Annual Accounts as at 31 December 2022 and Management Report for 2022

Balance sheet at 31 December 2022 (Expressed in thousands of €)

| | ASSETS | NOTES | 2022 | 2021 |
|------------|---|-------|---------|--------|
| A) | NON-CURRENT ASSETS | | 259,349 | 48,910 |
| III. | Investment property | 6. | 252,482 | 48,910 |
| 1. | Land | | 144,879 | 33,921 |
| 2. | Buildings | | 107,603 | 14,988 |
| v . | Long term financial investments | 8. | 6,866 | - |
| 1. | Derivatives | | 6,866 | - |
| VI. | Deferred tax assets | | 0 | 0 |
| B) | CURRENT ASSETS | | 18,968 | 29,992 |
| Ι. | Inventories | 10. | 1,839 | 939 |
| 2. | Advance to suppliers | | 1,839 | 939 |
| III. | Trade and other receivables | 8. | 642 | 39 |
| 1. | Trade receivables for sales and provision of services | | 186 | 39 |
| 2. | Several debtors | | 433 | - |
| 4. | Other credits with Public Administration | | 23 | - |
| v . | Short term Investments | 8. | 921 | 880 |
| 1. | Other financial investments | | 921 | 880 |
| VI. | Prepaid expenses | | 251 | 42 |
| VII. | Cash and cash equivalents | 9. | 15,315 | 28,091 |
| 1. | Cash at bank and in hand | | 15,315 | 28,091 |
| TOTAL | ASSETS (A + B) | | 278,317 | 78,902 |

| | EQUITY AND LIABILITIES | NOTES | 2022 | 2021 |
|-------|--|-------|---------|---------|
| A) | EQUITY | | 65,298 | 5,058 |
| A-1) | Shareholders' funds | 11. | 64,445 | 5,058 |
| I. | Capital | 11. | 65,000 | 60 |
| 1. | Authorised capital | | 65,000 | 60 |
| III. | Reserves | 11. | (1) | (1) |
| 2. | Other reserves | | (1) | (1) |
| ۷. | Prior-year results | 11. | (4,601) | (182) |
| 2. | (Prior-year losses) | | (4,601) | (182) |
| VI. | Other shareholders contributions | 11. | 9,600 | 9,600 |
| VII. | Profit/(Loss) for the year | 3. | (5,553) | (4,420) |
| A-2) | Adjustments in equity | | 852 | - |
| 1. | Net gain/(loss) on derivative instruments | | 852 | - |
| B) | NON-CURRENT LIABILITIES | | 204,373 | 69,264 |
| II. | Long term payables | 7. | 98,973 | 28,864 |
| 2. | Bank borrowings | | 98,973 | 28,864 |
| III. | L/T payables to group companies and associates | 7. | 105,400 | 40,400 |
| C) | CURRENT LIABILITIES | | 8,647 | 4,579 |
| Ι. | Short term accruals | 7. | 2,220 | 862 |
| II. | Short term payables | 7. | 1,199 | 252 |
| 1. | Bank borrowings | | 155 | 25 |
| 5. | Other financial liabilities | | 1,044 | 228 |
| ۷. | Trade and other payables | 7. | 5,228 | 3,465 |
| 1. | Trade payables | | 3,044 | 2,567 |
| 2. | Credits group companies and associates | | 2,044 | 617 |
| 3. | Various creditors | | 68 | - |
| 6. | Other debts to Public Administration | | 61 | 282 |
| 7. | Advance customers | | 11 | - |
| TOTAL | EQUITY AND LIABILITIES (A + B + C) | | 278,317 | 78,902 |

Income statement for the year ended 31 December 2022 (Expressed in thousands of €)

| | | NOTES | 2022 | 2021 |
|------|--|-------|---------|---------|
| A) | CONTINUING OPERATIONS | | | |
| 1. | Revenue | 14. | 4,918 | 457 |
| b) | Provision of services | | 4,918 | 457 |
| 5. | Other operating income | | 8 | - |
| a) | Ancillary income | | 8 | - |
| 7. | Other operating expenses | 14. | (5,867) | (4,673) |
| a) | External services | | (5,652) | (4,672) |
| b) | Taxes (except corporate tax) | | (99) | (1) |
| c) | Losses, impairment and changes in provisions for commercial operations | | (98) | - |
| d) | Other current management costs | | (18) | - |
| 8. | Depreciation of investment property | 6. | (1,173) | (100) |
| 11. | Impairment and results from disposals of fixed assets | | (35) | - |
| a) | Results from disposals and others | | (35) | - |
| 13. | Other operating results | | 40 | (0) |
| A.1) | OPERATING PROFIT/(LOSS) | | (2,108) | (4,317) |
| 14. | Financial income | 14. | 27 | - |
| b) | Marketable securities and fixed asset credits | | 27 | - |
| b2) | from third parties | | 27 | - |
| 15. | Financial expenses | 14. | (3,043) | (25) |
| b) | On payable to third parties | | (3,043) | (25) |
| 16. | Change in fair value of financial instruments | 14. | (431) | - |
| a) | Trading portfolio and others | | (431) | - |
| 17. | Exchange differences | | 2 | (78) |
| A.2) | NET FINANCIAL INCOME/(EXPENSE) | 14. | (3,445) | (103) |
| A.3) | PROFIT/(LOSS) BEFORE TAXES | 3. | (5,553) | (4,420) |
| A.5) | PROFIT/(LOSS) FOR THE YEAR | 3. | (5,553) | (4,420) |

Statement of changes in equity for the year ended 31 December 2022 (Expressed in thousand €)

a) STATEMENT OF RECOGNISED INCOME AND EXPENSE FOR THE YEAR ENDED 31 DECEMBER 2022 (Expressed in thousand €)

| | | NOTES | FY ended 31 December 2022 | FY ended 31 December 2021 |
|------|---|-------|------------------------------|------------------------------|
| A) | RESULTS RECOGNISED IN THE INCOME STATEMENT | 3 | (5,553) | (4,420) |
| Inco | ome and expenses attributed directly to equity | | | |
| B) | TOTAL INCOME AND EXPENSE ATTRIBUTED DIRECTLY TO EQUITY | | - | - |
| Tra | nsfers to the income statement | | | |
| C) | TOTAL TRANSFERS TO THE INCOME STATEMENT | | - | - |
| TO | TAL RECOGNISED INCOME AND EXPENSE | 3 | (5,553) | (4,420) |

Statement of changes in equity for the year ended 31 December 2022 (Expressed in thousand €)

b) STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022 (Expressed in thousand €)

| | | Capital (N | lote 11) | Reserves | Prior year profit/(loss) | Other shareholder contributions | Profit/(loss) for the year | Value change adjustments | TOTAL |
|------|-------------------------------------|------------|----------|-----------|--------------------------|---------------------------------|-------------------------------|-----------------------------|---------|
| | | Authorised | Uncalled | (Note 11) | (Note 11) | (Note 11) | (Note 3) | (Note 13) | - |
| A) | BALANCE AT 31 DECEMBER 2020 | 60 | - | (1) | - | 3,000 | (182) | - | 2,877 |
| B) | BALANCE AT 1 JANUARY 2021 | 60 | - | (1) | - | 3,000 | (182) | - | 2,877 |
| Ι. | Total recognised income and expense | - | - | - | - | - | (4,420) | - | (4,420) |
| п. | Other changes in equity | - | - | - | - | 6,600 | - | - | 6,600 |
| III. | Distribution of results | - | - | - | (182) | - | 182 | - | - |
| C) | BALANCE AT 31 DECEMBER 2021 | 60 | - | (1) | (182) | 9,600 | (4,420) | - | 5,058 |
| D) | BALANCE AT 1 JANUARY 2022 | 60 | - | (1) | (182) | 9,600 | (4,420) | - | 5,058 |
| I. | Total recognised income and expense | - | - | - | - | - | (5,553) | - | (5,553) |
| п. | Other changes in equity | 64,940 | - | - | - | - | - | 852 | 65,792 |
| 1. | Shareholders contributions | 64,940 | - | - | - | - | - | - | 64,940 |
| 2. | Variation of equity instruments | - | - | - | - | - | - | 852 | 852 |
| III. | Distribution of results | - | - | - | (4,420) | - | 4,420 | - | - |
| E) | BALANCE AT 31 DECEMBER 2022 | 65,000 | - | (1) | (4,601) | 9,600 | (5,553) | 852 | 65,298 |

| | NOTES | FY ended 31 December 2022 | FY ended 31 December 2021 |
|---|--------------|---------------------------------|---------------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Profit/(loss) for the year before tax | 3 | (5,553) | (4,420) |
| Adjustments to results | | 4,750 | 203 |
| Depreciation of investment property | 6 | 1,173 | 100 |
| Financial expenses | 13 | 3,043 | 25 |
| Financial income | 13 | (27) | - |
| Results for removals and disposals of fixed assets | | 34 | - |
| Exchange differences | | (2) | 78 |
| Change in fair value of financial instruments | 11 | 431 | - |
| Variation of provisions | | 98 | - |
| Changes in working capital | | 1,539 | 3,350 |
| Inventories | | 408 | 44 |
| Debtors and other accounts receivable | | (603) | (1,297) |
| Creditors and other accounts payable | 7. y 11. | 1,763 | 4,602 |
| Advances to suppliers | | (1,309) | - |
| Other current assets | | (203) | - |
| Other current liabilities | | 1,489 | - |
| Other non-current assets and liabilities | | (7) | - |
| Other cash flows from operating activities | | (2,301) | - |
| Interest payments | | (2,301) | - |
| Cash flows from operating activities | | (1,565) | (867) |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Amounts paid on investments | | (211,260) | (50,712) |
| Investment property | 6 | (204,824) | (50,592) |
| Other financial assets | 7. y 8. | (6,435) | (120) |
| Cash flows from investing activities | | (211,260) | (50,712) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Collections and payments, equity instruments | 7., 10. y 11 | 129,940 | 9,645 |
| Issuance of equity instruments | | 64,940 | 9,645 |
| Debts with group companies and associates | | 65,000 | - |
| Collections and payments, financial liability instruments | 8. y 15. | 70,108 | 69,578 |
| Issuance | | 70,108 | 69,578 |
| 1. Bank borrowings | 7 | 70,108 | 28,864 |
| 2. Payables to Group companies and associates | | (0) | 40,636 |
| 3. Other payables | | - | 78 |
| Cash flows from financing activities | | 200,048 | 79,223 |
| Effect of foreign exchange fluctuations | | - | - |
| NET INCREASE/DECREASE IN CASH | | (12,776) | 27,644 |
| Cash and cash equivalents at beginning of the year | 8 | 28,091 | 447 |
| Cash and cash equivalents at year-end | 8 | 15,315 | 28,091 |

Cash flow statement for the year ended 31 December 2022 (Expressed in thousand €)

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

1. ACTIVITY OF PROMONTORIA 1X1 SOCIMI, S.A.U.

Promontoria MACC 1X1 SOCIMI, S.A.U. (the Company) was incorporated for an open-ended period as a public limited liability company ("sociedad anónima") in Spain under the name Alistair Spain, S.A. on 22 November 2019, with registered office at calle Príncipe de Vergara 112, 4^o, 28002 Madrid. The Company is entered in the Madrid Commercial Register, volume 39908, folio 105, page M-708813. Its TIN is A88534359.

On July 11, 2022, the Company modified its tax address before the Tax Authority to Plaza Manuel Gómez Moreno, 2, planta 16, 28020 Madrid. The previous corporate and tax address was at Calle Príncipe de Vergara, 112, 4th floor, 28002 Madrid.

