

**Cellnex Finance  
Company, S.A.  
(Sole-Shareholder Company)**

Financial Statements  
for the year ended  
31 December 2022 and  
Directors' Report, together with  
Independent Auditor's Report

Translation of a report originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain. In the event of a discrepancy, the Spanish-language version prevails.

Translation of a report originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain. In the event of a discrepancy, the Spanish-language version prevails.

## INDEPENDENT AUDITOR'S REPORT ON FINANCIAL STATEMENTS

To the Sole Shareholder of Cellnex Finance Company, S.A. (Sole-Shareholder Company),

### Report on the Financial Statements

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#### Opinion

We have audited the financial statements of Cellnex Finance Company, S.A.U. (the Company), which comprise the balance sheet as at 31 December 2022, and the statement of profit or loss, statement of changes in equity, statement of cash flows and notes to the financial statements for the year then ended.

In our opinion, the accompanying financial statements present fairly, in all material respects, the equity and financial position of the Company as at 31 December 2022, and its results and its cash flows for the year then ended in accordance with the regulatory financial reporting framework applicable to the Company (identified in Note 2.1 to the financial statements) and, in particular, with the accounting principles and rules contained therein.

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#### Basis for Opinion

We conducted our audit in accordance with the audit regulations in force in Spain. Our responsibilities under those regulations are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

We are independent of the Company in accordance with the ethical requirements, including those pertaining to independence, that are relevant to our audit of the financial statements in Spain pursuant to the audit regulations in force. In this regard, we have not provided any services other than those relating to the audit of financial statements and there have not been any situations or circumstances that, in accordance with the aforementioned audit regulations, might have affected the requisite independence in such a way as to compromise our independence.

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

## Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Assessment of the recoverable amount of receivables from Group companies

| Description  | Procedures applied in the audit   |
|--|---|
| <p>As described in Note 1 to the financial statements, the Company's object consists of carrying on financing activities or providing financial support for the companies in the group of which Cellnex Telecom, S.A., the Company's sole shareholder, is the parent. In this regard, the Company had accounts receivable from Group companies amounting to EUR 10,498 million at 31 December 2022 (see Notes 6 and 14.3).</p> <p>In this context, as described in Notes 4.1 and 6, each year the Company assesses the recoverable amount of those receivables, irrespective of whether there are any indications of impairment. This assessment is performed on the basis of cash flow projections aligned with projected earnings and the needed investments, as well as other assumptions obtained from the business plan of each Group in which each debtor Group company is integrated. The performance of these estimates requires the sole director to make significant judgements and estimates.</p> | <p>Our audit procedures included, among others, the understanding of the process followed by the Company for evaluating the recoverable value of the receivables from Group companies.</p> <p>Furthermore, we performed substantive procedures, based on obtaining and analysing the impairment tests conducted by the Company, verifying their clerical accuracy and analysing the consistency of the future cash flow projections considered in those tests with the most recent business plans approved by the Group's directors.</p> <p>In addition, we evaluated the reasonableness of the key assumptions considered (such as revenue growth, cost inflation and the discount rate), and performed a sensitivity analysis of those key assumptions and a review of their consistency with the actual data relating to the performance of each debtor Group company.</p> |

## Assessment of the recoverable amount of receivables from Group companies

### Description

As a result of the foregoing, as well as of the significance of the investments held, this matter was determined to be a key matter in our audit.

### Procedures applied in the audit

Also, we involved our internal valuation experts in order to evaluate, mainly, the methodology employed by the Company in the impairment tests conducted, the discount rates considered and the terminal value, expressed in perpetuity growth terms, of the projected future cash flows.

Lastly, we evaluated whether the disclosures included in Notes 4.1, 6 and 14.3 to the accompanying financial statements in connection with this matter were in conformity with those required by the applicable regulatory framework.

## Other Information: Directors' Report

The other information comprises only the directors' report for 2022, the preparation of which is the responsibility of the Company's sole director and which does not form part of the financial statements.

Our audit opinion on the financial statements does not cover the directors' report. Our responsibility relating to the directors' report, in accordance with the applicable audit regulations, consists of evaluating and reporting on whether the directors' report is consistent with the financial statements, based on our knowledge of the entity obtained in the audit of those financial statements, as well as evaluating and reporting on whether the content and presentation of the directors' report are in conformity with the applicable regulations. If, based on the work we have performed, we conclude that there are material misstatements, we are required to report that fact.

Based on the work performed, as described in the preceding paragraph, the information in the directors' report is consistent with that contained in the financial statements for 2022 and its content and presentation are in conformity with the applicable regulations.

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## **Responsibilities of the Sole Director and of the Audit Committee for the Financial Statements**

The sole director is responsible for preparing the accompanying financial statements so that they present fairly the Company's equity, financial position and results in accordance with the regulatory financial reporting framework applicable to the Company in Spain, and for such internal control as the sole director determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the sole director is responsible for assessing the Company'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 sole director either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee of the Company's sole shareholder is responsible for overseeing the process involved in the preparation and presentation of the financial statements.

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## **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements 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 the audit regulations in force 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 financial statements.

A further description of our responsibilities for the audit of the financial statements is included in the Appendix to this auditor's report. This description, which is on pages 6 and 7 of this document, forms part of our auditor's report.

## Report on Other Legal and Regulatory Requirements

### Additional Report to the Audit Committee

The opinion expressed in this report is consistent with the content of our additional report to the audit committee of Cellnex Telecom, S.A. dated 28 February 2023.

### Engagement Period

The Company's sole shareholder, per the minutes of resolutions dated 10 December 2020, appointed us as auditors for a period of four years from the year ended 31 December 2019.

DELOITTE, S.L.

Registered in ROAC under no. S0692



Iván Rubio Borralló

Registered in ROAC under no. 21443

28 February 2023

Col·legi  
de Censors Jurats  
de Comptes  
de Catalunya

DELOITTE, S.L.

2023 Núm. 20/23/00320

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Informe d'auditoria de comptes subjecte  
a la normativa d'auditoria de comptes  
espanyola o internacional  
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## Appendix to our auditor's report

Further to the information contained in our auditor's report, in this Appendix we include our responsibilities in relation to the audit of the financial statements.

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### Auditor's Responsibilities for the Audit of the Financial Statements

As part of an audit in accordance with the audit regulations in force in Spain, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the sole director.
- Conclude on the appropriateness of the use by the sole director 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 Company'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 financial statements 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the entity's audit committee 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.

We also provide the entity's audit committee with a statement that we have complied with relevant ethical requirements, including those regarding independence, and we have communicated with it to report on all matters that may reasonably be thought to jeopardise our independence, and where applicable, on the related safeguards.

From the matters communicated with the entity's audit committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.



# **Cellnex Finance Company, S.A. (Sole Proprietorship)**

Financial Statements for the year ended 31 December  
2022 and Director's Report

*Translation of a report originally issued in Spanish based on our work performed in accordance with the audit regulations in force in Spain and of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company in Spain (see Notes 2 and 18). In the event of a discrepancy, the Spanish-language version prevails.*

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**CELLNEX FINANCE COMPANY, S.A.U.**

**BALANCE SHEET AS AT 31 DECEMBER 2022**

(Thousands of Euros)

| ASSETS  | Notes                     | 31/12/2022        | 31/12/2021        | EQUITY AND LIABILITIES                      | Notes                  | 31/12/2022        | 31/12/2021        |
|---|---------------------------|-------------------|-------------------|---|------------------------|-------------------|-------------------|
| <b>NON-CURRENT ASSETS:</b>                          |                           |                   |                   | <b>EQUITY:</b>                              | <b>Note 8</b>          |                   |                   |
| <b>Non-current investments in Group companies -</b> | <b>Notes 6.1 and 14.3</b> | <b>9,635,591</b>  | <b>5,680,214</b>  | <b>NET EQUITY-</b>                          |                        |                   |                   |
| Non-current loans to Group companies                |                           | 9,635,591         | 5,680,214         | <b>Capital</b>                              |                        | <b>60</b>         | <b>60</b>         |
| <b>Non-current investments-</b>                     | <b>Notes 6.1 and 9.3</b>  | <b>113,380</b>    | <b>31,481</b>     | <b>Prior period's losses</b>                |                        | <b>(6,577)</b>    | <b>(3,712)</b>    |
| Derivative financial instruments                    |                           | 113,380           | 31,481            | Prior period's losses                       |                        | (6,577)           | (3,712)           |
| <b>Deferred tax assets</b>                          | <b>Note 10.5</b>          | <b>16,216</b>     | <b>15,135</b>     | <b>Other shareholder contributions</b>      |                        | <b>1,000,000</b>  | <b>1,000,000</b>  |
| <b>Total non-current assets</b>                     |                           | <b>9,765,187</b>  | <b>5,726,830</b>  | <b>Profit for the year</b>                  |                        | <b>33,660</b>     | <b>(2,865)</b>    |
|   |                           |                   |                   | <b>VALUATION ADJUSTMENTS-</b>               |                        |                   |                   |
|   |                           |                   |                   | <b>Hedging operations</b>                   |                        | <b>21,025</b>     | <b>(3,320)</b>    |
|   |                           |                   |                   | <b>Total equity</b>                         |                        | <b>1,048,168</b>  | <b>990,163</b>    |
|   |                           |                   |                   | <b>NON-CURRENT LIABILITIES:</b>             |                        |                   |                   |
|   |                           |                   |                   | <b>Non-current borrowings-</b>              | <b>Note 9</b>          | <b>8,929,804</b>  | <b>6,207,489</b>  |
|   |                           |                   |                   | Bond issues                                 |                        | 6,933,450         | 5,921,620         |
|   |                           |                   |                   | Bank Borrowings                             |                        | 1,971,064         | 285,869           |
|   |                           |                   |                   | Derivate financial Instruments              | Note 9.3               | 25,290            | -                 |
|   |                           |                   |                   | <b>Non-current loans to Group companies</b> | <b>Note 9 and 14.3</b> | <b>18,668</b>     | <b>17,181</b>     |
|   |                           |                   |                   | <b>Deferred tax liabilities</b>             | <b>Note 10.5</b>       | <b>22,854</b>     | <b>5,634</b>      |
|   |                           |                   |                   | <b>Total non-current liabilities</b>        |                        | <b>8,971,326</b>  | <b>6,230,304</b>  |
|   |                           |                   |                   | <b>CURRENT LIABILITIES:</b>                 |                        |                   |                   |
| <b>CURRENT ASSETS:</b>                              |                           |                   |                   | <b>Current borrowings-</b>                  | <b>Note 9</b>          | <b>82,121</b>     | <b>61,467</b>     |
| <b>Trade and other receivables-</b>                 |                           | <b>5,044</b>      | <b>5,652</b>      | Bond issues                                 |                        | 58,926            | 45,908            |
| Receivables from Group companies                    | Notes 6.1 and 14.3        | 1,839             | 4,030             | Bank Borrowings                             |                        | 23,195            | 15,559            |
| Other tax receivables from Public Authorities       | Note 10.1                 | 3,205             | 1,622             | <b>Current loans from Group companies</b>   | <b>Note 9 and 14.3</b> | <b>1,391,891</b>  | <b>3,075,296</b>  |
| <b>Current investments in Group companies</b>       | <b>Notes 6.1 and 14.3</b> | <b>862,773</b>    | <b>1,275,231</b>  | <b>Trade and other payables-</b>            | <b>Note 9</b>          | <b>7,565</b>      | <b>13,914</b>     |
| Current loans to Group companies                    |                           | 862,773           | 1,275,231         | Payables to Group companies                 | Note 14.3              | 7,009             | 12,779            |
| <b>Cash and cash equivalents-</b>                   | <b>Note 7</b>             | <b>868,067</b>    | <b>3,363,431</b>  | Other payables                              |                        | 418               | 988               |
| Cash  |                           | 538,625           | 2,163,346         | Staff                                       |                        | 54                | 45                |
| Cash equivalents                                    |                           | 329,442           | 1,200,085         | Other payables to Public Authorities        | Note 10.1              | 84                | 102               |
| <b>Total current assets</b>                         |                           | <b>1,735,884</b>  | <b>4,644,314</b>  | <b>Total current liabilities</b>            |                        | <b>1,481,577</b>  | <b>3,150,677</b>  |
| <b>TOTAL ASSETS</b>                                 |                           | <b>11,501,071</b> | <b>10,371,144</b> | <b>TOTAL EQUITY AND LIABILITIES</b>         |                        | <b>11,501,071</b> | <b>10,371,144</b> |

The accompanying Notes 1 to 18 are an integral part of the balance sheet at 31 December 2022.

# CELLNEX FINANCE COMPANY, S.A.U.

## INCOME STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2022

(Thousand of Euros)

|  | Notes            | 2022             | 2021             |
|--|------------------|------------------|------------------|
| ONGOING OPERATIONS:                                  |                  |                  |                  |
| <b>Revenue-</b>                                      | <b>Note 12.1</b> | <b>268,410</b>   | <b>122,837</b>   |
| Interest income from Group companies                 | Note 14.3        | 247,235          | 118,906          |
| Interest income                                      |                  | 21,175           | 3,931            |
| <b>Other operating income-</b>                       | <b>Note 14.3</b> | <b>712</b>       | <b>289</b>       |
| Non-core and other current operating income          |                  | 712              | 289              |
| <b>Finance costs-</b>                                | <b>Note 12.2</b> | <b>(200,617)</b> | <b>(136,102)</b> |
| Borrowings from Group companies                      | Note 14.3        | (26,232)         | (13,032)         |
| Borrowings from third parties                        |                  | (174,385)        | (123,070)        |
| <b>Staff costs-</b>                                  | <b>Note 12.3</b> | <b>(1,533)</b>   | <b>(1,038)</b>   |
| Wages, salaries and similar expenses                 |                  | (1,328)          | (852)            |
| Employee benefit costs                               |                  | (205)            | (186)            |
| <b>Other operating expenses-</b>                     | <b>Note 12.4</b> | <b>(3,737)</b>   | <b>(1,421)</b>   |
| Outside services                                     |                  | (3,737)          | (1,421)          |
| <b>Profit/ (Loss) from operations</b>                |                  | <b>63,235</b>    | <b>(15,435)</b>  |
| <b>Change in fair value of financial instruments</b> | <b>Note 12.5</b> | <b>6,785</b>     | <b>(7,431)</b>   |
| <b>Exchange differences</b>                          | <b>Note 12.5</b> | <b>(25,135)</b>  | <b>19,048</b>    |
| <b>Net financial profit /(loss)</b>                  |                  | <b>(18,350)</b>  | <b>11,617</b>    |
| <b>Profit/ (Loss) before tax</b>                     |                  | <b>44,885</b>    | <b>(3,818)</b>   |
| Income tax   | Note 10.3        | (11,225)         | 953              |
| <b>Profit/ (Loss) for the period</b>                 |                  | <b>33,660</b>    | <b>(2,865)</b>   |

The accompanying Notes 1 to 18 are an integral part of the income statement for 2022.

## CELLNEX FINANCE COMPANY, S.A.U.

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

#### A) STATEMENT OF RECOGNISED INCOME AND EXPENSE

(Thousands of euros)

|   | Notes    | 2022          | 2021           |
|---|----------|---------------|----------------|
| <b>PROFIT/ (LOSS) FOR THE YEAR PER INCOME STATEMENT</b> |          | <b>33,660</b> | <b>(3,712)</b> |
| <b>Income and expense recognised directly in equity</b> |          | <b>24,717</b> | <b>(459)</b>   |
| Changes in cash flow hedges                             | Nota 9.3 | 36,881        | 1,438          |
| Net investment hedge in currency other than euro        | Nota 9.3 | (3,924)       | (2,048)        |
| Tax effect  |          | (8,240)       | 152            |
| <b>Transfers to the income statement</b>                |          | <b>(372)</b>  | <b>(2,861)</b> |
| Changes in cash flow hedges                             | Nota 9.3 | (496)         | (3,815)        |
| Tax effect  |          | 124           | 954            |
| <b>Total recognised income and expense</b>              |          | <b>58,005</b> | <b>(6,185)</b> |

The accompanying Notes 1 to 18 are an integral part of the statement of recognised income and expense for 2022.

## CELLNEX FINANCE COMPANY, S.A.U.

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

#### B) STATEMENT OF TOTAL CHANGES IN EQUITY

(Thousands of Euros)

|  | Notes  | Capital | Results from previous exercises | Other Shareholders Contributions | Profit for the year | Valuation adjustments | Total     |
|--|--------|---------|---------------------------------|----------------------------------|---------------------|-----------------------|-----------|
| <b>Total Balance 2020</b>                    |        | 60      | -                               | 1,000,000                        | (3,712)             | -                     | 996,348   |
| Distribution of the result for the year 2020 |        | -       | (3,712)                         | -                                | 3,712               | -                     | -         |
| Total income and expenses                    |        | -       | -                               | -                                | (2,865)             | (3,320)               | (6,185)   |
| <b>Total Balance 2021</b>                    | Note 3 | 60      | (3,712)                         | 1,000,000                        | (2,865)             | (3,320)               | 990,163   |
| Distribution of the result for the year 2021 |        | -       | (2,865)                         | -                                | 2,865               | -                     | -         |
| Total income and expenses                    |        | -       | -                               | -                                | 33,660              | 24,345                | 58,005    |
| <b>Total Balance 2022</b>                    | Note 3 | 60      | (6,577)                         | 1,000,000                        | 33,660              | 21,025                | 1,048,168 |

The accompanying Notes 1 to 18 are an integral part of the statement of total changes in equity.

