

**Ortiz Construcciones y Proyectos, S.A.
and its subsidiaries**

Audit report,
Consolidated Annual Accounts and
Consolidated Management Report
at 31 December 2024



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 shareholders of Ortiz Construcciones y Proyectos, S.A.

Opinion

We have audited the consolidated annual accounts of Ortiz Construcciones y Proyectos, S.A. (the Parent company) and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2024, and the income statement, 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 2024, as well as its financial performance and cash flows, all consolidated, for the year then ended, in accordance with the applicable financial reporting framework (as identified in note 3.1 of the notes to the consolidated annual accounts), and in particular, with the accounting principles and criteria included therein.

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.

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.

*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*



Most relevant aspects of the audit	How our audit addressed the most relevant aspects of the audit
<p>Revenue Recognition from construction contracts</p> <p>Revenue recognition criteria followed by the Group is based on the percentage method, based on the extent of completion in accordance with regulations applicable to Construction Contracts in Spain.</p> <p>When applying the percentage method to determine the degree of completion, the Group uses significant estimates through the application of important judgements concerning the total costs that are necessary to execute the contract, as well as regarding the amount of any claims or changes in the scope of the project which is recorded, if appropriate, as an increase in the revenue from the contract.</p> <p>The information relating to construction contracts is disclosed in Notes 3.2.3, 4.19 and 26 in the accompanying notes to the consolidated annual accounts.</p> <p>The importance of the estimates used when recognizing these revenues and their quantitative importance mean that the recognition of revenue from construction contracts is considered to be the most relevant aspect of the audit.</p>	<p>The scope of our audit took into consideration our understanding of the controls over the process of estimating the margin on construction contracts.</p> <p>Our procedures include, among other things, the performance of tests of the design, implementation and the operating effectiveness of certain relevant controls that mitigate the risks associated with the process of recognizing revenue in these types of contracts.</p> <p>For the execution of substantive testing, we have selected a sample of projects, from which we obtained the contracts as well as their budgets and execution follow-up reports, carrying out the following procedures:</p> <ul style="list-style-type: none"> • Reading contracts and understanding the most relevant clauses and their implications. • We performed an analysis on the evolution of margins with respect to changes in both the sale price and the total budgeted costs. • We evaluated the consistency of the estimates made by the Group last year by comparing them against the actual data deriving from contracts in progress this year. • We recalculated the degree of completion of the projects and compared it against the results obtained from the Group's calculations. • We obtained evidence of technical approvals regarding changes to the contract and/or claims made in negotiations. • We obtained explanations regarding the reconciliation between the financial information and the follow-up reports for the projects provided by project management. <p>Finally, we took into consideration the sufficiency of the information disclosed in the accompanying consolidated annual accounts in this respect.</p> <p>The results of the procedures used have enabled the audit objectives for which such procedures were designed to be reasonably attained.</p>

Other information: Consolidated management report

Other information comprises only the consolidated management report for the 2024 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:

- a) Verify only that the consolidated statement of non-financial information has been provided in the manner required by applicable legislation and, if not, we are obliged to disclose that fact.
- b) Evaluate and report on the consistency between the rest of the information included in 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 this part 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 above, we have verified that the information mentioned in section a) above has been provided in the manner required by applicable legislation and that the rest of the information contained in the consolidated management report is consistent with that contained in the consolidated annual accounts for the 2024 financial year, and its content and presentation are in accordance with 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 the financial reporting framework applicable to the Group in Spain, as identified in note 3.1 of the attached notes to the consolidated annual accounts, 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



Ortiz Construcciones y Proyectos, S.A. and its subsidiaries

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.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated annual accounts. We are responsible for the direction, supervision and review of the audit work performed for purposes 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)

Gonzalo Sanjurjo Pose (18610)

14 March 2025

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

Consolidated Annual Financial Statements at 31 December 2024
and Consolidated Management Report for financial year 2024

(Thousands of euros)

CONTENTS OF THE ANNUAL CONSOLIDATED FINANCIAL STATEMENTS ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

Note

Consolidated balance sheet

Consolidated income statement

Consolidated statement of changes in equity:

- A) Consolidated statement of recognised income and expenses
- B) Consolidated statement of total changes in equity

Consolidated cash flow statement

Notes to the consolidated annual financial statements

- 1. GROUP COMPANIES**
 - 1.1. Parent Company
 - 1.2. Subsidiaries
- 2. ASSOCIATES AND JOINTLY-CONTROLLED COMPANIES**
 - 2.1. Associates
 - 2.2. Jointly-controlled companies
- 3. BASIS OF PRESENTATION**
 - 3.1. True and fair view
 - 3.2. Key aspects of the measurement and estimation of uncertainty
 - 3.3. Grouping of items
 - 3.4. The going concern principle
 - 3.5. Changes in accounting policies
 - 3.6. Comparison of information
- 4. ACCOUNTING POLICIES**
 - 4.1. Subsidiaries
 - 4.2. Associates and jointly-controlled companies
 - 4.3. Intangible assets
 - 4.4. Property, plant and equipment
 - 4.5. Investment property
 - 4.6. Interest costs
 - 4.7. Impairment losses on non-financial assets
 - 4.8. Swaps
 - 4.9. Financial assets
 - 4.10. Financial derivatives and hedge accounting
 - 4.11. Inventories
 - 4.12. Equity
 - 4.13. Financial liabilities
 - 4.14. Grants received
 - 4.15. Current and deferred taxes
 - 4.16. Provisions and contingent liabilities
 - 4.17. Business combinations
 - 4.18. Joint arrangements
 - 4.19. Revenue recognition
 - 4.20. Interest income
 - 4.21. Dividend income
 - 4.22. Leases
 - 4.23. Transactions in foreign currency
 - 4.24. Related-party transactions
 - 4.25. Segment reporting
 - 4.26. Environmental assets
 - 4.27. Employee benefits
- 5. FINANCIAL RISK MANAGEMENT**
 - 5.1. Financial risk factors
 - 5.2. Fair value estimation
- 6. LOSS OF CONTROL OVER SUBSIDIARIES**
- 7. INTANGIBLE ASSETS**
- 8. PROPERTY, PLANT AND EQUIPMENT**
- 9. INVESTMENT PROPERTY**
- 10. SHAREHOLDINGS IN EQUITY-CONSOLIDATED COMPANIES**
- 11. ANALYSIS OF FINANCIAL INSTRUMENTS**
 - 11.1. Analysis by category
 - 11.2. Classification by maturity

Note

- 12. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS**
- 13. FINANCIAL ASSETS AT AMORTISED COST**
- 14. DERIVATIVE FINANCIAL INSTRUMENTS**
- 15. INVENTORIES**
- 16. CASH AND CASH EQUIVALENTS**
- 17. CAPITAL AND ISSUE PREMIUM**
- 18. RESERVES AND RESULTS OF PREVIOUS FINANCIAL YEARS**
- 19. APPLICATION OF THE RESULTS OF THE PARENT COMPANY**
- 20. VALUATION ADJUSTMENTS**
- 21. NON-CONTROLLING INTERESTS**
- 22. CAPITAL GRANTS RECEIVED**
- 23. FINANCIAL LIABILITIES**
 - 23.1. Borrowings and payables in foreign currency
 - 23.2. Available lines of credit
 - 23.3. Bonds
 - 23.4. Bank borrowings
 - 23.5. Finance lease payables
 - 23.6. Average deferral of payment to suppliers
 - 23.7. Non-current deferred income
 - 23.8. Other financial liabilities
- 24. OTHER PROVISIONS**
- 25. DEFERRED TAXES**
- 26. INCOME AND EXPENSES**
- 27. CORPORATE INCOME TAX AND TAX SITUATION**
- 28. FINANCIAL INCOME/EXPENSE**
- 29. THIRD-PARTY GUARANTEES AND OTHER CONTINGENT LIABILITIES**
- 30. COMMITMENTS**
- 31. TEMPORARY JOINT VENTURES (TJVs)**
- 32. BOARD OF DIRECTORS AND SENIOR MANAGEMENT**
- 33. BALANCES AND TRANSACTIONS WITH RELATED PARTIES**
- 34. SEGMENT REPORTING**
- 35. ASSETS OF AN ENVIRONMENTAL NATURE**
- 36. AUDITORS' FEES**
- 37. SUBSEQUENT EVENTS**

APPENDIX I – Subsidiaries

APPENDIX II – Jointly-controlled companies and associates

APPENDIX III – Temporary joint ventures (TJVs)

Drafting of annual financial statements and consolidated management report for financial year 2024

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 2024

(Thousands of euros)

ASSETS	Note	2024	2023
NON-CURRENT ASSETS		447,097	419,599
Intangible assets	7	47,772	30,507
Property, plant and equipment	8	76,706	22,748
Investment property	9	32,608	31,321
Investments in group companies and associates		239,562	286,089
Equity-consolidated shareholdings	10	98,067	116,998
Loans to equity-consolidated companies	11.32	141,495	169,091
Non-current financial investments		2,286	2,985
Equity instruments	12	690	690
Loans to third parties	11, 13	-	1,109
Other financial assets	11, 13	1,596	1,186
Non-current trade receivables	11, 13	25,810	26,038
Deferred tax assets	25	22,353	19,911
CURRENT ASSETS		472,607	474,559
Inventories	15	13,169	15,273
Trade and other receivables		357,358	358,665
Trade receivables for sales and services	11, 13	335,703	331,638
Trade receivables, equity-consolidated companies	11, 13	1,219	1,848
Sundry receivables	11, 13	2,050	-
Personnel	11, 13	667	521
Current tax assets	27	176	394
Other credits with the public administrations	27	17,543	24,264
Current investments in group companies and associates		10,488	13,625
Loans to equity-consolidated companies	11, 13, 33	10,488	13,625
Current financial investments		39,033	26,755
Equity instruments	12	3,703	2,728
Loans to third parties	11, 13	2,498	2,368
Derivatives	12.14	3,442	25
Other financial assets	11, 13	29,390	21,634
Current accruals	13	7,339	1,550
Cash and cash equivalents	11.16	45,220	58,691
TOTAL ASSETS		919,704	894,158

Notes 1 to 37 and Appendices I, II and III of the accompanying consolidated notes form part of these consolidated annual financial statements.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET AT 31 DECEMBER 2024

(Thousands of euros)

EQUITY AND LIABILITIES	Note	2024	2023
EQUITY		266,464	245,060
Capital and reserves		283,161	257,847
Share capital	17	57,492	57,492
Share premium	17	9,327	9,327
Reserves in the Parent Company	18	217,999	172,155
Reserves in consolidated companies	18	1,898	15,200
Reserves in equity-accounted companies	18	(37,753)	(28,699)
Profit/(loss) for the financial year attributed to the Parent Company	19	34,198	32,372
Valuation adjustments		(17,773)	(13,927)
Hedging transactions	20	885	4,386
Exchange differences - consolidated companies	20	(19,175)	(20,425)
Exchange differences - equity-consolidated companies	20	517	2,112
Grants, donations and bequests received	22	717	767
Non-controlling interests	21	359	373
NON-CURRENT LIABILITIES		161,560	116,812
Non-current provisions	24	7,999	7,999
Non-current borrowings		82,565	65,546
Bank borrowings	11, 23	56,511	59,226
Finance lease payables	11, 23	5,502	4,776
Derivatives	11, 14, 23	339	341
Other financial liabilities	23	20,213	1,203
Non-current payables to group companies and associates	23, 33	7,191	6,693
Deferred tax liabilities	23, 25	8,330	5,254
Non-current deferred income	11, 23	55,475	31,320
CURRENT LIABILITIES		491,680	532,286
Current provisions	24	498	626
Current borrowings		25,473	52,047
Bank borrowings	11, 23	24,132	43,722
Finance lease payables	11, 23	1,007	1,216
Derivatives	11, 14, 23	-	4,413
Other financial liabilities	23	334	2,696
Current payables to group companies and associates	11, 23, 23	21	24
Trade and other payables		465,687	479,584
Trade payables	11, 23	429,374	430,751
Trade payables to Group companies and associates	11, 23, 33	51	49
Sundry payables	11, 23	315	331
Personnel	11, 23	4,165	4,269
Current tax liabilities	27	4,561	7,466
Other payables to Public Administrations	27	13,282	17,300
Customer advances	11, 23	13,939	19,418
Current accruals		1	5
TOTAL EQUITY AND LIABILITIES		919,704	894,158

Notes 1 to 37 and Appendices I, II and III of the accompanying consolidated notes form part of these consolidated annual financial statements.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

(Thousands of euros)

CONSOLIDATED INCOME STATEMENT	Note	2024	2023
CONTINUING OPERATIONS			
Revenue		761,408	820,037
Sales	26	743,227	801,435
Services rendered	26	16,802	17,214
Finance income from concession agreements		1,379	1,388
Changes in inventories of finished goods and work in progress		(383)	(276)
Own work capitalised		359	410
Supplies		(533,400)	(597,926)
Raw materials consumed and other consumables	26	(220,753)	(303,006)
Subcontracted work	26	(312,647)	(292,443)
Impairment of goods, raw materials and other supplies	15	-	(2,477)
Other operating income		482	137
Non-core and other current operating income		425	122
Capital grants released to income during the year	22	57	15
Personnel expenses		(116,653)	(109,261)
Wages, salaries and similar remuneration	26	(91,038)	(86,058)
Employee benefit expenses	26	(25,615)	(23,203)
Other operating expenses		(62,965)	(62,186)
External services		(51,210)	(50,692)
Taxes		(5,156)	(4,153)
Losses, impairment and changes in trade provisions	13.26	(6,599)	(7,341)
Asset amortisation/depreciation	7, 8	(6,469)	(5,376)
Application of grants for non-financial assets	22	2	2
Excess provisions	24	80	-
Impairment and profit/(loss) on disposal of fixed assets	7, 8, 9	(109)	154
Results due to the loss of control over consolidated investments	10	(38)	-
Other results		(1,172)	(358)
OPERATING PROFIT/(LOSS)		41,142	45,357
Finance income	28	22,423	19,901
Financial expenses	28	(20,215)	(25,271)
Change in the fair value of financial instruments	12.28	975	478
Differences on exchange	28	(17,868)	7,295
Other financial income and expenses	7	425	-
FINANCIAL INCOME/EXPENSE		(14,260)	2,403
Share in profits (losses) at companies consolidated using the equity method	10	10,270	185
Impairment and Result from Loss of Significant Influence of PPE (Property, Plant, and Equipment).	10	(329)	-
PROFIT/LOSS BEFORE TAX		36,823	47,945
Income tax	27	(2,377)	(15,383)
Profit/(loss) for the year from continuing operations		34,446	32,562
CONSOLIDATED PROFIT/(LOSS) FOR THE YEAR		34,446	32,562
Profit/(loss) attributable to the Parent		34,198	32,372
Profit/(loss) attributed to non-controlling interests		248	190

Notes 1 to 37 and Appendices I, II and III of the accompanying consolidated notes form part of these consolidated annual financial statements.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

(Thousands of euros)

A) CONSOLIDATED STATEMENT OF RECOGNISED INCOME AND EXPENSES

CONSOLIDATED STATEMENT OF RECOGNISED INCOME AND EXPENSES		2024	2023
Consolidated profit/(loss) for the year.		34,446	32,562
Income and expenses recognised directly in equity.			
Cash flow hedges		1,180	5,852
<i>Subsidiaries</i>	14	3,103	(4,729)
<i>Equity-consolidated companies</i>	10	(1,923)	10,581
Exchange differences	10	(460)	16,695
Tax effect		(180)	(5,637)
Total income and expenses recognised directly in equity		540	16,910
Transfers to the consolidated income statement.			
Cash flow hedges		(5,848)	(577)
<i>Subsidiaries</i>	14	4,729	2,624
<i>Equity-consolidated companies</i>		(10,577)	(3,201)
Grants, donations and bequests received.	22	(50)	(16)
Tax effect		1,462	144
Total transfers to the consolidated income statement		(4,436)	(449)
TOTAL CONSOLIDATED RECOGNISED INCOME AND EXPENSE		30,550	49,023
Total income and expenses attributable to the parent company		30,550	49,020
Total income and expenses attributable to non-controlling interests		-	3

Notes 1 to 37 and Appendices I, II and III of the accompanying consolidated notes form part of these consolidated annual financial statements.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

(Thousands of euros)

B) CONSOLIDATED STATEMENT OF TOTAL CHANGES IN EQUITY

	Authorised capital (Note 17)	Share premium (Note 17)	Reserves and profit(loss) from previous financial years (*) (Note 18)	Shares and holdings of the Parent Company	Parent profit(loss) for the financial year of the Parent Company (Note 19)	Measurement adjustments (Note 20=)	Grants (Note 22)	Non-controlling interests (Note 21)	TOTAL
A) Starting balance 2023	57,492	9,327	155,599	-	13,519	(30,401)	783	273	206,592
I. Total recognised income and expense.	-	-	-	-	32,372	16,474	(16)	193	49,023
II. Transactions with equity holders and owners.	-	-	-	-	(5,063)	-	-	(82)	(5,145)
<i>Distribution of dividends.</i>	-	-	-	-	(5,063)	-	-	(82)	(5,145)
III. Other changes in equity.	-	-	3,057	-	(8,456)	-	-	(11)	(5,410)
<i>Distribution of profit(loss) from the previous financial year</i>	-	-	8,456	-	(8,456)	-	-	-	-
<i>Other movements</i>	-	-	(5,399)	-	-	-	-	(11)	(5,410)
C) Final balance for 2023	57,492	9,327	158,656	-	32,372	(13,927)	767	373	245,060
I. Total recognised income and expense.	-	-	-	-	34,198	(3,846)	(50)	248	30,550
II. Transactions with equity holders and owners.	-	-	-	-	(6,076)	-	-	(247)	(6,323)
<i>Distribution of dividends.</i>	-	-	-	-	(6,076)	-	-	(247)	(6,323)
III. Other changes in equity.	-	-	23,488	-	(26,296)	-	-	(15)	(2,823)
<i>Distribution of profit(loss) from the previous financial year</i>	-	-	26,296	-	(26,296)	-	-	-	-
<i>Other movements</i>	-	-	(2,808)	-	-	-	-	(15)	(2,823)
C) Final balance for 2024	57,492	9,327	182,144	-	34,198	(17,773)	717	359	266,464

(*) Includes reserves in the Parent Company, reserves in consolidated companies and reserves in equity-accounted companies.

Notes 1 to 37 and Appendices I, II and III of the accompanying consolidated notes form part of these consolidated annual financial statements.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED CASH FLOW STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

(Thousands of euros)

		Financial year ended 31 December	
CASH FLOW STATEMENT	Notes	2024	2023
Cash flow from operating activities			
1. Profit/(loss) for the year before taxes		36,823	47,945
2. Adjustments		16,669	12,025
Asset amortisation/depreciation		6,469	5,376
Changes in provisions	26	6,519	9,818
Application of grants	22	(59)	(17)
Own work capitalised	7, 8, 9	(359)	(410)
Profit/(loss) on write-off and disposal of fixed assets	7, 8, 9	109	(154)
Finance income	28	(22,423)	(19,901)
Financial expenses	28	20,215	25,271
Changes in fair value of financial instruments	28	(975)	(478)
Other financial income and expenses	7	(425)	-
Differences on exchange	28	17,868	(7,295)
Share in profit of equity-consolidated companies	10	(10,270)	(185)
3. Changes in current capital		(14,914)	64,549
Inventories		1,459	446
Trade and other receivables		3,324	24,730
Trade and other payables		(14,153)	38,798
Other current assets and liabilities		(5,544)	470
Other non-current assets and liabilities		-	105
4. Other cash flow from operating activities		12,164	(24,294)
Interest paid		(19,593)	(25,313)
Dividends collected		13,891	1,310
Interest received		23,062	2,342
Corporate income tax income (expense)		(5,196)	(2,633)
5. Cash flows from operating activities		50,742	100,225
B) Cash flows from investment activities			
6. Payments for investments		(98,861)	(64,451)
Group companies and associates	13, 33	(15,811)	(40,362)
Intangible assets	7	(19,848)	(98)
Property, plant and equipment	8	(53,755)	(5,206)
Investment property	9	(1,287)	(3,875)
Other financial assets	13	(8,160)	(14,910)
7. Charges for divestments		45,856	16,120
Inventories	15	645	249
Group companies and associates	13, 33	43,946	13,066
Intangible assets	7	261	-
Investment property	9	-	1,360
Loans to third parties		1,004	1,445
Other financial assets		-	-
8. Cash flows from investing activities		(53,005)	(48,331)
C) Cash flows from financing activities			
9. Payments made and received for financial liability instruments		(5,132)	(36,596)
a) Issue		138,065	107,962
Debentures and other marketable securities	23	98,500	57,400
Bank borrowings	23	19,150	50,452
Other payables	11, 23	20,415	110
b) Return and repayment of		(143,197)	(144,558)
Debentures and other marketable securities	23	(98,500)	(90,900)
Bank borrowings	23	(44,094)	(52,974)

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED INCOME STATEMENT FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2024

(Thousands of euros)

Other payables	11, 23	(603)	(684)
10. Dividend payments		(6,076)	(7,549)
Dividends	19	(6,076)	(7,549)
11. Cash flows from financing activities		(11,208)	(44,145)
D) Net increase/(decrease) in cash or cash equivalents		(13,471)	7,749
Cash and cash equivalents at the start of the year	16	58,691	50,942
Cash and cash equivalents at the end of the year	16	45,220	58,691

Notes 1 to 37 and Appendices I, II and III of the accompanying consolidated notes form part of these consolidated annual financial statements.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

1. GROUP COMPANIES

1.1. Parent Company

Ortiz y Compañía, S.L. was incorporated as a Limited Liability Company in Spain on 31 January 1961. Subsequently, on 12 February 1971, it was converted into a Public Limited Company.

On 20 November 1995, the Parent Company changed its name to the current Ortiz Construcciones y Proyectos, S.A. By resolution of the Ordinary General Shareholders' Meeting on 24 June 2010, it moved its registered office in Madrid from Calle Santa María Magdalena, 14 to Avda. Ensanche de Vallecas, 44.

Its corporate purpose is described in its articles of association and consists of:

- The procurement, management and execution of all kinds of works and constructions, whether public or private.
- Any type of construction, installation and other works for buildings, roads, railways, driveways, service routes, ports, hydraulic works, and any other installation work of a special nature.
- Real estate and urban development, purchase and sale of real estate property and real estate developments.
- Acquisition, possession and enjoyment of all kinds of securities held on its own account and the incorporation of new companies or participation in existing ones with a similar corporate purpose.
- Performance of legal, economic, accounting and financial studies on all types of companies.
- Promotion and development of commercial, industrial and service companies.
- Administration, management, organisation and control of any type of assets and businesses.
- Promotion of newly created, industrial, agricultural, commercial or service companies, and participation in existing companies or companies that are created either through the management body, or through subscription of shares or equity holdings, or by founding or increasing their capital or their acquisition in any way. Such transactions may be carried out directly or indirectly.
- Any construction, installation or public or private works for tunnels.
- The operation, design, engineering, construction, management, operation, administration, integrated maintenance and conservation, rehabilitation and refurbishment of all types of concessions and infrastructures and/or property through public-private partnerships.
- Construction and operation of hospitals and health centres for which concessions are granted by any public or private institution.
- Acquisition and sale of all types of medical equipment, subcontracting of medical services and contracting and subcontracting of non-medical services.
- Provision of comprehensive healthcare services and social and healthcare services through qualified personnel.
- Cleaning work in general, hygiene, disinfection and extermination of insects and rats in hospitals and healthcare clinics.
- Subcontracting of the services necessary to comply with its corporate purposes.
- The handling, packaging and distribution of food or consumer products, the preparation, seasoning and distribution of meals for own consumption or supply to third parties.
- Comprehensive asbestos removal service, including all the work and activities this requires, identification of materials with asbestos in facilities, risk assessment, and removal of materials with asbestos from any type of installation or property.
- Management of hazardous waste.
- Exploration, exploitation, benefit, marketing, sale and mining transformation of all kinds of minerals and other materials used as raw materials for the manufacture of concrete elements, cement and asphalt materials, among others, for the execution of engineering and/or construction works.
- Production, marketing and sale of all types of concrete and cement for the execution of civil, structural, industrial, hydraulic, mechanical works, among others.
- Transport of all types of aggregates and construction materials and materials related to the company's corporate purpose.

Grupo Ortiz is a diversified Group operating in five business lines: Construction, energy, services, concessions and property, including the following operating segments:

- **Construction and Services:** Construction of civil works, building, railways, water, environment, rehabilitation, engineering and the Indagsa industrialised construction system. Maintenance of infrastructure, roads, railways, integrated maintenance of buildings, urban and environmental services.
- **Energy:** Construction of photovoltaic, wind, thermal-solar and hydraulic power generation facilities, high and medium voltage power lines, power substations, as well as maintenance of electromechanical installations and energy services.
- **Concessions:** Concession operator with extensive experience in financing investment, design,

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

execution, operation and maintenance.

- **Property holdings:** Property asset area. Development and operation of rental homes and tertiary sector products (offices and premises).

The Group's companies whose activities are subject to environmental requirements have adopted the relevant measures in relation to these aspects in order to comply with the current legislation in force in this regard. Because these requirements are not considered material in relation to the volume of assets, financial situation and their results, they are not specifically reported in these notes. (See Note 35).

The annual financial statements of the Parent Company, Ortiz Construcciones y Proyectos, S.A., used for the consolidation, were closed and audited at 31 December 2023. The consolidated financial statements for the financial year 2023 were drawn up by the Board of Directors on 29 February 2024 and approved by the Annual General Meeting on 23 May 2024. These accounts were deposited in the official records of the Commercial Registry of Madrid.

The consolidated financial statements have been drawn up by the Parent Company's Directors within the same period as that established for drawing up the annual financial statements of that Parent Company.

For the purposes of preparing the consolidated annual financial statements, a group is considered to exist when the Parent Company has one or more subsidiaries over which it has control, either directly or indirectly. The principles applied in the preparation of the Group's consolidated financial statements and the scope of consolidation are detailed in Note 1.2.

Appendix I to these Notes provides details identifying the subsidiaries included in the scope of consolidation using the global integration method.

Appendix II to these Notes provides a breakdown of the identification data of the associates and jointly-controlled companies included in the scope of consolidation by the equity method.

Both the Parent Company and certain subsidiaries participate in TJVs and consortiums, so the corresponding figures for joint ventures and consortiums are included in the respective companies, through the proportional integration of the balances of assets, liabilities, income and expenses. Appendix III includes details of the joint ventures and consortiums in which the Group companies participate.

The main changes to the scope of consolidation in 2024 were as follows:

- Incorporation of the subsidiaries GO Santa Ana Park, S.A. and GO Parking Tuderos, S.A., with 100% ownership.
- Liquidation of the subsidiary Personal Management and Construcción S.A. de C.V.
- Divestment of the associated company Alten Renewable Energy Investments, B.V.
- Divestment of 3.35% in the associated company Grupo Ortiz Properties SOCIMI, S.A. and subsidiaries.

The main changes in the scope of consolidation in 2023 were as follows:

- Liquidation of the company Grupo Ortiz Polska S.A.
- Liquidation of the associated company Alten Energías Renovables S.L. and its subsidiary Dumar Ingenieros S.L.
- Increase of 2.28% in the associated company Grupo Ortiz Properties SOCIMI, S.A. and subsidiaries.

1.2. Subsidiaries

The full consolidation method has been applied to subsidiaries. Subsidiaries are companies in which the Parent Company controls the majority of voting rights or, without this control, has the direct or indirect power to govern financial and operational policies in order to profit from their activities. To determine whether there is control, potential voting rights which can be exercised at year-end have been taken into account, where applicable.

Details of the Group's subsidiaries are included in Appendix I.

The basis on which these companies are consolidated correspond to the situations envisaged in art. 2 of the NOFCAC (Standards for the Preparation of Consolidated Annual Accounts), which are indicated below:

- a) When the Parent Company is in one of the following situations with respect to another (subsidiary) company:
 - It has the majority of voting rights.
 - It has the right to appoint or remove the majority of the members of the governing body.
 - It may, by virtue of agreements concluded with other shareholders, cast the majority of voting rights.
 - It has appointed with its votes the majority of the members of the governing body who are in office at the time when the consolidated accounts must be drawn up and during the two immediately preceding years. This circumstance is assumed when most members of the governing body of the Parent Company are members of the governing body or senior managers of the Parent Company or of its subsidiary.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

- b) When a Parent Company possesses one half or less of the voting rights, even if it has an insignificant or no holding in another company, or when the management authority has not been specified (special purpose entities), but it participates in the risks and benefits of the company, or has the capacity to participate in its operational and financial decisions.

All subsidiaries close their financial year on 31 December.

2. ASSOCIATES AND JOINTLY-CONTROLLED COMPANIES

2.1. Associates

Associated companies are organisations over which any of the companies within the same scope of consolidation exerts substantial influence. Substantial influence is deemed to exist if the Group has a stake in the company and can intervene in its financial and operating policy decisions, without exercising actual control.

There are no significant limitations on the capacity of the associates to transfer funds to the Parent Company in the form of dividends, debt repayment or advances, other than those that may arise from the finance agreements of these companies or their own financial situation, and there are no contingent liabilities related to these companies that might be assumed by the Group. There are no significant companies not applying the equity method when more than a 20% equity interest is held.

In compliance with article 155 of the Spanish Corporate Enterprises Act (Ley de Sociedades de Capital), the Parent Company has notified all these companies that it owns more than 10 per cent of the capital, either by itself or through another subsidiary company.

All associates close their financial year on 31 December.

2.2. Jointly-controlled companies

Jointly-controlled companies are those managed by the Group in conjunction with other companies outside the Group.

All jointly-controlled companies close their financial year on 31 December.

The details of the associates and jointly-controlled companies are broken down in Appendix II.

3. BASIS OF PRESENTATION

3.1. True and fair view

The consolidated financial statements have been prepared from the accounting records of Ortiz Construcciones y Proyectos, S.A. and the consolidated companies. They include the adjustments and reclassifications necessary for consistency in time and values with the accounting policies established by the Group.

These consolidated financial statements are presented in accordance with the current commercial legislation, as established by the reformed Commercial Code in accordance with Law 16/2007 of 4 July, on the reform and adaptation of commercial legislation on accounting for international harmonisation based on European Union law, Royal Decree 1514/2007 of 20 November approving the General Chart of Accounts, and the amendments thereto, the latest being those incorporated by Royal Decree 1/2021 of 12 January, in force for the years beginning from 1 January 2021, Royal Decree 1159/2010 of 17 September, approving the rules for the formulation of consolidated annual accounts and Royal Decree 602/2016, in all matters not in conflict with the provisions of the aforementioned commercial reform, in order to show a true and fair view of the Group's equity, financial situation and results, as well as reliable presentation of the cash flows reflected in the consolidated cash flow statement.

3.2. Key aspects of the measurement and estimation of uncertainty

The preparation of the annual accounts requires the Group to use certain estimates and judgements in relation to the future that are evaluated on a continuous basis. They are based on past experience and other factors, including expectations of future events that are considered reasonable given the circumstances.

The resulting accounting estimates will, by definition, rarely equal the corresponding actual results. The estimates and judgements that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are explained below.

3.2.1. Fair value of derivatives and other financial instruments

The fair value of financial instruments that are not traded on an active market (e.g. derivatives not listed on an official market) is calculated using measurement techniques. The Group uses its judgment to select a variety of methods and to project hypotheses that are based mainly on the market conditions existing at the date of each balance sheet. A discounted cash flow analysis has been used for several exchange rate contracts that are not traded on active markets.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

3.2.2. Estimated loss due to impairment of goodwill

The Group verifies annually whether the goodwill has suffered an impairment loss of value, in accordance with the accounting policy of Note 4.7. The amounts recoverable from the cash generating units (CGUs) have been determined based on value-in-use calculations. These calculations require the use of estimates (Note 7).

3.2.3. Revenue recognition

The Group follows, within the general degree of completion revenue recognition category established by the industry adaptation of the Spanish General Chart of Accounts for construction companies, the method called "schedule of values", which consists of the measurement of work units executed at the prices established in the contract.

3.2.4. Useful life of property, plant and equipment and intangible assets

The Group's management estimates the useful life and relevant amortisation and depreciation charges for property, plant and equipment and intangible assets. The useful life of property, plant and equipment is estimated in accordance with the period in which the assets will generate financial benefits. The Group reviews the useful life of assets at each closing and if the estimates differ from those previously made, the effect of the change is recorded on a prospective basis from the year in which the change is made.

3.2.5. Income tax

The Group is subject to income tax in many jurisdictions. A significant degree of judgement is required to determine the worldwide provision for income tax. There are many transactions and calculations in respect of which the latest tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for potential tax claims based on an estimation as to whether any additional taxes will be necessary. When the final tax result of these matters differs from the amounts initially recognised, such differences will have an effect on income tax and the provisions for deferred taxes in the year they are deemed to arise.

The calculation of income tax requires interpretation of the tax regulations applicable to the Company. There are also many factors that are mainly, but not exclusively, linked to changes in tax laws and changes in interpretations of the tax laws currently in force, which require the application of estimates by the Company's management.

When the final tax result differs from the amounts initially recognised, such differences will have an effect on the income tax and the provisions for deferred taxes in the year in which they are deemed to arise. In this regard, there are no significant items which are subject to estimates and which could have a material impact on the Company's position.

The Group management assesses the recoverability of deferred tax assets based on estimates of future taxable income by analysing whether these deferred taxes will be sufficient for periods in which these deferred tax assets are deductible. Deferred tax assets are recorded when their future recoverability is likely. The recognition and recoverability of deferred tax assets is assessed at the time they are generated, and subsequently at each balance sheet date, in accordance with the profits projected in the Group's business plan. Management considers that the deferred taxes recognised by the Group are likely to be recovered; However, the estimates may change in the future as a result of changes in tax legislation, or due to the impact of future transactions on tax balances.

Although these estimates were prepared by management with the best information available at the end of the financial year, and through the application of their best estimates and knowledge of the market, it is possible that future events may require the Group to modify them in the coming years.

3.2.6. Fair value of investment property and inventory

The best evidence of the fair value of investment property and inventory in an active market are the prices for similar assets. In the absence of such information given the current market situation, the Group determines fair value through a band of fair value. To make its judgment, the Group uses a number of sources including:

- Current prices on an active market of properties of different nature, condition or location, adjusted to reflect differences with the assets owned by the Group.
- Recent property prices in other less active markets, adjusted to reflect changes in economic conditions since the transaction date.
- Cash flow discounts based on estimates derived from the conditions of current and projected lease agreements and, if possible, from evidence of market prices for similar properties in the same location, by using discount rates that reflect the uncertainty of the time factor.

There are no significant uncertainties or risks that could result in significant changes in the short-term future value of assets and liabilities.

3.2.7. Provisions

Provisions are recognised when a present obligation resulting from past events, is likely to require an application

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

of resources and when the amount of the obligation may be reliably estimated. Significant estimates are necessary to comply with the accounting standard requirements. Group management makes estimates, evaluating all relevant information and events, of the probability of occurrence of a contingency, and the amount of the liability to be settled in the future.

No significant changes have been made to accounting estimates in the current financial year that give rise any modification of the amounts or nature of the figures presented for this year.

3.3. Grouping of items

To assist in the understanding of the balance sheet, the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement, these financial statements are presented in a group format, and all the necessary analysis is set out in the Notes to the financial statements.

3.4. The going concern principle

These consolidated Annual Financial Statements have been prepared on the basis of the going concern principle, which assumes that the Group will realise its assets and discharge its liabilities in the normal course of business.

As a result of the Group's strategy of making long-term investments, above all in the Colombia concessions (see Note 10), at 31 December 2024 the current liabilities of the consolidated financial statements are higher than current assets by €19,073,000.

The Directors and Management of the Parent Company have assessed the situation and concluded that the Group has the capacity to meet short-term obligations with the resources and sources of finance available at 31 December 2024. In this regard, in March 2023, the Parent Company completed the process to refinance the syndicated loan, including a revolving credit tranche B for the amount of €50,000,000 with a long-term maturity (Note 23). It has not been drawn as of 31 December 2024, giving the Group the flexibility to meet its obligations that expire in the short term.

In addition, the analysis carried out by the Directors has been strengthened, given that, in 2024, the operating flows generated by the Group totalled €50,742,000 (2023: €100,225,000). The Directors and Management of the Parent Company estimate that cash generation levels will remain at similar levels this year. This, coupled with a lower volume of investment commitments in 2025 in associates, at €7,399,000 (compared to the €11,114,000 contributed in 2024), means that the projected net cash flow for the 2025 financial year will be higher than that generated in 2024.

3.5. Changes in accounting policies

In accordance with the conceptual accounting framework established by the Spanish General Chart of Accounts, the Group has adopted a generally accepted accounting policy, and maintains it uniformly over time provided that the underlying assumptions that originally led to the choice of the policy do not change, and always taking into account that any change in the policy must apply the true and fair view principle.

3.6. Comparison of information

For purposes of comparison, the consolidated Balance Sheet, the consolidated Income Statement, the consolidated Cash Flow Statement and the Notes corresponding to the financial year ended 31 December 2024 are presented with information for the financial year ended 31 December 2023.

4. ACCOUNTING POLICIES

4.1. Subsidiaries

4.1.1. Acquisition of control

The acquisition by the Parent Company (or another Group company) of control of a subsidiary constitutes a business combination that is recognised using the acquisition method.

This method requires the acquiring company to record, at the acquisition date, the identifiable assets acquired and liabilities assumed in a business combination and any goodwill or negative difference. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date on which the control ceases.

The acquisition cost is calculated as the sum of the fair values at acquisition date, of the assets delivered, liabilities incurred or assumed and the equity instruments issued by the buyer and the fair value of any contingent compensation that depends on future events or compliance with certain conditions, which must be recognised as an asset, liability or equity in accordance with their nature.

Expenses related to the issue of equity instruments or financial liabilities delivered do not form part of the business combination cost, and are recognised in accordance with the rules applicable to financial instruments (Note 11). Fees paid to legal or other professional advisors involved in the business combination are recorded as

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

an expense as they are incurred. The combination costs also exclude the expenses generated internally for these items, and any that are incurred by the target company.

The amount at the acquisition date of the cost of the business combination that exceeds the proportional part of the value of the identifiable assets acquired less the liabilities assumed representing the shareholding in the target company's capital is recognised as goodwill. In the exceptional case that this amount is higher than the cost of the business combination, the excess will be recorded as revenue in the consolidated income statement.

4.1.2. Consolidation method

The assets, liabilities, income, expenses, cash flows and other items in the financial statements of the Group companies are included in the consolidated financial statements of the Group using the full consolidation method. This method requires the following:

- a. Uniformity in terms of timing: The consolidated financial statements are drawn up on the same date and for the same period as the financial statements for the consolidated company. Companies that have a different closing date are included using interim accounts prepared on the same date and for the same period as the consolidated accounts.
- b. Uniformity in terms of measurement: Assets and liabilities, income and expenses, and other items in the Group companies' financial statements have been measured through the application of uniform methods. Those assets or liabilities, or those revenue or expense items that have been measured using criteria that are not uniform with respect to those applied to the consolidation have been re-measured and all necessary adjustments have been made solely for the purposes of consolidation.
- c. Aggregation. The different headings in the individual financial statements are first made uniform and then aggregated in accordance with their nature.
- d. Divestment - equity: The book values representing subsidiaries' equity instruments held directly or indirectly by the Parent Company are offset by the proportional part of the equity headings recorded by the subsidiary concerned that is attributable to the shares, generally based on the values resulting from the application of the aforementioned acquisition method. In consolidations in years after the year in which control is obtained, the excess or shortfall in equity generated by the subsidiary since the acquisition date that is attributable to the Parent Company is presented in the consolidated balance sheet under reserves or valuation adjustments, based on their nature. The portion attributable to external partners is recorded under "Non-controlling interest".
- e. Non-controlling shareholdings: The measurement of non-controlling interests is based on their effective stake in the subsidiary's equity, once the above adjustments have been made. Goodwill on consolidation is not attributed to non-controlling interests. The excess between the losses attributable to the non-controlling interests of a subsidiary and the equity that proportionally relates to them is attributed to them, even if this gives rise to a receivable under that heading.
- f. Elimination of intra-group items: Loans payable and receivable, revenue and expenses and cash flows between Group companies are completely eliminated. All of the results deriving from internal transactions are also eliminated and deferred until the amounts are realised with respect to third parties outside the Group.

4.1.3. Loss of control

When the control over a subsidiary is lost, the following rules are applied:

- a. The recognised profit or loss in the individual financial statements is adjusted for consolidation purposes.
- b. If the subsidiary is reclassified as a jointly-controlled entity or associate, it is consolidated or the equity method is initially applied, taking into account the fair value of the shareholding retained at that date for the purposes of initial measurement.
- c. The stake in the equity of the subsidiary that is retained after the loss of control, and which does not fall within the scope of consolidation, will be measured in accordance with the criteria applicable to the financial assets (Note 4.9), taking into consideration the fair value at the date the stake is excluded from consolidation as the initial value.
- d. An adjustment is made to the consolidated income statement to record non-controlling shareholders' stake in the income and expenses generated by the subsidiary during the year up until the loss of control, and income and expenses recorded directly under equity are transferred to the income statement.

4.2. Associates and jointly-controlled companies

4.2.1. Equity method

Associates are included in the consolidated financial statements by applying the equity method.

When the equity method is first applied, the company's stake is measured at the amount of the company's equity

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

that the percentage investment of the Group companies represents, after any adjustment of net assets to fair value at the date the significant influence was acquired.

The difference between the carrying amount of the stake in the individual financial statements and the amount stated in the preceding paragraph represents the goodwill recognised under "equity-accounted stakes". In the exceptional case in which the difference between the amount at which the investment is recognised in the individual accounts and the proportional part of the fair value of the Company's net assets is negative, that difference is recorded in the income statement after having evaluated again the assignment of fair value to the associate's assets and liabilities.

Unless a negative difference arises on the acquisition of significant influence, in general investments are initially recognised at cost.

The profit/(loss) generated by equity-consolidated companies is recognised from the date on which the significant influence is acquired.

The carrying amount of the shareholding is modified (increased or decreased) in the appropriate proportion for the Group's companies as a result of the changes in the investee company's equity since initial recognition, after having eliminated the portion of unrealised profit/(loss) generated in transactions between that company and Group companies.

The higher value attributed to the shareholding as a result of the application of the acquisition method is reduced in subsequent years by charging consolidated profit(loss) or the equity concerned and as the relevant equity items are depreciated, eliminated or sold. Consolidated results are also charged when there are impairment losses affecting the investee company's equity items, up to the limit of the capital gain assigned to those items at the date of first consolidation using the equity method.