On April 23, 2020, the Company registered the declaration of sole ownership in the Mercantile Registry and subsequently, on May 12, 2020, it changed its corporate name to Promontoria MACC 1X1 SOCIMI, SA, registering said change in the Mercantile Registry of Madrid at dated June 22, 2020. On 19 October 2021, the Company's name was changed to Promontoria MACC 1X1 SOCIMI, S.A.U.

On 28 July 2020, the sole shareholder decided to apply the scheme provided by Law 11/2009 of 26 October on listed property investment companies ("SOCIMI"), with effect as from 1 January 2020.

The Company's corporate objects are described in Article 2 of the bylaws, which was amended on 12 May 2020, and consist of:

- Acquisition and development of municipal properties for leasing. Property development includes the restoration of buildings in the terms of value added tax legislation.
- Holding of shares in other listed property investment companies ("SOCIMI") or in other entities not resident in Spain having the same corporate purpose as a SOCIMI and subject to a scheme similar to the SOCIMI scheme as regards the dividend distribution policy, whether by law or under bylaws.
- Holding of shares in other resident or non-resident entities the main corporate purpose of which is to acquire municipal property for rent, which are subject to the same scheme as SOCIMIs as regards mandatory profit distribution, whether by law or under their by-laws, and which fulfil the investment requirements stipulated in Article 3 of Law 11/2009 (26 October) governing listed property investment companies.
- Holding of shares or interests in collective property investment undertakings regulated by Law 35/2003 of 4 November on collective investment undertakings or any legislation that may supersede it in the future.

The activities included in the corporate objects may be carried on by the Company indirectly, in full or in part, through interests in other companies having the same or similar objects. In addition to the economic activity relating to its corporate objects, the Company may engage in other ancillary activities, which are those that, taken as a whole, account for less than 20% of the Company's revenue in each tax period or that may be regarded as ancillary under legislation in force at a given time.

All activities which by law are subject to special requirements not fulfilled by this Company are excluded from its objects.

In any event, the Company will carry on the activities included in its corporate purpose subject to the limits and requirements laid down in Law 11/2009 of 26 October on listed property investment companies ("**SOCIMI Act**"), as amended from time to time, and in all applicable legislation.

Should a professional qualification, administrative authorisation or public registration be legally required to carry on any of the activities included in the corporate objects, such activities must be performed by a person holding the relevant professional qualification and may not commence until the applicable administrative requirements have been fulfilled.

The CNAE (National Code of Economic Activities) of the main activity is 6820 – Rental of real estate on own account.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

On 15 September 2021, under a private share sale and purchase agreement executed in a public deed on 12 November 2021, Promontoria Holding 341 B.V. sold all the shares in the Company to the Irish company Promontoria Mahou DAC, which became the new sole shareholder.

The Company is listed on Euronext Lisboa, since July 25, 2022. The Company meets all the listing requirements on that regulated market.

The Company's financial year begins on 1 January and ends on 31 December each year. Its functional currency is the euro.

Promontoria MACC RE SOCIMI, S.A.U. was incorporated for an open-ended period as a public limited liability company ("sociedad anónima") in Spain under the name Oysten Invest, S.A. on 29 June 2020, with registered office at calle Príncipe de Vergara 112, 4^o, 28002 Madrid. The Company is entered in the Madrid Commercial Register, volume 40646, folio 160, page M-721288. Its TIN is A01710227. On 19 October 2021, the Company's name was changed to Promontoria MACC RE SOCIMI, S.A.U. and entered in the Madrid Commercial Register on 9 December 2021. At December 2021, the Company's sole shareholder is the Spanish company Promontoria MACC 1X1 SOCIMI, S.A.U., with TIN A88534359 and registered office at Plaza Manuel Gómez Moreno, 2, planta 16, 28020 Madrid.

At 31 December 2022, Promontoria MACC 1x1, S.A.U. does not form a decision-making unit with other companies registered in Spain, pursuant to Standard 13 on the preparation of consolidated annual accounts.

The administrative body considers that the 2022 annual accounts issued will be approved without changes by the sole shareholder.

In application of the SOCIMI regime, and in accordance with article 9 of Law 11/2009 regulating the aforementioned regime, it is established that the entities that opt for the application of the special tax regime will be taxed at the tax rate of zero percent (0%) in the Corporate Tax, governed in what is not provided by Law 11/2009, by the general provisions established in Royal Legislative Decree 4/2004, of March 5, which approves the consolidated text of the Law on Corporate tax.

SOCIMI scheme

Promontoria MACC 1x1, S.A.U. is subject to Law 11/2009, as amended by Law 16/2012 of 27 December on listed property investment companies (the "**SOCIMI Act**"). SOCIMIs come under a special tax scheme and must fulfil the following obligations, among others:

- 1. <u>Corporate purpose obligation</u>. A SOCIMI's main corporate purpose must be the holding of municipal real property for lease, holding of shares in other SOCIMIs or companies subject to a scheme similar to the SOCIMI scheme as regards the mandatory profit distribution policy, whether by law or under bylaws, or in collective investment undertakings.
- 2. <u>Investment obligation</u>.
 - A SOCIMI must have invested at least 80% of its assets in municipal property for leasing, in land to develop such property, provided the development commences within three years as from the acquisition of the land, or in equity interests in other entities having similar objects to those of a SOCIMI.

This percentage will be calculated based on the consolidated balance sheet if the Company is the parent of a group as defined in Article 42 of the Code of Commerce, irrespective of residence and of the obligation to issue consolidated annual accounts. The group will consist solely of the SOCIMI and the other entities referred to in Article 2.1 of Law 11/2009.

Eighty percent of its income must consist of revenue obtained in the tax period from: (i) the leasing of the real property held to fulfil its main corporate purpose to persons or entities in respect of which none of the circumstances envisaged in Article 42 of the Code of Commerce are applicable, irrespective of residence; and (ii) dividends obtained from interests held to fulfil its main corporate purpose. This percentage will be calculated based on the consolidated balance sheet if the Company is the parent of a group as defined in Article 42 of the Code of Commerce, irrespective of residence and of the obligation to issue consolidated annual accounts. The group will consist solely of the SOCIMI and the other entities referred to in Article 2.1 of Law 11/2009.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

- The real property must remain leased for at least three years (for calculation purposes, up to one year of the period in which the property was available for leasing may be added). Shareholdings must remain in assets for at least three years.
- 3. <u>Regulated market trading obligation</u>. SOCIMIs must be listed on a regulated market in Spain or in any other countries with which Spain has a tax information exchange arrangement, or in a multilateral trading system in Spain or in any other Member State of the European Economic Area. The shares must be nominative.
- 4. <u>Profit distribution obligation.</u> The Company must pay out the following profits as dividends after meeting legal requirements:
 - 100% of profits from dividends or shares of profits distributed by the entities referred to in Article 2.1 of Law 11/2009.
 - At least 50% of profits from the transfer of real property, shares or ownership interests referred to in Article 2.1 of Law 11/2009 and held to fulfil the core corporate purpose, completed once the minimum holding period has elapsed. The remainder of these profits must be reinvested in other property or interests held in order to fulfil the said purpose, within three years as from the transfer date.
 - At least 80% of all other profits obtained.

The dividend must be paid out within one month following the distribution decision.

Where dividends are paid out of reserves deriving from profits for a period in which the special tax scheme has been applied, the distribution must be made as described above.

- 5. <u>Information obligation</u>. SOCIMIs must disclose in the notes to their annual accounts the information required by tax legislation governing the special scheme for SOCIMIs.
- 6. <u>Minimum capital.</u> A SOCIMI's minimum share capital is €5 million.

The special tax scheme may be applied in the terms stipulated in Article 8 of the Law even if the requirements are not fulfilled, on the condition that the requirements are met within two years as from the date on which the decision is taken to apply the scheme.

The failure to fulfil any of the above-mentioned conditions would mean a change to the general corporate income tax scheme as from the tax period in which the infringement takes place, unless it were corrected in the following year. The Company would also be required to pay in, together with the tax for that period, the difference between the income tax payable under the general scheme and the amount paid under special scheme in the previous tax periods, notwithstanding any default interest, surcharges and penalties that may be applicable.

The corporate income tax rate for SOCIMIs is 0%. However, in accordance with the amendments to Law 11/2022 of 9 July, the Company will be subject to a special 15% tax on retained earnings. In addition, when the dividends distributed by the SOCIMI to its shareholders holding interests of over 5% are exempt or are taxed at a rate of below 10%, the SOCIMI will pay a special 19% tax on the full amount of the dividend paid out to those shareholders, which will be treated as an income tax payment. If applicable, this special tax will accrue on the day the decision to distribute profits is made by the general shareholders' meeting or equivalent body and must be self-assessed and paid in within two months as from the accrual date.

The administrative body monitors the fulfilment of legal requirements so as to ensure that the relevant tax benefits are maintained. The administrative body considers that the requirements will be fulfilled in the terms and deadlines stipulated and that no corporate income tax will be recognised. However, the Company is currently in the two-year transition period between the date of application of the scheme and the Company's admission to listing, so those requirements need not be fulfilled to date.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

2. BASIS OF PRESENTATION OF THE ANNUAL ACCOUNTS

2.1 FAIR PRESENTATION AND ACCOUNTING PRINCIPLES APPLIED

The annual accounts have been prepared from the Company's accounting records and are presented in accordance with current commercial legislation and with the standards established in the General Accounting Plan approved by Royal Decree 1514/2007 and the modifications incorporated into it, being the latter those incorporated by Royal Decree 1/2021, of January 12, in force for the years beginning on or after January 1, 2021, in order to show the true image of the assets, the financial situation and the results of the Company, as well as the veracity of the cash flows included in the statement of cash flows and with Law 11/2009, of October 26, which regulates Listed Investment Companies in the Real Estate Market ("SOCIMI") in relation to the information to be disclosed in the report.

All mandatory accounting principles having a significant effect have been applied when preparing these annual accounts. No non-mandatory accounting principles have been applied.

2.2 CRITICAL MEASUREMENT ISSUES, ESTIMATES OF UNCERTAINTY AND RELEVANT JUDGEMENTS WHEN APPLYING ACCOUNTING POLICIES

The preparation of annual accounts requires significant accounting estimates, judgements and assumptions when applying the Company's accounting policies.

When preparing the accompanying annual accounts, estimates prepared by the Company's administrative body have been used to measure some of the assets, liabilities, income, expenses and commitments reflected. The resulting accounting estimates will, by definition, seldom match the related actual results. The estimates and criteria deemed to be critical to the interpretation of the annual accounts refer mainly to the following aspects:

Value adjustment to investment property

As explained in Note 6, the Company will set up the appropriate provisions for the impairment of investment property when the recoverable amount is below the book cost adjusted for depreciation. Impairment assessments are performed for this purpose.

The valuation of non-current assets, other than financial assets, requires estimations in order to determine their fair value, for the purpose of evaluating a possible impairment, especially of real estate investments.

To determine this fair value, the Members of the Company's Administrative Body have commissioned an independent expert to carry out valuations of real estate investments based on an estimate of their value based on comparables.

Useful life of investment property

Company management determines the estimated useful life and related depreciation charges for its investment property. This estimate is made in relation to the period over which the investment property will generate economic benefits.

The Company assesses the useful lives of investment property and, should estimates differ from those made previously, the effect of the change is recorded on a prospective basis as from the year in which the change is made.

Corporate income tax

The Company has availed itself of the scheme provided by Law 11/2019 of 26 October on listed property investment companies (SOCIMI), which in practice entails that the Company is subject to 0% corporate income tax, provided it fulfils certain requirements. The modification in Law 11/2021 taxes the profits not distributed through dividends at 15%, a circumstance that is not applicable to the Company in the year ended on December 31, 2022. The Members of the Administrative Body carry out a monitoring of compliance with the requirements established in the legislation in order to save the tax advantages established in it.

