# ABERTIS INFRAESTRUCTURAS, S.A. AND SUBSIDIARIES

# CONSOLIDATED MANAGEMENT REPORT FOR THE YEAR 2020

abertis
commitment & delivery

# Contents

# 1

# Letter to the shareholders and stakeholders

For Abertis 2020 was a year which, although impacted by the effects of the COVID-19 pandemic, can nevertheless be described as a success. Two concessions were acquired, one in the United States and another in Mexico, in international transactions of immense significance for the future of Abertis and which evidence its ability to continue to grow and incorporate new assets with sound future prospects and long concession terms.

In the first half of the year we completed the purchase of Red de Carreteras de Occidente (RCO), one of the largest toll road operators in Mexico. The road network operated by RCO constitutes the backbone of the country's central-western region, connecting the main industrial corridor, El Bajío, with its two major cities, Mexico City and Guadalajara.

In December we acquired the concession operator Elizabeth River Crossings (ERC), which manages four tunnels and a toll road in the State of Virginia, in what marks Abertis' debut presence in the United States. These are truly magnificent assets that have demonstrated great resilience during the pandemic. Furthermore, this transaction represents yet another important step in the Group's growth strategy, namely the acquisition of a robust platform in the United States, a country that is firmly committed to public-private partnerships and the concession framework.

Both of these transactions demonstrate Abertis' ability to manage its concession portfolio efficiently, replacing concessions that expire with new assets in new countries; assets which, in turn, can act as a platform from which to launch potential new transactions in those countries, thus contributing to the lengthening of the average life of the business and, therefore, to the sustainability of the Abertis Group. Moreover, in performing the transactions described we enjoyed the support and trust of our shareholders, Atlantia, ACS and Hochtief.

Due to the pandemic, and as a result of the mobility restrictions imposed in all countries in order to safeguard the health of the population, there was a decline in the Group's business activity in the course of the year. Toll road traffic figures ended 2020 down 21% in overall terms. Europe is the market in which traffic experienced the sharpest fall -particularly in Spain and Italy (down 31% and 28%, respectively)-, whereas the decrease in countries such as Brazil and Mexico proved to be significantly less severe (-7% and -12%, respectively).

Nevertheless, although light vehicle traffic figures showed significant losses (-25% in the year), heavy vehicle transport was only slightly affected (-6%). Forecasts for recovery, therefore, are optimistic, based on the prospect of an increased use of private transport and a preference for domestic tourism.

As a world-renowned operator of high-capacity, high-quality roads, managing close to 8,700 km of toll roads and with a presence in 16 countries in Europe, the Americas and Asia, at Abertis we wish to contribute to sustainable, connected mobility, and we conduct our activity in a manner founded on full responsibility to all our stakeholders.

Once again in 2020, we renewed our commitment to the United Nations and the Global Compact to reach the goals of the 2030 Agenda. In this regard, we joined the SDG Ambition initiative, in which 600 companies from 65 countries are participating, with the aim of establishing a corporate strategy containing specific quantifiable targets aligned with the Sustainable Development Goals (SDGs).

In 2021 we plan to carry out an assessment of the degree to which the objectives of the Corporate Social Responsibility Master Plan, which ended in 2020, have been achieved. The result will enable us to set new targets relating to the environmental, social and governance (ESG) issues affecting our activity.

Infrastructure must be ready to meet the mobility needs of tomorrow, and we are in a position to achieve this, thanks to the enormous potential that technology has to offer. In 2020 we launched the Garage project, which enables us to use new technologies such as the Internet of Things, artificial intelligence and big data to provide better toll road maintenance and improved traffic management. We are also working to ensure that our toll roads will be able to welcome electric, connected and autonomous vehicles.

The COVID-19 crisis has once again demonstrated the fundamental role played by infrastructure in bringing territories together and connecting people, as well as in guaranteeing access to essential services. We would like to express our gratitude to all the members of the team making up the Abertis Group, for their efforts in ensuring service continuity on all our toll roads, which have remained open at all times to guarantee mobility and transport during this grave public health crisis. Similarly, we wish to thank our shareholders, suppliers, investors and customers for their support and the trust they place in the Abertis Group, which enables us to continue to create value and contribute it to society as a whole.

**Marcelino Fernández Verdes**

Chairman

# 2

# Summary of the year's global performance

## 2.1 Abertis in 2020

The Abertis Group is a worldwide authority in toll road management, with close to 8,700 km of high-capacity, high-quality roads in 16 countries in Europe, the Americas and Asia, of which approximately 8,400 km are managed directly.

Abertis is the benchmark toll road operator in countries such as Spain, Chile and Brazil, and has a notable and significant presence in France, Italy, Puerto Rico, Argentina, Mexico and the US. The Group also has interests in the management of more than 200 km of roads in France and the UK.

Thanks to the internationalization strategy implemented by the Group in recent years, 78% of Abertis' revenue currently comes from outside Spain, most notably from France, Brazil, Chile, Mexico and Italy. In this connection, the acquisitions of the Red de Carreteras de Occidente ("RCO") group, located in Mexico, and Elizabeth River Crossings ("ERC"), located in the US, were completed in the year.

For Abertis, driver safety is a priority. The Group continuously invests in smart technologies and engineering to ensure that its customers experience a safe, comfortable, fast and easy journey when they choose the Group's toll roads.

Committed to research and innovation, Abertis combines advances in high-capacity infrastructure with new technologies to drive innovative solutions to meet the mobility challenges of the future.

Certain of the Group's main aggregates for 2020 are as follows:

| | 2020 | Change vs. 2019 |
|---|---|---|
| Total ADT | 20,255 | -21.4% |
| Electronic toll transactions | 64.1% | +2.6 p.p. |
| Revenue | EUR 4,054 million | -24.4% |
| EBITDA | EUR 2,628 million | -29.7% |
| Net profit | EUR -392 million | -211.4% |

The COVID-19 pandemic declared in March 2020 has affected all levels of Abertis' activity, which is considered an essential service, in the same way as it has impacted the economy, society and the environment. The Group's results were adversely affected mainly by the mobility restrictions during lockdown, and by the shifts in mobility patterns in the period after lockdown was lifted. Creating value for society is one of Abertis' priorities, in which it combines its commitment to its shareholders and employees with its contribution to the growth of the countries in which it operates.

| | 2020 |
|---|---|
| Tax contribution | EUR 821 million |
| Occupational accident frequency rate | 12.5 |
| Fatality rate | 1.4 |
| $CO_2e$ emissions/revenue | 4,393.5 tn/EUR million |
| Initiatives implemented for the community | 202 |
| Purchases from local suppliers | 83.0% |

## Corporate structure

Abertis Infraestructuras, S.A. is the Parent of a Group in which, in some cases, it is the sole shareholder and, in others, the majority shareholder of holding companies in the various lines of business and geographical markets in which the Group operates. The structure of the Abertis Group at 31 December 2020 is summarized as follows:


The detail of the Group's subsidiaries, joint ventures and associates at 31 December 2020 and of the Group's percentages of ownership therein is shown in Appendices I, II and III, respectively, to the consolidated financial statements.

Since 2018 Abertis and the other Group companies have formed part of the Atlantia Group, the parent of which is Atlantia, S.p.A. (with registered office at Via Antonio Nibby, 20, Rome, Italy). The latter, in turn, forms part of the group the parent of which is Edizione, S.r.l. (with registered office at Piazza del Duomo, 19, Treviso, Italy).

# 2.2 2020 milestones

## January-March

- Abertis Infraestructuras, S.A. launches an issue of eight-year bonds totalling EUR 600 million.
- Spain renews the agreement with UNESCO so that Castellet castle, the headquarters of the Abertis Foundation, can continue to house the International Centre for Mediterranean Biosphere Reserves.
- The Group activates a plan to address the coronavirus (COVID-19) pandemic and to keep all of its toll roads around the world in service at all times, thus ensuring the safety of all its stakeholders.

## April-June

- Abertis and GIC close the deal for the purchase of 72% of Red de Carreteras de Occidente in Mexico.
- The General Meeting of Abertis approves the payment of a dividend of EUR 875 million, 50% of which will be paid on April 28th and the remaining 50% by the end of the year, subject to verification of the impacts of COVID-19 by the Board of Directors.
- Abertis Infraestructuras issues nine-year bonds for a total amount of EUR 900 million.
- Abertis successfully places a EUR 600 million seven-year bond issue of its French subsidiary HIT.

## July-September

- Abertis successfully places a EUR 600 million nine-year bond issue of its French subsidiary HIT.
- Arteris, the Abertis Foundation and Unicef launch the COVID-19-related “Geraçao que move” road safety project in Brazil.
- The Carbon Disclosure Project initiative raises the climate change rating awarded to Abertis to a B.
- Arteris formalises its adherence to the United Nations Global Compact in Brazil.

## October-December

- Abertis and John Hancock complete the acquisition of 100% of the concession operator Elizabeth River Crossings in the US.
- Abertis, in cooperation with IBM, launches the Garage project to develop more innovative, safer and eco-friendly toll roads.
- The Board of Directors of Abertis approves payment of the remaining 50% of the dividend and a new financial policy to promote growth and protect the rating. Specifically, an annual dividend level of EUR 600 million is established, to be paid in 2021 and 2022, as well as a programme to issue hybrid bonds totalling EUR 2,000 million in the medium term.
- Abertis Infraestructuras successfully places a hybrid bond issue amounting to EUR 1,250 million. The objective set in the new financial policy was met by means of this issue and an additional issue in January 2021.
- Emovis wins new innovative traffic management projects in Puerto Rico and Qatar.
- Participation in rolling out Spain's Sustainable Development Strategy in conjunction with the Spanish Network of the Global Compact.

# 3

# Strategy

## 3.1 Business model

The vision, mission and values of Abertis contribute to achieving the Abertis Group's purpose and underlie its short-, medium- and long-term strategy.

The vision of Abertis is to be a leading global operator in infrastructure management serving mobility. The mission of Abertis is to sustainably and efficiently promote and manage infrastructure that contributes to the development of society in harmony with the well-being of its employees and long-term value creation for its shareholders.

The Group acts with integrity, guided by its values:

- Leading on the basis of the principles of responsibility and trust in people.
- Finding solutions to develop infrastructure based on dialogue and cooperation with its stakeholders.
- Anticipating and adapting to the needs of its customers and users through innovation and continuous improvement.
- Promoting efficiency in the organisation based on a simple and pragmatic approach.
- Being transparent to showcase its rigour and credibility.

### Basis for the creation of value

- Be the industry's benchmark company. Abertis can combine quality and innovation.
- Our long-term commitment and the high quality of our services make us a great ally for public authorities.
- Continuous investment in smart technologies and engineering, ensuring the highest levels of service in the toll road network on a daily basis to guarantee customers a swift, comfortable, easy and safe journey.
- Combine financial strength and industry experience: we have a great financing capacity in world markets and the best know-how in the industry.
- Be part of the solution to the problems related to the increase in global traffic, such as congestion and climate change.

### Industry vision

#### Engineering

The Group has a professional team constantly dedicated to maintaining the highest level of service, quality and technology on its toll roads, ensuring that their maintenance is optimal in order to help extend their life cycle and controlling the construction risks involved in expansion and renovation projects to guarantee that schedules are met.

#### Technology

Abertis' experts promote the use of innovative solutions to increase the efficiency, safety and quality of the service. Its aim is to ensure efficient and safe management of traffic through diligent monitoring of traffic conditions, efficient control of traffic flows, etc., and by offering continuous information to customers.

#### Operations

Abertis' industrial team develops and rolls out best practices and policies based on the Group's extensive experience and know-how.

## Global presence at 31 December 2020

Abertis is present in 16 countries in Europe, the Americas and Asia:

### Spain

- Control: Acesa, Aucat, Invicat, Castellana, Avasa, Túnels, Aulesa, Trados 45, Abertis Mobility Services[1]
- Investees: Autema
  - 8 concessions
  - 1,105 km (direct management)
  - 48 km (indirect management)
  - 1,489 employees
  - 14,497.6 tonnes of $CO_2e$ (scopes 1 & 2)

### France

- Control: Sanef, Sapn, Abertis Mobility Services[1]
- Investees: Aliénor, Leónord
  - 2 concessions
  - 1,769 km (direct management)
  - 160 km (indirect management)
  - 2,430 employees
  - 17.175,5 tonnes of $CO_2e$ (scopes 1 & 2)

### Italy

- Control: Autostrada Bs Vr Vi Pd
  - 1 concession
  - 236 km
  - 511 employees
  - 8,622.6 tonnes of $CO_2e$ (scopes 1 & 2)

### Brazil

- Control: Intervias, Via Paulista, Fernão Dias, Fluminense, Régis Bittencourt, Litoral Sul, Planalto Sul
  - 7 concessions
  - 3,200 km
  - 4,413 employees
  - 38,645.5 tonnes of $CO_2e$ (scopes 1 & 2)

### Chile

- Control: Autopista Central, Rutas del Elqui, Rutas del Pacífico, Autopista del Sol, Autopista Los Libertadores, Autopista los Andes
  - 6 concessions
  - 773 km
  - 1,156 employees
  - 13,199 tonnes of $CO_2e$ (scopes 1 & 2)

### Mexico

- Control: Farac, Coviqsa, Conipsa, Cotesa, Autovim
  - 5 concessions
  - 875 km
  - 1,465 employees
  - 8,928.8 tonnes of $CO_2e$ (scopes 1 & 2)

US

- Control: ERC (Elizabeth River Crossings), Abertis Mobility Services[1]; Research and development centre (New York)
    - 1 concession
    - 6 km
    - 189 employees

Puerto Rico

- Control: Metropistas, Autopistas de Puerto Rico, Abertis Mobility Services
    - 2 concessions
    - 90 km
    - 62 employees
    - 2,203.9 tonnes of $CO_2e$ (scopes 1 & 2)

Argentina

- Control: Ausol, Grupo Concesionario del Oeste
    - 2 concessions
    - 175 km
    - 1,980 employees
    - 14,832.8 tonnes of $CO_2e$ (scopes 1 & 2)

India

- Control: Isadak, Trichy Tollway Private Limited, Jadcherla Expressways Private Limited
    - 2 concessions
    - 152 km
    - 53 employees
    - 2,237 tonnes of $CO_2e$ (scopes 1 & 2)

UK

- Control: Abertis Mobility Services[1], Dartford Crossing, Mersey Gateway – Free-flow operation
- Investee: RMG A1-M Alconbury-Peterborough, A419/417 Swindon-Gloucester

Ireland

- Control: Abertis Mobility Services[1]; M-50 (Dublin) – Free-flow operation

Canada

- Control: Abertis Mobility Services[1], Blue Water Bridge

Croatia

- Control: Abertis Mobility Services[1]; Research and development centre

Hungary

- Control: Abertis Mobility Services[1]; Operations office

Qatar

- Control: Abertis Mobility Services[1]; Operations office

# 3.2 Strategic approach

The current Strategic Plan, the Road Tech and Road Safety strategic programmes and the CSR Master Plan constitute the main elements of the Abertis Group's strategic approach, and together set out the strategic and operational targets.

Following the successful completion of the previous Strategic Plan, the Group is executing the plan for 2019-21, which aims to create value on the basis of the following pillars: (i) financial flexibility, (ii) efficiencies and (iii) growth.

[1] Abertis Mobility Services has 701 employees.

## i) Financial flexibility

Abertis' strategy is to optimise its investment portfolio. To do this, the Company seeks to obtain control of all its investees, and dispose of its investments in any investees over which it cannot gain control, in order to fully consolidate all its ownership interests.

In this connection, in June 2020 Abertis sold the 19.67% stake it held in Alis, S.A.

Maintain a solid financial position, with a strong investment grade rating and access to attractive long term funding sources, as well as a sound liquidity.

## ii) Efficiencies

The Group currently has in place its third efficiencies plan, defined for the period from 2018 to 2021, which estimates the achievement of cumulative savings of EUR 650 million, concentrated mainly in the businesses in France, Brazil, Italy and Spain. This plan seeks to maximise synergies and obtain value added through the contributions of all the shareholders in the technology, operations and engineering areas; it is focussed on improving EBITDA through an optimization of operating expenses, staff costs and revenue.

## iii) Growth

The growth of Abertis is achieved on two planes:

- Growth on the basis of existing assets (organic)
- New growth (inorganic)

In relation to organic growth, the aim is for Abertis to consolidate itself as the benchmark operator in the countries in which it is present, by obtaining new projects, creating value and negotiating compensation through toll increases and/or concession term extensions.

In relation to inorganic growth, the aim is to harness the synergies arising from market presence and the areas of responsibility of Atlantia and ACS/Hochtief. Also, Abertis is open to exploring greenfield projects, provided that they are in financially stable countries with a robust legal framework.

In May 2020, Abertis completed the acquisition of 51.26% of the RCO group, being increased in July 2020 by an additional 1.86% (up to a total of 53.12%). RCO is currently one of the main operators in Mexico, managing 875 km through five concessions, which expire between 2025 and 2048.

In November 2020, Abertis entered into an agreement to acquire 55.20% of the Elizabeth River Crossings ("ERC"). The related authorizations were ultimately obtained, and the acquisition was thereby confirmed, in December 2020. ERC currently manages two tunnels and a toll road, spanning a total of 6 km, through one concession which expires in 2070.

Following completion of these transactions, Abertis is present in 16 countries; this will substantially increase its average concession term, since RCO ends in 2048 and ERC is now the concession with the longest term, ending in 2070.

# 4

# Corporate governance

The structure of the governing bodies and the decision-making process constitute other strengths of the Group. This structure is described in detail in the Annual Corporate Governance Report (ACGR), which forms part of this directors' report.

The governance model is based on the Board of Directors and its committees, the Audit Committee and the Nomination and Remuneration Committee, and the top priorities are excellence in good governance, promoting sustainability and good corporate governance practices.

## 4.1 Board of Directors

The Board is composed of the following members:

- Marcelino Fernández Verdes. Chairman.
- Francisco José Aljaro Navarro. CEO.
- Carlo Bertazzo. Director.
- Fabio Cerchiai. Director.
- Pedro José López Jiménez. Director.

Miquel Roca Junyent holds the position of Secretary of the Board of Directors.

## 4.2 Board Committees

The Audit and Control Committee is composed of the following members:

- Pedro José López Jiménez, Chairman.
- Marcelino Fernández Verdes.
- Carlo Bertazzo.

Miquel Roca Junyent holds the position of Secretary of the Audit and Control Committee.

The main functions of the Audit and Control Committee are to report to the General Meeting on the outcome of the Group's audit, oversee the Group’s internal control, internal audit and risk management systems, supervise the process of preparing and presenting the financial and non-financial information, propose the appointment of the Group's auditor to the Board of Directors, issue an annual report on the auditor's independence with respect to the Group and report to the Board of Directors on all matters provided for in the law, the bylaws and the Board Regulations.

For its part, the Nomination and Remuneration Committee is composed of the following members:

- Fabio Cerchiai, Chairman.
- Carlo Bertazzo.
- Pedro José López Jiménez.

Miquel Roca Junyent holds the position of Secretary of the Nomination and Remuneration Committee.

The main functions of the Nomination and Remuneration Committee are to submit to the Board the proposals for the appointment of directors and senior executives, and to propose to the Board the policies for the remuneration of the CEO and senior executives.

# 4.3 Executive team

Abertis' executive team at 31 December 2020 is structured as follows:

- Francisco José Aljaro Navarro, CEO.
- André Rogowski Vidal, CFO.
- Josep Maria Coronas Guinart, General Secretary.
- Martí Carbonell Mascaró, Chief Planning and Control Officer.
- Jordi Fernandez Montolí, Chief Technical Officer.
- Antoni Enrich Grau, Director of People.
- Georgina Flamme Piera, Director of Corporate Reputation and Communication.
- Anna Bonet Olivart, General Manager, Autopistas España.
- Arnaud Quémard, General Manager, Sanef.
- Gonzalo Alcalde Rodríguez, General Manager, A4 Holding.
- André Dorf, General Manager, Arteris.
- Andrés Barberis Martín, General Manager, Vias Chile.
- Demetrio Sodi, General Manager RCO (Mexico).
- David Sullivan, General Manager ERC (USA).
- Julián Fernández Rodes, General Manager, Metropistas.
- Francesc Sánchez Farré, General Manager, Ausol and GCO.
- Josep Quiles Pérez, General Manager, Abertis India.
- Christian Barrientos Ribas, General Manager, Abertis Mobility Services.

# 5

# Compliance and risk management

## 5.1 Ethics and compliance

The Abertis Group is fully committed to carrying on its business activities with integrity, transparency and complying, at all times, with applicable legislation. The Group's business units have their own Ethics and Crime Prevention Committees, as well as their compliance functions.

The Group has a standardized crime prevention model. In what is a new development, significant progress has been made in the monitoring of the degree of implementation of this model at the Group, performed by Abertis' compliance function, since it has been automated by means of the Governance, Risk & Compliance corporate tool. In addition, in 2020 the model was improved in order to guarantee the following:

1. Technical competencies and ethical attitudes of the directors and employees overseeing the compliance model in each business unit.
2. Monitoring of the compliance of the controls mitigating legal risks.
3. Types, formats and frequency of training in the compliance area.
4. Traceability of whistleblowing management by all the Ethics and Crime Prevention Committees of the Abertis Group.
5. The non-existence of reprisals in the event of internal complaints made in good faith.
6. The appraisal of the annual performance of the Group employees that are subject to performance review, in accordance with ethical values.
7. The obtainment of international certification ISO 37001 by all the Group's business units.

It is also worth highlighting the inclusion of Red de Carreteras de Occidente (RCO) in the Abertis Group's standardized crime prevention model, as well as the improvement in the integration of the Internal Audit, Corporate Development, Legal/M&A Advisory and People functions with Abertis' compliance function.

### Ethics and compliance rules of the Abertis Group

The three basic pillars of the ethics and compliance rules of the Abertis Group are:

- The Abertis Group's Code of Ethics.
- The Abertis Group's Compliance Policy.
- The Abertis Group's Anti-corruption Rules.

These rules apply to all the business units, whose respective managing bodies adhere to them or approve their own codes of ethics, compliance policies and anti-corruption rules with the aim of adapting to the specific features of the business and the country in question, while following the Group's main guidelines.

As part of the process of improving the compliance models, in 2020 Arteris in Brazil approved a new version of its Code of Ethics and Isadak in India updated its Anti-corruption Rules, in addition to the related internal implementing regulations.

## Net criminal risks

Abertis has prepared a Group methodology for the assessment of the existing legal controls at the Abertis Group that enable the mitigation of risks of non-compliance with external and internal rules applicable to the Group. The application of the aforementioned methodology involves the obtainment of net criminal risk maps.

Since Abertis assessed its legal controls in 2020, it now has its net criminal risk map. This methodology must also be applied by the business units in 2021.

## Ethics and compliance training

The Group's business units have given training and carried out awareness campaigns focused on the following aspects:

1. Ethical values
2. Compliance model
3. Anti-corruption
4. Prevention of workplace harassment
5. Misuse of information

In 2020, Brazil, Chile, Italy, Puerto Rico and the countries involved in Mobility Services carried out specific training on anti-corruption, the code of ethics, workplace harassment and misuse of information, designed for the members of the boards of directors of each of the subsidiaries, as well as persons holding executive positions and all employees. In addition, specific advocacy & lobbying training was provided in Spain.

For the first time, Abertis launched an anti-corruption awareness campaign at Group level, which consisted of a video featuring Abertis' CEO and General Secretary, as well as its Legal Advisory and Engineering and Construction Managers. At Abertis this campaign was disseminated through the digital screens at the corporate headquarters of Abertis' offices in Spain, as well as on the Intranet.

Also, the business units have the mission to disseminate this campaign to all of their employees in 2021, with an institutional message from the respective General Manager, using the media they consider most suitable.

## Certification of Compliance Management Systems

As part of the strategy to improve the anti-corruption model, it is necessary for all the business units to obtain the ISO 37001 international anti-bribery management system certificate. Autopistas España and Abertis Infraestructuras have obtained the aforementioned certificate.

In addition, Autopistas España has been awarded the Spanish crime prevention certification in accordance with UNE Standard 19601:2017.

## Ethics channel

All the Group's business units have whistleblowing mechanisms for reporting irregularities of all kinds that guarantee confidentiality in the management of all the reports received.

Abertis' ethics channel, together with the Group's Code of Ethics and compliance rules, can be accessed through the website www.abertis.com.

In 2020, 329 reports of breaches of the Code of Ethics were received, and 87.5% of the cases classified as open were duly resolved.

Distribution of reports resolved by type of resolution

| | 2020 |
|---|---|
| Rejected | 60.4% |
| Warnings | 13.1% |
| Dismissal | 9.5% |
| Other disciplinary measures | 17.1% |

The compliance management model is composed of:

1. Board of Directors – *Audit Committee (constituted in November 2019)*
2. Corporate Ethics and Crime Prevention Committee – *Chief Compliance Officer*
3. Local Ethics and Crime Prevention Committees – *Local Compliance Officers*

# 5.2 Risk control

The Group is exposed to various risks inherent to the various countries in which it operates that may prevent it from achieving its objectives. Therefore, Abertis has implemented a risk management model, approved by the Board of Directors in the discharge of its duties, applicable to all business units and corporate units in all the countries in which it carries on its business activities.

This model is reviewed regularly in order to ensure the inclusion of best practices in risk management and control. Therefore, in 2020 an analysis of Abertis' Risk Management model was conducted on the basis of best risk management practices and, more specifically, in accordance with the COSO (Committee of Sponsoring Organizations of the Treadway Commission) ERM framework.

The analysis of the adherence of Abertis' ERM to the five pillars defined in the COSO ERM framework revealed a high level of adherence. The actions identified at Abertis to contribute to the improvement of its ERM process are currently being implemented.

## Main risks and internal control

The aim of the Abertis Group's risk management model is, among others, to ensure the achievement of the Company's main objectives; the main risks that may affect the achievement of those objectives, and the corresponding control measures, are as follows:

| Type of risk | Main risks | Control measures |
|---|---|---|
| Governance and reputational risks | • Loss of reputation.<br>• Governance model.<br>• Loss of talent, succession in key positions. | • Crisis management model.<br>• Formalization of roles and responsibilities.<br>• Management of people and talent. |
| Environment-related and regulatory risks and risks arising from the specific nature of the Group's businesses. | • Decreases in demand due to the economic situation in certain countries.<br>• Creation of alternative infrastructure.<br>• Risks arising from the integration of acquisitions.<br>• Changes and restrictions in mobility.<br>• Regulatory and socio-political changes.<br>• Catastrophe risks.<br>• Change in concession terms and conditions and/or restoration of economic feasibility. | • Internationalization and selective growth policy and Investment Committees.<br>• Cooperation with public authorities.<br>• Monitoring of changes in the contractual and legal framework.<br>• Coordination to ensure adequate compliance with the local legislation in force and pre-emption of legislative changes.<br>• Insurance coverage. |

| Type of risk | Main risks | Control measures |
|---|---|---|
| Financial risks | • Foreign currency risk.<br>• Liquidity risk.<br>• Cash flow interest rate risk.<br>• Debt refinancing risk and credit rating changes.<br>• Breach of financial commitments and debt repayment obligations. | • Monitoring of interest rate and exchange rate management policy.<br>• Monitoring and extension of debt maturities and scrutiny of potential impacts on credit rating.<br>• Sensitivity analysis. |
| Industrial risks | • Customer and employee safety.<br>• Risks associated with adaptation and rapid response to technological changes in operating systems and to the emergence of new technologies.<br>• Information systems security.<br>• Construction project control risks.<br>• Correct infrastructure maintenance and infrastructure quality risks.<br>• Talent training and retention risks.<br>• Supplier dependence.<br>• Environmental risks. | • Specific control policies, procedures, plans and systems for each business area.<br>• Investment programme monitoring and control (OPEX and CAPEX Committees).<br>• Road safety, operation and management system improvement plans (traffic, tunnels).<br>• Risk monitoring and analysis and implementation of a corporate insurance programme.<br>• Environmental management systems.<br>• Business continuity plans. |
| Financial reporting, fraud and compliance risks | • Integrity and security of financial reporting and transactions.<br>• Manipulation of information, corruption and misappropriation fraud.<br>• Contingencies, ongoing inspections and appeals.<br>• Compliance with legislation, internal regulations and contractual obligations.<br>• Code of ethics. | • Internal Control over Financial Reporting (ICFR) system organisation and supervision model.<br>• Compliance model in place at the Group.<br>• ISO 37001 certification (implemented in Spain, under way in the rest of the Group).<br>• Adoption of the Code of Good Tax Practices.<br>• Annual declaration of compliance with the code of ethics. |

## COVID-19 impacts - Main risks

2020 was marked by the health emergency caused by COVID-19, which, declared to be a global pandemic, has affected all the Group's businesses, although to a varying degree of intensity and with varying time impacts.

The availability of the service provided by our concessions has been uninterrupted throughout the pandemic since it is an essential service. Therefore, it has been necessary to implement and monitor exceptional measures to ensure the continuity of operations whilst fully guaranteeing the safety of our employees and users.

The management of all of Abertis' business units has centred on and prioritized the identification of emerging risks and the changes in assessment of existing ones, affected by the COVID-19 crisis. These risks have been clearly identified and assessed, together with the controls and action plans implemented in the short term to mitigate exposure, and measures have been adopted to strengthen our resilience capacity. In this connection, a COVID-19 Crisis Coordination Committee has been created to monitor the continuity and safety of operations in all the businesses in which the Group operates. This committee meets on a regular basis to share Best Practices and to anticipate any required risk mitigation measures. The objective is to monitor the risks, together with the protocols and actions to be performed, in order to guarantee the continuity of operations.

Worthy of note, therefore, in 2020 is the impact of COVID-19 on several of the main risks affecting Abertis' business:

| COVID Main Risks identified | | Abertis Main mitigation Action Plans |
|---|---|---|
| External Risk | Traffic decrease | • Periodically monitoring the evolution of the risk and sensibility analysis<br>• Analysis of the concessional contracts and opportunities of economic rebalance |
| External Risk | Regulatory | • Ensure respect of the Concession Agreement terms (increase of tariffs, etc.) Legal/ friendly |
| Financial Risk | Liquidity | • Ensure compliance of financial covenants: renegotiation of ratios<br>• Refinancing of debt |
| Operational Risk | ICT Systems: (Cyberattack) | • Secure remote access via VPN<br>• Information Security master plan |
| Operational Risk | Health and Safety | • Protocols and actions: Permanent sanitization on board / periodical test COVID-19 to employees / Flu vaccination / Campaigns to promote preventive behaviors and social distancing / Psychological assistance to workers and family |
| Operational Risk | Capex deviations in term and cost | • Prioritization of CAPEX / Risk management methodology deployed / Risk transfer to suppliers (price variation, etc.) |
| Business Continuity Risk | Unavailability of people | • Shift management to ensure availability of people, specially with impact on critical activities (traffic management, collection and billing) |
| Business Continuity Risk | Capacity of remote technology | • Remote working: continue operations from locations outside of office sites (deployment of a common video call system for the hole Group).<br>• Access and communication readiness; continuous IT remote support |

In addition to the risks arising from the exceptional impact of the COVID-19 crisis (basically the fall in traffic), the Group has continued to manage other risks related to the political and social instability in some of the countries in which it operates (mitigated by internationalization and geographical diversification), to the damage caused by adverse weather conditions (mitigated by a corporate insurance coverage and contingency plan policy) and to the reduction in the average life of toll road concessions and the expiry of concessions (mitigated by the growth of the asset portfolio through the taking of control of RCO in Mexico, as well as of Elisabeth River Crossings in USA, with 50 years still remaining until this concession expires).

# 6

# Safe and innovative toll roads

As one of the world's leading toll road operators, Abertis manages its infrastructure under four basic principles that interact with each other and make up its industrial model: road safety, the pursuit of intelligent solutions to boost efficiency and traveling comfort, innovation and the harnessing of the benefits provided by new technologies, and a customer-oriented approach.

43.5% of toll road revenue relates to roads with a safety management system in place, and 32.3% to roads certified under the ISO 39001 international standard.

## 6.1 Road safety

Abertis considers road safety one of its priorities, which it works towards through the global "Road Safety" programme. Through this programme, transversal teams from all disciplines and geographical areas work together at the Group to guarantee knowledge and application of the best practices in road safety on Abertis' toll roads.

Abertis' Road Safety programme encompasses more than 60 years of knowledge and experience in the construction and management of toll roads, complying with the most stringent international standards. Thus, the Group follows the most widely recognised policies and procedures in the industry in order to ensure road safety in all areas of its activity.

The Group invests in intelligent engineering and technology to guarantee that its customers have the best experience possible when traveling on its toll roads. The Group applies advanced construction and management practices, and cooperates with worldwide benchmark institutions and organisations with a global vision: to achieve the objective of zero fatalities on its toll roads.

Abertis is continuing to work on a vision of road safety that shares the values of the Global Plan for the Decade of Action for Road Safety 2011-2020, and its recent renewal for the decade spanning 2021-2030, which is founded on five pillars: (i) safe infrastructure; (ii) road safety management; (iii) safer vehicles; (iv) safer road users; and (v) post-crash response.

In 2020, the improvement in the historical series of accident and fatality rates that the Group had been recording was affected by the impact of the pandemic on mobility patterns and the inclusion of Mexico in the data. Fatality and accident rates both trended in the opposite direction to the Group's objectives, with global increases in both rates. The numbers of traffic accidents and deaths fell in all the countries in absolute terms, but the significant reduction in kilometres travelled affected the calculation of fatality and accident rates in each of the countries and at Group level. Similarly, the inclusion of Mexico in the data for 2020 led to an overall increase in the number of traffic accident victims, which had a direct impact on the fatality rate. The Appendix on Follow-up of the CSRMP provides a detail of the changes in the data by country.

Fatalities have decreased during the year by 4,9%. The accident (IF1) and fatality (IF3) rates during the year have been 21.0 and 1.4, respectively.

## Main actions taken in 2020

### GLOBAL

- Continuation of the development of the alliance with UNICEF to reduce the impact of traffic accidents on minors: in 2020 the programme was launched in Brazil.

### SPAIN

- Observatory on the behaviour of toll road drivers in Spain in 2020.
- Safety improvements in the Vallvidrera and Cadí tunnels and work on road safety campaigns in conjunction with the Catalonian Traffic Service.
- Renovation of the ventilation system in Tunnel 2 of the AP-6.
- Improvement of the asset management system through a field inspection application.

### FRANCE

- Observatory on the behaviour of toll road drivers.
- Campaign relating to the risks of falling asleep at the wheel *#JeChoisislaPause.*
- *"Gardez vos distances"*: a campaign to keep a safe following distance.

### ITALY

- Observatory on the behaviour of toll road drivers.
- Campaign to enhance self-protection in the event of breakdown or accident on toll roads.

### BRAZIL

- "*Geraçao que move"* project in cooperation with the Abertis Foundation and UNICEF.
- Construction of walkways for pedestrians on Via Paulista.
- Wake up Driver: Campaign about falling asleep at the wheel aimed at truck drivers.
- Campaign for the use of seat belts.
- *Viva Motorcyclist, Viva Pedestre, Viva Seguro, Serra Segura* campaigns, among others.

### CHILE

- Drone-based 3D modelling of bridges and structures for their maintenance and the appraisal of special loads.
- Control of road surfacing work using thermographic cameras.
- Design and implementation of a territorial management protocol for construction and maintenance actions.

### PUERTO RICO

- Actions to be prepared for emergencies (Incident Command System).
- "*La última llamada*" awareness campaign.
- Other campaigns on the use of seat belts, safety seats and the observance of speed limits.

### ARGENTINA

- Technical surveying of toll road structures.
- Observatory on the behaviour of toll road drivers.
- "Everyone in their place" campaign for respect between trucks and motorcycles.

### MEXICO

- Campaigns for safe travel.

### INDIA

- Improvement of infrastructures: construction of metal barriers, better signalling, creation of pedestrian crossings, improvement of safety on toll plazas, etc.
- Holding of Road Safety Week.
- Awareness project with the Peace Trust comprising street theatre and puppet shows.
- Awareness programme in schools.
- Campaigns aimed at users and inhabitants of areas close to toll roads with a special emphasis on the use of seat belts and helmets and avoiding alcohol consumption at the wheel.

In addition to the aforementioned measures, specific actions have been performed in relation to road safety management in the context of the COVID-19 pandemic. These include the digitalisation of the Proyecto Escola in Brazil, the objective being to move towards a hybrid educational model combining virtual and in-person education in line with the development of the restrictions on social interaction, the free use of Truck Parks for transport professionals in Spain and similar actions in Italy, the deployment of Foodtrucks to meet the needs of hauliers in France, and the distribution of PPE for their counterparts in Brazil.

Similarly, various countries have promoted communication campaigns to guarantee the health and safety of toll road users in connection with the measures to prevent transmission of the virus established by the governments in question.

# 6.2 Innovation

Managing mobility in the future will entail important challenges but also great opportunities. Therefore, Abertis has developed its "Road Tech" strategic programme, which brings together road infrastructure and new technologies, with the objective of making the Group a platform for safer, smarter and more sustainable mobility.

At Abertis, innovation encompasses many areas. On the one hand, through analysis of how new mobility trends can impact the traditional business. On the other, through a commitment to a new line of business, based on Mobility as a Service (MasS), which shifts the focus of mobility away from the mode of transport to the individual, who understands mobility as a point-to-point service, with new and different needs.

## Connected toll roads

Abertis promotes projects aimed at new mobility challenges, such as the preparation of toll roads for electric, connected or autonomous vehicles.

The programme is based on the following pillars:

- Solutions for intelligent toll roads and integrated mobility. The subsidiaries in Spain, France and Italy are participating in the European C-Roads project for cooperative transport and autonomous driving systems, to find advanced vehicle-to-infrastructure communication solutions applied to mobility and the application of the Internet of Things to monitor the state of the infrastructure, as well as to improve service and optimise operations.
- Solutions for connected and autonomous vehicles, such as the project to deploy cooperative intelligent transport systems for exchanging information on traffic conditions, or the Inframix European project studying the coexistence of connected and conventional vehicles on toll roads.
- Solutions for electric vehicles, with the development of electric charging points in the toll road network.

## Electronic tolls and free-flow systems

The Abertis Group is committed to the innovations brought about by electronic and barrier-free toll technology thanks to its many advantages: a smoother journey, a more modern toll road adapted to its customers' payment systems, greater safety for customers and road workers, and greater respect for the environment thanks to savings in fuel consumption and polluting emissions.

Abertis offers free-flow mobility solution advisory, design, implementation, operation and maintenance services through its Emovis technology and services division, which operates some of the world’s largest electronic toll infrastructure in the UK, Ireland, the US and Canada. It operates in eight countries: Canada, the US, Puerto Rico, the UK, Ireland, France, Croatia and since 2020, Qatar.

The percentage of automatic or electronic toll transactions increased at the Group to 76.7% (+4.1 p.p.) of the total, with 64.1% relating to electronic toll transactions alone (+2.6 p.p.). India, Argentina, Chile and Brazil stand out among the countries that have seen the highest growth.

## Mobility as a service

Abertis Mobility Services is the Group's business line whose goal is to respond to the need for Mobility as a Service; it aims to become the pioneer in modern and efficient mobility focused on various types of customers: on the one hand, authorities and road operators (B2A), through the subsidiary Emovis, and on the other, vehicle fleet companies (B2B), through Eurotoll, one of the largest issuers of electronic payment devices, or OBUs (On-Board-Units) in Europe. Lastly, citizens are the direct customers of subsidiaries such as Bip&Go and Bip&Drive, in the toll payment device sector.

## Garage Project

In 2020, the Abertis Group entered into a three-year global partnership agreement with IBM, to launch an "innovation garage", a programme designed to co-explore and co-develop innovative ideas for improving road infrastructure management using technology. Therefore, the two companies are joining forces to help tackle future mobility challenges, which are mainly related to increased traffic, the environment and road safety, in the countries in which the Abertis Group is present.

The projects being explored within this programme aim to find new solutions based on technological resources -such as artificial intelligence, the Internet of Things and the Cloud, among others- in order to improve the customer experience on Abertis' toll roads, offering safer and more comfortable and sustainable journeys tailored to their needs. To do so, Abertis has multi-disciplinary and multinational teams, made up of professionals from Spain, France, Italy, Chile, Puerto Rico, Brazil, Argentina, India and Mexico.

For the time being, four projects are already under way: a continuous monitoring system to prevent the degradation of toll road surfaces and optimise maintenance; an artificial intelligence-driven weather forecasting system to provide greater safety and efficiency during winter; a free-flow mobility support system; and the use of big data to offer tailored solutions to customers and expand free-flow systems.

The Abertis Group and IBM will work together to develop these solutions and analyse their feasibility to implement them in the short to medium term.

## Main Innovation actions performed in 2020

### FREE-FLOW MOBILITY

- ViasChile has completed the roll-out of the free-flow toll systems at all the accesses to the capital managed by the company. All of the ViasChile toll roads exiting Santiago have from this year on been equipped with a free-flow toll system to improve mobility and road safety.
- Emovis has been awarded a new contract in Puerto Rico to install electronic free-flow toll bridges in the dynamic toll lanes of the PR-52 and PR-18 toll roads. It has also expanded to the state of Qatar, after winning a contract to design and operate an urban toll system on the Doha Expressway toll road.

### ELECTRIC MOBILITY

- The French government, together with toll concession operators including Sanef, among other parties, has promoted a plan to install 100,000 electric vehicle charging points to speed up electric mobility in the country.

### AUTONOMOUS AND CONNECTED VEHICLES

- In 2020 the technical results of the Inframix project, which involved the participation of Autopistas, were presented. In the framework of this project, an evaluation was conducted of specific scenarios for the coexistence of autonomous and conventional vehicles on the AP-7 toll road.
- The European Commission has announced a subsidy of EUR 11.9 million to test 5G technology over the next three years on autonomous and connected vehicles between Figueres and Perpignan, in a project in which Autopistas will participate. The project, called 5GMed Corridor, will study how vehicles can remain connected to the telephone network in a cross-border

area, which requires a change in operator. 5G will enable a reduction in road accidents and decrease carbon dioxide emissions.

## PAYMENT SYSTEMS

- Autopistas and Sanef have launched applications for paying tolls on mobile phones. AWAI, Autopistas' app, enables smartphone payments on the C-32 toll road, while Paipor can be used on the A13 and A14 toll roads in France. These are solutions that make it possible to perform the payment transaction more comfortably, quickly and safely.
- Red de Carreteras de Occidente (RCO) has established the automatic toll Tag system using credit topping-up as an alternative to paying in cash or by card, which makes journeys in Mexico quicker and safer.
- Emovis has continued to innovate and implement its next-generation road user charge (RUC) system for tolls based on satellite geolocation, expanding its operations to the state of Utah (US). It has also implemented the first RUC pilot scheme in Ireland, which explores sustainable financing solutions for the future.
- Autopistas de Puerto Rico has definitively closed lanes using manual cash payments.

## CYBERSECURITY AND BACK OFFICE

- Autopistas has also made improvements to the Cybersecurity Master Plan to ensure the continuity of the business and the protection of the security of company, customer and employee data.
- Emovis has designed and implemented several new solutions in 2020: commercial back office (CBO), video tolling and image review. It has also implemented its new SAP solution-based CBO in Qatar, video tolling to replace traditional tolling in Poland and its first image review solution in Canada to increase productivity and minimise the error rate.
- Emovis also provides innovation as part of its free-flow toll operations in the UK, having implemented artificial intelligence to classify its back office transactions more efficiently. It has also applied its experience with a free-flow pilot scheme at Autopistas España, including a new commercial back office.

# 7

# Value creation

## 7.1 Shareholders

Aggregates and results

Average Daily Traffic (ADT), the main activity indicator, experienced a like-for-like decrease of -21.4% to stand at 20,255 vehicles at 31 December 2020, which had a negative impact on Group revenue.

In 2020, the levels of activity of the Group's toll road concession operators decreased due to the mobility restrictions imposed by the various governments as a result of COVID-19; the detail of their ADT up to 31 December 2020 is as follows:

| | Km | ADT 2020 | % Change vs. 2019 |
|---|---|---|---|
| Toll roads Spain | 1,105 | 17,079 | (30.8%) |
| Toll roads France | 1,769 | 19,244 | (24.6%) |
| Toll roads Italy | 236 | 47,326 | (27.8%) |
| Toll roads Brazil | 3,200 | 19,137 | (7.5%) |
| Toll roads Chile | 773 | 19,827 | (25.9%) |
| Toll roads Mexico | 861 | 13,341 | (12.0%) |
| Toll roads Puerto Rico | 90 | 55,104 | (20.6%) |
| Toll roads Argentina | 175 | 49,055 | (39.8%) |
| Toll roads India | 152 | 18,971 | (15.5%) |
| **Abertis[2]** | **8,361** | **20,255** | **(21.4%)** |

As can be observed, at the end of 2020 Abertis' toll road activity showed a downward trend, mainly as a result of the various mobility restriction measures implemented by the governments of the countries in which the Group operates to address the effects of the pandemic. In this connection, of particular note are the decreases in activity in the European countries, whose measures have been more restrictive and longer-lasting.

Also, it is worth noting that in 2020 the kilometres managed by the Spanish concession operators fell in comparison with the previous year due to the expiry of the Aumar concession arrangement. This impact has been partially offset by the acquisition of new concessions in Mexico.

Lastly, in the first quarter of 2020 activity in Chile was also adversely affected by the social crisis, which had a negative impact on light and heavy vehicle traffic. Autopista del Sol was the hardest-hit concession.

[2] Does not include Toll roads USA since ERC does not incorporate its profit/loss for the year due to the consolidation taken place at year end.

The main aggregates in the consolidated statements of profit or loss for 2020 and 2019 are as follows:

| **EUR million** | **2020** | **2019** |
|---|---|---|
| Operating income | 4,054 | 5,361 |
| Operating expenses | (1,426) | (1,624) |
| **Gross profit from operations** | **2,628** | **3,737** |
| Depreciation and amortisation charge and impairment losses on assets | (2,688) | (2,705) |
| Construction revenue and expenses | 16 | 20 |
| **Profit (Loss) from operations** | **(44)** | **1,052** |
| Financial loss | (706) | (610) |
| Share of profit (loss) of companies accounted for using the equity method | 15 | (3) |
| **Profit (Loss) before tax** | **(735)** | **439** |
| Income tax | 220 | (110) |
| **Profit/(Loss) from continuing operations** | **(515)** | **329** |
| Loss from discontinued operations | - | (6) |
| **Profit (Loss) for the year** | **(515)** | **323** |
| Attributable to non-controlling interests | (123) | (29) |
| **Attributable to shareholders of the Parent** | **(392)** | **352** |

Operating income amounted to EUR 4,054 million, representing a decrease of -24.4% compared with 2019, due mainly to:

- The mobility restrictions imposed by the governments of the countries in which the Group operates to address the effects of the COVID-19 pandemic.
- The expiry of the Aumar concession arrangement, which gave rise to a reduction in revenue of EUR 337 million and in the number of kilometres managed by the Group.
- The negative performance of the Group's various currencies, particularly the Brazilian real, the Chilean peso and the Argentine peso, the average exchange rates of which reflected a depreciation of 33%, 15% and 54%, respectively, with respect to the average exchange rates in 2019, which led to a EUR 279 million decrease in Group revenue.

These impacts were partially offset by:

- The acquisition of the RCO group, which after its inclusion contributed revenue of EUR 230 million.
- The expense reduction due to the different actions aimed at reducing the negative impact caused by COVID-19.

## EBITDA

EBITDA reached EUR 2,628 million, down 30% in relation to 2019. The Group's results were adversely affected mainly by the mobility restrictions established by the governments of the countries in which the Group operates as a result of the COVID-19 pandemic, which gave rise to reductions in the activity of the Group's various concessions.

| **EBITDA by country (EUR M)** | **2020** | **2019** |
|---|---|---|
| Spain | 705 | 1,283 |
| France | 972 | 1,258 |
| Chile | 281 | 445 |
| Brazil | 233 | 339 |
| Mexico | 183 | - |
| Italy | 150 | 232 |
| Puerto Rico | 85 | 116 |
| Argentina | 14 | 27 |
| Other | 5 | 37 |

In order to mitigate the negative impact of COVID-19, the Group took various measures aimed at reducing expenses.

In addition to the reduction in activity, other factors affecting the Group's EBITDA in 2020 have been the end of concession of Aumar, and the negative performance of exchange rates.

## Financial loss and depreciation and amortisation charge

The Group's results include, as in the previous year, the effects of the obtainment of control of the Abertis Group and the merger of Abertis with Abertis Participaciones and, therefore, the fair values of the assets and liabilities of Abertis arising from the purchase price allocation, which had a negative impact of EUR 677 million in 2020 due mainly to the annual depreciation and amortisation charge on the assets revalued subsequent to the aforementioned transaction (2019: EUR 749 million).

The increase in the financial loss is related mainly to the impairment of the IFRIC 12 financial asset in Argentina due to the ongoing deterioration of the country's economic situation, which was exacerbated further by the pandemic, the inclusion of the RCO Group's financial loss following its acquisition in May 2020, and the impact of the bond repurchase performed in 2020. These impacts were partially offset by the sale of the ownership interest in Alis and an efficient finance management of the existing debt.

## Income tax

Income tax in 2020 resulted in a benefit of EUR 220 million (due to the reduction in activity and the impact of the obtainment of control of the Abertis Group and the merger of Abertis with Abertis Participaciones described in the previous section), the tax rates in the main countries in which Abertis operates being as follows: Spain, 25%; France, 34,4%; Italy, 31,4%; Brazil, 34%; Chile, 27% and Mexico, 30%.

## Profit (Loss)

The consolidated loss for 2020 attributable to the shareholders amounted to EUR 392 million (2019: profit of EUR 352 million), mainly as a consequence of the reduction in traffic caused by the mobility restrictions imposed as a result of the COVID-19 pandemic.

## Balance sheet performance

The main aggregates in the consolidated balance sheet (presented in condensed format) as at 31 December 2020 and 2019 are as follows:

| EUR million | 31 December 2020 | 31 December 2019 | | 31 December 2020 | 31 December 2019 |
|---|---|---|---|---|---|
| Property, plant and equipment | 426 | 451 | Share capital and reserves attributable to shareholders of the Parent | 5,644 | 5,873 |
| Goodwill | 8,378 | 7,927 | Non-controlling interests | 2,970 | 1,962 |
| Other intangible assets | 29,197 | 25,571 | **Equity** | **8,614** | **7,835** |
| Investments in associates and interests in joint ventures | 292 | 409 | Bond issues and bank borrowings | 26,573 | 24,112 |
| Other non-current assets | 3,608 | 3,523 | Other non-current liabilities | 7,323 | 6,930 |
| **Non-current assets** | **41,901** | **37,881** | **Non-current liabilities** | **33,896** | **31,042** |
| Other current assets | 1,528 | 2,168 | Bond issues and bank borrowings | 2,576 | 2,254 |
| Cash and cash equivalents | 3,102 | 2,645 | Other current liabilities | 1,472 | 1,563 |
| **Current assets** | **4,630** | **4,813** | **Current liabilities** | **4,048** | **3,817** |
| Non-current assets classified as held for sale and discontinued operations | 27 | - | Liabilities associated with non-current assets classified as held for sale and discontinued operations | - | - |
| **Assets** | **46,558** | **42,694** | **Equity and liabilities** | **46,558** | **42,694** |

At 31 December 2020, total assets amounted to EUR 46,558 million, representing an increase of 9% compared with 2019 year-end. This was due mainly to the impact of the inclusion of the Mexican and US businesses.