Changes in the value of the stake corresponding to the associate's earnings for the year form part of the consolidated income statement and recognised under "Profit/(Loss) from equity-accounted companies". However, if the associate incurs losses, the reduction of the account representing the investment will have as a limit the carrying amount of the shareholding calculated using the equity method. If the interest had been reduced to zero, additional losses and the relevant liability would be recognised provided that legal, contractual, constructive or tacit obligations had been incurred, or if the Group had made payments on behalf of the investee company.

Change in the value of the shareholding relating to other changes in equity are shown in the relevant equity headings based on their nature.

Value and timing uniformity is applied to investments in associates in the same way as for subsidiaries.

4.2.2. Change in the shareholding

The cost of each individual transaction is used to determine the cost of an investment in a jointly-controlled company.

The additional investment and new goodwill or negative difference on consolidation arising in a new acquisition of shares in an equity-consolidated company is calculated in the same manner as the first investment.

However, if goodwill and a negative difference on consolidation arises with respect to the same investee company, the difference is reduced to the limit of the embedded goodwill.

When an investment is reduced giving rise to a decline in the shareholding, but significant influence is not lost, the new investment is measured at the amounts relating to the retained interest.

4.3. Intangible assets

4.3.1. Concession agreements

Concession agreements, regulated assets

The public infrastructure concession company industry plan (in force since 1 January 2011), regulates the treatment of service concession agreements, which are defined as an agreement under which the grantor requires a concessionaire to construct (including improvements and operation, or only the operation) of infrastructure intended to render public services of a financial nature during the period of time established under the agreement, in exchange for the right to receive compensation. All concession agreements must meet the following requirements:

- The grantor controls or regulates which public services must be provided by the concession operator using the infrastructure, to whom they must be provided, and at what price; and
- The granting entity controls any significant residual interest in the infrastructure at the end of the term of the agreement.

In such concession agreements the concession company acts as a service provider, specifically infrastructure construction or improvement services and, in addition, operating and maintenance services during the term of the

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

agreement. The compensation received by the concession holder with respect to the construction or improvement of the infrastructure is recognised in accordance with its conditional nature:

- in those cases in which there is a right to charge a price to users for the public service and when this right is not unconditional and users must actually make use of the service, the compensation is recorded at the fair value of this service, as an intangible asset. Compensation for the construction or improvement is recognised as an intangible asset under "Concession agreements, regulated assets" in "Intangible assets" as a result of the application of the intangible model, where the demand risk is assumed by the concession holder. The company calculates the depreciation of a concession asset systematically over the term of the concession using the straight-line method.
- When the consideration for the construction or improvement service consists of an unconditional right to receive cash or another financial asset, it is recognised as a financial asset in the entry "Concession agreement, collection right" under the heading "Non-current trade receivables". In this case, the concession asset classified as a financial asset, "Concession agreement, collection right", is valued at amortised cost by using the effective interest-rate method (which equates the book value of an financial instrument with expected cash flows).

Concession agreement, financial capitalisation

When the consideration for the construction or improvement services consists of an intangible asset, the financial expenses financing the infrastructure that arise as from the moment at which the infrastructure is available for operation are capitalised, provided that there is reasonable evidence that they will be recovered through future income. Capitalised financial expenses are recognised in the heading "Concession agreement, financial capitalisation", and they are taken to the income statement in proportion to the income projected in the company's Financial Plan, on the understanding that the future revenue forecast in the plan will allow those expenses to be recovered. Forecast revenue as a percentage of the total occupation amount is determined for each year. That percentage is applied to total financial expenses projected over the concession term to determine the amount of annual financial expense to be attributed to each financial year. In the event that actual revenue for that year exceeds projections the percentage will be calculated based on actual revenue and the total amount of projected occupation revenue.

4.3.2. Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the amount, at the acquisition date, of the cost of the business combination that exceeds the proportional part of the fair value of the identifiable assets acquired, less the liabilities assumed representing the shareholding in the target company's capital.

At the date of initial recognition, goodwill is measured in accordance with Note 4.1.1. After its initial recognition, goodwill is measured at cost less any accumulated impairment.

At the acquisition date, goodwill is assigned to each of the Group's cash generating units (CGUs) or groups of cash generating units that are expected to benefit from the synergies of the business combination from which the goodwill arose.

Separately recognised goodwill is amortised on a straight-line basis over its estimated useful life, valued at its acquisition price less accumulated amortisation and, if applicable, the accumulated amount of recognised valuation corrections for impairment. The useful life is determined separately for each of the CGUs to which it has been assigned, and is estimated to be 10 years (unless proven otherwise).

Cash-generating units (or groups of cash-generating units) to which Goodwill has been assigned will be subjected, at least on an annual basis, to impairment loss verification, and, should any be revealed, the relevant impairment adjustment will be recorded in the income statement.

Impairment losses on goodwill are not reversed in subsequent years.

4.3.3. Research and development expenses

Research expenses are recognised as an expense when incurred, whereas development expenses incurred for a project are recognised as an intangible asset if the development is viable from a technical and commercial point of view, sufficient technical and financial resources are available to complete the project, the costs incurred may be reliably determined and the generation of profits is probable.

Other development expenses are recognised as expenditure when incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. Capitalised development costs that have a finite useful life are amortised on a straight-line basis over the estimated useful life of each project, up to a maximum of 5 years.

If the carrying amount of an asset is greater than its estimated recoverable amount, its value is written down immediately to its recoverable amount (Note 4.7).

If there is any change in the favourable circumstances of the project which permitted the capitalisation of the development expenses, the unamortised portion is charged to profit(loss) in the year the circumstances changed.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

4.3.4. Licences and trademarks

At 31 December 2024 and 2023, the Group's intangible assets include manufacturing licences and trademarks that are measured at acquisition cost, without any amortisation having been applied. This asset is considered to have an indefinite useful life when an analysis of all relevant factors reveals that there is no foreseeable limit to the period over which the asset is expected to generate the entry of net cash flows for the Group.

4.3.5. Software

Software licences acquired from third parties are capitalised on the basis of the costs incurred to acquire and prepare them for the use of the specific software. These costs are amortised over their estimated useful life of the assets (4 years).

Costs associated with maintaining computer software programs are recognised as an expense when incurred. Costs that are directly associated with the production of unique and identifiable software products controlled by the Group, and that will probably generate economic benefits exceeding costs for more than one year, are recognised as intangible assets. Direct costs include employee software development costs and an appropriate percentage of overheads.

Software development costs recognised as assets are amortised over their estimated useful lives (which do not exceed 4 years).

4.4. Property, plant and equipment

Property, plant and equipment is stated at acquisition price or production cost, less accumulated depreciation and accumulated impairment losses recognised.

The cost of work carried out by the Group for its own property, plant and equipment is calculated by adding the purchase price of the consumable materials to the direct or indirect costs attributable to these assets.

Costs incurred to extend, modernise or improve property, plant and equipment are only recorded as an increase in the value of the asset when the capacity, productivity or useful life of the asset is extended, and it is possible to ascertain or estimate the carrying amount of the assets that have been replaced in inventories.

The cost of major repairs is capitalised and depreciated over the estimated useful life of the asset, while recurring maintenance costs are charged to the consolidated income statement in the year in which they are incurred.

Depreciation of property, plant and equipment, with the exception of land, which is not depreciated, is calculated systematically using the straight-line method over the assets' estimated useful lives, based on the actual decline in value brought about by operation, use and enjoyment.

The depreciation rates applied to property, plant and equipment in 2024 and 2023 are as follows:

Years of estimated useful life	
Buildings	50
Plant	4-10
Machinery and tooling	4-8
Furnishings	10
Computer processing equipment	5
Vehicles	6

The residual value and useful lives of assets are reviewed, and adjusted if necessary, at each balance sheet date. If the carrying amount of an asset is greater than its estimated recoverable amount, its value is written down immediately to its recoverable amount (Note 4.7).

Profits and losses deriving from the sale of property, plant and equipment are calculated by comparing income obtained from the sale of the asset against its asset's book value and recorded in the consolidated income statement.

4.5. Investment property

Investment properties consist almost entirely of owned land and office buildings that are maintained to obtain long-term income.

The items included under this heading are stated at acquisition cost less accumulated depreciation and any impairment losses.

Depreciation is applied to real estate investments on a straight-line basis in accordance with the estimated useful lives of the assets concerned, which is 50 years.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

4.6. Interest costs

Financial expenses directly attributable to the acquisition or construction property, plant and equipment that require more than one year to be prepared for use are stated at cost until they are in operation.

4.7. Impairment losses on non-financial assets

The assets concerned are subject to impairment tests if any event or change in circumstances indicates that the carrying value may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, the latter being understood as the higher of: (a) fair value less costs to sell or (b) value in use. For the purpose of assessing impairment losses, assets are grouped at the lowest level for which there are separately identifiable cash flows (cash generating units).

Non-financial assets, other than goodwill, that present an impairment loss are reviewed at each balance-sheet date to determine whether or not the loss has reversed.

4.8. Swaps

When property, plant and equipment, intangible assets or investment properties are acquired through swaps of a commercial nature, they are measured at the fair value of the asset delivered plus any monetary consideration paid in exchange, unless there is clearer evidence regarding the asset received and any applicable limits. For these purposes, the Group considers that a swap is of a commercial nature when the configuration of the cash flows relating to the fixed asset received differs from the configuration of the cash flows relating to the asset delivered, or the present value of the cash flows after taxes relating to the activities affected by this swap is modified. Furthermore, any of the above differences must be significant in relation to the fair value of the exchanged assets.

If the swap is not of a commercial nature or the fair value of the assets involved in the transaction cannot be determined, the asset received is measured at the carrying value of the delivered asset plus any monetary consideration paid, up to the limit of the fair value of the received asset, if less, and only if it is available.

4.9. Financial assets

4.9.1. Financial assets at fair value through profit and loss

This category includes equity instruments that are not held for trading, or that must be valued at cost, and over which an irrevocable decision has been made at the time of initial recognition to present subsequent changes in fair value directly in equity.

Additionally, those financial assets irrevocably designated at the time of initial recognition as measured at fair value with changes in the consolidated income statement are included, and that otherwise would have been included in another category, to eliminate or reduce significantly a valuation inconsistency or accounting mismatch that would otherwise arise from measuring the assets or liabilities on different bases.

Initial measurement

Financial assets included in this category are initially measured at fair value which, in the absence of evidence to the contrary, is the transaction price, which is the fair value of the consideration given. The transaction costs that are directly attributable to them will be recognised in the consolidated income statement for the year.

Subsequent measurement

After initial recognition, the company will value the financial assets included in this category at fair value with changes in the consolidated income statement.

4.9.2. Financial assets at amortised cost

This category includes financial assets, including those admitted to trading on an organised market, in which the Group holds the investment with the objective of receiving cash flows from the performance of the contract, and the contractual terms of the financial asset give rise, at specified dates, to cash flows that are solely collections of principal and interest on the principal amount outstanding.

Contractual cash flows that are solely collections of principal and interest on the principal amount outstanding are inherent in an arrangement that is in the nature of an ordinary or common loan, notwithstanding that the transaction is arranged at a zero or below-market interest rate.

This category includes trade receivables and non-trade receivables:

- a) Trade receivables: financial assets arising from the sale of goods and the provision of services in relation to the company's operating activities for which payment is deferred; and
- b) Non-trade receivables: financial assets that are not equity instruments or derivatives, are not of commercial origin and whose collections are of a determined or determinable amount arising from loans or credits granted by the company.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Initial measurement

The financial assets classified in this category are initially recognised at fair value, which, in the absence of evidence to the contrary, will be the transaction price, and is equal to the fair value of the consideration paid plus any directly attributable transaction costs.

However, trade receivables which have no express contractual interest rate and are recoverable in the short term, and loans to personnel, dividends receivable and capital calls on equity instruments, which are expected to be settled in the short term, are measured at their nominal amount to the extent that is considered that the effect of not discounting the cash flows is immaterial.

Subsequent measurement

Financial assets included in this category shall be measured at amortised cost. Interest accrued is recognised in the consolidated income statement applying the effective interest method.

However, receivables maturing within one year which, as explained in the previous section, are initially measured at their nominal value, continue to be measured at this amount, unless they have been impaired.

When the contractual cash flows of a financial asset change due to the issuer's financial difficulties, the company assesses whether an impairment loss should be recognised.

Impairment

The necessary valuation adjustments are made, at least at the balance sheet date and whenever there is objective evidence that a financial asset or a group of financial assets with similar risk characteristics measured collectively is impaired as a result of one or more events that occurred after their initial measurement, and lead to a reduction or delay in estimated future cash flows, which may be caused by the insolvency of the debtor.

As a general rule, the impairment loss of these financial assets is the difference between the carrying amount and the present value of future cash flows, including, if applicable, those from the enforcement of collateral and personal guarantees, estimated to be generated, discounted at the effective interest rate calculated at the time of initial recognition. For financial assets subject to a variable interest rate, the effective interest rate at the closing date of the annual financial accounts is used, in accordance with the contractual terms.

Impairment losses, and their reversal when the amount of the impairment loss decreases due to a subsequent event, are recognised as an expense or income, respectively, in the consolidated income statement. The reversal of impairment will be limited to the carrying amount of the asset recognised at the reversal date had the impairment of the amount not been recognised.

4.9.3. Financial assets at cost

In any case, this measurement category includes:

- a) Equity investments in group companies, jointly controlled entities and associates.
- b) Other investments in equity instruments whose fair value cannot be determined by reference to a quoted price in an active market for an identical instrument, or cannot be reliably estimated, and the derivatives underlying these investments.
- c) Hybrid financial assets whose fair value cannot be reliably estimated, unless they qualify for recognition at amortised cost.
- d) Contributions made as a result of a joint venture or similar agreement.
- e) Participating loans whose interest is contingent either because a fixed or variable interest rate is agreed to be payable on the achievement of a milestone in the borrower's business (e.g. the achievement of profits) or because it is calculated solely by reference to the performance of the borrower's business.
- f) Any other financial asset that is initially classified in the fair value portfolio through profit and loss when it is not possible to obtain a reliable estimate of its fair value.

Initial measurement

Investments included in this category are initially measured at cost, which is the fair value of the consideration given plus directly attributable transaction costs, the latter not being included in the cost of investments in group companies.

However, in cases where an investment exists prior to its classification as a group company, jointly controlled entity or associate, the cost of this investment is taken to be the carrying amount that the investment should have had immediately before the company was classified as such.

The amount of any pre-emption and similar rights that, if applicable, have been acquired will form part of the initial measurement.

Subsequent measurement

The equity instruments included in this category are valued at their cost, less the accumulated amount of any valuation adjustments for impairment.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

When a value must be assigned to these assets due to de-recognition from the balance sheet or for another reason, the average weighted cost by harmonised group is applied, these groups being understood to be the securities which have equal rights.

In the case of the sale of preferential subscription rights and similar, or their segregation in order to exercise them, the cost of the rights will reduce the carrying amount of the respective assets.

The contributions made as a result of a joint accounts agreement and similar agreements will be measured at cost, increased or reduced by profit or loss, respectively, corresponding to the company as non-managing participant, and minus (where applicable) the cumulative amount of the valuation adjustments for impairment.

The same criterion is applied for participating loans whose interest is contingent either because a fixed or variable interest rate is agreed to be payable on the achievement of a milestone in the borrower's business (e.g. the achievement of profits) or because it is calculated solely by reference to the performance of the borrower's business. If, in addition to contingent interest, irrevocable fixed interest is agreed, the latter is recognised as finance income on an accruals basis. Transaction costs are taken to the income statement on a straight-line basis over the life of the participation loan.

Impairment

The necessary valuation adjustments are made at least at the year-end, provided there is objective evidence that the carrying amount of an investment will not recoverable. The amount of the valuation adjustment is the difference between its carrying amount and the recoverable amount, the latter being the higher of: a) its fair value less sale costs; and b) the present value of future cash flows arising from the investment. In the case of equity instruments this is calculated either by estimating the cash flows expected to be received as a result of the distribution of dividends by the investee and the disposal or derecognition of the investment in the investee, or by estimating its share of the cash flows expected to be generated by the investee from its ordinary activities and from the disposal or derecognition of the investment.

Unless there is better evidence of the recoverable amount of investments in equity instruments, the estimate of the impairment loss on this type of asset is calculated on the basis of the equity of the investee and the unrealised gains existing at the valuation date, net of the tax effect. In determining this value, and provided that the investee has itself invested in another investee, the equity included in the consolidated financial statements prepared in accordance with the criteria of the Commercial Code and its implementing rules is taken into account.

Recognition of valuation adjustments for impairment and, where appropriate, their reversal, is recognised as income or expense, respectively, in the consolidated income statement. The reversal of impairment will be limited to the carrying amount of the investment recognised at the reversal date had the impairment of the amount not been recognised.

However, if an investment in the company was made prior to its classification as a group company, jointly controlled entity or associate and, prior to that classification, valuation adjustments were made and recognised directly in equity in respect of that investment, those adjustments are retained after classification until the investment is disposed or derecognised, at which time they are recognised in the consolidated income statement, or until the following circumstances occur:

- a) In the case of previous valuation adjustments for increases in value, impairment allowances will be recorded against the equity item reflecting the previously made valuation adjustments up to the amount of the adjustments, and any excess is recorded in the consolidated income statement. The impairment loss recognised directly in equity is not reversed.
- b) In the case of previous impairment adjustments, when the recoverable amount subsequently exceeds the carrying amount of the investments, the latter is increased, up to the limit of the impairment, against the item that recorded the previous impairment adjustments, and after that the new amount arising is treated as the cost of the investment. However, when there is objective evidence of impairment in the value of the investment, the accumulated losses are recognised directly in equity on the consolidated income statement.

4.9.4. Financial assets at fair value with changes in equity

This category includes financial assets whose contractual conditions give rise to cash flows, on unspecified dates, that consist solely of the collection of principal and interest on the principal amount outstanding, are not held for trading and when it is not appropriate to classify them in the category "Financial assets at amortised cost". This category also includes investments in equity instruments for which the irrevocable option has been exercised to classify them as "Financial assets at fair value through profit and loss".

Initial valuation

The financial assets included in this category are initially measured at their fair value which, in general, is the transaction price, e.g. the fair value of the consideration paid, plus directly attributable transaction costs, including any amount for preferred subscription and similar rights that may have been acquired.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Subsequent measurement

The financial assets included in this category are measured at fair value, without deducting any transaction costs that could be incurred on disposal. Changes in fair value are recorded directly under equity until the financial asset is written-off the balance sheet, or becomes impaired, at which time the amount recognised in this manner is allocated to the income statement.

However, impairment adjustments and gains or losses deriving from exchange differences in monetary financial assets denominated in foreign currency are recorded in the income statement.

Interest calculated in accordance with the effective interest rate method and accrued dividends are also recorded in the income statement.

When a value must be assigned to these assets upon derecognition from the balance sheet, or any other reason, the average weighted value method is applied to harmonised groups.

In the exceptional case that the fair value of an equity instrument is no longer reliable, the prior adjustments recognised directly in equity will be treated in the same way as those drawn down for the impairment of financial assets at cost.

In the event of the sale of preferred subscription and similar rights, or their segregation so they can be exercised, the amount of the rights decreases the carrying amount of the assets concerned. This amount corresponds to the fair value or the cost of the rights, in line with the measurement of the associated financial assets.

Impairment

All necessary measurement adjustments are made at least at the year-end provided that there is objective evidence that the value of a financial asset, or a group of financial assets, in this category with similar risk characteristics and measured collectively, has become impaired as a result of one or more events taking place after initial measurement and which cause:

- a) In the case of acquired debt instruments, a reduction or delay in estimated future cash flows that are caused by the debtor's insolvency; or
- b) In the case of investment in equity instruments, there is an inability to recover the carrying amount of the asset, as proven by a prolonged or significant decline in its fair value. Considering, in general, that the instrument has become impaired if its value falls for one and a half years or 40% of the listed price, without its value having been recovered and notwithstanding the fact that it may be necessary to recognise an impairment loss before the end of the aforementioned period or if the percentage decline in the listed price is reached.

The valuation adjustment for the impairment of the value of these financial assets will be the difference between their cost or amortised cost less, if appropriate, any impairment adjustment previously recognized in the income statement, and the fair value at the time at which measurement takes place.

Accumulated losses recognised under equity due to a decline in fair value, provided that there is objective evidence of the impairment of the value of the asset, are recognised in the income statement.

Increases in the fair value in subsequent years are recorded by crediting the income statement for the year in order to reverse the valuation adjustment recognised in prior years. An exception is made for increases in fair value corresponding to an equity instrument, which is recognised directly in equity.

Assets designated as hedged items are subject to the requirements for hedge accounting valuation (Note 4.10).

4.10. Financial derivatives and hedge accounting

Financial derivatives are measured, both initially and subsequently, at their fair value. The method for recognising the resulting gain or loss depends on whether the derivative has been designated to be a hedge instrument or not, and, if appropriate, the type of hedge. The Group designates certain derivatives as either:

4.10.1. Fair value hedging

Changes in the fair value of derivatives that are designated and classified as fair value hedges are recorded in the income statement together with any change in the fair value affecting the hedged asset or liability that is attributable to the hedged risk.

When a hedged item is an unrecognised firm commitment (or a component thereof), the cumulative change in the fair value of the hedged item subsequent to its designation is recognised as an asset or a liability with a corresponding gain or loss recognised in the consolidated income statement.

Modifications to the carrying amount of the hedged items measured at amortised cost give rise to the correction of the instrument's effective interest rate, either from the time of the modification or subsequently, when hedge accounting ceases.

4.10.2. Cash flow hedges

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

The loss or gain on a hedge instrument is recognised directly in equity to the extent that it constitutes an effective hedge. Accordingly, the consolidated equity component that arises as a result of the hedge is adjusted so that it is equal, in absolute terms, to the lower of the following two values:

- 1) The cumulative gain or loss of the hedging instrument from the start of the hedge.
- 2) The cumulative change in fair value of the hedged item (i.e., the present value of the cumulative change in the hedged expected future cash flows) from start of the hedge.

Any remaining gain or loss on the hedging instrument, or any gain or loss required to offset the change in the cash flow hedge adjustment calculated in accordance with the preceding paragraph represents the ineffectiveness of the hedge, which is recognised in the consolidated income statement for the year.

If a hedged transaction expected to be highly likely subsequently results in the recognition of a non-financial asset or non-financial liability, or a planned hedged transaction involving a non-financial asset or a non-financial liability, becomes a firm commitment for which fair value hedge accounting is applied, that amount must be removed from the cash flow hedge adjustment and included directly in the initial cost or other carrying amount of the asset or liability. The same criterion is applied to hedges of the exchange rate risk of the acquisition of an investment in a group company, jointly controlled entity or associate.

In all other cases the adjustment recognised in equity is transferred to the income statement to the extent that the expected future hedged cash flows affect profit or loss for the year.

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

4.10.3. Hedges of a net investment in foreign operations

In hedging transactions for net investments in joint businesses that do not have an independent legal personality and branch offices abroad, changes in the value of derivatives attributable to the hedged risk will be recognised temporarily under equity and taken to the consolidated income statement in the years in which the net investment in the business abroad is sold.

Hedging instruments are measured and recognised in accordance with their nature to the extent they are not, or stop being, effective hedges.

In the case of derivatives that do not qualify for hedge accounting, the fair value of the gains and losses is recognised immediately in the consolidated income statement.

4.11. Inventories

Inventories are valued at cost or its net realisable value, whichever is lower. When the net realisable value of inventories is lower than their cost, appropriate valuation adjustments are made and recognised as an expense in the consolidated income statement. If the circumstances giving rise to the valuation adjustment cease to exist, the amount of the adjustment is reversed and recognised as income in the consolidated income statement.

The cost is determined using the average weighted cost method. The cost of finished products and work in progress includes design costs, raw materials, direct labour, other direct costs and manufacturing overheads (based on the normal operating capacity). The net realisable value is the estimated sale price in the ordinary course of business, less the estimated selling expenses, and in the case of raw materials and work in progress, the estimated production costs.

Inventories that require a period exceeding one year to be ready to be sold, are included in the cost of financial expenses in the same terms established for property, plant and equipment (Note 4.6).

Initial expenses, projects and facilities are measured at acquisition or production cost. They are allocated to the cost of the works based on the degree of completion.

4.12. Equity

The share capital is represented by ordinary shares.

The costs of issuing new shares or options are recognised directly in equity as a reduction in reserves.

In the event that any company in the Group acquires treasury shares in the Parent Company the consideration paid, including any incremental cost that is directly attributable, is deducted from equity until the shares are eliminated, issued again or otherwise disposed of. When these shares are subsequently sold or reissued, any amount received is taken to equity, net of any directly attributable incremental costs.

4.13. Financial liabilities

4.13.1. Financial liabilities at amortised cost

In general, this category includes both trade payables and non-trade payables:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

- a) Trade payables: financial liabilities arising from the purchase of goods and services in the ordinary course of the company's business with deferred payment; and
- b) Non-trade payables: financial liabilities that are not derivative instruments and do not arise from trade transactions, but arise from loans or credits received by the company.

Participating loans that have the characteristics of an ordinary or common loan are also included in this category, without prejudice to the agreed interest rate (zero or below market).

Initial measurement

Financial liabilities included in this category are initially measured at fair value, which is the transaction price: i.e. the fair value of the consideration received, adjusted for directly attributable transaction costs.

However, trade payables maturing within one year where there is no contractual interest rate, and capital calls payable to third parties on investments that are expected to be paid in the short term, are measured at their nominal value when the effect of not discounting cash flows is not material.

Subsequent measurement

The financial liabilities included in this category are measured at amortised cost. The interest accrued is recognised in the income statement using the effective interest method.

However, debits falling due in less than one year which are initially measured at their nominal value, continue to be valued at that amount.

4.13.2. Financial liabilities at fair value with changes in the profit and loss account

This category includes financial liabilities that meet any of the following conditions:

- a) Liabilities held for trading.
- b) Those irrevocably designated from the moment of initial measurement to be accounted for at fair value with fair value through profit or loss, given that:
 - An inconsistency or "accounting mismatch" with other instruments at fair value through profit or loss is eliminated or significantly reduced; or
 - A group of financial liabilities or financial assets and liabilities is managed, and its performance is assessed, on the basis of its fair value in accordance with a documented investment or risk management strategy and group information is also provided on the basis of fair value to key management personnel.
- c) Non-segregable hybrid financial liabilities included optionally and irrevocably.

Initial and subsequent measurement

The financial liabilities included in this category are initially valued at their fair value, this being the transaction price, which is equivalent to the fair value of the consideration received. The transaction costs that are directly attributable to them are recognised in the consolidated income statement for the year.

After initial measurement, financial liabilities included in this category are measured at fair value with changes in the consolidated income statement.

In the case of convertible bonds, the fair value of the liability component is determined by applying the interest rate for similar non-convertible bonds. This amount is accounted for as a liability based on the amortised cost until its settlement at the time of conversion or maturity. The rest of the income obtained is assigned to the conversion option which is recognised in consolidated equity.

4.14. Grants received

Repayable grants are recognised under liabilities until the conditions for the grants to be treated as non-repayable are met. Non-repayable grants are recognised directly in equity and are taken to income on a systematic and rational basis in line with the costs derived from the grant. Non-repayable grants received from shareholders are recorded directly in capital and reserves.

For these purposes, a grant is deemed to be non-repayable when it is awarded under a specific agreement, all stipulated grant conditions have been fulfilled and there are no reasonable doubts that it will be collected.

Monetary grants are stated at the fair value of the amount granted, and non-monetary subsidies are stated at the fair value of the asset received. Both values refer to the moment of recognition.

Non-repayable grants relating to the acquisition of property, plant and equipment, intangible assets and investment properties are recorded as income in the year in proportion to the depreciation/amortisation of the assets concerned or, if appropriate, when the assets are sold, restated due to impairment losses or written off from the balance sheet. Non-repayable grants relating to specific expenses are recognised in the consolidated income statement in the same year in which the relevant expenses accrue together with those granted to offset

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

operating deficits during the year granted, except when they are used to offset operating deficits in future years, in which case they are attributed to those years.

4.15. Current and deferred taxes

Income tax expense (income) is the amount of income tax that accrues in the period. It includes both current and deferred tax expense (income).

Both current and deferred tax expenses (income) are recognised in the income statement. However, the tax effect of items that are recorded directly in equity is recognised in equity.

Current tax assets and liabilities are measured at the amounts that are expected to be payable to or recoverable from the tax authorities, in accordance with prevailing legislation or regulations that have been approved and are pending publication at the year end.

Deferred taxes are calculated in accordance with the liability method on the temporary differences between the tax bases of assets and liabilities and their carrying values.

However, 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 the tax or accounting gain or loss, they are not recognised. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

Deferred tax assets are recognised insofar as future tax profits will probably arise against which to offset the temporary differences.

Deferred taxes are recognised on temporary differences arising on investments in subsidiaries, associates and joint businesses, except where the timing of the reversal of the temporary differences is controlled by the Group and it is probable that the temporary differences will not reverse in the foreseeable future.

4.16. Provisions and contingent liabilities

Provisions for environmental restoration, restructuring costs and litigation are recognised when the Group has a present obligation (legal, or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation. Restructuring provisions include lease termination penalties and employee termination payments. Provisions are not recognised for future operating losses.

Provisions associated with sales with the right to return are recorded when there is an estimated reimbursement liability based on the amount of expected returns and the valuation of the reimbursement liability is updated at the end of each year due to changes in expectations regarding the amount of returns and recognises the corresponding adjustments as a higher or lower amount of the consolidated turnover.

Provisions are measured at the end of the year at the present value of the payments that are expected to be necessary to settle the obligation at the end of the year, using a rate before taxes that reflects the current market's valuation of the time value of money and the specific risks relating to the obligation. Adjustments made to update the provision are recognised as a financial expense as they accrue.

Provisions maturing in one year or less are not discounted when the financial effect is immaterial.

Where a part of the payment necessary to settle the obligation is expected to be reimbursed by a third party, the reimbursement is recognised as a separate asset, provided collection is virtually assured.

Contingent liabilities are considered to be potential liabilities deriving from past events, the existence of which are subject to the occurrence of one or more future events that lie outside the control of the Company. These contingent liabilities are not recorded in the accounts but are described Notes to the financial statements (Note 29).

4.17. Business combinations

Merger, demerger and non-monetary contributions of a business among group companies are recorded in accordance with the provisions for related party transactions (Note 4.24).

Merger or demerger transactions other than those indicated above and business combinations arising from the acquisition of all of the equity of a company or a portion of that equity that constitutes one or more businesses, are recorded in accordance with the acquisition method (Note 4.1).

4.18. Joint arrangements

The Group participates in several joint arrangements that are managed through jointly-controlled companies or joint operations and assets, including temporary joint ventures (TJVs).

Joint ventures that involve the incorporation of an independent legal person or jointly-controlled companies are

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

recognised in accordance with the policy established in Note 4.2.

In relation to joint operations and assets, which involve the use of assets and other resources owned by participants, the Group recognises its proportion of jointly controlled assets and jointly incurred liabilities in accordance with the percentage holding as well as assets associated with joint operations and liabilities incurred as a result of the combined business.

Furthermore, the income statement recognises the proportional percentage in the income generated and expenses incurred by the joint arrangement. The expenses incurred in relation to the holding in the joint arrangement are also recorded.

Unrealised incomes arising from reciprocal transactions are eliminated in proportion to the shareholding, as well as the amounts of reciprocal assets, liabilities, income, expenses and cash flows.

4.19. Revenue recognition

Revenue is recognised when control of the goods or services is transferred to customers. At that time, revenue is recognised for the amount of the consideration that is expected to be received in exchange for the transfer of the committed goods and services under contracts with customers, as well as other income not derived from contracts with customers that constitute the Group's ordinary activity. The amount recorded is determined by deducting from the amount of the consideration for the transfer of the goods or services agreed with customers or other revenue corresponding to the Group's ordinary activities, the amount of discounts, refunds, price reductions, incentives or rights delivered to customers, as well as value added tax and other taxes directly related to the goods or services that must be passed on.

In cases where there is an amount of variable consideration in the price set in contracts with customers, the best estimate of the variable consideration is included in the price to be recognised to the extent that it is highly probable that a significant reversal of the amount of income recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. The Group bases its estimates taking into consideration historical information, taking into account the type of customer, the type of transaction and the specific terms of each agreement.

The policy followed for revenue recognition in each of the Group's areas of activity is as follows:

Construction and engineering activities

When the results of a construction contract may be reliably estimated, revenue and associated costs of the contract are recognised as such in the income statement, stating percentage of completion at the consolidated balance sheet date.

In projects for which losses are estimated, when an updated budget is prepared the relevant provisions are recorded to cover those projected losses in full.

To determine the status of a contract, the Group normally follows the criterion of percentage of completion. This method can be used because all contracts generally have:

- A definition of each and every one of the work units that must be executed to complete the whole project;
- The measurement of each of these work units; and
- The price at which each of them is certified.

Construction execution costs are recognised in the accounts on an accrual basis, recognising expenses actually incurred in the execution of the completed work units (including expenses accrued but for which no supplier invoice has yet been received, in which case the liability is recorded based on the invoices receivable).

The application of this revenue recognition method is combined with the preparation of a budget for each construction contract by work unit. This budget is used as a key management tool in order to maintain detailed monitoring, work unit by work unit, of fluctuations between actual and budgeted figures.

In exceptional cases, if it is not possible to estimate the profit margin for the entire contract, the total costs incurred are recognised and sales that are reasonably assured with respect to the completed work are recognised as contract revenue, subject to the limit of the total contract costs.

During the execution of the construction work, unforeseen events not envisaged in the primary contract may occur that increase the volume of work to be executed. Changes to the initial contract require the customer's technical approval and subsequent financial approval. This approval permits, from that moment, the issue of certifications and collection for this additional work. The Company follows the policy of not recognising revenue from these additional work until customer approval is reasonably assured; the costs incurred to perform this work are recognised at the time they occur, regardless of the level of approval from customers for the work performed.

In the event that the original cost of the work executed is higher than the figure certified for each piece of work at the closing date, the difference between the two amounts is recognised under "Trade and other receivables" in the consolidated balance sheet. If the original cost of the work executed is lower than the amount of the

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

certificates issued, the difference is recorded under "Suppliers" in the consolidated balance sheet.

Provision is made for the estimated costs for withdrawing from works once they are completed, based on the estimated costs yet to be incurred for this item: Costs that arise between the end of the construction work until the relevant amount is definitively settled are charged against that provision.

When at the year-end there are construction contracts that are expected to give rise to a loss, that estimated loss is recognised when it is not likely that it can be offset against additional revenue.

When there are claims against the customer due to construction cost overruns, the Group only recognises the relevant revenue when negotiations are at an advanced stage, the likelihood that the customer will accept the claim is high and the amount concerned can be reliably measured.

Interest on late payment arises from delays in the collection of certificates from public administrations and is recognised when it is likely to be received and, in addition, when the amount may be reliably measured.

The costs related to the presentation of bids for construction contracts are charged to the income statement at the time incurred when it is not likely, or not known at that date that the contract will be obtained. The costs for presenting bids are included in the cost of the contract when it is likely or known that the contract will be obtained, or when it is known that these costs will be reimbursed or included in the revenue originating from the contract.

Concession and service activities

Contracts with multiple elements

Public service concessions are contracts between a private operator and the government, under which the latter grants the private operator the right to supply public services such as, for example, the supply of water and energy, or the operation of roads, airports or prisons. Control over the asset remains in public hands, but the is responsible for the construction of the asset and the operation and maintenance of the infrastructure. Under the terms of the contract, concessions are treated as intangible assets (when the predominating element is that the concession company has the right to receive fees directly from the user or the level of future cash flows is not guaranteed by the grantor) or a financial asset (in cases in which the grantor guarantees a level of future cash flows).

The Group offer certain agreements under which it builds infrastructure in exchange for a concession covering the operation of that infrastructure over a certain period. When these multi-element agreements are reached, the amount recognised as revenue is defined as the fair value of each of the stages of the contract. The revenue relating to infrastructure construction and engineering is recognised based on the standards indicated in the preceding paragraphs. The operating revenue from an intangible asset is recognised on an accruals basis as operating income, while revenue in cases in which a financial asset has been recognised constitutes the return of the principal amount with interest. The following standards have been established based on the characteristics of the group's main activities:

Car parks

The car park business may be divided into:

- Off-street car parks:

In this case, the revenue comes from the use of parking spaces owned by the Group or under an administrative concession. Off-street car park revenue are recorded when the hourly parking rate is paid and, in the case of season ticket-holders, on an accrual basis.

- Car park for visitors and residents:

Mixed car parks (with spaces for visitors and residents) record revenue as follows: in the case of visitor spaces, in the manner described in the preceding paragraph; and in the case of resident spaces, the amount received for the spaces delivered is recorded as liabilities and recognised in income on a straight-line basis over the concession period, to the extent that distributable costs cannot be reasonably segregated. During the accounting period in which the revenue are recognised, the necessary provisions are posted to cover costs to be incurred following handover. These provisions are calculated using best estimates of costs to be incurred and may only be decreased as a result of a payment made in relation to the costs provisioned or a reduction in the risk. Once the risk has disappeared or all payments have been made, the surplus provision is reversed. Capitalised costs are classified under intangible assets.

4.20. Interest income

Interest income is recognised using the effective interest method. When a loan or a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, which is calculated based on the estimated future cash flow discounted at the original effective interest rate of the instrument and continues to unwind the discount as interest income. Income from loan interest that has suffered impairment losses is recognised using the original effective interest rate.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

4.21. Dividend income

Dividend income is recognised as income in the consolidated income statement when the right to receive payment is established, provided that, since the acquisition date, the investee or any group company owned by the latter has generated profits for an amount greater than the own funds that are distributed. Notwithstanding the foregoing, if the distributed dividends unequivocally come from results generated prior to the date because amounts greater than the profits generated by the investee since the acquisition have been distributed, they are not recognised as income and reduce the book value of the investment.

4.22. Leases

4.22.1. Finance leases - lessee

The Group leases certain property, plant and equipment. When, in accordance with a lease covering property, plant and equipment, the Group has substantially all the risks and benefits of ownership, it is classified as a finance lease. Finance leases are capitalised at the start of the lease either at the fair value of the leased property, or the present value of the minimum rental payments to be made, whichever is lower. The implicit interest rate for the agreement is used to calculate the present value; if this cannot be determined, the Group's interest rate for similar transactions is used.

Each lease payment is made up of the liability and financial charges. The total financial charge is distributed over the term of the lease and is taken to the income statement in the year in which it accrues, applying the effective interest rate method. Contingent instalments are expenses for the financial year when incurred. The related lease obligations, net of finance charges, are included under "Finance lease payables". Fixed assets acquired under finance leases are amortised either over their useful life or the term of the lease, whichever is shorter.

4.22.2. Operating leases - lessee

Leases under which the lessor maintains a significant portion of the risks and benefits of ownership are classified as operating leases. Operating lease payments (net of any incentive received by the lessor) are charged against the consolidated income statement for the year in which they accrue on a straight-line basis over the lease period.

4.22.3. Leasing arrangements - lessor

When assets are leased under a finance lease, the present value of the lease payments, discounted at the implicit contract interest rate, is recognised as a receivable (Note 4.9). The difference between the gross amount receivable and the present value of that amount, which corresponds to unaccrued interest, is taken to the consolidated income statement for the year in which such interest accrues, in accordance with the effective interest-rate method.

When the assets are leased under an operating lease, the asset is included in the consolidated balance sheet in accordance with its nature. Lease revenue are recognised on a straight-line basis over the lease period.

4.23. Transactions in foreign currency

4.23.1. Functional and presentation currency

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

4.23.2. Translation of the financial statements in currencies other than euros

The conversion of the annual accounts of a Group company whose functional currency is other than the euro is carried out in accordance with the following rules:

- Assets and liabilities are translated at the year-end exchange rate, which is the average spot rate at that date;
- Equity items, including profit/(loss) for the year, are translated at the historic exchange rate;
- The difference between the net amount of assets and liabilities and equity items is recognised under the equity heading "Exchange differences", net of any tax effect and after deducting the portion of the difference that corresponds to non-controlling interests; and
- Cash flows are translated at the exchange rate on the transaction date or using an average weighted exchange rate for the month, provided that there have not been significant fluctuations.

The exchange difference recognised in the consolidated income statement is stated in the consolidated income statement for the period in which the investment is sold or otherwise disposed of by the consolidated company.

The historical exchange rate is:

- For equity items existing on the date the shares being consolidated were acquired: the exchange rate on the transaction date: the exchange rate on the transaction date;
- For income and expenses, including amounts directly recognised in equity: the exchange rate on the transaction date. If exchange rates have not changed significantly, the average weighted rate for the

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

- month is used; and
- Reserves generated after the transaction dates as a result of retained earnings: the effective exchange rate resulting from the translation of the income and expenses that gave rise to the reserves.

Goodwill on consolidation and adjustments to the fair values of assets and liabilities deriving from the application of the acquisition method are considered to be elements of the target company and are therefore translated using the year-end exchange rate.

The translation to euros of the financial statements expressed in the functional currency of a hyper-inflationary economy is carried out by applying the following rules:

- Prior to translation to euros the balances in the financial statements are adjusted in accordance with the indications in the following section:
- Assets, liabilities, equity items, expenses and income are translated to euros at the closing exchange rate applicable to the most recent balance sheet date;
- Comparative figures are those that are presented as current amounts in each year, except those relating to the first year in which a restatement must be made, and therefore they are not adjusted for any subsequent changes affecting price levels or exchange rates.

At 31 December 2024 and 2023, none of the Group's companies had the functional currency of a hyperinflationary economy.

4.23.3. Foreign currency transactions and balances

Transactions in foreign currency are translated to the functional currency using the exchange rates in force on the transaction date. Foreign currency gains and losses resulting from the settlement of transactions and conversion at the year-end exchange rates of monetary assets and liabilities denominated in foreign currency are recognised in the income statement, unless they are deferred in equity as qualified cash flow hedges and qualified net investment hedges.

Exchange differences on non-monetary items such as equity instruments held at fair value through profit or loss are presented as part of the fair value gain or loss. Exchange differences on non-monetary items are included in equity.

4.24. Related-party transactions

As a general rule, transactions between Group companies are initially recognised at fair value. Where applicable, if the price agreed differs from the fair value, the difference is recognised based on the financial reality of the transaction. The subsequent measurement is made in line with the with the respective accounting standards.

Notwithstanding the above, in transactions involving a business, which includes shareholdings that grant control over a company constituting a business, the Group follows the following criteria:

4.24.1. In-kind contribution

Non-monetary contributions made to a Group company give rise to both the granting and receiving companies valuing the investment at the carrying amount of the delivered equity items in the consolidated financial statements at the transaction date. For these purposes, the consolidated financial statements of the Group or largest subgroup are used that include the equity item, provided the Parent Company is Spanish.