The Members of the Company's Administrative Body monitor compliance with the requirements established in the legislation in order to save the tax advantages established therein. In this sense, the estimation of the Members of

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

the Administrative Body is that said requirements will be met in the terms and deadlines set, not proceeding to register any type of result derived from Corporation Tax.

Although these estimates were made using the best information available at year-end 2021, future events could give rise to upward or downward changes to the estimates in the future. Changes to the accounting estimates will be applied prospectively.

Fair value of derivatives or other financial instrument

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses judgment to select a variety of methods and make assumptions that are based primarily on market conditions existing at each balance sheet date.

2.3 COMPARABILITY

The Company's Directors present, with each of the balance sheet items, the income statement, the statement of changes in equity, the statement of cash flows and the explanatory notes, in addition to the figures for the year 2022, those corresponding to the previous exercise.

It should also be noted that, on 30 January 2021, Royal Decree 1/2021 of 12 January was published in the Official State Gazette, amending the Chart of Accounts introduced under Royal Decree 1514/2007 of 16 November. In addition, and as a result of RD 1/2021, on 13 February 2021 the Resolution of the Spanish Institute of Accounting and Auditing (ICAC) on recognition, measurement and the preparation of annual accounts in relation to revenues from the supply of goods and provision of services ("revenue resolution") was published in the Official State Gazette.

2.4 GROUPING OF ITEMS

For clarity, the items presented in the balance sheet, income statement, statement of changes in equity and cash flow statement are grouped together and, where necessary, a breakdown is included in the relevant notes to the accounts.

2.5 GOING CONCERN

At 31 December 2022 the Company reports positive working capital of €10,321 (positive working capital of €25,412 thousand euros in 2021). Company management considers that there are sufficient resources to continue to do business in the foreseeable future. The annual accounts have therefore been prepared on a going concern basis.

3. APPLICATION OF RESULTS

Set out below is the proposal for the distribution of the Company's results at 31 December 2022 prepared by the Company's administrative body to be submitted to the sole shareholder for approval:

| Available for distribution | Amount |
|---|---------|
| Result recognised in the income statement | (5,553) |
| Total | (5,553) |
| Available for distribution | Amount |
| To prior-year losses | (5,553) |
| Total | (5,553) |

4. ACCOUNTING PRINCIPLES

The main accounting principles applied by the Company to prepare the annual accounts as at 31 December 2021, in accordance with the Chart of Accounts, are as follows:

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

4.1 INVESTMENT PROPERTY

The Company carries properties under this heading, including those that are under construction or development, held entirely or partially to obtain rental income, capital gains or both, instead of for use in the production or supply of goods or services, or for administrative purposes, or for sale in the ordinary course of business.

The Company's directors do not intend to dispose of these assets in the short term, so they have opted to carry them as investment property in the balance sheet.

The assets included under this heading are presented at acquisition cost less restatements applied in accordance with the relevant laws and less accumulated depreciation and any impairment losses.

The amount of these assets, once measured at acquisition cost, is divided by the amount of land and buildings, applying the percentages reflected in the sale and purchase deed, in turn obtained from the land registry.

Own work capitalised in respect of investment property is calculated by adding the direct or indirect costs attributable to the assets to the price of the consumable materials used.

Repair and maintenance costs relating to investment property are recorded in the income statement in the year in which they are incurred. Conversely, amounts invested in improvements that help to increase the capacity, efficiency or useful life of the assets are recognised as an increase in their cost.

Investment property is depreciated as shown below:

| | Depreciation method | Years of estimated useful life |
|--|------------------------|--------------------------------------|
| Buildings | | |
| Commercial premises, administrative buildings, premises for services and housing | Straight-line | 50 |

When an asset's carrying amount exceeds its estimated recoverable amount, the carrying amount is immediately written down to the recoverable amount. Recoverable amounts are determined on the basis of estimated fair values.

Investment property impairment losses

Investment property is tested for impairment whenever an event or change in circumstances indicates that the carrying amount might not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, this being the asset's fair value less the higher of costs to sell and value in use. For the purposes of assessing impairment losses, assets are grouped together at the lowest level for which there are identifiable cash flows. Investment property that has undergone an impairment loss is tested at each balance sheet date to identify any loss reversals.

4.2 FINANCIAL INSTRUMENTS

Financial assets

Financial assets at amortised cost

This category includes financial assets, including those traded on an organised market, in which the Company invests in order to receive cash flows when the contract is performed and the contractual conditions of the financial asset give rise, on specific dates, to cash flows that consist only of receipts of principal and interest on the outstanding amount of principal.

Contractual cash flows that are only receipts of principal and interest on the outstanding principal are inherent in an arrangement that has the nature of an ordinary or common loan, regardless of whether or not the agreed interest rate is zero or below market.

Contractual cash flows that are only receipts of principal and interest on the outstanding principal are inherent in an arrangement that has the nature of an ordinary or common loan, regardless of whether or not the agreed interest rate is zero or below market.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

The category includes trade and non-trade receivables:

- a) Trade receivables: financial assets arising from the sale of goods or provision of services in business transactions completed on deferred payment terms; and
- b) Non-trade receivables: financial assets that are not equity instruments or derivatives, do not arise from commercial transactions, give rise to receipts in determined or determinable amounts and derive from loans or credit granted by the entity.

Initial measurement

Financial assets in this category are initially measured at fair value which, unless otherwise evidenced, will be the transaction price, which will be equal to the fair value of the consideration paid plus directly attributable transaction costs.

Nonetheless, trade receivables maturing in one year or less, for which there is no explicit contractual interest rate, and loans to employees, dividends receivable and payments due on equity instruments, the amount of which is expected to be received in the short term, are measured at face value, provided the effect of not discounting cash flows is immaterial.

Subsequent measurement

Financial assets included in this category are measured at amortised cost. Accrued interest will be recorded in the income statement using the effective interest method.

This notwithstanding, receivables maturing in one year or less and initially carried at face value as indicated above will continue to be carried at face value unless they become impaired.

When the contractual cash flows from a financial asset change due to the issuer's financial difficulties, the entity analyses whether or not to recognise an impairment loss.

Impairment

The necessary value adjustments are made at the year-end at least and provided that there is objective evidence that the value of a financial asset or group of financial assets with similar risk characteristics measured collectively has become impaired as a result of one or more events occurring after their initial recognition and that result in a reduction or delay in estimated future cash flows, which may be triggered by the debtor's insolvency.

In general, the impairment loss on these financial assets is the difference between their carrying amount and the present value of future cash flows including, if applicable, those deriving from the enforcement of security interests and personal guarantees, which it is estimated will be generated, discounted at the effective interest rate calculated at the time of their initial recognition. For financial assets at variable interest rates, the effective interest rate at the closing date of the annual accounts will be used in accordance with contractual conditions.

The contracted rental insurance covers rents for 12 months, with a grace period for the first month (that is, it covers rent from the second to the twelfth month). In the definition of the accounting policy, it is assumed that all the stipulated requirements are met (for example, notification of non-payment to the insurance company within the established period, among others).

Unpaid rents are provisioned monthly based on the following criteria:

| Days of non-payment after expiration and type of contract | % Provision |
|---|--------------------------|
| > 90 days in Contracts without guarantees | 100% |
| > 90 days in Contracts with aditional guarantees | 100% net income |
| | First month and after 12 |
| > 90 days in Contracts with rental insurance | months not covered by |
| | insurance |

Value corrections due to impairment, as well as their reversal when the amount of said loss decreases due to causes related to a subsequent event, are recognized as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the book value of the asset that would be recognized on the reversal date if the impairment had not been recorded.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

Financial liabilities

Financial liabilities are included in one of the following categories for measurement purposes:

Financial liabilities at amortised cost

In general, this category includes trade and non-trade payables.

- a) Trade payables: financial liabilities arising from the purchase of goods and services in business transactions completed on deferred payment terms; and
- b) Non-trade payables: financial liabilities that are not derivatives and do not arise from commercial transactions but from loans or credit received by the entity. Participating loans that have the features of an ordinary or common loan are also included in this category, regardless of the agreed interest rate (zero or below market).

Initial measurement

Financial liabilities in this category are initially measured at fair value, which is the transaction price and is equal to the fair value of the consideration received, as adjusted for directly attributable transaction costs.

Nonetheless, trade payables maturing in one year or less for which there is no contractual interest rate, and amounts payable to third parties on shares, the amount of which is expected to be paid in the short term, are carried at face value, provided the effect of not discounting cash flows is not significant. *Subsequent measurement*

Financial liabilities included in this category are carried at amortised cost. Accrued interest is recorded in the income statement using the effective interest method.

Nonetheless, payables falling due in less than one year and initially measured at face value will continue to be reflected in that amount.

Bonds and deposits

The Company has received the corresponding guarantees from its tenants. Following the regulations in force, these bonds are deposited in the corresponding regional body, except in those in the regions where a concerted regime has been signed. In this way, the guarantees received from the lessees are classified as short-term liabilities on the balance sheet and those deposited with said public body are classified as short-term assets on the balance sheet. The value for which such assets and liabilities are recorded does not differ significantly from their fair value.

4.3 FINANCIAL DERIVATIVES AND ACCOUNTING HEDGE

Financial derivatives are valued, both initially and in subsequent valuations, at their fair value. The method for recognizing the resulting gains or losses depends on whether or not the derivative has been designated as a hedging instrument and, if applicable, on the type of hedge. The Company designates certain derivatives as:

Cash flow hedge

The loss or gain of the hedging instrument, in the part that constitutes an effective hedge, is recognized directly in equity. Thus, the net worth component that arises as a result of the hedge is adjusted to be equal, in absolute terms, to the lower of the following two values:

b.1) The cumulative gain or loss of the hedging instrument since the beginning of the the coverage. b.2) The cumulative change in the fair value of the hedged item (that is, the present value of the cumulative change in the hedged expected future cash flows) since the inception of the hedge.

Any remaining gain or loss on the hedging instrument or any gain or loss required to offset the change in the cash flow hedge adjustment calculated in accordance with the preceding paragraph represents an ineffectiveness of the hedge that is recognized in profit or loss for the year.

If a hedged highly probable forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability, or a hedged forecast transaction relating to a non-financial asset or non-financial liability

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

becomes a firm commitment to which In fair value hedge accounting, that amount is removed from the cash flow hedge adjustment and included directly in the initial cost or other carrying amount of the asset or liability.

This same criteria is applied in the coverage of the exchange rate risk of the acquisition of an investment in a group, multi-group or associated company.

In all other cases, the adjustment recognized in equity is transferred to the profit and loss account to the extent that the expected future cash flows hedged affect the result for the year.

However, if the adjustment recognized in equity is a loss and it is expected that all or part of it will not be recovered in one or more future years, that amount that is not expected to be recovered is immediately reclassified to profit or loss for the year.

4.4 PROVISIONS AND CONTINGENCIES

When preparing the annual accounts, the Company's administrative body distinguishes between:

- Provisions: credit balances that cover present obligations deriving from past events, the settlement of which is likely to trigger an outflow of funds the amount or timing of which cannot be determined.
- Contingent liabilities: possible obligations resulting from past events, the future materialisation of which is contingent upon the occurrence or otherwise of one or more future events that are beyond the Company's control.

The annual accounts reflect all provisions in respect of which it is more likely than not that the obligation will have to be fulfilled. Contingent liabilities are not recognised in the annual accounts but are reported in the notes to the accounts, unless they are classified as remote.

