

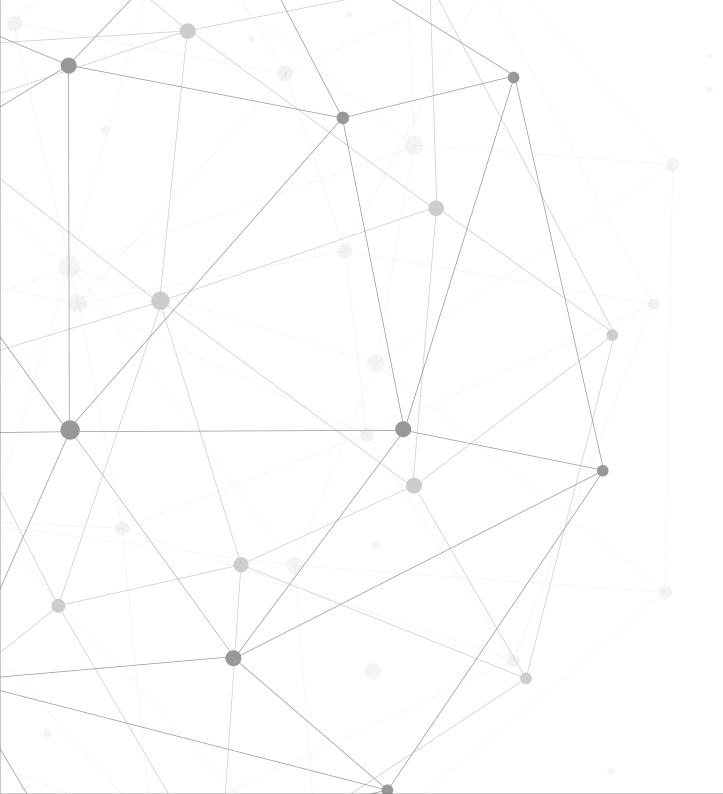
Mr. FRANCISCO JOSÉ ARREGUI LABORDA, Secretary of the Board of Directors of GRUPO CATALANA OCCIDENTE, S.A.,

CERTIFIES THAT:

- (I) The attached documents, which include the Consolidated Management Report ("Informe de Gestión Consolidado"), the Consolidated Annual Accounts and the Notes to the Consolidated Annual Accounts corresponding to the corporate year closed as of December 31, 2019 of Grupo Catalana Occidente, S.A. have been originally issued in Spanish. In the event of discrepancy between the Spanish and English versions, the former shall prevail.
- (II) The Corporate Governance Annual Report ("Informe Anual de Gobierno Corporativo") and the External Auditor's Report of the Consolidated Annual Accounts, as well as all reports of the Individual Annual Accounts, have not been translated into English, so its publication will be exclusively in Spanish.

In Witness Whereof, I extend this certificate in Sant Cugat del Vallès (Barcelona) on February 27, 2020.

Mr. Francisco José Arregui Laborda



2019

Annual Report

Grupo Catalana Occidente, S.A.



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Annual Report

Grupo Catalana Occidente, S. A. 2019

Grupo Catalana Occidente publishes its annual report for 2019, which was analysed by the audit committee and approved by the Board of Directors at its meeting on 27 February 2020, and specifically in relation to the consolidated financial statements that have been prepared on the basis of the European Union's international financial reporting standards and audited by PricewaterhouseCoopers Auditores S.L.

This report has been prepared in accordance with the reporting framework of the International Integrated Reporting Council (IIRC), following the principles of reliability, relevance and comparability. The report gives a view of the environment, the business model, the strategic approach and the future outlook of the Group, as well as the main risks to which it is exposed. It also details the Group's activities in areas of governance and social, environmental and economic performance.

The scope of information that appears in the report corresponds to Grupo Catalana Occidente and the companies comprising it. Business performance in recent years has been linked to corporate operations, which have been formally communicated to the market through the National Securities Market Commission (CNMV) salient event notifications.

The non-financial and diversity information described in this report follows the requirements established in Act 11/2018, approved on 28 December 2018. The scope and location in the report of the different indicators that make up the non-financial information statement, using the Global Reporting Initiative (GRI) reporting framework, is shown in section 7 of the management report. This non-financial information has been verified by PricewaterhouseCoopers Auditores S.L.

The alternative performance measures (APM) used in this report correspond to the financial measures that are not defined or detailed in the framework of the applicable financial information. Their definition, calculation and reformulation regarding the financial statements can be consulted in the glossary section and the corporate website.

The report is available on the Group's website, in PDF format, interactive, and on the mobile app. Furthermore, there is an Excel document with financial and non-financial information also available on the website. Finally, at the end of this report there is a questionnaire for evaluation and suggestions for improvement.

In the event that you should require further information contact:
Analysts and investors +34 935 820 518 - analistas@catalanaoccidente.com

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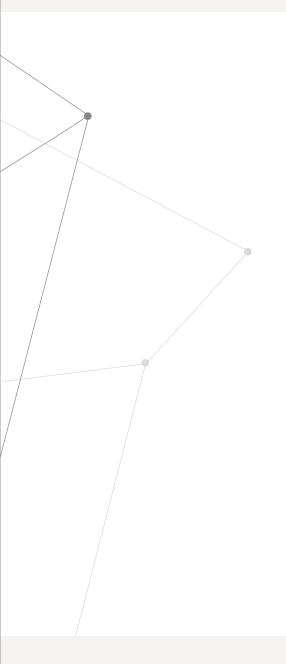
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Letter from the Chairman

"2019 has been a relevant year for the Group because we have maintained our profitable growth" Dear shareholders, associates and customers.

I would like to share the 2019 annual report with you, where we present the main figures and milestones that have occurred during the year, as well as other aspects of our strategy and corporate culture.

2019 has been a relevant year for the Group because we have maintained our profitable growth in an environment where there has been a certain slowdown in the economy.

In terms of results, in 2019 the Group reached a consolidated profit of €424.5 million, 9.9% more than the previous year, while income rose by 4.7% to €4,547.7 million. These data reflect the solid performance of the Group's two lines of activity: traditional business and credit insurance.

Precisely at the end of the year, we announced the creation of a new figure for the traditional business, which is the one we developed through the companies Seguros Catalana Occidente, Plus Ultra Seguros, Seguros Bilbao and NorteHispana Seguros. The objective with this new figure is to reinforce the structure of the organisation in this activity and, for this reason, Juan Closa has been appointed General Manager of the Group's traditional business.

Also in the credit insurance business, David Capdevila was appointed as CEO of Atradius N.V., succeeding Isidoro Unda. Isidoro has ended his career after 12 years as the chief executive of the credit insurance company. I would like to reiterate my gratitude to Isidoro for his dedication, effort and commitment over the years, as this has contributed to positioning Atradius as a leading international credit insurance company.

In addition, I would like to congratulate Juan and David on their new appointments, two professionals who over the years have 01 Annual panorama 03 Results in 2019 05 Corporate governance 07 Non-financial information statement • Contact and calendar 2020 02 Grupo Catalana Occidente in 2019 04 Business model 06 Commitment to stakeholders • Glossary • Feedback

demonstrated their commitment and leadership in the Group. They will undoubtedly be able to meet the existing challenges successfully.

Continuing with the review of the main figures, it is worth noting the improvement in the combined ratios of 90.4% in traditional business and 73.4% in credit insurance. With regard to asset strength, long term capital at market value stood at €4,584.8 million at the close of 2019, representing an increase of 17.3%. All this reinforces our solvency position, which stands at 213%.

As far as investments are concerned, we are characterised by a prudent and diversified management policy, with a stable distribution of the investment portfolio. During 2019 we have expanded our cash and deposit position and increased our exposure to real estate assets with the purchase of several office buildings, leased to third parties, located mainly in prime areas of Madrid and Barcelona. This allows us to obtain attractive returns despite the low interest rate financial environment we are experiencing.

I would also like to point out that in February we closed the purchase of Antares, a firm specialised in life, accident and health insurance and which also operates in the groups of employees of the Telefónica Group. We are very satisfied with its integration, as it allows us to be placed in the top 10 insurance groups in the healthcare sector. The impact of its incorporation to the balance sheet has been €1,113.1 million in assets. It also means the expansion of 18,000 professionals to the medical staff and the incorporation of 245,000 new customers.

Looking ahead to 2020, our objectives are focused on advancing the development of our distribution networks, technical management of the insurance business and investments, innovation and new technologies. It is precisely these last two

levers that are key to tackling one of the great challenges of the insurance sector: customer focus.

Let me stress this point because this customer orientation is increasingly linked to digitization and new technologies. We understand digitization as a tool that must be used to approach and adapt to the customer, to respond to their needs, but also to improve our processes and be more efficient.

If we look beyond 2020, I believe that, as an insurance group, we cannot ignore the challenges that longevity is going to pose for people's well-being and quality of life. Other challenges will be new trends in mobility and adaptation to new forms of consumption driven by technology.

Of course, the insurance sector can and must play a very important role in meeting these new needs of citizens. Our vocation must be, more than ever, to help people face the various stages of their lives with security and well-being. Therefore, as a group we are concerned with anticipating and properly understanding these needs and being prepared to continue playing a key role in society.

We are part of a sector, the insurance sector, which is fundamental in the lives of citizens. This role has become more relevant since the last economic crisis, when insurance companies not only did not need public aid, but were able to grow in results and improve their solvency margins, generating employment and fulfilling all their commitments.

Thus, the vocation of Grupo Catalana Occidente is to create a sound business and generate sustainable social value. Social value is the result of focusing our activity not only on obtaining sound results but also on favouring the well-being of the people

that our stakeholders and society as a whole form part of.

In this sense, the social action of the corporate responsibility of the Catalana Occidente Group is channelled through the work of the Fundación Jesús Serra, which is structured around five areas: business and teaching, social action, promotion of the arts, sport and research.

I would not like to end without thanking you again for your trust and support, as well as that of our intermediaries. All of us at Grupo Catalana Occidente work to be a growing, solvent and innovative organisation, even in a complex and changing environment. I invite you to continue supporting value creation in the medium and long term.

José M.ª Serra Chairman

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Annual panorama

Objectives reached

The Group maintains its positive performance with growth in turnover and results, adapting to social and environmental changes.

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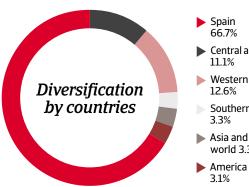
International dimension

5th_{Largest} insurance group in Spain



2Ndlargest largest credit insurance group in the world

50+ countries **1,600** offices



- ► Central and Northern Europe
- ► Western Europe
- Southern Europe
- Asia and rest of the world 3.3%

Main figures

Volume and distribution of the business



€4,547.7 million

+ 4.7%

57.4% Traditional business **42.6**% Credit insurance business

90.4% Traditional business

73.4% Credit insurance business

Recurring result

Combined

ratio

€424.5 million

+9.9%

Remuneration for the shareholder

€105.9 million

+7.3%



customers

7,400 employees

Over

€4,034 million transferred to the company

Long-term capital Market value

€4,584.8 million

+17.3%



Insurance specialist

- Over 150 years of experience.
- Complete offer.
- Sustainable and socially responsible model.



Solid financial structure

- Listed on the stock exchange.
- "A" Rating.
- Stable, committed shareholders.



Closeness - global presence

- Approximately 18,000 intermediaries.
- Over 7,400 employees.
- 1.600 offices.
- 50 countries



Technical rigour

- Excellent non-life combined ratio
- Strict cost control
- · Diversified and prudent investment portfolio.

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Main figures

The Group obtains sound results in 2019, with improvement in the three strategic pillars.

Growth

- Increase of 4.7% in business turnover, reaching €4,547.7 million.
- Increase in number of customers and satisfaction index.
- Acquisition agreement for Antares, gaining presence in the healthcare sector.

Profitability

- Increase of 9.9% in the consolidated profit, reaching €424.5 million.
- Improvement of recurring results:
 - Traditional business, at €212.1 million, +8.4%.
 - Credit insurance business, at €238.2 million, +18.6%.
- Excellent combined ratio:
 - 90.4% in traditional business (non-life) (-0.9 p.p.).
 - 73.4% in the credit insurance business (-2.1 p.p.).
- Increase of 7.3% in shareholder remuneration.

Solvency

- A.M.Best maintains the *rating* of the main operating entities both in traditional business and credit insurance, at "A" with a stable outlook, and Moody's of the credit insurance entities at "A2" with a stable outlook
- The estimated Solvency II ratio at the close of 2019 for the Group is 213%.

Most significant data	2017	2018	2019	% chg. 18-19	Report location
A Growth					
Turnover	4,254.3	4,345.2	4,547.7	4.7%	Page 12
- Traditional business	2,516.1	2,541.2	2,612.4	2.8%	Page 19
- Credit insurance business	1,738.2	1,804.0	1,935.3	7.3%	Page 22
B Profitability					
Consolidated result	357.3	386.4	424.5	9.9%	Page 12
- Traditional business	179.1	195.7	212.1	8.4%	Page 19
- Credit insurance business	190.0	200.9	238.2	18.6%	Page 22
- Non-recurring	-11.8	-10.2	-25.8		Page 24
Attributed result	325.4	352.1	385.9	9.6%	Page 12
Combined traditional business ratio	91.4%	91.2%	90.4%		Page 19
Combined ratio credit insurance	75.2%	75.5%	73.4%		Page 23
Dividend	0.78	0.82	0.88	7.3%	Page 15
Pay-out	28.4%	28.2%	27.4%		Page 15
Share price	36.9	32.6	31.2		Page 16
PER	13.6	11.1	9.7		Page 16
ROE	12.8%	12.3%	11.1%		Page 16
C Solvency					
Long-term capital at market value	3,755.5	3,908.6	4,584.8	17.3%	Page 30
Technical Provisions	9,425.2	9,567.7	10,652.1	11.3%	Page 27
Funds under management	11,988.2	12,323.5	14,377.3	16.7%	Page 28
Solvency Ratio II*	207%	207%	213%		Page 32
% Debt	5.7%	5.0%	4.8%		Page 31
Interest coverage	36.7	37.4	37.9		Page 31
D Non-financial data					
Number of employees**	7,352	7,389	7,440	0.7%	Page 49
% Permanent contracts	96.8%	96.6%	96.6%		Page 49
Number of offices	1,648	1,649	1,612	-2.2%	Page 52
Number of mediators traditional business	18,514	17,801	17,327	-2.7%	Page 52
Level of promotion suggested (LPS) Traditional	business 31.7%	34.1%	39.6%		Page 51

^{* 2019} Data with transition of technical provisions and with partial internal model. Pending audit

^{***} Considered in the concept of full time (FTE)

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Grupo Catalana Occidente in 2019

A year of growth and consolidation

The Group has increased turnover, profit and capital with respect to the previous year

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Macroeconomic environment

Growth of 2.9% in 2019 Widespread impairment of economic indicators.



United States GDP +2.3% GDP 2019 (+2.9%)

- Trade disputes smoothed out by agreements reached with China
- Deceleration of growth.
- Solid private consumption.
- Contraction of investment and exports.
- Full employment (3.7% unemployment)
- Inflation is contained and close to the 2% target.
- Elections in 2020.



South America 0.1% GDP 2019 (+1.1%)

- Context of low economic dynamism.
- Reduced private investment.
- Mass demonstrations in Chile, Colombia and Ecuador.
- General elections in Argentina, Bolivia and Uruguay.



Eurozone GDP +1.2% 2019 (+1.9%)

- Deceleration impacted by lower exports to the UK and the motor sector.
- Expansive monetary policy
- Unemployment of 7.7%
- 1.2% inflation.



United Kingdom GDP +1.3% 2019e (+1.3%)

- Brexit confirmation on 31 January 2020
- Depreciation of the pound against the euro.
- Expected reduction in investment and increase in the price of commercial transactions.
- 1.8% inflation.



Spain GDP +2.0% 2019 (2.4%)

- Deceleration, yet growth higher than the European average.
- Increase in domestic demand supported by consumption.
- Improvement of the public deficit.
- 13.9% Unemployment
- 0.7% inflation.



Asia Pacific + 5.6% GDP 2019 (+6.4%) China + 6.1% GDP 2019 (+6.6%)

- Structural slowdown due to tariffs and trade tensions, intensified by the impact of the coronavirus
- Fiscal and monetary stimulus measures.
- Reduction of investment and imports.
 Japan + 1.0% GDP 2019 (+0.3%)
- Risk of economic slowdown.
- Strong private consumption and public spending.

*Source: International Monetary Fund review of January 2020. Percentage of estimated GDP in 2019 vs. percentage of GDP in 2018 in brackets

Fixed Income

• Central banks continue with their expansionary policy.

Interest rates	1 year	3 years	5 years	10 years
Spain	-0.5	-0.5	-0.1	0.5
Germany	-0.6	-0.8	-0.5	-0.2
U.S.	1.6	1.6	1.7	1.9

Source: Bloomberg. End 2019

Variable income

• Greater optimism in the financial markets: reduced volatility

	End 2019	%Chg.
lbex35	9,549.2	+11.8%
EuroStoxx Insurance	322.8	+24.4%
Eurostoxx50	3,745.2	+24.8%
Dow Jones	28.462.1	+23.0%

Raw materials/currencies

- Oil price recovery from 2018 lows
- The dollar loses its appeal as a safe-haven currency.

	End 2019	% Chg
Oil (\$/barrel)	66.0	+22.7%
Gold	1,523.1	+16.0%
€/\$	1.12	-2.2%
€/£	0.85	-6.0%

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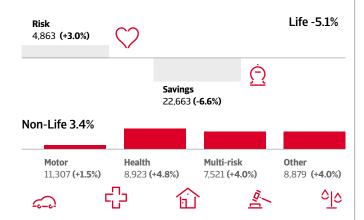
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Sectoral environment

The insurance sector's turnover in Spain is decreasing due to the fall in life premiums.

Insurance industry in Spain

Performance of insurance sector and ranking in Spain



Ranking	Group	Position	Market share
	VidaCaixa	=	13.4%
	Mapfre	=	11.4%
	Grupo Mutua Madrileña	=	8.5%
	Allianz	=	5.3%
	Grupo Catalana Occidente	↑1	4.8%
	Zurich	$\downarrow 1$	4.6%
	Grupo Axa	=	4.6%
	Santalucía	=	3.8%
	Generali	=	3.8%
	Santander Seguros	=	2.6%

Source: ICEA at the close of 2019

The result of the technical account for the sector at the end of 2019 was 9.6% of retained premiums, 8 percentage points higher than in the previous year, mainly due to the higher result of the non-life business.

The result of the non-life technical account increased mainly driven by multi-risk, which improved its combined ratio by 3.4 percentage points to 94.0% due to the improvement in the accident rate.

Stability in the sector's results

Source: upon close of 2019

13.5%	Combined ratio 92.0%*	
	Motor 94.8%	
	Multi-risk 94.0%	
	Health 94.6%	

^{*} Combined ratio includes Health and Funeral

In 2016, Solvency II came into effect, with the first official data coming to light in 2017. The figures published continue to reflect a consistent sectoral position. The average coverage ratio in Spain at the close of 2019 reaches 237%, higher than the average for the sector in the European Union (228%).

Credit insurance

Uncertainty arising from protectionist measures, the slowdown in China and a less dynamic German industry have led to a drop in international trade, especially in emerging markets.

- Advanced economies 1.3% (-1.9 p.p)
- Emerging economies 0.4% (-4.2 p.p)

By 2020, a recovery is expected, subject to the normalisation of international relations:

- Advanced economies 2.2%
- Emerging economies 4.2%

In terms of insolvencies 2019 closes with an increase of 3.0%. The markets with the greatest increase have been South Africa, United Kingdom, Canada and Belgium.

For 2020, Western Europe is aiming for an increase in insolvencies after 6 years of sustained falls.

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Evolution of the Group

Positive evolution of the recurring results for traditional business and the credit insurance business with growth in turnover and improvement of the combined ratio.

The attributed result of the Group has grown by 9.6%, reaching \leq 352.1 million.

Positive evolution of turnover and results

This improvement is thanks to good performance of the turnover and the technical result.

The business volume (which includes the premiums invoiced and the income from information) ascends to \leq 4,547.7 million, increasing by 4.7%.

In turn, the technical result, with €538.2 million, increased by 15.2% including the application of sound underwriting criteria and the continuous improvement of efficiency.

It should be mentioned that in the year the Group has achieved a higher number of customers and policies.

The good performance extends to all the Group's entities and all the business units that make up the Group. In addition to the corporate departments and corporate platforms, they improve the efficiency of the business.

Income statement	2017	2018	2019	% chg. 18-19
Written premiums	4,123.5	4,212.7	4,411.2	4.7%
Income from information	130.8	132.5	136.5	3.0%
Turnover	4,254.3	4,345.2	4,547.7	4.7%
Technical cost	2,548.4	2,584.7	2,739.5	6.0%
% on total income from insurance	60.3%	60.0%	59.5%	
Commissions	521.9	532.8	561.1	5.3%
% on total income from insurance	12.4%	12.4%	12.2%	
Expenses	717.3	726.6	764.3	5.2%
% on total income from insurance	17.0%	16.9%	16.6%	
Technical result after expenses	437.4	467.3	538.2	15.2%
% on total net income	10.4%	10.8%	11.7%	
Financial result	61.2	80.1	37.9	
% on total income from insurance	1.4%	1.9%	0.8%	
Result of non-technical non-financial account	-33.5	-31.0	-25.9	
% on total income from insurance	-0.6%	-0.7%	-0.6%	
Result of compl. activities credit and funeral insurance	10.4	6.4	5.9	-7.8%
% on total income from insurance	0.2%	0.1%	0.1%	
Result before tax	475.5	522.8	556.2	6.4%
% on total income from insurance	11.3%	12.1%	12.1%	
Taxes	118.2	136.4	131.7	
% taxes on result	24.9%	26.1%	23.7%	
Consolidated result	357.3	386.4	424.5	9.9%
Minority interests	31.9	34.3	38.6	12.5%
Attributed result	325.4	352.1	385.9	9.6%
% on total income from insurance	7.7%	8.2%	8.4%	
Recurring result	369.0	396.6	450.3	13.6%
Non-recurring result	-11.8	-10.2	-25.8	

Turnover +4.7%

Attributed result +9.6%

^{*} Total insurance income = total earned premiums and information income

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Improvement in the technical result

The combined ratio of the traditional business improved to 90.4%, 1.6 percentage points lower than the sector average. The technical cost is improving compared to the previous year, thanks to the good performance of all our branches: motor, multi-risk and other. The good combined ratio of 94.0% for motor was 1.3 percentage points better than in the same period of the previous year, due to a lower incidence of peak claims and a maintenance of the frequency of claims.

In credit insurance, the combined net ratio closed the year at 73.4%, an improvement of 2.1 percentage points over the previous year. This improvement comes both from the maintenance of technical costs and from a reduction in expenses and commissions and the improvement of reinsurance conditions.

Innovation in products and risks

Throughout 2019 the various companies that make up the Catalana Occidente Group have strengthened their range of products and services in different business areas. These include the new Connected safety car service with which Seguros Catalana Occidente seeks to improve the safety and protection of users when they travel by car and the free weather alert service with which the company warns and informs customers when a major weather event is expected. Furthermore, the offer for life products regarding special solutions and protection has been updated for SMEs in the credit insurance.

The continuous incorporation of new measures for pricing and selection of risks has permitted the Group to continue improving the quality of the new production and the technical balance of the business lines. The Group advances in the facilitation of processing through simpler forms and assignments for repair and assessment.

Improved efficiency

In the traditional business, expenses amounted to €315.2 million, an increase of 3.1%. In relative terms, the ratio of expenses to recurring premiums remained at 13.9%, the same percentage as in the previous year.

The Group handled 2,135,393 claims, 2.4% more than in 2018, reflecting a higher incidence in the various and life branches.

In credit insurance, the number of claims increased by 2.4%.

Financial margin and complementary activities

The net interest margin, at €37.9 million, fell by €42.2 million. This reduction is due in part to the impairment of two entities in the credit insurance business, and to the recognition in the traditional business of insured interests to our policyholders from the recalculation of the mathematical provisions at a riskfree interest rate (EIOPA curve).

During the year, the Group has remained active in the diversification and search for profitability, undertaking various investments in properties. For the complementary activities, in traditional business, the funeral activity reports €2.7 million in profit and in credit insurance, the information, collections and credit management services for export contributed €3.8 million in profit.

Company income tax

In the year 2019, the expense for company income tax reached €131.7 million, which represents an effective rate of 23.7% of profit before taxes.

Financial strength

Long term capital increased by 19.0%, to €3.851.2 million, Adding the capital gains not included in the balance sheet (from prop-

erties), the long term capital at market value stand at €4,584.8 million, up 17.3% from 2018.

In 2019, A.M.Best maintained the rating of the main operating entities in both traditional business and credit insurance at "a+" (ICR), and Moody's of the credit insurance entities at "A2" with a stable outlook.

Strong Solvency ratio

In terms of solvency, Grupo Catalana Occidente calculates the capital requirement in accordance with the standard formula established in the regulation, except for the area of credit and surety where, with the objective of collecting the specific details of the business, a partial internal model has been developed for the calculation of the underwriting risk, approved by the college of supervisors.

The Group's solvency ratio at 2019 year-end is estimated at 213% (with the application of the transitional technical provisions measures). The solvency ratio, even in adverse scenarios, remains at around 160% on a sustained basis, in all Group companies.

Events after the close of 2019:

No unexplained events have occurred after the end of the year that significantly affect the reported information. For further information, see paragraph 22 of the Notes on the Consolidated Financial Statements.

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Acquisition of Antares

On 8 November 2018, Grupo Catalana Occidente announced the purchase of 100% of Seguros de Vida Pensiones Antares. S.A. ("Antares"), a personal insurance company of Telefónica, for an amount of €158.9 million.

With this transaction, the Group increased its weight in the health sector, reaching the ninth position in the ranking with 2% of the market share and €170.3 million in turnover in said sector.

Improves competitive position of the Group for health

Group No.	Premiums	Market share	Group No.	Premiums	Market share
6 Total	2,854.0	4.5%	5 Total	3,429.9	4.8%
4 Non Life	2,104.4	6.0%	4 Non Life	2,224.8	6.1%
15 Health	86.7	1.0%	9 Health	170.3	1.9%
10 Life	749.6	2.6%	10 Life	826.5	3.0%
Source: ICEA D	ecember 2018		Source: ICEA D	ecember 2019	

Incorporation in 2019

Contact and calendar 2020

The close of the operation occurred on 14 February 2019, after obtaining of no-opposition from the General Insurance Directorate and the authorisation of the transaction with the National Commission of Markets and Competition.

In terms of the balance sheet the impact is:

- Incorporation of €1,113.1 million in assets.
- Goodwill of €21.9 million.

See section 5 of the Notes to the report.

On 20 June 2019, it was agreed to merge Plus Ultra Seguros and Antares through the absorption of the latter, which was executed on 31 December.

Solid strategic matching

- Reinforces the position of the Group on the Spanish market
- Consolidates the global offer for the customer
- Increases the weight of the health business:
 - 9th position on the Spanish market
 - 2.0% of market share
- Possibility of capturing long-term synergies

Antares business data:

- Specialised in health.
- No. 17 in health with 0.96% of market share
- Insured parties 245,000
- Medical staff: over 18,000 professionals
- Employees: 40

Antares result 2019:

Antares*	2019
Turnover	144.0
Health	80.9
Other turnover	63.1
Earned premiums	144.0
Technical result after expenses	12.7
% on earned premiums	8.8%
Technical-financial result	15.7
% on earned premiums	10.9%

* Antares' ordinary results for 2019. The result of 11 months is incorporated to the Group.

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Shareholder remuneration

The historical pattern of dividend distribution demonstrates the clear commitment of the Group to remunerate its shareholders.

Dividends

In 2019, the Group increased its dividend by 7.26% and distributed €105.85 million

The Group has made 3 dividend payments in cash for a total amount of €0.4764 per share. These payments were made on 10 July 2019, 09 October 2019 and 12 February 2020. Furthermore, the Board of Directors agreed, in the meeting held on 27 February 2020, to propose to the general shareholders meeting an increase of 10% for the complementary dividend that will be paid on 8 May 2019. With this, a total of € 0.8821 per share (€105.85 million) would be allocated.

This dividend amounts to a pay-out of 27.4% on the 2019 attributable profit and a dividend yield of 2.75% in 2019.

In the last 10 years, Grupo Catalana Occidente has maintained a growing dividend policy.

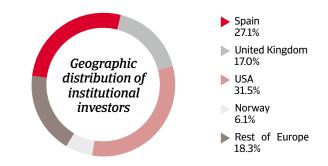


Share structure

Stable, committed shareholders. At the close of 2019, the share structure had not suffered any variations.

The reference shareholder in Grupo Catalana Occidente is INOC S.A., which controls approximately 61.42% of share capital.

The Group holds 2,095,017 shares in treasury stock with a par value of 0.30 per share and an acquisition cost of 22.0 million euros, representing 1.75% of treasury stock, through Sogesco. During the year, 24,681 shares have been sold. This sale was made as a result of the implementation of the Grupo Catalana Occidente, S.A. Share Delivery Plan. 33.91% is free-float and nearly half is in the hands of institutional investors. The Group does not have any information regarding the existence of agreements between the shareholders for the concerted exercise of voting rights or limiting the transmission of their shares.



Relationship with the financial market

Grupo Catalana Occidente maintains a smooth, transparent and close relationship with the financial market.

The Group has a policy of communication and relationship with the financial market available on its website and is in contact with its analysts, investors and shareholders through specific channels.

Furthermore, the website for shareholders and investors updates the performance of the share as well as the principal information relative to relevant events, results, presentations and credit rating.

During 2019, the Group transmitted its value proposition to the financial markets through the quarterly retransmission of the results published (on the website, in English and Spanish) and by holding 16 roadshows and conferences in different European countries.

With this type of event, the Group brings its business reality closer to institutional investors such as small shareholders.

In January 2020, Grupo Catalana Occidente reported that in order to increase the share's liquidity in the market, it had signed a liquidity contract with GVC Gaesco Beka. Sociedad de Valores. S.A.

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12.29

2.25

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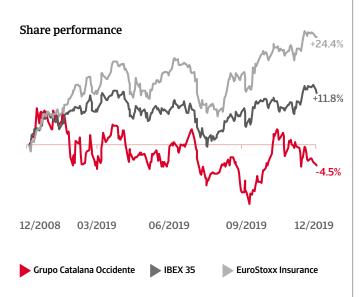
Share performance

During the year the average share price was 32.09 euros/share

Grupo Catalana Occidente shares are listed on two Spanish stock exchanges, Barcelona and Madrid, being listed on the continuous market.

In 2019, Grupo Catalana Occidente's shares performed below the Eurostoxx Insurance index and the Ibex 35.

The recommendations from analysts remain favourable, with 80% being "buy" and aiming towards an average objective price of €39.0/share.



Share data	2017	2018	2019
Minimum (€/s)	29.82	32.40	28.30
Maximum (€/s)	38.57	39.20	35.30
Period end (€/s)	36.94	32.60	31.15
Number of shares	120,000,000	120,000,000	120,000,000
Nominal share value (€/s)	0.30	0.30	0.30
Average daily subscription (number of shares)	60,007	34,149	44,093
Average daily subscription (euro)	2,081,648	1,243,406	1,412,462
Market capitalisation (millions of euro)	4,433	3,912	3,738
Ratios	2017	2018	2019
Profit per share	2.71	2.93	3.22
Theoretical Book value	23.62	25.66	32.09
PER	13.62	11.11	9.69

Profitability	2002	2007	2012	2017	2018	2019	TACC 02-19
Closing price 31/12	3.99	22.91	13.77	36.94	32.6	31.15	
GCO (%)	-7.21	-16.54	12.22	18.74	-11.75	-4.45	13.4%
IBEX 35 (%)	-28.11	7.32	-4.66	7.40	-14.97	11.82	2.7%
EUROSTOXX Insurance (%)	-51.23	-11.92	32.92	6.93	-10.05	24.44	4.3%

12.84

2.18

* Compound annual growth rate

Profitability per dividend

Profit per share 3.22

11.10

2.75

TACC* 2002 2019 +13.4%

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Outlook and challenges for 2020

In view of the foreseeable economic context, the Group will continue to adapt its offerings to the new needs of customers and market trends.

Macroeconomic perspectives in 2020

Internationally, GDP growth is estimated at 3.3%. Geopolitical uncertainty, especially related to international trade, continues to negatively affect economic prospects. The Chinese economy is also continuing to slow down its GDP growth rate.

In the Eurozone, GDP data point to subdued growth of 1.3%, reaffirming the weakness of manufacturing output.

The Spanish economy's GDP is estimated to grow by 1.6% thanks to the upturn in investment, the expansionary fiscal policy and the improvement in consumer confidence and the public deficit.

In emerging markets, growth will strengthen somewhat in 2020, to 4.4%, driven by the economic recovery in Latin America. However, the trade war between the United States and China continues to be an encumbrance on activity.

Weak business prospects and policy uncertainty are deteriorating business sentiment, affecting investment growth and increasing financial risks. As a result, corporate insolvencies, which already increased by 3.0% in 2019, are expected to continue growing at a rate of 2.6% in 2020.

Guidelines for Grupo Catalana Occidente 2020

The Group annually updates its strategic framework, where it addresses the purpose, action commitments and guidelines on which its strategy is based, along with action plans for the year 2020.

Our three strategic pillars are developed around nine lines of action

During 2020 the Group will continue to make progress in the development of its distribution networks, technical management of the insurance business and investments, innovation and new technologies. All of this seeks to improve customer service through proximity and agility in management.

The human factor is also a fundamental element of the corporate project. The business culture, entrepreneurship, the search for and management of talent are key to the development of the Group.

Growth



Profitability



Solvency



Distribution channels

Products and services

Customer orientation

Actuarial technique

Investments

Efficiency

Human team and values

Innovation and branding

Risk and capital management



- Increase the dimension of the agencies and strengthen the specialised networks.
- Incorporate services to guarantees and adapt the offer to new market trends.
- Prioritise the "customer concept" in management.



- Continue to refine underwriting and technical management to improve margins
- To make investments that allow to maintain the competitiveness and to assure the solvency.
- Advance in the simplicity of products, processes and systems.



- Develop internal talent and enhance corporate culture.
- Incorporating innovation in management
- Maintain financial strength, risk management capabilities and control systems.

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Results in 2019

Improving results

The Group complies with its objective to increase profits, both in traditional business and credit insurance, increasing permanent resources and with a solvency above 210%.

Recurring

premiums

Recurring

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Traditional business

Traditional business presents a very positive evolution, increasing its recurring result by 8.4%.

Recurring turnover (excluding single life premiums) increased by 3.1%, supported mainly by non-life insurance, where the increase in multi-risk premiums is noteworthy. The life business evolved favourably with a 5.3% increase in turnover and a 16.9% increase in earned premiums, which include the contribution to the Antares business.

The Antares business has been incorporated since February and has contributed €11.5 million to the life business (see details on page 15).

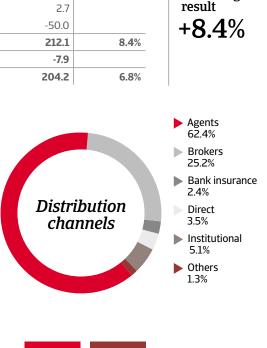
The technical result of €214.6 million, grew by 6.7%. Non-life business contributed €156.2 million to this result, up 11.0%, reflecting a 0.9 percentage point improvement in the combined ratio to 90.4%. It highlights the best technical cost of cars and multi-risk. The Life business, meanwhile, saw its technical result fall by €2.1 million to €58.4 million, as the Group decided to recognise in full and for the products concerned the new biometric tables published by the DGSyFP.

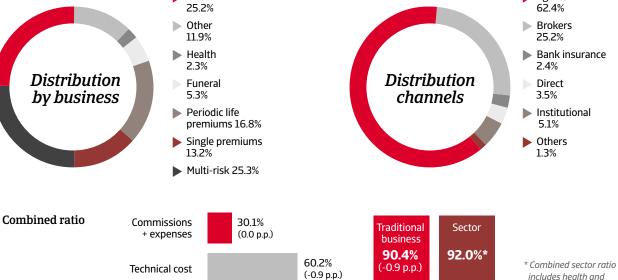
The financial result contributes €59.3 million, and the funeral business €2.7 million

Recurring profit has increased 8.4% to €212.1 million During the year there were non-recurring negative results of €7.9 million; consequently, the total result is €204.2 million, increasing bv 6.8%.

Traditional business	2017	2018	2019	% chg. 18-19
Written premiums	2,516.1	2,541.2	2,612.4	2.8%
Recurring premiums	2,153.2	2,200.5	2,268.6	3.1%
Earned premiums	2,506.2	2,531.2	2,707.5	7.0%
Technical result	182.8	201.2	214.6	6.7%
% on earned premiums	7.3%	7.9%	7.9%	
Financial result	72.5	74.1	59.3	-20.0%
% on earned premiums	2.9%	2.9%	2.2%	
Non Technical result	-22.0	-20.4	-14.6	
Complementary act. Funeral business	3.6	2.4	2.7	
Company income tax	-57.6	-61.5	-50.0	
Recurring result	179.1	195.7	212.1	8.4%
Non-recurring result	1.4	-4.6	-7.9	
Total result	180.5	191.1	204.2	6.8%

Motor





funeral business

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Multi-risk

Revenue growth of 2.4% to €661.6 million, with a reduction in the combined ratio of 0.4 percentage points compared to the previous year. The weather events that occurred in the second half of the year had an impact on the technical cost, although they were largely supported by the Insurance Compensation Consortium.

Multi-risk	2017	2018	2019	% chg. 18-19
Written premiums	631.3	645.9	661.6	2.4%
Earned premiums	629.8	638.7	653.3	2.3%
Number of claims	656,222	728,229	719,419	-1.2%
Average cost of the claims, in €	520.2	494.9	508.8	2.8%
Technical Provisions	529.6	525.1	537.7	2.4%
% Technical cost	54.1%	55.8%	55.3%	-0.5
% commissions	20.6%	20.7%	20.9%	0.2
% expenses	13.3%	13.4%	13.3%	-0.1
% combined ratio	88.0%	89.9%	89.5%	-0.4
Technical result after expenses	75.8	64.5	68.6	6.4%
% on earned premiums	12.0%	10.1%	10.5%	

Premiums invoiced

+2.4%

Combined ratio

89.5%

Motor

Maintenance of turnover with €657.3 million. The combined ratio improved 1.3 percentage points to 94.0%, with a reduced claims ratio due to a lower incidence of peak claims and a maintenance of the accident frequency.

Motor	2017	2018	2019	% chg. 18-19
Written premiums	651.8	654.3	657.3	0.5%
Earned premiums	649.0	657.2	655.2	-0.3%
Number of claims	574,467	578,897	571,208	-1.3%
Average cost of the claims, in €	804.4	805.9	805.1	-0.1%
Technical Provisions	790.5	810.1	824.0	1.7%
% Technical cost	71.2%	71.3%	70.0%	-1.3
% commissions	11.1%	11.0%	11.1%	0.1
% expenses	14.2%	13.0%	12.9%	-0.1
% combined ratio	96.5%	95.3%	94.0%	-1.3
Technical result after expenses	22.7	30.9	39.6	28.2%
% on earned premiums	3.5%	4.7%	6.0%	

Recurrent invoiced

+0.5%

Combined ratio 94.0%

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Other

Growth in turnover of 1.1% to €311.7 million. The combined ratio was 84.6%, down 0.6 percentage points due to the maintenance of technical costs and a reduction in fees, which offset a slight increase in expenses.

Other	2017	2018	2019	% chg 18-19
Written premiums	293.9	308.4	311.7	1.1%
Earned premiums	290.4	305.2	311.8	2.2%
Number of claims	95,247	96,159	100,783	4.8%
Average cost of the claims, in €	1,591.5	1,610.0	1,549.9	-3.7%
Technical Provisions	495.1	489.9	540.5	10.3%
% Technical cost	52.1%	50.2%	50.1%	-0.1
% commissions	20.5%	20.8%	20.1%	-0.7
% expenses	14.8%	14.1%	14.3%	0.2
% combined ratio	87.4%	85.2%	84.6%	-0.6
Technical result after expenses	36.6	45.3	48.0	6.0%
% on earned premiums	12.6%	14.8%	15.4%	

Premiums invoiced

+1.1%

Combined ratio

84.6%

Life

The life business evolved favourably with a 5.3% increase in turnover and a 16.9% increase in earned premiums, which include the contribution to the Antares business.

The result has been positively impacted by the incorporation of the Antares business with an amount of €11.5 million and negatively by the recognition of the new biometric tables published by the DGSyFP for an amount of €13.3 million in the affected products.

Life	2017	2018	2019	% chg 18-19
Life insurance turnover	939.1	932.6	981.8	5.3%
Periodic premiums	394.0	400.6	438.2	9.4%
Health	54.5	57.6	60.9	5.7%
Funeral	127.7	133.7	138.8	3.8%
Single premiums	362.9	340.7	343.8	0.9%
Pension plan contributions	60.3	61.2	69.1	12.9%
Net contributions to investment funds	7.4	4.3	1.9	
Volume of funds under management	5,638.0	5,711.9	6,617.3	15.9%
Earned premiums	936.9	930.1	1,087.2	16.9%
Technical result after expenses	47.6	60.5	58.4	-3.5%
% on earned premiums	5.1%	6.5%	5.4%	
Technical-financial result	79.4	92.2	81.2	-11.9%
% on earned premiums	8.5%	9.9%	7.5%	

Recurring premiums

+7.8%

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Credit insurance business

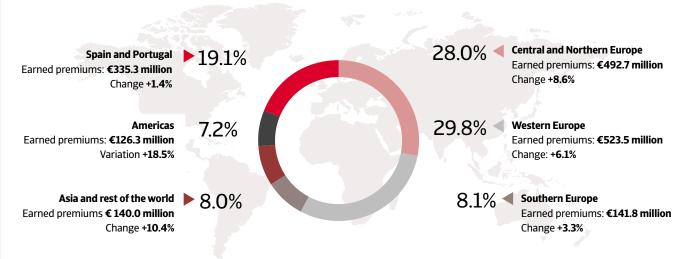
Credit insurance income increased 18.6% to €238.2 million and continues to maintain an excellent combined ratio.

The credit insurance business has increased its net income (earned premiums and information services) by 6.5% reaching €1,896.0 million. The earned premiums, with €1,759.5 million, increased by 6.7% with growth in all markets.

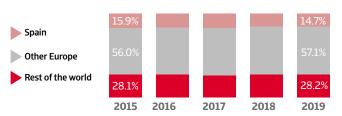
In Spain and Portugal, the Group increased earned premiums by 1.4% and in the other European markets premiums rose at an average rate of 6.8%, with constant growth in Germany being particularly noteworthy. In the Americas premiums grew 18.5% mainly due to the impact of exchange rates.

In terms of exposure to risk (TPE), the Group increased by 2.9% to €672.5 million. Europe represents 71.8% of total exposure and Spain is the main market, with 14.7% of the total.

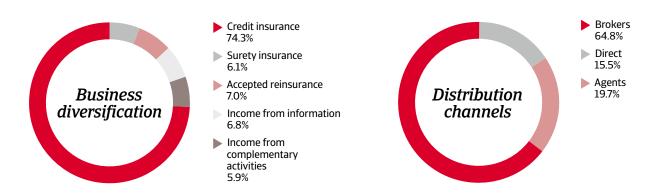
+6.7% increase in earned premiums, at €1,759.5 million.



Evolution of cumulative risk (TPE)



Earned premiums



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The technical result after expenses, at €404.8 million, increased by 7.2%, in line with revenue growth.

Since the beginning of the year, the Group has increased its retention of business by 2.0 points, placing the ratio of assignment to reinsurance in 38.0% of the earned premiums. The combined net ratio was 73.4%, with net claims falling by 1.4 percentage points to 43.4% and net fees and expenses falling by 0.8 percentage points to a ration of 30.0%.

The financial result contributes €5.6 million reflecting the exchange rate movements that have been considerably reduced. The result of the complementary activities is €3.2 million.

Consequently, the recurring result is positioned at €238.2 million, up 18.6% from the previous year. During the year there were non-recurring results amounting to €17.9 million, mainly due to the impairment of the investment in two associated companies.

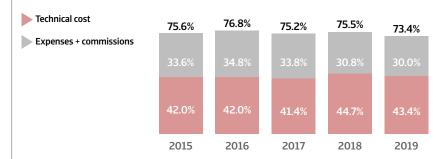
In total, this business provides a result of €220.3 million and increases by 12.8%.

Credit insurance business	2017	2018	2019	% chg. 18-19
Earned premiums	1,588.0	1,648.5	1,759.5	6.7%
Income from information	130.8	132.5	136.5	3.0%
Net income	1,718.8	1,781.0	1,896.0	6.5%
Technical result after expenses	392.9	377.6	404.8	7.2%
% on income	22.9%	21.2%	21.4%	
Reinsurance result	-133.7	-105.6	-82.6	-21.8%
Reinsurance transfer ratio	42.5%	40.0%	38.0%	
Net technical result	259.2	271.9	322.2	18.5%
% on income	15.1%	15.3%	17.0%	
Financial result	3.3	9.2	5.6	
% on income	0.2%	0.5%	0.3%	
Result from complementary activities	6.8	3.8	3.2	-15.8%
Company income tax	-69.9	-76.6	-85.4	
Adjustments	-9.6	-7.4	-7.4	
Recurring result	190.0	200.9	238.2	18.6%
Non-recurring result	-13.2	-5.7	-17.9	
Total business result	176.8	195.2	220.3	12.8%

Net income

Recurring result

Performance of the net combined ratio



Combined ratio 73.4%

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General expenses and commissions

The efficiency ratio stands at 32.6%; in 2019 an effort has been made to amortize investments in new technologies.

The structure of Grupo Catalana Occidente, formed by entities that maintain autonomous management of the business, allows for the constant sharing of business best practices and efficiency in processes through corporate departments and operative platforms.

In particular, in traditional business the expenses have increased by 3.1%. In credit insurance, expenses are increasing at a higher rate than income growth due in part to the effort in investments in new technologies.

In relative terms, the expenses and commissions ratio for recurring premiums increased 0.3 percentage points to 32.6%. Since 2013, the Group has improved efficiency by 3.6 percentage points.

2017	2018	2019	% chg. 18-19
311.6	305.8	315.2	3.1%
400.8	413.4	449.0	8.6%
4.8	7.4	0.0	
717.3	726.6	764.3	5.2%
521.9	532.8	561.1	5.3%
1,239.2	1,259.4	1,325.4	5.2%
32.8%	32.3%	32.6%	
	311.6 400.8 4.8 717.3 521.9 1,239.2	311.6 305.8 400.8 413.4 4.8 7.4 717.3 726.6 521.9 532.8 1,239.2 1,259.4	311.6 305.8 315.2 400.8 413.4 449.0 4.8 7.4 0.0 717.3 726.6 764.3 521.9 532.8 561.1 1,239.2 1,259.4 1,325.4

Efficiency ratio +32.6%

Non-recurring result

During this year, there have been non-recurring negative results mainly due to deterioration in assets.

By business, non-recurring profit after tax from the traditional business led to losses of $\[\in \]$ 7.9 million and $\[\in \]$ 17.9 million in the credit insurance business, due mainly to the impairment of two investees amounting to $\[\in \]$ 16 million.

Non-recurring result (net of taxes)	2017	2018	2019
Financial	0.4	2.3	-5.4
Expenses and other non-recurring	-5.2	-5.6	-3.9
Taxes	6.2	-1.3	1.4
Non-recurrent from traditional business	1.4	-4.6	-7.9
Financial	-8.1	-0.1	-18.1
Expenses and other non-recurring	-5.9	-7.4	0.0
Taxes	0.8	1.9	0.2
Non-recurring from credit insurance	-13.2	-5.7	-17.9
Non-recurring result	-11.8	-10.2	-25.8

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Reinsurance result

In credit insurance, retention has increased by 2.0 percentage points to 62%

The transfer to reinsurance is mainly as consequence of the type of business undertaken by the Group.

In credit insurance, proportional assignments are made that bring greater stability to the results over the business cycle, as well as non proportional transfers to mitigate the potential impact of relevant claims. In 2019, the Group has continued to increase the retention of business by placing the ratio of assignment at 38%.

Traditional business keeps a high retention of the insured business, and reinsurance is protected mainly through stop-loss contracts for relevant claims.

Overall, the cost of reinsurance has implied €105.9 million, €23.2 million from traditional business and the remaining €82.6 million from the credit insurance business.

The major reinsurance brokers for both the traditional and credit insurance business are Munich Re, General Re, Swiss Re, Hannover Re and Axis. These all have a credit rating of "A" or higher.

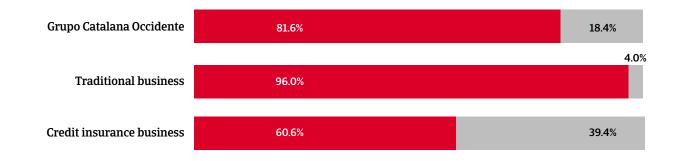
Reinsurance	2017	2018	2019	% chg. 18-19	Traditional business	Credit insurance	of euro)
Premiums granted	-774.0	-770.4	-801.3	4.0%	-107.2	-694.0	millions
Net premiums granted	-767.9	-768.6	-798.5	3.9%	-113.1	-685.3	
% on earned premiums	-18.8%	-18.4%	-17.9%		-4.2%	-38.9%	res in
Commissions	272.0	299.0	338.8	13.3%	22.3	316.5	(figures
Claims	324.8	323.9	353.8	9.2%	67.6	286.2	
Reinsurance granted result	-171.1	-145.8	-105.9		-23.2	-82.6	

^{*} Note: in credit insurance, the claim excludes a peak loss that is 100% assigned to reinsurance.

Reinsurance distribution between lines of business

% premiums retained

% premiums transferred



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Financial result

The financial investments have provided €37.9 million.

The financial result contributed \le 37.9 million to the Group's income statement, reducing it by \le 42.2 million due to the different impact of the non-recurrent result.

Traditional business with €59.3 million is reduced by the recognition of interest applied to life as a result of the recalculation of certain mathematical provisions to a risk-free interest rate curve (EIOPA curve). Also, during the year there have been significant maturities where reinvestment has taken place at the market interest rates.

In turn, credit insurance provides \in 5.6 million, reflecting losses in exchange rate movements and the interest charge due to the repayment of intra-group loans.

Finally, the non-recurring results reduce the financial result by €23.5 million, mainly due to the impairment of two investees.

Financial result	2017	2018	2019	% chg. 18-19
Financial income net of expenses	221.1	204.4	215.7	5.5%
Exchange Differences	-0.5	0.1	0.0	
Subsidiary companies	0.7	1.0	1.1	
Interests applied to life	-148.7	-131.4	-157.6	19.9%
Recurring results traditional business	72.5	74.1	59.3	-20.0%
% on earned premiums	2.9%	2.9%	2.2%	
Financial income net of expenses	15.3	16.7	16.6	-0.6%
Exchange Differences	0.5	4.8	-1.3	
Subsidiary companies	4.3	4.7	7.1	51.1%
Interests subordinated debt	-16.9	-16.9	-16.9	
Recurring results from credit insurance	3.3	9.2	5.6	-39.1%
% on net income from insurance	0.2%	0.5%	0.3%	
Intra-group interest adjustment	-7.0	-5.4	-3.5	-35.2%
Adjusted recurring financial results from credit insurance	-3.7	3.8	2.1	
Recurring financial results	68.9	77.9	61.5	-21.1%
% on net income from insurance	1.6%	1.8%	1.3%	
Non-recurring financial results	-7.7	2.2	-23.5	
Financial result	61.2	80.1	37.9	

Traditional business €59.3 million

Credit insurance €5.6 million

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Balance sheet

Grupo Catalana Occidente has increased its assets by €2,198.5 million with an ROE of 11.1% in 2019.

Grupo Catalana Occidente closed the balance sheet of 2019 with assets of €16,677.9 million, up 15.2% from the year 2018.

The main items that explain this increase are:

- Investments, at €1,744.7 million.
- Technical provisions, at €1,084.4 million
- Net equity, at €647.1 million.

The assets attributed to the Group are positioned at €3,477.1 million, therefore the ROE reaches 11.1%.

The incorporation of Antares has increased assets by €1,113.1 million and goodwill by €21.9 million.

Note that the item "cash" does not reflect the Group's liquidity position as investments in deposits and money market funds are included in Financial Investments (See Investments and Funds under Management table).

Likewise, it should be remembered that Grupo Catalana Occidente does not account for the surplus value of its property featured, so they appear at the amortised cost value and not at market value.

Assets	2017	2018	2019	% chg. 18-19
Intangible assets and property	1,218.8	1,242.1	1,429.1	15.1%
Investments	10,596.9	10,873.7	12,618.4	16.0%
Property investment	382.8	561.1	661.4	17.9%
Financial investments	8,957.9	9,149.1	10,602.3	15.9%
Cash and short-term assets	1,256.2	1,163.5	1,354.7	16.4%
Reinsurance of technical provisions	842.5	837.4	874.3	4.4%
Other assets	1,543.2	1,526.2	1,756.0	15.1%
Deferred tax assets	84.3	96.5	226.3	134.5%
Credits	946.4	885.3	951.0	7.4%
Other assets	512.5	544.4	578.7	6.3%
Total assets	14,201.4	14,479.4	16,677.9	15.2%
Net liabilities and equity	2017	2018	2019	% chg. 18-19
Permanent resources	3,278.9	3,404.6	4,051.7	19.0%
Net equity	3,078.6	3,204.1	3,851.2	20.2%
Parent company	2,752.6	2,863.8	3,477.1	21.4%
Minority interests	326.0	340.3	374.1	9.9%
Subordinated liabilities	200.3	200.4	200.5	0.0%
Technical Provisions	9,425.2	9,567.7	10,652.1	11.3%
Other liabilities	1,497.3	1,507.1	1,974.1	31.0%
Other provisions	165.2	184.1	210.5	14.3%
Deposits for reinsurance granted	57.7	52.8	52.9	0.2%
Deferred tax liabilities	332.6	280.9	488.4	73.9%
Debts	618.7	687.1	767.8	11.7%
Other liabilities	323.1	302.2	454.5	50.4%
Total net liabilities and equity	14,201.4	14,479.4	16,677.9	15.2%

Technical Provisions +€1,084.4 million

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Investments and funds under management

At the close of 2019, the Group manages funds amounting to €14,377.3 million, €2,053.8 million more than in the previous year.

Pension plans, mutual funds and investments on behalf of policyholders continue to grow at a high rate.

The distribution of the investment portfolio remained stable with respect to the beginning of the year, although during the period the Group increased its exposure to real estate and increased its position in cash and monetary assets.

The Group invests mainly in fixed income, which represents 56.6% of the total portfolio, with €7,361.2 million, The main asset is the Spanish sovereign debt with €3,406.4 million.. The distribution of the rating in the portfolio is shown graphically below. At the end of the period, 59.9% of the portfolio had an A rating or higher, reflecting the increase in the Spanish rating of the main credit rating agencies. The duration of the portfolio at the end of the financial year is 4.66 years and profitability at 2.25%.

In recent years, the Group has increased its investments in real estate. At the end of the year, this investment increased by €307.3 million. In total, property at market value amount to €1,378.5 million representing 12.9% of the total portfolio.

The majority of the properties are located in areas considered *prime* areas in the most important Spanish cities. All of the properties for use by third parties are located in these areas and

have a very high rate of occupancy. Every two years they are evaluated, through entities that are authorised by the supervisor. Capital gains from these properties stand at €533.1 million.

The value of equity investments increased by 33.9% and represented 12.9% of the portfolio. The securities portfolio is broadly diversified and focused on large-cap securities, mainly in Europe but with highlighted exposure to Spain (25.7%), which have attractive dividend yields.

In terms of liquidity, the Group maintains a solid position of €2,012.1 million, 10.1% more than at the beginning of the year. The Group has a total of €608.6 million in deposits, mainly in Banco Santander, BBVA and Bankinter.

Investments and managed funds	2017	2018	2019	% chg. 18-19	% on inv. R. Co.
Properties	1,170.7	1,371.2	1,678.5	22.4%	12.9%
Fixed Income	6,568.4	6,631.2	7,361.2	11.0%	56.6%
Variable income	1,404.0	1,250.2	1,673.7	33.9%	12.9%
Deposits with credit institutions	382.4	644.3	608.6	-5.5%	4.7%
Other investments	135.2	153.7	199.1	29.5%	1.5%
Cash and monetary assets	1,274.9	1,183.6	1,403.5	18.6%	10.8%
Investment in investee companies	84.8	85.4	85.8	0.5%	0.7%
Total investments, risk to entity	11,020.4	11,319.6	13,010.5	14.9%	100.0%
Investments on behalf of policyholders	356.8	362.1	575.1	58.8%	
Pension plans and investment funds	611.0	641.8	791.7	23.4%	
Total investments, risk to policy holders	967.8	1,003.9	1,366.8	36.1%	
Investments and managed funds	11,988.2	12,323.5	14,377.3	16.7%	

Managed funds +16.7%

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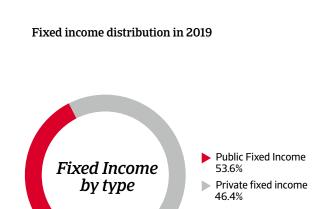
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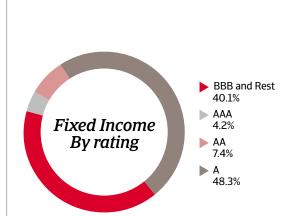
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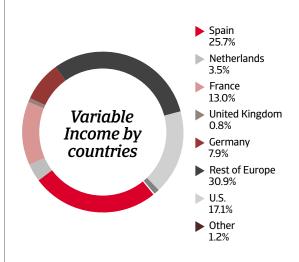
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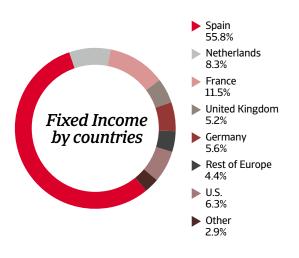
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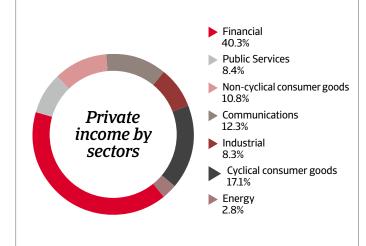


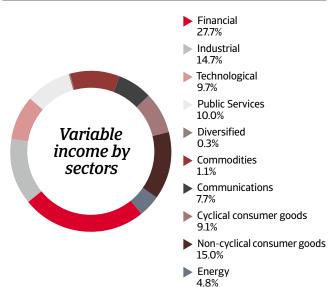


Variable income distribution in 2019









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Capital management

Grupo Catalana Occidente manages its capital with the goal of maximising value for all its interest groups, maintaining a solid position through obtaining longterm results and a prudent policy for remunerating shareholders.

All Group entities maintain the necessary financial strength to develop the business strategy, taking risks prudently and meeting the required solvency needs.

In addition to the remuneration policy for shareholders, in the capital planning, the Group takes into account, among others, the following aspects:

- The solvency ratio of the Group and its individual entities in accordance with the risk appetite.
- Any change in the risk profile of the particular group, among others, with the following aspects:
 - Changes in reinsurance policy, especially in the credit business. Specifically in the year 2019, retention of the credit business reinsurance increased from 60% to 62%.
 - Corporate transactions such as mergers or acquisitions.
 For this, the acquisition of Antares was completed in February.
- The asset-liability management (ALM) of life and cash business of each of the entities.

Principles of capital management

Capital management is governed by the following principles:

- Ensuring that Group companies have sufficient capital to meet their obligations, even when faced by extraordinary events
- Managing capital taking into account the economic vision, as well as the objectives established in the risk appetite.
- Optimising the capital structure through the efficient allocation of resources between entities, ensuring financial flexibility and remunerating shareholders appropriately

The Group defines the strategic plan and the risk strategy considering the capital management policy, using the solvency projections made in the internal evaluation process of risks and solvency (ORSA).

Capital quantification is carried out at the Group level and at the level of each of the entities, using different models for monitoring: ORSA, rating agencies, economic and regulatory models.

Capital performance

At the close of 2019, the Group's capital has increased by 17.3% supported by the improvement of the results and the revaluation of the assets.

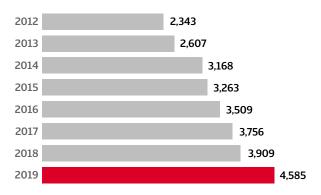
The improved result has helped to boost the Company's equity position. Market movements have led to an increase in the value of investments, with a positive impact of $\$ 357.2 million. Also, dividends have been paid, amounting to $\$ 100.5 million, thus reducing the Net Equity by the same amount.

In credit insurance, Atradius has issued subordinated debt amounting to €250 million, maturing in September 2044, which can be fully amortised from September 2024. It bears interest

at a fixed rate of 5.25% for the first ten years and, thereafter, the interest rate is variable 3-month Euribor plus 5.03%. The amount of the subordinated debt to be calculated for the purposes of the Group has been reduced by €54.3 million after deducting the investment that some entities of traditional business have in the bond. (See section 13 a) of the Notes to the report).

Long-term capital on 31/12/2018	3,404.5	
Long-term capital at market value at 31/12/18	3,908.6	
Net equity on 31/12/2018	3,204.1	
(+) Consolidated results	424.5	
(+) Dividends paid	-100.5	
(+) Change of valuation adjustments	357.2	
(+) Other changes	-34.2	
Total movements	647.1	
Total net equity on 31/12/2019	3,851.2	
Subordinated debt	200.5	
Long-term capital on 31/12/2019	4,051.7	
Capital gains not included in balance sheet	533.1	
Long-term capital at market value at 31/12/2019	4,584.8	

Evolution of long-tern capital at market value



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Credit rating

During the previous period (2018), A.M. Best and Moody's raised the credit rating of the Group's main companies, both in traditional business (ICR 'a+') and in credit insurance ('A2').

In November 2019, A.M. Best confirmed the financial strength rating of A (excellent) for the Group's main operating entities, both in traditional business and in credit insurance, and Moody's ratified the rating of A2 for the operating entities in the credit business under the Atradius brand.

In traditional business, the rating of A (excellent) reflects the sound balance sheet strength, good business model, excellent operating results and appropriate capitalisation of the Group's main operating entities.

Prudent underwriting guidelines and an extensive network of agents were also highlighted, providing the Group with greater stability and proximity to customers.

Furthermore, it considers that exposure to natural disasters is limited, thanks to the existence of a national coverage system (Consorcio de Compensación de Seguros).

In relation to Group entities operating in the credit insurance business, A.M. Best and Moody's have equally highlighted their financial strength and great competitive position thanks to:

- Strong operational performance.
- Robust technical results.
- Leading position in the credit insurance market worldwide, as the second operator.
- Good diversification by geography and industry.
- Excellent understanding of its risk exposures.

Rating of Group entities

	AMBest	Moody's
Seguros Catalana Occidente	'A' stable (FSR) 'a+' stable (ICR)	
Seguros Bilbao	'A' stable (FSR) 'a+' stable (ICR)	
Plus Ultra Seguros	'A' stable (FSR) 'a+' stable (ICR)	
Atradius Crédito y Caución Seg Reas	'A' stable (FSR) 'a+' stable (ICR)	'A2' stable (IFS)
Atradius Reinsurance DAC	'A' stable (FSR) 'a+' stable (ICR)	'A2' stable (IFS)
Atradius Trade Credit Insurance, Inc.	'A' stable (FSR) 'a+' stable (ICR)	'A2' stable (IFS)
Atradius Seguros de Crédito, S.A.	'A' stable (FSR) 'a+' stable (ICR)	

"A"

A.M. Best operating entities of the Group

Best highlights the prudence in underwriting, which is reflected in a positive record of operating results with an excellent combined ratio and a high return on equity (ROE).

"A2"

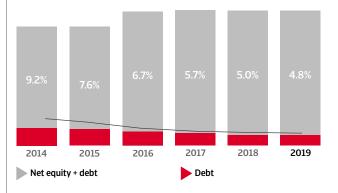
Moody's operating entities of the credit insurance business

They highlight the strong competitive position, strong capitalization, low financial leverage and conservative investment portfolio.

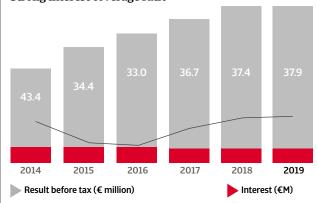
Financial strength

The Group presents a debt ratio of 4.8%, reduced by 0.2 p.p. thanks to the increase in net worth. The debt corresponds to the emission from the Group entity in credit insurance: Atradius.

Reducing debt ratio



Strong interest coverage ratio



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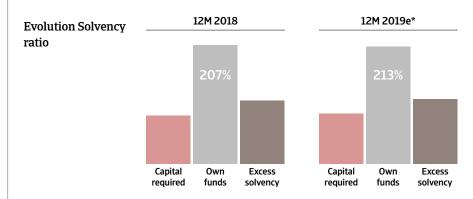
Solvency II

The estimated Solvency II ratio applying the transitory measure for technical provisions at the close of 2019 is of 213%. The solvency ratio at the end of 2018, when it was not possible to apply the transitional measure of technical provisions, was 207%.

The entities of the Group present average solvency II ratios of above 170%.

Grupo Catalana Occidente has a robust financial and solvency position to withstand adverse situations; in fact, the ratio of solvency II is maintained around 160% even in adverse scenarios. Furthermore, it should be noted that the own funds are of high quality, with over 90% of the same being tier1.

The Group carries out a quantitative valuation of the risks using the standard formula, except in the credit insurance underwriting risk, which uses a partial internal model approved in July 2017.



* Data with transition of technical provisions and with partial internal model.

Stress scenarios and sensitivity analysis based on the SFCR 2018 published in June 2019

Underwriting scenarios	
Lowering premiums -5%	-1%
Increased claims ratio*	-29%
Set of scenarios	-30%
Market scenarios	
Variable Income -10%	-3%
Real estate -5%	-2%
Set of scenarios	-5%
-25% RV	-9%
Rates curve +100 pbs	+4%
Rates curve -100 pbs	-5%
Spread +10 pbs	0%
Impairment rating	-1%
Adverse scenario**	-35%
Without application of the volatility adjustment and without application of the transitional measure of technical provisions	-2%

Main ratio scenario 207.0%

^{*} Increase in the claims ratio, which in the credit insurance business was achieved during the period of financial crisis and in the traditional business increased in the main branches such as fire and other damage to property and motor

^{**} Adverse scenario measured as a reduction in premiums in the main branches of traditional business and credit insurance; increase in the claims ratio being that achieved in the credit insurance business during the period of financial crisis and in the traditional business increasing in the main branches such as fire and other damage to property and motor; reduction in equity and maintenance of low interest rates.

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Business model

Protection and forecast

The Group reinforces its strategic purpose with positions of leadership in protection and long-term welfare for families and companies in Spain and on the coverage of commercial credit risks at the international level, supported by cultural keys and promoting innovation.

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Business model

In 2019, the Group has continued to occupy leadership positions on the Spanish market and has maintained its share of the credit insurance segment up to 24% on an international level.

The aim of the Group is based on leadership in protection and long-term welfare for families and companies in Spain and on the coverage of commercial credit risks at the international level.

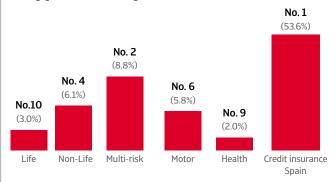
Grupo Catalana Occidente is a multinational company engaged in insurance operations, operating in over 50 countries through over 50 entities.

The participation of the various entities in Grupo Catalana Occidente implies, without prejudice to their legal autonomy, their integration within the corporate structure through the coordination and supervision of their activities by the parent company.

Grupo Catalana Occidente S.A. is the holding company that acts as the parent company of the Group, with its shares listed in the Madrid and Barcelona stock exchanges, listed on the Continuous Market and subject to the supervision of the CNMV. Also, as an insurance entity, the Group is subject to the supervision of the General Directorate of Insurance and Pensions.

In Spain, the Group holds the fifth position in the ranking, with a market share of 4.8%: 6.1% in non-life and 3.0% in life. Furthermore, in credit insurance, the Group is the second entity worldwide, with a market share of 24%.

Group position on the Spanish insurance market



The Group bases its strategy on 3 pillars:

Growth

Definition of the markets that the Group targets, development of appropriate products and services and establishment of adequate distribution channels in order to reach customers.

Profitability

Recurring and sustained profitability through technical-actuarial rigour, diversification in investments and processes that allow for adjusted cost ratios and quality service.

Solvency

Prioritising the generation and continuous growth of own resources in order to fund the expansion of the Group, guarantee ample compliance with the commitments assumed and ensure adequate returns to shareholders.

Cultural keys

One of the major milestones for the Group in 2019 has been to continue bringing the cultural keys closer to the entire organisation.

One of the milestones in 2016 was the start of the "Culture Project", where the first objective was to identify the cultural keys of Grupo Catalana Occidente. These keys define the common values that explain the Group's way of being and doing and that of its entities. In the following years, the Group has addressed the cultural keys, deepening each one of them through an annual conference involving the participation of more than 300 executives from the highest levels of responsibility. Thus, in 2017 the focus was placed on the key 'Innovation', in 2018 on 'People' and in 2019 on 'Self-criticism', in 2020 it will address 'Austerity' and training will also be provided to different groups within the organisation.

As an example of good practice within the Group, Atradius Crédito y Caución is developing the Evolve+ project, whose objectives are to promote innovation and improve the connection with customers in a personal and significant way. Evolve+ is the continuation of the Evolve initiative, which was launched in 2012 to support the company's commercial strategy by encouraging its staff to participate in continuous improvement, increasing efficiency and raising the quality of customer service.

	Pillars	Cultural keys
**	Growth	Self-criticism Innovation
\bigcirc	Profitability	Austerity Long-term vision
0/0	Solvency	People Commitment

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Corporate responsibility

The corporate responsibility strategy of Grupo Catalana Occidente is the framework under which it develops its business with the criteria of creating value for society, ethics, transparency and commitment to legal compliance.

For the Grupo Catalana Occidente, corporate responsibility is the voluntary commitment to integrate into its strategy a responsible management of economic, social and environmental aspects, encourage ethical behaviour with its stakeholders, rigorously apply the principles of good governance and contribute to the well-being of society through the creation of sustainable social value.

The companies of Grupo Catalana Occidente contribute to social and economic improvement of the areas where it operates, through business development. The nature of insurance implies the concept of social responsibility, as it means to accompany customers in all stages of their professional and personal life. anticipating risks to protect them.

The Board of Directors is responsible for setting and guiding the corporate responsibility strategy, while management involves all the business areas and entities of the Group.

The commitment to transparency is materialised through the publication of a Corporate Responsibility Report, which together with the Group's Policy are available on the corporate website. The corporate responsibility committee also continued to operate, this year focusing on the development of a reporting model for non-financial information. The Committee is made up of those responsible for the different areas that represent the interest groups.

The materiality analysis was conducted in 2017 and will be updated in 2020. The material issues identify the key matters for the Group and its stakeholders:

- Economic performance, profitability and solvency.
- Risk management and regulatory compliance.
- Corporate governance.
- Ethics, integrity and transparency.
- Customer experience.
- Data protection. Cyber security.
- Innovation. 7.
- Quality employment.
- Professional development.
- Committment to society.

Framework of internal and external application

The commitment to compliance with human rights is channelled through the Group's Code of Ethics, which collects the observance of ethical and legal principles by all employees and stakeholders of the Group.

Externally, Grupo Catalana Occidente subscribes to the Principles of the United Nations Global Compact and in February 2020 adhered to the Principles for Sustainability in Insurance (PSI) and the Principles for Responsible Investment (PRI).

Furthermore, through current activity and social action, it also supports the Sustainable Development Goals (SDG) defined by the UN by promoting aspects such as economic growth and

progress, equal opportunities, quality learning, energy efficiency and health and welfare care.

In Spain, the entities of the group are also involved in the main sectoral associations (ICEA and UNESPA) that have corporate responsibility programmes:

Corporate Responsibility Director Plan

At the end of 2018, the Group approved a corporate responsibility master plan based on three pillars: trust, service excellence and positive impact. Its period of validity covers the three-year period 2019-2021.

Trust

- Ethics and Integrity
- Cultural kevs
- · Relationship Models with groups of interest

Excellence in service

- Digital Transformation
- · New forms of work
- · Socially responsible investment

Positive impact

- · Health and well-being
- · Formalise investment in volunteering
- Products that generate added social value
- Environmental Awareness

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Innovation

The culture, the offer and the client, main axes of the plan of transformation of the Group.

The Group considers that a culture that embraces change and, at the same time, encourages and motivates innovation among employees, is a fundamental pillar in order to be able to adapt the offer of products and services to meet the needs of all kinds of customers. The Group has invested €66.7 million in R&D&I activities and projects in 2019.

One of the most outstanding initiatives on that path to cultural transformation is an intra-entrepreneurship programme, called Xplora, released in 2017. This programme brings together training and a platform that is designed so that employees can propose ideas that enable Grupo Catalana Occidente to improve its products and services.

In this time, employees have contributed more than 300 ideas to the 18 proposed challenges. Of these, 100 ideas have been supported; three are in the project phase and one of them (Weather Alert Service) was launched as a free service for customers during the month of March.

In addition, the Group has taken a step forward in its commitment to the development of innovative culture with the launch of inspirational and informative seminars on digital transformation and new technologies.

These talks help to awaken the innovative point you may have inside.

Óscar Alonso Ordóñez, Plus Ultra Seguros employee

The centre of the strategy: the customer

For Grupo Catalana Occidente, the customer is in the centre of the strategy and therefore, is the motor for all of the innovation processes. In this sense, there is constant analysis of the customer's opinion in order to learn their needs and to be able to offer innovative solutions adapted to their profile.

Also, the Group has a clear commitment to omni-channels, i.e., the customers decide the channel through which they want to interact. In this sense, the Contact Centre transformation project has been consolidated in 2019 with the aim of responding to the new communication needs of customers. In this way, the Group works to offer its customers a consistent and homogeneous experience on all channels.

Finally, the basic pillars (culture, offer and customer) are based on two essential catalysts for carrying out this transformation: data and technology. The Group is aware of the need to be prepared to manage the information available to customers, in order to offer them a better experience and greater personalisation. It is also working to adapt and improve the technological systems with the objective of being prepared and agile in order to respond to the needs of consumers.

When you're in an environment that's innovative, you jump in and join in too. We are all capable of innovation to some extent. I think that in the Group's culture, innovation is increasingly a key issue to move forward

Carlos López-Pélaez, Seguros Catalana Occidente employee

Technology and operations

The Group doubles down on its digitalisation program.

In 2019, the efforts with regards to digital transformation were significantly increased.

Data Science

Artificial Intelligence and, particularly, the application of machine learning techniques, allow for improvement of the operative efficiency of internal processes and increased quality of service for our customers. The Group has a Business Analysis area to make the most of the advantages offered by these technologies. Structured and unstructured database projects are also being developed.

Connected safety car

Today, new models of mobility are emerging and have emerged that may represent a turning point for society. One of them is the connected car model, that is to say, the one that has Internet connection or some telematic device or technology that allows the connectivity with it.

• Unification of platforms

A project that aims to provide a technological framework common to all companies of traditional business in the Group and to improve the efficiency of processes and promote technological synergies.

Robotics

Automation projects to improve payment systems.

• "Atradius Business Transformation" Programme

The aim is to improve its offer of services and product development to maintain the strong value proposition for customers.

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Business Units

Traditional business

The traditional business, with a wide range of insurance products, mainly aimed at households and SMEs, is managed through a dedicated network of professional agents and over 1,600 offices in Spain.

The business lines offered are:



Multi-risk

Family-home, stores. communities, offices and SMEs.



Life

Life risk, life savings, pension plans and investment funds as well as funeral and health.



Other

Industrial Products, engineering, accidents and civil liability.



Motor

Coverage for vehicles or transport fleets

The brands of the Group in the traditional business are:









Operating platforms of the Group

The entities of the traditional business share different operating platforms in order to improve efficiency and offer quality service to customers.





Focus on the service:

- Personalisation:
- Immediate resolution.
- Self-service.

Credit insurance business

Through credit insurance, the Group provides products and services that contribute to the growth of companies throughout the world by protecting them from the default risk associated with selling products and services with payment in instalments. This is a business structurally linked to economic performance and, in particular, to the performance of corporate defaults worldwide and of the global trade volume.

The business lines offered are:



Credit insurance

Protects against financial losses due to the inability of a buyer to pay for goods purchased on credit.



Protects the beneficiary if a supplier does not comply with its contractual obligations.



Reinsurance

Wide range of reinsurance options for insurance companies of the main insurers in the world.



Global

Solutions adapted in a Global manner for multinational companies.

The brands of the Group for credit insurance business are:







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Corporate structure

Grupo Catalana Occidente is composed of 50 companies, mostly involved in the insurance business. The parent company is Grupo Catalana Occidente S.A. (with corporate address at Paseo de la Castellana 4, 28046 Madrid), which directly and indirectly administers and manages the investments of all Group entities.

The following table reflects the main entities included in the consolidation perimeter of the Group at the close of 2019. All of them have their own organisational structure and network. From an organisational point of view they have a structure with centralisation and decentralisation of operations, with the following service centres: two underwriting centres, six claims centres, an administrative centre and a call centre.

On 14 February 2019, the Catalana Occidente Group executed the contract for the sale of Seguros de Vida y Pensiones Antares S.A., an insurance subsidiary of Telefónica, as indicated on page 15. Later on 20 June 2019, it was agreed to merge Plus Ultra Seguros and Antares through the absorption of the latter, which was executed on 31 December.

Grupo Catalana Occidente - Principal entities

Insurance companies	Complementary insurance companies	Investment companies
Crédito y Caución Seguradora de Crédito e Grantias Brazil		
Atradius Rus Credit Insurance	Graydon	
Atradius Seguros de Crédito México	Iberinform Internacional	Atradius Finance
Atradius ATCI	Atradius Information Services	Atradius Participations Holding
Atradius Re	Atradius Dutch State Business	Atradius NV
Atradius Crédito y Caución	Atradius Collections	Grupo Compañía Española Crédito y Caución S.L.
	Grupo Asistea	
	Asitur Asistencia	
	GCO Contact Center	
	Prepersa	
	GCO Tecnología y Servicios	
	Cosalud Servicios	
	CO Capital Ag. Valores	GCO Activos Inmobiliarios
	Inversions Catalana Occident	Hercasol SICAV
GCO Re	Bilbao Telemark	Sogesco
Plus Ultra Seguros	Previsora Bilbaina Agencia de Seguros	Bilbao Hipotecaria
NorteHispana Seguros	S. Órbita	Catoc SICAV
Seguros Bilbao	Bilbao Vida	GCO Gestora de Pensiones
Seguros Catalana Occidente	Tecniseguros	GCO Gestión de Activos

Traditional business

Credit insurance business

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Corporate governance

Best practices

In 2019, the Group has continued with a corporate governance model, aligned with international best practices, that commits transparency, rigour and accountability.

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Corporate governance model

The Board of Directors continues to focus its activity according to the principles of good governance.

The government bodies of Grupo Catalana Occidente have the goal of providing management and control structures that are suitable to protect the interests of shareholders, to monitor compliance with the strategy for society and to ensure the creation of value and the efficient use of resources in a transparent framework of information.

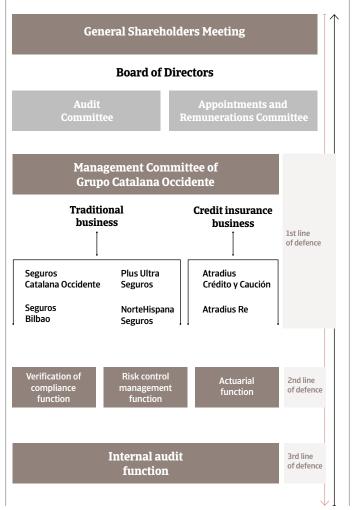
The Group applies practically all recommendations from the Code of Good Governance by the National Securities Market Commission (CNMV) for listed entities as well as advanced practices in corporate governance.

The main functions of the government bodies are described in more detail in the Corporate Governance Report attached and on the corporate website.

General Shareholders Meeting

The General Meeting is the body that represents the shareholders. Its operation and action is regulated by the articles of association and the Regulations of the General Shareholders Meeting. One of its main functions is to approve the accounts and the application of the result. In the Group there are no restrictions on the right to vote and each share is entitled to one vote.

The next General Shareholders' Meeting has been called for 30 April 2020 at 5.00 p.m. in Madrid, at first call In order to facilitate the participation of all shareholders, the Group provides a digital debate forum as well as electronic methods that facilitate distance voting and the delegation of representation.



Board of Directors

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The Board of Directors is the maximum management and supervision authority in the Group. The guiding principle for action is to delegate the ordinary management to the management team and to concentrate the activity on the supervision function which includes, among others:

- Strategic responsibility: direct the policies.
- Supervision responsibility: control management.
- Communication responsibility: serve as a link between shareholders.

Its operation and action is regulated by the articles of association and the Regulation of the Board of Directors. At year-end, the board of directors consisted of 16 directors, of which 10 were proprietary directors, 2 are independent and 4 are executive directors. During the year 2019, the Board of Directors has met 11 times, where it has revised, been informed and, where applicable, made decisions regarding the financial position and results, strategic plan, acquisition operations, policies and risk control, among other issues.

Board of Directors

Chairman

* José María Serra Farré

Chief Executive Officer

* José Ignacio Álvarez Juste

Vice Chair

Gestión de Activos v Valores S.L. Javier Juncadella Salisachs

Secretary director

* Francisco José Arregui Laborda

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Members

Jorge Enrich Izard

* * Juan Ignacio Guerrero Gilabert

Federico Halpern Blasco

* * Francisco Javier Pérez Farguell

* Hugo Serra Calderón

María Assumpta Soler Serra

Cotvp. S. L

Alberto Thiebaut Estrada

Ensivest Bros 2014. S. L.

Jorge Enrich Serra

*Executive directors **Independent

Enrique Giró Godó

Jusal, S. L.

José María Juncadella Sala

Lacanuda Consell, S. L. Carlos Halpern Serra

Villasa S. I

Fernando Villavecchia Obregón

Non-Secretary Vice-Chair

Joaquín Guallar Pérez

Delegate committees:

The Board of Directors has two delegated committees: the Audit Committee and the Appointments and Remunerations Committee.

Audit Committee

Chairman

Juan Ignacio Guerrero Gilabert

Members

Francisco Javier Pérez Farguell Lacanuda Consell, S. L.

The Board of Directors has appointed an audit committee in accordance with the provisions of Additional Provision 3 of the Audit Act. Its composition and regulation is established in the Regulations of the Board of Directors.

Appointments and Remunerations Committee

Chairman

Francisco Javier Pérez Farguell

Members

Juan Ignacio Guerrero Gilabert Gestión de Activos y Valores S.L. The Appointments and Remuneration Committee ensures, among other matters, that the candidate selection processes for board members do not suffer from implicit biases that hinder diversity, making suggestions or informing the Board of Directors, as corresponding, with complete objectivity and respect for the principle of equality, under the framework of their professional roles, experience and knowledge.

Management committee (first line of defence)

Grupo Catalana Occidente has a corporate management committee that directs and coordinates the day-to-day management of the Group. Also, the individual principal insurance entities that form part of the Group have their own management committee.

These committees meet monthly on a corporate level and each fortnight on an entity level in order to take actions relative to the operating system.

External Audit

The firm PriceWaterhouseCoopers Auditores, S.L., performs the individual external audit of the Society and the consolidated Group, as well as of the majority of the entities that form part of it. This brings global homogeneity between all audits and, in particular, with regards to the financial information systems.

In Note 20d of the report and in the Corporate Governance report, the remuneration paid to the auditors is listed both in concept of auditing services and other services. The entire contents of the annual reports, of the notes to the report and the auditor's report is available at: www.cnmv.es and at www.grupocatalanaoccidente.com, within the section dedicated to investors and analysts, in the economic information section.

Assessment of the board and the committees

Following the recommendations of good corporate governance, by the CNMV, during the year 2018 an external evaluation was carried out by KPMG in the role of independent expert on the operation of the Board of Directors, on the delegated committees and on the performance of the chairman.

The result was positive, highlighting both the adequacy of the procedures and the functioning of the bodies, although the independent expert issued a series of recommendations that the Board has followed up on, many of which were complied with during the current year.

Information and transparency

The Board of Directors has approved the management report, corporate governance report and report on remuneration of members of the Board of Directors corresponding to the year 2019, following the guidelines established by the regulations in relation to the transparency of listed entities.

Through the shareholders and investors portal on the corporate website, it is possible to access the corporate governance report and the remuneration report, which contain detailed information on the Board of Directors, its operation and the remuneration of its members during the year.

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Key functions (2nd and 3rd line of defence)

Control of risk management function

Supports the board of directors and the management committee with identification, assessment and control of all risks.

- Supports for the board of directors in the annual establishment of the appetite and risk tolerance for the Group and its main businesses.
- It follows up on the prospective risk assessment.
- · Periodic monitoring of the risk profile and threats.

Verification of compliance function

Ensures compliance with the obligations that affect the organisation of the Group, including both the regulations of mandatory application as well as those assumed on a voluntary basis, including the legal, regulatory and administrative provisions affecting the Group, as well as its own internal regulations.

Actuarial function

Exercises the powers conferred by the regulations.

- Expresses an opinion on the technical provisions.
- Assesses the quality of the data used.
- Expresses an opinion on the suitability of the technical provisions included in the ORSA.
- Expresses an opinion on the subscription policy.
- Expresses an opinion on the reinsurance policy.

Internal audit function

Directly reports to the audit committee as a delegate committee of the board of directors and exercises maximum supervision of the Group's internal control. In 2019 the Group carried out a total of 102 audits, including 4 on aspects of Solvency II, 8 on processes of the internal control system for the generation of

financial information (SCIIF) and 3 on the prevention of money laundering and financing of terrorism.

In total, over 313 opinions have been issued, 96% of which are at least in the satisfactory category. $\,$.

Remuneration policy

This is oriented towards the recurring generation of value and sustainability of results over time. It also seeks to align the interests of the directors and employees with those of the Group's stakeholders together with prudent risk management in such a way as to be reasonable with the size of the Group, its economic situation and the market standards of comparable companies.

This policy is approved for three-year periods (unless there are amendments to it) by the General Shareholders' Meeting. Three years having passed since the last time it was approved, the Board of Directors has approved the submission to the General Shareholders' Meeting of a new, continuous policy for the three-year period 2020-2022. Likewise, the annual report on remuneration to the Board of Directors is published annually and submitted to the consultative vote of the General Shareholders' Meeting, which includes the remuneration received by both the Company and its subsidiaries.

Principles of the policy

- To create long term value.
- To compensate the achievement of results based on prudent and responsible risk assumption.
- To attract and retain the best professionals.
- To reward the level of responsibility.
- To ensure internal equality and external competitiveness.

Terms and Conditions

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The members of the Board of Directors in their roles as such, have perceived remunerations, in the concept of statutory attentions and daily subsistence allowances for attendance at meetings. In turn, the executive directors have signed, in accordance with the trade regulations, their corresponding contracts which include, among other elements, and as appropriate, a fixed remuneration, variable remuneration (one different portion), payment in kind and a system of complementary social security.

In Note 20b of the report and in the remuneration report, the amounts paid to the members of the Board of Directors for all of the above concepts are listed.

Policy of aptitude and honour

The corporate governance of the Group not only involves the Board of Directors and other governing bodies, but also extends to all aspects of the organisation and teams.

The Group, through a proper and transparent policy for remuneration and aptitude and honour, ensures that the positions are held by the suitable people.

Aptitude

It is understood that the professional is suitable if they have the training and the right profile to perform the functions entrusted to them, as well as practical experience derived from previous jobs with functions similar to those to be undertaken. In order to evaluate its aptitude, the Human Resources Management defines an ideal type of qualification, knowledge and experience for each role and evaluates the aptitude through the corresponding supporting documentation.

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Honour

The process for determining honour is performed by the Human Resources Management and the Group's Regulatory Compliance Unit. The evaluation of honourableness includes an assessment of their honesty and financial solvency based on reliable information on their reputation.

In conformance with the applicable regulations, the Group provides both the corresponding insurance supervisor and, where applicable, the CNMV or the Bank of Spain, as corresponding, all of the information regarding appointments and terminations of strategic personnel.

Ethical framework

The Group's code of ethics promotes responsible and transparent management, considers people to be the greatest asset and places the customer in the centre of the activity.

The Group's code of ethics, formulated and approved by the Board of Directors, is the document that establishes the guidelines that preside over the ethical behaviour of the directors, employees, agents and collaborators of Grupo Catalana Occidente in their daily work, with regards to the relationships and interactions they maintain with the groups of interest.

This Code, developed through different protocols, has been periodically renewed in order to adapt to the new realities faced by the Group and includes, systematises and publishes its principles and values for action in line with the cultural keys of the Group, including the commitments assumed in reference to good governance and issues related to ethics and regulatory compliance and, in particular, the actions related to corruption and bribery, compliance with human rights, respect for people, professional development, equal opportunities, the relationship with collaborating companies, occupational health and safety and respect for the environment, among others.

The Code of Ethics includes, among others, the actions of those responsible for law enforcement by Grupo Catalana Occidente, the actions upon receipt of judicial documentation or in the case of receiving an inspection, as well as the manual for procedures and selection of suppliers and the channel for claims against fraud and irregularities.

Communication and monitoring

The Code of Ethics is communicated to the entire staff through the intranet of each of the Group entities, receiving the appropriate training in this regard, and it must also be assumed by all employees of the Group entities. This Code of Ethics can be consulted on the Group's corporate website.

The Group has safeguards in place to ensure compliance with the Code of Ethics, including a channel for complaints and irregularities through which such complaints and possible violations can be managed.

Furthermore, the Group avails of various policies and internal regulations on behaviour for specific topics such as:

- Internal behavioural regulation regarding the Stock Market
- Outsourcing Policy and Procedures and Supplier Selection Manual.
- Prevention of money laundering and funding of terrorism manual

This management model also establishes that the Audit committee and the Management Committee receive periodic reports on the actions in this area.

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Compliance and prevention

Operating in a highly regulated sector makes the verification of compliance function essential.

Regulatory compliance

· Prevention of money laundering and funding of terrorism

The Group has a manual for the prevention of money laundering and the financing of terrorism, which sets out, among other matters, all the measures implemented by the Group entities subject to the regulations on the prevention of money laundering and the financing of terrorism.

These measures are subject to annual review by an external expert who prepares a report and has considered that the Group has a satisfactory prevention system. The board of directors examines this report, together with proposals of necessary measures, to address the weaknesses identified. No reports of money laundering have been received.

As part of the prevention system, the Group has implemented an annual training plan for its employees in this area.

• Data protection. Cyber security

The Group entities have a personal data protection policy and a prevention policy, among others, approved by the Board of Directors, which coordinates the data protection committee and its delegates.

Potential cyber attacks are considered one of the principal risks in the sector. This is why the Group has continued to prepare ti have a *Chief Information Security Officer* during 2019.

During the year, the Group did not receive any claims related to customer privacy violations from third parties nor cases of filtrations, theft or loss of customer data. Nor has the Group received any substantiated claims regarding violations of customer privacy and/or security breaches with loss of personal data from the relevant regulatory authorities

Fight against fraud and corruption

The Group has procedures to combat fraud, which help to identify possible malicious acts or omissions in purchasing the insurance policies, in the statement of claims, or in the accreditation of damages, which are designed to obtain improper benefits, money laundering or unjust enrichment.

Likewise, the Code of Ethics and its development protocols establish the policy of action in anti-corruption matters, expressly prohibiting activities such as extortion, bribery and influence peddling, as well as indicating how to act in the event of acceptance or granting of gifts, donations and contributions to foundations and non-governmental organisations, among other actions.

The Group also has a reporting channel that allows any employee to inform the Corporate Internal Audit Department of conduct that may involve the commission of criminal acts within the Group.

In 2019, 51 incidents of fraud were detected for an amount of €539,333 in terms of contracting, claims and others that represent 0.01% of the turnover.

• Reliability of the financial information

Following the recommendations of the CNMV about the Internal Control System of Financial Reporting (SCIIF) in 2019, the Group has continued in strengthening the reliability of the financial reporting released through the documentation of the processes, the homogenization of criteria and the reflection on efficiency improvements.

Internal control

The system is based on a solid culture of control where the fundamental principles are clearly defined and notified to all levels of the organisation. The internal control system is subject to an independent monitoring process that verifies proper operation over time. Comprehensive system monitoring is performed by the management of the internal audit.

Within the control environment, the Group focuses on controls for financial and property investments. In this sense, the concentration and dispersal of fixed income and equity, the average rating of the portfolio, exposures by rating and how they have changed, changes in the optionality of assets due to changes in interest rates, and the performance of underlying assets are monitored at monthly intervals.

In addition, in 2019 more progress was made regarding improving the quality of the risk map. In total, the Group avails of over 5.000 internal controls.

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Risk management

The strategy and policies for risk management by Grupo Catalana Occidente are under the responsibility of the Board of Directors of the company.

Risk management system

This is based on the principle of "three lines of defence":

1st line - Taking responsibility for risks.

This consists of the business units that are responsible for the risk assumed and management of the same.

2nd line - Control and monitoring.

This consists of the role of risk management control, verification of regulatory compliance and actuarial function. It defines controls that permit ensuring compliance with the processes and policies for risk management.

3rd line - Internal audit function.

The function of the internal audit is responsible for carrying out an independent evaluation of the effectiveness of the government system, the risk management system and the internal control.

From the risk management control area, all significant aspects relative to risk management are handled, marking guidelines and reference criteria that are assumed by the entities with the adaptations necessary.

Information and communication

The government bodies receive information relative to the quantification of the principal risks the Group is exposed to and the capital resources available to face these with a frequen-

cy of at least once per quarter, as well as the information relative to compliance with the limits established for risk appetite.

Since 2016, with an annual nature, the Group and the insurance entities that form part of it publish a specific report on the financial and solvency situation which details and quantifies the risks they are exposed to.

Risk strategy

Grupo Catalana Occidente defines its risk strategy as the level of risk that the entities that form part of it are willing to assume, and ensures that the integration of the same with the business plan permits compliance with the risk appetite approved by the Board of Directors.

Grupo Catalana Occidente has defined the following concepts for risk management.

Risk profile

Risk assumed in terms of solvency.

Risk appetite

Risk in terms of solvency that the entities that form the Group plan to accept to achieve their objectives.

Risk tolerance

Maximum deviation with respect to the appetite that is willing to be assumed (tolerate).

Risk limits

Operating limits established to comply with risk strategy.

Alert indicators

In addition, the Group avails of a series of early alert indicators that work as a base for both monitoring the risks and for complying with the risk appetite approved by the Board of Directors.

Business strategy and ORSA

The business strategy is defined in the Group's strategic plan and the medium-term plan, which is aligned with the strategy. The ORSA is carried out at least once a year and evaluates:

- · Compliance with the capital requirements.
- Deviation between the risk and solvency profiles.
- Compliance with the capital requirements in adverse situations.

The ORSA contributes towards spreading a common risk culture and provides a prospective vision of the risks and solvency position in the medium-term plan framework.

The Group performs a *back-testing* analysis between the estimates of the capital requirements for the year, ORSA and its results at the end of the year.

Policies for risk management

The Group has written policies which, together with the existing technical standards, it has reviewed and approved during the financial year 2019. The policies are available in Table 12 of the Non-Financial Information Statement.

Each of these identify the own risks of each affected area, establishes risk quantification measures, determines actions to supervise and control said risks, establishes measures to mitigate the impact of the same and determines the information and internal control systems to control and manage the risks.

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Risk map

During the year, the company has continued to improve and in particular is analysing the risks not measured by the standard formula or the internal model. Special attention has been paid

to the risks derived from Brexit, commercial tensions between China and the United States, cyber-risk and data protection.

	Description	Regulation	Mitigation	Impact in 2019
Social, environmental and sustainability risks	Risks arising from the national and international economic, political and social environment and from the new habits of society Specifically this year, Brexit, a lax monetary policy with minimum interest rates, slower world economic growth and an aging population, stands out.	Underwriting regulations, written policies (in particular investment policy) Internal Code of Conduct. Corporate Social Responsibility Unit	Underwriting risk, Internal Audit, Internal Control, Claims and Complaints Channel, Occupational Health and Safety Area and strategic plan process and sector analysis	See section 7: relationship with groups of interest.
Non-life underwriting risk	Control of subscription and claims through strict control of combined ratio and default credit risk, also supported on the reinsurance policies.	Subscription and reserve policies. Reinsurance policy. Manual and technical standards for subscription. Data quality policy.	Reinsurance and strict control of the combined ratio. Maintenance of the business diversification.	Claims ratio in traditional business of 90.4%. Claims ratio in credit insurance of 73.4%. For risk quantification, see SFCR.
Life, health and funeral business underwriting risk	Control of subscription, of claims and portfolio value, also supported on the reinsurance policies.	Subscription and reserve policies. Reinsurance policy. Manual and technical standards for subscription. Data quality policy.	Reinsurance and strict control of the risk subscription.	For risk quantification, see SFCR.
Life, health risk	Detailed analysis of asset-liability management (ALM), analysis, and sensitivity analysis for future scenarios.	Investment policy. Management based on principle of prudence. Asset and liability evaluation policy.	Management of assets based on principle of prudence. *Control of different types of portfolio and objectives. *Commitments of liabilities to cover. *Typology of investments considered suitable for investment. *Diversification limits and credit rating to be maintained.	Financial result for net income of 0.8% impacted by maintenance of reduced interest rates and exchange differences. Non-recurring result of -€25.8 million due to impairment in value of two subsidiaries. For risk quantification, see SFCR.
Counterparty risk	Control of credit rating for the principal financial counterparties and rating of the reinsurance panel. Monitoring of risk exposure for commercial credit.	Reinsurance policy. Investment policy.	Reinsurance with counterparties with good credit rating. Diversified investment portfolio with high rating.	No impact. Average reinsurer rating of "A". Average investment portfolio rating of "BBB". For risk quantification, see SFCR.
Operational and regulatory compliance risk	Control of inherent risk and residual risk through the implementation of preventive controls and mitigation in the case of occurrence of an event. Includes risk non-compliance Regulation and evaluation of the impact of any change in the legal environment.	Contingency plans. Data quality and safety policy. Code of ethics. Procedure for action in cases of irregularities and fraud (report channel). Internal Code of Conduct. Verification of regulatory compliance policy. Prevention of money laundering and funding of terrorism Externalisation policy. Cyber risk / data protection.	Implementation of an efficient internal control system.	No impact. Positive result of the "cyber risk attacks". For risk quantification, see SFCR. There have not been any events of regulatory non-compliance but there are still significant imminent regulatory changes:
Liquidity risk	Control of liquidity in the companies and the obligations.	Investment policy.	Low debt ratio.	Over €1,800 million in liquid assets and deposits. For risk quantification, see SFCR.
Strategic risk	Controlled by the Board of Directors and the management committee through the Strategic Plan and the guidelines of the Group.	Strategic plan and medium-term plan.	Continuous monitoring of the regulatory frameworks, allowing the entity to adopt the best practices and most efficient and rigorous criteria for implementation.	Solvency ratio of 200%, slightly higher than the European average. Favourable performance of solvency publication
Reputation risk	Continuous improvement of customer service and the image of the Group and the risks that may have an impact on the Group.	Procedure for action for irregularities. Code of behaviour. Code of ethics. Policy of aptitude and honour.	Frequent contact with the rating agencies. Implementation of an efficient internal control system.	financial statements and tax risk management and control policy. Political situation in Spain.

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Commitment with the stakeholders

In constant dialogue

A Group identified and committed to its stakeholders

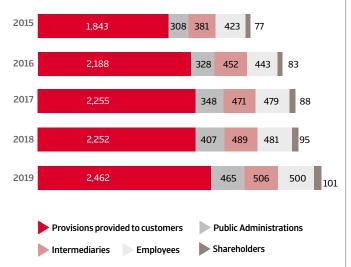
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Creation of value

The vocation of Grupo Catalana Occidente is to consolidate a solid business and generate sustainable social value. In 2019, the Group contributed €4,034 million to society.

Sustainable social value is the result of focusing the Group's activity not only on obtaining good financial results but also on favouring the well-being of the people that form part of the interest groups and society as a whole in the short and long term.

In 2019, the Group contributed €4,034 million to society, with customers being the main group of interest with 61.0% of the total.



Society

Specific commitments



Proactive cooperation with entities in the insurance sector and other associations.

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Contribute to the well-being of the groups of interest.

Corporate websites and social networks.

Communication channels.

- Fundación Jesús Serra magazine.
- Fundación Jesús Serra website and social networks.

The Group also bases its business model on respect for people and on generating economic development, well-being and work stability for over a century. In parallel, its social action is articulated through the Fundación Jesús Serra. Its budget in 2019 was €2.3 million.

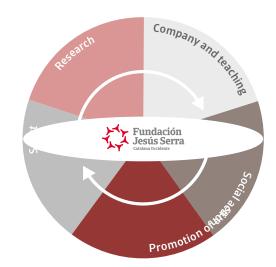
The entities of the Group invest, furthermore, in initiatives related to the territories they operate it, with its historic past and own entity. At Seguros Catalana Occidente we can highlight the support of the Symphonic Orchestra of Sant Cugat and the Auditorium. Plus Ultra Seguros focuses on the support of sporting disciplines such as paddle tennis or basketball from a wheelchair. In turn, Seguros Bilbao focuses on cultural sponsorships such as the Guggenheim Museum or Ship Museum. Atradius Crédito y Caución invests in projects that are strongly linked to the business, such as initiatives that support the business development. Altogether, the amount destined to these projects reached €952 million.

Grupo Catalana Occidente S.A. did not receive any amount that could be considered a "public subsidy" during the year. This concept includes loans granted by public administrations and

their dependent bodies, whether they are repayable or non-repayable in full or in part, loans with zero or below-market interest.

Fundación Jesús Serra

Fundación Jesús Serra is a private non-profit entity created in memory of Jesus Serra Santamans, well-known businessman and patron, founder of Grupo Catalana Occidente, which is intended to give support and promote initiatives of a cultural. business, education, music, sports, research and charity type.



The Fundación Jesús Serra Research Award is a recognition of the work of many professionals who try to prevent and treat the health problems suffered by our current society

Salvador Aznar, researcher at the Catalan Institute for Research and Advanced Studies (ICREA) and the Institute for Research in Biomedicine of Barcelona (IRB Barcelona)

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Employees

Specific commitments



- Equal opportunities
- Fair payment
- Permanent training

Communication channels.



- Corporate internet for companies
- Announcement boards and suggestion boxes.
- Employee representatives

Training

During the 2019 financial year, the Group has maintained the training actions aimed at professional development, in line with the provisions of the Training Plan. This plan is established annually on the basis of the Group's Strategic Plan, the training needs analysis questionnaires sent to each general sub-directorate and the specific training needs derived from professional evaluations. Also noteworthy in the traditional business is the Training and Professional Development Committee, made up of the head of Professional Development and the training managers of the various traditional business companies.

In the credit business, there is "Atradius Academy" a learning platform available to all employees of the credit business where they can find a wide selection of online courses. This year, the strategy for the platform has been updated and new courses have been included. In total, at Group level more than 149,000 hours of training have been carried out, an average of 18 hours per employee

Professional development

The Grupo Catalana Occidente is committed to the professional development of its employees, promoting the capacities of

the new generations of professionals who, in the medium and long term, will occupy positions of responsibility, and updating the skills of the most expert professionals, to adapt them to the new challenges of the business environment.

Throughout 2019, the construction and validation of a job levelling model common to all companies continued in the traditional business as a necessary management tool for establishing professional development itineraries, a model that has already been developed in the credit business. Likewise, in the traditional business, also based on the Management Skills Model defined in 2018, an analysis of management skills based on a 360° model has been carried out for the entire management level of the Group, in addition to maintaining the professional evaluation that affects technicians and managers. In the same vein, the credit business already has a system of job levelling, and has been using a system of professional evaluation and analysis of potential for development that are part of the human resource management systems and are already consolidated.

Equal opportunities.

The Grupo Catalana Occidente integrates in its business strategy the corporate social responsibility policies focused on a responsible and transparent management. The behaviour of all its members is based on ethical behaviour based on good faith and integrity as set out in the principles of action formalised in the Code of Ethics: the principle of integrity and honesty, the principle of impartiality, the principle of transparency, the principle of confidentiality, the principle of professionalism and the principle of corporate social responsibility.

In this line, no type of discrimination is permitted based on birth, sex, religion, opinion or any other personal or social condition or circumstance. Respect for human rights is also guaranteed.

In addition, companies of significant size have an Equality Plan and a Protocol for the prevention and treatment of sexual harassment on the grounds of gender and moral harassment. The Equality Commission is responsible for ensuring compliance. The general objectives of these plans are:

- **a)** To promote the principle of equal treatment between men and women, guaranteeing the same professional opportunities in employment, selection, remuneration, training, development, promotion and working conditions.
- **b)** To guarantee the absence of direct or indirect discrimination on the basis of gender and, especially, those derived from maternity, paternity, the assumption of family obligations, marital status and working conditions.
- **c)** To prevent all types of abuse, particularly sexual harassment and gender-based harassment, implementing a code of behaviour that protects the entire human team.
- **d)** To promote equal opportunities through communication and awareness on all organisational levels.
- **e)** To favour conciliation of the professional, personal and family life of the whole team.

It should be noted that the composition of the staff is generally gender balanced. Although the functions of greater responsibility are mostly occupied by men, in recent years, a positive trend has begun to emerge towards achieving a balance.

The Group is also committed to the employment integration of people with disabilities. At the end of the year, 92 people with different abilities were on the Group's payroll. The companies Seguros Catalana Occidente, GCO Tecnología y Servicios, Plus Ultra Seguros, Seguros Bilbao, have been awarded the certificate of exceptionality granted by the State Public Employment Service, under the provisions of Royal Decree 364/2005, of 8 April, which regulates the alternative fulfilment of the reserve quota in favour of disabled workers on an exceptional basis.

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In 2019, the Group has not recorded any cases of discrimination, although there has been one case of human rights violations.

Healthy Company

Grupo Catalana Occidente is concerned about the well-being of its employees, promoting sport and healthy living. Last year the Healthy Company initiative was launched, with the outstanding milestone of the remodelling of the Club Catalana Occidente, in Sant Cugat del Vallés, and with the aim of carrying out similar actions in the rest of the Group's entities.

Internal Communication

The Group maintains constant communication with our employees, making sure to keep them informed about the future of the business and about any information relevant to the Group and its entities. For this purpose, there are corporate intranets as the principal tools for internal communication accessible to all employees. In this regard, at the beginning of the year the documents summarising the Group's strategic plan, as well as the guidelines for each year, are published and are accessible to all employees.