Approximately 62% of the total assets relate to other intangible assets (mainly concessions) in line with the nature of the Group's infrastructure management business.

Consolidated equity amounted to EUR 8,614 million, up 10% on the figure at 2019 year-end, which was affected mainly by:

- The positive impact of EUR 1,427 million arising from the changes in the Group's scope of consolidation with the acquisitions of the Mexican and US businesses amounting to EUR 951 million and EUR 476 million, respectively.
- The positive impact of the perpetual bond issue amounting to EUR 1,242 million.
- The dividends paid in 2020 amounting to EUR 875 million.
- The negative impact of the loss for the year amounting to EUR 392 million.

## Investments

Total investment by the Group in 2020 amounted to EUR 2,594 million and related primarily to inorganic growth (81% of the total investment), mainly in respect of:

- Acquisition of 53.117% of the Red de Carreteras de Occidente (RCO) group.
- Acquisition of 55.2% of Elizabeth River Crossings (ERC).

The Group's purpose in undertaking these transactions is to offset almost all of the impact of the expiry of the Aumar concession agreement and, at the same time, to diversify its operations into two new geographical areas: Mexico and USA.

The Group invested EUR 397 million in expansion in 2020, accounting for 15% of total Group investment, mainly in:

- Increasing the capacity of the toll roads, particularly those located in Brazil (EUR 174 million) and in France to improve and extend the network (EUR 132 million).

In this regard, Sanef is continuing to improve its network in the framework of the agreement reached with the French government in prior years to implement the "Plan Relance" with respect to French toll roads. This plan provides for improvements to the toll road network in exchange for an extension of the concession arrangements (two years for Sanef and three years and eight months for Sapn).

Of note in this regard is the fact that on 24 July 2018 Sanef entered into an agreement with the French government to implement a new investment plan to build various link roads, increase the number of parking spaces for high-occupancy vehicles and carry out various programmes to protect the network's water resources. Under the agreement, Sanef will invest EUR 122 million in various projects in exchange for an additional annual increase in tolls for 2019-2021 (0.225% for Sanef and 0.218% for Sapn).

In the case of Arteris, work to extend and improve the toll roads is continuing, particularly with respect to the concessions that depend on the Federal State. Of note in 2020 were the road surface recovery work and the "Contorno de Florianópolis" construction project at Litoral Sul, in accordance with the provisions of the respective concession arrangements. With respect to the concessions in São Paulo State, progress is being made in the new ViaPaulista concession with respect to the initial road recovery work and the construction of operational bases and toll plazas. Operations were expected to commence at the end of the year.

The Group's operating investment in 2020 amounted to EUR 91 million (4% of the total).

The Group is continuing to focus its efforts on controlling operating expenses to improve efficiency, and on investing in the development and expansion of the capacity of its own assets, as well as on the acquisition of new concessions, having invested EUR 2,594 million in 2020, of which approximately 60% were invested in Mexico, 23% in the US, 8% in Brazil and 7% in France.

In addition to the investments in inorganic growth and the extension of the average life of its portfolio, Abertis also placed emphasis on the expansion of its toll road capacity.

## Financial management

Gross debt at 31 December 2020 (not including payables to companies accounted for using the equity method, interest on loans and bonds or other liabilities) amounted to EUR 28,310 million and represented, on the one hand, 329% of equity, a slightly higher percentage than at the end of 2019 (327%) due to the changes in gross borrowings detailed below, and, on the other hand, 61% of liabilities and equity, which was similar to the percentage at the end of 2019 (60%).

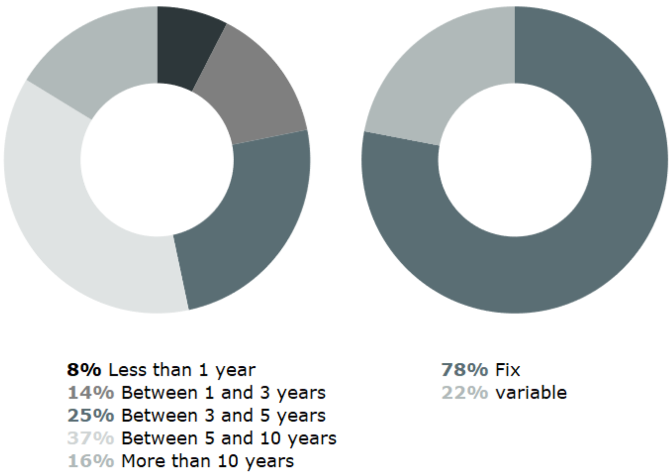
Also, Abertis' Net Debt (not including payables to companies accounted for using the equity method, interest on loans and bonds) in 2020 increased by EUR 2,245 million to EUR 25,208 million.

The aforementioned change in bank borrowings (both gross and net) was due mainly to:

- The impact of obtaining control of 53.12% of the share capital of RCO, as well a of 55.2% of ERC, for an approximate amount of EUR 2,000 million, and the resulting inclusion of its net debts, which at the date control was obtained amounted to EUR 2,600 million.
- The issuance of a hybrid bond amounting to EUR 1,250 million, which, in view of its nature and contractual conditions, was classified for accounting purposes in the Group's equity, and which made it possible to perform a bond repurchase and thereby, from an accounting standpoint, reduce the Group's net bank borrowings by the same amount.
- The payment of the dividend in 2020 amounting to EUR 875 million.
- The exchange rate effect at 31 December 2020, due mainly to the depreciation of the Brazilian real and the Chilean peso at the reporting date, which reduced the Net Debt by EUR 531 million.
- Other additional impacts such as investments in 2020 amounting to EUR 488 million, and the divestment of Alis.

As a result of its investment activity, primarily in the concession businesses, Abertis is exposed to both regulatory and financial risks, the latter comprising foreign currency risk, credit risk, liquidity risk and cash flow interest rate risk. The Group's global risk management programme takes into account the uncertainty of the financial markets and aims to minimize the potential adverse effects on the global profitability of the Group as a whole by establishing financing and hedging policies in line with the nature of its businesses.

In practice, this continues to translate into a sound financial structure, with a high average debt maturity (6.28 years at 2020 year-end compared with 5.6 years at 2019 year-end), and, in keeping with a policy to minimize exposure to financial risks, a high percentage of debt bears interest at fixed rates or at rates fixed through hedging (78% at 2020 year-end compared with 75% at 2019 year-end), greatly reducing the possible effects of constraints in the credit market.




In this connection, of particular note in 2020 were the following transactions performed by various Group companies:

- Under the Euro Medium Term Note Programme (EMTN) registered with the Central Bank of Ireland (CBI) in Dublin on 6 March 2019, Abertis carried out new bond issues totalling EUR 1,500 million.
- The arrangement of new loan agreements with banks totalling EUR 420 million.

- The drawdown of a total of EUR 1,000 million against existing bilateral loans.
- The issue by Hit of two new bonds for a total amount of EUR 1,200 million, which enabled it to strengthen its liquidity position in the current economic climate.
- The issue by Arteris of bonds amounting to BRL 1,454 million (approximately EUR 228 million).

In 2020, Abertis repaid EUR 3,391 million of its debt, of which EUR 1,500 million correspond to the early repayment of the debt assumed by it of its shareholder Abertis HoldCo, S.A., EUR 50 million to the maturity of a bilateral loan, EUR 1,561 million to the repayment of bonds, EUR 250 million to the repayment of credit facilities drawn against in the year and EUR 30 million to the maturity of commercial paper.

Also, Abertis took steps to optimise the Group's liquidity and to reduce the finance costs associated with the borrowings by renegotiating in 2020 credit facilities amounting to EUR 2,425 million (2019: EUR 1,550 million). Accordingly, the volume of the credit facilities of Abertis Infraestructuras, S.A. at 31 December 2020 totalled EUR 3,320 million (2019: EUR 2,650 million).

It should be noted that with this and other transactions the Group reinforces its ability to take advantage of the opportunities offered by the credit market to achieve attractive conditions and continue to generate value for its shareholders.

Lastly, it should be mentioned that the high cash flow generation of the majority of Abertis' main businesses allows a financial balance to be maintained, enabling new investments to be made in upgrading the infrastructure it currently manages, as well as the continuation within the current economic and financial scenario of the selective policy of growth investments developed in recent years without the need for additional capital contributions from the shareholders.

## Credit quality management

Abertis has a credit rating assigned by the rating agencies Standard and Poor's and Fitch Ratings.

In this regard, Abertis holds a long-term “BBB-” investment grade-adequate credit quality rating awarded by the international credit rating agency Standard and Poor’s Credit Market Services Europe Ltd. Also, the short-term credit rating at the same date was “A-3”.

In addition, Abertis holds a long-term “BBB” rating awarded by the international credit rating agency Fitch Ratings Ltd., and a short-term “F3” rating.

Abertis' policy is to maintain an investment-grade credit rating.

## Alternative performance measures (APMs)

Abertis believes that certain Alternative Performance Measures (APMs) provide additional financial information to that obtained using the applicable accounting standards (EU-IFRSs) that is useful for assessing the performance of the Group and is used by management in its decision-making processes. In this regard, in accordance with the recommendations issued by the European Securities and Markets Authority (ESMA), set forth below are the definition and determination of the main APMs employed:

### Sales

Corresponds to “Operating Income” in the consolidated statement of profit or loss.

| | 2020 | 2019 |
|---|---|---|
| Sales - Operating income | 4,053,648 | 5,361,265 |

## Opex

Corresponds to “Operating Expenses” in the statement of profit or loss of the consolidate annual accounts.

| | 2020 | 2019 |
|---|---|---|
| Opex - Operating expenses | (4,119,314) | (4,336,054) |

## EBIT - Profit (Loss) from operations

Corresponds to “Profit (Loss) from Operations” in the statement of profit or loss of the consolidate annual accounts.

| | 2020 | 2019 |
|---|---|---|
| EBIT - Profit (Loss) from operations | (43,460) | 1,051,838 |

## EBITDA - Gross profit from operations

EBITDA, or gross profit from operations, is defined as EBIT adjusted for “Depreciation and Amortisation Charge”, “Changes in Impairment Losses on Assets” and “Capitalised Borrowing Costs” in the consolidated statement of profit or loss.

| | 2020 | 2019 |
|---|---|---|
| EBIT - Profit (Loss) from operations | (43,460) | 1,051,838 |
| + Depreciation and amortisation charge | 2,426,384 | 2,704,720 |
| +/- Changes in impairment losses on assets | 261,552 | 299 |
| - Capitalised borrowing costs | (16,186) | (20,336) |
| **EBITDA - Gross profit from operations** | **2,628,290** | **3,736,521** |

The Group considers EBITDA to be an operating indicator that measures its assets' ability to generate cash flows, as well as an indicator that is widely used by analysts, investors, credit rating agencies and other stakeholders.

## EBITDA margin

The EBITDA margin is a relative indicator used by the Group to analyse the operating performance of its assets, representing the relative weight of EBITDA as a percentage of sales.

| | 2020 | 2019 |
|---|---|---|
| EBITDA - Gross profit from operations | 2,628,290 | 3,736,521 |
| Sales | 4,053,648 | 5,361,265 |
| **EBITDA margin** | **64.84%** | **69.69%** |

In relation to this APM, it should be noted that “EBITDA margin” is not a measure adopted under the accounting principles and does not have a standard meaning; accordingly, it cannot be compared with the EBITDA margin of other companies or groups.

## Contribution to EBITDA

“Contribution to EBITDA” is the percentage that reflects the proportion of EBITDA contributed by each of the businesses or operating segments as a percentage of the Group's total EBITDA.

### Gross Debt

"Gross Debt" is defined as the sum of "Bank Loans" and "Bond Issues and Other Loans" detailed in Note 14 to the consolidated financial statements:

| | 2020 | 2019 |
|---|---|---|
| Bank loans | 9,123,497 | 7,965,382 |
| Bond issues and other loans | 19,186,802 | 17,642,791 |
| **Gross Debt** | **28,310,299** | **25,608,173** |

### Net Debt

"Net Debt" is defined as "Gross Debt" less the line item "Cash and Cash Equivalents" disclosed in the consolidated balance sheet:

| | 2020 | 2019 |
|---|---|---|
| Gross Debt | 28,310,299 | 25,608,173 |
| Cash and cash equivalents | (3,102,175) | (2,644,889) |
| **Net Debt** | **25,208,124** | **22,963,284** |

The Group uses "Net Debt" as a measure of its solvency and liquidity, disclosing the Group's cash in relation to its total bank borrowings. "Net Debt" and the measures derived from "EBITDA" are frequently used by analysts, investors and credit rating agencies as an indication of financial leverage.

### Net Financial Debt

"Net Financial Debt" is calculated by subtracting "Non-Current Assets - Other Non-Current Financial Assets", "Current Assets - Other Current Financial Assets" and "Cash and Cash Equivalents" from "Non-Current Financial Liabilities" and "Current Financial Liabilities".

"Net Financial Debt" is an indicator of the portion of the Group's investments financed by its net financial liabilities.

The reconciliation of this APM and the Group's consolidated financial statements is as follows:

| | 2020 | 2019 |
|---|---|---|
| Non-current financial liabilities | 26,996,159 | 24,637,247 |
| Current financial liabilities | 2,687,444 | 2,361,529 |
| Other non-current financial assets | (2,318,051) | (2,445,327) |
| Other current financial assets | (284,145) | (335,358) |
| Cash and cash equivalents | (3,102,175) | (2,644,889) |
| **Net Financial Debt - continuing operations** | **23,979,232** | **21,573,202** |
| Non-current financial liabilities | - | - |
| Current financial liabilities | - | - |
| Other non-current financial assets | - | - |
| Other current financial assets | (7,886) | - |
| Cash and cash equivalents | - | - |
| **Net Financial Debt - discontinued operations** | **(7,886)** | **-** |
| **Net Financial Debt** | **23,971,346** | **21,573,202** |

## Capex

"Capex" relates to "Net Cash Flows from Investing Activities - Purchases of Property, Plant and Equipment, Intangible Assets and Other Concession Infrastructure" in the consolidated statement of cash flows.

| | 2020 | 2019 |
|---|---|---|
| Purchases of property, plant and equipment, intangible assets and other concession infrastructure | 477,045 | 641,404 |

The Group considers this to be an important indicator because it represents the ability to expand its portfolio through the discretional use of cash for investments to improve its toll road network in exchange for a return, and measures the Group's effectiveness in allocating resources to enable it to build a perpetual business model, since this contributes to the replacement of EBITDA and the increased duration of its portfolio of assets.

## Discretionary cash flow

"Discretionary cash flow" is defined as EBITDA plus/minus finance income/costs, minus income tax and plus/minus cash adjustments for: (i) finance income and finance costs; (ii) income tax; (iii) provisions required under IFRIC 12 and other provisions; (iv) concession arrangements – financial asset model; and (v) dividends received from financial investments, associates and joint ventures.

The Group considers "discretionary cash flow" to be one of the most important indicators of its ability to generate available cash flows from its operations, once the obligatory uses of cash for the payment of taxes and finance costs have been deducted. This cash flow will be used mainly, and in line with the Group's strategy, to pay debt and dividends and expand its portfolio of assets.

The reconciliation of this APM and the consolidated financial statements is as follows:

| | **2020** | **2019** |
|---|---|---|
| EBITDA | 2,628,290 | 3,736,521 |
| Finance income | 725,707 | 513,164 |
| Finance costs | (1,473,316) | (1,129,064) |
| Income tax | 219,808 | (109,335) |
| Adjustments: | | |
| Exchange gains | (183,147) | (239,741) |
| Exchange losses | 180,208 | 131,310 |
| Impairment - expected credit losses | 377,219 | 137,198 |
| Provision for loans and guarantees provided to associates and other financial assets | - | 1,263 |
| Deferred tax asset – charge/(credit) to profit or loss | 69,364 | 146,921 |
| Deferred tax liability - charge/(credit) to profit or loss | (534,302) | (502,184) |
| Deferred taxes | (464,938) | (355,263) |
| Charge to the consolidated statement of profit or loss due to period provisions/(reversals) | 168,451 | 172,656 |
| Charge to the consolidated statement of profit or loss due to interest cost | 19.660 | 30,710 |
| Amounts used (paid) in the year | (213,853) | (250,143) |
| Provisions required under IFRIC 12 (short-term and long-term) | (25.742) | (46,777) |
| Charge to the consolidated statement of profit or loss due to period provisions/(reversals) | 5.961 | 6,519 |
| Charge to the consolidated statement of profit or loss due to interest cost | 6.523 | 3,871 |
| Amounts used (paid) in the year | (29,859) | (67,237) |
| Other provisions (short-term and long-term) | (17.375) | (56,847) |
| Charge to the consolidated statement of profit or loss due to economic compensation of revenue | (51.475) | (37,515) |
| Charge to the consolidated statement of profit or loss due to economic compensation (pursuant to Section B of Schedule 3 of Royal Decree 457/2006) | (212,346) | (200,626) |
| Amounts used (collected) in the year | 325,739 | 104,470 |
| Concession arrangements - financial asset model | 61,918 | (133,671) |
| Dividends received from financial investments, associates and joint ventures | 2,202 | 15,023 |
| **Discretionary cash flow** | **2,020,834** | **2,463,781** |

## Use of financial instruments

The policy followed in relation to derivative financial instruments is described in Note 3-e) to the consolidated financial statements for 2020. Also, the detail thereof at 2020 year-end is provided in Note 12 to those consolidated financial statements.

## Treasury shares

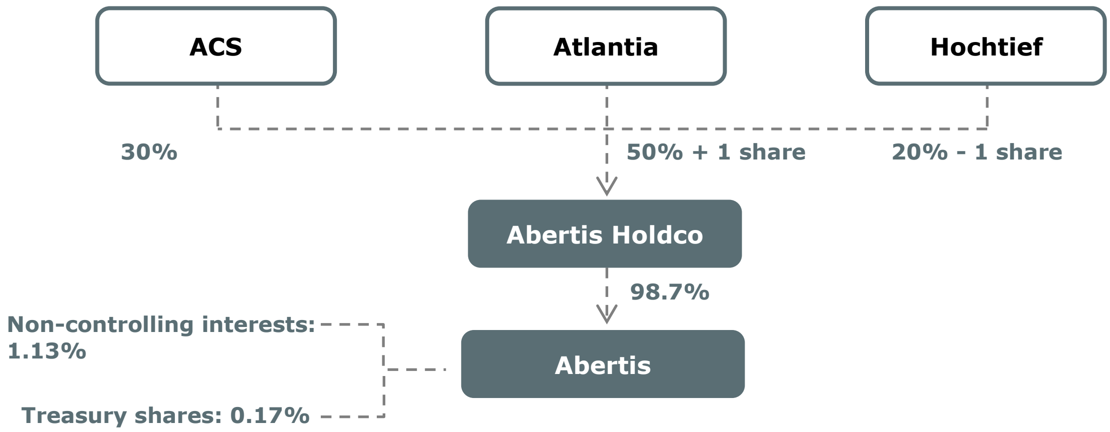
As a result of the transactions carried out in 2020 (acquisition), the treasury shares held at 31 December 2020 represented 0.17% of the share capital of Abertis Infraestructuras, S.A. (2019: 0.08%). The changes in the treasury share portfolio in 2020 and 2019 were as follows:

| | Number | Par value | Cost of acquisition/sale |
|---|---|---|---|
| At 1 January 2020 | 691,508 | 2,075 | 7,393 |
| Acquisition | 866,152 | 2,598 | 5,390 |
| **At 31 December 2020** | **1,557,660** | **4,673** | **12,783** |

| | Number | Par value | Cost of acquisition/sale |
|---|---|---|---|
| **At 1 January 2019** | 8,500 | 26 | 156 |
| Acquisition | 683,008 | 2,049 | 7,237 |
| **At 31 December 2019** | **691,508** | **2,075** | **7,393** |

## Shareholder structure

The detail of the Abertis Group's shareholder structure at 31 December 2020 is as follows:




## Dividend distribution policy

The Parent distributed the dividends described in Note 13-f) to the consolidated financial statements for 2020, maintaining a sustainable distribution policy.

# 7.2 Society

## i) Tax contribution

### Tax strategy

Abertis’ tax policy, approved by the respective managing bodies of all the Group companies, is based on transparency and the application of tax law in a responsible and prudent manner. The guiding principles of Abertis’ tax policy can be consulted on the Group’s website.

In accordance with the aforementioned policy, and following the guidelines that have governed its operations since its incorporation, Abertis is committed to its obligation to pay tax to contribute towards the public funds that provide the public services that are essential for the social and economic progress and development of the countries in which it operates.

Also, Abertis avoids the use of opaque structures, processes or systems for tax purposes, aimed at shifting profit to low tax jurisdictions (tax havens) or preventing the tax authorities from identifying the party ultimately responsible for the activities or the ultimate holder of the assets or rights involved.

### Tax governance

The Board of Directors of Abertis is assigned the functions of preparing the tax strategy, establishing the tax risk control and management policy and approving any investments or transactions that, by virtue of their high amount or characteristics, entail special tax risks.

In discharging these functions, the Board of Directors approved the tax policy, which contains the Company’s tax strategy and its commitment to the application of tax best practices.

On an annual basis, the Tax Advisory Department reports to the Board of Directors of Abertis concerning the level of compliance of the tax policy, so that it may maintain the policy, or, if it sees fit, amend it.

The Abertis Group has a risk management model in place, which is approved and monitored by the Audit and Control Committee and described in detail in the corresponding chapter of this Directors’ Report together with the Annual Corporate Governance Report. The risk management model covers all the Group's possible risks, including tax risks, with the aim of ensuring achievement of Abertis' main objectives.

### Stakeholder communication and engagement mechanisms

Any employee or person belonging to any of the Abertis Group's stakeholders who detects or notices any fraudulent practice or action in the tax sphere may, through the channel established in the Code of Ethics, submit such queries or reports of breaches as they deem appropriate, in accordance with the provisions of the tax policy.

Since 2014, Abertis has voluntarily adhered to the Spanish Code of Good Tax Practices, which contains recommendations agreed between the Spanish tax authorities and the Forum of Large Companies. The Company complies with the guiding principles of the Spanish Code of Good Tax Practices, which are as follows:

- Foster reciprocal cooperation based on good faith and transparency in tax practices.
- Increase legal certainty in the application and interpretation of tax legislation.
- Reduce litigiousness and avoid conflict in the tax sphere.

In addition, on an annual basis Abertis voluntarily submits a fiscal transparency report to the Spanish tax authorities, in which it furnishes them with all the relevant and most significant tax-related information affecting the Group each year.

### Contributions made in 2020

Abertis makes a quantifiable economic and social contribution through the taxes it pays to the authorities of the countries in which it operates. This involves making a considerable effort to comply with the formal obligations to report to and cooperate with the tax authorities, as well as significant responsibilities.

Following the OECD cash basis methodology, the total tax contribution of the Abertis Group in 2020 amounted to EUR 821 million, of which EUR 137 million related to taxes borne[3] and EUR 684 million to taxes collected[4]. In this connection, the Abertis Group includes all the fully consolidated subsidiaries[5].

In 2020, for every EUR 100 of Abertis' revenue, EUR 20 were used for the payment of taxes.

Also, the tax contribution per kilometre of toll road managed directly by Abertis amounted to EUR 96,023 in 2020.

## ii) Contribution to the environment

The changes in mobility patterns and the related effect on the response to the environmental challenges laid out in national and international agreements demonstrate the significant role played by infrastructure in achieving global social objectives in the medium term.

Abertis' strategic objectives with regard to the environmental impacts of the life cycle of its activities include the decarbonization of its business lines as the basis for managing climate change, innovation founded on circular economy parameters and the development of products and services with positive environmental impacts, as part of the Group's eco-efficiency strategy, together with the enhancement and preservation of natural capital.

The conduct of periodic environmental training and awareness campaigns aimed at all the stakeholders involved, together with the systematization of environmental management procedures within the framework of the different business units' management systems, ensure that the necessary preventive measures are implemented correctly in order to reduce the significant environmental impacts caused by the organization's activities, both directly and indirectly. An environmental management system according to ISO 14001 has been implemented at Abertis facilities accounting for 83.7% of the revenue for 2020, while the remaining facilities have specific procedures for managing issues with the most significant impacts.

The environmental expenditure in the year, encompassing actions relating mainly to the preparation of environmental impact studies, efficient energy and water consumption, urban waste management, landscaping and cleaning, totalled EUR 10.7 million, a fall of 57.9% (basically in Brazil, Italy and Spain) due to the decreased actions as a consequence of COVID-19.

### Climate change

The situation brought about by the pandemic in 2020 has rendered more urgent the need to work towards a green recovery, one whose vision is aligned with the most ambitious climate change management scenario, which involves limiting the increase in average temperatures to a degree and a half.

Abertis' actions in this area are focused mainly on scope 1 and 2 emissions relating to direct and indirect fossil fuel consumption. In addition, material consumption and emissions from infrastructure use are the main categories in which the organization contributes to scope 3 emissions.

In 2020, Abertis continued with the work to formalise and systematize the risks and opportunities arising from climate change, as an integral part of the organizational risk management model. It has also initiated a global project to establish science-based carbon reduction targets which, together with the definition of specific action plans to achieve those targets, will enable the organization to focus its efforts in a guided manner in the coming years.

---

[3] Taxes borne are those representing an effective cost for the company (payments of income tax, local taxes, indirect taxes on goods and services and employer social security contributions). Income tax paid in 2020 amounted to EUR 376 million and, in addition, refunds of prior years' income tax totalling EUR 646 million were received.

[4] Taxes collected are those which do not affect profit or loss but are collected by Abertis on behalf of the tax authorities or are paid on behalf of other taxpayers (value added tax, withholdings and employee social security contributions).

[5] Includes in 2020 the taxes paid by the Mexican Group Red de Carreteras de Occidente (acquired in 2020).

The organization's regular public participation in the Carbon Disclosure Project and the calculation of its annual carbon footprint according to benchmark international standards enable it to monitor, and provide constant information on, the impact of its activities on climate change, thereby responding to stakeholders' expectations and facilitating follow-up of the targets set.

Total $CO_{2e}$ emissions in 2020 amounted to 16.9 million tonnes, 16.7% less than in the previous year, due mainly to the reduction in emissions from vehicles using the toll roads. The effects of the pandemic on mobility had a significant impact on scope 3 emissions, which account for 99.3% of the Group's total emissions. Scope 1 and 2 direct emissions (arising from the organization's direct energy and electricity consumption) increased by 4.5% in comparison with the previous year and amounted to 120,397 tonnes, due mainly to the inclusion of the activities in Mexico and improved data collection in Brazil, which offset reductions in the other countries. These changes affected the ratio of total emissions to revenue, which increased by 10.2% with respect to 2019 to stand at 4,393.5 tonnes of $CO_{2e}$ per million euros, due to the effects that the pandemic has had on the Group's revenue.

The actions implemented to improve the efficiency of resource consumption, such as the gradual replacement of the corporate vehicle fleet with less polluting vehicles, the substitution of lighting systems and the installation of solar panels for generating clean self-consumption electricity, have a direct impact on scope 1 and 2 direct and indirect emissions. Also, the use of recycled materials, construction waste recovery and participation in projects to incentivize the use of less polluting vehicles are among the main actions taken to reduce scope 3 emissions.

### Circular economy

Material consumption and waste generation are significant-impact issues associated with infrastructure maintenance and upkeep. Innovation in terms of waste recovery and the use of recycled materials has great potential to reduce environmental impacts throughout the life cycle of toll roads, giving rise to positive stakeholder synergies associated with the closing of production loops.

Construction waste is the principal category of waste generated by Abertis' activities, and accounted for 93.6% of its total waste in 2020 and 93.7% of its total non-hazardous waste. The progressive establishment of construction waste recovery procedures, and the pilot trials involving the use of different types of waste in asphalt mixtures are enabling the organization to make progress in the recovery and re-use of this category of waste. In 2020, 462,060 tonnes of construction waste were recovered, representing 53% of the total generated.

Fluctuations in toll road maintenance works affect the variation in the amount of waste generated each year. Total waste in 2020 fell by 12.3% in comparison with the previous year and amounted to 931,568.4 tonnes, 99.9% of which was non-hazardous waste. 52.9% of the waste generated was recovered, and priority was given to its recovery, recycling and re-use. This figure was significantly higher than in 2019. 46.8% of the hazardous and non-hazardous waste generated ended up in landfill.

### Biodiversity and natural capital

The importance of the conservation and protection of biodiversity and natural capital for achieving targets relating to the decarbonization of activities and the health and safety of people and ecosystems was highlighted and further emphasized in 2020 due in particular to the situation caused by the pandemic.

Besides the direct impacts associated with the land fragmentation inherent to mobility infrastructure, a total of 1,383.7 km of the toll roads managed by Abertis in Brazil, France, Spain, Chile, Italy and Puerto Rico pass through specially protected natural areas designated to safeguard biodiversity.

The range of actions implemented to conserve and protect biodiversity and natural capital includes environmental monitoring, environmental liability recovery, and flora and fauna protection programmes; compensatory planting in spaces bordering toll roads and other areas; planning and installation of wildlife crossings; adaptation of emergency plans to minimise the impacts of road accidents and upkeep and cleaning activities on ecosystems; measures to prevent and calculate noise pollution, and awareness and environmental education campaigns aimed at people within the organization, external partners and local communities.

Noise impact studies were carried out on a total of 3,430.7 km of toll roads in France, Spain, Chile, Brazil and Italy, representing 41% of the total kilometres of toll roads under direct management. Furthermore, anti-noise barriers have been installed in various stretches of toll roads in Spain, Chile, Puerto Rico and Italy to help reduce the noise associated with the use of the infrastructure. Work also continues on the reforestation programmes and on the use of noise-reducing asphalts in Argentina.

## iii) Contribution to the community

Support for the implementation of joint projects with entities in the different territories in which the organization operates results in the formation of alliances with local communities, thereby strengthening positive synergies and leading to a positive social impact. Achieving this strategic objective involves carrying out and supporting projects implemented by the different stakeholders in the areas of road safety, the environment, culture and social accessibility.

A total of 202 projects and initiatives were carried out in the area of social action and sponsorship in the year, involving a total expenditure of EUR 3.4 million, 53.3% of which were social investments and initiatives linked to long-term business. Specific one-off contributions increased significantly in 2020 due to the impact of COVID-19 on initiatives involving local communities.

54.7% of total contributions for the year involved projects in Latin America, a higher percentage than in the previous year; this was offset by a reduction in initiatives in Europe (19.6% of total contributions). Similarly, 50.9% of contributions in 2020 relate to Sustainable Development Goal 3 (Good Health and Well-being), a significant increase compared with the previous year, due mainly to the social context generated by the pandemic.

Participating in general and sector-specific associations is another way of interacting with local communities. They enable Abertis to identify areas for joint improvement and innovation and also to detect expectations, which is the basis for managing them correctly. This participation increased in 2020 when the Group's various business units formed part of a total of 118 associations with which 243 meetings were held.

### Local support against the pandemic

A number of the actions carried out with communities in 2020 were marked by the local response to the various challenges posed by the COVID-19 pandemic in each of the territories.

The business units in the different countries helped to satisfy local community entities’ specific needs. The following specific actions were carried out:

- Donation of personal protective equipment to thirteen public hospitals, various groups of transport workers and indigenous people's associations and groups, support for flu vaccinations for transport workers and the execution of a cooperation agreement with UNICEF to aid vulnerable groups in Brazil.
- Toll roads in France promoted an inclusive mobility plan for vulnerable groups and entered into a cooperation agreement with the Red Cross and other not-for-profit organizations to finance projects to address the direct impacts of COVID-19.
- Formalization of a strategic relationship plan with local authorities and local community associations to offer specific assistance in connection with the pandemic, and the grant of specific contributions to entities in Chile, including the donation of ambulances.
- In Argentina donations were made to the charity Cáritas to distribute food to vulnerable groups.
- In Italy the toll road business provided healthcare workers with hotel facilities to respond to the needs of nurses and doctors required to travel to work and who need somewhere to rest, and also contributed, with donations, to mitigating the effects of the pandemic on cultural activities in the country.
- Donation of personal protective equipment to various stakeholders in Puerto Rico, India and Mexico.

Through its corporate volunteering programme, the corporation in Spain conducted a campaign to raise funds for the healthcare sector, and the Abertis Foundation made donations to hospitals in Madrid and Barcelona to buy healthcare material and equipment. Through the Red Cross and Cáritas, it also financed social and healthcare assistance programmes to protect vulnerable groups affected by COVID-19.

### The Abertis Foundation

Castellet castle, the headquarters of the Abertis Foundation, has housed the UNESCO International Centre for Mediterranean Biosphere Reserves since 2015. In 2020 the agreement with UNESCO was renewed to continue with the Centre's activities following the success of the initiatives carried out in recent years and the achievement of a large proportion of the established objectives. In addition to setting up and launching the network of Mediterranean Biosphere Reserves, the Centre has also carried out activities to promote the Man and the Biosphere (MaB) Programme, the Spanish Network of Biosphere Reserves, the IberoMaB Network and the World Network of Biosphere Reserves, among others. In a similar vein, the Abertis Foundation has made its commitment to local communities clear, and sets the standard for local community relationships. It also carries this bond over to the different countries in which the Group operates. The Foundation has three lines of action: road safety, social action and care for the environment.

The activities it carried out in 2020 included road safety campaigns and the promotion of studies, such as the study on the recovery of natural spaces in the Terres de l'Ebre area (one of the most important wetlands in the Mediterranean) after the effects of storm "Gloria". The Foundation's annual report, available on the website, contains details on the institution's work in 2020.

### Abertis Chairs

Abertis' commitment to road safety has been strengthened by consolidating alliances with academic institutions to foster research into finding a response to current challenges, the aim being to ensure that transport infrastructure continues to contribute to the development of best practices for the effective and efficient management of road infrastructure throughout its lifecycle -its study, design, construction, operation and improvement over its useful life, with a minimum environmental impact and a maximum return for society-, in a way that makes it economically efficient and contributes to enhancing people's quality of life and safety.

The International Network of Abertis Chairs, which founded its first chair in 2003, currently has centres in Spain, France, Puerto Rico, Chile and Brazil through agreements with the respective universities involved. Every year, each chair holds the Abertis awards for undergraduate final-year projects or doctoral theses; there are two categories, one for research into transport infrastructure management and another for road safety. The Abertis International Prize is awarded to the best of the national winners.

## iv) Quality management and customer orientation

Abertis' strategic objectives for its user and customer stakeholders consist of providing a quality service, in terms of safety and innovation, as well as fluidity, comfort and real-time information; and developing products and services that incorporate environmental and social concerns.

The Road Tech and Road Safety programmes are the cornerstones of product and service development. The cross-cutting integration of the systems for managing quality, road safety, occupational safety, the environment and information security ensures that there are procedures to assess and adapt any actions relating to satisfying this stakeholder group's expectations in an ongoing improvement cycle.

There is a quality management system -implemented in accordance with ISO 9001- in place at Abertis facilities which account for 58.4% of the year's revenue, and facilities representing 42.1% of revenue have ISO 9001-certified systems.

### Communication and engagement channels

The changes in communication channels in recent years, together with the use of ongoing communication tailored to various contents, have been key to ensuring user safety in the context of the pandemic. More traditional channels, such as face-to-face customer service and telephone support are being replaced by other digital channels that enable and foster real-time communication.

Communication campaigns are crucial for the implementation of new products and services such as barrier-free payment systems. In this regard, the following projects are of particular note: the project to respond in under an hour to user requests made on social media in France; the communication plan developed for implementation of the free-flow system in Chile; the new websites developed in Argentina; the marketing campaign for the free-flow system carried out by Emovis, the merits of which have received external recognition; and lastly, the electronic newsletter providing regular information of interest at Metropistas.

In addition, the formal mechanisms for receiving queries, complaints and suggestions in place at all the Group’s subsidiaries make it possible to systematize the information received and, in addition to assisting customers, assess their requests with a view to including them in the ongoing improvement systems. Use of these channels continues and in 2020 the number of communications totalled 1.8 million, of which 96.4% were queries and 99.9% were resolved appropriately.

Similarly, the toll roads in France and Chile, together with Metropistas in Puerto Rico, A4 Mobility in Italy, COTESA and RCO in Mexico, and Emovis and Eurotoll in France carried out customer satisfaction surveys in 2020, which show high satisfaction levels in terms of meeting expectations and enable actions aimed at ongoing service improvement to be defined.

## v) Suppliers and supply chain management

The activities performed by Abertis suppliers include mainly those relating to infrastructure maintenance (including cleaning and gardening, as well as construction, surfacing and signage), the associated equipment and machinery, raw materials, fuel, waste management, products relating to the connectivity services provided, as well as other expert professional services.

Therefore, supplier engagement is key to achieving the Group's strategic objectives. This is particularly true with regard to the development of products and services with positive environmental, social and governance impacts, the rejection of any form of corruption and the generation of positive synergies with local communities. In addition, it should not be overlooked that the impact of partner companies affects the achievement of other strategic objectives, such as those relating to operational eco-efficiency, quality and safety.

The purchasing policy and the related operating rules form the general framework for application of corporate policies and procedures in the supply chain. These procedures ensure the extension to the supply chain of the organizational commitments established in the Code of Ethics and the Corporate Social Responsibility policy, together with the anti-corruption compliance management system.

2020 saw the continuation of the work begun in 2019 to migrate to a platform for supplier certification based on suppliers' economic management and their management of compliance and global sustainability issues. Efforts focused specifically on the roll-out of this platform in each of the countries in which the organization operates, although the level of progress attained varies depending on the integration and planning of the processes in each territory. The roll-out is complete in Brazil, Spain, Chile, Argentina and Italy, and is being implemented in France. The platform has also been adapted for performing public tenders in Italy and the same process will be completed in France in the coming year. Also, the electronic billing platform has been replaced and the related specific training has been conducted for suppliers in Spain. This platform is scheduled to be extended to Italy and France.

In the context of the pandemic, the health and safety procedures applicable to suppliers have been adapted and modified, together with the way in which supplier relationships are managed, replacing in-person meetings with virtual ones. In addition, new suppliers have been added to the chain in connection with the personal protective equipment and hygiene products required to ensure compliance with the rules and recommendations for preventing transmission of the virus. Lastly, certain works and projects have been readjusted to ensure that they are carried out correctly within the framework of the new working procedures and to cater for certain restrictions on the access to construction materials in certain countries.

In 2020, the Group worked with a total of 13,384 suppliers, a slightly lower figure than in 2019. Of these suppliers, 811 are considered strategic and critical suppliers due to the type of product or service they provide, and there were no significant changes in this regard with respect to prior years. 23.9% of the strategic suppliers and 20% of the critical suppliers were assessed on the basis of environmental, social and good governance considerations, and specific audits were performed on 6 critical suppliers and 33 strategic suppliers in Spain, France and Mexico. A total of 664 contracts were terminated in 2020 due to breaches, mainly in Brazil and to a lesser extent in Spain.

In addition to preliminary assessments and audits, the inclusion of environmental and social considerations in contracts and the promotion of local suppliers are mechanisms used to control the impacts associated with the products and services provided in relation to the organization's activities. 91.4% of the public and private tenders carried out in 2020 involved environmental and/or social considerations, and 83% of the purchases in the year (by volume) were made from local suppliers, figures that have remained stable with respect to 2019.

# 7.3 Human team

## i) Health and safety

Abertis' strategic health and safety objective was reinforced in 2020 due to the context generated by the pandemic. Achieving 0 accidents and 0 deaths remains a significant objective which has prompted Abertis to strengthen the Road Safety and Smart Risk programmes and adapt them to the new COVID-19 prevention measures.

### Management and monitoring

Systematic identification of the risks associated with each of the job positions, both direct and indirect, together with preventive training and operational measures to prevent such risks from materialising, form the basis of the management systems and procedures implemented in all the business units. At the same time, the monitoring and assessment of all incidents and accidents by the health and safety committees complete the ongoing improvement cycle that is geared towards achieving the Group's strategic objectives.

The legal framework established in each country defines - in some cases - the type of system to be implemented. Countries representing 91.8% of Abertis' revenue for 2020 have a formal occupational health and safety management system based on ISO 45001 (except in Mexico, which still uses OHSAS 18001) and the local standards defined by law. There are specific procedures for Argentina, India and Metropistas, although there are no formal systems in place.

The actions carried out include occupational safety visits and inspections, hygiene and ergonomic assessments, specific occupational risk prevention training and real-time monitoring and management of occupational accidents using software that enables each case to be traced, assessed and analysed. In 2020 a total of 94,099 hours of training on occupational health and safety issues were given to direct and indirect workers, 105.9% more than in 2019.

Several countries have applied measures concerning the management of emotional health issues relating to the pandemic and developed specific action plans to implement the regulations defined in each country to prevent the spread of the virus. In addition, the occupational risks of the job positions of vulnerable groups have been reviewed and adapted, together with those relating to remote working, which has been imposed in many countries as a way of guaranteeing service continuity. Similarly, specific practices have been rolled out to guarantee the health of workers who have continued to work on-site, such as changing shift patterns, increasing personal protective equipment, regularly disinfecting work areas and conducting serological tests for workers returning to on-site work. Ongoing permanent communication has been a key element in the correct application, in an organised manner in line with the changes introduced in each country, of all the new protocols to respond to each local situation.

All the business units except for Argentina, India and Eurotoll have health and safety committees which, made up of workers, centralize the monitoring and assessment of the proper functioning of the occupational health and safety measures for all direct and indirect workers. 74% of the direct workforce and 81.9% of the indirect workforce (totalling 12,306 workers) are covered by these committees. In 2020 the health and safety committees met on 434 occasions, and discussed issues relating to the monitoring of the occupational health and safety management systems and, in particular, issues concerning management of the pandemic.

### Accident rate

In 2020 the number of recordable accidents amounted to 330, of which a total of 173 resulted in lost working days, 59.3% fewer than in 2019. 72.3% of all accidents resulting in days away from work involved men. The number of recordable accidents among indirect workers was 160, of which a total of 112 involved days away from work, fewer than in the previous year. Also, a total of five direct workers died: in Brazil (one man), Argentina (one man) and Mexico (three men); and three indirect workers died: in France (one man) and Brazil (one man and one woman).

The reduction in the number of accidents had an impact on the changes in the incidence, frequency and severity rates, which fell in virtually all the countries. Thus, the incidence rate for 2020 was 12.7, 37.8% lower than in the previous year. Similarly, the frequency rate decreased by 28.4% to 6.3 and the severity rate fell by 49.4% to 0.34. The changes were seen across genders and countries, except for the frequency rate in Brazil and the severity rate in France and Argentina, which increased with respect to the previous year.

A total of 908 direct workers (63.2% men and 36.8% women) and 509 indirect workers (77.4% men and 22.6% women) were affected by COVID-19, which entailed the loss of 22,916 working days among direct workers and 17,409 working days among indirect workers.

Same-level falls, being hit by vehicles, blows of various kinds, traffic accidents and COVID-19 were the main causes of occupational accidents among direct workers in 2020. In addition, among indirect workers, the main causes of occupational accidents included same-level falls, small knocks and blows, lifting weights, being crushed, being hit by vehicles, assaults and acts of vandalism, as well as COVID-19.

## ii) Talent management

Abertis' strategic talent management objectives include the promotion of satisfied and committed teams aligned with the organization's values and principles, guaranteed equal opportunities, enhanced employment quality and the attraction, development and retention of professional talent in a multicultural environment.

The headcount in 2020 increased in comparison with the previous year, due mainly to the inclusion of Mexico. Also, the percentage of people with permanent, full-time contracts increased slightly, among both men and women, and the distribution by gender remained constant compared with the previous year. 82.8% of executives are from the local community, which is a figure similar to that for 2019.

| Total headcount by type of contract and working hours | | | |
|---|---|---|---|
| | **Total** | **Men** | **Women** |
| Headcount | **13,659** | 62.1% | 37.9% |
| Permanent contract | 96.7% | 97.2% | 95.8% |
| Full-time contract | 93.2% | 96.0% | 88.6% |

| Equivalent average headcount by country 2020 | |
|---|---|
| Brazil | 32.30% |
| France | 17.90% |
| Argentina | 14.60% |
| Spain | 10.99% |
| Chile | 8.27% |
| Italy | 3.77% |
| Mexico | 11.21% |
| Other | 0.96% |
| **Total** | **13,068.79** |

### Diversity and equality

Abertis' code of ethics clearly states the Group's commitment to equal opportunities and non-discrimination, which is translated to an operational level through the Group's strategic objectives.

All the countries where the organization operates, except for Chile, have specific legislation on equal opportunities and non-discrimination. The issues covered by the regulatory frameworks vary from country to country and include the areas of non-discrimination, equal pay and the establishment of equality plans, the aim of which is to ensure a positive environment for the professional development of the different groups of workers.

The professional development programmes include the incorporation of minority groups into job positions and work-life balance measures that enable the organization's commitments to be applied in practice. The final goal is to achieve a balance between the sexes in all areas of workforce participation and representation. In 2020, 18.3% of executive positions and 28.3% of department head posts were held by women, which is slightly lower than in 2019 in the case of executive positions and slightly higher in the case of department head posts. Furthermore, the retention rate in 2020 was 77.5% for women and 94.6% for men, and a total of 243 people (77% of whom were women) took parental leave.

Women's retribution was 70.3% of men's and remained constant with respect to the previous year, although the pay gap decreased in the categories of executive positions and department head posts. The main causes of the differences in remuneration are related to length of service in the job position, professional experience and the type of positions held.

The direct participation of functionally diverse persons, who numbered 354.2 in the equivalent average headcount, remained in line with 2019. Current legislation in Spain, Brazil and Chile includes specific quotas for this group of workers, either directly or through the application of alternative measures.

## iii) Professional development

The cornerstones of professional development actions at Abertis are employment quality, talent promotion and the establishment of knowledge networks and training plans, which enable workers' expectations to be aligned with the Group's strategic objectives.

### Talent promotion

One of Abertis' fundamental objectives with regard to talent retention is to ensure that at least 62% of executive and department head vacancies are filled by candidates who are already part of the organization.

The professional development plans include periodic meetings held as part of the performance appraisal processes in place at the various business units. These activities help ensure that employees comply with expectations and that the personal and organizational targets set each year are met. In 2020, management-by-objectives performance appraisals were conducted with respect to 100% of executives, 97.3% of department heads and 66.5% of the rest of the personnel.

The Abantis executive development programme continued in 2020, with the participation of a total of 46 people, and the conduct of three virtual training sessions delivered directly by the Chief Executive Officer and the Chief Financial Officer of Abertis and the Chief Executive Officer of Abertis Mobility Services. In addition, a total of 231 men and 155 women were promoted internally, with a total of 9 executive positions filled internally.

Periodically, the business units conduct work climate surveys to assess the professional development actions implemented and analyse any new actions that might contribute to retaining talent and ensuring the quality of the job positions. All the subsidiaries in Brazil and India, together with Emovis in France, conducted employee satisfaction surveys in 2020. In Spain, Tunnels conducted a specific survey on the protection protocols and measures adopted to tackle the pandemic and its impact on employees, with a view to identifying potential improvements to implement.

### Training and knowledge networks

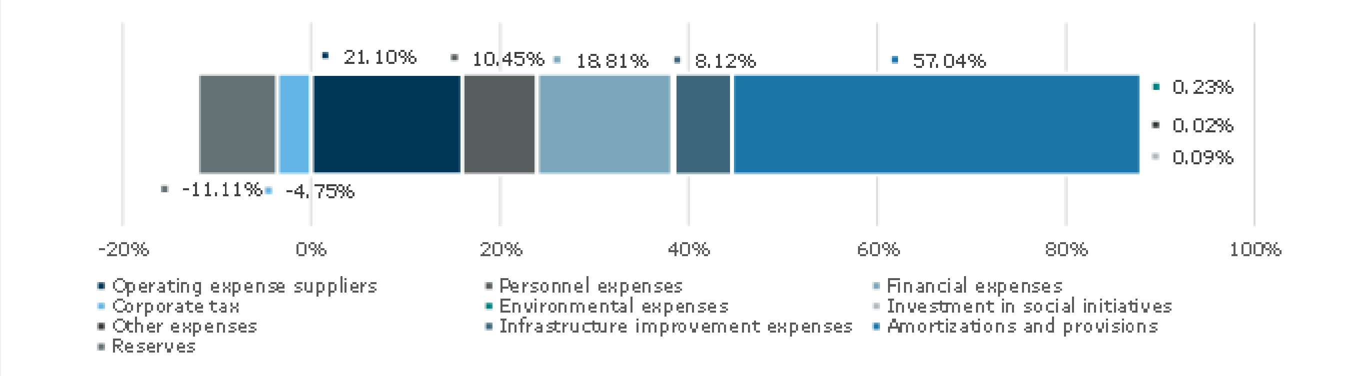
Training activities were affected by the restrictions on in-person attendance due to the pandemic. Work was carried out in 2020 to transfer some of the training content online, while promoting the virtual knowledge-sharing environments, such as the Connectis platform, which has a global reach, the Arteris University in Brazil and the Aula Vías Chile virtual training platform.

Activity on Connectis, a network accessible to 931 people from all the countries, remained very active and increased with respect to the previous year. In short, the platform's activity in the year included 45 discussions, 641 news items and 8 webinars in which 704 people participated, together with the creation of four communities of practice.

All the business units except for Mexico, APR and Trados 45 have training plans that focus on identifying the necessary competencies and knowledge to ensure that professional development is in line with the organization's strategy. The average hours of training per employee increased with respect to 2019 and totalled 28.6 hours (34 for men and 19.7 for women), while investment in training decreased by 32.4%. Also, the hours of training in corporate social responsibility and human rights increased to 16,782 hours.

# 7.4 Value added statement

A percentage analysis of the consolidated statement of profit and loss structured according to the organization's stakeholders shows how the economic value created is distributed. In 2020, 54.1% of the economic value generated was distributed to stakeholders and, notably, both reserves and income tax for 2020 were negative items in the respective categories of economic value retained and economic value distributed.



# 8

# About this report

The 2020 Management Report consists of this document, together with the two appendices completing it: the Appendix on Follow-up of the CSR Master Plan and the Annual Corporate Governance Report. The overview of the performance for the year reflected in the Management Report is detailed and expanded upon in the appendices, which also contain the Global Reporting Initiative Table of Contents (relating to the GRI standards), the table of equivalents with the Spanish Non-Financial Information Law and the external review report on non-financial information.