Provisions are carried at the present value of the best possible estimate of the amount necessary to settle or transfer the obligation, taking into account the information available on the event and its consequences. Any adjustments arising on the updating of such provisions are reflected as a financial expense on an accrual basis.

4.5 INCOME TAX

Corporate income tax expense or income includes both current and deferred tax.

The current tax is the amount that the Company pays as a result of the tax settlements of the Income Tax for a year. Deductions and other tax advantages in the tax amount, excluding withholdings and payments on account, as well as compensable tax losses from previous years and effectively applied in this one, give rise to a lower amount of current tax.

Deferred tax income or expense corresponds to the recognition and cancellation of deferred tax assets and liabilities. These include temporary differences that are identified as those amounts that are expected to be payable or recoverable derived from the differences between the carrying amounts of assets and liabilities and their fiscal value, as well as negative tax bases pending compensation and credits for deductions. taxes not applied fiscally. These amounts are recorded by applying to the corresponding temporary difference or credit the type of lien at which they are expected to be recovered or settled.

Deferred tax liabilities are recognized for all taxable temporary differences, except those derived from the initial recognition of goodwill or other assets and liabilities in an operation that does not affect either the tax result or the accounting result and is not a business combination.

On the other hand, deferred tax assets are only recognized to the extent that it is considered probable that the Company will have future taxable profits against which to make them effective.

Deferred tax assets and liabilities, originating from operations with direct charges or credits to equity accounts, are also accounted for with a balancing entry in equity. Regarding what is indicated in the previous paragraphs and in relation to what is explained later, it should be commented that the accounting of deferred taxes, both assets and liabilities, is revalued considering that the Company is covered by the SOCIMI regime, therefore Only those tax assets that are expected to be used or those tax liabilities that are expected to be settled as a result of non-compliance with the requirements established in the legislation that regulate this type of company are recorded.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

It should be noted that on 28 July 2020, with effect as from 1 January 2020, the Company notified its local Tax Administration State Agency Office of the sole shareholder's decision to apply the special SOCIMI tax scheme.

Under Law 11/2009 (26 October) on listed property investment companies, entities opting to apply the special tax scheme provided by that law pay 0% corporate income tax. Article 25 of the revised Corporate Income Tax Act introduced under Royal Decree-Law 4/2004 (5 March) is not applicable to any tax losses generated. The rules for deductions and allowances provided by Chapters II, III and IV of that law are not applicable either. All matters not envisaged in Law 11/2009 are governed by the revised Corporate Income Tax Act.

The entity is subject to a special 19% tax on the entire amount of dividends or shares in profits paid to shareholders owning at least 5% of share capital, where the dividends, for the shareholders, are tax exempt or subject to a tax below 10%. This tax is treated as corporate income tax payable.

Recognition of deferred tax assets

The Company recognizes deferred tax assets provided there will probably be sufficient future taxable income to offset them or where tax legislation provides for the future conversion of deferred tax assets into a receivable from the tax authorities.

The Company recognizes the conversion of a deferred tax asset into a balance receivable from the tax authorities where applicable under prevailing tax legislation. To this end, the deferred tax asset is written off against deferred income tax expense and the receivable is credited to current income tax. The Company also recognizes the exchange of a deferred tax asset for government securities at the acquisition date.

The Company recognizes the corresponding payment obligation as an operating expense credited to the balance payable to the authorities when it accrues under the Corporate Income Tax Act.

Nonetheless, assets that rise from the initial recognition of assets or liabilities in a transaction that is not a business combination and, on the transaction date, does not affect either the reported result or the tax base, are not recognized.

Barring evidence to the contrary, future taxable income is not deemed probable when future recovery is expected to take place in a period exceeding 10 years as from the year end, regardless of the nature of the deferred tax asset or, in the case of credits arising from deductions and other tax benefits pending application due to a lack of tax payable, when the activity has taken place or the return generating the deduction or allowance right has been obtained but there are reasonable doubts as to the fulfilment of applicable requirements.

The Company only recognizes deferred tax assets for offsettable tax losses where future taxable income is likely to be obtained to offset them in a period not exceeding the period stipulated in applicable tax legislation, up to the maximum limit of 10 years, unless there is evidence of probable recovery over a longer period, where tax legislation allows them to be offset over a longer period or there are no time limits on their offset.

Conversely, sufficient taxable income to recover the deferred tax assets is deemed likely provided there are sufficient temporary tax differences relating to the same tax authority and the same taxpayer, the reversal of which is expected in the same tax period in which the deductible temporary differences are forecast to reverse or in periods in which a tax loss arising from a deductible temporary difference may be offset against previous or subsequent gains.

The Company recognizes deferred tax assets that have not been recognized due to exceeding the 10-year recovery period provided that the future reversal period does not exceed 10 years as from the year end or where there are sufficient temporary tax differences.

In order to determine future taxable income, the Company takes into account tax planning opportunities provided it intends or is likely to adopt them.

Valuation of deferred tax assets and liabilities:

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the years when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantially enacted and after considering the tax consequences that would follow from the manner in which the Company expects to recover the assets or settle the liabilities.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

Compensation and classification

The Company only offsets deferred tax assets and liabilities if there is a legal right vis-à-vis the tax authorities and it has the intention to settle the resulting amounts at their net amount or to realise the assets and settle the liabilities simultaneously.

Deferred tax assets and liabilities are recognized in the balance sheet under non-current assets or liabilities, irrespective of the expected date of recovery or settlement.

4.6 INCOME AND EXPENSE

Income and expense are recorded on an accruals basis, i.e. in the period in which the income or expense deriving from the goods or services in question is earned or incurred rather than the period in which the cash is actually received or disbursed. Income is stated at the fair value of the consideration received less discounts and taxes.

Revenues are recognized when control of the goods or services is transferred to customers. At that time, revenue is recognized in the amount of consideration to which the Company is expected to be entitled in exchange for the transfer of committed goods and services under contracts with customers, as well as other revenue not derived from contracts with customers forming part of the Company's ordinary business activities. The amount recognized is determined by deducting any discounts, returns, price reductions, incentives or rights granted to customers, as well as value added tax and other directly related taxes that must be charged, from the amount of the company's ordinary activities.

In cases in which the price set in contracts with customers includes a variable consideration, the price to be recognized includes the best estimate of the variable consideration, provided it is highly likely that that there will be no significant reversal of the amount of revenue recognized when the uncertainty associated with the variable consideration is subsequently resolved. The Company's estimates are based on historical data taking account of customer type, transaction type and the specific terms of each agreement.

Property leases and sales are the main source of revenue recognized by the Company:

Lease income (provision of services)

The Company leases a part of the properties owned, obtaining revenue from the provision of services related to this activity.

The tenant pays instalments as stipulated in the lease, recognising revenue on a straight-line basis over the estimated lease term. The costs associated with each rental payment, including asset depreciation, are recognized as an expense.

The leases do not include multiple services beyond the tenant's use of the dwelling. Therefore, the leases consist solely of a single obligation to which all revenue is allocated.

If circumstances arise that alter the initial estimates of revenue, such estimates are reviewed. Reviews may lead to increases or decreases in estimated revenues and costs and are reflected in the income statement in the period in which the circumstances giving rise to them are known by management.

Interest income

Interest income from financial assets valued at amortized cost is recognized using the effective interest rate method. When an account receivable suffers a loss due to value impairment, the Company reduces the book value to its recoverable amount, discounting the estimated future cash flows at the original effective interest rate of the instrument, and continues carrying the discount as less interest income. Interest income from loans that have suffered impairment losses are recognized using the effective interest rate method.

4.7 RELATED-PARTY TRANSACTIONS

Transactions between Group companies, barring transactions that relate to mergers, spin-offs and non-cash contributions of business lines, are recognised at the fair value of the consideration paid or received. The difference between that value and the agreed amount is recognised on the basis of the underlying economic substance.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

4.8 CASH AND CASH EQUIVALENTS

This heading includes cash, bank current accounts and deposits, and assets acquired under repurchase agreements which meet the following requirements:

- They are convertible into cash.
- On acquisition, they will mature in three months or less.
- They are not subject to significant value fluctuation risk.
- They form part of the Company's normal cash management policy.

4.9 EQUITY

Share capital consists of ordinary shares. The cost of issuing new shares or options is charged directly against equity as a reduction in reserves.

In the event that the Company acquires treasury shares, the consideration paid, including any directly attributable incremental cost, is deducted from equity until the shares are redeemed, reissued or sold. When treasury shares are subsequently sold or reissued, any amount received is taken to equity net of directly attributable incremental costs.

4.10 CASH FLOW STATEMENT

The terms employed in the cash flow statement have the following meanings:

- Cash and cash equivalents: they include cash and demand bank deposits. Cash equivalents are financial instruments forming part of the Company's ordinary cash management, are convertible into cash, have an initial maturity period of no more than three months and are subject to insignificant risk of value changes.
- Cash flows: inflows and outflows of cash and cash equivalents, which are understood to be investments for a term of less than three months that are highly-liquid and subject to a low risk of value changes.
- Operating activities: the Company's main sources of revenue and other activities that may not be classed as investing or financing activities.
- Investing activities: acquisition, sale or disposal by other means of long-term assets and other investments not included in cash and cash equivalents.
- Financing activities: those that result in changes in the size and composition of equity and of financial liabilities.

4.11 CLASSIFICATION OF BALANCES AS CURRENT AND NON-CURRENT

The Company classifies assets and liabilities in the balance sheet as current and non-current. Current assets and liabilities are determined as follows:

Assets are classified as current when they are expected to be realised or are intended for sale or consumption in the Company's normal operating cycle, they are held primarily for the purpose of trading, they are expected to be realised within 12 months after the reporting date or are cash or a cash equivalent, unless the assets may not be exchanged or used to settle a liability for at least 12 months after the reporting date.

Liabilities are classified as current when they are expected to be settled in the Company's normal operating cycle, they are held primarily for the purpose of trading, they are due to be settled within 12 months after the reporting date or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Financial liabilities are classified as current when they are due to be settled within 12 months after the reporting date, even if the original term was for a period longer than 12 months, and an agreement to refinance or to

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

reschedule payments on a long-term basis is completed after the reporting date and before the annual accounts are authorised for issue.

4.12 LEASES

When the Company is the lessor

When assets are leased under a finance leases, the present value of the lease payments, discounted at the implicit contractual interest rate, is recognised as a receivable. The difference between the gross amount receivable and the present value of that amount relating to unaccrued interest is taken to the income statement for the year in which such interest accrues, using the effective interest method.

Assets used under operating leases are included in the balance sheet based on their nature. Lease income is recognised on a straight-line basis over the lease period.

5. FINANCIAL RISK MANAGEMENT

5.1 FINANCIAL RISK FACTORS

The Company's activities are exposed to various financial risks: credit risk, liquidity risk and market risk (including foreign exchange risk, price risk and interest rate risk). The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

a) Credit risk:

The Company generally keeps cash and cash equivalents at financial institutions with a high credit standing. At 31 December 2022 and 2021, there are no balances pending collection in the Company's business (rent under leases).

Customer credit quality is assessed taking account of their financial position, past experience and other factors. Individual credit limits are set on the basis of internal and external ratings in accordance with the Company's strategy. Use of credit limits is monitored regularly.

b) Liquidity risk:

The Company has the cash resources reflected in its balance sheet in order to assure liquidity and be able to meet all payment commitments arising in the course of business.

