total accumulated depreciation	**(14,623)**	**(41)**	**-**	**(12,298)**	**1,385**	**-**	**(318)**	**(25,895)**
Total, net	**376,013**	**670**	**7,454**	**293,538**	**-**	**-**	**3,914**	**681,589**

At 30 June 2023 the Group recognises under "Plant, machinery, tools, furniture and fixtures and other fixed assets" the renewable energy plants (8 photovoltaic farms in Spain, 7 photovoltaic farms in Italy, 4 photovoltaic farms in Chile and 1 wind farm in Chile) that are connected to the grid and producing energy and which the Group has decided to maintain for operation. In this respect, 2 of these renewable energy parks in Spain have come into operation during the first half of the 2023 financial year (PFV Los Arcos and PFV Manzanares).

The Group also maintains under "Assets under construction" 18 photovoltaic farms in Spain which is under construction at 30 June 2023, as well as farm developments, mainly in Spain, the United States and Italy, which the Group expects to complete their development and construction for subsequent operation.

The main additions for the six-month period ended 30 June 2023 relate mainly to energy park developments that the Group is undertaking and plans to construct.

The geographical distribution and carrying amount of the renewable energy plants classified as "Plant, machinery, tools, furniture and other fixed assets" and "Assets under construction" is as follows (in thousands of euros):

	30/06/2023		31/12/2022	
	Renewable energy farms	Developments and Other items of property, plant and equipment	Renewable energy farms	Developments and Other items of property, plant and equipment
Spain	234,807	382,433	178,723	269,468
Mexico	-	535	-	298
Chile	136,760	13,741	141,663	12,109
Italy	11,434	14,783	11,717	10,001
United Kingdom	-	3,750	-	2,979
USA	-	160,255	-	54,535
Colombia	-	1	-	-
Poland	-	89	-	98
France	-	55	-	-
Total	**383,001**	**575,642**	**332,103**	**349,486**

The carrying amount of property, plant and equipment located outside Spain as at 30 June 2023 is EUR 341,236 thousand (31 December 2022: EUR 233,398 thousand).

The detail of the fully depreciated items of property, plant and equipment still in use is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Plant, machinery and other items of property, plant and equipment	309	309

In the reporting period ended 30 June 2023, the Group capitalised finance costs of EUR 5,782 thousand attributable to the financing associated with the renewable energy plants that took more than twelve months to bring into operation (see Note 9.2) as an increase in the value of fixed assets.

During the six-month period ended 30 June 2023, the Group has also capitalised personnel expenses and work carried out by third parties not associated with construction, mainly amounting to EUR 3,567 thousand, respectively, and which relate to the development of the photovoltaic power plant projects.

At 30 June 2023, the Group holds purchase commitments for property, plant and equipment for Euros 524,433 thousand relating to photovoltaic projects under construction in Spain, the United States and Italy.

At 30 June 2023, taking into account current developments and available information, the Directors have assessed that there is no indication of impairment such that the estimate of the recoverable amount of the non-financial assets needs to be updated.

The Group has taken out several insurance policies to cover the risks to which its property, plant and equipment are subject. It is considered that these policies sufficiently cover such risks.

6. Investment property

At 30 June 2023 and 31 December 2022, the Group has recognised EUR 1,218 thousand under "Investment property" in the consolidated balance sheet in relation to land acquired for the construction of renewable energy plants previously developed, built and sold by the Group in recent years. The Group Senior Management's estimate of the fair value of the land amounts to EUR 1,588 thousand as at 30 June 2023 (2022: EUR 1,588 thousand). These plots of land are leased to the owners of the PV facilities.

Income from these investments, amounting to EUR 76 thousand, has been recognised under "Other operating income" in the consolidated income statement for the first half of 2023.

At 30 June 2023 and 31 December 2022 there were no restrictions on making new investment property investments, on the collection of rental income therefrom or in connection with the proceeds to be obtained from a potential disposal thereof.

7. Leases

The movement in this item in the consolidated balance sheet during the first six months of 2023 and during 2022 is detailed below:

Six-month period ended 30 June 2022

	Thousands of euros						
	Balance at 01/01/23	Business combination	Additions	Derecognitions (Note 3)	Other	Translation differences	Balance at 30/06/23
Cost:							
Land	80,441	(3,196)	7,353	(1,668)	779	(146)	83,563
Plant	377	-	52	(429)	-	-	-
Buildings and others	518	-	-	-	203	(139)	582
Total cost	**81,336**	**(3,196)**	**7,405**	**(2,097)**	**982**	**(285)**	**84,145**
Accumulated depreciation:							
Land	(3,237)	-	(420)	37	(417)	2	(4,035)
Plant	(94)	-	-	94	-	-	-
Buildings and others	(910)	-	(886)	-	(2)	-	(1,798)
Total accumulated depreciation	**(4,241)**	**-**	**(1,306)**	**131**	**(419)**	**2**	**(5,833)**
Total right-of-use assets	**77,095**	**(3,196)**	**6,099**	**(1,966)**	**563**	**(283)**	**78,312**

Fiscal year ended 31 December 2022

	Thousands of euros					
	Balance at 01/01/22	Business combination	Additions	Derecognitions	Translation differences	Balance at 31/12/22
Cost:						
Land	47,335	(10,573)	45,250	(1,589)	18	80,441
Plant	408	-	-	(31)	-	377
Buildings and others	518	-	-	-	-	518
Total cost	**48,261**	**(10,573)**	**45,250**	**(1,620)**	**18**	**81,336**
Accumulated depreciation:						
Land	(2,915)	514	(2,186)	758	592	(3,237)
Plant	(63)	-	(33)	2	-	(94)
Buildings and others	(598)	-	(324)	-	12	(910)
Total accumulated depreciation	**(3,576)**	**514**	**(2,543)**	**760**	**604**	**(4,241)**
Total right-of-use assets	**44,684**	**(10,059)**	**42,707**	**(860)**	**622**	**77,095**

The main contracts held by the Group as lessee relate to plots of land on which renewable energy plants, offices and vehicles are located. The main features and assumptions used by the Group in accounting for these rights of use are as follows:

- The average lease term of the Group's main contracts is as follows:

	June 2023	June 2022
Buildings	5.44	5.30
Vehicles	2.89	3.86
Plots for renewable energy plants	30.48	32.14

- The average discount rates depend on the country and the type of asset, as shown below:

	Spain	Chile	Italy	Mexico
Buildings	6.33%	8.65%	1.72%	7.80%
Vehicles	3.32%	-	-	-
Plots for renewable energy plants	3.20%	7.59%	4.37%	5.24%

As at 30 June 2023, the Group only has one lease with variable payments, which has a term of 35 years and whose rent is linked to the energy production of the wind farm located on the leased land. The rent is calculated as 2% of the Group's revenue from the sale of energy from the plant, with future payments estimated as follows:

	Thousands of euros					
	2023	2024	2025	2026	2027 and subsequent years	Total
Future variable payments	93	192	160	157	5,578	6,180

The main additions in the first six months of FY 2023 and FY 2022 relate to the rental of land due to the Group's increased need for land to expand its business.

The Group has not recognised impairments on rights of use in the first six months of fiscal year 2023 and in fiscal year 2022.

The Group includes as "Inventories" the amortisation of right-of-use assets (IFRS 16) and the accrued expense of finance lease liabilities incurred in the development and construction of certain plants which are still under construction, in their initial design, development and construction phases and which will be offered for sale by the Group. At 11 May 2023, the companies holding these right-of-use assets have been effectively sold for EUR 3,196 thousand and these assets have therefore been removed from the consolidated balance sheet (see notes 3 and 11).

The changes in right-of-use assets under this heading in the consolidated balance sheet in 2022 and during the first six months of 2023 are set out below:

Six-month period ended 30 June 2023

	Thousands of euros			
	Balance at 01/01/23	Business Combinations	Additions	Balance at 30/06/23
Cost:				
Land	3,196	(3,196)	-	-
Total cost	**3,196**	**(3,196)**	**-**	**-**
Accumulated depreciation:				
Land	-	-	-	-
Total accumulated depreciation	**-**	**-**	**-**	**-**
Inventories	**3,196**	**(3,196)**	**-**	**-**

Fiscal year ended 31 December 2022

	Thousands of euros			
	Balance at 01/01/22	Business Combinations	Additions	Balance at 31/12/22
Cost:				
Land	10,573	(10,573)	3,196	3,196
Total cost	**10,573**	**(10,573)**	**3,196**	**3,196**
Accumulated depreciation:				
Land	(514)	514	-	-
Total accumulated depreciation	**(514)**	**514**	**-**	**-**
Inventories	**10,058**	**(10,058)**	**3,196**	**3,196**

Details of lease payments recognised as an expense in the six-month period ended 30 June 2023 and in the six-month period ended 30 June 2022 in "Other operating expenses" in the consolidated income statement (see Note 15.3) are as follows (in thousands of euros):

	30/06/2023	30/06/2022
Lease payments(*)	477	163
Total	**477**	**163**

(*) Non-cancellable leases. All of these correspond to contracts with a maturity of less than one year.

The breakdown by maturity of the undiscounted lease liability based on the contracted schedule at 30 June 2023 is as follows:

	Thousands of euros					
	2023	2024	2025	2026	2027 and subsequent years	**Total**
Lease liability	4,352	7,440	7,375	7,097	120,124	**146,388**

As at 30 June 2023 and 31 December 2022 there were no significant lease commitments.

8. Interests determined by the equity method

The detail of "Investments accounted for using the equity method" as at 30 June 2023 and the movement during the first half of 2023 is as follows (in thousands of euros):

	Balance at 01/01/2023	Additions	Share in profit (loss) of companies consolidated under equity method	Dividends received	Valuation adjustments (**)	Other changes (*)	Derecognitions	Balance at 30/06/2023
Renter Gestiones, S.L.	55	-	51	-	-	(7)	-	99
A2 Renovables LLC Holding	7,959	-		(364)	(59)	1,073	-	8,609
Tordesillas Renovables 400 KV, S.L.	57	-	-				(57)	-
Laat 132 KV Doble Circuito Tordesillas 400 KV, S.L.	7	-	-				(7)	-
Olmedo Renovables 400 KV, A.I.E.	532	-	-				(532)	-
La Serranilla Renovables 132 KV, A.I.E. (***)	14	-	-				(14)	-
Toro renovables 400 KV, S.L.	452	-	(7)				-	445
Valcabado Renovables 2200 KV, S.L.	159	-	26				-	185
Cubillos Renovables, S.L. (***)	2,902	660	102				-	3,664
Labradas Renovables, S.L. (***)	16	-	(2)				-	14
Cuádruple Belinchón, S.L.	223	989	(61)				-	1,151
Monte Reina Renovables, S.L.	31	142	(5)				-	168
Renovables Brovales Huerta De Sevilla 400 Kv, S.L.	-	3,069	(7)				-	3,062
Trend Energético, S.R.L.	220	-	1				-	221
Total	**12,627**	**4,860**	**98**	**(364)**	**(59)**	**1,066**	**(610)**	**17,618**

(*) The amount included in the column "Other changes" includes the translation differences associated with these participations.

(**) The valuation adjustments relate to derivative financial instruments to hedge the risk of fluctuations in interest rates contracted by the companies. At 30 June 2023, the proportion corresponding to the change in the valuation of these derivatives, carried out by an independent expert, amounts to EUR 59 thousand and has been recognised with a charge to "Hedging transactions in associates" in the consolidated balance sheet.

(***) Although the Group holds a stake of more than 50% in these companies, and based on the various shareholders' agreements, it does not maintain control over these companies, which is why they have not been fully consolidated.

The detail of "Equity investments accounted for using the equity method" as at 31 December 2022 and of the movement in 2022 is as follows (in thousands of euros):

	Balance at 01/01/2022	Additions	Share in profit (loss) of companies consolidated under equity method	Dividends received	Valuation adjustments (**)	Other changes (*)	Derecognitions	Balance at 31/12/2022
Renter Gestiones, S.L.	25	-	30	-	-	-	-	55
A2 Renovables LLC Holding	7,055	-	206	(124)	1,163	(337)	-	7,959
Tordesillas Renovables 400 KV, S.L.	50	11	(4)	-	-	-	-	57
Laat 132 KV Doble Circuito Tordesillas 400 KV, S.L.	-	18	(11)	-	-	-	-	7
Olmedo Renovables 400 KV, A.I.E.	81	451	-	-	-	-	-	532
La Serranilla Renovables 132 KV, A.I.E.(***)	-	23	(9)	-	-	-	-	14
Toro renovables 400 KV, S.L.	-	458	(6)	-	-	-	-	452
Valcabado Renovables 2200 KV, S.L.	110	63	(14)	-	-	-	-	159
Cubillos Renovables, S.L. (****)	60	2,915	(73)	-	-	-	-	2,902
Gazules Renovables, S.L.	2	-	-	-	-	-	(2)	-
Labradas Renovables, S.L. (****)	4	19	(7)	-	-	-	-	16
Cuádruple Belinchón, S.L.	-	235	(12)	-	-	-	-	223
Monte Reina Renovables, S.L.	5	33	(7)	-	-	-	-	31
Trevago Renovables, S.L.	2	-	-	-	-	-	(2)	-
Trend Energético, S.R.L.	3	218	(1)	-	-	-	-	220
Total	**7,397**	**4,444**	**92**	**(124)**	**1,163**	**(337)**	**(4)**	**12,627**

(*) The amount included in the column "Other changes" includes the translation differences associated with these participations.

(**) The valuation adjustments relate to derivative financial instruments to hedge the risk of fluctuations in interest rates contracted by the companies. At 31 December 2022, the proportion corresponding to the change in the valuation of these derivatives, carried out by an independent expert, amounts to EUR 1,163 thousand and has been recognised with a charge to "Hedging transactions in associates" in the consolidated balance sheet.

(***) Although the Group holds a stake of more than 50% in these companies, and based on the various shareholders' agreements, it does not maintain control over these companies, which is why they have not been fully consolidated.

Six-month period ended 30 June 2023

During the first six months of the financial year 2023, the Group, together with third parties outside the Group, has incorporated the following company, over which it has no control: Renovables Brovales Huerta De Sevilla 400 Kv, S.L.

Fiscal year ended 31 December 2022

During the financial year 2022, the Group has incorporated, together with third parties outside the Group, the companies over which it does not have control, Cuádruple Belinchón, S.L., La Serranilla Renovables 132 KV, A.I.E., Toro renovables 400 KV, S.L. and Laat 132 KV Doble Circuito Tordesillas 400 KV, S.L.

None of the companies accounted for using the equity method are listed.

The main aggregates of these associates of the Group as of 30 June 2023 are as follows:

	Thousands of euros		
	Assets	Liabilities	Profit / (loss) for the year
Renter Gestiones, S.L.	614	203	213
A2 Renovables LLC Holding (*)	173,049	130,012	(966)
Valcabado Renovables 2200 KV, S.L.	4,239	3,945	47
Cubillos Renovables, S.L.	6,298	386	144
Labradas Renovables, S.L.	18	1	(11)
Monte Reina Renovables, S.L.	372	301	(19)
Trend Energético, S.R.L.	715	708	-
Renovables Brovales Huerta De Sevilla 400 Kv, S.L.	4,490	688	(15)
Toro renovables 400 KV, S.L.	9,534	7,663	(28)
Cuádruple Belinchon, S.L.	3,839	(40)	(233)
Total	**203,168**	**143,867**	**(868)**

(*) Consolidated interim financial statements as of 30 June 2023, including Infraestructura Energética del Norte, S. de R.L. de C.V. and Energía Solar de Poniente, S. de R.L. de C.V.