The methodology used for preparing the Management Report and the accompanying appendices is detailed in the chapter on methodology of the Appendix on Follow-up of the CSR Master Plan and, in addition to the current legal requirements in force, it includes the international non-financial reporting standards.

Also, as indicated in the chapter on methodology, the scope of the non-financial information contained in the Management Report and in the Appendix on Follow-up of the CSR Master Plan encompasses 98.1% of the revenue for 2020, while the scope of the financial information encompasses 100% of the Group's revenue. This percentage is slightly higher than in 2019 due mainly to the inclusion in the scope of non-financial information of the new concession operators in Mexico and certain subsidiaries in the Mobility Services business line.

# 9

# Events after the reporting period

There were no events after the reporting period other than those indicated in Note 26 to the consolidated financial statements for 2020.

# 10

# Outlook

## Foreseeable developments

In 2021 work is expected to continue on implementing Abertis' strategic plan for 2019-21, focusing on the creation of value on the basis of three pillars, namely:

1. **Growth**

The Group will continue to focus its efforts on international growth by seeking new asset acquisition opportunities and extending existing concessions in exchange for fresh investments. Its aim is to make up for the loss of revenue due to the expiry of certain concessions (Acesa and Invicat expire in August 2021), replacing them with other assets with more solid prospects, and to continue to extend the average life of the Group's concession portfolio.

In this regard, the Abertis Group will continue to analyse any future opportunities that arise at medium and at long term, particularly in its traditional markets (Europe and the Americas).

2. **Financial flexibility**

In 2021 the Group will continue to work on maintaining a sound financial structure with a high average debt maturity and a policy to minimise exposure to financial risks.

3. **Efficiency**

The Group will continue to make progress in the area of efficiency, building on the efforts made in recent years, not just at corporate level but also at the various business units. Specifically, it will follow the lines of action defined in the efficiency plan spanning the period to 2021, which focuses on improving EBITDA by optimising operating expenses, staff costs and revenue.

In parallel to the implementation of the financial plan, the Group will continue to roll out actions within the framework of the road safety and innovation programmes, aimed at responding to current challenges concerning more sustainable, safe and innovative mobility.

In 2021 the Abertis Group plans to start defining a new sustainability strategy, aligned with current challenges and the Group's commitments in Spain and abroad. The direct involvement of the stakeholders in the new materiality analysis, the completion of the project to define science-based carbon reduction targets, and participation in the UN Global Compact SDG Ambition Initiative in 2021 (a programme to aid achievement of the SDGs by 2030) will enable work to begin on defining this new sustainability strategy.

The evolution of the pandemic and the resulting mobility restrictions in the various markets will affect the trend in traffic levels in 2021, although the Group will continue to work, as it did in 2020, on guaranteeing the level of service over its entire toll road network.

# Appendix to the 2020 Management Report

## Follow-up of the CSR Master Plan

abertis

commitment & delivery

# Contents

# 1

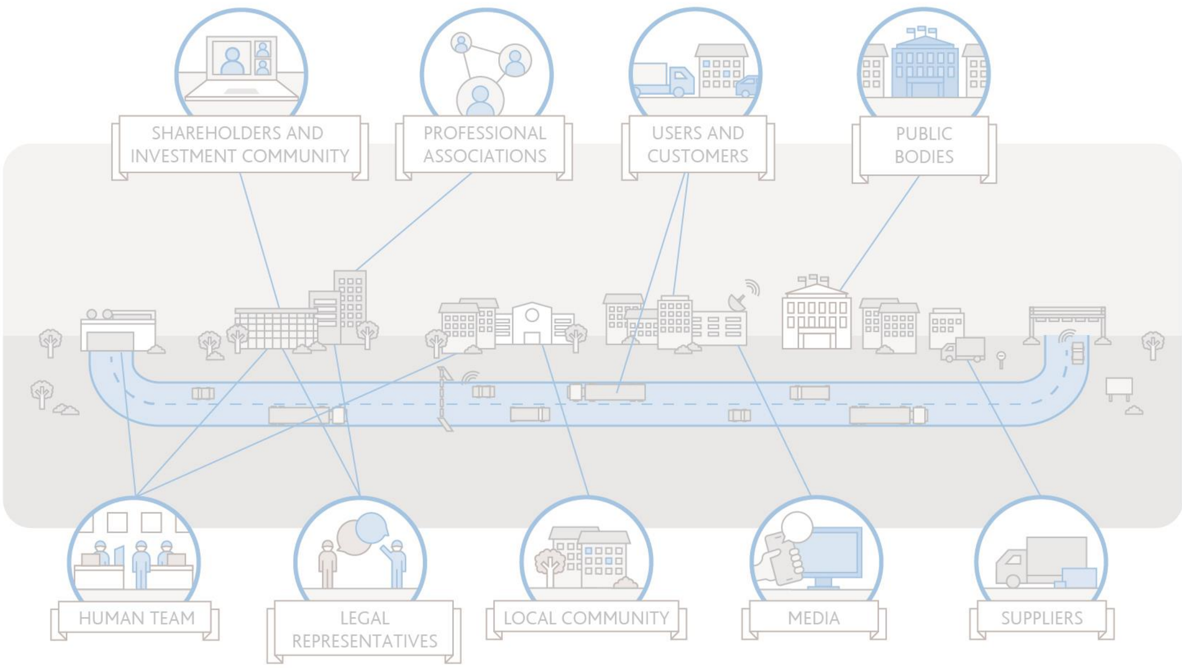
# Stakeholders and materiality

## Stakeholders

Abertis has a formal stakeholder map, which is prepared on the basis of the individual stakeholder maps developed by each of the subsidiaries and countries that are progressively included in the scope of the CSR Master Plan. In 2020, within the framework of the update of the materiality analysis, the new Mexican activities were included in the global stakeholder map, while the subsidiaries making up the Mobility Services activity have yet to be included.

The operational structure of the Mexican activities, which is very similar to that of other countries, did not give rise to major changes in the Group's stakeholder map, which retains substantially all of the features and expectations identified to date.

Similarly, the specific analysis of the COVID-19 factor in the materiality update brought to light the increased significance of stakeholders' health and safety expectations, especially in the group comprising employees and workers, users, suppliers and the local community. Although there was no radical change in expectations, significant modifications were identified in the priorities of the various stakeholders, which were reflected in the final material issues for 2020. Also, there was a significant change in the type of communication channels used, as well as in the frequency of the communications and the type of messages. Interaction with each of the stakeholders increased greatly as a result of the new scenario for operations and relationships resulting from the pandemic, in tandem with a substantial rise in the use of telematic and electronic channels, which in some cases have completely replaced the in-person and more traditional communications channels that had previously been used. The continuity and permanence of such changes needs to be assessed, and this will be analysed in formal consultations to be conducted with the various stakeholders in 2021.



# Materiality

The methodology used to perform Abertis' materiality analysis includes the commitments established for the organization by the various benchmark international frameworks, together with the specific management and accountability standards for maximising the contribution to the sustainable development of the Group's activities and the internal standards making up the organization's body of regulations.

| Benchmark International Frameworks | Management and Accountability Standards | Internal Benchmarks |
| --- | --- | --- |
| United Nations Global Compact and SDGs | Accountability Principles and Standards (stakeholders) | Corporate policies |
| Ruggie Principles on Business and Human Rights | ISO 26000 | Code of ethics and internal regulations |
| ILO Fundamental Conventions | GRI Sustainability Reporting Standards and IIRC framework | Management systems (environmental, social and good governance) |
| OECD Guidelines for Multinational Enterprises | CDP and Task Force on Climate-Related Financial Disclosure | |

In 2020, the Group's materiality was reviewed and updated in order to include the new countries added to the scope of the CSR Master Plan, principally Mexico, and to reflect the across-the-board impacts that the COVID-19 pandemic has had on all the countries and activities. Therefore, a review was conducted of all the industry and geographical benchmarking performed in 2019, in addition to an update of the regulatory changes applicable to Abertis' activities, with the work performed to date remaining in force.

The definition of the life cycle of the toll-road and Mobility Services activities has not changed, although the impacts associated with each stage of the life cycle have been affected by the pandemic-related scenario. Certain life-cycle-related activities have been affected by the social and economic changes resulting from the "new normality" situation, in particular the changes in mobility habits, the disruptions in global supply chains and the impact on infrastructure maintenance and construction work.

The analysis of the sector of activity involved the same organizations considered in the previous year, and was updated in order to identify substantial changes. Similarly, the whole geographical analysis was reviewed and updated, maintaining the countries analysed in 2019 (Brazil, France, Spain, Chile, Argentina, Puerto Rico, Italy, India, Ireland, the UK, the US, Canada, Hungary and Croatia) and with the addition of Mexico due to the inclusion of its new toll roads in the scope of the CSR Master Plan. 2020 witnessed an increase in the significance and public awareness of the following issues: governance, human rights risks, fundamental principles at work, work and employment relationships, occupational health and safety, all the fundamental environmental issues, anti-corruption, consumer health and safety and active involvement in the community.

An across-the-board analysis of the COVID-19 factor was performed, based on the ISO 26000 core subjects; the impacts were identified at both country and industry level, and, in addition to the public documentation related to these factors, specific studies and analyses of the impact of the pandemic by various Spanish and international organizations were also included. The most significant matters associated with the pandemic at both industry and geographical level included: governance issues, working conditions and social protection, discrimination and vulnerable groups, fundamental principles and rights at work, social dialogue, occupational health and safety, regulatory compliance, prevention of pollution, sustainable resource use, climate change mitigation and adaptation, social responsibility in the value chain, consumer health and safety protection, access to essential services, active involvement in the community, education and culture, health, social investment and mechanisms for resolving grievances associated with social impacts.

The review and update of the analysis of regulations applicable to the Group's activities confirmed the extensive development of new legislation in Spain related to specific issues of a material nature for the organization, such as the National Climate Change Adaptation Plan, the new regulation on remote working and legislative developments associated with the future sustainable mobility law.

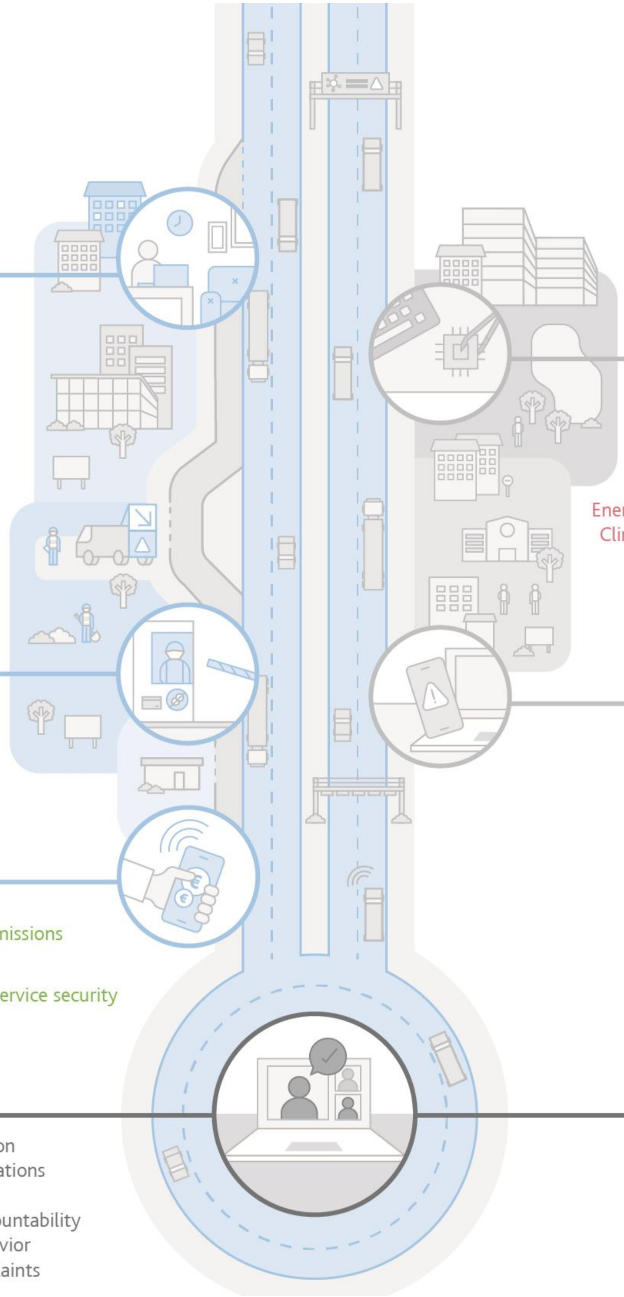
The entire materiality update process was documented and compiled in the 2020 Materiality Dossier, which, together with the related appendices, provides access to detailed and specific information on the changes occurring in the year. The matters already detected as being material still appear in the Dossier, and new considerations common to both sectors of activity have been added, including human rights risk situations, discrimination and vulnerable groups within and outside the organization, together with social responsibility in the value chain, access to essential services, and health and social investment outside the organization.

The infographic below summarizes the main changes and presents the material issues at the Abertis Group associated with the life cycle of its activities, highlighting the changes associated with the COVID-19 factor, and including good health and well-being (SDG 3) as a significant SDG. The permanent nature of these changes will be analysed in coming work on the review of materiality, which will evaluate the extent to which some of the material issues prove to be specific to the current situation or become structural issues for the activities and countries in which the organization operates. The magnitude and impact of the pandemic in social, economic and environmental terms had a bearing on the decision to modify the materiality, although it might only be on a temporary basis for 2020.

# MATERIAL ASPECTS IN THE LIFE CYCLE AND SDG

- - -Topics that increase its relevance in the context of the pandemic

*Suppliers* *Abertis* *Clients* *All*



## TOLL ROADS

### OPERATION AND MANAGEMENT

Employment
Professional development
Occupational health and safety
Energy and water consumption
Material consumption
Positive social and environmental criteria

Occupational health and safety
Material consumption
Energy and water consumption
Climate change and emissions

Local purchases
Talent retention
Diversity and equal opportunity
Appraisal of suppliers
Biodiversity
Noise

### CONSTRUCTION AND MAINTENANCE

Material consumption
Energy and water consumption
Climate change and emissions
Occupational health and safety
Waste and waste water

Occupational health and safety
Material consumption
Energy and water consumption
Climate change and emissions

Biodiversity
Restoration of habitats

### USE

Road safety
Climate change and emissions
Local community

User satisfaction and service security

## MOBILITY SERVICES

### DESIGN AND DEVELOPMENT

Employment
Human Rights
Occupational health and safety
Material consumption
Energy and water consumption
Climate change and emissions

Employment
Professional development
Occupational health and safety
Energy and water consumption
Positive social and environmental criteria

Talent retention
Local purchases
Appraisal of suppliers
Diversity and equal opportunity

### IMPLEMENTATION

Road safety
Security and confidentiality
Climate change and emissions
Local community

*This goal becomes material in 2020 due to the context related to the pandemic*

3 GOOD HEALTH AND WELL-BEING

## CROSS-CUTTING ISSUES

### GOVERNANCE, HUMAN RIGHTS AND STAKEHOLDERS

Human rights
Discrimination and vulnerable groups
Principles and fundamental rights of work
Access to essential services
Social responsibility in the value chain

Prevention of corruption
Ethical code and regulations for each country
Transparency and accountability
Anti-competitive behavior
Mechanisms for complaints


*GRI SRS: 102-15, 102-26, 102-29, 102-44, 102-46, 102-47, 103-1, 303-1, 308-2, 414-2*

# 2

# CSR Master Plan

## Implementation status

2020 marked the end of the term of the CSR Master Plan (CSRMP) formalized and approved in 2015, although this final stage was characterised by the situation associated with the COVID-19 pandemic, as shown in the update of the materiality analysis and the monitoring of the Group's performance indicators.

The work performed in the year to prepare the new sustainability strategy, which must be formalized in 2021, included the commencement of work to set science-based targets for the reduction of greenhouse gas emissions and involvement in the SDG Ambition programme promoted by the United Nations Global Compact, in addition to the update of materiality. It is worth noting the involvement of the various corporate areas, including the Technical Area and the Planning and Control Area, in these programmes, thus ensuring the integration of the work in the Group's strategic objectives.

The Board of Directors is responsible for following up and managing the CSRMP, with the assistance of the Audit and Control Committee for all matters related to non-financial performance reporting. Operational roll-out of the CSRMP is coordinated by the corporation's Corporate Reputation and Communication Area, and the CSR managers in the various business units and countries act as agents driving action at local level.

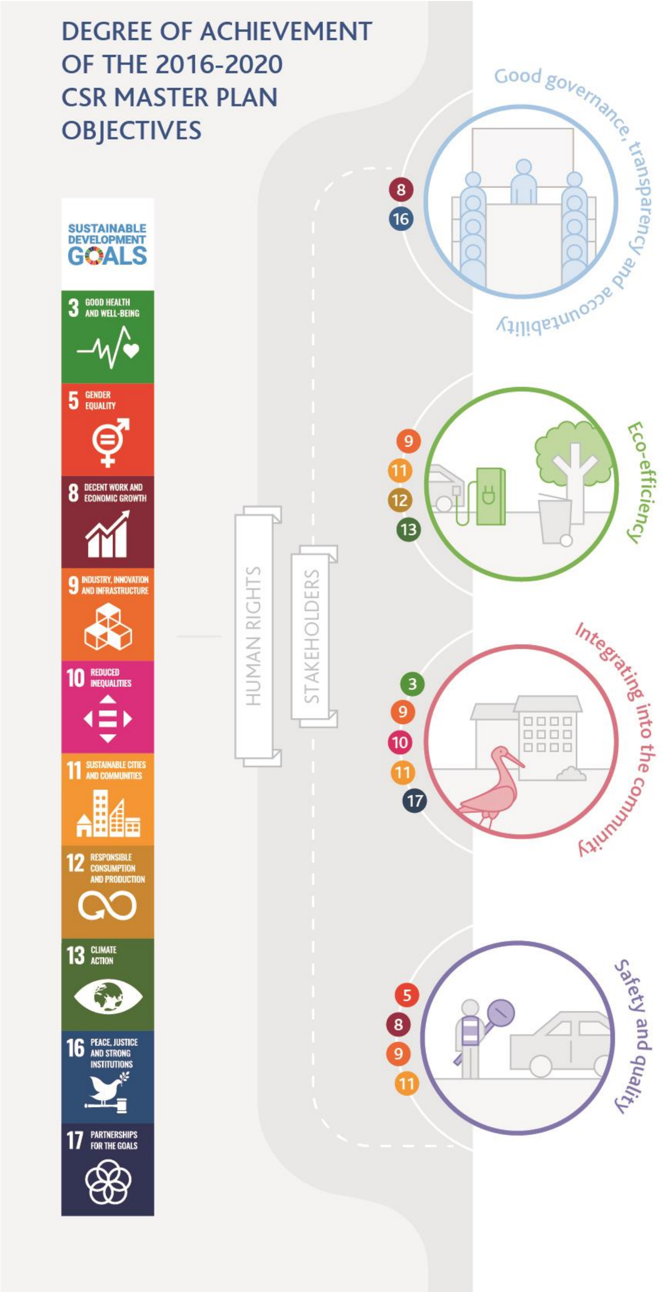
In 2021 a formal assessment will be made of the degree to which the objectives established in the CSRMP have been achieved. A preview thereof is presented in the infographic of the plan follow-up on the next page. Progress has remained constant, although attention should be drawn to significant trend changes in the spheres of circular economy and eco-efficiency, as well as to the maintenance of performance levels in the area of safety and quality.

Cooperation with the Global Reporting Initiative (GRI) and Carbon Disclosure Project (CDP) organizations continued in 2020. These are considered to be fundamental alliances in the management and accountability work associated with the CSRMP.

Abertis has also participated in external environmental, social and governance (ESG) performance assessments formally conducted by rating agencies such as MSCI[i] and Sustainalytics, as well as by asset managers and other stakeholders. Requests for these assessments increased in the year, and the trend is expected to continue, due to the development of the ESG taxonomy and other related standards, promoted by the European Commission.

The information presented below is structured according to the strategic axes and objectives of the CSRMP, and contains qualitative and quantitative indicators associated with the Group's environmental, social and good governance performance in 2020. Each of the strategic axes is preceded by an infographic that summarizes the strategic and quantitative objectives of the CSRMP, together with the related SDGs and material issues.

# DEGREE OF ACHIEVEMENT OF THE 2016-2020 CSR MASTER PLAN OBJECTIVES




| STRATEGIC OBJECTIVE | QUANTITATIVE TARGETS |
|---|---|
| Development of an organisational culture founded on ethical principles | 100% stakeholder involvement in respect of the code of ethics<br>0 non-compliances |
| Rejection of all forms of corruption | 100% stakeholder involvement in respect of prevention of corruption<br>50% of critical suppliers evaluated and approved<br>35% of critical suppliers analysed according to CSR score<br>Improvement in average CSR score |
| Achieving excellence in terms of good governance practices | Improve listed companies' level of compliance with the Good Corporate Governance Code<br>100% of complaints handled<br>100% of activities analysed in respect of Human Rights |
| Reducing the organisation's carbon footprint and the activities thereof | Reduction in category 1 and 2 emissions (10% by 2020 compared with 2015)<br>Consolidate a common scope 3 calculation methodology for the whole Group<br>Identify actions to implement which will have an impact on vehicle emissions<br>Standardise the Group's energy management |
| Development of products and services with positive social and environmental criteria | Progressive increase in the percentage of electronic toll use (80% target for transactions and volume)<br>Encourage the use of less-polluting vehicles (which produce less emissions or are more efficient)<br>Identify development opportunities for new products and services |
| Innovation based on circular economy criteria for the activity's value chain | 30% of materials used in maintenance and construction recycled<br>Recovery of 30% of waste produced in construction<br>Establish estandardised reuse procedures for materials and waste |
| Generating positive synergies with the local community | Increase in community-related projects<br>Maintain local purchase level<br>100% of complaints handled |
| Fostering and preserving natural capital | Foster biodiversity in areas around motorways<br>Identify services provided by ecosystems regarding noise<br>Identify and contribute to the preservation of natural species in areas around motorways |
| Guaranteeing and promoting road safety | 50% reduction in road traffic accidents<br>0 deaths<br>100% of complaints handled |
| Guaranteeing occupational health and safety | 0 accidents (direct or indirect) |
| Fostering quality employment | Improved talent retention practices<br>Increase in the average number of training hours provided<br>Analyse and improve job satisfaction |
| Ensuring equal opportunities | Achieve gender balance in all professional categories<br>Ensure equal pay throughout the entire organisation<br>Ensure non-discrimination in promotion processes<br>Progressive increase in the presence of employees with functional diversity in the workforce |
| Quality products and services that generate positive ESG impacts | Increase in products and services for specific groups<br>Develop regular education and road safety campaigns in local communities<br>Development and promotion of products and services focused on the reduction of the digital divide |

Trend 2020: positive negative similar Achievement: 1-5

GRI SRS: 102-29, 102-31, 103-1, 103-3

abertis

## GOOD GOVERNANCE, TRANSPARENCY AND ACCOUNTABILITY

*MATERIAL TOPIC*

*CORE SUBJECT ISO26000*

*SUSTAINABLE DEVELOPMENT GOALS*

*STRATEGIC OBJECTIVE*

*QUANTITATIVE TARGETS:*

- 100% stakeholder involvement in respect of the code of ethics
- 0 non-compliances
- Improve listed companies' level of compliance with the Good Corporate Governance Code
- 100% of complaints handled
- 100% of activities analysed in respect of human rights


- 100% stakeholder involvement in respect of prevention of corruption
- 50% of critical suppliers evaluated and approved
- 35% of critical suppliers analysed according to CSR score
- Improvement in average CSR score

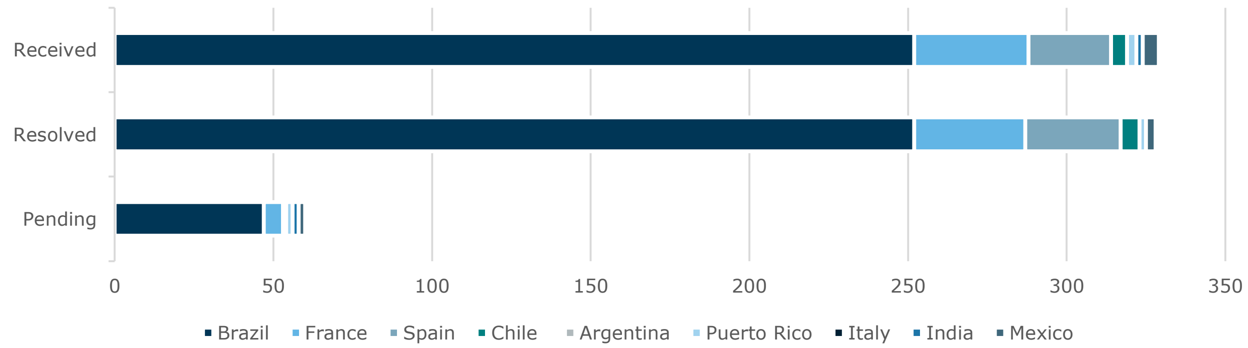
# Axis 1: Good governance, transparency and accountability

## Organizational culture

The practices and procedures associated with both the Group's governance model and its compliance model aim to ensure the mechanisms required to achieve effective implementation of the commitments established in the code of ethics and the corporate policies making up Abertis' organizational culture, which is based on ethical behaviour, anti-corruption and abidance by the law.

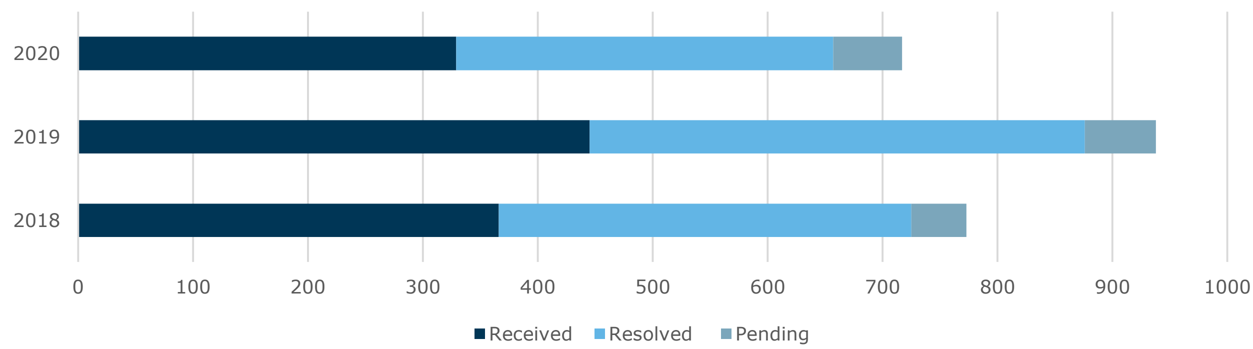
The roll-out of visible communication channels for consulting queries and reporting irregularities, the performance of training and awareness actions aimed at the various stakeholders, and the maintenance of high transparency standards make it possible to instil habits centred on the practical application of the Group's ethical values. The ethics channel, the cornerstone of any compliance model, is focussed on guaranteeing traceable, transparent and confidential communication by stakeholders when faced with any queries or irregularities. In addition, the data on the types of communication used allow the Group to detect specific training requirements in each country.

Total number of complaints handled during the year by country



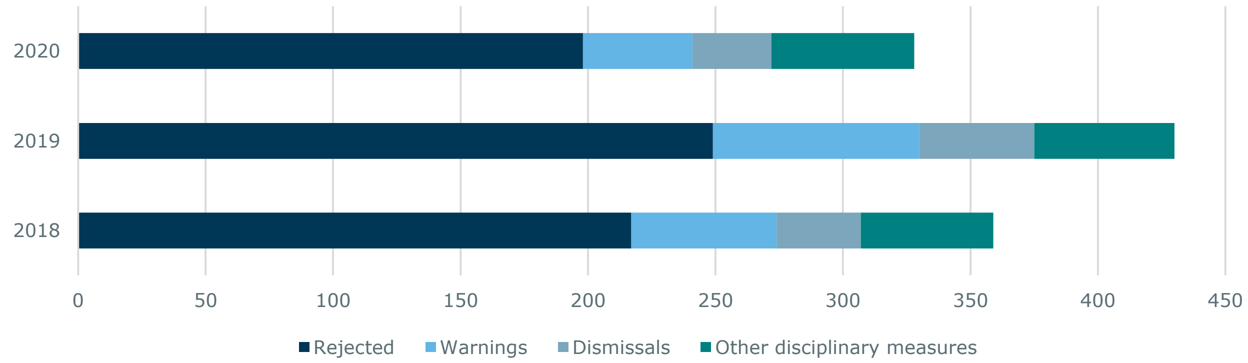

The number of complaints received in 2020 fell by 26.1% in comparison with 2019, and included 329 reports of code-of-ethics breaches, mainly in Brazil, France and Spain (which accounted for 95.4% of the complaint files opened). 84.5% of the complaints in progress during the year, which included cases from prior years, were resolved, with a total of 60 communications not yet resolved at year-end, specifically in Brazil, France, Chile, Puerto Rico, India and Mexico. In 2020 no complaints were reported in Argentina or Italy.

Historical trend in reports received and processed




The fall in reports of code-of-ethics breaches was across the board in all countries and activities, except for Mexico, which was included in the scope of the data in 2020. The causes underlying the reports received remained constant with respect to prior years, involving mainly violations of internal and occupational health and safety policies (40.7%), other issues (17.9%), workplace harassment (15.8%) and conflicts of interest (6.7%).

Total complaints resolved by type of resolution




60.4% of the complaints resolved in 2020 (328) were rejected, a higher percentage than the year before. The trend in the other forms of resolution remained constant, with 13.1% of the cases entailing warnings and 9.5% of the cases leading to the dismissal of the persons involved. Lastly, the number of cases resolved through other disciplinary measures increased with respect to the previous period, and totalled 17.1% of the complaints closed.

The reduction in reports received had a bearing on the change in the number of breaches that occurred, although these fell more than the complaints received (28.2% fewer in contrast to a reduction of 26.1%), which generated a positive change in trend in line with the objectives established by the Group. Breaches in the year totalled 130 cases.

## Rejection of all forms of corruption

The Management report, in the section on Ethics and Compliance, provides a detailed description of the Group's current compliance model, as well as the progress made in 2020. The inclusion of the new Mexican subsidiaries in the model, and the progressive roll-out of the ISO 37001 international standard in each country -achieved at corporation level and by the toll road activities in Spain-, constitute the year's main milestones in this area.

The training of the various stakeholders involved in ensuring compliance with existing standards and procedures is a key element of the Group's compliance model. Specific training was given in 2020 on ethical values and anti-corruption, and on the Group's compliance model, to members of the managing bodies of the subsidiaries in Brazil, Chile, Italy and Puerto Rico. Similarly, people holding executive positions in Brazil, Chile, and Puerto Rico and at Mobility Services received training on the same topics and, in addition, these executives were provided with training on workplace harassment in Brazil and Puerto Rico and on the misuse of information in Brazil, Puerto Rico and Chile.

Furthermore, a total of 3,387 employees in Brazil, 36 in Spain and 62 in Puerto Rico, as well as all the staff at Mobility Services, received anti-corruption training, while 3,362 employees in Brazil and 62 in Puerto Rico received training on the code of ethics, the compliance model and workplace harassment. In addition, 30 employees at the head office in Spain received "advocacy lobby" training in 2020. The aforementioned training activities are scheduled to continue in 2021, and to include those countries and activities that did not perform such training in 2020.

The implementation of mechanisms supporting the roll-out of the body of regulations in each country makes it possible to adapt procedures to local realities and to ensure they function optimally. Worthy of note is the roll-out of the Integrity Agents programme in Brazil; an integrity agent is a specific figure at each of the concession operators who is responsible for disseminating the organization's regulations and values at the same time as identifying and preventing potential situations of non-compliance risk, so as to maximise the scope of compliance model management and thus ensure the capillarity of procedures. The programme has a scheduled term of three years, until all the planned stages are completed, and a global scope as regards the stakeholders involved. In addition, Brazil held the third edition of Integrity Week in 2020, with the focus on the Group's code of ethics in the country, which was reviewed and updated in the course of the year.

## Excellence in good governance

Abertis' corporate website centralizes information on the various actions relating to the systems implemented in the good governance area. On an annual basis, the Group publishes the Annual Corporate Governance Report, which describes the actions and mechanisms employed to ensure best corporate governance practices as well as the operational roll-out thereof in the various countries and activities.

The review and update of the Good Governance Code in Spain in 2020 involved significant changes being made to a total of 20 recommendations, which had a bearing on Abertis' level of compliance with those recommendations. A total of 52 recommendations are applicable to the Group, of which the organization fully or partially complies with 88.5% (73.1% and 15.4%, respectively). Therefore, the organization currently does not comply with six recommendations, which is slightly fewer than in the previous year, seven.

The ethical channel and the formal communication channels established to receive communications from stakeholders, especially users, are the main mechanisms for making formal claims at the organization. The circumstances surrounding the pandemic in 2020 led to changes in some of these channels, with the expansion of the electronic channels, to guarantee fluid communication in relation to all areas of the Group's performance (economic, environmental, social and good governance). Substantially all the claims were addressed in 2020, and the related detail is provided in each of the content blocks containing the various associated topics.

Progress in the inclusion of Human Rights issues in the due diligence procedures was affected by the pandemic scenario, although their importance and public awareness of them have increased as a result of the impact of COVID-19. Consequently, it is necessary to review and reboot the work in 2021, with the focus on formalising due diligence procedures in the Human Rights area and integrating them into the Group's operations, both at compliance level and over the life cycle of the activity.

abertis

## ECO-EFFICIENCY

*MATERIAL TOPIC*

*CORE SUBJECT ISO26000*

*SUSTAINABLE DEVELOPMENT GOALS*

*STRATEGIC OBJECTIVE*

*QUANTITATIVE TARGETS:*

- Reduction in category 1 and 2 emissions (10% by 2020 compared with 2015)
- Consolidate a common scope 3 calculation methodology for the whole Group
- Identify actions to implement which will have an impact on vehicle emissions
- Standardise the Group's energy management
- Progressive increase in the percentage of electronic toll use (60% target for transactions and volume)
- Encourage the use of less-polluting vehicles (which produce less emissions or are more efficient)
- Identify development opportunities for new products and services


- 50% of critical suppliers evaluated and approved
- 35% of critical suppliers analysed according to CSR score
- Improvement in average CSR score
- 30% of materials used in maintenance and construction are recycled
- Recovery of 30% of waste produced in construction
- Establish standardised reuse procedures for materials and waste

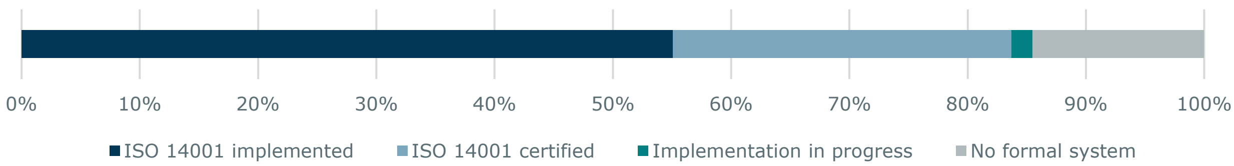

*GRI SRS: 103-2, 303-1*

# Axis 2: Eco-efficiency

Abertis' strategic objectives in relation to operational eco-efficiency focus on reducing its carbon footprint, promoting and fostering the circular economy and developing products and services with positive environmental impacts. The related material issues include the consumption of both energy and material resources, the generation of greenhouse gas emissions, particularly emissions tied to the toll road use phase, and the generation of construction and demolition waste.

The implementation of environmental management systems allows the systematization of the identification of areas with significant environmental impacts and the planning of specific actions for their mitigation, in addition to the ongoing monitoring of the magnitudes of these impacts. An environmental management system according to ISO 14001 has been implemented at Abertis facilities accounting for 83.7% of the revenue for 2020, and certification of such systems is envisaged at facilities accounting for 28.6% of revenue.

Environmental management system (percentage breakdown of Abertis' revenue)




In 2020, internal audits relating to the environmental management system were conducted at all the concession operators in Brazil, together with training activities centred on waste reduction among workers and employees and the generation of specific environmental content at Arteris University. In addition, the awareness raising campaigns for workers and users in relation to good environmental practices in the various countries continued.

## Carbon footprint reduction

The management of the impacts of the pandemic affected the roll-out of work on the inclusion of climate change risks and opportunities in each of the countries. Such actions are scheduled to continue in 2021, through the completion of the project, which began in 2020, to establish science-based greenhouse gas reduction targets and formalize the various paths to meeting them.

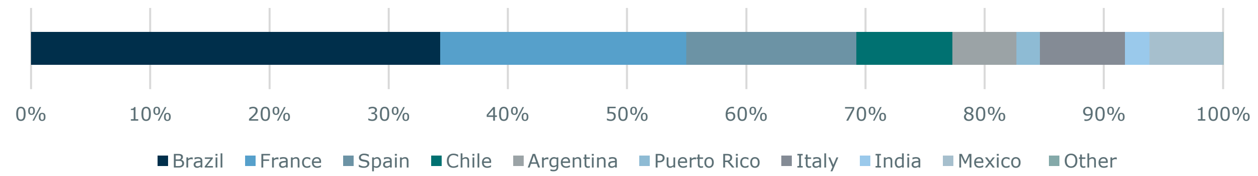
Most of the greenhouse gas emissions are concentrated in the toll road use phase of their active life cycle: 99.3% of total emissions in 2020 came under this category. The roll-out of actions centred on reducing these emissions requires the involvement of various stakeholders, as well as the need to reimagine the role of infrastructure in relation to the challenges arising from climate change.

The fuel consumption of the vehicle fleet and electricity consumption are the main sources of scope 1 and 2 greenhouse gas emissions. It should be noted that the fuel consumption of subcontractors is included in scope 1, although technically it corresponds to scope 3. Scope 3 currently consists of the emissions arising from material and water consumption, waste management, employee journeys and toll road use. Studying these categories and any changes arising in their regard on an annual basis enables the organization to evaluate carbon footprint performance over the year. Participation in the annual Carbon Disclosure Project questionnaire, the responses to which are publicly accessible, focuses on reporting carbon footprint performance in a specific and technical manner.

Mobility-related changes in 2020 linked to the pandemic had a direct impact on total greenhouse gas emissions, which fell by 16.7% with respect to the previous year and amounted to 16.9 million tonnes of $CO_{2e}$. In terms of scopes, this change was uneven due to improved systems for gathering data on liquid fuels relating to subcontractors. Therefore, scope 1 emissions increased by 21.5% while scope 2 emissions fell by 11.6% as a result of the reduction in electricity consumption. Globally, scope 1 and 2 emissions increased by 4.5% in absolute terms compared with the previous year, with the change varying depending on the country; increases in Brazil, Puerto Rico and India offset reductions in all the other countries.

In 2020, the change in revenue, which fell by 32.4% compared with the previous year, affected activity rates, thus increasing the year's carbon intensity by 10.2% compared with the previous year to 4,393.5 tonnes of $CO_{2e}$ per million euros. The change in the case of scope 1 and 2 emissions was greater, 38.3%, with the emissions intensity of these scopes standing at 31.2 tonnes per million euros of revenue.

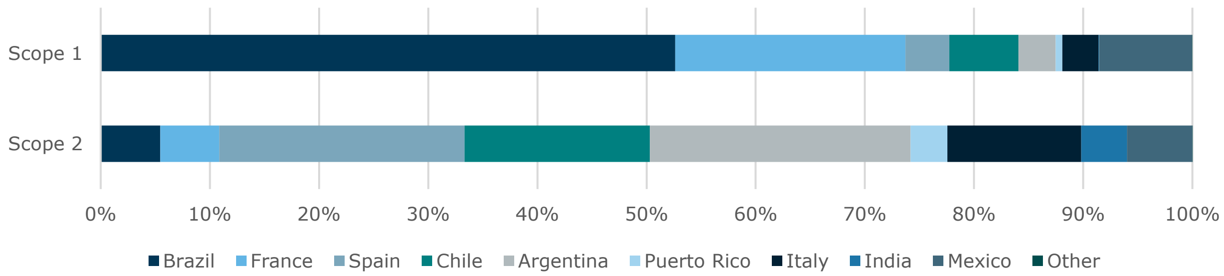
Percentage distribution of total emissions of $CO_2$ in 2020 by country



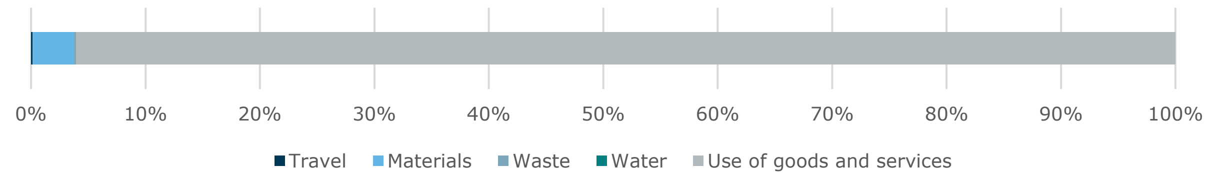

Emissions of $CO_{2e}$ generated by country (tonnes)

| | Scope 1 | Scope 2 | Scope 3 | Total |
|---|---|---|---|---|
| Brazil | 35,789.0 | 2,856.4 | 5,784,340.5 | 5,822,985.9 |
| France | 14,344.4 | 2,831.2 | 3,486,734.5 | 3,503,910.1 |
| Spain | 2,728.3 | 11,769.3 | 2,398,583.1 | 2,413,080.7 |
| Chile | 4,307.9 | 8,891.1 | 1,356,331.5 | 1,369,530.5 |
| Argentina | 2,316.3 | 12,516.4 | 898,793.3 | 913,626.0 |
| Puerto Rico | 435.3 | 1,768.6 | 329,979.3 | 332,183.2 |
| Italy | 2,245.3 | 6,417.3 | 1,198,838.2 | 1,207,500.8 |
| India | 43.7 | 2,193.3 | 343,130.0 | 345,366.9 |
| Mexico | 5,789.7 | 3,139.1 | 1,042,687.6 | 1,051,616.4 |
| Other | 13.9 | 0.4 | 15.4 | 29.7 |
| **Total** | **68,013.8** | **52,383.2** | **16,839,433.2** | **16,959,830.2** |

Percentage distribution of scope 1 and 2 $CO_2$ emissions by country




Percentage distribution of scope 3 emissions by source



The increase in data related to liquid fuel consumption is the basic reason behind the change in scope 1 emissions. Similarly, the reduction in electricity consumption and the improvement in associated emission factors were the main causes of the decrease in scope 2 emissions. Lastly, the increase in materials consumed was offset by the reduction in emissions linked to the use of toll roads, which gave rise to the change in scope 3 emissions.

Change in total emissions[ii] – Tonnes of $CO_{2e}$

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Scopes 1 and 2 | 112,592.1 | 115,246.6 | 120,397.0 | 4.5% |
| Scope 3 | 20,900,955.2 | 20,250,656.7 | 16,839,433.2 | -16.8% |
| **Total** | **21,013,547.3** | **20,365,903.3** | **16,959,830.2** | **-16.7%** |

Changes in scope 1 and 2 emissions[iii] - Tonnes of $CO_{2e}$ in relation to activity

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Toll roads (Tn/ADT) | 4.46 | 4.36 | 5.92 | 35.7% |

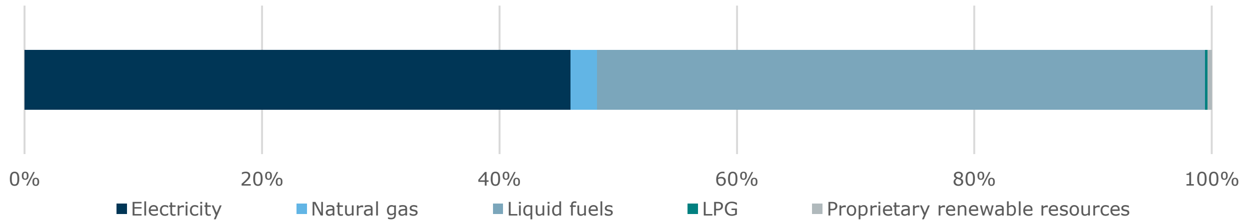
Change in total emissions[iv] – Tonnes of $CO_{2e}$ per million euros of revenue

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Scopes 1 and 2 | 22.4 | 22.6 | 31.2 | 38.3% |
| Scope 3 | 4,166.9 | 3,963.6 | 4,362.3 | 10.1% |
| **Total** | **4,189.4** | **3,986.2** | **4,393.5** | **10.2%** |

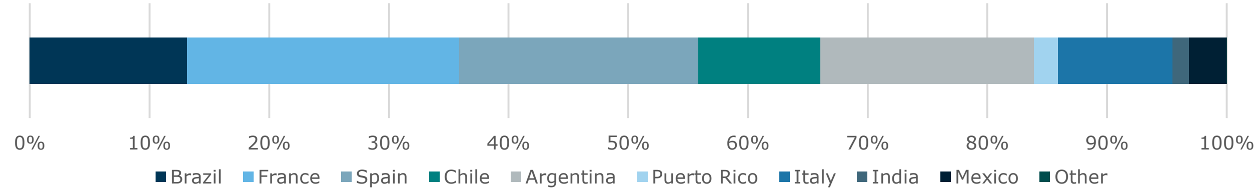
The main actions carried out in 2020 include the extension of the projects to renovate and replace lighting with LEDs in Spain, Chile and India. Also, it is worth noting the Solar Project in Mexico which, through the installation of solar panels on the roofs of buildings alongside toll roads, aims to achieve carbon-neutral electricity consumption and reduce electricity costs by promoting self-sufficiency. A total of 14 solar photovoltatic facilities are currently operational and 4 are under construction, with a total production of 278,911 kWh in 2020.

51.2% of total energy consumption in 2020 is related to liquid fuels and 46% to electricity, rebalancing the distribution with respect to previous years, with liquid fuels making a comeback as the main energy source for the organization's activities. The change in liquid fuel consumption had an impact on the figure for total energy consumed in the year, which increased by 11.7% to 474,156 MWh. LPG consumption for the year decreased slightly and amounted to 892.2 MWh, while consumption of own renewable sources increased due to the inclusion of the Mexican facilities and the positive trend in data from Brazil, Spain and Italy, with this energy source amounting to 1,764 MWh, 0.4% of Abertis' total energy consumption.

Percentage distribution of 2020 energy consumption by source (MWh)



Percentage distribution of 2020 electricity consumption by country (MWh)



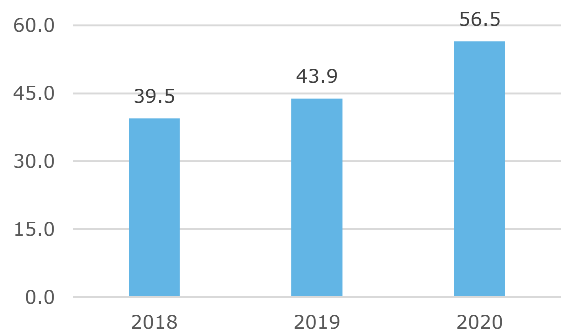

Electricity consumption by country (MWh)

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Brazil | 26,850 | 37,318 | 28,679 | -23.1% |
| France | 54,710 | 50,611 | 49,583 | -2.0% |
| Spain | 50,650 | 48,626 | 43,593 | -10.4% |
| Chile | 23,945 | 24,287 | 22,228 | -8.5% |
| Argentina | 35,018 | 35,646 | 38,968 | 9.3% |
| Puerto Rico | 3,338 | 3,853 | 4,302 | 11.7% |
| Italy | 959 | 20,824 | 20,918 | 0.4% |
| India | 2,497 | 2,874 | 2,936 | 2.1% |
| Mexico | --- | --- | 6,907 | --- |
| Other | --- | --- | 2 | --- |
| **Total** | **197,966** | **224,038** | **218,115** | **-2.6%** |

Electricity consumption by country in relation to activity[v] (MWh/ADT)

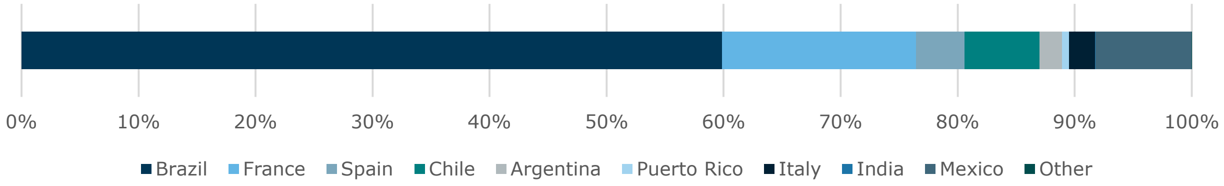
| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Brazil | 1.38 | 1.80 | 1.51 | -16.4% |
| France | 2.17 | 1.98 | 2.57 | 29.8% |
| Spain | 2.22 | 1.91 | 2.48 | 30.1% |
| Chile | 0.87 | 0.91 | 1.12 | 23.5% |
| Argentina | 0.43 | 0.44 | 0.79 | 81.6% |
| Puerto Rico | 0.05 | 0.06 | 0.08 | 40.6% |
| Italy | 0.01 | 0.32 | 0.44 | 39.1% |
| India | 0.12 | 0.13 | 0.15 | 20.8% |
| Mexico | --- | --- | 0.52 | --- |
| **Total** | **7.68** | **8.70** | **10.70** | **23.0%** |

Changes in electricity consumption in relation to revenue (MWh per million euros)




Electricity consumption was affected by the context of the pandemic in terms of office use and, therefore, demand for this energy source was lower. The changes in Argentina, Puerto Rico, Italy and India were due to the installation of new lighting on roads that had been poorly lit, as well as to the fixed maintenance of this service of relevance to road safety and with little relation to road-use intensity. Changes in relative terms were affected by the reduction in both activity (in terms of ADT) and revenue.