Management monitors the Company's liquidity reserve forecasts based on expected cash flows and does not envisage any liquidity risk in the immediate future.

c) Market risk (including foreign exchange, price and interest rate risk):

Cash, bank balances and borrowings are exposed to interest rate risk, which could have an adverse effect on financial income/(expense) and on cash flows.

d) Ukraine war

Since February 2022, there has been a complicated global political situation, due to the war between Ukraine and Russia. These events significantly affect economic activity worldwide and, as a result, the operations and financial results of entities. The Company has carried out, with the information available, an evaluation of the main impacts that the war between Ukraine and Russia have on the annual accounts, which is described below:

(I) <u>Exchange rate risk</u>

The Company does not operate internationally and is therefore not exposed to foreign exchange risk arising from foreign exchange transactions.

(II) <u>Price risk</u>

The price of real estate rentals can be affected by market prices. However, the Company carries out periodic reviews of the progress of market trends and does not currently envisage any threat of asset impairment.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

The Company is not exposed to equity instrument price risk since there are no significant investments subject to price risk.

(III) Cash flow and fair value interest rate risks

The Company is partially financed by contributions from the Sole Shareholder, this method of financing is not affected by interest rates.

At the same time, the Company is financed by signing a private financing contract with Morgan Stanley Principal Funding, Inc. with the following interest tranches depending on the state of the assets:

- Leased assets: 2.75% + EURIBOR.
- Assets published for rent: 3% + EURIBOR.
- Assets under reform: 3.5% + EURIBOR.

This loan has a fixed interest rate and a variable rate applicable for the current year, which is Euribor, with a limit of 1.25%. If it is exceeded, there would be an interest rate risk that would be covered by contracting hedging instruments.

Lastly, the Company signed a participating loan with its Sole Shareholder in 2021, which has also been extended in 2022, which would only be affected by interest in the event that the company obtains benefits.

5.2 FAIR VALUE ESTIMATION

The fair value of financial liabilities for financial reporting purposes is estimated by discounting future contractual cash flows at the current market interest rate available to the Company for similar financial instruments.

It is assumed that the carrying amounts of trade receivables and payables approximate their fair values.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

6. INVESTMENT PROPERTY

Investment property consists primarily of housing owned by the Company to obtain rent in the long term or a capital gain. The dwellings are not occupied by the Company.

Set out below is an analysis of investment property showing movements:

| 2022 | Investments in land and natural assets | Investments in buildings | Total |
|--------------------------|--|-----------------------------|---------|
| Cost | | | |
| Opening balance | 33,921 | 15,027 | 48,948 |
| Acquisitions | 110,958 | 54,015 | 164,972 |
| Capitalisations | - | 39,743 | 39,743 |
| Final balance | 144,879 | 108,785 | 253,663 |
| Accumulated depreciation | | | |
| Opening balance | - | (39) | (39) |
| Charges | - | (1,143) | (1,143) |
| Final balance | - | (1,182) | (1,182) |
| Net value | 144,879 | 107,602 | 252,482 |

| 2021 | Investments in land and natural assets | Investments in buildings | Total |
|--------------------------|--|-----------------------------|--------|
| Cost | | | |
| Opening balance | 1,929 | 628 | 2,557 |
| Acquisitions | 31,037 | 13,741 | 44,777 |
| Capitalisations | 956 | 658 | 1,614 |
| Final balance | 33,921 | 15,027 | 48,948 |
| Accumulated depreciation | | | |
| Opening balance | - | (2) | (2) |
| Charges / Reversals | - | (36) | (36) |
| Final balance | - | (39) | (39) |
| Net value | 33,921 | 14,988 | 48,910 |

As of 31 December 2022, the group owned a total of 1,969 properties on a consolidated basis (467 properties as of 31 December 2021). The properties were based within Andalucía, Cataluña, Comunidad Valenciana and Madrid.

The Company is engaged in the acquisition of real estate assets on an individual basis. The property portfolio is entirely for rental purposes. Management's business outlook is positive, considering the evolution of prices and demand for rental housing in Spain in recent years.

No amount was recognised under prepayments at 31 December 2022.

Depreciation was charged in 2022 in the amount of 1,143 thousand euros (2021: 36 thousand euros).

There are no investments in properties located abroad.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

Impairment of investment property

"Market Value" is defined as the estimated amount for which an asset should be exchangeable at the valuation date, between a willing seller and a willing buyer, after a reasonable trading period, and in which both parties have acted with knowledge, prudence and without any coercion.

The valuation methodology adopted this year to determine the fair value was the comparison method.

The properties have been valued individually, considering comparable existing ones in the market.

During the year ended December 31, 2022 and 2021, the Company has not recorded any impairment of real estate investments based on the result of the valuation, carried out by an independent expert in said year.

Fully depreciated assets

At 31 December 2022 and 2021, none of the real estate assets referred to above is fully depreciated.

No impairment losses were recognised for investment property in 2022 or 2021.

Income and expenses from investment property

The following income and expenses relating to investment property have been recognised in the income statement:

| | 2022 | 2021 |
|--|---------|-------|
| Lease income | 5,754 | 457 |
| Income from rebills | 468 | - |
| Bonifications | (1,304) | - |
| Total Income | 4,918 | 457 |
| Operating expenses resulting from investment properties that generate lease income Operating expenses resulting from investment properties that do not | 1,201 | 1,226 |
| generate lease income | 4,551 | 1,078 |
| Total expenses | 5,752 | 2,304 |

Total minimum future collections under operating leases are shown below:

| Description | 2022 | 2021 |
|-----------------------|-------|-------|
| Less than 1 year | 2,019 | 1,086 |
| Between 1 and 5 years | - | - |
| More than 5 years | - | - |
| Net | 2,019 | 1,086 |

Insurance

It is Company policy to take out all the insurance policies necessary to cover possible risks affecting investment property. The directors consider that policy coverage at both 31 December 2022 and 31 December 2021 adequate is sufficient.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

7. FINANCIAL INSTRUMENTS

7.1 INFORMATION ON THE SIGNIFICANCE OF FINANCIAL INSTRUMENTS WITH RESPECT TO THE COMPANY'S FINANCIAL POSITION AND RESULTS

a) Categories of financial assets and financial liabilities at amortized cost

The carrying amount of each category of financial instruments stipulated in the standard "Financial instruments", except for cash and cash equivalents (Note 9) and balances with public administrations (Note 13) is as follows:

Long and short term financial investments:

| Classes | Long-term financial instruments | | |
|---------------------|---------------------------------|------|--|
| Octomories | Derivatives, other | | |
| Categories | 2022 | 2021 | |
| Hedging instruments | 6,866 | - | |
| Total | 6,866 | - | |

| Classes | Short-term financial investments | | |
|---|----------------------------------|-------|--|
| Cotomorias | Derivatives, other | | |
| Categories | 2022 | 2021 | |
| Advance to suppliers | 1,839 | 939 | |
| Trade receivables and provision of services | 186 | 39 | |
| Sundry debtors | 433 | - | |
| Other short term financial assets | 921 880 | | |
| Total | 3,379 | 1,858 | |

The effect of discounting these amounts is immaterial.

Maximum exposure to credit risk at the reporting date is the carrying amount of financial assets at amortised cost, which matches the fair value of each of the above-mentioned categories of receivables.

The above-mentioned financial assets were not impaired in 2022 or 2021. At year-end 2022, receivables totalling 186 thousand euros were past due but not provisioned (2021: 39 thousand euros). The Company's receivables mainly comprise rent pending collection from tenants for the current month.

The Company has no significant concentration of credit risk, which is distributed among a large number of customers.

The Company does not hold any collateral for its receivables. The Company did not reclassify any financial asset at amortised cost instead of at fair value in 2022 or 2021 and there were no gains or losses on the sale of financial assets at amortised cost.

Long and short term financial liabilities:

| Classes | Long-term financial instruments Short-term financial instruments Total | | | | tal | |
|-----------------------------------|--|--------|--------------------|-------|---------|--------|
| | Derivatives, Other | | Derivatives, Other | | | |
| Categories | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Debits and payables | - | - | 1,044 | 228 | 1,044 | 228 |
| Short term provisions | - | - | 2,220 | 862 | 2,220 | 862 |
| Debts with financial institutions | 98,973 | 28,864 | 155 | 25 | 99,128 | 28,889 |
| Payables to Group companies | 105,400 | 40,400 | - | - | 105,400 | 40,400 |
| Payables | - | - | 5,228 | 3,464 | 5,228 | 3,464 |
| Total | 204,373 | 69,264 | 8,647 | 4,579 | 213,020 | 73,843 |

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

The carrying amounts of all financial assets at amortised cost are denominated in thousand euros.

Reclassifications of financial assets and liabilities

The Company had not reclassified any financial assets or liabilities between categories at 31 December 2022 or 2021.

b) Netting of financial assets and liabilities

Financial assets and liabilities are offset and the net amount is carried in the balance sheet when the Company currently has a legally enforceable right to net the amounts recognised and intends to settle the net amount, or to realise the asset and settle the liability simultaneously. No financial assets or liabilities are presented net in the balance sheet.

c) Classification by maturity date

The financial assets classification at 31 December 2022 is as follows:

| Categories | 1 year | Less than 5 years | More than 5 years | Total |
|------------------------|--------|-------------------|----------------------|---------|
| Other financial assets | 921 | 6,866 | - | 7,787 |
| Other | 2,458 | | | 2,458 |
| Total | 3,379 | 6,866 | - | 10,2457 |

Long-term Liabilities classification include a maturity breakdown on the basis of maturity:

| Categories | 1 year | Less than 5 years | More than 5 years | Total |
|-----------------------------|--------|-------------------|-------------------|---------|
| Debts | 3,418 | 204,373 | - | 207,791 |
| Bank borrowings | 155 | 98.973 | - | 99,128 |
| Other financial liabilities | 3,263 | - | - | 3,264 |
| Debts with Group companies | - | 105.400 | - | 105,400 |
| Payables | 5,228 | - | - | 5,228 |
| Total | 8,647 | 204,373 | - | 213,019 |

The heading "Other financial liabilities" relates to security deposits received under leases with terms of more than five years.

7.2 NATURE AND RISK LEVEL OF FINANCIAL INSTRUMENTS

Quantitative information

The maximum exposure to the main risks at 31 December 2022 and 2021, excluding foreign exchange risk, is set out below:

| Asset group | 2022 | 2021 |
|--|---------|--------|
| Receivables | | |
| Trade and other receivables | 642 | 39 |
| Cash and cash equivalents | 15,315 | 28,091 |
| Liquidity | | |
| Long-term payables | 204,373 | 69,264 |
| Short term payables | 155 | 25 |
| Trade and other payables | 5,228 | 3,465 |
| Market | | |
| Investments in land and natural assets | 252,482 | 48,910 |

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

Exposure to interest rate risk arises when the Company obtains loans at variable interest rates. At the year-end, the Company's financing is subject to variable interest rates. Bank borrowings are indexed to the EURIBOR plus a spread (Note 5). However, the financing facility states that if the EURIBOR is above zero, the Company must contract hedging instruments to cover potential interest rate fluctuations.

Foreign exchange exposure arises when the Company completes transactions denominated in a foreign currency or holds assets or liabilities measured in a currency other than the presentation currency. The Company is not currently exposed to foreign exchange risk as it does not effect foreign-currency transactions. As there are no plans to complete significant transactions in particularly volatile currencies, no foreign exchange hedging is envisaged.