# CELLNEX FINANCE COMPANY, S.A.U.

## STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

(Thousands of Euros)

|  | Notes            | 2022               | 2021               |
|--|------------------|--------------------|--------------------|
| <b>CASH FLOWS - OPERATING ACTIVITIES (I)</b>                           |                  | <b>17,371</b>      | <b>28,468</b>      |
| <b>Profit for the year before tax</b>                                  |                  | <b>44,885</b>      | <b>(3,818)</b>     |
| <b>Adjustments to profit-</b>  |                  | <b>(49,443)</b>    | <b>1,648</b>       |
| Gains/(losses) on derecognition and disposal of financial instruments  | Nota 12.5        | (6,785)            | 7,431              |
| Finance income   | Nota 12.1        | (268,410)          | (122,837)          |
| Finance costs  | Nota 12.2        | 200,617            | 136,102            |
| Exchange differences   |                  | 25,135             | (19,048)           |
| <b>Changes in working capital-</b>                                     |                  | <b>(5,988)</b>     | <b>(4,620)</b>     |
| Trade and other receivables  |                  | 2,189              | (4,030)            |
| Other current assets and liabilities                                   |                  | (1,828)            | (1,622)            |
| Trade and other payables   |                  | (6,349)            | 1,032              |
| <b>Other cash flows from operating activities-</b>                     |                  | <b>27,917</b>      | <b>35,258</b>      |
| Interest paid  |                  | (158,879)          | (62,966)           |
| Interest received  |                  | 186,796            | 98,230             |
| Income tax recovered (paid)  |                  | -                  | (6)                |
| <b>CASH FLOWS - INVESTING ACTIVITIES (II)</b>                          |                  | <b>(3,955,377)</b> | <b>(3,685,530)</b> |
| <b>Payments due to investments-</b>                                    |                  | <b>(4,215,377)</b> | <b>(3,707,098)</b> |
| Group companies and associates   | Notas 6.1 y 14.3 | (4,215,377)        | (3,707,098)        |
| <b>Proceeds from divestments</b>                                       |                  | <b>260,000</b>     | <b>21,568</b>      |
| Group companies and associates   | Notas 6.1 y 14.3 | 260,000            | 21,568             |
| <b>CASH FLOWS - FINANCING ACTIVITIES (III)</b>                         |                  | <b>1,442,642</b>   | <b>5,957,794</b>   |
| <b>Proceeds and payments relating to financial liabilities</b>         |                  | <b>1,442,642</b>   | <b>5,957,794</b>   |
| Proceeds from issue of bank borrowings                                 | Nota 9.2         | 1,745,358          | 271,660            |
| Bond issues  | Nota 9.1         | 982,525            | 5,869,320          |
| Debt issues with Group companies and associates                        | Nota 14.3        | 6,832,000          | 10,945,764         |
| Repayment and redemption of bank borrowings                            | Nota 9.2         | (71,882)           | (568,520)          |
| Repayment and redemption of Group companies and associates             | Nota 14.3        | (8,045,359)        | (10,560,430)       |
| <b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (I+II+III)</b> |                  | <b>(2,495,364)</b> | <b>2,300,732</b>   |
| Cash and cash equivalents at beginning of period                       |                  | 3,363,431          | 1,062,699          |
| Cash and cash equivalents at end of period                             |                  | 868,067            | 3,363,431          |

The accompanying Notes 1 to 18 are an integral part of the statement of cash flows for 2022.

*Translation of financial statements originally issued in Spanish and prepared in accordance with the regulatory financial reporting framework applicable to the Company in Spain (see Notes 2 and 18). In the event of a discrepancy, the Spanish-language version prevails.*

## **Cellnex Finance Company, S.A. (Sole Proprietorship)**

Notes to the financial statements  
for the year ended 31 December 2022

### **1. General information**

Cellnex Finance Company, S.A.U. ("the Company") was incorporated in Barcelona on 30 October 2020 and its registered office is at Calle Juan Esplandiú nº 11 (Madrid).

The Company's object, as set out in its by-laws, consists of carrying on financial activities or providing financial support for the companies of the Group, the parent of which is Cellnex Telecom, S.A. and to which the Company belongs, including:

- the issuance of bonds and other marketable securities that recognise or create debt, as well as the subscription of any banking or other financing instruments, or the subscription of any instruments that have a financing motive or purpose,
- the management, optimisation and channelling of monetary resources and attention to the needs of the companies of the Group to which the Company belongs, and
- the granting of financing of any type, as well as the granting of guarantees of any type and nature to secure obligations assumed by all the companies of the Group to which the Company belongs.

In accordance with the foregoing, the Company forms part of the Cellnex Telecom Group, the parent of which is Cellnex Telecom, S.A. In this context, the Sole Shareholder of the Company coordinates the Company's strategic, operational and financial decisions and, therefore, the Company's economic and financial position should be evaluated in the context of the Group to which it belongs taken as a whole.

Figures in all the accounting statements (balance sheet, income statement, statement of changes in equity and statement of cash flows) and the notes to the financial statements are expressed in thousands of euros, which is the Company's presentation and functional currency, unless otherwise stipulated.



## **2. Basis of presentation**

### ***2.1. Regulatory financial reporting framework applicable to the Company***

The accompanying financial statements were formally prepared by the Sole Director in accordance with the regulatory financial reporting framework applicable to the Company, which consists of:

- The Spanish Commercial Code and all other Spanish corporate law.
- The Spanish National Charter of Accounts approved by Royal Decree 1514/2007, which has been modified by Royal Decree 1159/2010 of 17 September, Royal Decree 602/2016 of 2 December and Royal Decree 1/2021 of 12 January, and its industry adaptations, and the provisions approved by the National Securities Market Commission.
- The mandatory rules approved by the Spanish Accounting and Audit Institute (ICAC) to implement the National Charter of Accounts and supplementary regulations.
- All other applicable Spanish accounting regulations.

### ***2.2. Fair presentation***

The accompanying financial statements have been obtained from the Company's accounting records and are presented in accordance with the regulatory framework of financial information that is applicable to it and in particular, with the accounting principles and rules contained therein and, accordingly, present fairly the Company's equity, the financial situation, the results of the Company and the cash flows during the corresponding year. These financial statements, which have been formally prepared by the Sole Director of the Company on 28 February 2023, will be submitted for approval by the Sole Shareholder, and it is estimated that they will be approved without any modification. For its part, the financial statements for 2021 were approved by the Sole Shareholder on 28 April 2022.

In preparing these financial statements, the Company omitted any information or disclosures which, not requiring disclosure due to their qualitative importance, were considered non-material or with no relative importance according to the concept of materiality or relative importance defined in the conceptual framework of the Spanish General Accounting Plan in force.

### ***2.3. Non-obligatory accounting principles applied***

Non-mandatory accounting principles were not applied. However, the Sole Director drew up these financial statements in due consideration of all mandatory accounting principles and standards with a significant impact on the statements. All mandatory accounting principles were applied.

### ***2.4. Key issues in relation to the measurement and estimation of uncertainty***

In preparing the accompanying financial statements, estimates were made based on historical experience and on other factors considered to be reasonable in view of the current circumstances; these estimates formed the basis for establishing the carrying amounts of certain assets, liabilities, income, expenses and obligations whose value is not readily determinable using other sources. The Company reviews its estimates on an ongoing basis.

The main future assumptions made and other relevant sources of uncertainty in the estimates at year-end that could have a significant effect on the financial statements in the coming year were as follows:

- Recoverable amount of loans to Group companies (see Notes 4.1.1 and 6.1).

- Valuation of derivative financial instruments and other financial instruments (see Notes 4.1.3 and 9.3).
- The criteria for recognition of deferred tax assets and its recoverability plan (see Notes 4.2 and 10.5).
- Assessment of litigations, commitments and contingent assets and liabilities at year-end (see Notes 4.3 and 13).

Although these estimates have been made on the basis of the best information available at the end of the 2022 financial year, future events may force them to be changed (upwards or downwards) in the coming financial years, which would, where appropriate, be done prospectively.

#### *Coronavirus pandemic*

Global economic conditions deteriorated rapidly in 2020 as a result of the Coronavirus Pandemic which began in China in late 2019 and subsequently spread globally. In this sense, the Sole Director of the Company continue to evaluate the impact of the coronavirus pandemic, highlighting that it has not had a significant effect on the Company's or Group's business, financial condition or results of operations and, therefore, has not had a significant effect on the Financial Statements for the year ended 31 December 2022 and 2021. Therefore, it has not had an appreciable impact on the financial statements.

#### *War conflict between Russia and Ukraine*

On February 24, 2022, the war between Russia and Ukraine began, the consequences of which are uncertain at the date of preparation of these annual accounts. In this regard, the Company's Directors consider that it will not have a substantial impact on the business, financial condition or operating results of the Company.

### **2.5. Comparative information and correction of errors**

The application of the accounting criteria in the year 2022 and 2021 has been uniform, and there are, therefore, no operations or transactions that have been recorded following different accounting principles that could lead to discrepancies in the interpretation of the comparative figures of both periods.

The information contained in the accompanying notes for 2021 is presented, for comparative purposes, with the information for the 2022 financial year.

### **2.6. Grouping of items**

Certain items on the balance sheet, income statement, statement of changes in equity and statement of cash flows are grouped together to make them easier to understand; however, whenever the amounts involved are material, the information is broken down in the notes concerned.

### **2.7. Changes in accounting criteria**

During the 2022 financial year, there have been no significant changes in accounting criteria compared to the criteria applied in 2021.

## 2.8. Financial Situation

As indicated in Note 1, the economic-financial position of the Company must be evaluated in the context of the Group to which it belongs (see Note 1). In this context, the Company maintains credit facilities ("cash pooling") that the Company has signed with different Group companies (see Note 14.3) which have been classified in the current of the attached balance sheet taking into account their maturity in the next twelve months, tacitly renewable and, consequently, attends to the normal flow of the Group's financing operations. Likewise, the Company has a liquidity of EUR 3,715 million, composed of "cash and cash equivalents" and credit facilities available at the date of formulation of these financial statements.

In this sense, the Sole Director of the Company has formally prepared these financial statements based on the principle of a going concern taking into account the situation of the Group and, especially, that Cellnex Telecom, S.A. continues to act as guarantor of the Company's debt (see Note 9.4).

## 3. Application of result

The distribution of 2022 result proposed by the Company's Sole Director for approval by the Sole Shareholder is as follows:

|                               | Thousands<br>of Euros |
|-------------------------------|-----------------------|
| <b>Basis of distribution:</b> |                       |
| Result for the year           | 33,660                |
|                               | <b>33,660</b>         |
| <b>Application:</b>           |                       |
| Prior period's losses         | 6,577                 |
| Legal Reserve                 | 12                    |
| Complementary Dividend        | 27,071                |
|                               | <b>33,660</b>         |

The Company has not distributed dividends since its incorporation.

## 4. Accounting policies and measurement bases

As indicated in Note 2, the Company has applied the accounting policies in accordance with the accounting principles and standards contained in the Commercial Code, which are developed in the General Accounting Plan in force, as well as the rest of the commercial legislation in force at the date of closing of these financial statements. In this sense, only those policies that are specific to the activity of the Company and those considered significant according to the nature of its activities are detailed below.

## **4.1. Financial instruments**

### *4.1.1 Financial assets*

#### *Allocation*

The financial assets held by the Company are classified as financial assets at amortized cost including those loans and accounts receivable that the Company has and that arise from the sale of goods or the provision of services in the ordinary course of business. Also, those that do not have a commercial origin, are not equity instruments or derivative financial instruments and whose collections are fixed or determined and are not traded on an active market.

In general, the category includes:

- i) Trade receivables: arising from the sale of goods or the rendering of services with deferred payment in the ordinary course business; and
- ii) Non-trade receivables: arising from loans granted by the Company and other receivables with fixed or determinable payments

#### *Initial recognition*

In general terms, financial assets are initially recognised at the fair value of the remuneration given, plus any directly attributable transaction costs.

#### *Subsequent measurement*

Financial assets at amortised cost shall be recognised using the foregoing valuation criteria by allocating accrued interest to the income statement using the effective interest rate method. The effective interest rate is the discount rate that exactly matches the value of a financial instrument to all of its cash flows estimated by all concepts throughout its remaining life. For fixed-rate financial instruments, the effective interest rate coincides with the contractual interest rate established at the time of their acquisition plus, where appropriate, commissions which, by their nature, are similar to an interest rate. In variable interest rate financial instruments, the effective interest rate coincides with the current rate of return for all items until the first revision of the benchmark interest rate takes place.

At least at year-end, the Company performs an "impairment test" for financial assets that are not recorded at fair value with changes in the income statement. It is considered that there is objective evidence of impairment if the recoverable value of the financial asset is less than its carrying value. When it occurs, the record of this impairment is recorded in the income statement.

In particular, with regard to valuation adjustments relating to financial assets at amortised cost, the criterion used by the Company to calculate the corresponding valuation corrections, if any, is to estimate the fair value of those balances on the basis of estimated future cash flows.

The Company derecognizes financial assets when the rights on the cash flows of the corresponding financial asset expire or have been transferred and the risks and benefits inherent in its property have been substantially transferred, such as in firm sales of assets, assignments of commercial loans in "factoring" operations in which the company does not retain any credit or interest risk, sales of financial assets with a repurchase agreement at their fair value or securitizations of financial assets in which the assignor does not retain subordinated financing or grant any type of guarantee or assume any other type of risk.

On the contrary, the Company does not derecognize the financial assets, and recognizes a financial liability for an amount equal to the consideration received, in the assignments of financial assets in which the risks and benefits inherent in its property are substantially retained, such as the discount of effects, the "factoring with recourse", the sales of financial assets with repurchase agreements at a fixed price or at the sale price plus an interest and securitizations of financial assets in which the transferor retains subordinated financing or other collateral that absorbs substantially all expected losses.

#### *4.1.2 Financial liabilities*

The financial liabilities assumed or incurred by the Company are classified in the category of valuation of financial liabilities at amortized cost and are those debits and items to be paid that the Company has and that have originated in the purchase of goods and services by traffic operations of the company, or those that, without having a commercial origin, not being derivative instruments, they come from loan or credit operations received by the Company.

These liabilities are initially valued at the fair value of the consideration received, adjusted for directly attributable transaction costs. These liabilities are then valued according to their amortised cost.

Assets and liabilities are presented separately on the balance sheet and are only presented for their net amount when the Company has the enforceable right to offset the recognized amounts and, in addition, they intend to liquidate the amounts for the net or to realize the asset and cancel the liability simultaneously.

The Company cancels financial liabilities when the obligations that have generated them are extinguished.

Borrowings are initially recognized at fair value including the costs incurred in raising the debt. In subsequent periods, the difference between the funds obtained (net of the costs required to obtain them) and the repayment value, and if it is significant, is recognized in the income statement over the term of the debt at the effective interest rate.

If existing debts are renegotiated, it is considered that there are no substantial modifications in the financial liability when the lender of the new loan is the same as the one that granted the initial loan and the present value of the cash flows, including net commissions, does not differ by more than 10% from the present value of the unpaid cash flows from the original liability calculated under that same method. Certain changes in the determination of cash flows may not exceed this quantitative analysis but may also result in a substantial change in financial liabilities, such as: a change from fixed to variable interest rate in the remuneration of financial liabilities, the restatement of financial liabilities to a different currency, among other cases.

#### *4.1.3 Derivative financial instruments*

Company uses derivative financial instruments to hedge its financial risk mainly from changes in interest rate and exchange rate (see Note 5). These derivative financial instruments have been classified as cash flows hedges or as hedges of net investment in currencies other than the euro and have been recognised at fair value (both initially and subsequently) using valuations based on the analysis of discounted cash flows using assumptions that are mainly based on the market conditions at the reporting date and adjusting for the bilateral credit risk in order to reflect both the Company's risk and the counterparty's risk.

In order for these derivative financial instruments to qualify as accounting hedges, they are initially designated as such, documenting the hedging ratio. At the inception of the hedge, the Company documents the relationship between the hedging instruments and the hedged items, in addition to its risk management objective and the strategy for undertaking the hedge. The Company also documents how it will assess, both initially and on an ongoing basis, whether the derivatives used in the hedges are highly effective for offsetting changes in the fair value or cash flows attributable to the hedged risk.

The fair value of derivative financial instruments used for hedging purposes, is set out in Note 9.3.

Hedge accounting, when considered to be such, is discontinued when the hedging instrument expires or is sold, terminated or exercised or when it no longer qualifies for hedge accounting. Any accumulated gain or loss on the hedging instrument recognised in equity is retained in equity until the expected transaction occurs. If a hedged transaction is no longer expected to occur, the net accumulated gain or loss recognised in equity is transferred to net profit or loss for the year.

Classification on the balance sheet as current or non-current will depend on whether the maturity of the hedge at year-end is less or more than one year.

The criteria used to account for these instruments are as follows:

a) Cash flow hedge

The positive or negative variations in the valuation of the derivatives qualifying as cash flow hedges are charged, in their effective portion, net of the tax effect, to equity under "Hedging Operations", until the hedged item affects the income (or when the underlying part is sold or if it is no longer probable that the transaction will take place), which is when the accumulated gains or losses in net equity are released to the income statement for the year.

Any positive or negative differences in the valuation of the derivatives corresponding to the ineffective portion are recognised directly in profit or loss for the year under "Change in fair value of financial instruments".

This type of hedge corresponds primarily to those derivatives entered into by the Company to convert financial debt in foreign currency to the functional currency, this being the euro (see Note 1).

b) Hedges of a net investment in currencies other than the euro

The Company finances its major foreign investments in the same functional currency in which they are held so as to reduce the foreign exchange risk. This is carried out by obtaining financing in the corresponding currency or by entering into cross-currency and, or interest-rate swaps.

The exchange-rate component of hedges of net investments in foreign operations in subsidiaries and associated companies are accounted for as a fair value hedge.

The changes in fair value of the designated derivatives, which meet the conditions for qualifying as hedges of net investments in foreign operations, are recognised in the income statement under "Change in fair value of financial instruments", together with any changes in the fair value of the hedged investment in subsidiaries, jointly controlled entities or associates that is attributable to foreign-exchange risk.

c) Fair value hedges

In this case, the value changes of the hedging instrument and of the hedged item, attributable to the hedged risk, are recognized in results.

d) Derivative financial instruments that are not accountably qualified as hedging

In the case of derivatives that do not qualify as hedging instruments, the positive or negative difference resulting from the fair value adjustments are taken directly to the income statement for the year.

e) Fair value and valuation technique

Fair value is defined as the price that would be received to sell an asset or paid for transfer a liability in an orderly transaction between market participants on the date of measurement, regardless of whether that price is directly observable or estimated using another valuation technique.

For financial reporting purposes, fair value measurements are classified at level 1, 2 or 3 depending on the extent to which the inputs used are observable and their importance for the measurement of fair value as a whole, as described below:

- Level 1 – Inputs are based on quoted (unadjusted) prices for identical instruments traded on active markets.
- Level 2 – Inputs are based on quoted prices for similar instruments on asset markets (not included in level 1), prices quoted for identical or similar instruments on non-asset markets, and techniques based on valuation models for which all significant inputs are observable in the market or can be corroborated by observable market data.
- Level 3 – In general, inputs are unobservable and reflect estimates based on market assumptions to determine the price of the asset or liability. Unobservable data used in the valuation models are significant in the fair values of the assets and liabilities.