Percentage distribution of liquid fuel consumption in 2020 by country (litres)



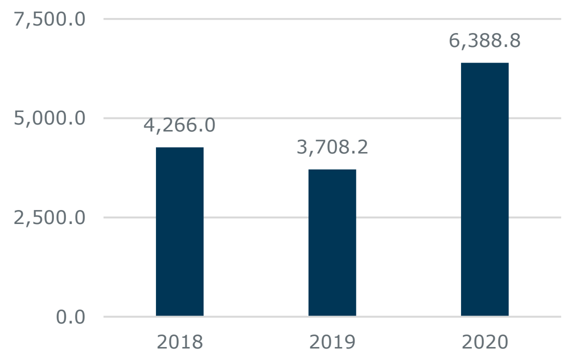

Liquid fuel consumption by country[vi] (litres)

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Brazil | 12,403,392 | 10,629,379 | 14,770,584 | 39.0% |
| France | 4,301,586 | 3,798,815 | 4,086,942 | 7.6% |
| Spain | 1,337,477 | 1,386,285 | 1,015,656 | -26.7% |
| Chile | 1,835,554 | 1,688,402 | 1,588,732 | -5.9% |
| Argentina | 682,412 | 686,740 | 462,825 | -32.6% |
| Puerto Rico | 162,110 | 142,784 | 155,690 | 9.0% |
| Italy | 646,262 | 584,892 | 539,911 | -7.7% |
| India | 28,907 | 28,344 | 18,248 | -35.6% |
| Mexico | --- | --- | 2,018,362 | --- |
| Other | --- | --- | 5,147 | --- |
| **Total** | **21,397,700** | **18,945,641** | **24,662,097** | **30.2%** |

Liquid fuel consumption[vii] by country in relation to activity (L/ADT)

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Brazil | 637.0 | 513.6 | 771.8 | 50.3% |
| France | 170.2 | 148.9 | 210.5 | 41.4% |
| Spain | 60.5 | 56.1 | 59.2 | 5.5% |
| Chile | 66.4 | 63.1 | 80.1 | 27.0% |
| Argentina | 8.3 | 8.4 | 9.4 | 11.9% |
| Puerto Rico | 2.3 | 2.1 | 2.8 | 37.3% |
| Italy | 9.9 | 8.9 | 11.4 | 27.8% |
| India | 1.4 | 1.3 | 1.0 | -23.9% |
| Mexico | --- | --- | 151.3 | --- |
| **Total** | **829.6** | **735.5** | **1,215.4** | **65.3%** |

Changes in liquid fuel consumption in relation to revenue (litres per million euros)[viii]



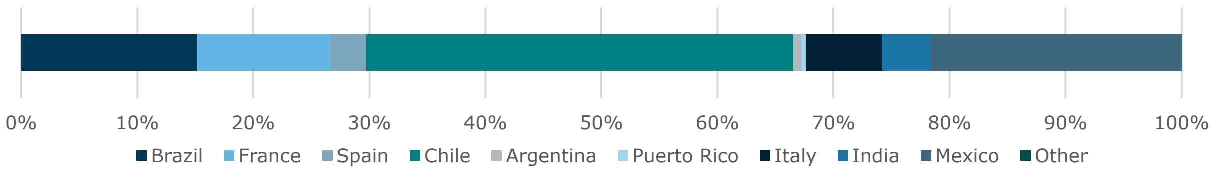

The improvement in the collection of data on subcontractors had an impact on changes in liquid fuel consumption data, particularly in Brazil and Puerto Rico. 51.1% of the diesel consumption of the vehicle fleet and 66.1% of the consumption of equipment other than the vehicle fleet are related to subcontractors. The total number of vehicles in the organization's fleet remained constant at 3,254, as did the type of vehicles, with 87% using fossil fuels.

Brazil's natural gas consumption increased due to the acquisition of gas kits for all fleet vehicles, which offset the reductions resulting from the effects of the pandemic in all the other countries.

Natural gas consumption by country (kWh)[ix]

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Brazil | 31,654 | 123,534 | 560,666 | 353.9% |
| France | 5,774,990 | 6,379,530 | 5,934,101 | -7.0% |
| Spain | 70,285 | 70,574 | 52,924 | -25.0% |
| Argentina | 29 | 430,195 | 320,314 | -25.5% |
| Italy | 1,010,324 | 4,685,624 | 3,759,418 | -19.8% |
| **Total** | **6,887,283** | **11,689,456** | **10,627,423** | **-9.1%** |

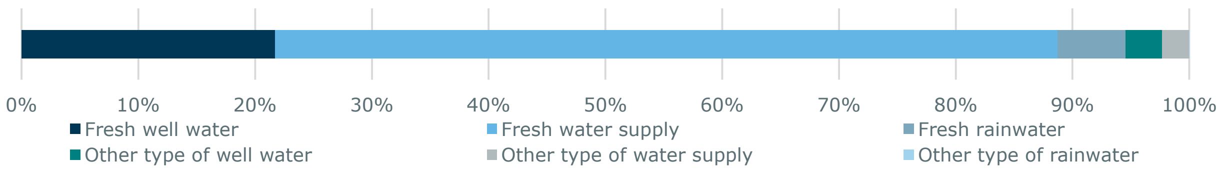
Percentage distribution of 2020 water consumption by country ($m^3$)



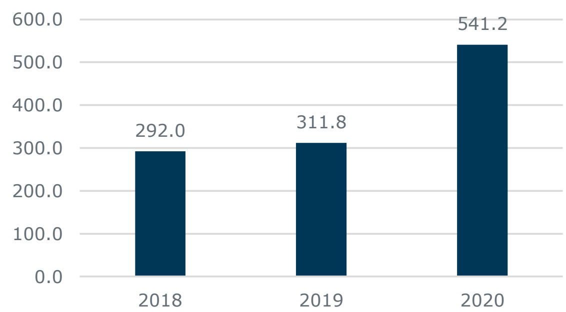

Water consumption[x] by country ($m^3$)

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Brazil | 130,060 | 112,404 | 315,753 | 180.9% |
| France | 285,615 | 231,896 | 240,740 | 3.8% |
| Spain | 94,943 | 81,459 | 64,635 | -20.7% |
| Chile | 734,441 | 957,103 | 769,533 | -19.6% |
| Argentina | 16,293 | 19,528 | 13,899 | -28.8% |
| Puerto Rico | 13,097 | 10,789 | 8,018 | -25.7% |
| Italy | 190,343 | 180,107 | 137,152 | -23.8% |
| India | 0 | 0 | 87,954 | 180.9% |
| Mexico | --- | --- | 451,386 | --- |
| Other | --- | --- | 60 | --- |
| **Total** | **1,464,792** | **1,593,286** | **2,089,130** | **31.1%** |

Distribution of 2020 water consumption by source and type of water ($m^3$)




Change in water consumption in relation to revenue ($m^3$ per million euros)




Improvements in information collection systems, the roll-out of specific projects and the increase in user service points had an impact on water consumption, primarily in Brazil and India, which offset reductions in all the other countries, especially in the context generated by the pandemic.

94.5% of the water consumed is fresh water, and 30.7% is from own sources (wells and rainwater), a significant change from the previous year. 19.8% of the water consumed relates to activities carried on by subcontractors.

## Circular economy innovation

The consumption of recycled materials and the recovery of waste for use as material inputs are enabling the transformation of the internal and external life cycles of activities, and making them more circular. This makes it possible to mitigate the impact of extractive processes as regards the consumption of non-recycled materials, and also reduces the percentage of waste that ends up in landfill.

Consumption of recycled materials fell significantly in 2020 with respect to the previous year and amounted to 2.9% of total material consumption. This change was due to the reduction in the consumption of recycled materials, mainly in France, Argentina and Italy, and to a significant increase in the materials consumed in the year.

Total materials consumed by country (tonnes)

| | Granules | Asphalt agglomerate | Concrete | Metals | Paints | Salt |
|---|---|---|---|---|---|---|
| Brazil | 3,942,201 | 860,069 | 539,702 | 35,060 | 1,748 | 0 |
| France | 391,629 | 320,931 | 25,339 | 1,394 | 2,546 | 13,580 |
| Spain | 1,373 | 47,593 | 4,062 | 445 | 906 | 9,012 |
| Chile | 4,148 | 23,920 | 1,131 | 165 | 541 | 0 |
| Argentina | 5,893 | 17,284 | 2,106 | 320 | 69 | 0 |
| Puerto Rico | 1,038 | 877 | 1,249 | 77 | 19 | 0 |
| Italy | 0 | 242,591 | 48,455 | 1,585 | 1,585 | 5,626 |
| India | 0 | 0 | 0 | 5 | 0 | 0 |
| Mexico | 534,316 | 25,691 | 397 | 673 | 49 | 0 |
| **Total** | **4,880,599** | **1,538,957** | **622,441** | **39,724** | **7,463** | **28,217** |

The total consumption of materials increased by 74.5% in 2020, due mainly to the work performed in Brazil on the "Florianópolis surroundings" project, which involved a very significant consumption of granules, asphalt agglomerate and concrete. The increase was also due to improved information collection systems, affecting the metals and paints categories, and to the inclusion of Mexico in the scope of the data. These figures include the consumption generated by subcontractors involved in maintenance and construction work, which on occasion affects the availability of the related information.

The consumption of granules and asphalt agglomerate accounted for 90.1% of total material consumption in 2020, which stood at 7.1 million tonnes. In addition, a total of 4,200 tonnes of de-icing fluid was consumed in Spain and Italy, together with 214 tonnes of paper and 2,524 tonnes of miscellaneous materials (mainly cement and additives).

Changes in total material consumption (tonnes)

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Granules | 1,695,890 | 1,952,431 | 4,880,599 | 150% |
| Asphalt agglomerate | 2,238,890 | 1,802,576 | 1,538,957 | -14.6% |
| Concrete | 233,057 | 251,937 | 622,441 | 147.1% |
| Metals | 49,362 | 12,942 | 39,724 | 207% |
| Paints | 88,992 | 14,125 | 7,463 | -47.2% |
| Salt | 74,844 | 44,510 | 28,217 | -36.6% |
| **Total** | **4,381,035** | **4,078,521** | **7,117,401** | **74.5%** |

Toll roads in Chile undertook initiatives to recover tyre waste for use in pavements and to use warm mixes with recycled asphalt aggregates. The use of warm mix asphalt pavements means that temperatures during production at asphalt plants and also during laying can be reduced, thereby decreasing the energy intensity of both processes and, accordingly, the associated greenhouse gas emissions, while also facilitating the work of the people involved by reducing their exposure to high temperatures. The addition of asphalt waste to these warm mixes, which comes from own upkeep and maintenance activities, makes it possible to reduce waste that would otherwise be sent to landfill.

In this connection, based on the findings of a five-year analysis of a stretch of toll road in Chile that used tyre waste in the pavements, new field work commenced to expand this technique, thus facilitating the recovery of this type of waste. In addition, toll roads in Mexico reused milled material (taken from the existing asphalt layer) to repair stretches damaged by use, which not only reduces the consumption of new materials, but also improves the impact on vehicles using the toll roads and reduces the time it takes to perform the related work.

Waste generated (tonnes)

| | 2018 | | 2019 | | 2020 | |
|---|---|---|---|---|---|---|
| | Non-hazardous | Hazardous | Non-hazardous | Hazardous | Non-hazardous | Hazardous |
| Brazil | 8,604.7 | 254.4 | 17,238.9 | 643.7 | 476,103.9 | 519.8 |
| France | 266,066.2 | 134.7 | 989,534.2 | 72.4 | 413,229.2 | 112.7 |
| Spain | 47,095.8 | 307.3 | 38,386.3 | 259.7 | 23,399.2 | 186.2 |
| Chile | 1,824.6 | 8.0 | 7,788.2 | 6.9 | 6,120.2 | 5.7 |
| Argentina | 2,684.0 | 7.3 | 4,596.9 | 21.2 | 4,303.0 | 4.3 |
| Puerto Rico | 3,678.7 | 0.0006 | 5,465.2 | 0 | 2,974.3 | 0.6 |
| Italy | 2,300.5 | 8.3 | 2,238.7 | 9.5 | 2,908.6 | 19.1 |
| India | 0 | 0 | 0 | 0 | 0 | 0 |
| Mexico | --- | --- | --- | --- | 1,657.2 | 24.3 |
| Other | --- | --- | --- | --- | 0.2 | 0 |
| **Total** | **332,254.4** | **720.0** | **1,065,248.5** | **1,013.5** | **930,695.7** | **872.7** |

The type of maintenance and construction work has an impact on the amount of materials consumed and waste generated. Total waste in 2020 fell by 12.6% compared to 2019, to 931,568.4 tonnes. The change was seen across hazardous and non-hazardous waste, although it was uneven across the countries. The reductions in substantially all the countries offset the increases in Brazil and Italy, which are related to the projects carried out in these countries.

99.9% of the waste generated is non-hazardous waste, of which 93.7% is construction and demolition waste. These percentages remained constant with respect to previous years, showing the significance of this category of waste for the organization's activities. The progress made in the recovery of waste in general, and of construction waste in particular, enabled the recycling of 52.9% of the year's non-hazardous waste, significantly reducing the percentage of waste sent to landfill.

Total non-hazardous waste generated and treated by type

| | Tonnes generated | Percentage recovered | Percentage sent to landfill | Percentage of other treatments |
|---|---|---|---|---|
| Tyres and scrap rubber | 1,599.7 | 79.1% | 19.6% | 1.3% |
| Mix of concrete, bricks, etc. | 20,891.2 | 99.4% | 0.6% | 0.0% |
| Scrap metal (mixed metals, air-conditioning units and extinguishers) | 1,887.3 | 92.0% | 7.7% | 0.3% |
| Construction and demolition waste | 871,651.3 | 53.0% | 47.0% | 0.0% |
| Garden waste | 4,440.6 | 1.7% | 86.7% | 11.6% |
| Domestic waste (rubbish) | 19,729.6 | 3.2% | 96.8% | 0.0% |
| Sludge from biological treatment plants (septic tank sludge) | 5,363.4 | 38.6% | 21.2% | 40.2% |
| Other | 5,132.6 | 70.8% | 19.5% | 9.6% |
| **Total** | **930,695.7** | **52.9%** | **46.8%** | **0.3%** |

Total hazardous waste generated and treated, by type

| | Tonnes generated | Percentage recovered | Percentage sent to landfill | Percentage of other treatments |
|---|---|---|---|---|
| Used oil | 138.7 | 30.3% | 54.8% | 15.1% |
| Contaminated metal and plastic packaging | 63.9 | 25.2% | 38.7% | 36.1% |
| Absorbents, Sepiolite (contaminated rags) | 69.2 | 7.9% | 89.7% | 2.4% |
| Waste containing hydrocarbons | 152.7 | 64.3% | 32.4% | 3.3% |
| Soil contaminated with diesel fuel | 114.3 | 35.2% | 56.8% | 8.1% |
| Other | 333.9 | 8.8% | 83.0% | 8.2% |
| **Total** | **872.7** | **26.5%** | **63.5%** | **10.0%** |

In addition, Abertis' activities generate waste water, which is comparable to domestic water except in those cases in which it is necessary to apply specific procedures for waste water treatment to ensure it is disposed of correctly. The inclusion of Mexico's data had an impact on the waste water generated, which increased by 38.7% compared with 2019.

Total waste water (cubic metres) generated, by type of water and disposal destination

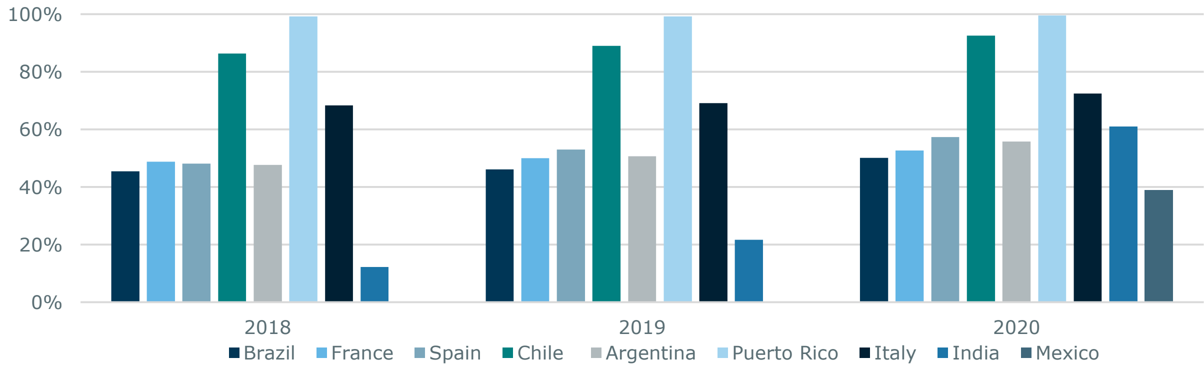
| | 2019 | | 2020 | |
|---|---|---|---|---|
| | Fresh water | Other type of water | Fresh water | Other type of water |
| Surface water | 3,287.0 | 3,287.0 | 11,707.2 | 16,408.0 |
| Groundwater | 418,910.5 | 23,578.0 | 347,151.3 | 11,756.0 |
| Sea water | 0.0 | 0.0 | 9.0 | 0.0 |
| Third party | 5,093.0 | 0.0 | 3,846.0 | 239,043.0 |
| **Total** | **427,290.5** | **26,865.0** | **362,713.5** | **267,207.0** |

## Products and services development

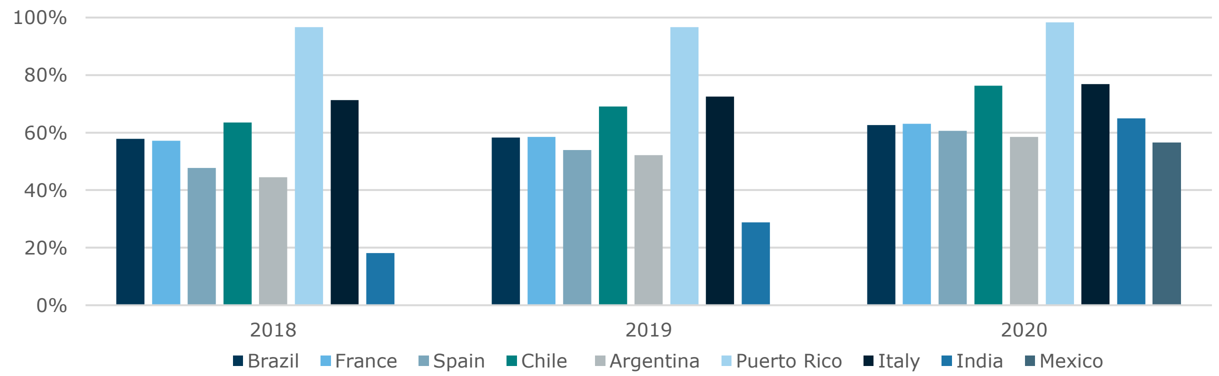
The various R&D activities carried on in 2020 are detailed in the section on safe and innovative toll roads in the Management report and under Axis 4 of this appendix. One of the objectives of these activities is to create new products and services in order to enhance the environmental and social impacts of using mobility infrastructure.

The changes in social interaction caused by the pandemic further encouraged the use and implementation of electronic tolls as the main payment mechanism, thereby allowing the environmental and road safety benefits of this system to be exploited. In global terms, this mechanism was used in relation to 64.9% of total revenue (up 8.9% on 2019) and 64.1% of total transactions, (up 4.8% on 2019).

Percentage of electronic toll use (percentage of transactions)[xi]



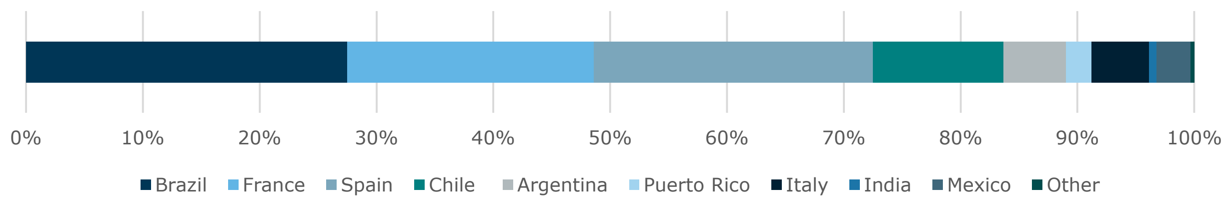
Percentage of electronic toll use (percentage of revenue)[xii]




The involvement of suppliers in the development of products and services and the provision of a quality service that ensures proper management of environmental and social impacts is a key factor in achieving Abertis' strategic objectives. The Management report details the actions performed in relation to suppliers in 2020, which include most notably the standardization of assessment systems and criteria based on environmental, social and good governance criteria.

In 2020, the Group worked with a total of 13,384 suppliers, a slightly lower figure than in 2019. Of these, 811 are considered to be strategic and critical suppliers due to the type of product or service they provide, and they accounted for 48.9% of all the purchases made in 2020. 23.9% of strategic suppliers (with a purchase volume of 9.6%) and 20% of critical suppliers (with a purchase volume of 6.2%) were assessed on the basis of environmental, social and good governance considerations.

Distribution of 2020 suppliers by country



abertis

# INTEGRATING INTO THE COMMUNITY

*MATERIAL TOPIC*

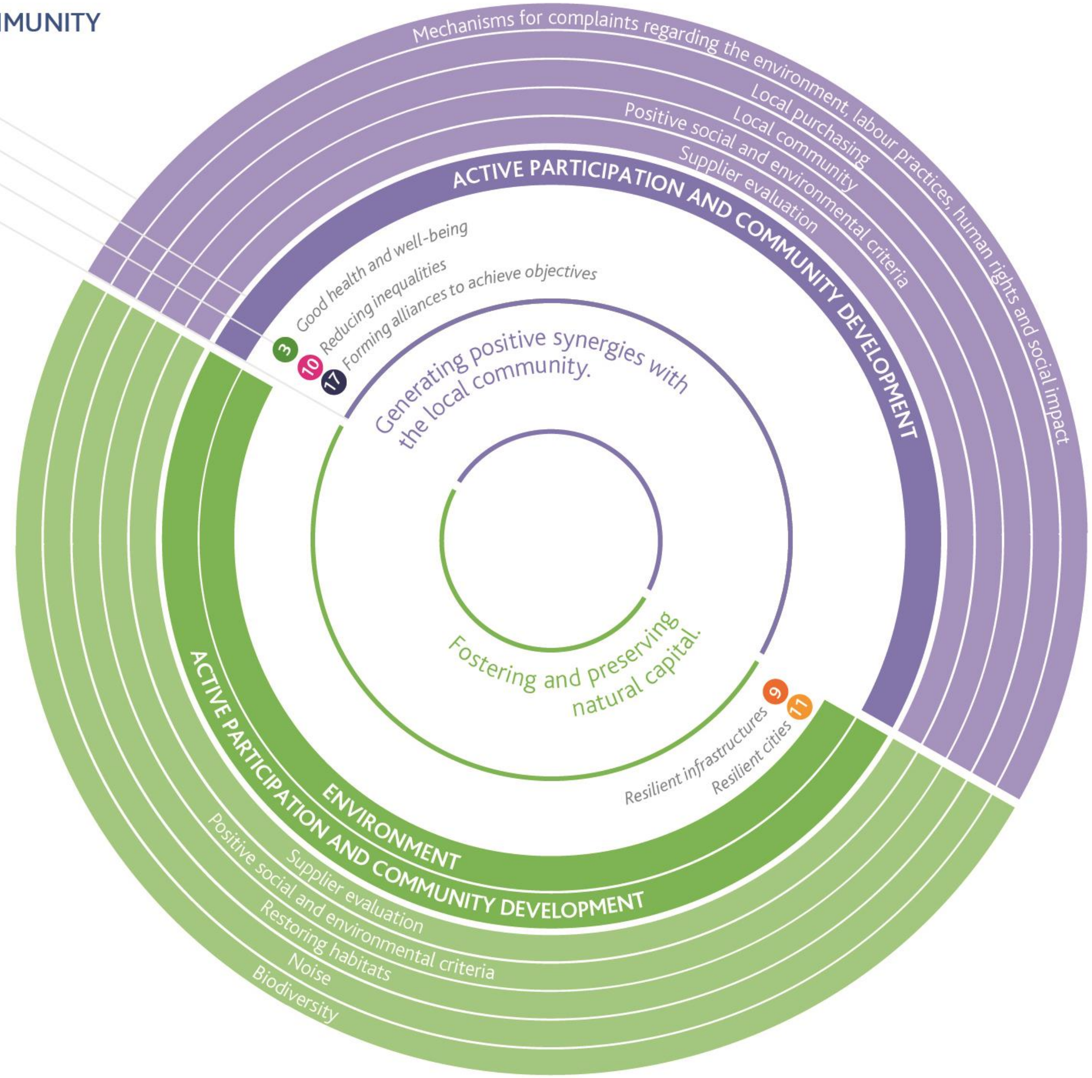
*CORE SUBJECT ISO26000*

*SUSTAINABLE DEVELOPMENT GOALS*

*STRATEGIC OBJECTIVE*

*QUANTITATIVE TARGETS:*

- Increase in community-related projects (both in terms of number of beneficiaries and allocated resources)
- Maintain local purchase level
- 100% of complaints handled




- Foster biodiversity in areas around motorways
- Identify services provided by ecosystems regarding noise
- Identify and contribute to the preservation of natural species in areas around motorways
- 50% of critical suppliers evaluated and approved
- 35% of critical suppliers analysed according to CSR score
- Improvement in average CSR score

# Axis 3: Integrating into the environment

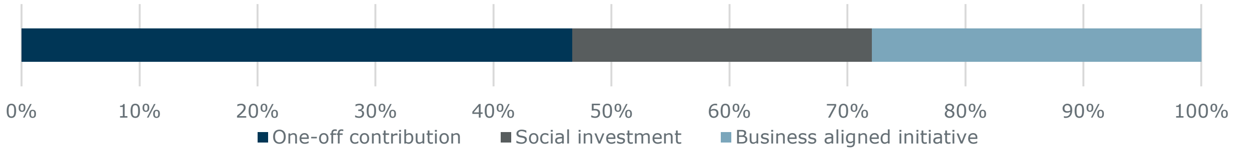
## Positive synergies with the local community

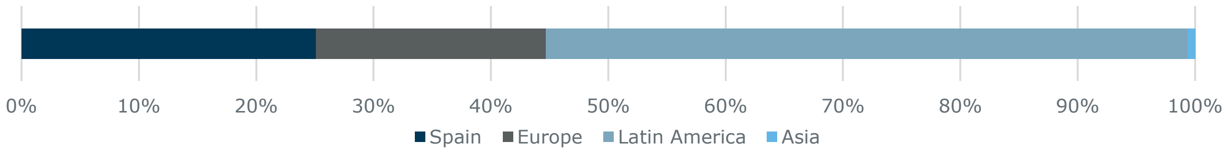
Active participation in the community through cooperation with local community organizations and projects, together with participation in professional associations and the promotion of local purchasing, constitute the core lines of action for establishing positive synergies with the local community. The Abertis Foundation defines and formalises the organization's commitment to the local community, at the same time as strengthening alliances between the organization's various stakeholders in order to meet Abertis' environmental and social objectives.

In 2020 the Group cooperated on a total of 202 initiatives, to which it assigned a total of EUR 3.4 million, representing a decline both in number of initiatives and in economic volume in comparison with the previous period. The response to the social and economic effects of the pandemic had an impact on the type of projects promoted, with one-off contributions accounting for a majority thereof for the first time (46.7% of the total) as opposed to social investments and initiatives aligned with the business (25.4% and 27.9% of the total, respectively).

The geographical distribution differed significantly from that of the previous year, with most of the projects concentrated in Latin America (54.7% of the total), and a lesser proportion in Europe (19.6% of the total). In the case of Spain, the volume remained constant, and it accounted for a quarter of the initiatives performed. In addition to these initiatives, in the framework of the Brazilian Rouanet Law, a total of 20 projects were carried out in 2020 amounting to EUR 528 thousand, most of which were social investments relating to SDG 3, 4, 5 and 10.

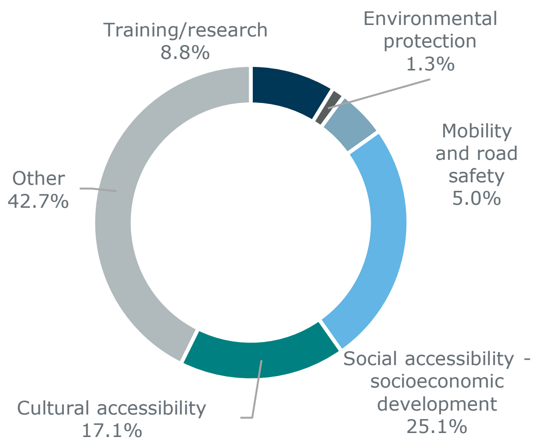
Percentage breakdown of contributions in 2020 by motivation and geographic setting

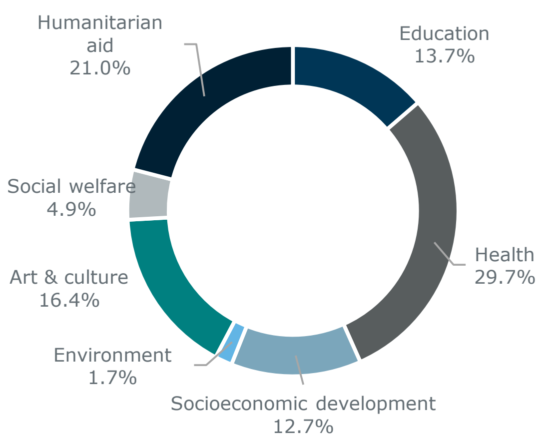



The subject areas of the various initiatives were also affected by the context of the pandemic. Thus, training and research, environmental conservation and mobility and road safety accounted for a significantly smaller percentage (15.2% of the total in aggregate terms) in comparison with specific projects related to the social and economic response to the impacts of COVID-19 (42.7% of the total). The relative proportion of socio-economic and cultural accessibility projects also fell, albeit to a lesser extent than the rest, and accounted for 42.2% of the total investment for the year.

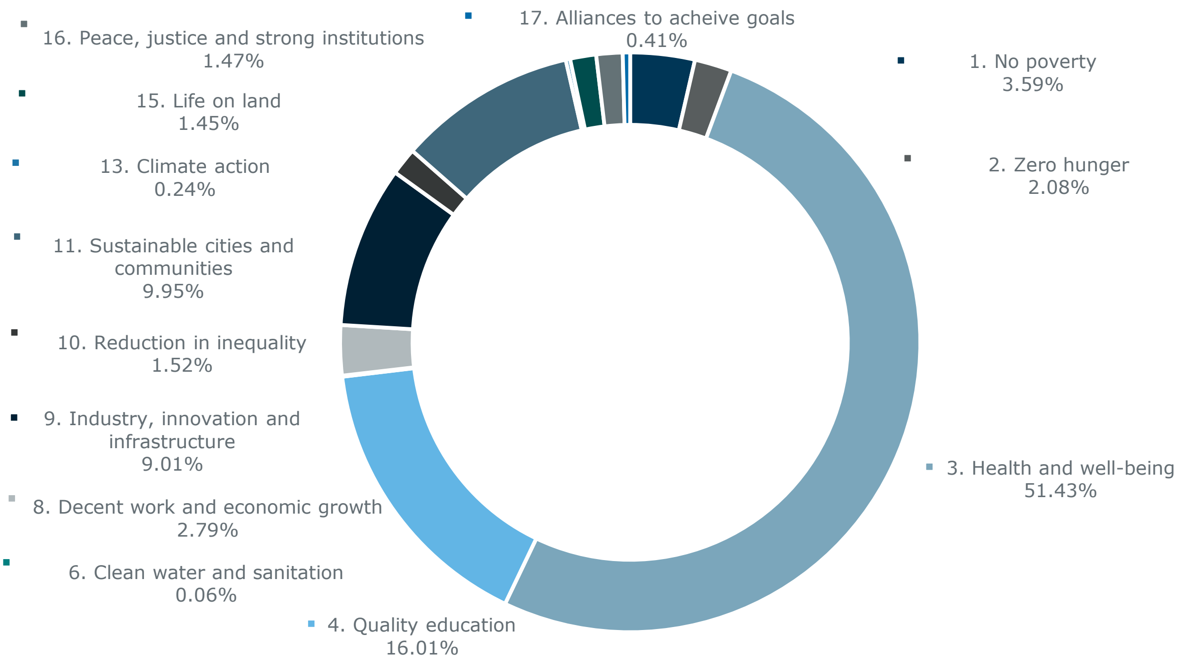
Percentage distribution of contributions in 2020 by theme (Abertis classification and LBG classification)



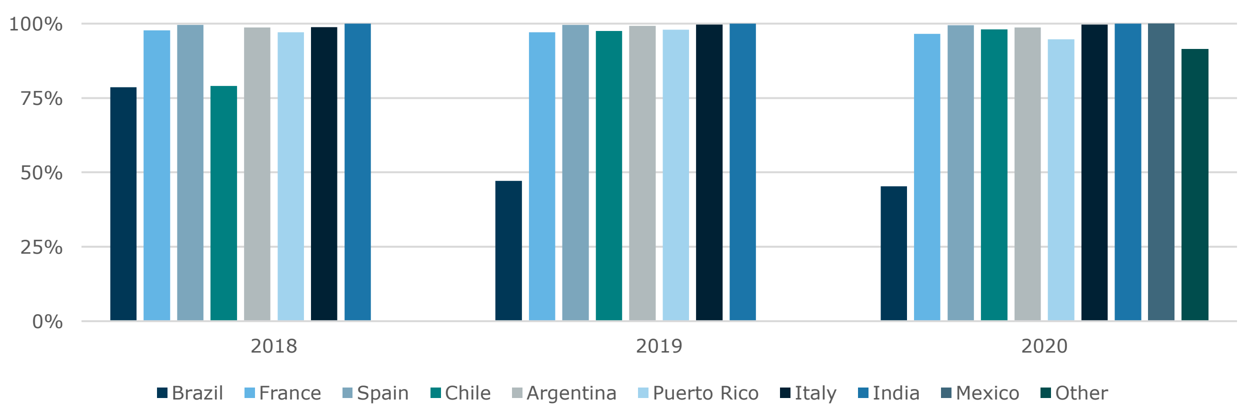
The Management report contains descriptive information on the type of COVID-19-related projects carried out in 2020, and a summary of the activities of the Abertis Foundation and the Abertis Chairs. The websites of each of the concession operators also contain details of actions performed at local level. The degree to which the projects are linked to the Sustainable Development Goals (SDGs) remained constant in comparison with 2019, with 99% of contributions being related to one or other of the SDGs: 50.9% of the contributions made in 2020 were linked to SDG 3 on Good health and well being, almost double the percentage for the previous year, which is a reflection of the impact of the pandemic on the type of actions carried out in the year. SDG 4 (Quality education) and SDG 11 (Sustainable cities and communities) accounted for 25.7% of contributions in the year, on a par with 2019.

Percentage distribution of 2020 contributions by Sustainable Development Goal




All the claims received through existing communication channels for the management of claims were addressed. These include specific channels for the users of the services provided, as well as organization-wide mechanisms such as the ethics channels and direct relationships with agents such as the Abertis Foundation. Furthermore, the promotion of local suppliers makes it possible to generate positive synergies between the organization's activities and the socio-economic development of the local community. 83.0% of all the purchases made in 2020 involved local suppliers, a similar figure to the previous year.

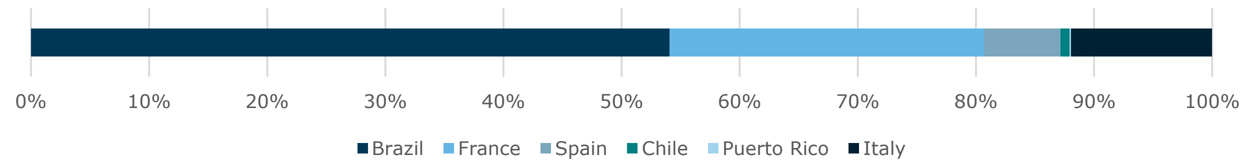
Changes in the percentage of local purchases



## Fostering and preserving natural capital

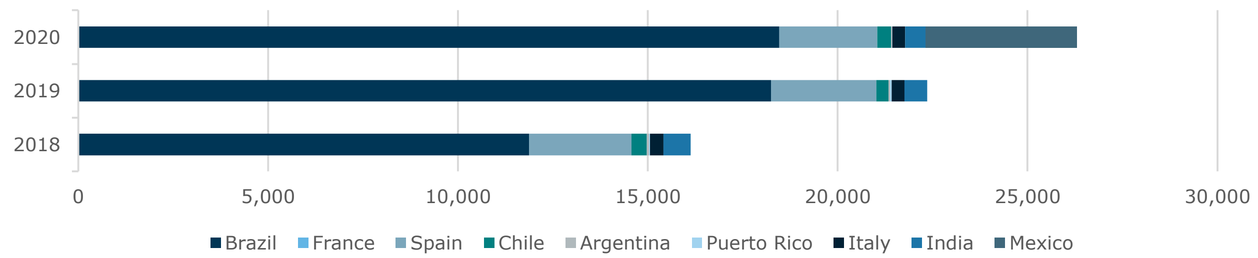
The environmental impact studies and related management plans enable the identification and roll-out of specific measures on stretches of toll road running through areas under special biodiversity protection that are home to species of flora and fauna included on international protection lists. In 2020 a total of 1,383.3 km of toll roads (16.5% of the kilometres directly managed by Abertis) fell within this category, mainly in Brazil, France, Italy and Spain. The changes in comparison with the previous year are due to the increase in this type of road in Brazil and to the reduction in the kilometres directly managed in Spain.

Percentage distribution of kilometres affecting protected areas, by country[xiii]



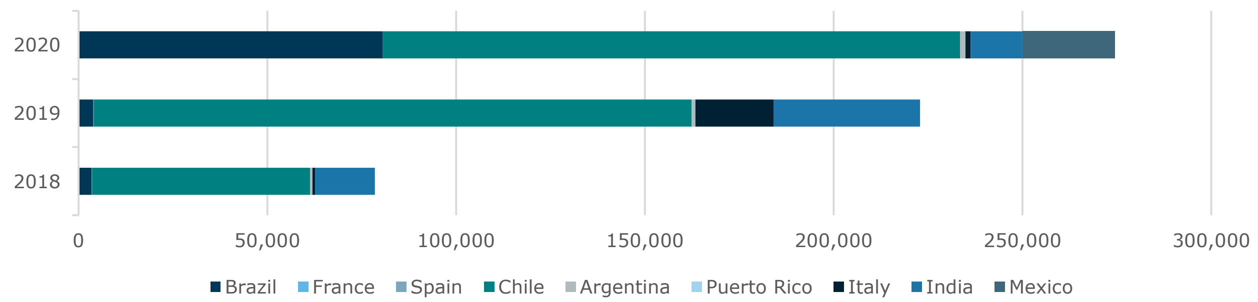

The tracking of specific fauna and flora indicators makes it possible to monitor, on an ongoing basis, the impact of activities on the natural environment, and to identify the stretches along which it is necessary to perform preventative and corrective action. Particularly noteworthy are the actions related to the compensatory planting of species that have been removed as a result of maintenance, road safety and construction work, as well as the installation of wildlife crossings and the implementation of flora and fauna protection programmes. Similarly, cooperation agreements have been established with various stakeholders in order to perform species control actions in Spain, and, in nearly all the countries, actions to raise awareness are making it possible to ramp up cooperative tasks aimed at conserving and upgrading the ecosystems adjoining toll roads.

Historical trend in the number of animals run over, by country[xiv]




The inclusion of Mexico in the scope of the data and the increase in the number of cases in Brazil had an impact on the number of animals run over, which totalled 26,300 in 2020, 17.6% more than in the previous year. The trend in compensatory planting was affected by the pandemic, especially in India and Italy, countries in which the number of plantings fell significantly. Globally, a total of 274,447 specimens of various species were replanted in 2020, 23.1% more than in the previous year due to the inclusion of Mexico in the scope of the information and the increase in replanting in Brazil.

Historical trend in the number of species replanted, by country[xv]



Regular specific analyses are conducted on the noise impact of the infrastructure, which in 2020 covered a total of 3,430.7 km in France, Spain, Chile, Brazil and Italy. The installation of noise barriers to reduce the noise from vehicles on the toll roads and the monitoring of noise levels associated with maintenance work are the main actions performed to prevent the noise impact of Abertis' activities. In 2020 a total of ten complaints were received in relation to noise issues in Spain (4), France (4) and Italy (2), all of which were addressed.

The impact of the organization's activities on air quality is at its highest level when the infrastructure is in use. On the basis of available traffic data and in line with the carbon footprint calculation methodology, in 2020 estimates were made of polluting gas emissions throughout the life cycle of the toll road activity, including the vehicles using the roads, and taking into consideration the following gases: carbon monoxide (CO), volatile organic compounds (VOC), non-methane volatile organic compounds (NMVOC), methane ($CH_4$), nitrogen oxides ($NO_x$), nitrogen monoxide (NO), nitrogen dioxide ($NO_2$), nitrous oxide ($N_2O$), ammonia ($NH_3$), particles with a diameter of less than 2.5 micrometers ($PM_{2.5}$), particles with a diameter of less than 10 micrometers ($PM_{10}$), total particulate matter (PM) and sulphur oxides ($SO_x$).

Pollutant emissions in 2020 (tonnes)

| | CO | VOC | NMVOC | $CH_4$ | $NO_x$ | NO | $NO_2$ |
|---|---|---|---|---|---|---|---|
| Brazil | 30,530.5 | 2,297.9 | 2,165.5 | 135.8 | 24,751.9 | 20,853.1 | 3,829.2 |
| France | 11,249.8 | 928.0 | 875.0 | 54.0 | 16,143.0 | 12,694.4 | 3,434.8 |
| Spain | 7,593.9 | 633.6 | 596.9 | 36.8 | 10,986.6 | 8,706.0 | 2,279.6 |
| Chile | 10,251.3 | 715.8 | 673.3 | 42.6 | 6,710.9 | 5,526.7 | 1,182.5 |
| Argentina | 7,456.8 | 510.0 | 479.5 | 30.5 | 4,607.0 | 3,749.9 | 856.6 |
| Puerto Rico | 5,763.6 | 369.6 | 347.4 | 22.2 | 1,876.0 | 1,667.1 | 208.5 |
| Italy | 5,665.2 | 425.0 | 400.3 | 25.0 | 5,286.0 | 4,289.3 | 994.9 |
| India | 1,641.9 | 125.4 | 118.1 | 7.3 | 1,588.1 | 1,306.2 | 281.9 |
| Mexico | 13,030.4 | 864.6 | 813.0 | 51.6 | 5,241.2 | 4,683.9 | 557.0 |
| **Total** | **93,183.5** | **6,869.9** | **6,468.9** | **406,0** | **77,190.8** | **63,476.5** | **13,625.0** |
| | **$N_2O$** | **$NH_3$** | **$PM_{2.5}$** | **$PM_{10}$** | **PM** | **$SO_x$** | **Total** |
| Brazil | 71.7 | 353.8 | 677.5 | 740.3 | 569.3 | 6.30 | 86,982.8 |
| France | 54.4 | 132,9 | 598.8 | 640.6 | 526.5 | 1,13 | 47,333.3 |
| Spain | 36.3 | 89.0 | 398.5 | 426.8 | 350.0 | 0.06 | 32,133.9 |
| Chile | 21.8 | 123.3 | 205.0 | 222.2 | 174.9 | 0.13 | 25,850.5 |
| Argentina | 15.6 | 90.5 | 147.1 | 158.9 | 126.0 | 0.03 | 18,228.4 |
| Puerto Rico | 5.7 | 70.2 | 34.6 | 39.3 | 26.1 | 0.03 | 10,430.4 |
| Italy | 17.0 | 67.3 | 173.4 | 187.0 | 150.1 | 0.08 | 17,680.6 |
| India | 4.9 | 19.4 | 49.3 | 53.3 | 42.5 | 0.0002 | 5,238.4 |
| Mexico | 14.6 | 157.2 | 95.5 | 108.5 | 72.8 | 0.002 | 25,690.3 |
| **Total** | **242.0** | **1,103.6** | **2,379.9** | **2,576.9** | **2,038.0** | **7.76** | **269,568.7** |

abertis

## SAFETY AND QUALITY

MATERIAL TOPIC

CORE SUBJECT ISO26000

SUSTAINABLE DEVELOPMENT GOALS

STRATEGIC OBJECTIVE


QUANTITATIVE TARGETS:

- 50% reduction in road traffic accidents (United Nations Decade of Action for Road Safety)
- 0 deaths
- 100% of complaints handled
- Increase in products and services for specific groups
- Develop regular education and road safety campaigns in local communities
- Involve stakeholders in the development and promotion of products and services focused on the reduction of the digital divide and promotion of accessibility thereto
- 0 accidents (direct or indirect)
- Improved talent retention practices
- Increase in the average number of training hours provided
- Analyse and improve job satisfaction
- Achieve gender balance in all professional categories
- Ensure equal pay throughout the entire organisation
- Ensure non-discrimination in promotion processes
- Progressive increase in the presence of employees with functional diversity in the workforce
- 50% of critical suppliers evaluated and approved
- 35% of critical suppliers analysed according to CSR score
- Improvement in average CSR score

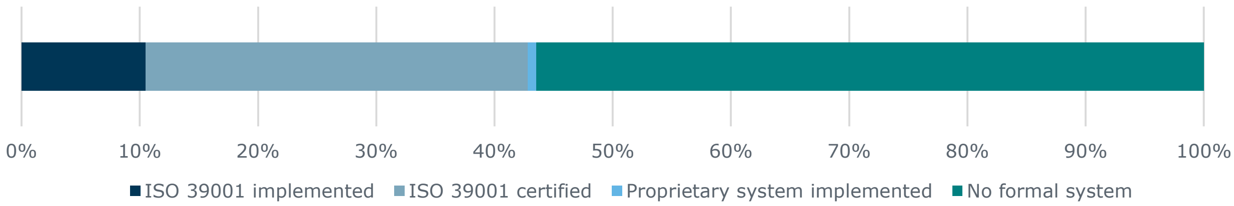
# Axis 4: Safety and quality

## Guaranteeing and fostering road safety

Road safety is one of the material topics most specific to Abertis, and also one of the most significant, because it is the issue related to the organization's activities that has the highest capacity to create value and reduce adverse impacts on society. The Group's road safety goals are aligned with the international frameworks promoted by the United Nations in the recently formulated Second Decade of Action for Road Safety, and are backed by the Road Safety strategic programme, which is the pillar coordinating the various actions being implemented in each country.

Revenue from toll road activities that have a road safety management system in place fell in comparison with the previous year as a result of the inclusion of Mexico in the scope of the data, and accounted for 43.5% of the total in 2020. 42.8% of revenue from toll road activities related to roads that have this system in place under the ISO 39001 international standard. Also, the activities in Chile have implemented an emergency and incident response management system certified in accordance with the ISO 22320 standard, together with an accident prediction model.

Road safety management system (percentage distribution of toll road revenue)




The section on road safety in the Management Report provides a detailed summary of the main activities undertaken in relation to road safety in 2020, which are divided into three main pillars: preventive and infrastructure maintenance actions, awareness-raising and communication campaigns, and specific studies and spaces to share knowledge for the promotion and scalability of good practices. Cooperation with various stakeholders and the establishment of alliances constitute a key, cross-cutting aspect of all the actions taken to achieve the goals that have been set.

The inclusion of road safety in the area of infrastructure maintenance and operation makes it possible to implement structural measures aimed at reducing the hazards associated with roads. All the countries share this operational approach, which is rolled out through the development of specific practices in accordance with each local context:

- Brazil: The GERAR committee is responsible for coordinating and monitoring all the road safety measures implemented in Brazil. In 2020, multiple actions related to engineering and operational matters were taken, in addition to awareness campaigns, at all of the concession operators in Brazil. These actions included, among others, improvements in road lighting, the installation of protective devices (barriers) on the infrastructure, the monitoring and penalisation of high-risk behaviour for road safety through the installation of control devices at accident black spots, improvements in road surface friction, the performance of drills and the enhancement of horizontal and vertical signage.
- Spain: The main actions taken in the year included internal road safety audits and inspections, the calculation of stretches with high accident density, specific drills and training, replacement of milestones at tunnel entrances and exits, improvement of tunnel lighting systems, and tree maintenance actions to improve road visibility, in addition to proper maintenance of signage and road markings, the road surface and metal barriers.
- Chile: Installation of concrete barriers and reflective elements on metal barriers, together with mobile cameras in patrol cars and tow trucks, and the development of a fire protection system at the tollgates.
- Argentina: Regular evaluations of response times in the management of emergencies associated with traffic accidents, with the direct involvement of all suppliers, installation of radars in coordination with the regulatory body, and specific traffic operations linked to especially high-risk behaviour, conducted in conjunction with the National Road Safety Agency and provincial and national law enforcement bodies.

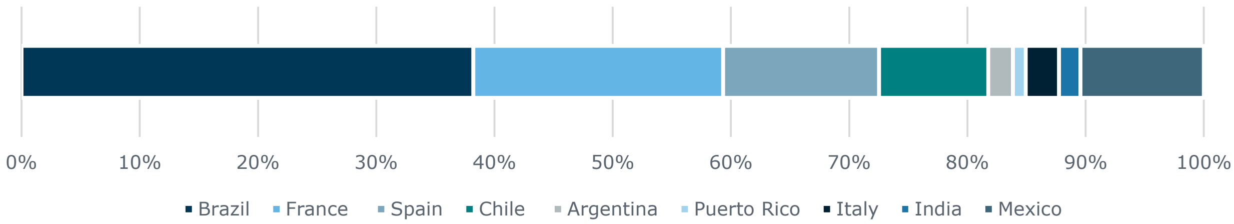
- Puerto Rico: Elimination of cash payment systems and continued operation of the internal committee for monitoring road safety.
- Italy: Variable-message signs associated with road safety actions, study of stretches with high accident density, various road surface conservation actions and management of green spaces bordering roads.
- India: Improvements in road lighting together with maintenance of road surfaces and road markings.
- Mexico: Identification of stretches with high accident rates, coordination of special operations at times of heavy traffic in conjunction with various stakeholders, and ongoing communication of all road maintenance actions.

In addition to the above measures, certain actions formed part of, and were adapted to, the new operational context associated with management of the impacts of the pandemic. Of particular significance were the measures related to emergency management, with the application of protocols to prevent the spread of the virus, together with the regular sterilization of areas of interaction with infrastructure users.

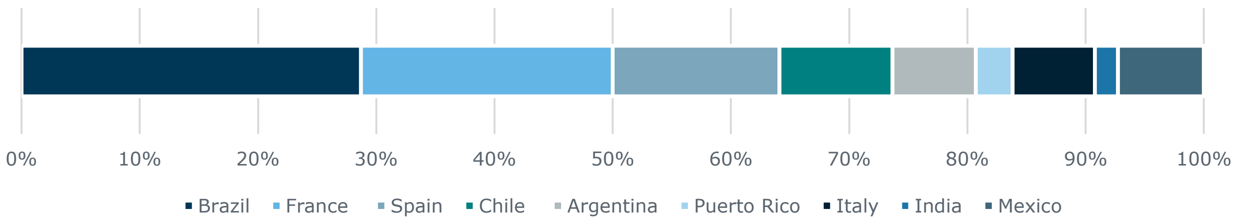
All the countries conducted awareness campaigns in relation to road safety issues, although the impact of the pandemic affected the launch of some of the actions planned in Argentina and India. Worthy of note are the awareness-raising actions that formed part of the European Sustainable Mobility Week, the European Day without a Road Death, and the Day of Remembrance for Road Traffic Victims, held in Spain, the “Everybody in a Seatbelt, in the Back Too” campaign in Argentina, the “Use your Head” campaign in Italy and the first campaigns conducted in Mexico, together with specific road safety messages in all the publications and on all the variable-message signs.