4.24.2. Merger and demerger

In transactions between group companies involving the Parent Company (or the parent of a subgroup) and a direct or indirect subsidiary, the items constituting the acquired business are measured at their carrying value in the consolidated financial statements for the group or subgroup. Any difference that is revealed is recognised in a reserve account.

In the case of transactions between other Group companies, the equity items acquired are measured based on their carrying amounts in the Group's or the largest subgroup's consolidated financial statements including these items, provided that the Parent Company is Spanish.

The effective accounting date for mergers and demergers carried out between Group companies is the start of the year in which the transaction is approved, provided that it is after the date on which they enter into the Group. If one of the companies involved in the transaction joined the Group in the year in which the merger or demerger takes place, the effective accounting date will be the acquisition date.

Comparative information for the preceding year is not re-expressed for the purposes of the merger or demerger, even when the companies involved in the transaction would have formed part of the Group in that year.

4.24.3. Capital reduction, distribution of dividends and winding-up

In those cases in which the business that is affected by the capital reduction adopts a resolution to pay a dividend, or the liquidation share for the shareholder remaining in the Group is cancelled, the assigning company will account for the difference between the amount payable to the shareholder and the carrying amount of the

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

business by creating a reserve account. The recipient records the business in accordance with the rules for mergers and demergers indicated in Note 4.24.2.

4.25. Segment reporting

4.25.1. Segmenting policy

The policies applied when presenting the Group's segment reporting in the notes to the consolidated financial statements are as follows:

Segmentation was carried out on the business units, separating the operating activities of construction, services, energy, real estate and concessions (Note 34).

4.25.2. Basis and methodology of segment reporting

The income and expenses assigned to each of the segments are those directly attributable to the segment and therefore exclude financial income and expenses and all other non-operating results. The assets and liabilities of the segments are those directly related to the operation of the segment or to the participation in companies engaged in that activity.

Segmentation identifies the Group's identifiable components characterised by being subject to similar risks and returns.

4.26. Environmental assets

The Group does not have any assets, provisions or contingencies relating to the environment that could be considered significant compared with its equity, financial situation and the results of its operations. For this reason, no specific breakdowns are provided in these notes to the consolidated financial statements pertaining to environmental information.

4.27. Employee benefits Termination benefits

Termination benefits are payable when the Group decides to terminate a worker's employment before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises these benefits when it has demonstrably undertaken to terminate its employees' employment in accordance with a formal detailed plan that cannot be withdrawn, or to provide severance indemnities as a result of an offer made to encourage voluntary redundancy. Benefits which are not going to be paid within 12 months of the balance sheet date are discounted to present value.

5. FINANCIAL RISK MANAGEMENT

5.1. Financial risk factors

The Ortiz Group, with a significant presence in the international arena, is active in different sectors, socio-economic environments and regulatory frameworks.

Consequently, the Group's activities are subject to the following financial risks, which all companies should factor into their financial assessments:

- Currency or exchange rate risk
- Interest rate risk
- Price risk
- Risk mitigation
- liquidity risk

a) Market risk

Exchange rate risk

The Group operates internationally, with a presence in 12 countries, and mainly in 3 currencies: Euro, US dollar and Colombian peso.

In order to hedge the risk of collections or payments in US dollars, we mainly execute American forward contracts with the main financial institutions with which we work, upon signing the contract that will generate these payment flows. However, for those flows that needed to be hedged in COP, we also used hedges called "non-delivered forwards" in the same contract process.

Accordingly, the Group hedges against flows that may generate collection or payment risk.

Interest rate risk:

Accordingly, the Group hedges against flows that may generate collection or payment risk.

For this reason, we use interest rate insurance (typically interest rate swaps) to secure the repayment amounts and the payment provisions corresponding to the interest payments on these debts.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

The long-term debt corresponds solely to the syndicated financing, financing hedged against interest rate risk with a swap contracted upon signing, and also the different bilateral ICO loans, 60% of which has a fixed interest rate and the remaining 40% matures in the next financial year, 2026. Therefore, the long-term debt is currently hedged and free of interest rate risk.

b) Price risk

The company does not have significant exposure to commodity price risks, given that generally any changes in value are passed on efficiently through the sale price by all the similar contractors which operate in the same sector. The company reduces and mitigates price risk with policies established by Management, ensuring that certain commodities are produced or obtained at a fixed price.

c) Credit risk

The Group's credit risk is the intrinsic collection risk corresponding to the credit rating of its customers and main debtors. For this purpose, we employ a review, selection and analysis process developed by the Customer Approval Committee, which, in addition to analysing our customers' main financial statements, analyses all existing credit information and, therefore, calculates the maximum credit capacity that we can assume.

Similarly, we need to determine the source of ad hoc financing for private clients in order to ascertain their ability to pay.

Following the signing of contracts, we use internal control tools to periodically evaluate the credit quality of outstanding receivables and review the corresponding cash flows for each project.

d) Liquidity risk

The Group carries out a prudent management of liquidity risk, based on sufficient cash maintenance, the availability of finance through a sufficient amount of committed credit facilities and sufficient capacity to settle market positions, including the multi-group factoring and reverse factoring lines and the Ortiz MARF Promissory Note issuance schedule (see Note 23).

To manage liquidity risk and meet the different needs for funds, the Group uses an annual treasury budget and a monthly treasury forecast, the latter with weekly details and updates.

In these estimates, the Group has taken into account its global strategy (Note 3.4) and short-term financial commitments.

e) Other Risks

The Directors and Management of the Company have used the information available to assess the main impacts derived from the risks which could materialise in the current global situation.

The current situation of uncertainty has led to changes in the Group's risk map.

This situation has highlighted the need to analyse the following risks:

- Supply chain disruption:

The increased interruption of normal operations worldwide has been exacerbated by the conflict in Ukraine and requires continued resilience and comprehensive planning of supply chains.

The main external risks that threaten the supply chain are:

- Loss or delay of goods during marine, air or land transport, particularly in the case of materials considered critical, such as photovoltaic panels in EPC contracts in the Energy business area.
- Political instability in the geographic areas of origin/manufacture of the materials and their destination, as well as natural disasters in those areas. Also, wars or armed conflicts that interrupt or disrupt the supply chain.
- Customs: Logistical risks caused by customs must be assessed, to foresee and measure the time required by control systems applied by customs according to the countries in which projects are being developed.
- Reputational risk for the buyer if our suppliers do not comply with human rights or environmental protection, or if they do not comply with the laws in their countries.

- Economic volatility:

The very significant increase in energy prices (fuel, electricity and gas), together with the volatility of the economic cycles, generates uncertainty with respect to commodity prices.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

In order to minimise this risk the Group aims to be proactive in its purchases, arrange fixed prices before increases in commodity prices and, wherever possible, avoid passing on changes to customers. In addition, it does not rule out the use of derivative hedge contracts in the future to limit price volatility.

- Cybersecurity:

This risk has increased with the growth and increasing sophistication of cyberattacks, driven by digitalisation and the current geopolitical conflicts. The Group analyses vulnerabilities, enhances protocols and systems and promotes cybersecurity awareness campaigns for employees.

Finally, it should be noted that the Directors and the Group's Management constantly monitor the progress of the situations described above, with the aim of dealing successfully with any financial and non-financial impacts that may occur.

5.2. Fair value estimation

This section explains the judgements and estimates made to determine the fair values of the financial instruments recognised and measured at fair value in the financial statements. To provide an indication of the reliability of the variables used to determine fair value, the Group has classified its financial instruments at the three levels provided for in the accounting standards. An explanation of each level is included below the table.

		Thousands of euros			
31 December 2024		Level 1	Level 2	Level 3	Total
Assets					
Financial assets at fair value through profit or loss					
- Equity securities traded in Spain		3,703	-	690	4,393
Financial assets at fair value through profit or loss					
- Hedging derivatives - interest rate		-	-	-	-
- Hedging derivatives - exchange rate		-	3,442	-	3,442
Total Assets		3,703	3,442	690	7,835
Liabilities					
Financial liabilities at fair value with changes in equity					
- Hedging derivatives - interest rate		-	339	-	339
- Hedging derivatives - exchange rate		-	-	-	-
Total Liabilities		-	339	-	339

		Thousands of euros			
31 December 2023		Level 1	Level 2	Level 3	Total
Assets					
Financial assets at fair value through profit or loss					
- Equity securities traded in Spain		2,728	-	690	3,418
Financial assets at fair value through profit or loss					
- Hedging derivatives - interest rate		-	-	-	-
- Hedging derivatives - exchange rate		-	25	-	25
Total Assets		2,728	25	690	3,443
Liabilities					
Financial liabilities at fair value with changes in equity					
- Hedging derivatives - interest rate		-	329	-	329
- Hedging derivatives - exchange rate		-	4,425	-	4,425
Total Liabilities		-	4,754	-	4,754

- Level 1: The fair value of financial instruments traded on active markets (such as listed derivatives and equity) is based on market prices at the end of the reporting year. The quoted market price used for the financial assets held by the group is the current bid price. These instruments are included in level 1.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

- Level 2: The fair value of financial instruments that are not listed on an active market (e.g. OTC derivatives) is determined using valuation techniques. These valuation techniques maximise the use of observable market data inputs and rely as little as possible on entity-specific estimates. If all the significant inputs required to calculate the fair value of an instrument are observable, the instrument is included in level 2.
- Level 3: If one or more of the significant variables are not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

The Group's policy is to recognise transfers between levels of fair value hierarchy at the end of the reporting year. There have been no transfers of levels in 2024 and 2023.

Valuation techniques used to determine fair values

Specific valuation techniques used to value financial instruments include:

- Quoted market prices, or dealer quotes for similar instruments.
- For interest rate swaps – the current value of estimated future cash flows is based on observable interest rate curves.
- For forward exchange-rate contracts – the current value of future cash flows is based on forward exchange rates at the balance sheet date.
- For exchange rate options – option pricing models (e.g. the Black-Scholes model).
- For other financial instruments – analysis of discounted cash flows.

All resulting fair value estimates are included in levels 1 and 2, except for unlisted equity securities, contingent consideration receivables and certain derivative contracts, where the fair values have been determined based on current values and the discount rates used were adjusted for own risk or counterparty risk.

6. LOSS OF CONTROL OVER SUBSIDIARIES

2024 financial year

During the 2024 financial year:

- The subsidiary Personal Management and Construcción S.A. de C.V. was liquidated.

Other corporate transactions

In 2024, the following associated companies were divested: Alten Solar Power Hardap Ltd and Alten Renewable Energy Investments, B.V. and Alten Renewable Energy Developments America, B.V. and their corresponding associated companies, Cubico Alten Aguascalientes Unidas S.A.P.I. de C.V. and Cubico Alten Aguascalientes 2, S.A.P.I. de C.V.

Year 2023

In 2023, the subsidiary Grupo Ortiz Polska was liquidated.

Other corporate transactions

In 2023, the following associates were liquidated: Alten Energías Renovables S.L. and its subsidiary Dumar Ingenieros S.L., whose parent is Alten Renewable Investments BV.

7. INTANGIBLE ASSETS

The breakdown and movements in the items included under "Intangible assets" are as follows:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros								
2024	Administrative concessions	Patents, licences and trademarks	Goodwill	Software	Other intangible assets	Prepayments, concession arrangements	Concession agreements, regulated assets	Concession arrangements, financial capitalisation	Total
31 December 2023									
Cost	4,888	43	23,300	3,220	2,310	4,635	25,267	700	64,363
Impairment	(298)	-	(2,956)	-	-	-	(1,000)	-	(4,254)
Accumulated amortisation	(2,440)	-	(16,527)	(1,436)	(58)	-	(9,141)	-	(29,602)
Net carrying amount 2023	2,150	43	3,817	1,784	2,252	4,635	15,126	700	30,507
Cost:									
Additions	-	-	-	2	-	-	20,205	425	20,632
Disposals	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	1	-	-	-	-	1
31 December 2024	-	-	-	3	-	-	20,205	425	20,633
Amortisation:									
Additions	(224)	-	(1,905)	(589)	(6)	-	(645)	-	(3,369)
Disposals	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	1	-	-	-	-	1
31 December 2024	(224)	-	(1,905)	(588)	(6)	-	(645)	-	(3,368)
Impairment:									
Additions	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-
31 December 2024	-	-	-	-	-	-	-	-	-
Cost	4,888	43	23,300	3,223	2,310	4,635	45,472	1,125	84,996
Impairment	(298)	-	(2,956)	-	-	-	(1,000)	-	(4,254)
Accumulated amortisation	(2,664)	-	(18,432)	(2,024)	(64)	-	(9,786)	-	(32,970)
Net carrying amount 2024	1,926	43	1,912	1,199	2,246	4,635	34,686	1,125	47,772

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros								
2023	Administrative concessions	Patents, licences and trademarks	Goodwill	Software	Other intangible assets	Prepayments, concession arrangements	Concession agreements, regulated assets	Concession arrangements, financial capitalisation	Total
31 December 2022									
Cost	4,888	43	23,300	3,288	2,310	4,635	25,267	619	64,350
Impairment	(298)	-	(2,956)	-	-	-	(1,000)	-	(4,254)
Accumulated amortisation	(2,216)	-	(14,622)	(932)	(52)	-	(8,497)	-	(26,319)
Net carrying amount 2022	2,374	43	5,722	2,356	2,258	4,635	15,770	619	33,777
Cost:									
Additions	-	-	-	17	-	-	-	81	98
Disposals	-	-	-	(85)	-	-	-	-	(85)
Transfers	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-
31 December 2023	-	-	-	(68)	-	-	-	81	13
Amortisation:									
Additions	(224)	-	(1,905)	(589)	(6)	-	(644)	-	(3,368)
Disposals	-	-	-	85	-	-	-	-	85
Transfers	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-
31 December 2023	(224)	-	(1,905)	(504)	(6)	-	(644)	-	(3,283)
Impairment:									
Additions	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-
31 December 2023	-	-	-	-	-	-	-	-	-
Cost	4,888	43	23,300	3,220	2,310	4,635	25,267	700	64,363
Impairment	(298)	-	(2,956)	-	-	-	(1,000)	-	(4,254)
Accumulated amortisation	(2,440)	-	(16,527)	(1,436)	(58)	-	(9,141)	-	(29,602)
Net carrying amount 2023	2,150	43	3,817	1,784	2,252	4,635	15,126	700	30,507

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

During the months of July and October 2024, the Parent Company signed two concession contracts with the Department of Urban Planning, Environment and Mobility of Madrid City Council. These awards were granted in May and June 2024, respectively, and the purpose of both concessions is to adapt and operate two car parks in the Central District.

The duration of both contracts is twenty-five years from the date of the survey verification report corresponding to the renovation work to be carried out in both car parks, which has a maximum execution period of one year.

At 31 December 2023, there were no significant additions or disposals of intangible fixed assets in the Group.

Administrative concessions

The most significant elements included under this heading at 31 December 2024 and 2023 are as follows:

Thousands of euros							
2024	Maturity date	Operating period	Amortisation for the year	Cost	Accumulated amortisation	Accumulated impairment	Carrying amount
City Council, Valle del Zalabí	22/05/2037	25 years	(7)	175	(86)	-	89
City Council, Humanes de Madrid	08/11/2028	16 Years	(86)	1,189	(856)	-	333
City Council, Baza (Moclin)	01/03/2034	20 years	(17)	329	(179)	-	150
Photovoltaic, University of Malaga	10/11/2036	25 years	(114)	3,195	(1,543)	(298)	1,354
Total			(224)	4,888	(2,664)	(298)	1,926

Thousands of euros							
2023	Maturity date	Operating period	Amortisation for the year	Cost	Accumulated amortisation	Accumulated impairment	Carrying amount
City Council, Valle del Zalabí	22/05/2037	25 years	(7)	175	(79)	-	96
City Council, Humanes de Madrid	08/11/2028	16 Years	(86)	1,189	(770)	-	419
City Council, Baza (Moclin)	01/03/2034	20 years	(17)	329	(162)	-	167
Photovoltaic, University of Malaga	10/11/2036	25 years	(114)	3,195	(1,429)	(298)	1,468
Total			(224)	4,888	(2,440)	(298)	2,150

Goodwill on consolidation

The goodwill was assigned to the Group's cash generating units (CGUs). Below is a summary of the assignment of goodwill at the level of CGUs:

Thousands of euros		
CGU	2024	2023
Energy Area	605	1,210
Impulsa Grup Ortiz, S.L.	1	3
Asteisa Tratamiento de Aguas, S.A.U.	3	5
Contratas y Servicios Ferroviarios, S.A.U.	1,295	2,591
Grupo Ortiz Construcciones México, S.A.	8	8
Total	1,912	3,817

The recoverable amount of a CGU is determined based on value-in-use calculations. These calculations use cash-flow projections based on five-year financial budgets approved by Management. Budgets and projections have been prepared based on sales growth assumptions within a range of -5% to 15% (2023: between -5% and 15%), which are margins consistent with the reality observed over recent years and a discount rate of 5.50% (2023: 5.50%), and a residual value growth rate of 0% (2023: 0%).

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Sensitivity analyses are also performed on that goodwill, particularly with respect to the gross operating margin and the discount rate, to ensure that potential changes in the estimated rates have no impact on the possible recovery of goodwill recognised. Specifically, a pessimistic scenario has been prepared using a 100 basis point reduction in gross operating margin, from which no impairment is revealed.

Due to the amendment of article 39.4 of the Commercial Code, by the approval of Law 22/2015 of 20 July, on Auditing, for financial statements corresponding to financial years beginning from 1 January 2016, the goodwill will be subject to depreciation, and its useful life will be presumed to be 10 years, unless proven otherwise.

The amortisation expense for goodwill in 2024 amounted to €1,905,000 (2023: €1,907,000), included in the consolidated income statement, under the heading "Amortisation of fixed assets".

Advances, concession agreements, concession agreements, regulated assets and concession agreements, financial capitalisation

The most significant elements included under this heading at 31 December 2024 and 2023 are as follows:

Thousands of euros							
2024	Maturity date	Operating period	Amortisation for the year	Cost	Accumulated amortisation	Accumulated impairment	Carrying amount
Reyes Católicos car park	25/07/2048	40 Years	(181)	8,669	(2,558)	(1,000)	5,111
Iliada car park	22/08/2046	40 Years	(106)	3,957	(1,669)	-	2,288
Juan R. Jiménez car park	02/02/2046	40 Years	(161)	6,026	(2,479)	-	3,547
Pamplona car park	29/01/2047	40 Years	(106)	3,999	(1,667)	-	2,332
Andorra II car park	16/07/2047	40 Years	(91)	3,455	(1,413)	-	2,042
Andrés Torrejón Pavilion, Móstoles	11/02/2045	30 Years	-	4,635	-	-	4,635
Tudescos car park	20/08/2049	25 years	-	11,598	-	-	11,598
Santa Ana car park	11/11/2049	25 years	-	8,893	-	-	8,893
Total			(645)	51,232	(9,786)	(1,000)	40,446

Thousands of euros							
2023	Maturity date	Operating period	Amortisation for the year	Cost	Accumulated amortisation	Accumulated impairment	Carrying amount
Reyes Católicos car park	25/07/2048	40 Years	(181)	8,530	(2,377)	(1,000)	5,153
Iliada car park	22/08/2046	40 Years	(106)	3,957	(1,563)	-	2,394
Juan R. Jiménez car park	02/02/2046	40 Years	(160)	6,026	(2,318)	-	3,708
Pamplona car park	29/01/2047	40 Years	(106)	3,999	(1,561)	-	2,438
Andorra II car park	16/07/2047	40 Years	(91)	3,455	(1,322)	-	2,133
Andrés Torrejón Pavilion, Móstoles	11/02/2045	30 Years	-	4,635	-	-	4,635
Total			(644)	30,602	(9,141)	(1,000)	20,461

Impairment losses affecting individual intangible assets

In 2024, the Group did not recognise or reverse impairment valuation adjustments for any intangible asset.

In 2023, the Group did not recognise or reverse valuation adjustments due to impairment for any intangible asset.

Intangible assets located abroad

At 31 December 2024 and 2023, the Group recorded the following investments in intangible assets located abroad:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

		Thousands of euros		
2024		Cost	Accumulated amortisation	Impairment losses
Software		20	-	-
		20	-	-
		Thousands of euros		
2023		Cost	Accumulated amortisation	Impairment losses
Software		17	-	-
		17	-	-

All the intangible assets located abroad are in Colombia.

Revenue from intangible fixed assets

The main uses and revenue generated by the concessions operated by the Group are as follows:

		Thousands of euros		
Description and use	Purpose	Type of remuneration	Revenue 2024	Revenue 2023
City Council, Valle del Zalabí	Energy efficiency	Payment for services	15	12
City Council, Humanes de Madrid	Energy efficiency	Payment for services	352	355
City Council, Baza (Moclin)	Energy efficiency	Payment for services	38	38
Photovoltaic, University of Malaga	Photovoltaic plant	Sale of electricity	207	241
Total concessions:			612	646
Reyes Católicos parking lot	Construction, maintenance and operation of car park	Revenue from assignment of use and monthly season tickets	253	240
Iliada parking lot	Operation of car park	Revenue from assignment of use and monthly season tickets	168	150
Juan R. Jiménez parking lot	Operation of car park	Revenue from assignment of use and monthly season tickets	461	487
Pamplona parking lot	Operation of car park	Revenue from assignment of use and monthly season tickets	230	239
Andorra II parking lot.	Operation of car park	Revenue from assignment of use and monthly season tickets	102	98
Total concessions (regulated assets)			1,214	1,214

Capitalised financial expenses

The Group capitalises the financial expenses incurred during the year relating to the financing to develop assets under construction, provided that the expenses are related to assets with a production cycle of more than one year. In 2024, a total of €425,000 was capitalised (2023: €81,000).

Intangible assets not used in operations

At 31 December 2024 and 2023, there were no intangible assets that were not used in operations.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Fully amortised intangible assets

At 31 December 2024, the cost of fully amortised intangible assets in use amounted to €349,000 (2023: €286,000).

Intangible assets pledged to guarantees

At 31 December 2024, intangible assets with a value of €4,271,000 (€4,453,000 in 2023) secured bank borrowings for €3,281,000 (€3,541,000 in 2023).

Intangible assets subject to reversal

Intangible assets subject to reversal at 31 December 2024 and 2023 are those indicated in the section "Administrative concessions, Concession agreements".

Insurance

The Group has taken out insurance policies to cover the risks relating to intangible assets. The coverage provided by these policies is considered to be sufficient.

8. PROPERTY, PLANT AND EQUIPMENT

Details of property, plant and equipment and movements in 2024 and 2023 are as follows:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros											
2023	Land	Buildings	Machinery	Plant	Other facilities	Furnishings	Tooling and auxiliary resources	Computer Equipment	Vehicles .	Other property, plant and equipment	Fixed assets in progress and prepayments	Total
Cost	1,559	5,223	43,633	12	1,687	531	98	402	2,365	553	7,102	63,165
Accumulated amortisation	-	(1,286)	(35,848)	(5)	(370)	(503)	(31)	(233)	(1,870)	(271)	-	(40,417)
Impairment	-	-	-	-	-	-	-	-	-	-	-	-
Net carrying amount 2023	1,559	3,937	7,785	7	1,317	28	67	169	495	282	7,102	22,748
Cost:												
Additions	-	-	54,993	-	42	18	34	886	1,474	330	-	57,777
Disposals	-	-	(472)	-	(12)	(6)	(12)	(3)	(259)	(3)	(360)	(1,127)
Transfers	-	-	-	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	(279)	-	-	(4)	-	(19)	(8)	22	-	(288)
31 December 2024	-	-	54,242	-	30	8	22	864	1,207	349	(360)	56,362
Amortisation:												
Additions	-	(139)	(2,416)	(1)	(171)	(3)	(21)	(61)	(218)	(70)	-	(3,100)
Disposals	-	-	472	-	12	6	12	3	249	3	-	757
Transfers	-	-	-	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	(20)	-	-	(1)	-	(7)	(22)	(11)	-	(61)
31 December 2024	-	(139)	(1,964)	(1)	(159)	2	(9)	(65)	9	(78)	-	(2,404)
Impairment:												
Additions	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-	-	-	-

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

31 December 2024	-	-	-	-	-	-	-	-	-	-	-	-
Cost	1,559	5,223	97,875	12	1,717	539	120	1,266	3,572	902	6,742	119,527
Accumulated amortisation	-	(1,425)	(37,812)	(6)	(529)	(501)	(40)	(298)	(1,861)	(349)	-	(42,821)
Impairment	-	-	-	-	-	-	-	-	-	-	-	-
Net carrying amount 2024	1,559	3,798	60,063	6	1,188	38	80	968	1,711	553	6,742	76,706

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros											
2023	Land	Buildings	Machinery	Plant	Other facilities	Furnishings	Tooling and auxiliary resources	Computer Equipment	Vehicles .	Other property, plant and equipment	Fixed assets in progress and prepayments	Total
Cost	1,559	5,223	39,126	11	1,726	517	54	277	2,185	570	1,470	52,718
Accumulated amortisation	-	(1,155)	(34,225)	(4)	(280)	(511)	(27)	(255)	(1,827)	(238)	-	(38,522)
Impairment	-	-	-	-	-	-	-	-	-	-	-	-
Net carrying amount 2022	1,559	4,068	4,901			7 1,446 6	27	22	358	332	1,470	14,196
Cost:												
Additions	-	-	3,838	1	39	29	49	158	211	89	6,068	10,482
Disposals	-	-	(95)	-	(78)	(19)	-	(68)	(54)	(112)	-	(426)
Transfers	-	-	436	-	-	(4)	-	(4)	-	4	(436)	(4)
Scope changes	-	-	-	-	-	-	(5)	-	-	-	-	(5)
Exchange differences	-	-	328	-	-	8	-	39	23	2	-	400
31 December 2023	-	-	4,507	1	(39)	14	44	125	180	(17)	5,632	10,447
Amortisation:												
Additions	-	(139)	(1,461)	(1)	(170)	(6)	(9)	(29)	(85)	(108)	-	(2,008)
Disposals	-	-	85	-	78	19	-	68	53	82	-	385
Transfers	-	8	(8)	-	-	-	-	4	-	-	-	4
Scope changes	-	-	-	-	-	-	5	-	-	-	-	5
Exchange differences	-	-	(239)	-	2	(5)	-	(21)	(11)	(7)	-	(281)
31 December 2023	-	(131)	(1,623)	(1)	(90)	8	(4)	22	(43)	(33)	-	(1,895)
Impairment:												
Additions	-	-	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-	-	-	-
Scope changes	-	-	-	-	-	-	-	-	-	-	-	-
Exchange differences	-	-	-	-	-	-	-	-	-	-	-	-

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

31 December 2023	-	-	-	-	-	-	-	-	-	-	-	-
Cost	1,559	5,223	43,633	12	1,687	531	98	402	2,365	553	7,102	63,165
Accumulated amortisation	-	(1,286)	(35,848)	(5)	(370)	(503)	(31)	(233)	(1,870)	(271)	-	(40,417)
Impairment	-	-	-	-	-	-	-	-	-	-	-	-
Net carrying amount 2023	1,559	3,937	7,785	7	1,317	28	67	169	495	282	7,102	22,748

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

In 2024, in line with the Group's strategy, Ortiz Construcciones y Proyectos Sucursal Colombia invested €54,425,000 in machinery for the development and execution of projects in Colombia. Machinery and various transport elements have also been acquired in temporary joint ventures that are in the initial phase of the project.

The new assets in 2023 correspond mainly to machinery being assembled by the subsidiary Contratas y Servicios Ferroviarios S.A.U., whose value has increased in 2023 by €6,068, with the total value at the close of 2023 being €6,742,000. This machinery was completed during the financial year, and at the close of 2023, it is pending approval for starting operation. In addition, in 2023, the Group continued to invest in machinery in Colombia, with the aim of developing the projects that the Group is planning in that country. Investments in 2023 amounted to €2,263,000.

Impairment losses affecting individual items of property, plant and equipment

In 2024 and 2023, no impairment adjustments reverse impairment valuation adjustments to individual property, plant and equipment were recognised or reversed.

Property, plant and equipment located abroad

At 31 December 2024 and 2023, the Group recorded the following investments in property, plant and equipment located abroad:

	Thousands of euros		
2024	Cost	Accumulated amortisation	Net carrying amount
Machinery	57,418	(2,546)	54,871
Furnishings	73	(35)	38
Tools	2	-	1
Computer processing equipment	1,234	(200)	1,035
Vehicles	233	(133)	100
Other property, plant and equipment	509	(182)	327
	59,469	(3,096)	56,372

	Thousands of euros		
2023	Cost	Accumulated amortisation	Net carrying amount
Machinery	4,402	(1,748)	2,654
Furnishings	78	(39)	39
Tools	2	-	2
Computer processing equipment	355	(112)	243
Vehicles	152	(113)	38
Other property, plant and equipment	266	(136)	130
	5,255	(2,148)	3,106

Capitalised financial expenses

The Group capitalises the financial expenses incurred during the year relating to the financing to develop assets under construction, provided that the expenses are related to assets with a production cycle of more than one year. No interest was capitalised in 2024 and 2023.

Property, plant and equipment not used in operations

At 31 December 2024 and 2023, there were no intangible assets not used in operations.

Fully depreciated property, plant and equipment

The heading "Buildings" does not record any fully depreciated assets. The cost of other fully depreciated property, plant and equipment amounts to €32,101,000 (€28,985,000 at 31 December 2022).

Property, plant and equipment pledged to guarantees

At 31 December 2024 and 2023, there was no element of property, plant and equipment pledged to guarantees.

Property, plant and equipment subject to reversal

At 31 December 2024 and 2023, there were no property, plant and equipment items subject to reversal.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Insurance

The Group has taken out insurance policies to cover risks relating to property, plant and equipment. The coverage provided by these policies is considered to be sufficient.

Assets under finance leases - lessee

"Machinery" and "Vehicles" include assets under finance lease arrangements, in which the Group is the lessee. The amounts are as follows:

	Thousands of euros	
	2024	2023
Cost - capitalised finance leases	11,747	7,001
Accumulated amortisation	(4,681)	(3,926)
Carrying amount	7,066	3,075

The variation basically corresponds to the machinery under construction of the subsidiary Contratos y Servicios Ferroviarios S.A.U.

The Group maintains vehicles and machinery under irrevocable finance lease agreements. Their maturities range from 1 to 4 years and the assets are owned by the Group.

Assets under operating leases

The consolidated income statement includes €23,742 thousand for operating lease expenses relating to the rental of machinery and buildings (2023: €25,806,000).

9. INVESTMENT PROPERTY

Investment properties consist mainly of owned land that are maintained to obtain long-term income and are not occupied by the Group.

The movements of these investment properties is shown in the following table:

	Thousands of euros		
2024	Land	Buildings	Total
Cost	31,321	16	31,337
Accumulated amortisation	-	(16)	(16)
Net carrying amount 2023	31,321	-	31,321
Cost:			
Additions	1,287	-	1,287
Disposals	-	-	-
31 December 2024	1,287	-	1,287
Accumulated amortisation:			
Additions	-	-	-
Disposals	-	-	-
31 December 2024	-	-	-
Cost	32,608	16	32,624
Accumulated amortisation	-	(16)	(16)
Net carrying amount 2024	32,608	-	32,608

	Thousands of euros		
2023	Land	Buildings	Total
Cost	28,648	16	28,664
Accumulated amortisation	-	(16)	(16)
Net carrying amount 2022	28,648	-	28,648
Cost:			
Additions	3,875	-	3,875

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Disposals	(1,202)	-	(1,202)
31 December 2023	2,673	-	2,673
Accumulated amortisation:			
Additions	-	-	-
Disposals	-	-	-
31 December 2023	-	-	-
Cost	31,321	16	31,337
Accumulated amortisation	-	(16)	(16)
Net carrying amount 2023	31,321	-	31,321

The additions in 2024 and 2023 correspond mainly to the payment to the compensation board for the development of some land in "Los Cerros".

The 2023 disposal corresponds to the sale of a plot in the Vallecas district (Madrid) and the sale of a plot for residential use in El Casar (Guadalajara).

Impairment losses on investment properties

In 2024 and 2023, the Group did not recognise or reverse impairment valuation adjustments for any investment property.

Investment property located abroad

At 31 December 2024 and 2023, the Group recorded the following investment properties located abroad:

Investment properties not used in operations

As of 31 December 2024 and 2023, the Group had no investment properties not used in operations.

fully depreciated investment properties

At 31 December 2024 and 2023, there are no fully depreciated investment properties.

Investment properties pledged to guarantees

At 31 December 2024 and 2023, there were investment properties securing bank loans. In addition, there are €8,641,000 in investment properties securing the contingent liabilities described in Note 29 at 31 December 2024 (2023: €8,641 thousand).

Investment properties subject to reversal

At 31 December 2024 and 2023, the Group did not record any investment properties subject to reversal.

Insurance

The Group has taken out insurance policies to cover risks relating to intangible assets. The coverage provided by these policies is considered to be sufficient.

Income and expenses relating to investment properties

The consolidated income statement recognises the following income and expenses deriving from real investment properties:

	Thousands of euros	
	2024	2023
Lease revenue	21	25
Direct operating expenses	(25)	(17)
Total	(4)	8

10. SHAREHOLDINGS IN EQUITY-CONSOLIDATED COMPANIES

Equity consolidated shareholdings mainly relate to the Group's interest in special-purpose vehicles that are created to develop infrastructure and energy concession projects.

The most strategic area of the Group is the CONCESSION area, where activity has increased in recent years, mainly in Colombia.

Investment in vehicle companies is through capital and subordinated debt. In 2024, the equity-accounted shareholdings at 31 December amounted to €98,067,000 (2023: €116,998,000), and the amount via subordinated debt at 31 December 2024 amounted to €141,495,000 (2023: €169,091,000), raising the value of

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

investments at 31 December 2024 to €239,562,000 (2023: €286,089,000) (Note 33).

The interest accrued during the financial year corresponding to the loans detailed above amounts to €19,573,000 (2023: €17,576,000) (Notes 28 and 33).

The details of the equity investments broken down by companies is as follows:

			Thousands of euros	
Company name	Business	Location	2024	2023
Autopista del Rio Grande, S.A.S.	Concessions	Colombia	1,679	13
Autopista Magdalena Medio, S.A.S.	Concessions	Colombia	2,168	477
Autopistas del Caribe, S.A.S.	Concessions	Colombia	7,262	7,239
Autopistas del Nordeste, S.A.S.	Concessions	Colombia	-	5,762
Bulevar del Arte y la Cultura S.A.	Concessions	Spain	1,181	1,101
Concesión Transversal del Sisga S.A.S.	Concessions	Colombia	-	-
Operadora Hospitalaria Tepic, S.A.P.I. DE C.V.	Concessions	Mexico	143	2,025
Promotora Hospitalaria de Bosa, S.A.S.	Concessions	Colombia	2,505	2,407
Promotora Hospitalaria Tepic, S.A.P.I. DE C.V.	Concessions	Mexico	2,540	7,452
Superficie Cartera de Inversiones, S.A.U.	Concessions	Spain	8	17
Móstoles Factory 2019, S.L.	Concessions	Spain	46	-
Vending La Gavia S.L.	Concessions	Spain	6	9
Viario A-31, S.A.	Concessions	Spain	4,023	3,405
Accesos de Ibiza S.A.	Concessions	Spain	7,569	7,246
Energía de Colombia STR S.A.S. E.S.P.	Energy	Colombia	5,461	2,219
MedSolar SPV10, S.R.L.	Energy	Italy	35	32
Subgroup Alten	Energy	Several	6,967	15,043
Alten El Casar, S.L.	Energy	Spain	1,563	1,830
Construcciones Inca-Ortiz S.A.	Infrastructures	Chile	-	-
Ola Ortiz Construcción SPA	Infrastructures	Algeria	-	(1)
Subgroup GOP Properties SOCIMI	Property	Spain	39,652	45,479
Inmuebles Gade, S.L.	Property	Spain	15,173	15,167
Urbanizadora Gade S.A.	Property	Spain	-	-
Fortem Integral, S.L.	Others	Spain	86	76
Total			98,067	116,998

The movements of this item during the financial year is shown below:

		Thousands of euros	
		2024	2023
Balance at 1 January		116,998	124,459
Share of results		10,270	185
Purchase and sale of shares		(4,443)	2,192
Derivatives		(9,375)	5,529
Exchange differences		(1,595)	599
Grants		(48)	(14)
Capital reductions		(5,117)	(3,252)
Dividends and distributed premium		(13,891)	(2,954)
Other movements		5,268	(9,746)
Balance at 31 December		98,067	116,998

The balance of "Purchase and sale of shares" corresponds mainly to the purchase and sale from a number of shareholders, both private and institutional, of shares in the subgroup Grupo Ortiz Properties SOCIMI. In 2024, a total of 76,532 shares were bought (141,238 shares in 2023), and 283,815 shares were sold (no shares were sold in 2023), giving rise to an increase in the value by the equity method of accounting of €4,443,000 (€2,192,000 in 2023).

At 31 December 2024, following the transactions described above, the Parent Company held 2,843,113 shares

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

(2023: 3.050.396 shares) with a carrying amount of €34,509,000 (2023: €38,604,000), its total shareholding being 45,95% (2023: 49.30%).

The effect of exchange differences and derivatives broken down by company are as follows (thousands of euros):

	Thousands of euros			
	Derivatives		Exchange differences	
	2024	2023	2024	2023
Accesos de Ibiza S.A.	26	793	-	-
Autopista Magdalena Medio, S.A.S.	-	-	(80)	(2)
Autopista del Rio Grande, S.A.S.	-	-	(52)	48
Autopistas del Caribe, S.A.S.	-	-	(425)	1,013
Autopistas del Nordeste, S.A.S.	(5,721)	3,911	266	(1,362)
Bulevar del Arte y la Cultura S.A.	(77)	226	-	-
Concesión Transversal del Sisga S.A.S.	-	-	17	-
Construcciones Inca-Ortiz S.A.	-	-	25	6
Energía de Colombia STR S.A.S. E.S.P.	(2,744)	1,194	(242)	491
Operadora Hospitalaria Tepic, S.A.P.I. DE C.V.	-	-	(125)	93
Promotora Hospitalaria Tepic, S.A.P.I. DE C.V.	-	-	(925)	545
Ola Ortiz Construccion SPA	-	-	1	138
Promotora Hospitalaria de Bosa, S.A.S.	-	-	(122)	(252)
Subgroup Alten	(226)	(10)	67	(119)
Subgroup GOP Properties SOCIMI	(633)	(585)	-	-
Total	(9,375)	5,529	(1,595)	599

The capital reductions and liquidations are from the Alten subgroup for an amount of -€5,117,000 (2023: -€3,252,000).

In 2024 and 2023, the following dividends in associates were distributed:

	Thousands of euros	
	2024	2023
Subgroup GOP Ortiz Properties SOCIMI (Dividend + Premium)	(2,750)	(2,833)
Operadora Hospitalaria Tepic, S.A.P.I. DE C.V.	(2,177)	(102)
Promotora Hospitalaria Tepic S.A.P.I. DE C.V.	(5,216)	-
Alten Renewable Energy Developments	(3,740)	-
Superficie Cartera de Inversiones S.A.U.	(8)	(19)
Total	(13,891)	(2,954)

The amount of assets, liabilities, revenue, and the profit/(loss) for the financial year, as shown in the individual financial statements of companies accounted for using the equity method, at 31 December 2024 and 2023, is as follows:

2024	Thousands of euros			
	Assets	Liabilities	Operating income	Profit(loss)
Autopista del Rio Grande, S.A.S.	378,656	375,297	113,218	3,436
Autopista Magdalena Medio, S.A.S.	260,132	255,795	45,774	3,534
Autopistas del Caribe, S.A.S.	143,307	119,100	23,020	1,489
Autopistas del Nordeste, S.A.S.	622,013	648,898	150,988	4,855
Bulevar del Arte y la Cultura S.A.	7,688	4,197	2,922	462
Concesión Transversal del Sisga S.A.S.	269,400	275,636	46,799	2,247
Operadora Hospitalaria Tepic, S.A.P.I. DE C.V.	2,857	2,557	12,837	883
Promotora Hospitalaria de Bosa, S.A.S.	91,210	86,657	11,937	(445)

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Promotora Hospitalaria Tepic, S.A.P.I. DE C.V.	6,648	1,301	40,529	7,526
Superficie Cartera de Inversiones, S.A.U.	928	170	2,240	661
Móstoles Factory 2019, S.L.	365	274	1,871	221
Vending La Gavia S.L.	44	33	40	(6)
Viario A-31, S.A.	66,467	50,994	19,537	3,126
Accesos de Ibiza S.A.	36,402	21,264	9,563	679
Energía de Colombia STR S.A.S. E.S.P.	158,878	157,002	29,392	129
MedSolar SPV10, S.R.L.	1,058	988	198	7
Subgroup Alten	132,255	80,878	(14,151)	7,240
Alten El Casar, S.L.	9,974	7,864	950	(240)
Construcciones Inca-Ortiz S.A.	689	1,747	-	-
Ola Ortiz Construccion SPA	625	997	-	-
Subgroup GOP Properties SOCIMI	252,752	147,785	11,151	5,004
Inmuebles Gade, S.L.	33,597	14,441	-	(3)
Urbanizadora Gade S.A.	7,360	25,745	-	-
Fortem Integral, S.L.	675	508	1,337	19
Total	2.483.980	2.280.128	510,152	40,824

	Thousands of euros			
2023	Assets	Liabilities	Operating income	Profit(loss)
Autopista del Rio Grande, S.A.S.	196,070	196,043	61,480	282
Autopista Magdalena Medio, S.A.S.	170,568	169,614	54,607	719
Autopistas del Caribe, S.A.S.	116,371	92,240	13,151	(2,350)
Autopistas del Nordeste, S.A.S.	674,869	692,980	101,566	(4,700)
Bulevar del Arte y la Cultura S.A.	9,649	6,397	2,931	796
Concesión Transversal del Sisga S.A.S.	319,089	327,345	42,814	(8,277)
Operadora Hospitalaria Tepic, S.A.P.I. DE C.V.	6,570	2,308	13,209	1,865
Promotora Hospitalaria de Bosa, S.A.S.	92,702	88,327	34,905	6,025
Promotora Hospitalaria Tepic, S.A.P.I. DE C.V.	97,136	81,448	27,364	(406)
Superficie Cartera de Inversiones, S.A.U.	4,233	2,635	3,505	692
Móstoles Factory 2019, S.L.	281	411	1,666	151
Vending La Gavia S.L.	56	39	42	(7)
Viario A-31, S.A.	69,699	56,602	19,732	3,297
Accesos de Ibiza S.A.	43,076	28,585	8,964	79
Energía de Colombia STR S.A.S. E.S.P.	147,847	142,380	2,236	(1,664)
MedSolar SPV10, S.R.L.	1,397	1,334	82	5
Subgroup Alten	535,349	379,443	75,524	31,425
Alten El Casar, S.L.	10,022	7,510	1,862	646
Construcciones Inca-Ortiz S.A.	735	1,842	-	-
Ola Ortiz Construccion SPA	-	96	-	-
Subgroup GOP Properties SOCIMI	247,349	137,314	10,995	3,297
Inmuebles Gade, S.L.	33,410	14,261	-	(39)
Urbanizadora Gade S.A.	7,360	25,746	-	(65)
Fortem Integral, S.L.	203	55	793	8
Total	2,784,041	2,454,955	477,428	31,779

At 31 December 2024, the share in profits at companies consolidated by the equity method amounted to €10,270,000. The profit(loss) applied as a percentage of the companies was €15,401,000, to which unrecognised losses of previous years amounting to €3,952,000 have been applied, no losses of €379,000 have been recognised, resulting from consolidation adjustments amounting to €1,557,000.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

At 31 December 2023, the share in profits at companies consolidated by the equity method amounted to €185,000. The profit(loss) applied as a percentage of the companies was €15,261 thousand, to which unrecognised losses of previous years amounting to €8,462 thousand have been applied, no losses of €1,606 thousand have been recognised, resulting from consolidation adjustments amounting to €8,220 thousand.

