ASTICKSO XXI SOCIMI, S.A.U.

Calle Goya 6, 2nd floor, 28001, Madrid (Spain)

www.astickso.com

INFORMATION DOCUMENT

21 July 2023

ADMISSION TO TRADING OF SHARES
ON EURONEXT ACCESS PARIS

Euronext Access is a market operated by Euronext. Companies on Euronext Access are not subject to the same rules as companies on a Regulated Market (a main market). Instead, they are subject to a less extensive set of rules and regulations adjusted to small growth companies. The risk in investing in a company on Euronext Access may therefore be higher than investing in a company on a Regulated Market.

The present Information Document does not constitute a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71.

Copies of this Information Document are available free of charge on ASTICKSO XXI SOCIMI, S.A.U.'s website (www.astickso.com).

The proposed transaction does not require a visa from the Autorité des Marchés Financiers (AMF). This document was therefore not endorsed by the AMF.

TABLE OF CONTENTS

The articles of association included in this Information Document have been translated into English from Spanish version, and their content appears for information purposes. In case of any discrepancies, and for legal purposes, the Spanish version registered in the Commercial Registry shall prevail.

GLOSSARY

"**AMF**": Autorité des Marchés Financiers.

"**AIFM":** Alternative Investment Fund Manager

"**ARMANEXT**": Armanext Asesores, S.L., the Euronext's Listing Sponsor appointed by ASTICKSO XXI SOCIMI, S.A.U.

"**ASTICKSO**": ASTICKSO XXI SOCIMI, S.A.U., the Company requesting admission of its equity securities. Also referred to as the "Company", the "Issuer" or jointly with its subsidiaries, the "Group".

"**Auditor**": PRICEWATERHOUSECOOPERS AUDITORES, S.L. "PwC".

"**AUM**": Assets Under Management.

"**BoS**": Bank of Spain.

"**CAGR**": Compound Annual Growth Rate

"**CAPEX**": Capital Expenditure. Money used by the Company and/or its subsidiaries to upgrade fixed physical assets.

"**CASTONDO**": CASTONDO XXI, S.L.U., one of the three Company's subsidiaries.

"**CBD**": Central Business District.

"**CMBS**": Commercial Mortgage-Backed Securities.

"**Company**": the Spanish holding company requesting admission of its equity securities on Euronext Access Paris. The Company shall also be refered to as the "Issuer", "ASTICKSO", or jointly with its subsidiaries, the "Group".

"**CPI**": Consumer Price Index.

"**ECB**": European Central Bank.

"**EPC**": Energy Performance Certificate.

"**ESG**": Environmmental, Social, Governance.

“**Euroclear France**”: the Central Securities Depositary or “CSD”. It is the CSD appointed by the Company for the registration of financial instruments admitted to trading on Euronext Access Paris, the name of which is Euroclear France SA. Euroclear France is a public limited company registered in France with the Trade and Companies Register (RCS) of Paris under number B 542 058 086, and with corporate address 66 Rue de la Victoire 75009 Paris, France.

It is the entity allowing (i) the Company’s equity securities to be admitted to trading in dematerialized or electronic form (book-entries) and, (ii) that ownership of the shares can be easily transferred without the need of physical certicates of transferability.

“**Euronext**”: with a presence in Amsterdam, Brussels, Dublin, Lisbon, Milan, Oslo, and near 2,000 listed firms with over €6 trillion in market capitalization, it is the largest pan-European stock exchange. Created in 2000, it has the largest concentration of liquidity in Europe.

“**Euronext Access Paris**”: a Euronext’s Multilateral Trading Facility (MTF) where the Company is requesting admission of its equity securities.

“**FRESIERAR**”: FRESIERAR, S.L.U., one of the three Company’s subsidiaries.

“**GAAP**”: Generally Accepted Accounting Principles.

“**GDP**”: Gross Domestic Product. The total monetary or market value of all the finished goods and services produced within a country’s borders in a specific time period.

“**GLA**”: Gross Leasable Area. Aggregate of the real estate property area intended for lease.

“Group”: The Group is formed by the Issuer and its three subsidiaries CASTONDO XXI, S.L.U., (hereinafter “**CASTONDO**”), FRESIERAR, S.L.U. (hereinafter “**FRESIERAR**”) and JAESURE, S.L.U. (hereinafter “**JAESURE**”).

“**Iberclear**”: Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A. Unipersonal – operating as IBERCLEAR – is the Spanish Central Securities Depository.

“**Information Document**”: the “Information Document” or “ID” is a document containing information with regard to the Issuer and the equity securities to be admitted to trading on Euronext Access Paris which would enable potential investors to make informed investment decisions.

“**IRC**”: Interest rate cover. Resulting from the division of: (a) earnings before interest and taxes, by (b) the amount of financial interest.

“**ISIN**”: International Securities Identification Number. It is used to identify securities and financial instruments. It is a code that univocally identifies tradable securities at an international level and has been adopted eagerly in all the world's leading markets that have incorporated it into their settlement and custody processes.

“**Issuer**”: the Spanish holding company requesting admission of its equity securities on Euronext Access Paris. The Issuer shall also be refered to as the “Company”, “ASTICKSO” or jointly with its subsidiaries the “Group” throughout the Information Document.

“KPI”: Key Performance Indicator

“**JAESURE**”: JAESURE, S.L.U., one of the three Company’s subsidiaries.

“**JLL**”: Jones Lang LaSalle, asset valuer.

“**LEI**”: Legal Entity Identifier. It is a unique global identifier of legal entities participating in financial transactions. These can be individuals, companies, or government entities that participate in financial transactions.

“**LTV**”: “Loan-to-Value”. A widely used metric to measure a given’s Company Leverage. Resulting from the division of (a) outstanding indebtedness by (b) the appraised value of the financed properties. It measures the relationship between the amount of the loan granted and the value of the real estate financed as collateral for repayment of the loan.

“Multilateral Trading Facility”: according to article 4.1.(22) of the MIFID 2, means a multilateral system, operated by an Investment Firm or a market operator, which brings together multiple third-party buying and selling interests in financial instruments –in the system and following non-discretionary rules– in a way that results in a contract in accordance with Title II of the MIFID 2.

“**NPL**”: Non-Performing Loan.

“Prelios”: Prelios SGR S.p.A

“**Property Manager**”: CBRE Real Estate, S.A.

“**REIT**”: Real Estate Investment Trust.

“**RICS**”: The Royal Institution of Chartered Surveyors (RICS) is a global professional organization that establishes and enforces standards for valuing, operating, and developing assorted types of real estate and property.

“**Sole Shareholder**”: AREEF 2 SICAF S.p.A. – Compartment "C”.

“**SOCIMI**”: “Sociedad Anónima Cotizada de Inversión en el Mercado Inmobiliario”, a Spanish special tax regime equivalent to a “REIT” regime to which the Company and its subsidiaries are subject to.

“**Spanish TIN**”: Spanish Tax Identification Number.

“**SPV**”: Special Purpose Vehicle.

“Triple A Tenants”: Triple A tenants, also known as AAA tenants, are highly creditworthy and reliable tenants in the real estate industry. They represent large, financially stable companies with a strong track record and a stable business model. These tenants are leaders in their industries, generating consistent revenue and meeting their financial obligations. Properties with Triple A Tenants command higher rents and property values, making them desirable assets in the market.

“**UBO**”: Ultimate Beneficiary Owner. In this case, and in compliance with article 4 of Law 10/2010, of April 28, 2010, on anti-money laundering and counter-terrorist financing, in relation to the company “ASTICKSO XXI SOCIMI, S.A.U.”, there is no natural person who ultimately holds or controls, directly or indirectly, more than 25% of the capital or voting rights, or who otherwise exercises control, directly or indirectly, over the management of same. When this happens, it is the Board of Directors which acts as UBO.

“**Working Capital**”: It is the capital required by the Company to carry out its daily activities. It is the difference between the Company's current assets and liabilities.

1 OVERVIEW

The following is a summary of some of the information contained in this Information Document (hereinafter the "**Information Document**"). We urge you to read this entire Information Document carefully, including the risk factors, ASTICKSO XXI SOCIMI, S.A.U.'s financial statements, accompanying notes, and the valuation of both the assets and the Company.

1.1. GENERAL DESCRIPTION OF THE COMPANY

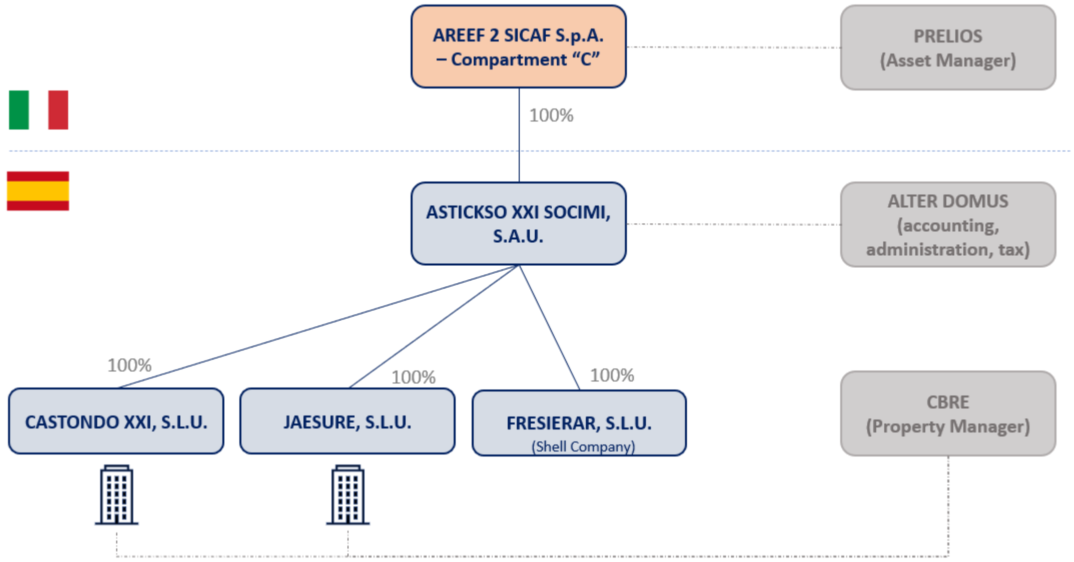
ASTICKSO XXI SOCIMI, S.A.U., (hereinafter, the "**Company**", the "**Issuer**" or "**ASTICKSO**") with Spanish tax identification number (*Número de Identificación Fiscal*) ("**Spanish TIN**") A02676484 is a Spanish company running under the special tax regime applicable to Spanish listed real estate property investment companies (*sociedades cotizadas de inversión en el mercado inmobiliario* –"**SOCIMI**" or "**SOCIMIs**"–), the Spanish equivalent to other real estate investment trusts ("**REIT**") existing in other jurisdictions.

ASTICKSO XXI SOCIMI, S.A.U. has its registered office at Calle Goya 6, 2nd floor, 28001 Madrid, Spain.

The Company was incorporated on 14 October 2020 under the corporate name of ASTICKSO XXI, S.L.U., and later adopted the corresponding corporate decisions and made the relevant communications to the Spanish tax authorities required under the SOCIMI special tax regime, hence changing its name to the current one. This is further described in section 1.3.3. below.

As shown in the graph below, ASTICKSO is the sole shareholder of three subsidiaries, CASTONDO XXI, S.L.U., (hereinafter "**CASTONDO**"), FRESIERAR, S.L.U. (hereinafter "**FRESIERAR**") and JAESURE, S.L.U. (hereinafter "**JAESURE**") which, in turn invest in real estate assets in Spain. Together, they will jointly be referred to as the "**Group**" throughout this Information Document.

The sole shareholder of ASTICKSO is AREEF 2 SICAF, S.p.A. – Compartment "C"., a company validly established and in existence under the laws of Italy, with registered address at Galleria de Cristoforis 1, Milan (Italy), registered at the Milano-Monza-Brianza-Lodi' Commercial Registry under number 10892300962 and Spanish Tax Identification Number ("TIN") N0089812B.


AREEF 2 SICAF S.p.A.
– Compartment "C"
PRELIOS
(Asset Manager)
100%
ASTICKSO XXI SOCIMI,
S.A.U.
ALTER DOMUS
(accounting,
administration, tax)
100%
100%
100%
CASTONDO XXI, S.L.U.
JAESURE, S.L.U.
FRESIERAR, S.L.U.
(Shell Company)
CBRE
(Property Manager)

1.2. PERSONS IN CHARGE OF THE INFORMATION DOCUMENT

1.2.1 Responsible of the Information Document

ASTICKSO XXI SOCIMI, S.A.U., is duly represented by the members of its Board of Directors who are also the persons responsible for the present Information Document. In this sense and pursuant to the Euronext Access Rule Book, the Board hereby states the following:

“**We declare that, to the best of our knowledge, the information provided in the Information Document is fair and accurate and that, to the best of our knowledge, the Information Document is not subject to any material omissions, and that all relevant information is included in the Information Document**”.

Milan, Italy	Madrid, Spain	Madrid, Spain	Madrid, Spain
31/05/2023	31/05/2023	31/05/2023	31/05/2023
Mr. Nicola Sajeva	Mrs. María Victoria Oliver de Querol	Mr. Luis Huete Arrieta	Mr. Miguel Liria Plañiol
Chairman	Board Member	Board Member	Board Member

DocuSigned by:
Nicola Sajeva
C40D8690F7BE4AF...

1.2.2 Auditor

PRICEWATERHOUSECOOPERS AUDITORES, S.L.

Paseo de la Castellana 259B

+34 915 68 44 00

www.pwc.es

1.2.3 Listing Sponsor

ARMANEXT ASESORES, S.L.

Calle de Velázquez 114, 2nd Izq, 28006 (Madrid)

+34 911 592 402

www.armanext.com

ARMANEXT ASESORES, S.L. declares that, "to the best of our knowledge, the information provided in the Information Document is accurate and that, to the best of our knowledge, the Information Document is not subject to any (material) omissions, and that all relevant information is included in the Information Document".

1.3. CORPORATE NAME, REGISTERED OFFICE AND REGISTRATION IN SPECIAL TAX REGIME FOR SOCIMI

1.3.1 Legal name, residence and legal form, legislation under which the issuer operates, registered office and website

Legal name: ASTICKSO XXI SOCIMI, S.A.U.

Country of residence: Spain

Registered office: Calle Goya 6, 2nd floor, 28001, Madrid, Spain

Legal form: Sociedad Anónima or S.A.

Legislation under which the Issuer operates: Spanish Law

Website: www.astickso.com

1.3.2 Company Registration and LEI Code

Initially incorporated with the Barcelona Commercial Registry; currently registered in Madrid. The corporate seat of the Company was transferred from Barcelona to Madrid by virtue of the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, on 17 June 2021, with number 4,376 of his records.

Date	14 October 2020
Book	42226
Sheet	76
Inscription	1
Page	M-747550

LEI Code: 959800AWVKJ2W2GGZU37

1.3.3 Application of the SOCIMI special tax regime

On 20 September 2021, the Company's sole shareholder resolved to apply the SOCIMI special tax regime established in Law 11/2009[1], of 26 October, on Listed Real Estate Property Investment Companies, as amended by Law 16/2012[2], of 27 December (hereinafter "**SOCIMI Law**" – referred to as "REIT Act" in the Articles of Association –). This resolution was communicated to the Tax Authorities on 28 September 2021.

ASTICKSO, as the sole shareholder of its three investee companies, resolved to apply the SOCIMI regime for these. In this regard, ASTICKSO and CASTONDO informed to the Spanish tax authorities on their option to apply the SOCIMI regime on September 28, 2021, and JAESURE and FRESIERAR on September 20, 2022.

[1] Ley 11/2009, de 26 de octubre, por la que se regulan las Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario.

[2] Ley 16/2012, de 27 de diciembre, por la que se adoptan diversas medidas tributarias dirigidas a la consolidación de las finanzas públicas y al impulso de la actividad económica.

2 HISTORY AND KEY FIGURES

2.1. HISTORY OF THE COMPANY

- **14 October 2020**
  - The Company is incorporated and registered under the name ASTICKSO XXI, S.L.U. pursuant to the public deed granted before the Notary Public of Barcelona, Mr. Julio Martínez-Gil Pardo de Vera, under number 2,081 number of his official records. The initial number of shares on this date was 3,500 with a nominal value of €1 each.
  - The Company´s shareholding structure on that date was the following:

SHAREHOLDER	SHARES	SHAREHOLDING
MEDITERRANEAN SEARCH, S.L.U.	3,500	100.00%
TOTAL	**3,500**	**100.00%**

- **17 June 2021**
  - AREEF 2 SICAF S.p.A – Compartment "C" acquires all 3,500 shares of ASTICKSO pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 4,375 of his official records.
  - ASTICKSO acquires all 3,500 shares of CASTONDO XXI, S.L.U. pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 4,379 of his official records.
- **13 July 2021**
  - CASTONDO acquires an office building located at Calle Lérida 32-34, Madrid, pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 5,255 of his official records.
- **2 December 2021**
  - ASTICKSO acquires all 3,500 shares of FRESIERAR, S.L.U. pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 8,160 of his official records.

  - ASTICKSO acquires all 3,500 shares of JAESURE, S.L.U. pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 8,158 of his official records.

- **10 December 2021**

  - JAESURE acquires an office building located at Calle Retama 3, Madrid, pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 8,379 of his official records.

- **29 December 2022**

  - The Company's Sole Shareholder adopts, among others, the following resolutions:

    - The conversion of the Company into a public limited company (S.A.).

    - The increase of the share capital by issuing 4,996,500 new shares at a nominal value of €1 each and no share premium, correlatively numbered from 3,501 to 5,000,000.

  Such resolutions were raised to public by virtue of the public deed formalized before the Notary Public of Madrid, Mr. Francisco Consegal García, on 9 January 2023 under number 57 of his official records and were duly registered with the Madrid Commercial Registry.

  As a result of the above, the current shareholding structure is that shown below:

SHAREHOLDER	SHARES	SHAREHOLDING
AREEF 2 SICAF S.p.A. – compartment "C"	5,000,000	100.00%
TOTAL	**5,000,000**	**100.00%**

2.2. SELECTED FINANCIAL DATA

More detailed financial information of the Group is provided in section 9 of this Information Document: "Audited consolidated financial statements for the fiscal years ended 31 December 2022 and 2021".

The above-mentioned audited information is attached as **Appendix I** and available at the Company's website: www.astickso.com.

Key figures are presented below:

SELECTED DATA	31/12/2022	31/12/2021
CONSOLIDATED INCOME STATEMENT (€)		
Revenue	3,720,596	1,072,940
Other operating expenses	(1,374,058)	(294,555)
Operating income	**1,709,812**	**13,405,386**
Financial expenses	(2,927,092)	(411,485)
Profit (loss) for the year	**(1,043,884)**	**12,998,507**
CONSOLIDATED BALANCE SHEET (€)		
Investment property	110,020,000	108,150,000
Total non-current assets	**115,096,740**	**108,201,290**
Total current assets	**3,368,846**	**8,826,330**
Share Capital	5,000,000	3,500
Total equity	**52,469,162**	**51,150,338**
Total non-current liabilities	**65,718,834**	**57,883,846**
Total current liabilities	**277,590**	**7,993,436**

The Group uses the following Key Performance Indicators to monitor its debt with financial entities. The directors of the Group believe that the debt ratio with financial entities of the Group is aligned with other entities from the same sector.

KEY PERFORMANCE INICATORS	31/12/2022	31/12/2021
Financial debt (*)	65,739,108	57,887,491
Cash and cash balances	2,371,029	8,456,159
Net financial debt	**63,368,079**	**49,431,332**
Net equity	52,469,162	51,150,338
Net financial debt and Net Equity	**118,208,270**	**109,037,829**
Debt Ratio with financial entities	**53.61%**	**45.31%**

(*) Defined as the sum of "Short term debt" plus "Long term debt" plus "Withholdings of work certificates" accounted for under "Creditors and other accounts payable".

3 COMPANY ACTIVITY

3.1. SUMMARY OF ACTIVITY

The Company was acquired in June 2021 as described in section 2.1 of this Information Document with the purpose of investing in real estate through the acquisition of 100% of the shares of its currently owned subsidiaries, CASTONDO XXI, S.L.U., JAESURE, S.L.U., and FRESIERAR, S.L.U.

CASTONDO and JAESURE both own an office building each. The former at Calle Lérida 32-34 (Madrid), whereas the latter at Calle Retama 3 (Madrid). FRESIERAR is, as of the date of this Information Document, a shell company.

3.2. BUSINESS MODEL

The Group's business involves investing in real estate assets in Spain, to lease them up with long-term leases, to then sell them once stabilised. The Group's objective is to maximize rental income. As mentioned throughout this Information Document, the Group owns two office buildings in Madrid.

Neither the Company nor its subsidiaries have any employees, as the Company was set up as an investment vehicle to invest in the Spanish real estate market. Thus, the widest powers rest upon the Company's Board of Directors, except for matters out of its purview, in which case would be the Sole Shareholder.

All the strategic, management and most relevant decisions impacting the business plan, the activity or the assets are taken by the Board of Directors. CBRE provides certain property management services with respect to the Group's properties (as described below). Therefore, the Company relies on the reputable experience of the Board of Directors and the Group's external advisors to effectively manage its existing portfolio and maximize income rent.

The Group has entered into various service agreements. The main characteristics of these agreements shall be detailed below:

Property management: CBRE REAL ESTATE, S.A.

Agreements for the provision of property management services were entered into between CBRE Real Estate, S.A. as the "**Appointed Entity**" and the Company's subsidiaries (except for FRESIERAR, which, as explained above, is a shell company and does not own any real estate), separately referred to as the "**Client**" on the following dates:

- CASTONDO appointed CBRE Real Estate S.A., on 13 July 2021 for a period of one year to be automatically renewed for additional periods of one year each.
- JAESURE appointed CBRE Real Estate, S.A. on 10 December 2021 for a period of one year to be automatically renewed for additional periods of one year each.

A brief summary (non-exhaustive) of the main services to be rendered by the Appointed Entity is shown below:

- Operating and technical management:
  - Advice and coordination for the correct maintenance and conservation of the buildings.
  - Control and monitoring of compliance with inspections, maintenance, audits, etc.
  - Follow-up of the technical-operational incidents of the building.
- Insurance management:
  - Communication of claims to the building's insurance company and follow-up of the same.
  - Control of the validity of the policies related to the building.
  - Processing of premium payments.
  - Point of contact with the insurance company and/or broker.
- Economic-administrative management and lease management:
  - Preparation of building expense budget (OPEX).
  - Invoicing the tenant for rents, common expenses, and any other contractually required amounts.
  - Relationship and communication with tenants.

Services Agreement: ALTER DOMUS IBERIA, S.L.

Agreements for the provision of services were entered into between the Company and its three subsidiaries separately, referred to as the "**Client**" and ALTER DOMUS IBERIA, S.L. as "**ALTER DOMUS**" on the following dates:

- ASTICKSO appointed ALTER DOMUS IBERIA, S.L. on 16 June 2021.
- CASTONDO appointed ALTER DOMUS IBERIA, S.L. on 16 June 2021.
- FRESIERAR appointed ALTER DOMUS IBERIA, S.L. on 1 December 2021.
- JAESURE appointed ALTER DOMUS IBERIA, S.L. on 1 December 2021.

A brief summary (non-exhaustive) of the services to be undertaken by ALTER DOMUS is shown below:

- Accounting services:
    - Accounting and reporting compliance services
    - Preparation of book-keeping
    - Preparation of annual accounts
    - Assistance and dealing with auditors
    - Complying with BoS requirements if applicable
    - Submitting annual accounts to the Spanish Commercial Registry.
    - Drafting of reports for information purposes and further handling of the Group.
    - Arranging and monitoring cash payments.
- Corporate and secretarial administration services
- Domiciliation services
- Tax compliance services

- Coordinate the filing and follow-up tax payments (including, where applicable: corporate income tax, VAT returns, and withholding tax)

Reference to environmental matters that may affect the Issuer's activity

The Company does not have any liabilities, expenses, assets, provisions, or contingencies of an environmental nature that could be material concerning its equity, financial position or earnings. Therefore, no specific disclosures relating to environmental issues are included in the notes to the financial statements.

3.3. INVESTMENT STRATEGY AND SWOT ANALYSIS

3.3.1 Investment strategy

ASTICKSO was acquired with the purpose of investing in the Spanish real estate market through its fully-controlled subsidiaries in urban assets– currently office buildings –although these may have a small commercial component on the ground floor of the premises or parking spaces.

Investment decisions are made by the Company's Board of Directors with the approval of the Sole Shareholder. The Company's business plan considers refurbishing the property assets currently owned, leasing them and selling them after 3 years, although extending the timespan of the asset in its portfolio remains a possibility if future circumstances do not provide for an attractive divestment opportunity.

All the strategic, management and most relevant decisions impacting the business plan, the Company activity or the assets are taken by the Board of Directors, who also defines its investment policy, with the approval of the Sole Shareholder.

The assets of the Company shall necessarily fit within the following characteristics, that must be pursued before an investment is considered:

a. Being capable of providing Internal Rate of Return within the 10-15% target range.

b. Located in urban areas of metropolitan areas.

c. Demand financing equivalent to less than 65% as measured by Loan to Value.

In general, the Company has the following investment restrictions:

1. Restrictions derived from the application of the SOCIMI special tax regime – in line with the Company's corporate purpose. In this sense, even though the Company would be allowed to carry out activities other than that of SOCIMI – up to a maximum of 20% of its total turnover and/or total value of its balance sheet assets as determined by SOCIMI Law - it will not engage in such activities, thus remaining focused to its current investment strategy.

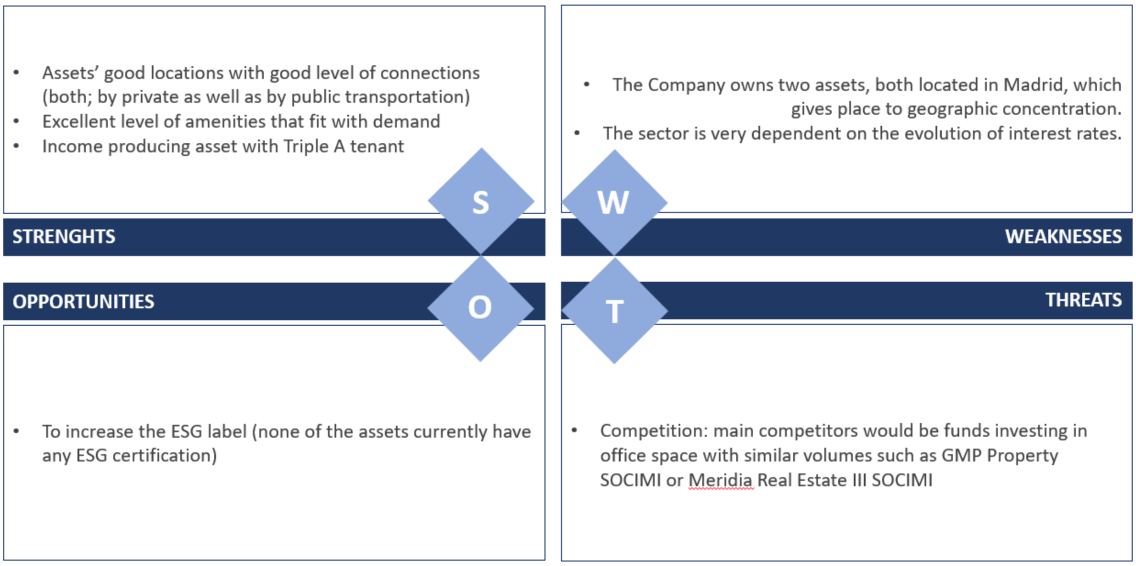
2. No investments will be made in:

   a. Loans in default (distressed loans),

   b. Loans, debt (neither individual or debt portfolios), with underlying real estate assets,

   c. Securitized mortgage assets (commercial mortgage-backed securities – CMBS), or securities representing real rights, leading to acquire an asset.

3.3.2 SWOT Analysis



3.4. COMPANY INVESTMENTS DATA

The Group currently owns two office buildings with a total market value of €110 million euros, according to the asset valuation as of 31 December 2022.

Below, the table shows the assets' occupancy rate level and location as of the date of this Information Document:

PROPERTY ASSET	OCCUPANCY RATE
Calle Lérida 32-34, Madrid	100%
Calle Retama 3, Madrid	0%

- **Geographic Concentration:** 100% Madrid, Spain.
- **Property Typology:** Office.
- **Financing:**
  - JAESURE, S.L.U. as "**Borrower 1**" and CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK, SUCURSAL EN ESPAÑA as (among others) "**Lender 1**" entered into a "**Green Facility Agreement**" on 10 December 2021 and formalized as a Spanish public document ("*escritura pública*") on that same date before the Notary Public of Madrid, Mr. Francisco Consegal García under number 8,371 of his official records for the purposes of, among others, financing the acquisition of the property by the Borrower 1 in the following terms:

Applicable Rate	Market rate
Commencement Date	10 December 2021
Facility Amount	- Facility A: €33,842,785 - Facility B: €13,569,751 - Facility C: €5,677,555 - VAT facility: €2,671,136
Termination Date	10 December 2025 – may be extended in accordance with the terms of the facility agreement.

The Borrower 1 shall apply all amounts borrowed under the different facilities for the following purposes:

- Facility A, towards partially financing: (i) the acquisition of the property by the Borrower, (ii) transactions costs, (iii) Stamp Duty and Mortgage Costs Contribution.
- Facility B, towards partially financing: (i) payment of total project costs invoices – see section 3.6 for further details –, (ii) refinancing total project costs invoices which have been effectively paid and discharged (a) in full, (b) exclusively (100%)

with Equity Contributions and (c) within the immediately preceding 6-month period.

- Facility C, towards financing: (i) operating expenses incurred from 1 January 2023 (included) concerning the acquired property, (ii) interests, commitment and agency fees due under the Green Facility Agreement, any Finance Document (as defined therein), (iii) interests due under the VAT facility agreement (€2,671,136 facility entered into between the Borrower and the Lender).

<u>Financial covenants:</u>

- The Borrower must ensure that on and after the first Interest Payment Date falling after the earliest of (i) the date of execution of the first Lease Agreement with no grace or "rent-free" period; or (ii) the first date on which any grace or "rent-free period expires under any Lease Agreement, Projected Interest Cover is, at all times, at least 175%.

- LTV must not exceed at any time 65%.

○ CASTONDO XXI, S.L.U. as **"Borrower 2"** and SMBC BANK EU AG as (among others) "Original Lender" entered into a "Facility Agreement" on 14 September 2022 and formalized as a Spanish public document ("*escritura pública*") on that same date before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 5,566 of his official records for the purposes of, amongst others, financing the acquisition of the property by the Borrower 2 in the following terms:

Applicable Rate	Market rate
Commencement Date	14 September 2022
Facility Amount	- Term facility: €23,100,000 - CAPEX facility: either the lower of €8,100,000 or 100% of the CAPEX costs - VAT facility: either the lower of €650,000 or 100% of the input VAT under the invoices issued in connection with the business plan
Maturity Date	The third anniversary of the first utilisation date

The Borrower 2 shall apply all amounts borrowed under the different facilities for the following purposes:

- Term Facility, towards the partial refinancing of the acquisition of the property and of the equity already paid for it, including a dividend recap and finance 100% of the costs for the current transaction, including all arrangement fees, agency fees, and hedging, notary and legal costs and to fund the Cash Reserve Account.
- CAPEX Facility, towards the implementation of the Business Plan.
- VAT Facility, towards financing the Input VAT relating to CAPEX Costs.

Financial covenants:

- LTV must not exceed at any time 65%
- IRC must exceed 110% at all times

3.5. DESCRIPTION OF REAL ESTATE ASSETS

3.5.1 Calle Lérida 32-34 – office building

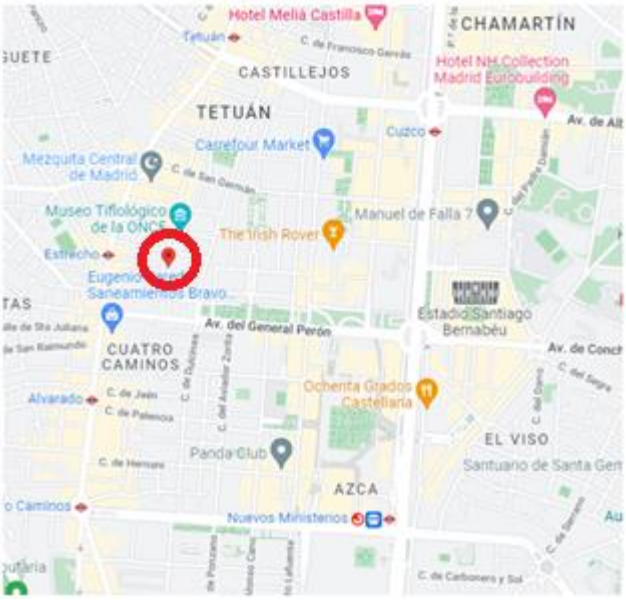
CASTONDO owns this property pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 5,255 of his official records. Castondo's net turnover for the period ended December 31, 2022, was €2,495,153 being the annual rental income for such period €2,333,720. The difference is due to expenses recovered from the tenant in the building.

Location

The property is located in the northwestern area of Madrid's city centre, in the district of Tetuán, a short distance from Madrid's main avenue, Paseo de la Castellana.

The property is very well located, and easily accessible by the public transport network, with several metro stations and bus stops nearby. In addition, it is easily accessible by car.

The property's immediate surroundings, mainly consist of average-quality residential buildings with retail shops at ground level. Nonetheless, the district embraces the Azca complex, considered Madrid's financial district.



Communication

- Road: The property is very well communicated and accessible by car, a few blocks away Paseo de la Castellana, Madrid’s backbone.
- Public transport:

- Metro: several Metro stations nearby - closest one, Estrecho (Line 1) is c.300 metres away.
- Bus: several bus lines connect with the property. The closest bus stop is within 4 minutes walking distance.
- Train: Chamartin is the nearest train station, and is located around 3km away
- Airport: Madrid-Barajas International airport is located approximately 16km away from the property, or around 20 minutes drive in normal traffic.

General description

The property was built in 1992 and consists of a single office building comprising 5 floors above ground for office use and three parking levels with c.160 parking units.

It is currently fully leased to a single tenant, the Spanish Tax Agency ("Agencia Estatal de Administración Tributaria" or "A.E.A.T") with a lease agreement signed on 28 December 2021 with a duration until January 2032 (10 years contract with the option of extending it 5 additional years).

Property overview

The property has 5 floors above ground (GF + floors) with a total built area of c.10,000 sqm and 3 underground levels equipped with c.160 parking units. The connection between parking levels and office levels portions above ground is guaranteed by stairs only.

The building is L-shaped with a double façade to the street and inner courtyard:

Floor distribution:

Floor	Use	Built area (sqm)	Nº of parking units
-1	Parking	1,626	50
-2	Parking	3,000	50
-3	Parking	1,791	58
Groundfloor	Office	1,899	-
1	Office	2,023	-
2	Office	2,100	-
3	Office	1,970	-
4	Office	1,970	-
Total		**16,379**	**158**

3.5.2 Calle Retama 3 – office building

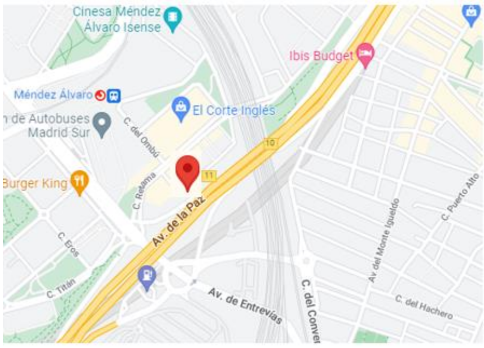
JAESURE owns this property pursuant to the public deed granted before the Notary Public of Madrid, Mr. Francisco Consegal García, under number 8,379 of his official records.

Location

The property is located in the southeastern area of Madrid's central area, in the district of Arganzuela, a short distance from Atocha train station and Retiro Park.

The area has an excellent communication network; it offers a privileged position next to the M-30, as well as an excellent public transport network.

It is surrounded by business campuses, such as the Repsol and Amazon headquarters, multiple start-ups and shopping centres, such as the department store El Corte Inglés, located right in front of the property. At this point, the area is considered a consolidated business area and is expected to be one of the areas with the largest concentration of office space in Madrid in the coming years.



Communication

- Road: the property is very well communicated and accessible through car via M-30 and quick connection to the A-3 and A-4 highways.
- Public transport:
  - Metro: the closest metro station is Méndez Álvaro (Line 6), located around 300 metres away, or 4 minutes’ walk. This station is also a terminal for interregional or long-distance coaches with multiple destinations, both in Spain and internationally (Line 1).
  - Bus: there are several public urban bus lines that connect the property with Madrid’s city centre and other main areas of Madrid.

- Train: short and medium distance trains "Cercanías Renfe service" are available from the nearest station
- Airport: Madrid-Barajas International airport is located approximately 14km away from the property, or around 13 minutes' drive in normal traffic.

General description

The property was built in 1993 and consists of a single office building comprising 15 floors above ground for office use and 4 parking levels below ground with 225 parking units.

The building is vacant due to ongoing refurbishment works. Please refer to sub-section 3.6 "Past and future investments" for further information.

Property overview

The property is developed over 15 floors above ground. Post refurbishment, the total area will amount to 14,508.23 sqm, of which 11,800.54 sqm of office space, 1,824.06 sqm of common areas and 883.43 sqm of terraces, and 225 parking units, totalling. Please refer to sub-section 3.6 "Past and future investments" for further details.

Floor distribution post refurbishment:

Floor	Use	Office GLA (sqm)	Common areas GLA (sqm)	Terrace space GLA (sqm)	Parking #	Total GLA (sqm)
Roof	Facilities	-	772.08	-	-	-
Office	Floor 14	444.90	-	336.86	-	-
Office	Floor 13	831.99	-	-	-	-
Office	Floor 12	806.05	-	-	-	-
Office	Floor 11	793.96	-	32.75	-	-
Office	Floor 10	806.00	-	-	-	-
Office	Floor 9	792.85	-	32.75	-	-
Office	Floor 8	806.15	-	-	-	-
Office	Floor 7	793.02	-	33.20	-	-
Office	Floor 6	806.68	-		-	-
Office	Floor 5	793.72	-	33.18	-	-
Office	Floor 4	837.58	-		-	-
Office	Floor 3	837.98	-	413.69	-	-

Floor	Use	Office GLA (sqm)	Common areas GLA (sqm)	Terrace space GLA (sqm)	Parking #	Total GLA (sqm)
Office	Floor 2	1,288.33	-	-	-	-
Office	Floor 1	1,161.33	-	-	-	-
Retail	Ground floor	-	-	-	-	-
Parking	-1	472.33	472.33	-	40	-
Parking	-2	185.55	185.55	-	61	-
Parking	-3	170.41	170.41	-	62	-
Parking	-4	223.89	223.89	-	62	-
Total		**11,800.54**	**1,824.06**	**883.43**	**225**	**14,508.23**

3.6. PAST AND FUTURE INVESTMENTS

On the date of this Information Document, the Group owns two office buildings – both acquired in 2021 and located in Madrid, Spain. Please refer to section 3.5 “Description of real estate assets” for further information regarding the assets.

3.6.1 CASTONDO

The asset located in Calle Lérida, which had never gone through a significant renovation during the last 30 years, is currently undergoing a significant refurbishment programme with a CAPEX of approx. €6 million that should be completed by September 2024. The renewal programme’s main objective is to improve the building’s energy efficiency.

The improvement costs have been estimated at approximately €6 million and would consist on the following:

- New façade: implementation of a more modern and energy efficient façade.
- New HVAC system to achieve better energy efficiency (minimum EPC grade of C).
- New accessible entrance.
- Lighting system replacement by LED.

Certifications pursued:

- LEED Gold.
- BREEAM Very Good.

Refurbishment works are being carried out whilst the tenant remains leasing the premises.

3.6.2 JAESURE

The asset located in Calle Retama 3 is also subject to a significant refurbishment programme (CAPEX budget of approximately €26 million) that should be completed by September 2024.

The renewal programme will transform the building into a Grade A asset with the highest ESG standards, delivering a net zero carbon building. The repositioning of the asset will mainly consist on the following:

- Façade renovation: give a new external image of the building by implementing a more modern and energy-efficient façade.
- More green space: green areas and terraces to improve the well-being of the occupiers.
- Brand new lobby: an executive lobby, with a double height entrance.
- Redistribution of office floor layout, improving the floor plan efficiency, natural light levels and tenant comfort.
- New installations and smart metering.

Certifications pursued:

- LEED Platinum.
- BREEAM Excellent.

- WELL Core & Shell Gold.
- Zero Carbon.
- Wiredscore Platinum.
- SmartScore Gold.
- Accessibility AIS Level 3.


How the building will look like after the refurbishment work is completed (subject to change)

3.7. THE MARKET

It is considered relevant for the investors to be provided with current general information about the Group's operating market.

The main variables and factors to be considered are presented to properly understand the macro-economic environment and the business itself more specifically.

This section content has been transposed from the Group's Valuation Report issued by GESVALT SOCIEDAD DE TASACIÓN, S.A. (hereinafter "Gesvalt") in May 2023:

The economic volatility marked the end of Q4 2022 because of uneven recovery from the pandemic, the Ukraine conflict, the energy crisis and the problems in the supply chain that have triggered an enormous increase in the incipient inflationary scenario observed in 2022. The Central Banks are facing this scenario implementing successive interest rate hikes to mitigate *inflation and with it, the loss of households purchasing power. The impact of these measures and their permanence over time will depend on the evolution of the real estate market, clearly impacted by their effect on financing.*

In the fourth quarter, Spain's economic activities experienced a significant moderation.

2022 year-end data show that the Gross Domestic Product slowed down the growth pace observed during the last twelve months. Between July and September, growth stood at 3.8%, surpassing the increases of 6.8% and 6.7% in the second and first quarters of the year, respectively, resulting in a real GDP growth of 5.5% in 2022.

As indicated by the Bank of Spain (BoS) in its latest projections report, corresponding to December 2022, it is expected that the dynamics of Spain's economic activity will continue to be marked by a remarkable weakness in 2023. Everything indicates that inflationary pressures will continue to be high while consumer confidence will recover, and Next Generation EU-related funds are deployed. Even so, somewhat tighter financial conditions are expected as a result of the advance in the process of normalization or tightening of the monetary policy being followed by the world's main central banks.

The latest BoS' forecasts expect an increase in GDP of 4.6% at the end of 2023. Over the next two years, the increase would be 2.7% by the end of 2024 and 2.1% in 2025.

As for inflation, in Spain it began to moderate after reaching its peak (10.7%) in July 2022, standing at 3.8% in April 2023. In the near term, headline inflation is expected to continue to head down. According to the March ECB staff macroeconomic projections, euro area inflation is set to fall to slightly below 3% in 2023 Q4. This downward path entails a decline in inflation from 8.4% on average in 2022 to 5.3% in 2023. Meanwhile, the BoS latest forecasts for Spain envisage a sharper fall in inflation, from 8.3% in 2022 to 3.7% in 2023.

The unemployment rate significantly fell, standing at 13.3% in Q1 2023. BoS' projections point to a slight downward trend, with 12.8% in 2023 and 12.7% in 2024.

Real Estate Market

Madrid is one of the leading business centres in Spain and Europe, with a robust commercial real estate market.

In recent years, Madrid has experienced a significant increase in demand for office space, driven by economic growth, the attraction of multinational companies and the expansion of startups and technology companies. The office lease market has been dynamic and competitive, with a wide range of options available in both prime locations and emerging areas.

The total office investment in Madrid exceeded 1.2 billion euros in 2022, which accounts for a significant 99% year-on-year rise, with a 10.6% vacancy rate and an increase in new contracts compared to 2021, which is expected to continue with an upward trend in 2023 and 2024.

Economic growth and stability in the region may increase demand for office space since companies look to expand and establish themselves in Madrid.

Madrid's office market continued to perform well in 2022. The aggregated volume of takeup at the end of Q3 2022 stood at 410,600 sqm, 50% of the figure reached in the same period in 2021, and already accounts for 98% of the annual total for 2021. In terms of deals, 420 have been closed, 42% above the figure seen in Q3 2021 (296) and exceeding the annual total (410) for that year by ten deals. The quarterly analysis of the contracted area (141,000 sqm) also shows a year-on-year increase of 44%. In the third quarter two mega-deals (≥10,000 sqm) were closed, totalling nearly 38,000 sqm. Even discounting these outliers (transactions ≥10,000 sqm represent only 1% of the historical series), the market grew by 15% and increased in a number of signings (136 vs. 109 in Q3 2021), which shows the dynamism of users.

<u>Availability of Office Space</u>

The supply of vacant office space may vary from quarter to quarter and affect rental rates. The construction of new buildings and the renovation of existing properties can influence the space availability. The average size of leased space is around 900 sqm, in line with the figure for the first three quarters of the previous year. By size range, the performance of the different floor areas remained very stable, with increases or decreases ranging from three positive percentage points to three negative percentage points. The area segment that has gained the most weight is between 1,000 sqm and 3,000 sqm, which has risen from 18% in the historical series to 21% in 2022.

It should also be noted that between January and September, 28 transactions >3,000 sqm in the Madrid office market were recorded, three more than the annual total in the same range in 2021. In terms of the group of floor areas losing weight in the market, spaces <250 sqm stand out, which accounted for 22% between January and September, three points below the average for the historical series.

The breakdown of transactions <250 sqm by segment reflects a decline in all ranges except for the largest one (200 - 250 sqm). Smaller companies find it easier to meet their need for office space in flex offices rather than in the conventional office market, which would compete with some older buildings, where smaller office space is generally found. The average age of the buildings where transactions <200 sqm have been signed is 30 years. 46% of these properties were built after 2000, a figure which has increased progressively in recent years, indicating that, even within a limited budget, users value the buildings' quality positively, assuming that more modern buildings will have better features.

Flex office operators continue to gain ground in the Madrid office market, albeit at a slower pace than in pre-pandemic years. At the end of Q3 2022, around 18,000 sqm have been contracted by various flex operators, accounting for over 4% of the total.

The presence of flex operators remains at a level similar to that of 2021, but still with room to run until reaching the figures of 2018 (11%) and 2019 (9%). The trend suggests that the percentage will grow progressively in the coming years, although the growing interest in this type of space has led to the model also being included in other real estate sectors, such as retail, hotel and residential (increasingly present in new developments, whether for the sale and purchase or rental market).

Future Office Supply

The opportunity to develop new buildings within the M-30 ring road is concentrated in Méndez Álvaro during 2023. The Catalana Occidente Tower will have more than 20,000 sqm floor space, which will be delivered in the first half of the next year, together with InmoCaixa's Visionary Building (8,000 sqm). After a year without activity, the prime area is back in construction, and in the second half of 2023 the refurbishment of Castellana 14 and Castellana 19, which Insurance Compensation Consortium's is carrying out, will be completed. The close outskirts will continue to lead the works outside the M-30, and there will be movement on the A6 highway, with the refurbishment of two of the five buildings at Cerro de los Gamos, 5 in Pozuelo.

Rents

The average closing value of the transactions recorded in Q3 2022 was close to €19.90 per sqm per month. This is due, on the one hand, to the dynamism of demand inside the M-30 road, and on the other, to the growing activity in "A" class buildings.

The aggregated value at the end of Q3 2022 stood at €19.15 per sqm per month, which accounts for a 6% year-on-year rise.

At any rate, it should be noted that the market is moving at double speed. While the interior of the M-30 shows a positive performance, the outskirts continue to move downwards. Factors such as the submarket's fundamentals, the asset's locations and the property's quality (among others) modulate the evolution of rents.

The interest rate hike in July and September 2022 has suddenly made financing more expensive, which has acted as leverage to increase theoretical yield levels, which have risen by an additional 50 bps (65 bps since the beginning of the year). Prime CBD stood at 3.75% at the end of Q3 2022 and Prime outside the M-30 at just over 5%. The ECB's announcement of further hikes until the end of the year points to additional growth in the short term.

Investment and ESG

The investment market is once again facing a time of uncertainty. With the ravages of the health crisis behind us, the delicate geopolitical situation has triggered various turbulences on the economic front, which have led to an unusual increase in CPI in 2022.

Contrary to expectations, the change in financing conditions has not slowed down the market. In fact, there is still a significant volume of investment in search of a location, and Spain is on investors' radar. According to the Savills Autumn 2022 Europe and Middle East investor sentiment survey, Spain is in fourth place in the top 5 countries generating the most interest and CBD offices is one of the sectors in the spotlight, led by the beds & sheds (living and logistics) segments.