The main aggregates of these Group associates at 31 March 2022 are as follows:

	Thousands of euros		
	Assets	Liabilities	Profit / (loss) for the year
Renter Gestiones, S.L.	538	313	125
A2 Renovables L.P. (*)	178,150	127,842	1,030
Tordesillas Renovables 400 KV, S.L.	255	5	(19)
Olmedo Renovables 400 KV, A.I.E.	1,773	15	-
Valcabado Renovables 2200 KV, S.L.	4,191	3,951	(35)
Cubillos Renovables, S.L.	4,973	8	(124)
Labradas Renovables, S.L.	27	33	(11)
Monte Reina Renovables, S.L.	95	9	(21)
La Serranilla Renovables 132 KV, A.I.E.	23	5	(11)
Trend Energético, S.R.L.	714	708	(2)
Laat 132 KV Doble Circuito Tordesillas 400 KV, S.L.	14	4	(13)
Total	**190,753**	**132,892**	**917**

(*) Consolidated financial statements as of 31 December 2022, considering Infraestructura Energética del Norte, S. de R.L. de C.V. and Energía Solar de Poniente, S. de R.L. de C.V.

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9. Financial instruments

The following information is detailed below:

- the different classes of financial instruments registered by the Group based on their nature and characteristics;
- the carrying amount of such financial instruments; and
- the fair value of the financial instruments (except for the ones for which the carrying amount is close to its fair value).

Six-month period ended 30 June 2023

	Thousands of euros				
	Amortised cost	Fair value through other comprehensive income	Fair value through profit or loss	Hedge derivatives	Balance at 30/06/2023
Financial assets:					
Equity instruments	-	-	7,537	-	7,537
Loans to companies	2,631	-	-	-	2,631
Loans to group companies and associates (Note 16.2)	1,644	-	-	-	1,644
Derivatives (Note 9.3)	-	-	-	53,787	53,787
Trade and other receivables	47,219	-	-	-	47,219
Cash and cash equivalents	155,792	-	-	-	155,792
Other financial assets	7,883	-	-	-	7,883
Total financial assets	**215,169**	**-**	**7,537**	**53,787**	**276,493**
Financial liabilities:					
Debt instruments and other marketable securities	294,482	-	-	-	294,482
Bank borrowings not associated with renewable energy plants	33,238	-	-	-	33,238
Bank borrowings associated with renewable energy plants	459,042	-	-	-	459,042
Finance lease liabilities	10,337	-	-	-	10,337
Finance lease payables associated with photovoltaic plants	73,431	-	-	-	73,431
Derivatives (Note 9.3)	-	-	15,030	102,140	117,170
Trade and other payables	111,509	-	-	-	111,509
Advances from trade receivables	19	-	-	-	19
Other financial liabilities	504	-	-	-	504
Total financial liabilities	**982,562**	**-**	**15,030**	**102,140**	**1,099,732**

Fiscal year ended 31 December 2022

	Thousands of euros			
	Amortised cost	Fair value through profit or loss	Hedge derivatives	Balance at 31/12/2022
Financial assets:				
Equity instruments	-	2,867	-	2,867
Loans to companies	2,520	-	-	2,520
Loans to group companies and associates (Note 16.2)	693	-	-	693
Derivatives (Note 9.3)	-	-	26,073	26,073
Trade and other receivables	28,592	-	-	28,592
Cash and cash equivalents	202,528	-	-	202,528
Other financial assets	5,846	-	-	5,846
Total financial assets	**240,179**	**2,867**	**26,073**	**269,119**
Financial liabilities:				
Debt instruments and other marketable securities	210,746	-	-	210,746
Bank borrowings associated with renewable energy plants	262,865	-	-	262,865
Finance lease liabilities	1,819	-	-	1,819
Finance lease payables associated with photovoltaic plants	77,774	-	-	77,774
Derivatives (Note 9.3)	-	14,418	281,355	295,773
Trade and other payables	167,386	-	-	167,386
Advances from trade receivables	16,411	-	-	16,411
Other financial liabilities	5,696	-	-	5,696
Total financial liabilities	**742,697**	**14,418**	**281,355**	**1,038,470**

9.1 Financial assets

Long and short-term loans to companies

The detail of this heading on the consolidated balance sheets a 30 June 2023 and 31 December 2022 is as follows:

	Thousands of euros	
	30/06/2023	31/12/2022
Long term loans to companies	2,409	2,409
Short-term loans to companies	222	111
Totals	**2,631**	**2,520**

As at 30 June 2023 and 31 December 2022, the Group has mainly recorded several loans granted to third parties during previous years in the long and short term. Details of loans granted are as follows (in thousands of euros):

	Average interest rate	Balance at 30/06/2023		Balance at 31/12/2022	
		Long term	Short term	Long term	Short term
Sociedad Ibérica de Generación de Energía Fotovoltaica XIX, S.L. (*)	None	338	26	338	55
Sociedad Ibérica de Generación de Energía Fotovoltaica VI, S.L. (*)	None	301	26	301	51
Accumulated Impairment		(312)	-	(312)	-
Carrying amount		**327**	**52**	**327**	**106**

(*) Management of the Parent company considered that the loans to Sociedad Ibérica de Generación de Energía Fotovoltaica XIX, S.L. and Sociedad Ibérica de Generación de Energía Fotovoltaica VI, S.L. were not 100% recoverable and were therefore partially impaired in prior years.

As at 30 June 2023, the net value associated with the two receivables amounts to EUR 327 thousand long-term and EUR 52 thousand short-term (EUR 327 thousand long-term and EUR 106 thousand short-term as at 31 December 2022), recorded under "Non-current assets - Long-term loans to companies" and "Current assets - Short-term loans to companies", respectively, in the consolidated balance sheet.

The credit risk of the financial instrument described above has not increased significantly since initial recognition, except for the impaired loans described in the footnote to the table. The loss allowance for these financial instruments in an amount equal to the 12-month expected credit losses is not material.

<u>Trade and other receivables</u>

The detail of this heading on the consolidated balance sheets a 30 June 2023 and 31 December 2022 is as follows:

	Thousands of euros	
	30/06/2023	31/12/2022
Trade receivables for sales and services short-term	45,985	27,077
Trade receivables for sales and services to associates (Note 16.2)	74	255
Sundry accounts receivable	1,160	1,260
	47,219	**28,592**

At 30 June 2023, the Group has receivables corresponding to the 20 companies sold under the Bruc agreement (Note 3.1.c of the consolidated notes to the financial statements for the year ended 31 December 2022) amounting to EUR 30,165 thousand, most of the remainder corresponding to sales of energy generated by the photovoltaic plants pending settlement at 30 June 2023. Energy sales are settled in an average period of approximately 30 to 60 days.

At 31 December 2021, the Group recognised a receivable in relation to the sale in 2020 of Energía Solar de Poniente, S. de R.L. de C.V. and Infraestructura Energética del Norte, S. de R.L. de C.V., amounting to EUR 4,372 thousand in the long term (EUR 4,415 thousand at 31 December 2021 and EUR 4,075 thousand at the date of sale), which was transferred to the short term in 2022 as it matured in 2023. At 30 June 2023, an amount of EUR 1,932 thousand remains outstanding.

The Group monitors and analyses changes in all trade receivables on an ongoing basis. After analysing this situation, the Directors consider that the risk of impairment of receivables is not material at 30 June 2023 and 31 December 2022. The Group holds no guarantee as insurance.

The movement in impairment losses on trade receivables recognised as a reduction of the balance of "Trade receivables for sales and services" in the consolidated balance sheet was as follows:

Six-month period ended 30 June 2023

	Beginning balance	Charge for the year / (reversals) recognised in the year	Ending balance
Impairment for trade operations	210	-	210

Fiscal year ended 31 December 2022

	Beginning balance	Charge for the year / (reversals) recognised in the year	Ending balance
Impairment for trade operations	200	10	210

At 30 June 2023, the Group has significant balances in currencies other than the euro. The main receivables in foreign currencies amount to a total of EUR 7,071 thousand (As at 31 December 2022: EUR 9,055 thousand) (Note 10.1).

Maximum exposure to credit risk at the reporting date is the fair value of each category of the above-mentioned receivables. The Group holds no guarantee as insurance.

Other financial assets

At 30 June 2023 and 31 December 2022, the Group has long-term financial investments amounting to EUR 2,350 thousand and EUR 1,203 thousand, respectively, corresponding to deposits pledged under guaranteed policies granted to secure compliance with certain obligations assumed by the Group; mainly due to guarantees provided to foreign public authorities (see Note 18.2). The term of the secured obligation is more than one year and, therefore, these deposits are recognised under non-current assets.

At 30 June 2023 and 31 December 2022, the Group held other short-term financial assets amounting to EUR 5,533 thousand and EUR 4,643 thousand, respectively, mainly corresponding to term deposits with banks (EUR 4,000 thousand at 30 June 2023 and EUR 1,800 thousand at 31 December 2022). In addition, at 31 December 2022, the Group also recorded a bank deposit of EUR 2,591 thousand under this heading.

9.2 Financial liabilities

9.2.1. Debt instruments and other marketable securities

On 19 July 2022, Group Senior Management concluded with EIG and Generali Global Infrastructure a new corporate debt facility of up to EUR 250 million with a maturity of 36 months.

The new financing agreement signed on 19 July 2022 entailed a drawdown amounting to EUR 198,300 thousand at 31 December 2022, with a maturity of three years and a three-month Euribor interest rate with a floor of 0% plus an additional margin fixed annually. With this drawdown, the existing financing subscribed on 17 March 2021 for a nominal amount of EUR 140,000 thousand has been cancelled, together with accrued and unpaid interest at the date of issue of the new financing. Subsequent issues up to the maximum aggregate nominal amount of EUR 250 million may be drawn down until 15 March 2023 in four additional tranches of not less than EUR 10 million each. This additional funding will be used to finance the Group's business plan. During the first six month of financial year 2023, the financial expense associated with this financing amounted to EUR 7,925 thousand.

Pursuant to the terms of the issue agreement, all bonds issued by the Group have been fully subscribed and purchased by the institutional investors identified in the agreement and, therefore, no prospectus is required to be filed with the National Securities and Exchange Commission (CNMV).

The EUR 140 million financing facility had a single maturity date of 23 September 2023 for all issues made, bearing interest at Euribor plus a spread. The financial expense accrued, as well as early cancellation fees, during the financial year 2022 as a result of this financing line amounted to EUR 3,558 thousand (EUR 2,965 thousand in the financial year 2021).

Within the framework of this operation, the Group granted certain guarantees (pledge on shares of certain Group companies) in favour of the holders of the bonds issued, which have been cancelled when the bonds were cancelled. In addition, the bond issue contract included a series of conditions and commitments assumed by Opdenergy Holding, S.A. and its subsidiaries, including most notably compliance with a series of financial ratios and the assumption of certain cross-default conditions in the event that certain Group companies were to enter into certain default situations. These conditions, which in the opinion of the Directors were fulfilled at 31 December 2021, have likewise been cancelled.

The detail of "Bonds and other non-current marketable securities" in the consolidated balance sheet as at 30 June 2023 and 31 December 2022 is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Bonds and other marketable securities-		
Issuance 2022		
1st bond issue - nominal EUR	143,700	143,700
2nd bond issue - nominal EUR	54,600	54,600
3rd bond issue - nominal EUR	51,700	-
Formalisation fees and commissions (*)	(3,738)	(3,531)
Total	**246,262**	**194,769**

(*) For the first six months of 2023 and as at *31 December 2022 the Parent Company's Directors consider that debt arrangement fees and expenses should be classified in full as long-term debt.*

The information relating to the bonds outstanding as at 30 June 2023 and 31 December 2022 is as follows continued:

<u>*30 June 2023*</u>

ISIN	Issuer	Issue date	Currency	Number of bonds purchased	Nominal value expressed in euro (**)	Maturity date	Market (*)
XS2497045984	Opdenergy, S.A.U.	16/07/2022	EUR	143,700,000	140,860,000	19/07/2025	Freiverkehr
XS2497046016	Opdenergy, S.A.U.	22/12/2022	EUR	54,600,000	53,508,000	19/07/2025	Freiverkehr
XS2566884412	Opdenergy, S.A.U.	15/03/2023	EUR	51,700,000	50,666,000	19/07/2025	Freiverkehr
	Bond issue in EUR			**250,000,000**	**245,034,000**		

31 December 2022

ISIN	Issuer	Issue date	Currency	Number of bonds purchased	Nominal value expressed in euro (**)	Maturity date	Market (*)
XS2497045984	Opdenergy, S.A.U.	16/07/2022	EUR	143,700,000	140,860,000	19/07/2025	Freiverkehr
XS2497046016	Opdenergy, S.A.U.	22/12/2022	EUR	54,600,000	53,508,000	19/07/2025	Freiverkehr
	Bond issue in EUR			**198,300,000**	**194,368,000**		

(*) The senior bond issue by Opdenergy, S.A.U. was listed on the Open Market (Freiverkehr) of the Frankfurt Stock Exchange in accordance with the German securities market law.

(**) The difference between the bonds purchased and the nominal value is due to the cost of the issuance transaction.

In addition, the Group also recognises under "Bonds and other long-term marketable securities" the EUR 16,500 thousand bond signed with Kobus Partners to support the development and construction of the 24 MW "La Francesca" photovoltaic project in Benevento (Italy).

9.2.2. Bank borrowings

The detail of this item in the consolidated balance sheet as at 30 June 2023 and 31 December 2022 is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Bank borrowings associated with renewable energy plants		
Long-term	427,127	249,291
Short-term	31,915	13,574
Totals	**459,042**	**262,865**
Bank borrowings		
Short-term	33,238	-
Totals	**33,238**	**-**
Total	**492,280**	**262,865**

Bank borrowings associated with renewable energy plants

Chile

During 2020, the OPDEnergy Group entered into various project finance agreements with credit institutions associated with the development of solar photovoltaic plants in Chile.

	Opening date	Maturity	Interest rate on amount drawn down	Interest rate on amount not drawn down
Xue Solar, S.P.A.	14/08/2021	31/07/20238	LIBOR+ 4.5%	LIBOR+ 1%
Lingue, S.P.A.	14/08/2021	31/07/2038	LIBOR+ 4.5%	LIBOR+ 1%
Litre, S.P.A.	14/08/2021	31/07/2038	LIBOR+ 4.5%	LIBOR+ 1%
Opdenergy Generación, S.P.A.	11/06/2021	30/06/2027	LIBOR+ 2.25%	LIBOR+ 0.79%

The amount outstanding on these loans as at 30 June 2023 totals EUR 94,994 thousand.

The detail, by company, as at 30 June 2023 and 31 December 2022 is as follows (in thousands of euros):

	Drawn down at 30/06/2023	Drawn down at 31/12/2022	Total nominal amount
Xue Solar, S.P.A.	7,536	7,843	8,622
Lingue, S.P.A.	1,813	1,887	2,102
Litre, S.P.A.	1,768	1,845	2,030
Opdenergy Generación, S.P.A.	83,877	85,868	93,809
Total	**94,994**	**97,443**	**106,563**

Spain

In the case of the Spanish companies Planta Solar OPDE 3, S.L., Planta Solar OPDE 5, S.L. and Planta Solar OPDE 6, S.L., The project finance agreements that the Group held at 31 December 2020 with a first maturity date of 31 December 2021 were cancelled on 16 December 2021, and new financing contracts were also entered into on that date. The amount of the cancellation costs was not material.