To determine the fair value of its derivatives, the Company uses valuation techniques based on expected total exposure (which includes both current exposure as well as potential exposure) adjusted for the probability of default and loss given default of each counterparty.

The expected total exposure of the derivatives is obtained using observable market inputs such as interest rate, exchange rate and volatility curves in accordance with the market conditions at the measurement date. The inputs used for the probability of default by the Company and by the counterparties are estimated on the basis of the credit default swap (CDS) prices observed in the market

In addition, in order to reflect the credit risk in the fair value the market standard of 40% is applied as a recovery rate, which relates to the CDS in relation to senior corporate debt.

#### **4.2. Income tax**

The income tax expense or income includes the portion relating to the expense or income for current tax and the portion corresponding to the deferred tax expense or income.

The company is subject to corporation tax under the tax regime of Fiscal Consolidation according to Chapter VI of Title VII of Law 27/2014, of 27 November on Corporation Tax, being the tax identification number of the group on 520/15. Consequently, corporation tax expenditure includes those advantages arising from the use of negative tax bases and uninvolved deductions that had not been recorded in the event of individual taxation of the companies that make up that tax group.

Current income tax expense is the amount the Company pays as a result of income tax settlements for a given year. Tax credits and other tax benefits applied to taxable profit, excluding tax withholdings, prepayments and tax loss carryforwards from previous years, reduce current income tax expense.

Deferred tax expense or income relates to the recognition and derecognition of deferred tax assets and liabilities. These include temporary differences, measured as the amount expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities and their tax bases, as

well as unused tax losses and tax credits. These amounts are measured by applying to the corresponding temporary difference or tax asset, the tax rate at which the asset is expected to be realised or the liability is expected to be settled.

Deferred tax liabilities are recognised in respect of all taxable temporary differences, with the exception of those arising from initial recognition of goodwill or other assets and liabilities in an operation that does not affect either taxable profit or accounting profit and is not a business combination.

Deferred tax assets are recognised only to the extent that it is considered likely the Company will have sufficient taxable profit in the future against which the deferred tax assets can be offset.

Deferred tax assets and liabilities arising from operations that are charged or credited directly to equity accounts are also recognised with a balancing entry under equity.

The deferred tax assets recognised are reconsidered at each closing date, and any necessary corrections are made if there are any doubts concerning future recovery. Deferred tax assets not recognised on the balance sheet are also assessed at each closing date and are recognised if it is likely they will be recovered with future tax gains.

In the determination of deferred tax assets, the tax group to which the Company belongs, establishes a finite time horizon for the recovery of them on the basis of the best estimates made. Thus, on the basis of the estimation of the individual tax bases of the companies that make up the group, the expected period for the application of deferred tax assets has been determined, also taking into account the timetable for the use of the outstanding deductions, as well as the tax losses subject to compensation in subsequent years within the legal time limits for the use of them.

The expense accrued by corporation tax is determined by taking into account, in addition to the parameters to be considered in case of individual taxation set out above, and in accordance with the Resolution of 9 February 2016, of the Institute of Accounting and Audit of Accounts, which develops the rules for the registration, valuation and preparation of the financial statements for the accounting of the Income Tax, the following:

- The permanent and temporary differences produced as a result of the elimination of results arising from the process of determining the consolidated tax base.
- The deductions and bonuses that correspond to each company of the tax group under the company group regime; for this purpose, deductions and bonuses are attributed to the company carrying out the activity or obtaining the necessary return to obtain the right to deduction or tax bonus.
- For the part of the negative tax results from some of the companies in the tax group that have been compensated by the rest of the companies belonging to that group, as indicated above, an account receivable with the tax group arises. On the part of the negative tax result not offset by the companies in the tax group, the company to which it corresponds posts an asset by deferred tax according to the aforementioned criterion.

#### **4.3. Provisions and contingent liabilities**

When preparing the financial statements the Company's Sole Director made a distinction between:

- a. Provisions: credit balances that cover current obligations derived from past events, whose cancellation is likely to result in an outflow of resources, but which are indeterminate in terms of their amount and / or time of cancellation.



- b. Contingent liabilities: possible obligations arising as a result of past events, whose future materialization is conditioned on the occurrence, or not, of one or more future events independent of the Company's will.

The financial statements include all provisions with respect to which it is estimated that the probability of having to meet the obligation is greater than otherwise. Unless they are considered remote, contingent liabilities are not recognized in the financial statements, but they are reported in the notes to the report (see Note 13.2).

Provisions are valued at the present value of the best possible estimate of the amount necessary to cancel or transfer the obligation, taking into account the information available on the event and its consequences, and recording the adjustments arising from the updating of such provisions as a financial expense as it accrues.

The compensation to be received from a third party at the time of settlement of the obligation, provided that there is no doubt that said reimbursement will be received, is recorded as assets, except in the case that there is a legal link through which part of the risk, and by virtue of which the Company is not obliged to respond; in this situation, the compensation will be taken into account to estimate the amount for which, in its case, the corresponding provision will appear.

#### **4.4. Current/Non-current classification**

Current assets are those linked to the normal operating cycle that is generally considered to be one year, as well as those other assets whose maturity, disposal or realization is expected to occur in the short term from the closing date of the year. Financial assets held for trading, with the exception of financial derivatives whose settlement period is greater than one year and cash and other equivalent liquid assets. Assets that do not meet these requirements are classified as non-current.

Similarly, current liabilities are liabilities linked to the normal operating cycle, financial liabilities held for trading, with the exception of financial derivatives whose settlement period is greater than one year and, in general, all the obligations whose maturity or extinction will occur in the short term. Otherwise, they are classified as non-current.

#### **4.5. Revenue and expense recognition**

Based on the corporate purpose of the Company described in Note 1, the financial income and expenses incurred correspond to operating income and expenses. Therefore, income from financing Group companies has been classified under the heading "Net turnover". Likewise, the financial expenses incurred in carrying out its financial intermediation activity have been classified in the operating margin, under the heading "Financial expenses".

Income and expenses are recognised on an accrual basis, i.e., when the actual flow of the related goods and services occurs, regardless of when the resulting monetary or financial flow arises.

Revenue from the rendering of services is recognised by reference to the stage of completion of the transaction at the reporting date, provided that the outcome of the transaction can be estimated reliably.

Interests received on financial assets are recognized using the method of the effective interest rate. In any case, interests on financial assets accrued after the time of acquisition are recognized as income in the profit and loss account.

#### **4.6. Cash and cash equivalents**

For the purposes of the statement of cash flows, "Cash and cash equivalents" includes the Company's cash and current deposit accounts with an initial maturity of three months or less, or current investments that the Company can withdraw cash without giving any notice and without suffering any significant penalty. The carrying amount of these assets is similar to their fair value.

#### **4.7. Related party transactions**

The Company carries out all its transactions with related parties on an arm's length basis. Also, as transfer prices are adequately documented, the Company's Sole Director feel there are no significant risks that could give rise to material liabilities in the future.

For balance sheet presentation purposes, Group companies are considered as those that are direct or indirect subsidiaries of Cellnex Telecom, S.A., and associates are considered as companies that have this status with respect to companies controlled by Cellnex Telecom, S.A.

#### **4.8. Transactions in foreign currencies**

Transactions in currencies other than the euro are translated into the functional currency of the Company (the euro) using the exchange rates in effect on the transaction date.

Gains and losses on currencies other than the euro arising from the settlement of these transactions and from the translation of monetary assets and liabilities held in currencies other than the euro at the year-end exchange rates are recognised in the income statement.

#### **4.9. Activities affecting the environment**

The Company's activities and business purpose are such that it has no environmental impact, and therefore it is not necessary to incur any expenses or invest to meet the environmental requirements laid down in law.

The potential impact on the financial statements of the risks arising from climate change described in Note 16 have been duly considered, without significant impacts. Therefore, it has not been considered necessary to record any provision for environmental risks and expenditures, as there are no contingencies in relation to climate change or environmental protection.

### **5. Financial risk management**

#### **5.1. Financial risk factors**

The Company's activities are exposed to various financial risks, which are described below.

Financial risk management of the companies in the Cellnex Group of which the Company is integrated, is controlled by the General Finance Department following authorisation by the most senior executive officer of Cellnex Telecom, as part of the respective policy adopted by the Board of Directors.

a) Foreign currency risk

The Company presents its financial statements in euros, therefore, fluctuations in the exchange rate of the currencies in which loans are instrumented and transactions are carried out, can have an impact on: future financial transactions, the recognition of assets and liabilities, as well as investments in currency other than the euro.

The strategy of the Cellnex Group, in which the Company is integrated, to hedge exchange rate risk in investments in currencies other than the euro does not necessarily attempt to fully hedge this risk, considering that the Group is a long-term investor in the aforementioned currencies and aims at a balanced coverage of this risk. In fact, the Group is open to evaluating different hedging strategies, depending on, among other things, the depth of the local currency financing and hedging market and its corresponding cost. These strategies could eventually allow the Group to have significant unhedged positions. These different hedging strategies may be implemented within a reasonable timeframe depending on the market and the prior assessment of the impact of the hedging. Hedging arrangements can be instrumented through derivatives or local currency loans, which act as a hedge.

Despite the fact that most of the Company's transactions are carried out in euros, the volatility in the conversion into euros of the agreements formalized in pounds sterling, swiss francs, US dollars, swedish krone, polish zlotys and danish krone may have negative consequences for the Company, affecting its business prospects, projections, financial statements and results of operations, as well as the generation of cash flows.

The Company uses derivative financial instruments to manage its financial risk mainly from exchange rate changes. These derivative financial instruments have been classified as cash flow hedging and recognized at fair value (both initial and subsequent valuations). These valuations have been calculated by analysing the cash flows discounted by assumptions based mainly on market conditions existing at the balance sheet date, in the case of unlisted derivative financial instruments (see Notes 4.1.3 and 9.3).

As of 31 December 2022, there is contracted financing to third parties that provides exchange rate hedging mechanisms (see Note 9.3).

b) Interest rate risk

The Company is exposed to interest rate risk through its non-current and current borrowings.

Borrowings issued at floating rates expose the Company to cash flow interest rate risk, while fixed-rate borrowings expose the Company to fair value interest rate risk. In addition, any increase in interest rates may increase the financial expense of the Company associated with variable rate loans, as well as the costs of refinancing existing debt and issuing new debt.

The objective of interest rate risk management is to achieve a balance in the debt structure that minimizes volatility in the income statement over a multi-year horizon.

The Company may use derivative financial instruments to manage its financial risk, which arises mainly from interest rate fluctuations. These derivative financial instruments are classified as cash flow hedges and are recorded at fair value (both initially and in subsequent valuations). The valuations are based on the analysis of discounted cash flows considering hypotheses that are mainly based on the existing market conditions at the balance sheet date, in the case of derivative instruments not listed.

On 31 December 2022 there are not financing contracted to third parties that presents interest rate hedging mechanisms.

c) Credit risk

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as other debts, including outstanding receivables and committed transactions.

To mitigate this credit risk, the Company carries out derivative transactions and spot transactions mainly with banks with strong credit ratings as qualified by international rating agencies. The solvency of these institutions, as indicated in each institution's credit ratings, is reviewed periodically in order to perform active counterparty risk management.

During the years for which information is reported, no credit limits were exceeded and Group management does not expect to incur losses as a result of default by any of the counterparties indicated above.

d) Liquidity risk

The Company and the Group manage their liquidity risk prudently, which involves maintaining cash and having access to a sufficient amount of finance through established credit facilities as well as the ability to liquidate market positions.

Given the dynamic nature of the businesses of the Group to which the Company belongs, the Group's Management aims to maintain flexibility in financing through the availability of committed credit facilities. Due to this policy, the Company, together with the other companies of the Group to which it belongs, has an available liquidity of approximately EUR 4,500 million, consisting of "cash and cash equivalents" and credit facilities available at the date of formulation of these financial statements, and has no immediate debt maturities (the maturities of the Company's financial obligations are detailed in Note 9).

As a result of the above, the Company and the Group consider that it has liquidity and access to medium and long-term financing, allowing it to ensure the necessary resources to meet the possible commitments of future investments.

However, the Company and the Group may not be able to withdraw or access liquid funds in a sufficient amount and at a reasonable cost to meet its payment obligations at all times. Failure to maintain adequate levels of liquidity may materially and adversely affect the business, projections, results of operations, financial conditions and/or cash flows of the Company, and in extreme cases, threaten the future as a going concern and lead to insolvency.

e) Debt-related risk

The Group's current indebtedness, which has increased significantly in recent years as the Group has expanded its business, or future indebtedness could have significant negative consequences on its business, prospects, results of operations, financial condition, corporate rating and cash flows, and there can be no assurance that the Group will generate sufficient cash flows from operations to service its present or future indebtedness or that future borrowing will be available in an amount sufficient to enable the Group to pay its indebtedness or to fund other liquidity needs.

Additionally, the Group's future performance and its ability to generate sufficient cash flows from operations, to refinance its indebtedness or to fund capital and development expenditures or opportunities that may arise is, to a certain extent, subject to general economic, financial, competitive, legislative, legal and regulatory factors, as well as to other of the factors discussed above, many of which are beyond the Group's control.

In particular, if future cash flows from operations and other capital resources are insufficient to pay its obligations as they mature, the Group may be forced to, among others, (i) issue equity capital or other securities or restructure or refinance all or a portion of its indebtedness, (ii) accept financial covenants in the Group's financing contracts such as limitations on the ability to incur additional debt, restrictions in the amount and nature of the Group's investments or the obligation to pledge certain Group's assets, or (iii) sell some of its core assets, possibly not on the best terms, to meet payment obligations. There can be no assurance that the Group would be able to accomplish any of these measures in a timely manner or on commercially reasonable terms, if at all. In addition, in the event that any change of control clause contained in the Group financings is triggered, the Group may be required to early repay its outstanding debt. Any of these aspects could impact in a potential downgrade in the Group's credit ratings from a rating agency, which can also make obtaining new financing more difficult and expensive.

On the other hand, if as a result of its present or future indebtedness the Group is required to dedicate a substantial portion of its cash flows from operations to service Group debt, it would have to also reduce or delay its business activities and/or the amount of cash flows available for other liquidity needs or purposes, including, among others, dividends or capital expenditures. This could, in turn, force the Group to forego certain business opportunities or acquisitions and place it at a possible competitive disadvantage to less leveraged competitors and competitors that may have better access to capital resources.

To mitigate the risk mentioned above, the Company and/or the Group have taken the following actions, among others: i) signing of long-term Credit Lines, through which banks commit to make funds available to the Company and the Group immediately for possible cash needs and ii) entry into new capital markets, such as the entry into the American market in 2021. This market offers a wide range of financing and allows diversifying the base of investors in bonds of the group. Finally, in November 2022 the Group publicly announced its commitment to reduce leverage and keep it consistently below a certain level, with the goal of becoming Investment Grade by Standard & Poor's in addition to maintaining Fitch's current Investment Grade.

## **5.2. Fair value measurement**

The fair value of financial instruments not listed on an active market is determined using valuation techniques. The Company uses a variety of methods and makes assumptions that are based on the market conditions existing at each balance sheet date.

## 6. Financial assets

### 6.1 Financial assets by categories of valuation

The breakdown of current and non-current financial investments by categories is as follows:

| <div>Classes</div> <div>Categories</div>  | Thousands of Euros                                   |                  |  |                  |                   |                  |
|---|--|------------------|--|------------------|-------------------|------------------|
|   | Non-Current Loans                                    |                  | Current Loans  |                  | Total             |                  |
|   | Credits, derivative financial instruments and others |                  | Credits, derivative financial instruments and others |                  |                   |                  |
|   | 2022   | 2021             | 2022   | 2021             | 2022              | 2021             |
| <b>Financial Assets at cost:</b><br>Investments in Group Companies (Note 14.3)<br>Debtors and Other Account Receivables | 9,635,591  | 5,680,214        | 864,612  | 1,279,261        | 10,500,203        | 6,959,475        |
|   | -  | -                | 3,205  | 1,622            | 3,205             | 1,622            |
| <b>Assets at reasonable value with changes in equity:</b><br>Derivative Financial Instruments (Nota 9.3)                | 95,727   | 26,352           | -  | -                | 95,727            | 26,352           |
| <b>Assets at fair value with changes in profit and loss:</b><br>Derivative Financial Instruments (Note 9.3)             | 17,653   | 5,129            | -  | -                | 17,653            | 5,129            |
| <b>Total</b>  | <b>9,748,971</b>                                     | <b>5,711,695</b> | <b>867,817</b>                                       | <b>1,280,883</b> | <b>10,616,788</b> | <b>6,992,578</b> |

#### Current and non-current loans to Group companies

The Company holds debts and credits with Group companies and associates, in accordance with the breakdown described in Note 14.3.

The recoverable value of the credits has been evaluated together with the recoverable value of the investments in Group companies and associates maintained by the Sole Shareholder of the Company.

For this purpose, in the first place, the method for estimating the recoverable value from the net equity value was used first. In those cases, in which when applying this method, it has been shown that the book value was higher, the recoverable amount of the investment held by the Sole Shareholder, has been determined based on the present value of the future cash flows derived from the investment, calculated by estimating their share in the cash flows expected to be generated by the investee, or the market value (price of recent similar transactions in the market) less the costs associated with the sale.

To determine the present value of future cash flows derived from the investment, the following has been carried out, mainly: i) the income and expense projections of the impairment tests of the previous year have been revised to evaluate the possible deviations and ii) the corresponding projections of income and

expenses have been made (growth of the activity – co-location – changes in the consumer price index (CPI), maintenance costs, among others).

As a result of the impairment tests described above in which the ability to pay of the debtor Group companies has been verified, considering the full repayment of the amounts owed to the Company, as of 31 December 2022, there is no provision for impairment of the value of the investments held in Group companies and associates.

## **7. Cash and cash equivalents**

The breakdown of "Cash and cash equivalents" is as follows:

|                  | Thousands of Euros |                  |
|------------------|--------------------|------------------|
|                  | 31/12/2022         | 31/12/2021       |
| Cash             | 538,625            | 2,163,346        |
| Cash equivalents | 329,442            | 1,200,085        |
| <b>Total</b>     | <b>868,067</b>     | <b>3,363,431</b> |

As of 31 December 2022, the Company has contracted fixed term deposits with credit institutions for an amount of EUR 329,442 thousand (EUR 1,200,085 thousand as of 31 December 2021).