The office market in Spain accumulated nearly 2.3 billion at the end of Q3 2022, which represents 18% of the total commercial real estate market (including multi-family housing and student residences), still a long way from the almost 40% weight it has recorded in the historical series. Still, it should be born in mind that in recent years the investment market has grown in terms of product diversification, which has led to a decline in the share of traditional sectors. With just over 1.2 billion, Madrid accounted for 46% of the national total in 2022. After a year 2021 with little activity (barely €710 million), the entry into the market of product sales processes adapted to the requirements of the different investment profiles has shown that investors are still interested in participating in the capital market.

Regarding asset's quality, ESG aspects are increasingly entering the equation, not only for owners, but also for tenants. More and more companies, especially multinationals, have strict guidelines when choosing a new location, and discarding all assets that do not have an ESG certificate. In this sense, investors are seeking products that already have a green seal, that are in the process of certification or that, after a refurbishment and repositioning project, are expected to qualify for a seal of environmental and human sustainability.

3.8. DEPENDENCE ON LICENSES AND PATENTS

The Group is not dependent on any trademark, patent, intellectual property right or license that affects its business.

3.9. INSURANCE CONTRACTS

The Company has indirectly – through its wholly-owned subsidiaries –, underwritten the following insurance policies:

Insurer	MAPFRE ESPAÑA COMPAÑÍA DE SEGUROS Y REASEGUROS, S.A.
Policy Holder	CASTONDO XXI, S.L.U.
Insured Asset	Calle Lérida, 32-34, Madrid 28020
Insured Amount	€35,000,000
Purpose	Insurance on the works performed in the insured asset
Validity Period	24 October 2022 – 29 May 2026

Insurer	ZURICH INSURANCE P.L.C. SUCURSAL EN ESPAÑA
Policy Holder	CASTONDO XXI, S.L.U.
Insured Asset	Calle Lérida, 32-34, Madrid 28020
Insured Amount	€10,000,000
Purpose	Civil Liability on the works performed in the insured asset
Validity Period	24 October 2022 to 30 May 2026

Insurer	MAPFRE ESPAÑA COMPAÑÍA DE SEGUROS Y REASEGUROS, S.A.
Policy Holder	JAESURE, S.L.U.
Insured Asset	Calle Retama 3, Madrid 28045
Insured Amount	€40,000,000

Purpose	Insurance on the works performed in the insured asset
Validity Period	5 July 2022 to 4 July 2026

Insurer	ZURICH INSURANCE P.L.C. SUCURSAL EN ESPAÑA
Policy Holder	JAESURE, S.L.U. (for its benefit and for the benefit of CASTONDO XXI, S.L.U.)
Insured Asset	Calle Retama 3, Madrid 28045 and Calle Lérida, 32-34, Madrid 28020
Insured Amount	€25,000,000
Purpose	Civil Liability on the works performed in the insured assets
Validity Period	1 January 2023 to 31 December 2023

Insurer	ZURICH INSURANCE P.L.C. SUCURSAL EN ESPAÑA
Policy Holder	JAESURE, S.L.U. (for the benefit of CASTONDO XXI, S.L.U.)
Insured Asset	Calle Lérida, 32-34, Madrid 28020
Insured Amount	€28,226,000
Purpose	All risks property damage and benefit loss insurance policy
Validity Period	1 January 2023 to 31 December 2023

Insurer	ZURICH INSURANCE P.L.C. SUCURSAL EN ESPAÑA
Policy Holder	JAESURE, S.L.U.
Insured Asset	Calle Retama 3, Madrid 28045
Insured Amount	€35,200,000
Purpose	All risks property damage insurance policy
Validity Period	1 January 2023 to 31 December 2023

Insurer	LIBERTY MUTUAL INSURANCE EUROPE, Sucursal en España
Policy Holder	JAESURE, S.L.U.
Insured Asset	Calle Retama 3, Madrid 28045
Insured Amount	€10,000,000
Purpose	Civil liability on the works performed in the insured asset

Validity Period	From 5 July 2022 to 31 July 2024 (construction) and 31 July 2026 (maintenance)

3.10. RELATED-PARTY TRANSACTIONS

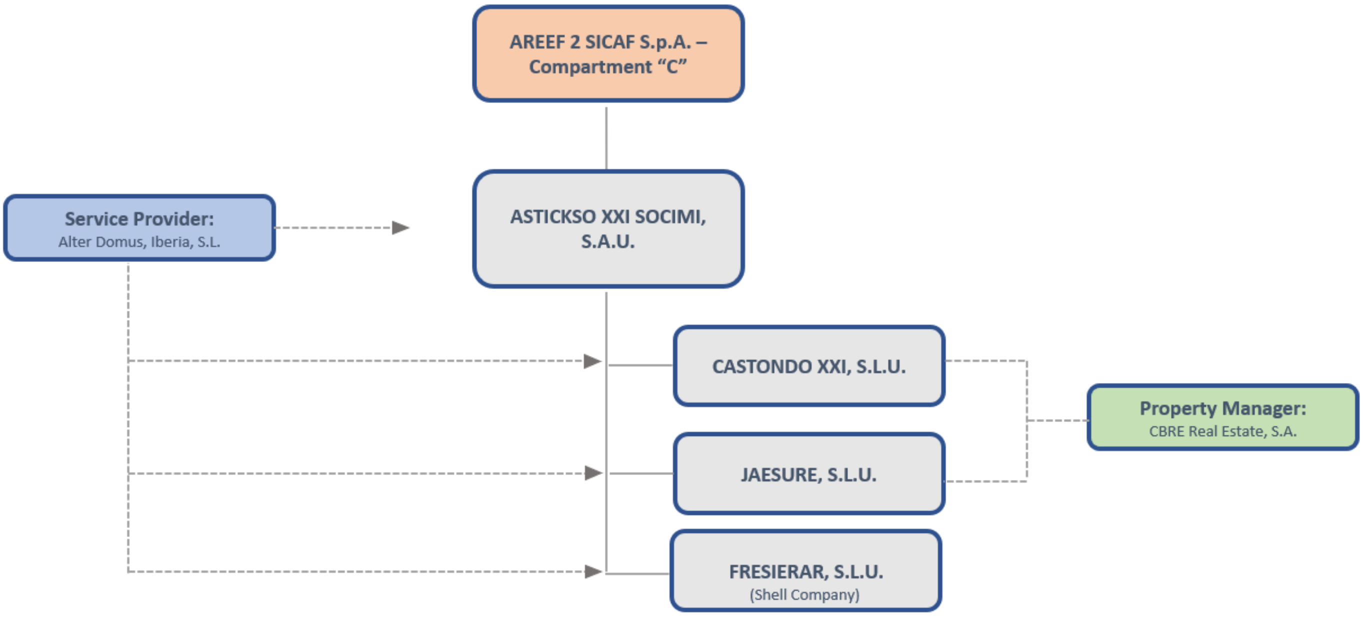
The Company has entered into related-party transactions.

ASTICKSO granted a simple notes issue ("*emisión de obligaciones simples*"), under which 7,569 notes of one thousand euros (€1,000) of nominal value each, simple, non-convertible and unsecured (except for ASTICKSO's guarantee), amounting to a total of €7,569,000 fully subscribed by its sole shareholder (i.e. AREEF 2 SICAF S.p.A – Compartment "C") approved by the Board of Directors of ASTICKSO on 7 July 2021, whose resolutions were formalised as a Spanish public document on 13 July 2021 by the Notary Public of Madrid Mr. Francisco Consegal García.

4 ORGANIZATION

4.1. COMPANY'S FUNCTIONAL ORGANISATION CHART

All the strategic, management and most relevant decisions impacting on the business plan, the activity or the assets are taken by the Board of Directors. The Company does not have any employees, and thus, certain property-related management functions have been externalized. For further details on the role played by the Property Manager, please refer to section 3.2. above.



5 GOVERNANCE AND SHARE CAPITAL

5.1. BOARD OF DIRECTORS

5.1.1 Composition of the Board of Directors

The Board of Directors of the Company is composed by:

Member	Position
Mr. Nicola Sajeva	Chairman
Mrs. María Victoria Oliver de Querol	Board Member
Mr. Luis Huete Arrieta	Board Member
Mr. Miguel Liria Plañiol	Board Member
Mrs. María del Pilar Carreras Boj	Secretary non-director
Mr. José Luis Rumbao Real	Vice-Secretary non-director

5.1.2 Directors' trajectory

The career and professional profile of the current directors is described below:

Mr. Nicola Sajeva

Nicola Sajeva is the chairman of the Board of Directors of ASTICKSO.

He works at Prelios SGR S.p.A., an external management company of funds and SPVs, and Bank of Italy strictly supervises it. For more than five years, he was responsible for the fund management business unit Core+ & Value-Added. He is currently appointed Co-Head of Asset and Development management working on more than twenty-five funds with an aggregate AUM higher than €4 billion, dealing with their peculiarities and operating daily transactions.

Previously he worked at Intesa Sanpaolo Group S.p.A., launching the start-up project for the management of real estate NPL's, and at Generali Real Estate SGR S.p.A., the real estate branch of the well-known international insurance company achieving the role of Responsible of one business unit.

He started his career working for an international real estate consulting company, for a property company of an Italian bank group and an engineering company.

Nicola has a degree from Politecnico di Milano and a real estate background with studies at SDA Bocconi, but during his professional career, he has also acquired experience in many financial, legal, and compliance matters. He speaks Italian and English.

Mrs. María Victoria Oliver de Querol

As the Company's attorney, she reviews and signs all day-to-day contracts and operations of the holding company and its subsidiaries.

Victoria is a reliable professional with significant experience in the corporate service industry. She provides independent company administration and representative services to a limited range of foreign clients operating in Spain, mainly investing in the real estate market.

She worked at Vistra, an international corporate service provider, for more than five years as Executive Director, at their Barcelona office, responsible for the Financial Department. During her employment at Vistra she was appointed Director or member of the Board of Directors of several clients, dealing with their needs and operating their bank accounts on a day-to-day basis.

Previously she was Partner and Director in the Spanish Office at Orangefield, a well-known international corporate and trust service provider. Also, she was a Partner and Director of a local advisory company, focused on international clients.

Victoria has a financial background with studies at Esade Business School (including an MBA), but during her professional career, she has also acquired experience in many legal and compliance matters. She speaks English and Spanish.

Mr. Luis Huete Arrieta

Luis is a reliable professional with experience in the finance industry. He worked in the Investment Banking team of J.P. Morgan in London before joining Ardian's Real Estate team in Madrid in 2020.

He reviews contracts and operations of the holding company.

Luis studied International Business and Law (Double Degree) at Universidad de Navarra. He speaks English, French and Spanish.

Mr. Miguel Liria Plañiol

Miguel Liria is an independent member of the Board of Directors of ASTICKSO.

Miguel is a lawyer, partner, and head of legal of Latorre & Asociados. Before joining Latorre & Asociados he worked at Uría Menéndez in Madrid and Santiago de Chile (Chile) for ten years. Miguel has first-hand experience in Latin American matters, having headed up Uría Menéndez' Santiago de Chile office between January 2002 and June 2005.

His practice focuses on commercial and company law, corporate litigation, M&A, construction projects, corporate restructuring, and insolvency.

Miguel Liria acts as secretary, non-director, and independent director of several Spanish companies. He has first-hand and extensive experience in real estate and investment companies.

Miguel regularly participates in seminars on legal matters and has some publications. Lecturer on M&A and Restructuring in the Master's Programme of Commercial Law at the Universidad Autónoma de Madrid (2006-2012).

Miguel has a law degree from Universidad Complutense de Madrid and an Executive on International Taxation at Centro Garrigues.

He is a member of the Madrid Bar and the Royal Academy of Jurisprudence and Legislation.

He speaks Spanish, English, and French.

Mrs. María del Pilar Carreras Boj

Pilar is the Secretary non-director of the Board of Directors of Astickso.

She has a PhD in Law from the University of Barcelona, having extensive experience in large national law firms such as Cuatrecasas or Uría and in the field of Service Providers for the last four years. She has been part of different boards of directors and is currently responsible for the Corporate and Secretarial services of Alter Domus clients where she currently works.

Mr. José Luis Rumbao Real

José Luis is the Vice-Secretary non-director of the Board of Directors of Astickso.

José Luis holds a law Degree in Law by the University of Seville and has extensive experience in the trust and banking sector, working for different corporate services providers within and outside Spain. José Luis currently holds the position of Corporate Services Senior Manager at Alter Domus Spain.

5.1.3 Assessment of the Board of Directors related to Bankruptcy, Liquidation, and/or Fraud Related Convictions

The Board of Directors declares that neither the Company nor its directors, are or have been involved in historical (at least in the previous past five years) or ongoing bankruptcy, liquidation, or similar procedure, and fraud-related convictions or ongoing procedures in which any person from the management and/or board of the Issuer have been involved.

6 RISK FACTORS

As set forth below, the Group has considered the risks that could adversely affect its future financial results.

The Group has done its best to carefully consider all the risks it faces. However, it acknowledges that there may be additional risks currently unknown or deemed not to be material that either on a standalone basis or in conjunction could cause a material adverse effect on its business activity, financial position, or operating results.

Type of risk	Description	Impact	Risk management
Economic scenatio and other risks associated with the real estate business	Cyclical sector	🟡	Creating best-in-class assets in good locations is a more defensive strategy
	Inflation	🟢	Conservative projections
	Demand fluctuation and decrease in rental prices	🟡	Long term lease contracts
	Liquidity of investments	🟡	Possibility of extending the investment timespan
	Vacant or occupied properties	🟡	Experienced property manager to market vacant properties
	Collection of rents	🟡	Experienced property manager to deal with such events
	Competition	🟢	Leveraging tenant's feedback to maintain itself well-positioned
Operating risks	Management risk	🟢	The Company relies on reputable and experienced advisers
	Valuation of assets	🟡	CAPEX invested in a valuation increase program
	Property damage	🟢	Insurance policies are underwritten
	Transition risks	🟡	ESG certifications in progress of being obtained
	Industry, geographic concentration	🟡	Triple A Tenants, prime areas
	Sole Shareholder	🟢	
Financial risks	Lack of capacity to obtain financing	🟢	Quality access to bank financing
	Debt management and interest rates	🟢	Financial hedges in place
	Forward-looking statements	🟢	Backed by expert advice
Legal, regulatory and economic risks	Regulatory risks	🟢	Establishing compliance controls & ensuring close collaboration with
	SOCIMI regime	🟡	
	Litigation	🟢	Establishing compliance controls. No opened litigation procedures
	Lack of liquidity to distribute dividends	🟢	Dividends could be distributed in kind, or financing requested
Risks associated with the stock market	Volatility and liquidity	🟢	Non-existent share volatility/liquidity - Sole Shareholder
	Probability of losses	🟢	Conservative guidance by management

🔴 High impact
🟡 Moderate impact
🟢 Low impact

6.1. ECONOMIC SCENARIO AND OTHER RISKS ASSOCIATED WITH THE REAL ESTATE BUSINESS

6.1.1 Cyclical sector

The Real Estate sector is very sensitive to the existing political and economic-financial environment. The revenues derived from the property assets and their valuations depend, in large part, on the supply and demand for properties, inflation, interest rates, the economic growth rate, or legislation.

If the Group's asset portfolio were to suffer a decline in value requiring a provision concerning the carrying value, this would have an impact on the profit, the financial situation, and the valuation of the Group. However, in order to mitigate the risk, the Company has a defensive strategy, by creating best-in-class assts in good locations.

6.1.2 Inflation

In the aftermath of the COVID-19 pandemic, which had a profound impact on global economies, including Spain, the focus now shifts towards addressing the macro-economic risks arising from the post-pandemic recovery and geopolitical uncertainties. The Spanish economy, like many others, is grappling with the challenges of rebuilding and stabilizing in a changed world. Additionally, the ongoing Ukraine conflict adds another layer of complexity to the economic landscape. These macro-economic risks demand careful attention and strategic measures to ensure a resilient and sustainable path forward for businesses and organizations.

Derived from the above, one key area of concern is inflation, which has become a pressing issue for the Spanish economy. The interannual Consumer Price Index (CPI) in Spain stood at 7.3% according to preliminary data provided by the Spanish National Institute of Statistics (INE) corresponding to October 2022, with core CPI standing at 6.2%. This preliminary data represents a decrease compared to last July 2022 CPI data (10.8%) – record peak since 1984 – but still represents one of the main challenges to the Spanish economy.

As for inflation, in Spain it began to moderate after reaching its peak (10.7%) in July 2022, standing at 3.8% in April 2023. In the near term, headline inflation is expected to continue to head down: the BoS latest forecasts for Spain envisage a sharper fall in inflation, from 8.3% in 2022 to 3.7% in 2023.

The European Central Bank started increasing interest rates in Q3 2022, being the last increase beginning of May 2023, after which the interest rate stands at 3,75%. This, together with the reversal of the supply shocks, the fall in energy prices on international markets from the summer onwards and the gradual clearing of the bottlenecks in international trade, has led the inflation to decrease to more reasonable levels.

In light of the macro-economic risks stemming from the post-pandemic scenario and the Ukraine war, the Group is poised to undertake various strategic measures to mitigate these challenges effectively. Scrutiny of the evolving economic landscape and its direct implications on the real estate market will be paramount. This entails a comprehensive evaluation of the ramifications arising from an uneven recovery trajectory and the prevalent energy crisis. Consequently, the Group will consistently assess its financing strategies, ensuring their adaptability to the dynamic environment.

6.1.3 Risks derived from the possible fluctuation in the demand for properties and their consequent decrease in rental prices

In the event that the current tenant of CASTONDO's asset and future tenants of JAESURE's asset decide not to renew their contracts or negotiate rent prices downwards, it would negatively impact the Company's financial situation, profits and valuation. The Group nonetheless believes that if the current tenant of CASTONDO's asset or some of the future tenants of JAESURE's asset decided not to renew their lease agreements, the properties would not take long to be leased again, and new leases would reflect the new market rents.

6.1.4 Degree of liquidity of investments

Real estate investments are characterized as being more illiquid than investments in movable property. Therefore, in the event that the Group wants to disinvest part of its portfolio, its ability to sell may be limited in the short term.

To address the potential limitation and enhance its ability to navigate disinvestments, the Group, consistently evaluates properties' performance and identifies improvement opportunities. By actively monitoring and optimizing the portfolio, the Group strives to enhance the attractiveness of assets, thereby increasing the likelihood of a successful sale if the need for disinvestment arises. Additionally, managing financial resources to ensure sufficient liquidity and flexibility enabling the Group to navigate any short-term limitations on selling its real estate holdings.

6.1.5 Risk of properties becoming vacant

The building located in Calle Retama 3 is expected to be leased once the renovation works are completed. Taking longer than expected for the lease up would impact the Group's results and the valuation of the asset. Nonetheless, the Group believes the asset will be leased well given its attractive location and outstanding ESG attributes.

6.1.6 Risks related to the collection of rents from the assets and property recovery

Future tenants of the asset located in Calle Retama 3 could occasionally undergo unfavorable financial circumstances preventing them from duly meeting their payment commitments. In the event of any non-fulfillment by the tenants, the collection of the pending rent by the property may be delayed until a legal eviction is obtained, and therefore the availability of such property for re-lease may also be delayed. This could have significant, unfavorable effects on the operations, financial situation, forecasts, and results of the Company. The Group considers, however, that the probability of occurrence – many tenants being subject to unfortunate financial situation at once or consequently – is low given the profile of the property assets, and the tenants to which the properties are aimed (Triple A Tenants).

6.1.7 Competition

The Group's activity takes place in a fragmented and competitive sector in which other national and international SOCIMI, and minor property owners – those with ten or fewer owned properties – coexist. The Spanish real estate market does not have entry barriers – other than the availability of funding. And it is precisely the availability of funding from banking institutions that may have started to decrease, particularly to natural persons and small and medium enterprises, given current uncertain economic circumstances and the recent tax on interests and banking fees approved by the Spanish Government to the banking sector.

The Group's size and positioning when it comes to financing should provide a certain advantage. If firms with which the Group competes, or new firms, which the Group could begin to compete with, or small savers destined more of their savings towards real estate investments, a threat would arise, and their business opportunities could consequently be reduced, hence affecting its business, results, financial structure and/or equity valuation.

To mitigate the risks of increased competition and changing investor behavior, the Group will focus on proactively monitoring market trends, which involves conducting comprehensive market research, competitor analysis, and staying updated on industry developments. This will allow the Group to identify emerging trends, anticipate shifts in investor behavior, and adjust its strategies accordingly.

6.2. OPERATING RISKS

6.2.1 Management risk

It is common for small to medium size real estate companies subject to the SOCIMI regime to externalize some or all their day-to-day management to a third party. This is precisely the case for the Group – see section 3.2. "Business Model" for more information on the services and roles played by the different advisors appointed by the Group.

Errors concerning the identification of work improvements, negotiating with tenants, or of any other sort may have a significant negative impact on the Group's business, profits or financial and equity situation.

6.2.2 Risks associated with the valuation of assets

When valuing the real estate assets, JLL made certain assumptions, among others, concerning the future occupancy rate of the assets, the future rents estimates, the estimated profitability, or the discount rate used, with which a potential investor may disagree. If said subjective elements were to evolve negatively, the valuation of the Group's assets would be lower and could consequently affect the Group's financial situation, profit, or valuation.

6.2.3 Risk of property damage

The Group's properties are exposed to damage from possible fires, floods, accidents, or other natural disasters. If any of this damage is not insured or represents an amount greater than the coverage taken out, the Group will have to cover the same as well as the loss related to the investment made and the income expected, with the consequent impact on the Group's financial situation, profit, and valuation.

The Company has, however, underwritten insurance policies with different insurance companies through its subsidiaries to cover the risks of property damage. Please refer to section 3.9. "Insurance Contracts" of this Information Document for further information.

6.2.4 Transition Risks

Changing market expectations, policy and legal reform, and reputational impacts related to ESG represent increasing financial risk to investors. Market and legislative expectations of ESG factors are increasing, with a heightened focus on sustainability, health & well-being, and Net Zero Carbon. Occupiers' requirements, Clients' targets, and Investors demanding transparency about energy efficiency, carbon emissions and climate impact will lead the market in the future.

The Company's assets are obtaining several certifications such as BREEAM and LEED certifications among others, which is likely to mean the properties are relatively futureproofed against future market expectations.

6.2.5 Degree of concentration – industry, geographic

The Company is a SOCIMI, so, its activities must abide by its corporate purpose. The Issuer has invested in Madrid only, thus giving place to a large exposure to the Spanish capital. Therefore, if there were changes regarding the urban development in the corresponding municipality or the autonomous community or changes due to specific economic conditions in this region, the Group's financial position, results or valuation may be adversely affected.

Madrid is, however, the Spanish city with the highest economic activity, the fifth autonomous community with the lowest unemployment, and the one with the highest GDP per capita. In addition, Madrid is the second autonomous community where housing prices have increased the most in 2022 (8,5%), and although at a slower pace due to current global economic uncertainties, the positive trend is expected to continue.

The Spanish capital macroeconomic outlook remains strong, and therefore it is not thought the concentration of the portfolio in Madrid would make the Group face greater risks than it could otherwise face had its investments be carried out in a more geographically diversified fashion.

6.2.6 Sole Shareholder

The Company is owned by a Sole Shareholder, AREEF 2 SICAF, S.p.A. – Compartment "C"., and as such, it could decide to change the Company's business model its corporate strategy or withdraw from the SOCIMI regime to which it is currently subject to just to mention a few. It should however be highlighted that even though a Sole Shareholder owns the Company, the latter is ultimately owned by a fund managed by ARDIAN France, S.A. as AIFM, a world leading private equity and asset management firm which groups together a large investor's base, and thus must act in accordance with the interest of those it represents. Additionally, should there be any material change, this shall be communicated to the market in accordance with the terms set out in the Euronext Access Rule Book.

6.3. FINANCIAL RISKS

6.3.1 Lack of capacity to obtain financing intended for new investments

Even though the Group does not contemplate acquisitions in the future, it may need financing if further CAPEX is required. Were financing to be necessary in the future, it would come in the form of equity and/or through bank loans.

Moreover, the Company is a SOCIMI, and as such, its ability to grow is limited by the obligation to distribute at least 80% of annual profits, 100% of the profits received in the form of dividends from the investment in other SOCIMI vehicles, and at least 50% of proceeds generated in an asset sale.

Thus, if the Company intends to grow, it will most likely require external financing, either from banks or by executing a share capital increase from its current or future shareholders. Were this to be the case, the Company's ability to find external funding could be impaired due to external factors, and it could encounter difficulties in achieving its objectives, which could impact its business, results, financial structure, and equity valuation.

6.3.2 Debt management and the associated interest rate

As of the date of publication of this Information Document, the Company considers that all conditions set by its lenders are being met and will continue to be met for the duration of the facility agreements. In case of non-compliance, the lenders could demand the loan to be repaid in full, risking the Company´s viability.

6.3.3 Forward-looking statements

This Information Document contains forward-looking statements that involve risks and uncertainties. All statements, other than those of historical fact, contained in this Information Document are forward-looking statements. The Group's actual results could differ materially from those anticipated in the forward-looking statements as a result of many factors. Investors are urged to read this entire document carefully before making an investment decision. The forward-looking statements in this Information Document are based on the Directors' beliefs and assumptions and information only as of the date of this Information Document, and the forward-looking events discussed in this Information Document might not occur. Therefore, investors should not place any reliance on any forward-looking statements. Except as required by law or regulation, the Directors undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future earnings or otherwise.

6.4. LEGAL AND REGULATORY RISKS

6.4.1 Regulatory risks

The Group's activities are subject to legal and regulatory provisions of a technical, environmental, fiscal, and commercial nature, as well as planning, safety, technical, and consumer protection requirements. The local, autonomic, and national administrations may impose sanctions for non-compliance with these standards and requirements. The sanctions may include, among other measures, restrictions that may limit the performance of certain operations by the Company and its subsidiaries. In addition, if the non-compliance is significant, the fines or sanctions may harm the Group's profits and financial situation.

A significant change to these legal and regulatory provisions or a change affecting how these legal and regulatory provisions are applied, interpreted, or met may force the Company to change its plans, projections or even properties and, therefore, assume additional costs, which could negatively impact the Group's financial situation, profit or valuation.

6.4.2 Risks related to the application of the SOCIMI regime, changes in tax legislation (including changes in the tax regime of SOCIMI) and loss of the SOCIMI regime

ASTICKSO and CASTONDO notified the Spanish tax authorities on their option to apply the SOCIMI special tax regime on September 28, 2021, and JAESURE and FRESIERAR on September 20, 2022. The application of said special tax regime is subject to compliance with the requirements set out in Law 11/2009, modified by Law 16/2012.

Following the application of the SOCIMI tax regime, the Company shall be subject to a special tax of 19% on the full amount of the dividends or profit sharing distributed to the partners whose participation in the share capital of the entity is equal to or greater than 5% when the dividends paid out to these shareholders are either tax exempt or taxed at a rate lower than 10%.

The aforementioned shareholders will indemnify the Company by reimbursing an amount equivalent to 19% of the dividends received. The indemnity to be paid by the shareholders will be offset against the amount of the cash to be paid as dividends. In the event that the income received by the Company as a result of the indemnity is taxed by corporate income tax at the rate of the general tax, the amount of the indemnity shall be increased to the extent necessary to absorb this tax cost.

In addition, following the application of the SOCIMI tax regime, JAESURE and CASTONDO shall be subject to a special tax of 15% of the full amount of profits they do not distribute as dividends and to the extent they correspond to income that (i) has not been subject to the general corporate income tax regime, and (ii) is not reinvested in properties for the fulfilment of the corporate purpose of the companies.

Any change (including changes of interpretation) in the Law of SOCIMI or in relation to the tax legislation in general, in Spain or in any other country in which the Company may operate in the future or in which the shareholders of the Company are residents, including but not limited to:

(i) The implementation of new taxes, or

(ii) The increase of the tax rates in Spain or any other country where the Company may operate could adversely affect the activities of the Company, its financial conditions, its forecasts or results of operations.

Regarding the Law of SOCIMI, non-compliance with the requirements established in this Law would determine the loss of the special tax regime applicable to ASTICKSO (except in cases where the regulations allow its correction within the next immediate exercise).

The loss of the SOCIMI regime (i) would have a negative impact on the company in terms of direct taxes, (ii) could affect the liquidity and financial position of ASTICKSO as long as it is required to regularize the direct taxation of the income obtained in previous tax periods going to tax in accordance with the general regime and the general corporate income tax, and (iii) would determine that ASTICKSO could not opt again for the application of the same regime until at least three years from the conclusion of the last tax period in which said regime would have been applicable. All this could affect the return that investors obtain from their investments in the Company.

6.4.3 Litigation risk

Although the Issuer is not currently party (as a claimant or a defendant) to either material or non-material litigation, it may be subject to such litigation in the future. In addition, the Issuer may be subject to other disputes, claims, and complaints, including adversarial actions, by customers, suppliers, insurers, and others in the ordinary course of business. Significant claims or a substantial number of small claims may be expensive to defend, may divert the time and focus of management away from the Issuer's operations, and may result in the Issuer having to pay monetary damages, any of which could have a material adverse effect on the Issuer's financial condition, business, prospects and results of operations. In addition, negative publicity or substantial litigation against the Issuer could negatively impact its reputation, even if the Issuer is not found liable, which could adversely affect the Issuer's business and financial condition.

6.4.4 Lack of liquidity for the payment of dividends

All dividends and other distributions paid by the Company will depend on the existence of profits available for distribution. In addition, there is a risk that the Company generates profits but does not have sufficient cash to meet, monetarily, the dividend distribution requirements set out in the SOCIMI tax regime. If the Company does not have sufficient cash, it may be required to cover dividends in kind or to implement a system of reinvesting dividends in new shares.

As an alternative, the Company may request additional funding, which would increase its financial costs, and reduce its capacity to ask for funding for making new investments and have an adverse material effect on the Company's business, financial conditions, operating results, and forecasts.

Shareholders would be obliged to assume the fiscal costs of paying the dividend. In addition, the payment of dividends in kind (or the implementation of equivalent systems such as the reinvestment of the dividend right in new shares) may dilute the shareholding of some shareholders who receive the dividend monetarily.

6.5. RISKS ASSOCIATED WITH THE STOCK MARKET

6.5.1 Share price volatility and liquidity

Euronext Access is a multi-lateral trading facility designed principally for growth companies and as such, tends to experience lower levels of trading liquidity than larger companies quoted on the Regulated Market or some other stock exchanges. Following admission, there can be no assurance that an active or liquid trading market for the shares will develop or, if developed, that it will be maintained. The shares may therefore be subject to large fluctuations in small volumes of shares traded. As a result, an investment in shares traded on Euronext Access carries a higher risk than those listed on the Regulated Market.

Prospective investors should be aware that the value of an investment in the Issuer may go down and as up, and that the market price of the shares may not reflect the underlying value of the Group. There can be no guarantee that the value of an investment in the Issuer will increase. Potential investors may therefore realise less than, or lose all, their original investment. The share price of the Issuer is expected to be illiquid for the time being. The price at which the shares are quoted, and the price potential investors may realise for their shares may be influenced by many factors, some of which are general or market-specific, others which are sector-specific, and others which are specific to the Issuer and its operations. These factors include, without limitation, (i) the performance of the overall stock market; (ii) large purchases or sales of shares by other investors; (iii) financial and operational results of the Issuer; (iv) changes in analysts' recommendations and any failure by the Issuer to meet the expectations of the research analysts; (v) changes in legislation or regulations and changes in general economic, political or regulatory conditions; and (vi) other factors which are outside the control of the Issuer.

6.5.2 Probability of making losses on investment

Shareholders in companies such as the Issuer must remain wary of the fact that markets such as Euronext Access are designed for growing small and medium enterprises with future prospects, and, as such, shareholders assume greater risks compared to investments in large capitalization companies trading on regulated markets. An investment professional should adequately advise investors in Euronext Access and should read this Information Document adequately and entirely prior to investing.

7 INFORMATION CONCERNING THE TRANSACTION

7.1. REGISTRATION WITH EURONEXT ACCESS

Admission procedure: Admission to trading of ordinary shares on Euronext Access Paris through technical admission.

ISIN: ES0105708004

Euronext Ticker: MLAST

Number of shares to be listed: 5,000,000 shares

Nominal price per share: €1

Reference price per share: €9.85

Market capitalisation: €49,250,000

First listing and trading date: 21/07/2023

Listing Sponsor: ARMANEXT ASESORES S.L.

Agent Bank: BANCO DE SABADELL, S.A.

Central Securities Depositary: EUROCLEAR FRANCE

7.2. OBJECTIVES OF THE LISTING PROCESS

This transaction is carried out within the framework of a procedure for admission to trading on the Euronext Access Market operated by Euronext Paris S.A. through technical admission. The proposed transaction does not require a visa from the Autorité des Marchés Financiers (AMF).

The registration in the Euronext Access Market will allow the Company to acquire notoriety and adapt to financial markets' operations.

Additionally, to keep the SOCIMI's special tax regime, the Company's shares must be admitted to trading on:

1. A regulated market in Spain, or in a Member State of the European Union or the European Economic Area, or in a state that has an effective exchange of information with Spain; or

2. A multilateral trading facility ("MTF") in Spain, or in a Member State of the European Union or the European Economic Area (such as Euronext Access Paris).

7.3. COMPANY'S SHARE CAPITAL

The Company's registered share capital amounts to FIVE MILLION EUROS (€5,000,000), represented by and divided up into FIVE MILLION (5,000,000) nominative, cumulative, and indivisible registered book-entry shares denominated in Euros, each with a par value of ONE EURO (€1), such shares being fully subscribed and paid up.

All the shares are of the same class and award their holders the same rights.

SHAREHOLDER	SHARES	SHAREHOLDING
AREEF SICAF S.p.A. – Compartment "C"[3]	5,000,000	100%
TOTAL	**5,000,000**	**100%**

7.4. MAIN CHARACTERISTICS OF THE SHARES

The legal regime applicable to ASTICKSO's shares is that envisaged in Spanish law, the provisions included in (i) the restated text of the Spanish Companies Law, approved by Royal Legislative Decree 1/2010 of 2 July (*texto refundido de la Ley de Sociedades de Capital, aprobado por Real Decreto Legislativo 1/2010, de 2 de julio*), and (ii) the restated text of the Spanish Securities Market Law, approved by Royal Legislative Decree 6/2023, of 17 March (*Ley de los Mercados de Valores y de los Servicios de Inversión, aprobada por el Real Decreto Legislativo 6/2023, de 17 de marzo*), and in any other regulations which develop, implement, amend or replace those laws and by all other relevant law.

[3] *In compliance with article 4 of Law 10/2010, of April 28, 2010, on anti-money laundering and counter-terrorist financing, in relation to the company "ASTICKSO XXI SOCIMI, S.A.U.", there is no natural person who ultimately holds or controls, directly or indirectly, more than 25% of the capital or voting rights, or who otherwise exercises control, directly or indirectly, over the management of same.*

ASTICKSO's shares are represented by book entries and are registered in the corresponding accounting records kept by Iberclear. All ASTICKSO's shares are registered, belong to the same class and series, and are fully subscribed and paid up. All shares representing the Company's share capital also confer the same dividend and voting rights. Each share carries the right to one vote, and there are no preference shares.

7.4.1 Share Capital

The share capital is FIVE MILLION EUROS (5,000,000.-Euro), represented by 5,000,000 shares, each with a par value of ONE EURO (1.- Euro), fully subscribed and paid up.

All the shares belong to a single class and series and confer the same rights and obligations to their holder.

7.4.2 Transfer of shares

The shares and economic rights deriving therefrom, including the pre-emptive subscription right, are freely transferable by all means permitted by law.

Notwithstanding the foregoing, a shareholder who wishes to acquire a shareholding in excess of 50% of the share capital must make, at the same time, a purchase offer addressed to all shareholders under the same conditions.

A shareholder who receives a shareholder's offer or a third party's offer to purchase its shares which, based on the terms of the agreement, the characteristics of the acquirer and other circumstances, could reasonably be inferred that it is intended to confer on the acquirer a shareholding in excess of 50% of the share capital, may only transfer shares that determine that the acquirer exceeds the aforementioned percentage if the potential acquirer proves that it has offered to the totality of the shareholders the purchase of their shares under the same conditions.

7.4.3 Ancillary Obligations

The Company's shares entail the realization and fulfilment of the ancillary obligations described below.

These obligations, which will not imply any compensation by the Company to the shareholder in each case affected, are the following:

1. Shareholders holding significant number of shares:

a) In general, the shareholder will be obliged to communicate to the Company the acquisition or transfer of shares, by any title and directly or indirectly, that determines that his total stake in the Company reaches, exceeds or falls from 5% of the share capital and successive multiples. If the shareholder is a manager or a director of the Company, this obligation of communication will refer to the percentage of 1% of the share capital and successive multiples. The communications must be made to the Board of Directors of the Company within a maximum period of four (4) calendar days following that on which the relevant event of the communication had occurred.

b) Any shareholder who (i) owns shares in the Company in a percentage equal to or greater than 5% of the share capital or that percentage of stake provided for in Article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies [Ley de Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario] (or any regulation that may replace it), for the accrual by the Company of the special tax for Corporate Income Tax (the “Significant Stake”), or (ii) acquires shares that, added to the previously owned, imply a significant stake in the share capital of the Company, must communicate these circumstances to the Board of Directors within four (4) calendar days from becoming the holder of said percentage of stake.

c) Likewise, any shareholder who has achieved this Significant Stake must notify the Board of Directors of any subsequent acquisition, irrespective of the number of shares acquired.

d) The same declaration to those indicated in the preceding paragraphs must also be delivered by any person who holds economic rights over shares of the Company that represent a percentage equal to or greater than five percent (5%) of the share capital or that percentage of stake that, for the accrual by the Company of the special tax for Corporate Tax, at any time is envisaged by the current legislation in substitution or as a modification of article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies (or any regulation that may replace it), including in any case those indirect holders of shares of the Company through financial intermediaries that are formally legitimized as shareholders by virtue of the accounting record but act on behalf of the said holders;

e) Together with the communication provided for in the preceding paragraphs, the shareholder, or the owner of the economic rights affected, shall provide the Company's Board with:

(i) A certificate of residence for the purposes of the corresponding personal income tax issued by the competent authorities of his country of residence. In those cases where the shareholder resides in a country with which Spain has signed a convention to avoid double taxation, the certificate of residence must meet the requirements provided for by the corresponding convention for the application of its benefits.

(ii) A certificate issued by the tax authorities of the country of residence, if this is different from Spain, attesting the type of tax to which the dividend distributed by the Company is subject, together with a declaration by the shareholder indicating that the shareholder is the beneficial owner of such dividend. In the absence of the aforementioned certificate, the shareholder must provide a declaration of being subject to taxation of not less than 10% on the dividends received from the Company, indicating the normative rule that supports said declaration, specifying an article and a description of the applicable standard that allows its identification.

The shareholder or holder of economic rights obligated shall deliver to the Company the documentation referred to in the two preceding paragraphs within ten (10) calendar days following the date on which the General Meeting or, if applicable, the Board of Directors approves a distribution of any dividend or any similar amount (reserves, etc.) and, in any case, before the date foreseen for its effective distribution.

f) If the obligor to inform fails to comply with the information obligation set forth in the preceding paragraphs, the Board of Directors may presume that the dividend is exempt of taxation for this obligor or that it is taxed at a rate lower than that provided for in article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies (or any regulation that may replace it).

In case the payment of the dividend or similar concept is made prior to the deadlines given for compliance with the ancillary obligation, as well as in case of default, the Company may withhold payment of the amounts to be distributed corresponding to the shareholder or holder of economic rights affected, in the terms of these By-laws.

g) The transfer of the shares of the Company (including, therefore, this ancillary obligation) by “inter vivos” acts or “mortis causa” is authorized for all purposes.

h) The percentage of stake equal to or greater than 5% of the share capital referred to in paragraph a) above shall be understood to be (i) automatically modified if it varies from that provided for in article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies (or any regulation that may replace it), and, therefore, (ii) replaced by that which is included at any time by the mentioned legislation.

2. Shareholders subject to special regimes:

a) Any shareholder who, as an investor, is subject in its jurisdiction of origin to any kind of special legal regime in matters of pension funds or benefit plans, must communicate this circumstance to the Board of Directors.

b) Likewise, any shareholder who is in the situation described in paragraph a) above must notify the Board of Directors of any subsequent acquisition or transfer, regardless of the number of shares acquired or transferred.

c) The same declaration to those indicated in a) and b) above shall also be provided by any person who holds economic rights over shares of the Company, including in any case those indirect owners of shares of the Company through financial intermediaries who are formally legitimated as shareholders by virtue of the accounting record but act on behalf of the said holders.

d) The Company may, by means of a written notice (an “Information Request”), require any shareholder or any other person with a known or apparent interest in the shares of the Company to provide in writing the information that the Company requires and is brought to the notice of the shareholder or other person, in relation to the actual ownership of the relevant shares or the interest thereon (accompanied, if the Company requires it, by a formal or notarial statement and / or by independent evidence), including (without prejudice to the generality of the foregoing) any information that the Company deems necessary or convenient for the purpose of determining whether such shareholders or persons are likely to be in the situation described in paragraph a) above.

The Company may make an Information Request at any time and may send one or more Information Requests to the same shareholder or to another person with respect to the same shares or interest on the same shares.

e) Notwithstanding the obligations set forth in this article, the Company shall supervise the acquisitions and transfers of shares made and shall adopt such measures as may be appropriate to avoid any damages that might arise for the Company itself or its shareholders from the application of the current regulations regarding pension funds or benefit plans that may affect them in their respective jurisdictions.

f) The transfer of the shares of the Company (including, therefore, this ancillary obligation) by inter vivos acts or mortis causa is authorized for all purposes.

7.4.4 Dividends

The General Meeting shall resolve on the distribution of the profit for the year in accordance with the provisions applicable to the Company from time to time, in particular, in accordance with Article 6 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies [Ley de Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario] (or any regulation that may replace it).

The distribution of dividends to the shareholders will be made in the proportion corresponding to the capital paid up. The shareholders entitled to receive the dividend shall be the ones registered in the accounting records of the corresponding management company of the systems for registering, clearing and liquidating securities at the time determined by the General Shareholders' Meeting or by the Board of Directors, for the purposes of the distribution resolution.

The General Meeting or the Governing Body may agree to the distribution of interim dividends with the limitations and complying with the requirements established in the applicable regulations.

Special rules for the distribution of dividends.

1. Dividend enforceability. Unless otherwise agreed, the dividend will be due and payable within one month following the date of the agreement by which the General Meeting or, if applicable, the Board of Directors has agreed to distribute it.

2. Indemnity. Wherever the Company is subject to the special tax of 19% on the number of dividends distributed to those shareholders with a stake equal to or greater than 5% who pay on dividends at a rate of less than 10%, the aforementioned shareholders will indemnify the Company by reimbursing an amount equivalent to 19% of the dividends received. The indemnity to be paid by the shareholders will be offset against the amount of dividends to be paid to those, and the Company may retain the amount of indemnity from the liquid to be paid as dividends. If the income received by the Company as a result of the indemnity is taxed by the corporation tax at the rate of the general tax, the amount of the indemnity shall be increased to the extent necessary to absorb this tax cost (i.e., gross-up). The Board shall approve the amount of indemnity of Directors before the distribution of the dividend.

3. Right of retention for breaching of the Ancillary Obligation. Whenever the payment of the dividend is made before the deadlines established for compliance with the ancillary obligation, the Company may retain those shareholders or holders of economic rights

over the shares of the Company that have not yet provided the information and documentation required in the article 11 of the By-Laws (section 7.4.3. of this Information Document) an amount equivalent to the prospective amount of indemnity that they would satisfy. Once the ancillary obligation is fulfilled, the Company will reimburse the retained amounts to the shareholder, who has no obligation to indemnify the Company. Likewise, suppose the ancillary obligation is not fulfilled within the established time limits. In that case, the Company may also withhold payment of the dividend and offset the amount with the amount of the indemnity, satisfying the shareholder the positive difference for the latter, if any.

4. Other rules. In those cases where the amount of the indemnity could cause harm to the Company (for example, that derived from non-compliance with the requirement of Act 11/2009 that at least 80% of the income of the tax period should come from certain sources), the Board of Directors may require an indemnity lower than the amount calculated in accordance with paragraph 3 of this article or delay the enforceability of such indemnity until a later date.

5. These ancillary obligations shall not entail any compensation by the Company to the relevant shareholders.

7.4.5 Dissolution and liquidation

The Company shall be dissolved by a resolution of the Shareholders' Meeting adopted at any time, subject to the requirements established and on the other grounds provided for in the applicable legislation.

Once the Company's dissolution has been resolved upon, the Shareholders' Meeting shall appoint the liquidators. The persons who were directors at the time of dissolution will be the Company's liquidators, unless the General Meeting of shareholders passes a resolution to appoint others when it adopts the resolution approving the dissolution of the Company.

In liquidating the Company, the rules established in the applicable legislation shall be followed, as well as any rules that supplement but do not contradict them and that may have been approved by the Shareholders' Meeting that adopted the dissolution resolution.

7.4.6 Exclusion from Listing

In the event that the General Meeting of Shareholders resolved to delist its equity securities admitted to trading on Euronext Access or in any other Multilateral Trading Facility, and such exclusion agreement was not backed by all shareholders, the Company shall be obliged to offer, to the shareholders who did not vote in favor of the delisting, the acquisition of their shares at a justified price resulting from the regulation of public offers for the acquisition of securities for the cases of exclusion from trading in Euronext Access or in another Multilateral Trading Facility.

The Company shall not be obliged to the aforementioned obligation whenever it agrees on the admission to listing of its shares on a different Multilateral Trading Facility simultaneously with its exclusion from trading on the Market where its shares are currently admitted to trading.

8 COMPANY VALUATION

8.1. BUSINESS PLAN

Below, the consolidated income statement forecast for the business years 2023 to 2025 is shown. Forecast has been prepared using criteria comparable to that used in the preparation of the Group's consolidated financial statements – in this case, consolidated financial statements shown in section 9 of this Information Document.

Once calculated, if applicable, the changes in the fair value of the investment properties would be added to the consolidated income statement forecast below.

The income statement forecast for the 2023-2025 period considering the assumptions explained below is the following:

(€ Thousand)	31/12/2023	31/12/2024	31/12/2025
Revenue	2,334	2,359	7,436
Other operating expenses	(1,489)	(1,385)	(2,449)
OPERATING INCOME	**845**	**974**	**4,987**
NET FINANCE INCOME (EXPENSE)	**(2,370)**	**(2,814)**	**(2,656)**
PROFIT/(LOSS) BEFORE INCOME TAX	**(1,525)**	**(1,840)**	**2,331**
Income Tax	-	-	-
PROFIT/(LOSS) FOR THE YEAR	**(1,525)**	**(1,840)**	**2,331**

Income hypothesis – the income growth factors on the occupancy and increase in rents.

- As regard to occupancy:

  i. 100% for the asset in Lerida Street 32-34.

  ii. 0% for the asset in Retama Street 3 in years 2023 and 2024 while the refurbishment project is in progress.

- As regard to income growth: increase of circa 2% per year as a result of lease agreements being indexed to inflation.

- It includes recoverable expenses from the tenants of Tower, once it is leased.

Operating Expenses – this section includes direct and structure expenses, including the following concepts:

- Non-recoverable operating costs, including:
    i. Property tax IBI ("Impuesto de Bienes Inmuebles").
    ii. Insurance.
    iii. SOCIMI Listing costs: both running and one-off expenses.
- Property management.
- Other general expenses, including corporate costs.

Amortization and depreciation: under local GAAP, depreciation used is straight-line method, and the asset will be depreciating at 2% over its expected life (50 years). Under IFRS, the Group has adopted the fair value model. Therefore, changes in the fair value are recognized by the year end in the consolidated income statement and no amortization and depreciation is considered in the income statement forecast.

Finance expenses

- External loan interest, considering a cap in the debt of CASTONDO.

Income Tax: (i.e.: 0%) given the SOCIMI regime to which the Company is subject to.

The Income statement forecast presented above has not been subject to review or any type of assurance by independent auditors.

Main assumptions and factors that could substantially affect compliance with the forecasts or estimates

The main assumptions and factors, which could substantially affect the fulfilment of the forecasts or estimates, are detailed in section 6 of this Information Document. In addition to those risks mentioned in the section indicated above, a series of factors are listed below which, although not including all possible factors, are those which could substantially affect the fulfilment of the forecasts:

- Risk of inaccurate estimation of the market rents.

- Risk of lack of occupancy in the vacant property.
- Risk of increase in third-party costs (marketing, insurers, utilities and professional services suppliers).
- Risk of increase in the estimated CAPEX and OPEX levels.
- Cash distributions will be made in accordance with SOCIMI law.

  Despite uncertain market conditions, the Company does not expect, for the time being, a bad debt increase or churn.

8.2. REAL ESTATE VALUATION

The Issuer has entrusted JLL with an independent valuation of its assets. Complying with the said mandate, JLL has issued a valuation of the Company's indirectly owned assets, with a valuation date 31 December 2022.