Also, 2020 saw the continuation of the work of the observatories on the behaviour of toll road drivers in France, Spain, Argentina and Italy, as well as the participation in shared work spaces with various technical stakeholders in Spain and Puerto Rico, and the content of some road safety campaigns was adapted to include preventive measures and advice on the management of the social impacts of the pandemic in most of the countries.

Distribution of km managed in 2020 by country




Distribution of km travelled in 2020 by country



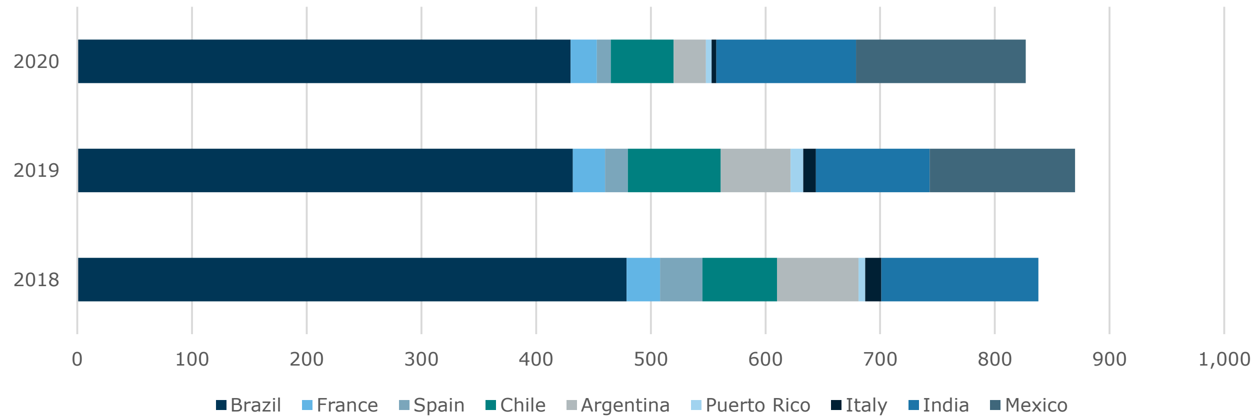

The impact of the pandemic was significant in terms of mobility, due to the restrictions imposed in the different countries during the various stages of lockdown, and to changes in the habits of infrastructure users that went beyond the legislative measures. The kilometres directly managed increased in comparison with the previous year, because the inclusion of Mexico offset the reduction in kilometres in Spain. Kilometres travelled and ADT trended in the opposite direction, with overall reductions of 20.6% and 21.4%, respectively. This impact was across-the-board in all the countries, although the figures varied, with Spain and Argentina witnessing the largest reductions in ADT (30.8% and 39.8%) and Brazil having the smallest reduction in ADT (7.5%).

These changes in mobility patterns and their intensity had a bearing on traffic accidents and the number of fatalities, although the change was not linear due to the inclusion of Mexico in the scope of the data. All the countries show reductions in the number of road accidents and in the number of fatalities, in line with the change in traffic. Road accidents in Brazil, France, Spain, Chile, Argentina and Italy displayed a positive trend (with reductions exceeding the fall in traffic). Similarly, Spain, Chile, Argentina, Puerto Rico, Italy and India witnessed a positive change in the number of fatalities in traffic accidents. The inclusion of data from Mexico impacted the global change in the two indicators, with a 17.4% reduction in traffic accidents and a 4.9% like-for-like decrease in the number of traffic accident fatalities with respect to the previous year.

Total number of road accidents[xvi]

| | 2018 | 2019 | 2020 | Change vs. 2019 |
|---|---|---|---|---|
| Brazil | 8,599 | 8,602 | 7,976 | -7.3% |
| France | 620 | 641 | 436 | -32.0% |
| Spain | 871 | 733 | 461 | -37.1% |
| Chile | 1,687 | 1,885 | 1,331 | -29.4% |
| Argentina | 1,398 | 1,467 | 766 | -47.8% |
| Puerto Rico | 213 | 177 | 153 | -13.6% |
| Italy | 273 | 267 | 133 | -50.2% |
| India | 711 | 703 | 633 | -10.0% |
| Mexico | --- | 427 | 423 | -0.9% |
| **Total** | **14,372** | **14,902** | **12.312** | **-17.4%** |

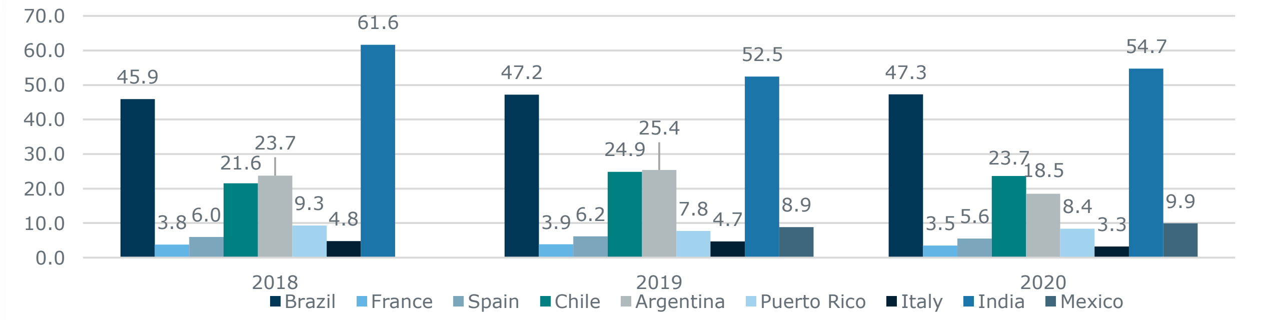
Changes in the number of traffic accident fatalities[xvii]



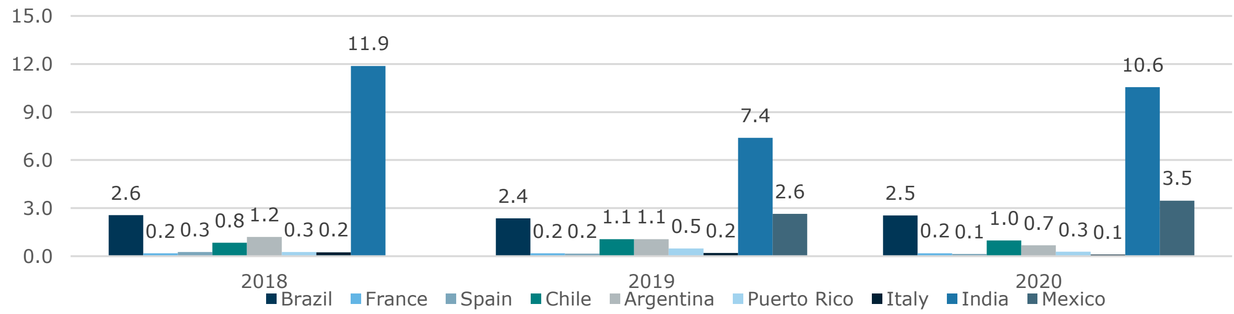

Disruptions in the number of kilometres travelled associated with management of the social impacts of the pandemic affected accident and mortality rates, the main performance indicators for monitoring and evaluating road safety at Abertis. Globally, the accident rate increased by 4% compared with 2019, driven by the inclusion of Mexico in the scope of the data, together with rises in this figure in Puerto Rico, India and Brazil.

Similarly, the global mortality rate trended in the opposite direction to the goal set by the organization, increasing by 19.7% with respect to the previous year, due to the adverse change in this indicator in India, Brazil and France, in addition to the inclusion of Mexico in the scope of the data. 2020 ended with a global accident rate of 21, and a global mortality rate of 1.4.

Changes in accident rate by country[xviii]




Changes in mortality rate by country[xix]

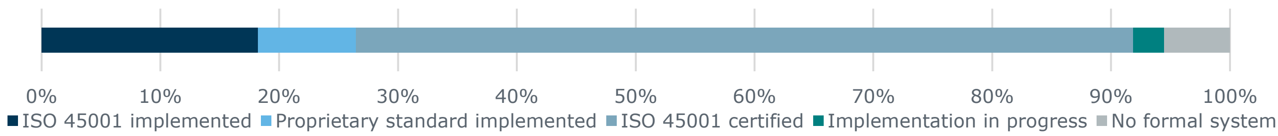



## Guaranteeing occupational health and safety

Occupational health and safety is a key material topic, both within and outside the boundaries of the organization, public awareness of which, along with its importance, increased significantly due to the social and economic context generated by the pandemic.

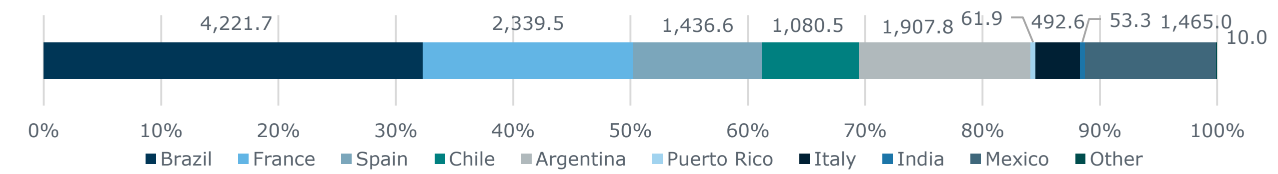
Activities representing 91.9% of Abertis' 2020 revenue have an occupational health and safety management system in place; this includes all the Group's activities except for the toll roads in Argentina and India, one of the subsidiaries in Puerto Rico (in which a system is currently being implemented), Trados-45 in Spain and the Mobility Services subsidiary in Hungary. The standards on the basis of which these systems are developed are aligned with current legal requirements and include ISO 45001 as well as other specific national systems.

Occupational health and safety management system (percentage distribution of Abertis' revenue)

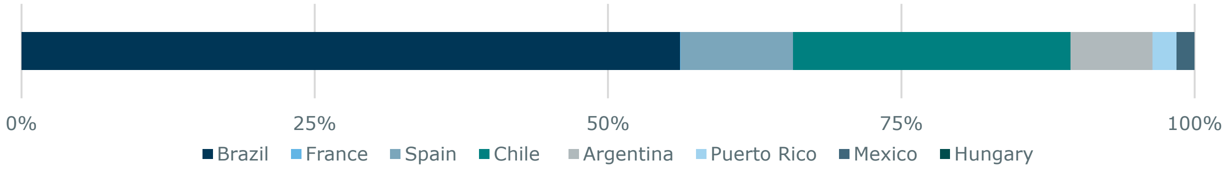



The management systems implemented encompass all the activities carried on by the various subsidiaries, and cover the direct and indirect workers involved in them. The total number of employees contemplated in this document, in accordance with the scope details defined in Chapter 3, accounted for 95.8% of Abertis' total workforce in 2020, i.e. 13,659 employees (a slightly higher figure than in the previous year). Also, the number of indirect workers performing their activities at the organization's facilities decreased slightly compared with the previous year, to 12,306 at December 31st.

Equivalent average headcount by country (direct workers)



Percentage distribution of indirect workers at December 31st by country[xx]




Management systems are a legal requirement in all the countries that have one, except in Spain, and form the framework for coordinating the actions implemented to ensure the health and safety of the workers involved in the organization's activities. The audits conducted to certify the system and the regular monitoring of the main activities and indicators make it possible to identify the risks associated with each job position and to adapt the actions taken to the changes in these risks.

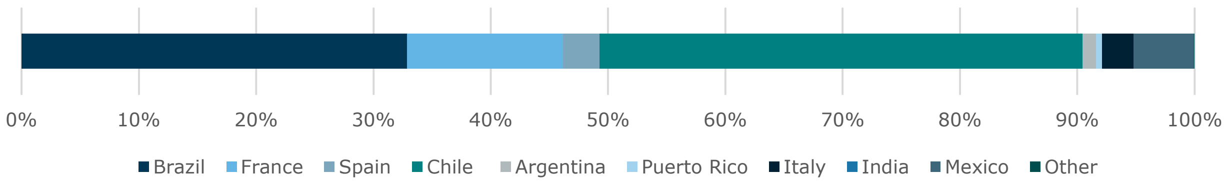
Hygiene and ergonomic assessments, documentary controls, direct inspections and observations of conduct in the various job positions, worker participation and consultation and training actions are some of the main measures adopted in the different countries to ensure the health and safety of both direct and indirect workers.

Some of the specific actions performed in the occupational health and safety area in connection with the pandemic include the creation of a COVID-19 manual together with specific training in Brazil, the development of a specific protocol in France and Italy, the drawing-up of a COVID-19 action plan in Spain (the main objectives of which include increasing safety in the work environment, protecting the health of employees, suppliers and customers, cooperating with the public authorities and ensuring the continuity of the business), the creation of the supervisor's Book of Daily Talks and the holding of workshops on emotional containment in times of crisis in Chile, the performance of specific actions in India and Mexico such as serological tests, the creation of a crisis committee and an action plan at one of Mobility Services' French subsidiaries, and the roll-out of specific awareness-raising and communication campaigns in Italy and Puerto Rico.

The following actions were taken at all the Group's subsidiaries: the provision of special protective equipment appropriate to the new context and legal recommendations, the sterilization of work spaces and the review and assessment of the use of common spaces, the restructuring of work to adjust shifts and ensure the necessary social distancing, the adaptation of job positions to remote-working environments, the restriction of access for people from outside the organization to the organization's facilities and limitations on travel, together with continuous and ongoing communication.

Also, the occupational health and safety training effort totalled 94,099.2 hours in 2020, a significantly higher figure than in the previous year due mainly to the changes in Brazil and Chile.

Percentage distribution of total hours of occupational health and safety training provided by country




Risk assessments are conducted using proprietary tools in the form of risk matrices and checklists, or by means of standards defined by the legal frameworks in certain countries. In order to formalize these assessments, technical analyses of the job positions are conducted, the work environment and the tasks carried out are directly observed, external factors that may impact the associated risks are identified, and work guidelines are reviewed, among other activities. The risk levels identified range from low to medium or significant, and the highest levels of risk are generally those associated with traffic-related tasks which imply contact with vehicles. COVID-19-related risk exposure was identified for groups of workers with high levels of social interaction, and for vulnerable groups due to specific prior health issues.

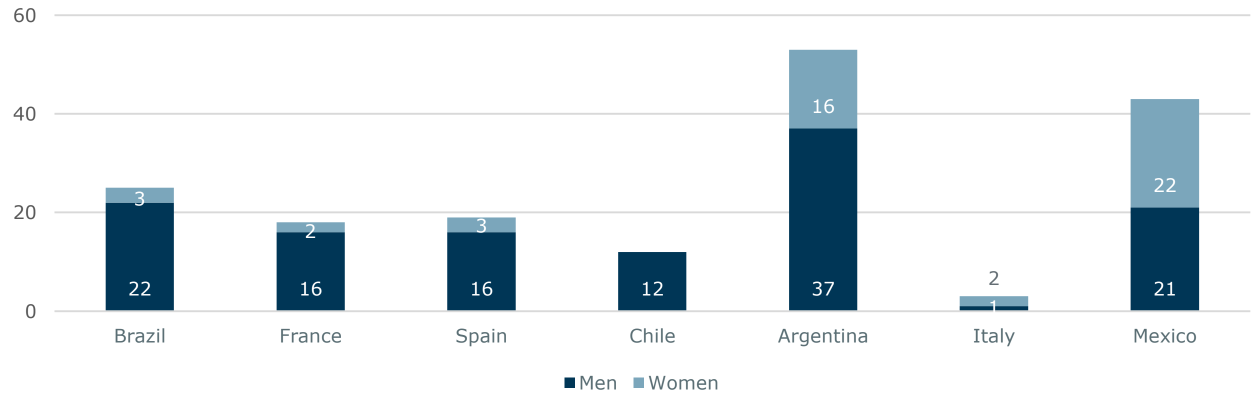
All the Group's subsidiaries, except for the toll roads in Argentina and India and two of Mobility Services' subsidiaries, have occupational health and safety committees with direct worker participation, which enable ongoing monitoring of the degree to which preventive actions have been implemented and the follow-up of accidents as they occur. 74% of the direct workforce and 81.9% of the indirect workforce are covered by these occupational health and safety committees, which met on a total of 434 occasions in 2020.

The toll roads in Brazil, Spain (except for Túnels and Trados-45), Argentina, Italy and Mexico, and one of the subsidiaries in Puerto Rico have professional health services, in accordance with current legislation. These services include regular medical check-ups and, in some cases, access to specific wellness services. The welfare benefits offered by these subsidiaries include healthy lifestyle campaigns, medical insurance and vaccination campaigns, and campaigns to raise awareness and prevent certain illnesses of importance to each local community. Psychological support services for both workers and their families were added in 2020 to address the needs associated with managing the impacts of the pandemic.

The incident recording systems include technological software that gathers data on all the occupational incidents and accidents that occur at substantially all of the concession operators, except in India. These tools enable automation of the management and recording of the related investigation files, while ensuring that formalities are initiated in real time.

The total number of recordable accidents involving direct workers in 2020 amounted to 330, a higher figure than in the previous year due to the inclusion of Mexico in the scope of the data and improvements in systems for gathering information in France. 67.9% of recordable accidents related to men, a distribution that remained the same with respect to the previous year. Accidents with days away from work, which decreased by 16% compared with the previous year, totalled 173. The change occurred across-the-board in all the countries, and was especially significant in Puerto Rico, Chile, Italy, Spain and France.

Number of accidents with days away from work in 2020 by gender and country (direct workers)[xxi]




Same-level falls, trips or blows caused by objects, being hit by vehicles or crushed in traffic accidents and burns are the main causes of accidents involving direct workers. No cases of work-related ill health were detected except in France, where three types of work-related ill health were identified in relation to body posture, which affected two direct workers. The main factors associated with potential work-related ill health include the presence of chemical pollutants, such as fumes from combustion engines, incorrect posture and road maintenance work.

A total of 1,469 direct workers and 1,305 indirect workers were identified in the year as suspected cases of COVID-19, with the total number of confirmed cases being 908 for direct workers and 509 for indirect workers. The total number of working days lost due to confirmed cases of the disease amounted to 22,916 for direct workers and 17,409 for indirect workers. It should be noted that these cases of COVID-19 were not considered to be work-related accidents in any of the countries except Argentina, while in Spain they were only categorized as such with regard to the payment of sick leave benefit.

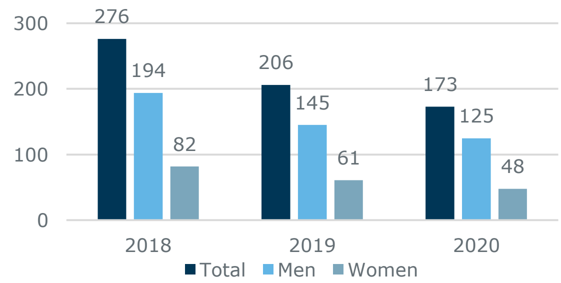
Confirmed cases of workers affected by COVID-19

| | Direct workers | | | Indirect workers | | |
|---|---|---|---|---|---|---|
| | Men | Women | Total | Men | Women | Total |
| Brazil | 90 | 69 | 159 | 231 | 39 | 270 |
| France | 37 | 20 | 57 | 0 | 0 | 0 |
| Spain | 259 | 129 | 388 | 1 | 0 | 1 |
| Chile | 39 | 11 | 50 | 86 | 69 | 155 |
| Argentina | 93 | 66 | 159 | 51 | 7 | 58 |
| Puerto Rico | 2 | 0 | 2 | 2 | 0 | 2 |
| Italy | 5 | 3 | 8 | 0 | 0 | 0 |
| India | 3 | 0 | 3 | 22 | 0 | 22 |
| Mexico | 46 | 36 | 82 | 1 | 0 | 1 |
| Other | 0 | 0 | 0 | 0 | 0 | 0 |
| **Total** | **574** | **334** | **908** | **394** | **115** | **509** |

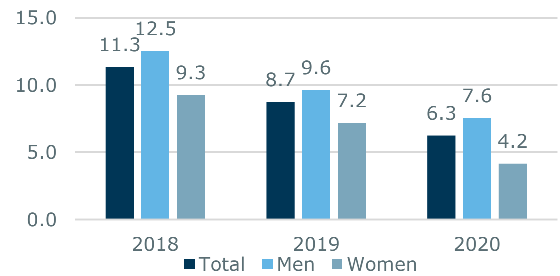
The reduction in the number of accidents with days away from work had a direct impact on the accident rates for the year, the changes in which consolidated a trend in line with the organization's strategic objectives in this area. Thus, the global incidence rate fell by 37.8%, the frequency rate by 28.4% and the severity rate by 49.1%, in comparison with the previous year.

These changes were seen across genders, although women displayed greater reductions in incidence and frequency rates (42.3% and 42%, respectively), and an increase of 7.4% in the severity rate, due to the changes occurring in France and Argentina.

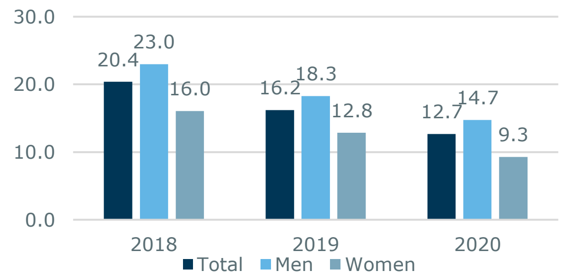
Changes in the total number of accidents with days away from work by gender



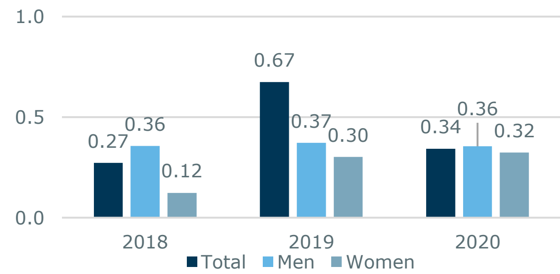

Changes in frequency rate by gender




Changes in incidence rate by gender

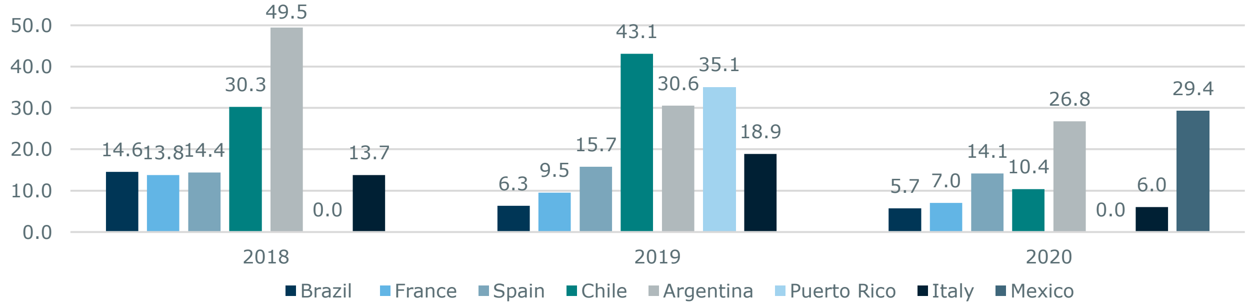



Changes in severity rate by gender

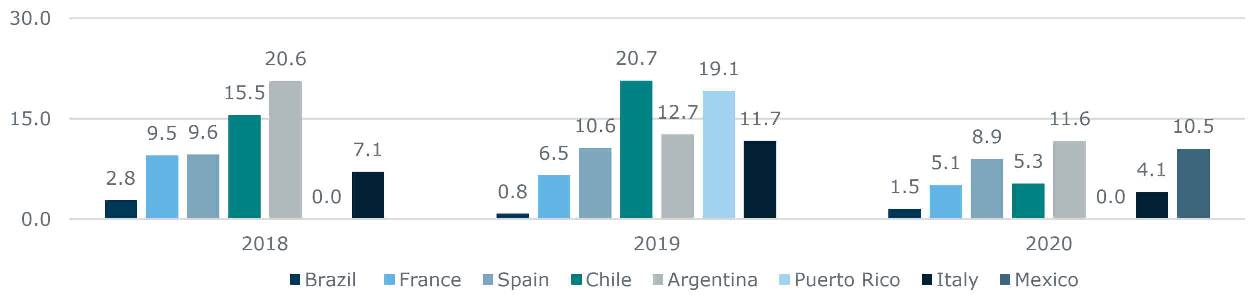



The overall evolution of accident rates was across-the-board at country level for the incidence rate, while the frequency and severity rates displayed different trends in certain countries. The increases in the frequency rate in Brazil and in the severity rates in Argentina and France were caused by the reduction in the number of hours worked in Brazil and the increase in working days lost in Argentina and France.

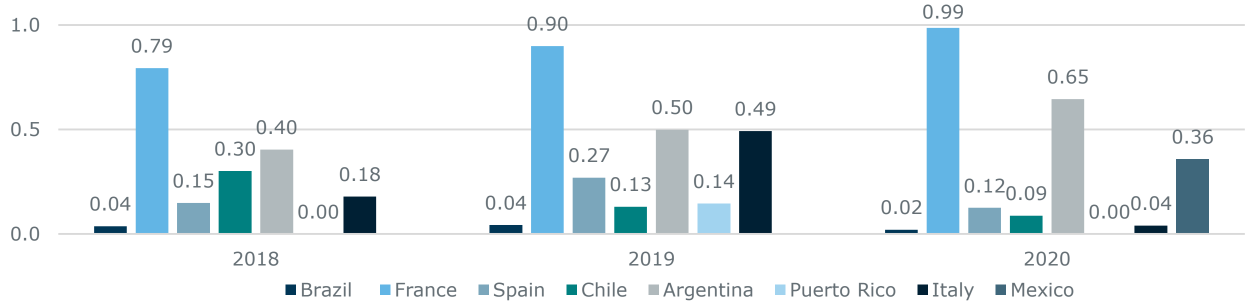
### Changes in incidence rate by country




### Changes in frequency rate by country

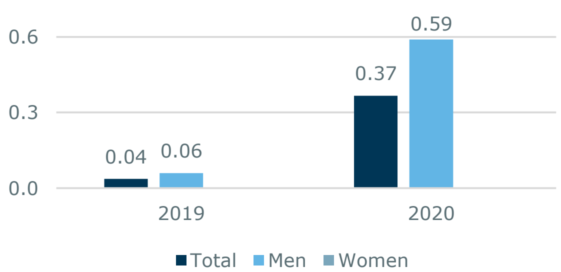



### Changes in severity rate by country



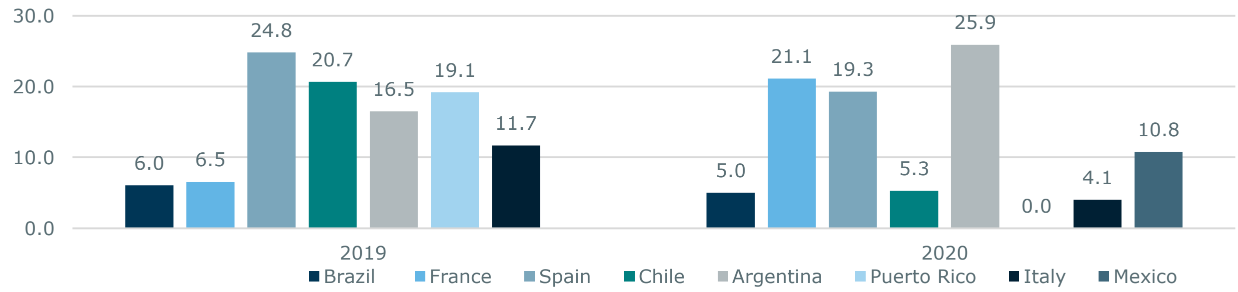

In 2020 a total of eight workers died, five direct workers and three indirect workers. In the direct worker group, a man died in Brazil after being crushed between a moving bus and a road roller while carrying out road-surfacing work, a man died in Argentina due to causes related to COVID-19, and three men died in Mexico, two of whom were involved in a traffic accident and one of whom was hit by a vehicle while assisting another vehicle that had stopped on the road. Also, in the indirect worker group, a man died in Brazil after touching live wires while carrying out maintenance work on the Wi-Fi network, a woman, also in Brazil, died while rescuing a traffic accident victim when the cable she was attached to broke, and a man in France died as a result of a traffic accident.

### Changes in the fatality rate (direct workers) by gender



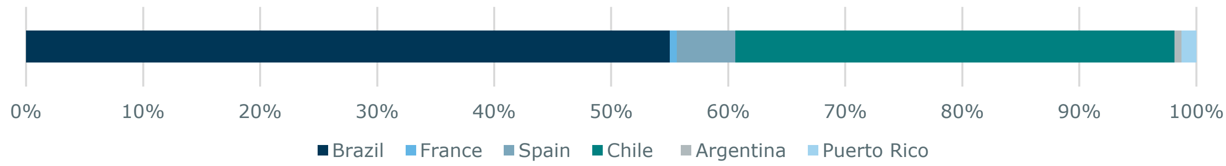

The evolution of the number of deaths had an impact on the fatality rate, which increased significantly with respect to the previous year. The recordable accident rate for direct workers increased slightly in global terms, reaching 12.8 (14.1 for men and 10.6 for women), due to changes in France and Argentina and the inclusion of Mexico in the scope of the data.

Change in the recordable accident rate of direct workers by country




The main causes of accidents involving indirect workers include same-level falls, knocks/blows and bruising, insect bites, being hit by vehicles or crushed in traffic accidents, cuts from sharp objects and acts of vandalism. The total number of recordable accidents in this group decreased by 22.7% compared with the previous year and amounted to 160 cases, 70.6% of which involved men. Accidents with days away from work totalled 74, 36.5% of which involved men, resulting in a total of 2,140 working days lost due to work-related accidents. The recordable accident rate for indirect workers was 6 (4.9 for men and 13 for women).

Percentage distribution of recordable accidents of indirect workers by country




## Fostering employment quality

Employment quality at the organization is addressed through actions in the areas of talent retention, training and work atmosphere, and constitutes a material topic for the Group, since it relates to one of Abertis' key stakeholders in the achievement of its objectives.

At December 31st 96.5% of the headcount (97.2% of the total men and 95.8% of the total women) held a permanent employment contract, in line with the proportion for 2019, both overall and in terms of gender. This distribution is echoed across most countries, although there are certain differences, the figures ranging from 90.4% as the lowest value to 100% as the highest.

Equivalent average headcount holding a permanent employment contract by professional category, country and gender

| | Executives | | Heads of department | | Other workers | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Brazil | 11.8 | 3.6 | 209 | 67.7 | 2,016.2 | 1,913.4 |
| France | 9 | 6.3 | 228.6 | 96.9 | 1,234.5 | 651.6 |
| Spain | 19.5 | 5.6 | 97.5 | 45.2 | 865.7 | 385.2 |
| Chile | 6.1 | 1 | 53.7 | 13 | 781.9 | 209.8 |
| Argentina | 7.8 | --- | 25.2 | 11.5 | 1,067.3 | 698 |
| Puerto Rico | 4 | --- | 8.5 | 6.4 | 34.9 | 8.1 |
| Italy | 8.8 | 1.8 | 22.1 | 2 | 364 | 93 |
| India | 1 | --- | 5.9 | 1 | 40.4 | 5 |
| Mexico | 10 | 1 | 16 | 7 | 745 | 542 |
| Other | --- | --- | 2 | 0 | 3 | 5 |

### Headcount at December 31st by professional category, country and gender

| | Executives | | Heads of department | | Other workers | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Brazil | 11 | 3 | 204 | 67 | 2,228 | 1,900 |
| France | 9 | 4 | 236 | 113 | 1,410 | 758 |
| Spain | 19 | 6 | 95 | 44 | 879 | 447 |
| Chile | 6 | 1 | 54 | 14 | 830 | 251 |
| Argentina | 6 | --- | 27 | 12 | 1,147 | 788 |
| Puerto Rico | 5 | --- | 8 | 6 | 34 | 9 |
| Italy | 9 | 2 | 22 | 2 | 357 | 108 |
| India | 1 | --- | 6 | 1 | 40 | 5 |
| Mexico | 10 | 1 | 16 | 7 | 803 | 628 |
| Other | --- | --- | 2 | --- | 3 | 5 |

0.7% of the headcount are executives, while 6.9% are heads of department. Also, 93.2% of the total headcount at December 31st held a full-time contract, representing a slight increase in comparison with 2019. The distribution is similar across all the countries, except for Spain, where 77.3% of men and 45.3% of women are employed on a full-time basis.

### Percentage of headcount by working hours

| | 2019 | | | 2020 | | |
|---|---|---|---|---|---|---|
| | Men | Women | Total | Men | Women | Total |
| Full-time | 94.7% | 84.9% | 91% | 96.0% | 88.6% | 93.2% |
| Part-time | 5.3% | 15.1% | 9% | 4.0% | 11.4% | 6.8% |

New hires totalled 2,576 in 2020, representing an 11.9% decrease on 2019. 59% of the new employees taken on in 2020 were hired on a full-time basis and 43.4% were women. Also, 76% of the new full-time employees were hired in Brazil, while 79% of the new hires under temporary contracts were recruited in France and Mexico.

### Number of new hires by age group, gender and type of employment contract

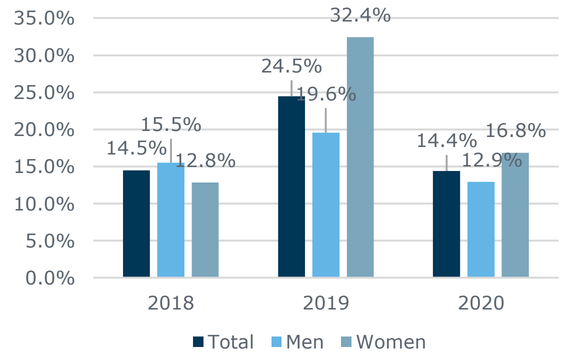
| | Permanent employment contract | | Temporary employment contract | |
|---|---|---|---|---|
| | Men | Women | Men | Women |
| Under 30 years old | 305 | 262 | 305 | 369 |
| From 31 to 50 years old | 605 | 262 | 153 | 189 |
| Over 51 years old | 69 | 17 | 20 | 20 |
| **Total** | **979** | **541** | **478** | **578** |

The number of terminations rose by 7.6% in 2020 in comparison with 2019, due to the changes arising in Brazil and Spain as a result of the expiry of the related concessions. These countries accounted for 92.5% of the year's dismissals. 96.1% of the terminations affected the "other workers" category.

### Number of dismissals by age group, gender and professional category

| | Executives | | Heads of department | | Other workers | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Under 30 years old | --- | --- | --- | --- | 88 | 147 |
| From 31 to 50 years old | --- | --- | 11 | 13 | 344 | 284 |
| Over 51 years old | 2 | 1 | 14 | 3+ | 163+ | 55+ |
| **Total** | **2** | **1** | **25** | **16** | **595** | **486** |

Changes in global employee turnover rate by gender

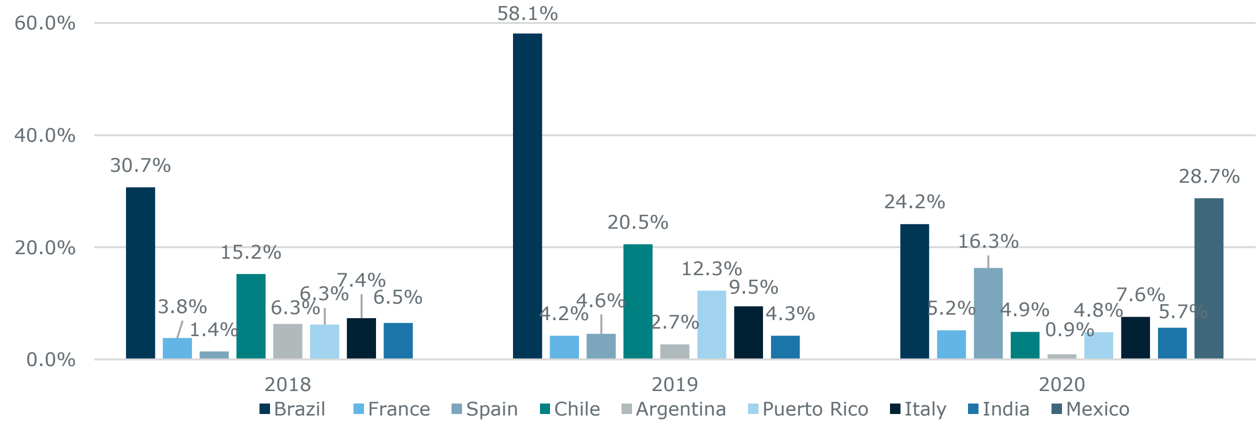



The turnover rate dropped in all countries except for Spain, France and India, affecting the overall evolution of the rate, which stands at 14.4%. The rate considers the number of employees who leave due to dismissal, resignation or retirement in the year in relation to the headcount at December 31st for each professional category and gender. The Mobility Services activities reduced their turnover rate to 9.1% (9.8% for men and 8.2% for women), and the headquarters in Spain performed similarly to bring its turnover rate to 6.2% in 2020 (4.3% for men and 8.0% for women).

Global employee turnover rate by professional category and gender

| | 2018 | | 2019 | | 2020 | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Executives | 20.5% | 5.3% | 23.5% | 10.5% | 5.3% | 17.6% |
| Heads of department | 9.4% | 4.5% | 15.6% | 23.0% | 8.0% | 10.2% |
| Other | 16.0% | 13.3% | 19.9% | 33.0% | 13.4% | 17.2% |

Changes in employee turnover rate by country



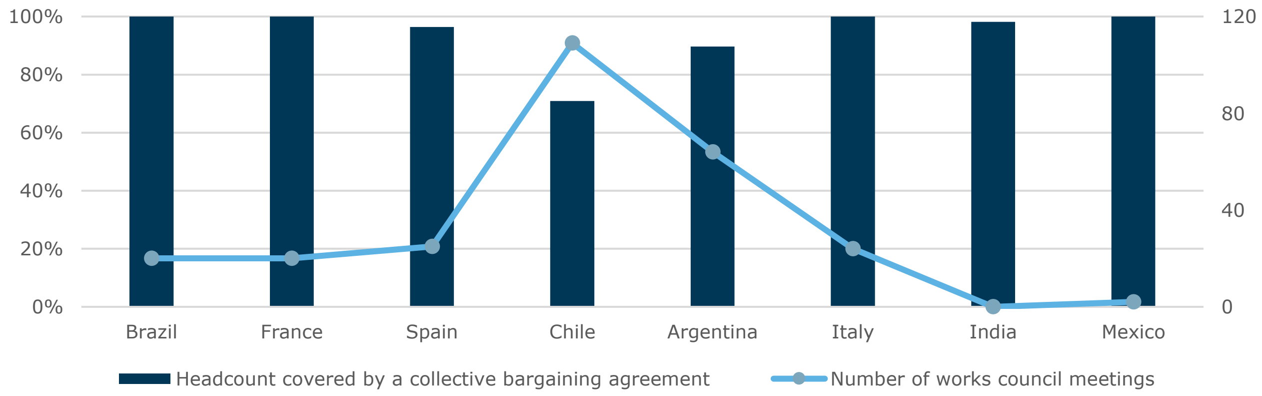

Employee turnover rate by gender and country

| | 2018 | | 2019 | | 2020 | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Brazil | 37.6% | 22.7% | 50.1% | 67.2% | 22.6% | 26.1% |
| France | 4.2% | 3.1% | 3.8% | 5.0% | 5.5% | 4.6% |
| Spain | 0.9% | 2.4% | 3.5% | 6.9% | 16.8% | 15.2% |
| Chile | 14.4% | 17.8% | 18.1% | 28.5% | 4.4% | 6.8% |
| Argentina | 6.3% | 6.4% | 3.2% | 2.0% | 1.2% | 0.5% |
| Puerto Rico | 4.4% | 10.5% | 9.5% | 20.0% | 2.1% | 13.3% |
| Italy | 8.0% | 5.0% | 10.0% | 7.3% | 8.8% | 3.6% |
| India | 7.1% | 0% | 4.7% | 0.0% | 6.4% | 0.0% |
| Mexico | --- | --- | --- | --- | 24.2% | 34.4% |

*GRI SRS: 103-3, 401-1*

94.6% of the headcount at December 31st was covered by a collective bargaining agreement, representing an increase on 2019. This collective bargaining framework is available to all the countries except for Puerto Rico and Hungary, although the proportion of the headcount involved in such agreements varies depending on the local situation in each country. A total of 79 works councils and 64 workers' representatives held meetings on 224 occasions in 2020.

Percentage of headcount covered by a collective bargaining agreement and number of works council meetings




There are also various communication channels through which employees can send queries, complaints and suggestions to all the professional levels of the organization. These channels serve to supplement dialogue through the collective bargaining bodies and the ethics channel. Internal communication increased significantly in 2020 in connection with management of the impact of the pandemic. There were also changes with respect to the channels used, with digital channels coming to the fore as a result of the restrictions on social interaction.

Management-by-objectives (MBO) programmes constitute the general framework for efforts to ensure that organizational objectives are in line with each of the competencies and responsibilities of the various teams involved. At December 31st 68.9% of the total headcount was involved in an MBO programme (100% of executives, 97.3% of heads of department and 66.5% of employees included in the "other workers" category). In addition, all the headquarters and Mobility Services employees are included in these programmes.

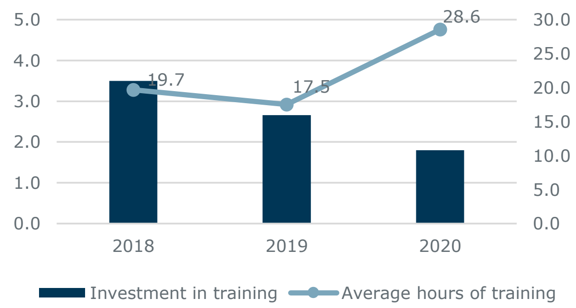
Management by objectives, according to professional category, gender and country

| | Executives | | Heads of department | | Other workers | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Brazil | 100% | 100% | 96.1% | 100% | 98.7% | 100% |
| France | 100% | 100% | 100% | 91.8% | 84.0% | 99.3% |
| Spain | 100% | 100% | 100% | 100% | 17.2% | 11.6% |
| Chile | 100% | 100% | 100% | 100% | 29.4% | 63.5% |
| Argentina | 100% | --- | 100% | 100% | 9.5% | 6.5% |
| Puerto Rico | 100% | --- | 100% | 100% | 97.1% | 88.9% |
| Italy | 100% | 100% | 63.6% | 100% | 1.4% | 3.7% |
| India | 100% | --- | 100% | 100% | 97.5% | 100% |
| Mexico | 100% | 100% | 100% | 100% | 100% | 100% |

All the subsidiaries except for Trados 45 in Spain, APR in Puerto Rico, Jadcherla and Isadak in India and the operators in Mexico have training plans in place, whereby the training activities are analysed and planned to ensure alignment with the human team's requirements and the objectives of the organization. ,

The various online training platforms gained momentum in 2020 due to the situation brought about by the pandemic. Many of the operational training activities and awareness-raising efforts connected with management of the impact of COVID-19 could be carried out thanks to these digital training and communication environments. Worthy of note are the Universidad Arteris online platform in Brazil and the Aula Vías Chile platform in Chile, together with the platforms in Argentina and Spain. Also, the toll roads in Spain evaluated the impact of the training provided by setting up a specific procedure to identify and systemize feedback.

Changes in total investment in training (€M) and the average hours of training per employee




The total hours of training in 2020 experienced a significant increase with respect to 2019, rising to 390,140 hours, due mainly to the changes occurring in Brazil and Chile. The average number of hours per employee followed the same trend, and stands at 28.6 hours per Abertis employee. Conversely, investment in training dropped by 32.4% to EUR 1.8 million, due to across-the-board cuts in direct and indirect external training costs in all countries.

Average hours of training by professional category, gender and country

| | Executives | | Heads of department | | Other workers | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Brazil | 61.6 | 32.0 | 67.8 | 52.7 | 81.3 | 24.9 |
| France | 3.1 | 1.0 | 7.8 | 6.9 | 9.0 | 2.8 |
| Spain | 39.5 | 58.5 | 34.8 | 50.2 | 15.1 | 11.1 |
| Chile | 128.8 | 161.0 | 127.3 | 219.8 | 46.2 | 104.4 |
| Argentina | 8.8 | --- | 10.1 | 10.5 | 1.4 | 1.2 |
| Puerto Rico | 10.4 | --- | 16.8 | 46.5 | 23.6 | 26.3 |
| Italy | 14.9 | 14.0 | 17.1 | 7.8 | 6.4 | 6.3 |
| India | 49.0 | --- | 18.6 | 67.2 | 2.5 | 10.2 |
| Mexico | 0.0 | 20.0 | 21.0 | 66.1 | 5.4 | 4.4 |

The total hours of training at the headquarters amounted to 13,118 hours, with each employee receiving on average 90.5 hours of training. Also, the Mobility Services business line reported a total of 514.3 hours of training, with each employee receiving on average 4.7 hours of training.

Total number of hours of training by professional category, gender and country

| | Executives | | Heads of department | | Other workers | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Brazil | 678 | 96 | 13,823 | 3,530 | 181,111 | 47,300 |
| France | 25 | 4 | 1,813 | 764 | 12,271 | 2,042 |
| Spain | 316 | 234 | 2,226 | 653 | 12,854 | 4,497 |
| Chile | 773 | 161 | 7,003 | 2,857 | 38,301 | 26,302 |
| Argentina | 53 | --- | 273 | 126 | 1,653 | 929 |
| Puerto Rico | 52 | --- | 134 | 279 | 801 | 237 |
| Italy | 135 | 28 | 375 | 16 | 2,291 | 677 |
| India | 49 | --- | 112 | 67 | 98 | 51 |
| Mexico | 0 | 20 | 336 | 463 | 4,307 | 2,788 |

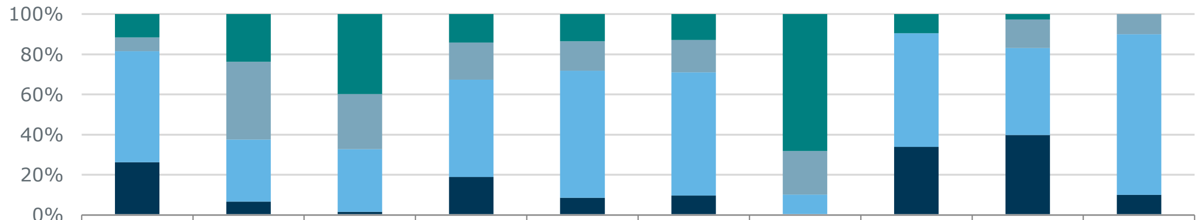
In 2020 Túnels in Spain, all the Brazilian concession operators and Emovis SAS in France conducted employee satisfaction surveys. The Spanish survey focused on how the impact of the pandemic was managed, 91% of employees in Brazil took part in the survey and Emovis achieved a result of 74%, in line with the exercise conducted in 2019. These surveys enable the expectations of the organization’s most significant internal stakeholder to be systematically collated, while allowing potential areas of improvement for talent retention, professional development and organizational growth to be identified.

# Guaranteeing equal opportunities

Abertis' code of ethics and Corporate Social Responsibility policy embrace the principles of equal opportunities and non-discrimination, the implementation of which is based on the roll-out of specific rules and procedures, together with monitoring and follow-up of any breaches. The achievement of gender balance and equal pay, non-discrimination in selection processes and an increase in the number of functionally diverse employees constitute the main goals of this strategic objective.

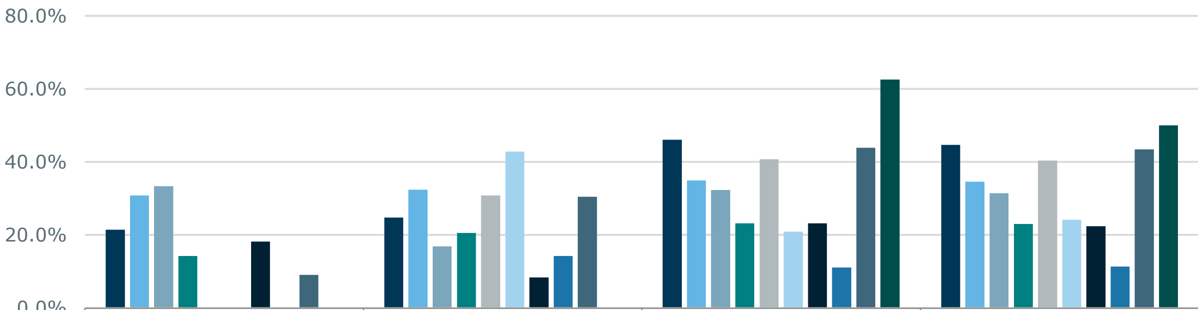
At 31 December 2020, 62.1% of the headcount were men, and the gender balance was thus maintained in overall terms, given the similar proportion in 2019. The number of female executives fell with respect to 2019, to 18.3%, while the number of female heads of department remained constant at 28.3% of the total. The breakdown of the headcount by age group experienced a slight change in 2020, with increases in the under 30 and over 51 age groups (17.1% and 18.1% of the total, respectively) and a significant reduction in employees aged between 46 and 50 (18.4% of the total).

Distribution of employees at December 31st by age group and country




| | Brazil | France | Spain | Chile | Argentina | Puerto Rico | Italy | India | Mexico | Other |
|---|---|---|---|---|---|---|---|---|---|---|
| >50 | 514 | 601 | 593 | 164 | 266 | 8 | 341 | 5 | 40 | 0 |
| 46-50 | 299 | 980 | 408 | 213 | 291 | 10 | 108 | 0 | 207 | 1 |
| 31-45 | 2,442 | 782 | 467 | 561 | 1,255 | 38 | 50 | 30 | 635 | 8 |
| <30 | 1,158 | 167 | 22 | 218 | 168 | 6 | 1 | 18 | 583 | 1 |

Percentage of women by professional category and country




| | Executives | Heads of department | Remaining workers | Total |
|---|---|---|---|---|
| Brazil | 21.4% | 24.7% | 46.0% | 44.6% |
| France | 30.8% | 32.4% | 35.0% | 34.6% |
| Spain | 33.3% | 16.9% | 32.3% | 31.4% |
| Chile | 14.3% | 20.6% | 23.2% | 23.0% |
| Argentina | 0.0% | 30.8% | 40.7% | 40.4% |
| Puerto Rico | 0.0% | 42.9% | 20.9% | 24.2% |
| Italy | 18.2% | 8.3% | 23.2% | 22.4% |
| India | 0.0% | 14.3% | 11.1% | 11.3% |
| Mexico | 9.1% | 30.4% | 43.9% | 43.4% |
| Other | 0.0% | 0.0% | 62.5% | 50.0% |

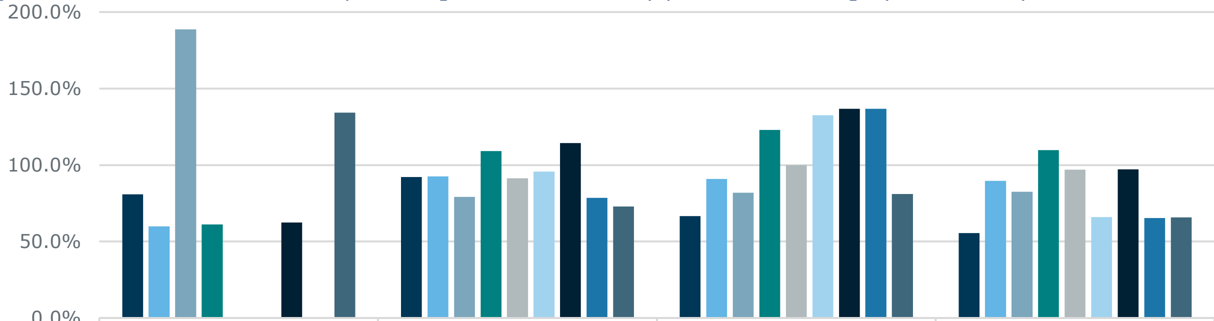
All the countries except for Chile have specific legislation on equal opportunities between men and women, although the requirements and scope of these laws vary depending on the local situation in each country, their coverage ranging from general matters to more specific issues such as equal pay.