None of the associates or jointly controlled entities are listed on the stock market, except for GOP Properties SOCIMI, S.A. and subsidiaries whose shares are listed on BME Growth (formerly known as the Alternative Stock Market (MAB)), forming part of the SOCIMI segment.

The Group did not incur any contingencies relating to associates or jointly controlled entities, except for contingent liabilities described in Note 29.

Differences between the value of the shareholders and equity are covered by tacit capital gains.

The Group has not recognised losses during the year from equity-consolidated companies amounting to €379,000 (2023: €1,606,000) that are expected to be recovered through future profits. In 2023, the Group recognised accumulated losses not recognised in previous years amounting to €3,952,000 (2023: €8,462,000). Accumulated losses of associates unrecognised at 31 December 2024 amount to €9,610,000 (2023: €13,821,000).

Investment commitment - Subordinated debt

At 31 December 2024, the Company's main investment commitments were concession projects in Colombia:

- Autopista Magdalena Troncal 1, S.A.S. for €21,402,000, of which €4,371,000 in 2025.
- Autopista Rio Grande Troncal II, S.A.S. for €33,177,000, of which €3,028,000 in 2025.
- Autopista del Caribe, S.A.S. in negotiations with ANI (Colombian National Infrastructure Agency) for the restructuring of the project.

At 31 December 2023, two projects awarded in 2020 were completed and operational in Colombia: Promotora Hospital de Bosa S.A.S. and Energía de Colombia STR S.A.S. E.S.P.

The other two concession projects that the Company has in Colombia, Autopistas del Nordeste S.A.S. and Concesión Transversal del Sisga S.A.S., are also in operation.

The Company has no more investment commitments in any of these four projects.

11. ANALYSIS OF FINANCIAL INSTRUMENTS

11.1. Analysis by category

The carrying amount of each financial instrument category established in the recognition and measurement standard on "Financial instruments" is as follows:

Non-current financial assets

	Thousands of euros							
	Equity-consolidated shareholdings		Equity instruments		Other derivative credits		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
Financial assets at cost (Note 10)	98,067	116,998	-	-	-	-	98,067	116,998
Financial assets at fair value with changes in profit or loss (Note 12)	-	-	690	690	-	-	690	690
Financial assets at amortised cost (Note 13)	-	-	-	-	168,901	197,424	168,901	197,424
TOTAL	98,067	116,998	690	690	168,901	197,424	267,658	315,112

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Current financial assets

	Thousands of euros							
	Equity instruments		Securities representing Debt		Other derivative credits		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
Financial assets at fair value with changes in profit or loss (Note 12)	3,703	2,728	-	-	-	-	3,703	2,728
Financial assets at amortised cost (Note 13)	-	-	-	-	389,354	373,184	389,354	373,184
Financial assets at fair value through changes in equity - Hedging derivatives (Note 14)	-	-	-	-	3,442	25	3,442	25
Cash and cash equivalents (Note 16)	-	-	-	-	45,220	58,691	45,220	58,691
TOTAL	3,703	2,728	-	-	438,016	431,900	441,719	434,628

Non-current financial liabilities

	Thousands of euros							
	Bank borrowings		Debentures and other marketable securities		Derivatives and other financial liabilities		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
Financial liabilities at amortised cost (Note 23)	62,013	64,002	-	-	82,879	39,216	144,892	103,218
Financial liabilities at fair value through changes in equity - Hedging derivatives (Note 14)	-	-	-	-	339	341	339	341
TOTAL	62,013	64,002	-	-	83,218	39,557	145,231	103,559

Non-current financial liabilities

	Thousands of euros							
	Bank borrowings		Debentures and other marketable securities		Derivatives and other financial liabilities		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
Financial liabilities at amortised cost (Note 23)	25,139	44,938	-	-	448,200	457,543	473,339	502,481
Financial liabilities at fair value through changes in equity - Hedging derivatives (Note 14)	-	-	-	-	-	4,413	-	4,413
TOTAL	25,139	44,938	-	-	448,200	461,956	473,339	506,894

11.2. Classification by maturity

At 31 December 2024 and 2023, the amounts of the financial instruments with a specific or determinable maturity classified by year of maturity are as follows:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Financial assets

							Thousands of euros
2024	2025	2026	2027	2028	2029	Subsequent years	Total
<u>Financial assets at amortised cost</u>							
Investments in group companies and associates:							
- Loans to companies	10,488	-	-	-	-	141,495	151,983
Financial investments:							
- Loans to companies	2,498	-	-	-	-	-	2,498
- Other financial assets	29,390	-	-	-	-	1,596	30,986
Trade and other receivables:							
- Trade receivables for sales and services	335,703	339	399	463	463	24,146	361,513
- Receivables from group companies and associates	1,219	-	-	-	-	-	1,219
- Sundry receivables	2,050	-	-	-	-	-	2,050
- Personnel	667	-	-	-	-	-	667
Accruals	7,339	-	-	-	-	-	7,339
<u>Financial assets at fair value through profit or loss</u>							
Equity instruments	3,703	-	-	-	-	690	4,393
<u>Financial assets at fair value through changes in equity</u>							
Hedging derivatives	3,442	-	-	-	-	-	3,442
TOTAL	396,499	339	399	463	463	167,927	566,090

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros						
2023	2024	2025	2026	2027	2028	Subsequent years	Total
Financial assets at amortised cost							
Investments in group companies and associates:							
- Loans to companies	13,625	-	-	-	-	169,091	182,716
Financial investments:							
- Loans to companies	2,368	1,109	-	-	-	-	3,477
- Other financial assets	21,634	-	-	-	-	1,186	22,820
Trade and other receivables:							
- Trade receivables for sales and services	331,638	283	339	399	463	24,554	357,676
- Receivables from group companies and associates	1,848	-	-	-	-	-	1,848
- Sundry receivables	-	-	-	-	-	-	-
- Personnel	521	-	-	-	-	-	521
Accruals	1,550	-	-	-	-	-	1,550
Financial assets at fair value through profit or loss							
Equity instruments	2,728	-	-	-	-	690	3,418
Financial assets at fair value through changes in equity							
Hedging derivatives	25	-	-	-	-	-	25
TOTAL	375,937	1,392	339	399	463	195,521	574,051

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Financial liabilities

	Thousands of euros						
2024	2025	2026	2027	2028	2029	Subsequent years	Total
<u>Financial liabilities at amortised cost</u>							
Debts:							
- Bank borrowings	24,132	32,300	17,400	4,424	292	2,095	80,643
- Finance lease payables	1,007	1,226	1,382	1,408	1,487	-	6,510
- Other financial liabilities	334	4,304	206	120	140	118	5,222
Accruals	1	-	-	-	-	70,799	70,800
Payables to group companies and associates	21	-	-	-	-	7,191	7,212
Trade and other payables:							
- Suppliers	429,374	-	-	-	-	-	429,374
- Suppliers, group companies and associates	51	-	-	-	-	-	51
- Sundry payables	315	-	-	-	-	-	315
- Personnel	4,165	-	-	-	-	-	4,165
- Customer advances	13,939	-	-	-	-	-	13,939
<u>Financial liabilities at fair value through changes in equity</u>							
Hedging derivatives	-	339	-	-	-	-	339
TOTAL	473,339	38,169	18,988	5,952	1,919	80,203	618,570

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros						
2023	2024	2025	2026	2027	2028	Subsequent years	Total
<u>Financial liabilities at amortised cost</u>							
Debts:							
- Bank borrowings	43,722	24,529	17,533	10,426	5,338	1,400	102,948
- Finance lease payables	1,216	4,528	248	-	-	-	5,992
- Other financial liabilities	2,696	409	282	207	167	138	3,899
Accruals	5	332	332	332	332	29,992	31,325
Payables to group companies and associates	24					6,693	6,717
Trade and other payables:							
- Suppliers	430,751	-	-	-	-	-	430,751
- Suppliers, group companies and associates	49	-	-	-	-	-	49
- Sundry payables	331	-	-	-	-	-	331
- Personnel	4,269	-	-	-	-	-	4,269
- Customer advances	19,418	-	-	-	-	-	19,418
<u>Financial liabilities at fair value through changes in equity</u>							
Hedging derivatives	4,413	341	-	-	-	-	4,754
TOTAL	506,894	30,139	18,395	10,965	5,837	38,223	610,453

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

12. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS

The breakdown of this heading includes the following items and amounts:

	Thousands of euros		
2024	Non-current	Current	Total
Actions	690	3,703	4,393
Total	690	3,703	4,393

	Thousands of euros		
2023	Non-current	Current	Total
Actions	690	2,728	3,418
Total	690	2,728	3,418

	Thousands of euros	
	2024	2023
Listed securities:		
- Equities - Euro zone	3,703	2,728
Unlisted securities:		
- Equities - Euro zone	690	690
Total	4,393	3,418

The fair value of all equities is based on current ask prices on an active market.

Changes during the year in the fair value of assets carried at fair value through profit or loss are recognised under "Changes in fair value of financial instruments" in the consolidated income statement and amount to €975,000 (2023: €478,000) (Note 28).

In 2024 and 2023, the Group did not obtain free shares by distribution.

The maximum exposure to credit risk at reporting date is the fair value of the assets.

13. FINANCIAL ASSETS AT AMORTISED COST

	Thousands of euros	
	2024	2023
Non-current financial assets at amortised cost:		
- Loans to associates (Note 30)	141,495	169,091
- Loans to third parties	-	1,109
- Other financial assets	1,596	1,186
- Non-current trade receivables: concession arrangement, debt claim	25,810	26,038
Total	168,901	197,424
Current financial assets at amortised cost:		
- Completed work pending certification	235,035	191,350
- Certifications and invoices	84,630	113,251
- Trade bills receivable	3	10,348
- Warranty withholdings	16,035	16,689
- Trade receivables, associates (Note 33)	1,219	1,848
- Sundry receivables	2,050	-
- Personnel	667	521
- Current loans to associates	10,488	13,625
- Loans to third parties	2,498	2,368
- Other financial assets	29,390	21,634
- Current accruals	7,339	1,550
Total	389,354	373,184
Total financial assets at amortised cost	558,255	570,608

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Financial assets at amortised cost are measured at their nominal value, which does not significantly differ from their fair value, since the discounting of future cash flows is not significant.

Impairment of receivables and foreign currency

The movement in the provision for impairment losses on trade receivables is as follows:

	Thousands of euros
Impairment of loans at 12.2022	(12,122)
Impairment adjustments	(7,341)
Transfers and other changes	(89)
Impairment of loans at 12.2023	(19,552)
Impairment adjustments	(7,735)
Impairment reversals	1,131
Outflows and reductions (final write-off)	6,060
Transfers and other changes	21
Impairment of loans at 12.2024	(20,075)

The carrying values of financial assets at amortised cost are denominated in the following currencies:

	Thousands of euros	
	2024	2023
Euros	409,282	316,751
Boliviano - Bolivia	138	130
Colon - El Salvador	14	296
US dollar	31,293	85,278
Lempira - Honduras	37	163
Leu - Romania	128	128
Nuevo Sol - Peru	29,118	41,600
Peso - Chile	-	-
Peso - Colombia	82,568	116,941
Peso - Mexico	3,138	1,750
Quetzal - Guatemala	-	-
Real - Brazil	-	-
Yen - Japan	34	5,223
Zloty - Poland	2,505	2,348
Loans and receivables	558,255	570,608

Non-current trade receivables: concession arrangement, debt claim

The entire heading relates to the unconditional debt claim associated with the parking facility concession called Honorio Lozano, in the municipality of Collado Villalba.

Other current financial assets

At 31 December 2024 and 2023, the items under this heading were as follows:

- €6,797,000 in bank deposits (2023: €7,501,000).
- €30,000 in prepayments made to professionals (2023: 32 thousand euros).
- €12,535,000 in guarantees and deposits (2023: 14,974,000).
- €8,888,000 in contributions to joint ventures (2023: €101,000).

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

14. DERIVATIVE FINANCIAL INSTRUMENTS

	Thousands of euros	
	2024	2023
Interest rate swaps - cash flow hedges	-	-
Exchange rate swaps - cash flow hedges	3,442	25
Total derivatives - Assets	3,442	25
Interest rate swaps - cash flow hedges	-	-
Exchange rate swaps - cash flow hedges	-	-
Non-current portion - Assets	-	-
Interest rate swaps - cash flow hedges	-	-
Exchange rate swaps - cash flow hedges	3,442	25
Current portion -assets	3,442	25

	Thousands of euros	
	2024	2023
Interest rate swaps - cash flow hedges	339	329
Exchange rate swaps - cash flow hedges	-	4,425
Total derivatives - Liabilities	339	4,754
Interest rate swaps - cash flow hedges	339	329
Exchange rate swaps - cash flow hedges	-	12
Non-current portion - liabilities	339	341
Interest rate swaps - cash flow hedges	-	-
Exchange rate swaps - cash flow hedges	-	4,413
Current portion - liabilities	-	4,413

The Group maintains interest-rate hedge contracts with several financial institutions covering loans from credit institutions that ensure an interest rate of 3.474% (2023: 3.474%).

The notional principal on interest rate hedges at 31 December 2024 amounted to €26,991,000 (€31,500,000 at 31 December 2023).

The Group maintains exchange rate hedge contracts covering the euro rate for several currencies in which the Group operates.

The notional principal on euro-dollar interest rate hedge contracts at 31 December 2024 totals €101,245,000 (2023: €146,733) and €0 thousand (2023: €2,237,000) in relation to the euro-yen exchange rate hedge.

The effective portion of the cash flow hedges recognised in equity in 2023 amounted to €3,103,000 (2023: - €4,729,000) and has generated a tax effect totalling -€776,000 (2023: €1,182,000) recorded as deferred taxes. The settlement of the derivative financial instruments current at the close of 2023 gave rise to a negative gross effect of €4,729,000 in 2024 (2023: €2,624,000).

15. INVENTORIES

The breakdown of this heading includes the following items and amounts:

	Thousands of euros	
	2024	2023
Goods purchased for resale	100	251
Raw materials and other supplies	1,555	1,889
Work in progress	1,222	384
Finished products: Tres Cantos car park	76	76
Finished products: Móstoles car park	47	47
Finished products: Apartments (Ojén)	310	781
Finished products: Colegio Sol y Nieve school	4,000	4,000
Advances to suppliers	5,859	7,845
Total	13,169	15,273

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

The balance "Finished products": "Finished products: Colegio Sol y Nieve school" corresponds to the value recognised of the surface right for the construction of the Sol y Nieve school in Madrid, for €4,000,000 (€4,000,000 in 2023).

The heading "Finished products: apartments (Ojén)" primarily records a housing development in Ojén (Malaga), which includes provisions for impairment amounting to €159,000 at 31 December 2023 (2023: €400,000).

In 2024, the Parent Company sold 2 homes in the Ojén development located in Malaga for a net carrying value of €471,000 at a sale price of €645,000, generating an accounting result of €174,000.

In 2023, the Parent Company sold 1 home in the Ojén development located in Malaga for a net carrying value of €168,000 at a sale price of €240,000, generating an accounting result of €72,000. In addition, it has sold a parking space in the Tres Cantos (Madrid) development, with a net carrying amount of €38,000. The sale price was €9,000, generating an accounting result of -€29,000 in the consolidated income statement.

Losses due to inventory impairment

No valuation corrections were made to inventories or finished products in 2024.

In 2023, the Parent Company adjusted the value of Colegio Sol y Nieve for €3,997 thousand, of which €2,477,000 have been recognised under the heading "Impairment of goods, raw materials and other supplies" of the consolidated income statement for 2023.

Inventories located abroad

At 31 December 2024, the Group had no inventories abroad (2022: €135,000).

Capitalised financial expenses

No interest was capitalised in 2024 and 2023.

Inventories pledged as security

At 31 December 2024, loans from credit institutions were secured by inventories valued at €4,433,000 (2023: €4,904,000).

Insurance

The Group has taken out insurance policies to cover risks to its inventories. The coverage of these policies is considered sufficient.

16. CASH AND CASH EQUIVALENTS

The details of the balance of this heading at 31 December 2024 and 2023 are as follows:

	Thousands of euros	
	2024	2023
Cash	45,220	58,691
Total	45,220	58,691

At 31 December 2024 and 2023, the cash amount was available in full.

17. CAPITAL AND ISSUE PREMIUM

Share capital

The authorised capital consists of 1.913.226 ordinary bearer shares (nominative, represented by book entries), with a par value of €30.05 each, fully paid up.

	Thousands of euros	
	2024	2023
Authorised capital	57,492	57,492
Total	57,492	57,492

As at 31 December 2024 and 2023, the following companies hold 10% or more of the share capital:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

2024

Company	No. of shares	% shareholding
Participaciones La Cartuja S.L.	935,176	48.88%
Carpingran Sociedad Participada, S.L.	191,279	10.00%
Castlewood, S.L.	229,709	12.01%

2023

Company	No. of shares	% shareholding
Participaciones La Cartuja S.L.	935,176	48.88%
Carpingran Sociedad Participada, S.L.	191,279	10.00%
Castlewood, S.L.	225,333	11.78%

Share premium

This reserve is freely available.

Treasury shares

In 2021, the parent company distributed the treasury shares to its shareholders as an additional dividend to that approved at the General Shareholders' Meeting of 27 May 2021.

As at 31 December 2024 and 2023, the Parent Company did not have treasury shares registered, reducing the value of shareholders' equity.

18. RESERVES AND RESULTS OF PREVIOUS FINANCIAL YEARS

	Thousands of euros	
	2024	2023
Reserves in consolidated companies		
- Legal reserve	11,934	11,934
- Other reserves	206,065	160,221
- Reserves in companies consolidated by the full method	1,898	15,200
- Reserves in companies consolidated by the equity method	(37,753)	(28,699)
Reserves in consolidated companies	182,144	158,656

Legal reserve

The legal reserve has been endowed in accordance with article 274 of the Corporate Enterprises Act, which stipulates that 10% of the profit for each year must be transferred to the reserve until it accounts for at least 20% of the share capital.

Until the legal reserve exceeds the indicated amount, it may only be used to offset losses if no other reserves are available for this purpose, and it must be replenished using future profits.

The legal reserve is fully endowed at 31 December 2024 and 2023.

19. APPLICATION OF THE RESULTS OF THE PARENT COMPANY

The proposed distribution of the Parent Company's earnings for 2024 to be presented to the General Shareholders' Meeting is shown below, together with the proposal approved on 23 May 2024 corresponding to the application of 2023 earnings:

	Thousands of euros	
	2024	2023
Basis for Distribution		
Profit/(loss) for the year	36,261	23,702
Total	36,261	23,702

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros	
	2024	2023
Distribution of Results		
To dividends	6,075	6,076
To the voluntary reserve	30,186	17,626
Total	36,261	23,702

20. VALUATION ADJUSTMENTS

Exchange differences

Movements in the "Exchange differences" heading are as follows for the years ended 31 December 2024 and 2023:

	Thousands of euros	
	2024	2023
Initial balance	(18,313)	(30,834)
- Of Parent Company	72	12,477
- Of equity-consolidated companies	(417)	44
Final balance	(18,658)	(18,313)

In 2024, the change in conversion differences was not significant.

In 2023, there was a significant change in exchange differences derived mainly from the appreciation of the Colombian peso from the Company's investments in the Colombia concessions.

Hedging transactions

The breakdown of "Hedging transactions" is as follows:

	Thousands of euros	
	2024	2023
- Of Parent Company	2,327	(3,547)
- Consolidated companies	(1,442)	-
- Equity-consolidated companies	-	7,933
Total hedging transactions	885	4,386

Movements under this heading during the 2024 and 2023 financial years are shown below:

	Thousands of euros	
	2024	2023
Initial balance	4,386	433
Hedging transactions:	(3,501)	3,953
- Of Parent Company	5,874	(1,579)
- Of equity-consolidated companies	(9,375)	5,532
Final balance	885	4,386

21. NON-CONTROLLING INTERESTS

The breakdown of this item by company for the 2024 and 2023 financial years is as follows:

	Thousands of euros			
2024	Reserves of non-controlling interests	Profit/(loss) of non-controlling interests	Exchange differences	Total non-controlling interests
Impulsa Grup Ortiz, S.L.	(54)	(7)	-	(61)
Arquitectura Industrializada Andaluza, S.L.	267	(1)	-	266
Promotora Hospitalaria Tepic, S.A.P.I. DE C.V.	(178)	185	-	7
La Gavia Factory, S.L.	76	71	-	147
Total	111	248	-	359

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

2023	Thousands of euros			
	Reserves of non-controlling interests	Profit/(loss) of non-controlling interests	Exchange differences	Total non-controlling interests
Impulsa Grup Ortiz, S.L.	(53)	(1)	-	(54)
Arquitectura Industrializada Andaluza, S.L.	267	-	-	267
Promotora Hospitalaria Tepic, S.A.P.I. DE C.V.	(68)	137	3	72
La Gavia Factory, S.L.	34	54	-	88
Total	180	190	3	373

22. CAPITAL GRANTS RECEIVED

Movements in these grants were as follows:

	Thousands of euros	
	2024	2023
Initial balance	767	783
Received during the year	122	15
Disposals during the year	(113)	(14)
Taken to profit/(loss)	(59)	(17)
Tax effect	15	4
Final balance	717	767

The breakdown of grants by type of company is as follows:

	Thousands of euros	
	2024	2023
- Parent Company	-	-
- Consolidated companies	23	25
- Equity-consolidated companies	694	742
Final balance	717	767

23. FINANCIAL LIABILITIES

Financial liabilities at amortised cost

Financial liabilities at amortised cost include

	Thousands of euros	
	2024	2023
Non-current		
Bank borrowings	56,511	59,226
Finance lease payables	5,502	4,776
Other financial liabilities	20,213	1,203
Payables to related parties	7,191	6,693
Non-current deferred income	55,475	31,320
Total	144,892	103,218
Short-term		
Bank borrowings	24,132	43,722
Finance lease payables	1,007	1,216
Other financial liabilities	334	2,696
Payables to related parties	21	24
Trade payables	429,374	430,751
Trade payables to related parties	51	49

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Sundry payables	315	331
Personnel	4,165	4,269
Customer advances	13,939	19,418
Current accruals	1	5
Total	473,339	502,481
Total financial liabilities at amortised cost	618,231	605,699

The carrying amount of non-current borrowings approximates their fair value given that the effect of the discount is not significant.

The Ortiz Group uses reverse factoring to manage advance payments to its suppliers, thereby enhancing its relationship with suppliers by facilitating access to immediate liquidity and optimising payment terms and cash management. The amount of supply-chain factoring paid to suppliers of the multigroup lines managed by the company as at 31 December 2024 is made up of corporate supply-chain factoring of €129,314,000 (including payments to suppliers of projects in the USA and Colombia) and the amount of payments to temporary joint ventures of €28,563,000.

The overall limit of the multigroup supply-chain factoring lines for the corporate segment amounts to €147,277,000, and the limit for temporary joint venture lines is €58,460,000.

23.1. Borrowings and payables in foreign currency

The carrying amount of the Group's financial liabilities at amortised cost is denominated in the following currencies:

	Thousands of euros	
	2024	2023
Euros	404,519	361,294
Boliviano - Bolivia	62	564
Colón- El Salvador	54	311
US dollar	74,504	133,023
Lempiras-Honduras	310	1,572
Leu - Romania	794	1,608
Nuevo Sol - Peru	4,619	22,940
Peso - Chile	-	-
Peso - Colombia	108,485	65,489
Peso - Mexico	648	2,128
Quetzal - Guatemala	5	4,275
Yen-Japan	24,229	11,865
Zloty - Poland	2	630
Total	618,231	605,699

23.2. Available lines of credit

The following credit lines are undrawn:

	Thousands of euros	
	2024	2023
Variable rate:		
- maturing in less than one year (*)	31,995	16,042
- maturing in more than one year (*)	52,886	50,000
Fixed rate:		
- maturing in less than one year	-	22
- maturing in more than one year	2,000	21
Total	86,881	66,085

(*) Includes Tranche B of the syndicated financing described in Note 23.4

(*) Includes Tranche B of the syndicated financing described in Note 23.4

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

23.3. Bonds

During 2024, the Group did not carry out any transactions related to bond issues. In 2023, the redemption of the fixed-income bond issue carried out by the Parent Company in 2018 for €50,000,000 was completed

In 2024, there were no financial expenses related to interest on bond issues (2023: (€1,405,000) (Note 28).

2024 financial year

In 2024, the Parent Group did not carry out any transactions related to bond issues.

Year 2023

In 2023, the company carried out bond purchase transactions from third parties for a total of three bonds for €300,000, making the total bond holding 168 bonds with a value of €16,800,000. In 2023, the Parent Company also redeemed the 500 bonds issued in 2018 for €50,000 thousand.

Ortiz 2022-MARF promissory note issuance schedule

Promissory notes are a financing alternative, offering more attractive spreads compared to traditional means of financing.

On 31 May 2022, the company Sociedad Ortiz Construcciones y Proyectos, S.A. executed a promissory note issuance schedule in the MARF for a maximum of €75,000,000. The issuance schedule is for one year and is renewable periodically. The promissory notes are denominated in euros and do not have security interest.

As at 31 December 2024, all issues have matured and, therefore, do not form part of the debt at year-end.

23.4. Bank borrowings

Bank borrowings are as follows during 2024 and 2023:

Thousands of euros					
2024					
Instrument	Interest Rate Range	Drawn down at 31.12.2024	Maturing in 1 year	Maturing in 2-5 years	Maturity - other
Syndicated loan - Santander	2.25% + Eur 6M	33,139	8,963	24,176	-
ICO guarantee loans	Fixed: 1.75%-3.05% Variable: 2.11%-2.935% + Eur 3-6-12M	21,185	14,124	7,061	-
Loan facilities	1.50%-2.50% + Eur 3-6-12M	7,030	30	7,000	-
Mortgage loans	0.55%-2% + Eur 12M	3,409	235	1,385	1,789
Loans-Concession Project	1.75% + Eur 3M	14,800	-	14,800	-
Other loans		300	167	300	-
Unpaid accrued interest		613	613	-	-
Total		80,476	24,132	54,722	1,789

Thousands of euros					
2023					
Instrument	Interest Rate Range	Drawn down at 31.12.2023	Maturing in 1 year	Maturing in 2-5 years	Maturity - other
Syndicated loan - Santander	2.25% + Eur 6M	43,656	9,707	33,949	-
ICO guarantee loans	Fixed: 1.75%-3.05% Variable: 2.11%-2.935% + Eur 3-6-12M	37,299	16,094	21,205	-
Loan facilities	1.50%-2.50% + Eur 3-6-12M	16,915	16,915	-	-
Mortgage loans	0.55%-2% + Eur 12M	3,847	242	1,406	2,199

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Other loans	625	158	467	-
Unpaid accrued interest	606	606	-	-
Total	102,948	43,722	57,027	2,199

Syndicated loan

On 17 July 2018, the Parent Company signed a non-current syndicated loan agreement for an initial maximum amount of €134,250,000, structured into Tranche A for €67,125,000 and a revolving credit Tranche B for €67,125,000 (the latter was also intended to finance the Group's general cash requirements).

The funds obtained through this credit facility were partially allocated to fully repay and cancel the syndicated loan obtained in 2015 by the Group, which at 31 December 2017 totalled €44,590,000, as well as the cancellation of loans and credit facilities amounting to €35,980,000.

In March 2023, the Parent Company decided to anticipate the maturity of the syndicated arranged in 2018 and renegotiate the main terms of the debt with the credit institutions. The result was the signing of new syndicated finance amounting to €100,000,000 at a lower cost and maturing in 2028, with a group of entities led by Banco Santander. The syndicated loan was structured into Tranche A for the amount of €50,000,000, with a single drawdown at the date of signing the entire amount, and a Tranche B revolving credit facility for the amount of €50,000,000 (extendable up to €0 thousand), the latter for the general purpose of financing the Group's cash needs.

Tranche A was drawn in its entirety at the date of signing the contract, and its maturity is 5 years from its signing, i.e. 27 April 2028; the amount pending repayment at 31 December 2023 was €35,000,000 (2023: €45,000,000). At 31 December 2024, there are no drawdowns from Tranche B (2023: €0 thousand), with its maturity being 3 years from the date of signature, extendable by 12 additional months, provided that the borrower has met a number of conditions, i.e. on 27 April 2026.

The initial interest rate for Tranche A and B will be Euribor + 2.70% per year.

The effect of the amortised cost of the new Syndicated Loan that was formalised in 2023 amounted to €1,463,000 at its execution date. The amount recognised in the consolidated income statement for 2024 under this heading amounts to €293,000 (2023: €200,000), with the balance of the amortised cost effect at 31 December 2024 being €970,000 (2023: €1,263,000).

Moreover, the loan is subject to compliance with ratios, as is customary for this type of transaction.

At 31 December 2024, all the required ratios were met.

The nominal maturity dates by year of Tranche A of this finance is as follows:

Maturity date	Thousands of euros
27-Apr-25	5,000
27-Oct-25	5,000
27-Apr-26	5,000
27-Oct-26	5,000
27-Apr-27	5,000
27-Oct-27	5,000
27-Apr-28	5,000
Total	35,000

ICO - Covid loans

Royal Decree-Law 8/2020 (17 March) on extraordinary urgent measures to combat the economic and social impact of COVID-19, established a series of measures to preserve normal flows of funding and working capital and liquidity levels for companies to maintain business activity. Among those measures, Article 29 of that Law establishes a line of guarantees that would be provided by the Ministry of Economic Affairs and Digital Transformation to cover the funding granted by financial institutions to companies and self-employed workers.

During 2020, and within the framework of the measures described by the Royal Decree, the Parent Company signed various financing agreements with 13 entities for a total of €61,725 thousand, which was fully drawn down at the close of 2020. The loans are guaranteed by ICO up to 70% of the capital. They accrue a fixed rate of interest between 1.65% and 3.05%, and in some cases, they are indexed to the Euribor plus a variable spread of between 1.80% and 2.90%.

Moreover, Royal Decree-Law 34/2020 of 17 November established an extension of the term and/or grace period for transactions secured by the Liquidity Guarantee Line. In accordance with the provisions of the

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

aforementioned Royal Decree, the Parent Company requested an extension of the term for each of the ICO secured loans up to 6 years.

In 2023, the last EBN Banco COVID loan was drawn down for €5,000,000.

Loan facilities

Loan facilities correspond to policies with different entities, with contractual maturities that, at 31 December 2024, were drawn down at €7,030,000 (2023: €16,915,000). This concept includes the EBN Banco syndicated loan policy for €7,000,000, of which €3,000,000 has been drawn down during the year and which at 31 December 2024 was fully drawn down (2023: €4,000,000) and accrues variable interest at Euribor plus a range of between 0.8% and 3.00% and a fixed rate of between 1.6% and 2.75%.

Mortgage loans

- Mortgage loan granted by Caja Duero in 2011 on the occasion of the award of the concession for the construction and operation of the Reyes Católicos car park in Zamora (Note 6.3). The loan matures on 27 November 2035, and accrues a variable interest rate of Euribor + 2%. The balance at 31 December 2024 was €3,281,000 (2023: €3,490,000).
- The company Ortiz Área Inmobiliaria, S.A.U. (after a merger with the Parent Company in 2019) executed a mortgage loan with Deutsche Bank, linked to the building of an apartment block in Monte Elvira (Ojén, Malaga). The loan, which matures on 31 July 2033, accrues a variable interest rate of 3-M Euribor plus 0.25%. The balance at 31 December 2024 was €124,000 (2023: €352,000).
- Mortgage loan on 2 parking spaces accounted for as inventories (Note 15). The amount drawn at 31 December 2024 amounts to €4,000 (2023: €6,000).

Loans-Concession Project

In 2024, two loans were taken out to finance the concession projects awarded during the year (see note 7) for a total amount of €14,800,000.

23.5. Finance lease payables

The reconciliation between the total amount of the minimum future lease payments and their present value at year-end is as follows:

	Thousands of euros	
	2024	2023
The total amount of the minimum future payments at year-end:		
- Up to 1 year	1,007	1,216
- Between 1 and 5 years	5,502	4,776
Present value at year-end	6,509	5,992

The present value of the finance lease liabilities is as follows:

	Thousands of euros	
	2024	2023
- Up to 1 year	1,007	1,216
- Between 1 and 5 years	5,502	4,776
Total	6,509	5,992

23.6. Average deferral of payment to suppliers

The information required by the Second Final Provision of Law 31/2014 of 3 December, which has been prepared in accordance with the Resolution issued by the Accounting and Audit Institute dated 29 January 2016, is presented below:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Days

	2024	2023
Average deferral of payment to suppliers (*)	30	37
Ratio of transactions paid	30	37
Ratio of transactions pending payment	37	37
	Amount (thousands of euros)	Amount (thousands of euros)
Total payments made	431,134	532,192
Total payments pending	1,974	3,327

(*) The effect of confirmings has been taken into account for the calculation

(**) National companies have been taken into account for the purpose of the calculation

In addition to the above information, in accordance with the new regulations implemented under article 9 of Law 18/2022, of 28 September, we add the following information:

Number (units)

Invoices paid before the legal deadline for payment to suppliers	46,240	47,252
Percentage of the total supplier invoices	93%	90%

Volume (thousands of euros)

Invoices paid before the legal deadline for payment to suppliers	412,861	500,365
Percentage of the total supplier invoices	91%	89%

The "Average period for payments to suppliers" is understood to be the time that elapses between the invoice date and the date effective payment is made, as defined in the aforementioned resolution issued by the Accounting and Audit Institute.

The ratio of transactions paid is calculated as a quotient in which the numerator contains the sum of the products corresponding to the payments made, divided by the number of payment days (calendar days elapsing since the calculation started until effective payment for the transaction is made); while the denominator contains the total amount of payments made.

The "Average payment period for suppliers" is calculated as a quotient in which the numerator contains the sum of the ratio of transactions paid, divided by the total amount of the payments made plus the ratio of transactions pending payment divided by the total amount of pending payments, and the denominator contains the total amount of payments made and total outstanding payments.

The ratio of transactions pending payments is a quotient in which the numerator contains the sum of products corresponding to amounts pending payment, divided by the number of days payment has been pending (calendar days elapsing between the calculation started and the date on which the financial statements were closed); and the denominator contains the total number of pending.

In accordance with the provisions of Article 3 of the resolution issued by the Accounting and Audit Institute on 29 January 2016, the amount of the transactions accruing prior to the date on which Law 31/2014 of 3 December entered into force have not been taken into consideration.

According to Law 11/2013 of 26 July, the maximum payment deadline applicable to the Company is 30 days, unless there is an agreement between the parties, in which case the maximum deadline is 60 days.

23.7. Non-current deferred income

Within the non-current accruals of non-current liabilities is included:

- The amount pending recognition in the accounting result with respect to the assignment of the use of the parking spaces for €7,560,000 as at 31 December 2024 (2023: €7,908,000).
- Customer advances charged, whose applications will be made in the years following 2025 for €47,915,000 at 31 December 2024 (2023: €23,412,000).

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

23.8. Other financial liabilities

At 31 December 2024, the long-term "Other financial liabilities" heading includes the loan granted by Energía de Colombia S.T.R. to the Parent Company during the financial year for the amount of €19,155,000.

24. OTHER PROVISIONS

The movements in short-term provisions recognised in the consolidated balance sheet were as follows:

Non-current provisions	Thousands of euros				
	Provision for works settlements	Provision for other Responsibilities	Provision for taxes	Other provisions	Total
Balance at 01.01.2023	-	-	7,966	-	7,966
Allocations	-	-	-	-	-
Applications	-	-	-	-	-
Excesses	-	-	-	-	-
Other adjustments	-	-	33	-	33
Final balance at 31.12.2023	-	-	7,999	-	7,999
Allocations	-	-	-	-	-
Applications	-	-	-	-	-
Excesses	-	-	-	-	-
Other adjustments	-	-	-	-	-
Final balance at 31.12.2024	-	-	7,999	-	7,999

Current provisions	Thousands of euros				
	Provision for works settlements	Provision for other Responsibilities	Provision for taxes	Other provisions	Total
Balance at 01.01.2023	230	-	-	266	496
Allocations	171	-	-	-	171
Applications	-	-	-	(66)	(66)
Excesses	-	-	-	-	-
Other adjustments	-	-	-	25	25
Final balance at 31.12.2023	401	-	-	225	626
Allocations	30	-	-	101	131
Applications	-	-	-	(145)	(145)
Excesses	(34)	-	-	(80)	(114)
Other adjustments	-	-	-	-	-
Final balance at 31.12.2024	397	-	-	101	498

Provision for taxes

The Provision for taxes corresponds to the recording of contingent liabilities described in Note 29.

Provision for works settlements

This provision is provided to cover the risk arising from possible claims in the works executed, once completed. It includes the estimated costs of inspection fees, estimated costs for removal of work and others and costs that arise between the end of the construction work and the time when the relevant amount is definitively settled. These costs accrue over the execution period according to production volumes and are recorded as liabilities on the balance sheet. Payments for these items are usually made after the work is completed and the corresponding income is recognised.

For this reason, provisions are made according to the best possible estimates and according to the characteristics of the work, based on an estimated initial percentage of the work carried out according to its budgets, which in general cannot vary until the contract is terminated. Notwithstanding the above, the aforementioned initial percentage may vary if the initial estimate is inappropriate in view of how the contract develops.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

In this case, the provision is adjusted as soon as this fact is known, and this is considered to be a change in the original estimate. Upon delivery of the works under the contract and as a result of the updated estimate, any excess provision is reversed, using the corresponding deposit accounts.

These provisions can then only be used for the intended purpose and remain in the non-current liabilities of the balance sheet while there remains a risk in the corresponding works.

At 31 December 2024 and 2023, the total amount corresponds exclusively to provisions provided in the joint ventures.

25. DEFERRED TAXES

The details of the deferred taxes are as follows:

	Thousands of euros	
	2024	2023
Tax effect of exchange differences	13,826	15,543
Derivatives	85	1,188
Non-deductible depreciation and amortisation	-	43
Deductions and credits	287	41
Tax-loss carryforwards for the year	152	129
Provision for Impairment of Investments and Loans	8,003	2,967
Total deferred tax assets	22,353	19,911

	Thousands of euros	
	2024	2023
Tax effect of exchange differences	4,401	2,015
Derivatives	860	6
Freedom of amortisation	2,603	2,722
Leasing	452	497
Deferral of the result of intra-group transactions	6	6
Grants	8	8
Total deferred tax liabilities	8,330	5,254

The change in the value of deferred tax assets and liabilities in 2024 and 2023 was as follows:

Deferred tax assets

	Thousands of euros				
2024	Tax credits	Derivatives	Exchange differences	Other	Total
Balance at 1 January 2024	170	1,188	15,543	3,010	19,911
Charged against (credited to) profit or loss	269	-	-	4,993	5,262
Charged against (credited to) equity	-	(1,103)	(1,717)	-	(2,820)
Balance at 31 December 2024	439	85	13,826	8,003	22,353

	Thousands of euros				
2023	Tax credits	Derivatives	Exchange differences	Other	Total
Balance at 1 January 2023	6,601	904	14,914	3,280	25,699
Charged against (credited to) profit or loss	(6,431)	-	-	(270)	(6,701)
Charged against (credited to) equity	-	284	629	-	913
Balance at 31 December 2023	170	1,188	15,543	3,010	19,911

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Deferred tax liabilities

	Thousands of euros				
2024	Unrestricted depreciation	Exchange differences	Derivatives	Others	Total
Balance at 1 January 2024	2,722	2,015	6	511	5,254
Charged against (credited to) profit or loss	(116)	-	-	(45)	(161)
Charged against (credited to) equity	(3)	2,386	854	-	3,237
Balance at 31 December 2024	2,603	4,401	860	466	8,330

	Thousands of euros				
2023	Unrestricted depreciation	Exchange differences	Derivatives	Others	Total
Balance at 1 January 2023	2,840	4,153	242	536	7,771
Charged against (credited to) profit or loss	(115)	-	-	(25)	(140)
Charged against (credited to) equity	(3)	(2,138)	(236)	-	(2,377)
Balance at 31 December 2023	2,722	2,015	6	511	5,254

Deferred tax assets for deductions pending application and negative tax bases pending compensation are recognised to the extent that future taxable profits are likely to be obtained to allow their application. In this regard, the Group companies have negative tax bases, in addition to the capitalised ones, amounting to approximately €22 million in the base (2023: €28 million approx.) mainly corresponding to the activity carried out by the Group in:

	Thousands of euros	
Country	NOLs	Year generated
Mexico	1,125	2015-2024
Peru	7,878	2015-2024
Chile	7,701	2015-2024
Colombia	3,580	2015-2024
France	1,365	2015-2024
Italy	151	2015-2024
Panama	104	2015-2024
Bolivia	453	2015-2024
Poland	8	2015-2024
TOTAL	22,365	

26. INCOME AND EXPENSES

Foreign currency transactions

Foreign currency transactions are as follows:

	Thousands of euros			
	Income		Expenses	
	2024	2023	2024	2023
Peso - Colombia	68,704	66,997	(60,274)	(74,960)
Peso - Mexico	12,026	8,856	(10,539)	(10,345)
Nuevo Sol - Peru	2,600	11,153	(3,849)	(11,998)
Peso - Chile	901	1,982	(925)	(1,806)
Zloty - Poland	-	-	(9)	(2)
Leu - Romania	-	-	(42)	(5)
US dollar	172,541	155,397	(137,314)	(116,216)
Yen - Japan	1,852	12,301	(14,817)	(19,099)
Lempira - Honduras	746	908	(456)	(538)
Colon - El	180	209	(102)	(91)

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Salvador				
Quetzal - Guatemala	-	-	(17)	(34)
Peso - Bolivia	-	17	(79)	(165)
Total	259,550	257,820	(228,423)	(235,259)

Revenue

Revenue for the Group's ordinary activities is distributed geographically as follows:

Market	Thousands of euros			
	2024	%	2023	%
National	479,002	64.93%	337,080	68.56%
International	282,406	35.07%	482,957	31.44%
Total	761,408		820,037	

Revenue can also be analysed by business category as follows:

Business	Thousands of Euros			
	2024	%	2023	%
Infrastructures	355,438	46.68%	343,710	41.91%
Energy	385,013	50.57%	458,319	55.89%
Concessions	19,579	2.57%	17,049	2.08%
Property	1,378	0.18%	959	0.12%
Total	761,408		820,037	

Consumption of goods, raw materials and other consumables

	Thousands of euros	
	2024	2023
Raw materials consumed and other consumables	(220,753)	(303,006)
Purchase of materials	(221,632)	(302,949)
Discounted purchases	14	19
Change in inventories	865	(76)
Subcontracted work	(312,647)	(292,443)
Impairment of goods, raw materials and other supplies	-	(2,477)
Total	(533,400)	(597,926)

Personnel expenses

	Thousands of euros	
	2024	2023
Wages, salaries and similar remuneration	(91,038)	(86,058)
Employee benefit expenses	(25,549)	(23,075)
Non-current remuneration under defined contributions schemes	(66)	(128)
Total	(116,653)	(109,261)

Salaries and wages includes employee termination benefits for €446,000 in 2024 (€706,000 in 2023).