In addition, the companies Planta Solar Fernandina, S.L., Planta Solar Andalucía 1, S.L. and Planta Solar Extremadura 2, S.L. were incorporated into the Group in March 2021 following the transaction described in Note 3.1.c of the consolidated financial statements for 2022. The three companies have different project financing agreements, which came into force on 29 December 2019. The purpose of these loan agreements is to finance the construction and development of photovoltaic plants.

In July 2022, the Group closed project financing with BBVA and EIB for a senior debt principal amount of approximately EUR 301 million to finance the construction of 605MW in Spain. At 31 December 2022, the amount drawn down under this financing was EUR 110 thousand. The maturity of this financing, depending on the PV plant to which it is associated, is between 2034 and 2040. The interest rate accrued on this financing is Euribor plus a margin of between 1.8% and 2.2%.

At 30 June 2023, the balance drawn down against this financing amounted to EUR 161,922 thousand.

During the first half of 2023, the financial expense accrued for this financing amounted to EUR 600 thousand.

On the other hand, also in July 2022, the Group closed a financing agreement with ING for the construction and commissioning of a portfolio of PV farms in Spain with a total expected installed capacity of approximately 167 MW located in Cuenca. The financing has a senior debt principal amount of approximately EUR 95 million, of which approximately EUR 29,630 thousand was drawn down at 31 December 2022. The final maturity date of this financing is 2033 and it bears interest at Euribor plus a margin, scalable over time, of between 1.75% and 2.15%.

As at 30 June 2023, the balance drawn down against this financing amounts to EUR 71,422 thousand.

During the first half of 2023, this financing has accrued interest in the amount of EUR 165 thousand.

The amount outstanding on these loans at 30 June 2023 and 31 December 2022 by company and their main characteristics are as follows:

	Thousands of Euros			Interest rate	Maturity
	Drawn down at 30/06/23	Drawn down at 31/12/22	Total nominal amount		
Planta Solar OPDE 3, S.L.	24,197	24,993	27,655	Euribor + 1.75%(*)	31/12/2039
Planta Solar OPDE 5, S.L.	5,336	5,507	6,180	Euribor + 1.75%(*)	31/12/2039
Planta Solar OPDE 6, S.L.	23,605	24,375	27,663	Euribor + 1.75%(*)	31/12/2039
Planta Solar La Fernandina, S.L.	22,095	22,893	22,267	Euribor + 2.25%(**)	31/12/2035
Planta Solar Andalucía 1, S.L.	22,207	23,058	27,516	Euribor + 2.25%(**)	31/12/2035
Planta Solar Extremadura 2, S.L.	22,196	22,966	27,260	Euribor + 2.25%(**)	31/12/2035
PLANTA SOLAR OPDE 51, SL	24,275	11,561	36,221	Euribor + 1.75%(***)	31/12/2033
PLANTA SOLAR OPDE 52, SL	24,429	9,018	35,271	Euribor + 1.75%(***)	31/12/2033
PLANTA SOLAR OPDE 53, SL	22,718	9,050	34,888	Euribor + 1.75%(***)	31/12/2033
PLANTA SOLAR OPDE 7 SL	17,634	8	13,643	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 8 S.L.	22,172	8	17,763	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 11 S.L.	4,837	8	4,765	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 12 S.L.	15,890	8	16,756	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 13 S.L.	18,270	8	17,299	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 14 S.L.	19,308	8	18,160	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 15 S.L.	11,927	8	13,989	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 17 S.L.	20,703	8	18,105	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 25 S.L.	27	8	18,363	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 50 S.L.	20,348	8	15,046	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
PLANTA SOLAR OPDE 55 S.L.	27	8	18,532	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
Orinoco Solar, S.L.	27	8	18,213	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
Renovables de la Clamor, S.L.	10,750	8	8,720	Euribor +1.8%(****) / Euribor +1.7% (*****)	31/12/2040
Total	**352,978**	**153,533**	**444,275**		

(*) From 31/12/2026 the spread increases to 2%.

(**) As of 1/1/2024 the spread is increased to 2.5%, being 2.75% as of 1/1/2030.

(***) As of 1/07/2026 the spread increases to 2.05%, being 2.15% as of 27/07/2030.

(****) After obtaining the CAP the spread increases to 2.20% and year by year it will increase by 0.20% after obtaining the CAP.

(*****) As of 1 July 2023 the spread is increased by 2%, being 2.20% as of 1 July 2038.

On the same date on which these companies entered into the aforementioned financing contracts, derivative contracts were entered into.

Italy

In the case of the Italian companies (Opde Puglia, S.R.L., Solare Puglia, S.R.L., and Ribaforada 10, S.R.L.), the construction of their solar plants took place in 2009 and 2010 and were financed as follows:

Solar plant	Drawn down at 30/06/2023	Drawn down at 31/12/2022
Opde Puglia, S.r.l.	3,398	3,683
Solare Puglia, S.R.L.	4,638	5,004
Ribaforada 10, S.R.L.	3,033	3,202
Total	**11,069**	**11,889**

Solar plant	Location	Start of funding	Maturity date	Interest rate
Ribaforada 10	Italy	01/05/2011	18 years	3.41%
OPDE Puglia – Ruatella 1	Italy	01/08/2010	18 years	6.14%
OPDE Puglia – Ginosa 1	Italy	01/03/2010	18 years	6.14%
Solare Puglia – Ruatella 2	Italy	21/09/2009	19 years	3.48%
Solare Puglia – Ginosa 2	Italy	21/09/2009	19 years	3.48%
Solare Puglia - Sannicardo	Italy	01/03/2010	20 years	3.48%

The detail by maturity of the bank borrowings at 30 June 2023, undiscounted and considering all the contractual flows included in the contracts (principal and interest) is as follows (in thousands of euros):

	2023	2024	2025	2026	2027	2028 and subsequent years	**Total**
Debt instruments and other marketable securities	31,720	-	250,950	1,500	1,350	12,700	**298,220**
Bank borrowings associated with renewable energy plants	15,613	34,060	35,830	33,682	96,958	254,233	**470,376**

Short-term Bank borrowings - Credit facilities

In relation to the different operating lines held by the Group, a limit of EUR 35,000 thousand is established as at 30 June 2023. The amount drawn down at 30 June 2023 is detailed below (in thousands of euros):

	Drawn down at 30/06/2023	Drawn down at 31/12/2022	Limit
Multicurrency credit accounts	-	-	10,000
Lending facilities	-	-	5,000
Confirming facilities (*)	5,010	-	20,000
Total	**5,010**	-	**35,000**

(*) The use of confirming lines by the Group is subject to the acceptance of financeable invoices by credit institutions.

All credit facilities bear interest at market rates, basically tied to Euribor or Libor plus a market spread.

In addition, the Group has recognised an amount of EUR 28,229 thousand under the heading "Short-term bank borrowings" relating to documentary credits for financing the construction of photovoltaic projects under construction in Spain.

Guarantees

As security for the fulfilment of the obligations arising from the financing granted to the companies based in Spain, these companies have provided the following guarantees:

- Pledge on pledged contracts (PV plant construction contract, plant operation and maintenance contract, hedging contracts, etc.).
- Pledge on pledged accounts (main account, debt service reserve account and clearing account).
- Pledge on the totality of its shares.

In this regard, as at 30 June 2023, the Group has restricted current accounts in relation to this financing amounting to EUR 18,697 thousand recorded under "Cash and cash equivalents" in the consolidated balance sheet (31 December 2022: (EUR 26,058 thousand).

- In relation to the companies located in Chile, the following guarantees have been provided:
- Pledge without first degree displacement on present and future subordinated credits.
- Commercial pledge on rights and promise of commercial pledge on rights.
- Pledge without displacement of first degree on future assets.
- Pledge without displacement and prohibitions regarding all the current and future shares of the companies that the shareholder grants in favour of the creditor by means of a public deed granted.
- Pledge without displacement on money and investments allowed.

The Directors of the Group believe that the companies subject to the guarantee will be able to meet all contractual obligations under such financing loans in a timely manner.

Compliance with financial ratios

The project finance contracts of Spanish and Chilean companies include a series of conditions and obligations assumed by them for the year 2023 and beyond, including the fulfilment of a series of financial ratios. In particular, the achievement of the leverage ratio, the debt service ratio and the calculation of the cash flow generated and the cash surplus on the basis of the audited financial statements of these individual companies. The Group's Directors believe that those obligations are being met and that they will be fully satisfied at year end.

Issuance of green notes

The Group subscribed on 28 December 2021 to a green notes programme on the Alternative Fixed Income Market (MARF) with a maximum limit of EUR 100 million. The interest rate will be set at the time of each of the promissory note issues. The Group resorted to this type of financing in order to diversify its sources of funding and improve the cost of its debt.

As at 31 December 2022, the outstanding balance of promissory notes amounted to EUR 14,600 thousand. During 2022, a total of EUR 40,200 thousand was drawn down, of which EUR 25,600 thousand matured in 2022 and the remainder (EUR 14,600 thousand) matures in 2023. The financial expense associated with these promissory notes amounted to EUR 210 thousand.

As at 30 June 2023, the outstanding balance of promissory notes amounts to EUR 28,000 thousand. During the first half of 2023, a total of EUR 48,800 thousand was drawn down, of which EUR 23,000 thousand have already matured in June 2023 and the remainder (EUR 25,800 thousand) matures in the next six months of 2023.

In relation to the provisions for the 2022 financial year, at 30 June 2023, an amount of EUR 2,200 thousand is still undue.

The financial expense associated with these promissory notes amounted to EUR 536 thousand.

9.3. Derivatives

Details of the derivatives contracted by the Group at 30 June 2023 and 31 December 2022 are as follows:

Fiscal year 2023

	Thousands of Euros			
	Assets		Liabilities	
	Non-current	Current	Non-current	Current
Interest rate	25,040	-	200	-
Electricity prices	28,747	-	74,629	42,341
	53,787	**-**	**74,829**	**42,341**

Fiscal year 2022

	Thousands of Euros			
	Assets		Liabilities	
	Non-current	Current	Non-current	Current
Interest rate	26,073	-	-	-
Electricity prices	-	-	194,910	100,862
	26,073	-	194,910	100,862

Interest rate

On 22 September 2020, OPDEnergy Generación S.p.A. entered into a financing agreement with Sumitomo Mitsui Banking Corporation for the construction of two solar farms (see Note 11.2). Together with this financing agreement, an interest-rate risk hedging agreement was entered into for an initial notional amount of USD 23,396,901 with monthly maturities until 15 June 2021 and with six-monthly maturities from 15 June 2021 to 15 December 2039. The notional amount outstanding as at 30 June 2023 is USD 64,644,800 (USD 66,020,357 as at 31 December 2022).

In addition, on 16 December 2021 the companies Planta Solar Opde 3, S.L., Planta Solar Opde 5, S.L. and Planta Solar Opde 6, S.L. together with new financing contracts to finance the construction of the solar farms owned by them (Note 11.2), entered into interest rate risk hedging contracts for caps for notional amounts of EUR 18,599,000, EUR 4,158,000 and EUR 18,610,740 respectively, all of which mature half-yearly from 31 December 2021 to 29 December 2023. In addition, these companies also entered into interest rate swaps for notional amounts of EUR 16,671,422, EUR 3,668,550 and EUR 16,274,396, respectively, all of which mature half-yearly from 29 December 2023 to 29 December 2034.

The companies Planta Solar Fernandina, S. L., Planta Solar Andalucía 1, S.L. and Planta Solar Extremadura 2 have financing contracts (Note 11.2) with which they entered into interest rate derivative contracts for a notional amount of EUR 20,450,031, EUR 20,637,150 and EUR 20,445,375 respectively, maturing every six months until 31 December 2029.

In addition, the Group's Spanish companies in the construction phase have signed new interest rate derivative contracts.

At 30 June 2023, the valuation of these derivatives, performed by an independent expert, amounts to EUR 25,040 thousand and is recorded under the heading "Derivatives" on non-current assets and EUR 200 thousand are recorded under "Derivatives" on non-current liabilities with a credit to "Valuation adjustments - Hedging transactions", net of the related tax effect in the consolidated balance sheet in the amount of EUR 20,064 thousand (EUR 26,073 thousand and EUR 20,799 thousand respectively at 31 December 2022). In addition, the Group has not recognised any amount under "Other income and expenses" in the consolidated income statement for any ineffectiveness.

The Group has complied with the requirements detailed in Note 3.8 in order to classify these financial derivatives as hedging instruments. The settlements of the hedging instruments coincide with the time at which the cash flows from the interest settlements of the financing contracts are expected to occur; - the hedged item - are expected to occur. In particular, it meets all the requirements for hedge effectiveness and has been formally designated as a hedge.

Electricity prices

The OPDEnergy Group uses derivative financial instruments to hedge the risk of fluctuations in electricity prices based on its projections, since such fluctuations may have a significant impact on the earnings of the companies that own the solar PV and wind farms under development. Generally, as a result of these swaps, the Group companies that enter into them agree to pay the hourly pool market price in relation to a notional amount of MWh established in the contracts in monthly or half-yearly periods in exchange for receiving a fixed price for a period of between ten and fifteen years.

At 30 June 2023, the valuation of these derivatives amounts to EUR 116,970 thousand and is recognised under "Derivatives" in non-current liabilities and current liabilities, and EUR 28,748 thousand under "Derivatives" in non-current assets, with a charge to "Valuation adjustments - Hedging transactions" for a negative amount of EUR 50,131 thousand, net of their tax effect in the consolidated balance sheet, as an effective portion of the hedges. Hedge ineffectiveness amounting to EUR 14,248 thousand and the change in value of options amounting to EUR 4,533 thousand are shown under "Other income and expenses" in the consolidated income statement.

At 31 December 2022, the valuation of these derivatives amounted to EUR 279,427 thousand and was recorded under "Derivatives" in non-current liabilities and current liabilities, which was recorded under "Adjustments for changes in value - Hedging transactions" for a negative amount of EUR 215,676 thousand, net of their tax effect in the consolidated balance sheet. Similarly, ineffectiveness associated with these derivatives was recognised in the amount of EUR 1,835 thousand and, in relation to the options issued, as they are financial instruments classified as fair value through profit or loss since they do not meet the criteria required for the application of hedge accounting, changes in the fair value of the options amounting to EUR 5,701 thousand were recognised under "Other income and expenses" in the consolidated income statement for the year ended 31 December 2022.

The electricity derivatives indicated are designated as hedges because they meet all the requirements established by IFRS-EU for the application of hedge accounting, with the exception of written options classified as fair value through profit or loss, as they are not financial instruments that qualify for hedge accounting (See note 3.8). In particular, with the exception of the written options, the instruments have been formally designated as hedges and the hedges were considered effective prospectively. However, the ineffectiveness of the hedges has increased due to the different evolution of base and solar prices, as well as the delayed start-up of some plants.

10. Financial risk management

The Group’s activities are exposed to various financial risks: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk, liquidity risk and fair value measurement, as well as climate change risk. The Group's global risk management programme focuses on the uncertainty of the financial markets and aims to minimise the potential adverse effects on its financial returns.

Responsibility for financial risk management is controlled by the Group's Finance Department, in accordance with the policies approved by the Parent Company's Directors. This department identifies, assesses and hedges the financial risks in close cooperation with the Group's operating units. OPDEnergy provides policies for comprehensive risk management, as well as for specific areas such as currency risk, interest rate risk, liquidity risk, the use of derivative and non-derivative financial instruments and the investment of surplus liquidity.