Reconciliation and co-responsibility of both parents

In their commitment to equal opportunities and work-life balance, the companies adhering to the Collective Bargaining Agreement, which affects practically all traditional business entities, offer a flexible timetable that allows them to accumulate hours for future free use and an intensive working day in the summer months, as well as the option of voluntary leave for one year with a guarantee of re-entry.

Likewise, these companies offer social benefits such as a permanence prize, retirement prize, birth prize, help for disabled relatives, life insurance above the conditions of the collective agreement of the insurance sector and personal loans.

On the other hand, the company GCO Contact Centre has started the teleworking modality for some workers and plans to increase the number of workers in teleworking situation progressively.

At Atradius N.V., measures to facilitate and encourage work-life balance are subject to regulation in each country.

In 2019, a disconnection policy was approved for the companies of the Catalana Occidente Group.

Fair payment

During 2019, progress has been made in having a common remuneration policy in the traditional business, with a wide variety of flexible remuneration products, including the annual offer of remuneration by shares for the staff of the insurance activity. Likewise, employees have an extensive programme of social benefits, including pension plans, company canteens, financing of employee training (university education, MBA, languages), help for disabled relatives, personal loans, etc.

Union representation and collective bargaining in Spain

The continuous dialogue between the organisation and the employee representatives is articulated through the Company Committees and Trade Unions with whom the companies maintain fluid communication, with periodic meetings addressing the issues related to working conditions, equality, prevention of occupational hazards, professional recognition, etc., and the existence of committees designed to address specific topics such as Health and Safety, Professional classification Pension or Equality Plans, whose committee ensures compliance with the equality plans.

This year has seen the consolidation of the application of the same working conditions for all the employees of the companies that have signed the Collective Bargaining Agreement that af-

fects practically all the insured business entities. Within the same, working conditions have been established that are common to all staff in the insurance sector that have integrated activities and share the same operating functions that highlight consolidation for all employees in a system of social prevention with annual contributions corresponding to 5% of the fixed salary. In addition, the remuneration systems of the integrated companies were integrated in the recent period, establishing a system of professional classification that establishes the same conditions for the same functions, which is a guarantee of equity.

In addition, this year the company GCO Contact Centre has reached an agreement with the representation of workers in the Madrid area to establish measures aimed at resolving the discomfort detected in the report on psychosocial risks in the Madrid workplace and improving the reconciliation of family life, along the same lines as those agreed with the representation of workers in the Sant Cugat area at the end of 2018. At present, both work centres have an equivalent agreement that has allowed stability in the management of the activity and a good social climate.

In European countries, the percentage of employees under the Collective Bargaining Agreement is over 95%, except in the UK (89%).

With regard to collective bargaining agreements, Atradius N.V. is in constant dialogue with the trade unions in each country and the works councils, and in the case of the EU also with the EWC (European Works Council).

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Customers

Specific commitments



- Develop competitive products
- Transparent and integral personal advice.
- Excellence in service

Communication channels.



Customer retention rate

- Customer service
- Web
- Mediation network.

	2018	2019	Chg.
Number of policyholders NT	3,324,450	3,340,350	0.48%
Private policyholders	2,968,729	2,982,812	0.47%
Company policyholders	355,721	357,538	0.51%

Customer experience in traditional business	2018	2019
NPS Level of promotion suggested	34.1%	39.6%
PER * Customer intention to remain	91.4%	87.8%
ISC* Level of company satisfaction	90.3%	86.2%
SSR Service satisfaction rate	62.5%	65.5%
* North-Hispanic Range		
Customer experience from credit insurance	2018	2019

97.1%

97.3%

The Group's entities are adhered to the guide for good transparency practices of Unespa

Customer service

In 2019, the entities of the Group received, through their customer service channels, a total of 4,636 claims, which represents an increase of 18% compared to 2018. The increase in the total number of claims compared to 2018 is due, on the one hand, to the incorporation of a new company to the Group (Seguros de Vida y Pensiones Antares, S.A.) and, on the other hand, to the fact that this year, with respect to Seguros Catalana Occidente, S.A. de Seguros y Reaseguros, the complaints received by external/third party services as a complement to the insurance activity and which were previously scattered in terms of attention and resolution among the Service Centres and the mediators themselves, were also recorded. 82% were admitted for investigation, with 33% being resolved in favour of the customer, 5% reaching another agreement and 62% being in favour of the entity.

In the credit insurance in 2019 work continues on the on-line platform "AGORA" for the insurance of recoveries that allows customers to buy recovery services and receive payments. This platform increases the efficacy and efficiency of collecting unpaid invoices.

Crédito y Caución is helping us a lot internationally, especially with its Cycomex tool"

Juan Luis LasaChairman of Ternua Group. Crédito y Caución Customer

Customer experience project

In 2016, the Customer Experience Project was launched, this is a transversal initiative within the traditional business whose main objective is to create a customer-focused culture by understanding their needs, measuring their opinion in all phases of the so-called customer *journey* and guaranteeing an optimal, consistent and homogeneous experience regardless of the contact channel.

The customer *journey* was represented graphically as a means of identifying the initiatives to be developed, a route that includes the different phases in which the customer interacts with the companies of the Grupo Catalana Occidente, with special attention to the interactions of claims. The aim is to get to know the customer better at each of these stages, so that their different needs can be met.

In recent years, new self-service functionalities have been developed and implemented in the e-customer tool. For example, the user can know the status of his claim and follow the different phases of the claim. In 2019, progress has been made on the self-service value proposition with the aim of continuing to provide customers with an autonomous, immediate and digital management capacity.

On the other hand, it is worth mentioning the customer experience guides for the professionals who serve them during a claim, establishing clear protocols on how they should relate and interact with the customers. In this way we intend to homogenize processes in order to provide the highest level of service through our professionals. To analyse the impact of these initiatives, the customer's voice is collected through various surveys carried out at different key points in the customer's itinerary.

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Shareholders and investors

Specific commitments Offer an attractive enviro

- 톚
- Offer an attractive environment for investment
- · Carry out prudent risk management
- Develop a long-term strategy



Communication channels.

- Corporate website: shareholders and investors.
- Roadshows.
- General Shareholders Meeting

The relationships with shareholders and investors develop in conformance with the principles of good governance, responsibility, priority of social interest, equal treatment, transparency, veracity and fluid and permanent dialogue.

The Group avails of various communication channels to guarantee the quality and frequency of its relationship with the institutional investors and shareholders, two specific areas of the organisation attend to requests from institutional investors and shareholders, their proposals and expectations on management in an individualised and approachable manner.

The Group's website publishes information relative to the communication policy and contacts with the shareholders, institutional investors and vote advisors.



223 meetings

16 roadshows and forums

Intermediaries



Specific commitments

- Continuous support for professional development.
- Equal remuneration



Communication channels.

- Internal website.
- Conferences and training courses.

	2018	2019	Chg.
Number of NT intermediaries	17,801	17,327	-2.7%

*The decrease in the number of mediators is caused by the incorporation as employees of the mediators of NorteHispana Seguros.

The mediators are a key factor in the Group's relationship with its surroundings. They contact the customers, generating confidence to understand individual needs and providing value through their professionalism and proximity.

The Group aims to maintain lasting relationships with its customers through adequate advice in the prevention of hazards, coverage adapted to their needs, excellent service and competitive prices.

The professional distribution network consists, fundamentally, of exclusive agents and insurance brokers.

Professionalism through training

In the year 2019, the training in the distribution network for traditional business has been oriented towards the development of the sales force, the growth of the business. They highlight projects such as management training and entrepreneurial boost. Furthermore, special attention has been paid to cross sales, the contention of cancellations, customer loyalty and the use of new tools and systems.

Mediator satisfaction

Grupo Catalana Occidente measures the satisfaction indicators annually for the mediation network in the traditional business entities, though the Opinion study of the exclusive agent and broker carried out by ICEA in 2019. The results of the study conclude that the concepts valued are the competitive products and services, support of commercial work, training and information, contact personnel and agility in the processing of claims.

The NH Avanza project allows me to rate projects and consult policies quickly and at any time and place through the tablet. It is a great advantage to be able to offer customised solutions when we visit our customers

Carmen Pérez Ruiz

NorteHispana Seguros Intermediary

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Associates and suppliers

Specific commitments



- Objectivity.
- Transparency.
- Equal treatment.

Communication channels.



- Selection policy.
- Evaluation policy.
- Annual meetings.

	2018	2019
Other experts	364,314	374,343
Motor experts	195,669	193,837
Orders to repairers	419,022	421,737
Body experts	33,132	34,562
customers satisfied with the STR service	77%	86%
Customers satisfied with AutoPresto	90%	94%
Total orders	1,044,467	1,051,555

The companies of the Group work with two types of suppliers:

- Generalists, who supply products and services of a general nature that are not directly related to the business: cleaning, maintenance and computer support.
- Specialised suppliers, whose service is essential for the performance of the insurance activity: motor experts, other experts, lawyers, medical experts, garages and repairers. The garages form part of the network called Autopresto and the repairers are part of the Technical Repair Service.

The code of ethics establishes that the Group's relationship with collaborators and suppliers must be oriented towards the achievement of common goals, based on mutual commitment to the fight against corruption and respect for human rights. To ensure all of this, all of the contracts include a clause on compliance with the code of ethics.

Average payment period for suppliers

The Group does not have any balance pending to suppliers with deferment over the legal period (30 days except where otherwise agreed between the parties). For more information, see Note 21c. of the Notes to the report.

Supplier management in traditional business

Perpersa (Insurance experts and EIG prevention) is the company in Grupo Catalana Occidente that manages specialised suppliers for the solution of claims, except for lawyers. All of the direct suppliers are local.

In total, the Group avails of over 2,208 collaborators, which has increased during the year by 10.4%.

The activity holds the quality certificate UNE-EN ISO 9001-2008, which guarantees that the processes are oriented towards continuous improvement and have efficient organisation for the planning, control and analysis of results.

Being part of the AutoPresto workshop network not only allows me to increase my business, but also to have an insurance group that provides me with management tools and advice on customer relations

Francisco Javier Bocos Baron Responsible for the San Ignacio workshop

Environment

Grupo Catalana Occidente will adapt to the effects of climate change by updating the actuarial models with new impact data and through plans of action to mitigate said risks. This has a particular impact on agricultural insurance (agroinsurance) although this has marginal weight within the Group. Furthermore, in the health and life insurances, the impacts that may be derived from heatwayes are also monitored.

The Group carries out its activities in compliance with current environmental legislation, as well as with voluntarily acquired commitments in such a way as to encourage good environmental, energy and eco-efficient practices, the promotion of the consumption of renewable energies and the offsetting of greenhouse gas emissions.

The Group has not received any claims for environmental impact

In 2019, new projects and renovations included movement detectors, automatic regulation of light intensity and replacement of air conditioning and heating installations for other more efficient systems from an energy point of view. These actions have reduced energy consumption in the principal buildings of the Group in traditional business by over 50%.

Finally, the environmental impact of the business supply chain for the entities of the Group is limited.

In 2018, the Group determined its material topics (see page 36) within the corporate responsibility strategy. The environment does not form part of those 10 material topics.

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Non-financial information stateme	ent	Related GRI standards	Materiality	Report location
Management focus	Description of the policies that the group applies regarding said issues, which will include the due diligence policies applied for identification, evaluation, prevention and mitigation of significant risks and impacts and of verification and control, including which measures have been adopted.	103-2 The management focus and its components		Pages 35, 412, 42, 43, 44, 45 and 46. Table 12
	The results of these policies , which must include relevant key indicators on non-financial results that permit monitoring and evaluation of the progress and that favour comparability between companies and sectors, in accordance with the national, European and international frameworks of reference used.	103-2 The management focus and its components 103-3 Evaluation of the management focus		Pages 35, 43 and 46
	The main risks related to these issued linked to the activities of the group, including, where relevant and proportionate, their commercial relationships, products or services that may have negative effects in those scopes, and how the group manages said risks, explaining the procedures used to detect and evaluate them in accordance with national, European or international frameworks of reference for each topic. Information must be included on the impacts detected, offering a breakdown of them, particularly for the principal risks in the short, medium and long-term.	102-15 Principal impacts, risks and opportunities	Risk management and regulatory compliance.	Pages 35, 45 and 46
General information - Business mo	ndel			
Business model	Brief description of the group's business model (entrepreneurial and organisation environment)	102-2 Activities, brands, products and services		Pages 7, 34, 35, 36, 37 and 38
		102-7 Size of the organisation		Pages 7, 8 and 38
		102-9 Supply chain		Pages 37, 51, 52 and 53
	Geographical presence	102-3 Headquarters location		Page 38
		102-4 Operations location		Pages 7 and 38
		102-6 Markets served		Pages 7 and 37
	Objectives and strategies of the organisation	102-14 Declaration of top executives responsible for decision-making (vision and strategy relative to the management of economic, social and environmental impacts)		Pages 4, 5, 7, 17, 34 and 35
	Principal factors and trends that may affect future evolution	102-15 Principal impacts, risks and opportunities	Risk management and regulatory compliance.	Pages 10, 11, 12, 17, 35 and 46
General	Mention in the report on the national, European or international reporting framework used for the selection of key indicators for non-financial results included in each of the sections.	102-54 Declaration of preparation of the report on conformity with the GRI standards		Page 2

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Non-financial information sta	atement	Related GRI standards	Materiality	Report location
Information on social issues a	and personnel issues		1	
Employment	Total number and distribution of employees by gender, age, country and professional classification	102-8 Information on employees and other workers 405-1 Diversity in government bodies and employees	Quality employment	Page 7 Tables 2, 3 and 4
	Total number and distribution of modalities of work contract, annual average of permanent contracts, temporary contracts and part-time contracts by sex, age and professional classification.	102-8 Information on employees and other workers	Quality employment	Tables 1 and 5.
	Number of terminations by gender, age and professional classification	401-1 New employee hires and personnel rotation	Quality employment	Table 6 and 6b.
	The average remunerations and their evolution disaggregated by gender, age and professional classification or equal value Wage gap, remuneration for equal or average jobs in society.	405-2 Ratio of the base salary and remuneration of women compared to men		Table 7 and 7b
	Average remuneration of board members and directors, including variable remuneration, allowance, compensation and payment to long-term saving systems and any other money perceived disaggregated by gender	201-3 Obligations of the defined benefits plan and other retirement plans		Annual remuneration report of the board of directors Tables 7 and Page 42
	Implementation of work disconnection policies	103 - Management focus		Page 50
	Employees with disability	405-1 Diversity in government bodies and employees		Pages 49 and 50
Organisation of work	Organisation of work time;	103 - Management focus	Quality employment	Pages 49 and 50
	Number of hours of absenteeism	403-2 Types of accidents and frequency rate of accidents, professional illness, days lost, absenteeism and number of deaths by occupational accident or occupational illness	Quality employment	Table 10
	Measures aimed to facilitate the enjoyment of conciliation and to promote shared exercise of the same by both parents.	401-3 Parental leave	Quality employment	Pages 49 and 50
Health and safety	Occupational health and safety conditions	n.a	Non-material	
	Occupational accidents, particularly their frequency and severity, as well as professional illness; disaggregated by sex.	n.a	-	

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Non-financial information statemen	nt	Related GRI standards	Materiality	Report location	
Information on social issues and pe	rsonnel issues				
Social relationships	Organisation of social dialogue, including procedures to inform and consult personnel and to negotiate with them;	102-43 Focus for the participation of groups of interest	Quality employment	Page 35 and 50	
		103 Management focus	Quality employment	Page 50	
	Percentage of employees covered by collective bargaining agreements by country Balance of collective agreements, particularly in the field of health and safety at work	103 Management focus	Quality employment	Page 50	
Training	Policies implemented in the field of training	103 Management focus 102-41 Collective negotiation agreements			Page 49 Table 11
	The total amount of training hours by professional categories	404-1 Average training hours per year per employee			
Universal accessibility for people with disability	Universal accessibility and integration for people with disability	405-1 Diversity in government bodies and employees	Quality employment	Pages 49 and 50	
Equality	Measures adopted to promote equal treatment and opportunities between men and women	401-3 Parental leave	Quality employment	Pages 43, 49 and 50	
	Plans for equality (Chapter III of Organic Law 3/2007, of March 22, on effective equality between men and women), measures adopted to promote employment, protocols against sexual and gender-based harassment, universal accessibility and integration of people with disability.	103 Management focus		Table 9	
	Policy against all types of discrimination and, where applicable, management of diversity	406-1 Cases of discrimination and corrective actions taken			
Information on respect for human r	ights				
Application of due diligence procedures	Application of due diligence procedures related to human rights, prevention of risks for violation of human rights and, where applicable, measures to mitigate, manage and repair possible abuse committed.	102-16 Values, principles, standards and regulations for behaviour	Ethics, integrity and transparency	Pages 35, 43 and 53	
		102-17 Mechanisms for advice and ethical concerns	Quality employment Commitment to society	Page 43	
	Complaints of cases of violation of human rights	419-1 Non-compliance with laws and regulations in the social and economic spheres		Page 43 Table 9	
	Promotion and compliance with the provisions of the fundamental agreements of the International Labour Organisation related to respect for the freedom of association and the right to collective negotiation; the elimination of discrimination at work and occupation; the elimination of forced or obligatory work; the effective abolition of child labour.	406-1 Cases of discrimination and corrective actions taken		Page 50 Table 9	

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Non-financial information stateme	nt	Related GRI standards	Materiality	Report location
Information relative to the fight ag	ainst corruption and bribery			
Information relative to the fight against corruption and bribery	Measures adopted to prevent corruption and bribery	102-16 Values, principles, standards and regulations for behaviour	Ethics, integrity and	Pages 40, 42, 43, 44 and 52
		102-17 Mechanisms for advice and ethical concerns	transparency	Pages 43 and 44
		205-1 Operations evaluated for risks related to corruption		Page 44
	Measures to fight against money laundering	205-2 Communication and training on anti-corruption policies and procedures		Page 44
		205-3 Confirmed cases of corruption and measures taken		Page 44
	Contributions to non-profit entities and foundations	201-1 Direct economic value generated and distributed		Page 48
Information about the society		'		
The company's commitments to sustainable development	The impact of society's activity on local populations and the territory The impact of the society's activity on employment and local development	204-1 Proportion of expense in local suppliers	Commitment to society	Pages 35, 48 and 52 Table 8
		413-1 Operations with the participation of the local community, impact evaluations and development programs		
	Relationships maintained with the actors in local communities and the modalities of dialogue with the same	102-43 Focus for the participation of groups of interest		
	Association or sponsorship actions	102-13 Affiliation with associations		Page 48
Subcontracting and suppliers	Inclusion in the purchase policy of social, gender equality and environmental issues	n.a	Non-material	
	Consideration in relationships with suppliers and subcontractors of their social and environmental responsibility			
	Supervision and audit systems and results of the same.			

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Non-financial information state	ement	Related GRI standards	Materiality	Report location
Consumers	Measures for health and safety of consumers	103 Management focus	Ethics, integrity and transparency	Pages 44 and 51
	Systems for claims, complaints received and resolution of the same	102-43 Focus for the participation of groups of interest		Pages 35 and 51
		418-1 Substantiated claims relative to violations of customer privacy and loss of customer data	-	Page 44
	admitted, resoluti	Other indicators: No. of complaints, No. of claims received and admitted, resolution of the claims (in favour of the customer, in favour of the entity or resolved by agreement)		Page 50
Tax information	Benefits obtained country by country	201-1 Direct economic value generated and distributed	Economic performance,	Page 12 Table 13
	Income taxes paid	201-1 Direct economic value generated and distributed	profitability and company solvency	Page 12 Table 13
	Information on public subsidies received	201-4 Financial assistance received from government		Page 48
Information on environmental	issues			
	Current and anticipated effects of the company's activities on the environment and, where applicable, the health and safety, the evaluation procedures or environmental certification.	102-11 Principle or focus of precaution 307-1 Non-compliance with legislation and environmental regulation	Risk management and regulatory compliance.	Page 35 and 53
Environmental management	Resources dedicated to prevention of environmental risks.	n.a		Page 35 and 53
	Quantity of provisions and guarantees for environmental risks	102-15 Principal impacts, risks and opportunities	Risk management and regulatory compliance.	Page 35 and 53
Contamination	Measures to prevent, reduce or repair the emissions that seriously affect the environment; taking into account any form of atmospheric contamination specific to an activity, including noise and light pollution.	n.a	Non-material	
Circular economy and waste	Circular economy, measures for prevention, recycling, reuse, other forms of recovery and elimination of waste,	n.a		
management and prevention	actions to fight against food waste	n.a		
Sustainable use of resources	Water consumption and water supply in accordance with local constraints Consumption of prime materials and measures adopted to improve efficiency of use	n.a		
	Direct and indirect energy consumption, measures taken to improve energy efficiency and the use of renewable energy	n.a		
Climate change	1-The measures taken to adapt to the consequences of climate change; 2-The voluntary medium- and long-term reduction targets established to reduce greenhouse gas emissions and the means implemented to that end.	n.a		
Protection of Biodiversity:	1-Measures taken to preserve or restore biodiversity 2-Impacts caused by activities or operations in protected areas.	n.a	1	

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Annex tables - non-financial information

The information relative to employees in non-financial information refers to work contracts valid on 31/12/2019.

This information differs from other sections of the management report, as well as the report of the annual statements, which measures the average of full-time employees (*full-time equivalent*).

	2018	2019
Table 1* - Employees by type of contract and gender		
Permanent contract	7,329	7,366
Total women	3,493	3,516
Total men	3,836	3,850
Temporary contract	292	302
Total women	173	175
Total men	119	127
Total employees	7,621	7,668
Scope	100%	100%

^{*} Explanatory note to tables 1 and 5: only breakdowns of contract type and working day type by gender are reported, as this is the Group's representative material information.

	2018	2019
Table 2 - Employees by age and gender		
Over 50	2,793	2,911
% Women	39.8%	40.6%
From 40 to 49	2,538	2,514
% Women	52.4%	52.5%
From 30 to 39	1,714	1,645
% Women	53.5%	52.6%
Under 30	576	598
% Women	53.6%	54.2%
Total employees	7,621	7,668
Scope	100%	100%

	2018	2019
Table 3 - Employees per country		
Spain	4,455	4,504
Netherlands	577	570
Germany	486	484
United Kingdom	415	399
Belgium	336	308
France	242	232
Italy	208	205
U.S.	121	125
Denmark	74	77
Mexico	79	74
Australia	65	66
Portugal	59	59
Poland	52	52
Hong Kong	50	46
China	42	42
Singapore	46	42
Ireland	43	40
Rest of the World	271	343
Total employees	7,621	7,668
Scope	100%	100%

	2018	2019
Table 4 - Employees by professional rating and gender		
Executives	118	137
% Women	15.3%	15.3%
Intermediate managers and technical supervision	1,523	1,562
% Women	31.1%	31.0%
Qualified admin. and sales	4,364	5,098
% Women	50.0%	50.1%
Administrative support	823	871
% Women	74.7%	72.3%
Total employees	6,828	7,668
Scope	94%	100%

Table 5 - Employees by type of work	2018	2019	Proportion
gender	ing nours and		
Full time	6,599	6,663	86.9%
% Women	42.5%	42.7%	
Part time	1,022	1,005	13.1%
% Women	84.2%	84.5%	
Total employees	7,621	7,668	
Scope	100%	100%	

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	2018	2019
Table 6a** - Terminations by age and gender		
Over 50	14	25
% Women	50.0%	44.0%
From 40 to 49	30	22
% Women	53.3%	40.9%
From 30 to 39	28	38
% Women	53.6%	42.1%
Under 30	3	19
% Women	66.7%	52.6%
Total employees	75	104
Scope	53%*	100%

	2018	2019
Table 6b** - Terminations by category and gender		
Executives	1	6
% Women	0.0%	33.3%
Intermediate managers and technical supervision	13	14
% Women	61.5%	35.7%
Qualified admin. and sales	59	53
% Women	52.5%	34.0%
Administrative support	2	31
% Women	50%	67.7%
Total employees	75	104
Scope	53%*	100%

^{*}Explanatory notes table 6 and 6b:

	2018	2019
Table 7a - Total remuneration board membe	rs*	
Total	6,516	6,705
Average	407	419

Includes fixed remuneration, variable remuneration, allowance, bylaws and others. The remuneration of all individual directors in their capacity as such (except the Chairman and the Chief Executive Officer) is the same. Of the members of the Board of Directors, only one is a woman. The breakdown of the remuneration by item and person can be found in the annual report on the remuneration of the Board of Directors available on the Group's website.

	2018	2019
Table 7b*** - Remuneration by category and gender and wage gap		

Executives		
Average salary man	174,393	169,847
Average salary woman	149,029	148,716
Ratio of average remuneration Women/Men	0.85	0.88
Intermediate managers and technical supervision		
Average salary man	78,413	80,695
Average salary woman	62,445	66,554
Ratio of average remuneration Women/Men	0.80	0.82
Qualified admin. and sales		
Average salary man	49,339	46,473
Average salary woman	42,631	39,075
Ratio of average remuneration Women/Men	0.86	0.84
Administrative support		
Average salary man	28,096	25,012
Average salary woman	30,941	26,016
Ratio of average remuneration Women/Men	1.10	1.04
Scope	91%	100%

	2018	2019
Table 7c*** - Remuneration by category and gender and w Spain)	age gap (emp	oloyees in
Executives		
Average salary man	157,106	154,916
Average salary woman	136,768	144,105
Ratio of average remuneration Women/Men	0.87	0.93
Intermediate managers and technical supervision		
Average salary man	60,268	63,637
Average salary woman	51,573	55,825
Ratio of average remuneration Women/Men	0.86	0.88
Qualified admin. and sales		
Average salary man	37,360	35,702
Average salary woman	34,268	32,530
Ratio of average remuneration Women/Men	0.92	0.91
Administrative support		
Average salary man	20,526	17,465
Average salary woman	18,826	16,406
Ratio of average remuneration Women/Men	0.92	0.94
Scope	91%	100%

^{***}Clarification note table 7b and 7c. The main reason for the difference in the average pay ratio by gender is seniority.

The average remuneration of employees in the traditional business is €48,106 for the over-50s, €37,471 for the 40-49s, €29,731 for the 30-39s and €20,460 for the under-30s.

⁻ Traditional business: in both 2018 and 2019 most of the dismissals in the traditional business correspond to commercial staff on the payroll of agency companies.

⁻ Likewise, the 2018 data is from traditional business + Atradius Spain (53% of employees)

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	2018	2019
Table 8 - Operations with participation of local community		
Total number of company operations	63	63
Total number of operations with programs for participation with the local community, impact evaluations and/or development programs	44	53
Percentage of operations with the participation of the local community, impact evaluations and/or development programs	70%	84%

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Source: Fundación Jesús Serra relative to aid programs for training and participation programs, both cultural and sporting

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	2018	2019
Table 9 - Equality and human rights		
Cases of discrimination	4	0
Positively resolved	100%	0%
Complaints related to human rights	0	1

	Women	Men
Table 10 - Absenteeism		
Occupational illness	1	0
Hours of absenteeism	190,175	150,927
Number of employees who carry out professional activities with high risk of certain illnesses	0	0
	2018	2019
Table 11 - Training by category and gender (hours)		
Executives	9,251	5,716
% Women	33.20%	62.5%
Intermediate managers and technical supervision	32,611	38,446
% Women	39.10%	50.8%
Qualified admin. and sales	69,089	86,894
% Women	33.60%	55.8%
Administrative support	25,841	18,898
% Women	57.20%	37.2%
Total hours	136,792	149,954
Scope	100%	100%
		I
	2018	2019

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	Internal	Location
Table 12 - Group Policies		
Code of ethics and behaviour		Website
Corporate Tax Policy		Website
Board Member Selection Policy	Х	
Corporate Tax Policy	Х	
Corporate Social Responsibility Policy		Website
Health and Well-being and Prevention of Occupational Hazards Policy	Х	
Plan for Business Continuity	Х	
Risk Management System Policy	Х	
Investment Policy	Х	
Reinsurance Policy	Х	
Risk of subscription, risk of provision constitution and claim management policy	Х	
Policy relative to the partial internal model for the risk of subscription of credit insurance	Х	
Communication policy with Institutional Shareholders and	Х	
Reputation Risk Policy		Website
ORSA Policy	Х	
Capital management policy	Х	
Policy of aptitude and honour	Х	
Internal control policy	Х	
Risk Management System Policy		Website
Internal audit policy	Х	
Verification of compliance policy.	Х	
Remuneration policy	Х	
Work disconnection policy	Х	

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Table 13* - Tax information Profit and taxes by geographical areas							
		2018			2019		
	Profit	Tax accrued	Tax paid	Profit	Tax accrued	Tax paid	
Spain	340.4	85.4	85.0	363.3	93.1	80.8	
Belgium	28.8	8.8	9.1	23.8	8.4	6.8	
Denmark	4.3	1.4	HC.3.4	7.3	1.2	1.6	
France	25.8	5.8	5.9	16.6	7.1	4.9	
Germany	28.7	6.7	4.8	39.8	6.2	14.6	
Greece	3.8	2.0	2.0	HC.3.2	1.9	0.9	
Ireland	43.5	4.9	3.0	49.2	2.8	3.5	
Italy	7.7	0.0	1.4	11.7	1.3	3.7	
Norway	3.0	1.1	10.8	3.7	10.7	0.9	
Russia	HC.5.2	0.5	0.5	8.2	1.3	1.6	
Switzerland	3.5	0.4	0.6	3.7	1.1	0.4	
United Kingdom	11.7	3.8	1.6	24.0	2.7	HC.5.1	
Netherlands	26.0	1.0	0.0	13.4	8.2	3.7	
Other Europe	10.6	1.3	2.1	8,5	1.7	1.7	
Australia	6.8	3.0	2.1	3.7	6,5	1.1	
USA	11.6	3.5	2.8	6,0	3.1	2.8	
Rest OECD	6.1	1.7	1.6	-2.9	1.7	0.2	
Hong Kong	6.1	0.9	1.0	5.0	0.1	0.4	
Rest of the World	4.3	0.3	1.1	5.4	0.8	1.3	
Total	578.0	132.5	139.0	597.2	158.0	136.0	
Foreign business consolidation adjustments	-55.3	0	-2.6	-41.0	0.0	-4.3	
Total GCO	522.7	132.5	136.4	556.2	158.0	131.7	

The taxes paid correspond to the amounts effectively paid or received in the concept of corporate tax in the year and include payments on account and withholdings in the present year as well as the definitive liquidation of the previous year.

For its part, the tax accrued corresponds to the expenses for taxes accounted for upon close of the year for profits obtained in said year. Finally, Profit corresponds to pre-tax profits.

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Concept	Definition	Formulation
Technical result	Result of the insurance activity	Technical result = (premiums accrued from direct insurance + premiums accrued from reinsurance accepted + information services and commissions) – Technical cost – Participation in benefits and return premiums - Net operating expenses - Other technical expenses
Reinsurance result	Result due to transferring business to the reinsurer or accepting business from other entities.	Reinsurance result = Result of Inward Re + Result of ceded reinsurance
Financial result	Result of the financial investments.	Financial result = income from financial assets (coupons, dividends, actions) - financial expenses (commissions and other expenses) + result of subsidiary companies - interest accrued on the debt - interest paid to the insured parties of the life insurance business
Technical-financial result	Result of the insurance activity, including the financial result. This result is particularly relevant for Life insurance.	Technical/financial result = Technical result + Financial result.
Result of non-technical non-financial account	Income and expenses that cannot be assigned to the technical or financial results.	Result of non-technical non-financial account = Income - expenses that cannot be assigned to the technical or financial results.
Result of credit insurance complementary activities	Result of activities that cannot be assigned to the purely insurance business. Mainly distinguishes the activities of: Information services Collections Management of the export account of the Dutch state	Result of credit insurance complementary activities = income - expenses
Recurring result	Result of the entity's regular activity	Recurring result = technical/financial result + non-technical account result - taxes, all resulting from normal activity
Non-recurring result	Extraordinary or atypical movements that may undermine the analysis of the income statement. These are classified depending on their nature (technical, expenses and financial) and by business type (traditional and credit insurance)	Non-recurring result = technical/financial result + non-technical account result - taxes, all resulting from extraordinary or atypical activity
Turnover	Turnover is the Group's business volume	Turnover = Premiums invoiced + Income from information.
	It includes premiums that the Group generates in each of the business lines and the income from services pertaining to the credit insurance.	Premiums invoiced = premiums issued for direct insurance + premiums from accepted reinsurance.
Managed funds	Amount of the financial and property assets managed by the Group	Managed funds = Financial and property assets entity risk + Financial and property assets policyholder risk + Managed pension funds Managed funds = fixed income + variable income + property + deposits in credit institutions + treasury + subsidiary companies
Financial strength	This shows the debt and solvency situation.	Debt ratio = Net equity + debt / debt.
	This is principally measured through the debt ratio, the interest coverage ratio and the credit rating.	Interest coverage ratio = result before taxes / interest.
Technical cost	Direct costs of accident coverage. See claims.	Technical cost = claims in the year, net of reinsurance + variation of other technical provisions, net of reinsurance
Dividend yield	The profitability per dividend or dividend yield shows the relationship existing between the dividends distributed in the previous year with the value of the average share. Indicator used to value the shares of an entity.	Dividend yield = dividend paid in the year per share / value of the price of the average share.

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Concept	Definition	Formulation
Modified duration	Sensitivity of the value of the assets to movements in interest rates	Modified duration = Represents an approximation of the value of the percentage variation in the value of the financial assets for each percentage point (100 basic points) of variation in the interest rates.
Expenses	The general expenses include the costs incurred for management of the business, excluding those that can be assigned to claims.	Expenses = personnel expenses + commercial expenses + various expenses and services (allowance, training, management rewards, material and other office expenses, leases, external services, etc.)
Permanence index	Measures the customers expectation of staying with the entity Scale of less than 1 year to over 5 years	Permanence index= how long do you think that you will remain a customer?
Company satisfaction index	This measures the degree of general satisfaction with the entity Scale from 1 to 10	General satisfaction level = (Satisfied - unsatisfied) / survey participants Satisfied responses from 7 to 10 Unsatisfied responses from 1 to 4
Service satisfaction index	This measures the evaluation of the service received Scale from 1 to 10	Service satisfaction level = (Satisfied - unsatisfied) / survey participants Satisfied: responses from 7 to 10 Unsatisfied: responses from 1 to 4
Income from insurance	Measures the income directly derived from the activities of insurance and information services	Income from insurance = premiums accrued from direct insurance + premiums accrued fro accepted reinsurance + information services and commissions
Investments in associated / subsidiary entities	Non-dependant entities where the Group has significant influence	Investments in associated / subsidiary entities = accounting value of the economic investment
Net Promoter Score NPS	This measures the degree of customer loyalty with the entity	Net Promoter score = Would you recommend the company to family and friends? = (advocates - opponents)/ survey participants Advocates: responses with result equal to 9 to 10 Opponents: responses from 1 to 6
Pay out	Ratio that indicates the part of the result distributed among investors through dividends	Pay out = (Total dividend/ Result of the year attributable to the parent company) x 100
Price Earnings Ratio PER	The price-earnings ratio or PER measures the relationship between the price or value of the entity and the results. Its value expresses what the market pays for each monetary unit of results. It is representative of the entity's capacity to generate results.	PER = Price of the share at market close / Result of the year attributable to the parent company per share
Ex. single premiums	Total premiums without considering non-periodic premiums in the Life business	Ex. single premiums = Invoiced premiums - single premiums in the life business
Technical Provisions	Amount of the obligations assumed that are derived from insurance and reinsurance contracts.	
Combined ratio	Indicator that measures the technical profitability of the Non Life insurances.	Combined ratio = Ratio of claims + ratio of expenses
Net combined ratio	Indicator that measures the technical profitability of the non life insurances net of the reinsurance effect	Net combined ratio = Net ratio of claims + net ratio of expenses
Expenses ratio	Ratio that reflects the part of the income from premiums dedicated to expenses.	Expenses ratio = Expenses from operation / Income from insurance
Net expenses ratio	Ratio that reflects the part of the income from premiums dedicated to expenses, net of the reinsurance effect	Net expenses ratio = (Net expenses from reinsurance operation) / (premiums attributed to direct business and accepted reinsurance + information services and commissions)
Claims ratio	Business indicator, consisting of the proportion between claims and earned premiums.	Claims ratio = Claims / Income from insurance
Net claims ratio	Business indicator, consisting of the proportion between claims and earned premiums, net of the reinsurance effect.	Net claims ratio = Claims in the year, net of reinsurance / (premiums attributed to direct business and accepted reinsurance + information services and commissions)

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Concept	Definition	Formulation
Long-term capital	Resources that can be included in own funds.	Long-term capital = Total net equity + subordinated liabilities
Long term capital at market value	Resources that can be included in own funds at market value	Long term capital at market value = Total net equity + subordinated liabilities + capital gains associated to properties for own use + capital gains associated to property investments
Resources transferred to the company	Amount that the Group returns to the main groups of interest.	Resources transferred to society = claims paid + taxes + commissions + personnel expenses + dividends
Return On Equity ROE	Financial profitability or rate of return Measures the performance of the capital.	ROE = (Result of the year. Attributable to the parent company) / (Simple average of the Equity attributed to shareholders of the parent company at the start and end of the period (twelve months)) $\times 100$
Claims	See technical cost. Economic evaluation of claims.	Claims = Payments made from direct insurance + Variation of the provision for services of direct insurance + expenses attributable to services
Total Potential Exposure TPE	This is the potential exposure to risk, also "cumulative risk". Credit insurance business term.	TPE = the sum of the credit risks underwritten by the Group for each buyer

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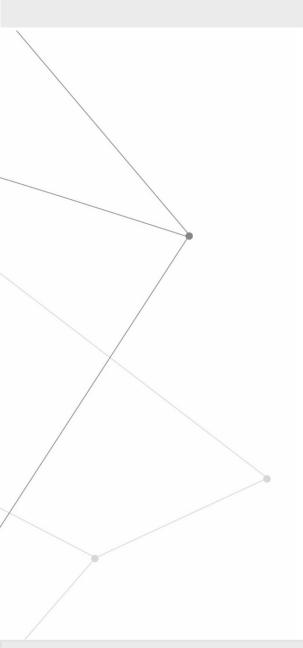
Shareholder services

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2019 Calendar

January	February	March	April	May	June	July	August	September	October	November	December
	27		30			30			29		
	Results 12M2019		Results 3M2020			Presentation Results 6M2020			Presentation Results 9M2020		
	27			4		30			29		
	Presentation Results 12M2019 16.30			Presentation of results 3M2020 16.30		Presentation Results 6M2020 16.30			Presentation Results 9M2020 16.30		
			General Shareholders Meeting Year 2019								
	Dividend dividend 2019			Complement ary dividend 2019		Dividend dividend 2020			Dividend dividend 2020		



Consolidated financial statements

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente) CONSOLIDATED BALANCE SHEETS AT 31 DECEMBER 2019 AND 31 DECEMBER 2018 (Notes 1 to 3)

(Figures in Thousands of Euros)

		1		(1	-igures in Thousa	inds of Euros)
	ASSET	Note	31.12.20	18 (*)	31.12.2	2019
1.	Cash and other cash equivalents	6		1.163.531		1.354.740
2.	Financial assets held for trading	7.a.		29		-
3.	Other financial assets at fair value through profit or loss	7.a.		340.814		579.019
	a) Equity instruments		96		26.259	
	b) Debt securities		-		1.026	
	c) Investments held for the benefit of policyholders who bear the investment risk		340.718		551.734	
4.	Available-for-Sale financial assets	7.a.		8.105.731		9.586.342
	a) Equity instruments		1.287.736		1.769.154	
	b) Debt securities		6.615.682		7.337.199	
	c) Loans		-		-	
	d) Bank deposits		202.313		479.989	
5.	Loans and items receivable			1.421.324		1.197.027
	a) Loans and other financial assets	7.a.	595.595		327.770	
	b) Receivables	7.b.	804.341		845.875	
	c) Investments held for the benefit of policyholders who bear the investment risk	7.a.	21.388		23.382	
8.	Reinsurer's share of technical provisions	14		837.376		874.347
9.	Property, plant and equipment and investment property			867.090		1.095.491
	a) Property, plant and equipment	9.a.	306.009		434.101	
	b) Investment property	9.b.	561.081		661.390	
10.	Intangible assets			936.112		995.015
	a) Goodwill	10.a.	792.951		804.975	
	b) Policy portfolio acquisition costs	10	344		349	
	c) Other intangible assets	10	142.817		189.691	
11.	Investments in entities accounted for using the equity method	8		85.491		85.794
12.	Tax assets			177.473		331.429
	a) Current tax assets	11.b.	80.957		105.165	
	b) Deferred tax assets	11.c.	96.516		226.264	
13.	Other assets	12		544.406		578.745
14.	Assets held for sale			-		-
	TOTAL ASSETS			14.479.377		16.677.949

^(*) Presented solely and exclusively for comparison purposes.

The accompanying Notes 1 to 22 and Appendices I and II are an integral part of the Consolidated Balance Sheet at 31 December 2019.

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente) CONSOLIDATED BALANCE SHEETS AT 31 DECEMBER 2019 AND 31 DECEMBER 2018 (Notes 1 to 3)

(Figures in Thousands of Euros)

				Ì	J	ands of Euros)
	NET LIABILITIES AND EQUITY	Note	31.12.20)18 (*)	31.12.	2019
	TOTAL LIABILITIES			11.275.241		12.826.766
3.	Debits and payables			870.637		954.707
	a) Subordinated liabilities	13.a.	200.439		200.545	
	b) Other payables	13.b.	670.198		754.162	
5.	Technical Provisions	14		9.567.700		10.652.097
	a) For unearned premiums		1.296.520		1.354.729	
	b) For unexpired risks		6.022		4.098	
	c) For life insurance					
	- Provision for unearned premiums and unexpired risks		26.031		27.537	
	- Mathematical provision		5.181.207		5.839.867	
	- Provision for life insurance where the investment risk is borne by policyholders		362.106		575.144	
	d) For claims		2.633.399		2.729.261	
	e) For policyholder dividends and return premiums		5.179		31.783	
	f) Other technical provisions		57.236		89.678	
6.	Non Technical Provisions	15		184.050		210.513
7.	Tax liabilities			350.607		554.947
	a) Current tax liabilities	11.b.	69.683		66.510	
	b) Deferred tax liabilities	11.c.	280.924		488.437	
8.	Other Liabilities			302.247		454.502
	TOTAL NET EQUITY			3.204.136		3.851.183
	Equity			2.424.730		2.684.352
1.	Capital	16.a.		36.000		36.000
2.	Share Premium Account	16.b.		1.533		1.533
3.	Reserves	16.b.		2.093.584		2.320.994
4.	Less: Shares and holdings in own equity	16.c.		22.259		22.000
7.	Profit or loss for the year attributable to the parent company			352.160		385.937
	a) Consolidated profit or loss		386.422		424.530	
	b) Profit or loss attributable to minority interests	17	34.262		38.593	
8.	Less: Interim Dividend	16.e.		36.288		38.112
	Other comprehensive income and accumulated in equity	16.g.		439.063		792.792
1.	Items that will not be re-classified to results			-		-
2.	Items that may later qualify for results-			439.063		792.792
	a) Available-for-sale financial assets		535.142		994.333	
	c) Exchange differences		(26.120)		(16.999)	
	d) Correction of accounting mismatches		(67.734)		(183.559)	
	e) Entities accounted for using the equity method f) Other adjustments		(2.225)		(983)	
	EQUITY ATTRIBUTABLE TO THE PARENT COMPANY			2.863.793		3.477.144
	MINORITY INTERESTS	17		340.343		374.039
1.	Other comprehensive income and accumulated in equity			(10.553)		2.592
2.	•			350.896		371.447
	TOTAL NET EQUITY AND LIABILITIES			14.479.377		16.677.949

^(*) Presented solely and exclusively for comparison purposes.

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente) CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2019 AND 2018 (notes 1 to 3)

(Figures in Thousands of Euros

	Note	Year 2018 (*)	Year 2019
Earned premiums for the year, net of reinsurance	18	2.677.478	2.868.311
2. Income from property, plant and equipment and investments	18	125.051	110.414
3. Other technical income	18	249.536	252.525
4. Claims incurred in the year, net of reinsurance	18	(1.495.345)	(1.583.792)
5. Change in other technical provisions, net of reinsurance	18	(7.334)	(13.110
Provision for policyholder dividends and return premiums		-	(3.873)
7. Net operating expenses	18	(974.333)	(976.346)
Other technical expenses	18	(12.217)	(15.209)
9. Expenses arising from property, plant and equipment and investments	18	(64.827)	(96.019)
A) NON-LIFE RESULT		498.009	542.901
10. Earned premiums for the year, net of reinsurance	18	736.502	805.487
11. Income from property, plant and equipment and investments	18	199.004	214.202
12. Income from investments assigned to insurance policies in which policyholders bear the			
investment risk	18	17.254	62.245
13. Other technical income	18	8.671	5.663
14. Claims incurred in the year, net of reinsurance	18	(688.901)	(727.843
15. Change in other technical provisions, net of reinsurance	18	(61.767)	(162.693
16. Provision for policyholder dividends and return premiums	18	(1.505)	(19.918
17. Net operating expenses	18	(77.129)	(73.912
18. Other technical expenses	18	(936)	(5.022
19. Expenses arising from property, plant and equipment and investments 20. Expenses of investments assigned to insurance policies in which policyholders bear the	18	(34.887)	(41.880
investment risk	18	(37.142)	(13.059
B) LIFE INSURANCE RESULT		59.164	43.270
C) RESULT ON TECHNICAL ACCOUNT		557.173	586.171
THE SELECTION LEGITATION AND ADDRESS OF THE SELECTION ADDRESS OF THE SELECTION AND ADDRESS OF THE SELECTION AND ADDRESS OF THE SELECTION ADDRESS OF THE SELECTION AND ADDRESS OF THE SELECTION ADDRESS OF THE SELECT		007.170	000.171
21. Income from property, plant and equipment and investments		(3.084)	(6.508)
22. Negative goodwill		-	/-
23. Expenses arising from property, plant and equipment and investments		(4.010)	(5.283)
24. Other income	18	24.629	31.124
25. Other expenses	18	(51.934)	(49.305)
E) PROFIT BEFORE TAX		522.774	556.199
26. Income tax	11.d	(136.352)	(131.669
PROFIT FOR THE YEAR FROM DISCONTINUED OPERATIONS		386.422	424.530
27. Profit for the year from discontinued operations, net of taxes		-	
G) CONSOLIDATED PROFIT FOR THE YEAR		386.422	424.530
a) Profit attributable to the parent company		352.160	385.937
b) Profit attributable to minority interests	17	34.262	38.593
b) From announce to minority interests	17	34.202	36.393
	1	1	(Figures in Euro
EARNINGS PER SHARE			
Basic	16.f	2,99	3,27
Diluted	16.f	2,99	3,27

^(*) Presented solely and exclusively for comparison purposes.

The accompanying Notes 1 to 22 and Appendices I and II are an integral part of the Consolidated Income Statement for 2019.

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente)

CONSOLIDATED BALANCE SHEETS BY SEGMENTS AT 31 DECEMBER 2019 (Notes 1 to 3)

							1		(Figures in Thous	ands of Euros)
ASSET TRADITIONAL BUSINESS						CREDIT BUSINES		S TOTAL		
	NON-L	JFE	LIF	E	OTHER AC	TIVITIES				
Cash and other cash equivalents		775.837		1.782.835		(382.167)		(821.765)		1.354.740
Financial assets held for trading		-		-		-		-		-
Other financial assets at fair value through profit or loss		27.285		551.734		-		-		579.019
Available-for-Sale financial assets		1.343.006		5.738.419		51.184		2.453.733		9.586.342
5. Loans and items receivable		313.853		127.871		80.891		674.412		1.197.027
a) Loans and other financial assets	50.865		77.070		47.437		152.398		327.770	
b) Receivables	262.988		27.419		33.454		522.014		845.875	
c) Investments held for the benefit of policyholders who bear the	-		23.382		-		-		23.382	
Reinsurer participation in technical provisions		106.285		9.725		-		758.337		874.347
Property, plant and equipment and investment property		448.164		263.611		212.433		171.283		1.095.491
a) Property, plant and equipment	176.343		82.327		9.865		165.566		434.101	
b) Investment property	271.821		181.284		202.568		5.717		661.390	
10. Intangible assets		153.864		179.093		65.890		596.168		995.015
a) Goodwill	103.087		178.953		40.378		482.557		804.975	
b) Policy portfolio acquisition costs	-		-		310		39		349	
c) Other intangible assets	50.777		140		25.202		113.572		189.691	
11. Investments in entities accounted for using the equity method		-		-		7.666		78.128		85.794
12. Tax assets		82.011		114.809		58.105		76.504		331.429
13. Other assets		147.912		4.010		-		426.823		578.745
TOTAL ASSETS		3.398.217		8.772.107		94.002		4.413.623		16.677.949

(Figures in Thousands of Euros) TRADITIONAL BUSINESS **NET LIABILITIES AND EQUITY CREDIT BUSINESS TOTAL NON-LIFE** LIFE **OTHER ACTIVITIES** 7.168.418 **TOTAL LIABILITIES** 12.826.766 2.394.673 72.260 3.191.415 2. Other financial liabilities at fair value through profit or loss 3. Debits and payables 201.194 71.369 22.025 660.119 954.707 200.545 200.545 a) Subordinated liabilities b) Deposits received on buying reinsurance 5.494 3.883 43.529 52.906 c) Liabilities from insurance operations 45.802 7.743 2.199 53.577 109.321 9.809 661 72.727 83.197 d) Liabilities from reinsurance operations e) Liabilities from coinsurance operations 2.551 2.551 g) Liabilities with credit entities 137.538 19.826 289.741 506.187 i) Other liabilities 59.082 2.131.295 5. Technical Provisions 1.902.048 6.618.754 10.652.097 1.354.729 a) For unearned premiums 782.913 571.816 b) For unexpired risks 4.098 4.098 6.442.548 6.442.548 c) For life insurance 1.019.742 150.040 1.559.479 2.729.261 d) For claims 5.617 26.166 31.783 e) For policyholder dividends and return premiums f) Other technical provisions 89.678 89.678 6. Non Technical Provisions 126.504 47.134 36.875 210.513 7. Tax liabilities 238.545 140.027 50.235 126.140 554.947 8. Other Liabilities 5.752 301.393 147.357 454.502 **TOTAL NET EQUITY** 1.003.544 1.603.689 21.742 3.851.183 1.222.208 2.684.352 **Equity** 708.119 1.169.059 2.162 805.012 1. Capital 6.868 21.497 7.635 36.000 325 2. Share Premium Account 292 916 1.533 3. Reserves 552.594 1.145.980 110 622.310 2.320.994 4.645 4. Less: Shares and holdings in own equity 4.178 22.000 13.177 2.070 7. Profit or loss for the year attributable to the parent company 162.553 30.819 190.495 385.937 a) Consolidated profit or loss 162.797 30.819 2.093 228.821 424.530 b) Profit or loss attributable to minority interests 244 38.326 38.593 8. Less: Interim Dividend 10.010 16.976 18 11.108 38.112 Other comprehensive income and accumulated in equity 295.425 434.630 11.651 51.086 792.792 1. Items not reclassified in the profit for the period 295.425 51.086 434.630 11.651 792.792 2. Items that can be reclassified after the profit for the period 295.425 11.651 69.068 994.333 a) Available-for-sale financial assets 618.189 c) Exchange differences (16.999)(16.999)d) Correction of accounting mismatches (183.559)(183.559)e) Entities accounted for using the equity method (983)(983)f) Other adjustments **EQUITY ATTRIBUTABLE TO THE PARENT COMPANY** 1.003.544 13.813 856.098 3.477.144 1.603.689 **MINORITY INTERESTS** 7.929 366.110 374.039 1. Other comprehensive income and accumulated in equity 1.775 2.592 817 2. Other 6.154 371.447 365.293 **TOTAL NET EQUITY AND LIABILITIES** 3.398.217 8.772.107 94.002 4.413.623 16.677.949

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente) CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 31, 2018 (*)

(Figures in Thousands of Euros) TRADITIONAL BUSINESS **ASSET CREDIT BUSINESS TOTAL NON-LIFE** LIFE **OTHER ACTIVITIES** 1. Cash and other cash equivalents 347.494 1.808.530 1.163.531 (229.833) (762.660) 2. Financial assets held for trading 29 29 3. Other financial assets at fair value through profit or loss 340.814 340.814 2.090.013 4. Available-for-Sale financial assets 62.221 1.182.486 4.771.011 8.105.731 5. Loans and items receivable 399.281 85.195 164.712 772.136 1.421.324 210.038 56.765 a) Loans and other financial assets 72.872 255.920 595.595 7.042 516.216 804.341 b) Receivables 189.243 91.840 21.388 c) Investments held for the benefit of policyholders who bear the 21.388 8. Reinsurer participation in technical provisions 97.070 731.494 837.376 8.812 9. Property, plant and equipment and investment property 223.684 76.673 105.332 867.090 461.401 a) Property, plant and equipment 144.994 23.033 40.737 97.245 306.009 b) Investment property 316.407 200.651 35.936 8.087 561.081 10. Intangible assets 62.062 174.964 109.919 589.167 936.112 61.697 492.493 a) Goodwill 174.964 63.797 792.951 b) Policy portfolio acquisition costs 295 344 c) Other intangible assets 46.122 70 96.625 142.817 11. Investments in entities accounted for using the equity method 3.852 75.446 85.491 6.193 12. Tax assets 15.707 72 75.488 86.206 177.473 13. Other assets 156.631 2.567 373 384.835 544.406 **TOTAL ASSETS** 2.728.325 7.415.649 263.434 4.071.969 14.479.377

NET LIABILITIES AND EQUITY		TR	ADITIONAL	L BUSINES	S		CREDIT B	HISINIESS	ТОТ	ΔΙ
	NON-L	.IFE	LIF	E	OTHER AC	TIVITIES	CKEDII B	USINESS	1017	AL
TOTAL LIABILITIES	_	1.953.738	_	6.019.208	_	274.533		3.027.762	_	11.275.241
Other financial liabilities at fair value through profit or loss		-		-		-		-		-
3. Debits and payables		103.336		150.539		1.676		615.086		870.637
a) Subordinated liabilities	-		-		-		200.439		200.439	
b) Deposits received on buying reinsurance	7.412		3.330		-		42.011		52.753	
c) Liabilities from insurance operations	60.867		2.328		-		54.079		117.274	
d) Liabilities from reinsurance operations	9.879		2.313		-		102.492		114.684	
e) Liabilities from coinsurance operations	2.089		-		-		-		2.089	
g) Liabilities with credit entities	-		-		1.676		336		2.012	
i) Other liabilities	23.089		142.568		-		215.729		381.386	
5. Technical Provisions		1.825.263		5.713.414		-		2.029.023	4 000 500	9.567.700
a) For unearned premiums	767.951		-		-		528.569		1.296.520	
b) For unexpired risks	6.022		-		-		-		6.022	
c) For life insurance	-		5.569.344		-		1 500 454		5.569.344	
d) For policyholder dividende and return premiume	994.054		138.891 5.179		-		1.500.454		2.633.399 5.179	
e) For policyholder dividends and return premiumsf) Other technical provisions	57.236		5.179		-		_		57.236	
6. Non Technical Provisions	57.230	5.847	-	_	-	75.343	_	102.860	57.230	184.050
7. Tax liabilities		17.195		_		197.514		135.898		350.607
8. Other Liabilities		2.097		155.255		-		144.895		302.247
TOTAL NET EQUITY	_	774.587	_	1.396.441	_	(11.099)	_	1.044.207	_	3.204.136
Equity		663.440		1.080.018		(25.428)		706.700		2.424.730
1. Capital		10.365		18.000		-		7.635		36.000
2. Share Premium Account		442		766		-		325		1.533
3. Reserves		490.835		1.046.792		-		555.957		2.093.584
4. Less: Shares and holdings in own equity		6.410		11.129		-		4.720		22.259
Profit or loss for the year attributable to the parent company		169.407		43.733		(25.428)		164.448		352.160
a) Consolidated profit or loss	169.407		43.733		(25.428)		198.710		386.422	
b) Profit or loss attributable to minority interests	-		-		-		34.262	40045	34.262	
8. Less: Interim Dividend		1.199		18.144		-		16.945		36.288
Other comprehensive income and accumulated in equity 1. Items not reclassified in the profit for the period		111.147		316.423		14.329		(2.836)		439.063
2. Items that can be reclassified after the profit for the period		111.147		316.423		14.329		(2.836)		439.063
a) Available-for-sale financial assets	111.148	111.147	384.157	010.420	14.329	14.020	25.508	(2.000)	535.142	400.000
c) Exchange differences	(26.120)		-		-		-		(26.120)	
d) Correction of accounting mismatches	26.119		(67.734)		_		(26.119)		(67.734)	
e) Entities accounted for using the equity method	-		-		-		(2.225)		(2.225)	
f) Other adjustments	-		-		-				· -	
EQUITY ATTRIBUTABLE TO THE PARENT COMPANY	_	774.587	_	1.396.441	_	(11.099)	_	703.864	_	2.863.793
MINORITY INTERESTS		_		_		_		340.343		340.343
Other comprehensive income and accumulated in equity	_	-	_	-	_	-	1 -	(10.553)	_	(10.553)
2. Other		-		-		-		350.896		350.896
TOTAL NET EQUITY AND LIABILITIES										

^(*) Presented solely and exclusively for comparison purposes.

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente)

CONSOLIDATED STATEMENTS OF RECOGNISED INCOME AND EXPENSE FOR FINANCIAL YEARS ENDING 31 DECEMBER 2019 AND 2018 (Notes 1 to 3)

(Figures in Thousands of Euros)

		(Figures i	n Thousands of Euro
	Note	Year 2018 (*)	Year 2019
A) CONSOLIDATED PROFIT FOR THE PERIOD		386.422	424.530
B) OTHER COMPREHENSIVE INCOME - ITEMS NOT RECLASSIFIED IN THE PROFIT		(5.301)	(19.492)
1. Actuarial Gains/(losses) on long term remuneration to personnel	15	(9.350)	(24.777)
2. Share in other comprehensive income recognised by investments in joint ventures and associates		-	-
3. Other income and expenses not reclassified in the profit for the period		-	-
4. Tax effect	11.d.	4.049	5.285
C) OTHER COMPREHENSIVE INCOME - ITEMS THAT CAN BE RECLASSIFIED AFTER THE PROFIT		(136.173)	366.873
1. Available-for-sale financial assets		(200.595)	607.196
a) Valuation gains/(losses)b) Amounts transferred to the income statementc) Other reclassifications	7.a.	(201.951) 1.356 -	587.170 20.026
2. Cash flow hedges:		-	-
 a) Valuation gains/(losses) b) Amounts transferred to the income statement c) Amounts transferred to the initial carrying amount of hedged items c) Other reclassifications 		- - -	- - -
3. Hedges of net investments in foreign operations:		-	-
a) Valuation gains/(losses)b) Amounts transferred to the income statementc) Other reclassifications		- - -	- - -
4. Exchange differences:		(2.480)	10.969
a) Valuation gains/(losses)b) Amounts transferred to the income statementc) Other reclassifications		(2.480) - -	10.969 - -
5. Correction of accounting mismatches:		25.578	(152.029)
a) Valuation gains/(losses)b) Amounts transferred to the income statementc) Other reclassifications		25.578 - -	(152.029) - -
6. Assets held for sale:		-	-
a) Valuation gains/(losses)b) Amounts transferred to the income statementc) Other reclassifications		- - -	- - -
7. Share in other comprehensive income recognised by		(3.773)	1.438
investments in joint ventures and associatesa) Valuation gains/(losses)b) Amounts transferred to the income statementc) Other reclassifications	8	(3.773)	1.438 - -
8. Other income and expenses that can be reclassified		_	_
after the profit for the period			
9. Tax effect	11.d.	45.097	(100.701)
OTAL COMPREHENSIVE INCOME FOR THE YEAR (A + B + C)		244.948	771.911
a) Attributable to equity holders of the parent		219.789	722.895
b) Attributable to minority interests		25.159	49.016

(*) Presented solely and exclusively for comparison purposes.

The accompanying Notes 1 to 22 and Appendices I and II are an integral part of the consolidated Statement of Recognised Income and Expenses for the year 2019.

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente)

CONSOLIDATED CHANGES IN EQUITY STATEMENT FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2019 AND 2018 (notes 1 to 3)

								(Figures in The	ousands of Euros)
			Equity attri	outable to equity	y holders of the pa	rent company	'		
				Equity			Other		
	Note	Capital or mutual fund	Share premium and Reserves	Treasury shares and participation units	Profit for the year attributable to the parent company	(Interim Dividends)	comprehens ive income and accumulated in equity	Minority interests	Total net equity
Closing balance at 31 December 2017 (*)		36.000	1.876.510	(18.108)	325.447	(34.560)	567.322	325.993	3.078.604
Adjustment for changes in accounting policies Adjustment for errors		-	- -	-	-	-	-	-	- -
Opening balance adjusted to 01 January 2018 (*)		36.000	1.876.510	(18.108)	325.447	(34.560)	567.322	325.993	3.078.604
I. Total recognised income/(expenses)		-	(4.112)	-	352.160	-	(128.259)	25.159	244.948
II. Transactions with members or shareholders1. Capital increases/(decreases)2. Conversion of financial liabilities into equity3. Dividend distribution		- - -	- - - -	(4.151) - - -	- - -	(94.740) - - (94.740)	- -	(10.778) - - (10.778)	(109.669) - - (105.518)
4. Transactions with treasury shares or holdings (net)5. Increases (decreases) due to business combinations6. Other transactions with members or shareholders	16.c.	- - -	- - -	(4.151) - -	- - -	- -	- - -	- -	(4.151) - -
III. Other changes in equity1. Share-based payments2. Transfers between equity components		-	222.719 - 232.435	- - -	(325.447) - (325.447)	93.012 - 93.012	- - -	(31) - -	(9.747) - -
3. Other changes		-	(9.716)	-	-	-		(31)	(9.747)
Closing balance at 31 December 2018 (*)		36.000	2.095.117	(22.259)	352.160	(36.288)	439.063	340.343	3.204.136
Adjustment for changes in accounting policies Adjustment for errors		-	-	-	-	-		-	-
Opening balance adjusted to 01 January 2019		36.000	2.095.117	(22.259)	352.160	(36.288)	439.063	340.343	3.204.136
I. Total recognised income/(expenses)		-	(16.771)	-	385.937	-	353.729	49.016	771.911
II. Transactions with members or shareholders1. Capital increases/(decreases)2. Conversion of financial liabilities into equity		-	- - -	259 - -	- -	(100.512) - -	- - -	(14.915) - -	(115.168) - -
3. Dividend distribution4. Transactions with treasury shares or holdings (net)5. Increases (decreases) due to business combinations	16.e. 16.c.	- - -	- - -	- 259 -	- - -	(100.512) - -	- - -	(14.915) - -	(115.427) 259 -
Other transactions with members or shareholders		-	-	-	-	-	-	-	-
III. Other changes in equity 1. Share-based payments 2. Transfers between equity components	40.1	-	244.181 -	- -	(352.160)	98.688		(405) -	(9.696) -
Transfers between equity components Other changes	16.d.	-	253.472 (9.291)	- -	(352.160)	98.688	-	(405)	(9.696)
Closing balance at 31 December 2019		36.000	2.322.527	(22.000)	385.937	(38.112)	792.792	374.039	3.851.183

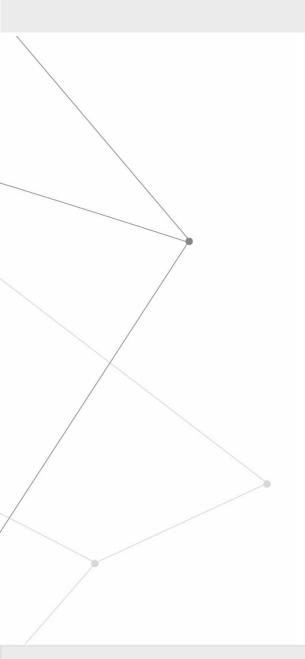
^(*) Presented solely and exclusively for comparison purposes.

The accompanying Notes 1 to 22 and Appendices I and II are an integral part of the Consolidated Statement of Changes in Equity at 31 December 2019.

GRUPO CATALANA OCCIDENTE, S.A. AND SUBSIDIARIES (Grupo Catalana Occidente) CONSOLIDATED CASH FLOW STATEMENTS FOR THE FINANCIAL YEARS ENDED 31 DECEMBER 2019 AND 2018 (DIRECT METHOD) (Notes 1 to 3)

	Note	Year 2018 (*)	Year 2019
A) CASH FLOWS FROM OPERATING ACTIVITIES (1+2+3)		486.461	513.462
1. Insurance activities:		853.416	905.091
(+) Cash received from insurance activities(-) Cash paid in insurance activities		5.150.347 (4.296.931)	5.428.597 (4.523.506)
2. Other operating activities:		(261.475)	(233.635)
(+) Cash received from other operating activities(-) Cash paid in other operating activities		509.758 (771.233)	586.890 (820.525)
3. Income tax refunded/(paid)		(105.480)	(157.994)
3) CASH FLOWS FROM INVESTING ACTIVITIES (1 + 2)		(467.926)	(177.499)
1. Cash received from investing activities:		2.236.916	3.079.468
(+) Property, plant and equipment(+) Investment property		860 23.829	555 12.279
(+) Intangible assets(+) Financial instruments(+) Investments in equity instruments		1.696.065 -	2.596.692
 (+) Subsidiaries and other business units (+) Interest received (+) Dividends received (+) Other cash received in relation to investing activities 		270.670 47.842 197.650	- 188.929 53.037 227.976
2. Payments from investment activities:		(2.704.842)	(3.256.967)
(-) Property, plant and equipment(-) Investment property(-) Intangible assets(-) Financial instruments	9.a. 9.b. 10	(32.405) (63.886) (55.207) (2.177.786)	(26.964) (110.433) (52.504) (2.622.802)
(-) Investments in equity instruments(-) Subsidiaries and other business units(-) Other cash paid in relation to investing activities	8	(97.426) (278.132)	(159.554) (284.710)
C) CASH FLOWS FROM FINANCING ACTIVITIES (1 + 2)		(111.238)	(144.415)
1. Cash received from financing activities:		202	259
(+) Subordinated liabilities(+) Cash received from issue of equity instruments and capital increase(+) Assessments received and contributions from members or mutual members		-	-
 (+) Disposal of treasury shares (+) Other cash received in relation to financing activities 	16.c.	202	259
2. Cash paid in investing activities:		(111.440)	(144.674)
(-) Dividends to shareholders (-) Interest paid (-) Subardinated link litting	16.e.	(94.740) (12.347)	(100.512) (14.526)
 (-) Subordinated liabilities (-) Cash paid for return of contributions to shareholders (-) Assessments paid and return of contributions to members or mutual members (-) Purchase of own securities (-) Other cash paid in relation to financing activities 	16.c.	(4.353)	- - - (29.636)
) EFFECT OF CHANGES IN EXCHANGE RATES		39	(339)
) NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (A + B + C + D)		(92.664)	191.209
CASH AND CASH EQUIVALENTS AT THE START OF THE PERIOD		1.256.195	1.163.531
B) CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD (E+F)		1.163.531	1.354.740
COMPONENTS OF CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD		Year 2018 (*)	Year 2019

COMPONENTS OF CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	Year 2018 (*)	Year 2019
(+) Cash (+) Other financial assets (-) Less: Bank overdrafts repayable on demand	1.160.221 3.310 -	1.154.843 199.897 -
TOTAL CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	1.163.531	1.354.740



Notes of Consolidated financial statements

Grupo Catalana Occidente, S.A. and Subsidiaries (Grupo Catalana Occidente)

Notes to the Consolidated Financial Statements For the Financial Year Ended on 31 December 2019

In accordance with current legislation on the content of consolidated financial statements, these Notes complete, elaborate on and provide a commentary on the consolidated balance sheet, profit and loss account, statement of recognised income and expense, statement of changes in equity and cash flow statement (hereinafter the "consolidated financial statements"). Together with the financial statements, they form a whole, whose purpose is to provide a true and fair view of the consolidated assets and consolidated financial position of Grupo Catalana Occidente at 31 December 2019 and of the result of its activities, the changes in its equity and the cash flows registered in the year then ended.

1. General information on the parent company and its activities

1.a) Incorporation, term and domicile

Grupo Catalana Occidente, Sociedad Anónima ("the parent company") was incorporated for an indefinite period on 18 July 1864, in Spain and initially under the name "La Catalana, Sociedad de Seguros contra Incendios a Prima Fija". In 1988 it changed its name to Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros, and again in 2001 to Grupo Catalana Occidente, Sociedad Anónima, to reflect the change in its corporate activities following the transfer of all its insurance and reinsurance business to the subsidiary Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros ("Seguros Catalana Occidente") through a non-cash contribution consisting of the entire business line, including all the assets and liabilities allocated to it and all its staff.

The registered office of the parent company is at Paseo de la Castellana 4, Madrid (Spain).

1.b) Corporate purpose, legal framework and lines of business in which the Company operates

The Company's corporate purpose is to purchase, underwrite, hold, administer, swap and sell all manner of domestic and foreign securities and shares, for its own account and without engaging in brokerage activities, for the purpose of directing, administering and managing such securities and shares.

In carrying out these activities, especially as regards the securities of insurance undertakings and other companies whose activities are subject to the private insurance regulations in Spain, the parent company ensures that applicable legal requirements are met. The parent company is not directly involved in insurance activity, this is performed by subsidiary companies of the Group which have the corresponding legal authority. The Directorate General of Insurance and Pension Funds (hereinafter "DGSFP") performs the functions assigned under current legislation by the Spanish Ministry of Economy and Finance in relation to private insurance and reinsurance, insurance agency and brokerage services, capitalisation and pension funds.

The parent company directs and manages its capital investment in the other companies by organising human and material resources.

The insurance companies belonging to Grupo Catalana Occidente, S.A. operate in the following business lines: Life, Credit, Bonding, Accident, Sickness, Health, Motor, Marine, Lake and River Transportation (hull), Aircraft, Freight, Fire and Natural Disasters, Other damage to property (combined Agricultural Insurance, Theft and other), Liability (in Motor, aircraft, marine, inland

transportation, arising from nuclear or other risks), various monetary Losses, Legal Defence, Assistance and Funeral. The Group considers all of the branches it operates in to be traditional business except for the branches of Credit and Bonding, which is included within the credit insurance business.

Furthermore, the subsidiary companies GCO Gestora de Pensiones, E.G.F.P, S.A. ('GCO Gestora de Pensiones') and Plus Ultra Seguros Generales y Vida, S.A. de Seguros y Reaseguros ('Plus Ultra') manage the pension funds "GCO Pensiones Mixto Fijo, Fondo de pensiones", "GCO Pensiones Renta Variable, Fondo de pensiones", "GCO Pensiones Renta Fija, Fondo de pensiones", "GCO Pensiones Empleados, Fondo de Pensiones", "GCO Pensiones Colectivo, Fondo de Pensiones", "Cat Previsió, Fondo de Pensiones", "Plus Ultra Renta Fija, Fondo de Pensiones", "Plus Ultra Dinámico, Fondo de Pensiones", "Plus Ultra Renta Variable, Fondo de Pensiones" and "Plus Ultra Renta Fija Mixta, Fondo de Pensiones". In addition, Seguros Catalana Occidente y Bilbao Compañía Anónima de Seguros y Reaseguros, S.A. ('Seguros Bilbao') son socios promotores de "GCO Previsión, EPSV Individual". The total amount of assets of managed funds and EPSV amounted to 662,934 thousand euros at 31 December 2019 (527,509 thousand euros at 31 December 2018). The gross income earned from management fees of the various funds amounted to €4,608 thousand in 2019 (€4,060 thousand in 2018) and was recognised, net of the related marketing expenses, under "Other Technical Income" in the consolidated life insurance profit and loss account.

Also, the subsidiary company Grupo Catalana Occidente Gestión de Activos, S.G.I.I.C. ("GCO Gestión de Activos) manages mutual funds "GCO Mixto, FI", "GCO Acciones, FI", "GCO Eurobolsa, FI", "GCO Renta Fija, FI", "GCO Global 50, FI", "GCO Internacional, FI" and "GCO Ahorro, FI" (previouslt called "GCO Corto Plazo, FI" (see Note 7.a.2). The total amount of assets of managed mutual funds amounted to 315,789 thousand euros at 31 December 2019 (270,658 thousand euros at 31 December 2018).

In view of the business activity carried out by the parent and its subsidiaries, the Group has no environmental liabilities, expenses, assets, provisions or contingencies that might be material with respect to the Group's equity, financial position or results. Therefore, no specific disclosures are included in these notes to the consolidated financial statements with respect to information regarding environmental issues.

The non-financial information to be included in accordance with Law 11/2018, of 28 December, which modifies the Code of Commerce, Consolidated Text of the Spanish Capital Companies Act and the Account Auditing Act regarding non-financial information and diversity, which is included in the consolidated management report for Grupo Catalana Occidente.

1.c) Group structure and distribution systems

The subsidiary companies Seguros Catalana Occidente, Seguros Bilbao, Plus Ultra, Nortehispana, de Seguros y Reaseguros S. A. ('Nortehispana') and Atradius N.V., have their own independent structure and organisational network.

From an organisational standpoint, the companies comprising Grupo Catalana Occidente ("the Group") have a structure involving centralised corporate functions and decentralised operations, with the following service centres: claim centres with staff distributed between Sant Cugat, Valencia, Madrid, Malaga and Santander, and call centres with staff distributed between Sant Cugat and Madrid.

The Group has a territorial structure comprising 1,529 offices spread across Spain and 83 offices abroad.

To deliver personal and high-quality advice to customers, the Group distributes its products in Spain through an extensive sales network, consisting mainly of exclusive, full-time insurance agents. The Group also uses insurance brokers, part-time agents and other specialist distribution networks. On 31 December 2019 the Group worked with a total of 17,327 agents throughout Spain (17,801 at 31 December 2018).

The Group operates in more than 50 countries through the subsidiary Atradius N.V., which at 31 December 2019 had 2,539 brokers (2,601 at 31 December 2018).

With regards to the brokerage channels, according to Act 26/2006 de Mediación de Seguros y Reaseguros Privados (Act 26/2006 on private insurance and reinsurance brokerage), and by virtue of the application of its stipulations in its second additional provision, all current agency agreements are deemed to be exclusive insurance agency agreements. In this way, the following subsidiary companies act as exclusive agency companies:

- Tecniseguros, Sociedad de Agencia de Seguros, S.A. as an agency of Seguros Catalana Occidente.
- S. Órbita, Sociedad Agencia de Seguros, S.A. as an insurance agency in Bilbao.
- Previsora Bilbaína Agencia de Seguros, S.A. and Nortehispana Mediación Agencia de Seguros, S.A. as Nortehispana agencies.

1.d) Other information

All of the parent company's shares are listed on the Spanish Stock Exchange Interconnection System (Continuous Market). At 31 December 2019, the shares traded at €31.15 per share (€32.65 per share at 31 December 2018).

2. Basis of presentation for consolidated accounts

2.a) Regulatory framework of financial reporting applicable to the Group

These consolidated financial statements have been produced by the Board Members of the parent company in accordance with the financial reporting regulatory framework applicable to the Group, which is established by:

- a) The Spanish Code of Commerce and other commercial legislation.
- b) The International Financial Reporting Standards (hereinafter, "IFRS") as adopted by the European Union through EU Regulations, pursuant to Regulation (EU) no. 1606/2002 of the European Parliament and of the Council of 19 July 2002 and subsequent amendments thereto.
- c) Royal Decree 1060/2015, of 20 November, on Organisation, Supervision and Solvency of Insurance and Reinsurance Entities (hereinafter, "ROSSEAR"), as well as the valid articles of Royal Decree 2486/1998, of 20 November, which approves the Regulation on Organisation and Supervision of Insurance (hereinafter, "ROSSP"), and the regulatory provisions established by the Directorate General of Insurance and Pension Funds, as well as the criteria and regulations established by the local regulators in the various countries of the foreign subsidiary companies of the Group.
- d) Act 20/2015, of 14 July, on Organisation, Supervision and Solvency of Insurance and Reinsurance Entities (hereinafter, "LOSSEAR").

2.b) True and Fair View

The Group's consolidated financial statements have been obtained from the accounting records of the parent Company and its subsidiaries and are presented in accordance with the financial reporting regulatory framework applicable and in particular the accounting principles and criteria it contains. Therefore they present a true reflection of the equity, financial position, results of the Group and cash flows for the year concerned. These consolidated financial statements were prepared by the Board of Directors of Grupo Catalana Occidente, S.A. at their meeting on 27 February 2020, and shall be subject, as well as those from investee companies, to the approval by the respective Annual General Meeting of

Shareholders. The 2018 consolidated annual financial statements were approved by the Annual General Meeting of Shareholders of the Grupo Catalana Occidente, S.A. which was held on 25 April 2019.

The Group's consolidated financial statements have been prepared from accounting records maintained by the parent and the other companies of the Group and include certain adjustments and reclassifications to standardise the principles and criteria used by the various companies integrated into Grupo Catalana Occidente.

As recommended by IAS 1, assets and liabilities are generally classified in the balance sheet according to their liquidity, but not by classifying assets and liabilities as current or non-current, which is more relevant for the purposes of insurance groups. As with other insurance groups, expenses in the profit and loss account are classified and presented according to their nature.

2.c) Responsibility for information

The information in these financial statements is the responsibility of the Board Members of the parent Company, who have taken due care to ensure the effective operation of the various controls put in place to guarantee the quality of financial and accounting information, both for the parent and the companies of the Group.

In preparing the financial statements, judgements and estimates were occasionally made by the management of the Parent company and of the consolidated companies, which were subsequently ratified by the directors, and these judgements and estimates relate, inter alia, to

- The fair value and impairment losses of certain unlisted financial assets (Notes 3-b.3 and 3-b.4)
- The assumptions and hypotheses included in the calculation of the technical lifetime provisions (Note 3.j.2).
- The assumptions and hypotheses included in the calculation and model used for the valuation of non-life technical provisions determined by statistical methods (Note 3.j.2).
- The assumptions and hypotheses included in the calculation of the technical provisions for the credit line (Note 3.i.2).
- The useful life of the property, plant and equipment and investment property (Notes 3-c and 3-d) and intangible assets (Note 3.e)
- The determination of the recoverable amount of goodwill on consolidation and other intangible assets with a definite and indefinite useful life (see Note 3-e)
- The actuarial assumptions used to calculate the pension liabilities and obligations (Note 3.k.1).
- The assumptions and hypotheses used in the calculation of the liability adequacy test (Note 3.j.2)
- The assumptions included in the calculation of the provisional premiums estimated at closure derived from the credit and surety business(Note 3.m.1).
- The determination of the discount rate used in the calculation of the financial liability arising from leases subject to IFRS 16 (Note 3-c.2)

These estimates affect both the amounts recorded in the balance sheet and profit and loss account and those appearing in the statement of recognised income and expenses. Although they were prepared using the best information available, future events may make it necessary to revise these estimates (upwards or downwards) in coming years. Any such revisions would be applied prospectively, recognising the effects of the changed estimates in the consolidated financial statements.

2.d) New and revised standards

New accounting standards and amendments have come into force in 2019 which have naturally been taken into account in preparing the attached consolidated financial statements.

- IFRS 16 Leases Substitutes IAS 17 and the interpretations associated. The new regulation proposes a unique accounting model for lessees which would include all leases in the balance sheet with a similar impact to financial leases.
- Amendment to IFRS 9 Financial Instruments Early repayment features with negative compensation This amendment permits the measurement at amortised cost of certain financial assets that can be repaid early for an amount less than the outstanding amount of capital and interest on that principal.
- Amendment to IAS 28 Investments in Associates and Joint Ventures Long-term Interest
 in Associates and Joint Ventures It clarifies that IFRS 9 must be applied to long-term
 interests in an associate or joint venture if the equity method is not applied.
- Amendment to IAS 19 Employee benefits It clarifies how to calculate the service cost for the current period and the net interest for the remainder of an annual period when there is a change, reduction or settlement of a defined benefit plan.
- Amendments to IFRS 3 Business Combinations Annual Improvement Cycle (2015 2017)
 Acquisition of control over a business previously registered as a joint venture.
- IFRIC 23 *Uncertainty over income tax treatments* This interpretation clarifies how to apply the criteria for registration and evaluation of the IAS 12 when there is uncertainty about the acceptability by the tax authority of certain tax treatments used by the entity.

Any accounting policy or valuation principle which can have a material effect on the 2019 consolidated financial statements has been applied in its preparation.

Next, the main principles applicable to the year 2019 are developed:

IFRS 16 Leases

This standard introduces an lease accounting model (recognition, measurement, presentation and breakdowns) for lessees, in such a manner that recognises the assets and liabilities of all leases with a duration superior to 12 months, unless the underlying asset has a low value.

The main change is derived from the obligation of the lessee to recognise an asset by right to use, which represents their right to use the underlying leased asset, and a liability by lease, which represents the obligation in terms of value present to make payments for the lease. While the asset is amortised throughout the life of the contract, the liability will generate a financial expense.

The Group has applied IFRS 16 since 1 January 2019, when the standard came into force. In addition, in accordance with the simplifications provided for in the new financial reporting framework, the Group has excluded from the scope those lease contracts whose term expires within 12 months from the date of initial application and those whose underlying asset is of low value.

For leases in which the Group acts as lessee, previously classified as operating leases, the Group has decided to apply the new lease criteria retroactively, using the modified retrospective approach, which allows the value of the right of use to be estimated by reference to the financial liability in transactions, and no adjustment was made to the reserves at 1 January 2019.

The main type of contract identified that required estimating an asset for right of use and a lease liability at 1 January 2019 are the leases of real estate (for offices) that are assigned to its operating activity.

For sale and leaseback transactions performed before 1 January 2019 in which the Group acted as seller-lessee, the subsequent lease was accounted for as any other operating lease existing at 1 January 2019.

The breakdowns at 31 December 2018 of the balance sheet items relating to lease contracts in these notes to the consolidated financial statements have not been restated and, therefore, are not comparable with the information relating to 31 December 2019.

The reconciliation between the operating lease commitments at 31 December 2018 and the lease liabilities recognised on 1 January 2019 under IFRS 16 is as follows:

Operating lease commitments (in thousands of euros):					
Operating lease commitments at 31 December 2018	166,675				
Different treatment of the lease term	(1,911)				
Separation of non-leasing components	-				
Other adjustments (includes financial discount for future payments)	(14,823)				
Lease liability at 1 January 2019	149,941				
Average discount rate applied	3.0%				

The entry into force of the standard has had the following impacts on the Group at 31 December 2019:

- Increase in assets of €128,431 thousand (see Note 9.a) and liabilities by €129,483 thousand (see Note 13.b), of which 94% relate to buildings and 6% to cars.
- Increased expenses due to amortisation and financial expenses of €30,623 thousand and €4,091 thousand respectively, mostly offset by the decrease in operating expenses from rent:

	Year 2019
Cost of amortization of rights of use	30,623
Interest expense on lease liabilities	4,091
(minus) Rent expense (*)	(33,727)
Gross profit impact	987
Fiscal impact	(247)
Net profit impact	740

(*) Cash outflows for the year

The amount of the financial expenses will reduce progressively, with financial criteria, throughout the estimated life of the contracts.

As shown in the table above, the decline in profit attributable to the parent company is not very significant. This amount will be entirely compensated at the estimated end of the contract life.

The lease payments will be discounted using the incremental borrowing rate. This rate has been calculated for the different portfolios defined by the Group based on the economic environment,

the durations of the contracts, the debt position of the Group and the quality of the underlying assets.

Finally, the Group has excluded from the general treatment of leases those contracts with a term of 12 months or less, as well as those contracts where the value of the leased item is $\[\in \]$ 5,000 or less. Lease expenses for these exclusions were recognised in the Group's income statement and amounted to $\[\in \]$ 876 thousand in 2019.

2.d.2) Current standards, amendments and interpretations not adopted

IFRS 9 Financial Instruments: Classification and Measurement

The effective date of IFRS 9 was 1 January 2018. The Group, however, has taken into account the application of the Deferral Approach provided for the insurance sector to postpone the application of IFRS 9 until the date of effective entry of IFRS 17, (see Note 2.d.3). The Group can apply the temporary exemption of IFRS 9 provided that its activities are predominantly connected to insurance, as described in paragraph 20D of the IFRS 4, on the date of annual presentation which is immediately prior to 1 April 2016 (i.e. Upon close of 31 December 2015).

The Group complies with said requirement in virtue of the fact that the amount of the liabilities that arise from contracts within the scope of IFRS 4 is significant in comparison with the total amount of all liabilities. The percentage of the total amount of the liabilities connected to insurance (with regards to the total amount of all liabilities) is greater than 80% and the Group is not involved in significant activity that is not connected to insurance.

Breakdowns required by the deferral approach of IFRS 9

Below is the detail of the fair value of the financial assets based on the OPPI criteria on 31 December 2019 and 2018, as well as the change in fair value during the exercise. The assets are classified in two categories:

- OPPI: financial assets where the cash flows represent only payments of principal and interest over the amount of the principal pending, excluding any asset classified as maintained in order to negotiate under IFRS 9, or that is managed and where the performance is evaluated on the basis of the fair value.
- Others: all financial assets not included in the OPPI category:
 - Where the contractual terms do not lead to cash flow on certain dates that are only payments of principal and interests over the amount of principal pending.
 - ii. Classified as maintained to negotiate under IFRS 9 or that are managed and the performance is evaluated based on the fair value.

Thousands of Euros

Investments classified by nature	31.12.2019	31.12.2018	Variation of fair value during the year
Equity Instruments	1,795,413	1,287,832	507,581
OPPI	-	-	-
Other	1,795,413	1,287,832	507,581
Debt securities	7,338,225	6,615,682	722,543
OPPI	7,226,736	6,476,622	750,114
Other	111,489	139,060	(27,571)
Derivatives	-	29	(29)
OPPI	-	-	-

Other	-	29	(29)
Investments held for the benefit of policyholders who bear the investment risk	575,116	362,106	213,010
OPPI	132,059	124,814	7,245
Other	443,057	237,292	205,765
Loans	165,405	119,046	46,359
OPPI	165,405	119,046	46,359
Other	-	-	-
Other financial assets with non-published prices (*)	8,335	7,789	546
OPPI	8,335	7,789	546
Other	-	-	-
Deposits with credit institutions	608,628	644,291	(35,663)
OPPI	128,639	441,978	(313,339)
Other	479,989	202,313	277,676
Deposits for accepted reinsurance	25,391	26,782	(1,391)
OPPI	25,391	26,782	(1,391)
Other	-	-	-
Credits receivable	845,875	804,341	41,534
OPPI	845,875	804,341	41,534
Other			
TOTAL (**)	11,362,388	9,867,898	1,494,490

^(*) The market value indicated corresponds to the book value, which is considered the best estimate of the fair value.

From the analysis undertaken of the fixed income portfolio, assets have been identified that, having been through the OPPI test and having a non-low credit risk upon close of the year (credit rating lower than Investment Grade), have suffered a significant increase in credit risk since their initial recognition. Said assets imply a percentage of 0.01% over the total asset portfolio. The credit ratings of the financial assets that pass the OPPI test are included in the rating details of Note 4.c).

It is expected that the new requirements of IFRS 9 and IFRS 17 (which is developed in the next section) may have a significant impact on the amounts registered in the financial statements of the Group when they enter into force and the Administrators are currently quantifying said potential impact.

2.d.3) Standards, amendments and interpretations issued not in force

At the date these consolidated financial statements were authorised for release, the most significant standards and interpretations that had been published by the IASB but had not yet come into force, either because their effective date was after the date of the consolidated financial statements, or because they have not yet been adopted by the European Union (in the latter, only the most significant are included):

New standards, amendments and inte	Mandatory application for periods beginning as from	
Approved for use in the European Union: Amendments and/or interpretations		
Amendments to IAS 1 and IAS 8 Definition of "Materiality"	Amendments to align the definition of "materiality" with that contained in the conceptual framework	1 January 2020

^(**) The total investments by nature classified by the section of the consolidated statement can be seen in Note 7.

Amendments to IFRS 9, IFRS 39 and IAS 7 Reform of Reference Interest Rates The amendments provide temporary and limited exceptions to the hedge accounting requirements of IAS 39 and IFRS 9 so that companies can continue to meet the requirements, based on the assumption that existing reference interest rates are not altered by the reform of the interbank offer

Not approved for use in the European Union:

New rules

It replaces IFRS 4 and includes the principles of registration, valuation, presentation and breakdown of insurance contracts with the objective that the entity provides relevant and reliable information that allows users of the information to determine the effect that the contracts have on the

1 January 20211

Amendments and/or interpretations

IFRS 17 Insurance Contracts

Amendment to IFRS 3 Business definition Clarifications to the definition of business

financial statements.

Amendment to IAS 1: Presentation of financial statements - Classification of liabilities as current or non-current

Presentation of financial statements -Classification of liabilities as current or noncurrent 1 January 2020

The Group has not made plans for the anticipated application of the aforementioned standards and interpretations and in any case their application will be subject to consideration by the Group upon approval, if applicable, by the European Union.

IFRS 17 Insurance Contracts

This standard replaces IFRS 4, a standard that permits continued use of the local accounting practices and that has led to insurance contracts being accounted for in a different manner among jurisdictions. This standard establishes the principles for registration, presentation and breakdown of the insurance contracts with the objective of the entity providing relevant and reliable information that allows the users of the financial information to determine the effect that these contracts have on the entity's financial statements.

The implementation of IFRS 17 will imply undertaking consistent accounting for all insurance contracts based on an evaluation model that will use calculation hypotheses updated at each close date (such as the type of discount, actuarial hypotheses, and regarding other financial variables).

The effects of the changes on the previous hypotheses can be recognised both in the income statement and the equity, depending on their nature and on whether said changes are associated to the provision of a service that has already taken place or not, or imply reclassification among the components of the liability of registered insurance. The income or expenses can be fully registered in the income statement or in the equity.

For all contracts that are not onerous, the entities will recognise a profit margin in the profit and loss account (called "contractual service margin") throughout the period during which the entity provides the service. However, if at the time of initial recognition or during the period when the entity provides

¹ The IASB has proposed that it be deferred to 1 January 2022 (Draft Proposal for Amendments to IFRS 17 published on 26 June 2019).

the service, the contract is onerous, the entity must recognise the loss in the profit and loss account immediately.

On 26 June 2019, the IASB published a Draft Proposal for Amendments to IFRS 17 for public consultation. The objective of the amendments is to continue to support their implementation, alleviating the concerns and challenges raised about the implementation of the standard by the actors affected by it. In this sense, one of the amendments included in this Draft refers to the deferral of the date of entry into force of the standard. IFRS 17 will be applicable in annual periods that begin on 01 January 2022 (date of first application), although the presentation of comparative information is obligatory (transition date of 01 January 2021).

The proposed amendments are only designed to minimize the risk of disruption to the implementation currently under way. The IASB is expected to publish the Final Amendments to IFRS 17 in mid-2020.

With regard to the implementation of the standard, the Group has continued the project to adapt to the new regulatory framework for IFRS 17 insurance contracts initiated in September 2017, working this year on the complete analysis of impacts, which seeks to obtain modelisation of the balance and income statement under IFRS 17, with the objective of establishing, in a preliminary manner, the set of policies and principles for assessment of implementation of the standard, as well as the adaptation of the IT infrastructure to respond to the new regulatory requirements. The principal objective is the performance of the preparatory work necessary for implementation of IRFS 17, in order to guarantee compliance on the date of first application and to evaluate the potential qualitative and quantitative impacts, with sufficient anticipation of the effects to adapt the management and to align the requirements of said standard with those derived from IFRS 9.

2.e) Comparison of information

The consolidated financial statements for 2019 are presented comparatively with the previous year, pursuant to the requirements of *IAS 1 - Presentation of Financial Statements*.

Changes in the consolidation scope

The accounting for the business combination as a result of the acquisition of 100% of Seguros de Vida y Pensiones Antares, S.A. (see Note 5.a.), was recognised on 14 February 2019 and, therefore, the consolidated profit and loss account at 31 December 2019 is not comparable to that presented for the previous period. At 31 December 2019, the integration of Antares resulted in the inclusion of €133,485 thousand and €9,820 thousand of accrued premiums and gross profit, respectively, in the consolidated profit and loss account.

First application of IFRS 16

The Group has decided to apply IFRS 16 retrospectively, using the modified retrospective approach. Thus, the comparative information for 2018 has not been restated (see Note 2.d.1).

2.f) Consolidation principles

The Group's scope of consolidation was defined according to the provisions of IFRS 10 – Consolidated and Separate Financial Statements and IAS 28 – Investments in Associates (see Annex I and II).

These consolidated financial statements for 2019 include all the companies of the Group, using the consolidation methods applicable in each case, in accordance with Article 42 of the Código de Comercio (Spanish Commercial Code). The parent is not required to prepare consolidated financial statements with a scope greater than that of these consolidated financial statements, as it is itself part

of a group headed by CO Sociedad de Gestión y Participación, S.A. which prepares its consolidated annual financial statements separately.

2.f.1) Subsidiaries

Subsidiaries are considered to be those entities in which the Group has control, i.e. when it is exposed to or has variable rights of return on the entity and has the capacity to influence such returns.

Annex I to these Consolidated Notes contains significant information on these companies and Note 5 provides information about the most significant changes during 2019 and between the balance sheet date and the date these financial statements were authorised for release.

The annual financial statements of subsidiaries are fully consolidated with the Group financial statements by aggregating assets, liabilities, net equity and income and expenses of a similar nature, which are recognised in the individual financial statements after harmonisation and restatement to comply with IFRS. The book value of direct and indirect interests in the equity of subsidiaries is offset against the portion of the net assets of the subsidiaries that each represents. All other material balances and transactions between consolidated companies are eliminated on consolidation. In addition, third-party ownership interests in the Group's equity and in profit for the year are presented under the headings "Minority interests" in the consolidated balance sheet and "Profit attributable to minority interests" in the consolidated profit statement, respectively.

The individual financial statements of the parent and subsidiaries used in preparing the consolidated financial statements are prepared with the same reporting date.

The results of subsidiaries acquired during the year are included in the consolidated income statement from the date of acquisition to year-end. In the case of subsidiaries that cease to be subsidiaries, the results are included up to the date on which they cease to be a Group subsidiary, and the assets and liabilities of the subsidiary and any minority interest or component of the equity.

In cases where the Group increases its share of a subsidiaries' voting rights, any difference between the cost of the new acquisition and the additional portion of net assets acquired is calculated on the value at which they were accounted for in the consolidated accounting records.

Regarding stakes in mutual funds managed by companies of the Group where the participation of the same is above 20%, the Group opts not to consolidate, taking into consideration the provisions of IAS 8 Accounting policies, changes in accounting estimates and errors, section 8, which indicates that the accounting policies do not need to be applied when the effect of the use is not significant. The stakes in said funds are classified in the section "Financial investments - stakes in mutual funds".

The effect of consolidating, on 31 December 2019, the funds which the Group has control over (i.e. GCO Acciones, FI; GCO Eurobolsa, FI; GCO Global 50, FI and GCO Internacional, FI; see Note 7.a.2), would imply an increase in the assets and liabilities of the financial situation statement of €20,708 thousand, which is 0.1% of the total assets (€30,584 thousand 0.2% of the total at 31 December 2018)

In application of IAS 8, the Group will proceed to consolidate its stake in said funds in the case of evaluating the effect of consolidation as significant in later years.

2.f.2) Associates

Associates are entities, other than subsidiaries, over which the Group has significant influence, i.e. the power to participate in the financial and operating policy decisions of the investee but not to exercise full or joint control over it.

In general, it is presumed that the Group exercises significant influence if it holds, directly or indirectly, 20% or more of the voting power of the investee, unless it can be clearly demonstrated that such influence does not exist.

However, the entity CLAL Crédit Insurance Ltd., where the Group holds less than 20% of voting rights, is considered an associate company because the Group is able to exercise significant influence over the same.

Annex II provides relevant information about associates.

Associates are integrated in the consolidated annual financial statements using the equity method, whereby the investment is initially recognised at cost and subsequently adjusted to reflect any changes in the Group's share of net assets of the investee. The Group's results for the year include its share of the profit or loss of investees, less any treasury shares held by each investee, after deduction of dividends and other appropriations.

The Group's share in discontinued operations is recognised separately in the consolidated income statement, while its share in the changes that associates have recognised directly in equity are also recognised directly in the Group's net equity, with the details being recorded in the statement of recognised income and expense.

In applying the equity method, the most recent available financial statements of each associate are used

If an associate uses accounting policies other than those used by the Group, the appropriate adjustments are made to make the associate's accounting policies consistent with those of the Group.

If there is any indication of an impairment loss in the investment in the associate, the impairment loss is deducted in the first place from any remaining goodwill in the investment.

Notes 5 and 8 to the consolidated financial statements give details of the significant new acquisitions in 2019 in affiliates, any increases in the Group's stakes in the capital of companies already classified as affiliates at the start of the year, as well as information on the sale and loss through impairment of shares, if any.

2.g) Offsetting

Asset and liability balances are offset and therefore recorded in the consolidated financial statements on a net basis if, and only if, they arise from transactions in which offsetting is contractually or legally permitted and which the Company intends to settle on a net basis or realise the asset and settle the liability simultaneously.

2.h) Financial information by segment

IFRS 8 – Segment Reporting confirms the principles governing the preparation of financial information by business lines and geographical area.

Segment information is presented according to the control, monitoring and internal management of the Group's insurance activities and results and is prepared for all the insurance lines and sub-lines which the Group operates, taking the Group's structure and organisation into account. The Board of Directors of Grupo Catalana Occidente is the highest body in terms of making operational decisions to define the operating segments.

The Group has defined as the main segments those corresponding to the 'Traditional business' and the 'Credit insurance business' (see Note 1.b).

The 'traditional business' includes life and non-life insurance, which are subject to risks and returns inherent in the insurance business. Life insurance groups together all those insurance contracts that

guarantee hedging of a risk that may affect the existence, physical integrity or health of the insured party; and Non-life insurance groups together insurance contracts other than life insurance, which may be broken down into the branches of Motor, Multi-risk and Other various types of insurance.

In addition, the 'Traditional business' includes 'Other activities' to group together all those operating operations that are different from, or not related to, actual insurance activity. The income and expenses included in this category include the results of the Group's subsidiaries that do not engage directly in insurance business and other income and expenses, as detailed in Note 18.

The 'Credit Insurance Business' includes the Credit and Surety branches and is mainly made up of the insurance business of the subsidiary subgroup Atradius N.V., which operates both in Spain and abroad.

Each of the insurance companies directly or indirectly controlled by the Group may be classified as a single-line or multi-line company, based on the definition of insurance lines provided by the DGSFP. Note 1.b gives details of the specific lines in which the Group is authorised to operate.

The accounting policies applied by each of the segments are the same as those used for preparing and presenting the Group's consolidated financial statements, including all the accounting policies relating specifically to financial information of the segments.

Both the assets and liabilities of the segments as well as the income and expenses were set before the elimination of the balances and intra-group transactions carried out in the consolidation process, except when those balances and transactions were undertaken between companies within one segment. This is the prevailing scenario in the Group, with all intra-group transactions being carried out at current market prices.

The rules for allocating assets and liabilities and income and expenses to the Group's segments are as follows:

Allocation of assets and liabilities to the segments

Segment assets are assets relating to the Group's insurance and complementary operations that are used by a segment to provide its services, including assets that are directly attributable to the segment or that can reasonably be allocated to it.

Segment assets include investments accounted for by the equity method, based on the allocation of these investments in the "Investment Book" of each subsidiary. The profit or loss from such investments is included in the ordinary profit of the segment in question.

Segment liabilities include the Group's share of the liabilities arising from the segment's activities that are directly attributable to the segment or can reasonably be allocated to it. If the segment result includes interest expense, the related interest-bearing liabilities are included in segment liabilities.

Allocation of income and expenses to the segments

Technical income and expenses arising from insurance operations are allocated directly to the traditional business segment and the credit insurance business segment, respectively, and in the case of the former, to its various activities, depending on the nature of the transaction from which they arise.

Financial income and expenses are allocated to the segments according to the prior allocation of the assets that generated the income or expense in question, as shown in the each company's "Investment Book". The same financial instrument may be allocated to more than one segment. The Group's share of the results of associates, which is shown separately in the income statement, has been allocated to the different segments on the basis of the percentage of the investment that each segment represents within each investment portfolio.

The aforesaid financial income and expenses is allocated between the various Non-life insurance mainly on the basis of the technical provisions established for each of the lines in question. Likewise, the income and expenses deriving from equity securities and other financial instruments not directly related to the insurance business are assigned to 'Other Activities'

All other non-technical and non-financial income and expense directly or indirectly related to the different segments has been assigned to the corresponding segments directly, according to the segment that generated it or on some other fair basis. In the latter case, a cost allocation method based on functional activities has been used. This involves identifying the activities and tasks performed in each business process and allocating to each activity the resources it uses or generates. Thus, in the attached income statement, part of the general and administrative expenses is presented under the headings "Claims incurred in the year, net of reinsurance", "Other technical costs" and "Expenses arising from tangible fixed assets and investments", while the rest is presented as "Net operating expenses".

The appendices to the Group's consolidated financial statements and Note 18 provide consolidated segment financial information, including breakdowns of ordinary income and expense and segment assets and liabilities, as well as any assets and liabilities which have been excluded or have not been allocated. This information is provided independently of the obligation under Spanish GAAP, applicable to the Spanish insurance companies included in the consolidated group, to disclose accounting and statistical information to the DGSFP.

The Group has aligned the segment reporting note consistently with the information used internally for management reporting and with that presented in other public documents.

2.i) Cash flow statement

The Group has used the indirect method for the preparation of the cash flow statement, in which the following expressions are used

- Cash flows: inflows and outflows of cash and cash equivalents. Cash equivalents are highly liquid short-term investments, with a maturity of less than three months which are readily convertible into specific cash amounts and are subject to negligible risk of changes in value.
- Operating activities: activities typical of insurance companies and other activities that cannot be classified as investment or finance activities.
- Investing activities: those of acquisition, sale or other disposal of long-term assets and other investments not included in cash equivalents.
- Financing activities: activities that result in changes in the size and composition of equity and of the liabilities that are not part of operating activities. Transactions with own shares are considered financing activities. Dividends paid by the parent to its shareholders are also included in this category.

3. Significant accounting principles and policies and measurement bases used in the consolidated accounts

The main accounting principles required by legislation, as well as accounting policies and measurement bases used in preparing the Group's consolidated financial statements are as follows:

3.a) Cash and other cash equivalents

This balance sheet item consists of liquid assets, including cash, sight deposits, and cash equivalents.

Cash equivalents are highly liquid short-term investments, with a maturity of less than three months which are readily convertible into specific cash amounts and are subject to negligible risk of changes in value.

3.b) Financial assets

3.b.1) Recognition

Financial assets are generally recognised on the date of settlement. In Accordance with IAS 39 - Financial Instruments: Recognition and Measurement, the Group classifies its financial instruments at initial recognition in the following categories: at fair value through profit or loss, available for sale and loans and receivables.

3.b.2) Classification of financial assets

Note 7 to the consolidated financial statements shows the book value of financial assets at 31 December 2019 and 2018, together with the specific nature of these assets, classified as follows:

Financial assets at fair value through profit or loss:

Within this category, two types of financial asset are distinguished

Financial assets held for trading (HFT portfolio):

These financial assets are classified as held for trading because they are acquired principally for the purpose of selling or repurchasing them in the short term, are part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking or are derivatives not designated as hedging instruments.

Other financial assets at fair value through profit or loss (FVPL portfolio):

These assets are classified into financial schemes or portfolios allocated to insurance transactions (insurance contracts for which the flows arising from the financial assets sufficiently match, in timing and quantity, the obligations stemming from a group of homogeneous policies).

Also, the Group allocates to this portfolio, mostly, all financial instruments with an associated or embedded derivative and part of its investments in fixed income and variable income, whether or not the bonds are traded on an active market, part of its long-term deposits and all non-mortgage loans corresponding to financed premiums for outsourced pension plans.

The fair value of financial instruments that are not quoted on an active market or for which no firm market value is available from the counterparty (or through a contributor) is determined by discounting the cash flows the assets in question are expected to generate, using the market yield curve (see following section).

Loans and receivables (LR portfolio):

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

The majority of the Group's mortgage loans, non-mortgage loans, advances against policies, other financial assets without published price quotations, bank deposits and receivables relating to the deposits required in the inward reinsurance business are included in this category.

Other receivables such as receivables arising out of direct insurance, reinsurance and coinsurance operations and other receivables other than tax assets are also presented in this category, according to their nature. Some of these items are excluded from the scope of IAS 39 and are specifically dealt with by other IFRS standards.

Available-for-sale financial assets (AFS portfolio):

This category includes all financial assets that are not classified in the other portfolios.

As a general rule, the Group includes in this category all equity instruments, the part of its portfolio of quoted and unquoted bonds that is not specifically set aside to cover commitments to insured customers, all its shares and units in mutual funds, part of its long-term deposits, and other financial assets with published price quotations.

Also, the Group maintains various contracts for financial swap of interest rates, receiving from the other parties, generally, predetermined fixed amounts in the same currency. The value is fixed in the beginning and does not change during the anticipated life of the operation. The main purpose of these operations is to cover the cash flow necessary in order to cover the payments derived from commitments with insured parties. For these titles of fixed income associated to swaps for interest rates, the Group avails of a separate evaluation for the bond and the swap. The calculation of the fair value of the financial swap is carried out as elements of hierarchy of the Level 2 fair value, i.e. considering cash flow discounts at market interest rates.

Investments in associates are accounted for under the specific sub-heading of "Investments in entities accounted for using the equity method".

In 2019, and in the previous one, no financial instruments were classified as "Held-to-maturity investments".

3.b.3) Recognition and measurement of financial assets

The Group measures financial assets at initial recognition at fair value, adjusted (in the case of financial assets not recognised at fair value through profit or loss) for any transaction costs directly attributable to the purchase or issue thereof.

After initial recognition, the Group measures financial assets, including derivatives that are assets, at fair value, without any deduction for transaction costs incurred on sale, except for certain loans and receivables which are measured at amortised cost using the effective interest rate method.

The fair value of a financial instrument on a given date is taken to be the amount for which the asset could be exchanged between knowledgeable, willing parties who are properly informed and in a mutual independence condition. The most objective and common reference for the fair value of a financial instrument is the price that would be determined on the basis of the quoted prices published in the active market. When such reference exists, it is used to measure the financial asset. However, in certain cases the price quotations provided by the various counterparties who would be willing to exchange a certain financial asset or the prices indicated by the contributors are also considered.

In the absence of an active market for a financial instrument, the Group determines fair value using generally accepted measurement techniques. In this case, specifically for financial

instruments classified as Level 2, mathematical valuation models are used that have been sufficiently tested by the international financial community (discounting estimated future cash flows based on forward interest rates corrected for the credit spreads applicable to the issuer), taking into account the specific characteristics of the instrument to be measured and the various types of risk associated with it. These mathematical models may be used directly by the Group or by the counterparty who acted as seller.