Valuation Methodology

The analyses were carried out in accordance with the principles, guidelines, and definitions contained in the RICS professional standards and guidance, global - RICS Valuation - Global Standards, issued November 2021, effective from 31 January 2022, incorporating the IVSC International Valuation Standards.

The valuation was carried out in accordance with the following definition of Market Value settled by the International Valuation Standards Committee and referred to in the RICS professional standards and guidance, global - RICS Valuation - Global Standards, issued November 2021, effective from 31 January 2022 (VPS 4 - Section 4):

"The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's-length transaction, after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion."

In arriving at the opinion of market value for the subject properties, JLL has applied a DCF approach regarding to the rental income over a 10-year projected period under RICS methodology, using discount rates and exit yields for accounting for the risk of the different assets.

Valuation Approach

The properties were valued by adopting an Income Approach with a Discounted Cash Flow Methodology (DCF analysis). The methodology is based on a direct capitalisation model where the lease-based income has been capitalised with an all-risk yield in perpetuity.

A 10-year cash flow was extracted from the net present value, calculated using the aforementioned income capitalisation method. The resulting Internal Rate of Return (IRR) is equivalent to the Discount Rate. The direct capitalisation, as well as the ten-year cash-flow period, has been carried out with the assumption that all payments are made quarterly in advance.

The choice of methodology represents the likely basis of analysis to be used by a potential purchaser for this type of property (income producing).

General Assumptions

The date of valuation and the cash flow start is 31 December 2022, being the investment horizon 10 years.

The cash flow has been performed on the basis of the parameters determined as at the date of our analysis with explicit assumptions made for the rental indexation, cost inflation and the market growth as follows:

SPAIN	2022	2023	2024	2025	2026	2027	2028-2032
Inflation/Indexation	6.20%	2.10%	1.50%	1.60%	1.70%	1.70%	1.80%
Market Growth	6.20%	2.10%	1.50%	1.60%	1.70%	1.70%	1.80%

A 2% of acquisition costs has been adopted and includes the professionals' related fees (agent/s, consultant/s, notary, miscellaneous) of 0.5% and the applicable taxation (1.50%) know as Stamp Duty.

Disposition costs have been considered at the exit date of the cash flow analysis equalling to 0.5% of the exit value and representing the professional related fees for the property sale.

Market Value of real estate property assets: mid-point scenario

ASSET	Current GLA (sqm)	IRR	MARKET VALUE
RETAMA 3	14,508.23	5.80%	62,170,000
LÉRIDA 32-34	9,342	5.88%	47,850,000
TOTAL VALUE OF PROPERTY ASSETS			**110,020,000**

8.3. COMPANY VALUATION

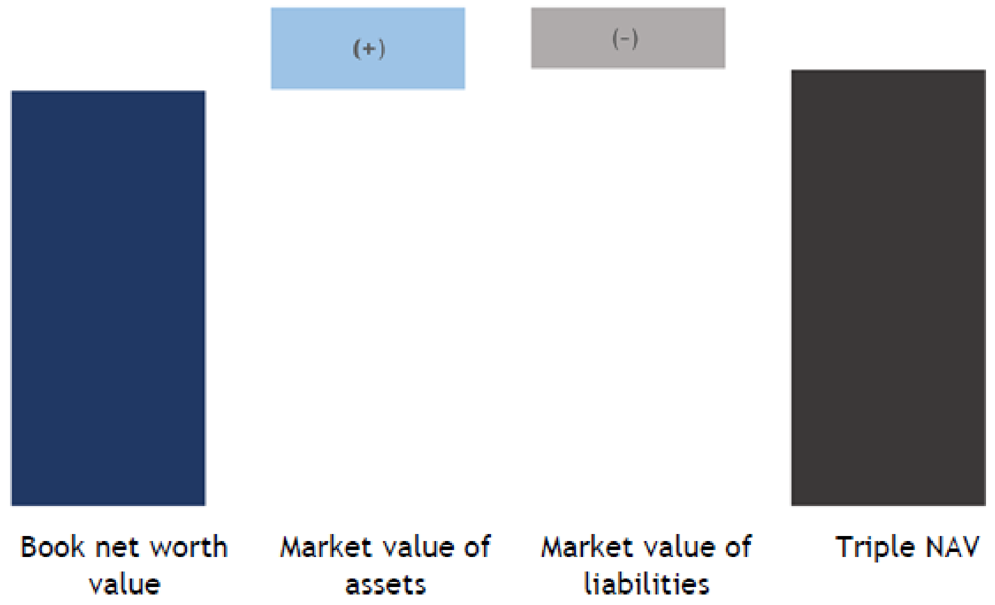
The Issuer has entrusted GESVALT SOCIEDAD DE TASACIÓN, S.A. ("Gesvalt") with an independent valuation of 100% of its shares. The report establishes a range of values as of 18 May 2023.

The purpose of this Company valuation is to provide an independent opinion on the fair value of the shares of the Company regarding its situation according to the most recent available information.

Methodology

The process that best fits to be used is what is referred to as the Triple NAV approach, part of which is the hypothetical immediate liquidation of the company. Said supposed liquidation would mean the sale of all the assets owned by the company and the settling of all its liabilities, as well as consideration of all net tax liabilities derived from the theoretical recognition of the capital gains on assets and other adjustments to the fair value of all assets and liabilities.

Therefore, the Triple-NAV method has been used in order to value the company subject to this analysis. The following is a graphic representation of the approach:



This graphic represents the result of applying the chosen valuation criteria, using the book net worth value as a basis, and adding the market value of the company's assets, before subtracting the market value of the liabilities in order to obtain the value of the company.

In order to provide a range of market values for the properties, a higher range and a lower range were considered based on a sensitivity analysis with the following assumption:

REAL ESTATE INVESTMENTS	LOW RANGE	MID RANGE	HIGH RANGE
Book Value	€ 110,020,000	€ 110,020,000	€ 110,020,000
Market Value	€ 104,519,000	€ 110,020,000	€ 115,521,000
Capital Gains	-€ 5,501,000	-	€ 5,501,000

Management costs have considered in the valuation of real estate assets, so there have been no adjustments included to reflect their impact.

The applicable discount rate has been calculated as the weighted average of discount rates applicable to the real estate assets in the portfolio.

At the end of the financial period, the terminal value has been estimated according to the company as a going concern.

Terminal Value	
$Costs_{n+1}$	€ 129,363
g	1.90%
k	5.84%
Discount Factor	0.7528
TV	€ 3,280,415

	2023	2024	2025	2026	2027
Estimated CPI (BdE*)	5.60%	1.90%	1.90%	1.90%	1.90%

In order to calculate a range of values, a lower and a higher range are computed for structuring costs based on the following assumptions:

- Variation of +/- 0.50% in the discount rate applied to assets.
- Variation of +/- 0.50% in the perpetual growth rate (g).

The result is shown below:

		g		
		1.40%	1.90%	2.40%
Discount rate (k)	5.34%	€ 3,258,737	€ 3,639,082	€ 4,148,796
	5.84%	€ 2,912,411	€ 3,201,042	€ 3,573,493
	6.34%	€ 2,639,836	€ 2,866,149	€ 3,149,902

Following the financial debt analysis carried out in consideration of its characteristics, it is believed that the interest rates and spread applied according to the credit standard of the issuing institution are all in line with market parameters. As a result, it is assumed the book value as a reference equal to its current market value.

Based on the information provided, the valuations carried out, and the valuation process described in the previous sections, Gesvalt concludes that the value of the company ASTICKSO XXI SOCIMI, S.A.U., would be determined as follows:

NNNAV (31/12/2022)		LOW RANGE	MID RANGE	HIGH RANGE
Previous Net Worth Value	1	**€ 52,469,162**	**€ 52,469,162**	**€ 52,469,162**
Real Estate Investments Capital Gains	2	-€ 5,501,000	-	€ 5,501,000
Capital Gains Tax (0%)	3	-	-	-
Structuring Costs	4	€ 2,639,836	€ 3,201,042	€ 4,148,796
Adjusted Net Worth Value (NNNAV)	1 + 2 - 3 - 4	**€ 44,328,326**	**€ 49,268,120**	**€ 53,821,366**
Shares		**5,000,000**	**5,000,000**	**5,000,000**
Value per share		**€ 8.87**	**€ 9.85**	**€ 10.76**

Taking into consideration the valuation report issued by Gesvalt, the Board of Directors of the Company, in the board meeting held on 1 June 2023, established a reference price of €9.85 per share, which it implies a total value for 100% of the Company's shares of €49,250,000.

Value of ASTICKSO XXI SOCIMI, S.A.U.:	€49,250,000
Price per Share:	€9.85

9 AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEARS ENDED 31 DECEMBER 2022 AND 2021

The audited consolidated financial statements set out in this Information Document have been prepared in accordance with the accounting principles referred to in section 9.3.

The selected financial data included in section 2.2 have been extracted from the audited consolidated financial statements of ASTICKSO and its subsidiaries for the fiscal years ended 31 December 2022 and 2021 and, consequently, such sections in particular should be read in conjunction with the audited consolidated financial statements and notes included therein.

The audited consolidated financial statements in this Information Document have been translated into English for information purposes only. In case of any discrepancies, the original Spanish version of the audited consolidated financial statements shall prevail.

The audited consolidated financial statements for the financial years ended 31 December 2022, and 2021 have been audited by PricewaterhouseCoopers Auditores, S.L. and are available on the Company's website: www.astickso.com

The audited consolidated financial statements for the financial years ended 31 December 2022, and 2021, accompanying notes, management report, and audit report are attached as **Appendix I**.

9.1. AUDITED CONSOLIDATED BALANCE SHEET AS OF 31 DECEMBER 2022 AND 2021

The table below shows the audited consolidated balance sheet of the Company and its subsidiaries as of 31 December 2022 and 2021.

ASSETS (€)	31/12/2022	31/12/2021
Investment property	**110,020,000**	**108,150,000**
Long-term financial investments	**4,588,630**	**45,000**
Derivatives	4,391,299	45,000
Other financial assets	197,331	-
Deferred tax assets	842	6,290
Long-term Trade debts	**487,268**	**-**

ASSETS (€)	31/12/2022	31/12/2021
TOTAL NON-CURRENT ASSETS	**115,096,740**	**108,201,290**
Advances to suppliers	**-**	**7,587**
Commercial debtors and other account receivables	**91,674**	**362,584**
Customer receivables from sales and services	6,043	217,453
Other accounts receivable	1,320	-
Other receivables from Public Administrations	84,311	145,131
Short-term financial investors	**136,414**	**-**
Accruals and deferrals	**769,729**	**-**
Cash and cash equivalents	**2,371,029**	**8,456,159**
TOTAL CURRENT ASSETS	**3,368,846**	**8,826,330**
TOTAL ASSETS	**118,465,586**	**117,027,620**

EQUITY AND LIABILITIES (€)	31/12/2022	31/12/2021
Share Capital	5,000,000	3,500
Reserves	12,810,659	(928)
Other shareholders' contributions	31,532,558	38,336,179
Negative results from previous years	-	(1,596)
Results from the year	(1,043,884)	12,998,507
Interim dividend	-	(185,324)
Adjustments for changes in value of hedging operations	4,169,829	-
TOTAL EQUITY	**52,469,162**	**51,150,338**
Long-term debts	**65,718,834**	**57,883,846**
Bonds and marketable securities	7,569,000	7,569,000
Long-term debts with credit institutions	57,887,233	50,314,846
Derivatives	134,609	-
Other financial liabilities	127,992	-
TOTAL NON-CURRENT LIABILITIES	**65,718,834**	**57,883,846**
Short-term debts	**8,088**	**3,645**
Short-term debts with credit institutions	6,678	3,645
Other financial liabilities	1,410	-
Debts with shareholders	**-**	**7,698,535**
Creditors and other accounts payable	**269,502**	**291,256**
Suppliers	-	57,177
Other creditors	241,443	200,902
Payables to Public Administrations	28,059	33,177

EQUITY AND LIABILITIES (€)	31/12/2022	31/12/2021
TOTAL CURRENT LIABILITIES	277,590	7,993,436
TOTAL EQUITY AND LIABILITIES	118,465,586	117,027,620

Investment property

As of 31 December 2022, investment property amounted to €110,020,000 and was comprised of two offices for rent accounted for at fair value. As of 31 December 2021, investment property amounted to €108,150,000 and was comprised of the same two offices for rent. The increase by 1.7% or €1,870,000 is mainly driven by the advancement in the value creation programme:

- Refurbishment of the office located on Calle Lérida will be carried out in phases, so that the office will remain rented in the unaffected areas.
- Reform of the office located on Calle Retama affects the entire property, so that it will be unoccupied until the completion of the works.

This increase is partially offset by the loss net of adjustment to fair value amounting to 0.7M€. As stated in note 2.4, ASTICKSO requested a valuation as of 31 December 2022, of the two offices to an independent expert valuer. Derived from this valuation, a change in the fair value of investment property has been recorded in the consolidated income statement for the year ended 31 December 2022 of negative €672,676 (positive €12,627,001 in 2021).

Derivatives

Due to the debt negotiation with Banco Santander in 2021, the Group signed a hedging derivative contract through 2 CAPS. In 2022 with the debt refinancing, a new CAP of purchase position was signed and another of sale position. Additionally, within the framework of the mortgage-backed debt contract signed in 2021, JAESURE entered a derivative or interest rate contract with Credit Agricole. The derivative strategy regarding risk management consists of protecting against fluctuations in interest rates by reducing its exposure to the variability of debt-related cash flows due to the impact of the variable rate applied. The Group has carried out studies and verifications in collaboration with experts in the field, and the directors of the Issuer have concluded that the derivatives meet the requirements to be considered effective.

The main features of the CAPs are detailed in the following table:

Bank	CAP Number	Notional	Premium	CAP Rate	Start Date	Contract End Date
SANTANDER	1	10,800,000	45,000	0%	30/09/2021	14/07/2025
SANTANDER	1	4,460,000	47,500	0%	30/12/2021	14/07/2025
SMBC	1	7,840,000	379,000	1.4725%-0.5672% (*)	30/09/2022	16/09/2025

	1	23,100,000	(404,000)	2.5000%	30/09/2022	16/09/2025
TOTAL	4	46,200,000	67,500	-	-	-

The main features of the SWAP are detailed in the following table:

Bank	SWAP Number	Quarterly Fixed Rate	Notional	SWAP Rate	Start Date	Contract End Date
CREDIT AGRICOLE	1	0,1420%	33,842,785	Euribor 3 months	10/12/2021	10/12/2025

Cash and cash equivalents

Current accounts are all denominated in euros. As of the date of preparation of the consolidated financial statements for the financial year ended 31 December 2022, the Group was obliged to maintain a liquidity reserve of €1,100,000 in the precise moment of the refinancing that took place in September 2022. Such liquidity reserve is not compulsory as of the date of this Information Document.

As of December 31, 2022, cash and cash equivalents amounted to €2,371,029 compared to € 8,456,159 as of December 31, 2021. The reason for the decrease of €6,085,130 or 80.0% is mainly attributed to specific transactions involving the return of equity contributions by Castondo to Astickso on January 28, 2022. Subsequently, Astickso returned the funds to Areef after the former date. Other relevant cash flows refer to the payments of the CAPEX incurred till the 2022 year end and the debt refinancing process, as well as the additional drawdowns of the debt.

Net equity

As of 31 December 2022, equity amounted to €52,469,162 compared to €51,150,338 as of 31 December 2021. The net increase of €1,318,824 or 2.6% is mainly driven by the following:

- an increase in Adjustments for changes in the value of hedging operations amounting to €4,169,829 derived from the valuation of the hedging derivative described above;
- an increase in other shareholders' contributions amounting to €1,791,050 due to cash received from the sole shareholder;
- a decrease in other shareholders' contributions amounting to €3,598,171 due to cash returned to the sole shareholder;
- the loss for the period amounting to €1,043,884.

Long-term debts with credit institutions

Long-term debts with credit institutions amounting to €57,887,233 and €50,314,846 as of 31 December 2022, and 31 December 2021, respectively, include the two mortgage loans associated with the two real estate assets detailed in section 3.4. of the Information Document. On September 2022, a refinancing process was carried out through which the mortgage debt with Banco Santander associated with an asset located on Calle Lérida was cancelled, and a new contract was signed with another financial institution (SMBC) which modifies, among other things, the maximum amount financed. The increase of €7,572,387 as of 31 December 2022, compared to 31 December 2021, is mainly due to the increase in Long-term debts with credit institutions with SMBC from €17,499,865 as of 31 December 2021, to €23,094,689 as of 31 December 2022.

Debts with shareholders

The decreased in Debts with shareholders from €7,698,535 as of 31 December 2021, to €0 as of 31 December 2022, is driven by the return of the equity contribution to its shareholders amounting to €7,417,833 and the payment of the distribution of the dividend amounting to €185,324.

9.2. AUDITED CONSOLIDATED INCOME STATEMENT FOR THE FISCAL YEARS ENDED 31 DECEMBER 2022, AND 2021

Below, the audited consolidated income statement corresponding to the 2021–2022-year period is shown:

CONSOLIDATED PROFIT AND LOSS ACCOUNT (€ Thousand)	31/12/2022	31/12/2021
Revenue	3,720,596	1,072,940
Other operating expenses	(1,374,058)	(294,555)
External Services	(928,461)	(229,883)
Other taxes	(445,597)	(64,672)
Change in the fair value of investment property	(672,676)	12,627,001
Other operating income	35,950	-
OPERATING INCOME	**1,709,812**	**13,405,386**
Financial income	160.224	-
Financial expenses	(2,927,092)	(411,485)
Change in the fair value of financial instruments	19,361	-
Exchange rate difference	(741)	-
NET FINANCIAL INCOME/(EXPENSE)	**(2,748,248)**	**(411,485)**
PROFIT (LOSS) BEFORE INCOME TAX	**(1,038,436)**	**12,993,901**

CONSOLIDATED PROFIT AND LOSS ACCOUNT (€ Thousand)	31/12/2022	31/12/2021
Income tax	(5,448)	4,606
PROFIT FOR THE YEAR	**(1,043,884)**	**12,998,507**

Revenue

The Group generates revenue from rents of the two real estate assets. Turnover increased from €1,072,940 for the period ended 31 December 2021 to €3,720,596 for the period ended 31 December 2022 mainly due to the fact that 2021 includes rents from Calle Lérida office for approximately 6 months and Calle Retama office for 21 days (since 10 December 2021) whereas 2022 includes 12 months of rents from Calle Lérida office with different conditions which impacted in higher rents Calle Retama's occupancy decreased during 2022 as the tenants vacated the building. It became fully vacant at the end of December 2022. This asset is under refurbishment as of the date of this Information Document and expected to be fully rented by the end of 2025. Note that revenue also includes expenses recovered from the tenants.

Operating expenses

Operating expenses mainly includes independent professional services, other taxes, and repairs and maintenance. The main reason for the increase from €294,555 for the period ended 31 December 2021, to €1,374,058 for the period ended 31 December 2022, is that 2021 includes 6 months of Calle Lérida asset and 21 days of Calle Retama asset, whereas 2022 includes the whole year.

Change in the fair value of investment property

Change in the fair value of investment property includes the changes in the fair value of the 2 assets owned by the Group. The Group requested a valuation in 2022 to an independent expert valuer and derived from such valuations, a change in the fair value of investment property has been recorded in the consolidated income statement for the year ended 31 December 2022, amounting to negative €672,676 and positive €12,627,001 for the year ended December 2021.

The variance is primarily attributed to the revaluation of assets, driven by the substantial increase in the value of the property located at Calle Lérida 32-34 in 2021. This valuation adjustment in 2021 was prompted by the signing of a new contract with the tenant, which stipulated a mandatory compliance period of 10 years, thereby significantly enhancing the asset's worth.

Financial expenses

Financial expenses mainly include financial expenses related to the debt described under Long-term debts with credit institutions balance sheet line item. The increase in financial expenses from €411,485 for the year ended December 2021 to €2,927,092 for the year ended 31 December 2022, is mainly derived from:

- €702,207 correspond to financial expenses related to Castondo's cancellation of the old debt (with no expenses in 2021);
- €323,951 represent Castondo's financial expenses accrued for the interest on the old debt until its cancellation;
- €309,071 pertain to Castondo's financial expenses accrued for the interest on the new debt; and
- €1,196,282 reflect the financial expenses associated with Jeasure's debt, signed in December of 2021 (compared to €49,092 in 2021). The balance drawn down on this Jeasure 's debt was €35,280,716 in 2022 and €33,982,247 in 2021.

Profit (loss) before income tax

The loss for the year before income tax for the period ended 31 December 2022, is mainly driven by the financial expenses described above whereas the profit for the year ended 31 December 2021, was mainly driven by the positive impact in the Change in the fair value of investment property.

9.3. PRINCIPLES, RULES AND ACCOUNTING METHODS

The consolidated financial statements are prepared using the accounting records of ASTICKSO and its subsidiaries.

The Directors of ASTICKSO are responsible for the preparation of the consolidated financial statements in accordance with International Financial Reporting Standards adopted by the European Union (IFRS-EU) and in accordance with Regulation No 1606/2002 of the European Parliament and of the Council of 19 July 2002 on the application of international accounting standards.

The financial statements are prepared in euros, which is the Company's functional currency.

The principal accounting policies adopted are set out in Note 2 to the consolidated financial statements for the fiscal year ended December 31, 2022, included in Appendix [I].

Use of estimates

As described in note 2.4. of the consolidated financial statements for the fiscal year ended 31 December 2022 of ASTICKSO and its subsidiaries, in applying the company's accounting policies, the directors are required to make judgements estimates, and assumptions. Such estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

9.4. SCHEDULED DATE FOR FIRST SHAREHOLDERS' GENERAL MEETING, AND FIRST PUBLICATION OF EARNINGS FIGURES

The Company will hold its first ordinary Shareholder's General Meeting following the admission to listing and trading on Euronext Access Paris during the second quarter of 2024. Notwithstanding the above, in the event an extraordinary shareholders meeting needs taking place, it will be communicated accordingly.

Publication of the Company's earnings figures following the listing admission, corresponding to FY 2023, will be expected to be published on the during the second quarter of 2024.

APPENDIX I: CONSOLIDATED FINANCIAL STATEMENTS FOR THE FISCAL YEARS ENDED 31 DECEMBER 2021 AND 2022, ACCOMPANYING NOTES, MANAGEMENT REPORTS, AND AUDIT REPORTS

This version is a free translation of the original, which was prepared in Spanish. All possible care has been taken to ensure that the translation is an accurate representation of the original. However, in all matters of interpretation of information, views or opinions, the original language version takes precedence over this translation.

ASTICKSO XXI, S.L.
and subsidiaries

Audit report
Consolidated annual accounts at 31 December 2021
Consolidated directors' report

Audit report of the consolidated annual accounts issued by an independent auditor

To the sole shareholder of ASTICKSO XXI, S.L. (Single Shareholder Company):

Opinion

We have audited the consolidated annual accounts of ASTICKSO XX I, S.L. (the Parent Company) and its subsidiaries (the Group), which comprise the consolidated balance sheet as of 31 December 2021, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity, the consolidated statement of cash flows and the consolidated notes to the annual accounts for the year then ended.

In our opinion, the accompanying consolidated annual accounts present, in all material respects, a true and fair view of the Group's equity and financial position as of 31 December 2021, and of its consolidated results and cash flows for the year then ended, in accordance with International Financial Reporting Standards, as adopted by the European Union (EU-IFRS), and other provisions of the regulatory financial reporting framework applicable in Spain.

Basis of the opinion

We have conducted our audit in accordance with the prevailing accounts auditing regulations in Spain. Our responsibilities in accordance with these standards are described below in the section entitled *Auditor Responsibilities with regard to the audit of the consolidated annual accounts* contained in our report.

We are independent of the Group, in keeping with ethical requirements, including those of independence, that apply to our audit of consolidated annual accounts in Spain, as required by the regulatory legislation governing the accounts auditing activity. In this regard, we have not provided any services other than auditing the accounts, nor have there been any situations or circumstances which, under the aforementioned regulatory legislation, have affected the necessary independence in such a way that it has been compromised.

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

Most relevant aspects of the audit

The most relevant aspects of the audit were those which, in our professional judgement, were considered the most significant risks of material misstatements in our audit of the consolidated annual accounts for the current period. These risks were addressed in the context of our audit of the consolidated annual accounts as a whole and in the formation of our opinion thereon, and we have not expressed a separate opinion involving those risks.

PricewaterhouseCoopers Auditores, S.L., Torre PwC, P◦ de la Castellana 259 B, 28046 Madrid, Spain
Tel.: +34 915 684 400/ +34 902 021 111, Fax: +34 915 685 400, www.pwc.es

Mercantile Registry of Madrid, sheet 87250-1, folio 75, volume 9267, book 8054, section 3
Registered in the R.O.A.C. under number S0242 - Tax ID: B-79031290

Most relevant aspects of the audit	How it has been treated in auditing
Value of investment property As indicated in note 5 to the accompanying consolidated annual accounts, investment property accounts for 92% of the Group's assets. The Group, as described in note 2.8, applies the fair value model in accordance with IAS 40, and has recorded a positive fair value change of 12,627,001 euros for investment property in the consolidated income statement for 2021, as described in note 5. Total investment property recorded under non-current assets in the consolidated balance sheet amounts to 108,150,000 euros as of 31 December 2021. The Group records the market value of investment property based on appraisals performed by independent experts. Appraisals are performed in accordance with the Valuation and Appraisal Standards published by the Royal Institution of Chartered Surveyors (RICS), whose methodology is described in note 5 to the accompanying consolidated annual accounts. The appraisers consider specific variables such as signed leases. They also assume certain assumptions regarding variables such as discount rates, estimated market rents and exit yields, arriving at a final valuation. The importance of the estimates and judgments involved in these valuations, coupled with the fact that a small percentage difference in the appraisal of a property could result in a material figure, means that the valuation of investment property is considered a more relevant aspect of our audit.	For acquisitions of investment property recorded during the year, we have verified the key supporting documentation, such as contracts and deeds of sale, or other documents that affect the price. In addition, we have obtained the appraisal of investment property carried out by independent experts hired by management, on which we have performed the following procedures, among others: • Verification of the competence, capacity and independence of the appraisal expert by confirming and checking their recognised prestige in the market. • Verification that the appraisals have been performed in accordance with accepted methodology. • Discussion of the main key assumptions of the appraisal through various meetings with management, assessing the consistency of the estimates. • Performing tests to verify the accuracy of the most relevant data provided by management to the appraiser. Finally, we have assessed the adequacy of the information disclosed in the consolidated annual accounts. The result of the procedures performed has reasonably achieved the audit objectives for which the procedures were designed

Emphasis paragraph

We draw attention to note 2.1 of the accompanying consolidated annual accounts, which describes that the Parent Company's directors have prepared the consolidated annual accounts in accordance with IFRS-EU for the first time. As IFRS 1 "First-time Adoption of International Financial Reporting Standards" is applicable, the date of first application has been considered as 31 December 2020 and the criteria for transition to the new standard have been detailed. These consolidated annual accounts have been prepared in accordance with EU-IFRS in force as of 31 December 2021. Our opinion has not been modified in relation to this issue.

Other issues

The figures for the previous year, 2020, which are included for comparative purposes in the consolidated annual accounts for 2021, have not been audited.

Other information: Consolidated directors' report

The other information solely includes the consolidated directors' report for the 2021 financial year, the drawing up of which is the responsibility of the Directors of the Parent company and does not form an integral part of the consolidated annual accounts.

Our audit opinion on the consolidated annual accounts does not cover the consolidated directors' report. Our responsibility regarding the consolidated directors' report, in accordance with the requirements of the regulations governing the auditing of accounts, consists of evaluating and reporting on the consistency of the consolidated directors' report with the consolidated annual accounts, based on our knowledge of the Group obtained during the audit of the aforementioned annual accounts, as well as evaluating and reporting on whether the content and presentation of the consolidated directors' report are in accordance with the applicable regulations. If, based on the work we have carried out, we conclude that there are material misstatements, we are obliged to report this.

Based on the work carried out, as described in the previous paragraph, the information contained in the consolidated directors' report is in accordance with the consolidated annual accounts for 2021 and its content and presentation conform to the applicable standards.

Responsibility of the directors of the Parent company with regard to the consolidated annual accounts

The directors of the Parent company are responsible for drawing up the attached consolidated annual accounts in such a way that they portray the true and fair view of the equity, the financial position and consolidated earnings of the Group, in accordance with the financial reporting framework applicable to the Group in Spain and the internal control they deem necessary to allow the preparation of consolidated annual accounts free from any material misstatement, owing to fraud or error.

In the preparation of the consolidated annual accounts, the directors of the parent company are responsible for assessing the ability of the group to continue as a going concern, revealing, where appropriate, issues related to the going concern and using the accounting principle of a going concern, unless the directors intend to liquidate the Group or cease operations, or there is no realistic alternative.

Responsibilities of the auditor in relation to the audit of the consolidated annual accounts

Our objective is to obtain reasonable assurance that the consolidated annual accounts as a whole are free from material misstatements due to fraud or error, and to issue an audit report that contains our opinion.

Reasonable assurance is a high degree of assurance, but does not guarantee that an audit conducted in accordance with auditing standards in force in Spain will always detect a material misstatement when it exists. The misstatements may be due to fraud or error and are considered to be material if, either individually or in an aggregated way, it can be reasonably foreseen that they will have an impact on economic decisions made by users based on the consolidated annual accounts.

In accordance with the regulations governing accounts auditing in Spain, we apply our professional judgement and maintain an attitude of professional scepticism throughout the audit. Also:

- We identify and assess the risks of material misstatements due to fraud or error in the consolidated annual accounts, design and apply audit procedures to respond to these risks and obtain sufficient, adequate audit evidence to provide a basis for our opinion. The risk of not detecting a material misstatement due to fraud is higher than in the case of a material misstatement due to error, since the fraud may involve collusion, falsification, deliberate omissions, intentionally erroneous statements, or circumvention of internal control.

- We gain knowledge of the internal control relevant to the audit, in order to design the appropriate audit procedures depending on the circumstances and not for the purpose of expressing an opinion on the effectiveness of the internal control of the Group.

- We assess whether the accounting policies applied are adequate and the reasonableness of the accounting estimates and the corresponding information disclosed by the directors of the Parent company

- We conclude on whether the use by the Parent Company's Directors of the accounting principle of the company as a going concern is adequate and, based on the audit evidence obtained, we conclude on whether or not there is a material uncertainty related to events or conditions that may generate significant doubts about the Group's ability to continue as a going concern. If we conclude that there is a material uncertainty, we are required to draw attention in our audit report to the relevant information disclosed in the consolidated annual accounts or, if said disclosure is not adequate, to express a modified opinion. Our conclusions are based on the audit evidence obtained to date from our audit report. However, future events or conditions may cause the Group to cease to be a going concern.

- We assess the overall presentation, structure and content of the consolidated annual accounts, including disclosures, and whether the consolidated annual accounts represent the underlying transactions and events in a manner that achieves the true and fair view.

- We obtain sufficient and adequate evidence in relation to the financial reporting of the entities or business activities within the group to express an opinion on the consolidated annual accounts. We are responsible for the management, supervision and performance of the group's audit. We are the sole party responsible for our audit opinion.

We communicate with the directors of the Parent company regarding the scope and timing of the planned audit and any significant findings we make, among other issues, as well as any significant internal control deficiency that we may identify in the course of the audit.

Among the significant risks that have been the subject of communication to the directors of the Parent company, we determine those that were of the greatest significance in the audit of the consolidated annual accounts for the current period and which, therefore, were considered to be the most significant risks.

We describe those risks in our audit report unless legal or regulatory provisions prohibit public disclosure of the matter.

PricewaterhouseCoopers Auditores, S.L. (S0242)

Rafael Pérez Guerra (20738)

10 January 2023

ASTICKSO XXI, S.L. (Single Shareholder Company) AND SUBSIDIARIES

Consolidated Annual Accounts at 31 December 2021
and Consolidated Directors’ Report for 2021

CONSOLIDATED ANNUAL ACCOUNTS OF ASTICKSO XXI, S.L. (Single Shareholder Company) AND SUBSIDIARIES AT 31 DECEMBER 2021

ASTICKSO XXI, S.L. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 2021
(Figures in euros)

	Notes	At 31 December 2021	At 31 December 2020 (*)
NON-CURRENT ASSETS			
Investment properties	**5**	**108,150,000**	**-**
Long-term financial investments	**6**	**45,000**	**-**
Derivatives		45,000	-
Deferred tax assets	**11**	**6,290**	**842**
TOTAL NON-CURRENT ASSETS		**108,201,290**	**842**
CURRENT ASSETS			
Inventories		**7,587**	**-**
Advances to suppliers		7,587	-
Trade and other receivables		**362,584**	**-**
Trade receivables for sales and services	6	217,453	-
Other credits with Public Administrations	11	145,131	-
Cash and cash equivalents	**7**	**8,456,159**	**187**
TOTAL CURRENT ASSETS		**8,826,330**	**187**
TOTAL ASSETS		**117,027,620**	**1,029**

(*) Unaudited figures Note 2.3).

The accompanying Notes 1 to 20 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2021.

ASTICKSO XXI, S.L. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 2021
(Figures in euros)

	Notes	At 31 December 2021	At 31 December 2020 (*)
EQUITY AND LIABILITIES			
EQUITY			
SHAREHOLDERS' EQUITY	**8**		
Registered share capital		3,500	3,500
Reserves		(928)	(928)
Other contributions from shareholders		38,336,179	-
Prior years' losses		(1,596)	-
Profit (loss) for the year		12,998,507	(1,596)
Interim dividend		(185,324)	-
TOTAL EQUITY		**51,150,338**	**976**
NON-CURRENT LIABILITIES			
Long-term debts	**9**	**50,314,846**	**-**
Long-term debt with credit institutions		50,314,846	-
Long-term debt with partners		**7,569,000**	-
TOTAL NON-CURRENT LIABILITIES		**57,883,846**	**-**
CURRENT LIABILITIES			
Short-term debts	**9**	**3,645**	**-**
Short-term bank borrowing		3,645	-
Debts with shareholders	**9**	**7,698,535**	**-**
Trade and other payables		**291,256**	**53**
Suppliers	9	57,177	-
Other payables	9	200,902	-
Other debts with Public Administrations	11	33,177	53
TOTAL CURRENT LIABILITIES		**7,993,436**	**53**
TOTAL EQUITY AND LIABILITIES		**117,027,620**	**1,029**

(*) Unaudited figures Note 2.3).

The accompanying Notes 1 to 20 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2021.

ASTICKSO XXI, S.L. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2021
(Figures in euros)

	Notes	31 December 2021	Period from 14 October to 31 December 2020
Turnover	**10**	**1,072,940**	**-**
Variation in fair value of investment property	**5**	**12,627,001**	**-**
Other operating expenses	**10**	**(294,555)**	**(2,438)**
Outsourced services		(275,218)	(2,438)
Other taxes		(19,337)	-
OPERATING PROFIT (LOSS)		**13,405,386**	**(2,438)**
Financial expenses	10	(411,485)	-
FINANCIAL PROFIT (LOSS)		**(411,485)**	**-**
EBT	**11**	**12,993,901**	**(2,438)**
Income tax expense		4,606	842
PROFIT (LOSS) FOR THE YEAR		**12,998,507**	**(1,596)**

(*) Unaudited figures Note 2.3).

The accompanying Notes 1 to 20 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2021.

ASTICKSO XXI, S.L. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2021
(Figures in euros)

	Note	31 December 2021	Period from 14 October to 31 December 2020 (*)
Profit (loss) for the year	11	12,998,507	(1,596)
Other overall result		-	(928)
Total comprehensive income for the year attributable to shareholders of the Parent Company		12,998,507	(2,524)
Total comprehensive income for the year attributable to non-controlling interests		-	-

(*) Unaudited figures Note 2.3).

The accompanying Notes 1 to 20 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2021.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2021
(Figures in euros)

	Registered Share Capital (Note 8)	Retained Earnings and Other reserves (Note 8.1)	Other shareholders' contributions (Note 8.1)	Prior years' losses (Note 8.1)	Consolidated income for the year (Note 11)	Interim dividend (Note 8.1)	TOTAL Equity attributable to shareholders of the Parent Company	TOTAL
BALANCE 14 OCTOBER 2020	-	-	-	-	-	-	-	-
Total recognised income and expenses	-	(928)	-	-	(1,596)	-	(2,524)	(2,524)
Transactions with shareholders and owners	3,500	-	-	-	-	-	3,500	3,500
Increase of share capital	3,500	-	-	-	-	-	3,500	3,500
Other changes in equity	-	-	-	-	-	-	-	-
BALANCE AT 31 DECEMBER 2020(*)	3,500	(928)	-	-	(1,596)	-	976	976
BALANCE AT 1 JANUARY 2021	3,500	(928)	-	-	(1,596)	-	976	976
Total recognised income and expenses	-	-	-	-	12,998,507	-	12,998,507	12,998,507
Transactions with shareholders and owners	-	-	38,336,179	-	-	(185,324)	38,150,855	38,150,855
Shareholders' contributions	-	-	45,754,012	-	-	-	45,754,012	45,754,012
Refunds of shareholders' contributions	-	-	(7,417,833)	-	-	-	(7,417,833)	(7,417,833)
Interim dividend	-	-	-	-	-	(185,324)	(185,324)	(185,324)
Other changes in equity	-	-	-	(1,596)	1,596	-	-	-
BALANCE AT 31 DECEMBER 2021	3,500	(928)	38,336,179	(1,596)	12,998,507	(185,324)	51,150,338	51,150,338

(*) Unaudited figures Note 2.3).

The accompanying Notes 1 to 20 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2021.

ASTICKSO XXI, S.L. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2021
(Figures in euros)

	Note	31 December 2021	Period from 14 October to 31 December 2020 (*)
A) CASH FLOW FROM OPERATING ACTIVITIES			
Earnings before tax	**9**	**12,998,507**	**(2,438)**
Adjustments of profit/(loss)		**(12,212,991)**	**-**
Financial expenses	10	411,485	-
Changes in fair value of investment property	5	(12,627,001)	-
Other adjustments to income/(loss)		2,525	-
Changes in working capital		**(79,022)**	**53**
Inventories		(7,587)	-
Trade and other receivables	6	(362,584)	-
Trade and other payables	9	291,149	53
Other cash flows from operating activities		**(279,275)**	**-**
Interest payments		(279,275)	-
Cash flows from operating activities		**427,219**	**(2,385)**
B) CASH FLOW FROM INVESTMENT ACTIVITIES			
Receivables and payments for divestments			
Changes in the perimeter		(4,419)	-
Payments for Investment Property	5	(95,522,999)	-
Payments for financial investments	6	(45,000)	-
Cash flows from investment activities		**(95,572,418)**	**-**
C) CASH FLOW FROM FINANCING ACTIVITIES			
Receipts and payments for equity instruments	**9**	**45,754,012**	**2,572**
Issue of equity instruments		-	2,572
Other contributions from shareholders		45,754,012	-
Receipts and payments for instruments of financial liability	**9**	**57,847,159**	**-**
Issuance of financial debt		50,278,159	-
Issuance of debt with related parties		7,569,000	-
Dividend collections and payments		**-**	**-**
Cash flows from financing activities		**103,601,171**	**2,572**
NET INCREASE / (DECREASE) IN CASH OR CASH EQUIVALENTS		**8,455,972**	**187**
Cash at beginning of year		**187**	**-**
Cash at end of year		**8,456,159**	**187**

(*) Unaudited figures Note 2.3).

The accompanying Notes 1 to 20 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2021.

1. ACTIVITY AND GENERAL INFORMATION

Astickso XXI, S.L. (Single Shareholder Company (hereinafter, the "Parent Company" or the "Company"), was incorporated on 14 October 2020 in Spain in accordance with the consolidated text of the Corporate Enterprises Act approved by Royal Legislative Decree 1/2010, of 2 July (the "Corporate Enterprises Act") by public deed.

The corporate purpose of the Parent Company consists of:

a) The acquisition and promotion of natural urban real estate for leasing.

b) The holding of equity units in the capital of other REITs or in the capital of other entities not resident in Spanish territory that have the same corporate purpose as the former and that are subject to a regime similar to that established for REITs in terms of the mandatory legal or statutory profit distribution policy.

c) The holding of equity units in the capital of other entities, whether or not resident in Spanish territory, whose main corporate purpose is the acquisition of urban real estate for lease and which are subject to the same regime established for REITs in terms of the mandatory legal or statutory profit distribution policy and which meet the investment requirements established for these companies.

d) The holding of shares or equity units of Collective Real Estate Investment Institutions regulated in Law 35/2003, of 4 November, on Undertakings for Collective Investment, or the regulation that replaces it in the future.

The individual annual accounts of Astickso XXI, S.L. for the year ended 31 December 2021 were prepared on 31 March 2022.

a) Regulatory regime

The Parent Company is regulated by the Spanish Corporate Enterprises Act.

In addition, on 20 September 2021, the Parent Company applied to the Tax Authorities to opt for application of the regime for Real Estate Investment Trust (REIT), being subject to Law 11/2009, of 26 October, as amended by Law 16/2012, of 27 December, and subsequent laws, which regulate REITs. Article 3 of Law 11/2009, of 26 October, establishes certain requirements for this type of company, as follows:

i. They must have invested at least 80% of the value of the assets in urban real estate intended for lease, in land for the development of real estate to be used for such purpose, provided that the development is started within three years after its acquisition, as well as in equity units in the capital or in the equity of other entities referred to in Article 2.1 of this Law.

ii. At least 80% of the income for the tax period corresponding to each year, excluding the income derived from the transfer of the investments and real estate assets, both of which are assigned to the Company's main corporate purpose, once the maintenance period referred to in the following section has elapsed, must come from the leasing of real estate and from dividends or shares in profits linked to the aforementioned investments.

iii. The real estate assets of the Company must be leased for at least three years. For the purposes of the computation, the time that the properties have been offered for lease will be added, with a maximum of one year.

The First Transitional Provision of the REIT Law allows application of the REIT Tax Regime under the terms established in Article 8 of the REIT Law, even if the requirements laid down therein are not met at the date of incorporation, provided that such requirements are met within two years following the date on which the REIT Tax Regime is chosen to be applied. In this regard, the Parent Company is taking the necessary actions (Note 18) aimed at complying with the requirements of the aforementioned regime and the Parent Company's directors estimate that all of them will be complied with within the stipulated period and, therefore, it is not necessary to record any income tax expense in the Parent Company.

The tax rate for REITs with regard to Corporation Tax is set at 0%. However, should profits be distributed to shareholders who own at least 5% of the share capital of the REIT and who are either exempt from tax or are taxed at a rate less than 10% on such dividends, then the REIT will have to pay a special corporate tax of 19% on the dividends distributed to those shareholders. Where applicable, this special taxation must be paid by the REIT within a deadline of two months from the date of dividend distribution.

Effective for years beginning on or after 1 January 2021, Law 11/2021, of 9 July, on measures to prevent and combat tax fraud amends Article 9.4 of Law 11/2009, of 26 October, which regulates Real Estate Investment Trusts (REIT). Specifically, a special tax of 15% is introduced on the amount of profit obtained in the year that is not distributed, in the part that comes from: a) income that has not been taxed at the general corporate income tax rate and, b) income that does not derive from the transfer of qualifying assets, once the three-year holding period has elapsed, that have been covered by the three-year reinvestment period provided for in Article 6.1.b) of Law 16/2012, of 27 December. This special levy will be considered as corporate income tax and will accrue on the date of the resolution of application of the profit for the year by the general meeting of shareholders or equivalent body. The self-assessment and payment of the tax must be made within two months from the accrual date

b) <u>Subsidiaries</u>

The Parent Company, Astickso XXI, S.L., is the parent company of a group of companies (hereinafter, the "Group") which consists of the following subsidiaries as of 31 December 2021. As of 31 December 2020, the Parent Company did not have any investments in subsidiaries.

At 31 December 2021

Name	Registered office	Activity	Shareholding %
Castondo XXI, S.L.	Calle de Goya 6, 2ª planta	Real estate	100%
Jaesure, S.L.U.	Calle de Goya 6, 2ª planta	Real estate	100%
Fresierear, S.L.U.	Calle de Goya 6, 2ª planta	Real estate	100%

2. BASES FOR PRESENTATION OF THE CONSOLIDATED ANNUAL ACCOUNTS

The main accounting policies adopted in the preparation of the consolidated annual accounts are described below. These policies have been applied consistently for all years presented unless otherwise indicated.

2.1 Basis of presentation

These consolidated annual accounts are the first that Astickso XXI, S.L. and subsidiaries (together, the Group) present under International Financial Reporting Standards as adopted by the European Union (EU-IFRS) and have been prepared in accordance with IFRS 1, "First-time Adoption of International Financial Reporting Standards". These consolidated annual accounts have been prepared in accordance with International Financial Reporting Standards (IFRS) and the Interpretations of the International Financial Reporting Interpretations Committee (IFRIC) as adopted by the European Union (collectively, EU-IFRS), in accordance with Regulation (EC) No. 1606/2002 of the European Parliament and of the Council and subsequent amendments.

The preparation of these consolidated annual accounts in accordance with IFRS-EU requires the use of certain critical accounting estimates. It also requires management to exercise judgment in the process of applying the Group's accounting policies. Note 2.5 discloses areas involving a higher degree of judgment or complexity or areas where assumptions and estimates are significant to the consolidated annual accounts.

The figures contained in these consolidated annual accounts are expressed in euros, unless otherwise indicated.

Unaudited comparative figures are disclosed throughout the notes to the consolidated annual accounts.

These consolidated annual accounts have been prepared under the historical cost approach, modified by the criteria for recording investment property measured at fair value and financial assets measured at fair value.

2.2 Transition from consolidated financial reporting to IFRS-EU

Since the Parent Company was not the parent company of any group at 31 December 2020 or at the date of incorporation, 14 October 2020, for comparative purposes only the information relating to the Parent Company's individual annual accounts as of 31 December 2020 (prepared under the Spanish General Chart of Accounts, "GCA") has been presented, homogenised with the following impacts:

a) Balance sheet

The reconciliation of the consolidated balance sheet presented as of 31 December 2020 to the Parent Company's balance sheet as of 31 December 2020 is as follows:

			Euros
			At 31 December 2020 (*)
	Local regulations (GCA)	**Impacts of transition to IFRS-EU**	**IFRS-EU**
NON-CURRENT ASSETS			
Deferred tax assets	842	-	842
Total non-current assets	**842**	**-**	**842**
CURRENT ASSETS			

Cash and cash equivalents	187	-	187
Total current assets	**187**	**-**	**187**
TOTAL ASSETS			
EQUITY			
Share capital	3,500	-	3,500
Retained earnings and other reserves	(928)	-	(928)
Income for the year attributable to shareholders of the Parent Company	(1,596)	-	(1,596)
Equity attributable to shareholders of the Parent Company	**976**	**-**	**976**
Total equity	**976**	**-**	**976**
CURRENT LIABILITIES			
Trade and other accounts payable	53	-	53
Total current liabilities	**53**	**-**	**53**
TOTAL EQUITY AND LIABILITIES	**1,029**	**-**	**1,029**

(*) Unaudited figures Note 2.3).

b) Reconciliation of profits (losses) for the year 2020

The reconciliation of the profits (losses) for the year ended 31 December 2020 to the Parent Company's earnings for the year ended 31 December 2020 is as follows:

	Euros		
	Financial year ended 31 December 2020 (*)		
	Local regulations (GCA)	**Impacts of transition to IFRS-EU**	**IFRS-EU**
Other operating expenses	**(2,438)**	-	**(2,438)**
OPERATING PROFIT (LOSS)	**(2,438)**	-	**(2,438)**
EBT	**(2,438)**	-	**(2,438)**
Income tax	842	-	842
PROFIT (LOSS) FOR THE YEAR	**(1,596)**	-	**(1,596)**
Attributable to the Parent Company's Shareholders	**(1,596)**	-	**(1,596)**

(*) Unaudited figures Note 2.3).

c) Impact of the transition to IFRS-EU on the Statement of Cash Flows

The transition to IFRS-EU does not have an impact on the Statement of Cash Flows.

2.3 Comparability of information

For comparative purposes, the consolidated balance sheet, consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows at 31 December 2021 are presented comparatively with information relating to 31 December 2020.

The comparative period covers the period from 14 October 2020 (date of incorporation) to 31 December 2020.

The figures for the comparative period from 14 October 2020 to 31 December 2020 have not been audited.

2.4 New EU-IFRS standards, amendments and IFRIC interpretations issued

As a first-time adopter of EU-IFRS, the Group uses the same accounting policies in its opening balance sheet as of 31 December 2020 and throughout all years presented in these first consolidated annual accounts under EU-IFRS. These accounting policies comply with the requirements of IFRS-EU in force as of 31 December 2021, taking into account the exceptions required and exemptions permitted by IFRS 1.