10.1 Market risk

Currency risk

The Group operates internationally and is exposed to foreign currency risk on the transactions it performs in foreign currencies. Foreign exchange risk arises mainly from commercial transactions abroad that are in a currency other than the Group's functional currency, the euro.

Foreign currency transactions are translated to the functional currency using the exchange rates prevailing at the date of the transactions. Exchange differences arising from the settlement of these transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, unless they are deferred in equity, as in the case of cash flow hedges and designated net investment hedges. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Nonmonetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

The detail of the most significant balances in foreign currencies, translated to euros at the year-end exchange rates, is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Trade and other receivables	7,071	9,055
Other current financial assets	258	258
Cash and cash equivalents	31,669	2,188

The Group is mainly exposed to foreign exchange risk in the following currencies: United States (USD), Chile (CLP), Mexico (MXN) and United Kingdom (GBP). The detail, by type of financial instrument, of the exchange differences recognised in profit or loss is as follows (in thousands of euros):

30/06/2023

	Total
Other consolidated balance sheet positions	(1,534)
Cash	(1,528)
Total financial assets	**(3,062)**

31/12/2022

	Total
Other consolidated balance sheet positions	(1,891)
Cash	(695)
Total financial assets	**(2,586)**

Interest rate risk

Interest rate fluctuations change the fair value of assets and liabilities that bear a fixed interest rate and the future flows from assets and liabilities bearing interest at a floating rate.

The Group's income and cash flows from operating activities are not sensitive to fluctuations in market interest rates, as it has no significant interest-bearing assets other than deposits (see Note 9.1).

The Group's interest rate risk arises mainly on bank borrowings and marketable securities issued. Bank borrowings and marketable securities issued on unregulated markets at variable interest rates expose the Group to cash flow interest rate risk (see note 3.8 to the consolidated financial statements for 2022). At 30 June 2023 and 31 December 2022, the Group had interest rate hedges in place to mitigate interest rate fluctuations on bank borrowings (see Note 9.2).

Electricity price risk

As indicated in Note 9.3, the OPDEnergy Group uses derivative financial instruments to hedge the risk of fluctuations in electricity prices based on its projections, since such fluctuations may have a significant impact on the earnings of the companies that own the solar PV and wind farms under development. The fair value of this type of derivatives is estimated in accordance with valuations performed by independent experts, based on long-term electricity price curves.

10.2 Credit risk

Credit risk arises from cash and cash equivalents and deposits at banks and financial institutions, as well as balances with customers, including outstanding accounts receivable and committed transactions. In relation to banks and financial institutions, transactions are only carried out with entities of recognised credit rating, taking into account past experience and other factors. If an independent appraisal of the customers' creditworthiness has not been made, the Financial Department assesses their credit quality on the basis of the financial position of the customer in question, past experience and other factors. The Group does not have a policy of granting long-term loans to its customers, except in exceptional circumstances.

The maximum credit risk exposure of the financial assets at the reporting dates is related to the carrying amount thereof.

The Directors consider that the Group's credit risk is significantly reduced as trade receivables consist of short-term debt with high quality credit performance and no historical default. In this respect, the Group maintains a low credit risk exposure with its main customers (Note 4), taking into account the relatively low collection periods for energy sold and the guarantees obtained in energy sales transactions and the sale of shares through bank guarantees with reputable institutions.

Details of maturities of accounts receivable from third party customers and associated impairments at 30 June 2023 and 31 December 2022 are as follows (in thousands of euros):

30 June 2023

	Unmatured	0-30 days	30-60 days	60-90 days	90-180 days	> 180 days	TOTAL
Trade receivables	39,903	5,347	393	-	342	-	45,985
TOTAL	**39,903**	**5,347**	**393**	**-**	**342**	**-**	**45,985**

31 December 2022

	Unmatured	0-30 days	30-60 days	60-90 days	90-180 days	> 180 days	TOTAL
Trade receivables	20,697	5,916	393	-	70	-	27,077
TOTAL	**20,697**	**5,916**	**393**	**-**	**70**	**-**	**27,077**

10.3 Liquidity risk

Prudent management of liquidity risk entails the maintenance of sufficient cash and marketable securities, availability of financing through a sufficient level of committed credit facilities and the capacity to settle market positions. In view of the dynamic nature of the underlying businesses, the Group's Financial Department aims to maintain the flexibility of financing through the availability of the credit lines arranged, which complement the financing specific to the turnkey projects.

An exhaustive control of working capital (current assets less current liabilities), the absence of an excessive concentration of risk at any certain bank and the ongoing monitoring of levels of borrowings and the generation of funds enable the business's liquidity risk to be adequately controlled.

In this regard, at 31 December 2022 and during the first six months of 2023, the Group had contracted credit lines whose limits had not been drawn down in full and had the capacity to increase the issuance of debt instruments in unregulated markets that would allow it to continue operating normally and obtain the liquidity necessary to guarantee the development of its projects.

In this regard, at the date of preparation of these summarised interim consolidated financial statements, the Group´s Management is in the process of refinancing and negotiating the financing facility obtained through bonds (Note 9.2), which will enable them to extend their maturity and drawdown.

10.4 Capital risk management

The Group's capital management objectives are to safeguard its ability to continue as a going concern, generate returns for shareholders and maintain an optimal capital structure while reducing the cost thereof.

In order to be able to maintain or adjust the capital structure, the Group may vary the amount of the dividends payable to shareholders, reimburse capital, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of its debt ratio, which is in line with the industry. This ratio is calculated by dividing net financial debt by total capital employed in the business. Net financial debt is calculated as follows (in thousands of euros):

	30/06/2023	31/12/2022
Non-current payables	689,889	444,060
Bank borrowings and other short-term liabilities	96,873	29,551
Other financial liabilities	504	5,696
Cash and cash equivalents	(155,792)	(202,528)
Adjusted Net financial debt (*)	**631,474**	**276,779**

(*) Lease liabilities and the valuation effect of derivatives have not been taken into account in the calculation of net financial debt.

The total capital employed in the company is calculated by adding the amount of net financial debt to equity.

The Group's strategy during the six-month period ended 30 March 2023 led to a debt ratio of close to 1. The debt ratios as at 30 June 2023 and 31 December 2022 are as follows (in thousands of euros):

	30/06/2023	31/12/2022
Adjusted Net financial debt (a)	631,474	276,779
Equity (b)	280,541	111,107
Total capital employed in the business (c) = (a+b)	912,015	387,886
Debt ratio (a/c)	**0.69**	**0.71**

10.5 Climate change risk management

The OPDEnergy Group bases its entire activity on the development, financing, construction and operation of renewable energy assets, and is thus an active player in the fight against climate change.

In this sense, the transition towards a low-carbon economy may represent an opportunity for the Group, with a business model based on renewable energies and aligned with climate change mitigation policies and related global agreements. Renewable energies foster an economy less dependent on fossil fuels and reductions in greenhouse gas emissions, so a decarbonisation of the economy would increase the market in which the Group operates. However, potential risks that could have an impact on the organisation have also been identified, such as:

- Political and legal risks, i.e. risks arising from possible actions of political bodies and regulatory changes that may lead to legal instability.
- Market risk, related to situations in which changes and imbalances in the supply and demand of certain components and services may occur, especially due to a growth in activity in favour of an energy transition.
- Technological risk, which relates to the constant technological innovations that arise or are favoured in the Transition process, and the consequent obsolescence of equipment for the replacement of old systems.

On the other hand, physical risks are those related to events (acute risks) or long-term changes (chronic risks) resulting from climate change, depending on the location of the Group's facilities, for example:

- Increase in extreme weather events and natural disasters, which can lead to increased downtime and higher operation and maintenance costs.
- Changes in weather patterns that may affect operating temperatures, as well as the amount of available sunlight in photovoltaics and the kinetic energy of wind in wind power, as sources of electricity generation at the assets.

In this context, the OPDE Group promotes the implementation of a risk management model, which allows taking advantage of the opportunities that may arise from climate change mitigation and adaptation; but at the same time anticipating threats to eliminate or reduce undesired effects. Some actions are outlined below:

- Maximise the opportunity to promote a decarbonisation of the economy with a business model based on renewable energies and providing the Group with a better positioning and reputational image in a society that is increasingly aware of sustainability.
- Respond to the need for efficient adaptation to combat climate change threats and ensure the resilience of energy assets, avoiding claims and losses due to extreme events.

11. Inventories

The detail of "Inventories" in the consolidated balance sheet as at 30 June 2023 and 31 December 2022 is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Trade	307	298
Raw materials and other supplies	-	-
Work in progress	-	6,015
Advances to suppliers	1,709	1,308
Total	**2,016**	**7,620**

The heading "Commercial" mainly includes photovoltaic materials for installation or sale.

Under "Work in progress" the Group recognises renewable energy plants under construction or development intended for subsequent sale. The detail of this item as at 30 June 2023 and 31 December 2022 is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Plant	-	2,819
Right-of-use assets (Note 7)	-	3,196
Total	**-**	**6,015**

At 31 December 2022, the plants recorded as "Product in progress" related to projects under development, located in Spain, which were sold in 2022 and the first months of 2023 in accordance with the transaction described in Note 3.1.c of the consolidated financial statements for 2022 (Note 3).

The change in this heading is due to the transfer of all the companies sold to Bruc on 30 June 2023.

12. Equity and shareholders' equity

12.1 Share capital

At 31 December 2021, the share capital of the Parent Company consisted of 105,922,000 fully subscribed and paid-up shares of EUR 0.02 par value each, the distribution of which is shown below:

	Number of shares	% of ownership
Aldrovi, S.L.	44,677,900	42.18%
Marearoja Internacional, S.L.	44,677,900	42.18%
Jalasa Ingeniería, S.L.	16,566,200	15.64%
	105,922,000	**100.00%**

On 22 July 2022, the Group's Parent Company, Opdenergy Holding, S.A., was listed on the Spanish Stock Exchange in Barcelona, Bilbao, Madrid and Valencia. In this respect, the Group's parent company increased its share capital by issuing 42,111,474 new fully subscribed and paid-up ordinary shares with a par value of EUR 0.02 each. Consequently, following this increase, the share capital is set at EUR 2,960 thousand divided into 148,033,474 shares at EUR 0.02 per share. Likewise, this capital increase has been carried out with a share premium of EUR 4.73 for each new share, amounting to EUR 199,158 thousand.

In connection with these capital increases, the Group recognised the incremental costs associated with them with a charge to reserves, net of their tax Effect, amounting to EUR 6,617 thousand at 31 December 2022.

At 30 June 2023 and 31 December 2022, the shareholders directly holding more than 10% of the share capital are as follows:

	% of ownership
Aldrovi, S.L.	29.90%
Marearoja Internacional, S.L.	29.90%
Jalasa Ingeniería, S.L.	11.08%
	70.88%

12.2 Reserves and retained earnings

The breakdown of the reserves as at 30 June 2023 and 31 December 2022 is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Legal reserve	602	602
Voluntary reserves	66,694	66,694
Total reserves of the Parent	**67,296**	**67,296**
Reserves in consolidated companies	47,751	(15,830)
Total consolidated reserves	**47,751**	**(15,830)**
Total reserves	**115,047**	**51,466**

Legal reserve

Under the Consolidated Companies Law, the Parent must transfer 10% of net profit for each year to the legal reserve until the balance of this reserve reaches at least 20% of the share capital. The legal reserve may be used to increase capital provided that the remaining reserve balance does not fall below 10% of the increased share capital amount. Otherwise, until the legal reserve exceeds 20% of share capital, it can only be used to offset losses, provided that sufficient other reserves are not available for this purpose.

As at 30 June 2023 and 31 December 2022, this reserve had reached the legally required minimum.

The heading "Reserves of consolidated companies" included legal reserves corresponding to subsidiaries totalling EUR 4,576 thousand at the end of 30 June 2023 (31 December 2022: EUR 4,577 thousand positive).

Voluntary reserves - Dividends distributed

During the fiscal year 2022, the General Meeting of Shareholders of the Parent Company resolved to approve the distribution of dividends totalling EUR 700 thousand charged to reserves, which were paid in full. During the financial year 2023, no dividends have been distributed to the shareholders of the Parent Company.

The voluntary reserves are unrestricted as to their use.

12.3 Treasury shares

At 31 December 2022, the Parent Company held 181,936 treasury shares, all of which were acquired during 2022 and are freely transferable.

As at 30 June 2023, the Parent Company holds 180,122 treasury shares.

13. Provisions and contingencies

The detail of "Provisions" in the consolidated balance sheets as at 30 June 2023 and 31 December 2022 is as follows (in thousands of euros):

	30/06/2023	31/12/2022
Provision for decommissioning of farms (Note 5)	7,002	7,027
Other provisions	186	154
Long-term provisions	**7,188**	**7,181**
Provisions for employee compensations (Note 16.3)	3,050	-
Other provisions (Note 16.3)	2,026	1,305
Short-term provisions	**5,076**	**1,305**

Long-term provisions:

Plants that are recorded under "Property, plant and equipment" in the consolidated balance sheet (Note 5) are required to incur future decommissioning costs when removing their facilities from their original site at the end of the concession or lease contract. As a general rule, as the construction of these plants progresses and always before completion, the Group records a provision for the present value of the expected decommissioning costs at the end of the contract. Specific changes in measured decommissioning liabilities will result in a change in the cost of the related asset.

The remaining amount recognised under "Long-term provisions" relates to other obligations accrued to the employees of the Group's Italian companies in accordance with the legislation in that country.

Short term provisions:

On 1 May 2022, an additional remuneration plan was approved for a member of Senior Management subject to the achievement and successful completion of each sale included in the sale and purchase agreement of 20 Spanish companies entered into by the Group during 2021. At 30 June 2023, the Group has made provision under this heading for the bonus corresponding to the 20 companies already disposed of (Note 16.3).

This heading also includes the amount provisioned for the long-term incentive plan approved in 2022 for an amount of EUR 3,050 thousand (Note 16.3).

14. Public authorities and tax matters

Until 31 December 2019, the Group was taxed under the consolidated tax regime in accordance with the provisions of Navarre Corporation Tax Law 24/1996 of 30 December, as this is where the companies' registered offices are located in Spain (Note 1). Since the beginning of the fiscal year 2020, and as a result of the change of registered office, the Parent Company and various subsidiaries have been taxed under the Tax Consolidation Regime, regulated in Chapter VII of Title VII of Royal Legislative Decree 4/2004, of 5 March, and are taxed in accordance with the provisions of article 55 et seq. of Law 27/2014, of 27 November, on Corporate Income Tax (hereinafter, LIS).

Since 30 December 2010, the Parent Company is taxed as the parent company in the consolidated tax group No. 3100047 on Value Added Tax. The Parent Company has a creditor position in relation to this tax amounting to EUR 753 thousand with the tax authorities and a debtor position amounting to EUR 14,353 thousand at 30 June 2023 (EUR 14,040 thousand at 31 December 2022 as a debtor position and EUR 737 thousand at 31 December 2022 as a debtor position).

The other subsidiaries located abroad file tax returns in accordance with the tax legislation in the countries in which they are located.

The Group has calculated the income tax provision at 30 June 2023 using current tax legislation. However, if, as a result of tax reforms, tax treatments different from those provided for in current legislation become apparent, these will be applied immediately in the financial statements presented after such approval.

The receivable or payable resulting from the estimated income tax calculation for the six-month period ended 30 June 2023 is recognised under "Current tax assets" and "Current tax liabilities" in the accompanying consolidated balance sheet.