In addition, the Group has contracted the service of structured investment valuation with an independent expert from the management, Serfiex, a specialist in the sector. This service enables the valuations provided by the contributors to be compared with internal valuation methods. For those structured investments where liquidity is not guaranteed through the contributor being quoted on an active market, the Group recognises the market value calculated by Serfiex.

Financial instruments are therefore classified into to three levels, according to the inputs used to determine their fair value:

- Level 1: the evaluation takes place directly using the price of the financial instrument referring to active markets and observable and receivable from independent sources.
- Level 2: for instruments for which there is no observable share price, fair value is estimated using valuation techniques where all significant variables are based on observable market data, mainly interest rates and risk premiums.
- Level 3: evaluation techniques which use variables other than those obtained from data observable on the market.

Instruments measured at amortised cost are measured taking into account the effective interest rate method. Amortised cost is taken to be the amount at which the financial instrument was initially measured, minus principal repayments, plus or minus, as appropriate, the cumulative gradual amortisation or allocation, using the effective interest rate method, of any difference between that initial amount and the redemption value upon maturity, minus any reduction for impairment or non-collectability.

All financial assets except for those recognised at fair value through profit or loss are subject to impairment testing.

Financial investments shall be derecognised when the rights to receive cash flows have expired or when practically all the risks and rewards of ownership of the financial asset have been transferred. If there are transfers of assets in which control is maintained, the accounting asset continues to be recognised.

3.b.4) Impairment of financial assets.

At each balance sheet date, the Group assesses whether there is objective evidence that a financial asset or a group of financial assets is impaired, taking into account events that either individually or in conjunction with others provide such evidence.

As a general rule, a prolonged and significant decline in the market value of equity and debt securities, taken individually, below their cost or amortised cost is considered evidence of impairment. Cases where the unrealised loss on a given security is irreversible are also considered evidence of impairment.

Where there is evidence of impairment, based on the aforesaid criteria, the Group analyses the situation to determine the extent of the loss to be recognised. The following methods are used to determine the amount of the impairment:

Financial assets carried at amortised cost:

The amount of the loss is measured as the difference between the asset's book value and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The book value of the asset is reduced through use of an allowance account, while the amount of the loss is recognised in profit or loss.

If in subsequent periods the amount of the impairment loss decreases, the previously recognised impairment loss is reversed in the income statement.

This type of asset includes the amounts receivable by the Group from certain insured customers and/or policyholders for uncollected or unbilled premiums. In this case, impairment is determined on the basis of the last three (3) years' cancellation experience, and taking into account the number of months elapsed between the theoretical collection date and each reporting date, as well as the line of insurance in question.

Receivables on the recovery of claims are capitalised when realisation is sufficiently guaranteed.

Available-for-Sale financial assets:

When the fair value of an available-for-sale financial asset declines significantly, the cumulative loss that had been recognised directly in equity is removed from equity and recognised in the profit or loss account, even though the financial asset has not been derecognised.

Impairment losses recognised in profit or loss for investments in equity instruments classified as available for sale (equity securities) are not reversed through profit or loss. However, reversals associated with debt instruments are recognised in the profit or loss account

The Group's impairment criteria and policies for establishing if there is evidence of impairment losses on available-for-sale financial assets:

- Listed or unlisted debt instruments are considered to have suffered an impairment if there is objective evidence of such as a result of one or more events occurring after the initial recognition of the asset and this event or events have an impact on the future estimated cash flows associated with the financial asset or group of financial assets that can be reliably estimated. The downgrading of an entity's credit rating is not in itself evidence of a loss of value, although it may indicate an impairment when taken together with other available information. A decline in the fair value of an asset to below its cost is also not prima facie evidence of an impairment loss. These events are evaluated together with other situations that may indicate a loss (e.g. if the issuer is in serious financial difficulties, if contractual clauses have been breached, if a bidding event or financial reorganisation is likely, or if the active market for the instrument disappears.
- The Group determines if there is evidence of impairment losses on listed equity instruments primarily on the basis of establishing time or percentage criteria for comparing the average cost of the instrument with its quoted price. Specifically, according to the time or percentage ranges established in the Group's accounting policies, objective evidence of impairment shall be deemed to exist when there is a 40% decrease in the share price relative to the average cost of acquisition or in a situation of continued loss for a period exceeding 18 months.

The Group also considers situations where the issuer is declared, or is likely to be declared, insolvent, or has significant financial difficulties to be objective evidence of impairment losses.

- For unlisted equity instruments, the criteria applied to determine impairment losses are based on comparing the average acquisition cost of the instrument with its fair value calculated using best estimates according to the information available.
- Investment in entities accounted for using the equity method:

For equity instruments without a price listed in the section "Investment in entities accounted for using the equity method", the Group undertakes deterioration tests according to the methodology described in Note 3.e.1).

3.b.5) Recognition of changes in the fair value of financial assets and liabilities

A gain or loss arising from a change in the fair value of a financial asset that is not part of a hedging transaction is recognised as follows:

- Any profit or loss on a financial asset at fair value through profit or loss is recognised in the profit and loss account for the year under the heading "Losses on investments" or "Gains on the sale of investments" in the Life insurance line income statement.
- Any profit or loss on an available-for-sale asset is recognised directly in equity, in the "Valuation adjustments" line, until the financial asset is derecognised, except for impairment losses and exchange gains or losses. In the case of variable income financial assets classified as "Available-for-Sale financial assets", the differences by exchange rate are recognised in the net equity under the line of "Valuation adjustment". Upon reversal of the asset, the profit or loss previously recognised in equity is recognised in the profit and loss account for the year.

However, interest calculated using the effective interest rate method is recognised in the income statement for the year (see point 1 of this Note). Dividends on an equity instrument classified as available for sale are recognised in the profit and loss account for the year when the Group's right to receive payment has been established.

When a financial asset recognised at amortised cost is derecognised or impaired, or the effective interest rate method is applied to it, the resulting income and expenses are recognised through the profit and loss account.

3.b.6) Investments held for the benefit of policyholders who bear the investment risk.

Investments held for the benefit of insurance policyholders who bear the investment risk are measured at cost upon subscription or purchase thereof. This cost price is subsequently adjusted on the basis of the assets' realisable value. Any revaluation or impairment of these assets is credited or charged to the Life insurance income statement under the headings "Income from investments assigned to insurance policies where policyholders bear the investment risk" and "Expenses of investments assigned to insurance policies where policyholders bear the investment risk".

All equity, fixed-income and other instruments are priced officially linked to insurance where the policyholder assumes the risk of the investment and are designated and classified as "at fair value with changes in profit and loss". Only financial assets without published price quotations (short-term bank deposits and current accounts) and other assets allocated to the business are assigned to the Loans and receivables portfolio.

For presentation purposes, all investments and balances assigned to the business are classified by portfolio under the balance sheet headings "Other financial assets at fair value through profit or loss" and "Loans and receivables", while the liabilities assigned to these contracts are classified as "Technical provisions – for life insurance policies".

3.c) Tangible fixed assets

3.c.1) Buildings, improvements in own buildings, transport elements, data processing equipment and other tangible fixed assets

The Group records under this balance sheet item all owner-occupied property, properties occupied by companies of the Group and properties under construction or development for future use as

investment property, all of which property is held in fee simple. Properties under construction or development are reclassified as investment property on completion.

"Property, plant and equipment" also includes transport equipment, furniture and fixtures, and computer hardware.

Property, plant and equipment assets are stated at acquisition or construction cost, less accumulated depreciation and, where applicable, accumulated impairment losses, but never at less than their residual value. The cost of additions and improvements that expand the capacity or floor area, increase the returns or extend the useful life of property held by the Group subsequent to initial recognition are capitalised and recorded under "Other tangible fixed assets". Conversely, upkeep and maintenance costs are expensed to the profit and loss account in the year incurred.

When payments on acquisition of a property are deferred, their cost is the cash price equivalent. The difference between the cash price equivalent and the total payment is recognised as interest expense over the deferred period.

In general, the Group applies the straight-line systematic depreciation method to the acquisition cost, excluding the residual value, over the following estimated useful lives:

Tangible fixed asset items	Estimated useful life
Property (excluding land)	Between 33 and 77 years
Improvements to owned property	10 years
Transport equipment	Between 5 and 7 years
Data processing hardware	Between 3 and 5 years
Other property, plant and equipment	Between 3 and 10 years

Property under construction is depreciated from the moment it is in a usable condition.

The values and the residual lives of these assets are reviewed at each balance sheet date and adjusted as appropriate. The recognised book value of an asset is immediately reduced in line with its recoverable amount if the book value is greater than the estimated recoverable value. Profits and losses on disposal are calculated by comparing the net sale proceeds with the recognised book values.

The market value of owner-occupied property indicated in Note 9.a) to the consolidated financial statements has been obtained from appraisals carried out by independent experts.

The generally used valuation methods correspond to the methodology established in the Order ECO/805/2003, of March 27, partially modified by Order EHA 3011/2007, of 4 October: the method of comparison, the method of cost, the residual abbreviated method and the method of income update, depending on the characteristics of the asset to be valued.

These valuations correspond to Level 2 and Level 3 of the hierarchy of fair value established by *IFRS 13 Valuation of the fair value* (see Note 3.b.3), depending on whether said value is determined depending on variables observed in the market or on estimates where a significant variable is not based on observable market data, respectively.

Regarding the main inputs used in the mentioned valuation techniques, it should be highlighted that:

- The method of comparison (based on the principle of substitution) values the property by comparison with other property values on the market and, based on specific information on real transactions and firm offers, current cash purchase prices are obtained for said properties in accordance with standardisation coefficients (Level 2);
- The method of cost calculates the replacement or substitution value based on the elements
 necessary in order to achieve a property of the same characteristics (value of the land, cost of
 construction and the expenses necessary in current prices). This is mostly applicable to the
 valuation of all types of buildings and elements of buildings, in design, in construction or
 rehabilitation or finished) (Level 2):
- The residual abbreviated method is based on the fact that the value of each of the components (generally the value of the land or the building) is the difference between the total value of each asset and the values attributable to the costs of building in order to finish the property from its current status, residually obtaining the value of the land. Fundamentally applied to urban land or land that can be developed (Level 2);
- The method of income update updates the anticipated future utility (cash flow anticipated from rent or from associated economic activity) and uses unobservable inputs such as the probability of future occupation and/or current or anticipated payment defaults.

3.c.2) Operating Leases

At the beginning of a contract, the Group assesses whether it is a lease. A contract is a lease if it gives the customer the right to exercise control over the use of the identified asset for a period of time in return for a consideration, i.e. the Group is entitled to obtain substantially all of the economic benefits from the use of an identified asset and has the right to direct the use of that asset.

As Lessee

At the commencement of the lease, the Group recognises an asset for right of use and a liability for lease. The right-of-use asset is initially measured at cost, which includes the amount of the lease liability, any lease payments made before or at the inception of the lease, and any initial direct costs incurred less any incentives received. The lease liability is initially measured at the current value of the lease payments to be made, discounted using the interest rate implicit in the lease or, if this cannot be readily determined, the incremental borrowing rate of the lessee. The Group normally uses its incremental interest rate as a discount rate.

The right-to-use asset is subsequently depreciated using a straight-line method based on the shorter of the asset's useful life and the duration of the lease. The lease liability is subsequently measured at amortised cost using the effective interest method. The depreciation expense for the right of use and the interest expense for the lease liability are recorded separately in the income statement.

The Group presents its assets by right of use under the heading 'Property, plant and equipment' in the balance sheet and the liabilities for leasing under the heading 'Debts and payables - Other debts'.

As Lessor

The Group classifies all leases in which it is the lessor as operating leases. Lease payments under operating leases are recognised as income on a straight-line basis in the income statement.

3.d) Investment property

Property that is held for capital appreciation or to generate rental income over the long term and that is not occupied by Group companies is classified as investment property.

Also included under this heading is land held for a currently undetermined future use and buildings that are currently vacant.

Some properties are partly held to earn rentals and partly owner-occupied. If the two parts can be sold separately, the Group accounts for the parts separately. Otherwise, dual-use property is classified as investment property only if the owner-occupied part is insignificant.

"Investment property" includes land and buildings held by the Group in full ownership. It is recognised at acquisition or construction cost, less accumulated depreciation and, where applicable, accumulated impairment losses, but never at less than its residual value. Acquisition cost consists of the purchase price and any expenditure directly attributable to the acquisition (associated transaction costs). The acquisition cost of self-constructed investment property is the property's cost at the date when construction or development is complete.

The accounting treatment of the costs of any addition, modernisation or improvement and the impairment tests, depreciation methods and useful lives established for investment property are similar to those used for owner-occupied property (see Note 3.c).

The market value of the investment property indicated in Note 9.b) to the consolidated financial statements has been obtained in accordance with the valuation methods described in the previous section on owner-occupied property. In addition, the Group has also obtained assessments under the RICS standards, based on the method of income update described in the previous point.

3.e) Intangible assets

"Intangible assets" comprise all identifiable non-monetary assets without physical substance that arise as a result of an acquisition from a third party or are generated internally by a company of the Group. Intangible assets that are identifiable, have future economic benefits and are under the Group's control are recognised if, and only if, their cost can be reliably estimated and the future economic benefits associated with them are likely to flow to the Group.

The Group measures intangible assets initially at acquisition or production cost and subsequently at cost less any accumulated amortisation and impairment losses, and the accumulated amount of losses from value impairment, if any. To determine whether intangible assets are impaired, the Group applies IAS 36 – Impairment of Assets and subsequent interpretations.

Intangible assets may have an indefinite useful life - when, based on an analysis of all the relevant factors, it is concluded that there is no foreseeable limit to the period over which they are expected to generate net cash inflows for the consolidated entities - or a finite useful life, in all other cases, in which case the duration is assessed.

3.e.1) Goodwill on Consolidation

"Goodwill on Consolidation" reflects any positive consolidation differences arising from the acquisition of equity interests in subsidiaries. It is equal to the excess of the cost of the business combination over the net fair value of the identifiable assets, liabilities and contingent liabilities acquired, provided such excess cannot be assigned to specific tangible or intangible assets.

In accordance with the provisions of the IFRS 3, a maximum evaluation period of one year from the date of acquisition is specified, during which the acquiring company can retroactively adjust the provision amounts recognised at the acquisition date, when additional information not known at the time of assignment is available.

Goodwill acquired through a business combination is not amortised, but is tested annually for impairment, or more frequently if there are signs of deterioration.

The Group defines a Cash Generating Unit (CGU) as each of the companies in which it holds an interest, either directly or indirectly.

In accordance with the requirements established in IAS 36 Impairment of Assets, there is impairment when the book value of the CGU assigned to the goodwill is higher than the recoverable value of the same. For determination of the value or amount recoverable, the value is use is estimated. The value in use of the CGUs corresponding to the insurance business is obtained through subtracting the distributable dividends, a technique that refers to the current value of the potential distributable dividends once the solvency requirements have been attended to. Regarding the CGUs that do not correspond to the insurance business itself, the technique of subtracting available cash flow is used.

The estimate of these values is performed by taking into account different parameters or variables such as the macroeconomic environment, the type of business, historic behaviour, etc. All parameters used in the calculation maintain internal coherence between them, as well as the hypotheses of the Group strategy, in general, and for each business individually.

The key assumptions on which the Group's management has based its projections of results to determine the present value of future cashflows from investments relative to companies pertaining to the insurance business, according to the periods covered by the most recent budgets or forecasts, are as follows:

- Premium income: an annual increase is projected based on the business forecasts for each company for the coming years.
- Claims: the claim over premium ratio is projected based on the business forecasts for each company for the coming years.
- Operating expenses: maintenance of current ratios over premiums.
- Financial result: according to company forecasts for the coming years and related to its existing asset portfolio and reinvestment expectations.
- Available capital: in the projections to obtain the cash flow and therefore the distributable amount, the withholding of cash flow necessary to obtain excess capital available over the Capital Required by Solvency II has been taken into consideration.

On the other hand, regarding the key hypotheses associated to investments relative to companies pertaining to the non-insurance business, the Group Management has taken the following decisions:

- Income from operation and investment in capital: an annual increase is projected based on the business forecasts for each company for the coming years.
- EBITDA margin level: there is a forecast depending on the evolution estimate for the business of each company.
- Investment in circulating capital in accordance with the collections period and the payment period in line with the historic averages in each company.

In all cases, the approach used to determine the values assigned to key assumptions reflect past experience and are consistent with external information sources available when they are prepared.

The Group continuously evaluates whether there are any signs that the value of the consolidation goodwill could have been impaired, based on internal and external factors that imply an adverse incidence in the same.

In the event of an impairment loss on goodwill, the loss is recognised in the income statement for the year in which the loss occurs and cannot be reversed either at the end of that year or in subsequent years. Furthermore, to this effect, the Group periodically carries out an exercise to update the projected cash flow in order to incorporate possible deviations to the recoverable value estimate and also evaluating the next year that the projections used in the test of the previous year did not significantly deviate from reality. On 31 December 2019, it was shown that the differences between the projections used in the previous test and the reality did not affect the conclusions of the previous analysis.

Goodwill attached to associates is included, purely for presentation purposes, in the book value of the CGU. In order to determine a possible loss in value, this is verified for the entirety of the book value of the investment, using IAS 36, and will be calculated using the comparison of the recoverable amount (the highest between the value of use of the fair value, minus the sales costs) with the book value, provided that the application of IAS 36 shows that the CGU value may have been impaired. In order to determine the value of use of the CGU, the Group:

- Calculates the present value of the portion of the future cash flows the subsidiary is expected to generate that is attributable to the Group, taking into account all future cash flows projected to derive from the subsidiary's ordinary operations, plus any amounts expected ultimately to be realised on the sale, or disposal by other means, of the investment or asset in question; or
- Updates the projected future cash flows it expects to receive by way of dividends and on the ultimate sale or other disposal of the investment.

Furthermore, as with the consolidation goodwill, the Group continuously evaluates whether there are any signs that the value of the consolidation goodwill related to associated companies could have been impaired, based on internal and external factors that imply an adverse incidence in the same. To this effect, the Group periodically carries out an exercise to update the projected cash flow in order to incorporate possible deviations to the recoverable value estimate and also evaluating the next year that the projections used in the test of the previous year did not significantly deviate from reality. On 31 December 2019, it was shown that the differences between the projections used in the previous test and the reality did not affect the conclusions of the previous analysis.

3.e.2) Policy portfolio acquisition expenses

The amount of this balance sheet item corresponds basically to the difference between the price paid for an insurance business transfer and the related book value. This item also includes amounts paid upon acquisition of a group of policies from various agents.

These assets are systematically amortised in the period of time when economic performance is anticipated, considering a maximum useful life of three to five years.

3.e.3) Other intangible assets

The specific accounting policies applied to the main assets included in Other intangible assets are described below:

Computer software

This balance sheet line consists primarily of deferred charges associated with the development of IT systems and electronic communication channels.

Acquired software licences are valued on the basis of acquisition costs and right of use of the specific software, provided they are expected to be used for several years, and are recorded as computer software acquired entirely from third parties. Also included in this line are the costs of third parties involved in developing software for the Group.

Where software is developed internally, the Group capitalises the expenses directly associated with the production of exclusive, identifiable computer software controlled by the Group, that is, the labour costs of the software development teams and the corresponding portion of associated indirect costs. The rest of the costs associated with the development or maintenance of internal projects are expensed as incurred.

Subsequent costs are capitalised only if they increase the future benefits of the related intangible assets. Recurring costs incurred as a result of modifications or updates of computer software or systems and system overhaul and maintenance costs are recognised in profit or loss as incurred.

Computer software is amortised systematically over its useful life, which is estimated to be a maximum of three to five years for software acquired from third parties and a maximum of ten years for software developed internally.

The Group assesses, at each balance sheet date, whether there is any indication of impairment of any asset. If any such indication exists, the Group will take into account the recoverable amount of the asset.

In assessing whether there is any indication that an asset may be impaired in value, the Group will consider the following factors at least:

- (i) Evidence is available from internal reporting that indicates that the economic performance of the asset is, or will be, worse than expected.
- (ii) During the year, significant changes have taken place or are expected to take place in the near future in the extent or manner in which the asset is used or is expected to be used, which will adversely affect the Group.
- (iii) Evidence is available of the obsolescence or physical damage of an asset.

Intangible assets from business combinations

In the case of the acquisition of control of new companies, the Group identifies intangible assets at the time of purchase and estimates them when they are considered significant and can be measured reliably. The identifiable assets acquired were brands, distribution networks and policies in portfolio, which are valued at their fair value on the date of acquisition and the costs related as incurred by the purchaser are registered as expenses in the year they are produced.

The distribution networks and policies in the portfolio have a finite useful life and are therefore depreciated accordingly (between ten and twenty years). In the case of trademarks, the valuation process determines whether their useful life is finite or infinite, and only those with a finite useful life are depreciated on the basis of their duration.

In addition, impairment tests are carried out at least annually regardless of the useful life of these assets.

3.f) Non-current assets held for sale and associated liabilities

Assets held for sale are generally recognised at the lower of their book value and fair value, less estimated costs to sell, the latter being understood to mean all marginal costs directly attributable to their disposal, excluding any finance costs and corporation tax.

Non-current assets classified as held for sale are not amortised.

Impairment losses of their book value are recognised in the profit and loss account. Should the loss be reversed, the reversal is recognised in the profit and loss account for an amount equal to the impairment loss previously recognised.

3.g) Transactions in foreign currency

3.g.1) Functional currency

The functional currency of the parent company and of the subsidiaries that have their registered office in the European Monetary Union is the Euro. Certain subsidiaries of Atradius N.V. present

their financial statements in the currency of the main economic environment in which they operate, so their functional currency is other than the euro.

The consolidated financial statements are presented in euros, the Group's presentation currency.

3.g.2) Rules for translation of foreign currency balances

Foreign currency balances are translated into euros in two steps:

- The foreign currency is translated into the functional currency (the currency of the main economic environment in which the subsidiary operates or into the euro in the case of companies domiciled in the Monetary Union), and
- The balances held in the functional currencies of subsidiaries whose functional currency is not the euro are translated into euros.

Translation of foreign currency into the functional currency:

Foreign currency transactions carried out by consolidated entities (or entities accounted for by the equity method) that are not domiciled in EMU countries are recognised initially at their equivalent value in the entities' functional currency, using the exchange rates prevailing at the transaction dates. Monetary items in foreign currency are subsequently translated to the companies' functional currencies using the closing rate. Similarly:

- Non-monetary items measured at historical cost are translated into the functional currency at the exchange rate at the date of acquisition,
- Non-monetary items measured at fair value are translated at the exchange rate on the date when the fair value was determined,
- Income and expenses are translated at the average exchange rates for the period for all the transactions performed during the year,
- The balances arising from non-hedging forward foreign currency/foreign currency
 and foreign currency/euro purchase and sale transactions are translated at the
 closing rates prevailing in the forward foreign currency market for the related
 maturity.

The Group follows the same rules when converting the foreign currency items and transactions of subsidiaries domiciled in the Monetary Union into euros.

Translation of functional currencies into euros:

The balances reported by consolidated entities (or entities accounted for by the equity method) whose functional currency is not the euro are translated into euros as follows:

- Assets and liabilities, at the closing rate.
- Income and expenses, using the average monthly exchange rates (unless the
 average is not a fair approximation to the cumulative effect of the rates in force at
 the transaction dates, in which case the rates prevailing on the transaction dates
 are used), and
- Equity, at the historical exchange rates.

3.g.3) Recording of exchange differences

Exchange differences arising on translation of foreign currency balances into the functional currency are generally recognised in the income statement at their net amount. However:

- Exchange differences arising on non-monetary items whose fair value is adjusted against
 equity are recognised in equity under "Other comprehensive income and accumulated in
 equity Items that can be reclassified to profits Available-for-sale financial assets".
- Exchange differences arising on non-monetary items whose gains and losses are recognised in profit or loss for the year are also recognised in profit or loss, without differentiating them from other changes in fair value.
- Exchange differences arising on translation of the financial information of subsidiaries denominated in functional currencies other than the euro are recorded in consolidated equity under the heading "Exchange differences" until the subsidiary or associate concerned is removed from the balance sheet, at which time they are recognised in profit or loss.

3.g.4) Exchange rates used

The functional currencies of the most important subsidiaries and associates of Atradius N.V. and the currencies of the Group's other foreign currency balances are listed, showing their year-end and average exchange rate for the years ended 31 December 2019 and 2018:

Currency	Year-end rate		Average annual rate	
	31/12/2018	31/12/2019	31/12/2018	31/12/2019
U.S. Dollar	0.873	0.890	0.848	0.892
Pound Sterling	1.118	1.175	1.129	1.138
Japanese Yen	0.008	0.008	0.008	0.008
Swiss Franc	0.887	0.921	0.865	0.897
Swedish Krona	0.098	0.096	0.097	0.095
Norwegian Krone	0.101	0.101	0.104	0.102
Danish Krone	0.134	0.134	0.134	0.134
Mexican peso	0.045	0.047	0.044	0.046
Australian Dollar	0.617	0.625	0.635	0.621

3.h) Company income tax

The corporation tax charge for the year is computed on the basis of accounting profit before taxes, determined in accordance with generally accepted accounting principles in Spain and the other countries in which the subsidiaries of Atradius N.V. operate, adjusted for any permanent differences, these being differences between taxable profit (resulting from the application of the applicable legislation) and accounting profit before tax that do not reverse in subsequent periods and differences arising from application of the new IFRS in respect of which, likewise, no reversal will take place. When the differences in value are recognised in equity, the related income tax is likewise charged to equity.

Both temporary differences arising from differences between the book value and the tax base of an asset or liability and, where assets are capitalised, tax assets arising from tax credits and rebates and tax losses give rise to deferred tax assets or liabilities. Such deferred tax assets or liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled.

The Group recognises deferred tax liabilities for all taxable temporary differences. Deferred tax assets are recognised only to the extent that it is considered highly probable that the consolidated companies will have sufficient taxable profits in the future against which the deferred tax asset can be utilised.

The assets and liabilities for deferred taxes are determined in application of the regulations and the tax rates approved or on the verge of being approved on the date of the balance sheet and which are anticipated to be applied when the corresponding deferred tax assets take place or the deferred tax liabilities are liquidated.

Current tax assets and liabilities are measured at the amount expected to be paid to or recovered from the tax authorities, using the statutory tax rates enacted or substantively enacted by the balance sheet date. Accordingly, the Group has calculated the corporate income tax at 31 December 2019 applying the tax regulations in force in companies registered in Spain and taking the various tax regimes for foreign companies into account (subsidiaries of Atradius N.V.).

As indicated in July 2014 by the IFRS Interpretations Committee, the Group recognizes tax assets arising from payments required by the tax administration under inspection procedures in accordance with the provisions of IAS 12.

In accordance with IFRIC 23, the Group recognises under current and deferred tax assets and liabilities the amounts that the entity estimates to reflect the contingencies arising from litigation with the tax authorities in relation to corporate income tax.

3.i) Financial liabilities

A financial liability is a contractual obligation requiring the Group to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity on terms that are potentially unfavourable. Financial liabilities include those debits and payables that the Group has and that have arisen from the purchase of goods and services in the ordinary course of the company's business.

No securities have been issued that are convertible into shares of the parent or that grant privileges or rights which may, under certain circumstances, make the securities convertible into shares. The Group's most significant financial liabilities relate to the subordinated debt issued by Atradius N.V. (see Note 13.a).

After initial recognition at fair value, in general the Group measures all its financial liabilities at amortised cost using the effective interest rate method.

When a financial liability recognised at amortised cost is derecognised or the effective interest rate method is applied to it, the resulting income and expenses are recognised in the income statement.

At 31 December 2019, neither the parent nor any other Group company has guaranteed any other debt securities issued by associates or third parties unrelated to the Group.

3.I.1) Debits and payables

This category includes trade and non-trade payables, including creditors and other accounts payable.

Payables are initially recognised at fair value, adjusted for directly attributable transaction costs, and subsequently measured at amortised cost using the effective interest method. This effective interest is the discount rate which equates the instrument's book value and expected future payment flows until maturity of the liability.

Nonetheless, trade payables falling due in less than one year without a contractual interest rate are carried at their face value at both initial recognition and subsequent measurement, provided that the effect of not discounting flows is not significant.

3. j) Insurance and reinsurance assets and liabilities

The Group applies the requirements established in IFRS 4 – Insurance Contracts to all the insurance assets and liabilities recognised in its consolidated financial statements that derive from insurance contracts, as defined in this standard

3.j.1) Classification of the portfolio of contracts

The Group assesses and classifies its portfolio of direct Life and Non-life business (including inward reinsurance) and of outward reinsurance taking into account the Implementation Guidance accompanying IFRS 4 and the guidelines issued, other than for statutory purposes, by the DGSFP on December 22, 2004, through the Framework Document on the Accounting System for Insurance Companies in relation to IFRS 4. All contracts are classified as "insurance contracts", including the financial guarantee contracts issued by the Group in the form of insurance contracts, in accordance with the exception provided for in the amendment published on 27 January 2006.

The Group does not unbundle any deposit components associated with insurance contracts, since such unbundling is voluntary in nature. Also, it is considered that the surrender options issued to the insurance policyholders either have a fair value of zero or, alternatively, that their value forms part of the insurance liability.

3.j.2) Valuation of insurance and reinsurance assets and liabilities

IFRS 4 imposes restrictions on permitted changes to accounting policies relating to insurance contracts. Pursuant to this standard, the Group has maintained the valuation rules for insurance contract assets and liabilities applicable under the accounting principles and valuation rules established in Spain and the other countries in which the Group operates, which are mandatory for all insurance providers:

The Group applies the liability adequacy test provided for in IFRS 4, with a view to ensuring the adequacy of contractual liabilities.

- In the life branch compares the book value of technical provisions, less any deferred acquisition costs or any intangible assets related to the insurance contracts under assessment, against the amount determined as a result of considering current estimates of all future cash flows derived from insurance contracts, taking into account the temporary value of money and using realistic hypotheses (economic, biometric, etc.) according to the experience of each company. In accordance with Spanish regulations, in the above calculation the Group offsets deficits against surpluses, considering the various types of insurance included in the life insurance line as a single level of aggregation.
- In the non-life business, in addition to comparing the carrying amount of technical
 provisions with the value resulting from considering the most current estimates of
 future flows, the Group compares the non-life benefit provisions of the previous year
 with the resulting payments and provisions at the end of the period, resulting in a
 positive balance (positive run-off).

For a small group of the foreign subsidiaries of Atradius N.V. these calculations are made locally and are subject to external actuarial review and/or centralised assessment by the Group.

The Group considers that the adequacy of these liabilities has been effectively proven. As the liabilities were adequate according to the calculations made at 31 December 2019 and 2018, it was not necessary to increase the amount of insurance liabilities recognised as of those dates.

For the purpose of partially avoiding the mismatches caused by the use of different valuation bases for financial assets, which are classified mainly under the available-for-sale portfolio, and insurance liabilities, the Group reassigns the portion of the unrealised gains arising from the above

assets which are expected to be allocated to the insured in the future as they materialise or by applying an assumed interest rate higher than the maximum rate permitted by DGSFP. The reassignment is done by decreasing the "other comprehensive income" to equity through the "Corrections of accounting mismatches" sub-heading and recording an increase in liabilities through the "Other liabilities" sub-heading.

The main accounting policies applied by the Group in connection with the technical provisions are summarised below:

Unearned premiums and unexpired risks reserves

The unearned premiums provision is the proportion of premiums earned in the year to be allocated to the period from each year-end to the expiry of the policy period. The insurance companies that operate in the traditional business, calculate this provision by reference to the premium rates for each line of insurance on a policy-by-policy basis, net, where appropriate, of the loading for contingencies (i.e., commissions and other acquisition costs are not deducted).

For the credit insurance business, the Group does not make a provision for unearned premiums since the premium is fully consumed at the time the underlying business transaction takes place. This provision is only made if there are premiums invoiced prior to the start of the risk. For the credit insurance business in Spain and Portugal, a provision is made for unearned premiums, which is the fraction of the premiums earned in the year that must be allocated to the period between the end of each year and the due date for payment of the covered invoices.

The unexpired risks provision is intended to complement the provision for unearned premiums to the extent that the amount of this provision is not sufficient to reflect the measurement of all risks and expenses to be covered in relation to the coverage period not closed at year-end. It is calculated and established, as needed, for the Spanish companies in the Group, in accordance with the calculation stipulated in Article 31 of the Private Insurance Regulations (ROSSP), amended by Royal Decree 239/2007 of 16 February, considering the technical result by year of occurrence for the closing year jointly with the previous year or the four previous years, depending on the business line in question.

The above calculation is made for each line or product sold, understood as the specific guarantee or group of related guarantees with respect to the risks arising from the same type of insured object.

Life insurance reserves

This reserve comprises the unearned premiums reserve for insurance policies with a coverage period equal to or shorter than a year and, mainly for other lines of insurance, the mathematical provision. Mathematical provisions, which represent the excess of the current actuarial value of the future obligations of insurance subsidiaries over the value of the premiums payable by policyholders, are calculated on a policy-by-policy basis using an individual capitalisation method, by reference to the valuation premium earned in the year, in accordance with the Technical Bases of each line of insurance, adjusted, as appropriate, for the mortality tables accepted under current Spanish legislation.

The Group also values the options for the insured when they can choose the maturity of the policy, primarily in endowment insurance and retirement for which there is currently no new business, including a capital or an annuity whose interest rate is fixed from the moment of contracting the policy.

Regarding the interest rates applied for calculation of the technical provisions in Spain for accounting purposes for life insurance for the contracts that are subject to sections 33.1.a).1 and 33.1.b).1 of the ROSSP, resulting from the entry into force of Royal Decree 1060/2015, of 20 November, on Organisation, Supervision and Solvency of Insurance and Reinsurance Entities, the Group decided to accept the adaptation of the temporary structure of interest rates without risk as included in article 54 of said royal decree. The adaptation will take place in a linear manner over 10 years, to be counted from 1 January 2016. The effective annual rate calculated for the year 2019

has been 0.41% and the annual effective rate applied in 2019 has been 1.04%. On 31 December 2019, there are 6 years of adaptation remaining.

In the year 2019, the Group registered a provision of \le 10,120 thousand (\le 3,290 thousand in the year 2018) in the concept of application of the transitory measure indicated, with \le 28,125 thousand being the total impact of the adaptation according to the temporary structure of interest rates without risk in November 2019.

Provisions for life insurance policies where risk is borne by policyholders

For presentation purposes the technical provisions relating to insurance policies in which policyholders bear the investment risk are included in liabilities under "Technical provisions – Life insurance provision". The related technical provisions are determined based on the indices or assets established as a reference for determining the economic value of the policyholders' rights (see Note 14).

Claims provision

This provision includes the total amount of obligations outstanding as a result of claims, declared or not, incurred at year-end. The Group calculates this provision as the difference between the total estimated or certain cost of claims incurred but not reported, settled or paid and the aggregate amounts of such claims already paid on account.

Claims not yet settled or paid and claims not yet reported.

Statistical methods

The subsidiary Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros uses global statistical methods to calculate the provision for outstanding and unpaid claims and claims incurred but not yet reported in the following lines, with the following dates of reporting, authorisation and effect for accounting purposes:

Lines in which global statistical methods are applied, net and gross of reinsurance	Date of reporting to DGSFP	Date of authorisation by DGSFP	Effective date for accounting purposes
General third-party liability	29 January 2007	08 January 2008	31 December 2007
Motor third party liability Other motor liabilities Multi-risk: - Family Home	17 December 2007	08 January 2008	31 December 2007
Multi-risk: - Retail - Blocks of Flats - Industrial (SME) - Others (Offices) Accident Transport	30 May 2008	10 July 2008	31 December 2008

The subsidiary Bilbao Compañía Anómina de Seguros y Reaseguros also uses global statistical methods to calculate the provision for outstanding and unpaid claims and claims incurred but not

yet reported in the following lines, with the following dates of reporting, authorisation and effect for accounting purposes:

Lines in which global statistical methods are applied, net and gross of reinsurance	Date of reporting to DGSFP	Date of authorisation by DGSFP	Effective date for accounting purposes
Motor third party liability Other motor liabilities General third-party liability Multi-risk: - Family Home - Retail - Blocks of Flats - Industrial (SME) Accident Transport - merchandise	22 June 2010	24 September 2010	31 December 2010

The subsidiary company Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros, since 2006 when it received authorisation from the DGSFP, also uses global statistical methods to calculate the technical provisions of the services as regulated in article 43 of the ROSSP:

Lines in which global statistical methods are applied, net and gross of reinsurance	Date of reporting to DGSFP	Date of authorisation by DGSFP	Effective date for accounting purposes
Motor Body Motor Material Civil liability Multi-risk: - Family Home - Retail - Blocks of Flats - SMEs Accident Combined Industrial and Fire Transport Machinery Breakdown Electrical equipment All construction risk Health	28 April 2006	28 July 2006	31 December 2006

For these lines, the provision for outstanding or unpaid claims and unreported losses is calculated globally, without separating the two components. For the abovementioned lines, the provision has been calculated in accordance with the best estimate provided by internal actuarial calculations, using generally accepted deterministic and stochastic models. Details of the methods and the main assumptions used in calculating these provisions at 31 December 2019, are given below:

- The Group has chosen the (deterministic) Chain Ladder method for calculating claims paid and incurred, complemented by the (stochastic) Bootstrap technique.
- Outlier claims, defined as claims whose estimated cost exceeds a certain amount, depending on the line, are excluded from these methods, despite of being assessed at an individual level.
- Estimated payments are net of recoveries.
- No effect of inflation or financial discount over time has been considered.

These subsidiaries undertake an annual suitability check of the calculations made in accordance with the requirements of the Regulations.

For the purpose of the fiscal deductibility of the statistically calculated claims provision, the minimum amount of the provision has been calculated in accordance with the requirements of the Sixth Additional Provision of ROSSEAR. Differences between the provisions made and those considered a tax-deductible expense have been recorded as temporary differences.

The subsidiary Atradius NV, with the exception of the business in Spain and Portugal, uses statistical methods for the calculation of the provision for benefits from the direct credit insurance business, excluding claims with a higher volume, for which individual valuations are made. Expected losses are estimated using historical claims data, which are compared with claims estimates and other known trends and developments. Claims estimates are based on trends in reported claims, the time elapsed between each claim event and the reporting of the claim, the average costs of claims, the proportion of expenses, and recoveries.

Estimates of future guarantee payments are established on the basis of the required amount of guarantee minus the amount to be taken into account for estimated recoveries, calculated on the basis of specific historical information for each case.

Individual assessments

For all other outstanding and unpaid claims of the remaining companies and/or lines, including the credit insurance business in Spain and Portugal, the amount of the provision is calculated on a case-by-case basis, using the best information available at year-end.

Unreported claims

Except for the lines in which statistical methods are used, the provision for unreported losses is calculated based on the insurance companies' experience, taking into account the average costs and unreported losses of the last five (5) years.

Internal claims settlement expenses

The claims provision includes an estimated amount for internal management and claims handling expenses. This is to meet any expenses the company may incur in finally settling claims that have to be included in the claims provision for direct insurance and inward reinsurance. This estimate is calculated in accordance with Article 42 of the ROSSP, taking into account the ratio between claims-related internal expenses and claims paid, adjusted for the change in the claims provision in each line. This percentage is applied to the claims provision for each line, taking into account the expense allocation system and the systems for calculating the claims provision explained previously.

Independently of the valuation method used and pursuant to current law, the Group does not discount the claims provision.

Provisions for policyholder dividends and returns

These provisions include the earnings accrued to insured customers or beneficiaries that are not yet allocated at year-end. They do not reflect the effect of allocating part of the unrealised capital gains on the investment portfolio to policyholders, which is included in the "Other liabilities" subheading.

Other technical provisions - Provision for funeral insurance

The funeral provision is calculated using individual capitalisation methods, i.e., it is calculated insured party by insured party, unlike the current actuarial value of the company's future obligations and those of the insured party.

For policies issued prior to the entry into force of the eleventh transitional provision of the ROSSP approved by Royal Decree 2486/1998, the provision has been made in accordance with the aforementioned transitional provision. Said provision states that the insurance companies that, on 31 December 2014, still had policies where the technical bases and provisions were not in conformance with the provisions of articles 79 and 46, would have a maximum period of 20 years, counted from 1 January 2015, to register in their balance sheet the provision resulting from carrying out the corresponding adaptation, which must take into consideration the characteristics of the different types of contract, specifically, the date of first insurance and the premiums that the policyholder is obliged to pay from that time to the insurance entity. Based on this, it is calculated for each of the years of the transitory period, the difference between the amount of the provision that must be constituted in conformance with the actuarial approach of the operation and that constituted, increasing the provision each year in conformance with the systematic plan presented to the DGSFP, in virtue of which the provision has been provided for 31 December 2019, 2018 and previous years.

Lastly, details of the rest of the main accounting policies, other than the technical provisions, used by the Group in relation to other assets and liabilities related to insurance contracts are given below:

Commissions and deferred acquisition expenses

It should be noted that the "Other assets" heading on the asset side of the balance sheet consists essentially of commissions and other acquisition costs relating to premiums written that are to be allocated in the period between each year-end and the end of the contract term, the costs recognised in income being those actually incurred in the period, subject to the limit established in the Technical Basis.

Likewise, the "Other liabilities" heading on the liabilities side of the balance sheet includes commissions and other acquisition costs relating to outward reinsurance that are to be allocated in subsequent periods in line with the cover period of the ceded policies.

Commissions and acquisition costs directly related to new premiums written are never capitalised, but are recognised in income in the year in which they are incurred.

Amount for estimated recoveries

According to the establishments of article 14 of Order EHA/339/2007, of 16 February, which develops certain precepts of the regulatory standards for private insurance, with regards to the establishments of the second paragraph of section 1. Recognition of the registry standard and valuation 8, "Financial instruments", of the Accounting plan for insurance entities, approved by Royal Decree 1317/2008, of 24 July, recoveries can be activated by the entities that operate in credit and bond insurance, using statistical methods that comply with the requirements that, for the provision of services, are established in sections 1 and 3 of article 43 of the Regulation on Organisation and Supervision of Private Insurance.

The international regulations applicable to insurance contracts, IFRS 4, permits continuing with the accounting practices used in the valuation of insurance contracts that must be applied in a consistent manner over time.

In this regard, in general, the recoveries of claim credits are counted only when their performance is sufficiently secured. The entirety of these recoveries come from the subsidiary Atradius N.V.

In the estimated recoveries from claims, the Group uses actuarial techniques that are broadly accepted on the market and that include from deterministic "Chain Ladder" techniques to individualised calculated by debtor in large claims, using historic information of the claim behaviour for the different products of credit and bond insurance.

Annually, there are internal comparison procedures for the calculations made with said actuarial techniques in order to guarantee adequacy of the estimates made.

Estimated recoveries, net of reinsurance, are recorded in the "Receivables – Other receivables" sub-heading in the consolidated balance sheet.

Agreements between insurers

The subsidiaries Seguros Catalana Occidente, Seguros Bilbao and Plus Ultra are members of the CICOS system for the settlement of certain Motor claims (in application of the CIDE-ASCIDE agreements). Claims against insurers arising under such claims settlement agreements are recorded under the heading "Receivable under Motor agreements" on the asset side of the Group balance sheet, together with the other items included under the "Other receivables" sub-heading in "Loans and receivables".

Amounts payable to insurers under claim settlement agreements are included under the heading "Payable under agreements with insurers", which is included along with the rest of the provisions under "Non-technical provisions" in the accompanying consolidated balance sheet. In any case, where the insurance companies have insured the liable party, any amounts payable to other insurers under these agreements are included in the claims provision.

Reinsurance

The reinsurance contracts entered into by the Group's insurance subsidiaries with other insurance entities transfer, in all cases, a significant proportion of the insurance risk to the reinsurers.

In some cases, the above contracts provide for commission payment agreements (profit-sharing) with their reinsurance companies, which are based on the claims ratio per underwriting year. The Group entities record these fees taking into account detailed assessments of expected loss ratios. In the case of Atradius NV, the scale fees (an additional income or expense on top of the provisional fee) are based on an estimate by the management of the institution of the final loss ratio for a subscription year.

Any profits or losses arising, at the time of entering into reinsurance contracts, from the use of different measurement bases for pricing the contract and measuring the insurance liabilities covered are recognised directly in the profit and loss account.

3.k) Non-technical provisions

The Group's consolidated financial statements include all the material provisions with respect to which it is considered more likely than not that the related obligation will have to be settled. Contingent liabilities are not recognised in the consolidated financial statements.

Provisions, which are quantified on the basis of the best information available regarding the consequences of the event giving rise to them and are reviewed and adjusted at the end of each year,

are used to cater for the specific risks for which they were originally recognised. Provisions are fully or partially reversed when such risks cease to exist or are reduced.

3.k.1) Provisions for pensions and similar obligations

Post-retirement benefits

The main companies of the Group with pension commitments and other similar obligations are Seguros Catalana Occidente, Seguros Bilbao and Atradius

These companies have post-employment pension obligations classified as either defined-contribution plans or defined-benefit plans, which are covered by insurance policies and employment pension plans or trustee-administered funds. Other post-employment benefits, as well as long-term benefits, such as service awards, are covered by internal provisions.

For defined-contribution plans the Group makes predetermined contributions to a separate or Group entity and has no legal or effective obligation to make further contributions if the separate entity is unable to pay benefits due to employees in relation to services rendered in the current or previous years.

In defined-benefit plans the amount of the benefits will depend on one or several factors, such as age, length of service and salary. The Group makes the necessary contributions to a separate entity (or the Group, as applicable). In contrast with the case of defined-contribution plans, however, it does have a legal or effective obligation to make further contributions if the separate entity is unable to pay benefits due to employees in relation to services rendered in the current or previous years.

In accordance with *IAS 19 - Employee Benefits*, the liability recognised in the Group's balance sheet for defined-benefit plans is the present value of the defined-benefit obligation at the balance sheet date less the fair value of the plan assets (if any) out of which the obligations are to be settled directly.

The plan assets covering the defined benefit obligations of Atradius are represented by instruments, vehicles or insurance companies that are not part of the Group.

The Group has opted to recognise actuarial gains and losses on all post-employment defined-benefit plans in full outside the income statement, under the heading "Actuarial gains/(losses) on long-term employee benefits" in the statement of recognised income and expense. "Actuarial gains and losses" are considered to be those which result from changes in the actuarial assumptions used for quantification of our obligations, the difference between assumptions and experience, as well as the income of assets over net interest.

The annual calculation of the obligations under the defined benefit plans is carried out by independent experts, using the so-called "projected calculation unit" method and using unbiased and mutually compatible assumptions. The discount rate used to determine the present value of the obligations is the interest rate of high quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity that approximate the terms of the related pension liabilities. The estimated retirement age is the earliest age at which each employee is entitled to retire under current Social Security regulations.

The reversal of assets can occur when the plan assets are higher than the projected benefit obligation and the Group cannot recover any surplus through refunds from the pension's vehicle due to solvency or control requirements. These reversals are presented in the statement of recognised income and expense.

Contributions made to defined contribution pension plans are accounted as expenses on the profit and loss account of the year of occurrence in each company of the Group.

The cost of services in the current year, understanding the increase in actuarial value of bonds stemming from services rendered during the year by employees, are expensed in the profit and loss account in the year in which they are incurred in each of the Group companies.

3.k.2) Other non-technical provisions

Other non-technical provisions basically cover debts arising from payments the Group must make under agreements entered into with insurance companies and estimated amounts payable to meet potential or actual liabilities such as litigation in progress, compensation, redundancy pay or other obligations.

3.1) Treasury shares

The negative balance of the "Equity – Treasury shares and participation units" account in the consolidated balance sheet relates to shares of the Group held exclusively by the subsidiary Sociedad Gestión Catalana Occidente, S.A. These shares are held at acquisition cost. The related adjustments and the profits and losses arising from disposal of treasury shares are credited or charged, as appropriate, to the equity heading "Other reserves for changes in accounting policies – Gains/(losses) on transactions in own shares".

A summary of the transactions carries out with the Group's own shares during the year is provided in Note 16.c) to the consolidated financial statements.

3.m) Income and expenses

The Group recognises income and expenses on an accrual basis, i.e. when the actual flow of the related goods and services occurs, regardless of when the resulting monetary or financial flow arises.

The main principles used by the Group to recognise income and expenses are summarised below:

3.m.1) Income from Written Premiums

Premiums written during the year, less cancellations and return premiums, are recorded as period income, corrected by the variation in the premiums accrued and not issued, which are derived from contracts created or extended during the year, in relation to which the right of the insured party to collect from the same arises during said period.

In the traditional business segment, premiums for Non-Life insurance and renewable annual Life contracts in the direct business are recognised as income over the term of the contracts, based on the time elapsed. These premiums are accrued via the establishment of provisions for unearned premiums. Life insurance premiums are long-term contracts, whether single or regular premium policies, and are recognised when the insurer's collection right comes into effect.

In the credit insurance business segment, premium income is recorded on the dates when receipts are issued for the estimated provisional premium (credit area) or final premium (surety area). This provisional premium is regularised in accordance with actual insured sales and is recorded under the heading 'Other assets - accruals'.

The Group's income through fees for instalment payments of premiums is recognised as an increase in finance income and is accrued over the collection period of the bills generating these surcharges.

Premiums for outward reinsurance are recognised on the basis of reinsurance contracts written and in accordance with the same criteria used for direct insurance.

3.m.2) Income from information services and other technical income

This income comes mainly from Atradius and includes fees for information services, collections and short-term credit management services and income from activities carried out as an agent of the Dutch state. This income is recognised when the service is provided, in line with IFRS 15.

3.m.3) Income from funeral services and other non-technical income

The income from Other activities mostly includes the income originating from the funeral services provided by Grupo Asistea. This income is recognised in accordance with IFRS 15 at the fair value of the consideration received or receivable arising from the consideration, with income being recognised when, or as, the entity meets its performance obligation to its customers.

In addition, this section includes the income from management commissions for investment funds and pension funds.

3.m.4) Interest income and expense and similar items

In general, these items are recognised using the effective interest method, irrespective of the monetary or financial flow deriving from the financial assets. Dividends are recognised as income as the consolidated companies' right to receive them arises.

3.m.5) Claims incurred and changes in provisions

Claims incurred comprise benefits paid during the year, related changes in technical provisions and the portion of general expenses allocated to the claims function.

3.m.6) Commissions

Commission income and expense is recognised in income over the period in which the associated service is provided, except for commissions associated with a specific, individual act, which are recognised at the time they arise.

3.n) Business combinations

The business combinations are accounted for by applying the acquisition method which determines the date of acquisition and calculates the cost of the combination, registering the identifiable assets acquired and the liabilities assumed at their fair value referring to said date. In the case of liabilities from insurance contracts, these are registered in conformance with IRFS 4.

The cost of the combination is determined by aggregation of the price paid plus the amount of all minority interests plus the fair value of the prior shares from the business acquired.

The goodwill represents the excess cost, including deferred payments, whether true or contingent, over the net amount on the date of acquisition of the identifiable assets acquired and the liabilities assumed.

In the exceptional case of there being a negative difference in the combination, this is attributed to the profit and loss account as income.

If on the close date of the year when the combination occurs the valuation processes necessary to apply the method of acquisition described above cannot be concluded, this accounting will be considered provision, and said provisional values can be adjusted in the period necessary in order to obtain the information required which under no circumstances will be more than one year. The effects of the adjustments made in this period are accounted for retrospectively, modifying the comparative information if necessary.

The later changes to the fair value of the contingent payment are adjusted in comparison to the results, except where said payment has been classified as equity, in which case the later changes to the fair value are not recognised.

4. Risk and capital management

Grupo Catalana Occidente understands that solvency is ensure by gaining a strong capital position by achieving long-term results and a responsible and sustainable shareholder remuneration policy.

All Group entities must maintain the necessary financial strength to develop the business strategy, taking prudently risks and meeting the required solvency needs.

Risk management is one of the basic aspects of the insurance business.

4.a) Capital management

Grupo Catalana Occidente seeks to maintain a strong capital position.

Capital management is governed by the following principles:

- Ensure that Group companies have sufficient capitalisation to meet their financial obligations, even as they face of extraordinary events.
- Managing the adaptation of capital of the Group and its entities in consideration of the
 economic and accounting perspective and the capital requirements and objectives
 established in the risk appetite.
- Optimise the capital structure through efficient allocation of resources between entities, ensuring financial flexibility and properly remunerating shareholders.

Grupo Catalana Occidente defines the strategic plan and the risk strategy considering the capital management policy, using the solvency projections made in the internal evaluation process of risks and solvency (ORSA). Capital quantification is carried out at the Group level and at the level of each of the insurance and reinsurance entities, using different models for monitoring: ORSA, rating agencies, economic and regulatory models.

Since 1 January 2016 the Group's capital has been quantified on the basis of the standard formula set out in the Solvency II regulations, except in the credit and surety business for which, in order to take account of the specific features of the business, a model has been developed for calculating its underwriting risks, approved by the Board of Supervisors in July 2017. Thus, the Group's solvency ratio and that of each of its entities is the result of comparing the equity of the entity at market value (economic capital) to the mandatory solvency capital requirement (SCR). The mandatory solvency capital requirement includes all of the risks to which the entity is exposed, particularly the following: market risk, subscription risk, counterparty default risk and operational risk.

Secondly, the capital is quantified according to the requirements of rating agencies. In particular, the Group assesses its credit quality through the agencies A.M. Best y Moody's. In November 2019 A.M. Best confirmed the 'A' (excellent) rating of the Group's main operating companies, both in the traditional business (Seguros Bilbao, Seguros Catalana Occidente and Plus Ultra) and in the credit insurance business (Atradius Crédito y Caución S.A., Atradius Reinsurance DAC, Atradius Trade Credit Insurance, Inc. (hereinafter 'ATCI') and Atradius Seguros de Crédito, S.A. (Mexico)) and Moody's ratified the A2 rating with a stable outlook for the main entities operating in the credit business under the Atradius brand (Atradius Crédito y Caución S.A., Atradius Reinsurance DAC and ATCI).

Grupo Catalana Occidente and all of its individual entities have the objective of maintaining a solvency ratio that allows them to favour growth and to undertake prudent and stable remuneration of shareholders.

Subsidiaries with insurance activity in Spain are supervised by the Directorate General of Insurance and Pension Funds (DGSFP). In addition, Grupo Catalana Occidente is supervised by the Board of European Supervisors conformed by the DGSFP and the Central Bank of Ireland (hereinafter, "CBI").

The subsidiaries with insurance activities outside of Spain and its respective territories are: Atradius Reinsurance DAC. in Ireland, regulated by the CBI; Atradius Seguros de Crédito, S.A. in Mexico, regulated by the National Commission of Insurance and Finance (CNSF); Atradius Trade Credit Insurance, Inc. in the United States, regulated by Maryland Insurance Administration (MIA); and Atradius Rus Credit Insurance LLC in Russia, which is regulated by the Central Bank of the Russian Federation. The regulators mentioned above are responsible for regulating the calculation of the solvency margin in their respective countries.

4.b) Risk management

The Group's risk management system works holistically, consolidating this management by business, activity, subsidiary and support area at the corporate level.

The principal elements that form part of the Risk Management System are:

- i. Risk government: Organisational structure of the Risk Management System. The Risk Government is regulated by policies, other regulations and a clear attribution of roles and responsibilities.
- **ii.** Risk management process: Establishes the process that the Group and its entities use to identify, accept, evaluate, monitor, mitigate and inform the risks. Furthermore, the process defines the Risk Strategy and insures that the integration of the same with the Business Strategy permits compliance with the risk appetite and tolerance defined by the Board of Directors.
- **iii.** Business Strategy: The Business Strategy is defined in the Strategic Plan. As mentioned in section ii above, the Business Strategy is in line with the Risk Strategy. The process of self-assessment of risks and solvency (ORSA) contributes towards guaranteeing this alignment.

These elements promote a common risk culture within the Group and ensure efficiency of the Risk management system.

The government of the Risk management system is based on the principle of the "three lines of defence". The principle of the three lines of defence establishes the levels of activity, roles and responsibilities that govern the Risk management system in such a manner that the first line of defence consists of the business units which are responsible for the risk and which assume the management of the same. The second line of defence consists of the actuarial function, the risk management control function and the compliance verification function. The third line of defence is the function of internal audit.

On the other hand, the Board of Directors is responsible for guaranteeing efficiency of the Risk Management System through compliance with the general strategies of the Group and the Management Committee is responsible for ensuring correct implementation, maintenance and monitoring of the Risk Management System in conformance with the guidelines defined by the Board of Directors.

In order to complete the government of the Risk Management system, the Group and its entities have developed written policies that, together with the existing Technical Standards, guarantee ideal administration of the risks. These policies, in their content, identify the own risks of each affected area, establishes risk quantification measures, determines actions to supervise and control said risks, establishes measures to mitigate the impact of the same and determines the information and internal control systems that are used to control and manage the risks.

Through the risk management process, the Group and its entities identify, measure, control, manage and inform of the risks that are present or may be present. Specifically, the Group and its entities identify and determine, among others: (i) the different types of risks facing the group, (ii) the level of risk deemed acceptable, (iii) the mechanisms to mitigate the impact of the risks identified, should they materialize, and (iv) the information and internal control systems used to mitigate these risks, including contingent liabilities and off balance sheet risks. This system of risk management of the group also aims to develop processes and systems of capital allocation in light of the risks assumed by each area.

Based on this process, the Group defines its risk strategy by establishing the level of risk it is willing to take to achieve the targets set in its strategic plan and annual guidelines, according to the three pillars: Growth, Profitability and Solvency. Moreover, it stipulates risk limits controlled by the management units with the objective of appetite and tolerance levels being adhered to, thus ensuring that both are aligned with day-to-day business.

In the framework of risk management, the Group undertakes the internal assessment of future risks (ORSA; Own Risk and Solvency Assessment) according to the criteria defined in its ORSA Policy. The ORSA process is performed both for the Consolidated Group and the different companies of the traditional insurance business and credit insurance business. Within this process, the useful stress scenarios are also defined for decision making.

The Governing Bodies (Steering Committee and Board of Directors) play an active role in the prospective internal assessment of own risks, managing the process and checking results. The Board of Directors of each insurance entity, as ultimately responsible for risk management, approves the ORSA report specifying the capital consumption projection and capital available for the plan's medium-term time horizon (three years) for each entity, approving the ORSA report for the Group by the Board of Directors of the Company.

The main risks that may affect the achievement of the Group's objectives are as follows:

- Traditional Technical Business Risks
- Credit insurance and Bonding risk
- Financial Market Risks
- Operational Risks
- Other non-operational risks such as reputational risk and strategic risk.

A. Traditional Technical Business Risks

With regard to non-life insurance, underwriting risk is divided into those of insufficient premiums, insufficient technical provisions, portfolio fall and catastrophe risk. These risks are managed differently depending on the business line.

With regards to the life insurance, biometric risks are contemplated (including the risks of mortality, longevity, morbidity/disability) as well as non-biometric (falling portfolio, expenses and catastrophes).

The technical subscription standards consider the specificities of each business and establish:

- The limits for subscription, through delegation of powers to the customers based on their specific knowledge.
- The specific approvals for operations that exceed the established limits.
- Monitoring of the business.
- The cease of risk through reinsurance contracts.

The Group measures the subscription risk through the standard formula, except for the credit insurance business where the Group uses its internal model.

Measures taken to monitor and control these risks include:

- On-going development of Technical Standards, establishing automatic and preventive mechanisms to ensure that policy underwriting meets the standards.
- Product analysis, aimed at determining the adequacy of premiums and technical provisions.
- Business diversification in both general and life insurance.
- Quantification of European Embedded Value in the Life business line.

- Implementation of Appraisal Value methodology in Non-Life.
- Use of reinsurance to cover deviations from the expected claims rate, allowing the Group to retain as much business as possible, in so far as its scale of operations and solvency allow. For outward reinsurance, the Group uses only market-leading reinsurers, with ratings that guarantee the necessary solvency, financial and management capacity, and business and service continuity.
- On-going analysis of policy returns and results, taking whatever measures are needed to prevent high claims rates.
- Traceability mechanisms in Internal Control.

Also, the Group carries out continuous monitoring of the level of risk concentration. In traditional business, it has a very diversified range of products. The distribution by business of the portfolio based on the premiums attributed to direct business and reinsurance accepted on 31 December 2019 is as follows: Life 30.1%; Motor 24.2%; Multi-risk 24.2% and Others 21.5% (see Note 18).

In the business of GCO Reaseguros, S.A., it consists of portfolios granted from companies with Grupo Catalana Occidente. For this, it maintains reinsurance contracts under the modality of excess loss, surplus and quota share. When channelling reinsurance, the traditional business companies in the Group also maintain a very diversified business.

The panel of reinsurers is:

- Solvent, in terms of credit rating: all reinsurers external to GCO have an A rating or higher on the S&P scale. 75% of the premiums go back to reinsurers with a rating of AA or higher.
- Diversified, in the shares assigned to reinsurers. The panel of external reinsurers consists of 10 reinsurers, where the 5 main companies in the panel hold 78% of the premiums.
- Stable, there is stability in the panel of reinsurers, thus comply with the principle of continuity for the business. There are no significant variations in the shares assigned to the reinsurers, nor in the inputs and outputs to the reinsurers panel.

Finally, when completing the risk management, the Group identifies the sources of uncertainty and undertakes the sensitivity analysis for the risks it is exposed to:

- The status of the economy is an important factor in the frequency and severity (average cost) of the claims, at the same time, all sections of the Group can be affected in provisions as a consequence of the legislative changes.
- In life insurance, the main sources of uncertainty are the evolution of interest rates, expenses, the behaviour of the policyholders and insured parties and the evolution of mortality and survival.
- In non-life insurance in traditional business, the principal sources of uncertainty are: the frequency of claims and the quantity of the same, the number and size of serious claims and the estimate of recoverable percentages.

Also, to assess the level of uncertainty for the technical provisions:

• In the case of non-life traditional business:

In non-life insurance, a stochastic analysis of the "chain ladder" method is undertaken, where the aim is to obtain predictive distribution of future payments based on the company's experience. Specifically, a generalised overdispersed Poisson linear model is assumed where the prediction errors are estimated using the Bootstrap technique.

• In the case of Life insurance:

For Life insurances, there is a stochastic analysis of the value of the options and guarantees resulting from using one thousand random scenarios of the temporary structure of the interest rates without risk, including adjustment for volatility and consistent with the prices of the assets in the financial markets.

- With regards to the main sensitivities performed by the Group in traditional business, we can highlight:
 - Interest rates: in the year 2019, the sensitivity analysis for increase or decrease of 100 basic points in the type of discount represented -/+ 4.3% with regards to the solvency provisions of the Group.
 - o Increase in claims: in the year 2019, the sensitivity analysis carried out, according to an increase in sensitivity of 5% in the segment of Motors third party liability and 10% in other guarantees and multi-risks, represented an increase of 1.6% with regards to the solvency provisions of the Group.

B. Technical Risks of the credit insurance business

Credit insurance is subdivided into three categories: traditional credit risk, instalment credit protection and special products. Each category has particular risk characteristics and the Group manages the risk of each product in the way it deems most appropriate.

Traditional credit risk

The Group insures its customers against the risk of non-payment for commercial purposes. The causes of loss covered differ depending on the policy and usually include all forms of legal insolvency. Without intending to give an exhaustive list, policies can also cover so-called political causes of loss, which among others include the risk of non-payment due to cancellation of import-export licences, transfer problems and contract cancellation.

Each policy has defined credit limits that the policyholder can offer to its buyers without prior approval from the Group. Policies are issued for a fixed period, usually not longer than three years. In addition, customers are obliged to retain part of the risk (self-retention), using different formulas.

Customers are covered for the credit risk on a given buyer only if the Group has established a credit limit (rating) for that buyer. Credit limits are an important risk control and mitigation instrument because they allow the Group to limit its exposure to any given customer. Ratings may also be withdrawn in cases where the desired aggregate exposure on a certain customer thresholds is exceeded.

For traditional credit insurance there are two underwriting processes: policy underwriting and buyer underwriting. In the first of these, the Group decides on the appropriateness of the potential policyholder in addition to the guarantee terms and conditions to be included. Buyer underwriting is the process by which the Group manages the risk on the portfolio of existing policies related to a single buyer.

One of the most effective instruments for controlling exposure to risk is the Group's capacity to impose, or remove, conditions for certain forms of cover at country level.

• The risk of Credit Protection insurance

The instalment credit protection unit insures policyholders against the risk of non-payment by customers under instalment credit agreements. Here the Group typically insures portfolio loans. This product does not cover losses as a result of fraud by the customer.

Exposure is usually divided into corporate (companies covered by leasing or by bank loans), and retail (consumer credits of financial entities)

Special Products Risk

The Group also offers a range of tailor-made policies, for example policies where only one commercial transaction is guaranteed.

Bonding Risk

Bonding insurance is offered in Italy, Spain, France and the Scandinavian countries. The bond types issued vary by location, owing to differing legal environments, but typically include bid bonds, performance bonds and maintenance bonds. The Group manages risk by underwriting the obligations to be covered by the bond, the financial strength of customers and their ability to perform, and also by working with customers and beneficiaries of bonds to resolve any conflicts.

Reinsurance assumed

Atradius Reinsurance DAC is the reinsurer of the Group for Credit Insurance products. It has a diversified portfolio in about 70 countries. Most programmes are entered into quota-share.

Specific controls in the credit insurance business.

Fully defined risk authorisation systems and processes are in place. Sales staff has limited authority. As the credit limit increases, decisions need authorisation from one or more cosignatories of increasing seniority. Even senior levels have authority only up to certain thresholds.

Credit committees have been established at local level for the entire credit business. Local credit committees may sign off on amounts up to certain thresholds, beyond which only the Credit Committee can decide. The Group Credit Committee also authorises exposures to large customers and customers with the largest overall exposure.

The Group monitors exposures by counterparty, sector and country through a single database (Symphony) that contains details of the majority of credit insurance policies and credit limits and all customers with whom the Group has exposure to default risk. This database is used as a source of management information. Because of the inclusion process of the Spanish business through Atradius Crédito y Caución, S.A. De Seguros y Reaseguros in Atradius, the database, despite being independent, is accessible to the global database.

Most policies, both new business and renewals, are priced according to a structured system based on the risks, costs and outlook assigned by the Group according to country, sector and buyer credit ratings.

Exposure from the instalment credit protection business is monitored separately, as the risk is assumed by consumers not companies. Premiums for these policies are calculated on the basis of the probability of default, expected losses, volume and maturity of loans.

All customers with whom the Group has significant exposure are reviewed annually, although on a continuous basis information concerning defaults, both from companies and from individuals, is received.

One indication of the sensitivity to the final number of claims projected would be the following: if the final estimated number of claims for the last six months of risk would change by 10%, the provisions for claims would change by 27 million euro, gross of reinsurance (25 million in 2018).

The Group is exposed to the concentration risk by purchaser and by country and sector of the purchaser. Concentration risk is controlled and monitored through what is known as Total

Potential Exposure (TPE). The TPE is a higher credit limit approximate to the real exposure with individual purchasers.

On a portfolio level, the real exposure tends to be in the range of 10% to 30% of the TPE, without taking into account that the customers also have their own withholdings. Each policy stipulates the maximum discretional limit permitted and, for the majority of policies, this is not more than €20 thousand per buyer. This shows that the TPE is a gross measurement of exposure and that, altogether, the real exposure is much lower.

Following there is a detail of TPE by country, sector and buyer group:

Buyer's country	Of which	TPE 2018 Millions of euro	TPE 2019 Millions of euro
Denmark, Finland, Norway, Netherlands, Sweden, Baltic Countries	Netherlands	29,650	30,392
	Other	30,525	31,748
Austria, Czech Republic, Germany, Greece, Hungary, Poland,	Germany	90,599	93,024
Slovakia, Switzerland	Other	63,935	68,595
UK, North America, Australia, Asia and Others	United Kingdom	44,989	46,219
	Ireland	4,747	4,800
	USA and Canada	56,696	60,602
	Mexico and Central America	10,561	11,107
	Brazil	8,517	9,560
	Asia and Australia	92,222	95,595
	Other	12,842	12,627
Southern Europe	France	47,119	48,407
•	Italy	44,263	43,661
	Spain and Portugal	99,454	98,739
	Belgium and Luxembourg	17,285	17,444
Total		653,404	672,520

	TPE 2018	TPE 2019
	Millions	Millions
Industrial sector	of euro	of euro
Durable consumer goods	69,881	73,144
Metals	68,424	72,285
Electronics	77,433	82,858
Construction	49,773	51,494
Chemicals	86,479	87,466
Transport	60,461	61,128
Machinery	39,972	41,225
Food	63,001	64,587
Construction Materials	28,360	29,389
Services	27,837	27,109
Textiles	20,324	19,660
Finance	13,058	13,156
Agriculture	33,876	33,954
Paper	14,525	15,065
Total	653,404	672,520

Grouping by number of buyers	TPE 2018 Millions of euro	TPE 2019 Millions of euro
0 - 20	349,909	357,231
20 - 100	113,528	116,550
100 - 250	70,575	68,958
250 - 500	48,405	53,359
500 – 1,000	37,176	39,402
Over 1,000	33,811	37,020

Total 653,404 672,520

Exposures to bonds and instalment credit protection have very different characteristics and are not, therefore, included in the tables above. The exposure to bonds at 31 December 2019 is \leq 24,900 million and instalment credit protection totals \leq 3,000 million.

As for the potential impact of Brexit on Atradius' current activities, they are expected to continue without interruption. Atradius is prepared for the regulatory changes brought about by Brexit and, with branches in the European Economic Area and the UK, is well placed to continue issuing policies in all EU countries and the UK.

As regards the potential impact of Brexit on Atradius' current activities, it is expected that they will continue without interruption. The impact on provisions has been assessed by identifying a section of the UK buyer's portfolio considered to be particularly at risk. For the risk of this portfolio, probabilities of default of the company under stress scenarios have been used. In addition, a margin of uncertainty has been added to reflect the possibility that customers outside the United Kingdom may be affected. This Brexit scenario led to additional provisions of €29 million (€38 million in 2018).

C. Financial market risks

The Group's investment policy approved by the Board of Directors takes into account the ratio of assets to liabilities, risk tolerance and liquidity of positions in different scenarios. It also expressly considers the prerequisites for the use of derivative instruments and structured financial products.

At present, the Group differentiates between four types of portfolios: Life portfolios, Non-life portfolios, Credit Insurance portfolios and portfolios in which the risk is borne by the customer.

The aim in the case of Life portfolios is to optimise asset and liability matching using asset liability management (ALM) frameworks, while verifying compliance with legal and internal requirements. The aim in the case of Non-life portfolios is to maximise long-term return through appropriate diversification of assets. In the insurance credit portfolios, the aim is to maintain the solvency and liquidity required by the business. Lastly, the portfolios in which the risk is borne by the customer (whether in insurance contracts or in any other type of financial product) are managed in accordance with the policies established in each case in the statement of terms and conditions or prospectus.

- Credit risk. The credit risk is the risk that the issuer or other party in a financial operation does not comply with their contractual obligations. The Group's policy on credit risk is based on two basic principles:
 - Prudence: the minimum rating for fixed-income investments is A-. Any investment below this threshold requires express senior management approval and must be reported to the Board of Directors. If Spain's sovereign rating were to drop below A-, investment in government bonds issued or guaranteed by the State shall not require authorisation as long as the investment level is maintained. In this sense, in the selection or credit risks, priority is given to those with the highest credit rating.
 - Diversification: high diversification across industries and issuers, with maximum risk limits per issuer.
- Liquidity risk The Group's policy with respect to liquidity risk is to maintain sufficient cash balances to meet any contingencies arising from obligations to customers. Said liquidity risk is managed by adapting the investments to the characteristics of the liabilities in the various businesses where the Group operates. In this sense, there is a periodic ALM analysis for all portfolios that permit mitigation of this risk. On the other hand, almost all the investments are in securities traded in organised markets that permit flexibility, so the Group will be able to take measures if there is any liquidity pressure.

- Exchange rate risks. The Group has the objective of minimising the risks derived from the exchange rate. Thus, in the portfolios of companies with traditional insurance business, basically located in Spain, it only maintains positions in currencies other than the euro derived from its investment in international variable income, with the exposure considered to be reduced. On the other hand, in the specific case of the credit business, in cases where the local legislation in each country of operation requires, investment is maintained in the corresponding currency. In these cases, the objective is for there to be natural coverage between the positions and the local business.
- Market risk. Market risk is the risk of loss in the fair value of the assets as a consequence of the movements in the market variables that incide in the valuation of the same. The Group regularly analyses the sensitivity of its portfolios to market risk, due mainly to changes in interest rates and stock prices. In this sense, there is a monthly control of the modified durations of the fixed income portfolios and, with a period nature, there is a study of the asset-liability suitability on a product level of analyse and verify the structural correspondence between the same, as well as different stress scenarios.

One of the standard measurements for market risk is the Value at Risk (VaR), which is based on a methodology of variance-covariance that uses the historic volatility of the prices in stock indexes, the exchange rates and the rate curves, and the correlation between them, as principal inputs. This risk measurement measures the maximum potential loss of the financial instruments due to adverse movements in the prices of the shares, the exchange rates and the interest rates within a fixed period of time and with a specific level of reliability (probability). Although the Group does not manage its investments based on the VaR level of the same, it uses this indicator as additional reference information together with the other periodic risk controls that it carries out on the investment portfolios. The risk of using the variance-covariance methodology or any other methodology based on historic data is that it underestimates the risk of the financial instruments. This is because these methods assume that the historic volatility and the correlation between the financial instruments will be repeated in the future. Therefore, the objective is not to represent future prices, but to use this as a guide only for information and comparison purposes for historic behaviour. In the specific case of the calculation carried out by the Group, there is a level of reliability of 99.5% and a period of 12 months, which implies that there is a probability of 0.5% of underestimating the maximum potential loss for the next 12 months.

With regards to the main sensitivities performed by the Group for the financial market risks, we can highlight:

- Fixed Income: An increase in the curve of 100pbs represents +7% solvency ratio whereas a decrease in the curve of 100 pbs represents -9% in solvency ratio.
- Variable Income: An decrease in the variable income of the stock market of -10% represents +3% solvency ratio whereas a decrease in the variable income of -25% represents +1% in solvency ratio.
- Properties: A decrease in value of 5% of the property value implies -2% of the solvency ratio.
- A combined decrease of 10% in the variable income value and of 5% in the properties implies an increase of +1% of the Group's solvency ratio.

D. Operational risks

Defines operational risk is understood as the risk of loss of inadequate or poorly functioning internal processes, staff or systems, or as a result of external events. In order to meet the operational risk, the Group has for both the traditional insurance business and the credit insurance business various IT tools that permit monitoring and quantification. In particular, the risks associated to the various processes have been categorized with the aim of standardizing this classification across all Group companies, which allows obtaining the necessary information that

enhances operational risk management, in each Group company individually and in the Group as a whole.

This system allows fair undertaking of an appropriate operational risk management.

The Group likewise ensures compliance with the various regulations applicable to entities comprising the Group through audits carried out by various Departments. Amongst which we should highlight:

- Legal and General Secretariat Department: Its objectives include to ensure, through the units of regulatory compliance, within the organization of the various Group companies, proper compliance with legal regulations, and that these are applied consistently. In order to do so, this Department and the legal departments of the main Group companies maintain fluid coordination through the Compliance Verification Committee. For regulations that are particularly sensitive with regards to the sector in which the Group operates, such as those aimed at preventing money laundering, terrorist financing and data protection, the Departments in question are typically involved in all internal committees established to ensure compliance with the same.
- Department of Management and Planning Control: The unit, belonging to the Company's Financial Management, among other objectives, aims to arrange and implement adequate control of the Group's financial information and its budgets, and to ensure that it complies with domestic and international accounting standards.
- Corporate Internal Audit Department: This department, under the Audit Committee, is responsible for seeing that the above bodies have successfully implemented the control and self-control measures stipulated by the Group, with regard to both operational and regulatory compliance risk.

E. Other non-operational risks such as reputational risk and strategic risk.

Reputational risk: Risk associated to the occurrence of an event that has a negative impact on the image or notoriety of the Group and, in consequence on it's reputation. This risk is materialised through unfavourable information in public media, internet/social media or reports of a claim.

The causes can vary from poor management of a claim, inappropriate behaviour of employees or collaborators, defects in the provision of services, fraud in mediation, etc. For management of this risk, the Group:

- Avails of a code of ethics signed by the board members, employees and service providers.
- Has a procedure for action in cases of irregularities and fraud.
- Determines the requirements of aptitude and honour.
- Monitors the information published in communication media.
- Avails of protocols for action for the management of reputational risk events.

Strategic risk: Risk of loss in profit or capital resulting from inappropriate strategic decisions, defective execution of decisions or inappropriate adaptation to the evolution of the economic environment.

Compliance with the Group's objectives is monitored by the steering committee and by each of the areas, in such a manner that there is exhaustive monitoring of the plan in the medium-term and of the circumstances that may occur in the same.

F. Monitoring risks

Through mechanisms deployed to identify, analyse and address the associated risks in different areas, the Group recognizes and addresses the risks it faces. To do so it boasts:

- Stringent strategic planning
- A process of internal self-evaluation of risks and solvency.
- Prudent management of operational risk

The Group's main committees are responsible for control and monitoring of the various risks.

Monitoring of the risk strategy is performed by the business units through early alert indicators that are the basis both for monitoring the risks and for compliance with the risk appetite approved by the Board of Directors. Also, the internal control area and the function of risk management control perform due monitoring.

G. Risk mitigation measures

The Group assesses and reviews risk mitigation measures. These include the following:

- Underwriting risk: The main mitigation mechanism is the reinsurance program and the underwriting techniques.
- Market risk: a detailed analysis of asset-liability matching (ALM) is carried out periodically, including VaR analysis of investment portfolios and sensitivity analysis of future scenarios.
- Counterparty default risk: The credit rating of major financial counterparties and reinsurers is monitored. Exposure from commercial credit risk with agents and the age of the debt is also monitored.
- Operational Risk: thought internal control system its monitoring via its integrated tool and the reporting, as described below.

Additionally, there are plans in place to ensure business continuity. These establish processes to minimize the impact on business functions in the event of a disaster, and thus reduce downtime of information and systems.

4.c) Internal Control

Grupo Catalana Occidente boasts an internal control system which ensures the objectives of effectiveness and efficiency of operations, reliability of financial reporting, asset protection and compliance with applicable laws and regulations, and which also permits availing of adequate mechanisms with regards to solvency in order to identify and measure all of the significant risks existing and to cover them suitably with own permitted funds.

To this end, the internal control system is built around five components:

• The **control environment** is an essential element of internal control, since all other components are based on it, and it boosts employees' awareness of its importance.

In order to ensure that the Group has an environment of adequate control, the Board of Directors applies the principles of Good Governance with transparency and rigour, availing of a human resources policy geared to motivate and retain talent and also has a Code of Ethics and Internal Behaviour Regulation that formalizes the commitment of

employees, Management and the Board of Directors to behave under the principles of good faith and integrity.

- Risk assessment. The Group knows and approaches all of the risks it faces, establishing
 mechanisms to identify, analyse and process the corresponding risks in the various areas
 and has a framework policy for the entire risk management system with specific policies
 for each specific risk, in conformance with the establishments of the insurance
 regulations.
- The **control activity**. The Group has a number of policies and procedures, with appropriate authorization levels, and adequate segregation of duties, that help ensure that management and Board of Directors directives are carried out and risks associated with the achievement of objectives are properly managed.

The control activities of the Group take place under a framework of: (I) suitable segregation of tasks and responsibilities both between the personnel and between the functions carried out, (ii) suitable structure of powers and capacities for the performance of operations linked to critical processes, establishing a system of limits adjusted to the same, (iii) authorisations prior to the assumption of risks, global guidelines for information security, understanding this to be the preservation of confidentiality, integrity and availability of the information and of the systems that process it from any threat, risk or damage that may be suffered in accordance with their importance to the Group and (iv) existence of the mechanisms necessary to guarantee the continuity of the business.

 Information and communication. The Group has adequate systems of internal and external communication.

Regarding internal communication, the Group avails of a structure of committees and different processes that guarantee transparency and correct supply of information.

In reference to communication with external stakeholders, it should be noted that, in compliance with the recommendations of the CNMV regarding the Internal Control System of Financial Reporting (ICFR), in 2019 and through the Internal Control Unit and its mission, the Group has made progress in strengthening the reliability of the financial reporting released through the documentation of the processes, the homogenisation of criteria and the reflection on efficiency improvements. The result has been noticeable improvement in the traceability of this information.

• **Supervision**. The internal control system is subject to a monitoring process that verifies proper operation over time. This is achieved through continuous supervision activities and periodic supervision.

The continued supervision occurs over the course of the operations and includes both normal activities of management and supervision as well as other activities carried out by personnel during the performance of their roles. The scope and frequency of the periodic evaluations will essentially depend on an evaluation of the risks and the efficacy of the continued supervision processes.

In addition, the Group has independent supervisors who check that adequate operation of the internal control system is maintained over time. Specifically, there are three fundamental functions: risk management control function, actuarial function and compliance verification function, which act as the second line of defence, and an internal audit function which acts as the third line of defence, undertaking integral supervision of the internal control system.

The investment control systems constitute a useful early warning system given the current situation of financial markets.

In this sense, the concentration and dispersal of fixed income and equity, the average rating of the portfolio, exposures by rating and how they have changed, changes in the optionality of assets due to changes in interest rates, and the performance of underlying assets are monitored at monthly intervals.

Furthermore, based on the regulations derived from solvency II, the Group has continued to examine the capital charge that might result from the credit risk associated with investments.

The financial investments are valued at their fair value, which corresponds to the price that would be received for the sale of a financial asset through a transaction organised between the participants in the market on the date of valuation, except:

- Financial investments included in the "Maturity portfolio", which is valued for its amortised cost using the method of the effective interest rate.
- The financial assets which are capital instruments where the fair value cannot be estimated in a reliable manner, and are valued at cost.

The fair value valuations of the financial investments included in the portfolio available for sale and in the negotiation portfolio are classified according to the levels of variables used in the valuation (see Note 3.b.3).

The breakdown of financial assets at 31 December 2019 according to the inputs used is as follows (in Thousands of Euros):

	Level 1	Level 2	Level 3	Total at 31/12/2019
Financial assets held for trading	-	-	-	-
Derivatives	-	-	-	-
Other financial assets at fair value through profit or loss	579,019	-	-	579,019
Financial Investments in Equity	26,009	-	-	26,009
Stakes in mutual funds	250	-	-	250
Debt securities	1,026			1,026
Investments held for the benefit of policyholders who				
bear the investment risk	551,734	-	-	551,734
Available-for-Sale financial assets	9,205,535	380,807	-	9,586,342
Financial Investments in Equity	1,274,185	18,282	-	1,292,467
Stakes in mutual funds	476,687	-	-	476,687
Debt securities	7,278,300	58,899	_	7,337,199
Loans	-	-	_	-
Deposits with credit institutions	176,363	303,626	-	479,989
Total at 31 December 2019	9,784,554	380,807	-	10,165,361

The same information reported at the end of the year 2018 is as follows (in thousands of euros):

	Level 1	Level 2	Level 3	Total at 31/12/2018
Financial assets held for trading	-	29	-	29
Derivatives	-	29	-	29
Other financial assets at fair value through profit or loss	340,814	-	-	340,814
Financial Investments in Equity	-	-	-	-
Stakes in mutual funds	96	-	-	96
Debt securities	-			-
Investments held for the benefit of policyholders who				
bear the investment risk	340,718	-	-	340,718
Available-for-Sale financial assets	7,988,607	117,124	-	8,105,731
Financial Investments in Equity	934,769	22,016	-	956,785
Stakes in mutual funds	330,951	-	-	330,951
Debt securities	6,564,149	51,533	-	6,615,682
Loans	-	-	-	-
Deposits with credit institutions	158,738	43,575	-	202,313
Total at 31 December 2018	8,329,421	117,153	-	8,446,574

During FY 2019 no significant transfers or reclassifications of financial instruments took place in the various valuation methodologies.

The credit rating of the fixed income and deposits issuers in credit entities on 31 December 2019 and 2018 is shown below (amounts in Thousands of Euros):

Rating	AAA	AA	A	ввв	Under investment grade	No rating	TOTAL
Public Fixed Income	266,704	331,190	2,449,255	328,998	8,153	22,099	3,406,399
OPPI	266,704	329,032	2,449,255	328,998	8,153	21,246	3,403,388
Other	-	2,158	-	-	-	853	3,011
Private fixed income	39,843	210,713	1,097,933	2,483,463	75,838	24,036	3,931,826
OPPI	35,993	206,410	1,037,343	2,444,512	75,838	23,002	3,823,098
Other	3,850	4,303	60,590	38,951	-	1,034	108,728
Total fixed income	306,547	541,903	3,547,188	2,812,461	83,991	46,135	7,338,225
% Fixed-Income	4.18%	7.38%	48.34%	38.33%	1.14%	0.63%	100.00%
Deposits with credit institutions	39,000	14,000	40,639	35,000	-	479,989	608,628
OPPI	39,000	14,000	40,639	35,000	-	-	128,639
Other	-	-	-	-	-	479,989	479,989

	31/12/2018						
Rating	AAA	AA	A	ввв	Under investment grade	No rating	TOTAL
Public Fixed Income	286,535	302,154	2,120,293	546,530	10,416	7,145	3,273,073
OPPI	286,535	300,040	2,102,540	546,530	10,416	6,394	3,252,455
Other	-	2,114	17,753	-	-	751	20,618
Private fixed income	57,948	304,603	1,170,094	1,645,012	90,312	74,640	3,342,609
OPPI	33,065	279,014	1,133,891	1,615,327	90,312	72,558	3,224,167
Other	24,883	25,589	36,203	29,685	-	2,082	118,442
Total fixed income	344,483	606,757	3,290,387	2,191,542	100,728	81,785	6,615,682
% Fixed-Income	5.21%	9.17%	49.74%	33.13%	1.52%	1.23%	100.00%
Deposits with credit institutions	27,173	6,498	174,907	96,154	(407)	339,966	644,291
OPPI	28,000	7,000	135,466	120,000	-	151,512	441,978
Other	(827)	(502)	39,441	(23,846)	(407)	188,454	202,313

The investment criteria also include various measures of risk diversification by sector, country and currency (amounts in Thousands of Euros):

	31/12/2018			31/12/2019				
Sector	Equity instruments	%	Representative debt values	%	Equity instruments	%	Representative debt values	%
Communications	73,643	5.72%	419,567	6.34%	98,277	5.47%	475,525	6.48%
Cyclical consumer goods	78,613	6.10%	394,943	5.97%	116,389	6.48%	663,297	9.04%
Non-cyclical consumer goods	129,343	10.04%	432,649	6.54%	190,351	10.60%	415,941	5.67%
Energy	49,812	3.87%	97,787	1.48%	60,597	3.38%	107,034	1.46%
Financial	318,203	24.71%	1,398,227	21.14%	353,023	19.66%	1,558,019	21.23%
Industrial	114,171	8.87%	222,331	3.36%	186,460	10.39%	321,044	4.37%
Technological	71,501	5.55%	56,936	0.86%	122,909	6.85%	59,140	0.80%
Public Services	97,453	7.57%	298,309	4.51%	126,715	7.06%	325,504	4.44%
Diversified	2,255	0.17%	8,027	0.12%	3,657	0.20%	1,361	0.02%
Commodities	12,210	0.95%	101	-	13,989	0.78%	3,723	0.05%
Governance	-	-	3,286,805	49.68%	-	-	3,407,637	46.44%
Others (*)	340,628	26.45%	-	-	523,046	29.13%	-	-
Total	1,287,832	100.00%	6,615,682	100.00%	1,795,413	100.00%	7,338,225	100.00%

^(*) Includes mutual funds.

Year 2019 Thousands of Euros

Country	Equity instruments	Public Fixed Income	Private fixed income	Derivatives	Deposits in banks	Cash and other equivalent assets
Spain	460,981	2,653,230	1,441,136	-	52,812	978,044
Greece	-	-	-	-	-	2,246
Portugal	-	5,406	-	-	-	186
Ireland (*)	275,248	14,612	22,319	-	-	105,570
Italy	29,492	65,388	12,769	-	315	1,021
Germany	141,133	101,044	306,247	-	31,289	7,668
France	233,747	248,982	598,499	-	67,694	19,634
United Kingdom	13,932	8,574	373,009	-	32,171	18,201
Netherlands	63,441	35,013	574,619	-	67,123	114,333
Other Europe	249,709	89,874	109,352	-	263,526	28,105
USA	306,540	79,035	384,868	-	1,678	9,005
Rest OECD	7,476	83,782	100,182	-	66,679	62,277
Rest of the world	13,714	21,459	8,826	-	25,341	8,450
Total	1,795,413	3,406,399	3,931,826	-	608,628	1,354,740

 $^{(\}mbox{\ensuremath{^{\star}}})$ Ireland equity instruments are mutual funds.

Year 2018 Thousands of Euros

Country	Equity instruments	Public Fixed Income	Private fixed income	Derivatives	Deposits in banks	Cash and other equivalent assets
Spain	404,708	2,500,134	1,106,235	29	281,489	738,502
Greece	-	-	-	-	-	6,802
Portugal	-	10,925	-	-	-	4,393
Ireland (*)	171,117	15,852	16,962	-	-	81,470
Italy	17,723	83,006	47,881	-	331	1,001
Germany	103,640	114,606	230,697	-	54,960	22,157
France	147,889	244,934	383,585	-	-	35,303
United Kingdom	13,206	9,772	398,590	-	29,532	1,130
Netherlands	41,952	50,270	501,748	-	57,019	175,183
Other Europe	166,780	85,899	158,453	-	158,738	22,744
USA	206,038	69,974	395,106	-	3,010	6,683
Rest OECD	5,748	68,546	94,161	-	14,406	50,867
Rest of the world	9,031	19,155	9,191	-	44,806	17,296
Total	1,287,832	3,273,073	3,342,609	29	644,291	1,163,531

^(*) Ireland equity instruments are mutual funds.

Below are the financial investments broken down by currencies, along with the other assets and liabilities held by the Group as of 31 December 2019 and 2018:

Year 2019 Thousands of Euros

Currency	Equity Instruments	Debt securities	Derivatives	Deposits in banks	Cash and other equivalent assets	Other assets	Total Assets at 31/12/2019
Euro	1,266,465	7,040,388	-	522,778	1,187,627	4,806,064	14,823,322
GB pound	18,511	35,234	-	335	14,309	150,206	218,595
U.S. Dollar	310,952	185,004	-	24,756	39,355	226,508	786,575
Other	199,485	77,599	-	60,759	113,449	398,165	849,457
Total	1,795,413	7,338,225	-	608,628	1,354,740	5,580,943	16,677,949

Year 2018 Thousands of Euros

Currency	Equity Instruments	Debt securities	Derivatives	Deposits in banks	Cash and other equivalent assets	Other assets	Total Assets at 31 December 2018
Euro	915,357	6,346,257	29	589,829	954,249	3,807,023	12,612,744
GB pound	3,644	28,639	-	445	22,177	135,222	190,127
U.S. Dollar	206,687	176,760	-	17,449	45,177	255,868	701,941
Other	162,144	64,026	-	36,568	141,928	569,899	974,565
Total	1,287,832	6,615,682	29	644,291	1,163,531	4,768,012	14,479,377

Thousands of **Year 2019** Euros Total **Subordinated Technical** Other Liabilities at **Currency** liabilities provisions Liabilities 31/12/2019 200,545 9,947,959 1,679,730 11,828,234 Euro GB pound 66,125 68,573 134,698 U.S. Dollar 248,546 64,311 312,857 Other 389,467 161,510 550,977 **Total** 200,545 10,652,097 1,974,124 12,826,766

Year 2018 **Euros Total Subordinated Technical** Other Liabilities at **Currency** liabilities provisions Liabilities 31 December 2018 Euro 200,439 8,921,078 1,250,574 10,372,091 GB pound 65,054 47,638 112,692 U.S. Dollar 56,430 240,336 296,766

Other

Total

Thousands of

493,692

11,275,241

The average spot exchange rates at year-end most often used in translating these types of foreign currency balances into euros coincide with the rates published by the European Central Bank and are detailed in Note 3.g.4 to the consolidated financial statements.

200,439

341,232

9,567,700

152,460

1,507,102

The Group's exposure to risk arising from credit derivatives is immaterial.

5. Principal operations and changes in the consolidation perimeter

5.a) Acquisition of 100% of Seguros de Vida y Pensiones Antares, S.A.

On 8 November 2018, Plus Ultra, Seguros Generales y Vida S.A., de Seguros y Reaseguros, Single Shareholder Company (hereinafter "Plus Ultra"), a company held 100% by the Group, reached an agreement with the companies Telefónica, S.A. and Telefónica Finanzas, S.A.U. for acquisition of shares representing 100% of the share capital of Seguros de Vida y Pensiones Antares, S.A. (hereinafter, "Antares") for a price of €161,000 thousand.

After the compliance with the suspensive conditions which led to the mandatory administrative authorisations from the National Commission of Markets and Competition and the DGSFP on 17 January 2019 and 25 January 2019, respectively, the execution of the purchase contract was formalised on 14 February 2019.

Finally, the price paid by Plus Ultra was €158,870 thousand, corresponding to the initially agreed price of €161,000 thousand, adjusted by the difference between shareholders' equity at 31 January 2019 (closing that was closest to the transaction) and the shareholders' equity estimated in the contract. All of this consideration was paid in cash.

Accounting for the business mergers

The effective takeover date was 14 February 2019, the date on which the execution of the sales contract was formalized. The Group has valued the identifiable assets acquired and the liabilities assumed at fair value on the date of the combination, pursuant to International Financial Reporting Standard 3 (IFRS 3).

For this, the Group has performed a Purchase Price Allocation (PPA) analysis in order to determine the fair value of Antares' assets and liabilities at acquisition date. The accounting regulations stipulates a period of one year during which the valuation of assets and liabilities acquired is not final, wherefore the valuations carried out are the best available estimate on the date of preparation of these financial statements and they are in any case interim.

At the date of the takeover, the fair value of the assets and liabilities of Antares acquired is as follows:

DD4	Thousands of Euros				
PPA	Antares	Revaluations	Fair Value		
Cash and other equivalent liquid assets	103,885	-	103,885		
Financial assets held for trading	27,969	-	27,969		
Other financial assets at fair value	142,374	-	142,374		
Available-for-Sale financial assets	355,284	-	355,284		
Loans and items receivable	336,583	72,150	408,733		
Reinsurer's share of technical provisions	9,687	-	9,687		
Property, plant and equipment and investment property	111	-	111		
Intangible assets	969	-	969		
Tax assets	2,984	23,636	26,620		
Other assets	4,463	-	4,463		
Total assets	984,309	95,786	1,080,095		
Debits and payables	9,804	-	9,804		
Technical Provisions	829,820	56,179	885,999		
Non technical provisions	4,498	-	4,498		
Tax liabilities	6,808	18,037	24,845		
Other Liabilities	4,353	38,365	42,718		
Total Liabilities	855,283	112,582	967,865		
Net assets identified	129,026	(16,796)	112,230		
Antares policy portfolio	-	33,000	33,000		
Unrecognised intangible assets	-	33,000	33,000		
Deferred tax	-	(8,250)	(8,250)		
Value of net re-valued assets	129,026	7,954	136,980		
Compensation amount	-	-	158,870		
Goodwill			21,890		

In accordance with IFRS 3, capital gains amounting to €72,150 thousand were identified in the fair value measurement of bank deposits (interest rate swap structures) classified in the 'Loans and receivables' portfolio. They have been valued using valuation techniques consisting of discounting flows using a swap curve at 31 January 2019 published by Reuters, thus using a generally accepted and easily observable interest rate, and adjusting the curve with a spread corresponding to the CDS according to the issuer and modified duration of the asset, also obtained from Reuters. This measurement corresponds to Level 2 in the fair value hierarchy established by IFRS 13 Fair value measurement.

These structures affect life insurance policies in two types of portfolio:

- For life insurance operations using financial immunisation techniques (provided for in Article 33.2 of the ROSSP), the gains on the assigned assets were allocated to the accounting asymmetries, i.e. €38,365 thousand.
- For those policies subject to Transitional Provision 2 of the ROSSP, the revaluation of the assets concerned amounted to €33,785 thousand, implying an additional allocation to the mathematical provision of €42,923 thousand due to the fall in interest rates.

A further allocation of the mathematical provision was made in the amount of €11,720 thousand due to the updating of the biometric assumptions to adjust the provision to its fair value.

With regards to non-life policies, €1,536 thousand were made to the non-life insurance policies in order to standardize their calculation to the method used by the Group.

On the other hand, in the context of this transaction, Plus Ultra, Grupo Catalana Occidente, Antares and Telefónica, S.A., signed a collaboration contract, in which Grupo Telefónica grants Antares a commitment in relation to the majority of the collective policies for Health, Life-Risk, Life-Saving and Unit Linked with Grupo Telefónica until 31 December 2028.

In the financial year of the PPA, this contract was valued at €33,000 thousand, amortised on a straight-line basis over an assigned useful life of 10 years. The valuation method used to estimate the fair value of this intangible asset was the multi-period excess earnings method (MEEM).

As a result of the provisional accounting for this business combination, deferred taxes have been recognised for amounts of epsilon 18,037 thousand of deferred tax liabilities due to the capital gains on the assets, epsilon 23,636 thousand of deferred tax assets due to the revaluation of liabilities (technical provisions and other liabilities), and epsilon 8,250 thousand of deferred tax liabilities due to the recognition of the intangible asset by the contract with Telefónica.

Expenses incurred in the transaction amounted to €2,061 thousand and were recorded in the consolidated profit and loss account.

The operation generated goodwill of €21,890 thousand, which was allocated to the Seguros Catalana Occidente and Plus Ultra CGUs. (see Note 10.a).

5.b) Merger by absorption by Plus Ultra Seguros Generales y Vida, S.A. de Seguros y Reaseguros, Sociedad Unipersonal de Seguros de Vida y Pensiones Antares, S.A.

On 20 June 2019, the sole shareholders of Plus Ultra (acquiring company) and Antares (acquired company) approved the merger by absorption of the acquired company by the acquiring company under the terms established in the common merger plan deposited with the Mercantile Registry of Madrid.

The merger involves the block transmission of the equity of the company being acquired to the acquiring company that will acquire, by universal succession, all assets, liabilities, rights, obligations and relationships of all kinds of the company being acquired and dissolution without liquidation of company being acquired, a circumstance that will lead to its extinction.

In accordance with the provisions of the merger plan, the approved merger is conditional, pending that the necessary prior authorisation is obtained from the Minister of Economy and Business, in accordance with the provisions of Article 90 of Act 20/2015 of 14 July on the organisation, supervision and solvency of insurance and reinsurance entities, in relation to Article 110.1.b) of Royal Decree 1060/2015 of 20 November on the organisation, supervision and solvency of insurance and reinsurance entities.

The merger was authorised by the Ministry of Economy and Business by Ministerial Order dated 10 December 2019, therefore fulfilling the suspensive condition to which the merger was subject.

5.c) Acquisition of the stake of the minority shareholders of Nortehispana de Seguros y Reaseguros, S.A.

On 20 June 2019, Seguros Catalana Occidente, S.A. de Seguros y Reaseguros ('Seguros Catalana Occidente') exercised the purchase option subscribed on 28 June 2016, which it held over 0.189% of the shares of Nortehispana de Seguros y Reaseguros, S.A. ('Nortehispana') which were not in its power, and it now holds 100% of the share capital of that company, which has therefore become a single shareholder company. The price paid by Seguros Catalana Occidente was €683 thousand and was disbursed in cash.

5.d) Merger by absorption by Previsora Bilbaína Agencia de Seguros, S.A.U. of Previsora Inversiones, S.A.U.

On 24 June 2019, Nortehispana de Seguros y Reaseguros, S.A., sole shareholder, respectively, of Previsora Bilbaína Agencia de Seguros, S.A.U. (Acquiring company) and Previsora Inversiones, S.A.U. (acquired company) approved the merger by absorption of the acquired company by the acquiring company under the terms established in the common draft of the merger deposited with the Mercantile Registry of Bizkaia.

This merger was executed on 29 July 2019, once the period for opposition by creditors of both companies provided for in Article 44 of Act 3/2009 of 3 April on structural modifications of commercial companies had elapsed.

The merger involved the block transmission of the equity of the companies being acquired to the acquiring company that acquired, by universal succession, all assets, liabilities, rights, obligations and relationships of all kinds of the company being acquired and dissolution without liquidation of company being acquired, a circumstance that will lead to their extinction.

5.e) Merger by absorption by Funeraria Nuestra Señora de los Remedios, S.L.U. of Los Remedios Tanatorio Norte de Madrid, S.L.U., Servicios Funerarios Cisneros, S.L.U. and Mantenimiento Valdegovia, S.L.U.

On 10 July 2019, the Merger Plan signed by the Sole Administrator of Funeraria Nuestra Señora de los Remedios, S.L.U. was filed with the Mercantile Registry of Madrid. (the "Acquiring Company") and Los Remedios Tanatorio Norte de Madrid, S.L.U., Servicios Funerarios Cisneros, S.L.U. and Mantenimiento Valdegovia, S.L.U. (hereinafter the "Acquired Companies"), being approved by the Sole Shareholders of the Acquiring Company and the Acquired Companies on 29 July 2019.

This merger was executed on 25 September 2019, once the resolutions had been adopted and the period for opposition by the companies' creditors had elapsed, as provided for in Article 44 of Act 3/2009 of 3 April on structural modifications of commercial companies.

The merger involved the block transmission of the equity of the companies being acquired to the acquiring company that acquired, by universal succession, all assets, liabilities, rights, obligations and relationships of all kinds of the company being acquired and dissolution without liquidation of company being acquired, a circumstance that will lead to their extinction.

6. Cash and other cash equivalents

The breakdown of cash and cash equivalents at 31 December 2019 are as follows

	Thousands of Euros		
Cash and other cash equivalents	31/12/2018	31/12/2019	
Cash in banks and in cash	1,160,221	1,154,843	
Short-term bank deposits	3,310	199,897	
Total	1,163,531	1,354,740	

7. Financial assets

The breakdown of financial assets at 31 December 2019, without taking into account the shares in entities valued by equity accounting, is as follows (in Thousands of Euros):

financial asset and by type	Financial Assets held for trading (HFT)	Other financial assets at fair value through profit or loss (RVPL)	Available-for- Sale financial assets (AFS)	Loans and receivables (LR):	Total on 31.12.2019
FINANCIAL INVESTMENTS:	-	579,019	9,586,342	351,152	10,516,513
Equity Instruments					
- Financial Investments in Equity	-	26,009	1,292,467	-	1,318,476
- Stakes in mutual funds	-	250	476,687	-	476,937
Debt securities	-	1,026	7,337,199	-	7,338,225
Derivatives	-	-	-	-	-
Hybrid instruments	-	-	-	-	-
Investments on behalf of policyholders assuming the investment risk	-	551,734	-	23,382	575,116
Loans	-	-	-	165,405	165,405
Other financial assets with non-published prices	-	-	-	8,335	8,335
Deposits with credit institutions	-	-	479,989	128,639	608,628
Deposits for accepted reinsurance .	-	-	-	25,391	25,391
RECEIVABLES: Receivables arising from insurance	-	-	-	845,875	845,875
direct insurance and coinsurance operations Receivables arising from reinsurance	-	-	-	359,612	359,612
perations	-	-	-	74,977	74,977
Other receivables	-	-	-	411,286	411,286
Total net	-	579,019	9,586,342	1,197,027	11,362,388

The same information reported at year-end, 31 December 2018 is as follows (in thousands of euros):

Thousands of Euros

	l.	i i	inousands of Euros			
Investments classified by category of financial asset and by type	Financial Assets held for trading (HFT)	Other financial assets at fair value through profit or loss (RVPL)	Available-for- Sale financial assets (AFS)	Loans and receivables (LR):	Total on 31 December 2018	
FINANCIAL INVESTMENTS:	29	340,814	8,105,731	616,983	9,063,557	
Equity Instruments						
- Financial Investments in Equity	-	-	956,785	-	956,785	
- Stakes in mutual funds	-	96	330,951	-	331,047	
Debt securities	-	-	6,615,682	-	6,615,682	
Derivatives	29	-	-	-	29	
Hybrid instruments	-	-	-	-	-	
Investments on behalf of policyholders assuming the investment risk	-	340,718	-	21,388	362,106	
Loans	-	-	-	119,046	119,046	
Other financial assets with non-published prices	-	-	-	7,789	7,789	
Deposits with credit institutions	-	-	202,313	441,978	644,291	
Deposits for accepted reinsurance .	-	-	-	26,782	26,782	
RECEIVABLES: Receivables arising from	-	-	-	804,341	804,341	
direct insurance and coinsurance operations Receivables arising from reinsurance	-	-	-	348,374	348,374	
operations	-	-	-	59,105	59,105	
Other receivables	-	-	-	396,862	396,862	
Total net	29	340,814	8,105,731	1,421,324	9,867,898	

7.a) Financial investments

The movements in this section, broken down by portfolio, are shown below (in thousands of euros):

Financial assets held for trading

	1		Thousan	ds of Euros
	Financial As	sets held for tra	ding (HFT)	
	Equity Instruments	Debt securities	Derivatives	Total HFT
Net book value on 1 January 2018	-	-	27	27
Additions to the perimeter - Business				
Combinations	-	-	-	-
Purchases	-	-	-	-
Sales and amortisations	-	-	-	-
Reclassifications and transfers	-	-	-	-
Change of implicit interest	-	-	-	-
Changes in value against results	-	-	2	2
Effect of changes on the exchange rates	-	-	-	-
Changes in loss due to value impairment	-	-	-	-
Net book value on 31 December 2018	-	-	29	29
Additions to the perimeter - Business				
Combinations	26,940	1,053	_	27,993
Purchases		-,	_	
Sales and amortisations	_	_	(29)	(29)
Reclassifications and transfers	(26,940)	(1,053)	-	(27,993)
Change of implicit interest	(20,510)	(1,000)	_	(=7,555)
Changes in value against results	_	_	_	_
Change of implicit interest				_
change of implicit interest	_	-	_	-
Changes in loss due to value impairment	_	-	-	-
Net book value on 31 December 2019	_	-	-	-

^(*) Includes unmatured accrued interest on assets.

