

# **Applus Services, S.A.**

Financial Statements for the year  
ended 31 December 2021 and  
Directors' Report, together with  
Independent Auditor's Report

*Translation of a report originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain and of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company in Spain (see Notes 2 and 14). In the event of a discrepancy, the Spanish-language version prevails.*

**Declaration of Responsibility of the Directors of Applus Services, S.A. for the content of the annual financial report for 2021**

This declaration is a translation for informative purposes only of the original document issued in Spanish, which has been signed for approval by every Board member. In the event of discrepancy, the Spanish-language version prevails.

The members of the Board of Directors of Applus Services, S.A. declare that, to the best of their knowledge, the individual financial statements of Applus Services, S.A. (comprising the statement of financial position, statement of profit or loss, the statement of changes in equity, the statement of cash flows and the explanatory notes) for the year ended at 31 December 2021, prepared in accordance with the accounting policies applicable and approved by the Board of Directors at its meeting on 24 February 2022, present fairly the equity, financial position and results of Applus Services, S.A., and that the management report accompanying such financial statements includes a fair analysis of the business' evolution, results and the financial position of Applus Services, S.A, as well as a description of the principal risks and uncertainties that the company faces. All the Directors have signed to certify the above mentioned.

Barcelona, 24 February 2022

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Mr. Christopher Cole  
Chairman

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Mr. Ernesto Gerardo Mata López  
Director

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Mr. Fernando Basabe Armijo  
Director

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Mr. Nicolás Villén Jiménez  
Director

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Ms. Maria Cristina Henríquez de Luna Basagoiti  
Director

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Ms. Maria José Esteruelas Aguirre  
Director

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Ms. Essimari Kairisto  
Director

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Mr. Joan Amigó i Casas  
Director

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Ms. Marie-Françoise Madeleine Damesin  
Director

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Mr. Brendan Wynne Derek Connolly  
Director

*Translation of a report originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain and of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company in Spain (see Notes 2 and 14). In the event of a discrepancy, the Spanish-language version prevails.*

## INDEPENDENT AUDITOR'S REPORT ON FINANCIAL STATEMENTS

To the Shareholders of Applus Services, S.A.,

### Report on the Financial Statements

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#### Opinion

We have audited the financial statements of Applus Services, S.A. (the Company), which comprise the balance sheet as at 31 December 2021, and the statement of profit or loss, statement of changes in equity, statement of cash flows and notes to the financial statements for the year then ended.

In our opinion, the accompanying financial statements present fairly, in all material respects, the equity and financial position of the Company as at 31 December 2021, and its results and its cash flows for the year then ended in accordance with the regulatory financial reporting framework applicable to the Company (identified in Note 2.1 to the financial statements) and, in particular, with the accounting principles and rules contained therein.

#### Basis for Opinion

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We conducted our audit in accordance with the audit regulations in force in Spain. Our responsibilities under those regulations are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We are independent of the Company in accordance with the ethical requirements, including those pertaining to independence, that are relevant to our audit of the financial statements in Spain pursuant to the audit regulations in force. In this regard, we have not provided any services other than those relating to the audit of financial statements and there have not been any situations or circumstances that, in accordance with the aforementioned audit regulations, might have affected the requisite independence in such a way as to compromise our independence.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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## Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Impairment of ownership interests in, and loans to, Group companies and associates

#### Description

The Company has direct and indirect ownership interests in the share capital of Group companies and associates that are not listed on regulated markets, and has granted loans thereto (see Notes 4.1, 5.1, 5.2 and 10.2), which at 31 December 2021 amounted to EUR 1,630 million and EUR 300 million, respectively.

The assessment of the recoverable amount of the ownership interests and loans requires the use of significant judgements and estimates by management, both when choosing the valuation method and discounting future cash flows and when considering the key operating assumptions used. As a result of the foregoing, as well as the significance of the investments and loans held, this matter was determined to be a key matter in our audit.

#### Procedures applied in the audit

Our audit procedures consisted, among others, of the evaluation of the measurement of the recoverable amount of the aforementioned ownership interests and loans performed by Company management, verifying both the conformity with the applicable regulatory financial reporting framework of the valuation method used in relation to the investment held and the clerical accuracy of the calculations made. We evaluated the reasonableness of the cash flow projections and the discount rates by conducting a critical analysis of the key assumptions of the models used. In particular, we compared the revenue growth rates with the latest approved strategic plan and budgets and reviewed them for consistency with both historical information and the market situation. Also, we evaluated management's historical accuracy in the estimation process.

In addition, we evaluated the reasonableness of the discount rates applied, taking into consideration the cost of capital of comparable organisations, as well as perpetuity growth rates, among others.

## Impairment of ownership interests in, and loans to, Group companies and associates

### Description

### Procedures applied in the audit

We involved internal business valuation experts to evaluate the reasonableness of the models and key assumptions used by the Company.

Lastly, we evaluated whether the disclosures included in Notes 4.1, 5.1, 5.2 and 10.2 to the accompanying financial statements in connection with this matter were in conformity with those required by the applicable regulatory framework.

## Recoverability of deferred tax assets

### Description

### Procedures applied in the audit

Notes 8.1 and 8.5 to the accompanying financial statements detail the deferred tax assets amounting to EUR 20.3 million that are recognised in the balance sheet at 2021 year-end, corresponding to tax losses, tax credits and temporary differences amounting to EUR 15.7 million, EUR 4.3 million and EUR 0.3 million, respectively. The Company is the head of the Spanish tax group described in Note 4.3.

In addition, as indicated in Note 8.6, the Company has unrecognised deferred tax assets corresponding to tax losses and tax credits.

Our audit procedures to address this matter included, among others, evaluating the methodology and assumptions used by the Company, as well as verifying the consistency thereof taking into account both historical information and the market situation and the applicable tax legislation, which was verified with the assistance of internal tax experts. We also reviewed the consistency of the models with the financial information used by Company management in performing the impairment test on ownership interests in, and loans to, Group companies, stressing those assumptions that have the greatest effect on determining the recoverable amount of the tax assets.

## Recoverability of deferred tax assets

### Description

At the end of each reporting period, Company management assesses the recoverability of the tax assets recognised based on the projections of future taxable profits used to analyse the recoverability of tax losses in a timeframe of no more than ten years, taking into account current legislation and the most recently approved business plan. We identified this matter as key in our audit, since the assessment of the recoverability of these assets requires a significant level of judgement, largely in connection with the projections of business performance.

### Procedures applied in the audit

We also analysed the historical accuracy of management in the process of preparing projections of future taxable profits for the purpose of analysing the recovery of tax losses, comparing the actual figures for the year with the projections made in the preceding year.

Lastly, we evaluated whether the disclosures required by the applicable accounting regulations in connection with this matter were included in Notes 4.3 and 8 to the financial statements.

## Other Information: Directors' Report

The other information comprises only the directors' report for 2021, the preparation of which is the responsibility of the Company's directors and which does not form part of the financial statements.

Our audit opinion on the financial statements does not cover the directors' report. Our responsibility relating to the directors' report, in accordance with the audit regulations in force, consists of:

- a) Solely checking that certain information included in the Annual Corporate Governance Report and the Annual Directors' Remuneration Report, to which the Spanish Audit Law refers, have been furnished as provided for in the applicable legislation and, if this is not the case, reporting this fact.
- b) Evaluating and reporting on whether the other information included in the directors' report is consistent with the financial statements, based on the knowledge of the entity obtained in the audit of those financial statements, as well as evaluating and reporting on whether the content and presentation of this section of the directors' report are in conformity with the applicable regulations. If, based on the work we have performed, we conclude that there are material misstatements, we are required to report that fact.

Based on the work performed, as described above, we observed that the information described in section a) above was furnished as provided for in the applicable legislation and that the other information in the directors' report was consistent with that contained in the financial statements for 2021 and its content and presentation were in conformity with the applicable regulations.

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### **Responsibilities of the Directors and of the Audit Committee for the Financial Statements**

The directors are responsible for preparing the accompanying financial statements so that they present fairly the Company's equity, financial position and results in accordance with the regulatory financial reporting framework applicable to the Company in Spain, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The audit committee is responsible for overseeing the process involved in the preparation and presentation of the financial statements.

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### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the audit regulations in force in Spain will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is included in Appendix I to this auditor's report. This description, which is on pages 8 and 9 of this document, forms part of our auditor's report.

## **Report on Other Legal and Regulatory Requirements**

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### **European Single Electronic Format**

We have examined the digital file in European Single Electronic Format (ESEF) of Applus Services, S.A. for 2021, which comprises an XHTML file including the financial statements for 2021, which will form part of the annual financial report.

The directors of Applus Services, S.A. are responsible for presenting the annual financial report for 2021 in accordance with the format requirements established in Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 (“ESEF Regulation”). For these purposes, the Annual Corporate Governance Report and the Annual Directors’ Remuneration Report were included by reference in the directors’ report.

Our responsibility is to examine the digital file prepared by the Company’s directors, in accordance with the audit regulations in force in Spain. Those regulations require that we plan and perform our audit procedures in order to ascertain whether the content of the financial statements included in the aforementioned file corresponds in full to that of the financial statements that we have audited, and whether those financial statements were formatted, in all material respects, in accordance with the requirements established in the ESEF Regulation.

In our opinion, the digital file examined corresponds in full to the audited financial statements, and these are presented, in all material respects, in accordance with the requirements established in the ESEF Regulation.

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### **Additional Report to the Audit Committee**

The opinion expressed in this report is consistent with the content of our additional report to the Company's audit committee dated 24 February 2022.

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### **Engagement Period**

The Annual General Meeting held on 28 May 2021 appointed us as auditors for a period of one year from the year ended 31 December 2020, i.e., for 2021.



Previously, we were designated pursuant to a resolution of the General Meeting for the period of one year and have been auditing the financial statements uninterruptedly since the year ended 31 December 2007 and, therefore, since the year ended 31 December 2014, the year in which the Company became a Public Interest Entity.

DELOITTE, S.L.

Registered in ROAC under no. S0692

Ana Torrens Borrás

Registered in ROAC under no. 17762

24 February 2022

## **Appendix I to our auditor's report**

Further to the information contained in our auditor's report, in this Appendix we include our responsibilities in relation to the audit of the financial statements.

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### **Auditor's Responsibilities for the Audit of the Financial Statements**

As part of an audit in accordance with the audit regulations in force in Spain, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the use by the directors of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the entity's audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the entity's audit committee with a statement that we have complied with relevant ethical requirements, including those regarding independence, and we have communicated with it to report on all matters that may reasonably be thought to jeopardise our independence, and where applicable, on the related safeguards.

From the matters communicated with the entity's audit committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

# **Applus Services, S.A.**

Financial Statements for the year  
ended 31 December 2021 and  
Directors' Report, together with  
Independent Auditor's Report

*Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company (see Notes 2 and 14). This translation has been prepared by the Company for informative purposes only, has not been approved by the Board of Directors and has not the consideration of official or regulated information. In the event of a discrepancy, the Spanish-language version prevails.*

Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company (see Notes 2 and 14). In the event of a discrepancy, the Spanish-language version prevails.

**APPLUS SERVICES, S.A.**  
**STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2021**  
(Thousands of Euros)

ASSETS	Notes	31/12/2021	31/12/2020	EQUITY AND LIABILITIES	Notes	31/12/2021	31/12/2020
<b>NON-CURRENT ASSETS:</b>		<b>1,824,819</b>	<b>1,829,130</b>	<b>EQUITY:</b>		<b>1,255,486</b>	<b>1,235,668</b>
<b>Non-current investments in Group companies and associates-</b>		<b>1,804,432</b>	<b>1,804,901</b>	<b>SHAREHOLDERS' EQUITY-</b>		<b>1,255,486</b>	<b>1,235,668</b>
Equity instruments	5.2	1,630,145	1,590,145	<b>Share capital</b>	6.1	14,302	14,302
Loans to companies	5.1 & 10.2	174,287	214,756	<b>Share premium</b>	6.2	449,391	449,391
<b>Deferred tax assets</b>	<b>8.1</b>	<b>20,387</b>	<b>24,229</b>	<b>Reserves</b>	6.2	753,955	760,683
				<b>Treasury shares</b>	6.3	(3,427)	(2,664)
				<b>Profit for the year</b>		41,265	13,956
				<b>NON-CURRENT LIABILITIES:</b>		<b>583,344</b>	<b>608,340</b>
				<b>Non-current payables</b>	7	459,878	496,388
				<b>Non-current payables to Group companies and associates</b>	10.2	123,466	109,025
				<b>Deferred tax liabilities</b>	8.1	-	2,927
<b>CURRENT ASSETS:</b>		<b>146,240</b>	<b>213,258</b>	<b>CURRENT LIABILITIES:</b>		<b>132,229</b>	<b>198,380</b>
<b>Trade and other receivables-</b>		<b>8,619</b>	<b>10,498</b>	<b>Current payables-</b>		<b>36,130</b>	<b>24,161</b>
Receivable from Group companies and associates	10.2	1,628	785	Bank borrowings	7	36,130	24,161
Other receivables		208	276	<b>Current payables to Group companies and associates</b>	10.2	<b>92,822</b>	<b>170,731</b>
Corporate income tax receivables	8.1	6,783	9,437	<b>Trade and other payables-</b>		<b>3,277</b>	<b>3,488</b>
<b>Current investments in Group companies and associates-</b>	<b>5.1 &amp; 10.2</b>	<b>125,585</b>	<b>175,190</b>	Payable from Group companies and associates	10.2	-	98
Short-term loans to Group companies and associates		125,585	173,857	Other accounts payable		936	490
Other financial assets		-	1,333	Remuneration payable		1,983	1,544
<b>Short-term accruals</b>		<b>166</b>	<b>73</b>	Tax payables	8.1	358	1,356
<b>Cash and cash equivalents</b>	<b>5.3</b>	<b>11,870</b>	<b>27,497</b>				
<b>TOTAL ASSETS</b>		<b>1,971,059</b>	<b>2,042,388</b>	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,971,059</b>	<b>2,042,388</b>

The accompanying Notes 1 to 14 and Appendices I and II are an integral part of the statement of financial position as at 31 December 2021

Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company (see Notes 2 and 14). In the event of a discrepancy, the Spanish-language version prevails.

## APPLUS SERVICES, S.A.

### STATEMENT OF PROFIT OR LOSS FOR 2021

(Thousands of Euros)

	Notes	2021	2020
<b>CONTINUING OPERATIONS:</b>			
<b>Revenue-</b>	<b>9.1 &amp; 10.1</b>	<b>53,724</b>	<b>55,400</b>
Services		3,420	3,016
Dividend revenue		42,192	41,950
Finance revenue to Group companies and associates		8,112	10,434
<b>Staff costs-</b>	<b>9.2</b>	<b>(3,438)</b>	<b>(3,024)</b>
Wages, salaries and similar expenses		(3,177)	(2,545)
Employee benefit costs		(261)	(479)
<b>Other operating expenses-</b>		<b>(2,810)</b>	<b>(3,298)</b>
Outside services		(2,599)	(2,349)
Taxes other than income tax		(211)	(949)
<b>Impairment and gains and losses on disposals of financial instruments</b>	<b>5.2</b>	<b>-</b>	<b>(20,000)</b>
<b>PROFIT FROM OPERATIONS</b>		<b>47,476</b>	<b>29,078</b>
<b>Finance income-</b>		<b>317</b>	<b>23</b>
From marketable securities and other financial instruments of third parties		317	23
<b>Finance costs-</b>		<b>(18,547)</b>	<b>(18,377)</b>
On debts to Group companies and associates	10.1	(7,171)	(7,418)
On debts to third parties		(11,376)	(10,959)
<b>Exchange differences</b>	<b>11</b>	<b>(937)</b>	<b>(3,316)</b>
<b>FINANCIAL RESULT</b>		<b>(19,167)</b>	<b>(21,670)</b>
<b>PROFIT BEFORE TAX</b>		<b>28,309</b>	<b>7,408</b>
Corporate income tax	8	12,956	6,548
<b>PROFIT FOR THE YEAR FROM CONTINUING OPERATIONS</b>		<b>41,265</b>	<b>13,956</b>
<b>DISCONTINUED OPERATIONS:</b>			
Profit for the year from discontinued operations net of tax		-	-
<b>PROFIT FOR THE YEAR</b>		<b>41,265</b>	<b>13,956</b>

The accompanying Notes 1 to 14 and Appendices I and II are an integral part of the statement of profit or loss for 2021.

Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company (see Notes 2 and 14). In the event of a discrepancy, the Spanish-language version prevails.

## APPLUS SERVICES, S.A.

### STATEMENTS OF CHANGES IN EQUITY A) STATEMENT OF COMPREHENSIVE INCOME FOR 2021

(Thousands of Euros)

	2021	2020
<b>PROFIT PER INCOME STATEMENT (I)</b>	<b>41,265</b>	<b>13,956</b>
Income and expense recognised directly in equity:		
<b>Total income and expense recognised directly in equity (II)</b>	<b>-</b>	<b>-</b>
Transfers to profit or loss:		
<b>Total transfers to profit or loss (III)</b>	<b>-</b>	<b>-</b>
<b>Total recognised income and expense (I+II+III)</b>	<b>41,265</b>	<b>13,956</b>

The accompanying Notes 1 to 14 and Appendices I and II are an integral part of the statement of comprehensive income for 2021

Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company (see Notes 2 and 14). In the event of a discrepancy, the Spanish-language version prevails.

## APPLUS SERVICES, S.A.

### STATEMENTS OF CHANGES IN EQUITY B) STATEMENT OF CHANGES IN TOTAL EQUITY FOR 2021 (Thousands of Euros)

	Share capital	Share premium	Reserves	Treasury shares	Profit (Loss) for the year	Total
<b>2020 BEGINNING BALANCE</b>	<b>14,302</b>	<b>449,391</b>	<b>710,861</b>	<b>(4,102)</b>	<b>50,803</b>	<b>1,221,255</b>
Total recognised income and expense	-	-	-	-	13,956	13,956
Allocation of 2019 profit	-	-	50,803	-	(50,803)	-
- Transactions with treasury shares	-	-	(981)	1,438	-	457
<b>2020 ENDING BALANCE</b>	<b>14,302</b>	<b>449,391</b>	<b>760,683</b>	<b>(2,664)</b>	<b>13,956</b>	<b>1,235,668</b>
Total recognised income and expense	-	-	-	-	41,265	41,265
Allocation of 2020 profit	-	-	(7,497)	-	(13,956)	(21,453)
- Transactions with treasury shares	-	-	842	(763)	-	79
- Other operations	-	-	(73)	-	-	(73)
<b>2021 ENDING BALANCE</b>	<b>14,302</b>	<b>449,391</b>	<b>753,955</b>	<b>(3,427)</b>	<b>41,265</b>	<b>1,255,486</b>

The accompanying Notes 1 to 14 and Appendices I and II are an integral part of the statement of changes in total equity as at 31 December 2021.



Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company (see Notes 2 and 14). In the event of a discrepancy, the Spanish-language version prevails.

**APPLUS SERVICES, S.A.**  
**STATEMENT OF CASH FLOWS FOR 2021**  
(Thousands of Euros)

	Notes	2021	2020
<b>CASH FLOWS FROM OPERATING ACTIVITIES (I):</b>		<b>35,065</b>	<b>77,865</b>
<b>Profit for the year before tax</b>		<b>28,309</b>	<b>7,408</b>
<b>Adjustments for-</b>			
Dividend revenue	10.1	(42,192)	(41,950)
Finance income		(8,429)	(10,457)
Finance costs		18,547	18,377
Exchange differences		937	3,316
Impairment loss	5.2	-	20,000
<b>Changes in working capital-</b>			
Trade and other receivables		854	1,182
Trade and other payables		1,612	436
Other current assets		1	255
Other current liabilities		-	(208)
<b>Other cash flows from operating activities-</b>			
Dividends received		43,525	82,725
Interest paid		(16,429)	(17,590)
Interest received		9,719	11,908
Corporate Income tax paid		(1,389)	2,463
<b>CASH FLOWS FROM INVESTING ACTIVITIES (II):</b>		<b>35,829</b>	<b>(145,204)</b>
<b>Proceeds from disposal-</b>			
Group companies and associates		106,753	78,605
<b>Payments due to investment-</b>			
Group companies and associates		(70,924)	(223,809)
		<b>(85,079)</b>	<b>99,984</b>
<b>Proceeds and payments relating to financial liability instruments-</b>			
Proceeds from issue of bank borrowings		157,251	396,764
Proceeds from issue of borrowings from Group companies and associates		49,986	45,277
Repayment of bank borrowings		(189,564)	(287,175)
Repayment and amortisation of borrowings with Group companies and associates		(79,198)	(53,626)
Other payments		(2,101)	(1,256)
<b>Dividend payments and remuneration of other equity instruments-</b>			
- Dividends		(21,453)	-
<b>EFFECT OF FOREIGN EXCHANGE RATE CHANGES (IV):</b>		<b>(1,442)</b>	<b>(6,227)</b>
<b>NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS (I+II+III+IV)</b>		<b>(15,627)</b>	<b>26,418</b>
Cash and cash equivalents at beginning of year		27,497	1,079
Cash and cash equivalents at end of year		11,870	27,497

The accompanying Notes 1 to 14 and Appendices I and II are an integral part of the statement of cash flows for 2021.

# **Applus Services, S.A.**

Financial Statements  
for the year ended 31  
December 2021  
and Directors' Report

*Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company (see Notes 2 and 14). This translation has been prepared by the Company for informative purposes only, has not been approved by the Board of Directors and has not the consideration of official or regulated information. In the event of a discrepancy, the Spanish-language version prevails.*

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## **Applus Services, S.A.**

### Notes to the financial statements for the year ended 31 December 2021

#### **1. Company activities**

Applus Services, S.A. (formerly Applus Technologies Holding, S.L., hereinafter “the Parent” or “the Company”) has been since 29 November 2007 the Parent of the Applus Group (“the Applus Group” or “the Group”). The Company has its registered office in calle Campezo 1, edificio 3, Parque Empresarial Las Mercedes, in Madrid (Spain).

The Company purpose is as follows:

- To provide services in relation to the transport sector and vehicle and highway safety (engineering processes, design, testing, approval and certification of used cars), as well as technical inspections in sectors other than the automotive sector, with a blanket exclusion of activities that are covered by special legislation.
- The technical audits of all types of installations for technical inspection or control of vehicles located anywhere in Spain or abroad, as well as any other type of technical inspection other than vehicles.
- The production and execution of studies and projects in relation to the previously mentioned activities: economic, industrial, property, information technology, market surveys and research, as well as the supervision, direction and provision of services and advice in the execution thereof. Provision of services, advice, administration, operation and management, whether technical, fiscal, legal or commercial.
- Business intermediation services, both locally and abroad.
- To provide all types of inspection services and quality and quantity control, regulatory inspection, collaboration with administration, consultancy, audit, certification, approval, personnel training and qualification, and technical assistance in general in order to improve the organization and management of quality, safety and environmental aspects.
- To carry out studies, works, measurements, tests, analyses and controls, in laboratories or in situ, and such other professional methods and actions considered necessary or advisable, in particular those related to manufacturing materials, equipment, products and installations, in the fields of mechanics, electricity, electronics and information technology, transport and communications, administrative organization and office automation, mining, food, environment, construction and civil works, performed during the stages of design, planning, manufacturing, construction and assembly and commissioning, maintenance and production for all types of companies and entities, both public and private, as well as before the Central State Administration, the Administrations of Autonomous Communities, Provinces and Municipalities, and all types of agencies, institutions and users, whether within the country or abroad.

- The purchase, holding and administration, whether direct or indirect, of shares, corporate interests, quota shares and any other form of holding or interest in the capital and/or securities granting right to the obtaining of shares, corporate interests, quota shares or other holdings or interests in companies of any type, with or without legal personality, established in accordance with Spanish law or any other applicable legislation, in accordance with Article 108 of the Law 27/2014, of 27 November 2014, of the Corporate Income Tax Law, or by such legislation as may replace it, as well as the administration, management and guidance of such companies and entities, whether directly or indirectly, by means of the membership, attendance and holding of positions on any governing and management bodies of such companies or entities, carrying out the described advisory, management and guidance services making use of the corresponding organization of material and personnel means. An exception is made for those activities expressly reserved by law for Collective Investment Institutions, as well as for that expressly reserved by the Securities Market Act for investment service companies.

The activities may be carried out either directly by the Company or through the ownership of shares or equity interest in other companies with an identical or related purpose, including the carrying out of all its activities in an indirect manner, therefore acting solely as a holding company.

All activities for which the law establishes special requirements that cannot be carried out by the Company are excluded from the corporate purpose. Should legal provisions require a professional qualification, administrative authorization or registration with a public registry to be able to perform any of the activities included in the corporate purpose, such activities must be performed by persons who hold such professional qualifications, and such tasks shall not be able to commence until the administrative requirements have been met.

Since 9 May 2014 the shares of the Company have been listed on the stock exchange.

The subsidiaries and associates directly and indirectly owned by the Company are shown in Appendix I. The subsidiaries and associates directly or indirectly owned by the Company excluded from scope of consolidation either because they are dormant companies or because effective control over them is not exercised by the shareholders of the Applus Group are shown in Appendix II.

The Company is the head of a group of subsidiaries, the Applus Group, and is obliged under current legislation to prepare consolidated financial statements separately. The consolidated financial statements for 2020, which were prepared in accordance with International Financial Reporting Standards (IFRSs), were approved by the shareholders at the Annual General Meeting of Applus Services, S.A. on 28 May 2021, and were filed at the Madrid Mercantile Register.

These financial statements relate to the Company individually. The Company prepares consolidated financial statements in accordance with International Financial Reporting Standards (IFRSs) (see Note 4).

#### Information on the environment

Climate change offers us opportunities which can result in different types of risk in our business. The Parent's Company and subsidiaries main objective is to mitigate such risks and identify any potential opportunities to maximise our value to society, through a responsible management of the business, incorporating the interests and expectations of the Parent's stakeholders. In this regard, in 2021, the Board of Directors approved the ESG Policy.

The Parent's Company and subsidiaries worked in 2021, as in prior years, to assess qualitatively the risks and opportunities arising from climate change, following the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD), will introduce the analysis of scenarios. According to that, we identified the potential impact of the risks and the probability of their occurrence, considering the substantial impacts, based on the following key elements: Governance, Strategy, Risk management, Metrics and objectives, classifying the impact as low, medium and high and defined in three time horizons, short, medium and long term. Following the impact assessment, the probability of the risk occurring should be evaluated. Likewise, we rolled out plans to make the best possible use of the opportunities that climate change may offer us, which will more than compensate for any potential impacts, albeit limited, that may arise.

In view of the business activities carried on by the Company, it does not have any environmental liability, expenses, assets, provisions or contingencies that might be material with respect to its equity, financial position or results.

Therefore, no specific disclosures relating to environmental issues are included in these notes to the accompanying financial statements.

The Company considers that it complies with applicable environmental protection legislation and has procedures designed to ensure such compliance. In 2021 and 2020, the Company did not recognise any provisions to address potential environmental risks as it considered that there were no significant contingencies associated with potential lawsuits, compensation or other items. Lastly, the potential contingencies, compensation and other environmental risks that could be incurred by the Company are sufficiently covered by its third-party liability insurance policies.

## **2. Basis of presentation of the financial statements**

### ***2.1. Regulatory financial reporting framework applicable to the Company***

The present financial statements for 2021 were authorised for issue by the Company's Directors at the Board of Directors Meeting held on 24 February 2022. The present financial statements were formally prepared in accordance with the regulatory financial reporting framework applicable to the Company, which consists of:

- a) The Spanish Commercial Code and all other Spanish corporate law.
- b) The Spanish National Chart of Accounts approved by Royal Decree 1514/2007, as amended by Royal Decree 602/2016 and Royal Decree 1/2021, and its industry adaptations.
- c) The mandatory rules approved by the Spanish Accounting and Audit Institute in order to implement the Spanish National Chart of Accounts and the relevant secondary legislation.
- d) All other applicable Spanish accounting legislation.

### ***2.2. Fair presentation***

The accompanying financial statements, which were obtained from the Company's accounting records, are presented in accordance with the regulatory financial reporting framework applicable to the Company and, in particular, with the accounting principles and rules contained therein and, accordingly, present fairly the Company's equity, financial position, results of operations and cash flows for 2021. These financial statements, which were authorised for issue by the Company's Directors on 24 February 2022, will be submitted for approval by the shareholders at the Annual General Meeting. The Company's Directors consider that these financial statements will be approved without any changes.

The financial statements for 2020 were approved at the Annual General Meeting held on 28 May 2021.

In preparing these financial statements, the Company omitted any information or disclosures which, not requiring disclosure due to their qualitative importance, were considered not to be material in accordance with the concept of materiality defined in the conceptual framework of the 2007 Spanish National Chart of Accounts.

### ***2.3. Non-obligatory accounting principles applied***

No non-obligatory accounting principles were applied. Also, the Directors formally prepared these financial statements taking into account all the obligatory accounting principles and standards with a significant effect hereon.

All obligatory accounting principles were applied.

#### **2.4. Key issues in relation to the measurement and estimation of uncertainty**

The Company's Directors are responsible for the information included in these financial statements in accordance with the applicable regulatory financial reporting framework (see Note 2.1) and for the internal control measures that they consider necessary to ensure the financial statements do not have any material misstatement.

In preparing the accompanying financial statements, estimates were made based on historical experience and on other factors considered to be reasonable in view of the current circumstances; these estimates formed the basis for establishing the carrying amounts of certain assets, liabilities, income, expenses and obligations whose value is not readily determinable using other sources. The Company reviews its estimates on an ongoing basis.

The main assumptions regarding the future and other significant sources of uncertainty in the estimates at year-end that could have a significant effect on the financial statements in the coming year were as follows:

- The assessment of possible impairment losses on certain assets (see Note 4.1).
- The assumptions used in measuring the recoverable amount of financial instruments (see Note 4.1).
- The fair value of certain financial instruments (see Note 4.1).
- The calculation of certain provisions and contingent liabilities (see Note 4.5).
- The recovery of deferred tax assets (see Note 8.5).
- Corporate income tax and deferred tax assets and liabilities (see Note 8).

Although these estimates were made on the basis of the best information available as of 31 December 2021 on the events analysed, events that may take place in the future might make it necessary to change these estimates (upwards or downwards) in the coming years. Changes in accounting estimates would be applied prospectively.

#### **2.5. Financial situation and going concern assumption**

The Directors and Management of the Company monitor constantly the economic cycle evolution in the short and long term in order to address any possible risks, both financial and non-financial, that could arise from the pandemic situation of COVID-19 or any other situations, in order to minimize the possible impacts to the Company and subsidiaries.

The Directors and Management of the Company and the subsidiaries continue to constantly monitor the evolution of this situation in order to address any possible risks, both financial and non-financial, that could arise.