Standards, amendments and interpretations are mandatory for all years beginning on 1 January 2021:

- IFRS 9 (Amendment), IAS 39 (Amendment), IFRS 7 (Amendment), IFRS 4 (Amendment) and IFRS 16 (Amendment) "Reform of benchmark interest rates: Phase 2".

- IFRS 4 (Amendment) “Extension of the temporary exemption from application of IFRS 9”.
- IFRS 16 (Amendment) “Rent reductions related to COVID-19 beyond 30 June 2021”.

The application of these amendments and interpretations has not had a significant effect on these consolidated annual accounts.

Standards, amendments and interpretations that have not yet entered into force, but may be adopted in advance:

- IAS 16 (Amendment) - “Property, plant and equipment - amounts received prior to intended use”.
- IAS 37 (Amendment) - “Contracts for pecuniary interest: costs of performance of a contract”.
- IFRS 3 (Amendment) - “Reference to the Conceptual Framework”.
- Annual Improvements to IFRS. Cycle 2018 - 2020: The amendments affect IFRS 1, IFRS 9 and IAS 41 and apply to annual periods beginning on or after 1 January 2022.
    - IFRS 1 “ First-time adoption of IFRS”.
    - IFRS 9 “Financial instruments”.
    - IAS 41 “Agriculture”.
- IFRS 17 “Insurance contracts”.
- IAS 1 (Amendment) “Disclosure of accounting policies”.
- IAS 8 (Amendment) “Definition of accounting estimates”.

The Group has not early adopted any of the above amendments as they would not have a material effect on these consolidated annual accounts.

Standards, interpretations and amendments to existing standards that cannot be adopted in advance or have not been adopted by the European Union:

At the date of preparation of these consolidated annual accounts, the IASB and the IFRS Interpretations Committee have published the following standards, amendments and interpretations, which cannot be early adopted or are pending adoption by the European Union.

- IFRS 10 (Amendment) and IAS 28 (Amendment) “Sale or contribution of assets between an investor and its associates or joint ventures”.
- IAS 1 (Amendments) “Classification of liabilities as current or non-current”.
- IAS 12 (Amendment) “Deferred tax related to assets and liabilities arising from a single transaction”.
- IFRS 17 (Amendment) “Initial Application of IFRS 17 and IFRS 9 - Comparative Information”

If any of the above standards were adopted by the European Union, the Group would apply them with the corresponding effects on its consolidated annual accounts.
The application of these amendments and interpretations will not have a significant effect on the Group’s consolidated annual accounts.

2.5 Use of estimates

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions regarding the future. By definition, the resulting accounting estimations will rarely be the same as the corresponding actual results. Adjustments resulting from the standardisation of estimates will be prospective. Explained below are the estimations and judgements which have a significant risk of leading to a material adjustment in the book values of assets and liabilities in the following financial year.

a) Fair value of investment property

The Parent Company's directors perform an assessment of the fair value of each property taking into account the most recent independent appraisals, and determine the value of a property within a range of acceptable fair value estimates.

The best evidence of fair value is current prices in an active market for similar properties. When such information is not available, the Directors consider information from a number of resources including:

1) current prices in an active market for similar properties, but of a different nature, or recent prices of similar properties in less active markets, adjusted to reflect these differences;
2) discounted cash flow projections based on reliable estimates of future cash flows, and
3) capitalised rent projections based on estimated net market rents of a property, and a capitalisation rate derived from an analysis of market evidence.

In order to prepare these consolidated annual accounts at 31 December 2021, the directors have requested appraisals of all the properties by independent experts (Note 5) to reflect their market value at that date.

The appraisals of such real estate assets have been performed under the "market value" assumption, with these appraisals performed in accordance with the Professional Appraisal Standards of the Royal Institution of Chartered Surveyors January 2020 - Red Book. The "market value" of the real estate owned by the Group has been determined on the basis of an appraisal carried out by independent appraisal experts (As of 31 December 2021: Colliers).

b) Income tax

The Parent Company is subject to the regime established in Law 11/2009, of 26 October, which regulates Listed Real Estate Investment Companies (REITs), which in practice means that, subject to certain requirements, the Parent Company is subject to a corporate income tax rate of 0% (Note 1).

The Directors of the Company monitor compliance with the requirements established in the legislation in order to save the tax advantages established therein. In this regard, the Directors estimate that these requirements will be met within the terms and deadlines established, and that no income tax expense of any kind should be recorded in the Parent Company in relation to the regime governing REITs.

c) Business combinations

At the date of acquisition of a subsidiary, IFRS-EU require an analysis of whether a business or a pool of net assets is being acquired, which does not meet the definition of a business under IFRS 3 "Business Combinations" (Note 2.21).

When the Group acquires shares of an entity that constitutes a group of net assets, the cost is allocated to the individual identifiable assets and liabilities within the group based on their relative fair values at the acquisition date.

When the Group acquires shares of an entity that constitutes a business, at the acquisition date, the cost of the business combination is allocated to the identifiable assets, liabilities and contingent liabilities of the acquired company. These assets and liabilities are initially measured at fair value.

The excess of the cost of the business combination over the acquirer's interest in the fair value of the net assets acquired is recognised as goodwill.

d) Joint arrangements and joint control

In the application of IFRS 10 and IFRS 11 on investments, the Group makes estimates and accounting judgments when determining the existence of control or joint control, and when classifying, in the case of joint arrangements, between joint ventures and joint operations.

Without prejudice to the fact that the estimation criteria are based on rational assessments and based on objective elements of analysis, it is possible that events that may occur in the future may make it necessary to modify them (upwards or downwards) in future periods; what would be done, if necessary and in accordance with IAS 8, is to prospectively recognise the change in estimate in the consolidated income statement.

2.6 Consolidation.

a) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control (See Appendix I). The Group controls an entity when it is exposed, or has the right, to variable returns from its involvement with the investee and has the ability to use its power over the investee to influence those returns. Subsidiaries are consolidated from the date on which control is transferred to the Group and are excluded from consolidation on the date on which control ceases. Subsidiaries are fully consolidated, including all their assets, liabilities, income, expenses and cash flows in the consolidated annual accounts and eliminating intercompany transactions and balances between Group companies. The accounting policies of subsidiaries have been modified where necessary to ensure consistency with the policies adopted by the Group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated income statement, the consolidated balance sheet, the consolidated statement of changes in equity and the consolidated statement of comprehensive income.

The year-end date of the subsidiaries is the same as that of the Parent Company.

b) Joint Arrangements

The Group applies IFRS 11 to all joint arrangements. Investments in joint arrangements under IFRS 11 are classified as joint operations or joint ventures, depending on the contractual rights and obligations of each investor.

Joint ventures imply that a venturer has direct rights to the assets, liabilities, income and expenses of the entity in which it participates. Joint ventures arise when a venturer is entitled to the results or net assets of the entity in which it has an interest and, therefore, uses the equity method to account for its share in the entity.

The proportionate share of the balance sheet and income statement items of the joint ventures are included in the balance sheet and income statement of the venturer based on its percentage share, as well as the cash flows in the consolidated statement of cash flows.

A breakdown of the identification data of the joint arrangements included in the scope of consolidation is provided in Appendix I to these notes to the consolidated annual accounts.

The year-end date of the joint ventures and joint arrangements coincides with that of the Parent Company.

Relevant information on the equity method

Under the equity method, the investment is initially recognised at cost, and the book value is increased or decreased to recognise the investor's share of the investee's results after the acquisition date.

If the ownership interest in a joint venture is reduced, but significant influence is maintained, only the proportionate share of amounts previously recognised in consolidated other comprehensive income is reclassified to consolidated profit or loss when appropriate.

The Group's share of post-acquisition gains or losses on its joint ventures is recognised in the consolidated income statement, and its share of post-acquisition movements is recognised in other consolidated comprehensive income with a corresponding adjustment to the book value of the investment. When the Group's share of losses of a joint venture equals or exceeds its interest in the joint venture, including any other uninsured long-term receivables, the Group does not recognise additional losses unless it has incurred legal or constructive obligations or made payments on behalf of the joint venture.

At each reporting date, the Group determines whether there is any objective evidence that the value of the investment in the joint venture is impaired. If this is the case, the Group calculates the amount of the impairment loss as the difference between the recoverable amount of the joint venture and its carrying amount and recognises this amount under "Share of profit or loss of entities accounted for by the equity method" in the consolidated income statement.

Results from upstream and downstream transactions between the Group and its joint ventures are recognised in the Group's consolidated annual accounts only to the extent that they relate to the shares of other investors in the joint ventures unrelated to the investor. Unrealized losses are eliminated unless the transaction provides evidence of impairment of the transferred asset. The accounting policies of joint ventures have been modified when necessary to ensure consistency with the policies adopted by the Group.

Dilution results arising from investments in joint ventures are recognised in the consolidated income statement.

2.7 Segment reporting

The information on operating segments is presented in accordance with the internal information provided to the highest decision-making authority. The Board of Directors has been identified as the highest decision-making authority responsible for allocating resources and evaluating the performance of the operating segments.

2.8 Investment properties

Property held for long-term rental income or capital appreciation, or both, which is not occupied by Group companies, is classified as investment property. Investment property also includes property being constructed or developed for future use as investment property.

Investment property is initially measured at cost, including related transaction costs and financing costs, if applicable. After initial recognition, investment property is carried at fair value.

The fair value of investment property reflects, inter alia, future rental income from leases and other assumptions that market participants would consider when valuing the property under current market conditions. The determination of the fair value is described in Note 5.

Subsequent expenditures are capitalised at the carrying amount of the asset only when it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other expenses are recorded in the consolidated income statement when incurred. When part of an investment property is replaced, the cost of the replaced item is included in the book value of the property, and its fair value is reassessed.
Changes in fair value are recognised in the consolidated income statement. When the Group disposes of a property at fair value in an arm's length transaction, the book value immediately before the sale is adjusted to the transaction price, and the adjustment is recorded in the consolidated income statement within net gain from fair value adjustment of investment property.

If an investment property becomes owner-occupied, it is reclassified as property, plant and equipment. Their fair value at the reclassification date becomes their cost for subsequent accounting purposes.

2.9 Financial assets

a) Classification

The classification depends on the appraisal category which is determined on the basis of the business model and the characteristics of the contractual cash flows, and only reclassifies financial assets when and only when its business model for managing such assets changes.

The Group classifies its financial assets in the following categories: financial assets at fair value through profit or loss, financial assets at fair value through other comprehensive income and financial assets at amortised cost.

b) Measurement

Acquisitions and disposals of investments are recognised on the date on which the Group undertakes to acquire or sell the asset. Investments are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss.

Financial assets measured at fair value through profit or loss are initially recognised at fair value and transaction costs are charged to the consolidated income statement. Investments are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

For assets measured at fair value, gains and losses are recorded in consolidated profit or loss or in consolidated other comprehensive income.

c) Financial assets at amortised cost

Investments in debt instruments that are held for the collection of contractual cash flows, when those cash flows represent only payments of principal and interest, are measured at amortised cost. They are included in current assets, except for maturities exceeding 12 months from the consolidated balance sheet date, when they are classified as non-current assets.

This category also includes deposits and guarantees given to third parties. These assets are subsequently carried at amortised cost using the effective interest method. Accounts receivable that do not explicitly accrue interest are measured at their nominal value, provided that the effect of not financially updating the cash flows is not significant. Subsequent measurement, if any, continues to be made at face value.

d) Financial assets at fair value through profit or loss

Assets that do not meet the criteria of amortized cost or fair value through other comprehensive income are measured at fair value through profit or loss. Realized and unrealized gains and losses arising from changes in the fair value of financial assets at fair value through profit or loss are included in the consolidated income statement in the year in which they arise.

e) Impairment

The impairment model requires the recognition of impairment allowances based on the expected loss model instead of only incurred credit losses.

The Group applies the simplified approach for its trade receivable, accounts receivable and other assets, most of which correspond to customers of recognized creditworthiness, recognising the expected credit loss for the entire life of the assets.

For trade accounts receivable, provided they do not contain a significant financial component, the Group applies the simplified approach, which requires recognising a loss allowance based on the expected loss model over the life of the asset at each reporting date. The Group's model considers internal information, such as the balance exposed at customers, external factors such as customer credit ratings and agency risk ratings, as well as customer-specific circumstances considering available information on past events, current conditions and prospective elements.

2.10 Financial liabilities

a) Financial liabilities at amortised cost:

This category includes debits through trade operations and debits through non-trade transactions. These third-party resources are classified as current liabilities, unless the Group has an unconditional right to defer settlement for at least 12 months following the date of the balance sheet.

These debts are initially recognised at fair value and subsequently recorded at amortized cost using the effective interest rate method. This effective interest is the restatement rate that matches the carrying value of the instrument with the expected flow of future payments through to maturity of the liability.

Notwithstanding the above, debts owing to commercial operations whose maturity is no longer than one year and which don't have a contractual interest rate are valued, both at the time of initial recognition as well as subsequently, at their nominal value provided that the effect of not updating the cash flows is not significant.

2.11 Offsetting financial instruments

Financial assets and liabilities are offset and presented net in the consolidated balance sheet when there is a legally enforceable right to offset the recognized amounts and the Group intends to settle on a net basis, or to realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

2.12 Share capital and earnings through equity units

The share capital is represented by equity units.

The issue costs of new equity units or options are presented directly against equity, as a reduction in reserves.

In the case of acquisition of the Parent Company's own equity units, the consideration paid, including any directly attributable incremental cost, is deducted from equity until cancellation, reissue or disposal. When the shares are sold or once again issued, any amount received, net of any incremental cost of the transaction that is directly attributable, is included in equity.

Basic earnings per share are calculated by dividing the profit attributable to owners of the Parent Company, excluding any equity service costs other than ordinary shares, by the weighted average number of ordinary shares outstanding during the year and excluding treasury shares.

For diluted earnings per share, the figures used in the determination of basic earnings per share are adjusted to take into account the after-tax effect of interest and other finance costs associated with the dilutive potential ordinary shares, and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

Likewise, a contract containing an obligation for the Parent Company to purchase its own equity instruments in exchange for cash gives rise to a financial liability. This financial liability is initially recognised at the present value of the amount to be repaid, against equity. Subsequently, the financial liability is measured at amortized cost, and changes in value, both due to changes in the valuation of the liability and the financial impact, are recorded under financial expenses. If the contract expires and no cash is delivered, the carrying amount of the financial liability is reclassified to equity.

2.13 Current and deferred taxes

In accordance with the tax regime for REITs, the Parent Company is subject to corporate income tax at 0%.

As established in Article 9.2 of Law 11/2009, of 26 October, as amended by Law 16/2012, of 27 December, and subsequent laws, the Parent Company shall be subject to a special tax of 19% on the full amount of dividends or shares in profits distributed to shareholders whose stake in the share capital of the Parent Company is equal to or greater than 5%, when such dividends are exempt or taxed at a tax rate of less than 10% (for this purpose, the tax payable under the Non-Resident Income Tax Law shall be taken into consideration).

However, this special tax will not apply when the dividends or shares in profits are received by entities whose purpose is to hold shares in the capital of other REITs or in the capital of other entities not resident in Spanish territory that have the same corporate purpose as the former and which are subject to a regime similar to that established for REITs as regards the mandatory legal or statutory profit distribution policy, with respect to those shareholders who hold an interest equal to or greater than 5% in the share capital of the former and are taxed on such dividends or shares in profits at a tax rate of at least 10%.

For those Group companies that do not fall within the aforementioned regime, the income tax expense (income) is the amount accrued in the year and includes both current and deferred tax expense (income).

Both current and deferred tax expense (income) is recorded in the consolidated income statement. However, the tax effect related to items that are recognised directly in equity or in consolidated other comprehensive income, respectively, is recognised in equity or in consolidated other comprehensive income.

Current tax assets or liabilities will be measured at the amounts expected to be paid to or recovered from the tax authorities, in accordance with the tax laws that have been enacted or substantially enacted at the balance sheet date.

Deferred income tax is calculated, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts.

However, they are not recognised if the deferred taxes arise from the initial recognition of a liability or an asset on a transaction other than a business combination that at the time of the transaction has no effect on either the book result or the taxable base. The deferred tax is determined by applying the rules and tax rates enacted or about to be enacted at the balance sheet date and are expected to apply when the related deferred tax asset is carried out or the deferred tax liability is settled.

Deferred income tax assets are recognized to the extent that it is probable that future taxable profits will be available against which the temporary differences can be offset.

2.14 Leases

a) <u>When the Group is the lessee</u>

Leases are recognised as a right-of-use asset and a corresponding liability on the date on which the leased asset is available for use by the Group.
Assets and liabilities arising from a lease are initially measured on a present value basis.

Right-of-use assets that meet the definition of investment property are recognised in accordance with IAS 40.

Lease liabilities include the net present value of the following lease payments:

- Fixed payments (including fixed payments in substance), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially valued at the index or rate on the commencement date;
- Amounts expected to be paid by the Group as residual value guarantees;
- The exercise price of a call option if the Group is reasonably certain that it will exercise that option, and
- Penalty payments for lease termination, if the lease term reflects the exercise by the Group of that option.

Lease payments to be made under reasonably certain extension options are also included in the valuation of the liability.

Lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If this cannot be readily determined, the incremental interest rate of the lessee's indebtedness will be used.

Lease payments are allocated between principal and finance cost. The finance cost is expensed over the lease term so as to produce a constant periodic interest rate on the remaining balance of the liability for each period.

b) When the Group is the lessor

Properties leased out under operating leases are included in investment property in the consolidated balance sheet. Lease income is recognised on a straight-line basis over the lease term.

2.15 Employee benefits

a) Severance payments

Severance benefits are paid to employees as a result of the Group's decision to terminate their employment contract before the normal retirement age or when the employee voluntarily accepts to resign in exchange for these benefits. The Group recognises these benefits when it has demonstrably committed to terminate the employment of current employees in accordance with a detailed formal plan without the possibility of withdrawal or to provide severance pay as a result of an offer made to encourage voluntary redundancy. The benefits that will not be paid within twelve months from the balance sheet date are discounted at their present value.

2.16 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation and when the amount has been reliably estimated. No provisions are recognised for future operating losses.

Provisions are measured at the current value of disbursements expected to be necessary to settle the obligation, using an interest rate which reflects the current market evaluations of the time value of money and the specific risks of the obligation. Adjustments to the provision based on the restatement thereof are recognized as a financial expense as they accrue.

Provisions maturing in less than or equal to one year, with no significant financial effect, are not discounted. When it is expected that part of the payment necessary to settle the provision is reimbursed by a third party, the reimbursement is recognised as an independent asset, provided receipt of such is practically assured.

2.17 Revenue recognition

Revenues are recorded at the fair value of the consideration receivable and represent amounts receivable for services rendered in the ordinary course of the Group's business, less returns, rebates, discounts and value added tax.

a) Provision of services

The Group provides rental services. Revenues from property rentals are recognized on an accrual basis, distributing incentive income and the initial costs of the lease contracts on a straight-line basis. When the Group offers incentives to its tenants, the cost of the incentives is recognized over the lease term on a straight-line basis, as a reduction of rental income. The costs related to each lease instalment are recognized as an expense.

b) Interest income

Income from interest is recognized using the effective interest rate method.

2.18 Dividend distribution

The distribution of dividends to the Parent Company's shareholders is recognized as a liability in the Group's consolidated annual accounts in the period in which the dividends are approved by the Parent Company's shareholders. The Parent Company is subject to the special regime for listed real estate investment trusts (REITs), which are regulated by the special tax regime established in Law 11/2009, of 26 October, as amended by Law 16/2012, of 27 December and subsequent laws, which regulates listed real estate investment trusts. The profit obtained during the year must be distributed as dividends to their shareholders, once the corresponding mercantile obligations have been fulfilled, and the distribution must be agreed upon within six months after the end of each financial year, as follows:

a) 100% of the profits from dividends or shares in profits distributed by the entities referred to in section 1 of article 2 of this Law.
b) At least 50% of the profits derived from the transfer of real estate and shares or equity units referred to in section 1 of Article 2 of this Law, carried out after the periods referred to in section 3 of Article 3 of this Law, assigned to the fulfilment of its main corporate purpose. The remainder of these profits must be reinvested in other properties or stakes assigned to the fulfilment of said purpose, within three years from the date of transfer. Otherwise, such profits must be distributed in full together with the profits, if any, arising from the year in which the reinvestment period ends. If the reinvested items are transferred before the maintenance period, those profits must be distributed in full together with the profits, if any, to the portion of these profits attributable to years in which the company was not taxed under the special tax regime established in that Law.
c) At least 80% of the remaining profits obtained.

The dividend must be paid within one month from the date of the distribution agreement.

When the distribution of dividends is charged to reserves from profits of a year in which the special tax regime has been applied, the distribution must be adopted with the resolution referred to in the preceding section.

2.19 Environmental

An environmental activity is considered to be any operation whose main purpose is to prevent, reduce or
repair the damage to the environment.

Costs incurred to protect and improve the environment are taken to the income statement when incurred, irrespective of when the related monetary or financial flows take place.

Possible forecasts relating to probable or certain liabilities, litigation in progress and indemnities or pending obligations of undetermined amount of environmental nature, not covered by insurance policies, are constituted at the time of the liability or obligation giving rise to compensation or payment.

Given the activity in which the Group companies are engaged, the Group has no expenses, assets or provisions for contingencies of an environmental nature that could be significant in relation to its equity, financial position and results. For this reason, no specific disclosures are included in these notes to the consolidated annual accounts with respect to information on environmental matters.

2.20 Cash and cash equivalents

Cash and cash equivalents include cash on hand, demand deposits with banks and other short-term, highly liquid investments with an original maturity of three months or less.

2.21 Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination, with limited exceptions, are initially measured at their fair values at the acquisition date. The Group recognizes any non-controlling interest in the acquired entity on an acquisition basis at fair value or at the non-controlling interest's proportionate share of the net identifiable assets of the acquired entity.

Acquisition-related costs are recognized as expenses when incurred.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquired entity, and the acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the identifiable net assets acquired is recorded as goodwill. If these amounts are less than the fair value of the identifiable net assets of the acquired subsidiary, the difference is recognized directly in profit or loss as a bargain purchase.

2.22 Going concern

These consolidated annual accounts have been prepared on a going concern basis, which contemplates that the Group will realize its assets and meet its liabilities in the normal course of business.

The Parent Company's Board of Directors has prepared these consolidated annual accounts on a going concern basis, as it considers that there is no doubt about the Group's ability to generate resources through its operations, meet its short-term commitments and stabilize its liquidity.

In addition, the Group is in compliance with all requirements at 31 December 2021 in relation to its credit facilities.

The table in Note 9 presents an analysis of financial liabilities grouped by maturity according to the terms outstanding at the consolidated balance sheet date until the maturity date stipulated in the contract. The amounts shown in the table correspond to the values resulting from the amortized cost method (carrying values), which basically coincide with the expected discounted cash flows (excluding interest accrued in the future). Balances payable within 12 months are equal to their book values, since the effect of discounting is not significant.

3. FINANCIAL RISK MANAGEMENT

The Group's activities are exposed to various financial risks: interest rate risk, credit risk and liquidity risk. The Group's global risk management programme focuses on uncertainty in the financial markets and aims to minimize potential adverse effects on the financial profitability.

Risk management is controlled by the Parent Company's Finance Department, which identifies, evaluates and hedges financial risks in accordance with the policies approved by the Parent Company's Board of Directors. The Board provides policies for overall risk management, as well as for specific areas such as interest rate risk, liquidity risk, and investment of excess liquidity.

3.1 Financial risk management

a) Interest rate risk

The Group's interest rate risk arises from financial debt. Loans issued at variable rates expose the Group to interest rate risk of cash flows, which is partially offset by cash held at variable rates. At 31 December 2021, the Group has certain loans maturing in the long term, with a variable interest rate pegged to the Euribor. The Group hedges against potential interest rate increases through derivative financial instruments.

The Group analyses its exposure to interest rate risk dynamically. Several scenarios are simulated taking into account financing alternatives. Based on these scenarios, the Group calculates the impact on the result for a given change in the interest rate (the scenarios are used only for liabilities representing the most significant positions subject to interest rate).
These analyses take into account:

- Economic environment in which it operates: design of different economic scenarios by modifying the key variables that may affect the Group (interest rates, occupancy rate of real estate investments, etc.).
- Identification of those interdependent variables and their level of linkage.
- Time frame in which the assessment is being made: the time horizon of the analysis and its possible deviations shall be taken into account.

b) Credit risk

Credit risk, understood as the impact that a default on accounts receivable may have on the consolidated income statement, is managed at Group level. The Group defines the credit risk management and analysis policy for its new customers before offering them the usual payment terms and conditions. The credit risk arises mainly from investment property rental receivables and sundry debtors. The Group evaluates and establishes the creditworthiness of its customers, taking into account their financial position, past experience and other factors. The Group considers that it does not have significant concentrations of credit risk. When it is deemed necessary to reduce credit risk, the Group requires the tenant to obtain bank guarantees for the term of the lease.

The Group maintains its cash and cash equivalents in entities with the best credit quality.

c) Liquidity risk and going concern

Cash flow forecasting is carried out by the Parent Company's Finance Department. It monitors the Group's liquidity needs to ensure that it has sufficient cash to meet operating requirements while maintaining sufficient availability of liquidity at all times so that the Group does not default on its financial obligations.

d) Other risks

The emergence of the COVID-19 coronavirus in China in January 2020 and its global spread to a large number of countries prompted the viral outbreak to be qualified as a pandemic by the World Health Organization in March 2020.

This pandemic affected economic and financial markets and virtually all sectors of the economy still face significant challenges arising from the current economic conditions. Although during the last few months the processes to vaccinate the population have advanced significantly, the economic outlook is still difficult to foresee.

The Directors and Management of the Parent Company continue to make, with the information available, an assessment of the main impacts of the pandemic on these consolidated annual accounts.

Due to the speed and frequency with which events change and the potential evolution of the pandemic in the coming months (potential impacts and mitigating actions), the significant estimates and judgments of the Directors and Management of the Parent Company could be affected. Therefore, developing a reasonable estimate of the potential impact of COVID-19 on future operations and cash flows under these circumstances is difficult because markets and economic agents may react unexpectedly to unforeseen developments in the pandemic.

Finally, it should be noted that the Directors and Management of the Parent Company are constantly monitoring the evolution of the situation in order to successfully confront any possible impacts, both financial and non-financial, that may arise.

3.2 Capital risk management

The main objectives of the Group's capital management are to ensure short- and long-term financial stability and adequate financing of investments. Debt ratios with financial institutions, calculated as: (Financial debt / (Financial debt + Equity)) as of 31 December 2021 and 31 December 2020 are as follows:

	Euros	
	31.12.2021	**31.12.2020**
Financial debt	57,887,491	-
Less - Cash and cash equivalents	8,456,159	187
Net financial debt	**49,431,332**	**-**
Equity	51,150,338	976
Financial Debt + Equity	**109,037,829**	**976**
Ratio of indebtedness with financial entities	**45.33%**	**-**

Management considers that the Group's level of indebtedness with financial institutions is low in relation to the industry average.

3.3 Estimation of the fair value of real estate assets

In accordance with IFRS 13, the hierarchy level at which an asset or liability is classified in its entirety (Level 1, Level 2 or Level 3) is determined on the basis of the lowest relevant input used in the valuation within the fair value hierarchy. In the event that the inputs used to measure the fair value of an asset or liability can be classified within different levels, the fair value measurement is classified in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the fair value measurement.

- Level 1: Listed prices (unadjusted) in active markets for identical assets or liabilities that are available to the entity at the measurement date.

- Level 2: Data other than listed prices included in Level 1 that are observable for the assets or liabilities, directly or indirectly through valuation techniques using observable market data.
- Level 3: Input data not observable in the market for the asset or liability.

The following table presents the Group's assets valued at fair value:

31 December 2021				**Euros**
Assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Long-term investment properties				
- Investment properties (Note 5)	-	108,150,000	-	108,150,000
Total assets	**-**	**108,150,000**	**-**	**108,150,000**

During the year ended 31 December 2021 and during the year ended 31 December 2020, there have been no transfers of levels.

4. FINANCIAL REPORTING BY SEGMENTS

The Parent Company's directors have determined the operating segments based on information reviewed by the Parent Company's Board of Directors for the purpose of allocating resources and assessing the Group's performance. Management identifies the following reportable segments:

31 December 2021			**Euros**
	Offices	**Others**	**Total**
Provision of services	1,072,940	-	1,072,940
Change in fair value of investment properties	12,627,001	-	12,627,001
Operating expenses	(294,555)	-	(294,555)
Operating profit (loss)	**13,405,386**	**-**	**13,405,386**
Financial revenue	-	-	-
Financial expenses	(411,485)	-	**(411,485)**
Financial profit (loss)	**(411,485)**	**-**	**(411,485)**
EBT	**12,993,901**	**-**	**12,993,901**
Income taxes	4,606	-	**4,606**
Profit (loss) for the year	**12,998,507**	**-**	**12,998,507**

31 December 2020			**Euros**
	Offices	**Others**	**Total**
Provision of services	-	-	-
Change in fair value of investment properties	-	-	-
Operating expenses	-	(2,438)	(2,438)
Operating profit (loss)	**-**	**(2,438)**	**(2,438)**
Financial revenue	-	-	-
Financial expenses	-	-	-

Financial profit (loss)	-	-	-
EBT	-	**(2,438)**	**(2,438)**
Income taxes	-	842	842
Profit (loss) for the year	-	**(1,596)**	**(1,596)**

The amounts provided to the Board of Directors in respect of total assets and liabilities are measured in accordance with criteria uniform to those applied in the consolidated annual accounts. These assets and liabilities are allocated based on the segment's activities.

31 December 2021			**Euros**
	Offices	**Others**	**Total**
Non-current assets	**108,201,290**	**-**	**108,201,290**
Investment properties	108,150,000	-	108,150,000
Other non-current assets	51,290	-	51,290
Current assets	**8,826,330**	**-**	**8,826,330**
Non-current liabilities	**57,883,846**	**-**	**57,883,846**
Current liabilities	**7,993,436**	**-**	**7,993,436**

31 December 2020			**Euros**
	Offices	**Others**	**Total**
Non-current assets	-	842	**842**
Investment properties	-	-	-
Other non-current assets	-	842	842
Current assets	-	**187**	**187**
Non-current liabilities	-	-	-
Current liabilities	-	**53**	**53**

5. INVESTMENT PROPERTY

Investment property comprises buildings and other owned structures held for long-term rental income and not occupied by the Group. Investment property is broken down by segment as follows:

Investment properties	**31 December 2021**	**31 December 2020**
Offices	2	-
Others	-	-
Total	**2**	**-**

The detail and movement of the items included in investment property is as follows:

	Euros
	Investment properties
Balance at 01.01.2020	**-**
Business combinations	-
Acquisitions	-
Disposals	-
Net gain / (loss) on fair value adjustments	-
Balance at 31.12.2020	**-**
Business combinations	-
Acquisitions	95,522,999
Disposals	-
Net gain / (loss) on fair value adjustments	12,627,001
Balance at 31.12.2021	**108,150,000**

Between 1 January 2021 and 31 December 2021, the Group has completed the following transactions:

- Acquisition of a property for lease located at Calle Retama 3, Madrid, dated 10 December 2021. At 31 December 2021, the property is partially occupied.
- Acquisition of an office building for lease located at Calle Lérida 32, Madrid, dated 13 July 2021. At 31 December 2021, the property is fully occupied.

There were no transactions during the year from 14 October 2020 to 31 December 2020.

a) Income and expenses from investment property

The following income and expenses from investment property have been recognized in the consolidated statement of income:

		Euros
	31 December 2021	**31 December 2020**
Rental income (Note 10.1)	1,072,940	-
Operating expenses arising from investment property that generates rental income	(101,262)	-
	971,678	**-**

b) Assets under operating leases

The total amount of future minimum lease payments under operating leases is as follows:

		Euros
	31 December 2021	**31 December 2020**
In 1 year	2,700,491	-

Between one and five years	8,230,500	-
Over five years	13,717,500	-
	24,648,491	**-**

c) Insurance

The Group takes out all the insurance policies necessary to cover possible risks that could affect investment property. Coverage of these policies is considered sufficient.

d) Obligations

At 31 December 2021, the Group has contractual obligations for the acquisition, construction or development of investment property, or for repairs, maintenance or insurance in addition to those disclosed in these notes to the consolidated annual accounts amounting to 3,000,000 euros. (0 euros as of 31 December 2020). In addition, mortgaged debts are described in Note 9.1.

e) Appraisal process

The cost and fair value of investments at 31 December 2021 and 31 December 2020 are reported below:

	Euros		**Euros**	
	31 December 2021		**31 December 2020**	
	Net cost value	**Fair value**	**Net cost value**	**Fair value**
Investment property	95,266,202	108,150,000	-	-

The appraisals of such real estate assets have been performed under the "market value" assumption, with these appraisals performed in accordance with the Professional Appraisal Standards of the Royal Institution of Chartered Surveyors January 2020 - Red Book. The "market value" of the real estate owned by the Group has been determined on the basis of an appraisal carried out by independent appraisal experts (As of 31 December 2021: 108,150,000).

"Market value" is defined as the estimated amount for which an asset should be able to be exchanged at the valuation date, between a willing seller and a willing buyer, after a reasonable period of marketing, and in which both parties have acted with knowledge, prudence and without coercion.

The appraisal methodology adopted by the independent appraisers to determine fair value was mainly the 10-year discounted cash flow method, in addition to comparing the information with comparable companies. The residual amount at the end of year 10 is calculated by applying an exit yield or cap rate to the net income projections for year 11. Cash flows are discounted at an internal rate of return to arrive at the net present value. This internal rate of return is adjusted to reflect the risk associated with the investment and the assumptions made. The key variables are, therefore, income, exit yield and discount rate.

The estimated yields depend on the type and age of the properties and their location. The properties have been appraised individually, considering each of the leases in force at year-end and, if applicable, foreseeable leases, based on current market rents for the different areas, supported by comparables and transactions carried out for their calculation.

As described in Note 2.5, the Directors of the Parent Company requested an appraisal at 31 December 2021 of all investment property. As a result of this valuation, a change in the fair value of investment property has been recorded in the consolidated income statement for the year ended 31 December 2021 of a positive 12,645,423 euros.

Below is a breakdown of the average exit yields by segment:

	Average Exit Yield in 2021	Average Exit Yield in 2020
Offices	4.38%	-

As of 31 December 2021, the following simulations were performed, in terms of exit yields, discount rates and incremental market rents, on the appraisals of the assets in the portfolio:

<u>At 31 December 2021</u>

Based on the simulations performed on these appraisals, the recalculated impact on the fair value of the properties in the portfolio at 31 December 2021 of a 0.25% change in the exit yield would produce:

- in the event that the exit yield is reduced by 0.25%, the market value of such properties would be 114,517,716 Euros.
- in the event that the exit yield is increased by 0.25%, the market value of such properties would be 102,541,600 Euros.

The effect of a 10% variation in the rent increases considered in the valuations of these assets would have the following impacts on consolidated assets and, by difference with the fair value of the asset, on the consolidated income statement, with respect to investment property:

- in the event of a 10% increase in market rents, the market value of such properties would be 122,255,659 Euros.
- in the event that market rents were reduced by 10%, the market value of such properties would be 94,083,847 Euros.

The effect of a variation of 0.50% in the discount rate used in the appraisals would have the following impacts on the consolidated assets and, by difference with the fair value of the asset, on the consolidated income statement, with respect to investment property:

- in the event that the discount rates were reduced by 0.50%, the market value of these properties would be 113,704,697 Euros.
- if the discount rates were to increase by 0.50%, the market value of these properties would be 102,905,149 Euros.

6. FINANCIAL ASSETS

The composition of financial assets at 31 December 2021 and 31 December 2020 is as follows:

	Long-term financial assets			Euros
	Credits, derivatives and others		Total	
	31.12.2021	31.12.2020	31.12.2021	31.12.2020
Financial assets at fair value with changes in profit and loss	45,000	-	45,000	-

Total long-term financial assets	**45,000**	**-**	**45,000**	**-**

	Euros			
	Current financial assets			
	Credits, derivatives and others		Total	
	31.12.2021	31.12.2020	31.12.2021	31.12.2020
Financial assets at amortised cost	217,453	-	217,453	-
Total short-term financial assets	**217,453**	**-**	**217,453**	**-**

6.1 Financial assets at amortised cost

The detail of the financial assets classified in this category at 31 December 2021 and 31 December 2020 is as follows:

	Euros	
	At 31 December 2021	At 31 December 2020
Current:		
Trade receivables for sales and services	217,453	-
Total	**217,453**	**-**

6.2 Financial assets at fair value through profit or loss

Below is a breakdown of the derivative financial instruments held by the Group at 31 December 2021 and 31 December 2020:

	Euros			
	2021		2020	
	Assets	Liabilities	Assets	Liabilities
Non-current portion	45,000	-	-	-
Current portion	-	-	-	-

Within the framework of the mortgage-backed debt agreement entered into by Castondo XXI, S.L., the Group signed an interest rate cap derivative contract. The main data associated with it are as follows:

Type of company	Type of contract	Contracting	Maturity	Notional in euros
Santander	Interest rate cap	29/07/2021	14/07/2025	10,800,000

The fair value of the derivative financial instrument does not differ significantly from the carrying amount and therefore no impact has been recorded in the consolidated profit and loss statement at 31 December 2021.

7. CASH AND CASH EQUIVALENTS

The breakdown of cash and cash equivalents at 31 December 2021 and 31 December 2020 is as follows:

	Euros
At 31 December 2021	At 31 December 2020

Cash on hand	8,456,159	187
	8,456,159	**187**

The current accounts bear interest at market rates and are all denominated in euros.

At the date of preparation of these consolidated annual accounts, the Group is not required to maintain any liquidity reserve and has full availability of its cash.

8. SHARE CAPITAL, RETAINED EARNINGS AND EARNINGS PER SHARE

a) Share capital

		Euros
	At 31 December 2021	**At 31 December 2020**
Registered share capital	3,500	3,500
Number of shares	3,500	3,500
Nominal value per share	€1	€1

From 14 October 2020 until 17 June 2021, the Parent Company had as its sole shareholder the entity Mediterranean Search, S.L. (Single Shareholder Company)

On 17 June 2021, by notarized deed, Areef 2 Sicaf, S.P.A. subscribed 100% of the shares of the Parent Company.

b) Legal reserve

The legal reserve must be appropriated in accordance with Article 274 of the Corporate Enterprises Act, which establishes that, in any case, an amount equal to 10% of the income for the year must be transferred to the legal reserve until it reaches at least 20% of the share capital.

This reserve cannot be distributed and, if it is used to offset losses in the event of no other sufficient reserves being available for that purpose, it must be repaid through future profits.

c) Distribution of profit (loss)

The proposed distribution of the Parent Company's income to be presented to the Sole Shareholder is as follows:

		Euros
	2021	**2020**
Basis of allocation:		
Profit and loss	**185,815**	**(1,596)**
Allocation:		
Legal reserve	700	-
Prior years' losses	1,596	(1,596)
Interim dividend	183,519	-
	185,815	**(1,596)**

On 12 May 2021, the Sole Shareholder approved, without modification, the proposed distribution of the

Parent Company's 2020 result.

On 31 December 2021, the Parent Company's sole shareholder approved the distribution of an interim dividend in the amount of 185,324 euros.

d) Provisional accounting statement (Interim dividends)

During 2021, the following distribution of interim dividends against the results of the year ended 31 December 2021 was made by the Parent Company:

	Euros
	Amount
Dividend 53 euros gross per share.	
Declared and paid on 31 December 2021	
Shares: 3,500	185,324
Interim dividend	**185,324**

Below is a table showing the existence of sufficient liquidity in the period, which allowed the distribution of the interim dividend made on the aforementioned date, and the provisional accounting statement supporting the existence of sufficient liquidity to be able to carry out the distribution of the aforementioned interim dividend.

	Interim dividend
	At 31 December 2021
Gross profit at 1 January 2021	185,815
Estimated corporate income tax payable	-
Net profit available	**185,815**
Legal reserves to be allocated on net profits	700
Maximum quantity of possible distribution	**185,115**
Amount proposed and distributed	**185,324**
Liquidity in Cash on Hand	54,522
Short-term loans	7,841,650
Short-term debts	(7,513,212)
Net liquidity	**382,960**

The liquidity existing at the date of declaration of the interim dividend is much higher than the gross amount of the dividend, and liquidity studies covering a period of twelve months after the declaration of the dividend show a comfortable liquidity situation.

e) Shareholders' contributions

On 5 July 2021, the Sole Shareholder made a contribution to the Parent Company's equity in the amount of 17,776,000 euros.

On 29 November 2021, the Sole Shareholder made a contribution to the Parent Company's equity in the amount of 178,012 euros.

On 3 December 2021, the Sole Shareholder made a contribution to the Parent Company's equity in the amount of 27,800,000 euros.

On 31 December 2021, the Parent Company made a refund of the amounts included in the caption Other contributions from shareholders to the Sole Shareholder in the amount of 7,417,833 euros.

At 31 December 2021, the balance of the heading Other contributions from shareholders amounts to 38,336,179 euros (0 euros at 31 December 2020).

9. FINANCIAL LIABILITIES

The composition of financial liabilities at 31 December 2021 and 31 December 2020 is as follows:

						Euros
	Long-term financial liabilities					
	Bank borrowing		Debits, derivatives and other		Total	
	31.12.2021	31.12.2020	31.12.2021	31.12.2020	31.12.2021	31.12.2020
Financial liabilities at amortised cost	50,314,846	-	7,569,000	-	57,883,846	-
Total long-term financial liabilities	**50,314,846**	**-**	**7,569,000**	**-**	**57,883,846**	**-**

						Euros
	Current financial liabilities					
	Bank borrowing		Debits, derivatives and other		Total	
	31.12.2021	31.12.2020	31.12.2021	31.12.2020	31.12.2021	31.12.2020
Financial liabilities at amortised cost	3,645	-	7,956,614	-	7,960,259	-
Total short-term financial liabilities	**3,645**	**-**	**7,956,614**	**-**	**7,960,259**	**-**

9.1 Financial liabilities at amortised cost

The detail of financial liabilities at amortized cost at 31 December 2021 and 31 December 2020 is as follows:

		Euros
	At 31 December 2021	At 31 December 2020
Non-current:		
Debentures and bonds (Note 14)	7,569,000	-
Bank borrowing	50,314,846	-
Current:		
Bank borrowing	3,645	-
Dividend asset payable and return of contributions	7,603,157	-
Debentures and bonds (Note 14)	91,878	-
Current account with shareholders and directors (Note 14)	3,500	-
Trade and other payables	258,079	-
Total	**65,844,105**	**-**

The detail of long-term and short-term bank loans is as follows:

								Euros
At 31 December 2021	**Bank**	**Date of constitution**	**Maturity**	**Interest rate**	**Amount financed**	**Long-term bank borrowing**	**Short-term bank borrowing**	**Total**
Mortgage loan Castondo XXI, S.L.	Santander	13/07/2021	13/07/2025	EURIBOR + 2.95%	24,900,000	17,499,865	3,645	17,503,510
Mortgage loan Jaesure, S.L.	Crédit Agricole	10/12/2021	10/12/2025	EURIBOR + 2.00%	53,090,091	32,814,981	-	32,814,981
Total					**77,990,091**	**50,314,846**	**3,645**	**50,318,491**

The maturity of financial liabilities at amortized cost in nominal terms at 31 December 2021 is as follows:

							2021
							Euros
	2022	**2023**	**2024**	**2025**	**2026**	**Subsequent years**	**Total**
Financial liabilities at amortised cost							
Bank borrowing	3,645	-	-	50,314,846	-	-	50,318,491
Bonds and debentures	91,878	-	-	7,569,000	-	-	7,660,878
Dividend payable	7,603,157	-	-	-	-	-	7,603,157
Current account with shareholders and directors	3,500	-	-	-	-	-	3,500
Trade and other payables	258,079	-	-	-	-	-	258,079
Total	**7,960,259**	**-**	**-**	**57,883,846**	**-**	**-**	**65,844,105**

a) Undrawn lines of credit

At 31 December 2021 and 2020, the Group has no undrawn lines of credit.

b) Financial ratios

The following debt agreements require compliance with certain financial ratios:

	Project LTV Ratio	**Interest Coverage Ratio (ICR)**
Mortgage loan Castondo XXI, S.L.	≤ 65%	=1.10
Mortgage loan Jaesure, S.L.	≤ 65%	=1.75

Definitions:

- Loan to Value (LTV) Project: calculated as the quotient resulting from dividing (a) outstanding debt by (b) the appraised value of the properties financed. Measures the ratio between the amount of the loan granted and the value of the property provided by the borrower as security for repayment of the loan.

- Interest Coverage Ratio (ICR): calculated as the quotient resulting from dividing (a) earnings before interest and taxes by (b) the amount of financial interest.

Failure to comply with these obligations could result, among other things, in partial early repayment of the loans described above.

At 31 December 2021, the Directors consider that the Group is in full compliance with all terms, conditions, covenants and provisions of the financing agreements in force.

Likewise, the Directors consider that the aforementioned ratios will be met at 31 December 2021, at the date of preparation of these consolidated annual accounts, and it is expected that they will be met in the next 12 months.

c) Information on the average period for payment to suppliers. Third additional provision: "Reporting duty" of Law 15/2010, of 5 July, as amended by Law 31/2014 on the reform of the Corporate Enterprises Act.

The detail of payments for commercial transactions made during the year and pending payment at the balance sheet date in relation to the maximum legal deadlines laid down in Law 15/2010, as amended by Law 31/2014, is as follows:

	2021	2020
	Days	**Days**
Average period for payment to suppliers	4	30
Ratio of transactions paid	4	30
Ratio of transactions pending payment	2	-
	Amount (euros)	**Amount (euros)**
Total payments made	3,478,921	3,366
Total payments pending	50,260	-

The calculation of the data in the table above has been made in accordance with the provisions of the resolution of 4 February 2016 of the Institute of Accounting and Accounts Auditing (ICAC). For the purposes of this note, the concept of trade payables includes the items of sundry suppliers and creditors for debts with suppliers of goods or services included in the scope of regularization in issues of legal payment terms.

10. INCOME AND EXPENSES

10.1 Turnover

Income from the Group's ordinary activities are distributed geographically as follows:

	Percentage		Euros	
	At 31 December 2021	**At 31 December 2020**	**At 31 December 2021**	**At 31 December 2020**
Market				
National	100%	-	1,072,940	-
	100%	**-**	**1,072,940**	**-**

The breakdown of turnover is as follows:

	Euros	
	At 31 December 2021	**At 31 December 2020**
Income		
Rents	1,072,940	-

	1,072,940	**-**

The lease agreements entered into by the Group companies are under normal market conditions as regards their duration, maturity dates and rents.

10.2 Other operating expenses

The breakdown of "Other operating expenses" is as follows:

		Euros
	At 31 December 2021	**At 31 December 2020**
Repairs and upkeep	(14,068)	-
Independent professional services	(217,254)	(2,438)
Insurance premiums	(12,431)	-
Banking and similar services	(31,465)	-
Other taxes	(19,337)	-
	(294,555)	**(2,438)**

10.3 Financial profit (loss)

The financial expenses accrued in the year ended 31 December 2021 are associated with the financing obtained (Note 9).

		Euros
	At 31 December 2021	**At 31 December 2020**
Financial expenses		
Through debts with third parties	(234,717)	-
Interest on debts with group companies (Note 14)	(176,768)	-
Total	**(411,485)**	**-**

11. **INCOME TAX**AND TAX STATUS

a) Tax assets and liabilities

At 31 December 2021 and 31 December 2020, the detail of the Group's collection rights and payment obligations with the Public Administrations is as follows:

		Euros
	At 31 December 2021	**At 31 December 2020**
Collection rights		
Tax authorities, receivable for VAT	145,131	-
	145,131	**-**

Payment obligations		
Tax authorities, payables for withholdings made	33,177	53
	33,177	**53**

b) Corporate Income Tax

The reconciliation between the net amount of income and expenses for the year and the income tax base at 31 December 2021 and 2020 is as follows:

2021			**Euros**
		Income statement	
	Increases	**Decreases**	**Total**
Balance of income and expenses for the year	12,998,507	-	**12,998,507**
Corporate Tax	-	(4,606)	**(4,606)**
Permanent differences	-	(1,952)	**(1,952)**
Temporary differences	434,080	(12,883,798)	**(12,449,718)**
Taxable base (tax result)	13,432,587	(12,890,356)	**542,231**

The adjustments to income for the year relate mainly to the allocation to the income statement of the change in fair value of investment property and internal dividends distributed within the Group.