	Thousands of Euros							
	Oti	•						
	Equity Instruments	Debt securities	Investments held for the benefit of policyholders who bear the investment risk (1)	Deposits with credit institutions	Total RVPL			
Net book value on 1 January								
2018	7,698	33,786	339,097	-	380,581			
Additions to the perimeter - Business Combinations Purchases Sales and amortisations	- 2 (7,604)	- (33,786)	- 85,212 (58,647)	- - -	- 85,214 (100,037)			
Reclassifications and transfers	-	-	-	-	-			
Change of implicit interest Changes in value against results Change of implicit interest	- - -	- - -	(289) (24,655) -	- - -	(289) (24,655) -			
Changes in loss due to value impairment	-	-	-	-	-			
Net book value on 31 December								
2018	96	-	340,718	-	340,814			
Additions to the perimeter - Business Combinations	423		141,951		142,374			
Purchases	- 423	-	106,130	_	106,130			
Sales and amortisations	(2,642)	-	(83,755)	-	(86,397)			
Reclassifications and transfers	26,940	1,053	-	-	27,993			
Change of implicit interest	-	(23)	35	-	12			
Changes in value against results Change of implicit interest	1,442 -	(4)	46,655 -	-	48,093 -			
Changes in loss due to value impairment	-	-	-	-	-			
Net book value on 31 December 2019	26,259	1,026	551,734	-	579,019			

(1) At 31 December 2019, the unrealised gains and losses on investments held on behalf of policyholders who bear the investment risk amounted to €46,398 and (€7,521) thousand (€7,324 and (€31,972) thousand at 31 December 2018, respectively).

Most of the revaluations credited to the profit and loss account, net of the related tax effect and of the allocation to minority interests, arose from financial instruments that are quoted on organised markets or for which a sufficiently reliable market valuation is available (see Note 4.c).

		Thousa	ands of Euros			
		Available-for-	Sale financial	assets (AVS)		
	Financial Investments in Equity	Stakes in mutual funds	Fixed- income securities	Non- mortgage loans and advances on policies:	Deposits with credit institutions	Total AFS
Net book value on 1 January						
2018	1,035,079	399,465	6,522,649	80	190,914	8,148,187
Additions to the perimeter - Business Combinations	-	-	-	-	-	-
Purchases	101,889	456	1,630,084	-	186	1,732,615
Sales and amortisations	(129,348)	(24,432)	(1,407,039)	(80)	23,664	(1,537,235)
Reclassifications and transfers	-	-	-	-	-	-
Revaluation adjustments	(46,521)	(44,682)	(99,826)	-	(10,922)	(201,951)
Change of implicit interest	-	-	(33,529)	-	(1,529)	(35,058)
Change of implicit interest	-	144	3,343	-	-	3,487
Changes in loss due to value impairment	(4,314)	-	_	-	-	(4,314)
Net book value on 31 December	(=,= = -)					(- , ,
2018	956,785	330,951	6,615,682	-	202,313	8,105,731
Additions to the perimeter -		20.622	010 465			222.22
Business Combinations	-	38,622	319,465	-	- 0.4	358,087
Purchases Sales and amortisations	209,189 (110,356)	56,890 (15,655)	1,872,358 (1,702,652)	-	24 (32,440)	2,138,461 (1,861,103)
Reclassifications and transfers	(110,356)	(15,055)	2,299	-	295,348	297,647
Adjustments for changes in	_	-	2,299	_	293,346	257,047
value	240,127	65,561	264,943	-	16,539	587,170
Change of implicit interest	-	-	(42,529)	-	(1,795)	(44,324)
Change of implicit interest	-	318	7,633	-	-	7,951
Changes in loss due to value	(0.07-)					(= ===:
impairment Net book value on 31 December	(3,278)	-	-	-	-	(3,278)
2019	1,292,467	476,687	7,337,199	-	479,989	9,586,342

^(*) Includes unmatured accrued interest on assets.

Most of the revaluations credited to the profit and loss account, net of the related tax effect and of the allocation to minority interests, arose from financial instruments that are quoted on organised markets or for which a sufficiently reliable market valuation is available.

During 2019, the Group derecognised from equity €20,026 thousand from the heading "Adjustments for changes in value" relating to net unrealised losses in the "Available-for-Sale" portfolio. This amount was recognised in the consolidated profit and loss account for the period following the assets' disposal. In 2018 for the same concept, net losses of €1,356 thousand were recognised in the profit and loss account.

	Thousand					ds of Euros		
			Loans ar	ıd receivables	(LR)			
		Investment s held for the benefit						
		of		Other				Total
	Non-	policyholde		financial	Deposits			LR
	mortgage	rs who bear		assets with	with	Deposits		ш
	loans and	the		non-	credit	constituted		
	advances on	investment	Mortgage	published	institutio	by accepted	Debt	
	policies:	risk	loans	prices	ns	reinsurance	securities	
Net book value on 1								
January 2018	35,939	17,736	63,373	6,293	191,444	29,493	-	344,278
Additions to the perimeter								
- Business Combinations	-	-	-	267	-	-	-	267
Purchases	35,372	6,513	9,008	1,285	446,310	50,404	-	548,892
Sales and amortisations	(15,943)	(2,861)	(8,576)	(56)	(198,287)	(52,868)	-	(278,591)
Reclassifications and transfers								
Change of implicit	_	_	_	_	_	_	_	-
interest	(20)	_	14	_	_	-	_	(6)
Change of implicit	(20)		- 11					(0)
interest	-	-	-	-	2,511	(247)	-	2,264
Changes in loss due to								
value impairment	-	-	(121)	-	-	-	-	(121)
Net book value on 31	FF 240	21 200	CD COO	7 700	441.070	26 702		C1C 000
December 2018	55,348	21,388	63,698	7,789	441,978	26,782	-	616,983
Additions to the perimeter - Business Combinations								
(*)	325	_	_	50	295,348	_	2,299	298,022
Purchases	63,775	6,880	8,054	828	253,330	45,343	۵,299	258,022 378,210
Sales and amortisations	(19,509)	(4,886)	(6,515)	(332)	(571,120)	(46,831)	_	(649,193)
Reclassifications and	(15,550)	(2,000)	(0,020)	(332)	(= : 2,2=3)	(10,001)		(= == ,== 3)
transfers	-	-	-	-	(295,348)	-	(2,299)	(297,647)
Change of implicit								
interest	441	-	15	-	-	-	-	456
Change of implicit								
interest	-	-	-	-	4,451	97	-	4,548
Changes in loss due to								
value impairment	-	-	(227)	-	-	-	-	(227)
Net book value on 31 December 2019	100,380	23,382	65,025	8,335	128,639	25,391	_	351,152
December 2013	100,300	20,002	03,023	0,333	120,000	23,331		331,132

^(*) Includes unmatured accrued interest on assets.

As of 31 December 2019, the fair value of financial assets classified in the "Loans and receivables" category does not differ significantly from their book value.

7.a.1) Equity investments

The breakdown of the balances of this sub-heading at 31 December 2019 and 2018, is as follows:

	Thousands of Euros				
	Other financial assets at fair value through profit or loss (RVPL)		Available-for-Sale financial assets (AVS)		
	31/12/2018	31/12/2019	31/12/2018	31/12/2019	
Shares of listed companies	-	26,009	933,947	1,270,563	
Shares of non-listed companies	-	-	22,838	21,904	
Total	-	26,009	956,785	1,292,467	

The fair value of the shares of unlisted companies has been determined using valuation methods that are generally accepted in the financial industry.

Dividends received by the Group in 2019 amounted to $\$ 53,037 thousand ($\$ 47,842 thousand in 2018).

7.a.2) Stakes in mutual funds

A breakdown of the investments classified under this sub-heading by type of investment is given below:

	Thousands of Euros					
	Other financial as through pr (RV	ofit or loss	Available-for-Sale financial assets (AVS)			
	31/12/2018	31/12/2019	31/12/2018	31/12/2019		
Fixed Income	-	123	15,537	21,601		
Variable Income	96	127	293,306	355,114		
Monetary market	-	-	22,108	48,771		
Other mutual funds	-	-	-	51,201		
Total	96	250	330,951	476,687		

The value of the mutual funds has been taken to be the net asset value published by the fund management companies.

Listed below is the equity of the investment funds managed by GCO Gestión de Activos, and that are not consolidated (see Note 2.f.1), as well as the participation available to the Group of each one of them on 31 December 2019 and 2018 (excluding the participation corresponding to investments on behalf of policyholders policyholders, see Note 7.a.4):

	31/12/2018			31/12/2019		
	Equity managed by GCO Gestión de Activos at 31.12.2018	Share percentage (%)	Equity (thousands of euro).	Equity managed by GCO Gestión de Activos at 31.12.2019 (Thousands of Euros)	Share percentage (%)	Equity (thousands of euro).
GCO Mixed, FI	7,473	-	-	9,026	-	-
GCO Shares, FI	146,758	62%	91,640	162,292	65%	104,889
GCO Eurobolsa, FI	26,057	52%	13,425	27,899	59%	16,521
GCO Fixed income, FI	21,142	-	-	25,520	-	-
GCO Global 50, FI	9,610	33%	3,216	20,505	17%	3,583
GCO International FI	24,133	51%	12,351	28,803	54%	15,590
GCO Savings, FI	35,484	10%	3,459	41,744	-	-

Total	270,658	124,091	315,789	140,583

7.a.3) Fixed-income securities

The breakdown of the balances included under this sub-heading is as follows:

	Thousands of Euros			
	31/12/	2018	31/12	/2019
	CVRPyG	AFS	CVRPyG	AFS
Public debt, obligations and public bonds	-	3,273,073	-	3,406,399
Issued by financial institutions and other private entities	-	3,342,609	1,026	3,930,800
Total	-	6,615,682	1,026	7,337,199

The yield of the portfolio at 31 December 2019 was 2.25% (2.46% at 31 December 2018), with an estimated average maturity of approximately 4.66 years (4.50 years at 31 December 2018)

Any income earned on these fixed-income securities other than changes in their fair value, consisting mainly of interest and net earned premiums for the year, is recognised in the income statement under "Income from property, plant and equipment and investments". In 2019 this income amounted to EUR 172,817 thousand (EUR 170,566 thousand in 2018).

The maturities of the securities included under this sub-heading, classified by the portfolio to which they were assigned at 31 December 2019 and 2018 and taking their fair value into account, are as follows:

	Thousands of Euros			
Residual maturity	31/12	2/2018	31/12	/2019
	CVRPyG	AFS	CVRPyG	AFS
Less than 1 year	-	855,714	1,026	836,299
1 to 3 years	-	1,853,382	-	1,840,217
3 to 5 years	-	1,325,015	-	1,883,949
5 to 10 years	-	1,695,022	-	2,065,625
10 to 15 years	-	541,195	-	263,222
15 to 20 years	-	70,263	-	68,817
20 to 25 years	-	89,280	-	210,139
Over 25 years	-	185,811	-	168,931
Total	-	6,615,682	1,026	7,337,199

7.a.4) Investments held for the benefit of insurance policyholders who bear the investment risk

The breakdown by nature of the investment at 31 December 2019 and 2018 is as follows (in thousands of euros):

	31/12/2018		31/12	/2019
	RVPL		RVPL	
	Portfolio	LR	Portfolio	LR
Variable Income	127,610	-	142,750	-
Stakes in mutual funds	109,683	-	300,307	-
Fixed-Income	103,425	-	108,677	-
Other Balances affected				
- Banks (current accounts and short-term deposits)	-	21,277	-	22,597
- Other debts by management fees	-	-	-	-
- Others	-	111	-	785
Total	340,718	21,388	551,734	23,382

The balance of "Other balances affected" is included in "Loans and receivables", as it is the policyholders who bear the investment risk in each year.

The market value of investments held for the benefit of insurance policyholders who bear the investment risk is determined by the same method as the market value of the Group's own investments of the same type.

A breakdown of the above fixed-income securities and other assigned balances by maturity year is given below:

	Thousands of Euros					
	31/12	/2018	31/12/2019			
	Other Fixed Balances		Fixed	Other Balances		
Residual maturity	Income	affected	Income	affected		
Less than 1 year	16,747	21,388	15,153	23,382		
1 to 3 years	43,942	-	48,695	-		
3 to 5 years	38,927	-	41,865	-		
5 to 10 years	3,809	-	2,964	-		
Over 10 years	-	-	-	-		
Rest of investments without maturity	-	-	-	-		
Total	103,425	21,388	108,677	23,382		

The mathematical provisions at 31 December 2019 and 2018, of insurance contracts where the investment risk is borne by policyholders are as follows:

	Thousands of Euros			
Policyholder investment	Mathematical provision			
	31/12/2018	31/12/2019		
SEGUROS CATALANA OCCIDENTE				
Equity Fund Universal Investment + Variable	136,732	144,346		
Multisavings	53,547	53,889		
Universal PIAS Variable	44,277	47,939		
Universal Investment Fund	23,174	23,378		
Choice Fund	32,810	57,268		
SEGUROS BILBAO				
Flexilife	29,726	40,087		
PIAS	9,390	10,436		
Orbita Link	21,560	23,239		
Insurance Savings account + Single Account	7,540	10,213		
Other	922	852		
PLUS ULTRA				
Life Fund	2,428	3,522		
Management Social Welfare Plan (*)	-	159,947		
Total	362,106	575,116		

^(*) Antares Integration

At 31 December 2019 and 2018 the balance of stakes in mutual funds is classified in the portfolio valued at fair value with changes in the profit or loss account and corresponds to mutual funds managed by GCO Gestión de Activos according to the following breakdown:

Type of		Thousands of Euros		
Asset	Description (name)	31/12/2018	31/12/2019	
FI	GCO Savings	28,009	37,237	
FI	GCO Mixed	4,397	5,413	
FI	GCO Shares	42,453	44,122	
FI	GCO Eurobolsa	6,437	7,649	
FI	GCO Fixed Income	17,197	21,445	
FI	GCO Global 50	4,117	12,710	
FI	GCO International	4,692	9,019	
		107,302	137,595	

On 31 December 2019 and 2018, the Group's share in the investment funds managed by GCO Gestión de Activos, corresponding to policyholder investments, is as follows:

	Share percentage (%)		
	31/12/2018	31/12/2019	
	59%	61%	
GCO Shares, FI	29%	28%	
GCO Eurobolsa, FI	25%	28%	
GCO Fixed income, FI	81%	85%	
GCO Global 50, FI	43%	52%	
GCO International FI	19%	30%	
GCO Savings, FI	79%	90%	

7.a.5) Loans and Other assets without published price quotations:

The breakdown of the balances making up this sub-heading at 31 December 2019 and 2018 is as follows:

	Thousands of Euros					
	31/12	/2018	31/12/2019			
	AFS	LR	AFS	LR		
Non-mortgage loans and advances on policies:						
· Advances on policies	-	22,149	-	22,124		
· Loans to brokers	-	16	-	16		
· Other loans	-	33,183	-	78,241		
Mortgage loans	-	63,698	-	65,024		
Other financial assets with non-published prices	-	7,789	-	8,335		
Total	-	126,835	-	173,740		

The maturities of mortgage loans and other loans held by the Group at amortised cost are as follows:

	Thousands of Euros						
	31/12	/2018	31/12	/2019			
Year of maturity	AFS	LR	AFS	LR			
Mature and up to three months	-	2,723	-	3,658			
Between 3 months and one 1 year	-	2,139	-	1,898			
Between one year and five years	-	46,898	-	51,375			
Over five years	-	45,121	-	86,334			
Total	-	96,881	-	143,265			

One group of mortgage loans ("reverse mortgages"), is totalling $\[\le \]$ 31,728 thousand, bear interest at a fixed rate of between 6.00% and 7.50%. The remaining mortgage loans bear annual interest at rates of between 0.00% and 2.64% (between 0.00% and 2.65% in 2018). The interest rate is fixed in the first year and floating from the second year. The benchmark rate used is the one-year interbank rate (EURIBOR) or the average mortgage loan rate at over three years.

7.a.6) Deposits with credit institutions

The long-term deposits relate mainly to euro deposits, trust deposits, structured deposits and asset swaps held with credit institutions. The maturity of these deposits is as follows:

	Thousands of Euros							
Residual maturity		31/12/2018		31/12/2019				
	AFS	LR	Total	AFS	LR	Total		
From 3 months to 1 year	1,900	440,974	442,874	2,864	128,639	131,503		
From 1 year to 3 years	(2,198)	1,004	(1,194)	(6,882)	-	(6,882)		
From 3 years to 5 years	13,715	-	13,715	4,742	-	4,742		
From 5 years to 10 years	19,040	-	19,040	161,139	-	161,139		
From 10 years to 15 years	(16,438)	-	(16,438)	(16,960)	-	(16,960)		
From 15 years to 20 years	(6,529)	-	(6,529)	119,387	-	119,387		
From 20 years to 25 years	110,305	-	110,305	14,240	-	14,240		
Over 25 years	82,518	-	82,518	201,459	-	201,459		

202,313	441,978	644,291	479,989	128,639	608,628

7.a.7) Impairment losses

During 2019 impairment losses for value impairment stood at €3,505 thousand (€4,435 thousand in 2018).

7.b) Receivables

A breakdown of the receivables from insurance, reinsurance and coinsurance contracts at 31 December 2019 and 2018, together with other receivables, is given below:

	Thousands of Euros		
	LR		
	31/12/2018	31/12/2019	
Receivables arising from direct insurance operations:			
- Policyholders - outstanding invoices:			
. Direct business and coinsurance	228,678	237,805	
. Credits for invoices pending issue	105,838	107,796	
. (Provision for premiums pending collection)	(18,214)	(17,458)	
- Intermediaries:			
. Outstanding balances with intermediaries	33,705	33,159	
. (Provision for impairment of balance with	(1,633)	(1,690)	
intermediaries)	(1,033)	(1,690)	
Receivables arising from reinsurance operations:			
. Outstanding balance with reinsurers	59,226	75,067	
. (Provision for impairment of balance with	(121)	(90)	
reinsurance)	(121)	(90)	
Other credits:			
. Credits with Public Administrations	8,689	20,167	
. Rest of credits	392,352	394,733	
. (Provision for impairment of rest of credits)	(4,179)	(3,614)	
Total	804,341	845,875	

As of 31 December 2019 we estimate that the fair value of loans does not differ significantly from the net book value.

The changes in and detail of the impairment losses recognised in 2019 and 2018 are shown in the following table, with the various changes under "Earned premiums, net of reinsurance" and "Net operating expenses" being recognised in the income statement.

(Figures in Thousands of Euros)	Provision for premiums pending	Provision for impairment of balance with mediators	Provision for impairment of balance with reinsurance	Provision for impairment of rest of credits
Balances at 01 January 2018	19,109	1,963	282	3,998
Additions to the Perimeter	-	-		-
Provisions charged against profit	-	-	-	181
Amounts released with a credit to	(895)	(330)	(161)	
profit	(000)	(550)	(101)	-
Balances at 31 December 2018	18,214	1,633	121	4,179
Additions to the Perimeter	154	-	-	-

Balances at 31 December 2019	17,458	1,690	90	3,614
profit				
Amounts released with a credit to	(910)	-	(31)	(565)
Provisions charged against profit	-	57	-	-

A breakdown of other credits in the consolidated balance sheet on 31 December 2019 and 2018 is given below:

	Thousands of Euros		
Other credits:	31/12/2018	31/12/2019	
Credits with Public Administrations	8,689	20,167	
Rest of credits	392,352	394,733	
Outstanding and estimated recoveries (Note 3.b)	275,441	278,334	
Debtors for motor agreements (Note 3.j)	4,750	6,964	
Balances of brokers with dubious collection and other dubious balances	949	1,151	
Commissions to collect for Credit Insurance information services	39,032	38,453	
Personnel	1,208	1,480	
Claims payments and advances	17	-	
Debtors by leases	1,835	2,510	
Sundry debtors	69,120	65,841	
Provision for impairment of rest of credits	(4,179)	(3,614)	
Total	396,862	411,286	

On 25 September 2018, GCO Activos Inmobiliarios reached an agreement to acquire 100% of Peñalvento, S.LU., Inmobiliaria Colonial, Socimi, S.A., with the ultimate aim of obtaining property of the construction of a future office building in Méndez Alvaro Norte I (Arganzuela district- Madrid) for an estimated total price of 94,281 thousand euros. This building will become part of the Group's property assets once the conditions precedent provided for in the aforementioned agreement are met, which include, inter alia, completion of construction and delivery of the building to GCO Activos Inmobiliarios once the delivery window has been completed, which extends from 1 May 2022 to 28 February 2023, inclusive.

Within the sub-heading "various debtors" there is an amount of €21,215 thousands, corresponding to the first payments made by GCO Activos Inmobiliarios for the acquisition of Peñalvento S.L.U.

As indicated in Note 3.b.3), the Group assesses the financial assets at their fair values, with the exception of certain loans and receivables that are valued at amortised cost. For the latter, its book value is a fair approximation of its fair value.

8. Investments in entities accounted for using the equity method (associates accounted for using the equity method)

The composition and movements during 2019 of those investments in the capital of companies over which the Group exercises significant influence is as follows:

	Thousands of Euros							
Company	Balances at 31/12/2018	Consolidation perimeter inputs and outputs	Increases due to non- distributed profit for the year	Other changes due to valuation	Impairment Losses	Balances at 31/12/2019		
Asitur Asistencia, S.A.	6,026	-	294	770	-	7,090		
Calboquer, S.L.	90	-	6	6	-	102		
Gesiuris, S.A. S.G.I.I.C. (1)	3,762	-	166	72	-	4,000		
MB Corredors d'Assegurances, S.A.	243	-	(17)	(198)	-	28		
Inversiones Credere, S.A.	-	-	-	-	-	-		
CLAL Credit Insurance Ltd. (2) (4)	13,472	-	701	1,365	-	15,538		
Compañía de Seguros de Crédito Continental S.A. (3) (4)	38,322	-	3,764	(667)	-	41,419		
The Lebanese Credit Insurer S.A.L. (4)	1,659	-	80	31	(1,770)	-		
Credit Guarantee Insurance Corporation of Africa Limited (4)	21,917	-	1,950	677	(6,927)	17,617		
TOTAL	85,491	-	6,944	2,056	(8,697)	85,794		

- (1) Includes goodwill totalling €1,836 thousand.
- (2) CLAL includes goodwill totalling €2,127 thousand.
- (3) CSC Continental includes goodwill totalling 11,366 thousand euros.
- (4) Participated through the company Atradius N.V.

These investments are accounted for using the equity method, using the best estimate available at the time of preparing the financial statements. Annex II details the data on total assets, capital, reserves, profit or loss, dividends from this financial result, and the year's earned premiums net of reinsurance or otherwise standard earned Incomes.

As shown in Note 3.b.4, the Group has conducted the test for impairment on the companies included in the heading "holdings in entities valued by the equity method", considering the projections of future business of the companies and financial market parameters.

The flows of dividends and cash flows are estimated using a projection period and a normalised period. The projection period is 10 years, where the projections of the first 1-3 years are based on quotes and/or financial forecasts. The remaining years are estimated using growth rates and ratios, which are considered the relevant figures for each of the estimated lines, which converge toward their normalised terminal value.

The discount rate used varies depending on the location and the associated company, using custom risk-free rates, Betas of the market and country risk premiums. The terminal value is calculated on the basis of the flow of dividends/free cash flows in the normalised period through a perpetuity that applies a growth rate of 3% and the specific discount rate. For those associated to the use of the valuation of discounted dividends, it is assumed that the profits, if available after complying with the capital requirements, are distributable dividends. The capital requirements are calculated on the basis of local targets for regulation and management.

The discount rates, before taxes, and the perpetual growth rates used in 2019 have been as follows:

	Discount rate				
Insurance entity CGU	31/12/2018	31/12/2019			
CLAL - Israel	5.90%	4.40%			
CSC Continental - Chile	10.30%	6.70%			
LCI - Lebanon	13.80%	14.80%			
CGIC - South Africa	13.60%	12.60%			

	Perpetual growth rate				
Insurance entity CGU	31/12/2018	31/12/2019			
CLAL - Israel	3.00%	3.00%			
CSC Continental - Chile	3.00%	3.00%			
LCI - Lebanon	3.00%	3.00%			
CGIC - South Africa	3.00%	3.00%			

In parallel to this central valuation scenario, possible variations have been calculated in the main assumptions of the model and the CGU has been subject to a sensitivity analysis. The relative impacts on the value in use derived from this analysis are the following:

	Discount rate		Perpetual growth rate		Combined ratio		Solvency Ratio	
Insurance entity CGU	+ 50 bp	- 50 bp	+ 50 bp	- 50 bp	+ 50 bp	- 50 bp	+ 1,000 bp	- 1,000 bp
CLAL	-24.5%	52.9%	46.9%	-21.7%	-5.7%	5.7%	0.0%	0.0%
CSC Continental	-11.3%	14.8%	10.7%	-8.1%	-5.1%	5.1%	-2.9%	2.9%
LCI	-3.9%	4.3%	1.7%	-1.5%	-6.2%	6.2%	0.0%	0.0%
CGIC	-5.5%	6.2%	3.0%	-2.7%	-2.1%	2.1%	-8.5%	8.5%

At 31 December 2019, on the basis of the results of the impairment tests, the Group recognised in the consolidated income statement an impairment loss of $\[\in \]$ 1,770 thousand and $\[\in \]$ 6,927 thousand relating to the value of the investments in The Lebanese Credit Insurer S.A.L and Credit Guarantee Insurance Corporation of Africa Limited, respectively.

2018 movements are shown below:

	Thousands of Euros						
Company	Balances at 31/12/2017	Consolidation perimeter inputs and outputs	Increases due to non- distributed profit for the year	Other changes due to valuation	Impairment Losses	Balances at 31/12/2018	
Asitur Asistencia, S.A.	5,634	-	293	99	-	6,026	
Calboquer, S.L.	71	-	7	12	-	90	
Gesiuris, S.A. S.G.I.I.C. (1)	3,652	-	222	(112)	-	3,762	
MB Corredors d'Assegurances, S.A.	-	300	-	(57)	-	243	
Inversiones Credere, S.A.	-	1,154	-	-	(1,154)	-	
CLAL Credit Insurance Ltd. (2) (6)	12,494	-	1,390	(412)	-	13,472	
Compañía de Seguros de Crédito Continental S.A. (3) (6)	38,805	-	1,440	(1,923)	-	38,322	
The Lebanese Credit Insurer S.A.L.(4) (6)	1,938	-	(346)	67	-	1,659	
Credit Guarantee Insurance Corporation of Africa Limited (5) (6)	22,243	-	1,200	(1,526)	-	21,917	
TOTAL	84,837	1,454	4,206	(3,852)	(1,154)	85,491	

- (1) Includes goodwill totalling €1,836 thousand.
- (2) CLAL includes goodwill totalling \in 2,127 thousand.
- (3) CSC Continental includes goodwill totalling €11,366 thousand.
- (4) LCI includes goodwill totalling €478 thousand.
- (5) CGIC includes goodwill totalling €6,927 thousand.
- (6) Participated through the company Atradius N.V.

On 31 December 2018, based on the results of the impairment tests, the Group has not registered in the consolidated statement any value impairment, with the exception of \in 1,154 thousand corresponding to the expansion of shares in Inversiones Credere, S.A.

9. Property, plant and equipment and investment property

9.a) Tangible fixed assets

The breakdown by type of items that make up the balance of this segment and sub segment of the condensed consolidated income statement, on 31 December 2019 is as follows (in thousands of euros):

	Owner- Occupied Property	Furniture and installatio ns	Transport equipment	Data processin g hardware	Improve ments to owned property	Rights of use	Other tangible fixed asset	Total
Cost on 1 January 2019	312,165	128,982	7,434	90,959	66,744	-	4,076	610,360
Accumulated Depreciation on 1 January 2019	(83,873)	(96,355)	(4,132)	(71,129)	(40,130)	-	(1,413)	(297,032)
Impairment Losses	(7,319)	-	-	-	-	-	-	(7,319)
Net book value on 1 January 2019	220,973	32,627	3,302	19,830	26,614	-	2,663	306,009
First application of IFRS 16	-	-	-	-	-	149,941	-	149,941
Additions to the perimeter - Business Combinations	-	494	-	1,325	-	-	8	1,827
Investments or Additions	7,134	7,819	768	4,215	6,790	8,603	237	35,566
Advances in progress	-	-	-	-	-	-	8,417	8,417
Reclassifications and transfers (Note 9.b)	(16,052)	-	-	-	-	-	-	(16,052)
Sales and Withdrawals	(546)	(7,296)	(754)	(1,914)	(2,173)	(815)	(1,501)	(14,999)
Change of implicit interest	87	678	-	1,003	-	1,151	-	2,919
Additions to the perimeter - Business Combinations	-	(494)	-	(1,214)	-	-	(8)	(1,716)
Depreciation for the year	(4,553)	(7,235)	(800)	(7,295)	(4,544)	(30,623)	(110)	(55,160)
Reclassifications and transfers of the amortisation	6,543	-	-	-	-	-	-	6,543
Withdrawals from amortisation	84	7,232	692	1,789	2,011	288	15	12,111
Change of implicit interest	(14)	(538)	-	(699)	-	(114)	-	(1,365)
Impairment Losses	60	-	-	-	-	-	-	60
Net book value on 31 December 2019	213,716	33,287	3,208	17,040	28,698	128,431	9,721	434,101

Detail of the net book value on 3.	Owner- Occupied Property	019 (in thous Furniture and installatio ns	ands of euros) Transport equipment	Data processin g hardware	Improve ments to owned property	Rights of use	Other tangible fixed asset	Total
Cost on 31 December 2019	302,788	130,677	7,448	95,588	71,361	158,880	11,237	777,979
Accumulated Depreciation on 31 December 2019	(81,813)	(97,390)	(4,240)	(78,548)	(42,663)	(30,449)	(1,516)	(336,619)

The movement and detail for the year 2018 are as follows (in thousands of euros):

Impairment Losses

	Owner- Occupied Property	Furniture and installatio ns	Transport equipment	Data processin g hardware	Improve ments to owned property	Rights of use	Other tangible fixed asset	Total
Cost on 1 January 2018	311,003	123,998	5,831	85,945	59,094	-	11,475	597,346
Accumulated Depreciation on 1 January 2018	(78,965)	(91,517)	(2,760)	(68,155)	(36,294)	-	(1,034)	(278,725)
Impairment Losses	(7,373)	-	-	-	-	-	-	(7,373)
Net book value on 1 January 2018	224,665	32,481	3,071	17,790	22,800	-	10,441	311,248
Additions to the perimeter - Business Combinations	3,472	1,077	1,448	181	-	-	740	6,918
Investments or Additions	436	6,747	896	9,513	8,283	-	6,530	32,405
Advances in progress	-	-	-	-	-	-	1,500	1,500
Reclassifications and transfers (Note 9.b)	(2,472)	22	-	-	-	-	(22)	(2,472)
Sales and Withdrawals	(336)	(2,741)	(741)	(4,437)	(633)	-	(16,147)	(25,035)
Change of implicit interest	62	(121)	-	(243)	-	-	-	(302)
Additions to the perimeter - Business Combinations	(850)	(777)	(1,285)	(90)	-	-	(332)	(3,334)
Depreciation for the year	(4,933)	(6,868)	(716)	(7,393)	(4,414)	-	(60)	(24,384)
Reclassifications and transfers of the amortisation	850	-	-	-	-	-	-	850
Withdrawals from amortisation	34	2,704	629	4,360	578	-	13	8,318
Change of implicit interest	(9)	103	-	149	-	-	-	243
Impairment Losses	54	-	-	-	-	-	-	54
Net book value on 31 December		0		46.55-				200.000
2018	220,973	32,627	3,302	19,830	26,614	-	2,663	306,009

Detail of the net book v	alue on 31 December 201	8 (in thousands of euros):
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	Owner- Occupied Property	Furniture and installatio ns	Transport equipment	Data processin g hardware	Improve ments to owned property	Rights of use	Other tangible fixed asset	Total
Cost on 31 December 2018	312,165	128,982	7,434	90,959	66,744	-	4,076	610,360
Accumulated Depreciation on 31 December 2018	(83,873)	(96,355)	(4,132)	(71,129)	(40,130)	-	(1,413)	(297,032)
Impairment Losses	(7,319)	-	-	-	-	-	-	(7,319)

At 31 December 2019 and 2018, the Group holds own use in full own-use and there were no liens of any type over any of them.

On 11 October 2018, GCO Activos Inmobiliarios signed a private contract for the purchase of an estate located in Calle Bellesguard 16 (Barcelona), subject to suspensive condition. By virtue of this, it has

disbursed €1,500 thousand in concept of a deposit(included in the movements of the year 2018 as advances in other material property). The sale and the transmission of the possession and ownership of the property, as well as the risks over the same, will occur with the granting of the deed of sale (granting has taken place on 31 January 2019), bringing the total sale price committed for the acquisition of this estate to €5,250 thousand. This amount forms part of the acquisitions of investment property (see Note 9.b).

On 31 July 2019, GCO Activos Inmobiliarios (buyer) entered into an agreement with Inmobiliaria de Edificios Industriales, S.L. (seller), by which it will acquire a plot of land located in the industrial sector of the partial plan "Mas Duran - Can Feu" in San Quirze del Vallés, in order to build an industrial building there. This agreement is subject to a condition precedent until the seller complies with the conditions for the acquisition of the land and the granting of a building permit. Under this contract, GCO Activos Inmobiliarios has disbursed €1,920 thousand which have been recorded as advances on other tangible fixed assets.

On 8 November 2019, Seguros Bilbao signed a private purchase agreement with Metrovacesa Promoción y Arrendamiento, S.A. for the future construction of a building on calle Foresta 8 (Madrid), subject to a condition precedent. Under this contract, Seguros Bilbao paid €6,497 thousand relating to 15% of the purchase price, which was recognised as an advance on other property, plant and equipment.

In addition to these contracts, the Group has no other commitments to acquire new property.

At year-end 2019, all the Group's tangible assets were used directly in operations.

There were no significant impairment losses on tangible fixed assets during the year.

The net value of own-use properties located abroad was €20,694 thousand at 31 December 2019 (€20,913 thousand at 31 December 2018).

During 2019, profits were obtained from own-use property amounting to €9 thousand.

The market value at 31 December 2019 of the Group's own-use properties was as follows (in thousands of euros):

	Market value on 31/12/2019						
	Tradition	raditional Business Segment Segment					
	Non-Life	Life	Other activities	Credit insurance business	Total		
Owner-Occupied							
Property	151,667	83,867	22,671	115,507	373,712		

At the end of the previous year, the market value of property used by the Group assigned to the traditional business segment categories, i.e. non-life, life and other activities, was €142,267 thousand, €34,427 thousand and €80,211 thousand, respectively, and €118,179 thousand for the credit insurance business segment.

The gains associated with the property for own use amounted to €159,996 thousand in the year 2019 (€154,111 thousand in the year 2018).

The market value of the own-use property has been obtained according to the methodology described in Note 3.c).

9.b) Investment property

The breakdown by type of items that make up the balance of this segment and sub segment of the condensed consolidated income statement, on 31 December 2019 is as follows (in thousands of euros):

	Property investments, third party use
Cost on 1 January 2019	676,913
Accumulated Depreciation on 01 January 2019	(113,352)
Impairment Losses	(2,480)
Net book value on 1 January 2019	561,081
Additions to the perimeter - Business Combinations	-
Investments or Additions	110,433
Advances in progress	-
Reclassifications and transfers (Note 9.a)	16,052
Sales and Withdrawals	(11,645)
Change of implicit interest	36
Additions to the perimeter - Business Combinations	-
Depreciation for the year	(11,313)
Reclassifications and transfers of the amortisation	(6,543)
Withdrawals from amortisation	2,116
Change of implicit interest	(4)
Impairment Losses	1,177
Net book value on 31 December 2019	661,390

Detail of the net book value on 31 December 2019 (in thousands of euros):					
	Property investments, third party use				
Cost on 31 December 2019	791,789				
Accumulated Depreciation on 31 December 2019	(129,096)				
Impairment Losses	(1,303)				

	Property investments, third party use
Cost on 1 January 2018	489,877
Accumulated Depreciation on 1 January 2018	(103,479)
Impairment Losses	(3,612)
Net book value on 1 January 2018	382,786
Additions to the perimeter - Business Combinations	121,284
Investments or Additions	63,886
Advances in progress	-
Reclassifications and transfers (Note 9.a)	2,472
Sales and Withdrawals	(634)
Change of implicit interest	28
Additions to the perimeter - Business Combinations	-
Depreciation for the year	(9,271)
Reclassifications and transfers of the amortisation	(850)
Withdrawals from amortisation	251
Change of implicit interest	(3)
Impairment Losses	1,132
Net book value on 31 December 2018	561,081

Detail of the net book value on 31 December 2018 (in thousands of euros):				
	Property investments, third party use			
Cost on 31 December 2018	676,913			
Accumulated Depreciation on 31 December 2018	(113,352)			
Impairment Losses	(2,480)			

The most significant acquisitions made during the year relate to five properties acquired by GCO Activos Inmobiliarios, intended for rental operation:

- On 31 January 2019, it acquired the property at calle Bellesguard 16 (Barcelona) for €5,250 thousand, once the condition precedent of the contract had been fulfilled (see Note 9-a).
- On 12 April 2019, it acquired the property known as 'Hotel Rosella' located in calle Tamarell (Cala Millor), in the municipality of Sant Llorenç de Mallorca, for a total of €10,667 thousand, including acquisition costs.
- On 14 June 2019, it acquired plots one, two and three located at Urbanización de l'Albornar 2, calle Montmell in the municipality of Santa Oliva (Tarragona), at a price of €20,711 thousand, including acquisition costs.
- On 20 September 2019, it acquired the property located at calle Juan de Mariana 15 (Madrid) for €20,000 thousand.
- On 19 December 2019, it acquired the property located at calle Zarandoa 23, (Bilbao), at a price of €43,750 thousand.

During 2019 there were no impairment losses on significant amounts and the company has full ownership of real estate investments. The Group has no commitments to acquire new property, plant and equipment other than that recognised in the consolidated financial statements.

The most significant investments under this heading of the consolidated balance sheet relate to commercial property, mainly office buildings, which the Group operates on a lease basis.

At year-end 2019 there were no restrictions of any kind on the execution of further property investments, on the collection of income from investment property or in relation to the proceeds of disposals.

During FY 2019, profits were obtained from property investment amounting to €635 thousand.

The market value of the Group's investment property at 31 December 2019 was as follows (in thousands of euros):

	Market value on 31/12/2019						
	Traditional Business Segment		s Segment	Segment			
	Non-Life	Life	Other activities	Credit insurance business	Total		
Property investments, third							
party use	350,226	403,985	265,375	14,882	1,034,468		

At the end of the previous year, the market value of property used by the Group assigned to the traditional business segment categories, i.e. non-life, life and other activities, was €392,809 thousand, €398,730 thousand and €107,973 thousand respectively, and €11,563 thousand for the credit insurance business segment.

The unrealised capital gains associated with property investments amounted to €373,078 thousand in the year 2019 (€349,995 thousand in the year 2018).

The market value of the third-party property has been obtained according to the methodology described in Note 3.d).

The income from investment property rentals that generated income from rentals and the direct operating expenses related to property investments (under operating leases or otherwise) recorded in the consolidated profit and loss account for the year 2019 are listed below:

Thousands of Euros	Granted in operative lease		Prop invest	- 1
	Year 2018	Year 2019	Year 2018	Year 2019
Rental income	33,309	39,847	-	336
Direct operating expenses	15,463	15,241	1,337	864

As of 31 December, the minimum future Incomes for the last two years of non-cancellable operating leases are as follows:

Future operating lease receipts	Thousands of Euros			
	31/12/2018	31/12/2019		
Less than 1 year	34,629	42,111		
More than one year but less than five	105,538	122,580		
Over five years	124,066	138,610		
Total	264,233	303,301		

The Group has not taken into account Income from contingent charges for the years 2019 and 2018.

Most leases have a duration of between 5 and 10 years and are renewable.

10. Intangible assets

Activity of this balance sheet item in 2019 and 2018 was as follows (in thousands of euros):

		Policy		Othe	r intangib	le assets			
		portfolio					Portfoli		
	Consolid	acquisition	Internally generated	IT Applications		Distribution	0	Other intangible assets	Total other
	ation	costs	IT applications	acquired	Brand	network	policies	ot generated internally	intangible assets
Cost on 1 January 2018	774,794	10,809	162,555	141,667	19,450	16,140	20,773	373	360,958
Accumulated Depreciation on 1 January 2018	-	(5,567)	(79,646)	(106,763)	(1,450)	(2,018)	(20,773)	(267)	(210,917)
Impairment loss on 01 January 2018	-	-	(22,564)	-	-	-	-	-	(22,564)
Net book value on 1 January 2018	774,794	5,242	60,345	34,904	18,000	14,122	-	106	127,477
Additions to the perimeter - Business Combinations	18,157	-	-	-	-	-	-	140	140
Additions	-	346	40,224	14,970	-	-	-	13	55,207
Reclassifications and transfers	-	(519)	-	-	-	-	519	-	519
Withdrawals	-	(10,292)	(713)	(17,131)	-	-	-	-	(17,844)
Change of implicit interest	-	-	(621)	(195)	-	-	48	-	(768)
Additions to the perimeter - Business Combinations	-	-	-	=	-	-	-	-	-
Depreciation for the year	-	(3)	(12,011)	(12,840)	(4,350)	(807)	-	(32)	(30,040)
Reclassifications and transfers	-	519	-	-	-	-	(519)	-	(519)
Withdrawals in amortisation	-	5,051	713	12,794	-	-	-	-	13,507
Change of implicit interest	-	-	352	181	-	-	(48)	-	485
Impairment Losses	-	-	(5,347)	-	-	-	-	-	(5,347)
Cost on 31 December 2018	792,951	344	201,445	139,311	19,450	16,140	21,340	526	398,212
Accumulated Depreciation on 31 December 2018	-	-	(90,592)	(106,628)	(5,800)	(2,825)	(21,340)	(299)	(227,484)
Impairment loss on 31 December 2018	-	-	(27,911)	-	-	-	-	-	(27,911)
Net book value on 31 December 2018	792,951	344	82,942	32,683	13,650	13,315	-	227	142,817
Additions to the perimeter - Business Combinations	21,890	-	-	6,172	-	-	33,000	92	39,264
Additions	146	15	41,171	11,333	-	-	-	-	52,504
Reclassifications and transfers	-	-	-	-	-	-	-	-	-
Withdrawals	-	-	(4,938)	(4,743)	(5,800)	-	(21,340)	(266)	(37,087)
Change of implicit interest	(12)	-	4,005	1,109	-	-	-	-	5,114
Additions to the perimeter - Business Combinations	-	-	-	(5,294)	-	-	-	(1)	(5,295)
Depreciation for the year	-	(10)	(21,186)	(6,380)	-	(807)	(3,025)	(52)	(31,450)
Reclassifications and transfers	-	-	-	-	-	-	-	-	-
Withdrawals in amortisation	-	-	6,210	1,487	5,800	-	21,340	-	34,837
Change of implicit interest			(2,487)	(1,064)	-	-	-	-	(3,551)
Impairment Losses	(10,000)	-	(7,079)	(383)	-	-	-	-	(7,462)
Cost on 31 December 2019	814,975	359	241,683	153,182	13,650	16,140	33,000	352	458,007
Accumulated Depreciation on 31 December 2019	-	(10)	(108,055)	(117,879)	-	(3,632)	(3,025)	(352)	(232,943)
Impairment loss on 31 December 2019	(10,000)	-	(34,990)	(383)		-	-	-	(35,373)
Net book value on 31 December 2019	804,975	349	98,638	34,920	13,650	12,508	29,975	-	189.691

Key information relating to these intangible assets is given below.

10.a) Goodwill

The breakdown of the "Goodwill" account in the consolidated balance sheet, according to the cashgenerating units (CGUs) from which it arose, is as follows:

	Thousands of Euros	
CGU	31/12/2018	31/12/2019
Fully consolidated companies:		
Atradius N.V.	461,503	461,637
Plus Ultra Seguros Generales y Vida, S.A. de Seguros y Reaseguros	118,186	123,002
Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A.	94,398	94,398
Nortehispana de Seguros y Reaseguros, S.A.	38,396	38,396
Seguros Catalana Occidente, S.A. de Seguros y Reaseguros	6,012	23,086
Asistea Servicios Integrales S.L.U.	40,041	40,041
Graydon Holding N.V.	30,920	20,920
Grupo Catalana Occidente Activos Inmobiliarios, S.L.	3,255	3,255
Other	240	240
Gross Total	792,951	804,975
Less: Impairment Losses	-	-
Net book value	792,951	804,975

The acquisition of Antares generated goodwill of $\ensuremath{\in} 21,890$ thousand, which was distributed to the Seguros Catalana Occidente and Plus Ultra CGU's based on the pre-tax profit they have in the health industry. This distribution increased the goodwill in Seguros Catalana Occidente by $\ensuremath{\in} 17,074$ thousand and in Plus Ultra by $\ensuremath{\in} 4,816$ thousand.

The Group, as defined by IAS 36, considers that Asistea is defined as a CGU given that it is the smallest identifiable group of assets that generates cash input independent of other cash flows arising from other assets or groups of assets. In this sense, Management controls the operations of the funeral business in a unified manner and takes the decisions to continue, sell or otherwise avail of the assets and operations of the entity. All of the information relevant to the management of the entity is generated jointly for the entire funeral business. Management approves the estimates of flows and the medium-term plans jointly without traceability for a smaller group of assets.

As indicated in Note 3.e.1, at year-end we evaluate whether any goodwill show impairment losses based on the calculation of value in use of the related CGU. The 2019 assessment considered the entry into force of IFRS 16, which had little impact on results.

The financial projections used in the assessment exercises cover a period of 3 years and are based on business plans previously approved by the Group's directors. From the fourth year, growth is expected in accordance with the perpetual rate.

In the case of goodwill for Atradius N.V., the projection of cash flows has been made for a period of 10 years so as to allow the model to reflect a full business cycle. This extended period is necessary to increase the reliability of projections, given the close relationship between the economic cycle phase and changes in the cash flows from the credit insurance business.

The discount rates, before taxes, used in the financial year 2019 for updating the cash flow projections obtained from the projection of income and expenditure carried out according to the criteria mentioned above, have been as follows:

	Discount rate		
CGU	31/12/2018	31/12/2019	
Atradius N.V.	7.80%	7.50%	
Plus Ultra	8.20%	8.40%	
Seguros Bilbao	8.20%	8.40%	
NorteHispana	7.90%	8.40%	
Seguros Catalana Occidente	8.40%	8.40%	
Asistea Servicios Integrales S.L.U.	6.90%	6.70%	
Graydon Holding N.V.	6.19%	6.40%	

The inputs used in the calculation of the discount rate have been the risk-free rate, the risk premium of the country or countries where the CGU develops its activity, the market risk premium and leveraged beta, in accordance with each of the CGUs being valued.

With regard to the perpetual growth rates used beyond the period covered in the financial projections, the following are the details of the CGUs:

	Perpetual growth rate		
CGU	31/12/2018	31/12/2019	
Atradius N.V.	1.00%	1.00%	
Plus Ultra	1.00%	1.00%	
Seguros Bilbao	1.00%	1.00%	
NorteHispana	1.00%	1.00%	
Seguros Catalana Occidente	1.00%	1.00%	
Asistea Servicios Integrales S.L.U.	2.40%	2.40%	
Graydon Holding N.V.	1.40%	1.50%	

The rate of growth has been substantiated, generally, in the analysis of real GDP growth in the country in which each CGU develops its business, considering both the history and the forecast estimated, except for the CGU of Asistea where, due to the specificities of the business, obtaining this rate has been based on the evolution of the CPI and the anticipated national growth in deaths. To obtain both rates, wherever possible, the discount and perpetual growth rates used in the valuation of comparable companies in business, dimension and geographic location have been compared, so that the values obtained are close on average to those used in similar companies.

To estimate the terminal value, two different methodologies have been used, depending on the business typology the CGU: for non-insurance business the terminal value has been estimated based on the formula of Gordon Saphiro, while in the case of insurance business, the methodology has been based on the formula of perpetual income of distibutable dividend, having compared this calculation methodology with other similar and generally accepted methodologies such as Gordon-Shapiro and resulting in insignificant differences.

As for the calculation of the perpetual income of the normalized distributable dividend, it is assumed that the dividend of the last year of projection increases according to the growth rate in perpetuity ("g"). With regards to the Gordon Saphiro model, the normalised flow has been calculated by adjusting the free flow of the last year projected by Management, assuming an increase of income in accordance with the perpetual growth rate and a normalised EBITDA margin in accordance with the evolution of the CHU in question.

The excess capital available over the capital required by Solvency II is positioned at 175% for Atradius N.V. and Atradius Crédito y Caución, and at 150% for the units located in Spain.

In parallel to this central valuation scenario, possible variations have been calculated in the main assumptions of the model and the CGU has been subject to a sensitivity analysis. The relative impacts on the value in use derived from this analysis are the following:

	Disco	unt rate	Perpetual growth rate Combined ratio Solvency Ratio		ate Combined ratio		cy Ratio	
Insurance entity CGU	+ 50 pb	- 50 bp	+ 50 pb	- 50 bp	+ 50 bp	- 50 bp	+ 1,000 bp	- 1,000 bp
Atradius N.V.	-6.1%	7.1%	0.4%	-0.3%	-3.1%	3.1%	-5.7%	5.7%
Plus Ultra	-5.8%	6.7%	6.0%	-5.2%	-5.7%	5.7%	-4.0%	4.0%
Seguros Bilbao	-6.5%	7.5%	6.8%	-5.9%	-5.8%	5.8%	-4.7%	4.7%
NorteHispana	-6.5%	7.4%	6.7%	-5.8%	-2.6%	2.6%	-9.4%	9.4%
Seguros Catalana Occidente	-6.2%	7.1%	6.4%	-5.6%	-2.0%	2.0%	0.0%	0.0%

	Disco	Discount rate		Perpetual growth rate		DTA
Non-insurance CGUs	+ 50 bp	- 50 bp	+ 50 bp	- 50 bp	+ 50 bp	- 50 bp
Asistea Servicios Integrales S.L.U.	-8.9%	11.2%	10.5%	-8.3%	2.5%	-2.5%
Graydon Holding N.V.	-7.5%	9.2%	7.2%	-5.9%	12.0%	-12.0%

At 31 December 2019, using the result of the test, the Group recognised an impairment loss of €10,000 thousand in respect of the goodwill of Graydon.

For the rest of the CGU's, based on the estimates, projections and independent experts' reports available to the parent company's Board Members and management, the projected income and cash flows attributable to the Group from these companies, considered as cash generating units, support the book value of the net assets recognised.

Likewise, no sensitivity analysis mentioned above would imply that the book value of the units would exceeds the recoverable amount, with the exception of Graydon.

In 2018, no impairment losses affecting goodwill were recorded.

10.b) Other intangible assets

10.b.1) IT applications

These intangible assets have a defined useful life, in accordance with their nature, and their amortisation as set criteria have been in the accounting policies (see Note 3.e.3).

The book value of investments in intangible assets consisting of rights exercisable outside Spain or related to investments outside Spain amount to €297,141 thousand, with accumulated amortisation of €188,962 thousand.

In the last financial year, the Group recorded impairment losses on internally generated software, from Atradius N.V., amounting to €7,079 thousand. This software had been developed by the Group and have deteriorated, following the criteria mentioned under applicable rules (see Note 3.e.3).

10.b.2) Brand

On 19 June 2015, and derived from the acquisition of Plus Ultra, the Group incorporated the value of the brand "Plus Ultra" in the balance sheet at fair value. The fair value was determined through the "royalty" method, with the method of internal profitability rate for a hypothetical licensee, determining the "royalty" fee from comparables belonging to the insurance industry, and with a cash-flow attributable to the brand for a period of 5 years and a terminal value of the same. In the process of valuation, an indefinite useful life was established for the brand Plus Ultra.

The "Plus Ultra" brand, in the same way as the other intangible assets with an indefinite useful life, is not amortised on a systematic basis, according to the applicable accounting regulations, and instead is submitted, at least once a year, to an impairment test and, where appropriate, to register the corresponding valuation correction.

The financial projections used in the assessment exercises cover a period of 3 years and are based on business plans previously approved by Management. For determination of the terminal value, the Gordon Shapiro approach was used, which estimates the terminal value as the current value of a perpetual growing income. A perpetual growth rate of 1% has been considered, based on reports by financial analysts who follow both GCO and comparable companies.

The discount rate applied in the valuation of the distribution contracts was 8.4% (8.2% in the previous year) corresponding to the cost of equity As it is an intangible asset, and therefore has greater uncertainty than the business as a whole, a premium of intangibility has been used for the cost of own resources of 1%.

Possible variations have been calculated in the main assumptions of the model and said brand has been subject to a sensitivity analysis. The relative impacts on the value in use derived from this analysis are the following:

	Discou	nt rate	Perpetual g	growth rate
	+ 50 bp	- 50 bp	+ 50 bp	- 50 bp
Plus Ultra Brand	-5.8%	6.6%	5.4%	-4.8%

On 31 December 2019, no sensitivity analysis mentioned above would imply that the book value of the units would exceeds the recoverable amount.

On 15 September 2016, and derived from the acquisition of Graydon, N.V., the Group incorporated the value of the brand "Graydon" in the balance sheet at fair value. The fair value was determined through the "royalty" method, with the method of internal profitability rate for a hypothetical licensee, determining the "royalty" fee from comparables, and with a cash-flow attributable to the brand for a period of 5 years. During the year 2018, the Group has amortised the total value that was pending amortisation for this asset.

10.b.3) Distribution network

As part of the process of allocating the acquisition cost of Plus Ultra, the Group incorporated an intangible asset to its balance sheet during the year 2015, at fair value, corresponding to the network of intermediaries of "Plus Ultra". Said fair value was determined based on the "Method of Multi-period excess profits" based on the excess profit from the contributory assets required for the operation of the business.

The estimated useful lives for the intermediarys' network was established as between fifteen and twenty years according to the typology of intermediaries and according to their experience over time. This is the rate which is used to proceed with linear amortisation of this asset.

10.b.4) Portfolio policies

As part of the process of allocating the cost of acquisition of Plus Ultra, the Group incorporated an intangible asset for the fair value of the policyholder portfolio from Plus Ultra, which has been derecognised this year as it has been fully amortised.

In addition, in the Antares business combination, the Group included an intangible asset amounting to €33,000 thousand for the fair value of the collaboration contract with Telefónica (see Note 5-a). This fair value has been determined using the Multi-period Excess Earnings Method, with the support of an independent expert, assigning a useful life of ten years, as established in the acquisition contract.

The Group has no further commitments to those recorded in its consolidated financial statements for the acquisition of intangible assets. At 2019 year end, all intangible assets of the Group are directly affected by the operation.

11. Tax position

11.a) Tax consolidation regime

From the year 2002, part of the companies included in the trade consolidation perimeter with corporate address in Spain pay taxes, for the purposes of corporation tax, in accordance with the special regime of tax consolidation anticipated by Chapter VI of Title VII of the Act 27/2014, of 27 November, on Corporation Tax (hereinafter "LIS") applicable in common territory.

In 2019, the tax consolidation group number 173/01 consists of the company Grupo Catalana Occidente, S.A. (as parent company) and the following subsidiaries: (i) Atradius Collections, S.L.; (ii) Atradius Crédito y Caución S.A. de Seguros y Reaseguros; (iii) Atradius Information Services BV Sucursal en España; (iv) Atradius Participations Holding, S.L., Sociedad Unipersonal; (v) Catalana Occidente Capital, Agencia de Valores, S.A.; (vi) Cosalud Servicios, S.A.; (vii) Funeraria Merino Díez, S.L.; (viii) Funeraria Nuestra Señora de los Remedios, S.L.; (ix) GCO Gestora de Pensiones, EGFP, S.A.; (x) GCO Reaseguros, S.A.; (xi) Grupo Catalana Occidente Activos Inmobiliarios, S.L.U.; (xii) Grupo Catalana Occidente Gestión de Activos, S.A. S.G.I.I.C.; (xiii) Iberinform Internacional, S.A.; (xiv) Iberinmobiliaria, S.A.; (xv) Invercyca, S.A.; (xvi) Nortehispana, de Seguros y Reaseguros, S.A.; (xvii) Nortehispana Mediación Agencia de Seguros, S.A.U.; (xviii) Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros; (xx); Sociedad Gestión Catalana Occidente, S.A. and (xxi) Tecniseguros, Sociedad de Agencia de Seguros, S.A.

From 2016, the tax base that, according to the tax legislation, has been obtained by this tax consolidation group is subject to a tax rate of 25% (28% in 2015 and 30% in the other years that have not expired).

On the other hand, the company Bilbao Compañía Anónima de Seguros y Reaseguros, S.A. Is the representative of the tax consolidation group number 0497B which is subject to the tax regulations in the territory of Vizcaya and whose subsidiaries in 2019 are: (i) Asistea Servicios Integrales S.L.U. (Formerly called Arroita 1878, S.L.); (ii) Bilbao Hipotecaria, S.A., E.F.C.; (iii) Bilbao Telemark, S.L.; (iv) Bilbao Vida y Gestores Financieros, S.A.; (v) Funeraria Bilbaína, S.A.; (vi) Funeraria La Auxiliadora, S.L.U.; (vii) Mediagen, S.L.U.; (viii) Previsora Bilbaína, Agencia de Seguros, S.A. ("Previsora Agencia"); and (ix) S. Órbita Sociedad Agencia de Seguros, S.A.The tax base which, in accordance with local tax legislation, has been obtained by this tax consolidation group is subject to a tax rate of 24% (26% in 2018 and 28% from the other years subject to time-barred limitations).

The other companies with tax domicile in Spain that form part of the trade consolidation perimeter are subject to the general tax rates established in the regulations applicable in common territory or local territory, as appropriate. As an exception, Catoc, SICAV S.A. and Hercasol, S.A. SICAV are subject to a tax rate of 1% as they are investment companies with variable capital that comply with the requirements of Chapter V of Title VII of the LIS.

Atradius N.V., its subsidiaries and branches that are located outside Spanish territory apply the various tax regimes in force in the various countries in which they reside or are established, with the effective tax rate being 27.21% for the year 2019.

From the year 2014, part of the companies included in the trade consolidation perimeter with tax address in common territory pay taxes, for the purposes of Value Added Tax, in conformance with the Special Regime for the Group of Entities anticipated by Chapter IX of the Title IX of Act 37/1992 on Value Added Tax.

In 2019, the group of entities VAT number 002/14 (hereinafter, VAT Tax Group) is formed by Grupo Catalana Occidente, S.A. (as parent company) and subsidiaries: (i) Catalana Occidente Capital, Agencia de Valores, S.A.; (ii) Cosalud Servicios, S.A.; (iii) GCO Reaseguros, S.A.; (iv) Grupo Catalana Occidente Contact Center, A.I.E.; (v) Grupo Catalana Occidente Gestión de Activos, S.A. S.G.I.I.C.; (vi) Grupo Catalana Occidente Tecnología y Servicios, A.I.E.; (vii) Nortehispana, de Seguros y Reaseguros, S.A.; (viii) Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros; (ix) Prepersa de Peritación de Seguros y Prevención, A.I.E.; and (x) Seguros Catalana Occidente, S.A. de Seguros y Reaseguros.

11.b) Current Assets and Liabilities

Current tax assets and liabilities at 31 December 2019 and 2018 include the following items:

	Thousands of Euros			
	31/12/2018	31/12/2019		
Current tax assets:				
Public Treasury debtor for:				
 Debtor balance Liquidation Consolidated 				
tax group parent company	17,232	30,007		
 Other debtor balances of other tax groups 				
or individual companies	63,725	75,158		
Total current tax assets	80,957	105,165		
Current tax liabilities:				
Public Treasury creditor for:				
 Corporate tax litigation 	-	10,216		
• Other creditor balances of other tax groups				
or individual companies	69,683	56,294		
Total current tax liabilities	69,683	66,510		

Current tax assets and liabilities consist of tax assets and liabilities that are expected to be offset against the Group's corporation tax liability when the tax return is filed.

At 31 December 2019, pursuant to IFRIC 23, €10,216 thousand were recognised under current tax liabilities to reflect the contingencies arising from litigation with the tax authorities in relation to corporate income tax.

11.c) Deferred tax assets and liabilities

In addition, at 31 December 2019 the Group had anticipated and deferred tax assets totalling €226,264 thousand and €488,437 thousand respectively, recognised under "Deferred tax assets" and "Deferred tax liabilities".

At 31 December 2018 the deferred tax assets and liabilities amounted to $\[\in \]$ 96,516 thousand and $\[\in \]$ 280,924 thousand, respectively.

The origins of the deferred tax assets and liabilities available to the Group at 31 December 2019 and 2018, are as follows:

	Thousands	of Euros
Deferred taxes debtors with origin in:	31/12/2018	31/12/2019
Tax losses passed on	13,348	10,059
Tax adjustments in technical provisions	73,953	89,517
Tax goodwill	5,265	3,234
Provisions for insolvencies	3,999	4,068
Expense from outsourcing of pensions	26,987	41,223
Accelerated depreciation balance sheet update	144	101
Provision for invoices pending collection	2,343	2,095
Adjustments for valuation of financial investments	-	107,632
Other deferred tax debtors	11,485	26,119
TOTAL	137,524	284,048
Balance compensation (*)	(41,008)	(57,784)
TOTAL	96,516	226,264

^(*) This offsetting complies with the criteria for offsetting deferred tax assets and liabilities established by IAS 12.

	Thousands of Euros		
Deferred taxes creditors with origin in:	31/12/2018	31/12/2019	
Adjustments for valuation of financial			
investments	159,330	366,322	
Stabilisation reserve	125,990	114,859	
Tax adjustments in technical provisions	-	-	
Corporate tax litigation	-	3,720	
Other deferred tax creditors	36,612	61,320	
TOTAL	321,932	546,221	
Balance compensation (*)	(41,008)	(57,784)	
TOTAL	280,924	488,437	

^(*) This offsetting complies with the criteria for offsetting deferred tax assets and liabilities established by IAS 12.

In 2019, the tax charges arising from the measurement of financial investments were recognised separately under "Deferred Tax Assets" and "Deferred Tax Liabilities", depending on whether they were capital losses or gains, respectively.

At 31 December 2019, pursuant to IFRIC 23, \in 3,720 thousand were recognised under deferred tax liabilities to reflect the contingencies arising from litigation with the tax authorities in relation to corporate income tax.

The Group does not have, on 31 December 2019, losses or tax credits of a significant amount for which deferred tax assets have been recognised on the balance sheet.

11.d) Reconciliation of accounting result and tax base

The reconciliation between the accounting result and tax base for Corporate Tax is as follows:

	Year 2019 in thousands of euros				
	Profit and loss account		Income and expenses directly attributed to net equity		Total
Balance of income and expenditure for					
the year	424	,530	347	,381	771,911
Company income tax	131,669		95,416		227,085
	A	D	A	D	
Permanent differences	15,938	(400,649)	-	-	(384,711)
Temporary differences	39,098	(30,580)	176,806	(619,603)	(434,279)
Compensation for negative tax bases					
from previous years		-		-	-
Tax base	180,	,006			180,006

	Year 2018 in thousands of euros				
	Profit and	loss account	Income and expenses int directly attributed to net equity		Total
Balance of income and expenditure for					
the year	386	5,422	(141,	474)	244,948
Company income tax	136	5,352	(49,	146)	87,206
	A	D	A	D	
Permanent differences	21,137	(332,716)	-	-	(311,579)
Temporary differences	38,304	(37,694)	206,848	(16,228)	191,230
Compensation for negative tax bases		_			
from previous years		-		-	-

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11.e) Reconciliation of accounting result and expense of income tax over profits

The reconciliation of the income tax expense resulting from applying the general tax rate in force in each country to the accounting profit obtained by the companies belonging to the Group and the income tax expense recorded for financial years 2019 and 2018 is shown below:

	Thousands of Euros	
	Year 2018	Year 2019
Result before tax	522,774	556,199
Non-tax consolidation adjustments	321,529	384,501
Adjustments for permanent differences	(311,579)	(383,462)
Integrated tax base	532,724	557,238
25% of adjusted pre-tax profit	133,181	139,310
Tax effect by tax rates other than 25%	199	(6,631)
Market share resulting from applying the tax rate of each country	133,380	132,679
Deductions from the quota	(1,219)	1,498
Compensation for negative tax bases	-	-
Current tax expense with origin in previous years	4,191	(2,508)
Expense of income tax registered with offsetting in the income		
statement	136,352	131,669

Double taxation deductions have not been considered in the previous table as they are mostly from dividends charged from subsidiaries eliminated in the consolidation process.

11.f) Years open for review by the tax authorities

According to current legislation in Spain, tax returns cannot be deemed definitive until they have been inspected by the tax authorities or, as the case may be, the statute of limitations period has elapsed (currently, and in general, four years from the day after the end of the regulatory deadline established for filing the corresponding declaration or self-assessment).

The Tax consolidation group, whose parent company is Grupo Catalana Occidente, S.A., has open to inspection the Corporation Tax from the year 2012 because, adopting criteria of maximum prudence, the Group proceeded to submit a supplementary declaration with regards to the years not expired in July 2017 (i.e., the years 2012 to 2015), considering that, on the basis of the judgement of the Supreme Court dated 4 April 2017, the provision of outstanding benefits or gross payment of reinsurance is subject to the tax limit established in Additional Provision 6 of the ROSSEAR.

The foregoing shall be interpreted without prejudice to Article 66.bis of Act 58/2003, of 17 December, General Tax, which establishes the right in favour of the Administration to start the procedure for checking: (i) the bases or fees offset or pending offset or deductions applied or pending application, will expire after 10 years from the day after the end of the regulatory deadline established for filing the declaration or self-assessment corresponding to the tax year or period in which the right to offset said bases or quotas or to implement said deductions was generated; and (ii) to investigate the facts, acts, elements, activities, operations, businesses, values and other determining factors of the tax obligation in order to verify correct compliance with the applicable regulations.

On 31 December 2019, Grupo Catalana Occidente and the tax consolidation group have the following years open for inspection:

Taxes	Years

Corporate tax	2012-2018 (*)
Value Added Tax	December 2015-November 2019 (**)
Withholdings from Income Tax and Corporation Tax	December 2015-November 2019 (**)
Tax on insurance premiums	December 2015-November 2019 (**)
Others	2016-2019
Local Taxes	2016-2019

- (*) The Corporate Income Tax for the year 2019 is pending presentation, with the maximum date for submission being 25 July 2020.
- (**) In accordance with a judgement by the Supreme Court, which defends a thesis which is in principle already overcome, the year 2015 expires on 30 January 2020, after the completion of the deadline for submission of annual summaries for that financial year.

In general, the rest of the group companies have the years determined by applicable tax law open for review by the tax inspection authorities for the main applicable taxes.

On 2 January 2019, Plus Ultra and Grupo Catalana Occidente received communication of the start of proceedings for audit and investigation of a partial character. In particular, the inspection is designed to check the tax deductible financial goodwill regarding the Corporate Tax of Plus Ultra (years 2014 and 2015) and the individual corporation tax of the same, (years 2016 and 2017).

In this sense, in the past, the Tax Authority already inspected this same concept and, at the opening of 2019, Plus Ultra has opened a number of contentious-administrative proceedings against the records of inspection: (i) in relation to the goodwill deducted in 2005 to 2010, the Company had filed a contentious-administrative appeal with the Spanish National Appellate Court ("AN") against the decision of the Central Economic Administrative Tribunal ("TEAC") of 13 January 2016, amounting to €4,021 thousand; and (ii) in relation to the goodwill deducted in 2011 to 2013, the Company is awaiting a ruling from the TEAC, which amounts to €2,022 thousand.

On 19 December 2019, the NA issued a judgement, the content of which was known to Plus Ultra on 27 January 2020 and which, at the close of the 2019 financial year, had not yet become final. In that judgement, the National Assembly upheld the Company's claims, confirming that the total amount of goodwill for accounting purposes is tax deductible for the purposes of determining the taxable income for income tax purposes for 2007, 2008, 2009 and 2010.

As a result of the foregoing, the Group has recognised a provision of €11,419 thousand under "Tax Liabilities" in the consolidated balance sheet, relating to the risk associated with this contingency from 2007 to the present day.

On the other hand, as a result of possible varying interpretations of applicable tax legislation for the years subject to inspection, contingent tax liabilities might result, which cannot be objectively quantified. However, the Directors of the parent company believe that the applicable tax debt, if any, would not have a significant effect on the financial statements.

In compliance with the provisions of Article 86 of the LIS and Article 110 of Vizcaya Regulation 11/2013, of 5 December, on corporate income tax ("NFIS"), the following is stated:

- In 1996, and as a result of the process of total spin-off of Depsa, S.A. de Seguros y Reaseguros, the Company received a 100% stake in the company formed after the aforementioned spin-off process, which the same insuring activity and the same company name as the earlier company. The book value for which the Company recorded the shares received from the new company is the same that it held for its participation in the spin-off company, i.e., €296 thousand.
- On 2 October 2001 the Company made a contribution in kind of a line of business, receiving in exchange 298,515 shares of Seguros Catalana Occidente, S.A. de Seguros y Reaseguros of €60.101210 par value each, resulting in a total accounting value of €17,941 thousand. The list of assets, rights and obligations transferred to the transferee company, along with their corresponding accounting figures, appears in the detailed inventory of assets and liabilities

included in the portfolio transfer and capital reduction/extension of Seguros Catalana Occidente, S.A. de Seguros y Reaseguros, executed before the Notary of Barcelona, Mr. Miguel Tarragona Coromina on 2 October 2001, No. 4,311 of his protocol.

- On 22 March 2007 the shareholders of Compañía Española de Seguros y Reaseguros de Crédito y Caución, S.A. (i.e., Crédito y Caución) formed a new company called Grupo Compañía Española de Crédito y Caución, Sociedad Limitada, through the contribution of all the shares they had from the first, and by cash contribution of the remaining amount to reach the established share capital and share premium. According to the above, the Company subscribed for 7,772 shares of the new company, which accounts for a 43.18% stake of its share capital, the same as it had at that time at Crédito y Caución.
- On 21 May 2015, the sole shareholder of Seguros Catalana Occidente, S.A. de Seguros y Reaseguros, Single Shareholder Company (the "Acquiring Company"), the sole shareholder of Catoc Vida, S.A. Single Shareholder Company and Cosalud, S.A. de Seguros, Single Shareholder Company (the "Acquired Companies") approved the merger by absorption of the Acquired Companie by the Acquiring Company through the block transmission of the equity being acquired, by universal succession, for all assets, liabilities, rights and obligations and relationships of all types of the Acquired Companies and dissolution without liquidation, a circumstance that will lead to the extinction of the same. The operations of the Acquired Companies are considered complete, for accounting purposes, by the Acquiring Company, from the date of 1 January 2015, the date of beginning of the year when the merger is approved. The merger operation is taxed under the special regime regulated in Chapter VII of Title VII of the LIS.
- On 2 February 2016, the sole shareholders of Compañía Española de Seguros y Reaseguros de Crédito y Caución, S.A.U. (the "Acquiring Company") and Atradius Credit Insurance NV (the "Acquired Company") approved the merger by absorption of the Acquired Company by the Acquiring Company through the block transmission of the equity being acquired, by universal succession, for all assets, liabilities, rights and obligations and relationships of all types of the Acquired Companies and dissolution without liquidation, a circumstance that will lead to the extinction of the same (see note 5.b). The operations of the Acquired Companies are considered complete, for accounting purposes, by the Acquiring Company, from the date of 01 January 2016, the date of beginning of the year when the merger is approved. The merger operation is taxed under the special regime regulated in Chapter VII of Title VII of the LIS.
- On 13 September 2017, Salerno 94, S.A.U. (the "acquiring company") absorbed Sociedad Gestión Catalana Occidente, S.A.U. (the "acquired company") in order to eliminate or at least reduce, the administrative and management costs implied by maintaining companies engaged in the same activity within the Group. On the other hand, the acquiring company took over the corporate name of acquired company (Sociedad Gestión Catalana Occidente, S.A.U.). Said merger operation was subject to the tax neutrality regime established in Chapter VII of Title VII of the LIS, for which purpose, and in accordance with said Act, the mandatory communication to the Tax Administration was made. In compliance with the reporting obligations set out in article 86 of the Act on Corporation Tax, Sociedad Gestión Catalana Occidente, S.A.U. noted in the individual Annual Accounts Report corresponding to financial year 2017 that: (i) it did not include any asset in its accounting books for a value other than that stated in those of the Acquired Company prior to the transaction; and (ii) the acquired company did not transfer any tax benefit.
- On 30 November 2018, Grupo Catalana Occidente Activos Inmobiliarios, S.L. (hereinafter, the "acquiring company") acquired Legion Empresarial, S.L.U. (Hereinafter, the "acquired company") in order to eliminate or at least reduce, the administrative and management costs implied by maintaining companies engaged in the same activity within the Group. The operations of the Acquired Company were considered to be completed, for accounting purposes, by the acquiring company, from the date of 25 July 2018, the date on which the acquiring company acquired control of the acquired company, under the deed of sale of 100% of the shares of the absorbed company, granted on that date. Said merger operation was

subject to the tax neutrality regime established in Chapter VII of Title VII of the LIS, for which purpose, and in accordance with said Act, the mandatory communication to the Tax Administration was made. Grupo Catalana Occidente Activos Inmobiliarios, S.L. recorded, in their individual Annual Accounts report corresponding to the financial year 2018, the elements which are obligatory under article 86 of the LIS.

- On 7 December 2018, Nortehispana, de Seguros y Reaseguros, S.A. (Hereinafter, the "Acquiring Company") acquired PB Cemer 2002, S.L.U., Previsora Bilbaína Seguros, S.A.U. and Previsora Bilbaína Vida Seguros, S.A.U. (Hereinafter, the "Acquired Companies") in order to eliminate or at least reduce, the administrative and management costs implied by maintaining companies engaged in the same activity within the Group. The aforementioned merger operation was subject to the tax neutrality regime established in Chapter VII of Title VII of the LIS and Chapter VII of Title VI of the NFIS, for which, and in accordance with said regulations, the mandatory notification to the competent Tax Administrations was made. Nortehispana de Seguros y Reaseguros, S.A. recorded, in their individual Annual Accounts report corresponding to the financial year 2018, the elements which are obligatory under article 86 of the LIS and in article 110 of the NFIS.
- On 29 July 2019, the merger deed was granted, by virtue of which Previsora Bilbaína, Agencia de Seguros, S.A. (the "Acquiring Company") absorbed the company Previsora Inversiones, S.A.U. (hereinafter the "Acquiring Company") in order to eliminate or at least reduce the administrative and management costs involved in keeping companies engaged in activities ancillary to insurance in the same province. The abovementioned merger operation was carried out under the tax neutrality regime laid down in Chapter VII of Title VI of the NFIS, for which purpose the mandatory notification to the Provincial Council of Biscay was made in accordance with those rules. Previsora Bilbaína, Agencia de Seguros, S.A. disclosed in the notes to its individual financial statements for 2019 the disclosures required by Article 110 of the NFIS.
- On 25 September 2019, Funeraria Nuestra Señora de los Remedios, S.L. (the "Acquiring Company") absorbed Mantenimiento Valdegovia, S.L.U., Servicios Funerarios Cisneros, S.L.U. and Tanatorio Norte Madrid, S.L.U. (Hereinafter, the "acquired companies") in order to eliminate or at least reduce, the administrative and management costs implied by maintaining companies engaged in the same activity within the Group. Said merger operation was subject to the tax neutrality regime established in Chapter VII of Title VII of the LIS, for which purpose, and in accordance with said Act, the mandatory communication to the Tax Administration was made. Funeraria Nuestra Señora de los Remedios, S.L. included in the Notes to the individual financial statements corresponding to the 2019 financial year the mentions provided for in article 86 of the LIS.
- On 12 December 2019, Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros ("the Acquiring Company") absorbed Seguros de Vida y Pensiones Antares, S.A. ("the Acquired Company") in order to eliminate, or at least reduce, the administrative and management costs of maintaining companies engaged in the same activity in the Group. Said merger operation was subject to the tax neutrality regime established in Chapter VII of Title VII of the LIS, for which purpose, and in accordance with said Act, the mandatory communication to the Tax Administration was made. Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros included in the Notes to its individual financial statements for 2019 the disclosures required by article 86 of the LIS.

12. Other assets

The details of financial liabilities at 31 December 2019 and 2018 broken down by nature, are as follows (in thousands of euros):

Other assets	Thousands of Euros
--------------	--------------------

	31/12/2018	31/12/2019
Assets Derived from pension liabilities (see Note 15)	38,440	53,393
Accruals	505,593	525,016
Premiums accrued and not emitted, net of commissions and assignments	236,855	247,435
Other acquisition costs and commissions	230,941	239,141
Prepayment	18,948	16,590
Other accruals	18,849	21,850
Other assets	373	336
TOTAL	544,406	578,745

The assets arising from pension commitments correspond to the surplus of pension plans from the subsidiaries of Atradius NV.

As for the premiums earned and not issued, they correspond to the provisional premiums estimated at the close, derived mainly from the credit and surety branch.

13. Debits and payables

The details of financial liabilities at 31 December 2019 and 2018 broken down by nature, are as follows (in thousands of euros):

	Debits and payables		
	Thousands of Euros		
Financial liabilities	31/12/2018 31/12/2019		
Subordinated liabilities	200,439	200,545	
Other debts	670,198	754,162	
Liabilities from insurance and coinsurance	119.363	111.872	
operations	113,303	111,072	
Deposits received on buying reinsurance	52,753	52,906	
Liabilities from reinsurance operations	114,684	83,197	
Debts with credit entities	2,012	-	
Other debts	381,386	506,187	
TOTAL	870,637	954,707	

13.a) Subordinated liabilities

The subordinated liabilities include the subordinate emissions made by Atradius Finance B.V. and Atradius Reinsurance DAC, subsidiaries of Atradius N.V.

On 23 September 2014, Atradius Finance B.V. issued subordinated bonds for a nominal aggregate amount of €250,000 thousand with a maturity of 30 years, which may be re-purchased beginning on the tenth year, on a quarterly basis. The bonds are irrevocably, unconditionally and subordinately guaranteed by Atradius N.V., a Group company. During the first 10 years, bonds have a fixed nominal annual interest rate of 5.250%, payable in annual instalments and, from that date, they will have a nominal variable interest rate of Euribor 3 months plus 5.031%, payable quarterly in arrears. The bonds are listed on the Luxembourg Stock Exchange.

On the date of issue, Plus Ultra issued €40,000 thousand for the aforementioned subordinated bonds. Later, during the year 2016, Seguros Catalana Occidente and Seguros Bilbao underwrote 11,291 thousand euros and 2,000 thousand euros of nominal value, respectively. In addition, during the year 2017, Seguros Catalana Occidente and Seguros Bilbao issued 2,000 and 1,000 thousand euros of nominal value, respectively. These operations have been eliminated in the consolidation process.

On 20 April 2016, Atradius Reinsurance DAC received a subordinated loan, mainly from the subsidiaries of the Group, for the nominal amount of €75,000 thousand with a maturity of 10 years, which would be repurchased from the fifth year, on an annual basis. The loan has a fixed interest rate of 5.0% payable annually by instalments until the maturity date.

The lenders in the group are Seguros Bilbao, Seguros Catalana Occidente and Nortehispana, having granted €40,000 thousand, €23,000 thousand and €6,000 thousand, respectively, for the above-mentioned subordinated loan, which have been eliminated in consolidation.

On 31 December 2019, the Group estimates the fair value of 100% of the subordinated liabilities at €370,278 thousand, based on binding quotations from independent experts, which correspond to Level 2 in the hierarchy of fair value established in *IFRS 13 Assessment of the fair value*. During the year 2019, interests of subordinated liabilities have been paid for an amount of €16,875 thousand.

13.b) Other payables

A breakdown of the payables arising out of insurance, reinsurance and coinsurance contracts, together with other payables, at 31 December 2019 and 2018, is given below:

	Thousands of Euros	
	31/12/2018	31/12/2019
Liabilities from direct insurance and coinsurance operations	119,363	111,872
 With insured parties and co-insurers 	38,231	37,830
 With intermediaries 	40,064	46,207
 Conditional debts 	41,068	27,835
Deposits received on buying reinsurance		52,906
Liabilities from reinsurance operations	114,684	83,197
Debts with credit entities	2,012	-
Rest of other debts	381,386	506,187
TOTAL	670,198	754,162

[&]quot;Rest of Other payables" includes the following items at 31 December 2019 and 2018:

	Thousands of Euros	
Other liabilities:	31/12/2018	31/12/2019
Tax and social debts	41,300	53,782
Public Treasury creditor for other concepts (withholdings, VAT)	16,868	25,354
Surcharges on insurance premiums	13,247	16,131
Social security agencies	11,185	12,297
Rest of debts	340,086	452,405
Collections pending assignment	23,585	23,417
Bonds received	5,825	6,979
Research and Development project loan	4,604	3,269
Leasehold liabilities	-	129,483
Accrued Expenses	203,892	210,374
Invoices pending payment	25,346	20,828
Sundry creditors	76,834	58,055
TOTAL	381,386	506,187

The breakdown by maturity of the 'Rental liabilities' recorded at year-end is as follows:

	Thousands of Euros		
Leasehold liabilities	31/12/2018	31/12/2019	
Less than 1 year	-	27,443	
More than one year but less than five	-	66,055	
Over five years	-	44,142	
Total (*)	-	137,640	

^(*) Does not include the effect of the financial discount.

The following items are included under the section 'accrued expenses by item' at 31 December 2019 and 2018:

	Thousand	Thousands of Euros			
Accrued expenses by concept	31/12/2018	31/12/2019			
Personnel expenses	68,150	72,693			
Production expenses	30,916	30,921			
External services and supplies	17,040	15,338			
Other items	87,786	91,422			
Total	203,892	210,374			

14. Technical Provisions

14. a) Change in technical provisions

A breakdown of the provisions established at 31 December 2019 and the change with respect to 31 December 2018, together with reinsurers' share of these provisions, is given below (in thousands of euros):

Provision	Balance on 1 January 2019	Additions to the scope of consolidation (***)	Change in profit and loss account (*)	Change in exchange rate	Consolidation adjustments	Balances on 31 December 2019
Technical Provisions:						
Unearned premiums	1,296,520	74,875	(21,420)	4,819	(65)	1,354,729
Provision for unexpired risks	6,022	-	(1,926)	-	2	4,098
Life insurance:						
- Provision for unearned premiums.	26,031	35,094	(33,588)	-	-	27,537
- Mathematical provision	5,181,207	562,006	91,606	-	5,048	5,839,867
- For life insurance where the						
risk is borne by policyholders	362,106	141,951	71,087	-	-	575,144
Provisions	2,633,399	24,905	57,170	10,018	(**) (3,769)	2,729,261
Provision for policyholder dividends and return premiums	5,179	28,171	(5,995)	-	4,428	31,783
Other technical provisions	57,236	18,997	13,110	-	335	89,678
	9,567,700	885,999	170,044	14,837	13,517	10,652,097
Reinsurer's share of technical provisions (transferred):						
Provision for unearned premiums. Life insurance provision:	190,300	587	8,829	(578)	1,091	200,229
- Provision for unearned premiums.	1,983	5,861	(6,061)	-	-	1,783
- Mathematical provision	-	-	-	-	-	-
Claims provision	645,093	2,866	17,700	(2,574)	8,896	671,981
Other technical provisions	-	373	-	-	(19)	354
	837,376	9,687	20,468	(3,152)	9,968	874,347

^(*) See change in profit and loss account in Note 18.

^(**) The most relevant adjustment corresponds to the activation of collections in the credit business. In the calculation of the impact on the profit and loss account, these collections are counted within the change of the technical provision of benefits. For the purposes of inclusion on the balance sheet, collections are presented separately from the technical provision of benefits.

^(***) Antares Integration

The movements in these provisions in 2017 were as follows (in thousands of euros):

Provision	Balance on 1 January 2018	Change in profit and loss account (*)	Change in exchange rate	Consolidation adjustments	Balances on 31 December 2018
Technical Provisions:					
Unearned premiums	1,262,816	33,317	2,640	(2,253)	1,296,520
Provision for unexpired risks	5,361	662	-	(1)	6,022
Life insurance:					
- Provision for unearned premiums.	25,495	536	-	-	26,031
- Mathematical provision	5,116,785	56,494	-	7,928	5,181,207
- For life insurance where the					
risk is borne by policyholders	356,833	5,273	-	-	362,106
Provisions	2,600,591	68,154	(3,297)	(**) (32,049)	2,633,399
Provision for policyholder dividends		(700)			Г 170
and return premiums	5,933	(755)	-	1	5,179
Other technical provisions	51,369	7,334	-	(1,467)	57,236
	9,425,183	171,015	(657)	(27,841)	9,567,700
Reinsurer's share of technical provisions (transferred):					
Provision for unearned premiums.	190,237	1,892	(268)	(1,561)	190,300
Life insurance provision:					
- Provision for unearned premiums.	1,904	(119)	-	198	1,983
- Mathematical provision	9	-	-	(9)	-
Claims provision	648,912	8,003	449	(12,271)	645,093
Other technical provisions	1,466	-	-	(1,466)	-
	842,528	9,776	181	(15,109)	837,376

^(*) See change in profit and loss account in Note 18.

(**) The most relevant adjustment corresponds to the activation of collections in the credit business. In the calculation of the impact on the profit and loss account, these collections are counted within the change of the technical provision of benefits. For the purposes of inclusion on the balance sheet, collections are presented separately from the technical provision of benefits.

On 20 December 2019 the DGSFP published a note, in accordance with the provisions of Article 17.3 of Act 20/2015 of 14 July on the organisation, supervision and solvency of insurance and reinsurance companies, on the consideration at the end of the 2019 financial year of the process of reviewing certain biometric tables.

The revision of the biometric tables is intended to ensure that the technical provisions accumulated by insurance companies are sufficient to meet their obligations.

On this basis, at 31 December 2019 the Group has chosen to use the first-order biometric tables provided by the DGSFP, assuming the recognition during the 2019 financial year of an additional allocation to the mathematical provision amounting to €13,325 thousand, the amount of which has been recorded under the heading 'Change in other technical provisions, net of reinsurance' in the consolidated income statement.

For this purpose, the technical surcharges applied are those published by the DGSFP in the first order tables.

The non-life technical provisions, by their very nature and calculation methodology, are not impacted by the discount rate. In addition, during the year there have been no changes in the calculation methodology for these technical provisions.

The interest rate used for the financial-actuarial discount of the provisions of the life business is credited daily to the liabilities of the insurance entities. In this regard, in 2019 and 2018, for the entire life business of the Group, the amount of interest applied to the liabilities amounted to 191,780 and 116,176 thousand euros respectively (see Note 18.b for breakdown and distribution of the rates applied). In addition, the discount rate applied for the calculation of technical provisions for the life business has not changed with regards to the previous annuity, except in a portfolio of policies of little significance.

In some forms of life insurance sold by Seguros Catalana Occidente, S.A. de Seguros y Reaseguros, mainly mixed and retirement insurance, the insured can choose when the policy expires between a capital or monthly income at an interest rate determined upon taking out the policy. The life insurance provision recorded at 31 December 2019 includes \leqslant 613 thousand to reflect the value of these maturity options, calculated on the basis of each subsidiary's past experience and the estimated increased cost involved in the annuity option. This provision as of 31 December 2018 amounts to \leqslant 740 thousand.

In addition, for certain commitments acquired prior to 1 January 1999, at 31 December 2019 the Group maintains a provision of €18,248 thousand, both in order to be able to pay the guaranteed interest rate and also in order to pay future administrative expenses of these policies.

On 3 October 2000 the Directorate General of Insurance and Pension Funds published a Resolution in relation to mortality and survival tables to be used by insurance companies, and the PERM/F-2000P tables which became applicable for new production to be carried out after the entry into force of the Resolution was published (15 October 2000). For policies already in force at that date, companies were authorised to use the PERM/F-2000C tables. The Group maintains life insurance provisions that fully account for the impact of applying the abovementioned tables. In 2007, the Group started to use the PERM/F-2000P tables for policies already in force at the date of the abovementioned Resolution. The total provision as a result of the application of these tables in 2019 was 67,855 thousand euro.

A breakdown of the technical provisions for direct insurance and inward reinsurance at 31 December 2019 d`pending on the different segments is given below:

	Thousands of Euros								
	Т	raditional Busi	ıt						
Provision on 31 December 2019	Motor	Multi-risk	Other miscellan eous insurance	Life	Credit Insurance Business Segment	Total			
Technical Provisions:									
Unearned premiums and unexpired risks									
reserves	319,853	319,357	147,053	27,537	572,564	1,386,364			
Mathematics	-	-	-	5,839,867	-	5,839,867			
Where risk is borne by policyholders	-	-	-	575,144	-	575,144			
Provisions	504,178	218,316	298,238	148,408	1,560,121	2,729,261			
Provision for policyholder dividends and									
return premiums	-	-	5,617	26,166	-	31,783			
Other technical provisions	-	-	89,546	132	-	89,678			
	824,031	537,673	540,454	6,617,254	2,132,685	10,652,097			

Technical provisions for the direct and reinsurance business accepted for the year 2018 are detailed as follows:

	Thousands of Euros									
	T	raditional Busi								
Provision on 31 December 2018	Motor	Multi-risk	Other miscellan eous insurance	Life	Credit Insurance Business Segment	Total				
Technical Provisions:										
Unearned premiums and unexpired risks										
reserves	317,599	313,038	142,905	26,031	529,000	1,328,573				
Mathematics	-	-	-	5,181,207	-	5,181,207				
Where risk is borne by policyholders	-	-	-	362,106	-	362,106				
Provisions	492,530	212,104	289,727	137,419	1,501,619	2,633,399				
Provision for policyholder dividends and										
return premiums	-	-	-	5,179	-	5,179				
Other technical provisions	-	-	57,236	-	-	57,236				
	810,129	525,142	489,868	5,711,942	2,030,619	9,567,700				

The amount of unrealised gains on financial assets classified as available-for-sale and at fair value through profit or loss attributable to the insured at the reporting date has been added to "Other liabilities". These deferred gains amount to €301,393 thousand as of 31 December 2019 (€154,588 thousand as of 31 December 2018).

The amount of the provision for deferred policyholder dividends at 31 December 2019 represents an overall allocation of 32.9% (27.0% on 31 December 2018) of the total unrealised gains on investments linked to life insurance contracts with policyholder participation rights.

The effect of reinsurance granted in the profit and loss account for years 2019 and 2018 has been as follows:

	Thousands	of Euros
	Year 2018	Year 2019
Premiums attributed to transferred reinsurance		
 Premiums transferred 	770,417	801,250
 change provision for unearned premiums 	(1,773)	(2,768)
Commissions (*)	(298,973)	(338,827)
Cost of the transfer	469,671	459,655
Reinsurance claims (*)	(323,872)	(437,745)
Total cost of reinsurance	145,799	21,910

^(*) Reinsurance commissions and claims are presented in the profit and loss account netting the "Net operating expenses" and "Year claims net of reinsurance" sublines.

14. b) Changes in claims provisions

Below is the performance in the lines of Motor, Multirisk and Other Non-Life and Miscellaneous Multi-Peril of the technical provision for claims established at the different dates for direct business, based on the occurrence of claims, according to the benefits paid and the reserves available for the same after the coverage end.

The Credit and Bond segment uses methods for calculating technical provisions are other than those used in other lines of the Group (see note 3.j.2), so it must be noted that the following information has been prepared including the reinsurance assumed and net of claim recoveries and recognising as concurrence year the year in which the risk incurred.

			MOTOR				the year 2015 the year 2016 the year 2017 the year 2017 the year 2016 the year 2017 th			
	Claims occurred in the year 2014	Claims occurred in the year 2015	Claims occurred in the year 2016	Claims occurred in the year 2017	Claims occurred in the year 2018	Claims occurred in the year 2014	occurred in	occurred in	occurred in	Claims occurred in the year 2018
Claims provision	106.606	100 501	222 400	017.640	222.072	00.510	100.070	00.006	70.004	70.670
Originally estimated (*)	186,626	190,581	222,400	217,643	228,070	83,713	108,372	80,896	/2,894	79,670
Estimated claims assessment:										
One year later	169,468	176,217	213,280	204,679	213,902	84,172	104,647	84,532	73,695	83,367
Two years later	156,825	168,974	197,823	192,072		84,768	104,138	82,102	73,142	
Three years later	152,491	165,481	189,971			83,089	99,116	79,816		
Four years later	151,323	162,417				80,409	98,860			
Five years later	150,128					79,449				
Cumulative amounts paid:	142,492	147,150	153,442	133,430	114,310	74,417	90,412	70,423	59,991	62,165

		CR	EDIT AND SURE	TY		occurred in occurred in occurred in occurred in				
	Claims occurred in the year 2014	Claims occurred in the year 2015	Claims occurred in the year 2016	Claims occurred in the year 2017	Claims occurred in the year 2018	occurred in	occurred in	occurred in	occurred in	Claims occurred in the year 2018
Claims provision	771 070	050 660	770 400	700.075	044.004	66 500	67.000	70.007	60 101	70.000
Originally estimated (*)	771,970	850,660	772,486	783,975	844,384	66,590	67,025	72,027	69,101	72,929
Estimated claims assessment:										
One year later	769,160	807,490	692,418	767,362	926,764	69,763	66,219	70,484	70,475	81,199
Two years later	778,525	776,042	671,418	716,578		70,521	67,840	68,761	72,105	
Three years later	778,180	753,181	664,741			71,012	66,943	71,419		
Four years later	766,155	745,671				70,621	64,364			
Five years later	752,525					70,356	l.			
Cumulative amounts paid:	711,001	716,911	670,252	689,000	740,572	62,504	54,525	54,402	48,717	45,094

^(*) Not including the technical provision for claims settlement expenses.

15. Non technical provisions

The breakdown as of 31 December 2019 and 2018 is as follows:

	Thousand	s of Euros
	31/12/2018	31/12/2019
Provision for Taxes	10,778	-
Provisions for pensions and similar obligations	143,467	174,062
Temporary Income - indemnities for termination	4,690	2,801
Other commitments with the personnel	6,236	7,822
Debts for agreements with insurers	5,847	9,271
Provisions for liabilities	2,196	2,525
Provisions for restructuring	580	4,130
Litigation/Legal	8,745	9,491
Other provisions	1,511	411
Total	184,050	210,513

At 31 December 2019, pursuant to IFRIC 23, \leq 13,936 thousand were reclassified from the provision for taxes to current tax liabilities (\leq 10,216 thousand) and deferred tax liabilities (\leq 3,720 thousand) to reflect the contingencies arising from litigation with the tax authorities in relation to corporate income tax (see Notes 11-b and 11-c).

On the other hand, besides the stipulations noted in Note 11 and those that correspond to the nature of the insurance business which are duly valued and included, where necessary, in the claims provisions, the Group has no significant claims, lawsuits or court processes which individually imply damage or that may affect the consolidated financial statements as well as contingent liabilities that could involve the Group in law suits or involve the imposition of sanctions or penalties with a significant effect on the company's Equity.

On 31 December 2019 and 2018, the commitments are reflected in the provision for pensions, and similar obligations are detailed as follows:

	201	8 (Thousands of	f euro)	2019	Thousands of	euro)
	Provision Contributed defined defined		Total Commitments	Provision defined	Contribute d defined	Total Commitments
Commitments for pensions						
Accrued by active personnel	385,921	19,117	405,038	459,980	21,206	481,186
Caused by passive personnel	485,860	-	485,860	535,717	-	535,717
Total Obligations	871,781	19,117	890,898	995,697	21,206	1,016,903
Assets affected by the plan Atradius affected assets Assets not recognised Atradius Dutch plan	742,741 -	-	742,741 -	840,040	-	840,040
Total assets	742,741	-	742,741	840,040	-	840,040
Provisions for pensions and similar obligations	129,040	19,117	148,157	155,657	21,206	176,863

Assets and liabilities for pension obligations relate to assets and liabilities for defined benefit plans. The main defined benefit plans are in the UK, Germany, the Netherlands and Spain, accounting for 92% (2018: 92%) of the defined benefit obligations. The other plans involve subsidiaries of Atradius N.V. in Mexico, Norway, Belgium, Sweden, Italy, Switzerland and France. The recognition of assets and liabilities is stipulated independently for each plan.

There are also defined contribution plans in the Group. Contributions to these plans are accounted for as an expense in the income statement. Total contributions for the year 2019, for external funding, has been \le 18,395 thousand (2018: \le 16,314 thousand).

The following table summarises the conciliation, the funding status and the amounts recognized in the consolidated balance sheet as of 31 December 2019 for defined benefit obligations (in thousands of euros):

	Obligat defined p			e of assets ected	Impact minir require limit of t	num ment /	of the p	et liability rovision ined
	2018	2019	2018	2019	2018	2019	2018	2019
Balance on 1 January	880,818	871,781	775,244	742,741	(3,286)	-	108,860	129,040
Reclassification of plans		-	-	-	-	-	-	-
Included in profit and loss	-							
Cost of services for the current financial	13,740	12,858					13.740	12,858
year Cost for past corriges	1,240	35	-	-	-	-	1,240	35
Cost for past services	-		10.000	17.000	(0.0)	-	•	
Cost (Income) of the interest	17,678	17,670	16,963	17,055	(66)	-	781	615
Administration costs	528	580		-	-	-	528	580
Effects of the exchange rate	459	(1,176)	10.000	882	(66)	-	459	(2,058)
Total included in profit and loss	33,645	29,967	16,963	17,937	(00)	-	16,748	12,030
Included in OCI:	=							
Revaluation loss (gain):	_							
Actuarial loss (gain) by:	_							
- Demographic hypothesis	(12,273)	(11,421)	-	-	-	-	(12,273)	(11,421)
- Financial hypothesis	8,322	118,529	-	-	-	-	8,322	118,529
- Experience adjustments	(5,011)	(159)	-	-	-	-	(5,011)	(159)
- adjustments for defined benefit								
restrictions on net assets Input of assets affected by the plan,	-	-	-	-	-	-	-	-
excluding income of interest	-	-	(21,471)	83,032	-	-	21,471	(83,032)
Changes in unrecoverable surplus other	-						40.00	
than interest	-	-	-	-	3,352	-	(3,352)	-
Effects of the exchange rate	(2,320)	16,056	(2,513)	15,196			193	860
Total included in OCI	(11,282)	123,005	(23,984)	98,228	3,352	-	9,350	24,777
Others:	=							
Contributions paid by the employer	(3,653)	(3,817)	19,409	16,128	-	-	(23,062)	(19,945)
Contributions from the participants	2,160	2,023	2,160	2,023	-	-	-	-
Benefits paid	(30,054)	(25,720)	(29,425)	(24,192)	-	-	(629)	(1,528)
Excess asset reclassifications	-	-	(17,626)	(14,953)			17,626	14,953
Additional profits/losses	147	(1,542)		2,128			147	(3,670)
Total Other	(31,400)	(29,056)	(25,482)	(18,866)	-	-	(5,918)	(10,190)
Balance on 31 December	871,781	995,697	742,741	840,040	-	-	129,040	155,657

Financial instruments not qualified as plan assets

The Group has pension-related assets which under IAS 19 cannot be recognised as plan assets (more details on plans below).

In Germany, for one of the plans, assets totalling €16,300 thousand (€16,300 thousand in 2018) are recognised as part of financial investments because in a bankruptcy situation, these assets are not fully insured for members of pension schemes. In the United Kingdom, there are financial investments amounting to €35,300 thousand (€28,700 thousand in 2018) in a deposit escrow account to support the pension fund for this country. In case of insolvency, the trustee of the pension fund has rights over these investments, provided that certain conditions are met.

Actuarial profit and loss

In 2019, actuarial profits have been recognised in the amount of 24,777 thousand Euros (9,350 thousand euros of actuarial profits in the year 2018).

Characteristics of the main defined benefit plans

The following table highlights the main characteristics of defined benefit plans:

Characteristic	United Kingdom	Germany	Netherlands	Spain
Commitment	Right to pension based on a percentage of the final salary (closed to new employees).	Right to pension based on a percentage of the average salary for the past 10 years.	Right to pension based on percentage of average wage (maximum of 0.1 million euro - closed to new employees).	Post employment:: Retirement awards, post-retirement life insurance, annuities, amount EX GAN, Christmas hamper, holiday insurance. Long-term: tenure awards.
Census	130 active (2018: 135 active members). 520 inactive (2018: 525 inactive members).	496 active (2018: 485 active members). 456 inactive (2018: 452 inactive members).	289 active (2018: 307 active members). 1,361 inactive (2018: 1,363 inactive members).	3,113 active (2018: 3,052 active members). 1,001 inactive (2018: 1,024 inactive members).
Obligations of defined provision	€287 million (2018: €257 million).	€149 million (2018: €129 million).	€407 million (2018: €343 million).	€56.7 million (2018: €35.3 million).
Plan assets	€341 million (2018: €296 million).	€83 million (2018: €74 million). Assets of €16.3 million (2018: €16.7 million) are recognised as part of financial investments.	€382 million (2018: €326 million).	Plan 0 assets. Reimbursement rights €14.6 million (2018: €17.3 million).
Revaluation profits (losses) in OCI	€6 million - profit (2018: €13.5 million - profit).	€10.5 million - loss (2018: €11.1 million - loss).	€8.6 million - loss (2018: €17.9 million - loss).	€6.6 million - profit (2018: €2.7 million - profit).
Instruments	The basis of the financing agreement for both commitments is borne by the Trust Deed and Rules. The Pension Fund performs actuarial valuations every three years in order to determine the contributions to be made by the employer.	A contractual agreement is established as a funding vehicle to cover part of the pension liability. There is no specific financing agreement although the assets must not exceed €39.2 million financed initially.	The employer contributes a base annual premium as a percentage of the total eligible wages of all active participants which can not be lower than the regulatory requirements.	The commitments are externalized through linked insurance policies and with the company itself.
Contributions paid by the employee	In 2019, the contributions amounted to 7.1% (2018: 7.1%) of the pensionable salary.	None.	Employees contribute 7.5% (2018: 7.5%) of their pensionable salary.	None.

Characteristic	United Kingdom	Germany	Netherlands	Spain
ALM Strategy	Every three years,	The investment	At least once every	N/A.
	an ALM study is	objectives and	three years, an ALM	
	performed to	policies are	study is carried out	
	review the	developed on the	which analyses the	
	investment policy.	basis of an ALM	impact of the	
	The policy consists	study.	strategic investment	
	of maintaining	The investment	policy.	
	government and	policy limits the	The interest rate risk	
	corporate bonds	interest rate risk	is partially covered	
	with respect to the	by restricting the	through the use of	
	pensioners to	investment in	debt instruments in	
	match liabilities	bonds to fixed	combination with	
	and maintain	interest bonds. The	Liability Driven	
	assets that are	risk of variable	Investment funds.	
	expected to	income is		
	provide a return	controlled in		
	with respect to	accordance with		
	non-pensioners.	the Dow Jones		
		Euro Stoxx 50		
		index.		

Fair value of assets affected

The fair value of plan assets at year end is analysed in the following table (in thousands of euro):

Plan assets	2018	2019
Cash and other cash equivalents	21,513	14,768
Variable Income	140,181	184,744
Fixed Income	315,387	320,651
Investment funds	189,912	239,477
Insurance contracts	60,915	66,527
Real estate assets	14,833	13,873
Total	742.741	840.040

All equities and government bonds are traded in active markets. The plan assets do not include any instrument of the Group's own equity nor any property occupied or other assets used by the Group.

The current yield on plan assets in 2019 was €98,300 thousand profit (€4,200 thousand loss in 2018).

The main assumptions used in financial years 2019 and 2018 for the major defined benefit plans are as follows:

Principal actuarial	rincipal actuarial United Kingdom		Germ	Germany Nether			Sp	Spain	
hypotheses	2018	2019	2018	2019	2018	2019	2018	2019	
Discount rate	2.75%	2.00%	1.75%	1.00%	1.75%	1.00%	1.62%	0.48%	
Inflation rate	3.50%	3.00%	1.75%	1.75%	1.75%	1.75%	1.50%	1.90%	
Expected Increase of future wages	2.40%	2.25%	2.30%	2.30%	1.75%	1.75%	1.50%	1.50%	
Expected increase in levels of future profits	3.17%	2.85%	1.50%	1.50%	0.88%	0.88%	N/A	N/A	
Mortality table	CMI 2017 (1.5% LTR)	CMI 2018 (1.5% LTR)	Heubeck Richttafeln	Heubeck Richttafeln	Prognoseta fel AG2018	Prognoseta fel AG2018	PERM/F - 2000P PASEM - 2010	PERM/F - 2000P PASEM - 2010	
Duration	19	20	16	17	20	21	11	11	

Discount rate breakdowns were obtained by hypothetical yield curves developed from information provided by the yield of corporate bonds in the reference market. According to international standards defined under IAS 19, the definition of these curves is based on the performance of AA credit quality corporate bonds.

Possible reasonable changes at year-end in one of the main assumptions, holding other assumptions constant, would have the following effect on the value of obligations (in thousands of euros):

Obligations of defined provision	2018		2019	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(124,531)	163,185	(151,496)	202,141
Wage growth rate (1% movement)	17,253	(16,404)	20,232	(19,275)
Inflation rate (1% movement)	87,371	(80,472)	128,264	(109,091)
Expected increase in levels of future profits (1% movement)	130,557	(103,926)	159,985	(126,183)
Future mortality (+ 1 year)	25,555	-	34,651	-

The aforementioned sensitivity analysis has been obtained using the "Projected Unit Credit" calculation method, and we have proceeded to replicate the calculation of obligations by changing a variable and leaving all other actuarial assumptions constant. A limitation of this method is that some of the variables may be correlated. There has been no change in the methods and assumptions used in preparing the sensitivity analysis for previous years.

16. Equity attributed to parent company shareholders

As part of the consolidated financial statements, the Group presents a statement of changes in consolidated equity which shows, among other things:

- The year's results derived from the profit and loss account
- Each of the year's income and expense items which, according to IFRS has been reflected directly in the net equity
- The total of the year's income and expenses (result of adding the two previous sections), showing separately the total amount attributed to shareholders of the parent company and minority shareholders
- The effects of changes in accounting policies and the correction of errors in each of the net equity components, if any
- The amounts of transactions that holders of net equity instruments have undertaken as, for example, capital contributions, the repurchase of own shares held in treasury and dividend distributions, showing these distributions separately, and
- The balance of retained earnings at the beginning of the year and the balance sheet date, and changes during the year.

The Group also separately details all income and expenses that have been recognised during the year, either through the profit or loss account or directly to equity. This state is called "Recognised income and expenses state" state and is supplementary to the information provided in the net equity change status.

In the year 2019 the Group's parent company has not undertaken significant changes in its accounting policies.

16.a) Capital

The parent's registered share capital stands at \leq 36,000 thousand consisting of 120,000,000 fully subscribed and paid in book entry shares of \leq 0.30 par value each represented in book-entry form. All shares have the same rights, and the parent company may issue shares without voting rights.

The shareholders owning 10% or more of the parent company's share capital on 31 December 2019 were as follows:

	Percentage of stake
Corporación Catalana Occidente, S.A.	29.40%
La Previsión 96, S.A.	25.00%

The company Inoc, S.A., which holds 100% of Corporación Catalana Occidente, S.A. and 72.25% of La Previsión 96, S.A., directly and indirectly holds 54.47% of the parent company on 31 December 2019 and belongs to a group whose parent is CO Sociedad de Gestión y Participación, S.A.