The toll roads in Spain (barring Trados 45), together with the headquarters, have an equality plan in place in line with the Spanish legal framework, which sets out the measures for promoting equal opportunities between men and women. Certain of these measures include maintenance training for women, the roll-out of work/life balance leave for men and women and the performance of gender-neutral selection processes.

The pay gap between men and women remained constant in 2020, with female remuneration standing at 70.3% of male remuneration, in overall terms, although there were changes in the distribution by professional category. Thus, the average remuneration of women as a percentage of that of men stood at 92.7% for executive positions, 93.7% for heads of department and 73.7% for the "other workers" category.

This breakdown differs in the case of the headquarters, where the average remuneration of women as a percentage of that of men stands at 56.4% (57% for executives, 90% for heads of department and 91.7% for the "other workers" category). Also, the Mobility Services activities reflected a gap of 66.7% (53.8% in the case of heads of department and 75.5% in the case of the "other workers" category).

Average remuneration of women as a percentage of that of men by professional category and country




| | Executives | Heads of department | Remaining workers | Global |
|---|---|---|---|---|
| Brazil | 80.9% | 92.1% | 66.5% | 55.5% |
| France | 59.9% | 92.6% | 91.0% | 89.7% |
| Spain | 188.6% | 79.1% | 82.0% | 82.5% |
| Chile | 61.1% | 109.1% | 122.9% | 109.7% |
| Argentina | | 91.4% | 99.9% | 96.9% |
| Puerto Rico | | 95.7% | 132.5% | 66.0% |
| Italy | 62.5% | 114.4% | 136.8% | 97.2% |
| India | 0.0% | 78.6% | 136.8% | 65.2% |
| Mexico | 134.3% | 73.0% | 81.0% | 65.7% |

All the countries, except for Italy, have a local minimum wage in place, which is established by the legal frameworks in force in each area, and which in some cases applies on a regional level, such as in the case of Brazil. This ratio remained constant in comparison with 2019 in all countries, except in the case of the toll roads in Spain and India, where this indicator experienced an increase.

Similarly, a total of 243 people, 77% of whom were women, took parental leave in 2020, representing a slight increase with respect to 2019. This leave forms part of the work/life balance measures in place so that employees may strike a balance between the various areas of their lives. 94.6% of men and 77.5% of women remained at the organization on returning from parental leave, reflecting a higher proportion of men and a lower proportion of women compared with 2019.

Ratio of starting salary to local minimum wage by country

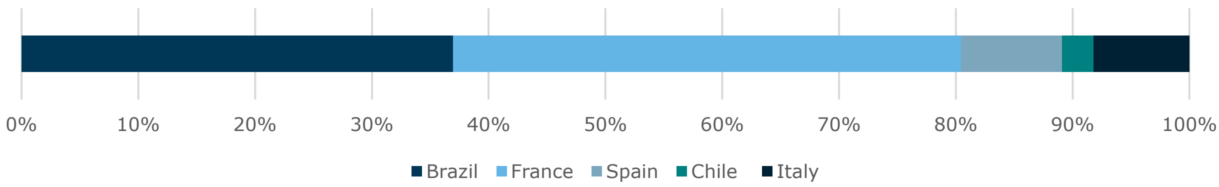
| | Men | Women |
|---|---|---|
| Brazil | 118.3% | 116.5% |
| France | 103.2% | 103.2% |
| Spain | 124.8% | 124.8% |
| Chile | 100.0% | 100.0% |
| Argentina | 399.8% | 399.8% |
| Puerto Rico | 170.0% | 170.2% |
| India | 217.5% | 445.1% |
| Mexico | 120.0% | 120.0% |
| Other | 100.0% | 100.0% |

Retention rate by gender and country

| | Individuals taking parental leave | | Individuals that returned to work after parental leave ended | | Individuals still employed at the organization 12 months later | |
|---|---|---|---|---|---|---|
| | Men | Women | Men | Women | Men | Women |
| Brazil | 16 | 81 | 100% | 28.4% | 100% | 85.2% |
| France | 1 | 14 | 100% | 57.1% | 0.0% | 7.1% |
| Spain | 20 | 10 | 95.0% | 100% | 95.0% | 90.0% |
| Chile | 1 | 16 | 0.0% | 31.3% | 0.0% | 68.8% |
| Argentina | 0 | 35 | --- | 100% | --- | 97.1% |
| Puerto Rico | 0 | 0 | --- | --- | --- | --- |
| Italy | 10 | 8 | 100% | 100% | 100% | 100% |
| India | 0 | 0 | --- | --- | --- | --- |
| Mexico | 8 | 23 | 100% | 78.3% | 100% | 56.5% |
| Other | 0 | 0 | --- | --- | --- | --- |

The legislation in force in Brazil, France, Spain and Chile in relation to the inclusion of functionally diverse employees in the workforce establishes minimum hiring quotas for this group, depending on the organization's general headcount. These quotas can be achieved through direct hiring or by alternative means, such as purchasing goods and engaging services from special employment centres or occupational placement companies, and by making donations to these entities. The total number of functionally diverse persons employed directly by Abertis dropped by 7.4% in comparison with 2019, to 354.2 employees, due to the cuts in Brazil and Spain, which were offset by the increase in France.

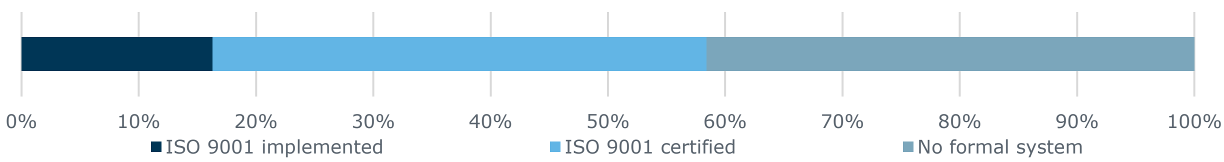
Distribution of average headcount of functionally diverse workers by country




## Quality products and services with positive social impacts

The implementation of quality management systems in the organization's various activities is a well-established practice, which is centred on the ongoing improvement of the service quality provided. There is a quality management system -implemented in accordance with ISO 9001- in place at Abertis facilities accounting for 58.4% of revenue, and facilities representing 42.1% of revenue are ISO 9001 certified.

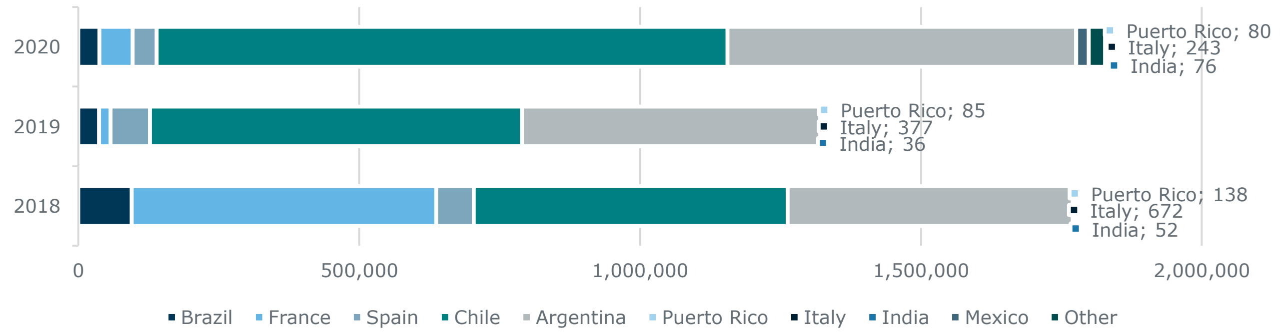
Quality management system (percentage distribution of Abertis' revenue)




The Management report provides details of the action taken related to ongoing communication, and innovation and development, the main objective of which is to ensure the quality of the service provided, as well as the technological and operational developments aligned with the various economic, social and environmental challenges. The social interaction resulting from the need to manage the impacts of the pandemic influenced the type of communication and interaction channels used, with telephone and face-to-face channels being replaced by digital media that ensure the minimization of risks relating to the transmission of the virus. Actions in the cybersecurity and information confidentiality area went hand in hand with the roll-out of and increase in digital communications, thus guaranteeing information security.

Some of the concession operators in France, Chile, Puerto Rico, Italy and Mexico, together with Mobility Services activities in France, conducted user and customer satisfaction surveys, the results of which make it possible to adapt the measures implemented to ensure the service is optimized and adapted to the expectations and needs of stakeholders. In addition, all Abertis' activities have formal communication channels for queries, complaints and suggestions, the use of which increased by 38.3% in 2020, in overall terms, due mainly to the change in communications in Chile and Argentina, together with the inclusion of activities in Mexico and Mobility Services in the scope of the data.

Changes in the number of queries, complaints and suggestions by country




In addition to the conduct of road safety campaigns in all the countries involved in toll road activities, protocols and emergency plans were adapted to the situation generated by the pandemic, with the inclusion of government institution recommendations to ensure maximum safety levels in the service declared as essential provided. The toll roads in France and Italy introduced free tolls for healthcare workers in the first months of lockdown and while the first wave of the pandemic was being managed.

The Innovation Coordination Committee at Abertis centralizes the monitoring of Innovation and Development projects carried out by the various business units. The priority areas for R&D at Abertis are related to cooperative intelligent transport systems, digital transformation, tolls and payment methods, infrastructure, energy and electricity transformation. A total of 48 R&D projects involving a broad network of stakeholders were in progress in 2020.

# 3

# Methodology and International Equivalences

## Preparation methodology

### Standards and principles

The Management report accompanying the consolidated financial statements for 2020 presents a summary of Abertis' economic, financial, environmental, social and good governance performance. The Appendix on Follow-up of the CSR Master Plan, the Annual Corporate Governance Report and the Carbon Disclosure Project (CDP) questionnaire, together with the other corporate publications, complete the detail of indicators, providing more exhaustive information, concerning the results and magnitudes of the organization's global performance.

The information contained in the Management report, the Appendix on Follow-up of the CSR Master Plan and the CDP questionnaire was compiled, processed and prepared in accordance with the relevant international benchmark standards and the applicable legal framework in force, comprising mainly the 2018 Non-Financial Information Law. The specific benchmark standards used were:

- The 2016 Sustainability Reporting Standards (SRS) of the Global Reporting Initiative (GRI), together with the standard on occupational health and safety and the standard on water and effluents, which both date from 2018, and the standards on waste (2020) and tax (2019). The Management report and the Appendix on Follow-up of the CSR Master Plan were prepared in accordance with the GRI standards: comprehensive option.
- Policy for preparation of the UN Global Compact Communication on Progress (CoP).
- AccountAbility's stakeholder engagement standard.
- The United Nations Sustainable Development Goals.

The GRI 101: Foundation (2016) standard details the principles that must govern the definition of the content to be included in reports on organizations' performance in the context of sustainability, as well as basic guidelines to guarantee the quality of the information they contain. The procedures established at the organization, both for managing each of the material issues and for across-the-board accountability, together with the existing technology tools for the systematization and monitoring of non-financial information, aim to respond to and apply the GRI foundation principles.

Principles for defining report content in accordance with GRI

| | |
|---|---|
| Stakeholder inclusiveness | •Ongoing involvement<br>•Updating of the materiality analysis |
| Sustainability context | •Local-level data<br>•Global management approach and SDGs |
| Materiality | •Updating of the materiality analysis<br>•Formal approval of topics |
| Completeness | •Sufficient information<br>•Conservation of the level of segregation and detail |

Principles for defining report quality in accordance with GRI

| | |
|---|---|
| Balance | •Performance in the year<br>•Unbiased treatment of the facts |
| Comparability, accuracy and reliability | •Traceability, analysis and historical data<br>•External review |
| Timeliness | •Annual publication in due time and form, together with the economic and financial information |
| Clarity | •Data synthesis<br>•Conserving structure |

The technical team responsible for preparing the content of the Management report and the Appendix on Follow-up of the CSR Master Plan is made up of more than a hundred employees in all the countries and activities included in the scope of the non-financial information, without whose contribution this reporting would not be possible. The coordination of the work is the responsibility of the corporate areas of each of the departments, led by the teams of the Corporate Reputation and Communication Area and the Planning and Control Area, and the validation and publication of the consolidated financial statements and the related appendices is the responsibility of Abertis' Board of Directors.

## Scope of the information

The progressive inclusion of all the new acquisitions in the scope of the non-financial information allows Abertis to comply with the principles of completeness, accuracy and reliability of the data. In 2020 the subsidiaries Trados 45 in Spain, APR in Puerto Rico, Isadak Headquarters in India, Eurotoll SAS in France and Eurotoll ZRT in Hungary were included, together with all the subsidiaries making up the activities in Mexico (with an annual scope in the case of the Mexico data). Also, Autovias in Brazil merged with Via Paulista and, therefore, no longer appears as a separate concession operator in Brazil.

As a result of this progress it was possible to maintain the level of coverage of the non-financial information disclosed in the Management report and the Appendix on Follow-up of the CSR Master Plan, which stood at 98.1% of the Group's revenue in 2020, and 95.8% of the headcount at 31 December.

Companies included in the scope of the non-financial information

| | |
|---|---|
| **Toll roads** | **Spain -** Autopistas, Acesa, Aucat, Invicat, Aumar, Iberpistas, Castellana, Avasa, Aulesa, Túnels and Trados 45. |
| | **France** - Sanef, Sapn, Bip & Go, SE BPNL SAS and Sanef Aquitaine. |
| | **Italy** - A4 Holding, A4 Mobility, Autostrada Bs Vr Vi Pd SpA and A4 Trading Srl. |
| | **Brazil** - Arteris, Centrovias, Intervias, Planalto Sul, Fluminense, Fernão Dias, Régis Bittencourt, Litoral Sul, Via Paulista and Latina Manutenção de Rodovias. |
| | **Chile** - Vías Chile, Autopista Central, Autopista Los Libertadores, Autopista del Sol, Autopista Los Andes, Rutas del Elqui, Rutas del Pacífico and related operators concentrated at Operavías. |
| | **Puerto Rico** - APR and Metropistas. |
| | **Argentina** - Ausol and GCO. |
| | **India** - Jadcherla Expressways Private Limited, Trichy Tollway Private Limited and Isadak Headquarters. |
| | **Mexico** - CONIPSA, COTESA, AUTOVIM, PSRCO, RCA, RCO and COVIQSA |
| **Mobility Services** | Emovis SAS, Eurotoll SAS and Eurotoll ZRT |
| **Central services** | Abertis Infraestructuras and the Abertis Foundation. |

The remaining 1.9% of revenue that was excluded from the scope of the non-financial information relates to the activities carried on at the following companies: Abertis Infraestructuras Finance, B.V., Abertis Motorways UK, Ltd., Abertis Mobility Services S.L. (except for Eurotoll S.A.S., Emovis S.A.S and Eurotoll Central Europe ZRT) Abertis USA Holdco LLC, Abertis Internacional, S.A., Abertis Telecom Satélites, S.A. (all with a direct ownership interest); Leonord Exploitation S.A.S, Sanef 107.7, S.A.S, Mulhacen, Globalcar Services S.p.A., A4 Mobility Srl and Vianorte (all with an indirect ownership interest).

## Calculation methodologies

The qualitative and quantitative indicators disclosed in the Management report and the Appendix on Follow-up of the CSR Master Plan were prepared in accordance with the methodological standards detailed below:

- Calculation indications contained in the standards detailed above (mainly GRI SRS).
- ISO 14064:1-2012, based on "The Greenhouse Gas Protocol, a Corporate Accounting and Reporting Standard" and the criteria established in the "Corporate Value Chain (Scope 3) Accounting and Reporting Standard" published in 2011 by the World Resources Institute (WRI) and the World Business Council for Sustainable Development (WBCSD) for the calculation of the carbon footprint.
- LBG España for the quantification and classification of social action and sponsorships.
- Specific indications set out in the applicable legal frameworks in force, such as the Non-Financial Information Law in Spain and the methodological framework for carbon footprint measurement in France.

Any restatements of non-financial information and any scope limitations beyond the details presented in this section have been indicated using specific footnotes to each of the figures to which they refer.

## External assurance

The Non-Financial Information Law in force in Spain requires the review by a third party of the non-financial information contained in the organization's financial statements. In contrast to previous years, the external review conducted in 2020 was confined to legal compliance and excluded application of the methodological frameworks governing the preparation of the Management report and the Appendix on Follow-up of the CSR Master Plan (mainly GRI standards in their comprehensive version).

The external audit standards applied include ISAE 3000 and the recommendations of the Spanish Institute of Certified Public Accountants, among others. The GRI Content Index details the indicators included in the external review process, and the external auditor's report sets out the conclusions of the process, as well as the recommendations made by the team engaged in the external review.

Deloitte.

Deloitte, S.L.
Avda. Diagonal, 654
08034 Barcelona
España

Tel: +34 932 80 40 40
www.deloitte.es

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

## INDEPENDENT LIMITED ASSURANCE REPORT

To the Shareholders of Abertis Infraestructuras, S.A.:

In accordance with Article 49 of the Spanish Commercial Code, we have performed the verification, with a scope of limited assurance, of the non-financial information included in Appendix Follow-up of the CSR Master Plan of the Consolidated Management Report (hereinafter, Appendix of the CMR) of Abertis Infraestructuras, S.A. and subsidiaries ("Abertis" o "the Abertis Group") for the year ended December 31, 2020.

The Appendix of the CMR includes information, additional to that required by current Spanish corporate legislation relating to non-financial reporting, that was not subject matter of our verification. In this regard, our work was limited solely to verification of the information identified in the "GRI content index" in the CMR Appendix.

### Responsibilities of the Directors

The preparation and content of the Abertis's Consolidated Management Report is the responsibility of the Board of Directors of Abertis. The non-financial information included in the Appendix of the CMR was prepared in accordance with the content specified in current Spanish corporate legislation, in accordance with the Sustainability Reporting Standards of the Global Reporting Initiative (GRI Standards) and with the standards established in the AA1000AP (2008) Assurance Standard issued by AccountAbility.

This responsibility of the Board of Directors also includes the design, implementation and maintenance of such internal control as is determined to be necessary to enable the Appendix of the CMR to be free from material misstatement, whether due to fraud or error.

The Directors of Abertis are also responsible for defining, implementing, adapting and maintaining the management systems from which the information necessary for the preparation of the Appendix of the CMR is obtained.

### Our Independence and quality control

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants (IESBA), which is based on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies International Standard on Quality Control 1 (ISQC 1) and, accordingly, maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Our engagement team consisted of professionals who are experts in reviews of non-financial information and, specifically, in information about economic, social and environmental performance.

Deloitte, S.L. Inscrita en el Registro Mercantil de Madrid, tomo 13.650, sección 8ª, folio 188, hoja M-54414, inscripción 96ª. C.I.F.: B-79104469.
Domicilio social: Plaza Pablo Ruiz Picasso, 1, Torre Picasso, 28020, Madrid.

## Our responsibility

Our responsibility is to express our conclusions in an independent limited assurance report based on the work performed.

We conducted our review in accordance with the requirements established in International Standard on Assurance Engagements (ISAE) 3000 Revised, Assurance Engagements other than Audits or Reviews of Historical Financial Information, currently in force, issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC), and with the guidelines published by the Spanish Institute of Certified Public Accountants on attestation engagements on regarding non-financial information statements. Also, we have applied AccountAbility's AA1000 Assurance Standard (2008) (AA1000AS) to provide moderate assurance on the application of the principles established in standard AA1000AP (2008) and on the sustainability performance indicators (type 2 moderate assurance).

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for a reasonable assurance engagement and, consequently, the level of assurance provided is also substantially lower.

Our work consisted in requesting information from management and the various units of Abertis that participated in the preparation of the Appendix of the CMR, which includes the non-financial information, reviewing the processes used to compile and validate the information identified in the Appendix of the CMR, and carrying out the following analytical procedures and sample-based review tests:

- Meetings held with Abertis personnel to ascertain the business model, policies and management approaches applied, and the main risks relating to these matters, and to obtain the information required for the external verification.
- Analysis of the scope, relevance and completeness of the contents included in the Appendix of the CMR based on the materiality analysis performed by Abertis and described in the "Stakeholders" and "Materiality " sections of the Appendix of the CMR, also taking into account the contents required under current Spanish corporate legislation.
- Analysis of the processes used to compile and validate the data presented in the Appendix of the CMR.
- Review of the information relating to risks and the policies and management approaches applied in relation to the material matters described in the "Stakeholders" and "Materiality" sections in the Appendix of the CMR.
- Verification, by means of sample-based review tests, of the information relating to the non-financial information contents included in the Appendix of the CMR, and the appropriate compilation thereof based on the data furnished by Abertis's information sources.
- Obtainment of a representation letter from the directors and management.

## Basis of the qualified conclusion

As a result of the procedures carried out and the evidence obtained, inaccuracies have been identified by partial presentation or omissions of the contents required by current corporate regulations regarding non-financial information. The inaccuracies detected are detailed in the "Basis of Qualified Conclusion" table attached to this report, which is an integral part of it.

## Qualified Conclusion

Based on the procedures performed and the evidence obtained, except for the effect of the issues described in the "Basis of the qualified conclusion" section, no matter has come to our attention that causes us to believe that:

a) The non-financial information included in "GRI content index" in the Appendix of the Abertis Infraestructuras, S.A. and subsidiaries Consolidated Management Report for the year ended December 31, 2020 was not prepared, in all material respects, in accordance with the contents set out in current corporate legislation and following the criteria of the GRI standards.

b) Abertis did not apply in the preparation of the Appendix of the CMR the principles of inclusivity, materiality and responsiveness as described in the Appendix of the CMR, in accordance with AA1000AP (2008), namely:

- Inclusivity: Abertis has developed a stakeholder participation process, enabling stakeholders to be considered in the development of a responsible approach.
- Materiality: the materiality determination process is geared towards identifying and understanding the issues that are material or significant for Abertis and its stakeholders.
- Responsiveness: Abertis responds, through specific actions and commitments, to the material issues identified.

## Additional information

Pursuant to the provisions of the AA1000AS (2008) standard, we presented to management of Abertis our recommendations relating to the areas for improvement in management and non-financial information and, specifically, to the application of the principles of inclusivity, materiality and responsiveness. Following is a summary of the most significant observations and recommendations, which do not modify the conclusions expressed in this report.

**Inclusivity and materiality**

As indicated in the sections of the Appendix of the CMR "Stakeholders" and "Materiality", Abertis has a materiality study which has been updated through internal consultation, regulatory and perimeter updates, as well as the current pandemic context. We recommend for 2021 to carry out an update of the materiality analysis through the participation and consultation of all the stakeholders in the different countries, so that it is representative of both the different businesses, and of all the countries in which the Abertis Group has a stable presence.

**Responsiveness**

The scope of the countries is consolidated, so we recommend that Abertis work on the improvement of the non-financial information control, adjusting deadlines and extending training to the different business units involved in order to continue improving the quality of the information.

## Use and distribution

This report was prepared in accordance with the content specified in current Spanish corporate legislation, so it may not be suitable for other purposes and jurisdictions.

DELOITTE, S.L.

Xavier Angrill Vallés
9 March 2021

AA1000
Licensed Assurance Provider
000-14

## Annex to the Independent Auditor's report

### Basis of the qualified conclusion

| GRI Standard | | Non-financial Information Law | Basis of conclusion |
|---|---|---|---|
| 102-8 | Information on employees and other workers | Employment | The annual average of part-time contracts is presented by sex and professional category, not being informed by age. |
| 405-2 | Ratio of basic salary and remuneration of women to men | Employment | The ratio of average women remuneration with respect to men by professional category and country is broken down, but not the average remuneration of men and women in absolute terms by sex, age, or professional category. |

# GRI content index

The reference provided in the GRI content index corresponds to the page number in the Appendix on Follow-up of the CSR Master Plan. Cross references to other documents include the initials of the related publication. The documents with cross references can be found in the following locations:

- MR: Refers to the Management report. It is available on the Abertis website, under Annual Report.
- ACGR: refers to the Annual Corporate Governance Report. It is available on the Abertis website, under Annual Report.
- AA: refers to the organization's consolidated financial statements. They are available on the Abertis website, under Annual Report.
- CDP 2020: refers to the Carbon Disclosure Project questionnaire. It is available on the CDP website under CDP Scores.

# Foundation and general disclosures

| Standard/General disclosures | Page/Direct response | Omissions | External assurance |
|---|---|---|---|
| **GRI 101: Foundation 2016** | | | |
| 101 Reporting principles | 47-48 | | √ - 50-53 |
| **GRI 102: General Disclosures 2016**<br>**Organizational profile** | | | |
| 102-1 Name of the organization | Abertis Infraestructuras, S.A. | | √ - 50-53 |
| 102-2 Activities, brands, products, and services | MR 5-6 | | √ - 50-53 |
| 102-3 Location of headquarters | Avenida Pedralbes, 17, Barcelona | | √ - 50-53 |
| 102-4 Location of operations | MR 9-10 | | √ - 50-53 |
| 102-5 Ownership and legal form | MR 34 | | √ - 50-53 |
| 102-6 Markets served | MR 8-10 | | √ - 50-53 |
| 102-7 Scale of the organization | MR 5, 34, 42 | | √ - 50-53 |
| 102-8 Information on employees and other workers | 33-34, 38-39 | | √ - 50-53 |
| 102-9 Supply chain | 4, 23; MR 40; Content note (a) | | √ - 50-53 |
| 102-10 Significant changes to the organization and its supply chain | 4 | | √ - 50-53 |
| 102-11 Precautionary principle or approach | 7; MR 16-18 | | √ - 50-53 |
| 102-12 External initiatives | 7; MR 6-7, 20-21, 35-36; Content note (b) | | √ - 50-53 |
| 102-13 Membership of associations | MR 38 | | √ - 50-53 |

| Standard/General disclosures | Page/Direct response | Omissions | External assurance |
|---|---|---|---|
| **Strategy** | | | |
| 102-14 Statement from senior decision-maker | MR 3-4 | | √ - 50-53 |
| 102-15 Key impacts, risks, and opportunities | 6-7; MR 3-4, 8-11, 16-18 | | √ - 50-53 |
| **Ethics and integrity** | | | |
| 102-16 Values, principles, standards, and norms of behavior | 10-12; MR 8, 14-16 | | √ - 50-53 |
| 102-17 Mechanisms for advice and concerns about ethics | 10-11; MR 15-16 | | √ - 50-53 |
| **Governance** | | | |
| 102-18 Governance structure | MR 12-13 | | --- |
| 102-19 Delegating authority | MR 12-13 | | --- |
| 102-20 Executive-level responsibility for economic, environmental, and social topics | 7 | | --- |
| 102-21 Consulting stakeholders on economic, environmental, and social topics | 3-5 | | √ - 50-53 |
| 102-22 Composition of the highest governance body and its committees | MR 12-13 | | --- |
| 102-23 Chair of the highest governance body | MR 12 | | --- |
| 102-24 Nominating and selecting the highest governance body | ACGR 7, 12 | | --- |
| 102-25 Conflicts of interest | MR 14-15; ACGR 14, 30 | | --- |
| 102-26 Role of highest governance body in setting purpose, values, and strategy | 6-7; MR 10-11 | | --- |
| 102-27 Collective knowledge of highest governance body | MR 12-13; Corporate web page (Board) | | --- |
| 102-28 Evaluating the highest governance body's performance | There is currently no specific policy in this connection. | | --- |
| 102-29 Identifying and managing economic, environmental, and social impacts | 3-8; MR 14-18 | | √ - 50-53 |
| 102-30 Effectiveness of risk management processes | MR 14-18 | | √ - 50-53 |
| 102-31 Review of economic, environmental, and social topics | 7-8; MR 14-18 | | √ - 50-53 |
| 102-32 Highest governance body's role in sustainability reporting | 48 | | --- |
| 102-33 Communicating critical concerns | 10-11; MR 15-16 | | --- |
| 102-34 Nature and total number of critical concerns | 10-11; MR 15-16 | | --- |
| 102-35 Remuneration policies | ACGR 12; Content note (c) | | --- |
| 102-36 Process for determining remuneration | ACGR 12; Content note (c) | | --- |

| Standard/General disclosures | Page/Direct response | Omissions | External assurance |
|---|---|---|---|
| 102-37 Stakeholders' involvement in remuneration | Stakeholder involvement in remuneration is currently not envisaged. | | --- |
| 102-38 Annual total compensation ratio | Content note (d) | It is not currently possible to publish the remuneration ratio broken down by country due to confidentiality issues, as the remuneration of the individuals with the highest remuneration in the other countries is non-public information. | --- |
| 102-39 Percentage increase in annual total compensation ratio | Content note (e) | | --- |
| **Stakeholder engagement** | | | |
| 102-40 List of stakeholder groups | 3 | | √ - 50-53 |
| 102-41 Collective bargaining agreements | 41 | | √ - 50-53 |
| 102-42 Identifying and selecting stakeholders | 3 | | √ - 50-53 |
| 102-43 Approach to stakeholder engagement | 3-5 | | √ - 50-53 |
| 102-44 Key topics and concerns raised | 3-6 | | √ - 50-53 |
| **Reporting practice** | | | |
| 102-45 Entities included in the consolidated financial statements | 48-49; AA 256-269 | | √ - 50-53 |
| 102-46 Defining report content and topic Boundaries | 4-6, 47-48 | | √ - 50-53 |
| 102-47 List of material topics | 6 | | √ - 50-53 |
| 102-48 Restatements of information | 49, 76; Restatements were identified in each case by direct notes. | | --- |
| 102-49 Changes in reporting | 48 | | √ - 50-53 |
| 102-50 Reporting period | 1 January to 31 December 2020. | | √ - 50-53 |
| 102-51 Date of most recent report | 2019 reporting period, published in 2020. | | √ - 50-53 |
| 102-52 Reporting cycle | Annual | | √ - 50-53 |
| 102-53 Contact point for questions regarding the report | Email: sostenibilidad@abertis.com or postal address at the headquarters, for the attention of Patricia Garcia. | | √ - 50-53 |

| Standard/General disclosures | Page/Direct response | Omissions | External assurance |
|---|---|---|---|
| 102-54 Claims of reporting in accordance with the GRI Standards | 47 | | √ - 50-53 |
| 102-55 GRI content index | 54-64 | | √ - 50-53 |
| 102-56 External assurance | 49, 50-53 | | √ - 50-53 |

# Economic material topics

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| **GRI 103: Management Approach 2016**<br>**Linked to: Economic performance (GRI 201), Market presence (GRI 202), Indirect economic impacts (GRI 203), Procurement practices (GRI 204), Anti-corruption (GRI 205), Anti-competitive behavior (GRI 206) and Tax (GRI 207).** | | | |
| 103-1 Explanation of the material topic and its Boundary | 3-8; Content note (f) | | √ - 50-53 |
| 103-2 The management approach and its components | 7, 9, 24; MR 10-11, 14, 19, 35-36 | | √ - 50-53 |
| 103-3 Evaluation of the management approach | 8, 10-11, 25-26; MR 15-16, 20-23, 36, 46 | | √ - 50-53 |
| **GRI 201: Economic Performance 2016** | | | |
| 201-1 Direct economic value generated and distributed | MR 44 | | √ - 50-53 |
| 201-2 Financial implications and other risks and opportunities due to climate change | 14; CDP 2020 Section C2 | | √ - 50-53 |
| 201-3 Defined benefit plan obligations and other retirement plans | AA 53-54, 215-217; Content note (g) | | --- |
| 201-4 Financial assistance received from government | AA 86, 101 | | √ - 50-53 |
| **GRI 202: Market Presence 2016** | | | |
| 202-1 Ratios of standard entry level wage by gender compared to local minimum wage | 44 | | √ - 50-53 |
| 202-2 Proportion of senior management hired from the local community | MR 42 | | --- |
| **GRI 203: Indirect Economic Impacts 2016** | | | |
| 203-1 Infrastructure investments and services supported | MR 19-23, 27-28 | | √ - 50-53 |
| 203-2 Significant indirect economic impacts | MR 19-23, 36, 38-40 | | √ - 50-53 |

*GRI SRS: 102-55*

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| **GRI 204: Procurement Practices 2016** | | | |
| 204-1 Proportion of spending on local suppliers | 26 | | --- |
| **GRI 205: Anti-corruption 2016** | | | |
| 205-1 Operations assessed for risks related to corruption | | Disclosure of the quantitative data on the number and percentage of centres assessed in this connection does not apply, since although the risk analysis is corporate and includes 100% of the activities, it is not carried out at specific centres. | √ - 50-53 |
| 205-2 Communication and training about anti-corruption policies and procedures | 11 | | √ - 50-53 |
| 205-3 Confirmed incidents of corruption and actions taken | | Content note (h) | √ - 50-53 |
| **GRI 206: Anti-competitive Behavior 2016** | | | |
| 206-1 Legal actions for anti-competitive behavior, anti-trust, and monopoly practices | There were no legal actions in this connection. | | √ - 50-53 |
| **GRI 207: Tax 2019** | | | |
| 207-1 Approach to tax | MR 35 | | --- |
| 207-2 Tax governance, control, and risk management | MR 35 | | --- |
| 207-3 Stakeholder engagement and management of concerns related to tax | MR 35 | | --- |
| 207-4 Country-by-country reporting | MR 36 | The indicator presented does not fully meet the standard's information requirement. We are working to ensure we are able to present the required information in future reports from 2022. | √ - 50-53 |

# Environmental material topics

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| **GRI 103: Management Approach 2016<br>Linked to: Materials (GRI 301), Energy (GRI 302), Water and effluents (GRI 303), Biodiversity (GRI 304), Emissions (GRI 305), Waste (GRI 306), Environmental compliance (GRI 307), Supplier environmental assessment (GRI 308)** | | | |
| 103-1 Explanation of the material topic and its Boundary | 3-8; Content note (f) | | √ - 50-53 |
| 103-2 The management approach and its components | 7, 13-14, 24; MR 10-11, 36 | | √ - 50-53 |
| 103-3 Evaluation of the management approach | 8, 14-16, 20-23, 27; MR 21-23, 37-38 | | √ - 50-53 |
| **GRI 301: Materials 2016** | | | |
| GRI 301-1 Materials used by weight or volume | 20 | | √ - 50-53 |
| 301-2 Recycled input materials used | 20 | | √ - 50-53 |
| 301-3 Reclaimed products and their packaging materials | | Not applicable given that Abertis does not produce products. This impacts on the entire indicator. | --- |
| **GRI 302: Energy 2016** | | | |
| 302-1 Energy consumption within the organization | 16-19 | | √ - 50-53 |
| 302-2 Energy consumption outside of the organization | 18 | | √ - 50-53 |
| 302-3 Energy intensity | 17-18 | | √ - 50-53 |
| 302-4 Reduction of energy consumption | 17-19 | | √ - 50-53 |
| 302-5 Reductions in energy requirements of products and services | 16, 22-23 | | √ - 50-53 |
| **GRI 303: Water and Effluents 2018** | | | |
| 303-1 Interactions with water as a shared resource | 4-7, 13-14, 19 | | √ - 50-53 |
| 303-2 Management of water discharge-related impacts | 22; The quality standards correspond to the current legal framework in each country. | | √ - 50-53 |
| 303-3 Water withdrawal | 19; One concession operator in Brazil, one in Chile and one in Mexico withdraw water from areas with water stress. | | √ - 50-53 |

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| 303-4 Water discharge | 22; One concession operator in Brazil and one in Chile discharge water to areas with water stress. | | --- |
| 303-5 Water consumption | 19 | | √ - 50-53 |
| **GRI 304: Biodiversity 2016** | | | |
| 304-1 Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas | 27 | | √ - 50-53 |
| 304-2 Significant impacts of activities, products, and services on biodiversity | 27 | | √ - 50-53 |
| 304-3 Habitats protected or restored | 27 | | √ - 50-53 |
| 304-4 IUCN Red List species and national conservation list species with habitats in areas affected by operations | Content note (i) | | --- |
| **GRI 305: Emissions 2016** | | | |
| 305-1 Direct (Scope 1) GHG emissions | 14-16, 49 | | √ - 50-53 |
| 305-2 Energy indirect (Scope 2) GHG emissions | 14-16, 49 | | √ - 50-53 |
| 305-3 Other indirect (Scope 3) GHG emissions | 14-16, 49 | | √ - 50-53 |
| 305-4 GHG emissions intensity | 16 | | √ - 50-53 |
| 305-5 Reduction of GHG emissions | 16 | | √ - 50-53 |
| 305-6 Emissions of ozone-depleting substances (ODS) | No significant impacts were identified in this connection. | | --- |
| 305-7 Nitrogen oxides ($NO_x$), sulfur oxides ($SO_x$), and other significant air emissions | 26; In the case of NOx and SOx, direct emissions are also not significant. | | --- |
| **GRI 306: Waste 2020** | | | |
| 306-1 Waste generation and significant waste-related impacts | 20-21 | | √ - 50-53 |
| 306-2 Management of significant waste-related impacts | 20-21 | | --- |
| 306-3 Waste generated | 21-22 | | √ - 50-53 |
| 306-4 Waste diverted from disposal | 21-22 | | √ - 50-53 |
| 306-5 Waste directed to disposal | 21-22 | | √ - 50-53 |
| **GRI 307: Environmental Compliance 2016** | | | |

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| 307-1 Non-compliance with environmental laws and regulations | Content note (k) | | √ - 50-53 |
| **GRI 308: Supplier Environmental Assessment 2016** | | | |
| 308-1 New suppliers that were screened using environmental criteria | 23 | | √ - 50-53 |
| 308-2 Negative environmental impacts in the supply chain and actions taken | 4-6, 23; MR 40 | | √ - 50-53 |

# Social material topics

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| **GRI 103: Management Approach 2016<br>Linked to: Employment (GRI 401), Labor/Management Relations (GRI 402), Occupational Health and Safety (GRI 403), Training and Education (GRI 404), Diversity and Equal Opportunity (GRI 405), Non-discrimination (GRI 406), Freedom of Association and Collective Bargaining (GRI 407), Forced or Compulsory Labor (GRI 409), Security Practices (GRI 410), Human Rights Assessment (GRI 412), Local Communities (GRI 413), Supplier Social Assessment (GRI 414), Public Policy (GRI 415), Customer Health and Safety (GRI 416), Marketing and Labeling (GRI 417), Customer Privacy (GRI 418), Socioeconomic Compliance (GRI 419), Noise and Road Safety** | | | |
| 103-1 Explanation of the material topic and its Boundary | 3-8; Content note (f) | | √ - 50-53 |
| 103-2 The management approach and its components | 7, 9, 24, 29; MR 10-11, 14, 19, 21, 35, 38, 41-44 | | √ - 50-53 |
| 103-3 Evaluation of the management approach | 8, 10-12, 25-26, 30-46; MR 15-16, 20-23, 36, 38-39, 41-44 | | √ - 50-53 |
| **GRI 401: Employment 2016** | | | |
| 401-1 New employee hires and employee turnover | 39-40 | | √ - 50-53 |
| 401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees | Content note (l) | | --- |
| 401-3 Parental leave | 44-45 | | √ - 50-53 |
| **GRI 402: Labor/Management Relations 2016** | | | |
| 402-1 Minimum notice periods regarding operational changes | Content note (m) | | √ - 50-53 |
| **GRI 403: Occupational Health and Safety 2018** | | | |
| 403-1 Occupational health and safety management system | 33; MR 41 | | √ - 50-53 |
| 403-2 Hazard identification, risk assessment, and incident investigation | 34 | | --- |

*GRI SRS: 102-55*

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| 403-3 Occupational health services | 35 | | --- |
| 403-4 Worker participation, consultation, and communication on occupational health and safety | 35 | | √ - 50-53 |
| 403-5 Worker training on occupational health and safety | 34 | | √ - 50-53 |
| 403-6 Promotion of worker health | 34-36 | | --- |
| 403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships | 33-35 | | --- |
| 403-8 Workers covered by an occupational health and safety management system | 33 | | √ - 50-53 |
| 403-9 Work-related injuries | 35-38 | | √ - 50-53 |
| 403-10 Work-related ill health | 35 | | √ - 50-53 |
| **GRI 404: Training and Education 2016** | | | |
| 404-1 Average hours of training per year per employee | 42 | | √ - 50-53 |
| 404-2 Programs for upgrading employee skills and transition assistance programs | 41-42 | | √ - 50-53 |
| 404-3 Percentage of employees receiving regular performance and career development reviews | 41 | | --- |
| **GRI 405: Diversity and Equal Opportunity 2016** | | | |
| 405-1 Diversity of governance bodies and employees | 39, 43; MR 12-13; ACGR 7; Corporate web page (Board) | | √ - 50-53 |
| 405-2 Ratio of basic salary and remuneration of women to men | 44 | | √ - 50-53 |
| **GRI 406: Non-discrimination 2016** | | | |
| GRI 406-1 Incidents of discrimination and corrective actions taken | No incidents of this type occurred. | | √ - 50-53 |
| **GRI 407: Freedom of Association and Collective Bargaining 2016** | | | |
| GRI 407-1 Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk | None have been identified. | | √ - 50-53 |
| **GRI 409: Forced or Compulsory Labor 2016** | | | |
| 409-1 Operations and suppliers at significant risk for incidents of forced or compulsory labor | None have been identified. | | √ - 50-53 |
| **GRI 410: Security Practices 2016** | | | |

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| 410-1 Security personnel trained in human rights policies or procedures | | The exact figure relating to the percentage of security personnel is not currently available. We are developing the necessary information systems in order to have this figure available for future reports from 2022. | --- |
| **GRI 412: Human Rights Assessment 2016** | | | |
| 412-1 Operations that have been subject to human rights reviews or impact assessments | 12 | | --- |
| 412-2 Employee training on human rights policies or procedures | MR 43 | | √ - 50-53 |
| 412-3 Significant investment agreements and contracts that include human rights clauses or that underwent human rights screening | There were no significant investment agreements subject to human rights reviews. | | --- |
| **GRI 413: Local Communities 2016** | | | |
| 413-1 Operations with local community engagement, impact assessments, and development programs | 25-26 | | √ - 50-53 |
| 413-2 Operations with significant actual and potential negative impacts on local communities | 25-26; MR 38-39; Content note (f) | | --- |
| **GRI 414: Supplier Social Assessment 2016** | | | |
| 414-1 New suppliers that were screened using social criteria | 23 | | √ - 50-53 |
| 414-2 Negative social impacts in the supply chain and actions taken | 4-6, 23; MR 39-40 | | --- |
| **GRI 415: Public Policy 2016** | | | |
| 415-1 Political contributions | Content note (n) | | --- |
| **GRI 416: Customer Health and Safety 2016** | | | |
| 416-1 Assessment of the health and safety impacts of product and service categories | 30-33 | | --- |
| 416-2 Incidents of non-compliance concerning the health and safety impacts of products and services | No incidents of this type occurred. | | √ - 50-53 |
| **GRI 417: Marketing and Labeling 2016** | | | |
| 417-1 Requirements for product and service information and labeling | 45-46 | | --- |
| 417-2 Incidents of non-compliance concerning product and service information and labeling | No incidents of this type occurred. | | √ - 50-53 |

| Standard/Topic-specific disclosures | Page | Omissions | External assurance |
|---|---|---|---|
| 417-3 Incidents of non-compliance concerning marketing communications | No incidents of this type occurred. | | √ - 50-53 |
| **GRI 418: Customer Privacy 2016** | | | |
| 418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data | There were no complaints in this connection. | | √ - 50-53 |
| **GRI 419: Socioeconomic Compliance 2016** | | | |
| 419-1 Non-compliance with laws and regulations in the social and economic area | Content note (o) | | √ - 50-53 |
| **Noise** | | | |
| Number of kilometres of toll road that were subject to noise impact assessments | 28 | | --- |
| **Road Safety** | | | |
| Fatality rate | 32-33 | | --- |
| Accident rate | 32-33 | | --- |

# Content notes

a) The 2015 CSR Report contains details of the organization's value chain which provide further disclosures on the content presented in 2020, as they remain valid, taking into account the changes that have occurred and are described in the Appendix. [GRI 102-9]
b) In addition to the organizations mentioned in this document, Abertis forms part of the Global Reporting Initiative (Gold Community) and the Carbon Disclosure Project (contributor). [GRI 102-12]
c) For more information, see the "Nomination and Remuneration Committee report on the Remuneration Policy amendment proposal" in the 2018 Extraordinary General Meeting documentation. [GRI 102-35]
d) The ratio of the CEO's remuneration to the average remuneration in Spain in 2020 was 38.1 (2019: 63.3). To calculate the remuneration ratio, a weighted average was taken of the remuneration earned in the year at the Spanish companies within the non-financial information scope, and of their headcount at 31 December. The remuneration of the highest-paid individual was calculated taking into account the total cash remuneration received each year, not including life insurance premiums and contributions to pension funds or other long-term saving systems. [GRI 102-38]
e) The ratio of the change in the CEO's remuneration from 2019 to 2020 to the change in the average remuneration in Spain in that period was -10.7. The changes relate to total remuneration earned, without taking into account life insurance contributions and contributions to pension funds or other long-term saving systems. [GRI 102-39]
f) The 2015 CSR Report contains details of the materiality analysis performed, which provide further disclosures on the content presented in 2020, as they remain valid. [GRI 103-1, GRI 413-2]
g) The toll roads in France, Spain and Puerto Rico and the headquarters contribute to the workers' pension plans, the funds of which are managed by the corresponding committees in each country. [GRI 201-3]
h) The data related to the code of ethics indicate the breaches in connection with these matters. We are not able to provide further content because such information is confidential. [GRI 205-3]
i) The toll roads in Brazil operate in areas containing the following species included on the IUCN Red List, by level of extinction risk. Endangered: Vinaceous-breasted amazon, Yellow boa constrictor, Buffy-tufted-ear marmoset. Vulnerable: Oncilla, Southern tamandua, Small red brocket, White-lipped peccary, Tapir, Brown howler, Amazon tree boa, Brazilian snake-necked turtle. Least concern: Yellow-bellied trogon, Ocelot, Cougar, Water opossum, Howler monkey, Southern naked-tailed armadillo, Guaribai, Jaguarundi. Near threatened: Margay, Maned wolf, Lontra, Jaguar. Data deficient: Cutia, Red Brocket. In addition to other species of flora and fauna, such as the Lontra, Yellow-legged tinamou, Buffy-fronted seedeater, Jaguarundi, Solitary tinamou and Venezuelan red howler, among others. The toll roads in Spain operate in areas containing ten animal species included on the IUCN Red List. [GRI 304-4]
j) The total volume of accidental discharges of hazardous substances in 2020 amounted to 111,813.2 litres. These took place in Puerto Rico (208.2 litres), Brazil (110,833 litres), Italy (624 litres) and Mexico (148 litres) in relation to toll road accidents. All the discharges were handled in accordance with the emergency plan protocols in each country, preventing the corresponding soil and water contamination and managing the discharges of fuels as hazardous waste using the corresponding waste management companies. [GRI 306-3]
k) Two penalties in relation to environmental matters were received in Brazil in 2020, amounting to EUR 328.07, due to the failure to submit the report on compensatory planting and water consumption that was not in compliance with current legislation, respectively. [GRI 307-1]
l) The employee benefits offered make no distinction between types of working hours and contracts. [GRI SRS 401-2]
m) The minimum notice period is 30 days in all countries except Chile, where it is 45 days, and in France, where the period depends on the period of consultation with the corresponding bodies. [GRI 402-1]
n) Contributions of this type are not made. Abertis is registered in the European Union Transparency Register. [GRI 415-1]
o) Various socio-economic penalties were imposed in 2020, specifically: One penalty in Spain amounting to EUR 5,000 due to failure to provide prior notice of work shifts; seven penalties in Brazil amounting to EUR 44,139.9 for activity-related issues such as failing to collect rubbish from public areas and repair drainage elements, for a hole in the road, for the incorrect operation of the toll collection control system, for failing to cut back vegetation cover and not submitting the operating structure; and two penalties in Chile, amounting to EUR 166.7, for failing to provide safety equipment and not complying with the conditions relating to the construction phase of a public work project. [GRI 419-1]

*GRI SRS: 102-55*

# Links with the Global Compact Ten Principles (2000)

| Global Compact Principles | Linkage with the GRI G4 Content Index |
|---|---|
| **Human rights** | |
| Principle 1 – Businesses should support and respect the protection of internationally proclaimed human rights. | Sub-category - Human Rights: all aspects.<br>Sub-category - Society: local communities. |
| Principle 2 – Businesses should make sure they are not complicit in human rights abuses. | Sub-category - Human Rights: all aspects. |
| **Labour** | |
| Principle 3 – Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining. | G4-11<br>Sub-category - Labor practices and decent work: Labor/management relations.<br>Sub-category - Human Rights: Freedom of association and collective bargaining. |
| Principle 4 – Businesses should uphold the elimination of all forms of forced and compulsory labor. | Sub-category - Human Rights: Forced and compulsory labor. |
| Principle 5 – Businesses should uphold the effective abolition of child labour | Sub-category - Human Rights: Child labor. |
| Principle 6 – Businesses should uphold the elimination of discrimination in respect of employment and occupation. | G4-10<br>Sub-category - Labor practices and decent work: all aspects.<br>Sub-category - Human Rights: Non-discrimination. |
| **Environment** | |
| Principle 7 – Businesses should support a precautionary approach to environmental challenges. | Category - Environment: all aspects. |
| Principle 8 – Businesses should undertake initiatives to promote greater environmental responsibility. | Category - Environment: all aspects. |
| Principle 9 – Businesses should encourage the development and diffusion of environmentally friendly technologies. | Category - Environment: all aspects. |
| **Anti-corruption** | |
| Principle 10 – Businesses should work against corruption in all its forms, including extortion and bribery. | Sub-category - Society: Anti-corruption and Public policy. |