2020			**Euros**
		P&L statement	
	Increases	**Decreases**	**Total**
Balance of income and expenses for the year	-	(1,596)	**(1,596)**
Corporate Tax	-	(842)	**(842)**
Permanent differences	-	(928)	**(928)**
Temporary differences	-	-	-
Taxable base (tax result)	-	(3,366)	**(3,366)**

c) Tax loss carryforwards

The detail of the tax loss carryforwards, both recorded and unrecorded, generated by the Group, classified by year, is as follows:

			Euros
	To offset	**Applied**	**Pending**
Tax loss carryforwards General Regime FY 2020	(3,366)	-	(3,366)
Total	**(3,366)**	**-**	**(3,366)**

Tax loss carryforwards do not have a time limit for offset against future taxable income.

d) Tax inspections

As set out in prevailing legislation, the taxes cannot be considered definitively settled until the tax returns have been inspected by the tax authorities or the four-year expiry term has run out. At 31 December 2021, the Group has open to inspection the taxes for the last four years. The Parent Company's directors consider that the aforementioned taxes have been adequately settled and, therefore, even in the event of discrepancies in the interpretation of current legislation due to the tax treatment granted to the transactions, any resulting liabilities, should they materialize, would not have a significant effect on the consolidated annual accounts.

In addition, Law 34/2015, of 21 September, partially amending Law 58/2003, of 17 December, General Tax Law, establishes that the right of the Administration to initiate the procedure to verify the tax bases or quotas offset or pending offset or deductions applied or pending application, will expire ten years from the day following the day on which the regulatory period established for filing the return or self-assessment corresponding to the tax year or period in which the right to offset such bases or quotas or to apply such deductions was generated.

At the date of preparation of these consolidated annual accounts, the Group has no tax audits in progress.

12. PROVISIONS AND CONTINGENCIES

No provisions have been recorded and no contingencies have been identified at 31 December 2021 or 31 December 2020.

13. BOARD OF DIRECTORS AND OTHER REMUNERATION

a) Shareholdings, positions and activities of the members of the Board of Directors

Article 229 of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July, imposes on the Directors the duty to inform the Board of Directors of the Parent Company and, failing that, the other Directors or the Sole Shareholder of any situation of direct or indirect conflict that they may have with the interests of the Parent Company or its Group.

Likewise, the Directors of the Parent Company must disclose any direct or indirect holding that they or persons related to them may have in any company engaged in activities similar, analogous or complementary to those of the Group's purpose, as well as disclose any positions or functions that they may hold therein.

In this regard, to comply with all the obligations laid down in the Corporate Enterprises Act and, in particular, with the duties imposed on the Directors, some of the Board members have made it known to the other Board members and the Sole Shareholder that they could potentially find themselves in a situation of conflict of interest due to the fact that, directly or indirectly, they hold a stake in the Managing Company or in companies with the same, similar or complementary type of activity to that of the Group's companies.

It is hereby stated that all members of the Board of Directors disclose whether as of 31 December 2021 they hold direct or indirect shares in companies with the same, similar or complementary type of activity to that which constitutes the corporate purpose of the Group. However, there is no situation of conflict, direct or indirect, on their part or by persons related to them with interests in the Group.

b) Remuneration of members of the Board of Directors and senior management

During the year ended 31 December 2021 the remuneration (wages and salaries and allowances) to members of the Board of Directors of the Parent Company amounted to 15,029 euros (0 euros in 2020) and there was no remuneration to senior management either at 31 December 2021 or 31 December 2020.

As regards the payment of insurance premiums, the Parent Company has not taken out any insurance policies to cover the risk of death and has not taken out any civil liability policies.

The members of the Parent Company's Board of Directors and senior management have not received any shares or stock options during the year ended 31 December 2021 or during the year ended 31 December 2020, nor have they exercised any options or have any options outstanding.

The members of the Board of Directors of the Parent Company and senior management do not have any pension funds or similar obligations for their benefit established by the Group. During the year ended 31 December 2021 and the year ended 31 December 2020, there are no senior management personnel who do not belong to the Parent Company's Board of Directors.

14. OTHER OPERATIONS WITH RELATED PARTIES

The detail of balances with related entities is as follows:

		Euros
	At 31 December 2021	**At 31 December 2020**
Bonds and other marketable securities		
Areef 2 Sicaf S.P.A. (1)	7,660,878	-
Dividends and distributions of contributions payable		
Areef 2 Sicaf S.P.A.	7,603,157	-
Other debts with shareholders		
Areef 2 Sicaf S.P.A.	3,500	-
Total	**15,267,537**	**-**

(1) At 31 December 2021, the balances recorded under "Long-term debt with shareholders" in the balance sheet relate to the 7,569 straight bonds with a par value of 1,000 euros issued by the Parent Company on 13 July 2021, and fully subscribed by the sole shareholder. These bonds bear interest at a fixed annual rate of 4.75%, payable quarterly, and mature on 7 July 2025. At 31 December 2021, accrued interest amounted to 176,768 euros, of which 91,878 euros is outstanding (2020: 0 euros).

At 31 December 2020, there were no balances with related parties.

The detail of transactions with related parties is as follows:

		Euros
	At 31 December 2021	**At 31 December 2020**
Financial expenses		

Areef 2 Sicaf S.P.A.	(176,768)	-
Total	**(176,768)**	**-**

There were no related party transactions during the year ended 31 December 2020.

15. REPORTING REQUIREMENTS DERIVING FROM THE STATUS OF REIT, LAW 11/2009, AS AMENDED BY LAW 16/2012 AND LAW 11/2021

a) Reserves from years prior to the application of the tax regime established in this Law.

The amount of these reserves at 31 December 2021 is a loss of 928 euros.

b) Reserves from years in which the tax regime established in this Law has been applied, differentiating the part that comes from income subject to a tax rate of 0%, 15% or 19%, with respect to that which, if applicable, has been taxed at the general tax rate.

At 31 December 2021, the balance of these reserves is 0 euros.

c) Dividends distributed with a charge to profits for each year in which the tax regime established in this Law has been applicable, differentiating the part that comes from income subject to the 0%, 15% or 19% tax rate, with respect to those that, if applicable, have been taxed at the general tax rate.

An interim dividend has been distributed from the Parent Company of the Group in the amount of 185,324 euros subject to a 0% tax rate.

d) In the case of distribution of dividends charged to reserves, designation of the year from which the reserve was applied and whether they have been taxed at 0%, 15%, 19% or at the general rate.

There has been no distribution against reserves.

e) Date of agreement to distribute dividends as referred to in foregoing letters c) and d).

31 December 2021

f) Date of acquisition of the real estate intended for lease and of the shares in the capital of entities referred to in section 1 of article 2 of this Law.

				Fraction of capital		Voting rights	
Name	Acquisition date	Registered office	Activity	Direct %	Indirect %	Direct %	Indirect %
Castondo XXI, S.L.	17/06/2021	Calle Goya, 6, 2ª planta, Madrid	Real estate	100%	0%	100%	0%
Jaesure, S.L.	02/12/2021	Calle Goya, 6, 2ª planta, Madrid	Real estate	100%	0%	100%	0%
Fresierar, S.L.	02/12/2021	Calle Goya, 6, 2ª planta, Madrid	Real estate	100%	0%	100%	0%

g) Identification of the assets that compute within the 80% referred to in section 1 of Article 3 of this Law.

Property	Acquisition date
Calle Lérida, 32, Madrid	13 July 2021
Calle Retama, 3, Madrid	10 December 2021

h) Reserves from years in which the tax regime applicable in this Law has been applicable, which have been disposed of in the tax period, other than for distribution or to offset losses, identifying the year from which such reserves originate.

There are none.

16. AUDITORS' FEES

The fees accrued during the years ended 31 December 2021 and 31 December 2020 by PricewaterhouseCoopers Auditores, S.L. and its network are as follows:

	Euros	
	2021	**2020**
Auditing service	43,000	-
Total	**43,000**	**-**

17. ENVIRONMENTAL INFORMATION

The Group's activities do not cause negative environmental impacts, and consequently it does not incur significant costs or investments to mitigate such possible impacts.

18. SUBSEQUENT EVENTS

At the date of preparation of these consolidated annual accounts, the Parent Company is in the process of converting into a public limited company, as part of the process of complying with the requirements of the REIT regime (Note 1).

On 15 September 2022, the investees Jaesure S.L.U. and Fresierar, S.L.U. applied to the State Tax Administration Agency to be included in the REIT regime.

During September 2022, Castondo XXI, S.L. has carried out a refinancing process through which it has cancelled the debt it had held since 2021 (Note 9) and has signed a new financing contract with another financial entity.

From 31 December 2021 until the preparation of these consolidated annual accounts, there have been no significant subsequent events that should be disclosed in these consolidated annual account.

APPENDIX I - SUBSIDIARIES, JOINT VENTURES AND JOINT OPERATIONS INCLUDED IN THE SCOPE OF CONSOLIDATION

APPENDIX I - SUBSIDIARIES, JOINT VENTURES AND JOINT OPERATIONS INCLUDED IN THE SCOPE OF CONSOLIDATION

At 31 December 2021

Name	Main Activity Centre	Registered office	Company Holding Share	% Share of nominal	Type of relationship	Integration Method	Activity
Castondo XXI, S.L.	Calle Goya, 6, 2ª Planta, Madrid	Calle Goya, 6, 2ª Planta, Madrid	Astickso XXI, S.L.U.	100%	Investee	Full consolidation	Real estate
Jaesure, S.L.	Calle Goya, 6, 2ª Planta, Madrid	Calle Goya, 6, 2ª Planta, Madrid	Astickso XXI, S.L.U.	100%	Investee	Full consolidation	Real estate
Fresierar, S.L.	Calle Goya, 6, 2ª Planta, Madrid	Calle Goya, 6, 2ª Planta, Madrid	Astickso XXI, S.L.U.	100%	Investee	Full consolidation	Real estate

APPENDIX II - INVESTMENT PROPERTY OWNED BY THE GROUP

APPENDIX II - INVESTMENT PROPERTY OWNED BY THE GROUP

Property	City	Province	Date of acquisition	Start date computation REIT REGIME	Type of asset
Calle Lérida, 32	Madrid	Madrid	13 July 2021	29 September 2021.	Offices
Calle Retama, 3	Madrid	Madrid	10 December 2021	Not under the REIT regime	Offices

CONSOLIDATED DIRECTORS' REPORT CORRESPONDING TO THE YEAR THAT ENDED 31 DECEMBER 2021

Situation and Activity of the Company

The declaration of the global pandemic related to Coronavirus in 2020 affected the evolution of the market. Although the Group has tried to continuously adapt to the market.

The group closed the year with a profit of 16,503,219 euros.
Turnover for 2021 was 1,072,940 euros relating to rental income.

Possible evolution of the Company

The Group is currently consolidating its businesses, which leads us to expect positive results in the coming years.
R&D activity

In 2021, the Group did not carry out any research and development activities.

Environmental risks

The Group's Management considers that there are no contingencies related to the protection and improvement of the environment, and does not consider it necessary to record any provision for environmental risks and expenses at 31 December 2021.

Financial risk management

The Group's activities are exposed to various financial risks: interest rate risk, credit risk and liquidity risk. The Group's global risk management programme focuses on uncertainty in the financial markets and aims to minimize potential adverse effects on the financial profitability.

Risk management is controlled by the Parent Company's Finance Department, which identifies, evaluates and hedges financial risks in accordance with the policies approved by the Parent Company's Board of Directors. The Board provides policies for overall risk management, as well as for specific areas such as interest rate risk, liquidity risk, and investment of excess liquidity.

a) Interest rate risk

The Group's interest rate risk arises from financial debt. Loans issued at variable rates expose the Group to interest rate risk of cash flows, which is partially offset by cash held at variable rates. At 31 December 2021, the Group has certain loans maturing in the long term, with a variable interest rate pegged to the Euribor. The Group hedges against potential interest rate increases through derivative financial instruments.

The Group analyses its exposure to interest rate risk dynamically. Several scenarios are simulated taking into account financing alternatives. Based on these scenarios, the Group calculates the impact on the result for a given change in the interest rate (the scenarios are used only for liabilities representing the most significant positions subject to interest rate).

These analyses take into account:

- Economic environment in which it operates: design of different economic scenarios by modifying the key variables that may affect the Group (interest rates, occupancy rate of real estate investments, etc.).

- Identification of those interdependent variables and their level of linkage.
- Time frame in which the assessment is being made: the time horizon of the analysis and its possible deviations shall be taken into account.

b) Credit risk

Credit risk, understood as the impact that a default on accounts receivable may have on the consolidated income statement, is managed at Group level. The Group defines the credit risk management and analysis policy for its new customers before offering them the usual payment terms and conditions. The credit risk arises mainly from investment property rental receivables and sundry debtors. The Group evaluates and establishes the creditworthiness of its customers, taking into account their financial position, past experience and other factors. The Group considers that it does not have significant concentrations of credit risk. When it is deemed necessary to reduce credit risk, the Group requires the tenant to obtain bank guarantees for the term of the lease.

The Group maintains its cash and cash equivalents in entities with the best credit quality.

c) Liquidity and going concern risk

Cash flow forecasting is carried out by the Parent Company's Finance Department. It monitors the Group's liquidity needs to ensure that it has sufficient cash to meet operating requirements while maintaining sufficient availability of liquidity at all times so that the Group does not default on its financial obligations (Note 8).

Relevant liquidity information is described in Note 2.24.

d) Other risks

The emergence of the COVID-19 coronavirus in China in January 2020 and its global spread to a large number of countries prompted the viral outbreak to be qualified as a pandemic by the World Health Organization in March 2020.
This pandemic affected economic and financial markets and virtually all sectors of the economy still face significant challenges arising from the current economic conditions. Although during the last few months the processes to vaccinate the population have advanced significantly, the economic outlook is still difficult to foresee.

The Directors and Management of the Parent Company continue to make, with the information available, an assessment of the main impacts of the pandemic on these consolidated annual accounts, which are described below:
Due to the speed and frequency with which events change and the potential evolution of the pandemic in the coming months (potential impacts and mitigating actions), the significant estimates and judgments of the Directors and Management of the Parent Company could be affected. Therefore, developing a reasonable estimate of the potential impact of COVID-19 on future operations and cash flows under these circumstances is difficult because markets and economic agents may react unexpectedly to unforeseen developments in the pandemic.

Finally, it should be noted that the Directors and Management of the Parent Company are constantly monitoring the evolution of the situation in order to successfully confront any possible impacts, both financial and non-financial, that may arise.

Personnel

At 31 December 2021, the Group does not have any employees.

Treasury shares

At 31 December 2021 and 2020, the Group has no treasury shares.

Subsequent events

At the date of preparation of this consolidated directors' report, the Parent Company is in the process of converting into a public limited company, as part of the process of complying with the requirements of the REITs regime (Note 1 of the notes to the consolidated annual accounts).
On 15 September 2022, the investees Jaesure S.L.U. and Fresierar, S.L.U. applied to the State Tax Administration Agency to be included in the REIT regime.

During September 2022, Castondo XXI, S.L. carried out a refinancing process through which it has cancelled the debt it had held since 2021 (Note 9 of the consolidated notes to the annual accounts) and has signed a new financing contract with another financial entity.

Since the closing date of the year ended 31 December 2021, there have been no significant events that could have a material effect on these consolidated annual accounts.

The Board of Directors of the parent Company Astickso XXI, S.L. (Single Shareholder Company) and subsidiaries on 9 December 2022, and in compliance with the requirements established in Article 253 of the Corporate Enterprises Act and Article 37 of the Commercial Code, is preparing the consolidated annual accounts and consolidated directors' report for the year ended 31 December 2021, which consist of the documents attached hereto.

______________________	______________________
Nicola Sajeva, holder of Foreigner's ID No.: Y8710216S as Board Member – Chair	Maria Victoria Oliver de Querol holder of National ID Card No. 46128437M as Director
______________________	______________________
Luis Huete Arrieta, older of National ID Card No.: 05328882N as Director	Miguel Liria Plañiol, holder of National ID Card No. 52364246P as Director

Astickso XXI SOCIMI, S.A. and subsidiaries

Auditor's report
Consolidated annual accounts for the financial year 2022
Consolidated directors' report

This version of our report is a free translation of the original, which was prepared in Spanish. All possible care has been taken to ensure that the translation is an accurate representation of the original. However, in all matters of interpretation of information, views or opinions, the original language version of our report takes precedence over this translation.

Independent auditor's report on the consolidated annual accounts

To the sole shareholder of Astickso XXI SOCIMI, S.A. (Unipersonal Company)

Opinion

We have audited the consolidated annual accounts of Astickso XXI SOCIMI, S.A. (the Parent company) and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2022, and the income statement, statement of comprehensive income, statement of changes in equity, cash flow statement and related notes, all consolidated, for the year then ended.

In our opinion, the accompanying consolidated annual accounts present fairly, in all material respects, the equity and financial position of the Group as at 31 December 2022, as well as its financial performance and cash flows, all consolidated, for the year then ended, in accordance with International Financial Reporting Standards as adopted by the European Union (IFRS-EU) and other provisions of the financial reporting framework applicable in Spain.

Basis for opinion

We conducted our audit in accordance with legislation governing the audit practice in Spain. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated annual accounts* section of our report.

We are independent of the Group in accordance with the ethical requirements, including those relating to independence, that are relevant to our audit of the consolidated annual accounts in Spain, in accordance with legislation governing the audit practice. In this regard, we have not rendered services other than those relating to the audit of the accounts, and situations or circumstances have not arisen that, in accordance with the provisions of the aforementioned legislation, have affected our necessary independence such that it has been compromised.

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

PricewaterhouseCoopers Auditores, S.L., Torre PwC, Pº de la Castellana 259 B, 28046 Madrid, España
Tel.: +34 915 684 400 / +34 902 021 111, Fax: +34 915 685 400, www.pwc.es

R. M. Madrid, hoja 87.250-1, folio 75, tomo 9.267, libro 8.054, sección 3ª
Inscrita en el R.O.A.C. con el número S0242 - CIF: B-79 031290

Most relevant aspects of the audit

The most relevant aspects of the audit are those that, in our professional judgment, were considered to be the most significant risks of material misstatement in our audit of the consolidated annual accounts of the current period. These risks were addressed in the context of our audit of the consolidated annual accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these risks.

Most relevant aspects of the audit	How our audit addressed the most relevant aspects of the audit
Valuation of Investment properties As indicated in note 5 of the attached consolidated annual accounts, investment property constitutes 93% of the Group's assets. The Group, as described in note 2.7, applies the fair value model in accordance with IAS 40, and has recorded in the consolidated income statement for the year 2022 a negative change in the fair value of investment property of 672,676 euros, as described in note 5. The total investment property recorded in non-current assets on the consolidated balance sheet amounts to 110,020,000 euros as of December 31, 2022. The Group records the fair value of investment property based on valuations made by independent experts. The valuations are carried out in accordance with the Valuation and Valuation Standards published by the Royal Institution of Chartered Surveyors (RICS), whose methodology has been described in note 5 of the attached consolidated annual accounts. The valuers consider specific variables such as signed lease contracts. They also assume certain hypotheses regarding variables such as discount rates, estimated market rents and exit yields, arriving at a final assessment. The importance of the estimates and judgments involved in these valuations, together with the fact that a percentage difference in the valuation of a property could result in a material figure, makes the valuation of real estate investments to be considered a more relevant aspect of our audit. .	For the acquisitions of real estate investments recorded during the year, we have verified the key supporting documentation of a sample of them, such as contracts and deeds of sale, or other documents that affect the cost. Additionally, we have obtained the valuation of real estate investments carried out by independent experts hired by the management, on which we have carried out, among others, the following procedures: • Verification of the competence, capacity and independence of the expert appraiser through confirmation and confirmation of its recognized prestige in the market. • We have verified that the valuations have been carried out in accordance with accepted methodology. • Discussion of the main key assumptions of the valuation through various meetings with management, evaluating the consistency of the estimates. • Carrying out tests to verify the accuracy of the most relevant data supplied by management to the valuer. Lastly, we have evaluated the adequacy of the information disclosed in the consolidated annual accounts. The result of the procedures carried out has made it possible to reasonably achieve the audit objectives for which said procedures were designed.

Other information: Consolidated management report

Other information comprises only the consolidated management report for the 2022 financial year, the formulation of which is the responsibility of the Parent company's directors and does not form an integral part of the consolidated annual accounts.

Our audit opinion on the consolidated annual accounts does not cover the consolidated management report. Our responsibility regarding the consolidated management report, in accordance with legislation governing the audit practice, is to evaluate and report on the consistency between the consolidated management report and the consolidated annual accounts as a result of our knowledge of the Group obtained during the audit of the aforementioned financial statements, as well as to evaluate and report on whether the content and presentation of the consolidated management report is in accordance with applicable regulations. If, based on the work we have performed, we conclude that material misstatements exist, we are required to report that fact.

On the basis of the work performed, as described in the previous paragraph, the information contained in the consolidated management report is consistent with that contained in the consolidated annual accounts for the 2022 financial year, and its content and presentation are in accordance with the applicable regulations.

Responsibility of the Parent company's directors for the consolidated annual accounts

The Parent company's directors are responsible for the preparation of the accompanying consolidated annual accounts, such that they fairly present the consolidated equity, financial position and financial performance of the Group, in accordance with IFRS-EU and other provisions of the financial reporting framework applicable to the Group in Spain, and for such internal control as the aforementioned directors determine is necessary to enable the preparation of consolidated annual accounts that are free from material misstatement, whether due to fraud or error.

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

Auditor’s responsibilities for the audit of the consolidated annual accounts

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

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

As part of an audit in accordance with legislation governing the audit practice in Spain, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Parent company's directors.

- Conclude on the appropriateness of the Parent company's directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated annual accounts, including the disclosures, and whether the consolidated annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated annual accounts. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

From the significant risks communicated with the directors of the Parent company, we determine those risks that were of most significance in the audit of the consolidated annual accounts of the current period and are, therefore, considered to be the most significant risks.

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

PricewaterhouseCoopers Auditores, S.L. (S0242)

Rafael Pérez Guerra (20738)

23 May 2023

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

Consolidated Annual Accounts at 31 December 2022
and Consolidated Directors' Report for 2022

TABLE OF CONTENTS OF THE CONSOLIDATED ANNUAL ACCOUNTS OF ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES AT 31 DECEMBER 2022

TABLE OF CONTENTS

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 2022
(Figures in euros)

	Notes	At 31 December 2022	At 31 December 2021
NON-CURRENT ASSETS			
Investment properties	**5**	**110,020,000**	**108,150,000**
Long-term financial investments	**6**	**4,588,630**	**45,000**
Derivatives		4,391,299	45,000
Other financial assets		197,331	-
Deferred tax assets	**11**	**842**	**6,290**
Non-current trade receivables	**6**	**487,268**	**-**
TOTAL NON-CURRENT ASSETS		**115,096,740**	**108,201,290**
CURRENT ASSETS			
Advances to suppliers		**-**	**7,587**
Trade and other receivables		**91,674**	**362,584**
Trade receivables for sales and services	6	6,043	217,453
Sundry receivables	6	1,320	-
Other credits with Public Administrations	11	84,311	145,131
Short-term financial investments	**6**	**136,414**	**-**
Other financial assets		136,414	-
Prepayments and accruals		**769,729**	-
Cash and cash equivalents	**7**	**2,371,029**	**8,456,159**
TOTAL CURRENT ASSETS		**3,368,846**	**8,826,330**
TOTAL ASSETS		**118,465,586**	**117,027,620**

The accompanying Notes 1 to 18 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2022.

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 2022
(Figures in euros)

	Notes	At 31 December 2022	At 31 December 2021
EQUITY AND LIABILITIES			
EQUITY			
SHAREHOLDERS' EQUITY	**8**	**48,299,333**	**51,150,338**
Share capital		5,000,000	3,500
Retained earnings and other reserves		12,810,659	(928)
Prior years' losses		-	(1,596)
Other contributions from shareholders		31,532,558	38,336,179
Income for the year attributable to shareholders of the Parent Company		(1,043,884)	12,998,507
Interim dividend		-	(185,324)
Adjustments for changes in value of hedging transactions	**6**	**4,169,829**	**-**
Equity attributable to shareholders of the Parent company		**52,469,162**	**51,150,338**
TOTAL EQUITY		**52,469,162**	**51,150,338**
NON-CURRENT LIABILITIES			
Long-term debts		**65,718,834**	**57,883,846**
Bonds and marketable securities	9 and 14	7,569,000	7,569,000
Bank borrowing	9	57,887,233	50,314,846
Derivatives	6 and 9	134,609	**-**
Other financial liabilities	9	127,992	-
TOTAL NON-CURRENT LIABILITIES		**65,718,834**	**57,883,846**
CURRENT LIABILITIES			
Short-term debts	**9**	**8,088**	**3,645**
Bank borrowing		6,678	3,645
Other financial liabilities	14	1,410	-
Debts with shareholders	**9 and 14**	**-**	**7,698,536**
Trade and other payables		**269,502**	**291,255**
Suppliers and other accounts payable	9	-	57,176
Trade and other accounts payable	9	241,443	200,902
Other debts with Public Administrations	11	28,059	33,177
TOTAL CURRENT LIABILITIES		**277,590**	**7,993,436**
TOTAL EQUITY AND LIABILITIES		**118,465,586**	**117,027,620**

The accompanying Notes 1 to 18 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2022.

CONSOLIDATED INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2022
(Figures in euros)

	Notes	31 December 2022	31 December 2021
Turnover	**10**	**3,720,596**	**1,072,940**
Other operating expenses	**10**	**(1,374,058)**	**(294,555)**
Outsourced services		(928,461)	(229,883)
Other taxes		(445,597)	(64,672)
Variation in fair value of investment property	**5**	**(672,676)**	**12,627,001**
Other profits (losses)		**35,950**	**-**
OPERATING PROFIT (LOSS)		**1,709,812**	**13,405,386**
Financial income	**10**	**160,224**	**-**
Financial expenses	**10**	**(2,927,092)**	**(411,485)**
Change in the fair value of financial instruments	**6 and 10**	**19,361**	-
Exchange differences	**10**	**(741)**	-
FINANCIAL PROFIT (LOSS)		**(2,748,248)**	**(411,485)**
EBT		**(1,038,436)**	**12,993,901**
Income tax expense	11	(5,448)	4,606
PROFIT (LOSS) FOR THE YEAR		**(1,043,884)**	**12,998,507**
Attributable to the Parent Company's Shareholders	**8**	**(1,043,884)**	**12,998,507**
Attributable to non-controlling interest		-	**-**

The accompanying Notes 1 to 18 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2022.

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2022
(Figures in euros)

	Note	31 December 2022	31 December 2021
Profit (loss) for the year	**8**	**(1,043,884)**	**12,998,507**
Other comprehensive income, net of taxes	**6**	**4,169,829**	**-**
Items that may be reclassified to profit or loss		**4,169,829**	**-**
Items that will not be reclassified to profit or loss		**-**	**-**
Total comprehensive income for the year attributable to shareholders of the Parent Company		**3,125,945**	**12,998,507**
Total comprehensive income for the year attributable to the non-controlling interest		**-**	**-**

The accompanying Notes 1 to 18 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2022

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022
(Figures in euros)

	Registered Share Capital (Note 8)	Retained Earnings and Other reserves (Note 8)	Other shareholders' contributions (Note 8)	Prior years' losses (Note 8)	Consolidated income for the year (Note 8)	Interim dividend (Note 8)	Adjustments for changes in value of hedging transactions (Note 6)	TOTAL Equity attributable to shareholders of the Parent Company	TOTAL
BALANCE AT 31 DECEMBER 2020	**3,500**	**(928)**	**-**	**-**	**(1,596)**	**-**	**-**	**976**	**976**
BALANCE AT 1 JANUARY 2021	**3,500**	**(928)**	**-**	**-**	**(1,596)**	**-**	**-**	**976**	**976**
Total recognised income and expenses	**-**	**-**	**-**	**-**	**12,998,507**	**-**	**-**	**12,998,507**	**12,998,507**
Transactions with shareholders and owners	**-**	**-**	**38,336,179**	**-**	**-**	**-**	**-**	**38,336,179**	**38,336,179**
Shareholders' contributions	-	-	45,754,012	-	-	-	-	45,754,012	45,754,012
Refunds of shareholders' contributions	-	-	(7,417,833)	-	-	-	-	(7,417,833)	(7,417,833)
Other changes in equity	**-**	**-**	**-**	**(1,596)**	**1,596**	**(185,324)**	**-**	**(185,324)**	**(185,324)**
BALANCE AT 31 DECEMBER 2021	**3,500**	**(928)**	**38,336,179**	**(1,596)**	**12,998,507**	**(185,324)**	**-**	**51,150,338**	**51,150,338**
BALANCE AT 1 JANUARY 2022	**3,500**	**(928)**	**38,336,179**	**(1,596)**	**12,998,507**	**(185,324)**	**-**	**51,150,338**	**51,150,338**
Total recognised income and expenses	**-**	**-**	**-**	**-**	**(1,043,884)**	**-**	**4,169,829**	**3,125,445**	**3,125,445**
Transactions with shareholders and owners	**4,996,500**	**-**	**(6,803,621)**	**-**	**-**	**-**	**-**	**(1,807,121)**	**(1,807,121)**
Capital increases/decreases	4,996,500	-	(4,996,500)	-	-	-	-	-	-
Shareholders' contributions	-	-	1,791,050	-	-	-	-	1,791,050	1,791,050
Refunds of shareholders' contributions	-	-	(3,598,171)	-	-	-	-	(3,598,171)	(3,598,171)
Other changes in equity	**-**	**12,811,587**	**-**	**1,596**	**(12,998,507)**	**185,324**	**-**	**-**	**-**
BALANCE AT 31 DECEMBER 2022	**5,000,000**	**12,810,659**	**31,532,558**	**-**	**(1,043,884)**	**-**	**4,169,829**	**52,469,162**	**52,469,162**

The accompanying Notes 1 to 18 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2022.

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022
(Figures in euros)

	Note	31 December 2022	31 December 2021
A) CASH FLOW FROM OPERATING ACTIVITIES			
Earnings before tax	**11**	**(1,038,436)**	**12,993,901**
Adjustments of profit/(loss)		**2,933,028**	**(12,208,385)**
Financial revenue	10	(160,224)	-
Financial expenses	10	2,927,092	411,485
Changes in fair value of investment property	5	672,676	(12,627,001)
Changes in fair value of financial instruments	10	(19,361)	-
Exchange differences		113	-
Other adjustments to income/(loss)	6	(487,268)	7,131
Changes in working capital		**(21,520)**	**(79,022)**
Advances to suppliers		7,587	(7,587)
Trade and other receivables		270,910	(362,584)
Other current assets		(207,207)	-
Trade and other payables		(21,755)	291,149
Other current liabilities		(1,716)	-
Other non-current assets and liabilities		(69,339)	-
Other cash flows from operating activities		**(1,933,684)**	**(279,275)**
Interest payments		(1,933,684)	(279,275)
Cash flows from operating activities		**(60,612)**	**427,219**
B) CASH FLOW FROM INVESTMENT ACTIVITIES			
Payables due to investments	**5**	**(2,542,676)**	**-**
Investment properties		(2,542,676)	-
Receivables and payments for divestments		**-**	**-**
Changes in the perimeter		-	(4,419)
Payments for Investment Property	5	-	(95,522,999)
Payments for financial investments	6	-	(45,000)
Cash flows from investment activities		**(2,542,676)**	**(95,572,418)**
C) CASH FLOW FROM FINANCING ACTIVITIES			
Receipts and payments for equity instruments	**8**	**(9,224,954)**	**45,754,012**
Shareholders' contributions		1,791,050	45,754,012
Refund of shareholders' contributions		(11,016,004)	-
Receipts and payments for instruments of financial liability		**5,928,436**	**57,847,159**
Issuance of financial debt		24,126,914	50,278,159
Issuance of debt with related parties		-	7,569,000
Repayment of debt with credit institutions		(18,198,478)	-
Dividend collections and payments	**8**	**(185,324)**	**-**
Cash flows from financing activities		**(3,481,842)**	**103,601,171**
NET INCREASE / (DECREASE) IN CASH OR CASH EQUIVALENTS		**(6,085,130)**	**8,455,972**
Cash at beginning of year	**7**	**8,456,159**	**187**
Cash at end of year	**7**	**2,371,029**	**8,456,159**

The accompanying Notes 1 to 18 and Appendices I and II are an integral part of the consolidated annual accounts at 31 December 2022.

1. ACTIVITY AND GENERAL INFORMATION

Astickso XXI, S.L. (Single Shareholder Company) currently called Astickso XXI SOCIMI, S.A. (hereinafter, the “Parent Company” or the “Company”), was incorporated on 14 October 2020 in Spain in accordance with the consolidated text of the Corporate Enterprises Act approved by Royal Legislative Decree 1/2010, of 2 July (the “Corporate Enterprises Act”) by public deed. The registered office of the Parent Company is located at Calle Goya, 6, Madrid.

On 20 September 2021, the Sole Shareholder of the Parent Company, exercising the powers of the General Meeting of Shareholders, decided to opt for application of the special REIT tax regime for corporate income tax purposes. In accordance with the provisions of the First Transitional Provision of Law 11/2009, of 26 October 2009, which regulates Real Estate Investment Trusts, it is possible to opt for the application of the special tax regime under the terms established in Article 8 of this Law, even if the requirements laid down therein are not met, provided that such requirements are met within two years from the date of application of such regime. Application was made for registration under the REIT regime on 28 September 2021.

The corporate purpose of the Parent Company consists of:

a) The acquisition and promotion of natural urban real estate for leasing.

b) The holding of shares in the capital of other REITs or in the capital of other entities not resident in Spanish territory that have the same corporate purpose as the former and that are subject to a regime similar to that established for REITs in terms of the mandatory legal or statutory profit distribution policy.

c) The holding of shares in the capital of other entities, whether or not resident in Spanish territory, whose main corporate purpose is the acquisition of urban real estate for lease and which are subject to the same regime established for REITs in terms of the mandatory legal or statutory profit distribution policy and which meet the investment requirements established for these companies.

d) The holding of shares or equity units of Undertakings for Collective Investments (UCI) regulated in Law 35/2003, of 4 November, on Undertakings for Collective Investment, or the regulation that replaces it in the future.

Transformation to a Public Limited Company: listing on Euronext.

On 16 November 2022, the Board of Directors of the Parent Company decided to grant full powers to María Victoria Oliver de Querol to comply with the requirements established to formalise the preparatory activities for the listing of the Parent Company’s shares on any trading system of a member state of the European Economic Area, such as Euronext Access.

This process has required the preparation of a balance sheet and its explanatory notes of the Parent Company at 31 August 2022, which has been audited and reviewed by the independent expert appointed by the Mercantile Registry.

In addition, to comply with the requirements for listing on Euronext Access, the Parent Company had to be transformed into a Public Limited Company. This conversion was decided on 29 December 2022 by the Sole Shareholder and required a capital increase against other shareholder contributions, so that the Parent Company, at 31 December 2022, had share capital of 5,000,000 euros (Note 8). Finally, the corporate name has changed to Astickso XXI SOCIMI, S.A. Both events were registered with the Mercantile Registry on 8 February 2023.

The consolidated annual accounts of Astickso XXI SOCIMI, S.A. for the year ended 31 December 2022 were prepared on 24 February 2023.

REIT Regime:

a) <u>Regulatory regime</u>

On 28 September 2021, the Parent Company applied to the Tax Authorities to opt for application of the regime for Real Estate Investment Trust (SOCIMI), being subject to Law 11/2009, of 26 October 2009, as amended by Law 16/2012, of 27 December 2012, and subsequent laws, which regulate REITs.

In the case of Castondo XXI, S.L., on 20 September 2021, the Parent Company, as Sole Shareholder, decided to opt for application of the special REIT tax regime for corporate income tax purposes. The State Tax Administration Agency was notified of its option to apply the REIT regime on 29 September 2021.

Lastly, in the case of Jaesure, S.L. and Fresierar, S.L., on 15 September 2022, the Parent Company, as Sole Shareholder, decided to opt for application of the special REIT tax regime for corporate income tax purposes and notified the State Tax Administration Agency of its decision to apply this regime.

Article 3 of Law 11/2009, of 26 October 2009, establishes certain requirements for this type of company, as follows:

i. They must have invested at least 80% of the value of the assets in urban real estate intended for lease, in land for the development of real estate to be used for such purpose, provided that the development is started within three years after its acquisition, as well as in shares in the capital or in the equity of other entities referred to in Article 2.1 of this Law.

ii. At least 80% of the income for the tax period corresponding to each year, excluding income derived from the transfer of shares and real estate assets, both of which are used by the Parent Company to carry out its main corporate purpose, once the maintenance period referred to in the following section has elapsed, must come from the lease of real estate and from dividends or shares in profits linked to the aforementioned investments.

iii. The real estate assets of the Parent Company must be leased for at least three years. For the purposes of the computation, the time that the properties have been offered for lease will be added, with a maximum of one year.

The First Transitional Provision of the REIT Law allows application of the REIT Tax Regime under the terms established in Article 8 of the REIT Law, even if the requirements laid down therein are not met at the date of incorporation, provided that such requirements are met within two years following the date on which the REIT Tax Regime is chosen to be applied. In this regard, the Parent Company is taking the necessary actions aimed at complying with the requirements of the aforementioned regime and the Parent Company's directors estimate that all of them will be complied with within the stipulated period and, therefore, it is not necessary to record any income tax expense in the Parent Company.

The tax rate for REITs with regard to Corporation Tax is set at 0%. However, should profits be distributed to shareholders who own at least 5% of the share capital of the REIT and who are either exempt from tax or are taxed at a rate less than 10% on such dividends, then the REIT will have to pay a special corporate tax of 19% on the dividends distributed to those shareholders. Where applicable, this special taxation must be paid by the REIT within a deadline of two months from the date of dividend distribution.

Effective for years beginning on or after 1 January 2021, Law 11/2021, of 9 July, on measures to prevent and combat tax fraud amends Article 9.4 of Law 11/2009, of 26 October, which regulates Real Estate Investment Trusts (REIT). Specifically, a special tax of 15% is introduced on the amount of profit obtained in the year that is not distributed, in the part that comes from: a) income that has not been taxed at the general corporate income tax rate and, b) income that does not derive from the transfer of qualifying assets, once the three-year holding period has elapsed, that have been covered by the three-year reinvestment period provided for in Article 6.1.b) of Law 16/2012, of 27 December. This special levy will be considered as corporate income tax and will accrue on the date of the resolution of application of the profit for the year by the general meeting of shareholders or equivalent body. The self-assessment and payment of the tax must be made within two months from the accrual date

b) Subsidiaries

The Parent Company, Astickso XXI SOCIMI, S.A., is the parent company of a group of companies (hereinafter, the "Group") which comprised the following subsidiaries at 31 December 2022 and 2021:

Name	Registered office	Activity	Share %
Castondo XXI, S.L.	Calle de Goya 6, 2ª planta	Real estate	100%
Jaesure, S.L.U.	Calle de Goya 6, 2ª planta	Real estate	100%
Fresierar, S.L.U.	Calle de Goya 6, 2ª planta	Real estate	100%

2. BASES FOR PRESENTATION OF THE CONSOLIDATED ANNUAL ACCOUNTS

The main accounting policies adopted in the preparation of the consolidated annual accounts are described below. These policies have been applied consistently for all years presented unless otherwise indicated.

2.1 Basis of presentation

These consolidated annual accounts are the first that Astickso XXI SOCIMI, S.A. and subsidiaries (together, the Group) present under International Financial Reporting Standards as adopted by the European Union (EU-IFRS). These consolidated annual accounts have been prepared in accordance with International Financial Reporting Standards (IFRS) and the Interpretations of the International Financial Reporting Interpretations Committee (IFRIC) as adopted by the European Union (collectively, EU-IFRS), in accordance with Regulation (EC) No. 1606/2002 of the European Parliament and of the Council and subsequent amendments.

The preparation of these consolidated annual accounts in accordance with IFRS-EU requires the use of certain critical accounting estimates. It also requires the Company to exercise judgment in the process of applying the Group's accounting policies. Note 2.4 discloses areas involving a higher degree of judgment or complexity or areas where assumptions and estimates are significant to the consolidated annual accounts.

The figures contained in these consolidated annual accounts are expressed in euros, unless otherwise indicated.

These consolidated annual accounts have been prepared under the historical cost approach, modified by the criteria for recording investment property measured at fair value and financial assets measured at fair value.

2.2 Comparability of information

For comparative purposes, the consolidated balance sheet, consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows at 31 December 2022 are presented comparatively with information relating to 31 December 2021.

The comparative period covers the period from 1 January 2021 to 31 December 2021.

2.3 IFRS-EU standards, amendments and IFRIC interpretations issued

During 2022, the following standards and interpretations of mandatory application, already adopted by the European Union, came into force and, if applicable, have been used by the Group in the preparation of the accompanying information at 31 December 2022:

New standards, amendments and interpretations of mandatory application during the year

- IAS 16 (Amendment) - “Property, plant and equipment - Amounts received prior to intended use”.
- IAS 37 (Amendment) - “Contracts for pecuniary interest - costs of performance of a contract”.
- IFRS 3 (Amendment) - “Reference to the Conceptual Framework”.
- Annual Improvements to IFRS. Cycle 2018 - 2020: The amendments affect IFRS 1, IFRS 9 and IAS 41 and apply to annual periods beginning on or after 1 January 2022.
    - IFRS 1 “First-time adoption of IFRS”.
    - IFRS 9 “Financial instruments”.
    - IAS 41 “Agriculture”.

The application of these amendments and interpretations has not had a significant effect on these consolidated annual accounts.

Standards, amendments and interpretations that have not yet entered into force, but may be adopted in advance:

- IFRS 17 - “Insurance contracts”.
- IFRS 17 (Amendment) - “Initial application of IFRS 17 and IFRS 9 - Comparative information”.
- IAS 1 (Amendment) - “Disclosure of accounting policies”.
- IAS 8 (Amendment) - “Definition of accounting estimates”.
- IAS 12 (Amendment) - “Deferred tax related to assets and liabilities arising from a single transaction”.

The Group has not early adopted any of the above amendments as they would not have a material effect on these consolidated annual accounts.

Standards, interpretations and amendments to existing standards that cannot be adopted in advance or have not been adopted by the European Union:

At the date of preparation of these consolidated annual accounts, the IASB and the *IFRS Interpretations Committee* have published the following standards, amendments and interpretations, which cannot be early adopted or are pending adoption by the European Union.

- IFRS 10 (Amended) and IAS 28 (Amended) - “Sale or contributions of assets between an investor and its associates or joint ventures”.
- IFRS 16 (Amendment) - “Lease liability on a sale and leaseback sale”.
- IAS 1 (Amendment) - “Non-current liabilities with covenants”.

If any of the above standards were adopted by the European Union or could be adopted in advance, the Group would apply them with the corresponding effects in its consolidated annual accounts.

As of the current date, the Group performs periodic assessments of the impact of these accounting standards, and has concluded that the impacts of these standards will not be significant.

2.4 Use of estimates

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions regarding the future. By definition, the resulting accounting estimations will rarely be the same as the corresponding actual results. Adjustments resulting from the standardisation of estimates will be prospective. Explained below are the estimations and judgements which have a significant risk of leading to a material adjustment in the book values of assets and liabilities in the following financial year.

a) Fair value of investment property

The Parent Company's directors perform an assessment of the fair value of each property taking into account the most recent independent appraisals, and determine the value of a property within a range of acceptable fair value estimates.

The best evidence of fair value is current prices in an active market for similar properties. When such information is not available, the Directors consider information from a number of resources including:

1) current prices in an active market for similar properties, but of a different nature, or recent prices of similar properties in less active markets, adjusted to reflect these differences;
2) discounted cash flow projections based on reliable estimates of future cash flows, and
3) capitalised rent projections based on estimated net market rents of a property, and a capitalisation rate derived from an analysis of market evidence.

In order to prepare these consolidated annual accounts at 31 December 2022, the directors have requested appraisals of all the properties by independent experts (Note 5) to reflect their market value at that date.

The appraisals of the real estate assets held by the investees have been carried out by an independent expert under the "market value" assumption, with these appraisals being carried out in accordance with the Valuation and Appraisal Standards of the Royal Institution of Chartered Surveyors of January 2022 - "Red Book". The market value of the properties owned by the Group has been determined on the basis of valuations carried out by independent appraisers.

b) Income tax

The companies comprising the Group are covered by the regime established in Law 11/2009, of 26 October 2009, which regulates Real Estate Investment Trusts (SOCIMI), which in practice means that, subject to compliance with certain requirements, they are subject to a corporate income tax rate of 0% (Note 1).

The Directors of the Company monitor compliance with the requirements established in the legislation in order to save the tax advantages established therein. In this regard, the Directors estimate that these requirements will be met within the terms and deadlines established, and that no income tax expense of any kind should be recorded in the Parent Company in relation to the regime governing REITs.

c) Business combinations

At the date of acquisition of a subsidiary, IFRS-EU require an analysis of whether a business or a pool of net assets is being acquired, which does not meet the definition of a business under IFRS 3 “Business Combinations” (Note 2.21).

When the Group acquires shares of an entity that constitutes a group of net assets, the cost is allocated to the individual identifiable assets and liabilities within the group based on their relative fair values at the acquisition date.

When the Group acquires shares of an entity that constitutes a business, at the acquisition date, the cost of the business combination is allocated to the identifiable assets, liabilities and contingent liabilities of the acquired company. These assets and liabilities are initially measured at fair value.

The excess of the cost of the business combination over the acquirer’s share in the fair value of the net assets acquired is recognised as goodwill.

d) Joint arrangements and joint control

In the application of IFRS 10 and IFRS 11 on investments, the Group makes estimates and accounting judgments when determining the existence of control or joint control, and when classifying, in the case of joint arrangements, between joint ventures and joint operations.

Without prejudice to the fact that the estimation criteria are based on rational assessments and based on objective elements of analysis, it is possible that events that may occur in the future may make it necessary to modify them (upwards or downwards) in future periods; what would be done, if necessary and in accordance with IAS 8, is to prospectively recognise the change in estimate in the consolidated income statement.

2.5 Consolidation.

a) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control (Appendix I). The Group controls an entity when it is exposed, or has the right, to variable returns from its involvement with the investee and has the ability to use its power over the investee to influence those returns. Subsidiaries are consolidated from the date on which control is transferred to the Group and are excluded from consolidation on the date on which control ceases. Subsidiaries are fully consolidated, including all their assets, liabilities, income, expenses and cash flows in the consolidated annual accounts and eliminating intercompany transactions and balances between Group companies. The accounting policies of subsidiaries have been modified where necessary to ensure consistency with the policies adopted by the Group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated income statement, the consolidated balance sheet, the consolidated statement of changes in equity and the consolidated statement of comprehensive income.

The year-end date of the subsidiaries is the same as that of the Parent Company.

b) Joint Arrangements

The Group applies IFRS 11 to all joint arrangements. Investments in joint arrangements under IFRS 11 are classified as joint operations or joint ventures, depending on the contractual rights and obligations of each investor.

Joint ventures imply that a venturer has direct rights to the assets, liabilities, income and expenses of the entity in which it participates. Joint ventures arise when a venturer is entitled to the results or net assets of the entity in which it has an interest and, therefore, uses the equity method to account for its share in the entity.

The proportionate share of the consolidated balance sheet and income statement items of the joint ventures are included in the consolidated balance sheet and income statement of the venturer based on its percentage share, as well as the cash flows in the consolidated statement of cash flows.

A breakdown of the identification data of the joint arrangements included in the scope of consolidation is provided in Appendix I to these notes to the consolidated annual accounts.

The year-end date of the joint ventures and joint arrangements coincides with that of the Parent Company.

Relevant information on the method of action

Under the equity method, the investment is initially recognized at cost, and the carrying amount is increased or decreased to recognise the investor’s share in the profit or loss of the investee after the acquisition date.

If the ownership interest in a joint venture is reduced, but significant influence is maintained, only the proportionate share of amounts previously recognised in consolidated other comprehensive income is reclassified to consolidated profit or loss when appropriate.

The Group’s share of post-acquisition gains or losses on its joint ventures is recognized in the consolidated income statement, and its share of post-acquisition movements is recognised in other consolidated comprehensive income with a corresponding adjustment to the book value of the investment. When the Group’s share in the losses of a joint venture equals or exceeds its share in the joint venture, including any other uninsured long-term receivables, the Group does not recognise additional losses, unless it has incurred legal or constructive obligations or made payments on behalf of the joint venture.

At each reporting date, the Group determines whether there is any objective evidence that the value of the investment in the joint venture is impaired. If this is the case, the Group calculates the amount of the impairment loss as the difference between the recoverable amount of the joint venture and its carrying amount and recognizes this amount under “Share of profit or loss of entities accounted for by the equity method” in the consolidated income statement.

Results from upstream and downstream transactions between the Group and its joint ventures are recognised in the Group’s consolidated annual accounts only to the extent that they relate to the shares of other investors in the joint ventures unrelated to the investor. Unrealized losses are eliminated unless the transaction provides evidence of impairment of the transferred asset. The accounting policies of joint ventures have been modified when necessary to ensure consistency with the policies adopted by the Group.