16.b) Share premium and Reserves

The statement of changes in equity attached to these financial statements details the balances of the share premium and retained earnings at the beginning of 2019 and at 31 December 2018, and the movements during the year.

The breakdown of the share premium and each type of reserve as of 31 December 2019 and 2018 is as follows:

	Thousands of Euros		
	Balances on 31/12/2018	Balances on 31/12/2019	
Share issuing premium	1,533	1,533	
Differences from adjustment of capital to euros	61	61	
Legal Reserve.	7,212	7,212	
Voluntary reserves of the parent company	825,204	903,330	
Reserves in companies for global integration	1,242,776	1,387,608	
Reserves at consolidated companies by the shareholding Method (equity method)	18,331	22,783	
Reserves	2,093,584	2,320,994	
Total share premium and Reserves	2,095,117	2,322,527	

16.b.1) Share issuing premium

The balance of the type of reserves, according to the revised text of the Capital Companies Act can be used to expand capital. Not restriction whatsoever is established for its availability.

16.b.2) Differences from adjustment of capital to euros

The balance of this reserve comes from the capital reduction carried out in FY 2001 as a result of changing corporate capital to euros. Availability is subject to the same requirements as the legal reserve.

16.b.3) Legal reserve

Under the Consolidated Text of the Capital Companies Act 10% of profit for each year must be transferred to the legal reserve until the balance of this reserve reaches at least 20% of share capital. The legal reserve may be used to increase share capital, providing that the remaining balance is no less than 10% of the increased share capital. Only to this end and as long as it does not exceed 20% of the corporate capital, this reserve con only be used to compensate losses, as long as there are no other sufficient reserves available to this end. At the various dates presented, the amount of this reserve accounted for 20% of corporate capital.

16.b.4) Voluntary reserves of the parent company

Breakdown as of 31 December 2019 and 2018 is as follows (in thousands of euros):

	31/12/2018	31/12/2019
Voluntary reserves	815,100	893,226
Merger reserve	9,799	9,799
Other reserves	305	305
Total	825,204	903,330

The balances of these reserves are freely available. The merger reserve stems from the merger with Occidente, Cía. de Seguros y Reaseguros in the year 1988.

16.b.5) Reserves and Other global result accumulated in consolidated companies

A breakdown by entities of amounts in this consolidated balance sheet account at 31 December 2019 and 2018, taking into account the adjustments for consolidation, is given below:

			Thousands	of Euros		
		31/12/2018		31/12/2019		
	Reserves	Other comprehens ive income and accumulate d in equity	Total	Reserves	Other comprehens ive income and accumulated in equity	Total
Fully consolidated companies:						
Grupo Catalana Occidente, S.A.	173,261	-	173,261	211,551	-	211,55
Seguros Catalana Occidente, Sociedad	180,903	275,561	456,464	215,372	404,851	620,223
Anónima de Seguros y Reaseguros						
Grupo Catalana Occidente Tecnología y Servicios, A.I.E.	(676)	-	(676)	(2,615)	-	(2,615
Nortehispana, S.A. Cía de Seguros y Reaseguros	44,014	19,856	63,870	51,967	29,070	81,03
Bilbao Compañía Anónima de Seguros y Reaseguros, S.A. and subsidiaries	(2,796)	119,766	116,970	(282)	178,767	178,485
Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros	52,115	3,234	55,349	29,238	61,893	91,13
Cosalud Servicios, S.A.	9,169	161	9,330	9,201	92	9,29
Grupo Compañía Española de Crédito y Caución, S.L. / Atradius N.V.	639,038	(226)	638,812	716,379	58,722	775,10
Tecniseguros, Sociedad de Agencia de Seguros, S.A.	(50)	-	(50)	(67)	-	(67
Previsora Bilbaína Agencia de Seguros, S.A.	395	(7)	388	50	65	11!
Prepersa, de Peritación de Seguros y Prevención, A.I.E.	875	4	879	884	-	884
Sociedad Gestión Catalana Occidente, S.A.	31,784	-	31,784	34,051	-	34,05
Hercasol, S.A. SICAV	22,459	1,117	23,576	22,757	9,576	32,333
Catoc, SICAV, S.A.	76,567	19,529	96,096	79,289	49,535	128,82
Previsora Inversiones, S.A.	1,277	(13)	1,264	-	-	
C.O. Capital Ag. Valores	3,947	10	3,957	3,943	16	3,95
Grupo Catalana Occidente Contact Center, A.I.E.	(9)	-	(9)	(10)	-	(10
Inversions Catalana Occident, S.A.	214	_	214	215	-	21!
Grupo Catalana Occidente Gestión de Activos S.A., S.G.I.I.C.	(5)	28	23	166	57	22:
Grupo Catalana Occidente Activos Inmobiliarios, S.L.	763	-	763	969	(41)	92
GCO Reaseguros, S.A.	7,158	11	7,169	10,978	44	11,02
GCO Gestora de Pensiones, E.G.F.P., S.A.	(6)	(21)	(27)	55	20	7:
Nortehispana Mediacion, Agencia De Seguros S.A.	-	-	-	(2)	-	(2
Grupo Asistea	2,379	-	2,379	3,519	-	3,51
	1,242,776	439,010	1,681,786	1,387,608	792,667	2,180,27
Accounted for using the equity method:						
Calboquer, S.L.	71	-	71	77	-	7
Asitur Asistencia, S.A.	4,262	-	4,262	5,180	-	5,180
Gesiuris, S.A. S.G.I.I.C.	715	53	768	910	125	1,03
MB Corredors d'Assegurances, S.A.	(57)	-	(57)	(70)	-	(70
Inversiones Credere, S.A.	(517)	-	(517)	(517)	-	(517
Atradius - Associated entities	13,857	-	13,857	17,203	-	17,20
	18,331	53	18,384	22,783	125	22,908
TOTAL	1,261,107	439,063	1,700,170	1,410,391	792,792	2,203,183

16.c) Stocks and Treasury Shares

The balance of this subheading, which is the result of deducting the equity attributable to the shareholders of the parent company from the consolidated balance sheet on 31 December 2019, and 2018, in accordance with the reporting requirements established by IAS 32, which corresponds to the shares of Grupo Catalana Occidente, S.A. property of the subsidiary Sociedad Gestión Catalana Occidente, S.A.

On 31 December 2019, the total of Group shares owned by the subsidiary Sociedad Gestión Catalana Occidente, S.A. represents 1.75% of the capital issued as of that date (1.77% as of 31 December 2018). During the year 2019, the percentage of shares outstanding held by the above company has remained at 1.75% calculated on a daily basis. The average price of the portfolio as of 31 December 2019 was €10.50 per share (€10.50 per share on 31 December 2018). These shares are available-for-sale in order to safeguard liquidity. There are no more Grupo Catalana Occidente S.A. shares held by other Group companies or third parties that operate on their behalf. Additionally, on 31 December 2019, neither the parent company, nor the companies of the Group held obligations based on the payment of shares of the parent company.

The development of acquisitions and sales carried out during the years 2019 and 2018 has been as follows:

	Thousands	Thousands of Euros		
	Cost of acquisition	Nominal value	Number of shares	
Balances on 1 January 2018	18,108	606	2,018,891	
Additions (*)	4,353	36	120,000	
Withdrawals (*)	(202)	(6)	(19,193)	
Balances on 31 December 2018	22,259	636	2,119,698	
Additions	-	-	-	
Withdrawals (*)	(259)	(7)	(24,681)	
Balances on 31 December 2019	22,000	629	2,095,017	

^(*) Purchases and sales carried out by Sociedad Gestión Catalana Occidente, S.A.

16.d) Distribution of results

The Board members will propose to the shareholders at the Annual General Meeting that the 2019 profit of Grupo Catalana Occidente, Sociedad Anónima would be distributed as follows:

	Year 2019	
	Thousands of	
Distribution	Euros	
To Dividends	105,852	
To voluntary reserves	110,429	
Net profit for the year	216,281	

The payout for the year 2018 approved by the parent company's General Meeting, held 25 April 2019 is as follows:

	Year 2018
	Thousands of
Distribution	Euros
To Dividends	98,688
To voluntary reserves	78,250
Net profit for the year	176,938

Previously, at meetings held on 28 June 2018, 27 September 2018 and 31 January 2019, the parent company's Board of Directors had approved the distribution of a total interim dividend of €54,432 thousand out of 2013 profit. Payment was effected in instalments, on 11 July 2018, 10 October 2018 and 13 February 2019.

The consolidated net benefit of the year 2018 is detailed in the statement of changes in equity.

16.e) Dividends

The various amounts paid by shareholders in the year 2019 as dividends is as follows:

Government Body:	Date of Agreement:	Date of Payment:	Type of Dividend:	Per share in euros	Total in Thousands of Euros
Board of Directors	31 January 2019	13 February 2019	3rd Interim dividend 2018	0.1512	18,144
General Shareholders Meeting	25 April 2019	08 May 2019	Complementary dividend	0.3688	44,256
Board of Directors	27 June 2019	10 July 2019	1st Interim dividend 2019	0.1588	19,056
Board of Directors	26 September 2019	09 October 2019	2 nd Interim dividend 2019	0.1588	19,056
					100,512

The interim dividends for the year 2019 are calculated by reference to the balance sheet of the parent company at the following dates and with the following breakdown:

	Thousands of Euros		
	27 June 2019	26 September 2019	
Amount of available and realisable assets	123,776	99,906	
Amount of payable liabilities (*)	50,366	41,047	
Estimated liquidity surplus	73,410	58,859	
Interim Dividend	19,056	19,056	

(*) Includes the proposed interim dividend

The completed dividend payouts during FY 2019 comply with the requirements and limitations established by the current legal framework and the Articles of Association in the parent company.

Additionally, the Board of Directors of the Company, at its 30 January 2020 meeting, resolved to distribute a third interim dividend based on 2019's results amounting to €19,056 thousand, which was paid on 12 February 2020. This dividend has been calculated taking the balance of the Company on 30 January 2020 as a reference, and with the following breakdown:

	Thousands of Euros 30 January 2020
Amount of available and realisable assets	147,465
Amount of callable liabilities (*)	40,994
Estimated liquidity surplus	106,471
Interim Dividend	19,056

^(*) Includes the proposed interim dividend

16.f) Earnings per share

The earnings per share are determined by dividing the net result attributable to the Group by the weighted average of ordinary shares outstanding during the period, excluding the average number of treasury shares held over that time.

This calculation is illustrated as follows:

	2018	2019
From continued and discontinued operations: Net profit attributable to equity holders of the parent company (thousands of		
euros)	352,160	385,937
Average weighted number of shares issued (thousands of shares)	120,000	120,000
Less: Weighted treasury shares (thousands of shares) (*)	(2,126)	(2,103)
Weighted average number of shares outstanding (thousands of shares)	117,874	117,897
	2.99	3.27
From discontinued operations:		
Net profit attributable to equity holders of the parent from discontinued operations (thousands of euros)	-	-
Earnings per share (euros)	2.99	3.27

^(*) Refers to treasury shares held in treasury stock for 2018 and 2019.

As there are no stock options, warrants or other equivalent instruments that might cause a potential dilutive effect, the earnings per share figure is the same as the diluted earnings per share in the different periods presented.

16.g) Other comprehensive income and accumulated in equity

The comprehensive income accumulated outside of the profit and loss account includes the amounts relative to income and expenses charged directly to equity, broken down between items that were not reclassified to results and those that can be subsequently reclassified to results.

Among the main items that may be subsequently reclassified to results are: those corresponding to changes in the valuation of assets that remain classified in the portfolio of 'available-for-sale financial assets', including the corrections of accounting asymmetries generated by the allocation decision-makers latent net capital gains on investments as well as those associated with exchange differences by conversion of balances held in foreign currency of the portfolio and of foreign affiliates of Atradius, N.V.

Other comprehensive income and accumulated - items that may be subsequently reclassified to results by:

	Thousands of Euros		
	Balances on 31/12/2018	Balances on 31/12/2019	
Available-for-Sale financial assets	535,142	994,333	
Exchange Differences	(26,120)	(16,999)	
Correction of accounting mismatches	(67,734)	(183,559)	
Entities accounted for using the equity method	(2,225)	(983)	
Other adjustments	-	-	
Other comprehensive income and accumulated in equity	439,063	792,792	

Available-for-Sale financial assets

This heading basically encompasses the net amount of the changes in the fair value of available-forsale financial assets, which, as stated in Note 3.b.5, are classified as part of the Group's consolidated equity. These changes are recorded in the consolidated profit and loss statement when the sale of source assets occurs.

Conversion differences

This reserve encompasses mainly exchange gains and losses on non-monetary items recognised in equity.

Corrections of accounting mismatches

This item includes the changes in unrealised gains arising on financial assets classified in the available-for-sale portfolios at fair value through profit or loss that are attributable to life policyholders.

Entities accounted for using the equity method

Includes income and expenses charged directly to net equity derived from holdings in entities valued using the equity method.

Other comprehensive income and accumulated - items that cannot be reclassified to results by:

Actuarial profit and loss

Includes the actuarial changes that arise when calculating the obligations for pensions and the fair value of the assets of the defined benefit plans of the Group, to be recognised in the period in which they occur, different from the reserves constituted by the net amount of income and expenses directly and definitively recognised in the equity. It also includes any reversal of assets that may occur when a plan's assets are greater than the expected benefit obligation and the Group cannot recover any surplus through redemptions of the pension vehicle, due to capital adequacy and control requirements.

The Group reclassified the accumulated balance of this item to Reserves. The gross amount reclassified for the year 2019, as shown in the table of defined benefit commitments in Note 15, amounts to $\ensuremath{\in} 24,777$ thousand loss ($\ensuremath{\in} 19,492$ thousand net of tax effect).

17. Minority interests

A breakdown of "Minority interests" and "Profit or loss attributable to minority interests" at 31 December 2019 and 2018, by consolidated company, is given below:

	Thousands of Euros						
	31/12	2/2018	31/12	2/2019			
	Minority Interests	P&L attributable to external partners	Minority interests	P&L attributable to external partners			
Nortehispana, S.A. de Seguros y Reaseguros	304	40	-	23			
Grupo Compañía Española de Crédito y Caución, S.L./ Atradius N.V.	333,779	34,050	366,212	38,129			
Bilbao Compañía Anónima de Seguros y Reaseguros, S.A.	774	107	939	109			
Catoc SICAV, S.A	183	4	220	1			
Grupo Catalana Occidente Servicios Tecnológicos, A.I.E.	53	-	54	2			
Grupo Catalana Occidente Contact Center, A.I.E.	1	-	0	-			
Grupo Catalana Occidente Activos Inmobiliarios, S.L.	7	-	1	1			
Hercasol S.A. SICAV	5,287	43	6,666	305			
Grupo Asistea	(48)	18	-53	23			
Previsora Inversiones, S.A.	2	-	-	-			
Previsora Bilbaína Agencia de Seguros, S.A.	1	-	-	-			
Total	340,343	34,262	374,039	38,593			

The movements in "Minority interests" in 2019 and 2018 are shown in the statement of recognised income and expense and the statement of changes in equity.

18. 16. Information in insurance contracts in the segments

Total premiums from direct insurance and reinsurance accepted during 2019 and 2018 totalled $\[\le 4,414,455 \]$ thousand and $\[\le 4,217,215 \]$ thousand respectively.. In addition, the Group has managed payments to pension plans and investment funds not reflected in the consolidated profit and loss account, amounting to 70,982 thousand euros during the year 2019 and 65,576 thousand euros during the year 2018.

The breakdown of earned premiums in 2019 and 2018, and all other income and expense items, grouped according to the main business segments is as follows:

Year 2019 (thousands of euros)

-	Tı	aditional Bus		ousailus oi eu	Segment	
-		duitional bus	Various	10	Credit	Total
	Motor	Multi-risk	others	Life	Business	Total
Premiums attributed direct business and accepted reinsurance	655,220	655,815	583,595	815,713	1,761,937	4,472,280
Premiums accrued from direct insurance	657,278	661,599	508,823	782.014	1,582,594	4,192,308
Premiums accrued from accepted reinsurance	-	283	3,024	(21)	218,861	222,147
Change of the provision for premiums pending collection	196	252	1,057	132	(746)	891
Change in the provision for unearned premiums from direct						
insurance	(2,254)	(8,524)	70,998	33,560	(32,587)	61,193
Change of the provision for risks in progress of direct insurance	-	1,886	40	-	-	1,926
Change in the provision for unearned premiums of accepted						
reinsurance	-	319	(347)	28	(6,185)	(6,185)
Premiums attributed to transferred reinsurance	(23,365)	(38,659)	(39,229)	(10,226)	(687,003)	(798,482)
Premiums accrued from transferred reinsurance	(23,229)	(38,806)	(39,004)	(4,165)	(696,046)	(801,250)
Change in the provision for unearned premiums from transferred reinsurance	(136)	147	(225)	(6,061)	9,043	2,768
Income from property, plant and equipment and investments	30,736	23,973	19,720	214,202	35,985	324,616
Income from property, plant and equipment and investments	8,222	5.670	4,960	20,215	638	39,705
Income from financial investments	16,516	11,807	11,120	188,993	25,194	253,630
Holdings in company profits under the equity method	167	151	94	-	7,127	7,539
Applications of value adjustments for impairment of property,			-		.,	1,222
plant and equipment and property investments	525	278	350	219	-	1,372
Applications of value adjustments for impairment of financial						
investments	-	-	-	-	-	-
Profits from intangible fixed assets and real estate investments	71	35	39	287	204	636
Profits from performance of financial investments	5,235	6,032	3,157	4,488	2,822	21,734
Income from investments assigned to insurance policies in which				60.045		60 D4E
policyholders bear the investment risk Other technical income	- 6	- 5	- 17	62,245 5,663	252,497	62,245 258,188
Claims incurred in the year, net of reinsurance	(445,211)	(340,540)		(727,843)	(522,176)	(2,311,635)
Provisions paid for direct insurance	(414,485)	(334,480)	(275,865) (282,669)	(727,618)	(702,261)	(2,461,513)
Provisions paid for accepted reinsurance	(414,403)	(1)	(503)	(259)	(116,669)	(117,425)
Provisions paid for transferred reinsurance	11,152	16,979	19,623	4,082	368,209	420,045
Variation of the provision for direct insurance	(11,948)	(5,677)	738	2,031	(44,955)	(59,811)
Change in the provision for accepted reinsurance	2,446	(11,865)	447	(207)	11,820	2,641
Change in the provision for transferred reinsurance	(5,459)	21,896	1,885	(2,705)	2,083	17,700
Expenses attributable to provisions	(26,924)	(27,392)	(15,386)	(3,167)	(40,403)	(113,272)
Change in other technical provisions, net of reinsurance	-	-	(13,110)	(162,693)	-	(175,803)
Provisions for life insurance from direct insurance	-	-	-	(91,606)	-	(91,606)
Provisions for life insurance from accepted reinsurance	-	-	-	-	-	-
Provisions for life insurance from transferred reinsurance	-	-	-	-	-	-
Provisions for life insurance where the investment risk is borne by				(71,007)		(71,007)
policyholders Other technical provisions	-	-	(13,110)	(71,087)	-	(71,087) (13,110)
Provision for policyholder dividends and return premiums		_	(3,873)	(19,918)		(23,791)
Provisions and expenses for holdings in profits and rebates		_	(6,003)	(23,783)		(29,786)
Change of the provision for dividends and returns	_	_	2,130	3,865	_	5,995
Net operating expenses	(143,479)	(205,582)	(170,641)	(73,912)	(456,644)	(1,050,258)
Acquisition expenses (fees and other expenses)	(124,243)	(188,888)	(144,639)	(66,349)	(322,769)	(846,888)
Administration costs	(21,639)	(23,027)	(34,343)	(12,348)	(450,840)	(542,197)
Commissions and stakes in the transferred reinsurance	2,403	6,333	8,341	4,785	316,965	338,827
Other technical expenses	(3,152)	(2,173)	(2,338)	(5,022)	(7,546)	(20,231)
Change of impairment due to insolvencies	(26)	(30)	15	(31)	740	668
Other technical expenses	(3,126)	(2,143)	(2,353)	(4,991)	(8,286)	(20,899)
Expenses arising from property, plant and equipment and			4 x	4		
investments	(13,902)	(11,335)	(8,771)	(41,880)	(62,011)	(137,899)
Management expenses arising from property, plant and equipment	(2.020)	(0.001)	(1.000)	(5.45.4)	(10)	(14.000)
and real estate investments	(2,930)	(2,201)	(1,696)	(7,454)	(18)	(14,299)
Management of expenses for investments and financial accounts Amortisation of property, plant and equipment and real estate	(2,612)	(2,133)	(1,856)	(22,353)	(25,916)	(54,870)
investments	(3,126)	(2,289)	(1,920)	(5,350)	(23,689)	(36,374)
Impairment from property, plant and equipment and real estate	(3,120)	(2,209)	(1,320)	(3,330)	(23,009)	(30,374)
investments	(45)	(69)	(28)	_	110	(32)
Impairment of the financial investments.	(63)	(33)	(26)	(345)	(11,031)	(11,498)
Loss originating from property, plant and equipment and real	(/	(==)	(==)	(= == /	<i>/</i>	, /
estate investments	(1)	(2)	(46)	(40)	(14)	(103)
Loss originating from financial investments	(5,125)	(4,608)	(3,199)	(6,338)	(1,453)	(20,723)
Expenses from investments assigned to insurance policies in						
which policyholders bear the investment risk	-	-	-	(13,059)	-	(13,059)
						_

 Technical-financial result
 56,853
 81,504
 89,505
 43,270
 315,039
 586,171

Year 2018 (thousands of euros)

·	Tr	aditional Bus	inace Sagmar			
		auitionai bus	Various	11	Segment Credit	Total
	Motor	Multi-risk	others	Life	Business	Total
Premiums attributed direct business and accepted reinsurance	657,157	639,156	495,485	741,008	1,649,818	4,182,624
Premiums accrued from direct insurance	654,333	645,815	497,707	741,415	1,482,924	4,022,194
Premiums accrued from accepted reinsurance	-	134	3,751	33	191,103	195,021
Change of the provision for premiums pending collection	133	(136)	(156)	96	(13)	(76)
Change in the provision for unearned premiums from direct						
insurance	2,691	(7,055)	(4,766)	(532)	(30,296)	(39,958)
Change of the provision for risks in progress of direct insurance	-	399	(1,061)	-	-	(662)
Change in the provision for unearned premiums of accepted						
reinsurance	-	(1)	10	(4)	6,100	6,105
Premiums attributed to transferred reinsurance	(23,206)	(34,222)	(34,144)	(4,506)	(672,566)	(768,644)
Premiums accrued from transferred reinsurance	(22,685)	(34,403)	(33,446)	(4,387)	(675,496)	(770,417)
Change in the provision for unearned premiums from transferred reinsurance	(521)	181	(698)	(119)	2,930	1,773
Income from property, plant and equipment and investments	36,071	28,473	19,603	199,004	40,904	324,055
Income from property investments	7,269	5,138	4,085	14,970	551	32,013
Income from financial investments	18,122	12,838	9,979	178,154	31,991	251,084
Holdings in company profits under the equity method	135	128	76	-	4,653	4,992
Applications of value adjustments for impairment of property,					-,	_,
plant and equipment and property investments	505	258	193	-	-	956
Applications of value adjustments for impairment of financial						
investments	-	-	-	-	-	-
Profits from intangible fixed assets and real estate investments	22	32	13	239	100	406
Profits from performance of financial investments	10,018	10,079	5,257	5,641	3,609	34,604
Income from investments assigned to insurance policies in which				45.05.4		15.05.4
policyholders bear the investment risk Other technical income	-	- 10	-	17,254	- 240 515	17,254
Claims incurred in the year, net of reinsurance	(456,797)	12 (337,183)	7 (209,311)	8,671 (688,901)	249,517 (492,054)	258,207 (2,184,246)
Provisions paid for direct insurance	(421,786)	(332,192)	(226,565)	(683,874)	(587,720)	(2,252,137)
Provisions paid for accepted reinsurance	(230)	(80)	(527)	(216)	(81,798)	(82,851)
Provisions paid for transferred reinsurance	9,740	11,861	15,400	5,522	273,346	315,869
Variation of the provision for direct insurance	(21,827)	11,804	12,169	(4,609)	(49,588)	(52,051)
Change in the provision for accepted reinsurance	289	(150)	900	116	(17,258)	(16,103)
Change in the provision for transferred reinsurance	3,810	(2,990)	(53)	(2,840)	10,076	8,003
Expenses attributable to provisions	(26,793)	(25,436)	(10,635)	(3,000)	(39,112)	(104,976)
Change in other technical provisions, net of reinsurance	-	-	(7,334)	(61,767)	-	(69,101)
Provisions for life insurance from direct insurance	-	-	-	(56,494)	-	(56,494)
Provisions for life insurance from accepted reinsurance	-	-	-	-	-	-
Provisions for life insurance from transferred reinsurance	-	-	-	-	-	-
Provisions for life insurance where the investment risk is borne by				(F 272)		(F 272)
policyholders Other technical provisions	-	-	(7,334)	(5,273)	-	(5,273) (7,334)
Provision for policyholder dividends and return premiums		_	(7,334)	(1,505)		(1,505)
Provisions and expenses for holdings in profits and rebates		_		(2,260)		(2,260)
Change of the provision for dividends and returns	_	_	_	755	_	755
Net operating expenses	(144,124)	(201,342)	(167,129)	(77,129)	(461,738)	(1,051,462)
Acquisition expenses (fees and other expenses)	(124,990)	(183,783)	(140,116)	(66,328)	(294,591)	(809,808)
Administration costs	(21,536)	(23,198)	(33,805)	(11,154)	(450,934)	(540,627)
Commissions and stakes in the transferred reinsurance	2,402	5,639	6,792	353	283,787	298,973
Other technical expenses	(1,931)	(1,857)	(2,503)	(936)	(5,926)	(13,153)
Change of impairment due to insolvencies	259	103	(10)	104	(260)	196
Other technical expenses	(2,190)	(1,960)	(2,493)	(1,040)	(5,666)	(13,349)
Expenses arising from property, plant and equipment and						
investments	(15,452)	(12,610)	(8,705)	(34,887)	(28,060)	(99,714)
Management expenses arising from property, plant and equipment	(0.510)	(0.001)	(1.400)	(5.004)	(10)	(10.150)
and real estate investments	(2,718)	(2,061)	(1,488)	(5,864)	(19)	(12,150)
Management of expenses for investments and financial accounts	(3,053)	(2,288)	(1,873)	(21,411)	(23,468)	(52,093)
Amortisation of property, plant and equipment and real estate investments	(2,365)	(1,612)	(1,214)	(3,187)	(936)	(9,314)
Impairment from property, plant and equipment and real estate	(2,303)	(1,012)	(1,214)	(3,107)	(930)	(5,514)
investments	_	_	18	_	141	159
Impairment of the financial investments.	(1,067)	(1,058)	(655)	(1,159)	(347)	(4,286)
Loss originating from property, plant and equipment and real	(1,007)	(1,000)	(333)	(1,100)	(317)	(1,500)
estate investments	(5)	(3)	(2)	(38)	-	(48)
Loss originating from financial investments	(6,244)	(5,588)	(3,491)	(3,228)	(3,431)	(21,982)
Expenses from investments assigned to insurance policies in					· · · · · ·	<u> </u>
which policyholders bear the investment risk				(37,142)		(37,142)

Technical-financial result 279,895 557,173

Ancial result 51,718 80,427 85,969 59,164 279,895
In the income statement of the Credit Insurance Business segment for 2019 and 2018, 'Other Technical Income' includes service income from Atradius N.V. as detailed below:

Thousands of Euros

	Year 2018	Year 2019
Collection and recovery services	46,658	52,549
Information services and commissions	132,510	136,501
Other income for services	70,349	63,447
Total "Other technical income" - Credit insurance	249,517	252,497

In the non-technical income statement, the following items are included under the subheadings of 'Other income' and 'Other expenses':

	Thousands of Euros		Thousands of Euros
Other income - Year 2019	Other activities	Other expenses - Year 2019	Other activities
Collection awards	3,052	Personnel expenses	20,655
Funeral business income	24,304	Other administration costs	15,295
Income from the sale of property	-	Funeral business expenses	10,115
Other income	3,768	Intangible amortisation Plus Ultra	-
		Other expenses	3,240
Total	31,124	Total	49,305

	Thousands of Euros		Thousands of Euros
Other income - Year 2018	Other activities	Other expenses - Year 2018	Other activities
Collection awards	3,142	Personnel expenses	20,149
Funeral business income	20,209	Other administration costs	19,583
Income from the sale of property	-	Funeral business expenses	8,877
Other income	1,278	Intangible amortisation Plus Ultra	-
		Other expenses	3,325
Total	24,629	Total	51,934

The losses due to asset value impairment, broken down by the nature of these assets, registered in the accompanying consolidated profit and loss statement are as follows:

Year 2019	Thousands of I					
	Traditio	nal Business	Credit			
Impairment Losses	ent Losses Non-Life Life Other activities		Business Segment	Total		
Available-for-sale financial assets (Note 7.a.)	121	345	-	2,812	3,278	
Loans and receivables (Note 7.a.)	-	-	227	-	227	
Material assets (Note 9)	(1,013)	(220)	107	(111)	(1,237)	
Intangible assets (Note 10)	-	=	-	17,462	17,462	
Investment in entities accounted for using the equity method (Note 8)	-	-	478	8,219	8,697	
Total	(892)	125	812	28,382	28,427	

Year 2018	ar 2018 Thousands					
	Traditio	nal Business	Segment	Credit		
Impairment Losses	Non-Life	Life	Other activities	Business Segment	Total	
Available-for-sale financial assets (Note 7.a.)	2,780	1,159	28	347	4,314	
Loans and receivables (Note 7.a.)	-	-	121	-	121	
Material assets (Note 9)	(974)	-	(71)	(141)	(1,186)	
Intangible assets (Note 10)	-	=	-	5,347	5,347	
Investment in entities accounted for using the equity method (Note 8)	-	-	1,154	-	1,154	
Total	1,806	1,159	1,232	5,553	9,750	

18.a) Composition of life business by volume of premiums

The breakdown of the life business (direct insurance) in 2019 and 2018, by premium volume, is as follows:

	Thousands of Euro			
Life insurance premiums (direct)	Year 2018	Year 2019		
Premiums for individual contracts	709,245	717,190		
Premiums for collective insurance contracts	32,170	64,824		
	741,415	782,014		
Periodic premiums	502,524	539,022		
Single premiums	238,891	242,992		
	741,415	782,014		
Premiums for contracts without participation in profits	332,594	349,853		
Premiums for contracts with participation in profits (1)	318,711	326,932		
Premiums for contracts where risk is assumed by the customer	90,110	105,229		
	741,415	782,014		

⁽¹⁾ Includes insurance contracts with a spread between the guaranteed interest rate and the interest rate per the technical bases.

18.b) Technical conditions for the main types of life insurance

The technical conditions for the main types of life insurance, which account for more than 5% of life insurance premiums or provisions, are as follows:

			Thousands of Euros					
				2018	ı		2019	
				Mathemati	Amount		Mathemati	Amount
	Technical		Premiu	cal provision	distributed shares in	Premiu	cal provision	distributed shares
Modality and type of coverage	interest	Biometric table (*)	ms	(*)	profits	ms	(*)	in profits
SEGUROS CATALANA OCCIDENTE								
Universal retirement Provision at the time of retirement in the form of capital or income	Indexed and 5%	GKM-80	14,030	280,750	2,183	11,814	283,825	2,287
Universal Life and Retirement Same as above, more capital for death if this is prior to retirement.	Indexed 3% and 5%	GKM-80	10,956	262,166	1,510	9,815	264,109	1,618
Universal Life and Pension Same as above	Indexed 3.5% and 5%	GKM-80	23,118	369,302	2,043	20,851	380,520	2,123
Universal PPA	Indexed	GKM-80; GKM/F- 95/ PASEM2010	21,509	249,465	4,424	16,966	245,968	4,492
Universal PIAS	Indexed	GKM/F-95/ PASEM2010	48,998	222,760	3,739	41,804	229,100	3,993
Universal Future Saving	Indexed	GKM/F-95/ PASEM2010	36,226	206,716	3,910	30,462	212,721	4,209
Increasing savings	Indexed	PASEM2010	10,847	10,851	-	34,110	41,867	-
Golden Equity	Indexed 3.5%	GKM-80; GKM/F- 95/ PASEM2010	-	505,920	3,010	-	457,914	2,458
Customer Account	Indexed	PASEM2010	28,885	98,602	684	28,908	116,804	748
Capital Life	Indexed	PASEM2010	39,589	44,745	-	32,722	69,387	-
Temporary individual renewable Temporary risk insurance annually renewable.	2%	GKM-80 adjusted GKM/F-95 PASEM2010	43,381	9,407 (**)	-	44,785	9,561 (**)	-
Collective Retirement Insurance with Participation in Profits Provision at the time of retirement in the form of capital or income	2.25, 3.5 and 5% and matched operations	GRM-70; GR/F-80- 2; GRM/F-95 PERM/F2000P	22,948	517,579	84	25,726	544,175	39
SEGUROS BILBAO								,
Flexilife Seguros Bilbao	6.00%	GKM-70/ 80	3,964	104,803	-	3,571	98,594	-
Flexilife indexed Seguros Bilbao	Indexed	Unisex (PASEM/PASEF)	67,653	400,797	-	72,981	428,419	-
Seguros Bilbao Retirement Plan	4.22%	GRM-70 / 80 / 95	5,943	108,402	20	5,178	101,217	20
Seguros Bilbao Savings Account	Indexed	Unisex (PASEM/PASEF)	10,012	109,289	-	14,770	123,138	-
PPA Seguros Bilbao	Indexed	Unisex (PASEM/PASEF)	8,089	65,410	-	8,748	67,379	-
Seguros Bilbao Single account	Indexed	Unisex (PASEM/PASEF)	22,484	228,031	-	22,443	225,597	-
PIAS	Indexed	Unisex (PASEM/PASEF)	17,572	67,074	-	18,784	74,607	-

NORTEHISPANA Nortehispana Pensions Deferred capital with participation in	6, 4, 3 and 2.4%	GRM - 95	4,719	96,312	1,157	4,492	98,602	1,113
Nortehispana Universal Contribution without participation in profits	3.75%	GKM/F- 95	20,087	85,123	-	18,334	87,602	-
PLUS ULTRA								
Temporary Annual Renewable Risk insurance	0% - 6%	PASEM2010	13,027	6,342 (**)	-	13,420	6,391 (**)	-
Mixed Mixed Insurance	1.50% - 6%	PASEM2010	2,845	58,728	281	2,558	55,292	223
Savings Plans, periodic premium Deferred Insurance with Premium refunds	1.50% - 6%	GR95U	9,398	121,299	128	9,170	115,751	132
Savings Plans, single premium Deferred Insurance with Premium refunds	0.40% - 6%	GR95U	26,103	154,137	1	27,015	150,981	1
Collective Retirement Insurance Plan Capital insurance and income by externalisation of pension commitments	0.3% - 6%	GR95U PERM/F2000P	733	49,668	19	1,802	37,826	70
PPA Retirement insurance with cover for survival and death	0.7% - 2.50%	GR95U	11,202	89,491	503	14,859	104,974	632
PIAS Whole Life Insurance to constitute an annuity	Indexed (***)	PASEM2010	41,268	173,207	-	42,891	194,622	-
SIALP Individual Long-Term Savings Insurance	Indexed (***)	PASEM2010	8,764	21,264	-	10,854	30,405	-
Deferred Collective Capital (****) Capital insurance by externalisation of pension commitments	2.80%	PERM/F2000P/C	6,000	236,648	-	6,438	237,936	-
Life annuities (****) Capital insurance by externalisation of pension commitments	1.5% - 10.5%	PERM/F2000P	93	184,187	-	264	163,815	-
Temporary income (****) Capital insurance by externalisation of pension commitments	0% - 9.5%	PERM/F2000P	280	83,457	-	376	64,437	-
Unit Linked (****)	Variable (****)	PASEM2010	18,237	139,921	-	15,842	159,985	-

^(*) The biometric tables specified in the Technical Notes are shown, which subsidiaries depend on to calculate their life insurance provisions. Additional reserves are recorded to adapt to the new PERM/F-2000 and GRM/F-95 tables (see notes 3.j) and 14.a) of the Report).

^(**) Provision for unearned premiums.

^(***) Periodically indexed interest rate. On 31 December 2019, equal to 1.4%

(****) Modalities of life insurance from the incorporation to the perimeter of Antares. The data for the year 2018 are presented for comparison with the information for 2019. (*****) Equities, policyholder risk

For all types of individual life insurance and certain group life insurance policies, policyholder dividends are allocated through increases in the life insurance provision in accordance with the term of the various policies. In the group life risk business, policyholder dividends are allocated to policyholders through premium reductions on policy renewal. Dividends accrued to the insured or beneficiaries but not yet allocated are recognised in the sub-heading "Technical provisions – Reserves for policyholder dividends and return premiums".

In accordance with the provisions of the current ROSSP, the assumed interest rate used to calculate the life insurance provision is as follows:

- a) For obligations assumed since January 1, 1999, in respect of insurance policies with assigned (matched) investments, the subsidiaries have used the interest rate set forth in the technical bases (based on the internal rate of return of said investments). For policies without matched investments, the interest rate used is the rate set by the DGSFP for 2019 and 2018 (0.98% and 0.98% respectively) or for the year the policy came into effect, provided the duration of the collections specifically assigned to the policies, estimated at the market interest rate, is equal to or greater than the duration of the payments arising from the policies, based on their likelihood flows and estimated at the market interest rate.
- b) For obligations assumed prior to January 1, 1999, the mathematical provisions continue to be calculated at the same assumed interest rate as is used to calculate the premium, up to the limit of the actual or expected return on the assets allocated to cover these provisions. Since the rate of return on the investments assigned for this purpose in 2019 and 2018 exceeded the established assumed interest rate, no additional provision was required, except for certain types of policies issued by the subsidiary Bilbao Compañía Anónima de Seguros y Reaseguros, S.A., where the actual rate of return was insufficient to meet future administrative expenses arising from the policies.

18.c) Expenses by nature

A breakdown of staff costs for the years 2018 and 2019 and allocation to the profit and loss for each segment is shown below:

	Thousand	s of Euros
	Year 2018	Year 2019
Wages and Salaries	428,916	445,391
Social Security	86,149	90,916
Contributions to external pension funds	30,716	33,094
Awards and Prizes	7,560	8,524
Other personnel costs	14,010	12,727
Total	567,351	590,652

Destination for personnel expenses - Year	Tradition	al Business	Credit			
2019	Non-Life Life		Other activities	Business Segment	Total	
Claims incurred in the year, net of						
reinsurance	33,048	1,483	-	15,652	50,183	
Expenses arising from property, plant and						
equipment and investments	1,402	2,498	-	-	3,900	
Net operating expenses	138,859	27,474	-	299,633	465,966	

Total net	177,324	32,623	20,716	359,989	590,652
Other expenses	4,015	1,168	20,716	44,704	70,603

Destination for personnel expenses - Year	Tradition	al Business	Credit		
2018	Non-Life	Life	Other activities	Business Segment	Total
Claims incurred in the year, net of					
reinsurance	31,465	1,495	-	14,907	47,867
Expenses arising from property, plant and					
equipment and investments	1,575	2,567	-	-	4,142
Net operating expenses	136,361	25,876	-	284,090	446,327
Other expenses	3,461	1,286	20,030	44,238	69,015
Total net	172,862	31,224	20,030	343,235	567,351

19. Information by geographical area

19. a) Earned premiums from direct insurance, inward reinsurance and other technical income

The geographic areas defined by the Group basically map the location of insured customers by management region, due to the integration of the Atradius N.V. business. A distinction is made between Spain and the following regions:

- Netherlands and Scandinavian countries: Denmark, Finland, Norway and Sweden.
- Central and Eastern Europe, Greece and Turkey: Austria, Czech Republic, Germany, Hungary, Poland, Slovakia, Switzerland.
- Southern Europe: Belgium, France, Italy, Luxembourg and Andorra
- United Kingdom and Ireland
- North America: Canada, Mexico, United States.
- Oceania, Asia and other emerging markets: Australia, China, Japan, New Zealand, Singapore.

The geographical distribution of the direct insurance business in 2019 and 2018 was as follows:

Thousands of Euros
Distribution of earned premiums from direct insurance, inward
reinsurance and other technical income, by geographical area

	Year 2018			Year 2019			
	Segment Traditional business		Credit Insurance	Segment Traditional busine		Credit Insurance	
Geographical Area	Non-Life	Life	Business Segment	Non-Life	Life	Business Segment	
Domestic market	1,779,815	745,809	362,763	1,882,385	818,053	369,473	
Export:							
- Netherlands and Scandinavian countries	=	-	274,428	-	-	282,222	
- Central Europe, Eastern Europe, Greece and Turkey	-	-	352,675	-	-	378,748	
- Southern Europe	12,002	3,870	375,158	12,274	3,323	386,126	
- United Kingdom and Ireland	-	-	277,087	-	-	302,901	
- North America	=	-	105,137	-	-	123,348	
- Oceania, Asia and other emerging countries	-	-	152,087	-	-	171,616	
Total	1,791,817	749,679	1,899,335	1,894,659	821,376	2,014,434	

19.b) Assets by geographical area

The distribution of the Group's assets by geographical location, based on the location of the service centres where the Group's insurance and complementary businesses are managed, is as follows:

	Spain	Netherland s and Scandinavi an countries	Central and Eastern Europe, Greece and Turkey	Southern Europe	United Kingdom and Ireland	North America	Oceania, Asia and other emerging countries	Total
Assets at 31/12/2019	10,115,421	1,346,644	895,427	1,476,151	1,930,530	579,156	334,620	16,677,949
Assets at 31 December 2018	8,688,093	1,349,278	802,974	1,123,793	1,773,421	466,395	275,423	14,479,377

19.c) Acquisitions of tangible fixed assets and intangible assets

Thousands of Euros

Year 2019	Spain	Netherlands and Scandinavian countries	Central and Eastern Europe, Greece and Turkey	Southern Europe	United Kingdom and Ireland	North America	Oceania, Asia and other emerging countries	Total
Acquisitions of	29,56	1.490	706	713	2.474	171	452	35,566
tangible fixed assets	0	1,100	, 00	, 10	_, _, _	-7-	102	
Acquisitions of	110.433	_	_				_	110,433
investment property	110,433	-	_	_	_	_	_	110,433
Acquisitions of intangible assets	5,118	33,796	1,297	460	11,068	765	-	52,504

Thousands of Euros

		Netherlands and Scandinavian	Central and Eastern Europe, Greece and	Southern	United Kingdom and	North	Oceania, Asia and other emerging	
Year 2018	Spain	countries	Turkey	Europe	Ireland	America	countries	Total
Acquisitions of tangible fixed assets	25,212	1,815	1,170	674	2,881	195	458	32,405
Acquisitions of	63,88	_				_		63,886
investment property	6	_	_	_	_	_	_	03,880
Acquisitions of intangible assets	12,592	28,544	1,118	846	12,107	-	-	55,207

20. Related-party transactions

All related-party transactions have been carried out in market conditions.

20.a) List of related-parties

During 2019, there have been no relevant operations by the company with other companies in the same Group that have not been eliminated in the process of producing the consolidated financial statements and that do not form part of the normal business of the company.

The detail of the most significant balances and transactions maintained by the Group with various related parties are shown below:

In Thousands of Euros	Group companies	Associated companies	Administrators and Directors	Other related parties (majority shareholder)
ASSET				
Receivables	11,288	983	-	
Total	11,288	983	-	-
LIABILITY Payables Loans	21,204 77,977	67 -	- -	- -
Total	99,181	67	-	-
PROFIT AND LOSS Provision of services (payments)	-	(61,143)	-	-
Provision of services (charges)	1,791	15,539	-	-
Loan interest	(2,640)	-	-	-
Dividends received	232,356	-	-	-
Total	231,507	(45,604)	-	-
OTHER Dividends paid	-	-	3,228	61,107
Total	-	-	3,228	61,107

The reinsurance and coinsurance operations, as well as balances with reinsurers and assignors, deposits established and technical provisions for reinsurance transactions made between Group companies, eliminated in the consolidation process during the year 2019 are as follows:

In Thousands of Euros	Companies of the group
ASSET/LIABILITY	
Deposits for reinsurance	13,202
Credits/debts for reinsurance/coinsurance	10,740
transactions	
Technical provisions reinsurance	59,391
Acquisition costs and commissions	5,283
Total	88,616
PROFIT AND LOSS	
Premiums of accepted/transferred reinsurance	97,635
Benefits paid for accepted/transferred reinsurance	32,356
Interest	-
Change in technical provisions	1,050
Accepted/assigned reinsurance commissions	28,499
Total	159,540

20.b) Board Members' and senior executives' remuneration and other benefits

The Board of Directors of the parent company is made up of 10 people, 9 men and 1 woman, and 6 corporate members, represented physically by 6 men.

In 2019 and 2018, the Board Members for the parent company and subsidiary companies received the following remuneration from the subsidiaries:

Board Members' remuneration

	Thousands	s of Euros
Members of the Board of Directors	Year 2018	Year 2019
Concept		
Fixed remuneration	1,737	1,766
Variable remuneration	330	347
Allowances	559	561
Bylaws	3,386	3,526
Other	126	124
Total	6,138	6,324

In addition, the unconsolidated deferred variable remuneration stands at €106 thousand.

Other provisions for members of the Board of Directors

	Thousand	Thousands of Euros			
Members of the Board of Directors	Year 2018	Year 2019			
Other benefits	-	-			
Advances	-	-			
Loans granted	-	-			
Pension schemes and funds: Contributions	-	-			
Pension schemes and funds: Liabilities incurred	-	-			
Life insurance premiums	378	396			
Guarantees provided in favour of Board Members	-	-			
Total	378	396			

Remuneration of members of the senior management, excluding members of the Board of Directors

Senior Management is considered to be the members of the Steering Committee of the Group that are not in turn executive directors and the Director of Internal Audit.

In 2019 and 2018, the Senior Management members for the parent company and subsidiary companies received the following remuneration:

	Thousands of Euros				
Senior Management	Year 2018	Year 2019			
Total remuneration received by senior management	2,699	2,793			

In addition, the unconsolidated deferred variable remuneration stands at €221 thousand.

In preparing these consolidated financial statements, 6 people have been classified as senior managers as of 31 December 2019 (6 people on 31 December 2018).

The Group has taken out a civil liability insurance contract where the policyholder is the parent company that encompasses, among other workers, the Executives and Board Members of the Group. This a policy has generated an insurance premium expense in the year 2019 of €47 thousand.

On 31 December 2019 and 2018 there have been no advances or loans granted by the Parent company to the members of the Board of Directors, nor have any liabilities been incurred by these members as security.

Under Article 229 of the Capital Companies Act, approved by Royal Decree 1/2010 of 2 July, Board members and people linked to them must notify the Board any conflict of interests that they may have with the company.

The members of the Board of Directors and persons related thereto, as defined in art. 231 of the revised text of the Capital Companies Act (TRLSC), have not been involved in conflicts of interest specified in art. 229 of that statute, since there has been no communication whatsoever in the sense indicated in paragraph 3 of this article to the Board of Directors or the rest of the Directors. Therefore, the financial statements do not include any breakdown in this regard.

21. Other information

21.a) Employees

In compliance with Article 260 of the revised text of the Capital Companies Act, the Group provides the following breakdown of the average number of full-time employees (or equivalent) of the parent and its subsidiaries in 2019 and 2018 by job category and gender.

	Number of people						
Professional category	Year 2018	Year 2019					
	1041 2010	Men	Women	Total			
Executives	275	180	33	213			
Intermediate management	1,429	1,136	486	1,622			
Qualified admin. and sales	5,311	2,455	2,542	4,997			
Administrative support	374	172	436	608			
Total	7,389	3,943	3,497	7,440			

The total number of employees on 31 December 2019 is 7,678.

With regards to disability, the Group complies with the LISMI (Act on social integration of disabled people) in different ways, either complying with the requirement to integrate 2% of the staff with a disability, or opting for a mixed formula between this integration and economic support of Special Employment Centres.

21.b) Auditors' fees

The General Shareholders Meeting of Grupo Catalana Occidente held on 26 April 2018, agreed to appoint PricewaterhouseCoopers Auditores, S.L., in accordance with the provisions of article 264 of the Corporate Act, as auditors of the annual accounts and consolidated management report of the Group corresponding to the years ended on 31 December 2018, 2019 and 2020.

Next, the fees for audit services and other services provided by the auditor of the Group's consolidated financial statements, PricewaterhouseCoopers Auditores S.L., and companies within the PwC network and service fees charged by the auditors of annual accounts of the companies included in the scope of consolidation and entities related to them by control, joint ownership or management:

Year 2019

Thousands of Euros

Description	Services provided by the main auditor (*) (**)	Services provided by other audit firms (*)		
Audit Services	2,852	130		
Other verification services	1,143	-		
Total Audit and related services	4,062	130		
Tax Advisory Services	-	38		
Other services	40	498		
Total Professional Services	40	536		

- (*) Amounts without expenses or VAT.
- (**) Amounts corresponding to PricewaterhouseCoopers Auditores, S.L.

Year 2018

Thousands of Euros

Description	Services provided by the main auditor (*) (**)	Services provided by other audit firms (*)				
Audit Services	2,623	137				
Other verification services	1,198	-				
Total Audit and related services	3,821	137				
Tax Advisory Services	-	34				
Other services	218	144				
Total Professional Services	218	178				

- (*) Amounts without expenses or VAT.
- $(**) \ Amounts \ corresponding \ to \ Price waterhouse Coopers \ Auditores, \ S.L.$

21.c) Information on deferrals for payments to suppliers: Information obligation under Act 15/2010 of 5 July

Below is the information required by the Third Additional Provision of Act 15/2010, of 5 July (modified through the second final provision of Act 31/2014, of 3 December) prepared pursuant to the resolution of the ICAC on 29 January 2016, on the information to be incorporated to the annual accounts in relation to the average period of payment to suppliers in commercial operations.

In accordance with the establishments of the sole additional provision to the above-mentioned resolution, as this is the first year of application of the same, there is no comparative information.

	Payments made and pending payment by year-end Amount			
	2018 2019			
Average payment period for suppliers (days)	20.03	17.39		

Ratio of transactions paid (days) Ratio of transactions pending payment (days)	19.82 22.79	17.09 23.19
Total payments made (Thousands of euros)	338,411	342,091
Total payments pending (Thousands of euros)	25.346	17.679

According to the resolution of the ICAC, for the calculation of the average period of payment to suppliers, the commercial operations corresponding to the delivery of goods or services payable from the date of entry into force of the Act 31/2014, of 3 December were taken into consideration.

Suppliers are considered, for the exclusive purpose of providing the information established in this Resolution, to be commercial creditors for debts with suppliers of goods or services, included in the item "other liabilities" of the current liabilities in the balance sheet.

The "average period of payment to suppliers" is considered to be the time from delivery of the goods or the provision of services by provider and material payment of the operation.

The legal maximum payment limit applicable to the Company in Spain, in the year 2018, under Act 3/2004 (modified by Act 11/2013, of 26 July), which stipulates measures to address late payment in commercial transactions, is 30 calendar days except where there is an agreement between the parties, without agreements exceeding 60 natural days being permitted under any circumstances.

On 31 December 2019, the Group does not have pending payments to suppliers beyond the legal term deferral balance.

22. Subsequent events

In addition to the judgement handed down by the Spanish National Appellate Court mentioned in Note 11-f and the interim dividend mentioned in Note 16, no other events occurred after the year-end and up to the date of preparation of these financial statements that are not explained in previous notes that significantly affect them.

Annexes

Annex I: List of subsidiaries on 31 December 2019

Annex II: List of associated entities on 31 December 2019

Annex I: List of subsidiaries on 31 December 2019

Figures in Thousands of Euros

Company		Figures in Tho % of voting rights Summarised financial information						1 Inousands	nousands of Euros		
(Name and address)	Activity	Direct	Indirect	Total	Total assets	Share Capital	Equity reserves	Year result, net of dividend	Other comprehensi ve income and accumulated in equity	Premiums attributed net of reinsuranc e	Ordinar Y Income
Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros Paseo de la Castellana, 4 Madrid	Insurance and reinsurance	100%	-	100%	5,808,130	18,030	252,866	134,206 (1)	407,471	1,078,952	-
Grupo Compañía Española de Crédito y Caución, Sociedad Limitada Paseo de la Castellana, 4 Madrid	Holds shares	73.84%	-	73.84%	649,237	18,000	617,518	13,654 (2)	-	-	58,954
Atradius NV y Sociedades Dependientes David Ricardostraat, 1 1066 JS Amsterdam (The Netherlands)	Credit and surety insurance and complement ary insurance activities	35.77%	47.43%	83.20%	5,067,373	79,122	1,670,349	227,708	31,548	1,074,236	252,497
Sociedad Gestión Catalana Occidente, S.A. Paseo de la Castellana, 4 Madrid	Financial investments	100%	-	100%	45,648	721	42,665	2,258	-	-	1,711
Cosalud Servicios, S.A. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Hire of industrial offices and others	100%	-	100%	9,787	3,005	6,453	105	92	-	438
Grupo Catalana Occidente Gestión de Activos S.A., S.G.I.I.C. Cedaceros, 9 – planta baja Madrid	Financial investments	100%	-	100%	6,324	391	5,072	10 (3)	57	-	7,262
GCO Reaseguros, S.A. Paseo de la Castellana, 4 Madrid	Reinsurance	100%	-	100%	106,563	9,050	11,060	1,573 (4)	45	2,962	-
GCO Gestora de Pensiones, EGFP, S.A. Paseo de la Castellana, 4 Madrid	Pension fund management	100%	-	100%	3,067	2,500	56	60	20	-	-
Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A. Paseo del Puerto, 20 Getxo (Vizcaya)	Insurance and reinsurance	-	99.73%	99.73%	2,019,570	28,009	99,770	3,272 (5)	181,917	464,394	-
Bilbao Hipotecaria, S.A., E.F.C. Paseo del Puerto, 20 Getxo (Vizcaya)	Mortgage Credit	-	99.73%	99.73%	65,532	4,450	1,239	479	-	-	2,075
S. Órbita, Sociedad Agencia de Seguros, S.A. Paseo del Puerto, 20 Getxo (Vizcaya)	Insurance broker	-	99.73%	99.73%	2,776	1,100	280	13	-	-	6,984
Bilbao Telemark, S.L. Paseo del Puerto, 20 Getxo (Vizcaya)	Tele- marketing	-	99.73%	99.73%	260	37	44	10	-	-	1,695
Bilbao Vida y Gestores Financieros, S.A. Paseo del Puerto, 20 Getxo (Vizcaya)	Insurance broker	-	99.73%	99.73%	807	60	52	4	-	-	5,087

Reaseguros, S.A. Paseo de la Castellana. 4	Insurance and einsurance	-	100%	100%	457,775	20,670	52,852	20,921	29,070	193,250	-
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	l	Figures in Thousands of Euros								ls of Euros	
Company (Name and address)	Activity	% o	of voting rig	hts Total	Total assets	Share Capital	Summari Equity reserves	year Year result, net of dividend	Other comprehensi ve income and accumulated in equity	Premiums attributed net of reinsuranc e	Ordinar Y Income
Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros Plaza de las Cortes, 8 Madrid	Insurance and reinsurance	-	100%	100%	2,966,475	97,619	203,592	39,153 <i>(6)</i>	98,662	866,622	-
Hercasol, S.A. SICAV Avenida Diagonal, 399 Barcelona	Financial investments	-	88.69% (*)	88.69% (*)	59,053	57,792	(7,049)	12,270	-	-	12,873
Catoc SICAV, S.A. Cedaceros, 9 - planta baja Madrid	Financial investments	-	99.86% (*)	99.86% (*)	161,681	8,286	131,091	30,777	-	-	31,807
PREPERSA de Peritación de Seguros y Prevención, A.I.E. Jesús Serra Santamans, 1 Sant Cugat del Vallés (Barcelona)	Prevention and appraisal	-	100%	100%	2,201	60	947	1	-	-	5,322
Tecniseguros, Sociedad de Agencia de Seguros, S.A. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Insurance broker	-	100%	100%	689	60	(37)	(46)	-	-	6,704
Nortehispana Mediacion, Agencia De Seguros S.A. Paseo Castellana, 4 Madrid	Insurance broker	-	100%	100%	155	60	(1)	-	-	-	-
Previsora Bilbaina Agencia de Seguros, S.A. Alameda Mazarredo, 73 Bilbao	Insurance broker	-	100%	100%	9,787	60	8,197	(667)	72	-	11,050
Catalana Occidente Capital, Agencia de Valores, S.A. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Stock broker	-	100%	100%	5,047	300	3,943	530	16	-	1,610
Grupo Catalana Occidente Tecnología y Servicios, A.I.E. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Auxiliary insurance services	-	99.93%	99.93%	51,127	35,826	(2,185)	2,817	-	-	87,707
Grupo Catalana Occidente Contact Center, A.I.E. Jesús Serra Santamans, 3 - 4º planta Sant Cugat del Vallés (Barcelona)	Telephone attention	-	99.97%	99.97%	1,969	600	91	-	-	-	8,007
Grupo Catalana Occidente Activos Inmobiliarios S.L. Avenida Alcalde Barnils 63 Sant Cugat del Vallés (Barcelona)	Real estate development	-	99.95%	99.95%	279,813	99,125	162,014	2,963	(41)	-	7,929
Inversions Catalana Occident, S.A. Avinguda Carlemany, 65 Escaldes Engordany (Andorra)	Creation, management and operation of insurance entities	-	100%	100%	5,449	60	329	(11)	-	-	2,844

Grupo Asistea Henao, 19 Bilbao	Funeral Business	-	100%	100%	40,853	2,003	16,222	2,093	-	-	24,304
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- (*) Only the shares outstanding have been taken into account to determine the share percentage. Likewise, the value of treasury shares has been deducted from the above equity reserves.
- The company has paid an interim dividend of \leq 38,000 thousand and has posted an increase in the equalisation provision for the amount of \leq 4,666 thousand.
- (2) The Company paid an interim dividend of €44,550 thousand.
- (3) The Company paid an interim dividend of €985 thousand.
- (4) The Company has recognised an increase in the stabilisation reserve for an amount of €82 thousand.
- (5) The company has paid an interim dividend of €37,180 thousand and has posted an increase in the equalisation provision for the amount of €385 thousand.
- (6) The Company has recognised an increase in the stabilisation reserve for an amount of €8,763 thousand.

The financial information given for the abovementioned Group companies included in the consolidation perimeter (total assets, share capital, equity reserves, profit for the year net of dividend, earned premiums less reinsurance and ordinary income) has been obtained from the most recent individual or consolidated financial statements available for 2019, prepared according to the regulatory framework for financial reporting that applies to each of those companies. The financial statements have been duly adapted, for every company, to the Group's accounting policies.

In the case of insurance companies, the figure for earned premiums net of reinsurance is given. In all other companies, the figure given is ordinary income.

The figures for Atradius N.V. include the data for their subsidiaries relating to the profit or loss for the year and equity reserves.

At 31 December 2019, the list of subsidiaries of Atradius N.V., which are wholly owned unless otherwise indicated, is as follows:

Sociedad	País
Accento Services S.A.	Bélgica
Atradius Collections B.V.	Holanda
Sucursal B élgica	Bélgica
Sucursal República Checa	República Checa
Sucursal Dinamarca	Dinamarca
Sucursal Francia	Francia
Sucursal Dubai	EAU
Sucursal Alemania	Alemania
Sucursal Hungría	Hungría
Sucursal Irlanda	Irlanda
Sucursal Italia	Italia
Sucursial Polonia	Polonia
Sucursal Turquía	Turquía
Atradius Collections DMCC	EAU
Atradius Collections Holding B.V.	Holanda
Atradius Collections Limited	Canadá
Atradius Collections Limited	Hong Kong
Atradius Collections Limited	Reino Unido
Atradius Collections Pte. Limited	Singapur
Atradius Collections Pty. Limited	Australia
Atradius Collections Serviços de Cobranças de	Brasil
Dívidas Ltda Atradius Collections, S.A. de C.V.	M éxico
Atradius Collections S.L.	España
Atradius Collections, Inc.	EEUU
Atradius Corporate Management Consulting	China
(Shanghai) Co., Ltd.	
Atradius Credit Insurance Agency, Inc.	EEUU
Atradius Credit M anagement Services B.V.	Holanda
Atradius Credit M anagement Services (RUS) LLC	Rusia
Atradius Crédito y Caución S.A. de Seguros y Reaseguros	España
Sucursal Australia	Australia
Sucursal Austria	Austria
Sucursal Bélgica	Bélgica
Sucursal Bulgaria	Bulgaria
Sucursal Canadá	Canadá
Sucursal República Checa	República Checa
Sucursal Dinamarca	Dinamarca
Sucursal Finlandia	Finlandia
Sucursal Francia	Francia
Sucursal Alemania	Alemania
Sucursal Grecia	Grecia
Sucursal Hong Kong	Hong Kong
Sucursal Hungría	Hungría
Sucursal Irlanda	Irlanda
Sucursal Italia	Italia
Sucursal Japón	Japón
Sucursal Luxemburgo	Luxemburgo
Sucursal Holanda	Holanda
Sucursal Nueva Zelanda	Nueva Zelanda
Sucursal Noruega	Noruega
Sucursal Polonia	Polonia
Sucursal Portugal	Portugal
Sucursal Rumanía	Rumanía
Sucursal Singapur	Singapur
Sucursal Eslovaquia	Eslovaquia
Sucursal Suecia	Suecia
Sucursal Suiza	Suiza
Sucursal Turquía	Turquía
Sucursal Reino Unido	Reino Unido
(#) - 1	

Sociedad	País
Atradius Crédito y Caución Seguradora S.A.	Brasil
Atradius Dutch State Business N.V.	Holanda
Atradius Enterprise Management Consulting (Shanghai) Co., Ltd.	China
Atradius Finance B.V.	Holanda
Atradius Information Services B.V.	Holanda
Sucursal Bélgica	Bélgica
Sucursal Dinamarca	Dinamarca
Sucursal Francia	Francia
Sucursal Alemania	Alemania
Sucursal Irlanda	Irlanda
Sucursal Italia	Italia
Sucursal Japón	Japón
Sucursal Noruega	Noruega
Sucursal España	España
Sucursal Suecia	Suecia
Sucursal Suiza	Suiza
Sucursal Taiwán	Taiwán
Sucursal Tailandia	Tailandia
Sucursal Reino Unido	Reino Unido
Atradius Information Services Vietnam Company Limited	Vietnam
Atradius India Credit Management Services Private Ltd.	India
Atradius Insurance Holding N.V.	Holanda
Atradius Investments Limited	Irlanda
Atradius Italia Intermediazio ni S.R.L.	Italia
Atradius Participations Holding S.L.U.	España
Atradius Pension Trustees Ltd.	Reino Unido
Atradius Reinsurance DAC	Irlanda
Atradius Reinsurance DAC Escritório de Representação no Brasil Ltda.	Brasil
Atradius Rus Credit Insurance LLC	Rusia
Atradius Seguros de Crédito, S.A.	M éxico
Atradius Trade Credit Insurance, Inc.	EEUU
Atradius Trade Insurance Brokerage Yuhan Hoesa	Corea del Sur
Crédito y Caución do Brasil Gestao de Riscos de Crédito e Serviços LTDA	Brasil
Gestifatura S.A.	Portugal
Giant-net B.V.	Holanda
Graydon Holding N.V.	Holanda
Graydon Nederland B.V	Holanda
Graydon Belgium N.V.	Bélgica
Graydon UK Ltd.	Reino Unido
lberinform Internacional S.A.U.	España
Iberinmo biliaria, S.A.U.	España
lberinform Portugal S.A.	Portugal
Informes Mexico, S.A. de C.V.	M éxico
Invercyca, S.A.U.	España
OpenCompanies B.V.	Holanda
Openio empario e Bitt	
PT Atradius Information Services Indonesia Starzyński i Wspólnicy Kancelaria Prawna spółka	Indo nesia

Annex II: List of associated entities on 31 December 2019

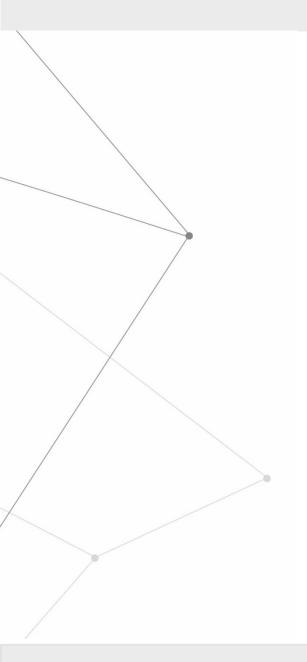
Figures in Thousands of Euros

Company		% of voting rights Summarised financial information									
(Name and address)	Activity	Direct	Indirect	Total	Total assets	Share Capital	Equity reserves	Year result, net of dividend	Other comprehensi ve income and accumulated in equity	Premiums attributed net of reinsuranc e	Ordinary Income
Inversiones Credere S.A. Santiago - Chile	Holds shares	49.99%	-	49.99%	-	-	-	-	-	-	-
Calboquer, S.L. Villarroel, 177-179 08936 Barcelona	Medical, social, psychologica l, and legal advice	-	20.00%	20.00%	877	60	386	69	-	-	2,123
Asitur Asistencia. S.A. Avenida Encuartes, 21 Tres Cantos (Madrid)	Guidance	-	42.82%	42.82%	40,800	2,945	11,733	1,930	-	-	278,527
Gesiuris Asset Management, S.G.I.I.C., S.A., Cedaceros, 9 Madrid	Investment company	-	26.12% (*)	26.12% (*)	10,362	301	6,869	639 (1)	481	-	8,319
MB Corredors d'Assegurances Calle Prat de la Creu, 59-65 Andorra la Vella (Andorra)	Insurance broker	-	25%	25%	142	60	60	(12)	-	-	368
CLAL Credit Insurance Tel Aviv - Israel	Credit and surety insurance	-	16.64%	16.64%	90,632	3,341	53,359	3,506	6,824	14,503	-
Compañía de Seguros de Crédito Continental S.A. Santiago - Chile	Credit and surety insurance	-	41.60%	41.60%	114,972	3,657	49,720	8,143	(1,333)	8,433	-
The Lebanese Credit Insurer S.A.L. Beirut - Lebanon	Credit and surety insurance	-	40.68%	40.68%	9,190	2,230	187	164	63	4,285	-
Credit Guarantee Insurance Corporation of Africa Limited Johannesburg - South Africa	Credit and surety insurance	-	20.80%	20.80%	144,748	164	58,512	9,090	2,709	54,910	-

^(*) Only the shares outstanding have been taken into account to determine the share percentage. Likewise, the value of treasury shares has been deducted from the above equity reserves.

The financial information given for the abovementioned Group companies included in the consolidation perimeter (total assets, share capital, equity reserves, profit for the year net of dividend, earned premiums less reinsurance and ordinary income) has been obtained from the most recent individual or consolidated financial statements available for 2019, prepared according to the regulatory framework for financial reporting that applies to each of those companies. The financial statements have been duly adapted, for every company, to the Group's accounting policies. The financial statements of the above companies are for the period ended 31 December 2019.

⁽¹⁾ The Company paid an interim dividend of €500,000.



Auditor's opinion

Informe de Auditoría, Cuentas Anuales Consolidadas e Informe de Gestión Consolidado al 31 de diciembre de 2019



Informe de auditoría de cuentas anuales consolidadas emitido por un auditor independiente

A los Accionistas de Grupo Catalana Occidente, S.A.:

Informe sobre las cuentas anuales consolidadas

Opinión

Hemos auditado las cuentas anuales consolidadas de Grupo Catalana Occidente, S.A. (la Sociedad dominante) y sus sociedades dependientes (el Grupo), que comprenden el balance a 31 de diciembre de 2019, la cuenta de pérdidas y ganancias, el estado de ingresos y gastos reconocidos, el estado total de cambios en el patrimonio neto, el estado de flujos de efectivo y la memoria, todos ellos consolidados, correspondientes al ejercicio terminado en dicha fecha.

En nuestra opinión, las cuentas anuales consolidadas adjuntas expresan, en todos los aspectos significativos, la imagen fiel del patrimonio y de la situación financiera del Grupo a 31 de diciembre de 2019, así como de sus resultados y flujos de efectivo, todos ellos consolidados, correspondientes al ejercicio terminado en dicha fecha, de conformidad con las Normas Internacionales de Información Financiera, adoptadas por la Unión Europea (NIIF-UE), y demás disposiciones del marco normativo de información financiera que resultan de aplicación en España.

Fundamento de la opinión

Hemos llevado a cabo nuestra auditoría de conformidad con la normativa reguladora de la actividad de auditoría de cuentas vigente en España. Nuestras responsabilidades de acuerdo con dichas normas se describen más adelante en la sección Responsabilidades del auditor en relación con la auditoría de las cuentas anuales consolidadas de nuestro informe.

Somos independientes del Grupo de conformidad con los requerimientos de ética, incluidos los de independencia, que son aplicables a nuestra auditoría de las cuentas anuales consolidadas en España según lo exigido por la normativa reguladora de la actividad de auditoría de cuentas. En este sentido, no hemos prestado servicios distintos a los de la auditoría de cuentas ni han concurrido situaciones o circunstancias que, de acuerdo con lo establecido en la citada normativa reguladora, hayan afectado a la necesaria independencia de modo que se haya visto comprometida.

Consideramos que la evidencia de auditoría que hemos obtenido proporciona una base suficiente y adecuada para nuestra opinión.

Cuestiones clave de la auditoría

Las cuestiones clave de la auditoría son aquellas cuestiones que, según nuestro juicio profesional, han sido de la mayor significatividad en nuestra auditoría de las cuentas anuales consolidadas del periodo actual. Estas cuestiones han sido tratadas en el contexto de nuestra auditoría de las cuentas anuales consolidadas en su conjunto, y en la formación de nuestra opinión sobre éstas, y no expresamos una opinión por separado sobre esas cuestiones.



Cuestiones clave de la auditoría

Modo en el que se han tratado en la auditoría

Deterioro de Fondos de comercio y activos intangibles derivados de combinaciones de negocio

El Grupo tiene registrados fondos de comercio de consolidación derivados, principalmente, de las diferencias positivas de consolidación con origen en la adquisición de las participaciones en el capital de las sociedades dependientes, o negocios, fundamentalmente, Atradius N.V. (462 millones de euros) y Plus Ultra Seguros Generales y Vida, S.A. de Seguros y Reaseguros (123 millones de euros).

Asimismo, en febrero 2019 el Grupo adquirió el 100% del capital social de Seguros de Vida y Pensiones Antares, S.A. y dicha operación derivó un fondo de comercio de 22 millones de euros y un activo intangible de pólizas en cartera de 33 millones de euros.

Para la evaluación del deterioro de estos activos, el Grupo determina las unidades generadoras de efectivo (UGEs), estimando su valor recuperable al menos anualmente. Para ello el Grupo utiliza estimaciones internas y valoraciones realizadas por expertos.

Dichas estimaciones incorporan un elevado nivel de juicio, puesto que se basan en hipótesis y asunciones determinadas por la Dirección y sus expertos, tales como los flujos de efectivo considerados, los ratios de solvencia, la tasa de descuento y la tasa de crecimiento a largo plazo empleadas, por lo que se ha considerado una cuestión clave de auditoría.

Ver Notas 3.e, 5.a y 10 de las cuentas anuales consolidadas del ejercicio 2019.

Hemos obtenido un entendimiento de la metodología y proceso de valoración de los activos intangibles y fondos de comercio, incluyendo el control interno.

En relación con el test de deterioro del fondo de comercio y de los activos intangibles, los procedimientos se han centrado en aspectos como:

- Evaluación de las metodologías aplicadas para la estimación del valor recuperable, así como su consistencia con la aplicada en el ejercicio anterior.
- Comprobación de la exactitud matemática de los descuentos de proyecciones de flujos de efectivo, así como de la correcta construcción de los flujos utilizados y de los cálculos realizados.
- Comprobación de las asunciones empleadas para la determinación del valor recuperable tales como: el plan de negocio, los ratios de solvencia, las tasas de descuento y los factores de crecimiento a largo plazo empleados.
- Comprobación de la razonabilidad de dichas hipótesis por el Grupo en el test de deterioro, mediante la involucración de expertos en valoración.
- Realización de un análisis de sensibilidad específico para cada una de las principales asunciones consideradas.
- Asimismo, hemos comprobado la adecuación de la información desglosada en las cuentas anuales consolidadas adjuntas, de acuerdo con la normativa aplicable.

En relación con las valoraciones de los fondos de comercio realizadas por expertos externos de la Dirección, hemos evaluado su competencia, capacidad y la objetividad de su trabajo.



Cuestiones clave de la auditoría

Modo en el que se han tratado en la auditoría

Como resultado de los procedimientos arriba descritos, consideramos que las diferencias que hemos obtenido en las estimaciones efectuadas en relación con la recuperabilidad de los fondos de comercio se encuentran en un rango razonable.

Valoración de las provisiones técnicas de seguro de vida

El Grupo a través de sus sociedades aseguradoras dependientes, desarrolla la actividad de seguros de vida comercializando seguros vida riesgo, vida ahorro y unit linked.

En concreto, para los productos de vida ahorro, el Grupo procede al registro de los pasivos asociados con dichos contratos de acuerdo con la normativa regulatoria aplicable, donde en algunos casos incorpora componentes de cierto juicio y estimaciones por parte de la Dirección.

Para los productos de vida ahorro, la determinación de la provisión matemática y su suficiencia es una estimación actuarial compleja influida de manera significativa por los métodos de proyección y asunciones utilizadas por la Dirección, tales como tipo de interés técnico, hipótesis de gastos o las tablas de mortalidad, por ello se ha considerado una cuestión clave de auditoría.

Ver Nota 14 de las cuentas anuales consolidadas del ejercicio 2019.

Hemos obtenido un entendimiento del proceso de estimación y registro de las provisiones técnicas de seguro de vida, que ha incluido una evaluación del control interno incluyendo los controles de los sistemas de información e hipótesis más relevantes.

En lo que respecta específicamente a la provisión matemática, hemos desarrollado procedimientos complementarios adicionales, realizados con nuestros especialistas actuariales, en relación con:

- Obtención de un entendimiento de la metodología de cálculo de las provisiones para seguros de vida de acuerdo con la naturaleza de los productos y de la provisión para prestaciones, así como su aplicación de forma consistente respecto al ejercicio anterior.
- Comprobación del adecuado registro contable de las provisiones de seguros de vida, así como de sus variaciones durante el periodo.
- Realización de pruebas en detalle sobre la consistencia de la información relativa a las provisiones técnicas constituidas al cierre del periodo y pagos realizados durante el mismo.
- Comprobación de la integridad, exactitud y reconciliación de los datos base de cálculos técnico-actuariales.
- Recálculo de la provisión matemática para una selección de pólizas de acuerdo con procedimientos de muestreo y comprobación de las condiciones técnicas y la aplicación de hipótesis biométricas adecuadas a la normativa aplicable.



Cuestiones clave de la auditoría

Modo en el que se han tratado en la auditoría

 Comprobación de la suficiencia de las provisiones matemáticas considerando los requerimientos de las NIIF-UE

Como resultado de los procedimientos arriba descritos, consideramos que los cálculos realizados por la Dirección en relación con las provisiones técnicas de seguros de vida se encuentran en un rango razonable.

Valoración de las provisiones para prestaciones de seguros de no vida

El Grupo a través de sus sociedades dependientes, desarrolla la actividad de seguros de no vida tradicional en el ramo de autos, multiriesgos y diversos. A su vez, el Grupo desarrolla y comercializa seguros de crédito y caución, en el ámbito nacional e internacional, principalmente por el subgrupo dependiente, Atradius N.V.

En concreto, para los principales ramos del segmento de no vida de negocio tradicional, el Grupo utiliza métodos estadísticos globales en el cálculo de la provisión para siniestros pendientes de liquidación o pago y de siniestros pendientes de declaración, que reflejan el coste estimado de los siniestros ocurridos hasta la fecha de cierre del ejercicio Dichos cálculos actuariales, basados fundamentalmente tanto en técnicas deterministas como estocásticas generalmente aceptadas, son complejas e incorporan hipótesis y asunciones realizadas por la Dirección.

En el cálculo de las provisiones para prestaciones del segmento de negocio de crédito y caución, el Grupo utiliza modelos internos y métodos estadísticos que son estimaciones complejas e influidas de manera significativa por los métodos de proyección y asunciones utilizadas por la Dirección.

Dichas estimaciones incorporan un componente de incertidumbre en la medida que los períodos de liquidación de los siniestros varían por ramos y que la selección de las hipótesis puede modificar de forma significativa las cuentas anuales consolidadas, considerando por ello la valoración de estas provisiones una cuestión clave de auditoría.

Hemos obtenido un entendimiento del proceso de estimación y registro de las provisiones para prestaciones que ha incluido una evaluación del control interno relacionado con la valoración de estos pasivos. Nuestros procedimientos, en los que han participado especialistas actuariales, se han centrado en aspectos como:

- Entendimiento de la metodología de cálculo de las provisiones para prestaciones por métodos estadísticos de seguro tradicional, así como su aplicación de forma consistente respecto al ejercicio anterior.
- Entendimiento y validación de la metodología y principales asunciones para el modelo interno y métodos estadísticos para las provisiones de seguro de crédito y caución.
- Validación de la integridad, exactitud y conciliación de los datos base del cálculo para las provisiones para prestaciones y de siniestros pendientes de declaración.
- Validación del registro contable de las provisiones para prestaciones, así como de sus variaciones durante el periodo.
- Pruebas en detalle sobre la consistencia de la información relativa a provisiones para prestaciones constituidas al cierre del periodo.
- Comprobación de la suficiencia de la provisión para prestaciones constituida al cierre del periodo anual anterior.



Cuestiones clave de la auditoría

Ver Nota 14 de la memoria de las cuentas anuales consolidadas del ejercicio 2019.

Modo en el que se han tratado en la auditoría

 Evaluación del cálculo y de la metodología, así como de las hipótesis y asunciones, aplicadas por la Dirección en relación con la prueba de suficiencia de pasivos establecida en la NIIF-EU.

Cualquier diferencia obtenida como resultado de nuestros procedimientos respecto a los cálculos realizados por la Dirección se ha mantenido en un rango razonable en relación con el importe de pasivos por contratos de seguro no vida incluidos en las cuentas anuales consolidadas adjuntas.

Valoración y deterioro de la cartera de inversiones financieras (Nivel 2).

Debido a la propia naturaleza de la actividad que desarrolla el Grupo, los principales activos registrados en el balance corresponden a inversiones financieras.

La mayor parte de los instrumentos financieros del Grupo se valoran utilizando precios de mercados activos y observables. No obstante, hay ciertos activos en la cartera de inversiones del Grupo (381 millones) que se podrían denominar complejos de valoración ante la ausencia de mercado activo y de precios líquidos y fácilmente observables.

Estos instrumentos se valoran sobre la base de modelos y supuestos que no son observables por terceros por lo que estas inversiones tienen un mayor componente de juicio y estimación en la determinación de su valor razonable, si bien las plusvalías o minusvalías, en su caso, son neutralizadas patrimonialmente por las correspondientes asimetrías contables al tratarse de activos asignados a operaciones de inmunización, por tanto, se ha considerado una cuestión clave de auditoría.

Ver Nota 3b y 7 de la memoria de las cuentas anuales consolidadas del ejercicio 2019.

Hemos obtenido un entendimiento de los procedimientos y criterios empleados por el Grupo en la determinación del valor razonable de los instrumentos financieros al objeto de considerar si los mismos son adecuados, el cual ha incluido una evaluación del control interno relacionado con esta área.

Nuestros procedimientos, se han centrado en aspectos como:

- Comprobación de la integridad de datos y de los registros contables de dichos instrumentos financieros, así como de sus variaciones durante el periodo.
- Solicitud a las entidades depositarias, en el desarrollo de sus funciones de vigilancia, supervisión, custodia y administración para el Grupo, de la confirmación relativa a la existencia de la totalidad de las inversiones financieras recogidas en su cartera al 31 de diciembre de 2019.
- Comprobación de la valoración de una muestra de instrumentos financieros complejos de valorar (nivel 2), con la colaboración de los expertos internos del auditor.
- Conciliación de los datos de información del subyacente utilizada en los modelos de valoración para los activos que no cotizan en un mercado activo, así como la comprobación de posibles deterioros de la cartera de inversiones.



Cuestiones clave de la auditoría

Modo en el que se han tratado en la auditoría

 Asimismo, hemos comprobado la adecuación de la información desglosada en las cuentas anuales consolidadas adjuntas, de acuerdo con la normativa aplicable.

Cualquier diferencia obtenida como resultado de nuestros procedimientos respecto a la valoración de las inversiones financieras se han mantenido en un rango razonable.

Otra información: Informe de gestión consolidado

La otra información comprende exclusivamente el informe de gestión consolidado del ejercicio 2019, cuya formulación es responsabilidad de los administradores de la Sociedad dominante y no forma parte integrante de las cuentas anuales consolidadas.

Nuestra opinión de auditoría sobre las cuentas anuales consolidadas no cubre el informe de gestión consolidado. Nuestra responsabilidad sobre la información contenida en el informe de gestión consolidado se encuentra definida en la normativa reguladora de la actividad de auditoría de cuentas, que establece dos niveles diferenciados sobre la misma:

- a) Un nivel específico que resulta de aplicación al estado de la información no financiera consolidado, así como a determinada información incluida en el Informe Anual de Gobierno Corporativo, según se define en el art. 35.2.b) de la Ley 22/2015, de Auditoría de Cuentas, que consiste en comprobar únicamente que la citada información se ha facilitado en el informe de gestión, o en su caso, que se ha incorporado en éste la referencia correspondiente al informe separado sobre la información no financiera en la forma prevista en la normativa, y en caso contrario, a informar sobre ello.
- b) Un nivel general aplicable al resto de la información incluida en el informe de gestión consolidado, que consiste en evaluar e informar sobre la concordancia de la citada información con las cuentas anuales consolidadas, a partir del conocimiento del Grupo obtenido en la realización de la auditoría de las citadas cuentas y sin incluir información distinta de la obtenida como evidencia durante la misma, así como evaluar e informar de si el contenido y presentación de esta parte del informe de gestión consolidado son conformes a la normativa que resulta de aplicación. Si, basándonos en el trabajo que hemos realizado, concluimos que existen incorrecciones materiales, estamos obligados a informar de ello.

Sobre la base del trabajo realizado, según lo descrito anteriormente, hemos comprobado que la información mencionada en el apartado a) anterior se facilita en el informe de gestión consolidado y que el resto de la información que contiene el informe de gestión consolidado concuerda con la de las cuentas anuales consolidadas del ejercicio 2019 y su contenido y presentación son conformes a la normativa que resulta de aplicación.

Responsabilidad de los administradores y del comité de auditoría en relación con las cuentas anuales consolidadas

Los administradores de la Sociedad dominante son responsables de formular las cuentas anuales consolidadas adjuntas, de forma que expresen la imagen fiel del patrimonio, de la situación financiera y de los resultados consolidados del Grupo, de conformidad con las NIIF-UE y demás disposiciones del marco normativo de información financiera aplicable al Grupo en España, y del control interno que consideren necesario para permitir la preparación de cuentas anuales consolidadas libres de incorrección material, debida a fraude o error.



En la preparación de las cuentas anuales consolidadas, los administradores de la Sociedad dominante son responsables de la valoración de la capacidad del Grupo para continuar como empresa en funcionamiento, revelando, según corresponda, las cuestiones relacionadas con empresa en funcionamiento y utilizando el principio contable de empresa en funcionamiento excepto si los citados administradores tienen intención de liquidar el Grupo o de cesar sus operaciones, o bien no exista otra alternativa realista.

El comité de auditoría de la Sociedad dominante es responsable de la supervisión del proceso de elaboración y presentación de las cuentas anuales consolidadas.

Responsabilidades del auditor en relación con la auditoría de las cuentas anuales consolidadas

Nuestros objetivos son obtener una seguridad razonable de que las cuentas anuales consolidadas en su conjunto están libres de incorrección material, debida a fraude o error, y emitir un informe de auditoría que contiene nuestra opinión.

Seguridad razonable es un alto grado de seguridad pero no garantiza que una auditoría realizada de conformidad con la normativa reguladora de la actividad de auditoría de cuentas vigente en España siempre detecte una incorrección material cuando existe. Las incorrecciones pueden deberse a fraude o error y se consideran materiales si, individualmente o de forma agregada, puede preverse razonablemente que influyan en las decisiones económicas que los usuarios toman basándose en las cuentas anuales consolidadas.

Como parte de una auditoría de conformidad con la normativa reguladora de la actividad de auditoría de cuentas vigente en España, aplicamos nuestro juicio profesional y mantenemos una actitud de escepticismo profesional durante toda la auditoría. También:

- Identificamos y valoramos los riesgos de incorrección material en las cuentas anuales consolidadas, debida a fraude o error, diseñamos y aplicamos procedimientos de auditoría para responder a dichos riesgos y obtenemos evidencia de auditoría suficiente y adecuada para proporcionar una base para nuestra opinión. El riesgo de no detectar una incorrección material debida a fraude es más elevado que en el caso de una incorrección material debida a error, ya que el fraude puede implicar colusión, falsificación, omisiones deliberadas, manifestaciones intencionadamente erróneas, o la elusión del control interno.
- Obtenemos conocimiento del control interno relevante para la auditoría con el fin de diseñar procedimientos de auditoría que sean adecuados en función de las circunstancias, y no con la finalidad de expresar una opinión sobre la eficacia del control interno del Grupo.
- Evaluamos si las políticas contables aplicadas son adecuadas y la razonabilidad de las estimaciones contables y la correspondiente información revelada por los administradores de la Sociedad dominante.



- Concluimos sobre si es adecuada la utilización, por los administradores de la Sociedad dominante, del principio contable de empresa en funcionamiento y, basándonos en la evidencia de auditoría obtenida, concluimos sobre si existe o no una incertidumbre material relacionada con hechos o con condiciones que pueden generar dudas significativas sobre la capacidad del Grupo para continuar como empresa en funcionamiento. Si concluimos que existe una incertidumbre material, se requiere que llamemos la atención en nuestro informe de auditoría sobre la correspondiente información revelada en las cuentas anuales consolidadas o, si dichas revelaciones no son adecuadas, que expresemos una opinión modificada. Nuestras conclusiones se basan en la evidencia de auditoría obtenida hasta la fecha de nuestro informe de auditoría. Sin embargo, los hechos o condiciones futuros pueden ser la causa de que el Grupo deje de ser una empresa en funcionamiento.
- Evaluamos la presentación global, la estructura y el contenido de las cuentas anuales consolidadas, incluida la información revelada, y si las cuentas anuales consolidadas representan las transacciones y hechos subyacentes de un modo que logran expresar la imagen fiel.
- Obtenemos evidencia suficiente y adecuada en relación con la información financiera de las entidades o actividades empresariales dentro del Grupo para expresar una opinión sobre las cuentas anuales consolidadas. Somos responsables de la dirección, supervisión y realización de la auditoría del Grupo. Somos los únicos responsables de nuestra opinión de auditoría.

Nos comunicamos con el comité de auditoría de la Sociedad dominante en relación con, entre otras cuestiones, el alcance y el momento de realización de la auditoría planificados y los hallazgos significativos de la auditoría, así como cualquier deficiencia significativa del control interno que identificamos en el transcurso de la auditoría.

También proporcionamos al comité de auditoría de la Sociedad dominante una declaración de que hemos cumplido los requerimientos de ética aplicables, incluidos los de independencia, y nos hemos comunicado con la misma para informar de aquellas cuestiones que razonablemente puedan suponer una amenaza para nuestra independencia y, en su caso, de las correspondientes salvaguardas.

Entre las cuestiones que han sido objeto de comunicación al comité de auditoría de la Sociedad dominante, determinamos las que han sido de la mayor significatividad en la auditoría de las cuentas anuales consolidadas del periodo actual y que son, en consecuencia, las cuestiones clave de la auditoría.

Describimos esas cuestiones en nuestro informe de auditoría salvo que las disposiciones legales o reglamentarias prohíban revelar públicamente la cuestión.

Informe sobre otros requerimientos legales y reglamentarios

Informe adicional para el comité de auditoría de la sociedad dominante

La opinión expresada en este informe es coherente con lo manifestado en nuestro informe adicional para el comité de auditoría de la Sociedad dominante de fecha 27 de febrero de 2020.

Periodo de contratación

La Junta General de Accionistas de la Sociedad dominante celebrada el 26 de abril de 2018 nos nombró como auditores del Grupo por un período de tres años, contados a partir del ejercicio finalizado el 31 de diciembre de 2018.



Servicios prestados

Los servicios de auditoría y aquellos otros permitidos distintos de auditoría de cuentas que han sido prestados al Grupo se detallan en la nota 21.b de la memoria de las cuentas anuales consolidadas adjuntas.

PricewaterhouseCoopers Auditores, S.L. (S0242)

Ana Isabel Peláex Moron (20499)

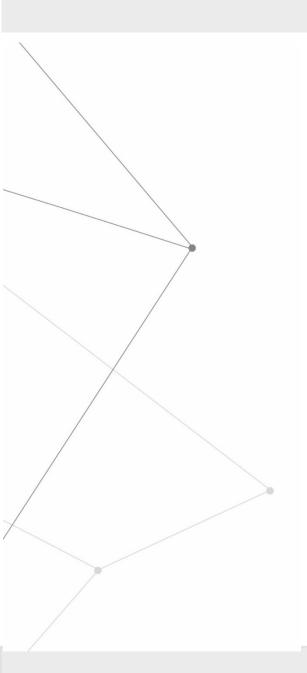
27 de febrero de 2020



PricewaterhouseCoopers Auditores, S.L.

2020 Núm. 20/20/00846

SELLO CORPORATIVO: Informe de auditoría de cuentas sujeto a la normativa de auditoría de cuentas española o internacional



Verification report independent of the status of non-financial information

Informe de verificación independiente del Estado de Información No Financiera Consolidado al 31 de diciembre de 2019



Informe de verificación independiente

A los accionistas de Grupo Catalana Occidente, S.A.:

De acuerdo al artículo 49 del Código de Comercio hemos realizado la verificación, con el alcance de seguridad limitada, del Estado de Información No Financiera Consolidado (en adelante EINF) correspondiente al ejercicio finalizado el 31 de diciembre de 2019, de Grupo Catalana Occidente, S.A. (Sociedad dominante) y sociedades dependientes (en adelante Grupo Catalana Occidente) que forma parte del Informe de Gestión Consolidado adjunto de Grupo Catalana Occidente.

El contenido del Informe de Gestión Consolidado incluye información adicional a la requerida por la normativa mercantil vigente en materia de información no financiera que no ha sido objeto de nuestro trabajo de verificación. En este sentido, nuestro trabajo se ha limitado exclusivamente a la verificación de la información identificada en la tabla "Estado de información no financiera" incluida en el apartado 07 del Informe de Gestión Consolidado adjunto.

Responsabilidad de los administradores de la Sociedad dominante

La formulación del EINF incluido en el Informe de Gestión Consolidado de Grupo Catalana Occidente, así como el contenido del mismo, es responsabilidad de los administradores de Grupo Catalana Occidente, S.A. El EINF se ha preparado de acuerdo con los contenidos recogidos en la normativa mercantil vigente y siguiendo los criterios de los *Sustainability Reporting Standards* de *Global Reporting Initiative* (estándares GRI) seleccionados descritos de acuerdo a lo mencionado para cada materia en la tabla "Estado de información no financiera" incluida en el apartado 07 del citado Informe de Gestión Consolidado.

Esta responsabilidad incluye asimismo el diseño, la implantación y el mantenimiento del control interno que se considere necesario para permitir que el EINF esté libre de incorrección material, debida a fraude o error.

Los administradores de Grupo Catalana Occidente, S.A. son también responsables de definir, implantar, adaptar y mantener los sistemas de gestión de los que se obtiene la información necesaria para la preparación del EINF.



Nuestra independencia y control de calidad

Hemos cumplido con los requerimientos de independencia y demás requerimientos de ética del Código de Ética para Profesionales de la Contabilidad emitido por el Consejo de Normas Internacionales de Ética para Profesionales de la Contabilidad (IESBA, por sus siglas en inglés) que está basado en los principios fundamentales de integridad, objetividad, competencia y diligencia profesionales, confidencialidad y comportamiento profesional.

Nuestra firma aplica la Norma Internacional de Control de Calidad 1 (NICC 1) y mantiene, en consecuencia, un sistema global de control de calidad que incluye políticas y procedimientos documentados relativos al cumplimiento de requerimientos de ética, normas profesionales y disposiciones legales y reglamentarias aplicables.

El equipo de trabajo ha estado formado por profesionales expertos en revisiones de Información no Financiera y, específicamente, en información de desempeño económico, social y medioambiental.

Nuestra responsabilidad

Nuestra responsabilidad es expresar nuestras conclusiones en un informe de verificación independiente de seguridad limitada basándonos en el trabajo realizado. Hemos llevado a cabo nuestro trabajo de acuerdo con los requisitos establecidos en la Norma Internacional de Encargos de Aseguramiento 3000 Revisada en vigor, "Encargos de Aseguramiento distintos de la Auditoría y de la Revisión de Información Financiera Histórica" (NIEA 3000 Revisada) emitida por el Consejo de Normas Internacionales de Auditoría y Aseguramiento (IAASB) de la Federación Internacional de Contadores (IFAC) y con la Guía de Actuación sobre encargos de verificación del Estado de Información No Financiera emitida por el Instituto de Censores Jurados de Cuentas de España.

En un trabajo de seguridad limitada los procedimientos llevados a cabo varían en naturaleza y momento de realización, y tienen una menor extensión, que los realizados en un trabajo de seguridad razonable y, por lo tanto, la seguridad proporcionada es también menor.

Nuestro trabajo ha consistido en la formulación de preguntas a la dirección, así como a las diversas unidades de Grupo Catalana Occidente que han participado en la elaboración del EINF, en la revisión de los procesos para recopilar y validar la información presentada en el EINF y en la aplicación de ciertos procedimientos analíticos y pruebas de revisión por muestreo que se describen a continuación:

- Reuniones con el personal de Grupo Catalana Occidente para conocer el modelo de negocio, las políticas y los enfoques de gestión aplicados, los principales riesgos relacionados con esas cuestiones y obtener la información necesaria para la revisión externa.
- Análisis del alcance, relevancia e integridad de los contenidos incluidos en el EINF del ejercicio 2019 en función del análisis de materialidad realizado por Grupo Catalana Occidente y descrito en el apartado "Responsabilidad corporativa" del Informe de Gestión Consolidado, considerando los contenidos requeridos en la normativa mercantil en vigor.
- Análisis de los procesos para recopilar y validar los datos presentados en el EINF del ejercicio 2019.



- Revisión de la información relativa a los riesgos, las políticas y los enfoques de gestión aplicados en relación a los aspectos materiales presentados en el EINF del ejercicio 2019.
- Comprobación, mediante pruebas, en base a la selección de una muestra, de la información relativa a los contenidos incluidos en el EINF del ejercicio 2019 y su adecuada compilación a partir de los datos suministrados por las fuentes de información.
- Obtención de una carta de manifestaciones de los administradores y la dirección de la Sociedad dominante.

Conclusión

Basándonos en los procedimientos realizados en nuestra verificación y en las evidencias que hemos obtenido no se ha puesto de manifiesto aspecto alguno que nos haga creer que el EINF de 2019 de Grupo Catalana Occidente correspondiente al ejercicio anual finalizado el 31 de diciembre de 2019 no ha sido preparado, en todos sus aspectos significativos, de acuerdo con los contenidos recogidos en la normativa mercantil vigente y siguiendo los criterios de los estándares GRI seleccionados descritos de acuerdo a lo mencionado para cada materia en la tabla "Estado de información no financiera" incluida en el apartado 07 del citado Informe de Gestión Consolidado.

Uso y distribución

Este informe ha sido preparado en respuesta al requerimiento establecido en la normativa mercantil vigente en España, por lo que podría no ser adecuado para otros propósitos y jurisdicciones.

PricewaterhouseCoopers Auditores, S.L.

Ignacio Marull Guasch

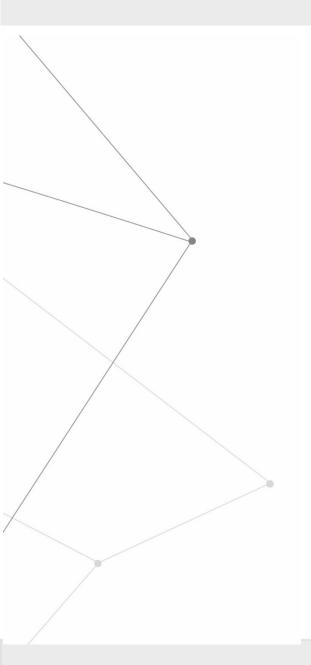
27 de febrero de 2020

INSTITUTO DE CENSORES JURADOS DE CUENTAS DE ESPAÑA

PricewaterhouseCoopers Auditores, S.L.

Año 2019 Nº 20/19/06505 SELLO CORPORATIVO: 30,00 EUR

Informe sobre trabajos distintos a la auditoría de cuentas



Corporate governance report



DATOS IDENTIFICATIVOS DEL EMISO	R	
Fecha fin del ejercicio de refere	encia: 31/12/2019	
CIF:	A-08168064	
Denominación Social:		
GRUPO CATALANA OCCIDENT	E, S.A.	-
Domicilio social:		
PASEO DE LA CASTELLANA, 4 MADRID		-



A. ESTRUCTURA DE LA PROPIEDAD

A.1. Complete el siguiente cuadro sobre el capital social de la sociedad:

Fecha de última modificación	Capital social (€)	Número de acciones	Número de derechos de voto	
25/05/2006	36.000.000,00	120.000.000	120.000.000	

Indique si existen distintas clases de acciones con diferentes derechos asociados:

[] Sí [√] No

A.2. Detalle los titulares directos e indirectos de participaciones significativas a la fecha de cierre del ejercicio, excluidos los consejeros:

Nombre o	% derech	os de voto	% derechos de	% total de		
denominación	atribuidos a	las acciones	de instrument	derechos de voto		
social del accionista	Directo	Indirecto	Directo	Directo Indirecto		
CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	0,00	61,42	0,00	61,42	61,42	

Detalle de la participación indirecta:

Nombre o denominación social del titular indirecto	Nombre o denominación social del titular directo	% derechos de voto atribuidos a las acciones	% derechos de voto a través de instrumentos financieros	% total de derechos de voto
CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	LA PREVISIÓN 96, S.A.	25,00	0,00	25,00
CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	INOC, S.A.	7,01	0,00	7,01
CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	CORPORACIÓN CATALANA OCCIDENTE, S.A.	29,40	0,00	29,40
CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	DEPSA 96, S.A.	0,01	0,00	0,01



Indique los movimientos en la estructura accionarial más significativos acontecidos durante el ejercicio:

A.3. Complete los siguientes cuadros sobre los miembros del consejo de administración de la sociedad, que posean derechos de voto sobre acciones de la sociedad:

Nombre o denominación social del consejero	% derec voto atr a las ac		financieros		% total de derechos de voto	% derechos de voto que <u>pueden ser</u> <u>transmitidos</u> a través de instrumentos financieros	
	Directo	Indirecto	Directo	Indirecto		Directo	Indirecto
DON JOSÉ MARÍA SERRA FARRÉ	0,41	0,00	0,00	0,00	0,41	0,00	0,00
DON FEDERICO HALPERN BLASCO	0,02	0,00	0,00	0,00	0,02	0,00	0,00
DOÑA MARÍA ASSUMPTA SOLER SERRA	2,10	0,00	0,00	0,00	2,10	0,00	0,00
DON FRANCISCO JOSÉ ARREGUI LABORDA	0,05	0,03	0,00	0,00	0,08	0,00	0,00
DON HUGO SERRA CALDERÓN	0,01	0,00	0,00	0,00	0,01	0,00	0,00
COTYP, S.L.	0,01	0,00	0,00	0,00	0,01	0,00	0,00
VILLASA, S.L.	0,07	0,00	0,00	0,00	0,07	0,00	0,00
DON ENRIQUE GIRÓ GODÓ	0,22	0,00	0,00	0,00	0,22	0,00	0,00

	1
% total de derechos de voto en poder del consejo de administración	2,92

Detalle de la participación indirecta:

Nombre o denominación social del consejero	Nombre o denominación social del titular directo	% derechos de voto atribuidos a las acciones	% derechos de voto a través de instrumentos financieros	% total de derechos de voto	% derechos de voto que <u>pueden</u> <u>ser transmitidos</u> a través de instrumentos financieros
DON FRANCISCO JOSÉ ARREGUI LABORDA	DOÑA CELIA BRAVO ARÉVALO	0,02	0,00	0,02	0,00



Nombre o denominación social del consejero	Nombre o denominación social del titular directo	% derechos de voto atribuidos a las acciones	% derechos de voto a través de instrumentos financieros	% total de derechos de voto	% derechos de voto que <u>pueden</u> <u>ser transmitidos</u> a través de instrumentos financieros
DON FRANCISCO JOSÉ ARREGUI LABORDA	DOÑA BEATRIZ ARREGUI BRAVO	0,00	0,00	0,00	0,00

A.4. Indique, en su caso, las relaciones de índole familiar, comercial, contractual o societaria que existan entre los titulares de participaciones significativas, en la medida en que sean conocidas por la sociedad, salvo que sean escasamente relevantes o deriven del giro o tráfico comercial ordinario, excepto las que se informen en el apartado A.6:

Nombre o denominación social relacionados	Tipo de relación	Breve descripción
Sin datos		

A.5. Indique, en su caso, las relaciones de índole comercial, contractual o societaria que existan entre los titulares de participaciones significativas, y la sociedad y/o su grupo, salvo que sean escasamente relevantes o deriven del giro o tráfico comercial ordinario:

Nombre o denominación social relacionados	Tipo de relación	Breve descripción
Sin datos		

A.6. Describa las relaciones, salvo que sean escasamente relevantes para las dos partes, que existan entre los accionistas significativos o representados en el consejo y los consejeros, o sus representantes, en el caso de administradores persona jurídica.

Explique, en su caso, cómo están representados los accionistas significativos. En concreto, se indicarán aquellos consejeros que hubieran sido nombrados en representación de accionistas significativos, aquellos cuyo nombramiento hubiera sido promovido por accionistas significativos, o que estuvieran vinculados a accionistas significativos y/o entidades de su grupo, con especificación de la naturaleza de tales relaciones de vinculación. En particular, se mencionará, en su caso, la existencia, identidad y cargo de miembros del consejo, o representantes de consejeros, de la sociedad cotizada, que sean, a su vez, miembros del órgano de administración, o sus representantes, en sociedades que ostenten participaciones significativas de la sociedad cotizada o en entidades del grupo de dichos accionistas significativos:

Nombre o denominación	Nombre o denominación	Denominación social de	
social del consejero o	social del accionista	la sociedad del grupo del	Descripción relación/cargo
representante, vinculado	significativo vinculado	accionista significativo	
DON JOSÉ MARÍA SERRA	CO SOCIEDAD	CO SOCIEDAD	
FARRÉ	DE GESTIÓN Y	DE GESTIÓN Y	Presidente
IARRE	PARTICIPACIÓN, S.A.	PARTICIPACIÓN, S.A.	



[√]

No

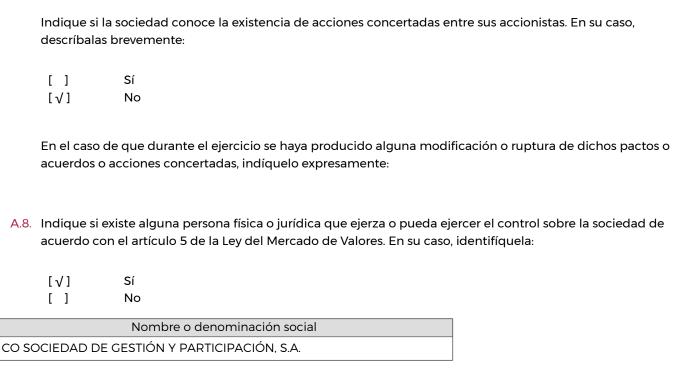
INFORME ANUAL DE GOBIERNO CORPORATIVO DE LAS SOCIEDADES ANÓNIMAS COTIZADAS

Nombre o denominación social del consejero o representante, vinculado	Nombre o denominación social del accionista significativo vinculado	Denominación social de la sociedad del grupo del accionista significativo	Descripción relación/cargo
DON JORGE ENRICH IZARD	DEPSA 96, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero
DON FEDERICO HALPERN BLASCO	DEPSA 96, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero
DON FRANCISCO JOSÉ ARREGUI LABORDA	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero Secretario
DON HUGO SERRA CALDERÓN	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero Delegado Mancomunado
JUSAL, S.L.	LA PREVISIÓN 96, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Accionista minoritario
COTYP, S.L.	INOC, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero y Accionista minoritario
VILLASA, S.L.	INOC, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero y Accionista minoritario
GESTIÓN DE ACTIVOS Y VALORES, S.L.	INOC, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Vicepresidente
ENSIVEST BROS 2014, S.L.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero Delegado Mancomunado
LACANUDA CONSELL, S.L.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Consejero Delegado Mancomunado

Don Enrique Giró Godó y Doña Assumpta Soler Serra fueron nombrados consejeros dominicales a propuesta de INOC, S.A., si bien no tienen vinculación con este accionista.

A.7.	Indique s	si han sido comunicados a la sociedad pactos parasociales que la afecten según lo establecido en
	los artícul	los 530 y 531 de la Ley de Sociedades de Capital. En su caso, descríbalos brevemente y relacione los
	accionista	as vinculados por el pacto:
	[]	Sí





A.9. Complete los siguientes cuadros sobre la autocartera de la sociedad:

A fecha de cierre del ejercicio:

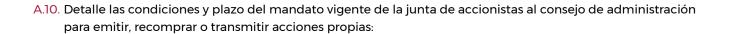
Número de	Número de acciones	% total sobre
acciones directas	indirectas(*)	capital social
	2.095.017	1,75

(*) A través de:

Nombre o denominación social del titular directo de la participación	Número de acciones directas
SOCIEDAD GESTIÓN CATALANA OCCIDENTE, S.A.	2.095.017
Total	2.095.017

No se ha producido ningún cambio en el titular directo de la participación respecto a informes anteriores. Sociedad Gestión Catalana Occidente, S.A.U. es la nueva denominación de Salerno 94, S.A.U. como consecuencia de la fusión en virtud de la cual esta sociedad, como sociedad absorbente, adquirió la denominación de la sociedad absorbida (Sociedad Gestión Catalana Occidente, S.A.U.).