INFORMATION ON THE DEFERRAL OF PAYMENTS TO SUPPLIERS (ADDITIONAL PROVISION THREE "DUTY OF INFORMATION" OF LAW 15/2010 OF 5 JULY)

The total amount of payments made to suppliers in 2022, specifying the payment periods in accordance with the legal maximum payment periods stipulated in Law 31/2014 of 3 December on measures to combat late payment in commercial transactions, is set out below:

| | 2022 | 2021 |
|---------------------------------------|---------------------|---------------------|
| Item | Days | Days |
| Average supplier payment period | 35 | 13 |
| Ratio of transactions settled | 38 | 15 |
| Ratio of transactions pending payment | 12 | 11 |
| | Amount (thousand €) | Amount (thousand €) |
| Total payments made | 38,806 | 6,370 |
| Total payments pending | 4,754 | 380 |

In accordance with the new regulations required by article 9 of Law 18/2022, of September 28, in addition to the above information, the following information is indicated: 27,451 invoices amounting to €38,806 thousand have been paid in a period less than the maximum established in the delinquency regulations. This represents 93% and 92% respectively of the total payments made.

The entry into force of Law 31/2015, of December 3, which modifies Law 31/2014, of December 3, which in turn modified Law 15/2010, of July 5, and Law 3/2004, of December 29, which establishes measures to combat delinquency in commercial operations, establishes the obligation for commercial companies to publish their average period of payment to suppliers in the memory of their annual accounts.

The total of pending payments represents the balance of those invoices that have entered the administrative register. Additionally, regarding the years 2022 and 2021, the Company declares that the payment terms agreed with all its suppliers and creditors do not in any event exceed the legal period.

8. FINANCIAL ASSETS AT AMORTIZED COST

| Classes | Long-Term Financial InstrumentsShort-Term Financial InstrumentsTotal | | | | al | |
|-----------------------------|--|------|------------------------------------|-------|--------|-------|
| | Credits, Derivatives and Others | | Credits, Derivatives and Others | | | |
| Categories | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Hedging instruments | 6,866 | - | - | - | 6,866 | - |
| Advance to suppliers | - | - | 1,839 | 939 | 1,839 | 939 |
| Trade and other receivables | - | - | 642 | 39 | 642 | 39 |
| Short term investments | - | - | 921 | 880 | 921 | 880 |
| Prepaid expenses | - | - | 251 | 42 | 251 | 42 |
| Total | 6,866 | - | 3,653 | 1,900 | 10,519 | 1,901 |

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

As of December 31, 2022, long-term financial instruments include a derivative contracted relating to interest rate coverage associated with mortgage loans, whose fair value at year-end amounts to €6,866 thousand. The contract establishes a rate for rented assets: 2.75% + EURIBOR, assets published for rent: 3% + EURIBOR and assets under renovation: 3.5% + EURIBOR. on the notional and mature on January 18, 2027.

The loss or gain of the hedging instrument, in the part that constitutes an effective hedge, is recognized directly in equity. Thus, the net worth component that arises as a result of the hedge is adjusted to be equal, in absolute terms, to the lower of the following two values:

1) The cumulative loss or gain of the hedging instrument since the beginning of the hedge.

2) The cumulative change in the fair value of the hedged item (ie the present value of the cumulative change in the hedged expected future cash flows) since the inception of the hedge.

Any remaining gain or loss on the hedging instrument or any gain or loss required to offset the change in the cash flow hedge adjustment calculated from Management performs an annual effectiveness test of the accounting hedge, having considered year-end 2022 that the ineffective part of it was not significant.

The company records advances made to suppliers for an amount of €1,839 thousand as of December 31, 2022 (€939 as of December 31, 2021).

As of December 31, 2022, the item "Trade debtors and other accounts receivable" has a balance of €642 thousand that correspond to amounts pending collection (€39 thousand as of December 31, 2021).

The Company has not reclassified any financial asset at amortized cost instead of at its fair value during the years 2022 and 2021, likewise there have been no gains or losses on the sale of financial assets at amortized cost.

The effect of discounting these amounts is not significant.

The maximum exposure to credit risk at the date of presentation of the information is the carrying amount of the financial assets at amortized cost, which coincides with the fair value of each of the categories of accounts receivable indicated above.

All book values of financial assets at amortized cost are denominated in euro.

9. CASH AND CASH EQUIVALENTS

This heading is analysed below:

| | 2022 | 2021 |
|---------------------------|--------|--------|
| Cash and cash equivalents | 15,315 | 28,091 |

At 31 December 2022 and 2021, there are no agreements restricting the use of or yields generated on cash and cash equivalents.

Interest accrues on cash and cash equivalents at market rates. See Note 5.1.

10. INVENTORY

The balance under this heading at 31 December 2022 is 1,839 thousand euros (939 thousand euros in 2021) and corresponds to advances to suppliers for the purchase of assets.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

11. EQUITY

11.1. SHARE CAPITAL

At 31 December 2022, the Company's share capital consists of 65,000 thousand (2021: 60 thousand) registered shares with a par value of €1 each, all in the same class and carrying the same rights. There are no restrictions on the transfer of the shares.

| | 2022 | | 20 | 21 |
|--------------|--------------------|----------|-----------------------|----------|
| Class | Authorised capital | Uncalled | Authorised capital | Uncalled |
| Single class | 65,000,000 | - | 60,000 | - |
| Total | 65,000,000 | - | 60,000 | - |

Pursuant to Article 13 of the Spanish Companies Act, the Company is registered as a sole shareholder company.

There are no restrictions on the transfer of the shares.

Shareholders owning 10% or more of share capital, directly or indirectly, are as follows:

31 December 2022

| Shareholder | Number of shares | % interest |
|-----------------------|------------------|------------|
| PROMONTORIA MAHOU DAC | 65,000,000 | 100 |

31 December 2021

| Shareholder | Number of shares | % interest |
|-----------------------|------------------|------------|
| PROMONTORIA MAHOU DAC | 60,000 | 100 |

11.2. RESERVES

a) Voluntary reserves

At 31 December 2022 and 2021, the Company records negative reserves in the amount of €1 thousand relating to notary and registry fees incurred in the Company's incorporation.

b) Other shareholder contributions

During 2022, the sole shareholder did not make shareholder contributions to the Company. At 31 December 2021, "Other shareholder contributions" had a value of 9,600 thousand euros.

c) Legal reserve

Appropriations to the legal reserve will be made in compliance with Article 274 of the Spanish Companies Act, which stipulates that 10% of the profits for each year must be transferred to this reserve until it represents at least 20% of share capital.

Until this limit is reached, the legal reserve may only be used to offset losses in the event of no other sufficient reserves being available and it must be replenished out of future profits.

12. FINANCIAL LIABILITIES AT AMORTIZED COST

The book value of each of the categories of financial liabilities established in the "Financial Instruments" registration and valuation standard is as follows:

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

| Classes (thousand €) | Long-Term Instrun | | Short-Term Financial Instruments | | Total | |
|---|-----------------------|--------|-------------------------------------|----------------------|---------|--------|
| | Credits, Deri Othe | | | ivatives and lers | | |
| Categories | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Debts with credit institutions | 98,973 | 28,864 | 155 | 25 | 99,128 | 28,889 |
| Oher financial liabilities | - | - | 1,044 | 228 | 1,044 | 228 |
| Debts with group companies and associates | 105,400 | 40,400 | - | - | 105,400 | 40,400 |
| Creditors, group companies and associates | - | - | 2,044 | 617 | 2,044 | 617 |
| Payables | - | - | 3,044 | 2,567 | 3,044 | 2,567 |
| Total | 204,373 | 69,264 | 6,287 | 3,435 | 210,660 | 72,084 |

Debts with credit institutions

The debt with credit institutions reflected on the balance sheet comes from a financing contract with a fixed and variable interest rate component (EURIBOR). Said contract is divided into tranches based on the state of the financed property, in turn varying the fixed interest rate as described in Note 5.1. This contract was signed on December 20, 2021, with Morgan Stanley Principal Funding, INC. with a total drawdown limit of €100 million. Throughout the 2022 financial year, various debt drawdowns have been made for a value of €70,908 thousand with the total drawdowns as of December 31, 2022 amounting to €98,973 thousand.

The due date for said line is December 20, 2026, the date on which all amounts pending payment must be repaid. There are no mandatory amortizations until the maturity date. The nominal amount pending payment as of December 31, 2022 amounts to €99,990 thousand (2021: €29,081 thousand).

The long-term debt includes an amount of \in 1,017 thousand (2021: \in 217 thousand), loan origination commission and other capitalizable costs, which have been considered in the initial and subsequent valuation of the liability, so that are charged to the profit and loss account using the effective interest rate method.

Accrued interest pending payment as of December 31, 2022 is \in 155 thousand (2021: \in 25 thousand). Likewise, the financial expense recorded in the profit and loss account for the year 2022 by applying the effective interest rate method has amounted to \in 2,432 thousand (2021: \in 25 thousand).

The financing facility carries obligations for the Company, consisting primarily of the fulfilment of certain covenants, as follows:

- Debt Yield: Ratio of turnover against asset value. It must be greater than 2% in the first 6 months of the contract and 2.5% after that date.
- Debt Service Coverage Ratio (DCSR): Ratio of turnover against payable debt (interest + past due principal). It must be maintained above 130%,
- Loan to Value (LTV): Ratio of indebtedness against asset value.

These ratios must be met from the beginning of the financing contract and all of them were met during 2022 The Company is also required to disclose financial and business information during the term of the facility.

Likewise, a guarantee pledge contract was signed between the Company and the financing entity, by which the Cerberus NPL Fund, LP Company is a guarantor of the loan between Promontoria Macc RE Socimi and Morgan Stanley Principal Funding, INC.

Derivative financial instruments

On September 14, 2022, the Company entered into a CAP hedge contract with Deutsche Bank to hedge the risk of interest rate fluctuations, effective September 16, 2022 and expiring on January 18, 2027, for an amount equivalent to 100% of the financing contract and a Euribor limit of 1.25%.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

The main characteristics of the derivatives held by the Company as of December 31, 2022 are the following:

| | | | | | | | Valuation | | |
|------|-------------------|-----------------|----------------|--------------------|--------------------------|-----------------------------|--------------------------|---------------------------|--|
| Туре | Contracted amount | Contracted date | Effective date | Expiration date | Paid interest rate | Interest rate charged | Long Term 31/12/22 | Short Term 31/12/22 | |
| CAP | €100m | 14/09/2022 | 16/09/2022 | 18/01/2027 | 1,25% | Eur3 | €6.87m | - | |

The derivative has a contracted amount of €100 million and covers a notional as of December 31, 2022 of €100 million.

As of December 31, 2022, the interest rate CAP meets the conditions to be considered accounting hedges, therefore the variations in value, less their tax effect, have been recorded in equity for an amount of \in 852 thousand (\in 0 in 2021). The interest rate hedge contract grants the financial institution the same guarantees from the Company as those described above in relation to the financing contract. See note 8.

<u>Payables</u>

As of December 31, 2022 and 2021, the "Suppliers" heading shows the balance associated with invoices pending payment with the company's various suppliers, which as of December 31, 2022 amounts to \in 3,044 thousand (\notin 2,567 thousand in 2021).

Debts with group companies and associates

As of December 31, 2022 and 2021, the heading "Debts with group companies" shows the balance associated with the loan granted by Promontoria Mahou DAC (note 15).

13. CORPORATE INCOME TAX AND TAX SITUATION

A breakdown of taxes refundable and payable is as follows:

| | 2022 | | 2021 | |
|--|--------|-------------|--------|-------------|
| | Assets | Liabilities | Assets | Liabilities |
| VAT | 18 | - | - | 268 |
| Deferred tax | 0 | - | 0 | - |
| PIT withholdings made | 5 | 161 | - | 13 |
| Total balances with Public Administrations | 23 | 61 | 0 | 282 |

In accordance with current legislation, tax assessments may not be considered definitive until the returns filed have been inspected by the tax authorities or the four-year limitation period has ended. At 31 December 2022, all the Company's tax returns for the principal taxes to which it is subject are open to inspection by the tax authorities for the following years:

| | FY |
|----------------------|-----------|
| Value added tax | 2020-2022 |
| Personal income tax | 2020-2022 |
| Corporate income tax | 2020-2021 |

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

As a result, among other things, of the different interpretations to which Spanish tax legislation lends itself, additional tax assessments may be raised in the event of a tax inspection. The parent company's administrative body considers, however, that any such liabilities would not significantly affect the annual accounts.