Personnel expenses include all wages and mandatory or voluntary benefit expenses accrued at any given moment; and obligations deriving from bonuses, holidays or variable salary amounts and the associated expenses are recognised.

The average number of employees by category in during the year at fully consolidated is as follows:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Category	2024	2023
Senior Management	5	4
Administrative, technical and site managers	930	888
Middle Management	272	348
Administrative staff	265	191
Workers	1,566	1,787
Interns	16	6
Total	3,054	3,224

The distribution of the Group's employees by category and gender in the years ended 31 December 2024 and 2023 was as follows:

Category	2024		
	Male	Female	Total
Senior Management	4	1	5
Administrative, technical and site managers	702	297	999
Administrative staff	268	9	277
Middle Management	100	179	279
Workers	1,528	283	1,811
Interns	8	1	9
Total	2,610	770	3,380

Category	2023		
	Male	Female	Total
Senior Management	3	2	5
Administrative, technical and site managers	595	251	846
Middle Management	178	1	179
Administrative staff	55	123	178
Workers	1360	292	1652
Interns	13	0	13
Total	2,204	669	2,873

The average number of employees in the course of the year at the companies included in the consolidation with a disability of 33% or more by category is 34 employees at 31 December 2024 and 34 employees at 31 December 2023.

Other operating expenses

The details are as follows:

	Thousands of euros	
	2024	2023
R&D&I	(271)	(359)
Leases	(23,242)	(25,807)
Upkeep and repairs	(3,355)	(2,307)
Independent professional services	(7,317)	(5,703)
Transport	(570)	(1,302)
Insurance premiums	(2,519)	(2,195)
Banking services	(227)	(331)
Advertising	(219)	(252)
Supplies	(5,328)	(3,616)
Other services	(8,162)	(8,820)
Taxes	(5,156)	(4,153)
Losses, impairment and changes in trade provisions	(6,599)	(7,341)
Total	(62,965)	(62,186)

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Losses, impairment and changes in trade provisions

In 2024 and 2023, this heading includes the impairment of accounts receivable in the ordinary course of the Group's activities (See Note 13).

27. CORPORATE INCOME TAX AND TAX SITUATION

Ortiz Construcciones y Proyectos, S.A. is taxed under the tax consolidation system, and it has been the Group's Parent Company since 2015.

The reconciliation of net income and expenses for the year and the income tax base is shown below:

	Thousands of euros
Profit & Loss Statement	Income and expenses taken directly to equity
Income/expense for 2024	36,822
Income/expense for 2024 Other Entities	(13,861)
Income/expense for 2024 Tax Group	50,683

	Increases	Decreases	Total	Increases	Decreases	Total
Corporate Income Tax			-			
Permanent Differences	17,285	(27,284)	(9,999)			
Temporary Differences	15,443	(501)	14,942	-	(540)	(540)
- Arising during the year	14,460	(331)	14,129	-	(540)	(540)
- Arising in prior years	983	(170)	813			
Exemption of income from permanent establishments	-	(23,184)	(23,184)			
Individual negative tax bases not offset against the Group's tax base	22	(3)	19			
Capitalisation reserve	-	(2,832)	(2,832)			
Consolidation adjustments	17,285	(27,284)	(9,999)			
Taxable base before offsetting NOLs in previous years			29,629			
Carryforward of NOLs in previous years:			-			-
CONSOLIDATED taxable base			29,629			-

The corporate income tax expense comprises the following:

	Thousands of euros	
	2024	2023
Current Tax	(7,863)	(8,446)
Deferred tax	5,486	(6,937)
Total	(2,377)	(15,383)

The main nominal tax rates used in calculating the income tax of Group companies for the years 2024 and 2023 are as follows:

Country	2024	2023
Spain	25%	25%
Poland	19%	19%
Colombia	35%	31%
Mexico	30%	30%
Peru	29.5%	26%
Chile	27%	27%
Bolivia	25%	25%
Honduras	25%	25%
Italy	24%	24%
France	25%	26.50%
Guatemala	25%	25%

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

El Salvador	30%	30%
Japan	30.62%	30.62%
Panama	25%	25%
Romania	16%	16%
Honduras	25%	25%
United States	21.75%	21.75%

In 2024, deductions to tax payable were applied totalling €3,252,000 (2023: €1,933,000) and withholdings and interim payments totalled €269,000 (2023: €332,000). The amount payable to the tax authorities amounts to €3,886,000 (2022: €3,323 refundable). All the Company's tax returns for the last four years for the principal taxes to which it is subject are pending inspection by the tax authorities.

Due to the different interpretations to which tax legislation lends itself, the results of any future inspection by the tax authorities of the years open to inspection could give rise to tax liabilities that cannot be objectively quantified at present. However, the company's directors believe that any liabilities that could arise in this respect would not have a significant effect on the Group's consolidated financial statements.

Pending are deductions for investments and donations made to beneficiaries of sponsorship, and for non-deductible depreciation in 2013-2014, the amounts and terms of which are as follows:

	Thousands of euros		
	2024	2023	Last year
Investment deductions	263	41	2,042
Deduction of donations	15	-	2,034
Non-deductible depreciation	9	-	no limit
Total	287	41	

Credits and debits with public administrations

	Thousands of euros	
Debit balances	2024	2023
Current tax assets	176	394
Other credits with the public administrations	17,543	24,264
Total	17,719	24,658

	Thousands of euros	
Credit balances	2024	2023
Current tax liabilities	4,561	7,466
Other payables to Public Administrations	13,282	17,300
Total	17,843	24,766

Under the heading "Public Administrations" the amounts pending are mainly VAT and Income Tax.

28. FINANCIAL INCOME/EXPENSE

	Thousands of euros	
	2024	2023
Finance income	22,423	19,901
A. From equity instruments	247	107
Dividends	247	107
b. From marketable securities and other financial instruments	22,176	19,794
b.1 From group companies and associates	19,673	17,576
b.2 From third parties	2,503	2,218
Profit on debt securities of other companies	704	671
Other finance income	1,799	1,547
Financial expenses	(20,215)	(25,271)
A. On payables to group companies and associates	(408)	-
b. On debts with third parties	(19,807)	(25,271)

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Interest on debentures and bonds.	(1,344)	(1,972)
- Interest on bank borrowings	(9,711)	(8,323)
Interest on loans from other companies	(88)	(110)
Interest for the discounting of bills and similar transactions	-	-
Interest on factoring transactions without recourse	(3,944)	(1,490)
Guarantees	(4,400)	(12,793)
Other financial expenses	(320)	(583)
Changes in fair value of financial instruments	975	478
Trading portfolio	975	478
Capitalised finance expenses	425	-
Differences on exchange	(17,868)	7,295

The Group's financial income over the years corresponds mainly to the interest obtained from the loans granted to the concessions in Colombia, which in 2024 amounted to €19,769,000 (2023: €17,310,000) (Notes 10 and 33).

29. THIRD-PARTY GUARANTEES AND OTHER CONTINGENT LIABILITIES

Sureties and guarantees

At 31 December 2024, the Group has granted all the guarantees necessary to undertake its projects in each of the business areas.

The following is a breakdown by business area:

INFRASTRUCTURES AREA

Guarantees have been provided totalling €305 million (2023: €169 million), with €72 million being granted to national public bodies (2023: €73 million) and €68 million to international public bodies (2023: €86 million), including the amount of €57 million to a single Panama project for which 50% of the contract price is guaranteed, as required by local law.

It should be noted that, of the total amount of the infrastructure area, €139 million corresponds to guarantees issued by Ortiz CyP acting in its capacity as EPC contractor, the beneficiary of which is the concessionary company in which the Group participates as a concession partner.

CONCESSIONS AREA

There are two types of guarantees:

- Guarantees to public bodies that issue concessions. The amount of these at year-end amounts to €4 million (2023: €15 million), which may always be issued by the surety entities.
- The guarantees generally required by the financiers from the concession partners as equity guarantees (capital pending disbursement at the end of the financing), which at year-end amounted to €65 million (2023: no guarantees).

ENERGY AREA

For Energy projects, advance payment guarantees are generally required (they enable an amount of money to be received at the commencement of the project in order to secure the main orders), performance bonds (during the construction period) and guarantee guarantees (they cover the project once it has been delivered).

At year-end, advance payment guarantees amount to €6 million (2023: €14 million), execution guarantees totalling €78 million (2023: €180 million) and guarantees amounting to €64 million (2023: €32 million), the total of which amounts to €148 million (2023: €226 million).

Other contingent liabilities

The Group maintained provisions at the close of the 2024 and 2023 financial years to cover possible risks resulting from litigation in progress as a result of several complaints filed arising from its business activity. The Group's management believes that no significant liabilities in addition to those covered by the provisions in the consolidated financial statements at 31 December 2024 and 2023. As a result of the diverse inspection action taken with respect to the associate Urbanizadora Gade, S.A. (of which the Parent Company owns 50% of the shares), two corporate income tax audit reports were carried out for the tax periods 2003 to 2004 and 2005 to 2007 in the amount of €6,894,000 and €6,255,000, respectively, which are based on the percentage interest held. The reports were signed in disagreement and appealed before the Tax Appeal Tribunal (Tribunal Económico Administrativo) and subsequently before the National Court and Supreme Court. With respect to the records of the tax periods 2005 to 2007, the Economic and Financial Court of Madrid, in its decision of 24

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

February 2012, partially upheld the appeal, but only with respect to the settlement of interest.

In 2016 the Supreme Court dismissed the appeal lodged with respect to the audit report for 2003 and 2004, and therefore the jointly-controlled entity Urbanizadora Gade, S.A. recognised the tax liability. The fact that Urbanizadora Gade, S.A. did not meet the requirements to be a holding company in 2003 and 2004, it was determined that the company should be charged a total amount of €5,422 thousand as a result of applying the deduction for double taxation of dividends at 100%, instead of the 50% established for holding companies (2004-2006).

The National Court recognised this right with regard to the 2006 tax return for €2,806 thousand by decision dated 12 December 2016, and it was charged in 2017. The rest of the amount corresponding to the 2004 and 2005 financial years is subject to appeal in a number of courts.

During the 2018 financial year, the Supreme Court rejected the appeal filed in relation to the audit report of the 2005-2007 tax periods, which the Group prudently opted to include in a provision in 2016, and which remains at 31 December 2023 (Note 24).

The Group will have filed administrative appeals against the decisions of the tax authorities to enforce the judgment of the National Court. The regional Tax Appeal Tribunal of Madrid has partially allowed the appeal in relation to late payment interest. In any case, the Group has filed an administrative appeal against the Regional Tax Appeal Tribunal's decision, as the enforcement decision has been carried out after six months have passed since the final decision of the National Court of Justice, so the right to settle the tax debt could be considered lapsed.

The payment of this last decision is guaranteed by means of a mortgage guarantee on land classified under the heading of investment property for a net carrying value of €8,641,000 (2023: €8,641 thousand), which guarantees an amount of €6,255 thousand.

30. COMMITMENTS

The total minimum future payments for irrevocable operating leases are as follows:

	Thousands of euros	
	2024	2023
Less than one year.	25	32
1-5 years.	1,357	1,857
More than 5 years.	2,958	3,298
Total	4,340	5,187

In addition, the Group has investment commitments specified in Note 10.

31. TEMPORARY JOINT VENTURES (TJVs)

The Group has interests in various temporary joint ventures (TJVs), whose activity and participation are described in Appendix III.

Group companies engage in part of their business activities together with other companies through temporary joint ventures, which are entities without a legal personality through which business collaboration arrangements are established among different companies for a specified period of time to carry out or execute a project, service or supply. The contracts managed through TJVs mean that the partners in the arrangement share joint and several liability for their business activities carried out.

At 31 December 2024, subsidiaries participated in 77 Temporary Joint Ventures (83 at 31 December 2023).

The main figures for the jointly operated contracts set out in the various headings in the accompanying consolidated balance sheet and income statement, in proportion to the interest held in them, at 31 December 2024 and 2023, without adjusting the relationships with group companies, are indicated below:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros	
	2024	2023
Non-current assets	2,873	853
Current assets	63,410	68,969
Total Assets	66,283	69,822
Equity	7,605	9,345
Non-current liabilities	194	394
Current liabilities	58,484	60,083
Total liabilities and equity	66,283	69,822
Revenue	96,433	131,660
Reported profit	(388)	694

32. BOARD OF DIRECTORS AND SENIOR MANAGEMENT

Remuneration to members of the Board of Directors

During the financial year 2024, the amount accrued by the members of the Board of Directors totalled €2,331,000 (€5,405,000 in 2023) and is made up of the following items and amounts:

	Thousands of euros	
	2024	2023
Wages, attendance fees and other remuneration	2,331	5,405
Total	2,331	5,405

The members of the Company's Board of Directors have not received any remuneration for profit sharing or bonuses. They have not received shares or share options during the year, exercised options or have options pending yet to be exercised.

Senior Management compensation and loans

	Thousands of euros	
	2024	2023
Wages, attendance fees and other remuneration	2,239	5,323
Loans	260	433
Total	2,499	5,756

There has been no need to record any provision to cover loans to Senior Management.

Conflicts of interest affecting directors

In order to avoid conflicts of interest with the Company, during the year Directors that held positions on the Board of Directors complied with the obligations established in Article 228 of the Spanish Corporate Enterprises Act. Both they and persons associated with them have abstained from entering into the conflicts of interest defined by Article 229 of that law, except in the cases in which the appropriate authorisation has been obtained.

33. BALANCES AND TRANSACTIONS WITH RELATED PARTIES

Balances with related parties were as follows in 2024 and 2023:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros				
2024	Non-current credit facilities	Current credit facilities	Non-current loans	Current loans	Current trade payables
Accesos de Ibiza S.A.	2,316	-	6,684	-	-
Aldigavia Oficinas, S.L.	-	-	-	-	202
Aldigavia, S.A.U.	-	-	-	-	22
Alten El Casar, S.L.	363	400	-	-	24
Alten Renewable Energy Developments	-	-	-	-	17
Autopista Magdalena Medio, S.A.S.	47,930	-	-	-	-
Autopista del Rio Grande, S.A.S.	42,175	-	-	-	-
Autopistas del Caribe, S.A.S.	4,208	-	-	-	-
Autopistas del Nordeste, S.A.S.	8,920	-	-	-	-
Bulevar del Arte y La Cultura, S.A.	(18)	100	-	-	-
Concesión Transversal del Sisga S.A.S.	19,177	-	-	-	-
El Arce de Villalba, S.L.U.	-	-	-	-	10
Energía de Colombia STR, S.A.S	-	-	19,155	-	27
Fortem Integral, S.L.	51	-	-	-	-
Fortem Integral, S.L.	51	-	-	-	51
GOP Properties SOCIMI S.A.	4,085	573	-	-	107
Inmuebles Gade, S.L.	-	9,100	-	-	-
La Gavia Edificio IV, S.L.	-	-	-	-	-
Medsolar SPV	-	301	-	-	125
Mostoles Factory 2019, S.L.	-	-	-	21	3
Ola Ortiz Construccion SPA	-	-	-	-	-
Operadora Hospitalaria Tepic, S.A.P.I. de C.V.	-	-	-	-	-
Ortega y Gasset Park, S.A.U.	-	-	-	-	(4)
Ortiz Sport Factory, S.L.	-	-	-	-	-
Promotora Hospitalaria de Bosa, S.A.S.	12,286	-	-	-	-
Promotora Hospitalaria Tepic, S.A.P.I. de C.V.	-	-	-	-	2
Superficie Cartera Inversiones, S.A.	-	-	507	-	-
Urbanizadora Gade S.A.	2	-	-	-	-
Vending La Gavia, S.L.	-	14	-	-	-
Edificio la Gavia IV, S.L.	-	-	-	-	528
Other companies	-	-	-	-	156
TOTAL	141,495	10,488	26,346	21	1,219

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros					
2023	Non-current credit facilities	Current credit facilities	Non-current loans	Current loans	Short-term debtors	Current trade payables
Accesos de Ibiza, S.A.	2,510	-	6,693	-	-	-
Aldigavia Oficinas, S.L.	-	-	-	-	119	-
Aldigavia, S.A.U.	-	-	-	-	37	-
Alten El Casar, S.L.	268	400	-	-	24	-
Alten Renewable Energy Developments	-	-	-	-	17	-
Autopista Magdalena Medio, S.A.S.	35,158	-	-	-	-	-
Autopista del Rio Grande, S.A.S.	40,512	-	-	-	-	-
Autopistas del Caribe, S.A.S.	3,635	-	-	-	-	-
Autopistas del Nordeste, S.A.S.	32,220	-	-	-	-	-
Bulevar del Arte y La Cultura, S.A.	237	100	-	-	186	-
Concesión Transversal del Sisga S.A.S.	21,167	-	-	-	-	-
El Arce de Villalba, S.L.U.	-	-	-	-	14	-
Energía de Colombia STR, S.A.S	21,354	-	-	-	643	-
Fortem Integral, S.L.	51	-	-	-	1	49
GOP Properties SOCIMI S.A.	1,358	714	-	-	106	-
Inmuebles Gade, S.L.	-	8,922	-	-	-	-
La Gavia Edificio IV, S.L.	-	-	-	-	17	-
Medsolar SPV	-	451	-	3	31	-
Mostoles Factory 2019, S.L.	-	268	-	21	7	-
Ola Ortiz Construcción SPA	-	-	-	-	-	-
Operadora Hospitalaria Tepic, S.A.P.I. de C.V.	-	-	-	-	2	-
Ortega y Gasset Park, S.A.U.	-	-	-	-	21	-
Ortiz Sport Factory, S.L.	-	-	-	-	7	-
Promotora Hospitalaria de Bosa, S.A.S.	10,619	-	-	-	3	-
Promotora Hospitalaria Tepic, S.A.P.I. de C.V.	-	795	-	-	459	-
Superficie Cartera Inversiones, S.A.	-	1,961	-	-	-	-
Urbanizadora Gade S.A.	2	-	-	-	-	-
Vending La Gavia, S.L.	-	14	-	-	2	-
Other companies	-	-	-	-	152	-
TOTAL	169,091	13,625	6,693	24	1,848	49

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

Related-party transactions were as follows in 2024 and 2023:

2024	Thousands of euros			
	Sales	Purchases	Interest expense	Interest income
Accesos de Ibiza, S.A.	276	-	(257)	141
Aldigavia Oficinas, S.L.	547	-	-	-
Aldigavia, S.A.U.	98	(2,071)	-	-
Alten El Casar, S.L.	148	-	-	95
Autopista Magdalena Medio, S.A.S.	-	-	-	4,585
Autopista del Río Grande, S.A.S.	-	-	-	4,869
Autopistas del Caribe, S.A.S.	-	-	-	466
Autopistas del Nordeste, S.A.S.	-	-	-	3,155
Bulevar del Arte y La Cultura, S.A.	-	-	-	-
Concesión Transversal del Sisga S.A.S.	-	-	-	3,224
Edificio la Gavia IV, S.L.	-	-	-	-
El Arce de Villalba, S.L.U.	-	-	-	-
Energía de Colombia STR, S.A.S	341	-	(142)	1,707
Fortem Integral, S.L.	5	-	-	-
GOP Properties SOCIMI S.A.	606	(18)	-	-
Medsolar, S.L.	125	-	-	-
Mostoles Factory 2019, S.L.	12	-	-	9
Operadora Hospitalaria Tepic, S.A.P.I. de C.V.	58	(16)	-	-
Ortega y Gasset Park, S.A.U.	60	-	-	-
Ortiz Sport Factory, S.L.	-	-	-	-
Promotora Hospitalaria de Bosa, S.A.P.I. de C.V.	-	74	-	1,297
Promotora Hospitalaria Tepic, S.A.P.I. de C.V.	2,809	-	-	72
Superficie Cartera Inversiones, S.A.	182	-	(9)	41
Vending La Gavia, S.L.	5	-	-	-
Viario A-31, S.A.	28	-	-	-
Bulevar del Arte y La Cultura, S.A.	-	-	-	12
Edificio la Gavia IV, S.L.	2,607	-	-	-
TOTAL	7,907	(2,031)	(408)	19,673

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

	Thousands of euros			
2023	Sales	Purchases	Interest expense	Interest income
Accesos de Ibiza, S.A.	276	-	-	139
Aldigavia Oficinas, S.L.	513	(2,169)	-	-
Aldigavia, S.A.U.	106	-	-	-
Alten El Casar, S.L.	176	-	-	133
Autopista Magdalena Medio, S.A.S.	-	-	-	2,882
Autopista del Río Grande, S.A.S.	-	-	-	4,176
Autopistas del Caribe, S.A.S.	-	-	-	163
Autopistas del Nordeste, S.A.S.	-	-	-	4,283
Bulevar del Arte y La Cultura, S.A.	100	-	-	12
Concesión Transversal del Sisga S.A.S.	-	-	-	3,948
Edificio la Gavia IV, S.L.	14	-	-	-
El Arce de Villalba, S.L.U.	49	-	-	-
Energía de Colombia STR, S.A.S	687	-	-	1,272
Fortem Integral, S.L.	5	(14)	-	3
GOP Properties SOCIMI S.A.	520	(535)	-	-
Medsolar, S.L.	34	-	-	-
Mostoles Factory 2019, S.L.	24	-	-	17
Operadora Hospitalaria Tepic, S.A.P.I. de C.V.	-	-	-	-
Ortega y Gasset Park, S.A.U.	44	(1,319)	-	-
Ortiz Sport Factory, S.L.	2	-	-	-
Promotora Hospitalaria de Bosa, S.A.P.I. de C.V.	8	-	-	423
Promotora Hospitalaria Tepic, S.A.P.I. de C.V.	955	-	-	90
Superficie Cartera Inversiones, S.A.	387	-	-	34
Vending La Gavia, S.L.	5	-	-	1
Viario A-31, S.A.	42	-	-	-
TOTAL	3,947	(4,037)	-	17,576

Transactions with directors or executives

There are no significant transactions involving a transfer of resources or obligations between the Parent Company or Group companies and the Company's directors or executives.

34. SEGMENT REPORTING

The Group's financial information broken down by operating segment for the years ended 31 December 2024 and 2023 is indicated below:

	Thousands of Euros				
2024	Infrastructures	Energy	Concessions	Property	Total
Assets	230,138	425,225	236,673	27,668	919,704
Liabilities	14,116	329,669	40,977	268,478	653,240
Revenue	355,438	385,013	19,579	1,378	761,408
Profit/(loss) before tax	17,189	18,620	947	67	36,823

	Thousands of Euros				
2023	Infrastructures	Energy	Concessions	Property	Total
Assets	113,009	515,751	141,283	124,115	894,158
Liabilities	24,005	491,704	112,985	20,404	649,098
Revenue	343,710	458,319	17,049		820,037
Profit/(loss) before tax	15,695	31,428	778	44	47,945

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

35. ASSETS OF AN ENVIRONMENTAL NATURE

Environmental activity is defined as any action intended to prevent, reduce or repair damage to the environment. However, the Group's activities include road cleaning, the collection of solid urban waste and subsequent treatment, sanitation and water quality control and other activities that involve the provision of environmental services to third parties. Similarly, most of the construction, installation and EPC contracts include an environmental impact study, as well as the execution of work to preserve, maintain and restore the environment.

Grupo Ortiz designs, develops and implements environmental management plans to protect the environment in all its workplaces and the projects it is awarded. These projects identify the environmental aspects that may lead to impacts on the environment, and establish operational control measures on them to reduce the environmental impact. Among the environmental aspects identified, assessed and controlled is waste management, as the most significant environmental aspect, as well as control of atmospheric emissions, dust emissions, protection of biodiversity, flora and fauna rescue plans, soil contamination and consumption of natural resources.

The Group companies have implemented Environmental Management Systems under the UNE-EN ISO 14001:2015 standard certified by AENOR. In addition, Ortiz Construcciones y Proyectos, S.A. has an Energy Management System in accordance with UNE-EN ISO 50001:2018 and the verification of the Carbon Footprint through the GHG PROTOCOL, both of which are also certified by AENOR:

Ortiz Construcciones y Proyectos, S.A.

- UNE-EN ISO 14001:2015 certified by AENOR with certificate number GA-2000/0039 and an issue date of 10 March 2000.
- UNE-EN ISO 50001:2018 certificate by AENOR with certificate number GE-2014/0023 and issue date 01/09/2014
- Verification of the Carbon Footprint by AENOR's GHG PROTOCOL, with certificate number GHG-0099/2023 and issue date 24/05/2023

Compañía Internacional de Construcción y Diseño, S.A.U.

- UNE-EN ISO 14001: 2015 certified by AENOR with certificate number GA-2007/0166 and issue date of 16 April 2007

Ingeniería y Diseños Técnicos, S.A.U.

- UNE-EN ISO 14001:2015 certified by AENOR with certificate number GA-2.006/0486 and issue date of 30 November 2006

Asteisa Tratamiento de Aguas, S.A.U.

- Certificate number GA-2013/0142 and issue date of 22 April 2013.

Contratas y Servicios Ferroviarios, S.A.U.

- UNE-EN ISO 14001:2015 certified by AENOR with certificate number GA-2003/0021 and issue date of 28 January 2003

INDAG S.A.U.

- UNE-EN ISO 14001:2015 certified by AENOR with certificate number GA-2022/0098 and issue date of 17 May 2022

Contingencies related to environmental protection and improvement

The main environmental impact derived from the activities of the GRUPO ORTIZ companies which represents a risk for the environment is the generation of hazardous waste. Dumps and/or discharges into the soil or the municipal sanitation network, atmospheric emissions, consumption of energy resources and other potential impacts are also assessed.

The transport, management and processing of hazardous waste is transferred to the companies in Empresa para la Gestión de Residuos Industriales, S.A. (EMGRISA), and SERTEGO Servicios Medioambientales, S.L.U. The different companies of the Group are responsible for the temporary storage of such waste in areas duly prepared for the purpose.

Group companies have contracted civil liability insurance that covers liability for environmental pollution. This policy agrees to cover consequences of water, land or atmospheric pollution, in accordance with current law, provided that they result from an accidental, unforeseen, unintended cause that is not linked to the normal course of the insured activity. A sub-limit is established for this coverage of €3,000 thousand per claim and year of insurance. Any potential contingencies, indemnities and other environmental risks that the company may incur are adequately covered by the civil liability insurance policies it has taken out.

In addition to the activities related to environmental impact analysis and the work carried out to preserve,

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2024

(Thousands of euros)

maintain and restore the environment, in 2024 and 2023, the companies in the Group did not make significant investments in material or intangible assets related to environmental matters.

36. AUDITORS' FEES

The audit fees accrued during the year by PricewaterhouseCoopers Auditores, S.L. for audit services totalled €258,000 (2023: €248,000). The audit fees accrued during the year by PricewaterhouseCoopers Auditores, S.L. for other verification and other services rendered to the Group amounted to €30,000 (2023: €6,000). No fees have been accrued for other services of the PwC network (2023: 0 Thousand euros), with tax services rendered amounting to €0 thousand in 2024 (2023: 0 euros). No services required by other legal provisions have been provided.

Other firms in the PricewaterhouseCoopers network have accrued €60,000 for audit (€56,000 in 2023) and €28,000 for tax services (€11,000 in 2023), all of them outside Spain. No services required by other legal provisions have been provided.

37. SUBSEQUENT EVENTS

In February 2025, after reaching an agreement with KMA Construcciones, S.A.S., the Parent Company acquired 25% of the stake in Concesión Transversal del Sisga S.A.S.

In the opinion of the directors of the Parent Company, no other matter has been identified which may have a material effect on the Consolidated Annual Financial Statements after the year ended 31 December 2024.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX I

SUBSIDIARIES

31 December 2024

Name	Domicile	Business	%	Shareholding		Audit
				Thousands of euros	Group Company owner	
Agrícola El Casar, S.L.U.	Madrid	Property	100%	55,772	Ortiz CYP	PwC
Arquitectura Industrializada Andaluza, S.L.	Seville	Infrastructures	55%	342	Indagsa	Not audited
Asteisa Tratamiento de Aguas, S.A.U.	Madrid	Infrastructures	100%	1,889	Ortiz CYP	PwC
Compañía Internacional de Construcción y Diseño, S.A.U.	Madrid	Infrastructures	100%	1,560	Ortiz CYP	PwC
Concesionaria Collado Villalba, S.A.U.	Madrid	Concessions	100%	6,050	Ortiz CYP	PwC
Promotora Hospitalaria Tepic, S.A.P.I. de C.V.	Madrid	Infrastructures	48%	-	Ortiz CyP	Not audited
Constructora Obrascol, S.A.S.	Madrid	Infrastructures	100%	-	Ortiz CyP/Asteisa	Not audited
Contratas y Servicios Ferroviarios, S.A.U.	Orense	Infrastructures	100%	18,862	Ortiz CYP	PwC
Galindo Substations México, S.A.P.I de C.V.	Madrid	Infrastructures	100%	-	Ortiz CYP	Not audited
GO Barajas 2017, S.A.	Madrid	Concessions	100%	60	Ortiz CYP	Not audited
Grupo Ortiz Construcciones México, S.A.	Mexico	Infrastructures	100%	-	Ortiz CYP	Not audited
GO Santa Ana Park, S.A	Madrid	Concessions	100%	60	Ortiz CYP	Not audited
Go Parking Tudescos, S.A.	Madrid	Concessions	100%	60	Ortiz CYP	Not audited
Impulsa Grup Ortiz, S.L.	Barcelona	Infrastructures	93%	-	Ortiz CYP	Not audited
INDAG, S.A.U.	Madrid	Infrastructures	100%	1,679	Ortiz CYP	PwC
Ingeniería y Diseños Técnicos, S.A.U.	Madrid	Infrastructures	100%	120	Ortiz CYP	PwC
La Gavia Factory, S.L.	Madrid	Property	75%	5	Ortiz CyP	Not audited
Ortiz Energía Japan, K.K.	Japan	Energy	100%	-	Ortiz CYP	SANSEI Trust
Ortiz USA, LLC	USA	Energy	100%	11,298	Ortiz CyP	PwC
Tecasol, S.A.	Uruguay	Infrastructures	70%	2	Ortiz CYP	Not audited
Total subsidiaries				97,759		

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX I

SUBSIDIARIES

31 December 2023

Name	Domicile	Business	%	Shareholding		Audit
				Thousands of euros	Group Company owner	
Agrícola El Casar, S.L.U.	Madrid	Property	100%	55,772	Ortiz CYP	PwC
Arquitectura Industrializada Andaluza, S.L.	Seville	Infrastructures	55%	342	Indagsa	Not audited
Asteisa Tratamiento de Aguas, S.A.U.	Madrid	Infrastructures	100%	1,889	Ortiz CYP	PwC
Compañía Internacional de Construcción y Diseño, S.A.U.	Madrid	Infrastructures	100%	1,560	Ortiz CYP	PwC
Concesionaria Collado Villalba, S.A.U.	Madrid	Concessions	100%	6,050	Ortiz CYP	PwC
Promotora Hospitalaria Tepic, S.A.P.I. de C.V.	Madrid	Infrastructures	48%	-	Ortiz CyP	Not audited
Constructora Obrascol, S.A.S.	Madrid	Infrastructures	100%	-	Ortiz CyP/Asteisa	Not audited
Contratas y Servicios Ferroviarios, S.A.U.	Orense	Infrastructures	100%	25,545	Ortiz CYP	PwC
Galindo Substations México, S.A.P.I de C.V.	Madrid	Infrastructures	100%	-	Ortiz CYP	Not audited
GO Barajas 2017, S.A.	Madrid	Concessions	100%	60	Ortiz CYP	Not audited
Grupo Ortiz Construcciones México, S.A.	Mexico	Infrastructures	100%	-	Ortiz CYP	Not audited
Impulsa Grup Ortiz, S.L.	Barcelona	Infrastructures	93%	-	Ortiz CYP	Not audited
INDAG, S.A.U.	Madrid	Infrastructures	100%	1,679	Ortiz CYP	PwC
Ingeniería y Diseños Técnicos, S.A.U.	Madrid	Infrastructures	100%	120	Ortiz CYP	PWC
La Gavia Factory, S.L.	Madrid	Property	75%	5	Ortiz CyP	Not audited
Ortiz Energía Japan, K.K.	Japan	Energy	100%	-	Ortiz CYP	SANSEI Trust
Ortiz USA, LLC	USA	Energy	100%	11,298	Ortiz CyP	PwC
Personal Management, S.A. de C.V.	Mexico	Infrastructures	100%	3	Condisa	Not audited
Tecasol, S.A.	Uruguay	Infrastructures	70%	2	Ortiz CYP	Not audited
Total subsidiaries				104,325		

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX II

JOINTLY-CONTROLLED COMPANIES

31 December 2024

Name	Domicile	Business	%	Shareholding		Audit
				Thousands of euros	Group Company owner	
Accesos de Ibiza S.A.	Balearic Islands	Concessions	50%	6,400	Ortiz CYP	Ribas Audit Office
Alten El Casar, S.L.	Madrid	Energy	66%	189	Ortiz CyP and Alten RE Developments Iberia	Not audited
Autopista del Rio Grande, S.A.S.	Colombia	Concessions	50%	11	Ortiz CyP	PwC
Autopista Magdalena Medio, S.A.S.	Colombia	Concessions	50%	11	Ortiz CyP	PwC
Energía de Colombia STR, S.A.S E.S.P.	Colombia	Energy	80%	5,217	Ortiz CyP	KPMG
Inmuebles Gade, S.L.	Madrid	Property	79%	14,802	Ortiz CYP	Not audited
MedSolar SPV10, S.R.L.	Italy	Energy	50%	5	Agricasa	Not audited
Promotora Hospital de Bosa S.A.S.	Colombia	Concessions	55%	962	Ortiz CyP	PwC
Urbanizadora Gade, S.A. In liquidation	Madrid	Property	50%	-	Ortiz CYP	Not audited
Total jointly controlled				27,597		

31 December 2023

Name	Domicile	Business	%	Shareholding		Audit
				Thousands of euros	Group Company owner	
Accesos de Ibiza S.A.	Balearic Islands	Concessions	50%	6,400	Ortiz CYP	Ribas Audit Office
Alten El Casar, S.L.	Madrid	Energy	66%	189	Ortiz CyP and Alten RE Developments Iberia	Not audited
Autopista del Rio Grande, S.A.S.	Colombia	Concessions	50%	11	Ortiz CyP	PwC
Autopista Magdalena Medio, S.A.S.	Colombia	Concessions	50%	11	Ortiz CyP	PwC
Energía de Colombia STR, S.A.S E.S.P.	Colombia	Energy	82%	5,217	Ortiz CyP	KPMG
Inmuebles Gade, S.L.	Madrid	Property	79%	14,802	Ortiz CYP	Not audited
Medsolar SPV10, S.R.L.	Italy	Energy	50%	5	Agricasa	Not audited
Promotora Hospital de Bosa S.A.S.	Colombia	Concessions	55%	962	Ortiz CyP	PwC
Urbanizadora Gade, S.A. In liquidation	Madrid	Property	50%	-	Ortiz CYP	Not audited
Total jointly controlled				27,597		

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX II

ASSOCIATES

31 December 2024

Name	Domicile	Business	Shareholding			Audit
			%	Thousands of euros	Group Company owner	
Aldigavia oficinas, S.L.U. (1)	Madrid	Property	46%	7,441	GOP SOCIMI, S.A.	PwC
Aldigavia, S.A.U. (1)	Madrid	Property	46%	9,014	GOP SOCIMI, S.A.	PwC
Alten Gestión de Proyectos, S.L. (2)	Madrid	Energy	33%	1	Alten Iberia	Not audited
Alten Kenya Solarfarms 2, B.V. (2)	Kenya	Energy	17%	-	Alten Dev. Africa	Not audited
Alten Kenya Solarfarms, B.V. (2)	Kenya	Energy	14%	2,443	Alten Dev. Africa	Not audited
Alten Management Africa, S.L. (2)	Spain	Energy	17%	1	Alten Dev. Africa	Not audited
Alten RE Developments Iberia, S.A. (2)	Madrid	Energy	33%	1,888	Alten Developments	PwC
Alten Renewable Energy Developments America, B.V. (2)	Netherlands	Energy	17%	1,503	Alten Developments	Active Accountants & Belastingadviseurs
Alten Renewable Energy Developments America 3, B.V. (2)	Netherlands	Energy	33%	-	Alten Dev. America	Not audited
Alten Renewable Energy Developments, B.V. (2)	Netherlands	Energy	33%	2,230	Ortiz CyP	Not audited
Alten Renewable Mexico 7 (Puebla) (2)	Mexico	Energy	33%	3	Alten Dev. America 3	Not audited
Autopistas del Caribe S.A.S.	Colombia	Concessions	30%	6,887	Ortiz CyP	PwC
Autopistas del Nordeste	Colombia	Concessions	25%	27	Ortiz Sucursal Colombia	PwC
Bulevar del Arte y la Cultura S.A.	Valencia	Concessions	33%	467	Ortiz CyP	Not audited
Concesión del Sisga, S.A.S.	Colombia	Concessions	25%	9	Ortiz Sucursal Colombia	PwC
Construcciones Inca-Ortiz, S.A.	Chile	Infrastructures	50%	1	Ortiz Sucursal Chile	Not audited
El Arce de Villalba, S.L.U. (1)	Madrid	Property	46%	7,857	GOP SOCIMI, S.A.	PwC
Fortem Integral, S.L.	Madrid	Others	51%	51	Agricasa	Not audited
GOP Properties SOCIMI S.A. (1)	Madrid	Property	46%	34,059	Ortiz CyP	PwC
La Gavia Edificio IV, S.L. (1)	Madrid	Property	46%	9	GOP SOCIMI, S.A.	Not audited
Mostoles Factory 2019, S.L.	Madrid	Concessions	50%	1	La Gavia Factory	Not audited
Ola Ortiz Construccion SPA	Algeria	Infrastructures	49%	136	Ortiz CyP	Not audited
Operadora Hospitalaria Tepic S.A.P.I. de C.V.	Mexico	Concessions	48%	-	Ortiz CyP	Not audited
Ortega y Gasset Park, S.A.U. (1)	Madrid	Property	46%	4,268	GOP SOCIMI, S.A.	PwC
Ortiz Sport Factory, S.L.U. (1)	Madrid	Property	46%	188	GOP SOCIMI, S.A.	PwC
Promotora Hospitalaria TEPIIC, S.A.P.I. de C.V.	Mexico	Concessions	48%	2,520	Ortiz CyP	Deloitte
Superficie Cartera Inversiones, S.A.	Madrid	Property	1%	33	Ortiz CyP	PwC
Vending La Gavia, S.L.	Madrid	Concessions	50%	25	Agricasa	Not audited
Viaro A-31 S.A.	Madrid	Concessions	26%	1,639	Ortiz CyP	Deloitte
Total Associated				82,702		

(1) Subgroup GOP Properties SOCIMI

(2) Subgroup Alten

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX II

31 December 2023

Name	Domicile	Business	Shareholding			Audit
			%	Thousands of euros	Group Company owner	
Aldigavia oficinas, S.L.U. (1)	Madrid	Property	49%	7,614	GOP SOCIMI, S.A.	PwC
Aldigavia, S.A.U. (1)	Madrid	Property	49%	9,224	GOP SOCIMI, S.A.	PwC
Alten Gestión de Proyectos, S.L. (2)	Madrid	Energy	33%	978	Alten Iberia	Not audited
Alten Kenya Solarfarms 2, B.V. (2)	Kenya	Energy	17%	-	Alten Dev. Africa	Not audited
Alten Kenya Solarfarms, B.V. (2)	Kenya	Energy	14%	2,678	Alten Dev. Africa	Not audited
Alten Management Africa, S.L. (2)	Spain	Energy	17%	-	Alten Dev. Africa	Not audited
Alten RE Developments Iberia, S.A. (2)	Madrid	Energy	33%	1,888	Alten Developments	PwC
Alten Renewable Energy Developments America, B.V. (2)	Netherlands	Energy	17%	155	Alten Developments	Active Accountants & Belastingadviseurs
Alten Renewable Energy Developments America 3, B.V. (2)	Netherlands	Energy	33%	-	Alten Dev. America	Not audited
Alten Renewable Energy Developments America, B.V. (2)	Netherlands	Energy	7%	578	Alten Developments	Active Accountants & Belastingadviseurs
Alten Renewable Energy Developments, B.V. (2)	Netherlands	Energy	33%	4,510	Ortiz CyP	Not audited
Alten Renewable Energy Investments, B.V. (2)	Netherlands	Energy	23%	867	Ortiz CyP	Not audited
Alten Renewable Mexico 7 (Puebla) (2)	Mexico	Energy	33%	1	Alten Dev. America 3	Not audited
Alten Solar Power (Hardap) (pty) Ltd (2)	Namibia	Energy	8%	144	Alten Dev. Africa	PwC
Autopistas del Caribe S.A.S.	Colombia	Concessions	30%	6,887	Ortiz CyP	PwC
Autopistas del Nordeste	Colombia	Concessions	25%	28	Ortiz Sucursal Colombia	PwC
Bulevar del Arte y la Cultura S.A.	Valencia	Concessions	33%	467	Ortiz CyP	Not audited
Concesión del Sisga, S.A.S.	Colombia	Concessions	25%	10	Ortiz Sucursal Colombia	PwC
Construcciones Inca-Ortiz, S.A.	Chile	Infrastructures	50%	1	Ortiz Sucursal Chile	Not audited
Cubico Alten Aguascalientes 1, S.A.P.I. de C.V. (2)	Mexico	Energy	2%	62	Alten Dev. America	PwC
Cubico Alten Aguascalientes 2, S.A.P.I. de C.V. (2)	Mexico	Energy	2%	51	Alten Dev. America	PwC
El Arce de Villalba, S.L.U. (1)	Madrid	Property	49%	8,040	GOP SOCIMI, S.A.	PwC
Fortem Integral, S.L.	Madrid	Others	51%	51	Agricasa	Not audited
GOP Properties SOCIMI S.A. (1)	Madrid	Property	49%	38,604	Ortiz CyP	PwC
La Gavia Edificio IV, S.L. (1)	Madrid	Property	49%	3	GOP SOCIMI, S.A.	Not audited
Mostoles Factory 2019, S.L.	Madrid	Concessions	50%	1	Ortiz CyP	Not audited
Ola Ortiz Construcción SPA	Algeria	Infrastructures	49%	135	Ortiz CyP	Not audited
Operadora Hospitalaria Tepic S.A.P.I. de C.V.	Mexico	Concessions	48%	-	Ortiz CyP	Not audited