El Consejo de Administración de Grupo Catalana Occidente, S.A. (la "Sociedad") está autorizado y facultado para la adquisición derivativa de acciones propias, bien sea directamente o a través de sociedades filiales, por cualquiera de las modalidades de adquisición que admite la Ley dentro de los límites y con sujeción a los requisitos establecidos en la Ley de Sociedades de Capital ("LSC"), y, en particular, a los siguientes:

(i) El valor nominal de las acciones adquiridas, directa o indirectamente, sumándose al de las que ya posean la sociedad adquirente y sus sociedades filiales, y, en su caso, la sociedad dominante y sus filiales, no podrá exceder del 10% del capital social de la Sociedad.
(ii) La adquisición de acciones, comprendidas las que la sociedad o persona que actuase en nombre propio pero por cuenta de aquélla hubiese adquirido con anterioridad y tuviese en cartera, no podrá producir el efecto de que el patrimonio neto, tal como se define en el artículo 146 LSC, resulte inferior al importe del capital social más las reservas legal o estatutariamente indisponibles.

(iii) Las modalidades de adquisición podrán consistir tanto en compraventa como en permuta como en cualquier otra modalidad de negocio a título oneroso, según las circunstancias, de acciones íntegramente desembolsadas, libres de toda carga o gravamen y que no lleven aparejada la obligación de realizar prestaciones accesorias.

(iv) El contravalor mínimo y máximo de adquisición serán el de su valor de cotización reducido o incrementado en un 10%, respectivamente, en la fecha en que se lleve a término la operación de que se trate.

La actual autorización se otorgó por un plazo de cinco años en la Junta General de Accionistas celebrada el 23 de abril de 2015. En este sentido, y ante la próxima expiración del anterior plazo, el orden del día de la Junta General de Accionistas convocada para el próximo 30 de abril de 2020 incluye la renovación de dicha autorización por idéntico plazo.

En el marco de la citada autorización, el Consejo de Administración establecerá la política de actuación en materia de autocartera, pudiendo delegar en el Presidente y/o en el Consejoro Delegado de la Sociedad, la ejecución de dicha política. Asimismo, el Consejo de Administración deberá controlar especialmente que, en el momento de cualquier adquisición autorizada, se respeten las condiciones establecidas en el acuerdo, en la Ley y los criterios que pueda establecer el regulador. En todo caso deberán respetarse en las adquisiciones las normas y límites contenidos en el Reglamento Interno de Conducta de Grupo Catalana Occidente, S.A. y sus sociedades dependientes (en adelante, el "Grupo" o "Grupo Catalana Occidente"), en particular en lo referente a su precio.

Asimismo, las adquisiciones que se realicen con base en la indicada autorización podrán tener por objeto acciones que hayan de ser entregadas, en aplicación de programas retributivos de la Sociedad y su Grupo, a los trabajadores o administradores de la Sociedad y sus sociedades filiales, directamente o como consecuencia del ejercicio de opción de que aquéllos sean titulares, para lo cual podrá utilizarse la autocartera existente de la Sociedad, o llevar a término nuevas adquisiciones al amparo de la indicada autorización.

A.11. Capital flotante estimado:

	%
Capital flotante estimado	33,91

A.12. Indique si existe cualquier restricción (estatutaria, legislativa o de cualquier índole) a la transmisibilidad de valores y/o cualquier restricción al derecho de voto. En particular, se comunicará la existencia de cualquier tipo de restricciones que puedan dificultar la toma de control de la sociedad mediante la adquisición de sus acciones en el mercado, así como aquellos regímenes de autorización o comunicación previa que, sobre las adquisiciones o transmisiones de instrumentos financieros de la compañía, le sean aplicables por normativa sectorial.

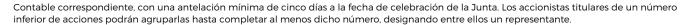
[√]	Sí
r 1	Nο

Descripcion de las restricciones

No existen restricciones al derecho de voto, ya que cada acción da derecho a un voto. No obstante, de conformidad con los Estatutos Sociales y el Reglamento de la Junta General, para asistir a la Junta General de Accionistas se exige un mínimo de 250 acciones inscritas en el Registro



adquisición en virtud de lo dispuesto en la Ley 6/2007.



Asimismo, aplican las restricciones propias de la normativa de seguros (Ley 20/2015, de 14 de julio, de ordenación, supervisión y solvencia de las entidades aseguradoras y reaseguradoras y su normativa de desarrollo) que somete a requisitos administrativos la adquisición directa o indirecta de acciones o compañías aseguradoras en función de unos determinados umbrales.

A.13. Indique si la junta general ha acordado adoptar medidas de neutralización frente a una oferta pública de

	[] [√]	Sí No
	En su caso, e restricciones	xplique las medidas aprobadas y los términos en que se producirá la ineficiencia de las :
A.14	. Indique si la	sociedad ha emitido valores que no se negocian en un mercado regulado de la Unión Europea.
	[] [√]	Sí No
	En su caso, ir que confiera	ndique las distintas clases de acciones y, para cada clase de acciones, los derechos y obligaciones :
JUN	TA GENERAL	
B.1.		su caso detalle, si existen diferencias con el régimen de mínimos previsto en la Ley de Sociedade SC) respecto al quórum de constitución de la junta general:
	[] [√]	Sí No
B.2.		su caso, detalle si existen diferencias con el régimen previsto en la Ley de Sociedades de Capital adopción de acuerdos sociales:
	[] [√]	Sí No
B.3.	las mayorías	ormas aplicables a la modificación de los estatutos de la sociedad. En particular, se comunicarán previstas para la modificación de los estatutos, así como, en su caso, las normas previstas para la derechos de los socios en la modificación de los estatutos.
		para la modificación de Estatutos Sociales son iguales a las establecidas en la LSC. Así, en el artículo 10 de los Estatutos que para que la Junta pueda acordar válidamente el aumento o disminución de capital y, en general, cualquier modificación

de los Estatutos Sociales, se exigirán los quórums de asistencia y, en su caso, mayorías dispuestos en los artículos 194 y 201 LSC.

Asimismo, conforme a lo dispuesto en los artículos 286 y 287 LSC, en caso de modificación de los estatutos, los administradores o, en su caso, los accionistas autores de la propuesta deberán redactar el texto íntegro de la modificación que proponen y un informe escrito justificativo



de la modificación, que deberá ser puesto a disposición de los accionistas con ocasión de la convocatoria de la junta que debata sobre dicha modificación.

En virtud de los artículos 197.bis LSC y 4.8 del Reglamento de la Junta General, se votarán separadamente aquellos asuntos que sean sustancialmente independientes, como las modificaciones de los Estatutos, en cuyo caso, se votará separadamente cada artículo o grupo de artículos con contenido independiente. No obstante, se votarán conjuntamente las propuestas de aprobación de un texto completo de los Estatutos.

B.4. Indique los datos de asistencia en las juntas generales celebradas en el ejercicio al que se refiere el presente informe y los de los dos ejercicios anteriores:

	Datos de asistencia					
Fecha junta general	% de	% en	% voto a	distancia	Total	
, ,	presencia física	representación	Voto electrónico	Otros		
27/04/2017	69,31	14,38	0,00	0,12	83,81	
De los que Capital flotante	4,20	14,36	0,00	0,12	18,68	
26/04/2018	65,79	15,58	0,00	0,52	81,89	
De los que Capital flotante	1,89	15,55	0,00	0,52	17,96	
25/04/2019	65,19	15,11	0,00	0,20	80,50	
De los que Capital flotante	0,53	15,08	0,00	0,20	15,81	

B.5.	.5. Indique si en las juntas generales celebradas en el ejercicio ha habido algún punto del orden del dia que, cualquier motivo, no haya sido aprobado por los accionistas:						
	[] [√]	Sí No					
B.6.	•	9	na restricción estatutaria que establezca un núr ral, o para votar a distancia:	nero mínimo de accior	es necesarias para		
	[√] []	Sí No					
	Número d	de acciones	necesarias para asistir a la junta general	250			

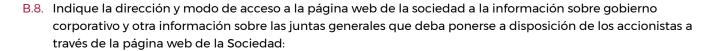
B.7. Indique si se ha establecido que determinadas decisiones, distintas a l	lac establecidas nor Lo	av due entrañan
b./. Indique si se na establecido que determinadas decisiones, distintas a r	ias establecidas poi Li	zy, que entranan
B.7. Inalque si se na establecido que determinadas decisiones, distintas a r	ido cotabiccidas poi Et	sy, que critianian

Número de acciones necesarias para votar a distancia

 	to the completing que determinades decisiones, distintes à les completines per 20,, que entrainen
una adqui	isición, enajenación, la aportación a otra sociedad de activos esenciales u otras operaciones
corporativ	as similares, deben ser sometidas a la aprobación de la junta general de accionistas:
[]	Sí
[\]	No

1





La dirección de la página web corporativa de la sociedad es: www.grupocatalanaoccidente.com

El modo de acceso al contenido de la información sobre gobierno corporativo y otra información sobre las juntas generales que deba ponerse a disposición de los accionistas a través de la indicada página web corporativa, se encuentra dentro del apartado "Junta General de Accionistas", claramente accesible a través de los enlaces "Accionistas e Inversores"-"Gobierno Corporativo".

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C. ESTRUCTURA DE LA ADMINISTRACION DE LA SOCIEDAD

C.1. Consejo de administración

C.1.1 Número máximo y mínimo de consejeros previstos en los estatutos sociales y el número fijado por la junta general:

Número máximo de consejeros	18
Número mínimo de consejeros	9
Número de consejeros fijado por la junta	16

C.1.2 Complete el siguiente cuadro con los miembros del consejo:

Nombre o denominación social del consejero	Representante	Categoría del consejero	Cargo en el consejo	Fecha primer nombramiento	Fecha último nombramiento	Procedimiento de elección
DON JOSÉ MARÍA SERRA FARRÉ		Ejecutivo	PRESIDENTE	15/04/1975	27/04/2017	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON JORGE ENRICH IZARD		Dominical	CONSEJERO	29/04/1993	27/04/2017	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON FEDERICO HALPERN BLASCO		Dominical	CONSEJERO	25/11/1993	28/04/2016	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON JOSÉ IGNACIO ÁLVAREZ JUSTE		Ejecutivo	CONSEJERO DELEGADO	26/04/2012	25/04/2019	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON FRANCISCO JAVIER PÉREZ FARGUELL		Independiente	CONSEJERO	25/02/2015	25/04/2019	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON JUAN IGNACIO GUERRERO GILABERT		Independiente	CONSEJERO	28/04/2011	27/04/2017	ACUERDO JUNTA GENERAL DE ACCIONISTAS



Nombre o denominación social del consejero	Representante	Categoría del consejero	Cargo en el consejo	Fecha primer nombramiento	Fecha último nombramiento	Procedimiento de elección
DOÑA MARÍA ASSUMPTA SOLER SERRA		Dominical	CONSEJERO	24/09/2009	26/04/2018	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON FRANCISCO JOSÉ ARREGUI LABORDA		Ejecutivo	SECRETARIO CONSEJERO	29/01/1998	25/04/2019	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON HUGO SERRA CALDERÓN		Ejecutivo	CONSEJERO	27/06/2013	26/04/2018	ACUERDO JUNTA GENERAL DE ACCIONISTAS
JUSAL, S.L.	DON JOSÉ MARIA JUNCADELLA SALA	Dominical	CONSEJERO	29/04/2010	26/04/2018	ACUERDO JUNTA GENERAL DE ACCIONISTAS
COTYP, S.L.	DON ALBERTO THIEBAUT ESTRADA	Dominical	CONSEJERO	23/02/2012	28/04/2016	ACUERDO JUNTA GENERAL DE ACCIONISTAS
VILLASA, S.L.	DON FERNANDO VILLAVECCHIA OBREGÓN	Dominical	CONSEJERO	26/06/1997	28/04/2016	ACUERDO JUNTA GENERAL DE ACCIONISTAS
GESTIÓN DE ACTIVOS Y VALORES, S.L.	DON JAVIER JUNCADELLA SALISACHS	Dominical	VICEPRESIDENT	E 25/05/2017	26/04/2018	ACUERDO JUNTA GENERAL DE ACCIONISTAS
ENSIVEST BROS 2014, S.L.	DON JORGE ENRICH SERRA	Dominical	CONSEJERO	25/02/2015	27/04/2017	ACUERDO JUNTA GENERAL DE ACCIONISTAS
LACANUDA CONSELL, S.L.	DON CARLOS FEDERICO HALPERN SERRA	Dominical	CONSEJERO	29/04/2010	26/04/2018	ACUERDO JUNTA GENERAL DE ACCIONISTAS
DON ENRIQUE GIRÓ GODÓ		Dominical	CONSEJERO	28/02/2019	25/04/2019	ACUERDO JUNTA GENERAL DE ACCIONISTAS



Número total de consejeros	16
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Indique las bajas que, ya sea por dimisión, destitución o por cualquier otra causa, se hayan producido en el consejo de administración durante el periodo sujeto a información:

Nombre o denominación social del consejero	Categoría del consejero en el momento del cese	Fecha del último nombramiento	Fecha de baja	Comisiones especializadas de las que era miembro	Indique si la baja se ha producido antes del fin del mandato
INVERSIONES GIRÓ GODÓ, S.L.	Dominical	28/04/2016	28/02/2019	Ninguna	SI

Causa de la baja y otras observaciones

Inversiones Giró Godó, S.L. presentó su dimisión en el Consejo del pasado 28/02/2019, siendo nombrado consejero por el procedimiento de cooptación en idéntica fecha su representante persona física, D. Enrique Giró Godó, siendo ratificado por la Junta General el 25/04/2019.

C.1.3 Complete los siguientes cuadros sobre los miembros del consejo y su distinta categoría:

CONSEJEROS EJECUTIVOS					
Nombre o denominación social del consejero	Cargo en el organigrama de la sociedad	Perfil			
DON JOSÉ MARÍA SERRA FARRÉ	PRESIDENTE EJECUTIVO	Licenciado en Dirección de Empresas y Derecho (ICADE). Programa de Alta Dirección Empresarial - IESE. Ha sido Presidente del Consejo Rector del Instituto de Investigación Cooperativa entre Entidades Aseguradoras y Fondos de Pensiones y Presidente del Instituto de la Empresa Familiar.			
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	CONSEJERO DELEGADO	Licenciado en Ciencias Económicas y Empresariales por la Universidad Comercial de Deusto.			
DON FRANCISCO JOSÉ ARREGUI LABORDA	CONSEJERO DIRECTOR GENERAL	Licenciado en Derecho por la Universidad de Barcelona. Abogado del Estado en excedencia. Programa de Alta Dirección Empresarial - IESE.			
DON HUGO SERRA CALDERÓN	CONSEJERO DIRECTOR GENERAL ADJUNTO A LA PRESIDENCIA	Licenciado en Business Administration por UPC. BSBA por University of Wales y MBA por IESE Business School.			

Número total de consejeros ejecutivos	4
% sobre el total del consejo	25,00

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	CONSEJEROS EXTERNOS DOMINICALES					
Nombre o denominación social del consejero	Nombre o denominación del accionista significativo a quien representa o que ha propuesto su nombramiento	Perfil				
DON JORGE ENRICH IZARD	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Licenciado en Derecho por la Universidad de Madrid.				
DON FEDERICO HALPERN BLASCO	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Licenciado en Ciencias Económicas por la Universidad de Barcelona. Diplomado en Seguros Industriales por la Escuela de Organización Industrial. Titulado en la Escuela Oficial de Periodismo de Madrid.				
DOÑA MARÍA ASSUMPTA SOLER SERRA	INOC, S.A.	Licenciada en Geografía e Historia por la Universidad de Barcelona.				
JUSAL, S.L.	JUSAL, S.L.	Licenciado en Ciencias Económicas y Empresariales por la Universidad de Barcelona.				
COTYP, S.L.	INOC, S.A.	Licenciado en Ciencias Económicas y Empresariales por la Universidad Complutense de Madrid. MBA por Instituto de Empresa.				
VILLASA, S.L.	INOC, S.A.	Licenciado en Arquitectura por la Escuela Superior de Arquitectura de Barcelona, Universitat Politècnica de Catalunya.				
GESTIÓN DE ACTIVOS Y VALORES, S.L.	INOC, S.A.	Licenciado en Ciencias Económicas. MBA por ESADE.				
ENSIVEST BROS 2014, S.L.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	BBA en International Business por Schiller International University. PDD de IESE.				
LACANUDA CONSELL, S.L.	CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Licenciado en Ciencias Físicas por la Universidad Complutense de Madrid. MBA de IESE. AMP en Harvard Business School.				
DON ENRIQUE GIRÓ GODÓ	INOC, S.A.	Diplomado en Empresariales por la Universidad de Barcelona.				

Número total de consejeros dominicales	10
% sobre el total del consejo	62,50

Los perfiles que se incluyen respecto a las personas jurídicas se refieren a sus representantes personas físicas.

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	CONSEJEROS EXTERNOS INDEPENDIENTES		
Nombre o denominación social del consejero	Perfil		
DON JUAN IGNACIO GUERRERO GILABERT	Licenciado en Ciencias Económicas y Empresariales por la Universidad de Barcelona. Actuario de Seguros por la Universidad de Barcelona. Doctorado en Matemática Financiera y Actuarial por la Universidad de Barcelona. Consejero - Director General de "Domasa Inversiones, S.L.". Ha sido Consejero Delegado - Director General de "Aresa, Seguros Generales, S.A.".		
DON FRANCISCO JAVIER PÉREZ FARGUELL	Licenciado en Derecho por la Universidad de Barcelona. Licenciado en Ciencias Empresariales y MBA por ESADE Business School. Executive Program en Stanford Business School. Diplomado por Harvard e Insead. Consejero de Mahou-San Miguel entre 2005 y 2015. Socio Director de Clearwater International. Miembro del Consejo Asesor de Foment del Treball Nacional y Miembro del Pleno de la Cambra de Comerç de Barcelona.		

Número total de consejeros independientes	2
% sobre el total del consejo	12,50

Indique si algún consejero calificado como independiente percibe de la sociedad, o de su mismo grupo, cualquier cantidad o beneficio por un concepto distinto de la remuneración de consejero, o mantiene o ha mantenido, durante el último ejercicio, una relación de negocios con la sociedad o con cualquier sociedad de su grupo, ya sea en nombre propio o como accionista significativo, consejero o alto directivo de una entidad que mantenga o hubiera mantenido dicha relación.

En su caso, se incluirá una declaración motivada del consejo sobre las razones por las que considera que dicho consejero puede desempeñar sus funciones en calidad de consejero independiente.

Nombre o denominación social del consejero	Descripción de la relación	Declaración motivada
Sin datos		

	Sin datos	
OTROS CONSEJEROS EXTERNOS		
	Se identificará a	los otros conseieros externos y se detallarán los motivos por los que no se puedan considerar

Nombre o Sociedad, directivo o denominación Motivos accionista con el que social del consejero mantiene el vínculo

dominicales o independientes y sus vínculos, ya sea con la sociedad, sus directivos, o sus accionistas:

Número total de otros consejeros externos	N.A.
% sobre el total del consejo	N.A.

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Indique las variaciones que, en su caso, se hayan producido durante el periodo en la categoría de cada consejero:

Nombre o denominación social del consejero	Fecha del cambio	Categoría anterior	Categoría actual
Sin date	os		

C.1.4 Complete el siguiente cuadro con la información relativa al número de consejeras al cierre de los últimos 4 ejercicios, así como la categoría de tales consejeras:

	Número de consejeras		% sobre el total de consejeros de cada categoría					
	Ejercicio 2019	Ejercicio 2018	Ejercicio 2017	Ejercicio 2016	Ejercicio 2019	Ejercicio 2018	Ejercicio 2017	Ejercicio 2016
Ejecutivas					0,00	0,00	0,00	0,00
Dominicales	1	1	1	1	10,00	10,00	10,00	10,00
Independientes					0,00	0,00	0,00	0,00
Otras Externas					0,00	0,00	0,00	0,00
Total	1	1	1	1	6,25	6,25	6,25	6,25

C.1.5 Indique si la sociedad cuenta con políticas de diversidad en relación con el consejo de administración de la empresa por lo que respecta a cuestiones como, por ejemplo, la edad, el género, la discapacidad, o la formación y experiencia profesionales. Las entidades pequeñas y medianas, de acuerdo con la definición contenida en la Ley de Auditoría de Cuentas, tendrán que informar, como mínimo, de la política que tengan establecida en relación con la diversidad de género.

[]	Sí
[]	No
[\]	Políticas parciales

En caso afirmativo, describa estas políticas de diversidad, sus objetivos, las medidas y la forma en que se ha aplicado y sus resultados en el ejercicio. También se deberán indicar las medidas concretas adoptadas por el consejo de administración y la comisión de nombramientos y retribuciones para conseguir una presencia equilibrada y diversa de consejeros.

En caso de que la sociedad no aplique una política de diversidad, explique las razones por las cuales no lo hace.

Descripción de las políticas, objetivos, medidas y forma en que se han aplicado, así como los resultados obtenidos

De conformidad con el artículo 16 del Reglamento del Consejo de Administración (el "Reglamento del Consejo"), la Comisión de Nombramientos y Retribuciones tiene encomendada la función básica de formular y revisar los criterios que deben seguirse para la composición del Consejo de Administración y la selección de candidatos. En particular, dicha Comisión ha venido velando y velará porque los procesos de selección de candidatos no adolezcan de sesgos implícitos que obstaculicen la diversidad, elevando propuestas o informando al Consejo de Administración, según el caso, con total objetividad y respeto del principio de igualdad y diversidad, en atención a sus condiciones profesionales, experiencia y conocimientos. Este principio ha presidido siempre los criterios de actuación de la citada Comisión, por lo que no resulta necesario adoptar ninguna medida adicional, ya que no hay discriminaciones que eliminar. Siempre se ha buscado el candidato adecuado, con independencia de cuestiones como por ejemplo la edad, el género, o discapacidad. Adicionalmente, la Comisión de Nombramientos y Retribuciones tiene encomendada la función, de conformidad dicho artículo 16, de establecer un objetivo de representación para el sexo menos representado en el



Consejo de Administración y elaborar orientaciones sobre cómo alcanzar dicho objetivo, en caso de que se produzcan vacantes en el mismo. No obstante, aún no se ha establecido dicho objetivo al no haberse producido las citadas vacantes.

C.1.6 Explique las medidas que, en su caso, hubiese convenido la comisión de nombramientos para que los procedimientos de selección no adolezcan de sesgos implícitos que obstaculicen la selección de consejeras, y que la compañía busque deliberadamente e incluya entre los potenciales candidatos, mujeres que reúnan el perfil profesional buscado y que permita alcanzar una presencia equilibrada de mujeres y hombres:

Explicación de las medidas

La Comisión de Nombramientos y Retribuciones vela por que se respeten las medidas indicadas en el apartado anterior y se tome en consideración a personas de ambos sexos que reúnan las condiciones y capacidades necesarias para el cargo. Adicionalmente, de conformidad con el artículo 16.5.k) del Reglamento del Consejo, dicha Comisión tiene atribuida la función de establecer un objetivo de representación para el sexo menos representado en el Consejo de Administración y elaborar orientaciones sobre cómo alcanzar dicho objetivo en caso de que se produzcan vacantes en el mismo. No obstante, aún no se ha establecido dicho objetivo al no haberse producido las citadas vacantes.

Cuando a pesar de las medidas que, en su caso, se hayan adoptado, sea escaso o nulo el número de consejeras, explique los motivos que lo justifiquen:

Explicación de los motivos

El nombramiento de nuevos Consejeros depende, en gran medida, de la aparición de vacantes en el seno del Consejo de Administración, lo que no sucede frecuentemente. En este sentido, en los últimos ejercicios, los únicos movimientos que se han producido han sido reelecciones, sustituciones de Consejero persona física por persona jurídica, persona jurídica por su representante persona física, así como cambios en la persona jurídica consejera pero con mantenimiento del representante persona física.

C.1.7 Explique las conclusiones de la comisión de nombramientos sobre la verificación del cumplimiento de la política de selección de consejeros. Y en particular, sobre cómo dicha política está promoviendo el objetivo de que en el año 2020 el número de consejeras represente, al menos, el 30% del total de miembros del consejo de administración.

La ausencia de vacantes efectivas en el Consejo de Administración unido al hecho de que una gran parte de los consejeros son consejeros dominicales nombrados a propuesta de accionistas con una participación significativa, ha hecho innecesario hasta el momento aprobar una política de selección de consejeros, de manera que no ha sido necesario verificar la misma. Sin perjuicio de lo anterior, y por lo que respecta al objetivo sobre el porcentaje de consejeras en el Consejo de Administración, tal y como se ha señalado en el apartado precedente, la Comisión de Nombramientos y Retribuciones tiene atribuida la función de establecer un objetivo de representación para el sexo menos representado en el Consejo de Administración y elaborar orientaciones sobre cómo alcanzar dicho objetivo que, en su caso, tratará de implementar cuando se produzcan las señaladas vacantes.

C.1.8 Explique, en su caso, las razones por las cuales se han nombrado consejeros dominicales a instancia de accionistas cuya participación accionarial es inferior al 3% del capital:

Nombre o denominación social del accionista	Justificación
CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	Aunque el citado accionista no posee una participación accionarial superior al 3% directamente, tal y como se señala en el apartado A.7 anterior, ejerce el control indirecto sobre la Sociedad de acuerdo con el artículo 42 del Código de Comercio.
JUSAL, S.L.	Jusal, S.L. dejó de ostentar una participación accionarial directa superior al 3% en la Sociedad, si bien ostenta, indirectamente, una participación del 4,27% en la Sociedad.



Indique si no se han atendido peticiones formales de presencia en el consejo procedentes de accionistas cuya participación accionarial es igual o superior a la de otros a cuya instancia se hubieran designado consejeros dominicales. En su caso, explique las razones por las que no se hayan atendido:

[] Sí [√] No

C.1.9 Indique, en el caso de que existan, los poderes y las facultades delegadas por el consejo de administración en consejeros o en comisiones del consejo:

Nombre o denominación social del consejero o comisión	Breve descripción
JOSÉ MARÍA SERRA FARRÉ	El Presidente Ejecutivo tiene delegadas todas las facultades propias del Consejo de Administración legal y estatutariamente delegables, excepto las indelegables conforme a la Ley y al Reglamento del Consejo de Administración de la Sociedad.
JOSÉ IGNACIO ÁLVAREZ JUSTE	El Consejero Delegado tiene delegadas todas las facultades propias del Consejo de Administración legal y estatutariamente delegables, excepto las indelegables conforme a la Ley y al Reglamento del Consejo de Administración de la Sociedad, así como la facultad de vender, pignorar y en cualquier otra forma transmitir y/o gravar, las acciones, participaciones sociales o cuotas de toda clase de sociedades y entidades que formen parte del mismo grupo que la Sociedad, de conformidad con lo previsto en el artículo 42 del Código de Comercio.
FRANCISCO JOSÉ ARREGUI LABORDA	El Consejero Director General tiene atribuidos amplios poderes de representación de la Sociedad para su gestión ordinaria (con las exclusiones señaladas para el Consejero Delegado), limitados a 10 millones de euros de forma solidaria, pudiendo ejercitarlos sin límite monetario de forma mancomunada con el Consejero Director General Adjunto a Presidencia.
HUGO SERRA CALDERÓN	El Consejero Director General Adjunto a Presidencia tiene atribuidos amplios poderes de representación de la Sociedad para su gestión ordinaria (con las exclusiones señaladas para el Consejero Delegado), limitados a 10 millones de euros de forma solidaria, pudiendo ejercitarlos sin límite monetario de forma mancomunada con el Consejero Director General.

C.1.10 Identifique, en su caso, a los miembros del consejo que asuman cargos de administradores, representantes de administradores o directivos en otras sociedades que formen parte del grupo de la sociedad cotizada:

Nombre o denominación social del consejero	Denominación social de la entidad del grupo	Cargo	¿Tiene funciones ejecutivas?
DON JOSÉ MARÍA SERRA FARRÉ	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	PRESIDENTE	SI
DON JOSÉ MARÍA SERRA FARRÉ	BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	PRESIDENTE	NO
DON JOSÉ MARÍA SERRA FARRÉ	GRUPO COMPAÑÍA ESPAÑOLA DE CRÉDITO Y CAUCIÓN, S.L.	CONSEJERO	NO

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Nombre o denominación social del consejero	Denominación social de la entidad del grupo	Cargo	¿Tiene funciones ejecutivas?
DON JORGE ENRICH IZARD	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON JORGE ENRICH IZARD	GRUPO COMPAÑÍA ESPAÑOLA DE CRÉDITO Y CAUCIÓN, S.L.	CONSEJERO	NO
DON FEDERICO HALPERN BLASCO	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	ATRADIUS CRÉDITO Y CAUCIÓN, S.A. DE SEGUROS Y REASEGUROS	PRESIDENTE	NO
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	SI
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	GRUPO CATALANA OCCIDENTE GESTIÓN DE ACTIVOS, S.G.I.I.C., S.A.	CONSEJERO	NO
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	CONSEJERO	SI
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	BILBAO HIPOTECARIA, S.A. ESTABLECIMIENTO FINANCIERO DE CRÉDITO	CONSEJERO	NO
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	GRUPO COMPAÑÍA ESPAÑOLA DE CRÉDITO Y CAUCIÓN, S.L.	PRESIDENTE	NO
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	ATRADIUS N.V.	CHAIRMAN SUPERVISORY BOARD	NO
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	GRUPO CATALANA OCCIDENTE TECNOLOGÍA Y SERVICIOS, A.I.E.	PRESIDENTE	NO
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	GRUPO CATALANA OCCIDENTE CONTACT CENTER, A.I.E.	PRESIDENTE	NO
DON FRANCISCO JAVIER PÉREZ FARGUELL	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON FRANCISCO JAVIER PÉREZ FARGUELL	BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	CONSEJERO	NO

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Nombre o denominación social del consejero	Denominación social de la entidad del grupo	Cargo	¿Tiene funciones ejecutivas?
DON JUAN IGNACIO GUERRERO GILABERT	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON JUAN IGNACIO GUERRERO GILABERT	BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	CONSEJERO	NO
DOÑA MARÍA ASSUMPTA SOLER SERRA	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	SOCIEDAD GESTIÓN CATALANA OCCIDENTE, S.A.	REPRESENTANTE ADMINISTRADOR ÚNICO	SI
DON FRANCISCO JOSÉ ARREGUI LABORDA	ATRADIUS CRÉDITO Y CAUCIÓN, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO-SECRETARIO Y DIRECTOR GENERAL	SI
DON FRANCISCO JOSÉ ARREGUI LABORDA	CATOC SICAV, S.A.	PRESIDENTE	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	GRUPO CATALANA OCCIDENTE GESTIÓN DE ACTIVOS, S.G.I.I.C., S.A.	CONSEJERO	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	CONSEJERO	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	BILBAO HIPOTECARIA, S.A. ESTABLECIMIENTO FINANCIERO DE CRÉDITO	CONSEJERO	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	COSALUD SERVICIOS, S.A.	REPRESENTANTE ADMINISTRADOR ÚNICO	SI
DON FRANCISCO JOSÉ ARREGUI LABORDA	HERCASOL, S.A. SICAV	PRESIDENTE	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	GRUPO COMPAÑÍA ESPAÑOLA DE CRÉDITO Y CAUCIÓN, S.L.	REPRESENTANTE CONSEJERO	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	ATRADIUS N.V.	VICECHAIRMAN SUPERVISORY BOARD	NO
DON FRANCISCO JOSÉ ARREGUI LABORDA	GRUPO CATALANA OCCIDENTE TECNOLOGÍA Y SERVICIOS, A.I.E.	CONSEJERO	NO



Nombre o denominación social del consejero	Denominación social de la entidad del grupo	Cargo	¿Tiene funciones ejecutivas?
DON FRANCISCO JOSÉ ARREGUI LABORDA	GRUPO CATALANA OCCIDENTE CONTACT CENTER, A.I.E.	CONSEJERO	NO
DON HUGO SERRA CALDERÓN	ATRADIUS CRÉDITO Y CAUCIÓN, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON HUGO SERRA CALDERÓN	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	SI
DON HUGO SERRA CALDERÓN	CATOC SICAV, S.A.	CONSEJERO	NO
DON HUGO SERRA CALDERÓN	GRUPO CATALANA OCCIDENTE GESTIÓN DE ACTIVOS, S.G.I.I.C., S.A.	PRESIDENTE	NO
DON HUGO SERRA CALDERÓN	BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	CONSEJERO	NO
DON HUGO SERRA CALDERÓN	HERCASOL, S.A. SICAV	CONSEJERO	NO
DON HUGO SERRA CALDERÓN	GCO GESTORA DE PENSIONES EGFP, S.A.	PRESIDENTE	SI
DON HUGO SERRA CALDERÓN	GRUPO CATALANA OCCIDENTE ACTIVOS INMOBILIARIOS, S.L.	PRESIDENTE	SI
DON HUGO SERRA CALDERÓN	GRUPO COMPAÑÍA ESPAÑOLA DE CRÉDITO Y CAUCIÓN, S.L.	CONSEJERO	NO
DON HUGO SERRA CALDERÓN	ATRADIUS N.V.	MEMBER SUPERVISORY BOARD	NO
DON HUGO SERRA CALDERÓN	GRUPO CATALANA OCCIDENTE TECNOLOGÍA Y SERVICIOS, A.I.E.	CONSEJERO	SI
DON HUGO SERRA CALDERÓN	GRUPO CATALANA OCCIDENTE CONTACT CENTER, A.I.E.	CONSEJERO	SI
JUSAL, S.L.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
COTYP, S.L.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO



Nombre o denominación social del consejero	Denominación social de la entidad del grupo	Cargo	¿Tiene funciones ejecutivas?
VILLASA, S.L.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
GESTIÓN DE ACTIVOS Y VALORES, S.L.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	VICEPRESIDENTE	NO
ENSIVEST BROS 2014, S.L.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
LACANUDA CONSELL, S.L.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO
DON ENRIQUE GIRÓ GODÓ	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	CONSEJERO	NO

Los consejeros de la Sociedad D. José Maria Serra Farré, D. José Ignacio Álvarez Juste, D. Francisco José Arregui Laborda, D. Hugo Serra Calderón, D. Juan Ignacio Guerrero Gilabert y D. Francisco Javier Pérez Farguell dimitieron de sus cargos en el consejo de administración de Plus Ultra Seguros Generales y Vida, S.A. de Seguros y Reaseguros en fecha 23 de diciembre de 2019 (aunque con efectos 1 de enero de 2020) con motivo de la modificación del sistema de administración de la misma.

Asimismo, con efectos desde el pasado 1 de enero de 2020 el consejero D. José Ignacio Álvarez Juste ya no ostenta el cargo de consejero delegado de las sociedades Bilbao Compañía Anónima de Seguros y Reaseguros, S.A. y Seguros Catalana Occidente S.A. de Seguros y Reaseguros.

Además de los cargos indicados en dicho Apartado, el representante persona física de Lacanuda Consell, S.L., Don Carlos Halpern Serra, ejerce de consejero en Atradius Crédito y Caución, S.A. de Seguros y Reaseguros.

C.1.11 Detalle, en su caso, los consejeros o representantes de consejeros personas jurídicas de su sociedad, que sean miembros del consejo de administración o representantes de consejeros personas jurídicas de otras entidades cotizadas en mercados oficiales de valores distintas de su grupo, que hayan sido comunicadas a la sociedad:

Nombre o denominación social del consejero	Denominación social de la entidad cotizada	Cargo
Sin datos		

C.1.12	Indique y, en su caso explique, si la sociedad ha establecido reglas sobre el número máximo de consejos
	de sociedades de los que puedan formar parte sus consejeros, identificando, en su caso, dónde se regula:

[√] Sí [] No

Explicación de las reglas e identificación del documento donde se regula

De conformidad con lo establecido en el artículo 29 del Reglamento del Consejo, para que el Consejero pueda dedicar el tiempo y esfuerzo necesario para desempeñar su función con eficacia no podrá formar parte de un número de consejos superior a seis.

A los efectos del cómputo del número indicado, no se considerarán los consejos de sociedades del Grupo, de los que se forme parte como Consejero propuesto por la Sociedad o por cualquier sociedad del Grupo o aquellos Consejos de sociedades patrimoniales de los Consejeros o de



sus familiares directos o que constituyan vehículos o complementos para el ejercicio profesional del propio Consejero, de su cónyuge o persona con análoga relación de afectividad o de sus familiares cercanos. Tampoco se considerará la pertenencia a los consejos de sociedades que tengan por objeto actividades de ocio, asistencia o ayuda a terceros, u objeto análogo, complementario o accesorio de cualquiera de estas actividades.

C.1.13 Indique los importes de los conceptos relativos a la remuneración global del consejo de administración siguientes:

Remuneración devengada en el ejercicio a favor del consejo de administración (miles de euros)	6.324
Importe de los derechos acumulados por los consejeros actuales en materia de pensiones (miles de euros)	5.319
Importe de los derechos acumulados por los consejeros antiguos en materia de pensiones (miles de euros)	

Adicionalmente existe un importe de 106 miles de euros correspondiente a retribución variable a largo plazo que no ha sido efectivamente liquidada, sino que se encuentra diferida y su percepción está condicionada en los términos de la Política de Remuneraciones de la Sociedad, publicada en la página web corporativa.

El importe de derechos acumulados por los consejeros actuales en materia de pensiones incluye tanto derechos económicos consolidados como no consolidados.

C.1.14 Identifique a los miembros de la alta dirección que no sean a su vez consejeros ejecutivos, e indique la remuneración total devengada a su favor durante el ejercicio:

Nombre o denominación social	Cargo/s	
DON JUAN CLOSA CAÑELLAS	DIRECTOR GENERAL NEGOCIO TRADICIONAL	
DON DAVID CAPDEVILA PONCE	DIRECTOR GENERAL DE ATRADIUS CRÉDITO Y CAUCIÓN, S.A. D Y REASEGUROS	E SEGUROS
DON JAVIER MAIZTEGUI OÑATE	DIRECTOR GENERAL DE BILBAO COMPAÑÍA ANÓNIMA DE SEG REASEGUROS, S.A.	UROS Y
DON AUGUSTO HUESCA CODINA	DIRECTOR GENERAL DE NORTEHISPANA DE SEGUROS Y REAS	EGUROS, S.A.
DON LUÍS ESTRELLA DE DELÁS	DIRECTOR GENERAL ADJUNTO COMERCIAL	
DON JORDI COTS PALTOR	DIRECTOR AUDITORIA INTERNA CORPORATIVA	
Remuneración total alta dirección (en miles de euros) 2.793		

Los cargos de D. Juan Closa Cañellas y D. David Capdevila Ponce son efectivos desde el pasado 1 de enero de 2020.

Adicionalmente, existe un importe total de 221 miles de euros correspondiente a retribución variable a largo plazo de los miembros de la Alta Dirección que no ha sido efectivamente liquidada, sino que se encuentra diferida y su percepción está condicionada en los términos de la Política de Remuneraciones de la Sociedad.

Por otra parte, la remuneración total incluye la remuneración percibida por D. José Manuel Cuesta Diaz (anterior Director de Auditoria Interna Corporativa) hasta su jubilación en fecha 1 de julio de 2019 y la remuneración de su sucesor, D. Jordi Cots Paltor, desde dicha fecha hasta final de ejercicio.

C.1.15	Indique si se ha producido durante el ejercicio alguna modificación en el reglamento del consejo
[]	Sí
[√]	No



C.1.16 Indique los procedimientos de selección, nombramiento, reelección y remoción de los consejeros. Detalle los órganos competentes, los trámites a seguir y los criterios a emplear en cada uno de los procedimientos.

Los Consejeros serán designados por la Junta General o por el Consejo de Administración, de conformidad con las normas contenidas en la LSC.

Las propuestas de nombramiento de Consejeros que someta el Consejo de Administración a la consideración de la Junta General y las decisiones de nombramiento que adopte dicho órgano en virtud de las facultades de cooptación que tiene legalmente atribuidas, deberán estar precedidas del correspondiente informe de la Comisión de Nombramientos y Retribuciones. Adicionalmente, por lo que respecta a los Consejeros independientes, corresponde a la Comisión de Nombramientos y Retribuciones elevar previamente al Consejo su propuesta de nombramiento. En todo caso, las propuestas de nombramiento de Consejeros deberán ir acompañadas de un informe justificativo del Consejo, que se unirá al acta de la Junta General o del propio Consejo.

En la designación de Consejeros externos, el Consejo de Administración y la Comisión de Nombramientos y Retribuciones, dentro del ámbito de sus competencias, procurarán que la elección de candidatos recaiga sobre personas de reconocida solvencia, competencia y experiencia.

Las propuestas de reelección de Consejeros que el Consejo de Administración decida someter a la Junta General, habrán de sujetarse a un proceso formal de elaboración, del que necesariamente formará parte un informe emitido por la Comisión de Nombramientos y Retribuciones, excepto en el caso de reelección de Consejeros independientes, y un informe del propio Consejo. Adicionalmente, por lo que respecta a los Consejeros independientes, corresponde a la Comisión de Nombramientos y Retribuciones elevar previamente al Consejo su propuesta de reelección. Cuando el Consejo se aparte de las recomendaciones de la Comisión de Nombramientos y Retribuciones sobre nombramiento o reelección de Consejeros, habrá de motivar las razones de su proceder y dejar constancia en acta de sus razones.

Los Consejeros ejercerán su cargo por periodos de cuatro años renovándose el Consejo por quintas partes o el número que más se aproxime cada año. No obstante, podrán ser reelegidos indefinidamente salvo los Consejeros independientes que en ningún caso permanecerán en su cargo como tales por un periodo superior a doce años.

Los Consejeros designados por cooptación, ejercerán su cargo hasta que concluya la celebración de la Junta General inmediatamente siguiente al nombramiento, en la que podrán ser ratificados o no. No obstante, de producirse una vacante una vez convocada la Junta General y antes de su celebración, el designado por cooptación ejercerá su cargo hasta la celebración de la siguiente Junta General.

Los Consejeros cesarán en el cargo cuando haya transcurrido el periodo para el que fueron nombrados y cuando lo decida la Junta General. Las propuestas de cese de Consejeros que el Consejo de Administración someta a la consideración de la Junta General y las decisiones que a este respecto adopte dicho órgano, deberán estar precedidas del correspondiente informe de la Comisión de Nombramientos y Retribuciones. Adicionalmente, por lo que respecta a los Consejeros independientes, corresponde a la Comisión de Nombramientos y Retribuciones elevar previamente al Consejo su propuesta de cese. Cuando el Consejo se aparte de las recomendaciones a este respecto de la Comisión de Nombramientos y Retribuciones habrá de motivar las razones de su proceder y dejar constancia en acta de sus razones.

El Consejero que termine su mandato o por cualquier otra causa cese en el desempeño de su cargo, no podrá prestar servicios en otra entidad que tenga un objeto social análogo al de la Sociedad durante el plazo de dos años. El Consejo de Administración, si lo considera oportuno, podrá dispensar al Consejero saliente de esta obligación o acortar el periodo de su duración.

El Consejo no propondrá a la Junta General el cese de ningún Consejero independiente antes del cumplimiento del plazo para el que haya sido elegido, salvo que exista una causa que lo justifique, apreciada por el Consejo de Administración previo informe del Comité de Nombramientos y Retribuciones. En particular, se entenderá justificada la propuesta de cese, cuando: (i) el Consejero hubiera incumplido los deberes inherentes al cargo o hubiera incurrido en algunas de las circunstancias descritas al efecto en el Código de Buen Gobierno de las Sociedades Cotizadas, o (ii) se produzcan cambios en la estructura accionarial de la Sociedad que impliquen una reducción del número de Consejeros independientes.

C.1.17 Explique en qué medida la evaluación anual del consejo ha dado lugar a cambios importantes en su organización interna y sobre los procedimientos aplicables a sus actividades:

Descripción modificaciones

El resultado de las medidas de autoevaluación, a través de los cuestionarios sobre el funcionamiento del Consejo de Administración, del desempeño del Presidente ejecutivo, del funcionamiento del Comité de Auditoria y del de la Comisión de Nombramientos y Remuneraciones, ha arrojado un resultado positivo acerca de la percepción de la idoneidad de los procedimientos que actualmente se aplican. Por tanto, sin perjuicio de que se ha tomado conocimiento de las sugerencias y los aspectos que los Consejeros han considerado mejorables, no ha sido necesario implementar cambios de relevancia en dichos procedimientos.



Describa el proceso de evaluación y las áreas evaluadas que ha realizado el consejo de administración auxiliado, en su caso, por un consultor externo, respecto del funcionamiento y la composición del consejo y de sus comisiones y cualquier otra área o aspecto que haya sido objeto de evaluación.

Descripción proceso de evaluación y áreas evaluadas

Conforme al Reglamento del Consejo de Administración, el Consejo evalúa la calidad y eficiencia del mismo, así como el desempeño de las funciones del Presidente del Consejo, partiendo en cada caso del informe que le eleva la Comisión de Nombramientos. Igualmente, el Consejo de Administración evalúa el funcionamiento de sus Comisiones, sobre la base del informe que éstas le elevan.

En el último proceso de evaluación llevado a cabo, en relación al ejercicio 2019, el Consejo de Administración ha evaluado: (i) la calidad y eficiencia del funcionamiento del Consejo de Administración; (ii) el funcionamiento de las Comisiones del Consejo de Administración, y (iii) el desempeño de las funciones del Presidente del Consejo de Administración.

Para ello, ha tenido en cuenta tanto las recomendaciones emitidas a finales del pasado ejercicio 2018 por el consultor externo (KPMG Asesores, S.L.) sobre la calidad y eficiencia del funcionamiento del Consejo, sus comisiones, así como el desempeño de las funciones del Presidente, el Consejero Delegado y el Secretario del Consejo, como las Guías Técnicas de CNMV en relación con la comisión de auditoría y la comisión de nombramientos y retribuciones.

En primer lugar, la Comisión de Nombramientos y Retribuciones ha venido analizando a lo largo del ejercicio la estructura, tamaño y composición del Consejo de Administración para realizar la evaluación anual de funcionamiento del Consejo de Administración, emitiendo un informe previo que posteriormente ha sido elevado al Consejo de Administración. En este contexto, dicha Comisión analizó el nivel de cumplimiento de las recomendaciones emitidas por el consultor externo y de las señaladas Guías Técnicas de CNMV.

Por su parte, el Consejo de Administración ha llevado a cabo la evaluación de la calidad y eficiencia del funcionamiento del Comité de Auditoría y de la Comisión de Nombramientos y de Retribuciones basándose en las encuestas de autoevaluación realizadas a los propios miembros de las comisiones y los informes al respecto emitidos. Asimismo, tomó razón del análisis realizado sobre el nivel de cumplimiento de las recomendaciones emitidas por el consultor externo y de las señaladas Guías Técnicas de CNMV.

Por último, el desempeño de las funciones del Presidente del Consejo de Administración, como Presidente y como primer ejecutivo, se ha llevado a cabo por el Consejo de Administración en base al informe previo de la Comisión de Nombramientos y Retribuciones.

C.1.18 Desglose, en aquellos ejercicios en los que la evaluación haya sido auxiliada por un consultor externo, las relaciones de negocio que el consultor o cualquier sociedad de su grupo mantengan con la sociedad o cualquier sociedad de su grupo.

Durante el presente ejercicio la Sociedad no ha sido auxiliada por un consultor externo para llevar a cabo la evaluación anual del funcionamiento del Consejo de Administración.

C.1.19 Indique los supuestos en los que están obligados a dimitir los consejeros.

De conformidad con lo establecido en el artículo 23.3 del Reglamento del Consejo de Administración, los Consejeros deberán poner a disposición del Consejo de Administración y formalizar, si éste lo considera conveniente, previo informe de la Comisión de Nombramiento y Retribuciones, la correspondiente dimisión en determinados casos (detallados en el apartado C.1.42 posterior).

spondier	nte dimisión en determinados casos (detallados en el apartado C.1.42 posterior).
C.1.20	¿Se exigen mayorías reforzadas, distintas de las legales, en algún tipo de decisión?:
[]	Sí
[√]	No
	En su caso, describa las diferencias.
C.1.21	Explique si existen requisitos específicos, distintos de los relativos a los consejeros, para ser nombrado presidente del consejo de administración:
[]	Sí
[√]	No



INFORME ANUAL DE GOBIERNO CORPORATIVO DE LAS SOCIEDADES ANÓNIMAS COTIZADAS

C.1.22	Indique si los estatutos	s o el reglamento	del consejo establecen algún límite a la edad de los consejeros:
[] [√]	Sí No		
C.1.23		les a los previstos	del consejo establecen un mandato limitado u otros requisitos legalmente para los consejeros independientes, distinto al
[]	Sí No		
C.1.24	para la delegación del hacerlo y, en particular se ha establecido algu	voto en el consejo r, el número máxi na limitación en c	del consejo de administración establecen normas específicas o de administración en favor de otros consejeros, la forma de mo de delegaciones que puede tener un consejero, así como si cuanto a las categorías en que es posible delegar, más allá de las n. En su caso, detalle dichas normas brevemente.
Reglamento d hacerlo persor	el Consejo de Administración nalmente procurarán que la re	, los Consejeros harán epresentación que con	n el Consejo de Administración; conforme establece el artículo 18.1 del todo lo posible para acudir a las sesiones del Consejo y, cuando no puedan fieran a favor de otro miembro del Consejo incluya las oportunas instrucciones. n delegar su representación en otro consejero no ejecutivo.
C.1.25	Asimismo, señale, en s	u caso, las veces o	mantenido el consejo de administración durante el ejercicio. que se ha reunido el consejo sin la asistencia de su presidente. En las representaciones realizadas con instrucciones específicas.
Número de	reuniones del consejo	11	
	reuniones del consejo encia del presidente	0	
			tenidas por el consejero coordinador con el resto de consejeros, ún consejero ejecutivo:
Núme	ro de reuniones	0	
	Indique el número de	reuniones que ha	n mantenido en el ejercicio las distintas comisiones del consejo:
COMISIÓN E	de reuniones de DE NOMBRAMIENTOS TRIBUCIONES	6	
	o de reuniones de É DE AUDITORÍA	11	
C.1.26	Indique el número de los datos sobre asisten		mantenido el consejo de administración durante el ejercicio y pros:
la asisten	de reuniones con cia presencial de al 0% de los consejeros	11	



% de asistencia presencial sobre el total de votos durante el ejercicio	98,30
Número de reuniones con la asistencia presencial, o representaciones realizadas con instrucciones específicas, de todos los consejeros	11
% de votos emitidos con asistencia presencial y representaciones realizadas con instrucciones específicas, sobre el total de votos durante el ejercicio	100,00

C.1.27 Indique si están previamente certificadas las cuentas anuales individuales y consolidadas que se presentan al consejo para su formulación:

[√]	Sí
[]	No

Identifique, en su caso, a la/s persona/s que ha/han certificado las cuentas anuales individuales y consolidadas de la sociedad, para su formulación por el consejo:

Nombre	Cargo
DON JOSÉ IGNACIO ÁLVAREZ JUSTE	CONSEJERO DELEGADO
DON FRANCISCO JOSÉ ARREGUI LABORDA	CONSEJERO - DIRECTOR GENERAL
DON CARLOS FELIPE GONZÁLEZ BAILAC	DIRECTOR FINANCIERO

C.1.28 Explique, si los hubiera, los mecanismos establecidos por el consejo de administración para evitar que las cuentas individuales y consolidadas por él formuladas se presenten en la junta general con salvedades en el informe de auditoría.

De conformidad con lo establecido en los Estatutos Sociales y en el Reglamento del Consejo de Administración, el Comité de Auditoría, tiene entre sus funciones, el responsabilizarse de:

- (i) Supervisar la eficacia de control interno de la Sociedad, la auditoría interna y los sistemas de gestión de riesgos, incluyendo el sistema de control interno de la información financiera, así como discutir con los auditores de cuentas las debilidades significativas del sistema de control interno detectadas en el desarrollo de la auditoría.
- (ii) Conocer y supervisar el proceso de elaboración y presentación de la información financiera regulada.
- (iii) Revisar las cuentas de la Sociedad, vigilar el cumplimiento de los requerimientos legales y la correcta aplicación de los principios de contabilidad generalmente aceptados.
- (iv) Supervisar la información que el Consejo de Administración ha de aprobar e incluir dentro de su comunicación pública anual.
- (v) Relacionarse con los auditores externos y emitir anualmente, con carácter previo a la emisión del informe de auditoría de cuentas, un informe en el que expresarán su opinión sobre la independencia de aquellos.

En el ejercicio de dichas funciones, el Comité de Auditoría se reúne con el Auditor externo con carácter previo a la presentación de las cuentas individuales y consolidadas, dando cuenta de los trabajos realizados durante el ejercicio, para cerciorarse y dejar constancia de que hasta ese instante no se observan salvedades en el Informe de Auditoría.

Los informes de auditoría de las cuentas anuales formuladas por el Consejo de Administración, han sido emitidos históricamente sin salvedades, tal y como consta en la información sobre la Sociedad que puede encontrarse en la página web de la CNMV (www.cnmv.es).



[√]

[]

Sí

No

de los de auditoría / Importe trabajos de auditoría (en %)

INFORME ANUAL DE GOBIERNO CORPORATIVO DE LAS SOCIEDADES ANÓNIMAS COTIZADAS

Si el secretario no tiene la condición de consejero complete el siguiente cuadro:

C.1.29 ¿El secretario del consejo tiene la condición de consejero?

C.1.30 Indique los mecanismos concretos establecidos por la sociedad para preservar la independencia de los auditores externos, así como, si los hubiera, los mecanismos para preservar la independencia de los analistas financieros, de los bancos de inversión y de las agencias de calificación, incluyendo cómo se han implementado en la práctica las previsiones legales.				
Conforme a lo establecido en el artículo 15 del Reglamento del Consejo de Administración, el Comité de Auditoría se responsabilizará de relacionarse con los auditores externos para recibir información sobre aquellas cuestiones que puedan poner en riesgo la independencia de éstos y cualesquiera otras relacionadas con el proceso de desarrollo de la auditoría de cuentas, así como aquellas otras comunicaciones previstas en la legislación de auditoría de cuentas y en las normas técnicas de auditoría. En todo caso, deberán recibir anualmente de los auditores de cuentas la confirmación escrita de su independencia frente a la entidad o entidades vinculadas a ésta directa o indirectamente, así como la información de los servicios adicionales de cualquier clase prestados a estas entidades por los citados auditores, o por las personas o entidades vinculadas a éstos de acuerdo con los dispuesto en la Ley de Auditoría de Cuentas. Asimismo, dentro de las responsabilidades del Comité de Auditoría se encuentra la de emitir anualmente, con carácter previo a la emisión del informe de auditoría de cuentas, un informe en el que expresará una opinión sobre la independencia de los auditores de cuentas o sociedades de auditoría.				
Respecto a los analistas financieros, bancos independencia al no haberse producido ni comunicación con estos a través de la Políti Sociedad, que puede ser consultada en la p	prever que se produzca nir ca de comunicación y con	nguna situación que req	uiera su implantac	ión, quedando fijadas las vías de
C.1.31 Indique si durante el ejercicio la Sociedad ha cambiado de auditor externo. En su caso identifique al auditor entrante y saliente:				
[] Sí [√] No				
En el caso de que hubieran existido desacuerdos con el auditor saliente, explique el contenido de los mismos:				
[] Sí [√] No				
C.1.32 Indique si la firma de auditoría realiza otros trabajos para la sociedad y/o su grupo distintos de los de auditoría y en ese caso declare el importe de los honorarios recibidos por dichos trabajos y el porcentaje que supone sobre los honorarios facturados a la sociedad y/o su grupo:				
[√] Sí [] No				
	Sociedad	Sociedades del grupo	Total	
Importe de otros trabajos distintos de los de auditoría (miles de euros)	29	11	40	
Importo trabajos distintos				

5,04

0,32

1,00



COMISION NACIONAL DEL MERCADO DE VALORES			
salvedades. En su caso, in	dique las razone	s dadas a los acc	el ejercicio anterior presenta reservas o ionistas en la Junta General por el presidente cance de dichas reservas o salvedades.
[] Sí			
[√] No			
realizando la auditoría de indique el porcentaje que	e las cuentas anu e representa el ni	ales individuales úmero de ejercic	litoría lleva de forma ininterrumpida y/o consolidadas de la sociedad. Asimismo, ios auditados por la actual firma de auditoría anuales han sido auditadas:
	Individuales	Consolidadas	
Número de ejercicios ininterrumpidos	2	2	
	Individuales	Consolidadas	
N° de ejercicios auditados por la firma actual de auditoría / N° de ejercicios que la sociedad o su grupo han sido auditados (en %)	5,26	5,26	
			ara que los consejeros puedan contar con s órganos de administración con tiempo
	Detalle de	el procedimiento	
facultades para informarse de cualquier aspecto	o de la Sociedad, para	a examinar sus libros,	ación, el Consejero está investido de las más amplias registros, documentos y demás antecedentes de las n se extiende a las sociedades filiales, sean nacionales o
Con el fin de no perturbar la gestión ordinaria de la Sociedad, el ejercicio de las facultades de información se canalizará a través del Presidente o del Secretario del Consejo de Administración, quienes atenderán las solicitudes del Consejero facilitándole directamente la información, ofreciéndole los interlocutores apropiados o arbitrando las medidas precisas para que pueda practicar el examen e inspección deseados.			
por carta, fax, telegrama o correo electrónico, y e	estará autorizada con	la firma del Presiden	nistración, la convocatoria del Consejo se efectuará te o la del Secretario o Vicesecretario por orden del e concurran circunstancias extraordinarias apreciadas por
			reglas que obliguen a los consejeros a uedan perjudicar al crédito y reputación de la
[√] Sí			
[] No			



Explique las reglas

El artículo 23 del Reglamento del Consejo de Administración establece que los Consejeros pondrán su cargo a disposición del Consejo de Administración y formalizarán, si éste lo considera conveniente, previo informe de la Comisión de Nombramientos y Retribuciones, la correspondiente dimisión en los siguientes casos:

- (i) Cuando cesen en los puestos ejecutivos a los que estuviere asociado su nombramiento como Consejero.
- (ii) Cuando se vean incursos en alguno de los supuestos de incompatibilidad o prohibición legalmente previstos.
- (iii) Cuando resulten procesados por un hecho presuntamente delictivo o sean objeto de un expediente disciplinario por falta grave o muy grave instruido por las autoridades supervisoras.
- (iv) Cuando el propio Consejo así se lo solicite por haber infringido sus obligaciones como Consejeros.
- (v) Cuando su permanencia en el Consejo pueda poner en riesgo los intereses de la Sociedad o cuando desaparezcan las razones por las que fueron nombrados.
- (vi) En aquellos supuestos en que puedan perjudicar el crédito y reputación de la Sociedad y, en particular, cuando aparezcan imputados en una causa penal y resulten procesados o se dicte apertura de juicio oral por alguno de los delitos señalados en la legislación societaria.

Además, el Consejo de Administración no propondrá a la Junta General el cese de ningún Consejero independiente antes del cumplimiento del plazo para el que haya sido elegido, salvo que exista una causa que lo justifique, apreciada por el Consejo de Administración previo informe de la Comisión de Nombramientos y Retribuciones.

En base a lo anterior, y haciendo constar que no se ha dado en los últimos años ninguna situación como las descritas, los Consejeros informarían sobre cualquier supuesto que pudiese perjudicar el crédito y reputación de la Sociedad y dimitirían a instancias del Consejo.

C.1.37	Indique si algún miembro del consejo de administración ha informado a la sociedad que ha resultado
	procesado o se ha dictado contra él auto de apertura de juicio oral, por alguno de los delitos señalados
	en el artículo 213 de la Ley de Sociedades de Capital:

[]	Sí
[√]	No

C.1.38 Detalle los acuerdos significativos que haya celebrado la sociedad y que entren en vigor, sean modificados o concluyan en caso de cambio de control de la sociedad a raíz de una oferta pública de adquisición, y sus efectos.

En el marco de la adquisición de la sociedad Seguros de Vida y Pensiones Antares, S.A. ("Antares") a su antiguo propietario, Grupo Telefónica, se suscribió un compromiso de exclusividad por un periodo determinado con Antares respecto a determinadas pólizas colectivas cuyo tomador son sociedades del citado Grupo, actuando la Sociedad como garante. El citado compromiso de exclusividad podrá ser resuelto unilateralmente por Grupo Telefónica en caso de que se produzca un cambio de control en la Sociedad.

C.1.39 Identifique de forma individualizada, cuando se refiera a consejeros, y de forma agregada en el resto de casos e indique, de forma detallada, los acuerdos entre la sociedad y sus cargos de administración y dirección o empleados que dispongan indemnizaciones, cláusulas de garantía o blindaje, cuando éstos dimitan o sean despedidos de forma improcedente o si la relación contractual llega a su fin con motivo de una oferta pública de adquisición u otro tipo de operaciones.

Numero de beneficiarios	2		
Tipo de beneficiario	Descripción del acuerdo		
Consejero Delegado y Consejero-Director General	El Consejero Delegado tiene derecho a una indemnización equivalente a una coma veinticinco (1,25) anualidades en caso de resolución de su contrato salvo en caso de incumplimiento grave y culpable de sus obligaciones contractuales. La extinción del contrato a instancia de cualquiera de las partes requiere un preaviso de 3 meses, y en caso de incumplimiento deberá indemnizarse por una cantidad equivalente a los salarios correspondientes al tiempo que quede por transcurrir para completar dicho plazo. El Consejero-		

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Tipo de beneficiario	Descripción del acuerdo	
	Director General tiene derecho a una indemnización en caso de	
	extinción de su vínculo contractual salvo en caso de dimisión no	
	fundada en justa causa o por incumplimiento grave y culpable de	
	sus obligaciones contractuales, por una cuantía equivalente a la que	
	le hubiera correspondido a un trabajador con una relación laboral	
	ordinaria en el caso de un despido calificado improcedente.	

Indique si más allá de en los supuestos previstos por la normativa estos contratos han de ser comunicados y/o aprobados por los órganos de la sociedad o de su grupo. En caso positivo, especifique los procedimientos, supuestos previstos y la naturaleza de los órganos responsables de su aprobación o de realizar la comunicación:

	Consejo de administración	Junta general
Órgano que autoriza las cláusulas	\checkmark	
	Si	No
¿Se informa a la junta general sobre las cláusulas?		V

C.2. Comisiones del consejo de administración

C.2.1 Detalle todas las comisiones del consejo de administración, sus miembros y la proporción de consejeros ejecutivos, dominicales, independientes y otros externos que las integran:

COMISIÓN DE NOMBRAMIENTOS Y RETRIBUCIONES					
Nombre Cargo Categoría					
DON FRANCISCO JAVIER PÉREZ FARGUELL	PRESIDENTE	Independiente			
DON JUAN IGNACIO GUERRERO GILABERT	VOCAL	Independiente			
GESTIÓN DE ACTIVOS Y VALORES, S.L.	VOCAL	Dominical			

% de consejeros ejecutivos	0,00
% de consejeros dominicales	33,33
% de consejeros independientes	66,67
% de consejeros otros externos	0,00

Explique las funciones, incluyendo, en su caso, las adicionales a las previstas legalmente, que tiene atribuidas esta comisión, y describa los procedimientos y reglas de organización y funcionamiento de la misma. Para cada una de estas funciones, señale sus actuaciones más importantes durante el ejercicio y cómo ha ejercido en la práctica cada una de las funciones que tiene atribuidas, ya sea en la ley o en los estatutos u otros acuerdos sociales.

COMISIÓN DE NOMBRAMIENTOS Y RETRIBUCIONES (CNYR)

1) Según el redactado del artículo 16 del RCAdm la CNYR estará formada por entre 3 y 5 miembros, todos Consejeros externos y siendo la mayoría consejeros independientes; no obstante, los Consejeros ejecutivos asistirán sin voto a las reuniones excepto que a juicio de su Presidente no resulte conveniente. Deberá asistir a las sesiones de la CNYR y prestarle su colaboración y acceso a la información de que disponga, cualquier miembro del equipo directivo o personal que fuese requerido.



- 2) La CNYR regulará su funcionamiento, nombrando de entre sus miembros independientes a su Presidente. La Secretaría la desempeñará el Secretario del CAdm, el Vicesecretario o uno de los miembros y en lo no previsto, se aplicarán las normas establecidas por el RCAdm en relación con el CAdm, siempre y cuando sean compatibles con la naturaleza y función de la CNYR. La CNYR quedará constituida cuando concurran, al menos, la mitad de sus miembros, presentes o representados y sus acuerdos se adoptarán por mayoría absoluta de sus asistentes, siendo dirimente el voto del Presidente.
- 3) La CNYR garantizará que la Sociedad se cuente con un programa de orientación que proporcione a los nuevos Consejeros un conocimiento suficiente de la Sociedad y sus reglas de gobierno corporativo. Esta CNYR tendrá únicamente facultades de información, asesoramiento y propuesta en las materias determinadas por el RCAdm, sin que ello excluya que el CAdm pueda decidir sobre estos asuntos, recabando siempre el informe de la CNYR. No podrá adoptarse una decisión contra el parecer de la CNYR más que con acuerdo del CAdm. La CNYR podrá recabar el asesoramiento de profesionales externos.
- 4) La CNYR tiene, entre otras, las siguientes funciones (una enumeración completa puede leerse en el artículo 16 del RCAdm):
- (i) formular y revisar los criterios que deben seguirse para la composición del CAdm y selección de candidatos y verificar que cumplen con los requisitos de calificación;
- (ii) elevar al CAdm informe sobre el nombramiento de Consejeros para que éste proceda directamente a designarlos o someta el nombramiento a la decisión de la Junta General ("JC"), así como sobre la designación de personas físicas representantes de Consejeros personas jurídicas. Informar sobre las propuestas de cese de los miembros del CAdm. En el caso de los Consejeros independientes, proponer su nombramiento o cese; (iii) informar sobre el nombramiento y cese del Secretario y el Vicesecretario del CAdm;
- (iv) proponer al CAdm los miembros que deban formar parte de cada uno de los órganos delegados del CAdm;
- (v) informar sobre el desempeño de las funciones del Presidente del CAdm y/o del primer ejecutivo, sobre la calidad y eficiencia de la labor del CAdm y sobre su propio funcionamiento;
- (vi) examinar u organizar, la sucesión del Presidente y/o del primer ejecutivo y, en su caso, hacer propuestas para se produzca de forma ordenada y planificada;
- (vii) proponer al CAdm la política de retribuciones de los Consejeros y de los directores generales o de quienes desarrollen sus funciones de alta dirección bajo la dependencia directa del CAdm, de Comisiones ejecutivas o de Consejeros Delegados, así como la retribución y las demás condiciones contractuales de los Consejeros ejecutivos, velando por su observancia;
- (viii) informar sobre los nombramientos y ceses de los altos directivos que el primer ejecutivo proponga al CAdm, así como de las condiciones básicas de sus contratos;
- (ix) revisar los programas de retribución, ponderando su adecuación y rendimientos; así como la política de remuneraciones aplicada a consejeros y directivos, verificando la información sobre sus remuneraciones:
- (x) informar en relación a las transacciones que impliquen conflictos de intereses, sobre las operaciones vinculadas y, en general, sobre las materias contempladas en el Capítulo IX del RCAdm;
- (xi) establecer un objetivo de representación para el sexo menos representado en el CAdm y elaborar orientaciones sobre cómo alcanzar dicho objetivo.

La CNYR ha ejercitado durante el ejercicio objeto del presente Informe las funciones (i), (ii), (v), (vii), (ix) y (x).

COMITÉ DE AUDITORÍA					
Nombre Cargo Categoría					
DON JUAN IGNACIO GUERRERO GILABERT	PRESIDENTE	Independiente			
DON FRANCISCO JAVIER PÉREZ FARGUELL	VOCAL	Independiente			
LACANUDA CONSELL, S.L.	VOCAL	Dominical			

% de consejeros ejecutivos	0,00
% de consejeros dominicales	33,33
% de consejeros independientes	66,67
% de consejeros otros externos	0,00

El Secretario del Consejo de Administración de la Sociedad (consejero ejecutivo) realiza las funciones de secretario no miembro del Comité de Auditoría. En particular, dicho consejero no solo es licenciado en derecho sino abogado del estado en excedencia y, por tanto, cumple sobradamente con todos los requisitos necesarios para poder ejercer las funciones encomendadas y, en particular, aquellas previstas en el artículo 529 octies LSC para el secretario del consejo de administración y que pueden extrapolarse al secretario del Comité de Auditoría y entre las que destacamos "Velar por que las actuaciones del consejo de administración se ajusten a la normativa aplicable y sean conformes con los estatutos sociales y demás normativa interna".

En este sentido, el Consejo de Administración ha entendido que, ante el creciente aumento de las funciones y responsabilidades atribuidas al Comité de Auditoría por las reformas legislativas, dicho nombramiento garantizaría que el desarrollo del mismo se llevara de forma acorde con dicha normativa, permitiendo a los miembros del Comité centrarse en los aspectos de fondo de su cometido.



Asimismo, debe remarcarse que el consejero ejecutivo que hace las funciones de secretario no miembro del Comité, como tal, no tiene voto en las decisiones que toma el mismo.

Explique las funciones, incluyendo, en su caso, las adicionales a las previstas legalmente, que tiene atribuidas esta comisión, y describa los procedimientos y reglas de organización y funcionamiento de la misma. Para cada una de estas funciones, señale sus actuaciones más importantes durante el ejercicio y cómo ha ejercido en la práctica cada una de las funciones que tiene atribuidas, ya sea en la ley o en los estatutos u otros acuerdos sociales.

COMITÉ DE AUDITORÍA (CAU)

- 1) Según el redactado del artículo 15 del Reglamento del Consejo de Administración ("RCAdm"), el Consejo de Administración ("CAdm") constituirá un CAU que estará integrado por entre 3 y 5 miembros, todos ellos Consejeros no ejecutivos, nombrados por el CAdm, siendo la mayoría independientes y teniendo, en su conjunto, los conocimientos técnicos y experiencia pertinentes. El CAdm elegirá, de entre los miembros independientes, al Presidente del CAU quien deberá ser sustituido cada 4 años, pudiendo ser reelegido una vez pasado un año desde su cese.
- 2) El CAU quedará constituido cuando concurran, al menos, la mitad de sus miembros, presentes o representados y sus acuerdos se adoptarán por mayoría absoluta de sus asistentes, siendo dirimente el voto del Presidente. Estará obligado a asistir y a prestarle su colaboración y acceso a la información de que disponga, cualquier miembro del equipo directivo o del personal que fuese requerido.
- 3) Los Consejeros ejecutivos que no sean miembros del CAU podrán asistir, con voz pero sin voto, a las sesiones, a solicitud del Presidente del mismo.
- 4) El CAU podrá recabar el asesoramiento de profesionales externos.
- 5) El CAU tendrá, entre otras, las siguientes funciones (una enumeración completa puede leerse en el artículo 15 del RCAdm), todas las cuales ha ejercitado durante el ejercicio objeto del presente Informe:
- (i) informar, en la JG sobre las cuestiones que en ella planteen los accionistas en materia de su competencia y, en particular, sobre el resultado de la auditoría:
- (ii) proponer la selección, nombramiento, reelección y condiciones de contratación y mandato, así como revocación/ no renovación de los auditores de cuentas externos;
- (iii) supervisar la eficacia del control interno de la Sociedad, del sistema de control interno de la información financiera, la auditoría interna y los sistemas de control de riesgos, así como discutir con los auditores de cuentas las debilidades significativas detectadas; (iv) funciones relativas a la unidad de auditoría interna:
- (v) relacionarse con los auditores externos e informarse sobre aquellas cuestiones que puedan poner en riesgo la independencia de éstos, y cualesquiera otras relacionadas con el proceso de auditoría. Recibir anualmente de los auditores la confirmación escrita de su independencia frente a la Sociedad o entidades vinculadas a ésta;
- (vi) emitir anualmente un informe sobre la independencia de los auditores, pronunciándose sobre la prestación de servicios adicionales por éstos o sus personas vinculadas:
- (vii) recabar información sobre las modificaciones estructurales y operaciones corporativas y sus condiciones económicas e impacto contable; (viii) evaluar los resultados de cada auditoría:
- (ix) conocer el proceso de elaboración, integridad y presentación de información financiera, revisar las cuentas de la Sociedad, vigilar el cumplimiento de los requerimientos legales, la adecuada delimitación del perímetro de consolidación y la correcta aplicación de los principios de contabilidad generalmente aceptados:
- (x) supervisar la información que el CAdm ha de aprobar e incluir dentro de su documentación pública anual;
- (xi) examinar el cumplimiento del Reglamento Interno de Conducta de la Sociedad y su Grupo, del RCAdm y, en general, de las reglas de gobierno corporativo de la Sociedad; hacer propuestas para su mejora y evaluar periódicamente su adecuación; y
- (xii) funciones relativas a la política de responsabilidad corporativa y a la estrategia de comunicación y relación con accionistas e inversores.
- 6) El CAU informará al CAdm con carácter previo a la adopción por éste de todas aquéllas materias sobre las que sea requerido.

Identifique a los consejeros miembros de la comisión de auditoría que hayan sido designados teniendo en cuenta sus conocimientos y experiencia en materia de contabilidad, auditoría o en ambas e informe sobre la fecha de nombramiento del Presidente de esta comisión en el cargo.

DON JUAN IGNACIO GUERRERO

Nombres de los consejeros

con experiencia

DON JUAN IGNACIO GUERRERO

GILABERT / DON FRANCISCO

JAVIER PÉREZ FARGUELL /

LACANUDA CONSELL, S.L.

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Fecha de nombramiento	25/07/2019
del presidente en el cargo	23/07/2019

C.2.2 Complete el siguiente cuadro con la información relativa al número de consejeras que integran las comisiones del consejo de administración al cierre de los últimos cuatro ejercicios:

	Número de consejeras							
	Ejerci	cio 2019	Ejerci	cio 2018	Ejerci	cio 2017	Ejerci	cio 2016
	Número	%	Número	%	Número	%	Número	%
COMISIÓN DE NOMBRAMIENTOS Y RETRIBUCIONES	0	0,00	0	0,00	0	0,00	0	0,00
COMITÉ DE AUDITORÍA	0	0,00	0	0,00	0	0,00	0	0,00

C.2.3 Indique, en su caso, la existencia de regulación de las comisiones del consejo, el lugar en que están disponibles para su consulta, y las modificaciones que se hayan realizado durante el ejercicio. A su vez, se indicará si de forma voluntaria se ha elaborado algún informe anual sobre las actividades de cada comisión.

No existen reglamentos específicos que regulen la actividad de las Comisiones del Consejo, al ser objeto de regulación suficientemente detallada en el Reglamento del Consejo.

Anualmente se realiza de forma voluntaria un informe sobre las actividades del Comité de Auditoría que se pone a disposición de los accionistas en el momento de convocar la Junta General de Accionistas y que puede consultarse en la página web corporativa de la Sociedad.

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D. OPERACIONES VINCULADAS Y OPERACIONES INTRAGRUPO

D.1. Explique, en su caso, el procedimiento y órganos competentes para la aprobación de operaciones con partes vinculadas e intragrupo.

Sin perjuicio de otras delegaciones que tiene conferidas, el Consejo de Administración conoce de los asuntos más relevantes para la Sociedad y, en particular, le corresponde, mediante la adopción de acuerdos que habrán de aprobarse según lo previsto en la Ley o los Estatutos, el tratamiento de entre otras materias, que tienen el carácter de reservado, el referente a las operaciones que la Sociedad realice con Consejeros, con accionistas significativos o representados en el Consejo de Administración, o con personas a ellos vinculados ("operaciones vinculadas").

Dichas operaciones vinculadas deben ser autorizadas por el Consejo de Administración, previo informe favorable de la Comisión de Nombramientos y Retribuciones (que asimismo tiene la responsabilidad de informar sobre las transacciones que impliquen o puedan implicar conflictos de intereses) o, en su caso, del Comité de Auditoría. Los Consejeros a los que afecten dichas operaciones, además de no ejercer ni delegar su derecho de voto, deben ausentarse de la sala de reuniones mientras el Consejo de Administración delibera y vota sobre ellas.

No obstante, la anterior autorización y el informe de la Comisión de Nombramientos y Retribuciones no serán necesarios, en aquellas operaciones vinculadas que cumplan simultáneamente las tres condiciones siguientes:

- (i) que se realicen en virtud de contratos cuyas condiciones estén estandarizadas y se apliquen en masa;
- (ii) que se realicen a precios o tarifas establecidos con carácter general por quien actúe como suministrador del bien o servicio del que se trate, y
- (iii) que su cuantía no supere el 1% de los ingresos anuales de la Sociedad.

Tal y como se ha comentado anteriormente, y de conformidad con el Reglamento del Consejo de Administración, con el fin de implementar parte de sus facultades de supervisión, el Comité de Auditoría tiene entre otras facultades, informar al Consejo de Administración con carácter previo a la adopción por éste del correspondiente acuerdo, de todas aquellas operaciones vinculadas, cuando la Comisión de Nombramientos y Retribuciones no haya informado de ellas.

D.2. Detalle aquellas operaciones significativas por su cuantía o relevantes por su materia realizadas entre la sociedad o entidades de su grupo, y los accionistas significativos de la sociedad:

Nombre o denominación social del accionista significativo	Nombre o denominación social de la sociedad o entidad de su grupo	Naturaleza de la relación	Tipo de la operación	Importe (miles de euros)
CO SOCIEDAD DE GESTIÓN Y PARTICIPACIÓN, S.A.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	Contractual	Contratos de arrendamiento operativo	2
DEPSA 96, S.A.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	Contractual	Contratos de arrendamiento operativo	4
INOC, S.A.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	Contractual	Contratos de arrendamiento operativo	3



Nombre o denominación social del accionista significativo	Nombre o denominación social de la sociedad o entidad de su grupo	Naturaleza de la relación	Tipo de la operación	Importe (miles de euros)
CORPORACIÓN CATALANA OCCIDENTE, S.A.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	Contractual	Contratos de arrendamiento operativo	3
LA PREVISIÓN 96, S.A.	SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	Contractual	Contratos de arrendamiento operativo	3
INOC, S.A.	GRUPO CATALANA OCCIDENTE, S.A.	Societaria	Dividendos y otros beneficios distribuidos	6.430
CORPORACIÓN CATALANA OCCIDENTE, S.A.	GRUPO CATALANA OCCIDENTE, S.A.	Societaria	Dividendos y otros beneficios distribuidos	29.546
LA PREVISIÓN 96, S.A.	GRUPO CATALANA OCCIDENTE, S.A.	Societaria	Dividendos y otros beneficios distribuidos	25.131

D.3. Detalle las operaciones significativas por su cuantía o relevantes por su materia realizadas entre la sociedad o entidades de su grupo, y los administradores o directivos de la sociedad:

Nombre o denominación social de los administradores o directivos	Nombre o denominación social de la parte vinculada	Vínculo	Naturaleza de la operación	Importe (miles de euros)
Sin datos				N.A.

De conformidad con lo establecido en la Orden EHA/3050/2004, de 15 de septiembre, se hace constar que, al margen de las remuneraciones percibidas por los Consejeros reflejadas en el Apartado C.1.13 y los dividendos percibidos, en su caso, por los Consejeros (por importe total de 3.218.43 miles de euros) y miembros de la Alta Dirección (por importe total de 9.68 miles de euros) en su condición de accionistas, no se han producido en el ejercicio operaciones vinculadas efectuadas con administradores, directivos o asimilados a estos efectos, o con sus personas vinculadas, excepto aquellas que perteneciendo al tráfico ordinario de la compañía, se han efectuado en condiciones estándar para los clientes y son de escasa relevancia (entendiendo por tales aquéllas cuya información no sea necesaria para expresar la imagen fiel del patrimonio, de la situación financiera y de los resultados de la entidad), o están ya descritas en el presente Informe Anual de Gobierno Corporativo.



D.4. Informe de las operaciones significativas realizadas por la sociedad con otras entidades pertenecientes al mismo grupo, siempre y cuando no se eliminen en el proceso de elaboración de estados financieros consolidados y no formen parte del tráfico habitual de la sociedad en cuanto a su objeto y condiciones.

En todo caso, se informará de cualquier operación intragrupo realizada con entidades establecidas en países o territorios que tengan la consideración de paraíso fiscal:

Denominación social de la entidad de su grupo	Breve descripción de la operación	Importe (miles de euros)
SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	PRÉSTAMOS	10.656
BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	PRÉSTAMOS	67.320
SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	INTERESES DEVENGO PRÉSTAMO	897
BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	INTERESES DEVENGO PRÉSTAMO	1.743
SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	SERVICIOS FUNCIÓN ACTUARIAL	151
SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	SERVICIOS GESTIÓN DE RIESGOS	92
BILBAO COMPAÑÍA ANÓNIMA DE	SERVICIOS FUNCIÓN ACTUARIAL	80



Denominación social de la entidad de su grupo	Breve descripción de la operación	Importe (miles de euros)	
SEGUROS Y REASEGUROS, S.A.			
BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	SERVICIOS GESTIÓN DE RIESGOS	49	
NORTEHISPANA DE SEGUROS Y REASEGUROS, S.A.	SERVICIOS FUNCIÓN ACTUARIAL	53	
NORTEHISPANA DE SEGUROS Y REASEGUROS, S.A.	SERVICIOS GESTIÓN DE RIESGOS	32	
NORTEHISPANA DE SEGUROS Y REASEGUROS, S.A.	SERVICIOS AUDITORIA INTERNA	68	
PLUS ULTRA, SEGUROS GENERALES Y VIDA, S.A. DE SEGUROS Y REASEGUROS	SERVICIOS FUNCIÓN ACTUARIAL	133	
PLUS ULTRA, SEGUROS GENERALES Y VIDA, S.A. DE SEGUROS Y REASEGUROS	SERVICIOS GESTIÓN DE RIESGOS	81	
GCO REASEGUROS, S.A.	SERVICIOS FUNCIÓN ACTUARIAL	27	
GCO REASEGUROS, S.A.	SERVICIOS AUDITORIA INTERNA	16	
GCO REASEGUROS, S.A.	SERVICIOS GESTIÓN DE RIESGOS	13	
GCO REASEGUROS, S.A.	SERVICIO CUMPLIMIENTO NORMATIVO	12	
GCO REASEGUROS, S.A.	SERVICIOS CONTABILIDAD	6	
ATRADIUS CRÉDITO Y	SERVICIOS FUNCIÓN ACTUARIAL	217	



Denominación social de la entidad de su grupo	Breve descripción de la operación	Importe (miles de euros)	
CAUCIÓN, S.A. DE SEGUROS Y REASEGUROS			
ATRADIUS REINSURANCE DAC	SERVICIOS FUNCIÓN ACTUARIAL	54	
GCO GESTORA DE PENSIONES EGFP, S.A.	SERVICIOS AUDITORIA INTERNA	3	
GCO GESTORA DE PENSIONES EGFP, S.A.	SERVICIOS GESTIÓN DE RIESGOS	3	
GCO GESTORA DE PENSIONES EGFP, S.A.	SERVICIO CUMPLIMIENTO NORMATIVO	3	
GRUPO CATALANA GESTIÓN DE ACTIVOS, S.A. S.G.I.I.C.	SERVICIO CUMPLIMIENTO NORMATIVO	8	
GRUPO CATALANA GESTIÓN DE ACTIVOS, S.A. S.G.I.I.C.	SERVICIO GESTIÓN DE RIESGOS	9	
CATALANA OCCIDENTE CAPITAL, AGENCIA DE VALORES, S.A.	SERVICIOS GESTIÓN DE RIESGOS Y CUMPLIMIENTO NORMATIVO	6	
SEGUROS CATALANA OCCIDENTE, S.A. DE SEGUROS Y REASEGUROS	SERVICIOS CONTABILIDAD	163	
BILBAO COMPAÑÍA ANÓNIMA DE SEGUROS Y REASEGUROS, S.A.	SERVICIOS CONTABILIDAD	67	



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No

INFORME ANUAL DE GOBIERNO CORPORATIVO DE LAS SOCIEDADES ANÓNIMAS COTIZADAS

Denominación social de la entidad de su grupo	Breve descripción de la operación	Importe (miles de euros)
NORTEHISPANA DE SEGUROS Y REASEGUROS, S.A.	SERVICIOS CONTABILIDAD	92
PLUS ULTRA SEGUROS GENERALES Y VIDA, S.A. DE SEGUROS Y REASEGUROS	SERVICIOS CONTABILIDAD	353

D.5. Detalle las operaciones significativas realizadas entre la sociedad o entidades de su grupo y con otras partes vinculadas, que no hayan sido informadas en los epígrafes anteriores:

Denominación social de la parte vinculada	Breve descripción de la operación	Importe (miles de euros)
Sin datos		N.A.

D.6. Detalle los mecanismos establecidos para detectar, determinar y resolver los posibles conflictos de intereses entre la sociedad y/o su grupo, y sus consejeros, directivos o accionistas significativos.

El artículo 33 del Reglamento del Consejo de Administración, establece que los Consejeros deberán comunicar al Consejo de Administración cualquier situación de conflicto, directo o indirecto, que pudieran tener con el interés de la Sociedad.

En caso de conflicto, el Consejero afectado se abstendrá de intervenir en la operación a que el conflicto se refiera. En particular, los Consejeros deberán de abstenerse de asistir e intervenir en las deliberaciones que afecten a asuntos en los que puedan hallarse interesados personalmente.

El Consejero no podrá realizar, directa o indirectamente, transacciones profesionales o comerciales relevantes con la Sociedad, salvo que comunique previamente de la situación de conflicto y el Consejo, previo informe de la Comisión de Nombramientos y Retribuciones, apruebe la transacción.

Tratándose de transacciones ordinarias con la Sociedad, bastará que el Consejo de Administración apruebe, de forma genérica, la línea de operaciones.

En todo caso, las transacciones relevantes realizadas entre la Sociedad y sus Consejeros y, en general, las situaciones de conflicto de intereses en que se encuentren, directa o indirectamente, los Consejeros de la Sociedad, serán objeto de información en el Informe Anual de Gobierno Corporativo, de acuerdo con lo previsto en la legislación aplicable y lo dispuesto en el artículo 45 del Reglamento del Consejo de Administración.

D.7.	¿Cotiza más	de una sociedad de	el Grupo en Espaí	ia?	
	г 1	Cí			



E. SISTEMAS DE CONTROL Y GESTION DE RIESGOS

E.1. Explique el alcance del Sistema de Control y Gestión de Riesgos de la sociedad, incluidos los de naturaleza fiscal:

El Sistema de Control y Gestión de Riesgos de la Sociedad y de su Grupo funciona de forma integral, consolidando dicha gestión por negocio, actividad, filial y área de soporte a nivel corporativo.

La Sociedad define su estrategia en función del nivel de riesgo que está dispuesta a asumir y se asegura de que la integración de la misma con la estrategia de negocio permita cumplir con el apetito y la tolerancia al riesgo fijados por el Consejo de Administración. Para ello mediante el proceso de establecimiento del Sistema de Control y Gestión de Riesgos la Sociedad, identifica y determina, entre otros, (i) los distintos tipos de riesgo a los que se enfrenta (incluidos los de naturaleza fiscal), (ii) el nivel de riesgo que se considera aceptable, (iii) las medidas previstas para mitigar el impacto de los riesgos identificados, en caso de que llegaran a materializarse, y (iv) los sistemas de información y control interno utilizados en la gestión de los citados riesgos.

En el marco del cumplimiento de los requerimientos establecidos en el artículo 66 de la Ley 20/2015 de ordenación, supervisión y solvencia de las entidades aseguradoras y reaseguradoras ("LOSSEAR") y su desarrollo por el artículo 44 del Real Decreto 1060/2015, de 20 de noviembre, de ordenación, supervisión y solvencia de las entidades aseguradoras y reaseguradoras ("ROSSEAR"), la Sociedad ha desarrollado políticas escritas que, junto con las normas técnicas existentes, garantizan la administración idónea de los riesgos. Concretamente, dispone de una política de gestión de riesgos que establece las pautas generales para la gestión de los mismos y sirve de paraguas para las siguientes políticas: (i) política de riesgo de suscripción, riesgo de constitución de provisiones y gestión de siniestros, (ii) política de reaseguro, (iii) política de inversiones, (iv) política de riesgo operacional, (v) política del proceso de evaluación interna de riesgos y solvencia ("ORSA") y (vi) políticas relativas al Modelo Interno Parcial para el riesgo de Suscripción del ramo de Crédito y Caución.

Cada una de ellas, y en relación con su objeto, identifica los riesgos propios del área afectada, establece medidas de cuantificación del riesgo, determina las acciones a realizar para mitigar su impacto y define los sistemas de información tanto internos como externos.

Adicionalmente, se cuenta con una Política Fiscal Corporativa, aplicable a nivel de Grupo, en la que se describe la estrategia fiscal de Grupo Catalana Occidente y la incorporación a su sistema de gobierno corporativo de los procesos y principios que deben guiar su política fiscal de conformidad con lo previsto en el artículo 529 ter (i) de la Ley de Sociedades de Capital.

E.2. Identifique los órganos de la sociedad responsables de la elaboración y ejecución del Sistema de Control y Gestión de Riesgos, incluido el fiscal:

El Consejo de Administración, como principal órgano de la Sociedad, es quien decide acerca de las políticas y estrategias generales del Grupo y, entre éstas, sobre las políticas generales de control y gestión de riesgos. En este sentido, el Consejo de Administración es quien aprueba, a propuesta del Comité de Dirección del Grupo, las líneas maestras de dicho sistema, siendo los órganos de administración de las entidades individuales del Grupo los responsables de la ejecución de la estrategia de riesgos. Adicionalmente, el Comité de Dirección de Grupo se ocupa de realizar un seguimiento periódico de la implantación y ejecución de los sistemas internos de información y control. Como apoyo a la acción del Consejo de Administración y del Comité de Dirección, el Sistema de Gestión de Riesgos se fundamenta en el principio de "Tres Líneas de Defensa". Dicho principio establece los niveles de actividad, roles y responsabilidades que rigen el Sistema de Control y Gestión de Riesgos con el siguiente desglose:

- (i) Primera Línea de Defensa (Toma y se responsabiliza de los Riesgos): La conforman las unidades de negocio que son las responsables de los riesgos específicos que se asumen y de la gestión de los mismos.
- (ii) Segunda Línea de Defensa (Control y Seguimiento): Está compuesta por la Función de Control de Gestión de Riesgos, de Verificación del Cumplimiento y Actuarial, que actúan como línea de control respecto a los riesgos gestionados por las unidades de negocio y aseguran el cumplimiento de las políticas de gestión de riesgos.
- (iii) Tercera Línea de Defensa (Auditoría Interna): Está formada por la Función de Auditoría Interna que es la responsable de realizar una evaluación independiente sobre la efectividad del Sistema de Gobierno, del Sistema de Gestión de Riesgos y del Control Interno.

En particular, y por lo que hace referencia al riesgo fiscal, el Consejo de Administración impulsa el seguimiento de los principios y buenas prácticas tributarias que se contienen en la Política Fiscal Corporativa del Grupo Catalana Occidente aprobada inicialmente por el Consejo del 26 de noviembre de 2015 y que es revisada anualmente.

Bajo la coordinación de la Asesoría Fiscal de la Sociedad, las buenas prácticas incluidas en la citada política son ejecutadas por los distintos Departamentos de las entidades que integran el Grupo, quienes deben establecer los mecanismos de control y las normas internas necesarias para asegurar el cumplimiento de la normativa fiscal vigente.



Dicha labor comprende la totalidad de los países y territorios en los que el Grupo se encuentra presente y abarca la totalidad de áreas y negocios que sean desarrollados por el mismo, lo que permite obtener una gestión integrada de sus posiciones fiscales de manera coherente y conjunta al resto de riesgos.

Asimismo, en dicha Política se establece la adopción de los mecanismos de control necesarios para asegurar, dentro de una adecuada gestión empresarial, el cumplimiento de la normativa tributaria y de los principios anteriores por parte de todas las entidades del Grupo, implantándose, bajo la supervisión del Comité de Auditoría, un sistema de control y gestión de riesgos, incluidos los fiscales, al objeto de identificar los mismos y definir e incluir medidas de prevención y corrección, junto con los pertinentes procedimientos y controles internos.

E.3. Señale los principales riesgos, incluidos los fiscales y en la medida que sean significativos los derivados de la corrupción (entendidos estos últimos con el alcance del Real Decreto Ley 18/2017), que pueden afectar a la consecución de los objetivos de negocio:

Los principales riesgos que pueden afectar a la consecución de los objetivos de negocio de la Sociedad son:

1. Riesgos técnicos propios del negocio de seguros generales:

Los riesgos propios de este negocio comprenden las pérdidas derivadas de una modificación adversa del valor de las responsabilidades de la Sociedad debida o bien (i) a fluctuaciones en relación con el momento de ocurrencia, la frecuencia y gravedad de los sucesos asegurados, y en el momento y el importe de la liquidación de siniestros (riesgos de primas y reservas) o (ii) a la ocurrencia de sucesos extremos o excepcionales (riesgo catastrófico).

2. Riesgos técnicos propios del seguro de crédito:

Los riesgos propios del seguro de crédito se concretan (i) en el empeoramiento en los impagos de la cartera de pólizas del seguro de crédito, y la insolvencia de los clientes de nuestros asegurados y (ii) en el incumplimiento de los clientes en los productos de caución. En el negocio de seguro de crédito, dada su especial idiosincrasia, existen sistemas y procesos de autorización de riesgos que le son propios. A medida que aumentan los límites a asegurar, la decisión acerca de si se asegura o no un riesgo precisa de la autorización de una o más personas y de jerarquía superior. Incluso las personas de niveles jerárquicos elevados tienen límites de autorización.

3. Riesgos técnicos propios del negocio del seguro de Vida:

En los productos de vida los riesgos técnicos se resumen en riesgos (i) biométricos (que incluyen los riesgos de mortalidad, longevidad, morbilidad/ discapacidad); (ii) de caída de cartera; (iii) de gastos; (iv) de revisión; y (v) de catástrofe. La variabilidad de cada uno de dichos riesgos respecto de su valor medio estadístico es el origen de una pérdida potencial.

4. Riesgos Financieros:

Se entiende como riesgo financiero el que se genera como consecuencia de (i) los movimientos de los tipos de interés y diferenciales de crédito; (ii) la variación en el precio de la renta variable y los inmuebles; (iii) la concentración de las inversiones; (iv) la falta de liquidez; (v) la volatilidad de los tipos de cambio de divisa; y (vi) las modificaciones adversas en la situación financiera de los emisores de valores, las contrapartes y de cualesquier deudor al que esté expuesto el Grupo. De todos estos riesgos se hace un seguimiento específico.

5. Riesgos Operacionales:

Se entiende como riesgo operacional aquel riesgo de pérdida derivado de la inadecuación o de la disfunción de procesos internos, del personal o de los sistemas, o de sucesos externos. La gestión del riesgo operacional comprende: (i) la identificación de los riesgos, (ii) la valoración de los mismos, (iii) la definición de controles en respuesta a dichos riesgos y (iv) el análisis y monitorización del riesgo residual. En particular, entre dichos riesgos, se incluye la falta de detección tanto del fraude interno como del fraude externo.

6. Riesgos regulatorios, legales, fiscales y reputacionales:

Las diferentes entidades del Grupo están expuestas a un entorno regulatorio y legal complejo y cambiante por parte de gobiernos y reguladores, que puede influir en su capacidad de crecimiento y en el desarrollo de determinados negocios, en mayores requerimientos de capital. La Sociedad, como cabecera del Grupo, realiza una vigilancia constante de los cambios en el marco regulatorio que le permiten anticiparse y adaptarse a los mismos con suficiente antelación, adoptar las mejores prácticas y los criterios más eficientes y rigurosos en su implementación.

Por su parte, y como parte del sector financiero, la Sociedad está sometida a un intenso nivel de escrutinio por parte de reguladores, gobiernos y por la propia sociedad. Noticias negativas o comportamientos inadecuados pueden suponer importantes daños en la reputación y afectar a la capacidad de una entidad para desarrollar un negocio sostenible. Las actitudes y comportamientos del Grupo y de sus integrantes están regidas por los principios de integridad, honestidad, visión a largo plazo y mejores prácticas gracias a, por una parte, el Código Ético de Grupo Catalana Occidente, sus protocolos de desarrollo y el Reglamento Interno de Conducta (ver Apartado F siguiente), y, por otra, y en referencia al específico riesgo fiscal, a la Política Fiscal corporativa.

Asimismo, y para complementar la anterior normativa interna, la Sociedad dispone también de un protocolo de gestión del riesgo reputacional al que se encuentran adheridas las principales entidades del Grupo.



E.4. Identifique si la entidad cuenta con niveles de tolerancia al riesgo, incluido el fiscal:

La Sociedad y sus entidades dependientes cuentan con niveles de tolerancia al riesgo conforme a la estrategia de riesgos definida por el Grupo. Partiendo de la estrategia de riesgos del Grupo, se define la estrategia de riesgos de cada una de las entidades individuales aseguradoras que pertenecen al Grupo.

La estrategia de riesgos es definida por el Consejo de Administración de la Sociedad. Al determinar la estrategia de riesgos, el Consejo considera, entre otros elementos, la política de gestión de capital del Grupo y el proceso ORSA, en el que se proyectan las necesidades de capital en función del plan de negocio, tanto en situaciones normales como en situaciones de estrés, considerando todos los riesgos cuantitativos y cualitativos a los que está expuesta tanto la Sociedad (incluidos los fiscales), como las entidades individuales aseguradoras que pertenecen al Grupo.

E.5. Indique qué riesgos, incluidos los fiscales, se han materializado durante el ejercicio:

El sistema de control y gestión de riesgos contempla los principales riesgos cuantificables a través de la fórmula estándar y del modelo interno parcial para el seguro de crédito y aquellos riesgos significativos no incluidos en dicho cálculo evaluados en el proceso ORSA. Los riesgos cuantificables se desglosan en los Riesgos de Suscripción Vida y No Vida (riesgos técnicos), Riesgo de Mercado, Riesgo Contraparte y el Riesgo Operacional, Adicionalmente, a través del proceso ORSA, se incluyen otros riesgos como el reputacional, estratégico y regulatorio.

En este sentido, durante el ejercicio 2019 no se producido ninguna desviación respecto al apetito de riesgo aprobado por la Sociedad ni se han materializado riesgos significativos para la Sociedad y las compañías que lo forman.

E.6. Explique los planes de respuesta y supervisión para los principales riesgos de la entidad, incluidos los fiscales, así como los procedimientos seguidos por la compañía para asegurar que el consejo de administración da respuesta a los nuevos desafíos que se presentan:

Los principales riesgos a los que se enfrenta el Grupo son aquellos derivados de la suscripción de sus productos y el riesgo derivado de las inversiones afectas a las provisiones que generan los mismos.

Entre las acciones que la Sociedad y el Grupo efectúan para el seguimiento y control destacan:

- 1. Riesgos técnicos o propios del negocio de seguros generales:
- (i) Seguimiento de la adecuación de la normativa técnica de suscripción;
- (ii) Análisis de los productos a efectos de determinar la suficiencia de las primas;
- (iii) Análisis de la evolución de las provisiones técnicas;
- (iv) Análisis de sensibilidades de las carteras de productos;
- (v) Contratación de la adecuada estructura de reaseguro;
- (vi) Acciones adecuadas relativas a la vigilancia de cartera;
- (vii) Cuantificación del valor de mercado del negocio ("Appraisal Value") a nivel individual y consolidado; y
- (viii) Cálculo de capital regulatorio.
- 2. Riesgos técnicos o propios del negocio del seguro de Vida:
- (i) Seguimiento de la adecuación de la normativa técnica de suscripción;
- (ii) Análisis de los productos a efectos de determinar la suficiencia de las primas;
- (iii) Análisis de la evolución de las provisiones técnicas:
- (iv) Análisis de sensibilidades de las carteras de productos;
- (v) Contratación de la adecuada estructura de reaseguro;
- (vi) Cuantificación del valor intrínseco del negocio de vida ("European Embedded Value") a nivel individual y consolidado; y
- (vii) Cálculo del capital regulatorio.

La Función Actuarial ha efectuado una consolidación del valor de algunas entidades del Grupo que previamente ya tenían implantado un sistema de Appraisal Value y ha asumido la coordinación de los cálculos de dicho indicador a nivel de negocio tradicional del Grupo.

- 3. Riesgo Financiero
- (i) Clasificación de activos gestionados en función de sus características (rentabilidad exigida, riesgo, liquidez, etc.);
- (ii) Análisis y monitorización del riesgo de crédito y seguimiento de los riesgos de concentración por sector, emisor, divisa y país de las carteras gestionadas;
- (iii) Análisis del casamiento de activos y pasivos ("ALM") en relación con las obligaciones contraídas con los asegurados;
- (iv) Análisis de la pérdida máxima ("VaR") que podría experimentar cada una de las carteras;
- (v) Análisis de sensibilidad y escenarios futuros; y
- (vi) Monitorización de los requerimientos de capital, así como los criterios seguidos por las agencias de rating.



Dicho análisis y control se realiza a nivel individual y consolidado. Adicionalmente, existe una Política de inversiones que determina los activos aptos para la inversión, límites de diversificación y los principales sistemas de control establecidos.

El departamento de Control Interno corporativo y la Dirección de Auditoría Interna Corporativa velan por la adecuación, eficacia y cumplimiento de los controles establecidos.

4. Riesgo Operacional:

El Grupo dispone de 2 herramientas informáticas que permiten su seguimiento y cuantificación (en el seguro tradicional y de crédito).

Los riesgos y controles asociados a procesos se han categorizado para que su clasificación sea homogénea, permitiendo obtener la información necesaria para mejorar la gestión del riesgo operacional tanto por entidad como de Grupo.

Asimismo, se realiza una evaluación de la efectividad de los procedimientos internos implementados y se recogen las pérdidas operacionales reportadas (incluidas las fiscales) con el fin de perfeccionar el Sistema de Gestión de Riesgos y evitar que se repitan a futuro.

La información relativa a la valoración de riesgos operacionales, al grado de realización de los controles definidos para su mitigación, así como las pérdidas operacionales acaecidas, es reportada semestralmente al Consejo.

5. Riesgos regulatorios, legales y fiscales:

El Grupo garantiza el cumplimiento de las distintas regulaciones tanto internas como externas que le afectan mediante controles que se efectúan desde diversas Direcciones, destacando:

- (i) Dirección del Servicio Jurídico: Entre sus objetivos está el mantener un adecuado cumplimiento de las normativas legales.
- (ii) Departamento de Control de Gestión y Planificación: Tiene, entre otros objetivos, disponer e implementar un adecuado control de la información económico-financiera de la Sociedad y de sus presupuestos.
- (iii) Dirección de control de riesgos: Es la responsable del control de la gestión de riesgos del Grupo y, en particular, de garantizar la aplicación de la normativa de solvencia.
- (iv) Dirección de Auditoría Interna Corporativa: Su misión es supervisar que los anteriores órganos han implantado correctamente las medidas de control y autocontrol definidas por el Grupo.

En cuanto al riesgo fiscal, la Asesoría Fiscal del Grupo es la encargada de establecer las políticas y los procesos de control para garantizar el cumplimiento de la normativa fiscal vigente en base a la Política Fiscal Corporativa.

Por último, en cuanto a los procedimientos seguidos para asegurar que el Consejo da respuesta a los nuevos desafíos que se presentan sobre los anteriores riesgos, cabe destacar que el mismo es regularmente informado tanto (i) de cualquier novedad material que se pretenda implantar en el sistema de control de riesgos, ya sea por iniciativa propia o a raíz de una nueva normativa o la modificación de la vigente, como (ii) de cualquier pérdida derivada de dichos riesgos. En particular, y en relación con los riesgos fiscales, con anterioridad a la formulación de las Cuentas Anuales, el responsable de los asuntos fiscales del Grupo informa al Consejo sobre las estrategias fiscales aplicadas por la Sociedad y el Grupo durante el ejercicio y sobre el grado de cumplimiento de la citada Política. Asimismo, en el caso de operaciones relevantes o asuntos que deban someterse a la aprobación del Consejo, éste es informado de las consecuencias fiscales de las mismas cuando constituyan un factor relevante.

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F. SISTEMAS INTERNOS DE CONTROL Y GESTIÓN DE RIESGOS EN RELACIÓN CON EL PROCESO DE EMISIÓN DE LA INFORMACIÓN FINANCIERA (SCIIF)

Describa los mecanismos que componen los sistemas de control y gestión de riesgos en relación con el proceso de emisión de información financiera (SCIIF) de su entidad.

F.1. Entorno de control de la entidad.

Informe, señalando sus principales características de, al menos:

F.1.1 Qué órganos y/o funciones son los responsables de: (i) la existencia y mantenimiento de un adecuado y efectivo SCIIF; (ii) su implantación; y (iii) su supervisión.

Los órganos y funciones responsables dentro de Grupo Catalana Occidente S.A. (en adelante, "la Entidad") y Entidades Dependientes (conjuntamente, el "Grupo" o "GCO") de mantener e implantar un adecuado y efectivo SCIIF así como de supervisar el mismo son los siguientes:

(i) Consejo de Administración: El Reglamento del Consejo de Administración, la Política del Sistema de Gestión de Riesgos y la Política de Control Interno del Grupo, entre otros documentos, otorgan al Consejo de Administración el tratamiento de las políticas y estrategias generales de la Entidad y, en particular, la política de control y gestión de riesgos, así como el seguimiento periódico de los sistemas internos de información y control

En virtud de esta delegación, el Consejo de Administración de la Entidad ha asumido formalmente la existencia, diseño, implantación, funcionamiento y mantenimiento del SCIIF.

(ii) Comité de Auditoría: El Comité de Auditoría está formado por tres miembros del Consejo de Administración, siendo dos de ellos consejeros independientes, de los cuales uno ostenta el cargo de presidente. Los miembros son designados teniendo en cuenta sus conocimientos y experiencia en materia de contabilidad y auditoría.

En el Reglamento del Consejo de Administración se especifica que entre las funciones básicas del Comité de Auditoría están, entre otras, las de:

- (a) Supervisar la eficacia del control interno de la Entidad, incluyendo el sistema de control interno de la información financiera (SCIIF), la auditoría interna y los sistemas de gestión de riesgos; y
- (b) Conocer y supervisar el proceso de elaboración y presentación de la información financiera regulada, revisar las cuentas de la Entidad, vigilar el cumplimiento de los requerimientos legales y la correcta aplicación de los principios de contabilidad generalmente aceptados.

De acuerdo con estas funciones, el Comité de Auditoría está realizando la supervisión del SCIIF en el marco del control interno y de la elaboración y presentación de la información financiera.

(iii) Alta Dirección: La Política de Auditoría Interna de la Entidad establece que la Alta Dirección es la encargada de implementar las medidas que sean necesarias para asegurar que la organización mantiene un sistema apropiado de control interno y específicamente de control interno de la información financiera, incluyendo una función de auditoría interna al máximo nivel que vele por la supervisión del SCIIF.