## **8. Shareholders' equity**

### ***8.1. Share capital***

As of 31 December 2022, and 2021, the share capital amounted to EUR 60,200 represented by 60,200 cumulative and indivisible ordinary registered shares of EUR 1 per value each, numbered subsequently, all of the same class and series, fully subscribed and paid.

Cellnex Telecom, S.A. held all the share capital as of 31 December 2022 and, therefore, the Company is a Sole Shareholder company.

The agreements held between the Society and its Sole Shareholder company are described in the Note 14.3

### ***8.2. Legal reserve***

In accordance with the consolidated text of the Spanish Limited Liability Companies Act, 10% of net profit for each year must be transferred to the legal reserve until the balance of this reserve reaches at least 20% of the share capital. The legal reserve may be used to increase capital provided that the remaining reserve balance does not fall below 10% of the increased share capital amount. Apart from the purpose mentioned above, the legal reserve may be used to offset losses incurred unless it exceeds 20% of the capital and no other sufficient reserves are available for such purpose.

At the end of the years 2022 and 2021, the legal reserve is not completely established.

### 8.3. Hedging operations

This line item includes the reserve generated by the effective portion of changes in the fair value of derivative financial instruments designated and classified as cash flow hedges and/or hedges of net investment in currencies other than the euro.

## 9. Current and non-current debt

The breakdown, by category, of short and long-term debts payable is as follows:

| <div>Classes</div> <div>Categories</div>  | Thousands of Euros                                |                  |   |               |   |               |   |                  |                   |                  |
|---|---|------------------|---|---------------|---|---------------|---|------------------|-------------------|------------------|
|   | Long term financial instruments                   |                  |   |               | Short term financial instruments                  |               |   |                  | Total             |                  |
|   | Obligations and debts with financial institutions |                  | Debts with Group companies, derivative financial instruments and other accounts payable |               | Obligations and debts with financial institutions |               | Debts with Group companies, derivative financial instruments and other accounts payable |                  |                   |                  |
|   |   |                  |   |               |   |               |   |                  |                   |                  |
| 2021  | 2020  | 2021             | 2020  | 2021          | 2020  | 2021          | 2020  | 2021             | 2020              |                  |
| <b>Financial liabilities at amortized cost</b>  |   |                  |   |               |   |               |   |                  |                   |                  |
| Bond Issues   | 6,933,450   | 5,921,620        |   |               | 58,926  | 45,908        |   |                  | 6,992,376         | 5,967,528        |
| Bank Borrowings   | 1,971,064   | 285,869          |   |               | 23,195  | 15,559        |   |                  | 1,994,259         | 301,428          |
| Loans to Group Companies  |   |                  | 18,668  | 17,181        |   |               | 1,391,891   | 3,075,296        | 1,410,559         | 3,092,477        |
| Other Payable   |   |                  |   |               |   |               | 7,565   | 13,914           | 7,565             | 13,914           |
| <b>Financial liabilities at fair value with changes in profit and loss:</b>                   |   |                  |   |               |   |               |   |                  |                   |                  |
| Derivate financial instruments of net investment hedge in currency other than euro (Note 9.3) | 25,290  | -                | -   | -             | -   | -             | -   | -                | 25,290            | -                |
| <b>Total</b>  | <b>8,929,804</b>                                  | <b>6,207,489</b> | <b>18,668</b>   | <b>17,181</b> | <b>82,121</b>                                     | <b>61,467</b> | <b>1,399,456</b>  | <b>3,089,210</b> | <b>10,430,049</b> | <b>9,375,347</b> |

During the financial year 2022, the Company has increased its gross financial debt (which does not include "Derivative financial instruments", "Debts with Group companies and associates" or "Trade and other payables") by EUR 2,717,679 thousand, to an amount of EUR 8,986,635 thousand.

The increase in "Bond issues" as of December 31, 2022 is mainly due to the issuance during 2022 of a bond with a face value of 1,000 million euros and a 4-year maturity (as detailed in the section "Issuance of simple bonds of the Company – Guaranteed EMTN Program" of this note).



In relation with the acquisition of Hutchison in the United Kingdom by the Sole Shareholder, on November 13, 2020 the Company agreed a financing of EUR 10,000 million consisting of (i) a EUR 7,500,000 thousand bridge loan facility; (ii) a EUR 1,250,000 thousand term loan with a 3 year maturity; and (iii) a EUR 1,250,000 thousand term loan with a 5 year maturity. During the year ended at 31 December 2021, the Company amended and restated the facilities agreement and cancelled the (i) 7,500,000 thousand bridge loan facility. On January 2022 the EUR 1,250,000 thousand term loan facility with a 3 year maturity was cancelled. As a result of Hutchison United Kingdom Acquisition on 8 November 2022, the Company drew down the EUR 1,250,000 thousand term loan with a 5 year maturity. Such facility was still outstanding as of 31 December 2022.

On April 21, 2022, the Company has formalized a term loan for a total amount of 500,000 thousand euros and a maturity of 5 years, which has been fully drawn down at the end of 2022.

Additionally, during 2022, the following financing agreements have been signed or modified: i) On January 21, 2022, the Company amended and increased a EUR 1,500,000 thousand multicurrency revolving credit facility to EUR 2,500,000 thousand with maturity in 2027 and the possibility of a two-year extension, ii) the Company also amended undrawn credit facilities totaling an amount of EUR 404,500 thousand, extending its maturities till 2025 and adapting EUR 304,500 thousand of them to the LIBOR discontinuation. As of 31 December 2022, only 57,000 thousands had been drawn of these financing agreements.

As of 31 December 2022, 73% (95% in 2021) of the financial debt was at a fixed interest rate.

As of 31 December 2022 and 2021, the breakdown of the borrowings (i) by maturity, (ii) by type of debt and (iii) by currency is as follows:

(i) *Borrowings by maturity*

**31/12/2022**

|   | Thousands of Euros |               |                |                  |                  |                  |                           |                  |
|---|--------------------|---------------|----------------|------------------|------------------|------------------|---------------------------|------------------|
|   | Limit              | Current       | Non-current    |                  |                  |                  |                           | Total            |
|   |                    |               | 2024           | 2025             | 2026             | 2027             | 2028 and subsequent years |                  |
| Bond Issues                               | 7,064,866          | 75,924        | -              | -                | 1,622,153        | 1,000,000        | 4,412,534                 | <b>7,110,611</b> |
| Arrangement expenses of bonds             | -                  | (16,998)      | (17,338)       | (17,692)         | (14,142)         | (11,248)         | (40,817)                  | <b>(118,235)</b> |
| Loans                                     | 1,930,625          | 22,781        | 12,500         | 1,262,500        | 12,500           | 512,500          | 118,126                   | <b>1,940,907</b> |
| Credit Facilities                         | 2,904,501          | 2,896         | -              | 55,960           | -                | -                | -                         | <b>58,856</b>    |
| Arrangement expenses of credit facilities | -                  | (2,482)       | (1,912)        | (1,110)          | -                | -                | -                         | <b>(5,504)</b>   |
| <b>Total</b>                              | <b>11,899,992</b>  | <b>82,121</b> | <b>(6,750)</b> | <b>1,299,658</b> | <b>1,620,511</b> | <b>1,501,252</b> | <b>4,489,843</b>          | <b>8,986,635</b> |

**31/12/2021**

|   | Thousands of Euros |          |             |          |          |          |                           |           |
|---|--------------------|----------|-------------|----------|----------|----------|---------------------------|-----------|
|   | Limit              | Current  | Non-current |          |          |          |                           | Total     |
|   |                    |          | 2023        | 2023     | 2024     | 2025     | 2026 and subsequent years |           |
| Bond Issues                               | 6,024,948          | 58,097   | -           | -        | -        | 645,194  | 5,379,754                 | 6,083,045 |
| Arrangement expenses of bonds             | -                  | (12,189) | (12,671)    | (12,898) | (13,130) | (12,975) | (51,654)                  | (115,517) |
| Loans                                     | 2,693,125          | 13,887   | 12,500      | 12,500   | 12,500   | 12,500   | 130,625                   | 194,512   |
| Credit Facilities                         | 1,907,107          | 2,981    | 107,025     | -        | -        | -        | -                         | 110,006   |
| Arrangement expenses of credit facilities | -                  | (1,309)  | (1,185)     | (596)    | -        | -        | -                         | (3,090)   |
| Total                                     | 10,625,180         | 61,467   | 105,669     | (994)    | (630)    | 644,719  | 5,458,725                 | 6,268,956 |

*(ii) Borrowings by type of debt*

|                   | Thousands of Euros                    |                  |                  | Thousands of Euros                    |                  |                  |
|-------------------|---------------------------------------|------------------|------------------|---------------------------------------|------------------|------------------|
|                   | Notional at 31/12/2022 <sup>(*)</sup> |                  |                  | Notional at 31/12/2021 <sup>(*)</sup> |                  |                  |
|                   | Limit                                 | Drawn            | Undrawn          | Limit                                 | Drawn            | Undrawn          |
| Bond issues       | 7,064,866                             | 7,064,866        | -                | 6,024,948                             | 6,024,948        | -                |
| Loans             | 1,930,625                             | 1,930,625        | -                | 2,693,125                             | 193,125          | 2,500,000        |
| Credit facilities | 2,904,501                             | 57,028           | 2,847,473        | 1,907,107                             | 107,025          | 1,800,082        |
| <b>Total</b>      | <b>11,899,992</b>                     | <b>9,052,519</b> | <b>2,847,473</b> | <b>10,625,180</b>                     | <b>6,325,098</b> | <b>4,300,082</b> |

(\*) These concepts include the notional value of each caption, and do not correspond to the gross or net value of the caption. See "Borrowings by maturity".

*(iii) Borrowings by currency*

|              | Thousands of Euros        |                           |
|--------------|---------------------------|---------------------------|
|              | 31/12/2022 <sup>(*)</sup> | 31/12/2021 <sup>(*)</sup> |
| EUR          | 8,327,231                 | 5,594,360                 |
| USD          | 573,071                   | 539,675                   |
| GBP          | 56,433                    | 107,274                   |
| CHF          | 153,639                   | 146,254                   |
| <b>Total</b> | <b>9,110,374</b>          | <b>6,387,563</b>          |

(\*) The amounts of borrowings shown in the foregoing table relate to the cash flows set forth in the contracts, which differ from the carrying amount of the borrowings due to the effect of avoiding the incorporation of arrangement expenses

The Company maintains loans, credit lines and other obligations in US dollars, sterling pounds and Swiss francs. The Company and Cellnex Telecom, S.A. formalized a cross currency swap (see Note 9.3) for a nominal of CHF 150,000 thousand and a value of EUR 136,005 thousand with the aim of maintaining the natural hedge of investments in foreign currency in the Sole Shareholder.

### 9.1 Bonds issues

The breakdown of bond issues and other financial instruments as at 31 December 2022 and 2021 is as follows:

|                    | Thousands of Euros |                  |
|--------------------|--------------------|------------------|
|                    | 31/12/2022         | 31/12/2021       |
| Bond issues        | 6,992,376          | 5,967,528        |
| <b>Bond issues</b> | <b>6,992,376</b>   | <b>5,967,528</b> |

#### i) Issuance of simple bonds of the Company – “Guaranteed Program EMTN”

In December 2020, the Company established a Guaranteed Euro Medium Term Note Programme (the "Guaranteed EMTN Program"), guaranteed by the Sole Shareholder, Cellnex Telecom, S.A. This program was registered on the Irish Stock Exchange, which is listed on Euronext Dublin and allows the issuance of bonds of up to EUR 10,000 million. The Guaranteed EMTN Program was last renewed in July 2022 for a period of 12 months with a maximum aggregate amount of EUR 15,000 million, and it is structured in accordance with the Sustainability Linked Financial Framework designed by the Group in 2022.

In March 2016, Cellnex was added to the list of companies whose corporate bonds are eligible for the European Central Bank (ECB) Corporate Sector Purchase Programme (CSPP).

Since December 2020 under the aforementioned EMTN program, the Company has issued bonds described in the table below, all of them addressed to qualified investors:

**31/12/2022**

| Issue date | Duration | Maturity Date | Fitch / S&P rating | ISIN         | Fixed Coupon payable per annum | Thousands of Euros |                                     |
|------------|----------|---------------|--------------------|--------------|--------------------------------|--------------------|-------------------------------------|
|            |          |               |                    |              |                                | Amount of issue    | Amount of issue at 31 December 2022 |
| 15/02/2021 | 5 años   | 15/11/2026    | BBB-/BB+           | XS2300292617 | 0.75%                          | 500,000            | 500,000                             |
| 15/02/2021 | 8 años   | 15/01/2029    | BBB-/BB+           | XS2300292963 | 1.25%                          | 750,000            | 750,000                             |
| 15/02/2021 | 12 años  | 15/02/2033    | BBB-/BB+           | XS2300293003 | 2.00%                          | 1,250,000          | 1,250,000                           |
| 26/03/2021 | 5 años   | 26/03/2026    | BBB-/NA            | CH1104885954 | 0.94%                          | 152,330            | 152,330                             |
| 08/06/2021 | 7 años   | 08/06/2028    | BBB-/BB+           | XS2348237871 | 1.50%                          | 1,000,000          | 1,000,000                           |
| 06/09/2021 | 6 años   | 06/09/2027    | BBB-/BB+           | XS2385393405 | 1.00%                          | 1,000,000          | 1,000,000                           |
| 06/09/2021 | 11 años  | 06/09/2032    | BBB-/BB+           | XS2385393587 | 2.00%                          | 850,000            | 850,000                             |
| 30/03/2022 | 4 años   | 12/04/2026    | BBB-/BB+           | XS2465792294 | 2.25% <sup>(1)</sup>           | 1,000,000          | 969,822                             |
|            |          |               |                    |              |                                | <b>6,502,330</b>   | <b>6,472,152</b>                    |

<sup>(1)</sup> Interest rate hedged by an interest rate derivate financial instrument (See Note 9.3)

**31/12/2021**

| Issue date | Duration | Maturity Date | Fitch / S&P rating | ISIN         | Fixed Coupon payable per annum | Thousand of Euros |                                     |
|------------|----------|---------------|--------------------|--------------|--------------------------------|-------------------|-------------------------------------|
|            |          |               |                    |              |                                | Amount of issue   | Amount of issue at 31 December 2021 |
| 15/02/2021 | 5 años   | 15/11/2026    | BBB-/BB+           | XS2300292617 | 0.75%                          | 500,000           | 500,000                             |
| 15/02/2021 | 8 años   | 15/01/2029    | BBB-/BB+           | XS2300292963 | 1.25%                          | 750,000           | 750,000                             |
| 15/02/2021 | 12 años  | 15/02/2033    | BBB-/BB+           | XS2300293003 | 2.00%                          | 1,250,000         | 1,250,000                           |
| 26/03/2021 | 5 años   | 26/03/2026    | BBB-/NA            | CH1104885954 | 0.94%                          | 145,194           | 145,194                             |
| 08/06/2021 | 7 años   | 08/06/2028    | BBB-/BB+           | XS2348237871 | 1.50%                          | 1,000,000         | 1,000,000                           |
| 06/09/2021 | 6 años   | 06/09/2027    | BBB-/BB+           | XS2385393405 | 1.00%                          | 1,000,000         | 1,000,000                           |
| 06/09/2021 | 11 años  | 06/09/2032    | BBB-/BB+           | XS2385393587 | 2.00%                          | 850,000           | 850,000                             |
|            |          |               |                    |              |                                | <b>5,495,194</b>  | <b>5,495,194</b>                    |

**Bond issuance during 2022**

On 30 March 2022, the Company completed the pricing of a EUR-denominated bond issuance for an amount of EUR 1,000 million (with ratings of BBB- by Fitch Ratings and BB+ by Standard&Poor's) aimed at qualified investors under its Euro Medium Term Note Program (EMTN Program) and guaranteed by Cellnex. The bond is maturing in April 2026, has a coupon of 2.250% and was issued at a price of

98.932% of its nominal value. In addition, the Group entered into an interest rate swap agreement for EUR 500,000 thousand to partially transform the issuance from fx-to-floating rate (see Note 9.3).

#### *Bond issuances during 2021*

On 10 February 2021, the Company completed the pricing of a triple-tranche EUR-denominated bond issuance (with ratings of BBB- by Fitch Ratings and BB+ by Standard & Poor's) aimed at qualified investors for an aggregate amount of EUR 2,500,000 thousand, including a bond for EUR 500,000 thousand maturing in November 2026 and with a coupon of 0.75%; a bond for EUR 750,000 thousand maturing in January 2029 and with a coupon of 1.25%; and a bond for EUR 1,250,000 thousand maturing in February 2033 and with a coupon of 2.00% (the "Triple-tranche Bond"). In addition, on 10 March 2021 the Company completed the pricing of a CHF-denominated bond issuance (with a rating of BBB- by Fitch Ratings) for an amount of CHF 150,000 thousand (EUR 135,514 thousand as of 10 March 2021), maturing in March 2026 and with a coupon of 0.935% (the "CHF Bond"). Additionally, on 25 May 2021, the Company completed the pricing of a EUR-denominated bond issuance for an amount of EUR 1,000 million (with ratings of BBB- by Fitch Ratings and BB+ by Standard&Poor's) aimed at qualified investors. The bond will mature in June 2028 and with a coupon of 1.50%. Furthermore, on 6 September 2021, the Company successfully completed a double-tranche EUR-denominated bond issuance for an aggregate amount of EUR 1,850 million (with ratings of BBB- by Fitch Ratings and BB+ by Standard&Poor's) aimed at qualified investors. The transaction includes a bond for EUR 1,000 million maturing in September 2027 at a coupon of 1%; and a bond for EUR 850 million maturing in September 2032, at a coupon of 2%.

Bond issues in Swiss francs are listed on the Swiss Stock Exchange (SIX) and euro issues are listed on Irish Stock Exchange, plc. operating as Euronext Dublin.

#### ii) Bonds under Rule 144A / Regulation S (United States) - USD Bonds

In the second quarter of 2021, the Company completed and settled a senior unguaranteed US Dollar-denominated bond issuance, guaranteed by the Sole Shareholder, for a nominal amount of USD 600 million (with ratings of BBB- by Fitch Ratings and BB+ by Standard&Poor's) aimed at qualified investors. The bond was issued at a price of 98.724% of its nominal value in US dollars, with a maturity date in July 2041 and a coupon of 3.875% in US dollars.

Simultaneously, the Company entered into several Cross-currency Swaps by virtue of which Cellnex lent the USD 600 million from the bond issuance at a coupon of 3.875% and borrowed the equivalent amount of euros at an agreed exchange rate enabling Cellnex to obtain approximately EUR 505 million at a coupon of 2.5%.