Considering all the aforementioned factors alongside with the economic projections in the markets in which the Company's Group operates, the three year Strategic Plan announced in November 2021 and the liquidity position of the Group, that at 31 December 2021 amounts EUR 588 million, the Company's Directors consider that the conclusion on the application of the going concern basis of accounting remains valid.

#### **2.6. Comparative information**

The accounting policies were applied on a consistent basis in 2021 and 2020 and, accordingly, no operations or transactions were accounted for following different accounting policies that might have given rise to discrepancies in the interpretation of the comparative figures in both years.

## **2.7. Grouping of items**

Certain items in the statement of financial position, statement of profit or loss, statement of changes in equity and statement of cash flows are grouped together to facilitate their understanding; however, whenever the amounts involved are material, the information is broken down in the related notes to the financial statements.

## **2.8. Correction of errors**

In preparing the accompanying financial statements no errors were detected that would have made it necessary to restate the amounts included in the financial statements for 2020.

## **2.9. Changes in accounting criteria**

The new rules for, principally, the classification and measurement of financial instruments and revenue recognition provided for in Spanish Royal Decree 1/2021 became effective on 1 January 2021. These rules, disclosed in Notes 4.1 and 4.4, respectively, constitute a change with respect to those applied in prior years.

In accordance with the rules contained in Transitional Rule 2.6, the Company opted to apply the new rules prospectively, taking into account for the purpose of the classification of the financial assets the events and circumstances that existed at 1 January 2021, the date of first-time application. Accordingly, the comparative information was not adapted to the new measurement criteria.

### Financial instruments

The following table shows the reconciliation at 1 January 2021 for each class of financial asset and financial liability of the initial measurement category with the corresponding carrying amount determined on the basis of the regulations previously in force to the new measurement category with the related carrying amount determined in accordance with the new regulations.

Portfolios	Thousands of euros		
	Book value in Financial Statements 31/12/2020	Classification according to new criteria 31/12/2020	
		Amortised cost	Cost
<b>Credits and receivables</b>	<b>391,007</b>	<b>391,007</b>	-
-Commercial	1,061	1,061	-
-Non-commercial	389,946	389,946	-
<b>Loans and payables</b>	<b>800,893</b>	<b>800,893</b>	-
-Commercial	588	588	-
-Non-commercial	800,305	800,305	-
<b>Investments in Group companies</b>	<b>1,590,145</b>	-	<b>1,590,145</b>
Total classification and valuation according to Financial Statements 31/12/2020	<b>2,782,045</b>		

Total classification according to new criteria 31/12/2020	<b>1,191,900</b>	<b>1,590,145</b>
Initial balance according to new criteria and valuation at 01/01/2021	<b>1,191,900</b>	<b>1,590,145</b>

The Management of the Company performed an analysis of the financial assets and liabilities at 1 January 2021 and it was not necessary to recognise any impact on the Company's equity, maintaining the measurement criteria used to date.

#### Revenue recognition

Revenue is recognised when (or as) control of a promised good or service is transferred to a customer. In order to apply this fundamental revenue recognition criteria, the Company applied the approach based on the five steps provided for in the new revenue recognition standard:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

The Management of the Company performed an analysis of the requirements together with its internal revenue recognition policy. In this regard, it considered that the timing of recognition of revenue from each of the performance obligations identified was consistent with the Company's current practice and, therefore, the application of the new standard did not have any impact on the Company's financial position or results.



### **3. Proposal of allocation of profit**

The proposed allocation of the Company's net profit, formulated by the Board of Directors that will be presented at the next Company's Annual General Meeting of the Shareholders, for 2021 is as follows:

	Thousands of Euros
<b>Basis of allocation:</b>	
Profit of the year	41,265
	<b>41,265</b>
<b>Allocation:</b>	
To dividends	21,453
To unrestricted reserves	19,812
<b>Total</b>	<b>41,265</b>

The proposed dividend of EUR 21,453 thousand corresponds to the gross amount of EUR 0.15 per share.

### **4. Accounting policies**

As indicated in Note 2, the Company applied accounting policies in accordance with the accounting principles and rules included in the Spanish Commercial Code, implemented in the current Spanish National Chart of Accounts (2007 and Royal Decree 1/2021), and all other Spanish corporate law in force at the reporting date of these financial statements. In this connection, only those accounting policies that are specific to the Company's business activities and those considered significant on the basis of the nature of its activities are detailed below.

#### **4.1. Financial instruments**

##### Financial assets

The financial assets held by the Company are classified in the following categories:

- a) Financial assets at amortised cost: these include financial assets, including those admitted to trading on an organised market, for which the Company holds the investment in order to collect contractual cash flows, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

In general, this category includes:

- i) Trade receivables: arising from the sale of goods or the rendering of services with deferred payment in the ordinary course business; and
  - ii) Non-trade receivables: arising from loans granted by the Company and other receivables with fixed or determinable payments.
- b) Financial assets at cost: this category includes investments in equity instruments of Group companies, jointly controlled entities and associates.

Group companies are deemed to be those related to the Company as a result of a relationship of control and associates are companies over which the Company exercises significant influence. Jointly controlled entities include companies over which, by virtue of an agreement, the Company exercises joint control with one or more other ventures.

### *Initial recognition*

In general terms, financial assets are initially recognised at the fair value of the consideration given, plus any directly attributable transaction costs. However, transaction costs directly attributable to financial assets classified as at fair value through profit or loss are recognised in profit or loss.

Also, in the case of equity investments in Group companies affording control over the subsidiary, the fees paid to legal advisers and other professionals relating to the acquisition of the investment are recognised directly in profit or loss.

### *Subsequent measurement*

Financial assets at amortised cost are accounted for using this measurement rule, and the related accrued interest is recognised in profit or loss using the effective interest method.

Investments classified in category b) above are measured at cost net, where appropriate, of any accumulated impairment losses. These losses are calculated as the difference between the carrying amount of the investments and their recoverable amount. Recoverable amount is the higher of fair value less costs of disposal and the present value of the future cash flows from the investment. Unless there is better evidence of the recoverable amount of investments in equity instruments, it is based on the value of the equity of the investee, adjusted by the amount of the unrealised gains existing at the date of measurement, net of the related tax effect.

The Company has majority ownership interests in the share capital of certain companies. The financial statements do not reflect the increases or decreases in the value of the Company's ownership interests which would arise from the application of consolidation methods. It should also be noted that, in accordance with current legislation, the Company prepares consolidated financial statements separately under International Financial Reporting Standards ("EU-IFRS"). These consolidated financial statements have been authorised for issue by the Board of Directors on the meeting held on 24 February 2022.

The main aggregates in the consolidated financial statements for 2021 prepared, as stipulated in Final Rule 11 of Law 62/2003, of 30 December, in accordance with International Financial Reporting Standards approved by European Commission Regulations, are as follows:

	Thousands of Euros	
	2021	2020
Total Assets	2,306,485	2,167,093
Equity attributable to the shareholders of the parent	617,631	585,238
Revenue of the consolidated operations	1,776,746	1,557,614
Net profit (loss) attributable to the parent	32,242	(158,239)

The Company derecognises a financial asset when the rights to the cash flows from the financial asset expire or have been transferred and substantially all the risks and rewards of ownership of the financial asset have also been transferred.

However, the Company does not derecognise financial assets, and recognises a financial liability for an amount equal to the consideration received, in transfers of financial assets in which substantially all the risks and rewards of ownership are retained.

### Financial liabilities

Financial liabilities assumed or incurred by the Company are classified as financial liabilities at amortised cost, which are the Company's loans and payables that have arisen from the purchase of goods or services in the normal course of the Company's business and also those which, not having commercial substance or being derivative financial instruments, arise from loans and credits received by the Company.

These liabilities are initially recognised at the fair value of the items received, adjusted by the directly attributable transaction costs. These liabilities are subsequently measured at amortised cost.

The Company derecognises financial liabilities when the obligations given cease to exist.

At 31 December 2021 the Company does not hold any financial derivative products.

### Impairment of financial assets

At least once a year, the Company tests financial assets not measured at fair value through profit or loss for impairment. Objective evidence of impairment is considered to exist when the recoverable amount of the financial asset is lower than its carrying amount. When this occurs, the impairment loss is recognised in the statement of profit or loss.

Recoverable amount is the higher of fair value less costs to sell and value in use.

The Management updates annually its subsidiaries business plan which is prepared according to the Group estimates by sector and geography, considering the specific characteristics of each company regarding to its customers, projects and services. The main components of this plan are: projections on operating income and expense, investment and working capital. The Business Plan includes the 2022 budget approved by the Board of Directors of the Company together with the expectations integrated in Strategic Plan for 2022-2024 and for the following years.

The projections were prepared on the basis of past experience and of the best estimates available at the date on which the impairment tests were carried out.

In order to calculate the recoverable amount of each asset, the present value of its cash flows was determined using as a basis the business plan prepared by the Company Management. As a general rule, projections based on indefinite useful lives were used, applying a projected period of five years and a perpetual return from the sixth year onwards, except for the businesses with a finite useful life for which projections adjusted to the actual duration of the contract are used, considering in such cases the probability of renewal thereof. The cash flows generated by each asset were considered to grow to perpetuity at a rate equivalent to that of the growth of each industry in the territory in which it operates.

The main average discount rates after tax used in each of the Company's geographical areas were as follows:

Country/Geographical Area	2021	2020
Spain	7.7%-9.3%	8.4%-9.3%
Rest of Europe	6.5%-7.6%	5.9%-6.9%
US and Canada	6.6%-7.4%	6.5%-7.4%
Latin America	11.3%-14.1%	10.8%-13.6%

### **4.2. Foreign currency transactions**

The Company's functional currency is the Euro. Therefore, transactions in currencies other than the Euro are deemed to be "foreign currency transactions" and are recognised by applying the exchange rates prevailing at the date of the transaction.

At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated by applying the exchange rates prevailing at the closing date. Any resulting gains or losses are recognised directly in the statement of profit or loss in the year in which they arise.

Non-monetary assets and liabilities carried at fair value that are denominated in foreign currencies are translated at the exchange rates prevailing at the date when the fair value was determined. The resulting gains or losses are recognised in equity or in profit or loss by applying the same methods as those used to recognise changes in fair value, as indicated in Note 4.1 on Financial instruments.

#### **4.3. Corporate income tax**

Tax expense (tax income) comprises current tax expense (current tax income) and deferred tax expense (deferred tax income).

The current corporate income tax expense is the amount payable by the Company as a result of corporate income tax settlements for a given year. Tax credits and other tax payment benefits on the tax payable, excluding tax withholdings and pre-payments, and tax loss carry forwards from prior years effectively offset in the current year reduce the current corporate income tax expense.

The deferred tax expense or income relates to the recognition and derecognition of deferred tax assets and liabilities. These include temporary differences measured at the amount expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities and their tax bases, and tax loss and tax credit carry forwards. These amounts are recognised by applying to the temporary difference or tax asset that are expected to apply at the corporate tax rates in the period when the asset is realised or the liability is settled.

Deferred tax liabilities are recognised for all temporary differences except for:

- a) Those arising from the initial recognition of goodwill or other assets and liabilities in a transaction that does not affect neither the tax profit nor the accounting profit and is not a business combination.
- b) Those associated with investments in subsidiaries, branches and associates or interests in joint ventures, when the Company is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are only recognised in the statement of financial position if it is considered probable that the Company will have sufficient future taxable profits against which they can be utilised.

The deferred tax assets recognised are reassessed at the end of each reporting period and the appropriate adjustments are made to the extent that there are doubts as to their future recoverability. Also, unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that they will be recovered through future taxable profits.

The Company is the head of the Applus Group, which files consolidated tax returns as being the tax group number 238/08, and the tax base for the year is determined as if individual returns were being filed, net of such tax credits and tax relief as might be deductible under the consolidated tax regime. The Company manages the accounts receivable or payable that arise.

The Spanish consolidated tax group is comprised by the following companies:

Companies	
Applus Services, S.A.	Ringal Invest, S.L.
Applus Servicios Tecnológicos, S.L.U.	Applus Iteuve Technology, S.L.U.
IDIADA Automotive Technology, S.A.	Tunnel Safety Testing, S.A.
IDIADA Homologation Technical Service, S.L.U.	Inversiones Finisterre, S.L.
Applus Norcontrol, S.L.U.	Supervisión y Control, S.A.U.
Novotec Consultores, S.A.U.	Laboratorio de Ensayos Metroológicos, S.L.
Applus Iteuve Galicia, S.L.U.	ZYX Metrology, S.L.
LGAI Technological Center, S.A.	Applus Organismo de Control, S.L.U.
Iteuve Canarias, S.L.	Applus Energy, S.L.
Trámites, Informes, Proyectos, Seguridad y Medioambiente, S.L.U.	

The Company is head of the tax group and files consolidated VAT returns as part of VAT group number 0036/11. The Company manages the accounts receivable and payable generated in this connection.

The Spanish VAT group is comprised by the following companies:

Companies	
Applus Services, S.A.	Applus Energy, S.L.U.
Applus Servicios Tecnológicos, S.L.U.	Ringal Invest, S.L.U.
LGAI Technological Center, S.A.	Applus Iteuve Technology, S.L.U.

#### **4.4. Revenue and expense recognition**

According to BOICAC's 79, question 2, due to the Company's holding activity, both the dividend revenue and the finance revenue of the loans from its subsidiaries are recorded under the heading "Revenue".

Revenue and expenses are recognised when the actual flow of the related goods or services occurs, regardless of when the resulting monetary or financial flow arises.

Revenue from the sale of goods and the rendering of services is measured at the monetary amount received or, where appropriate, at the fair value of the consideration received or receivable, which, in the absence of evidence to the contrary, will be the price agreed on, net of any discounts, taxes and interest included in the nominal amount of the receivables. The estimated amount of variable consideration will be included in the measurement of revenue only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

Revenue is recognised when (or as) control of a promised good or service is transferred to a customer.

For the recognition of the Company's revenue, be it in the form of dividends, interest or revenue from services rendered to Group companies, there is a single performance that is satisfied at a point in time the price of which is determined in contracts with customers and, accordingly, revenue recognition is not complex and the revenue is recognised when the performance obligation is satisfied.

Interest revenue from financial assets is recognised using the effective interest method and dividend revenue is recognised when the shareholder's right to receive payment has been established. Interest and dividends from financial assets accrued after the date of acquisition are recognised as revenue in the profit or loss statement.

With respect to the dividends received, any distribution of unrestricted reserves shall be classified as a "distribution of profit" and, accordingly, shall give rise to the recognition of revenue in the shareholder's financial statements, provided that the investee or any Group company in which the latter holds an ownership interest has earned a profit exceeding the equity distributed from the acquisition date. The judgement as to whether a profit has been earned by the investee shall be based exclusively on the profits recognised in the separate statement of profit or loss from the acquisition date, unless there is no doubt that the distribution of the dividend out of the aforementioned profit for the year should be classified as a recovery of the investment from the perspective of the entity receiving the dividend.

Fees for attending general meetings and expenses incurred in holding such meetings are recognised when they are incurred under "Other Operating Expenses" in the accompanying statement of profit or loss since the amounts thereof are merely compensatory in nature.

#### **4.5. Provisions and contingencies**

When preparing the financial statements, the Company's Directors make a distinction between:

1. Provisions: credit balances covering present obligations arising from past events with respect to which it is probable that an outflow of resources of economic benefits whose amount and/or timing are not known with certainty but can be reasonably reliably estimated.
2. Contingent liabilities: possible obligations that arise from past events and whose existence and associated loss will be confirmed only by the occurrence or non-occurrence of one or more future events not wholly within the Company's control.