(iv) La Dirección de Auditoría Interna Corporativa: Tal y como señala la Política de Auditoría Interna, la tarea de la misma es establecer, poner en práctica y mantener un plan de auditoría, valorar el nivel de control aplicado y hacer recomendaciones si lo cree apropiado.

Como tal, la Dirección de Auditoría Interna Corporativa de GCO asiste a la Alta Dirección y al Consejo de Administración en la valoración y supervisión de la adecuación y eficacia del sistema de control interno y de otros elementos del sistema de gobernanza existentes en GCO, incluido el SCIIF.

- F.1.2 Si existen, especialmente en lo relativo al proceso de elaboración de la información financiera, los siguientes elementos:
- Departamentos y/o mecanismos encargados: (i) del diseño y revisión de la estructura organizativa; (ii) de definir claramente las líneas de responsabilidad y autoridad, con una adecuada distribución de tareas y funciones; y (iii) de que existan procedimientos suficientes para su correcta difusión en la entidad:



El Consejo de Administración de la Entidad tiene entre sus competencias la definición de la estructura del grupo de entidades del que forma parte la Entidad como sociedad dominante y su organización interna. Así, es quien diseña, actualiza y revisa la estructura organizativa a instancias de la Alta Dirección de la Entidad y, en particular, del Comité de Dirección del Grupo. La estructura organizativa del Grupo a un primer nivel se encuentra debidamente comunicada a través de su publicación en la página web corporativa.

La definición de las necesidades de recursos es realizada por el área correspondiente, junto con el Departamento de Recursos Humanos.

Grupo Catalana Occidente dispone de 81 puestos singulares en relación a personal involucrado en la preparación y revisión de la información financiera, de los cuales 64 disponen de descripción de perfiles de trabajo documentada (DPT), estando pendiente la actualización de las restantes como consecuencia de la reestructuración de las áreas financieras del Grupo durante 2020. Dichas descripciones son realizadas por la persona que ocupa el puesto y supervisadas por su responsable y el Departamento de Recursos Humanos. Principalmente, las descripciones de puestos corresponden a posiciones con responsabilidad técnica o de supervisión. Existe un seguimiento de la cumplimentación y actualización de estas descripciones de puestos y se revisa anualmente.

Desde que la información financiera se genera en cada una de las filiales, hasta que se aprueba en Consejo de Administración de cada entidad, cada paso está definido en un calendario de actuación conocido por todos y cada uno de los agentes intervinientes. La responsabilidad del seguimiento y actualización del calendario es del Departamento de Control de Gestión y Planificación Corporativo, dependiente de la Dirección Financiera del Grupo, implicando a los correspondientes departamentos en función de la materia que debe implementarse y difundirse. Una vez aprobado por el Consejo de Administración o el Comité de Dirección, según corresponda, se da la correspondiente difusión a la información mediante circulares internas cuya publicación se notifica por correo electrónico a los empleados y quedan a disposición de los mismos en la intranet corporativa.

 Código de conducta, órgano de aprobación, grado de difusión e instrucción, principios y valores incluidos (indicando si hay menciones específicas al registro de operaciones y elaboración de información financiera), órgano encargado de analizar incumplimientos y de proponer acciones correctoras y sanciones:

La Entidad dispone de un Código Ético, que recoge los principios y valores que deben regir las actuaciones de sus Consejeros, empleados, agentes y colaboradores, en el cumplimiento de sus funciones y en sus relaciones comerciales y profesionales, de tal forma que actúen de acuerdo con las leyes y respetando los principios éticos establecidos en dicho Código.

La última versión de dicho Código fue aprobada el 4 de julio de 2017 por el Comité de Verificación del Cumplimiento de Grupo, en virtud de la facultad que le otorgó el Consejo de Administración de 25 de junio de 2015, para poder implementar y difundir aquellas modificaciones que deban introducirse en el Código Ético y sus Protocolos de desarrollo, siempre que las mismas tengan como motivo (a) estar impuestas por imperativo legal; (b) aspectos técnicos; o (c) aspectos de menor importancia, debiendo informar al Consejo de Administración de aquellas modificaciones que se hubieran introducido por los anteriores motivos a través de los correspondientes Informes Semestrales del Responsable de Cumplimiento Penal del Grupo.

Durante el último trimestre de 2019 se ha realizado una auditoría externa del sistema de prevención del riesgo penal del Grupo que ha incluido la revisión de dicho Código y sus protocolos de desarrollo, del que se han derivado una serie de recomendaciones a implementar durante el ejercicio 2020.

El Código Ético es de aplicación a los Consejeros y empleados, con independencia de su puesto y nivel, del Grupo, así como a la red de agentes y colaboradores que se relacionen con las mismas, y tiene amplia difusión a través de una circular interna además de estar disponible en la página web corporativa.

El Código Ético tiene como principios y valores generales la (i) integridad y honestidad; (ii) imparcialidad; (iii) transparencia y confidencialidad; (iv) profesionalidad; y la (v) responsabilidad social corporativa de la empresa.

En cuanto a la elaboración de la información financiera el artículo 4.2 del Código Ético señala que la información económico financiera del Grupo debe reflejar fielmente su realidad económica, financiera y patrimonial y debe ser acorde con los principios de contabilidad generalmente aceptados y las normas internacionales de información financiera que sean aplicables. A estos efectos, no se debe ocultar ni manipular la información económica o financiera del Grupo, de tal forma que esta sea completa, precisa y veraz.

Asimismo, incluye la prohibición de que ningún sujeto obligado en virtud del Código oculte o manipule la información económica o financiera del Grupo, teniendo las personas sujetas al Código la obligación de prestar una colaboración activa en la detección y seguimiento de dichas situaciones, de acuerdo con la normativa interna del Grupo.

Por otra parte, el Consejo de Administración de la Entidad aprobó el 29 de septiembre de 2016, en sustitución del anterior Código de Conducta, un nuevo Reglamento Interno de Conducta o "RIC" que aparece publicado en la web corporativa de la Entidad.

El RIC es de aplicación obligatoria a las siguientes personas, debiendo ser suscrito formalmente por cada una de ellas ("personas sujetas"):

- (i) Los administradores y miembros de la Alta Dirección;
- (ii) El personal adscrito a la Presidencia o a la Secretaría General;



- (iii) El personal de la Unidad de Relaciones con Analistas, Inversores y Agencias de Rating;
- (iv) Los Iniciados (tal y como se definen en el RIC);
- (v) Cualquier otra persona del Grupo y los Asesores Externos que, por razón de su cargo, empleo o prestación de servicios tenga acceso a Información Privilegiada;
- (vi) Los Gestores de Autocartera;
- (vii) Cualquier otra persona que se incluya expresamente por decisión del Presidente del Comité de Auditoría.
- El RIC asigna al Secretario del Consejo de la Entidad y/o la Unidad de Cumplimiento Normativo de la Entidad, según corresponda, las siguientes funciones de seguimiento de las materias previstas en el RIC:
- (i) Mantener en todo momento actualizado un registro de las Personas Sujetas, en el que se incluye la fecha en que dicho RIC ha comenzado o dejado de ser aplicable a las citadas personas, y que se encuentra a disposición de las autoridades administrativas correspondientes;
- (ii) Recibir las comunicaciones de las operaciones de suscripción, compra o venta o enajenación, en general, de valores o instrumentos financieros realizadas por las Personas Sujetas por cuenta propia o por personas vinculadas a ellos;
- (iii) Recibir la información acerca de los posibles conflictos de interés de las personas incluidas en el ámbito de aplicación del RIC, por causa de sus relaciones familiares, económicas o de cualquier naturaleza con alguna entidad integrada en el Grupo al que pertenece la Entidad, y resolver las dudas sobre la posible existencia de un conflicto de interés;
- (iv) Vigilar, con el apoyo de la Unidad de Relaciones con Analistas, Inversores y Agencias de Rating, la cotización de los valores e instrumentos financieros durante la fase de secreto, y las noticias que los difusores profesionales de información económica y los medios de divulgación emitan y les puedan afectar:
- (v) Difundir la información privilegiada, previa consulta con el Presidente del Consejo de Administración, cuando sea necesario;
- (vi) Llevar el registro y archivo de las operaciones de autocartera que se realicen; y
- (vii) Conservar debidamente archivadas las comunicaciones, notificaciones y cualquier otra actuación relacionada con las obligaciones contenidas en el RIC.
- El Comité de Auditoría de la Entidad tiene encomendada la función de dar conocimiento del RIC a las Personas Sujetas, examinar el cumplimiento del RIC y el Código Ético y hacer las propuestas necesarias para su mejora y actualización. Asimismo, este es el órgano encargado de conocer los eventuales incumplimientos de las disposiciones del RIC y del Código Ético y, en su caso, adoptar las medidas oportunas al respecto.
 - Canal de denuncias, que permita la comunicación a la comisión de auditoría de irregularidades de naturaleza financiera y contable, en adición a eventuales incumplimientos del código de conducta y actividades irregulares en la organización, informando, en su caso, si éste es de naturaleza confidencial:

El Reglamento del Consejo de Administración de la Entidad recoge en su articulado que el Comité de Auditoría podrá establecer y supervisar un mecanismo que permita a los consejeros, empleados del Grupo, así como a la red de agentes y colaboradores, comunicar, de forma confidencial y, si se considera apropiado, anónima, las irregularidades de potencial trascendencia, específicamente financieras y contables, que adviertan en el seno de la Entidad.

En aplicación de lo establecido en dicho Reglamento, la Entidad cuenta, tal y como se ha comentado anteriormente, como normativa de desarrollo de su Código Ético, con un "Protocolo de Actuación en caso de Irregularidades y Fraudes" que se produzcan en el seno de la organización de Grupo Catalana Occidente. El citado Protocolo fue actualizado por el Comité de Verificación del Cumplimiento por última vez el 11 de diciembre de 2018 con motivo de adaptarlo a las novedades legislativas en materia de protección de datos y blanqueo de capitales.

El procedimiento contempla la posibilidad de que cualquier sujeto obligado pueda comunicar vía correo electrónico todas aquellas irregularidades que pueda detectar, de tal forma que éstas se comuniquen a la Dirección de Auditoría Interna Corporativa. También se pueden efectuar las eventuales denuncias por correo postal.

En particular, el correo electrónico y el correo postal al que deben dirigirse dichas denuncias están incluidos en el Protocolo de Actuación en caso de Irregularidades y Fraudes, colgado en la intranet de la Entidad y sus principales entidades dependientes, por lo que todos los sujetos obligados pueden tener un fácil acceso al mismo. Sin perjuicio de lo anterior, el hecho de que no se usen los canales previstos no será impedimento para que la Dirección de Auditoría Interna Corporativa analice las denuncias recibidas.

En aquellos casos en los que el denunciante quiera preservar la confidencialidad sobre su identidad, el referido Protocolo establece que el mismo debe indicar tal extremo expresamente en la comunicación que realice. Asimismo, se prevé la posibilidad de recibir denuncias anónimas en algunos casos previstos en la legislación.



Con el fin de garantizar dicha confidencialidad y anonimato, el Director de Auditoría Interna Corporativa es la única persona que tiene acceso al correo electrónico al que deben dirigirse dichas denuncias. En estos casos, el Director de Auditoría Interna Corporativa se encarga de que, en los correspondientes informes de auditoría sobre irregularidades, no figure la identidad del denunciante.

Por otra parte, el Protocolo también contempla la priorización de las denuncias recibidas en función de su importe para la realización en su caso de los correspondientes informes de control interno y su periodicidad de comunicación a la Alta Dirección y al Comité de Auditoría.

 Programas de formación y actualización periódica para el personal involucrado en la preparación y revisión de la información financiera, así como en la evaluación del SCIIF, que cubran al menos, normas contables, auditoría, control interno y gestión de riesgos:

La Entidad proporciona al personal del área financiera de las distintas entidades del Grupo, involucrado en la preparación y revisión de la información financiera, la posibilidad de recibir formación continuada, ya sea proporcionada de forma interna como mediante la asistencia a cursos y seminarios externos.

En particular, y en lo referente a la formación interna, los responsables del área financiera, junto con la Dirección de Recursos Humanos, realizan un análisis periódico de las necesidades de formación y actualización del personal de dicha área, como consecuencia de las novedades en materia legal, fiscal o contable que puedan surgir. En este sentido, durante el ejercicio 2019, el personal de estas áreas ha realizado formación tanto interna como externa por un total de 2.914 horas y 79 asistencias a 57 acciones formativas. De esta actividad, destaca la formación relacionada con normas contables, auditoría, control interno y gestión de riesgos, el riesgo de crédito y Solvencia II. Lo anterior se complementa con formación en idiomas y desarrollo de habilidades directivas.

F.2. Evaluación de riesgos de la información financiera.

Informe, al menos, de:

- F.2.1 Cuáles son las principales características del proceso de identificación de riesgos, incluyendo los de error o fraude, en cuanto a:.
- Si el proceso existe y está documentado:

La Entidad tiene identificados riesgos, tanto de negocio (Departamento de Control Interno) como financieros (Departamento de Control de Gestión y Planificación). En relación a estos últimos, la Entidad ha definido dos tipologías de riesgo:

- (i) Riesgo de que la información se genere erróneamente.
- (ii) Riesgo de que la información se genere a destiempo.

Tanto el riesgo de fraude como el riesgo de error se consideran integrados en la primera tipología

Dichos riesgos han sido identificados como consecuencia de la implantación de un proceso de identificación de los mismos, en el que han intervenido colegiadamente el Departamento de Control de Gestión y Planificación, el Departamento de Control Interno, así como consultores externos.

Los riesgos relacionados con la generación errónea o a destiempo de la información financiera están identificados en todos y cada uno de los procesos relativos a la información financiera formalizados por la Entidad y las entidades que pertenecen al Grupo. La supervisión de este proceso de identificación de riesgos es continua, en especial, en aquellos procesos que por su materialidad son más relevantes (facturación, provisiones, siniestralidad...) y está documentado formalmente, siendo la unidad responsable de su revisión y actualización la Unidad de Control Interno de la Información Financiera, que forma parte del Departamento de Control de Gestión y Planificación.

Dichos procesos detallan procedimientos, incorporando flujogramas y narrativas relacionados con el proceso de obtención y preparación de la información financiera y describen los controles identificados para mitigar los principales riesgos a los que se ha hecho referencia anteriormente, indicando especialmente (i) la actividad de control, (ii) el personal responsable, (iii) la periodicidad y (iv) la documentación para la ejecución del citado control. La unidad responsable de revisarlos y actualizarlos es la señalada Unidad de Control Interno de la Información Financiera. Estos procedimientos están dentro del SCIIF y siguen el protocolo planificado para que la información esté controlada desde que se genera en la Entidad y las entidades pertenecientes al Grupo hasta que llega al Consejo de Administración de la Entidad, pasando por la Dirección Financiera y por la Dirección General de la misma, entre otros filtros.

 Si el proceso cubre la totalidad de objetivos de la información financiera, (existencia y ocurrencia; integridad; valoración; presentación, desglose y comparabilidad; y derechos y obligaciones), si se actualiza y con qué frecuencia:



El proceso de identificación de riesgos se concentra en el riesgo de que la información financiera se genere erróneamente y el riesgo de que la información se genere con retrasos (no se han identificado de forma separada las aserciones financieras). Los procesos en los que se genera la información financiera se analizan, como mínimo, con periodicidad anual en aras a identificar los posibles riesgos de error.

 La existencia de un proceso de identificación del perímetro de consolidación, teniendo en cuenta, entre otros aspectos, la posible existencia de estructuras societarias complejas, entidades instrumentales o de propósito especial:

Los perímetros de consolidación contable, de gestión y fiscal están definidos e identificados, de acuerdo con la normativa vigente y se revisan y actualizan cuando existen cambios en la participación accionarial de la Entidad, directa o indirectamente, en cualquier entidad del Grupo, y cada vez que cualquiera de las entidades del Grupo constituye o adquiere una entidad fuera de dicho perímetro, se ve afectada por un proceso de reestructuración societaria (fusión, escisión) o es disuelta o liquidada.

El proceso de definición e identificación del perímetro es efectuado por el Departamento de Contabilidad Corporativa de la Entidad, que comunica cualquier cambio que se produce y las diferencias y ajustes de consolidación al Departamento de Control de Gestión y Planificación.

 Si el proceso tiene en cuenta los efectos de otras tipologías de riesgos (operativos, tecnológicos, financieros, legales, fiscales, reputacionales, medioambientales, etc.) en la medida que afecten a los estados financieros:

Dentro del entorno de la información financiera tienen especial relevancia, además de los riesgos operativos, financieros y legales propios del sector económico en el que desarrolla su actividad la Entidad y las entidades que pertenecen a su Grupo, el riesgo tecnológico.

Para mitigar los mismos hay establecidos para cada proceso una serie de controles específicos que han sido descritos en el Apartado E.3 anterior. Asimismo, en la Entidad existe un plan de contingencias tecnológicas aprobado, formalizado, implementado y probado.

· Qué órgano de gobierno de la entidad supervisa el proceso:

De conformidad con el Reglamento del Consejo de Administración, el Consejo ha delegado en el Comité de Auditoría de la Entidad la función de supervisar periódicamente el SCIIF, de tal forma que dichos sistemas permitan que los principales riesgos se identifiquen, gestionen y den a conocer adecuadamente.

F.3. Actividades de control.

Informe, señalando sus principales características, si dispone al menos de:

F.3.1 Procedimientos de revisión y autorización de la información financiera y la descripción del SCIIF, a publicar en los mercados de valores, indicando sus responsables, así como de documentación descriptiva de los flujos de actividades y controles (incluyendo los relativos a riesgo de fraude) de los distintos tipos de transacciones que puedan afectar de modo material a los estados financieros, incluyendo el procedimiento de cierre contable y la revisión específica de los juicios, estimaciones, valoraciones y proyecciones relevantes

El Comité de Auditoría informa al Consejo de Administración con carácter previo a la adopción de decisiones por éste sobre todas aquellas materias sobre las que sea requerido y, en particular, la información financiera que la Entidad deba hacer pública periódicamente asegurándose que la información intermedia se formula con los criterios contables de las cuentas anuales.

Los flujos de actividades y controles se explican en el punto F.2.1 anterior.

El procedimiento de revisión de la información financiera es el siguiente:

(i) Los diferentes departamentos (Áreas de IT, Técnicas de Seguros Generales y Vida, Contabilidad, Inversiones) preparan la información financiera que es revisada por el correspondiente responsable.

(ii) El Departamento de Control de Gestión y Planificación valida que la información financiera es correcta antes de su publicación en la intranet y comunicación a terceras autoridades, según corresponda.



(iii) Semestralmente se realizan informes sobre la actividad semestral y anual en los que se incluye un resumen y principales conclusiones de las auditorías.

El procedimiento de cierre contable está documentado en detalle y está integrado en el conjunto de documentos descriptivos de los Procesos de Información Financiera que incluyen los flujos de actividades y controles. La revisión específica de los juicios, estimaciones, valoraciones y proyecciones, que principalmente se concretan en Provisiones Técnicas, Inversiones Financieras, Deterioros de Valor de Activos, Gasto Impuesto sobre sociedades, Provisiones no técnicas y Gastos periodificados, está debidamente documentada por las Áreas responsables.

Todos los criterios de cálculo de las distintas magnitudes que intervienen en la información financiera están definidos y documentados en los procedimientos descritos en el punto F.2.1, y son por tanto conocidos por todos los agentes intervinientes y han seguido el mismo protocolo de autorizaciones que está establecido y planificado en el SCIIF de la Entidad.

F.3.2 Políticas y procedimientos de control interno sobre los sistemas de información (entre otras, sobre seguridad de acceso, control de cambios, operación de los mismos, continuidad operativa y segregación de funciones) que soporten los procesos relevantes de la entidad en relación a la elaboración y publicación de la información financiera.

La Entidad cuenta con políticas, normativas y procedimientos para garantizar la seguridad y fiabilidad de la información. Entre los documentos de que dispone en relación al control interno de los sistemas de información, se encuentran los que se citan a continuación:

- (i) Sistema de confidencialidad de acceso a las aplicaciones del ordenador central, que contiene la descripción del mismo abarcando todos los entornos posibles:
- (ii) Norma de Desarrollo y Mantenimiento de Sistemas, en el que se detallan los requisitos de seguridad, la validación de datos y el mantenimiento y gestión de cambios;
- (iii) Política de Seguridad de la Información, que incluye las directrices de seguridad de los sistemas de información definidas según el estándar ISO/IEC 27001 que establece un marco de referencia de seguridad respaldado y reconocido internacionalmente;
- (iv) Norma de Continuidad del Negocio, en el que se detallan los planes de contingencia para (a) garantizar dicha continuidad, (b) permitir la recuperación de datos en caso de su pérdida; y (c) registrar las transacciones en caso de que se produzca una interrupción de los sistemas operados habitualmente;
- (v) Gestión y Control de Cambios, en el que se detalla la normativa que garantice su eficacia;
- (vi) Segregación de Funciones, donde se describe ésta como una medida de control interno de forma que se garantice la fiabilidad e integridad de la información, el cumplimiento de normas, políticas y legislación, y la salvaguarda de los activos y su adecuado uso;
- (vii) En caso de compra de una nueva aplicación informática, se efectúan los procedimientos de validación interna y externa, testeos y validación de usuarios definidos por la Dirección de Operaciones de la Entidad, de acuerdo con la política definida a tal efecto; y
- (viii) Política de Calidad del Dato: Tiene como objetivo definir el proceso de actuación para asegurar la calidad de los datos utilizados en los procesos de cálculo de provisiones técnicas y en el proceso del modelo interno del negocio de crédito.
 - F.3.3 Políticas y procedimientos de control interno destinados a supervisar la gestión de las actividades subcontratadas a terceros, así como de aquellos aspectos de evaluación, cálculo o valoración encomendados a expertos independientes, que puedan afectar de modo material a los estados financieros.

En el marco del cumplimiento de los requerimientos establecidos en la normativa de ordenación, supervisión y solvencia de las entidades aseguradoras, el Consejo de Administración de la Entidad aprobó en su sesión del 29 de octubre de 2015 la política de externalización de las funciones fundamentales y actividades críticas que deben realizar las entidades aseguradoras y reaseguradoras que conforman el Grupo Catalana Occidente, considerando las mismas como aquellas esenciales para el funcionamiento de las entidades aseguradoras sin las cuales sería incapaz de prestar sus servicios incluyendo:

- (a) el diseño y establecimiento de precios de los productos de seguro
- (b) la gestión de carteras o de inversiones en activos
- (c) la tramitación de siniestros (siempre que no se realicen por intermediarios o agentes)
- (d) la provisión de servicios que den un soporte regular o constante en materia de cumplimiento normativo, auditoría interna, contabilidad, gestión del riesgo o funciones actuariales
- (e) la provisión de almacenamiento de datos
- (f) la prestación de servicios de mantenimiento o soporte de sistemas informáticos con carácter ordinario y cotidiano
- (g) el proceso de autoevaluación de riesgos y solvencia



La selección de los proveedores de las funciones fundamentales y actividades críticas requiere de un examen detallado para comprobar que los mismos pueden desarrollar las funciones o actividades satisfactoriamente verificando que el proveedor es idóneo para (i) prestar el servicio; (ii) desarrollar las funciones o actividades requeridas de modo satisfactorio, así como; (iii) poseer la capacidad técnica y financiera y cualquier autorización exigida por la normativa para prestar el servicio, y que haya adoptado las medidas necesarias para garantizar que ningún conflicto de interés explícito o potencial ponga en peligro las necesidades de la Entidad.

Asimismo, la citada política, que es revisada con carácter anual por el Consejo de Administración (la última revisión es de 30 de mayo de 2019), establece el contenido mínimo de los contratos con dichos proveedores, la revisión periódica de sus actuaciones y la notificación de los mismos, cuando corresponda, a las autoridades regulatorias.

No hay aspectos de evaluación, cálculo o valoración encomendados a expertos independientes, que puedan afectar de modo material a los estados financieros.

Para el resto de actividades no fundamentales, existe un manual de procedimientos para la selección de proveedores, que forma parte de la normativa de desarrollo del Código Ético, a disposición de todos los individuos objeto del mismo. En él se describen los procedimientos de contratación de proveedores externos en los distintos supuestos, según sean las necesidades a cubrir, y se establecen las comprobaciones oportunas a efectuar para determinar la idoneidad o no de su contratación: aptitud, capacidad, precio, continuidad de negocio, solvencia, entre otros criterios.

F.4. Información y comunicación.

Informe, señalando sus principales características, si dispone al menos de:

F.4.1 Una función específica encargada de definir, mantener actualizadas las políticas contables (área o departamento de políticas contables) y resolver dudas o conflictos derivados de su interpretación, manteniendo una comunicación fluida con los responsables de las operaciones en la organización, así como un manual de políticas contables actualizado y comunicado a las unidades a través de las que opera la entidad.

La Unidad de Contabilidad Corporativa, dependiente de Dirección Financiera, es la responsable de definir y coordinar las políticas contables de la Entidad y de las entidades que pertenecen a su Grupo. En particular, dicha unidad tiene, entre otras funciones, analizar los cambios normativos que puedan afectar a las políticas de contabilidad de la Entidad y de las entidades que pertenecen a su Grupo, supervisar la aplicación de dichas políticas y, en su caso, coordinar la implementación de los cambios internos que afecten al flujo de información financiera en lo relativo a las políticas contables.

Con el fin de discutir las dudas o conflictos derivados de la interpretación de las políticas contables que puedan surgir, se llevan a cabo Comités de Contabilidad Corporativa (un promedio de unos dos al año) al que asisten los responsables de Contabilidad de las diferentes entidades españolas que componen el grupo consolidado de la Entidad. Asimismo, se realizan mensualmente Comités de Dirección Financiera a los que asisten los Directores Financieros de las entidades españolas que componen el grupo consolidado de la Entidad. En dichos comités se tratan las incidencias generadas durante el período y se realiza un seguimiento de las dudas sobre interpretaciones y criterios contables, así como la planificación de los cierres contables de la Entidad y de las entidades españolas que pertenecen a su grupo consolidado.

Adicionalmente, con periodicidad mensual, se realizan Subcomités de Coordinación Contable con Atradius NV, entidad holandesa que forma parte del Grupo Catalana Occidente. En dichos comités intervienen, el Director Financiero y de Control del Grupo, el Director de Contabilidad Corporativa, el Director Financiero de Atradius NV, el Director de Control de gestión y planificación y los responsables dentro del Grupo de los departamentos de Consolidación y de Control del negocio del seguro de crédito y los temas tratados son, entre otros, las incidencias y dudas acerca de interpretaciones y criterios contables así como el seguimiento de aquellos otros aspectos relevantes que pudieran afectar a la contabilidad de dichas entidades. De estas reuniones se levantan actas internas.

Por último, la Entidad, como sociedad matriz del grupo consolidado, dispone de un manual de políticas contables que se va actualizando con las normas contables que entran en vigor y con los cambios internos que se implementan para mejoras en los procesos. En este sentido, este año se ha elaborado un capítulo sobre la nueva IFRS 16 referida al tratamiento contable de los arrendamientos y otro apartado referido al proceso de elaboración de los balances por negocios. La aprobación de la norma contable IFRS 17, cuya entrada en vigor está prevista para 1 de enero de 2022, obligará a readaptar muchos de los capítulos del Manual. Durante el ejercicio 2019 se han seguido organizando sesiones de trabajo para analizar los impactos de la aplicación de esta norma en el Grupo y asimismo reuniones extraordinarias con los Directores Financieros de las entidades españolas que componen el grupo consolidado de la Entidad. Una vez se finalice, se pondrá a disposición de todos los miembros del Comité de Contabilidad Corporativa en la plataforma Hyperion Financial Reporting ("HFM").



F.4.2 Mecanismos de captura y preparación de la información financiera con formatos homogéneos, de aplicación y utilización por todas las unidades de la entidad o del grupo, que soporten los estados financieros principales y las notas, así como la información que se detalle sobre el SCIIF.

Grupo Catalana Occidente elabora su información financiera consolidada y reporting sobre la plataforma HFM.

Por su parte, las entidades que forman parte del Grupo Catalana Occidente, utilizan diversos aplicativos para su gestión contable y realizan el proceso de carga de información en la plataforma HFM con carácter mensual utilizando el aplicativo Financial Data Quality Management (FDM) y plantillas de Excel Smart View, según los requerimientos de contenido y formato diseñados.

Una vez completados los señalados procesos de carga de información y consolidación, tanto la Entidad como sus entidades dependientes disponen de información de gestión mínima según un reporting y criterios homogéneos.

En el proceso de consolidación se han establecido una serie de controles preventivos o detectivos para garantizar la fiabilidad de los datos contables que, asimismo, se contrastan con la Información de Gestión que se publica. Dentro de los controles en el proceso de consolidación se ha implementado el requerimiento de reflejar la conformidad de la Dirección Financiera de las entidades individuales con los datos que se reportan al Departamento de Consolidación de Grupo.

F.5. Supervisión del funcionamiento del sistema.

Informe, señalando sus principales características, al menos de:

F.5.1 Las actividades de supervisión del SCIIF realizadas por la comisión de auditoría así como si la entidad cuenta con una función de auditoría interna que tenga entre sus competencias la de apoyo a la comisión en su labor de supervisión del sistema de control interno, incluyendo el SCIIF. Asimismo se informará del alcance de la evaluación del SCIIF realizada en el ejercicio y del procedimiento por el cual el encargado de ejecutar la evaluación comunica sus resultados, si la entidad cuenta con un plan de acción que detalle las eventuales medidas correctoras, y si se ha considerado su impacto en la información financiera.

Las actividades de supervisión del Comité de Auditoría están desarrolladas en el apartado F.1.1. (ii) anterior.

Asimismo, tal y como se señala en el citado apartado F.1.1, existe la Dirección de Auditoría Interna Corporativa, que depende jerárquicamente del Comité de Auditoría, apoyando a dicho comité en su labor de supervisión del SCIIF.

En particular, la Política de Auditoría Interna especifica que el Director de Auditoría Interna Corporativa, informará a los miembros del Comité de Auditoría de las auditorías que se prevé realizar en cada ejercicio y les reportará directamente las auditorías realizadas.

Asimismo, la Dirección de Auditoría Interna Corporativa asiste a la Alta Dirección y al Consejo de Administración de una manera eficiente y efectiva en la valoración y supervisión del control interno existente en la Entidad, incluyendo el SCIIF.

En cuanto a los recursos disponibles de la Dirección de Auditoría Interna Corporativa, el equipo de la misma está integrado por veintiuna personas incluido su director y los auditores de las Entidades dependientes de la Entidad. Los integrantes del equipo de auditoría interna realizan esta función de forma exclusiva, destinando a ello la totalidad de su tiempo de trabajo.

La Dirección de Auditoría Interna Corporativa realiza las auditorías a partir de un plan plurianual de auditorías, que es aprobado por el Comité de Auditoría.

La Entidad dispone de un documento interno denominado "Procedimiento y Metodología de Auditoría Interna" en el que se describen los pasos que deben darse en la realización de una misión de auditoría, así como marcar unos principios que sirvan para uniformar y estandarizar dentro de lo posible la realización de las mismas. Esta metodología distingue las tres fases naturales y cronológicas que debe tener una auditoría:

- (i) su planificación,
- (ii) el trabajo de campo y su realización y
- (iii) el informe de auditoría.

Como consecuencia de la aplicación de la valoración del nivel de control interno observado en la auditoría, contemplado en el documento "Procedimiento y Metodología de Auditoría Interna" comentado, la Dirección de Auditoría Interna Corporativa efectúa las recomendaciones que estima oportunas en caso de detectar la necesidad de llevar a cabo acciones correctoras. Dichas recomendaciones son comunicadas a los auditados y, si estos están de acuerdo, pasan a ser de obligado cumplimiento. Se informa al Comité de Auditoría Corporativo de todas las



recomendaciones formuladas y de su seguimiento, indicando las que se han implementado, dentro y fuera de plazo, y de las pendientes de implementar. En aquellos casos en que los auditados discrepan, las discrepancias son elevadas al Comité de Auditoría Corporativo, que decide si se deben implementar las recomendaciones o no.

Desde la Dirección de Auditoría Interna Corporativa se lleva un registro de todas las recomendaciones que deben implementarse, así como de los plazos en los que los auditados deben hacerlo. Una vez finalizado el plazo se solicita información sobre la implantación de las recomendaciones formuladas si los auditados no han informado con anterioridad verificando las mismas en los casos en los que los auditados hayan informado de que ya han cumplido con las recomendaciones. Una vez verificado este extremo, el Director de Auditoría Interna Corporativa informa al Comité de Auditoría y al Comité de Auditoría Corporativo, además de sobre el seguimiento de las recomendaciones, su implementación en plazo y fuera de él, y aquellas pendientes de hacerlo en plazo y fuera de él.

Durante el ejercicio 2019, la Unidad de Control Interno de la Información Financiera adscrita al Departamento de Control de Gestión y Planificación de Grupo Catalana Occidente, S.A., con dependencia de la Dirección Financiera, ha coordinado los proyectos relacionados con el SCIIF para la Entidad, en concreto la descripción de los procesos identificados relacionados con la información financiera, elaborándose un documento por parte de los responsables en el que de una forma pautada para garantizar una cierta homogeneidad, se incluye toda la información relevante del proceso, incluyéndose ejemplos de evidencias de los controles efectuados. Este documento está aprobado por los representantes de las unidades implicadas, y se adjunta a un acta de aprobación con acceso para todas las partes interesadas. El documento se rubrica de nuevo cada vez que hay modificaciones significativas y, como mínimo, una vez al año.

La Dirección de Auditoría Interna Corporativa audita todos los procesos del SCIIF en ciclos quinquenales con los objetivos de identificar los riesgos inherentes al SCIIF y validar los controles descritos, evaluar el grado de integridad y consistencia de la información financiera, evaluando si los controles establecidos son o no suficientes para garantizar la fiabilidad de la información financiera que se pretende obtener y efectuar un diagnóstico sobre el entorno de Control interno existente en las áreas implicadas. En los casos en los que se observen debilidades de control se formulan recomendaciones con planes de acción que se acuerdan con los auditados, así como el plazo para su implementación, con el objetivo de fortalecer las debilidades detectadas. Las recomendaciones y los planes de acción acordados se registran en una base de datos con el responsable de su implementación y el plazo acordado para hacerlo. Una vez que se ha cumplido el plazo, se comprueba con sus responsables la implementación de dichas recomendaciones.

En 2019 igual que en 2018, todas las auditorías del SCIIF se realizaron con los propios recursos de Auditoría Interna Corporativa.

En particular, durante el ejercicio 2019, Auditoría Interna Corporativa ha realizado la auditoría de 11 procesos del SCIIF. (3 de Bilbao, Compañía Anónima de Seguros y Reaseguros, 4 de Plus Ultra Seguros Generales y Vida, S.A. de Seguros y Reaseguros, 2 de Nortehispana Seguros y Reaseguros, S.A., 2 de Grupo Catalana Occidente Tecnología y Servicios, AIE.

Paralelamente, y durante este ejercicio, se ha seguido avanzando en la incorporación de todos los controles de información financiera acordados en la herramienta de control interno que permite a los responsables de la elaboración de la información financiera manifestar su conformidad a la correcta ejecución de los controles, e incluso adjuntar una evidencia en los de mayor relevancia con la periodicidad establecida para cada control, habiéndose incluido, en relación a las Entidades Aseguradoras del Negocio Tradicional, la totalidad de los controles de la información financiera de Seguros Catalana Occidente, S.A. de Seguros y Reaseguros y de Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros y la casi totalidad de los de Bilbao, Compañía Anónima de Seguros y Reaseguros y de los de Nortehispana de Seguros y Reaseguros, S.A.

Por lo que respecta al negocio de Seguro de Crédito, durante el ejercicio 2019, Auditoría Interna Corporativa ha verificado en Atradius Crédito y Caución S.A. de Seguros y Reaseguros, un total de 328 controles relacionados con auditorías planificadas para el ejercicio 2019.

F.5.2 Si cuenta con un procedimiento de discusión mediante el cual, el auditor de cuentas (de acuerdo con lo establecido en las NTA), la función de auditoría interna y otros expertos puedan comunicar a la alta dirección y a la comisión de auditoría o administradores de la entidad las debilidades significativas de control interno identificadas durante los procesos de revisión de las cuentas anuales o aquellos otros que les hayan sido encomendados. Asimismo, informará de si dispone de un plan de acción que trate de corregir o mitigar las debilidades observadas.

En la Política de Auditoría Interna se establece que, la Dirección de Auditoría Interna Corporativa puede formular recomendaciones en cada una de las auditorías que realiza si lo considera necesario.

Además, tal y como se ha señalado en el apartado F.5.1 anterior, la Dirección de Auditoría Interna Corporativa informa al Comité de Auditoría tanto sobre las recomendaciones formuladas como sobre aquellas con las que no están de acuerdo los auditados para que éste decida sobre la conveniencia de su implementación. También informa al citado Comité de Auditoría sobre el seguimiento y la implementación de las recomendaciones y/o debilidades detectadas.

En este sentido, los informes provisionales de auditoría o cualquier información relacionada con la misma es enviada al director o responsable de la unidad auditada quien deberá manifestar por escrito su conformidad o disconformidad con las conclusiones y/o recomendaciones antes de que el informe sea enviado al Comité de Dirección de Grupo y al Comité de Auditoría.

Adicionalmente, con periodicidad semestral, la Dirección de Auditoría Interna Corporativa emite un informe de actividad que se eleva al Comité de Auditoría Corporativo y al Comité de Auditoría, en el que se recoge un detalle de (i) las auditorías realizadas durante el primer semestre y el año natural respectivamente, indicando si se han detectado incidencias / recomendaciones; (ii) un mapa de riesgos de las actividades auditadas; así como (iii) una relación de irregularidades y fraudes significativos detectados y el seguimiento sobre la implementación de las recomendaciones



formuladas. Asimismo, en cada auditoría se propone un plan de acción y se realiza un seguimiento de las recomendaciones / debilidades detectadas.

Por su parte, aquellas auditorías que son realizadas por auditores externos, cuentan con la colaboración de la Dirección de Auditoría Interna Corporativa, con la que coordinan y revisan sus recomendaciones antes de comunicar las conclusiones de sus auditorías junto con las debilidades detectadas al Presidente y al Secretario del Comité de Auditoría.

En la política de Auditoría Interna Corporativa, se recoge un apartado específico denominado "Cooperación con los auditores externos y los supervisores" en el que se indica que el auditor(es) externo(s), que firma(n) las cuentas anuales de GCO y sus filiales, y el Director de Auditoría Interna Corporativa deberán tener una apropiada sintonía respecto a las actividades de auditoría realizadas por ambas partes. En este sentido, se reunirán cuando lo estimen oportuno para hablar de materias de interés común y, en su caso, de los resultados de sus trabajos. En dichas comunicaciones, se asegurarán ambas partes que las técnicas de trabajo, métodos y terminología de los trabajos a realizar son apropiadamente comprendidas por ambas partes.

F.6. Otra información relevante.

No existe otra información relevante que señalar.

F.7. Informe del auditor externo.

Informe de:

F.7.1 Si la información del SCIIF remitida a los mercados ha sido sometida a revisión por el auditor externo, en cuyo caso la entidad debería incluir el informe correspondiente como anexo. En caso contrario, debería informar de sus motivos.

La información sobre SCIIF contenida en el presente Informe Anual de Gobierno Corporativo será sometida a revisión por parte del auditor externo de la sociedad, PricewaterhouseCoopers Auditores, S.L. En lo menester, la Entidad incluirá el correspondiente informe emitido por el auditor externo junto con la información que se remita al respecto al mercado.

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G. GRADO DE SEGUIMIENTO DE LAS RECOMENDACIONES DE GOBIERNO CORPORATIVO

Indique el grado de seguimiento de la sociedad respecto de las recomendaciones del Código de buen gobierno de las sociedades cotizadas.

En el caso de que alguna recomendación no se siga o se siga parcialmente, se deberá incluir una explicación detallada de sus motivos de manera que los accionistas, los inversores y el mercado en general, cuenten con información suficiente para valorar el proceder de la sociedad. No serán aceptables explicaciones de carácter general.

1.	mism	los estatutos de las sociedades cotizadas no limiten el número máximo de votos que pueda emitir un no accionista, ni contengan otras restricciones que dificulten la toma de control de la sociedad mediante quisición de sus acciones en el mercado.	9							
		Cumple [X] Explique []								
2.	Que o	cuando coticen la sociedad matriz y una sociedad dependiente ambas definan públicamente con isión:								
	a)	Las respectivas áreas de actividad y eventuales relaciones de negocio entre ellas, así como las de la sociedad dependiente cotizada con las demás empresas del grupo.								
	b)	Los mecanismos previstos para resolver los eventuales conflictos de interés que puedan presentarse.								
		Cumple [] Cumple parcialmente [] Explique [] No aplicable [X]								
3.	inforr accio	durante la celebración de la junta general ordinaria, como complemento de la difusión por escrito del me anual de gobierno corporativo, el presidente del consejo de administración informe verbalmente a lo onistas, con suficiente detalle, de los aspectos más relevantes del gobierno corporativo de la sociedad y, e cular:								
	a)	De los cambios acaecidos desde la anterior junta general ordinaria.								
	b)	De los motivos concretos por los que la compañía no sigue alguna de las recomendaciones del Código de Gobierno Corporativo y, si existieran, de las reglas alternativas que aplique en esa materia.	1							
		Cumple [] Cumple parcialmente [X] Explique []								
		apartado a), en la Junta General Ordinaria de Accionistas se dan las explicaciones de los aspectos más relevantes del gobierno de la Sociedad y de los cambios acaecidos desde la anterior Junta General. Dichas explicaciones las realiza, en lugar del Presidente, el								

Secretario, que es la persona que conduce la Junta, alcanzándose así en igual medida los objetivos de la Recomendación. En cuanto al apartado b), y respecto a la información verbal sobre los motivos concretos por los que la Sociedad no sigue alguna de las recomendaciones del Código de Gobierno Corporativo, la Sociedad entiende que dichos motivos ya están suficientemente explicitados en el presente Informe.

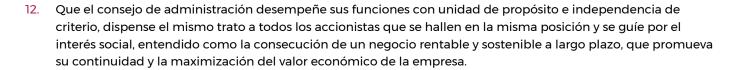


4.	institu	ucionales y a	asesores	de voto que	sea plenam	nente resp	-	as normas cor	cionistas, inverso ntra el abuso de	
	-	en que la r			-			-	nformación rela responsables d	
		Cumple [X	()	Cumple par	rcialmente [1	Explique [1		
5.	emitii	r acciones o	valores		con exclusi	ón del de	echo de sus	_	ación de facultac rente, por un im	-
	con e	xclusión de	l derech	o de suscrip	ción prefere	nte, la soc	iedad public		de valores conv mente en su pá	
		Cumple [X	(]	Cumple par	rcialmente [1	Explique [1		
6.	prece	ptiva o volu	ntaria, lo	-	n en su págir	na web co			ya sea de forma a celebración de	la junta
	a)	Informe so	bre la in	dependenci	a del audito	or.				
	b)	Informes d	le funcio	namiento d	e las comisio	ones de au	uditoría y de	nombramient	os y retribucion	es.
	c)	Informe de	e la com	isión de aud	itoría sobre	operacion	es vinculada	S.		
	d)	Informe so	bre la p	olítica de res	ponsabilida	d social c	orporativa.			
		Cumple []	Cumple par	rcialmente []	Explique [)	X]		
anteri emba con la cuant	ores e in irgo, la S i normat o entien	iforma al Conse ociedad únicar :iva vigente y, e	ejo de Adn mente pub n particula terias obje	ninistración sobi olica en la página ar el informe baj to de los mismo	re los mismos, r a web corporati o el epígrafe d).	especto a los iva los inform . Respecto a	apartados a) a d nes que deben es los informes no d	d) mediante los co star a disposición o obligatorios, la Soc	objeto de los apartac orrespondientes infor de los accionistas de ciedad no los publica ue se pone a disposic	mes. Sin acuerdo por
7.		a sociedad t nistas.	transmit	a en directo	, a través de	su página	web, la cele	bración de las	juntas generale	s de
		Cumple [X	(]	Explique []					



8.	junta excep	general de accio ocionales en que	ditoría vele porque el con nistas sin limitaciones ni s existan salvedades, tanto d d a los accionistas el conte	alvedades el preside	en el informe de nte de la comisiór	auditoría y que, en los su n de auditoría como los a	ıpuestos	
		Cumple [X]	Cumple parcialmente	[]	Explique[]			
9.	acep	tará para acredita	públicos en su página wel ar la titularidad de accione del derecho de voto.		•		•	
	-		y procedimientos favorezc no discriminatoria.	an la asist	encia y el ejercicio	o de sus derechos a los ac	ccionistas <u>y</u>	
		Cumple [X]	Cumple parcialmente	[]	Explique[]			
10.	Que cuando algún accionista legitimado haya ejercitado, con anterioridad a la celebración de la junta general de accionistas, el derecho a completar el orden del día o a presentar nuevas propuestas de acuerdo, la sociedad:							
	a)	Difunda de inm	ediato tales puntos comp	lementari	os y nuevas propu	estas de acuerdo.		
	b)	con las modifica	modelo de tarjeta de asis aciones precisas para que rnativas de acuerdo en los	puedan vo	otarse los nuevos p	ountos del orden del día	У	
	c)	que a las formul	sos puntos o propuestas a ladas por el consejo de ad bre el sentido del voto.					
	d)	•	ad a la junta general de ac os o propuestas alternativ		comunique el des	sglose del voto sobre tale	s puntos	
		Cumple []	Cumple parcialmente	[]	Explique[]	No aplicable [X]		
11.		•	e la sociedad tenga previst oridad, una política genera			• •		
		Cumple []	Cumple parcialmente	[]	Explique []	No aplicable [X]		





Y que en la búsqueda del interés social, además del respeto de las leyes y reglamentos y de un comportamiento basado en la buena fe, la ética y el respeto a los usos y a las buenas prácticas comúnmente aceptadas, procure conciliar el propio interés social con, según corresponda, los legítimos intereses de sus empleados, sus proveedores, sus clientes y los de los restantes grupos de interés que puedan verse afectados, así como el impacto de las actividades de la compañía en la comunidad en su conjunto y en el medio ambiente.

Cumple [X] Cumple parcialmente []	Explique []
--------------------------------------	--------------

13. Que el consejo de administración posea la dimensión precisa para lograr un funcionamiento eficaz y participativo, lo que hace aconsejable que tenga entre cinco y quince miembros.

Cumple [] Explique [X]

Si bien el actual Consejo cuenta con 16 miembros, uno por encima de lo que la recomendación considera aconsejable, la Sociedad entiende, por la naturaleza y las concretas circunstancias de la misma, que esta es la dimensión precisa para lograr un funcionamiento eficaz y participativo del Consejo de Administración. En este sentido, las preguntas a los consejeros sobre este aspecto en los sucesivos informes de autoevaluación del consejo de administración en los últimos ejercicios, así como en las que les realizó el experto externo al que se encomendó la evaluación del consejo de administración en el ejercicio 2018, avalarían esta visión.

- 14. Que el consejo de administración apruebe una política de selección de consejeros que:
 - a) Sea concreta y verificable.
 - b) Asegure que las propuestas de nombramiento o reelección se fundamenten en un análisis previo de las necesidades del consejo de administración.
 - c) Favorezca la diversidad de conocimientos, experiencias y género.

Que el resultado del análisis previo de las necesidades del consejo de administración se recoja en el informe justificativo de la comisión de nombramientos que se publique al convocar la junta general de accionistas a la que se someta la ratificación, el nombramiento o la reelección de cada consejero.

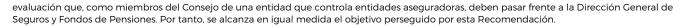
Y que la política de selección de consejeros promueva el objetivo de que en el año 2020 el número de consejeras represente, al menos, el 30% del total de miembros del consejo de administración.

La comisión de nombramiento verificará anualmente el cumplimiento de la política de selección de consejeros y se informará de ello en el informe anual de gobierno corporativo.

Cumple [] Cumple parcialmente [] Explique [X]

El Consejo de Administración no ha aprobado en la fecha de este Informe una política de selección de consejeros. No obstante, la Sociedad tiene una política de aptitud y honorabilidad aplicable a los miembros del Consejo de Administración que establece las directrices generales para que, de conformidad con la legislación en materia aseguradora, los consejeros, en su conjunto, posean los conocimientos suficientes en todas las áreas necesarias para desarrollar la actividad de la Sociedad. Asimismo, cuenta con la Comisión de Nombramientos y Retribuciones que analiza al candidato antes de proponer su nombramiento ante el Consejo o a la Junta de Accionistas de acuerdo con el Reglamento del Consejo, y con la





Por lo que respecta al objetivo sobre el porcentaje de consejeras en el Consejo, la Comisión de Nombramientos y Retribuciones tiene encomendada la función, de conformidad con el artículo 16 del Reglamento del Consejo, de establecer un objetivo de representación para el sexo menos representado en el Consejo de Administración y elaborar orientaciones sobre cómo alcanzar dicho objetivo, en caso de que se produzcan vacantes en el mismo, si bien en el presente ejercicio no ha tomado ninguna medida al respecto.

15.	Que los consejeros dominicales e independientes constituyan una amplia mayoría del consejo de administración y que el número de consejeros ejecutivos sea el mínimo necesario, teniendo en cuenta la						
	comp		societario y el porcentaje de participación de los consejeros ejecutivos en el capital de				
		Cumple [X]	Cumple parcialmente [] Explique []				
16.		•	nsejeros dominicales sobre el total de consejeros no ejecutivos no sea mayor que la tre el capital de la sociedad representado por dichos consejeros y el resto del capital.				
	Este	criterio podrá atenu	uarse:				
	a) En sociedades de elevada capitalización en las que sean escasas las participaciones accionariales que tengan legalmente la consideración de significativas.						
	b)		e sociedades en las que exista una pluralidad de accionistas representados en el istración y no tengan vínculos entre sí.				
		Cumple [X]	Explique []				
17.	Que e	el número de conse	ejeros independientes represente, al menos, la mitad del total de consejeros.				
	accio	nista o varios actua	do la sociedad no sea de elevada capitalización o cuando, aun siéndolo, cuente con un ando concertadamente, que controlen más del 30% del capital social, el número de tes represente, al menos, un tercio del total de consejeros.				
		Cumple []	Explique [X]				
insta ning	ncia, no : ún accio:	se vulnera la finalidad de nista significativo ejerza e	entan el 12,5% del total de consejeros sobre el 33% recomendado. La Sociedad considera que, en última e la presente Recomendación que, de conformidad con el Código de Buen Gobierno, radica en que en el Consejo de Administración una influencia superior respecto a su participación en el capital social, cales un porcentaje similar al que ostentan en el capital social. Asimismo, la Sociedad considera que los				

Consejeros, en virtud de sus deberes legales de diligente administración, lealtad y defensa del interés social, están obligados a defender el interés

social de la Sociedad y de todos sus accionistas por encima de cualquier otra circunstancia.

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información sobre sus consejeros:

INFORME ANUAL DE GOBIERNO CORPORATIVO DE LAS SOCIEDADES ANÓNIMAS COTIZADAS

18. Que las sociedades hagan pública a través de su página web, y mantengan actualizada, la siguiente

	a)	Perfil profesional y	/ biográfico.							
	b)	Otros consejos de administración a los que pertenezcan, se trate o no de sociedades cotizadas, así como sobre las demás actividades retribuidas que realice cualquiera que sea su naturaleza.								
	c)		ategoría de consejero a la cionista al que represente					onsejeros		
	d)	Fecha de su prime reelecciones.	er nombramiento como co	onsejero e	n la socieda	d, así con	no de las poster	iores		
	e)	Acciones de la coi	mpañía, y opciones sobre	ellas, de la	is que sean t	itulares.				
		Cumple []	Cumple parcialmente [)	K]	Explique []				
recor natur socie	nendació aleza, po dades (lo	ón con la excepción de i or cuanto entiende que, o que se les cuestiona es	su página web y mantiene actual nformar sobre las demás activida en la medida en la que dichas ac pecíficamente); y (ii) les permitan ento del Consejo y la LSC, no es n	des retribuid tividades (i) r cumplir con	as que realicen lo conflictúen co sus funciones y	los consejer on el objeto dedicación	os, cualquiera que s social de la Socieda	ea su d y su grupo de		
19.	explic cuya p hubie partic	quen las razones po participación accio ran atendido, en su	de gobierno corporativo, or las cuales se hayan nom narial sea inferior al 3% de u caso, peticiones formale I sea igual o superior a la c	brado cor el capital; s de prese	nsejeros don y se exponga ncia en el co	ninicales an las razo onsejo pro	a instancia de a ones por las que ocedentes de ac	ccionistas e no se ccionistas cuya		
		Cumple [X]	Cumple parcialmente [1	Explique []	No aplicable [1		
20.	íntegi dicho	ramente su particip	nicales presenten su dimi pación accionarial. Y que t su participación accionaria	ambién lo	hagan, en e	el número	que correspon	da, cuando		
		Cumple [X]	Cumple parcialmente [1	Explique [1	No aplicable [1		

CNMV COMISIÓN NACIONAL DEL MERCADO DE VALORES

INFORME ANUAL DE GOBIERNO CORPORATIVO DE LAS SOCIEDADES ANÓNIMAS COTIZADAS

21.	Que el consejo de administración no proponga la separación de ningún consejero independiente antes del cumplimiento del período estatutario para el que hubiera sido nombrado, salvo cuando concurra justa causa apreciada por el consejo de administración previo informe de la comisión de nombramientos. En particular, se entenderá que existe justa causa cuando el consejero pase a ocupar nuevos cargos o contraiga nuevas obligaciones que le impidan dedicar el tiempo necesario al desempeño de las funciones propias del cargo de consejero, incumpla los deberes inherentes a su cargo o incurra en algunas de las circunstancias que le hagas perder su condición de independiente, de acuerdo con lo establecido en la legislación aplicable.
	También podrá proponerse la separación de consejeros independientes como consecuencia de ofertas públicas de adquisición, fusiones u otras operaciones corporativas similares que supongan un cambio en la estructura de capital de la sociedad, cuando tales cambios en la estructura del consejo de administración vengan propiciados por el criterio de proporcionalidad señalado en la recomendación 16.
	Cumple [X] Explique []

22. Que las sociedades establezcan reglas que obliguen a los consejeros a informar y, en su caso, dimitir en aquellos supuestos que puedan perjudicar al crédito y reputación de la sociedad y, en particular, les obliguen a informar al consejo de administración de las causas penales en las que aparezcan como imputados, así como de sus posteriores vicisitudes procesales.

Y que si un consejero resultara procesado o se dictara contra él auto de apertura de juicio oral por alguno de los delitos señalados en la legislación societaria, el consejo de administración examine el caso tan pronto como sea posible y, a la vista de sus circunstancias concretas, decida si procede o no que el consejero continúe en su cargo. Y que de todo ello el consejo de administración dé cuenta, de forma razonada, en el informe anual de gobierno corporativo.

Cumple I	[X]	Cumple parcialmente	Γ	1 Fx	plique	Γ 1	ı
Cumple		Curriple parcial rierite	L	」	plique	L	1

23. Que todos los consejeros expresen claramente su oposición cuando consideren que alguna propuesta de decisión sometida al consejo de administración puede ser contraria al interés social. Y que otro tanto hagan, de forma especial, los independientes y demás consejeros a quienes no afecte el potencial conflicto de intereses, cuando se trate de decisiones que puedan perjudicar a los accionistas no representados en el consejo de administración.

Y que cuando el consejo de administración adopte decisiones significativas o reiteradas sobre las que el consejero hubiera formulado serias reservas, este saque las conclusiones que procedan y, si optara por dimitir, explique las razones en la carta a que se refiere la recomendación siguiente.

Esta recomendación alcanza también al secretario del consejo de administración, aunque no tenga la condición de consejero.

Cumple [X]	Cumple parcialmente []	Explique[]	No aplicable []
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24.	Que cuando, ya sea por dimisión o por otro motivo, un consejero cese en su cargo antes del término de su mandato, explique las razones en una carta que remitirá a todos los miembros del consejo de administración. Y que, sin perjuicio de que dicho cese se comunique como hecho relevante, del motivo del cese se dé cuenta en el informe anual de gobierno corporativo.								
	Cumple [X]	Cumple parcialmente [1	Explique[]	No aplicable []				
25.		mbramientos se asegure d npo para el correcto desarro	-		utivos tienen suficiente				
	Y que el reglamento d formar parte sus conse		mero má	ximo de consejos d	e sociedades de los que pueden	I			
	Cumple [X]	Cumple parcialmente [1	Explique[]					
26.	funciones y, al menos,	_	o el prog	rama de fechas y as	empeñar con eficacia sus suntos que establezca al inicio d el orden del día inicialmente no	le			
	Cumple [X]	Cumple parcialmente [1	Explique[]					
27.					y se cuantifiquen en el informe presentación con instrucciones				
	Cumple [X]	Cumple parcialmente [1	Explique[]					
28.	los consejeros, sobre la		ales preo	cupaciones no qued	juna propuesta o, en el caso de den resueltas en el consejo de iia de ellas en el acta.				
	Cumple [X]	Cumple parcialmente [1	Explique[]	No aplicable []				
29.		miento de sus funciones in			edan obtener el asesoramiento as circunstancias, asesoramiento)			
	Cumple [X]	Cumple parcialmente [1	Explique []					
30.		n también a los consejeros			para el ejercicio de sus funciones de conocimientos cuando las	; ,			
	Cumple [X]	Explique []		No aplicable []					

CNMV COMISIÓN NACIONAL DEL MERCADO DE VALORES

31.	Que el orden del día de las sesiones indique con claridad aquellos puntos sobre los que el consejo de administración deberá adoptar una decisión o acuerdo para que los consejeros puedan estudiar o recabar, con carácter previo, la información precisa para su adopción.						
	de administración decisi	nte, por razones de urgen ones o acuerdos que no f ayoría de los consejeros p	iguraran e	en el orden del día, s	será preciso el consentim	niento	
	Cumple [X]	Cumple parcialmente []	Explique []			
32.	· ·	periódicamente informac vos, los inversores y las ag			•	•	
	Cumple [X]	Cumple parcialmente []	Explique []			
33.	de ejercer las funciones d administración un progra consejo, así como, en su consejo y de la efectivida a las cuestiones estratég	responsable del eficaz fu que tiene legal y estatutar ama de fechas y asuntos a caso, la del primer ejecuti ad de su funcionamiento; icas, y acuerde y revise los cunstancias lo aconsejen.	riamente a tratar; ou vo de la s se asegur s program	atribuidas, prepare g ganice y coordine l ociedad; sea respon e de que se dedica	y someta al consejo de a evaluación periódica de Isable de la dirección del suficiente tiempo de disc	el cusión	
	Cumple [X]	Cumple parcialmente []	Explique []			
34.	además de las facultades administración en ausen preocupaciones de los co sus puntos de vista a efec	onsejero coordinador, los e s que le corresponden leg icia del presidente y de lo onsejeros no ejecutivos; m ctos de formarse una opir de la sociedad; y coordina	ialmente, s vicepres nantener o nión sobre	le atribuya las sigui identes, en caso de contactos con invers sus preocupacione	entes: presidir el consejo existir; hacerse eco de la sores y accionistas para c es, en particular, en relaci	de s conocer	
	Cumple [X]	Cumple parcialmente []	Explique []	No aplicable []		
35.	decisiones el consejo de	nsejo de administración ve administración tenga pre gobierno que fueran aplic	sentes las	recomendaciones		ntenidas	
	Cumple [X]	Explique []					



	corrija	a las deficiencias de	etectadas respecto de:							
	a)	La calidad y eficie	ncia del funcionamiento d	del consej	o de admini	stración.				
	b)	El funcionamiento	o y la composición de sus	comision	es.					
	c) La diversidad en la composición y competencias del consejo de administración.									
	d)	El desempeño de	l presidente del consejo d	e adminis	stración y de	l primer e	ejecutivo de la sociedad.			
	e)	El desempeño y la distintas comision	-	sejero, pre	stando espe	cial atend	ción a los responsables de las	5		
	Para la realización de la evaluación de las distintas comisiones se partirá del informe que estas eleven al consejo de administración, y para la de este último, del que le eleve la comisión de nombramientos.									
			o de administración será a encia será verificada por la		-		la evaluación por un consult	tc		
		-	o que el consultor o cualc ı grupo deberán ser desgl	•	-	•	ntengan con la sociedad o gobierno corporativo.			
	El pro	oceso y las áreas eva	aluadas serán objeto de d	escripciór	n en el inforn	ne anual	de gobierno corporativo.			
		Cumple [X]	Cumple parcialmente []	Explique [1				
37.			comisión ejecutiva, la estru la del propio consejo de a							
		Cumple []	Cumple parcialmente []	Explique []	No aplicable [X]			
38.	adop	tadas por la comisi					atados y de las decisiones Iministración reciban copia c	d€		
		Cumple []	Cumple parcialmente []	Explique []	No aplicable [X]			
39.	cuent	ta sus conocimient		ia de cont	abilidad, au		e, se designen teniendo en gestión de riesgos, y que la			
		Cumple [X]	Cumple parcialmente [1	Explique []				

36. Que el consejo de administración en pleno evalúe una vez al año y adopte, en su caso, un plan de acción que



40.	auditoría interna que v	n de la comisión de auditoría, se ele por el buen funcionamiento da del presidente no ejecutivo	o de los sistemas de info	rmación y control interno y que
	Cumple [X]	Cumple parcialmente []	Explique []	
41.	su plan anual de trabaj	•		esente a la comisión de auditorí enten en su desarrollo y someta
	Cumple [X]	Cumple parcialmente []	Explique[]	No aplicable []



- 42. Que, además de las previstas en la ley, correspondan a la comisión de auditoría las siguientes funciones:
 - 1. En relación con los sistemas de información y control interno:
 - a) Supervisar el proceso de elaboración y la integridad de la información financiera relativa a la sociedad y, en su caso, al grupo, revisando el cumplimiento de los requisitos normativos, la adecuada delimitación del perímetro de consolidación y la correcta aplicación de los criterios contables.
 - b) Velar por la independencia de la unidad que asume la función de auditoría interna; proponer la selección, nombramiento, reelección y cese del responsable del servicio de auditoría interna; proponer el presupuesto de ese servicio; aprobar la orientación y sus planes de trabajo, asegurándose de que su actividad esté enfocada principalmente hacia los riesgos relevantes de la sociedad; recibir información periódica sobre sus actividades; y verificar que la alta dirección tenga en cuenta las conclusiones y recomendaciones de sus informes.
 - c) Establecer y supervisar un mecanismo que permita a los empleados comunicar, de forma confidencial y, si resulta posible y se considera apropiado, anónima, las irregularidades de potencial trascendencia, especialmente financieras y contables, que adviertan en el seno de la empresa.
 - 2. En relación con el auditor externo:

Cumple [X]

- a) En caso de renuncia del auditor externo, examinar las circunstancias que la hubieran motivado.
- b) Velar que la retribución del auditor externo por su trabajo no comprometa su calidad ni su independencia.
- c) Supervisar que la sociedad comunique como hecho relevante a la CNMV el cambio de auditor y lo acompañe de una declaración sobre la eventual existencia de desacuerdos con el auditor saliente y, si hubieran existido, de su contenido.
- d) Asegurar que el auditor externo mantenga anualmente una reunión con el pleno del consejo de administración para informarle sobre el trabajo realizado y sobre la evolución de la situación contable y de riesgos de la sociedad.

Explique []

e) Asegurar que la sociedad y el auditor externo respetan las normas vigentes sobre prestación de servicios distintos a los de auditoría, los límites a la concentración del negocio del auditor y, en general, las demás normas sobre independencia de los auditores.

43.	•	ditoría pueda convocar a cualquie	•	ociedad, e incluso
	Cumple [X]	ezcan sin presencia de ningún otro Cumple parcialmente []	Explique []	

Cumple parcialmente []



44.	corpo sobre	orativas que proyec	toría sea informada sobre te realizar la sociedad par conómicas y su impacto c	a su análi	sis e informe	previo al	l consejo de adminis	
		Cumple [X]	Cumple parcialmente []	Explique [1	No aplicable []	
45.	Que l	a política de contro	ol y gestión de riesgos ide	ntifique al	menos:			
	a)	sociales, medio ar	de riesgo, financieros y n mbientales, políticos y rep ros o económicos, los pasi	utacional	es) a los que	se enfrer	nta la sociedad, inclu	_
	b)	La fijación del nive	el de riesgo que la socieda	ad conside	ere aceptable	e.		
	c)	Las medidas previ materializarse.	stas para mitigar el impa	cto de los	riesgos iden	tificados,	en caso de que llega	aran a
	d)		formación y control inter los pasivos contingentes o	-	-		olar y gestionar los ci	tados
		Cumple [X]	Cumple parcialmente []	Explique []		
46.	conse	ejo de administracio	directa de la comisión de ón, exista una función into e la sociedad que tenga a	erna de co	ntrol y gesti	ón de rie:	sgos ejercida por una	
	a)	-	funcionamiento de los sis tionan, y cuantifican adec					-
	b)	Participar activam su gestión.	nente en la elaboración de	e la estrate	egia de riesg	os y en la	s decisiones importa	intes sobre
	c)		sistemas de control y gest ca definida por el consejo		-	en los ries	gos adecuadamente	e en el
		Cumple [X]	Cumple parcialmente []	Explique []		
47.	y la co aptitu	omisión de retribud udes y experiencia a	comisión de nombramie ciones, si estuvieren separ adecuados a las funcione consejeros independiente	adas- se d s que esté	esignen pro	curando	que tengan los cono	cimientos,
		Cumple [X]	Cumple parcialmente [1	Explique []		



48.				evada capita ones separad		nten con ı	una comisión de nombramientos	y con una
		Cumple []	Explique []		No aplicable [X]	
49.					•		del consejo de administración y a relativas a los consejeros ejecutiv	•
		-	_	-			nombramientos que tome en co ara cubrir vacantes de consejero.	onsideración, por si
		Cumple [>	()	Cumple pa	rcialmente []	Explique []	
50.				ouciones eje spondan las		ones con i	ndependencia y que, además de	las funciones que
	a)	Proponer a	al consej	o de admin	istración las c	condicion	es básicas de los contratos de los	altos directivos.
	b)	Comproba	ır la obse	ervancia de	la política ret	ributiva e	stablecida por la sociedad.	
	c)	incluidos l	os sisten	nas retributi	vos con accio	nes y su a	s aplicada a los consejeros y altos plicación, así como garantizar qu demás consejeros y altos directivo	e su remuneración
	d)	-	-	ventuales co la comisiór		ntereses n	o perjudiquen la independencia d	del asesoramiento
	e)						consejeros y altos directivos cont ne anual sobre remuneraciones d	
		Cumple [>	()	Cumple pa	rcialmente []	Explique []	
51.					-	-	l primer ejecutivo de la sociedad, iivos y altos directivos.	especialmente
		Cumple [>	()	Cumple pa	rcialmente [1	Explique []	



- 52. Que las reglas de composición y funcionamiento de las comisiones de supervisión y control figuren en el reglamento del consejo de administración y que sean consistentes con las aplicables a las comisiones legalmente obligatorias conforme a las recomendaciones anteriores, incluyendo:
 - a) Que estén compuestas exclusivamente por consejeros no ejecutivos, con mayoría de consejeros independientes.
 - b) Que sus presidentes sean consejeros independientes.
 - c) Que el consejo de administración designe a los miembros de estas comisiones teniendo presentes los conocimientos, aptitudes y experiencia de los consejeros y los cometidos de cada comisión, delibere sobre sus propuestas e informes; y que rinda cuentas, en el primer pleno del consejo de administración posterior a sus reuniones, de su actividad y que respondan del trabajo realizado.
 - d) Que las comisiones puedan recabar asesoramiento externo, cuando lo consideren necesario para el desempeño de sus funciones.

e)	Que de sus reun	iones se levante acta, que se pond	rá a disposición de to	odos los consejeros.
	Cumple [X]	Cumple parcialmente []	Explique []	No aplicable []



- 53. Que la supervisión del cumplimiento de las reglas de gobierno corporativo, de los códigos internos de conducta y de la política de responsabilidad social corporativa se atribuya a una o se reparta entre varias comisiones del consejo de administración que podrán ser la comisión de auditoría, la de nombramientos, la comisión de responsabilidad social corporativa, en caso de existir, o una comisión especializada que el consejo de administración, en ejercicio de sus facultades de auto-organización, decida crear al efecto, a las que específicamente se les atribuyan las siguientes funciones mínimas:
 - a) La supervisión del cumplimiento de los códigos internos de conducta y de las reglas de gobierno corporativo de la sociedad.
 - b) La supervisión de la estrategia de comunicación y relación con accionistas e inversores, incluyendo los pequeños y medianos accionistas.
 - c) La evaluación periódica de la adecuación del sistema de gobierno corporativo de la sociedad, con el fin de que cumpla su misión de promover el interés social y tenga en cuenta, según corresponda, los legítimos intereses de los restantes grupos de interés.
 - d) La revisión de la política de responsabilidad corporativa de la sociedad, velando por que esté orientada a la creación de valor.
 - e) El seguimiento de la estrategia y prácticas de responsabilidad social corporativa y la evaluación de su grado de cumplimiento.
 - f) La supervisión y evaluación de los procesos de relación con los distintos grupos de interés.
 - g) La evaluación de todo lo relativo a los riesgos no financieros de la empresa -incluyendo los operativos, tecnológicos, legales, sociales, medio ambientales, políticos y reputacionales.
 - h) La coordinación del proceso de reporte de la información no financiera y sobre diversidad, conforme a la normativa aplicable y a los estándares internacionales de referencia.

Cumple [X]	Cumple parcialmente []	Explique []



54.			·	_	/a los principios o compromisos que la empresa upos de interés e identifique al menos:	
	a)	Los objetivos de la apoyo.	política de responsabilid	ad social	corporativa y el desarrollo de instrumentos de	
	b)	La estrategia corp	orativa relacionada con la	sostenib	oilidad, el medio ambiente y las cuestiones sociales	5.
	c)	cuestiones sociale		sidad, resp	con: accionistas, empleados, clientes, proveedores, ponsabilidad fiscal, respeto de los derechos	
	d)		cemas de seguimiento de tra anterior, los riesgos asc		tados de la aplicación de las prácticas concretas su gestión.	
	e)	Los mecanismos o	le supervisión del riesgo r	no financi	iero, la ética y la conducta empresarial.	
	f)	Los canales de cor	municación, participación	y diálogo	o con los grupos de interés.	
	g)	Las prácticas de co integridad y el hor	· · · · · · · · · · · · · · · · · · ·	que evite	en la manipulación informativa y protejan la	
		Cumple [X]	Cumple parcialmente []	Explique []	
55.	relaci		onsabilidad social corpora		el informe de gestión, sobre los asuntos izando para ello alguna de las metodologías	
		Cumple [X]	Cumple parcialmente []	Explique []	
56.	y para	a retribuir la dedica	_	nsabilida	ra atraer y retener a los consejeros del perfil deseac ad que el cargo exija, pero no tan elevada como pa os no ejecutivos.	
		Cumple [X]	Explique []			
57.	socie derec	dad y al desempeño chos sobre acciones	o personal, así como la re so instrumentos referenci	muneraci ados al va	eraciones variables ligadas al rendimiento de la ción mediante entrega de acciones, opciones o valor de la acción y los sistemas de ahorro a largo ción u otros sistemas de previsión social.	
	se co	ndicione a que las r	mantengan hasta su cese	como coi	eración a los consejeros no ejecutivos cuando onsejeros. Lo anterior no será de aplicación a o, para satisfacer los costes relacionados con su	
		Cumple [X]	Cumple parcialmente []	Explique []	



58. Que en caso de remuneraciones variables, las políticas retributivas incorporen los límites y las cautelas técnicas precisas para asegurar que tales remuneraciones guardan relación con el rendimiento profesional de sus beneficiarios y no derivan solamente de la evolución general de los mercados o del sector de actividad de la compañía o de otras circunstancias similares.

Y, en particular, que los componentes variables de las remuneraciones:

- a) Estén vinculados a criterios de rendimiento que sean predeterminados y medibles y que dichos criterios consideren el riesgo asumido para la obtención de un resultado.
- b) Promuevan la sostenibilidad de la empresa e incluyan criterios no financieros que sean adecuados para la creación de valor a largo plazo, como el cumplimiento de las reglas y los procedimientos internos de la sociedad y de sus políticas para el control y gestión de riesgos.
- c) Se configuren sobre la base de un equilibrio entre el cumplimiento de objetivos a corto, medio y largo plazo, que permitan remunerar el rendimiento por un desempeño continuado durante un período de tiempo suficiente para apreciar su contribución a la creación sostenible de valor, de forma que los elementos de medida de ese rendimiento no giren únicamente en torno a hechos puntuales, ocasionales o extraordinarios.

	ocasionales o extra	a ordinarios.					
	Cumple [X]	Cumple parcialmente []	Explique []	No aplicable []
59.		e relevante de los compor no suficiente para compro ss.					
	Cumple [X]	Cumple parcialmente []	Explique []	No aplicable []
60.		relacionadas con los resul en el informe del auditor (ntuales
	Cumple [X]	Cumple parcialmente []	Explique []	No aplicable []
61.	•	ante de la remuneración v e instrumentos financieros		-	-	tivos esté vincul	ado a la
	Cumple []	Cumple parcialmente []	Explique [X	(]	No aplicable [1

En lo referente a los consejeros ejecutivos, y tal y como se ha explicitado en los apartados anteriores, existe un equilibrio adecuado entre los componentes fijos y variables de la remuneración, si bien la Sociedad no ha considerado necesario introducir variables en el sistema de remuneración con el objeto de ajustarlo a objetivos, valores e intereses a largo plazo de la Sociedad ni otorgar planes de entrega de acciones o de instrumentos financieros referenciados a su valor, por cuanto (i) la probada permanencia y estabilidad de los actuales consejeros ejecutivos en la Sociedad y el Consejo de Administración, por una parte; y (ii) el establecimiento de parámetros para el devengo de la remuneración variable que no incentivan objetivos cortoplacistas han sido considerados elementos suficientes.

En este sentido, debe destacarse que los parámetros que sirven para fijar dicha retribución variable están fundamentalmente vinculados a los resultados ordinarios de la Sociedad, sus filiales y su Grupo consolidado, excluyendo, por tanto, aquellos parámetros que incentivan otro tipo de estrategias que difieran de un crecimiento sostenido, como pueden ser los resultados extraordinarios de la Sociedad y su Grupo consolidado u otros factores exógenos, como puede ser la cotización de la Sociedad en bolsa.



62.	retributivos, los c	onsejero ración fij	s acciones o las opciones s no puedan transferir la a anual, ni puedan ejerce u atribución.	propieda	d de un núm	ero de a	cciones equivalent	e a dos
		-	icación a las acciones qu on su adquisición.	e el conse	ejero necesite	e enajena	ir, en su caso, para	satisfacer
	Cumple []	Cumple parcialmente []	Explique []	No aplicable [X]	
63.	los componentes	s variable	etuales incluyan una cláu es de la remuneración cu o se hayan abonado aten	ando el p	ago no haya	estado aj	ustado a las condi	ciones
	Cumple [)	X]	Cumple parcialmente []	Explique []	No aplicable []	
64.	retribución total	anual y d	ción del contrato no supe que no se abonen hasta c s de rendimiento previan	que la soc	iedad haya p	-		
	Cumple [)	X]	Cumple parcialmente []	Explique []	No aplicable []	



H. OTRAS INFORMACIONES DE INTERÉS

- Si existe algún aspecto relevante en materia de gobierno corporativo en la sociedad o en las entidades del grupo que no se haya recogido en el resto de apartados del presente informe, pero que sea necesario incluir para recoger una información más completa y razonada sobre la estructura y prácticas de gobierno en la entidad o su grupo, detállelos brevemente.
- 2. Dentro de este apartado, también podrá incluirse cualquier otra información, aclaración o matiz relacionado con los anteriores apartados del informe en la medida en que sean relevantes y no reiterativos.
 - En concreto, se indicará si la sociedad está sometida a legislación diferente a la española en materia de gobierno corporativo y, en su caso, incluya aquella información que esté obligada a suministrar y sea distinta de la exigida en el presente informe.
- 3. La sociedad también podrá indicar si se ha adherido voluntariamente a otros códigos de principios éticos o de buenas prácticas, internacionales, sectoriales o de otro ámbito. En su caso, se identificará el código en cuestión y la fecha de adhesión. En particular, hará mención a si se ha adherido al Código de Buenas Prácticas Tributarias, de 20 de julio de 2010:

Nota respecto al Apartado G.7

El artículo 11 de los Estatutos Sociales y el artículo 4 del Reglamento de la Junta General prevén la posibilidad de que la Sociedad pueda retransmitir, en su caso, simultáneamente y en tiempo real la Junta General por cualquier medio, entre otros, a través de Internet.

Si bien la Junta General de Accionistas de fecha 25 de abril de 2019 no se emitió en directo, la Junta General Ordinaria del ejercicio en curso será grabada y retransmitida en directo a través de la página web de la Sociedad (sin preverse la posibilidad de asistir o votar por esta vía).

Nota respecto al Apartado H.3

El Consejo de Administración acordó en su reunión del 28 de octubre de 2016 que la Sociedad en su condición de entidad dominante de un grupo de sociedades en el sentido del artículo 42 del Código de Comercio, se adhiriera al Código de Buenas Prácticas Tributarias y al anexo al mismo, aprobados, respectivamente, el 23 de julio de 2010 y el 3 de noviembre de 2015.

Asimismo, la Sociedad y su Grupo están adheridos al Pacto Mundial de las Naciones Unidas, una iniciativa voluntaria por la cual se compromete a alinear sus estrategias y operaciones con diez principios universalmente aceptados, agrupados en cuatro áreas: derechos humanos, estándares laborales, medioambiente y corrupción. Trabaja también de forma constante en el desarrollo de los Objetivos de Desarrollo Sostenible definidos por la ONU en septiembre de 2015.

informe anual d ón de fecha:	gobierno corporativo ha sido aprobado por el consejo de Administración de la sociedad, er	า รเ
27/02/2020		
que si ha habido ente Informe.	consejeros que hayan votado en contra o se hayan abstenido en relación con la aprobación	de
[]	Sí	
[\]	No	

ON3509333





CLASE 8.ª

Las Cuentas Anuales consolidadas (balance, cuenta de pérdidas y ganancias, estado de cambios en el patrimonio neto, estado de flujos de efectivo, memoria, informe de gestión e informe anual de gobierno corporativo) de GRUPO CATALANA OCCIDENTE, S.A., correspondientes al ejercicio cerrado el 31 de diciembre de 2019, formulados por el Consejo de Administración de la Sociedad celebrado el día de hoy, constan extendidos en los folios del Timbre, clase 8ª, serie ON, números 3509186 al 3509332, aprobados en la citada reunión del Consejo de Administración, documentos que fueron firmados por todos los Consejeros en el folio del Timbre, clase 8ª, serie ON, número 3509333.

Sant Cugat del Vallés, a 27 de febrero de 2020.

D. José Mª Serra Farré	D. José Ignacio Álvarez Juste	D. Francisco José Arregui Laborda
Gestión de Activos y Valores, S.L. D. Javier Juncadella Salisachs	D. Jorge Enrich Izard	Ensivest Bros 2014, S.L. D. Jorge Enrich Serra
D. Juan Ignacio Guerrero Gilabert	D. Federico Halpern Blasco	D. Hugo Serra Calderón
D ^a . M ^a Assumpta Soler Serra	D. Enrique Giró Godó	Jusal, S.L. D. José Mª Juncadella Sala
Lacanuda Consell, S.L. D. Carlos Halpern Serra	D. Francisco J. Pérez Farguell	Villasa, S.L D. Fernando Villavecchia Obregón

Cotyp, S.L.

D. Alberto Thiebaut Estrada

Grupo Catalana Occidente, S.A. y sociedades dependientes

Informe de auditor referido a la "Información relativa al Sistema de Control Interno sobre la Información Financiera (SCIIF)" del Grupo Catalana Occidente correspondiente al ejercicio 2019



Informe de auditor referido a la "Información relativa al Sistema de Control Interno sobre la Información Financiera (SCIIF)" del Grupo Catalana Occidente correspondiente al ejercicio 2019

A los Administradores:

De acuerdo con la solicitud del Consejo de Administración de Grupo Catalana Occidente, S.A. y con nuestra carta propuesta de fecha 6 de noviembre de 2019, hemos aplicado determinados procedimientos sobre la "Información relativa al SCIIF" contenida en el Informe Anual de Gobierno Corporativo de Grupo Catalana Occidente, S.A (en adelante el "Grupo") correspondiente al ejercicio 2019, en el que se resumen los procedimientos de control interno de Grupo en relación a la información financiera anual.

El Consejo de Administración es responsable de adoptar las medidas oportunas para garantizar razonablemente la implantación, mantenimiento y supervisión de un adecuado sistema de control interno, así como del desarrollo de mejoras de dicho sistema y de la preparación y establecimiento del contenido de la Información relativa al SCIIF.

En este sentido, hay que tener en cuenta que, con independencia de la calidad del diseño y operatividad del sistema de control interno adoptado por el Grupo en relación a la información financiera anual, éste sólo puede permitir una seguridad razonable, pero no absoluta, en relación con los objetivos que persigue, debido a las limitaciones inherentes a todo sistema de control interno.

En el curso de nuestro trabajo de auditoría de las cuentas anuales y conforme a las Normas Técnicas de Auditoría, nuestra evaluación del control interno del Grupo ha tenido como único propósito el permitirnos establecer el alcance, la naturaleza y el momento de realización de los procedimientos de auditoría de las cuentas anuales del Grupo. Por consiguiente, nuestra evaluación del control interno, realizada a efectos de dicha auditoría de cuentas, no ha tenido la extensión suficiente para permitirnos emitir una opinión específica sobre la eficacia de dicho control interno sobre la información financiera anual regulada.

A los efectos de la emisión de este informe, hemos aplicado exclusivamente los procedimientos específicos descritos a continuación e indicados en la *Guía de Actuación sobre el Informe del auditor referido a la Información relativa al Sistema de Control Interno sobre la Información Financiera de las entidades cotizadas*, publicada por la Comisión Nacional del Mercado de Valores en su página web, que establece el trabajo a realizar, el alcance mínimo del mismo, así como el contenido de este informe. Como el trabajo resultante de dichos procedimientos tiene, en cualquier caso, un alcance reducido y sustancialmente menor que el de una auditoría o una revisión sobre el sistema de control interno, no expresamos una opinión sobre la efectividad del mismo, ni sobre su diseño y su eficacia operativa, en relación a la información financiera anual del Grupo correspondiente al ejercicio 2019 que se describe en la Información relativa al SCIIF contenida en su Informe Anual de Gobierno Corporativo. En consecuencia, si hubiéramos aplicado procedimientos adicionales a los determinados por la citada Guía o realizado una auditoría o una revisión sobre el sistema de control interno en relación a la información financiera anual regulada, se podrían haber puesto de manifiesto otros hechos o aspectos sobre los que les habríamos informado.

Asimismo, dado que este trabajo especial no constituye una auditoría de cuentas ni se encuentra sometido a la Ley de Auditoría de Cuentas, no expresamos una opinión de auditoría en los términos previstos en la citada normativa.



Se relacionan a continuación los procedimientos aplicados:

- 1. Lectura y entendimiento de la información preparada por el Grupo en relación con el SCIIF información de desglose incluida en el Informe de Gestión y evaluación de si dicha información aborda la totalidad de la información requerida que seguirá el contenido mínimo descrito en el apartado F, relativo a la descripción del SCIIF, del modelo de IAGC según se establece en la Circular nº 7/2015 de 22 de diciembre de 2015 de la CNMV y la Circular nº 2/2018 de 12 de junio de la CNMV.
- 2. Preguntas al personal encargado de la elaboración de la información detallada en el punto 1 anterior con el fin de: (i) obtener un entendimiento del proceso seguido en su elaboración; (ii) obtener información que permita evaluar si la terminología utilizada se ajusta a las definiciones del marco de referencia; (iii) obtener información sobre si los procedimientos de control descritos están implantados y en funcionamiento en el Grupo.
- 3. Revisión de la documentación explicativa soporte de la información detallada en el punto 1 anterior, y que comprenderá, principalmente, aquella directamente puesta a disposición de los responsables de formular la información descriptiva del SCIIF. En este sentido, dicha documentación incluye informes preparados por la función de Auditoría Interna, Alta Dirección y otros especialistas internos o externos en sus funciones de soporte al Comité de Auditoría.
- Comparación de la información detallada en el punto 1 anterior con el conocimiento del SCIIF del Grupo obteniendo como resultado de la aplicación de los procedimientos realizados en el marco de los trabajos de la auditoría de cuentas anuales.
- Lectura de actas de reuniones del Consejo de Administración, Comité de Auditoría y otras comisiones del Grupo a los efectos de evaluar la consistencia entre los asuntos en ellas abordados en relación al SCIIF y la información detallada en el punto 1 anterior.
- Obtención de la carta de manifestaciones relativa al trabajo realizado adecuadamente firmada por los responsables de la preparación y formulación de la información detallada en el punto 1 anterior.

Como resultado de los procedimientos aplicados sobre la Información relativa al SCIIF no se han puesto de manifiesto inconsistencias o incidencias que puedan afectar a la misma.

Este informe ha sido preparado exclusivamente en el marco de los requerimientos establecidos por el artículo 540 del texto refundido de la Ley de Sociedades de Capital y por la Circular nº 5/2013 de la CNMV de fecha 12 de junio de 2013 de la Comisión Nacional del Mercado de Valores, modificada por la Circular nº 7/2015 de la CNMV de fecha 22 de diciembre de 2015 y la Circular nº 2/2018 de 12 de junio de la CNMV a los efectos de la descripción del SCIIF en los Informes Anuales de Gobierno Corporativo.

PricewaterhouseCoopers Auditores, S.L.

Ana Isabel Peláez Morón

27 de febrero de 2020

INSTITUTO DE CENSORES JURADOS DE CUENTAS DE ESPAÑA

PricewaterhouseCoopers Auditores, S.L.

2020 Núm. 20/20/01133

SELLO CORPORATIVO: 30,00 EUR
Informe sobre trabajos distintos

a la auditoría de cuentas

INFORME ANUAL EJERCICIO 2019

Grupo Catalana Occidente, Sociedad Anónima

Que en cumplimiento de lo establecido en la Ley de Sociedades de Capital (Real Decreto Legislativo 1/2010, de 2 de julio), así como en los Estatutos Sociales, se presenta por el Consejo de Administración a la Junta General de Accionistas del 30 de Abril de 2020, para dar cuenta de la gestión del año 2019, y para la aprobación de las Cuentas Anuales del ejercicio 155 de la Compañía.

El Informe de Gestión y las Cuentas Anuales que se acompañan, se depositarán para su inscripción en el Registro Mercantil.

EVOLUCIÓN DEL NEGOCIO

El volumen de ingresos de la Sociedad durante el ejercicio 2019 ha ascendido a **234.147 Miles de Euros**, correspondiendo **232.356 Miles de Euros** a ingresos por participaciones en capital de entidades de seguros y **1.791 Miles de Euros** a otros ingresos de explotación.

El resultado del ejercicio 2019 después de impuestos ha ascendido a **216.281 Miles de Euros**. Con respecto al resultado del ejercicio 2018 después de Impuestos, que ascendió a **176.938 Miles de Euros**, el resultado del ejercicio 2019 ha aumentado en **39.343 Miles de Euros**.

El Beneficio Neto de Grupo Catalana Occidente, S.A. asciende a 216.281 Miles de Euros.

El Consejo de Administración propone y somete a la Junta General de Accionistas la siguiente distribución del Beneficio Neto:

	Ejercicio 2019
Distribución	Miles de Euros
A dividendos	105.852
A reservas voluntarias	110.429
Beneficio neto del ejercicio	216.281

Grupo Catalana Occidente S.A. ha distribuido, en los meses de julio y octubre de 2019 y febrero de 2020 un dividendo a cuenta de los resultados del ejercicio 2019 de 0,1588 euros por acción cada uno de ellos, por un importe total en conjunto de 57.168.000 euros.

El Consejo de Administración tiene previsto proponer a la Junta General de Accionistas el reparto de un dividendo total con cargo a los resultados del ejercicio 2019 de 0,8821 euros por acción. El dividendo complementario de un importe total de 48.684.000 euros, es decir, 0,4057euros por acción, será satisfecho en el mes de mayo.

Fecha de pago	Tipo de dividendo	Por acción en Euros	
Julio 2019	1er. Dividendo a cuenta resultado 2019	0,1588	19.056
Octubre 2019	2º. Dividendo a cuenta resultado 2019	0,1588	19.056
Febrero 2020	3er. Dividendo a cuenta resultado 2019	0,1588	19.056
Mayo 2020	Complementario de resultados 2019	0,4057	48.684
	Totales	0,8821	105.852

La evolución del negocio de la Sociedad está ligada a la de sus filiales, principalmente aseguradoras.

INVERSIONES

El total de las inversiones de la Entidad a 31 de diciembre de 2019 es de **1.176.376 Miles de Euros**, con la siguiente composición:

	2015		2016		2017		2018		2019	
	Importe	% Distr.								
Inversiones financieras en empresas grupo y asociadas	1.146.151	99,17	1.146.151	99,21	1.145.901	99,29	1.145.912	96,09	1.146.065	97,42
Cartera de valores a largo plazo	-	-	-	-	1	-	-	-	1	
Inversiones financieras a largo plazo	-	1	14	-	8	1	15	-	53	0,01
Activos líquidos equivalentes a efectivo	1		-	-	-	-	-	-	1	
Efectivo	9.581	0,83	9.169	0,79	8.204	0,71	46.579	3,91	30.258	2,57
Total Inversiones	1.155.732	100	1.155.334	100	1.154.113	100	1.192.506	100	1.176.376	100

Las inversiones en empresas grupo y asociadas que alcanzan al cierre del ejercicio la cifra de **1.146.065 Miles de Euros** corresponden a:

SOCIEDAD PARTICIPADA	Importe Miles de Euros	Porcentaje de Participación (*)
Seguros Catalana Occidente, S.A. de Seguros y Reaseguros Grupo Compañia Española de Crédito y Caución, S.L. Atradius N.V. (**) Sociedad Gestión Catalana Occidente, S.A. Sociedad de Inversiones Credere, S.A. (***) Cosalud Servicios, S.A. GCO Reaseguros, S.A. Grupo Catalana Occidente Gestión de Activos, S.A. S.G.I.I.C GCO Gestora de Pensiones, EGFP, S.A. Catoc, S.I.C.A.V., S.A. Grupo Catalana Occidente, Tecnología y Servicios, A.I.E.(****) Total Inversiones en empresas grupo y asociadas	102.184 538.084 477.832 11.643 - 296 9.050 4.312 2.500 11 153	100% 73,84% 83,20% 100% 49,99% 100% 100% 100% 0,04% 0,42%

^(*) Derechos económicos

^(**) Incluye la participación mantenida a través de Grupo Compañía Española de Crédito y Caución, S.L.

^(***) Participación deteriorada durante el ejercicio 2017 y 2018

^(****) Con fecha 8 de enero de 2019 se han adquirido 50 acciones por un total de 153 miles de euros

PERSONAL

Al cierre del ejercicio 2019 la Sociedad tiene 107 empleados, 33 más que a cierre del ejercicio anterior.

CONSEJO DE ADMINISTRACION

A cierre del ejercicio, el consejo de administración estaba formado por 16 consejeros, de los cuales 4 son ejecutivos y 2 tienen consideración de independientes.

A continuación se muestra la composición del consejo de administración y de las comisiones delegadas a cierre del ejercicio 2019. Todos ellos son personas de reconocida capacidad profesional, integridad e independencia de criterio. El perfil de los miembros consejo puede consultarse en la web del Grupo Catalana Occidente.

CONSEJO DE ADMINISTRACIÓN				
Presidente	D. José Mª Serra Farré			
Vicepresidente	Gestión de Activos y Valores, S.L.			
Consejero - Delegado	D. José Ignacio Álvarez Juste			
Vocales	D. Jorge Enrich Izard			
	D. Francisco Javier Pérez Farguell			
	D. Juan Ignacio Guerrero Gilabert			
	D. Federico Halpern Blasco			
	D. Hugo Serra Calderón			
	D ^a . M ^a . Assumpta Soler Serra			
	Cotyp, S.L.			
	D. Enrique Giró Godó			
	Jusal, S.L.			
	Lacanuda Consell, S.L.			
	Ensivest Bros 2014, S.L.			
	Villasa, S.L.			
Consejero - Secretario	D. Francisco José Arregui Laborda			
Vicesecretario - no Consejero	D. Joaquín Guallar Pérez			

C	OMITÉ DE AUDITORIA	COMITÉ NOMBRAMIENTOS Y RETRIBUCIONES		
			D. Francisco Javier Pérez	
Presidente	D. Juan Ignacio Guererro Gilabert	Presidente	Farguell	
			D. Juan Ignacio Guererro	
Vocales	D.Francisco Javier Pérez Farguell	Vocales	Gilabert	
			Gestión de Activos y Valores,	
	Lacanuda Consell, S.L.		S.L.	
Secretario	D. Francisco José Arregui	Secretario	D. Francisco José Arregui	
no Miembro	Laborda	no Miembro	Laborda	

Durante el año se han celebrado 11 reuniones del consejo de administración, 11 reuniones del Comité de Auditoría y 6 reuniones de la Comisión de Nombramientos y Retribuciones.

Conforme a las Recomendación 36 del Código de Buen Gobierno de las Sociedades Cotizadas, durante el ejercicio 2018 se encomendó a un consultor externo (KPMG Asesores, S.L.) la evaluación de la calidad y eficiencia del funcionamiento del Consejo de Administración, sus comisiones, así como el desempeño de las funciones del Presidente, el Consejero Delegado y el Secretario del Consejo.

El consultor externo analizó la estructura, tamaño y composición del Consejo de Administración y sus comisiones; así como sus dinámicas de funcionamiento, áreas de responsabilidad, tipo de informaciones remitidas al Consejo (en particular en materia de riesgos), sus relaciones con el equipo directivo Asimismo, analizó y cuestionó a los consejeros respecto al desempeño de las funciones del Presidente del Consejo, el Consejero Delegado y el Secretario del Consejo. El resultado del proceso de evaluación fue positivo, destacando la idoneidad de los procedimientos.

En relación con las recomendaciones emitidas por dicho consultor externo, durante el ejercicio 2019 el consejo de administración ha hecho seguimiento de la ejecución de las mismas, habiéndose cumplido la práctica totalidad durante este ejercicio.

Asimismo, el consejo ha realizado una evaluación de su actividad a través de cuestionarios sobre el funcionamiento del consejo y de las comisiones delegadas y sobre el desempeño del presidente y su primer ejecutivo, siendo el resultado igualmente positivo.

El consejo de administración ha aprobado el informe de gobierno corporativo y el informe sobre las remuneraciones de los miembros del consejo de administración correspondiente al ejercicio 2019 siguiendo las pautas establecidas por la normativa en materia de transparencia de las sociedades cotizadas. Puede consultarse todo el detalle en la página web del grupo: www.grupocatalanaoccidente.com

CAPITALES PROPIOS

El capital social suscrito y desembolsado es de **36.000 Miles de Euros** que corresponde a **120 millones** de acciones con un valor nominal de **0,3 euros** cada una, formalizadas mediante anotaciones en cuenta, con idénticos derechos políticos y económicos.

Los capitales propios pasan de **1.010.661 Miles de Euros** en el año 2018 a **1.126.305 Miles de Euros** en el 2019.

Los accionistas de la Sociedad con participación igual o superior al 10% del capital suscrito al 31 de diciembre de 2019 son los siguientes:

	Porcentaje de participación
Corporación Catalana Occidente, S.A.	29,40%
La Previsión 96, S.A.	25,00%

La sociedad Inoc, S.A., que posee el 100% el de Corporación Catalana Occidente y el 72,25% de La Previsión 96, S.A., ostenta directa e indirectamente el 54,47% de la Sociedad al 31 de diciembre de 2019 y pertenece a un grupo cuya cabecera es CO Sociedad de Gestión y Participación, S.A.

Durante el año 2019 se abonaron a los Señores Accionistas un total de **0,8376 euros** por acción. En febrero de 2019 se abonaron **0,1512 euros** por acción en concepto de dividendos a cuenta del resultado del ejercicio 2018 y, en mayo de 2019, se abonaron un total de **0,3688 euros** por acción en concepto de dividendo complementario del resultado. En julio y octubre del 2019 y febrero de 2020 se abonaron un total de **0,4764 euros** por acción en concepto de dividendos a cuenta del resultado del ejercicio 2019.

ACCIONES PROPIAS

Durante el ejercicio, la Sociedad no ha realizado operaciones de compra-venta de acciones propias.

ACTIVIDADES I+D

La Sociedad no desarrolla actividades de investigación y desarrollo.

EVOLUCION ESPERADA DEL NEGOCIO

La evolución de la Sociedad está ligada a la de sus filiales, principalmente aseguradoras.

Previsiblemente las perspectivas de la actividad aseguradora se verán parcialmente influidas por la evolución de la económica mundial.

PRINCIPALES RIESGOS E INCERTIDUMBRES

Los principales riesgos de la Sociedad están ligados a la evolución de sus sociedades participadas.

Dentro de la memoria de las Cuentas Anuales 2019, en la nota 6.3 se detallen los principales riesgos a los que está sujeta la Sociedad.

POLITICA CULTURAL Y MEDIOAMBIENTAL

El Grupo, a través de las distintas entidades, y en especial a través de la Fundación Jesús Serra ha financiado actividades ligadas a diversos campos tales como la investigación, la prevención de la salud, la difusión de la cultura y la conservación del patrimonio o la docencia, entre otras.

En cuanto a la política medioambiental, la sociedad no realiza, de forma directa, ninguna actividad que pueda considerarse de riesgo. En todo caso, se han realizado actuaciones tendentes a optimizar la gestión de los residuos, el uso de materiales biodegradables, el uso de papel reciclado, así como la optimización del consumo energético entre otras.

INFORMACIÓN SOBRE EL PERIODO MEDIO DE PAGO

El periodo medio de pago a los proveedores durante el ejercicio 2019 ha sido de 26,86 días.

AUDITORIA

La Junta General de Accionistas de Grupo Catalana Occidente celebrada el 26 de abril de 2018, acordó nombrar a PricewaterhouseCoopers Auditores, S.L., de conformidad con lo previsto en el artículo 264 de la Ley de Sociedades de Capital, como auditores de las cuentas anuales e informe de gestión consolidado del Grupo correspondientes a los ejercicios sociales cerrados del 31 de diciembre de 2018, 2019 y 2020.

HECHOS POSTERIORES

Con posterioridad al cierre del ejercicio y hasta la fecha de formulación de estas cuentas anuales no se ha producido ningún hecho que afecte de forma significativa.

GRUPO CATALANA OCCIDENTE, SOCIEDAD ANÓNIMA

BALANCES AL 31 DE DICIEMBRE DE 2019 Y 2018 (Notas 1 a 4) (En Miles de Euros)

ACTIVO	31,12,2019	31.12.2018 (*)	PATRIMONIO NETO Y PASIVO	31.12.2019	31.12.2018 (*)
NOTE OF	V 111212V19	0111212010()	111111111111111111111111111111111111111	01/12/2019	0111212010()
ACTIVO NO CORRIENTE	1.146.577	1.146.286	PATRIMONIO NETO	1.126.305	1.010.661
ACTIVO NO CORRIENTE	1.140.377	1.140.200	TATRIMONO NETO	1.120.503	1.010.001
Inmovilizado material (Nota 5)	376	317	Fondos Propios (Nota 8)		
Elementos de transporte	376	317	Capital	36.000	36.000
•			Prima de emisión	1.533	1.533
Inversiones en empresas del grupo y asociadas a largo plazo (Nota 6)	1.146.065	1.145.912	Diferencias pro ajuste de capital a euros	61	61
Instrumento de patrimonio	1.146.065	1.145.912	Reservas	910.542	832.417
			Legal y estatutarias	7.212	7.212
Inversiones financieras a largo plazo (Nota 6.2)	53	15	Otras reservas	903.330	825.205
Créditos a empresas	50	15	Resultado del ejercicio	216.281	176.938
Otros activos financieros	3	-	Dividendo a cuenta (a deducir)	(38.112)	(36.288)
Activos por impuesto diferido (Nota 11.5)	83	42	PASIVO NO CORRIENTE	665	403
			Provisiones a largo plazo (Nota 9)	665	403
ACTIVO CORRIENTE	82.126	72.932	Obligaciones por prestaciones a largo plazo al personal	665	403
Deudores comerciales y otras cuentas a cobrar	51.868	26.200	PASIVO CORRIENTE	101.733	208.154
Empresas del grupo y asociadas (Nota 12.2)	21.594	8.771			
Deudores varios	190	78	Deudas con empresas del grupo y asociadas a		
Activos por Impuesto Corriente (Nota 11.1)	30.008	17.232	corto plazo (Notas 10.1 y 12)	91.383	199.039
Otros créditos con las Administraciones Públicas (Nota 11.1)	76	119	1 (
(Acreedores comerciales y otras cuentas a pagar	10.350	9.115
Inversiones en empresas del grupo y asociadas a corto plazo	-	153	Proveedores (Nota 10.2)	24	43
Créditos a empresas (Nota 6)	-	153	Acreedores varios	8.423	7.317
• • • •			Otras deudas con las Administraciones Públicas (Nota 11.1)	1.903	1.755
Efectivo y otros activos líquidos equivalentes (Nota 7)	30.258	46.579	Pasivos por Impuesto Corriente (Nota 11.1)	-	-
TOTAL ACTIVO	1.228.703	1.219.218	TOTAL PATRIMONIO NETO Y PASIVO	1.228.703	1.219.218

(*) Se presenta única y exclusivamente a efectos comparativos. Las Notas 1 a 14 descritas en la Memoria adjunta forman parte integrante del Balance al 31 de diciembre del ejercicio 2019.

GRUPO CATALANA OCCIDENTE, SOCIEDAD ANÓNIMA

CUENTAS DE PÉRDIDAS Y GANANCIAS CORRESPONDIENTES A LOS EJERCICIOS ANUALES TERMINADOS EL 31 DE DICIEMBRE DE 2019 Y 2018 (Notas 1 a 4) (En Miles de Euros)

	Ejercicio 2019	Ejercicio 2018 (*)
OPERACIONES CONTINUADAS:		
Importe Neto de la Cifra de Negocios- Ingresos de participaciones en instrumentos de patrimonio- En empresas del grupo y asociadas (Nota 13.1) En terceros	232.356	194.065 -
Otros ingresos de explotación- Ingresos accesorios y otros de gestión corriente (Nota 12.1)	1.791	3.325
Gastos de personal- (Nota 13.2) Sueldos, salarios y asimilados Cargas sociales	(7.070) (6.447)	(6.087) (5.826)
Otros gastos de explotación- Servicios exteriores Tributos Otros gastos de gestión corriente	(8.269) 227	(4.960) 91 (1.300)
Amortización del inmovilizado (Nota 5)	(96)	(79)
Resultado de explotación	212.492	179.229
Ingresos financieros- De valores negociables y otros instrumentos financieros En terceros (Nota 7)	- 1	- -
Gastos financieros- Por deudas con empresas del grupo y asociadas (Nota 10.1) Por deudas con terceros	(2.640) (67)	(5.171) (71)
Deterioro y resultado por enajenación de instrumentos financieros Deterioros y pérdidas (Nota 6.1)	-	(1.154)
Resultado financiero	(2.706)	(6.396)
Resultado antes de impuestos Impuestos sobre beneficios (Nota 11.4) Resultado del ejercicio procedente de operaciones continuadas	209.786 6.495 216.281	172.833 4.105 176.938
OPERACIONES INTERRUMPIDAS Resultado del ejercicio procedente de operaciones interrumpidas neto de impuestos	-	-
Resultado del ejercicio	216.281	176.938

^(*) Se presenta única y exclusivamente a efectos comparativos. Las Notas 1 a 14 descritas en la Memoria adjunta forman parte integrante de la cuenta de pérdidas y ganancias correspondiente al ejercicio 2019.

GRUPO CATALANA OCCIDENTE, SOCIEDAD ANÓNIMA

ESTADOS DE CAMBIOS EN EL PATRIMONIO NETO CORRESPONDIENTES A LOS EJERCICIOS ANUALES TERMINADOS EL 31 DE DICIEMBRE DE 2019 Y 2018

A) ESTADO DE INGRESOS Y GASTOS RECONOCIDOS (Notas 1 a 4) (En Miles de Euros)

	Ejercicio 2019	Ejercicio 2018 (*)
Resultado de la cuenta de pérdidas y ganancias (I)	216.281	176.938
Ingresos y gastos imputados directamente al patrimonio neto:		
Por valoración de instrumentos financieros-		
Activos financieros disponibles para la venta	-	-
Otros ingresos/gastos	-	-
Por ganancias y pérdidas actuariales y otros ajustes	(166)	(38)
Efecto impositivo	41	9
Total ingresos y gastos imputados directamente en el patrimonio neto (II)	(125)	(29)
Transferencias a la cuenta de pérdidas y ganancias:		
Por valoración de instrumentos financieros-		
Activos financieros disponibles para la venta	-	-
Otros ingresos/gastos	-	-
Efecto impositivo	-	-
Total transferencias a la cuenta de pérdidas y ganancias (III)	-	-
Total ingresos y gastos reconocidos (I+II+III)	216.156	176.909

^(*) Se presenta única y exclusivamente a efectos comparativos.

Las Notas 1 a 14 descritas en la Memoria adjunta forman parte integrante del estado de ingresos y gastos reconocidos correspondiente al ejercicio 2019.