14.1 Current tax receivables and payables

Details of current balances with public authorities in the consolidated balance sheets at 30 June 2023 and 31 December 2022 are as follows (in thousands of euros):

Tax receivables

	30/06/2023	31/12/2022
VAT refundable (*)	22,272	18,183
Corporate Tax receivable	10,253	9,563
Other accounts receivable from Tax Authorities	969	853
Total	**33,494**	**28,599**

(*) Corresponds mainly to the VAT borne by the Group companies located in Spain in relation to the photovoltaic solar modules and the expenses incurred for the construction of the new solar parks.

Tax payables

	30/06/2023	31/12/2022
VAT payable	4,574	1,009
Income tax payable	1,053	104
Accrued social security taxes payable	410	267
Other accounts payable to public authorities	808	802
Total	**6,845**	**2,182**

14.2 Assets for registered deferred tax

Details of deferred taxes as at 30 June 2023 and 31 December 2022 are as follows (in thousands of euros):

	30/06/2023	31/12/2022
Temporary differences (Deferred tax assets)		
Derivatives (Note 9)	13,778	68,509
Temporary differences arising from consolidation adjustments	7,179	5,947
Provisions	1,043	854
Non-deductible finance costs	-	1,210
Tax loss carryforwards-	12,803	13,859
Tax credits-	223	223
Total deferred tax assets recognised	**35,026**	**90,602**

The deferred tax assets indicated above were recognised on the consolidated balance sheet because the Group's Directors considered that, based on the best available estimates of the Group's future earnings, including certain tax planning measures, it is probable that these assets will be recovered.

Several Group companies are carrying out construction work on solar plants which the Group has recognised under "Fixed assets" at 30 June 2023 and 31 December 2022 (Note 5). The unrealised gains on these operations are eliminated, giving rise to a tax effect on them, which is recovered mainly in the year in which the ownership interests of the subsidiaries that own these plants are sold or depreciated.

The deferred tax assets for tax loss carryforwards and deductions that the Group has recognised at 30 June 2023 relate basically to deductions and taxable income of Spanish and Chilean construction companies which, due to the nature of their activity and ownership of renewable energy plants, have a long-term business plan that offers high visibility as to the income to be obtained in the future.

These tax assets have been recorded considering the recoverable amounts of the tax bases and deductions derived from these business plans, which mainly consider the following key variables:

- Estimated expected results from the sale of companies holding photovoltaic farm developments in 2023 and 2024 (Note 3).
- Energy sales price: prices based on PPA contracts in the case of fixed price contracts, or estimates based on independent expert valuations in the case of variable (market) prices, all considering the maintenance of regulatory frameworks.
- Projected revenues over the life of the plants, estimated at 25 to 30 years.
- Energy production estimates (MW), based on historical data recorded in the areas where the plants are located, corrected for the expected degradation of the solar panels.

According to Group management estimates, the capitalised tax loss carryforwards and deductions will be recovered within 7-10 years depending on the country in which they were generated.

Lastly, the Group holds EUR 13,778 thousand at 30 June 2023 related to energy price and interest rate derivatives mainly from Spanish and Chilean construction companies.

14.3 Liabilities for registered deferred tax

Details of deferred tax liabilities at 30 June 2023 and 31 December 2022 are as follows (in thousands of euros):

	Thousands of euros	
	30/06/2023	31/12/2022
Temporary differences (unearned revenues)-		
Goodwill	2,657	2,670
Temporary differences arising from consolidation adjustments	1,788	1,780
Derivatives (Note 9)	6,056	6,575
Other	229	247
Total deferred tax liabilities recognised	**10,730**	**11,272**

14.4 Years open for review and tax audits

Under current legislation, taxes cannot be considered to be definitively settled until the declarations filed have been inspected by the tax authorities or the four-year limitation period has elapsed. Likewise, in accordance with current legislation, the Administration's right to check the tax bases offset or pending offset or deductions applied or pending application shall expire ten years from the day following the end of the regulatory period established for filing the tax return corresponding to the tax year or period in which the right to offset such bases or apply such deductions arose.

For Spanish companies, at 30 June 2023 the Group has 2017 and subsequent years open for review for corporate income tax and other applicable taxes.

On the other hand, and due to the different interpretations that may be given to tax standards applicable to the transactions conducted by the Group, there may be other tax liabilities of a contingent nature that are not susceptible of an objective calculation. However, in the opinion of the Group's Directors, the possibility of these contingent liabilities materialising is remote and, in any case, the tax liability that might arise from them would not materially affect these financial statements. Similarly, the Group's Directors are of the opinion that the Group has no uncertain tax positions under any of the tax laws applicable to it.

Furthermore, in the opinion of the Group's Directors and its tax advisors, the transfer pricing system is adequately designed and supported in order to comply with applicable tax regulations. It is considered that there are no significant risks in this connection that could give rise to material liabilities for the Group in the future.

15. Income and expenses

15.1 Revenue

The breakdown by geographical area of the Group's revenue from continuing operations for the six-month periods ended 30 June 2023 and 2022 is as follows:

	30/06/2023	30/06/2022
Spain	91%	82%
Italy	2%	6%
Chile	7%	12%
	100%	**100%**

The breakdown, by business line, of the Group's revenue for the six-month periods ended 30 June 2023 and 2022 is as follows (in thousands of euros):

	30/06/2023		30/06/2022	
Services rendered	610	1%	600	2%
Provision of development services to third parties	12,458	16%	48	-
Sales of solar plant holding companies (Note 3)	47,863	61%	12,138	35%
Sale of energy and other	17,350	22%	21,962	63%
	78,281	**100%**	**34,748**	**100%**

The main transactions carried out by the Group in 2023 and 2022 are the sales of companies holding or developing solar plants in Spain (Note 3) that cease to form part of the Group in the amount of EUR 47,863 thousand for the six months ended 30 June 2023 (EUR 12,138 thousand at 30 June 2022) and invoicing for development services rendered in the amount of EUR 12,458 thousand at 30 June 2023 (EUR 48 thousand at 30 June 2022) and, additionally, income from the sale of energy from the connected plants that the Group has in Spain, Chile and Italy. In this regard, the sale of energy produced by various power plants in Spain corresponds to sales made to the distributor Nexus Energía, S.A. amounting to EUR 21,556 thousand (EUR 46,596 thousand in the six-month period ended 30 June 2022) and settlements of financial instruments for hedging energy prices held with Céntrica Energy Limited amounting to EUR 9,958 thousand (EUR 29,926 thousand in the six-month period ended 30 June 2022) (Note 9.3).

15.2 Staff costs

Details of this item in the consolidated income statement for the six-month periods ended 30 June 2023 and 2022 are as follows (in thousands of euros):

	30/06/2023	30/06/2022
Wages, salaries and similar expenses	9,880	6,407
Employee benefit costs	1,569	856
Other	-	155
Total	**11,449**	**7,418**

The average number of employees, by category, for the six-month periods ended *s* 30 June 2023 and 2022 is as follows:

	Average number of employees	
	30/06/2023	30/06/2022
Management	10	10
University graduates, technical and administrative staff	164	145
Total	**174**	**155**

(*) The Group include as Managers the members of Group´s Steering Committee.

At 30 June 2023 and 2022, the Group's workforce include one employee with a disability.

In addition, the Group's headcount as at 30 June 2023 and 2022, by gender and category, is as follows:

	30/06/2023			30/06/2022		
	Men	Women	**Total**	Men	Women	**Total**
Management (*)	9	1	**10**	8	2	**10**
University graduates, technical and administrative staff	107	66	**173**	102	57	**159**
Total	116	67	**183**	110	59	**169**

(*) The Group include as Managers the members of Group´s Steering Committee.

15.3 Other operating expenses

Details of "Other operating expenses" in the consolidated income statement for the six-month periods ended 30 June 2023 and 2022 are as follows (in thousands of euros):

	Thousands of euros	
	30/06/2023	30/06/2022
Leases (Note 7)	477	163
Repair and maintenance	1,904	1,049
Independent professional services	3,271	1,977
Insurance premiums	752	711
Banking	439	113
Advertising, publicity and public relations	30	20
Supplies	327	195
Other operating expenses	3,060	1,383
Total	**10,260**	**5,611**

15.4. Finance income

Details of "Finance income" in the consolidated income statement for the six-month periods ended 30 June 2023 and 2022 are as follows (in thousands of euros):

	30/06/2023	30/06/2022
Financial instruments measured at amortised cost-		
Associates	273	100
Third parties (Note 9.1)	480	180
Total	**753**	**280**

15.5 Finance costs

Details of "Finance costs" in the consolidated income statement for the six-month periods ended 30 June 2023 and 2022 are as follows (in thousands of euros):

	30/06/2023	30/06/2022
Financial instruments measured at amortised cost-		
Bank borrowings	6,455	4,519
Debt instruments and other marketable securities	8,478	3,852
Lease liabilities	1,110	419
Update of decommissioning provisions	40	56
Other	794	-
Total	**16,877**	**8,846**

16. Related party transactions and balances

16.1 Related party transactions

Details of related party transactions during the six-month periods ended 30 June 2023 and 2022 are as follows (in thousands of euros):

Six-month period ended 30 June 2023:

	Income from sales and services
Associates:	
Renter Gestiones, S.L.	256
Infraestructura Energética del Norte, S. de R.L. de C.V.	12
Energía Solar de Poniente, S. de R.L. de C.V.	12
Total	**280**

Six-month period ended 30 June 2022:

	Income from sales and services
Associates:	
Renter Gestiones, S.L.	287
Infraestructura Energética del Norte, S. de R.L. de C.V.	10
Energía Solar de Poniente, S. de R.L. de C.V.	10
Total	**307**

In addition, transactions were carried out with companies related to directors of the Parent Company corresponding to management services provided by these companies during the six months ended 30 June 2022, amounting to EUR

126 thousand respectively, which were recognised with a charge to "Other operating expenses" in the consolidated income statement for that period. During the six months ended 30 June 2023, no transactions have been carried out with companies related to directors of the Parent Company.

The detail is as follows (in thousands of euros):

	30/06/2022
Aldrovi, S.L.	38
Jalasa Ingeniería, S.L.	49
Marearoja Internacional, S.L.	39
Total	**126**

The above amounts include charges for management services provided up to the date of the IPO of the parent company's shares in July 2022. Note 16.3 details the additional commitments acquired with certain directors and executives of the Parent Company.

16.2 Balances with associates

Details of "Balances with related parties" during the first six months of 2023 and as at 31 December 2022 are as follows (in thousands of euros):

30 June 2023

	Long term loans granted	Trade receivables from associates and related companies
Associates:		
Renter Gestiones, S.L.	-	60
Infraestructura Energética del Norte, S. de R.L. de C.V.	-	7
Energía Solar de Poniente, S. de R.L. de C.V.	-	7
Toro renovables 400 KV, SL	953	
Trend Energético, S.R.L.	691	-
Total	**1,644**	**74**

31 December 2022

	Long term loans granted	Trade receivables from associates and related companies
Associates:		
Renter Gestiones, S.L.	-	247
Infraestructura Energética del Norte, S. de R.L. de C.V.	-	4
A2 Renovables LLC Holding	-	4
Trend Energético, S.R.L.	693	-
Total	**693**	**255**

The accounts related to loans granted to companies as at 30 June 2023 and 31 December 2022 mainly related to the amount receivable under the subordinated loan agreements entered into with each of the associated companies. The purpose of these loan agreements was to partially finance the design, construction and operation of the photovoltaic farm.

On the other hand, the accounts receivable recorded under the heading "Trade receivables from associates and related companies" in the consolidated balance sheet correspond mainly to the amount receivable at year-end corresponding to the operation and maintenance service contracts signed by Opde O&M, S.L. (for plants in Spain) and Inversiones Solares del Altiplano S. de R.L. de C.V. (plants in Mexico), as the service provider, with each of the companies indicated.

16.3 Remuneration of Group directors and senior executives

Remuneration paid to members of the Board of Directors

During the first six months of the financial year 2023, the members of the Board of Directors of the Parent Company have accrued and received for their status as directors an amount of EUR 240 thousand (EUR 212 thousand in 2022 from the IPO date). This amount does not include the remuneration received by the Chief Executive Officer, as it is included in the amount received by senior management.

Also, the Group had not granted any advances or loans to the directors and it did not have any pension, retirement bonus or special termination benefit obligations to them.

For information purposes, it is hereby stated that the companies Aldrovi, S.L., Jalasa Ingeniería, S.L. and Marearoja Internacional, S.L. are companies related to three members of the Board of Directors and provided services to the Parent Company until the date of the Parent Company's IPO in accordance with the contracts signed.

In addition, the Group has taken out in civil liability insurance policy for its Directors, the cost of which amounted to EUR 41 thousand at 30 June 2023 (EUR 50 thousand at 31 December 2022).

Remuneration of Senior Management

In 2023 and 2022, remuneration received by senior management amounted to EUR 1,384 and EUR 1,776 thousand (such remuneration includes the amount accrued by the Chief Executive Officer), respectively, which includes remuneration for all items including life insurance for the Chief Executive Officer, with the exception of the bonuses detailed below.

The Group acquired in 2017 an agreement with a member of senior management in the event of a liquidity event. The actions necessary for a future share issue on the Spanish Stock Market did not commence until the end of 2020, as the Directors considered the possibility of such an event occurring to be remote until that time. These actions continued throughout the 2021 financial year, although the transaction was not finally concluded in 2021. The Group updated, in accordance with the best estimate, the provision that the Group had recorded under "Short-term provisions", the balance of which at 31 December 2021 amounted to EUR 3,568 thousand, reversing during 2021 an amount of EUR 2,409 thousand with a credit to "Staff costs" in the consolidated income statement for 2021.

Following the IPO of the Group (Notes 1 and 14) during financial year 2022, this remuneration was settled, the final amount of which amounted to EUR 3,569 thousand. In this regard, the member of senior management who received such amount declared that he would reinvest 100% of the net amount of the CEO IPO Premium (i.e. the gross amount less the application of any withholding of the Value Added Tax) to subscribe for Related Investor Shares in the Related Investor Tranche of the Offering (the "CEO IPO Premium Shares").

The Group also acquired commitments with certain OPDE Group executives consisting of the recognition of additional variable remuneration amounting to EUR 1,634 thousand, which at 31 December 2021 was fully provisioned and recognised under "Short-term provisions" in the consolidated balance sheet, and which were settled during 2022.

On the other hand, on 1 May 2022, an additional remuneration plan was approved for a member of Senior Management subject to the achievement and successful completion of the contract for the sale and purchase of 20 Spanish companies executed by the Group during 2021. The amount of the extraordinary remuneration shall be paid separately for each company disposed of at the time the sale becomes final and will be calculated based on the final impact of each transaction on the Group's consolidated shareholders' equity. At 30 June 2023, a short-term provision of EUR 2,026 thousand (31 December 2022: EUR 1,305 thousand) has been recognised for the bonus relating to the twenty companies already disposed of.

On 1 May 2022, a remuneration plan was approved to incentivise the permanence of various members of Senior Management, consisting of a total incentive amount to be received in cash payable in two tranches, the accrual of which was conditional on each employee remaining with the Group between 30 May 2022 and 2023 for the first tranche, and between 30 May 2023 and 2024 for the second tranche.

- The first tranche was paid in May 2022 for an amount of approximately EUR 560 thousand, and an expense was recognised under "Staff costs" in the consolidated income statement at 31 December 2022.
- In the event of an IPO of the Parent's shares, the second tranche would be settled early (and without the need to comply with the established holding period) at the discretion of the Parent by means of cash or delivery of shares. Those employees who received this incentive, and whose national law permitted them to participate in the IPO, would be required to reinvest the net proceeds received in shares of the Parent through the tranche established for related investors in the context of the IPO. In these cases, the second tranche of the incentive plan will be considered an equity-settled plan and would therefore be recorded under "Staff costs" with a balancing entry in the Group's equity.