Dilution results arising from investments in joint ventures are recognised in the consolidated income statement.

2.6 Segment reporting

The information on operating segments is presented in accordance with the internal information provided to the highest decision-making authority. The Board of Directors has been identified as the highest decision-making authority responsible for allocating resources and evaluating the performance of the operating segments.

2.7 Investment properties

Property held for long-term rental income or capital appreciation, or both, which is not occupied by Group companies, is classified as investment property. Investment property also includes property being constructed or developed for future use as investment property.

Investment property is initially measured at cost, including related transaction costs and financing costs, if applicable. After initial recognition, investment property is carried at fair value.

The fair value of investment property reflects, inter alia, future rental income from leases and other assumptions that market participants would consider when valuing the property under current market conditions. The determination of the fair value is described in Note 5.

Subsequent expenditures are capitalised at the carrying amount of the asset only when it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other expenses are recorded in the consolidated income statement when incurred. When part of an investment property is replaced, the cost of the replaced item is included in the book value of the property, and its fair value is reassessed.

Changes in fair value are recognised in the consolidated income statement. When the Group disposes of a property at fair value in an arm's length transaction, the book value immediately before the sale is adjusted to the transaction price, and the adjustment is recorded in the consolidated income statement within net gain from fair value adjustment of investment property.

If an investment property becomes owner-occupied, it is reclassified as property, plant and equipment. Their fair value at the reclassification date becomes their cost for subsequent accounting purposes.

2.8 Financial assets

a) <u>Classification</u>

The classification depends on the appraisal category which is determined on the basis of the business model and the characteristics of the contractual cash flows, and only reclassifies financial assets when and only when its business model for managing such assets changes.

The Group classifies its financial assets in the following categories: financial assets at fair value through other comprehensive income and financial assets at amortized cost.

b) <u>Measurement</u>

Acquisitions and disposals of investments are recognised on the date on which the Group undertakes to acquire or sell the asset. Investments are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss.

Financial assets measured at fair value through profit or loss are initially recognised at fair value and transaction costs are charged to the consolidated income statement. Investments are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

For assets measured at fair value, gains and losses are recorded in consolidated profit or loss or in consolidated other comprehensive income.

c) <u>Financial assets at amortised cost</u>

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Arises when the Group provides money, goods or services directly to a debtor with no intention of trading the receivable. They are included in current assets, except for maturities exceeding 12 months from the consolidated balance sheet date, when they are classified as non-current assets.

This category also includes deposits and guarantees given to third parties. Loans and receivables are subsequently carried at amortized cost using the effective interest method. Accounts receivable that do not explicitly accrue interest are measured at their nominal value, provided that the effect of not financially updating the cash flows is not significant.

Subsequent measurement, if any, continues to be made at face value.

d) Financial assets at fair value with changes in other comprehensive income

This category includes those financial assets whose contractual conditions give rise, on specified dates, to cash flows that are solely collections of principal and interest on the principal amount outstanding, and are not held for trading and are not classified in the “Financial assets at amortized cost” category. Investments in equity instruments for which the irrevocable option for classification as “Financial assets at fair value through other comprehensive income” has been exercised are also included in this category.

Initial measurement

Financial assets included in this category are initially measured at fair value, which is generally the transaction price, i.e. the fair value of the consideration given, plus any directly attributable transaction costs, including the amount of any pre-emptive subscription rights and similar rights acquired.

Subsequent measurement

Financial assets included in this category are measured at fair value, without deducting any transaction costs that might be incurred in their disposal. Changes in fair value are recorded directly in equity until the financial asset is derecognised or impaired, at which time the amount so recognised is taken to the income statement.

However, impairment losses and gains and losses resulting from exchange differences on monetary financial assets denominated in foreign currencies are recorded in the income statement.

Interest, calculated using the effective interest rate method, and accrued dividends are also recorded in the income statement.

When these assets are to be valued due to derecognition or other reasons, the weighted average value method by homogeneous groups is applied.

In the exceptional case that the fair value of an equity instrument is no longer reliable, prior adjustments recognized directly in equity are treated in the same way as for impairment of financial assets at cost.

In the case of the sale of preferential subscription rights and similar or separation to exercise them, the amount of the cost of the rights will decrease the carrying value of the respective assets. This amount corresponds to the fair value or cost of the rights, consistent with the measurement of the associated financial assets.

e) Impairment

The impairment model requires the recognition of impairment allowances based on the expected loss model instead of only incurred credit losses.

The Group applies the simplified approach for its trade receivable, accounts receivable and other assets, most of which correspond to customers of recognized creditworthiness, recognising the expected credit loss for the entire life of the assets.

For trade accounts receivable, provided they do not contain a significant financial component, the Group applies the simplified approach, which requires recognising a loss allowance based on the expected loss model over the life of the asset at each reporting date. The Group's model considers internal information, such as the balance exposed at customers, external factors such as customer credit ratings and agency risk ratings, as well as customer-specific circumstances considering available information on past events, current conditions and prospective elements.

2.9 Financial liabilities

a) Financial liabilities at amortised cost:

This category includes debits through trade operations and debits through non-trade transactions. These third party resources are classified as current liabilities unless the Group has an unconditional right to defer their settlement for at least 12 months after the consolidated balance sheet date.

These debts are initially recognised at fair value and subsequently recorded at amortized cost using the effective interest rate method. This effective interest is the restatement rate that matches the carrying value of the instrument with the expected flow of future payments through to maturity of the liability.

Notwithstanding the above, debts owing to commercial operations whose maturity is no longer than one year and which don't have a contractual interest rate are valued, both at the time of initial recognition as well as subsequently, at their nominal value provided that the effect of not updating the cash flows is not significant.

2.10 Financial derivatives and hedge accounting

Financial derivatives are measured at their fair value, both at the initial time as well as in subsequent measurements. The method for recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument and, if this is the case, on the nature of the hedge.

The hedging instruments are measured and recorded in line with their nature insofar as they are not, or have ceased to be, effective hedges.

In the case of derivatives that do not qualify for hedge accounting, gains and losses in their fair value are recognised immediately in the consolidated income statement.

The Group designates certain derivatives as hedges of a specific risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge).

The Group documents at the inception of the transaction the relationship between the hedging instruments and the hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents its assessment, both at inception and on an ongoing basis, of the high effectiveness of derivatives used in hedging transactions to offset changes in fair value or cash flows of hedged items.

The entire fair value of a hedging derivative is classified as a non-current asset or liability if the maturity of the remaining hedged item is greater than 12 months, and as a current asset or liability if the maturity of the remaining hedged item is less than 12 months. Trading derivatives are classified as current assets or liabilities.

Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges are recognized in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in the consolidated income statement.

Amounts accumulated in equity are reclassified to the consolidated income statement in the periods in which the hedged item affects profit or loss (e.g. when the forecast hedged sale takes place). The gain or loss relating to the effective portion of interest rate swaps hedging floating rate loans is recognised in the consolidated income statement. However, when the forecast transaction being hedged involves the recognition of a non-financial asset (e.g. inventories or property, plant and equipment), gains and losses previously deferred in equity are transferred from equity and included in the initial measurement of the cost of the asset. Deferred amounts are recorded definitively in cost of goods sold, in the case of inventories, or in depreciation, in the case of property, plant and equipment.

When a hedging instrument matures or is sold, or when the requirements for hedge accounting are no longer met, any cumulative gain or loss accumulated in equity up to that time remains in equity and is recognized when the forecast transaction is finally recognized in the consolidated income statement. When the forecast transaction is not expected to occur, the accumulated gain or loss in equity is immediately transferred to the consolidated income statement.

2.11 Offsetting financial instruments

Financial assets and liabilities are offset and presented net in the consolidated balance sheet when there is a legally enforceable right to offset the recognized amounts and the Group intends to settle on a net basis, or to realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

2.12 Share capital and earnings per share

The share capital is represented by shares.

The costs of issuing new shares are presented directly against equity, as a reduction in reserves.

In the case of acquisition of the Parent Company’s own shares, the consideration paid, including any directly attributable incremental cost, is deducted from equity until cancellation, reissue or disposal. When the shares are sold or once again issued, any amount received, net of any incremental cost of the transaction that is directly attributable, is included in equity.

Basic earnings per share are calculated by dividing the profit attributable to owners of the Parent Company, excluding any equity servicing costs other than ordinary shares by the weighted average number of ordinary shares outstanding during the year and excluding treasury shares.

For diluted earnings per share, the figures used in the determination of basic earnings per share are adjusted to take into account the post-tax effect of interest and other finance costs associated with the dilutive potential of ordinary shares, and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

Likewise, a contract containing an obligation for the Parent Company to purchase its own equity instruments in exchange for cash gives rise to a financial liability. This financial liability is initially recognised at the present value of the amount to be repaid, against equity. Subsequently, the financial liability is measured at amortized cost, and changes in value, both due to changes in the valuation of the liability and the financial impact, are recorded under financial expenses. If the contract expires and no cash is delivered, the carrying amount of the financial liability is reclassified to equity.

2.13 Current and deferred taxes

General regime

The expense or revenue for corporate income tax comprises the part related to expense or revenue due to current tax and the part related to expense or revenue for deferred tax.

The current tax is the amount paid by the Parent Company as a result of income tax assessments relating to a financial year. Tax relief and other tax benefits in the payment of the tax, excluding tax withholdings, prepayments and tax loss carryforwards from previous years applied effectively to this year, result in a reduction of the current tax.

The deferred tax expense or income relates to the recognition and settlement of deferred tax assets and liabilities. These include temporary differences that are identified as those amounts expected to be payable or recoverable arising from differences between the carrying amounts of assets and liabilities and their tax bases, as well as tax loss carryforwards and credits for unused tax credits. These amounts are recorded by applying the tax rates that are expected in the period when the asset is realised or the liability is settled to the temporary difference or credit.

Liabilities for deferred taxes are recognised for all temporary tax differences, except those stemming from initial recognition of goodwill or from other assets and liabilities in a transaction that does not affect either the tax result or the book result and which is not a business combination.

Moreover, deferred tax assets are only recognised to the extent that it is considered likely that the Parent Company will have future taxable profits against which it will be possible to make them effective.

Deferred tax assets and liabilities arising from operations with direct charges or credits to equity statements are also recognised with a charge to equity.

REITs Regime

In accordance with the tax regime for REITs, the Parent Company is subject to corporate income tax at 0% (Note 1).

On 20 September 2021, the Parent Company, exercising the powers of the General Meeting of Shareholders, decided to opt for the application of the special REIT tax regime for Castondo XXI, S.L. for corporate income tax purposes. The State Tax Administration Agency was notified of its option to apply the REIT regime on 29 September 2021.

On 15 September 2022, the Parent Company, exercising the powers of the General Meeting of Shareholders, decided to opt for application of the special REITs tax regime for corporate income tax purposes for Jaesure, S.L. and Fresierar, S.L. and notified the State Tax Administration Agency of its decision to apply the regime.

Pursuant to Law 11/2009, of 26 October, which regulates real estate investment trusts, entities that meet the requirements defined in the regulations and opt for the application of the special tax regime provided for in said Law will be taxed at a 0% corporate income tax rate. In the event that tax loss carryforwards are generated, Article 26 of Law 27/2014, 27 November, on Corporate Income Tax will not be applicable. Furthermore, the system of deductions and allowances set out under Chapters II, III and IV of said regulations will not apply. In all other matters not provided for in the REIT Act, the provisions of Law 27/2014, on Corporate Income Tax, will also apply.

The entity will be subject to a special tax of 19% on the full amount of dividends or shares in profits distributed to shareholders whose interest in the share capital of the entity is equal to or greater than 5%, when such dividends are exempt or taxed at a tax rate of less than 10%. This taxation will be considered as the amount of Corporation Tax.

Effective for years beginning on or after 1 January 2021, Law 11/2021, of 9 July, on measures to prevent and combat tax fraud amends Article 9.4 of Law 11/2009, of 26 October, which regulates Real Estate Investment Trusts (REIT). Specifically, a special tax of 15% is introduced on the amount of profit obtained in the year that is not distributed, in the part that comes from: a) income that has not been taxed at the general corporate income tax rate and, b) income that does not derive from the transfer of qualifying assets, once the three-year holding period has elapsed, that have been covered by the three-year reinvestment period provided for in Article 6.1.b) of Law 16/2012, of 27 December. This special levy will be considered as corporate income tax and will accrue on the date of the resolution of application of the profit for the year by the general meeting of shareholders or equivalent body. The self-assessment and payment of the tax must be made within two months from the accrual date.

2.14 Leases

a) When the Group is the lessee

Leases are recognised as a right-of-use asset and a corresponding liability on the date on which the leased asset is available for use by the Group.

Assets and liabilities arising from a lease are initially measured on a present value basis.

Right-of-use assets that meet the definition of investment property are recognised in accordance with IAS 40.

Lease liabilities include the net present value of the following lease payments:

- Fixed payments (including fixed payments in substance), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially valued at the index or rate on the commencement date;
- Amounts expected to be paid by the Group as residual value guarantees;
- The exercise price of a call option if the Group is reasonably certain that it will exercise that option, and
- Penalty payments for lease termination, if the lease term reflects the exercise by the Group of that option.

Lease payments to be made under reasonably certain extension options are also included in the valuation of the liability.

Lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If this cannot be readily determined, the incremental interest rate of the lessee's indebtedness will be used.

Lease payments are allocated between principal and finance cost. The finance cost is expensed over the lease term so as to produce a constant periodic interest rate on the remaining balance of the liability for each period.

b) When the Group is the lessor

Properties leased out under operating leases are included in investment property in the consolidated balance sheet. Lease income is recognised on a straight-line basis over the lease term.

2.15 Employee benefits

a) Severance payments

Severance benefits are paid to employees as a result of the Group's decision to terminate their employment contract before the normal retirement age or when the employee voluntarily accepts to resign in exchange for these benefits. The Group recognises these benefits when it has demonstrably committed to terminate the employment of current employees in accordance with a detailed formal plan without the possibility of withdrawal or to provide severance pay as a result of an offer made to encourage voluntary redundancy. The benefits that will not be paid within twelve months from the balance sheet date are discounted at their present value.

2.16 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation and when the amount has been reliably estimated. No provisions are recognised for future operating losses.

Provisions are measured at the current value of disbursements expected to be necessary to settle the obligation, using an interest rate which reflects the current market evaluations of the time value of money and the specific risks of the obligation. Adjustments to the provision based on the restatement thereof are recognized as a financial expense as they accrue.

Provisions maturing in less than or equal to one year, with no significant financial effect, are not discounted. When it is expected that part of the payment necessary to settle the provision is reimbursed by a third party, the reimbursement is recognised as an independent asset, provided receipt of such is practically assured.

2.17 Revenue recognition

Revenues are recorded at the fair value of the consideration receivable and represent amounts receivable for services rendered in the ordinary course of the Group's business, less returns, rebates, discounts and value added tax.

Revenue is recognized when control of a good or service is transferred to the customer in an amount that reflects the consideration to which the entity expects to be entitled. In order to apply the above fundamental principle, the following successive steps must be followed:

- identify customer contracts;
- identify the obligations to be fulfilled;
- determine the price or consideration for the contract transaction;
- allocate the transaction price among the obligations to be fulfilled, and
- recognize revenue when (or to the extent that) the Group satisfies each committed obligation.

When contracts include multiple performance obligations, the transaction price will be allocated to each performance obligation based on separate sales prices. When these are not directly observable, they are estimated on the basis of the expected cost plus margin. If the contracts include the installation of the products, revenue for such goods is recognized at the time the product is delivered, legal title to the product is transferred and the customer accepts it.

Estimates of revenues, costs or the degree of progress towards completion are reviewed if circumstances change. Any resulting increase or decrease in estimated revenues or costs is reflected in the income statement for the year in which the circumstances giving rise to the revision become known to the Group.

If the services provided by the Group exceed the payment, a contract asset is recognized. If payments exceed services rendered, a contract liability is recognized.

If circumstances arise that change the initial estimates of revenues, costs or degree of progress, these estimates are revised. Revisions could result in increases or decreases in estimated revenues and costs and are reflected in the consolidated income statement in the period in which the circumstances giving rise to such revisions become known to the Group.

a) Provision of services

The Group provides rental services. Revenues from property rentals are recognized on an accrual basis, distributing incentive income and the initial costs of the lease contracts on a straight-line basis. The costs related to each lease instalment are recognized as an expense.

b) Interest income

Income from interest is recognized using the effective interest rate method.

2.18 Dividend distribution

The distribution of dividends to the Parent Company's shareholders is recognized as a liability in the Group's consolidated annual accounts in the period in which the dividends are approved by the Parent Company's shareholders. The Parent Company is subject to the special regime for listed real estate investment trusts (REITs), which are regulated by the special tax regime established in Law 11/2009, of 26 October, as amended by Law 16/2012, of 27 December and subsequent laws, which regulates listed real estate investment trusts. The profit obtained during the year must be distributed as dividends to their shareholders, once the corresponding mercantile obligations have been fulfilled, and the distribution must be agreed upon within six months after the end of each financial year, as follows:

a) 100% of the profits from dividends or shares in profits distributed by the entities referred to in section 1 of article 2 of this Law.
b) At least 50% of the profits derived from the transfer of real estate and shares or stocks referred to in section 1 of Article 2 of this Law, carried out after the periods referred to in section 3 of Article 3 of this Law, assigned to the fulfilment of its main corporate purpose. The remainder of these profits must be reinvested in other real estate or shares used for the fulfilment of such purpose within three years from the date of transfer. Otherwise, such profits must be distributed in full together with the profits, if any, arising from the year in which the reinvestment period ends. If the reinvested items are transferred before the maintenance period, those profits must be distributed in full together with the profits, if any, to the portion of these profits attributable to years in which the company was not taxed under the special tax regime established in that Law.
c) At least 80% of the remaining profits obtained.

The dividend must be paid within one month from the date of the distribution agreement.

When the distribution of dividends is charged to reserves from profits of a year in which the special tax regime has been applied, the distribution must be adopted with the resolution referred to in the preceding section.

2.19 Environment

An environmental activity is any operation whose main purpose is to prevent, reduce or repair damage to the environment.

Costs incurred to protect and improve the environment are taken to the income statement when incurred, irrespective of when the related monetary or financial flows take place.

Possible forecasts relating to probable or certain liabilities, litigation in progress and indemnities or pending obligations of undetermined amount of environmental nature, not covered by insurance policies, are constituted at the time of the liability or obligation giving rise to compensation or payment.

Given the activity in which the Group companies are engaged, the Group has no expenses, assets or provisions for contingencies of an environmental nature that could be significant in relation to its equity, financial position and results. For this reason, no specific disclosures are included in these notes to the consolidated annual accounts with respect to information on environmental matters.

2.20 Cash and cash equivalents

Cash and cash equivalents include cash on hand, demand deposits with banks and other short-term, highly liquid investments with an original maturity of three months or less.

2.21 Business combinations

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination, with limited exceptions, are initially measured at their fair values at the acquisition date. The Group recognizes any non-controlling interest in the acquired entity on an acquisition basis at fair value or at the non-controlling interest's proportionate share of the net identifiable assets of the acquired entity.

Acquisition-related costs are recognized as expenses when incurred.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquired entity, and the acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the identifiable net assets acquired is recorded as goodwill. If these amounts are less than the fair value of the identifiable net assets of the acquired subsidiary, the difference is recognized directly in profit or loss as a bargain purchase.

2.22 Going concern

These consolidated annual accounts have been prepared on a going concern basis, which contemplates that the Group will realize its assets and meet its liabilities in the normal course of business.

The Parent Company's Board of Directors has prepared these consolidated annual accounts on a going concern basis, as it considers that there is no doubt about the Group's ability to generate resources through its operations, meet its short-term commitments and stabilize its liquidity.

In addition, the Group is in compliance with all requirements at 31 December 2022 in relation to its credit facilities.

Note 9 presents an analysis of financial liabilities grouped by maturity according to the terms in effect at the consolidated balance sheet date until the maturity date stipulated in the contract. The amounts shown in the table correspond to the values resulting from the amortized cost method (carrying values), which basically coincide with the expected discounted cash flows (excluding interest accrued in the future). Balances payable within 12 months are equal to their book values, since the effect of discounting is not significant.

3. FINANCIAL RISK MANAGEMENT

The Group's activities are exposed to various financial risks: interest rate risk, credit risk and liquidity risk. The Group's global risk management programme focuses on uncertainty in the financial markets and aims to minimize potential adverse effects on the financial profitability.

Risk management is controlled by the Parent Company's Directors who identify, evaluate and hedge financial risks in accordance with the policies approved by the Board of Directors of the Parent Company. The Board provides policies for overall risk management, as well as for specific areas such as interest rate risk, liquidity risk, and investment of excess liquidity.

3.1 Financial risk management

a) Interest rate risk

The Group's interest rate risk arises from financial debt. Loans issued at variable rates expose the Group to cash flow interest rate risk, which is partially offset by cash held at variable rates. At 31 December 2022, the Group has certain loans maturing in the long term, with a variable interest rate pegged to the Euribor. The Group hedges against potential interest rate increases through derivative financial instruments (Note 6).

The Group analyses its exposure to interest rate risk dynamically. Several scenarios are simulated taking into account financing alternatives. Based on these scenarios, the Group calculates the impact on the result for a given change in the interest rate (the scenarios are used only for liabilities representing the most significant positions subject to interest rate).

These analyses take into account:

- Economic environment in which it operates: design of different economic scenarios by modifying the key variables that may affect the Group (interest rates, occupancy rate of real estate investments, etc.).
- Identification of those interdependent variables and their level of linkage.
- Time frame in which the assessment is being made: the time horizon of the analysis and its possible deviations shall be taken into account.

b) Credit risk

Credit risk, understood as the impact that a default on accounts receivable may have on the consolidated income statement, is managed at Group level. The Group defines the credit risk management and analysis policy for its new customers before offering them the usual payment terms and conditions. The credit risk arises mainly from investment property rental receivables and sundry debtors. The Group evaluates and establishes the creditworthiness of its customers, taking into account their financial position, past experience and other factors. The Group considers that it does not have significant concentrations of credit risk. When it is deemed necessary to reduce credit risk, the Group requires the tenant to obtain bank guarantees for the term of the lease.

The Group maintains its cash and cash equivalents in entities with the best credit quality.

c) Liquidity risk and going concern

Cash flow forecasting is carried out by the Parent Company's directors. These monitor the Group's liquidity needs to ensure that it has sufficient cash to meet operating requirements while maintaining sufficient availability of liquidity at all times so that the Group does not default on its financial obligations.

d) Exchange rate risk

With respect to foreign exchange risk, at 31 December 2022 and 31 December 2021, the Group has no significant assets or liabilities denominated in foreign currencies and, therefore, there is no foreign currency risk.

3.2 Capital risk management

The main objectives of the Group's capital management are to ensure short- and long-term financial stability and adequate financing of investments. Debt ratios with financial institutions, calculated as: (Net financial debt / (Net financial debt + Equity)) at 31 December 2022 and 31 December 2021 are as follows:

	Euros	
	2022	**2021**
Financial debt	65,739,108	57,887,491
Less - Cash and cash equivalents	2,371,029	8,456,159
Net financial debt	**63,368,079**	**49,431,332**
Equity	52,469,162	51,150,338
Financial Debt + Equity	**118,208,270**	**109,037,829**
Ratio of indebtedness with financial entities	**53.61%**	**45.33%**

The Directors consider that the Group's level of indebtedness with financial institutions is in line with the sector in which the Group operates.

3.3 Fair value estimation

In accordance with IFRS 13, the hierarchy level at which an asset or liability is classified in its entirety (Level 1, Level 2 or Level 3) is determined on the basis of the lowest relevant input used in the valuation within the fair value hierarchy. In the event that the inputs used to measure the fair value of an asset or liability can be classified within different levels, the fair value measurement is classified in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the fair value measurement.

- Level 1: Listed prices (unadjusted) in active markets for identical assets or liabilities that are available to the entity at the measurement date.
- Level 2: Data other than listed prices included in Level 1 that are observable for the assets or liabilities, directly or indirectly through valuation techniques using observable market data.
- Level 3: Input data not observable in the market for the asset or liability.

The following table presents the Group's assets valued at fair value:

31 December 2022				**Euros**
Assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Long-term investment properties				
- Investment properties (Note 5)	-	-	110,020,000	110,020,000
Long-term financial assets				
- Derivatives (Note 6)	-	-	4,391,299	4,391,299
Total assets	**-**	**-**	**114,411,299**	**114,411,299**
Liabilities				
Current financial liabilities				
- Derivatives (Note 6)	-	-	134,609	134,609
Total liabilities	**-**	**-**	**134,609**	**134,609**

31 December 2021				**Euros**
Assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Long-term investment properties				
- Investment properties (Note 5)	-	-	108,150,000	108,150,000
Long-term financial assets				
- Derivatives (Note 6)	-	-	45,000	45,000
Total assets	**-**	**-**	**108,195,000**	**108,195,000**

During the year ended 31 December 2022 and during the year ended 31 December 2021, there have been no transfers of levels.

4. FINANCIAL REPORTING BY SEGMENTS

The Parent Company's directors have determined the operating segments based on information reviewed by the Parent Company's Board of Directors for the purpose of allocating resources and assessing the Group's performance. The following reportable segments are identified:

31 December 2022			Euros
	Offices	Others	Total
Provision of services	3,720,596	-	3,720,596
Operating expenses	(1,374,058)	-	(1,374,058)
Change in fair value of investment properties	(672,676)	-	(672,676)
Other profits (losses)	35,950	-	35,950
Operating profit (loss)	**1,709,812**	**-**	**1,709,812**
Financial revenue	160,224	-	160,224
Financial expenses	(2,927,092)	-	(2,927,092)
Variation in the fair value of financial instruments	19,361	-	19,361
Exchange differences	(741)	-	(741)
Financial profit (loss)	**(2,748,248)**	**-**	**(2,748,248)**
EBT	**(1,038,436)**	**-**	**(1,038,436)**
Income taxes	(5,448)	-	(5,448)
Profit (loss) for the year	**(1,043,884)**	**-**	**(1,043,884)**

31 December 2021			Euros
	Offices	Others	Total
Provision of services	1,072,940	-	1,072,940
Change in fair value of investment properties	12,627,001	-	12,627,001
Operating expenses	(294,555)	-	(294,555)
Operating profit (loss)	**13,405,386**	**-**	**13,405,386**
Financial expenses	(411,485)	-	(411,485)
Financial profit (loss)	**(411,485)**	**-**	**(411,485)**
EBT	**12,993,901**	**-**	**12,993,901**
Income taxes	4,606	-	4,606
Profit (loss) for the year	**12,998,507**	**-**	**12,998,507**

The amounts provided to the Board of Directors in respect of total assets and liabilities are measured in accordance with criteria uniform to those applied in the consolidated annual accounts. These assets and liabilities are allocated based on the segment's activities.

31 December 2022			Euros
	Offices	Others	Total
Non-current assets	**115,096,740**	**-**	**115,096,740**
Investment properties	110,020,000	-	110,020,000
Other non-current assets	5,076,740	-	5,076,740
Current assets	**3,368,846**	**-**	**3,368,846**
Non-current liabilities	**65,718,834**	**-**	**65,718,834**
Current liabilities	**277,590**	**-**	**277,590**

31 December 2021			**Euros**
	Offices	**Others**	**Total**
Non-current assets	**108,201,290**	**-**	**108,201,290**
Investment properties	108,150,000	-	108,150,000
Other non-current assets	51,290	-	51,290
Current assets	**8,826,330**	**-**	**8,826,330**
Non-current liabilities	**57,883,846**	**-**	**57,883,846**
Current liabilities	**7,993,436**	**-**	**7,993,436**

5. INVESTMENT PROPERTY

Investment property comprises buildings and other owned structures held for long-term rental income and not occupied by the Group. Investment property is broken down by segment as follows:

Investment properties	**2022**	**2021**
Offices	2	2
Total	**2**	**2**

The detail and movement of the items included in investment property is as follows:

	Euros
	Investment property
Balance at 31.12.2020	**-**
Acquisitions	95,522,999
Net gain / (loss) on fair value adjustments	12,627,001
Balance at 31.12.2021	**108,150,000**
Acquisitions	2,542,676
Net gain / (loss) on fair value adjustments	(672,676)
Balance at 31.12.2022	**110,020,000**

Between 1 January 2022 and 31 December 2022, the Group has completed the following transactions:

- Refurbishment of the asset of Castondo XXI, S.L.: the costs related to the refurbishment of the property located in Calle Lérida have been capitalized in investment property “in progress”. This restoration will be carried out in phases, so it will be kept leased in the unaffected area.

- Refurbishment of the asset of Jaesure, S.L.: the costs related to the refurbishment of the property located in Calle Retama have been capitalized in investment property “in progress”. This restoration affects the entire building, so it will be unoccupied until the works are completed.

Between 1 January 2021 and 31 December 2021, the Group has completed the following transactions:

- Acquisition of a property for lease located at Calle Retama 3, Madrid, dated 10 December 2021. At 31 December 2021, the property is partially occupied.

- Acquisition of an office building for lease located at Calle Lérida 32, Madrid, dated 13 July 2021. At 31 December 2021, the property is fully occupied.

a) Income and expenses from investment property

The following income and expenses from investment property have been recognized in the consolidated statement of income:

	Euros	
	2022	**2021**
Rental income (Note 10.1)	3,259,021	1,072,940
Operating expenses arising from investment property that generates rental income	(767,917)	(101,262)
	2,491,104	**971,678**

b) Assets under operating leases

The total amount of future minimum lease payments under operating leases is as follows:

	Euros	
	2022	**2021**
In 1 year	1,143,125	2,700,491
Between one and five years	12,117,125	7,773,250
Over five years	8,230,500	13,717,500
	21,490,750	**24,191,241**

c) Insurance

The Group takes out all the insurance policies necessary to cover possible risks that could affect investment property. Coverage of these policies is considered sufficient.

d) Mortgage guarantees.

On 13 July 2021, a mortgage was taken out on the property at calle Lérida 32, Madrid, with an outstanding balance at 31 December 2021 of 18,198,478 euros and a term of 4 years at that date, to secure the loan taken out by Castondo XXI, S.L. On 14 September 2022, this company decided to refinance the debt in force up to that date (Note 9), whereby a new mortgage was taken out for 31,850,000 euros. As a result, the guarantee at 31 December 2022 amounts to such amount.

A mortgage was taken out on the property at calle Retama 3, Madrid, on 10 December 2021, with an outstanding balance at 31 December 2022 of 35,172,072 euros and a term of 4 years at that date, to secure the loan taken out by Jaesure, S.L. with a financial institution, which has a maximum limit of 55,761,227 euros (Note 9).

e) Obligations

At year-end 2022 and 2021, the Group has contractual obligations for the acquisition, construction or development of investment property, or for repairs, maintenance or insurance in addition to those disclosed in these notes to the consolidated annual accounts amounting to 3,000,000 euros (2021: 3,000,000 euros

f) Appraisal process

The cost and fair value of investments at 31 December 2022 and 31 December 2021 are reported below:

Euros			
2022		**2021**	
Net cost value	**Fair value**	**Net cost value**	**Fair value**

Investment property	96,776,536	110,020,000	95,266,202	108,150,000

The appraisals of the real estate assets held by the investees have been carried out by an independent expert under the "market value" assumption, with these appraisals being carried out in accordance with the Valuation and Appraisal Standards of the Royal Institution of Chartered Surveyors of January 2022 - "Red Book". The market value of the properties owned by the Group has been determined on the basis of valuations carried out by independent appraisers.

Market value is defined as the estimated amount for which an asset should be able to be exchanged at the valuation date, between a willing seller and a willing buyer, after a reasonable period of marketing, and in which both parties have acted with knowledge, prudence and without coercion.

The appraisal methodology adopted was mainly the 10-year discounted cash flow method. The residual amount at the end of year 10 is calculated by applying an exit yield or cap rate to the net income projections for year 11. Cash flows are discounted at an internal rate of return to arrive at the net present value. This internal rate is adjusted to reflect the risk associated with the investment and the assumptions made. The key variables are, therefore, income, exit yield and discount rate.

The estimated yields and discount rates depend on the type and age of the properties and their location. The properties have been appraised individually, considering each of the lease contracts in force at the end of the period and, if applicable, the foreseeable ones, based on the current market rents for the different areas, supported by comparable and transactions carried out for their calculations.

As described in Note 2.4, the Directors of the Parent Company requested an appraisal at 31 December 2022 of all investment property (2021: same situation). As a result of this appraisal, a change in the fair value of investment property has been recorded in the consolidated income statement for the year ended 31 December 2022 of a loss of 672,676 euros (positive 12,627,001 euros in 2021).

The following is a breakdown of average exit yields by segment:

	Average Exit Yield in 2022	**Average Exit Yield in 2021**
Offices	4.21%	4.38%

At 31 December 2022 and 2021, the following simulations were performed, in terms of exit yields, discount rates and market rent increases, on the valuations of the assets in the portfolio:

At 31 December 2022 and 2021

Based on the simulations performed on these appraisals, the recalculated impact on the fair value of the properties in the portfolio at 31 December 2022 of a 0.25% change in the exit yield would produce:

- in the event that the exit yield is reduced by 0.25%, the market value of such properties would be 116,852,238 euros (114,517,716 euros in 2021).
- in the event that the exit yield is increased by 0.25%, the market value of such properties would be 103,956,074 euros (102,541,600 euros in 2021).

The effect of a 10% variation in the rents considered in the appraisals of these assets would have the following impacts on consolidated assets and, by difference with the fair value of the asset, on the consolidated income statement, with respect to investment property:

- in the event of a 10% increase in market rents, the market value of these properties would be 117,936,485 euros (122,255,659 euros in 2021).
- if market rents were reduced by 10%, the market value of these properties would be 102,115,178 euros (94,083,847 euros in 2021).

The effect of a variation of 0.50% in the discount rate used in the appraisals would have the following impacts on the consolidated assets and, by difference with the fair value of the asset, on the consolidated income statement, with respect to investment property:

- if the discount rates were reduced by 0.50%, the market value of these properties would be 115,913,179 euros (113,704,697 euros in 2021).
- if the discount rates were to increase by 0.50%, the market value of these properties would be 104,403,483 euros (102,905,149 euros in 2021).

6. FINANCIAL ASSETS

The composition of financial assets at 31 December 2022 and 31 December 2021 is as follows:

				Euros
	Long-term financial assets			
	Credits, derivatives and others		Total	
	2022	2021	2022	2021
Financial assets at fair value with changes in other comprehensive income	4,391,299	45,000	4,391,299	45,000
Financial assets at amortised cost	684,599	-	684,599	-
Total long-term financial assets	**5,075,898**	**45,000**	**5,075,898**	**45,000**

				Euros
	Current financial assets			
	Credits, derivatives and others		Total	
	2022	2021	2022	2021
Financial assets at amortised cost	143,777	217,453	143,777	217,453
Total short-term financial assets	**143,777**	**217,453**	**143,777**	**217,453**

6.1 Financial assets at amortised cost

The detail of the financial assets classified in this category at 31 December 2022 and 31 December 2021 is as follows:

	Euros	
	2022	**2021**
Non-current:		
Non-current receivables	487,268	-
Other financial assets	197,331	-
	684,599	**-**
Current:		
Trade receivables for sales and services	6,043	217,453
Sundry receivables	1,320	-
Short-term investments	136,414	-
Total	**143,777**	**217,453**

The balance of "Non-current receivables" at the end of 2022 corresponds to the accrued income pending billing in the long term, as a result of the linearization of lease incentives included in the contract signed by Castondo XXI, S.L. with its tenant.

The balance of the caption "Other long-term financial assets" includes the deposit of the tenant of Jaesure, S.L. whose contract was terminated at 31 December 2022 in the amount of 127,992 euros, which is pending receipt from IVIMA and, in turn, its reimbursement. This amount has also been recorded as a liability (Note 9). On the other hand, this caption also includes the guarantee for waste management of 60,231 euros, required by the Madrid City Council for the works being carried out by the Group.

In addition, under this same caption, the guarantee for waste management of 9,108 euros, required by the Madrid City Council for the works being carried out by Castondo XXI, S.L., has been recorded.

Moreover, the balance of the caption "Trade receivables for sales and services rendered" corresponds to the amount pending payment by the tenants of the properties at 31 December 2022.

Finally, the balance of short-term financial investments corresponds to interest receivable on the derivatives described in the following section and balances mentioned in Note 14.

6.2 Financial assets and liabilities at fair value with changes in other comprehensive income

Below is a breakdown of the derivative financial instruments held by the Group at 31 December 2022 and 31 December 2021:

	Euros			
	2022		**2021**	
	Assets	**Liabilities**	**Assets**	**Liabilities**
Non-current portion	4,391,299	(134,609)	45,000	-

With the negotiation of Banco Santander's debt in 2021, the Group signed a hedging contract through two CAPs. Premiums of 45,000 euros in 2021 and 47,500 euros in 2022 were paid for these instruments. In 2022, with the refinancing of the debt (Note 9), a new CAP was signed with a purchase position and another with a sale position. The premium for the purchased CAP totalled 379,000 euros, while the premium for the sold CAP totalled 404,000 euros.

The main data associated with the CAPs are as follows:

Bank:	CAP number	Notional	Premium	CAP rate	Start date	Contract end date
SANTANDER	1	10,800,000	45,000	0%	30/09/2021	14/07/2025
SANTANDER	1	4,460,000	47,500	0%	30/12/2021	14/07/2025
SMBC	1	7,840,000	379,000	1.4725%-0.5672% (*)	30/09/2022	16/09/2025
	1	23,100,000	(404,000)	2.5000%	30/09/2022	16/09/2025
TOTAL	**4**	**46,200,000**	**67,500**	**-**	**-**	**-**

(*) From the start date to 30 June 2025, 1.4725% is applied, and between that date and 16 September 2025, 0.5672% is applied.

In addition, within the framework of the mortgage-backed debt agreement (Note 9), the subsidiary Jaesure, S.L. signed an interest rate SWAP derivative contract with Credit Agricole. The main data associated with the SWAP are as follows:

Bank:	SWAP number	Quarterly fixed rate	Notional	SWAP rate	Start date	Contract end date
CREDIT AGRICOLE	1	0.1420%	33,842,785	EURIBOR 3 months	10/12/2021	10/12/2025

Derivative strategy:

The strategy of CAP and SWAP derivatives in risk management is to hedge against interest rate fluctuations by reducing its exposure to the variability of debt-related cash flows due to the impact of the floating rate applied.

Economic relationship between the hedged item and derivatives:

The economic relationship is that the cash flows resulting from the amounts to be settled for interest based on the outstanding principal of the loan and the amounts to be settled for the derivatives are affected with opposite impacts (reduction of interest payable on the loan and increase of interest on the derivatives) and, consequently, due to the existence of derivatives, the variation of the total cash flows is not affected by the variations of both the variable rate applied to the principal of the loan and the derivatives.

Hedge ratio:

The hedge ratio for these hedging relationships will be 1:1 on a current notional basis.

Effectiveness of derivatives:

The Group has carried out studies and verifications in collaboration with experts in the field, obtaining that the percentage of effectiveness is between 99.86% and 100% in the case of Castondo XXI, S.L. and 100% in the case of Jaesure, S.L. at 31 December 2022. The inefficiencies identified have been recorded in the consolidated income statement in the amount of 19,361 euros.

In view of the foregoing, the Parent Company’s directors have concluded that the derivatives meet the requirements to be considered effective under the terms of the Spanish National Chart of Accounts.

The impact recognized in equity and in the assets obtained from the valuation of the derivative is 4,169,829 euros.

7. CASH AND CASH EQUIVALENTS

The breakdown of cash and cash equivalents at 31 December 2022 and 31 December 2021 is as follows:

	Euros	
	2022	2021
Cash on hand	2,371,029	8,456,159
	2,371,029	**8,456,159**

The current accounts bear interest at market rates and are all denominated in euros.

At the date of preparation of these consolidated annual accounts, the Group is required to maintain a liquidity reserve of 1,100,000 euros following the refinancing of Castondo XXI, S.L. in September 2022 (Note 9), unless the conditions established in the contract are met in order to be able to draw on this balance.

8. SHARE CAPITAL, RETAINED EARNINGS AND EARNINGS PER SHARE

a) Share capital

	Euros	
	2022	2021
Registered share capital	5,000,000	3,500
Number of Shares	5,000,000	3,500
Par value per share (euros)	1	1

The Parent Company was incorporated on 14 October 2020 with a share capital of 3,500 euros, divided into 3,500 shares, each with a par value of 1 euros, cumulative and indivisible. All the shares were assumed by its Sole Shareholder, Mediterranean Search, S.L.U.

From 14 October 2020 until 17 June 2021, the Parent Company had as its Single Shareholder the entity Mediterranean Search, S.L. (Single Shareholder Company)

On 17 June 2021, by notarised deed, the Parent Company changed from the previous Single Shareholder described above to Areef 2 Sicaf S.P A.

As indicated in Note 1 to the consolidated annual accounts, in order to meet the requirements for listing on Euronext Access, the Parent Company had to be transformed into a Public Limited Company. This conversion was approved on 29 December 2022 by the Parent Company's Sole Shareholder and required a capital increase of 4,996,500 euros from other shareholder contributions. Both events were registered in the Mercantile Registry on 8 February 2023.

Therefore, at 31 December 2022, the Parent Company has a share capital of 5,000,000 euros divided into 5,000,000 shares with a par value of 1 euro each.

b) Legal reserve

The legal reserve must be appropriated in accordance with Article 274 of the Corporate Enterprises Act, which establishes that, in any case, an amount equal to 10% of the income for the year must be transferred to the legal reserve until it reaches at least 20% of the share capital.

This reserve cannot be distributed and, if it is used to offset losses in the event of no other sufficient reserves being available for that purpose, it must be repaid through future profits. At year-end 2022, the legal reserve amounts to 700 euros.

c) Appropriation of the Parent Company's income

The proposed appropriation of the Parent Company's income to be presented to the Sole Shareholder, together with that approved for 2021, is as follows:

	Euros	
	2022	**2021**
Basis of allocation:		
Profit and loss	**(210,710)**	**185,815**
Allocation:		
Legal reserve	-	700
Prior years' losses	(210,710)	(1,596)
Interim dividend	-	183,519
	(210,710)	**185,815**

An interim dividend distribution in the amount of 185,324 euros was made on 31 December 2021, duly meeting the conditions for this, having been restated after approval of the annual accounts for 2021 to the amount indicated above.

The result for 2022 shows a loss of 210,710 euros, which will be applied to prior years' losses.

Limitations for the allocation of dividends

The Parent Company is obliged to allocate 10% of the profit for the year to the legal reserve until it reaches 20% of the share capital.

Since the Group companies are included in the REIT regime (Note 1), the Parent Company is obliged to distribute as dividends to its shareholders, once the corresponding mercantile obligations have been met, the profit obtained in the year in accordance with the provisions of Article 6 of Law 11/2009, of 26 October, which regulates Real Estate Investment Trusts (REITs).

d) Distribution of income by parent company

The contribution to the results of each company comprising the Group in the year ended 31 December 2022 and 31 December 2021 is as follows:

	Euros	
	2022	**2021**
Astickso XXI SOCIMI, S.A.	(565,863)	(248,165)
Castondo XXI, S.L.	110,728	12,281,576
Jaesure, S.L.	(588,325)	(30,853)
Fresierar, S.L.	(424)	(4,051)
Total	**(1,043,884)**	**12,998,507**

e) Distribution of reserves by company

The contribution to the Group's reserves for the year ended 31 December 2022 and 31 December 2021 is as follows:

	Euros	
	2022	**2021**
Castondo XXI, S.L.	12,867,972	-
Jaesure, S.L.	(50,252)	-
Fresierar, S.L.	(5,027)	-
Total reserves in consolidated companies	**12,812,693**	**-**
Parent company reserves (legal reserve)	700	-
Reserves of the Parent Company (voluntary reserves and prior years' losses)	(2,734)	(2,524)
Total reserves in Parent Company	**(2,034)**	**(2,524)**

f) Shareholders' contributions

During 2022, in addition to the capital increase described in the first section of this note, the Parent Company has received several contributions as described below, leaving a balance of 31,532,558 euros:

- On 10 June 2022 it received 421,000 euros.
- On 29 June 2022 it repaid 360,321 euros.
- On 3 August 2022 it repaid 77,850 euros.
- On 3 August 2022 it received 277,000 euros.
- On 2 November 2022, it repaid 3,160,000 euros.
- On 3 November 2022 it received 1,093,050 euros

During 2021, the Parent Company received several contributions as follows, leaving a balance of 38,336,179 euros:

- On 5 July 2021 it received 17,776,000 euros.
- On 29 November 2021, it received 178,012 euros.
- On 3 December 2021 it received 27,800,000 euros.
- On 31 December 2021, it repaid 7,417,833 euros (payable before 31 January 2022) (Note 14).

g) Treasury shares

The Parent Company did not hold at the beginning of the period, nor has it acquired any treasury shares in 2022 or in 2021.

h) Earnings per share

Basic earnings per share are calculated by dividing the net income/(loss) for the period attributable to owners of the Parent Company by the weighted average number of common shares outstanding during the period, excluding the weighted average number of treasury shares held during the period.

Diluted earnings per share are calculated by dividing the net income/(loss) for the period attributable to owners of the Parent Company by the weighted average number of common shares outstanding during the year plus the weighted average number of common shares that would be issued upon conversion of all potentially dilutive instruments.

In connection with the calculation of earnings per share, there have been no transactions involving common shares or potential common shares between the closing date of the consolidated annual accounts and the date of preparation of the consolidated annual accounts that have not been taken into account in these calculations.

Result per share

Earnings per share are calculated by dividing the profit for the period attributable to ordinary shareholders of the Parent Company by the number of ordinary shares outstanding at the end of the period, excluding treasury shares.

The detail of the calculation of earnings/(loss) per share is as follows:

	2022	2021
Income for the year attributable to equity holders of the Parent Company	(1,043,884)	12,998,507
No. of shares outstanding at year-end	5,000,000	3,500
Earnings/ (loss) per share (euros)	**(0.21)**	**3,713.86**

Basic

Basic earnings per share are calculated by dividing the profit for the period attributable to ordinary shareholders of the Parent Company by the weighted average number of ordinary shares outstanding at the end of the period, excluding treasury shares.

	2022	2021
Income for the year attributable to equity holders of the Parent Company	(1,043,884)	12,998,507
Weighted average number of shares outstanding	44,567	3,500
Earnings/ (loss) per share (euros)	**23.42**	**3,713.86**

Diluted:

Diluted earnings per share are calculated by adjusting the profit for the period attributable to equity holders of the Parent Company and the weighted average number of ordinary shares outstanding for all dilutive effects inherent in the potential ordinary shares, i.e. as if all potentially dilutive potential ordinary shares had been converted.

The Parent Company has no potentially dilutive shares.

9. FINANCIAL LIABILITIES

The composition of financial liabilities at 31 December 2022 and 31 December 2021 is as follows:

						Euros
	Long-term financial liabilities					
	Bank borrowing		Debits, derivatives and other		Total	
	2022	2021	2022	2021	2022	2021
Financial liabilities at amortised cost	57,887,233	50,314,846	7,696,992	7,569,000	65,584,225	57,883,846
Financial liabilities at fair value	-	-	134,609	-	134,609	-
Total long-term financial liabilities	**57,887,233**	**50,314,846**	**7,831,601**	**7,569,000**	**65,718,834**	**57,883,846**

	Current financial liabilities					Euros
	Bank borrowing		Debits, derivatives and other		Total	
	2022	2021	2022	2021	2022	2021
Financial liabilities at amortised cost	6,678	3,645	242,853	7,956,614	249,531	7,960,259
Total short-term financial liabilities	**6,678**	**3,645**	**242,853**	**7,956,614**	**249,531**	**7,960,259**

9.1 Financial liabilities at amortised cost

The detail of financial liabilities at amortized cost at 31 December 2022 and 31 December 2021 is as follows:

	2022	2021
		Euros
Non-current:		
Debentures and bonds (Note 14)	7,569,000	7,569,000
Bank borrowing	57,887,233	50,314,846
Other financial liabilities (Note 6)	127,992	-
Current:		
Bank borrowing	6,678	3,645
Dividend payable and return of contributions (Note 14)	-	7,603,157
Debentures and bonds (Note 14)	-	91,879
Current account with shareholders and directors (Note 14)	1,410	3,500
Trade and other payables	241,443	258,078
Total	**65,833,756**	**65,844,105**

In relation to bank borrowing, at the end of 2021, Castondo XXI, S.L. formalized financing, with three tranches amounting to 7,200,000 euros, 3,800,000 euros and 18,000,000 euros, respectively. This financing was scheduled to be repaid at the end of the contract in 2025. The interest rate associated with this financing transaction, which accrued in 2021, was 2.95% per annum, payable quarterly. The principal drawn down at 31 December 2021 amounted to 18,198,478 euros. This debt was recorded in the consolidated balance sheet at amortized cost (17,499,865 euros long-term).