The Company carried out its inaugural issuance in the U.S. dollar market to take advantage of the ample liquidity and long-term maturities (20 years) of such market, as well as to diversify its investor base.

The bonds are listed on the Vienna MTF of the Vienna Stock Exchange since 7 July 2021.

**31/12/2022**

| Issue date | Duration | Maturity Date | Fitch / S&P rating | ISIN                                   | Fixed Coupon payable per annum | Thousands of Euros  |                                     |
|------------|----------|---------------|--------------------|--|--------------------------------|---------------------|-------------------------------------|
|            |          |               |                    |  |                                | Amount of the issue | Amount of issue at 31 December 2022 |
| 07/07/2021 | 20 years | 07/07/2041    | BBB-/BB+           | US15118JAA34<br>Reg S:<br>USE2943JAA72 | 3.875%                         | 562,535             | 562,535                             |
|            |          |               |                    |  |                                | <b>562,535</b>      | <b>562,535</b>                      |

**31/12/2021**

| Issue date | Duration | Maturity Date | Fitch / S&P rating | ISIN                                   | Fixed Coupon payable per annum | Thousands of Euros  |                                     |
|------------|----------|---------------|--------------------|--|--------------------------------|---------------------|-------------------------------------|
|            |          |               |                    |  |                                | Amount of the issue | Amount of issue at 31 December 2021 |
| 07/07/2021 | 20 years | 07/07/2041    | BBB-/BB+           | US15118JAA34<br>Reg S:<br>USE2943JAA72 | 3.875%                         | 529,754             | 529,754                             |
|            |          |               |                    |  |                                | <b>529,754</b>      | <b>529,754</b>                      |

The net funds from the issue made during the financial year 2022 is intended for general corporate purposes, in particular, without limitation, the refinancing, in certain cases, of existing debt.

The bond issues have certain associated costs, customary in this type of transactions such as arrangement expenses and advisor's fees, which amounted to 118,235 thousand euros as of 31 December 2022 and 115,517 thousand as of 31 December 2021, which the Company defers over the life of bonds and are taken to the income statement following a financial criteria.

For its part, the arrangement expenses and advisor's fees accrued in the income statement for the period ended 31 December 2022 in relation to bond issues amounted to EUR 14,757 thousand (7,745 thousand euros as of 31 December of 2021)

Bond issuances, which are traded on active markets, are valued in EUR 5,698 million as of 31 December 2022 (5,822 million of euros as of 31 December 2021), based on market prices at the corresponding closing date.

### *Clauses regarding changes of control*

The terms and conditions of the bonds to be issued under the Guaranteed EMTN Programme and the USD Bonds include a change of control put clause (at the option of bondholders), which could result in their respective early repayment.

For the bonds issued under the Guaranteed EMTN Programme and the USD Bonds, the put option can only be triggered if a change of control event occurs and there is a rating downgrade caused by the change of control event (as defined in the terms and conditions of the Guaranteed EMTN Programme and the USD Bonds).

Under the Guaranteed EMTN Programme and the USD Bonds, a "change of control event" is defined as the acquisition of more than 50% of the voting rights in respect of Cellnex or the right to appoint or dismiss all or the majority of the members of the Board of Directors of Cellnex.

### *Bonds and restrictions on the issuance of bonds*

As of 31 December 2022, and 2021, the Company had no restrictions regarding the use of proceeds from its bond offerings, had not provided any collateral for any obligations in connection with its outstanding bonds and the bonds ranked pari passu with the rest of Cellnex's unguaranteed and unsubordinated borrowings.

### iii) Euro-Commercial Paper Programme

During the fourth quarter of 2021, the Company established a Guaranteed Euro-Commercial Paper Programme (hereinafter "ECP Program") guaranteed by the Sole Shareholder, Cellnex Telecom, S.A. This program has been registered with the Irish Stock Exchange plc, listed as Euronext Dublin. The limit of the Guaranteed ECP Program is EUR 750 million or its equivalent in GBP, USD and CHF.

## **9.2 Debts and Credit Facility**

As of 31 December 2022, the Company has loans and credit facilities whose total limit amounts to EUR 4,835,126 thousand, of which EUR 1,930,625 thousand and EUR 2,904,501 thousand correspond to loans and credit facilities, respectively (EUR 2,693,125 thousand and EUR 1,907,107 thousand, respectively, as of 31 December 2021).

In relation with the acquisition of Hutchison in the United Kingdom by the Sole Shareholder, on November 13, 2020 the Company agreed a financing of EUR 10,000 million consisting of (i) a EUR 7,500,000 thousand bridge loan facility; (ii) a EUR 1,250,000 thousand term loan with a 3 year maturity; and (iii) a EUR 1,250,000 thousand term loan with a 5 year maturity, during the year ended at 31 December 2021, the Company amended and restated the facilities agreement and cancelled the (i) 7,500,000 thousand bridge loan facility. On January 2022 the EUR 1,250,000 thousand term loan facility with a 3 year maturity was cancelled. As a result of Hutchison United Kingdom Acquisition on 8 November 2022, the Company drew down the EUR 1,250,000 thousand term loan with a 5 year maturity. Such facility was still outstanding as of 31 December 2022.

On April 21, 2022, the Company has formalized a term loan for a total amount of 500,000 thousand euros and a maturity of 5 years, which has been fully drawn down at the end of 2022. These financing contracts are linked to the Sustainable Framework designed by Cellnex at the beginning of 2022.

Additionally, during 2022, the following financing agreements have been signed or modified: i) On January 21, 2022, the Company amended and increased a EUR 1,500,000 thousand multicurrency revolving credit facility to EUR 2,500,000 thousand with maturity in 2027 and the possibility of a two-year extension, ii) the Company also amended undrawn credit facilities totaling an amount of EUR 404,500 thousand, extending its maturities till 2025 and adapting EUR 304,500 thousand of them to the LIBOR discontinuation. These changes did not have a significant impact on the total cost of the financings. These financing contracts are linked to the Sustainable Framework designed by Cellnex at the beginning of 2022. As of 31 December 2022, only 57,000 thousands had been drawn of these financing agreements.

Debts owed to credit institutions held by the Company have been contracted under market conditions, so their fair value does not differ significantly from their carrying value.

#### *Change of control clauses*

Loans and credit facilities include an early termination clause for change of control, which is triggered either for the acquisition of more than 50% of the voting shares or for obtaining the right to appoint or dismiss the majority of the members of the Board of Directors of the Sole Shareholder.

#### *Commitments and restrictions on loans and credit facilities*

At the end of 2022, the Company has no commitments or restrictions regarding the use of capital resources from the loans and credit facilities formalized.

### **9.3 Derivative financial instruments**

The Company has complied with the requirements detailed in Note 4 on valuation standards in order to classify the financial instruments detailed below as hedging. In particular, the Company carries out an analysis of the extent to which changes in the fair value or cash flows of the hedging instrument would offset changes in the fair value or cash flows of the hedged item attributable to the risk to be hedged. Taking into account this analysis, the Company determines the existence of the economic relationship and the hedge ratio.

At each year-end, the Company analyses the ineffectiveness and assesses whether there is still an economic relationship or whether the hedge ratio established is appropriate. The possible sources of ineffectiveness considered by the Company in the designation of the hedge ratio and determination of the hedge ratio are:

- The hedging instrument and the hedged item have different expiration dates, start dates, trading dates, repricing dates, etc.
- The initial value of the hedging instrument is non-zero.
- The underlying of the hedged item and the hedging instrument are not homogeneous.



**a) Cash flow hedge**

**Fiscal year 2022**

| Covered Item         | Hedging Instrument  | Covered Risk          | Type         | Thousands of Euros |              |   |                               |             |
|----------------------|---------------------|-----------------------|--------------|--------------------|--------------|---|-------------------------------|-------------|
|                      |                     |                       |              | Notional Value     | Maturity (*) | Inefficiency Recorded in Income Statement | Fair Value Hedging Instrument |             |
|                      |                     |                       |              |                    |              |   | Assets                        | Liabilities |
| Bond issuance in USD | Cross currency swap | Exchange rate USD/EUR | USD Purchase | 504,817            | 07/07/2041   | -   | 95,727                        | -           |

(\*) The maturity of the hedging instrument coincides with the year in which cash flows are expected to occur and affect the profit and loss account.

**Fiscal year 2021**

| Covered Item         | Hedging Instrument  | Covered Risk          | Type         | Thousands of Euros |              |   |                               |             |
|----------------------|---------------------|-----------------------|--------------|--------------------|--------------|---|-------------------------------|-------------|
|                      |                     |                       |              | Notional Value     | Maturity (*) | Inefficiency Recorded in Income Statement | Fair Value Hedging Instrument |             |
|                      |                     |                       |              |                    |              |   | Assets                        | Liabilities |
| Bond issuance in USD | Cross currency swap | Exchange rate USD/EUR | USD Purchase | 504,817            | 07/07/2041   | -   | 26,352                        | -           |

(\*) The maturity of the hedging instrument coincides with the year in which cash flows are expected to occur and affect the profit and loss account.

The breakdown of the amounts recorded in equity and profit and loss account for the years 2022 and 2021 is as follows:

|   | Thousands of Euros |         |
|---|--------------------|---------|
|   | 2022               | 2021    |
| Results directly attributed to Net Equity                 | 69,375             | 26,352  |
| Results transferred to the profit and loss account:       |                    |         |
| Of those included under the heading of "Financial Income" | (496)              | (3,815) |

The following are the derivative financial instruments hedging cash flows as of 31 December 2022 and 2021, indicating their notional or contractual values, their maturity dates and their fair values:

### ***Fiscal year 2022***

|   | Thousands of Euros |              |              |              |              |              |                  |                    |
|---|--------------------|--------------|--------------|--------------|--------------|--------------|------------------|--------------------|
|   | 31/12/2021         |              |              |              |              |              |                  |                    |
|   | Notional amount    | 2023         | 2024         | 2025         | 2026         | 2027         | Subsequent years | Net fair value (*) |
| <b>Interest rate and/or cross currency swaps:</b> |                    |              |              |              |              |              |                  |                    |
| Cash flow hedges                                  | 504,817            | 9,310        | 8,708        | 8,221        | 7,889        | 7,559        | 55,581           | 95,727             |
| <b>Total</b>                                      | <b>504,817</b>     | <b>9,310</b> | <b>8,708</b> | <b>8,221</b> | <b>7,889</b> | <b>7,559</b> | <b>55,581</b>    | <b>95,727</b>      |

(\*) The difference between flows and net fair value of derivative financial instruments corresponds to the bilateral credit risk adjustment.

### ***Fiscal year 2021***

|   | Thousands of Euros |              |              |              |              |              |                  |                    |
|---|--------------------|--------------|--------------|--------------|--------------|--------------|------------------|--------------------|
|   | 31/12/2021         |              |              |              |              |              |                  |                    |
|   | Notional amount    | 2022         | 2023         | 2024         | 2025         | 2026         | Subsequent years | Net fair value (*) |
| <b>Interest rate and/or cross currency swaps:</b> |                    |              |              |              |              |              |                  |                    |
| Cash flow hedges                                  | 504,817            | 7,790        | 7,596        | 7,318        | 6,963        | 6,670        | (15,281)         | 26,352             |
| <b>Total</b>                                      | <b>504,817</b>     | <b>7,790</b> | <b>7,596</b> | <b>7,318</b> | <b>6,963</b> | <b>6,670</b> | <b>(15,281)</b>  | <b>26,352</b>      |

(\*) The difference between flows and net fair value of derivative financial instruments corresponds to the bilateral credit risk adjustment.

#### ***Cross currency swaps***

The bond issued in July 2021 amounting to USD 600 million and maturing in July 2041 has been hedged by cross currency swaps that convert the nominal of the bond and the interest to be settled from american dollars to euros (see note 9.1). The total amount, interest payments and maturity of the cross currency swaps match those of the bond. By contracting these cross currency swaps, the notional amount resulting from this issue is EUR 505 million.

During the 2022 financial year, the following operations were carried out:

- i) The Company designated cash acquired in Polish zlotys in the amount of 305 million Polish zlotys, to cover the disbursement in connection with the investment commitment acquired by the BTS program in Poland through long-term loans granted to the subsidiaries of the On Tower Poland Group s.p.z.o.o and Towerlink Poland sp. z o.o. amounting to PLN 250 million and PLN 55 million respectively.
- ii) The Company formalized in January 2022 a forward sale of 484 million Polish zlotys with the Single Shareholder to cover the disbursement in relation to the investment commitment acquired in January

2022 for the acquisition of the additional 10% in On Tower Poland s.p.z.o.o, which matured on February 24, 2022.

During the 2021 financial year, the following operations were carried out:

- i) The Company designated cash acquired in Polish zlotys amounting to PLN 759 million, to cover the disbursement in relation to the investment commitment acquired by the BTS programme in Poland through long-term loans granted to the subsidiaries of the Group On Tower Poland s.p. z.o.o., and Towerlink Poland s.p. z.o.o for an amount of PLN 578 million and PLN 181 million, respectively.
- ii) The Company formalized in January 2021 a forward sale of PLN 950 million with the Sole Shareholder to cover the disbursement in relation to the investment commitment acquired in February 2021 for the acquisition of Polkomtel sp. z.o.o., maturing on 7 July 2021.

**b) Derivative financial instruments with Group companies**

**Fiscal year 2022**

| Hedge item   | Hedging Instrument  | Covered Risk          | Thousands of Euros |                           |  |                               |             |
|--|---------------------|-----------------------|--------------------|---------------------------|--|-------------------------------|-------------|
|  |                     |                       | Notional Value     | Result Hedging Instrument | Result Covered Item Attributable to Covered Risk | Fair Value Hedging Instrument |             |
|  |                     |                       |                    |                           |  | Assets                        | Liabilities |
| Investments in Switzerland in the Sole Shareholder | Cross currency swap | CHF/EUR exchange rate | 136,005            | 20,696                    | (20,696)   | 17,653                        | -           |

**Fiscal year 2021**

| Hedge item   | Hedging Instrument  | Covered Risk          | Thousands of Euros |                           |  |                               |             |
|--|---------------------|-----------------------|--------------------|---------------------------|--|-------------------------------|-------------|
|  |                     |                       | Notional Value     | Result Hedging Instrument | Result Covered Item Attributable to Covered Risk | Fair Value Hedging Instrument |             |
|  |                     |                       |                    |                           |  | Assets                        | Liabilities |
| Investments in Switzerland in the Sole Shareholder | Cross currency swap | CHF/EUR exchange rate | 136,005            | 17,731                    | (17,731)   | 5,129                         | -           |

The following are the derivative financial instruments as of 31 December 2022 and 2021, indicating their notional or contractual values, their maturity dates and their fair values:

***Fiscal year 2022***

|   | Thousands of Euros |              |              |              |               |          |                  |                    |
|---|--------------------|--------------|--------------|--------------|---------------|----------|------------------|--------------------|
|   | 31/12/2022         |              |              |              |               |          |                  |                    |
|   | Notional value     | 2023         | 2024         | 2025         | 2026          | 2027     | Subsequent years | Net fair value (*) |
| <b>Cross currency swaps:</b><br>Derivative financial instruments with Group companies | 136,005            | (711)        | (657)        | (610)        | 20,163        | -        | -                | 17,653             |
| <b>Total</b>  | <b>136,005</b>     | <b>(711)</b> | <b>(657)</b> | <b>(610)</b> | <b>20,163</b> | <b>-</b> | <b>-</b>         | <b>17,653</b>      |

(\*) The difference between the future cash flows and the derivative financial instruments net fair value corresponds to the bilateral credit risk adjustment.

***Fiscal year 2021***

|   | Thousands of Euros |              |              |              |              |              |                  |                    |
|---|--------------------|--------------|--------------|--------------|--------------|--------------|------------------|--------------------|
|   | 31/12/2021         |              |              |              |              |              |                  |                    |
|   | Notional value     | 2022         | 2023         | 2024         | 2025         | 2026         | Subsequent years | Net fair value (*) |
| <b>Cross currency swaps:</b><br>Derivative financial instruments with Group companies | 136,005            | (909)        | (972)        | (969)        | (966)        | 9,354        | -                | 5,129              |
| <b>Total</b>  | <b>136,005</b>     | <b>(909)</b> | <b>(972)</b> | <b>(969)</b> | <b>(966)</b> | <b>9,354</b> | <b>-</b>         | <b>5,129</b>       |

(\*) The difference between the future cash flows and the derivative financial instruments net fair value corresponds to the bilateral credit risk adjustment.

***Cross currency swaps***

At the end of 2020, the Company formalized a cross currency swap amounting to EUR 183 million (EUR 170,011 thousand) with the Sole Shareholder. The formalization of the derivative financial instrument was carried out with the aim of obtaining hedge, which was previously natural, in the investment in foreign currency of the Sole Shareholder in its investees based in Switzerland, when the debt was transferred to the Company, with the reorganization of the financial structure of the Group (see Notes 1 and 9.2). During the 2021 financial year, due to the early repayment of the debt by the Company, the previous cross currency swap was restructured formalizing a new cross currency swap for the amount of CHF 150 million (EUR 136,005 thousand) with the aim of continuing to maintain the hedge in the foreign currency investment of the subsidiaries of Switzerland.

c) Fair Value Hedge

**Fiscal year 2022**

| Hedge item                | Hedging Instrument       | Covered Risk          | Thousands of Euros |                           |  |                               |             |
|---------------------------|--------------------------|-----------------------|--------------------|---------------------------|--|-------------------------------|-------------|
|                           |                          |                       | Notional Value     | Result Hedging Instrument | Result Covered Item Attributable to Covered Risk | Fair Value Hedging Instrument |             |
|                           |                          |                       |                    |                           |  | Assets                        | Liabilities |
| Investments in fixed rent | Fixed Interest Rate Swap | CHF/EUR exchange rate | 1,000,000          | (25,290)                  | 25,290   | -                             | 25,290      |

The following are the derivative financial instruments as of 31 December 2022 and 2021, indicating their notional or contractual values, their maturity dates and their fair values:

**Fiscal year 2022**

|                            | Thousand of Euros |                |                 |                |              |          |                  |                    |
|----------------------------|-------------------|----------------|-----------------|----------------|--------------|----------|------------------|--------------------|
|                            | 31/12/2022        |                |                 |                |              |          |                  |                    |
|                            | Notional Value    | 2023           | 2024            | 2025           | 2026         | 2027     | Subsequent Years | Net Fair Value (*) |
| <b>Interest Rate Swap:</b> |                   |                |                 |                |              |          |                  |                    |
| Fair Value Hedge           | 1,000,000         | (6,961)        | (11,265)        | (8,084)        | 1,336        | -        | -                | (25,290)           |
| <b>Total</b>               | <b>1,000,000</b>  | <b>(6,961)</b> | <b>(11,265)</b> | <b>(8,084)</b> | <b>1,336</b> | <b>-</b> | <b>-</b>         | <b>(25,290)</b>    |

*Interest Rate Swap*

As of April 2022, Cellnex Finance Company, S.A.U. formalized a derivative financial instrument for an amount of 500,000 thousand euros, partially transforming the last bond issued with a nominal amount of 1,000,000 thousand euros from fixed to variable intr  s type. In this regard, this derivative financial instrument has been treated as a fair value hedging instrument. This coverage is referenced to the EURIBOR at 6M and the reference interest is 0.935%. In October 2022, the reference was changed from 6 month Euribor to 1 month Euribor through new interest rate swap.