GRUPO CATALANA OCCIDENTE, SOCIEDAD ANÓNIMA

ESTADOS DE CAMBIOS EN EL PATRIMONIO NETO CORRESPONDIENTES A LOS EJERCICIOS ANUALES TERMINADOS EL 31 DE DICIEMBRE DE 2019 Y 2018

B) ESTADO TOTAL DE CAMBIOS EN EL PATRIMONIO NETO (Notas 1 a 4)

(En Miles de Euros)

		Prima de		Resultado	Dividendo	
	Capital	Emisión	Reservas	del Ejercicio	a Cuenta	Total
Saldo final del ejercicio 2017 (*)	36.000	1.533	785.538	139.981	(34.560)	928.492
Ajustes por cambios de criterio 2017	-	-	-	-	-	-
Ajustes por errores 2017		-	-	-	-	-
Saldo ajustado al inicio del ejercicio 2018 (*)	36.000	1.533	785.538	139.981	(34.560)	928.492
Total ingresos y gastos reconocidos	-	-	(29)	176.938	-	176.909
Operaciones con accionistas:						
Distribución Resultado Ejercicio 2017	-	-	46.969	(139.981)	93.012	-
Aumentos de capital	-	-	-	-	-	-
Reducciones de capital	-	-	-	-	-	-
Conversión de pasivos financieros en patrimonio neto	-	-	-	-	-	-
Distribución de dividendos	-	-	-	-	(94.740)	(94.740)
Operaciones con acciones propias (netas)	-	-	-	-	-	-
Combinación de negocios	-	-	-	-	-	-
Otras operaciones	-	-	-	-	-	-
Otras variaciones del patrimonio neto	_	-	-	-	-	<u>-</u>
Saldo final del ejercicio 2018 (*)	36.000	1.533	832.478	176.938	(36.288)	1.010.661
Ajustes por cambios de criterio 2018	-	-	-	-	-	-
Ajustes por errores 2018	-	-	-	1	-	-
Saldo ajustado al inicio del ejercicio 2019	36.000	1.533	832.478	176.938	(36.288)	1.010.661
Total ingresos y gastos reconocidos	-		(125)	216.281	-	216.156
Operaciones con accionistas:						
Distribución Resultado Ejercicio 2018	-	-	78.250	(176.938)	98.688	-
Aumentos de capital	-	-	-	-	-	-
Reducciones de capital	-	-	-	-	-	-
Conversión de pasivos financieros en patrimonio neto	-	-	-	-	-	-
Distribución de dividendos	-	-	-	-	(100.512)	(100.512)
Operaciones con acciones propias (netas)	-	-	-	-	-	-
Combinación de negocios	-	-	-	-	-	-
Otras operaciones	-	-	-	-	-	-
Otras variaciones del patrimonio neto		-	-	=	-	<u> </u>
Saldo final del ejercicio 2019	36.000	1.533	910.603	216.281	(38.112)	1.126.305

^(*) Se presenta única y exclusivamente a efectos comparativos.

Las Notas 1 a 14 descritas en la Memoria adjunta forman parte integrante del estado total de cambios en el patrimonio neto correspondiente al ejercicio 2019.

GRUPO CATALANA OCCIDENTE, SOCIEDAD ANÓNIMA

ESTADOS DE FLUJOS DE EFECTIVO CORRESPONDIENTES A LOS

EJERCICIOS ANUALES TERMINADOS EL 31 DE DICIEMBRE DE 2019 Y 2018

(Notas 1 a 4) (En Miles de Euros)

(En Miles de Euros)		
	Ejercicio 2019	Ejercicio 2018 (*)
	101201	201.40
Flujos de efectivo de las actividades de explotación (I):	194.381	201.49
Resultado del ejercicio antes de impuestos Ajustes al resultado-	209.786	172.83
Amortización del inmovilizado	3.063 96	6.51
	96	1.15
Correcciones valorativas por deterioro Variación de provisiones	262	1.13
Resultados por bajas y enajenaciones de inmovilizado	262	4
Resultados por bajas y enajenaciones de instrumentos financieros	_	
Ingresos financieros	(1)	
Gastos financieros	2.706	5.24
Variación de valor razonable en instrumentos financieros	2.700	3.24
Otros ingresos y gastos		
Cambios en el capital corriente-	886	1.60
Deudores y otras cuentas a cobrar	(309)	1.00
Otros activos corrientes	(307)	
Acreedores y otras cuentas a pagar	1.236	1.59
Otros pasivos corrientes	-	110
Otros activos y pasivos no corrientes	(41)	(
Otros flujos de efectivo de las actividades de explotación-	(19.354)	20.5
Pagos de intereses	(4.711)	(6.40
Cobros de dividendos	(/11)	(0.10
Cobros de intereses	1	
Cobros (pagos) por impuesto sobre beneficios	(13.093)	27.0
Otros cobros (pagos)	(1.551)	(19
Outou Cooros (pagos)	(1.551)	(1)
Flujos de efectivo de las actividades de inversión (II)	(190)	(1.37
RESULTADO DE EXPLOTACIÓN:	(-2.0)	(=,0.
Pagos por inversiones-	(190)	(1.38
Empresas del grupo y asociadas	(-, 0)	(1.31
Innovilizado material	(155)	(6
Otros activos financieros	(35)	(
Activos no corrientes mantenidos para la venta	-	,
Otros activos	_	
Cobros por desinversiones-	_	
Empresas del grupo y asociadas	_	
Inmovilizado material	_	
Otros activos financieros	-	
Activos no corrientes mantenidos para la venta	-	
Otros activos	-	
Flujos de efectivo de las actividades de financiación (III)	(210.512)	(161.74
Cobros y pagos por instrumentos de patrimonio-	-	
Emisión de instrumentos de patrimonio	_	
Amortización de instrumentos de patrimonio	_	
Adquisición de instrumentos de patrimonio propio	_	
Enajenación de instrumentos de patrimonio propio	_	
Cobros y pagos por instrumentos de pasivo financiero-	(110.000)	(67.0
Emisión de obligaciones y otros valores negociables	-	(
Emisión de deudas con entidades de crédito	_	
Emisión de deudas con empresas del grupo y asociadas	_	
Emisión de otras deudas	_	
Devolución y amortización de obligaciones y otros valores negociables	_	
Devolución y amortización de deudas con entidades de crédito	_	
Devolución y amortización de deudas con empresas del grupo y asociadas	(110.000)	(67.0
Devolución y amortización de otras deudas	(======================================	(5.10
Pagos por dividendos y remuneraciones de otros instrumentos de patrimonio-	(100.512)	(94.7
Dividendos Dividendos	(100.512)	(94.7
Remuneración de otros instrumentos de patrimonio	(100.312)	(> 1/
Efecto de las variaciones de los tipos de cambio (IV)	-	
Zieces as mo inimetones de los upos de cumbio (11)	<u> </u>	
AUMENTO/DISMINUCIÓN NETA DEL EFECTIVO O EQUIVALENTES (I+II+III+IV)	(16.321)	38
Efectivo o equivalentes al comienzo del ejercicio	46.579	8.2

Grupo Catalana Occidente, S.A. Memoria del ejercicio anual terminado el 31 de diciembre de 2019

1. Información general sobre la Sociedad y su actividad

Grupo Catalana Occidente, Sociedad Anónima (en adelante la Sociedad), fue constituida con duración indefinida el 18 de julio de 1864 con la denominación "La Catalana, Sociedad de Seguros contra Incendios a Prima Fija", pasando a denominarse en 1988 Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros, y cambiando esta denominación por la actual en el ejercicio 2001, como consecuencia del cese en la actividad aseguradora y cambio de objeto social tras la cesión el 2 de octubre de ese año de todo su negocio asegurador y reasegurador a la sociedad dependiente Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros (anteriormente denominada Multinacional Aseguradora, Sociedad Anónima de Seguros y Reaseguros), mediante una aportación no dineraria de rama de actividad que comprendía la totalidad de los activos y pasivos afectos al negocio cedido y todo su personal.

Su objeto social consiste en la compra, suscripción, tenencia, administración, permuta y enajenación de toda clase de valores mobiliarios y participaciones, nacionales y extranjeros, por cuenta propia y sin actividad de intermediación, con la finalidad de dirigir, administrar y gestionar dichos valores y participaciones. La Sociedad realiza dichas actividades, especialmente en relación a valores mobiliarios de entidades dedicadas a la práctica de actividades y operaciones de seguros y reaseguros, y demás operaciones sometidas a la normativa de ordenación del seguro privado, previo el cumplimiento de los preceptivos requisitos legales. La Sociedad no ejerce directamente la actividad aseguradora, que realizan las entidades participadas, siempre que hayan obtenido y conserven la correspondiente autorización administrativa.

La Sociedad dirige y gestiona su participación en el capital social de otras entidades mediante la correspondiente organización de medios personales y materiales. Cuando la participación en el capital de estas entidades así lo permite, la Sociedad ejerce la dirección y el control de las mismas, mediante la pertenencia a sus órganos de administración social, o a través de la prestación de servicios de gestión y administración de dichas entidades.

El domicilio social radica en Paseo de la Castellana, número 4, Madrid.

La totalidad de las acciones de la Sociedad están admitidas a negociación a través del Sistema de Interconexión Bursátil (Mercado Continuo). La valoración bursátil al 31 de diciembre de 2019 era de 31,15 Euros por acción.

Dada la actividad a la que se dedica la Sociedad, la misma no tiene responsabilidades, gastos, activos, ni provisiones y contingencias de naturaleza medioambiental que pudieran ser significativos en relación con el patrimonio, la situación financiera y los resultados de la misma. Por este motivo no se incluyen desgloses específicos en la presente memoria de las cuentas anuales respecto a información de cuestiones medioambientales.

La información no financiera a incluir según lo dispuesto en la Ley 11/2018, de 28 de diciembre, por la que se modifica el Código de Comercio, el texto refundido de la Ley de Sociedades de Capital aprobado por el Real Decreto Legislativo 1/2010, de 2 de julio, y la Ley 22/2015, de 20 de julio, de Auditoria de Cuentas, en materia de información no financiera y diversidad, se encuentra incluida en el informe anual consolidado de Grupo Catalana Occidente, S.A.

2. Bases de presentación de las cuentas anuales

a) Marco Normativo de información financiera aplicable a la Sociedad

Estas cuentas anuales se han formulado por los Administradores de acuerdo con el marco normativo de información financiera aplicable a la Sociedad, que es el establecido en:

- a) El Código de Comercio y la restante legislación mercantil
- b) El Plan General de Contabilidad aprobado por el Real Decreto 1514/2007 y sus posteriores adaptaciones
- c) Las normas de obligado cumplimiento aprobadas por el Instituto de Contabilidad y Auditoría de Cuentas en desarrollo del Plan General de Contabilidad y sus normas complementarias y,
- d) El resto de la normativa contable española que resulte de aplicación.

b) Imagen fiel

Las cuentas anuales adjuntas han sido obtenidas de los registros contables de la Sociedad y se presentan de acuerdo con el marco normativo de información financiera que le resulta de aplicación y en particular, los principios y criterios contables en él contenidos, de forma que muestran la imagen fiel del patrimonio, de la situación financiera, de los resultados de la Sociedad y de los flujos de efectivo habidos durante el correspondiente ejercicio.

Estas cuentas anuales, que se formulan por el Consejo de Administración el 28 de febrero de 2020, se someterán a la aprobación por la Junta General Ordinaria de Accionistas, estimándose que serán aprobadas sin modificación alguna. Por su parte, las cuentas anuales del ejercicio 2018 fueron aprobadas por la Junta General de Accionistas celebrada el 25 de abril de 2019.

Los Administradores de la Sociedad, cuya actividad incluye la actuación como sociedad holding (véase Nota 1), han tenido en cuenta, en la presentación de las cuentas de pérdidas y ganancias adjuntas, la respuesta del Instituto de Contabilidad y Auditoría de Cuentas a la consulta publicada en el BOICAC nº 79 (publicada el 28 de julio de 2009) relativa a la clasificación contable en cuentas individuales de los ingresos y gastos de una sociedad holding y sobre la determinación de la cifra de negocios de esta categoría de entidades.

Según la mencionada consulta todos los ingresos que obtenga una sociedad fruto de su actividad 'financiera', siempre que dicha actividad se considere como ordinaria, formarán parte del concepto 'Importe neto de la cifra de negocios'. En consecuencia, tanto los dividendos como los beneficios obtenidos por la enajenación de las participaciones, baja en cuentas o variación del valor razonable, constituyen de acuerdo con lo indicado, el 'Importe neto de la cifra de negocios'.

De acuerdo con las indicaciones del ICAC, en la rúbrica 'Resultado financiero' se mantienen los ingresos y gastos financieros incurridos en el ejercicio.

Estas cuentas anuales se han preparado por obligación legal y no recogen el efecto de la consolidación de las participaciones en Sociedades del Grupo incluidas en el epígrafe de 'Inversiones en empresas del grupo y asociadas a largo plazo' (véase Nota 6).

De acuerdo con el Reglamento (CE) nº 1606/2002 del Parlamento Europeo y del Consejo del 19 de julio de 2002, todas las sociedades que se rijan por el Derecho de un estado miembro de la Unión Europea, y cuyos títulos valores coticen en un mercado regulado de alguno de los Estados que la conforman, deben presentar sus cuentas consolidadas de los ejercicios que se inicien a partir del 1 de enero de 2005, de acuerdo con las Normas Internacionales de Información Financiera que hayan sido convalidadas por la Unión Europea (NIIF-UE).

En España, la obligación de presentar cuentas anuales consolidadas bajo las NIIF-UE fue asimismo regulada en la disposición final undécima de la Ley 62/2003, de 30 de diciembre, de medidas fiscales, administrativas y del orden social (BOE de 31 de diciembre).

De acuerdo con las anteriores obligaciones, la Sociedad ha formulado sus cuentas anuales consolidadas del ejercicio 2019, que presenta separadamente, de acuerdo con las NIIF-UE. Tomando en consideración el contenido de dichas cuentas anuales consolidadas, el patrimonio neto consolidado del Grupo asciende a 3.851.183 Miles de Euros, el resultado consolidado del ejercicio asciende a 424.530 Miles de Euros y el volumen de activos y de primas imputadas ascienden a 16.677.949 y 3.673.798 Miles de Euros, respectivamente. A continuación, se expone en los cuadros siguientes el detalle de dichas cuentas anuales consolidadas:

Balance consolidado bajo NIIF-UE a 31 de diciembre de 2019 y 2018 (importes en Miles de Euros)

Activo	31.12.2019	31.12.2018	Pasivo y Patrimonio Neto	31.12.2019	31.12.2018
Efectivo y otros activos líquidos equivalentes	1.354.740	1.163.531	Débitos y partidas a pagar	954.707	870.637
Activos financieros mantenidos para negociar	_	29	Provisiones técnicas	10.652.097	9.567.700
Otros activos financieros a valor razonable con cambios en pérdidas y ganancias	579.019	340.814	Provisiones no técnicas	210.513	184.050
Activos financieros disponibles para la venta	9.586.342	8.105.731	Pasivos fiscales	554.947	350.607
Préstamos y partidas a cobrar	1.197.027	1.421.324	Resto de pasivos	454.502	302.247
Participación del reaseguro en las provisiones técnicas	874.347	837.376	_		
Inmovilizado material e inversiones inmobiliarias	1.095.491	867.090	Patrimonio atribuido a la sociedad dominante	3.477.144	2.863.793
Inmovilizado intangible	995.015	936.112	Intereses minoritarios	374.039	340.343
Participaciones en entidades valoradas por el método de la participación	85.794	85.491			
Activos fiscales	331.429	177.473			
Otros activos	578.745	544.406			
Total Activo	16.677.949	14.479.377	Total Pasivo y Patrimonio Neto	16.677.949	14.479.377

Cuenta de pérdidas y ganancias consolidadas bajo NIIF-UE del ejercicio 2019 y 2018 (importes en Miles de Euros):

	Ejercicio 2019	Ejercicio 2018
Seguro No Vida:		
Primas imputadas netas de reaseguro	2.868.311	2.677.478
Resultado segmento No Vida	542.901	498.009
Seguro Vida:		
Primas imputadas netas de reaseguro	805.487	736.502
Resultado segmento Vida	43.270	59.164
Otras Actividades No Técnicas:		
Resultado segmento Otras actividades	(29.972)	(34.399)
Impuesto sobre beneficios	(131.669)	(136.352)
Resultado del ejercicio:		
Resultado atribuido a socios externos	38.593	34.262
Resultado del ejercicio atribuido a la sociedad dominante	385.937	352.160

c) Principios contables

Para la elaboración de estas cuentas anuales se han seguido los principios contables y criterios de valoración generalmente aceptados, descritos en la Nota 4. No existe ningún principio contable de aplicación obligatoria que, teniendo un efecto significativo en las cuentas anuales, se haya dejado de aplicar en la elaboración de las cuentas anuales adjuntas.

d) Comparación de la información

La información contenida en esta memoria referida al ejercicio 2018 se presenta, a efectos comparativos con la información del ejercicio 2019.

e) Responsabilidad de la información

La información contenida en estas cuentas anuales es responsabilidad de los Administradores de la Sociedad, quienes han verificado, con la debida diligencia, que los diferentes controles establecidos para asegurar la calidad de la información financiero-contable han operado de forma eficaz.

En la elaboración de los estados financieros se han utilizado, en ciertas ocasiones, juicios y estimaciones realizados por la Alta Dirección de la Sociedad, ratificadas posteriormente por los Administradores, que hacen referencia, entre otros, al valor razonable de determinados activos y pasivos, las pérdidas por deterioro y la vida útil de los activos materiales e intangibles.

Las estimaciones afectan tanto a los importes registrados en el balance y la cuenta de pérdidas y ganancias del ejercicio como el estado de cambios en el patrimonio neto y el estado de flujos de efectivo. A pesar de que estas estimaciones se han realizado en función de la mejor información disponible, es posible que acontecimientos futuros obliguen a modificarlas (al alza o a la baja) en los próximos ejercicios, lo que se haría, de forma prospectiva, reconociendo los efectos del cambio de estimación en los estados financieros.

3. Distribución de resultados

La propuesta de distribución del beneficio del ejercicio 2019 que el Consejo de Administración de la Sociedad someterá a la aprobación de la Junta General de Accionistas es la siguiente:

Distribución	Miles de Euros	
A reservas voluntarias	110.429	
A dividendos	105.852	
Beneficio neto del ejercicio	216.281	

La distribución del beneficio del ejercicio 2018 aprobada por la Junta General de Accionistas con fecha 28 de febrero de 2019 fue la siguiente:

Distribución	Miles de Euros		
A reservas voluntarias	78.250		
A dividendos	98.688		
Beneficio neto del ejercicio	176.938		

A continuación, se detallan los diferentes importes abonados a los accionistas en concepto de dividendos durante el ejercicio 2019:

Órgano de Gobierno:	Fecha del acuerdo:	Fecha de Pago:	Tipo dividendo:	Por acción en Euros	Total en Miles de Euros
Consejo de Administración	31 de enero de 2019	13 de febrero de 2019	Tercer dividendo a cuenta resultado 2018	0,1512	18.144
Junta General	25 de abril de 2019	08 de mayo de 2019	Dividendo complementario 2018	0,3688	44.256
Consejo de Administración	27 de junio de 2019	10 de julio de 2019	Primer dividendo a cuenta resultados 2019	0,1588	19.056
Consejo de Administración	26 de septiembre de 2019	09 de octubre de 2019	Segundo dividendo a cuenta resultados 2019	0,1588	19.056
					100.512

El Consejo de Administración de la Sociedad, en sus sesiones de fecha 27 de junio y 26 de septiembre de 2019, acordó distribuir un primer y segundo dividendo a cuenta de los resultados del ejercicio 2019, ambos por importe de 19.056 Miles de Euros. Estos dividendos se han acordado partiendo de los estados de liquidez según el balance de la Sociedad dominante a las siguientes fechas y con el siguiente detalle:

	Miles de Euros		
	27 de junio de 2019	26 de septiembre de 2019	
Suma activos disponibles y realizables	123.776	99.906	
Suma pasivos exigibles (*)	50.366	41.047	
Superávit estimado de liquidez	73.410	58.859	
Dividendo a cuenta	19.056	19.056	

^(*) Incluye el dividendo a cuenta propuesto.

Las distribuciones de dividendos realizadas durante el ejercicio 2019 cumplen con los requisitos y limitaciones establecidos en la normativa legal y en los Estatutos Sociales vigentes.

Adicionalmente, el Consejo de Administración de la Sociedad, en su sesión de 30 de enero de 2020 ha acordado distribuir un tercer dividendo a cuenta de los resultados del ejercicio 2019 por importe de 19.056 Miles de Euros que ha sido abonado el 12 de febrero de 2020. Este dividendo se ha acordado partiendo de los estados de liquidez según el balance de la Sociedad a 30 de enero de 2020 y con el siguiente detalle:

	Miles de Euros
	30 de enero de 2020
Suma activos disponible y realizables	147.465
Suma pasivos exigibles (*)	40.994
Superávit estimado de liquidez	106.471
Dividendo a cuenta	19.056

^(*) Incluye el dividendo a cuenta propuesto.

4. Normas de registro y valoración

Las principales normas de registro y valoración utilizadas por la Sociedad en la elaboración de sus cuentas anuales del ejercicio 2019, de acuerdo con las establecidas por el Plan General de Contabilidad, han sido las siguientes:

a) Inmovilizado material

El inmovilizado material se valora inicialmente por su precio de adquisición o coste de producción, y posteriormente se minora por la correspondiente amortización acumulada y las pérdidas por deterioro, si las hubiera.

Los gastos de conservación y mantenimiento de los diferentes elementos que componen el inmovilizado material se imputan a la cuenta de pérdidas y ganancias del ejercicio en que se incurren. Por el contrario, los importes invertidos en mejoras que contribuyen a aumentar la capacidad o eficiencia o a alargar la vida útil de dichos bienes se registran como mayor coste de los mismos.

La Sociedad amortiza el inmovilizado material siguiendo el método lineal, aplicando porcentajes de amortización anual calculados en función de los años de vida útil estimada de los respectivos bienes, según el siguiente detalle:

	Porcentaje de Amortización
Mobiliario	10%
Instalaciones técnicas	10%
Equipos para procesos de información	25%
Elementos de transporte	14%

Al cierre del ejercicio, se evalúa la existencia de indicios de deterioro, en cuyo caso se estiman los importes recuperables de los activos, efectuándose las correcciones valorativas que procedan si son inferiores a los respectivos valores en libros.

El importe recuperable se determina como el mayor importe entre el valor razonable menos los costes de venta y el valor de uso.

b) Instrumentos financieros

1. Activos financieros

Clasificación-

Los activos financieros que posee la Sociedad se clasifican en las siguientes categorías:

- a) Deudores comerciales y partidas a cobrar: activos financieros originados en la venta de bienes o en la prestación de servicios por operaciones de tráfico de la empresa, o los que no teniendo un origen comercial, no son instrumentos de patrimonio ni derivados y cuyos cobros son de cuantía fija o determinable y no se negocian en un mercado activo.
- b) Inversiones en el patrimonio de empresas del grupo y asociadas: se consideran empresas del grupo aquellas vinculadas con la Sociedad por una relación de control, y empresas asociadas aquellas sobre las que la Sociedad ejerce una influencia significativa. Adicionalmente, dentro de la categoría de multigrupo se incluye a aquellas sociedades sobre las que en virtud de un acuerdo, se ejerce un control conjunto con uno o más socios.
- c) Inversiones financieras a largo plazo: se corresponden a los préstamos concedidos por la Sociedad a su personal y a las fianzas constituidas en concepto de arrendamientos.

Valoración inicial -

Los activos financieros se registran inicialmente al valor razonable de la contraprestación entregada más los costes de la transacción que sean directamente atribuibles.

Valoración posterior -

Los préstamos y partidas a cobrar se valoran por su coste amortizado. Por coste amortizado se entiende el importe al que fue valorado inicialmente el instrumento financiero, menos reembolsos del principal, más o menos, según el caso, la imputación o amortización gradual acumulada, utilizando el método del interés efectivo, de cualquier diferencia existente entre el importe inicial y el valor de reembolso en el vencimiento, menos cualquier disminución por deterioro del valor o incobrabilidad.

Las inversiones en empresas del grupo y asociadas se valoran por su coste, minorado, en su caso, por el importe acumulado de las correcciones valorativas por deterioro. Dichas correcciones se calculan como la diferencia entre su valor en libros y el importe recuperable, entendido éste como el mayor importe entre su valor razonable menos los costes de venta y el valor actual de los flujos de efectivo futuros derivados de la inversión. Salvo mejor evidencia del importe recuperable, se toma en consideración el patrimonio neto de la entidad participada, corregido por las plusvalías tácitas existentes en la fecha de la valoración (incluyendo el fondo de comercio, si lo hubiera).

Baja de activos -

Durante el ejercicio 2019 no se han producido bajas de activos financieros.

Al menos al cierre del ejercicio la Sociedad realiza un test de deterioro para los activos financieros que no están registrados a valor razonable. Se considera que existe evidencia objetiva de deterioro si el valor recuperable del activo financiero es inferior a su valor en libros.

Para las inversiones en empresas del grupo y asociadas para las que se dispone de un fondo de comercio asociado significativo, la Dirección del Grupo analiza y evalúa las estimaciones y proyecciones disponibles de las diferentes sociedades, determinando si las previsiones de ingresos y de flujos de efectivo atribuibles al Grupo de estas sociedades soportan el valor de la participación en dichas sociedades.

Las proyecciones financieras empleadas en los ejercicios de valoración para Atradius, N.V. cubren un periodo de 10 años, para poder incrementar el grado de fiabilidad de las proyecciones, dada la estrecha relación que existe entre la fase del ciclo económico y la evolución de los flujos derivados del negocio de seguro de crédito, y se basan en planes de negocio aprobados previamente por los Administradores de la Sociedad. sPara la determinación del valor terminal, la metodología se ha basado en la fórmula de renta a perpetuidad del dividendo distribuible normalizado, habiendo sido contrastada dicha metodología de cálculo con otras similares y generalmente aceptadas como Gordon- Shapiro y resultando en diferencias no significativas.

En cuanto al cálculo de la renta perpetua del dividendo distribuible normalizado, se asume que el dividendo del último año de proyección se incrementa de acuerdo con la tasa de crecimiento a perpetuidad ("g"). Por lo que respecta al modelo Gordon-Shapiro, el flujo normalizado se ha calculado ajustando el flujo libre del último año proyectado por la Dirección, asumiendo un incremento de los ingresos de acuerdo con la tasa de crecimiento a perpetuidad y un margen EBITDA normalizado acorde con la evolución de la UGE en cuestión.

La tasa de descuento, antes de impuestos, empleada en el ejercicio 2019 para la actualización de las proyecciones de flujos de efectivo obtenidas a partir de la proyección de ingresos y gastos realizada según los criterios antes señalados, ha sido de un 7,5%, siendo la tasa de crecimiento perpetuo prevista de un 1%, y el exceso de capital disponible sobre su Capital Requerido por Solvencia II en un 175% para Atradius N.V. y Atradius Crédito y Caución, y un 150% para las unidades situadas en España.

De forma complementaria al escenario de valoración central, se han calculado variaciones posibles en las principales hipótesis del modelo y realizado un análisis de sensibilidad. El impacto relativo en el valor en uso derivado de este análisis es el siguiente:

Tasa de descuento		Tasa de crecimiento a perpetuidad		Ratio combinado		Ratio de	solvencia
+50pb	- 50pb	+50pb	- 50pb	+50pb	-50pb	+1.000pb	-1.000pb
-6,10%	7,10%	0,40%	-0,30%	-3,10%	3,10%	-5,70%	5,70%

A 31 de diciembre de 2019 ningún análisis de sensibilidad mencionado anteriormente supondría que el importe en libros de las unidades excediera su valor recuperable.

Asimismo, al 31 de diciembre de 2019 ningún cambio razonablemente posible en las tasas de descuento y en las hipótesis clave de la proyección de ingresos y gastos supondría que el importe en libros de las unidades excediera su valor recuperable.

Las hipótesis clave sobre la cual la Dirección del Grupo ha basado las proyecciones de resultados para determinar el valor actual de los flujos de efectivo futuros derivados de las inversiones, de acuerdo con los períodos cubiertos por los presupuestos o previsiones más recientes, son las siguientes:

- Ingresos por primas: se proyecta un incremento anual en función de las previsiones de negocio de cada compañía para los próximos años.
- Siniestralidad: el coeficiente de siniestralidad sobre primas se proyecta en función de las previsiones de negocio de cada compañía para los próximos años.

- Gastos de explotación: mantenimiento de los ratios sobre primas actuales.
- Resultado financiero: en función de las previsiones de la compañía para los próximos años y relacionados con su cartera actual de activos y expectativas de reinversión.
- Capital disponible: en las proyecciones para obtener los flujos y por tanto distribuibles, se ha tenido en cuenta la retención de flujos necesaria para obtener un exceso de capital disponible sobre su Capital Requerido por Solvencia II.

En todos los casos, el enfoque utilizado para determinar los valores asignados a las hipótesis claves refleja la experiencia pasada y son uniformes con las fuentes de información externas disponibles en el momento de realización de las mismas.

La valoración de Grupo Compañía Española de Crédito y Caución, S.L. viene determinada por la valoración de Atradius, ya que ostenta un 64,23% de dicha sociedad.

En el caso de que se produzca una pérdida por deterioro del valor un activo financiero, ésta se registra en la cuenta de pérdidas y ganancias del ejercicio en que se manifiesta.

La Sociedad da de baja los activos financieros cuando expiran o se han cedido los derechos sobre los flujos de efectivo del correspondiente activo financiero y se han transferido sustancialmente los riesgos y beneficios inherentes a su propiedad.

Durante los ejercicios 2019 y 2018 no se han tenido que registrar pérdidas por deterioro de valor. De acuerdo con las estimaciones, proyecciones e informes de expertos independientes de los que disponen los Administradores y la Dirección de la sociedad dominante, las previsiones de ingresos y flujos de efectivo atribuible al Grupo de estas sociedades considerada como unidad generadora de efectivo soporta el valor de los activos netos registrados.

2. Pasivos financieros

Son pasivos financieros aquellos débitos y partidas a pagar que tiene la Sociedad y que se han originado en la compra de bienes y servicios por operaciones de tráfico de la empresa, o también aquellos que sin tener un origen comercial, no pueden ser considerados como instrumentos financieros derivados.

Los débitos y partidas a pagar se valoran inicialmente al valor razonable de la contraprestación recibida, ajustada por los costes de la transacción directamente atribuibles. Con posterioridad, dichos pasivos se valoran de acuerdo con su coste amortizado.

La Sociedad da de baja los pasivos financieros cuando se extinguen las obligaciones que los han generado.

3. Instrumentos de patrimonio

Un instrumento de patrimonio representa una participación residual en el Patrimonio de la Sociedad, una vez deducidos todos sus pasivos.

Los instrumentos de capital emitidos por la Sociedad se registran en el patrimonio neto por el importe recibido, neto de los gastos de emisión.

c) Transacciones en moneda extranjera

La moneda funcional utilizada por la Sociedad es el euro. Consecuentemente, las operaciones en otras divisas distintas del euro se consideran denominadas en moneda extranjera y se registran según los tipos de cambio vigentes en las fechas de las operaciones.

Al cierre del ejercicio, los activos y pasivos monetarios denominados en moneda extranjera se convierten aplicando el tipo de cambio en la fecha del balance. Los beneficios o pérdidas puestos de manifiesto se imputan directamente a la cuenta de pérdidas y ganancias del ejercicio en que se producen.

d) Impuestos sobre beneficios

El gasto o ingreso por impuesto sobre beneficios comprende la parte relativa al gasto o ingreso por el impuesto corriente y la parte correspondiente al gasto o ingreso por impuesto diferido.

El impuesto corriente es la cantidad que la Sociedad satisface como consecuencia de las liquidaciones fiscales del impuesto sobre el beneficio relativas a un ejercicio. Las deducciones y otras ventajas fiscales en la cuota del impuesto, excluidas las retenciones y pagos a cuenta, así como las pérdidas fiscales compensables de ejercicios anteriores y aplicadas efectivamente en éste, dan lugar a un menor importe del impuesto corriente.

El gasto o el ingreso por impuesto diferido se corresponden con el reconocimiento y la cancelación de los activos y pasivos por impuesto diferido. Estos incluyen las diferencias temporarias que se identifican como aquellos importes que se prevén pagaderos o recuperables derivados de las diferencias entre los importes en libros de los activos y pasivos y su valor fiscal, así como las bases imponibles negativas pendientes de compensación y los créditos por deducciones fiscales no aplicadas fiscalmente. Dichos importes se registran aplicando a la diferencia temporaria o crédito que corresponda el tipo de gravamen al que se espera recuperarlos o liquidarlos.

Se reconocen pasivos por impuestos diferidos para todas las diferencias temporarias imponibles, excepto aquellas derivadas del reconocimiento inicial de fondos de comercio o de otros activos y pasivos en una operación que no afecta ni al resultado fiscal ni al resultado contable y no es una combinación de negocios.

Por su parte, los activos por impuestos diferidos sólo se reconocen en la medida en que se considere probable que la Sociedad vaya a disponer de ganancias fiscales futuras contra las que poder hacerlos efectivos.

Los activos y pasivos por impuestos diferidos, originados por operaciones con cargos o abonos directos en cuentas de patrimonio, se contabilizan también con contrapartida en patrimonio neto.

Los activos y pasivos por impuestos diferidos se determinan aplicando la normativa y los tipos impositivos aprobados o a punto de aprobarse en la fecha del balance y que se espera aplicar cuando el correspondiente activo por impuesto diferido se realice o el pasivo por impuesto diferido se liquide.

En cada cierre contable se reconsideran los activos por impuestos diferidos registrados, efectuándose las oportunas correcciones a los mismos en la medida en que existan dudas sobre su recuperación futura.

Asimismo, en cada cierre se evalúan los activos por impuestos diferidos no registrados en balance y éstos son objeto de reconocimiento en la medida en que pase a ser probable su recuperación con beneficios fiscales futuros.

e) Ingresos y gastos

Los ingresos y gastos se imputan en función del criterio de devengo, es decir, cuando se produce la corriente real de bienes y servicios que los mismos representan, con independencia del momento en que se produzca la corriente monetaria o financiera derivada de ellos. Dichos ingresos se valoran por el valor razonable de la contraprestación recibida, deducidos descuentos e impuestos.

Los intereses recibidos de activos financieros se reconocen utilizando el método del tipo de interés efectivo y los dividendos, cuando se declara el derecho del accionista a recibirlos. Los intereses y dividendos de activos financieros devengados con posterioridad al momento de la adquisición se reconocen como ingresos en la cuenta de pérdidas y ganancias.

Tal y como se indica en la 2. b), la Sociedad ha tenido en cuenta su actuación como sociedad holding de cara a la clasificación contable en cuentas individuales de sus ingresos y gastos, así como en la determinación de su cifra de negocios. De esta forma, tanto los dividendos como los beneficios derivados de la enajenación de participaciones, baja en cuentas o variación del valor razonable, constituyen el "Importe neto de la cifra de negocios (Nota 13.1).

f) Provisiones y contingencias

Las cuentas anuales recogen todas las provisiones con respecto a las cuales se estima que la probabilidad de que se tenga que atender la obligación es mayor que de lo contrario.

Las provisiones se valoran por el valor actual de la mejor estimación posible del importe necesario para cancelar o transferir la obligación, teniendo en cuenta la información disponible sobre el suceso y sus consecuencias, y registrándose los ajustes que surjan por la actualización de dichas provisiones como un gasto financiero conforme se va devengando.

La compensación a recibir de un tercero en el momento de liquidar la obligación, siempre que no existan dudas de que dicho reembolso será percibido, se registra como activo, excepto en el caso de que exista un vínculo legal por el que se haya exteriorizado parte del riesgo, y en virtud del cual la Sociedad no esté obligada a responder; en esta situación, la compensación se tendrá en cuenta para estimar el importe por el que, en su caso, figurará la correspondiente provisión.

g) Indemnizaciones por despido

De acuerdo con la legislación vigente, la Sociedad está obligada al pago de indemnizaciones a aquellos empleados con los que, bajo determinadas condiciones, rescinda sus relaciones laborales. Por tanto, las indemnizaciones por despido susceptibles de cuantificación razonable se registran como gasto en el ejercicio en el que se adopta la decisión del despido. En las cuentas anuales adjuntas no se ha registrado provisión alguna por este concepto, ya que no están previstas situaciones de esta naturaleza.

h) Compromisos por pensiones

La Sociedad tiene compromisos por pensiones post-empleo clasificados como planes de aportación definida y planes de prestación definida, cubiertos mediante pólizas de seguro y planes de pensiones de empleo. Las otras retribuciones a largo plazo, como son los premios de permanencia, están cubiertos mediante fondos internos.

Para los planes de aportación definida, la Sociedad realiza contribuciones de carácter predeterminado a una entidad separada, sin que exista la obligación legal ni efectiva de realizar contribuciones adicionales si la entidad separada no pudiera atender las retribuciones de los empleados relacionadas con los servicios prestados en el ejercicio corriente y en los anteriores.

En los planes de prestación definida, el importe de las prestaciones depende de uno o varios factores, como pueden ser la edad, los años de servicio y la retribución. La Sociedad realiza las contribuciones necesarias a una entidad separada, pero a diferencia de los planes de aportación definida, mantiene una obligación legal o implícita de realizar nuevas contribuciones si la entidad separada no pudiera atender las retribuciones de los empleados relacionadas con los servicios prestados en el ejercicio corriente y en los anteriores.

El plan de prestación definida vigente en la Sociedad consiste en rentas vitalicias pagaderas al colectivo de jubilados, seguro de vida vitalicio y hasta los 70 años, premio de jubilación y una compensación absorbible adicional en el momento de la jubilación. La cuantía y colectivo que tiene derecho al compromiso de rentas vitalicias y al seguro de vida vitalicio está totalmente determinado. Gran parte de estos compromisos se encuentran íntegramente asegurados en una entidad separada y su cobertura no genera primas adicionales para la sociedad. El valor actual de estas obligaciones se ha determinado considerando unas tablas de mortalidad actualizadas (PASEM 2010) y unas tablas de supervivencia (PERM/F-2000P), una tasa anual de crecimiento salarial (1,50%) y la tasa de descuento considerando como referencia los tipos al 31 de octubre de 2019 (0,61%), correspondientes a títulos de alta calidad crediticia con una duración similar a los pagos esperados de las prestaciones.

i) Transacciones con vinculadas

La Sociedad realiza todas sus operaciones con vinculadas a valores de mercado. Adicionalmente, los precios de transferencia se encuentran adecuadamente soportados por lo que el Consejo de Administración de la Sociedad considera que no existen riesgos significativos por este aspecto de los que puedan derivarse pasivos de consideración en el futuro.

5. Inmovilizado material

El movimiento habido en este capítulo del balance en el ejercicio 2019, así como la información más significativa que afecta a este epígrafe han sido los siguientes:

Inmovilizado material	Miles de Euros Elementos de transporte
Coste:	
Saldos al 31 de diciembre de 2018	578
Adiciones activadas	155
Retiros	-
Saldos al 31 de diciembre de 2019	733
Amortización acumulada:	
Saldos al 31 de diciembre de 2018	(261)
Dotaciones con cargo a la cuenta de pérdidas y ganancias	(96)
Retiros	-
Saldos al 31 de diciembre de 2019	(357)
Correcciones por deterioro del valor:	
Saldos al 31 de diciembre de 2018	-
Dotaciones netas con cargo a la cuenta de pérdidas y ganancias	-
Retiros	-
Saldos al 31 de diciembre de 2019	-
Valor Neto Contable:	
Al 31 de diciembre de 2018	317
Al 31 de diciembre de 2019	376

Durante el ejercicio 2019 no se han registrado pérdidas por deterioro de valor en el epígrafe de inmovilizado

Inversiones financieras (largo y corto plazo)

6.1) Empresas del grupo y asociadas

El movimiento habido durante el ejercicio 2019 en este epígrafe del balance adjunto ha sido el siguiente:

		Miles de Euros					
	Saldo al 31.12.2018	Entradas y traspasos	Salidas y traspasos	Pérdidas por deterioro	Saldo al 31.12.2019		
Empresas del grupo:		-	-				
Grupo Compañía Española de Crédito y Caución, S.L.	538.084	-	-	-	538.084		
Atradius N.V.	477.832	-	-	-	477.832		
Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros	102.184	-	-	-	102.184		
Sociedad Gestión Catalana Occidente, S.A.	11.643	-	-	-	11.643		
GCO Reaseguros, S.A.	9.050	-	-	-	9.050		
Grupo Catalana Occidente Gestión de Activos, S.A., S.G.I.I.C.	4.312	-	-	-	4.312		
Cosalud Servicios, S.A.	296	-	-	-	296		
Inversiones Credere S.A. (**)	-	-	-	-	-		
GCO Gestora de Pensiones, E.G.F.P., S.A.	2.500	-	-	-	2.500		
Catoc, S.I.C.A.V., S.A.	11	-	-	-	11		
Grupo Catalana Occidente, Tecnología y Servicios, A.I.E. (*)	-	153	-	-	153		
	1.145.912	153	-	-	1.146.065		

^(*) Con fecha 8 de enero de 2019 se han adquirido 50 acciones por un total de 153 miles de euros (**) Inversión deteriorada totalmente

Seguidamente se incluye la última información disponible más significativa relacionada con las empresas del grupo y asociadas al cierre del ejercicio 2019:

								Cifr	as en Miles de	Euros			
Sociedad		%	Derechos de	voto			lı	nformación fi	nanciera resu	mida			Valor en libros
(Denominación y domicilio)	Actividad	Directo	Indirecto	Total	Total Activo	Capital Social	Reservas Patrimo- niales	Resultado ejercicio neto de dividendo	Otro resultado global acumulado	Primas Imputadas Netas Reaseg.	Ingresos ordinarios	Dividendos recibidos (Nota 13.1)	Coste (*)
Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros Paseo de la Castellana, 4 Madrid	Seguros y reaseguros	100%	-	100%	5.808.130	18.030	252.866	134.206 <i>(1)</i>	407.471	1.078.952	-	156.500	102.184
Grupo Compañía Española de Crédito y Caución, Sociedad Limitada Paseo de la Castellana, 4 Madrid	Tenedora acciones	73,84%	-	73,84%	649.237	18.000	617.518	13.654 (2)	-	-	58.954	41.893	538.084
Atradius NV y Sociedades Dependientes David Ricardostraat, 1 1066 JS Ámsterdam (Holanda)	Seguros de crédito y caución y actividades complementarias de seguros	35,77%	47,43%	83,20%	5.067.373	79.122	1.670.349	227.708	31.548	1.074.236	252.497	32.828	477.832
Sociedad Gestión Catalana Occidente, S.A.U. Paseo de la Castellana, 4, Madrid	Inversiones financieras	100%	-	100%	45.648	721	42.665	2.258	-	-	1.711	-	11.643
Cosalud Servicios, S.A. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Alquiler de locales industriales y otras	100%	-	100%	9.787	3.005	6.453	105	92	-	438	150	296
Grupo Catalana Occidente Gestión de Activos S.A., S.G.I.I.C. Cedaceros, 9 – planta baja Madrid	Inversiones financieras	100%	-	100%	6.324	391	5.072	10 (3)	57	-	7.262	985	4.312
GCO Reaseguros, S.A.U. Paseo de la Castellana, 4 Madrid	Reaseguros	100%	-	100%	106.563	9.050	11.060	1.573 (4)	45	2.962	-	-	9.050
GCO Gestora de Pensiones, EGFP, S.A. Paseo de la Castellana, 4 Madrid	Gestión de fondos de pensiones	100%	-	100%	3.067	2.500	56	60	20	-	-	-	2.500
Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A. Paseo del Puerto, 20 Getxo (Vizcaya)	Seguros y reaseguros	-	99,73%	99,73%	2.019.570	28.009	99.770	3.272 (5)	181.917	464.394	-	-	-
Bilbao Hipotecaria, S.A., E.F.C. Paseo del Puerto, 20 Getxo (Vizcaya)	Crédito hipotecario	-	99,73%	99,73%	65.532	4.450	1.239	479	-	-	2.075	-	-

						Cifras en Miles de Euros								
Sociedad		%	Derechos de	voto			lı	nformación fi	nanciera resu	ımida			Valor en libros	
(Denominación y domicilio)	Actividad	Directo	Indirecto	Total	Total Activo	Capital Social	Reservas Patrimo- niales	Resultado ejercicio neto de dividendo	Otro resultado global acumulado	Primas Imputadas Netas Reaseg.	Ingresos ordinarios	Dividendos recibidos (Nota 13.1)	Coste	
S. Órbita, Sociedad Agencia de Seguros, S.A. Paseo del Puerto, 20 Getxo (Vizcaya)	Agencia de seguros	-	99,73%	99,73%	2.776	1.100	280	13	-	-	6.984	-	-	
Bilbao Telemark, S.L. Paseo del Puerto, 20 Getxo (Vizcaya)	Telemarketing	-	99,73%	99,73%	260	37	44	10	-	-	1.695	-	-	
Bilbao Vida y Gestores Financieros, S.A. Paseo del Puerto, 20 Getxo (Vizcaya)	Agencia de seguros	-	99,73%	99,73%	807	60	52	4	-	-	5.087	-	,	
Nortehispana de Seguros y Reaseguros, S.A.U. Paseo de la Castellana, 4 Madrid	Seguros y reaseguros	-	100%	100%	457.775	20.670	52.852	20.921	29.070	193.250	-	-	-	
Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros, Sociedad Unipersonal Plaza de las Cortes, 8, Madrid	Seguros y reaseguros	-	100%	100%	2.966.475	97.619	203.592	39.153 (6)	98.662	866.622	-	-	-	
Hercasol, S.A. SICAV Avenida Diagonal, 399 Barcelona	Inversiones financieras	-	88,69% (*)	88,69% (*)	59.053	57.792	(7.049)	12.270	-	-	12.873	-	,	
Catoc SICAV, S.A. Cedaceros, 9 – planta baja Madrid	Inversiones financieras	-	99,86% (*)	99,86% (*)	161.681	8.286	131.091	30.777	-	-	31.807	-	11	
PREPERSA de Peritación de Seguros y Prevención, A.I.E. Jesús Serra Santamans, 1 Sant Cugat del Vallés (Barcelona)	Prevención y peritación	-	100%	100%	2.201	60	947	1	-	-	5.322	-	-	

								Cifr	as en Miles de	Euros			
Sociedad		%	Derechos de	voto			lı	nformación fi	nanciera resu	mida			Valor en libros
(Denominación y domicilio)	Actividad	Directo	Indirecto	Total	Total Activo	Capital Social	Reservas Patrimo- niales	Resultado ejercicio neto de dividendo	Otro resultado global acumulado	Primas Imputadas Netas Reaseg.	Ingresos ordinarios	Dividendos recibidos (Nota 13.1)	Coste
Tecniseguros, Sociedad de Agencia de Seguros, S.A. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Agencia de seguros	-	100%	100%	689	60	(37)	(46)	-	-	6.704	-	-
Nortehispana Mediacion, Agencia De Seguros S.A. Paseo Castellana, 4, Madrid	Agencia de seguros	-	100%	100%	155	60	(1)	-	-	-	-	-	-
Previsora Bilbaina Agencia de Seguros, S.A. Barrancúa,14, Bilbao	Agencia de seguros	-	100%	100%	9.787	60	8.197	(667)	72	-	11.050	-	-
Catalana Occidente Capital, Agencia de Valores, S.A. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Agencia de valores	-	100%	100%	5.047	300	3.943	530	16	-	1.610	-	-
Grupo Catalana Occidente Tecnología y Servicios, A.I.E. Avenida Alcalde Barnils, 63 Sant Cugat del Vallés (Barcelona)	Servicios auxiliares de seguros	-	99,93%	99,93%	51.127	35.826	(2.185)	2.817	-	-	87.707	-	153
Grupo Catalana Occidente Contact Center, A.I.E. Jesús Serra Santamans, 3 - 4º Sant Cugat del Vallés (Barcelona)	Atención telefónica	-	99,97%	99,97%	1.969	600	91	-	-	-	8.007	-	-
Grupo Catalana Occidente Activos Inmobiliarios S.L. Avenida Alcalde Barnils 63 Sant Cugat del Vallés (Barcelona)	Promoción inmobiliaria	-	99,95%	99,95%	279.813	99.125	162.014	2.963	(41)	-	7.929	-	-
Inversions Catalana Occidente, S.A. Avinguda Carlemany, 65 Escaldes Engordany (Andorra)	Creación, gestión y explotación de entidades aseguradoras	-	100%	100%	5.449	60	329	(11)	-	1	2.844	-	-
Grupo Asistea Henao, 19 Bilbao	Negocio funerario	-	100%	100%	40.853	2.003	16.222	2.093	-	-	24.304	-	-

								Cifr	as en Miles de	e Euros		Cifras en Miles de Euros								
Sociedad		%	Derechos de	voto			lı	nformación fi	nanciera resu	mida			Valor en libros							
(Denominación y domicilio)	Actividad	Directo	Indirecto	Total	Total Activo	Capital Social	Reservas Patrimo- niales	Resultado ejercicio neto de dividendo	Otro resultado global acumulado	Primas Imputadas Netas Reaseg.	Ingresos ordinarios	Dividendos recibidos (Nota 13.1)	Coste							
Inversiones Credere S.A. Santiago - Chile	Tenedora acciones	49,99%	-	49,99%	-	-	-	-	-	-	-	-	-							
Calboquer, S.L. Villarroel, 177-179 08936 Barcelona	Orientación Médica, Social, Psicológica, y Jurídica Telefónica	-	20,00%	20,00%	877	60	386	69	-	-	2.123	-	-							
Asitur Asistencia. S.A. Avenida Encuartes, 21 Tres Cantos (Madrid)	Asistencia	-	42,82%	42,82%	40.800	2.945	11.733	1.930	-	-	278.527	-	-							
Gesiuris Asset Management, Sociedad Gestora de Instituciones de Inversión Colectiva , S.A. Cedaceros, 9 Madrid	Sociedad de inversión	-	26,12% (*)	26,12% (*)	10.362	301	6.869	639 (7)	481	-	8.319	-	-							
MB Corredors d'Assegurances Calle Prat de la Creu, 59-65 Andorra la Vella (Andorra)	Agencia de seguros	-	25%	25%	142	60	60	(12)	-	-	368	-	-							
CLAL Credit Insurance Tel Aviv - Israel	Seguros de crédito y caución	-	16,64%	16,64%	90.632	3.341	53.359	3.506	6.824	14.503	-	-	-							
Compañía de Seguros de Crédito Continental S.A. Santiago - Chile	Seguros de crédito y caución	-	41,60%	41,60%	114.972	3.657	49.720	8.143	(1.333)	8.433	-	-	-							
The Lebanese Credit Insurer S.A.L. Beirut - Líbano	Seguros de crédito y caución	-	40,68%	40,68%	9.190	2.230	187	164	63	4.285	-	-	-							
Credit Guarantee Insurance Corporation of Africa Limited Johannesburgo - Sudáfrica	Seguros de crédito y caución	-	20,80%	20,80%	144.748	164	58.512	9.090	2.709	54.910	-	-	-							

- (*) Para la determinación de este porcentaje de participación se ha tomado en consideración, únicamente, las acciones en circulación. A la vez, en las reservas patrimoniales mostradas anteriormente se ha descontado el valor de las acciones propias en autocartera
- (1) La sociedad ha repartido un dividendo a cuenta por importe de 38.000 miles de euros y ha reconocido un incremento en la reserva de estabilización a cuenta por importe de 4.666 miles de euros
- (2) La sociedad ha repartido un dividendo a cuenta por importe de 44.550 miles de euros
- (3) La sociedad ha repartido un dividendo a cuenta por importe de 985 miles de euros
- (4) La sociedad ha reconocido un incremento en la reserva de estabilización a cuenta por importe de 82 miles de euros
- (5) La sociedad ha repartido un dividendo a cuenta por importe de 37.180 miles de euros y ha reconocido un incremento en la reserva de estabilización a cuenta por importe de 385 miles de euros
- (6) La sociedad ha reconocido un incremento en la reserva de estabilización a cuenta por importe de 8.763 miles de euros
- (7) La sociedad ha repartido un dividendo a cuenta por importe de 500 miles de euros

Los fondos propios (Capital social, Reservas patrimoniales y Resultado neto del ejercicio, siendo éste previo a su distribución o aplicación), indicados de las anteriores sociedades, se han obtenido de los últimos cierres del ejercicio 2019, disponibles a la fecha de formulación de cuentas.

Las empresas del grupo son aquellas en que la Sociedad ejerce el control, siendo en general en aquellas en las que dispone de un porcentaje superior al 50%. La Sociedad considera como empresas asociadas consolidables las inversiones en las que detenta influencia significativa, lo cual se presume en las que ostenta porcentajes de participación superiores al 20% e inferiores al 50%.

A continuación se relacionan las sociedades del grupo y asociadas cuyas acciones cotizan en un mercado regulado y sus correspondientes valoraciones bursátiles del último trimestre de 2019 y al 31 de diciembre de 2019:

	Valor por acción en Euros						
	Último trimestre de 2019	31 de diciembre de 2019					
Catoc, SICAV, S.A.	1.225,69	1.259,02					
Hercasol, S.A. SICAV	16,81	17,49					

La Sociedad ha efectuado las notificaciones a que se refiere el artículo 155 del texto refundido de la Ley de Sociedades de Capital en relación con las sociedades participadas, directa o indirectamente, en más de un 10%.

6.2) Inversiones financieras a largo plazo

En este epígrafe se registran préstamos concedidos por la Sociedad a su personal con un saldo a 31 de diciembre de 2019 de 50 Miles de Euros (15 Miles de Euros a 31 de diciembre de 2018).

Adicionalmente, a 31 de diciembre de 2019 se registran las fianzas constituidas en concepto de arrendamientos cuyo importe asciende a 3 Miles de Euros.

6.3) Información sobre naturaleza y nivel de riesgo de los instrumentos financieros

6.3.1) Información cualitativa

La gestión de los riesgos financieros de la Sociedad está centralizada en la Dirección Financiera del Grupo, la cual tiene establecidos los mecanismos necesarios para controlar la exposición a las variaciones en los tipos de interés, así como a los riesgos de crédito y liquidez. A continuación, se indican los principales riesgos financieros que impactan a la Sociedad:

- Riesgo de crédito:

La Sociedad mantiene su tesorería y activos líquidos equivalentes en entidades financieras de elevado nivel crediticio.

- Riesgo de liquidez:

Con el fin de asegurar la liquidez y poder atender todos los compromisos de pago que se derivan de su actividad, la Sociedad dispone de la tesorería que muestra su balance.

Riesgo de mercado:

La tesorería, los depósitos bancarios y la deuda financiera de la Sociedad, están expuestas al riesgo de tipo de interés, el cual podría tener un efecto adverso en los resultados financieros y en los flujos de caja. Por ello, la Sociedad sigue la política de referenciar sus activos a un tipo de interés al menos igual a la remuneración a pagar por sus activos.

Respecto al riesgo de tipo de cambio, la Sociedad no tiene posiciones en divisas.

7. Efectivo y otros activos líquidos equivalentes

La composición de este epígrafe del balance adjunto al 31 de diciembre de 2019 y 2018 es la siguiente:

	Miles de Euros			
	Saldo a 31.12.2019	Saldo a 31.12.2018		
Tesorería	30.258	46.579		
Total	30.258	46.579		

Al 31 de diciembre de 2019 el saldo de 'Tesorería' corresponde a efectivo de disponibilidad inmediata mantenido en diversas cuentas corrientes bancarias.

Durante el ejercicio 2019 estas cuentas corrientes han devengado gastos financieros por importe de 40 Miles de Euros (46 Miles de Euros en el ejercicio 2018) y se encuentran registrados bajo el subepígrafe de 'Gastos Financieros – por deudas con terceros' de la cuenta de pérdidas y ganancias adjunta.

8. Patrimonio Neto y Fondos propios

Capital suscrito

Al cierre del ejercicio 2019 el capital social de la Sociedad asciende a 36.000 Miles de Euros, representado por 120.000.000 acciones de 0,30 euros de valor nominal cada una, totalmente suscritas y desembolsadas, formalizadas mediante anotaciones en cuenta, con idénticos derechos políticos y económicos.

Al cierre del ejercicio 2019 los accionistas de la Sociedad con participación igual o superior al 10% del capital suscrito son los siguientes:

	Porcentaje de participación
Corporación Catalana Occidente, S.A.	29,40%
La Previsión 96, S.A.	25,00%

La sociedad INOC, S.A., que posee el 100% de Corporación Catalana Occidente, S.A. y el 72,25% de La Previsión 96, S.A., ostenta directa e indirectamente el 54,47% de la sociedad dominante al 31 de diciembre de 2019 y pertenece a un grupo cuya cabecera es CO Sociedad de Gestión y Participación, S.A..

Prima de emisión

El saldo de este epígrafe, se puede utilizar para ampliar el capital y no existe restricción alguna en cuanto a su disponibilidad.

Diferencias por ajuste del capital a Euros

El saldo de esta reserva proviene de la reducción de capital efectuada en el ejercicio 2001 como consecuencia de la redenominación del capital social a euros. Su disponibilidad está sujeta a los mismos requisitos que la reserva legal.

Reserva legal

De acuerdo con el texto refundido de la Ley de Sociedades de Capital, debe destinarse una cifra igual al 10% del beneficio del ejercicio a la reserva legal hasta que ésta alcance, al menos, el 20% del capital social. La reserva legal podrá utilizarse para aumentar el capital social en la parte de su saldo que exceda del 10% del capital ya aumentado. Salvo para esta finalidad y mientras no supere el 20% del capital social, esta reserva sólo podrá destinarse a la compensación de pérdidas y siempre que no existan otras reservas disponibles suficientes para este fin. Al 31 de diciembre de 2019 esta reserva se encuentra completamente constituida con un importe de 7.212 Miles de Euros.

Otras reservas voluntarias

Su detalle a 31 de diciembre de 2019 y 2018 es el siguiente:

	Miles de	Miles de Euros			
	Saldo a 31.12.2019	Saldo a 31.12.2018			
Reserva voluntaria Reserva de fusión Otras reservas	893,226 9.799 305	815.101 9.799 305			
Total	903.330	825.205			

Los saldos de estas reservas al 31 de diciembre de 2019 son de libre disposición. La reserva de fusión tiene su origen en la fusión por absorción de Occidente, Cía. de Seguros y Reaseguros en 1988.

9. Provisiones y contingencias

El detalle de las provisiones del balance al cierre del ejercicio 2019, así como los principales movimientos registrados durante el ejercicio, son los siguientes:

		Miles de Euros								
	Saldo a 31.12.2018	Traspasos	Dotaciones	Aumentos por actualizaciones	Aplicaciones	Saldo a 31.12.2019				
Provisión para pensiones y obligaciones										
similares:										
Premios al personal por antigüedad	52	8	63	-	(5)	118				
Retribuciones a largo plazo al personal	351	49	22	166	(41)	547				
Total	403	57	85	166	(46)	665				

Retribuciones a largo plazo de prestación definida – Premios al personal por antigüedad

Determinados empleados de la Sociedad procedían de la sociedad Seguros Catalana Occidente, S.A. de Seguros y Reaseguros (empresa del Grupo). Para estos empleados, la Sociedad ha mantenido la antigüedad y las condiciones de los contratos preexistentes, así como las condiciones del convenio colectivo de los empleados de Seguros Catalana Occidente, S.A. Dicho convenio colectivo establece, en su artículo 38, un premio de permanencia por el que los empleados que cumplan 25 años de servicios en la empresa les corresponderá 1,5 mensualidades del sueldo base más el complemento de adaptación individual y el complemento por experiencia correspondiente al mes en que se cumplan los correspondientes aniversarios.

Retribuciones a largo plazo de prestación definida

Asimismo, el plan de prestación definida también incluye un premio de jubilación. El premio de jubilación reconoce el derecho a percibir tres mensualidades de sueldo base más Complemento de Adaptación Individualizado (CAI) y Complemento de Experiencia en el caso de extinguir los empleados su contrato con la Sociedad a partir de los 59 años de edad por motivos distintos al cese voluntario o despido disciplinario, o de jubilarse a la edad ordinaria prevista legalmente o con anterioridad.

Adicionalmente, el plan de prestación definida también incluye un seguro de vida exteriorizado a través de una póliza de seguros de la modalidad Temporal Anual Renovable (TAR) y un compromiso de compensación adicional por la depreciación de la cobertura de vida vitalicia de riesgo prevista en el anterior convenio colectivo de Seguros Catalana Occidente, S.A..

Las variaciones en los saldos de balance se reconocen en las cuentas de pérdidas y ganancias del ejercicio en que se producen, salvo las "ganancias y pérdidas actuariales" (diferencias existentes entre las hipótesis actuariales previas y la realidad y en cambios de hipótesis actuariales), que se imputan directamente en el patrimonio neto, reconociéndose como reservas. La variación de las reservas por pérdidas y ganancias actuariales a 31 de diciembre de 2019 con respecto a 31 de diciembre de 2018 ha sido de 125 Miles de Euros (véase otras variaciones del patrimonio neto en el estado de cambios en el patrimonio neto).

Retribuciones a largo plazo de aportación definida

Las aportaciones realizadas por la Sociedad a la póliza de seguros por este concepto han ascendido a 355 Miles de Euros en el ejercicio 2019, que se encuentran registrados en el epígrafe 'Gastos de Personal' de la cuenta de pérdidas y ganancias adjunta.

10. Deudas a corto plazo

10.1) Empresas del grupo y asociadas

Su detalle al 31 de diciembre de 2019 y 2018 es el siguiente:

	Miles de	Euros
	Saldo a 31.12.2019	Saldo a 31.12.2018
Deudas con empresas del Grupo:		
Por cuotas del Impuesto de Sociedades del ejercicio corriente (Nota 11.1)	13.295	8.953
Por cuotas del Impuesto de Sociedades de ejercicios anteriores (Nota 11.1)	-	-
Por cuotas IVA (Nota 11.1)	21	38
Por préstamos a corto plazo:		
Con Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros	10.658	88.997
Con Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A.	67.318	101.051
Otras deudas con empresas del Grupo:		
Grupo Catalana Occidente Tecnología y Servicios, A.I.E.	83	-
Plus Ultra ,Seguros Generales y Vida, S.A. de Seguros y Reaseguros	1	-
Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros	7	-
	91.383	199.039

Al 31 de diciembre de 2019 la Sociedad mantiene 3 préstamos de empresas del grupo:

 Con fecha 23 de abril del 2019, la Sociedad ha amortizado parcialmente el préstamo mantenido con Seguros Catalana Occidente, S.A. de Seguros y Reaseguros por importe de 67.000 Miles de Euros, resultando el capital pendiente en 20.474 Miles de Euros.

En la misma fecha del acuerdo, la Sociedad ha renovado el préstamo con Seguros Catalana Occidente, S.A. de Seguros y Reaseguros, quedando fijado el importe del préstamo en 20.474 Miles de Euros, con fecha de vencimiento el 21 de abril de 2020 y un tipo de interés calculado al Euribor a un año incrementado en 250 puntos básicos (2,5 %).

Finalmente, con fecha 3 de julio de 2019, la Sociedad ha amortizado parcialmente el préstamo mantenido con Seguros Catalana Occidente, S.A. de Seguros y Reaseguros por importe de 10.000 Miles de Euros, resultando el capital pendiente en 10.474 Miles de Euros.

 Con fecha 11 de febrero de 2019, la Sociedad ha amortizado parcialmente el préstamo mantenido con Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A. por importe de 33.000 Miles de Euros, resultando el capital pendiente en 39.829 Miles de Euros.

En la misma fecha del acuerdo, la Sociedad ha renovado el préstamo con Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A., quedando fijado el importe del crédito en 39.829 Miles de Euros, con fecha de vencimiento el 11 de febrero de 2020 y un tipo de interés calculado al Euribor a un año incrementado en 250 puntos básicos (2,5 %).

 Préstamo con Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A renovado el 23 de abril de 2019, quedando fijado el importe del préstamo en 26.156 Miles de Euros, con fecha de vencimiento el 21 de abril de 2020 y un interés calculado al Euribor a un año incrementado en 250 puntos básicos (2,5 %). Los intereses devengados y no vencidos de estos préstamos a 31 de diciembre de 2019 ascienden a 1.517 Miles de Euros (3.589 Miles de Euros en 2018) y se encuentran registrados junto con el importe nominal de los mismos. Los gastos financieros por los intereses devengados en el ejercicio 2019 correspondientes a los préstamos recibidos de sociedades del Grupo han ascendido a 2.640 Miles de Euros (5.171 Miles de Euros en 2018) y se encuentran registrados bajo el subepígrafe de 'Gastos financieros - Por deudas con empresas del grupo y asociadas'.

10.2) Información sobre aplazamientos de pago efectuados a proveedores: Deber de información de la Ley 15/2010 de 5 de julio

A continuación, se detalla la información requerida por la Disposición adicional tercera de la Ley 15/2010, de 5 de julio (modificada a través de la Disposición final segunda de la Ley 31/2014, de 3 de diciembre) preparada conforme a la Resolución del ICAC de 29 de enero de 2016, sobre la información a incorporar en la memoria de las cuentas anuales en relación con el periodo medio de pago a proveedores en operaciones comerciales.

	Pagos realizados y pendientes de pago en la fecha de cierre del ejercicio 2019	Pagos realizados y pendientes de pago en la fecha de cierre del ejercicio 2018
Período medio de pago a proveedores (días)	26,86	28,72
Resto de operaciones pagadas (días)	26,86	28,78
Ratio de operaciones pendientes de pago (días)	26,50	22,98
Total pagos realizados (Miles de Euros)	5.067	3.721
Total pagos pendientes (Miles de Euros)	22	43

Conforme a la Resolución del ICAC, para el cálculo del período medio de pago a proveedores se han tenido en cuenta las operaciones comerciales correspondientes a la entrega de bienes o prestaciones de servicios devengadas desde la fecha de entrada en vigor de la Ley 31/2014, de 3 de diciembre.

Se consideran proveedores, a los exclusivos efectos de dar la información prevista en esta Resolución, a los acreedores comerciales por deudas con suministradores de bienes o servicios, incluidos en la partida proveedores del pasivo corriente del balance de situación.

Se entiende por "Periodo medio de pago a proveedores" el plazo que transcurre desde la entrega de los bienes o la prestación de los servicios a cargo del proveedor y el pago material de la operación.

El plazo máximo legal de pago aplicable a la Sociedad en el ejercicio 2019 según la Ley 3/2004, de 29 de diciembre, por la que se establecen medidas de lucha contra la morosidad en las operaciones comerciales, es de 30 días.

11. Administraciones Públicas y Situación fiscal

11.1) Saldos corrientes con las Administraciones Públicas

La composición de los saldos corrientes con las Administraciones Públicas al 31 de diciembre de 2019 y 2018 es la siguiente:

	Miles de	e Euros
	Saldo a 31.12.2019	Saldo a 31.12.2018
Administraciones Públicas, saldos deudores: Activos por impuesto corriente:		
Hacienda Pública deudora por Impuesto sobre Sociedades de ejercicios anteriores	6.118	14
Hacienda Pública deudora por Impuesto sobre Sociedades del ejercicio corriente	23.890	17.218
Otros saldos con Hacienda Pública Total	76 30.084	119 17.351

	Miles de	e Euros
	Saldo a 31.12.2019	Saldo a 31.12.2018
Pasivos por impuesto corriente: Hacienda Pública acreedora por impuesto sobre sociedades del ejercicio corriente	-	-
Administraciones Públicas, saldos acreedores:		
Organismos de la Seguridad Social	153	105
Otras deudas con las Administraciones Públicas:		
Retenciones practicadas	1.750	1.650
Total	1.903	1.755

Desde el ejercicio 2002, parte de las sociedades incluidas en el perímetro de consolidación mercantil con domicilio social en España tributan, a efectos del Impuesto sobre Sociedades, conforme al régimen especial de consolidación fiscal previsto por el Capítulo VI del Título VII de la Ley 27/2014, de 27 de noviembre, del Impuesto sobre Sociedades, aplicable en territorio común.

En 2019, el grupo de consolidación fiscal número 173/01 está integrado por la sociedad Grupo Catalana Occidente, S.A. (como sociedad dominante) y como entidades dependientes: (i) Atradius Collections, S.L.; (ii) Atradius Crédito y Caución S.A. de Seguros y Reaseguros; (iii) Atradius Information Services BV Sucursal en España; (iv) Atradius Participations Holding, S.L., Sociedad Unipersonal; (v) Catalana Occidente Capital, Agencia de Valores, S.A.; (vi) Cosalud Servicios, S.A.; (vii) Funeraria Merino Díez, S.L.; (viii) Funeraria Nuestra Señora de los Remedios, S.L.; (ix) GCO Gestora de Pensiones, EGFP, S.A.; (x) GCO Reaseguros, S.A.; (xi) Grupo Catalana Occidente Activos Inmobiliarios, S.L.U.; (xii) Grupo Catalana Occidente Gestión de Activos, S.A. S.G.I.I.C.; (xiii) Iberinform Internacional, S.A.; (xiv) Iberinmobiliaria, S.A.; (xv) Invercyca, S.A.; (xvi) Nortehispana, de Seguros y Reaseguros, S.A.; (xvii) Nortehispana Mediación Agencia de Seguros, S.A.U.; (xviii) Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros; (xix) Seciedad Gestión Catalana Occidente, S.A., (xxi) Tecniseguros, Sociedad de Agencia de Seguros, S.A., (xviii) Nortehispana Mediación Agencia de Seguros, S.A., (xxi) Tecniseguros, S.A. y (xix) GCO Activos Inmobiliarios, S.L.

Desde 2016, la base imponible que, conforme a la legislación fiscal, ha obtenido este grupo de consolidación fiscal se encuentra sujeta a un tipo de gravamen del 25% (28% en 2015 y 30% en el resto de ejercicios no prescritos).

Desde el ejercicio 2014, parte de las sociedades incluidas en el perímetro de consolidación mercantil con domicilio fiscal en territorio común tributan, a efectos del Impuesto sobre el Valor Añadido, conforme al Régimen Especial del Grupo de Entidades previsto en el Capítulo IX del Título IX de la Ley 37/1992 del Impuesto sobre el Valor Añadido.

En 2019, el grupo de entidades número IVA002/14 (en adelante, Grupo Fiscal de IVA) está formado por Grupo Catalana Occidente, S.A. (como sociedad dominante) y como sociedades dependientes: (i) Catalana Occidente Capital, Agencia de Valores, S.A.; (ii) Cosalud Servicios, S.A.; (iii) GCO Reaseguros, S.A.; (iv) Grupo Catalana Occidente Contact Center, A.I.E.; (v) Grupo Catalana Occidente Gestión de Activos, S.A. S.G.I.I.C.; (vi) Grupo Catalana Occidente Tecnología y Servicios, A.I.E.; (vii)

Nortehispana, de Seguros y Reaseguros, S.A.; (viii) Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros; (ix) Prepersa de Peritación de Seguros y Prevención, A.I.E.; y (x) Seguros Catalana Occidente, S.A. de Seguros y Reaseguros.

Como consecuencia del régimen tributario de consolidación fiscal, a 31 de diciembre de 2019 existen créditos y deudas entre las empresas del Grupo (netos de pagos a cuenta realizados durante el ejercicio) (véanse Notas 10 y 12).

11.2) Conciliación resultado contable y base imponible fiscal

La conciliación entre el resultado contable de la Sociedad (diferente a la del grupo fiscal de la cual es la matriz) de los ejercicios 2019 y 2018 la base imponible del Impuesto sobre sociedades es la siguiente:

Ejercicio 2019

	Miles de euros				
	Cuenta de pérdidas y ganancias		Ingresos y gastos directamente imputados al patrimonio		Total
Saldo de ingresos y gastos del ejercicio	216	.281	(125)		216.156
Impuesto sobre Sociedades	(6.4	195)	(4	41)	(6.536)
	A	D	A	D	· · · · · · · · · · · · · · · · · · ·
Diferencias permanentes:	497	(233.933)	-	-	(233.436)
Diferencias temporales: Con origen en el ejercicio-	-	-	166	-	166
Con origen en ejercicios anteriores-	-	-	-	-	
Compensación de bases imponibles negativas de ejercicios anteriores		-		-	
Base imponible fiscal	(23.	650)	-		(23.650)

Ejercicio 2018

	Miles de euros				
	Cuenta de pérdidas y ganancias		Ingresos y gastos directamente imputados al patrimonio		Total
Saldo de ingresos y gastos del ejercicio	176	.938	(29)		176.909
Impuesto sobre Sociedades	(4.	105)	(9)		(4.114)
	A	D	A	D	
Diferencias permanentes:	4.834	(194.067)	-	-	(189.233)
Diferencias temporales: Con origen en el ejercicio-	-	-	38	-	38
Con origen en ejercicios anteriores-	-	-	-	-	-
Compensación de bases imponibles negativas de ejercicios anteriores		-	,	-	-
Base imponible fiscal	(16.	400)	-		(16.400)

11.3) Impuestos reconocidos en el Patrimonio neto

El detalle de los impuestos reconocidos directamente en el Patrimonio en el ejercicio 2019 es el siguiente:

	Miles de Euros			
	Saldo al inicio del ejercicio	Aumentos	Disminuciones	Saldo al final del ejercicio
Por impuesto diferido:				
Con origen en el ejercicio-				
Reservas por ganancias/(pérdidas) actuariales por retribuciones a largo plazo al personal	(42)	-	(41)	(83)
Total impuesto diferido	(42)	-	(41)	(83)
Total impuesto reconocido directamente en el patrimonio neto	(42)	-	(41)	(83)

11.4) Conciliación entre Resultado contable y gasto por Impuesto sobre sociedades

La conciliación entre el resultado contable y el gasto por Impuesto sobre sociedades del ejercicio 2019 es la siguiente (en Miles de Euros):

	Miles de	Euros
	Ejercicio 2019	Ejercicio 2018
Resultado contable antes de impuestos	209.786	172.833
Impacto diferencias permanentes	(233.436)	(189.233)
Cuota al 25%	(5.913)	(4.100)
Deducciones:	_	-
Donaciones a fundaciones	-	-
Deducción por actividades en I+D	-	-
Deducción limitación 30% amortización 2013 y 2014	-	-
Diferencias en la liquidación definitiva del IS del ejercicio (*)	(582)	(5)
Gasto por Impuesto Sociedades del ejercicio	(6.495)	(4.105)

^{(*) 2018} y 2017, respectivamente

La totalidad del Impuesto sobre sociedades del ejercicio 2019 (ingreso) reconocido en la cuenta de pérdidas y ganancias corresponde a operaciones continuadas.

11.5) Activos por impuesto diferido registrados

A 31 de diciembre de 2019, los activos por impuesto diferido ascienden a un total de 83 Miles de Euros, cifra que a 31 de diciembre de 2018 era de 42 Miles de Euros.

11.6) Pasivos por impuesto diferido

A 31 de diciembre de 2019 y 2018, la Sociedad no dispone de pasivos por impuesto diferido.

11.7) Ejercicios pendientes de comprobación, actuaciones inspectoras y otros aspectos

Según establece la legislación vigente en España, los impuestos no pueden considerarse definitivamente liquidados hasta que las declaraciones presentadas hayan sido inspeccionadas por las autoridades fiscales o, en su caso, haya transcurrido el plazo de prescripción (actualmente, y con carácter general, de cuatro años desde el día siguiente a aquel en que finalice el plazo reglamentario establecido para presentar la correspondiente declaración o autoliquidación).

El Grupo de consolidación fiscal, cuya entidad dominante es Grupo Catalana Occidente, S.A., tiene abierto a Inspección el Impuesto sobre Sociedades desde el ejercicio 2012 ya que adoptando un criterio de máxima prudencia, el Grupo procedió a presentar declaración complementaria respecto de los ejercicios no prescritos en julio de 2017 (esto es, los ejercicios 2012 a 2015), considerando que, con base en la sentencia del Tribunal Supremo de fecha 4 de abril de 2017, a la provisión de prestaciones pendientes de liquidación o pago bruta de reaseguro le aplicaba el límite fiscal previsto en la Disposición Adicional 6ª del ROSSEAR.

Lo anterior debe entenderse sin perjuicio del artículo 66.bis de la Ley 58/2003, de 17 de diciembre, General Tributaria, que establece el derecho a favor de la Administración para iniciar el procedimiento de comprobación de: (i) las bases o cuotas compensadas o pendientes de compensación o de deducciones aplicadas o pendientes de aplicación, prescribirá a los diez años a contar desde el día siguiente a aquel en que finalice el plazo reglamentario establecido para presentar la declaración o autoliquidación correspondiente al ejercicio o periodo impositivo en que se generó el derecho a compensar dichas bases o cuotas o a aplicar dichas deducciones; y (ii) investigar los hechos, actos, elementos, actividades, explotaciones, negocios, valores y demás circunstancias determinantes de la obligación tributaria para verificar el correcto cumplimiento de las normas aplicables.

A 31 de diciembre de 2019, Grupo Catalana Occidente tienen abiertos a inspección los siguientes ejercicios:

Impuestos	Ejercicios
Impuesto de Sociedades	2012-2018 (*)
Impuesto sobre el Valor Añadido	Diciembre 2015-Noviembre 2019 (**)
Retenciones a cuenta del Impuesto sobre la Renta de las Personas Físicas y del Impuesto sobre Sociedades	Diciembre 2015-Noviembre 2019 (**)
Otros	2016-2019 (**)
Impuestos Locales	2016-2019 (**)

^(*) El Impuesto sobre Sociedades del ejercicio 2019 está pendiente de presentación, siendo la fecha máxima para su presentación el 25 de julio de 2020.

12. Operaciones y saldos con partes vinculadas

12.1) Operaciones con vinculadas

Tal y como se ha comentado en la Nota 10.1, se han devengado intereses por los préstamos mantenidos con empresas del Grupo por un total 2.640 Miles de Euros (5.171 Miles de Euros en 2018).

Durante el ejercicio 2019 la Sociedad ha percibido dividendos por parte de sus sociedades vinculadas por importe de 232.356 Miles de Euros (194.065 Miles de Euros en el ejercicio 2018) en virtud de las participaciones mantenidas en las mismas (Véase Nota 13.1).

Adicionalmente, la Sociedad ha recibido 1.791 Miles de Euros por servicios de gestión corriente prestados a empresas del Grupo (1.134 Miles de Euros en 2018).

12.2) Saldos con vinculadas

Los principales saldos mantenidos por la Sociedad en sociedades pertenecientes al Grupo Catalana Occidente, al cierre del ejercicio 2019, quedan incluidos en la partida 'Deudas con empresas del grupo y asociadas a corto plazo' y representan el importe de las deudas contraídas con empresas del grupo por préstamos recibidos a corto plazo y otras deudas por operaciones corrientes (véase Nota 10).

Adicionalmente, los saldos deudores y acreedores con empresas del Grupo por cuotas del Impuesto de Sociedades quedan registrados bajo los epígrafes 'Deudores comerciales y otras cuentas a cobrar – Empresas del grupo y asociadas' y 'Deudas con empresas del grupo y asociadas a corto plazo'.

El detalle de saldos con vinculadas a 31 de diciembre de 2019 y 2018 es el siguiente:

^(**) De acuerdo con alguna sentencia del Tribunal Supremo, que defiende una tesis en principio ya superada, el ejercicio 2015 prescribiría el 30 de enero de 2020, tras la finalización del plazo para la presentación de los Resúmenes Anuales correspondiente a dicho ejercicio.

	Miles d	e Euros
	31.12.2019	31.12.2018
Créditos por cuotas del Impuesto de Sociedades e IVA:		
Catalana Occidente Capital, Agencia de Valores, S.A.	123	62
Cosalud Servicios, S.A.	44	28
Tecniseguros, Sociedad de Agencia de Seguros	63	22
Grupo Catalana Occidente Gestión de Activos, S.A., S.G.I.I.C.	265	142
GCO Reaseguros, S.A.	992	484
Nortehispana, de Seguros y Reaseguros, S.A.(*)	7.014	1.673
Seguros Catalana Occidente, S.A. de Seguros y Reaseguros	8.412	5.162
GCO Gestora de Pensiones, E.G.F.P., S.A.	18	9
Funeraria Merino Diez, S.L.U.	-	19
Plus Ultra, Seguros Generales y Vida, S.A de Seguros y Reaseguros (***)	1.828	774
Grupo Catalana Occidente Activos Inmobiliarios, S.L.	441	-
Créditos Grupo por IVA	2.014	256
	21.214	8.631
Créditos por otras operaciones de gestión corriente:		
Seguros Catalana Occidente, S.A. de Seguros y Reaseguros	145	2
Nortehispana, de Seguros y Reaseguros, S.A. (*)	142	29
Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A.	71	40
GCO Reaseguros, S.A	19	-
GCO Gestora de Pensiones, E.G.F.P., S.A.	3	-
Atradius Crédito y Caución, S.A. de Seguros y Reaseguros	-	69
	380	140
Deudas por cuotas del Impuesto de Sociedades e IVA (Nota 10):		
Funeraria Merino Diez, S.L.U.	100	-
Funeraria Nuestra Señroa de los Remedios, S.L.	186	-
Sociedad Gestión Catalana Occidente, S.A., Sociedad Unipersonal	260	1
Previsora Bilbaína Agencia de Seguros, S.A.	1	-
Atradius N.V.	12.748	8.951
Previsora Inversiones, S.A. (**)	_	1
Deudas Grupo por IVA	21	38
• •	13.316	8.991
Otras deudas con grupo (Nota 10)		
Grupo Catalana Occidente Tecnología y Servicios, A.I.E.	83	-
Plus Ultra ,Seguros Generales y Vida, S.A. de Seguros y Reaseguros (***)	1	-
Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros	7	-
	91	-
Préstamos a corto plazo empresas del Grupo (Nota 10):		
Seguros Catalana Occidente, S,A, de Seguros y Reaseguros	10.658	88.997
Bilbao, Compañía Anónima de Seguros y Reaseguros, S.A.	67.318	101.051
	77.976	190.048

^(*) En fecha 7 de diciembre de 2018 se ha producido la fusión por absorción de Previsora Bilbaína, Seguros, S.A.U., Previsora Bilbaína Vida Seguros, S.A. y PB Cemer 2002, S.L.U. por parte de Nortehispana, de Seguros y Reaseguros, S.A.

Por otro lado, al 31 de diciembre de 2019 en el epígrafe 'Acreedores comerciales y otras cuentas a pagar — Acreedores varios' se incluyen los gastos periodificados en concepto de retribuciones pendientes de pago al Consejo de Administración y a la Alta Dirección por importe de 3.742 Miles de Euros (3.638 Miles de Euros a 31 de diciembre de 2018).

^(**) Se ha producido su renuncia voluntaria a la condición de S.I.C.A.V. con fecha 5 de abril del 2018.

^(***) Con fecha 12 de diciembre de 2019 se ha acordado la fusión por absorción de Seguros de Vida y Pensiones Antares, S.A. por parte de Plus Ultra, Seguros Generales y Vida, S.A. de Seguros y Reaseguros.

12.3) Retribuciones al Consejo de Administración y a la Alta Dirección

Las retribuciones percibidas durante el ejercicio 2019 y 2018 por los miembros del Consejo de Administración y la Alta Dirección de la Sociedad, clasificadas por conceptos, han sido las siguientes:

Ejercicio 2019

		Miles de Euros					
	Sueldos y salarios	Dietas (*)	Atenciones estatutarias (*)	Primas de seguros y planes de Pensiones	Otras remunera- ciones	Total	
Consejo de Administración Alta Dirección	1.173	337	3.526	151 5	76 -	5.263 88	

^(*) Saldos registrados en el subepígrafe 'Gastos de Personal – Cargas sociales'

La retribución variable diferida no consolidada en el ejercicio 2019 asciende a 64 Miles de Euros para el Consejo de Administración y a 1 Miles de Euros para la Alta Dirección.

El Grupo tiene contratada una póliza de seguro de responsabilidad civil cuyo tomador es la sociedad dominante que engloba, entre otros trabajadores, a los Consejeros y Directivos del Grupo. Dicha póliza ha generado un gasto por prima de seguro en el ejercicio 2019 de 47 Miles de Euros (48 Miles de Euros a cierre del ejercicio 2018).

Ejercicio 2018

		Miles de Euros					
	Sueldos y salarios	Dietas (*)	Atenciones estatutarias (*)	Primas de seguros y planes de Pensiones (1)	Otras remunera- ciones	Total	
Consejo de Administración Alta Dirección	1.143 75	334	3.386	145 5	77	5.085	

^(*) Saldos registrados en el subepígrafe 'Gastos de Personal – Cargas sociales'

En la elaboración de estas cuentas anuales se ha considerado 1 persona como personal de Alta Dirección a 31 de diciembre de 2019 (1 persona al 31 de diciembre de 2018).

Los órganos competentes de la Sociedad acordaron que la Sociedad deba satisfacer las "Dietas" y "Atenciones estatutarias" ocasionadas por el desempeño de las funciones propias de los miembros del Consejo de Administración de la Sociedad.

Al 31 de diciembre de 2019 y 2018 no existen anticipos ni se han concedido créditos por la Sociedad a los miembros de su Consejo de Administración ni a la alta dirección, no habiendo asumido la Sociedad obligaciones por cuenta de aquéllos a título de garantía.

Adicionalmente, el Consejo de Administración de la Sociedad y su Alta Dirección han percibido dividendos de la Sociedad por importe de 3.288 Miles de Euros (3.076 Miles de Euros en el ejercicio anterior). Todas las operaciones realizadas entre partes vinculadas se realizan en condiciones de mercado.

Al 31 de diciembre de 2019, el Consejo de Administración de la sociedad está formado por 9 personas físicas, 8 hombres y una mujer; 7 consejeros personas jurídicas, que a la vez se encuentran representadas físicamente por 7 hombres.

12.4) Detalle de participaciones, en sociedades con actividades similares y realización por cuenta propia o ajena de actividades similares por parte de los Administradores

El artículo 229 de la Ley de Sociedades de Capital, aprobada por el Real Decreto Legislativo 1/2010 de 2 de julio, modificada por la Ley 31/2014, los administradores y las personas vinculadas a éstos deberán comunicar al Consejo de Administración cualquier situación de conflicto que pudieran tener con el interés de la Sociedad.

Los miembros del Consejo de Administración y las personas vinculadas a éstos, según se define en el art. 231 del Texto Refundido de la Ley de Sociedades de Capital (TRLSC), no se han encontrado inmersos en situaciones de conflicto de interés previstas en el art. 229 del citado texto legal, no habiéndose producido comunicación alguna en el sentido indicado en el apartado 3 del citado artículo al Consejo de Administración ni al resto de los Administradores. Por este motivo, las cuentas anuales no incluyen desglose alguno en este sentido.

13. Otra información

13.1) Cifra de negocios

El detalle de la cifra de negocios, de acuerdo con las especificaciones recogidas en la Nota 2.b, a 31 de diciembre de los ejercicios 2019 y 2018 es el siguiente:

Importe de la cifra de negocios (Miles de Euros)	31.12.2019	31.12.2018
Ingresos de participaciones en instrumentos de patrimonio- dividendos		
Seguros Catalana Occidente, Sociedad Anónima de Seguros y Reaseguros	156.500	132.500
Grupo Compañía Española de Crédito y Caución, S.L.	41.893	30.237
Cosalud Servicios S.A.	150	200
Grupo Catalana Occidente Gestión de Activos S.A., S.G.I.I.C.	985	1.130
Atradius N.V.	32.828	29.998
Total	232.356	194.065

13.2) Personal

El detalle de gastos de personal y cargas sociales de los ejercicios 2019 y 2018 es el siguiente:

	Miles de Euros			
	Ejercicio 2019	Ejercicio 2018		
Sueldos y salarios	7.070	6.087		
Seguridad Social	1.300	971		
Dotaciones a los planes de aportación definida (Nota 9)	355	299		
Dotación a los planes de prestación definida (Nota 9)	86	17		
Otros gastos de personal	4.706	4.539		
Total	13.517	11.913		

En cumplimiento de lo establecido en el artículo 260 del Texto refundido de la Ley de Sociedades de Capital, el número de empleados medio a tiempo completo (o su equivalente) de la Sociedad al 31 de diciembre de 2019 y 2018, distribuido por categorías profesionales y por sexos, es el siguiente:

	31.12	31.12.2019		31.12.2018	
	Hombres	Mujeres	Hombres	Mujeres	
Directivos	8	2	7	2	
Jefes y titulados	21	28	18	23	
Administrativos y comerciales	10	22	7	17	
Total	39	52	32	42	

En materia de discapacidad, el Grupo cumple la LISMI (Ley de integración social del minusválido) de diferentes maneras, bien cumpliendo con el requisito de integrar un 2% de la plantilla con minusvalía, o bien optando por una fórmula mixta entre esta integración y el apoyo económico a Centros Especiales de Empleo.

13.3) Honorarios de auditoría

La Junta General de Accionistas de Grupo Catalana Occidente celebrada el 26 de abril de 2018, acordó nombrar a PricewaterhouseCoopers Auditores, S.L., de conformidad con lo previsto en el artículo 264 de la Ley de Sociedades de Capital, como auditores de las cuentas anuales e informe de gestión consolidado del Grupo correspondientes a los ejercicios sociales cerrados el 31 de diciembre de 2018, 2019 y 2020.

A continuación se presentan los honorarios relativos a los servicios de auditoría de cuentas y otros servicios prestados por el auditor de las cuentas anuales de la Sociedad, PricewaterhouseCoopers Auditores, S.L., y por empresas pertenecientes a la red PwC:

Ejercicio 2019

	Miles de Euros	
Descripción	Servicios prestados por el auditor principal (*)	
Servicios de Auditoría	267	
Otros servicios de Verificación	280	
Total servicios de Auditoría y Relacionados	547	
Servicios de Asesoramiento Fiscal	-	
Otros Servicios	29	
Total Servicios Profesionales	29	

^(*) Importes sin IVA y sin gastos.

Ejercicio 2018

	Miles de Euros
Descripción	Servicios prestados por el auditor principal (*)
Servicios de Auditoría	221
Otros servicios de Verificación	276
Total servicios de Auditoría y Relacionados	497
Servicios de Asesoramiento Fiscal	-
Otros Servicios	30
Total Servicios Profesionales	30

^(*) Importes sin IVA y sin gastos.

13.4) Garantías comprometidas con terceros y contingencias

Los Administradores de la Sociedad consideran que no existen al 31 de diciembre de 2019 contingencias significativas no provisionadas que pudieran afectar al patrimonio o a los resultados de la Sociedad.

14. Hechos posteriores

Adicionalmente al dividendo a cuenta mencionado en la Nota 3, con posterioridad al cierre del ejercicio y hasta la fecha de formulación de estas cuentas anuales no se han producido otros hechos no explicados en las notas anteriores que las afecten de forma significativa.

Grupo Catalana Occidente, S.A.

Informe de Auditoría, Cuentas Anuales e Informe de Gestión al 31 de diciembre de 2019



Informe de auditoría de cuentas anuales emitido por un auditor independiente

A los Accionistas Grupo Catalana Occidente, S.A.:

Informe sobre las cuentas anuales

Opinión

Hemos auditado las cuentas anuales de Grupo Catalana Occidente, S.A. (la Sociedad), que comprenden el balance a 31 de diciembre de 2019, la cuenta de pérdidas y ganancias, el estado de ingresos y gastos reconocidos, el estado total de cambios en el patrimonio neto, el estado de flujos de efectivo y la memoria correspondientes al ejercicio terminado en dicha fecha.

En nuestra opinión, las cuentas anuales adjuntas expresan, en todos los aspectos significativos, la imagen fiel del patrimonio y de la situación financiera de la Sociedad a 31 de diciembre de 2019, así como de sus resultados y flujos de efectivo correspondientes al ejercicio terminado en dicha fecha, de conformidad con el marco normativo de información financiera que resulta de aplicación (que se identifica en la nota 2.a de la memoria) y, en particular, con los principios y criterios contables contenidos en el mismo.

Fundamento de la opinión

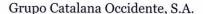
Hemos llevado a cabo nuestra auditoría de conformidad con la normativa reguladora de la actividad de auditoría de cuentas vigente en España. Nuestras responsabilidades de acuerdo con dichas normas se describen más adelante en la sección *Responsabilidades del auditor en relación con la auditoría de las cuentas anuales* de nuestro informe.

Somos independientes de la Sociedad de conformidad con los requerimientos de ética, incluidos los de independencia, que son aplicables a nuestra auditoría de las cuentas anuales en España según lo exigido por la normativa reguladora de la actividad de auditoría de cuentas. En este sentido, no hemos prestado servicios distintos a los de la auditoría de cuentas ni han concurrido situaciones o circunstancias que, de acuerdo con lo establecido en la citada normativa reguladora, hayan afectado a la necesaria independencia de modo que se haya visto comprometida.

Consideramos que la evidencia de auditoría que hemos obtenido proporciona una base suficiente y adecuada para nuestra opinión.

Cuestiones clave de la auditoría

Las cuestiones clave de la auditoría son aquellas cuestiones que, según nuestro juicio profesional, han sido de la mayor significatividad en nuestra auditoría de las cuentas anuales del periodo actual. Estas cuestiones han sido tratadas en el contexto de nuestra auditoría de las cuentas anuales en su conjunto, y en la formación de nuestra opinión sobre éstas, y no expresamos una opinión por separado sobre esas cuestiones.





Cuestiones clave de la auditoría

Modo en el que se han tratado en la auditoría

Valoración y deterioro de las inversiones en empresas del grupo y asociadas

La Sociedad mantiene inversiones en el capital social de sociedades del grupo y asociadas que no cotizan en mercados regulados, tal y como se detalla en la Nota 6.

La valoración de ciertas inversiones requiere aplicar juicios y estimaciones significativas por parte de la Dirección tanto en la determinación del descuento de flujos futuros, como en el método de valoración y en la consideración de las hipótesis clave establecidas para cada método en cuestión, proceso para el cual la Sociedad ha contado con colaboración de expertos externos de la Dirección. La Sociedad realiza anualmente un test de deterioro en relación con estas inversiones.

Los aspectos mencionados, así como la relevancia de las inversiones mantenidas, que ascienden a 1.146 millones de euros al cierre del ejercicio 2019, suponen que consideremos la valoración y deterioro de dichas inversiones en empresas del grupo y asociadas como una cuestión clave de nuestra auditoría.

Ver Nota 6 de las cuentas anuales del ejercicio 2019.

Hemos obtenido un entendimiento de la metodología y proceso de cálculo del test de deterioro realizado por la Sociedad de las inversiones en empresas del grupo y asociadas que ha incluido una evaluación del control interno relacionado con esta estimación.

Nuestros procedimientos se han centrado a efectos de la determinación del deterioro, en revisar el patrimonio neto de las entidades participadas, corregido por las plusvalías tácitas a la fecha de valoración, salvo mejor evidencia.

Adicionalmente, hemos considerado la involucración de nuestros expertos en valoración para aquellas inversiones cuyo valor recuperable se ha estimado como un valor en uso, en aspectos como:

- Contraste de las metodologías aplicadas para la estimación del valor recuperable y su consistencia con el ejercicio anterior.
- Evaluación de las asunciones empleadas en la determinación del valor recuperable en relación con el plan de negocio, ratios de solvencia, las tasas de descuento utilizadas y factores de crecimiento a largo plazo empleados.
- Análisis de sensibilidades de las principales asunciones consideradas por la Sociedad.
- Comprobación de la exactitud de los cálculos en la determinación del valor recuperable.

En relación con las estimaciones del valor recuperable de las inversiones en empresas del grupo y asociadas realizadas por expertos externos de la Dirección, hemos evaluado su competencia, capacidad y la objetividad de su trabajo.

Por último, hemos evaluado que los desgloses de información incluidos en las cuentas anuales adjuntas en relación con esta cuestión resultan adecuados a los requeridos por la normativa contable aplicable.





Cuestiones clave de la auditoría

Modo en el que se han tratado en la auditoría

Como resultado de los procedimientos arriba descritos, consideramos que las diferencias que hemos obtenido en las estimaciones efectuadas en relación con la recuperabilidad del valor de las inversiones en empresas del grupo y asociadas se encuentran en un rango razonable.

Otra información: Informe de gestión

La otra información comprende exclusivamente el informe de gestión del ejercicio 2019, cuya formulación es responsabilidad de los administradores de la Sociedad y no forma parte integrante de las cuentas anuales.

Nuestra opinión de auditoría sobre las cuentas anuales no cubre el informe de gestión. Nuestra responsabilidad sobre la información contenida en el informe de gestión se encuentra definida en la normativa reguladora de la actividad de auditoría de cuentas, que establece dos niveles diferenciados sobre la misma:

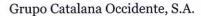
- a) Un nivel específico que resulta de aplicación a determinada información incluida en el Informe Anual de Gobierno Corporativo, según se define en el art. 35.2.b) de la Ley 22/2015, de Auditoría de Cuentas, que consiste en comprobar únicamente que la citada información se ha facilitado en el informe de gestión y en caso contrario, a informar sobre ello.
- b) Un nivel general aplicable al resto de la información incluida en el informe de gestión, que consiste en evaluar e informar sobre la concordancia de la citada información con las cuentas anuales, a partir del conocimiento de la entidad obtenido en la realización de la auditoría de las citadas cuentas y sin incluir información distinta de la obtenida como evidencia durante la misma, así como evaluar e informar de si el contenido y presentación de esta parte del informe de gestión son conformes a la normativa que resulta de aplicación. Si, basándonos en el trabajo que hemos realizado, concluimos que existen incorrecciones materiales, estamos obligados a informar de ello.

Sobre la base del trabajo realizado, según lo descrito anteriormente, hemos comprobado que la información mencionada en el apartado a) anterior se facilita en el informe de gestión y que el resto de la información que contiene el informe de gestión concuerda con la de las cuentas anuales del ejercicio 2019 y su contenido y presentación son conformes a la normativa que resulta de aplicación.

Responsabilidad de los administradores y del comité de auditoría en relación con las cuentas anuales

Los administradores son responsables de formular las cuentas anuales adjuntas, de forma que expresen la imagen fiel del patrimonio, de la situación financiera y de los resultados de la entidad, de conformidad con el marco normativo de información financiera aplicable a la Sociedad en España, y del control interno que consideren necesario para permitir la preparación de cuentas anuales libres de incorrección material, debida a fraude o error.

En la preparación de las cuentas anuales, los administradores son responsables de la valoración de la capacidad de la Sociedad para continuar como empresa en funcionamiento, revelando, según corresponda, las cuestiones relacionadas con empresa en funcionamiento y utilizando el principio contable de empresa en funcionamiento excepto si los administradores tienen intención de liquidar la sociedad o de cesar sus operaciones, o bien no exista otra alternativa realista.





El comité de auditoría es responsable de la supervisión del proceso de elaboración y presentación de las cuentas anuales.

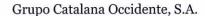
Responsabilidades del auditor en relación con la auditoría de las cuentas anuales

Nuestros objetivos son obtener una seguridad razonable de que las cuentas anuales en su conjunto están libres de incorrección material, debida a fraude o error, y emitir un informe de auditoría que contiene nuestra opinión.

Seguridad razonable es un alto grado de seguridad pero no garantiza que una auditoría realizada de conformidad con la normativa reguladora de la actividad de auditoría de cuentas vigente en España siempre detecte una incorrección material cuando existe. Las incorrecciones pueden deberse a fraude o error y se consideran materiales si, individualmente o de forma agregada, puede preverse razonablemente que influyan en las decisiones económicas que los usuarios toman basándose en las cuentas anuales.

Como parte de una auditoría de conformidad con la normativa reguladora de la actividad de auditoría de cuentas vigente en España, aplicamos nuestro juicio profesional y mantenemos una actitud de escepticismo profesional durante toda la auditoría. También:

- Identificamos y valoramos los riesgos de incorrección material en las cuentas anuales, debida a fraude o error, diseñamos y aplicamos procedimientos de auditoría para responder a dichos riesgos y obtenemos evidencia de auditoría suficiente y adecuada para proporcionar una base para nuestra opinión. El riesgo de no detectar una incorrección material debida a fraude es más elevado que en el caso de una incorrección material debida a error, ya que el fraude puede implicar colusión, falsificación, omisiones deliberadas, manifestaciones intencionadamente erróneas, o la elusión del control interno.
- Obtenemos conocimiento del control interno relevante para la auditoría con el fin de diseñar procedimientos de auditoría que sean adecuados en función de las circunstancias, y no con la finalidad de expresar una opinión sobre la eficacia del control interno de la entidad.
- Evaluamos si las políticas contables aplicadas son adecuadas y la razonabilidad de las estimaciones contables y la correspondiente información revelada por los administradores.
- Concluimos sobre si es adecuada la utilización, por los administradores, del principio contable de empresa en funcionamiento y, basándonos en la evidencia de auditoría obtenida, concluimos sobre si existe o no una incertidumbre material relacionada con hechos o con condiciones que pueden generar dudas significativas sobre la capacidad de la Sociedad para continuar como empresa en funcionamiento. Si concluimos que existe una incertidumbre material, se requiere que llamemos la atención en nuestro informe de auditoría sobre la correspondiente información revelada en las cuentas anuales o, si dichas revelaciones no son adecuadas, que expresemos una opinión modificada. Nuestras conclusiones se basan en la evidencia de auditoría obtenida hasta la fecha de nuestro informe de auditoría. Sin embargo, los hechos o condiciones futuros pueden ser la causa de que la Sociedad deje de ser una empresa en funcionamiento.





 Evaluamos la presentación global, la estructura y el contenido de las cuentas anuales, incluida la información revelada, y si las cuentas anuales representan las transacciones y hechos subyacentes de un modo que logran expresar la imagen fiel.

Nos comunicamos con el comité de auditoría de la entidad en relación con, entre otras cuestiones, el alcance y el momento de realización de la auditoría planificados y los hallazgos significativos de la auditoría, así como cualquier deficiencia significativa del control interno que identificamos en el transcurso de la auditoría.

También proporcionamos al comité de auditoría de la entidad una declaración de que hemos cumplido los requerimientos de ética aplicables, incluidos los de independencia, y nos hemos comunicado con la misma para informar de aquellas cuestiones que razonablemente puedan suponer una amenaza para nuestra independencia y, en su caso, de las correspondientes salvaguardas.

Entre las cuestiones que han sido objeto de comunicación al comité de auditoría de la entidad, determinamos las que han sido de la mayor significatividad en la auditoría de las cuentas anuales del periodo actual y que son, en consecuencia, las cuestiones clave de la auditoría.

Describimos esas cuestiones en nuestro informe de auditoría salvo que las disposiciones legales o reglamentarias prohíban revelar públicamente la cuestión.

Informe sobre otros requerimientos legales y reglamentarios

Informe adicional para el comité de auditoría

La opinión expresada en este informe es coherente con lo manifestado en nuestro informe adicional para el comité de auditoría de la Sociedad de fecha 27 de febrero de 2020.

Periodo de contratación

La Junta General de Accionistas celebrada el 26 de abril de 2018 nos nombró como auditores de la Sociedad por un período de tres años, contados a partir del ejercicio finalizado el 31 de diciembre de 2018.

Servicios prestados

Los servicios de auditoría y aquellos otros permitidos distintos de auditoría de cuentas que han sido prestados al Grupo se detallan en la nota 13.3 de la memoria de las cuentas anuales adjuntas.

PricewaterhouseCoopers Auditores, S.L. (S0242)

Ana Isabel Peláez Morón (20499)

27 de febrero de 2020

AUDITORES
INSTITUTO DE CENSORES JURADOS
DE CUENTAS DE ESPAÑA

PricewaterhouseCoopers Auditores, S.L.

2020 Núm. 20/20/00845

SELLO CORPORATIVO: 96,00 EUR

Informe de auditoría de cuentas sujeto a la normativa de auditoría de cuentas española o internacional





CLASE 8.3

Las Cuentas Anuales individuales (balance, cuenta de pérdidas y ganancias, estado de cambios en el patrimonio neto, estado de flujos de efectivo, memoria e informe anual de gobierno corporativo) de GRUPO CATALANA OCCIDENTE, S.A., correspondientes al ejercicio cerrado el 31 de diciembre de 2019, formulados por el Consejo de Administración de la Sociedad celebrado el día de hoy, constan extendidos en los folios del Timbre, clase 8ª, serie ON, números 3509334 al 3509352, 7760054 y 3509354 al 3509391, aprobados en la citada reunión del Consejo de Administración, documentos que fueron firmados por todos los Consejeros en el folio del Timbre, clase 8ª, serie ON, número 7760055.

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Sant Cugat del Vallés, a 27 de febrer	ro de 2020.		
D. José Mª Serra Farré	D. José Ignacio Álvarez Juste	D. Francisco José Arregui Laborda	
Gestión de Activos y Valores, S.L. D. Javier Jundadella Salisachs	D. Jorge Enrich Izard	Ensivest Bros 2014, S.L D. Jorgo Errich Serra	

- D. Juan Ignacio Guerrero Gilabert
- D. Federico Halpern Blasco
- D. Hugo Sarra Calderón

- D^a. M^a Assumpta Soler Serra
- D. Enrique Giró Godó
- Jusal, S.L.
- D. José Mª Juncadella Sala

Lacanuda Consell, S.L. D. Carlos Halpern Serra

D. Francisco J. Pérez Farguell

Villasa, S.L.

D. Fernando Villavecchia Obregón

Cotyp, S.L.

D. Alberto Thiebaut Estrada

MODELO DE DOCUMENTO NORMAL DE INFORMACIÓN MEDIOAMBIENTAL

SOCIEDAD GRUPO C	ATALANA OCCIDENTE, S.A.				NIF A08168064
DOMICILIO S	OCIAL				7100100001
PASEO D	E LA CASTELLANA, 4				
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	Gestión de Activos y Valores, S.L. D. Javier Juncadella Salisachs	D. Jorge En	rich Izard	Ensivest Bros 2014, S D. Jorge Enrich Serra	.L.

D. Juan Ignacio Guerrrero Gilabert D. Federico Halpern Blasco

D. Hugo Serra Calderón

Da. Maria Assumpta Soler Serra

D. Enrique Giró Godó

Jusal, S.L D. José Mª Juncadella Sala

Lacanuda Consell, S.L. D. Carlos Halpern Serra D. Francisco J. Pérez Farguell

Villasa, S.L.

D. Fernando Villavecchia Obregón

Cotyp, S.L. D. Alberto Thiebaut Estrada



DECLARACION DE RESPONSABILIDAD DEL INFORME FINANCIERO ANUAL

Los miembros del Consejo de Administración de **GRUPO CATALANA OCCIDENTE**, **S.A.**, declaran que, hasta donde alcanza su conocimiento, las cuentas anuales, individuales y consolidadas, correspondientes al ejercicio cerrado el 31 de diciembre de 2019, formuladas en la reunión de 27 de febrero de 2020, elaboradas con arreglo a los principios de contabilidad aplicables, ofrecen la imagen fiel del patrimonio, de la situación financiera y de los resultados de Grupo Catalana Occidente, S.A. y de las empresas comprendidas en la consolidación tomadas en su conjunto, y que los informes de gestión, individuales y consolidados, incluyen un análisis fiel de la evolución y los resultados empresariales y de la posición de Grupo Catalana Occidente, S.A. y de las empresas comprendidas en la consolidación tomadas en su conjunto, junto con la descripción de los principales riesgos e incertidumbres a que se enfrentan.

En Sant Cugat del Vallès (Barcelona) a 27 de febrero de 2020.

D. José Mª Serra Farré	D. José Ignacio Álvarez Juste
Gestión de Activos y Valores, S.L. D. Javier Juncadella Salisachs	D. Francisco José Arregui Laborda
Ensivest Bros 2014, S.L D. Jorge Enrich Serra	D. Jorge Enrich Izard
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D. Hugo Serra Calderón	D ^a María Assumpta Soler Serra
D. Enrique Giró Godó	D. Francisco Javier Perez Farguell
Jusal S.L.	Lacanuda Consell, S.L.

Villasa,S.L.D. Fernando Villavecchia Obregón

D.José María Juncadella Sala

Cotyp, S.L.
D. Alberto Thiebaut Estrada

D. Carlos Halpern Serra