During September 2022, Castondo XXI, S.L. carried out a refinancing process through which it has cancelled the debt indicated in the previous paragraph and has signed a new financing contract with another financial entity. The cancellation of the debt indicated in the preceding paragraph until such refinancing has resulted in an impact of 702,207 euros on the 2022 income statement. It has also accrued interest until its cancellation for a total of 323,951 euros (153,609 euros in 2021, with 3,645 euros pending payment at 31 December 2021), which has been paid in full on the date of cancellation of this debt.

At 31 December 2022, the principal amount drawn down on the debt is 23,570,901 euros with the new bank, which is recorded at amortized cost in the consolidated balance sheet (23,094,689 euros long-term). Repayment of this financing will be at the end of the contract in 2025 and will accrue interest at 3-month Euribor plus a spread. It has a maximum available limit of 31,850,000 euros, divided into 3 tranches. The transaction costs associated with the undrawn portion of this financing are shown under “Short-term accruals” on the asset side. In addition, the financial expenses accrued at 31 December 2022 for this new debt amount to a total of 309,071 euros, of which 3,163 euros is pending payment, including the allocation of the financial expense corresponding to the amortized cost of this liability.

As for Jaesure, S.L., bank borrowing was formalized with a credit institution, having four tranches for a maximum amount of 33,842,785 euros, 13,569,751 euros, 5,677,555 euros and 2,671,136 euros. Repayment of this financing will be at the end of the contract in 2025. Interest accrued on all tranches is payable quarterly, except for the VAT tranche which is payable monthly.

At 31 December 2022, the balance drawn down on this debt was 35,280,716 euros (2021: 33,982,247 euros), recorded in the consolidated balance sheet at amortized cost. The transaction costs associated with the undrawn portion of this financing are shown under “Short-term accruals” on the asset side. This debt has accrued financial expenses in the amount of 1,196,282 euros (2021: 49,092 euros) (Note 10), leaving an amount of 3,515 euros pending payment at year-end 2022 (2021: 0 euros).

The aforementioned loans are tied to the Euribor plus a spread of between 1% and 1.8% per annum.

The detail of long-term and short-term bank borrowings at 31 December 2022 is as follows:

								Euros
At 31 December 2022	**Bank**	**Date of constitution**	**Maturity**	**Interest rate**	**Maximum amount financed**	**Long-term bank borrowing**	**Short-term bank borrowing**	**Total**
Mortgage loan Castondo XXI, S.L.	SMBC	14/09/2022	14/09/2025	EURIBOR + spread	31,850,000	23,094,689	3,163	23,097,852
Mortgage loan Jaesure, S.L.	Crédit Agricole	10/12/2021	10/12/2025	EURIBOR + spread	53,090,091	34,792,544	3,515	34,796,059
Total					**84,940,091**	**57,887,233**	**6,678**	**57,893,911**

The detail of long-term and short-term bank borrowing at 31 December 2021 is as follows:

								Euros
At 31 December 2021	**Bank**	**Date of constitution**	**Maturity**	**Interest rate**	**Maximum amount financed**	**Long-term bank borrowing**	**Short-term bank borrowing**	**Total**
Mortgage loan Castondo XXI, S.L.	Santander	13/07/2021	13/07/2025	EURIBOR + spread	29,000,000	17,499,865	3,645	17,503,510
Mortgage loan Jaesure, S.L.	Crédit Agricole	10/12/2021	10/12/2025	EURIBOR + spread	53,090,091	32,814,981	-	32,814,981
Total					**82,090,091**	**50,314,846**	**3,645**	**50,318,491**

The maturity of financial liabilities at amortized cost in nominal terms at 31 December 2022 is as follows:

							2022
							Euros
	2023	**2024**	**2025**	**2026**	**2027**	**Subsequent years**	**Total**
Financial liabilities at amortised cost							
Bank borrowing	6,678	-	57,887,233	-	-	-	57,893,911
Bonds and debentures	-	-	7,569,000	-	-	-	7,569,000
Other financial liabilities	-	127,992	-	-	-	-	127,992
Current account with shareholders and directors	1,410	-	-	-	-	-	1,410
Trade and other payables	241,443	-	-	-	-	-	241,443
Total	**249,531**	**127,992**	**65,456,233**	**-**	**-**	**-**	**65,833,756**

The maturity of financial liabilities at amortized cost in nominal terms at 31 December 2021 is as follows:

							2021
							Euros
	2022	**2023**	**2024**	**2025**	**2026**	**Subsequent years**	**Total**
Financial liabilities at amortised cost							
Bank borrowing	3,645	-	-	50,314,846	-	-	50,318,491
Bonds and debentures	91,879	-	-	7,569,000	-	-	7,660,879
Dividend asset payable and return of contributions	7,603,157	-	-	-	-	-	7,603,157
Current account with shareholders and directors	3,500	-	-	-	-	-	3,500

Trade and other payables	258,078	-	-	-	-	-	258,078
Total	**7,960,259**	**-**	**-**	**57,883,846**	**-**	**-**	**65,844,105**

a) Undrawn lines of credit

At 31 December 2022 and 2021, the Group has no undrawn lines of credit in addition to the financing indicated above.

b) Financial ratios

The following debt agreements require compliance with certain financial ratios:

	Project LTV Ratio	**Interest Coverage Ratio (ICR)**
Mortgage loan Castondo XXI, S.L.	≤ 65%	=1.10
Mortgage loan Jaesure, S.L.	≤ 65%	=1.75

Definitions:

- Loan to Value (LTV) Project: calculated as the quotient resulting from dividing (a) outstanding debt by (b) the appraised value of the properties financed. Measures the ratio between the amount of the loan granted and the value of the property provided by the borrower as security for repayment of the loan.

- Interest Coverage Ratio (ICR): calculated as the quotient resulting from dividing (a) earnings before interest and taxes by (b) the amount of financial interest.

Failure to comply with these obligations could result, among other things, in partial early repayment of the loans described above.

At 31 December 2022 and 2021, the Directors consider that the Group is in full compliance with all terms, conditions, covenants and provisions of the financing agreements in force.

Likewise, as regards the investee Castondo XXI, S.L., the Directors consider that the aforementioned ratios were met at 31 December 2022 at the date of preparation of these consolidated annual accounts, and the forecast is that they will be met in the next 12 months.

Lastly, with respect to the investee Jaesure, S.L., the financing agreement establishes that the obligation to comply with the aforementioned financial ratios begins upon completion of the refurbishment of the asset owned by this company (Note 5). At 31 December 2022, this work has not been completed (Note 5).

c) Information on the average period for payment to suppliers. Third additional provision: “Reporting duty” of Law 15/2010, of 5 July, as amended by Law 31/2014 on the reform of the Corporate Enterprises Act.

The detail of payments for commercial transactions made during the year and pending payment at the closing of the consolidated balance sheet in relation to the maximum legal deadlines provided for in Law 15/2010, as amended by Law 31/2014, is as follows:

	2022	**2021**
	Days	**Days**
Average period for payment to suppliers	18	4
Ratio of transactions paid	18	4
Ratio of transactions pending payment	28	2
	Amount (euros)	**Amount (euros)**

Total payments made	4,723,574	3,478,921
Total payments pending	80,291	50,260

The calculation of the data in the above table has been made in accordance with the provisions of the resolution of 4 February 2016 of the ICAC and subsequent amendments. For the purposes of this note, the concept of trade payables includes the items of sundry suppliers and creditors for debts with suppliers of goods or services included in the scope of regularization in issues of legal payment terms.

The development of Law 15/2020 Additional Provision 3 (amended by Law 18/2022) includes that the following information must be expressly included in the report:

- The monetary volume and number of invoices paid in a period shorter than the maximum established in the late payment regulations.
- The percentage they represent of the total invoices and of the total monetary payments to their suppliers.

	31 December 2022
	Euros
Invoices paid before the deadline	3,379,359
Ratio over total paid invoices	72%
	Number of invoices
Number of invoices before the deadline	418
Ratio over total number of invoices	71%

10. INCOME AND EXPENSES

10.1 Turnover

Income from the Group's ordinary activities are distributed geographically as follows:

	Percentage		Euros	
	2022	**2021**	**2022**	**2021**
Market				
National	100%	100%	3,720,596	1,072,940
	100%	**100%**	**3,720,596**	**1,072,940**

The breakdown of turnover is as follows:

	Euros	
	2022	**2021**
Income		
Rent	3,259,021	1,072,940
Re-invoicing expenses	461,575	-
	3,720,596	**1,072,940**

The lease agreements entered into by the Group companies are under normal market conditions as regards their duration, maturity dates and rents.

10.2 Other operating expenses

The breakdown of "Other operating expenses" is as follows:

	Euros	
	2022	**2021**
Repairs and upkeep	(216,293)	(14,070)
Independent professional services	(401,794)	(171,917)
Insurance premiums	(96,041)	(12,431)
Banking and similar services	(6,033)	(31,465)
Advertising and publicity	(4,688)	-
Supplies	(42,195)	-
Others	(161,417)	-
Other taxes	(445,597)	(64,672)
	(1,374,058)	**(294,555)**

10.3 Financial profit (loss)

Interest income and expenses accrued in the year ended 31 December 2022 and 2021 are as follows:

	Euros	
	2022	**2021**
Financial income		
From third parties	160,224	-
Financial expenses		
Payable to third parties (1)	(2,562,571)	(234,717)
Interest on debts with group companies (Note 14)	(364,521)	(176,768)
Change in fair value (Note 6)	**19,361**	**-**
Exchange differences	**(741)**	**-**
Total	**(2,748,248)**	**(411,485)**

(1) These expenses correspond to the financing described in Note 9 and other financial expenses.

11. INCOME TAX AND TAX STATUS

a) Tax assets and liabilities

At 31 December 2022 and 31 December 2021, the detail of the Group's collection rights and payment obligations with the Public Administrations is as follows:

	Euros	
	2022	**2021**
Non-current assets		
Deferred tax assets	842	6,290
	842	**6,290**
Current assets		
Tax authorities, receivable for VAT	84,311	145,131
	84,311	**145,131**
Payment obligations		
Tax authorities, payables for VAT	(9,811)	-
Tax authorities, payables for withholdings made	(18,248)	(33,177)
	(28,059)	**(33,177)**

b) Corporate Income Tax

The reconciliation between the net amount of income and expenses for the year and the income tax base at 31 December 2022 and 2021 is as follows:

2022			**Euros**
	Consolidated income statement		
	Increases	**Decreases**	**Total**
Balance of income and expenses for the year	-	(1,043,884)	**(1,043,884)**
Corporate Tax	5,448	-	**5,448**
Permanent differences	-	-	**-**
Temporary differences	355,153	(359,666)	**(4,513)**
Taxable base (tax result)			**(1,042,949)**

The adjustments to income for the year relate mainly to the allocation to the consolidated income statement of the change in fair value of investment property and internal dividends distributed within the Group.

2021			**Euros**
	Consolidated income statement		
	Increases	**Decreases**	**Total**
Balance of income and expenses for the year	12,998,507	-	**12,998,507**
Corporate Tax	-	(4,606)	**(4,606)**
Permanent differences	-	(1,952)	**(1,952)**
Temporary differences	434,080	(12,883,798)	**(12,449,718)**
Taxable base (tax result)			**542,231**

The adjustments to income for the year relate mainly to the allocation to the consolidated income statement of the change in fair value of investment property and internal dividends distributed within the Group.

c) Tax inspections

As set out in prevailing legislation, the taxes cannot be considered definitively settled until the tax returns have been inspected by the tax authorities or the four-year expiry term has run out. At year-end 2022 and 2021, the Group has the last four years' taxes open for review. The Parent Company's directors consider that the aforementioned taxes have been adequately settled and, therefore, even in the event of discrepancies in the interpretation of current legislation due to the tax treatment granted to the transactions, any resulting liabilities, should they materialize, would not have a significant effect on the consolidated annual accounts.

In addition, Law 34/2015, of 21 September, partially amending Law 58/2003, of 17 December, General Tax Law, establishes that the right of the Administration to initiate the procedure to verify the tax bases or quotas offset or pending offset or deductions applied or pending application, will expire ten years from the day following the day on which the regulatory period established for filing the return or self-assessment corresponding to the tax year or period in which the right to offset such bases or quotas or to apply such deductions was generated.

At the date of preparation of these consolidated annual accounts, the Group has no tax audits in progress.

12. PROVISIONS AND CONTINGENCIES

No provisions have been recorded and no contingencies have been identified at 31 December 2022 or 31 December 2021.

13. BOARD OF DIRECTORS AND OTHER REMUNERATION

a) Shares, positions and activities of Board members

Article 229 of the Corporate Enterprises Act, approved by Royal Legislative Decree 1/2010 of 2 July, imposes on the Directors the duty to inform the Board of Directors of the Parent Company and, failing that, the other Directors or the Sole Shareholder of any situation of direct or indirect conflict that they may have with the interests of the Parent Company or its Group.

Likewise, the Directors of the Parent Company must disclose any direct or indirect shares that they or persons related to them may have in any company engaged in activities similar, analogous or complementary to those of the Group's purpose, as well as disclose any positions or functions that they may hold therein.

In this regard, to comply with all the obligations laid down in the Corporate Enterprises Act and, in particular, with the duties imposed on the Directors, some of the Board members have made it known to the other Board members and the Sole Shareholder that they could potentially find themselves in a situation of conflict of interest due to the fact that, directly or indirectly, they hold shares in companies with the same, similar or complementary type of activity to that of the Group's companies.

It is hereby stated that all members of the Board of Directors disclose whether as of 31 December 2021 they hold direct or indirect shares in companies with the same, similar or complementary type of activity to that which constitutes the corporate purpose of the Group. However, there is no situation of conflict, direct or indirect, on their part or by persons related to them with interests in the Group.

b) Remuneration of members of the Board of Directors and senior management

During the year ended 31 December 2022, the remuneration to the members of the Board of Directors of the Parent Company amounted to 33,511 euros (15,029 euros in 2021) and there was no remuneration to senior management either at 31 December 2022, or at 31 December 2021.

As regards the payment of insurance premiums, the Parent Company has not taken out any insurance policies to cover the risk of death and has not taken out any civil liability policies.

The members of the Parent Company's Board of Directors and senior management have not received any shares or stock options during the year ended 31 December 2022 or during the year ended 31 December 2021, nor have they exercised any options or have any options outstanding.

The members of the Board of Directors of the Parent Company and senior management do not have any pension funds or similar obligations for their benefit established by the Group. During the year ended 31 December 2022 and the year ended 31 December 2021, there are no senior management personnel who do not belong to the Parent Company0s Board of Directors.

14. OTHER OPERATIONS WITH RELATED PARTIES

The detail of balances with related entities is as follows:

	Euros	
	2022	**2021**
Short-term loans		
Areef 2 Sicaf S.P.A. (1)	22,209	-
Bonds and other marketable securities		
Areef 2 Sicaf S.P.A. (2)	(7,569,000)	(7,660,879)
Dividends and contribution distributions payable (Note 8)		
Areef 2 Sicaf S.P.A. (3)	-	(7,603,157)
Other debts with shareholders		
Areef 2 Sicaf S.P.A. (4)	(1,410)	(3,500)
Total	**(7,548,201)**	**(15,267,536)**

(1) At 31 December 2022, the balances receivable from and payable to the shareholder are recorded under short-term receivables. These consist of 27,799 euros from the withholding of the dividend paid to the Sole Shareholder of the Parent Company, which must be returned by Areef 2 Sicaf, S.P.A.; 3,500 euros for the purchase of the shares of Castondo XXI, S.L. owed by the Parent Company; and 2,090 euros from a provision of funds paid by the Sole Shareholder on behalf of the Parent Company. These balances total a net amount of 22,209 euros.

(2) At 31 December 2022, the balances recorded under the caption Bonds and other marketable securities in the consolidated balance sheet relate to the 7,569 simple bonds with a par value of 1,000 euros issued by the Parent Company on 13 July 2021, and fully subscribed by the Sole Shareholder. These bonds bear interest at a fixed annual rate of 4.75%, payable quarterly, and mature on 7 July 2025. At 31 December 2022, accrued interest amounted to 364,521 euros (176,768 euros in 2021), which was paid by 31 December 2022 (91,879 euros was outstanding in 2021).

(3) On 31 December 2021, the Parent Company repaid 7,417,833 euros (payable before 31 January 2022) (Note 8). In addition, an interim dividend distribution of 185,324 euros was made on 31 December 2021 (Note 8), as the conditions for this were satisfied, having been restated once the annual accounts for 2021 were approved to the amount indicated above.

(4) At 31 December 2022, there are 1,410 euros pending payment by the subsidiary Castondo XXI, S.L. to AREEF 2 SICAF, S.P.A. corresponding to a provision of funds paid by AREEF 2 SICAF, S.P.A. to one of the suppliers in the amount of 1,410 euros.

The detail of transactions with related parties is as follows:

	Euros	
	2022	**2021**
Financial expenses		
Areef 2 Sicaf S.P.A. (Note 10)	(364,521)	(176,768)
Total	**(364,521)**	**(176,768)**

15. REPORTING REQUIREMENTS DERIVED FROM THE STATUS OF REIT, LAW 11/2009 AND ITS SUBSEQUENT AMENDMENTS

a) Reserves from years prior to the application of the tax regime established in this Law.

Until the application of the REIT Regime, reserves of a loss of 73,333 euros were generated in the companies comprising the Group.

b) Reserves from years in which the tax regime established in this Law has been applied, differentiating the part that comes from income subject to a tax rate of 0%, 15% or 19%, with respect to that which, if applicable, has been taxed at the general tax rate.

At 31 December 2022 and 2021, except as indicated in the preceding point, the remaining reserves have been generated since their inclusion in the REIT regime.

c) Dividends distributed with a charge to profits for each year in which the tax regime established in this Law has been applicable, differentiating the part that comes from income subject to the 0%, 15% or 19% tax rate, with respect to those that, if applicable, have been taxed at the general tax rate.

No dividends have been distributed, except for those indicated in Note 8.

d) In the case of distribution of dividends charged to reserves, designation of the year from which the reserve was applied and whether they have been taxed at 0%, 15%, 19% or at the general rate.

There have been no distributions charged to reserves, except for the refunds of shareholders' contributions detailed in Note 8.

e) Date of agreement to distribute dividends as referred to in foregoing letters c) and d).

31 December 2021 in the amount of 185,324 euros (Note 8). The dates of refunds of shareholders' contributions are detailed in Note 8.

f) Date of acquisition of real estate intended for lease and of shares in the capital of entities referred to in section 1 of Article 2 of this Law.

				Fraction of capital		Voting rights	
Name	**Acquisition date**	**Registered office**	**Activity**	**Direct %**	**Indirect %**	**Direct %**	**Indirect %**
Castondo XXI, S.L.	17/06/2021	Calle Goya, 6, 2ª planta, Madrid	Real estate	100%	0%	100%	0%
Jaesure, S.L.	02/12/2021	Calle Goya, 6, 2ª planta, Madrid	Real estate	100%	0%	100%	0%
Fresierar, S.L.	02/12/2021	Calle Goya, 6, 2ª planta, Madrid	Real estate	100%	0%	100%	0%

g) Identification of the assets that compute within the 80% referred to in section 1 of Article 3 of this Law.

Property	Acquisition date
Calle Lérida, 32, Madrid	13 July 2021
Calle Retama, 3, Madrid	10 December 2021

h) Reserves from years in which the tax regime applicable in this Law has been applicable, which have been disposed of in the tax period, other than for distribution or to offset losses, identifying the year from which such reserves originate.

There are none.

16. AUDITORS' FEES

The fees accrued during the years ended 31 December 2021 and 31 December 2020 by PricewaterhouseCoopers Auditores, S.L. and its network are as follows:

	Euros	
	2022	**2021**
Auditing service	81,150	43,000
Total	**81,150**	**43,000**

17. ENVIRONMENTAL INFORMATION

The Group's activities do not cause negative environmental impacts, and consequently it does not incur significant costs or investments to mitigate such possible impacts.

18. SUBSEQUENT EVENTS

From 31 December 2022 until the preparation of these consolidated annual accounts, there have been no significant subsequent events that should be disclosed in these consolidated annual account.

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

APPENDIX I - SUBSIDIARIES, JOINT VENTURES AND JOINT OPERATIONS INCLUDED IN THE SCOPE OF CONSOLIDATION

At 31 December 2022 and 31 December 2021

Name	Main Activity Centre	Registered office	Company Holder of the Share	Share % of par value	Type of relationship	Integration Method	Activity
Castondo XXI, S.L.	Calle Goya, 6, 2ª Planta, Madrid	Calle Goya, 6, 2ª Planta, Madrid	Astickso XXI SOCIMI, S.A.	100%	Investee	Full consolidation	Real estate
Jaesure, S.L.	Calle Goya, 6, 2ª Planta, Madrid	Calle Goya, 6, 2ª Planta, Madrid	Astickso XXI SOCIMI, S.A.	100%	Investee	Full consolidation	Real estate
Fresierar, S.L.	Calle Goya, 6, 2ª Planta, Madrid	Calle Goya, 6, 2ª Planta, Madrid	Astickso XXI SOCIMI, S.A.	100%	Investee	Full consolidation	Real estate

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARIES

APPENDIX II - INVESTMENT PROPERTY OWNED BY THE GROUP

Property	City	Province	Date of acquisition	Start date computation REIT REGIME	Type of asset
Calle Lérida, 32	Madrid	Madrid	13 July 2021	29 September 2021.	Offices
Calle Retama, 3	Madrid	Madrid	10 December 2021	15 September 2022.	Offices

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2022 (Figures in euros)

Status and Activity of the Group

The Group closed the year with a loss of 1,043,884 euros.

Income for 2022 amounted to 3,720,596 euros relating to rental income.

Possible evolution of the Group

The Group is currently consolidating its businesses, which leads us to expect positive results in the coming years.

R&D ACTIVITY

In 2022, the Group did not carry out any research and development activities.

Environmental risks

The Group's Management considers that there are no contingencies related to the protection and improvement of the environment, and does not consider it necessary to record any provision for environmental risks and expenses at 31 December 2022.

Financial risk management

The Group's activities are exposed to various financial risks: interest rate risk, credit risk and liquidity risk. The Group's global risk management programme focuses on uncertainty in the financial markets and aims to minimize potential adverse effects on the financial profitability.

Risk management is controlled by the Parent Company's Directors who identify, evaluate and hedge financial risks in accordance with the policies approved by the Board of Directors of the Parent Company. The Board provides policies for overall risk management, as well as for specific areas such as interest rate risk, liquidity risk, and investment of excess liquidity.

a) Interest rate risk

The Group's interest rate risk arises from financial debt. Loans issued at variable rates expose the Group to cash flow interest rate risk, which is partially offset by cash held at variable rates. At 31 December 2022, the Group has certain loans maturing in the long term, with a variable interest rate pegged to the Euribor. The Group hedges against potential interest rate increases through derivative financial instruments.

The Group analyses its exposure to interest rate risk dynamically. Several scenarios are simulated taking into account financing alternatives. Based on these scenarios, the Group calculates the impact on the result for a given change in the interest rate (the scenarios are used only for liabilities representing the most significant positions subject to interest rate).

These analyses take into account:

- Economic environment in which it operates: design of different economic scenarios by modifying the key variables that may affect the Group (interest rates, occupancy rate of real estate investments, etc.).
- Identification of those interdependent variables and their level of linkage.
- Time frame in which the assessment is being made: the time horizon of the analysis and its possible deviations shall be taken into account.

b) Credit risk

Credit risk, understood as the impact that a default on accounts receivable may have on the consolidated income statement, is managed at Group level. The Group defines the credit risk management and analysis policy for its new customers before offering them the usual payment terms and conditions. The credit risk arises mainly from investment property rental receivables and sundry debtors. The Group evaluates and establishes the creditworthiness of its customers, taking into account their financial position, past experience and other factors. The Group considers that it does not have significant concentrations of credit risk. When it is deemed necessary to reduce credit risk, the Group requires the tenant to obtain bank guarantees for the term of the lease.

The Group maintains its cash and cash equivalents in entities with the best credit quality.

c) Liquidity and going concern risk

Cash flow forecasting is carried out by the Parent Company's directors. These monitor the Group's liquidity needs to ensure that it has sufficient cash to meet operating requirements while maintaining sufficient availability of liquidity at all times so that the Group does not default on its financial obligations.

d) Exchange rate risk

With respect to foreign exchange risk, at 31 December 2022 and 31 December 2021, the Group has no significant assets or liabilities denominated in foreign currencies and, therefore, there is no foreign currency risk.

Personnel

At 31 December 2022, the Group does not have any employees.

Treasury shares

At 31 December 2022 and 2021, the Group does not have and has not carried out transactions with treasury shares.

Subsequent events

Since the closing date of the year ended 31 December 2022, there have been no significant events that could have a material effect on this consolidated directors' report and the related consolidated annual accounts.

ASTICKSO XXI SOCIMI, S.A. (Single Shareholder Company) AND SUBSIDIARY COMPANIES

FORMULATION OF THE CONSOLIDATED ANNUAL ACCOUNTS AND CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

On 24 February 2023, and in compliance with the requirements established in Article 253 of the Corporate Enterprises Act and Article 37 of the Commercial Code, the Board of Directors of the Parent Company Astickso XXI SOCIMI, S.A. (Single Shareholder Company) and subsidiaries prepared the consolidated annual accounts and consolidated directors' report for the year ended 31 December 2022, which consist of the documents attached hereto.

____
Nicola Sajeva,
holder of Foreigner's ID No.: Y8710216S
as Board Member - Chairman

____
María Victoria Oliver de Querol
holder of National ID Card No. 46128437M
as Director

____
Luis Huete Arrieta,
holder of National ID Card No.: 05328882N
as Director

____
Miguel Liria Plañiol,
holder of National ID Card No. 52364246P
as Director

APPENDIX II: ARTICLES OF ASSOCIATION OF THE COMPANY

Official translation into English of the original text in Spanish on the left column.

ESTATUTOS SOCIALES DE ASTICKSO XXI SOCIMI, S.A.

TÍTULO I. Denominación, Objeto, Domicilio y Duración de la Sociedad

Artículo 1. Denominación social.

La Sociedad se denomina ASTICKSO XXI SOCIMI, S.A.

Artículo 2. Objeto social.

La Sociedad tiene como objeto social:

a) La adquisición y promoción de bienes inmuebles de naturaleza urbana para su arrendamiento.

b) La tenencia de participaciones en el capital de Sociedades Anónimas Cotizadas de Inversión en el mercado Inmobiliario (SOCIMI) o en el de otras entidades no residentes en territorio español que tengan el mismo objeto social que aquellas y que estén sometidas a un régimen similar al establecido para las SOCIMI en cuanto a la política obligatoria, legal o estatutaria, de distribución de beneficios.

c) La tenencia de participaciones en el capital de otras entidades, residentes o no en territorio español, que tengan como objeto social principal la adquisición de bienes inmuebles de naturaleza urbana para su arrendamiento y que estén sometidas al mismo régimen establecido para las SOCIMI en cuanto a la política obligatoria, legal o estatutaria, de distribución de beneficios y cumplan los requisitos de inversión exigidos para estas sociedades.

BY-LAWS OF ASTICKSO XXI SOCIMI, S.A.

TITLE I: Name, Purpose, Registered Office, Duration of the Company

Article 1. Corporate name.

The Company's name is ASTICKSO XXI SOCIMI, S.A.

Article 2. Corporate purpose.

The corporate purpose of the Company is:

a) The acquisition and development of urban real estate for lease.

b) The holding of shares in the capital of Spanish Listed Real Estate Investment Companies (SOCIMI) or in the capital of other entities not resident in Spanish territory that have the same corporate purpose as the former and which are subject to a regime similar to that established for SOCIMI with respect to the mandatory legal or statutory profit distribution policy.

c) The holding of shares in the capital of other entities, whether resident or not in Spanish territory, whose main corporate purpose is the acquisition of urban real estate for lease and which are subject to the same regime established for SOCIMIs with respect to the mandatory legal or statutory profit distribution policy and which meet the investment requirements established for these companies.

d) La tenencia de acciones o participaciones de Instituciones de Inversión Colectiva Inmobiliaria reguladas en la Ley 35/2003, de 4 de noviembre, de Instituciones de Inversión Colectiva, o la norma que la sustituya en el futuro.

d) The holding of shares or holdings of Collective Real Estate Investment Institutions regulated by the Spanish Act 35/2003, of November 4, 2003, on Collective Investment Institutions [*Ley de Instituciones de Inversión Colectiva*], or the regulation that replaces it in the future.

CNAE 6820

CNAE [*National Code of Economic Activities]* 6820

Adicionalmente, junto con la actividad económica derivada del objeto social principal, la Sociedad podrá desarrollar otras actividades accesorias, entendiéndose como tales aquellas que, en su conjunto, sus rentas representen menos del 20% de las rentas de la Sociedad en cada periodo impositivo o aquellas que puedan considerarse accesorias de acuerdo con la ley aplicable en cada momento.

Additionally, together with the economic activity derived from the main corporate purpose, the Company may carry out other accessory activities, being understood as such those that, as a whole, their income represents less than 20% of the Company's income in each tax period or those that may be considered accessory in accordance with the law applicable from time to time.

La Sociedad podrá desarrollar las actividades integrantes del objeto social, especificadas en los párrafos anteriores, total o parcialmente, de modo directo o mediante la participación en sociedades con objeto idéntico o análogo.

The activities included in the corporate purpose may be carried out, in whole or in part, indirectly, through the participation in other companies with an identical or similar purpose.

Artículo 3. Domicilio social.

La Sociedad tiene su domicilio en Calle Goya 6, 2º, 28001 Madrid.

El Órgano de Administración será competente para (i) acordar la creación, la supresión o el traslado de sucursales, agencias o delegaciones, en cualquier lugar de España y del extranjero, (ii) cambiar el domicilio social dentro del territorio nacional y (iii) acordar la modificación, el traslado o la supresión de la página web de la Sociedad.

Article 3. Registered office.

The Company’s registered office is in Calle Goya 6, 2nd floor, 28001 Madrid.

The Governing Body will have authority to decide on (i) establishing, eliminating or moving branches, agencies and offices anywhere in Spain or abroad, (ii) moving the registered office to another location in Spain and (iii) changing, moving and eliminating the corporate website.

La Sociedad dispone de una página web corporativa, que es www.astickso.com, en los términos establecidos en la Ley y que estará inscrita en el Registro Mercantil. En dicha página web corporativa se publicarán los documentos e información preceptiva en atención a la Ley, los presentes Estatutos Sociales y cualesquiera otras normas internas, así como toda aquella información que se considere oportuno poner a disposición de los accionistas e inversores a través de este medio. La modificación, el traslado o la supresión de la página web corporativa de la Sociedad será competencia del órgano de administración.

The Company has a corporate website, which is www.astickso.com under the terms established by Law and which shall be registered with the Business Registry. This corporate website shall publish the documents and information required by Law, these Bylaws and any other internal rules, as well as any other information that is deemed appropriate to be made available to shareholders and investors through this medium. The modification, transfer or deletion of the Company's corporate website shall be the responsibility of the administrative body.

Artículo 4. Duración y comienzo de actividades.

La duración de la Sociedad es indefinida y dió comienzo a sus operaciones en la fecha de otorgamiento de su escritura de constitución.

Article 4. Commencement and duration of business activity.

The Company is incorporated for an indefinite term and commenced its activities on the date its deed of incorporation was executed.

TÍTULO II. Capital Social

Artículo 5. Capital social.

El capital social es de CINCO MILLONES DE EUROS (5.000.000.-€), representado por 5.000.000 acciones, de UN EURO (1.-€) de valor nominal cada una de ellas, totalmente suscritas y desembolsadas.

La totalidad de las acciones pertenecen a una única clase y serie y confieren a su titular los mismos derechos y obligaciones.

TITLE II: Share Capital

Article 5. Share Capital.

The share capital is FIVE MILLION EUROS (5,000,000.-Euro), represented by 5,000,000 shares, each with a par value of ONE EURO (1.- Euro), fully subscribed and paid up.

All the shares belong to a single class and series and confer the same rights and obligations to their holder.

Artículo 6. Representación de las acciones.

Las acciones están representadas por medio de anotaciones en cuenta y se constituyen como tales en virtud de su inscripción en el correspondiente registro contable. Se regirán por la normativa aplicable en materia de mercados de valores.

La llevanza del registro contable de las acciones corresponderá a un depositario central de valores y a sus entidades participantes.

La legitimación para el ejercicio de los derechos del accionista se obtiene mediante la inscripción en el registro contable, que presume la titularidad legítima y habilita al titular registral a exigir que la Sociedad le reconozca como accionista. Dicha legitimación podrá acreditarse mediante exhibición de los certificados oportunos, emitidos por la entidad encargada de la llevanza del correspondiente registro contable.

Si la Sociedad realiza alguna prestación a favor de quien figure como titular de conformidad con el registro contable, quedará liberada de la obligación correspondiente, aunque aquél no sea el titular real de la acción, siempre que la realizara de buena fe y sin culpa grave.

En el caso de que la persona que aparezca legitimada en los asientos del registro contable tenga dicha legitimación en virtud de un título fiduciario o en su condición de intermediario financiero que actúa por cuenta de sus clientes o a través de otro título o condición de análogo significado, la Sociedad podrá requerirle para que revele la identidad de los titulares reales de las

Article 6. Representation of the shares.

The shares are represented by means of book entries and are constituted as such by virtue of their registration in the corresponding book entry registry. They shall be governed by the regulations applicable to securities markets.

A central securities depository and its participating entities are responsible for keeping the book entry registry of the shares.

The legitimization for the exercise of the shareholder's rights is obtained through the registration in the accounting register, which presumes legitimate ownership and enables the registered holder to demand that the Company recognizes him/her as a shareholder. Such legitimacy may be accredited by means of the exhibition of the appropriate certificates issued by the entity in charge of keeping the corresponding accounting register.

If the Company makes any payment in favor of the person who appears as the holder according to the accounting record, it will be released from the corresponding obligation, even if he is not the actual holder of the share, provided that it was made in good faith and without gross negligence.

In the event that the person appearing as the legitimate holder in the entries of the accounting record has such legitimacy by virtue of a fiduciary title or in his capacity as financial intermediary acting on behalf of his clients or through another title or condition of analogous meaning, the Company may require him to disclose the identity of the actual holders of the shares, as well as the acts of transfer and acciones, así como los actos de transmisión y gravamen sobre las mismas, de conformidad con la normativa aplicable en cada momento.

encumbrance thereon, in accordance with the regulations applicable from time to time.

Artículo 7. Usufructo de acciones.

En caso de usufructo de acciones, la cualidad de accionista reside en el nudo propietario, pero el usufructuario tendrá derecho en todo caso a los dividendos acordados por la Sociedad durante el usufructo. El usufructuario queda obligado a facilitar al nudo propietario el ejercicio de sus derechos. En las relaciones entre el usufructuario y el nudo propietario regirá lo que determine el título constitutivo del usufructo y, en su defecto, lo previsto en la Ley y, supletoriamente, en el Código Civil (o, en su caso, en la legislación civil aplicable).

Article 7. Usufruct of shares.

If any of the shares become subject to usufruct, the shareholder rights will belong to the bare owner (*nudo propietario*), but the usufructuary will have the right to any dividends declared by the Company during the term of the usufruct. The usufructuary will be obliged to facilitate the bare owners' exercise of their rights. Relations between the usufructuary and the bare owner will be governed by the provisions of the title establishing the usufruct and, if there are no provisions, by the Act and, supplementarily, by the Spanish Civil Code (or applicable civil law).

Artículo 8. Prenda de acciones.

En caso de prenda de acciones, corresponderá al propietario de estas el ejercicio de los derechos de accionista. El acreedor pignoraticio queda obligado a facilitar el ejercicio de estos derechos.

Si el propietario de las acciones incumpliese la obligación de desembolso pendiente, el acreedor pignoraticio podrá cumplir por sí esta obligación o proceder a la realización de la prenda.

Article 8. Pledge of shares.

If shares become subject to any pledge, the shareholder rights pertaining to such shares will be exercised by the owner of the shares. The pledgee will be obliged to facilitate the exercise of those rights.

If the owner of the shares breaches the duty to pay-in any undisbursed share capital, the pledgee creditor will have the right to perform by himself such obligations or exercise his pledge rights.

Artículo 9. Embargo de acciones.

En el caso de embargo de acciones, se observarán las disposiciones contenidas en el artículo anterior siempre que sean compatibles con el régimen específico del embargo.

Article 9. Shares subject to lien.

Should the shares become subject to any seizure (*embargo*), the terms of article 8 above will apply to the extent they are compatible with the specific regime governing the seizure.

Artículo 10. Transmisión de acciones.

Las acciones y los derechos económicos derivados de las mismas, incluido el derecho de suscripción preferente, son libremente transmisibles por todos los medios admitidos en derecho.

No obstante lo anterior, el accionista que desee adquirir una participación superior al 50% del capital social deberá formular, al mismo tiempo, una oferta de compra dirigida, en las mismas condiciones, a todos los accionistas.

El accionista que reciba una oferta de un accionista o de un tercero para la adquisición de sus acciones, de cuyos términos, características del adquirente y demás circunstancias deba inferirse razonablemente que se pretende atribuir al adquirente una participación superior al 50% del capital social, sólo podrá transmitir acciones que determinen que el adquirente supera el citado porcentaje si el potencial adquirente acredita haber ofrecido a la totalidad de los accionistas la adquisición de sus acciones en las mismas condiciones.

Artículo 11. Prestación accesoria.

Las acciones de la Sociedad llevan aparejada la realización y cumplimiento de las prestaciones accesorias que se describen a continuación.

Estas prestaciones, que no conllevarán retribución alguna por parte de la Sociedad al accionista en cada caso afectado, son las siguientes:

Article 10. Transfer of shares.

The shares and economic rights deriving therefrom, including the pre-emptive subscription right, are freely transferable by all means permitted by law.

Notwithstanding the foregoing, a shareholder who wishes to acquire a shareholding in excess of 50% of the share capital must make, at the same time, a purchase offer addressed to all shareholders under the same conditions.

A shareholder who receives a shareholder's offer or a third party's offer to purchase its shares which, based on the terms of the agreement, the characteristics of the acquirer and other circumstances, could reasonably be inferred that it is intended to confer on the acquirer a shareholding in excess of 50% of the share capital, may only transfer shares that determine that the acquirer exceeds the aforementioned percentage if the potential acquirer proves that it has offered to the totality of the shareholders the purchase of their shares under the same conditions.

Article 11. Ancillary obligations.

The Company's shares entail the realization and fulfillment of the ancillary obligations described below.

These obligations, which will not imply any compensation by the Company to the shareholder in each case affected, are the following:

1. Accionistas titulares de participaciones significativas:

1. Shareholders holding significant number of shares:

a) De manera general, el accionista estará obligado a comunicar a la Sociedad las adquisiciones o transmisiones de acciones, por cualquier título y directa o indirectamente, que determinen que su participación total alcance, supere o descienda del 5% del capital social y sucesivos múltiplos. Si el accionista es administrador o directivo de la sociedad, esta obligación de comunicación se referirá al porcentaje del 1% del capital social y sucesivos múltiplos. Las comunicaciones deberán realizarse al Consejo de Administración de la Sociedad y dentro del plazo máximo de los cuatro (4) días naturales siguientes a aquel en que se hubiera producido el hecho determinante de la comunicación.

a) In general, the shareholder will be obliged to communicate to the Company the acquisition or transfer of shares, by any title and directly or indirectly, that determines that his total stake in the Company reaches, exceeds or falls from 5% of the share capital and successive multiples. If the shareholder is a manager or a director of the Company, this obligation of communication will refer to the percentage of 1% of the share capital and successive multiples. The communications must be made to the Board of Directors of the Company within a maximum period of four (4) calendar days following that on which the relevant event of the communication had occurred.

b) Todo accionista que (i) sea titular de acciones de la Sociedad en porcentaje igual o superior al 5% del capital social o aquel porcentaje de participación que prevea el artículo 9.2 de la Ley 11/2009, de 26 de octubre, por la que se regulan las Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario (o norma que lo sustituya), para el devengo por la Sociedad del gravamen especial por Impuesto sobre Sociedades (la "Participación Significativa"), o (ii) adquiera acciones que supongan alcanzar, con las que ya posee, una Participación Significativa en el capital de la Sociedad, deberá comunicar estas circunstancias al Consejo de Administración en el plazo de cuatro (4) días naturales desde que hubiera devenido titular del referido porcentaje de participación.

b) Any shareholder who (i) owns shares in the Company in a percentage equal to or greater than 5% of the share capital or that percentage of stake provided for in Article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies [*Ley de Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario*] (or any regulation that may replace it), for the accrual by the Company of the special tax for Corporate Income Tax (the "Significant Stake"), or (ii) acquires shares that, added to the previously owned, imply a significant stake in the share capital of the Company, must communicate these circumstances to the Board of Directors within four (4) calendar days from becoming the holder of said percentage of stake.

c) Igualmente, todo accionista que haya alcanzado esa Participación Significativa, deberá comunicar al Consejo de Administración cualquier adquisición

c) Likewise, any shareholder who has achieved this Significant Stake must notify the Board of Directors of any subsequent posterior, con independencia del número de acciones adquiridas.

acquisition, irrespective of the number of shares acquired.

d) Igual declaración a las indicadas en los apartados precedentes deberá además facilitar cualquier persona que sea titular de derechos económicos sobre acciones de la Sociedad que representen un porcentaje igual o superior al cinco por ciento (5%) de capital social o a aquel porcentaje de participación que, para el devengo por la Sociedad del gravamen especial por Impuesto sobre Sociedades, prevea en cada momento la normativa vigente en sustitución o como modificación del artículo 9.2 de la Ley 11/2009, de 26 de octubre, por la que se regulan las Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario (o norma que lo sustituya), incluyendo en todo caso aquellos titulares indirectos de acciones de la Sociedad a través de intermediarios financieros que aparezcan formalmente legitimados como accionistas en virtud del registro contable pero que actúen por cuenta de los indicados titulares;

d) The same declaration to those indicated in the preceding paragraphs must also be delivered by any person who holds economic rights over shares of the Company that represent a percentage equal to or greater than five percent (5%) of the share capital or that percentage of stake that, for the accrual by the Company of the special tax for Corporate Tax, at any time is envisaged by the current legislation in substitution or as a modification of article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies (or any regulation that may replace it), including in any case those indirect holders of shares of the Company through financial intermediaries that are formally legitimized as shareholders by virtue of the accounting record but act on behalf of the said holders;

e) Junto con la comunicación prevista en los apartados precedentes, el accionista, o el titular de los derechos económicos afectado deberá facilitar al Consejo de Administración de la Sociedad:

e) Together with the communication provided for in the preceding paragraphs, the shareholder, or the owner of the economic rights affected, shall provide the Company's Board with:

(i) Un certificado de residencia a efectos del correspondiente impuesto personal sobre la renta expedido por las autoridades competentes de su país de residencia. En aquellos casos en los que el accionista resida en un país con el que España haya suscrito un convenio para evitar la doble imposición en los impuestos que gravan la renta, el certificado de residencia deberá reunir las características

(i) A certificate of residence for the purposes of the corresponding personal income tax issued by the competent authorities of his country of residence. In those cases where the shareholder resides in a country with which Spain has signed a convention to avoid double taxation, the certificate of residence must meet the requirements provided for by the que prevea el correspondiente convenio para la aplicación de sus beneficios.

(ii) Un certificado expedido por las autoridades fiscales del país de residencia, si éste fuera distinto de España, acreditando el tipo de gravamen al que está sujeto para el accionista el dividendo distribuido por la Sociedad, junto con una declaración del accionista indicando que el accionista titular es beneficiario efectivo de tal dividendo. En defecto del certificado mencionado, el accionista deberá facilitar una declaración de estar sometido a una tributación no inferior al 10% sobre los dividendos percibidos de la Sociedad, con indicación del precepto normativo que soporta dicha declaración, precisando artículo y descripción de la norma aplicable que permita su identificación.

El accionista o titular de derechos económicos obligado deberá entregar a la Sociedad la documentación referida en los dos apartados anteriores dentro de los diez (10) días naturales siguientes a la fecha en la que la Junta General o en su caso el Consejo de Administración acuerde la distribución de cualquier dividendo o de cualquier importe análogo (reservas, etc.) y en todo caso antes de la fecha prevista para la efectiva distribución.

f) Si el obligado a informar incumpliera la obligación de información configurada en los apartados precedentes, el Consejo de Administración podrá presumir que el dividendo está exento de tributación para dicho obligado o que tributa a un tipo de gravamen inferior al previsto en el artículo 9.2 de la Ley 11/2009, de 26 de octubre, por la que se regulan las Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario (o norma que lo sustituya).

corresponding convention for the application of its benefits.

(ii) A certificate issued by the tax authorities of the country of residence, if this is different from Spain, attesting the type of tax to which the dividend distributed by the Company is subject, together with a declaration by the shareholder indicating that the shareholder is the beneficial owner of such dividend. In the absence of the aforementioned certificate, the shareholder must provide a declaration of being subject to taxation of not less than 10% on the dividends received from the Company, indicating the normative rule that supports said declaration, specifying an article and a description of the applicable standard that allows its identification.

The shareholder or holder of economic rights obligated shall deliver to the Company the documentation referred to in the two preceding paragraphs within ten (10) calendar days following the date on which the General Meeting or, if applicable, the Board of Directors approves a distribution of any dividend or any similar amount (reserves, etc.) and, in any case, before the date foreseen for its effective distribution.

f) If the obligor to inform fails to comply with the information obligation set forth in the preceding paragraphs, the Board of Directors may presume that the dividend is exempt of taxation for this obligor or that it is taxed at a rate lower than that provided for in article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies (or any regulation that may replace it).

En caso de que el pago del dividendo o importe análogo se realice con anterioridad a los plazos dados para el cumplimiento de la prestación accesoria, así como en caso de incumplimiento, la Sociedad podrá retener el pago de las cantidades a distribuir correspondiente al accionista o al titular de derechos económicos afectado, en los términos de los presentes Estatutos.

In case the payment of the dividend or similar concept is made prior to the deadlines given for compliance with the ancillary obligation, as well as in case of default, the Company may withhold payment of the amounts to be distributed corresponding to the shareholder or holder of economic rights affected, in the terms of of these By-laws.

g) Queda autorizada a todos los efectos la transmisión de las acciones de la Sociedad (incluyendo, por consiguiente, esta prestación accesoria) por actos inter vivos o mortis causa.

g) The transfer of the shares of the Company (including, therefore, this ancillary obligation) by "inter vivos" acts or "mortis causa" is authorized for all purposes.

h) El porcentaje de participación igual o superior al 5% del capital al que se refiere el apartado a) precedente se entenderá (i) automáticamente modificado si variase el que figura previsto en el artículo 9.2 de la Ley 11/2009, de 26 de octubre, por la que se regulan las Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario (o norma que lo sustituya) y, por tanto, (ii) reemplazado por el que se recoja en cada momento en la referida normativa.

h) The percentage of stake equal to or greater than 5% of the share capital referred to in paragraph a) above shall be understood to be (i) automatically modified if it varies from that provided for in article 9.2 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies (or any regulation that may replace it), and, therefore, (ii) replaced by that which is included at any time by the mentioned legislation.

2. Accionistas sujetos a regímenes especiales:

2. Shareholders subject to special regimes:

a) Todo accionista que, como inversor, se encuentre sujeto en su jurisdicción de origen a cualquier clase de régimen jurídico especial en materia de fondos de pensiones o planes de beneficios, deberá comunicar dicha circunstancia al Consejo de Administración.

a) Any shareholder who, as an investor, is subject in its jurisdiction of origin to any kind of special legal regime in matters of pension funds or benefit plans, must communicate this circumstance to the Board of Directors.

b) Igualmente, todo accionista que se encuentre en la situación descrita en el párrafo a) anterior deberá comunicar al

b) Likewise, any shareholder who is in the situation described in paragraph a) above must notify the Board of Directors of any subsequent acquisition or transfer, Consejo de Administración cualquier adquisición o transmisión posterior, con independencia del número de acciones adquiridas o transmitidas.

regardless of the number of shares acquired or transferred.

c) Igual declaración a las indicadas en los apartados a) y b) precedentes deberá además facilitar cualquier persona que sea titular de derechos económicos sobre acciones de la Sociedad, incluyendo en todo caso aquellos titulares indirectos de acciones de la Sociedad a través de intermediarios financieros que aparezcan formalmente legitimados como accionistas en virtud del registro contable pero que actúen por cuenta de los indicados titulares.

c) The same declaration to those indicated in a) and b) above shall also be provided by any person who holds economic rights over shares of the Company, including in any case those indirect owners of shares of the Company through financial intermediaries who are formally legitimated as shareholders by virtue of the accounting record but act on behalf of the said holders.

d) La Sociedad, mediante notificación por escrito (un "Requerimiento de Información") podrá exigir a cualquier accionista o a cualquier otra persona con un interés conocido o aparente sobre las acciones de la Sociedad, que le suministre por escrito la información que la Sociedad le requiera y que obre en conocimiento del accionista u otra persona, en relación con la titularidad efectiva de las acciones en cuestión o el interés sobre las mismas (acompañado, si la Sociedad así lo exige, por una declaración formal o notarial y/o por pruebas independientes), incluida (sin perjuicio de la generalidad de cuanto antecede) cualquier información que la Sociedad juzgue necesaria o conveniente a efectos de determinar si dichos accionistas o personas son susceptibles de encontrarse en la situación descrita en el párrafo a) anterior.

d) The Company may, by means of a written notice (an "Information Request"), require any shareholder or any other person with a known or apparent interest in the shares of the Company to provide in writing the information that the Company requires and is brought to the notice of the shareholder or other person, in relation to the actual ownership of the relevant shares or the interest thereon (accompanied, if the Company requires it, by a formal or notarial statement and / or by independent evidence), including (without prejudice to the generality of the foregoing) any information that the Company deems necessary or convenient for the purpose of determining whether such shareholders or persons are likely to be in the situation described in paragraph a) above.