With the IPO of the Opdenergy group, the permanence condition was eliminated, and the total amount of the expense associated with this remuneration plan amounted to EUR 823 thousand in the 2022 financial year.

Finally, following the Group's IPO, in the fiscal year 2022 a long-term incentive plan was approved for a limited number of Group executives. This plan is intended to motivate and reward managers appointed by the Parent Company's directors, enabling them to be part of the Group's long-term value creation. In this respect, the plan consists in the delivery to these employees of a number of shares to be determined by the Board of Directors under certain conditions. The main features of the Plan are as follows:

- The vesting period commenced from the time of joining and acceptance of the plan by each designated employee and shall end on 31 December 2024.
- Shares under the plan will be granted 365 days after the end of the vesting period and will vest upon satisfaction, at the end of the vesting period, of the following conditions:
  - Condition of service. Necessary condition of permanence in employment of the participant until the date of payment of the plan.
  - Performance conditions. The number of shares to be delivered to each participant will be determined by the gradual achievement of certain Group performance ratios associated with the total shareholder rate of return (market condition), EBITDA (non-market condition) and the volume of projects in pre-construction (non-market condition).

This plan incorporates a series of modifications in the event of a significant corporate event occurring during the target measurement period, whereby a corporate event is understood to be a takeover bid for the shares of the Parent. In this scenario, the beneficiaries would be entitled to receive the final incentive in advance and the possibility for Opdenergy, in certain scenarios, to settle the incentive in cash

As established in IFRS 2 and in accordance with management's best estimate, at the date of preparation of these interim financial statements, the probability of the occurrence of a corporate event is high (Note 20), and therefore the plan has been accounted for as an acceleration of vesting of rights. were recorded at 31 December 2022 in the company's Equity).

17. Information on the environment

The OPDE Group is aware that photovoltaic and wind energy assets occupy large areas of land and can affect a wide range of environmental aspects such as the soil and water system, the atmosphere, vegetation, fauna and landscape, which is why it applies a precautionary approach and promotes continuous improvement in the environmental management of its activities.

The Group takes into account environmental protection requirements ("environmental laws") in its global operations. The Group considers that it substantially complies with such laws and that it has procedures in place designed to promote and guarantee its fulfilment. Thus, during the first six months of 2023, the Group has not received any penalties for environmental non-compliance in the regions where it operates. In addition, it conducts annual compliance assessments to identify new developments in current legislation and to prevent penalties and violations.

In addition, the OPDE Group advocates appropriate environmental processing of projects from the outset, avoiding incidents related to permits, standards or regulations and placing special emphasis on projects for monitoring birdlife, archaeology, use of information sources and prior review of land prior to project development. The OPDE Group does not move forward with a project that does not have a favourable impact resolution or declaration issued by the competent authority.

Furthermore, in order to safeguard compliance with environmental regulations in each plant under construction and/or operation, the Group develops and implements Environmental Monitoring Programmes (EMP), guaranteeing the supervision and adoption of the appropriate measures in relation to the protection and improvement of the environment and the minimisation, where appropriate, of environmental impact.

18. Other information

18.1 Contingencies

Contingent liabilities

At 30 June 2023, the Group is in arbitration proceedings with OHL Industrial Chile, S.A. for breach of contract. The maximum risk to be assumed by the Group in the event of an unfavourable ruling would amount to an additional USD 1.6 million. However, the Directors consider that the provisions recognised at 30 June 2023 adequately cover the risks of litigation, arbitration and claims, and that no additional liabilities are expected to arise in addition to those recognised.

Bank guarantees

At 30 June 2023 and 31 December 2022, the Group had provided guarantees to third parties in connection with the development and construction of solar PV installations in various currencies, mainly corresponding to guarantees for the provisional acceptance of constructed solar PV installations, guarantees to municipalities for works to be performed or already performed and guarantees provided for awarded tenders. The breakdown by currency is as follows (in thousands):

	30.06.2023		31.12.2022	
	Local currency	Euros	Local currency	Euros
Euros	108,804	108,804	103,483	103,483
Chilean pesos	6,415,019	7,355	1,135,078	1,239
Us dollar	73,487	67,630	27,541	25,822
Pound sterling	809	942	-	-

The guarantees provided by the Group are mostly guarantees given for interconnection rights acquired, common energy evacuation infrastructures, PPA contracts for their connection on date and for turnkey contracts. The total amount of these guarantees is EUR 67,127 thousand at 30 June 2023 and EUR 44,635 thousand at 31 December 2022.

The guarantees and sureties would mainly be called due to non-compliance with the completion dates of the various projects. However, the Group's Directors consider that these situations are not common and are not expected to occur, and therefore the liabilities that could arise from the guarantees provided would not be material.

In addition, the Group has recorded long-term deposits and guarantees under "Current financial assets - Other financial assets" and "Non-current financial assets - Other financial assets" which are pledged to secure bank guarantees amounting to EUR 341 thousand at 30 June 2023 (at 2022 year-end: (EUR 617 thousand).

At 30 June 2023 and 31 December 2022, the Parent Company has taken out surety insurance policies amounting to EUR 205,250 thousand and EUR 156,735 thousand, respectively.

18.2 Guarantees

Guarantees in agreements for sale and execution of solar PV facilities (turnkey)

The Group guarantees to remedy the flaws or defects in the execution and completion of the projects for the construction of the solar PV plants, provided that they are directly allocable thereto, for a period of two years from the final delivery date of the solar PV plant.

The guarantee assumed by the Group with respect to the products and materials supplied by it for the construction of the plants shall be covered by and limited to the warranty provided by the manufacturers of those materials. In addition, the Group offers an assembly guarantee, although no guarantee costs have been incurred as of the date of this report (Note 3.15 of the consolidated financial statements for the fiscal year 2022).

As at 30 June 2023 and 31 December 2022, the Group has not made any provision for this warranty as there is no historical experience in this regard and it is considered that the manufacturers' warranties for the components used by the Group would adequately cover any incidents.

19. Earnings (or losses) per share

19.1 Basic

The basic earnings (or loss) per share from continuing operations for the first half of 2023 and 2022 are as follows:

	30/06/2023	30/06/2022
Profit attributable to shareholders of the Parent (thousands of euros)	5,808	17,354
Weighted average number of ordinary shares outstanding	148,033,474	105,922,000
Average number of treasury shares	(180,122)	-
Average number of shares Effect of the share-based payment scheme	1,351,524	-
Basic earnings / (loss) per share (euro/share)	**0.04**	**0.16**

Basic earnings per share are calculated by dividing the profit attributable to the Parent's shareholders by the weighted average number of ordinary shares outstanding during the year (Note 12).

19.2 Diluted

Diluted earnings per share are calculated by adding the weighted average number of ordinary shares outstanding to reflect the conversion of all diluted potential ordinary shares.

	30/06/2023	30/06/2022
Profit attributable to shareholders of the Parent (thousands of euros)	5,808	-
Weighted average number of ordinary shares outstanding	148,033,474	-
Average number of treasury shares	(180,122)	-
Average number of shares Effect of the share-based payment scheme	1,351,524	-
Basic earnings / (loss) per share (euro/share)	**0.04**	**-**

20. Events Subsequent to Year-End

On 12 June 2023, GCE BidCo, S.L.U., company controlled by alternative investment funds or vehicles managed by Antin Infrastructure Partners S.A.S., made a voluntary public tender offer for all the shares (tender offer) of the parent company. On 20 July 2023, the National Securities Market Commission (CNMV) admitted the application for authorisation of the takeover bid submitted by GCE BidCo, S.L.U. for the takeover bid.

In addition, in July 2023, the Group signed a financing agreement with Banco Santander for the development and start-up of five photovoltaic plants in Spain, with a total planned installed capacity of 216 MW, for a total amount of EUR 128 million. This operation comprises the financing of the "Brovales" project, which consists of three photovoltaic plants: Brovales I (55MW), Brovales II (55MW) and Brovales III of 21 MW, all located in the province of Badajoz and whose financing will amount to 72.7 million euros, and, on the other hand, the photovoltaic plants of Capillas (56MW) and Mulas (29MW), both located in Zamora, and for which Opdenergy will finance 55.3 million euros in their development.

In September 2023, the Group signed a financing agreement for USD 94 million with Banco Bilbao Vizcaya Argentaria, S.A. (New York Branch), Intesa Sanpaolo S.P.A. (New York Branch) and MUFG Bank, LTD for the development and commissioning of a solar project in the United States with an installed capacity of 100MW.

In August 2023, the La Estación photovoltaic project (Planta Solar Opde 7, S.L.) was commissioned.

No subsequent events have occurred that may affect the summarised interim consolidated financial statements for the six-month period ended 30 June 2023, other than the events described above.

21. Explanation added for translation to English

The abridged financial statements are presented on the basis of the regulatory financial reporting framework applicable to the Company in Spain (Note 2). Certain accounting practices applied by the Company that conform with that regulatory framework may not conform with other generally accepted accounting principles and rules.

Interim Consolidated Directors' Report

30 June 2023

CONTENTS

1. SITUATION OF THE ENTITY

Opdenergy Holding, S.A. ("Opdenergy", "the Company" or "the Parent") and its subsidiaries ("the Opdenergy Group" or "the Group") form a consolidated group of companies operating in the renewable energy and battery sector as a sustainable independent power producer ("IPP"), focusing on the development, construction, operation, maintenance, management and sale of energy from its solar, onshore wind and battery assets in the different markets in which it operates.

As of 30 June 2023, the Company has a pipeline of well advanced projects of over 2.4 GW (including projects in operation, under construction and under construction soon), of which 1.9 GW is in operation and under construction, and a pipeline of 13 GW (advanced stage projects categorised as "*Advanced Stage*", early stage "*Early Stage*" and identified opportunities "*Identified Opportunities"*).

1.1 SEGMENTS, BUSINESS DIVISIONS AND INTERNATIONAL PRESENCE

Currently, the Group activity is focused on the operation of energy assets, managing all its phases: Development & Engineering, Procurement and Construction, Structuring and Financing, operation and maintenance services and energy sales. Hence, the Group counts with three operating segments:

- Development & EPC (Engineering, Procurement and Construction)
- Energy Sales and Services.
- Central Services / Structure

Operating segments are based on the internal reports, which are reviewed, discussed and assessed regularly by the senior management and the Board of Directors, which is the ultimate body responsible for taking decisions and for allocating resources to the segments and evaluating their performance. In this respect, the segments figures stated in the aforementioned internal reports include the revenue and margins eliminated on consolidation, since the Directors consider that they reflect the Group's actual activity more accurately than the consolidated figures, which only reflect transactions performed with third parties.

Historically, the Development and EPC business line has been the largest operating segment of the company due to the impact of project sales in the past. However, due to the effective business shift since 2021 into being a larger power generation platform, the Power & Services business line is increasingly contributing to the operating results as seen in this FY 2023, and as the company continues to develop its project pipeline and grows and matures the plant portfolio. Energy sales continue to grow as the company adds new capacity to its portfolio of operating assets.

Geographical footprint

Opdenergy is a diversified group with a strategic presence in Europe and the Americas, with offices in six markets and a presence in nine countries. In relation to the geographic business divisions in which the Group distributes the net amount of its turnover, management has identified the following: Spain, Italy, United Kingdom, Poland, France, United States, Chile, Mexico and Colombia.

The international presence of the Group keeps growing as we will be developing pipeline new projects in Spain, Italy, France, Poland, United Kingdom, United States, Mexico, Chile and Colombia. In this sense, the group expects that 65%-70% of its production mix will be located in Europe and the United States, with the rest in Latin America (mainly Chile). Our relevant international track record over the 17 years of the company's existence allows us to develop transversal practices and procedures applicable in all the countries where we are present.

1.2 AREAS OF ACTIVITY

As mentioned above, Opdenergy derives synergies in the management of all segments of the value chain of its renewable energy assets: Development and EPC:

Development & EPC

The development and EPC area seeks and generates investment opportunities in energy assets and batteries and studies, designs, executes and controls the engineering and construction of projects until the energy assets are commissioned.

Working along the entire project value chain, projects are generally initiated from *greenfield*, collaborating with local resources to:

- Select the optimal location.
- Address technical and economic studies.
- Processing and obtaining licenses and permits.
- Formalize agreements that guarantee the investment.

For the EPC it is normally used a working scheme of "Project Management Office (PMO)" applied on the stages of:

- Resource study and basic engineering.
- Acquisition of equipment and main services.
- Detailed engineering.
- Construction management, commissioning, and activation.

Depending on the technology and geography, the construction solution that brings the most value to the project is analysed and the strategy is adapted to the optimal solution.

Energy Sales and Services

The Energy Sales and Services area manages the operation and availability of energy assets, seeking opportunities to optimise their useful life and performance.

Assets are managed under the following assumptions:

- Maximise energy generated.
- Reduce operational expenses.
- Increase process safety.
- Guarantee the reliability of the equipment.

Revenue is also generated through the sale of the electricity produced by the projects under a specific PPA contract or other type of energy sales model that optimises the projects and minimises potential contingencies in the sale of energy. The amount of income generated depends mainly on the production level of the plant and the sale price of the electricity. Revenues are generated from creditworthy purchasers with investment grade credit ratings, which include a combination of government entities or central and national utilities, as well as private companies. In general, long-term electricity sales agreements are established with these power purchasers that accrue a fixed price, in some cases subject to inflation or indexation rate adjustments, for the electricity generated by owned solar PV and wind plants.

1.3 STRATEGY

OPDEnergy defines its strategy based on the following principles, resulting from an exhaustive analysis of the internal and external issues present in the context in which the organization is framed:

- Internationalisation.
- Dynamism and adaptability.
- Diversification of energy sources.
- Continuous improvement in the management of projects.
- Optimise the profitability of assets.

The Group's strategy, objectives and value proposition for the upcoming years are summed up in the following bullet points:

- Well-established platform led by a highly experienced management team with a proven track-record for identifying, securing, developing, funding and managing renewables projects.
- IPP on a large scale with a presence in Europe and the Americas, building on the company's unrivalled capabilities and track record as an integrated renewables company.
- Strategic presence in stable Organisation for Economic Co-operation and Development (hereinafter "OECD") countries in Europe and the presence long-standing experience in the sector.
- Geographic and technological diversification with exposure to strategic and growth markets, with revenues mostly contracted and denominated in hard currencies.
- Asset rotation to improve the generation mix, complement recurring cash flows from assets in production and accelerate the development of new production capacity.
- Play a relevant role in the Environmental, Social and Corporate Governance (hereinafter “ESG”) transition, investing and contributing positively and in an active manner to the environment and society while targeting sustainable long-term returns.

2. BUSINESS DEVELOPMENT AND HIGHLIGHTS OF THE FIRST HALF YEAR

Operational Milestones

During the period Opdenergy has 1.9 GW in operation and construction in Spain, Italy, the United States and Mexico. It should also be noted that, as of the date of this report, the Group has a total of 9,040 MW in operation, to which it expects to add 866 MW before the end of 2023.

Our pipeline reaches 13 GW in different stages of maturity, which will enable the Company's future growth, and shows our ability to generate new growth opportunities.