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX II

Ortega y Gasset Park, S.A.U. (1)	Madrid	Property	49%	4,367	GOP SOCIMI, S.A.	PwC
Ortiz Sport Factory, S.L.U. (1)	Madrid	Property	49%	193	GOP SOCIMI, S.A.	PwC
OrtizCocomex, S.A.P.I. de C.V.	Mexico	Infrastructures	0%	-	Ortiz CyP	Not audited
Promotora Hospitalaria TEPIC, S.A.P.I. de C.V.	Mexico	Concessions	48%	5,039	Ortiz CyP	Deloitte
Superficie Cartera Inversiones, S.A.	Madrid	Property	1%	40	Ortiz CyP	PwC
Vending La Gavia, S.L.	Madrid	Concessions	50%	25	Agricasa	Not audited
Viario A-31 S.A.	Madrid	Concessions	26%	1,639	Ortiz CyP	Deloitte
Total Associated				97,727		

(1) Subgroup GOP Properties SOCIMI

(2) Subgroup Alten

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX III

TEMPORARY JOINT VENTURES

		Thousands of euros	
		2024	
ASTEISA, TRATAMIENTO DE AGUAS, S.A.U.	% Ownership	Revenue	Profit(loss)
UTE ABASTECIMIENTO SEVILLA.	80%	178	(10)
UTE BRETOÑA.	50%	-	-
UTE CANTON CASA DE CAMPO.	50%	-	(29)
UTE EDAR EL PLANTÍO	30%	1,322	9
EDAR (WWTP) JOINT VENTURE RIBADEO.	50%	162	23
UTE EDAR VEGA	75%	-	-
UTE EXTRACO-ASTEISA.ARCADE.	50%	212	-
Total ASTEISA, TRATAMIENTO DE AGUAS, S.A.U.		1,874	(7)

		Thousands of euros	
		2024	
CIA.INTNAL.CONSTRUCCION Y DISEÑO,S.A.U.	% Ownership	Revenue	Profit(loss)
UTE ALCAZAR REAL	50%	-	-
UTE ACUERDO MARCO OBRAS FORESTALES	60%	62	2
UTE CASA ROMANA.	50%	-	-
UTE DISTRITO SEDE PUENTE VALLECAS 2021	20%	-	5
UTE ESPACIOS PUBLICOS SAN BLAS	80%	-	(44)
UTE EMERGENCIAS Y BOMBEROS	80%	(4)	(21)
UTE JUEZ BORRULL	80%	1,811	-
UTE VIVIENDAS CALVIA	20%	164	-
UTE SERRANO 180	80%	587	7
UTE ADECUACION LAS HURDES	60%	-	-
Total CIA.INTNAL.CONSTRUCCION Y DISEÑO,S.A.U.		2,620	(51)

		Thousands of euros	
		2024	
CONTRATAS Y SERVICIOS FERROVIARIOS, S.A.U.	% Ownership	Revenue	Profit(loss)
UTE ESTACION PARLA NORTE	20%	770	27
UTE LA MEZQUITA.	25%	-	(7)
UTE MANTENIMIENTO L.A.V. MADRID-NORTE.	33%	-	-
UTE MANTENIMIENTO LOTE 2 NOROESTE.	25%	310	26
UTE MANTENIMIENTO OLMEDO PEDRALBA.	8%	403	2
UTE MIV 2021 LOTE1	23%	4,757	(247)
UTE OLMEDO PEDRALBA.	8%	-	-
UTE RIV GIJON LAVIANA	30%	3,449	(333)
UTE TORRALBA	50%	(201)	(538)
LITE RIV ORENSE-MONFORTE	33%	4,637	87
UTE LAV GALICIA	33%	3,855	68
UTE LAV OLMEDO VILLADA	33%	4,195	(71)
UTE LA NEGRILLA	80%	-	(1)
Total CONTRATAS Y SERVICIOS FERROVIARIOS, S.A.U.		22,175	(987)

		Thousands of euros	
		2024	
IMPULSA GRUP ORTIZ, S.L.	% Ownership	Revenue	Profit(loss)
UTE AULARI BELLVITGE.	45%	-	-
Total IMPULSA GRUP ORTIZ,S.L.		-	-

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX III

		Thousands of euros	
		2024	
INGENIERIA Y DISEÑOS TECNICOS, S.A.U.	% Ownership	Revenue	Profit(loss)
UTE ACONDICIONAMIENTOS CANAL	70%	88	28
UTE CANAL FILIPINAS	20%	15	40
UTE JARDINES MARBELLA.	70%	3,798	1,093
UTE INDITEC-SICE-PLAYAS CADIZ.	60%	-	-
UTE MARGENES CARRETERAS LOTE 1 CENTRO	50%	178	12
UTE MARGENES CARRETERAS LOTE 3 CENTRO	50%	239	25
UTE PARQUES FORESTALES Y VIVEROS.	45%	986	380
UTE PARQUE VÍCTIMAS COVID-19	80%	345	2
UTE RIO SAJA	33%	1,093	41
UTE RINCON VICTORIA	70%	1,086	94
UTE GESTION DE PLAYAS BENALMADENA	70%	488	55
UTE ZONES VERDES BENAHAVIS	70%	160	36
UTE ZONAS VERDES MARBELLA.	55%	-	1
UTE ZONAS VERDES LOTE 3 CORUÑA	60%	1,026	-
UTE PARQUES SINGUARES	40%	4,062	271
UTE PARQUES MADRID LOTE 6	50%	4,839	288
Total INGENIERIA Y DISEÑOS TECNICOS, S.A.U.		18,403	2,366

		Thousands of euros	
		2024	
ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A.	% Ownership	Revenue	Profit(loss)
UTE A11 QUINTANILLA-OLIVARES.	40%	8,147	(536)
UTE ABASTECIMIENTO SEVILLA	20%	45	(2)
UTE ACCESOS IBIZA	50%	-	-
UTE ADECUACION VIALES LOTE 1	65%	509	435
UTE ACERAS LOTE 4	65%	1,887	(259)
UTE ALCAZAR REAL	50%	-	-
UTE AULARI BELLVITGE	20%	-	-
UTE AUTOVIA A-12	34%	4,307	(320)
UTE CANTON CASA DE CAMPO	50%	-	(29)
UTE CANAL FILIPINAS	80%	60	161
UTE CARIÑENA	80%	-	-
UTE CENTRO ACUATICO 2012	20%	-	-
UTE CIE ALGECIRAS	50%	1,686	335
UTE CLINICO MADRID	30%	-	(1)
UTE CONSERVACIÓN CUENCA	50%	-	-
UTE CORREOS RAMPA 7 BARAJAS.	50%	-	19
UTE DISTRITO SEDE PUENTE VALLECAS 2021	80%	-	21
UTE EDAR EL PLANTÍO.	40%	1,762	11
UTE EDAR RIBADEO	50%	162	23
UTE ELEJALDE	40%	-	-
UTE EMERGENCIAS Y BOMBEROS	20%	(1)	(5)
UTE ESPACIOS PUBLICOS SAN BLAS	20%	-	(11)
UTE ESTACION PARLA	80%	3,078	108
UTE JUEZ BORRULL	20%	453	-
UTE LA MEZQUITA	75%	-	(21)
UTE LA PIZARRA	80%	-	-
UTE LA NEGRILLA	20%	-	-
UTE ESPACIOS MULTIUSOS	50%	942	(35)
UTE ORIZ-SICE-ITUVAL GESTION ENERGETICA	60%	(3)	(4)
UTE PARKING VILLALBA	50%	-	-

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

APPENDIX III

UTE PARQUES FORESTALES Y VIVEROS		10%	219	84
Thousands of euros				
			2024	
ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A.	% Ownership		Revenue	Profit(loss)
PARQUES VICTIMAS COVID-19.	20%		86	1
UTE PLANTA EL MOLAR	80%		(41)	262
UTE PLANTAS SOLARES AEROPUERTOS CANARIOS	65%		11	(5)
UTE PLAZA MEXICO	50%		-	-
UTE REGADIO MONTEERRUBIO	60%		-	6
UTE RENOVACION RED CANAL LOTE 8	33%		2341	80
UTE RUTA DE LA PLATA 2021	50%		980	3
UTE SAN CRISTOBAL-GETAFE	50%		-	-
UTE SECTOR LA ESTACION	55%		-	-
UTE SERRANO 180	20%		147	2
UTE SOTANO TC	50%		-	-
UTE TORIL	60%		8,707	(1,399)
UTE PAVIMENTOS LOTE 2.	60%		2886	109
UTE URBANIZACION DISTRITO LOTE 2	70%		7,243	(356)
UTE VALDECARROS ETAPA II	50%		3,941	(422)
UTE VILLENA CV81	34%		1,153	36
UTE VIVIENDAS CALVIA	80%		654	-
UTE ZONAS VERDES MARBELLA	20%		-	-
Total ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A.			51,361	(1,709)

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

DRAFTING OF ANNUAL FINANCIAL STATEMENTS AND CONSOLIDATED MANAGEMENT REPORT FOR FINANCIAL YEAR 2024

The Board of Directors of Grupo Ortiz Construcciones y Proyectos, S.A. on 6 March 2025, in compliance with the requirements established in article 253 of the Corporate Enterprises Act (Ley de Sociedades de Capital) and article 37 of the Code of Commerce, is drafting the Consolidated Annual Financial Statements of Grupo Ortiz Construcciones y Proyectos S.A. and subsidiaries, and the Consolidated Management Report for the year ended 31 December 2024, which are made up of the appendices preceding this document.

Signed: Juan Antonio Carpintero López

Signed: Javier Carpintero Grande

Signed: Sara Carpintero Grande

Signed: Juan Antonio Carpintero Grande

Signed: Carlos Cuervo-Arango Martínez

Signed: Juan Luis Domínguez Sidera

Signed: Raúl Arce Alonso

Signed: Alejandro Moreno Alonso

Signed: Borja Carpintero García-Arias

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES
CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024



ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

CONTENTS OF THE MANAGEMENT REPORT

1. Business in 2024 and the situation of the Group
2. Grupo Ortiz around the world
3. Current portfolio
4. Finance & Debt
5. Digitalisation
6. Sustainability
7. Concessions Area
8. Energy Area
9. Infrastructure Area
10. Property Area
11. Financial Risk Management policies
12. Deferral of payments made to suppliers
13. Foreseeable developments in the Group and corporate strategy
14. Employment
15. Quality, environment, occupational risk prevention and research, development and technological innovation activities.
16. Acquisition and divestment of treasury shares
17. Significant events after the close of the year
18. Non-financial information statement

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

1. BUSINESS IN 2024 AND SITUATION OF THE GROUP

Grupo Ortiz is a global concessionaire of sustainable infrastructures and renewable energies diversified into four Business Areas: Concessions, Energy, Infrastructure and Real Estate.

With 64 years of experience, it is a leader in international infrastructure and energy concessions and operates mainly in Spain, Colombia, the United States, Mexico, Panama and Japan.

Grupo Ortiz is a leading specialist in photovoltaic renewable energy EPC projects and an expert in sustainable infrastructures. Its activity is based on impact investment projects that seek to strike a balance between profitability and environmental benefits.

It is notable for its economic and financial solvency, and the capacity and experience to develop major projects at technical, financial, legal, design, maintenance and operational level.

Currently Grupo Ortiz has a team of 3,380 people.

The Group's work portfolio at December 2024 amounted to more than €6.837 billion. The consolidated turnover for 2024 amounts to €761.41 million.

The following aspects can be highlighted with respect to the Group's position in 2024:

- Grupo Ortiz defines itself as a global infrastructure and energy concessionaire. The Concessions Area is the pillar of growth for the Group, which has consolidated a business model covering large infrastructure projects with multilateral financing, financial institutions and the public and private sector.

It is a concession business model in which Grupo Ortiz demonstrates all its knowledge and experience in engineering, execution, operation and maintenance of infrastructures, as well as financial and legal structuring.
- The consolidated revenue of Grupo Ortiz in 2024 amounted to €761.41 M, with a consolidated EBITDA of €54.21 M and a Group EBITDA of €157.64 M.
- The Troncales del Río Magdalena I and II concession projects in Colombia reached financial closure in April 2024. This is one of the largest financing operations worldwide in infrastructure, exceeding €1,000 million. Grupo Ortiz has a 50% stake in both projects.
- In addition, the refinancing of the concession projects Conexión Norte and Energía en Barranquilla in Colombia was also completed in 2024.
- Grupo Ortiz has 4 concessions in operation in Colombia: Conexión Norte, Transversal del Sisga, Hospital de Bosa and energy T&D in Barranquilla, consolidating its position as one of the largest concession players in Colombia and in the region.
- Consolidation of the United States as one of the countries in which Grupo Ortiz is establishing itself. In 2024, two photovoltaic farms in Texas and Louisiana were constructed using the EPC model, with a total of 438 MWp. In addition, in December 2024, the EPC contract for a new 180 MWp photovoltaic plant in Texas was signed, the fourth in the United States (in 2023, a 300 MWp plant was completed in Texas).
- At 31 December, the global workforce of Grupo Ortiz totalled 3,380 in all the countries in which the Group operates. This represents an 18% increase in workforce compared to 2023.
- Reduction of gross debt by 20% and net financial debt by 62% compared to 2023. Diversification in the sources of finance has continued, with an issue of promissory notes listed on the MARF in May 2024 (2nd renewal) with a maximum volume of €75 M.
- In 2024, Grupo Ortiz continued the comprehensive digital transformation of its entire business activity. Its aim is to ensure that the footprint on the ecosystem of all the infrastructures it executes is reduced to a minimum and the positive impact is as high as possible. Virtual execution before the actual construction begins has been confirmed as the most effective tool for sustainability.
- Grupo Ortiz demonstrates its Sustainable Commitment through its firm commitment to people, the environment, the fight against climate change and the achievement of the Sustainable Development Goals (SDGs) in all its projects, particularly in countries where its activity generates a significant positive impact in the contribution to sustainable development. It is also firmly committed to the codes of good governance and to embracing the challenges posed by the goal of being a sustainable company. Sustainable production requires us to comply with the highest standards of personal safety and project quality, as well as the unavoidable responsibility of reducing our footprint in ecosystems as far as possible.

By business areas, 2024 can be summed up as follows:

In the **concessions** area, the milestones of this year have been:

- Financing of Troncales I and II in April 2024. Eight multilateral, international and Colombian financial

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

institutions have participated in this financing: IDB, IFC, CAF, J.P. Morgan, SMBC Sumitomo, MUFG Bank of Tokyo, Bancolombia and FDN.

- First disbursement of funding for Troncal II and signing of the commencement of work certificate for Troncal I and II. In 2024, the first disbursement of financing was completed and work began on both concessions. For the execution of these works, Ortiz has acquired a significant fleet of machinery and vehicles of more than 470 units, in addition to its own industrial units for the supply of aggregates and asphalt.
- Refinancing of the Conexión Norte road concession and the Barranquilla energy concession, resulting in a cash out for the Group in excess of €60 M.
- Entry into operation of 100% of Conexión Norte and Transversal del Sisga.
- First complete year of operation of Hospital de Bosa and Barranquilla.
- COFIDES is participating in four concessions in Colombia (Bosa Hospital, Barranquilla lines and substations, Conexión Norte and Transversal del Sisga). This demonstrates the confidence of COFIDES in Grupo Ortiz and its role as a strategic partner in major concession projects.
- Early termination agreement with the Mexican State for the Aquiles Ramirez Calles Hospital in Tepic, State of Nayarit.
- Award of 2 car parks in Madrid: Tudescos and Plaza Santa Ana, with a total of 769 spaces.
- Total amortisation of the Viario A-31 MARF Bond, at maturity.

In the **energy** area, Grupo Ortiz is considered a global EPC contractor specialising in photovoltaic energy, photovoltaic plant operation and maintenance, and lines and substations.

In 2024, Grupo Ortiz totalled 1,308 MWp of photovoltaic energy in execution in 8 photovoltaic plants in two countries (Spain and USA).

In the United States, the Group constructed two photovoltaic plants in 2024, totalling 438 MWp:

- Grimes Texas, of 278 MWp.
- Elisabeth Louisiana, of 160 MWp.
- Award of the FV Jackson Ranch plant in Texas of 180 MW for X-Elio.

In Spain, the following six photovoltaic plants were constructed in 2024, totalling 870 MWp:

- Carmonita Ministerio in Badajoz, of 478 MWp. This photovoltaic plant, which was completed in 2024, is the largest ever built by Grupo Ortiz.
- Carousel and Rotasol, of 188 MWp and 22 MWp, in the province of Seville.
- Dehesa Nueva del Rey project of 58 MWp in Toledo.
- Cartujano in Cádiz, of 50 MWp.
- Salsolito, with 74 MWp, in the province of Badajoz.

In addition, the Group has constructed 7.06 km of T&D lines in Spain.

In Operation & Maintenance, the Group operates 18 photovoltaic plants in 7 countries, totalling 2,023 MWp.

Within the **infrastructure** area, Grupo Ortiz continues to apply the knowledge it has acquired over more than 60 years on large sustainable infrastructure projects, building and refurbishment, as well as the services associated with infrastructures in Spain, Colombia and Panama.

It specialises in rail, road, sanitation, integrated water cycle and environmental infrastructure, and in the refurbishment of historic buildings.

As regards land transport, it has outstanding experience in developing railway infrastructures and in the construction of roads and motorways, particularly in Spain and Colombia. In environmental infrastructure, the Group has two companies specialising in integrated water treatment and green infrastructures, with unique works in Spain and Panama. Another important aspect of the Group's portfolio is healthcare infrastructure, which includes projects in Spain, Mexico, Colombia and Bolivia.

The history of Grupo Ortiz is also associated its interest in historical and artistic heritage sites and the rehabilitation of buildings of particular interest, above all in Spain, but also in other countries such as Panama. Finally, the Group is committed to innovation in building through its company specialising in concrete technology and structural solutions.

In 2024, the Group executed numerous projects, including the following:

- Construction work on the road concessions for Troncal del Magdalena I and II for ANI (the National Infrastructure Agency) in Colombia.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

- North Panama Aqueduct, a major drinking-water transfer and distribution system, for CONADES (National Development Board of the Government of Panama).
- Guatén WWTP and works to improve the Majadahonda DWTP for Canal de Isabel II.
- A-11 motorway in Valladolid and A-12 motorway in La Rioja and Burgos for the Ministry of Transport.
- Framework contracts for roads and pavements with Madrid City Council.
- Works on the new Parla Norte station for ADIF.
- Maintenance of the Madrid- North and Galicia-Atlantic Axis High-Speed Lines, Northwest Conventional Network and Olmedo-Pedralba High-Speed Line for ADIF.
- Stage 3 of the urban development in Valdecarros. The Valdecarros project is in fact the most important urban development project in the city of Madrid.
- Building works on the Gredas san Diego School in Valdebebas, Madrid.
- Casa de Familias in Ensanche de Vallecas, Madrid, for Madrid City Council.

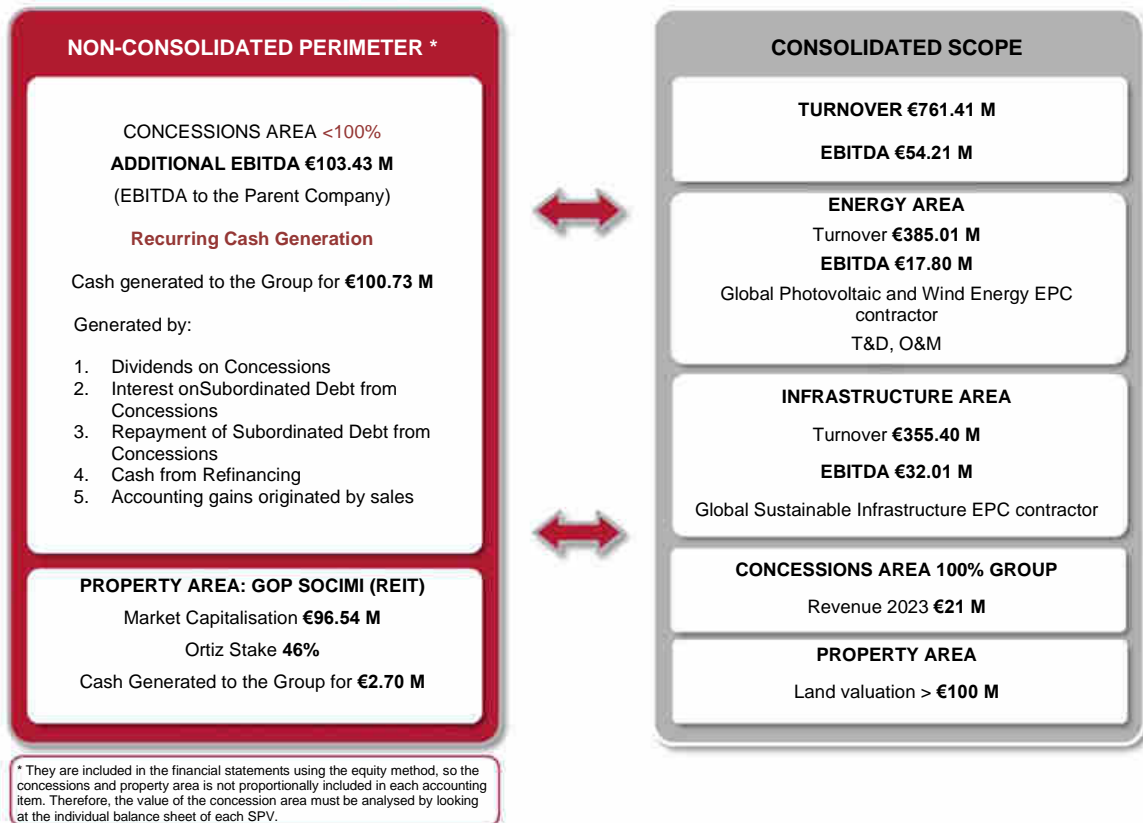
The Assets Area is focused basically on the Grupo Ortiz Properties SOCIMI. The REIT has assets valued at €202.148 million at the last valuation, representing an increase of 2.8% over the value of the asset portfolio in 2023. It deals in rented assets, such as homes, offices, car parks, petrol stations, etc., whose capitalisation at the close of 2024 amounted to €96.53 M.

The following table summarises the composition of the elements outside and inside the Scope of Consolidation of Grupo Ortiz:

Non-consolidated Scope Business Areas*		Consolidated Scope Business Areas	
<p>CONCESSIONS</p> <p>STRATEGIC AREA OF VALUE GENERATION TO THE GROUP</p> <p>Assets in Infrastructure Operation</p> <p>933 km in Motorways 1 Hospital: 215 beds Sports and Cultural Infrastructure</p> <p>Assets in Energy Operation</p> <p>365 MW Photovoltaic energy 24 km - 8 substations Lines and Substations</p> <p>Assets in Infrastructure Construction</p> <p>Two 532 km roads in Colombia</p> <p>Value generation €350 M Generation of Recurring Revenue</p> <p>+4,300 parking spaces, Environmental infrastructure</p>	<p>PROPERTY</p> <p>GOP PROPERTIES SOCIMI</p> <p>24,368 m² Offices 484 homes 814 parking spaces 5,500 m² Sports Centre</p> <p>Service Station Commercial Premises Industrial Warehouses</p> <p>€96.53 M Market Capitalisation 2024</p> <p>Socimi No. 28 of 77 by capitalization on BME Growth.</p> <p>Land valuation > €100M</p>	<p>ENERGY</p> <p>A GLOBAL LEADER IN EPC AND O&M</p> <p>+ 4.70 GW Photovoltaic, Wind and Solar Power</p> <p>+ 50 Photovoltaic, Wind and Solar Power Plants</p> <p>+ 1,200 Km T & D lines + 35 substations</p> <p>Global EPC contractor</p> <p>Photovoltaic Wind Solar thermal Transport and Distribution Operation and Maintenance</p> <p>Business model</p> <p>EPC contractor for private clients engineering, construction and O&M</p>	<p>INFRASTRUCTURES</p> <p>Global Contractors and EPC Contractors Sustainable Infrastructure</p> <p>Business model In Spain: contractor for the public administration and the private sector Rest of the world: Infrastructure EPC contractor associated with concessions O&M</p> <p>Infrastructures Road, Railway, Hospital, Water Cycle, Environmental, Rehabilitation, Construction, Services</p> <p>64 years of experience</p> <p>SUSTAINABLE INFRASTRUCTURE</p>

* They are included in the financial statements using the equity method, so the concessions and property area is not proportionally included in each accounting item. Therefore, the value of the concession area must be analysed by looking at the individual balance sheet of each SPV

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024



As regards the consolidated revenues of €761.41 M, 47% comes from the Infrastructure Area (€352.54 M) and 51% from the Energy Area (€385.01 M).

These are the productive areas of Grupo Ortiz, in which the Group makes use of all its experience in the area of energy as a global EPC contractor specialising in photovoltaic and energy transport and distribution projects, and the operation and maintenance of photovoltaic plants.

In the area of infrastructure, it has more than 64 years of experience in road, rail, healthcare and environmental infrastructure, as well as in building and refurbishment and infrastructure conservation and maintenance.

Most of the entities outside the scope of consolidation are the concessions and the GOP SOCIMI.

Grupo Ortiz has 31 concessions in Spain, Italy, and Colombia, of which 27 are in operation and 4 are under construction.

The following assets are worth highlighting out of the concessions in operation:

- Four road infrastructure concessions in Spain and Colombia (400 km in total):
 - Transversal del Sisga Motorway in Colombia, 137 km.
 - Conexión del Norte Motorway, 145 km. The concession was refinanced in 2024.
 - Accesos de Ibiza Highway, 7.1 km.
 - Viario A-31 Motorway, 111 km.
- One hospital concession in Colombia:
 - Bosa Hospital in Colombia, equipped with 215 beds and in operation since 2023.
- One transport and energy distribution concession in Colombia:
 - Lines and substations in Barranquilla, with 24 km of lines and 8 substations. This is the first energy transport and distribution concession. It has been in operation since November 2023. In 2024, the refinancing of the asset was signed.
- Three photovoltaic plants in Spain and Italy:
 - 13 MW Alten El Casar Photovoltaic Plant (Guadalajara, Spain).
 - 1 MW photovoltaic plant in Malaga University.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

- 1 MW Medsolar (Italy) Photovoltaic Plant.
- Seven car parks in Spain:
 - Collado Villalba, 1,023 spaces.
 - GO Barajas, 661 spaces.
 - Reyes Católicos in Zamaora, 538 spaces
 - Four PAR residential car parks in Madrid, with a total of 1,328 spaces.
- 3 energy efficiency concessions in Spain, with over 3,000 lamps in total in Moclín, Humanes de Madrid and Valle de Zalabi.
- Two sports infrastructure concessions:
 - La Gavia Factory gym, Madrid, with over 4,200 members.
 - Móstoles Factory gym, Madrid, with an area of 5,500 m².
- One cultural infrastructure concession:
 - Bulevar del Arte y la Cultura, in Valencia, with over 25,000 m² of installations.
- One environmental infrastructure concession:
 - Wastewater treatment plant in Ribadeo, Lugo, with a capacity of 2.7 million m³ per year.

The following are the concessions under construction:

- 2 road infrastructure concessions in Colombia (532 km in total):
 - Troncal del Magdalena I Motorway, 260 km.
 - Troncal del Magdalena II Motorway, 272 km.
- 2 car parks in Madrid (Plaza Santa Ana and Tudescos), with a total of 769 spaces. In 2024, work commenced on the adaptation of the car parks, renovation of the facilities and roofs, adaptation of the fire and disabled access facilities and installation of charging points for electric vehicles.

The adaptation works have an execution period of 12 months and an operation term of 24 years.

That total investment in these assets in the Concessions area amounts to €4,279 M.

In 2024, these concessions generated a total revenue of €130.28 M (including the concessions which are consolidated and those which are not) and a total EBITDA of €78.16 M (including the concessions which are consolidated and those which are not).

As a result of using the equity method to consolidate the associates, the EBITDA and revenue of the concessionary companies and Grupo Ortiz Properties Socimi are not reflected in the Consolidated annual financial statements.

2. GRUPO ORTIZ AROUND THE WORLD

Grupo Ortiz has maintained a global presence since 2010 in the areas of concessions, energy and infrastructure.

The Group operates mainly in Spain, Colombia, the United States, Mexico, Panama and Japan. It also executes energy projects, carries out the Operation and Maintenance of these projects, and constructs energy transmission and distribution infrastructures in Chile, Peru, France, Italy, El Salvador and Honduras.

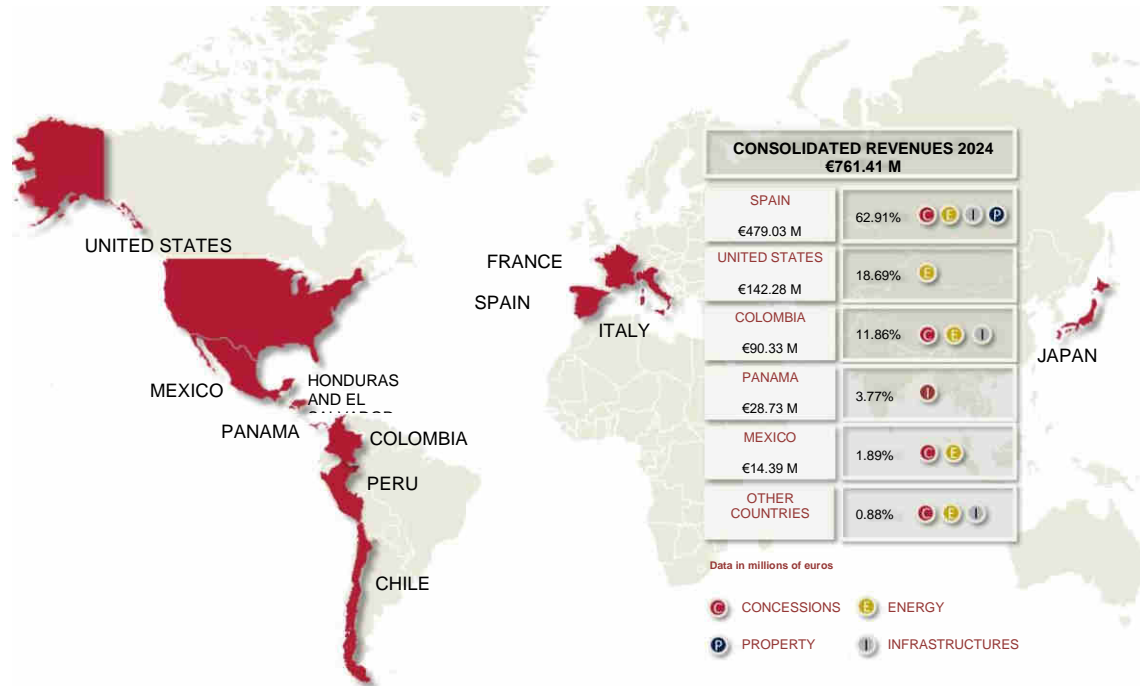
In 2024, it executed major energy and infrastructure concessionary projects in Colombia, the United States, Panama and Peru, in particular, the following:

- Troncal I and II of the Magdalena River.
- Ruta del Caribe, Colombia
- Grimes photovoltaic plant in Texas, United States.
- Elisabeth Photovoltaic Plant in Louisiana, United States
- North Panama Aqueduct in Panama.
- Lines and substations in Cuacone and Puerto Chancay in Peru.

We should highlight the importance of the United States in the Energy area, with three photovoltaic plants totalling 738 MWp and one completed in 2023 with 300 MWp, making Grupo Ortiz a significant player in the construction of renewable energy projects in this important American market.

As part of its global strategy, Grupo Ortiz bids for basic concession projects for basic services such as energy, transport, healthcare, etc. with multilateral financing and, in the case of emerging countries, legal and institutional security. In each of the concessions the Group executes its investment via EPCs. It also carries out EPC projects around the world, depending on its clients, as the risk component is very low in such projects.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024



3. CURRENT PORTFOLIO

The current project portfolio pending execution by GRUPO ORTIZ €6,837 M.

The project portfolio is focused mainly on the areas of renewable energy concessions, infrastructures and EPCs.

The portfolio corresponding to the Concessions Area amounts to €5,406 M. Of this total, 83% is in Colombia.

The Group's portfolio of concessions already has six in Colombia:

- Conexión Norte, in operation.
- Transversal del Sisga, in operation
- Bosa Hospital in Bogota, in operation since December 2023.
- Lines and substations in Barranquilla, in operation since November 2023.
- Troncal del Magdalena I, awarded in 2022 and now in operation.
- Troncal del Magdalena II, awarded in 2022 and now in operation.

The portfolio corresponding to the Energy Area amounts to €343 M, in particular, the Jackson Ranch photovoltaic project in the United States.

The portfolio corresponding to the area of infrastructure amounts to €1,087 M, basically in Colombia, Spain and Panama.

Grupo Ortiz has a very diversified portfolio by business areas and geographies, with a very high growth potential:

78% of the total portfolio is international. In the Concessions Area, the portfolio is 83% international; in the Energy Area, it is 58%; and in the Infrastructures Area, 56%.

Attached is a chart showing the portfolio as of 2024 by business area.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES
CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024



4. FINANCE & DEBT

The financial strategy of Grupo Ortiz is based on the following three key pillars:

1. The Group's corporate debt must tend towards zero, with steady reductions every year.
2. Diversification of financing sources:
3. Creation of a Banking Pool located in LATAM, aimed at projects in the geographical area.

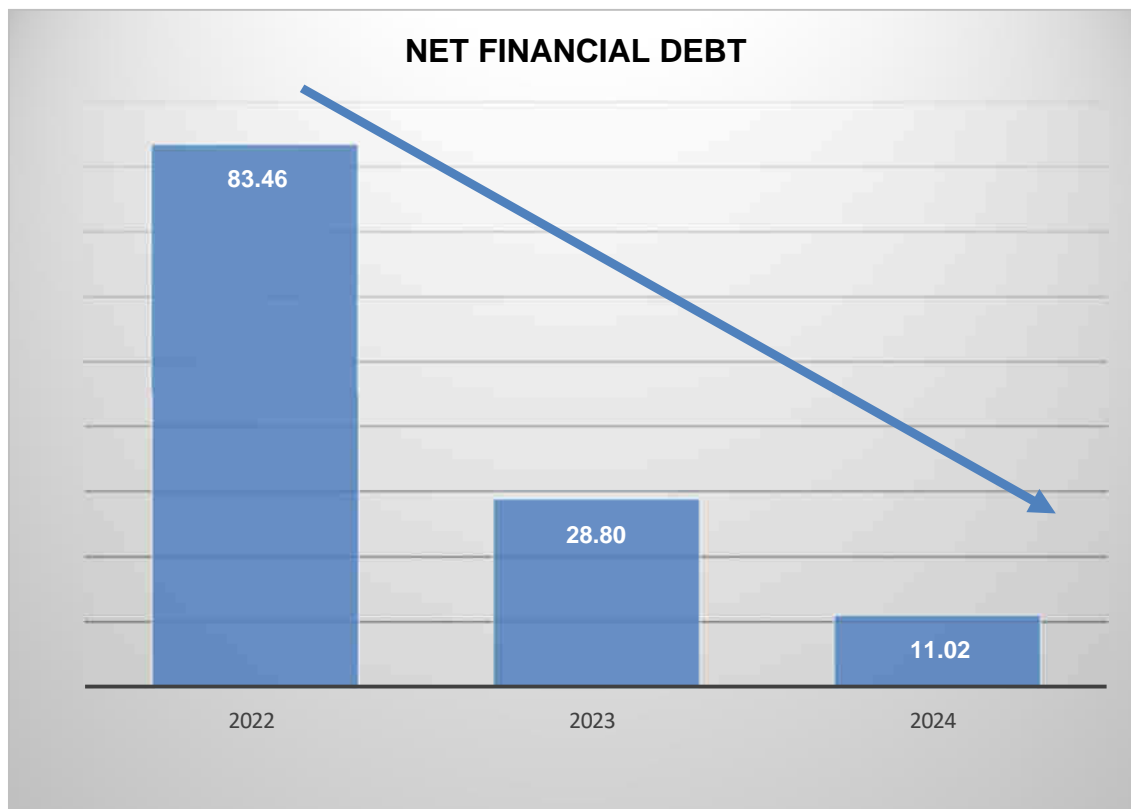
Within the diversification of financing sources, it is worth highlighting GRUPO ORTIZ's promissory note programme in the MARF (Alternative Fixed Income Market), where we have consolidated and strengthened our position, obtaining oversubscription in each placement and attracting the interest of a recurrent and loyal group of investors.

Based on these main criteria, in 2024, we continued our commitment to reducing gross debt and net financial debt, resulting in the following figures:

- (i) **Gross Debt of €88.34 M**, which in 2023 was €111.01 M, representing a reduction of 20%.
- (ii) **Net Financial Debt** of €11.02 M, which in 2023 was €28.80 M, representing a reduction of 62%.

The following chart shows the evolution of the NDF (Net Financial Debt) over the last 6 years:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES
CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024



This progressive reduction in debt is a good situation for addressing the challenges proposed in our current Business Plan.

5. DIGITALISATION

The Digital Transformation Framework in Grupo Ortiz

The Group is convinced that the digitalisation of projects has a positive impact on their sustainability, from design to the operational phase. The digitalisation process, underpinned by the use of digital tools, facilitates the selection of the most appropriate construction techniques and the most efficient production processes and minimises the use of human and material resources.

In 2024, the Group continued to apply this methodology to its main projects and to the Group's ongoing digital transformation process. In this area, digitalisation efforts have focused on enhancing the monitoring of work by linking detailed planning with information models (BIM) and automating the generation of reports to allow a clear view of executed projects and future decision-making.

Therefore, continuous leadership from the Group's management, the training and qualification of the company's technical profiles, continued investment in innovation and the incorporation of new digital tools remain essential.

Digitalisation

This is the process by which we construct the works virtually prior to their execution. This process is essential for setting informed time, cost and quality objectives for the implementation of projects and facilitates compliance with these objectives throughout project execution.

It is based on an exhaustive analysis of each fundamental component, phase or activity of the project from the initial stages to produce a virtual representation of its execution before proceeding to the physical implementation of the project. It is an ongoing process based on successive approaches involving the efforts of multiple parties, including, among others, the site team and subcontractors.

The Digital Tools

One of the pillars of the Group's digitalisation process is the integration of digital solutions into the processes of the company's different areas of activity.

Through the methodology of internal consultancy, we evaluate and, in some cases, incorporate existing market solutions (following pilot projects) or propose customised solutions to the development teams.

One case of applying a previously tested technology is the use of software for the Computerised Maintenance

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

Management System (CMMS) for Conservation, Operation and Maintenance in different types of infrastructure.

The main advantages of this system are the ability to plan preventive maintenance and agile management of corrective maintenance. It also facilitates data traceability and speeds up the control system. Its great potential lies in integrating the project BIM models and incorporating scans captured by drones to provide updated representations of the state of the infrastructure at any given time and the ability to immediately detect any differences with respect to the project to be executed.



Innovation

Total investment amounted to €1.970 M in 2024, up 8% on the figure for 2023.

The most important lines of action include integrating the information gathered from the site through mobile apps with BIM models and automating BIM models in photovoltaic plants. Photogrammetry and drone scanning is also used to automate the detection of interference, non-conformances or deviations from the planning of energy projects.

Training Plan

The plan is geared to people: to respond to the specific needs that arise in transforming the way people work with technology. It covers the Group's entire business activity on a multi-annual basis.

Its approach aims to implement new functionalities and improve the performance of the teams through training actions based on advanced technologies (the most intensive), combining the transmission of knowledge and experience with the incorporation of specialist consultants.

As in the previous year, there was an increase in training in these technologies (25 hours taught per student in 2024 and 23 hours in 2023), with an average of 25 hours in terms of single users. The total volume of students also remains practically constant (65 2024 vs 217 in 2023), as in the previous year, flexible training on the Pharos platform was not included in this section due to its limited importance at the time.

The trend for the previous year has been maintained with regard to gender distribution. Women account for more than 26% of students in digitalisation (25% in 2023). This proportion is two points more than the proportion of women in the Group's workforce.

In addition to specific training in BIM and Planning methodology, the Virtual Reality training actions carried out in the previous year have been continued. To this end, multi-level work sessions have been organised with the different technical work teams on the most significant projects, with the aim of making them fully independent. This use of Virtual Reality provides an immersive and interactive project experience in real time and allows a visualisation of its future development from the earliest stages of the design.

6. SUSTAINABILITY

In 2024, Grupo Ortiz remained firmly committed to Sustainability, a fundamental element that underpins all its activities. Grupo Ortiz is firmly committed to people, the environment and the fight against climate change, as well as the achievement of the Sustainable Development Goals (SDGs) through all its projects, particularly in countries where its activity generates a significant positive impact in the contribution to sustainable development.