La Sociedad podrá efectuar un Requerimiento de Información en cualquier momento y podrá enviar uno o más Requerimientos de Información al mismo accionista o a otra persona con respecto a

The Company may make an Information Request at any time and may send one or more Information Requests to the same shareholder or to another person with las mismas acciones o a intereses sobre las mismas acciones.

respect to the same shares or interest on the same shares.

e) Sin perjuicio de las obligaciones que se regulan en el presente artículo, la Sociedad supervisará las adquisiciones y transmisiones de acciones que se efectúen, y adoptará las medidas que resulten oportunas para evitar los perjuicios que en su caso pudieran derivarse para la propia Sociedad o sus accionistas de la aplicación de la normativa vigente en materia de fondos de pensiones o planes de beneficios que pueda afectarles en sus respectivas jurisdicciones.

e) Notwithstanding the obligations set forth in this article, the Company shall supervise the acquisitions and transfers of shares made, and shall adopt such measures as may be appropriate to avoid any damages that might arise for the Company itself or its shareholders from the application of the current regulations regarding pension funds or benefit plans that may affect them in their respective jurisdictions.

f) Queda autorizada a todos los efectos la transmisión de las acciones de la Sociedad (incluyendo, por consiguiente, esta prestación accesoria) por actos inter vivos o mortis causa.

f) The transfer of the shares of the Company (including, therefore, this ancillary obligation) by inter vivos acts or mortis causa is authorized for all purposes.

TÍTULO III. Órganos Sociales

TITLE III. Corporate Bodies

De la Junta General

General Meeting of Shareholders

Artículo 12. **Órganos de la Sociedad.**

Article 12. **Corporate bodies.**

Los órganos rectores de la Sociedad son:

(a) La junta general de accionistas; y

(b) El órgano de administración.

The Corporate bodies are:

(a) the general meeting of shareholders; and

(b) the governing body.

Artículo 13. **Clases de Junta General.**

Article 13. **Types of General Meetings.**

Las Juntas Generales podrán ser ordinarias o extraordinarias.

A General Meeting may be either ordinary or extraordinary.

La Junta General ordinaria, previamente convocada al efecto, se reunirá necesariamente dentro de los seis (6)

An ordinary General Meeting should be called and held within the first six (6) months of each financial year to approve primeros meses de cada ejercicio, para, en su caso, aprobar la gestión social las cuentas del ejercicio anterior y resolver sobre la aplicación del resultado, pudiendo asimismo tratar cualquier otro asunto que se indique en el orden del día. La Junta General ordinaria será válida aunque haya sido convocada o se celebre fuera de plazo.

Toda Junta General que no sea la prevista en el párrafo anterior tendrá la consideración de Junta General extraordinaria.

<u>Artículo 14.</u> <u>Materias de Junta General.</u>

Sin perjuicio de todas aquellas que le correspondan de acuerdo con la legislación aplicable, la Junta General decidirá sobre las siguientes materias:

(i) la constitución de cualquier filial, la pignoración de las acciones de cualquier filial, el ejercicio de los derechos de voto respecto a las acciones o participaciones que posea la Sociedad en cualquiera de sus filiales en relación con (a) la elección o destitución de los miembros del Órgano de Administración de las filiales y (b) la adquisición y/o desinversión, directa o indirecta, de cualquier activo de las filiales considerado esencial de acuerdo con la Ley, la suscripción de cualquier ampliación de capital en otras sociedades, y la compra y/o venta de participaciones en otras sociedades;

(ii) la adquisición y/o desinversión, directa o indirecta, de cualquier activo considerado como "esencial" de acuerdo con la legislación aplicable;

the Company’s management and its accounts for the preceding year and to resolve the application of income; it may also address any other business on the agenda. An ordinary General Meeting will be valid even if called or held after the pertinent deadline.

Any General Meeting other than the meeting described in the preceding paragraph will be considered an extraordinary General Meeting.

<u>Article 14.</u> <u>General Meeting matters.</u>

Without prejudice to all those that, in accordance with applicable legislation, correspond to it, the General Shareholders' Meeting shall decide on the following matters:

(i) incorporation of any subsidiary, pledge of any subsidiary’s shares, exercise of voting rights with respect to shares or interests owned by the Company in any of its subsidiaries in relation to (a) the election or removal of members of the Governing Body of the subsidiaries and (b) acquisition and/or divestment, direct or indirect, of any asset of the subsidiaries deemed as “essential” in accordance with applicable law, subscription of any capital increase in other companies, purchase and/or sale of shareholdings in other companies;

(ii) acquisition and/or divestment, direct or indirect, of any asset deemed as “essential” in accordance with applicable law;

(iii) las modificaciones sustanciales al Plan de Negocio; y

(iv) las decisiones relativas a la admisión a cotización de las acciones de la Sociedad.

(iii) material amendments to the business plan of the Company; and

(iv) decisions relating to the admission to trading of the Company's shares.

Artículo 15. Competencia para convocar Juntas Generales.

Las Juntas Generales habrán de ser convocadas por el Órgano de Administración o, en su caso, por los liquidadores. El Órgano de Administración convocará la Junta General siempre que lo estime necesario o conveniente para los intereses sociales y, en todo caso, en las fechas o períodos que determine la Ley.

También deberá convocarla cuando lo soliciten uno o varios accionistas que representen, al menos, el cinco (5) por ciento del capital social, expresando en la solicitud los asuntos a tratar en ella. En este caso, la Junta General deberá ser convocada para su celebración dentro de los dos (2) meses siguientes a la fecha en que se hubiera requerido notarialmente al Órgano de Administración para convocarla, debiendo incluirse necesariamente en el orden del día los asuntos que hubiesen sido objeto de solicitud.

Por lo que se refiere a la convocatoria de la Junta General por el secretario judicial o registrador mercantil del domicilio social, se estará a lo dispuesto en la Ley.

Article 15. Authority to call General Meetings.

The Governing Body, or the liquidators, must call the General Meetings. The governing body will call a General Meeting whenever necessary or beneficial for the Company or on the dates and within the periods as set forth by the Act.

The Governing Body will also call a General Meeting when requested by shareholders representing at least five percent (5%) of the Company's stock capital, and such request shall indicate the items to be included in the agenda. This General Meeting must be held within two (2) months from the date the request is made to the Governing Body through a notary, and its agenda must include the business stated in the request.

General Meetings called by a Court Clerk or by the Commercial Registrar of the Company's registered office are subject to the provisions of the Act.

Artículo 16. Convocatoria y constitución de las Juntas Generales.

Salvo que imperativamente se establezcan otros requisitos, la convocatoria se realizará por el Consejo de Administración mediante anuncio publicado en la página

Article 16. Form, content and term for calls for General Meetings.

Except when obligatory due to other requirements, General Meetings will be called by the Board of Directors by means of an announcement published on the web corporativa de la Sociedad, en la forma y con el contenido mínimo previstos en la Ley, al menos un mes antes de la fecha fijada para su celebración.

corporate website of the Company, in the form and with the minimum content provided for by the Act, at least one month before the date set for its execution.

El anuncio de convocatoria expresará (i) el nombre de la Sociedad, la fecha y la hora de la reunión, (ii) el orden del día, en el que figurarán los asuntos a tratar, y (iii) el cargo de la persona o personas que realicen la convocatoria. Podrá, asimismo, hacerse constar la fecha en la que, si procediera, se reunirá la Junta General en segunda convocatoria.

The announcement calling the General Meeting must state: (i) the Company's name, and the date and time of the meeting, (ii) the agenda, setting out the business to be dealt with, and (iii) the title of the person(s) sending the announcement. Likewise, it may include a date on which, if applicable, the General Meeting will be convened in the second call.

La Junta General se celebrará en el término municipal donde la Sociedad tenga su domicilio. Si en la convocatoria no figurase el lugar de celebración, se entenderá que la Junta General ha sido convocada para su celebración en el domicilio social.

General Meetings will be held in the municipality where the Company's registered office is located. If the call for the General Meeting does not specify the place where the meeting is to be held, it will be understood to be held at the Company's registered office.

Entre la convocatoria y la fecha prevista para la celebración de la Junta General deberá existir un plazo de, al menos, un (1) mes (o dos (2) meses, en caso de traslado internacional del domicilio social).

At least one (1) month (or two (2) months, in case of transfer abroad of the registered office) will pass between the call to meeting and the date set for its holding.

Los accionistas que representen, al menos, el cinco (5) por ciento del capital social podrán solicitar que se publique un complemento a la convocatoria de una Junta General de accionistas incluyendo uno o más puntos del orden del día. El ejercicio de este derecho deberá hacerse mediante notificación fehaciente que habrá de recibirse en el domicilio social dentro de los cinco (5) días siguientes a la publicación de la convocatoria. El complemento de la convocatoria deberá publicarse con quince (15) días de antelación como mínimo a la fecha establecida para la reunión de la Junta General.

Shareholders representing at least five percent (5%) of the share capital may request publication of a supplement to the call for a General Meeting of shareholders, so as to add one or more items to the agenda. This right will be exercised through irrefutable notice that must be received in the registered office within five (5) days of the date the call is published. The supplement to the call will be published at least fifteen (15) days before the date set for the General Meeting.

Salvo que imperativamente se establezcan otros *quorums* de constitución, la Junta General quedará válidamente constituida, en primera convocatoria, cuando los accionistas presentes o representados, posean, al menos, el veinticinco (25) por ciento del capital suscrito con derecho de voto. En segunda convocatoria, será válida la constitución de la junta cualquiera que sea el capital concurrente.

Unless another mandatory number to constitute a quorum applies, the General Meeting of shareholders will be validly constituted, on first call, if shareholders holding at least twenty five percent (25%) of the Company's subscribed voting shares are present or represented. The meeting will be validly constituted on second call with the attendance of any shareholders.

Sin embargo, para que la Junta General pueda acordar válidamente los acuerdos relativos a los asuntos a que se refiere el artículo 194 de la Ley será necesaria, en primera convocatoria, la concurrencia de accionistas presentes o representados que posean, al menos, el cincuenta (50) por ciento del capital suscrito con derecho de voto. En segunda convocatoria será suficiente la concurrencia del veinticinco (25) por ciento de dicho capital.

However, to pass a resolution at a General Meeting affecting issues referred to in article 194 of the Act, at least fifty percent (50%) of the subscribed voting shares must be present or represented on the first call and at least twenty five percent (25%) on the second call.

No obstante lo anterior, la Junta General quedará válidamente constituida, con el carácter de universal, para tratar cualquier asunto, sin necesidad de previa convocatoria, siempre que esté presente o representada la totalidad del capital social y los concurrentes acepten por unanimidad la celebración de la Junta General. La Junta General universal podrá reunirse en cualquier lugar del territorio nacional o del extranjero.

Notwithstanding the above, a Universal General Meeting can be validly constituted to deal with any business, with no need for advance call, provided that the holders of all of the Company's capital stock attend or are represented and those that attend unanimously agree to hold a General Meeting. A Universal General Meeting may be held anywhere in Spain or abroad.

Artículo 17. Asistencia y representación.

Article 17. Attendance and representation.

Tendrán derecho de asistencia a las juntas generales los accionistas que sean titulares de cualquier acción de la Sociedad, siempre que las tengan inscritas en el correspondiente registro contable de anotaciones en cuenta con cinco (5) días de antelación a aquel en que haya de celebrarse la junta general, lo que podrán acreditar mediante la oportuna tarjeta de asistencia, delegación y voto a distancia,

Shareholders who hold any share of the Company shall have the right to attend the general meetings, provided that they are registered in the corresponding book-entry registry five (5) days prior to the date on which the general meeting is to be held, which may be evidenced by means of the appropriate attendance card, proxy and remote voting, certificate of entitlement or any other form permitted by law.

certificado de legitimación o por cualquier otra forma admitida en Derecho.

La Junta General podrá celebrarse, a elección del Órgano de Administración, de forma física, exclusivamente telemática o híbrida (es decir, que al mismo tiempo haya presencia física y asistencia telemática). Cumpliendo los requisitos establecidos en los arts. 182 y 182 bis de la Ley, será posible asistir a la Junta General por medios telemáticos (incluida la videoconferencia) cuando la Sociedad haya habilitado medios que (con arreglo al estado de la técnica y a las circunstancias de la Sociedad) garanticen debidamente la identidad y legitimación de los accionistas y de sus representantes, y la participación efectiva de los asistentes a la reunión (tanto para ejercitar en tiempo real sus derechos como para seguir las intervenciones de los demás asistentes). Para ello, en la convocatoria se informará de los trámites y procedimientos de registro y formación de la lista de asistentes, y se describirán los plazos, formas y modos de ejercicio de los derechos de los accionistas previstos por los administradores para permitir el ordenado desarrollo de la junta y su adecuado reflejo en el acta.

At the Governing Body's choice, attendance at the General Meeting can be physical, remote-only or hybrid (i.e., combining physical attendance with an online component for remote attendees). Meeting the requirements set out in articles 182 and 182 bis of the Act, remote attendance (including through video conference) is allowed when the Company provides the resources necessary (based on the state of technology and the Company's circumstances) to guarantee the identity and rights to attend of the shareholders and their representatives, and that attendees are able to participate (to exercise their rights in real time and to follow other attendees' discussions). For that aim, the notice of the meeting must describe the registration procedures and requirements, and provide details on how the attendance list is drawn up, as well as the deadlines, procedures and ways of exercising shareholders' rights established by the directors to ensure the meeting is conducted in an orderly manner and that this information is properly included in the minutes.

Todo accionista que tenga derecho de asistencia podrá hacerse representar en la Junta General por medio de otra persona, aunque esta no sea accionista. La representación deberá conferirse por escrito y con carácter especial para cada Junta General, en los términos y con el alcance establecido en la Ley.

All shareholders having the right to attend also have the right to be represented at general shareholder meetings by another person, regardless of whether this person is a shareholder. Appointment of a proxy must be in writing and specifically for each particular general shareholders meeting, with the scope as set forth by the Act.

La representación es siempre revocable. La asistencia personal del representado a la Junta General tendrá valor de revocación.

Proxies are always revocable. The grantor's personal attendance at the General Meeting of shareholders shall be deemed a revocation.

En todo caso, el voto de las propuestas sobre puntos comprendidos en el orden del

In any event, the shareholder may or cast votes or delegate votes on motions under día de la Junta General podrá delegarse o ejercitarse por el accionista mediante correspondencia postal, electrónica, por videoconferencia o cualquier otro medio de comunicación a distancia siempre que (a) se garantice debidamente la identidad del sujeto que ejerce el derecho de voto y (b) quede registrado en algún tipo de soporte.

items on the agenda by post, electronic correspondence or any other form of distance communication, provided that (a) the identity of the persons exercising their right to vote is dully accredited and (b) the vote is duly registered in some form of record.

Las restricciones a la representación previstas en los artículos 184 y 186 de la Ley no serán aplicables cuando el representante sea el cónyuge o un ascendiente o descendiente del representado, ni tampoco cuando aquel tenga poder general conferido en documento público con facultades para administrar todo el patrimonio que el representado tuviere en territorio nacional.

The restrictions on the power to appoint a representative established in articles 184 and 186 of the Act will not apply to the spouse, ascendants and descendants of a shareholder; nor will they apply to persons holding a general power of attorney on behalf of a shareholder, granted in a public deed, with powers to administer all of the principal’s assets and liabilities in Spain.

Artículo 18. Derecho de información.

Hasta el séptimo (7º) día anterior al previsto para la celebración de la Junta General, los accionistas podrán solicitar de los administradores, acerca de los asuntos comprendidos en el orden del día, las informaciones o aclaraciones que estimen precisas, o formular por escrito las preguntas que estimen pertinentes. Los administradores estarán obligados a facilitar esa información por escrito hasta el día de celebración de la Junta General.

Durante la celebración de la Junta General, los accionistas de la Sociedad podrán solicitar verbalmente las informaciones o aclaraciones que consideren convenientes acerca de los asuntos comprendidos en el Orden del Día. En caso de no ser posible satisfacer el derecho del accionista en ese momento, los administradores estarán obligados a facilitar la información solicitada por escrito dentro de los siete (7) días siguientes al de la terminación de la Junta General.

Article 18. Right of information.

Until the seventh (7^{th}) day prior to the date scheduled for the General Shareholders' Meeting, shareholders may request from the directors any information or clarifications they deem necessary regarding the matters included in the agenda, or formulate in writing the questions they may consider relevant. The Directors shall be obliged to provide the information in writing until the date of the General Meeting.

During the General Shareholders' Meeting, shareholders of the Company may verbally request any information or clarifications they deem appropriate regarding the matters included in the Agenda. If the shareholder's right cannot be satisfied at that time, the directors will be obliged to provide the information requested in writing within seven (7) days following the end of the General Meeting.

Los administradores estarán obligados a proporcionar la información solicitada al amparo de los dos párrafos anteriores, salvo que esa información sea innecesaria para la tutela de los derechos del socio, o existan razones objetivas para considerar que podría utilizarse para fines extrasociales o su publicidad perjudique a la Sociedad o a las sociedades vinculadas.

The directors shall be bound to provide the requested information under the two previous paragraphs, unless such information is unnecessary for the protection of shareholder rights, or there are objective reasons to consider that it could be used for extra-corporate purposes or its publicity would harm the Company or related companies.

No procederá la denegación de la información solicitada cuando la solicitud esté apoyada por accionistas que representen, al menos, el veinticinco (25) por ciento del capital social.

The information requested may not be denied when the request is supported by shareholders representing at least twenty-five (25) percent of the share capital.

Artículo 19. Mesa de la Junta General.

Article 19. Officers of the meeting.

La mesa de la Junta General estará formada por un Presidente y un Secretario, designados por los accionistas concurrentes al comienzo de la reunión. Serán Presidente y Secretario de la Junta General quienes lo sean del Consejo de Administración y, en su defecto, los designados por los accionistas concurrentes al comienzo de la reunión.

The General Meeting will have a Chairman and a Secretary, designated by the members in attendance at the start of the meeting. The Chairman and Secretary of the Board of Directors shall act as Chairman and Secretary of the General Meeting. In their absence, the shareholders in attendance at the start of the meeting shall appoint those acting as officers.

Corresponde al Presidente formar la lista de asistentes, declarar constituida la Junta, dar uso de la palabra por orden de petición, dirigir las deliberaciones y fijar el momento y forma de la votación. Antes de dar por terminada la sesión dará cuenta de los acuerdos adoptados, con indicación del resultado de la votación y de las manifestaciones relativas a los mismos, cuya constancia en acta se hubiese solicitado.

It is for the Chairman to draw up the list of attendees, declare the Meeting constituted, speak on a first-come, first-served basis, direct the proceedings and determine the time and form of the vote. Before closing the sitting, he shall give an account of the decisions taken, indicating the result of the vote and the statements relating thereto, the entry in the minutes of which was requested.

Artículo 20. Votación separada por asuntos.

Article 20. Separate voting on matters.

En la Junta General deberán votarse separadamente aquellos asuntos que sean

Any substantially independent items on the agenda for a General Meeting must be sustancialmente independientes. En todo caso, aunque figuren en el mismo punto del orden del día, deberán votarse de forma separada: a) el nombramiento, la ratificación, la reelección o la separación de cada administrador; b) en la modificación de estatutos sociales, la de cada artículo o grupo de artículos que tengan autonomía propia; c) si imperativamente se establece la votación separada (p.ej., dispensa de la obligación de no competir del administrador conforme al art. 230.3 de la Ley); o, d) en su caso, aquellos asuntos en los que así se disponga en estos Estatutos.

Artículo 21. Mayorías para la adopción de acuerdos.

Salvo que imperativamente se establezcan otras mayorías:

(a) Los acuerdos sociales se adoptarán por mayoría simple de los votos de los accionistas presentes o representados en la junta, entendiéndose adoptado un acuerdo cuando obtenga más votos a favor que en contra del capital presente o representado.

(b) Sin embargo, para la adopción de los acuerdos a que se refiere el artículo 194 de la Ley, si el capital presente o representado supera el cincuenta por ciento bastará con que el acuerdo se adopte por mayoría absoluta. No obstante, se requerirá el voto favorable de los dos tercios del capital presente o representado en la Junta General cuando en segunda convocatoria concurran accionistas que representen el veinticinco (25) por ciento o más del capital suscrito con derecho a voto sin alcanzar el cincuenta (50) por ciento.

voted on separately. Even if they are part of the same item on the agenda, the following must be voted on separately: a) appointment, ratification, re-election or dismissal of each director; b) regarding the amendment of the by-laws, each inherently separate article or group of articles; c) items that require separate voting by law (e.g., waiver of a director's non-compete obligation under article 230.3 of the Act); and d) any items that require separate voting under these By-laws.

Article 21. Majorities required to adopt resolutions.

Unless another mandatory majorities applies:

(a) Corporate resolutions will be adopted by simple majority of the votes cast by the shareholders in attendance or represented at the General Meeting, and a resolution will be considered adopted when it obtains more votes for than against by the share capital in attendance or represented.

(b) Nevertheless, to adopt resolutions provided for in article 194 of the Act, where the share capital in attendance or represented exceeds fifty percent (50%), it will be sufficient for the resolution to be adopted by absolute majority. However, the affirmative votes of two-thirds of the share capital in attendance or represented at the General Meeting will be required when shareholders representing twenty-five percent (25%) or more but less than fifty percent (50%) of the company's share capital with voting rights are in attendance at the second call.

Conforme a lo previsto en el art. 190.1, último párrafo, de la Ley se prevé expresamente que el accionista no podrá ejercitar el derecho de voto correspondiente a sus acciones cuando se trate de adoptar un acuerdo que tenga por objeto autorizarle a transmitir acciones sujetas a una restricción legal o estatutaria o excluirle de la sociedad.

Las acciones del accionista que se encuentre en conflicto de intereses se deducirán del capital social para el cómputo de la mayoría de los votos que en cada caso sea necesaria.

Del Órgano de Administración

Artículo 22. Modos de organizar la administración.

La Sociedad será regida y administrada, con las más amplias facultades que en derecho procedan, salvo las que competen a la Junta General con arreglo a la Ley y a estos Estatutos, a elección de la Junta General, por un Consejo de Administración, compuesto por cuatro (4) miembros.

Artículo 23. Competencia del Órgano de Administración.

Es competencia del Órgano de Administración la gestión y la representación de la Sociedad en los términos establecidos en la Ley.

Artículo 24. Nombramiento.

La competencia para el nombramiento de los administradores corresponde exclusivamente a la Junta General. Para ser nombrado administrador no se requerirá la condición de accionista.

Under the final paragraph of article 190.1 of the Act, shareholders cannot exercise voting rights related to their shares when adopting a resolution concerning authorisation for those shareholders to transfer their shares subject to any restriction imposed by law or these By-laws or concerning their expulsion from the company.

The shares of any shareholder affected by a conflict of interest will be deducted from the company's share capital to calculate the majority of votes required in each case.

Governing Body

Article 22. Types of governing systems.

The Company will be governed and managed with the widest of faculties as provided by law, except for those that are competence of the General Shareholders Meeting according to the Law and these By-laws, and by election of the General Shareholders Meeting, by a Board of Directors, composed of four (4) members.

Article 23. Powers of the Governing Body.

The Governing Body will have authority to manage and represent the Company as provided by Law.

Article 24. Appointment.

Competence for the appointment of director will exclusively correspond to the General Shareholders Meeting. The condition of shareholder will not be a requirement in order to be appointed as director.

Artículo 25. Duración del cargo.

Los administradores nombrados desempeñarán su cargo por un plazo de seis (6) años, plazo que deberá ser igual para todos ellos, sin perjuicio de su reelección, así como de la facultad de la Junta General de proceder en cualquier tiempo y momento a su separación y/o cese de conformidad a lo establecido en la Ley y estos Estatutos.

Si durante el plazo para el que fueron nombrados los consejeros se produjesen vacantes sin que existieran suplentes, el Consejo podrá designar entre los accionistas a las personas que hayan de ocuparlas hasta que se reúna la primera Junta General.

Article 25. Term of office.

Directors will be appointed for six (6) years. This period is the same for all directors, without prejudice to any re-election or the power of the General Meeting to separate and/or dismiss a director at any time, under the Act or these By-laws.

If a vacancy arises during a director’s appointment, and no substitute had been appointed, the Board can designate from among the shareholders a person to fill this vacancy until the next General Meeting of shareholders.

Artículo 26. Retribución del órgano de administración.

La remuneración de los administradores consistirá en una asignación fija en metálico que determinará la Junta General. Dicha retribución se establecerá en Junta General celebrada en cualquier momento antes de que finalice el ejercicio al que se refiera la retribución o en que deba tener efectos su modificación.

La remuneración se entenderá establecida para cada ejercicio de doce (12) meses. En consecuencia, si un ejercicio social tuviere una duración menor a doce (12) meses, el importe de la retribución se reducirá proporcionalmente.

El devengo de la retribución se entenderá por meses vencidos, de tal forma que la retribución de cada administrador será proporcional al tiempo que dicho administrador haya ejercido su cargo durante

Article 26. Governing body remuneration.

The remuneration of the directors shall consist of a fixed cash payment to be determined by the General Meeting. Such remuneration shall be established at a General Meeting held at any time before the end of the fiscal year to which the remuneration refers or in which its modification is to take effect.

The remuneration will be considered established for each financial year of twelve (12) months. If a financial year is less than twelve (12) months, the remuneration will be reduced proportionally.

As the remuneration will accrue monthly in arrears, the remuneration for each Director will be proportional to the time the Director held office in each financial year to which the remuneration applies.

cada ejercicio en que permanezca vigente dicha remuneración.

El pago se efectuará trimestralmente. Mientras la Junta General no modifique la retribución vigente, se aplicará mensualmente la última retribución acordada. En su caso, las retribuciones así percibidas serán regularizadas, al alza o a la baja, dentro de los cinco (5) primeros días del mes natural siguiente a aquel en el que la Junta General apruebe la modificación de la retribución.

Payment will be made on a quarterly basis. Until the General Meeting amends the current remuneration, the most recently agreed remuneration will be applied monthly. Where necessary, the remuneration paid will be adjusted with an increase or decrease within the first five (5) days of the calendar month following the month the General Meeting amended the remuneration.

Si hubiera varios administradores, en los casos en que se produzca una vacante no cubierta durante parte del ejercicio, la fracción de la retribución que quedare sin asignar se atribuirá a los demás administradores a prorrata de la remuneración que a cada uno le correspondiera.

Where there are several directors, if a vacancy is not covered during part of a year, the portion of the unassigned remuneration will be allocated to the other Directors in proportion to the remuneration corresponding to each of them.

El importe máximo de la remuneración anual del conjunto de los administradores deberá ser aprobado por la Junta General y permanecerá vigente en tanto no se apruebe su modificación. Salvo que la Junta General determine otra cosa, la distribución de la retribución entre los distintos administradores se establecerá por acuerdo de estos y, en el caso del Consejo de Administración por decisión del mismo, que deberá tomar en consideración las funciones y responsabilidades atribuidas a cada consejero.

The maximum annual remuneration for all Directors will be approved by the General Meeting and will remain in force until any amendment is approved. Unless the General Meeting determines otherwise, the Directors will agree on how to distribute this remuneration among themselves. If applicable, the Board of Directors will make this decision, considering the contractual duties and responsibilities assigned to each director and the commitments the Company has taken on under the agreements entered into with the Executive Directors.

Lo previsto en este artículo será compatible e independiente del pago de los honorarios o salarios que pudieran acreditarse frente a la Sociedad, por prestación de servicios o por vinculación laboral, según sea el caso, con origen en una relación contractual distinta de la derivada del cargo de administrador, los cuales se someterán al régimen legal que les fuere aplicable.

The provisions in this article are compatible with and separate from the payment of any fees or salaries the Company owes the Director for providing professional services or on account of an employment relationship that does not result from the office of Director. These fees will be subject to the applicable legal regulations.

Artículo 27. Régimen y funcionamiento del Consejo de Administración.

El Consejo de Administración nombrará de su seno al Presidente y podrá nombrar, si así lo acuerda, a un Vicepresidente, que sustituirá al Presidente en caso de vacante, ausencia o enfermedad. También designará a la persona que desempeñe el cargo de Secretario y podrá nombrar a un Vicesecretario que sustituirá al Secretario en caso de vacante, ausencia o enfermedad. El Secretario podrá ser o no consejero, en cuyo caso tendrá voz, pero no voto. Lo mismo se aplicará, en su caso, al Vicesecretario.

El Consejo de Administración deberá reunirse, al menos, una vez al trimestre.

El Consejo de Administración será convocado por su Presidente o el que haga sus veces. Los administradores que constituyan al menos un tercio de los miembros del Consejo de Administración podrán convocarlo, indicando el orden del día, para su celebración en la localidad donde radique el domicilio social, si, previa petición al Presidente, este sin causa justificada no hubiera hecho la convocatoria en el plazo de un mes.

La convocatoria se cursará mediante carta, telegrama, fax, o cualquier otro medio escrito o telemático. La convocatoria se dirigirá personalmente a cada uno de los miembros del Consejo de Administración al menos con tres (3) días de antelación. Será válida la reunión del Consejo de Administración sin previa convocatoria cuando, estando reunidos todos sus miembros, decidan por unanimidad celebrar la sesión.

Salvo que imperativamente se establezcan otras mayorías, el Consejo de Administración quedará válidamente constituido cuando

Article 27. Governance and functioning of the Board of Directors.

The Board of Directors will appoint a Chairman from among its members and may appoint a Vice-Chairman who will replace the Chairman in the case of a vacancy, absence, or sickness. The Board of Directors will also appoint a Secretary and may appoint a Vice-Secretary who will replace the Secretary in the case of a vacancy, absence, or sickness. The Secretary may or may not be a member of the Board of Directors, in which case the Secretary will have the right to be heard but will not have voting rights. This also applies to the Vice-Secretary.

The Board of Directors must meet at least once every quarter.

Meetings of the Board of Directors will be convened by the Chairman or acting Chairman. Directors representing at least one-third of the members of the Board may convene the Board (setting out its agenda), to meet in the municipality where the Company’s registered office is located, if the Chairman had been requested to convene the Board but had not done so within a month without a justified reason.

The notice calling the meeting will be delivered by letter, telegram, fax or any other written or telematic way. The notice will be addressed personally to each director at least three (3) days prior to the calling of the meeting. A meeting of the Board of Directors without notice will be valid if all members of the Board are present and unanimously agree to hold a meeting.

Unless other mandatory majorities apply, the Board of Directors will be validly constituted when at least the absolute concurran a la reunión, presentes o representados, como mínimo, la mayoría absoluta de sus miembros.

majority of its members are present, whether in person or represented by proxy.

Serán válidos los acuerdos del Consejo de Administración celebrados a distancia, sea por videoconferencia, por conferencia telefónica múltiple o cualquier otro sistema análogo, siempre que los consejeros dispongan de los medios técnicos necesarios para ello y se reconozcan recíprocamente. En tal caso, la sesión del Consejo de Administración se considerará celebrada en el lugar del domicilio social.

Resolutions may be passed validly by the Board of Directors at meetings held using videoconference, conference call or any equivalent system, provided always that the necessary technical means are available and that the directors recognize each other. In such event, the meeting of the Board of Directors will be considered to have been held at the Company's registered office.

El consejero solo podrá hacerse representar en las reuniones de este órgano por medio de otro consejero. La representación se conferirá mediante carta dirigida al Presidente.

A director may only be represented by another director at a board meeting. Proxies must be appointed in writing and addressed to the Chairman.

El Presidente abrirá la sesión y dirigirá la discusión de los asuntos, otorgando el uso de la palabra, así como facilitando las noticias e informes de la marcha de los asuntos sociales a los miembros del Consejo de Administración.

The Chairman will open the meeting and direct the deliberations on all business to come before the board, having the power to open the floor and to give board members information and reports on the Company's status.

Salvo que imperativamente se establezcan otras mayorías, los acuerdos se adoptarán con el voto favorable de al menos tres cuartas partes de los miembros que integran el Consejo de Administración, esto es, tres (3) de sus cuatro (4) miembros.

Unless other mandatory majorities apply, resolutions will be adopted with the favourable vote of at least three quarters of the members of the Board of Directors, this is, three (3) of its four (4) members.

En caso de empate, el voto del Presidente tendrá carácter dirimente. No obstante lo anterior, en caso de empate en el seno del Consejo de Administración respecto de propuestas de acuerdo que deban ser sometidas a la aprobación de la Junta General de Accionistas en relación con las materias que se listan a continuación, el Consejo someterá directamente a la Junta General de Accionistas la decisión final respecto de dichos acuerdos:

In the event of a tied vote, the Chairman shall have the casting vote. Notwithstanding the foregoing, in the event of a tied vote within the Board of Directors with respect to proposals to be submitted to the General Shareholders' Meeting for its approval regarding the matters listed below, the Board shall submit the final decision regarding such matters directly to the General Shareholders' Meeting:

(i) la constitución de cualquier filial, la pignoración de las acciones de cualquier

(i) incorporation of any subsidiary, pledge of any subsidiary's shares, exercise of filial, el ejercicio de los derechos de voto respecto a las acciones o participaciones que posea la Sociedad en cualquiera de sus filiales en relación con (a) la elección o destitución de los miembros del Órgano de Administración de las filiales y (b) la adquisición y/o desinversión, directa o indirecta, de cualquier activo de las filiales considerado esencial de acuerdo con la Ley, la suscripción de cualquier ampliación de capital en otras sociedades, y la compra y/o venta de participaciones en otras sociedades;

(ii) la adquisición y/o desinversión, directa o indirecta, de cualquier activo considerado como "esencial" de acuerdo con la legislación aplicable;

(iii) las modificaciones sustanciales al Plan de Negocio; y

(iv) las decisiones relativas a la admisión a cotización de las acciones de la Sociedad.

La adopción de los acuerdos por escrito y sin sesión será válida cuando ningún consejero se oponga a este procedimiento.

Las discusiones y acuerdos del Consejo de Administración se llevarán a un libro de actas.

Sin perjuicio de los apoderamientos que puedan conferir a cualquier persona, el Consejo de Administración podrá designar de entre sus miembros a uno o varios Consejeros Delegados o Comisiones Ejecutivas, estableciendo el contenido, los límites y las modalidades de delegación.

La delegación permanente de alguna facultad del Consejo de Administración en cada Comisión Ejecutiva o en uno o varios Consejeros Delegados y la designación del o de los administradores que hayan de ocupar tales cargos requerirán para su validez el voto

voting rights with respect to shares or interests owned by the Company in any of its subsidiaries in relation to (a) the election or removal of members of the Governing Body of the subsidiaries and (b) acquisition and/or divestment, direct or indirect, of any asset of the subsidiaries deemed as "essential" in accordance with applicable law, subscription of any capital increase in other companies, purchase and/or sale of shareholdings in other companies;

(ii) acquisition and/or divestment, direct or indirect, of any asset deemed as "essential" in accordance with applicable law;

(iii) material amendments to the business plan of the Company; and

(iv) decisions relating to the admission to trading of the Company's shares.

Resolutions adopted by written resolution without holding a meeting will be valid if no board member opposes such a procedure.

Discussions and resolutions adopted by the Board of Directors will be entered into a minutes book.

Without prejudice to any powers of attorney granted to an individual, the Board of Directors can appoint from among its members one or more Managing Directors or Executive Committees, establishing the content, restrictions and types of delegation.

The permanent delegation of authority by the Board of Directors to an Executive Committee or to one or more Managing Directors, and the appointment of the director or directors that will hold this office, requires the affirmative vote of at favorable de las dos terceras partes de los componentes del Consejo de Administración y no producirán efecto alguno hasta su inscripción en el Registro Mercantil; además, será necesario que se celebre el contrato (o contratos) previsto en el art. 249 de la Ley. En ningún caso podrá ser objeto de delegación la formulación de las cuentas anuales y su presentación a la Junta General, las facultades que esta hubiera delegado en el Consejo de Administración, salvo que hubiera sido expresamente autorizado por ella para subdelegarlas y, en general, las demás facultades que sean indelegables conforme a lo previsto en el art. 249 bis de la Ley.

least two-thirds of the members of the Board of Directors, and it will not become effective until it has been entered on the Commercial Registry; additionally, an agreement (or agreements) must be signed under the provisions of article 249 of the Act. This delegation in no case may include the formulation of the annual accounts and their presentation to the General Meeting, any authority delegated by the General Meeting to the Board of Directors, unless that delegation includes authorisation for subdelegation; or any other authority that cannot be delegated under article 249 bis of the Act.

TÍTULO IV. Ejercicio Social y Cuentas Anuales

TITLE IV. Financial Year and Annual Accounts

Artículo 28. Ejercicio Social.

El ejercicio social tendrá una duración de un año y abarcará el tiempo comprendido entre el 1 de enero y el 31 de diciembre de cada año.

Article 28. Financial year.

The Company's financial year will last one year, from January 1 to December 31 of each calendar year.

Artículo 29. Aplicación del resultado.

La Junta General resolverá sobre la aplicación del resultado del ejercicio conforme a lo previsto en las disposiciones que resulten aplicables a la Sociedad en cada momento, en particular, conforme al artículo 6 de la Ley 11/2009, de 26 de octubre, por la que se regulan las Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario (o norma que lo sustituya).

La distribución de dividendos a los accionistas se realizará en la proporción correspondiente al capital que hayan desembolsado. Los accionistas con derecho a percibir el dividendo serán aquellos que consten inscritos en los registros contables de la correspondiente sociedad gestora de

Article 29. Distribution of profits.

The General Meeting shall resolve on the distribution of the profit for the year in accordance with the provisions applicable to the Company from time to time, in particular, in accordance with Article 6 of Act 11/2009, of October 26, 2009, which regulates Spanish Listed Real Estate Investment Companies [*Ley de Sociedades Anónimas Cotizadas de Inversión en el Mercado Inmobiliario*] (or any regulation that may replace it).

The distribution of dividends to the shareholders will be made in the proportion corresponding to the capital paid up. The shareholders entitled to receive the dividend shall be the ones registered in the accounting records of the corresponding management company of the systems for los sistemas de registro, compensación y liquidación de valores en el momento que determine la Junta General o, en su caso, el Consejo de Administración, a los efectos del acuerdo de distribución.

La Junta General o el Órgano de Administración podrán acordar la distribución de cantidades a cuenta de dividendos con las limitaciones y cumpliendo los requisitos establecidos en la normativa aplicable.

Artículo 30. Reglas especiales de reparto de dividendo.

1. Exigibilidad del dividendo. Salvo acuerdo en contrario, el dividendo será exigible y pagadero dentro del mes siguiente a la fecha del acuerdo por el que la Junta General o, en su caso, el Consejo de Administración haya convenido su distribución.

2. Indemnización. En la medida en que la Sociedad se vea sometida al gravamen especial del 19% sobre el importe de los dividendos distribuidos a aquellos accionistas con una participación igual o superior al 5% que tributen sobre dichos dividendos a un tipo inferior al 10%, dichos accionistas indemnizarán a la Sociedad reintegrando a la misma un importe equivalente al 19% sobre los dividendos percibidos. El importe de la indemnización a satisfacer por los accionistas se compensará contra el importe de los dividendos a pagar a aquellos, pudiendo la Sociedad retener el importe de la indemnización del líquido a pagar en concepto de dividendos. En el supuesto de que el ingreso percibido por la Sociedad como consecuencia de la indemnización tribute en el Impuesto sobre Sociedades al tipo de gravamen general, el importe de la indemnización se incrementará en la

registering, clearing and liquidating securities at the time determined by the General Shareholders' Meeting or, as the case may be, by the Board of Directors, for the purposes of the distribution resolution.

The General Meeting or the Governing Body may agree to the distribution of interim dividends with the limitations and complying with the requirements established in the applicable regulations.

Article 30. Special rules for the distribution of dividends.

1. Dividend enforceability. Unless otherwise agreed, the dividend will be due and payable within one month following the date of the agreement by which the General Meeting or, if applicable, the Board of Directors has agreed to distribute it.

2. Indemnity. Wherever the Company is subject to the special tax of 19% on the amount of dividends distributed to those shareholders with a stake equal to or greater than 5% who pay on dividends at a rate of less than 10%, the aforementioned shareholders will indemnify the Company by reimbursing an amount equivalent to 19% of the dividends received. The indemnity to be paid by the shareholders will be offset against the amount of dividends to be paid to those, and the Company may retain the amount of indemnity from the liquid to be paid as dividends. In the event that the income received by the Company as a result of the indemnity is taxed by the corporation tax at the rate of the general tax, the amount of the indemnity shall be increased to the extent necessary to absorb this tax cost (i.e. gross up).

medida necesaria para absorber dicho coste impositivo (i.e. elevación al íntegro.)

El importe de la indemnización será aprobado por el Consejo de Administración de forma previa a la distribución del dividendo.

The amount of indemnity shall be approved by the Board of Directors prior to the distribution of the dividend.

3. Derecho de retención por incumplimiento de la Prestación Accesoria. En aquellos casos en los que el pago del dividendo se realice con anterioridad a los plazos dados para el cumplimiento de la prestación accesoria, la Sociedad podrá retener a aquellos accionistas o titulares de derechos económicos sobre las acciones de la Sociedad que no hayan facilitado todavía la información y documentación exigida en el artículo 11 precedente una cantidad equivalente al importe de la indemnización que, eventualmente, debieran satisfacer. Una vez cumplida la prestación accesoria, la Sociedad reintegrará las cantidades retenidas al accionista que no tenga obligación de indemnizar a la sociedad.

3. Right of retention for breaching of the Ancillary Obligation. Whenever the payment of the dividend is made prior to the deadlines established for compliance with the ancillary obligation, the Company may retain those shareholders or holders of economic rights over the shares of the Company that have not yet provided the information and documentation required in the preceding article 11 an amount equivalent to the prospective amount of indemnity that they would satisfy. Once the ancillary obligation is fulfilled, the Company will reimburse the retained amounts to the shareholder who has no obligation to indemnify the Company.

Asimismo, si no se cumpliera la prestación accesoria en los plazos previstos, la Sociedad podrá retener igualmente el pago del dividendo y compensar la cantidad retenida con el importe de la indemnización, satisfaciendo al accionista la diferencia positiva para éste que en su caso exista.

Likewise, if the ancillary obligation is not fulfilled within the established time limits, the Company may also withhold payment of the dividend and offset the amount with the amount of the indemnity, satisfying the shareholder the positive difference for the latter, if any.

4. Otras reglas. En aquellos casos en los que el importe de la indemnización pudiera causar un perjuicio a la sociedad (por ejemplo, el derivado del incumplimiento del requisito exigido por la Ley 11/2009 consistente en que al menos el 80% de las rentas del período impositivo procedan de determinadas fuentes), el Consejo de Administración podrá exigir una indemnización de un importe inferior al calculado de conformidad con lo previsto en el apartado 3 de este artículo o,

4. Other rules. In those cases where the amount of the indemnity could cause harm to the Company (for example, that derived from non-compliance with the requirement of Act 11/2009 that at least 80% of the income of the tax period should come from certain sources), the Board of Directors may require an indemnity lower than the amount calculated in accordance with paragraph 3 of this article or, alternatively,

alternativamente, retrasar la exigibilidad de dicha indemnización hasta un momento posterior.

delay the enforceability of such indemnity until a later date.

5. Estas prestaciones no conllevarán retribución alguna por parte de la Sociedad al accionista en cada caso afectado.

5. These ancillary obligations shall not entail any compensation by the Company to the relevant shareholders.

TÍTULO V. Disolución y liquidación de la Sociedad

TITLE V. Dissolution and Liquidation

Artículo 31. Disolución y liquidación de la Sociedad.

Article 31. Dissolution and liquidation of the Company.

La Sociedad se disolverá por las causas y de acuerdo con el régimen establecido en los artículos 360 y siguientes de la Ley.

The Company will be dissolved on occurrence of any of the circumstances, and in accordance with the rules, established in articles 360 et seq. of the Act.

Los administradores al tiempo de la disolución quedarán convertidos en liquidadores, salvo que la Junta General alcance un acuerdo para designar otros al acordar la disolución.

The persons who were directors at the time of dissolution will be the Company's liquidators, unless the General Meeting of shareholders passes a resolution to appoint others when it adopts the resolution approving the dissolution of the Company.

Los liquidadores ejercerán su cargo por tiempo indefinido.

The liquidators will hold office for an indefinite period.

TÍTULO VI. Disposiciones Generales

TITLE VI. Miscellaneous

Artículo 32. Sociedad unipersonal.

Article 32. Sole shareholder company.

En caso de que la Sociedad devenga unipersonal, se estará lo dispuesto en los artículos 12 y siguientes de la Ley.

If the Company becomes a sole shareholder company, it will be governed by the terms of articles 12 et seq. of the Act.

Artículo 33. Exclusión de negociación.

Article 33. Exclusion of negotiation.

Desde el momento en que las acciones de la Sociedad sean admitidas a negociación en Euronext Access o en otro Sistema Multilateral de Negociación, en el supuesto

From the moment the shares of the Company are admitted to trading in the Euronext Access or in another Multilateral Trading Facility, in the event that the de que la Junta General adopte un acuerdo de negociación excluyendo sus acciones en el citado mercado que no sea apoyado por la totalidad de los accionistas, la Sociedad estará obligada a ofrecer, a los accionistas que no votaron a favor, la adquisición de sus acciones al precio justificado que resulte de la regulación de las ofertas públicas de adquisición de valores para los supuestos de exclusión de negociación en Euronext Access o en otro Sistema Multilateral de Negociación.

La Sociedad no estará sujeta a la obligación anterior cuando acuerde la admisión a negociación de sus acciones en un mercado secundario oficial español simultáneamente a su exclusión de negociación en el Mercado.

Artículo 34. Ley aplicable.

La Sociedad se regirá por los presentes Estatutos y en lo no previsto en ellos, por las disposiciones del Real Decreto Legislativo 1/2010, de 2 de julio por el que se aprueba el texto refundido de la Ley de Sociedades de Capital, y por las demás disposiciones que le sean aplicables. Todas cuantas citas a la "Ley" consten en los presentes Estatutos y en las que no se haga expresa mención de su pertenencia, se entenderán hechas a dicha Ley de Sociedades de Capital.

***

General Meeting adopts a bargaining agreement excluding its shares in the aforementioned market that is not supported by all the shareholders, the Company will be obliged to offer, to the shareholders who did not vote in favor, the acquisition of its shares at the justified price resulting from the regulation of public offers for the acquisition of securities for the cases of exclusion from trading in Euronext Access or in another Multilateral Trading Facility.

The Company will not be subject to the previous obligation when it agrees to the admission to trading of its shares in an official Spanish secondary market simultaneously with its exclusion from trading on the Market.

Article 34. Applicable law.

The Company will be ruled over by the present By-laws and, for that not foreseen in the same, by the provisions of the Spanish Companies Act [*Real Decreto Legislativo 1/2010, de 2 de julio por el que se aprueba el texto refundido de la Ley de Sociedades de Capital*], and other applicable regulations. All mentions of the "Law" or the "Act" that appear in the present By-laws and those to which express mention of their appearance is not made, will be understood as made in accordance to the mentioned Spanish Companies Act.

***

CERTIFICACION: *Doña Isabel JIMÉNEZ HERAS, Traductora - Intérprete Jurada de Inglés nombrada por el Ministerio de Asuntos Exteriores, Unión Europea y Cooperación CERTIFICA que la que antecede es traducción fiel y completa al inglés de un documento redactado en español. Sevilla, a dieciocho de enero de 2023.-*

AFFIDAVIT: *Ms Isabel JIMÉNEZ HERAS, Official Translator appointed by the Spanish Ministry of Foreign Affairs, European Union and Cooperation CERTIFIES that the above is an accurate and complete translation into English of a document in Spanish. Seville, on the 18th January 2023.-*