The financial statements include all the provisions with respect to which it is considered that it is more likely than not that the obligation will have to be settled. Contingent liabilities are not recognised in the financial statements, but rather are disclosed, unless the possibility of an outflow in settlement is considered to be remote.

Provisions are measured at the present value of the best possible estimate of the amount required to settle or transfer the obligation, taking into account the information available on the event and its consequences. Where discounting is used, adjustments made to provisions are recognised as financial cost on an accrual basis.

The compensation to be received from a third party on settlement of the obligation is recognised as an asset when there are no doubts that the reimbursement will take place.

#### **4.6. Termination benefits**

Under current legislation, the Company is required to pay termination benefits to employees terminated under certain conditions. Therefore, termination benefits that can be reasonably quantified are recognised as an expense in the year in which the decision to terminate the employment relationship is taken and a valid expectation regarding termination is created on the part of third parties.

#### **4.7. Environmental assets and liabilities**

Environmental assets are deemed to be assets used on a lasting basis in the Company's operations whose main purpose is to minimise environmental impact and protect and improve the environment, including the reduction or elimination of future pollution.

Because of their nature, the Company's business activities do not have an environmental impact.

#### **4.8. Transactions with Group companies, associates and related companies**

For the purposes of the presentation of the financial statements, group companies are considered to be those entities over which the Company directly and indirectly controls the financial and operating policies, exercises power over the relevant activities, maintains exposure, or rights, to variable returns from involvement with the investee; and the ability to use power over the investee to affect the amount of the investor's returns. This is generally because it holds more than 50% of the voting power.

Associates are companies over which the Company is in a position to exercise significant influence, but not control or joint control. Normally this capacity exists because the Company holds (directly or indirectly) between 20% and 50% of the voting power of the subsidiary.

For the purposes of the information in this section, related parties are considered to be:

- The significant shareholders of Applus Services, S.A., understood to be shareholders holding directly or indirectly 3% or more of the shares, and shareholders which, without being significant, have exercised the power to propose the appointment of a member of the Board of Directors.
- The Directors and Senior Executives of any Applus Group company, as well as the relatives or related persons. "Director" means a member of the Board of Directors and "Senior Executives" means persons reporting directly to the Board or to the CEO of the Group.

The Company performs all its transactions with related parties on an arm's length basis. Also, the transfer prices are adequately supported and, therefore, the Company's Directors consider that there are no material risks in this connection that might give rise to significant liabilities in the future.

#### **4.9. Leases**

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased asset to the lessee. All other leases are classified as operating leases.

##### Finance leases

At 31 December 2021 and 2020, the Company did not have any finance leases.

##### Operating leases

Expenses resulting from operating leases are recognised in the statement of profit or loss in the year in which they are incurred.

The Company only holds certain vehicles under operating leases which do not have a significant impact.

#### **4.10. Current/Non-current classification**

Current assets are assets associated with the normal operating cycle, which in general is considered to be one year; other assets which are expected to mature, be disposed of or be realised within twelve months from the end of the reporting period; financial assets held for trading, except for financial derivatives that will be settled in a period exceeding one year; and cash and cash equivalents. Assets that do not meet these requirements are classified as non-current assets.

Similarly, current liabilities are liabilities associated with the normal operating cycle, financial liabilities held for trading, except for financial derivatives that will be settled in a period exceeding one year; and, in general, all obligations that will mature or be extinguished at short term. All other liabilities are classified as non-current liabilities.

#### 4.11. Employee benefit obligations

The Company has established specific remuneration plans with its key employees:

- a) Annual variable remuneration based on the achievement of certain financial targets in 2021.
- b) Variable remuneration plan entailing the annual delivery of a given number of Restricted Stock Units (RSUs) (convertible into Company shares) to the Executive Directors and certain members of the Executive Team and employees. This plan is approved annually and is convertible into shares three years from the grant date at a rate of 30% in each of the first two years and 40% in the third year. At 31 December 2021, three plans had been approved and ratified (see Note 10.3).
- c) The “long-term incentive” plan granted to the Executive Directors and certain members of the Executive Team consists of the delivery of Performance Stock Units (PSUs) to the Chief Executive Director General Manager, and the delivery of RSUs and PSUs to the Chief Executive Director Financial Officer and members of the management, both RSUs and PSUs being convertible into Company’s shares in three years from the grant date based on the achievement of certain targets (see Note 10.3).

#### 4.12. Treasury shares

Treasury shares acquired by the Company during the year are recognised at acquisition cost, reducing equity until they are sold. Gains and losses on the acquisition, sale, issue or retirement of treasury shares are recognised directly in equity and in no case are they recognised in profit or loss.

### 5. Financial assets (non-current and current)

#### 5.1. Breakdown of financial assets by measurement category

The carrying amount of “Non-Current Investments in Group Companies and Associates” and “Current Investments in Group Companies and Associates” was classified for measurement purposes in the following categories at the end of 2021 and 2020 (in thousands of euros):

Categories	31/12/2021		31/12/2020	
	Long term	Short term	Long term	Short term
<b>Financial assets at cost:</b>				
Equity investments in Group companies and associates	1,630,145	-	1,590,145	-
<b>Financial assets at amortised cost (Note 10.2):</b>				
Credits to Group companies	174,287	122,964	214,756	168,422
Credits and receivables from Group companies	-	1,628	-	785
Short-term interest receivable from Group companies	-	2,621	-	5,435
Account receivable relating to dividends	-	-	-	1,333
<b>Total financial assets</b>	<b>1,804,432</b>	<b>127,213</b>	<b>1,804,901</b>	<b>175,975</b>



## 5.2. Group companies and associates

### Equity investments in Group companies and associates

The changes in 2021 and 2020 in “Non-current equity investments in Group companies and associates” were as follows (in thousands of euros):

#### 2021

Categories	01/01/2021	Additions	Impairment loss	31/12/2021
Equity investments in Group companies and associates	1,590,145	40,000	-	1,630,145
<b>Total</b>	<b>1,590,145</b>	<b>40,000</b>	<b>-</b>	<b>1,630,145</b>

#### 2020

Categories	01/01/2020	Additions	Impairment loss	31/12/2020
Equity investments in Group companies and associates	1,439,765	170,380	(20,000)	1,590,145
<b>Total</b>	<b>1,439,765</b>	<b>170,380</b>	<b>(20,000)</b>	<b>1,590,145</b>

In 2021 the Company increased its ownership interest in the subsidiary Applus Servicios Tecnológicos, S.L.U. by EUR 40,000 thousand through a sole shareholder contribution recognised in the investee's equity for that amount. This increase in the ownership interest in Applus Servicios Tecnológicos, S.L.U. was mainly performed to enable the Group companies Applus Servicios Tecnológicos, S.L.U. and Applus Arabia L.L.C. to acquire Enerdis Solar S.L.U. (Group) and SAFCO (Group).

In 2020 the Company increased its ownership interest in the subsidiary Applus Servicios Tecnológicos, S.L.U. by EUR 170,380 thousand through a sole shareholder contribution recognised in the investee's equity for that amount. This increase in the ownership interest in Applus Servicios Tecnológicos, S.L.U. was performed to enable the Group companies Applus Servicios Tecnológicos, S.L.U. and Applus Iteuve Technology, S.L.U. to acquire Reliable Analysis (Group) and Besikta Bilprovning (Group), respectively.

In 2020, as a consequence of the effects of the pandemic described in Note 2.5 and the consequent decrease in the demand for the Group's services, the Company's Directors re-estimated the recoverable value of its equity investments operational activity, and therefore, the need to record an impairment loss in the carrying amount of the ownership interest in Applus Servicios Tecnológicos, S.L.U. by EUR 20,000 thousand in order to adjust the carrying amount to the recoverable amount arrived, as described in Notes 2.5 and 4.1.

The value of direct shareholdings at 31 December 2021 and 2020 are as follows (in thousands of euros):

Subsidiary	31/12/2021	31/12/2020
Applus Servicios Tecnológicos, S.L.U.	1,527,933	1,487,933
Azul Holding 2 S.à.r.l.	102,212	102,212
<b>Total equity investments in group companies and associates</b>	<b>1,630,145</b>	<b>1,590,145</b>

The most significant information in relation to subsidiaries in which the Company had a direct ownership interest at 2021 year-end is as follows:

Name / Registered office	% of ownership	Thousands of euros					
		Share capital	Profit (Loss)		Other equity items	Total equity	Carrying amount
			From operations	Net			
Applus Servicios Tecnológicos, S.L.U.	100%	134,487	30,089	28,072	693,053	855,612	1,527,933
Azul Holding 2, S.à.r.l.	100%	13	(65)	14,167	89,092	103,272	102,212
<b>Total</b>		<b>134,500</b>	<b>30,024</b>	<b>42,239</b>	<b>782,145</b>	<b>958,884</b>	<b>1,630,145</b>

The Company's Directors have reviewed the cash flows of the companies making up the both subgroups, and determined that, based on the business plans of the Group, the value of the investment at 31 December 2021 will be recovered.

The subsidiaries and associates directly and indirectly owned by the Company are shown in Appendix I. None of the subsidiaries are listed on the stock market.

### 5.3. Cash and cash equivalents

The detail of the balances of "Cash and cash equivalents" at 31 December 2021 and 2020 is as follows (in thousands of euros):

Categories	31/12/2021	31/12/2020
Cash recognised in current accounts	11,870	27,497
<b>Total cash and cash equivalents</b>	<b>11,870</b>	<b>27,497</b>

At 31 December 2021 and 2020, no amount recognised under "Cash and cash equivalents" had been pledged.

"Cash and cash equivalents" include the debit balances recognised as "Multi Currency Notional Pooling" referring to a banking product arranged in 2015 in eight different currencies and which amounted to EUR 8,712 thousand at 31 December 2021 (EUR 11,316 thousand at 31 December 2020).

At the end of 2021, the Company has short-term credit facilities which are partially drawn down. The amount drawn down amounts to EUR 732 thousand (2020: EUR 2,365 thousand) which are classified under "Current bank borrowings" in the accompanying statement of financial position (see Note 7).

#### 5.4. Information on the nature and level of risk of financial instruments

The Company's financial risk management is centralised in the Corporate Financial Department of the Applus Group, which has established required mechanisms to control exposure to interest rate and exchange rate fluctuations as well as credit and liquidity risk. The main financial risks affecting the Company are as follows:

a) Credit risk:

In general, the Company holds its cash and cash equivalents at banks with high credit ratings.

The accounts receivable at 31 December 2021 and 2020 relate mainly to balances with Group companies for services provided by the Company.

The Company's Directors consider that there was no significant credit risk at 31 December 2021 and 2020.

Past-due or credit-impaired assets

The carrying amount less any accumulated impairment losses represents the maximum exposure to credit risk and also coincides with the carrying amount at which all the Company's financial assets are recognised.

Also, there are no significant financial assets that entail the recognition of income in the statement of profit or loss.

The detail of the age of the financial assets and of the related impairment losses is as follows:

	Thousands of euros			
	2021		2020	
	Book value	Accumulated correction for impairment	Book value	Accumulated correction for impairment
Amount not due	-	-	-	-
Overdue impaired amount:				
Less than 90 days	-	-	3	-
Between 90 and 180	-	-	2	-
Between 180 and 360	-	-	5	-
More than 360 days	226	(73)	213	-
	<b>226</b>	<b>(73)</b>	<b>223</b>	<b>-</b>

The carrying amount of the financial assets and financial liabilities constitutes an acceptable approximation to fair value.

b) Liquidity risk:

The Company, for the purpose of ensuring liquidity and enabling it to meet all the payment obligations arising from its business activities, has the cash and cash equivalents disclosed in its statement of financial position, together with credit and financing facilities.

The Company manages liquidity risk prudently by maintaining sufficient cash, the availability of financing in the form of committed credit facilities and through the sufficient capacity to settle market positions.

The detail by maturity of the financial liabilities with fixed or determinable maturities is shown in Note 7.

At 2021 year-end, the amount of the financial liabilities that was scheduled to mature in 2022, totalling EUR 36,130 thousand, was lower than the available funds, determined as the sum of: cash and cash equivalents and current financial assets; the annual cash flow expected to be generated in 2021; and the discount lines and credit facilities to which banks are committed that have not been used and that have an initial maturity of more than 12 months (see Note 7).

c) Market risk:

Both the Company's cash and part of its bank borrowings are exposed to interest rate risk, which variations could have an effect on financial profit or loss and cash flows. In addition, in order to minimize the risk exposure, The Company has a private debt placement secured at a fixed interest rate. Private placement debt represents at 31 December 2021 a 59% of total debt drawn (43% at the end of 2020).

The Company's Directors continue to constantly monitor these risks.

In addition, some of the balances with Group companies are in foreign currencies.

Therefore, the main market risks to which the Company is exposed are interest rate and foreign currency risk.

c.1) Interest rate risk:

The detail of the average interest rate and of the average financial debt drawn is as follows:

	2021	2020
Average interest rate	1.83%	1.61%
Average financial debt drawn (thousands of euros)	486,899	529,628

On the basis of the financial debt drawn, the impact on borrowing costs of a change of half a point in the average interest rate would be as follows:

Change in interest rate +0.50%	2021	2020
Change in borrowing costs (thousands of euros)	1,004	1,517

c.2) Foreign currency risk:

The Company's Management, based on activity in countries outside the eurozone, monitors the changes in the various currencies in which the Group operates and assesses the foreign currency risk that could affect its financial statements.

To manage foreign currency risk, the Company takes the following measures:

If the financial market of the country in which the investment is made allows for adequate financing to be obtained in terms of timing and cost, hedging is naturally obtained through financing taken in the same currency as that of the investment.

If the above is not possible, the Company determines asset and liability sensitivity to exchange rate fluctuations on the basis of the extent and severity (volatility) of the risk exposure.

At 31 December 2021 financial debt has been drawn down in US dollars (at 31 December 2020 financial debt was drawn down in Canadian dollars), so the Company is exposed to foreign currency risk as follows:

	Thousands of Euros	
	2021	2020
Financial debt subject to foreign currency risk	25,003	45,869
<b>Average financial debt drawn subject to foreign currency risk</b>	<b>16,776</b>	<b>4,187</b>

On the basis of the financial debt in foreign currency, the impact on borrowing costs of a change of half a point in the average exchange rate would be as follows:

	2021		2020	
	+0.50%	-0.50%	+0.50%	-0.50%
Change in exchange rate				
Change in borrowing costs (thousands of euros)	84	(84)	21	(21)

## **6. Equity and shareholders' equity**

### ***6.1. Share capital***

At 31 December 2016, the Company's share capital was represented by 130,016,755 fully subscribed and paid-up common shares of EUR 0.10 par value each.

On 28 September 2017, the Company's capital was increased by EUR 1,300 thousand through the creation of 13,001,675 new shares of EUR 0.10 par value each and with a share premium of EUR 135,866 thousand at EUR 10.45 per share. The capital increase was carried out by means of monetary contributions for the full amount which totaled EUR 137,166 thousand.

The expenses incurred in relation to the capital increase carried out in 2017 amounted to EUR 1,717 thousand net of the tax effect, and were recognised with a charge to reserves.

Therefore, at 31 December 2021 and 2020, the share capital is represented by 143,018,430 fully subscribed and paid-up common shares of EUR 0.10 par value each.

As per the notifications of the number of shares submitted to the Spanish National Securities Market Commission (CNMV), the following shareholders owned significant direct and indirect interests in the Company's share capital, representing more than 3% of share capital, at 31 December 2021 were as follows:

	% share
Southeastern Asset Management Inc.	5.15%
River & Mercantile Group PLC	5.05%
Threadneedle Asset Management Limited	3.09%
Harris Associates LP	3.03%
Invesco Ltd.	3.02%

The Company's Directors are not aware of any other ownership interests of 3% or more of the share capital or voting rights of the Company, or of any lower ownership interests that might permit the holder to exercise a significant influence over the Company.