#### **9.4 Guarantees delivered and received and compliance obligations**

As of December 31, 2022, the Sole Shareholder acts as guarantor in relation to the loans and credit policies disposed of by the Company, amounting to a value equivalent in euros of EUR 1,931 million (EUR 193 million as of December 31, 2021) and EUR 57 million (EUR 107 million as of December 31, 2021), respectively, as well as in relation to the EMTN Guaranteed program and the US dollar bonds established by the Company. Likewise, the Sole Shareholder acts as guarantor in relation to the completed bond issues for a total amount of 7,065 million euros (6,025 million euros as of December 31, 2021).

On the other hand, as of December 31, 2022, the Sole Shareholder acts as guarantor in relation to the financing agreements not provided by the Company for an amount of 2,847 million euros (4,300 million euros as of December 31, 2021).

In this regard, there are no obligations or financial ratios associated with secured financing agreements that at the date of these annual accounts could result in liabilities being immediately claimable by the lender.

#### **9.5. Corporate rating**

As of 31 December 2022, the Sole Shareholder holds a long-term "BBB-" (Investment Grade) rating with stable outlook for the long term, granted by the international credit agency Fitch Ratings Ltd as confirmed by a report issued on 17 January 2023 and long-term "BB+" with a positive outlook, granted by the international credit agency Standard & Poor's Financial Services LLC, confirmed in the report issued on 11 November 2022.

### **10. Income tax and tax situation**

#### **10.1. Current balances with public authorities**

The detail of the current balances with public authorities are as follows:

##### *Receivables*

|  | Thousands of Euros |              |
|--|--------------------|--------------|
|  | 31/12/2022         | 31/12/2021   |
| Public Treasury, debtor for tax withholdings made abroad | 3,124              | 1,622        |
| Public Treasury, debtor for VAT                          | 81                 | -            |
| <b>Total</b>   | <b>3,205</b>       | <b>1,622</b> |

##### *Payables*

|                                  | Thousands of Euros |            |
|----------------------------------|--------------------|------------|
|                                  | 31/12/2022         | 31/12/2021 |
| Personal income tax withholdings | 69                 | 88         |
| Social security taxes payable    | 15                 | 14         |
| <b>Total</b>                     | <b>84</b>          | <b>102</b> |

### 10.2. Reconciliation between net accounting income and taxable income

Reconciliation between net accounting income and taxable income for income tax purposes is as follows:

|                                      | Thousands of Euros |           |               |
|--------------------------------------|--------------------|-----------|---------------|
|                                      | 31/12/2022         |           |               |
|                                      | Increases          | Decreases | Total         |
| Net accounting income for the period |                    |           | 33,660        |
| Income tax for the period            |                    |           | 11,225        |
| Temporary differences:               |                    |           |               |
| Remuneration provisions              | 95                 | -         | 95            |
| <b>Tax Base</b>                      | <b>95</b>          | <b>-</b>  | <b>44,980</b> |

|                                      | Thousands of Euros |            |               |
|--------------------------------------|--------------------|------------|---------------|
|                                      | 31/12/2021         |            |               |
|                                      | Increases          | Decreases  | Total         |
| Net accounting income for the period |                    |            | (2,865)       |
| Income tax for the period            |                    |            | (953)         |
| Temporary differences:               |                    |            |               |
| Non-deductible financial expenses    | 33,550             | -          | 33,550        |
| Equity instruments remuneration      | 2                  | (2)        | -             |
| Remuneration provisions              | 27                 | -          | 27            |
| <b>Tax Base</b>                      | <b>33,579</b>      | <b>(2)</b> | <b>29,759</b> |

### 10.3. Reconciliation between net accounting income and income tax expense

The standard income tax rate for 2022 and 2021 is 25%.

The reconciliation between net accounting income and income tax expense is as follows:

|  | Thousands of Euros |            |
|--|--------------------|------------|
|  | 2022               | 2021       |
| Profit/ (Loss) before tax              | 44,885             | (3,818)    |
| Theoretical tax                        | (11,221)           | 955        |
| Others                                 | (4)                | (2)        |
| <b>Income tax benefit for the year</b> | <b>(11,225)</b>    | <b>953</b> |

#### 10.4. Breakdown of income tax expense

The main items of income tax expense for the year are as follows:

|                             | Thousands of Euros |            |
|-----------------------------|--------------------|------------|
|                             | 2022               | 2021       |
| Current tax                 |                    |            |
| For continuing operations   | (11,245)           | (7,440)    |
| For discontinued operations | 8,048              |            |
| Deferred tax                |                    |            |
| For continuing operations   | 24                 | 8,395      |
| For discontinued operations | (8,048)            | -          |
| Others                      | (4)                | (2)        |
| <b>Tax income</b>           | <b>(11,225)</b>    | <b>953</b> |

Tax withholdings and prepayments amounted to EUR 690 thousand for 2022 (EUR 6 thousand for 2021).

#### 10.5. Deferred taxes

The balance of the recognized deferred tax assets and liabilities, as well as their movement during the year, was as follows:

|                                      | Thousands of Euros  |                          |                     |                          |
|--------------------------------------|---------------------|--------------------------|---------------------|--------------------------|
|                                      | 31/12/2022          |                          | 31/12/2021          |                          |
|                                      | Deferred tax assets | Deferred tax liabilities | Deferred tax assets | Deferred tax liabilities |
| <b>At 1 January</b>                  | <b>15,135</b>       | <b>5,634</b>             | -                   | -                        |
| Debits/(credits) on income statement | (8,024)             | -                        | 8,395               | -                        |
| Debits/(credits) in equity           | 9,105               | 17,220                   | 6,740               | 5,634                    |
| <b>At 31 December</b>                | <b>16,216</b>       | <b>22,854</b>            | <b>15,135</b>       | <b>5,634</b>             |



|  | Thousands of Euros |              |
|--|--------------------|--------------|
|  | 2022               | 2021         |
| (Debits)/Credits in income statement             |                    |              |
| Deferred tax assets                              | (8,024)            | 8,395        |
| (Debits)/Credits in equity                       |                    |              |
| Deferred tax assets                              | 9,105              | 6,740        |
| Deferred tax liabilities                         | (17,220)           | (5,634)      |
| <b>Total (Debits)/credit due to deferred tax</b> | <b>(16,139)</b>    | <b>9,501</b> |

The breakdown of deferred tax assets is as follows:

|   | Thousands of Euros |               |
|---|--------------------|---------------|
|   | 31/12/2022         | 31/12/2021    |
| <b>Deferred tax asset:</b>                                      |                    |               |
| Non-deductible financial expense                                | 335                | 8,388         |
| Obligations on current and non-current employee benefits        | 35                 | 7             |
| Derivative financial instruments                                | -                  | 6,228         |
| Hedge linked to a highly likely transaction in foreign currency | 15,846             | 512           |
| <b>Total deferred tax assets</b>                                | <b>16,216</b>      | <b>15,135</b> |
| <b>Deferred tax liability:</b>                                  |                    |               |
| Derivate financial instruments                                  | 22,854             | 5,634         |
| <b>Total deferred tax liability</b>                             | <b>22,854</b>      | <b>5,634</b>  |

The deferred tax assets indicated above have been recorded in the balance sheet as Sole Director of the Company considered that, based on their best estimate of the Company's future earnings, it is probable that these assets will be recovered.

*Expected schedule for reversal the deferred tax assets and liabilities*

In most cases, the use of the Company's deferred tax assets and liabilities is conditional upon the future performance of the business activities, the tax regulations of the country in which it operates, and the strategic decisions to which it may be subject. Under the assumption used, it is estimated that the deferred tax assets and liabilities recognised in the balance sheet at 31 December 2022 and 31 December 2021 is as follows:

|                       | Thousands of Euros    |                        |                       |                          |
|-----------------------|-----------------------|------------------------|-----------------------|--------------------------|
|                       | 2022                  |                        | 2021                  |                          |
|                       | Temporary differences |                        | Temporary differences |                          |
|                       | Deferred tax asset    | Deferred tax liability | Deferred tax asset    | Deferred asset liability |
| Less than a year      | -                     | -                      | -                     | 5,634                    |
| More than a year      | 16,216                | 22,854                 | 15,135                | -                        |
| <b>At 31 December</b> | <b>16,216</b>         | <b>22,854</b>          | <b>15,135</b>         | <b>5,634</b>             |

#### **10.6 Periods opened to verification and status of inspections**

Under current legislation, taxes cannot be considered definitively settled until the tax returns filed have been reviewed by the tax authorities or until the four-year statute-of-limitation period has expired. At the date of preparation of these financial statements, the Company has opened to inspection all the years since its incorporation. As a consequence, among others, of the different possible interpretations of the current tax legislation, additional liabilities could arise as a result of an inspection. In any case, the Sole Director of the Company considers that the possibility of significant liabilities in addition to those registered for this concept is remote.

#### **11. Foreign currency**

The detail of the most significant balances and transactions in foreign currency, valued at the year-end exchange rate and the average exchange rate for the year, respectively, is as follows:

|                      | Thousands of Euros |         |
|----------------------|--------------------|---------|
|                      | 2022               | 2021    |
| Other assets         | 277,492            | 278,264 |
| Accounts Receivables | 2,537,930          | 570,195 |
| Loans received       | 1,364,084          | 931,940 |
| Accounts payable     | -                  | 266     |
| Services rendered    | 70,962             | 14,302  |
| Services received    | 29,236             | 15,011  |

The breakdown of the exchange differences recognised in 2022 and 2021, by type of financial instrument, is as follows:

|                              | Thousands of Euros                   |               |
|------------------------------|--------------------------------------|---------------|
|                              | Transactions settled during the year |               |
|                              | 2022                                 | 2021          |
| Other assets and liabilities | (25,135)                             | 19,048        |
| <b>Total</b>                 | <b>(25,135)</b>                      | <b>19,048</b> |

## **12. Income and expenses**

### **12.1. Revenue**

The detail of the Company's revenue for 2022 and 2021 is as follows:

|                             | Thousands of Euros |                |
|-----------------------------|--------------------|----------------|
|                             | 2022               | 2021           |
| Interest income (Note 14.3) | 247,235            | 118,906        |
| Other financial income      | 21,175             | 3,931          |
| <b>Total</b>                | <b>268,410</b>     | <b>122,837</b> |

"Interest income" was generated by the Company's financing of the Group companies and also on loans granted to those companies (see Note 14.3). A market interest rate is established for these transactions.

### **12.2. Financial costs**

The detail of the finance costs for 2022 and 2021 is as follows:

|   | Thousands of Euros |                |
|---|--------------------|----------------|
|   | 2022               | 2021           |
| Borrowings from Group companies (Note 14.3) | 26,232             | 13,032         |
| Borrowings from third parties               | 174,385            | 123,070        |
| <b>Total</b>                                | <b>200,617</b>     | <b>136,102</b> |

The financial expense with third parties corresponds mainly to the accrual of interest for bond issues amounting to EUR 120,116 thousand (60,627 as of 31 December of 2021), for interest on current accounts amounting to EUR 3,263 thousand (EUR 12,330 thousand as of 31 December 2021) as well as for commissions for non-disposition amounting to EUR 5,105 thousand (EUR 29,606 thousand as of 31 December of 2021).

The financial expense with Group companies corresponds to the cash pooling operation that the Company has with the Group companies as well as guarantees granted by the Sole Shareholder in relation to the financing agreements arranged and loans (see Notes 9.4 and 14.3). The interest rate stipulated in these transactions is the market rate.

### 12.3. Staff costs

The breakdown of "Staff Costs" is as follows:

|                               | Thousands of Euros |              |
|-------------------------------|--------------------|--------------|
|                               | 2022               | 2021         |
| Wages and salaries            | 1,328              | 852          |
| Social Security contributions | 140                | 125          |
| Other employee benefit costs  | 65                 | 61           |
| <b>Personal expenses</b>      | <b>1,533</b>       | <b>1,038</b> |

The average number of employees at the Company for 2022 and 2021, by category and gender, is as follows:

|  | 2022     |          |          | 2021     |          |          |
|--|----------|----------|----------|----------|----------|----------|
|  | Male     | Female   | Total    | Male     | Female   | Total    |
| Other executives, senior and middle management | 2        | -        | 2        | 2        | 1        | 3        |
| Other employees                                | 6        | 1        | 7        | 3        | 2        | 5        |
|  | <b>8</b> | <b>1</b> | <b>9</b> | <b>5</b> | <b>3</b> | <b>8</b> |

The number of employees of the Company at the end of 2022 and 2021 distributed by categories and genders is as follows:

|  | 2022     |          |           | 2021     |          |           |
|--|----------|----------|-----------|----------|----------|-----------|
|  | Male     | Female   | Total     | Male     | Female   | Total     |
| Other executives, senior and middle management | 3        | -        | 3         | 2        | 1        | 3         |
| Other employees                                | 6        | 1        | 7         | 5        | 2        | 7         |
|  | <b>9</b> | <b>1</b> | <b>10</b> | <b>7</b> | <b>3</b> | <b>10</b> |

During the year 2022 and 2021, the average number of employees with disabilities greater than or equal to 33% has been 0 for both periods.

At the end of 2022 and 2021, the Board of Directors is formed of a male Sole Director.

#### 12.4. Other operating expenses

The detail of "Other Operating Expenses" in the income statement of profit or loss is as follows for 2022 and 2021:

|                                   | Thousands of Euros |              |
|-----------------------------------|--------------------|--------------|
|                                   | 2022               | 2021         |
| Leases and royalties              | 50                 | 29           |
| Independent professional services | 2,146              | 610          |
| Banking services                  | 184                | 56           |
| Other external services           | 1,357              | 726          |
| <b>Total external services</b>    | <b>3,737</b>       | <b>1,421</b> |

#### 12.5. Net financial Income

The breakdown of financial income and expenses by concept is as follows:

|  | Thousands of Euros |                  |               |                 |
|--|--------------------|------------------|---------------|-----------------|
|  | 2022               |                  | 2021          |                 |
|  | Income             | Expense          | Income        | Expense         |
| Changes in fair value of financial instruments | 13,922             | (7,137)          | 5,802         | (13,233)        |
| Exchange differences                           | 77,859             | (102,994)        | 33,864        | (14,816)        |
|  | <b>91,781</b>      | <b>(110,131)</b> | <b>39,666</b> | <b>(28,049)</b> |
| <b>Financial Profit/loss</b>                   | <b>(18,350)</b>    |                  | <b>11,617</b> |                 |

The detail of "Changes in Fair Value of Financial Instruments" for 2022 and 2021 is as follows:

|                                    | Thousands of Euros |                |
|------------------------------------|--------------------|----------------|
|                                    | 2022               | 2021           |
| Gain/(Loss) on hedging instruments | 6,785              | (7,431)        |
|                                    | <b>6,785</b>       | <b>(7,431)</b> |

This item includes mainly the net impact derived from the accounting treatment of the net investments in foreign operations as hedges (see Note 9.3).

### **13. Contingencies, commitments and obligations**

#### ***13.1 Guarantees provided***

At 31 December 2022 and 31 December 2021, the Company had not been provided with any bank guarantees.

#### ***13.2 Contingencies***

The Company's Sole Director and its legal advisers consider that at 31 December 2022 and up to the date for the issuance for approval of the financial statements, no judicial proceedings are under way that could have an impact on the Company's financial statements in the future.

### **14. Related party transactions**

#### ***14.1. Sole Director and Senior Management***

During 2022 and 2021 the Company did not incur in any amounts in relation to salaries, attendance fees or remuneration paid to its Sole Director. Also, in 2022 and 2021 no advances or loans were granted to the Sole Director and no guarantee commitments were assumed on their behalf. Lastly, there were no obligations in relation to pensions, retirement plans, life or medical insurance premiums in 2022 and 2021.

The Company does not have any employees in a senior management role and, accordingly, senior management functions are discharged by the senior management of the Sole Shareholder.

The Company's Sole Shareholder has taken out executives and directors civil liability policy for the members of the Board of Directors, the Chief Executive Officer and all the Senior Management of the Cellnex Telecom Group, the cost of which amounted to EUR 926 thousand in 2022 (EUR 967 thousand at 31 December 2021).

#### ***14.2. Other disclosures relating to directors***

In accordance with the Article 229 of the Spanish Limited Liability Companies Law, the Sole Director has reported that neither he nor any persons related to him are involved in any situations that may lead to a direct or indirect conflict with the Company's interests.