CORPORATE INCOME TAX

The reconciliation of net income and expenses for the year and the tax base that the Company expects to declare following approval of the annual accounts is as follows:

| FY 2022 | Income statement | | |
|-------------------------------|------------------|-----------|--|
| Income/(expense) for the year | - (5,553) | | |
| | Increase | Decreases | |
| Temporary differences | - | - | |
| Permanent differences | - | - | |
| Tax base (taxable income) | - | (5,553) | |
| Tax rate: | 0% | 0% | |
| Tax payable/(refundable) | - | - | |

| FY 2021 | Income statement | | |
|-------------------------------|------------------|-----------|--|
| Income/(expense) for the year | - (4,420) | | |
| | Increase | Decreases | |
| Temporary differences | - | - | |
| Permanent differences | - | - | |
| Tax base (taxable income) | - | (4,420) | |
| Tax rate: | 0% | 0% | |
| Tax payable/(refundable) | - | - | |

No tax withholdings or interim payments were made in 2022 or 2021 and the Company has not capitalised the current-year tax losses, so there is no corporate income tax effect on the income statement.

No current or deferred income tax expense was recognised in 2022 or 2021. No tax credits were generated or applied in 2022 or 2021.

On 28 September 2021, with effect as from 1 January 2021, the Company notified its local Tax Administration State Agency Office of the sole shareholder's decision to apply the special SOCIMI scheme.

Under the SOCIMI scheme and Article 9 of Law 11/2009 regulating that scheme, entities opting to apply the special tax scheme will be taxed at a rate of zero percent (0%) for corporate income tax. Any matters not envisaged in Law 11/2009 will be governed by the general provisions of Royal Decree-Law 4/2004 of 5 March containing the consolidated text of the Corporate Income Tax Act. Law 27/2014 was approved on 27 November 2014, bringing in certain changes to corporate income tax.

The Company's tax-loss carryforwards relate to the amount generated in 2022 and 2021.

14. INCOME AND EXPENSES

14.1. REVENUE

Revenue amounts to 4,918 thousand euros at the end of the current year (2021: 457 thousand euros) and relates to the following activities, all undertaken in Spain:

| | 2022 | 2021 |
|---------|-------|------|
| Rentals | 4,918 | 457 |
| Total | 4,918 | 457 |

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

14.2. OTHER OPERATING EXPENSES

The income statement heading "Other operating expenses" is analysed below for 2022 and 2021:

| Description | 2022 | 2021 |
|--|-------|-------|
| External services | 5,652 | 4,651 |
| Repairs and maintenance | 1,201 | 35 |
| Independent professional services | 3,838 | 3,993 |
| Insurance | 365 | 74 |
| Banking and similar services | 105 | 27 |
| Advertising | 0 | 2 |
| Supplies | 80 | 44 |
| Other services | 64 | 476 |
| Taxes | 99 | 22 |
| Losses, impairment and variation of provisions for commercial operations | 98 | 0 |
| Other current management costs | 18 | 0 |
| Total | 5,867 | 4,673 |

Independent professional services relate primarily to servicing fees, advisory fees, tax and legal support costs.

14.3. STAFF COSTS

The Company had no employees in 2022 or 2021.

14.4. INCOME AND FINANCIAL EXPENSES

| Description | 2022 | 2021 |
|-----------------------------|---------|------|
| Financial income | 27 | - |
| Financial expenses | (3,043) | - |
| Hedging derivative expenses | (431) | - |
| Total | (3,447) | - |

14.5. FOREIGN EXCHANGE DIFFERENCE

Foreign exchange differences recognized in the 2022 income statement total €2.5 thousand (2021: €78 thousand). This amount reflects the difference between trade payables denominated in foreign currencies and payments made. The Company records no other material foreign currency balances at 31 December 2022.

15. RELATED-PARTY TRANSACTIONS

15.1. BALANCES AND TRANSACTIONS WITH GROUP COMPANIES

Set out the below is a breakdown at year-end 2022 with group companies at year-end 2022 (2021: 40,400):

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

| Business name | Relationship | Item | Balance at 31.12.2022 | Balance at 31.12.2022 |
|------------------------------|---------------|--------------------|-----------------------|-----------------------|
| Long-term Intercompany Loans | | | | |
| Promontoria Mahou DAC | Parent entity | Participating loan | (105,400) | (40,400) |
| Total payables | | | (105,400) | (40,400) |

The loan from Group companies reflected in the balance sheet derives from a financing agreement arranged as a participating loan with a variable interest component comprising a percentage of the borrower's operating profit (before interest and taxes). This percentage is based on the ratio of principal drawn to capital contributions made by the sole shareholder. The agreement was entered into on 20 December 2021 between Promontoria Mahou DAC. and Promontoria Macc 1x1 Socimi, S.A.U.

The financing matures on 20 December 2027, when all amounts outstanding must be fully repaid. There are no mandatory repayments prior to the due date. A nominal amount of €105,400 thousand euros is pending payment at 31 December 2022 (2021: 40,400 thousand euros).

There was no accrued unmatured interest amounts at 31 December 2022 (2021: 0), since the Company posted a loss before interest and tax.

The financing agreement stipulates only normal loan obligations (interest repayments, principal, etc.).

There are no guarantees associated with this financing.

13.1 OTHER RELATED PARTIES

Other transactions with related parties

The balances and transactions with associate companies are as follows:

| Business name | Relationship | Relationship Item | | Balance at 31.12.2022 |
|------------------------------------|--------------|--------------------------------|---------|-----------------------|
| Short-term provisions | | | | |
| Promontoria Macc Marina, S.A.U | Associate | Reinvoicing of insurance costs | (6) | (34) |
| Short-term payables | | | | |
| Promontoria MACC Residencial, S.L. | Associate | Servicing fees | (9,826) | (2.044) |
| Total expenses and payables | | | (9,832) | (2,078) |

| Business name | Relationship | ltem | 2021 transactions | Balance at 31.12.2021 |
|------------------------------------|--------------|---------------------|----------------------|-----------------------|
| Short-term payables | | | | |
| Promontoria MACC Residencial, S.L. | Associate | Property management | (619) | (619) |
| Total expenses and payables | | | (619) | (619) |

Information on the Company's administrative body and senior management

During the financial years ended 31 December 2022 and 2021, the directors received no remuneration, advances or loans and no guaranteed commitments were acquired on their behalf. At 31 December 2022 and 2021, there

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

were no pension plan or insurance premium liabilities accrued or obligations, receivables or payables relating to the members of the Company's administrative body.

The Company has no senior managers. This function is performed by the administrative body.

Conflicts of interest disclosed by the Company's administrative Body

As regards the duty to avoid conflicts of interest with the Company, during the year the directors fulfilled the obligations stipulated in Article 228 of the Spanish Companies Act. Both the directors and their related parties avoided the conflict of interest scenarios envisaged in Article 229 of the Act, except for cases in which the necessary authorisation was obtained.

16. OTHER INFORMATION

Audit fees

Fees accrued during the years ended 31 December 2022 and 2021 to PricewaterhouseCoopers Auditores, S.L. for the audit of the annual accounts are shown below:

| | 2022 | 2021 |
|----------------|------|------|
| Audit services | 60 | 34 |
| Total | 60 | 34 |

The amounts referred to above include the total fees for services rendered in 2022, irrespective of the invoice date. No services other than the audit of the annual accounts were provided by the auditor or by its network in either year.

Guarantees and other contingencies

At year-end 2022, Cerberus Global NPL Fund, L.P. was a guarantor for the loan granted by Morgan Stanley Principal Funding, Inc. to the Company.

In the opinion of the directors, there are no material contingent liabilities that must be disclosed in these annual accounts.

17. REPORTING REQUIREMENTS APPLICABLE TO SOCIMIS, LAW 11/2009, AMENDED BY LAW 16/2012

The following information is provided in conformity with Law 11/2009 on listed property investment companies ("SOCIMI"):

a) Reserves arising in periods prior to the application of the tax scheme provided by Law 11/2009, as amended by Law 16/2012 of 27 December.

The Company recorded negative reserves of 1 thousand euros at 31 December 2022.

 Reserves arising in periods in which the tax scheme provided by Law 11/2009, as amended by Law 16/2012 of 27 December, was applied.

Not applicable.

c) Dividends paid out of profits for each period in which the special tax regime has been applicable, distinguishing the part that derives from income subject to the 0% tax rate, or the 19% tax rate, from the part subject to the general tax rate, if applicable.

Not applicable.

d) If dividends have been charged to reserves, indication of the periods in which the reserves applied were generated and whether the reserves were taxed at 0%, 19% or the general rate.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

Not applicable.

e) Date of the resolution to pay out the dividends referred to in letters c) and d) above.

Not applicable.

f) Acquisition date of leased properties and of shareholdings in entities referred to in Article 2.1 of this Law.

See Appendix I.

g) Identification of assets included in the 80% referred to in Article 3.1 of this Act

The assets included in the 80% referred to in Article 3.1 of the SOCIMI Act are reflected in Appendix 1.

 Reserves for periods in which the special tax scheme has been applicable and that have been utilised during the tax period, other than for distribution or to offset losses, stating the period in which the reserves were generated.

Not applicable.

18. INFORMATION ON GREENHOUSE GAS EMISSION ALLOWANCES

There are no greenhouse gas emission allowances.

19. ENVIRONMENTAL INFORMATION

At 31 December 2022 and 2021, there are no relevant assets devoted to the protection and improvement of the environment and no significant environmental expenditure was incurred during the year.

The Company's administrative body considers that there are no significant contingencies in connection with the protection and improvement of the environment and that it is not necessary to recognise any provisions for environmental liabilities and charges at 31 December 2022 or 2021.

No environmental grants were received during the financial years ended 31 December 2022 and 2021.

20. EVENTS AFTER THE REPORTING PERIOD

As of February 10, 2023, the sole shareholder of the Company acknowledged the resignation of Mr. Wijnand PMM Donkers, Mr. Gerardus Johannes Schipper and Mr. Aitor García Bilbao as members of the Board of Directors of the Company. On the same date, the appointment of Mr. Chris Karpfen and Mr. Stefan Walldorf as members of the Board of Directors was agreed. On the same date, Mr. José La Roche Riesgo was appointed Chairman and Mr. Chris Karpfen as Vice-Chairman of the Board of Directors.

As of April 4, 2023, the sole shareholder of the Company accepted the resignation of Mr. Stefan Walldorf, as members of the Board of Directors of the Company. On the same date, the appointment of Mr. Chris Karpfen and Mr. as members of the Board of Directors was agreed.

After the end of the financial year, the Sole Shareholder has decided to carry out the following monetary capital increases:

- On February 10, 2023, the Sole Shareholder agreed to carry out an Increase in the monetary capital stock for the amount of €24,900 thousand, through the issuance of 24,9 million shares with a par value of 1 euro. The capital is set at €89,900 thousand.
- On April 4, 2023, the Sole Shareholder agreed to carry out an Increase in the monetary capital stock for the amount of €50,000 thousand, through the issuance of 50 million shares with a par value of €1. The share capital will be set at €139,900 thousand.

Notes to the annual accounts for the year ended 31 December 2022 (Expressed in thousand €)

- On the date of the approval of the formulation of these annual accounts, the Company has signed a new extension of the participating loan with its Sole Shareholder Promontoria Mahou DAC, increasing its limit by €130,000 thousand, until reaching a new total limit of €250,000 thousand.