### **6.2. Reserves and Share premium**

Under the Spanish Companies Act, 10% of net profit for each year must be allocated to the legal reserve until the balance of this reserve reaches at least 20% of the share capital. The legal reserve can be used to increase capital provided that the remaining reserve balance does not fall below 10% of the increased share capital amount, except for that, and 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.

At the end of 2021 and 2020 the balance of this reserve amount to EUR 2,860 thousand and it had reached the legally minimum required.

At 31 December 2021 and 2020, the share premium reserves amounted to EUR 449,391 thousand and it is fully available.

At the closing of the financial years 2021 and 2020, the Company owns reserves that add up to EUR 753,955 and EUR 760,683 thousand, respectively.

Spanish Companies Act allows to use the share premium reserves balance to increase capital and it does not establish specific restrictions on the availability of that balance.

### **6.3. Treasury shares**

At 31 December 2021, the Company holds a total of 408,098 treasury shares at an average cost of EUR 8.40 per share. The value of these treasury shares totalled EUR 3,427 thousand, which is recognised under "Treasury Shares" in the accompanying statement of financial position as at 31 December 2021 (see Note 4.12).

At 31 December 2020, the Company holds a total of 317,809 treasury shares at an average cost of EUR 8.38 per share. The value of these treasury shares totalled EUR 2,664 thousand, which is recognised under "Treasury Shares" in the accompanying statement of financial position as at 31 December 2020 (see Note 4.12).

In February and March 2021 the Company delivered to the Executive Directors, Senior Executives and certain executives of the Group a total of 159,711 shares (226,040 shares in 2020), following the approved calendar in accordance with the new incentive plan granted (see Note 10.3).

## **7. Non-current and current payables**

### **7.1. Breakdown of financial liabilities by category**

The balances of “Non-Current Payables” and “Current Payables” at the end of 2021 and 2020 relate in full to “financial liabilities at amortised cost”. The detail is as follows (in thousands of euros):

	31/12/2021	31/12/2020
Facilities Agreement	65,151	237,810
US Private Placement lenders	330,000	230,000
Bilateral facilities	16,667	30,000
CaixaBank credit facility	32,000	-
Credit facilities	16,773	-
Debt Arrangement fees	(713)	(1,422)
<b>Total non-current payables</b>	<b>459,878</b>	<b>496,388</b>
Accrued interests	2,774	2,505
Debt Arrangement fees	(709)	(709)
Bilateral facilities	33,333	20,000
Credit facilities (Note 5.3)	732	2,365
<b>Total current payables</b>	<b>36,130</b>	<b>24,161</b>
<b>Total bank borrowings</b>	<b>496,008</b>	<b>520,549</b>

At 31 December 2021, the Company’s debt structure is mainly composed of a portion of bank borrowings and placed private debt borrowings with US institutional investors. The bank borrowings consist of a multi-currency syndicated loan of EUR 600 million, which comprises a Facility A “Term Loan” of EUR 200 million and a Facility B “Revolving Credit Facility” of EUR 400 million. The total amount of the private debt is EUR 330 million and includes the new private debt placement of EUR 100 million carried out in 2021, bearing interest at a market rate and with final maturity in June 2036. The amount of the borrowings drawn down by the Company is disclosed in the foregoing table. The amount of the borrowings drawn down by the Group is disclosed in the consolidated financial statements of the Applus Group (see table in section a).

In relation to the bilateral loan, on 9 April 2021 a grace period of one year was agreed upon, with the first repayment set for April 2022, without altering the final maturity date of April 2023.

On 15 April 2021, the Applus Group entered a sustainability linked credit facility with CaixaBank limited to EUR 100 million maturing in 2023, with a one-year extension option. EUR 32 million drawn down at 31 December 2021.

The Company had liquidity of EUR 414 million at 31 December 2021, taking into account cash and cash equivalents reflected in the accompanying statement of financial position and the undrawn balances of the financing lines detailed previously (EUR 369 million at 31 December 2020).

Note 5.4 to the financial statements contains information on the nature and level of risk of the financial instruments.

The detail of the amounts drawn, by maturity, of “Non-Current Payables” and “Current Payables” is as follows:

**2021**

	Thousands of Euros						
	Limit	Short Term	Long Term				Total
			2023	2024	2025	2026 onwards	
Facility A “Term Loan”	<b>200,000</b>	-	-	-	11,941	-	<b>11,941</b>
Facility B “Revolving Credit Facility”	<b>400,000</b>	-	-	-	53,210	-	<b>53,210</b>
US Private Placement lenders	<b>330,000</b>	-	-	-	150,000	180,000	<b>330,000</b>
Bilateral facilities	<b>50,000</b>	33,333	16,667	-	-	-	<b>50,000</b>
CaixaBank credit facility	<b>100,000</b>	-	32,000	-	-	-	<b>32,000</b>
Accrued interest	-	2,774	-	-	-	-	<b>2,774</b>
Debt Arrangement fees	-	(709)	(411)	(131)	(82)	(89)	<b>(1,422)</b>
Credit Facilities	<b>78,731</b>	732	16,773	-	-	-	<b>17,505</b>
<b>Total</b>	<b>1,158,731</b>	<b>36,130</b>	<b>65,029</b>	<b>(131)</b>	<b>215,069</b>	<b>179,911</b>	<b>496,008</b>

**2020**

	Thousands of Euros						
	Limit	Short Term	Long Term				Total
			2022	2023	2024	2025 onwards	
Facility A “Term Loan”	<b>200,000</b>	-	-	-	-	11,941	<b>11,941</b>
Facility B “Revolving Credit Facility”	<b>400,000</b>	-	-	-	-	225,869	<b>225,869</b>
US Private Placement lenders	<b>230,000</b>	-	-	-	-	230,000	<b>230,000</b>
Bilateral facilities	<b>50,000</b>	20,000	20,000	10,000	-	-	<b>50,000</b>
Accrued interest	-	2,505	-	-	-	-	<b>2,505</b>
Debt Arrangement fees	-	(709)	(709)	(411)	(131)	(171)	<b>(2,131)</b>
Credit Facilities	<b>170,000</b>	2,365	-	-	-	-	<b>2,365</b>
<b>Total</b>	<b>1,050,000</b>	<b>24,161</b>	<b>19,291</b>	<b>9,589</b>	<b>(131)</b>	<b>467,639</b>	<b>520,549</b>

**a) Syndicated loan and private placement debt**

The syndicated loan bears interest at Euribor for tranches in Euros and at Libor for tranches in foreign currency (USD 9.3 million drawn down at 2021 year-end) plus a spread based on a leverage grid for each Facility.



All the tranches had an initial single maturity on 27 June 2023, which may be extended for a total of two additional years at the end of the first and second years. On 27 June 2019 all tranches have been extended to 27 June 2024 and, on 16 June 2020, they were extended to 27 June 2025.

The initial private placement debt was placed from two US institutional investors. The structure includes a tranche of EUR 150 million maturing on 11 July 2025 and a tranche of EUR 80 million maturing on 11 July 2028. On 10 June 2021 a new private debt placement with one US institutional investor has been added with two tranches, each one of EUR 50 million, the first tranche maturing on 10 June 2031 and the second one on 10 June 2036.

The structure of the financial debt and the amounts drawn at 31 December 2021 and 2020 are as follows:

#### 2021

Tranche	Thousands of Euros			Maturity
	Limit of the Group	Drawn by the Company	Drawn by the Group	
Facility A "Term Loan"	200,000	11,941	200,000	27/06/2025
Facility B "Revolving Credit Facility"	400,000	53,210	126,956	27/06/2025
US Private Placement lenders - 7 years	150,000	150,000	150,000	11/07/2025
US Private Placement lenders - 10 years	80,000	80,000	80,000	11/07/2028
US Private Placement lenders - 10 years	50,000	50,000	50,000	10/06/2031
US Private Placement lenders - 15 years	50,000	50,000	50,000	10/06/2036
Accrued interests	-	2,373	2,997	
Debt arrangement expenses	-	(1,422)	(1,813)	
<b>Total</b>	<b>930,000</b>	<b>396,102</b>	<b>658,140</b>	

#### 2020

Tranche	Thousands of Euros			Maturity
	Limit of the Group	Drawn by the Company	Drawn by the Group	
Facility A "Term Loan"	200,000	11,941	200,000	27/06/2025
Facility B "Revolving Credit Facility"	400,000	225,869	225,869	27/06/2025
US Private Placement lenders - 7 years	150,000	150,000	150,000	11/07/2025
US Private Placement lenders - 10 years	80,000	80,000	80,000	11/07/2028
Accrued interests	-	2,318	2,772	
Debt arrangement expenses	-	(2,131)	(2,786)	
<b>Total</b>	<b>830,000</b>	<b>467,997</b>	<b>655,855</b>	

#### a.1) Obligations and restrictions relating to the syndicated loan and private debt

Both the syndicated loan and the private placement debt are subject to the achievement of certain financial ratios. The main one is defined as consolidated Net Debt to consolidated EBITDA of the last twelve months lower than 4.0x, tested every six months, at 30 June and 31 December.

At 31 December 2021, the ratio, calculated on the basis of the contractually established definitions of Net consolidated Debt and consolidated EBITDA, was 2.7x.

In accordance with the established terms and conditions, the Company's Directors expect the financial leverage ratio covenant to be met in the following years.

The Group also has to fulfil certain obligations under the syndicated loan and the private placement agreement which relate mainly to disclosure requirements concerning its consolidated financial statements and negative undertakings to not perform certain transactions without the lender's and investor's consent, such as certain mergers or changes of business activity.

*a.2) Guarantees given*

None of Applus Group subsidiaries have their shares or other assets pledged to secure the financial debt.

## **8. Tax**

### **8.1. Tax assets and tax liabilities**

The detail of the current and non-current tax assets and tax liabilities at the end of 2021 and 2020 is as follows (in thousands of euros):

**2021**

	Tax assets	Tax liabilities
<b>Non-current balances:</b>		
Deferred tax assets	345	-
Tax credits for tax loss carryforwards (Note 8.5)	15,662	-
Withholding taxes and other tax credits	4,380	-
<b>Total non-current balances</b>	<b>20,387</b>	<b>-</b>
<b>Current balances:</b>		
Accrued social security taxes payable	-	9
VAT payable	-	239
Personal income tax withholdings payable	-	110
Income tax withholdings receivables	6,783	-
<b>Total current balances</b>	<b>6,783</b>	<b>358</b>

**2020**

	Tax assets	Tax liabilities
<b>Non-current balances:</b>		
Deferred tax assets	351	2,927
Tax credits for tax loss carryforwards (Note 8.5)	19,498	-
Withholding taxes and other tax credits	4,380	-
<b>Total non-current balances</b>	<b>24,229</b>	<b>2,927</b>
<b>Current balances:</b>		
Accrued social security taxes payable	-	9
VAT payable	-	848
Personal income tax withholdings payable	-	417
Income tax withholdings payable	-	82
Income tax withholdings receivables	9,437	-
<b>Total current balances</b>	<b>9,437</b>	<b>1,356</b>

**8.2. Reconciliation of the accounting profit to the taxable profit**

The reconciliation of the accounting profit (loss) to the taxable profit (tax loss) for corporate income tax purposes is as follows (in thousands of euros):

	2021	2020
<b>Accounting profit before tax</b>	<b>28,309</b>	<b>7,408</b>
Permanent differences	(39,297)	(21,379)
Temporary differences	(22)	(81)
<b>Tax loss</b>	<b>(11,010)</b>	<b>(14,052)</b>
Tax profits from subsidiaries	73,880	68,005
Tax losses from subsidiaries	(5,941)	(9,926)
<b>Tax base before tax consolidation adjustments</b>	<b>56,929</b>	<b>44,027</b>
Offset of tax losses	(14,235)	(11,007)
<b>Taxable profit</b>	<b>42,694</b>	<b>33,020</b>
<b>Tax charge</b>	<b>10,673</b>	<b>8,255</b>
Offset of tax credits	(6,772)	(5,235)
Tax withholdings and prepayments	(7,314)	(6,729)
<b>Corporate Income tax refundable (-) / payable(+)</b>	<b>(3,413)</b>	<b>(3,709)</b>

The permanent differences in 2021 relate mainly to the application to the total amount of the dividends received by the Company of 42,192 thousand (see Note 10.1) of transitory rule 23 of the Spanish Income Tax Law (inspired by the former Article 30.6 of the Consolidated Spanish Income Tax Law), permitting the non-inclusion in the tax base of dividends received from the Spanish subsidiaries (and, therefore, their consideration as a reduction of the tax base of the ownership interest) and the claim for a double taxation tax credit, provided that there is evidence that the seller has effectively been taxed on an amount equal to the dividend received and of the exemption of article 21 on Spanish Income Tax Law. Pursuant to this transitory rule, the portion of the dividend received from the subsidiary Applus Servicios Tecnológicos, S.L.U. has been adjusted downwards by an amount of EUR 18,706 thousand. 95% of the remaining amount of this dividend and the dividend received from Azul Holding, 2, S.à.r.l. has been adjusted downwards too by an amount of EUR 21,376 thousand, based on article 21 on Spanish Income Tax Law.

It should also be noted that the Company has opted to apply the tax regime for foreign securities holding companies (ETVEs) envisaged in Articles 107 et seq. of the Spanish Income Tax Law.

The permanent differences in 2020 related mainly to the application of transitory rule 23 of the Spanish Income Tax Law (inspired by the former Article 30.6 of the Consolidated Spanish Income Tax Law) and the article 21 on Spanish Income Tax Law. Pursuant to the transitory rule 23 of the Spanish Income Tax Law (inspired by the former Article 30.6 of the Consolidated Spanish Income Tax Law), a portion of the dividend, was adjusted downwards, EUR 27,208 thousand, paid by the subsidiary Applus Servicios Tecnológicos, S.L.U, and the remaining amount of the dividend of EUR 14,742 thousand was exempt based on 21 on Spanish Income Tax Law. As a consequence, the amount of the exempt dividends was EUR 41,950 thousand (see Note 10.1).

The temporary differences for 2021 relate mainly, to the reversal of provisions considered non-deductible for tax purposes, amounting EUR 1,452 thousand and to the recognition of provisions considered non-deductible for tax purposes, amounting to EUR 1,430 thousand.

The temporary differences for 2020 related mainly, to the reversal of provisions considered non-deductible for tax purposes, amounting EUR 1,533 thousand and to the recognition of provisions considered non-deductible for tax purposes, amounting to EUR 1,452 thousand.

### **8.3. Reconciliation of the accounting profit to the corporate income tax expense (benefit)**

The reconciliation of the accounting profit to the corporate income tax expense (benefit) for 2021 and 2020 is as follows (in thousands of euros):

	2021	2020
<b>Accounting profit before tax</b>	<b>28,309</b>	<b>7,408</b>
Permanent differences	(39,297)	(21,379)
<b>Taxable accounting loss</b>	<b>(10,988)</b>	<b>(13,971)</b>
<b>Tax charge</b>	<b>(2,747)</b>	<b>(3,493)</b>
Adjustments and recognitions/derecognition of tax credits and others	(3,569)	1,073
Deduction of unrecognised tax assets	(6,640)	(4,128)
<b>Total corporate income tax expense (benefit) recognised in profit or loss</b>	<b>(12,956)</b>	<b>(6,548)</b>

The unrecognized tax deductions applied during 2021 and 2020 financial years mainly correspond to the internal double taxation deduction.