#### ***14.3. Group companies and associates***

The breakdown of the Company's assets and liabilities with Cellnex Group companies and associates at year-end 2022 and 2021 are as follows:

2022

|   | Miles de euros          |                  |                       |                         |                  |                    |
|---|-------------------------|------------------|-----------------------|-------------------------|------------------|--------------------|
|   | Assets                  |                  |                       | Liabilities             |                  |                    |
|   | Non<br>Current<br>Loans | Current<br>Loans | Account<br>Receivable | Non<br>Current<br>Loans | Current<br>Loans | Account<br>Payable |
| Cellnex Austria GmbH                      | 211,000                 | 2,121            | -                     | -                       | 4,199            | -                  |
| Cellnex Connectivity Solutions Limited    | -                       | -                | -                     | -                       | 22,527           | -                  |
| Cellnex Denmark ApS                       | 91,000                  | 915              | -                     | -                       | -                | -                  |
| Cellnex France Groupe, S.A.S              | 2,561,704               | 185,172          | -                     | -                       | -                | -                  |
| Cellnex France, S.A.S.                    | 558,320                 | 5,763            | -                     | -                       | 7,789            | -                  |
| Cellnex Ireland Limited                   | 117,000                 | 13,561           | -                     | -                       | -                | -                  |
| Cellnex Italia S.p.A                      | 600,000                 | 6,049            | -                     | -                       | 117,683          | -                  |
| Cellnex Netherlands B.V.                  | -                       | -                | -                     | -                       | 23,087           | -                  |
| Cellnex Poland sp. z o.o.                 | -                       | 13,088           | -                     | -                       | -                | -                  |
| Cellnex Sweden, A.B                       | 176,000                 | 1,770            | -                     | -                       | -                | -                  |
| Cellnex Telecom España, S.L.U.            | -                       | 27,367           | -                     | -                       | -                | -                  |
| Cellnex Telecom Sa                        | 1,420,000               | 80,606           | 948                   | -                       | 96,451           | 7,009              |
| Cellnex UK Consulting Limited             | -                       | -                | -                     | -                       | 2,089            | -                  |
| Cellnex UK Limited                        | 208,584                 | 3,318            | 759                   | -                       | 453,482          | -                  |
| Cellnex Uk Midco Limited                  | -                       | 1,035            | 10                    | -                       | -                | -                  |
| Signal Infrastructure Limited             | 54,047                  | 27,367           | -                     | -                       | -                | -                  |
| Signal Infrastructure Netherlands B.V.    | -                       | -                | -                     | -                       | 39,471           | -                  |
| CK Hutchison Networks s.p.a               | -                       | 15               | -                     | -                       | -                | -                  |
| Signal UK                                 | 495,964                 | 5,194            | -                     | -                       | 79,127           | -                  |
| CLNX Portugal SA                          | 605,000                 | 9,009            | -                     | -                       | 54,487           | -                  |
| Compagnie Foncière ITM 1                  | -                       | 750              | -                     | -                       | 82               | -                  |
| Edzcom Oy                                 | -                       | 6,571            | -                     | -                       | -                | -                  |
| Hivory SAS                                | 520,000                 | 3,668            | -                     | -                       | 205,344          | -                  |
| MBA Datacenters, S.L.                     | -                       | 31               | -                     | -                       | -                | -                  |
| OMTEL, Estruturas de Comunicações         | -                       | -                | -                     | -                       | 3,367            | -                  |
| On Tower Austria , GmbH                   | -                       | -                | -                     | -                       | 23,674           | -                  |
| On Tower Denmark, ApS                     | -                       | 23,333           | 29                    | -                       | -                | -                  |
| On Tower Ireland Limited                  | -                       | -                | -                     | -                       | 338              | -                  |
| On Tower Poland Sp. z o.o                 | 209,027                 | 4,254            | 93                    | -                       | -                | -                  |
| On Tower Portugal                         | -                       | 53,061           | -                     | -                       | 2,946            | -                  |
| On Tower Telecom Infraestructuras, S.A.U. | 325,306                 | 3,271            | -                     | -                       | 81,027           | -                  |
| On Tower UK, Ltd                          | 1,041,524               | 348,064          | -                     | -                       | 55               | -                  |
| OnTower France, S.A.S.                    | 221,000                 | 1,412            | -                     | -                       | 17,842           | -                  |

|   | Miles de euros    |                |                    |                   |                  |                 |
|---|-------------------|----------------|--------------------|-------------------|------------------|-----------------|
|   | Assets            |                |                    | Liabilities       |                  |                 |
|   | Non Current Loans | Current Loans  | Account Receivable | Non Current Loans | Current Loans    | Account Payable |
| Radiosite Limited   | -                 | -              | -                  | -                 | 22,976           | -               |
| Remer, Sp. z.o.o.   | -                 | 107            | -                  | -                 | -                | -               |
| Retevisión-I, S.A.  | -                 | -              | -                  | -                 | 35,355           | -               |
| Springbok Mobility  | -                 | -              | -                  | -                 | 63               | -               |
| Swiss Towers AG   | 82,075            | 671            | -                  | -                 | -                | -               |
| Towerlink France S.A.S                                      | 96,869            | 34,536         | -                  | -                 | -                | -               |
| Towerlink Poland Sp. z.o.                                   | 38,571            | 468            | -                  | -                 | -                | -               |
| Towerlink Portuga, ULDA                                     | 2,600             | 24             | -                  | -                 | 129              | -               |
| Tradia Telecom, S.A.U                                       | -                 | -              | -                  | 18,668            | 78,094           | -               |
| Ukkoverkot Oy   | -                 | 202            | -                  | -                 | -                | -               |
| Watersite Limited   | -                 | -              | -                  | -                 | 11,672           | -               |
| Xarxa Oberta de Comunicació i Tecnologia de Catalunya, S.A. | -                 | -              | -                  | -                 | 6,320            | -               |
| Zenon Digital Radio, S.L.                                   | -                 | -              | -                  | -                 | 2,215            | -               |
| <b>TOTAL</b>  | <b>9,635,591</b>  | <b>862,773</b> | <b>1,839</b>       | <b>18,668</b>     | <b>1,391,891</b> | <b>7,009</b>    |

**2021**

|  | Thousands of Euros |                                  |                |                     |                   |                |                   |
|--|--------------------|----------------------------------|----------------|---------------------|-------------------|----------------|-------------------|
|  | Assets             |                                  |                |                     | Liabilities       |                |                   |
|  | Non-Current Loans  | Derivative Financial Instruments | Currents Loans | Accounts receivable | Non-Current Loans | Currents Loans | Accounts payables |
| Cellnex Austria GmbH                   | 211,000            | -                                | 500            | -                   | -                 | 2,312          | -                 |
| Cellnex Connectivity Solutions Limited | -                  | -                                | -              | -                   | -                 | 24,649         | -                 |
| Cellnex Denmark ApS                    | 91,000             | -                                | 215            | 834                 | -                 | -              | -                 |
| Cellnex France Groupe, S.A.S           | 2,232,303          | -                                | 1,063,673      | -                   | -                 | -              | -                 |
| Cellnex France, S.A.S.                 | 487,400            | -                                | 1,196          | -                   | -                 | 1,470          | -                 |
| Cellnex Ireland Limited                | 117,000            | -                                | 7,504          | 270                 | -                 | -              | -                 |
| Cellnex Italia S.p.A                   | 600,000            | -                                | 1,363          | 58                  | -                 | 52,204         | -                 |
| Cellnex Netherlands B.V.               | -                  | -                                | -              | -                   | -                 | 12,891         | -                 |
| Cellnex Poland sp. z o.o.              | -                  | -                                | 5,615          | 5                   | -                 | -              | -                 |
| Cellnex Sweden, A.B                    | 176,000            | -                                | 417            | 1,639               | -                 | -              | -                 |
| Cellnex Telecom España, S.L.U.         | -                  | -                                | 20,313         | -                   | -                 | -              | -                 |
| Cellnex Telecom S.A.                   | -                  | 5,129                            | 70,220         | 171                 | -                 | 2,534,654      | 12,771            |
| Cellnex UK Consulting Limited          | -                  | -                                | -              | -                   | -                 | 2,247          | -                 |
| Cellnex UK Limited                     | 220,165            | -                                | 53,287         | -                   | -                 | -              | -                 |



|   |                  |              |                  |              |               |                  |               |
|---|------------------|--------------|------------------|--------------|---------------|------------------|---------------|
| Cellnex Uk Midco Limited                                    | -                | -            | 1,071            | -            | -             | -                | -             |
| Cignal Infrastructure Services                              | 54,047           | -            | 14,353           | 131          | -             | -                | -             |
| Cignal Infrastructure B.V                                   | -                | -            | -                | -            | -             | 11,092           | -             |
| CK Hutchison Networks S.p.A                                 | -                | -            | -                | -            | -             | 62,688           | -             |
| CLNX Portugal SA  | 460,000          | -            | 7,507            | -            | -             | -                | -             |
| Compagnie Foncière ITM 1                                    | -                | -            | 501              | 5            | -             | -                | -             |
| Edzcom Oy   | -                | -            | 5,012            | -            | -             | -                | -             |
| On Tower Austria , GmbH                                     | -                | -            | -                | -            | -             | 22,109           | -             |
| On Tower Denmark, ApS                                       | -                | -            | 7,748            | 40           | -             | -                | -             |
| On Tower Ireland Limited                                    | -                | -            | -                | -            | -             | 988              | -             |
| On Tower Poland s.p.z.o.o                                   | 125,827          | -            | -                | 704          | -             | -                | -             |
| On Tower Sweden, AB.  | -                | -            | -                | 14           | -             | -                | -             |
| On Tower Telecom Infraestructuras, S.A.U.                   | 325,306          | -            | 770              | -            | -             | 37,262           | -             |
| On Tower UK, Ltd  | -                | -            | -                | -            | -             | 94,980           | 5             |
| OnTower France, S.A.S.                                      | 146,000          | -            | 314              | -            | -             | -                | -             |
| Radiosite Limited   | -                | -            | -                | -            | -             | 18,648           | 3             |
| Retevisión-I, S.A.  | -                | -            | -                | -            | 3,724         | 105,240          | -             |
| Springbok Mobility  | -                | -            | 1,105            | -            | -             | -                | -             |
| Swiss Towers AG   | 75,752           | -            | 706              | -            | -             | -                | -             |
| Towerco, S.p.A  | -                | -            | -                | -            | -             | 14,420           | -             |
| Towerlink France S.A.S                                      | 319,139          | -            | 11,641           | -            | -             | -                | -             |
| Towerlink Poland sp. z o.o.                                 | 39,275           | -            | -                | 159          | -             | -                | -             |
| Tradia Telecom, S.A.U                                       | -                | -            | -                | -            | 13,457        | 62,541           | -             |
| Ukkoverkot Oy   | -                | -            | 200              | -            | -             | -                | -             |
| Watersite Limited   | -                | -            | -                | -            | -             | 9,182            | -             |
| Xarxa Oberta de Comunicació i Tecnologia de Catalunya, S.A. | -                | -            | -                | -            | -             | 4,023            | -             |
| Zenon Digital Radio, S.L.                                   | -                | -            | -                | -            | -             | 1,696            | -             |
| <b>TOTAL</b>  | <b>5,680,214</b> | <b>5,129</b> | <b>1,275,231</b> | <b>4,030</b> | <b>17,181</b> | <b>3,075,296</b> | <b>12,779</b> |

The Company has formalized the following operations with Group companies and associates:

*Non-current credits*

- On December 10, 2020, the Company subscribed a credit policy with the subsidiary of the Cellnex France S.A.S. Group with an initial limit of 370,000 thousand euros, which was extended during the 2021 financial year to a limit of 560,000 thousand euros, and a maturity date of 5 years. As of December 31, 2022, the balance drawn down is 558,320 thousand euros, and interest of 17,050 thousand euros has accrued.
- On December 10, 2020, the Company subscribed a loan with the subsidiary of the Cellnex Italia Group, S.p.A. for an amount of 600,000 thousand euros and a maturity of 5 years, payable in full on the maturity date. As of December 31, 2022, accrued interest amounted to EUR 18,628 thousand.
- On December 10, 2020, the Company signed a credit policy with the subsidiary of the Cellnex UK Limited Group with a limit of 185,000 thousand pounds sterling (with a equivalent in euros of 208,585 thousand euros as of December 31, 2022) and maturity of 5 years. The balance drawn down as of

December 31, 2022 amounts to EUR 208,585 thousand, and accrued interest amounts to EUR 8,986 thousand.

- d) On December 10, 2020, the Company signed a credit policy with the Group's subsidiary Signal Infrastructure Services, Ltd. with a limit of 51,547 thousand euros and a maturity of 5 years. During 2021, this limit was extended to 54,047 thousand euros. The balance drawn up as of December 31, 2022 amounts to EUR 54,047 thousand and accrued interest amounts to EUR 1,725 thousand.
- e) On December 10, 2020, the Company subscribed a loan with the subsidiary of the On Tower Telecom Infraestructuras, S.A.U. Group for an amount of 325,306 thousand euros and a maturity of 5 years. Accrued interest amounts to 10,055 thousand euros.
- f) On December 10, 2020, the Company subscribed a credit policy with the subsidiary of the Towerlink France, S.A.S. Group with a limit of 200,000 thousand euros, which was extended during the year to a limit of 340,000 thousand euros, and with a maturity of 5 years. The balance drawn down as of December 31, 2022 amounts to EUR 96,869 thousand, and accrued interest amounts to EUR 5,234 thousand.
- g) On December 18, 2020, the Company signed a loan with the subsidiary of the Cellnex Austria Group, GmbH with a limit of 211,000 thousand euros and a maturity of 5 years. The balance drawn down as of December 31, 2021 amounts to EUR 211,000 thousand, and accrued interest amounts to EUR 6,522 thousand.
- h) On December 18, 2020, the Company signed a loan with the subsidiary of the Cellnex Denmark Group, ApS with a limit of 91,000 thousand euros and a maturity of 5 years. Accrued interest amounts to 2,813 thousand euros.
- i) On December 18, 2020, the Company subscribed a loan with the subsidiary of the Cellnex Ireland Limited Group for an amount of 117,000 thousand euros and a maturity of 5 years. As of December 31, 2022, accrued interest amounted to EUR 3,616 thousand.
- j) On January 22, 2021, a loan was formalized with Cellnex Sweden for a total of 176,000 thousand euros with a maturity date of 5 years. Accrued interest amounts to 5,440 thousand of euros.
- k) As of March 12, 2021, a credit policy was concluded with the Swiss Towers entity for a limit of 80,819 thousand Swiss francs and maturity of 5 years (a counterpart of 82,075 thousand euros). As of December 31, 2022, the amount drawn down is 82,075 thousand euros, with accrued interest of 2,537 thousand euros.
- l) On March 31, 2021, the Company signed a credit policy with the subsidiary On Tower Poland with a limit of 578,413 thousand Polish zlotys (a counterpart of 125,827 thousand euros) and whose maturity date was 6 years. Additionally, on September 1, 2022, the Company subscribed a credit policy with a limit of PLN 600,000 thousand (a consideration of 128,183 thousand euros). The balance drawn down as of December 31, 2022 amounts to EUR 209,027 thousand and accrued interest to EUR 7,120 thousand.
- m) On April 15, 2021, a credit policy was formalized with On Tower France for a limit of 600,000 thousand euros and maturity of 5 years. As of December 31, 2022, the amount drawn down is 221,000 thousand euros and a total of 5,133 thousand euros has accrued in interest.
- n) On 28 July 2021, Cellnex Finance subscribed the bonds of CLNX Portugal, S.A. for a total of EUR 460,000 thousand. During the 2022 financial year, additional subscriptions were made to have a total of 605,000 thousand euros. The accrued interest are 10,386 thousand of euros at December, 31 2022.

- o) On July 8, 2021, a credit policy was formalized with the subsidiary Towerlink Poland with a limit of 180,542 thousand zlotys and maturity of 6 years (a counterpart of 38,571 thousand euros at the end of 2022). The balance drawn down as of December 31, 2022 amounts to EUR 38,571 thousand and accrued interest to EUR 1,944 thousand.
- p) On August 30, 2021, the Company subscribed a loan with the subsidiary of the Cellnex Group France Groupe, S.A.S for a total of 2,100,000 thousand euros and a maturity of 5 years. During the 2022 financial year, the limit has been increased to reach 2,360,000 years of euros. Additionally on December 10, 2020 Cellnex France Groupe subscribed a credit policy with a limit of EUR 416,000 thousand. The balance drawn down as of December 31, 2022 amounts to EUR 2,561,704 thousand and the interest accrued on both items amounts to EUR 50,978 thousand.
- q) On April 26, 2022, the Company subscribed a loan with the subsidiary of the Ivory S.A.S. Group, with a limit of 520,000 thousand euros with a maturity of 5 years. Accrued interest amounts to 9,967 thousand euros.
- r) On November 10, 2022, the Company subscribed a loan with the subsidiary of the C.K. Group Hutchison Networks U.K, with a limit of 439,885 thousand sterling pounds (EUR 500,000 thousand) with a maturity of 5 years. The balance drawn down as of December 31, 2022 is EUR 495,964 thousand, and accrued interest is EUR 5,194 thousand.
- s) On November 10, 2022, the Company subscribed a loan with the subsidiary of the On Tower UK Group, with a limit of 923,758 sterling pounds (1,050,000 thousand euros) and a maturity of 5 years. The balance drawn down as of December 31, 2022 amounts to EUR 1,041,524 thousand, and accrued interest of EUR 10,907 thousand.
- t) On December 30, 2022, the Company signed a loan with the Sole Shareholder and Sole Administrator with a limit of 1,420,000 thousand euros with a maturity of 5 years. Accrued interest amounts to 274 thousand euros.

#### *Current credits*

- a) On January 4, 2022, the Company has signed a credit policy with the subsidiary of the On Tower Denmark Group with a limit of DKK 200,000 thousand (a consideration of 26,895 thousand euros) and maturity of 1 year. The balance drawn down as of December 31, 2022 is EUR 23,196 thousand, and interest amounts to EUR 431 thousand.
- b) On March 1, 2022, the Company has signed a credit policy with the subsidiary of the Compagnie Foncière ITM 1 Group with a limit of 1,000 thousand euros and maturity of 1 year. The balance drawn down as of December 31, 2022 is EUR 742 thousand, and accrued interest amounts to EUR 23 thousand.
- c) On December 10, 2022, the Company has subscribed a loan with the subsidiary of the Edzcom Oy Group, with a limit of 7,000 thousand euros and maturity of 1 year. The balance drawn as of December 31, 2022 is EUR 6,500 thousand, and accrued interest amounts to EUR 191 thousand.
- d) On December 10, 2022, the Company has signed a credit policy with the subsidiary of the Ukkoverkot Oy Group with a limit of 200 thousand euros and maturity of 1 year. The balance drawn down as of December 31, 2022 is EUR 200,000, and interest amounts to EUR 6 thousand

- e) On December 15, 2022, the Company has signed a credit policy with the subsidiary of the On Tower Portugal Group with a limit of 53,000 thousand euros and a maturity of 1 year. The balance drawn down as of December 31, 2022 is EUR 53,000 thousand, and interest amounts to EUR 61 thousand.
- f) On November 5, 2021, the Company subscribed a credit policy with the subsidiary of On Tower Poland with a limit of 310,000 thousand Zlotys and maturity of 1 year (a consideration of 66,228 thousand euros). During 2022 On Tower Poland has made the return of the entire credit policy.