# Links with OECD Guidelines for Multinational Enterprises (2011)

| OECD Guidelines | Linkage with the GRI G4 Content Index |
|---|---|
| IV. Human rights | Sub-category - Human Rights: all aspects.<br>Sub-category - Society: Local communities, Supplier assessment for impacts on society and Grievance mechanisms for impacts on society. |
| V. Employment and industrial relations | G4-11<br>Category - Economy: Economic performance.<br>Sub-category - Labor practices and decent work: all aspects.<br>Sub-category - Human Rights: Non-discrimination, Freedom of association and collective bargaining, Child labor and Forced and compulsory labor<br>Sub-category - Society: local communities. |
| VI. Environment | Category - Environment: all aspects.<br>Sub-category - Labor practices and decent work: Occupational health and safety, and Training and education.<br>Sub-category - Society: Local communities, Supplier assessment for impacts on society and Grievance mechanisms for impacts on society.<br>Sub-category - Product responsibility: Customer health and safety. |
| VII. Combating bribery, bribe solicitation and extortion | Sub-category - Labor practices and decent work: Labor practices grievance mechanisms.<br>Sub-category - Society: Anti-corruption, Public policy, Supplier assessment for impacts on society and Grievance mechanisms for impacts on society. |
| VIII. Consumer interests | Sub-category - Product responsibility: all matters. |
| IX. Science and technology | None. |
| X. Competition | Sub-category - Society: Anti-competitive behavior, Compliance, Supplier assessment for impacts on society and Grievance mechanisms for impacts on society. |
| XI. Taxation | Category - Economy: Economic performance.<br>Sub-category - Society: Anti-competitive behavior and Compliance. |

# Links with the Guiding Principles on Business and Human Rights (2011)

| Linkage with the GRI G4 Content Index |
|---|
| **General Standard Disclosures** |
| Strategy and analysis: G4-1. |
| Governance: G4-45, G4-46 and G4-47. |
| **Specific Standard Disclosures** |
| Disclosures on management approach: G4-DMA. |
| Category - Environment: Supplier environmental assessment (G4-EN32, G4-EN33, aspect-specific DMA guidance) and Environmental grievance mechanisms (G4-EN34, aspect-specific DMA guidance). |
| Category - Social. Sub-category - Labor practices and decent work: Supplier assessment for labor practices (G4-LA14, G4-LA15, aspect-specific DMA guidance) and Labor practices grievance mechanisms (G4-LA16, aspect-specific DMA guidance). |
| Category - Social. Sub-category - Human rights: all aspects. |
| Category - Social. Sub-category - Society: – Supplier assessment for impacts on society (G4-SO9, G4-SO10, aspect-specific DMA guidance) and Grievance mechanisms for impacts on society (G4-SO11, aspect-specific DMA guidance). |

# Links with the Sustainable Development Goals (2020)

Based on the document prepared by the GRI and updated in 2020 within the framework of the SDG Compass project and the new GRI standards for 2020 (Waste), the following linkage table was prepared in relation to the SDGs identified as relevant.

| Sustainable Development Goals | Topic | Linkage with the GRI (SRS) Content Index |
|---|---|---|
| 5. Achieve gender equality and empower all women and girls. | Economic inclusion | 103-2 |
| | Equal pay for men and women | 202-1, 405-2 |
| | Gender equality | 401-1, 401-2, 404-1, 404-3, 405-1 |
| | Infrastructure investment | 201-1, 203-1 |
| | Non-discrimination | 406-1 |
| | Parental leave | 401-3 |
| | Women in leadership | 102-22, 102-24, 405-1 |
| | Workplace violence and harassment | 414-1, 414-2 |
| 8. Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all | Change productivity at organisations, in sectors of activity and in the whole economy | 203-2 |
| | Diversity and equal opportunity | 405-1 |
| | Income, salary and benefits | 202-1, 401-2 |
| | Economic inclusion | 103-2 |
| | Economic performance | 201-1, 204-1 |
| | Eradication of forced or compulsory labor | 409-1 |
| | Employee training | 404-1, 404-2, 404-3 |
| | Employment | 102-8, 202-2, 401-1, 401-2 |
| | Energy efficiency | 302-1, 302-2, 302-3, 302-4, 302-5 |
| | Equal pay for men and women | 405-2 |
| | Freedom of association and collective bargaining | 102-41, 407-1 |
| | Indirect impacts on the creation of employment | 203-2 |
| | Jobs supported in the supply chain | 203-2 |
| | Employment practices in the supply chain | 414-1, 414-2 |
| | Labor/Management relations | 402-1 |
| | Efficiency of materials | 301-1, 301-2 |
| | Non-discrimination | 406-1 |
| | Occupational health and safety | 403-1, 403-2, 403-3, 403-4, 403-5, 403-6, 403-7, 403-8, 403-9, 403-10 |
| | Parental leave | 401-3 |
| | Resource efficiency of products and services | 301-3 |
| | Water efficiency | 303-3, 303-4, 303-5 |
| | Youth employment | 401-1 |
| 9. Build resilient infrastructure, promote inclusive and sustainable industrialization and foster innovation. | Infrastructure investment | 201-1, 203-1 |
| | Research and development | 201-1 |
| 10. Reduce inequality within and among countries. | Economic development in areas of high poverty | 102-8, 203-2, 207-1, 207-2, 207-3, 207-4, 401-1, 404-1, 404-3 |
| | Equal pay for men and women | 405-2 |
| | Direct foreign investment | 203-2 |

| Sustainable Development Goals | Topic | Linkage with the GRI (SRS) Content Index |
|---|---|---|
| 11. Make cities inclusive, safe, resilient and sustainable. | Infrastructure investment | 203-1 |
| | Sustainable transport | 203-1 |
| 12. Ensure sustainable consumption and production patterns. | Air quality | 305-1, 305-2, 305-3, 305-6, 305-7 |
| | Energy efficiency | 302-1, 302-2, 302-3, 302-4, 302-5 |
| | Environmental investments | 103 (305, 306, 307) |
| | Efficiency and recycling of materials | 301-1, 301-2 |
| | Procurement practices | 204-1 |
| | Product and service information and labeling | 417-1 |
| | Resource efficiency of products and services | 301-3 |
| | Discharges | 306-3 |
| | Transport | 302-1, 302-2, 305-1, 305-2, 305-3 |
| | Waste | 306-1, 306-2, 306-3, 306-4 |
| | Water efficiency | 303-1 |
| | Water quality | 303-1 |
| 13. Take urgent action to combat climate change and its impacts. | Energy efficiency | 302-1, 302-2, 302-3, 302-4, 302-5 |
| | Environmental investments | 103 (305, 306, 307) |
| | Greenhouse gas emissions | 305-1, 305-2, 305-3, 305-4, 305-5, 305-6, 305-7 |
| | Risks and opportunities due to climate change | 201-2 |
| 16. Promote peaceful and inclusive societies for sustainable development, provide access to justice for all and build effective, accountable and inclusive institutions at all levels. | Anti-corruption | 205-1, 205-2, 205-3, 415-1 |
| | Compliance with laws and regulations | 307-1, 206-1, 419-1, 416-2, 417-1, 417-2, 417-3, 418-1, 419-1 |
| | Effectiveness, accountability and transparency in governance | 102-23, 102-25 |
| | Ethical and legal behaviour | 102-16, 102-17, 206-1, 307-1 |
| | Grievance mechanisms | 103-2 |
| | Inclusive decision-making | 102-21, 102-22, 102-24, 102-29, 102-37 |
| | Non-discrimination | 406-1 |
| | Privacy protection | 418-1 |
| | Safety | 403-4, 403-9, 403-10, 410-1 |
| | Workplace violence and harassment | 414-1, 414-2 |
| 17. Strengthen the means of implementation and revitalize the global partnership for sustainable development. | Direct foreign investment | 203-2, 207-1, 207-2, 207-3, 207-4 |

# Linkage with Law 11/2018 on non-financial information and diversity

Following the guidelines prepared by the GRI in the "Linking the GRI Standards and the European Directive on non-financial and diversity disclosure" document and the linkage tables included therein, the main relationships between the requirements of Law 11/2018 on non-financial information and diversity and the content of the GRI Sustainability Reporting Standards are summarised below.

| NFI Law 11/2018 | | Relevant GRI standards and disclosures |
|---|---|---|
| Business model | | |
| Description of the Group's business model | Brief description of the Group's business model, which will include its business environment, organization and structure, the markets in which it operates, its objectives and strategies and the main factors and trends that could affect its future development. | GRI 102-2, GRI 102-4, GRI 102-6, GRI 102-15, GRI 102-7 |
| Information on environmental matters | | |
| Policies | Policies that the Group applies, including the due diligence procedures for the identification, assessment, prevention and mitigation of significant risks and impacts, and for verification and control, as well as the measures adopted | GRI 103-2, GRI 103-3 |
| Main risks | Main risks related to these issues that are associated with the Group's activities, including, where relevant and proportionate, its commercial relations, products and services and which may have adverse effects on those areas, and how the Group manages those risks, explaining the procedures used to identify and evaluate them in accordance with the national, European and international reference frameworks for each issue. Information must be included on the impacts detected and they should be detailed, particularly in relation to the main risks at short, medium and long term. | GRI 102-15, GRI 102-11, GRI 102-30, GRI 201-2 |
| General | Current and foreseeable effects of the company's activities on the environment and, where applicable, on health and safety. | GRI 102-15, GRI 102-29, GRI 102-31 |
| | Environmental certification or assessment procedures. | GRI 102-11, GRI 102-29, GRI 102-30 |
| | Resources used to prevent environmental risks. | GRI 102-29 |
| | Application of the precautionary principle. | GRI 102-11 |
| | Provisions and guarantees for environmental risks. | GRI 307-1 |
| Pollution | Measures to prevent, reduce or redress carbon emissions that seriously affect the environment, taking into account any type of activity-specific atmospheric pollutants including noise and light pollution. | GRI 103-2 Management approach (with a view to GRI 302 and 305), GRI 302-4, GRI 302-5, GRI 305-5 |

| NFI Law 11/2018 | | Relevant GRI standards and disclosures |
|---|---|---|
| Circular economy and waste prevention and management | Measures for prevention, recycling, reuse, other forms of recovery and disposal of waste. Actions to combat food waste. | GRI 103-2 Management approach (with a view to GRI 306), GRI 301-1, GRI 301-2, GRI 306-1, GRI 306-3, GRI 306-4, GRI 306-5 |
| Sustainable use of resources | Water consumption and supply in accordance with local limitations. | GRI 103-2 Management approach (with a view to GRI 303), GRI 303-1, GRI 303-2, GRI 303-3, GRI 303-5 |
| | Consumption of raw materials and measures adopted in order to improve the efficiency of their use. | GRI 103-2 Management approach (with a view to GRI 301), GRI 301-1, GRI 301-2 |
| | Energy: Direct and indirect consumption, Measures adopted to improve energy efficiency, Use of renewable energies | GRI 102-2 Management approach (with a view to GRI 302: Energy), GRI 302-1, GRI 302-2, GRI 302-3, GRI 302-4 |
| Climate change | Greenhouse gas (GHG) emissions. | GRI 305-1 Direct (Scope 1) GHG emissions, GRI 305-2, GRI 305-3, GRI 305-4 |
| | Measures adopted to adapt to the consequences of climate change. | GRI 102-15, GRI 103-2 Management approach (with a view to GRI 305) GRI 201-2, GRI 305-5 |
| | Medium and long-term targets voluntarily set for the reduction of GHG emissions, and measures implemented to that end. | GRI 103-2 Management approach (with a view to GRI 305-5 Reduction of GHG emissions) |
| Protection of biodiversity | Measures taken to conserve or restore biodiversity. | GRI 103-2 Management approach (with a view to GRI 304), GRI 304-3, |
| | Impacts caused by activities or operations in protected areas. | GRI 304-1, GRI 304-2 |
| Information on social and personnel-related matters | | |
| Policies | Policies that the Group applies, including the due diligence procedures for the identification, assessment, prevention and mitigation of significant risks and impacts, and for verification and control, as well as the measures adopted | GRI 103-2 The management approach and its components (with a view to GRI 400), GRI 103-3, GRI 102-35 |
| Main risks | Main risks related to these issues that are associated with the Group's activities, including, where relevant and proportionate, its commercial relations, products and services and which may have adverse effects on those areas, and how the Group manages those risks, explaining the procedures used to identify and evaluate them in | GRI 102-15, GRI 102-30 |

| NFI Law 11/2018 | | Relevant GRI standards and disclosures |
|---|---|---|
| | accordance with the national, European and international reference frameworks for each issue. Information must be included on the impacts detected and they should be detailed, particularly in relation to the main risks at short, medium and long term. | |
| Employment | Total number of employees and breakdown by gender, age, country and professional category. | GRI 102-7, GRI 102-8, GRI 405-1. b) |
| | Total number and distribution of employment contracts by type. | GRI 102-8 |
| | Annual average of indefinite-term, temporary and part-time employment contracts by gender, age and professional category. | GRI 102-8 |
| | Number of dismissals by gender, age and professional category. | GRI 401-1.b) |
| | Average remuneration and remuneration trends by gender, age and professional category or equal value. | No formal equivalence |
| | Gender pay gap | GRI 405-2 |
| | Remuneration of identical job positions or average remuneration at the company | GRI 202-1 |
| | Average remuneration of directors and executives, including variable remuneration, attendance fees, termination benefits, payments to long-term savings schemes and any other benefits, broken down by gender. | GRI 102-35 |
| | Implementation of work disconnection measures. | No formal equivalence |
| | Employees with a disability. | GRI 405-1 |
| Organization of work | Organization of working hours. | GRI 102-8.c) |
| | Number of hours of absenteeism. | No formal equivalence |
| | Measures to facilitate work-life balance and encourage shared parental responsibility. | GRI 103-2 Management approach (with a view to GRI 401), GRI 401-3 |
| Health and safety | Healthy and safe working conditions. | GRI 103-2 Management approach (with a view to GRI 403), GRI 403-1, GRI 403-4, GRI 403-5, GRI 403-8 |
| | Occupational accidents (frequency and severity) broken down by gender. | GRI 403-9 |
| | Occupational diseases (frequency and severity) broken down by gender. | GRI 403-10 |
| Labour relations | Organisation of social dialogue, including the procedures for informing, consulting and negotiating with employees. | GRI 102-43, GRI 402-1, GRI 403-1 |
| | Percentage of employees covered by collective agreements by country. | GRI 102-41 |
| | Assessment of collective agreements, particularly in the occupational health and safety area. | GRI 403-4 |
| Training | Training policies implemented. | GRI 103-2 Management approach (with a view to GRI 404), GRI 404-2 |
| | Total number of training hours by professional category. | GRI 404-1 |

| NFI Law 11/2018 | | Relevant GRI standards and disclosures |
|---|---|---|
| Accessibility | Universal accessibility for people with disabilities. | GRI 103-2 Management approach (with a view to GRI 405 and GRI 406) |
| Equality | Measures adopted to promote equal treatment and opportunities between men and women. | GRI 103-2 Management approach (with a view to GRI 405) |
| | Equality plans. | GRI 103-2 Management approach (with a view to GRI 405 and GRI 406) |
| | Measures adopted to promote employment. | GRI 103-2 Management approach (with a view to GRI 401), GRI 404-2 |
| | Protocols against sexual and gender-based harassment. | GRI 103-2 Management approach (with a view to GRI 405 and GRI 406) |
| | The integration of, and universal accessibility for, people with disabilities. | GRI 103-2 Management approach (with a view to GRI 405 and GRI 406) |
| | Anti-discrimination policy and, where appropriate, diversity management policy. | GRI 103-2 Management approach (with a view to GRI 405 and GRI 406), GRI 406-1 |
| Information on respect for human rights. | | |
| Policies | Policies that the Group applies, including the due diligence procedures for the identification, assessment, prevention and mitigation of significant risks and impacts, and for verification and control, as well as the measures adopted. | GRI 103-2, GRI 103-3, GRI 412-2 |
| Main risks | Main risks related to these issues that are associated with the Group's activities, including, where relevant and proportionate, its commercial relations, products and services and which may have adverse effects on those areas, and how the Group manages those risks, explaining the procedures used to identify and evaluate them in accordance with the national, European and international reference frameworks for each issue. Information must be included on the impacts detected and they should be detailed, particularly in relation to the main risks at short, medium and long term. | GRI 102-15, GRI 102-30 |
| Human rights | Application of due diligence procedures in human rights matters. | GRI 103-2, GRI 414-2 |
| | Prevention of risks of human rights violations and, where appropriate, measures to mitigate, manage and redress any abuses committed. | GRI 103-2 Management approach (with a view to GRI 412) |

| NFI Law 11/2018 | | Relevant GRI standards and disclosures |
|---|---|---|
| | Complaints of violations of human rights. | GRI 102-17, GRI 103-2 Management approach (with a view to GRI 412), GRI 419-1 |
| | Promotion and fulfilment of the provisions of the fundamental conventions of the ILO in relation to respect for freedom of association and the right to collective bargaining, elimination of discrimination in respect of employment and occupation, elimination of forced or compulsory labour and effective abolition of child labour. | GRI 103-2 Management approach (with a view to GRI 406, GRI 407, GRI 408, GRI 409, GRI 412) |
| Information on combating corruption and bribery | | |
| Policies | Policies that the Group applies, including the due diligence procedures for the identification, assessment, prevention and mitigation of significant risks and impacts, and for verification and control, as well as the measures adopted. | GRI 103-2 The management approach and its components (with a view to GRI 205), GRI 103-3, GRI 205-2 |
| Main risks | Main risks related to these issues that are associated with the Group's activities, including, where relevant and proportionate, its commercial relations, products and services and which may have adverse effects on those areas, and how the Group manages those risks, explaining the procedures used to identify and evaluate them in accordance with the national, European and international reference frameworks for each issue. Information must be included on the impacts detected and they should be detailed, particularly in relation to the main risks at short, medium and long term. | GRI 102-15, GRI 102-30, GRI 205-1 |
| Corruption and bribery | Measures adopted to prevent corruption and bribery. | GRI 103-2 Management approach (with a view to GRI 205), GRI 205-2 |
| | Anti-money laundering measures. | GRI 103-2 Management approach (with a view to GRI 205) |
| | Contributions to foundations and non-profit entities. | GRI 103-2 Management approach (with a view to GRI 205), GRI 201-1, GRI 203-2 |
| Information on the company | | |
| Policies | Policies that the Group applies, including the due diligence procedures for the identification, assessment, prevention and mitigation of significant risks and impacts, and for verification and control, as well as the measures adopted. | GRI 103-2 The management approach and its components (with a view to GRI 413 and 414), GRI 103-3 Evaluation of the management approach |
| Main risks | Main risks related to these issues that are associated with the Group's activities, including, where relevant and proportionate, its commercial relations, products and services and which may have adverse effects on those areas, and how the Group manages those risks, explaining the procedures used to identify and evaluate them in accordance with the national, European and international reference frameworks for each issue. Information must | GRI 102-15, GRI 102-30 |

| NFI Law 11/2018 | | Relevant GRI standards and disclosures |
|---|---|---|
| | be included on the impacts detected and they should be detailed, particularly in relation to the main risks at short, medium and long term. | |
| The company's commitment to sustainable development | Impact of the company's activity on employment and local development. | GRI 203-1, GRI 203-2, GRI 413-1 |
| | Impact of the company's activity on local populations and on the territory. | GRI 203-1, GRI 203-2, GRI 413-1 |
| | Relationships and dialogue with local community players. | GRI 102-43, GRI 413-1 |
| | Association or sponsorship activities. | GRI 102-13, GRI 201-1 |
| Subcontracts and suppliers | Inclusion of social, gender equality and environmental issues in the procurement policy. | GRI 103-3 Management approach (with a view to GRI 308 and GRI 414) |
| | Consideration of social and environmental responsibilities in supplier and subcontractor relationships. | GRI 102-9, GRI 103-3 Management approach (with a view to GRI 308 and GRI 414), GRI 308-1, GRI 308-2,<br>GRI 407-1, GRI 409-1, GRI 414-1 |
| | Supervisory systems, audits and audit findings. | GRI 308-1, GRI 308-2 |
| Consumers | Consumer health and safety measures. | GRI 103-2 Management approach (with a view to GRI 416), GRI 416-2 |
| | Grievance mechanisms, complaints received and their resolution. | GRI 102-17, GRI 103-2 Management approach (with a view to GRI 416), GRI 418-1 |
| Tax information | Profit/loss by country. | GRI 201-1. |
| | Income tax paid. | GRI 201-1, GRI 207-4 (viii) |
| | Government grants received. | GRI 201-4 |

[i] In 2020, Abertis received a rating of AA (on a scale of AAA-CCC) in the MSCI ESG Ratings assessment. The use by Abertis of any MSCI ESG Research LLC or its affiliates ("MSCI") data, and the use of MSCI logos, trademarks, service marks or index names herein, do not constitute a sponsorship, endorsement, recommendation, or promotion of Abertis by MSCI. MSCI services and data are the property of MSCI or its information providers, and are provided "as-is" and without warranty. MSCI names and logos are trademarks or service marks of MSCI.

[ii] The 2019 scope 1 data varied slightly due to a change that took place subsequent to completion of the report.

[iii] 2019 data varied slightly due to a change that took place subsequent to completion of the report.

[iv] 2019 data varied slightly due to a change that took place subsequent to completion of the report.

[v] The 2019 data for Brazil and Spain varied slightly due to the restatement of the ADT for 2019.

[vi] The 2019 data for Brazil and Chile was restated upon completion of the scope of the data subsequent to finalization of the report.

[vii] The 2019 data for Brazil, Spain and Chile varied due to the restatement of the ADT for the year in Spain and Brazil and the change in the data for Brazil and Chile.

[viii] The 2019 data varied due to the aforementioned change in the consumption data.

[ix] The 2019 data for Argentina was modified due to the correction of errors detected in the reported information.

[x] The 2019 data for Spain and Chile varied due to a change arising subsequent to completion of the report.

[xi] The 2019 data for Brazil and Spain varied slightly due to a change that took place subsequent to completion of the report.

[xii] The 2019 data for Brazil and Spain varied slightly due to a change that took place subsequent to completion of the report.

[xiii] The figure for Chile reported in 2019 was incorrect. The figure reported in 2020 is correct.

[xiv] The French toll road data are not included because this information is not available. Also, the 2019 data for Brazil varied due to the detection of errors in the information reported.

[xv] The French toll road data are not included because this information is not available. Also, the 2019 data for Brazil varied due to the detection of errors in the information reported.

[xvi] The 2019 data for Brazil and Spain were changed in line with the scope of the data for comparison purposes. In addition, the total figure was changed on inclusion of Mexico in the scope of the data.

[xvii] The 2019 data for Brazil and Spain were changed in line with the scope of the data for comparison purposes. In addition, the total figure was changed on inclusion of Mexico in the scope of the data.

[xviii] The 2019 data for Brazil and Spain were changed in line with the scope of the data for comparison purposes. In addition, the total figure was changed on inclusion of Mexico in the scope of the data.

[xix] The 2019 data for Brazil and Spain were changed in line with the scope of the data for comparison purposes. In addition, the total figure was changed on inclusion of Mexico in the scope of the data.

[xx] The French toll road data are not included because this information is not available.

[xxi] The data for India were not included because they were not available.

# Appendix to the 2020

## Annual Corporate Governance Report

abertis
commitment & delivery

# ANNUAL CORPORATE GOVERNANCE REPORT FOR OTHER ENTITIES -OTHER THAN SAVINGS BANKS, STATE BUSINESS ENTITIES AND PUBLIC ENTITIES- THAT ISSUE SECURITIES MARKETABLE ON OFFICIAL MARKETS

**ISSUER'S PARTICULARS**

END DATE OF REFERENCE FINANCIAL YEAR 31/12/2020

CIF: A08209769

Company Name:

**ABERTIS INFRAESTRUCTURAS, S.A.**

Registered office:

PASEO DE LA CASTELLANA, 39 MADRID

## A. OWNERSHIP STRUCTURE

A.1. Detail of the entity's most significant shareholders or unitholders at year-end:

| Name or corporate name of shareholder or unitholder | % of share capital |
| --- | --- |
| ABERTIS HOLDCO, S.A. | 98.70 |

Company the shareholders of which are Atlantia, S.p.A., which holds an ownership interest of 50% plus one share; Actividades de Construcción y Servicios, S.A. (ACS), which holds an ownership interest of 30%; and Hochtief A.G., which holds an ownership interest of 20% minus one share.

A.2. Indicate any relationships of a family, commercial, contractual or corporate nature existing between the significant shareholders or unitholders, insofar as they are known to the entity, unless they have scant relevance or arise from the ordinary course of business:

| Name or company name of related parties | Type of relationship | Brief description |
| --- | --- | --- |
| No data | | |

A.3. Indicate any relationships of a commercial, contractual or corporate nature existing between the significant shareholders or unitholders and the entity, unless they have scant relevance or arise from the ordinary course of business:

| Name or company name of related parties | Type of relationship | Brief description |
| --- | --- | --- |
| No data | | |

A.4. Indicate any restriction (in the bylaws or legislation or of any other nature) on the transfer of securities or voting rights. In particular, indicate the existence of any type of restriction that could hamper acquisition of control of the company through the purchase of its shares in the market, and those prior authorisation or communication regimes which are applicable to the company under industry legislation in relation to the acquisition or transfer of its financial instruments:

[ ] Sí
[ √ ] No

## B. GENERAL MEETING OR EQUIVALENT BODY

### B.1. List the quorums for convening the General Meeting or equivalent body established in the bylaws. Describe how these differ from the system of minimum quorums established in the Spanish Limited Liability Companies Law (LSC) or in the applicable legislation.

The bylaws increased the quorums established in Articles 193 and 194 of the LSC.

Article 17 of the Company's bylaws establishes that the General Meeting, whether annual or extraordinary, is deemed to be validly convened at first call when the shareholders attending in person or by proxy hold at least eighty per cent (80%) of the subscribed share capital with voting rights plus two (2) shares.

The General Meeting is deemed to be validly convened at second call when the shareholders attending in person or by proxy hold at least fifty per cent (50%) of the subscribed share capital with voting rights.

The quorums for convening the General Meeting indicated in Article 17 of the bylaws are applicable irrespective of the matters to be addressed at the Meeting.

However, Article 193 of the LSC establishes that the General Meeting of a public limited liability company is deemed to be validly convened at first call when the shareholders attending in person or by proxy hold at least twenty-five per cent (25%) of the subscribed share capital with voting rights, and that it is deemed to be validly convened at second call regardless of the capital of the attendees.

Article 194 of the LSC establishes the qualified quorum for convening the General Meeting in special cases, such as capital increases or reductions and any amendments to the Company bylaws, issues of debt instruments, the removal or limitation of new share pre-emption rights, etc., which will require at first call the attendance of shareholders in person or by proxy holding at least fifty per cent (50%) of the subscribed share capital with voting rights, and at second call at least twenty-five per cent (25%) of such capital.

### B.2. Explain the system for adopting corporate resolutions. Describe how this differs from the system established in the LSC or in the applicable legislation.

Article 18 of the Company bylaws establishes that the resolutions are adopted by an absolute majority of the shares attending the General Meeting in person or by proxy, with one vote per share, except for the resolutions that must be approved by a greater majority in accordance with the Spanish Limited Liability Companies Law.

Also, Article 18 establishes a series of cases called "Reserved Matters", indicating that approval of the resolutions relating to these matters requires, in any case, the affirmative vote of at least sixty-five per cent (65%) plus one (1) share of the subscribed share capital with voting rights. These Reserved Matters are as follows:

(i) amendment of the bylaws, including, but not limited to, any amendment of the structure of the managing body or of the number of members thereof, or any increase, reduction, variation or other change in the share capital

(ii) the issuance of any security, equity instrument or equity-related instrument, or of any other synthetic security or instrument (such as, among others, convertible debentures);

(iii) any merger, spin-off, segregation, transfer of assets and liabilities en bloc, international relocation of registered office or any other structural changes, except when such transactions only affect the Company and wholly-owned investees;

(iv) a request for admission to listing, the launch of a public offering or the subscription of all or a portion of the shares of the Company or of a controlled company;

(v) the distribution of dividends and/or reserves, when not performed at all times in line with the dividends policy approved by the Company's Board of Directors, and the approval of the amendment of the Company's dividends policy;

(vi) any M&A transaction (i.e. acquisitions, sales or capital investments in assets or investments in projects) the amount of which, in aggregate terms for an annual period, exceeds eighty million euros (EUR 80,000,000);

(vii) the approval or amendment of the financial or dividends policy of the Company and its Group; and

(viii) any related-party transaction.

However, Article 201 of the LSC establishes that the corporate resolutions of public limited liability companies are adopted by means of a simple majority of the votes of the shareholders attending the General Meeting in person or by proxy. In this case, the majority required by the Company's bylaws is an absolute majority, while that established by the LSC is a simple majority.

Also, Article 201 of the LSC establishes that, for the resolutions referred to in Article 194 of the LSC (qualified quorum for convening the General Meeting in special cases described in the preceding section), if the capital attending or represented by proxy exceeds fifty per cent (50%), the resolution may be adopted by means of an absolute majority. However, the affirmative vote of two thirds of the share capital present in person or by proxy at the General Meeting is required when at second call there are shareholders in attendance representing twenty-five per cent (25%) or more, but less than fifty per cent (50%), of the subscribed share capital with voting rights.

## B.3. Briefly indicate the resolutions adopted at the General Meetings or other equivalent bodies in the year to which this report refers, and the percentage of votes with which the resolutions were adopted.

One Annual General Meeting was held in 2020.

The resolutions adopted at the Annual General Meeting held on 21 April 2020 were as follows:

First point of the agenda: Both the separate and consolidated financial statements for 2019 and the respective directors' reports, which had been verified by the Company's auditors, were approved. The financial statements included the balance sheets, statements of profit or loss, statements of changes in equity, statements of cash flows and the notes to the financial statements, which disclosed a profit of EUR 119,663,142.74 in the separate financial statements.

This resolution was adopted by the affirmative votes of 99.9901% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

Second point of the agenda: The proposed distribution of profit for the year ended 31 December 2019 was approved, together with the payment of an extraordinary dividend with a charge to voluntary reserves amounting to EUR 875,102,756.16, representing EUR 0.96 gross per share then existing and outstanding entitled to receive the dividend on the date of payment.

This amount was divided into two tranches: The first was equal to 50% of the full amount of the dividend and the date of payment was 28 April 2020. The second tranche, for the outstanding 50% of the total amount was payable on 12 November 2020, following verification by the Board of Directors of the true impact of COVID-19 by means of an RES (Rating Evaluation Service) provided by Standard & Poors confirming at minimum the Company's present rating.

The first point of this resolution was adopted by the affirmative votes of 99.9901% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares) and the second was adopted by the affirmative votes of 99.8465%.

Third point of the agenda: The Company's non-financial information statement was approved, together with that of the consolidated Group, for the year ended 31 December 2019.

This resolution was adopted by the affirmative votes of 99.9274% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

Fourth point of the agenda: Management of the Company's Board of Directors in 2019 was approved.

This resolution was adopted by the affirmative votes of 99.9901% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

Fifth point of the agenda: The ratification and appointment of Fabio Cerchai as a Company director was approved.

This resolution was adopted by the affirmative votes of 99.9900% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

Sixth point of the agenda: The appointment of Deloitte, S.L., with taxpayer identification number B-79104469 and registered office at Plaza de Pablo Ruiz Picasso no. 1, Torre Picasso, 28020 Madrid, as auditor of the Company and of its consolidated Group for 2020 was approved, both for the separate and the consolidated financial statements, for the period of one year, i.e. for 2020.

This resolution was adopted by the affirmative votes of 99.9901% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

CONTINUE IN SECTION G.1.

B.4. Indicate whether, at the General Meetings or meetings of equivalent bodies held in the year, there was any point of the agenda that was not approved by the shareholders.

At the General Meeting held in 2020 there was no point in the agenda that was not approved by the shareholders.

B.5. Indicate the address of, and how to access, the corporate governance information page on the entity's website.

The section entitled "The Group" on the www.abertis.com website provides the information on corporate governance.

The information on the website is provided in Spanish and English.

B.6. Indicate whether meetings of the different unions have been held, if any, of the holders of securities issued by the entity, the purpose of the meetings held in the year referred to in this report and main agreements adopted.

There are no syndicates of holders of securities issued by the Company and, therefore, no such meetings were held.

## C. ENTITY MANAGEMENT STRUCTURE

C.1. Board of Directors or managing body

C.1.1 Give details of the maximum and minimum number of directors or members of the managing body as established in the bylaws:

| | |
|---|---|
| Maximum number of directors/members of the managing body | 9 |
| Minimum number of directors/members of the managing body | 5 |
| Number of directors/members of the managing body set by the General Meeting or Assembly | 5 |

The bylaws do not establish a maximum or minimum number of members of the Board of Directors, but simply establish in Article 21 that the Board of Directors shall be formed by five or nine members.

C.1.2 Fill in the following table on the members of the Board or managing body, and their status:

| Name or company name of director/member of the managing body | Representative | Most recent date of appointment |
|---|---|---|
| MARCELINO FERNÁNDEZ VERDES | | 10/12/2018 |
| FRANCISCO JOSÉ ALJARO NAVARRO | | 10/12/2018 |
| CARLO BERTAZZO | | 10/12/2018 |
| FABIO CERCHIAI | | 25/09/2019 |
| PEDRO JOSÉ LÓPEZ JIMÉNEZ | | 10/12/2018 |

C.1.3 Identify any Board or managing body members who hold office as directors, representatives of directors or executives at other entities forming part of the entity's group:

| Name or company name of director/member of the managing body | Company name of group company | Position |
|---|---|---|
| FRANCISCO JOSÉ ALJARO NAVARRO | SANEF, S.A. | DIRECTOR |
| FRANCISCO JOSÉ ALJARO NAVARRO | PARTÍCIPES EN BRASIL II, S.L. | DIRECTOR ACTING SEVERALLY |
| FRANCISCO JOSÉ ALJARO NAVARRO | A4 HOLDING, S.P.A. | DIRECTOR |
| FRANCISCO JOSÉ ALJARO NAVARRO | INVERSORA DE INFRAESTRUCTURAS, S.L. | CHAIRMAN |
| FRANCISCO JOSÉ ALJARO NAVARRO | ARTERIS, S.A. | DIRECTOR |
| FRANCISCO JOSÉ ALJARO NAVARRO | VÍAS CHILE, S.A. | CHAIRMAN |
| FRANCISCO JOSÉ ALJARO NAVARRO | SOCIEDAD CONCESIONARIA AUTOPISTA CENTRAL, S.A. (*) | DIRECT SHAREHOLDER |
| FRANCISCO JOSÉ ALJARO NAVARRO | PARTÍCIPES EN BRASIL, S.A. | CHAIRMAN |
| FRANCISCO JOSÉ ALJARO NAVARRO | AUTOPISTAS METROPOLITANAS DE PUERTO RICO, LLC | CHAIRMAN |
| FRANCISCO JOSÉ ALJARO NAVARRO | HOLDING D'INFRASTRUCTURES DE TRANSPORT 2, S.A.S. (HIT 2) | CHAIRMAN |
| FRANCISCO JOSÉ ALJARO NAVARRO | HOLDING D'INFRASTRUCTURES DE TRANSPORT, S.A.S. (HIT) | CHAIRMAN |
| FRANCISCO JOSÉ ALJARO NAVARRO | RED DE CARRETERAS DE OCCIDENTE, S.A.B. DE C.V. (**) | CHAIRMAN |

**Observations**

(*) Until 23/04/20
(**) From 04/06/20

C.1.4 Fill in the following table with the information relating to the number of female directors sitting on the Board of Directors and its committees, as well the changes in this connection in the last four years:

| | Number of female directors | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Year 2020 | | Year 2019 | | Year 2018 | | Year 2017 | |
| | No. | % | No. | % | No. | % | No. | % |
| **Board of Directors** | 0 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6 | 40.00 |
| **Audit and Control Committee** | | 0.00 | | 0.00 | | 0.00 | 1 | 20.00 |
| **Appointments and Remuneration Committee** | | 0.00 | | 0.00 | | 0.00 | 3 | 60.00 |

C.1.5 Indicate whether the company has diversity policies in relation to its managing and oversight bodies with regard to matters such as, for example, age, gender, disabilities and professional training and experience. Small and medium enterprises, in accordance with the definition in the Spanish Audit Law, must report, at least, the gender diversity policy that they have put in place.

[ √ ] Yes
[ ] No
[ ] Partial policies

If "yes", describe this diversity policy, its objectives, the related measures, the manner in which it has been applied and the outcome of its implementation in the year. Also, the specific measures adopted by the managing body and the Appointments and Remuneration Committee to achieve a balanced and diverse presence of directors must be indicated.

The director selection and appointment policy approved by the Board of Directors on 15 December 2015 provides that the selection of candidates as directors shall be based on a prior analysis of the Company's needs, which must be conducted by the Board of Directors with the assistance of and a report from the Nomination and Remuneration Committee, if such a committee exists, with a view to including different professional and management experience and competencies, and promoting diversity of knowledge, experience and gender, considering the weighting of the various activities conducted by Abertis, and taking into account areas or sectors that require specific development.

C.1.6 Complete the following table relating to the aggregate remuneration earned in the year by the directors or members of the managing body:

| Type of remuneration | Thousands of euros | |
|---|---|---|
| | Company | Group |
| Fixed remuneration | 1,200 | |
| Variable remuneration | 815 | |
| Attendance fees | | |
| Other remuneration | | |
| TOTAL | 2,015 | |

C.1.7 Identify any senior executives who are not also directors or executive members of the managing body and indicate the total remuneration paid to them during the year:

| | |
|---|---|
| ANDRÉ ROGOWSKI | CFO |
| JOSEP MARIA CORONAS GUINART | GENERAL SECRETARY |
| MARTÍ CARBONELL MASCARÓ | CHIEF PLANNING AND CONTROL OFFICER |
| JORGE FERNÁNDEZ MONTOLÍ | CHIEF TECHNICAL OFFICER |
| ANTONI ENRICH GRAU | DIRECTOR OF PEOPLE |
| GEORGINA FLAMME PIERA | DIRECTOR OF CORPORATE REPUTATION AND COMMUNICATION |
| ANNA BONET OLIVART | GENERAL MANAGER, AUTOPISTAS ESPAÑA |
| ARNAUD QUEMARD | GENERAL MANAGER, SANEF |
| GONZALO ALCALDE RODRÍGUEZ | GENERAL MANAGER, A4 HOLDING |
| ANDRÉ DORF | GENERAL MANAGER, ARTERIS |
| ANDRÉS BARBERIS MARTÍN | GENERAL MANAGER, VÍAS CHILE |
| DEMETRIO JAVIER SODI CORTÉS | GENERAL MANAGER, RCO (MÉXICO) |
| DAVID SULLIVAN | GENERAL MANAGER, ERC (USA) |
| JULIÁN FERNÁNDEZ RODÉS | GENERAL MANAGER, METROPISTAS |
| FRANCESC SÁNCHEZ FARRÉ | GENERAL MANAGER, AUSOL AND GCO |
| ESTEBAN PÉREZ | DEPUTY GENERAL MANAGER, AUSOL AND GCO |
| JOSEP QUILES PÉREZ | GENERAL MANAGER, ABERTIS INDIA |
| CHRISTIAN BARRIENTOS RIBAS | GENERAL MANAGER, ABERTIS MOBILITY SERVICES |
| ROSANA RAMÍREZ BIGORDA | INTERNAL AUDIT |
| ANNABEL CASAHUGA MONTSERRAT | CHIEF COMPLIANCE OFFICER |

| | |
|---|---|
| **Total remuneration for senior executives (thousands of euros)** | 7,767 |

**Observations**

The total remuneration indicated includes the remuneration earned in the year by certain senior executives who no longer held such office at 31/12/20. The senior executives concerned are only those who hold such status at 31/12/20.

C.1.8 Indicate whether the bylaws or Board Regulations set a limited term of office for the directors or members of the managing body:

[ √] Sí
[ ] No

| | |
|---|---|
| **Maximum term of office (years)** | 3 |

C.1.9 Indicate whether the separate and consolidated financial statements presented for authorisation for issue by the Board or managing body have been certified beforehand:

[ √ ] Sí
[ ] No

Indicate, as appropriate, the person(s) who certified the entity's separate and consolidated financial statements for authorisation for issue by the Board or managing body:

| Name | Position |
|---|---|
| FRANCISCO JOSÉ ALJARO NAVARRO | Chief Executive Officer |
| ANDRÉ ROGOWSKI | Chief Financial Officer |
| JOSEP MARIA CORONAS GUINART | General Secretary |

C.1.10 Explain any mechanisms established by the Board or managing body to prevent qualified auditor's reports on the separate and consolidated financial statements prepared by it from being submitted at the General Meeting or equivalent body.

The Board of Directors ensures that the Company’s financial statements and those of its Group are prepared in accordance with generally accepted accounting principles and standards in order to avoid a qualified auditor's report being issued thereon.

Also, the Board of Directors holds regular meetings with the Company's external auditors to avoid discrepancies in the policies to be used in preparing the financial statements.

C.1.11 Is the secretary of the Board/managing body a director?

[ ] Sí
[ √ ] No

If the secretary is not a director, complete the following table:

| Name or company name of secretary | Representative |
|---|---|
| MIQUEL ROCA JUNYENT | |

C.1.12 Indicate any mechanisms established to preserve the independence of the external auditor, financial analysts, investment banks and rating agencies, including details on how the legal provisions have been implemented in practice.

The Board of Directors receives information on matters which may jeopardise the external auditor's independence. Also, the Board oversees that the remuneration of the auditors for their work does not compromise its quality or independence. In particular, the Board must ensure that the Company and the external auditor comply with the legislation in force on the provision of non-audit services, the restrictions on the concentration of auditors' business, and in general, any other legislation on auditors' independence.

The Company, on an annual basis, receives from the auditors or audit firms written confirmation of their independence vis-à-vis the Company or entities directly or indirectly related to it, in addition to information on additional services of any kind rendered and the related fees received from these entities by the aforementioned auditors or audit firms, or persons or entities related to them pursuant to the provisions of the Spanish Audit Law.

The governing bodies pay particular attention to ensuring that the independence of any financial analysts, investment banks or rating agencies the Company might engage in the normal course of its business is not compromised.

C.2. Committees of the Board or managing body

C.2.1 List the committees of the Board or managing body:

| Committee name | No. of members |
|---|---|
| Audit and Control Committee | 3 |
| Appointments and Remuneration Committee | 3 |

C.2.2 Give details of the committees of the Board or managing body, their members and the proportion of executive, proprietary, independent and other non-executive directors forming part of them (entities that do not have the legal form of a limited liability company shall not fill in the category of director in the corresponding table, and in the text section shall explain the category of each director based on their legal treatment and the manner in which they meet the conditions for forming the Audit and Appointments and Remuneration committees):

| **Audit and Control Committee** | | |
|---|---|---|
| Name | Position | Category |
| PEDRO JOSÉ LÓPEZ JIMÉNEZ | CHAIRMAN | |
| MARCELINO FERNÁNDEZ VERDES | MEMBER | |
| CARLO BERTAZZO | MEMBER | |

| | |
|---|---|
| % executive directors | 0.00 |
| % proprietary directors | 100.00 |
| % independent directors | 0.00 |
| % other non-executive directors | 0.00 |
| Number of meetings | 4 |

**Observations**

This section requires that the members of the Audit and Control Committee be identified, together with their status as executive, proprietary, independent or non-executive directors, which do not exist in non-listed companies such as Abertis Infraestructuras, S.A. For this reason, the space for "category" should be left blank.

Explain the functions entrusted to this committee and describe the procedures and rules governing the organisation and functioning thereof. For each of these functions, indicate the most significant actions taken in the year and how the committee has put into practice each of the functions attributed to it, whether under the law, company bylaws or other corporate resolutions.

The Audit and Control Committee has the following responsibilities and functions:

a) Informing the Annual General Meeting on questions raised in relation to matters for which the committee is responsible and, in particular, on the audit findings, explaining how the audit has contributed to the integrity of the financial information and the function performed by the committee in that process.

b) Supervising the effectiveness of the Company's internal control, internal audit and risk management systems, and discussing with the auditors the significant weaknesses in the internal control system disclosed in the performance of the audit, all of which should be performed without breaching their independence. For these purposes, audit committees can, where appropriate, submit recommendations or proposals to the governing body with deadlines for the follow-up thereof.

c) Supervising the preparation and presentation of the required financial information and submitting recommendations or proposals to the governing body aimed at safeguarding the integrity of such information.

d) Submitting to the Board of Directors proposals for the selection, appointment, re-election and replacement of the auditor -and taking responsibility for the selection process within the meaning of Articles 16.2, 16.3, 16.5 and 17.5 of Regulation

(EU) No 537/2014, of 16 April- and the terms and conditions of the engagement, and regularly obtaining information on the audit plan and the execution thereof, in addition to safeguarding the auditor's independence in the performance of its duties.

e) Establishing the pertinent relationships with the external auditors in order to receive information on any matters that might threaten their independence, for analysis by the Committee, and any other matters related to the financial audit process and, where appropriate, authorisation for services other than prohibited services, pursuant to Articles 5.4 and 6.2.b) of Regulation (EU) No 537/2014, of 16 April, and to Section 3 of Chapter IV of Title I of Spanish Audit Law 22/2015, of 20 July, on the independence regime, as well as any other communications provided for in audit legislation and standards. In any event, each year the external auditors will be required to furnish a statement of their independence with respect to the entity or entities related directly or indirectly to the Company, as well as detailed information on each of the additional services of any kind rendered and the related fees received from these entities by the external auditor or by any persons or entities related thereto, in accordance with Spanish audit legislation.

f) Issuing annually, prior to the issue of the auditor's report, a report expressing an opinion on whether the independence of the auditors or audit firms has been jeopardised. In any event, this report must contain a reasoned valuation of each and every one of the aforementioned additional services rendered, as referred to in the foregoing point, taken on an individual basis and as a whole, other than statutory audit services and in relation to the independence regime or the audit regulations.

g) Reporting, beforehand, to the Board of Directors on all the matters envisaged in the law, in the bylaws and in the Board Regulations and in particular in relation to:

1. the financial information that the Company must periodically disclose;

2. the creation or acquisition of ownership interests in special purpose vehicles or entities resident in jurisdictions considered to be tax havens; and

3. transactions with related parties.

Identify any directors who are a member of the Audit Committee and have been appointed taking into consideration their knowledge and experience in matters relating to accounting, audits or both, and provide information about the date on which the chairperson of this committee was appointed.

| | |
|---|---|
| Name of experienced directors | PEDRO JOSÉ LÓPEZ JIMÉNEZ, MARCELINO FERNÁNDEZ VERDES AND CARLO BERTAZZO |
| Date of Appointment | 26/11/2019 |

| Appointments and Remuneration Committee | | |
|---|---|---|
| Name | Position | Category |
| FABIO CERCHIAI | CHAIRMAN | |
| CARLO BERTAZZO | MEMBER | |
| PEDRO JOSÉ LÓPEZ JIMÉNEZ | MEMBER | |

| | |
|---|---|
| % executive directors | 0.00 |
| % proprietary directors | 100.00 |
| % independent directors | 0.00 |
| % other non-executive directors | 0.00 |
| Number of meetings | 2 |

**Observations**

This section requires that the members of the Nomination and Remuneration Committee be identified, together with their status as executive, proprietary, independent or non-executive directors, which do not exist in non-listed companies such as Abertis Infraestructuras, S.A. For this reason, the space for "category" should be left blank.

Explain the functions entrusted to this committee, including any additional functions to those provided for by law, and describe the procedures and rules governing the organisation and functioning thereof. For each of these functions, indicate the most significant actions taken in the year and how the committee has put into practice each of the functions attributed to it, whether under the law, company bylaws or other corporate resolutions.

The Nomination and Remuneration Committee has the following responsibilities and functions:

a) Evaluating the skills, knowledge and experience required of the Board of Directors. For these purposes, it shall define the roles and capabilities required of the candidates to fill each vacancy, and shall decide the time and dedication necessary for them to perform their duties effectively.

b) Establishing a target level of representation of the gender with the lowest representation on the Board of Directors and issuing guidelines on how to achieve that target.

c) Proposing to the Board of Directors the appointment of independent directors through co-optation or their submission for approval by the Annual General Meeting, and proposing the re-election or removal of these directors by the Annual General Meeting.

d) Informing the Board of the appointment of the other directors through co-optation or their submission for approval by the Annual General Meeting, and proposing the re-election or removal of these directors by the Annual General Meeting.

e) Reporting the proposals for the appointment and removal of senior executives and proposing the basic terms and conditions of their contracts.

f) Examining or organising the succession of the Chairperson and the chief executive of the Company and, if applicable, submitting proposals to the Board of Directors in order to ensure a smooth and well-planned handover.

g) Making proposals to the Board of Directors regarding the remuneration policy for directors and general managers or those who discharge senior executive functions reporting directly to the Board, executive committees or chief executives, and regarding individual remuneration and the other contractual conditions of the executive directors, ensuring compliance therewith.