#### 8.4. Breakdown of corporate income tax expense (benefit)

The breakdown of corporate income tax expense (benefit) is as follows:

	2021	2020
<b>Current tax:</b>		
Continuing operations	(13,871)	(9,738)
Discontinued operations	-	-
	<b>(13,871)</b>	<b>(9,738)</b>
<b>Deferred tax:</b>		
Continuing operations	915	3,190
Discontinued operations	-	-
	<b>915</b>	<b>3,190</b>
<b>Total tax expense (benefit)</b>	<b>(12,956)</b>	<b>(6,548)</b>

#### 8.5. Deferred tax assets recognised

At 31 December 2021 and 2020, the prior year's tax loss carryforwards of the company recognised in the accompanying statement of financial position were as follows:

##### 2021

	Thousands of Euros	
	Tax loss carryforwards	Tax asset recognised (Note 8.1)
2010	28,418	7,105
2011	34,230	8,557
<b>Total</b>	<b>62,648</b>	<b>15,662</b>

##### 2020

	Thousands of Euros	
	Tax loss carryforwards	Tax asset recognised (Note 8.1)
2010	43,764	10,941
2011	34,230	8,557
<b>Total</b>	<b>77,994</b>	<b>19,498</b>

Additionally, "Deferred Tax Assets" of the accompanying statement of financial position as at 31 December 2021 includes other positive temporary differences amounting to EUR 345 thousand in 2021 and EUR 351 thousand in 2020 (see Note 8.1).

Finally, "Deferred Tax Assets" includes EUR 4,380 thousand corresponding to the recognition of withholding taxes for domestic double taxation (same amount as for 2020) (see Note 8.1).

At the end of each year the Company's Directors analyse the recoverability of the deferred tax assets and only recognise those that they consider will probably be recovered.

The factors taken into consideration by the Company's Directors to recognise as a deferred tax asset, including tax credit for tax loss carry forwards, withholding taxes and tax credits for temporary differences at 31 December 2021, which support their future recoverability, are as follows:

- In 2021 and 2020 the consolidated tax group in Spain obtained taxable income of EUR 56,929 and EUR 47,644 thousand which enabled it to use unrecognised tax losses from prior years amounting to EUR 281 and 440 thousand respectively.
- The business plan of the tax group in Spain for the coming years will enable it to recover the deferred tax assets capitalised at 31 December 2021.

#### **8.6. Deferred tax assets not recognised**

The detail of the tax losses not recognised in the accompanying statement of financial position as at 31 December 2021 and 2020 is as follows:

	Thousands of Euros	
	Tax Loss carryforwards	Tax credit not recognised
2007	5,077	1,269
<b>Total</b>	<b>5,077</b>	<b>1,269</b>

The detail of the tax credit carryforwards not recognised in the accompanying statement of financial positions at 31 December 2021 and 2020 is as follows (in thousands of euros):

Year	Description	31/12/2021	31/12/2020
2013	Domestic double taxation tax credit	4,692	13,703
2014	Domestic double taxation tax credit	4,313	4,313
2015	Domestic double taxation tax credit	4,227	4,227
2016	Domestic double taxation tax credit	3,925	3,925
2017	Domestic double taxation tax credit	4,693	4,693
2018	Domestic double taxation tax credit	4,419	4,419
2019	Domestic double taxation tax credit	5,743	5,743
2020	Domestic double taxation tax credit	4,897	4,897
2021	Domestic double taxation tax credit	3,367	-
	<b>Total</b>	<b>40,276</b>	<b>45,920</b>

Additionally, the Company owns the following tax credits generated by the subsidiary Iliada Automotive Technology S.A. (in thousands of euros):

Year	Description	31/12/2021	31/12/2020
2011	Specific activities taxation tax credit	-	1,118
2012	Specific activities taxation tax credit	365	1,600
2013	Specific activities taxation tax credit	1,161	1,161
2014	Specific activities taxation tax credit	1,470	1,470
2015	Specific activities taxation tax credit	1,138	1,138
2016	Specific activities taxation tax credit	1,000	1,000
2017	Specific activities taxation tax credit	702	702
2018	Specific activities taxation tax credit	156	156
2019	Specific activities taxation tax credit	49	49
2020	Specific activities taxation tax credit	4	-
	<b>Total</b>	<b>6,045</b>	<b>8,394</b>

#### **8.7. Open years for review and tax audits**

In 2019 tax audits were commenced by the Spanish tax authorities at certain Spanish companies belonging to consolidated tax group, of income tax with number 238/08 and of VAT with number 0036/11 relating to the following taxes: Income tax (2014 to 2017), VAT (2015 to 2017) and Personal income tax withholdings and pre-payments (2015 to 2017). In 2020 these tax audits were completed and the tax assessments issued were signed on an uncontested basis and paid, with no significant impact on the Group's equity position. In general, at 2021 year-end, the years open for review for Income tax are 2018-2020 and for VAT and the rest of applicable taxes are 2018-2021.

These notes to the financial statements do not include the information referred to in Article 42 bis of Royal Decree 1065/2007 in relation to persons resident in Spain, whether legal entities that are beneficiaries or holders of accounts abroad or individuals from the Company who are authorised representatives for accounts abroad held by a subsidiary of the Company non-resident in Spain, since such information is duly recorded and detailed in the Company's accounting records pursuant to Article 42 bis 4.b of Royal Decree 1065/2007.

## **9. Revenue and expense**

### **9.1. Revenue**

The Company's revenue relates in full to transactions carried out with Group companies (see Note 10.1).

The detail of the revenue for 2021 and 2020 is as follows (in thousands of euros):

	2021	2020
Dividend revenue	42,192	41,950
Finance revenue	8,112	10,434
Management fee revenue	3,420	3,016
<b>Total</b>	<b>53,724</b>	<b>55,400</b>

## 9.2. Staff costs

The detail of "Staff Costs" in the statement of profit or loss for 2021 and 2020 is as follows (in thousands of euros):

	2021	2020
Wages and salaries	3,177	2,341
Termination benefits	-	204
Employer social security costs	87	86
Other employee benefit costs	174	393
<b>Total</b>	<b>3,438</b>	<b>3,024</b>

The average number of employees in 2021 and 2020, by category and gender, is as follows:

### 2021

Category	Men	Women	Total
Top management	4	-	4
Middle management	1	-	1
Supervisors	-	1	1
<b>Total</b>	<b>5</b>	<b>1</b>	<b>6</b>

### 2020

Category	Men	Women	Total
Top management	4	-	4
Middle management	1	-	1
Supervisors	-	1	1
<b>Total</b>	<b>5</b>	<b>1</b>	<b>6</b>

Also, the breakdown of the workforce, by gender and category, at the end of 2021 and 2020 is as follows:

### 2021

Category	Men	Women	Total
Top management	4	-	4
Middle management	1	-	1
Supervisors	-	1	1
<b>Total</b>	<b>5</b>	<b>1</b>	<b>6</b>



**2020**

Category	Men	Women	Total
Top management	4	-	4
Middle management	1	-	1
Supervisors	-	1	1
<b>Total</b>	<b>5</b>	<b>1</b>	<b>6</b>

In 2021 and 2020, Applus Services, S.A. has no employees with a disability equal to or greater than 33%.

**10. Transactions and balances with Group and related companies*****10.1. Transactions with Group and related companies***

The detail of the transactions with Group and related companies in 2021 and 2020 is as follows:

2021

	Thousands of Euros			
	Dividend revenue (Note 9.1)	Finance income (Note 9.1)	Finance cost	Services rendered (Note 9.1)
Applus Servicios Tecnológicos, S.L.U.	28,000	1,920	1,420	3,420
Applus Iteuve Technology, S.L.U.	-	420	369	-
Arctosa Holding, B.V.	-	186	-	-
Röntgen Technische Dienst Holding, B.V.	-	176	2	-
Libertytown USA 1, Inc.	-	963	-	-
Ringal Invest, S.L.U.	-	352	-	-
Libertytown Australia Pty, Ltd.	-	451	-	-
Velosi Industries Sdn Bhd.	-	437	16	-
Libertytown Applus Rtd Germany GmbH.	-	512	1	-
Röntgen Technische Dienst, B.V.	-	60	161	-
John Davidson & Associates Pty, Ltd.	-	-	735	-
Applus Pty Ltd.	-	215	-	-
Applus Norcontrol Guatemala, S.A.	-	27	-	-
LGAI Technological Center, S.A.	-	-	969	-
Velosi Certification Services L.L.C	-	501	13	-
Applus Energy, S.L.U.	-	59	-	-
RTD Quality Services, Inc.	-	157	9	-
Applus Norcontrol, S.L.U.	-	58	120	-
Applus Car Testing Service, Ltd.	-	60	136	-
Applus Iteuve Euskadi, S.A.U.	-	-	70	-
Novotec Consultores, S.A.U.	-	34	7	-
RTD Holding Deutschland, GmbH.	-	-	72	-
Applus Velosi Canada Ltd.	-	88	96	-
TIC Investments Chile SpA	-	266	-	-
SAST International Ltd.	-	-	630	-
Supervisión y Control, S.A.U.	-	-	873	-
Velosi (HK) Ltd.	-	-	357	-
Azul Holding, 2, S.à.r.l.	14,192	2	16	-
Applus Singapore PTE Ltd.	-	29	191	-
Applus Inspection Services Ireland, Ltd.	-	-	177	-
QPS Evaluation Services Inc.	-	584	-	-
Otros	-	555	731	-
<b>Total</b>	<b>42,192</b>	<b>8,112</b>	<b>7,171</b>	<b>3,420</b>

2020

	Thousands of Euros			
	Dividend revenue (Note 9.1)	Finance income (Note 9.1)	Finance cost	Services rendered (Note 9.1)
Applus Servicios Tecnológicos, S.L.U.	40,725	2,091	923	3,016
Applus Iteuve Technology, S.L.U.	-	904	361	-
Arctosa Holding, B.V.	-	142	-	-
Röntgen Technische Dienst Holding, B.V.	-	1,454	360	-
Libertytown USA 1, Inc.	-	1,708	-	-
Ringal Invest, S.L.U.	-	464	-	-
Libertytown Australia Pty, Ltd.	-	465	-	-
Velosi Industries Sdn Bhd.	-	506	-	-
Libertytown Applus Rtd Germany, GmbH.	-	324	414	-
Röntgen Technische Dienst, B.V.	-	246	2	-
John Davidson & Associates Pty, Ltd.	-	17	235	-
Applus RTD Norway, As.	-	188	-	-
Applus Pty Ltd.	-	41	5	-
Applus Norcontrol Guatemala, S.A.	-	216	-	-
LGAI Technological Center, S.A.	-	79	726	-
Velosi Certification Services L.L.C	-	246	-	-
Applus Energy, S.L.U.	-	80	-	-
RTD Quality Services, Inc.	-	236	32	-
Applus Norcontrol, S.L.U.	-	-	657	-
Applus Car Testing Service, Ltd.	-	32	361	-
Applus Iteuve Euskadi, S.A.U.	-	-	234	-
Novotec Consultores, S.A.U.	-	-	136	-
RTD Holding Deutschland, GmbH.	-	-	98	-
Applus Velosi Canada Ltd.	-	76	76	-
TIC Investments Chile SpA	-	364	-	-
SAST International Ltd.	-	-	712	-
Supervisión y Control, S.A.U.	-	-	466	-
Velosi (HK) Ltd.	-	-	350	-
Azul Holding, 2, S.à.r.l.	1,225	9	-	-
Applus Singapore PTE Ltd.	-	25	178	-
Applus Inspection Services Ireland, Ltd.	-	1	176	-
Velosi Saudi Arabia Co Ltd.	-	-	169	-
Others	-	520	747	-
<b>Total</b>	<b>41,950</b>	<b>10,434</b>	<b>7,418</b>	<b>3,016</b>

On 21 December 2021, the subsidiary Applus Servicios Tecnológicos, S.L.U. approved the distribution of an interim dividend amounting to EUR 28,000 thousand out of profit for 2021.

On 21 December 2021, the subsidiary Azul Holding 2 S.à.r.l. approved the distribution of a dividend amounting to USD 15,903 thousand (EUR 14,192 thousand), USD 15,874 thousand out of profit for 2021 (EUR 14,166 thousand) and USD 29 thousand (EUR 26 thousand) out of retained earnings of the subsidiary company.

On 23 June 2020, the subsidiary Applus Servicios Tecnológicos, S.L.U. approved the distribution of a dividend amounting to EUR 10,725 thousand out of profit for 2019. Subsequently, on 28 December 2020, the same subsidiary approved an interim dividend amounting EUR 30,000 thousand with charge to its profit for the year.

On 21 December 2020, the subsidiary Azul Holding 2 S.à.r.l. approved the distribution of a dividend amounting to EUR 1,225 thousand out of profit for 2020.

Also, the Company has a "Management fee" agreement with Applus Servicios Tecnológicos, S.L.U. under which the Company charges the management, analysis and business plan development services and, overheads, among others. The amount payable under this agreement was established on the basis of a report prepared by an independent expert and is in line with market prices.

Additionally, the Company holds loans and cash pooling agreements with its subsidiaries, which generate finance income and expenses. The amount of these agreements was set based on a professional valuer's report at market rates.

#### **10.2. Balances with Group and related companies**

The detail of the balances with related companies reflected in the statement of financial position as at 31 December 2021 and 2020 is as follows:

2021

	Thousands of Euros				
	Long-term credits (Note 5.1)	Short-term credits (Note 5.1)	Long-term loans	Short-term loans	Trade receivables (Note 5.1)
Applus Servicios Tecnológicos, S.L.U.	62,313	1,800	-	1,684	1,403
Libertytown USA 1, Inc.	54,296	331	-	-	-
Applus Iteuve Technology, S.L.U.	12,838	7,696	-	11,702	-
Ringal Invest, S.L.U.	-	20,961	-	36	-
Libertytown Applus RTD Germany, Gmbh	-	19,558	-	-	-
Velosi Industries Sdn Bhd.	-	113	5,226	17	26
Libertytown Australia Pty, Ltd.	8,829	6,840	-	-	-
Röntgen Technische Dienst Holding, B.V.	-	26	-	339	-
Applus Iteuve Euskadi, S.A.U.	-	-	-	3,570	-
LGAI Technological Center, S.A.	-	728	42,724	20,479	-
Applus Inspection Services Ireland, Ltd.	-	-	-	8,140	-
Supervisión y Control, S.A.U.	-	5,509	38,400	295	-
Applus Car Testing Service, Ltd.	-	-	-	3,293	-
Applus Norcontrol, S.L.U.	-	83	-	3,139	-
Idiada Automotive Technology, S.A.	-	2,333	-	-	-
Röntgen Technische Dienst, B.V.	-	2	-	6,185	-
Arctosa Holding, B.V.	-	9,423	-	-	-
John Davidson & Associates Pty, Ltd.	-	281	19,824	207	-
Applus Iteuve Galicia, S.L.U.	-	3,003	-	31	-
Applus Energy, S.L.U.	-	4,232	-	74	-
Applus Pty Ltd.	-	5,149	-	-	-
Velosi Certification Services L.L.C	-	16,321	-	5,843	-
Applus Deutschland Inspektions-Gesellschaft, GmbH.	-	-	-	2,143	-
Applus UK Ltd.	-	4,453	-	1,642	-
Applus Velosi Canada Ltd.	-	2,420	-	3,178	-
Azul Holding, 2, S.à.r.l.	-	-	1,333	6	-
Norcontrol Inspección S.A.	-	-	1,158	14	-
3C Test Limited	2,427	25	-	-	-
RTD Quality Services, Inc.	-	6,408	-	-	-
Applus Portugal, Lda.	-	-	-	2,281	-
K1 Katsastajat, OY	-	561	1,700	-	-
RTD Holding Deutschland, Gmbh.	-	-	-	4,657	-
Novotec Consultores, S.A.U.	3,000	462	-	1,739	-
Applus Euskadi Holding, S.L.	4,400	33	-	61	-
TIC Investments Chile SpA	7,563	70	-	-	-
Applus Singapore PTE Ltd.	-	889	-	3,276	-
Applus Norcontrol República Dominicana, S.R.L.	274	52	-	-	-
BK Werkstofftechnik – Prüfstelle für Werkstoffe GmbH.	-	-	-	1,031	-
Applus LGAI Germany GmbH.	-	1,093	-	-	-
Applus RTD Gulf DMCC	-	2,626	-	4,068	1
Iteuve Canarias, S.L.	2,000	21	-	1,077	-
Libertytown RE, S.A.	-	-	2,600	76	-
Applus India Private Ltd.	883	9	-	-	1
SARL Apcontrol Energie et Industrie Algerie	500	30	-	-	-
Steel Test (Pty) Ltd.	397	35	-	-	-
Applus RTD Pte, Ltd.	-	-	530	6	-
Tunnel Safety Testing, S.A.	-	-	-	739	-
Velosi Sarl	-	-	2,295	-	-
Inversiones Finisterre, S.L.	-	530	4,500	27	-
Applus Arabia Co., L.L.C.	7,766	68	-	-	-
AC6 Metrología, S.L.	1,600	6	-	-	-
Laboratorio Ensayos Metrológicos S.L.	-	127	1,425	28	-
ZYX Metrology, S.L.U.	-	142	-	874	-
Reliable Analysis Inc.	794	11	-	-	-
Adícora Servicios de Intermediación de Ingeniería S.L.U.	591	1	-	98	-
Ingeniería, Estudios y Construcciones, S.A.U.	815	401	-	-	-
Applus Laboratories AS	-	-	802	10	-
Applus Velosi Egypt, LLC	591	13	-	-	-
Otros	2,410	710	949	757	197
<b>Total</b>	<b>174,287</b>	<b>125,585</b>	<b>123,466</b>	<b>92,822</b>	<b>1,628</b>