This commitment to Sustainability is demonstrated in the following aspects: Commitment to people:

- Promotion of employment (88% jobs with permanent contracts). The workforce increased by 18% in 2024.
- Respect for Human Rights.
- Care for employee safety and health.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

- Continuous workforce training (27,949 hours in 2024, for 1,896 workers, particularly in areas such as digitalisation, data protection and on-site recycling).
- Social volunteering actions in communities where we operate.

Commitment to the environment:

- Social and environmental plans in a variety of projects.
- Innovation and digitalisation.
- Circular economy Grupo Ortiz continues to work on the digitalisation of the collection and management of waste generation data.
- Commitment in the fight against climate change:
 - ✓ In 2024, the emission of 13,649 tonnes of CO₂ into the atmosphere was avoided.
 - ✓ Production of 57,144 MWh of renewable energy, equivalent to the energy consumption of 16,389 homes.
 - ✓ Also of note is the digitalisation of the sustainability indicators, which allows us to optimise the data.

7. CONCESSIONS AREA

Grupo Ortiz has extensive experience in the design, finance and structuring, construction and operation of infrastructure concessions in the areas of healthcare, transport, photovoltaic energy, energy transmission lines and substations, car parks, and environmental, cultural and sports infrastructures.

This section provides a detailed description of each concession project, including the country, the milestones achieved and the planned future steps:

Colombia:

This country is the main focus for the investments of Grupo Ortiz.

Grupo Ortiz has 6 concessions in Colombia, where it obtained its first concession outside Spain, 4 of which are in operation:

- 2014: (i) 4G Conexión Norte motorway, awarded by the National Infrastructure Agency (ANI)
- 2015: (ii) 4G Transversal del Sisga Motorway, awarded by National Infrastructure Agency (ANI).
- 2020: (iii) Bosa Hospital with the Office of the Bogota Health District; and (iv) the Transmission Lines and Substations in Barranquilla, which are the responsibility of the Colombian Mining and Energy Planning Unit (UPME).
- 2022: (v) Troncal del río Magdalena I and (vi) Troncal del río Magdalena II, awarded by National Infrastructure Agency (ANI).

In these 4 projects awarded between 2014 and 2020, Grupo Ortiz also has COFIDES as a shareholder.

Colombia is spearheading the efforts of Grupo Ortiz in terms of investment in concessions around the world.

Magdalena Medio or Troncal 1 motorway:

SPV: Autopista Magdalena Medio, S.A.S.

Grupo Ortiz is participating in this strategic project for Colombia, which improves the Puerto Salgar - Barrancabermeja connection, crossing the country from north to south along the Río Grande Magdalena river. It is the sixth concession awarded to Grupo Ortiz in Colombia, and forms part of the fifth wave of projects structured by ANI.

The **closing of the financing on 5 April** and the signing of the **Construction Commencement Certificate on 27 November**.

Approximately **€518 million** in **financing** was provided by **eight entities**, including local Colombian banks (Bancolombia and FDN), international banks (JP Morgan, SMBC and MUFG) and the three multilateral entities present in the Latin American region (IFC, CAF and IDB). The first debt drawdown is expected to take place within the first few months of 2025.

Length: 259.6 kilometres, from Puerto Salgar to Barrancabermeja.

Purpose of the contract: Design, financing and construction of 146.5 kilometres of second carriageway and construction of 28.4 kilometres of bypasses, improvement of 148 kilometres of existing carriageway, rehabilitation of 5.04 kilometres, and replacement, operation and maintenance of 259.6 kilometres.

Concession term: 2022-2048.

Investment: more than **€1,200 M**.

Shareholders' equity projected for the SPV: €124 M, of which equity planned from Ortiz is €62 M, of which €41 M has already been paid out.

Revenues projected for the SPV: €2,693 M, of which post-dated payment periods of 44% and direct tolls of 56% of the total.

Río Grande motorway or Troncal 2:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

SPV: Autopista del Río Grande, S.A.S.

Grupo Ortiz is participating in this strategic project for Colombia, which improves the connection between Sabana de Torres and Curumaní, crossing the north of the country along the Río Grande Magdalena river. This is the extension of Troncal I. The seventh concession awarded to Grupo Ortiz in Colombia, it forms part of the fifth wave of projects structured by ANI.

The **closing of the financing on 5 April**, the signing of the **Construction Commencement Certificate on 29 November**, and the **first disbursement on 7 October**.

Approximately **€455 million** in **financing** was provided by **eight entities**, including local Colombian banks (Bancolombia and FDN), international banks (JP Morgan, SMBC and MUFG) and the three multilateral entities present in the Latin American region (IFC, CAF and IDB).

Length of the highway: 272 kilometres from Sabana de Torres to Curumaní.

Purpose of the contract: Design, financing and construction of 129.3 kilometres of second carriageway and bypasses, improvement and rehabilitation of 116.2 kilometres of existing carriageway, replacement, operation and maintenance of 271 kilometres.

Concession term: 2022-2048.

Investment: more than **€1,100 M**.

Equity projected for the SPV: €132 M, of which equity from Ortiz is €66 M, of which €30 M has already been paid out.

Revenue projected for the SPV: €2,711 M, of which post-dated payment periods of 19% and direct tolls of 81% of the total.

Lines and substations in Barranquilla:

SPV: Energías de Colombia E.S.P. S.A.S.

Awarded in January 2020 by the Energy, Gas and Fuel Regulation Board (CREG), a body answering to the Ministry of Energy and Mines. It forms part of 5 Caribe Plan, aimed at improving the reliability of the Regional Transmission System in the area, providing an electricity service with fewer outages, fewer restrictions and better quality, and serving more industrial, commercial and residential customers in the city of Barranquilla.

The project became operational in 2023, and the O&M phase of the project was consolidated in 2024.

The amount of the investment was €143 M, of which 80% was financed with Bank Debt (Santander, Davivienda and Itaú) and 20% with Equity. In July 2024, the **refinancing of the project was signed with local entities** (Itaú, Davivienda, FDN, Banco de Bogotá and SMBC private equity fund - Larrainvial Dueda - Infrastructure and Energy) for a total of **€157 million**, making it possible to repay the initial debt and issue **a cash-out** (extraordinary dividend) to shareholders of **more than €40 million, thus recouping the initial investment and obtaining a surplus**.

Main characteristics of the project:

- 8 substations (2 new and 6 existing ones).
- 24 kilometres of high-voltage power lines, most underground.
- Acquisition of a plot of land for the new Estadio substation.
- O&M of substations and high-voltage lines.

Bosa Hospital:

SPV: Promotora Hospital de Bosa S.A.S.

The Project consists of the design, finance, construction, fitting-out, operation, replacement, maintenance and reversion of equipment and hospital infrastructure of Bosa Hospital. It is the first project in the healthcare sector to be executed under a Public-Private Partnership (PPP) scheme in Colombia.

The project will be on the basis of a "green-grey robe" scheme, i.e. not including the operation of healthcare services (design, construction and provision of equipment, maintenance and operation of infrastructure), thus guaranteeing an adequate provision of health services in the south-east of the city of Bogotá, with a total of 215 beds, an area with the lowest percentage of hospital beds in Bogotá.

It entered into operation on schedule on 4 December 2023, and in 2024, the operation and maintenance have been consolidated.

The amount of the investment is €76 M, of which 75% has been financed with bank loans (Itaú and Bancolombia) and 25% with *equity*. COFIDES has a 45% shareholding in the Hospital.

Duration of the concession: 18 years (to 2038).

Project Revenue: Post-dated payment periods and commercial income.

Services to be provided:

- Maintenance of the works and Hospital Equipment
- Administration and Management of Hospital Equipment
- Operational Control Centre (OCC).
- Cleaning and disinfection, hazardous and non-hazardous waste management.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

- Security and surveillance
- Maintenance of computer and telecommunications equipment
- Training of healthcare Sub-Network staff to use hospital equipment.

Conexión Norte Road:

SPV: Autopistas de Nordeste S.A.S.

The project investment amounts to €572 M. The bank finance was ≈ €415 M, signed in 2016 with 75%/25% leverage.

The project was refinanced in the summer of 2024 and, following the final commissioning of the entire project, through a private bond in dollars (Allianz) and two tranches of bank debt in COP (FDN, Bancolombia and Blackrock) and USD (SMBC and BCP). The total amount of the refinancing stands at €510 million (approx.), which was used to repay the initial loan and **distribute a cash-out to shareholders totalling more than €24 million, thus recouping the initial investment.**

Length: 145 kilometres (63 kilometres of new work and 82 kilometres of rehabilitation), in Antioquia (Remedios–Zaragoza–Caucasia).

Concession term: 2015 – 2043.

In this COFIDES Project, it has 4.2% of the SPV.

This project has no traffic risk, and revenues are divided between post-dated payment periods in COP and USD, tolls and the collection differentials ("CD"), which constitute a government payment every 5–8 years and compensate for any deficit with respect to pre-approved traffic revenue.

Transversal del Sisga Road:

SPV: Concesión Transversal del Sisga S.A.S.

The project was refinanced in 2023 (FDN, Blackrock and CAF-Ashmore), cancelling the initial financing and paying an initial *cash-out* to the shareholders. In **July 2024**, shareholders received the **second cash-out totalling more than €24 million, thus recovering 60% of the initial investment**, following the signing of the **last Functional Unit Completion Certificate for the Project. Pending works have also been completed.**

50% of the SPV is owned by Ortiz, at 25.01%, and COFIDES, at 24.99%. The other 50% of the SPV is owned by KMA Construcciones, a strategic Colombian partner in the highway sector.

Length: 137 kilometres (100% rehabilitation) in Cundinamarca, Boyacá and Casanare (Sisga–Guateque–San Luis de Gaceno–Aguaclara).

Concession term: 29 years (to 2044).

The traffic risk is completely mitigated by post-dated payment periods and by coverage of any shortfall in toll revenues every five years ("Collection Differences"). The post-dated payment periods are approved and guaranteed as irrevocable commitments by the Spanish Government. The Collection Differences are recognised in the contingency fund approved by the Ministry of Finance and Public Credit.

Mexico:

Tepic Hospital (Nayarit, Mexico):

SPV Concessionaire: Promotora Hospitalaria Tepic S.A.P.I.

This project marked a major milestone for the Concessions area, because not only was it the first concession in the social sector of healthcare, but it was also the first successful culmination of a private initiative presented by Grupo Ortiz in 2015.

This hospital entered into operation on 15 April 2020. Its start-up was advanced by one month on the initial schedule, to help deal with the COVID-19 pandemic.

In October 2024, an **agreement was reached with the state, which is seeking to recover management, paying Ortiz and the other shareholders a reasonable price to compensate for the investments made and the loss of profit for the remaining term of the concession until 2046.** It has been agreed to continue operating the hospital until April 2025, at which point the shareholders will receive a settlement for the last 6 months of operation.

Shareholders' equity contributed by Grupo Ortiz: €7 M, of which €5.6 M remained to be recovered before the agreement.

Income/turnover: The 2024 revenue was €42.44 M

EBITDA: €13.59 M in 2024.

Spain:

Parking lots concessions:

7 car parks, with 4,319 spaces in total.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

In 2024, Ortiz was awarded two new car parks in the centre of Madrid.

These are two long-standing car parks that have been in operation for over 50 years, and which Ortiz, as the concessionaire, is to renovate and improve by installing electric chargers and replacing the fire prevention and extinguishing systems. One of the car parks is located in the Plaza de Santa Maria Soledad Torres Acosta (next to Calle de Tudescos and Calle de la Luna) and has a capacity for 473 cars. The other is located in the Plaza de Santa Ana and has a capacity for 296 vehicles. Both car parks occupy very good locations in densely populated areas with a high influx of tourists and very limited parking alternatives (present or future).

Ortiz Construcciones y Proyectos S.A. is the holder of both concessions. Negotiations are underway to transfer the concessions to two new special-purpose vehicles to act as concessionaires and thereby obtain financing through *project finance*, replacing the bridge loan granted by BBVA, which is due to mature in November 2025.

The Concessionaire's remuneration is generated by collecting payments from car park users (both short-stay users and season ticket holders) and charging electric vehicles for a period of 25 years. However, the maximum rates for short-term and season tickets are those set out in the current decree for all municipal car parks, and tenants residing in the

catchment area will pay a maximum of €70/month for the 101 spaces reserved for them on floor -3. The rates, from the second year of operation, will increase annually according to the concession contract, mainly in line with the national increase in civil service salaries and electricity prices.

Based on the traffic figures recorded over the last 50 years of short-term parking and the well-established economy surrounding both car parks, revenue is expected to continue along the same lines with high levels of intense use and occupancy. At various times of the year, the car parks reach full capacity. The thriving tourism in surrounding areas, the new electric vehicle charging service and completely renovated car parks also point to a certain growth in revenue. However, Ortiz has submitted a tender based on annual growth rates of less than 1% for reasons of prudence.

The underlying business of short-stay parking, season ticket holders and vehicle charging offers very good profit margins but is partially held back by the annual payment of a fee to Madrid City Council, in addition to the initial payment of another fee and other large investments in electric chargers and redundancies of a subrogated workforce.

Luna-Tuderos car park:

Concession contract for the rehabilitation, conservation and operation of the underground car park located under Plaza de Santa Ana in Madrid, with a capacity for 473 cars and 50 motorbikes.

The initial investment, which is being carried out between 2024 and 2025, is expected to be €14.97 million, broken down into the following 3 main items: €4.48 million for refurbishment work, €4.89 million for financial expenses and other assets during the works and €8.6 million as an initial payment of a fee to the Madrid City Council.

The duration of the contract is 25 years from its execution (30 July 2024). The start-up is scheduled for 31 March 2025, and the date of expiry of the concession is projected for 2049.

The expected turnover levels in 2025 will be 26.98%, with around 132 resident passes, 20 carsharing and micro-logistics passes, around 61 night passes and around 13 motorcycle passes.

The entrance ramp is located on the western corner of the square, which can be accessed (i) from Calle de Silva and Gran Vía and also from Calle de la Luna and Calle de San Bernardo (ii), and both exit ramps are located on the corner of Calle Miguel Moyá and Calle Tudescos (one of which is in disuse) with an exit towards Gran Vía/Plaza de Callao. These access points enable the car park to serve visitors to Plaza de Callao, Gran Vía, Calle Preciados and Puerta del Sol from the north (boulevards) and the east of the city (A-5, A-6 and M-30), as well as local residents and workers in the surrounding area.

Santa Ana car park:

Concession contract for the rehabilitation, conservation and operation of the underground car park located under Plaza de Santa Maria Soledad Torres Acosta (next to Calle de Tudescos and Calle de la Luna), with a capacity for 296 cars and 4 motorbikes.

The initial investment, which is being carried out between 2024 and 2025, is expected to be €13.26 million, broken down into the following 3 main items: €5.42 million for refurbishment work, €1.66 million for financial expenses and other assets during the works and €6.18 million as an initial payment of a fee to the Madrid City Council.

The duration of the contract is 25 years from its execution (16 October 2024). The start-up is scheduled for 31 July 2025, and the date of expiry of the concession is projected for 2049.

The expected turnover levels in 2025 will be 36.03%, with around 110 resident passes, 17 carsharing and micro-logistics passes, and 26 day tickets.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

The entrance ramp is located on the western corner of the square, which can be accessed (i) from Calle del Prado and Plaza de las Cortes (ii), and the exit ramp is located on the western corner leading out to Plaza de Canalejas and also to Calle Atocha. These access points enable the car park to serve visitors to the area between Puerta del Sol, Calle Alcalá and Calle Atocha from the west of the city, as well as local residents and workers in the surrounding area.

Collado Villalba car park :

A concession contract for the construction, conservation and operation of the underground car park under Calle Honorio Lozano, as well as the operation of the existing Miguel Hernández Municipal Library car park, both in Collado Villalba (Madrid) with a total of 1,023 spaces.

The remuneration of the Concessionaire is obtained by charging the users of the parking spaces, both short-stay and with season tickets, plus charging an annual amount from the town council for 40 years.

The short-stay rate in 2024 was 3.54%. The occupancy rate in 2024 was 71%.

Number of season ticket holders: 312 season ticket holders (0.97% increase)

Revenue/invoicing: €1.68 M

EBITDA: €1.17 M

GO Barajas Parking:

Located in the international Madrid Barajas-Adolfo Suárez airport, it has two car parks, one with 450 spaces and the other with 211. It was opened in 2019.

The 211 parking spaces have been rented since 30 October 2019 to a car hire company, generating recurring income. The other 450 spaces are for airport users.

The occupancy rate in 2024 was 71% (up 5.97% compared to 2023).

Income/turnover: €0.70 M, 3.24% more than in 2023

EBITDA 2024: €0.22 M

Reyes Católicos parking lot in Zamora:

A concession contract for the construction, maintenance and operation of the underground parking lot of 538 spaces in Zamora. Short-stay and season-ticket car park.

Currently, we have 312 season ticket holders (4.29% less than in 2023) and annual revenue in 2024 increased by 8.95%.

The short-stay rate increased by 20% in 2024 compared to 2023.

Income/turnover: In 2024, it was €0.26 M, 8.95% more than in 2023.

EBITDA 2024: €0.05 M (up 26.11% on 2023)

Residential parking lots (PAR) in Madrid:

4 concession contracts with the City Council of Madrid. All have been operational since 2009, with a term of 40 years (until 2049) and a total of more than 1,300 places.

The places are sold as right of use and as monthly season tickets.

Juan Ramón Jiménez PAR: Juan Ramón Jiménez PAR: by Plaza de Cuzco, with 401 spaces.

Iliada PAR: by Wanda Metropolitano stadium, with 333 spaces.

Pamplona PAR: by Plaza de Castilla and Plaza de Cuatro Caminos, with 314 spaces.

Andorra PAR: by Campo de las Naciones, with 280 spaces.

Number of season ticket holders: 123 season ticket holders in PAR Andorra and 154 season ticket holders in PAR Pamplona, adding up to a total of 277 season ticket holders in 2024.

Income/turnover: €0.10 M in PAR Andorra, €0.46 M in PAR Juan Ramón Jiménez, €0.17 M in PAR Iliada, €0.23 M in PAR Pamplona, adding up to a total of €0.96 M.

EBITDA: €0.17 M in PAR Juan Ramón Jiménez, €0.07 M in PAR Iliada, €0.10 M in PAR Pamplona, and €0.00 M in PAR Andorra, adding up to a total of €0.34 M in 2024.

Transport concessions:

2 motorways: Access to Ibiza (7.1 kilometres) and motorway A-31 (111 kilometres).

Accesos de Ibiza Highway:

A contract for a public works concession for the construction, maintenance and operation of the motorway providing access to the airport of Ibiza, with a length of 7.1 kilometres. The duration of the concession is 25 years, from the execution of the contract (2005). The start-up was in 2008, and the date of expiry of the concession is planned for 27 July 2030. The concession is remunerated by the Government of the Balearic Islands through a shadow toll for each vehicle travelling on the highway.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

In 2024, the last major scheduled maintenance work was carried out before the expiry of the concession, involving the replacement of the asphalt layer.

The figures for traffic and revenue in 2024 show a growth of more than 7% on 2023. Revenue in 2023 was €9.56 M. EBITDA for 2024 was €7.95 million.

Viario A31 Motorway:

A contract for a public works concession for the maintenance and operation of the Bonete-Alicante section of the A-31 Motorway, with a length of 111 kilometres.

The duration of the contract is 19 years from its execution (2007). The start-up was in 2008, and the date of expiry of the concession is projected for 2026. The concession receives its remuneration from the Ministry of Transport through a shadow toll for each vehicle using the motorway.

In 2024, the repayment of the debt to the bondholders was completed, with only the participating loan from the Ministry of Transport remaining.

Traffic in 2024 has remained at the 2023 level.

Revenue in 2024 was €19.85 M. EBITDA for 2024 was €16.75 M.

Energy concessions:

2 photovoltaic plants: Alten El Casar (13 MW) and the University of Malaga (1 MW).

3 energy-efficiency actions in public lighting: The towns of Humanes de Madrid, Moclín and Valle de Zalabi.

Alten El Casar Photovoltaic Plant:

Photovoltaic Plant located in the province of Guadalajara (Spain), with a capacity of 13 MWp.

Construction was completed at the end of 2019, when the operational phase began under the Specific Remuneration Scheme.

3% decrease % in production in 2024.

Revenue in 2024 was €0.95 M, and the EBITDA was €0.53 M.

Malaga University photovoltaic plant:

A photovoltaic plant located on the roof of the Escuela Técnica Superior de Ingeniería Industrial building of the University of Malaga, with a capacity of 1 MWp.

The concession contract has a duration of 25 years and covers the drafting of the project design, installation, maintenance and operation of the photovoltaic system starting in 2008.

A major investment was carried out in 2022 to repair and service the plant, which generated a very significant increase in the production of the plant.

20% decrease in production in 2024.

Revenue in 2024 was €0.21 M, and the EBITDA was €0.16 M.

Energy Efficiency:

Grupo Ortiz operates 3 energy efficiency contracts for public lighting in Humanes de Madrid, Moclín (Granada) and Valle de Zalabi (Granada), with more than 3,000 street lights.

Income/turnover 2024: Humanes de Madrid €0.16 M, Moclín €0.04 M, and Valle del Zalabí €0.01 M, adding up to a total of €0.20 M.

EBITDA 2024: Humanes de Madrid €0.16 M, Moclín €0.04 M, and Valle del Zalabí €0.01 M, adding up to a total of €0.20 M of the EBITDA.

Other concessions (environmental, cultural):

Wastewater treatment plant: Ribadeo WWTP
Cultural centre (BAC) located in Valencia

Ribadeo wastewater treatment plant:

This is a public works concession for the drafting of the designs, construction and operation of a wastewater treatment plant in the municipality of Ribadeo, whose contract was executed in 2008 for a term of 20 years (until 2028).

The plant is designed to treat an annual flow of 2.8 million cubic metres of sewage and rainwater.

Although the joint venture was constituted originally of 3 companies, since November 2021 Grupo Ortiz has held 100% of the shares, after acquiring those of the other shareholders.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

The production of treated water (in cubic metres) in 2024 increased by 16% and waste fell by 11%.
Income/turnover: €0.32 M in 2024, 5.20% more than in 2023
EBITDA in 2024: €0.05 M

Bulevar del Arte y la Cultura, S.A. cultural centre (BAC):

Municipal concession for the promotion, construction and business operation of the Rambleta Cultural Centre in Valencia. The concession contract includes the construction of a theatre and its subsequent operation.

The concession period is 20 years from the conclusion of the works and the opening of the centre.

The concessionaire receives remuneration by the payment of a fee from the City Council of Valencia, and by the fees paid by users for the use of the cultural services and equipment.

Revenue in 2024 was €2.79 M.

The EBITDA for 2024 was €0.91 million (compared to €1.18 million in 2023)

Italy:

Medsolar photovoltaic plant:

It is a 1 MW photovoltaic plant in Lecce, Italy, 50% of which is owned by Grupo Ortiz. The plant was constructed in 2010 and has been in operation since 2011.

Production increased by 2% in 2024 compared to 2023.

Revenue in 2024 was €0.56 M compared to €0.43 M IN 2023.

The EBITDA for 2024 was €0.19 M compared to €0.18 M in 2023.

The following milestones are worth noting in 2024:

- Trunk roads in Colombia: In April, the closing of the financing and the commencement of the two 5G concessions in Colombia were completed: €518 M for Troncal I and €435 M for Troncal II
- Barranquilla Lines in Colombia: in July, refinancing with €157 million and collection of the *cash-out* (extraordinary dividend) of more than €40 million for Ortiz.
- Conexión Norte Motorway in Colombia: In August, refinancing with €510 million and collection of the *cash-out* (extraordinary dividend) of more than €24 million for Ortiz.,
- Tepic Hospital in Mexico: In October, a sale to the state was agreed upon for a price compensating for the investments made and the loss of profit for the remaining term of the concession.,
- Municipal car parks in Madrid: In May, award of two concessions for 423 and 296 parking spaces in the centre of Madrid, bridge financing of €17.78 million, and negotiation of financing of €19.2 million (scheduled for completion in the first half of 2025).,
- Transversal del Sisga Motorway in Colombia: in July, collection in 2024 of a portion of the *cash-out* (extraordinary dividend) of more than €3.5 million for Ortiz, in relation to the refinancing in 2023 of €209 million.

8. ENERGY AREA

Grupo Ortiz is a world leader in EPC contracts for renewable generation plants, particularly photovoltaic plants, and a specialist in the construction of high-voltage lines and substations, with more than 4.70 MWp under construction or already installed in renewable energy plants, over 1,200 km of energy transport lines of up to 400 kV and over 25 transmission substations.

The revenues in the Energy Area in 2024 amounted to €385.01, which is 51% of all the consolidated revenues in 2024. In 2024, more than 1,300 MWp was under construction, and more than 440 MWp was awarded in three photovoltaic projects and one wind energy project. The experience testimonials acquired have allowed Grupo Ortiz to consolidate a solid position in the global renewable energy market.

We would like to highlight the following projects by geographic areas/countries:

United States:

The Group constructed two photovoltaic plants in 2024, totalling 438 MWp:

- Grimes Texas, with 278 MWp, for NATURGY.
- Elisabeth Louisiana, of 160 MWp, for our customer OPDE.

In addition, it has secured a contract for a new 180 MWp photovoltaic plant in Texas for X-Elio.

Colombia:

In 2023, Grupo Ortiz completed the EPC project for an energy transport concession in the city of Barranquilla for UPME. The concession was for a 110 kV ring and 8 associated substations in the city itself. Work began in December 2021 and were completed in November 2023. This infrastructure is currently in full operation, and the Group is responsible for its operation and maintenance.

Japan:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

Grupo Ortiz has been established in Japan since 2017, where it has constructed seven photovoltaic plants. In 2024, Grupo Ortiz will have undertaken the Operation and Maintenance of the Mine I and II plants.

Peru:

This country is now firmly committed to Transmission and Distribution (T&D) projects, with a growth framework for the country in generation capacity for hydraulic power plants which need transport infrastructure for their connection to the national grid. The following projects, which were completed in 2024, are of particular note:

- Construction of the project for 69 kV-138 kV lines and substations in the Cuajone mine for the mining company Southern Copper Perú.
- Construction of a 220 kV substation in Puerto Chancay in partnership with Hitachi-ABB.

Chile:

Grupo Ortiz is performing the Operation and Maintenance contracts for two plants in the northern region of the country.

- Uribe Solar 58 MWp photovoltaic plant, started up in 2017, located in Antofagasta.
- La Cruz Solar 58 MWp photovoltaic plant, started-up in 2022, located in Calama.

France:

Grupo Ortiz has carried out Operation and Maintenance work on a photovoltaic farm (5 plants) of 88 MW in total, in Samoussy, France.

Mexico:

Grupo Ortiz is currently providing Operation and Maintenance services in Mexico for the following projects:

- Terranova 93 MWp photovoltaic plant, Ciudad Juárez .
- Navojoa 260 MWp photovoltaic plant, Sonora.
- La Lucha photovoltaic plant, Torreón, 163 MWp
- Solem I and II 350 MWp photovoltaic plants in Aguascalientes.

In Spain, the following photovoltaic plants were constructed in 2024:

- The 478 MWp photovoltaic plant for the company FRV in Badajoz (Carmonita Ministerio project). This is the biggest photovoltaic plant ever constructed by Grupo Ortiz.
- Hipódromo (188 MWp) and Rotasol (22 MWp) photovoltaic parks, for the company Everwood. They are located in the province of Seville.
- 74 MWp Salsolito photovoltaic park (Badajoz) for Everwood Capital
- 50 MWp Cartujano photovoltaic park (Cádiz) for Energías Renovables de Gladiateur 45.
- 58 MWp Dehesa Nueva del Rey photovoltaic park (Toledo) for Total Energy.

The presence of Grupo Ortiz should also be noted in the activities relating to the execution of Transport and Distribution infrastructure with the execution of a transmission project with 2 substations and a line of 220 kV with the client Naturgy (Nudo de San Servan project) in Badajoz.

In addition, in 2024, work began on the electrical infrastructure for the evacuation of the Campo Arañuelo photovoltaic plant, with 1.7 km of underground line SC 400 kV, 3.5 km of line of 400 kV in overhead and underground sections and a 30/400 KV elevation substation. This infrastructure is located in the province of Cáceres.

Work has also commenced on the Almendra electric evacuation infrastructure, consisting of an overhead line of 400 kV and 3 km to the Almendra REE substation. It is in Zaragoza.

The activities being carried out in the service sector remain in place. Of particular note is the maintenance service for electrical infrastructures belonging to major electricity distribution and conventional generation companies, including NATURGY, ENDESA, Central Nuclear de Trillo and Central Nuclear de Almaraz. Of particular importance is the contract with ENDESA/ENEL to carry out the maintenance of the entire medium- and low-voltage network in the province of Malaga.

Moreover, we have continued with the provision of Operation & Maintenance services for renewable energy generation services. Currently, they amount to O&M of more than 2,000 MW in seven countries. Finally, and within the Services Area, energy services have continued to be provided for public lighting projects and large buildings in the service sector across Spain.

The following is a summary of the main milestones for 2024:

ENERGY & INDUSTRY in 2024:

- ✓ 1,308 MWp in photovoltaic projects under construction in 2024
 - Grimes Project (USA): 278 MW
 - Elisabeth project (USA): 160 MW

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

- Carmonita project (Badajoz): 478 MW
- Carousel and Rotasol projects (Seville): 188 MW + 22 MW
- Salsolito Project (Badajoz): 74 MWp
- Cartujano Project (Cádiz): 50 MWp.
- Dehesa Nueva del Rey (Toledo) Project: 58 MWp.
- ✓ photovoltaic and wind projects awarded in 2024: 448 MWp
 - Jackson Ranch in Texas, 180 MWp.
 - Marisol Wind Project in Seville, 160 MWp.
 - Cartujano Project in Cádiz: 50 MWp.
 - Dehesa Nueva del Rey project in Toledo: 58 MWp.

OPERATION & MAINTENANCE in 2024:

- ✓ Solem 1&2 (350 MW), Terranova (93 MW), Navojoa (260 MW) and La Lucha (163 MW) in Mexico.
- ✓ La Independencia (13 MW) in El Salvador.
- ✓ Marcovia (45 MW) in Honduras.
- ✓ Uribe (58 MW) and La Cruz (58 MW) in Chile.
- ✓ Mine 1 & 2 (14 MW) in Japan.
- ✓ Samoussy (88 MW) in France.
- ✓ El Casar, Guadalajara (13 MW), San Servan 220 (138 MW), San Servan 400 (150 MW) and Carmonita (478 MW), Badajoz, Cerillares (50 MW) in Murcia, Solcan (52 MW) in the Canary Islands, Spain.

TRANSPORT & DISTRIBUTION in 2024:

- ✓ Execution of High Voltage Infrastructures for the 220kV Nudo de San Servan evacuation project.
- ✓ Completion of a transmission project with a line of 138 kV, a substation of 138/69 kV and two lines of 69 kV for the mining company Southern Copper Peru.
- ✓ Completion of a project for a 220 kV substation for ISA in partnership with HITACHI, in the Puerto Chancay project in Peru.
- ✓ Execution of the Arañuelo Field evacuation infrastructure, with 1.7 km of underground line SC 400 kV, 3.5 km of line of 400 kV in overhead and underground sections and a 30/400 KV elevation substation.
- ✓ Execution of the Almendra evacuation infrastructure, consisting of a 3 km 400 kV overhead line to the REE substation.

9. INFRASTRUCTURE AREA

The revenue of the infrastructure area of Grupo Ortiz amounted to €355.40 M in 2024, 47% of total consolidated turnover. Grupo Ortiz has 64 years of experience as an EPC contractor for sustainable infrastructure: road, rail, healthcare, hydraulic, as building, renovation of historic buildings and services related to infrastructures.

The project portfolio of the Infrastructures Area amounts to €1,088 M.

Grupo Ortiz has continued to operate this year in Spain, as well as Colombia and Panama. The most important projects in this area by country are detailed below:

COLOMBIA

In 2024, work was carried out on the following projects:

TRONCAL DEL MAGDALENA I and II:

The main activities carried out in 2024 on these trunk roads are explained below.

- Design completion.
- Distribution of new construction functional units.
- Partial distribution of FU-0-D.
- Completion FU-0-180 days.
- Execution of works complying with minimum indicators.
- Execution of FU-0-D works with Grupo Ortiz's own resources and machinery.
- Signing of the Troncal 1 commencement certificate and execution of the first construction activities in the functional construction units.
- Signing of the Troncal 2 commencement certificate and execution of the first construction activities in the functional construction units.
- Implementation and commissioning of machinery parks.
- Arrival of the first machinery equipment owned by Grupo Ortiz.

Transversal del Sisga:

During the year, the road was seriously affected by heavy winter rainfall and was declared an emergency by the ANI, exempting the Concession from any liability, which resulted in the priority awarding of various works aimed at restoring road trafficability, achieving the objective within the agreed deadlines for this first phase, with profits in line with forecasts.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

CONEXIÓN NORTE:

The FU1 was received by the ANI in July.

Once the works have been completed and all personnel and equipment have been removed, Ortiz will begin the reconstruction of UNSTABLE SITE 29 (as a result of external mining activities), which is expected to be completed within the required timeframe.

RUTA CARIBE II:

Due to the situation of the concession, the activities of the EPC contractor were limited to strict contractual compliance with maintenance, meeting the requirements of the concession.

MAINTENANCE OF MAGANGUÉ:

Contractual compliance, which was affected by public order disturbances, has been restored, thereby remedying one of the reasons for Invias to impose sanctions.

Contact has been made, and negotiations are underway with the supervisory body to improve the designs of the Magangué bypass in accordance with technical and economic interests.

The Ministry of the Interior recognises the existence of protected ethnic communities, thus requiring a process of prior consultation, delaying the construction, environmental and property processes and sustainability of the Magangué Bypass, and delaying the start of construction by at least 1.5 years. For this purpose, dozens of meetings to implement the process have been held throughout the year.

BTA NETWORKS:

All the works have been completed, all the pressure tests have been passed (a significant achievement), and a certificate of completion and acceptance of the works has been signed.

1501 NETWORKS:

All the works have been completed, all the pressure tests have been passed (a significant achievement), and a certificate of completion and acceptance of the works has been signed.

INDUSTRIAL UNITS

In 2024, the activities that comprise industrial activity can be summarised as follows:

1. Mining work.
2. Production of aggregates for road surfaces.
3. Production of asphalt mixtures.

Mining work.

The operating contract has been concluded with 11 Mining Titles; Mt (Río Negro), Canteras Veracruz (Puerto Triunfo), Rosa Verde, Oscar Quiroga (Cimitarra), Putana (Lizama), Cargar (San Alberto), A&C (San Alberto), Cantera Pekín (San Alberto), Cantera de Américas (El Burro), Cantera Nazareth (Pelaya) and Cantera de Idalí Barriga (Curumani).

In 2024, we worked on 5 of the Titles, constituting the crude oil extraction component, within the Industrial Units.

Veracruz Industrial Unit (Mt and Cantera Veracruz) (186,008 m3 extracted)

Putana Industrial Unit (Cantera Putana) (340,031 m3 extracted)

Pekín Industrial Unit (Cantera Pekín, Cantera Cargar and Cantera A & C) (148,976 m3 extracted)

The exploitation of both titles (riverbeds) and quarries (open-pit mines) has been carried out with 333 backhoes, dump trucks and mining dump trucks. In the year as a whole, we have extracted a total of 675,075 m3 of crude oil.

Production of aggregates.

For this activity, we have acquired a series of machinery with which we can build; 5 stationary crushing plants and 1 mobile crusher.

In 2024, we installed 3 stationary crushers and commissioned the mobile crusher.

Veracruz stationary crusher; it has crushed and classified 83,131 m3 of material (subbase, base and asphalt aggregates).

Putana stationary crusher; it has crushed and classified 252,280 m3 of material (subbase, base and asphalt aggregates).

Pekín stationary crusher; it has crushed and classified 90,605 m3 of material (subbase, base and asphalt aggregates).

Mobile crusher; it was installed temporarily at the Putana Industrial Unit and produced 32,000 m3 of granular base.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

All the supply and transport of finished aggregate to the final stockpile was carried out with rented 3.5 m3 loaders, dump trucks and mining dump trucks.

Asphalt mixture production activities.

Similarly to the crushing area, for the production of asphalt mixture, we have purchased a series of equipment to meet some of our asphalt mixture needs. We have acquired ownership of two 180t/h plants.

Over the course of the year, we have assembled and installed the equipment in the Veracruz and Pekin industrial units. (strategic points for FU0).

We have also acquired the emissions permits to operate the equipment and have carried out all the necessary fine-tuning tests.

Machinery and equipment

A total of 471 pieces of equipment have been purchased to reinforce the capacity of the projects, including transport equipment (tractor-trailers, dump trucks, tanks, cranes, mixers), earthmoving and asphaltting equipment (compactors, loaders, milling machines, mini-loaders, excavators, graders, bulldozers) and power generation equipment, among others.

PANAMA

At the end of 2024, the Panamanian state, through our client CONADES, received and commissioned 80% of the work that will provide water to more than 200,000 families in North Panama. This large drinking water supply project, called the 'North Panama Aqueduct Expansion and Rehabilitation Project', had an original budget of 82 million USD, which, following the endorsement of Addendum No. 4, has now risen to 117.5 million USD. This project is carried out by a consortium made up of two Group companies, Ortiz (70%) and Asteisa (30%).

At 30 December 2024, Addendum No. 4 of this project was endorsed. It represents an increase in time and budget, extending the deadline until June 2025 and increasing the budget by USD 2.5 M, which means that the budget to date amounts to the USD 117.5 mentioned above. In 2024, work has continued on the ground at a good pace, and following the indications of our client, prioritising zones or services that were most needed by the residents of the zone.

In 2024, a total of USD 16 M was executed, with progress on the start being 99% of the original contracted project of USD 82 M (not including ITBMS). With the new addendum signed, this means progress on the overall figure (USD 117.5 M) of 89% (approx.). We are currently analysing new successful business opportunities in the country, as following the country's presidential elections in July 2024, the new administration is starting to explore new projects. In 2024, the project for the construction of the second module and refurbishment of the first module of the drinking water plant for the city of Santiago de Veraguas was operating and producing 40% more flow than in the design. After long negotiations, the customer finally acknowledged ASEISA's (the company that built and operated the plant during the contract) claim of \$528,000, which, at the end of 2024, was finally submitted to the Comptroller's Office for payment.

SPAIN

Road infrastructure works.

In road transport infrastructure, new stretches of motorway were built on the A-12 corridor in 2024. Section: Santo Domingo de la Calzada - Villamayor del Río, in the provinces of Burgos and La Rioja and in the A-11 corridor. Section: Quintanilla de Arriba - Olivares de Duero, in the province of Valladolid, both for the Directorate General of Roads under the Ministry of Transport and Sustainable Mobility.

Work has continued on the Ruta de la Plata A-66 Conservation Contract in Mérida and Zafra for the Directorate General of Roads under the Ministry of Transport and Sustainable Mobility.

Railway Infrastructure Works (Ortiz CyP)

Regarding railway infrastructure, the section of the Madrid-Extremadura high-speed line between Toril and the Tietar River has been completed, with the work fully delivered at the end of 2024.

Works on the new Parla Norte station for ADIF have continued.

Currently, there are two other contracts with ADIF in the province of Seville. The first, which has already been awarded, is for the "Track Renovation Project at the La Negrilla Logistics Centre", and the second, which is in the awarding phase, is for the "Execution of the Works to Remove the Level Crossings of Line 422, Utrera to Fuente de Piedra Junction, in the municipalities of Arahal and Paradas".

Urban works

Regarding Urban Works, the following Framework Agreements and Contracts have been executed in the city of Madrid:

- Under Group 3 of the "Framework Agreement for the Execution of Ancillary Urbanisation Works in Building Projects for Private Clients and in the Management Systems by Cooperation and Expropriation,

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

to be carried out in the districts of Arganzuela, Retiro, Latina, Carabanchel, Usera and Villaverde".

The following contract has been completed

- ✓ "Roadworks on the Camino Perales – Avda. Los Rosales Link Road. Usera District".
- Under Group 2 of the "Framework Agreement for the Execution of Urbanisation and Infrastructure Works, to be carried out in the districts of Fuencarral - El Pardo, Tetuán, Moncloa - Aravaca, Latina, Carabanchel, Usera, Villaverde, Puente de Vallecas and Villa de Vallecas".

The following contracts have been initiated and terminated

- ✓ "Cyclist and pedestrian connection between the cycle lane that runs along the Villaverde-Vallecas road and the Green Cycling Ring in the area around the Villa de Vallecas public transport centre"
- ✓ "Redevelopment project for the area around the Numancia Market in the Puente de Vallecas district"

The following contracts have been initiated and are currently being executed

- ✓ "Road connecting Via Borde to Via Meridional and Via Meridional to the Southeast Developments. Stage 1" Stage 1"
- ✓ "Remodelling of the pedestrian route between Usera Market and Plaza del Hidrógeno in the Usera district"
- ✓ "Redevelopment of the Manolito Gafotas Linear Park on the section between Avenida Carabanchel Alto and Carretera del Barrio de La Fortuna"
- ✓ "Remodelling of the route connecting Madrid Río and Usera Market"
- ✓ "Remodelling of the Public Spaces located in Calle Manuel Noya, between Calle Juan Español and Calle Marcelo Usera. Usera District"
- Within Group 4 of the "Framework Agreement for the Execution of Road Improvement and Accessibility Improvement Works in the districts of Latina, Carabanchel, Usera and Villaverde, which was awarded in February 2024, the following contracts have been initiated and are currently in progress
 - ✓ "Redevelopment for the improvement of accessibility in Calle Cebreros 85-89. Latin District"
 - ✓ "Redevelopment for the improvement of accessibility in Calle Yébenes 123-129. Latin District"
 - ✓ "Development in the school environment of CEIP República de Colombia. Carabanchel District"
 - ✓ "Development in the school environment of CEIP Hermanos Pinzón. Latina District"
 - ✓ "Renovation of pavements and cycle lane in the Western Sector of Avenida de la Peseta. Carabanchel District"
 - ✓ "Renovation of pavements in Calle Soledad Cazorla. Latina District"
 - ✓ "Redevelopment for the naturalisation and consolidation of the pedestrianisation of Calle de La Laguna. Carabanchel District"
 - ✓ "Redevelopment to improve accessibility in the area around the San Vicente Paul, Dr Salgado Alba and Enrique Tierno Galván Municipal Centres for the Elderly and Day Centres. Carabanchel District"
 - ✓ "Renovation of pavements in Calle Antonio Prieto and others. Usera District"
 - ✓ "Involvement in urbanisation works in Plaza de la Avenida de Oporto 86. Carabanchel District"
 - ✓ "Redevelopment to improve accessibility in the area around the José Manuel Bringas and San Filiberto Municipal and Day Centres. Usera District"
 - ✓ "Improvement of accessibility in the area around the San Luciano Centre for the Elderly. Villaverde District"
 - ✓ "Improved accessibility on Calle San Aureliano 4-20. Villaverde District"
- The execution of the pavement conservation and maintenance works to ensure adequate functionality, accessibility and safety has continued through the Contract for the "Conservation of Pavements on Public Roads of the Madrid City Council, in the districts of Retiro, Salamanca and Chamartín", which was extended in the last quarter of the year until January 2027,

New Urban Development Works

As regards major urban developments, the first phase of Stage 1 of the Contract for the Execution of Urbanisation Works in Sector UZPp 03.01 East Development - Valdecarros" has been completed and is pending acceptance, and work has continued on Stage 3 of the Contract for the Execution of Urbanisation Works in Sector UZPp 03. 01 East Development - Valdecarros".