The transactions held by the Company during the financial year 2022 and 2021 with companies of the Cellnex Group and associates are the following:

## 2022

|  | Miles de Euros   |                  |                  |
|--|------------------|------------------|------------------|
|  | Income           |                  | Expenses         |
|  | Accrued Interest | Accessory Income | Accrued Interest |
| Cellnex Austria GmbH                   | 6,524            | -                | 6                |
| Cellnex Connectivity Solutions Limited | -                | -                | 275              |
| Cellnex Denmark ApS                    | 2,813            | -                | -                |
| Cellnex France Groupe, S.A.S           | 93,868           | -                | -                |
| Cellnex France, S.A.S.                 | 17,096           | -                | 10               |
| Cellnex Ireland Limited                | 3,731            | -                | -                |
| Cellnex Italia S.p.A                   | 18,720           | -                | 289              |
| Cellnex Netherlands B.V.               | 13               | -                | 61               |
| Cellnex Poland sp. z o.o.              | 152              | -                | -                |
| Cellnex Sweden, A.B                    | 5,440            | -                | -                |
| Cellnex Telecom España, S.L.U.         | 132              | -                | -                |
| Cellnex Telecom Sa                     | 10,914           | 712              | 22,822           |
| Cellnex UK Consulting Limited          | -                | -                | 25               |
| Cellnex UK Limited                     | 11,062           | -                | -                |
| Cellnex Uk Midco Limited               | 32               | -                | -                |
| Cignal Infrastructure Limited          | 1,978            | -                | -                |
| Cignal Infrastructure Netherlands B.V. | 20               | -                | 85               |
| CK Hutchison Networks s.p.a            | 15               | -                | -                |
| CK Hutchison Networks UK               | 5,194            | -                | 203              |
| CLNX Portugal SA                       | 10,388           | -                | 41               |
| Compagnie Foncière ITM 1               | 23               | -                | -                |
| Edzcom Oy                              | 191              | -                | -                |
| Hivory SAS                             | 9,985            | -                | 130              |
| OMTEL, Estruturas de Comunicações      | 3                | -                | 55               |
| On Tower Austria , GmbH                | 11               | -                | 58               |

|   |                |            |               |
|---|----------------|------------|---------------|
| On Tower Denmark, ApS                                       | 431            | -          | -             |
| On Tower Ireland Limited                                    | 12             | -          | 2             |
| On Tower Poland Sp. z o.o                                   | 11,689         | -          | -             |
| On Tower Portugal   | 65             | -          | 32            |
| On Tower Sweden, AB.  | -              | -          | -             |
| On Tower Telecom Infraestructuras, S.A.U.                   | 10,088         | -          | 143           |
| On Tower UK, Ltd  | 10,907         | -          | 848           |
| OnTower France, S.A.S.                                      | 5,231          | -          | 29            |
| Radiosite Limited   | -              | -          | 238           |
| Retevisión-I, S.A.  | 224            | -          | 405           |
| Springbok Mobility  | 2              | -          | -             |
| Swiss Towers AG   | 2,537          | -          | -             |
| Towerlink France S.A.S                                      | 5,478          | -          | -             |
| Towerlink Poland Sp. z.o.                                   | 2,069          | -          | -             |
| Towerlink Portuga, ULDA                                     | 60             | -          | -             |
| Tradia Telecom, S.A.U                                       | 128            | -          | 337           |
| Ukkovert Oy   | 6              | -          | -             |
| Watersite Limited   | -              | -          | 122           |
| Xarxa Oberta de Comunicació i Tecnologia de Catalunya, S.A. | 1              | -          | 10            |
| Zenon Digital Radio, S.L.                                   | 2              | -          | 6             |
| <b>Total</b>  | <b>247,235</b> | <b>712</b> | <b>26,232</b> |

## 2021

|  | Thousands of Euros |                  |                   |                   |   |
|--|--------------------|------------------|-------------------|-------------------|---|
|  | Income             |                  | Expenses          |                   |   |
|  | Accrued Interests  | Accessory income | Accrued Interests | Services Received | Changes in Fair Values of Financial Instruments |
| Cellnex Austria GmbH                   | 5,883              | -                | -                 | -                 | -   |
| Cellnex Connectivity Solutions Limited | -                  | -                | 19                | -                 | -   |
| Cellnex Denmark ApS                    | 2,547              | -                | -                 | -                 | -   |
| Cellnex France Groupe, S.A.S           | 32,031             | -                | -                 | -                 | -   |
| Cellnex France, S.A.S.                 | 12,198             | -                | -                 | -                 | -   |
| Cellnex Ireland Limited                | 3,268              | -                | -                 | -                 | -   |
| Cellnex Italia S.p.A                   | 16,729             | -                | -                 | -                 | -   |
| Cellnex Poland sp. z o.o.              | 9                  | -                | -                 | -                 | -   |
| Cellnex Sweden, A.B                    | 4,625              | -                | -                 | -                 | -   |
| Cellnex Telecom España, S.L.U.         | 93                 | -                | -                 | -                 | -   |
| Cellnex Telecom S.A.                   | 471                | 188              | 12,967            | 485               | 5,736   |

|   |                |            |               |            |              |
|---|----------------|------------|---------------|------------|--------------|
| Cellnex UK Consulting Limited             | -              | -          | 1             | -          | -            |
| Cellnex UK Limited                        | 6,788          | -          | -             | -          | -            |
| Cignal Infrastructure Services            | 1,560          | -          | -             | -          | -            |
| CLNX Portugal SA                          | 7,507          | -          | -             | -          | -            |
| Compagnie Foncière ITM 1                  | 8              | -          | -             | -          | -            |
| Edzcom Oy                                 | 102            | -          | -             | -          | -            |
| On Tower Austria , GmbH                   | 2              | -          | -             | -          | -            |
| On Tower Denmark, ApS                     | 210            | -          | -             | -          | -            |
| On Tower Ireland Limited                  | 3              | -          | -             | -          | -            |
| On Tower Poland s.p.z.o.o                 | 4,683          | -          | -             | -          | -            |
| On Tower Sweden, AB.                      | 18             | -          | -             | -          | -            |
| On Tower Telecom Infraestructuras, S.A.U. | 9,070          | -          | -             | -          | -            |
| On Tower UK, Ltd                          | -              | -          | 30            | -          | -            |
| OnTower France, S.A.S.                    | 1,687          | -          | -             | -          | -            |
| Radiosite Limited                         | -              | -          | 10            | -          | -            |
| Retevisión-I, S.A.                        | 5              | 101        | -             | -          | -            |
| Springbok Mobility                        | 3              | -          | -             | -          | -            |
| Swiss Towers AG                           | 1,856          | -          | -             | -          | -            |
| Towerlink France S.A.S                    | 6,595          | -          | -             | -          | -            |
| Towerlink Poland sp. z o.o.               | 918            | -          | -             | -          | -            |
| Towerlink Portuga, ULDA                   | 11             | -          | -             | -          | -            |
| Tradia Telecom, S.A.U.                    | 20             | -          | -             | -          | -            |
| Ukkoverkot Oy                             | 6              | -          | -             | -          | -            |
| Watersite Limited                         | -              | -          | 5             | -          | -            |
| <b>Total</b>                              | <b>118,906</b> | <b>289</b> | <b>13,032</b> | <b>485</b> | <b>5,736</b> |

The financial interests with Group companies are accrued upon the Company's aforementioned loans and borrowings.

The Company performs all its transactions on an arm's length basis. Also, the transfer prices are adequately supported and, therefore, it is considered that there are no material risks in this connection that might give rise to significant liabilities in the future.

## **15. Other information**

### **15.1. Audit fees**

In 2022 and 2021 the fees for financial audit and other services provided by the auditor of the Company's financial statements, Deloitte, S.L., or by companies related to these auditors as a result of a relationship of control, common ownership or common management, were as follows:

|  | Thousands of Euros |            |
|--|--------------------|------------|
|  | 2022               | 2021       |
| Audit of financial statements                                  | 24                 | 22         |
| Other non-audit services required of the entity by legislation | -                  | -          |
| ...Other verification services not required by legislation     | -                  | -          |
| Other verification services                                    | 200                | 190        |
| ...Tax advisory services                                       | -                  | -          |
| Other services   | -                  | -          |
| <b>Total professional services</b>                             | <b>224</b>         | <b>212</b> |

### **15.2. Information on deferral of payment to suppliers.**

The information required by the additional third decree of Law 15/2010 of 5 July (modified by the second final decree of Law 31/2014 of 3 December) prepared in accordance with the resolution issued by the Spanish Accounting and Auditing Institute (AAI) of 29 January 2016 in relation to the information to be disclosed in the annual report with regard to the average supplier payment period for commercial transactions, is set up below:

|  | Thousands of Euros |      |
|--|--------------------|------|
|  | 2022               | 2021 |
| Total payments in the year                 | 3,068              | 344  |
| Total payments outstanding                 | 2                  | 13   |
| Average payment period to suppliers (days) | 11                 | 35   |
| Ratio of transactions paid (days)          | 11                 | 35   |
| Ratio of transactions outstanding (days)   | 33                 | 16   |

In accordance with the AAI resolution, for the calculation of the average period of payment to suppliers, the commercial operations corresponding the delivery of goods and services from the date Law 31/2014 of 3 December came into force have been taken into account.

For the sole purpose of the disclosure of information required by this resolution, the term 'suppliers' relates to the trade payables for debts with suppliers of goods or services included in the caption 'Payables to Group companies and associates' and 'Other payables' in the short term liabilities of the balance sheet.

Average payment period to suppliers' is understood to mean the period lapsed from the delivery of goods or services by the supplier to the actual payment of the transaction.

|                                       | 2022  |
|---------------------------------------|-------|
| Monetary volumen (thousands of euros) | 2,993 |
| Percentage of total payments made     | 98%   |
| Number of invoices                    | 509   |
| Percentage of all invoices paid       | 87%   |

### **15.3. Amendment or termination of agreements**

There has been no conclusion, amendment or early termination of any agreement between the Company and its Sole Shareholder or Sole Director, or any person acting on their behalf, which might affect transactions outside the course of the Company's ordinary business operations or transactions that were not performed on an arm's length basis.

## **16. Environmental information**

The fundamental objective of the Group of which the Company forms part is to generate sustained value in the short, medium and long term, through responsible management of the business, incorporating the interests and expectations of the Company's stakeholders. In this sense, in 2021, the Sole Shareholders' Board of Directors approved the Environmental, Social and Governance Policy (ESG) and the Environment and Climate Change Policy.

Additionally, within the environmental management system already implemented and certified, Cellnex periodically updates the identification and evaluation of environmental aspects, risks and opportunities related to its own activity and the one it develops through its subsidiaries. As a result of risk assessments related to climate change, some climate risks related to potential future regulation, reputational, among others, have been identified. However, due to the nature of the business, the most significant environmental aspect is energy. In this context, the Group of which the Company forms part, monitors its energy consumption to achieve maximum efficiency and the least possible impact on the environment and therefore on society. From an economic point of view, in the vast majority of contracts with mobile network operators and customers, energy costs are transferred to them, as the Group only manages the necessary infrastructure and access to energy, and transfers energy costs to customers in a transparent manner.

The Sole Shareholder considers that in the context of its operations and those it develops through the subsidiaries, it complies with the applicable environmental protection laws and also has procedures designed to encourage and ensure such compliance. Finally, the potential contingencies, indemnities and other environmental risks that Cellnex Telecom, S.A. or its subsidiaries may incur are sufficiently covered by its third-party liability insurance policies.

## **17. Events after the reporting period**

i) Resignation tendered by Mr. Tobias Martinez Gimeno, as director of Cellnex and, therefore, as its Chief Executive Officer (CEO)

The Parent Company communicated the resignation tendered by Mr. Tobias Martinez Gimeno, by letter dated 10 January 2023, as director of Cellnex and, therefore, as its Chief Executive Officer (CEO), with effect from 3 June 2023.



The Board has acknowledged the CEO's resignation and has put the necessary mechanisms in place for his succession. The choice of the final effective date will allow him to attend the Ordinary General Shareholders Meeting to examine the accounts for the 2022 financial year, initially scheduled for 1 June 2023.

ii) Cellnex entered into a EUR 700 million loan facility agreement to refinance its debt

On 27 February 2023, Cellnex Finance, as borrower, and Cellnex, as guarantor, entered into a EUR 700,000 thousand term loan facility agreement to refinance by means of a subsequent intra-Group financing between Cellnex Finance, as lender, and Cellnex UK, as borrower, the existing GBP 600,000 thousand loan facility agreement entered into by Cellnex UK, as borrower, and Cellnex, as guarantor, on 5 November 2019 (as amended and restated on 9 December 2020 and on 23 December 2021). The new financing maintains an attractive interest expense while extending the average life of the Group's debt.

#### **18. Explanation added for translation to English**

These financial statements are presented on the basis of the regulatory financial reporting framework applicable to the Company in Spain (see Note 2.1). Certain accounting practices applied by the Company that conform with that regulatory framework may not conform with other generally accepted accounting principles and rules.

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

## **Cellnex Finance Company, S.A. (Sole Proprietorship)**

Directors' Report  
for the year ended  
31 December 2022

### **1. Information required under Article 262 of the Spanish Limited Liability Companies Law**

#### **1.1 Situation of the Company**

Cellnex Finance Company, S.A. ("the Company") was incorporated in Barcelona on 30 October 2020 and its registered office is at Calle Juan Esplandiú nº 11 (Madrid).

The Company's object, per its bylaws, consists of carrying on financial activities or providing financial support for the companies of the Group, the parent of which is Cellnex Telecom, S.A. and to which the Company belongs, including:

- The issuance of bonds and other marketable securities that recognise or create debt, as well as the subscription of any banking or other financing instruments, or the subscription of any instruments that have a financing motive or purpose;
- The management, optimisation and channelling of monetary resources and attention to the needs of the companies of the Group to which the Company belongs.
- The granting of financing of any type, as well as the granting of guarantees of any type and nature to secure obligations assumed by all the companies of the Group to which the Company belongs.

In accordance with the foregoing, the Company forms part of the Cellnex Telecom Group, the parent of which is Cellnex Telecom, S.A. In this context, the Sole Shareholder of the Company coordinates the Company's strategic, operational and financial decisions and, therefore, the Company's economic and financial position should be evaluated in the context of the Group to which it belongs taken as a whole.

#### **1.2 Activity and main risks and uncertainties**

The financial statements of Cellnex Finance Company, S.A. reflect the consequences of its financial activity or as a provider of financial support for the companies of the Cellnex Group, both from the point of view of the balance sheet (financing) and the income statement (borrowing costs).

The Company balance sheet is chiefly composed of loans to group companies and payables to group companies as well as the financing required for its activity using debt with financial institutions, as well as the bonds issued under the Guaranteed EMTN Programme and the USD Bonds issued (see Note 9 of the accompanying financial statements).

During 2020, in the context of the financial reorganization of the Cellnex Group, the Company was incorporated and the following operations were carried out before 31 December 2020:

- the transfer to the Company, as a new debtor, of the Sole Shareholder's indebtedness: (a) the Sole Shareholder's bank borrowings, and (b) payables to Group companies and associates.

- the termination of certain debt instruments granted by the Sole Shareholder, as a creditor, in favour of certain group companies and associates and the issue of new debt instruments by the Company to the same Group companies and associates for the same amount.

The debt restructuring transactions between Group companies and associates were completed and made effective at the end of 2020. In relation to the aforementioned transactions, the Sole Shareholder continues to act as guarantor of the debt subrogated by the Company as well as the debt subsequently issued by the Company.

The purpose of the financial facility, approved by the Board of Directors of the Sole Shareholder, is to obtain financing, at the lowest cost and longest possible period, diversifying the sources of financing. In addition, it is intended to promote access to the capital market and to have greater flexibility in financing contracts that facilitate continuing the growth strategy of the Group of which the Company forms part.

As at 31 December 2022 the 73% (95% in 2021) of the financial debt was at a fixed interest rate.

In November 2020, the Company established a Guaranteed Euro Medium Term Note Programme (Guaranteed EMTN Programme), guaranteed by the Sole Shareholder, Cellnex Telecom, S.A.U. This programme was registered on the Irish Stock Exchange, which is listed on Euronext Dublin, and allows the issuance of bonds of up to EUR 10,000 million. The Guaranteed EMTN Program was last renewed in July 2022 for a period of 12 months with a maximum aggregate amount of EUR 15,000 million.

For additional information in relation to the Current and non-current payables, see information included in Note 9 of the accompanying financial statements.

Due to the nature of its financing activity, the Company is exposed to certain financial risks, such as foreign currency risk, interest rate risk, credit risk, liquidity risk and debt-related risk. For more details, see Note 5 of the accompanying financial statements.

Cellnex Group has implemented a risk management model that has been approved and is monitored by the Audit and Risk Management Committee and is applicable to all business and corporate units in countries where the Group operates.

The information concerning the risks of the Group is presented, with this same date and in the same mercantile register, in the Consolidated Management report of the Cellnex Group, which has been prepared according to internationally recognised standards.

### **1.3 Use of financial instruments**

In the year ended 31 December 2022, Cellnex Finance Company, S.A. abided by the facility for use of financial instruments described in Note 5 to the accompanying financial statements.

### **1.4 Business perspective**

In terms of business prospects, during 2023 the Group will continue to focus on implementing organic growth (leveraging its status as a neutral operator), in accordance with its ambition of achieving Investment Grade status by two credit rating agencies by the end of 2024, and by improving efficiency and profitability. In this way, the Group expects to increase various key indicators by double digits for the year ending 31 December 2023.

The Company will continue carrying on financial activities or providing financial support for the companies of the Group in their development and consolidation process.

### **1.5 Research and Development activities**

The Company has not carried out any research and development activities, due to the fact that they are been developed at operative companies level.

The information concerning the Group research and development activities is presented, in the Consolidated Management report of the Cellnex Group, which has been prepared according to internationally recognised standards.

#### **1.6 Non-financial information**

The non-financial information presented in this Director's Report is complemented with the information presented, with this same date and in the same mercantile register, in the Consolidated Management report of the Cellnex Group, which has been prepared according to internationally recognised standards.

#### **1.7 Treasury shares**

La Company does not own nor has it carried out any transaction with treasury shares as of 31 December 2022.

#### **1.8 Information relating to the deferred of payments to suppliers**

See the information included in Note 15.2. of the accompanying financial statements.

#### **1.9 Post balance sheet events**

See Note 17, "Post balance sheet events", of the accompanying financial statements for the year ended on 31 December 2022.

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Madrid, as of 28 February 2023