Milestones of the Bruc Energy transaction

The sale and purchase agreement signed in 2021 between Opdenergy and Bruc Energy ("Bruc Transaction"), consists of the sale of a portfolio of 20 solar plants in Spain with a total capacity of 1,101 MW with all the necessary permits to start construction ("Ready to Build"). The solar plants included in the transaction are located in the provinces of Cádiz, Zaragoza, Valladolid, Burgos, Teruel, Seville and Soria and are in very advanced stages of development. As of the date of this document, Opdenergy continues with the development of the projects and has obtained all the environmental licenses for the Bruc Transaction.

The Bruc Transaction has been executed through individual transactions, i.e. each solar plant in a separate transaction and each separate transaction has been structured through two contracts:

(i) Purchase contract representing a value of 77% of the sale value. The ownership of the solar plants is transferred to Bruc Energy once a number of conditions have been fulfilled, the most relevant of which is the obtaining of the environmental licence.

(ii) Development contract for 23% of the value. The development contract starts when the actual transfer of the shares is made and continues until Ready to Build.

During the first half of 2023, the transfer of assets to Bruc was completed with eight new solar PV generation plants totalling 444 MW.

3. BUSINESS PERFORMANCE AND RESULTS

3.1 FINANCIAL INDICATORS

The selected financial information included in this section has been extracted from the Group's audited consolidated financial statements as at 31 December 2022 , which include audited consolidated financial information as at 31 December 2021 for comparative purposes. These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as endorsed by the European Union (“IFRS-EU”) in accordance with Regulation (EC) No 1606/2002 of the European Parliament and Council and effective at 31 December 2022.

Income statement

The highlights of the first half of 2023 and 2022 are:

Thousands of Euros	**2023**	**2022**
Revenue	78,281	34,748
Adjusted EBITDA	55,366	26,307
Adjusted EBITDA margin	*70.73%*	*75.71%*
Adjusted EBIT	46,202	19,440

3.2 ALTERNATIVE PERFORMANCE MEASURES (APM)

We present certain Alternative Performance Measures ("APMs") to provide additional information that favours the comparability and understanding of the financial information and to facilitate the process of decision making and evaluation of the Group's performance. The APMs should be considered by the user of the financial information as supplementary figures presented in accordance with the basis of presentation of the Group's interim consolidated financial statements as at 30 June 2023. The APMs used by the Group are:

Adjusted EBITDA

Definition: Revenue + Change in stocks of finished goods and work in progress + Impairment of inventories - Procurements + Other operating income – Staff costs - Other operating expenses +/- IPO costs and other adjustments.

Explanation of use: THE ADJUSTED EBITDA is considered by us as a measure of the performance of our activity, as it provides an analysis on the profit/loss of the year excluding interest, taxes, depreciation and amortisation. It is used to evaluate the capacity to generate operating cash flow from the projects. Additionally, it is a magnitude widely used by investors when assessing companies, as well as by rating agencies and creditors to assess the level of indebtedness by comparing EBITDA with net debt or with debt service.

Thousands of Euros	2023	2022
Revenue	78,281	34,748
Changes in inventories of finished goods and work in progress	(4,211)	1,123
In-house work on non-current assets	3,567	4,013
Supplies	(769)	(1,282)
Other operating income	207	474
Staff costs	(11,449)	(7,418)
Other operating expenses	(10,260)	(5,819)
Provisioned liquidity event bonus	-	260
Adjusted EBITDA	**55,366**	**26,307**

Adjusted EBIT

Definition: Adjusted EBITDA + Depreciation and amortisation and others.

Depreciation and amortisation charge and others include "Depreciation of fixed assets", "Impairment and gains/losses on disposal of fixed assets" and "Other gains/losses" in the consolidated income statement for each year.

Explanation of use: EBIT provides an analysis of the profit/loss for the year excluding interest and taxes. It is used to assess the operating results generated by the business in each financial year.

Thousands of Euros	2023	2022
Adjusted EBITDA	**55,366**	**26,307**
Adjusted EBITDA margin	*70.73%*	*75.71%*
Depreciations & others	(9,164)	(6,867)
Adjusted EBIT	**46,202**	**19,440**

ADJUSTED EBITDA MARGIN

Definition: Adjusted EBITDA / Revenue

Explanation of use: EBITDA Margin is considered as a measure of the performance of our activity, as it provides information on the percentage contribution that EBITDA represents on revenue. This contribution allows for comparative analyses to be made on the performance of the margin of our projects.

Thousands of Euros	2022	2021
Adjusted EBITDA	55,366	26,307
Revenue	78,281	34,748
Adjusted EBITDA margin	**70.73%**	**75.71%**

NET FINANCIAL DEBT (excluding IFRS 16)

Definition: Short-term and long-term bonds and other marketable securities + Short-term bank borrowings + Short-term and long-term bank borrowings associated with renewable energy plants + Other financial liabilities - Cash and cash equivalents. Excluding the effect of the valuation of derivatives and finance lease liabilities.

Explanation of use: Net Financial Debt is a financial magnitude that measures the net debt position of a company. Additionally, it is a magnitude widely used by investors when assessing the net financial leverage of companies, as well as by rating agencies and creditors to assess the level of net indebtedness.

Thousands of Euros	30 June 2023	31 December 2022
Long-term debt instruments and other marketable securities	262,762	194,769
Short-term debt instruments and other marketable securities	31,720	15,977
Bank borrowings	33,238	-
Long-term Bank borrowings associated to renewable energy plants	427,127	249,291
Short-term Bank borrowings associated to renewable energy plants	31,915	13,574
Other financial liabilities	504	5,696
Cash and cash equivalents	(155,792)	(202,258)
NET FINANCIAL DEBT (excluding IFRS 16)	**631,474**	**276,779**

DEBT RATIO

Definition: Net Financial Debt / Total Capital employed in the company (total Capital employed for the company is calculated as Net Financial Debt + Equity).

Explanation of use: Debt ratio shows how a Company can cover or pay back its debt if net financial debt and EBITDA are held constant. However, if a company has more cash than debt, the ratio can be negative.

Thousands of Euros	30 June 2023	31 December 2022
Net financial debt excluding IFRS 16 (a)	631,474	276,779
Equity (b)	280,541	111,107
Total capital employed in the business (c) = (a+b)	912,015	387,886
Debt ratio (a/c)	**0.69**	**0.71**

WORKING CAPITAL

Definition: Current assets – Current liabilities

Explanation of use: Working Capital is considered by us as a measure of our financial condition, as it provides an analysis of our liquidity, operational efficiency (optimization of short-term resources and processes to generate positive investment returns) and short-term financial health.

Thousands of Euros	30 June 2023	31 December 2022
Current assets	250,379	276,628
Current liabilities	266,797	325,057
WORKING CAPITAL	**(16,418)**	**(48,429)**

3.3 ALTERNATIVE PERFORMANCE MEASURES (APMs) BY OPERATING SEGMENT

Below we present the revenue as well as the APMs of our three operating segments:

30 June 2023

	Thousands of Euros				
	EPC & Development	Energy Sales and Services	Corporate	Consolidation adjustments	TOTAL
Operating income:					
- From third parties	56,641	33,392	-	(11,752)	78,281
- From group companies	134,591	1,819	-	(136,410)	-
(-) Direct cost	(120,417)	(2,519)	-	121,523	(1,413)
Gross Margin	**70,815**	**32,692**	**-**	**(26,639)**	**76,868**
(-) G&As	(8,512)	(12,738)	(3,523)	3,271	(21,502)
EBITDA	**62,303**	**19,958**	**(3,523)**	**(23,372)**	**55,366**
(-/+) Depreciations & others	**(1,081)**	**(7,352)**	**(1,423)**	**692**	**(9,164)**
EBIT	**61,622**	**12,602**	**(4,946)**	**22,676**	**46,202**

30 June 2022

	Thousands of Euros				
	EPC & Development	Energy Sales and Services	Corporate	Consolidation adjustments	**TOTAL**
Operating income:					
- From third parties	12,128	22,825	350	-	35,303
- From group companies	8,304	26,698	716	(35,718)	-
(-) Direct cost	(6,147)	(21,026)	1,091	29,380	3,299
Gross Margin	**14,285**	**28,497**	**2,157**	**(6,337)**	**38,602**
(-) G&As	(3,075)	(8,628)	(5,937)	5,085	(12,555)
Provisioned liquidity event bonus	-	-	260	-	260
Adjusted EBITDA	**11,209**	**19,868**	**(3,519)**	**(1,252)**	**26,307**
(-/+) Depreciations & others	(377)	(7,662)	(282)	1,454	(6,867)
Adjusted EBIT	**10,832**	**12,207**	**(3,802)**	**202**	**19,440**

4. MANAGEMENT OF MAIN RISKS AND UNCERTAINTIES

The Group is committed to risk management. Risks are assessed and addressed through the Risk Management Department, which promotes the implementation of a Risk Management Model in order to:

- Promote and develop a management that allows to identify, evaluate, treat and control the risks derived from the activities that the Group carries out, in its different geographical areas and integrated in all its levels.

- Maintain a minimum risk tolerance level, which allows the achievement of the expected results and strategic objectives.

- Take advantage of opportunities that may have desired effects to improve the performance of the Group and boost its growth, continuous improvement and competitiveness

- Anticipate threats that may have undesirable effects on the Group or affect the achievement of objectives, in order to eliminate or reduce these effects.

Risks are classified into operational risks, financial risks and climate change risks.

4.1.- OPERATING RISKS

Regulatory risk

The electricity generation activity is regulated in all the jurisdictions in which the Group operates. Therefore, regulation can have a direct impact on the Group's income. An overview of the most relevant regulatory frameworks affecting the Group is set out in Note 1 of the notes to the audited consolidated financial statements of the Group as at 31 December 2022.

Also, we are subject to extensive environmental, climate change, health and safety regulations, as well as political, social, environmental and community actions. Failure to do so could result in adverse publicity for the Group and potentially significant monetary damages, which could even lead to the suspension or cessation of business operations. Consequently, we invest a lot of effort in ensuring compliance with all regulations.

Currently, there is a stable regulatory outlook in the key geographies in which the Group operates.

Customer concentration

The directors consider that the Group's credit risk is significantly reduced, as trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Additionally, the Group does not have a significant credit risk exposure to any single counterparty. Concentration risk is limited due to the fact that the customer base is large and unrelated.

Interruption of the activity

We face a risk of interruption as our normal operations can be affected by outages, system failures, or natural disasters. For this reason, we have insurance policies to cover ourselves in the event of such disasters; however, they could cause significant damages to our results and future operations.

4.2 FINANCIAL RISKS

The Group's activities are exposed to various financial risks: market risk (including foreign currency risk and interest rate risk), credit risk, liquidity risk and fair value measurement. The Group's global risk management programme focuses on the uncertainty of the financial markets and aims to minimise the potential adverse effects on its financial returns.

Market risk

Foreign currency risk

The Group operates internationally and is exposed to foreign currency risk on the transactions it performs in foreign currencies. Foreign currency risk arises mainly from commercial transactions performed abroad that are in a currency other than the euro, which is the Group's functional currency.

Interest rate risk

Interest rate fluctuations change the fair value of assets and liabilities that bear a fixed interest rate and the future flows from assets and liabilities bearing interest at a floating rate.

The Group's interest rate risk arises mainly from bank borrowings and marketable securities issued. Bank borrowings and marketable securities issued on unregulated markets at floating interest rates expose the Group to cash flow interest rate risk. The Group had arranged an interest rate hedge in order to mitigate fluctuations in interest rates.

Electricity price risk

The Group uses derivative financial instruments to hedge the risk of fluctuations in electricity prices based on its projections, since such fluctuations may have a very significant impact on the earnings of the companies that own the solar PV and wind farms under development.

Credit risk

Credit risk arises from cash and cash equivalents and deposits at banks and financial institutions, as well as balances with customers, including outstanding accounts receivable and committed transactions. In relation to banks and financial institutions, transactions are only performed with renowned high-quality entities, taking into account past experience and other factors. If an independent appraisal of the customers' creditworthiness has not been made, the Financial Department assesses their credit quality on the basis of the financial position of the customer in question, past experience and other factors. The Group does not have a policy of granting long-term loans to its customers, except in exceptional circumstances.

The maximum credit risk exposure of the financial assets is the carrying amount thereof.

Liquidity risk

Prudent management of liquidity risk entails the maintenance of sufficient cash and marketable securities, availability of financing through a sufficient level of committed credit facilities and the capacity to settle market positions. In view of the dynamic nature of the underlying businesses, the Group's Financial Department aims to maintain the flexibility of financing through the availability of the credit lines arranged, which complement the financing specific to the turnkey projects.

An exhaustive control of working capital (current assets minus current liabilities), the absence of an excessive concentration of risk at any bank and the ongoing monitoring of levels of borrowings and the generation of funds enable the business's liquidity risk to be adequately controlled.

4.3 RISKS ARISING FROM CLIMATE CHANGE

Environmental risks are risks associated with natural catastrophes, climate change and the interactions of human exploitation of the environment. Key business operations could be paralysed as a result of natural catastrophes (e.g. storms, hurricanes, earthquakes or floods). The Group's performance is exposed to the potential impact of climate change in its various manifestations of physical risk, whether chronic or catastrophic.

Weather cycles can affect consumers' energy demand patterns and energy supply and demand. In addition, there are potential financial and reputational risks arising from political, legal, technological and market changes.

5. RD&I ACTIVITIES

In OPDEnergy we have a strong commitment to innovation as is a relevant part of our corporate culture. This constant innovation is what allows us to offer a differentiated product and help us becoming leaders in the sector. We believe that investing in Research, Development and Innovation is a core aspect to surviving and growing in the market, for those reasons the investments we make in this division grows on a yearly basis.

The Group expectation is to continue to focus its efforts on innovation and while be investing in the following areas:

- Artificial intelligence.
- Storage.

Technologies

The main sources of energy linked to our activities are:

Fotovoltaica

Eólica “onshore”

Sistemas híbridos

Sistemas de almacenamiento

Based on the solar business, where we acquired our experience, our growth and maturity have allowed us to define a strategy aimed at diversifying the business, extending the spectrum of technologies to operate with equal efficiency in wind energy and also attending to other solutions such as the demand for storage or hybrid systems.

6. ACQUISITION AND DISPOSAL OF TREASURY SHARES

At 31 December 2022, the Parent Company holds 181,936 treasury shares, all of which have been acquired during 2022 and are freely transferable. As at 30 June 2023, the Parent Company holds 180,122 treasury shares.

7. DIVIDEND POLICY

Opdenergy is a growth-focused company and considers dedicating all cash flows generated to this end. Opdenergy does not plan to distribute dividends in the coming years. After such period, the Group will evaluate the approval of a dividend policy based, inter alia, on financial results and future business prospects.

The Company’s ability to distribute dividends in the near future will depend on a number of circumstances and factors, including (but not limited to) the amount of distributable profits and reserves and its investment plans, earnings, level of profitability, cash flow generation, restrictions on payment of dividends under applicable law (both on the Company and on any Group entity), including compliance with covenants in the debt instruments, the level of dividends paid or shares repurchased by other comparable listed companies doing business in Spain and such other factors as the Board of Directors or the General Shareholders’ Meeting may deem relevant from time to time. In that regard, payment of dividends is generally proposed by the Board of Directors and must be approved by the General Shareholders’ Meeting.

8. CORPORATE GOVERNANCE

Due to the recent admission to trading of the Company's shares, new Bylaws were approved on 22 July 2022, bringing us in line with the transparency objectives and governance requirements of the Good Governance Code for Listed Companies.

General Shareholders’ Meeting

The General Meeting of Shareholders is the highest decision-making and control body of the Company in matters within its competence, through which the shareholder's right to intervene in the taking of essential decisions of the Company is articulated. The general meeting of shareholders, duly convened and constituted, shall represent all shareholders and all shareholders shall be bound by its decisions, without prejudice to the established rights of challenge. The Company shall at all times ensure equal treatment of all shareholders who are in the same position as regards information, participation and the exercise of voting rights at the general meeting of shareholders.