## D. RELATED-PARTY AND INTRA-GROUP TRANSACTIONS

D.1. Give details of the transactions performed between the entity or group entities and the shareholders, cooperative members, holders of proprietary rights or any other type of right holder at the entity:

| Name or corporate name of significant shareholder | Name or corporate name of the group company or entity | Nature of relationship | Type of transaction | Amount (thousands of euros) |
|---|---|---|---|---|
| ABERTIS HOLDCO, S.A. | ABERTIS INFRAESTRUCTURAS, S.A. | Shareholder | Dividends and other profit distributed | 863,767 |
| ABERTIS HOLDCO, S.A. | ABERTIS INFRAESTRUCTURAS, S.A. | Shareholder | Other: Balances receivable | 225,853 |
| COBRA INSTALACIONES Y SERVICIOS, S.A. | CASTELLANA DE AUTOPISTAS, S.A. CONCESIONARIA DEL ESTADO | Commercial | Purchases of goods (finished goods and work in progress) | 2,630 |
| COBRA INSTALACIONES Y SERVICIOS, S.A. | AUTOPISTA VASCO-ARAGONESA, CONCESIONARIA ESPAÑOLA, S.A. | Commercial | Property, plant and equipment purchases | 1,343 |
| COBRA INSTALACIONES Y SERVICIOS, S.A. | TÚNELS DE BARCELONA I CADÍ CONCESSIONÀRIA DE LA GENERALITAT DE CATALUNYA, SA | Commercial | Property, plant and equipment purchases | 1,044 |
| AUTOGRILL COTÉ FRANCE SAS | SANEF (SA) | Commercial | Provision of services | 1,020 |
| TELEPASS, S.P.A. | SANEF (SA) | Commercial | Provision of services | 82,375 |
| TELEPASS, S.P.A. | SANEF (SA) | Commercial | Balances receivable for services provided, sales made | 4,413 |
| TELEPASS, S.P.A. | SOCIETE DES AUTOROUTES PARIS NORMANDIE -SAPN- (SA) | Commercial | Provision of services | 7,880 |
| TELEPASS, S.P.A. | BIP & GO (SAS) | Contractual | Receipt of services | 1,100 |
| ABERTIS HOLDCO, S.A. | ABERTIS INTERNACIONAL, S.A. | Shareholder | Other: Balances receivable | 17,538 |
| AUTOSTRADE TECH, S.P.A. | OPERAVÍAS, S.P.A. | Commercial | Provision of services | 1,714 |
| ABERTIS HOLDCO, S.A. | ABERTIS AUTOPISTAS ESPAÑA, S.A. | Shareholder | Other: Balances receivable | 6,060 |
| ABERTIS HOLDCO, S.A. | AUTOPISTAS, CONCESIONARIA ESPAÑOLA, S.A. | Shareholder | Other: Balances payable | 28,977 |
| ABERTIS HOLDCO, S.A. | AUTOPISTES DE CATALUNYA, S.A., CONCESIONARIA DE LA GENERALITAT DE CATALUNYA | Shareholder | Other: Balances payable | 2,161 |
| ABERTIS HOLDCO, S.A. | IBERPISTAS, S.A. | Shareholder | Other: Balances receivable | 9,527 |
| ABERTIS HOLDCO, S.A. | CASTELLANA DE AUTOPISTAS, S.A. CONCESIONARIA DEL ESTADO | Shareholder | Other: Balances payable | 3,357 |
| ABERTIS HOLDCO, S.A. | AUTOPISTA DE LEÓN, S.A. CONCESIONARIA DEL ESTADO | Shareholder | Other: Balances receivable | 1,102 |
| ABERTIS HOLDCO, S.A. | INFRAESTRUCTURES VIARIES DE CATALUNYA, S.A., CONCESIONARIA DE LA GENERALITAT DE CATALUNYA | Shareholder | Other: Balances receivable | 6,557 |
| ABERTIS HOLDCO, S.A. | INFRAESTRUCTURES VIARIES DE CATALUNYA, S.A., CONCESIONARIA DE LA GENERALITAT DE CATALUNYA | Shareholders | Other: Balances payable | 3,242 |
| ABERTIS HOLDCO, S.A. | ABERTIS TELECOM SATÉLITES, S.A. | Shareholder | Other: Balances receivable | 44,952 |
| AUTOGRILL ITALIA, S.P.A. | AUTOSTRADA BS VR VI PD, S.P.A. | Commercial | Provision of services | 2,735 |
| AUTOSTRADE TECH, S.P.A. | A4 MOBILITY S.R.L. | Contractual | Receipt of services | 1,897 |
| AUTOSTRADA DEL BRENNERO, S.P.A. | SERENISSIMA PARTECIPAZIONI S.P.A | Shareholder | Other: dividends received | 1,511 |
| AUTOSTRADE PER L'ITALIA, S.P.A. | AUTOSTRADA BRESCIA VERONA VICENZA PADOVA S.P.A. | Commercial | Balances receivable for services provided, sales made | 54,205 |
| AUTOGRILL ITALIA, S.P.A. | AUTOSTRADA BRESCIA VERONA VICENZA PADOVA S.P.A. | Commercial | Balances receivable for services provided, sales made | 4,.981 |

D.2. Give details of the transactions performed between the entity or group entities and the directors or members of the managing body or executives of the entity.

| Name or company name of the directors or executives | Name or company name of the related party | Relationship | Nature of transaction | Amount (thousands of euros) |
|---|---|---|---|---|
| No data | | | | |

D.3. Give details of the intra-group transactions

| Company name of group company | Brief description of the transaction | Amount (thousands of euros) |
|---|---|---|
| No data | | |

**Observations**

Based on the information reported by the companies, there are no significant transactions with other Group companies that are not eliminated on consolidation and do not form part of the Company's normal course of business.

D.4. Give details of the mechanisms in place for detecting, identifying and resolving any potential conflicts of interest between the entity or its group and its directors, members of the managing body or executives.

Articles 28 et seq. of the Board Regulations contain specific obligations regarding the duty of loyalty and information on shares of the Board members in the Company itself or on ownership interests held by them in other non-Group companies. In particular, the duty of loyalty obliges the members of the Board to adopt the measures required to avoid situations in which their interests, either as independent professionals or as employees, may be in conflict with the interests of, and their duties to, the Company except in those cases in which the Company authorised the transaction with respect to which conflict arises.

The Directors must notify the other Directors and, where appropriate, the Board of Directors of any direct or indirect conflict of interest that they or persons related to them might have with the interests of the Company. The director in question shall refrain from involvement in resolutions or decisions on the transaction to which the conflict of interest relates and his vote shall be deducted when calculating the majority of votes whenever necessary.

In accordance with the Board Regulations, the duty to avoid conflicts of interest obliges the director to refrain from performing transactions with the Company other than ordinary transactions performed under standard customer conditions and of scant significance, i.e. where the related information is not necessary to present fairly the equity, financial position and results of the Company. Directors shall refrain from using the Company's name or invoking their position as director to unduly influence the performance of personal transactions, from taking advantage of social events, including confidential information of the Company for personal purposes and of the Company's business opportunities and obtaining advantages or remuneration from third parties other than the Company and its Group, associated with the discharge of their position, except in relation to actions of mere courtesy. Directors shall also refrain from performing activities, as an independent professional or as an employee, that are in (current or potential) effective competition with the Company or that, in any other way, place them in situation of permanent conflict with the interests of the Company.

The provisions set out in this section shall also apply if the beneficiary of the acts or of the prohibited activities is a person related to the director.

The conflicts of interest are disclosed in the notes to the financial statements.

The Company may waive the prohibitions described above in certain cases, authorising a director or a related person to perform a certain transaction with the Company, to use certain corporate assets, to take advantage of a specific business opportunity or to obtain an advantage or compensation from a third party.

Where the subject-matter of the authorisation is exemption from the prohibition on obtaining an advantage or compensation from third parties, or where it relates to a transaction whose value exceeds 10% of the corporate assets, the authorisation must necessarily be resolved upon by the General Meeting.

In all other cases, the authorisation may be granted by the Board of Directors, provided that the independence of the Board members granting the exemption is guaranteed with respect to the exempt director. It shall also be necessary to ensure the harmless nature of the authorised transaction regarding assets and liabilities and, where appropriate, its performance on an arm's length basis and the transparency of the process.

CONTINUE IN SECTION G.1

## E. RISK CONTROL AND MANAGEMENT SYSTEMS

### E.1. Explain the scope of the entity's Risk Control and Management System

The Board of Directors of Abertis Infraestructuras, S.A. is allocated the task of preparing the risk strategy, entrusting this function to the Audit and Control Committee, which establishes the Risk Control and Management Policy of the Abertis Group and supervises the risk management system and its commitment to the application of the tax best practices.

The Abertis Group implements a risk management model, approved and monitored by the Audit and Control Committee, and applicable to all the business and corporate units in all the countries where the Group carries on its activities. The risk management model covers all the Group's possible risks with the aim of ensuring achievement of the Group's main objectives.

Based on the directives defined by the Corporate Risk Control unit, each of the business and corporate units is responsible for preparing and maintaining its risk map which includes identification and assessment of the inherent and residual risks, of the control initiatives and activities implemented, those in charge thereof, and of the action plans defined to cover the residual risks.

The risk maps are checked and approved by the general managers of the business unit or by the managers of the corporate areas. The aforementioned risk maps are subject to periodic review by the Audit and Control Committee and the Management Committee which also monitor the main risks more frequently.

### E.2. Identify the entity's bodies in charge of preparing and executing the Risk Control and Management System

The managing bodies undertake to ensure that the Group's significant risks are duly and acceptably identified, measured, prioritised and controlled, and to establish the basic mechanisms and policies required to achieve a level of risk that enables:

- The creation of value for shareholders.
- Protection of the Group's reputation, fostering of good corporate governance practices and commitment through the application of tax best practices.
- Provision of a quality service in all the Group-operated infrastructures.

The bodies responsible for definition, execution and oversight are as follows:

Board of Directors: retains ultimate responsibility for the definition of the risk strategy and of the risk control policy.

Audit and Control Committee: is responsible for supervision of the risk control systems, including approval of the model and periodic monitoring of the risks with varying frequencies based on the criticality and significance thereof.

Corporate Risk Control: is responsible for the preparation and update of the risk management policies, ensuring effective implementation of the model, establishing a common methodology for the identification, classification and assessment of risks, coordinating the update of the risk maps, implementing a monitoring and reporting system for the governing bodies and, in cooperation with the other areas of the Group, reviewing the control activities that mitigate the identified risks and monitoring of the action plans.

Business/Corporate unit General Managers: are in charge of risk management in their respective areas of responsibility which includes the implementation of the risk policies defined, validation of the risk maps, and supervision of the implementation of control activities and action plans to mitigate risks.

Business/Corporate unit risk coordinators: are responsible for coordinating implementation of each unit or area's risk management model which includes the identification and assessment thereof, as well as the implementation of a system for the control, monitoring and reporting of emerging risks to the Corporate Risk Control Unit. The risk coordinator, together with those in charge of each area, periodically prepares the risk updates and the detail of control activities, as well as information on the status of action plans.

Function supervisors: are those responsible for identifying risks in their respective areas and notifying their unit risk coordinator appropriately. They are also responsible for the identification and implementation of the control activities aimed at mitigating risks.

The responsibilities defined in the foregoing section are detailed in the "Framework Risk Management Policy" which is subject to review by and the approval of the Audit and Control Committee.

## E.3. Indicate the main risks that might affect the achievement of the business objectives.

The business objectives may be adversely affected by the following main risks:

- Business environment-related risks arising from economic performance, resulting from decreased demand in certain countries, amendments to legislation (tax, legal and environmental), socio-political change, or adverse weather conditions.

- Specific risks arising as a result of the Group's business activities such as the maturity and term of concessions, agreements with public authorities, the performance of transactions on regulated markets, fulfilment of concession obligations and investment commitments and the entry into service of alternative infrastructures.

- Financial risks inherent to growth operations and investment financing processes, fluctuations in interest and exchange rates, rating control and refinancing needs.

- Operating risks relating to user and personnel safety, adaptation and swift response to technological changes in operating systems, control of construction projects, infrastructure maintenance, the security, integrity and confidentiality of financial and corporate information and business know-how, personnel selection and performance, training and retention of talent, fraud, supplier dependence and business interruption.

## E.4. Identify whether the entity has risk tolerance levels.

Abertis took three aspects of the corporation as reference to define the risk tolerance levels:

- Mission, vision and values
- Abertis' corporate strategy
- Risk criticality analysis by category

Establishing risk tolerance levels involves differentiating between risks for which the Organisation is willing to assume greater exposure within the defined thresholds and other risks for which it seeks to reduce such exposure as far as reasonably possible. These include accident-related, environmental, health, safety, ethical, behavioural and compliance risks.

The tolerance levels are established taking into account the assessment of the possible economic, reputational, operational, safety, environmental and liability-related risks and their likelihood of occurrence.

The various tolerance levels determine which guidelines will be used for actions to address a risk, the timescales for carrying out such actions, the persons in charge and the indicators for monitoring the risk, as well as the frequency and content of the information to be furnished to the governing bodies for monitoring and decision-making.

There is a system of alerts for identifying risks assessed as having exceeded the established tolerance level, and a response must be given with respect to the actions to be taken to align the risk assessment to the related tolerance level.

## E.5. Identify whether the entity has risk tolerance levels.

In 2020 the main risks that arose were a result of the health emergency caused by COVID-19, which affected all the Group's businesses, though to varying degrees of intensity and impact over time. In order to address these risks, it was necessary to deploy and monitor exceptional measures to ensure the continuity of operations with all the safety guarantees possible for our partners and users.

Management of all **Abertis**' business units emphasised and prioritised the identification of emerging risks and changes in the assessment of existing risks, affected by the COVID-19 crisis. These risks were clearly identified and assessed, together with the controls and action plans implemented in the short term, to mitigate exposure, and measures were adopted to strengthen the Group's resilience.

Accordingly, the impact of COVID-19 in 2020 on several of the main risks associated with **Abertis**' business should be highlighted:

- Business environment-related risks: fall in traffic levels and regulatory risks (systematically monitored through analysis of the changes in aggregates and maintaining cooperation and close contact with the grantor to ensure that concession arrangements are respected).

- Financial risks: liquidity and exchange rate exposure (mitigated by the arrangement of a new financial policy and the refinancing of a portion of the existing debt through the launch of hybrid bonds in order to provide an additional buffer for protecting ratings levels and enable the Company to continue its growth process).

- Industrial risks: health and safety, CAPEX, cyberattacks and going concern risk. In this connection, a committee was created to coordinate the situation arising from the COVID-19 crisis in order to monitor the continuity and safety of operations at all of the Group's businesses. This committee has met periodically to share best practices and plan forward-thinking mitigation measures, aiming to monitor risks and the protocols and actions to be taken to ensure the continuity of operations.

In addition to the risks arising from the exceptional impact of the COVID-19 crisis, the Group continued to manage other risks relating to political and social instability in certain of the countries in which it operates (mitigated by internationalisation and geographical diversification), the damage caused by adverse weather conditions (mitigated by a corporate insurance coverage and contingency plan policy) and the reduction in the average life of the toll road concessions and expiry thereof (mitigated by the growth of the asset portfolio resulting from obtainment of control of RCO in Mexico in 2020 and the new agreement to acquire the Elizabeth River Crossings concession, which has a remaining concession term of 50 years).

E.6. Identify whether the entity has risk tolerance levels.

The risk management model implemented by the Abertis Group sets out the level of oversight and the performance of specific initiatives or response plans for the main risks based on the assessment or the level of criticality thereof in order to ensure that risks are contained within the defined limits.

The response plans for the priority-monitoring risk group form part of the implementation of the specific initiatives for each of the aforementioned risks and include:

- Main milestones to be achieved
- Persons responsible for implementation and monitoring within the organisation
- Monitoring indicators
- Content and frequency of the information to be furnished to governing bodies to ensure prompt decision-making.

Risks of a strategic and business nature due to the economic environment, regulatory changes and the specific nature of the concession business are monitored by the management committees whereas financial and operating risks are, in the main, monitored by the corporate committees in coordination with the related committees of the various business units (security committees, operating committees, technical committees, etc.).

Response plans vary based on each risk type and address issues such as:

- The internationalisation and geographical diversification strategy due to the economic downturn in certain countries and periods, offset by increased demand in response to growth in other countries In 2020 Abertis continued to strengthen its international presence with the obtainment of control of the Red de Carreteras de Occidente (RCO) Group in Mexico and the new agreement to acquire the Elizabeth River Crossing, which has a remaining concession term of 50 years.
- Cost optimisation based on the definition, implementation and monitoring of the efficiency plans, which place special emphasis on optimising the operating costs and controlling the operating investments of all the business units within the Abertis Group.
- Dialogue with the parties involved in order to provide tailor-made solutions in the infrastructure industry, adapted to each country, and negotiations with public authorities, occasionally agreeing on specific investment commitments.
- Definition of policies and procedures for the most important risks in order to control risk performance within the defined limits.
- Adhesion to the Code of Good Tax Practices with the aim of enhancing Abertis Group companies' corporate responsibility in addition to bringing greater stability to its economic results and greater legal certainty. The Abertis Group implemented the content of the Code of Good Tax Practices effectively.
- The maintenance of an appropriate insurance policy that guarantees coverage of the main types of damage, particularly catastrophes.

## F. SYSTEMS OF INTERNAL CONTROL AND RISK MANAGEMENT RELATING TO FINANCIAL REPORTING (ICFR SYSTEM)

The mechanisms comprising the entity’s systems of internal control and risk management relating to financial reporting (ICFR system).

### F.1. **The entity’s control environment**

Provide information, indicating salient features, on at least

F.1.1 Bodies and/or functions responsible for: (i) the existence and maintenance of a suitable, effective ICFR system; (ii) its implementation; and (iii) its oversight.

The System of Internal Control over Financial Reporting ("ICFR") of the Abertis Group ("the Group" or "Abertis") forms part of its general internal control system and consists of a set of processes performed by the Board of Directors, the Audit and Control Committee ("ACC"), senior executives and Group personnel, in order to provide reasonable assurance with regard to the reliability of the financial information disseminated in the markets.

The "Policy for the Definition of Responsibilities for the System of Internal Control over the Financial Reporting of the Abertis Group" establishes the following lines of responsibility and authority in relation to the ICFR system:

- Abertis' Board of Directors is ultimately responsible for all the regulated information the Group disseminates and, accordingly, for preparing the financial information (Article 4 of the Board Regulations) and ensuring that its ICFR system is adequate and effective.

- In accordance with the Board Regulations, the main responsibilities of the ACC include, inter alia:

    - Overseeing and analysing, prior to submission to the Board, the Group's statutory financial reporting process, reviewing correct compliance with the legislation in force and application of the accounting principles.

    - Overseeing the effectiveness and sufficiency of the Group's system of internal control and risk assessment, with the aim that any risk (operating, financial, technological, legal or reputational) with a significant impact on the Group's financial reporting may be identified, managed and mitigated, and communicated to the Board of Directors.

    - Overseeing the independence of the External Auditor, supervising its work.

    - Overseeing the work performed by Internal Audit Management and Risk & KPI Management (reporting to the General Finance Department), ensuring their independence and verifying that the recommendations and corrective measures they put forward are considered by management.

- The General Finance Department (through Consolidation and Accounting Legislation Management) and the General Planning and Control Department are responsible for the design, maintenance and implementation of the ICFR system.

Abertis' Internal Audit function assumes the oversight of the ICFR system delegated by the ACC.

### F.1.2 Indicate the following, if in place, particularly in connection with the financial reporting process:

- The departments and/or mechanisms in charge of: (i) the design and review of the organisational structure; (ii) defining clear lines of responsibility and authority, with an appropriate distribution of tasks and functions; and (iii) ensuring procedures are in place to communicate this structure effectively throughout the entity:

Abertis' Board of Directors assigns responsibility for the design and review of the organisational structure to the Remuneration and Organisation Department within the People area. This department outlines the organisational structure, the distribution of responsibilities and the hierarchy of positions, as well as the related legislation. The outcome of these mechanisms is documented through the organisational charts (organisational structure), the functions handbook and the job descriptions (which set out the allocation, distribution and segregation of functions) and the job position valuation maps (which set out the levels of responsibility).

The Group has an internal organisational chart that is found on the corporate intranet. It covers all the areas, locations and companies belonging to the Group and is basically organised by line of business and department (including those departments involved in the preparation, analysis and oversight of financial reporting). The organisational chart indicates responsibilities up to a certain management level and is supplemented with other more detailed organisational charts provided at department level.

With respect to the financial reporting process, in addition to the detailed organisational charts, manuals, internal policies and instructions are issued by the General Planning and Control Department and the General Finance Department (through Consolidation and Accounting Legislation Management), which are included in the Group’s unified reporting manual and establish the specific guidelines and responsibilities at each close (close procedures defining the main tasks both at corporate and subsidiary level), including most notably:

- “Close instructions”: published every six months, establish the schedule to be followed by the Group companies when submitting the financial reporting and other procedures to be applied in the preparation of the Group's consolidated information.
- “Group Reporting and Accounting Policies Handbook” (GRAPH): this handbook encompasses the accounting policies used by the Group to prepare its financial statements and its aim is to obtain consistent, uniform and comparable financial information for all the Group companies.
- “Policy for Accounting Close at Subsidiaries”: establishes the procedures to be followed to prepare the economic and financial information of the Group subsidiaries and the associated oversight procedures.

- Code of conduct, approving body, dissemination and instruction, principles and values covered (stating whether it makes specific reference to record keeping and financial reporting), body in charge of investigating breaches and proposing corrective or disciplinary action:

Abertis has a Code of Conduct (Code of Ethics), approved by the Board of Directors which is adapted by each business unit, through the preparation of a Local Code of Ethics, when required by the national laws, customs and practices of the country where the business unit operates. In any event, the Local Codes of Ethics must follow the guidelines of the Group's Code of Ethics. Also, the Abertis business units with head offices in Spain are subject to the Code of Ethics Regulations in Spain which regulate and prohibit any conduct that could imply criminal liability for legal entities.

All the Group’s employees receive in-person or online training with respect to the code of ethics, anti-corruption and the prevention of workplace harassment. In addition, all employees are asked to accept Abertis’ Code of Ethics on an annual basis. New employees must complete this training, which is available on the corporate intranet, when they join the Group.

The core values and principles enshrined in the Code of Ethics are as follows: integrity, honesty, transparency, legal compliance, avoidance of conflicts of interest, processing of information with the utmost strictness, appropriate use and protection of company assets, the guarantee of equal opportunities, non-discrimination of people and no reprisals against reports in good faith of breaches of the Group's Code of Ethics and its Local Codes of Ethics.

Also the Code of Ethics provides that information must be processed truthfully, so that the Group's economic and financial information presents fairly its economic, financial and equity position, in accordance with generally accepted accounting principles and applicable international financial reporting standards.

The bodies in charge of investigating breaches and proposing corrective or disciplinary action are the Abertis Group's Ethics and the Crime Prevention Committees and its Compliance functions. All the Group's Ethics and Crime Prevention Committees are presided over by the relevant Local Compliance Officer, in co-operation with the Chief Compliance Officer. The Group's Chief Compliance Officer is responsible for reporting to the Abertis ACC about all the instances of non-compliance detected either by the Ethics and Crime Prevention Committees or by the Group's Compliance functions.

Also, these bodies are assisted by the Group's various management areas, including the Management Control Department of Abertis Infraestructuras, S.A., for monitoring compliance with its internal policies. This operating mechanism is described in the Group's Compliance Policy, published on the corporate intranet and the Abertis website, as well as in the Group's policies.

- Whistle-blowing channel, for reporting any irregularities of a financial or accounting nature, as well as breaches of the code of conduct and irregular activities within the organisation to the Audit Committee, stating, as applicable, whether such reports are confidential:

The whistle-blowing channel is managed by the Group's Ethics and Crime Prevention Committees and facilitates the reporting of any irregularities of a financial, accounting or non-financial nature.

Breaches may be reported through the ethics channel online platform (available on the corporate intranet and on the Abertis website), by post or by email. Also, all Group rules establish the requirement to report any breach of the rules to the Abertis Chief Compliance Officer.

- Training and periodic refresher courses for personnel involved in preparing and reviewing financial information or evaluating the system of ICFR, which address, at least, accounting rules, auditing, internal control and risk management:

As regards training and periodic refresher courses, Abertis takes into consideration the development and ongoing training of its employees and executives, both at corporate and subsidiary level, in those issues affecting the preparation of the Abertis Group's consolidated financial information and any other matter deemed to be of crucial importance.

Abertis has a Training Plan for all of its employees, prepared by the People area. The actions included in the Plan are linked to the Group's strategic objectives, as well as the People area's strategy.

Abertis also considers that comprehensive, up-to-date training in relation to accounting rules and standards for preparing financial reporting, and capital market, tax and internal control regulations is necessary to ensure that the information reported to the markets is reliable and complies with current legislation.

With respect to the preparation and review of financial information, each year Abertis provides training in those areas identified by the General Finance Department (through Consolidation and Accounting Legislation Management) and the General Planning and Control Department in relation to:

- New regulations adopted (accounting, tax, capital market and internal control) and applicable to the Group.

- Changes in the reporting methodology and/or in the IT systems.

- Individual initiative of team members of the Planning and Control Department and Consolidation and Accounting Legislation Management.

Once the training requirements in the aforementioned areas have been identified, appropriate training activities are designed and carried out to fulfil the Group's annual training objectives in these areas.

In 2020 Abertis provided training activities by external experts and in-house training sessions for the personnel involved in the preparation and review of the financial reporting at corporate and subsidiary level. Training in 2020 was focused mainly on the accounting, tax and financial areas that may have the greatest impact on the preparation of the Group's consolidated financial reporting, in particular, in relation to IT systems, changes in tax legislation and latest developments adopted during the year in accordance with the EU-IFRSs.

In addition, in 2020 specific training was provided in the following areas:

- Accounting training and training regarding the new corporate chart of accounts and reporting model provided by Consolidation and Accounting Legislation Management.

- Tax courses given by the Corporate Tax Department, in particular, on the latest developments in tax in 2020 in the main countries in which Abertis has a presence and international taxation.

- Courses given by the Compliance Department, specifically:

    - Online training on misuse of information and data protection

    - CEO anti-corruption awareness-raising campaign

    - Online training regarding the Abertis Group's compliance model (crime prevention model, anti-corruption, advocacy and lobbying, conflicts of interest, etc.)

- Legal alerts prepared by the Legal Advisory Department on the latest legislative developments applicable to Group companies.

In addition, Consolidation and Accounting Legislation Management has subscriptions to various publications and magazines in the accounting and financial spheres, as well as to the IASB website, which sends regular updates and newsletters, which are analysed to ensure that they are taken into account in the preparation of Abertis' financial information.

## F.2. **Assessment of financial reporting risks**

Provide information on, at least:

F.2.1 The main features of the risk identification process, including risks of error or fraud, as regards:

- Whether the process exists and is documented:

Pursuant to the provisions of Legislative Royal Decree 4/2015, of 23 October, approving the Consolidated Securities Market Law and CNMV Circular no. 7/2015, of 22 December, published by the Spanish National Securities Market Commission (CNMV), the Group has a system of Internal Control over Financial Reporting (ICFR) model.

The aforementioned model is documented in the "Policy for identification of risk of error in the financial information of the Abertis Group" ("Risk Identification Policy"), which describes the process for the identification of significant risks of misstatement of the consolidated financial statements, whether due to fraud or error. The risk identification process is performed at least once a year.

Through application of the Risk Identification Policy, Abertis ensures that the risk identification process considers quantitative and qualitative variables (i.e. transaction complexity, risk of fraud, regulatory compliance or level of judgement required) when defining the scope of the Group's ICFR system.

Application of the Risk Identification Policy results in the design of an ICFR system significant risk matrix from a consolidated group perspective. The purpose of the matrix is to identify the accounts and disclosures which have an associated significant risk with a potential material impact on the financial information. Once the scope of application of the Group's ICFR system has been defined, based on the identified risk matrix, the control activities required to mitigate the identified risks are designed.

The process of identifying risks of error in financial information is performed and documented each year by the General Finance Department (through Consolidation and Accounting Legislation Management) and the General Planning and Control Department.

- Whether the process covers all financial reporting objectives (existence and occurrence; completeness; valuation; presentation, disclosure and comparability; and rights and obligations), is updated and how frequently:

The Risk Identification Policy establishes that, following identification, risks are reviewed in order to analyse the potential risks of error in each assertion in the financial information (existence and occurrence; completeness; valuation; presentation, disclosure and comparability; and rights and obligations) that might have a significant impact on the reliability of the financial information.

The risks of error identified in the financial reporting are classified as follows:

a) General risks

b) Risks relating to appropriate recognition of the Group's specific transactions
   a. Significant transactions
   b. Judgements and estimates
   c. Lack of familiarity with agreements/contracts
   d. Activities outsourced to third parties

c) Risks relating to the financial reporting preparation process

d) Risks relating to IT systems.

Each of the aforementioned risks identified in the process of preparing the consolidated financial statements is associated with the processes and various financial areas deemed significant (in view of either their contribution to the consolidated financial statements or to other more qualitative factors) and to the Group companies within the scope of the ICFR system.

- Whether a specific process is in place to define the scope of consolidation, taking into account, inter alia, the possible existence of complex corporate structures, holding companies and special purpose vehicles:

The identification of the scope of consolidation is performed periodically to obtain an updated company map. Companies exercising direct or indirect control (power to govern the operating and financial policies of a subsidiary so as to obtain economic benefits from its activities) are considered when establishing the companies within the scope of the ICFR system. Therefore, the scope of the ICFR system excludes companies over which joint or significant influence is exercised, although general controls are performed in order to provide assurance on the reliability of the financial information furnished by these companies and included in the consolidated financial statements.

- Whether the process addresses other types of risk (operational, technological, financial, legal, reputational, environmental, etc.) insofar as they may affect the financial statements.

Abertis considers the possibility of risks of error arising in certain processes not associated with specific types of transaction to the extent that they may impact the financial statements (such as the close process, the IT system operating process and the judgements or key accounting policies review process). These processes include the consolidation process and, accordingly, the Group has established policies geared towards ensuring both correct configuration and execution of the process, as well as correct identification of the scope of consolidation.

- Indicate the entity's governing body that oversees the process:

As mentioned above in F.1.1., the ACC is responsible for oversight of the internal control and risk management system with the support of Internal Audit.

**F.3. Control activities**

Provide information, indicating the salient features, if available, on at least:

F.3.1 Procedures for reviewing and authorising financial information and the description of the ICFR system to be disseminated in the securities markets, indicating the persons responsible in that connection, as well as documentation describing the flows of activities and controls (including those addressing the risk of fraud) for the various types of transactions that may have a material effect on the financial statements, including the accounting close procedure and the specific review of the relevant judgements, estimates, valuations and projections.

The Group's "Review, authorisation and supervision of financial reporting policy" establishes, inter alia, the scope (periodic regulated financial information and those responsible for the preparation thereof) and the review procedures of the ACC, which include reading and analysis of the information and discussions with those responsible for its preparation (the General Finance Department and General Planning and Control Department), those responsible for the verification of the design of the model and operation of the existing controls (Internal Audit) and the external auditors.

Responsibility in relation to the preparation of the financial information at each quarterly close begins with the review and certification by the person responsible for economic and financial matters at each subsidiary, and also, at the half-yearly and annual accounting closes, with the express certification by the general manager of each subsidiary. The aforementioned certification is provided by means of a questionnaire that includes the internal control procedures that must be performed to provide reasonable assurance as to the reliability of the entity's financial statements.

As regards the description of the system of ICFR contained in this document, the review and certification process is the same as that applied for the rest of the economic and financial content of the Annual Corporate Governance Report.

The separate and consolidated financial statements, the half-yearly financial reports and the financial information contained in the Group's quarterly interim management statements are prepared and reviewed by the General Finance Department and General Planning and Control Department prior to their submission to the ACC. The ACC applies the procedures included in the policy referred to at the beginning of the section as a preliminary step towards the submission of its conclusions to the Board of Directors of Abertis.

The documentation of the ICFR system includes the following documents:

- ICFR system policies
- Corporate internal regulations
- ICFR system risk map
- ICFR system scope model
- ICFR system risk and control matrix
- Regular questionnaires certifying control activities

In addition to the ICFR system policies, Abertis has policies designed to mitigate the risks of error in processes not associated with specific transactions. Specifically, documented corporate internal regulations exist in relation to:

- accounting close procedures (at both corporate level, including the consolidation process, and at subsidiary level)
- procedures relating to activities performed by third parties
- transfer prices
- policies to identify and establish levels of approval for significant judgements and estimates

In addition to the risks detected, the "ICFR system risk and control matrix" was developed, establishing the scope of the system of internal control over financial reporting in order to determine the headings affected in the financial statements, as well as the companies affected (see section F.2.1.).

In relation to the activities and controls directly related to transactions that may materially affect the financial statements, the Group has descriptions of the controls implemented to mitigate the risks of material misstatement due to error in the information reported to the markets. The descriptions are also documented in the "ICFR system risk and control matrix" and contain information on what the control activity should entail, why it is executed, who is required to execute it and how often, as well as any other information with regard to which IT systems or which activities performed by third parties are relevant in terms of the effectiveness of the related control activity. The controls cover areas such as the generation of revenue, investments and concession expenses, acquisitions and subsequent measurement of other non-current assets, analysis of investment recovery, recognition of income taxes or correct presentation of financial instruments and of financing transactions of the Abertis Group. Abertis performs an annual review of matrices to ensure maintenance thereof.

The Group has descriptive corporate documentation available on the control activities that encompass all the financial reporting control objectives of the various types of transaction with a material impact on its consolidated financial statements.

In relation to the significant judgements and estimates made, the Group discloses in its consolidated financial statements any areas in which there is a certain degree of uncertainty that it considers of particular relevance. The specific review and approval of the significant judgements, estimates, valuations and projections, as well as the key assumptions used for their calculation, with a material impact on the consolidated financial statements, is carried out by the General Finance Department, the General Planning and Control Department and, where applicable, by the chief executive officer. The most significant, such as the monitoring of asset value, hedging policies, etc., are discussed and reviewed by the ACC prior to their approval by the Board of Directors.

### F.3.2 Internal control policies and procedures for IT systems (including secure access, tracking of changes, system operation, operational continuity and segregation of duties) giving support to key company processes regarding the preparation and publication of financial information.

The Group uses IT systems to maintain proper recognition and control of its transactions and, therefore, their correct functioning is a crucial element of particular importance to the Group. Specifically, it has implemented standardised accounting and reporting systems at the majority of the Group companies.

Accordingly, as part of the identification process for risks of error in financial information, the Group identifies, through its General Planning and Control Department, which systems and applications are relevant to the preparation of the Group's financial information. The systems and applications identified include those used directly at corporate level in the preparation of the consolidated financial information, as well as the reporting systems among the various Group companies. The systems and applications include, inter alia, both complex developments at integrated IT system level, as well as other software applications developed at user level (e.g. spreadsheets), when they are relevant to the activities involved in the preparation and control of financial reporting.

Also, the Systems department has established general policies aimed at ensuring the correct operation of the systems and applications. These policies cover both physical and logical security relating to access, procedures to verify the design of new systems or changes to existing systems and data recovery policies in the event of unforeseen incidents affecting the operation thereof. In particular, documented policies exist in relation to the following:

- IT system project development methodology (change management, etc.)

- Operations management (backup management, patch installation, system capacity and performance management, communications management, interface monitoring, operational incident management and resolution, preventive updates and batch process management)

- Information and systems security (backup copy procedure and plan, user and licence management, physical access, security monitoring, etc.)

- Systems continuity plan

The Systems department performs an annual validation of the effectiveness of the controls established over the various IT systems implemented at the Group.

### F.3.3 Internal control policies and procedures for overseeing the management of activities outsourced to third parties and of the appraisal, calculation or valuation services commissioned from independent experts, when these may materially affect the financial statements.

Since 2015 some of the Abertis Group companies in Spain have outsourced to a third party supplier certain of the activities associated with economic and personnel management. In this connection, certain risk control and management mechanisms have been established with the supplier to ensure the completeness and reliability of the financial information arising from the outsourced activities, including, inter alia: an agreement Management and Oversight Committee, service level agreements, risk indicators, service reports, technological security measures, external audits and contingency and continuity plans.

Also, the Group uses, on a recurring basis, independent experts' reports to measure its financial instruments and employee benefit obligations.

The Corporate Finance Department and Compensation and Benefits Department carry out checks prior to hiring independent experts and following the experts' work, in order to verify:

- competence, knowledge, credentials and independence;

- the validity of the data and methods used; and

- the reasonableness of the assumptions applied, where applicable.

Abertis has documented guidelines on the treatment of activities outsourced to third parties in terms of both engagement and results. These guidelines are set out in the “Procedure for activities performed by third parties” policy.
Each year the Group reviews which activities performed by third parties are relevant to the preparation of the financial information.

## F.4. Reporting and communication.

Provide information, indicating the salient features, if available, on at least:

F.4.1 Whether there is a specific role in charge of defining and keeping up-to-date accounting policies (accounting policies area or department) and resolving doubts or disputes over their interpretation, communicating on a regular basis with the team in charge of operations at the organisation. The role is also responsible for updating the accounting policies manual and disseminating it to the operating units.

This responsibility is held by Consolidation and Accounting Legislation Management (reporting to the General Finance Department) which, among other duties, is in charge of defining, keeping up-to-date and communicating the Group's accounting policies for the purposes of preparing the consolidated financial information in accordance with the standards adopted by the European Union (EU-IFRSs) (and, consequently, of the information each subsidiary is required to report).

The Group has formalised a "Procedure for the preparation, updating and communication of accounting policies" which sets out the following:

- Existence of a Group accounting manual
- Update frequency
- Communication with business units
- Procedures for receiving and responding to consultations regarding the accounting manual (accounting legislation mailbox)
- Procedure for update of the accounting information Reporting Package to be received from subsidiaries

The duties of Consolidation and Accounting Legislation Management also include responding to the accounting consultations that may be made by the various business units and other corporate departments of the Group.

As mentioned in section F.1.2, the Group has an accounting policy manual (GRAPH) for the purposes of preparing the financial statements in accordance with EU-IFRSs, which is compiled by Consolidation and Accounting Legislation Management and updated periodically (at least once a year), and includes the standards applicable during the year. The Audit Instructions sent by the external auditor to all the auditors of the various Group companies for the limited review or audit at each half-yearly or annual close, respectively, establish that the accounting policies to be applied in the performance of their work are those contained in Abertis' GRAPH.

Any amendments made are communicated to the subsidiaries by email, and a complete, updated manual is available in the Accounting Legislation Portal and in the Corporate Management Control Portal on the Group intranet. No significant amendments were made in 2020 that might affect the preparation of the consolidated financial information for the year.

Moreover, on a half-yearly basis, Consolidation and Accounting Legislation Management issues an information memorandum on the EU-IFRSs, which describes the standards that will come into force during the year and in future years, as well as a summary of the standards not yet approved that might have an impact on the consolidated financial statements and those of the subsidiaries.

F.4.2 Mechanisms in standard format for the capture and preparation of financial information, which are applied and used in all units within the company or group, and support its main financial statements and accompanying notes as well as disclosures concerning the ICFR system.

The Group has various integrated platforms both for the accounting recognition of transactions and the preparation of financial information for the majority of its subsidiaries (SAP R3·and BPC consolidation and reporting). The integrity and reliability of the aforementioned IT systems is validated through the general controls indicated in section F.3.2.

Also, each of the subsidiaries is responsible for the preparation and upload in the reporting and corporate consolidation system (SAP BPC) of the Monthly Reporting, which contains the financial information required at each monthly close to prepare the consolidated information and other financial information required.

The monthly reporting is a single reporting based on a standard chart of accounts for all the Group companies.

Every six and twelve months "Half-yearly Forms/Annual Forms" (a single, standard information package for all the Group companies, which includes the Monthly Reporting and a reporting of "Additional Information - Financial Statements 2020") signed by the General Management of each of the subsidiaries are received, which include all the information required to prepare the Group's consolidated financial information (interim condensed financial statements and statutory financial statements).

The aforementioned "Half-yearly and annual forms" ensure the uniformity of the information by virtue of the following characteristics:

- It is unified and consistent across countries and lines of business

- It is prepared based on the Group's instructions and on its accounting manual, which is a single manual applicable to all the companies forming part of the Group.

- It includes the applicable legal, tax, corporate and regulatory requirements.

Monthly Reporting and Forms information is uploaded directly by the controllers to the reporting and corporate consolidation system.

The structure of the "Forms" is reviewed regularly (at least twice a year) to ensure that all the regulatory updates applicable in accordance with EU-IFRSs are included.

The entire reporting system is included in the Monthly Reporting Information Manual, which is updated each year by the General Planning and Control Department and provides details of processes and dates and full information on how to complete the reporting, which should be adhered to by all the Group companies.

### F.5. Oversight of system operation.

Provide information, indicating the salient features, on at least:

F.5.1 ICFR system monitoring activities performed by the Audit Committee, including an indication of whether the entity has an internal audit department whose competencies include supporting the Audit Committee in its role of monitoring the internal control system, including ICFR. Also describe the scope of the ICFR system assessment conducted in the year and the procedure for the person in charge to communicate the findings. State also whether the company has an action plan specifying corrective measures and whether it has taken stock of the potential impact on its financial information.

During 2020 the ACC or, otherwise, the Board of Directors, performed the following activities in relation to the ICFR system:

- Periodic review of the financial information, considering the most significant judgements and estimates.

- Periodic monitoring of the certifications of the application of controls by the personnel responsible for preparing the financial information.

- Monitoring of the findings of the internal and external audit ICFR reviews.

- Review of the information relating to the ICFR system forming part of the Annual Corporate Governance Report.

The Group has an Internal Audit department (forming part of the General Finance Department) that reports to the ACC (which delegates oversight of internal control, including the ICFR system, to the Internal Audit department). As a result of the supervisory tasks delegated to it, Internal Audit plays a key role in ensuring an internal control system is in place that reasonably guarantees:

- Safeguarding of the Group's assets

- Compliance with applicable external and internal regulations

- Effectiveness and efficiency in the transactions and corporate and support activities

- Transparency and completeness of the financial and management information

Internal Audit draws up an Annual Review Plan that is approved by the ACC and based on the following:

- The classification, by risk and materiality factors, of the companies controlled by the Group.

- The definition of the activities to be reviewed: top-level transactional processes (revenue, procurements, fixed assets, employees, financial management, technology, etc.), other transactional processes (travel, maintenance and warehouse expenses, etc.) and compliance (ICFR, etc.).

- The definition of the frequency of the reviews for each of the foregoing processes based on the company classification.

In connection with the financial information and the general IFRC model, a review was performed in 2020 of the functioning of the controls over significant transactions, judgements and estimates and preparation of financial information. Reviews were also performed of the controls over general risks and over information systems with the frequency determined by Internal Audit's general review criteria.

The potential weaknesses identified in all of the reviews are classified by criticality, assigned to a supervisor and subject to monitoring until they are resolved.

As a result of the ICFR system assessment activities conducted by the Internal Audit department in 2020, which were submitted to the ACC, no weaknesses were detected which might have a material impact on the Group's financial reporting for 2020, the corrective measures required to resolve other potential weaknesses in the future having been implemented.

Also, the external auditor, as mentioned in section F.7.1., issues an annual agreed-upon procedures report on the description of the ICFR system prepared by Abertis in which no matters worthy of note arose.

### F.5.2 Indicate whether there is a discussion procedure whereby the financial auditor (pursuant to TSAs), the internal audit department and other experts can report any significant internal control weaknesses encountered during their review of the financial statements or other reviews they have been engaged to perform to the company's senior executives and its Audit Committee or Board of Directors. State also whether the entity has an action plan to correct or mitigate the weaknesses identified.

As indicated above in section F.3.1, Abertis' "Review, authorisation and supervision of financial reporting policy" establishes the ACC's review procedure which includes the following:

- Meetings with those responsible for the preparation of the financial information (General Finance Department and General Planning and Control Department) to discuss the reasonableness of the changes in the aggregates, the most significant transactions or events during the period, changes in accounting policies, any unusual fluctuations and any other information deemed relevant.

- Discussions with the Internal Audit department (as part of the ongoing monitoring of reviews and recommendations made throughout the year) to obtain information on the level of compliance with the Plan and with the findings of the reviews performed (including ICFR) and on the current status of any recommendations made to improve the potential weaknesses identified.

- Private discussions with the external auditors (at least on completion of the planning phase of the audit of the financial statements for the year and on completion of their audit and/or limited review procedures on the financial statements and the half-yearly reporting) in order to obtain information on the scope and findings of their work and on any potential significant internal control weaknesses identified, the content of their reports and any other information deemed appropriate.

### F.6 Other relevant information

No additional aspects were identified for disclosure.

### F.7. External auditor's report

F.7.1 Whether the ICFR system information reported to the markets has been reviewed by the external auditor. If "yes", the related report should be included in the corresponding report as an Appendix. If "no", give reasons.

The external auditor reviewed Abertis' ICFR information for 2020. The scope of the auditor's review procedures was set in accordance with the Spanish Institute of Certified Public Accountants Circular E14/2013, of 19 July 2013, publishing the Draft Guidance and specimen auditor's report relating to the information on the system of internal control over financial reporting (ICFR) of listed entities.

## G. OTHER INFORMATION OF INTEREST

If there is any salient feature of corporate governance at the entity or the group entities that has not been dealt with in the other sections herein, and which it is necessary to include in order to provide the most complete and reasoned information on corporate governance structure and practices at the entity or its group, provide a brief description.

This section can include any other information, clarification or qualification relating to the previous sections of the report, provided that it is material and not repetitive.

In particular, indicate whether the entity is subject to any legislation other than the Spanish legislation on corporate governance, and if so, include the information that it is required to provide, where such information differs from that required in this report.

The entity may also indicate whether it has voluntarily adhered to any other codes of ethical principles or good practice of an international, industry-specific or other nature. If so, state the code in question and the date of adherence thereto.

CONTINUATION OF SECTION B.3

Seventh point of the agenda: The appointment of KPMG Auditores, S.L., with taxpayer identification number B-78510153 and registered office at Paseo de la Castellana, 259, 28046 Madrid and Spanish Official Auditors' Register (ROAC) no. S0702, as auditor of the Company and of its consolidated Group for 2021-2023 was approved, both for the separate and the consolidated financial statements, for the period of three years, i.e. for 2021, 2022 and 2023.

This resolution was adopted by the affirmative votes of 99.9901% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

Eighth point of the agenda: The delegation to the Board of Directors of the power to resolve to perform a capital increase on one or more occasions up to half of the Company's share capital and over a maximum period of five years was approved, with the consequent amendment of the bylaws.

This resolution was adopted by the affirmative votes of 99.9446% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

Ninth point of the agenda: The amendment of the remuneration policy in force approved by the Company's General Meeting was approved.

This resolution was adopted by the affirmative votes of 99.8652% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

Tenth point of the agenda: The delegation of powers to either the Chairman, the CEO or the Secretary of the Board of Directors for the formalisation and performance of all the resolutions adopted by the Meeting was approved.

This resolution was adopted by the affirmative votes of 99.9901% of the shares attending the General Meeting in person or by proxy (excluding the Company's treasury shares).

CONTINUATION OF SECTION D.4

The obligation not to compete with the Company may only be subject to exemption in the event that no damage is expected to arise at the Company or the expected damage is offset by the benefits expected to be obtained as a result of the exemption. The exemption shall be granted by means of an express individual resolution of the General Meeting. In any event, at the request of any shareholder, the General Meeting shall resolve on the removal of the director carrying on competing activities where the risk of damage to the Company is deemed significant.

Lastly, the Company's internal Code of Conduct in matters relating to securities markets, establishes that persons in conflict of interest situations shall act at all times with loyalty to the Company, irrespective of their interests as independent professionals or employees and shall refrain from taking part in or influencing decisions on the matters affected by the conflict. The aforementioned persons must also notify the Company of the possible conflicts of interest to which they are subject as a result of their family relationships, their personal assets, their activities outside of the Company or for any other reason.

---

This Annual Corporate Governance Report was approved by the entity's Board of Directors or managing body at its meeting held on 9th March 2021.

Indicate any directors or members of the managing body who voted against or abstained in relation to the approval of this Report.

# Abertis Infraestructuras, S.A. and Subsidiaries

Auditor's report on the system of Internal Control over Financial Reporting (ICFR) of the Abertis Infraestructuras Group for 2020

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

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

# AUDITOR'S REPORT ON THE INFORMATION RELATING TO THE SYSTEM OF INTERNAL CONTROL OVER FINANCIAL REPORTING (ICFR) OF THE ABERTIS INFRAESTRUCTURAS GROUP FOR 2020

To the Directors of Abertis Infraestructuras, S.A.:

As requested by the Board of Directors of Abertis Infraestructuras, S.A. and Subsidiaries ("the Abertis Infraestructuras Group") and in accordance with our proposal-letter of January 20, 2021, we have applied certain procedures to the information relating to the ICFR system included in section F of the Annual Corporate Governance Report ("ACGR") of the Abertis Infraestructuras Group for 2020, which summarises the internal control procedures of the Entity in relation to its annual financial reporting.

The Directors are responsible for adopting the appropriate measures in order to reasonably guarantee the implementation, maintenance and supervision of an adequate internal control system and for making improvements to that system and for preparing and establishing the content of the information relating to the ICFR system.

It should be noted in this regard, irrespective of the quality of the design and operating effectiveness of the internal control system adopted by Abertis Infraestructuras Group in relation to its annual financial reporting, that the system can only permit reasonable, but not absolute, assurance in connection with the objectives pursued, due to the limitations inherent to any internal control system.

In the course of our audit work on the financial statements and pursuant to Technical Auditing Standards, the sole purpose of our assessment of the internal control of the Abertis Infraestructuras Group was to enable us to establish the scope, nature and timing of the audit procedures to be applied to the Abertis Infraestructuras Group's financial statements. Therefore, our assessment of internal control performed for the purposes of the aforementioned audit of financial statements was not sufficiently extensive to enable us to express a specific opinion on the effectiveness of the internal control over the regulated annual financial reporting.

For the purpose of issuing this report, we applied exclusively the specific procedures described below and indicated in the Guidelines on the Auditors’ Report on the Information relating to the System of Internal Control over Financial Reporting of Listed Companies, published by the Spanish National Securities Market Commission (CNMV) on its website, which establishes the work to be performed, the minimum scope thereof and the content of this report. Since the work resulting from such procedures has, in any case, a reduced scope that is significantly less extensive than that of an audit or a review of the internal control system, we do not express an opinion on the effectiveness thereof, or on its design or operating effectiveness, in relation to the Abertis Infraestructuras Group's annual financial reporting for 2020 described in the information relating to the ICFR system. Therefore, had we applied procedures additional to those described below or performed an audit or a review of the internal control over the regulated annual financial reporting, other matters or aspects might have been disclosed which would have been reported to you.

Also, since this special engagement does not constitute an audit of financial statements and is not subject to the Consolidated Spanish Audit Law, we do not express an audit opinion in the terms provided for in that Law.

The procedures applied were as follows:

1. Perusal and understanding of the information prepared by the Abertis Infraestructuras Group in relation to the ICFR system - disclosure information included in the directors' report- and assessment of whether this information addresses all the information required in accordance with the minimum content described in section F, relating to the description of the ICFR system, of the model ACGR established in CNMV Circular no. 5/2013, of 12 June 2013, modified by the CNMV Circular no. 7/2015, of 22 December 2015 and CNMV Circular no. 2/2018, of 12 June 2018.

2. Questioning of personnel responsible for the drawing up of the information detailed in point 1 above: (i) to obtain an understanding of the process that goes into drawing up the information; (ii) to obtain information that permits an evaluation of whether the terminology used complies with the framework definitions; and (iii) to obtain information on whether the control procedures described are in place and functioning at the Abertis Infraestructuras Group.

3. Review of the explanatory supporting documentation for the information detailed in point 1 above, including the documentation furnished directly to the personnel in charge of preparing the ICFR system descriptive information. In this regard, the aforementioned documents include reports prepared for the Audit and Control Committee by internal audit, senior management and other internal or external specialists.

4. Comparison of the information detailed in point 1 above with the knowledge on the Abertis Infraestructuras Group's ICFR system obtained through the procedures applied during the financial statement audit work.

5. Reading of the minutes taken at meetings of the Board of Directors, Audit and Control Committee and other committees of the Abertis Infraestructuras Group to evaluate the consistency between the ICFR business transacted and the information detailed in point 1 above.

6. Obtainment of the representation letter in connection with the work performed, signed by those responsible for preparing and formulating the information detailed in point 1 above.

The procedures applied to the information relating to the ICFR system did not disclose any inconsistencies or incidents that might affect the information.

This report has been prepared exclusively in the context of the requirements established by article 540 of the consolidated text of the corporate enterprises act Corporate Enterprises Act, and by the aforementioned CNMV Circulars, for the purposes of the description of the ICFR system in Annual Corporate Governance Reports.

DELOITTE, S.L.

Ana Torrens

9 de marzo de 2021