2020

	Thousands of Euros						
	Long-term credits (Note 5.1)	Short-term credits (Note 5.1)	Other financial assets (Note 5.1)	Long-term loans	Short-term loans	Trade receivables (Note 5.1)	Trade payables
Applus Servicios Tecnológicos, S.L.U.	52,313	58,596	-	-	37,144	447	-
Libertytown USA 1, Inc.	35,776	429	-	-	-	-	87
Applus Iteuve Technology, S.L.U.	42,838	9,655	-	-	13,710	-	-
QPS Evaluation Services, Inc.	45,378	-	-	-	-	-	-
Ringal Invest, S.L.U.	-	22,360	-	-	56	-	-
Libertytown Applus RTD Germany, GmbH.	-	17,599	-	-	-	-	-
Velosi Industries Sdn Bhd.	3,000	7,524	-	-	-	-	-
Libertytown Australia Pty, Ltd.	8,829	6,163	-	-	-	-	-
Röntgen Technische Dienst Holding, B.V.	-	7,426	-	-	133	-	-
Applus Iteuve Euskadi, S.A.U.	-	-	-	-	3,134	-	-
LGAI Technological Center, S.A.	-	8	-	24,724	31,228	-	-
Applus Inspection Services Ireland, Ltd.	-	1	-	-	18,707	-	-
Supervisión y Control, S.A.U.	-	5,264	-	38,000	138	2	-
Applus Car Testing Service, Ltd.	-	4,606	-	9,930	67	10	-
Applus Norcontrol, S.L.U.	-	-	-	-	7,275	-	-
Idiada Automotive Technology, S.A.	-	1,147	-	-	352	-	-
Röntgen Technische Dienst, B.V.	-	2,180	-	-	6,920	-	-
Norcontrol Guatemala, S.A.	4,717	752	-	-	-	8	-
Arctosa Holding, B.V.	-	6,190	-	-	-	-	-
John Davidson & Associates Pty, Ltd.	-	-	-	-	18,331	-	-
Applus Iteuve Galicia, S.L.U.	-	3,463	-	-	5	-	-
Applus Energy, S.L.U.	-	3,985	-	-	80	-	-
APPLUS Pty Ltd.	-	646	-	-	-	-	-
Velosi Certification Services L.L.C	-	7,054	-	-	419	2	-
Applus Deutschland Inspektions-Gesellschaft, GmbH.	-	3	-	-	466	-	-
Applus UK Ltd.	-	729	-	-	2,044	48	-
Applus Velosi Canada Ltd.	-	2,052	-	-	2,373	-	-
Azul Holding, 2, S.à.r.l.	-	422	1,333	-	-	-	-
Norcontrol Inspección S.A.	-	-	-	1,079	33	-	-
3C Test Limited	-	-	-	1,477	15	-	-
RTD Quality Services, Inc.	-	935	-	-	2,063	24	-
Applus Portugal, Lda.	-	-	-	-	3,060	-	-
Velosi (HK) Ltd.	-	-	-	8,247	35	-	-
K1 Katsastajat, OY	-	-	-	3,400	987	-	-
RTD Holding Deutschland, GmbH.	-	-	-	-	4,686	-	-
Novotec Consultores, S.A.U.	-	325	-	-	1,665	-	-
Sast International Ltd.	-	-	-	18,815	227	-	-
Applus Euskadi Holding, S.L.	7,000	161	-	-	1,377	-	-
TIC Investments Chile SPA	11,920	419	-	-	-	-	-
Applus Singapore PTE Ltd.	-	1,076	-	-	4,702	-	-
Applus Norcontrol República Dominicana, S.R.L.	255	39	-	-	-	-	-
SKC Engineering Ltd.	-	-	-	-	2,384	-	-
BK Werkstofftechnik – Prüfstelle für Werkstoffe GmbH.	-	-	-	-	686	-	-
Applus LGAI Germany GmbH.	-	-	-	-	386	-	-
Applus RTD Gulf DMCC	-	1,866	-	-	2,604	3	10
Iteuve Canarias, S.L.	294	3	-	-	1,305	-	-
Libertytown RE, S.A.	-	-	-	1,400	8	-	-
Applus India Private Ltd	822	3	-	-	-	-	-
SARL Apcontrol Energie et Industrie Algerie	400	19	-	-	-	-	-
Steel Test (Pty) Ltd.	370	16	-	-	-	-	-
Applus Norcontrol Panamá, S.A.	-	-	-	822	14	9	-
Applus RTD Pte, Ltd.	-	-	-	493	6	-	-
Tunnel Safety Testing, S.A.	-	71	-	-	913	-	-
Others	844	670	-	638	993	232	1
<b>Total</b>	<b>214,756</b>	<b>173,857</b>	<b>1,333</b>	<b>109,025</b>	<b>170,731</b>	<b>785</b>	<b>98</b>

“Short-term credits from Group companies” and “Short-term loans to Group companies” include accounts receivable and accounts payable with various Group companies arising from the Company's inclusion as the head of the consolidated tax group, accounts receivable amounting at 31 December 2021 to EUR 18,201 thousand and accounts payable amounting to EUR 1,490 thousand (2020: accounts receivable EUR 16,391 thousand and accounts payable EUR 3,614 thousand) (see Note 4.3).

In addition, under "Current Receivables" and "Current Payables", amounts of EUR 105,981 thousand and EUR 90,311 thousand are recognised, respectively, in relation to the cash-pooling agreement maintained with the other Group companies (EUR 146,668 and EUR 166,055 thousand respectively in 2020).

“Long-term credits to Group companies” include loans with related parties, which have a maturity between 2023, 2024 and 2028.

Also, under “Other financial assets” there are recognized the dividends receivable at the end of 2021 and 2020 (see Note 5.1).

Group credits and loans generate an interest at market rates.

### 10.3. Disclosures on Directors and Senior Executive Directors

#### Remuneration of and obligations to the Board of Directors

The detail of the remuneration (social benefits included) earned by the Executive Directors and the Company's Board of Directors at 2021 and 2020 year-end is as follows:

a) Annual remuneration:

	Thousands of Euros					
	31/12/2021			31/12/2020		
	Executive Directors	Members of the Board of Directors	Total	Executive Directors	Members of the Board of Directors	Total
Fixed remuneration	1,076	-	<b>1,076</b>	999	-	<b>999</b>
Variable remuneration	812	-	<b>812</b>	382	-	<b>382</b>
Other items	65	-	<b>65</b>	91	-	<b>91</b>
Non-Executive Chairman and Independent Directors	-	648	<b>648</b>	-	620	<b>620</b>
Corporate Social Security Committee	-	52	<b>52</b>	-	46	<b>46</b>
Appointments & Compensation Committee	-	58	<b>58</b>	-	65	<b>65</b>
Audit Committee	-	90	<b>90</b>	-	83	<b>83</b>
<b>Total</b>	<b>1,953</b>	<b>848</b>	<b>2,801</b>	<b>1,472</b>	<b>814</b>	<b>2,286</b>

The fixed remuneration of the Executive Directors includes a portion in the form of RSUs amounting to EUR 58 thousand per year. In February 2019, 2020 and 2021, 5,838, 5,317 and 6,648 RSUs, respectively, were granted. These RSUs will be convertible to shares three years after the date on which they were granted. In February 2021 the Company effected delivery of 2,933 net shares relating to the plan granted in February 2018.

59.51% of the Executive Directors' variable remuneration is given in cash, with the rest comprising RSUs convertible to shares three years after the date on which they are granted, 30% of which are granted in each of the first two years and the remaining 40% are granted in the third year. These RSUs amounted to EUR 329 thousand in the year. At 2021 year-end, three RSU plans were in force, having been granted in March 2019, 2020 and 2021 for 30,607, 34,645 and 17,618 RSUs, respectively. In February 2021 the Company effected delivery of 12,471 net shares.

The plans in force at the end of the year in relation to the RSUs granted in 2019, 2020 and 2021 can be consulted in the Remuneration Report.

b) Long-term incentive ("LTI"):

Under the remuneration policy in force, the Executive Directors shall annually receive PSUs (performance stock units) that are convertible into shares of the Company three years after the date on which they are granted. The expense recognised in 2021 in this connection amounted to EUR 489 thousand as a result of the fulfilment of the variables established for them. At 2021 year-end, three PSU plans were in force, having been granted in 2019, 2020 and 2021 for 50,874, 46,338 and 57,939 PSUs, respectively. The detail of the PSU plans in force can be consulted in the Remuneration Report. In February 2021 the Group did not effect the delivery of net shares relating to the plan granted in February 2018 due to the non-achievement of the variables established for them.

In 2021 the Executive Directors and the members of the Board of Directors did not earn or receive any termination benefits.

The pension plan benefits earned by the Executive Directors in 2021 amounted to EUR 45 thousand, not included in the above table.

At 31 December 2021, no loans or advances had been granted to the members of the Company's Board of Directors.

Lastly, Applus Services, S.A. took out a third-party liability insurance policy. The insured persons under this policy are the directors and executives of the Group companies the Parent of which is Applus Services, S.A. The Directors of Applus Services, S.A. are included among the insured persons of this policy. The premium paid in 2021 for this insurance policy amounted to EUR 156 thousand (2020: EUR 89 thousand).

The Company's Executive Directors comprised 2 men at 31 December 2021 and 2020.

The Company's Directors comprised 6 men and 4 women at 31 December 2021 (7 men and 3 women at 31 December 2020).



### Remuneration of and obligations to Senior Executives

Senior Executives are those who are part of the Group Management according to actual accounting legislation.

The breakdown of the remuneration earned in 2021 and 2020 by the Senior Executives is as follows:

a) Annual remuneration:

	Thousands of Euros	
	2021	2020
Fixed remuneration	280	267
Variable remuneration	151	88
Other items	46	28
Termination benefits	-	204
Pension plans	2	6
<b>Total</b>	<b>479</b>	<b>593</b>

52.58% of the Senior Executives' variable remuneration is given in cash, with the rest comprising RSUs convertible to shares three years after the date on which they are granted, 30% of which are granted in each of the first two years and the remaining 40% are granted in the third year. The RSU plans in force at the end of 2021 relate to the RSUs granted in February 2019, 2020 and 2021 for 7,978, 8,582 and 5,864 RSUs, respectively. In March 2021 the Group effected delivery of 4,341 net shares relating to the plans granted in 2018 (40%), 2019 (30%) and 2020 (30%). EUR 81 thousand were charged to the financial statement of profit or loss for 2021 in this connection.

b) Multiannual remuneration and long-term incentive in PSUs:

Under the current remuneration policy, certain of the Senior Executives annually receive PSUs (performance stock units) that are convertible into shares of the Company three years after the date on which they are granted. The expense recognised in this connection amounted to EUR 37 thousand in 2021. The PSU plans in force at the end of 2020 relate to the PSUs granted in February 2019, 2020 and 2021 for 3,753, 3,418 and 4,274 PSUs, respectively.

Also, the Applus Group has life insurance obligations to certain Senior Executives; the related expense is included under "Other Items" in the tables above.

The Senior Executives comprise two men at 31 December 2021 (31 December 2020: two men).

### Information relating to conflict of interest on the part of the Directors

It is hereby stated that the Directors, their individual representatives and their related persons thereto, do not hold any investments in the share capital of companies engaging in identical, similar or complementary activities to those of the Company or hold positions or discharge duties thereat, other than those held or discharged at the Applus Group companies, that could give rise to a conflict of interest as established in Article 229 of the Spanish Companies Act.

## **11. Foreign currency balances and transactions**

At 31 December 2021, the Company had granted loans in currencies other than the euro amounting to EUR 120,466 thousand (31 December 2020: EUR 151,814 thousand) and had received foreign currency loans amounting to EUR 73,511 thousand (31 December 2020: EUR 149,919 thousand).

The Company's statement of profit or loss includes finance income in currencies other than the euro amounting to EUR 17,725 thousand at 31 December 2021 (31 December 2020: EUR 4,615 thousand) and finance costs in currencies other than the euro amounting to EUR 4,285 thousand (31 December 2020: EUR 3,213 thousand).

As a result of these balances, the Company's statement of profit or loss includes foreign exchange differences amounting to EUR 937 thousand at 31 December 2021 (31 December 2020: EUR 3,316 thousand).

The loans granted to the Company relate mainly to loans with Group companies arranged basically in US dollars, Australian dollars and Pound sterling.

## **12. Other disclosures**

### ***12.1. Fees paid to auditors***

The detail of the amounts received by the Company's auditor, Deloitte, S.L., or by any firm in the same network as defined by current Spanish audit legislation, in 2021 and 2020 is as follows (in thousands of euros):

Description	2021	2020
<b>Audit services</b>	<b>266</b>	<b>254</b>
<b>Services different from audit:</b>		
Services required by the applicable regulatory framework	-	-
Other attest services	154	154
Tax counselling services	-	-
Other services	-	-
<b>Total professional services</b>	<b>420</b>	<b>408</b>

### ***12.2. Obligations and other guarantees***

The Company had contracted certain obligations and guarantees derived from the financing agreement described in Note 7. These obligations include reporting obligations relating to the Group's financial statements and business plans; the obligation to take certain measures such as guaranteeing accounting closes, refrain from performing certain transactions without the consent of the lender, such as mergers, changes of business activity, share redemptions, and the financial obligation to achieve certain financial ratios, among others.

At 31 December 2021 and 2020, the Company's shares had not been pledged.