Railway Infrastructures (COSFESA)

In 2024, the Group's railway company, COSFESA, continued its activity through the Maintenance Services, Emergencies and Track Renovation Works contracts on the RFIG lines (Conventional, High-Speed, Metre Gauge).

Its turnover was €41.2 million, with a gross income of €5.9 million (14.30%), which represents an increase of 65% compared to the previous year (€3.5 million in 2024).

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

COSFESA had a project backlog of €102 M at December 2024, corresponding essentially to maintenance activities and railway work.

In 2024, the Company has continued its activity through the Maintenance Services, Emergencies and Track Renovation Works contracts on the RFIG lines (Conventional, High-Speed, Metre Gauge).

In 2024, the following contracts were completed:

- Execution of works for the project to construct and renew the track. Section: Arahal-Marchena, in the province of Seville.
- Renewal of the track between KP 0/000-13/000 and KP 58/480-92/740 of the Torralba-Soria line
- Consolidation of the infrastructure at several points due to the effect of the January 2023 rains in Galicia. Group 2 actions on the Salvadara-O Porriño Line section of line 810.
- Execution of the work of the rail and crossings replacement project on line 1 between KP 68/043 And 71/835 and between the PTS. 73/330 and 76/760, on the Ribaforada-Tudela section. Line 700 Intermodal Abando Indalecio Prieto - Casetas.

The following contracts are being executed:

- Track construction and maintenance of the high-speed Olmedo-Pedralba section of the Madrid-Galicia line, which is part of PPP contract with Adif in which COSFESA participates.
- Services for the maintenance of infrastructure and track for the conventional network (MIV) corresponding to Group 2 of the North-west sub-section.
- Maintenance of infrastructure and track for conventional lines and metric gauge of ADIF 2020-2022. Group 1. Sub-directorate of North-West Operations.
- Pre-maintenance and maintenance of the infrastructure, track, and switches and crossings. Base of O Irixe and sub-base of A Mezquita
- Complete track renewal on the Gijón-Laviana section of the metric gauge network in Asturias.
- Renewal of the Orense-Monforte de Lemos section. Line 810 in Galicia.
- Maintenance for infrastructure, track and switches and crossings for the high-speed Madrid Norte line (Bases de Olmedo-Villada).
- Execution of works for the project to construct and renew the new track of Estación de Parla Norte (Madrid)
- Emergency works and infrastructure consolidation services due to landslides caused by rainstorms in November 2023 between San Clodio Quiroga and Frieira. Lines 800 and 810. Infrastructure and track activities.

COSFESA was awarded contracts for €68 M in 2024:

- Works to implement the construction project for the complete replacement of biblock sleepers with monoblock sleepers on different sections of the Seville-Huelva line from kilometre point 65/680 to kilometre point 96/287.
- Works to carry out the construction project for the complete replacement of biblock sleepers with monoblock sleepers on different sections of the Seville-Huelva line from kilometre point 26/345 to kilometre point 51/505.
- Execution of work on the track renovation project at the La Negrilla logistics centre (Seville)
- Emergency works and infrastructure consolidation services due to landslides caused by rainstorms in November 2023 between San Clodio Quiroga and Frieira. Lines 800 and 810. Infrastructure and track activities.
- Construction projects to remove level crossings on line 422 Utrera junction to Fuente de Piedra PK 27/898, 31/165, 33/366 and 34/872 in the municipalities of Arahal and Paradas (Seville).
- Comprehensive Renovation of Infrastructure and Track. L/Monforte-Bif.Chapela. Section E/Guillarei-E/Redondela
- Works for the Project to Replace Sleepers and Rail Line 700 Casetas – Bilbao. Subsection Castejón de Ebro - Limite Jefatura Irún from P.K 1+260 to P.K 81+600.
- Execution of the Works of the Project to Improve the Railway Permeability of the Palencia-La Coruña Line in the Town of O Barco de Valdeorras (Ourense)

Infrastructure works linked to the water management cycle

- The works for the "Construction of the Relief Treatment of the Guadalix de la Sierra WWTP" have been completed, with the works being delivered to Canal de Isabel II in March 2024.
- The works for the "Renovation of the Supply Network in the Eurovillas Urbanisation in the municipalities of Nuevo Baztan and Villar del Olmo. Phases 6, 7, 8 and 9" have been completed. The works are pending acceptance by Canal de Isabel II.
- Work has continued on the "Expansion of the El Plantío Wastewater Treatment Plant (Majadahonda Municipal Area)" for Canal de Isabel II, having commissioned the water lines (primary settling, biological treatment and secondary settling) and sludge line, with the tertiary line and gas line currently being commissioned.
- Work has continued on the "Construction of Advanced Oxidation and Improvements to the Sand Filters at

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

- the Navacerrada Drinking Water Treatment Plant" for Canal de Isabel II.
- Work has continued on the "Renovation of Pipes of the Canal de Isabel II Supply Network, Group 8", involving the municipalities of Estremera, Colmenar de Oreja, Nuevo Baztán, Tielmes, Morata de Tajuña, Valdaracete, Orusco de Tajuña, Fuentidueña de Tajo, Chinchón, Villar del Olmo and Villarejo de Salvanés.
- Work has commenced on the "Renovation of the Sand Filters and other improvement works at the Majadahonda Drinking Water Treatment Plant" for Canal de Isabel II.
- Work has commenced on the "Adaptation of the Wastewater Treatment Plant in Lucena del Puerto (Huelva)" for the Directorate General for Water, which reports to the Ministry for Ecological Transition and the Demographic Challenge.
- The Contract Execution Project "Design and Expansion Works of the Guatén Wastewater Treatment Plant (Municipality of Torrejón de Velasco)" has been commenced and is in progress. A package of improvements and modifications proposed by Canal de Isabel II is currently being incorporated.
- The contract for "Improvement Works at the Pinilla Drinking Water Treatment Plant (Municipality of Lozoya)" in the portfolio at the end of 2024, which commenced in January 2025.

Infrastructure works linked to renewable energy projects

At the end of 2024, Grupo Ortiz was awarded the Civil Works Contract for the Marisol Wind Farm Cluster comprising 27 wind turbines of 6.5 MW each in the province of Seville, which commenced in January 2025.

This project will include the implementation of the BoP of the wind farm, which will comprise the construction of roads, foundations, environmental restoration measures, and adaptation of access to the wind farms.

Building and refurbishment

In 2024, Building I of ORTIZ and CONDISA contracts have continued to be awarded and works carried out, which we classify here according to the following types:

1. Comprehensive reform and adaptation of a building for administrative use:
 - Building in Plaza Juez Borrull in Castellón for the Tax Department of the Regional Government of Valencia. In 2024, the comprehensive refurbishment of the building was completed and delivered to the owners.
2. Rehabilitation:
 - The rehabilitation works on the building in Paseo de la Castellana 19 for the Insurance Compensation Consortium have been completed. Included in the works are some pioneering certifications for work of this type, such as Passive House.
 - Award and commencement of the refurbishment and renovation works of the former Juan de la Cierva Institute of the Spanish National Research Council. Ministry of Science, Innovation and Universities.
 - Award and commencement of energy efficiency improvement works on three Police buildings in Valencia. Ministry of Finance.
3. Restoration:
 - Work continues on the rehabilitation and restoration of facades, roofs and carpentry of the old Tabacalera building in Madrid with the Infrastructure Management department of the Ministry of Culture.
4. New building construction:
 - Completion of the construction works on the New Centre for Internment of Foreigners in Algeciras for the SIESPE (Company for Penitentiary Infrastructures and Equipment and State Security). It is a joint venture at 50% with Díaz Cubero, S.A.
 - During 2024, construction works continued on the Gredos San Diego School in Valdebebas, Madrid. Phase 1 was delivered in 2023, and phase 2 was executed and finalised in 2024. It has a budget of approx. €26 M.
 - Award and commencement of works on the International Protection Reception Centre in Soria for the Ministry of Inclusion, Social Security and Migration.

In addition, the refurbishment of buildings and contracts for comprehensive building maintenance services, facilities management and interior cleaning services provide a steady medium-term portfolio and recurring cash flows.

Turnover for the year amounted to €63.67 M (an increase of 5.9% compared to the previous year), with a gross margin of 12.87%, improving the objectives set out in the company's Strategic Plan.

The portfolio of contracted projects in this area of activity for the coming years amounts to €96.74 million, based mainly on framework agreements and conservation, maintenance and cleaning services for buildings owned by various public administrations, as well as new construction and building refurbishment projects.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

The main contracts performed in 2024 were:

Residential:

- Construction of 99 homes in Calviá in Majorca.

Hotel use:

- Refurbishment for a Hotel of the Cines Callao building in C/Jacomotrepo 1 in Madrid for CONJUNTO EMPRESARIAL RDE, S.L.U.

Healthcare use:

- Construction of a Healthcare Centre in Montecarmelo for the Madrid Community Health Service.
- Refurbishment of the Madrid Social Services Agency buildings.

Educational use:

- Construction of a covered swimming pool at the San Buenaventura School of the Claretian Brothers Congregation.
- Construction of a training activities centre for the Construction Labour Foundation in Madrid.
- Construction of an infant/primary school in Campos, Mallorca
- Construction of a Sports Education school in the Príncipes de España Centre, Palma de Mallorca
- Construction of the Cala Millor School in the Balearic Islands.
- Renovation and Energy Efficiency Improvement Works at the Mateu Orfila University Centre in the Balearic Islands.

Institutional use:

- Refurbishment works of the ONCE Headquarters in Palma de Mallorca.
- Energy efficiency improvement works at the Moratalaz police station (Madrid).
- Refurbishment and energy efficiency improvement works at the Torreldones municipal sports centre (Madrid).
- Construction of a warehouse for the Madrid City Council Fire Department in Villa de Vallecas (Madrid).
- Expansion works at the Navalcarnero Municipal Sports Complex.
- Construction of an office building in Ensanche de Vallecas (Madrid) for LA GAVIA EDIFICIO IV, S.L.U.
- Construction of a building for Casa de Familias in Vallecas for the Madrid City Council.
- Photovoltaic installation works on the CIEC building in Vicálvaro of the Madrid City Council.
- Refurbishment of the roof of the Mercamadrid Administrative Building.
- Refurbishment of the Bank of Spain's Multipurpose Hall in the iconic Cibeles Building.

Parking Use:

- Comprehensive refurbishment of the Luna-Tudescos car park owned by Madrid City Council for operation under a 25-year concession by Grupo Ortiz.
- Comprehensive refurbishment of the Santa Ana car park owned by Madrid City Council for operation under a 25-year concession by Grupo Ortiz.

Progress has been made in the contracting of building maintenance, upkeep and cleaning services and medium-term Framework Agreements. These contracts provide stability to the company, including the following:

- Maintenance of the Congress of Deputies.
- WiZink Center Madrid.
- Removal of asbestos from the rolling stock of the Metro.
- Maintenance of Madrid City Council resident car parks.
- Integrated maintenance of buildings and schools in Madrid: San Blas, Retiro, Ciudad Lineal, Moncloa and Vicálvaro.
- Maintenance and remodeling of non-university buildings in the Community of Madrid.
- Framework Agreement for Alternative Works for the City Council of Madrid
- Framework agreement for the refurbishment of publicly-owned buildings for the Madrid City Council.
- Framework agreements of works on buildings, schools in sports facilities in council buildings in Madrid: Carabanchel, San Blas, Moncloa, Chamberí, Moncloa, Centro, Ciudad Lineal, Vicálvaro, Retiro, Puente de Vallecas, Usera, and Hortaleza.
- Framework Agreement for works in public buildings of the Municipal Police of the Madrid City Council
- Framework agreements for works in Boadilla del Monte, Las Rozas and Fuenlabrada.
- Framework Agreement for Alternative Works for the City Council of Alcalá de Henares
- Framework Agreement for Buildings of Rey Juan Carlos University.

For the year ahead, we will maintain our strategy of consolidation in the markets for framework agreements for construction works and services (maintenance, refurbishment and conservation of buildings), striving for continuous improvement. This situation is expected to remain favourable until 2025, thanks to the continuity of current contracts and the securing of new contracts, focusing particularly on the loyalty of existing clients and the diversification of new private and public clients, primarily other local councils in the Community of Madrid.

INDAGSA Industrial Construction System

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

In 2024, Indagsa has continued its collaboration through technical assistance in various works and projects of the Ortiz Group, offering individual construction solutions for each case in both national and international projects and works.

For example, it has participated in the Colombia Troncales (Trunk Road) project, providing the structural elements (bridges and footbridges) and geotechnical engineering for the section of the road.

Production at its El Casar factory has focused on the manufacture and commissioning of bespoke architectural concrete façades, mainly in the building sector.

It completed work on the façades (either completely or partially in combination with other materials) in projects involving more than 1,200 homes, most of which were for private clients (AEDAS, AMENABAR, CNES. Pinilla, Pryconsa, NULL, etc.).

Of particular note are the 142 homes for AEDAS in Alcalá de Henares, the SKY PRYCONSA residential complex in Manoteras (Madrid), and 135 homes for AVANTESPACIA in Valencia.

It has executed works all over Spain. Services associated with infrastructure and environmental works.

SERVICES.

The contracts for service, maintenance and conservation provide a recurring portfolio in the medium term and offer recurring cash flows.

Turnover for the year amounted to €34.61 M (an increase of 5% compared to the previous year), with a gross margin of 17%, improving the objectives set out in the Strategic Plan.

The portfolio of contracted work in the medium term for the following financial years in the areas of maintenance of green spaces, street cleaning, and waste collection amounts to €73 million, mainly related to the conservation and maintenance of green spaces for various public administrations.

The main contracts performed in 2024 were:

- Maintenance of green zones and urban furniture in Ciudad Real.
- Parks, gardens and urban tree conservation service in Marbella (Malaga).
- Service for the integrated management of municipal parks and nurseries of the City Council of Madrid, Group 4: Unique Parks West and Group 6: Casa de Campo and Finca de Tres Cantos.
- Conservation of green zones (Group 1) in Pozuelo de Alarcón (Madrid).
- Conservation of green spaces in A Coruña (Group 3).
- Environmental restoration work on the River Saja for the Directorate General for Water of the Ministry of Ecological Transition.
- Road cleaning service and urban waste collection in Xàtiva (Valencia).

We have made progress in the contracting of medium-term maintenance and conservation services, contracts that provide stability to the company, such as the beach conservation service in Marbella (Malaga) and the extensions of the street cleaning and waste collection services in Xativa (Valencia), conservation of green areas and street cleaning in El Casar (Guadalajara), and conservation of green areas in Marbella (Malaga), Villalbilla (Madrid) and Pozuelo de Alarcón (Madrid).

Some of the other relevant contracts awarded are:

- Repair work on the Casa de Campo water treatment plant for Madrid City Council.
- Renaturalisation of the Guadaiza river for Marbella Town Council.
- Measures to control invasive species in the Alcollarín reservoir (Cáceres) for the Guadiana Hydrographic Confederation.
- Restoration of ecosystems in the Pinar de Antequera (Valladolid) for the Regional Government of Castile-León.
- Technical assistance for the maintenance contract for Madrid's forest parks for ACCIONA.

We have also continued with the service contracts performed last year, such as conservation of green zones in Marbella (Malaga), Ciudad Real, Villalbilla (Madrid), Rincón de la Victoria (Malaga), Pozuelo de Alarcón (Madrid) and Alboraya (Valencia), conservation of the Felipe VI Park and Monte de El Pilar in Majadahonda (Madrid), road cleaning and conservation of green zones in El Casar (Guadalajara), road cleaning and urban waste collection in Xàtiva (Valencia), conservation of beaches in Benalmádena (Malaga), cleaning of municipal buildings in Enguera (Valencia) and the integrated management of municipal parks and nurseries for the City Council of Madrid, Group 4: Unique Parks West and Group 6: Casa de Campo and Finca de Tres Cantos.

For the next year, we will maintain our strategy of consolidation in the environmental services market (conservation and maintenance of green zones, trees, urban furniture, road cleaning, management,

operation and maintenance of waste treatment plants, waste collection services, cleaning of beaches, etc.), committed to permanent improvement. The situation of the Company is expected to be positive in 2025, thanks to the continuity of the ongoing contracts and the award of other new ones due to the planned increase in

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

tenders for many conservation and maintenance services already studied in 2024, in particular the contracts for the maintenance of green zones in Mijas, Cadiz, Soria, San Fulgencio, Caceres, Elda, San Roque, Casares, Almería, Almussafes, Fuenlabrada and Leganés, road cleaning and waste collection in Alboraya and Sueca, conservation of urban furniture and children's playgrounds in Madrid and the conservation of beaches in Marbella.

Although the financial criterion is increasingly relevant in service tenders, an increase in the market share of INDITEC is expected in the service sector (particularly conservation of green zones), due to external factors, such as the fall in the number of companies bidding for these contracts, and internal factors, such as the qualitative and quantitative improvement in terms of experience and skills, which will allow an increase in the range of target clients.

The company is planning to participate in a research and innovation project called ADVANCED METHODOLOGIES FOR THE SUSTAINABLE MANAGEMENT OF URBAN TREE POPULATIONS, to be presented to the

CDTI (Centre for the Development of Technology and Innovation) in the first quarter of 2025.

Finally, the company is on constant alert for the appearance of new markets of innovative services in line with the development of services demanded by society, and this has been included in the Strategic Plan 2024-2028.

10. PROPERTY ASSET AREA (SOCIMI)

At 31 December 2024, the share capital of GOP Properties SOCIMI, S.A. was distributed as follows;

- 48.74% of the shareholder structure between 208 investors.
- 45.95% owned by Ortiz.
- 5.31% of treasury shares.

The share capital of the SOCIMI is divided into 6,187,505 shares, with a price of €15.60 per share as at year-end 2024, giving a market capitalisation of €96.53 M. This capitalisation puts SOCIMI in 28th place (out of 71) out of the companies listed on BME-Growth.

At the close of the year, the SOCIMI owned a total of 43,165 m² of property in the tertiary sector, 484 housing units and 940 parking spaces. With an occupancy of 97%, the gross rentals generated have increased by 5% with respect to those obtained in 2023, due mainly to:

- A higher occupancy rate.
- The increase in rents, whether by application of the CPI, by the application of bands already applied by contract, or by revision of rents to market prices.
- The conclusion of the grace periods granted to contracts signed in 2023.

	% of type	Area No. homes/spaces	% occupancy at year-end 2024	Annual contracted rent (€M)	Average Monthly Contracted Rent (€/m ² -€/home)
Offices	56%	24,368	100%	4.216	14
Commercial Premises	17%	7,301	99%	0.959	11
Warehouses	14%	5,996	100%	0.314	4
Sports Centre	13%	5,500	100%	0.446	7
Tertiary	100%	43,165	100%	5.934	11
Paracuellos	36%	176	98%	1.514	729
Colmenar	20%	96	98%	0.853	756
Alcalá	17%	80	100%	0.639	665
Chopera	17%	84	98%	0.692	703
Huerta	10%	48	100%	0.460	798
Housing units	100%	484	99%	4.157	726
Ortega y Gasset	86%	814	100%	1.340	168
Other places	14%	126	36%	0.013	39
Ortega y Gasset and Spaces	100%	940	91%	1.353	162

Of note are the following: the commencement of the construction of an office building of 6,350 m² for lease, which is expected to be completed in the first quarter of 2026, and the sale of empty residual property assets that did not generate commercial profitability for a total amount of €170,000.

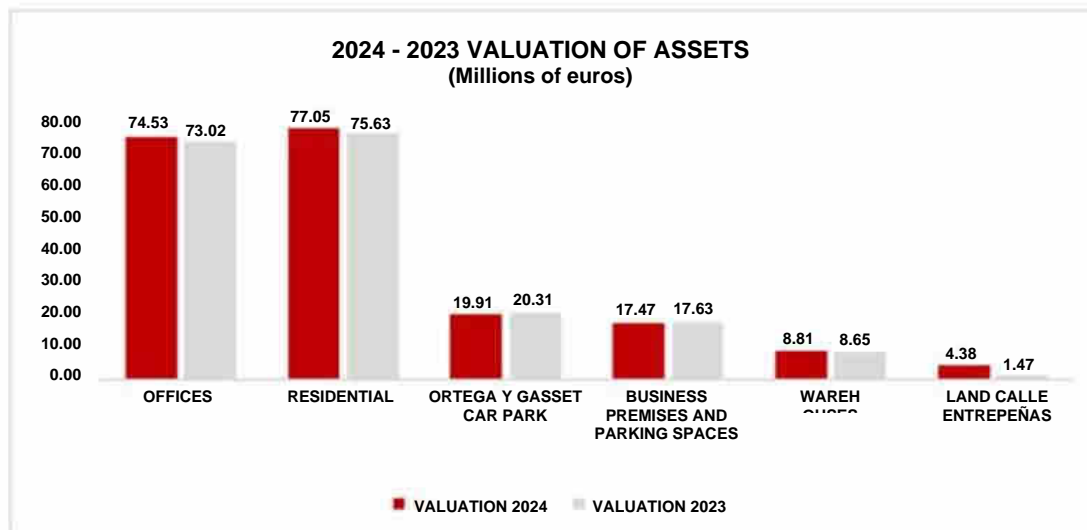
The portfolio value of the Company's assets is €202.145 M, according to the appraisal value at 31 December 2024, which represents an increase of 2.8% on the portfolio value at 31 December 2023.

In 2024, the value of the office and residential properties increased by 2%, commercial and industrial properties

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

increased slightly, and concessions (Ortega y Gasset car park and Sports Centre) decreased slightly primarily due to the reduction in the concession period over the previous year.



With this portfolio value, the Company puts its loan to value (LTV) ratio as at 31 December 2024 at 31.7%, with a Net Asset Value (NAV) of €138.06 M.

Based on the Company's business strategy, the objective will continue to be to maximise the generation of associated revenue and restrict operating expenses of the assets.

11. FINANCIAL RISK MANAGEMENT

1.1. Financial risk factors

The Ortiz Group, with a significant presence in the international arena, is active in different sectors, socio-economic environments and regulatory frameworks.

Consequently, the Group's activities are subject to the following financial risks, which all companies should factor into their financial assessments:

- Currency or exchange rate risk
- Interest rate risk
- Price risk
- Risk mitigation
- liquidity risk

f) Market risk

Exchange rate risk

The Group operates internationally, with a presence in 12 countries, and mainly in 3 currencies: Euro, US dollar and Colombian peso.

In order to hedge the risk of collections or payments in US dollars, we mainly execute American forward contracts with the main financial institutions with which we work, upon signing the contract that will generate these payment flows. However, for those flows that needed to be hedged in COP, we also used hedges called "non-delivered forwards" in the same contract process.

Accordingly, the Group hedges against flows that may generate collection or payment risk.

Interest rate risk:

Accordingly, the Group hedges against flows that may generate collection or payment risk.

For this reason, we use interest rate insurance (typically interest rate swaps) to secure the repayment amounts and the payment provisions corresponding to the interest payments on these debts.

The long-term debt corresponds solely to the syndicated financing, financing hedged against interest rate risk with a swap contracted upon signing, and also the different bilateral ICO loans, 60% of which has a fixed interest rate and the remaining 40% matures in the next financial year, 2026. Therefore, the long-term debt is currently hedged and free of interest rate risk.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

g) Price risk

The company does not have significant exposure to commodity price risks, given that generally any changes in value are passed on efficiently through the sale price by all the similar contractors which operate in the same sector. The company reduces and mitigates price risk with policies established by Management, ensuring that certain commodities are produced or obtained at a fixed price.

h) Credit risk

The Group's credit risk is the intrinsic collection risk corresponding to the credit rating of its customers and main debtors. For this purpose, we employ a review, selection and analysis process developed by the Customer Approval Committee, which, in addition to analysing our customers' main financial statements, analyses all existing credit information and, therefore, calculates the maximum credit capacity that we can assume.

Similarly, we need to determine the source of ad hoc financing for private clients in order to ascertain their ability to pay.

Following the signing of contracts, we use internal control tools to periodically evaluate the credit quality of outstanding receivables and review the corresponding cash flows for each project.

i) Liquidity risk

The Group carries out a prudent management of liquidity risk, based on sufficient cash maintenance, the availability of finance through a sufficient amount of committed credit facilities and sufficient capacity to settle market positions, including the multi-group factoring and reverse factoring lines and the Ortiz MARF Promissory Note issuance schedule (see Note 23).

To manage liquidity risk and meet the different needs for funds, the Group uses an annual treasury budget and a monthly treasury forecast, the latter with weekly details and updates.

In these estimates, the Group has taken into account its global strategy (Note 3.4) and short-term financial commitments.

j) Other Risks

The Directors and Management of the Company have used the information available to assess the main impacts derived from the risks which could materialise in the current global situation.

The current situation of uncertainty has led to changes in the Group's risk map.

This situation has highlighted the need to analyse the following risks:

- Supply chain disruption:

The increased interruption of normal operations worldwide has been exacerbated by the conflict in Ukraine and requires continued resilience and comprehensive planning of supply chains.

The main external risks that threaten the supply chain are:

- Loss or delay of goods during marine, air or land transport, particularly in the case of materials considered critical, such as photovoltaic panels in EPC contracts in the Energy business area.
- Political instability in the geographic areas of origin/manufacture of the materials and their destination, as well as natural disasters in those areas. Also, wars or armed conflicts that interrupt or disrupt the supply chain.
- Customs: Logistical risks caused by customs must be assessed, to foresee and measure the time required by control systems applied by customs according to the countries in which projects are being developed.
- Reputational risk for the buyer if our suppliers do not comply with human rights or environmental protection, or if they do not comply with the laws in their countries.
- Economic volatility:

The very significant increase in energy prices (fuel, electricity and gas), together with the volatility of the economic cycles, generates uncertainty with respect to commodity prices.

In order to minimise this risk the Group aims to be proactive in its purchases, arrange fixed prices before increases in commodity prices and, wherever possible, avoid passing on changes to customers. In addition, it does not rule out the use of derivative hedge contracts in the future to limit price volatility.

- Cybersecurity:

This risk has increased with the growth and increasing sophistication of cyberattacks, driven by digitalisation and the current geopolitical conflicts. The Group analyses vulnerabilities, enhances protocols and systems and promotes cybersecurity awareness campaigns for employees.

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

Finally, it should be noted that the Directors and the Group's Management constantly monitor the progress of the situations described above, with the aim of dealing successfully with any financial and non-financial impacts that may occur.

1.2. Fair value estimation

This section explains the judgements and estimates made to determine the fair values of the financial instruments recognised and measured at fair value in the financial statements. To provide an indication of the reliability of the variables used to determine fair value, the Group has classified its financial instruments at the three levels provided for in the accounting standards. An explanation of each level is included below the table.

31 December 2024	Thousands of euros			
	Level 1	Level 2	Level 3	Total
Assets				
Financial assets at fair value through profit or loss				
- Equity securities traded in Spain	3,703	-	690	4,393
Financial assets at fair value through profit or loss				
- Hedging derivatives - interest rate	-	-	-	-
- Hedging derivatives - exchange rate	-	3,442	-	3,442
Total Assets	3,703	3,442	690	7,835

31 December 2024	Thousands of euros			
	Level 1	Level 2	Level 3	Total
Liabilities				
Financial liabilities at fair value with changes in equity		339		339
- Hedging derivatives - interest rate				
- Hedging derivatives - exchange rate	-	-	-	-
Total Liabilities	-	339	-	339

31 December 2023	Thousands of euros			
	Level 1	Level 2	Level 3	Total
Assets				
Financial assets at fair value through profit or loss				
- Equity securities traded in Spain	2,728	-	690	3,418
Financial assets at fair value through profit or loss				
- Hedging derivatives - interest rate	-	-	-	-
- Hedging derivatives - exchange rate	-	25	-	25
Total Assets	2,728	25	690	3,443
Liabilities				
Financial liabilities at fair value with changes in equity				
- Hedging derivatives - interest rate	-	329	-	329
- Hedging derivatives - exchange rate	-	4,425	-	4,425
Total Liabilities	-	4,754	-	4,754

- Level 1: The fair value of financial instruments traded on active markets (such as listed derivatives and equity) is based on market prices at the end of the reporting year. The quoted market price used for the financial assets held by the group is the current bid price. These instruments are included in level 1.
- Level 2: The fair value of financial instruments that are not listed on an active market (e.g. OTC derivatives) is determined using valuation techniques. These valuation techniques maximise the use of observable market data inputs and rely as little as possible on entity-specific estimates. If all the significant inputs required to calculate the fair value of an instrument are observable, the instrument is included in level 2.
- Level 3: If one or more of the significant variables are not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

The Group's policy is to recognise transfers between levels of fair value hierarchy at the end of the reporting year. There have been no transfers of levels in 2024 and 2023.

Valuation techniques used to determine fair values

Specific valuation techniques used to value financial instruments include:

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

- Quoted market prices, or dealer quotes for similar instruments.
- For interest rate swaps – the current value of estimated future cash flows is based on observable interest rate curves.
- For forward exchange-rate contracts – the current value of future cash flows is based on forward exchange rates at the balance sheet date.
- For exchange rate options – option pricing models (e.g. the Black-Scholes model).
- For other financial instruments – analysis of discounted cash flows.

All resulting fair value estimates are included in levels 1 and 2, except for unlisted equity securities, contingent consideration receivables and certain derivative contracts, where the fair values have been determined based on current values and the discount rates used were adjusted for own risk or counterparty risk.

12. DEFERRAL OF PAYMENTS MADE TO SUPPLIERS

The information required by the Second Final Provision of Law 31/2014 of 3 December, which has been prepared in accordance with the Resolution issued by the Accounting and Audit Institute dated 29 January 2016, is presented below:

Days

	2024	2023
Average deferral of payment to suppliers (*)	30	37
Ratio of transactions paid	30	37
Ratio of transactions pending payment	37	37
	Amount (thousands of euros)	Amount (thousands of euros)
Total payments made	431,134	532,192
Total payments pending	1,974	3,327

(*) The effect of confirmings has been taken into account for the calculation

(**) National companies have been taken into account for the purpose of the calculation

In addition to the above information, in accordance with the new regulations implemented under article 9 of Law 18/2022, of 28 September, we add the following information:

Number (units)

Invoices paid before the legal deadline for payment to suppliers	46,240	47,252
Percentage of the total supplier invoices	93%	90%

Volume (thousands of euros)

Invoices paid before the legal deadline for payment to suppliers	412,861	500,365
Percentage of the total supplier invoices	91%	89%

The "Average period for payments to suppliers" is understood to be the time that elapses between the invoice date and the date effective payment is made, as defined in the aforementioned resolution issued by the Accounting and Audit Institute.

The ratio of transactions paid is calculated as a quotient in which the numerator contains the sum of the products corresponding to the payments made, divided by the number of payment days (calendar days elapsing since the calculation started until effective payment for the transaction is made); while the denominator contains the total amount of payments made.

The "Average payment period for suppliers" is calculated as a quotient in which the numerator contains the sum of the ratio of transactions paid, divided by the total amount of the payments made plus the ratio of transactions pending payment divided by the total amount of pending payments, and the denominator contains the total amount of payments made and total outstanding payments.

The ratio of transactions pending payments is a quotient in which the numerator contains the sum of products corresponding to amounts pending payment, divided by the number of days payment has been pending (calendar days elapsing between the calculation started and the date on which the financial statements were closed); and the denominator contains the total number of pending.

In accordance with the provisions of Article 3 of the resolution issued by the Accounting and Audit Institute on 29 January 2016, the amount of the transactions accruing prior to the date on which Law 31/2014 of 3 December

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

entered into force have not been taken into consideration.

According to Law 11/2013 of 26 July, the maximum payment deadline applicable to the Company is 30 days, unless there is an agreement between the parties, in which case the maximum deadline is 60 days.

13. FORESEEABLE DEVELOPMENTS IN THE GROUP AND CORPORATE STRATEGY

The economic and financial solvency of GRUPO ORTIZ, together with the capacity and experience to develop major projects at a technical, financial, legal, design, maintenance and operation level, sustain the continuity of our development in concessions globally, a priority and core strategic element for future growth of the different business areas due to the synergies which arise.

Concessions are the main cornerstone of value generation and growth for Grupo Ortiz through the development of **sustainable concession investments** in which the execution of the projects and their subsequent operation and maintenance are carried out in whole or in part by Grupo Ortiz. These concession investments create important synergies with the Group's other business areas such as Infrastructures and Energy.

The extensive experience developed over more than 64 years enables Grupo Ortiz to diversify into a wide range of projects: road, waterworks, railway, complete water cycle, environmental, cultural and sports infrastructures, offices, car parks, and infrastructure-related services.

In the Energy area, development is based on renewable energy EPC contracts such as photovoltaic systems, lines and substations, and maintenance of renewable energy installations in any country in the world for different clients.

We also diversify geographically, investing both in Spain and abroad, particularly in Colombia and always in countries with legal certainty.

The Group will continue to grow and invest primarily in countries such as Colombia and the United States without ruling out other geographical markets.

On the economic front, the corporate strategy is focused on minimising debt, with a trend towards zero. In addition, the corporate strategy is focused on increasing capitalisation and liquidity, having funds available for accessing concession projects in infrastructure, the environment and energy, and in this way, accessing the capital markets, where the knowledge acquired in these years allows us to increase our profitability by increasing return on investment.

Grupo Ortiz is supported by the world's leading financial institutions for the financing of concession projects, including multilateral, international, local and national projects. An example of this is the financing of the Rio Magdalena Troncales I and II Concessions, involving eight multilateral, international and Colombian institutions.

It should be noted that 2024 provides a promising springboard for Grupo Ortiz to achieve its objectives for the coming years. The most notable milestones achieved in 2024 include:

- A significant reduction in debt: reduction in gross debt of **20%** and in net debt of **62%**.
- Increase in the Group's workforce by **18%** compared to 2023.
- **Financing by means of project finance for the Rio Magdalena Troncales I and II concession projects and refinancing of the Conexión Norte and Energía de Barranquilla concession projects** (all in Colombia). This financing did not result in an increase in the Group's corporate debt.
- **In 2024, the Group had 4 concession projects in operation in Colombia:** Conexión Norte, Transversal del Sisga, Bosa Hospital and T&D Energy in Barranquilla.
- **Award of two new photovoltaic and wind plants in the United States and Spain.** It should be noted that in 2024, the company was awarded a **contract for the fourth photovoltaic plant in the United States**, a market offering considerable opportunities in energy as well as in other business areas such as concessions and infrastructure.
- Implementation of **Virtual Construction** in energy and infrastructure projects, standardising the BIM model for virtual execution prior to the construction phase. This means an improvement in the time frame and sustainability of projects. Therefore, behind a Grupo Ortiz concession, there will always be a project executed in accordance with the virtual construction carried out. Particular mention should be made of the use of virtual reality with customers, subcontractors and suppliers and the digitalisation of quality control processes.

14. EMPLOYMENT

In 2024, Grupo Ortiz continued to promote permanent employment and internal opportunities to create stable employment. As a result, it has increased the number of permanent contracts in recent years.

Currently, 91% of the employees in the whole Group are on permanent contracts. We have developed a Talent Management programme which helps us to promote our professionals and relocate them successfully in new

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

sectors which are expanding in the Group, as in the case of Concessions and Energy.

As at 31 December 2024, the total number of employees in the Group is 3,380, an increase of 18% with respect to the previous year. It should be noted that 2,044 of them are Spanish (including expatriates), and 1,336 are local employees assigned to international projects in the following countries: Colombia, United States, Panama, Mexico, Peru, Japan, Honduras, El Salvador, Chile, Bolivia, France and Italy.

It should be noted that the Human Resources department in Colombia has been reorganised and expanded as a result of the growth of business in that country and to meet the demand for personnel recruitment involved in the execution of the Troncales I and II projects.

In 2024, the workforce in Colombia increased by 600 people. For this purpose, an HR department has been formed with 4 corporate areas: Personnel administration, recruitment, development and labour relations, as well as setting up teams, each with an HR Business Partner.

The average age of all the Group's personnel is 42, 77% men and 23% women.

At the close of 31 December, 65 employees have legal guardianship, 16 of them men and 49 women.

The number of Spanish employees who are expatriates in other countries and have executed works in the energy and infrastructure areas in the different countries where the Group operates is 51. They have acquired an international experience of great value for their future professional development. These employees from different business areas such as Energy, Construction, Refurbishment, Concessions, Water and the Environment, are based in 13 different countries.

This has led to the establishment of the transformation of the workforce as a corporate strategy, recruiting more technical and multi-faceted professional profiles, with or without experience, and thus giving opportunities for professional development for young people with great potential and workers with experience who have known how to adapt to the new circumstances. At Grupo Ortiz we are pledged to support talent as a means for achieving the viability of the companies and increasing quality and sustainability.

The training policy of Grupo Ortiz provides a response to the transformation and development GRUPO ORTIZ over recent years. The diversification and internationalisation of the Group's activities condition the training actions required to boost, improve and provide knowledge, skills and capacities for the company's workers, particularly in digitalisation, and thus improve competitiveness in an increasingly demanding market which is constantly evolving. In 2024, a total of 27,949 hours of training were given to 1,896 employees.

Training has been condensed into courses with less reading load but open to more workers, such as courses on on-site recycling and data protection. As regards digitalisation, training in the BIM methodology has continued.

15. QUALITY, ENVIRONMENT, OCCUPATIONAL RISK PREVENTION AND RESEARCH, DEVELOPMENT AND TECHNOLOGICAL INNOVATION ACTIVITIES

QUALITY AND ENVIRONMENTAL MANAGEMENT

In 2024, the Grupo Ortiz companies have carried out renewal audits of its Quality and Environmental Management Systems in accordance with the requirements of ISO 9001:2015 and ISO 14001:2015 standards. The process culminated in the month of May 2024 with the audit by the external certification entity accredited by ENAC, resulting in an ASSESSMENT of COMPLIANT.

This audit process involved a visit to 18 workplaces and an interview with a total of 37 workers.

Apart from the audit processes carried out by external certification entities, Grupo Ortiz has established an internal system of assessment, monitoring and operational control with the aim of ensuring that the criteria of quality control, environment and occupational risk prevention defined in our management system are being implemented in the different workplaces, whether fixed or temporary, located in Spain or abroad.

To this end, the Quality and Environmental Management Department has made a total of 235 inspection and control visits to a number of Grupo Ortiz workplaces.

The Quality and Environment Department's staff was expanded in 2024.

Progress has been made with the digitalisation of the inspection processes by using the DALUX program.

OCCUPATIONAL RISK PREVENTION

In 2024, Grupo Ortiz renewed its Occupational Risk Management System certificates in accordance with the requirements of the ISO 45001:2018 standard, which is implemented in all the Group's companies. This process culminated in the month of June 2024 with an audit by the external certifying entity accredited by ENAC, with the result of an ASSESSMENT OF COMPLIANT.

This audit process involved a visit to 22 workplaces across the whole of Spain and in international delegations, and an interview with a total of 76 workers.

Also in 2024, Ortiz Construcciones y Proyectos, S.A. was certified in the Road Safety Management System in

ORTIZ CONSTRUCCIONES Y PROYECTOS, S.A. AND SUBSIDIARIES

CONSOLIDATED DIRECTORS' REPORT FOR THE YEAR 2024

accordance with the requirements of the ISO 39001:2012 standard, completing this process in July 2024 through an audit conducted by an external certifying body accredited by ENAC, which resulted in a compliant assessment.

The Prevention Service has carried out a total of 1,375 inspection and control visits to a variety of workplaces, with 332 Security Notes/EPH/Fixed Centres and Internal Audit processes, in addition to 127 prevention committee meetings held with subcontractors on site.

Grupo Ortiz has also boosted its systematic supervision, monitoring and control of projects which are being carried out abroad with respect to Occupational Risk Prevention, with the implementation of weekly follow-ups of all the international projects, as well as implementation of daily remote control through a smartphone app.

In this respect, internal audits have been carried out in the delegations in Colombia, United States and Mexico by the companies' prevention services.

RESEARCH, DEVELOPMENT AND TECHNOLOGICAL INNOVATION

One of the key principles of the GRUPO ORTIZ policy is to progressively strengthen its adoption of a culture of Technological Innovation with the aim of improving its Sustainability metrics and competitiveness.

In 2024, several technological innovation (R&D&I) projects were carried out related to Digitalisation and Information Technologies and Construction Technologies, involving a total amount of €1.974 million for the year.

The most noteworthy R&D&I projects carried out this year are as follows:

- Innovation (IT) Project to Improve the Quality Control of Photovoltaic Plant Execution (PLADISOLAR)
- Innovation (IT) Virtual Construction Project (NUTEMOPROC)
- Innovation (IT) Project for the Migration of Business Central Functionalities and Developments from Construction Management to Mobile Applications with PowerApps. (NUEVHERFIS)
- Innovation Project (IT) of Itemised Construction Cost Breakdowns. (NUEVAPPDIG)

16. ACQUISITION AND DIVESTMENT OF TREASURY SHARES

In 2021, the Parent Company distributed the treasury shares to its shareholders as an additional dividend to that approved at the General Shareholders' Meeting of 27 May 2021.

As at 31 December 2024 and 2023, the Parent Company did not have treasury shares registered, reducing the value of shareholders' equity.

17. SIGNIFICANT EVENTS AFTER THE CLOSE OF THE YEAR

In February 2025, after reaching an agreement with KMA Construcciones, S.A.S., the Parent Company acquired 25% of the stake in Concesión Transversal del Sisga S.A.S.

In the opinion of the directors of the Parent Company, no other matter has been identified which may have a material effect on the Consolidated Annual Financial Statements after the year ended 31 December 2024.

18. NON-FINANCIAL INFORMATION STATEMENT

In compliance with Act 11/2018 of 28 December, on non-financial information and diversity, the Group has presented a separate report on non-financial information, which is drawn up by the Parent Company's Directors in conjunction with this Consolidated Management Report.