Authorisation for issue of the Annual Accounts and Management Report of Promontoria MACC 1x1 SOCIMI, S.A.U (Sociedad Unipersonal) for the year ended 31 December 2022

APPENDIX I – BREAKDOWN OF THE COMPANY'S INVESTMENT PROPERTY

| Number | Street | Date | CCAA | Province |
|--------|------------|------------|------------------------|----------|
| 1 | [Redacted] | 05/10/2022 | Comunidad de Madrid | Madrid |
| 2 | [Redacted] | 28/12/2022 | Comunidad de Madrid | Madrid |
| 3 | [Redacted] | 21/07/2022 | Comunidad de Madrid | Madrid |
| 4 | [Redacted] | 28/09/2022 | Comunidad de Madrid | Madrid |
| 5 | [Redacted] | 01/10/2021 | Comunidad de Madrid | Madrid |
| 6 | [Redacted] | 01/10/2021 | Comunidad de Madrid | Madrid |
| 7 | [Redacted] | 02/11/2021 | Comunidad de Madrid | Madrid |
| 8 | [Redacted] | 10/11/2021 | Comunidad de Madrid | Madrid |
| 9 | [Redacted] | 10/11/2021 | Comunidad de Madrid | Madrid |
| 10 | [Redacted] | 03/11/2021 | Comunidad de Madrid | Madrid |
| 11 | [Redacted] | 12/11/2021 | Comunidad de Madrid | Madrid |
| 12 | [Redacted] | 04/11/2021 | Comunidad de Madrid | Madrid |
| 13 | [Redacted] | 01/10/2021 | Comunidad de Madrid | Madrid |
| 14 | [Redacted] | 10/03/2022 | Comunidad de Madrid | Madrid |
| 15 | [Redacted] | 23/02/2022 | Comunidad de Madrid | Madrid |
| 16 | [Redacted] | 27/10/2022 | Comunidad de Madrid | Madrid |
| 17 | [Redacted] | 18/06/2021 | Comunidad de Madrid | Madrid |
| 18 | [Redacted] | 01/10/2021 | Comunidad de Madrid | Madrid |
| 19 | [Redacted] | 24/02/2022 | Comunidad de Madrid | Madrid |
| 20 | [Redacted] | 03/11/2021 | Comunidad de Madrid | Madrid |
| 21 | [Redacted] | 13/07/2022 | Comunidad de Madrid | Madrid |
| 22 | [Redacted] | 05/08/2021 | Comunidad de Madrid | Madrid |
| 23 | [Redacted] | 12/08/2021 | Comunidad de Madrid | Madrid |
| 24 | [Redacted] | 01/10/2021 | Comunidad de Madrid | Madrid |
| 25 | [Redacted] | 17/06/2021 | Comunidad de Madrid | Madrid |
| 26 | [Redacted] | 22/09/2021 | Comunidad de Madrid | Madrid |
| 27 | [Redacted] | 21/12/2021 | Comunidad de Madrid | Madrid |
| 28 | [Redacted] | 10/03/2022 | Comunidad de Madrid | Madrid |
| 29 | [Redacted] | 02/03/2022 | Comunidad de Madrid | Madrid |
| 30 | [Redacted] | 06/07/2022 | Comunidad de Madrid | Madrid |
|----|------------|------------|----------------------------------|--------|
| 31 | [Redacted] | 10/08/2022 | Comunidad de Madrid | Madrid |
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| 1863 | [Redacted] | 13/10/2022 | Cataluña | Barcelona |
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| 1922 | [Redacted] | 09/06/2022 | Andalucía | Málaga |
| 1923 | [Redacted] | 09/06/2022 | Andalucía | Málaga |
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| 1928 | [Redacted] | 30/06/2022 | Cataluña | Barcelona |
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| 1930 | [Redacted] | 14/12/2022 | Cataluña | Barcelona |
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| 1933 | [Redacted] | 13/10/2022 | Cataluña | Barcelona |
| 1934 | [Redacted] | 21/07/2022 | Cataluña | Barcelona |
| 1935 | [Redacted] | 14/07/2022 | Comunidad | Valencia |
| 1020 | | 00/00/2022 | Valenciana | Valencia |
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| 1937 | [Redacted] | 14/12/2022 | Comunidad Valenciana | Valencia |
| 1938 | [Redacted] | 29/11/2022 | Comunidad Valenciana | Valencia |
| 1939 | [Redacted] | 21/09/2022 | Comunidad | Valencia |
| 1940 | [Redacted] | 13/10/2022 | Valenciana Comunidad | Valencia |
| | | | Valenciana | |
| 1941 | [Redacted] | 02/11/2022 | Comunidad Valenciana | Valencia |
| 1942 | [Redacted] | 27/07/2022 | Comunidad Valenciana | Valencia |
| 1943 | [Redacted] | 28/12/2022 | Comunidad Valenciana | Valencia |
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| 1947 | [Redacted] | 26/10/2022 | Comunidad Valenciana | Valencia |
| 1948 | [Redacted] | 24/11/2022 | Comunidad Valenciana | Valencia |
| 1949 | [Redacted] | 22/12/2022 | Comunidad Valenciana | Valencia |
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| 1952 | [Redacted] | 08/09/2022 | Cataluña | Barcelona |
| 1953 | [Redacted] | 10/11/2022 | Cataluña | Barcelona |
| | - | | | |

Authorisation for issue of the Annual Accounts and Management Report of Promontoria MACC 1x1 SOCIMI, S.A.U (Sociedad Unipersonal) for the year ended 31 December 2022

| rr | | r | | |
|------|------------|------------|-------------------------|-----------|
| 1954 | [Redacted] | 05/10/2022 | Cataluña | Barcelona |
| 1955 | [Redacted] | 27/07/2022 | Cataluña | Barcelona |
| 1956 | [Redacted] | 17/11/2022 | Cataluña | Barcelona |
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| 1962 | [Redacted] | 22/12/2022 | Comunidad Valenciana | Valencia |
| 1963 | [Redacted] | 14/12/2022 | Comunidad de Madrid | Madrid |
| 1964 | [Redacted] | 03/09/2021 | Comunidad Valenciana | Valencia |
| 1965 | [Redacted] | 25/11/2021 | Comunidad Valenciana | Valencia |
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| 1968 | [Redacted] | 11/05/2021 | Comunidad Valenciana | Valencia |
| 1969 | [Redacted] | 09/03/2021 | Comunidad Valenciana | Alicante |

Management Report

1. The Company's situation and organisational structure

Promontoria MACC 1x1, S.A. (the Company) was incorporated for an open-ended period as a public limited liability company ("sociedad anónima") in Spain under the name Alistair Spain, S.A. on 22 November 2019, with registered office at calle Príncipe de Vergara 112, 4^o, 28002 Madrid. The Company is entered in the Madrid Commercial Register, volume 39908, folio 105, page M-708813. Its TIN is A88534359. On 19 October 2022, the Company's name was changed to Promontoria Promontoria MACC 1X1 SOCIMI, S.A.U. and entered in the Madrid Commercial Register on 19 May 2021.

The sole shareholder of Promontoria MACC 1x1 SOCIMI, S.A.U. is the Irish company Promontoria Mahou DAC (direct parent company).

The Company is engaged in the acquisition of individual real estate assets, all of them purchased on a one by one basis. The company's business actually commenced in 2020. As of 31 of December 2020, the entity had acquired an amount of 28 properties. During the fiscal year 2021 a total of 439 acquisitions were made. During fiscal year 2022, 1,502 additional properties were acquired, bringing the company's total assets at year-end to 1,969.

The property portfolio is entirely for rental purposes. Management's business perspective is positive, considering the evolution of residential rental prices and demand in Spain over the last few years.

Authorisation for issue of the Annual Accounts and Management Report of Promontoria MACC 1x1 SOCIMI, S.A.U (Sociedad Unipersonal) for the year ended 31 December 2022

2. Business performance

The Company's income statement reflects revenue of 4,918 thousand euros for the financial year ended 31 December 2022 (2021: 457 thousand euros). A loss of 5,553 thousand euros was recognised in 2022 (2021: loss of 4,420 thousand euros).

The Company's business actually commenced in 2020 when the municipal properties for lease were purchased on a one by one basis. The acquisition of properties and arrangement of new leases is expected to grow exponentially in 2022 in terms of both total assets and profit margins in the income statement.

3. Research and development expenses

The Company has not carried out any research and development activities or incurred any related expenditure.

4. Acquisition of treasury shares

The Company holds no treasury shares and there were no dealings in treasury shares during 2022 or 2021.

5. Financial instruments and financial risk management

The Company did not contract any derivative financial instruments in the current year. See Note 5 to the Company's 2022 annual accounts on financial risk management.

6. Environmental impact

Given the nature of the business, the Company has no environmental liabilities, expenses, assets, provisions or contingencies that could be material.

7. Personnel

The Company had no employees at 31 December 2022 or 2021.

8. Average payment period

Set out below is a breakdown of trade payables settled during the year and pending payment at the year end in relation to the legal maximum periods stipulated in Law 15/2010 and pursuant to the Resolution of 29 April 2016 from the Spanish Institute of Accounting and Auditing (ICAC):

| | 2022 | 2021 |
|---------------------------------------|---------------------|---------------------|
| Item | Days | Days |
| Average supplier payment period | 35 | 13 |
| Ratio of transactions settled | 38 | 15 |
| Ratio of transactions pending payment | 12 | 11 |
| | Amount (thousand €) | Amount (thousand €) |
| Total payments made | 38,806 | 6,370 |
| Total payments pending | 4,754 | 380 |

In accordance with the new regulations required by article 9 of Law 18/2022, of September 28, in addition to the above information, the following information is indicated: 27,451 invoices amounting to \in 38,806 thousand have been paid in a period less than the maximum established in the delinquency regulations. This represents 93% and 92% respectively of the total payments made.

Authorisation for issue of the Annual Accounts and Management Report of Promontoria MACC 1x1 SOCIMI, S.A.U (Sociedad Unipersonal) for the year ended 31 December 2022

9. Events after the reporting period

As of February 10, 2023, the sole shareholder of the Company acknowledged the resignation of Mr. Wijnand PMM Donkers, Mr. Gerardus Johannes Schipper and Mr. Aitor García Bilbao as members of the Board of Directors of the Company. On the same date, the appointment of Mr. Chris Karpfen and Mr. Stefan Walldorf as members of the Board of Directors was agreed. On the same date, Mr. José La Roche Riesgo was appointed Chairman and Mr. Chris Karpfen as Vice-Chairman of the Board of Directors.

As of April 4, 2023, the sole shareholder of the Company accepted the resignation of Mr. Stefan Walldorf, as members of the Board of Directors of the Company. On the same date, the appointment of Mr. Chris Karpfen and Mr. as members of the Board of Directors was agreed.

After the end of the financial year, the Sole Shareholder has decided to carry out the following monetary capital increases:

- On February 10, 2023, the Sole Shareholder agreed to carry out an Increase in the monetary capital stock for the amount of €24,900 thousand, through the issuance of 24,9 million shares with a par value of 1 euro. The capital is set at €89,900 thousand.
- On April 4, 2023, the Sole Shareholder agreed to carry out an Increase in the monetary capital stock for the amount of €50, 000 thousand, through the issuance of 50 million shares with a par value of €1. The share capital will be set at €139,900 thousand.
- On the date of the approval of the formulation of these annual accounts, the Company has signed a new extension of the participating loan with its Sole Shareholder Promontoria Mahou DAC, increasing its limit by €130,000 thousand, until reaching a new total limit of €250,000 thousand.