At 31 December 2021 and 2020, no banks had provided the Company with guarantees to third parties.

### 12.3. Disclosures on the payment periods to suppliers

Detailed below is the information required by the Additional Rule 3 "Disclosure Obligation" of Law 15/2010, of 5 July (amended by Final Rule 2 of Law 31/2014, of 3 December), which was prepared in accordance to the Spanish Accounting and Audit Institute (ICAC) Resolution of 29 January 2016 on information to be incorporated in notes to the financial statements in relation to average payment periods to suppliers in commercial transactions.

	2021	2020
	Days	
Average payment period to suppliers	52	45
Ratio of transactions settled	54	46
Ratio of transactions not yet settled	41	41
	Amount (Thousands of Euros)	
Total payments made	2,468	2,036
Total payments outstanding	427	335

The data shown in the foregoing table in relation to payments to suppliers relate, pursuant to the ICAC Resolution, to commercial transactions relating to goods supplied and services provided since the entry into force of Law 31/2014, of 3 December.

Suppliers, solely for the purpose of disclosing the information provided for in this Resolution, are considered to be trade creditors for the supply of goods and services and are included under "Payables from Group companies and associates" and "Other accounts payables" in the accompanying statement of financial position.

"Average Payment Period to Suppliers" is understood to be the period between the supply of the goods or the provision of the services on the supplier's account and the effective payment of the transaction.

The maximum payment period applicable to the Spanish consolidated companies under Law 3/2004, of 29 December, on combating late payment in commercial transactions, is 30 days. This period may be extended by agreement between the parties, but under no circumstances should be superior to 60 natural days (same legal period in 2020).

However, most of this pending payment at year end has been paid during the first two months of the year 2022.

### 12.4. Amendment or extinguishment of agreements

In 2021 no transactions outside the course of the Company's ordinary business operations arose which required the amendment or early extinguishment of any agreement between the Company and any of its directors or persons acting on their behalf.

### **13. Events after the reporting period**

The Board of Directors of the Company has approved on 26th January 2022 to launch a programme to buy back the Company's shares, pursuant to the authorisation granted by the General Meeting of Shareholders of the Company held on 29 May 2020, under item Seventh of its agenda. The Programme shall be carried out with the aim of reducing the Company's share capital by the redemption of the treasury shares acquired under the Programme. Such share capital reduction is expected to be submitted for approval at the Annual General Meeting of Shareholders of 2022. The Share Buyback Programme's maximum net investment amounts to Eur 75,000,000. The maximum number of Company's shares to be acquired under the Share Buyback Programme, is set at 7,150,922 shares, representing 5% of the share capital as of this date. The Share Buyback Programme will start on 1 February 2022, and will remain in force until 31 January 2023, both included. Further details of the terms and conditions of the Programme can be found on the CNMV Inside Information dated 27th January 2022.

The Programme shall be carried out in accordance with the provisions of Regulation (EU) 596/2014 of the European Parliament and of the Council, of 16 April 2014, on market abuse ("Regulation (EU) 596/2014") and of Commission Delegated Regulation (EU) 2016/1052, of 8 March 2016, supplementing Regulation on market abuse with regard to regulatory technical standards for the conditions applicable to buyback programmes and stabilisation measures ("Delegated Regulation (EU) 2016/1052").

### **14. Explanation added for translation to English**

These financial statements are presented on the basis of the regulatory financial reporting framework applicable to the Company (see Note 2.1). Certain accounting practices applied by the Company that conform with that regulatory framework may not conform with other generally accepted accounting principles and rules.

Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company. This translation has been prepared by the Company for informative purposes only, has not been approved by the Board of Directors and has not the consideration of official or regulated information. In the event of a discrepancy, the Spanish-language version prevails.

*Translation of a report originally issued in Spanish. In the event of a discrepancy, the Spanish-language version prevails.*

## **Applus Services, S.A.**

### **Directors' Report for the year ended 31 December 2021**

Formally prepared by the Directors of Applus Services, S.A. in relation to the year ended 31 December 2021.

Dear Shareholders:

We are pleased to submit to you this report on the Company's performance in 2021 and on its progress up to the present date.

#### ***Company performance and earnings***

Profit before taxes has been greater compared to 2020, due to no impairment on the subsidiaries value has been recognized, while in 2020 an impairment of EUR 20,000 was recognized.

The rest of items in the statement of profit or loss do not show significant variations. The staff cost increase is due to the reduction occurred in 2020 as a response to the COVID crisis of the Board members and management remuneration.

The dividends received from subsidiaries have been slightly higher than in 2020 but still lower than in pre-COVID years.

The Board of Directors will propose to the shareholders in the General Annual Meeting a dividend of 15 cents per share (2020: 15 cents per share). This is equivalent to EUR EUR 21,5 million (2020: EUR 21.5 million).

The financing agreement on the syndicated bank debt of the group is sufficient to ensure the liquidity needs in the medium and long term.

#### ***Main risks***

The main risks to which the Company is exposed are those typically faced by a holding company and the industry in which its subsidiaries operate.

The policy of the Directors is to take decisions that they may consider appropriate in order to mitigate any kind of risk related to the Company's activities.

#### ***Treasury share transactions***

At 31 December 2021, the Company held a total of 408.098 treasury shares at an average cost of EUR 8,40 per share. The value of these treasury shares amounted to EUR 3,427 thousand.

At 31 December 2020, the Company held a total of 317,809 treasury shares at an average cost of EUR 8.38 per share. The value of these treasury shares amounted to EUR 2,664 thousand.

#### ***Use of financial instruments***

The Group policy establishes the use of financial derivatives to eliminate or significantly reduce certain interest rate and foreign currency risks relating to its assets if needed. The Company do not hold any derivative financial instruments at the end of 2021.

### ***Significant events after the reporting period***

The Board of Directors of the Company has approved on 26th January 2022 to launch a programme to buy back the Company's shares, pursuant to the authorisation granted by the General Meeting of Shareholders of the Company held on 29 May 2020, under item Seventh of its agenda. The Programme shall be carried out with the aim of reducing the Company's share capital by the redemption of the treasury shares acquired under the Programme. Such share capital reduction is expected to be submitted for approval at the Annual General Meeting of Shareholders of 2022. The Share Buyback Programme's maximum net investment amounts to Eur 75,000,000. The maximum number of Company's shares to be acquired under the Share Buyback Programme, is set at 7,150,922 shares, representing 5% of the share capital as of this date. The Share Buyback Programme will start on 1 February 2022, and will remain in force until 31 January 2023, both included. Further details of the terms and conditions of the Programme can be found on the CNMV Inside Information dated 27th January 2022.

The Programme shall be carried out in accordance with the provisions of Regulation (EU) 596/2014 of the European Parliament and of the Council, of 16 April 2014, on market abuse ("Regulation (EU) 596/2014") and of Commission Delegated Regulation (EU) 2016/1052, of 8 March 2016, supplementing Regulation on market abuse with regard to regulatory technical standards for the conditions applicable to buyback programmes and stabilisation measures ("Delegated Regulation (EU) 2016/1052").

### ***Disclosures on the payment periods to suppliers***

Information on deferred payments made to suppliers is detailed in Note 12.3 of the Annual Accounts report for the year ended 31 December 2021.

### ***Annual Corporate Governance Report***

The Annual Corporate Governance Report for the year 2021 is included in the consolidated Directors' Report of Applus Services, S.A., in accordance with the provisions of Article 49.4 of the Commercial Code and in accordance with Article 538 of the Capital Companies Law. Likewise, this report will be available from the publication of these accounts on the Applus Group website and on the website "Comisión Nacional de Mercado de Valores (CNMV)".

### ***Annual Directors' Remuneration Report***

The Annual Directors' Remuneration Report for the year 2021 is included in the consolidated Directors' Report of Applus Services, S.A., in accordance with Article 538 of the Capital Companies Law. Likewise, this report will be available from the publication of these accounts on the Applus Group website and on the website "Comisión Nacional de Mercado de Valores (CNMV)".

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

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

















































Name	Applus Brasil Investimentos, Ltda
Registered office	Rua Dom José de Barros, nº 177, 6º andar, conjunto 601, sala 602, Vila Buarque, CEP 01038-100, Sao Paulo (Brazil)
Line of business	Holding company
Active / Inactive	Active
Ownership interest held by Group companies:	
Direct	-
Indirect	100%
Method used to account the investment	Full consolidation











Name	Velosi Bahrain WLL	Velosi LLC	Velosi Quality Management International LLC	Applus Kazakhstan LLC	Velosi (B) Sdn Bhd	Velosi Certification Services LLC	Velosi Philippines Inc	Dijla & Furat Quality Assurance, LLC.
Registered office	Flat 11, Building 1033, Road 3721, Block 337, Menama / UMM Alhassam (Bahrain)	Block no 227 Stella Building, Post Box 231 Hamriya. Way n° 2748 (Oman)	Unit 201, 2nd floor, Emaar Business Park 4, Sheikh Zayed Road, The Greens, PO Box 337201, Dubai (United Arab Emirates)	Building #31A, Akzhal lane, Atyrau, Atyrau Oblast, 060002 (Kazakhstan)	Lot 5211, Spg. 357, Jln Maulana, KA 2931 Kuala Belait, Negara Brunei Darussalam (Brunei)	17, Chimkent Street, Mirobod District, 100029 Tashkent (Uzbekistan)	1004, 10F, Pagibig WT Tower, Cebu Business Park, Ayala, Cebu City (Philippines)	Ramadan Area, District 623-S, No.1, Baghdad (Iraq)
Line of business	Provision of quality control and standardization services, industrial inspection services and general services	Provision of certification, engineering and inspection services	Provision of certification, engineering and inspection, onshore and/or offshore services	Provision of services in the area of industrial safety	Provision of quality control and engineering services for the oil and gas industries	Provision of inspection, certification, monitoring and other types of business activity	Provision of inspection, quality control, certification and business process outsourcing	Provision of quality control and training services
Active / Inactive	Active	Active	Active	Active	Active	Active	Active	Active
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	50%	49%	80%	30%	80%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Equity method	Full consolidation	Full consolidation	Full consolidation





Name	Applus Velosi Angola, Lda.	Applus India Private Limited	Applus Mozambique Limitada	K2 Do Brasil Services Ltda	Applus Velosi America LLC	Applus Velosi Canada Ltd	Applus K2 America, LLC	Velosi Australia Pty Ltd
Registered office	Condominio Mirantes de Talatona, Rua das Acácias, casa B13, Luanda (Angola)	#402, Vijaysri Nivas, Prakash Nagar, Begumpet, Hyderabad – 500 016, Telenagana (India)	Paulo Samuel Kankhomba Avenue, number 3.371, Maputo City (Mozambique)	Avenida Nossa Senhora da Gloria, 2.643, Cavaleiros, Macae - RJ, CEP27920-360, Macae (Brazil)	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478 (USA).	2600 Manulife Place 10180 - 101st Street, Edmonton, AB T5J 3Y2 (Canada)	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478 (USA)	Unit 9, 783 Kingsford Smith Drive, Eagle Farm, Queensland 4009 (Australia)
Line of business	Provision of quality assurance and control, inspection, supply of technical manpower, certification and specialized services in NDT and engineering.	Provision of labor supply services for the oil and gas industries	Provision of consulting and technical assistance services in the oil and gas industry, man power services, NDT specialized tests, controls and quality inspections and provision of asset integrity services	Provision of updating, repair, modification and control of onshore and offshore oil facilities, inspection and development of design services, manufacture of components and machinery structures and supply of qualified labor	Provision of labor supply services for the oil and gas industries	Provision of labor supply services for the oil and gas industries	Providing solutions for owners and operators of drilling rigs and FPSO in America, including inspection services, repair and maintenance, structural design and analysis and training services	Holding company
Active / Inactive	Active	Active	Active	Active	Active	Active	Active	Active
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	49%	100%	49%	100%	100%	100%	100%	100%
Method used to account the investment	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation	Full consolidation

Note: the % of ownership of the Group companies reported corresponds to the legal interest.

Appendix II - Out of the scope of consolidation

Name	Velosi Turkmenistan	Velosi Services L.L.C. (Russia)	Velosi Cameroun Sàrl	Applus Velosi Kenya Limited	Velosi Do Brasil Ltda	Idiada Homologation Technical Service, S.L.U.	Applus Centro de Capacitación, S.A.	Applus RTD UK Holding, Ltd
Registered office	Ashgabat City, Kopetdag District, Turkmenbashi, Avenue, No. 54 (Turkmenistan)	Kommunistichesky prospect, 32, suit 610, Yuzhno-Sakhalinsk, Sakhalin Region (Russia)	Douala, PO Box 15805, Akwa (Cameroon)	3rd floor, Kiganjo House, Rose Avenue Off Denis Pritt Road L.R No 1/1870, Nairobi P.O.Box 50719 - 00200, Nairobi (Kenya).	Praia Do Flamengo 312, 9 Andar Parte Flamengo, Rio De Janeiro (Brazil)	L'Albornar s/n 43710 Santa Oliva - Tarragona (Spain)	Agustinas N°640, Piso 9, Santiago de Chile (Chile)	Unit 2, Blocks C and D, West Mains Industrial Estate, Grangemouth, FK3 8YE, Scotland (UK)
Line of business	No line of business	No line of business	No line of business	Services of provision of quality control, technical engineering of labor and consulting, Non Destructive Testing and certification, electrical inspection, engineering and project management and supervision of construction services	No line of business	Engineering, testing and certification	Provision of training services	Holding company
Active / Inactive	Inactive	Inactive	Inactive	Inactive	Inactive	Inactive	Inactive	Inactive
Ownership interest held by Group companies:								
Direct	-	-	-	-	-	-	-	-
Indirect	100%	100%	100%	100%	98%	80%	95%	100%



Name	Janx Integrity Group Inc.
Registered office	3 Sugar Creek Center Blvd. Suite 600 Sugar Land, TX 77478 (USA)
Line of business	No line of business
Active / Inactive	Inactive
Ownership interest held by Group companies:	
Direct	-
Indirect	100%

This declaration is a translation for informative purposes only of the original document issued in Spanish, which has been signed for approval by every Board member. In the event of discrepancy, the Spanish-language version prevails.

The Board of Directors of Applus Services, S.A., in compliance with the current mercantile legislation, have authorised for issue on February 24, 2022 the Financial Statements and Director's Report for, which include the non-financial information statement and the Annual Corporate Governance Report for 2021, in accordance with the formatting and markup established Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 ("ESEF Regulation"). The aforementioned Financial Statements and Director's Report are integrated in the digital file with the 481428C6C9F44B893D0AD76BFED2A78DBC632BCFD0B9B9BAC3E1FEACD094D4CA hash code included in the file with number INDIVIDUAL\_2021 - MD (APPLUS\_INDIVIDUAL).xhtml

The members of the Board of Directors declare signed, through this Diligence, the aforementioned Financial Statements and Directors' Report for 2021. They have been authorised for issue unanimously, awaiting on the auditors' verification and subsequent approval by the Parent's Annual General Meeting.

Barcelona, 24 February 2022

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Mr. Christopher Cole  
Chairman

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Mr. Ernesto Gerardo Mata López  
Director

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Mr. Fernando Basabe Armijo  
Director

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Mr. Nicolás Villén Jiménez  
Director

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Ms. Maria Cristina Henríquez de Luna Basagoiti  
Director

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Ms. Maria José Esteruelas Aguirre  
Director

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Ms. Essimari Kairisto  
Director

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Mr. Joan Amigó i Casas  
Director

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Ms. Marie-Françoise Madeleine Damesin  
Director

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Mr. Brendan Wynne Derek Connolly  
Director