Board of Directors

The administration, the governance and the representation are entrusted to the Board of Directors, which is vested with the broadest powers and authority to manage, direct, administer and represent the Company. The Board of Directors may entrust the day-to-day management of the Company to delegated management bodies and, in this case, shall concentrate its activity on the general supervisory function and on the consideration of those matters of particular importance for the Company.

The detailed competences and powers of the Board of Directors are set out in the Regulations of the Board of Directors.

The Group's Board of Directors is composed of seven members: three proprietary directors, three independent directors and one executive director. The members of the Board of Directors are listed below:

Alejandro Chaves
Chairman and CEO
Date of appointment: 29 June 2022.

Gustavo Carrero
Proprietary director
Date of appointment: 29 June 2022.

Javier Remacha
Proprietary director
Date of appointment: 29 June 2022.

Chony Martín
Independent director
Date of appointment: 29 June 2022.

Cristina Fernández
Independent director
Date of appointment: 29 June 2022.

Mar Gallardo
Independent director
Date of appointment: 29 June 2022.

Luis Cid
Executive director
Date of appointment: 29 June 2022.

The Board of Directors has the following committees, which are attributed with the legal functions and those established in the Code of Good Corporate Governance approved by the CNMV.

Delegated Committees of the Board

The Board of Directors has created an Audit Committee, an Appointments and Remuneration Committee and a Sustainability Committee, with the objective of periodically supervising and analysing the internal and external audit system, corporate governance and compliance policies, as well as modifications and updates that contribute to continuous improvement in the area of sustainable development and corporate social responsibility.

Audit committee

The Audit Committee is an internal body of a permanent, informative and consultative nature, without executive functions, with powers of information, advice and proposal in relation to its own functions.

The Audit Committee is the body responsible for (among other functions):

- Supervise the effectiveness of the internal control of the Company and its group, the internal audit and the financial and non-financial risk management systems (including operational, technological, legal, social, environmental, political and reputational or corruption-related risks), ensuring that the policies and systems established for internal control are effectively applied in practice, and discuss with the auditor any significant weaknesses in the internal control system detected in the course of the audit, all without breaching their independence. To this end, if material weaknesses are identified, they shall submit recommendations or proposals to the management body and the corresponding deadline for their follow-up.

- Supervise the process of drawing up and presentation of regulated financial and non-financial information and submitting recommendations or proposals to the Board of Directors aimed at safeguarding its integrity.

- Ensure that the financial statements submitted by the Board of Directors to the general meeting of shareholders are drawn up in accordance with accounting regulations and that in those cases in which the auditor has included a qualification in its audit report, the chairman of the audit committee clearly explains the audit committee's opinion on their content and scope at the general meeting, making a summary of said opinion available to the shareholders at the time of publication of the notice of the meeting, together with the rest of the proposals and reports of the Board of Directors, a summary of said opinion.

Appointments and Remuneration Committee

The Appointments and Remuneration Committee is an internal body of a permanent, informative and consultative nature, without executive functions, with powers of information, advice and proposal in relation to its own functions, which, among others, are as follows:

- Evaluate the balance of skills, knowledge and experience on the Board of Directors. Analysing the other occupations of each director of the Company, ensuring that directors devote sufficient time to this in practice and, if this is not the case, proposing appropriate measures.

- Establish a representation target for the under-represented gender on the Board of Directors and develop guidance on how to achieve this target.

- Submit to the Board of Directors proposals for the appointment of directors, as well as to report on proposals for the appointment, re-election and removal of senior management personnel and the basic conditions of their contracts.

- Propose, observe and review the Company's remuneration policy and the remuneration of directors.

- Propose a policy for the selection of directors.

Sustainable Development Committee

The Sustainable Development Commission is an internal body of a permanent, informative and consultative nature, without executive functions, with powers of information, advice and proposal in relation to its own functions:

- Oversee compliance with the Company's corporate governance rules and internal codes of conduct, ensuring that the corporate culture is aligned with its purpose and values.

- Oversee the implementation of the general policy regarding the communication of economic-financial, non-financial and corporate information, as well as communication with shareholders and investors, proxy advisors and other stakeholders.

- Evaluate and periodically review the corporate governance system and the company's environmental and social policy to ensure that they fulfil their mission of promoting the social interest and take into account, as appropriate, the legitimate interests of other stakeholders. Supervise that the company's practices in environmental and social matters are in line with the strategy and policy established.

- Supervise and evaluate the processes of relations with the different stakeholders. Monitor the Company's performance in the area of corporate reputation and report thereon to the Board of Directors when appropriate.

- Issue the reports and carry out the actions that, within its sphere of competence, correspond to it.

Below is a table showing the breakdown of responsibilities by director:

Consejero	Categoria	Comisión de Auditoría	Comisión de Nombramientos y Retribuciones	Comisión Sostenibilidad
Alejandro Javier Chaves	Dominical		🟠	
Gustavo Carrero Diez	Dominical	🟠		
Francisco Javier Remacha	Dominical			🟠
Chony Martín Vicente-Mazariegos	Independiente	🟠	🔵	
Cristina Fernández González-Granda	Independiente		🟠	🔵
Mar Gallardo Mateo	Independiente	🔵		🟠
Luis Cid	Ejecutivo			

🔵 Presidente de la Comisión 🟠 Miembro de la Comisión

All details concerning:

- BYLAWS
- Regulations of the Board of Directors
- Internal rules of conduct
- Policy and code book

It is available at: https://opdenergy.com/gobierno-corporativo/consejo-de-administracion/

Senior Management:

Steering Committee

At the date of preparation of these consolidated financial statements, the senior management (reporting directly to the Board of Directors and/or the Chief Executive Officer) is as follows:

Mr. Luis Cid	Chief Executive Officer (CEO)
Mr. Tomás Collantes	Chief Financial Officer (CFO)
Mr. Alfonso Alvarez	Director of the Legal Department
Mr. Mario González	Chief Operating Officer (COO)
Ms. Sandra Pinillos	Human Resources Manager
Mr. Pierre Nadelar	Head of Investor Relations and Communication
Mr. Abraham Morales	Business Development Manager Europe
Mr. Luis Polo	Country Manager USA
Mr. Carlos Ortiz	Country Manager Chile
Mr. Antonio Capua	Country Manager Italy and France
Mr. Andreu Saladié	Country Manager Mexico and Colombia

10. STRONG COMMITMENT TO SUSTAINABILITY AND BUSINESS ETHICS

At Opdenergy we invest our time, effort and resources in generating a strong commitment to the corporate sustainability of our activities.

Because of the climate change we face in the world, our strategy and investments are mainly oriented to the use of renewable sources for the promotion of a low carbon economy. We also contribute to society by promoting local employment and integration, maintaining strong ethical values, a firm commitment to worker safety and quality.

The baseline information is included in the organisation's sustainability reports, which are published on a regular basis.

10.1 POLICIES ON SUSTAINABILITY, QUALITY, ENVIRONMENT AND HEALTH AND SAFETY

Within the framework of the Group's activity and business model, and based on the fundamental strategic pillars of the company, the Board of Directors is committed to addressing environmental, social and governance aspects, as well as to demonstrating its leadership in quality, environment and health and safety, by defining a sustainability strategy with the objectives of:

- Maintain high ethical standards in the conduct of its business based on good governance.

- Promote a low-carbon economy and managing the risks of climate change, maximising renewable energy generation, respecting biodiversity and the landscape.

- Improve environmental performance in procurement and asset life cycle management, promoting the circular economy and the use of supply chains with responsible suppliers.

- Respond to the needs and expectations of its stakeholders, promoting the participation of local communities.

- Creating fair and safe working environments, providing the necessary environment and respecting human and labour rights.

- Ensure transparency in accountability by providing material information in a clear, truthful and simple manner.

- Ensure compliance with applicable requirements, incorporating key international sustainability standards, relevant legal and regulatory requirements, as well as other requirements to which the Organisation subscribes.

- Contribute to the achievement of the Sustainable Development Goals and achieve continuous improvement in the management of its ASG aspects.

In addition, the Group has promoted the implementation of a Management System that allows us:

- Promote the adoption of a process approach, understand the Group and its context and incorporate risk-based thinking to address risk and opportunities, achieve goals and adapt to changes.

- Integrate the most demanding standards in accordance with a highly competitive market and provide products and services (projects) that enhance customer satisfaction and meet the requirements of its stakeholders.

- Contribute to protect the environment through prevention of pollution, sustainable use of natural resources and promotion of energy efficiency and a low carbon economy.

- Provide safe and healthy working conditions for the prevention of work-related injuries and health impairments, with a commitment to eliminate hazards and reduce risks to occupational health and safety.

- Encourage consultation and participation of workers and their representatives.

- Ensure compliance with legal, regulatory and any applicable requirements subscribed by Opdenergy.

- Achieve continuous improvement in terms of quality, environment, safety and health.

The abovementioned policies support the strategic direction of the Group and serve as a reference to establish the long-term objectives and vision of the Group. Such policies are applicable to any activity, area or subsidiary company of the Group. Management grants the availability of the necessary resources for its fulfilment and requests all the people working on behalf of the Group to actively participate and contribute.

10.2 ETHICAL PRINCIPLES AND RULES OF CONDUCT

The Board of Directors of Opdenergy decided to approve and implement this Code of Ethics, which aims to establish the basic principles that shall govern the Group’s behaviour. This Code of Ethics is not intended to cover all possible situations that may arise in the development of the Group's activity, but to establish a series of guidelines and minimum standards of conduct. Such ethical standards are set below and are applicable for all members of our Group.

Compliance with applicable regulations

Complying with all applicable regulations, including both legal and regulatory requirements and other requirements that the Group may be legally bound. The legal framework of the geographical area (international, national and local) has to be taken into consideration.

Conflict of interest

Members of the Group must proceed impartially in situations of conflict of interest in which they may be involved. Especially, no personal or professional activities shall be carried out, nor direct or indirect interests pursued, that might interfere with the applicable responsibilities in the Group.

Illicit payments and anti-corruption principles

Members of the Group are prohibited from offering or accepting illicit payments in any situation, such as (but not limited to), bribes, kickbacks and other similar compensations.

Human rights and employee rights

Respecting the principles embodied in the Universal Declaration of Human Rights of the United Nations (UN), as well as fundamental principles and rights included in the Declaration of the International Labour Organization (ILO). Especially, they commit not to participate in the trafficking of human beings, not to employ child labour, or to use forced, involuntary or enslaved labour. The members of Opdenergy shall maintain strict and objective recruitment programs, focusing exclusively on the candidate's academic, personal and professional merits and their human resource needs.

Quality

Ensuring the compliance of the products and services with the applicable requirements, promoting an approach to increase customer satisfaction and respond to the needs and expectations of stakeholders. For such purpose the Group shall assign the workers with the necessary means to do so.

Environment

Pursuing the engagement to protect the environment, through the prevention of pollution, the sustainable use of natural resources and the promotion of energy efficiency and a low carbon economy. Workers will receive the necessary means to do so and awareness will be promoted.

Health and Safety at work

Guarantying adequate conditions of safety, hygiene and wellbeing to address the engagement to prevent harm and deterioration of health. The workers will receive the relevant protective equipment and all the necessary training in the subject. Unsafe behaviours will not be tolerated. The members of our Group must respect meticulously the applicable regulations regarding health and safety in all locations where they develop their business activities, as well as safeguard their compliance by other internal or external workers.

Social commitment and support to the local community

Committing to promote the improvement of the quality of life and well-being of all people and communities that are related to our activities and, in particular, they must respect scrupulously the legal framework, cultural diversity and customs and current principles in force in the geographical area.

Confidentiality, information management and protection

Committing to respect confidentiality and the right to privacy in all its appearances and, in particular, with regard to the applicable provisions and requirements regarding the protection of personal data, as well as the information provided by third parties. It is forbidden to disclose personal data or information provided by third parties (unless express consent of the interested parties, legal obligation or compliance with judicial or administrative resolutions), to reveal confidential information of the Group, to provide incorrect or inaccurate information deliberately and to use the information for their own benefit or that of third parties in an unlawful manner. Special attention will be paid to the signing of confidentiality agreements (Non-disclosure agreement) in situations that require the sharing of sensitive information.

Communication and transparency

Commit to transmitting true and complete information about their business activities. The communication will always be made in accordance with the rules and in the terms established by the applicable legislation.

The Code of Ethics is complemented by other policies and commitments, which are publicly available on the Group's website.

11. SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

On 12 June 2023, GCE BidCo, S.L.U., company controlled by alternative investment funds or vehicles managed by Antin Infrastructure Partners S.A.S., made a voluntary public tender offer for all the shares (tender offer) of the parent company. On 20 July 2023, the National Securities Market Commission (CNMV) admitted the application for authorisation of the takeover bid submitted by GCE BidCo, S.L.U. for the takeover bid.

In addition, in July 2022, the Group signed a financing agreement with Banco Santander for the development and start-up of five photovoltaic plants in Spain, with a total planned installed capacity of 216 MW, for a total amount of EUR 128 million. This operation comprises the financing of the "Brovales" project, which consists of three photovoltaic plants: Brovales I (55MW), Brovales II (55MW) and Brovales III of 21 MW, all located in the province of Badajoz and whose financing will amount to EUR 72.7 million, and, on the other hand, the photovoltaic plants of Capillas (56MW) and Mulas (29MW), both located in Zamora, and for which Opdenergy will finance EUR 55.3 million in their development.

In September 2023, the Group signed a financing agreement for USD 94 million with Banco Bilbao Vizcaya Argentaria, S.A. (New York Branch), Intesa Sanpaolo S.P.A. (New York Branch) and MUFG Bank, LTD for the development and commissioning of a solar project in the United States with an installed capacity of 100MW.

In August 2023, the La Estación photovoltaic project (Planta Solar Opde 7, S.L.) was commissioned.

No subsequent events have occurred that may affect the summarised interim consolidated financial statements for the six-month period ended 30 June 2023, other than the events described above.

PREPARATION OF THE CONSOLIDATED SUMMARISED INTERIM FINANCIAL STATEMENTS AND INTERIM CONSOLIDATED DIRECTORS' REPORT FOR THE PERIOD ENDED 30 JUNE 2023

On 25 September 2023, the Board of Directors of Opdenergy Holding, S.A. and Subsidiaries, in compliance with the requirements of article 253 of the Spanish Companies Law and article 37 of the Spanish Commercial Code, prepared the consolidated summarised financial statements and the interim consolidated Directors' report for the six months ended 30 June 2023 for the same period, which are set out in the documents attached hereto.

Signatories

(Signed on the original version in Spanish)

Mr. Alejandro Javier Chaves Martínez
(Director)

(Signed on the original version in Spanish)

Ms. Cristina Fernández González-Granda
(Director)

(Signed on the original version in Spanish)

Ms. Mar Gallardo Mateo
(Director)

(Signed on the original version in Spanish)

Ms. Chony Martín Vicente-Mazariegos
(Director)

(signed on the original version In Spanish)

Mr. Gustavo Carrero Díez
(Director)

(signed on the original version In Spanish)

Mr. Francisco Javier Remacha Zapatel
(Director)

(Signed on the original version in Spanish)

Mr. Luis Cid Suárez
(Chief Executive Officer)

(Signed on the original version in Spanish)

Mr. Alfonso Álvarez Herráiz
(Secretary Non-Director)